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Return of Private Foundation

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

Treated as a Private Foundation

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

OMB No 1545-0052

2011

Form 990-PF

Department of the Treasury
Internal Revenue Service

For calendar year 2011 or tax year beginning

, and ending

Name of foundation

CAROL AND ALAN J. BERNON FAMILY
CHARITABLE FOUNDATION

A Employer identification number

04-6661364

Number and street (or P O box number if mail is not delivered to street address)

1199 WEST CENTRAL STREET

Room/suite

B Telephone number

508-553-5381

City or town, state, and ZIP code

FRANKLIN, MA 02038

C If exemption application is pending, check here ☐

G Check all that apply:

☐ Initial return☐ Initial return of a former public charity☐ Final return☐ Amended return☐ Address change☐ Name changeD 1. Foreign organizations, check here ☐Foreign organizations meeting the 85% test,
2. check here and attach computation ☐

H Check type of organization:

☒ Section 501(c)(3) exempt private foundation☐ Section 4947(a)(1) nonexempt charitable trust☐ Other taxable private foundationE If private foundation status was terminated
under section 507(b)(1)(A), check here ☐

I Fair market value of all assets at end of year

(from Part II, col (c), line 16)

\$ 9,106,558.

J Accounting method:

☒ Cash☐ Accrual☐ Other (specify)F If the foundation is in a 60-month termination
under section 507(b)(1)(B), check here ☐

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

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).)(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

N/A

2 Check ☒ if the foundation is not required to attach Sch B3 Interest on savings and temporary
cash investments

78,794.

78,778.

STATEMENT 1

4 Dividends and interest from securities

47,022.

47,022.

STATEMENT 2

5a Gross rents

9.

9.

STATEMENT 3

b Net rental income or (loss) 9.

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

325,495.

b Gross sales price for all
assets on line 6a 2,944,062.

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

325,495.

8 Net short-term capital gain

9 Income modifications

10a Gross sales less returns
and allowances

b Less Cost of goods sold

c Gross profit or (loss)

11 Other income

264,334.

264,334.

STATEMENT 4

12 Total. Add lines 1 through 11

715,654.

715,638.

13 Compensation of officers, directors, trustees, etc.

0.

0.

14 Other employee salaries and wages

15 Pension plans, employee benefits

16a Legal fees

b Accounting fees

c Other professional fees

17 Interest

18 Taxes

STMT 5

3,024.

2,954.

0.

19 Depreciation and depletion

20 Occupancy

21 Travel, conferences, and meetings

22 Printing and publications

23 Other expenses

STMT 6

75,815.

75,815.

0.

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

78,839.

78,769.

0.

25 Contributions, gifts, grants paid

1,569,410.

1,569,410.

26 Total expenses and disbursements.

Add lines 24 and 25

1,648,249.

78,769.

1,569,410.

27 Subtract line 26 from line 12:

a Excess of revenue over expenses and disbursements

-932,595.

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

636,869.

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

N/A

SCANNED NOV 27 2012

Operating and Administrative Expenses

Revenue

RECEIVED

NOV 21 2012

CODEN: UT

IRS-OSC

11

**CAROL AND ALAN J. BERNON FAMILY
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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			
	2 Savings and temporary cash investments	196,665.	795,283.	795,283.
	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			
	10a Investments - U.S. and state government obligations STMT 7	1,241,100.	830,181.	862,455.
	b Investments - corporate stock STMT 8	1,512,517.	1,281,567.	1,459,539.
	c Investments - corporate bonds STMT 9	621,537.	544,484.	578,029.
	11 Investments - land, buildings, and equipment: basis ▶ Less: accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 10	6,047,488.	5,841,463.	5,411,252.
14 Land, buildings, and equipment: basis ▶ Less: accumulated depreciation ▶				
15 Other assets (describe ▶)				
16 Total assets (to be completed by all filers)	9,619,307.	9,292,978.	9,106,558.	
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
23 Total liabilities (add lines 17 through 22)	0.	0.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐ 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.			
	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	9,619,307.	9,292,978.	
30 Total net assets or fund balances	9,619,307.	9,292,978.		
31 Total liabilities and net assets/fund balances	9,619,307.	9,292,978.		

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	9,619,307.
2 Enter amount from Part I, line 27a	2	-932,595.
3 Other increases not included in line 2 (itemize) ▶ UNREALIZED GAIN ON INVESTMENTS	3	606,266.
4 Add lines 1, 2, and 3	4	9,292,978.
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	9,292,978.

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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.)
1a			
b SEE ATTACHED STATEMENTS			
c			
d			
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			
b			
c			
d			
e 2,944,062.		2,618,567.	325,495.

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) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			
b			
c			
d			
e			325,495.

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	325,495.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8		3	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))
2010	774,450.	10,362,909.	.074733
2009	192,300.	10,452,491.	.018398
2008	1,360,515.	10,116,578.	.134484
2007	2,282,032.	9,214,285.	.247662
2006	2,592,666.	9,597,089.	.270151

2 Total of line 1, column (d)	2	.745428
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	.149086
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	10,393,454.
5 Multiply line 4 by line 3	5	1,549,518.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	6,369.
7 Add lines 5 and 6	7	1,555,887.
8 Enter qualifying distributions from Part XII, line 4	8	1,569,410.

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.

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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 ☐ and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)	1	
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b	1	6,369.
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	6,369.
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	6,369.
6 Credits/Payments:		
a 2011 estimated tax payments and 2010 overpayment credited to 2011	6a	11,067.
b Exempt foreign organizations - tax withheld at source	6b	
c Tax paid with application for extension of time to file (Form 8868)	6c	10,000.
d Backup withholding erroneously withheld	6d	
7 Total credits and payments. Add lines 6a through 6d	7	21,067.
8 Enter any penalty for underpayment of estimated tax. Check here ☐ 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	14,698.
11 Enter the amount of line 10 to be: Credited to 2012 estimated tax ☒ 14,698. Refunded ☐	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?	1a		X
b 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	1b		X
c Did the foundation file Form 1120-POL for this year?	1c		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? If "Yes," attach a detailed description of the activities	2		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	3		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a		X
b If "Yes," has it filed a tax return on Form 990-T for this year?	4b		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.	5		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?	6	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	7	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ☒ MA			
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	8b	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 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? If "Yes," complete Part XIV	9		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

N/A

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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 make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ N/A	13	X	
14 The books are in care of ▶ <u>GERALD T. RENZA</u> Telephone no. ▶ <u>508-553-5381</u> Located at ▶ <u>1199 WEST CENTRAL STREET, FRANKLIN, MA</u> ZIP+4 ▶ <u>02038</u>			
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 2011, 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 the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ▶	16	Yes	No 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 instructions)? Organizations relying on a current notice regarding disaster assistance check here	N/A	1b	
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2011?		1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):			
a At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? If "Yes," list the years ▶	☐ Yes ☒ No		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	N/A	2b	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ▶			
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 2011 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 2011.)	N/A	3b	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011?		4b	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)?

☐ Yes ☒ No

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

☐ Yes ☒ No

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

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

☒

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

N/A

☐ Yes ☐ No

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

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

☐ Yes ☒ No

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

6b

X

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

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

☐ Yes ☒ No

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

N/A

7b

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ALAN J. BERNON 3721 BEVERLY DRIVE DALLAS, TX 75205	TRUSTEE 10.00	0.	0.	0.
CAROL BERNON 3721 BEVERLY DRIVE DALLAS, TX 75205	TRUSTEE 0.00	0.	0.	0.

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

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

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

0

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	

Total. Add lines 1 through 3 0.

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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	10,264,817.
b	Average of monthly cash balances	1b	286,913.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	10,551,730.
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	10,551,730.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	158,276.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	10,393,454.
6	Minimum investment return. Enter 5% of line 5	6	519,673.

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	519,673.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	6,369.
b	Income tax for 2011. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	6,369.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	513,304.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	513,304.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	513,304.

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	1,569,410.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	1,569,410.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	6,369.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	1,563,041.

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.

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Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7				513,304.
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2011:				
a From 2006	2,122,982.			
b From 2007	1,840,254.			
c From 2008	854,686.			
d From 2009				
e From 2010	266,111.			
f Total of lines 3a through e	5,084,033.			
4 Qualifying distributions for 2011 from Part XII, line 4: ▶ \$	1,569,410.			
a Applied to 2010, 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 2011 distributable amount				513,304.
e Remaining amount distributed out of corpus	1,056,106.			
5 Excess distributions carryover applied to 2011 (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	6,140,139.			
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 2010. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2006 not applied on line 5 or line 7	2,122,982.			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	4,017,157.			
10 Analysis of line 9:				
a Excess from 2007	1,840,254.			
b Excess from 2008	854,686.			
c Excess from 2009				
d Excess from 2010	266,111.			
e Excess from 2011	1,056,106.			

CAROL AND ALAN J. BERNON FAMILY
CHARITABLE FOUNDATION

Form 990-PF (2011)

04-6661364 Page 11

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
a Paid during the year				
SEE STATEMENT 12				1,569,410.
Total			3a	1,569,410.
b Approved for future payment				
NONE				
Total			3b	0.

Form 990-PF (2011)

Enter gross amounts unless otherwise indicated.

(See worksheet in line 13 instructions to verify calculations.)

NOT APPLICABLE

CAROL AND ALAN J. BERNON FAMILY
CHARITABLE FOUNDATION

CONTINUATION FOR 990-PF, PART IV
04-6661364 PAGE 1 OF 1

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.)
1a SEE BNY MELLON A/C #005 REALIZED GAIN/LOSS SCHEDULE		P	VARIOUS	VARIOUS
b SEE BNY MELLON A/C #005 REALIZED GAIN/LOSS SCHEDULE		P	VARIOUS	VARIOUS
c SEE BNY MELLON A/C #200 REALIZED GAIN/LOSS SCHEDULE		P	VARIOUS	VARIOUS
d SEE BNY MELLON A/C #200 REALIZED GAIN/LOSS SCHEDULE		P	VARIOUS	VARIOUS
e SEE BNY MELLON A/C #200 REALIZED GAIN/LOSS SCHEDULE		P	VARIOUS	VARIOUS
f 40SH FEDERAL NAT'L MTGE ASSN POOL		P	04/01/10	04/25/11
g PAUL ASSOCIATES II, L.P.		P	VARIOUS	VARIOUS
h PAUL ASSOCIATES II, L.P.		P	VARIOUS	VARIOUS
i 4432SH FNMA POOL AA8389		P	06/11/09	10/25/11
j SUMMIT ROCK DIVERSIFIED STRATEGIES PORTFOLIO		P		
k SUMMIT ROCK HEDGED EQUITY PORTFOLIO		P		
l SUMMIT ROCK NATURAL RESOURCES PORTFOLIO		P		
m SUMMIT ROCK STRATEGIC FIXED INCOME PORTFOLIO		P		
n SUMMIT ROCK SELECT EQUITY PORTFOLIO		P		
o				

(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 117,506.		103,252.	14,254.
b 769,144.		616,352.	152,792.
c 1,064,480.		1,063,259.	1,221.
d 9,421.		9,452.	-31.
e 842,889.		821,676.	21,213.
f 41.		44.	-3.
g		167.	-167.
h 18,276.			18,276.
i 4,432.		4,365.	67.
j 22,379.			22,379.
k 5,765.			5,765.
l 47,941.			47,941.
m 34,089.			34,089.
n 7,699.			7,699.
o			

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			14,254.
b			152,792.
c			1,221.
d			-31.
e			21,213.
f			-3.
g			-167.
h			18,276.
i			67.
j			22,379.
k			5,765.
l			47,941.
m			34,089.
n			7,699.
o			

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	325,495.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8 }	3	N/A

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	AMOUNT
BNY MELLON, N.A. #005	16.
BNY MELLON, N.A. #200	78,778.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	78,794.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
BNY MELLON, N.A. #005	38,703.	0.	38,703.
BNY MELLON, N.A. #200	3.	0.	3.
PAUL ASSOCIATES II, L.P.	8,316.	0.	8,316.
TOTAL TO FM 990-PF, PART I, LN 4	47,022.	0.	47,022.

FORM 990-PF RENTAL INCOME STATEMENT 3

KIND AND LOCATION OF PROPERTY	ACTIVITY NUMBER	GROSS RENTAL INCOME
PAUL ASSOCIATES II, L.P.	1	9.
TOTAL TO FORM 990-PF, PART I, LINE 5A		9.

FORM 990-PF OTHER INCOME STATEMENT 4

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
PAUL ASSOCIATES II, L.P.	1.	1.	
PAUL ASSOCIATES II, L.P.	492.	492.	
LONE PINON, LTD.	263,019.	263,019.	
PAUL ASSOCIATES II, L.P.	822.	822.	
TOTAL TO FORM 990-PF, PART I, LINE 11	264,334.	264,334.	

FORM 990-PF	TAXES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
STATE TAXES PAID	70.	0.			0.
FOREIGN TAXES PAID	2,954.	2,954.			0.
TO FORM 990-PF, PG 1, LN 18	3,024.	2,954.			0.

FORM 990-PF	OTHER EXPENSES			STATEMENT	6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
PAUL ASSOCIATES II, L.P.	6,579.	6,579.			0.
LONE PINON, LTD MANAGEMENT FEE	34,601.	34,601.			0.
INVESTMENT ADVISORY FEES	34,635.	34,635.			0.
TO FORM 990-PF, PG 1, LN 23	75,815.	75,815.			0.

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS			STATEMENT	7
DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE	
BNY MELLON N A	X		830,181.	862,455.	
TOTAL U.S. GOVERNMENT OBLIGATIONS			830,181.	862,455.	
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS					
TOTAL TO FORM 990-PF, PART II, LINE 10A			830,181.	862,455.	

FORM 990-PF	CORPORATE STOCK	STATEMENT	8
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
BNY MELLON N A	1,281,567.	1,459,539.
TOTAL TO FORM 990-PF, PART II, LINE 10B	1,281,567.	1,459,539.

FORM 990-PF	CORPORATE BONDS	STATEMENT	9
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
BNY MELLON N A	544,484.	578,029.
TOTAL TO FORM 990-PF, PART II, LINE 10C	544,484.	578,029.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	10
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
LONE PINON, LTD	COST	1,000,000.	1,250,962.
PAUL ASSOCIATES II, L.P.	COST	102,399.	156,575.
ANCHORAGE CAPITAL PARTNERS	COST	96,064.	1,136.
LONE CASCADE, L.P.	COST	0.	0.
SUMMIT ROCK HEDGED EQUITY	COST	396,000.	328,414.
SUMMIT ROCK DIVERSIFIED STRATEGIES	COST	1,647,000.	1,390,433.
SUMMIT ROCK STRATEGIC FIXED INCOME	COST	800,000.	709,842.
SUMMIT ROCK NATURAL RESOURCES	COST	600,000.	412,688.
SUMMIT ROCK SELECT EQUITY	COST	1,200,000.	1,161,202.
TOTAL TO FORM 990-PF, PART II, LINE 13		5,841,463.	5,411,252.

FORM 990-PF

PART XV - LINE 1A
LIST OF FOUNDATION MANAGERS

STATEMENT 11

NAME OF MANAGER

ALAN J. BERNON

CAROL BERNON

Carol and Alan J. Bernon Family Charitable Foundation

Account QuickReport

January through December 2011

Date	Num	Name	Amount
5000 - Donations			
1/20/2011	2057	Big Brothers Big Sisters of North Texas	100,000.00
1/20/2011	2058	New York University	47,816 00
1/20/2011	2059	New York University	97,688.00
2/8/2011	2060	Dallas Tennis Association	5,000.00
3/8/2011	2061	Dallas Tennis Association	5,000.00
4/19/2011	2062	Hofstra University	25,000 00
5/5/2011	2063	Junior League of Dallas	5,000.00
6/2/2011	2066	Grassroot Soccer	5,000.00
6/23/2011	2067	Ride - Jewish Big Brothers Big Sisters	25,000.00
8/1/2011	2069	Susan G Komen 3-Day for the Cure	500 00
9/22/2011	2070	New York University	463,590.00
10/3/2011	2071	New York University	400,000.00
10/4/2011	2073	Jewish Federation of Greater Dallas	5,000 00
10/25/2011	2074	Big Brothers Big Sisters	20,000.00
11/17/2011	2077	Temple Beth El	1,000.00
11/17/2011	2078	UCSF Foundation	1,000.00
12/12/2011	2079	The Society of MSKCC	5,000.00
12/12/2011	2080	Hofstra University	25,000 00
12/12/2011	2081	Hofstra University	100,000 00
12/12/2011	2082	Hofstra University	100,000 00
12/12/2011	2083	Berkshire Hills Music Academy, Inc.	20,000 00
12/14/2011	2084	Dana-Farber Cancer Institute	97,816 00
12/26/2011	2085	Friends of B'Nai Israel Cemetery	15,000 00
Total 5000 Donations			1,569,410.00
TOTAL			1,569,410.00

STATEMENT 12



BNY MELLON
WEALTH MANAGEMENT

CAROL AND ALAN J BERNON FAM CH FDN

2011 Tax Information

Account Number 10648006005

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Income for 2011

This section reports your proceeds from sales during the year. We are not required nor do we report your net gains and losses to the Internal Revenue Service. An asterisk symbol (*) next to the tax cost indicates that the tax cost has been adjusted for the current year's return of capital. A schedule of your net gains and losses is shown below. Please note that if you have sold an asset for which we do not have cost basis information, it is either shown separately in the section entitled Cost Not Available or it may appear with a zero tax cost. Please review these carefully before preparing your tax return.

Short term gains and losses

This category includes sales of assets held 12 months or less

Description	Cusip	Number of shares	Date of acquisition	Sale date	Sales price or pass through gain	Cost, other basis or pass through loss	Net gain or loss
FAIRHOLME FDS INC	304871106	909 8	12/16/10	01/24/11	\$32,425 42	\$30,969 72	\$1,455 70
FAIRHOLME FDS INC	304871106	34 64	12/31/10	01/24/11	\$1,234 39	\$1,232 32	\$2 07
ISHARES RUSSELL 3000 INDEX	464287689	980	05/25/10	01/24/11	\$75,046 55	\$62,261 65	\$12,784 90
FAIRHOLME FDS INC	304871106	374 31	12/16/11	12/27/11	\$8,799 91	\$8,788 67	\$11 24
Total short term gain/loss:					\$117,506.27	\$103,252 36	\$14,253 91

Long term gains and losses

This category includes sales of assets held more than 12 months.

Description	Cusip	Number of shares	Date of acquisition	Sale date	Sales price or pass through gain	Cost, other basis or pass through loss	Net gain or loss
FAIRHOLME FDS INC	304871106	1159 94	10/12/04	01/24/11	\$41,340 19	\$24,474 69	\$16,865 50
ISHARES RUSSELL 3000 INDEX	464287689	1741	05/25/10	09/15/11	\$125,015 32	\$110,609 73	\$14,405 59
ISHARES MSCI ACWI EX US INDX	464288240	6600	04/03/09	09/15/11	\$250,321 31	\$188,366 64	\$61,954 67
FAIRHOLME FDS INC	304871106	4622 78	10/12/04	09/16/11	\$125,000 00	\$97,540 68	\$27,459 32
FAIRHOLME FDS INC	304871106	9675 32	10/12/04	12/27/11	\$227,466 75	\$195,360 18 *	\$32,106 57
Total long term gain/loss for sales of assets:					\$769,143 57	\$616,351 92	\$152,791 65



BNY MELLON
WEALTH MANAGEMENT

BERNON A C TTEES BERNON FAM TR-IMA

2011 Tax Information

Account Number 10648006200

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Income for 2011

This section reports your proceeds from sales during the year. We are not required nor do we report your net gains and losses to the Internal Revenue Service. An asterisk symbol (*) next to the tax cost indicates that the tax cost has been adjusted for the current year's return of capital. A schedule of your net gains and losses is shown below. Please note that if you have sold an asset for which we do not have cost basis information, it is either shown separately in the section entitled Cost Not Available or it may appear with a zero tax cost. Please review these carefully before preparing your tax return.

Short term gains and losses

This category includes sales of assets held 12 months or less

Description	Cusip	Number of shares	Date of acquisition	Sale date	Sales price or pass through gain	Cost, other basis or pass through loss	Net gain or loss
PMCF 2001-ROCK A2	74438WAB2	1415.28	02/24/10	01/10/11	\$1,415.28	\$1,469.96	\$-54.68
PMCF 2001-ROCK A2	74438WAB2	471.76	07/13/10	01/10/11	\$471.76	\$482.63	\$-10.87
FNMA SF MTG 4.000% 01/01/2041	01F040610	20000	12/09/10	01/10/11	\$19,921.88	\$19,937.50	\$-15.62
FNMA SF MTG 4.000% 01/01/2041	01F040610	35000	12/09/10	01/10/11	\$34,868.75	\$34,879.69	\$-10.94
WASHINGTON ST	93974CQV5	10000	05/25/10	01/12/11	\$10,088.30	\$10,000.00	\$88.30
MERRILL LYNCH MORTGA CK11 A2FL	59022HMT6	1523.79	10/20/10	01/12/11	\$1,523.79	\$1,512.36	\$11.43
FIRST UN NATL BK 01-C2 CL A 2	33736XBZ1	1723	02/24/10	01/14/11	\$1,723.00	\$1,785.59	\$-62.59
FIRST UN NATL BK 01-C2 CL A 2	33736XBZ1	1723	02/09/10	01/14/11	\$1,723.00	\$1,787.48	\$-64.48
U S TREASURY NOTE	912828PC8	5000	12/09/10	01/14/11	\$4,707.40	\$4,987.36	\$-279.96
U S TREASURY NOTE	912828PC8	5000	12/08/10	01/14/11	\$4,707.40	\$4,741.82	\$-34.42
LBUBS 2000-C5 A2 6.51% 12/15/26	52108HCB8	55.69	02/10/10	01/15/11	\$55.69	\$57.05	\$-1.36
J P MORGAN CHASE COML MTG SECS	46625MCU1	963.48	06/29/10	01/15/11	\$963.48	\$993.51	\$-30.03
MORGAN STANLEY 07-IQ14 CL A-1	61754KAA3	2957.1	11/08/10	01/15/11	\$2,957.10	\$3,027.33	\$-70.23
NYSE EURONEXT	629491AA9	5000	08/02/10	01/18/11	\$5,389.85	\$5,446.50	\$-56.65
GOLDMAN SACHS GROUP 3.625% 8/01/12	38141EA41	5000	04/19/10	01/18/11	\$5,176.55	\$5,125.70	\$50.85
U S TREASURY NOTE	912828PC8	5000	12/08/10	01/20/11	\$4,656.03	\$4,741.82	\$-85.79
U S. TREASURY NOTE 3.5% 5/15/20	912828ND8	5000	06/14/10	01/25/11	\$5,117.95	\$5,099.63	\$18.32



BNY MELLON
WEALTH MANAGEMENT

BERNON A_C TTEES BERNON FAM TR-JMA

2011 Tax Information

Account Number 10648006200

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Short term gains and losses

This category includes sales of assets held 12 months or less.

Description	Cusip	Number of shares	Date of acquisition	Sale date	Sales price or pass through gain	Cost, other basis or pass through loss	Net gain or loss
U.S. TREASURY NOTE 3.5% 5/15/20	912828ND8	10000	05/24/10	01/25/11	\$10,235.90	\$10,232.06	\$3.84
GOLDMAN SACHS GROUP 3.625% 8/01/12	38141EA41	5000	04/19/10	01/28/11	\$5,181.50	\$5,125.70	\$55.80
UNITED STATES T-NOTE 0.375% 9/30/12	912828NX4	5000	01/18/11	02/02/11	\$4,989.04	\$4,987.18	\$1.86
U.S. TREASURY NOTE	912828MU1	5000	01/20/11	02/02/11	\$5,037.88	\$5,037.71	\$0.17
COMMIT TO PUR FNMA	01F040628	20000	01/10/11	02/04/11	\$19,509.38	\$19,871.87	\$-362.49
COMMIT TO PUR FNMA	01F040628	25000	01/25/11	02/04/11	\$24,397.46	\$24,796.88	\$-399.42
COMMIT TO PUR FNMA	01F040628	15000	01/10/11	02/04/11	\$14,631.45	\$14,903.91	\$-272.46
COMMIT TO PUR FNMA	01F040628	20000	01/10/11	02/04/11	\$19,508.59	\$19,868.75	\$-360.16
NEW YORK N Y	64966H4L1	5000	10/07/10	02/09/11	\$4,629.10	\$5,000.00	\$-370.90
NEW YORK N Y	64966H4L1	5000	10/07/10	02/09/11	\$4,627.00	\$5,000.00	\$-373.00
UNIVERSITY CALIF REVS	91412GEV3	5000	12/07/10	02/09/11	\$5,012.55	\$5,000.00	\$12.55
PMCF 2001-ROCK A2	74438WAB2	321.08	07/13/10	02/10/11	\$321.08	\$328.48	\$-7.40
PMCF 2001-ROCK A2	74438WAB2	963.23	02/24/10	02/10/11	\$963.23	\$1,000.44	\$-37.21
MERRILL LYNCH MORTGA CK11 A2FL	59022HMT6	4280.63	10/20/10	02/12/11	\$4,280.63	\$4,248.52	\$32.11
J.P. MORGAN CHASE COML MTG SECS	46625MCU1	882.11	06/29/10	02/15/11	\$882.11	\$909.61	\$-27.50
MORGAN STANLEY 07-IQ14 CL A-1	61754KAA3	386.35	11/08/10	02/15/11	\$386.35	\$395.53	\$-9.18
FHLMC GOLD A92988 5.0% 7/01/40	312941J99	1246.43	07/22/10	02/15/11	\$1,246.43	\$1,323.55	\$-77.12
FHLMC GOLD POOL A90393 5.0% 12/01/39	312938NJ8	246.78	03/08/10	02/15/11	\$246.78	\$256.96	\$-10.18
FHLMC POOL G0-5337	3128M7HN9	230.29	06/10/10	02/15/11	\$230.29	\$247.35	\$-17.06
FHLMC GOLD G04216 5.5% 12/01/37	3128M6AR9	162.26	12/29/10	02/15/11	\$162.26	\$173.17	\$-10.91
FHLMC GOLD A92821 5.0% 7/01/40	312941D20	457.57	07/22/10	02/15/11	\$457.57	\$486.03	\$-28.46
FHLMC GOLD A95828 4.5% 12/01/40	312944PM7	156.6	12/17/10	02/15/11	\$156.60	\$159.56	\$-2.96
NEW YORK N Y	64966H4L1	5000	10/07/10	02/23/11	\$4,790.40	\$5,000.00	\$-209.60
FEDERAL NAT'L MTGE ASSN POOL 745418 31403DDX4		114.18	12/22/10	02/25/11	\$114.18	\$122.78	\$-8.60
FEDERAL NAT'L MTGE ASSN POOL 745418 31403DDX4		513.79	02/25/10	02/25/11	\$513.79	\$542.53	\$-28.74
FNMA POOL #0AH3620	3138A5AW2	112.81	01/18/11	02/25/11	\$112.81	\$113.85	\$-1.04



BNY MELLON
WEALTH MANAGEMENT

BERNON A. C. TTEES BERNON FAM TR-IMA

2011 Tax Information

Account Number 10648006200

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Short term gains and losses

This category includes sales of assets held 12 months or less.

Description	Cusip	Number of shares	Date of acquisition	Sale date	Sales price or pass through gain	Cost, other basis or pass through loss	Net gain or loss
FEDERAL NAT'L MTGE ASSN POOL	889291 31410G7C1	170.71	08/02/10	02/25/11	\$170.71	\$182.29	\$-11.58
FNMA POOL AD5672 4.5% 5/01/40	31418TJS7	147.04	05/05/10	02/25/11	\$147.04	\$148.61	\$-1.57
FNMA POOL 0AD0207	31418MGR7	1199.36	04/26/10	02/25/11	\$1,199.36	\$1,279.57	\$-80.21
U S TREASURY NOTE	912828MU1	5000	01/20/11	03/02/11	\$5,036.31	\$5,037.71	\$-1.40
FHLMC GOLD A92988 5.0% 7/01/40	312941J99	43232.54	07/22/10	03/04/11	\$45,171.25	\$45,907.56	\$-736.31
COMMIT TO PUR FNMA	01F040636	25000	02/04/11	03/08/11	\$24,515.63	\$24,316.41	\$199.22
COMMIT TO PUR FNMA	01F040636	15000	02/04/11	03/08/11	\$14,700.59	\$14,582.81	\$117.78
COMMIT TO PUR FNMA	01F040636	10000	02/04/11	03/08/11	\$9,806.25	\$9,722.27	\$83.98
COMMIT TO PUR FNMA	01F040636	10000	02/04/11	03/08/11	\$9,800.39	\$9,722.26	\$78.13
COMMIT TO PUR FNMA	01F040636	20000	02/04/11	03/08/11	\$19,603.13	\$19,443.75	\$159.38
UNITED STATES T-NOTE 1 25%	912828QH6	5000	02/15/11	03/09/11	\$5,008.97	\$4,976.78	\$32.19
UNITED STATES TREASURY NOTE	912828NR7	10000	11/03/10	03/09/11	\$9,818.32	\$10,399.26	\$-580.94
PMCF 2001-ROCK A2	74438WAB2	172.02	07/13/10	03/10/11	\$172.02	\$175.99	\$-3.97
MERRILL LYNCH MORTGA CK11 A2FL	59022HMT6	4.88	10/20/10	03/12/11	\$4.88	\$4.84	\$0.04
FHLMC GOLD A95828 4.5% 12/01/40	312944PM7	160.62	12/17/10	03/15/11	\$160.62	\$163.66	\$-3.04
FHLMC GOLD A92988 5.0% 7/01/40	312941J99	1106.75	07/22/10	03/15/11	\$1,106.75	\$1,175.23	\$-68.48
FHLMC GOLD G04216 5.5% 12/01/37	3128M6AR9	139.42	12/29/10	03/15/11	\$139.42	\$148.80	\$-9.38
FHLMC POOL G0-5337	3128M7HN9	121.76	06/10/10	03/15/11	\$121.76	\$130.78	\$-9.02
FHLMC GOLD A92821 5.0% 7/01/40	312941D20	372.5	07/22/10	03/15/11	\$372.50	\$395.66	\$-23.16
MORGAN STANLEY 07-IQ14 CL A-1	61754KAA3	10949.51	11/08/10	03/15/11	\$10,949.51	\$11,209.56	\$-260.05
J P MORGAN CHASE COML MTG SECS	46625MCU1	1705.75	06/29/10	03/15/11	\$1,705.75	\$1,758.92	\$-53.17
U S TREASURY NOTE	912828PC8	35000	12/08/10	03/23/11	\$33,065.29	\$33,192.72	\$-127.43
FEDERAL NAT'L MTGE ASSN POOL	255364 31371LTV1	36.36	02/15/11	03/25/11	\$36.36	\$39.52	\$-3.16
FEDERAL NAT'L MTGE ASSN POOL	745418 31403DDX4	86.68	12/22/10	03/25/11	\$86.68	\$93.21	\$-6.53
FEDERAL NAT'L MTGE ASSN POOL	889291 31410G7C1	147.42	08/02/10	03/25/11	\$147.42	\$157.42	\$-10.00
FNMA POOL 0AD0207	31418MGR7	1272.9	04/26/10	03/25/11	\$1,272.90	\$1,358.02	\$-85.12



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Short term gains and losses

This category includes sales of assets held 12 months or less.

Description	Cusip	Number of shares	Date of acquisition	Sale date	Sales price or pass through gain	Cost, other basis or pass through loss	Net gain or loss
FNMA POOL AD5672 4 5% 5/01/40	31418TJS7	108 18	05/05/10	03/25/11	\$108 18	\$109 34	\$-1 16
FNMA POOL #0AH3620	3138A5AW2	131 92	01/18/11	03/25/11	\$131 92	\$133 14	\$-1 22
COMMIT TO PUR FNMA SF MTG	01F040644	5000	03/08/11	04/08/11	\$4,876 95	\$4,882 81	\$-5 86
COMMIT TO PUR FNMA SF MTG	01F040644	20000	03/08/11	04/08/11	\$19,507 81	\$19,533 59	\$-25 78
COMMIT TO PUR FNMA SF MTG	01F040644	10000	03/08/11	04/08/11	\$9,753.91	\$9,771 49	\$-17 58
COMMIT TO PUR FNMA SF MTG	01F040644	25000	03/08/11	04/08/11	\$24,386 72	\$24,428.71	\$-41 99
COMMIT TO PUR FNMA SF MTG	01F040644	20000	03/08/11	04/08/11	\$19,512 50	\$19,531 25	\$-18.75
UNITED STATES TREASURY NOTE	912828NR7	5000	11/03/10	04/08/11	\$4,874 78	\$5,199 63	\$-324 85
MERRILL LYNCH MORTGA CK11 A2FL	59022HMT6	5928 7	10/20/10	04/12/11	\$5,928.70	\$5,884.24	\$44 46
FHLMC GOLD A92821 5 0% 7/01/40	312941D20	291 72	07/22/10	04/15/11	\$291 72	\$309 86	\$-18 14
FHLMC GOLD G04216 5 5% 12/01/37	3128M6AR9	101 48	12/29/10	04/15/11	\$101.48	\$108 31	\$-6 83
FHLMC POOL G0-5337	3128M7HN9	60 42	06/10/10	04/15/11	\$60 42	\$64 89	\$-4 47
FHLMC GOLD G04719 5 5% 1/01/38	3128M6SG4	123 82	03/09/11	04/15/11	\$123 82	\$132 53	\$-8.71
FHLMC GOLD A95828 4 5% 12/01/40	312944PM7	95 89	12/17/10	04/15/11	\$95 89	\$97.70	\$-1.81
J P MORGAN CHASE COML MTG SECS	46625MCU1	913 29	06/29/10	04/15/11	\$913 29	\$941 76	\$-28 47
FEDERAL NAT'L MTGE ASSN POOL	889291 31410G7C1	3400 78	08/02/10	04/18/11	\$3,618 64	\$3,631 39	\$-12 75
FEDERAL NAT'L MTGE ASSN POOL	745418 31403DDX4	3744 19	12/22/10	04/20/11	\$4,023 83	\$4,026 17	\$-2 34
FEDERAL NAT'L MTGE ASSN POOL	889291 31410G7C1	106 12	08/02/10	04/25/11	\$106 12	\$113.32	\$-7 20
FNMA POOL AD5672 4 5% 5/01/40	31418TJS7	60 45	05/05/10	04/25/11	\$60 45	\$61 10	\$-0 65
FNMA POOL 0AD2351	31418PTH8	128 82	03/09/11	04/25/11	\$128 82	\$133 37	\$-4 55
FNMA POOL #0AH3620	3138A5AW2	128 6	01/18/11	04/25/11	\$128 60	\$129.79	\$-1 19
FNMA POOL #0AH4794	3138A6KG4	48 27	03/04/11	04/25/11	\$48 27	\$50 74	\$-2 47
FEDERAL NAT'L MTGE ASSN POOL	745418 31403DDX4	101 38	12/22/10	04/25/11	\$101 38	\$109.02	\$-7 64
FEDERAL NAT'L MTGE ASSN POOL	255364 31371LTV1	58 1	02/15/11	04/25/11	\$58 10	\$63 16	\$-5 06
FNMA POOL 0AD0207	31418MGR7	1162 98	04/26/10	04/25/11	\$1,162 98	\$1,240 75	\$-77 77
U S TREASURY NOTE 1 25%	912828PZ7	10000	03/23/11	05/12/11	\$10,096 84	\$10,042 97	\$53 87



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Short term gains and losses

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Description	Cusip	Number of shares	Date of acquisition	Sale date	Sales price or pass through gain	Cost, other basis or pass through loss
FHLMC POOL #G0-6222	3128M8G73	50.94	04/08/11	05/15/11	\$50.94	\$49.65
FHLMC GOLD G04216 5 5% 12/01/37	3128M6AR9	86.65	12/29/10	05/15/11	\$86.65	\$92.48
FHLMC GOLD A92821 5 0% 7/01/40	312941D20	224.63	07/22/10	05/15/11	\$224.63	\$238.60
FHLMC GOLD A95828 4 5% 12/01/40	312944PM7	212.59	12/17/10	05/15/11	\$212.59	\$216.61
J P MORGAN CHASE COML MTG SECS	46625MCU1	941.14	06/29/10	05/15/11	\$941.14	\$970.48
FHLMC GOLD G04719 5 5% 1/01/38	3128M6SG4	95.21	03/09/11	05/15/11	\$95.21	\$101.90
FHLMC POOL G0-5337	3128M7HN9	103.57	06/10/10	05/15/11	\$103.57	\$111.24
FHLMC POOL #A9-5160	312943WV1	127.36	04/08/11	05/15/11	\$127.36	\$124.12
U S. TREASURY NOTE 3 875% 8/15/40	912810QK7	5000	02/09/11	05/17/11	\$4,694.71	\$4,298.64
U.S. TREASURY NOTE 3 875% 8/15/40	912810QK7	5000	02/09/11	05/17/11	\$4,694.71	\$4,290.27
UNITED STATES TREASURY NOTE	912828NR7	15000	11/01/10	05/19/11	\$15,058.53	\$15,506.25
FNMA POOL #0AH4794	3138A6KG4	48.88	03/04/11	05/25/11	\$48.88	\$51.39
FNMA POOL #0AH3519	3138A44D4	44.96	04/08/11	05/25/11	\$44.96	\$43.91
FNMA POOL 0AD2351	31418PTH8	40.93	03/09/11	05/25/11	\$40.93	\$42.38
FEDERAL NAT'L MTGE ASSN POOL 745948 31403DWH8	107.1	04/13/11	05/25/11	05/25/11	\$107.10	\$120.42
FEDERAL NAT'L MTGE ASSN POOL 255364 31371LTV1	49.29	02/15/11	05/25/11	05/25/11	\$49.29	\$53.58
FNMA POOL #0AH3620	3138ASAW2	126.73	01/18/11	05/25/11	\$126.73	\$127.90
U S TREASURY NOTE	912828MU1	10000	01/20/11	06/14/11	\$10,064.42	\$10,075.43
UNITED STATES TREASU 1 125% 12/15/12	912828MB3	5000	11/19/10	06/14/11	\$5,059.16	\$5,058.40
FHLMC GOLD A92821 5 0% 7/01/40	312941D20	230.33	07/22/10	06/15/11	\$230.33	\$244.65
FHLMC GOLD A95828 4 5% 12/01/40	312944PM7	122.75	12/17/10	06/15/11	\$122.75	\$125.07
FHLMC POOL #A9-5160	312943WV1	180.13	04/08/11	06/15/11	\$180.13	\$175.60
FHLMC POOL #G0-6222	3128M8G73	76.14	04/08/11	06/15/11	\$76.14	\$74.22
J P MORGAN CHASE COML MTG SECS	46625MCU1	1904.24	06/29/10	06/15/11	\$1,904.24	\$1,963.60
FHLMC GOLD G04719 5 5% 1/01/38	3128M6SG4	76.61	03/09/11	06/15/11	\$76.61	\$82.00
FHLMC GOLD G04216 5 5% 12/01/37	3128M6AR9	104.62	12/29/10	06/15/11	\$104.62	\$111.66



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Short term gains and losses

This category includes sales of assets held 12 months or less

Description	Cusip	Number of shares	Date of acquisition	Sale date	Sales price or pass through gain	Cost, other basis or pass through loss	Net gain or loss
FEDERAL NAT'L MTGE ASSN POOL 745948 31403DWH8		125.79	04/13/11	06/25/11	\$125.79	\$141.44	\$-15.65
FNMA POOL 0AD2351	31418PTH8	41.77	03/09/11	06/25/11	\$41.77	\$43.24	\$-1.47
FNMA POOL #0AH3620	3138A5AW2	220.75	01/18/11	06/25/11	\$220.75	\$222.78	\$-2.03
FNMA POOL #0AH4794	3138A6KG4	50.86	03/04/11	06/25/11	\$50.86	\$53.47	\$-2.61
FNMA POOL #0AH3519	3138A44D4	113.58	04/08/11	06/25/11	\$113.58	\$110.96	\$2.62
FNMA POOL #0AL0201	3138EGGK4	393.33	04/15/11	06/25/11	\$393.33	\$422.52	\$-29.19
FEDERAL NAT'L MTGE ASSN POOL 255364 31371LTV1		55.26	02/15/11	06/25/11	\$55.26	\$60.07	\$-4.81
FHLMC GOLD G04216 5.5% 12/01/37	3128M6AR9	73.21	12/29/10	07/15/11	\$73.21	\$78.13	\$-4.92
FHLMC GOLD G04719 5.5% 1/01/38	3128M6SG4	83.73	03/09/11	07/15/11	\$83.73	\$89.62	\$-5.89
FHLMC POOL #G0-6222	3128M8G73	157.71	04/08/11	07/15/11	\$157.71	\$153.79	\$3.92
FHLMC POOL #A9-5160	312943WV1	186.55	04/08/11	07/15/11	\$186.55	\$181.92	\$4.63
FHLMC GOLD A95828 4.5% 12/01/40	312944PM7	296.8	12/17/10	07/15/11	\$296.80	\$302.41	\$-5.61
FHLMC GOLD A92821 5.0% 7/01/40	312941D20	345.97	07/22/10	07/15/11	\$345.97	\$367.49	\$-21.52
FNMA POOL #0AL0201	3138EGGK4	317.55	04/15/11	07/25/11	\$317.55	\$341.12	\$-23.57
FNMA POOL #0MA0708	31417YYE1	36.6	05/19/11	07/25/11	\$36.60	\$37.81	\$-1.21
FNMA POOL #0AH3519	3138A44D4	112.87	04/08/11	07/25/11	\$112.87	\$110.30	\$2.57
FNMA POOL #0AH4794	3138A6KG4	49.75	03/04/11	07/25/11	\$49.75	\$52.30	\$-2.55
FNMA POOL #0AH3620	3138A5AW2	188.01	01/18/11	07/25/11	\$188.01	\$189.74	\$-1.73
FNMA POOL 0AD2351	31418PTH8	94.52	03/09/11	07/25/11	\$94.52	\$97.86	\$-3.34
FNMA POOL #0975268	31414S6D0	404.24	04/20/11	07/25/11	\$404.24	\$431.86	\$-27.62
FEDERAL NAT'L MTGE ASSN POOL 255364 31371LTV1		68.29	02/15/11	07/25/11	\$68.29	\$74.23	\$-5.94
FEDERAL NAT'L MTGE ASSN POOL 745948 31403DWH8		105.88	04/13/11	07/25/11	\$105.88	\$119.05	\$-13.17
FHLMC POOL #A9-5160	312943WV1	19275.59	04/08/11	08/02/11	\$19,715.31	\$18,802.85	\$912.46
U S TREASURY NOTE	912828PC8	5000	01/06/11	08/05/11	\$5,090.82	\$4,705.78	\$385.04
U S TREASURY NOTE	912828QR4	5000	07/18/11	08/09/11	\$5,116.00	\$5,017.20	\$98.80
U S TREASURY NOTE	912828QR4	5000	07/26/11	08/10/11	\$5,146.27	\$4,999.63	\$146.64



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Short term gains and losses

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Description		Cusip	Number of shares	Date of acquisition	Sale date	Sales price or pass through gain	Cost, other basis or pass through loss	Net gain or loss
FHLMC GOLD G04719 5.5% 1/01/38		3128M6SG4	81.81	03/09/11	08/15/11	\$81.81	\$87.56	\$-5.75
FHLMC GOLD G04216 5.5% 12/01/37		3128M6AR9	71.59	12/29/10	08/15/11	\$71.59	\$76.41	\$-4.82
FHLMC GOLD A95828 4.5% 12/01/40		312944PM7	275.89	12/17/10	08/15/11	\$275.89	\$281.11	\$-5.22
FHLMC POOL #A9-5160		312943WV1	204.73	04/08/11	08/15/11	\$204.73	\$199.72	\$5.01
FHLMC POOL #G0-6222		3128M8G73	48.77	04/08/11	08/15/11	\$48.77	\$47.58	\$1.19
UNITED STATES T-NOTE 0.625%		912828QL7	5000	03/31/11	08/24/11	\$5,042.95	\$4,997.67	\$45.28
UNITED STATES TREASU 1.125% 12/15/12		912828MB3	5000	11/19/10	08/24/11	\$5,061.51	\$5,058.40	\$3.11
UNITED STATES TREAS NTS		912828BH2	5000	08/10/11	08/24/11	\$5,395.10	\$5,405.88	\$-10.78
UNITED STATES TREAS NTS		912828BH2	5000	01/18/11	08/24/11	\$5,395.10	\$5,442.59	\$-47.49
UNITED STATES TREAS 0.75% 8/15/13		912828NU0	30000	10/27/10	08/24/11	\$30,305.76	\$30,154.79	\$150.97
UNITED STATES T-NOTE 1.375% 5/15/13		912828NC0	5000	02/10/11	08/24/11	\$5,099.40	\$5,042.40	\$57.00
UNITED STATES T-NOTE 0.625%		912828QL7	5000	04/15/11	08/24/11	\$5,042.95	\$5,004.12	\$38.83
FNMA POOL #0975268		31414S6D0	391.77	04/20/11	08/25/11	\$391.77	\$418.54	\$-26.77
FNMA POOL #0MA0708		31417YYE1	37.26	05/19/11	08/25/11	\$37.26	\$38.49	\$-1.23
FNMA POOL #0AL0201		3138EGGK4	427.18	04/15/11	08/25/11	\$427.18	\$458.88	\$-31.70
FNMA POOL #0AH3519		3138A44D4	34.93	04/08/11	08/25/11	\$34.93	\$34.14	\$0.79
FNMA POOL #0AH4794		3138A6KG4	556.31	03/04/11	08/25/11	\$556.31	\$584.82	\$-28.51
FNMA POOL #0AH3620		3138A5AW2	249.37	01/18/11	08/25/11	\$249.37	\$251.67	\$-2.30
FNMA POOL #0AD2351		31418PTH8	160.95	03/09/11	08/25/11	\$160.95	\$166.63	\$-5.68
FEDERAL NAT'L MTGE ASSN POOL 255364 31371LTV1			28.86	02/15/11	08/25/11	\$28.86	\$31.37	\$-2.51
FEDERAL NAT'L MTGE ASSN POOL 745948 31403DWH8			90.8	04/13/11	08/25/11	\$90.80	\$102.09	\$-11.29
UNIVERSITY CALIF REVS		91412GEV3	5000	12/07/10	09/08/11	\$5,088.60	\$5,000.00	\$88.60
FHLMC GOLD G04719 5.5% 1/01/38		3128M6SG4	111.26	03/09/11	09/15/11	\$111.26	\$119.08	\$-7.82
FHLMC GOLD G04216 5.5% 12/01/37		3128M6AR9	89.4	12/29/10	09/15/11	\$89.40	\$95.41	\$-6.01
FHLMC GOLD A95828 4.5% 12/01/40		312944PM7	212.31	12/17/10	09/15/11	\$212.31	\$216.32	\$-4.01
FHLMC POOL #A9-5160		312943WV1	59.27	04/08/11	09/15/11	\$59.27	\$57.85	\$1.42



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Short term gains and losses

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Description	Cusip	Number of shares	Date of acquisition	Sale date	Sales price or pass through gain	Cost, other basis or pass through loss	Net gain or loss
FHLMC POOL #G0-6222	3128M8G73	215.66	04/08/11	09/15/11	\$215.66	\$210.47	\$5.19
U S TREASURY NOTE 1.25%	912828PZ7	25000	03/23/11	09/16/11	\$25,615.15	\$25,094.81	\$520.34
U S TREASURY NOTE	912828QU7	50000	08/05/11	09/16/11	\$50,445.15	\$50,220.70	\$224.45
U S TREASURY NOTE 0.75% 9/15/13	912828NY2	10000	09/24/10	09/16/11	\$10,108.95	\$10,018.36	\$90.59
U S TREASURY NOTE 1.25%	912828PZ7	25000	03/23/11	09/16/11	\$25,615.15	\$25,107.42	\$507.73
FEDERAL NAT'L MTGE ASSN POOL 745948 31403DWH8	31403DWH8	3949.97	04/13/11	09/21/11	\$4,396.83	\$4,441.25	\$-44.42
FNMA POOL 0AD2351	31418PTH8	7521.75	03/09/11	09/23/11	\$7,940.14	\$7,787.35	\$152.79
FNMA POOL #0AH3519	3138A44D4	24563.27	04/08/11	09/23/11	\$25,841.33	\$24,022.14	\$1,819.19
FNMA POOL #0AL0573	3138EGT79	19699.22	08/02/11	09/23/11	\$20,659.56	\$20,360.99	\$298.57
FNMA POOL #0AH4794	3138A6KG4	38186.93	03/04/11	09/23/11	\$41,146.42	\$40,144.01	\$1,002.41
FNMA POOL #0AL0201	3138EGGK4	406.23	04/15/11	09/25/11	\$406.23	\$436.38	\$-30.15
FNMA POOL #0MA0708	31417YYE1	51.04	05/19/11	09/25/11	\$51.04	\$52.73	\$-1.69
FNMA POOL #0975268	31414SD00	516.87	04/20/11	09/25/11	\$516.87	\$552.18	\$-35.31
FNMA POOL #0AL0573	3138EGT79	204.32	08/02/11	09/25/11	\$204.32	\$211.18	\$-6.86
FNMA POOL #0AH3519	3138A44D4	51.61	04/08/11	09/25/11	\$51.61	\$50.47	\$1.14
FNMA POOL #0AH4794	3138A6KG4	943.21	03/04/11	09/25/11	\$943.21	\$991.55	\$-48.34
FNMA POOL #0AH3620	3138A5AW2	130.91	01/18/11	09/25/11	\$130.91	\$132.12	\$-1.21
FNMA POOL 0AD2351	31418PTH8	259.47	03/09/11	09/25/11	\$259.47	\$268.63	\$-9.16
FEDERAL NAT'L MTGE ASSN POOL 255364 31371LTV1	31371LTV1	35.61	02/15/11	09/25/11	\$35.61	\$38.71	\$-3.10
FEDERAL NAT'L MTGE ASSN POOL 745948 31403DWH8	31403DWH8	101.26	04/13/11	09/25/11	\$101.26	\$113.85	\$-12.59
U S TREASURY NOTE	912828PB0	10000	10/12/10	10/06/11	\$10,037.85	\$9,979.09	\$58.76
U S TREASURY NOTE	912828PB0	15000	10/13/10	10/06/11	\$15,056.78	\$14,955.43	\$91.35
U S TREASURY NOTE	912828PB0	5000	10/19/10	10/06/11	\$5,018.93	\$4,992.79	\$26.14
FHLMC GOLD G04719 5.5% 1/01/38	3128M6SG4	90.34	03/09/11	10/15/11	\$90.34	\$96.69	\$-6.35
FHLMC GOLD A95828 4.5% 12/01/40	312944PM7	158.3	12/17/10	10/15/11	\$158.30	\$161.29	\$-2.99
FHLMC POOL #A9-5160	312943WV1	131.49	04/08/11	10/15/11	\$131.49	\$128.38	\$3.11



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Short term gains and losses

This category includes sales of assets held 12 months or less

Description	Cusip	Number of shares	Date of acquisition	Sale date	Sales price or pass through gain	Cost, other basis or pass through loss	Net gain or loss
FHLMC POOL #G0-6222	3128M8G73	570 75	04/08/11	10/15/11	\$570 75	\$557 27	\$13 48
FHLMC GOLD G04216 5 5% 12/01/37	3128M6AR9	94 66	12/29/10	10/15/11	\$94 66	\$101 03	\$-6 37
U S TREASURY NOTE	912828RC6	5000	09/21/11	10/17/11	\$4,982.79	\$4,982.79	\$0 00
U S TREASURY NOTE	912828RC6	5000	09/21/11	10/19/11	\$4,974.20	\$4,974.20	\$0 00
FNMA POOL #0AJ1758	3138AS5U2	204 68	09/14/11	10/25/11	\$204 68	\$214 79	\$-10 11
FNMA POOL #0975268	31414S6D0	440 18	04/20/11	10/25/11	\$440 18	\$470 25	\$-30 07
FNMA POOL #0MA0708	31417YIE1	59 51	05/19/11	10/25/11	\$59 51	\$61 48	\$-1 97
FNMA POOL #0AL0201	3138EGGK4	366 1	04/15/11	10/25/11	\$366 10	\$393 27	\$-27 17
FNMA POOL #0AH3620	3138A5AW2	232 25	01/18/11	10/25/11	\$232 25	\$234 39	\$-2 14
FEDERAL NAT'L MTGE ASSN POOL 255364 31371LTV1	3138A5AW2	38 62	02/15/11	10/25/11	\$38 62	\$41 98	\$-3 36
FNMA POOL #0AE5895	31419GRR7	1845 35	09/21/11	10/25/11	\$1,845.35	\$1,916 86	\$-71 51
U S TREASURY NOTE	912828RC6	5000	09/21/11	11/07/11	\$5,049 01	\$5,103 34	\$-54 33
U S TREASURY NOTE	912828RC6	5000	09/22/11	11/07/11	\$5,049.01	\$5,112 95	\$-63 94
FHLMC GOLD G04719 5 5% 1/01/38	3128M6SG4	101 23	03/09/11	11/15/11	\$101 23	\$108 35	\$-7 12
FHLMC GOLD G04216 5 5% 12/01/37	3128M6AR9	76 95	12/29/10	11/15/11	\$76 95	\$82 13	\$-5 18
FHLMC GOLD A95828 4 5% 12/01/40	312944PM7	355 21	12/17/10	11/15/11	\$355 21	\$361.93	\$-6 72
FHLMC POOL #A9-5160	312943WV1	118 18	04/08/11	11/15/11	\$118 18	\$115 44	\$2 74
FHLMC POOL #G0-6222	3128M8G73	880 39	04/08/11	11/15/11	\$880 39	\$859 98	\$20 41
FHLMC POOL #Q0-3517	3132GJSE0	143 29	09/23/11	11/15/11	\$143 29	\$152 78	\$-9 49
FNMA POOL #0AH3620	3138A5AW2	270 79	01/18/11	11/25/11	\$270 79	\$273 29	\$-2 50
FEDERAL NAT'L MTGE ASSN POOL 255364 31371LTV1	31371LTV1	49 08	02/15/11	11/25/11	\$49 08	\$53 35	\$-4 27
FNMA POOL #0AL0201	3138EGGK4	387 07	04/15/11	11/25/11	\$387 07	\$415 80	\$-28 73
FNMA POOL #0AL0219	3138EGG57	1543 32	10/20/11	11/25/11	\$1,543.32	\$1,568 40	\$-25 08
FNMA POOL #0AE5895	31419GRR7	453 05	09/21/11	11/25/11	\$453 05	\$470 61	\$-17 56
FNMA POOL #0AJ1758	3138AS5U2	367	09/14/11	11/25/11	\$367 00	\$385 12	\$-18 12
FNMA POOL #0975268	31414S6D0	778 62	04/20/11	11/25/11	\$778 62	\$831 82	\$-53 20



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Short term gains and losses

This category includes sales of assets held 12 months or less

Description	Cusip	Number of shares	Date of acquisition	Sale date	Sales price or pass through gain	Cost, other basis or pass through loss	Net gain or loss
FNMA POOL #0MA0708	31417YYE1	58 87	05/19/11	11/25/11	\$58 87	\$60 82	\$-1.95
U S TREASURY NOTE	912828RC6	25000	08/24/11	11/30/11	\$25,190 33	\$24,709 08	\$481 25
U S TREASURY NOTE	912828RC6	5000	08/24/11	11/30/11	\$5,038 07	\$4,981 66	\$56 41
U S TREASURY NOTE	912828RC6	5000	08/11/11	11/30/11	\$5,038 07	\$4,961 13	\$76 94
U S TREASURY NOTE	912828RC6	20000	09/21/11	11/30/11	\$20,152 26	\$20,413 36	\$-261 10
U S TREASURY NOTE	912828RC6	5000	09/21/11	11/30/11	\$5,038 07	\$5,095.18	\$-57 11
U S TREASURY NOTE	912828PU8	5000	12/10/10	12/07/11	\$5,022 83	\$4,954.76	\$68 07
U S TREASURY NOTE	912828PL8	10000	12/13/10	12/07/11	\$10,096 06	\$9,930 11	\$165 95
FHLMC GOLD G04719 5 5% 1/01/38	3128M6SG4	93 38	03/09/11	12/15/11	\$93 38	\$99 95	\$-6.57
FHLMC GOLD G04216 5 5% 12/01/37	3128M6AR9	91 07	12/29/10	12/15/11	\$91.07	\$97.20	\$-6.13
FHLMC GOLD A95828 4 5% 12/01/40	312944PM7	133 19	12/17/10	12/15/11	\$133 19	\$135 71	\$-2.52
FHLMC POOL #A9-5160	312943WV1	174 19	04/08/11	12/15/11	\$174 19	\$170 24	\$3 95
FHLMC POOL #G0-6222	3128M8G73	831.59	04/08/11	12/15/11	\$831.59	\$812 75	\$18.84
FHLMC POOL #Q0-3517	3132GJSE0	372 26	09/23/11	12/15/11	\$372 26	\$396 92	\$-24 66
FEDERAL NAT'L MTGE ASSN POOL 255364 31371LTV1	31371LTV1	47.42	02/15/11	12/25/11	\$47 42	\$51 55	\$-4 13
FNMA POOL #0AH3620	3138A5AW2	231 54	01/18/11	12/25/11	\$231 54	\$233 67	\$-2 13
FNMA POOL #0AH3519	3138A44D4	14.48	11/15/11	12/25/11	\$14 48	\$15.07	\$-0.59
FNMA POOL #0AL0201	3138EGGK4	348 87	04/15/11	12/25/11	\$348 87	\$374.76	\$-25.89
FNMA POOL #0MA0708	31417YYE1	66 8	05/19/11	12/25/11	\$66.80	\$69 01	\$-2.21
FNMA POOL #0975268	31414S6D0	616 47	04/20/11	12/25/11	\$616 47	\$658 59	\$-42 12
FNMA POOL #0AJ1758	3138AS5U2	223 1	09/14/11	12/25/11	\$223 10	\$234 12	\$-11 02
FNMA POOL #0AL0219	3138EGG57	457 85	10/20/11	12/25/11	\$457 85	\$465 29	\$-7 44
FNMA POOL #0AE5895	31419GRR7	559 7	09/21/11	12/25/11	\$559 70	\$581 39	\$-21 69
U S TREASURY NOTE	912828PQ7	10000	01/25/11	12/29/11	\$10,145 67	\$9,990 27	\$155 40
FHLMC POOL #A9-5160	312943WV1	168 86	04/08/11	01/15/12	\$168 86	\$165 14	\$3.72
FHLMC GOLD G04719 5 5% 1/01/38	3128M6SG4	80 88	03/09/11	01/15/12	\$80 88	\$86 57	\$-5 69



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Short term gains and losses

This category includes sales of assets held 12 months or less.

Description	Cusip	Number of shares	Date of acquisition	Sale date	Sales price or pass through gain	Cost, other basis or pass through loss	Net gain or loss
GOV'T NAT'L MTGE ASSN POOL	781830 36241KA73	205 24	12/29/11	01/15/12	\$205 24	\$228 07	\$-22.83
FHLMC POOL #Q0-3517	3132GJSE0	742 34	09/23/11	01/15/12	\$742.34	\$791.52	\$-49.18
FHLMC POOL #G0-6222	3128M8G73	311 27	04/08/11	01/15/12	\$311 27	\$304 42	\$6 85
FNMA POOL #0AL0201	3138EGGK4	400 32	04/15/11	01/25/12	\$400 32	\$430.03	\$-29.71
FNMA POOL #0MA0708	31417YYE1	282	05/19/11	01/25/12	\$282 00	\$291.34	\$-9.34
FNMA POOL #0975268	31414SDD0	697.05	04/20/11	01/25/12	\$697 05	\$744 67	\$-47 62
FNMA POOL #0AH3519	3138A44D4	68 43	11/15/11	01/25/12	\$68.43	\$71 23	\$-2 80
FNMA POOL #0AH4794	3138A6KG4	116 5	12/29/11	01/25/12	\$116 50	\$125 78	\$-9 28
FEDERAL NAT'L MTGE ASSN POOL	255364 31371LTV1	57 17	02/15/11	01/25/12	\$57 17	\$62.15	\$-4 98
FNMA POOL #0AE5895	31419GRR7	572 42	09/21/11	01/25/12	\$572 42	\$594.60	\$-22 18
FNMA POOL #0AJ1758	3138ASU2	289.64	09/14/11	01/25/12	\$289 64	\$303 94	\$-14.30
FNMA POOL #0AL0219	3138EGG57	540 73	10/20/11	01/25/12	\$540 73	\$549 52	\$-8 79
Total short term gain/loss:					\$1,064,479.92	\$1,063,258 67	\$1,221 25

Short term transactions with loss disallowed due to wash sale

This category includes sales of assets held 12 months or less

Description	Cusip	Number of shares	Date of acquisition	Sale date	Sales price or pass through gain	Cost, other basis or pass through loss	Net gain or loss	Wash sale loss disallowed
U S TREASURY NOTE	912828PC8	10000	12/08/10	01/25/11	\$9,421 05	\$9,483 63	\$-62 58	\$31 29
Total short term gain/loss from sales:					\$9,421 05	\$9,483 63	\$-62 58	\$31.29

Total short term loss disallowed from wash sales:



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Long term gains and losses

This category includes sales of assets held more than 12 months.

Description	Cusip	Number of shares	Date of acquisition	Sale date	Sales price or pass through gain	Cost, other basis or pass through loss	Net gain or loss
WBCMT 2007-C32 A1 5 686% 6/15/49	92978YAA8	360.01	01/13/10	01/15/11	\$360.01	\$370.66	\$-10.65
UNITED STATES TREAS NTS	912828HZ6	5000	09/18/09	01/18/11	\$5,366.38	\$5,180.88	\$185.50
INTUIT	461202AA1	20000	12/03/09	01/20/11	\$20,906.20	\$21,435.60	\$-529.40
GE COML MTG CORP	36828QHV1	684.68	02/02/10	02/10/11	\$684.68	\$703.67	\$-18.99
FHLMC GOLD POOL G30459 5 0% 5/01/29	3128CUQL3	1064.86	10/16/09	02/15/11	\$1,064.86	\$1,120.77	\$-55.91
WBCMT 2007-C32 A1 5 686% 6/15/49	92978YAA8	361.87	01/13/10	02/15/11	\$361.87	\$372.57	\$-10.70
FHLMC GOLD POOL G05669 6 5% 4/01/39	3128M7T22	469.45	09/10/09	02/15/11	\$469.45	\$500.00	\$-30.55
FHLMC GOLD G05580 6 5% 4/01/39	3128M7Q90	648.77	09/01/09	02/15/11	\$648.77	\$691.75	\$-42.98
FHLMC GOLD G05521 5 5% 5/01/37	3128M7PE0	792.76	08/20/09	02/15/11	\$792.76	\$826.95	\$-34.19
FHLMC GOLD POOL A82899 5 5% 11/01/38	312929GG1	179.4	08/06/09	02/15/11	\$179.40	\$185.03	\$-5.63
FHLMC GOLD POOL J10276 4 5% 5/01/23	3128PPJV6	485.18	08/05/09	02/15/11	\$485.18	\$499.74	\$-14.56
FHLMC GOLD PL G05509 6 0% 6/01/39	3128M7N28	508.55	08/06/09	02/15/11	\$508.55	\$531.35	\$-22.80
FHLMC GOLD PL G05509 6 0% 6/01/39	3128M7N28	169.52	06/08/09	02/15/11	\$169.52	\$176.29	\$-6.77
FNMA POOL 981644 4 5% 6/1/2023	31415BBM0	514.13	10/14/09	02/25/11	\$514.13	\$533.89	\$-19.76
FNMA POOL AA7694 4 5% 7/01/24	31416RRQ8	273.22	11/10/09	02/25/11	\$273.22	\$284.11	\$-10.89
FNMA POOL AC1520 4% 9/1/2024	31417KVN4	307.97	10/14/09	02/25/11	\$307.97	\$312.59	\$-4.62
FNMA POOL AD0132 6% 9/1/2039	31418MEE8	422.11	09/23/09	02/25/11	\$422.11	\$444.34	\$-22.23
FNMA POOL AC8596 4.0% 1/01/25	31417VRS4	150.33	02/11/10	02/25/11	\$150.33	\$153.20	\$-2.87
FNMA POOL 0889572	31410KJR6	734.09	08/19/09	02/25/11	\$734.09	\$762.31	\$-28.22
FNMA POOL AA8389 4 5% 6/01/39	31416SKB6	223.64	06/11/09	02/25/11	\$223.64	\$219.74	\$3.90
FEDERAL NAT'L MTGE ASSN POOL 889291 31410G7C1		426.77	08/05/09	02/25/11	\$426.77	\$442.24	\$-15.47
FEDERAL NAT'L MTGE ASSN POOL 745948 31403DWH8		39.42	09/10/09	02/25/11	\$39.42	\$42.09	\$-2.67
FNMA POOL 930924 4 5% 4/1/2039	31412PG96	180.69	09/01/09	02/25/11	\$180.69	\$181.93	\$-1.24
GE COML MTG CORP	36828QHV1	112.56	02/02/10	03/10/11	\$112.56	\$115.68	\$-3.12
PMCF 2001-ROCK A2	74438WAB2	516.07	02/24/10	03/10/11	\$516.07	\$536.01	\$-19.94



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Long term gains and losses

This category includes sales of assets held more than 12 months.

Description	Cusip	Number of shares	Date of acquisition	Sale date	Sales price or pass through gain	Cost, other basis or pass through loss	Net gain or loss
FHLMC GOLD POOL A90393 5 0% 12/01/39	312938NJ8	13 93	03/08/10	03/15/11	\$13 93	\$14.50	\$-0 57
FHLMC GOLD POOL G30459 5.0% 5/01/29	3128CUQL3	694 1	10/16/09	03/15/11	\$694 10	\$730 54	\$-36 44
FHLMC GOLD POOL G05669 6 5% 4/01/39	3128M7T22	591 46	09/10/09	03/15/11	\$591 46	\$629 95	\$-38 49
FHLMC GOLD G05580 6 5% 4/01/39	3128M7Q90	832 89	09/01/09	03/15/11	\$832 89	\$888 07	\$-55.18
FHLMC GOLD G05521 5 5% 5/01/37	3128M7PE0	653 7	08/20/09	03/15/11	\$653 70	\$681 89	\$-28 19
FHLMC GOLD POOL A82899 5 5% 11/01/38	312929GG1	775 47	08/06/09	03/15/11	\$775.47	\$799 82	\$-24 35
FHLMC GOLD POOL J10276 4 5% 5/01/23	3128PPJV6	145 77	08/05/09	03/15/11	\$145 77	\$150 14	\$-4 37
FHLMC GOLD PL G05509 6 0% 6/01/39	3128M7N28	476 03	08/06/09	03/15/11	\$476 03	\$497 38	\$-21 35
FHLMC GOLD PL G05509 6 0% 6/01/39	3128M7N28	158.68	06/08/09	03/15/11	\$158.68	\$165 01	\$-6.33
WBCMT 2007-C32 A1 5 686% 6/15/49	92378YAA8	8177 29	01/13/10	03/17/11	\$8,177 29	\$8,419.10	\$-241 81
FEDERAL NAT'L MTGE ASSN POOL 745418 31403DDX4		390 05	02/25/10	03/25/11	\$390 05	\$411 87	\$-21 82
FEDERAL NAT'L MTGE ASSN POOL 745948 31403DWH8		35 22	09/10/09	03/25/11	\$35.22	\$37 61	\$-2 39
FNMA POOL AA7694 4 5% 7/01/24	31416RRQ8	124 06	11/10/09	03/25/11	\$124 06	\$129.00	\$-4 94
FNMA POOL 981644 4 5% 6/1/2023	31415BBM0	345.29	10/14/09	03/25/11	\$345 29	\$358.56	\$-13 27
FNMA POOL AC8596 4.0% 1/01/25	31417VRS4	109 89	02/11/10	03/25/11	\$109 89	\$111.98	\$-2 09
FNMA POOL AC1520 4% 9/1/2024	31417KVN4	241 75	10/14/09	03/25/11	\$241 75	\$245 38	\$-3 63
FNMA POOL AD0132 6% 9/1/2039	31418MEE8	334 95	09/23/09	03/25/11	\$334 95	\$352.59	\$-17 64
FNMA POOL 930924 4 5% 4/1/2039	31412PG96	163 41	09/01/09	03/25/11	\$163 41	\$164 53	\$-1 12
FNMA POOL 0889572	31410KJR6	586 37	08/19/09	03/25/11	\$586 37	\$608.91	\$-22 54
FNMA POOL AA8389 4 5% 6/01/39	31416SKB6	68 52	06/11/09	03/25/11	\$68 52	\$67 35	\$1 17
FEDERAL NAT'L MTGE ASSN POOL 889291 31410G7C1		368 56	08/05/09	03/25/11	\$368 56	\$381 92	\$-13.36
U S TREASURY BONDS	912810EQ7	5000	09/18/09	03/31/11	\$6,237.28	\$6,169 94	\$67.34
PMCF 2001-ROCK A2	74438WAB2	2280 11	02/24/10	04/10/11	\$2,280 11	\$2,359 31	\$-79 20
GE COML MTG CORP	36828QHV1	6389 97	02/02/10	04/10/11	\$6,389 97	\$6,567 19	\$-177 22
UNITED STATES TREAS NTS	912828EN6	5000	09/30/09	04/13/11	\$5,550 18	\$5,507 83	\$42 35



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Long term gains and losses

This category includes sales of assets held more than 12 months.

Description	Cusip	Number of shares	Date of acquisition	Sale date	Sales price or pass through gain	Cost, other basis or pass through loss	Net gain or loss
FHLMC GOLD POOL A82899 5 5% 11/01/38	312929GG1	816 24	08/06/09	04/15/11	\$816 24	\$841 88	\$-25 64
FHLMC GOLD G05521 5 5% 5/01/37	3128M7PE0	456 84	08/20/09	04/15/11	\$456 84	\$476 54	\$-19 70
FHLMC GOLD G05580 6 5% 4/01/39	3128M7Q90	781 04	09/01/09	04/15/11	\$781 04	\$832 78	\$-51 74
FHLMC GOLD POOL G05669 6.5% 4/01/39	3128M7T22	459.16	09/10/09	04/15/11	\$459 16	\$489 04	\$-29 88
FHLMC GOLD POOL G30459 5 0% 5/01/29	3128CUQL3	200.7	10/16/09	04/15/11	\$200 70	\$211 24	\$-10 54
FHLMC GOLD POOL A90393 5 0% 12/01/39	312938NJ8	12.58	03/08/10	04/15/11	\$12 58	\$13 10	\$-0 52
WBCMT 2005-C20 A4 5 285% 7/15/42	9297664L4	506 81	02/01/10	04/15/11	\$506 81	\$512 63	\$-5 82
FHLMC GOLD POOL J10276 4 5% 5/01/23	3128PPJV6	146 23	08/05/09	04/15/11	\$146 23	\$150 62	\$-4 39
FHLMC GOLD PL G05509 6 0% 6/01/39	3128M7N28	497 83	08/06/09	04/15/11	\$497 83	\$520.15	\$-22 32
FHLMC GOLD PL G05509 6 0% 6/01/39	3128M7N28	165.94	06/08/09	04/15/11	\$165 94	\$172.56	\$-6 62
WBCMT 2005-C20 A4 5 285% 7/15/42	9297664L4	506 81	01/29/10	04/15/11	\$506 81	\$512 45	\$-5 64
FEDERAL NAT'L MTGE ASSN POOL 889291 31410G7C1	889291 31410G7C1	8176.17	08/05/09	04/18/11	\$8,699 96	\$8,472 54	\$227 42
FNMA POOL 0889572	31410KJR6	19859 37	08/19/09	04/20/11	\$21,292 97	\$20,622.72	\$670.25
FEDERAL NAT'L MTGE ASSN POOL 745418 31403DDX4	745418 31403DDX4	16421 26	02/25/10	04/20/11	\$17,647 73	\$17,339 83	\$307 90
FNMA POOL 0889572	31410KJR6	573 77	08/19/09	04/25/11	\$573 77	\$595 82	\$-22 05
FNMA POOL 930924 4 5% 4/1/2039	31412PG96	112.88	09/01/09	04/25/11	\$112 88	\$113 66	\$-0 78
FNMA POOL AD0132 6% 9/1/2039	31418MEE8	343 57	09/23/09	04/25/11	\$343 57	\$361.66	\$-18 09
FNMA POOL 981644 4.5% 6/1/2023	31415BBM0	234	10/14/09	04/25/11	\$234 00	\$242 99	\$-8 99
FNMA POOL AA7694 4 5% 7/01/24	31416RRQ8	109 23	11/10/09	04/25/11	\$109.23	\$113 58	\$-4 35
FNMA POOL AC8596 4 0% 1/01/25	31417VRS4	109 6	02/11/10	04/25/11	\$109 60	\$111.69	\$-2 09
FNMA POOL AA8389 4 5% 6/01/39	31416SKB6	234.88	06/11/09	04/25/11	\$234 88	\$230.90	\$3 98
FEDERAL NAT'L MTGE ASSN POOL 889291 31410G7C1	889291 31410G7C1	265 29	08/05/09	04/25/11	\$265 29	\$274 91	\$-9 62
FEDERAL NAT'L MTGE ASSN POOL 745418 31403DDX4	745418 31403DDX4	456 22	02/25/10	04/25/11	\$456 22	\$481 74	\$-25 52
FNMA POOL AC1520 4% 9/1/2024	31417KVN4	116 02	10/14/09	04/25/11	\$116 02	\$117 76	\$-1 74
GE COML MTG CORP	36828QHV1	1585 83	02/02/10	05/10/11	\$1,585 83	\$1,629 81	\$-43.98



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Long term gains and losses

This category includes sales of assets held more than 12 months.

Description	Cusip	Number of shares	Date of acquisition	Sale date	Sales price or pass through gain	Cost, other basis or pass through loss	Net gain or loss
FHLMC GOLD POOL A82899 5 5% 11/01/38	312929GG1	234.77	08/06/09	05/15/11	\$234.77	\$242.14	\$-7.37
FHLMC GOLD PL G05509 6.0% 6/01/39	3128M7N28	121.98	06/08/09	05/15/11	\$121.98	\$126.85	\$-4.87
FHLMC GOLD PL G05509 6.0% 6/01/39	3128M7N28	365.95	08/06/09	05/15/11	\$365.95	\$382.36	\$-16.41
FHLMC GOLD POOL J10276 4 5% 5/01/23	3128PPJV6	146.84	08/05/09	05/15/11	\$146.84	\$151.25	\$-4.41
FHLMC GOLD POOL A90393 5 0% 12/01/39	312938NJ8	13.68	03/08/10	05/15/11	\$13.68	\$14.24	\$-0.56
FHLMC GOLD G05521 5 5% 5/01/37	3128M7PE0	341.33	08/20/09	05/15/11	\$341.33	\$356.05	\$-14.72
FHLMC GOLD G05580 6 5% 4/01/39	3128M7Q90	277.94	09/01/09	05/15/11	\$277.94	\$296.35	\$-18.41
FHLMC GOLD POOL G05669 6.5% 4/01/39	3128M7T22	761.14	09/10/09	05/15/11	\$761.14	\$810.67	\$-49.53
FHLMC GOLD POOL G30459 5 0% 5/01/29	3128CUQL3	410.4	10/16/09	05/15/11	\$410.40	\$431.95	\$-21.55
FNMA POOL AD5672 4 5% 5/01/40	31418TJS7	12254.52	05/05/10	05/19/11	\$12,650.88	\$12,385.68	\$265.20
FEDERAL NAT'L MTGE ASSN POOL 745948 31403DWH8		35.7	09/10/09	05/25/11	\$35.70	\$38.12	\$-2.42
FNMA POOL AA8389 4.5% 6/01/39	31416SKB6	398.99	06/11/09	05/25/11	\$398.99	\$392.33	\$6.66
FNMA POOL 930924 4.5% 4/1/2039	31412PG96	80.11	09/01/09	05/25/11	\$80.11	\$80.66	\$-0.55
FNMA POOL AD0132 6% 9/1/2039	31418MEE8	314.1	09/23/09	05/25/11	\$314.10	\$330.64	\$-16.54
FNMA POOL AC1520 4% 9/1/2024	31417KVN4	391.55	10/14/09	05/25/11	\$391.55	\$397.42	\$-5.87
FNMA POOL 981644 4 5% 6/1/2023	31415BBM0	71.61	10/14/09	05/25/11	\$71.61	\$74.36	\$-2.75
FNMA POOL AA7694 4.5% 7/01/24	31416RRQ8	59.42	11/10/09	05/25/11	\$59.42	\$61.79	\$-2.37
FNMA POOL AC8596 4 0% 1/01/25	31417VRS4	105.91	02/11/10	05/25/11	\$105.91	\$107.93	\$-2.02
FNMA POOL AD5672 4 5% 5/01/40	31418TJS7	42.05	05/05/10	05/25/11	\$42.05	\$42.50	\$-0.45
FNMA POOL 0AD0207	31418MGR7	1167.7	04/26/10	05/25/11	\$1,167.70	\$1,245.79	\$-78.09
FEDERAL NAT'L MTGE ASSN POOL 889291 31410G7C1		325.79	08/05/09	05/25/11	\$325.79	\$337.60	\$-11.81
FNMA POOL 0889572	31410KJR6	507.12	08/19/09	05/25/11	\$507.12	\$526.61	\$-19.49
FEDERAL NAT'L MTGE ASSN POOL 745418 31403DDX4		427.59	02/25/10	05/25/11	\$427.59	\$451.51	\$-23.92
GE COML MTG CORP	36828QHV1	2162.39	02/02/10	06/10/11	\$2,162.39	\$2,222.37	\$-59.98
FHLMC GOLD PL G05509 6 0% 6/01/39	3128M7N28	146.22	06/08/09	06/15/11	\$146.22	\$152.06	\$-5.84



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Long term gains and losses

This category includes sales of assets held more than 12 months

Description	Cusip	Number of shares	Date of acquisition	Sale date	Sales price or pass through gain	Cost, other basis or pass through loss	Net gain or loss
FHLMC POOL G0-5337	3128M7HN9	151.71	06/10/10	06/15/11	\$151.71	\$162.95	\$-11.24
FHLMC GOLD POOL A90393 5 0% 12/01/39	312938NJ8	12.36	03/08/10	06/15/11	\$12.36	\$12.87	\$-0.51
FHLMC GOLD POOL G30459 5.0% 5/01/29	3128CUQL3	338.01	10/16/09	06/15/11	\$338.01	\$355.76	\$-17.75
FHLMC GOLD POOL G05669 6 5% 4/01/39	3128M7T22	213.42	09/10/09	06/15/11	\$213.42	\$227.31	\$-13.89
FHLMC GOLD G05580 6.5% 4/01/39	3128M7Q90	433.53	09/01/09	06/15/11	\$433.53	\$462.25	\$-28.72
FHLMC GOLD G05521 5 5% 5/01/37	3128M7PE0	355.86	08/20/09	06/15/11	\$355.86	\$371.21	\$-15.35
FHLMC GOLD POOL A82899 5 5% 11/01/38	312929GG1	16.53	08/06/09	06/15/11	\$16.53	\$17.05	\$-0.52
FHLMC GOLD POOL J10276 4 5% 5/01/23	3128PPJV6	605.57	08/05/09	06/15/11	\$605.57	\$623.74	\$-18.17
FHLMC GOLD PL G05509 6 0% 6/01/39	3128M7N28	438.65	08/06/09	06/15/11	\$438.65	\$458.32	\$-19.67
FED NATL MTGE ASSN 3 0% 9/16/14	31398AYY2	10000	08/13/09	06/23/11	\$10,649.20	\$9,973.00	\$676.20
FNMA POOL AD5672 4 5% 5/01/40	31418TJS7	71.79	05/05/10	06/25/11	\$71.79	\$72.56	\$-0.77
FNMA POOL 0AD0207	31418MGR7	1013.62	04/26/10	06/25/11	\$1,013.62	\$1,081.41	\$-67.79
FNMA POOL AC8596 4 0% 1/01/25	31417VRS4	89.78	02/11/10	06/25/11	\$89.78	\$91.49	\$-1.71
FNMA POOL AA7694 4 5% 7/01/24	31416RRQ8	85.41	11/10/09	06/25/11	\$85.41	\$88.81	\$-3.40
FNMA POOL AC1520 4% 9/1/2024	31417KVN4	233.23	10/14/09	06/25/11	\$233.23	\$236.73	\$-3.50
FNMA POOL AD0132 6% 9/1/2039	31418MEE8	245	09/23/09	06/25/11	\$245.00	\$257.90	\$-12.90
FNMA POOL 930924 4 5% 4/1/2039	31412PG96	100.87	09/01/09	06/25/11	\$100.87	\$101.56	\$-0.69
FNMA POOL AA8389 4 5% 6/01/39	31416SKB6	377.09	06/11/09	06/25/11	\$377.09	\$370.90	\$6.19
FEDERAL NAT'L MTGE ASSN POOL 745948	31403DWH8	41.93	09/10/09	06/25/11	\$41.93	\$44.77	\$-2.84
FNMA POOL 981644 4 5% 6/1/2023	31415BBM0	150.91	10/14/09	06/25/11	\$150.91	\$156.71	\$-5.80
GE COML MTG CORP	36828QHV1	1023.38	02/02/10	07/10/11	\$1,023.38	\$1,051.76	\$-28.38
FHLMC GOLD PL G05509 6 0% 6/01/39	3128M7N28	400.9	08/06/09	07/15/11	\$400.90	\$418.88	\$-17.98
FHLMC GOLD POOL J10276 4 5% 5/01/23	3128PPJV6	138.07	08/05/09	07/15/11	\$138.07	\$142.21	\$-4.14
FHLMC GOLD POOL A82899 5 5% 11/01/38	312929GG1	464.82	08/06/09	07/15/11	\$464.82	\$479.42	\$-14.60
FHLMC GOLD G05521 5 5% 5/01/37	3128M7PE0	311.04	08/20/09	07/15/11	\$311.04	\$324.45	\$-13.41



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Long term gains and losses

This category includes sales of assets held more than 12 months

Description	Cusip	Number of shares	Date of acquisition	Sale date	Sales price or pass through gain	Cost, other basis or pass through loss	Net gain or loss
FHLMC GOLD G05580 6 5% 4/01/39	3128M7Q90	532 11	09/01/09	07/15/11	\$532 11	\$567 36	\$-35 25
FHLMC GOLD POOL G05669 6 5% 4/01/39	3128M7T22	361 69	09/10/09	07/15/11	\$361 69	\$385 23	\$-23 54
FHLMC GOLD POOL G30459 5 0% 5/01/29	3128CUQL3	280 71	10/16/09	07/15/11	\$280 71	\$295 45	\$-14 74
FHLMC GOLD POOL A90393 5 0% 12/01/39	312938NJ8	12 86	03/08/10	07/15/11	\$12 86	\$13 39	\$-0 53
FHLMC POOL G0-5337	3128M7HN9	105 18	06/10/10	07/15/11	\$105 18	\$112 97	\$-7 79
J P MORGAN CHASE COML MTG SECS	46625MCU1	243 23	06/29/10	07/15/11	\$243 23	\$250 81	\$-7 58
FHLMC GOLD PL G05509 6 0% 6/01/39	3128M7N28	133 63	06/08/09	07/15/11	\$133 63	\$138 96	\$-5 33
FNMA POOL AA8389 4 5% 6/01/39	31416SKB6	750 9	06/11/09	07/25/11	\$750 90	\$738 78	\$12 12
FNMA POOL 930924 4 5% 4/1/2039	31412PG96	178 22	09/01/09	07/25/11	\$178 22	\$179 45	\$-1 23
FNMA POOL AD0132 6% 9/1/2039	31418MEE8	272 04	09/23/09	07/25/11	\$272 04	\$286 36	\$-14 32
FNMA POOL AC1520 4% 9/1/2024	31417KVN4	115 92	10/14/09	07/25/11	\$115 92	\$117 66	\$-1 74
FEDERAL NAT'L MTGE ASSN POOL 745948 31403DWH8		35 29	09/10/09	07/25/11	\$35 29	\$37 68	\$-2 39
FNMA POOL AA7694 4 5% 7/01/24	31416RRQ8	42 21	11/10/09	07/25/11	\$42 21	\$43 89	\$-1 68
FNMA POOL AC8596 4 0% 1/01/25	31417VRS4	129 57	02/11/10	07/25/11	\$129 57	\$132 04	\$-2 47
FNMA POOL 0AD0207	31418MGR7	1061 76	04/26/10	07/25/11	\$1,061 76	\$1,132 77	\$-71 01
FNMA POOL 981644 4 5% 6/1/2023	31415BBM0	69 55	10/14/09	07/25/11	\$69 55	\$72 22	\$-2 67
U S TSY INFL INDX BD 1 25% 4/15/14	912828KM1	48035 7	03/10/10	08/05/11	\$50,992 90	\$49,985 74	\$1,007 16
U S TREAS INFL INDX N/B	912828HW3	26720 25	06/12/09	08/05/11	\$27,407 04	\$26,602 27	\$804 77
ONTARIO (PROVINCE OF) 4 0% 10/07/19	6832348D3	15000	09/29/09	08/05/11	\$16,382 55	\$14,974 20	\$1,408 35
US TREAS-CPI INFLAT	912828MY3	10424 4	05/24/10	08/05/11	\$10,971 68	\$10,477 73	\$493 95
GE COML MTG CORP	36828QHV1	609 78	02/02/10	08/10/11	\$609 78	\$626 69	\$-16 91
DIAGEO FIN BV	25244SAD3	5000	06/18/09	08/10/11	\$5,385 45	\$5,222 45	\$163 00
FHLMC GOLD POOL G30459 5 0% 5/01/29	3128CUQL3	376 12	10/16/09	08/15/11	\$376 12	\$395 87	\$-19 75
FHLMC GOLD POOL A90393 5 0% 12/01/39	312938NJ8	12 85	03/08/10	08/15/11	\$12 85	\$13 38	\$-0 53
FHLMC POOL G0-5337	3128M7HN9	63 28	06/10/10	08/15/11	\$63 28	\$67 97	\$-4 69



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Long term gains and losses

This category includes sales of assets held more than 12 months.

Description	Cusip	Number of shares	Date of acquisition	Sale date	Sales price or pass through gain	Cost, other basis or pass through loss	Net gain or loss
FHLMC GOLD A92821 5.0% 7/01/40	312941D20	590 32	07/22/10	08/15/11	\$590 32	\$627 03	\$-36 71
J P MORGAN CHASE COML MTG SECS	46825MCU1	204 41	06/29/10	08/15/11	\$204.41	\$210 78	\$-6 37
FHLMC GOLD POOL G05669 6 5% 4/01/39	3128M7T22	159 67	09/10/09	08/15/11	\$159 67	\$170 06	\$-10.39
FHLMC GOLD G05580 6 5% 4/01/39	3128M7Q90	529 49	09/01/09	08/15/11	\$529 49	\$584 57	\$-35 08
FHLMC GOLD G05521 5 5% 5/01/37	3128M7PE0	357 2	08/20/09	08/15/11	\$357 20	\$372 60	\$-15 40
FHLMC GOLD POOL A82899 5 5% 11/01/38	312929GG1	254.16	08/06/09	08/15/11	\$254 16	\$262.14	\$-7.98
FHLMC GOLD POOL J10276 4 5% 5/01/23	3128PPJV6	150 33	08/05/09	08/15/11	\$150 33	\$154 84	\$-4.51
FHLMC GOLD PL G05509 6.0% 6/01/39	3128M7N28	112 46	06/08/09	08/15/11	\$112 46	\$116.95	\$-4 49
FHLMC GOLD PL G05509 6 0% 6/01/39	3128M7N28	337.39	08/06/09	08/15/11	\$337 39	\$352.52	\$-15.13
UNITED STATES TREASU 1 125% 12/15/12	912828MB3	5000	02/24/10	08/24/11	\$5,061.51	\$4,980 10	\$81 41
FNMA POOL AA7694 4 5% 7/01/24	31416RRQ8	201 87	11/10/09	08/25/11	\$201 87	\$209 91	\$-8 04
FNMA POOL AC8596 4 0% 1/01/25	31417VRS4	149 82	02/11/10	08/25/11	\$149 82	\$152 68	\$-2 86
FNMA POOL 0AD0207	31418MGR7	852 09	04/26/10	08/25/11	\$852.09	\$909 07	\$-56 98
FNMA POOL AC1520 4% 9/1/2024	31417KVN4	240.63	10/14/09	08/25/11	\$240.63	\$244 24	\$-3 61
FNMA POOL 930924 4 5% 4/1/2039	31412PG96	140 3	09/01/09	08/25/11	\$140 30	\$141.26	\$-0 96
FNMA POOL AA8389 4 5% 6/01/39	31416SKB6	1013 26	06/11/09	08/25/11	\$1,013 26	\$997 23	\$16 03
FEDERAL NAT'L MTGE ASSN POOL 745948 31403DWH8		30 27	09/10/09	08/25/11	\$30.27	\$32.32	\$-2 05
FNMA POOL 981644 4 5% 6/1/2023	31415BBM0	74 92	10/14/09	08/25/11	\$74 92	\$77 80	\$-2.88
FNMA POOL AD0132 6% 9/1/2039	31418MEE8	383 65	09/23/09	08/25/11	\$383 65	\$403 85	\$-20 20
DIAGEO FIN BV	25244SAD3	10000	06/18/09	08/30/11	\$10,734 10	\$10,444 90	\$289.20
GE COML MTG CORP	36828QHV1	585 58	02/02/10	09/10/11	\$585 58	\$601 82	\$-16.24
FHLMC GOLD PL G05509 6 0% 6/01/39	3128M7N28	121 73	06/08/09	09/15/11	\$121.73	\$126.59	\$-4 86
FNMA POOL 930924 4.5% 4/1/2039	31412PG96	14691 87	09/01/09	09/15/11	\$15,573 38	\$14,792 89	\$780 49
FHLMC GOLD POOL J10276 4 5% 5/01/23	3128PPJV6	121.93	08/05/09	09/15/11	\$121 93	\$125 59	\$-3 66
FHLMC GOLD POOL A82899 5 5% 11/01/38	312929GG1	147 94	08/06/09	09/15/11	\$147 94	\$152.59	\$-4.65



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Long term gains and losses

This category includes sales of assets held more than 12 months.

Description	Cusip	Number of shares	Date of acquisition	Sale date	Sales price or pass through gain	Cost, other basis or pass through loss	Net gain or loss
FHLMC GOLD G05521 5 5% 5/01/37	3128M7PE0	424 47	08/20/09	09/15/11	\$424 47	\$442 78	\$-18 31
FHLMC GOLD G05580 6 5% 4/01/39	3128M7Q90	451 99	09/01/09	09/15/11	\$451 99	\$481 93	\$-29 94
FHLMC GOLD POOL G05669 6 5% 4/01/39	3128M7T22	220 03	09/10/09	09/15/11	\$220 03	\$234 35	\$-14 32
FHLMC GOLD POOL G30459 5 0% 5/01/29	3128CUQL3	488 94	10/16/09	09/15/11	\$488 94	\$514 61	\$-25 67
FHLMC GOLD POOL A90393 5 0% 12/01/39	312938NJ8	308 85	03/08/10	09/15/11	\$308 85	\$321 59	\$-12 74
FHLMC POOL G0-5337	3128M7HN9	140 81	06/10/10	09/15/11	\$140 81	\$151 24	\$-10 43
FHLMC GOLD A92821 5 0% 7/01/40	312941D20	498 21	07/22/10	09/15/11	\$498 21	\$529 19	\$-30 98
FHLMC GOLD PL G05509 6 0% 6/01/39	3128M7N28	365 18	08/06/09	09/15/11	\$365 18	\$381 56	\$-16 38
FNMA POOL AA8389 4 5% 6/01/39	31416SKB6	32408 97	06/11/09	09/15/11	\$34,454 79	\$31,916 21	\$2,538 58
UNITED STATES TREAS NTS	912828FF2	15000	05/26/09	09/16/11	\$17,953 08	\$17,061 39	\$891 69
U S TREASURY NOTE 0 75% 9/15/13	912828NY2	5000	09/14/10	09/16/11	\$5,054 47	\$4,996 31	\$58 16
FED HOME LOAN BANK 3 625% 10/18/13	3133XSAE8	35000	06/18/09	09/16/11	\$37,360 40	\$35,777 28	\$1,583 12
UNITED STATES TREAS NTS	912828BR0	50000	06/28/10	09/16/11	\$54,374 83	\$55,095 86	\$-721 03
UNITED STATES TREAS NTS	912828FF2	15000	07/14/09	09/16/11	\$17,953 08	\$17,047 33	\$905 75
UNITED STATES TREAS NTS	912828EN6	45000	09/30/09	09/16/11	\$52,076 80	\$49,570 49	\$2,506 31
FNMA POOL AD0132 6% 9/1/2039	31418MEE8	7885 88	09/23/09	09/21/11	\$8,672 00	\$8,301 07	\$370 93
FHLMC GOLD PL G05509 6 0% 6/01/39	3128M7N28	4189 18	06/08/09	09/21/11	\$4,600 24	\$4,356 43	\$243 81
FHLMC GOLD PL G05509 6 0% 6/01/39	3128M7N28	12567 61	08/06/09	09/21/11	\$13,800 81	\$13,131 18	\$669 63
FHLMC GOLD G05580 6 5% 4/01/39	3128M7Q90	18337 29	09/01/09	09/21/11	\$20,397 37	\$19,552 16	\$845 21
FEDERAL NAT'L MTGE ASSN POOL 745948 31403DWH8		1316 67	09/10/09	09/21/11	\$1,465 63	\$1,405 84	\$59 79
FNMA POOL 0AD0207	31418MGR7	43236 39	04/26/10	09/21/11	\$47,546 52	\$46,127 82	\$1,418 70
VERIZON COMMUNICATIONS INC	92343VAL8	15000	06/01/09	09/22/11	\$17,535 30	\$14,849 70	\$2,685 60
ORACLE CORP	68389XAC9	10000	06/05/09	09/22/11	\$12,067 60	\$10,541 90	\$1,525 70
FNMA POOL AC8596 4 0% 1/01/25	31417VRS4	7110 86	02/11/10	09/23/11	\$7,501 95	\$7,246 39	\$255 56
FHLMC GOLD POOL J10276 4 5% 5/01/23	3128PPJV6	11439 47	08/05/09	09/23/11	\$12,136 56	\$11,782 64	\$353 92



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Long term gains and losses

This category includes sales of assets held more than 12 months

Description	Cusip	Number of shares	Date of acquisition	Sale date	Sales price or pass through gain	Cost, other basis or pass through loss	Net gain or loss
FNMA POOL AA7694 4 5% 7/01/24	31416RRQ8	5891.74	11/10/09	09/23/11	\$6,278.39	\$6,126.50	\$151.89
FNMA POOL 981644 4.5% 6/1/2023	31415BBM0	11271.96	10/14/09	09/23/11	\$12,022.25	\$11,705.24	\$317.01
FNMA POOL 0AD0207	31418MGR7	1263.89	04/26/10	09/25/11	\$1,263.89	\$1,348.41	\$-84.52
FNMA POOL AC8596 4 0% 1/01/25	31417VRS4	137.59	02/11/10	09/25/11	\$137.59	\$140.21	\$-2.62
FNMA POOL AA7694 4 5% 7/01/24	31416RRQ8	170.91	11/10/09	09/25/11	\$170.91	\$177.72	\$-6.81
FNMA POOL 981644 4 5% 6/1/2023	31415BBM0	100.96	10/14/09	09/25/11	\$100.96	\$104.84	\$-3.88
FNMA POOL AC1520 4% 9/1/2024	31417KVN4	118.77	10/14/09	09/25/11	\$118.77	\$120.55	\$-1.78
FEDERAL NAT'L MTGE ASSN POOL 745948 31403DWH8		33.75	09/10/09	09/25/11	\$33.75	\$36.04	\$-2.29
FNMA POOL 930924 4.5% 4/1/2039	31412PG96	322.52	09/01/09	09/25/11	\$322.52	\$324.74	\$-2.22
FNMA POOL AD0132 6% 9/1/2039	31418MEE8	286.76	09/23/09	09/25/11	\$286.76	\$301.86	\$-15.10
FNMA POOL AA8389 4 5% 6/01/39	31416SKB6	1012.52	06/11/09	09/25/11	\$1,012.52	\$996.90	\$15.62
GENERAL ELEC CAP CORP MEDIUM	36962G3H5	15000	06/09/09	09/28/11	\$16,427.70	\$14,691.10	\$1,736.60
SBC COMMUNICATIONS INC	78387GAK9	20000	07/22/09	09/28/11	\$20,858.20	\$21,805.80	\$-947.60
U S TREASURY NOTE 0 75% 9/15/13	912828NY2	5000	09/14/10	10/06/11	\$5,044.71	\$4,996.30	\$48.41
GE COML MTG CORP	36828QHV1	70.13	02/02/10	10/10/11	\$70.13	\$72.08	\$-1.95
FHLMC POOL GO-5337	3128M7HN9	181.77	06/10/10	10/15/11	\$181.77	\$195.23	\$-13.46
FHLMC GOLD A92821 5 0% 7/01/40	312941D20	805.6	07/22/10	10/15/11	\$805.60	\$855.70	\$-50.10
FHLMC GOLD POOL A90393 5 0% 12/01/39	312938NJ8	12.45	03/08/10	10/15/11	\$12.45	\$12.96	\$-0.51
FHLMC GOLD POOL G30459 5 0% 5/01/29	3128CUQL3	188.58	10/16/09	10/15/11	\$188.58	\$198.48	\$-9.90
FHLMC GOLD POOL G05669 6 5% 4/01/39	3128M7T22	311.97	09/10/09	10/15/11	\$311.97	\$332.27	\$-20.30
FHLMC GOLD G05521 5 5% 5/01/37	3128M7PE0	514.93	08/20/09	10/15/11	\$514.93	\$537.14	\$-22.21
FHLMC GOLD POOL A82899 5.5% 11/01/38	312929GG1	423.85	08/06/09	10/15/11	\$423.85	\$437.16	\$-13.31
UNITED STATES TREAS NTS	912828BR0	5000	09/30/09	10/20/11	\$5,404.67	\$5,456.27	\$-51.60
UNITED STATES TREAS NTS	912828BR0	10000	10/09/09	10/20/11	\$10,809.35	\$10,905.11	\$-95.76
UNITED STATES TREAS NTS	912828BR0	5000	06/28/10	10/20/11	\$5,404.67	\$5,509.59	\$-104.92



BNY MELLON
WEALTH MANAGEMENT

BERNON A_C TTEES BERNON FAM TR-IMA

2011 Tax Information

Account Number 10648006200

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Long term gains and losses

This category includes sales of assets held more than 12 months

Description	Cusip	Number of shares	Date of acquisition	Sale date	Sales price or pass through gain	Cost, other basis or pass through loss	Net gain or loss
FNMA POOL AC1520 4% 9/1/2024	31417KVN4	243.52	10/14/09	10/25/11	\$243.52	\$247.17	\$-3.65
GE COML MTG CORP	36828QHV1	1775.69	02/02/10	10/25/11	\$1,771.25	\$1,824.94	\$-53.69
FNMA POOL 930924 4 5% 4/1/2039	31412PG96	475.91	09/01/09	10/25/11	\$475.91	\$479.18	\$-3.27
UNITED STATES TREAS NTS	912828BR0	5000	10/09/09	11/09/11	\$5,399.20	\$5,452.56	\$-53.36
FHLMC GOLD G05521 5 5% 5/01/37	3128M7PE0	519.44	08/20/09	11/15/11	\$519.44	\$541.84	\$-22.40
FHLMC GOLD POOL G05669 6 5% 4/01/39	3128M7T22	372.36	09/10/09	11/15/11	\$372.36	\$396.59	\$-24.23
FHLMC GOLD POOL G30459 5 0% 5/01/29	3128CUQL3	336.3	10/16/09	11/15/11	\$336.30	\$353.96	\$-17.66
FHLMC POOL G0-5337	3128M7HN9	102.69	06/10/10	11/15/11	\$102.69	\$110.30	\$-7.61
FHLMC GOLD A92821 5.0% 7/01/40	312941D20	800.97	07/22/10	11/15/11	\$800.97	\$850.78	\$-49.81
FHLMC GOLD POOL A82899 5 5% 11/01/38	312929GG1	688.78	08/06/09	11/15/11	\$688.78	\$710.41	\$-21.63
FHLMC GOLD POOL A90393 5.0% 12/01/39	312938NJ8	98.64	03/08/10	11/15/11	\$98.64	\$102.71	\$-4.07
UNITED STATES TREAS NTS	912828BR0	10000	10/09/09	11/15/11	\$10,792.94	\$10,905.11	\$-112.17
FNMA POOL AC1520 4% 9/1/2024	31417KVN4	413.47	10/14/09	11/25/11	\$413.47	\$419.67	\$-6.20
CISCO SYS INC	17275RAC6	5000	06/09/09	12/06/11	\$5,784.80	\$5,266.40	\$518.40
FHLMC GOLD POOL G30459 5 0% 5/01/29	3128CUQL3	191.31	10/16/09	12/15/11	\$191.31	\$201.35	\$-10.04
FHLMC GOLD A92821 5 0% 7/01/40	312941D20	515.17	07/22/10	12/15/11	\$515.17	\$547.21	\$-32.04
FHLMC POOL G0-5337	3128M7HN9	232.59	06/10/10	12/15/11	\$232.59	\$249.82	\$-17.23
FHLMC GOLD POOL A82899 5 5% 11/01/38	312929GG1	324.09	08/06/09	12/15/11	\$324.09	\$334.27	\$-10.18
FHLMC GOLD G05521 5 5% 5/01/37	3128M7PE0	483.13	08/20/09	12/15/11	\$483.13	\$503.96	\$-20.83
FHLMC GOLD POOL G05669 6 5% 4/01/39	3128M7T22	751.21	09/10/09	12/15/11	\$751.21	\$800.10	\$-48.89
FHLMC GOLD POOL A90393 5 0% 12/01/39	312938NJ8	12.74	03/08/10	12/15/11	\$12.74	\$13.27	\$-0.53
FHLMC GOLD POOL G05669 6 5% 4/01/39	3128M7T22	13223.26	09/10/09	12/20/11	\$14,628.23	\$14,083.81	\$544.42
FNMA POOL AC1520 4% 9/1/2024	31417KVN4	291.03	10/14/09	12/25/11	\$291.03	\$295.40	\$-4.37
FEDERAL NATL MTG ASSN	31359MSL8	15000	09/30/09	12/29/11	\$15,918.60	\$16,236.75	\$-318.15
FHLMC GOLD POOL A82899 5 5% 11/01/38	312929GG1	432.38	08/06/09	01/15/12	\$432.38	\$445.96	\$-13.58



BNY MELLON
WEALTH MANAGEMENT

BERNON A C TTEES BERNON FAM TR-IMA

2011 Tax Information

Account Number 10648006200

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Long term gains and losses

This category includes sales of assets held more than 12 months

Description	Cusip	Number of shares	Date of acquisition	Sale date	Sales price or pass through gain	Cost, other basis or pass through loss	Net gain or loss
FHLMC GOLD G05521 5 5% 5/01/37	3128M7PE0	488 38	08/20/09	01/15/12	\$488 38	\$509 44	\$-21 06
FHLMC GOLD POOL G30459 5 0% 5/01/29	3128CUQL3	228 79	10/16/09	01/15/12	\$228 79	\$240 80	\$-12 01
FHLMC GOLD POOL A90393 5.0% 12/01/39	312938NJ8	12 64	03/08/10	01/15/12	\$12 64	\$13 16	\$-0 52
FHLMC POOL G0-5337	3128M7HN9	291 59	06/10/10	01/15/12	\$291 59	\$313 18	\$-21 59
FHLMC GOLD G04216 5 5% 12/01/37	3128M6AR9	76 48	12/29/10	01/15/12	\$76 48	\$81 62	\$-5 14
FHLMC GOLD POOL G05669 6 5% 4/01/39	3128M7T22	424 62	09/10/09	01/15/12	\$424 62	\$452 25	\$-27 63
FHLMC GOLD A92821 5 0% 7/01/40	312941D20	718 56	07/22/10	01/15/12	\$718 56	\$763 25	\$-44 69
FHLMC GOLD A95828 4 5% 12/01/40	312944PM7	153 7	12/17/10	01/15/12	\$153 70	\$156 61	\$-2 91
FNMA POOL AC1520 4% 9/1/2024	31417KVN4	437 67	10/14/09	01/25/12	\$437 67	\$444 24	\$-6 57
FNMA POOL #0AH3620	3138A5AW2	264 93	01/18/11	01/25/12	\$264 93	\$267 37	\$-2 44
Total long term gain/loss for sales of assets:					\$842,889.37	\$821,676 15	\$21,213 22

Cost not available

This category reports sales for which we either do not have tax basis information or the information we have in our records may not be accurate. For sales indicated with an Unknown Tax Cost and no gain or loss calculated, we have no tax basis information on record. For sales indicated with an uncertain Tax Cost and gain or loss calculated, we have tax basis information that may not be accurate. The gain or loss calculated reflects the

Application for Extension of Time To File an Exempt Organization Return

OMB No. 1545-1709

► **File a separate application for each return.**

you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box ☒

• If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form).

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.

Electronic filing (e-file). You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit www.irs.gov/efile and click on **e-file for Charities & Nonprofits**.

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete

Part I only ☐

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

Type or print File by the due date for filing your return. See instructions.	Name of exempt organization or other filer, see instructions. CAROL AND ALAN J. BERNON FAMILY CHARITABLE FOUNDATION	Employer identification number (EIN) or ☒ 04-6661364
	Number, street, and room or suite no. If a P.O. box, see instructions. 1199 WEST CENTRAL STREET	Social security number (SSN) ☐
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. FRANKLIN, MA 02038	

Enter the Return code for the return that this application is for (file a separate application for each return)

04

Application Is For	Return Code	Application Is For	Return Code
Form 990	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 990-EZ	01	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

GERALD T. RENZA

• The books are in the care of ► **1199 WEST CENTRAL STREET - FRANKLIN, MA 02038**

Telephone No ► **508-553-5381**

FAX No. ► **508-553-5480**

• If the organization does not have an office or place of business in the United States, check this box ☐

• If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ☐. If this is for the whole group, check this box ☐. If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for.

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until

AUGUST 15, 2012

, to file the exempt organization return for the organization named above. The extension is for the organization's return for:

► ☒ calendar year **2011** or

► ☐ tax year beginning _____, and ending _____

2 If the tax year entered in line 1 is for less than 12 months, check reason ☐ Initial return ☐ Final return

☐ Change in accounting period

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	\$ 21,067.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$ 11,067.
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	\$ 10,000.

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.

LHA For Privacy Act and Paperwork Reduction Act Notice, see Instructions.

Form **8868** (Rev. 1-2012)

• If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only Part II and check this box ☒ **X**

Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.

• If you are filing for an **Automatic 3-Month Extension**, complete only Part I (on page 1).

Part II Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed).

Enter filer's identifying number, see instructions

Type or print File by the due date for filing your return. See instructions.	Name of exempt organization or other filer, see instructions CAROL AND ALAN J. BERNON FAMILY CHARITABLE FOUNDATION	Employer identification number (EIN) or ☒ 04-6661364
	Number, street, and room or suite no. If a P.O. box, see instructions. 1199 WEST CENTRAL STREET	Social security number (SSN) ☐
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. FRANKLIN, MA 02038	

Enter the Return code for the return that this application is for (file a separate application for each return) **04**

Application Is For	Return Code	Application Is For	Return Code
Form 990	01		
Form 990-BL	02	Form 1041-A	08
Form 990-EZ	01	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

GERALD T. RENZA

• The books are in the care of **1199 WEST CENTRAL STREET - FRANKLIN, MA 02038**
Telephone No. **508-553-5381** FAX No. **508-553-5480**

• If the organization does not have an office or place of business in the United States, check this box ☐ **X**
If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____. If this is for the whole group, check this box ☐. If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for.

4 I request an additional 3-month extension of time until **NOVEMBER 15, 2012.**

5 For calendar year **2011**, or other tax year beginning _____, and ending _____.

6 If the tax year entered in line 5 is for less than 12 months, check reason: ☐ Initial return ☐ Final return
☐ Change in accounting period

7 State in detail why you need the extension

ADDITIONAL TIME IS NEEDED TO COMPILE INFORMATION NECESSARY TO FILE A COMPLETE AND ACCURATE TAX RETURN

8a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	8a	\$	21,067.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	8b	\$	21,067.
c Balance due. Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	8c	\$	0.

Signature and Verification must be completed for Part II only.

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form.

Signature **Donna T. Accia** Title **CFA**

Date **7/6/12**

Form 8868 (Rev. 1-2012)