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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 **NOV 1, 2010**, and ending **OCT 31, 2011**

**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 <b>FIFIELD MANORS</b>		<b>A</b> Employer identification number <b>95-1698857</b>
Number and street (or P O box number if mail is not delivered to street address) <b>540 SOUTH COMMONWEALTH AVE</b>	Room/suite	<b>B</b> Telephone number <b>213-385-1341</b>
City or town, state, and ZIP code <b>LOS ANGELES, CA 90020-1204</b>		<b>C</b> If exemption application is pending, check here <input type="checkbox"/>
<b>H</b> Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation, <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust, <input type="checkbox"/> Other taxable private foundation		<b>D</b> 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
<b>I</b> Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ <b>1,900,941.</b> (Part I, column (d) must be on cash basis)	<b>J</b> Accounting method: <input type="checkbox"/> Cash, <input checked="" type="checkbox"/> Accrual, <input type="checkbox"/> Other (specify)	<b>E</b> If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
		<b>F</b> If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

SCANNED MAR 22 2012

<b>Part I Analysis of Revenue and Expenses</b> <small>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)</small>		<b>(a) Revenue and expenses per books</b>	<b>(b) Net investment income</b>	<b>(c) Adjusted net income</b>	<b>(d) Disbursements for charitable purposes (cash basis only)</b>
<b>1</b> Contributions, gifts, grants, etc., received		100.		N/A	
<b>2</b> Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B					
<b>3</b> Interest on savings and temporary cash investments					
<b>4</b> Dividends and interest from securities		81,118.	81,118.		STATEMENT 1
<b>5a</b> Gross rents					
<b>b</b> Net rental income or (loss)					
<b>6a</b> Net gain or (loss) from sale of assets not on line 10		49,051.			
<b>b</b> Gross sales price for all assets on line 6a	3,053,792.				
<b>7</b> Capital gain net income (from Part IV, line 2)			49,051.		
<b>8</b> Net short-term capital gain					
<b>9</b> Income modifications					
<b>10a</b> Gross sales less returns and allowances					
<b>b</b> Less Cost of Goods Sold					
<b>c</b> Gross profit or (loss)		-8,425.	0.		STATEMENT 2
<b>11</b> Other income					
<b>12</b> Total. Add lines 1 through 11		121,844.	130,169.		
<b>13</b> Compensation of officers, directors, trustees, etc.		23,600.	11,300.		11,300.
<b>14</b> Other employee salaries and wages					
<b>15</b> Pension plans, employee benefits					
<b>16a</b> Legal fees					
<b>b</b> Accounting fees	STMT 3	2,825.	1,413.		1,412.
<b>c</b> Other professional fees					
<b>17</b> Interest					
<b>18</b> Taxes	STMT 4	1,253.	1,253.		0.
<b>19</b> Depreciation and depletion					
<b>20</b> Occupancy		9,000.	4,500.		4,500.
<b>21</b> Travel, conferences, and meetings					
<b>22</b> Printing and publications					
<b>23</b> Other expenses	STMT 5	13,279.	6,639.		6,640.
<b>24</b> Total operating and administrative expenses. Add lines 13 through 23		49,957.	25,105.		23,852.
<b>25</b> Contributions, gifts, grants paid		82,500.			82,500.
<b>26</b> Total expenses and disbursements. Add lines 24 and 25		132,457.	25,105.		106,352.
<b>27</b> Subtract line 26 from line 12		-10,613.			
<b>a</b> Excess of revenue over expenses and disbursements					
<b>b</b> Net investment income (if negative, enter -0-)			105,064.		
<b>c</b> Adjusted net income (if negative, enter -0-)				N/A	

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		Beginning of year	End of year		
		(a) Book Value	(b) Book Value	(c) Fair Market Value			
Assets	1	Cash - non-interest-bearing		95.	95.	95.	
	2	Savings and temporary cash investments		375,073.	413,378.	413,378.	
	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					
	7	Other notes and loans receivable ▶					
		Less allowance for doubtful accounts ▶					
	8	Inventories for sale or use					
	9	Prepaid expenses and deferred charges			528.	534.	534.
	10a	Investments - U S and state government obligations STMT 6			52,858.	60,498.	60,498.
	b	Investments - corporate stock STMT 7			1,105,057.	1,180,643.	1,180,643.
	c	Investments - corporate bonds STMT 8			377,947.	245,793.	245,793.
	11	Investments - land buildings, and equipment basis ▶					
	Less accumulated depreciation ▶						
12	Investments - mortgage loans						
13	Investments - other						
14	Land, buildings, and equipment basis ▶						
	Less accumulated depreciation ▶						
15	Other assets (describe ▶)						
16	<b>Total assets (to be completed by all filers)</b>			<b>1,911,558.</b>	<b>1,900,941.</b>	<b>1,900,941.</b>	
Liabilities	17	Accounts payable and accrued expenses		455.	451.		
	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	<b>Total liabilities (add lines 17 through 22)</b>			<b>455.</b>	<b>451.</b>		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>						
	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"/>						
	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			1,911,103.	1,900,490.		
30	<b>Total net assets or fund balances</b>			<b>1,911,103.</b>	<b>1,900,490.</b>		
31	<b>Total liabilities and net assets/fund balances</b>			<b>1,911,558.</b>	<b>1,900,941.</b>		

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	1,911,103.
2	Enter amount from Part I, line 27a	2	-10,613.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	1,900,490.
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	1,900,490.

**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 P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
<b>1a STATEMENT 11 - LONG TERM</b>	P		
<b>b STATEMENT 11 - SHORT TERM</b>	P		
<b>c CAPITAL GAINS DIVIDENDS</b>			
<b>d</b>			
<b>e</b>			

(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)
<b>a</b> 412,666.		379,383.	33,283.
<b>b</b> 2,639,208.		2,625,358.	13,850.
<b>c</b> 1,918.			1,918.
<b>d</b>			
<b>e</b>			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
<b>a</b>			33,283.
<b>b</b>			13,850.
<b>c</b>			1,918.
<b>d</b>			
<b>e</b>			

<b>2</b> 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	49,051.
<b>3</b> 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	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) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2009	98,765.	1,843,901.	.053563
2008	82,098.	1,521,092.	.053973
2007	139,434.	2,357,186.	.059153
2006	127,001.	2,459,200.	.051643
2005	101,980.	2,273,936.	.044847

  

<b>2</b> Total of line 1, column (d)	2	.263179
<b>3</b> 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	.052636
<b>4</b> Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	1,838,164.
<b>5</b> Multiply line 4 by line 3	5	96,754.
<b>6</b> Enter 1% of net investment income (1% of Part I, line 27b)	6	1,051.
<b>7</b> Add lines 5 and 6	7	97,805.
<b>8</b> Enter qualifying distributions from Part XII, line 4	8	106,352.

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 instructions)**

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 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 checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	1,051.
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	1,051.
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	1,051.
6 Credits/Payments			
a 2010 estimated tax payments and 2009 overpayment credited to 2010	6a	1,391.	
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	1,391.	
8 Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	340.	
11 Enter the amount of line 10 to be Credited to 2011 estimated tax <input checked="" type="checkbox"/> 340. Refunded <input checked="" type="checkbox"/>	11	0.	

**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)? 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
2 Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input checked="" type="checkbox"/> \$ 0. (2) On foundation managers <input checked="" type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input checked="" type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? 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?	N/A	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? 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 • 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? 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) <input checked="" type="checkbox"/> CA		
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

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)
12 Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address N/A
14 The books are in care of JANET GAUT Telephone no 213-385-1341 Located at 540 SO COMMONWEALTH AVE, LOS ANGELES, CA ZIP+4 90020-1204
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 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? 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

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.

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?
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?
(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)?
(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 )
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)? 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?
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? If "Yes," list the years
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 )
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?
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 )
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?
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?

**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)?  Yes  No  
 Organizations relying on a current notice regarding disaster assistance check here  N/A

**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?  Yes  No  
 If "Yes," attach the statement required by Regulations section 53.4945-5(d).  N/A

**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?  Yes  No  
 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?  Yes  No

**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
SEE STATEMENT 9		23,600.	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

**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 N/A	
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	
<b>Total.</b> Add lines 1 through 3 <span style="float: right;">▶</span>	0.

Form 990-PF (2010)

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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
<b>a</b>	Average monthly fair market value of securities	<b>1a</b>	1,471,400.
<b>b</b>	Average of monthly cash balances	<b>1b</b>	394,225.
<b>c</b>	Fair market value of all other assets	<b>1c</b>	531.
<b>d</b>	<b>Total</b> (add lines 1a, b, and c)	<b>1d</b>	1,866,156.
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	0.
<b>2</b>	Acquisition indebtedness applicable to line 1 assets	<b>2</b>	0.
<b>3</b>	Subtract line 2 from line 1d	<b>3</b>	1,866,156.
<b>4</b>	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	<b>4</b>	27,992.
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3 Enter here and on Part V, line 4	<b>5</b>	1,838,164.
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5	<b>6</b>	91,908.

**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)

<b>1</b>	Minimum investment return from Part X, line 6	<b>1</b>	91,908.
<b>2a</b>	Tax on investment income for 2010 from Part VI, line 5	<b>2a</b>	1,051.
<b>b</b>	Income tax for 2010 (This does not include the tax from Part VI)	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b	<b>2c</b>	1,051.
<b>3</b>	Distributable amount before adjustments Subtract line 2c from line 1	<b>3</b>	90,857.
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b>	0.
<b>5</b>	Add lines 3 and 4	<b>5</b>	90,857.
<b>6</b>	Deduction from distributable amount (see instructions)	<b>6</b>	0.
<b>7</b>	<b>Distributable amount as adjusted</b> Subtract line 6 from line 5 Enter here and on Part XIII, line 1	<b>7</b>	90,857.

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

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
<b>a</b>	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	<b>1a</b>	106,352.
<b>b</b>	Program-related investments - total from Part IX-B	<b>1b</b>	0.
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>	
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the		
<b>a</b>	Suitability test (prior IRS approval required)	<b>3a</b>	
<b>b</b>	Cash distribution test (attach the required schedule)	<b>3b</b>	
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	106,352.
<b>5</b>	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b	<b>5</b>	1,051.
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	<b>6</b>	105,301.

**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
<b>1</b> Distributable amount for 2010 from Part XI, line 7				90,857.
<b>2</b> Undistributed income, if any, as of the end of 2010				
<b>a</b> Enter amount for 2009 only			0.	
<b>b</b> Total for prior years		0.		
<b>3</b> Excess distributions carryover, if any, to 2010				
<b>a</b> From 2005				
<b>b</b> From 2006	5,651.			
<b>c</b> From 2007	24,215.			
<b>d</b> From 2008	9,809.			
<b>e</b> From 2009	7,556.			
<b>f</b> Total of lines 3a through e	47,231.			
<b>4</b> Qualifying distributions for 2010 from Part XII, line 4 ▶ \$ 106,352.				
<b>a</b> Applied to 2009, but not more than line 2a			0.	
<b>b</b> Applied to undistributed income of prior years (Election required - see instructions)		0.		
<b>c</b> Treated as distributions out of corpus (Election required - see instructions)	0.			
<b>d</b> Applied to 2010 distributable amount				90,857.
<b>e</b> Remaining amount distributed out of corpus	15,495.			
<b>5</b> Excess distributions carryover applied to 2010 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
<b>6</b> Enter the net total of each column as indicated below:	62,726.			
<b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5				
<b>b</b> Prior years' undistributed income Subtract line 4b from line 2b		0.		
<b>c</b> 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.		
<b>d</b> Subtract line 6c from line 6b Taxable amount - see instructions		0.		
<b>e</b> Undistributed income for 2009 Subtract line 4a from line 2a Taxable amount - see instr			0.	
<b>f</b> Undistributed income for 2010 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011				0.
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
<b>8</b> Excess distributions carryover from 2005 not applied on line 5 or line 7	0.			
<b>9</b> Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	62,726.			
<b>10</b> Analysis of line 9				
<b>a</b> Excess from 2006	5,651.			
<b>b</b> Excess from 2007	24,215.			
<b>c</b> Excess from 2008	9,809.			
<b>d</b> Excess from 2009	7,556.			
<b>e</b> Excess from 2010	15,495.			

**Part XIV Private Operating Foundations** (see instructions and Part VII-A, question 9) N/A

**1 a** If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2010, enter the date of the ruling ▶

**b** Check box to indicate whether the foundation is a private operating foundation described in section  4942(j)(3) or  4942(j)(5)

	Tax year		Prior 3 years		(e) Total
	(a) 2010	(b) 2009	(c) 2008	(d) 2007	
<b>2 a</b> Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
<b>b</b> 85% of line 2a					
<b>c</b> Qualifying distributions from Part XII, line 4 for each year listed					
<b>d</b> Amounts included in line 2c not used directly for active conduct of exempt activities					
<b>e</b> Qualifying distributions made directly for active conduct of exempt activities					
Subtract line 2d from line 2c					
<b>3</b> Complete 3a, b, or c for the alternative test relied upon					
<b>a</b> "Assets" alternative test - enter					
<b>(1)</b> Value of all assets					
<b>(2)</b> Value of assets qualifying under section 4942(j)(3)(B)(i)					
<b>b</b> "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
<b>c</b> "Support" alternative test - enter					
<b>(1)</b> Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
<b>(2)</b> Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
<b>(3)</b> Largest amount of support from an exempt organization					
<b>(4)</b> Gross investment income					

**Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year-see the instructions.)**

**1 Information Regarding Foundation Managers:**  
**a** List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000) (See section 507(d)(2) )

NONE

**b** List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest

NONE

**2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:**  
 Check here  if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

**a** The name, address, and telephone number of the person to whom applications should be addressed  
 N/A

**b** The form in which applications should be submitted and information and materials they should include  
 N/A

**c** Any submission deadlines  
 N/A

**d** Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors  
 N/A

**Part XV** Supplementary Information (continued)

<b>3 Grants and Contributions Paid During the Year or Approved for Future Payment</b>				
Recipient	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
Name and address (home or business)				
<i>a Paid during the year</i> FIRST CONGREGATIONAL CHURCH 540 SO COMMONWEALTH AVE LOS ANGELES, CA 90020	NONE	CHURCH 501 (C) (3)	IMPROVEMENTS TO CHURCH	73,000.
PILGRIM SCHOOL 540 SO COMMONWEALTH AVE LOS ANGELES, CA 90020	NONE	SCHOOL 501 (C) (3)	SCHOLARSHIPS TO FURTHER HIGHER EDUCATION	9,500.
<b>Total</b>				<b>82,500.</b>
<i>b Approved for future payment</i>				
NONE				
<b>Total</b>				<b>0.</b>





FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
GNMA	2.	0.	2.
NAT'L FIN SERVICES	58,384.	0.	58,384.
PERSHING	6,470.	240.	6,230.
TD AMERITRADE	17,810.	1,678.	16,132.
TRUST CO OF AMERICA	370.	0.	370.
TOTAL TO FM 990-PF, PART I, LN 4	83,036.	1,918.	81,118.

FORM 990-PF OTHER INCOME STATEMENT 2

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
UNREALIZED GAIN/LOSS ON INV	-8,425.	0.	
TOTAL TO FORM 990-PF, PART I, LINE 11	-8,425.	0.	

FORM 990-PF ACCOUNTING FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TAX PREPARATION FEES	2,825.	1,413.		1,412.
TO FORM 990-PF, PG 1, LN 16B	2,825.	1,413.		1,412.

FORM 990-PF	TAXES			STATEMENT 4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
STATE FORM 199	10.	10.		0.
EMPLOYER PAYROLL TAXES	1,193.	1,193.		0.
ATTORNEY GEN FORM RRF-1	50.	50.		0.
TO FORM 990-PF, PG 1, LN 18	1,253.	1,253.		0.

FORM 990-PF	OTHER EXPENSES			STATEMENT 5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
OFFICE	696.	348.		348.
INSURANCE - GENERAL	877.	438.		439.
TELEPHONE & UTILITIES	850.	425.		425.
BROKERS & MAINTENANCE FEES	10,856.	5,428.		5,428.
TO FORM 990-PF, PG 1, LN 23	13,279.	6,639.		6,640.

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS			STATEMENT 6
DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
STMT 13 - US GOV'T	X		606.	606.
STATEMENT 13-STATE OBLIGATIONS		X	59,892.	59,892.
TOTAL U.S. GOVERNMENT OBLIGATIONS			606.	606.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS			59,892.	59,892.
TOTAL TO FORM 990-PF, PART II, LINE 10A			60,498.	60,498.

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
STMT 14 - CORPORATE STOCK	1,180,643.	1,180,643.
TOTAL TO FORM 990-PF, PART II, LINE 10B	1,180,643.	1,180,643.

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
STMT 15 - CORPORATE BONDS	245,793.	245,793.
TOTAL TO FORM 990-PF, PART II, LINE 10C	245,793.	245,793.

FORM 990-PF      PART VIII - LIST OF OFFICERS, DIRECTORS  
TRUSTEES AND FOUNDATION MANAGERS      STATEMENT 9

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
THOMAS HUNTER 2421 GLENDOWER AVENUE HOLLYWOOD, CA 90027	PRESIDENT 2.00	2,000.	0.	0.
EDMOND R DAVIS 2070 LA CALA PLACE SAN MARINO, CA 91108	SECRETARY 2.00	1,000.	0.	0.
DAVID E LISTER 7627 LE BERTHON STREET TUJUNGA, CA 91042	VICE - PRESIDENT 2.00	2,000.	0.	0.
JANET GAUT 10547 CAMINITO WESTCHESTER SAN DIEGO, CA 92126	ASSISTANT SECRETARY 8.00	15,600.	0.	0.
FRANCESCA MORRIS 4986 PALO DRIVE TARZANA, CA 91356	TREASURER/VICE-PRES 2.00	2,000.	0.	0.

FIFIELD MANORS

95-1698857

MARTITIA COLGLAZIER  
2524 CANYON DRIVE  
LOS ANGELES, CA 90068

SECRETARY  
2.00

1,000.

0.

0.

TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII

23,600.

0.

0.

FIFIELD MANORS  
 #95-1698857  
 FYE 10/31/11

STATEMENT 11 - CAPITAL GAINS AND LOSSES  
 (Form 990-PF, Page 3, Line 2)

<u>Description</u>	<u>Sale Proceed</u>	<u>Cost</u>	<u>Gains and Losses</u>	
			<u>Long</u>	<u>Short</u>
Schedule 11-1 NFS PWS-883	\$390,176	\$360,954	\$29,222	
Schedule 11-2 Pershing 8279	\$82,573	\$76,608	\$1,370	\$4,595
Schedule 11-3 Tst Co of America 8285	\$157,996	\$159,476		-\$1,480
Schedule 11-4 TD Ameritrade 5360	\$607,689	\$598,147		\$9,542
Schedule 11-5 TD Ameritrade 5567	\$6,691	\$4,000	\$2,691	
Schedule 11-6 Pershing 3608	\$51,043	\$48,241		\$2,802
Schedule 11-7 TD Ameritrade 7889	\$1,755,706	\$1,757,315		-\$1,609
<b>Total</b>	<b>\$3,051,874</b>	<b>\$3,004,741</b>	<b>\$33,283</b>	<b>\$13,850</b>
<b>NET LOSS</b>				<b>\$13,850.00</b>

<b>LONG</b>	<b>\$412,666</b>	<b>\$379,383</b>	<b>\$33,283</b>	<b>-0-</b>
<b>SHORT</b>	<b>\$2,639,208</b>	<b>\$2,625,358</b>	<b>-0-</b>	<b>\$13,850</b>
	<b>\$3,051,874</b>	<b>\$3,004,741</b>		

Fifield Manors, Inc.  
Security Sales in acct #  
PWS-026883

95-1698857

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<u>Name</u>	<u># Sold</u>	<u>Date Bot</u>	<u>Date Sold</u>	<u>Proceeds</u>	<u>Cost</u>	<u>Gain (Loss)</u>
AT&T	2275	01/03/07	10/20/11	65,354.58	19,172.71	46,181.87
Ford Motor Co	293	12/04/96	10/20/11	3,351.43	6,300.12	(2,948.69)
Frontier Communications Corp	339	07/07/10	10/20/11	1,972.59	3,063.15	(1,090.56)
General Motors	190	06/17/03	10/20/11	4,308.30	17,517.39	(13,209.09)
General Motors	fractional	06/17/03	04/25/11	22.28	0.00	22.28
General Motors WTS Exp 7/10/16	fractional	06/17/03	04/25/11	8.40	0.00	8.40
General Motors WTS Exp 7/10/19	fractional	06/17/03	04/25/11	6.43	0.00	6.43
General Motors	fractional	06/17/03	07/29/11	5.78	0.00	5.78
General Motors WTS Exp 7/10/16	fractional	06/17/03	07/29/11	13.85	0.00	13.85
General Motors WTS Exp 7/10/19	fractional	06/17/03	07/29/11	9.97	0.00	9.97
General Motors	5	06/17/03	10/20/11	113.38	460.98	(347.60)
General Motors WTS Exp 7/10/16	177	06/17/03	10/20/11	2,472.58	16,369.77	(13,897.19)
General Motors WTS Exp 7/10/19	177	06/17/03	10/20/11	1,767.36	16,369.77	(14,602.41)
General Motors	fractional	06/17/03	10/31/11	22.83	0.00	22.83
General Motors WTS Exp 7/10/16	fractional	06/17/03	10/31/11	8.91	0.00	8.91
General Motors WTS Exp 7/10/19	fractional	06/17/03	10/31/11	6.22	0.00	6.22
Intel Corp	1200	05/11/98	10/20/11	28,378.79	24,998.35	3,380.44
Pepsico	1000	07/17/02	10/20/11	62,093.40	46,492.30	15,601.10
Verizon	707	07/15/00	10/20/11	25,901.89	6,388.35	19,513.54
Developers Diversified Rlty	1000	07/08/03	04/04/11	25,000.00	26,728.74	(1,728.74)
Public Storage	1000	08/08/07	11/05/10	25,000.00	24,660.50	339.50
Blackrock Global Oppty Equity Tr	2800	05/06/10	10/20/11	39,907.28	49,970.00	(10,062.72)
Delphi Financial	498	10/30/03	12/23/10	12,450.00	13,276.61	(826.61)
Ford Motor Credit Corp	1000	03/30/04	12/23/10	25,000.00	26,549.00	(1,549.00)
Aetna 7.875%	17000	04/27/00	03/01/11	17,000.00	17,321.10	(321.10)
GMAC 6%	50000	02/19/97	04/01/11	50,000.00	45,314.85	4,685.15
Total Long-Term				390,176.25	360,953.69	29,222.56
Grand Total				\$390,176.25	360,953.69	\$29,222.56

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Name	# Sold	Date Bot	Date Sold	Proceeds	Cost	Gain (Loss)
VANGUARD BD INDEX FD INC TOTAL BD MARKET ETF (BND)	27	05/26/10	12/21/10	2,171.62	2,175.07	(3.45)
iSHARES INC MSCI MEXICO INVESTABLE MARKET INDEX FD (EWW)	59	05/26/10	12/01/10	3,541.14	2,828.46	712.68
iSHARES TR BARCLAYS 7-10 YR TREAS BD FD (IEF)	11	05/26/10	01/04/11	1,029.69	1,027.40	2.29
VANGUARD BD INDEX FD INC TOTAL BD MARKET ETF (BND)	16	05/26/10	01/04/11	1,282.37	1,288.93	(6.56)
iSHARES TR BARCLAYS 1-3 YR TREAS BD FD (SHY)	27	05/26/10	02/08/11	2,257.42	2,260.04	(2.62)
iSHARES TR FTSE XINHUA IDX (FXI)	71	09/13/10	02/08/11	3,019.11	3,003.47	15.64
iSHARES INC MSCI TAIWAN INDEX FD (EWT)	317	12/01/10	04/28/11	4,995.82	4,700.87	294.95
iSHARES INC MSCI AUSTRALIA INDEX FD (EWA)	99	01/04/11	05/23/11	2,550.99	2,464.60	86.39
iSHARES INC MSCI AUSTRALIA INDEX FD (EWA)	93	02/08/11	05/23/11	2,396.39	2,426.37	(29.98)
iSHARES INC MSCI SWITZERLAND INDEX FD (EWL)	57	02/08/11	06/17/11	1,509.78	1,418.16	91.62
iSHARES TR BARCLAYS 7-10 YR TREAS BD FD (IEF)	12	05/26/10	06/17/11	1,168.87	1,120.80	48.07
iSHARES TR BARCLAYS 20+ TREAS BD FD (TLT)	50	08/17/10	08/03/11	5,079.90	5,064.02	15.88
iSHARES TR BARCLAYS 20+ TREAS BD FD (TLT)	43	02/08/11	08/03/11	4,368.71	3,822.27	546.44
iSHARES TR BARCLAYS 20+ TREAS BD FD (TLT)	8	08/17/10	08/03/11	812.79	765.52	47.27
iSHARES TR BARCLAYS 1-3 YR CR BD FD (CSI)	22	02/08/11	10/04/11	2,284.98	2,293.94	(8.96)
iSHARES TR BARCLAYS INTER CR BD FD (CIU)	22	02/08/11	10/04/11	2,328.36	2,299.66	28.70
iSHARES TR 10+ YR CR BD FD (CLY)	21.00	08/03/11	10/04/11	1,202.22	1,202.88	(0.66)
MARKET VECTORS ETF TR EMERGING MKTS LOCL CURR DEBT ETF (EMLC)	26	12/21/10	10/04/11	615.40	681.98	(66.58)
VANGUARD SCOTTS DALE FDS VANGUARD L-T CORP BD INDEX FD (VCLT)	13.00	08/03/11	10/04/11	1,092.63	1,088.04	4.59
iSHARES INC MSCI HONG KONG INDEX FD (EWH)	372.00	10/04/11	10/24/11	6,005.97	5,076.50	929.47
iSHARES INC MSCI MEXICO INVESTABLE MARKET INDEX FD (EWW)	105	10/04/11	10/21/11	5,474.38	5,090.19	384.19
iSHARES INC MSCI TAIWAN INDEX FD (EWT)	429	10/04/11	10/24/11	5,562.30	5,078.50	483.80
SPDR INDEX SHS FDS S&P CHINA ETF	94.00	10/04/11	10/24/11	6,023.49	5,000.78	1,022.71
Total Short-Term				\$66,774.33	\$62,178.45	\$4,595.88
iSHARES INC MSCI SWITZERLAND INDEX FD (EWL)	144	05/26/10	06/17/11	3,814.18	2,759.37	1,054.81
iSHARES TR BARCLAYS 1-3 YR TREAS BD FD (SHY)	11	05/26/10	10/04/11	929.48	920.76	8.72
iSHARES TR BARCLAYS 7-10 YR TREAS BD FD (IEF)	26	05/26/10	10/04/11	2,748.53	2,428.39	320.14
SPDR SER TR BARCLAYS CAP HIGH YIELD BD ETF (JNK)	85	05/26/10	10/04/10	2,947.74	3,165.24	(217.50)
VANGUARD BD INDEX FD INC TOTAL BD MARKET ETF (BND)	64	05/26/10	10/04/11	5,359.25	5,155.71	203.54
Total Long-Term				\$15,799.18	\$14,429.47	\$1,369.71
Grand Total				\$82,573.51	\$76,607.92	\$5,965.59

95-1698857

Fifield Manors, Inc.  
Security Sales in acct #  
CMG 418285

Y/E 10/31/11

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<u>Name</u>	<u># Sold</u>	<u>Date Bot</u>	<u>Date Sold</u>	<u>Proceeds</u>	<u>Cost</u>	<u>Gain (Loss)</u>
FIDELITY ADVISOR HIGH INCOME ADVANTAGE FUND CLASS A	840.171	05/23/11	06/20/11	8,409.31	8,771.42	(362.11)
FRANKLIN TEMPLETON DVLPG MKT TRUST FUND CLASS A	337.879	05/23/11	06/10/11	8,602.40	8,487.51	114.89
GAMCO GLOBAL TELECOMM FUND CLASS AAA	411.755	05/23/11	06/24/11	8,782.73	9,079.19	(296.46)
TOUCHSTONE MID CAP GROWTH FUND CLASS A	355.564	05/23/11	06/10/11	8,473.09	8,953.11	(480.02)
AMERICAN CENTURY ZERO COUPON 2015 FUND INV CLASS	82.053	05/23/11	07/29/11	8,957.73	8,873.21	84.52
FIRSTHAND TECHNOLOGY OPPORTUNITIES FUND INV CLASS	1366.409	05/23/11	07/18/11	8,635.70	8,827.00	(191.30)
FRANKLIN BIOTECH DISCOVERY FUND CLASS A	114.170	05/23/11	07/19/11	8,826.48	8,856.12	(29.64)
AMERICAN CENTURY ZERO COUPON 2020 FUND INV CLASS	112.827	05/23/11	08/03/11	9,788.87	9,347.01	441.86
RYDEX REAL ESTATE FUND CLASS A	296.098	05/23/11	08/16/11	8,113.09	8,788.19	(675.10)
AMERICAN CENTURY ZERO COUPON 2020 FUND INV CLASS	103.526	06/01/11	09/09/11	9,599.97	8,576.48	1,023.49
AMERICAN CENTURY ZERO COUPON 2015 FUND INV CLASS	80.959	06/24/11	09/13/11	9,079.55	8,755.26	324.29
DWS LATIN AMERICA EQUITY FUND CLASS S	170.972	05/31/11	09/20/11	7,189.37	8,548.60	(1,359.23)
PRUDENTIAL JENNISON NATURAL RESOURCES FUND CLASS A	140.483	07/18/11	09/28/11	6,233.23	8,133.94	(1,900.71)
AMERICAN CENTURY ZERO COUPON 2020 FUND INV CLASS	107.450	07/19/11	10/18/11	9,820.93	8,901.55	919.38
FIDELITY ADVISOR STRATEGIC INCOME FUND CLASS A	709.243	07/29/11	10/17/11	8,695.32	8,991.84	(296.52)
MFS UTILITES FUND CLASS A	580.936	09/09/11	10/07/11	9,318.21	9,665.23	(347.02)
PIMCO LONG TERM US GOVT FUND CLASS A	785.635	06/10/11	10/12/11	9,875.43	8,933.75	941.68
PIMCO LONG TERM US GOVT FUND CLASS A	790.332	06/20/11	10/31/11	9,594.63	8,987.16	607.47
Total Short-Term				\$157,996.04	\$159,476.57	(\$1,480.53)
Grand Total				\$157,996.04	\$159,476.57	(\$1,480.53)

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Fifield Manors, Inc.  
Security Sales in acct #  
928-035360

Y/E 10/31/11

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<u>Name</u>	<u># Sold</u>	<u>Date Bot</u>	<u>Date Sold</u>	<u>Proceeds</u>	<u>Cost</u>	<u>Gain (Loss)</u>
LEGG MASON WESTERN ASSET HI INC. (SHIAX)	7004.190	06/22/10	11/24/10	42,025.12	40,306.83	1,718.29
RIDGEWORTH FDS SEIX HI YLD (SAMHX)	6465.900	06/18/10	11/24/10	63,167.80	60,078.56	3,089.24
PIMCO HIGH YIELD FD INSTL (PHIYX)	4658.030	06/18/10	11/26/10	43,133.39	41,354.52	1,778.87
SEI INSTL MANAGED TR HI YLD BD (SHYAX)	2829.820	09/08/10	11/26/10	20,770.84	20,267.55	503.29
PRINCIPAL HIGH YIELD FD CL I (PHYTX)	5342.560	06/23/10	11/26/10	43,061.06	41,388.37	1,672.69
NORTHEAST INVS TR SH BEN INT	3508.418	12/31/10	03/17/11	21,857.44	21,654.33	203.11
PIONEER FUNDS HIGH YIELD FD CL Y (TYHYX)	4281.783	12/22/10	05/25/11	45,429.72	43,658.96	1,770.76
COLUMBIA FUND INCOME OPPO A (AIOAX)	4613.860	12/27/10	06/17/11	44,383.41	43,813.15	570.26
DREYFUS FDS HIGH YIELD FUND CL A (DPLTX)	3317.597	01/03/11	06/15/11	22,161.55	22,049.18	112.37
RIDGEWORTH FDS SEIX HI YLD (SAMHX)	4473.810	12/31/11	06/17/11	44,514.41	44,012.95	501.46
USAA MUT FD INC HIGH YLD OPPTS (USHYX)	2606.770	01/03/11	06/21/11	22,418.22	21,939.49	478.73
WESTERN ASSET FDS HIGH YLD PRTFLO I (WAHYX)	2484.973	12/30/10	06/20/11	22,364.76	21,626.56	738.20
PIONEER FUNDS HIGH YIELD FD CL Y (TYHYX)	1048.421	07/05/11	07/28/11	10,819.70	11,050.35	(230.65)
PIONEER FUNDS HIGH YIELD FD CL Y (TYHYX)	1048.420	07/05/11	07/28/11	10,819.69	11,050.35	(230.66)
FIDELITY ADVISOR SER II HI INC ADVANTAGE FD INSTL (FAHCX)	2263.327	07/05/11	08/03/11	21,399.42	22,179.71	(780.29)
WESTERN ASSET FDS HIGH YLD PRTFLO I (WAHYX)	2502.882	07/21/11	08/05/11	21,598.15	22,048.63	(450.48)
COLUMBIA FUNDS HIGH YIELD BOND Z (CHYZX)	7847.059	07/15/11	08/06/11	21,736.35	22,128.95	(392.60)
NORTHEAST INVS TR SH BEN INT (NTHEX)	3530.463	07/06/11	08/08/11	21,429.91	22,100.70	(670.79)
COLUMBIA FUND INCOME OPPO Z (CIOZX)	2262.714	07/21/11	08/09/11	21,314.77	22,106.79	(792.02)
WELLS FARGO ADJ RATE GOVT A	4756.393	09/12/11	10/19/11	43,283.18	43,330.70	(47.52)
Total Short-Term				\$607,688.89	\$598,146.63	\$9,542.26
Grand Total				\$607,688.89	\$598,146.63	\$9,542.26

95-1698857

Fifield Manors, Inc.  
Security Sales in acct #  
914-005567

Y/E 10/31/1

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<u>Name</u>	<u># Sold</u>	<u>Date Bot</u>	<u>Date Sold</u>	<u>Proceeds</u>	<u>Cost</u>	<u>Gain (Loss)</u>
Pacific Advisors Small-Cap Fund	225.606	01/16/09	10/21/11	\$ 6,691.47	\$ 4,000.00	\$ 2,691.47
Total Long-Term				\$ 6,691.47	\$ 4,000.00	\$ 2,691.47
Grand Total				\$ 6,691.47	\$ 4,000.00	\$ 2,691.47

95-1698857

Fifield Manors, Inc.  
Security Sales in acct #  
5YV-233608

Y/E 10/31/11

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Name	# Sold	Date Bot	Date Sold	Proceeds	Cost	Gain (Loss)
SECTOR SPDR TR SHS BEN INT TECHNOLOGY	373	02/08/11	04/28/11	9936.52	10025.79	(89.27)
SECTOR SPDR TR SHS BEN INT INDUSTRIAL	269	02/08/11	06/17/11	9544.04	10036.36	(492.32)
ISHARES TR BARCLAYS 20+ TREAS BD FD	105	02/08/11	08/03/11	10667.79	9438.40	1229.39
ISHARES TR BARCLAYS 1-3 YR TREAS BD FD (SHY)	4	02/08/11	10/04/11	337.99	334.48	3.51
ISHARES TR BARCLAYS INTER CR BD FD (CIU)	13	02/08/11	10/04/11	1375.85	1358.89	16.96
ISHARES TR BARCLAYS 1-3 YR CR BD FD (CSJ)	14	02/08/11	10/04/11	1454.08	1459.78	(5.70)
ISHARES TR 10+ YR CR BD FD (CLY)	18	08/03/11	10/04/11	1030.48	1031.04	(0.56)
SPDR SER TR BARCLAYS CAP HIGH YIELD BD ETF (JNK)	14	02/08/11	10/04/11	485.51	568.08	(82.57)
VANGUARD BD INDEX FD INC TOTAL BD MARKET ETF (BND)	40	02/08/11	10/04/11	3349.53	3168.64	180.89
VANGUARD SCOTTSDALE FDS VANGUARD L-T CORP BD INDEX FD (VCLT)	11	08/03/11	10/04/11	924.54	920.65	3.89
ISHARES TR BARCLAYS 7-10 YR TREAS BD FD (IEF)	3	02/08/11	10/20/11	308.87	274.28	34.59
SELECT SECTOR SPDR TR ENERGY (XLE)	173	10/04/11	10/20/11	11627.71	9624.39	2003.32
Total Short-Term				\$51,042.91	\$48,240.78	\$2,802.13
Grand Total				\$51,042.91	\$48,240.78	\$2,802.13

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<u>Name</u>	<u># Sold</u>	<u>Date Bot</u>	<u>Date Sold</u>	<u>Proceeds</u>	<u>Cost</u>	<u>Gain (Loss)</u>
RYDEX FUNDS DOW 2X STRATEGY CL H (RYCVX)	525.431	02/01/11	02/02/11	12179.49	11880.00	299.49
RYDEX FUNDS DOW 2X STRATEGY CL H (RYCVX)	338.404	02/04/11	02/08/11	8101.39	7908.50	192.89
RYDEX FUNDS DOW 2X STRATEGY CL H (RYCVX)	471.891	02/11/11	02/15/11	11301.79	11382.02	-80.23
RYDEX FUNDS DOW 2X STRATEGY CL H (RYCVX)	333.360	02/17/11	02/23/11	7967.30	8110.66	-143.36
RYDEX/SGI FUNDS IVER RUSS 2000 2X STRAT H (RYIRX)	1092.414	02/01/11	02/02/11	7603.20	7920.00	-316.80
RYDEX/SGI FUNDS IVER RUSS 2000 2X STRAT H (RYIRX)	1723.119	02/04/11	02/08/11	11475.97	11872.29	-396.32
RYDEX/SGI FUNDS IVER RUSS 2000 2X STRAT H (RYIRX)	1260.831	02/11/11	02/15/11	8245.83	8208.01	37.82
RYDEX/SGI FUNDS RUSSELL 2000 2X STRATEGY CL H (RYRSX)	174.277	02/24/11	02/28/11	13842.26	13177.50	664.76
RYDEX FUNDS INVERSE DOW 2X STRATEGY CL H (RYCWX)	463.045	02/02/11	02/04/11	7538.37	7603.20	-64.83
RYDEX FUNDS INVERSE DOW 2X STRATEGY CL H (RYCWX)	722.668	02/08/11	02/11/11	11382.02	11475.97	-93.95
RYDEX FUNDS INVERSE DOW 2X STRATEGY CL H (RYCWX)	519.914	02/15/11	02/17/11	8110.66	8245.83	-135.17
RYDEX FUNDS INVERSE DOW 2X STRATEGY CL H (RYCWX)	325.051	02/23/11	02/24/11	5272.33	5152.06	120.27
RYDEX FUNDS INVERSE DOW 2X STRATEGY CL H (RYCWX)	443.391	02/23/11	02/28/11	7001.14	7027.74	-26.60
RYDEX FUNDS INVERSE DOW 2X STRATEGY CL H (RYCWX)	3044.949	02/17/11	02/23/11	12179.80	11449.01	730.79
RYDEX SER TR INVERSE NASDAQ100 2X STRAT CL H (RYVNX)	92.332	02/02/11	02/04/11	12360.48	12179.49	180.99
RYDEX SER TR NASDAQ100 2X STRAT CL H (RYVYX)	59.208	02/08/11	02/11/11	8208.01	8101.39	106.62
RYDEX SER TR NASDAQ100 2X STRAT CL H (RYVYX)	81.314	02/15/11	02/17/11	11449.01	11301.79	147.22
RYDEX SER TR NASDAQ100 2X STRAT CL H (RYVYX)	60.354	02/23/11	02/24/11	7905.17	7967.30	-62.13
RYDEX FUNDS DOW 2X STRATEGY CL H (RYCVX)	577.242	02/28/11	03/01/11	13455.51	13842.26	-386.75
RYDEX FUNDS DOW 2X STRATEGY CL H (RYCVX)	348.004	03/04/11	03/08/11	8320.78	8258.14	62.64
RYDEX FUNDS DOW 2X STRATEGY CL H (RYCVX)	577.307	03/11/11	03/15/11	13006.73	13433.94	-427.21
RYDEX FUNDS DOW 2X STRATEGY CL H (RYCVX)	338.865	03/17/11	03/22/11	7837.95	7526.20	311.75
RYDEX FUNDS DOW 2X STRATEGY CL H (RYCVX)	548.867	03/25/11	03/29/11	13238.67	13117.93	120.74
RYDEX FUNDS INVERSE DOW 2X STRATEGY CL H (RYCWX)	448.116	02/28/11	03/04/11	7129.53	7272.93	-143.40
RYDEX FUNDS INVERSE DOW 2X STRATEGY CL H (RYCWX)	783.766	03/08/11	03/11/11	12673.50	12367.83	305.67
RYDEX FUNDS INVERSE DOW 2X STRATEGY CL H (RYCWX)	445.865	03/15/11	03/17/11	7526.20	7441.48	84.72
RYDEX FUNDS INVERSE DOW 2X STRATEGY CL H (RYCWX)	755.583	03/22/11	03/25/11	11817.32	12225.34	-408.02
RYDEX/SGI FUNDS IVER RUSS 2000 2X STRAT H (RYIRX)	1087.134	02/28/11	03/01/11	7272.93	7001.14	271.79
RYDEX/SGI FUNDS IVER RUSS 2000 2X STRAT H (RYIRX)	1938.531	03/04/11	03/08/11	12367.83	12387.21	-19.38
RYDEX/SGI FUNDS IVER RUSS 2000 2X STRAT H (RYIRX)	1076.915	03/11/11	03/15/11	7441.48	7236.87	204.61
RYDEX/SGI FUNDS IVER RUSS 2000 2X STRAT H (RYIRX)	1104.346	03/25/11	03/28/11	6902.16	7012.60	-110.44
RYDEX/SGI FUNDS RUSSELL 2000 2X STRATEGY CL H (RYRSX)	44.957	03/24/11	03/25/11	8349.41	8214.92	134.49

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RYDEX/SGI FUNDS RUSSELL 2000 2X STRATEGY CL H (RYRSX)	70.276	03/29/11	03/31/11	13685.55	13238.67	446.88
RYDEX SER TR INVERSE NASDAQ100 2X STRAT CLH (RYVNX)	29224.722	03/17/11	03/22/11	12225.34	12605.55	-380.21
RYDEX SER TR NASDAQ100 2X STRAT CL H (RYVYX)	102.682	02/24/11	03/04/11	13968.86	13455.51	513.35
RYDEX SER TR NASDAQ100 2X STRAT CL H (RYVYX)	62.384	03/08/11	03/11/11	8044.42	8320.78	-276.36
RYDEX SER TR NASDAQ100 2X STRAT CL H (RYVYX)	104.463	03/15/11	03/17/11	12605.55	13006.73	-401.18
RYDEX SER TR NASDAQ100 2X STRAT CL H (RYVYX)	63.148	03/22/11	03/24/11	8214.92	7837.95	376.97
RYDEX FUNDS DOW 2X STRATEGY CL H (RYCVX)	560.229	04/01/11	04/05/11	13764.83	13725.61	39.22
RYDEX FUNDS DOW 2X STRATEGY CL H (RYCVX)	498.796	04/08/11	04/12/11	12005.95	12240.37	-234.42
RYDEX FUNDS DOW 2X STRATEGY CL H (RYCVX)	353.992	04/14/11	04/19/11	8503.89	8539.25	-35.36
RYDEX FUNDS DOW 2X STRATEGY CL H (RYCVX)	467.633	04/21/11	04/25/11	11639.39	11690.83	-51.44
RYDEX FUNDS INVERSE DOW 2X STRATEGY CL H (RYCWX)	445.876	03/29/11	04/01/11	6786.23	6902.16	-115.93
RYDEX FUNDS INVERSE DOW 2X STRATEGY CL H (RYCWX)	439.889	04/05/11	04/08/11	6673.12	6673.12	0.00
RYDEX FUNDS INVERSE DOW 2X STRATEGY CL H (RYCWX)	366.991	04/06/11	04/08/11	5567.25	5526.88	40.37
RYDEX FUNDS INVERSE DOW 2X STRATEGY CL H (RYCWX)	554.497	04/12/11	04/14/11	8539.25	8572.52	-33.27
RYDEX FUNDS INVERSE DOW 2X STRATEGY CL H (RYCWX)	788.855	04/19/11	04/21/11	11690.83	12172.03	-481.20
RYDEX FUNDS INVERSE DOW 2X STRATEGY CL H (RYCWX)	606.960	04/25/11	04/29/11	8564.21	9037.63	-473.42
RYDEX/SGI FUNDS IVER RUSS 2000 2X STRAT H (RYIRX)	1131.038	04/01/11	04/05/11	6673.12	6786.23	-113.11
RYDEX/SGI FUNDS IVER RUSS 2000 2X STRAT H (RYIRX)	1352.133	04/08/11	04/12/11	8572.52	8207.45	365.07
RYDEX/SGI FUNDS IVER RUSS 2000 2X STRAT H (RYIRX)	1508.786	04/21/11	04/25/11	9037.63	9007.45	30.18
RYDEX/SGI FUNDS IVER RUSS 2000 2X STRAT H (RYIRX)	46.114	04/20/11	04/21/11	9007.45	8880.20	127.25
RYDEX/SGI FUNDS RUSSELL 2000 2X STRATEGY CL H (RYRSX)	59.790	04/25/11	04/29/11	12226.46	11639.39	587.07
RYDEX/SGI FUNDS RUSSELL 2000 2X STRATEGY CL H (RYRSX)	3050.633	04/14/11	4/19/2011	12172.03	12141.52	30.51
RYDEX SER TR INVERSE NASDAQ100 2X STRAT CLH (RYVNX)	102.829	03/31/11	04/01/11	13725.61	13685.55	40.06
RYDEX SER TR NASDAQ100 2X STRAT CL H (RYVYX)	41.788	04/05/11	04/06/11	5526.88	5505.99	20.89
RYDEX SER TR NASDAQ100 2X STRAT CL H (RYVYX)	62.681	04/05/11	04/08/11	8207.45	8258.84	-51.39
RYDEX SER TR NASDAQ100 2X STRAT CL H (RYVYX)	93.533	04/12/11	04/14/11	12141.52	12005.95	135.57
RYDEX SER TR NASDAQ100 2X STRAT CL H (RYVYX)	65.789	04/19/11	04/20/11	8880.20	8503.89	376.31
RYDEX FUNDS DOW 2X STRATEGY CL H (RYCVX)	466.125	04/29/11	05/03/11	12217.14	12226.46	-9.32
RYDEX FUNDS DOW 2X STRATEGY CL H (RYCVX)	360.196	05/06/11	05/11/11	9372.30	9195.80	176.50
RYDEX FUNDS DOW 2X STRATEGY CL H (RYCVX)	494.265	05/13/11	05/17/11	12326.97	12549.38	-222.41
RYDEX FUNDS DOW 2X STRATEGY CL H (RYCVX)	332.874	05/19/11	05/24/11	8145.43	8481.64	-336.21
RYDEX FUNDS INVERSE DOW 2X STRATEGY CL H (RYCWX)	636.828	05/03/11	05/06/11	9195.80	8985.65	210.15
RYDEX FUNDS INVERSE DOW 2X STRATEGY CL H (RYCWX)	809.987	05/11/11	05/13/11	11736.71	11469.41	267.30
RYDEX FUNDS INVERSE DOW 2X STRATEGY CL H (RYCWX)	588.594	05/17/11	05/19/11	8481.64	8669.99	-188.35

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RYDEX FUNDS INVERSE DOW 2X STRATEGY CL H (RYCWX)	301.916	05/24/11	05/25/11	4498.55	4525.72	-27.17
RYDEX/SGI FUNDS IVER RUS 2000 2X STRAT H (RYIRX)	1505.134	04/29/11	05/03/11	8985.65	8564.21	421.44
RYDEX/SGI FUNDS IVER RUS 2000 2X STRAT H (RYIRX)	1980.899	05/06/11	05/11/11	11469.41	12123.10	-653.69
RYDEX/SGI FUNDS IVER RUS 2000 2X STRAT H (RYIRX)	1380.571	05/13/11	05/17/11	8669.99	8366.26	303.73
RYDEX/SGI FUNDS RUSSELL 2000 2X STRATEGY CL H (RYRSX)	68.321	05/26/11	05/31/11	13403.21	12862.10	541.11
RYDEX SER TR INVERSE NASDAQ100 2X STRAT CLH (RYVNX)	3361.352	05/19/11	5/24/2011	13310.95	12605.07	705.88
RYDEX SER TR NASDAQ100 2X STRAT CL H (RYVYX)	87.874	05/03/11	05/06/11	12123.10	12217.14	-94.04
RYDEX SER TR NASDAQ100 2X STRAT CL H (RYVYX)	66.367	05/13/11	05/13/11	9120.82	9372.30	-251.48
RYDEX SER TR NASDAQ100 2X STRAT CL H (RYVYX)	92.399	05/17/11	05/19/11	12605.07	12326.97	278.10
RYDEX SER TR NASDAQ100 2X STRAT CL H (RYVYX)	63.216	05/24/11	05/26/11	8305.32	8145.43	159.89
RYDEX SER TR NASDAQ100 2X STRAT CL H (RYVYX)	34.684	05/25/11	05/26/11	4556.78	4498.55	58.23
RYDEX FUNDS DOW 2X STRATEGY CL H (RYCVX)	153.331	06/03/11	06/06/11	3591.01	3627.81	-36.80
RYDEX FUNDS DOW 2X STRATEGY CL H (RYCVX)	375.398	06/03/11	06/07/11	8761.79	8881.91	-120.12
RYDEX FUNDS DOW 2X STRATEGY CL H (RYCVX)	571.514	06/10/11	06/14/11	13362.00	13081.95	280.05
RYDEX FUNDS DOW 2X STRATEGY CL H (RYCVX)	358.335	06/16/11	06/21/11	8528.37	8220.21	308.16
RYDEX FUNDS DOW 2X STRATEGY CL H (RYCVX)	555.864	06/24/11	06/28/11	13201.77	12679.25	522.52
RYDEX FUNDS INVERSE DOW 2X STRATEGY CL H (RYCWX)	586.073	05/24/11	06/03/11	9048.97	8785.23	263.74
RYDEX FUNDS INVERSE DOW 2X STRATEGY CL H (RYCWX)	821.215	06/07/11	06/10/11	13081.95	12843.80	238.15
RYDEX FUNDS INVERSE DOW 2X STRATEGY CL H (RYCWX)	518.298	06/14/11	06/16/11	8220.21	8075.08	145.13
RYDEX FUNDS INVERSE DOW 2X STRATEGY CL H (RYCWX)	796.936	06/21/11	06/24/11	12679.25	12169.21	510.04
RYDEX FUNDS INVERSE DOW 2X STRATEGY CL H (RYCWX)	320.305	06/28/11	06/29/11	4820.59	4884.65	-64.06
RYDEX/SGI FUNDS IVER RUS 2000 2X STRAT H (RYIRX)	1409.497	06/03/11	06/07/11	9274.49	9048.97	225.52
RYDEX/SGI FUNDS IVER RUS 2000 2X STRAT H (RYIRX)	542.449	06/06/11	06/07/11	3569.31	3591.01	-21.70
RYDEX/SGI FUNDS IVER RUS 2000 2X STRAT H (RYIRX)	1219.801	06/10/11	06/14/11	8075.08	8392.23	-317.15
RYDEX/SGI FUNDS IVER RUS 2000 2X STRAT H (RYIRX)	1296.457	06/24/11	06/28/11	8038.03	8452.90	-414.87
RYDEX/SGI FUNDS RUSSELL 2000 2X STRATEGY CL H (RYRSX)	48.793	06/23/11	06/24/11	8452.90	8551.96	-99.06
RYDEX/SGI FUNDS RUSSELL 2000 2X STRATEGY CL H (RYRSX)	44.194	06/28/11	06/30/11	8236.00	8038.03	197.97
RYDEX/SGI FUNDS RUSSELL 2000 2X STRATEGY CL H (RYRSX)	26.315	06/29/11	06/30/11	4904.06	4820.59	83.47
RYDEX SER TR INVERSE NASDAQ100 2X STRAT CLH (RYVNX)	2960.879	06/16/11	06/21/11	12169.21	12761.39	-592.18
RYDEX SER TR NASDAQ100 2X STRAT CL H (RYVYX)	98.077	05/31/11	06/03/11	12509.72	13403.21	-893.49
RYDEX SER TR NASDAQ100 2X STRAT CL H (RYVYX)	70.134	06/07/11	06/10/11	8392.23	8761.79	-369.56
RYDEX SER TR NASDAQ100 2X STRAT CL H (RYVYX)	108.802	06/14/11	06/16/11	12761.39	13362.00	-600.61
RYDEX SER TR NASDAQ100 2X STRAT CL H (RYVYX)	69.466	06/21/11	06/23/11	8551.96	8528.37	23.59
ALLIANCE BERNSTEIN HIGH INCOME A (AGDAX)	562.476	02/01/11	06/17/11	5118.53	5144.34	-25.81

95-1698857

Fifield Manors, Inc.  
Security Sales in acct #  
951-017889

Y/E 10/31/2011

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COLUMBIA FDS HIGH YIELD BD FD CL A (INEAX)	906.727	02/01/11	06/21/11	2529.77	2566.36	-36.59
COLUMBIA FDS HIGH YIELD BD FD CL A (INEAX)	897.660	02/01/11	06/23/11	2504.47	2540.70	-36.23
IVY FDS HIGH INCOME A (WHIAX)	201.429	02/01/11	06/23/11	1681.93	1698.27	-16.34
RYDEX FUNDS DOW 2X STRATEGY CL H (RYCVX)	535.334	07/05/11	07/01/11	13511.83	13549.31	-37.48
RYDEX FUNDS DOW 2X STRATEGY CL H (RYCVX)	532.544	07/11/11	07/12/11	13191.11	13313.59	-122.48
RYDEX FUNDS DOW 2X STRATEGY CL H (RYCVX)	367.756	07/14/11	07/19/11	9304.23	9087.25	216.98
RYDEX FUNDS DOW 2X STRATEGY CL H (RYCVX)	465.775	07/22/11	07/26/11	11621.09	11965.76	-344.67
RYDEX FUNDS INVERSE DOW 2X STRATEGY CL H (RYCWX)	545.385	06/28/11	07/01/11	7782.64	8317.12	-534.48
RYDEX FUNDS INVERSE DOW 2X STRATEGY CL H (RYCWX)	542.383	07/05/11	07/11/11	7815.74	7756.08	59.66
RYDEX FUNDS INVERSE DOW 2X STRATEGY CL H (RYCWX)	381.530	07/07/11	07/11/11	5497.85	5314.71	183.14
RYDEX FUNDS INVERSE DOW 2X STRATEGY CL H (RYCWX)	624.124	07/12/11	07/14/11	9087.25	9074.76	12.49
RYDEX FUNDS INVERSE DOW 2X STRATEGY CL H (RYCWX)	857.146	07/19/11	07/21/11	11965.76	12162.90	-197.14
RYDEX/SGI FUNDS IVER RUSS 2000 2X STRAT H (RYIRX)	1328.096	07/01/11	07/05/11	7756.08	7782.64	-26.56
RYDEX/SGI FUNDS IVER RUSS 2000 2X STRAT H (RYIRX)	1517.519	07/11/11	07/12/11	9074.76	8619.51	455.25
RYDEX/SGI FUNDS IVER RUSS 2000 2X STRAT H (RYIRX)	1620.372	07/22/11	07/26/11	9738.44	9365.75	372.69
RYDEX/SGI FUNDS RUSSELL 2000 2X STRATEGY CL H (RYRSX)	48.676	07/21/11	07/22/11	9365.75	9353.14	12.61
RYDEX SER TR INVERSE NASDAQ100 2X STRAT CLH (RYVNX)	3397.458	07/14/11	07/19/11	12162.90	12978.29	-815.39
RYDEX SER TR NASDAQ100 2X STRAT CL H (RYVYX)	100.544	06/30/11	07/01/11	13549.31	13140.06	409.25
RYDEX SER TR NASDAQ100 2X STRAT CL H (RYVYX)	37.776	07/05/11	07/07/11	5314.71	5134.51	180.20
RYDEX SER TR NASDAQ100 2X STRAT CL H (RYVYX)	61.634	07/07/11	07/08/11	8619.51	8377.32	242.19
RYDEX SER TR NASDAQ100 2X STRAT CL H (RYVYX)	99.420	07/12/11	07/14/11	12978.29	13191.11	-212.82
RYDEX SER TR NASDAQ100 2X STRAT CL H (RYVYX)	67.062	07/19/11	07/21/11	9353.14	9304.23	48.91
RYDEX FUNDS DOW 2X STRATEGY CL H (RYCWX)	460.570	07/29/11	08/02/11	10335.19	10832.60	-497.41
RYDEX FUNDS DOW 2X STRATEGY CL H (RYCWX)	508.809	08/05/11	08/08/11	10176.18	10358.51	-182.33
RYDEX FUNDS DOW 2X STRATEGY CL H (RYCWX)	631.152	08/12/11	08/16/11	12982.80	12679.84	302.96
RYDEX FUNDS DOW 2X STRATEGY CL H (RYCWX)	29.267	08/18/11	08/19/11	541.73	559.58	-17.85
RYDEX FUNDS DOW 2X STRATEGY CL H (RYCWX)	431.758	08/18/11	08/23/11	8522.90	8255.21	267.69
RYDEX FUNDS DOW 2X STRATEGY CL H (RYCWX)	553.493	08/26/11	08/30/11	11678.70	11136.28	542.42
RYDEX FUNDS INVERSE DOW 2X STRATEGY CL H (RYCWX)	678.637	07/26/11	07/29/11	10308.50	9738.44	570.06
RYDEX FUNDS INVERSE DOW 2X STRATEGY CL H (RYCWX)	697.685	08/02/11	08/05/11	11846.69	11079.23	767.46
RYDEX FUNDS INVERSE DOW 2X STRATEGY CL H (RYCWX)	761.566	08/09/11	08/12/11	12946.62	13210.48	-263.86
RYDEX FUNDS INVERSE DOW 2X STRATEGY CL H (RYCWX)	496.888	08/16/11	08/18/11	8814.79	8238.41	576.38
RYDEX FUNDS INVERSE DOW 2X STRATEGY CL H (RYCWX)	666.843	08/23/11	08/26/11	11136.28	11389.67	-253.39
RYDEX/SGI FUNDS INVER RUSS 2000 2X STRAT H (RYIRX)	1605.685	07/29/11	08/02/11	11079.23	10308.50	770.73

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Fifield Manors, Inc.  
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951-017889

95-1698857

RYDEX/SGI FUNDS INVER RUSS 2000 2X STRAT H (RYIRX)	208.567	08/05/11	08/08/11	1933.42	1643.51	289.91
RYDEX/SGI FUNDS INVER RUSS 2000 2X STRAT H (RYIRX)	1395.796	08/05/11	08/09/11	11222.20	10998.87	223.33
RYDEX/SGI FUNDS INVER RUSS 2000 2X STRAT H (RYIRX)	1074.108	08/12/11	08/16/11	8238.41	8453.23	-214.82
RYDEX/SGI FUNDS INVER RUSS 2000 2X STRAT H (RYIRX)	1128.811	08/26/11	08/30/11	7867.81	8782.15	-914.34
RYDEX/SGI FUNDS RUSSELL 2000 2X STRATEGY CL H (RYRSX)	62.929	07/26/11	07/29/11	10832.60	11621.09	-788.49
RYDEX/SGI FUNDS RUSSELL 2000 2X STRATEGY CL H (RYRSX)	70.246	08/25/11	08/26/11	8782.15	8358.62	423.53
RYDEX/SGI FUNDS RUSSELL 2000 2X STRATEGY CL H (RYRSX)	86.263	08/30/11	08/31/11	11881.87	11932.70	-50.83
RYDEX SER TR INVERSE NASDAQ100 2X STRAT CLH (RYVNX)	2661.139	08/18/11	08/23/11	11389.67	12098.90	-709.23
RYDEX SER TR NASDAQ100 2X STRAT CL H (RWYX)	81.643	08/02/11	08/05/11	9443.65	10335.19	-891.54
RYDEX SER TR NASDAQ100 2X STRAT CL H (RWYX)	17.805	08/09/11	08/11/11	1988.28	1984.37	3.91
RYDEX SER TR NASDAQ100 2X STRAT CL H (RWYX)	73.502	08/09/11	08/12/11	8324.10	8191.81	132.29
RYDEX SER TR NASDAQ100 2X STRAT CL H (RWYX)	113.239	08/16/11	08/18/11	11557.17	12982.80	-1425.63
RYDEX SER TR NASDAQ100 2X STRAT CL H (RWYX)	107.390	08/23/11	08/25/11	8358.62	8522.90	-164.28
COLUMBIA FDS HIGH YIELD BD FD CL A (INEAX)	1067.633	06/21/11	08/04/11	3010.73	3021.78	-11.05
COLUMBIA FDS HIGH YIELD BD FD CL A (INEAX)	754.889	06/23/11	08/05/11	2113.69	2136.60	-22.91
IVY FDS HIGH INCOME A (WHIAX)	408.963	03/01/11	08/03/11	3423.02	3448.02	-25.00
RYDEX FUNDS DOW 2X STRATEGY CL H (RYCVX)	557.384	09/02/11	09/06/11	10908.00	11108.66	-200.66
RYDEX FUNDS DOW 2X STRATEGY CL H (RYCVX)	630.316	09/09/11	09/13/11	12253.34	11994.91	258.43
RYDEX FUNDS DOW 2X STRATEGY CL H (RYCVX)	381.398	09/15/11	09/20/11	7818.66	7863.25	-44.59
RYDEX FUNDS DOW 2X STRATEGY CL H (RYCVX)	716.130	09/23/11	09/27/11	14079.12	13040.72	1038.40
RYDEX FUNDS INVERSE DOW 2X STRATEGY CL H (RYCWX)	504.127	08/30/11	09/02/11	8429.00	7990.41	438.59
RYDEX FUNDS INVERSE DOW 2X STRATEGY CL H (RYCWX)	690.156	09/06/11	09/09/11	11994.91	11590.65	404.26
RYDEX FUNDS INVERSE DOW 2X STRATEGY CL H (RYCWX)	441.091	09/13/11	09/15/11	7070.69	7516.19	-445.50
RYDEX FUNDS INVERSE DOW 2X STRATEGY CL H (RYCWX)	22.457	09/20/11	09/22/11	406.25	361.33	44.92
RYDEX FUNDS INVERSE DOW 2X STRATEGY CL H (RYCWX)	726.098	09/20/11	09/23/11	13040.72	11682.92	1357.80
RYDEX/SGI FUNDS IVER RUSS 2000 2X STRAT H (RYIRX)	1075.128	09/02/11	09/06/11	8493.51	8429.00	64.51
RYDEX/SGI FUNDS IVER RUSS 2000 2X STRAT H (RYIRX)	991.582	09/09/11	09/13/11	7516.19	7922.74	-406.55
RYDEX/SGI FUNDS IVER RUSS 2000 2X STRAT H (RYIRX)	910.208	09/23/11	09/27/11	7026.81	7654.85	-628.04
RYDEX/SGI FUNDS RUSSELL 2000 2X STRATEGY CL H (RYRSX)	69.539	09/22/11	09/23/11	7654.85	7469.24	185.61

FIFIELD MANORS  
#95-1698857  
FYE 10/31/11

**STATEMENT 12 - PREPAID EXPENSES & DEFERRED CHARGES**  
(FORM 990-PF, Page 2, Line 9)

	<u>Ending Cost</u> <u>10/31/2011</u>	<u>FMV</u> <u>10/31/2011</u>
Workers Compensation Insurance	\$200	\$200
Prepaid Insurance	\$328	\$334
<b>Total, Part II, Page 2, Line 9</b>	<u><u>\$528</u></u>	<u><u>\$534</u></u>

**STATEMENT 13 - INVESTMENTS - U.S. and STATE GOVERNMENT OBLIGATIONS**

**INVESTMENTS - U.S. OBLIGATIONS**  
Form 990-PF, Page 2, line 10(a)

	<u>Ending Cost</u>	<u>FMV</u>
GNMA 0176788	\$139	\$137
GNMA 0191202	\$272	\$315
GNMA 0219736	\$150	\$154
<b>TOTAL</b>	<u><u>\$561</u></u>	<u><u>\$606</u></u>

**INVESTMENTS - STATE OF CALIFORNIA OBLIGATIONS**

	<u>Ending Cost</u>	<u>FMV</u>
CA ST VAR Purpose 7 5	<u>\$52,554</u>	<u>\$59,892</u>
<b>TOTAL U.S. AND STATE GOVERNMENT OBLIGATIONS</b>	<u><u>\$53,115</u></u>	<u><u>\$60,498</u></u>

**FIFIELD MANORS**  
**#95-1698857**  
**STATEMENT 14 - INVESTMENTS IN STOCK**  
**FYE 10/31/2011**

**INVESTMENTS - CORPORATE STOCK**                      **Ending Cost**                      **FMV**  
 Form 990-PF, Page 2, Line 10b

**Common Stock:**

Alpine Global Premier Fund	\$50,000	\$15,668
Citigroup	\$12,612	\$948
Colgate Palmolive Co.	\$27,023	\$54,222
DPL, Inc.	\$10,514	\$40,972
Fairpoint Communications	\$297	\$1
General Motors Option	\$0	\$77
General Motors WTS	\$0	\$86
International Business Machines Corp	\$37,207	\$184,630
Schlumberger Ltd	\$12,915	\$29,388
Verizon Communications	\$6,388	\$26,145

<b><u>\$156,956</u></b>	<b><u>\$352,137</u></b>
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**Preferred Stock:**    **Ending Cost**    **FMV**

Glacier Water Services 9 0625	\$24,484	\$25,100
HCP Inc New 7 10	\$25,500	\$25,350
Ing Group NV 7.2 Ser	\$26,062	\$20,710
PS Business Park 7.0	\$23,659	\$25,150

<b>TOTAL PREFERRED STOCK</b>	<b><u>\$99,705</u></b>	<b><u>\$96,310</u></b>
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**FIFIELD MANORS**  
**#95-1698857**  
**STATEMENT 14 - INVESTMENTS IN STOCK**  
**FYE 10/31/11**

**MUTUAL FUNDS:**

	<u>Ending Cost</u>	<u>FMV</u>
<b><u>NFS PWS 883</u></b>		
Nuveen Global Value Opport Fd	<u>\$49,018</u>	<u>\$50,344</u>
<b><u>Pershing 8279</u></b>		
I Shares Barclays 1-3	\$6,135	\$6,172
I Shares Barclays 7-10	\$13,734	\$15,009
I Shares Barclays Inter CR BD	\$11,429	\$11,655
I Shares Barclays 1-3 CR BD	\$8,044	\$8,063
I Shares Barclays TR IDTY CR BD	\$6,142	\$6,348
Market Vectors Emerging	\$4,400	\$4,324
SPDR Ser TR Barclays	\$22,517	\$22,330
Vanguard BD Index FD	\$21,774	\$22,410
Vanguard Scottsdale	<u>\$6,058</u>	<u>\$6,235</u>
<b>Total</b>	<b>\$100,233</b>	<b>\$102,546</b>

**Trust Co of America 8285**

FPA Crescent Port Fund	\$9,438	\$9,375
Franklin Small Cap Value Fund Class A	\$8,593	\$8,342
ICON Healthcare Fund Class S	\$9,089	\$9,350
Invesco Energy Fund INV Class	\$9,648	\$8,084
Janus Enterprise Fund Class T	\$7,166	\$7,404
Loomis Sayles Small Cap Growth Fund Retail Class	\$9,706	\$10,242
Oppenheimer Gold & Special Minerals Fund Class A	\$19,154	\$16,339
Pimco Long Term US Govt Fund Class A	\$5,618	\$9,875
Putman Convertible Securities Fund Class A	\$8,632	\$8,704
Rydex Govt Long Bond 1 2X Strategy Investor Class	<u>\$8,549</u>	<u>\$8,982</u>
<b>Total</b>	<b>\$95,593</b>	<b>\$96,697</b>

**TD Ameritrade 5360**

	\$21,177	\$21,848
Columbia Fund Income Oppo Z	\$21,649	\$22,466
Columbia Funds High Yield Bond Z	\$43,037	\$44,406
Pimco High Yield FD Instl	\$21,587	\$22,016
Principal High Yield FD CL 1	\$21,567	\$22,251
Ridgeworth FDS High Income Fund 1	\$43,037	\$44,145
Ridgeworth FDS Seix High Yield 1	<u>\$43,134</u>	<u>\$44,468</u>
Transamerica Aegon Hi YLD Bond 1		
<b>Total</b>	<b>\$215,188</b>	<b>\$221,601</b>

FIFIELD MANORS  
 #95-1698857  
 STATEMENT 14 - INVESTMENTS IN STOCK  
 FYE 10/31/11

	<u>Ending Cost</u>	<u>FMV</u>
<b><u>TD Ameritrade 5567</u></b>		
	\$7,500	\$9,920
Blackrock GLBL Allocation	\$40,000	\$39,785
Doubleline Total Return Bd Fd	\$40,000	\$39,384
Hussman Strategic TOT Ret Bd Fd	\$40,000	\$39,289
Templeton Income TR Global	\$40,000	\$39,289
	<hr/>	<hr/>
	<b>\$127,500</b>	<b>\$128,378</b>
<b>Total</b>		
<b><u>Pershing 3608</u></b>		
I Shares Barclays 7-10	\$12,842	\$14,491
I Shares Barclays 1-3	\$5,875	\$5,919
I Shares Barclays Inter	\$11,083	\$11,332
I Shares 1-3 CR	\$8,672	\$8,691
I Shares TR 10+ Yr	\$5,857	\$6,051
Markets Vectors Emerging	\$4,910	\$4,841
SPDR SER TR Barclays	\$25,667	\$24,707
Vanguard BD Index	\$20,999	\$21,825
Vanguard Scottsdale	\$5,883	\$6,063
	<hr/>	<hr/>
	<b>\$101,748</b>	<b>\$103,920</b>
<b>Total</b>		
<b><u>TD Ameritrade 7889</u></b>		
Alliance Bernstein Funds	\$3,474	\$3,466
SEI INSTL Managed	\$3,319	\$3,364
Western Asset Funds	\$3,333	\$3,367
RYDEX/SGI INVER	\$8,268	\$8,268
RYDER?DOW STRATEGY	\$10,245	\$10,245
	<hr/>	<hr/>
	<b>\$28,639</b>	<b>\$28,710</b>
<b>Total</b>		
<b>TOTAL MUTUAL FUNDS</b>	<hr/> <b>\$717,919</b>	<hr/> <b>\$732,196</b>
<b>TOTAL CORPORATE STOCK</b>	<hr/> <b>\$974,580</b>	<hr/> <b>\$1,180,643</b>

FIFIELD MANORS  
#95-1698857  
STATEMENT 15 - MARKETABLE SECURITIES  
FYE 10/31/2011

INVESTMENTS - CORPORATE BONDS  
Form 990-PF, Page 2, Line 10c

	<u>Ending Costs</u>	<u>FMV</u>
Citigroup Capital IX Trust	\$38,475	\$33,960
Countrywide Capital IV	\$26,587	\$21,860
Cox Communications	\$49,222	\$58,932
Entergy Miss Inc.	\$20,301	\$20,328
IBM Corp	\$105,224	\$110,633
Lehman Corp III K	\$26,224	\$80
<b>Total</b>	<b>\$266,033</b>	<b>\$245,793</b>