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# Return of Private Foundation

## or Section 4947(a)(1) Nonexempt Charitable Trust

### Treated as a Private Foundation

2010

Department of the Treasury  
Internal Revenue Service

Note. The foundation may be able to use a copy of this return to satisfy state reporting requirements

For calendar year 2010, or tax year beginning

, and ending

G Check all that apply.

☐ Initial return☐ Initial return of a former public charity☐ Final return☐ Amended return☐ Address change☐ Name change

|                                                                                                                                                                                                                                                  |                                                                                                                                           |                                                                                                                                                                              |
|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Name of foundation<br><b>FLEMING FOUNDATION</b>                                                                                                                                                                                                  |                                                                                                                                           | A Employer identification number<br><b>23-2585510</b>                                                                                                                        |
| Number and street (or P.O. box number if mail is not delivered to street address)<br><b>7661 BERYL ROAD</b>                                                                                                                                      | Room/suite                                                                                                                                | B Telephone number<br><b>(610) 966-2010</b>                                                                                                                                  |
| City or town, state, and ZIP code<br><b>ZIONSVILLE, PA 18092</b>                                                                                                                                                                                 |                                                                                                                                           | C If exemption application is pending, check here <input type="checkbox"/>                                                                                                   |
| H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation<br><input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation |                                                                                                                                           | D 1. Foreign organizations, check here <input type="checkbox"/><br>2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/> |
| I Fair market value of all assets at end of year (from Part II, col. (c), line 16)<br><b>\$ 8,042,699.</b>                                                                                                                                       | J Accounting method <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual<br><input type="checkbox"/> Other (specify) | E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>                                                                |
| (Part I, column (d) must be on cash basis.)                                                                                                                                                                                                      |                                                                                                                                           | F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>                                                             |

| Part I Analysis of Revenue and Expenses<br>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).) |  | (a) Revenue and expenses per books | (b) Net investment income | (c) Adjusted net income | (d) Disbursements for charitable purposes (cash basis only) |
|-----------------------------------------------------------------------------------------------------------------------------------------------------|--|------------------------------------|---------------------------|-------------------------|-------------------------------------------------------------|
| 1 Contributions, gifts, grants, etc., received                                                                                                      |  | 200,560.                           |                           | N/A                     |                                                             |
| 2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B                                                                 |  |                                    |                           |                         |                                                             |
| 3 Interest on savings and temporary cash investments                                                                                                |  |                                    |                           |                         |                                                             |
| 4 Dividends and interest from securities                                                                                                            |  | 204,072.                           | 204,072.                  |                         | STATEMENT 1                                                 |
| 5a Gross rents                                                                                                                                      |  |                                    |                           |                         |                                                             |
| b Net rental income or (loss)                                                                                                                       |  |                                    |                           |                         |                                                             |
| 6a Net gain or (loss) from sale of assets not on line 10                                                                                            |  | <177,594.>                         |                           |                         |                                                             |
| b Gross sales price for all assets on line 6a                                                                                                       |  | 2,868,199.                         |                           |                         |                                                             |
| 7 Capital gain net income (from Part IV, line 2)                                                                                                    |  |                                    | 0.                        |                         |                                                             |
| 8 Net short-term capital gain                                                                                                                       |  |                                    |                           |                         |                                                             |
| 9 Income modifications                                                                                                                              |  |                                    |                           |                         |                                                             |
| 10a Gross sales less returns and allowances                                                                                                         |  |                                    |                           |                         |                                                             |
| b Less Cost of goods sold                                                                                                                           |  |                                    |                           |                         |                                                             |
| c Gross profit or (loss)                                                                                                                            |  |                                    |                           |                         |                                                             |
| 11 Other income                                                                                                                                     |  | <381.>                             | <381.>                    |                         | STATEMENT 2                                                 |
| 12 Total. Add lines 1 through 11                                                                                                                    |  | 226,657.                           | 203,691.                  |                         |                                                             |
| 13 Compensation of officers, directors, trustees, etc.                                                                                              |  | 0.                                 | 0.                        |                         | 0.                                                          |
| 14 Other employee salaries and wages                                                                                                                |  |                                    |                           |                         |                                                             |
| 15 Pension plans, employee benefits                                                                                                                 |  |                                    |                           |                         |                                                             |
| 16a Legal fees                                                                                                                                      |  |                                    |                           |                         |                                                             |
| b Accounting fees                                                                                                                                   |  | 8,115.                             | 8,115.                    |                         | 0.                                                          |
| c Other professional fees                                                                                                                           |  | 72,929.                            | 72,929.                   |                         | 0.                                                          |
| 17 Interest                                                                                                                                         |  |                                    |                           |                         |                                                             |
| 18 Taxes                                                                                                                                            |  | 8,155.                             | 8,155.                    |                         | 0.                                                          |
| 19 Depreciation and depletion                                                                                                                       |  |                                    |                           |                         |                                                             |
| 20 Occupancy                                                                                                                                        |  |                                    |                           |                         |                                                             |
| 21 Travel, conferences, and meetings                                                                                                                |  |                                    |                           |                         |                                                             |
| 22 Printing and publications                                                                                                                        |  |                                    |                           |                         |                                                             |
| 23 Other expenses                                                                                                                                   |  |                                    |                           |                         |                                                             |
| 24 Total operating and administrative expenses. Add lines 13 through 23                                                                             |  | 89,199.                            | 89,199.                   |                         | 0.                                                          |
| 25 Contributions, gifts, grants paid                                                                                                                |  | 317,697.                           |                           |                         | 317,697.                                                    |
| 26 Total expenses and disbursements. Add lines 24 and 25                                                                                            |  | 406,896.                           | 89,199.                   |                         | 317,697.                                                    |
| 27 Subtract line 26 from line 12                                                                                                                    |  | <180,239.>                         |                           |                         |                                                             |
| a Excess of revenue over expenses and disbursements                                                                                                 |  |                                    | 114,492.                  |                         |                                                             |
| b Net investment income (if negative, enter -0-)                                                                                                    |  |                                    |                           |                         |                                                             |
| c Adjusted net income (if negative, enter -0-)                                                                                                      |  |                                    |                           | N/A                     |                                                             |

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E1-238  
Operating and Administrative ExpensesSTMT 3  
STMT 4  
STMT 5

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| Part II Balance Sheets      |                                                                                                                                  | Beginning of year<br>(a) Book Value | End of year    |                       |
|-----------------------------|----------------------------------------------------------------------------------------------------------------------------------|-------------------------------------|----------------|-----------------------|
|                             |                                                                                                                                  |                                     | (b) Book Value | (c) Fair Market Value |
| Assets                      | 1 Cash - non-interest-bearing                                                                                                    |                                     |                |                       |
|                             | 2 Savings and temporary cash investments                                                                                         | 232,136.                            | 255,459.       | 255,459.              |
|                             | 3 Accounts receivable ▶<br>Less: allowance for doubtful accounts ▶                                                               |                                     |                |                       |
|                             | 4 Pledges receivable ▶<br>Less: allowance for doubtful accounts ▶                                                                |                                     |                |                       |
|                             | 5 Grants receivable                                                                                                              |                                     |                |                       |
|                             | 6 Receivables due from officers, directors, trustees, and other disqualified persons                                             |                                     |                |                       |
|                             | 7 Other notes and loans receivable ▶<br>Less: allowance for doubtful accounts ▶                                                  |                                     |                |                       |
|                             | 8 Inventories for sale or use                                                                                                    |                                     |                |                       |
|                             | 9 Prepaid expenses and deferred charges                                                                                          |                                     |                |                       |
|                             | 10a Investments - U.S. and state government obligations                                                                          |                                     |                |                       |
|                             | b Investments - corporate stock                                                                                                  |                                     |                |                       |
|                             | c Investments - corporate bonds                                                                                                  |                                     |                |                       |
|                             | 11 Investments - land, buildings, and equipment basis ▶<br>Less: accumulated depreciation                                        |                                     |                |                       |
|                             | 12 Investments - mortgage loans                                                                                                  |                                     |                |                       |
|                             | 13 Investments - other STMT 6                                                                                                    | 4,984,652.                          | 6,791,970.     | 7,787,210.            |
| Liabilities                 | 14 Land, buildings, and equipment basis ▶<br>Less: accumulated depreciation                                                      |                                     |                |                       |
|                             | 15 Other assets (describe STATEMENT 7)                                                                                           | 2,010,880.                          | 995,270.       | 0.                    |
|                             | 16 Total assets (to be completed by all filers)                                                                                  | 7,227,668.                          | 8,042,699.     | 8,042,699.            |
|                             | 17 Accounts payable and accrued expenses                                                                                         |                                     |                |                       |
|                             | 18 Grants payable                                                                                                                |                                     |                |                       |
|                             | 19 Deferred revenue                                                                                                              |                                     |                |                       |
|                             | 20 Loans from officers, directors, trustees, and other disqualified persons                                                      |                                     |                |                       |
|                             | 21 Mortgages and other notes payable                                                                                             |                                     |                |                       |
|                             | 22 Other liabilities (describe ▶)                                                                                                |                                     |                |                       |
|                             | 23 Total liabilities (add lines 17 through 22)                                                                                   | 0.                                  | 0.             |                       |
| Net Assets or Fund Balances | Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/><br>and complete lines 24 through 26 and lines 30 and 31. |                                     |                |                       |
|                             | 24 Unrestricted                                                                                                                  |                                     |                |                       |
|                             | 25 Temporarily restricted                                                                                                        |                                     |                |                       |
|                             | 26 Permanently restricted                                                                                                        |                                     |                |                       |
|                             | Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/><br>and complete lines 27 through 31.   |                                     |                |                       |
|                             | 27 Capital stock, trust principal, or current funds                                                                              | 0.                                  | 0.             |                       |
|                             | 28 Paid-in or capital surplus, or land, bldg, and equipment fund                                                                 | 0.                                  | 0.             |                       |
|                             | 29 Retained earnings, accumulated income, endowment, or other funds                                                              | 7,227,668.                          | 8,042,699.     |                       |
|                             | 30 Total net assets or fund balances                                                                                             | 7,227,668.                          | 8,042,699.     |                       |
|                             | 31 Total liabilities and net assets/fund balances                                                                                | 7,227,668.                          | 8,042,699.     |                       |

## Part III Analysis of Changes in Net Assets or Fund Balances

|                                                                                                                                                                 |   |            |
|-----------------------------------------------------------------------------------------------------------------------------------------------------------------|---|------------|
| 1 Total net assets or fund balances at beginning of year - Part II, column (a), line 30<br>(must agree with end-of-year figure reported on prior year's return) | 1 | 7,227,668. |
| 2 Enter amount from Part I, line 27a                                                                                                                            | 2 | <180,239.> |
| 3 Other increases not included in line 2 (itemize) ▶ UNREALIZED GAINS IN INVESTMENTS                                                                            | 3 | 995,270.   |
| 4 Add lines 1, 2, and 3                                                                                                                                         | 4 | 8,042,699. |
| 5 Decreases not included in line 2 (itemize) ▶                                                                                                                  | 5 | 0.         |
| 6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30                                                         | 6 | 8,042,699. |

**Part IV Capital Gains and Losses for Tax on Investment Income**

| (a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs. MLC Co.)                                             |                                            | (b) How acquired<br>P - Purchase<br>D - Donation                                                                                                                                                       | (c) Date acquired<br>(mo., day, yr.)                                                         | (d) Date sold<br>(mo., day, yr.) |
|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------|----------------------------------|
| 1a                                                                                                                                                                             |                                            |                                                                                                                                                                                                        |                                                                                              |                                  |
| b SEE ATTACHED STATEMENTS                                                                                                                                                      |                                            |                                                                                                                                                                                                        |                                                                                              |                                  |
| c                                                                                                                                                                              |                                            |                                                                                                                                                                                                        |                                                                                              |                                  |
| d                                                                                                                                                                              |                                            |                                                                                                                                                                                                        |                                                                                              |                                  |
| e                                                                                                                                                                              |                                            |                                                                                                                                                                                                        |                                                                                              |                                  |
| (e) Gross sales price                                                                                                                                                          | (f) Depreciation allowed<br>(or allowable) | (g) Cost or other basis<br>plus expense of sale                                                                                                                                                        | (h) Gain or (loss)<br>(e) plus (f) minus (g)                                                 |                                  |
| a                                                                                                                                                                              |                                            |                                                                                                                                                                                                        |                                                                                              |                                  |
| b                                                                                                                                                                              |                                            |                                                                                                                                                                                                        |                                                                                              |                                  |
| c                                                                                                                                                                              |                                            |                                                                                                                                                                                                        |                                                                                              |                                  |
| d                                                                                                                                                                              |                                            |                                                                                                                                                                                                        |                                                                                              |                                  |
| e 2,868,199.                                                                                                                                                                   |                                            | 3,045,853.                                                                                                                                                                                             | <177,594.>                                                                                   |                                  |
| Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69                                                                                    |                                            |                                                                                                                                                                                                        |                                                                                              |                                  |
| (i) FMV as of 12/31/69                                                                                                                                                         | (j) Adjusted basis<br>as of 12/31/69       | (k) Excess of col (i)<br>over col (j), if any                                                                                                                                                          | (l) Gains (Col (h) gain minus<br>col (k), but not less than -0-) or<br>Losses (from col (h)) |                                  |
| a                                                                                                                                                                              |                                            |                                                                                                                                                                                                        |                                                                                              |                                  |
| b                                                                                                                                                                              |                                            |                                                                                                                                                                                                        |                                                                                              |                                  |
| c                                                                                                                                                                              |                                            |                                                                                                                                                                                                        |                                                                                              |                                  |
| d                                                                                                                                                                              |                                            |                                                                                                                                                                                                        |                                                                                              |                                  |
| e                                                                                                                                                                              |                                            |                                                                                                                                                                                                        | <177,594.>                                                                                   |                                  |
| 2 Capital gain net income or (net capital loss)                                                                                                                                |                                            | <div style="border-left: 1px solid black; border-right: 1px solid black; padding: 0 5px;">           { If gain, also enter in Part I, line 7<br/>If (loss), enter -0- in Part I, line 7         </div> |                                                                                              | 2 <177,594.>                     |
| 3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6).<br>If gain, also enter in Part I, line 8, column (c)<br>If (loss), enter -0- in Part I, line 8 |                                            | <div style="border-left: 1px solid black; border-right: 1px solid black; padding: 0 5px;">           {         </div>                                                                                  |                                                                                              | 3 N/A                            |

**Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income**

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income.)

If section 4940(d)(2) applies, leave this part blank

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part

1 Enter the appropriate amount in each column for each year; see instructions before making any entries

| (a)<br>Base period years<br>Calendar year (or tax year beginning in)                                                                                                                                                  | (b)<br>Adjusted qualifying distributions | (c)<br>Net value of noncharitable-use assets | (d)<br>Distribution ratio<br>(col. (b) divided by col. (c)) |
|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------|----------------------------------------------|-------------------------------------------------------------|
| 2009                                                                                                                                                                                                                  | 411,470.                                 | 6,377,308.                                   | .064521                                                     |
| 2008                                                                                                                                                                                                                  | 493,023.                                 | 8,311,101.                                   | .059321                                                     |
| 2007                                                                                                                                                                                                                  | 430,519.                                 | 10,087,572.                                  | .042678                                                     |
| 2006                                                                                                                                                                                                                  | 295,638.                                 | 9,249,821.                                   | .031961                                                     |
| 2005                                                                                                                                                                                                                  | 349,895.                                 | 8,478,181.                                   | .041270                                                     |
| 2 Total of line 1, column (d)                                                                                                                                                                                         |                                          |                                              | 2 .239751                                                   |
| 3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years                                        |                                          |                                              | 3 .047950                                                   |
| 4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5                                                                                                                                        |                                          |                                              | 4 7,201,653.                                                |
| 5 Multiply line 4 by line 3                                                                                                                                                                                           |                                          |                                              | 5 345,319.                                                  |
| 6 Enter 1% of net investment income (1% of Part I, line 27b)                                                                                                                                                          |                                          |                                              | 6 1,145.                                                    |
| 7 Add lines 5 and 6                                                                                                                                                                                                   |                                          |                                              | 7 346,464.                                                  |
| 8 Enter qualifying distributions from Part XII, line 4<br>If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate<br>See the Part VI instructions |                                          |                                              | 8 317,697.                                                  |

**Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instructions)**

|    |                                                                                                                                                                                                                                     |    |        |
|----|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----|--------|
| 1a | Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1.<br>Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions) |    |        |
| b  | Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b                                                                                     | 1  | 2,290. |
| c  | All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).                                                                                                            |    |        |
| 2  | Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)                                                                                                                           | 2  | 0.     |
| 3  | Add lines 1 and 2                                                                                                                                                                                                                   | 3  | 2,290. |
| 4  | Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)                                                                                                                         | 4  | 0.     |
| 5  | Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-                                                                                                                                             | 5  | 2,290. |
| 6  | Credits/Payments                                                                                                                                                                                                                    |    |        |
| a  | 2010 estimated tax payments and 2009 overpayment credited to 2010                                                                                                                                                                   | 6a | 170.   |
| b  | Exempt foreign organizations - tax withheld at source                                                                                                                                                                               | 6b |        |
| c  | Tax paid with application for extension of time to file (Form 8868)                                                                                                                                                                 | 6c |        |
| d  | Backup withholding erroneously withheld                                                                                                                                                                                             | 6d |        |
| 7  | Total credits and payments. Add lines 6a through 6d                                                                                                                                                                                 | 7  | 170.   |
| 8  | Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached                                                                                                        | 8  | 21.    |
| 9  | Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed                                                                                                                                                       | 9  | 2,141. |
| 10 | Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid                                                                                                                                           | 10 |        |
| 11 | Enter the amount of line 10 to be Credited to 2011 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>                                                                                                         | 11 |        |

**Part VII-A Statements Regarding Activities**

|                                                                                                                                                                                                                                                                                                                                            | Yes | No |
|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----|----|
| 1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?                                                                                                                                                                    |     | X  |
| 1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)?<br>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities. |     | X  |
| 1c Did the foundation file Form 1120-POL for this year?                                                                                                                                                                                                                                                                                    |     | X  |
| d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year:<br>(1) On the foundation. \$ 0. (2) On foundation managers \$ 0.                                                                                                                                                                      |     |    |
| e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$ 0.                                                                                                                                                                                               |     |    |
| 2 Has the foundation engaged in any activities that have not previously been reported to the IRS?<br>If "Yes," attach a detailed description of the activities.                                                                                                                                                                            |     | X  |
| 3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes                                                                                                               |     | X  |
| 4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?                                                                                                                                                                                                                                             |     | X  |
| b If "Yes," has it filed a tax return on Form 990-T for this year?                                                                                                                                                                                                                                                                         |     |    |
| 5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?<br>If "Yes," attach the statement required by General Instruction T.                                                                                                                                                                      |     | X  |
| 6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either:<br>• By language in the governing instrument, or<br>• By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?       | X   |    |
| 7 Did the foundation have at least \$5,000 in assets at any time during the year?<br>If "Yes," complete Part II, col. (c), and Part XV.                                                                                                                                                                                                    | X   |    |
| 8a Enter the states to which the foundation reports or with which it is registered (see instructions) PA                                                                                                                                                                                                                                   |     |    |
| b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation                                                                                                                              | X   |    |
| 9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2010 or the taxable year beginning in 2010 (see instructions for Part XIV)? If "Yes," complete Part XIV                                                                                     |     | X  |
| 10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses                                                                                                                                                                                                      | X   |    |

Form 990-PF (2010)

**Part VII-A Statements Regarding Activities** (continued)

|    |                                                                                                                                                                                                                                                                                                                                             |    |          |         |
|----|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----|----------|---------|
| 11 | At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)                                                                                                                                                     | 11 |          | X       |
| 12 | Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?                                                                                                                                                                                                                       | 12 |          | X       |
| 13 | Did the foundation comply with the public inspection requirements for its annual returns and exemption application?<br>Website address ► N/A                                                                                                                                                                                                | 13 | X        |         |
| 14 | The books are in care of ► RICHARD FLEMING<br>Located at ► 7661 BERYL ROAD, ZIONSVILLE, PA<br>Telephone no ► (610) 966-2010<br>ZIP+4 ► 18092                                                                                                                                                                                                |    |          |         |
| 15 | Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year<br>► 15 N/A                                                                                                                                             |    |          |         |
| 16 | At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?<br>See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country ► | 16 | Yes<br>X | No<br>X |

**Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required**

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

|                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   | Yes                                                                 | No   |
|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------|------|
| 1a During the year did the foundation (either directly or indirectly):                                                                                                                                                                                                                                                                                                                                                                                                                            |                                                                     |      |
| (1) Engage in the sale or exchange, or leasing of property with a disqualified person?                                                                                                                                                                                                                                                                                                                                                                                                            | <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No |      |
| (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?                                                                                                                                                                                                                                                                                                                                                                                    | <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No |      |
| (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?                                                                                                                                                                                                                                                                                                                                                                                                        | <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No |      |
| (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?                                                                                                                                                                                                                                                                                                                                                                                                              | <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No |      |
| (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?                                                                                                                                                                                                                                                                                                                                                     | <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No |      |
| (6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days )                                                                                                                                                                                                                                                   | <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No |      |
| b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 22 of the instructions)?<br>Organizations relying on a current notice regarding disaster assistance check here                                                                                                                                                                       | N/A                                                                 | 1b   |
| c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2010?                                                                                                                                                                                                                                                                                                         |                                                                     | 1c X |
| 2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))                                                                                                                                                                                                                                                                                                                   |                                                                     |      |
| a At the end of tax year 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010?<br>If "Yes," list the years ►                                                                                                                                                                                                                                                                                                                 | <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No |      |
| b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions )                                                                                                                                                                                       | N/A                                                                 | 2b   |
| c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here<br>►                                                                                                                                                                                                                                                                                                                                                                            |                                                                     |      |
| 3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?                                                                                                                                                                                                                                                                                                                                                                     | <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No |      |
| b If "Yes," did it have excess business holdings in 2010 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2010.) | N/A                                                                 | 3b   |
| 4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?                                                                                                                                                                                                                                                                                                                                                                                |                                                                     | 4a X |
| b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2010?                                                                                                                                                                                                                                                               |                                                                     | 4b X |

Form 990-PF (2010)

**Part VII-B** Statements Regarding Activities for Which Form 4720 May Be Required (continued)

5a During the year did the foundation pay or incur any amount to

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)?

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

☒

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53.4945-5(d).

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

☐ Yes ☒ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

6b

X

If "Yes" to 6b, file Form 8870.

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

☐ Yes ☒ No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

7b

**Part VIII** Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, foundation managers and their compensation.

| (a) Name and address | (b) Title, and average hours per week devoted to position | (c) Compensation (If not paid, enter -0-) | (d) Contributions to employee benefit plans and deferred compensation | (e) Expense account, other allowances |
|----------------------|-----------------------------------------------------------|-------------------------------------------|-----------------------------------------------------------------------|---------------------------------------|
| RICHARD FLEMING      | TRUSTEE                                                   |                                           |                                                                       |                                       |
| 7661 BERYL ROAD      |                                                           |                                           |                                                                       |                                       |
| ZIONSVILLE, PA 18092 | 10.00                                                     | 0.                                        | 0.                                                                    | 0.                                    |
| KATHLEEN ARNOLD      | TRUSTEE                                                   |                                           |                                                                       |                                       |
| 7953 CROW ROAD       |                                                           |                                           |                                                                       |                                       |
| ZIONSVILLE, PA 18092 | 10.00                                                     | 0.                                        | 0.                                                                    | 0.                                    |
| ROBERT L GORMAN      | TRUSTEE                                                   |                                           |                                                                       |                                       |
| 55 COVE ROAD         |                                                           |                                           |                                                                       |                                       |
| MOORESTOWN, NJ 08057 | 0.00                                                      | 0.                                        | 0.                                                                    | 0.                                    |
|                      |                                                           |                                           |                                                                       |                                       |
|                      |                                                           |                                           |                                                                       |                                       |
|                      |                                                           |                                           |                                                                       |                                       |

2 Compensation of five highest-paid employees (other than those included on line 1). If none, enter "NONE."

| (a) Name and address of each employee paid more than \$50,000 | (b) Title, and average hours per week devoted to position | (c) Compensation | (d) Contributions to employee benefit plans and deferred compensation | (e) Expense account, other allowances |
|---------------------------------------------------------------|-----------------------------------------------------------|------------------|-----------------------------------------------------------------------|---------------------------------------|
| NONE                                                          |                                                           |                  |                                                                       |                                       |
|                                                               |                                                           |                  |                                                                       |                                       |
|                                                               |                                                           |                  |                                                                       |                                       |
|                                                               |                                                           |                  |                                                                       |                                       |
|                                                               |                                                           |                  |                                                                       |                                       |
|                                                               |                                                           |                  |                                                                       |                                       |
|                                                               |                                                           |                  |                                                                       |                                       |
|                                                               |                                                           |                  |                                                                       |                                       |

Total number of other employees paid over \$50,000

0

Form 990-PF (2010)

**Part VIII** Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3** Five highest-paid independent contractors for professional services. If none, enter "NONE."

| (a) Name and address of each person paid more than \$50,000 | (b) Type of service | (c) Compensation |
|-------------------------------------------------------------|---------------------|------------------|
| NONE                                                        |                     |                  |
|                                                             |                     |                  |
|                                                             |                     |                  |
|                                                             |                     |                  |
|                                                             |                     |                  |
|                                                             |                     |                  |
|                                                             |                     |                  |
|                                                             |                     |                  |
|                                                             |                     |                  |
|                                                             |                     |                  |

Total number of others receiving over \$50,000 for professional services

0

**Part IX-A** Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.

|                                                                                                                                         | Expenses |
|-----------------------------------------------------------------------------------------------------------------------------------------|----------|
| 1 THE FLEMING FOUNDATION DOES NOT CARRY ON ANY CHARITABLE ACTIVITIES DIRECTLY, BUT INSTEAD MAKES GRANTS TO QUALIFYING PUBLIC CHARITIES. | 0.       |
| 2                                                                                                                                       |          |
| 3                                                                                                                                       |          |
| 4                                                                                                                                       |          |

**Part IX-B** Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2

|                                                         | Amount |
|---------------------------------------------------------|--------|
| 1 N/A                                                   |        |
|                                                         |        |
|                                                         |        |
| 2                                                       |        |
|                                                         |        |
|                                                         |        |
| All other program-related investments. See instructions |        |
| 3                                                       |        |
|                                                         |        |
|                                                         |        |
| Total. Add lines 1 through 3                            | 0.     |



**Part X Minimum Investment Return** (All domestic foundations must complete this part. Foreign foundations, see instructions.)

|                                                                                                               |                                                                                                           |    |            |
|---------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------|----|------------|
| 1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes: |                                                                                                           |    |            |
| a                                                                                                             | Average monthly fair market value of securities                                                           | 1a | 7,067,781. |
| b                                                                                                             | Average of monthly cash balances                                                                          | 1b | 243,542.   |
| c                                                                                                             | Fair market value of all other assets                                                                     | 1c |            |
| d                                                                                                             | Total (add lines 1a, b, and c)                                                                            | 1d | 7,311,323. |
| e                                                                                                             | Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) | 1e | 0.         |
| 2                                                                                                             | Acquisition indebtedness applicable to line 1 assets                                                      | 2  | 0.         |
| 3                                                                                                             | Subtract line 2 from line 1d                                                                              | 3  | 7,311,323. |
| 4                                                                                                             | Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)  | 4  | 109,670.   |
| 5                                                                                                             | Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4      | 5  | 7,201,653. |
| 6                                                                                                             | Minimum investment return. Enter 5% of line 5                                                             | 6  | 360,083.   |

**Part XI Distributable Amount** (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ☐ and do not complete this part )

|    |                                                                                                  |    |          |
|----|--------------------------------------------------------------------------------------------------|----|----------|
| 1  | Minimum investment return from Part X, line 6                                                    | 1  | 360,083. |
| 2a | Tax on investment income for 2010 from Part VI, line 5                                           | 2a | 2,290.   |
| b  | Income tax for 2010 (This does not include the tax from Part VI)                                 | 2b |          |
| c  | Add lines 2a and 2b                                                                              | 2c | 2,290.   |
| 3  | Distributable amount before adjustments Subtract line 2c from line 1                             | 3  | 357,793. |
| 4  | Recoveries of amounts treated as qualifying distributions                                        | 4  | 0.       |
| 5  | Add lines 3 and 4                                                                                | 5  | 357,793. |
| 6  | Deduction from distributable amount (see instructions)                                           | 6  | 0.       |
| 7  | Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1 | 7  | 357,793. |

**Part XII Qualifying Distributions** (see instructions)

|                                                                                              |                                                                                                                                  |    |          |
|----------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------|----|----------|
| 1 Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes: |                                                                                                                                  |    |          |
| a                                                                                            | Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26                                                    | 1a | 317,697. |
| b                                                                                            | Program-related investments - total from Part IX-B                                                                               | 1b | 0.       |
| 2                                                                                            | Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes                        | 2  |          |
| 3                                                                                            | Amounts set aside for specific charitable projects that satisfy the:                                                             |    |          |
| a                                                                                            | Suitability test (prior IRS approval required)                                                                                   | 3a |          |
| b                                                                                            | Cash distribution test (attach the required schedule)                                                                            | 3b |          |
| 4                                                                                            | Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4                        | 4  | 317,697. |
| 5                                                                                            | Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b | 5  | 0.       |
| 6                                                                                            | Adjusted qualifying distributions. Subtract line 5 from line 4                                                                   | 6  | 317,697. |

**Note.** The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

Form 990-PF (2010)

**Part XIII** Undistributed Income (see instructions)

|                                                                                                                                                                            | (a)<br>Corpus | (b)<br>Years prior to 2009 | (c)<br>2009 | (d)<br>2010 |
|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------|----------------------------|-------------|-------------|
| 1 Distributable amount for 2010 from Part XI, line 7                                                                                                                       |               |                            |             | 357,793.    |
| 2 Undistributed income, if any, as of the end of 2010                                                                                                                      |               |                            |             |             |
| a Enter amount for 2009 only                                                                                                                                               |               |                            | 317,697.    |             |
| b Total for prior years:                                                                                                                                                   |               | 0.                         |             |             |
| 3 Excess distributions carryover, if any, to 2010.                                                                                                                         |               |                            |             |             |
| a From 2005                                                                                                                                                                |               |                            |             |             |
| b From 2006                                                                                                                                                                |               |                            |             |             |
| c From 2007                                                                                                                                                                |               |                            |             |             |
| d From 2008                                                                                                                                                                |               |                            |             |             |
| e From 2009                                                                                                                                                                |               |                            |             |             |
| f Total of lines 3a through e                                                                                                                                              | 0.            |                            |             |             |
| 4 Qualifying distributions for 2010 from Part XII, line 4: ▶ \$ 317,697.                                                                                                   |               |                            |             |             |
| a Applied to 2009, but not more than line 2a                                                                                                                               |               |                            | 317,697.    |             |
| b Applied to undistributed income of prior years (Election required - see instructions)                                                                                    |               | 0.                         |             |             |
| c Treated as distributions out of corpus (Election required - see instructions)                                                                                            | 0.            |                            |             |             |
| d Applied to 2010 distributable amount                                                                                                                                     |               |                            |             | 0.          |
| e Remaining amount distributed out of corpus                                                                                                                               | 0.            |                            |             |             |
| 5 Excess distributions carryover applied to 2010 (If an amount appears in column (d), the same amount must be shown in column (a))                                         | 0.            |                            |             | 0.          |
| 6 Enter the net total of each column as indicated below:                                                                                                                   |               |                            |             |             |
| a Corpus Add lines 3f, 4c, and 4e Subtract line 5                                                                                                                          | 0.            |                            |             |             |
| b Prior years' undistributed income Subtract line 4b from line 2b                                                                                                          |               | 0.                         |             |             |
| c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed |               | 0.                         |             |             |
| d Subtract line 6c from line 6b Taxable amount - see instructions                                                                                                          |               | 0.                         |             |             |
| e Undistributed income for 2009 Subtract line 4a from line 2a Taxable amount - see instr.                                                                                  |               |                            | 0.          |             |
| f Undistributed income for 2010 Subtract lines 4d and 5 from line 1. This amount must be distributed in 2011                                                               |               |                            |             | 357,793.    |
| 7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)                                                     | 0.            |                            |             |             |
| 8 Excess distributions carryover from 2005 not applied on line 5 or line 7                                                                                                 | 0.            |                            |             |             |
| 9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a                                                                                              | 0.            |                            |             |             |
| 10 Analysis of line 9:                                                                                                                                                     |               |                            |             |             |
| a Excess from 2006                                                                                                                                                         |               |                            |             |             |
| b Excess from 2007                                                                                                                                                         |               |                            |             |             |
| c Excess from 2008                                                                                                                                                         |               |                            |             |             |
| d Excess from 2009                                                                                                                                                         |               |                            |             |             |
| e Excess from 2010                                                                                                                                                         |               |                            |             |             |







## Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

- |                                                                                                                                                                                                                                                                                                                                                                                                      |              |     |    |
|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------|-----|----|
| <b>1</b> Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?                                                                                                                                         |              | Yes | No |
| <b>a</b> Transfers from the reporting foundation to a noncharitable exempt organization of:                                                                                                                                                                                                                                                                                                          |              |     |    |
| <b>(1)</b> Cash                                                                                                                                                                                                                                                                                                                                                                                      | <b>1a(1)</b> |     | X  |
| <b>(2)</b> Other assets                                                                                                                                                                                                                                                                                                                                                                              | <b>1a(2)</b> |     | X  |
| <b>b</b> Other transactions:                                                                                                                                                                                                                                                                                                                                                                         |              |     |    |
| <b>(1)</b> Sales of assets to a noncharitable exempt organization                                                                                                                                                                                                                                                                                                                                    | <b>1b(1)</b> |     | X  |
| <b>(2)</b> Purchases of assets from a noncharitable exempt organization                                                                                                                                                                                                                                                                                                                              | <b>1b(2)</b> |     | X  |
| <b>(3)</b> Rental of facilities, equipment, or other assets                                                                                                                                                                                                                                                                                                                                          | <b>1b(3)</b> |     | X  |
| <b>(4)</b> Reimbursement arrangements                                                                                                                                                                                                                                                                                                                                                                | <b>1b(4)</b> |     | X  |
| <b>(5)</b> Loans or loan guarantees                                                                                                                                                                                                                                                                                                                                                                  | <b>1b(5)</b> |     | X  |
| <b>(6)</b> Performance of services or membership or fundraising solicitations                                                                                                                                                                                                                                                                                                                        | <b>1b(6)</b> |     | X  |
| <b>c</b> Sharing of facilities, equipment, mailing lists, other assets, or paid employees                                                                                                                                                                                                                                                                                                            | <b>1c</b>    |     | X  |
| <b>d</b> If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received |              |     |    |

[illegible]

- 2a** Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No
- b** If "Yes," complete the following schedule

| (a) Name of organization | (b) Type of organization | (c) Description of relationship |
|--------------------------|--------------------------|---------------------------------|
| N/A                      |                          |                                 |
|                          |                          |                                 |
|                          |                          |                                 |
|                          |                          |                                 |
|                          |                          |                                 |

**Sign  
Here**

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer or fiduciary) is based on all information of which preparer has any knowledge.

Richard Fleming  
Signature of officer or trustee

May 2, 2011  
Date

Trustee  
Title

Print/Type preparer's name

Preparer's signature

Date \_\_\_\_\_

Check ☐ if self-employed

PTIN

Robert L Gorman

Robert Tamm

 $\sqrt{2}/11$ 

P00145960

**Paid  
Preparer  
Use Only**

Firm's name ► GORMAN & GORMAN, PC  
901 SPRUCE STREET

Firm's EIN ▶

Firm's address ► PHILADELPHIA, PA 19107

Phone no 215 627-4440

Form **990-PF** (2010)

**Schedule B**(Form 990, 990-EZ,  
or 990-PF)Department of the Treasury  
Internal Revenue Service**Schedule of Contributors**

▶ Attach to Form 990, 990-EZ, or 990-PF.

OMB No 1545-0047

**2010**

Name of the organization

FLEMING FOUNDATION

Employer identification number

23-2585510

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

☐ 501(c)( ) (enter number) organization☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation☐ 501(c)(3) taxable private foundationCheck if your organization is covered by the **General Rule** or a **Special Rule**.**Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.**General Rule**

- ☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II.

**Special Rules**

- ☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, aggregate contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not aggregate to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year. ▶ \$ \_\_\_\_\_

**Caution.** An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2 of its Form 990, or check the box on line H of its Form 990-EZ, or on line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

**LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2010)**

Name of organization

Employer identification number

FLEMING FOUNDATION

23-2585510

**Part I Contributors** (see instructions)

| (a)<br>No. | (b)<br>Name, address, and ZIP + 4                          | (c)<br>Aggregate contributions | (d)<br>Type of contribution                                                                                                                                                  |
|------------|------------------------------------------------------------|--------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 1          | RICHARD FLEMING<br>7661 BERYL ROAD<br>ZIONSVILLE, PA 18092 | \$ 200,560.                    | Person <input type="checkbox"/><br>Payroll <input type="checkbox"/><br>Noncash <input checked="" type="checkbox"/><br>(Complete Part II if there is a noncash contribution.) |
|            |                                                            |                                | Person <input type="checkbox"/><br>Payroll <input type="checkbox"/><br>Noncash <input type="checkbox"/><br>(Complete Part II if there is a noncash contribution.)            |
|            |                                                            |                                | Person <input type="checkbox"/><br>Payroll <input type="checkbox"/><br>Noncash <input type="checkbox"/><br>(Complete Part II if there is a noncash contribution.)            |
|            |                                                            |                                | Person <input type="checkbox"/><br>Payroll <input type="checkbox"/><br>Noncash <input type="checkbox"/><br>(Complete Part II if there is a noncash contribution.)            |
|            |                                                            |                                | Person <input type="checkbox"/><br>Payroll <input type="checkbox"/><br>Noncash <input type="checkbox"/><br>(Complete Part II if there is a noncash contribution.)            |
|            |                                                            |                                | Person <input type="checkbox"/><br>Payroll <input type="checkbox"/><br>Noncash <input type="checkbox"/><br>(Complete Part II if there is a noncash contribution.)            |
|            |                                                            |                                | Person <input type="checkbox"/><br>Payroll <input type="checkbox"/><br>Noncash <input type="checkbox"/><br>(Complete Part II if there is a noncash contribution.)            |



Name of organization

Employer identification number

FLEMING FOUNDATION

23-2585510

**Part II Noncash Property** (see instructions)

| (a)<br>No.<br>from<br>Part I | (b)<br>Description of noncash property given                                            | (c)<br>FMV (or estimate)<br>(see instructions) | (d)<br>Date received |
|------------------------------|-----------------------------------------------------------------------------------------|------------------------------------------------|----------------------|
| 1                            | 2300 SHARES - AIR PRODUCTS AND<br>CHEMICALS COMMON STOCK VALUED AT<br>\$87.20 PER SHARE | \$ 200,560.                                    | 12/10/10             |
|                              |                                                                                         | \$                                             |                      |
|                              |                                                                                         | \$                                             |                      |
|                              |                                                                                         | \$                                             |                      |
|                              |                                                                                         | \$                                             |                      |
|                              |                                                                                         | \$                                             |                      |
|                              |                                                                                         | \$                                             |                      |
|                              |                                                                                         | \$                                             |                      |

Name of organization

Employer identification number

FLEMING FOUNDATION

23-2585510

**Part III** Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations aggregating more than \$1,000 for the year. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once. See instructions.) ▶ \$

| (a) No.<br>from<br>Part I | (b) Purpose of gift                     | (c) Use of gift | (d) Description of how gift is held      |
|---------------------------|-----------------------------------------|-----------------|------------------------------------------|
|                           |                                         |                 |                                          |
|                           |                                         |                 |                                          |
|                           |                                         |                 |                                          |
|                           | (e) Transfer of gift                    |                 |                                          |
|                           | Transferee's name, address, and ZIP + 4 |                 | Relationship of transferor to transferee |
|                           |                                         |                 |                                          |
|                           |                                         |                 |                                          |
|                           |                                         |                 |                                          |
|                           | (e) Transfer of gift                    |                 |                                          |
|                           | Transferee's name, address, and ZIP + 4 |                 | Relationship of transferor to transferee |
|                           |                                         |                 |                                          |
|                           |                                         |                 |                                          |
|                           |                                         |                 |                                          |
|                           | (e) Transfer of gift                    |                 |                                          |
|                           | Transferee's name, address, and ZIP + 4 |                 | Relationship of transferor to transferee |
|                           |                                         |                 |                                          |
|                           |                                         |                 |                                          |
|                           |                                         |                 |                                          |
|                           | (e) Transfer of gift                    |                 |                                          |
|                           | Transferee's name, address, and ZIP + 4 |                 | Relationship of transferor to transferee |
|                           |                                         |                 |                                          |
|                           |                                         |                 |                                          |
|                           |                                         |                 |                                          |
|                           | (e) Transfer of gift                    |                 |                                          |
|                           | Transferee's name, address, and ZIP + 4 |                 | Relationship of transferor to transferee |
|                           |                                         |                 |                                          |
|                           |                                         |                 |                                          |
|                           |                                         |                 |                                          |

FLEMING FOUNDATION

**Part IV** Capital Gains and Losses for Tax on Investment Income

| (a) List and describe the kind(s) of property sold, e g , real estate,<br>2-story brick warehouse, or common stock, 200 shs MLC Co |                              | (b) How acquired<br>P - Purchase<br>D - Donation | (c) Date acquired<br>(mo , day, yr.) | (d) Date sold<br>(mo , day, yr ) |
|------------------------------------------------------------------------------------------------------------------------------------|------------------------------|--------------------------------------------------|--------------------------------------|----------------------------------|
| 1a                                                                                                                                 | WELLS FARGO ADVISORS - #3435 | P                                                | VARIOUS                              | VARIOUS                          |
| b                                                                                                                                  | WELLS FARGO ADVISORS - #3435 | P                                                | VARIOUS                              | VARIOUS                          |
| c                                                                                                                                  | WELLS FARGO ADVISORS - #4114 | P                                                | VARIOUS                              | VARIOUS                          |
| d                                                                                                                                  | WELLS FARGO ADVISORS - #4114 | P                                                | VARIOUS                              | VARIOUS                          |
| e                                                                                                                                  | WELLS FARGO ADVISORS - #4116 | P                                                | VARIOUS                              | VARIOUS                          |
| f                                                                                                                                  | WELLS FARGO ADVISORS - #4116 | P                                                | VARIOUS                              | VARIOUS                          |
| g                                                                                                                                  | WELLS FARGO ADVISORS - #6049 | P                                                | VARIOUS                              | VARIOUS                          |
| h                                                                                                                                  | WELLS FARGO ADVISORS - #6049 | P                                                | VARIOUS                              | VARIOUS                          |
| i                                                                                                                                  | WELLS FARGO ADVISORS - #9673 | P                                                | VARIOUS                              | VARIOUS                          |
| j                                                                                                                                  | WELLS FARGO ADVISORS - #9677 | P                                                | VARIOUS                              | VARIOUS                          |
| k                                                                                                                                  | WELLS FARGO ADVISORS - #9677 | P                                                | VARIOUS                              | VARIOUS                          |
| l                                                                                                                                  | WELLS FARGO ADVISORS - #9679 | P                                                | VARIOUS                              | VARIOUS                          |
| m                                                                                                                                  | WELLS FARGO ADVISORS - #9679 | P                                                | VARIOUS                              | VARIOUS                          |
| n                                                                                                                                  | WELLS FARGO ADVISORS - #9683 | P                                                | VARIOUS                              | VARIOUS                          |
| o                                                                                                                                  | WELLS FARGO ADVISORS - #9683 | P                                                | VARIOUS                              | VARIOUS                          |

| (e) Gross sales price | (f) Depreciation allowed<br>(or allowable) | (g) Cost or other basis<br>plus expense of sale | (h) Gain or (loss)<br>(e) plus (f) minus (g) |
|-----------------------|--------------------------------------------|-------------------------------------------------|----------------------------------------------|
| a                     | 42,594.                                    | 38,875.                                         | 3,719.                                       |
| b                     | 479,051.                                   | 582,410.                                        | <103,359.>                                   |
| c                     | 55,209.                                    | 44,356.                                         | 10,853.                                      |
| d                     | 172,415.                                   | 143,027.                                        | 29,388.                                      |
| e                     | 83,403.                                    | 79,046.                                         | 4,357.                                       |
| f                     | 221,041.                                   | 368,600.                                        | <147,559.>                                   |
| g                     | 68,396.                                    | 55,169.                                         | 13,227.                                      |
| h                     | 218,335.                                   | 208,470.                                        | 9,865.                                       |
| i                     | 380,731.                                   | 379,631.                                        | 1,100.                                       |
| j                     | 105,893.                                   | 102,796.                                        | 3,097.                                       |
| k                     | 172,438.                                   | 169,916.                                        | 2,522.                                       |
| l                     | 48,509.                                    | 44,090.                                         | 4,419.                                       |
| m                     | 40,819.                                    | 36,329.                                         | 4,490.                                       |
| n                     | 336,121.                                   | 328,574.                                        | 7,547.                                       |
| o                     | 406,680.                                   | 424,830.                                        | <18,150.>                                    |

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

| (i) FM V as of 12/31/69 | (j) Adjusted basis<br>as of 12/31/69 | (k) Excess of col. (i)<br>over col (j), if any | (l) Losses (from col (h))<br>Gains (excess of col. (h) gain over col. (k),<br>but not less than "-0-") |
|-------------------------|--------------------------------------|------------------------------------------------|--------------------------------------------------------------------------------------------------------|
| a                       |                                      |                                                | 3,719.                                                                                                 |
| b                       |                                      |                                                | <103,359.>                                                                                             |
| c                       |                                      |                                                | 10,853.                                                                                                |
| d                       |                                      |                                                | 29,388.                                                                                                |
| e                       |                                      |                                                | 4,357.                                                                                                 |
| f                       |                                      |                                                | <147,559.>                                                                                             |
| g                       |                                      |                                                | 13,227.                                                                                                |
| h                       |                                      |                                                | 9,865.                                                                                                 |
| i                       |                                      |                                                | 1,100.                                                                                                 |
| j                       |                                      |                                                | 3,097.                                                                                                 |
| k                       |                                      |                                                | 2,522.                                                                                                 |
| l                       |                                      |                                                | 4,419.                                                                                                 |
| m                       |                                      |                                                | 4,490.                                                                                                 |
| n                       |                                      |                                                | 7,547.                                                                                                 |
| o                       |                                      |                                                | <18,150.>                                                                                              |

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7  
If (loss), enter "-0-" in Part I, line 7 }

2

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)  
If gain, also enter in Part I, line 8, column (c)  
If (loss), enter "-0-" in Part I, line 8 }

3

FLEMING FOUNDATION

**Part IV** Capital Gains and Losses for Tax on Investment Income

| (a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs MLC Co. |                                      | (b) How acquired<br>P - Purchase<br>D - Donation | (c) Date acquired<br>(mo., day, yr.) | (d) Date sold<br>(mo., day, yr.) |
|----------------------------------------------------------------------------------------------------------------------------------|--------------------------------------|--------------------------------------------------|--------------------------------------|----------------------------------|
| 1a                                                                                                                               | WELLS FARGO ADVISORS - #9685         | P                                                | VARIOUS                              | VARIOUS                          |
| b                                                                                                                                | ICAHN ENTERPRISES - SHORT TERM GAINS | P                                                |                                      |                                  |
| c                                                                                                                                | ICAHN ENTERPRISES - LONG TERM GAINS  | P                                                |                                      |                                  |
| d                                                                                                                                | CAPITAL GAINS DIVIDENDS              |                                                  |                                      |                                  |
| e                                                                                                                                |                                      |                                                  |                                      |                                  |
| f                                                                                                                                |                                      |                                                  |                                      |                                  |
| g                                                                                                                                |                                      |                                                  |                                      |                                  |
| h                                                                                                                                |                                      |                                                  |                                      |                                  |
| i                                                                                                                                |                                      |                                                  |                                      |                                  |
| j                                                                                                                                |                                      |                                                  |                                      |                                  |
| k                                                                                                                                |                                      |                                                  |                                      |                                  |
| l                                                                                                                                |                                      |                                                  |                                      |                                  |
| m                                                                                                                                |                                      |                                                  |                                      |                                  |
| n                                                                                                                                |                                      |                                                  |                                      |                                  |
| o                                                                                                                                |                                      |                                                  |                                      |                                  |

| (e) Gross sales price | (f) Depreciation allowed<br>(or allowable) | (g) Cost or other basis<br>plus expense of sale | (h) Gain or (loss)<br>(e) plus (f) minus (g) |
|-----------------------|--------------------------------------------|-------------------------------------------------|----------------------------------------------|
| a 36,468.             |                                            | 39,734.                                         | <3,266.>                                     |
| b                     |                                            |                                                 | 11.                                          |
| c                     |                                            |                                                 | 49.                                          |
| d 96.                 |                                            |                                                 | 96.                                          |
| e                     |                                            |                                                 |                                              |
| f                     |                                            |                                                 |                                              |
| g                     |                                            |                                                 |                                              |
| h                     |                                            |                                                 |                                              |
| i                     |                                            |                                                 |                                              |
| j                     |                                            |                                                 |                                              |
| k                     |                                            |                                                 |                                              |
| l                     |                                            |                                                 |                                              |
| m                     |                                            |                                                 |                                              |
| n                     |                                            |                                                 |                                              |
| o                     |                                            |                                                 |                                              |

| Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69 |                                      |                                                 | (l) Losses (from col (h))<br>Gains (excess of col (h) gain over col (k),<br>but not less than "-0-") |
|---------------------------------------------------------------------------------------------|--------------------------------------|-------------------------------------------------|------------------------------------------------------------------------------------------------------|
| (i) FMV as of 12/31/69                                                                      | (j) Adjusted basis<br>as of 12/31/69 | (k) Excess of col. (i)<br>over col. (j), if any |                                                                                                      |
| a                                                                                           |                                      |                                                 | <3,266.>                                                                                             |
| b                                                                                           |                                      |                                                 | 11.                                                                                                  |
| c                                                                                           |                                      |                                                 | 49.                                                                                                  |
| d                                                                                           |                                      |                                                 | 96.                                                                                                  |
| e                                                                                           |                                      |                                                 |                                                                                                      |
| f                                                                                           |                                      |                                                 |                                                                                                      |
| g                                                                                           |                                      |                                                 |                                                                                                      |
| h                                                                                           |                                      |                                                 |                                                                                                      |
| i                                                                                           |                                      |                                                 |                                                                                                      |
| j                                                                                           |                                      |                                                 |                                                                                                      |
| k                                                                                           |                                      |                                                 |                                                                                                      |
| l                                                                                           |                                      |                                                 |                                                                                                      |
| m                                                                                           |                                      |                                                 |                                                                                                      |
| n                                                                                           |                                      |                                                 |                                                                                                      |
| o                                                                                           |                                      |                                                 |                                                                                                      |

|                                                                                                                                                                                   |   |            |
|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---|------------|
| 2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7<br>If (loss), enter "-0-" in Part I, line 7 }                                             | 2 | <177,594.> |
| 3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)<br>If gain, also enter in Part I, line 8, column (c)<br>If (loss), enter "-0-" in Part I, line 8 } | 3 | N/A        |

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|             |                                        |           |   |
|-------------|----------------------------------------|-----------|---|
| FORM 990-PF | DIVIDENDS AND INTEREST FROM SECURITIES | STATEMENT | 1 |
|-------------|----------------------------------------|-----------|---|

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| SOURCE                           | GROSS AMOUNT | CAPITAL GAINS<br>DIVIDENDS | COLUMN (A)<br>AMOUNT |
|----------------------------------|--------------|----------------------------|----------------------|
| ICAHN ENTERPRISES LP             | 106.         | 0.                         | 106.                 |
| WELLS FARGO ADVISORS - A/C #3435 | 113,727.     | 0.                         | 113,727.             |
| WELLS FARGO ADVISORS - A/C #4114 | 17,086.      | 0.                         | 17,086.              |
| WELLS FARGO ADVISORS - A/C #4116 | 6,586.       | 96.                        | 6,490.               |
| WELLS FARGO ADVISORS - A/C #6469 | 26,036.      | 0.                         | 26,036.              |
| WELLS FARGO ADVISORS - A/C #9673 | 7,643.       | 0.                         | 7,643.               |
| WELLS FARGO ADVISORS - A/C #9675 | 4,020.       | 0.                         | 4,020.               |
| WELLS FARGO ADVISORS - A/C #9677 | 4,377.       | 0.                         | 4,377.               |
| WELLS FARGO ADVISORS - A/C #9679 | 716.         | 0.                         | 716.                 |
| WELLS FARGO ADVISORS - A/C #9683 | 8,417.       | 0.                         | 8,417.               |
| WELLS FARGO ADVISORS - A/C #9685 | 15,454.      | 0.                         | 15,454.              |
| TOTAL TO FM 990-PF, PART I, LN 4 | 204,168.     | 96.                        | 204,072.             |

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|             |              |           |   |
|-------------|--------------|-----------|---|
| FORM 990-PF | OTHER INCOME | STATEMENT | 2 |
|-------------|--------------|-----------|---|

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| DESCRIPTION                                      | (A)<br>REVENUE<br>PER BOOKS | (B)<br>NET INVEST-<br>MENT INCOME | (C)<br>ADJUSTED<br>NET INCOME |
|--------------------------------------------------|-----------------------------|-----------------------------------|-------------------------------|
| FS                                               | <387.>                      | <387.>                            |                               |
| OTHER INCOME - WELLS FARGO ADVISORS<br>A/C #9679 | 6.                          | 6.                                |                               |
| TOTAL TO FORM 990-PF, PART I, LINE 11            | <381.>                      | <381.>                            |                               |

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|             |                 |           |   |
|-------------|-----------------|-----------|---|
| FORM 990-PF | ACCOUNTING FEES | STATEMENT | 3 |
|-------------|-----------------|-----------|---|

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| DESCRIPTION                  | (A)<br>EXPENSES<br>PER BOOKS | (B)<br>NET INVEST-<br>MENT INCOME | (C)<br>ADJUSTED<br>NET INCOME | (D)<br>CHARITABLE<br>PURPOSES |
|------------------------------|------------------------------|-----------------------------------|-------------------------------|-------------------------------|
| ACCOUNTING FEES              | 8,115.                       | 8,115.                            |                               | 0.                            |
| TO FORM 990-PF, PG 1, LN 16B | 8,115.                       | 8,115.                            |                               | 0.                            |

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|             |                         |           |   |
|-------------|-------------------------|-----------|---|
| FORM 990-PF | OTHER PROFESSIONAL FEES | STATEMENT | 4 |
|-------------|-------------------------|-----------|---|

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| DESCRIPTION                  | (A)<br>EXPENSES<br>PER BOOKS | (B)<br>NET INVEST-<br>MENT INCOME | (C)<br>ADJUSTED<br>NET INCOME | (D)<br>CHARITABLE<br>PURPOSES |
|------------------------------|------------------------------|-----------------------------------|-------------------------------|-------------------------------|
| INVESTMENT FEES              | 72,929.                      | 72,929.                           |                               | 0.                            |
| TO FORM 990-PF, PG 1, LN 16C | 72,929.                      | 72,929.                           |                               | 0.                            |

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|             |       |           |   |
|-------------|-------|-----------|---|
| FORM 990-PF | TAXES | STATEMENT | 5 |
|-------------|-------|-----------|---|

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| DESCRIPTION                            | (A)<br>EXPENSES<br>PER BOOKS | (B)<br>NET INVEST-<br>MENT INCOME | (C)<br>ADJUSTED<br>NET INCOME | (D)<br>CHARITABLE<br>PURPOSES |
|----------------------------------------|------------------------------|-----------------------------------|-------------------------------|-------------------------------|
| FOREIGN TAXES WITTHELD ON<br>DIVIDENDS | 8,155.                       | 8,155.                            |                               | 0.                            |
| TO FORM 990-PF, PG 1, LN 18            | 8,155.                       | 8,155.                            |                               | 0.                            |

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|             |                   |           |   |
|-------------|-------------------|-----------|---|
| FORM 990-PF | OTHER INVESTMENTS | STATEMENT | 6 |
|-------------|-------------------|-----------|---|

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| DESCRIPTION                            | VALUATION<br>METHOD | BOOK VALUE | FAIR MARKET<br>VALUE |
|----------------------------------------|---------------------|------------|----------------------|
| MARKETABLE SECURITIES                  | FMV                 | 6,791,970. | 7,787,210.           |
| TOTAL TO FORM 990-PF, PART II, LINE 13 |                     | 6,791,970. | 7,787,210.           |

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|             |              |           |   |
|-------------|--------------|-----------|---|
| FORM 990-PF | OTHER ASSETS | STATEMENT | 7 |
|-------------|--------------|-----------|---|

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| DESCRIPTION                      | BEGINNING OF<br>YR BOOK VALUE | END OF YEAR<br>BOOK VALUE | FAIR MARKET<br>VALUE |
|----------------------------------|-------------------------------|---------------------------|----------------------|
| UNREALIZED GAINS (LOSSES)        | 2,010,880.                    | 995,270.                  | 0.                   |
| TO FORM 990-PF, PART II, LINE 15 | 2,010,880.                    | 995,270.                  | 0.                   |

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FORM 990-PF

GRANTS AND CONTRIBUTIONS  
PAID DURING THE YEAR

STATEMENT 8

| RECIPIENT NAME AND ADDRESS                                                            | RECIPIENT RELATIONSHIP<br>AND PURPOSE OF GRANT | RECIPIENT<br>STATUS | AMOUNT |
|---------------------------------------------------------------------------------------|------------------------------------------------|---------------------|--------|
| ALLENTOWN AREA ECUMENICAL FOOD<br>BANK<br>534 WEST CHEW STREET ALLENTOWN,<br>PA 18102 | N/A<br>CONTRIBUTION TO<br>GENERAL FUND         | PUBLIC<br>CHARITY   | 2,500. |
| ALLENTOWN RESCUE MISSION<br>355 HAMILTON ST ALLENTOWN, PA<br>18103                    | N/A<br>CONTRIBUTION TO<br>GENERAL FUND         | PUBLIC<br>CHARITY   | 2,500. |
| ALZHEIMERS ASSOCIATION<br>399 MARKET ST - SUITE 102<br>PHILADELPHIA, PA 19106         | N/A<br>CONTRIBUTION TO<br>GENERAL FUND         | PUBLIC<br>CHARITY   | 1,250. |
| ALZHEIMERS DISEASE RESEARCH<br>22512 GATEWAY CENTER DRIVE<br>CLARKSBURG, MD 20871     | N/A<br>CONTRIBUTION TO<br>GENERAL FUND         | PUBLIC<br>CHARITY   | 500.   |
| AMERICAN CANCER SOCIETY<br>PO BOX 1337 BETHLEHEM, PA 18017                            | N/A<br>CONTRIBUTION TO<br>GENERAL FUND         | PUBLIC<br>CHARITY   | 150.   |
| AMERICAN HEART ASSOCIATION<br>PO BOX 2763 HARRISBURG, PA<br>17105                     | N/A<br>CONTRIBUTION TO<br>GENERAL FUND         | PUBLIC<br>CHARITY   | 150.   |
| AMERICAN LIGHTHOUSE FOUNDATION<br>464 MAIN STREET ROCKLAND, ME<br>04841               | N/A<br>CONTRIBUTION TO<br>GENERAL FUND         | PUBLIC<br>CHARITY   | 500.   |
| AMERICAN RED CROSS OF THE GLV<br>2200 AVENUE A BETHLEHEM, PA<br>18017                 | N/A<br>CONTRIBUTION TO<br>GENERAL FUND         | PUBLIC<br>CHARITY   | 1,500. |

## FLEMING FOUNDATION

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|                                                                                              |                                                                         |                                         |                 |
|----------------------------------------------------------------------------------------------|-------------------------------------------------------------------------|-----------------------------------------|-----------------|
| ANIMAL RESCUE LEAGUE OF BERKS<br>COUNTY<br>PO BOX 69 MOHNTON, PA 19540                       | N/A<br>CONTRIBUTION TO<br>GENERAL FUND                                  | PUBLIC<br>CHARITY                       | 250.            |
| BACH CHOIR OF BETHLEHEM<br>423 HECKEWELDER PLACE<br>BETHLEHEM, PA 18018                      | N/A<br>CONTRIBUTION TO<br>GENERAL FUND                                  | PUBLIC<br>CHARITY                       | 250.            |
| CANCER SUPPORT COMMUNITY OF GLV<br>210 E. BROAD STREET - SUITE 202<br>FALLS CHURCH, VA 22046 | N/A<br>CONTRIBUTION TO<br>GENERAL FUND                                  | PUBLIC<br>CHARITY                       | 300.            |
| CANINE PARTNERS FOR LIFE<br>PO BOX 170 COCHRANVILLE, PA<br>19330                             | N/A<br>CONTRIBUTION TO<br>GENERAL FUND                                  | PUBLIC<br>CHARITY                       | 1,000.          |
| <del>CENTER FOR VISION LOSS</del><br>845 WEST WYOMING STREET<br>ALLENTOWN, PA 18103          | <del>N/A</del><br><del>CONTRIBUTION TO</del><br><del>GENERAL FUND</del> | <del>PUBLIC</del><br><del>CHARITY</del> | <del>300.</del> |
| CYSTIC FIBROSIS FOUNDATION<br>6931 ARLINGTON ROAD BETHESDA,<br>MD 20814                      | N/A<br>CONTRIBUTION TO<br>GENERAL FUND                                  | PUBLIC<br>CHARITY                       | 500.            |
| DAVINCI SCIENCE CENTER<br>3145 HAMILTON AVENUE BYPASS<br>ALLENTOWN, PA 18103                 | N/A<br>CONTRIBUTION TO<br>CAPITAL CAMPAIGN                              | PUBLIC<br>CHARITY                       | 5,000.          |
| DISABLED AMERICAN VETERANS<br>PO BOX 14301 CINCINNATI, OH<br>45250                           | N/A<br>CONTRIBUTION TO<br>GENERAL FUND                                  | PUBLIC<br>CHARITY                       | 100.            |
| DOGS FOR THE DEAF<br>10175 WHEELER ROAD CENTRAL<br>POINT, OR 97502                           | N/A<br>CONTRIBUTION TO<br>GENERAL FUND                                  | PUBLIC<br>CHARITY                       | 250.            |
| EQUI-LIBRIUM<br>PO BOX 305 SCIOTA, PA 18354                                                  | N/A<br>CONTRIBUTION TO<br>GENERAL FUND                                  | PUBLIC<br>CHARITY                       | 1,000.          |



## FLEMING FOUNDATION

23-2585510

|                                                                                                             |                                                              |                   |          |
|-------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------|-------------------|----------|
| FEEDING AMERICA<br>35 E. WACKER DRIVE - SUITE 2000<br>CHICAGO, IL 60601                                     | N/A<br>CONTRIBUTION TO<br>GENERAL FUND                       | PUBLIC<br>CHARITY | 500.     |
| GOOD SHEPHERD HOME<br>850 SOUTH 5TH STREET ALLENTOWN,<br>PA 18103                                           | N/A<br>CONTRIBUTION TO<br>FLEMING ENDOWMENT FUND             | PUBLIC<br>CHARITY | 50,000.  |
| GUIDE DOG FOUNDATION FOR THE<br>BLIND<br>371 EAST JERICHO TURNPIKE<br>SMITHTOWN, PA 11787                   | N/A<br>CONTRIBUTION TO<br>GENERAL FUND                       | PUBLIC<br>CHARITY | 1,000.   |
| JOHNS HOPKINS FRIENDS OF<br>MEDICINE<br>ONE CHARLES CENTER - 100 NORTH<br>CHARLES ST BALTIMORE, MD 21201    | N/A<br>CONTRIBUTION TO<br>GENERAL FUND                       | PUBLIC<br>CHARITY | 500.     |
| LEHIGH COUNTY SENIOR CITIZENS<br>CENTER<br>1633 ELM STREET ALLENTOWN, PA<br>18102                           | N/A<br>CONTRIBUTION TO<br>GENERAL FUND                       | PUBLIC<br>CHARITY | 270.     |
| LEHIGH VALLEY HOSPITAL AND<br>HEALTH NETWORK<br>1247 S. CEDAR CREST BLVD - SUITE<br>200 ALLENTOWN, PA 18103 | N/A<br>INFECTION CONTROL /<br>CONTINUING EDUCATION<br>SERIES | PUBLIC<br>CHARITY | 101,000. |
| MACUNGIE AMBULANCE CORPS<br>5550 NORTH WALNUT STREET<br>MACUNGIE , PA 18062                                 | N/A<br>CONTRIBUTION TO<br>GENERAL FUND                       | PUBLIC<br>CHARITY | 250.     |
| MEALS ON WHEELS OF LEHIGH COUNTY<br>4234 DORNEY PARK ROAD<br>ALLENTOWN, PA 18104                            | N/A<br>CONTRIBUTION TO<br>GENERAL FUND                       | PUBLIC<br>CHARITY | 400.     |
| MISCELLANEOUS ORGANIZED<br>CHARITIES<br>VARIOUS VARIOUS                                                     | N/A<br>CONTRIBUTION TO<br>GENERAL FUND                       | PUBLIC<br>CHARITY | 675.     |
| PARALYZED VETERANS OF AMERICA<br>PO BOX 96010 WASHINGTON, DC<br>20077                                       | N/A<br>CONTRIBUTION TO<br>GENERAL FUND                       | PUBLIC<br>CHARITY | 300.     |

## FLEMING FOUNDATION

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|                                                                                                 |                                                                             |                                         |                     |
|-------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------|-----------------------------------------|---------------------|
| ROBERT WOOD JOHNSON MEDICAL<br>SCHOOL<br>1 ROBERT WOOD JOHNSON PLACE NEW<br>BRUNSWICK, NJ 08901 | N/A<br>CONTRIBUTION TO<br>GENERAL FUND                                      | PUBLIC<br>CHARITY                       | 200.                |
| SECOND HARVEST FOOD BANK OF LV &<br>NE PA<br>2045 HARVEST WAY ALLENTOWN, PA<br>18104            | N/A<br>CONTRIBUTION TO<br>GENERAL FUND                                      | PUBLIC<br>CHARITY                       | 500.                |
| SIXTH STREET SHELTER<br>219 NORTH 6TH STREET ALLENTOWN,<br>PA 18102                             | N/A<br>CONTRIBUTION TO<br>GENERAL FUND                                      | PUBLIC<br>CHARITY                       | 1,200.              |
| SPECIAL OLYMPICS<br>4076 MARKET STREET CAMP HILL,<br>PA 17011                                   | N/A<br>CONTRIBUTION TO<br>GENERAL FUND                                      | PUBLIC<br>CHARITY                       | 100.                |
| <del>ST THOMAS MORE CHURCH</del><br>1040 FLEXER AVENUE ALLENTOWN,<br>PA 18103                   | <del>N/A</del><br><del>CONTRIBUTION TO</del><br><del>CAPITAL CAMPAIGN</del> | <del>PUBLIC</del><br><del>CHARITY</del> | <del>100,000.</del> |
| THE CAT SHACK INC<br>PO BOX 950 TREXLERTOWN, PA<br>18187                                        | N/A<br>CONTRIBUTION TO<br>GENERAL FUND                                      | PUBLIC<br>CHARITY                       | 1,500.              |
| THE LEONARD POOL SOCIETY<br>1247 S. CEDAR CREST BLVD - SUITE<br>200 ALLENTOWN, PA 18103         | N/A<br>CONTRIBUTION TO<br>GENERAL FUND                                      | PUBLIC<br>CHARITY                       | 1,000.              |
| THE LEUKEMIA AND LYMPHOMA<br>SOCIETY<br>#2 INTERNATIONAL PLAZA<br>PHILADELPHIA, PA 19113        | N/A<br>CONTRIBUTION TO<br>GENERAL FUND                                      | PUBLIC<br>CHARITY                       | 202.                |
| THE SALVATION ARMY<br>144 NORTH 8TH STREET ALLENTOWN,<br>PA 18102                               | N/A<br>CONTRIBUTION TO<br>GENERAL FUND                                      | PUBLIC<br>CHARITY                       | 15,000.             |
| THE SMILE TRAIN<br>245 FIFTH AVENUE - SUITE 2201<br>NEW YORK, NY 10016                          | N/A<br>CONTRIBUTION TO<br>GENERAL FUND                                      | PUBLIC<br>CHARITY                       | 250.                |

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|                                                                                              |                                                              |                   |         |
|----------------------------------------------------------------------------------------------|--------------------------------------------------------------|-------------------|---------|
| THE USO<br>PO BOX 96860 WASHINGTON, DC<br>20077                                              | N/A<br>CONTRIBUTION TO<br>GENERAL FUND                       | PUBLIC<br>CHARITY | 250.    |
| UNITED STATES OLYMPIC COMMITTEE<br>1 OLYMPIC PLAZA COLORADO<br>SPRINGS, CO 80909             | N/A<br>CONTRIBUTION TO<br>GENERAL FUND                       | PUBLIC<br>CHARITY | 250.    |
| UNITED WAY OF GREATER LEHIGH<br>VALLEY<br>2200 AVENUE A - THIRD FLOOR<br>BETHLEHEM, PA 18017 | N/A<br>CONTRIBUTION TO<br>GENERAL FUND                       | PUBLIC<br>CHARITY | 12,000. |
| UPPER MILFORD WESTERN DISTRICT<br>FIRE CO<br>4093 MAIN ROAD WEST EMMANUS, PA<br>18049        | N/A<br>CONTRIBUTION TO<br>GENERAL FUND                       | PUBLIC<br>CHARITY | 350.    |
| VALLEY YOUTH HOUSE<br>829 W. LINDEN STREET ALLENTOWN,<br>PA 18101                            | N/A<br>CONTRIBUTION TO<br>GENERAL FUND & CAPITAL<br>CAMPAIGN | PUBLIC<br>CHARITY | 7,000.  |
| ZEEMAN FAMILY ENDOWMENT FUND<br>1247 SOUTH CEDAR CREST BLVD<br>ALLENTOWN, PA 18103           | N/A<br>CONTRIBUTION TO<br>CAPITAL CAMPAIGN                   | PUBLIC<br>CHARITY | 5,000.  |

TOTAL TO FORM 990-PF, PART XV, LINE 3A

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317,697.

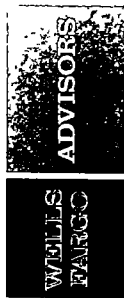
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# Realized Gain/Loss

54,595

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As of Date: 2/11/11



Account Number: 8104-3435  
FLEMING FOUNDATION  
(BRAN ENH)

## Important Realized Gain/Loss Information

This information is provided for courtesy purposes only. Each individual taxpayer should consult with a tax advisor as to any additional reporting requirements or adjustments. NO COST BASIS OR REALIZED GAIN/LOSS INFORMATION IS PROVIDED TO THE IRS, NOR IS THIS INFORMATION VERIFIED OR GUARANTEED BY FIRST CLEARING, LLC TO BE ACCURATE FOR EACH TAXPAYER'S UNIQUE REPORTING REQUIREMENTS. THEREFORE, YOU SHOULD NEVER ASSUME THIS STATEMENT IS ACCURATE IN LIEU OF COMPLETING SCHEDULE D OF YOUR TAX RETURN AND CONSULTING WITH YOUR TAX ADVISOR.

Federal tax reporting requirements will create differences between the information presented here and what appears on your Form 1099-B, including but not limited to the following situations:

- \* Cost basis for many fixed income tax lots has been amortized (for securities purchased at a premium) or accreted (for securities purchased at a discount), when possible, for applicable securities. For securities that were purchased at an Original Issue Discount (OID), only those positions whose cost basis has been adjusted will reflect the impacts of the OID accruals on the original cost basis. The original issue discount amount reported on your Form 1099-OID is not adjusted for market discount, acquisition premium, or bond premium. Therefore, the amortization and accretion adjustments used on this statement may not be consistent with the Form 1099-OID amount because the reporting requirements on the Form 1099-OID are different.
- \* The Original Price represents the unadjusted price of the security. The Original Price can be used to calculate the original unadjusted cost of the security
- \* Short sales are reportable on Form 1099-B before the position is closed.
- \* Long-term capital gains reported by a RIC or REIT appear on Form 1099-DIV only, as noted in the instructions for that form.
- \* Lots closed due to transfers or journals will not be reflected in the Realized Gain/Loss Statement, or on the Form 1099-B.

### Realized Gain/Loss Summary

|                            | THIS YEAR<br>GAIN | THIS YEAR<br>LOSS | THIS YEAR<br>NET |
|----------------------------|-------------------|-------------------|------------------|
| Short term                 | 5,564.30          | -1,845.61         | 3,718.69         |
| Long term                  | 61,642.47         | -165,001.96       | -103,359.49      |
| Total - Realized Gain/Loss | \$67,206.77       | -\$166,847.57     | -\$99,640.80     |

## Realized Gain/Loss

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As of Date: 2/11/11

Account Number: 8104-3435  
FLEMING FOUNDATION  
(BRAN ENH)

## Realized Gain/Loss Detail for Year

| Short Term | DESCRIPTION                                                       | QUANTITY         | ADJ PRICE/<br>ORIG PRICE | DATE<br>ACQUIRED | CLOSE DATE | PROCEEDS           | ADJ COST/<br>ORIG COST | GAIN/LOSS         |
|------------|-------------------------------------------------------------------|------------------|--------------------------|------------------|------------|--------------------|------------------------|-------------------|
|            | BRASIL TELECOM S A<br>SPONSORED ADR REPSTG COM                    | 13.00000         | 16.7250                  | 11/24/09         | 03/05/10   | 140.13             | 217.42                 | -77.29            |
|            | BRASIL TELECOM SA-ADR<br>SPONSORED ADR REPSTG<br>PREFERRED SHARES | 24.00000         | 31.3150                  | 11/24/09         | 03/05/10   | 506.40             | 751.56                 | -245.16           |
|            | BRISTOL MYERS SQUIBB<br>CO                                        | 225.00000        | 22.5500                  | 09/16/09         | 03/18/10   | 5,865.68           | 5,073.75               | 791.93            |
|            | CANON INC ADR REP 5SHS                                            | 145.00000        | 33.2505                  | 05/14/09         | 03/05/10   | 6,386.73           | 4,821.32               | 1,565.41          |
|            |                                                                   | 180.00000        | 35.6594                  | 07/28/09         | 03/05/10   | 7,928.36           | 6,418.69               | 1,509.67          |
|            | <b>Subtotal</b>                                                   | <b>325.00000</b> |                          |                  |            | <b>14,315.09</b>   | <b>11,240.01</b>       | <b>3,075.08</b>   |
|            | CEMEX SAB DE C V ADR                                              | 330.00000        | 12.8483                  | 09/24/09         | 03/05/10   | 3,357.14           | 4,239.94               | -882.80           |
|            |                                                                   | 400.00000        | 11.5616                  | 11/18/09         | 03/05/10   | 4,069.27           | 4,624.64               | -555.37           |
|            | <b>Subtotal</b>                                                   | <b>730.00000</b> |                          |                  |            | <b>7,426.41</b>    | <b>8,864.58</b>        | <b>-1,438.17</b>  |
|            | FRONTIER COMMUNICATIONS<br>CORP                                   | 0.09055          | 7.9733                   | 09/16/09         | 07/01/10   | 0.65               | 0.72                   | -0.07             |
|            |                                                                   | 37.11564         | 7.9733                   | 09/16/09         | 07/06/10   | 260.55             | 295.93                 | -35.38            |
|            |                                                                   | 0.12854          | 7.8291                   | 03/11/10         | 07/01/10   | 0.93               | 1.01                   | -0.08             |
|            |                                                                   | 52.68029         | 7.8291                   | 03/11/10         | 07/06/10   | 369.82             | 412.43                 | -42.61            |
|            | <b>Subtotal</b>                                                   | <b>90.01502</b>  |                          |                  |            | <b>631.95</b>      | <b>710.09</b>          | <b>-78.14</b>     |
|            | HOME DEPOT INC                                                    | 160.00000        | 27.9375                  | 09/16/09         | 04/21/10   | 5,628.01           | 4,470.00               | 1,158.01          |
|            | VODAFONE GROUP PLC<br>SPONSORED ADR NEW                           | 105.00000        | 18.6531                  | 07/07/09         | 03/05/10   | 2,360.73           | 1,958.58               | 402.15            |
|            |                                                                   | 235.00000        | 22.5124                  | 11/19/09         | 03/05/10   | 5,283.56           | 5,290.41               | -6.85             |
|            | <b>Subtotal</b>                                                   | <b>340.00000</b> |                          |                  |            | <b>7,644.29</b>    | <b>7,248.99</b>        | <b>395.30</b>     |
|            | WOLTERS KLUWER N V<br>SPONSORED ADR                               | 21.00000         | 24.7750                  | 05/12/09         | 03/05/10   | 436.38             | 299.25                 | 137.13            |
|            | <b>Total - Short Term</b>                                         |                  |                          |                  |            | <b>\$42,594.34</b> | <b>\$38,875.65</b>     | <b>\$3,718.69</b> |



## Realized Gain/Loss

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WELLS  
FARGO

ADVISORS

Account Number: 8104-3435  
FLEMING FOUNDATION  
(BRAN ENH)

| Long Term               |  | QUANTITY    | ADJ PRICE/<br>ORIG PRICE | DATE<br>ACQUIRED | CLOSE DATE | PROCEEDS  | ADJ COST/<br>ORIG COST | GAIN/LOSS  |
|-------------------------|--|-------------|--------------------------|------------------|------------|-----------|------------------------|------------|
| DESCRIPTION             |  |             |                          |                  |            |           |                        |            |
| ACOM CO LTD SPON ADR    |  | 335.00000   | 10.4428                  | 09/28/06         | 03/05/10   | 1,179.18  | 3,498.33               | -2,319.15  |
|                         |  | 825.00000   | 8.8182                   | 05/18/07         | 03/05/10   | 2,903.96  | 7,275.02               | -4,371.06  |
| Subtotal                |  | 1,160.00000 |                          |                  |            | 4,083.14  | 10,773.35              | -6,690.21  |
| AEGON NV                |  |             |                          |                  |            |           |                        |            |
| ORD AMER REG            |  | 43.00000    | 11.4299                  | 11/03/04         | 03/05/10   | 286.51    | 491.48                 | -204.97    |
|                         |  | 119.00000   | 12.5600                  | 05/18/05         | 03/05/10   | 792.92    | 1,494.64               | -701.72    |
|                         |  | 110.00000   | 13.8700                  | 09/23/05         | 03/05/10   | 732.95    | 1,525.70               | -792.75    |
|                         |  | 235.00000   | 19.3396                  | 07/18/07         | 03/05/10   | 1,565.85  | 4,544.81               | -2,978.96  |
|                         |  | 480.00000   | 18.4369                  | 08/09/07         | 03/05/10   | 3,198.35  | 8,849.71               | -5,651.36  |
|                         |  | 34.00000    | 18.2850                  | 09/17/07         | 03/05/10   | 226.55    | 621.66                 | -395.11    |
|                         |  | 50.00000    | 15.0700                  | 05/27/08         | 03/05/10   | 333.16    | 753.50                 | -420.34    |
|                         |  | 63.00000    | 10.0300                  | 09/16/08         | 03/05/10   | 419.79    | 631.89                 | -212.10    |
| Subtotal                |  | 1,134.00000 |                          |                  |            | 7,556.08  | 18,913.39              | -11,357.31 |
| AKZO NOBEL NV ADR       |  | 150.00000   | 43.7721                  | 11/11/05         | 03/05/10   | 8,179.39  | 6,565.81               | 1,613.58   |
| ASTRAZENECA PLC         |  |             |                          |                  |            |           |                        |            |
| SPON ADR                |  | 120.00000   | 55.3468                  | 07/24/07         | 08/18/10   | 6,191.46  | 6,641.61               | -450.15    |
|                         |  | 25.00000    | 48.9442                  | 09/06/07         | 08/18/10   | 1,289.89  | 1,223.61               | 66.28      |
| Subtotal                |  | 145.00000   |                          |                  |            | 7,481.35  | 7,865.22               | -383.87    |
| BRISTOL MYERS SQUIBB    |  |             |                          |                  |            |           |                        |            |
| CO                      |  | 390.00000   | 28.3090                  | 08/10/07         | 03/18/10   | 10,167.16 | 11,040.51              | -873.35    |
| BRITISH SKY BROADCASTG  |  |             |                          |                  |            |           |                        |            |
| GROUP PLC SPONSORED ADR |  | 148.00000   | 35.5640                  | 12/14/05         | 03/05/10   | 5,026.54  | 5,263.47               | -236.93    |
| CANON INC ADR REP 5SHS  |  | 35.00000    | 35.7053                  | 11/06/08         | 03/05/10   | 1,541.62  | 1,249.68               | 291.94     |
| CENTRAIS ELEC BRAZ COM  |  |             |                          |                  |            |           |                        |            |
| ELBRAS ON SPON ADR SHRS |  | 565.00000   | 4.6400                   | 06/25/02         | 03/05/10   | 7,876.92  | 2,621.60               | 5,255.32   |
| CONTAX PARTICIPACoes SA |  |             |                          |                  |            |           |                        |            |
| ADR                     |  | 95.00000    | 0.6000                   | 09/06/05         | 03/05/10   | 263.14    | 57.00                  | 206.14     |

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## Realized Gain/Loss

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Account Number: 8104-3435  
FLEMING FOUNDATION  
(BRAN ENH)

| Long Term                                    | Continued        |                          |                  |            |                  |                        |                  |  |  |
|----------------------------------------------|------------------|--------------------------|------------------|------------|------------------|------------------------|------------------|--|--|
| DESCRIPTION                                  | QUANTITY         | ADJ PRICE/<br>ORIG PRICE | DATE<br>ACQUIRED | CLOSE DATE | PROCEEDS         | ADJ COST/<br>ORIG COST | GAIN/LOSS        |  |  |
| DAI NIPPON PRINT-UNSPON<br>ADR               | 510.00000        | 17.6807                  | 05/12/06         | 03/05/10   | 6,798.21         | 9,017.13               | -2,218.92        |  |  |
| DOW CHEMICAL COMPANY                         | 45.00000         | 22.6382                  | 10/16/08         | 12/03/10   | 1,496.22         | 1,018.71               | 477.51           |  |  |
|                                              | 160.00000        | 16.0000                  | 01/12/09         | 12/03/10   | 5,319.92         | 2,560.00               | 2,759.92         |  |  |
|                                              | 485.00000        | 8.4977                   | 03/25/09         | 12/03/10   | 16,126.04        | 4,121.38               | 12,004.66        |  |  |
| <b>Subtotal</b>                              | <b>690.00000</b> |                          |                  |            | <b>22,942.18</b> | <b>7,700.09</b>        | <b>15,242.09</b> |  |  |
| FRONTIER COMMUNICATIONS<br>CORP              | 0.15189          | 10.7855                  | 08/10/07         | 07/01/10   | 1.09             | 1.64                   | -0.55            |  |  |
|                                              | 62.25850         | 10.7855                  | 08/10/07         | 07/06/10   | 437.05           | 671.48                 | -234.43          |  |  |
|                                              | 0.05842          | 7.8052                   | 06/10/09         | 07/01/10   | 0.42             | 0.46                   | -0.04            |  |  |
|                                              | 23.94557         | 7.8052                   | 06/10/09         | 07/06/10   | 168.09           | 186.89                 | -18.80           |  |  |
| <b>Subtotal</b>                              | <b>86.41438</b>  |                          |                  |            | <b>606.65</b>    | <b>860.47</b>          | <b>-253.82</b>   |  |  |
| FUJI HEAVY INDS LTD ADR                      | 162.00000        | 48.3467                  | 02/22/05         | 03/05/10   | 7,662.50         | 7,832.15               | -169.65          |  |  |
| FUJIFILM HLDGS CORP ADR                      |                  |                          |                  |            |                  |                        |                  |  |  |
| 2 ORD                                        | 55.00000         | 31.2106                  | 08/04/05         | 03/05/10   | 1,779.22         | 1,716.58               | 62.64            |  |  |
|                                              | 235.00000        | 30.8162                  | 08/21/08         | 03/05/10   | 7,602.16         | 7,241.81               | 360.35           |  |  |
| <b>Subtotal</b>                              | <b>290.00000</b> |                          |                  |            | <b>9,381.38</b>  | <b>8,958.39</b>        | <b>422.99</b>    |  |  |
| H LUNDBECK A/S UNSPON<br>ADR                 | 520.00000        | 23.0302                  | 04/04/07         | 03/05/10   | 9,229.88         | 11,975.70              | -2,745.82        |  |  |
| HITACHI LTD ADR 10 COM                       | 180.00000        | 58.4084                  | 09/29/06         | 03/05/10   | 6,173.92         | 10,513.51              | -4,339.59        |  |  |
| HOME DEPOT INC                               | 250.00000        | 32.9610                  | 10/15/07         | 04/21/10   | 8,793.75         | 8,240.25               | 553.50           |  |  |
|                                              | 175.00000        | 25.2386                  | 01/08/08         | 04/21/10   | 6,155.62         | 4,416.76               | 1,738.86         |  |  |
| <b>Subtotal</b>                              | <b>425.00000</b> |                          |                  |            | <b>14,949.37</b> | <b>12,657.01</b>       | <b>2,292.36</b>  |  |  |
| HONDA MOTOR LTD NEW<br>AMERICAN SHARES 10/76 | 165.00000        | 21.3448                  | 10/24/08         | 03/05/10   | 5,793.63         | 3,521.89               | 2,271.74         |  |  |
| INTESA SANPAOLO SPON ADR                     | 95.00000         | 45.1363                  | 07/02/07         | 03/05/10   | 2,207.77         | 4,287.94               | -2,080.17        |  |  |
|                                              | 170.00000        | 19.6213                  | 10/24/08         | 03/05/10   | 3,950.75         | 3,335.62               | 615.13           |  |  |

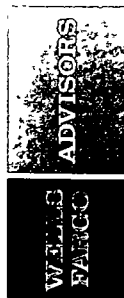


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## Realized Gain/Loss

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Account Number: 8104-3435  
FLEMING FOUNDATION  
(BRAN ENH)

| Long Term<br>DESCRIPTION                         | Continued | QUANTITY           | ADJ PRICE/<br>ORIG PRICE | DATE<br>ACQUIRED | CLOSE DATE | PROCEEDS        | ADJ COST/<br>ORIG COST | GAIN/LOSS        |
|--------------------------------------------------|-----------|--------------------|--------------------------|------------------|------------|-----------------|------------------------|------------------|
| <b>Subtotal</b>                                  |           | <b>265.00000</b>   |                          |                  |            | <b>6,158.52</b> | <b>7,623.56</b>        | <b>-1,465.04</b> |
| ITALCEMENTI SPA UNSPON<br>ADR                    |           | 450.00000          | 15.5053                  | 07/23/08         | 03/05/10   | 5,219.93        | 6,977.39               | -1,757.46        |
| J SAINSBURY PLC ADR<br>(NEW)                     |           | 141.00000          | 30.7059                  | 01/15/08         | 03/05/10   | 2,853.80        | 4,329.53               | -1,475.73        |
|                                                  |           | 320.00000          | 25.8489                  | 06/20/08         | 03/05/10   | 6,476.72        | 8,271.65               | -1,794.93        |
| <b>Subtotal</b>                                  |           | <b>461.00000</b>   |                          |                  |            | <b>9,330.52</b> | <b>12,601.18</b>       | <b>-3,270.66</b> |
| KINGFISHER PLC-SPONS<br>ADR (NEW)                |           | 500.00000          | 7.5591                   | 10/26/07         | 03/05/10   | 3,314.95        | 3,779.54               | -464.59          |
|                                                  |           | 715.00000          | 6.5591                   | 11/29/07         | 03/05/10   | 4,740.39        | 4,689.76               | 50.63            |
| <b>Subtotal</b>                                  |           | <b>1,215.00000</b> |                          |                  |            | <b>8,055.34</b> | <b>8,469.30</b>        | <b>-413.96</b>   |
| KONINKLIJKE AHOLD ADR                            |           | 1,097.00000        | 9.7850                   | 10/05/05         | 03/05/10   | 14,370.51       | 10,734.14              | 3,636.37         |
| KOREA ELEC PWR CORP<br>SPONSORED ADR             |           | 525.00000          | 9.3502                   | 04/29/04         | 03/05/10   | 8,580.12        | 4,908.85               | 3,671.27         |
| KT CORP SP ADR                                   |           | 358.00000          | 19.5412                  | 09/17/03         | 03/05/10   | 6,999.53        | 6,995.74               | 3.79             |
| MAGNA INTL INC CL A                              |           | 150.00000          | 74.4988                  | 11/21/06         | 03/05/10   | 8,808.48        | 11,174.82              | -2,366.34        |
| MARKS & SPENCER PLC-ADR                          |           | 859.00000          | 8.9114                   | 07/08/08         | 03/05/10   | 8,959.25        | 7,654.89               | 1,304.36         |
| MITSUJI SUMITOMO INS<br>GROUP HOLDINGS INC - ADR |           | 400.00000          | 19.5452                  | 01/17/07         | 03/05/10   | 5,139.93        | 7,818.06               | -2,678.13        |
|                                                  |           | 360.00000          | 20.5454                  | 03/28/07         | 03/05/10   | 4,625.94        | 7,396.36               | -2,770.42        |
| <b>Subtotal</b>                                  |           | <b>760.00000</b>   |                          |                  |            | <b>9,765.87</b> | <b>15,214.42</b>       | <b>-5,448.55</b> |
| NEC CORP                                         | ORD       | 2,380.00000        | 5.0355                   | 02/09/07         | 03/05/10   | 6,235.51        | 11,984.49              | -5,748.98        |
|                                                  |           | 885.00000          | 4.9398                   | 05/18/07         | 03/05/10   | 2,318.68        | 4,371.72               | -2,053.04        |
| <b>Subtotal</b>                                  |           | <b>3,265.00000</b> |                          |                  |            | <b>8,554.19</b> | <b>16,356.21</b>       | <b>-7,802.02</b> |
| NISSAN MTR LTD SPONS-ADR                         |           | 860.00000          | 15.9374                  | 04/14/08         | 03/05/10   | 13,630.82       | 13,706.16              | -75.34           |
| PORTUGAL TELECOM<br>SGPS-SP ADR                  |           | 1,118.00000        | 9.1572                   | 11/16/05         | 03/05/10   | 12,286.77       | 10,237.75              | 2,049.02         |

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**Account Number: 8104-3435**  
**FLEMING FOUNDATION**  
**(BRAN ENH)**

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WELLS  
FARGO

ADVISORS

Account Number: 8104-3435  
FLEMING FOUNDATION  
(BRAN ENH)

| Long Term<br>DESCRIPTION                                      | Continued | QUANTITY           | ADJ PRICE/<br>ORIG PRICE | DATE<br>ACQUIRED | CLOSE DATE | PROCEEDS         | ADJ COST/<br>ORIG COST | GAIN/LOSS         |
|---------------------------------------------------------------|-----------|--------------------|--------------------------|------------------|------------|------------------|------------------------|-------------------|
| <b>Subtotal</b>                                               |           | <b>1,178.00000</b> |                          |                  |            | <b>10,888.55</b> | <b>18,376.75</b>       | <b>-7,488.20</b>  |
| SUMITOMO MITSUI FINL<br>GROUP INC ADR                         |           | 1,445.00000        | 7.9504                   | 10/30/07         | 03/05/10   | 4,566.14         | 11,488.33              | -6,922.19         |
|                                                               |           | 1,730.00000        | 7.0488                   | 11/16/07         | 03/05/10   | 5,466.73         | 12,194.42              | -6,727.69         |
| <b>Subtotal</b>                                               |           | <b>3,175.00000</b> |                          |                  |            | <b>10,032.87</b> | <b>23,682.75</b>       | <b>-13,649.88</b> |
| SWISS REINS CO<br>SPONSORED ADR                               |           | 235.00000          | 71.3650                  | 02/22/08         | 03/05/10   | 11,044.85        | 16,770.78              | -5,725.93         |
| SWISSCOM AG<br>SPONSORED ADR                                  |           | 565.00000          | 32.0335                  | 01/03/06         | 03/05/10   | 19,718.24        | 18,098.92              | 1,619.32          |
|                                                               |           | 45.00000           | 36.0534                  | 07/13/07         | 03/05/10   | 1,570.48         | 1,622.40               | -51.92            |
| <b>Subtotal</b>                                               |           | <b>610.00000</b>   |                          |                  |            | <b>21,288.72</b> | <b>19,721.32</b>       | <b>1,567.40</b>   |
| TAKEDA PHARMACEUTICAL CO<br>LTD ADR                           |           | 225.00000          | 27.9183                  | 05/21/08         | 03/05/10   | 5,042.18         | 6,281.62               | -1,239.44         |
|                                                               |           | 260.00000          | 25.1917                  | 07/07/08         | 03/05/10   | 5,826.53         | 6,549.84               | -723.31           |
| <b>Subtotal</b>                                               |           | <b>485.00000</b>   |                          |                  |            | <b>10,868.71</b> | <b>12,831.46</b>       | <b>-1,962.75</b>  |
| TDK CORP ADR                                                  |           | 220.00000          | 61.3009                  | 04/09/08         | 03/05/10   | 13,488.02        | 13,486.20              | 1.82              |
| TELE NORTE LESTE<br>PARTICIPACIOES S A<br>SPON ADR REPSTG PFD |           | 95.00000           | 21.4400                  | 07/11/07         | 03/05/10   | 1,652.08         | 2,036.80               | -384.72           |
| TELECOM ARGENTINA SA-SP<br>ADR                                |           | 280.00000          | 18.6250                  | 10/16/00         | 03/05/10   | 4,793.56         | 5,215.00               | -421.44           |
| TELECOM CO NEW ZEALAND<br>LTD SPONSORED ADR                   |           | 71.77690           | 11.8653                  | 10/16/00         | 03/05/10   | 567.98           | 851.65                 | -283.67           |
|                                                               |           | 696.22310          | 14.2946                  | 06/21/02         | 03/05/10   | 5,509.35         | 9,961.70               | -4,452.35         |
| <b>Subtotal</b>                                               |           | <b>768.00000</b>   |                          |                  |            | <b>6,077.33</b>  | <b>10,813.35</b>       | <b>-4,736.02</b>  |
| TELEFONICA S A<br>SPON ADR                                    |           | 119.00000          | 44.4094                  | 11/11/05         | 03/05/10   | 8,770.63         | 5,284.71               | 3,485.92          |

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**As of Date: 2/11/11**

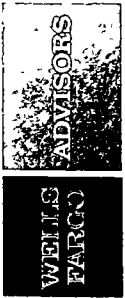
**Account Number: 8104-3435  
FLEMING FOUNDATION  
(BRAN ENH)**

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## Realized Gain/Loss

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As of Date: 2/11/11



Account Number: 8104-3435  
 FLEMING FOUNDATION  
 (BRAN ENH)

| Long Term                |  | Continued |  | QUANTITY         | ADJ PRICE/<br>ORIG PRICE |  | DATE<br>ACQUIRED CLOSE DATE |          | PROCEEDS            | ADJ COST/<br>ORIG COST |  | GAIN/LOSS            |
|--------------------------|--|-----------|--|------------------|--------------------------|--|-----------------------------|----------|---------------------|------------------------|--|----------------------|
| DESCRIPTION              |  |           |  |                  |                          |  |                             |          |                     |                        |  |                      |
| WOLTERS KLUWER N V       |  |           |  | 327.00000        | 13.1999                  |  | 06/06/03                    | 03/05/10 | 6,794.97            | 4,316.36               |  | 2,478.61             |
| SPONSORED ADR            |  |           |  | 89.00000         | 13.1999                  |  | 05/04/05                    | 03/05/10 | 1,849.39            | 1,587.07               |  | 262.32               |
|                          |  |           |  | 11.00000         | 24.7750                  |  | 05/19/06                    | 03/05/10 | 228.58              | 272.52                 |  | -43.94               |
|                          |  |           |  | <b>427.00000</b> |                          |  |                             |          | <b>8,872.94</b>     | <b>6,175.95</b>        |  | <b>2,696.99</b>      |
| <b>Subtotal</b>          |  |           |  |                  |                          |  |                             |          | <b>\$479,051.35</b> | <b>\$582,410.84</b>    |  | <b>-\$103,359.49</b> |
| <b>Total - Long Term</b> |  |           |  |                  |                          |  |                             |          |                     |                        |  |                      |

# Realized Gain/Loss

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As of Date: 2/11/11

**WELLS  
FARGO**
**ADVISORS**

 Account Number: 3289-4114  
 FLEMING FOUNDATION  
 (NWQ)

## Important Realized Gain/Loss Information

This information is provided for courtesy purposes only. Each individual taxpayer should consult with a tax advisor as to any additional reporting requirements or adjustments. NO COST BASIS OR REALIZED GAIN/LOSS INFORMATION IS PROVIDED TO THE IRS, NOR IS THIS INFORMATION VERIFIED OR GUARANTEED BY FIRST CLEARING, LLC TO BE ACCURATE FOR EACH TAXPAYER'S UNIQUE REPORTING REQUIREMENTS. THEREFORE, YOU SHOULD NEVER ASSUME THIS STATEMENT IS ACCURATE IN LIEU OF COMPLETING SCHEDULE D OF YOUR TAX RETURN AND CONSULTING WITH YOUR TAX ADVISOR.

Federal tax reporting requirements will create differences between the information presented here and what appears on your Form 1099-B, including but not limited to the following situations:

- Cost basis for many fixed income tax lots has been amortized (for securities purchased at a premium) or accreted (for securities purchased at a discount), when possible, for applicable securities. For securities that were purchased at an Original Issue Discount (OID), only those positions whose cost basis has been adjusted will reflect the impacts of the OID accruals on the original cost basis. The original issue discount amount reported on your Form 1099-OID is not adjusted for market discount, acquisition premium or bond premium. Therefore, the amortization and accretion adjustments used on this statement may not be consistent with the Form 1099-OID amount because the reporting requirements on the Form 1099-OID are different.
- The Original Price represents the unadjusted price of the security. The Original Price can be used to calculate the original unadjusted cost of the security.
- Short sales are reportable on Form 1099-B before the position is closed.
- Long-term capital gains reported by a RIC or REIT appear on Form 1099-DIV only, as noted in the instructions for that form.
- Lots closed due to transfers or journals will not be reflected in the Realized Gain/Loss Statement, or on the Form 1099-B.

### Realized Gain/Loss Summary

|                                   | THIS YEAR<br>GAIN  | THIS YEAR<br>LOSS   | THIS YEAR<br>NET   |
|-----------------------------------|--------------------|---------------------|--------------------|
| Short term                        | 10,871.40          | -18.85              | 10,852.55          |
| Long term                         | 47,970.90          | -18,583.01          | 29,387.89          |
| <b>Total - Realized Gain/Loss</b> | <b>\$58,842.30</b> | <b>-\$18,601.86</b> | <b>\$40,240.44</b> |

## Realized Gain/Loss

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As of Date: 2/11/11

Account Number: 3289-4114  
FLEMING FOUNDATION  
(NWQ)

## Realized Gain/Loss Detail for Year

| Short Term<br>DESCRIPTION    | QUANTITY           | ADJ PRICE/<br>ORIG PRICE | DATE<br>ACQUIRED | CLOSE DATE | PROCEEDS           | ADJ COST/<br>ORIG COST | GAIN/LOSS          |
|------------------------------|--------------------|--------------------------|------------------|------------|--------------------|------------------------|--------------------|
| CITIGROUP INC                | 1,539.00000        | 3.1825                   | 12/17/09         | 03/17/10   | 6,273.35           | 4,897.87               | 1,375.48           |
|                              | 1,283.00000        | 3.1825                   | 12/17/09         | 04/14/10   | 6,252.59           | 4,083.15               | 2,169.44           |
|                              | 547.00000          | 3.1825                   | 12/17/09         | 04/16/10   | 2,515.38           | 1,740.83               | 774.55             |
| <b>Subtotal</b>              | <b>3,369.00000</b> |                          |                  |            | <b>15,041.32</b>   | <b>10,721.85</b>       | <b>4,319.47</b>    |
| COMCAST CORP CL A SPL<br>NEW | 385.00000          | 14.0054                  | 08/20/09         | 03/15/10   | 6,397.30           | 5,392.08               | 1,005.22           |
|                              | 223.00000          | 14.0054                  | 08/20/09         | 03/16/10   | 3,717.29           | 3,123.20               | 594.09             |
| <b>Subtotal</b>              | <b>608.00000</b>   |                          |                  |            | <b>10,114.59</b>   | <b>8,515.28</b>        | <b>1,599.31</b>    |
| CONOCOPHILLIPS               | 20.00000           | 51.9596                  | 11/20/09         | 03/26/10   | 1,020.55           | 1,039.40               | -18.85             |
|                              | 30.00000           | 51.9596                  | 11/20/09         | 06/15/10   | 1,625.46           | 1,559.08               | 66.38              |
|                              | 70.00000           | 52.2895                  | 11/24/09         | 06/15/10   | 3,792.75           | 3,660.27               | 132.48             |
|                              | 10.00000           | 52.2895                  | 11/24/09         | 06/16/10   | 541.07             | 522.89                 | 18.18              |
|                              | 60.00000           | 52.7265                  | 11/25/09         | 06/16/10   | 3,246.45           | 3,163.59               | 82.86              |
|                              | 36.00000           | 51.7936                  | 11/27/09         | 06/16/10   | 1,947.87           | 1,864.57               | 83.30              |
| <b>Subtotal</b>              | <b>226.00000</b>   |                          |                  |            | <b>12,174.15</b>   | <b>11,809.80</b>       | <b>364.35</b>      |
| CVS CAREMARK CORP            | 75.00000           | 28.7887                  | 11/05/09         | 06/14/10   | 2,407.14           | 2,159.16               | 247.98             |
|                              | 127.00000          | 28.7887                  | 11/05/09         | 06/15/10   | 4,069.31           | 3,656.17               | 413.14             |
| <b>Subtotal</b>              | <b>202.00000</b>   |                          |                  |            | <b>6,476.45</b>    | <b>5,815.33</b>        | <b>661.12</b>      |
| THE MOSAIC COMPANY           | 3.00000            | 43.4228                  | 06/21/10         | 08/23/10   | 176.74             | 130.27                 | 46.47              |
|                              | 80.00000           | 43.4228                  | 06/21/10         | 10/08/10   | 5,299.74           | 3,473.83               | 1,825.91           |
|                              | 7.00000            | 43.4228                  | 06/21/10         | 10/11/10   | 466.13             | 303.95                 | 162.18             |
|                              | 82.00000           | 43.7395                  | 06/22/10         | 10/11/10   | 5,460.38           | 3,586.64               | 1,873.74           |
| <b>Subtotal</b>              | <b>172.00000</b>   |                          |                  |            | <b>11,402.99</b>   | <b>7,494.69</b>        | <b>3,908.30</b>    |
| <b>Total - Short Term</b>    |                    |                          |                  |            | <b>\$55,209.50</b> | <b>\$44,356.95</b>     | <b>\$10,852.55</b> |



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## Realized Gain/Loss

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As of Date: 2/11/11

WELLS  
FARGO

ADVISORS

Account Number: 3289-4114  
FLEMING FOUNDATION  
(NWQ)

| Long Term<br>DESCRIPTION | QUANTITY         | ADJ PRICE/<br>ORIG PRICE | DATE<br>ACQUIRED | CLOSE DATE | PROCEEDS         | ADJ COST/<br>ORIG COST | GAIN/LOSS        |
|--------------------------|------------------|--------------------------|------------------|------------|------------------|------------------------|------------------|
| AETNA INC(NEW)           | 100.00000        | 19.7425                  | 07/28/04         | 11/15/10   | 3,126.31         | 1,974.25               | 1,152.06         |
|                          | 50.00000         | 19.7425                  | 07/28/04         | 11/16/10   | 1,525.70         | 987.13                 | 538.57           |
|                          | 92.00000         | 19.7425                  | 07/28/04         | 11/17/10   | 2,792.72         | 1,816.31               | 976.41           |
|                          | 57.00000         | 19.7425                  | 07/28/04         | 11/18/10   | 1,729.40         | 1,125.31               | 604.09           |
|                          | 48.00000         | 19.4372                  | 03/06/09         | 11/18/10   | 1,456.35         | 932.99                 | 523.36           |
|                          | 265.00000        | 19.4372                  | 03/06/09         | 11/19/10   | 8,052.31         | 5,150.85               | 2,901.46         |
| <b>Subtotal</b>          | <b>612.00000</b> |                          |                  |            | <b>18,682.79</b> | <b>11,986.84</b>       | <b>6,695.95</b>  |
| AON CORP                 | 65.00000         | 26.8600                  | 07/20/04         | 04/29/10   | 2,863.10         | 1,745.90               | 1,117.20         |
| AT & T INC               | 365.00000        | 23.8790                  | 10/31/05         | 05/05/10   | 9,403.63         | 8,715.83               | 687.80           |
|                          | 45.00000         | 23.8790                  | 10/31/05         | 05/06/10   | 1,147.63         | 1,074.55               | 73.08            |
|                          | 137.00000        | 23.7234                  | 11/01/05         | 05/06/10   | 3,493.93         | 3,250.11               | 243.82           |
| <b>Subtotal</b>          | <b>547.00000</b> |                          |                  |            | <b>14,045.19</b> | <b>13,040.49</b>       | <b>1,004.70</b>  |
| CBS CORP CL B            | 80.00000         | 28.6602                  | 12/06/04         | 12/08/10   | 1,439.26         | 2,292.82               | -853.56          |
|                          | 80.00000         | 28.6602                  | 12/06/04         | 12/09/10   | 1,438.39         | 2,292.82               | -854.43          |
|                          | 112.50000        | 28.6602                  | 12/06/04         | 12/10/10   | 2,024.96         | 3,224.26               | -1,199.30        |
|                          | 37.50000         | 28.0435                  | 12/17/04         | 12/10/10   | 674.99           | 1,051.64               | -376.65          |
|                          | 75.00000         | 28.0435                  | 12/17/04         | 12/13/10   | 1,351.47         | 2,103.27               | -751.80          |
|                          | 8.00000          | 28.0435                  | 12/17/04         | 12/14/10   | 143.96           | 224.35                 | -80.39           |
|                          | 103.50000        | 28.0435                  | 12/17/04         | 12/16/10   | 1,855.81         | 2,902.49               | -1,046.68        |
|                          | 83.50000         | 27.2123                  | 09/13/05         | 12/16/10   | 1,497.21         | 2,272.23               | -775.02          |
|                          | 128.00000        | 27.2123                  | 09/13/05         | 12/17/10   | 2,378.33         | 3,483.17               | -1,104.84        |
| <b>Subtotal</b>          | <b>708.00000</b> |                          |                  |            | <b>12,804.38</b> | <b>19,847.05</b>       | <b>-7,042.67</b> |
| CONOCOPHILLIPS           | 20.00000         | 23.7400                  | 01/29/03         | 03/26/10   | 1,020.54         | 474.78                 | 545.76           |
|                          | 141.00000        | 63.4550                  | 04/15/05         | 03/26/10   | 7,194.82         | 8,947.16               | -1,752.34        |
| <b>Subtotal</b>          | <b>161.00000</b> |                          |                  |            | <b>8,215.36</b>  | <b>9,421.94</b>        | <b>-1,206.58</b> |

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# Realized Gain/Loss

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As of Date: 2/11/11

WELLS  
FARGO

ADVISORS

Account Number: 3289-4114  
FLEMING FOUNDATION  
(NWQ)

| Long Term<br>DESCRIPTION           | Continued | QUANTITY         | ADJ PRICE/<br>ORIG PRICE | DATE<br>ACQUIRED | CLOSE DATE | PROCEEDS         | ADJ COST/<br>ORIG COST | GAIN/LOSS        |
|------------------------------------|-----------|------------------|--------------------------|------------------|------------|------------------|------------------------|------------------|
| <b>Subtotal</b>                    |           | <b>307.00000</b> |                          |                  |            | <b>11,212.43</b> | <b>8,080.33</b>        | <b>3,132.10</b>  |
| NOBLE ENERGY INC                   |           | 51.00000         | 31.0408                  | 02/14/05         | 01/25/10   | 3,996.48         | 1,583.07               | 2,413.41         |
|                                    |           | 4.00000          | 31.0159                  | 02/15/05         | 01/25/10   | 313.46           | 124.07                 | 189.39           |
|                                    |           | 30.00000         | 31.0159                  | 02/15/05         | 01/26/10   | 2,333.00         | 930.48                 | 1,402.52         |
|                                    |           | 25.00000         | 31.0159                  | 02/15/05         | 02/17/10   | 1,909.51         | 775.39                 | 1,134.12         |
|                                    |           | 11.00000         | 31.0159                  | 02/15/05         | 03/02/10   | 813.94           | 341.17                 | 472.77           |
|                                    |           | 29.00000         | 34.7131                  | 05/20/05         | 03/02/10   | 2,145.86         | 1,006.69               | 1,139.17         |
|                                    |           | 15.00000         | 34.7131                  | 05/20/05         | 10/11/10   | 1,163.64         | 520.70                 | 642.94           |
|                                    |           | 25.00000         | 34.7131                  | 05/20/05         | 10/12/10   | 1,918.85         | 867.83                 | 1,051.02         |
|                                    |           | 50.00000         | 34.7131                  | 05/20/05         | 10/13/10   | 3,899.05         | 1,735.66               | 2,163.39         |
|                                    |           | 15.00000         | 34.7131                  | 05/20/05         | 10/14/10   | 1,160.34         | 520.70                 | 639.64           |
|                                    |           | 41.00000         | 34.7131                  | 05/20/05         | 10/15/10   | 3,204.03         | 1,423.24               | 1,780.79         |
| <b>Subtotal</b>                    |           | <b>296.00000</b> |                          |                  |            | <b>22,858.16</b> | <b>9,829.00</b>        | <b>13,029.16</b> |
| PHILIP MORRIS<br>INTERNATIONAL INC |           | 143.00000        | 25.9151                  | 07/20/04         | 09/27/10   | 7,958.93         | 3,705.87               | 4,253.06         |
| RATHEON COMPANY                    |           | 126.00000        | 33.1000                  | 07/20/04         | 02/19/10   | 6,964.04         | 4,170.60               | 2,793.44         |
|                                    |           | 55.00000         | 33.1000                  | 07/20/04         | 06/03/10   | 2,919.30         | 1,820.50               | 1,098.80         |
|                                    |           | 28.00000         | 33.1000                  | 07/20/04         | 06/15/10   | 1,479.32         | 926.80                 | 552.52           |
| <b>Subtotal</b>                    |           | <b>209.00000</b> |                          |                  |            | <b>11,362.66</b> | <b>6,917.90</b>        | <b>4,444.76</b>  |
| THE MOSAIC COMPANY                 |           | 40.00000         | 45.1370                  | 06/30/09         | 08/17/10   | 2,231.04         | 1,805.48               | 425.56           |
|                                    |           | 48.00000         | 45.1370                  | 06/30/09         | 08/18/10   | 2,743.97         | 2,166.58               | 577.39           |
|                                    |           | 45.00000         | 45.1370                  | 06/30/09         | 08/20/10   | 2,544.29         | 2,031.17               | 513.12           |
|                                    |           | 50.00000         | 45.1370                  | 06/30/09         | 08/23/10   | 2,945.51         | 2,256.84               | 688.67           |
| <b>Subtotal</b>                    |           | <b>183.00000</b> |                          |                  |            | <b>10,464.81</b> | <b>8,260.07</b>        | <b>2,204.74</b>  |
| UNION PACIFIC CORP                 |           | 55.00000         | 29.4950                  | 07/16/02         | 02/26/10   | 3,717.46         | 1,622.21               | 2,095.25         |
|                                    |           | 37.00000         | 29.4950                  | 07/16/02         | 03/01/10   | 2,499.77         | 1,091.30               | 1,408.47         |

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## Realized Gain/Loss

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As of Date: 2/11/11

Account Number: 3289-4114  
FLEMING FOUNDATION  
(NWQ)

| Long Term<br>DESCRIPTION | Continued | QUANTITY         | ADJ PRICE/<br>ORIG PRICE | DATE<br>ACQUIRED | CLOSE DATE | PROCEEDS            | ADJ COST/<br>ORIG COST | GAIN/LOSS          |
|--------------------------|-----------|------------------|--------------------------|------------------|------------|---------------------|------------------------|--------------------|
| <b>Subtotal</b>          |           | <b>92.00000</b>  |                          |                  |            | <b>6,217.23</b>     | <b>2,713.51</b>        | <b>3,503.72</b>    |
| VERIZON COMMUNICATIONS   |           |                  |                          |                  |            |                     |                        |                    |
| COM                      |           | 260.00000        | 51.1425                  | 12/14/00         | 07/20/10   | 6,924.12            | 13,297.41              | -6,373.29          |
|                          |           | 220.00000        | 31.3798                  | 07/16/02         | 07/20/10   | 5,858.87            | 6,903.03               | -1,044.16          |
|                          |           | 86.00000         | 33.3983                  | 02/03/04         | 07/20/10   | 2,290.29            | 2,872.46               | -582.17            |
| <b>Subtotal</b>          |           | <b>566.00000</b> |                          |                  |            | <b>15,073.28</b>    | <b>23,072.90</b>       | <b>-7,999.62</b>   |
| <b>Total - Long Term</b> |           |                  |                          |                  |            | <b>\$172,415.28</b> | <b>\$143,027.39</b>    | <b>\$29,387.89</b> |



## Realized Gain/Loss

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Amended Date: 3/25/11

WELLS  
FARGO

ADVISORS

Account Number: 3289-4116  
FLEMING FOUNDATION  
(KINETICS)

## Important Realized Gain/Loss Information

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- \* Cost basis for many fixed income tax lots has been amortized (for securities purchased at a premium) or accreted (for securities purchased at a discount), when possible, for applicable securities. For securities that were purchased at an Original Issue Discount (OID), only those positions whose cost basis has been adjusted will reflect the impacts of the OID accruals on the original cost basis. The original issue discount amount reported on your Form 1099-OID is not adjusted for market discount, acquisition premium or bond premium. Therefore, the amortization and accretion adjustments used on this statement may not be consistent with the Form 1099-OID amount because the reporting requirements on the Form 1099-OID are different.
- \* The Original Price represents the unadjusted price of the security. The Original Price can be used to calculate the original unadjusted cost of the security.
- \* Short sales are reportable on Form 1099-B before the position is closed.
- \* Long-term capital gains reported by a RIC or REIT appear on Form 1099-DIV only, as noted in the instructions for that form.
- \* Lots closed due to transfers or journals will not be reflected in the Realized Gain/Loss Statement, or on the Form 1099-B.

## Realized Gain/Loss Summary

|                                   | THIS YEAR<br>GAIN  | THIS YEAR<br>LOSS    | THIS YEAR<br>NET     |
|-----------------------------------|--------------------|----------------------|----------------------|
| Short term                        | 11,233.21          | -6,876.69            | 4,356.52             |
| Long term                         | 7,552.10           | -155,111.11          | -147,559.01          |
| <b>Total - Realized Gain/Loss</b> | <b>\$18,785.31</b> | <b>-\$161,987.80</b> | <b>-\$143,202.49</b> |

## Realized Gain/Loss Detail for Year

| Short Term<br>DESCRIPTION      | QUANTITY  | ADJ PRICE/<br>ORIG PRICE | DATE<br>ACQUIRED | CLOSE DATE | PROCEEDS | ADJ COST/<br>ORIG COST | GAIN/LOSS |
|--------------------------------|-----------|--------------------------|------------------|------------|----------|------------------------|-----------|
| CALPINE CORP                   | 334.00000 | 11.5173                  | 01/19/10         | 11/02/10   | 4,105.02 | 3,846.80               | 258.22    |
| CHINA PETROLEUM & CHEM<br>CORP | 45.00000  | 83.2307                  | 01/20/10         | 08/05/10   | 3,658.86 | 3,745.38               | -86.52    |
| CNOOC LTD-ADR                  | 25.00000  | 148.9436                 | 01/21/10         | 08/05/10   | 4,328.07 | 3,723.59               | 604.48    |
| CONOCOPHILLIPS                 | 94.00000  | 39.8261                  | 03/24/09         | 01/07/10   | 4,954.25 | 3,743.66               | 1,210.59  |

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Account Number: 3289-4116  
FLEMING FOUNDATION  
(KINETICS)

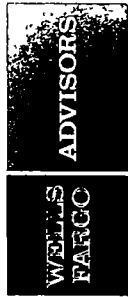
| Short Term                                 |             |                          |                  |            |           |                        |
|--------------------------------------------|-------------|--------------------------|------------------|------------|-----------|------------------------|
| DESCRIPTION                                | QUANTITY    | ADJ PRICE/<br>ORIG PRICE | DATE<br>ACQUIRED | CLOSE DATE | PROCEEDS  | ADJ COST/<br>ORIG COST |
|                                            |             |                          |                  |            |           | GAIN/LOSS              |
|                                            | 9.00000     | 39.8261                  | 03/24/09         | 01/12/10   | 471.11    | 358.43                 |
|                                            | 99.00000    | 40.1468                  | 03/25/09         | 01/12/10   | 5,182.30  | 3,974.53               |
| Subtotal                                   | 202.00000   |                          |                  |            | 10,607.66 | 8,076.62               |
| DST SYSTEMS INC                            | 86.00000    | 44.6161                  | 01/12/10         | 08/05/10   | 3,581.83  | 3,836.99               |
| DYNEGY INC DEL                             | 0.60000     | 9.3260                   | 01/19/10         | 05/26/10   | 2.89      | 0.01                   |
| DYNEGY INC DEL (NEW)                       | 206.00000   | 9.3260                   | 01/19/10         | 11/01/10   | 941.40    | 1,921.17               |
| HDFC BANK LTD-ADR                          | 14.00000    | 130.2788                 | 01/21/10         | 08/05/10   | 2,242.76  | 1,823.90               |
| HOWARD HUGHES CORP W/I                     | 0.07191     | 29.9652                  | 08/10/10         | 11/09/10   | 2.73      | 2.16                   |
|                                            | 0.07248     | 28.9957                  | 08/12/10         | 11/09/10   | 2.76      | 2.10                   |
|                                            | 0.07531     | 28.8756                  | 08/13/10         | 11/09/10   | 2.86      | 2.17                   |
|                                            | 0.18010     | 36.2445                  | 11/01/10         | 11/09/10   | 6.88      | 6.53                   |
| Subtotal                                   | 0.39980     |                          |                  |            | 15.23     | 12.96                  |
| ICICI BANK LTD SPON<br>ADR                 | 51.00000    | 35.9015                  | 01/21/10         | 08/05/10   | 2,112.38  | 1,830.98               |
| ISHARES FTSE/XINHUA<br>CHINA 25 INDEX FUND | 166.00000   | 38.4899                  | 07/15/09         | 01/06/10   | 7,371.04  | 6,389.33               |
| MASTERCARD INC CL A                        | 13.00000    | 252.0889                 | 01/07/10         | 08/05/10   | 2,648.71  | 3,277.16               |
| MELCO PBL ENTERTAINMENT<br>ADR             | 515.00000   | 6.1500                   | 05/05/09         | 01/14/10   | 1,838.06  | 3,167.25               |
|                                            | 540.00000   | 5.8317                   | 05/06/09         | 01/14/10   | 1,927.29  | 3,149.15               |
| Subtotal                                   | 1,055.00000 |                          |                  |            | 3,765.35  | 6,316.40               |
| MIRANT CORP                                | 119.00000   | 16.5993                  | 01/07/10         | 11/01/10   | 1,241.89  | 1,975.33               |
| NRG ENERGY INC                             | 78.00000    | 25.0708                  | 01/07/10         | 11/01/10   | 1,550.80  | 1,955.53               |
| PETROCHINA CO LTD                          | 30.00000    | 128.3600                 | 01/07/10         | 08/05/10   | 3,482.58  | 3,850.80               |
| POTASH CORP OF<br>SASKATCHEWAN INC         | 65.00000    | 115.9807                 | 01/14/10         | 08/05/10   | 7,413.10  | 7,538.75               |
| QUANTA SVCS INC                            | 312.00000   | 18.4800                  | 01/20/10         | 08/05/10   | 6,232.53  | 5,765.76               |
|                                            |             |                          |                  |            |           | -125.65                |
|                                            |             |                          |                  |            |           | 466.77                 |



## Realized Gain/Loss

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Amended Date: 3/25/11



Account Number: 3289-4116  
FLEMING FOUNDATION  
(KINETICS)

| Short Term                | Continued          |                          |                  |            |                    |                        |                   |  |  |
|---------------------------|--------------------|--------------------------|------------------|------------|--------------------|------------------------|-------------------|--|--|
| DESCRIPTION               | QUANTITY           | ADJ PRICE/<br>ORIG PRICE | DATE<br>ACQUIRED | CLOSE DATE | PROCEEDS           | ADJ COST/<br>ORIG COST | GAIN/LOSS         |  |  |
| RRI ENERGY INC            | 1,147.00000        | 3.1155                   | 03/19/09         | 01/04/10   | 6,744.29           | 3,573.48               | 3,170.81          |  |  |
|                           | 535.00000          | 2.9410                   | 03/20/09         | 01/04/10   | 3,145.78           | 1,573.44               | 1,572.34          |  |  |
| <b>Subtotal</b>           | <b>1,682.00000</b> |                          |                  |            | <b>9,890.07</b>    | <b>5,146.92</b>        | <b>4,743.15</b>   |  |  |
| SPDR BARCLAYS CAP ETF     |                    |                          |                  |            |                    |                        |                   |  |  |
| HIGH YIELD BOND ETF       | 47.00000           | 29.4026                  | 03/24/09         | 01/07/10   | 1,873.61           | 1,381.92               | 491.69            |  |  |
|                           | 44.00000           | 29.6200                  | 03/25/09         | 01/07/10   | 1,754.02           | 1,303.28               | 450.74            |  |  |
| <b>Subtotal</b>           | <b>91.00000</b>    |                          |                  |            | <b>3,627.63</b>    | <b>2,685.20</b>        | <b>942.43</b>     |  |  |
| VITERRA INC               | 261.00000          | 8.9957                   | 02/23/10         | 08/11/10   | 1,994.26           | 2,347.90               | -353.64           |  |  |
|                           | 45.00000           | 8.9957                   | 02/23/10         | 08/12/10   | 348.85             | 404.80                 | -55.95            |  |  |
|                           | 289.00000          | 8.9083                   | 02/25/10         | 08/12/10   | 2,240.40           | 2,574.51               | -334.11           |  |  |
| <b>Subtotal</b>           | <b>595.00000</b>   |                          |                  |            | <b>4,583.51</b>    | <b>5,327.21</b>        | <b>-743.70</b>    |  |  |
| <b>Total - Short Term</b> |                    |                          |                  |            | <b>\$83,403.31</b> | <b>\$79,046.79</b>     | <b>\$4,356.52</b> |  |  |

| Long Term                                   |                  |                          |                  |            |                 |                        |                  |  |  |
|---------------------------------------------|------------------|--------------------------|------------------|------------|-----------------|------------------------|------------------|--|--|
| DESCRIPTION                                 | QUANTITY         | ADJ PRICE/<br>ORIG PRICE | DATE<br>ACQUIRED | CLOSE DATE | PROCEEDS        | ADJ COST/<br>ORIG COST | GAIN/LOSS        |  |  |
| ALLEGHENY ENERGY INC                        | 462.00000        | 59.0200                  | 11/26/07         | 01/06/10   | 10,885.55       | 27,267.24              | -16,381.69       |  |  |
| ASSURED GUARANTY LTD                        | 671.00000        | 15.0395                  | 08/06/08         | 01/06/10   | 15,097.11       | 10,091.50              | 5,005.61         |  |  |
| BERKSHIRE HATHAWAY INC<br>SERIES B NEW      | 121.00000        | 89.6000                  | 11/26/07         | 01/27/10   | 8,609.62        | 10,841.60              | -2,231.98        |  |  |
| BROOKFIELD<br>INFRASTRUCTURE PARTNERS<br>LP | 15.00000         | 21.0000                  | 02/05/08         | 01/12/10   | 252.53          | 315.00                 | -62.47           |  |  |
| BROOKFIELD ASSET MANGMNT<br>CLASS A         | 132.00000        | 33.4499                  | 11/26/07         | 01/12/10   | 2,892.18        | 4,415.39               | -1,523.21        |  |  |
|                                             | 132.00000        | 33.4499                  | 11/26/07         | 01/14/10   | 2,914.88        | 4,415.39               | -1,500.51        |  |  |
|                                             | 128.00000        | 33.4499                  | 11/26/07         | 01/21/10   | 2,720.42        | 4,281.58               | -1,561.16        |  |  |
| <b>Subtotal</b>                             | <b>392.00000</b> |                          |                  |            | <b>8,527.48</b> | <b>13,112.36</b>       | <b>-4,584.88</b> |  |  |

**Account Number: 3289-4116**  
**FLEMING FOUNDATION**  
**(KINETICS)**

| Long Term                                       | Continued   |                          |                  |            |           |                        |            |  |
|-------------------------------------------------|-------------|--------------------------|------------------|------------|-----------|------------------------|------------|--|
| DESCRIPTION                                     | QUANTITY    | ADJ PRICE/<br>ORIG PRICE | DATE<br>ACQUIRED | CLOSE DATE | PROCEEDS  | ADJ COST/<br>ORIG COST | GAIN/LOSS  |  |
| CME GROUP INC                                   | 41.00000    | 534.3000                 | 11/26/07         | 01/04/10   | 14,047.76 | 26,006.30              | -11,958.54 |  |
|                                                 | 6.00000     | 534.1493                 | 11/26/07         | 01/04/10   | 2,055.77  | 3,204.90               | -1,149.13  |  |
| Subtotal                                        | 47.00000    |                          |                  |            | 16,103.53 | 29,211.20              | -13,107.67 |  |
| EL PASO CORPORATION                             | 2,272.00000 | 16.0400                  | 11/26/07         | 01/06/10   | 24,451.32 | 36,442.88              | -11,991.56 |  |
| GAZPROM O A O<br>SPONSORED ADR                  | 130.00000   | 51.3500                  | 11/26/07         | 01/19/10   | 3,336.07  | 6,675.50               | -3,339.43  |  |
| HONG KONG EXCHANGES &<br>CLEARING LTD NEW       | 350.00000   | 28.7500                  | 11/26/07         | 01/05/10   | 6,253.49  | 10,062.50              | -3,809.01  |  |
| HUANENG PWR INTL INC<br>SPONSORED ADR SER N SHS | 243.00000   | 40.7499                  | 11/26/07         | 01/22/10   | 5,528.88  | 9,902.23               | -4,373.35  |  |
| LABRANCHE & COMPANY INC                         | 2,712.00000 | 4.7299                   | 11/26/07         | 01/14/10   | 10,809.35 | 12,827.49              | -2,018.14  |  |
| LEUCADIA NATIONAL<br>CORP                       | 100.00000   | 43.8890                  | 11/26/07         | 01/12/10   | 2,535.51  | 4,388.90               | -1,853.39  |  |
|                                                 | 269.00000   | 43.8890                  | 11/26/07         | 01/14/10   | 6,844.94  | 11,806.14              | -4,961.20  |  |
| Subtotal                                        | 369.00000   |                          |                  |            | 9,380.45  | 16,195.04              | -6,814.59  |  |
| LINK REIT                                       | 4,566.00000 | 2.2500                   | 11/26/07         | 01/14/10   | 11,211.66 | 10,273.50              | 938.16     |  |
| MASTERCARD INC CL A                             | 18.00000    | 161.6972                 | 03/24/09         | 08/05/10   | 3,667.43  | 2,910.55               | 756.88     |  |
|                                                 | 15.00000    | 163.0600                 | 03/25/09         | 08/05/10   | 3,056.20  | 2,445.90               | 610.30     |  |
| Subtotal                                        | 33.00000    |                          |                  |            | 6,723.63  | 5,356.45               | 1,367.18   |  |
| MBIA INC                                        | 1,248.00000 | 8.4271                   | 08/05/08         | 01/07/10   | 6,507.28  | 10,517.02              | -4,009.74  |  |
| NASDAQ OMX GROUP                                | 433.00000   | 43.4743                  | 11/26/07         | 01/04/10   | 8,763.24  | 18,824.38              | -10,061.14 |  |
|                                                 | 185.00000   | 43.4743                  | 11/26/07         | 01/11/10   | 3,732.89  | 8,042.75               | -4,309.86  |  |
|                                                 | 286.00000   | 43.4743                  | 11/26/07         | 11/02/10   | 6,146.66  | 12,433.64              | -6,286.98  |  |
| Subtotal                                        | 904.00000   |                          |                  |            | 18,642.79 | 39,300.77              | -20,657.98 |  |
| NYSE EURONEXT                                   | 267.00000   | 82.0637                  | 11/26/07         | 01/04/10   | 6,867.06  | 21,911.01              | -15,043.95 |  |
|                                                 | 148.00000   | 82.0637                  | 11/26/07         | 01/11/10   | 3,895.98  | 12,145.43              | -8,249.45  |  |
| Subtotal                                        | 415.00000   |                          |                  |            | 10,763.04 | 34,056.44              | -23,293.40 |  |





## Realized Gain/Loss

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Amended Date: 3/25/11

Account Number: 3289-4116  
FLEMING FOUNDATION  
(KINETICS)

| Long Term<br>DESCRIPTION | Continued | QUANTITY           | ADJ PRICE/<br>ORIG PRICE | DATE<br>ACQUIRED | CLOSE DATE | PROCEEDS            | ADJ COST/<br>ORIG COST | GAIN/LOSS            |
|--------------------------|-----------|--------------------|--------------------------|------------------|------------|---------------------|------------------------|----------------------|
|                          |           | 100.00000          | 19.3079                  | 06/20/08         | 01/14/10   | 1,186.53            | 1,930.79               | -744.26              |
|                          |           | 93.00000           | 18.6673                  | 06/24/08         | 01/14/10   | 1,103.48            | 1,736.06               | -632.58              |
|                          |           | 60.00000           | 18.6673                  | 06/24/08         | 08/03/10   | 366.38              | 1,120.04               | -753.66              |
|                          |           | 147.00000          | 18.6673                  | 06/24/08         | 08/06/10   | 875.63              | 2,744.09               | -1,868.46            |
|                          |           | 26.00000           | 18.1989                  | 06/25/08         | 08/06/10   | 154.87              | 473.17                 | -318.30              |
|                          |           | 101.00000          | 19.1957                  | 06/26/08         | 08/06/10   | 601.63              | 1,938.77               | -1,337.14            |
|                          |           | <b>752.00000</b>   |                          |                  |            | <b>6,949.10</b>     | <b>14,213.90</b>       | <b>-7,264.80</b>     |
| <b>Subtotal</b>          |           |                    |                          |                  |            |                     |                        |                      |
| WARNER MUSIC GROUP CORP  |           | 258.00000          | 6.2910                   | 02/25/08         | 02/01/10   | 1,273.85            | 1,623.08               | -349.23              |
|                          |           | 460.00000          | 6.4485                   | 02/26/08         | 02/01/10   | 2,271.22            | 2,966.31               | -695.09              |
|                          |           | 112.00000          | 6.1041                   | 02/27/08         | 02/01/10   | 553.00              | 683.66                 | -130.66              |
|                          |           | 362.00000          | 6.1041                   | 02/27/08         | 02/02/10   | 1,800.56            | 2,209.68               | -409.12              |
|                          |           | 373.00000          | 6.0916                   | 02/28/08         | 02/02/10   | 1,855.28            | 2,272.17               | -416.89              |
|                          |           | 123.00000          | 6.0916                   | 02/28/08         | 02/08/10   | 601.80              | 749.26                 | -147.46              |
|                          |           | 217.00000          | 5.9773                   | 02/29/08         | 02/08/10   | 1,061.72            | 1,297.08               | -235.36              |
|                          |           | 282.00000          | 5.9773                   | 02/29/08         | 02/09/10   | 1,412.74            | 1,685.59               | -272.85              |
|                          |           | 470.00000          | 6.3111                   | 03/03/08         | 02/09/10   | 2,354.58            | 2,966.22               | -611.64              |
|                          |           | 472.00000          | 6.0447                   | 03/04/08         | 02/09/10   | 2,364.60            | 2,853.10               | -488.50              |
|                          |           | <b>3,129.00000</b> |                          |                  |            | <b>15,549.35</b>    | <b>19,306.15</b>       | <b>-3,756.80</b>     |
| <b>Subtotal</b>          |           |                    |                          |                  |            |                     |                        |                      |
| <b>Total - Long Term</b> |           |                    |                          |                  |            | <b>\$221,040.98</b> | <b>\$368,599.99</b>    | <b>-\$147,559.01</b> |





## Realized Gain/Loss

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As of Date: 2/11/11

## ADVISORS

Account Number: 7465-6049  
FLEMING FOUNDATION  
TRDW INTL

## Important Realized Gain/Loss Information

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- \* The Original Price represents the unadjusted price of the security. The Original Price can be used to calculate the original unadjusted cost of the security
- \* Short sales are reportable on Form 1099-B before the position is closed.
- \* Long-term capital gains reported by a RIC or REIT appear on Form 1099-DIV only, as noted in the instructions for that form.
- \* Lots closed due to transfers or journals will not be reflected in the Realized Gain/Loss Statement, or on the Form 1099-B.

## Realized Gain/Loss Summary

|                                   | THIS YEAR<br>GAIN  | THIS YEAR<br>LOSS   | THIS YEAR<br>NET   |
|-----------------------------------|--------------------|---------------------|--------------------|
| Short term                        | 13,846.13          | -619.15             | 13,226.98          |
| Long term                         | 45,174.58          | -35,309.10          | 9,865.48           |
| <b>Total - Realized Gain/Loss</b> | <b>\$59,020.71</b> | <b>-\$35,928.25</b> | <b>\$23,092.46</b> |

## Realized Gain/Loss Detail for Year

| DESCRIPTION                 | QUANTITY  | ADJ PRICE/<br>ORIG PRICE | DATE<br>ACQUIRED | CLOSE DATE | PROCEEDS | ADJ COST/<br>ORIG COST | GAIN/LOSS |
|-----------------------------|-----------|--------------------------|------------------|------------|----------|------------------------|-----------|
| ASTRAZENECA PLC<br>SPON ADR | 64.00000  | 47.5365                  | 01/12/10         | 07/01/10   | 3,001.39 | 3,042.34               | -40.95    |
| BP PLC SPONS ADR            | 65.00000  | 52.9711                  | 04/30/10         | 05/21/10   | 2,864.92 | 3,443.12               | -578.20   |
|                             | 88.00000  | 31.0682                  | 06/21/10         | 07/15/10   | 3,270.01 | 2,734.01               | 536.00    |
|                             | 147.00000 | 31.0682                  | 06/21/10         | 08/04/10   | 5,792.17 | 4,567.03               | 1,225.14  |

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## Realized Gain/Loss

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As of Date: 2/11/11

Account Number: 7465-6049  
FLEMING FOUNDATION  
TRDW INTL

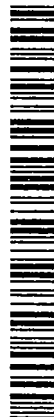
WELLS  
FARGO

ADVISORS

| Long Term<br>DESCRIPTION                                                       | Continued | QUANTITY           | ADJ PRICE/<br>ORIG PRICE | DATE<br>ACQUIRED | CLOSE DATE | PROCEEDS         | ADJ COST/<br>ORIG COST | GAIN/LOSS        |
|--------------------------------------------------------------------------------|-----------|--------------------|--------------------------|------------------|------------|------------------|------------------------|------------------|
| <b>Subtotal</b>                                                                |           | 64.85700           | 34.6990                  | 03/14/08         | 06/01/10   | 2,717.18         | 2,250.48               | 466.70           |
| <b>BARRICK GOLD CORP</b>                                                       |           | <b>136.00000</b>   |                          |                  |            | <b>5,697.70</b>  | <b>4,876.89</b>        | <b>820.81</b>    |
|                                                                                |           | 57.00000           | 29.1073                  | 11/16/06         | 05/07/10   | 2,452.34         | 1,659.11               | 793.23           |
|                                                                                |           | 80.00000           | 43.0583                  | 03/20/08         | 05/07/10   | 3,441.89         | 3,444.67               | -2.78            |
|                                                                                |           | 20.00000           | 43.0583                  | 03/20/08         | 12/06/10   | 1,090.20         | 861.16                 | 229.04           |
|                                                                                |           | 59.00000           | 38.1742                  | 04/30/08         | 12/06/10   | 3,216.09         | 2,252.28               | 963.81           |
| <b>Subtotal</b>                                                                |           | <b>216.00000</b>   |                          |                  |            | <b>10,200.52</b> | <b>8,217.22</b>        | <b>1,983.30</b>  |
| <b>BP PLC SPONS ADR</b>                                                        |           | 93.00000           | 62.9585                  | 02/23/07         | 05/21/10   | 4,099.03         | 5,855.14               | -1,756.11        |
|                                                                                |           | 167.00000          | 64.3455                  | 02/26/07         | 05/21/10   | 7,360.63         | 10,745.70              | -3,385.07        |
|                                                                                |           | 166.00000          | 68.1531                  | 06/04/07         | 05/21/10   | 7,316.56         | 11,313.41              | -3,996.85        |
| <b>Subtotal</b>                                                                |           | <b>426.00000</b>   |                          |                  |            | <b>18,776.22</b> | <b>27,914.25</b>       | <b>-9,138.03</b> |
| <b>CAMECO CORP</b>                                                             |           | 162.00000          | 31.8322                  | 08/11/08         | 12/01/10   | 6,064.89         | 5,156.82               | 908.07           |
|                                                                                |           | 49.00000           | 24.1305                  | 09/10/08         | 12/01/10   | 1,834.45         | 1,182.40               | 652.05           |
| <b>Subtotal</b>                                                                |           | <b>211.00000</b>   |                          |                  |            | <b>7,899.34</b>  | <b>6,339.22</b>        | <b>1,560.12</b>  |
| <b>EMBRAER EMPRESA<br/>BRASILERA DE AERONAUTICA<br/>SA SPONS ADR RESTG PFD</b> |           | 202.00000          | 22.0218                  | 10/30/09         | 11/09/10   | 6,033.57         | 4,448.41               | 1,585.16         |
| <b>FUJIFILM HLDGS CORP ADR<br/>2 ORD</b>                                       |           | 238.00000          | 32.5894                  | 03/28/06         | 03/09/10   | 7,724.36         | 7,756.28               | -31.92           |
| <b>IVANHOE MINES LTD</b>                                                       |           | 236.00000          | 6.8268                   | 05/19/06         | 07/14/10   | 4,011.48         | 1,611.12               | 2,400.36         |
|                                                                                |           | 422.00000          | 6.7300                   | 05/22/06         | 07/14/10   | 7,173.08         | 2,840.06               | 4,333.02         |
|                                                                                |           | 80.00000           | 6.7300                   | 05/22/06         | 11/10/10   | 2,088.52         | 538.40                 | 1,550.12         |
|                                                                                |           | 182.00000          | 10.6004                  | 01/11/08         | 11/10/10   | 4,751.38         | 1,929.27               | 2,822.11         |
|                                                                                |           | 170.00000          | 9.7035                   | 03/20/08         | 11/10/10   | 4,438.12         | 1,649.60               | 2,788.52         |
| <b>Subtotal</b>                                                                |           | <b>1,090.00000</b> |                          |                  |            | <b>22,462.58</b> | <b>8,568.45</b>        | <b>13,894.13</b> |
| <b>KINROSS GOLD CORP<br/>(NEW) NO PAR</b>                                      |           | 252.00000          | 17.9608                  | 07/08/09         | 09/28/10   | 4,783.60         | 4,526.13               | 257.47           |

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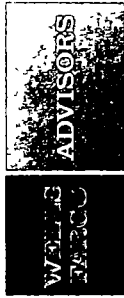
**Subtotal**  
**NEWCREST MINING LTD**

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## Realized Gain/Loss

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As of Date: 2/11/11



Account Number: 7465-6049  
FLEMING FOUNDATION  
TRDW INTL

| Long Term                | Continued        |                          |                  |            |                     |                        |                   |  |  |
|--------------------------|------------------|--------------------------|------------------|------------|---------------------|------------------------|-------------------|--|--|
| DESCRIPTION              | QUANTITY         | ADJ PRICE/<br>ORIG PRICE | DATE<br>ACQUIRED | CLOSE DATE | PROCEEDS            | ADJ COST/<br>ORIG COST | GAIN/LOSS         |  |  |
| SHIESEIDO CO LTD         |                  |                          |                  |            |                     |                        |                   |  |  |
| SPON ADR                 | 205.00000        | 18.8619                  | 03/29/06         | 03/04/10   | 4,626.93            | 3,866.69               | 760.24            |  |  |
|                          | 120.00000        | 18.8619                  | 03/29/06         | 07/15/10   | 2,654.37            | 2,263.43               | 390.94            |  |  |
|                          | 110.00000        | 18.8619                  | 03/29/06         | 07/16/10   | 2,452.99            | 2,074.81               | 378.18            |  |  |
| <b>Subtotal</b>          | <b>435.00000</b> |                          |                  |            | <b>9,734.29</b>     | <b>8,204.93</b>        | <b>1,529.36</b>   |  |  |
| SOCIETE GENERALE         |                  |                          |                  |            |                     |                        |                   |  |  |
| FRANCE SPONSORED ADR     | 187.00000        | 11.3220                  | 10/20/08         | 08/10/10   | 2,216.97            | 2,117.21               | 99.76             |  |  |
|                          | 101.00000        | 8.4082                   | 01/16/09         | 08/10/10   | 1,197.41            | 849.23                 | 348.18            |  |  |
| <b>Subtotal</b>          | <b>288.00000</b> |                          |                  |            | <b>3,414.38</b>     | <b>2,966.44</b>        | <b>447.94</b>     |  |  |
| SWISSCOM AG              |                  |                          |                  |            |                     |                        |                   |  |  |
| SPONSORED ADR            | 172.00000        | 32.4203                  | 03/29/06         | 07/20/10   | 6,329.56            | 5,576.29               | 753.27            |  |  |
| TDK CORP ADR             | 29.00000         | 32.9957                  | 10/23/08         | 05/10/10   | 1,903.41            | 956.87                 | 946.54            |  |  |
|                          | 140.00000        | 33.2812                  | 12/12/08         | 05/10/10   | 9,188.93            | 4,659.37               | 4,529.56          |  |  |
| <b>Subtotal</b>          | <b>169.00000</b> |                          |                  |            | <b>11,092.34</b>    | <b>5,616.24</b>        | <b>5,476.10</b>   |  |  |
| TECHNIP-SA-ADR           | 155.00000        | 23.2327                  | 11/21/08         | 03/01/10   | 11,035.42           | 3,601.06               | 7,434.36          |  |  |
| TOPPAN PRINTING CO LTD   |                  |                          |                  |            |                     |                        |                   |  |  |
| UNSPONS ADR              | 61.00000         | 69.7876                  | 03/30/06         | 04/07/10   | 2,765.61            | 4,257.04               | -1,491.43         |  |  |
|                          | 185.00000        | 51.2834                  | 11/27/06         | 04/07/10   | 8,387.52            | 9,487.43               | -1,099.91         |  |  |
| <b>Subtotal</b>          | <b>246.00000</b> |                          |                  |            | <b>11,153.13</b>    | <b>13,744.47</b>       | <b>-2,591.34</b>  |  |  |
| UNITED UTILITIES PLC-SP  |                  |                          |                  |            |                     |                        |                   |  |  |
| ADR                      | 527.00000        | 31.3880                  | 03/29/06         | 06/21/10   | 8,258.37            | 16,541.48              | -8,283.11         |  |  |
|                          | 374.00000        | 18.1913                  | 12/17/08         | 06/21/10   | 5,860.78            | 6,803.55               | -942.77           |  |  |
| <b>Subtotal</b>          | <b>901.00000</b> |                          |                  |            | <b>14,119.15</b>    | <b>23,345.03</b>       | <b>-9,225.88</b>  |  |  |
| VODAFONE GROUP PLC       |                  |                          |                  |            |                     |                        |                   |  |  |
| SPONSORED ADR NEW        | 127.00000        | 25.4708                  | 05/26/06         | 11/02/10   | 3,501.50            | 3,239.98               | 261.52            |  |  |
| <b>Total - Long Term</b> |                  |                          |                  |            | <b>\$218,334.76</b> | <b>\$208,469.28</b>    | <b>\$9,865.48</b> |  |  |

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# Realized Gain/Loss

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As of Date: 2/11/11

## ADVISORS

Account Number: 3249-9673  
 Command Account Number: 9076810676  
 FLEMING FOUNDATION  
 (UNMANAGED)

## Important Realized Gain/Loss Information

This information is provided for courtesy purposes only. Each individual taxpayer should consult with a tax advisor as to any additional reporting requirements or adjustments. NO COST BASIS OR REALIZED GAIN/LOSS INFORMATION IS PROVIDED TO THE IRS, NOR IS THIS INFORMATION VERIFIED OR GUARANTEED BY FIRST CLEARING, LLC TO BE ACCURATE FOR EACH TAXPAYER'S UNIQUE REPORTING REQUIREMENTS. THEREFORE, YOU SHOULD NEVER ASSUME THIS STATEMENT IS ACCURATE IN LIEU OF COMPLETING SCHEDULE D OF YOUR TAX RETURN AND CONSULTING WITH YOUR TAX ADVISOR.

Federal tax reporting requirements will create differences between the information presented here and what appears on your Form 1099-B, including but not limited to the following situations:

- Cost basis for many fixed income tax lots has been amortized (for securities purchased at a premium) or accreted (for securities purchased at a discount), when possible, for applicable securities. For securities that were purchased at an Original Issue Discount (OID), only those positions whose cost basis has been adjusted will reflect the impacts of the OID accruals on the original cost basis. The original issue discount amount reported on your Form 1099-OID is not adjusted for market discount, acquisition premium or bond premium. Therefore, the amortization and accretion adjustments used on this statement may not be consistent with the Form 1099-OID amount because the reporting requirements on the Form 1099-OID are different.
- The Original Price represents the unadjusted price of the security. The Original Price can be used to calculate the original unadjusted cost of the security.
- Short sales are reportable on Form 1099-B before the position is closed.
- Long-term capital gains reported by a RIC or REIT appear on Form 1099-DIV only, as noted in the instructions for that form.
- Lots closed due to transfers or journals will not be reflected in the Realized Gain/Loss Statement, or on the Form 1099-B.

## Realized Gain/Loss Summary

|                                   | THIS YEAR<br>GAIN | THIS YEAR<br>LOSS | THIS YEAR<br>NET  |
|-----------------------------------|-------------------|-------------------|-------------------|
| Short term                        | 1,601.77          | -501.39           | 1,100.38          |
| Long term                         | 0.00              | 0.00              | 0.00              |
| <b>Total - Realized Gain/Loss</b> | <b>\$1,601.77</b> | <b>-\$501.39</b>  | <b>\$1,100.38</b> |

## Realized Gain/Loss Detail for Year

| Short Term<br>DESCRIPTION                                                | QUANTITY     | ADJ PRICE/<br>ORIG PRICE | DATE<br>ACQUIRED | CLOSE DATE | PROCEEDS   | ADJ COST/<br>ORIG COST | GAIN/LOSS |
|--------------------------------------------------------------------------|--------------|--------------------------|------------------|------------|------------|------------------------|-----------|
| TCW FDS INC                                                              |              |                          |                  |            |            |                        |           |
| TOTAL RETURN BD FD CL I<br>SHS                                           | 19,980.02000 | 10.0100                  | 09/16/09         | 02/22/10   | 199,555.40 | 200,045.00             | -489.60   |
| VANGUARD FIXED INCOME<br>SECS FD INC SHORT-TERM<br>INVT GRADE FD INV SHS | 16,355.14000 | 10.7000                  | 02/25/10         | 12/02/10   | 176,630.63 | 175,045.00             | 1,585.63  |

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**As of Date: 2/11/11**

Account Number: 3249-9673  
Command Account Number: 9076810676  
FLEMING FOUNDATION  
(UNMANAGED)

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001 / DICG / DIJR

## Realized Gain/Loss

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As of Date: 2/11/11

WELLS  
FARGO

ADVISORS

Account Number: 3249-9677  
FLEMING FOUNDATION  
(KNOTT MGD)

## Important Realized Gain/Loss Information

This information is provided for courtesy purposes only. Each individual taxpayer should consult with a tax advisor as to any additional reporting requirements or adjustments. NO COST BASIS OR REALIZED GAIN/LOSS INFORMATION IS PROVIDED TO THE IRS, NOR IS THIS INFORMATION VERIFIED OR GUARANTEED BY FIRST CLEARING, LLC TO BE ACCURATE FOR EACH TAXPAYER'S UNIQUE REPORTING REQUIREMENTS. THEREFORE, YOU SHOULD NEVER ASSUME THIS STATEMENT IS ACCURATE IN LIEU OF COMPLETING SCHEDULE D OF YOUR TAX RETURN AND CONSULTING WITH YOUR TAX ADVISOR.

Federal tax reporting requirements will create differences between the information presented here and what appears on your Form 1099-B, including but not limited to the following situations:

- \* Cost basis for many fixed income tax lots has been amortized (for securities purchased at a premium) or accreted (for securities purchased at a discount), when possible, for applicable securities. For securities that were purchased at an Original Issue Discount (OID), only those positions whose cost basis has been adjusted will reflect the impacts of the OID accruals on the original cost basis. The original issue discount amount reported on your Form 1099-OID is not adjusted for market discount, acquisition premium or bond premium. Therefore, the amortization and accretion adjustments used on this statement may not be consistent with the Form 1099-OID amount because the reporting requirements on the Form 1099-OID are different.
- \* The Original Price represents the unadjusted price of the security. The Original Price can be used to calculate the original unadjusted cost of the security.
- \* Short sales are reportable on Form 1099-B before the position is closed.
- \* Long-term capital gains reported by a RIC or REIT appear on Form 1099-DIV only, as noted in the instructions for that form.
- \* Lots closed due to transfers or journals will not be reflected in the Realized Gain/Loss Statement, or on the Form 1099-B.

## Realized Gain/Loss Summary

|                                   | THIS YEAR<br>GAIN  | THIS YEAR<br>LOSS   | THIS YEAR<br>NET  |
|-----------------------------------|--------------------|---------------------|-------------------|
| Short term                        | 8,685.15           | -5,587.69           | 3,097.46          |
| Long term                         | 22,297.48          | -19,775.59          | 2,521.89          |
| <b>Total - Realized Gain/Loss</b> | <b>\$30,982.63</b> | <b>-\$25,363.28</b> | <b>\$5,619.35</b> |

## Realized Gain/Loss Detail for Year

| Short Term<br>DESCRIPTION       | QUANTITY  | ADJ PRICE/<br>ORIG PRICE | DATE<br>ACQUIRED | CLOSE DATE | PROCEEDS | ADJ COST/<br>ORIG COST | GAIN/LOSS |
|---------------------------------|-----------|--------------------------|------------------|------------|----------|------------------------|-----------|
| ABBOTT LABORATORIES             | 80.00000  | 54.9333                  | 03/09/10         | 12/01/10   | 3,759.93 | 4,394.67               | -634.74   |
| AIR PRODUCTS & CHEMICALS<br>INC | 65.00000  | 67.6716                  | 02/09/10         | 10/07/10   | 5,364.11 | 4,398.65               | 965.46    |
| APPLE INC                       | 20.00000  | 193.9241                 | 02/02/10         | 12/01/10   | 6,334.69 | 3,878.48               | 2,456.21  |
| BARRICK GOLD CORP               | 250.00000 | 40.1513                  | 10/08/09         | 01/21/10   | 9,362.67 | 10,037.83              | -675.16   |

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# Realized Gain/Loss

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As of Date: 2/11/11

Account Number: 3249-9677  
FLEMING FOUNDATION  
(KNOTT MGD)

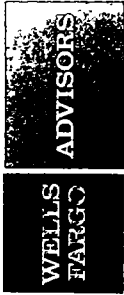
| Short Term<br>DESCRIPTION | Continued | QUANTITY  | ADJ PRICE/<br>ORIG PRICE | DATE<br>ACQUIRED | CLOSE DATE | PROCEEDS  | ADJ COST/<br>ORIG COST | GAIN/LOSS |
|---------------------------|-----------|-----------|--------------------------|------------------|------------|-----------|------------------------|-----------|
| <b>Subtotal</b>           |           | 20.00000  | 37.7770                  | 10/23/09         | 01/21/10   | 749.02    | 755.54                 | -6.52     |
| BEST BUY CO INC           |           | 270.00000 |                          |                  |            | 10,111.69 | 10,793.37              | -681.68   |
| BUNGE LTD                 |           | 145.00000 | 33.8470                  | 09/10/10         | 12/01/10   | 6,175.99  | 4,907.82               | 1,268.17  |
| CHEVRON CORPORATION       |           | 55.00000  | 61.8627                  | 12/01/10         | 12/01/10   | 3,398.94  | 3,402.45               | -3.51     |
| CONOCOPHILLIPS            |           | 30.00000  | 79.4435                  | 01/07/10         | 12/01/10   | 2,482.45  | 2,383.31               | 99.14     |
| CVS CAREMARK CORP         |           | 40.00000  | 51.9782                  | 10/23/09         | 01/07/10   | 2,109.99  | 2,079.13               | 30.86     |
| DIRECTV                   |           | 110.00000 | 29.5775                  | 11/12/09         | 03/11/10   | 3,797.94  | 3,253.53               | 544.41    |
| CLASS A COMMON            |           | 180.00000 | 33.8595                  | 03/22/10         | 09/10/10   | 7,187.63  | 6,094.71               | 1,092.92  |
| DUN & BRADSTREET CORP     |           | 110.00000 | 75.0352                  | 08/13/09         | 02/12/10   | 7,755.09  | 8,253.87               | -498.78   |
| DEL NEW                   |           | 90.00000  | 46.6624                  | 01/19/10         | 08/18/10   | 4,336.56  | 4,199.62               | 136.94    |
| ECOLAB INC                |           | 45.00000  | 46.6624                  | 01/19/10         | 12/01/10   | 2,158.16  | 2,099.81               | 58.35     |
|                           |           | 95.00000  | 46.6624                  | 01/19/10         | 12/07/10   | 4,462.32  | 4,432.92               | 29.40     |
| <b>Subtotal</b>           |           | 230.00000 |                          |                  |            | 10,957.04 | 10,732.35              | 224.69    |
| ETFS GOLD TRUST ETF       |           | 20.00000  | 125.2400                 | 06/25/10         | 12/01/10   | 2,766.55  | 2,504.80               | 261.75    |
| EXXON MOBIL CORP          |           | 3.00000   | 67.0628                  | 11/01/10         | 12/22/10   | 218.31    | 201.19                 | 17.12     |
| GOLDMAN SACHS GROUP INC   |           | 25.00000  | 178.3736                 | 04/13/10         | 12/01/10   | 3,964.18  | 4,459.34               | -495.16   |
| MARKET VECTOR GOLD MINERS |           | 70.00000  | 56.8549                  | 10/07/10         | 12/01/10   | 4,222.32  | 3,979.85               | 242.47    |
| MONSANTO CO NEW           |           | 35.00000  | 81.4590                  | 06/19/09         | 06/01/10   | 1,733.18  | 2,851.07               | -1,117.89 |
|                           |           | 30.00000  | 74.9138                  | 10/23/09         | 06/01/10   | 1,485.60  | 2,247.42               | -761.82   |
| <b>Subtotal</b>           |           | 65.00000  |                          |                  |            | 3,218.78  | 5,098.49               | -1,879.71 |
| NOBLE CORP BAAR           |           | 75.00000  | 37.6563                  | 11/09/10         | 12/01/10   | 2,600.20  | 2,824.23               | -224.03   |
| NAMEN-AKT                 |           | 120.00000 | 35.8520                  | 07/13/10         | 12/01/10   | 5,758.90  | 4,302.24               | 1,456.66  |
| QUALCOMM INC              |           |           |                          |                  |            |           |                        |           |



## Realized Gain/Loss

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As of Date: 2/11/11



Account Number: 3249-9677  
FLEMING FOUNDATION  
(KNOTT MGD)

| Short Term <i>Continued</i>        |                  |                          |                  |            |                     |                        |
|------------------------------------|------------------|--------------------------|------------------|------------|---------------------|------------------------|
| DESCRIPTION                        | QUANTITY         | ADJ PRICE/<br>ORIG PRICE | DATE<br>ACQUIRED | CLOSE DATE | PROCEEDS            | ADJ COST/<br>ORIG COST |
| SUNCOR ENERGY INC NEW              | 120.00000        | 34.4917                  | 11/22/10         | 12/01/10   | 4,164.30            | 4,139.01               |
| WAL-MART STORES INC                | 95.00000         | 54.9443                  | 01/13/10         | 12/01/10   | 5,201.16            | 5,219.71               |
| WEAHRFORD INTERNATIONAL<br>LTD REG | 270.00000        | 20.3497                  | 08/27/09         | 01/27/10   | 4,342.89            | 5,494.42               |
| <b>Total - Short Term</b>          |                  |                          |                  |            | <b>\$105,893.08</b> | <b>\$102,795.62</b>    |
| Gain/Loss                          |                  |                          |                  |            |                     |                        |
|                                    |                  |                          |                  |            |                     | -1,151.53              |
|                                    |                  |                          |                  |            |                     | <b>\$3,097.46</b>      |
| Long Term                          |                  |                          |                  |            |                     |                        |
| DESCRIPTION                        | QUANTITY         | ADJ PRICE/<br>ORIG PRICE | DATE<br>ACQUIRED | CLOSE DATE | PROCEEDS            | ADJ COST/<br>ORIG COST |
| ACTIVISION BLIZZARD INC            | 360.00000        | 11.8443                  | 08/04/09         | 12/01/10   | 4,346.41            | 4,263.95               |
|                                    | 15.00000         | 12.8438                  | 08/06/09         | 12/01/10   | 181.11              | 192.66                 |
| <b>Subtotal</b>                    | <b>375.00000</b> |                          |                  |            | <b>4,527.52</b>     | <b>4,456.61</b>        |
| Gain/Loss                          |                  |                          |                  |            |                     |                        |
|                                    |                  |                          |                  |            |                     | 82.46                  |
|                                    |                  |                          |                  |            |                     | -11.55                 |
|                                    |                  |                          |                  |            |                     | <b>70.91</b>           |
| AIR PRODUCTS & CHEMICALS           |                  |                          |                  |            |                     |                        |
| AT & T INC                         | 60.00000         | 77.2478                  | 04/26/07         | 08/18/10   | 4,591.30            | 4,634.87               |
| CONOCOPHILLIPS                     | 15.00000         | 86.4534                  | 09/12/08         | 08/18/10   | 1,147.83            | 1,296.81               |
| CVS CAREMARK CORP                  | 45.00000         | 86.4534                  | 09/12/08         | 10/07/10   | 3,713.61            | 3,890.39               |
| <b>Subtotal</b>                    | <b>120.00000</b> |                          |                  |            | <b>9,452.74</b>     | <b>9,822.07</b>        |
| Gain/Loss                          |                  |                          |                  |            |                     |                        |
|                                    |                  |                          |                  |            |                     | -369.33                |
|                                    |                  |                          |                  |            |                     | -1,520.24              |
|                                    |                  |                          |                  |            |                     | <b>-3,930.46</b>       |
| DANAHER CORP                       |                  |                          |                  |            |                     |                        |
| DANAHER CORP                       | 170.00000        | 33.0971                  | 09/22/06         | 01/27/10   | 5,538.93            | 5,626.50               |
| DEVON ENERGY CORP NEW              | 5.00000          | 28.8807                  | 11/03/06         | 01/27/10   | 162.91              | 144.41                 |
|                                    | 155.00000        | 28.8807                  | 11/03/06         | 03/11/10   | 5,351.62            | 4,476.50               |
| <b>Subtotal</b>                    | <b>330.00000</b> |                          |                  |            | <b>11,053.46</b>    | <b>10,247.41</b>       |
| Gain/Loss                          |                  |                          |                  |            |                     |                        |
|                                    |                  |                          |                  |            |                     | 806.05                 |
|                                    |                  |                          |                  |            |                     | 1,264.15               |
|                                    |                  |                          |                  |            |                     | -1,334.95              |
|                                    |                  |                          |                  |            |                     | -1,062.68              |
|                                    |                  |                          |                  |            |                     | -1,571.00              |
|                                    |                  |                          |                  |            |                     | <b>-3,968.63</b>       |

001 / DICG / DI43

**Account Number: 3249-9677  
FLEMING FOUNDATION  
(KNOTT MGD)**

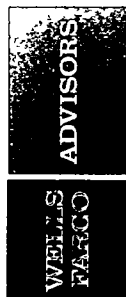
| Long Term                              | Continued |                          |                  |            |           |                        |           |  |  |
|----------------------------------------|-----------|--------------------------|------------------|------------|-----------|------------------------|-----------|--|--|
| DESCRIPTION                            | QUANTITY  | ADJ PRICE/<br>ORIG PRICE | DATE<br>ACQUIRED | CLOSE DATE | PROCEEDS  | ADJ COST/<br>ORIG COST | GAIN/LOSS |  |  |
| EXXON MOBIL CORP                       | 70.00000  | 89.6957                  | 05/13/08         | 01/04/10   | 4,841.93  | 6,278.70               | -1,436.77 |  |  |
|                                        | 25.00000  | 89.6957                  | 05/13/08         | 12/01/10   | 1,780.22  | 2,242.39               | -462.17   |  |  |
|                                        | 30.00000  | 87.3597                  | 07/01/08         | 12/01/10   | 2,136.27  | 2,620.79               | -484.52   |  |  |
|                                        | 0.27400   | 68.8910                  | 07/25/08         | 06/29/10   | 15.88     | 18.88                  | -3.00     |  |  |
|                                        | 50.00000  | 68.8910                  | 07/25/08         | 12/01/10   | 3,560.45  | 3,444.56               | 115.89    |  |  |
|                                        | 42.00000  | 68.8910                  | 07/25/08         | 12/22/10   | 3,056.31  | 2,893.42               | 162.89    |  |  |
|                                        | 10.00000  | 73.5279                  | 10/23/09         | 12/22/10   | 727.70    | 735.28                 | -7.58     |  |  |
| Subtotal                               | 227.27400 |                          |                  |            | 16,118.76 | 18,234.02              | -2,115.26 |  |  |
| GILEAD SCIENCES INC                    | 60.00000  | 45.8249                  | 10/30/08         | 11/09/10   | 2,321.80  | 2,749.50               | -427.70   |  |  |
|                                        | 85.00000  | 45.8249                  | 10/30/08         | 12/01/10   | 3,158.54  | 3,895.11               | -736.57   |  |  |
| Subtotal                               | 145.00000 |                          |                  |            | 5,480.34  | 6,644.61               | -1,164.27 |  |  |
| GOOGLE INC CL A                        | 10.00000  | 307.5654                 | 03/10/09         | 12/01/10   | 5,683.50  | 3,075.66               | 2,607.84  |  |  |
| HEWLETT-PACKARD COMPANY                | 60.00000  | 52.2281                  | 10/09/07         | 12/01/10   | 2,555.95  | 3,133.69               | -577.74   |  |  |
| INTERNATIONAL BUSINESS<br>MACHINE CORP | 55.00000  | 95.8517                  | 01/19/07         | 07/13/10   | 7,148.43  | 5,271.85               | 1,876.58  |  |  |
|                                        | 10.00000  | 95.8517                  | 01/19/07         | 08/03/10   | 1,306.27  | 958.51                 | 347.76    |  |  |
|                                        | 40.00000  | 100.9902                 | 04/26/07         | 08/03/10   | 5,225.11  | 4,039.61               | 1,185.50  |  |  |
| Subtotal                               | 105.00000 |                          |                  |            | 13,679.81 | 10,269.97              | 3,409.84  |  |  |
| JPMORGAN CHASE & CO                    | 80.00000  | 28.4466                  | 04/02/09         | 12/01/10   | 3,047.94  | 2,275.73               | 772.21    |  |  |
| LIFE TECHNOLOGIES CORP                 | 85.00000  | 25.3070                  | 01/15/09         | 12/01/10   | 4,374.02  | 2,151.10               | 2,222.92  |  |  |
| MASTERCARD INC CL A                    | 15.00000  | 201.8067                 | 08/04/09         | 12/01/10   | 3,700.13  | 3,027.11               | 673.02    |  |  |
| MICROSOFT CORP                         | 195.00000 | 24.2700                  | 04/28/06         | 12/01/10   | 5,101.25  | 4,732.65               | 368.60    |  |  |
| MONSANTO CO NEW                        | 45.00000  | 76.8159                  | 11/14/08         | 06/01/10   | 2,228.37  | 3,456.72               | -1,228.35 |  |  |
|                                        | 45.00000  | 66.0767                  | 12/22/08         | 06/01/10   | 2,228.38  | 2,973.45               | -745.07   |  |  |
| Subtotal                               | 90.00000  |                          |                  |            | 4,456.75  | 6,430.17               | -1,973.42 |  |  |
| ORACLE CORPORATION                     | 220.00000 | 19.4715                  | 11/20/06         | 04/13/10   | 5,751.51  | 4,283.73               | 1,467.78  |  |  |



## Realized Gain/Loss

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| Long Term<br>DESCRIPTION            | Continued       | QUANTITY         | ADJ PRICE/<br>ORIG PRICE | DATE<br>ACQUIRED | CLOSE DATE | PROCEEDS            | ADJ COST/<br>ORIG COST | GAIN/LOSS         |
|-------------------------------------|-----------------|------------------|--------------------------|------------------|------------|---------------------|------------------------|-------------------|
|                                     |                 | 25.00000         | 21.9404                  | 09/21/07         | 04/13/10   | 653.59              | 548.52                 | 105.07            |
|                                     |                 | 140.00000        | 21.9404                  | 09/21/07         | 12/01/10   | 3,869.94            | 3,071.65               | 798.29            |
|                                     |                 | 10.00000         | 21.7684                  | 09/21/09         | 12/01/10   | 276.43              | 217.69                 | 58.74             |
|                                     | <b>Subtotal</b> | <b>395.00000</b> |                          |                  |            | <b>10,551.47</b>    | <b>8,121.59</b>        | <b>2,429.88</b>   |
| PEPSICO INCORPORATED                |                 | 70.00000         | 56.7382                  | 10/05/05         | 04/29/10   | 4,560.81            | 3,971.68               | 589.13            |
|                                     |                 | 85.00000         | 56.7382                  | 10/05/05         | 11/30/10   | 5,498.97            | 4,822.74               | 676.23            |
|                                     |                 | 45.00000         | 59.8504                  | 05/23/06         | 11/30/10   | 2,911.22            | 2,693.27               | 217.95            |
|                                     |                 | 10.00000         | 60.8780                  | 10/23/09         | 11/30/10   | 646.94              | 608.78                 | 38.16             |
|                                     | <b>Subtotal</b> | <b>210.00000</b> |                          |                  |            | <b>13,617.94</b>    | <b>12,096.47</b>       | <b>1,521.47</b>   |
| STATE STR CORP                      |                 | 75.00000         | 31.4718                  | 04/02/09         | 05/11/10   | 3,225.29            | 2,360.39               | 864.90            |
| TEVA PHARMACEUTICAL<br>ADR INDS LTD |                 | 85.00000         | 34.2363                  | 01/25/07         | 04/22/10   | 5,223.24            | 2,910.09               | 2,313.15          |
|                                     |                 | 50.00000         | 34.2363                  | 01/25/07         | 12/01/10   | 2,501.95            | 1,711.82               | 790.13            |
|                                     | <b>Subtotal</b> | <b>135.00000</b> |                          |                  |            | <b>7,725.19</b>     | <b>4,621.91</b>        | <b>3,103.28</b>   |
| THERMO FISHER SCIENTIFIC<br>INC     |                 | 105.00000        | 59.9590                  | 08/21/08         | 11/19/10   | 5,383.48            | 6,295.70               | -912.22           |
|                                     |                 | 110.00000        | 37.1320                  | 10/27/08         | 11/19/10   | 5,639.85            | 4,084.52               | 1,555.33          |
|                                     | <b>Subtotal</b> | <b>215.00000</b> |                          |                  |            | <b>11,023.33</b>    | <b>10,380.22</b>       | <b>643.11</b>     |
| TOTAL S.A. SPONS ADR                |                 | 85.00000         | 87.5380                  | 05/29/08         | 01/04/10   | 5,598.25            | 7,440.73               | -1,842.48         |
|                                     |                 | 20.00000         | 83.3314                  | 07/01/08         | 01/04/10   | 1,317.24            | 1,666.63               | -349.39           |
|                                     |                 | 20.00000         | 83.3314                  | 07/01/08         | 12/01/10   | 992.38              | 1,666.63               | -674.25           |
|                                     | <b>Subtotal</b> | <b>125.00000</b> |                          |                  |            | <b>7,907.87</b>     | <b>10,773.99</b>       | <b>-2,866.12</b>  |
| VISA INC CLASS A                    |                 | 40.00000         | 68.9488                  | 08/04/09         | 12/01/10   | 3,007.14            | 2,757.96               | 249.18            |
| <b>Total - Long Term</b>            |                 |                  |                          |                  |            | <b>\$172,438.17</b> | <b>\$169,916.28</b>    | <b>\$2,521.89</b> |

WELLS FARGO  
ADVISORS

## IMPORTANT INFORMATION - PLEASE READ THIS PAGE

The following pages are NOT tax forms and NONE of this information is provided to the Internal Revenue Service. The information is provided to you for courtesy purposes only to assist with completing your federal, state or local tax return. Please consult with your Tax Advisor for more information.

If we must issue an amended form because of receipt of dividend reclassification or other changes after your original tax package was printed, please note the following:

- \* The amended Summary form will include the Realized Gain/Loss Summary and the information may include updates if adjustments are made prior to the amendment being issued.

Wells Fargo Advisors (WFA) is the trade name used by two separate registered broker-dealers and non-bank affiliates of Wells Fargo & Company, providing certain retail securities brokerage services. Wells Fargo Advisors, LLC and Wells Fargo Advisors Financial Network, LLC (WFAFN), Members FINRA/SIPC. Any other referenced entity is a separate entity from WFA. Brokerage account(s) carried by First Clearing, LLC, Member FINRA/SIPC. We are not a legal or tax advisor. However, our advisors will be glad to work with you, your accountant, tax advisor and/or attorney to help you meet your financial goals.

**Investment and insurance products:**

| NOT FDIC-Insured | NO Bank Guarantee | MAY Lose Value |
|------------------|-------------------|----------------|
|------------------|-------------------|----------------|

# Realized Gain/Loss

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FLEMING FOUNDATION  
(CAL CV)

## Important Realized Gain/Loss Information

This information is provided for courtesy purposes only. Each individual taxpayer should consult with a tax advisor as to any additional reporting requirements or adjustments. NO COST BASIS OR REALIZED GAIN/LOSS INFORMATION IS PROVIDED TO THE IRS, NOR IS THIS INFORMATION VERIFIED OR GUARANTEED BY FIRST CLEARING, LLC TO BE ACCURATE FOR EACH TAXPAYER'S UNIQUE REPORTING REQUIREMENTS. THEREFORE, YOU SHOULD NEVER ASSUME THIS STATEMENT IS ACCURATE IN LIEU OF COMPLETING SCHEDULE D OF YOUR TAX RETURN AND CONSULTING WITH YOUR TAX ADVISOR.

Federal tax reporting requirements will create differences between the information presented here and what appears on your Form 1099-B, including but not limited to the following situations:

- \* Cost basis for many fixed income tax lots has been amortized (for securities purchased at a premium) or accreted (for securities purchased at a discount), when possible, for applicable securities. For securities that were purchased at an Original Issue Discount (OID), only those positions whose cost basis has been adjusted will reflect the impacts of the OID accruals on the original cost basis. The original issue discount amount reported on your Form 1099-OID is not adjusted for market discount, acquisition premium or bond premium. Therefore, the amortization and accretion adjustments used on this statement may not be consistent with the Form 1099-OID amount because the reporting requirements on the Form 1099-OID are different.
- \* The Original Price represents the unadjusted price of the security. The Original Price can be used to calculate the original unadjusted cost of the security.
- \* Short sales are reportable on Form 1099-B before the position is closed
- \* Long-term capital gains reported by a RIC or REIT appear on Form 1099-DIV only, as noted in the instructions for that form.
- \* Lots closed due to transfers or journals will not be reflected in the Realized Gain/Loss Statement, or on the Form 1099-B.

### Realized Gain/Loss Summary

|                                   | THIS YEAR<br>GAIN  | THIS YEAR<br>LOSS  | THIS YEAR<br>NET  |
|-----------------------------------|--------------------|--------------------|-------------------|
| Short term                        | 4,811.21           | -392.33            | 4,418.88          |
| Long term                         | 5,921.35           | -1,431.31          | 4,490.04          |
| <b>Total - Realized Gain/Loss</b> | <b>\$10,732.56</b> | <b>-\$1,823.64</b> | <b>\$8,908.92</b> |

### Realized Gain/Loss Detail for Year

| Short Term<br>DESCRIPTION                                                                                                             | QUANTITY    | ADJ PRICE/<br>ORIG PRICE | DATE<br>ACQUIRED | CLOSE DATE | PROCEEDS | ADJ COST/<br>ORIG COST | GAIN/LOSS |
|---------------------------------------------------------------------------------------------------------------------------------------|-------------|--------------------------|------------------|------------|----------|------------------------|-----------|
| ACTUANT CORPORATION<br>CONVERTIBLE NOTES<br>CALLABLE<br>CPN 2.000% DUE 11/15/23<br>DTD 11/10/03 FC 05/15/04<br>PUT 11/15/10 @ 100.000 | 1,000.00000 | 105.0000                 | 11/11/09         | 03/04/10   | 1,060.00 | 1,050.00               | 10.00     |

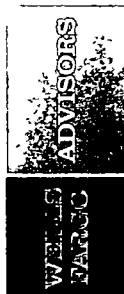


## Realized Gain/Loss

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FLEMING FOUNDATION  
(CAL CV)



| Short Term               | Continued | DESCRIPTION | QUANTITY        | ADJ PRICE/<br>ORIG PRICE | DATE<br>ACQUIRED | CLOSE DATE | PROCEEDS      | ADJ COST/<br>ORIG COST | GAIN/LOSS     |
|--------------------------|-----------|-------------|-----------------|--------------------------|------------------|------------|---------------|------------------------|---------------|
| AFIL MANAGERS            |           |             |                 |                          |                  |            |               |                        |               |
| DUE 4/15/36              |           |             |                 |                          |                  |            |               |                        |               |
| CONVERTIBLE              |           |             | 10.00000        | 39.7099                  | 01/27/10         | 03/03/10   | 397.49        | 397.10                 | 0.39          |
| AFFILIATED MANAGERS      |           |             |                 |                          |                  |            |               |                        |               |
| GROUP                    |           |             | 5.00000         | 62.2243                  | 01/28/10         | 03/03/10   | 369.44        | 311.12                 | 58.32         |
| ALLEGHENY TECHS INC      |           |             |                 |                          |                  |            |               |                        |               |
| CONVERTIBLE SENIOR NOTE  |           |             |                 |                          |                  |            |               |                        |               |
| NON CALL LIFE            |           |             |                 |                          |                  |            |               |                        |               |
| CPN 4.250% DUE 06/01/14  |           |             |                 |                          |                  |            |               |                        |               |
| DTD 06/02/09 FC 12/01/09 |           |             | 1,000.00000     | 115.7065                 | 06/16/09         | 03/04/10   | 1,360.00      | 1,157.06               | 202.94        |
| AMGEN INC                |           |             |                 |                          |                  |            |               |                        |               |
| SR CONVERTIBLE NOTES     |           |             |                 |                          |                  |            |               |                        |               |
| LINKED TO AMGN           |           |             |                 |                          |                  |            |               |                        |               |
| CPN 0.375% DUE 02/01/13  |           |             |                 |                          |                  |            |               |                        |               |
| DTD 08/01/06 FC 02/01/07 |           |             | 1,000.00000     | 100.9375                 | 12/10/09         | 03/04/10   | 1,002.50      | 1,009.38               | -6.88         |
| ANGLO AMERICAN PLC ADR   |           |             |                 |                          |                  |            |               |                        |               |
|                          |           |             | 25.00000        | 13.3371                  | 06/19/09         | 01/27/10   | 477.41        | 333.43                 | 143.98        |
|                          |           |             | 20.00000        | 13.3371                  | 06/19/09         | 03/03/10   | 386.79        | 266.73                 | 120.06        |
|                          |           |             | <b>45.00000</b> |                          |                  |            | <b>864.20</b> | <b>600.16</b>          | <b>264.04</b> |
| Subtotal                 |           |             |                 |                          |                  |            |               |                        |               |
| APACHE CORP COMMON       |           |             | 9.00000         | 76.6033                  | 07/20/09         | 03/03/10   | 962.17        | 689.43                 | 272.74        |
| BECKMAN COULTER INC      |           |             |                 |                          |                  |            |               |                        |               |
| SR CONVERTIBLE NTS       |           |             |                 |                          |                  |            |               |                        |               |
| CALLABLE                 |           |             |                 |                          |                  |            |               |                        |               |
| CPN 2.500% DUE 12/15/36  |           |             |                 |                          |                  |            |               |                        |               |
| DTD 12/15/06 FC 06/15/07 |           |             | 1,000.00000     | 99.3600                  | 04/21/09         | 03/04/10   | 1,165.00      | 993.60                 | 171.40        |
| PUT 12/15/13 @ 100.000   |           |             | 17.00000        | 25.3910                  | 04/14/09         | 03/03/10   | 613.35        | 431.64                 | 181.71        |
| CARNIVAL CORP            |           |             |                 |                          |                  |            |               |                        |               |
| CHARLES RIVER LABORATORI |           |             |                 |                          |                  |            |               |                        |               |
| SR NT CONVERTIBLE        |           |             |                 |                          |                  |            |               |                        |               |
| CPN 2.250% DUE 06/15/13  |           |             | 1,000.00000     | 85.4741                  | 05/13/09         | 01/04/10   | 974.62        | 854.74                 | 119.88        |
| DTD 06/12/06 FC 12/15/06 |           |             |                 |                          |                  |            |               |                        |               |

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## Realized Gain/Loss

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| Short Term                                                                                                                                              | Continued | QUANTITY        | ADJ PRICE/<br>ORIG PRICE | DATE<br>ACQUIRED | CLOSE DATE | PROCEEDS        | ADJ COST/<br>ORIG COST | GAIN/LOSS     |
|---------------------------------------------------------------------------------------------------------------------------------------------------------|-----------|-----------------|--------------------------|------------------|------------|-----------------|------------------------|---------------|
| CHESAPEAKE ENERGY CORP<br>REVERSE CONVERTIBLE<br>SENIOR NOTES CALLABLE<br>CPN 2.500% DUE 05/15/37<br>DTD 05/15/07 FC 11/15/07<br>PUT 05/15/17 @ 100.000 |           | 2,000.00000     | 72.3207                  | 04/28/09         | 03/04/10   | 1,727.50        | 1,446.41               | 281.09        |
| DEVON ENERGY CORP NEW                                                                                                                                   |           | 10.00000        | 69.1947                  | 11/19/09         | 03/03/10   | 704.09          | 691.95                 | 12.14         |
|                                                                                                                                                         |           | 5.00000         | 75.1000                  | 01/04/10         | 03/03/10   | 352.04          | 375.50                 | -23.46        |
|                                                                                                                                                         |           | 7.00000         | 75.9317                  | 01/07/10         | 03/03/10   | 492.87          | 531.52                 | -38.65        |
| <b>Subtotal</b>                                                                                                                                         |           | <b>22.00000</b> |                          |                  |            | <b>1,549.00</b> | <b>1,598.97</b>        | <b>-49.97</b> |
| DST SYSTEMS INC<br>CONVERTIBLE BONDS<br>LINKED TO DST<br>CPN 4.125% DUE 08/15/23<br>DTD 10/06/09 FC 02/15/10<br>CALL 08/15/13 @ 100.000                 |           | 2,000.00000     | 109.1000                 | 10/01/09         | 03/04/10   | 2,016.40        | 2,182.00               | -165.60       |
| EATON CORPORATION                                                                                                                                       |           | 15.00000        | 62.7263                  | 11/19/09         | 03/03/10   | 1,076.53        | 940.90                 | 135.63        |
| ENSCO INTL LTD<br>SPONSORED ADR                                                                                                                         |           | 20.00000        | 42.1750                  | 05/14/09         | 03/03/10   | 916.78          | 843.50                 | 73.28         |
| FREEMONT-MCMORAN PFD<br>COPPER & GOLD NUMBER INC<br>CONV                                                                                                |           | 8.00000         | 92.1466                  | 07/23/09         | 03/03/10   | 890.54          | 737.17                 | 153.37        |
|                                                                                                                                                         |           | 7.00000         | 120.4400                 | 12/03/09         | 03/03/10   | 779.23          | 843.08                 | -63.85        |
| <b>Subtotal</b>                                                                                                                                         |           | <b>15.00000</b> |                          |                  |            | <b>1,669.77</b> | <b>1,580.25</b>        | <b>89.52</b>  |
| HALLIBURTON COMPANY                                                                                                                                     |           | 25.00000        | 29.8808                  | 11/20/09         | 02/09/10   | 739.41          | 747.02                 | -7.61         |
| INVITROGEN CORPORATION<br>SENIOR NOTES<br>CONVERTIBLE CALLABLE<br>CPN 1.500% DUE 02/15/24<br>DTD 08/15/04 FC 02/15/05<br>PUT 02/15/12 @ 100.000         |           | 1,000.00000     | 107.0169                 | 08/06/09         | 03/04/10   | 1,162.50        | 1,070.17               | 92.33         |



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WELLS  
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| Short Term                                                           | Continued   |                          |                  |            |          |                        |           |  |  |
|----------------------------------------------------------------------|-------------|--------------------------|------------------|------------|----------|------------------------|-----------|--|--|
| DESCRIPTION                                                          | QUANTITY    | ADJ PRICE/<br>ORIG PRICE | DATE<br>ACQUIRED | CLOSE DATE | PROCEEDS | ADJ COST/<br>ORIG COST | GAIN/LOSS |  |  |
| JPMORGAN CHASE & CO                                                  | 20.00000    | 40.8500                  | 02/23/10         | 03/03/10   | 833.98   | 817.00                 | 16.98     |  |  |
| L-3 COMMUNICATIONS HLDGS<br>INC                                      | 10.00000    | 70.3024                  | 07/16/09         | 03/03/10   | 928.58   | 703.02                 | 225.56    |  |  |
| LINEAR TECHNOLOGY CORP<br>CONVERTIBLE SENIOR NOTES<br>SER A CALLABLE |             |                          |                  |            |          |                        |           |  |  |
| CPN 3.000% DUE 05/01/27                                              | 2,000.00000 | 96.0100                  | 09/29/09         | 02/04/10   | 1,907.50 | 1,920.20               | -12.70    |  |  |
| DTD 04/24/07 FC 11/01/07                                             | 1,000.00000 | 96.0100                  | 09/29/09         | 03/04/10   | 956.00   | 960.10                 | -4.10     |  |  |
| PUT 05/01/14 @ 100.000                                               | 3,000.00000 |                          |                  |            | 2,863.50 | 2,880.30               | -16.80    |  |  |
| <b>Subtotal</b>                                                      |             |                          |                  |            |          |                        |           |  |  |
| MAXTOR CORP<br>CONV DEBENTURES LNKD TO<br>STX CALLABLE               |             |                          |                  |            |          |                        |           |  |  |
| CPN 2.375% DUE 08/15/12                                              |             |                          |                  |            |          |                        |           |  |  |
| DTD 08/15/05 FC 02/15/06                                             |             |                          |                  |            |          |                        |           |  |  |
| CALL 08/15/11 @ 100.340                                              | 1,000.00000 | 107.2034                 | 09/25/09         | 03/04/10   | 1,242.50 | 1,072.03               | 170.47    |  |  |
| MEDTRONIC INC                                                        | 10.00000    | 41.8365                  | 02/11/10         | 03/03/10   | 449.39   | 418.37                 | 31.02     |  |  |
| MEDTRONIC INC<br>CONVERTIBLE NOTES                                   |             |                          |                  |            |          |                        |           |  |  |
| CPN 1.625% DUE 04/15/13                                              |             |                          |                  |            |          |                        |           |  |  |
| DTD 04/18/06 FC 10/15/06                                             | 2,000.00000 | 104.5538                 | 12/16/09         | 03/04/10   | 2,095.00 | 2,091.08               | 3.92      |  |  |
| MICRON TECHNOLOGY INC<br>CONVERTIBLE NOTES                           |             |                          |                  |            |          |                        |           |  |  |
| CPN 1.875% DUE 06/01/14                                              |             |                          |                  |            |          |                        |           |  |  |
| DTD 05/23/07 FC 12/01/07                                             | 1,000.00000 | 87.7500                  | 02/04/10         | 03/04/10   | 906.25   | 877.50                 | 28.75     |  |  |
| MYLAN LABORATORIES INC<br>CONV SENIOR NOTES<br>LNKD TO MYL           |             |                          |                  |            |          |                        |           |  |  |
| CPN 1.250% DUE 03/15/12                                              |             |                          |                  |            |          |                        |           |  |  |
| DTD 03/07/07 FC 09/15/07                                             | 1,000.00000 | 99.0000                  | 10/20/09         | 03/03/10   | 1,067.50 | 990.00                 | 77.50     |  |  |

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## Realized Gain/Loss

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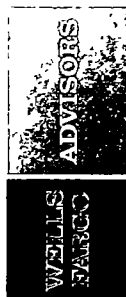
| Short Term               | Continued   |                          |                  |            |          |                        |           |  |  |
|--------------------------|-------------|--------------------------|------------------|------------|----------|------------------------|-----------|--|--|
| DESCRIPTION              | QUANTITY    | ADJ PRICE/<br>ORIG PRICE | DATE<br>ACQUIRED | CLOSE DATE | PROCEEDS | ADJ COST/<br>ORIG COST | GAIN/LOSS |  |  |
| NAVISTAR INTL CORP       |             |                          |                  |            |          |                        |           |  |  |
| CONV NOTES LNKD TO NAV   |             |                          |                  |            |          |                        |           |  |  |
| CPN 3 000% DUE 10/15/14  |             |                          |                  |            |          |                        |           |  |  |
| DTD 10/28/09 FC 04/15/10 | 1,000.00000 | 101.8180                 | 02/05/10         | 03/04/10   | 1,059.38 | 1,018.18               | 41.20     |  |  |
| NETAPP INC               |             |                          |                  |            |          |                        |           |  |  |
| CONVERTIBLE SENIOR NOTE  |             |                          |                  |            |          |                        |           |  |  |
| CPN 1 750% DUE 06/01/13  |             |                          |                  |            |          |                        |           |  |  |
| DTD 06/10/08 FC 12/01/09 | 2,000.00000 | 96.5000                  | 07/31/09         | 03/04/10   | 2,325.00 | 1,930.00               | 395.00    |  |  |
| NOBLE ENERGY INC         |             |                          |                  |            |          |                        |           |  |  |
|                          | 4.00000     | 54.6137                  | 07/10/09         | 01/06/10   | 299.90   | 218.46                 | 81.44     |  |  |
|                          | 11.00000    | 54.6137                  | 07/10/09         | 03/03/10   | 809.03   | 600.74                 | 208.29    |  |  |
| Subtotal                 | 15.00000    |                          |                  |            | 1,108.93 | 819.20                 | 289.73    |  |  |
| ON SEMICONDUCTOR CORP    |             |                          |                  |            |          |                        |           |  |  |
| REVERSE CONV SR NOTES    |             |                          |                  |            |          |                        |           |  |  |
| LNKD TO ONNN CALLABLE    |             |                          |                  |            |          |                        |           |  |  |
| CPN 2 625% DUE 12/15/26  |             |                          |                  |            |          |                        |           |  |  |
| DTD 12/15/06 FC 06/15/07 | 1,000.00000 | 88.6710                  | 07/07/09         | 03/04/10   | 1,041.25 | 886.71                 | 154.54    |  |  |
| PUT 12/15/13 @ 100.000   |             |                          |                  |            |          |                        |           |  |  |
| PARKER-HANNIFIN CORP     |             |                          |                  |            |          |                        |           |  |  |
|                          | 7.00000     | 55.4338                  | 02/09/10         | 03/03/10   | 442.39   | 388.04                 | 54.35     |  |  |
| PLACER DOME INC          |             |                          |                  |            |          |                        |           |  |  |
| SENIOR NOTES             |             |                          |                  |            |          |                        |           |  |  |
| CONVERTIBLE CALLABLE     |             |                          |                  |            |          |                        |           |  |  |
| CPN 2 750% DUE 10/15/23  |             |                          |                  |            |          |                        |           |  |  |
| DTD 10/10/03 FC 10/15/04 |             |                          |                  |            |          |                        |           |  |  |
| PUT 10/15/13 @ 100.000   | 1,000.00000 | 136.9073                 | 06/22/09         | 01/29/10   | 1,475.99 | 1,369.07               | 106.92    |  |  |
| REINSURANCE GRP 5 75%PFD |             |                          |                  |            |          |                        |           |  |  |
| PUBLIC                   |             |                          |                  |            |          |                        |           |  |  |
| SERIES UNIT CONVERTIBLE  | 15.00000    | 47.2800                  | 07/02/09         | 03/03/10   | 934.63   | 709.20                 | 225.43    |  |  |



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| Short Term                                                                 | Continued | QUANTITY    | ADJ PRICE/<br>ORIG PRICE | DATE<br>ACQUIRED | CLOSE DATE | PROCEEDS | ADJ COST/<br>ORIG COST | GAIN/LOSS |
|----------------------------------------------------------------------------|-----------|-------------|--------------------------|------------------|------------|----------|------------------------|-----------|
| SCHLUMBERGER LIMITED<br>DEBENTURES<br>CALLABLE                             |           |             |                          |                  |            |          |                        |           |
| CPN 2 125% DUE 06/01/23                                                    |           | 1,000.00000 | 154.5173                 | 06/15/09         | 03/04/10   | 1,569.24 | 1,545.17               | 24.07     |
| DTD 06/09/03 FC 12/01/03                                                   |           |             |                          |                  |            |          |                        |           |
| PUT 06/01/10 @ 100 000                                                     |           |             |                          |                  |            |          |                        |           |
| STRYKER CORP                                                               |           | 8.00000     | 51.7662                  | 02/09/10         | 03/03/10   | 437.91   | 414.13                 | 23.78     |
| SUNCOR ENERGY INC NEW                                                      |           | 18.00000    | 33.7969                  | 06/16/09         | 02/16/10   | 538.86   | 608.34                 | -69.48    |
| TECH DATA CORP<br>CONVERTIBLE DEBENTURES<br>LNKD TO TECD CALLABLE          |           |             |                          |                  |            |          |                        |           |
| CPN 2 750% DUE 12/15/26                                                    |           |             |                          |                  |            |          |                        |           |
| DTD 12/20/06 FC 06/15/07                                                   |           |             |                          |                  |            |          |                        |           |
| PUT 12/15/11 @ 100 000                                                     |           | 2,000.00000 | 102.8550                 | 02/04/10         | 03/04/10   | 2,085.00 | 2,057.10               | 27.90     |
| TRANSOCEAN INC<br>CONV SR UNSECURED NOTES<br>LNKD TO C CALLABLE            |           |             |                          |                  |            |          |                        |           |
| CPN 1 500% DUE 12/15/37                                                    |           |             |                          |                  |            |          |                        |           |
| DTD 12/11/07 FC 06/15/08                                                   |           |             |                          |                  |            |          |                        |           |
| PUT 12/14/12 @ 100 000                                                     |           | 2,000.00000 | 88.4000                  | 06/16/09         | 03/04/10   | 1,917.60 | 1,768.00               | 149.60    |
| VALE CAPITAL II PFD<br>GTD NOTE SER VALE 2012<br>CONVERTIBLE DUE 6/15/12   |           | 10.00000    | 51.0313                  | 07/08/09         | 03/03/10   | 843.18   | 510.31                 | 332.87    |
| VALE CAPITAL II PFD<br>GTD NOTE SER VALE P 2012<br>CONVERTIBLE DUE 6/15/12 |           | 10.00000    | 62.9960                  | 08/26/09         | 03/03/10   | 846.48   | 629.96                 | 216.52    |

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Account Number: 3249-9679  
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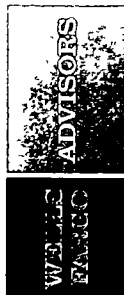
| Short Term               |             | Continued                |                  |            |             |                        |           |  |  |  |            |  |  |
|--------------------------|-------------|--------------------------|------------------|------------|-------------|------------------------|-----------|--|--|--|------------|--|--|
| DESCRIPTION              | QUANTITY    | ADJ PRICE/<br>ORIG PRICE | DATE<br>ACQUIRED | CLOSE DATE | PROCEEDS    | ADJ COST/<br>ORIG COST | GAIN/LOSS |  |  |  |            |  |  |
| VERISIGN INC             |             |                          |                  |            |             |                        |           |  |  |  |            |  |  |
| CONV JR SUBORDINATED     |             |                          |                  |            |             |                        |           |  |  |  |            |  |  |
| CPN 3 250% DUE 08/15/37  |             |                          |                  |            |             |                        |           |  |  |  |            |  |  |
| DTD 08/15/07 FC 08/15/08 | 1,000.00000 | 83.1650                  | 05/12/09         | 03/04/10   | 915.00      | 831.65                 |           |  |  |  | 83.35      |  |  |
| WELLS FARGO & CO 7 5%    |             |                          |                  |            |             |                        |           |  |  |  |            |  |  |
| PERP CONV CL A SER L     |             |                          |                  |            |             |                        |           |  |  |  |            |  |  |
| NON-CUMULATIVE           | 1.00000     | 852.5000                 | 08/27/09         | 03/03/10   | 954.99      | 852.50                 |           |  |  |  | 102.49     |  |  |
| Total - Short Term       |             |                          |                  |            | \$48,509.19 | \$44,090.31            |           |  |  |  | \$4,418.88 |  |  |
| Long Term                |             |                          |                  |            |             |                        |           |  |  |  |            |  |  |
| DESCRIPTION              | QUANTITY    | ADJ PRICE/<br>ORIG PRICE | DATE<br>ACQUIRED | CLOSE DATE | PROCEEDS    | ADJ COST/<br>ORIG COST | GAIN/LOSS |  |  |  |            |  |  |
| ALCON INC                | 5.00000     | 141.2021                 | 07/11/07         | 03/03/10   | 812.48      | 706.01                 |           |  |  |  | 106.47     |  |  |
| ALLIANT TECHSYSTEMS INC  |             |                          |                  |            |             |                        |           |  |  |  |            |  |  |
| CONVERTIBLE SENIOR SUB   |             |                          |                  |            |             |                        |           |  |  |  |            |  |  |
| NOTES                    |             |                          |                  |            |             |                        |           |  |  |  |            |  |  |
| CPN 2 750% DUE 09/15/11  |             |                          |                  |            |             |                        |           |  |  |  |            |  |  |
| DTD 09/12/06 FC 03/15/07 | 1,000.00000 | 109.3750                 | 03/19/07         | 03/04/10   | 1,026.25    | 1,093.75               |           |  |  |  | -67.50     |  |  |
| AMAZON COM INC           | 5.00000     | 55.4225                  | 01/06/09         | 03/03/10   | 626.99      | 277.11                 |           |  |  |  | 349.88     |  |  |
| ANIXTER INTL INC         |             |                          |                  |            |             |                        |           |  |  |  |            |  |  |
| CONVERTIBLE SENIOR NOTES |             |                          |                  |            |             |                        |           |  |  |  |            |  |  |
| CPN 1 000% DUE 02/15/13  |             |                          |                  |            |             |                        |           |  |  |  |            |  |  |
| DTD 02/16/07 FC 08/15/07 | 1,000.00000 | 122.4730                 | 07/29/08         | 03/04/10   | 923.75      | 1,224.73               |           |  |  |  | -300.98    |  |  |
| ARCHER DANIELS           |             |                          |                  |            |             |                        |           |  |  |  |            |  |  |
| SENIOR NOTES             |             |                          |                  |            |             |                        |           |  |  |  |            |  |  |
| CPN 0 875% DUE 02/15/14  |             |                          |                  |            |             |                        |           |  |  |  |            |  |  |
| DTD 02/22/07 FC 08/15/07 | 1,000.00000 | 106.6832                 | 11/16/07         | 03/04/10   | 1,003.75    | 1,066.83               |           |  |  |  | -63.08     |  |  |
| ARCHER DANIELS 6 25% PFD |             |                          |                  |            |             |                        |           |  |  |  |            |  |  |
| CONV 06/01/11 SER        |             |                          |                  |            |             |                        |           |  |  |  |            |  |  |
| PRX/SHR=\$47.83          | 30.00000    | 33.0300                  | 11/18/08         | 03/03/10   | 1,252.78    | 990.90                 |           |  |  |  | 261.88     |  |  |



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| Long Term                         | Continued   |                          |                  |            |          |                        |           |  |  |
|-----------------------------------|-------------|--------------------------|------------------|------------|----------|------------------------|-----------|--|--|
| DESCRIPTION                       | QUANTITY    | ADJ PRICE/<br>ORIG PRICE | DATE<br>ACQUIRED | CLOSE DATE | PROCEEDS | ADJ COST/<br>ORIG COST | GAIN/LOSS |  |  |
| BANK OF AMERICA 7 25%<br>SERIES L |             |                          |                  |            |          |                        |           |  |  |
| CONVERTIBLE 12/31/49              | 1.00000     | 1,075.6500               | 04/08/08         | 03/03/10   | 917.98   | 1,075.65               | -157.67   |  |  |
| BEST BUY                          |             |                          |                  |            |          |                        |           |  |  |
| COMPANY GUARNT                    |             |                          |                  |            |          |                        |           |  |  |
| CALLABLE                          |             |                          |                  |            |          |                        |           |  |  |
| CPN 2 250% DUE 01/15/22           |             |                          |                  |            |          |                        |           |  |  |
| DTD 01/15/02 FC 07/15/02          |             |                          |                  |            |          |                        |           |  |  |
| PUT 01/15/12 @ 100 000            | 1,000.00000 | 75.2790                  | 10/16/08         | 03/04/10   | 1,052.50 | 752.79                 | 299.71    |  |  |
| BLACKROCK INC                     | 4.00000     | 114.8761                 | 02/11/09         | 03/03/10   | 872.62   | 459.50                 | 413.12    |  |  |
| BUNGE LTD                         |             |                          |                  |            |          |                        |           |  |  |
| CONVERTIBLE PREFERRED             | 10.00000    | 60.5510                  | 12/19/08         | 03/04/10   | 887.48   | 605.51                 | 281.97    |  |  |
| CACI INTERNATIONAL INC            |             |                          |                  |            |          |                        |           |  |  |
| CONV SENIOR NOTES                 |             |                          |                  |            |          |                        |           |  |  |
| CPN 2 125% DUE 05/01/14           |             |                          |                  |            |          |                        |           |  |  |
| DTD 05/16/07 FC 11/01/07          | 1,000.00000 | 87.7286                  | 11/10/08         | 03/04/10   | 1,077.50 | 877.28                 | 200.22    |  |  |
| CAMERON INTL CORP                 |             |                          |                  |            |          |                        |           |  |  |
| CONVERTIBLE NOTES                 |             |                          |                  |            |          |                        |           |  |  |
| CALLABLE                          |             |                          |                  |            |          |                        |           |  |  |
| CPN 2 500% DUE 06/15/26           |             |                          |                  |            |          |                        |           |  |  |
| DTD 05/26/06 FC 12/15/06          |             |                          |                  |            |          |                        |           |  |  |
| PUT 06/15/11 @ 100 000            | 1,000.00000 | 101.7670                 | 02/12/09         | 03/04/10   | 1,355.63 | 1,017.67               | 337.96    |  |  |
| CARNIVAL CORP                     |             |                          |                  |            |          |                        |           |  |  |
| DEBENTURES                        |             |                          |                  |            |          |                        |           |  |  |
| CONVERTIBLE                       |             |                          |                  |            |          |                        |           |  |  |
| CPN 2 000% DUE 04/15/21           |             |                          |                  |            |          |                        |           |  |  |
| DTD 04/25/01 FC 10/15/01          | 1,000.00000 | 125.4620                 | 12/15/06         | 03/04/10   | 1,060.00 | 1,254.62               | -194.62   |  |  |
| PUT 04/15/11 @ 100 000            | 35.00000    | 28.5791                  | 01/12/07         | 03/03/10   | 864.13   | 1,000.26               | -136.13   |  |  |
| CISCO SYSTEMS INC                 |             |                          |                  |            |          |                        |           |  |  |

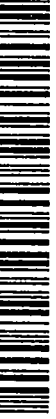
# Realized Gain/Loss

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Account Number: 3249-9679  
FLEMING FOUNDATION  
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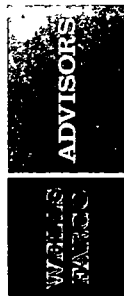
| Long Term                | Continued   |                          |                  |            |          |                        |           |  |  |
|--------------------------|-------------|--------------------------|------------------|------------|----------|------------------------|-----------|--|--|
| DESCRIPTION              | QUANTITY    | ADJ PRICE/<br>ORIG PRICE | DATE<br>ACQUIRED | CLOSE DATE | PROCEEDS | ADJ COST/<br>ORIG COST | GAIN/LOSS |  |  |
| DANAHER CORP             |             |                          |                  |            |          |                        |           |  |  |
| SENIOR NOTES             |             |                          |                  |            |          |                        |           |  |  |
| CALLABLE                 |             |                          |                  |            |          |                        |           |  |  |
| CPN 0.000% DUE 01/22/21  | 1,000.00000 | 107.5843                 | 12/20/06         | 03/04/10   | 1,103.80 | 1,075.84               | 27.96     |  |  |
| DTD 01/22/01             | 1,000.00000 | 119.2264                 | 07/21/08         | 03/04/10   | 1,103.80 | 1,192.26               | -88.46    |  |  |
| CALL 01/22/12 @ 80.857   | 2,000.00000 |                          |                  |            | 2,207.60 | 2,268.10               | -60.50    |  |  |
| <b>Subtotal</b>          |             |                          |                  |            |          |                        |           |  |  |
| EBAY INC                 | 25.00000    | 30.0125                  | 06/05/08         | 03/03/10   | 587.99   | 750.31                 | -162.32   |  |  |
| EMC CORP                 |             |                          |                  |            |          |                        |           |  |  |
| CONVERTIBLE NOTES LNKD   |             |                          |                  |            |          |                        |           |  |  |
| TO EMC                   |             |                          |                  |            |          |                        |           |  |  |
| CPN 1.750% DUE 12/01/13  |             |                          |                  |            |          |                        |           |  |  |
| DTD 11/17/06 FC 06/01/07 | 2,000.00000 | 96.3400                  | 02/03/09         | 03/04/10   | 2,471.25 | 1,926.80               | 544.45    |  |  |
| FISHER SCIENTIFIC INTL   |             |                          |                  |            |          |                        |           |  |  |
| SR SUB NOTES             |             |                          |                  |            |          |                        |           |  |  |
| CALLABLE                 |             |                          |                  |            |          |                        |           |  |  |
| CPN 3.250% DUE 03/01/24  |             |                          |                  |            |          |                        |           |  |  |
| DTD 03/03/04 FC 09/01/04 |             |                          |                  |            |          |                        |           |  |  |
| PUT 03/01/11 @ 100.000   | 1,000.00000 | 130.6250                 | 12/18/06         | 03/04/10   | 1,304.38 | 1,306.25               | -1.87     |  |  |
| HEALTH CARE REIT INC     |             |                          |                  |            |          |                        |           |  |  |
| CONV SENIOR NOTES LNKD   |             |                          |                  |            |          |                        |           |  |  |
| TO HCN CALLABLE          |             |                          |                  |            |          |                        |           |  |  |
| CPN 4.750% DUE 07/15/27  |             |                          |                  |            |          |                        |           |  |  |
| DTD 07/20/07 FC 01/15/08 |             |                          |                  |            |          |                        |           |  |  |
| CALL 07/15/12 @ 100.000  | 2,000.00000 | 108.9550                 | 09/04/08         | 03/04/10   | 2,180.00 | 2,179.10               | 0.90      |  |  |
| INTEL CORP               |             |                          |                  |            |          |                        |           |  |  |
| CONVERTIBLE NOTE         |             |                          |                  |            |          |                        |           |  |  |
| SER INTC                 |             |                          |                  |            |          |                        |           |  |  |
| CPN 2.950% DUE 12/15/35  |             |                          |                  |            |          |                        |           |  |  |
| DTD 12/16/05 FC 06/15/06 | 2,000.00000 | 103.3512                 | 10/09/07         | 03/04/10   | 1,900.00 | 2,067.02               | -167.02   |  |  |



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| Long Term<br>DESCRIPTION                                                                                                                                       | Continued | QUANTITY    | ADJ PRICE/<br>ORIG PRICE | DATE<br>ACQUIRED | CLOSE DATE | PROCEEDS | ADJ COST/<br>ORIG COST | GAIN/LOSS |
|----------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------|-------------|--------------------------|------------------|------------|----------|------------------------|-----------|
| L-3 COMMUNICATIONS CORP<br>CONVERTIBLE CONTINGENT<br>DEBT SECS-CODES CALLABLE<br>CPN 3 000% DUE 08/01/35<br>DTD 07/29/05 FC 02/01/06<br>PUT 02/01/11 @ 100 000 |           | 1,000.00000 | 105.1730                 | 10/06/08         | 03/03/10   | 1,053.13 | 1,051.73               | 1.40      |
| MOLSON COORS BREWING CO<br>CONVERTIBLE SENIOR NOTES<br>CPN 2 500% DUE 07/30/13<br>DTD 06/15/07 FC 07/30/07                                                     |           | 1,000.00000 | 104.2000                 | 07/23/07         | 03/04/10   | 1,074.46 | 1,042.00               | 32.46     |
| MYLAN INC 6 50% PFD<br>DUE 11/15/10<br>CONV UNTIL 11/15/10                                                                                                     |           | 1.00000     | 846.2179                 | 02/23/09         | 03/03/10   | 1,273.48 | 846.21                 | 427.27    |
| NEWMONT MINING CORP<br>CONVERTIBLE SENIOR NOTES<br>LNKD TO NEM<br>CPN 1 625% DUE 07/15/17<br>DTD 07/17/07 FC 01/15/08                                          |           | 2,000.00000 | 109.2990                 | 02/13/09         | 03/04/10   | 2,587.50 | 2,185.98               | 401.52    |
| NOBLE CORP BAAR<br>NAMEN-AKT                                                                                                                                   |           | 23.00000    | 27.3330                  | 01/27/09         | 03/03/10   | 1,016.12 | 628.65                 | 387.47    |
| SYBASE INC<br>CONVERTIBLE NOTES<br>CALLABLE<br>CPN 1 750% DUE 02/22/25<br>DTD 02/22/05 FC 08/22/05<br>CALL 03/01/10 @ 100 000                                  |           | 1,000.00000 | 122.4440                 | 01/29/08         | 02/03/10   | 1,652.12 | 1,224.44               | 427.68    |
| SYMANTEC CORP<br>CONV SENIOR NOTES LNKD<br>TO SYMC<br>CPN 1 000% DUE 06/15/13<br>DTD 06/16/06 FC 12/15/06                                                      |           | 1,000.00000 | 116.2279                 | 05/02/08         | 03/03/10   | 1,070.62 | 1,162.28               | -91.66    |
|                                                                                                                                                                |           | 2,000.00000 | 96.2830                  | 02/11/09         | 03/03/10   | 2,141.26 | 1,925.66               | 215.60    |

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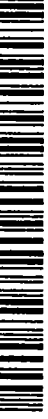
# Realized Gain/Loss

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(CAL CV)

| Long Term                | Continued          |                          |                  |            |                    |                        |                   |  |  |
|--------------------------|--------------------|--------------------------|------------------|------------|--------------------|------------------------|-------------------|--|--|
| DESCRIPTION              | QUANTITY           | ADJ PRICE/<br>ORIG PRICE | DATE<br>ACQUIRED | CLOSE DATE | PROCEEDS           | ADJ COST/<br>ORIG COST | GAIN/LOSS         |  |  |
| <b>Subtotal</b>          | <b>3,000.00000</b> |                          |                  |            | <b>3,211.88</b>    | <b>3,087.94</b>        | <b>123.94</b>     |  |  |
| TEVA PHARMACEUT FIN BV   |                    |                          |                  |            |                    |                        |                   |  |  |
| DEBENTURES               |                    |                          |                  |            |                    |                        |                   |  |  |
| CALLABLE                 |                    |                          |                  |            |                    |                        |                   |  |  |
| CPN 0.250% DUE 02/01/24  |                    |                          |                  |            |                    |                        |                   |  |  |
| DTD 01/27/04 FC 08/01/04 |                    |                          |                  |            |                    |                        |                   |  |  |
| PUT 02/01/14 @ 100.000   | 1,000.00000        | 108.8125                 | 02/01/07         | 03/04/10   | 1,767.50           | 1,088.12               | 679.38            |  |  |
| TEVA PHARMACEUT FIN BV   |                    |                          |                  |            |                    |                        |                   |  |  |
| BONDS                    |                    |                          |                  |            |                    |                        |                   |  |  |
| SERIES D CALLABLE        |                    |                          |                  |            |                    |                        |                   |  |  |
| CPN 1.750% DUE 02/01/26  |                    |                          |                  |            |                    |                        |                   |  |  |
| DTD 01/31/06 FC 08/01/06 |                    |                          |                  |            |                    |                        |                   |  |  |
| PUT 02/01/11 @ 100.000   | 1,000.00000        | 110.5625                 | 06/24/08         | 03/04/10   | 1,282.50           | 1,105.63               | 176.87            |  |  |
| TRANSCOCEAN LTD          |                    |                          |                  |            |                    |                        |                   |  |  |
| ORDINARY SHARES          | 10.00000           | 53.2392                  | 12/18/08         | 03/03/10   | 814.88             | 532.39                 | 282.49            |  |  |
| UNITED TECHNOLOGIES CORP | 10.00000           | 63.5300                  | 09/15/08         | 03/03/10   | 699.99             | 635.30                 | 64.69             |  |  |
| <b>Total - Long Term</b> |                    |                          |                  |            | <b>\$40,818.62</b> | <b>\$36,328.58</b>     | <b>\$4,490.04</b> |  |  |





# Realized Gain/Loss

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Amended Date: 3/11/11

Account Number: 3249-9683  
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## Important Realized Gain/Loss Information

This information is provided for courtesy purposes only. Each individual taxpayer should consult with a tax advisor as to any additional reporting requirements or adjustments. NO COST BASIS OR REALIZED GAIN/LOSS INFORMATION IS PROVIDED TO THE IRS, NOR IS THIS INFORMATION VERIFIED OR GUARANTEED BY FIRST CLEARING, LLC TO BE ACCURATE FOR EACH TAXPAYER'S UNIQUE REPORTING REQUIREMENTS. THEREFORE, YOU SHOULD NEVER ASSUME THIS STATEMENT IS ACCURATE IN LIEU OF COMPLETING SCHEDULE D OF YOUR TAX RETURN AND CONSULTING WITH YOUR TAX ADVISOR.

Federal tax reporting requirements will create differences between the information presented here and what appears on your Form 1099-B, including but not limited to the following situations:

- \* Cost basis for many fixed income tax lots has been amortized (for securities purchased at a premium) or accreted (for securities purchased at a discount), when possible, for applicable securities. For securities that were purchased at an Original Issue Discount (OID), only those positions whose cost basis has been adjusted will reflect the impacts of the OID accruals on the original cost basis. The original issue discount amount reported on your Form 1099-OID is not adjusted for market discount, acquisition premium or bond premium. Therefore, the amortization and accretion adjustments used on this statement may not be consistent with the Form 1099-OID amount because the reporting requirements on the Form 1099-OID are different.
- \* The Original Price represents the unadjusted price of the security. The Original Price can be used to calculate the original unadjusted cost of the security.
- \* Short sales are reportable on Form 1099-B before the position is closed.
- \* Long-term capital gains reported by a RIC or REIT appear on Form 1099-DIV only, as noted in the instructions for that form.
- \* Lots closed due to transfers or journals will not be reflected in the Realized Gain/Loss Statement, or on the Form 1099-B.

### Realized Gain/Loss Summary

|                                   | THIS YEAR<br>GAIN  | THIS YEAR<br>LOSS    | THIS YEAR<br>NET    |
|-----------------------------------|--------------------|----------------------|---------------------|
| Short term                        | 38,136.01          | -30,589.34           | 7,546.67            |
| Long term                         | 60,119.50          | -78,269.98           | -18,150.48          |
| <b>Total - Realized Gain/Loss</b> | <b>\$98,255.51</b> | <b>-\$108,859.32</b> | <b>-\$10,603.81</b> |

### Realized Gain/Loss Detail for Year

| DESCRIPTION                             | QUANTITY  | ADJ PRICE/<br>ORIG PRICE | DATE<br>ACQUIRED | CLOSE DATE | PROCEEDS | ADJ COST/<br>ORIG COST | GAIN/LOSS |
|-----------------------------------------|-----------|--------------------------|------------------|------------|----------|------------------------|-----------|
| ABB LTD - SPONS ADR                     | 55.00000  | 19.6720<br>20.1460       | 01/07/10         | 11/23/10   | 1,080.02 | 1,081.96<br>1,108.03   | -1.94     |
| ACCENTURE PLC IRELAND<br>SHARES CLASS A | 237.00000 | 41.7147                  | 02/02/10         | 08/23/10   | 8,945.17 | 9,886.38               | -941.21   |
| AKAMAI TECH INC                         | 133.00000 | 25.0235                  | 11/16/09         | 07/30/10   | 5,062.01 | 3,328.13               | 1,733.88  |



## Realized Gain/Loss

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Amended Date: 3/11/11

Account Number: 3249-9683  
FLEMING FOUNDATION  
(CAL GR)

ADVISORS

| Short Term<br>DESCRIPTION      | Continued | QUANTITY  | ADJ PRICE/<br>ORIG PRICE | DATE<br>ACQUIRED | CLOSE DATE | PROCEEDS  | ADJ COST/<br>ORIG COST | GAIN/LOSS |
|--------------------------------|-----------|-----------|--------------------------|------------------|------------|-----------|------------------------|-----------|
| <b>Subtotal</b>                |           | 172.00000 | 25.0235                  | 11/16/09         | 08/02/10   | 6,426.64  | 4,304.04               | 2,122.60  |
| <b>Subtotal</b>                |           | 305.00000 |                          |                  |            | 11,488.65 | 7,632.17               | 3,856.48  |
| ALEXION PHARMACEUTICALS<br>INC |           | 90.00000  | 44.0540                  | 07/31/09         | 05/17/10   | 4,621.42  | 3,964.86               | 656.56    |
|                                |           | 58.00000  | 44.0540                  | 07/31/09         | 05/18/10   | 2,961.19  | 2,555.13               | 406.06    |
| <b>Subtotal</b>                |           | 148.00000 |                          |                  |            | 7,582.61  | 6,519.99               | 1,062.62  |
| ALIGN TECH INC                 |           | 260.00000 | 16.0151                  | 05/20/10         | 10/27/10   | 4,379.67  | 4,163.93               | 215.74    |
|                                |           | 178.00000 | 15.9150                  | 05/21/10         | 10/27/10   | 2,998.40  | 2,832.87               | 165.53    |
| <b>Subtotal</b>                |           | 438.00000 |                          |                  |            | 7,378.07  | 6,996.80               | 381.27    |
| ATHEROS COMMUNICATIONS         |           | 280.00000 | 26.2868                  | 08/26/10         | 12/17/10   | 9,510.25  | 7,360.30               | 2,149.95  |
| ATWOOD OCEANICS INC            |           | 125.00000 | 38.8566                  | 10/22/09         | 09/08/10   | 3,278.35  | 4,857.08               | -1,578.73 |
|                                |           | 35.00000  | 39.1960                  | 10/23/09         | 09/08/10   | 917.94    | 1,371.86               | -453.92   |
|                                |           | 34.00000  | 39.1960                  | 10/23/09         | 09/09/10   | 898.58    | 1,332.66               | -434.08   |
| <b>Subtotal</b>                |           | 194.00000 |                          |                  |            | 5,094.87  | 7,561.60               | -2,466.73 |
| AVON PRODUCTS INC              |           | 69.00000  | 32.7915                  | 01/19/10         | 11/10/10   | 1,964.93  | 2,262.62               | -297.69   |
|                                |           | 6.00000   | 32.7915                  | 01/19/10         | 12/22/10   | 174.77    | 196.74                 | -21.97    |
|                                |           | 106.00000 | 32.2619                  | 01/20/10         | 12/22/10   | 3,087.77  | 3,419.76               | -331.99   |
|                                |           | 50.00000  | 31.7999                  | 08/02/10         | 12/22/10   | 1,456.49  | 1,590.00               | -133.51   |
|                                |           | 129.00000 | 31.4804                  | 08/03/10         | 12/22/10   | 3,757.77  | 4,060.97               | -303.20   |
| <b>Subtotal</b>                |           | 360.00000 |                          |                  |            | 10,441.73 | 11,530.09              | -1,088.36 |
| BAIDU INC ADR                  |           | 23.00000  | 136.4903                 | 02/24/09         | 02/02/10   | 9,760.80  | 3,139.28               | 6,621.52  |
| BLACKROCK INC                  |           | 10.00000  | 154.6113                 | 05/27/09         | 02/10/10   | 2,098.86  | 1,546.12               | 552.74    |
|                                |           | 34.00000  | 154.6113                 | 05/27/09         | 04/12/10   | 7,008.76  | 5,256.78               | 1,751.98  |
| <b>Subtotal</b>                |           | 44.00000  |                          |                  |            | 9,107.62  | 6,802.90               | 2,304.72  |
| BLUE COAT SYSTEMS INC          |           | 90.00000  | 29.8138                  | 01/21/10         | 05/28/10   | 1,977.30  | 2,683.24               | -705.94   |
|                                |           | 45.00000  | 29.8138                  | 01/21/10         | 06/01/10   | 947.93    | 1,341.62               | -393.69   |

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# Realized Gain/Loss

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Amended Date: 3/11/11

Account Number: 3249-9683  
FLEMING FOUNDATION  
(CAL GR)

| Short Term                      | Continued       | QUANTITY         | ADJ PRICE/<br>ORIG PRICE | DATE<br>ACQUIRED | CLOSE DATE | PROCEEDS         | ADJ COST/<br>ORIG COST | GAIN/LOSS        |
|---------------------------------|-----------------|------------------|--------------------------|------------------|------------|------------------|------------------------|------------------|
| DESCRIPTION                     |                 |                  |                          |                  |            |                  |                        |                  |
|                                 |                 | 121.00000        | 29.5693                  | 01/22/10         | 06/01/10   | 2,548.90         | 3,577.89               | -1,028.99        |
|                                 | <b>Subtotal</b> | <b>256.00000</b> |                          |                  |            | <b>5,474.13</b>  | <b>7,602.75</b>        | <b>-2,128.62</b> |
| BUCYRUS INTERNATIONAL<br>INC    |                 | 123.00000        | 29.6435                  | 09/01/09         | 03/16/10   | 7,898.81         | 3,646.15               | 4,252.66         |
|                                 |                 | 151.00000        | 49.9855                  | 05/21/10         | 10/27/10   | 9,965.77         | 7,547.81               | 2,417.96         |
|                                 | <b>Subtotal</b> | <b>274.00000</b> |                          |                  |            | <b>17,864.58</b> | <b>11,193.96</b>       | <b>6,670.62</b>  |
| CAMERON INTERNATNL CRP          |                 | 155.00000        | 28.6014                  | 06/17/09         | 05/03/10   | 6,318.17         | 4,433.22               | 1,884.95         |
| CHICOS FAS INC                  |                 | 300.00000        | 13.6986                  | 01/19/10         | 07/07/10   | 2,997.18         | 4,109.58               | -1,112.40        |
|                                 |                 | 266.00000        | 13.5856                  | 01/20/10         | 07/07/10   | 2,657.51         | 3,613.77               | -956.26          |
|                                 | <b>Subtotal</b> | <b>566.00000</b> |                          |                  |            | <b>5,654.69</b>  | <b>7,723.35</b>        | <b>-2,068.66</b> |
| CORE LABORATORIES INC           |                 | 40.00000         | 85.7683                  | 09/16/10         | 11/01/10   | 3,109.28         | 3,430.73               | -321.45          |
|                                 |                 | 15.00000         | 85.9970                  | 09/17/10         | 11/01/10   | 1,165.98         | 1,289.96               | -123.98          |
|                                 |                 | 38.00000         | 85.9970                  | 09/17/10         | 11/02/10   | 2,937.93         | 3,267.88               | -329.95          |
|                                 | <b>Subtotal</b> | <b>93.00000</b>  |                          |                  |            | <b>7,213.19</b>  | <b>7,988.57</b>        | <b>-775.38</b>   |
| DEVON ENERGY CORP NEW           |                 | 78.00000         | 69.2719                  | 11/19/09         | 08/20/10   | 4,847.75         | 5,403.21               | -555.46          |
|                                 |                 | 133.00000        | 76.5933                  | 01/05/10         | 08/20/10   | 8,266.04         | 10,186.91              | -1,920.87        |
|                                 | <b>Subtotal</b> | <b>211.00000</b> |                          |                  |            | <b>13,113.79</b> | <b>15,590.12</b>       | <b>-2,476.33</b> |
| EBAY INC                        |                 | 230.00000        | 22.3443                  | 06/11/10         | 08/18/10   | 5,131.82         | 5,139.19               | -7.37            |
| ENSCO INTL LTD<br>SPONSORED ADR |                 | 29.00000         | 42.1750                  | 01/21/09         | 01/05/10   | 1,247.58         | 1,223.08               | 24.50            |
| HALLIBURTON COMPANY             |                 | 195.00000        | 28.7226                  | 08/18/10         | 11/08/10   | 6,386.02         | 5,600.91               | 785.11           |
|                                 |                 | 57.00000         | 28.3742                  | 08/19/10         | 11/08/10   | 1,866.69         | 1,617.33               | 249.36           |
|                                 | <b>Subtotal</b> | <b>252.00000</b> |                          |                  |            | <b>8,252.71</b>  | <b>7,218.24</b>        | <b>1,034.47</b>  |
| HOSPIRA INC                     |                 | 142.00000        | 50.4999                  | 02/04/10         | 07/29/10   | 7,293.70         | 7,170.99               | 122.71           |
| ITRON INC                       |                 | 129.00000        | 60.0245                  | 08/03/10         | 12/14/10   | 7,221.60         | 7,743.16               | -521.56          |
| ITT CORP                        |                 | 85.00000         | 52.0247                  | 09/30/09         | 02/04/10   | 4,146.83         | 4,422.11               | -275.28          |



## Realized Gain/Loss

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Account Number: 3249-9683  
FLEMING FOUNDATION  
(CAL GR)

| Short Term<br>DESCRIPTION       | Continued | QUANTITY         | ADJ PRICE/<br>ORIG PRICE | DATE<br>ACQUIRED | CLOSE DATE | PROCEEDS         | ADJ COST/<br>ORIG COST | GAIN/LOSS        |
|---------------------------------|-----------|------------------|--------------------------|------------------|------------|------------------|------------------------|------------------|
| LKQ CORP                        |           | 51.00000         | 52.0247                  | 09/30/09         | 02/05/10   | 2,490.37         | 2,653.25               | -162.88          |
| <b>Subtotal</b>                 |           | <b>136.00000</b> |                          |                  |            | <b>6,637.20</b>  | <b>7,075.36</b>        | <b>-438.16</b>   |
|                                 |           | 90.00000         | 13.2701                  | 03/02/09         | 02/01/10   | 1,679.70         | 1,194.31               | 485.39           |
|                                 |           | 115.00000        | 13.2701                  | 03/02/09         | 02/02/10   | 2,184.46         | 1,526.07               | 658.39           |
|                                 |           | 135.00000        | 13.2701                  | 03/02/09         | 02/03/10   | 2,510.23         | 1,791.46               | 718.77           |
|                                 |           | 44.00000         | 13.2701                  | 03/02/09         | 02/04/10   | 800.47           | 583.88                 | 216.59           |
| <b>Subtotal</b>                 |           | <b>384.00000</b> |                          |                  |            | <b>7,174.86</b>  | <b>5,095.72</b>        | <b>2,079.14</b>  |
| MASTERCARD INC CL A             |           | 30.00000         | 257.0759                 | 01/04/10         | 06/04/10   | 5,989.40         | 7,712.28               | -1,722.88        |
| MEDTRONIC INC                   |           | 170.00000        | 42.1608                  | 02/10/10         | 08/31/10   | 5,353.39         | 7,167.34               | -1,813.95        |
| MINDRAY MEDICAL INTL LTD<br>ADR |           | 135.00000        | 32.8281                  | 11/06/09         | 08/12/10   | 3,519.09         | 4,431.79               | -912.70          |
|                                 |           | 89.00000         | 32.9972                  | 11/09/09         | 08/12/10   | 2,320.00         | 2,936.75               | -616.75          |
| <b>Subtotal</b>                 |           | <b>224.00000</b> |                          |                  |            | <b>5,839.09</b>  | <b>7,368.54</b>        | <b>-1,529.45</b> |
| NOBLE CORP BAAR<br>NAMEN-AKT    |           | 105.00000        | 44.6121<br>44.6585       | 01/08/10         | 03/25/10   | 4,234.82         | 4,684.28<br>4,689.14   | -449.46          |
| NVIDIA CORP                     |           | 567.00000        | 12.8485                  | 11/20/09         | 08/16/10   | 5,200.49         | 7,285.10               | -2,084.61        |
| OCCIDENTAL PETE CORP            |           | 95.00000         | 83.6195                  | 03/25/10         | 07/29/10   | 7,412.88         | 7,943.86               | -530.98          |
|                                 |           | 97.00000         | 83.6195                  | 03/25/10         | 10/01/10   | 7,837.07         | 8,111.08               | -274.01          |
|                                 |           | 85.00000         | 79.3789                  | 05/21/10         | 10/01/10   | 6,867.55         | 6,747.21               | 120.34           |
| <b>Subtotal</b>                 |           | <b>277.00000</b> |                          |                  |            | <b>22,117.50</b> | <b>22,802.15</b>       | <b>-684.65</b>   |
| PERFECT WORLD CO LTD ADR        |           | 120.00000        | 41.5934                  | 12/16/09         | 03/29/10   | 4,406.73         | 4,991.21               | -584.48          |
|                                 |           | 55.00000         | 41.4290                  | 12/17/09         | 03/29/10   | 2,019.76         | 2,278.60               | -258.84          |
| <b>Subtotal</b>                 |           | <b>175.00000</b> |                          |                  |            | <b>6,426.49</b>  | <b>7,269.81</b>        | <b>-843.32</b>   |
| PERKINELMER INC                 |           | 175.00000        | 17.2862                  | 06/30/09         | 02/03/10   | 3,626.67         | 3,025.09               | 601.58           |
|                                 |           | 90.00000         | 17.2862                  | 06/30/09         | 02/04/10   | 1,801.34         | 1,555.75               | 245.59           |

Short Term Continued

| Short Term               | Continued |                          |                  |            |              |                        |            |
|--------------------------|-----------|--------------------------|------------------|------------|--------------|------------------------|------------|
| DESCRIPTION              | QUANTITY  | ADJ PRICE/<br>ORIG PRICE | DATE<br>ACQUIRED | CLOSE DATE | PROCEEDS     | ADJ COST/<br>ORIG COST | GAIN/LOSS  |
| PRIDE INTL INC           | 95.00000  | 17.5132                  | 07/01/09         | 02/04/10   | 1,901.42     | 1,663.75               | 237.67     |
|                          | 360.00000 |                          |                  |            | 7,329.43     | 6,244.59               | 1,084.84   |
|                          | Subtotal  |                          |                  |            |              |                        |            |
|                          | 260.00000 | 23.4866                  | 06/19/09         | 01/08/10   | 8,806.54     | 6,106.54               | 2,700.00   |
|                          | 75.00000  | 23.4866                  | 06/19/09         | 01/11/10   | 2,501.68     | 1,761.50               | 740.18     |
|                          | 335.00000 |                          |                  |            | 11,308.22    | 7,868.04               | 3,440.18   |
| SCHLUMBERGER LTD         | 182.00000 | 57.2661                  | 06/16/09         | 03/11/10   | 11,609.10    | 10,422.43              | 1,186.67   |
| SEAGATE TECHNOLOGY PLC   | 478.00000 | 13.8297                  | 08/31/09         | 07/23/10   | 6,123.64     | 6,610.60               | -486.96    |
| SEI INVESTMENTS CO       | 235.00000 | 22.7609                  | 05/05/10         | 08/04/10   | 4,636.84     | 5,348.81               | -711.97    |
|                          | 129.00000 | 22.7442                  | 05/06/10         | 08/04/10   | 2,545.33     | 2,934.00               | -388.67    |
|                          | 364.00000 |                          |                  |            | 7,182.17     | 8,282.81               | -1,100.64  |
|                          | Subtotal  |                          |                  |            |              |                        |            |
| SKECHERS USA INC         | 185.00000 | 36.2456                  | 08/02/10         | 10/28/10   | 3,583.99     | 6,705.44               | -3,121.45  |
| SUNCOR ENERGY INC NEW    | 273.00000 | 29.7903                  | 06/25/09         | 02/16/10   | 8,178.40     | 8,132.75               | 45.65      |
| SUNPOWER CORP CL A       | 145.00000 | 30.3084                  | 09/28/09         | 03/08/10   | 2,959.56     | 4,394.72               | -1,435.16  |
| VMWARE INC CLASS A       | 55.00000  | 48.0588                  | 02/23/10         | 06/30/10   | 3,442.51     | 2,643.24               | 799.27     |
|                          | 99.00000  | 48.0588                  | 02/23/10         | 07/01/10   | 6,165.18     | 4,757.82               | 1,407.36   |
|                          | 154.00000 |                          |                  |            | 9,607.69     | 7,401.06               | 2,206.63   |
|                          | Subtotal  |                          |                  |            |              |                        |            |
| WARNER CHILCOTT PLC CL A | 280.00000 | 26.1592                  | 02/03/10         | 11/10/10   | 5,718.23     | 7,324.58               | -1,606.35  |
| WMS INDS INC DEL         | 135.00000 | 41.1856                  | 03/17/10         | 08/09/10   | 5,133.24     | 5,560.06               | -426.82    |
|                          | 67.00000  | 41.1856                  | 03/17/10         | 08/10/10   | 2,513.60     | 2,759.43               | -245.83    |
|                          | 202.00000 |                          |                  |            | 7,646.84     | 8,319.49               | -672.65    |
|                          | Subtotal  |                          |                  |            |              |                        |            |
| XILINX INC               | 287.00000 | 27.5491                  | 08/10/10         | 11/04/10   | 7,903.44     | 7,906.59               | -3.15      |
| 3M CO                    | 154.00000 | 71.1856                  | 08/14/09         | 04/12/10   | 12,821.33    | 10,962.58              | 1,858.75   |
| Total - Short Term       |           |                          |                  |            | \$336,121.03 | \$328,574.36           | \$7,546.67 |
|                          |           |                          |                  |            |              | \$328,605.29           |            |

## Realized Gain/Loss

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Account Number: 3249-9683  
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(CAL GR)

ADVISORS

| Long Term<br>DESCRIPTION                | QUANTITY         | ADJ PRICE/<br>ORIG PRICE | DATE<br>ACQUIRED | CLOSE DATE | PROCEEDS         | ADJ COST/<br>ORIG COST | GAIN/LOSS        |
|-----------------------------------------|------------------|--------------------------|------------------|------------|------------------|------------------------|------------------|
| ABB LTD -SPONS ADR                      | 365.00000        | 17.8281<br>18.3020       | 07/31/09         | 11/23/10   | 7,167.38         | 6,507.26<br>6,680.23   | 660.12           |
| ALTERA CORPORATION                      | 299.00000        | 22.6492                  | 05/07/08         | 02/23/10   | 6,917.39         | 6,772.12               | 145.27           |
|                                         | 196.00000        | 22.6492                  | 05/07/08         | 07/16/10   | 5,444.25         | 4,439.24               | 1,005.01         |
| <b>Subtotal</b>                         | <b>495.00000</b> |                          |                  |            | <b>12,361.64</b> | <b>11,211.36</b>       | <b>1,150.28</b>  |
| AMERICA MOVIL SAB DE CV<br>ADR SERIES L | 66.00000         | 15.0035                  | 11/05/04         | 01/26/10   | 2,879.62         | 990.23                 | 1,889.39         |
|                                         | 275.00000        | 59.8899                  | 11/28/07         | 01/26/10   | 11,998.46        | 16,469.72              | -4,471.26        |
| <b>Subtotal</b>                         | <b>341.00000</b> |                          |                  |            | <b>14,878.08</b> | <b>17,459.95</b>       | <b>-2,581.87</b> |
| AMPHENOL CORP NEW<br>CL A               | 120.00000        | 47.5412                  | 06/10/08         | 09/10/10   | 5,524.00         | 5,704.95               | -180.95          |
| ANSYS INC                               | 110.00000        | 44.0053                  | 05/12/08         | 10/04/10   | 4,547.71         | 4,840.59               | -292.88          |
|                                         | 122.00000        | 44.0053                  | 05/12/08         | 10/05/10   | 5,173.54         | 5,368.64               | -195.10          |
| <b>Subtotal</b>                         | <b>232.00000</b> |                          |                  |            | <b>9,721.25</b>  | <b>10,209.23</b>       | <b>-487.98</b>   |
| APPLE INC                               | 14.00000         | 25.1835                  | 10/28/04         | 03/25/10   | 3,228.94         | 352.57                 | 2,876.37         |
|                                         | 15.00000         | 25.1835                  | 10/28/04         | 04/22/10   | 3,864.64         | 377.75                 | 3,486.89         |
|                                         | 18.00000         | 25.1835                  | 10/28/04         | 05/26/10   | 4,498.09         | 453.30                 | 4,044.79         |
| <b>Subtotal</b>                         | <b>47.00000</b>  |                          |                  |            | <b>11,591.67</b> | <b>1,183.62</b>        | <b>10,408.05</b> |
| AVON PRODUCTS INC                       | 120.00000        | 23.0624                  | 12/23/08         | 11/09/10   | 3,462.49         | 2,767.50               | 694.99           |
|                                         | 95.00000         | 23.0624                  | 12/23/08         | 11/10/10   | 2,705.32         | 2,190.92               | 514.40           |
| <b>Subtotal</b>                         | <b>215.00000</b> |                          |                  |            | <b>6,167.81</b>  | <b>4,958.42</b>        | <b>1,209.39</b>  |
| BLACKROCK INC                           | 23.00000         | 205.0926                 | 01/10/08         | 02/10/10   | 4,827.37         | 4,717.12               | 110.25           |
| BROADCOM CORP<br>CL A                   | 252.00000        | 15.0198<br>15.0998       | 11/25/08         | 03/10/10   | 8,164.31         | 3,784.99<br>3,805.15   | 4,379.32         |
|                                         | 145.00000        | 15.1840<br>15.2640       | 11/26/08         | 03/10/10   | 4,697.72         | 2,201.68<br>2,213.28   | 2,496.04         |

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**Account Number: 3249-9683  
FLEMING FOUNDATION  
(CAL GR)**

| Long Term                      | Continued |                          |                  |            |           |                        |           |
|--------------------------------|-----------|--------------------------|------------------|------------|-----------|------------------------|-----------|
| DESCRIPTION                    | QUANTITY  | ADJ PRICE/<br>ORIG PRICE | DATE<br>ACQUIRED | CLOSE DATE | PROCEEDS  | ADJ COST/<br>ORIG COST | GAIN/LOSS |
| Subtotal                       | 397.00000 |                          |                  |            | 12,862.03 | 5,986.67<br>6,018.43   | 6,875.36  |
| BUCYRUS INTERNATIONAL<br>INC   | 130.00000 | 70.7281                  | 07/29/08         | 01/19/10   | 8,554.19  | 9,194.66               | -640.47   |
|                                | 34.00000  | 70.7281                  | 07/29/08         | 03/16/10   | 2,183.41  | 2,404.75               | -221.34   |
| Subtotal                       | 164.00000 |                          |                  |            | 10,737.60 | 11,599.41              | -861.81   |
| CAMERON INTERNATNL CRP         | 197.00000 | 42.2055                  | 09/12/08         | 05/03/10   | 8,030.19  | 8,314.48               | -284.29   |
| CELGENE CORP                   | 45.00000  | 53.8310                  | 10/10/08         | 01/29/10   | 2,565.75  | 2,422.40               | 143.35    |
|                                | 85.00000  | 53.8310                  | 10/10/08         | 02/01/10   | 4,842.82  | 4,575.63               | 267.19    |
| Subtotal                       | 130.00000 |                          |                  |            | 7,408.57  | 6,998.03               | 410.54    |
| CISCO SYSTEMS INC              | 96.00000  | 27.1560                  | 12/13/06         | 11/18/10   | 1,877.03  | 2,606.97               | -729.94   |
|                                | 131.00000 | 27.1015                  | 12/13/06         | 11/18/10   | 2,561.37  | 3,550.30               | -988.93   |
|                                | 165.00000 | 28.9085                  | 01/12/07         | 11/18/10   | 3,226.17  | 4,769.91               | -1,543.74 |
| Subtotal                       | 392.00000 |                          |                  |            | 7,664.57  | 10,927.18              | -3,262.61 |
| CUMMINS INC                    | 157.00000 | 46.9398                  | 10/08/09         | 11/01/10   | 13,886.90 | 7,369.55               | 6,517.35  |
| DEVON ENERGY CORP NEW          | 126.00000 | 64.0223                  | 06/09/09         | 06/11/10   | 8,511.79  | 8,066.81               | 444.98    |
|                                | 6.00000   | 64.0223                  | 06/09/09         | 08/20/10   | 372.90    | 384.13                 | -11.23    |
| Subtotal                       | 132.00000 |                          |                  |            | 8,884.69  | 8,450.94               | 433.75    |
| DOLBY LABORATORIES INC<br>CL A | 65.00000  | 31.1442                  | 11/10/08         | 05/18/10   | 4,158.05  | 2,024.38               | 2,133.67  |
|                                | 88.00000  | 31.1442                  | 11/10/08         | 05/19/10   | 5,591.56  | 2,740.68               | 2,850.88  |
| Subtotal                       | 153.00000 |                          |                  |            | 9,749.61  | 4,765.06               | 4,984.55  |
| EBAY INC                       | 350.00000 | 30.8986                  | 05/12/08         | 01/04/10   | 8,335.21  | 10,814.51              | -2,479.30 |
|                                | 173.00000 | 30.8986                  | 05/12/08         | 08/17/10   | 3,870.92  | 5,345.45               | -1,474.53 |
|                                | 237.00000 | 22.4116                  | 08/10/09         | 08/17/10   | 5,302.96  | 5,311.55               | -8.59     |
|                                | 27.00000  | 22.4116                  | 08/10/09         | 08/18/10   | 602.42    | 605.11                 | -2.69     |
| Subtotal                       | 787.00000 |                          |                  |            | 18,111.51 | 22,076.62              | -3,965.11 |

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## Realized Gain/Loss

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Amended Date: 3/11/11

Account Number: 3249-9683  
FLEMING FOUNDATION  
(CAL GR)

ADVISORS

| Long Term                       | Continued        |                          |                  |            |                 |                        |                   |  |  |
|---------------------------------|------------------|--------------------------|------------------|------------|-----------------|------------------------|-------------------|--|--|
| DESCRIPTION                     | QUANTITY         | ADJ PRICE/<br>ORIG PRICE | DATE<br>ACQUIRED | CLOSE DATE | PROCEEDS        | ADJ COST/<br>ORIG COST | GAIN/LOSS         |  |  |
| ENSCO INTL LTD<br>SPONSORED ADR | 145.00000        | 42.1750                  | 10/28/08         | 01/05/10   | 6,237.87        | 6,115.38               | 122.49            |  |  |
| ENSCO PLC<br>SPONSORED ADR      | 81.00000         | 42.1750                  | 01/21/09         | 08/18/10   | 3,591.30        | 3,416.17               | 175.13            |  |  |
|                                 | 24.00000         | 42.1750                  | 01/22/09         | 08/18/10   | 1,064.09        | 1,012.21               | 51.88             |  |  |
|                                 | 81.00000         | 42.1750                  | 01/22/09         | 08/19/10   | 3,398.68        | 3,416.17               | -17.49            |  |  |
| <b>Subtotal</b>                 | <b>186.00000</b> |                          |                  |            | <b>8,054.07</b> | <b>7,844.55</b>        | <b>209.52</b>     |  |  |
| FLIR SYSTEMS INC                | 46.00000         | 20.8743                  | 05/11/07         | 03/09/10   | 1,221.79        | 960.21                 | 261.58            |  |  |
|                                 | 64.00000         | 21.2207                  | 05/14/07         | 03/09/10   | 1,699.89        | 1,358.13               | 341.76            |  |  |
|                                 | 2.00000          | 21.2207                  | 05/14/07         | 03/10/10   | 53.24           | 42.44                  | 10.80             |  |  |
|                                 | 174.00000        | 34.7450                  | 11/28/07         | 03/10/10   | 4,632.03        | 6,045.63               | -1,413.60         |  |  |
| <b>Subtotal</b>                 | <b>286.00000</b> |                          |                  |            | <b>7,606.95</b> | <b>8,406.41</b>        | <b>-799.46</b>    |  |  |
| FTI CONSULTING INC              | 10.00000         | 72.9870                  | 08/20/08         | 01/15/10   | 433.18          | 729.87                 | -296.69           |  |  |
|                                 | 50.00000         | 72.9870                  | 08/20/08         | 01/19/10   | 2,157.03        | 3,649.35               | -1,492.32         |  |  |
|                                 | 99.00000         | 72.8720                  | 08/21/08         | 01/19/10   | 4,270.93        | 7,214.33               | -2,943.40         |  |  |
| <b>Subtotal</b>                 | <b>159.00000</b> |                          |                  |            | <b>6,861.14</b> | <b>11,593.55</b>       | <b>-4,732.41</b>  |  |  |
| GAMESTOP CORP CLASS A           | 68.00000         | 40.0974                  | 06/27/07         | 01/08/10   | 1,377.58        | 2,726.61               | -1,349.03         |  |  |
|                                 | 97.00000         | 39.7957                  | 06/28/07         | 01/08/10   | 1,965.08        | 3,860.19               | -1,895.11         |  |  |
|                                 | 54.00000         | 39.7957                  | 06/28/07         | 01/11/10   | 1,093.85        | 2,148.96               | -1,055.11         |  |  |
|                                 | 38.00000         | 39.9915                  | 06/29/07         | 01/11/10   | 769.75          | 1,519.68               | -749.93           |  |  |
|                                 | 193.00000        | 55.8899                  | 11/28/07         | 01/11/10   | 3,909.52        | 10,786.75              | -6,877.23         |  |  |
| <b>Subtotal</b>                 | <b>450.00000</b> |                          |                  |            | <b>9,115.78</b> | <b>21,042.19</b>       | <b>-11,926.41</b> |  |  |
| GOLDMAN SACHS GROUP INC         | 84.00000         | 85.9387                  | 01/28/09         | 04/16/10   | 13,835.37       | 7,218.85               | 6,616.52          |  |  |
| GUESS? INC                      | 199.00000        | 39.4725                  | 12/27/07         | 08/27/10   | 6,655.45        | 7,855.03               | -1,199.58         |  |  |
|                                 | 60.00000         | 39.8596                  | 12/28/07         | 08/27/10   | 2,006.68        | 2,391.58               | -384.90           |  |  |
| <b>Subtotal</b>                 | <b>259.00000</b> |                          |                  |            | <b>8,662.13</b> | <b>10,246.61</b>       | <b>-1,584.48</b>  |  |  |

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# Realized Gain/Loss

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Amended Date: 3/11/11

Account Number: 3249-9683  
FLEMING FOUNDATION  
(CAL GR)

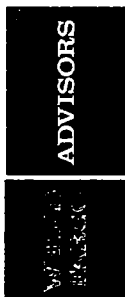
| Long Term                         | Continued | QUANTITY         | ADJ PRICE/<br>ORIG PRICE | DATE<br>ACQUIRED | CLOSE DATE | PROCEEDS         | ADJ COST/<br>ORIG COST | GAIN/LOSS        |
|-----------------------------------|-----------|------------------|--------------------------|------------------|------------|------------------|------------------------|------------------|
| DESCRIPTION                       |           |                  |                          |                  |            |                  |                        |                  |
| HALLIBURTON COMPANY               |           | 241.00000        | 39.4449                  | 03/27/08         | 11/08/10   | 7,892.47         | 9,506.22               | -1,613.75        |
|                                   |           | 222.00000        | 21.6692                  | 06/17/09         | 11/08/10   | 7,270.24         | 4,810.56               | 2,459.68         |
| <b>Subtotal</b>                   |           | <b>463.00000</b> |                          |                  |            | <b>15,162.71</b> | <b>14,316.78</b>       | <b>845.93</b>    |
| HONEYWELL INTERNATIONAL<br>INC    |           | 205.00000        | 56.2094                  | 05/09/07         | 01/05/10   | 8,271.55         | 11,522.93              | -3,251.38        |
|                                   |           | 136.00000        | 55.8800                  | 11/28/07         | 01/05/10   | 5,487.47         | 7,599.68               | -2,112.21        |
| <b>Subtotal</b>                   |           | <b>341.00000</b> |                          |                  |            | <b>13,759.02</b> | <b>19,122.61</b>       | <b>-5,363.59</b> |
| INTUITIVE SURGICAL INC<br>COM NEW |           | 20.00000         | 267.2106                 | 03/11/08         | 11/01/10   | 5,270.84         | 5,344.22               | -73.38           |
|                                   |           | 25.00000         | 267.2106                 | 03/11/08         | 11/02/10   | 6,642.60         | 6,680.26               | -37.66           |
| <b>Subtotal</b>                   |           | <b>45.00000</b>  |                          |                  |            | <b>11,913.44</b> | <b>12,024.48</b>       | <b>-111.04</b>   |
| JUNIPER NETWORK INC               |           | 275.00000        | 15.9177                  | 11/25/08         | 05/03/10   | 7,962.10         | 4,377.37               | 3,584.73         |
|                                   |           | 112.00000        | 15.9177                  | 11/25/08         | 05/04/10   | 3,147.14         | 1,782.78               | 1,364.36         |
| <b>Subtotal</b>                   |           | <b>387.00000</b> |                          |                  |            | <b>11,109.24</b> | <b>6,160.15</b>        | <b>4,949.09</b>  |
| LINEAR TECHNOLOGY CORP            |           | 150.00000        | 36.1838                  | 05/08/08         | 10/19/10   | 4,545.46         | 5,427.57               | -882.11          |
|                                   |           | 117.00000        | 36.1838                  | 05/08/08         | 10/20/10   | 3,563.07         | 4,233.50               | -670.43          |
| <b>Subtotal</b>                   |           | <b>267.00000</b> |                          |                  |            | <b>8,108.53</b>  | <b>9,661.07</b>        | <b>-1,552.54</b> |
| NATIONAL OILWELL VARCO<br>INC     |           | 130.00000        | 44.8757                  | 05/09/07         | 08/18/10   | 5,171.33         | 5,833.84               | -662.51          |
|                                   |           | 85.00000         | 66.0600                  | 11/28/07         | 08/18/10   | 3,381.26         | 5,615.10               | -2,233.84        |
|                                   |           | 44.00000         | 29.8667                  | 11/03/08         | 08/19/10   | 1,708.71         | 1,314.14               | 394.57           |
| <b>Subtotal</b>                   |           | <b>259.00000</b> |                          |                  |            | <b>10,261.30</b> | <b>12,763.08</b>       | <b>-2,501.78</b> |
| NEW ORIENTAL EDUCATIO<br>SP ADR   |           | 30.00000         | 69.9390                  | 07/29/09         | 11/08/10   | 3,097.73         | 2,098.17               | 999.56           |
|                                   |           | 30.00000         | 72.0932                  | 07/30/09         | 11/08/10   | 3,097.74         | 2,162.80               | 934.94           |
|                                   |           | 33.00000         | 72.0932                  | 07/30/09         | 11/09/10   | 3,468.22         | 2,379.07               | 1,089.15         |
| <b>Subtotal</b>                   |           | <b>93.00000</b>  |                          |                  |            | <b>9,663.69</b>  | <b>6,640.04</b>        | <b>3,023.65</b>  |



## Realized Gain/Loss

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Amended Date: 3/11/11



Account Number: 3249-9683  
FLEMING FOUNDATION  
(CAL GR)

| Long Term                         | Continued        |                          |                  |            |                  |                        |                  |  |  |
|-----------------------------------|------------------|--------------------------|------------------|------------|------------------|------------------------|------------------|--|--|
| DESCRIPTION                       | QUANTITY         | ADJ PRICE/<br>ORIG PRICE | DATE<br>ACQUIRED | CLOSE DATE | PROCEEDS         | ADJ COST/<br>ORIG COST | GAIN/LOSS        |  |  |
| NOBLE CORP BAAR<br>NAMEN-AKT      | 173.00000        | 62.4509                  | 05/09/08         | 03/15/10   | 7,383.07         | 10,804.01              | -3,420.94        |  |  |
|                                   | 200.00000        | 62.4509                  | 05/09/08         | 03/25/10   | 8,066.31         | 12,490.18              | -4,423.87        |  |  |
| <b>Subtotal</b>                   | <b>373.00000</b> |                          |                  |            | <b>15,449.38</b> | <b>23,294.19</b>       | <b>-7,844.81</b> |  |  |
| NOBLE ENERGY INC                  | 154.00000        | 32.3447                  | 10/10/08         | 06/04/10   | 9,578.18         | 4,981.08               | 4,597.10         |  |  |
| NUANCE COMMUNICATIONS<br>INC      | 141.00000        | 14.4289                  | 02/16/07         | 09/10/10   | 2,184.01         | 2,034.47               | 149.54           |  |  |
|                                   | 54.00000         | 14.9604                  | 02/20/07         | 09/10/10   | 836.44           | 807.87                 | 28.57            |  |  |
|                                   | 146.00000        | 14.9604                  | 02/20/07         | 09/13/10   | 2,279.69         | 2,184.22               | 95.47            |  |  |
|                                   | 78.00000         | 14.9604                  | 02/20/07         | 09/24/10   | 1,185.61         | 1,166.90               | 18.71            |  |  |
|                                   | 49.00000         | 14.9368                  | 02/21/07         | 09/24/10   | 744.81           | 731.90                 | 12.91            |  |  |
|                                   | 343.00000        | 19.8975                  | 11/28/07         | 09/24/10   | 5,213.69         | 6,824.84               | -1,611.15        |  |  |
| <b>Subtotal</b>                   | <b>811.00000</b> |                          |                  |            | <b>12,444.25</b> | <b>13,750.20</b>       | <b>-1,305.95</b> |  |  |
| NUCOR CORP                        | 188.00000        | 31.3790                  | 03/03/09         | 10/01/10   | 7,273.06         | 5,899.25               | 1,373.81         |  |  |
| RESEARCH IN MOTION<br>LTD         | 139.00000        | 121.2451                 | 11/28/07         | 04/08/10   | 9,673.12         | 16,853.07              | -7,179.95        |  |  |
| STERLITE INDUSTRIES<br>INDIA LTD  | 552.00000        | 11.6569                  | 07/17/09         | 08/27/10   | 7,210.59         | 6,434.61               | 775.98           |  |  |
| SUNPOWER CORP CL A                | 55.00000         | 147.2525                 | 11/06/07         | 03/08/10   | 1,122.59         | 8,098.89               | -6,976.30        |  |  |
|                                   | 28.00000         | 120.8200                 | 11/28/07         | 03/08/10   | 571.50           | 3,382.96               | -2,811.46        |  |  |
| <b>Subtotal</b>                   | <b>83.00000</b>  |                          |                  |            | <b>1,694.09</b>  | <b>11,481.85</b>       | <b>-9,787.76</b> |  |  |
| TRANSOCEAN LTD<br>ORDINARY SHARES | 29.38320         | 91.5673                  | 05/17/07         | 03/02/10   | 2,367.15         | 2,690.54               | -323.39          |  |  |
|                                   | 35.61680         | 102.3115                 | 08/30/07         | 03/02/10   | 2,869.34         | 3,722.01               | -852.67          |  |  |
|                                   | 10.00000         | 131.0840                 | 12/04/07         | 03/02/10   | 805.62           | 1,310.84               | -505.22          |  |  |
|                                   | 31.00000         | 131.0840                 | 12/04/07         | 03/08/10   | 2,638.87         | 4,063.60               | -1,424.73        |  |  |
|                                   | 50.00000         | 135.0226                 | 12/20/07         | 03/08/10   | 4,256.25         | 6,751.13               | -2,494.88        |  |  |

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# Realized Gain/Loss

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As of Date: 2/11/11

WELLS  
FARGO

ADVISORS

Account Number: 3249-9685  
FLEMING FOUNDATION  
(WENTWORTH - INTL)

## Important Realized Gain/Loss Information

This information is provided for courtesy purposes only. Each individual taxpayer should consult with a tax advisor as to any additional reporting requirements or adjustments. NO COST BASIS OR REALIZED GAIN/LOSS INFORMATION IS PROVIDED TO THE IRS, NOR IS THIS INFORMATION VERIFIED OR GUARANTEED BY FIRST CLEARING, LLC TO BE ACCURATE FOR EACH TAXPAYER'S UNIQUE REPORTING REQUIREMENTS. THEREFORE, YOU SHOULD NEVER ASSUME THIS STATEMENT IS ACCURATE IN LIEU OF COMPLETING SCHEDULE D OF YOUR TAX RETURN AND CONSULTING WITH YOUR TAX ADVISOR.

Federal tax reporting requirements will create differences between the information presented here and what appears on your Form 1099-B, including but not limited to the following situations:

- \* Cost basis for many fixed income tax lots has been amortized (for securities purchased at a premium) or accreted (for securities purchased at a discount), when possible, for applicable securities. For securities that were purchased at an Original Issue Discount (OID), only those positions whose cost basis has been adjusted will reflect the impacts of the OID accruals on the original cost basis. The original issue discount amount reported on your Form 1099-OID is not adjusted for market discount, acquisition premium or bond premium. Therefore, the amortization and accretion adjustments used on this statement may not be consistent with the Form 1099-OID amount because the reporting requirements on the Form 1099-OID are different.
- \* The Original Price represents the unadjusted price of the security. The Original Price can be used to calculate the original unadjusted cost of the security.
- \* Short sales are reportable on Form 1099-B before the position is closed.
- \* Long-term capital gains reported by a RIC or REIT appear on Form 1099-DIV only, as noted in the instructions for that form.
- \* Lots closed due to transfers or journals will not be reflected in the Realized Gain/Loss Statement, or on the Form 1099-B.

### Realized Gain/Loss Summary

|                                   | THIS YEAR<br>GAIN | THIS YEAR<br>LOSS  | THIS YEAR<br>NET   |
|-----------------------------------|-------------------|--------------------|--------------------|
| Short term                        | 0.00              | 0.00               | 0.00               |
| Long term                         | 4,215.78          | -7,482.25          | -3,266.47          |
| <b>Total - Realized Gain/Loss</b> | <b>\$4,215.78</b> | <b>-\$7,482.25</b> | <b>-\$3,266.47</b> |

### Realized Gain/Loss Detail for Year

| Long Term<br>DESCRIPTION | QUANTITY         | ADJ PRICE/<br>ORIG PRICE | DATE<br>ACQUIRED | CLOSE DATE | PROCEEDS         | ADJ COST/<br>ORIG COST | GAIN/LOSS        |
|--------------------------|------------------|--------------------------|------------------|------------|------------------|------------------------|------------------|
| BAE SYSTEMS PLACE        | 97.00000         | 19.7788                  | 03/29/05         | 12/08/10   | 1,952.03         | 1,918.54               | 33.49            |
|                          | 43.00000         | 20.0061                  | 03/30/05         | 12/08/10   | 865.33           | 860.26                 | 5.07             |
|                          | 185.00000        | 29.4000                  | 03/22/06         | 12/08/10   | 3,722.95         | 5,439.00               | -1,716.05        |
|                          | 245.00000        | 38.9819                  | 09/25/07         | 12/08/10   | 4,930.40         | 9,550.57               | -4,620.17        |
| <b>Subtotal</b>          | <b>570.00000</b> |                          |                  |            | <b>11,470.71</b> | <b>17,768.37</b>       | <b>-6,297.66</b> |

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## Realized Gain/Loss

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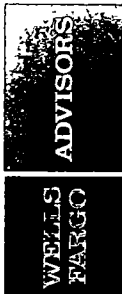
| Long Term Description                   | Continued | QUANTITY         | ADJ PRICE/<br>ORIG PRICE | DATE<br>ACQUIRED | CLOSE DATE | PROCEEDS           | ADJ COST/<br>ORIG COST | GAIN/LOSS          |
|-----------------------------------------|-----------|------------------|--------------------------|------------------|------------|--------------------|------------------------|--------------------|
| CADBURY SCHWEPES ADR                    |           | 44.80000         | 45.1395                  | 03/22/05         | 01/26/10   | 2,388.61           | 2,022.25               | 366.36             |
|                                         |           | 35.20000         | 47.0543                  | 05/03/05         | 01/26/10   | 1,876.77           | 1,656.31               | 220.46             |
|                                         |           | 75.00000         | 46.4516                  | 03/22/06         | 01/26/10   | 3,998.80           | 3,483.87               | 514.93             |
|                                         |           | 149.00000        | 46.4516                  | 03/22/06         | 01/27/10   | 7,979.97           | 6,921.28               | 1,058.69           |
| <b>Subtotal</b>                         |           | <b>304.00000</b> |                          |                  |            | <b>16,244.15</b>   | <b>14,083.71</b>       | <b>2,160.44</b>    |
| RWE AKTIENGESELLSCHAFT<br>SPONSORED ADR |           | 45.00000         | 56.2979                  | 01/28/05         | 12/08/10   | 2,854.31           | 2,533.41               | 320.90             |
|                                         |           | 50.00000         | 86.3500                  | 03/22/06         | 12/08/10   | 3,171.47           | 4,317.50               | -1,146.03          |
| <b>Subtotal</b>                         |           | <b>95.00000</b>  |                          |                  |            | <b>6,025.78</b>    | <b>6,850.91</b>        | <b>-825.13</b>     |
| TRANSCOCEAN LTD<br>ORDINARY SHARES      |           | 40.00000         | 25.7812                  | 01/22/04         | 12/27/10   | 2,727.13           | 1,031.25               | 1,695.88           |
| <b>Total - Long Term</b>                |           |                  |                          |                  |            | <b>\$36,467.77</b> | <b>\$39,734.24</b>     | <b>-\$3,266.47</b> |



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The information on the following pages is from your monthly client statements and is as of the end of the year. This information may not match the information presented on preceding pages due to changes that occur after year end as well as special tax reporting requirements. This information is not reported to the IRS. This section should be retained separately from the preceding pages. If you receive an Amended Form in the future, that package will NOT contain the Annual Statement Information pages.

## Portfolio summary

| Asset type              | Value on Dec 31       |
|-------------------------|-----------------------|
| Cash and sweep balances | 36,082.87             |
| Stocks, options & ETFs  | 1,029,271.03          |
| Fixed income securities | 0.00                  |
| Mutual funds            | 0.00                  |
| <b>Asset Value</b>      | <b>\$1,065,353.90</b> |

## Statement activity detail summary

|                    | Total as of Dec 31 |
|--------------------|--------------------|
| Other additions    | 286.95             |
| Other subtractions | -11,051.18         |

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Account Number: 3249-9685  
FLEMING FOUNDATION  
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## Activity detail by type

| Other additions        |      | ACCOUNT TYPE | TRANSACTION   | QUANTITY  | DESCRIPTION                                                   | AMOUNT   |
|------------------------|------|--------------|---------------|-----------|---------------------------------------------------------------|----------|
| DATE                   |      |              |               |           |                                                               |          |
| 3/01                   | Cash |              | RET OF CAPTL  |           | NOBLE CORP BAAR<br>NAMEN-AKT<br>022610 1,330<br>AS OF 2/26/10 | 61.47    |
| 4/30                   | Cash |              | STOCK DISTRIB | 750.00000 | RIO TINTO PLC<br>SPONSORED ADR                                | 0.00     |
| 5/20                   | Cash |              | RET OF CAPTL  |           | NOBLE CORP BAAR<br>NAMEN-AKT<br>052010 1,330                  | 58.92    |
| 6/01                   | Cash |              | STOCK DISTRIB | 200.00000 | CANADIAN NATURAL<br>RESOURCES LTD                             | 0.00     |
| 7/09                   | Cash |              | STOCK DISTRIB | 50.00000  | CORE LABORATORIES INC                                         | 0.00     |
| 8/20                   | Cash |              | RET OF CAPTL  |           | NOBLE CORP BAAR<br>NAMEN-AKT<br>081910 1,330<br>AS OF 8/19/10 | 166.56   |
| Total Other additions: |      |              |               |           |                                                               | \$286.95 |

## Other subtractions

| DATE | ACCOUNT TYPE | TRANSACTION | QUANTITY | DESCRIPTION                                 | AMOUNT |
|------|--------------|-------------|----------|---------------------------------------------|--------|
| 1/04 | Cash         | WITHOLDING  |          | FRGN-W/H @ SOURCE<br>CDA NATURAL RES LTD    | -3.03  |
| 1/05 | Cash         | WITHOLDING  |          | FRGN-W/H @ SOURCE<br>ENSIGN ENERGY SERVICES | -5.19  |

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WELLS  
FARGO

ADVISORS

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Activity detail by type *Continued*

| Other subtractions <i>Continued</i> |              | TRANSACTION  | QUANTITY | DESCRIPTION                                   | AMOUNT    |
|-------------------------------------|--------------|--------------|----------|-----------------------------------------------|-----------|
| DATE                                | ACCOUNT TYPE |              |          |                                               |           |
| 1/12                                | Cash         | INV CONS FEE |          | MASTERS FEE<br>QUARTERLY FEE                  | -2,531.86 |
| 1/14                                | Cash         | WITHOLDING   |          | FRGN-W/H @ SOURCE<br>AGRIUM INC               | -1.32     |
| 1/22                                | Cash         | INV CONS FEE |          | MASTERS FEE<br>WITHDRAWAL                     | 47.62     |
| 1/25                                | Cash         | WITHOLDING   |          | FRGN-W/H @ SOURCE<br>CANADIAN PACIFIC RAILWAY | -13.65    |
| 2/11                                | Cash         | WITHOLDING   |          | FRGN-W/H @ SOURCE<br>POTASH CORP OF SASK INC  | -6.90     |
| 2/25                                | Cash         | WITHOLDING   |          | FRGN-W/H @ SOURCE<br>CORE LABORATORIES INC    | -0.90     |
| 3/01                                | Cash         | WITHOLDING   |          | FRGN-W/H @ SOURCE<br>BROOKFIELD ASSET MANGMNT | -8.62     |
| 3/17                                | Cash         | WITHOLDING   |          | FRGN-W/H @ SOURCE<br>UNILEVER NV F            | -28.94    |
| 3/19                                | Cash         | WITHOLDING   |          | FRGN-W/H @ SOURCE<br>MANULIFE FINL CORP       | -5.76     |
| 3/25                                | Cash         | WITHOLDING   |          | FRGN-W/H @ SOURCE<br>SUNCOR ENERGY INC NEW    | -4.41     |
| 3/31                                | Cash         | WITHOLDING   |          | FRGN-W/H @ SOURCE<br>CANADIAN NATL RY CO F    | -16.87    |

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Activity detail by type *Continued*

| Other subtractions <i>Continued</i> |              |              |          |                                               | AMOUNT    |
|-------------------------------------|--------------|--------------|----------|-----------------------------------------------|-----------|
| DATE                                | ACCOUNT TYPE | TRANSACTION  | QUANTITY | DESCRIPTION                                   |           |
| 4/01                                | Cash         | WITHHOLDING  |          | FRGN-W/H @ SOURCE<br>CDA NATURAL RES LTD      | -4.45     |
| 4/05                                | Cash         | WITHHOLDING  |          | FRGN-W/H @ SOURCE<br>ENSIGN ENERGY SERVICES   | -5.36     |
| 4/09                                | Cash         | ADVISORY FEE |          | MASTERS FEE<br>QUARTERLY FEE                  | -2,591.31 |
| 4/13                                | Cash         | WITHHOLDING  |          | FRGN-W/H @ SOURCE<br>NOVARTIS AG              | -109.36   |
| 4/26                                | Cash         | WITHHOLDING  |          | FRGN-W/H @ SOURCE<br>CANADIAN PACIFIC RAILWAY | -14.45    |
| 5/03                                | Cash         | WITHHOLDING  |          | FRGN-W/H @ SOURCE<br>RWE AGKTIENGESSELLSCHAFT | -116.27   |
| 5/06                                | Cash         | WITHHOLDING  |          | FRGN-W/H @ SOURCE<br>POTASH CORP OF SASK INC  | -6.90     |
| 5/07                                | Cash         | WITHHOLDING  |          | FRGN-W/H @ SOURCE<br>VALE S A ADR             | -54.01    |
| 5/10                                | Cash         | WITHHOLDING  |          | FRGN-W/H @ SOURCE<br>BASF SE SPONSORED ADR    | -252.00   |
| 5/25                                | Cash         | WITHHOLDING  |          | FRGN-W/H @ SOURCE<br>AXA-ADR                  | -109.93   |
| 5/26                                | Cash         | WITHHOLDING  |          | FRGN-W/H @ SOURCE<br>NESTLE S A REG ADR       | -172.26   |

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## Activity detail by type *Continued*

| Other subtractions <i>Continued</i> |              |             |          |                                               | AMOUNT |
|-------------------------------------|--------------|-------------|----------|-----------------------------------------------|--------|
| DATE                                | ACCOUNT TYPE | TRANSACTION | QUANTITY | DESCRIPTION                                   |        |
| 5/27                                | Cash         | WITHHOLDING |          | FRGN-W/H @ SOURCE<br>CORE LABORATORIES INC    | -0.90  |
| 5/28                                | Cash         | WITHHOLDING |          | FRGN-W/H @ SOURCE<br>BROOKFIELD ASSET MANGMNT | -8.62  |
| 6/03                                | Cash         | WITHHOLDING |          | FRGN-W/H @ SOURCE<br>YARA INTERNATIONAL ASA   | -9.92  |
| 6/16                                | Cash         | WITHHOLDING |          | FRGN-W/H @ SOURCE<br>UNILEVER N V F           | -29.43 |
| 6/21                                | Cash         | WITHHOLDING |          | FRGN-W/H @ SOURCE<br>MANULIFE FINL CORP       | -5.76  |
| 6/25                                | Cash         | WITHHOLDING |          | FRGN-W/H @ SOURCE<br>SUNCOR ENERGY INC NEW    | -4.32  |
| 6/30                                | Cash         | WITHHOLDING |          | FRGN-W/H @ SOURCE<br>TALISMAN ENERGY INC      | -10.58 |
| 7/01                                | Cash         | WITHHOLDING |          | FRGN-W/H @ SOURCE<br>CANADIAN NATL RY CO F    | -16.19 |
| 7/06                                | Cash         | WITHHOLDING |          | FRGN-W/H @ SOURCE<br>CDA NATURAL RES LTD      | -4.22  |
| 7/06                                | Cash         | WITHHOLDING |          | FRGN-W/H @ SOURCE<br>ENSGN ENERGY SERVICES    | -5.12  |
| 7/08                                | Cash         | WITHHOLDING |          | FRGN-W/H @ SOURCE<br>AGRIUM INC               | -1.32  |

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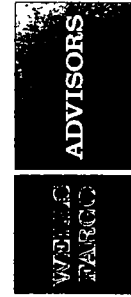
Activity detail by type *Continued*

| Other subtractions <i>Continued</i> |              | TRANSACTION  | QUANTITY | DESCRIPTION                                   | AMOUNT    |
|-------------------------------------|--------------|--------------|----------|-----------------------------------------------|-----------|
| DATE                                | ACCOUNT TYPE |              |          |                                               |           |
| 7/09                                | Cash         | ADVISORY FEE |          | MASTERS FEE<br>QUARTERLY FEE                  | -2,134.13 |
| 7/16                                | Cash         | WITHHOLDING  |          | UNILEVER N V ADR                              | 16.40     |
| 7/26                                | Cash         | WITHHOLDING  |          | FRGN-W/H @ SOURCE<br>CANADIAN PACIFIC RAILWAY | -21.14    |
| 8/06                                | Cash         | WITHHOLDING  |          | FRGN-W/H @ SOURCE<br>POTASH CORP OF SASK INC  | -6.90     |
| 8/23                                | Cash         | WITHHOLDING  |          | FRGN-W/H @ SOURCE<br>CORE LABORATORIES INC    | -0.90     |
| 8/25                                | Cash         | WITHHOLDING  |          | FRGN-W/H @ SOURCE<br>CORE LABORATORIES INC    | -9.75     |
| 8/31                                | Cash         | WITHHOLDING  |          | FRGN-W/H @ SOURCE<br>BROOKFIELD ASSET MANGMNT | -8.62     |
| 9/15                                | Cash         | WITHHOLDING  |          | FRGN-W/H @ SOURCE<br>UNILEVER N V F           | -29.29    |
| 9/20                                | Cash         | WITHHOLDING  |          | FRGN-W/H @ SOURCE<br>MANULIFE FINL CORP       | -5.69     |
| 9/24                                | Cash         | WITHHOLDING  |          | FRGN-W/H @ SOURCE<br>SUNCOR ENERGY INC NEW    | -4.39     |
| 9/30                                | Cash         | WITHHOLDING  |          | FRGN-W/H @ SOURCE<br>CANADIAN NATL RY CO F    | -16.68    |

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## Activity detail by type *Continued*

### Other subtractions *Continued*

| DATE  | ACCOUNT TYPE | TRANSACTION  | QUANTITY | DESCRIPTION                                             | AMOUNT    |
|-------|--------------|--------------|----------|---------------------------------------------------------|-----------|
| 10/01 | Cash         | WITHHOLDING  |          | FRGN-W/H @ SOURCE<br>CDA NATURAL RES LTD                | -4.40     |
| 10/05 | Cash         | WITHHOLDING  |          | FRGN-W/H @ SOURCE<br>ENSIGN ENERGY SERVICES             | -5.28     |
| 10/08 | Cash         | ADVISORY FEE |          | MASTERS FEE<br>QUARTERLY FEE                            | -2,545.01 |
| 10/25 | Cash         | WITHHOLDING  |          | FRGN-W/H @ SOURCE<br>CANADIAN PACIFIC RAILWAY           | -21.49    |
| 11/05 | Cash         | WITHHOLDING  |          | FRGN-W/H @ SOURCE<br>VALE S A ADR                       | -51.53    |
| 11/05 | Cash         | WITHHOLDING  |          | FRGN-W/H @ SOURCE<br>VALE S A ADR                       | -20.89    |
| 11/08 | Cash         | WITHHOLDING  |          | FRGN-W/H @ SOURCE<br>POTASH CORP OF SASK INC            | -6.90     |
| 11/12 | Cash         | WITHHOLDING  |          | UNILEVER N V ADR<br>FOREIGN TAX REFUND<br>P/D 6/16/2010 | 17.33     |
| 11/24 | Cash         | WITHHOLDING  |          | FRGN-W/H @ SOURCE<br>CORE LABORATORIES INC              | -0.90     |
| 11/30 | Cash         | WITHHOLDING  |          | FRGN-W/H @ SOURCE<br>BROOKFIELD ASSET MANGMNT           | -8.62     |
| 12/15 | Cash         | WITHHOLDING  |          | FRGN-W/H @ SOURCE<br>UNILEVER N V F                     | -31.06    |

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Activity detail by type *Continued*

| Other subtractions <i>Continued</i> |      | ACCOUNT TYPE | TRANSACTION | QUANTITY | DESCRIPTION                                | AMOUNT       |
|-------------------------------------|------|--------------|-------------|----------|--------------------------------------------|--------------|
| 12/20                               | Cash |              | WITHHOLDING |          | FRGN-W/H @ SOURCE<br>MANULIFE FINL CORP    | -5.73        |
| 12/29                               | Cash |              | WITHHOLDING |          | FRGN-W/H @ SOURCE<br>SUNCOR ENERGY INC NEW | -4.49        |
| 12/31                               | Cash |              | WITHHOLDING |          | FRGN-W/H @ SOURCE<br>CANADIAN NATL RY CO F | -17.30       |
| 12/31                               | Cash |              | WITHHOLDING |          | FRGN-W/H @ SOURCE<br>TALISMAN ENERGY INC   | -11.31       |
| Total Other subtractions:           |      |              |             |          |                                            | -\$11,051.18 |

