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Form 990-PF

INTERNAL REVENUE SERVICE

Return of Private Foundation
or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation

OMB No 1545 0052

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 7/01, 2010, and ending 6/30, 2011

G Check all that apply: ☐ Initial return ☐ Initial Return of a former public charity ☐ Final return
☐ Amended return ☐ Address change ☐ Name changeHarry S. & Isabel C. Cameron Foundation
PO Box 831041
Dallas, TX 75283-1041A Employer identification number
74-6073312B Telephone number (see the instructions)
713-247-7865C If exemption application is pending, check here ☐D 1 Foreign organizations, check here ☐2 Foreign organizations meeting the 85% test, check here and attach computation ☐E If private foundation status was terminated under section 507(b)(1)(A), check here ☐F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐Check type of organization: ☒ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundationFair market value of all assets at end of year
(from Part II, column (c), line 16)J Accounting method: ☒ Cash ☐ Accrual
☐ Other (specify) _____

(Part I, column (d) must be on cash basis)

\$ 33,180,227.

Part I Analysis of Revenue and Expenses

(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see the instructions).)

(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 (att sch)

2 Ck ☒ if the foundn is not req to att Sch B

3 Interest on savings and temporary cash investments

4 Dividends and interest from securities

5a Gross rents

b Net rental income or (loss) 189,722.

6a Net gain/(loss) from sale of assets not on line 10

b Gross sales price for all assets on line 6a 12,429,965.

7 Capital gain net income (from Part IV, line 2)

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/(loss) (att sch)

11 Other income (attach schedule)

12 Total. Add lines 1 through 11.

13 Compensation of officers, directors, trustees, etc

14 Other employee salaries and wages

15 Pension plans, employee benefits

16a Legal fees (attach schedule)

b Accounting fees (attach sch) See St 2

c Other prof fees (attach sch) See St 3

17 Interest

18 Taxes (attach schedule X see instr) See Stm 4

19 Depreciation (attach sch) and depletion

20 Occupancy ...

21 Travel, conferences, and meetings

22 Printing and publications

23 Other expenses (attach schedule)

See Statement 5

24 Total operating and administrative expenses. Add lines 13 through 23.

25 Contributions, gifts, grants paid Part XV

26 Total expenses and disbursements. Add lines 24 and 25

27 Subtract line 26 from line 12:

a Excess of revenue over expenses and disbursements

b Net investment income (if negative, enter -0-)

c Adjusted net income (if negative, enter -0-)

ENVELOPE
POSTMARK DATE
NOV 15 2011RECEIVED
NOV 21 2011
IRS-OSC
SCANNED NOV 25 2011ADMINISTRATIVE
AND
OPERATING
EXPENSES

614

7

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
ASSETS	1	Cash — non-interest-bearing				
	2	Savings and temporary cash investments		1,168,373.	1,013,096.	1,013,096.
	3	Accounts receivable				
		Less: allowance for doubtful accounts				
	4	Pledges receivable				
		Less: allowance for doubtful accounts				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see the instructions)				
	7	Other notes and loans receivable (attach sch)				
		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 (attach schedule) Statement 6		5,867,107.	5,680,242.	5,817,089.
	b	Investments — corporate stock (attach schedule) Statement 7		12,460,192.	12,619,128.	16,338,244.
	c	Investments — corporate bonds (attach schedule) Statement 8		4,893,391.	5,714,314.	5,877,753.
	11	Investments — land, buildings, and equipment basis	3,170,380.			
	Less: accumulated depreciation (attach schedule) See Stmt 9	728,423.	2,507,048.	2,441,957.	3,550,000.	
12	Investments — mortgage loans					
13	Investments — other (attach schedule) Statement 10		519,130.	542,364.	584,045.	
14	Land, buildings, and equipment basis					
	Less: accumulated depreciation (attach schedule)					
15	Other assets (describe)					
16	Total assets (to be completed by all filers — see instructions. Also, see page 1, item I)		27,415,241.	28,011,101.	33,180,227.	
LIABILITIES	17	Accounts payable and accrued expenses				
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, & other disqualified persons				
	21	Mortgages and other notes payable (attach schedule)				
	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 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 and complete lines 27 through 31.			X		
	27	Capital stock, trust principal, or current funds				
	28	Paid-in or capital surplus, or land, building, and equipment fund				
	29	Retained earnings, accumulated income, endowment, or other funds		27,415,241.	28,011,101.	
	30	Total net assets or fund balances (see the instructions)		27,415,241.	28,011,101.	
	31	Total liabilities and net assets/fund balances (see the instructions)		27,415,241.	28,011,101.	

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 (must agree with end-of-year figure reported on prior year's return)	1	27,415,241.
2	Enter amount from Part I, line 27a	2	595,860.
3	Other increases not included in line 2 (itemize)	3	
4	Add lines 1, 2, and 3.	4	28,011,101.
5	Decreases not included in line 2 (itemize)	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) — Part II, column (b), line 30	6	28,011,101.

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 shares MLC Company)		(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1a Publicly-traded Securities		P	Various	Various
b Passthrough K-1 Capital Gain		P	Various	Various
c Securities litigation income		P	Various	Various
d Capital gain distributions		P	Various	Various
e				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 12,300,941.		10,680,793.	1,620,148.
b 44,241.			44,241.
c 8,088.			8,088.
d 76,695.			76,695.
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	
a			1,620,148.
b			44,241.
c			8,088.
d			76,695.
e			

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	1,749,172.
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) (see the instructions) If (loss), enter -0- in Part I, line 8		3	0.

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 the instructions before making any entries			
(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (column (b) divided by column (c))
2009	2,187,319.	30,873,008.	0.070849
2008	2,325,925.	29,791,945.	0.078072
2007	2,830,965.	38,456,856.	0.073614
2006	2,258,763.	36,885,658.	0.061237
2005	2,089,853.	33,410,439.	0.062551

2 Total of line 1, column (d)	2	0.346323
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	0.069265
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	32,351,958.
5 Multiply line 4 by line 3	5	2,240,858.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	26,226.
7 Add lines 5 and 6	7	2,267,084.
8 Enter qualifying distributions from Part XII, line 4	8	1,985,216.

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 See the Part VI instructions

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

1 a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter 'N/A' on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary – see instr.)		
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b		1 52,452.
c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, column (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 52,452.
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 52,452.
6 Credits/Payments.		
a 2010 estimated tax pmts and 2009 overpayment credited to 2010	6a 43,503.	
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 43,503.	
8 Enter any penalty for underpayment of estimated tax Check here ☒ if Form 2220 is attached	8 188.	
9 Tax due If the total of lines 5 and 8 is more than line 7, enter amount owed	9 9,137.	
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 Refunded	11	

Part VII-A Statements Regarding Activities

	Yes	No
1 a 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
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)? <i>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</i>		X
c 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 (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? <i>If 'Yes,' attach a detailed description of the activities.</i>		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? <i>If 'Yes,' attach a conformed copy of the changes</i>		X
4 a 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?	N/A	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If 'Yes,' attach the statement required by General Instruction T</i>		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • 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? <i>If 'Yes,' complete Part II, column (c), and Part XV</i>	X	
8 a Enter the states to which the foundation reports or with which it is registered (see the instructions) TX		
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? <i>If 'No,' attach explanation</i>	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)? <i>If 'Yes,' complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If 'Yes,' attach a schedule listing their names and addresses</i>		X

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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? Website address <u>None</u>	13	X	
14	The books are in care of <u>Dennis Young, U.S. Trust</u> Telephone no <u>713-247-7852</u> Located at <u>PO Box 1939 Houston TX</u> ZIP + 4 <u>77251-9833</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here. <u>N/A</u> and enter the amount of tax-exempt interest received or accrued during the year <u>15</u> <u>N/A</u>			
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?	16	Yes	No
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If 'Yes,' enter the name of the foreign country			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?	☐ Yes ☒ No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☒ Yes ☐ 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)?	☐ Yes ☒ 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)	☐ Yes ☒ 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 the instructions)?		X
Organizations relying on a current notice regarding disaster assistance check here ☐		
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?		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?	☐ Yes ☒ No	
If 'Yes,' list the years <u>20__</u> , <u>20__</u> , <u>20__</u> , <u>20__</u>		
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 the instructions)		N/A
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. <u>20__</u> , <u>20__</u> , <u>20__</u> , <u>20__</u>		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ 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
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		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?		X

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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)? (see instructions)

☐ 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)?

5b

N/A

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 (see instructions).

(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
See Statement 11		176,708.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1— see instructions). 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

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	28,235,780.
b Average of monthly cash balances	1b	1,058,847.
c Fair market value of all other assets (see instructions)	1c	3,550,000.
d Total (add lines 1a, b, and c)	1d	32,844,627.
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	32,844,627.
4 Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	492,669.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	32,351,958.
6 Minimum investment return. Enter 5% of line 5	6	1,617,598.

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	1,617,598.
2a Tax on investment income for 2010 from Part VI, line 5	2a	52,452.
b Income tax for 2010 (This does not include the tax from Part VI.)	2b	
c Add lines 2a and 2b	2c	52,452.
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	1,565,146.
4 Recoveries of amounts treated as qualifying distributions	4	
5 Add lines 3 and 4	5	1,565,146.
6 Deduction from distributable amount (see instructions)	6	
7 Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	1,565,146.

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	1,985,216.
b Program-related investments — total from Part IX-B	1b	
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	1,985,216.
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 (see instructions)	5	
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	1,985,216.

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.

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI, line 7				1,565,146.
2 Undistributed income, if any, as of the end of 2010.				
a Enter amount for 2009 only			0.	
b Total for prior years 20____, 20____, 20____		0.		
3 Excess distributions carryover, if any, to 2010.				
a From 2005	467,857.			
b From 2006	463,628.			
c From 2007	949,744.			
d From 2008	856,332.			
e From 2009	663,693.			
f Total of lines 3a through e	3,401,254.			
4 Qualifying distributions for 2010 from Part XII, line 4 ▶ \$ 1,985,216.				
a Applied to 2009, but not more than line 2a			0.	
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				1,565,146.
e Remaining amount distributed out of corpus	420,070.			
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	3,821,324.			
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 instructions			0.	
f Undistributed income for 2010 Subtract lines 4d and 5 from line 1. This amount must be distributed in 2011.				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	0.			
8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see instructions)	467,857.			
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	3,353,467.			
10 Analysis of line 9.				
a Excess from 2006	463,628.			
b Excess from 2007	949,744.			
c Excess from 2008	856,332.			
d Excess from 2009	663,693.			
e Excess from 2010	420,070.			

Part XV **Supplementary Information** (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<i>a Paid during the year</i> See attached	N/A	Public	See attached	1,929,500.
Total				1,929,500.
<i>b Approved for future payment</i> See Statement 12				
Total				1,540,000.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (see the instructions)
		(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	
1	Program service revenue:					
a						
b						
c						
d						
e						
f						
g	Fees and contracts from government agencies					
2	Membership dues and assessments					
3	Interest on savings and temporary cash investments			14	426.	
4	Dividends and interest from securities			14	848,532.	
5	Net rental income or (loss) from real estate:					
a	Debt-financed property					
b	Not debt-financed property			16	189,722.	
6	Net rental income or (loss) from personal property					
7	Other investment income					
8	Gain or (loss) from sales of assets other than inventory			18	1,749,172.	
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory					
11	Other revenue					
a	K-1 Income			14	533.	
b						
c						
d						
e						
12	Subtotal. Add columns (b), (d), and (e)				2,788,385.	
13	Total. Add line 12, columns (b), (d), and (e)					2,788,385.

(See worksheet in line 13 instructions to verify calculations)

Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes

[illegible]

6/30/11

2010 Federal Book Summary Depreciation Schedule

Page 1

Harry S. & Isabel C. Cameron Foundation

74-6073312

<u>No.</u>	<u>Description</u>	<u>Date Acquired</u>	<u>Date Sold</u>	<u>Cost/ Basis</u>	<u>Bus Pct</u>	<u>Cur 179/ SDA</u>	<u>Prior 179/ SDA/ Depr</u>	<u>Method</u>	<u>Life</u>	<u>Current Depr</u>
Rental Activity - Rental Property										
Buildings										
2	TX Veterans Memorial Bldg	10/19/99		2,538,549			663,331	S/L	39	65,091
	Total Buildings			2,538,549		0	663,331			65,091
Land										
1	TX Veterans Memorial Land	10/19/99		631,831						0
	Total Land			631,831		0	0			0
	Total Depreciation			3,170,380		0	663,331			65,091
	Grand Total Depreciation			3,170,380		0	663,331			65,091

Harry S. & Isabel C. Cameron Foundation

74-6073312

Statement 1
Form 990-PF, Part I, Line 11
Other Income

	(a) Revenue per Books	(b) Net Investment Income	(c) Adjusted Net Income
K-1 Income	\$ 533.	\$ 533.	
Total	<u>\$ 533.</u>	<u>\$ 533.</u>	<u>0.</u>

Statement 2
Form 990-PF, Part I, Line 16b
Accounting Fees

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Tax compliance services	\$ 5,334.	\$ 2,667.		\$ 2,667.
Total	<u>\$ 5,334.</u>	<u>\$ 2,667.</u>		<u>\$ 2,667.</u>

Statement 3
Form 990-PF, Part I, Line 16c
Other Professional Fees

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Grants Advisor	\$ 30,000.			\$ 30,000.
Total	<u>\$ 30,000.</u>	<u>\$ 0.</u>		<u>\$ 30,000.</u>

Statement 4
Form 990-PF, Part I, Line 18
Taxes

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Excise taxes	\$ 41,535.			
Total	<u>\$ 41,535.</u>	<u>\$ 0.</u>		<u>\$ 0.</u>

Harry S. & Isabel C. Cameron Foundation

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Statement 5
Form 990-PF, Part I, Line 23
Other Expenses

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
K-1 expenses	\$ 4,070.	\$ 4,070.		
Rental Expenses	687.	687.		
Total	<u>\$ 4,757.</u>	<u>\$ 4,757.</u>		<u>\$ 0.</u>

Statement 6
Form 990-PF, Part II, Line 10a
Investments - U.S. and State Government Obligations

<u>U.S. Government Obligations</u>	<u>Valuation Method</u>	<u>Book Value</u>	<u>Fair Market Value</u>
US Government Obligations	Cost	\$ 5,680,242.	\$ 5,817,089.
		\$ 5,680,242.	\$ 5,817,089.
Total		<u>\$ 5,680,242.</u>	<u>\$ 5,817,089.</u>

Statement 7
Form 990-PF, Part II, Line 10b
Investments - Corporate Stocks

<u>Corporate Stocks</u>	<u>Valuation Method</u>	<u>Book Value</u>	<u>Fair Market Value</u>
Corporate stock - see attached	Cost	\$ 12,619,128.	\$ 16,338,244.
Total		<u>\$ 12,619,128.</u>	<u>\$ 16,338,244.</u>

Statement 8
Form 990-PF, Part II, Line 10c
Investments - Corporate Bonds

<u>Corporate Bonds</u>	<u>Valuation Method</u>	<u>Book Value</u>	<u>Fair Market Value</u>
Corporate bonds - see attached	Cost	\$ 5,714,314.	\$ 5,877,753.
Total		<u>\$ 5,714,314.</u>	<u>\$ 5,877,753.</u>

Harry S. & Isabel C. Cameron Foundation

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Statement 9
Form 990-PF, Part II, Line 11
Investments - Land, Buildings, and Equipment

Category	Basis	Accum. Deprec.	Book Value	Fair Market Value
Buildings	\$ 2,538,549.	\$ 728,423.	\$ 1,810,126.	\$ 2,631,615.
Land	631,831.		631,831.	918,385.
Total	<u>\$ 3,170,380.</u>	<u>\$ 728,423.</u>	<u>\$ 2,441,957.</u>	<u>\$ 3,550,000.</u>

Statement 10
Form 990-PF, Part II, Line 13
Investments - Other

	Valuation Method	Book Value	Fair Market Value
<u>Other Investments</u>			
DB Commodity Index Tracking Fund	Cost	\$ 461,902.	\$ 492,320.
HCP Inc REIT	Cost	80,462.	91,725.
Total		<u>\$ 542,364.</u>	<u>\$ 584,045.</u>

Statement 11
Form 990-PF, Part VIII, Line 1
List of Officers, Directors, Trustees, and Key Employees

Name and Address	Title and Average Hours Per Week Devoted	Compen- sation	Contri- bution to EBP & DC	Expense Account/ Other
Priscilla Bomet PO Box 831041 Dallas, TX 75283-1041	Trustee 1.00	\$ 0.	\$ 0.	\$ 0.
David Cameron PO Box 831041 Dallas, TX 75283-1041	Trustee 1.00	0.	0.	0.
Sylvia Cameron PO Box 831041 Dallas, TX 75283-1041	Trustee 1.00	0.	0.	0.
Shirley Cameron Davis PO Box 831041 Dallas, TX 75283-1041	Trustee 1.00	0.	0.	0.
Frances Cameron Miller PO Box 831041 Dallas, TX 75283-1041	Trustee 1.00	0.	0.	0.

Harry S. & Isabel C. Cameron Foundation

74-6073312

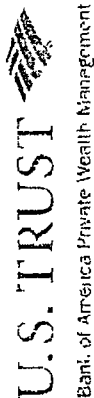
Statement 11 (continued)
Form 990-PF, Part VIII, Line 1
List of Officers, Directors, Trustees, and Key Employees

Name and Address	Title and Average Hours Per Week Devoted	Compensation	Contribution to EBP & DC	Expense Account/ Other
U.S. Trust, Bank of America PO Box 1939 Houston, TX 77251	Trustee 10.00	\$ 176,708.	\$ 0.	\$ 0.
Total		\$ 176,708.	\$ 0.	\$ 0.

Statement 12
Form 990-PF, Part XV, Line 3b
Recipient Approved for Future Payment

Name and Address	Donee Relationship	Found- ation Status	Purpose of Grant	Amount
Memorial Hermann Prevention & Recovery 1550 La Concha Houston, TX 77054	N/A	509(a) (1)	General Support	\$ 250,000.
Pope John XXIII Catholic High School 1800 West Grand Parkway N Katy, TX 77449	N/A	509(a) (1)	General Support	175,000.
St. Pius X High School 811 West Donovan Street Houston, TX 77091	N/A	509(a) (1)	General Support	250,000.
St. Thomas High School 4500 Memorial Drive Houston, TX 77007	N/A	509(a) (1)	General Support	75,000.
The Salvation Army 1015 Hemphill St Houston, TX 77007	N/A	509(a) (1)	General Support	40,000.
University of St. Thomas 3800 Montrose Blvd Houston, TX 77006	N/A	509(a) (1)	General Support	750,000.
Total				\$ 1,540,000.

Settlement Date



Portfolio Detail

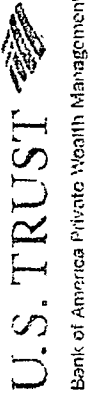
Account: CO TUA HS & IC CAMERON COMBINED

June 01, 2011 through June 30, 2011

Units	Description	CUSIP Sector (2)	Market Value(1)/ Market Price	Accrued Income	Average Unit Cost	Tax Cost/ Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
Cash Equivalents									
138,929.510	BOFA CASH RESERVES TRUST CLASS - FORMERLY COLUMBIA CASH RESERVES (Income Investment)	097100788	\$138,929.51	\$0.00	\$138,929.51 1,000		\$0.00	\$0.00	0.0%
874,166.030	BOFA CASH RESERVES TRUST CLASS - FORMERLY COLUMBIA CASH RESERVES	097100788	874,166.03	0.00	874,166.03 1,000		0.00	0.00	0.0
	Total Cash Equivalents		\$1,013,095.54	\$0.00	\$1,013,095.54		\$0.00	\$0.00	0.0%
	Total Cash/Currency		\$1,013,095.54	\$0.00	\$1,013,095.54		\$0.00	\$0.00	0.0%

Equities									
(2) Industry Sector Codes									
		CND = Consumer Discretionary CNS = Consumer Staples ENR = Energy	FIN = Financials HEA = Health Care IND = Industrials	IFT = Information Technology MAT = Materials OEO = Other Equities	TEL = Telecommunication Services UTL = Utilities				
U.S. Large Cap									
628,000	AGILENT TECHNOLOGIES INC Ticker: A	00846U101 IFT	\$32,097.08 51.110	\$0.00	\$27,279.08 43.438		\$4,818.00	\$0.00	0.0%
3,550,000	ALTRIA GROUP INC Ticker: MO	02209S103 CNS	93,755.50 26.410	1,349.00	54,378.82 15.318		39,376.68	5,396.00	5.8
186,000	AMAZON COM INC Ticker: AMZN	023135105 CND	38,035.14 204.490	0.00	23,214.04 124.807		14,821.10	0.00	0.0
168,000	APPLE INC Ticker: AAPL	037833100 IFT	56,392.56 335.670	0.00	31,364.87 186.696		25,027.69	0.00	0.0
26,515.780	ASTON MONTAG & CALDWELL GROWTH FUND CL I Ticker: MCGIX	00078H281 OEO	673,500.81 25.400	0.00	526,077.39 19.840		147,423.42	4,931.94	0.7
3,000,000	AT&T INC Ticker: T	00206R102 TEL	94,230.00 31.410	0.00	71,422.63 23.808		22,807.37	5,160.00	5.5

74-6073312



Portfolio Detail

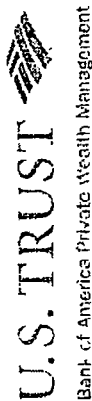
June 01, 2011 through June 30, 2011

Account: CO TUA HS & IC CAMERON COMBINED

Units	Description	CUSIP Sector (2)	Market Value(1)/ Market Price	Accrued Income	Average Unit Cost	Tax Cost/ Average Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
U.S. Large Cap (cont)									
139,000	BIOGEN IDEC INC Ticker: BIIB	09062X103 HEA	14,861.88 106.920	0.00	13,986.99 100.626		874.89	0.00	0.0
1,000,000	BOEING CO Ticker: BA	097023105 IND	73,930.00 73.930	0.00	44,059.60 44.060		29,870.40	1,680.00	2.3
3,800,000	BRISTOL MYERS SQUIBB CO Ticker: BMY	110122108 HEA	110,048.00 28.960	1,254.00	77,804.23 20.475		32,243.77	5,016.00	4.6
950,000	CHEVRON CORP Ticker: CVX	166764100 ENR	97,698.00 102.840	0.00	60,087.50 63.250		37,610.50	2,964.00	3.0
284,000	COACH INC Ticker: COH	189754104 CND	18,156.12 63.930	0.00	17,268.66 60.805		887.46	255.60	1.4
80,425.921	COLUMBIA DIVIDEND INCOME FUND CLASS Z SHARES Ticker: GSFT X	19765N245 DEQ	1,100,226.60 13.680	0.00	1,100,000.00 13.677		226.60	25,334.17	2.3
96,174.660	COLUMBIA SELECT LARGE CAP GROWTH FUND CLASS Z SHARES Ticker: UMLG X	19765Y688 DEQ	1,336,827.77 13.900	0.00	1,069,416.97 11.120		267,410.80	0.00	0.0
1,400,000	CONOCOPHILLIPS Ticker: COP	20825C104 ENR	105,266.00 75.190	0.00	72,539.60 51.814		32,726.40	3,696.00	3.5
236,000	CONTINENTAL RES INC OKLAHOMA COM Ticker: CLR	212015101 ENR	15,318.76 64.910	0.00	15,909.75 67.414		-590.99	0.00	0.0
205,000	CUMMINS INC Ticker: CMI	231021106 IND	21,215.45 103.490	0.00	15,594.70 76.072		5,620.75	215.25	1.0
537,000	DANAHER CORP DEL Ticker: DHR	235851102 IND	28,455.63 52.990	10.74	22,759.20 42.382		5,696.43	42.96	0.2
1,950,000	DOMINION RES INC-VA NEW Ticker: D	25746U109 UTL	94,126.50 48.270	0.00	82,420.06 42.267		11,706.44	3,841.50	4.1
1,386,000	DOW CHEM CO Ticker: DOW	260543103 MAT	49,896.00 36.000	346.50	39,305.49 28.359		10,590.51	1,386.00	2.8
1,800,000	DU PONT E I DE NEMOURS & CO Ticker: DD	263534109 MAT	97,290.00 54.050	0.00	61,006.86 33.893		36,283.14	2,952.00	3.0
693,000	EATON CORP Ticker: ETN	278058102 IND	35,654.85 51.450	0.00	30,665.77 44.251		4,989.08	942.48	2.6

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Settlement Date



Portfolio Detail

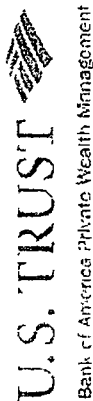
Account: CO TUA HS & IC CAMERON COMBINED

June 01, 2011 through June 30, 2011

Units	Description	CUSIP	Sector (2)	Market Value(1)/ Market Price	Accrued Income	Average Unit Cost	Tax Cost/ Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
Equities (cont)										
U.S. Large Cap (cont)										
137,000	EOG RES INC Ticker: EOG	26875P101	ENR	14,323.35 104.550	0.00	13,432.62 98.048	890.73	87.68	0.6	
148,000	GENERAL DYNAMICS CORP Ticker: GD	369550108	IND	11,028.96 74.520	69.56	8,510.89 57.506	2,518.07	278.24	2.5	
4,800,000	GENERAL ELEC CO Ticker: GE	369604103	IND	90,528.00 18.860	720.00	46,848.00 9.760	43,680.00	2,880.00	3.2	
202,000	GREEN MOUNTAIN COFFEE ROASTERS INC COM Ticker: GMCR	393122106	CNS	18,030.52 89.260	0.00	14,204.98 70.322	3,825.54	0.00	0.0	
595,000	HALLIBURTON CO Ticker: HAL	406216101	ENR	30,345.00 51.000	0.00	24,100.25 40.505	6,244.75	214.20	0.7	
2,000,000	HEINZ H J CO Ticker: HNZ	423074103	CNS	106,560.00 53.280	960.00	67,400.00 33.700	39,160.00	3,840.00	3.6	
4,100,000	INTEL CORP Ticker: INTC	458140100	IFT	90,856.00 22.160	0.00	79,334.59 19.350	11,521.41	2,972.50	3.3	
1,650,000	JOHNSON & JOHNSON Ticker: JNJ	478160104	HEA	109,758.00 66.520	0.00	87,695.77 53.149	22,062.23	3,762.00	3.4	
1,350,000	KIMBERLY CLARK CORP Ticker: KMB	494368103	CNS	89,856.00 66.560	945.00	75,807.50 56.154	14,048.50	3,780.00	4.2	
3,150,000	KRAFT FOODS INC CL A COM Ticker: KFT	50075N104	CNS	110,974.50 35.230	913.50	70,737.66 22.456	40,236.84	3,654.00	3.3	
252,000	LAUDER ESTEE COS INC CL A Ticker: EL	518439104	CNS	26,507.88 105.190	0.00	15,520.08 61.588	10,987.80	189.00	0.7	
2,800,000	LILLY ELI & CO Ticker: LLY	532457108	HEA	105,084.00 37.530	0.00	86,866.07 31.024	18,217.93	5,488.00	5.2	
287,000	MCDONALDS CORP Ticker: MCD	580135101	CND	24,199.84 84.320	0.00	15,630.89 54.463	8,568.95	700.28	2.9	
161,000	MEAD JOHNSON NUTRITION CO Ticker: MJN	582839106	CNS	10,875.55 67.550	41.86	8,776.23 54.511	2,099.32	167.44	1.5	
2,550,000	MICROSOFT CORP Ticker: MSFT	594918104	IFT	66,300.00 26.000	0.00	53,158.10 20.846	13,141.90	1,632.00	2.5	

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Settlement Date



Portfolio Detail

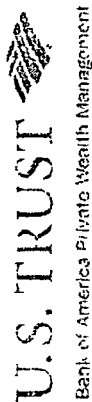
Account: CO TUA HS & IC CAMERON COMBINED

June 01, 2011 through June 30, 2011

Units	Description	CUSIP Sector (2)	Market Value(1)/ Market Price	Accrued Income	Average Unit Cost	Tax Cost/ Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
U.S. Large Cap (cont)									
597.000	MONSANTO CO NEW COM Ticker: MON	61166W101 MAT	43,306.38 72.540	0.00	28,212.84 47.258		15,093.54	668.64	1.5
1,900.000	NEXTERA ENERGY INC Ticker: NEE	65339F101 UTL	109,174.00 57.460	0.00	89,323.37 47.012		19,850.63	4,180.00	3.8
461.000	NIKE INC CL B Ticker: NKE	654106103 CND	41,480.78 89.980	142.91	25,157.03 54.571		16,323.75	571.64	1.4
272.000	OCCIDENTAL PETE CORP DEL Ticker: OXY	674599105 ENR	28,298.88 104.040	125.12	28,668.27 105.398		-369.39	500.48	1.8
1,440.000	ORACLE CORP Ticker: ORCL	68389X105 IFT	47,390.40 32.910	0.00	36,352.12 25.245		11,038.28	345.60	0.7
1,350.000	PHILIP MORRIS INTL INC Ticker: PM	718172109 CNS	90,139.50 66.770	864.00	42,572.32 31.535		47,567.18	3,456.00	3.8
573.000	PNC FINL SVCS GROUP INC Ticker: PNC	693475105 FIN	34,156.53 59.610	0.00	35,737.64 62.369		-1,581.11	802.20	2.3
388.000	PPG INDS INC Ticker: PPG	693506107 MAT	35,226.52 90.790	0.00	24,502.59 63.151		10,723.93	884.64	2.5
436.000	PRAXAIR INC Ticker: PX	74005P104 MAT	47,258.04 108.390	0.00	33,825.37 77.581		13,432.67	872.00	1.8
168.000	PRECISION CASTPARTS CORP Ticker: PCP	740189105 IND	27,661.20 164.650	5.04	21,167.12 125.995		6,494.08	20.16	0.1
79.000	PRICELINE COM INC COM NEW Ticker: PCLN	741503403 CND	40,442.47 511.930	0.00	17,367.83 219.846		23,074.64	0.00	0.0
424.000	ROCKWELL AUTOMATION INC Ticker: ROK	773903109 IND	36,786.24 86.760	0.00	37,008.15 87.283		-221.91	720.80	2.0
110.000	SALESFORCE COM INC Ticker: CRM	79466L302 IFT	16,387.80 148.980	0.00	13,093.28 119.030		3,294.52	0.00	0.0
2,500.000	SELECT SECTOR SPDR TR ENERGY SHS BEN INT Ticker: XLE	81369Y506 OEQ	188,375.00 75.350	0.00	190,179.90 76.072		-1,804.90	2,655.00	1.4

74-6073312

Settlement Date



Portfolio Detail

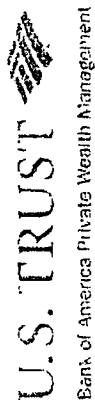
Account: CO TUA HS & IC CAMERON COMBINED

June 01, 2011 through June 30, 2011

Units	Description	CUSIP Sector (2)	Market Value(1)/ Market Price	Accrued Income	Average Unit Cost	Tax Cost/ Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
Equities (cont)									
U.S. Large Cap (cont)									
3,000.000	SELECT SECTOR SPDR TR INDUSTRIAL SHS BEN INT Ticker: XLI	81369Y704 IND	111,720.00 37.240	0.00	111,050.55 37.017		669.45	1,995.00	1.8
1,200.000	SELECT SECTOR SPDR TR TECHNOLOGY SHS BEN INT Ticker: XLK	81369Y803 OEQ	30,840.00 25.700	0.00	31,581.70 26.318		-741.70	423.60	1.4
2,700.000	SOUTHERN CO Ticker: SO	842587107 UTL	109,026.00 40.380	0.00	76,325.49 28.269		32,700.51	5,103.00	4.7
7,200.000	SPDR S&P 500 ETF TR UNIT SER 1 Ticker: SPY	78462F103 OEQ	950,184.00 131.970	4,518.86	934,670.88 129.815		15,513.12	17,539.20	1.8
933.000	STARBUCKS CORP Ticker: SBUX	855244109 CND	36,844.17 39.490	0.00	30,556.38 32.751		6,287.79	485.16	1.3
230.000	STARWOOD HOTELS & RESORTS WORLDWIDE INC COM Ticker: HOT	85590A401 CND	12,889.20 56.040	0.00	4,566.63 19.855		8,322.57	69.00	0.5
1,217.000	TIME WARNER INC NEW COM Ticker: TWX	887317303 CND	44,262.29 36.370	0.00	43,874.54 36.051		387.75	1,143.98	2.6
889.000	TJX COS INC NEW Ticker: TJX	872540109 CND	46,099.17 52.530	0.00	41,003.70 46.123		5,695.47	675.64	1.4
1,400.000	TRAVELERS COS INC Ticker: TRV	89417E109 FIN	81,732.00 58.380	0.00	55,497.12 39.641		26,234.88	2,296.00	2.8
414.000	UNION PAC CORP Ticker: UNP	907818108 IND	43,221.60 104.400	196.65	20,929.96 50.555		22,291.64	786.60	1.8
1,174.000	US BANCORP DEL COM NEW Ticker: USB	902973304 FIN	29,948.74 25.510	146.75	26,919.82 22.930		3,028.92	587.00	2.0
2,950.000	VERIZON COMMUNICATIONS INC Ticker: VZ	92343V104 TEL	109,828.50 37.230	0.00	99,202.98 33.628		10,625.52	5,752.50	5.2
156.000	WYNN RESORTS LTD Ticker: WYNN	983134107 CND	22,392.24 143.540	0.00	13,416.17 86.001		8,976.07	156.00	0.7

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Portfolio Detail

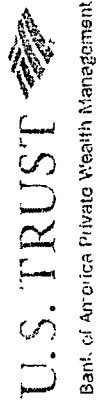
Account: CO TUA HS & IC CAMERON COMBINED

June 01, 2011 through June 30, 2011

Units	Description	CUSIP Sector (2)	Market Value(1)/ Market Price	Accrued Income	Average Unit Cost	Tax Cost/ Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
Equities (cont)									
U.S. Large Cap (cont)									
200.000	YOUKU COM INC SPONSORED ADR CAYMAN ISLANDS Ticker: YOKU	98742U100 CND	6,870.00 34.350	0.00	8,538.38 42.692		-1,668.38	0.00	0.0
398.000	YUM BRANDS INC Ticker: YUM	988498101 CND	21,985.52 55.240	0.00	17,419.70 43.768		4,565.82	398.00	1.8
850.000	3M CO Ticker: MMM	88579Y101 IND	80,622.50 94.850	0.00	40,460.00 47.600		40,162.50	1,870.00	2.3
Total U.S. Large Cap			\$7,617,359.92	\$12,609.49	\$6,303,767.67		\$1,313,592.25	\$148,417.08	1.9%
U.S. Mid Cap									
234.000	ACME PACKET INC Ticker: APKT	004764106 IFT	\$16,410.42 70.130	\$0.00	\$16,244.60 69.421		\$165.82	\$0.00	0.0%
339.000	BAIDU INC SPONSORED ADR REPSTG ORD SHS CAYMAN ISLANDS Ticker: BIDU	056752108 IFT	47,504.07 140.130	0.00	13,636.97 40.227		33,867.10	0.00	0.0
23,772.668	COLUMBIA ACORN FUND CLASS Z SHARES Ticker: ACORN X	197199409 OEC	759,536.74 31.950	0.00	563,470.93 23.702		196,065.81	2,305.95	0.3
16,316.055	COLUMBIA MID CAP GROWTH FUND CLASS Z SHARES Ticker: CLSP X	19765P232 OEC	484,749.99 29.710	0.00	350,000.00 21.451		134,749.99	146.84	0.0
69,499.762	COLUMBIA MID CAP INDEX FUND CLASS Z SHARES Ticker: NMPA X	19765J608 OEC	846,507.10 12.180	0.00	528,628.98 7.606		317,878.12	14,803.45	1.7
111.000	F5 NETWORKS INC Ticker: FFIV	315616102 IFT	12,237.75 110.250	0.00	12,495.27 112.570		-257.52	0.00	0.0
1,450.000	GENUINE PARTS CO Ticker: GPC	372460105 CND	78,880.00 54.400	652.50	40,150.50 27.690		38,729.50	2,610.00	3.3
109.000	O REILLY AUTOMOTIVE INC NEW COM Ticker: ORLY	67103H107 CND	7,140.59 65.510	0.00	6,898.77 63.291		241.82	0.00	0.0

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Portfolio Detail

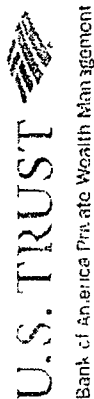
June 01, 2011 through June 30, 2011

CO TUA HS & IC CAMERON COMBINED

Account:

Units	Description	CUSIP Sector (2)	Market Value (1)/ Market Price	Accrued Income	Average Unit Cost	Tax Cost/ Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
U.S. Mid Cap (cont)									
6,500.000	POWERSHARES WATER RESOURCES PORT Ticker: PHO	73935X575 OEQ	125,840.00 19.360	0.00	122,520.45 18.849		3,319.55	981.50	0.8
86.000	SOTHEBYS HLDGS INC CLA Ticker: BID	835898107 CND	3,741.00 43.500	0.00	4,393.11 51.083		-652.11	17.20	0.5
536.000	TIFFANY & CO NEW TIF Ticker: TIF	886547108 CND	42,086.72 78.520	155.44	23,180.35 43.247		18,906.37	621.76	1.5
	Total U.S. Mid Cap		\$2,424,634.38	\$807.94	\$1,681,619.93		\$743,014.45	\$21,486.70	0.9%
U.S. Small Cap									
27,426.452	COLUMBIA SMALL CAP GROWTH I FUND CLASS Z SHARES Ticker: CMSCX	19765P596 OEQ	\$968,976.55 35.330	\$0.00	\$599,999.99 21.877		\$368,976.56	\$0.00	0.0%
9,449.027	COLUMBIA SMALL CAP VALUE I FUND CLASS Z SHARES Ticker: CSCZX	19765N567 OEQ	458,561.28 48.530	0.00	301,450.30 31.903		157,110.98	5,064.68	1.1
	Total U.S. Small Cap		\$1,427,537.83	\$0.00	\$901,450.29		\$526,087.54	\$5,064.68	0.4%
International Developed									
2,100.000	ASTRAZENECA PLC SPONSORED ADR UNITED KINGDOM Ticker: AZN	046353108 HEA	\$105,147.00 50.070	\$0.00	\$71,022.00 33.820		\$34,125.00	\$5,355.00	5.1%
7,434.956	COLUMBIA ACORN INTERNATIONAL FUND CLASS Z SHARES Ticker: ACINX	197199813 OEQ	305,799.74 41.130	0.00	226,000.64 30.397		79,799.10	10,052.06	3.3
7,425.449	COLUMBIA INTERNATIONAL VALUE FUND CLASS Z SHARES Ticker: EMIE X	19765H586 OEQ	109,673.88 14.770	0.00	116,299.15 15.662		-6,625.27	2,762.27	2.5

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Portfolio Detail

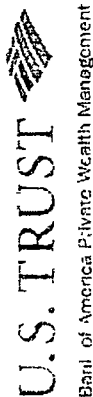
Account: CO TUA HS & IC CAMERON COMBINED

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Units	Description	CUSIP Sector (2)	Market Value(1)/ Market Price	Accrued Income	Average Unit Cost	Tax Cost/ Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
International Developed (cont)									
1,150,000	DIAGEO PLC SPONSORED ADR NEW UNITED KINGDOM Ticker: DEO	252430205 CNS	94,150.50 81.870	0.00	50,783.65 44.160	43,366.85	2,860.05	3.0	
12,200,532	HARBOR INTERNATIONAL FUND INSTL CL Ticker: HAIN X	411511306 OEQ	791,692.52 64.890	0.00	575,000.00 47.129	216,692.52	10,638.86	1.3	
1,800,000	HSBC HLDGS PLC SPON ADR NEW UNITED KINGDOM Ticker: HBC	404280406 FIN	89,316.00 49.620	810.00	80,992.80 44.996	8,323.20	3,330.00	3.7	
3,500,000	ISHARES INC MSCI AUSTRALIA INDEX FUND Ticker: EWA	464286103 OEQ	91,175.00 26.050	0.00	77,762.50 22.218	13,412.50	3,720.50	4.1	
3,000,000	ISHARES INC MSCI CDA INDEX FUND Ticker: EWC	464286509 OEQ	95,010.00 31.670	0.00	80,600.00 26.867	14,410.00	1,572.00	1.7	
2,200,000	ISHARES MSCI SINGAPORE INDEX FUND Ticker: EWS	464286673 OEQ	30,206.00 13.730	0.00	30,549.50 13.886	-343.50	1,089.00	3.6	
2,500,000	ISHARES S&P GLOBAL MATERIALS INDEX FUND Ticker: MXI	464288695 OEQ	183,475.00 73.390	0.00	175,450.50 70.180	8,024.50	3,570.00	1.9	
3,500,000	MARKET VECTORS ETF TR AGRI BUSINESS ETF Ticker: MOO	57060U605 OEQ	188,265.00 53.790	0.00	182,622.03 52.178	5,642.97	1,148.00	0.6	
8,900,000	NOKIA CORP SPONSORED ADR FINLAND Ticker: NOK	654902204 IFT	57,138.00 6.420	0.00	99,591.00 11.190	-42,453.00	3,657.90	6.4	
1,350,000	ROYAL DUTCH SHELL PLC SPONSORED ADR CL B UNITED KINGDOM Ticker: RDS/B	780259107 ENR	96,862.50 71.750	0.00	97,865.96 72.493	-1,003.46	4,536.00	4.7	

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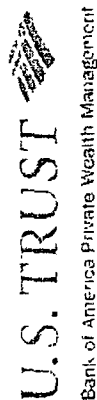
CO TUA HS & IC CAMERON COMBINED

Account:

Units	Description	CUSIP Sector (2)	Market Value(1)/ Market Price	Accrued Income	Average Unit Cost	Tax Cost/ Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
International Developed (cont)									
25,370.903	THORNBURG INTL VALUE FUND CL I Ticker: TGVIX	885215566 OEQ	761,380.80 30.010	0.00	550,000.00 21.678		211,380.80	7,129.22	0.9
2,900.000	UNILEVER N V NEW YORK SHSADR NETHERLANDS Ticker: UN	904784709 CNS	95,265.00 32.850	0.00	53,539.80 18.462		41,725.20	2,911.60	3.1
3,350.000	VODAFONE GROUP PLC SPONSORED ADR NEW UNITED KINGDOM Ticker: VOD	92857W209 TEL	89,512.00 26.720	3,282.73	57,605.92 17.196		31,906.08	4,710.10	5.3
Total International Developed			\$3,184,068.94	\$4,092.73	\$2,525,685.45		\$658,383.49	\$69,042.56	2.2%
Emerging Markets									
700.000	ISHARES FTSE CHINA 25 INDEX FUND Ticker: FXI	464287184 OEQ	\$30,065.00 42.950	\$0.00	\$31,809.50 45.442		-\$1,744.50	\$598.50	2.0%
2,000.000	ISHARES INC MSCI BRAZIL FREE INDEX FUND Ticker: EWZ	464286400 OEQ	146,700.00 73.350	0.00	128,329.00 64.165		18,371.00	7,230.00	4.9
700.000	ISHARES MSCI SOUTH KOREA INDEX FUND Ticker: EWY	464286772 OEQ	45,500.00 65.000	0.00	45,187.90 64.554		312.10	347.20	0.8
65,090.122	LAZARD FUNDS INC EMERGING MKTS PORTFOLIO INSTL Ticker: LZEMX	52106N889 OEQ	1,413,757.45 21.720	0.00	960,748.94 14.760		453,008.51	16,467.80	1.2
1,000.000	VANGUARD MSCI EMERGING MKTS ETF Ticker: VWO	922042858 OEQ	48,620.00 48.620	0.00	40,530.00 40.530		8,090.00	815.00	1.7
Total Emerging Markets			\$1,684,642.45	\$0.00	\$1,206,605.34		\$478,037.11	\$25,458.50	1.5%
Total Equities			\$16,338,243.52	\$17,510.16	\$12,619,128.68		\$3,719,114.84	\$269,469.52	1.6%

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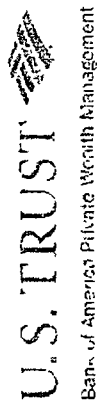
CO TUA HS & IC CAMERON COMBINED

Account:

Units	Description	CUSIP Sector (2)	Market Value(1)/ Market Price	Accrued Income	Average Unit Cost	Tax Cost/ Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
Investment Grade Taxable									
150,000.000	2011 METLIFE INC SR NT DTD 11/27/01 6.125% DUE 12/01/11 Moody's: A3 S&P: A-	59156RAC2	\$153,357.00 102.238	\$765.62	\$161,462.00 107.641		-\$8,105.00	\$9,187.50	6.0% 0.8
150,000.000	2012 HEWLETT PACKARD CO SR UNSEC GLOBAL NT DTD 02/27/07 5.250% DUE 03/01/12 Moody's: A2 S&P: A	428236AL7	154,879.50 103.253	2,625.00	158,104.50 105.403		-3,225.00	7,875.00	5.1 0.4
150,000.000	MORGAN STANLEY DEAN WITTER & CO NT DTD 04/03/02 6.600% DUE 04/01/12 Moody's: A2 S&P: A	617446HC6	158,663.00 104.442	2,475.00	164,228.00 109.485		-7,565.00	9,900.00	6.3 0.8
150,000.000	GENERAL ELEC CAP CORP MTN SER A DTD 06/07/02 6.000% DUE 06/15/12 Moody's: AA2 S&P: AA+	36962GY4	157,717.50 105.145	399.99	161,272.50 107.515		-3,555.00	9,000.00	5.7 0.6
425,000.000	FEDERAL HOME LN MTG CORP NT DTD 07/16/02 5.125% DUE 07/15/12 Moody's: AAA S&P: AAA	3134A4QD9	446,547.50 105.070	10,043.57	458,628.86 107.913		-12,081.36	21,781.25	4.9 0.2
150,000.000	WELLS FARGO & CO NEW NEW SUB NT DTD 09/05/02 5.125% DUE 09/01/12 Moody's: A2 S&P: A+	949746CL3	156,726.00 104.484	2,562.49	155,270.00 103.513		1,456.00	7,687.50	4.9 1.2
515,000.000	UNITED STATES TREAS NT DTD 11/15/02 4.000% DUE 11/15/12 Moody's: AAA S&P: AAA	912828AP5	540,868.45 105.023	2,630.97	564,399.98 109.592		-23,531.53	20,600.00	3.8 0.3
150,000.000	2013 J P MORGAN CHASE & CO GLOBAL SUB NT DTD 11/25/02 5.750% DUE 01/02/13 Moody's: A1 S&P: A	46625HAT7	159,891.00 106.594	4,288.54	151,241.50 100.828		8,649.50	8,625.00	5.4 1.3

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Portfolio Detail

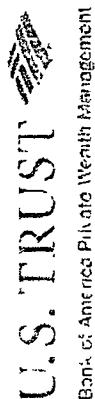
June 01, 2011 through June 30, 2011

CO TUA HS & IC CAMERON COMBINED

Account:

Units	Description	CUSIP	Sector (2)	Market Value(1)/ Market Price	Accrued Income	Average Unit Cost	Tax Cost/ Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
Investment Grade Taxable (cont)										
150,000.000	AMERICAN EXPRESS CO NT DTD 07/24/03 4.875% DUE 07/15/13 Moody's: A3 S&P: BBB+	025816A02		159,486.00 106.324	3,371.87	148,131.00 98.754		11,355.00	7,312.50	4.6 1.6
425,000.000	FEDERAL HOME LN MTG CORP NT DTD 07/18/03 4.500% DUE 07/15/13 Moody's: AAA S&P: AAA	3134A4T7		459,518.50 108.122	8,818.75	462,315.12 108.780		-2,796.62	19,125.00	4.2 0.4
150,000.000	3M COMPANY MTN DTD 08/21/08 4.375% DUE 08/15/13 Moody's: AA2 S&P: AA-	88579EAE5		161,983.50 107.989	2,479.16	158,650.50 105.767		3,333.00	6,562.50	4.1 0.6
150,000.000	BAKER HUGHES INC UNSECD SR NT DTD 10/28/08 6.500% DUE 11/15/13 Moody's: A2 S&P: A	057224AX5		168,660.00 112.440	1,245.83	155,241.00 103.494		13,419.00	9,750.00	5.8 1.1
150,000.000	CONOCOPHILLIPS NT DTD 02/03/09 4.750% DUE 02/01/14 Moody's: A1 S&P: A	20825CAS3		163,671.00 109.114	2,968.75	156,940.50 104.627		6,730.50	7,125.00	4.4 1.1
150,000.000	CATERPILLAR FINL SVCS CORP SR UNSECD MTN DTD 02/12/09 6.125% DUE 02/17/14 Moody's: A2 S&P: A	14912L4F5		168,591.00 112.394	3,419.79	169,873.50 113.249		-1,282.50	9,187.50	5.5 1.2
150,000.000	CTIGROUP INC GLOBAL SR NT DTD 05/05/04 5.125% DUE 05/05/14 Moody's: A3 S&P: A	172967CK5		160,776.00 107.184	1,195.83	149,461.50 99.641		11,314.50	7,687.50	4.8 2.5
295,000.000	UNITED STATES TREAS NT DTD 05/17/04 4.750% DUE 05/15/14 Moody's: AAA S&P: AAA	912828CJ7		328,441.20 111.336	1,789.64	338,572.61 114.770		-10,131.41	14,012.50	4.3 0.7

Settlement Date



Portfolio Detail

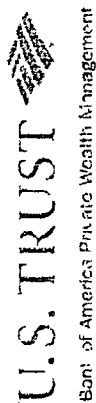
June 01, 2011 through June 30, 2011

CO TUA HS & IC CAMERON COMBINED

Account:

Units	Description	Sector (2)	Market Price	Income	Average Unit Cost	Gain/Loss	Annual Income	YTM
Investment Grade Taxable (cont)								
425,000.000	FEDERAL HOME LN BK GLOBAL BD DTD 05/27/04 5.250% DUE 06/18/14 Moody's: AAA S&P: AAA	3133X7FK5	479,004.75 112.707	805.73	447,287.13 105.244	31,717.62	22,312.50	4.7 0.8
150,000.000	ALLSTATE CORP SRNT DTD 08/16/04 5.000% DUE 08/15/14 Moody's: A3 S&P: A-	020002AR2	165,012.00 110.008	2,833.33	164,790.00 109.860	222.00	7,500.00	4.5 1.6
150,000.000	PROCTER & GAMBLE CO NT DTD 08/10/04 4.950% DUE 08/15/14 Moody's: AA3 S&P: AA-	742718DA4	167,920.50 111.947	2,805.00	164,190.00 109.460	3,730.50	7,425.00	4.4 1.0
200,000.000	PRUDENTIAL FINL INC MTN SER B DTD 09/20/04 5.100% DUE 09/20/14 Moody's: BAA2 S&P: A	74432DAE5	217,436.00 108.718	2,861.67	201,417.50 100.709	16,018.50	10,200.00	4.7 1.9
150,000.000	GOLDMAN SACHS GROUP INC NT DTD 09/29/04 5.000% DUE 10/01/14 Moody's: A1 S&P: A	38143UAW1	160,663.50 107.109	1,874.99	142,587.50 95.058	18,076.00	7,500.00	4.7 2.6
150,000.000	MERCK & CO INC NT DTD 02/17/05 4.750% DUE 03/01/15 Moody's: AA3 S&P: AA	589331AK3	167,055.00 111.370	2,375.00	155,427.00 103.618	11,628.00	7,125.00	4.3 1.5
150,000.000	DU PONT E I DE NEMOURS & CO SRNT DTD 02/20/09 4.750% DUE 03/15/15 Moody's: A2 S&P: A	263534BX6	164,959.50 109.973	2,097.92	170,419.50 113.613	-5,460.00	7,125.00	4.3 1.9
425,000.000	FEDERAL HOME LN MTG CORP NT DTD 07/14/05 4.375% DUE 07/17/15 Moody's: AAA S&P: AAA	3134AAVC5	471,350.50 110.906	8,470.48	454,726.74 106.995	16,623.76	18,593.75	3.9 1.5
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Portfolio Detail

Account: CO TUA HS & IC CAMERON COMBINED

June 01, 2011 through June 30, 2011

Units	Description	CUSIP	Sector (2)	Market Value(1)/ Market Price	Accrued Income	Average Unit Cost	Tax Cost/ Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
Investment Grade Taxable (cont)										
600,000.000	UNITED STATES TREAS NT DTD 08/15/05 4.250% DUE 08/15/15 Moody's: AAA S&P: AAA	912828EE6		669,798.00 111.633	9,580.11	687,371.48 114.562		-17,573.48	25,500.00	3.8 1.2
150,000.000	ORACLE CORP / OZARK HLDG INC NT DTD 01/13/06 5.250% DUE 01/15/16 Moody's: A1 S&P: A	68402LAC8		169,276.50 112.851	3,631.25	154,264.50 102.843		15,012.00	7,875.00	4.7 2.1
150,000.000	VERIZON COMMUNICATIONS INC NT DTD 02/15/06 5.550% DUE 02/15/16 Moody's: A3 S&P: A-	92343VAC8		168,978.00 112.652	3,145.00	170,086.50 113.391		-1,108.50	8,325.00	4.9 2.6
150,000.000	CISCO SYS INC NT DTD 02/22/06 5.500% DUE 02/22/16 Moody's: A1 S&P: A+	17275FAC6		170,551.50 113.701	2,956.25	156,502.50 104.335		14,049.00	8,250.00	4.8 2.3
425,000.000	FEDERAL NATL MTG ASSN NT DTD 08/17/06 5.250% DUE 09/15/16 Moody's: AAA S&P: AAA	31359MW41		490,152.50 115.330	6,569.79	487,840.93 114.786		2,311.57	22,312.50	4.6 2.0
425,000.000	FEDERAL NATL MTG ASSN MTN DTD 06/08/07 5.375% DUE 06/12/17 Moody's: AAA S&P: AAA	31398ADM1		494,644.75 116.387	1,205.64	455,818.76 107.251		38,825.99	22,843.75	4.6 2.3
150,000.000	INTERNATIONAL BUSINESS MACHS CORP SR NT DTD 09/14/07 5.700% DUE 09/14/17 Moody's: AA3 S&P: A+	459200GJ4		174,396.00 116.264	2,541.24	153,195.00 102.130		21,201.00	8,550.00	4.9 2.8
150,000.000	MCDONALDS CORP SR UNSEC MTN DTD 10/18/07 5.800% DUE 10/15/17 Moody's: A2 S&P: A	58013MEB6		176,035.50 117.357	1,836.66	151,594.50 101.063		24,441.00	8,700.00	4.9 2.7

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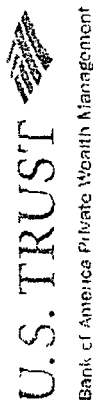
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CO TUA HS & IC CAMERON COMBINED

Account:

Units	Description	CUSIP Sector (2)	Market Value(1)/ Market Price	Accrued Income	Average Unit Cost	Tax Cost/ Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
Investment Grade Taxable (cont)									
150,000.000	COCA-COLA CO NT DTD 11/01/07 5.350% DUE 11/15/17 Moody's: AA3 S&P: A+	191216AK6	173,865.00 115.910	1,025.41	154,891.50 103.261		18,973.50	8,025.00	4.6 2.5
150,000.000	UNITED TECHNOLOGIES CORP NT DTD 12/07/07 5.375% DUE 12/15/17 Moody's: A2 S&P: A	913017BM0	171,165.00 114.110	358.33	164,370.00 109.580		6,795.00	8,062.50	4.7 2.9
150,000.000	WAL-MART STORES INC SR NT DTD 08/24/07 5.800% DUE 02/15/18 Moody's: AA2 S&P: AA	931142CJ0	172,885.50 115.257	3,286.66	166,290.00 110.860		6,595.50	8,700.00	5.0 3.2
150,000.000	HONEYWELL INTL INC SR UNSEC MTN DTD 02/29/08 5.300% DUE 03/01/18 Moody's: A2 S&P: A	438516AX4	168,537.00 112.358	2,650.00	153,177.00 102.118		15,360.00	7,950.00	4.7 3.2
550,000.000	UNITED STATES TREAS NT DTD 08/15/08 4.000% DUE 08/15/18 Moody's: AAA S&P: AAA	912828JH4	606,116.50 110.203	8,265.19	589,716.23 107.221		16,400.27	22,000.00	3.6 2.4
150,000.000	UNILEVER CAPITAL CORP CO GTD SR NT DTD 02/12/09 4.800% DUE 02/15/19 Moody's: A1 S&P: A+	904764AK3	164,412.00 109.608	2,720.00	158,277.00 105.518		6,135.00	7,200.00	4.4 3.4
150,000.000	CHEVRON CORP SR NT DTD 03/03/09 4.950% DUE 03/03/19 Moody's: AA1 S&P: AA	166751AJ6	167,611.50 111.741	2,433.75	155,821.50 103.881		11,790.00	7,425.00	4.4 3.1
150,000.000	TARGET CORP SR UNSEC NT DTD 07/16/10 3.875% DUE 07/15/20 Moody's: A2 S&P: A+	87612EAV8	149,614.50 99.743	2,680.20	156,072.00 104.048		-6,457.50	5,812.50	3.9 3.8

Settlement Date



Portfolio Detail

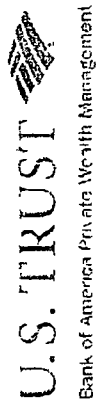
Account: CO TUA HS & IC CAMERON COMBINED

June 01, 2011 through June 30, 2011

Units	Description	CUSIP Sector (2)	Market Value(1)/ Market Price	Accrued Income	Average Unit Cost	Tax Cost/ Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
Investment Grade Taxable (cont)									
150,000.000	2021 BERKSHIRE HATHAWAY FIN CORP CO GTD SRNT DTD 01/11/11 4.250% DUE 01/15/21 Moody's: AA2 S&P: AA+	084664BQ3	152,730.00 101.820	3,010.42	148,300.50 98.867		4,429.50	6,375.00	4.2 4.0
450,000.000	UNITED STATES TREAS NT DTD 02/15/11 3.625% DUE 02/15/21 Moody's: AAA S&P: AAA	912828PX2	469,228.50 104.273	6,128.45	463,816.41 103.070		5,412.09	16,312.50	3.5 3.0
162,769.290	2022 FEDERAL HOME LN MTG CORP POOL #G18190 DTD 06/01/07 5.500% DUE 06/01/22 Moody's: AAA S&P: AAA	3128MMF81	176,031.73 108.148	746.03	159,939.90 98.262		16,091.83	8,952.31	5.1
109,550.830	FEDERAL HOME LN MTG CORP POOL #G18202 DTD 07/01/07 6.000% DUE 07/01/22 Moody's: AAA S&P: AAA	3128MMGL1	119,780.69 109.338	547.75	109,807.60 100.234		9,973.09	6,573.05	5.5
29,691.834	PIMCO TOTAL RETURN FUND INSTL	693390700	326,313.26 10.990	856.89	325,000.00 10.946		1,313.26	11,045.36	3.4
337.000	WELLS FARGO & CO NEW PFD DEP SHS SER J Moody's: A3 S&P: A-	949746879	9,634.83 28.590	0.00	5,193.11 15.410		4,441.72	674.00	7.0
	Total Investment Grade Taxable		\$11,232,937.56	\$141,379.94	\$10,941,985.36		\$290,952.30	\$500,663.47	4.5%
International Developed Bonds									
23,870.352	TEMPLETON GLOBAL BD FUND ADVISOR CL	880208400	\$331,081.78 13.870	\$0.00	\$325,000.00 13.615		\$6,081.78	\$15,133.80	4.6%
	Total International Developed Bonds		\$331,081.78	\$0.00	\$325,000.00		\$6,081.78	\$15,133.80	4.6%
Global High Yield Taxable									
13,528.731	COLUMBIA INCOME OPPORTUNITIES FUND CL Z	197637889	\$130,822.83 9.670	\$687.85	\$127,571.29 9.430		\$3,251.54	\$8,915.43	6.8%

4-6073312

Settlement Date



Portfolio Detail

June 01, 2011 through June 30, 2011

Account: CO TUA HS & IC CAMERON COMBINED

Units	Description	CUSIP Sector (2)	Market Value (1)/ Market Price	Accrued Income	Average Unit Cost	Tax Cost/ Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
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Global High Yield Taxable (cont)

Total Global High Yield Taxable \$130,822.83 \$687.85 \$127,571.29 \$3,251.54 \$8,915.43 6.8%

Total Fixed Income

\$11,694,842.27 \$142,067.79 \$11,394,556.65 \$300,285.62 \$524,712.70 4.5%

Less Govt obligations \$5,680,242.7

\$5,817,089.7

Part II, m 10c \$5,714,315

\$5,817,753

Part XV, Line 3a - Grants Paid During the Year

Name and Address	Public Charity Status	Purpose	Amount
3 "A" Bereavement Foundation 5330 Griggs Rd, C-104, Box 34, Houston, TX 77021	509(a)(1)	Charitable gift	\$ 2,000
Adult Reading Center 2246 N. Washington Ave. Pearland, TX 77581	509(a)(1)	Charitable gift	5,000
Archdiocese of Galveston/Houston 1700 San Jacinto, Houston, TX 77002	509(a)(1)	Charitable gift	15,500
Arrow Child & Family Ministries 2929 FM 2920 Road, Spring, TX 77388	509(a)(1)	Charitable gift	10,000
Assistance League Houston 1902 Commonwealth, Houston, TX 77006	509(a)(1)	Charitable gift	5,000
Bay Area Turning Point Inc. P.O. BOX 57543, Webster, TX 77598-7543	509(a)(1)	Charitable gift	4,500
Boys & Girls Country 18806 Roberts Road, Hockley, TX 77447	509(a)(1)	Charitable gift	10,000
Breath of Life Children's Center 21715 Kingsland Blvd., Ste 103 Katy, TX 77450	509(a)(1)	Charitable gift	10,000
Bridges to Life P. O. Box 19039, Houston TX 77224-9039	509(a)(1)	Charitable gift	3,000
Bridgewood Farms 11680 Rose Road, Conroe TX 77303	509(a)(1)	Charitable gift	5,000
Camp Aranzazu 5420 FM 1781, Rockport, TX 78382-7622	509(a)(1)	Charitable gift	3,000
Camp for All Foundation 10500 NW Freeway, Suite 145 Houston, TX 77092	509(a)(1)	Charitable gift	3,000
Casa de Esperanza Post Office Box 66581, Houston, TX 77266-6581	509(a)(1)	Charitable gift	10,000

Part XV, Line 3a - Grants Paid During the Year

Name and Address	Public Charity Status	Purpose	Amount
Catholic Relief Services 228 W Lexington St, Baltimore, Maryland 21201-3443	509(a)(1)	Charitable gift	6,000
Catholic Student Center 100 Concho St., San Marcos, TX 78666-5702	509(a)(1)	Charitable gift	2,000
Cenikor Foundation 4525 Glenwood Ave., Deer Park, TX 77536	509(a)(1)	Charitable gift	2,500
Challenge Soccer Club 16738 A Steubner Airline Spring, Texas 77379	509(a)(1)	Charitable gift	2,500
Child Advocates Total 2401 Portsmouth, Suite 210, Houston, TX 77098	509(a)(1)	Charitable gift	3,500
Christian Community Service Center P. O. Box 27924 Houston, TX 77227	509(a)(1)	Charitable gift	5,000
Christus Fdn for Healthcare P. O. Box 1919, Houston, TX 77251	509(a)(1)	Charitable gift	200,000
City Wide Club Post Office Box 8446, Houston, TX 77288-8446	509(a)(1)	Charitable gift	1,500
Clayton Dabney Foundation 6500 Greenville Ave, Ste 342, Dallas, TX 75206	509(a)(1)	Charitable gift	5,000
Coalition for the Homeless of Houston 600 Jefferson St., Ste 2050 Houston, TX 77002	509(a)(1)	Charitable gift	5,000
Co-Cathedral of the Sacred Heart 1701 San Jacinto St Houston, TX 77002	509(a)(1)	Charitable gift	200,000
Communities in Schools 2150 W. 18th, Houston, TX 77008	509(a)(1)	Charitable gift	2,500
Compass 1117 Texas Ave., Houston TX 77002	509(a)(1)	Charitable gift	5,000

Part XV, Line 3a - Grants Paid During the Year

Name and Address	Public Charity Status	Purpose	Amount
Conference of SW Foundations 3102 Maple Avenue, Suite 260 Dallas, TX 75201	509(a)(1)	Charitable gift	2,000
Council on Alcohol and Drugs 303 Jackson Hill Houston, TX 77007	509(a)(1)	Charitable gift	3,000
County Line Baptist Church 15369 FM 1484 Conroe, TX 77303	509(a)(1)	Charitable gift	1,500
Covenant House Texas 1111 Lovette Boulevard Houston, TX 77006	509(a)(1)	Charitable gift	7,500
Creative Alternatives Inc. 1330-R Wirt Rd. Houston, TX 77055	509(a)(2)	Charitable gift	7,000
Crisis Intervention of Houston 3701 Kirby Drive Houston, TX 77098	509(a)(1)	Charitable gift	5,000
Cristo Rey Jesuit College 6700 Mount Carmel Street Houston, Texas 77087	509(a)(1)	Charitable gift	20,000
Crossroads Community Partnership 6300 Chimney Rock, Houston, TX 77081	509(a)(1)	Charitable gift	2,000
Depelchin Children's Center 4950 Memorial Drive, Houston, TX 77007	509(a)(1)	Charitable gift	5,000
Dominican Sisters 6501 Almeda, Houston, TX 77021-2095	509(a)(1)	Charitable gift	30,000
Equestrian Order of the Holy 2121 Sage Road, Suite 230, Houston, TX 77056	509(a)(1)	Charitable gift	1,000
Escape Family Resource Center 3210 Eastside, Houston, TX 77098	509(a)(1)	Charitable gift	8,000
Harkins House P. O. Box 1113, Humble, TX 77347-1113	509(a)(1)	Charitable gift	5,000

Part XV, Line 3a - Grants Paid During the Year

Name and Address	Public Charity Status	Purpose	Amount
Healthcare for the Homeless P. O. Box 66690, Houston, Texas 77266	509(a)(1)	Charitable gift	7,500
Holy Name Passionist Retreat Center 430 Bunker Hill Road, Houston, TX 77024	509(a)(1)	Charitable gift	10,000
Homeless Pet Placement League 1603 Shepherd Dr. Houston, TX 77007	509(a)(1)	Charitable gift	2,500
Houston Achievement Place 245 W. 17th Street, Houston, TX 77008	509(a)(1)	Charitable gift	5,500
Houston Arboretum and Nature Center 4501 Woodway Drive, Houston, TX 77024	509(a)(1)	Charitable gift	1,500
Houston Area Women's Center 1010 Waugh Drive, Houston, TX 77019	509(a)(1)	Charitable gift	1,500
Houston Christian High School 2700 W Sam Houston Pkwy N, Houston, TX 77043	509(a)(1)	Charitable gift	4,500
Houston Food Bank 3811 Eastex Freeway, Houston, TX 77026	509(a)(1)	Charitable gift	15,000
Houston Hospice & Palliative Care 1905 Holcombe, Houston, TX 77030-4123	509(a)(1)	Charitable gift	10,000
Humble Area Assistance Ministries 1302 1st Street, Humble, TX 77338	509(a)(1)	Charitable gift	4,500
Huntsville Catholic Radio 1624 Avenue O, Huntsville, TX 77340-4418	509(a)(1)	Charitable gift	3,000
Immaculate Conception Catholic 7250 Harrisburg Blvd, Houston, TX 77011	509(a)(1)	Charitable gift	5,000
Incarnate Word Academy 609 Crawford, Houston, TX 77002-3668	509(a)(1)	Charitable gift	13,500

Part XV, Line 3a - Grants Paid During the Year

Name and Address	Public Charity Status	Purpose	Amount
Interfaith Caring Ministries 151 Park Ave., League City, TX 77573	509(a)(1)	Charitable gift	2,000
Jesuit Volunteer Corps South P. O. Box 2136, Houston, TX 77253-3126	509(a)(1)	Charitable gift	15,000
John Paul II Catholic School 1400 Parkway Plaza Dr., Houston, TX 77077	509(a)(1)	Charitable gift	19,000
Junior Achievement 2115 E Governors Cir., Houston, TX 77092	509(a)(1)	Charitable gift	7,500
Katy Prairie Conservancy 3015 Richmond Ave #230, Houston, TX 77098	509(a)(1)	Charitable gift	2,500
La Posada Providencia 1610 Marydale Road, San Benito, TX 78586	509(a)(1)	Charitable gift	3,500
LIFE Houston 2002 S. Wayside, Ste. 113, Houston, TX 77023	509(a)(1)	Charitable gift	5,500
Literacy Advance 2424 Wilcrest, Ste. 120, Ho., TX 77042	509(a)(2)	Charitable gift	5,000
Loaves & Fishes / Rio Grande Valley 514 South E St., Harlingen, TX 78550	509(a)(1)	Charitable gift	2,500
Majella Cares 11615 Angus Rd Ste 102, Austin, TX 78759	509(a)(1)	Charitable gift	10,000
Memorial Assistance Ministries 1625 Blalock Road, Houston, TX 77080	509(a)(2)	Charitable gift	3,000
Memorial Hermann 9301 Southwest Fwy, Ste 600, Houston, TX 77074	509(a)(1)	Charitable gift	50,000
Memorial Hermann Hospital 9301 Southwest Fwy, Ste 600, Houston, TX 77074	509(a)(1)	Charitable gift	2,500

Part XV, Line 3a - Grants Paid During the Year

Name and Address	Public Charity Status	Purpose	Amount
Memorial Hermann PARC 1550 La Concha Houston, TX 77054	509(a)(1)	Charitable gift	154,000
Mental Health America 2211 Norfolk, Suite 810, Houston, TX 77098	509(a)(1)	Charitable gift	5,000
Missions of Yahweh 10247 Algiers, Houston, TX 77041	509(a)(1)	Charitable gift	5,000
Monastery of the Infant Jesus 1501 Lotus Ln, Lufkin, TX 75904	509(a)(1)	Charitable gift	7,000
Montgomery County Women's Center 1600 Lake Front Cir, Ste 100, The Woodlands, TX 77380	509(a)(1)	Charitable gift	3,000
Montrose Counseling Center 401 Branard, 2nd Floor, Houston, TX 77006	509(a)(2)	Charitable gift	3,000
Mount Carmel High School 7155 Ashburn St., Houston, TX 77061	509(a)(1)	Charitable gift	5,500
MS 150 10514 Shadow Wood, Houston, TX 77043	509(a)(1)	Charitable gift	1,500
New Hope Housing 1117 Texas Avenue, Houston, TX 77002	509(a)(1)	Charitable gift	2,500
Northwest Assistance Ministries 15555 Kuykendahl Rd, Houston, TX 77090	509(a)(1)	Charitable gift	9,500
Open Door Mission Foundation P. O. Box 9356, Houston, TX 77261	509(a)(1)	Charitable gift	7,000
Operation Military Embrace Inc 21307 Cypress-Rose Hill, Tomball, TX 77377	509(a)(1)	Charitable gift	6,000
Our Lady of Guadalupe 2405 Navigation Blvd, Houston, TX 77003	509(a)(1)	Charitable gift	26,500

Part XV, Line 3a - Grants Paid During the Year

Name and Address	Public Charity Status	Purpose	Amount
Palmer Drug Abuse Program 1200 Enclave, Pkwy. Suite 600, Houston, TX 77077	509(a)(1)	Charitable gift	2,500
Pope John XXIII High School 1800 West Grand Parkway N, Katy TX 77449	509(a)(1)	Charitable gift	100,000
Prairie View A&M 6436 University Dr., Prairie View, 77446	509(a)(1)	Charitable gift	3,500
Preserved in Time 2437 Bay Area Blvd, Houston, TX 77058	509(a)(1)	Charitable gift	5,000
Prevent Child Abuse Texas 13740 Research Blvd, Ste R-4, Austin, TX 78750	509(a)(1)	Charitable gift	2,000
Queen of Peace Catholic School 2320 Oakcliff, Houston, TX 77023	509(a)(1)	Charitable gift	5,000
Resource & Crisis Center Total 2202 Ave L, Galveston, TX 77550	509(a)(1)	Charitable gift	5,000
Rexanna's Foundation P.O. Box 328, Mansfield, TX 76063	509(a)(1)	Charitable gift	1,000
Ronald McDonald House 1907 Holcombe Blvd., Houston, TX 77030	509(a)(1)	Charitable gift	5,000
Rosehill Christian School 19830 FM 2920, Tomball, TX 77377	509(a)(1)	Charitable gift	9,000
Salvation Army 1500 Austin St, Houston, TX 77002	509(a)(1)	Charitable gift	40,000
San Jose Clinic 301 Hamilton, Houston, TX 77002	509(a)(1)	Charitable gift	15,000
Santa Fe Communications 1126 S. 70th St, Milwaukee, WI 53214	509(a)(1)	Charitable gift	10,000

Part XV, Line 3a - Grants Paid During the Year

Name and Address	Public Charity Status	Purpose	Amount
Sheltering Arms 3838 Aberdeen Way, Houston, TX 77025	509(a)(1)	Charitable gift	10,500
Spark School Park Program P.O. Box 1562, Houston, TX 77251	509(a)(1)	Charitable gift	5,000
Special Pals 3830 Greenhouse Rd., Houston, TX 77084	509(a)(1)	Charitable gift	5,000
St. Agnes Academy 9000 Bellaire Blvd., Houston, TX 77036	509(a)(1)	Charitable gift	40,000
St. Christopher Catholic School 8150 Park Place Blvd., Ho., TX 77017	509(a)(1)	Charitable gift	5,500
St. Dominic Village 2401 Holcombe Boulevard, Houston, TX 77021	509(a)(1)	Charitable gift	15,000
St. Mary's Catholic Center 603 Church St., College Station, TX 77840	509(a)(1)	Charitable gift	10,000
St. Mary's Catholic Church 816 Park Avenue, La Porte, TX 77571	509(a)(1)	Charitable gift	24,000
St. Mary's Seminary 9845 Memorial Drive, Houston, TX 77024	509(a)(1)	Charitable gift	25,000
St. Rose of Lima Catholic Church 3600 Brinkman, Houston, TX 77018	509(a)(1)	Charitable gift	10,000
St. Thomas High School 4500 Memorial Drive, Houston, TX 77007-7332	509(a)(1)	Charitable gift	105,000
Still Creek Ranch 6055 Hearne Road, Bryan, TX 77808	509(a)(1)	Charitable gift	10,400
Taping for the Blind 3935 Essex Lane, Houston, TX 77027	509(a)(2)	Charitable gift	5,000

Part XV, Line 3a - Grants Paid During the Year

Name and Address	Public Charity Status	Purpose	Amount
Teach for America 4669 Southwest Fwy, Ste 600, Ho., TX 77027	509(a)(1)	Charitable gift	8,500
Teen and Family Services 9337B Katy Freeway, PMB 314 Houston, TX 77024	509(a)(1)	Charitable gift	60,000
Texas Center for the Missing 6330 W Loop S., Ste. 105, Bellaire, TX 77401	509(a)(1)	Charitable gift	2,500
The Arc of Greater Houston P.O. Box 924168, Houston, TX 77292	509(a)(1)	Charitable gift	3,000
The Center Foundation 3550 West Dallas, Houston, TX 77019	509(a)(1)	Charitable gift	5,000
The Immunization Partnership 3015 Richmond Ave #270, Houston, TX 77098	509(a)(1)	Charitable gift	5,000
The Museum of Fine Arts Houston 1001 Bissonnet, Houston, TX 77005	509(a)(1)	Charitable gift	2,000
The Salvation Army 1015 Hemphill St., Houston, TX 77007	509(a)(1)	Charitable gift	20,000
The Source for Women of Houston 6009 Richmond Ave. Ste 130, Houston, TX 77057	509(a)(1)	Charitable gift	6,000
The Wheelhouse, Inc. P. O. Box 920, Deer Park, TX 77536	509(a)(1)	Charitable gift	1,000
The Women's Home 607 Westheimer, Houston, TX 77006-3915	509(a)(2)	Charitable gift	5,000
Trees for Houston P. O. Box 130096, Houston TX 77219-0096	509(a)(2)	Charitable gift	2,500
University of St. Thomas 3800 Montrose Blvd., Houston, TX 77006-4696	509(a)(1)	Charitable gift	239,000

Part XV, Line 3a - Grants Paid During the Year

Name and Address	Public Charity Status	Purpose	Amount
Volunteer Interfaith Caregivers 5001 Bellaire Blvd., Bellaire, TX 77401	509(a)(1)	Charitable gift	2,600
Wellsprings, Inc PO Box 311017, Houston, TX 77231	509(a)(1)	Charitable gift	6,000
Woodlands Art League 9595 Six Pines, Ste 1200, The Woodlands, TX 77380	509(a)(2)	Charitable gift	6,000
YMCA of Greater Houston 1600 Louisiana, Houston, TX 77002	509(a)(1)	Charitable gift	6,000
Young Audiences 4550 Post Oak Pl Dr #230, Houston, TX 77027	509(a)(1)	Charitable gift	5,000
GRAND TOTAL			<u>\$ 1,929,500</u>