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Form **990-PF**

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

OMB No 1545-0052

2011

Department of the Treasury
 Internal Revenue Service

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

For calendar year 2011 or tax year beginning , and ending

Name of foundation B K SIMON FAMILY CHARITABLE FDN-TR		A Employer identification number 20-6817430
Number and street (or P O box number if mail is not delivered to street address) BNY Mellon, N A - P O Box 185	Room/suite	B Telephone number (see instructions) (412) 234-1584
City or town, state, and ZIP code Pittsburgh PA 15230-0185		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1 Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 13,395,665	J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

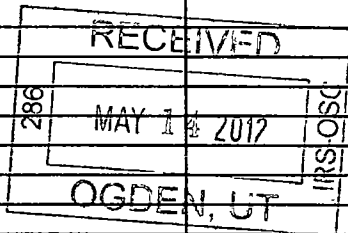
Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts grants, etc., received (attach schedule)				
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	0	0		
	4 Dividends and interest from securities	333,269	339,151		
	5 a Gross rents		0		
	b Net rental income or (loss)	0			
	6 a Net gain or (loss) from sale of assets not on line 10	405,951			
	b Gross sales price for all assets on line 6a	8,989,416			
	7 Capital gain net income (from Part IV, line 2)		405,951		
	8 Net short-term capital gain			0	
	9 Income modifications				
	10 a Gross sales less returns and allowances	0			
b Less Cost of goods sold	0				
c Gross profit or (loss) (attach schedule)	0				
11 Other income (attach schedule)	7,663	7,663	0		
12 Total. Add lines 1 through 11	746,883	752,765	0		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	36,644	21,986		14,658
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16 a Legal fees (attach schedule)	0	0	0	0
	b Accounting fees (attach schedule)	0	0	0	0
	c Other professional fees (attach schedule)	0	0	0	0
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	21,654	4,165	0	0
	19 Depreciation (attach schedule) and depletion	0	0	0	
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	29	29	0	0
	24 Total operating and administrative expenses. Add lines 13 through 23	58,327	26,180	0	14,658
	25 Contributions, gifts grants paid	2,000,000			2,000,000
26 Total expenses and disbursements. Add lines 24 and 25	2,058,327	26,180	0	2,014,658	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	-1,311,444				
b Net investment income (if negative, enter -0-)		726,585			
c Adjusted net income (if negative, enter -0-)			0		

For Paperwork Reduction Act Notice, see instructions

Form 990-PF (2011)

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)			
		Beginning of year (a) Book Value	End of year (b) Book Value (c) Fair Market Value		
Assets	1	Cash—non-interest-bearing	8,702	0	
	2	Savings and temporary cash investments	220,229	331,382	331,382
	3	Accounts receivable	0		
		Less allowance for doubtful accounts	0	0	0
	4	Pledges receivable	0		
		Less allowance for doubtful accounts	0	0	0
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)	0	0	0
	7	Other notes and loans receivable (attach schedule)	0		
		Less allowance for doubtful accounts	0	0	0
	8	Inventories for sale or use	0	0	
	9	Prepaid expenses and deferred charges		0	
	10 a	Investments—U S and state government obligations (attach schedule)	0	0	0
	b	Investments—corporate stock (attach schedule)	0	0	0
	c	Investments—corporate bonds (attach schedule)	0	0	0
	11	Investments—land, buildings, and equipment basis	0		
	Less accumulated depreciation (attach schedule)	0	0	0	
12	Investments—mortgage loans				
13	Investments—other (attach schedule)	13,923,161	12,499,326	13,064,283	
14	Land, buildings, and equipment basis	0			
	Less accumulated depreciation (attach schedule)	0	0	0	
15	Other assets (describe)	0	0	0	
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	14,152,092	12,830,708	13,395,665	
Liabilities	17	Accounts payable and accrued expenses	0	0	
	18	Grants payable			
	19	Deferred revenue	0	0	
	20	Loans from officers, directors, trustees, and other disqualified persons	0	0	
	21	Mortgages and other notes payable (attach schedule)	0	0	
	22	Other liabilities (describe)	0	0	
	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. <input type="checkbox"/>				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input checked="" type="checkbox"/>				
	27	Capital stock, trust principal, or current funds	14,152,092	12,830,708	
	28	Paid-in or capital surplus, or land, bldg, and equipment fund			
29	Retained earnings, accumulated income, endowment, or other funds				
30	Total net assets or fund balances (see instructions)	14,152,092	12,830,708		
31	Total liabilities and net assets/fund balances (see instructions)	14,152,092	12,830,708		

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	14,152,092
2	Enter amount from Part I, line 27a	2	-1,311,444
3	Other increases not included in line 2 (itemize)	3	0
4	Add lines 1, 2, and 3	4	12,840,648
5	Decreases not included in line 2 (itemize) See Attached Statement	5	9,940
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	12,830,708

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 Attached Statement				
b				
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 0	0	0	0	
b 0	0	0	0	
c 0	0	0	0	
d 0	0	0	0	
e 0	0	0	0	
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) 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 0	0	0	0	
b 0	0	0	0	
c 0	0	0	0	
d 0	0	0	0	
e 0	0	0	0	
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	405,951	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8		3	0	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? Yes No
If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2010	1,890,646	15,048,344	0.125638
2009	1,423,293	13,856,384	0.102717
2008	2,525,661	18,552,516	0.136136
2007	1,396,538	22,268,461	0.062714
2006	164,555	19,397,635	0.008483
2 Total of line 1, column (d)			0.435688
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			0.087138
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5		14,827,869	
5 Multiply line 4 by line 3			1,292,071
6 Enter 1% of net investment income (1% of Part I, line 27b)			7,266
7 Add lines 5 and 6			1,299,337
8 Enter qualifying distributions from Part XII, line 4 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			2,014,658

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

1 a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1	7,266
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	7,266
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	
5	Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-	5	7,266
6	Credits/Payments		
a	2011 estimated tax payments and 2010 overpayment credited to 2011	6a	9,594
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	0
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments Add lines 6a through 6d	7	9,594
8	Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached	8	0
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	0
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	2,328
11	Enter the amount of line 10 to be Credited to 2012 estimated tax <input type="checkbox"/> 2,328 Refunded <input type="checkbox"/>	11	0

Part VII-A Statements Regarding Activities

	Yes	No
1 a		X
b		X
c		X
d		
e		
2		X
3		X
4 a		X
b	N/A	
5		X
6	X	
7	X	
8 a		
b	X	
9		X
10		X

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	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 ▶ BNY MELLON, N A Telephone no ▶ (412) 234-1584 Located at ▶ P O BOX 185, PITTSBURGH, PA ZIP+4 ▶ 15230-0185			
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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ▶ <input type="checkbox"/>	1b	X
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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ▶ 20____, 20____, 20____, 20____		
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)	2b	N/A
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ 20____, 20____, 20____, 20____		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did it have excess business holdings in 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)	3b	N/A
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

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

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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? Yes No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? Yes No

(3) Provide a grant to an individual for travel, study, or other similar purposes? Yes No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) Yes No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? Yes No

b If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? Yes No
 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? Yes No
 If "Yes," attach the statement required by Regulations section 53.4945–5(d) N/A

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? Yes No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? Yes No
 If "Yes" to 6b file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? Yes No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? Yes No

	5b	N/A
	6b	X
	7b	N/A

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
BNY Mellon, N A P O Box 185 Pittsburgh PA 15230-0185	TRUSTEE SEE ATTACHED	57,992	NONE	NONE
BNY Mellon, N A P O Box 185 Pittsburgh PA 15230-0185	FEE REIMBURSEMENT	-21,348	N/A	N/A
.....	00	0	0	0
.....	00	0	0	0

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

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

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

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		0
		0
		0
		0
		0
		0
Total number of others receiving over \$50,000 for professional services		▶ NONE

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 NONE	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see instructions)

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

	Amount	
1 NONE		
2		
All other program-related investments See instructions		
3 NONE	0	
Total. Add lines 1 through 3		▶ NONE

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	14,451,256
b	Average of monthly cash balances	1b	602,418
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	15,053,674
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	15,053,674
4	Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	225,805
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	14,827,869
6	Minimum investment return. Enter 5% of line 5	6	741,393

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	741,393
2a	Tax on investment income for 2011 from Part VI, line 5	2a	7,266
b	Income tax for 2011 (This does not include the tax from Part VI)	2b	0
c	Add lines 2a and 2b	2c	7,266
3	Distributable amount before adjustments Subtract line 2c from line 1	3	734,127
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	734,127
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	734,127

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	2,014,658
b	Program-related investments—total from Part IX-B	1b	NONE
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	0
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	2,014,658
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions)	5	7,266
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	2,007,392

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7				734,127
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only			0	
b Total for prior years 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2011				
a From 2006	NONE			
b From 2007	NONE			
c From 2008	1,244,797			
d From 2009	737,528			
e From 2010	1,157,791			
f Total of lines 3a through e	3,140,116			
4 Qualifying distributions for 2011 from Part XII, line 4 ▶ \$ <u>2,014,658</u>				
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				734,127
e Remaining amount distributed out of corpus	1,280,531			
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	4,420,647			
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				
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 instructions			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) (see instructions)				
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)	0			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	4,420,647			
10 Analysis of line 9				
a Excess from 2007		0		
b Excess from 2008	1,244,797			
c Excess from 2009	737,528			
d Excess from 2010	1,157,791			
e Excess from 2011	1,280,531			

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

N/A

- 1 a** If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2011, enter the date of the ruling ▶
- b** Check box to indicate whether the foundation is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

- 2 a** Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed
- b** 85% of line 2a
- c** Qualifying distributions from Part XII, line 4 for each year listed
- d** Amounts included in line 2c not used directly for active conduct of exempt activities
- e** Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c

Tax year	Prior 3 years			(e) Total	
	(a) 2011	(b) 2010	(c) 2009		(d) 2008
	0				0
	0	0	0	0	0
	0				0
					0
	0	0	0	0	0
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test—enter					
(1) Value of all assets					0
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					0
b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed	0				0
c "Support" alternative test—enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					0
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					0
(3) Largest amount of support from an exempt organization					0
(4) Gross investment income					0

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

- 1 Information Regarding Foundation Managers:**
- a** List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000) (See section 507(d)(2))
- NONE

- b** List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest
- NONE

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

- a** The name, address, and telephone number of the person to whom applications should be addressed
- Daniel W Pfaff, One Mellon Center, Room 3725, Pittsburgh, PA 15258-0001, Telephone (412) 234-1584
- b** The form in which applications should be submitted and information and materials they should include

- Provided Upon Initial Contact**
- c** Any submission deadlines

- Provided Upon Initial Contact**
- d** Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors

Provided Upon Initial Contact

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 <i>Paid during the year</i> See Attached Statement				
Total				▶ 3a 2,000,000
b <i>Approved for future payment</i> NONE				
Total				▶ 3b NONE

Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

Index	Check "X" if Sale of Security	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Totals			Net Gain or Loss
									Gross Sales Price	Cost or Other Basis	Valuation Method	
									Amount		42,449	
									Long Term CG Distributions		0	
									Short Term CG Distributions		0	
									Totals		8,985,109	401,644
									Securities		8,583,455	4,307
									Other sales		0	4,307
1	X	AFLAC INC	001055102			5/14/2010		1/4/2011	7,895	6,697		1,198
2	X	AFLAC INC	001055102			5/14/2010		2/11/2011	22,141	18,650		3,491
3	X	AFLAC INC	001055102			5/14/2010		4/26/2011	57,091	50,689		6,402
4	X	AT & T INC	00206R102			2/7/2007		1/4/2011	3,877	4,813		-936
5	X	AT & T INC	00206R102			8/11/2010		1/4/2011	2,684	2,397		287
6	X	AT & T INC	00206R102			8/11/2010		1/11/2011	6,147	5,859		288
7	X	AT&T INC	00206R102			8/11/2010		5/23/2011	5,902	5,060		842
8	X	AT&T INC	00206R102			8/11/2010		7/14/2011	1,233	1,065		168
9	X	AT&T INC	00206R102			8/11/2010		10/6/2011	5,074	4,793		281
10	X	AT&T INC	00206R102			8/6/2010		10/6/2011	8,176	7,681		495
11	X	ACME PACKET INC	004764106			6/10/2011		7/14/2011	672	675		-3
12	X	ACME PACKET INC	004764106			6/10/2011		9/27/2011	12,980	18,212		-5,232
13	X	ACME PACKET INC	004764106			6/10/2011		10/6/2011	7,589	12,816		-5,227
14	X	ACME PACKET INC	004764106			6/10/2011		11/30/2011	4,955	10,118		-5,163
15	X	ACME PACKET INC	004764106			6/23/2011		11/30/2011	7,598	15,009		-7,411
16	X	ACME PACKET INC	004764106			8/11/2011		11/30/2011	6,937	11,033		-4,096
17	X	ADVANTAGE GLOBAL ALPHA	007565302			5/23/2011		5/26/2011	23,000	22,829		171
18	X	APPLE INC	037833100			7/8/2008		1/4/2011	20,487	10,972		9,515
19	X	APPLE INC	037833100			7/8/2008		5/23/2011	19,778	10,441		9,337
20	X	APPLE INC	037833100			7/8/2008		7/14/2011	4,331	2,124		2,207
21	X	APPLE INC	037833100			7/8/2008		8/19/2011	12,380	6,017		6,363
22	X	APPLE INC	037833100			7/8/2008		10/6/2011	50,740	24,067		26,673
23	X	AVON PRODUCTS INC	054303102			5/14/2010		1/4/2011	5,717	5,363		334
24	X	AVON PRODUCTS INC	054303102			5/14/2010		1/11/2011	6,398	6,233		165
25	X	AVON PRODUCTS INC	054303102			5/14/2010		3/23/2011	21,670	22,947		-1,277
26	X	AVON PRODUCTS INC	054303102			5/14/2010		5/23/2011	2,378	2,266		112
27	X	AVON PRODUCTS INC	054303102			5/14/2010		7/14/2011	562	567		-5
28	X	AVON PRODUCTS INC	054303102			5/14/2010		8/9/2011	18,835	25,497		-6,662
29	X	B & T CORPORATION	054937107			4/26/2011		5/23/2011	4,973	4,943		30
30	X	B & T CORPORATION	054937107			6/20/2011		7/14/2011	1,292	1,312		-20
31	X	B & T CORPORATION	054937107			6/20/2011		10/6/2011	14,443	18,110		-3,667
32	X	BNY MELLON INTERMEDIATE	05569M814			11/9/2010		5/26/2011	307,175	310,000		-2,825
33	X	AMERICAN EXPRESS CO	025816109			5/14/2010		7/14/2011	1,565	1,264		301
34	X	AMERICAN EXPRESS CO	025816109			5/14/2010		8/12/2011	62,918	58,561		4,357
35	X	BNY MELLON INTERMEDIATE	05569M814			8/3/2010		5/26/2011	79,825	80,069		-244
36	X	BNY MELLON INTERMEDIATE	05569M814			5/18/2010		10/6/2011	100,232	100,000		232
37	X	BAXTER INTERNATIONAL INC	071813109			7/23/2010		12/15/2011	34,920	31,757		3,163
38	X	BNY MELLON INTERMEDIATE	05569M814			8/3/2010		10/6/2011	217,915	219,931		-2,016
39	X	BNY MELLON INTERMEDIATE	05569M814			3/12/2010		10/6/2011	7,854	7,775		79
40	X	BNY MELLON BOND FUND-M	05569M830			11/9/2010		1/4/2011	200,000	204,275		-4,275
41	X	BNY MELLON BOND FUND-M	05569M830			11/9/2010		5/26/2011	95,224	95,725		-501
42	X	CAMERON INTERNATIONAL C	13342B105			2/11/2011		5/23/2011	7,409	8,501		-1,092
43	X	BNY MELLON BOND FUND-M	05569M830			8/3/2010		5/26/2011	143,776	143,668		108
44	X	CAMERON INTERNATIONAL C	13342B105			1/31/2011		5/23/2011	142	159		-17
45	X	CAMERON INTERNATIONAL C	13342B105			1/31/2011		7/14/2011	2,002	2,117		-115
46	X	CAMERON INTERNATIONAL C	13342B105			1/27/2011		9/28/2011	9,891	11,616		-1,725
47	X	CAMERON INTERNATIONAL C	13342B105			1/28/2011		9/28/2011	3,327	3,876		-549
48	X	BNY MELLON BOND FUND-M	05569M830			8/3/2010		10/6/2011	215,682	216,332		-650
49	X	CAMERON INTERNATIONAL C	13342B105			1/31/2011		9/28/2011	2,698	3,175		-477
50	X	BNY MELLON BOND FUND-M	05569M830			5/18/2010		10/6/2011	111,318	109,975		1,343
51	X	CAMERON INTERNATIONAL C	13342B105			1/24/2011		9/28/2011	12,859	14,656		-1,797

Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

Index	Check "X" if Sale of Security	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Totals		Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Net Gain or Loss	
									Gross Sales Price	Cost or Other Basis					
Long Term CG Distributions			Amount	42,449											
Short Term CG Distributions				0											
										Gross Sales	8,985,109	Cost, Other Basis and Expenses	8,583,465	Net Gain or Loss	401,644
											4,307		0		4,307
52	X	CAMERON INTERNATIONAL C	13342B105			1/24/2011		10/6/2011	1,482	1,742				-260	
53	X	CAMERON INTERNATIONAL C	13342B105			1/26/2011		10/6/2011	262	305				-43	
54	X	BAIDU, INC	056752108			7/14/2011		7/14/2011	858	795				63	
55	X	CAMERON INTERNATIONAL C	13342B105			1/25/2011		10/6/2011	8,282	9,553				-1,271	
56	X	CARDINAL HEALTH INC	14149Y108			5/14/2010		1/4/2011	5,787	5,188				599	
57	X	CARDINAL HEALTH INC	14149Y108			5/14/2010		5/23/2011	6,202	4,843				1,359	
58	X	CARDINAL HEALTH INC	14149Y108			5/14/2010		7/14/2011	1,391	1,038				353	
59	X	CARDINAL HEALTH INC	14149Y108			5/14/2010		10/6/2011	14,039	12,106				1,933	
60	X	CARDINAL HEALTH INC	14149Y108			5/14/2010		10/20/2011	9,728	7,956				1,772	
61	X	CARDINAL HEALTH INC	14149Y108			5/14/2010		10/28/2011	37,683	28,710				8,973	
62	X	BAIDU, INC	056752108			7/15/2011		10/6/2011	12,605	15,994				-3,389	
63	X	BAIDU, INC	056752108			7/15/2011		10/27/2011	1,925	2,017				-92	
64	X	CARNIVAL CORP	143658300			5/14/2010		1/4/2011	8,439	6,971				1,468	
65	X	CARNIVAL CORP	143658300			5/14/2010		5/23/2011	6,224	6,197				-27	
66	X	CARNIVAL CORP	143658300			5/14/2010		7/14/2011	1,076	1,162				-86	
67	X	CARNIVAL CORP	143658300			5/14/2010		10/6/2011	12,719	15,879				-3,160	
68	X	CATERPILLAR INC	149123101			5/14/2010		1/4/2011	8,413	5,926				2,487	
69	X	CATERPILLAR INC	149123101			5/14/2010		5/23/2011	9,313	5,992				3,321	
70	X	CATERPILLAR INC	149123101			5/14/2010		7/14/2011	1,960	1,185				775	
71	X	BAIDU, INC	056752108			6/27/2011		10/27/2011	15,536	14,968				568	
72	X	CATERPILLAR INC	149123101			5/14/2010		9/29/2011	10,507	9,219				1,288	
73	X	CATERPILLAR INC	149123101			5/14/2010		10/6/2011	13,380	11,853				1,527	
74	X	CELANESE CORP - SER A	150870103			5/14/2010		1/4/2011	5,429	3,847				1,582	
75	X	CELANESE CORP - SER A	150870103			5/14/2010		5/23/2011	6,794	4,143				2,651	
76	X	CELANESE CORP - SER A	150870103			5/14/2010		7/14/2011	1,079	592				487	
77	X	BAXTER INTERNATIONAL INC	071813109			7/23/2010		1/4/2011	6,004	5,293				711	
78	X	CELANESE CORP - SER A	150870103			5/14/2010		10/6/2011	10,797	9,469				1,328	
79	X	CENTERPOINT ENERGY INC	15189T107			9/28/2011		10/6/2011	11,213	11,036				177	
80	X	CHEVRON CORPORATION	166764100			5/14/2010		1/4/2011	6,404	5,494				910	
81	X	BAXTER INTERNATIONAL INC	071813109			7/23/2010		5/23/2011	7,682	5,734				1,948	
82	X	CHEVRON CORPORATION	166764100			5/14/2010		5/23/2011	6,599	5,102				1,497	
83	X	CHEVRON CORPORATION	166764100			5/14/2010		7/14/2011	1,483	1,059				384	
84	X	BAXTER INTERNATIONAL INC	071813109			7/23/2010		7/14/2011	1,215	882				333	
85	X	BAXTER INTERNATIONAL INC	071813109			7/23/2010		10/6/2011	16,350	13,232				3,118	
86	X	CHEVRON CORPORATION	166764100			5/14/2010		10/6/2011	14,920	12,558				2,362	
87	X	BAXTER INTERNATIONAL INC	071813109			7/23/2010		10/28/2011	10,505	8,380				2,125	
88	X	CISCO SYSTEMS INC 5 5%	17275RAC6			2/20/2009		7/19/2011	115,140	104,393				10,747	
89	X	CITIGROUP INC	172967101			8/5/2010		1/4/2011	10,398	8,776				1,622	
90	X	GENERAL ELECTRIC COMPAN	369604103			7/22/2003		1/4/2011	6,798	10,075				-3,277	
91	X	GENERAL ELECTRIC COMPAN	369604103			7/22/2003		5/23/2011	6,597	9,258				-2,661	
92	X	GENERAL ELECTRIC COMPAN	369604103			7/22/2003		7/14/2011	1,301	1,906				-605	
93	X	GENERAL ELECTRIC COMPAN	369604103			7/22/2003		9/29/2011	10,573	18,244				-7,671	
94	X	GENERAL ELECTRIC COMPAN	369604103			7/22/2003		10/6/2011	7,931	14,160				-6,229	
95	X	GENERAL ELECTRIC COMPAN	369604103			7/22/2003		10/6/2011	2,288	4,084				-1,796	
96	X	GENERAL ELEC CAP 5 375	36962GY40			2/20/2009		7/19/2011	111,508	96,283				15,225	
97	X	GOOGLE INC - CL A	38259P508			8/21/2009		1/4/2011	10,248	7,885				2,363	
98	X	GOOGLE INC - CL A	38259P508			6/5/2009		1/4/2011	1,206	893				321	
99	X	GOOGLE INC - CL A	38259P508			6/5/2009		3/24/2011	14,029	10,621				3,408	
100	X	GOOGLE INC - CL A	38259P508			6/5/2009		5/2/2011	22,668	18,587				4,081	
101	X	GOOGLE INC - CL A	38259P508			6/5/2009		5/23/2011	6,214	5,310				904	
102	X	DREYFUS OPPORTUNISTIC S	26200C403			5/18/2010		5/23/2011	85,105	71,965				13,140	

Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

Index	Check "X" if Sale of Security	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Totals		Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Net Gain or Loss	
									Gross Sales Price	Cost or Other Basis					
									8,985,109	4,307				8,583,465	401,644
									Securities					0	4,307
									Other sales					0	4,307
103	X	DREYFUS OPPORTUNISTIC S	26200C403			5/18/2010		10/6/2011	289,621	328,035				-38,414	
104	X	GOOGLE INC - CL A	38259P508			6/5/2009		6/23/2011	14,339	13,276				1,063	
105	X	GOOGLE INC - CL A	38259P508			6/5/2009		6/27/2011	43,156	39,829				3,327	
106	X	HALLIBURTON CO	406216101			2/7/2007		1/4/2011	5,925	4,447				1,478	
107	X	HALLIBURTON CO	406216101			2/7/2007		2/3/2011	13,357	8,597				4,760	
108	X	HALLIBURTON CO	406216101			2/7/2007		5/23/2011	5,545	3,557				1,988	
109	X	HALLIBURTON CO	406216101			2/7/2007		7/14/2011	1,060	593				467	
110	X	HALLIBURTON CO	406216101			2/7/2007		10/6/2011	9,078	8,300				778	
111	X	HEWLETT PACKARD CO	428236103			8/21/2009		1/4/2011	6,536	6,658				-122	
112	X	HEWLETT PACKARD CO	428236103			8/21/2009		4/7/2011	22,234	23,968				-1,734	
113	X	HEWLETT PACKARD CO	428236103			8/21/2009		4/19/2011	5,950	6,658				-708	
114	X	HEWLETT PACKARD CO	428236103			9/3/2009		4/19/2011	11,900	13,306				-1,406	
115	X	HEWLETT PACKARD CO	428236103			11/11/2010		4/19/2011	24,991	27,012				-2,021	
116	X	HOME DEPOT INC	437076102			9/11/2009		1/4/2011	6,605	5,151				1,454	
117	X	HOME DEPOT INC	437076102			9/11/2009		5/23/2011	7,007	5,151				1,856	
118	X	HOME DEPOT INC	437076102			9/11/2009		7/5/2011	1,097	813				284	
119	X	HOME DEPOT INC	437076102			3/2/2009		7/5/2011	9,146	5,160				3,986	
120	X	HOME DEPOT INC	437076102			3/2/2009		7/14/2011	1,084	619				465	
121	X	HOME DEPOT INC	437076102			3/2/2009		10/6/2011	11,747	7,430				4,317	
122	X	HOME DEPOT INC	437076102			11/20/2008		10/6/2011	979	576				403	
123	X	HONEYWELL INTL INC	438516106			3/17/2006		1/4/2011	6,920	5,560				1,360	
124	X	HONEYWELL INTL INC	438516106			3/17/2006		5/23/2011	6,458	4,704				1,754	
125	X	HONEYWELL INTL INC	438516106			3/17/2006		7/14/2011	1,728	1,283				445	
126	X	HONEYWELL INTL INC	438516106			3/17/2006		10/6/2011	12,824	12,403				421	
127	X	HOSPIRA INC	441060100			5/20/2011		5/23/2011	6,484	6,622				-138	
128	X	HOSPIRA INC	441060100			5/20/2011		7/14/2011	1,598	1,655				-57	
129	X	HOSPIRA INC	441060100			5/20/2011		10/6/2011	5,184	7,725				-2,541	
130	X	HOSPIRA INC	441060100			2/15/2011		10/6/2011	5,555	8,239				-2,684	
131	X	HOSPIRA INC	441060100			2/15/2011		10/20/2011	25,368	48,983				-23,515	
132	X	INTEL CORP	458140100			5/14/2010		1/4/2011	7,393	7,777				-384	
133	X	INTEL CORP	458140100			5/14/2010		2/7/2011	13,910	14,221				-311	
134	X	INTEL CORP	458140100			5/14/2010		5/23/2011	6,410	6,222				188	
135	X	INTEL CORP	458140100			5/14/2010		7/14/2011	1,125	1,111				14	
136	X	INTEL CORP	458140100			5/14/2010		10/6/2011	17,326	17,554				-228	
137	X	INTEL CORP	458140100			5/14/2010		11/4/2011	9,950	9,332				618	
138	X	INTEL CORP	458140100			8/11/2011		11/4/2011	12,082	10,595				1,487	
139	X	INTEL CORP	458140100			10/29/2010		11/4/2011	11,608	10,050				1,558	
140	X	INTEL CORP	458140100			10/29/2010		11/22/2011	23,241	20,511				2,730	
141	X	INTERNATIONAL BUSINESS M	459200101			9/20/2010		1/4/2011	3,993	3,545				448	
142	X	INTERNATIONAL BUSINESS M	459200101			9/10/2010		1/4/2011	7,839	6,793				1,046	
143	X	MORGAN STANLEY	617446448			5/8/2009		6/20/2011	874	985				-111	
144	X	MORGAN STANLEY	617446448			5/8/2009		6/20/2011	5,376	6,315				-939	
145	X	MORGAN STANLEY	617446448			5/14/2010		6/20/2011	8,736	10,612				-1,876	
146	X	NEWFIELD EXPL CO	651290108			6/21/2011		7/14/2011	685	656				29	
147	X	NEWFIELD EXPL CO	651290108			7/20/2011		10/6/2011	9,843	17,229				-7,386	
148	X	NEWFIELD EXPL CO	651290108			7/20/2011		12/21/2011	4,067	7,896				-3,829	
149	X	NEWFIELD EXPL CO	651290108			6/21/2011		12/21/2011	4,067	7,217				-3,150	
150	X	NEWFIELD EXPL CO	651290108			6/21/2011		12/22/2011	19,062	33,462				-14,400	
151	X	OCCIDENTAL PETROLEUM CO	674599105			4/23/2009		1/4/2011	4,808	2,777				2,031	
152	X	OCCIDENTAL PETROLEUM CO	674599105			4/23/2009		3/24/2011	13,606	7,552				6,054	
153	X	OCCIDENTAL PETROLEUM CO	674599105			4/23/2009		5/23/2011	3,861	2,166				1,695	

Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

Index	Check "X" if Sale of Security	Description	CUSIP #	Amount		Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Totals		Net Gain or Loss
				Long Term CG Distributions	Short Term CG Distributions						Gross Sales	Cost, Other Basis and Expenses	
154	X	OCCIDENTAL PETROLEUM CO	674599105	42,449	0					6/21/2011	30,347	16,382	13,965
155	X	OCCIDENTAL PETROLEUM CO	674599105							6/21/2011	10,287	5,348	4,939
156	X	PNC FINANCIAL SERVICES G	693475105							1/4/2011	4,847	5,338	-491
157	X	PNC FINANCIAL SERVICES G	693475105							5/23/2011	3,676	4,004	-328
158	X	PNC FINANCIAL SERVICES G	693475105							7/14/2011	1,744	2,002	-258
159	X	PNC FINANCIAL SERVICES G	693475105							10/6/2011	13,627	19,352	-5,725
160	X	DREYFUS MIDCAP INDEX	712223106							1/4/2011	8,939	8,965	-26
161	X	DREYFUS MIDCAP INDEX	712223106							1/4/2011	23,061	20,223	2,838
162	X	DREYFUS MIDCAP INDEX FUJ	712223106							5/23/2011	158	158	0
163	X	DREYFUS MIDCAP INDEX FUJ	712223106							5/23/2011	187,842	153,889	33,953
164	X	PEPSICO INC	713448108							1/4/2011	7,198	6,606	592
165	X	PEPSICO INC	713448108							3/1/2011	21,601	20,420	1,181
166	X	PEPSICO INC	713448108							5/23/2011	5,682	4,805	877
167	X	PEPSICO INC	713448108							7/14/2011	1,376	1,201	175
168	X	PEPSICO INC	713448108							10/6/2011	11,389	11,411	-22
169	X	PFIZER INC	717081103							1/4/2011	9,267	9,220	47
170	X	PFIZER INC	717081103							5/23/2011	10,075	8,624	1,451
171	X	PFIZER INC	717081103							7/14/2011	1,997	1,760	237
172	X	PFIZER INC	717081103							10/6/2011	20,667	20,240	427
173	X	PFIZER INC	717081103							10/6/2011	719	588	131
174	X	PHILIP MORRIS INTERNAT-W	718172109							1/4/2011	7,059	5,388	1,671
175	X	PHILIP MORRIS INTERNAT-W	718172109							5/13/2011	42,017	27,390	14,627
176	X	PHILIP MORRIS INTERNAT-W	718172109							5/23/2011	4,139	2,694	1,445
177	X	PHILIP MORRIS INTERNAT-W	718172109							7/14/2011	666	449	217
178	X	PHILIP MORRIS INTERNAT-W	718172109							10/6/2011	10,120	7,184	2,936
179	X	PLAINS EXPLORATION & PR-	726505100							1/4/2011	5,149	3,987	1,162
180	X	PLAINS EXPLORATION & PR-	726505100							5/14/2011	14,148	9,470	4,678
181	X	PLAINS EXPLORATION & PR-	726505100							2/11/2011	4,032	2,990	1,042
182	X	PLAINS EXPLORATION & PR-	726505100							7/14/2011	759	498	261
183	X	PLAINS EXPLORATION & PR-	726505100							10/6/2011	7,041	7,476	-435
184	X	T ROWE PRICE HIGH YIELD F	741481105							7/19/2011	150,000	149,781	219
185	X	PROCTER & GAMBLE CO	742718109							1/4/2011	4,530	4,145	385
186	X	PROCTER & GAMBLE CO	742718109							5/23/2011	8,041	8,041	0
187	X	PROCTER & GAMBLE CO	742718109							7/14/2011	1,934	2,010	-76
188	X	PROCTER & GAMBLE CO	742718109							10/6/2011	25,240	26,804	-1,564
189	X	QEP RESOURCES INC	74733V100							1/4/2011	4,741	4,187	554
190	X	QEP RESOURCES INC	74733V100							5/23/2011	5,393	4,187	1,206
191	X	QEP RESOURCES INC	74733V100							7/14/2011	1,223	966	257
192	X	QEP RESOURCES INC	74733V100							10/6/2011	8,684	9,984	-1,300
193	X	QUESTAR CORP	748356102							1/4/2011	5,756	5,139	617
194	X	QUESTAR CORP	748356102							1/24/2011	3,563	3,115	448
195	X	INTERNATIONAL BUSINESS M	459200101							9/10/2010	17,008	12,818	4,190
196	X	INTERNATIONAL BUSINESS M	459200101							5/23/2011	11,112	8,460	2,652
197	X	INTERNATIONAL BUSINESS M	459200101							7/14/2011	2,269	1,666	603
198	X	INTERNATIONAL BUSINESS M	459200101							10/6/2011	10,442	9,802	640
199	X	INTERNATIONAL BUSINESS M	459200101							10/6/2011	20,883	15,125	5,758
200	X	INTERNATIONAL GAME TECH	459902102							1/4/2011	4,996	5,916	-920
201	X	INTERNATIONAL GAME TECH	459902102							5/23/2011	4,613	5,494	-881
202	X	INTERNATIONAL GAME TECH	459902102							7/5/2011	23,337	27,892	-4,555
203	X	INTERNATIONAL GAME TECH	459902102							7/6/2011	23,766	28,314	-4,548
204	X	ISHARES BARCLAYS TIPS BO	464287176							1/4/2011	284,398	280,684	3,714

Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

Index	Check "X" if Sale of Security	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Totals		Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Net Gain or Loss																																																																									
									Gross Sales	Cost, Other Basis and Expenses																																																																													
<table border="0" style="width:100%; border-collapse: collapse;"> <tr> <td style="width:10%;"></td> <td style="width:10%;"></td> <td style="width:10%;"></td> <td style="width:10%;"></td> <td style="width:10%;"></td> <td style="width:10%;"></td> <td style="width:10%;"></td> <td style="width:10%;"></td> <td style="width:10%;"></td> <td style="width:10%;"></td> <td style="width:10%;"></td> <td style="width:10%;"></td> <td style="width:10%;"></td> <td style="width:10%;"></td> <td style="width:10%;"></td> </tr> <tr> <td colspan="9"></td> <td style="text-align: right;">Amount</td> <td style="text-align: right;">42,449</td> <td colspan="4"></td> </tr> <tr> <td colspan="9"></td> <td colspan="2">Long Term CG Distributions</td> <td colspan="4"></td> </tr> <tr> <td colspan="9"></td> <td colspan="2">Short Term CG Distributions</td> <td colspan="4"></td> </tr> <tr> <td colspan="9"></td> <td style="text-align: right;">0</td> <td colspan="4"></td> </tr> </table>																																						Amount	42,449														Long Term CG Distributions															Short Term CG Distributions															0				
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									0																																																																														
205	X	ISHARES BARCLAYS TIPS BO	464287176			8/20/2008		7/19/2011	222,717	210,248			12,469																																																																										
206	X	ISHARES MSCI EMERGING MI	464287234			3/21/2006		5/23/2011	71,302	50,736			20,566																																																																										
207	X	ISHARES RUSSELL MIDCAP II	464287499			3/21/2006		1/4/2011	76,747	70,831			5,916																																																																										
208	X	ISHARES RUSSELL MIDCAP II	464287499			3/21/2006		5/23/2011	136,200	118,052			18,148																																																																										
209	X	ISHARES RUSSELL 2000 INDE	464287655			3/21/2006		5/23/2011	222,063	202,646			19,417																																																																										
210	X	JPMORGAN CHASE & CO	46625H100			3/17/2006		1/4/2011	10,148	9,538			610																																																																										
211	X	JPMORGAN CHASE & CO	46625H100			2/11/2011		5/23/2011	12,375	13,547			-1,172																																																																										
212	X	JP MORGAN CHASE & CO	46625H100			2/11/2011		7/14/2011	2,473	2,803			-330																																																																										
213	X	JP MORGAN CHASE & CO	46625H100			2/11/2011		10/6/2011	13,487	20,555			-7,068																																																																										
214	X	JP MORGAN CHASE & CO	46625H100			3/17/2006		10/6/2011	8,276	11,197			-2,921																																																																										
215	X	JP MORGAN CHASE & CO	46625H100			3/17/2006		11/8/2011	18,132	21,979			-3,847																																																																										
216	X	JP MORGAN CHASE & CO	46625H100			2/6/2009		11/8/2011	6,158	4,921			1,237																																																																										
217	X	JOHNSON & JOHNSON	478160104			9/30/2011		10/6/2011	15,618	15,990			-372																																																																										
218	X	JOHNSON CTLS INC	478366107			5/14/2010		1/4/2011	9,124	7,227			1,897																																																																										
219	X	JOHNSON CONTROLS INC	478366107			5/14/2010		5/23/2011	8,745	7,227			1,518																																																																										
220	X	JOHNSON CONTROLS INC	478366107			5/14/2010		7/14/2011	1,652	1,257			395																																																																										
221	X	JOHNSON CONTROLS INC	478366107			5/14/2010		10/6/2011	15,072	16,967			-1,895																																																																										
222	X	JUNIPER NETWORKS INC	48203R104			10/20/2010		1/4/2011	7,414	6,244			1,170																																																																										
223	X	JUNIPER NETWORKS INC	48203R104			10/20/2010		2/7/2011	2,802	2,185			617																																																																										
224	X	JUNIPER NETWORKS INC	48203R104			5/25/2010		2/7/2011	24,419	15,821			8,598																																																																										
225	X	JUNIPER NETWORKS INC	48203R104			5/25/2010		5/23/2011	4,915	3,372			1,543																																																																										
226	X	JUNIPER NETWORKS INC	48203R104			5/25/2010		6/10/2011	42,207	35,273			6,934																																																																										
227	X	KRAFT FOODS INC CL A	50075N104			5/14/2010		1/4/2011	7,599	7,274			325																																																																										
228	X	KRAFT FOODS INC CL A	50075N104			5/14/2010		5/23/2011	8,046	6,971			1,075																																																																										
229	X	KRAFT FOODS INC CL A	50075N104			5/14/2010		7/14/2011	1,412	1,212			200																																																																										
230	X	KRAFT FOODS INC CL A	50075N104			5/14/2010		10/6/2011	18,374	16,974			1,400																																																																										
231	X	LAS VEGAS SANDS CORP	517834107			7/5/2011		7/14/2011	1,333	1,322			11																																																																										
232	X	LAS VEGAS SANDS CORP	517834107			8/9/2011		10/6/2011	13,274	14,103			-829																																																																										
233	X	MEAD JOHNSON NUTRITION	582839106			2/7/2007		10/6/2011	4,834	4,670			164																																																																										
234	X	MERCK & CO INC	58933Y105			2/7/2007		1/4/2011	4,701	3,208			1,493																																																																										
235	X	MERCK & CO INC	58933Y105			2/7/2007		2/15/2011	44,369	33,536			10,833																																																																										
236	X	METLIFE INC	59156R108			8/12/2011		10/6/2011	10,727	12,545			-1,818																																																																										
237	X	MICROSOFT CORPORATION	594918104			3/17/2006		1/4/2011	4,772	4,690			82																																																																										
238	X	MICROSOFT CORPORATION	594918104			3/17/2006		4/1/2011	37,370	40,557			-3,187																																																																										
239	X	MICROSOFT CORPORATION	594918104			3/17/2006		4/1/2011	7,118	7,677			-559																																																																										
240	X	MICROSOFT CORPORATION	594918104			9/13/2006		4/1/2011	483	493			-10																																																																										
241	X	MORGAN STANLEY	617446448			5/21/2009		1/4/2011	6,516	6,469			47																																																																										
242	X	MORGAN STANLEY	617446448			5/21/2009		5/23/2011	477	563			-86																																																																										
243	X	MORGAN STANLEY	617446448			5/14/2010		5/23/2011	4,768	5,442			-674																																																																										
244	X	MORGAN STANLEY	617446448			5/17/2009		6/20/2011	19,713	23,705			-3,992																																																																										
245	X	MORGAN STANLEY	617446448			5/7/2009		6/20/2011	12,993	15,549			-2,556																																																																										
246	X	MORGAN STANLEY	617446448			5/8/2009		6/20/2011	2,935	3,280			-345																																																																										
247	X	COSTCO WHSL CORP NEW	22160K105			5/14/2010		1/4/2011	5,057	4,030			1,027																																																																										
248	X	CITIGROUP INC	172967424			3/24/2011		5/23/2011	10,460	11,565			-1,105																																																																										
249	X	CITIGROUP INC	172967424			3/24/2011		7/14/2011	1,986	2,224			-238																																																																										
250	X	CITIGROUP INC	172967424			8/5/2010		10/6/2011	3,462	5,768			-2,306																																																																										
251	X	COSTCO WHSL CORP NEW	22160K105			5/14/2010		5/23/2011	5,797	4,030			1,767																																																																										
252	X	COSTCO WHSL CORP NEW	22160K105			3/24/2011		7/14/2011	808	576			232																																																																										
253	X	CITIGROUP INC	172967424			3/24/2011		10/6/2011	7,444	13,388			-5,944																																																																										
254	X	COSTCO WHSL CORP NEW	22160K105			5/14/2010		10/6/2011	13,571	9,787			3,784																																																																										
255	X	DEERE & CO	244199105			5/14/2010		1/4/2011	6,607	4,756			1,851																																																																										

Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

Index	Check "X" if Sale of Security	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Totals		Expense of Sale and Cost of Improvements	Net Gain or Loss
									Gross Sales Price	Cost or Other Basis		
									8,985,109	4,307	8,583,465	4,307
									4,307	0	0	4,307
256	X	DEERE & CO	244199105			5/14/2010		5/23/2011	6,657	4,756		1,901
257	X	DEERE & CO	244199105			5/14/2010		7/14/2011	820	594		226
258	X	DEERE & CO	244199105			5/14/2010		10/6/2011	11,886	10,701		1,185
259	X	CITIGROUP INC	172967424			5/14/2010		10/6/2011	4,427	7,250		-2,823
260	X	COCA - COLA CO	191216100			10/26/2010		1/4/2011	7,056	6,746		310
261	X	COCA - COLA CO	191216100			3/1/2011		5/23/2011	8,769	8,478		291
262	X	WALT DISNEY CO/THE	254667106			5/14/2010		7/14/2011	8,534	7,649		885
263	X	COCA - COLA CO	191216100			3/1/2011		7/14/2011	2,041	1,956		85
264	X	COCA - COLA CO	191216100			3/1/2011		10/6/2011	11,200	11,086		114
265	X	WALT DISNEY CO/THE	254667106			5/14/2010		5/23/2011	9,483	7,997		1,486
266	X	WALT DISNEY CO/THE	254667106			5/14/2010		7/14/2011	1,584	1,391		193
267	X	WALT DISNEY CO/THE	254667106			5/14/2010		10/6/2011	16,558	18,428		-1,870
268	X	DOVER CORP	260003108			7/27/2011		10/6/2011	12,701	16,134		-3,433
269	X	DREYFUS DIVERSIFIED INTL-	261986632			1/9/2010		1/4/2011	75,431	75,000		431
270	X	DREYFUS DIVERSIFIED INTL-	261986632			5/18/2010		1/4/2011	189,569	159,599		29,970
271	X	DREYFUS DIVERSIFIED INTL-	261986632			5/23/2011		10/6/2011	159,179	190,000		-30,821
272	X	DREYFUS DIVERSIFIED INTL-	261986632			5/18/2010		10/6/2011	34,821	35,059		-238
273	X	DREYFUS OPPORTUNISTIC S	26200C403			12/14/2010		5/23/2011	7,894	7,581		313
274	X	COCA - COLA CO	191216100			10/26/2010		10/6/2011	11,200	10,426		774
275	X	DREYFUS SMALL CAP STOCK	26200Q204			3/30/2011		5/23/2011	25	25		0
276	X	DREYFUS SMALL CAP STOCK	26200Q204			8/20/2008		5/23/2011	188,975	183,342		5,633
277	X	DUKE ENERGY CORP	26441C105			9/28/2011		10/6/2011	10,125	10,457		-332
278	X	E M C CORP MASS	268648102			4/1/2011		5/23/2011	8,214	8,051		163
279	X	E M C CORP MASS	268648102			4/1/2011		7/14/2011	1,625	1,610		15
280	X	E M C CORP MASS	268648102			7/19/2011		10/6/2011	9,743	12,290		-2,547
281	X	E M C CORP MASS	268648102			4/1/2011		10/6/2011	8,444	10,467		-2,023
282	X	EATON CORP	278058102			5/14/2010		1/4/2011	6,675	4,916		1,759
283	X	EATON CORP	278058102			5/14/2010		5/23/2011	5,488	4,160		1,328
284	X	EATON CORP	278058102			5/14/2010		7/14/2011	1,569	1,134		435
285	X	EATON CORP	278058102			5/14/2010		10/6/2011	10,150	10,210		60
286	X	EMERSON ELECTRIC CO	291011104			5/14/2010		1/4/2011	7,341	6,497		844
287	X	EMERSON ELECTRIC CO	291011104			5/14/2010		5/23/2011	7,027	6,497		530
288	X	EMERSON ELECTRIC CO	291011104			5/14/2010		7/14/2011	1,121	1,000		121
289	X	EMERSON ELECTRIC CO	291011104			5/14/2010		7/27/2011	63,447	62,975		472
290	X	EXXON MOBIL CORP	30231G102			6/18/2010		1/4/2011	19,474	16,438		3,036
291	X	EXXON MOBIL CORP	30231G102			6/18/2010		5/9/2011	6,648	5,058		1,590
292	X	EXXON MOBIL CORP	30231G102			7/22/2003		5/9/2011	25,762	11,030		14,732
293	X	EXXON MOBIL CORP	30231G102			7/22/2003		5/23/2011	16,962	7,472		9,490
294	X	EXXON MOBIL CORP	30231G102			7/22/2003		7/14/2011	3,319	1,423		1,896
295	X	EXXON MOBIL CORP	30231G102			7/22/2003		10/6/2011	36,640	17,790		18,850
296	X	EXXON MOBIL CORP	30231G102			7/22/2003		10/26/2011	28,799	12,809		15,990
297	X	FREEMONT MCMORAN COPP	35671D857			5/14/2010		1/4/2011	5,997	3,584		2,413
298	X	FREEMONT MCMORAN COPP	35671D857			5/14/2010		5/23/2011	4,746	3,514		1,232
299	X	FREEMONT MCMORAN COPP	35671D857			5/14/2010		7/14/2011	1,105	703		402
300	X	FREEMONT MCMORAN COPP	35671D857			5/14/2010		10/6/2011	8,041	8,082		-41
301	X	QUESTAR CORP	748356102			7/2/2010		1/24/2011	14,074	12,062		2,012
302	X	QUESTAR CORP	748356102			7/2/2010		1/25/2011	20,512	17,863		2,649
303	X	QUESTAR CORP	748356102			7/2/2010		1/26/2011	3,673	3,206		467
304	X	SCHLUMBERGER LTD	806857108			5/14/2010		2/3/2011	12,398	9,327		3,071
305	X	QUESTAR CORP	748356102			7/2/2010		1/27/2011	3,668	3,206		462
306	X	SCHLUMBERGER LTD	806857108			5/14/2010		5/23/2011	4,929	3,997		932

Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

Index	Check "X" if Sale of Security	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Totals		Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Net Gain or Loss		
									Gross Sales Price	Cost or Other Basis						
									Securities				401,644			
									Other sales				4,307		4,307	
									Amount		42,449		0			
									Long Term CG Distributions							
									Short Term CG Distributions							
307	X	SCHLUMBERGER LTD	806857108			5/14/2010		7/14/2011	871	666				205		
308	X	SCHLUMBERGER LTD	806857108			5/14/2010		10/6/2011	9,396	9,993				-597		
309	X	QUESTAR CORP	748356102			7/2/2010		1/26/2011	1,818	1,588				230		
310	X	SEMPRA ENERGY	816885109			5/14/2010		1/4/2011	5,788	5,213				575		
311	X	SEMPRA ENERGY	816885109			5/14/2010		5/23/2011	6,024	5,213				811		
312	X	SEMPRA ENERGY	816885109			5/14/2010		7/14/2011	1,042	948				94		
313	X	SEMPRA ENERGY	816885109			5/14/2010		10/6/2011	12,987	12,321				666		
314	X	SHIRE PLC	82481R106			3/14/2011		5/23/2011	5,461	5,226				235		
315	X	QUESTAR CORP	748356102			7/2/2010		1/31/2011	12,301	10,779				1,522		
316	X	RIVERBED TECHNOLOGY INC	768573107			2/7/2011		5/23/2011	4,534	4,614				-80		
317	X	RIVERBED TECHNOLOGY INC	768573107			2/7/2011		7/14/2011	1,199	1,153				46		
318	X	RIVERBED TECHNOLOGY INC	768573107			2/7/2011		8/11/2011	32,201	50,752				-18,551		
319	X	SHIRE PLC	82481R106			3/14/2011		7/14/2011	1,000	871				129		
320	X	SHIRE PLC	82481R106			3/14/2011		10/6/2011	12,648	12,193				455		
321	X	ROVI CORP	779376102			10/19/2010		1/4/2011	7,032	5,398				1,634		
322	X	SHIRE PLC	82481R106			3/11/2011		10/6/2011	1,807	1,732				75		
323	X	ROVI CORP	779376102			10/19/2010		5/23/2011	5,799	4,907				892		
324	X	SHIRE PLC	82481R106			3/11/2011		12/15/2011	9,849	8,661				1,188		
325	X	SOUTHWESTERN ENERGY C	845467109			5/14/2010		1/4/2011	6,368	6,706				-338		
326	X	SOUTHWESTERN ENERGY C	845467109			5/14/2010		5/23/2011	6,404	5,918				486		
327	X	ROVI CORP	779376102			10/19/2010		7/14/2011	1,104	981				123		
328	X	ROVI CORP	779376102			7/19/2011		10/6/2011	9,091	11,960				-2,869		
329	X	SOUTHWESTERN ENERGY C	845467109			5/14/2010		7/14/2011	1,309	1,184				125		
330	X	ROVI CORP	779376102			10/19/2010		10/6/2011	3,896	4,416				-520		
331	X	SALESFORCE COM INC	79466L302			6/22/2010		1/4/2011	7,858	5,454				2,404		
332	X	SALESFORCE COM INC	79466L302			6/22/2010		5/23/2011	7,883	5,078				2,805		
333	X	SOUTHWESTERN ENERGY C	845467109			5/14/2010		7/20/2011	24,720	20,514				4,206		
334	X	SOUTHWESTERN ENERGY C	845467109			5/14/2010		9/28/2011	10,586	11,835				-1,249		
335	X	SALESFORCE COM INC	79466L302			6/22/2010		7/14/2011	1,678	1,034				644		
336	X	SALESFORCE COM INC	79466L302			6/22/2010		10/6/2011	15,821	12,695				3,126		
337	X	SOUTHWESTERN ENERGY C	845467109			9/22/2010		9/28/2011	25,759	23,510				2,249		
338	X	STATE STREET CORP	857477103			5/14/2010		1/4/2011	5,607	5,012				595		
339	X	SCHLUMBERGER LTD	806857108			5/14/2010		1/4/2011	6,528	5,330				1,198		
340	X	AGILENT TECHNOLOGIES INC	00846U101			12/9/2010		1/4/2011	6,212	5,690				522		
341	X	AGILENT TECHNOLOGIES INC	00846U101			12/9/2010		3/11/2011	12,337	10,622				1,715		
342	X	AGILENT TECHNOLOGIES INC	00846U101			12/8/2010		3/11/2011	3,965	3,368				577		
343	X	AGILENT TECHNOLOGIES INC	00846U101			12/8/2010		5/23/2011	5,913	4,517				1,396		
344	X	AGILENT TECHNOLOGIES INC	00846U101			12/8/2010		7/14/2011	963	753				210		
345	X	AGILENT TECHNOLOGIES INC	00846U101			12/8/2010		10/6/2011	8,955	10,540				-1,585		
346	X	AIR PRODS & CHEMS INC	009158106			5/14/2010		1/4/2011	7,138	5,665				1,473		
347	X	AIR PRODS & CHEMS INC	009158106			5/14/2010		5/23/2011	7,248	5,665				1,583		
348	X	AIR PRODS & CHEMS INC	009158106			5/14/2010		7/14/2011	1,902	1,416				486		
349	X	AIR PRODS & CHEMS INC	009158106			5/14/2010		10/6/2011	14,204	12,746				1,458		
350	X	ALLSTATE CORP	020002101			2/3/2011		5/23/2011	6,000	5,943				57		
351	X	ALLSTATE CORP	020002101			2/3/2011		7/14/2011	1,498	1,564				-66		
352	X	ALLSTATE CORP	020002101			2/3/2011		8/12/2011	10,671	13,138				-2,467		
353	X	ALLSTATE CORP	020002101			2/3/2011		10/6/2011	4,079	5,318				-1,239		
354	X	ALLSTATE CORP	020002101			1/11/2011		10/6/2011	7,437	9,667				-2,250		
355	X	ALLSTATE CORP	020002101			1/11/2011		1/8/2011	38,334	45,311				-6,977		
356	X	AMAZON COM INC	023135106			6/1/2011		7/14/2011	1,283	1,176				107		
357	X	AMAZON COM INC	023135106			6/1/2011		10/6/2011	17,396	15,482				1,914		

Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

Index	Check "X" if Sale of Security	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Totals		Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Net Gain or Loss
									Gross Sales Price	Cost or Other Basis				
		Long Term CG Distributions	Amount					Securities						
		Short Term CG Distributions	42,449					Other sales						
358	X	AMERICAN EXPRESS CO	025816109			5/14/2010		1/4/2011	6,597	6,320			277	
359	X	AMERICAN EXPRESS CO	025816109			5/14/2010		5/23/2011	7,149	5,898			1,251	
360	X	AMGEN INC	031162100			8/12/2010		1/4/2011	4,567	4,378			189	
361	X	AMGEN INC	031162100			8/12/2010		3/11/2011	45,106	45,964			-858	
362	X	STATE STREET CORP	857477103			5/14/2010		5/23/2011	5,044	4,595			449	
363	X	STATE STREET CORP	857477103			5/14/2010		7/14/2011	1,347	1,253			94	
364	X	STATE STREET CORP	857477103			5/14/2010		10/6/2011	14,239	18,379			-4,140	
365	X	DREYFUS PRE STRAT INTER	86271F768			11/9/2010		5/23/2011	257,195	250,000			7,195	
366	X	DREYFUS PRE STRAT INTER	86271F768			12/31/2010		5/23/2011	7,508	7,378			130	
367	X	DREYFUS PRE STRAT INTER	86271F768			8/20/2008		5/23/2011	217,297	181,912			35,385	
368	X	TAIWAN SEMICONDUCTOR M	874039100			10/13/2010		1/4/2011	6,121	5,129			992	
369	X	TAIWAN SEMICONDUCTOR M	874039100			10/13/2010		5/5/2011	17,400	13,398			4,002	
370	X	TAIWAN SEMICONDUCTOR M	874039100			10/13/2010		5/23/2011	4,461	3,559			902	
371	X	TAIWAN SEMICONDUCTOR M	874039100			10/13/2010		7/14/2011	869	733			136	
372	X	TAIWAN SEMICONDUCTOR M	874039100			10/13/2010		7/15/2011	17,589	15,177			2,412	
373	X	TAIWAN SEMICONDUCTOR M	874039100			10/13/2010		7/19/2011	24,473	21,038			3,435	
374	X	TARGET CORP	87612E106			6/25/2009		1/4/2011	5,998	4,030			1,968	
375	X	TARGET CORP	87612E106			2/25/2011		5/23/2011	6,447	6,824			-377	
376	X	TARGET CORP	87612E106			6/25/2009		6/11/2011	57,215	47,148			10,067	
377	X	TARGET CORP	87612E106			2/25/2011		6/1/2011	6,357	6,824			-467	
378	X	TERADATA CORPORATION	88076W103			7/15/2010		1/4/2011	4,188	3,181			1,007	
379	X	TERADATA CORPORATION	88076W103			7/15/2010		1/4/2011	1,675	1,263			412	
380	X	TERADATA CORPORATION	88076W103			4/19/2011		5/2/2011	22,773	20,860			1,913	
381	X	TERADATA CORPORATION	88076W103			4/19/2011		5/23/2011	540	509			31	
382	X	TERADATA CORPORATION	88076W103			7/16/2010		5/23/2011	6,483	3,789			2,694	
383	X	TERADATA CORPORATION	88076W103			7/16/2010		7/14/2011	1,762	947			815	
384	X	TERADATA CORPORATION	88076W103			8/19/2011		10/6/2011	14,262	11,946			2,316	
385	X	TERADATA CORPORATION	88076W103			7/16/2010		10/6/2011	6,867	4,105			2,762	
386	X	US BANCORP	902973304			5/14/2010		1/4/2011	5,863	5,755			108	
387	X	US BANCORP	902973304			5/14/2010		5/23/2011	5,737	6,017			-280	
388	X	US BANCORP	902973304			5/14/2010		7/14/2011	1,007	1,046			-39	
389	X	US BANCORP	902973304			5/14/2010		10/6/2011	12,355	13,865			-1,510	
390	X	UNION PAC CORP	907818108			5/14/2010		1/4/2011	7,429	6,003			1,426	
391	X	UNION PAC CORP	907818108			5/14/2010		5/23/2011	7,719	5,703			2,016	
392	X	UNION PAC CORP	907818108			5/14/2010		7/14/2011	1,537	1,126			411	
393	X	UNION PAC CORP	907818108			5/14/2010		9/28/2011	19,374	17,259			2,115	
394	X	UNION PAC CORP	907818108			5/14/2010		10/6/2011	10,346	9,005			1,341	
395	X	UNITED TECHNOLOGIES COR	913017109			5/14/2010		1/4/2011	7,909	7,252			657	
396	X	UNITED TECHNOLOGIES COR	913017109			5/14/2010		5/23/2011	7,759	6,527			1,232	
397	X	UNITED TECHNOLOGIES COR	913017109			5/14/2010		7/14/2011	1,763	1,450			313	
398	X	UNITED TECHNOLOGIES COR	913017109			5/14/2010		10/6/2011	15,347	15,954			-607	
399	X	VALERO ENERGY CORP NEW	91913Y100			12/21/2010		1/4/2011	6,752	6,458			294	
400	X	VALERO ENERGY CORP NEW	91913Y100			12/21/2010		5/23/2011	7,499	6,458			1,041	
401	X	VALERO ENERGY CORP NEW	91913Y100			12/21/2010		7/14/2011	1,546	1,336			210	
402	X	VALERO ENERGY CORP NEW	91913Y100			12/21/2010		10/6/2011	7,067	8,017			-950	
403	X	VALERO ENERGY CORP NEW	91913Y100			10/22/2007		10/6/2011	6,282	6,563			-281	
404	X	VANGUARD EMERGING MAR	922042858			10/22/2007		1/4/2011	72,781	79,424			-6,643	
405	X	VANGUARD MSCI EMERGING	922042858			10/22/2007		5/23/2011	166,631	189,294			-22,663	
406	X	VERIZON COMMUNICATIONS	92343V104			5/14/2010		1/4/2011	3,325	2,409			916	
407	X	VERIZON COMMUNICATIONS	92343V104			5/14/2010		5/23/2011	3,685	2,677			1,008	
408	X	VERIZON COMMUNICATIONS	92343V104			5/14/2010		7/14/2011	740	535			205	

Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

Index	Check "X" if Sale of Security	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Net Gain or Loss	Totals	
															Gross Sales	Cost, Other Basis and Expenses
														8,985,109	401,644	
														4,307	0	
														8,980,799	401,644	
														4,307	0	
409	X	VERIZON COMMUNICATIONS	92343V104			9/27/2011		10/6/2011	10,725	11,137				-412		
410	X	WAL MART STORES INC	931142103			5/14/2010		1/4/2011	3,830	3,683				147		
411	X	WAL MART STORES INC	931142103			5/14/2010		1/11/2011	40,569	39,465				1,104		
412	X	WALGREEN CO	931422109			1/11/2011		5/23/2011	7,563	7,049				514		
413	X	WALGREEN CO	931422109			1/11/2011		7/14/2011	1,280	1,244				36		
414	X	WALGREEN CO	931422109			1/11/2011		10/6/2011	13,383	17,001				-3,618		
415	X	WALGREEN CO	931422109			1/11/2011		10/28/2011	23,313	28,611				-5,298		
416	X	WALGREEN CO	931422109			3/23/2011		10/28/2011	18,583	21,660				-3,077		
417	X	WATSON PHARMACEUTICALS	942683103			11/11/2010		1/4/2011	6,129	6,002				127		
418	X	WATSON PHARMACEUTICALS	942683103			11/11/2010		5/20/2011	9,329	7,503				1,826		
419	X	WATSON PHARMACEUTICALS	942683103			10/18/2010		5/20/2011	6,842	5,212				1,630		
420	X	WATSON PHARMACEUTICALS	942683103			10/18/2010		5/23/2011	5,561	4,264				1,297		
421	X	WATSON PHARMACEUTICALS	942683103			10/18/2010		7/14/2011	1,392	948				444		
422	X	WATSON PHARMACEUTICALS	942683103			10/18/2010		9/30/2011	11,862	8,529				3,333		
423	X	WATSON PHARMACEUTICALS	942683103			10/18/2010		10/6/2011	8,535	8,875				-340		
424	X	WELLS FARGO & COMPANY	949746101			5/14/2010		1/4/2011	1,930	2,301				-371		
425	X	WELLS FARGO & COMPANY	949746101			5/14/2010		5/23/2011	4,687	5,543				-856		
426	X	WELLS FARGO & COMPANY	949746101			3/17/2006		7/14/2011	1,384	1,630				-246		
427	X	WELLS FARGO & COMPANY	949746101			3/17/2006		10/6/2011	14,641	19,563				-4,922		
428	X	WELLS FARGO & COMPANY	949746101			5/14/2010		1/4/2011	5,772	4,949				823		
429	X	YUM! BRANDS INC	988498101			5/14/2010		1/4/2011	13,955	11,547				2,408		
430	X	YUM! BRANDS INC	988498101			5/14/2010		2/25/2011	5,593	4,124				1,469		
431	X	YUM! BRANDS INC	988498101			5/14/2010		5/23/2011	1,140	825				315		
432	X	YUM! BRANDS INC	988498101			5/14/2010		10/6/2011	10,626	9,073				1,553		
433	X	YUM! BRANDS INC	988498101			7/7/2010		1/4/2011	5,961	6,113				-152		
434	X	ZIMMER HOLDINGS INC	98956P102			7/7/2010		5/23/2011	6,710	5,557				1,153		
435	X	ZIMMER HOLDINGS INC	98956P102			7/7/2010		7/14/2011	1,917	1,667				250		
436	X	ZIMMER HOLDINGS INC	98956P102			7/7/2010		9/30/2011	32,014	32,787				-773		
437	X	ZIMMER HOLDINGS INC	98956P102			10/26/2010		9/30/2011	24,960	23,835				1,125		
438	X	ZIMMER HOLDINGS INC	98956P102			5/14/2010		9/30/2011	6,283	5,249				1,034		
439	X	ACCENTURE PLC-CL A	G1151C101			5/14/2010		1/4/2011	13,692	10,499				3,193		
440	X	ACCENTURE PLC-CL A	G1151C101			5/14/2010		2/7/2011	6,214	4,442				1,772		
441	X	ACCENTURE PLC-CL A	G1151C101			5/14/2010		5/23/2011	6,214	4,442				1,772		
442	X	ACCENTURE PLC-CL A	G1151C101			5/14/2010		6/28/2011	14,977	10,095				4,882		
443	X	ACCENTURE PLC-CL A	G1151C101			5/14/2010		7/14/2011	1,211	808				403		
444	X	ACCENTURE PLC-CL A	G1151C101			5/14/2010		10/6/2011	10,914	8,076				2,838		
445	X	COVIDIEN PLC	G2554F105			10/26/2010		1/4/2011	7,055	6,059				996		
446	X	COVIDIEN PLC	G2554F105			10/26/2010		2/15/2011	6,055	4,847				1,208		
447	X	COVIDIEN PLC	G2554F105			7/21/2010		2/15/2011	5,551	4,331				1,220		
448	X	COVIDIEN PLC	G2554F113			7/21/2010		5/23/2011	6,100	4,331				1,769		
449	X	COVIDIEN PLC	G2554F113			7/21/2010		7/14/2011	1,589	1,181				408		
450	X	COVIDIEN PLC	G2554F113			7/21/2010		10/6/2011	11,740	10,630				1,110		
451	X	INVECO LTD	G491BT108			5/14/2010		1/4/2011	7,568	6,896				672		
452	X	INVECO LTD	G491BT108			5/14/2010		5/23/2011	7,059	6,264				795		
453	X	INVECO LTD	G491BT108			5/14/2010		7/14/2011	1,364	1,296				68		
454	X	INVECO LTD	G491BT108			5/14/2010		10/6/2011	11,716	15,552				-3,836		
455	X	ACE LTD	H0023R105			5/14/2010		1/4/2011	4,966	4,270				696		
456	X	ACE LTD	H0023R105			5/14/2010		1/11/2011	55,350	48,567				6,783		
457	X	NXP SEMICONDUCTORS N V	N6596X109			5/2/2011		5/23/2011	6,384	7,618				-1,234		
458	X	NXP SEMICONDUCTORS N V	N6596X109			5/2/2011		7/14/2011	228	331				-103		
459	X	NXP SEMICONDUCTORS N V	N6596X109			5/3/2011		7/14/2011	1,141	1,620				-479		

Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

Index	Check "X" if Sale of Security	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales		Valuation Method	Cost, Other Basis and Expenses	Net Gain or Loss
									Price	Cost or Other Basis			
		Long Term CG Distributions	42,449						8,985,109		8,583,465	401,644	
		Short Term CG Distributions	0						4,307		0	4,307	
460	X	NXP SEMICONDUCTORS N.V.	N6596X109			5/3/2011		10/6/2011	10,188	22,033			
461		DISALLOWED LOSS DUE TO V							3,124				-11,845
462		DISALLOWED LOSS DUE TO V							1,183				3,124
Totals													
Securities													
Other sales													
									1,183				1,183

Line 11 (990-PF) - Other Income

		7,663	7,663	0
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income
1	OTHER INCOME-FIRST CAPITAL HSG F	7,663	7,663	
2			0	
3			0	
4			0	
5			0	
6			0	
7			0	
8			0	
9			0	
10			0	

Line 18 (990-PF) - Taxes

		21,654	4,165	0	0
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	FOREIGN TAX WITHHELD	4,165	4,165		
2	PY EXCISE TAX DUE	10,000			
3	ESTIMATED EXCISE PAYMENTS	7,489			
4					
5					
6					
7					
8					
9					
10					

Line 23 (990-PF) - Other Expenses

		29	29	29	0
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	ADR FEES	9	9		
2	GROTECH PARTNERS III-OTHER DEDUCTIONS	20	20		
3					
4					
5					
6					
7					
8					
9					

Part II, Line 13 (990-PF) - Investments - Other

		13,923,161	12,499,326	13,064,283
	Item or Category	Book Value Beg. of Year	Book Value End of Year	FMV End of Year
1	OTHER ASSETS	13,923,161	12,499,326	13,064,283
2				
3				
4				
5				
6				
7				
8				
9				
10				

Part III (990-PF) - Changes in Net Assets or Fund Balances

Line 5 - Decreases not included in Part III, Line 2

1	PARTNERSHIP ADJUSTMENT	1	5,633
2	DISALLOWED LOSSES DUE TO WASH SALES	2	4,307
3	Total	3	9,940

Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

	Kind(s) of Property Sold	Amount		Totals	Gross Sales Price	Depreciation Allowed	Cost or Other Basis Plus Expense of Sale	Gain or Loss	FMV as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj. Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses
		Long Term CG Distributions	Short Term CG Distributions									
		42,449	0	8,946,967	0	8,583,465	363,502	0	0	0	0	363,502
1	AFLAC INC	001055102		1/4/2011	7,895	0	6,697	1,198				1,198
2	AFLAC INC	001055102		2/11/2011	22,141	0	18,650	3,491				3,491
3	AFLAC INC	001055102		5/14/2010	57,091	0	50,689	6,402				6,402
4	AT & T INC	002068R102		2/7/2007	3,877	0	4,813	-936				-936
5	AT & T INC	002068R102		8/11/2010	2,684	0	2,397	287				287
6	AT & T INC	002068R102		8/11/2010	6,147	0	5,859	288				288
7	AT&T INC	002068R102		8/11/2010	5,902	0	5,060	842				842
8	AT&T INC	002068R102		8/11/2010	1,233	0	1,065	168				168
9	AT&T INC	002068R102		8/11/2010	5,074	0	4,793	281				281
10	AT&T INC	002068R102		8/6/2010	8,176	0	7,681	495				495
11	ACME PACKET INC	004764106		6/10/2011	672	0	675	-3				-3
12	ACME PACKET INC	004764106		6/10/2011	12,980	0	18,212	-5,232				-5,232
13	ACME PACKET INC	004764106		6/10/2011	7,589	0	12,816	-5,227				-5,227
14	ACME PACKET INC	004764106		6/10/2011	4,955	0	10,118	-5,163				-5,163
15	ACME PACKET INC	004764106		6/23/2011	7,598	0	15,009	-7,411				-7,411
16	ACME PACKET INC	004764106		8/11/2011	6,937	0	11,033	-4,096				-4,096
17	ADVANTAGE GLOBAL ALPHA-I	007565302		5/23/2011	23,000	0	22,829	171				171
18	APPLE INC	037833100		7/8/2008	20,487	0	10,972	9,515				9,515
19	APPLE INC	037833100		7/8/2008	19,778	0	10,441	9,337				9,337
20	APPLE INC	037833100		7/8/2008	4,331	0	2,124	2,207				2,207
21	APPLE INC	037833100		7/8/2008	12,380	0	6,017	6,363				6,363
22	APPLE INC	037833100		7/8/2008	50,740	0	24,067	26,673				26,673
23	AVON PRODUCTS INC	054303102		5/14/2010	5,717	0	5,383	334				334
24	AVON PRODUCTS INC	054303102		5/14/2010	6,398	0	6,233	165				165
25	AVON PRODUCTS INC	054303102		5/14/2010	21,670	0	22,947	-1,277				-1,277
26	AVON PRODUCTS INC	054303102		5/14/2010	2,378	0	2,266	112				112
27	AVON PRODUCTS INC	054303102		5/14/2010	562	0	567	-5				-5
28	AVON PRODUCTS INC	054303102		5/14/2010	18,835	0	25,497	-6,662				-6,662
29	B & T CORPORATION	054937107		4/26/2011	4,973	0	4,943	30				30
30	B & T CORPORATION	054937107		6/20/2011	1,292	0	1,312	-20				-20
31	B & T CORPORATION	054937107		6/20/2011	14,443	0	18,110	-3,667				-3,667
32	BNY MELLON INTERMEDIATE BD-M	025816109		1/9/2010	307,175	0	310,000	-2,825				-2,825
33	AMERICAN EXPRESS CO	025816109		5/14/2010	1,565	0	1,264	301				301
34	AMERICAN EXPRESS CO	025816109		5/14/2010	62,918	0	58,561	4,357				4,357
35	BNY MELLON INTERMEDIATE BD-M	05569M814		8/3/2010	79,825	0	80,069	-244				-244
36	BNY MELLON INTERMEDIATE BD-M	05569M814		5/18/2010	100,232	0	100,000	232				232
37	BAXTER INTERNATIONAL INC	071813109		7/23/2010	34,920	0	31,757	3,163				3,163
38	BNY MELLON INTERMEDIATE BD-M	05569M814		8/3/2010	217,915	0	219,931	-2,016				-2,016
39	BNY MELLON INTERMEDIATE BD-M	05569M814		3/12/2010	7,854	0	7,775	79				79
40	BNY MELLON BOND FD CL M	05569M830		1/9/2010	200,000	0	204,275	-4,275				-4,275
41	BNY MELLON BOND FUND-M	05569M830		1/9/2010	95,224	0	95,725	-501				-501
42	CAMERON INTERNATIONAL CORP	13342B105		2/1/2011	7,409	0	8,501	-1,092				-1,092
43	BNY MELLON BOND FUND-M	05569M830		8/3/2010	143,776	0	143,668	108				108
44	CAMERON INTERNATIONAL CORP	13342B105		1/31/2011	142	0	159	-17				-17
45	CAMERON INTERNATIONAL CORP	13342B105		1/31/2011	2,002	0	2,117	-115				-115
46	CAMERON INTERNATIONAL CORP	13342B105		1/27/2011	9,891	0	11,616	-1,725				-1,725
47	CAMERON INTERNATIONAL CORP	13342B105		1/28/2011	3,327	0	3,876	-549				-549
48	BNY MELLON BOND FUND-M	05569M830		8/3/2010	215,682	0	216,332	-650				-650
49	CAMERON INTERNATIONAL CORP	13342B105		1/31/2011	2,698	0	3,175	-477				-477
50	BNY MELLON BOND FUND-M	05569M830		5/18/2010	111,318	0	109,975	1,343				1,343
51	CAMERON INTERNATIONAL CORP	13342B105		1/24/2011	12,859	0	14,656	-1,797				-1,797
52	CAMERON INTERNATIONAL CORP	13342B105		1/24/2011	1,482	0	1,742	-260				-260
53	CAMERON INTERNATIONAL CORP	13342B105		1/26/2011	262	0	305	-43				-43
54	BAIDU INC	056752108		6/27/2011	858	0	795	63				63
55	CAMERON INTERNATIONAL CORP	13342B105		1/25/2011	8,282	0	9,553	-1,271				-1,271
56	CARDINAL HEALTH INC	14149Y108		5/14/2010	5,787	0	5,188	599				599
57	CARDINAL HEALTH INC	14149Y108		5/14/2010	6,202	0	4,843	1,359				1,359
58	CARDINAL HEALTH INC	14149Y108		5/14/2010	1,391	0	1,038	353				353

Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

		Amount		Totals		8,946,967		363,502		363,502		0		0		0		0	
		Long Term CG Distributions	Short Term CG Distributions	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F MV as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses					
59	CARDINAL HEALTH INC	14149Y108	0		5/14/2010	10/6/2011	14,039	0	12,106	1,933			0	1,933					
60	CARDINAL HEALTH INC	14149Y108	0		5/14/2010	10/20/2011	9,728	0	7,956	1,772			0	1,772					
61	CARDINAL HEALTH INC	14149Y108	0		5/14/2010	10/28/2011	37,883	0	28,710	8,973			0	8,973					
62	BAIDU INC	056752108	0		7/15/2011	10/6/2011	12,605	0	15,994	-3,389			0	-3,389					
63	BAIDU INC	056752108	0		7/15/2011	10/27/2011	1,925	0	2,017	-92			0	-92					
64	CARNIVAL CORP	143658300	0		5/14/2010	1/4/2011	8,439	0	6,971	1,468			0	1,468					
65	CARNIVAL CORP	143658300	0		5/14/2010	5/23/2011	6,224	0	6,197	27			0	27					
66	CARNIVAL CORP	143658300	0		5/14/2010	7/14/2011	1,076	0	1,162	-86			0	-86					
67	CARNIVAL CORP	143658300	0		5/14/2010	10/6/2011	12,719	0	15,879	-3,160			0	-3,160					
68	CATERPILLAR INC	149123101	0		5/14/2010	1/4/2011	8,413	0	5,926	2,487			0	2,487					
69	CATERPILLAR INC	149123101	0		5/14/2010	5/23/2011	9,313	0	5,992	3,321			0	3,321					
70	CATERPILLAR INC	149123101	0		5/14/2010	7/14/2011	1,960	0	1,185	775			0	775					
71	BAIDU INC	056752108	0		6/27/2011	10/27/2011	15,536	0	14,968	568			0	568					
72	CATERPILLAR INC	149123101	0		5/14/2010	9/29/2011	10,507	0	9,219	1,288			0	1,288					
73	CATERPILLAR INC	149123101	0		5/14/2010	10/6/2011	13,380	0	11,853	1,527			0	1,527					
74	CELANESE CORP -SER A	150870103	0		5/14/2010	1/4/2011	5,429	0	3,847	1,582			0	1,582					
75	CELANESE CORP -SER A	150870103	0		5/14/2010	5/23/2011	6,794	0	4,143	2,651			0	2,651					
76	CELANESE CORP -SER A	150870103	0		5/14/2010	7/14/2011	1,079	0	592	487			0	487					
77	BAXTER INTERNATIONAL INC	071813109	0		7/23/2010	1/4/2011	6,004	0	5,293	711			0	711					
78	CELANESE CORP -SER A	150870103	0		5/14/2010	10/6/2011	10,797	0	9,469	1,328			0	1,328					
79	CENTERPOINT ENERGY INC	15189T107	0		9/28/2011	10/6/2011	11,213	0	11,036	177			0	177					
80	CHEVRON CORPORATION	166764100	0		5/14/2010	1/4/2011	6,404	0	5,494	910			0	910					
81	BAXTER INTERNATIONAL INC	071813109	0		7/23/2010	5/23/2011	7,682	0	5,734	1,948			0	1,948					
82	CHEVRON CORPORATION	166764100	0		5/14/2010	5/23/2011	6,599	0	5,102	1,497			0	1,497					
83	CHEVRON CORPORATION	166764100	0		5/14/2010	7/14/2011	1,483	0	1,099	384			0	384					
84	BAXTER INTERNATIONAL INC	071813109	0		7/23/2010	7/14/2011	1,215	0	882	333			0	333					
85	BAXTER INTERNATIONAL INC	071813109	0		7/23/2010	10/6/2011	16,350	0	13,232	3,118			0	3,118					
86	CHEVRON CORPORATION	166764100	0		5/14/2010	10/6/2011	14,920	0	12,558	2,362			0	2,362					
87	BAXTER INTERNATIONAL INC	071813109	0		7/23/2010	10/28/2011	10,505	0	8,380	2,125			0	2,125					
88	CISCO SYSTEMS INC 5 5%	17275RAC6	0		2/20/2009	7/19/2011	115,140	0	104,393	10,747			0	10,747					
89	CITIGROUP INC	172967101	0		8/6/2010	1/4/2011	10,398	0	8,776	1,622			0	1,622					
90	GENERAL ELECTRIC COMPANY	369604103	0		7/22/2003	1/4/2011	6,798	0	10,075	-3,277			0	-3,277					
91	GENERAL ELECTRIC COMPANY	369604103	0		7/22/2003	5/23/2011	6,597	0	9,258	-2,661			0	-2,661					
92	GENERAL ELECTRIC COMPANY	369604103	0		7/22/2003	7/14/2011	1,301	0	1,906	-605			0	-605					
93	GENERAL ELECTRIC COMPANY	369604103	0		7/22/2003	9/29/2011	10,573	0	18,244	-7,671			0	-7,671					
94	GENERAL ELECTRIC COMPANY	369604103	0		7/22/2003	10/6/2011	7,931	0	14,160	-6,229			0	-6,229					
95	GENERAL ELECTRIC COMPANY	369604103	0		7/22/2003	10/6/2011	2,288	0	4,084	-1,796			0	-1,796					
96	GENERAL ELEC CAP 5 375%	36962GY40	0		2/20/2009	7/19/2011	111,508	0	96,283	15,225			0	15,225					
97	GOOGLE INC - CL A	38259P508	0		8/21/2009	1/4/2011	10,248	0	7,893	2,355			0	2,355					
98	GOOGLE INC - CL A	38259P508	0		6/9/2009	1/4/2011	1,206	0	885	321			0	321					
99	GOOGLE INC - CL A	38259P508	0		6/5/2009	3/24/2011	14,029	0	10,621	3,408			0	3,408					
100	GOOGLE INC - CL A	38259P508	0		6/5/2009	5/23/2011	22,668	0	18,587	4,081			0	4,081					
101	GOOGLE INC - CL A	38259P508	0		6/5/2009	5/23/2011	6,214	0	5,310	904			0	904					
102	DREYFUS OPPORTUNISTIC S/C	26200C403	0		5/18/2010	5/23/2011	85,105	0	71,965	13,140			0	13,140					
103	DREYFUS OPPORTUNISTIC S/C	26200C403	0		5/18/2010	10/6/2011	289,621	0	328,035	-38,414			0	-38,414					
104	GOOGLE INC - CL A	38259P508	0		6/5/2009	6/23/2011	14,339	0	13,276	1,063			0	1,063					
105	GOOGLE INC - CL A	38259P508	0		6/5/2009	6/27/2011	43,156	0	39,829	3,327			0	3,327					
106	HALLIBURTON CO	406216101	0		2/7/2007	1/4/2011	5,925	0	4,447	1,478			0	1,478					
107	HALLIBURTON CO	406216101	0		2/7/2007	2/3/2011	13,357	0	8,597	4,760			0	4,760					
108	HALLIBURTON CO	406216101	0		2/7/2007	5/23/2011	5,545	0	3,557	1,988			0	1,988					
109	HALLIBURTON CO	406216101	0		2/7/2007	7/14/2011	1,060	0	593	467			0	467					
110	HALLIBURTON CO	406216101	0		2/7/2007	10/6/2011	9,078	0	8,300	778			0	778					
111	HEWLETT PACKARD CO	428236103	0		8/21/2009	1/4/2011	6,636	0	6,658	-22			0	-22					
112	HEWLETT PACKARD CO	428236103	0		8/21/2009	4/7/2011	22,234	0	23,968	-1,734			0	-1,734					
113	HEWLETT PACKARD CO	428236103	0		8/21/2009	4/19/2011	5,950	0	6,658	-708			0	-708					
114	HEWLETT PACKARD CO	428236103	0		9/3/2009	4/19/2011	11,900	0	13,306	-1,406			0	-1,406					
115	HEWLETT PACKARD CO	428236103	0		1/11/2010	4/19/2011	24,991	0	27,012	-2,021			0	-2,021					
116	HOME DEPOT INC	437076102	0		9/11/2009	1/4/2011	6,605	0	5,151	1,454			0	1,454					

Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

	Amount		Kind(s) of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Cost or Other Basis Plus Expense of Sale	Gain or Loss	FMV as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj. Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses	
	Long Term CG Distributions	Short Term CG Distributions														
	42,449	0														363,502
175			PHILIP MORRIS INTERNAT-WI	718172109	2/7/2007	5/13/2011	42,017	0	27,390	14,627	0	0	0	0	0	14,627
176			PHILIP MORRIS INTERNAT-WI	718172109	2/7/2007	5/23/2011	4,139	0	2,694	1,445	0	0	0	0	0	1,445
177			PHILIP MORRIS INTERNAT-WI	718172109	2/7/2007	7/14/2011	666	0	449	217	0	0	0	0	0	217
178			PHILIP MORRIS INTERNAT-WI	718172109	2/7/2007	10/6/2011	10,120	0	7,184	2,936	0	0	0	0	0	2,936
179			PLAINS EXPLORATION & PR-WI	726505100	5/14/2010	1/4/2011	5,149	0	3,987	1,162	0	0	0	0	0	1,162
180			PLAINS EXPLORATION & PR-WI	726505100	5/14/2010	2/11/2011	14,148	0	9,470	4,678	0	0	0	0	0	4,678
181			PLAINS EXPLORATION & PR-WI	726505100	5/14/2010	5/23/2011	4,032	0	2,990	1,042	0	0	0	0	0	1,042
182			PLAINS EXPLORATION & PR-WI	726505100	5/14/2010	7/14/2011	759	0	498	261	0	0	0	0	0	261
183			PLAINS EXPLORATION & PR-WI	726505100	5/14/2010	10/6/2011	7,041	0	7,476	-435	0	0	0	0	0	-435
184			T ROWE PRICE HIGH YIELD FD INC	741481105	1/6/2011	7/19/2011	150,000	0	149,781	219	0	0	0	0	0	219
185			PROCTER & GAMBLE CO	742718109	3/17/2006	1/4/2011	4,530	0	4,145	385	0	0	0	0	0	385
186			PROCTER & GAMBLE CO	742718109	5/13/2011	5/23/2011	8,041	0	8,041	0	0	0	0	0	0	0
187			PROCTER & GAMBLE CO	742718109	5/13/2011	7/14/2011	1,934	0	2,010	-76	0	0	0	0	0	-76
188			PROCTER & GAMBLE CO	742718109	5/13/2011	10/6/2011	25,240	0	26,804	-1,564	0	0	0	0	0	-1,564
189			QEP RESOURCES INC	74733V100	5/14/2010	1/4/2011	4,741	0	4,187	554	0	0	0	0	0	554
190			QEP RESOURCES INC	74733V100	5/14/2010	5/23/2011	5,393	0	4,187	1,206	0	0	0	0	0	1,206
191			QEP RESOURCES INC	74733V100	5/14/2010	7/14/2011	1,223	0	966	257	0	0	0	0	0	257
192			QEP RESOURCES INC	74733V100	5/14/2010	10/6/2011	8,684	0	9,984	-1,300	0	0	0	0	0	-1,300
193			QUESTAR CORP	748356102	5/14/2010	1/4/2011	5,756	0	5,139	617	0	0	0	0	0	617
194			QUESTAR CORP	748356102	5/14/2010	1/24/2011	3,563	0	3,115	448	0	0	0	0	0	448
195			INTERNATIONAL BUSINESS MACHINES	459200101	9/10/2010	5/12/2011	17,008	0	12,818	4,190	0	0	0	0	0	4,190
196			INTERNATIONAL BUSINESS MACHINES	459200101	9/10/2010	5/23/2011	11,112	0	8,460	2,652	0	0	0	0	0	2,652
197			INTERNATIONAL BUSINESS MACHINES	459200101	9/10/2010	7/14/2011	2,269	0	1,666	603	0	0	0	0	0	603
198			INTERNATIONAL BUSINESS MACHINES	459200101	8/11/2011	10/6/2011	10,442	0	9,802	640	0	0	0	0	0	640
199			INTERNATIONAL BUSINESS MACHINES	459200102	9/10/2010	10/6/2011	20,883	0	15,125	5,758	0	0	0	0	0	5,758
200			INTERNATIONAL BUSINESS MACHINES	459200102	5/14/2010	1/4/2011	4,996	0	5,916	-920	0	0	0	0	0	-920
201			INTERNATIONAL BUSINESS MACHINES	459200102	5/14/2010	5/23/2011	4,613	0	5,494	-881	0	0	0	0	0	-881
202			INTERNATIONAL BUSINESS MACHINES	459200102	5/14/2010	7/5/2011	23,337	0	27,892	-4,555	0	0	0	0	0	-4,555
203			INTERNATIONAL BUSINESS MACHINES	459200102	5/14/2010	7/6/2011	23,766	0	28,314	-4,548	0	0	0	0	0	-4,548
204			SHARES BARCLAYS TIPS BOND FD	464287176	8/20/2008	1/4/2011	284,398	0	280,684	3,714	0	0	0	0	0	3,714
205			SHARES BARCLAYS TIPS BOND FD	464287176	8/20/2008	7/19/2011	222,717	0	210,248	12,469	0	0	0	0	0	12,469
206			SHARES MSCI EMERGING MKTS INDEX	464287234	3/21/2006	5/23/2011	71,302	0	50,736	20,566	0	0	0	0	0	20,566
207			SHARES RUSSELL MIDCAP INDEX	464287499	3/21/2006	1/4/2011	76,747	0	70,831	5,916	0	0	0	0	0	5,916
208			SHARES RUSSELL MIDCAP INDEX	464287499	3/21/2006	5/23/2011	136,200	0	118,052	18,148	0	0	0	0	0	18,148
209			SHARES RUSSELL 2000 INDEX FD	464287655	3/21/2006	5/23/2011	222,063	0	202,646	19,417	0	0	0	0	0	19,417
210			JP MORGAN CHASE & CO	46625H100	3/17/2006	1/4/2011	10,148	0	9,538	610	0	0	0	0	0	610
211			JP MORGAN CHASE & CO	46625H100	2/11/2011	5/23/2011	12,375	0	13,547	-1,172	0	0	0	0	0	-1,172
212			JP MORGAN CHASE & CO	46625H100	2/11/2011	7/14/2011	2,473	0	2,803	-330	0	0	0	0	0	-330
213			JP MORGAN CHASE & CO	46625H100	2/11/2011	10/6/2011	13,487	0	20,555	-7,068	0	0	0	0	0	-7,068
214			JP MORGAN CHASE & CO	46625H100	3/17/2006	10/6/2011	8,276	0	11,197	-2,921	0	0	0	0	0	-2,921
215			JP MORGAN CHASE & CO	46625H100	3/17/2006	11/8/2011	18,132	0	21,979	-3,847	0	0	0	0	0	-3,847
216			JP MORGAN CHASE & CO	46625H100	2/6/2009	11/8/2011	6,158	0	4,921	1,237	0	0	0	0	0	1,237
217			JOHNSON & JOHNSON	478160104	9/30/2010	10/6/2011	15,618	0	15,990	-372	0	0	0	0	0	-372
218			JOHNSON & JOHNSON	478366107	5/14/2010	1/4/2011	9,124	0	7,227	1,897	0	0	0	0	0	1,897
219			JOHNSON CONTROLS INC	478366107	5/14/2010	5/23/2011	8,745	0	7,227	1,518	0	0	0	0	0	1,518
220			JOHNSON CONTROLS INC	478366107	5/14/2010	7/14/2011	1,652	0	1,257	395	0	0	0	0	0	395
221			JOHNSON CONTROLS INC	478366107	5/14/2010	10/6/2011	15,072	0	16,967	-1,895	0	0	0	0	0	-1,895
222			JUNIPER NETWORKS INC	48203R104	10/20/2010	1/4/2011	7,414	0	6,244	1,170	0	0	0	0	0	1,170
223			JUNIPER NETWORKS INC	48203R104	10/20/2010	2/7/2011	2,802	0	2,185	617	0	0	0	0	0	617
224			JUNIPER NETWORKS INC	48203R104	5/25/2010	2/7/2011	24,419	0	15,921	8,598	0	0	0	0	0	8,598
225			JUNIPER NETWORKS INC	48203R104	5/25/2010	5/23/2011	4,915	0	3,372	1,543	0	0	0	0	0	1,543
226			JUNIPER NETWORKS INC	48203R104	5/25/2010	6/10/2011	42,207	0	35,273	6,934	0	0	0	0	0	6,934
227			KRAFT FOODS INC CL A	50075N104	5/14/2010	1/4/2011	7,599	0	7,274	325	0	0	0	0	0	325
228			KRAFT FOODS INC CL A	50075N104	5/14/2010	5/23/2011	8,046	0	6,971	1,075	0	0	0	0	0	1,075
229			KRAFT FOODS INC CL A	50075N104	5/14/2010	7/14/2011	1,412	0	1,212	200	0	0	0	0	0	200
230			KRAFT FOODS INC CL A	50075N104	5/14/2010	10/6/2011	18,374	0	16,974	1,400	0	0	0	0	0	1,400
231			LAS VEGAS SANDS CORP	517834107	7/5/2011	7/14/2011	1,333	0	1,322	11	0	0	0	0	0	11
232			LAS VEGAS SANDS CORP	517834107	7/5/2011	10/6/2011	13,274	0	14,103	-829	0	0	0	0	0	-829

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CUSIP #	Kind(s) of Property Sold	Amount		Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj. Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses
		Long Term CG Distributions	Short Term CG Distributions										
233	MEAD JOHNSON NUTRITION	42,449	0	8/9/2011	10/6/2011	4,834	0	4,670	164			0	363,502
234	MERCK & CO INC	589333105		2/7/2007	1/4/2011	4,701	0	3,208	1,493			0	164
235	MERCK & CO INC	589333105		2/7/2007	2/15/2011	44,369	0	33,536	10,833			0	10,833
236	METLIFE INC	59156R108		8/12/2011	10/6/2011	10,727	0	12,545	-1,818			0	-1,818
237	MICROSOFT CORPORATION	594918104		3/17/2006	1/4/2011	4,772	0	4,690	82			0	82
238	MICROSOFT CORPORATION	594918104		3/17/2006	4/1/2011	37,370	0	40,557	-3,187			0	-3,187
239	MICROSOFT CORPORATION	594918104		3/31/2006	4/1/2011	7,118	0	7,677	-559			0	-559
240	MICROSOFT CORPORATION	594918104		9/13/2006	4/1/2011	483	0	493	-10			0	-10
241	MORGAN STANLEY	617446448		5/21/2009	1/4/2011	6,516	0	6,469	47			0	47
242	MORGAN STANLEY	617446448		5/21/2009	5/23/2011	477	0	563	-86			0	-86
243	MORGAN STANLEY	617446448		5/14/2010	5/23/2011	4,768	0	5,442	-674			0	-674
244	MORGAN STANLEY	617446448		5/7/2009	6/20/2011	19,713	0	23,705	-3,992			0	-3,992
245	MORGAN STANLEY	617446448		5/8/2009	6/20/2011	2,935	0	3,280	-345			0	-345
246	MORGAN STANLEY	617446448		5/14/2010	1/4/2011	5,057	0	4,030	1,027			0	1,027
247	COSTCO WHSL CORP NEW	221600K105		3/24/2011	5/23/2011	10,460	0	11,565	-1,105			0	-1,105
248	CITIGROUP INC	172967424		3/24/2011	7/14/2011	1,986	0	2,224	-238			0	-238
249	CITIGROUP INC	172967424		8/5/2010	10/6/2011	3,462	0	5,768	-2,306			0	-2,306
250	CITIGROUP INC	172967424		5/14/2010	5/23/2011	5,797	0	4,030	1,767			0	1,767
251	COSTCO WHSL CORP NEW	221600K105		5/14/2010	7/14/2011	808	0	576	232			0	232
252	CITIGROUP INC	172967424		3/24/2011	10/6/2011	7,444	0	13,388	-5,944			0	-5,944
253	COSTCO WHSL CORP NEW	221600K105		5/14/2010	10/6/2011	13,571	0	9,787	3,784			0	3,784
254	DEERE & CO	244199105		5/14/2010	1/4/2011	6,607	0	4,756	1,851			0	1,851
255	DEERE & CO	244199105		5/14/2010	5/23/2011	6,657	0	4,756	1,901			0	1,901
256	DEERE & CO	244199105		5/14/2010	7/14/2011	820	0	594	226			0	226
257	DEERE & CO	244199105		5/14/2010	10/6/2011	11,886	0	10,701	1,185			0	1,185
258	DEERE & CO	244199105		5/14/2010	10/6/2011	4,427	0	7,250	-2,823			0	-2,823
259	CITIGROUP INC	172967424		10/26/2010	1/4/2011	7,056	0	6,746	310			0	310
260	COCA - COLA CO	191216100		3/1/2011	5/23/2011	8,769	0	8,478	291			0	291
261	COCA - COLA CO	191216100		5/14/2010	1/4/2011	8,534	0	7,649	885			0	885
262	WALT DISNEY CO/THE	254687106		3/1/2011	7/14/2011	2,041	0	1,956	85			0	85
263	COCA - COLA CO	191216100		3/1/2011	10/6/2011	11,200	0	11,086	114			0	114
264	COCA - COLA CO	191216100		5/14/2010	5/23/2011	9,483	0	7,997	1,486			0	1,486
265	WALT DISNEY CO/THE	254687106		5/14/2010	7/14/2011	1,584	0	1,391	193			0	193
266	WALT DISNEY CO/THE	254687106		5/14/2010	10/6/2011	16,558	0	18,428	-1,870			0	-1,870
267	WALT DISNEY CO/THE	254687106		7/27/2011	10/6/2011	12,701	0	16,134	-3,433			0	-3,433
268	DOVER CORP	260003108		1/19/2010	1/4/2011	75,431	0	75,000	431			0	431
269	DREYFUS DIVERSIFIED INTL-I	261986632		5/18/2010	10/6/2011	189,569	0	159,599	29,970			0	29,970
270	DREYFUS DIVERSIFIED INTL-I	261986632		5/23/2011	10/6/2011	159,179	0	190,000	-30,821			0	-30,821
271	DREYFUS DIVERSIFIED INTL-I	261986632		5/18/2010	10/6/2011	34,821	0	35,059	-238			0	-238
272	DREYFUS DIVERSIFIED INTL-I	261986632		12/14/2010	5/23/2011	7,894	0	7,581	313			0	313
273	DREYFUS OPPORTUNISTIC SIC	26200C403		10/26/2010	10/6/2011	11,200	0	10,426	774			0	774
274	COCA - COLA CO	191216100		3/30/2011	5/23/2011	25	0	25	0			0	0
275	DREYFUS SMALL CAP STOCK IDX	262000204		8/20/2008	5/23/2011	188,975	0	183,342	5,633			0	5,633
276	DREYFUS SMALL CAP STOCK IDX	262000204		9/28/2011	10/6/2011	10,125	0	10,457	-332			0	-332
277	DUKE ENERGY CORP	26441C105		4/1/2011	5/23/2011	8,214	0	8,051	163			0	163
278	E M C CORP MASS	268648102		4/1/2011	7/14/2011	1,625	0	1,610	15			0	15
279	E M C CORP MASS	268648102		7/19/2011	10/6/2011	9,743	0	12,290	-2,547			0	-2,547
280	E M C CORP MASS	268648102		4/1/2011	10/6/2011	8,444	0	10,467	-2,023			0	-2,023
281	E M C CORP MASS	268648102		5/14/2010	1/4/2011	6,675	0	4,916	1,759			0	1,759
282	EATON CORP	278058102		5/14/2010	5/23/2011	5,488	0	4,160	1,328			0	1,328
283	EATON CORP	278058102		5/14/2010	7/14/2011	1,569	0	1,134	435			0	435
284	EATON CORP	278058102		5/14/2010	10/6/2011	10,150	0	10,210	-60			0	-60
285	EATON CORP	278058102		5/14/2010	1/4/2011	7,341	0	6,497	844			0	844
286	EMERSON ELECTRIC CO	291011104		5/14/2010	5/23/2011	7,027	0	6,497	530			0	530
287	EMERSON ELECTRIC CO	291011104		5/14/2010	7/14/2011	1,121	0	1,000	121			0	121
288	EMERSON ELECTRIC CO	291011104		5/14/2010	7/14/2011	63,447	0	62,975	472			0	472
289	EMERSON ELECTRIC CO	291011104		6/18/2010	1/4/2011	19,474	0	16,438	3,036			0	3,036
290	EXXON MOBIL CORP	30231G102					0					0	

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	Amount		Kind(s) of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Totals		Gross Sales Price	Depreciation Allowed	Cost or Other Basis Plus Expense of Sale	Gain or Loss	FMV as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj. Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses
	Long Term CG Distributions	Short Term CG Distributions						8,946,967	363,502								
	42,449	0															363,502
291	EXXON MOBIL CORP	30231G102	Kind(s) of Property Sold		6/18/2010	5/9/2011		6,648	0	5,058	1,590	1,590	1,590	5,058	0	0	14,732
292	EXXON MOBIL CORP	30231G102			7/22/2003	5/9/2011		25,762	0	11,030	14,732	14,732	14,732	11,030	0	0	9,490
293	EXXON MOBIL CORP	30231G102			7/22/2003	5/23/2011		16,962	0	7,472	9,490	9,490	9,490	7,472	0	0	1,896
294	EXXON MOBIL CORP	30231G102			7/22/2003	7/14/2011		3,319	0	1,423	1,896	1,896	1,896	1,423	0	0	18,850
295	EXXON MOBIL CORP	30231G102			7/22/2003	10/6/2011		36,640	0	17,790	18,850	18,850	18,850	17,790	0	0	15,990
296	EXXON MOBIL CORP	30231G102			7/22/2003	10/26/2011		28,799	0	12,809	15,990	15,990	15,990	12,809	0	0	2,413
297	FREEMORAN COPPER & GOLD	35671D857			5/14/2010	1/4/2011		5,997	0	3,584	2,413	2,413	2,413	3,584	0	0	1,232
298	FREEMORAN COPPER & GOLD	35671D857			5/14/2010	5/23/2011		4,746	0	3,514	1,232	1,232	1,232	3,514	0	0	402
299	FREEMORAN COPPER & GOLD	35671D857			5/14/2010	7/14/2011		1,105	0	703	402	402	402	703	0	0	-41
300	FREEMORAN COPPER & GOLD	35671D857			5/14/2010	10/6/2011		8,041	0	8,082	-41	-41	-41	8,082	0	0	2,012
301	QUESTAR CORP	748356102			7/2/2010	1/24/2011		14,074	0	12,062	2,012	2,012	2,012	12,062	0	0	2,649
302	QUESTAR CORP	748356102			7/2/2010	1/25/2011		20,512	0	17,863	2,649	2,649	2,649	17,863	0	0	467
303	QUESTAR CORP	748356102			7/2/2010	1/26/2011		3,673	0	3,206	467	467	467	3,206	0	0	3,071
304	SCHLUMBERGER LTD	806857108			5/14/2010	2/3/2011		12,398	0	9,327	3,071	3,071	3,071	9,327	0	0	462
305	SCHLUMBERGER LTD	806857108			7/2/2010	1/27/2011		3,668	0	3,206	462	462	462	3,206	0	0	932
306	SCHLUMBERGER LTD	806857108			5/14/2010	5/23/2011		4,929	0	3,997	932	932	932	3,997	0	0	205
307	SCHLUMBERGER LTD	806857108			5/14/2010	7/14/2011		871	0	666	205	205	205	666	0	0	-587
308	SCHLUMBERGER LTD	806857108			5/14/2010	10/6/2011		9,396	0	9,993	-587	-587	-587	9,993	0	0	230
309	QUESTAR CORP	748356102			7/2/2010	1/28/2011		1,818	0	1,588	230	230	230	1,588	0	0	575
310	SEMPRA ENERGY	816851109			5/14/2010	1/4/2011		5,788	0	5,213	575	575	575	5,213	0	0	811
311	SEMPRA ENERGY	816851109			5/14/2010	7/14/2011		6,024	0	5,213	811	811	811	5,213	0	0	94
312	SEMPRA ENERGY	816851109			5/14/2010	7/14/2011		1,042	0	948	94	94	94	948	0	0	666
313	SEMPRA ENERGY	816851109			5/14/2010	10/6/2011		12,987	0	12,321	666	666	666	12,321	0	0	235
314	SHIRE PLC	82481R106			3/14/2011	5/23/2011		5,461	0	5,226	235	235	235	5,226	0	0	1,522
315	QUESTAR CORP	748356102			7/2/2010	1/31/2011		12,301	0	10,779	1,522	1,522	1,522	10,779	0	0	-80
316	RIVERBED TECHNOLOGY INC	768573107			2/7/2011	5/23/2011		4,534	0	4,614	-80	-80	-80	4,614	0	0	46
317	RIVERBED TECHNOLOGY INC	768573107			2/7/2011	7/14/2011		1,199	0	1,153	46	46	46	1,153	0	0	-18,551
318	RIVERBED TECHNOLOGY INC	768573107			2/7/2011	8/11/2011		32,201	0	50,752	-18,551	-18,551	-18,551	50,752	0	0	129
319	SHIRE PLC	82481R106			3/14/2011	7/14/2011		1,000	0	871	129	129	129	871	0	0	455
320	SHIRE PLC	82481R106			3/14/2011	10/6/2011		12,648	0	12,193	455	455	455	12,193	0	0	1,634
321	SHIRE PLC	82481R106			10/19/2010	10/6/2011		7,032	0	5,398	1,634	1,634	1,634	5,398	0	0	75
322	SHIRE PLC	779376102			3/11/2011	10/6/2011		1,807	0	1,732	75	75	75	1,732	0	0	892
323	SHIRE PLC	779376102			10/19/2010	5/23/2011		5,799	0	4,907	892	892	892	4,907	0	0	1,188
324	SOUTHWESTERN ENERGY CO	845467109			3/11/2011	12/15/2011		9,849	0	8,661	1,188	1,188	1,188	8,661	0	0	-338
325	SOUTHWESTERN ENERGY CO	845467109			5/14/2010	1/4/2011		6,368	0	6,706	-338	-338	-338	6,706	0	0	486
326	SOUTHWESTERN ENERGY CO	845467109			5/14/2010	5/23/2011		6,404	0	5,918	486	486	486	5,918	0	0	123
327	ROVI CORP	779376102			10/19/2010	7/14/2011		1,104	0	981	123	123	123	981	0	0	-2,869
328	ROVI CORP	779376102			7/19/2011	10/6/2011		9,091	0	11,960	-2,869	-2,869	-2,869	11,960	0	0	125
329	SOUTHWESTERN ENERGY CO	845467109			5/14/2010	7/14/2011		1,309	0	1,184	125	125	125	1,184	0	0	-520
330	ROVI CORP	779376102			10/19/2010	10/6/2011		3,896	0	4,416	-520	-520	-520	4,416	0	0	2,404
331	SALESFORCE COM INC	794661302			6/22/2010	1/4/2011		7,888	0	5,454	2,404	2,404	2,404	5,454	0	0	2,805
332	SALESFORCE COM INC	794661302			6/22/2010	5/23/2011		7,883	0	5,078	2,805	2,805	2,805	5,078	0	0	4,206
333	SOUTHWESTERN ENERGY CO	845467109			5/14/2010	7/20/2011		24,720	0	20,514	4,206	4,206	4,206	20,514	0	0	-1,249
334	SOUTHWESTERN ENERGY CO	845467109			5/14/2010	9/28/2011		10,566	0	11,835	-1,249	-1,249	-1,249	11,835	0	0	644
335	SALESFORCE COM INC	794661302			6/22/2010	7/14/2011		1,678	0	1,034	644	644	644	1,034	0	0	3,126
336	SALESFORCE COM INC	794661302			6/22/2010	10/6/2011		15,821	0	12,695	3,126	3,126	3,126	12,695	0	0	2,249
337	SOUTHWESTERN ENERGY CO	845467109			9/22/2010	9/28/2011		25,759	0	23,510	2,249	2,249	2,249	23,510	0	0	595
338	STATE STREET CORP	857477103			5/14/2010	1/4/2011		5,607	0	5,012	595	595	595	5,012	0	0	1,198
339	SCHLUMBERGER LTD	806857108			5/14/2010	1/4/2011		6,528	0	5,330	1,198	1,198	1,198	5,330	0	0	522
340	AGILENT TECHNOLOGIES INC	00846U101			12/9/2010	1/4/2011		6,212	0	5,690	522	522	522	5,690	0	0	1,715
341	AGILENT TECHNOLOGIES INC	00846U101			12/9/2010	3/11/2011		12,337	0	10,622	1,715	1,715	1,715	10,622	0	0	577
342	AGILENT TECHNOLOGIES INC	00846U101			12/8/2010	3/11/2011		3,965	0	3,388	577	577	577	3,388	0	0	1,396
343	AGILENT TECHNOLOGIES INC	00846U101			12/8/2010	5/23/2011		5,913	0	4,517	1,396	1,396	1,396	4,517	0	0	210
344	AGILENT TECHNOLOGIES INC	00846U101			12/8/2010	7/14/2011		963	0	753	210	210	210	753	0	0	-1,585
345	AGILENT TECHNOLOGIES INC	00846U101			12/8/2010	10/6/2011		8,955	0	10,540	-1,585	-1,585	-1,585	10,540	0	0	1,473
346	AIR PRODS & CHEMS INC	009158106			5/14/2010	1/4/2011		7,138	0	5,665	1,473	1,473	1,473	5,665	0	0	1,583
347	AIR PRODS & CHEMS INC	009158106			5/14/2010	5/23/2011		7,248	0	5,665	1,583	1,583	1,583	5,665	0	0	486
348	AIR PRODS & CHEMS INC	009158106			5/14/2010	7/14/2011		1,902	0	1,416	486	486	486	1,416	0	0	

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CUSIP #	Kind(s) of Property Sold	Amount		How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Cost or Other Basis Plus Expense of Sale	Gain or Loss	FMV as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj. Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses
		Long Term CG Distributions	Short Term CG Distributions											
009158106	AIR PRODS & CHEMS INC	42,449	0	5/14/2010	10/6/2011	14,204	0	12,746	1,458	1,458	0	0	0	363,502
020002101	ALLSTATE CORP	0	0	2/3/2011	5/23/2011	6,000	0	5,943	57	57	0	0	0	1,458
020002101	ALLSTATE CORP	0	0	2/3/2011	7/14/2011	1,498	0	1,564	-66	-66	0	0	0	57
020002101	ALLSTATE CORP	0	0	2/3/2011	8/12/2011	10,671	0	13,138	-2,467	-2,467	0	0	0	-66
020002101	ALLSTATE CORP	0	0	2/3/2011	10/6/2011	4,079	0	5,318	-1,239	-1,239	0	0	0	-2,467
020002101	ALLSTATE CORP	0	0	1/11/2011	10/6/2011	7,437	0	9,687	-2,250	-2,250	0	0	0	-1,239
020002101	ALLSTATE CORP	0	0	1/11/2011	11/8/2011	38,334	0	45,311	-6,977	-6,977	0	0	0	-2,250
023135106	AMAZON COM INC	0	0	6/1/2011	7/14/2011	1,283	0	1,176	107	107	0	0	0	-6,977
023135106	AMAZON COM INC	0	0	6/1/2011	10/6/2011	17,396	0	15,482	1,914	1,914	0	0	0	107
025816109	AMERICAN EXPRESS CO	0	0	5/14/2010	1/4/2011	6,597	0	6,320	277	277	0	0	0	1,914
025816109	AMERICAN EXPRESS CO	0	0	5/14/2010	5/23/2011	7,149	0	5,998	1,251	1,251	0	0	0	277
031162100	AMGEN INC	0	0	8/12/2010	1/4/2011	4,567	0	4,378	189	189	0	0	0	1,251
031162100	AMGEN INC	0	0	8/12/2010	3/11/2011	45,106	0	45,964	-858	-858	0	0	0	189
857477103	STATE STREET CORP	0	0	5/14/2010	5/23/2011	5,044	0	4,595	449	449	0	0	0	-858
857477103	STATE STREET CORP	0	0	5/14/2010	7/14/2011	1,347	0	1,253	94	94	0	0	0	449
857477103	STATE STREET CORP	0	0	5/14/2010	10/6/2011	14,239	0	18,379	-4,140	-4,140	0	0	0	94
86271F768	DREYFUS PRE STRAT INTER ST-I	0	0	11/9/2010	5/23/2011	257,195	0	250,000	7,195	7,195	0	0	0	-4,140
86271F768	DREYFUS PRE STRAT INTER ST-I	0	0	12/31/2010	5/23/2011	7,508	0	7,378	130	130	0	0	0	7,195
86271F768	DREYFUS PRE STRAT INTER ST-I	0	0	8/20/2008	5/23/2011	6,121	0	5,129	992	992	0	0	0	130
874039100	TAIWAN SEMICONDUCTOR MFG CO AD	0	0	10/13/2010	1/4/2011	17,400	0	13,398	4,002	4,002	0	0	0	992
874039100	TAIWAN SEMICONDUCTOR MFG CO AD	0	0	10/13/2010	5/23/2011	4,461	0	3,559	902	902	0	0	0	4,002
874039100	TAIWAN SEMICONDUCTOR MFG CO AD	0	0	10/13/2010	7/14/2011	869	0	733	136	136	0	0	0	902
874039100	TAIWAN SEMICONDUCTOR MFG CO AD	0	0	10/13/2010	1/4/2011	17,589	0	15,177	2,412	2,412	0	0	0	136
874039100	TAIWAN SEMICONDUCTOR MFG CO AD	0	0	10/13/2010	7/19/2011	24,473	0	21,038	3,435	3,435	0	0	0	2,412
87612E106	TARGET CORP	0	0	6/25/2009	1/4/2011	5,998	0	4,030	1,968	1,968	0	0	0	3,435
87612E106	TARGET CORP	0	0	2/25/2011	5/23/2011	6,447	0	6,824	-377	-377	0	0	0	1,968
87612E106	TARGET CORP	0	0	6/25/2009	6/1/2011	57,215	0	47,148	10,067	10,067	0	0	0	-377
87612E106	TARGET CORP	0	0	2/25/2011	6/1/2011	6,357	0	6,824	-467	-467	0	0	0	10,067
88076W103	TERADATA CORPORATION	0	0	7/15/2010	1/4/2011	4,188	0	3,181	1,007	1,007	0	0	0	-467
88076W103	TERADATA CORPORATION	0	0	7/16/2010	1/4/2011	1,675	0	1,263	412	412	0	0	0	1,007
88076W103	TERADATA CORPORATION	0	0	4/19/2011	5/23/2011	22,773	0	20,860	1,913	1,913	0	0	0	412
88076W103	TERADATA CORPORATION	0	0	4/19/2011	5/23/2011	540	0	509	31	31	0	0	0	1,913
88076W103	TERADATA CORPORATION	0	0	7/16/2010	5/23/2011	6,483	0	3,789	2,694	2,694	0	0	0	31
88076W103	TERADATA CORPORATION	0	0	7/16/2010	7/14/2011	1,762	0	947	815	815	0	0	0	2,694
88076W103	TERADATA CORPORATION	0	0	8/19/2011	10/6/2011	14,262	0	11,946	2,316	2,316	0	0	0	815
88076W103	TERADATA CORPORATION	0	0	7/16/2010	10/6/2011	6,867	0	4,105	2,762	2,762	0	0	0	2,316
902973304	US BANCORP	0	0	5/14/2010	1/4/2011	5,863	0	5,755	108	108	0	0	0	2,762
902973304	US BANCORP	0	0	5/14/2010	5/23/2011	5,737	0	6,017	-280	-280	0	0	0	108
902973304	US BANCORP	0	0	5/14/2010	7/14/2011	1,007	0	1,046	-39	-39	0	0	0	-280
907818108	UNION PAC CORP	0	0	5/14/2010	10/6/2011	12,355	0	13,865	-1,510	-1,510	0	0	0	-39
907818108	UNION PAC CORP	0	0	5/14/2010	5/23/2011	7,429	0	6,003	1,426	1,426	0	0	0	-1,510
907818108	UNION PAC CORP	0	0	5/14/2010	7/14/2011	7,119	0	5,703	2,016	2,016	0	0	0	1,426
907818108	UNION PAC CORP	0	0	5/14/2010	7/14/2011	1,537	0	1,126	411	411	0	0	0	2,016
907818108	UNION PAC CORP	0	0	5/14/2010	9/28/2011	19,374	0	17,259	2,115	2,115	0	0	0	411
913017109	UNITED TECHNOLOGIES CORP	0	0	5/14/2010	10/6/2011	10,346	0	9,005	1,341	1,341	0	0	0	2,115
913017109	UNITED TECHNOLOGIES CORP	0	0	5/14/2010	1/4/2011	7,909	0	7,252	657	657	0	0	0	1,341
913017109	UNITED TECHNOLOGIES CORP	0	0	5/14/2010	5/23/2011	7,759	0	6,527	1,232	1,232	0	0	0	657
913017109	UNITED TECHNOLOGIES CORP	0	0	5/14/2010	7/14/2011	1,763	0	1,450	313	313	0	0	0	1,232
913017109	UNITED TECHNOLOGIES CORP	0	0	5/14/2010	10/6/2011	15,347	0	15,954	-607	-607	0	0	0	313
91913Y100	VALERO ENERGY CORP NEW	0	0	12/21/2010	1/4/2011	6,752	0	6,458	294	294	0	0	0	-607
91913Y100	VALERO ENERGY CORP NEW	0	0	12/21/2010	5/23/2011	7,499	0	6,458	1,041	1,041	0	0	0	294
91913Y100	VALERO ENERGY CORP NEW	0	0	12/21/2010	7/14/2011	1,546	0	1,336	210	210	0	0	0	1,041
91913Y100	VALERO ENERGY CORP NEW	0	0	12/21/2010	10/6/2011	7,067	0	8,017	-950	-950	0	0	0	210
91913Y100	VALERO ENERGY CORP NEW	0	0	5/14/2010	10/6/2011	6,282	0	6,563	-281	-281	0	0	0	-950
922042858	VANGUARD EMERGING MARKETS ETF	0	0	10/22/2007	1/4/2011	72,781	0	79,424	-6,643	-6,643	0	0	0	-281
922042858	VANGUARD MSCI EMERGING MARKETS	0	0	10/22/2007	5/23/2011	166,631	0	189,294	-22,663	-22,663	0	0	0	-6,643
92343V104	VERIZON COMMUNICATIONS INC	0	0	5/14/2010	1/4/2011	3,325	0	2,409	916	916	0	0	0	-22,663

Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

Kind(s) of Property Sold	Amount		How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Cost or Other Basis Plus Expense of Sale	Gain or Loss	FMV as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses
	Long Term CG Distributions	Short Term CG Distributions											
	42,449	0											
407 VERIZON COMMUNICATIONS INC	92343V104			5/14/2010	5/23/2011	3,685	0	2,677	1,008			0	363,502
408 VERIZON COMMUNICATIONS INC	92343V104			5/14/2010	7/14/2011	740	0	535	205			0	205
409 VERIZON COMMUNICATIONS INC	92343V104			9/27/2011	10/6/2011	10,725	0	11,137	-412			0	-412
410 WAL MART STORES INC	931142103			5/14/2010	1/4/2011	3,830	0	3,683	147			0	147
411 WAL MART STORES INC	931142103			5/14/2010	1/1/2011	40,569	0	39,465	1,104			0	1,104
412 WALGREEN CO	931422109			1/1/2011	5/23/2011	7,563	0	7,049	514			0	514
413 WALGREEN CO	931422109			1/1/2011	7/14/2011	1,280	0	1,244	36			0	36
414 WALGREEN CO	931422109			1/1/2011	10/6/2011	13,383	0	17,001	-3,618			0	-3,618
415 WALGREEN CO	931422109			1/1/2011	10/28/2011	23,313	0	28,611	-5,298			0	-5,298
416 WALGREEN CO	931422109			3/23/2011	10/28/2011	18,583	0	21,660	-3,077			0	-3,077
417 WATSON PHARMACEUTICALS INC	942683103			1/1/2010	1/4/2011	6,129	0	6,002	127			0	127
418 WATSON PHARMACEUTICALS INC	942683103			1/1/2010	5/20/2011	9,329	0	7,503	1,826			0	1,826
419 WATSON PHARMACEUTICALS INC	942683103			10/18/2010	5/20/2011	6,842	0	5,212	1,630			0	1,630
420 WATSON PHARMACEUTICALS INC	942683103			10/18/2010	5/23/2011	5,561	0	4,264	1,297			0	1,297
421 WATSON PHARMACEUTICALS INC	942683103			10/18/2010	7/14/2011	1,392	0	948	444			0	444
422 WATSON PHARMACEUTICALS INC	942683103			10/18/2010	9/30/2011	9,813	0	6,634	3,179			0	3,179
423 WATSON PHARMACEUTICALS INC	942683103			10/18/2010	10/6/2011	11,862	0	8,529	3,333			0	3,333
424 WELLS FARGO & COMPANY	949746101			5/14/2010	1/4/2011	8,535	0	8,875	-340			0	-340
425 WELLS FARGO & COMPANY	949746101			5/14/2010	5/23/2011	1,930	0	2,301	-371			0	-371
426 WELLS FARGO & COMPANY	949746101			3/17/2006	5/23/2011	4,687	0	5,543	-856			0	-856
427 WELLS FARGO & COMPANY	949746101			3/17/2006	7/14/2011	1,384	0	1,630	-246			0	-246
428 WELLS FARGO & COMPANY	949746101			3/17/2006	10/6/2011	14,641	0	19,563	-4,922			0	-4,922
429 YUM! BRANDS INC	988498101			5/14/2010	1/4/2011	5,772	0	4,949	823			0	823
430 YUM! BRANDS INC	988498101			5/14/2010	2/25/2011	13,955	0	11,547	2,408			0	2,408
431 YUM! BRANDS INC	988498101			5/14/2010	5/23/2011	5,593	0	4,124	1,469			0	1,469
432 YUM! BRANDS INC	988498101			5/14/2010	7/14/2011	1,140	0	825	315			0	315
433 YUM! BRANDS INC	988498101			5/14/2010	10/6/2011	10,626	0	9,073	1,553			0	1,553
434 ZIMMER HOLDINGS INC	98956P102			7/17/2010	1/4/2011	5,951	0	6,113	-152			0	-152
435 ZIMMER HOLDINGS INC	98956P102			7/17/2010	5/23/2011	6,710	0	5,557	1,153			0	1,153
436 ZIMMER HOLDINGS INC	98956P102			7/17/2010	7/14/2011	1,917	0	1,667	250			0	250
437 ZIMMER HOLDINGS INC	98956P102			7/17/2010	9/30/2011	32,014	0	32,787	-773			0	-773
438 ZIMMER HOLDINGS INC	98956P102			10/28/2010	9/30/2011	24,960	0	23,835	1,125			0	1,125
439 ACCENTURE PLC-CL A	G1151C101			5/14/2010	1/4/2011	6,283	0	5,249	1,034			0	1,034
440 ACCENTURE PLC-CL A	G1151C101			5/14/2010	2/7/2011	13,692	0	10,499	3,193			0	3,193
441 ACCENTURE PLC-CL A	G1151C101			5/14/2010	5/23/2011	6,214	0	4,442	1,772			0	1,772
442 ACCENTURE PLC-CL A	G1151C101			5/14/2010	6/28/2011	14,977	0	10,095	4,882			0	4,882
443 ACCENTURE PLC-CL A	G1151C101			5/14/2010	7/14/2011	1,211	0	808	403			0	403
444 ACCENTURE PLC-CL A	G1151C101			5/14/2010	10/6/2011	10,914	0	8,076	2,838			0	2,838
445 COVIDIEN PLC	G2554F105			10/26/2010	1/4/2011	7,055	0	6,059	996			0	996
446 COVIDIEN PLC	G2554F105			10/26/2010	2/15/2011	6,055	0	4,847	1,208			0	1,208
447 COVIDIEN PLC	G2554F105			7/21/2010	2/15/2011	5,551	0	4,331	1,220			0	1,220
448 COVIDIEN PLC	G2554F113			7/21/2010	5/23/2011	6,100	0	4,331	1,769			0	1,769
449 COVIDIEN PLC	G2554F113			7/21/2010	7/14/2011	1,589	0	1,181	408			0	408
450 COVIDIEN PLC	G2554F113			7/21/2010	10/6/2011	11,740	0	10,630	1,110			0	1,110
451 INVESCO LTD	G491BT108			5/14/2010	1/4/2011	7,588	0	6,686	872			0	872
452 INVESCO LTD	G491BT108			5/14/2010	5/23/2011	7,059	0	6,264	795			0	795
453 INVESCO LTD	G491BT108			5/14/2010	7/14/2011	1,364	0	1,296	68			0	68
454 INVESCO LTD	G491BT108			5/14/2010	10/6/2011	11,716	0	15,552	-3,836			0	-3,836
455 ACE LTD	H0023R105			5/14/2010	1/4/2011	4,966	0	4,270	696			0	696
456 ACE LTD	H0023R105			5/14/2010	1/1/2011	55,350	0	48,567	6,783			0	6,783
457 NXP SEMICONDUCTORS N V	N6596X109			5/2/2011	5/23/2011	6,384	0	7,618	-1,234			0	-1,234
458 NXP SEMICONDUCTORS N V	N6596X109			5/2/2011	7/14/2011	228	0	331	-103			0	-103
459 NXP SEMICONDUCTORS N V	N6596X109			5/3/2011	7/14/2011	1,141	0	1,620	-479			0	-479
460 NXP SEMICONDUCTORS N V	N6596X109			5/3/2011	10/6/2011	10,188	0	22,033	-11,845			0	-11,845
461 DISALLOWED LOSS DUE TO WASHSALE						3,124	0	0	3,124			0	3,124
462 DISALLOWED LOSS DUE TO WASHSALE						1,183	0	0	1,183			0	1,183

Part

	Benefits	Expense Account	0	0	Explanation
1	NONE	NONE			
2	N/A	N/A			
3					
4					
5					
6					
7					
8					
9					
10					

Part VI, Line 6a (990-PF) - Estimated Tax Payments

	Date	Amount
1 Credit from prior year return		2,105
2 First quarter estimated tax payment		
3 Second quarter estimated tax payment		
4 Third quarter estimated tax payment		
5 Fourth quarter estimated tax payment		
6 Other payments		7,489
7 Total		9,594

B K SIMON FAMILY CHARITABLE FDN-TR

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Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

PORTALS FND INC

Street

777 S FIGUEROA ST, #3200

City

LOS ANGELES

State

CA

Zip Code

90017

Foreign Country

Relationship

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

CHARITABLE-GENERAL

Amount

10,000

Name

GOODWILL OF SOUTHERN PA

Street

118 52ND STREET

City

PITTSBURGH

State

PA

Zip Code

15201

Foreign Country

Relationship

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

CHARITABLE-GENERAL

Amount

20,000

Name

INSTITUTE FOR JUSTICE

Street

901 N BLEBE ROAD, SUITE 900

City

ARLINGTON

State

VA

Zip Code

22203

Foreign Country

Relationship

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

CHARITABLE-GENERAL

Amount

100,000

Name

BAPTIST HOMES FOUNDATION

Street

489 CASTLE SHANNON BLVD

City

PITTSBURGH

State

PA

Zip Code

15234

Foreign Country

Relationship

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

CHARITABLE-GENERAL

Amount

80,000

Name

HERITAGE FOUNDATION

Street

214 MASSACHUSETTS AVE NE

City

WASHINGTON

State

DC

Zip Code

20002

Foreign Country

Relationship

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

CHARITABLE-GENERAL

Amount

100,000

Name

ALEPH BETH MINISTRIES

Street

5070 EXPRESSWAY DR SOUTH

City

HOLBROOK

State

NY

Zip Code

11741

Foreign Country

Relationship

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

CHARITABLE-GENERAL

Amount

5,000

B K SIMON FAMILY CHARITABLE FDN-TR

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Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

LIBRARY FOUNDATION OF LOS ANGELES

Street

630W FIFTH STREET

City

LOS ANGELES

State

CA

Zip Code

90071

Foreign Country

Relationship

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

CHARITABLE-GENERAL

Amount

25,000

Name

MEDIA RESEARCH CENTER

Street

325 SOUTH PATRICK ST

City

ALEXANDRIA

State

VA

Zip Code

22314

Foreign Country

Relationship

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

CHARITABLE-GENERAL

Amount

30,000

Name

FISHER HOUSE FOUNDATION

Street

1401 ROCKVILLE PIKE SUITE 600

City

ROCKVILLE

State

MD

Zip Code

20852

Foreign Country

Relationship

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

CHARITABLE-GENERAL

Amount

15,000

Name

ROBERT MORRIS UNIVERSITY

Street

6001 UNVIVERSITY BLVD

City

MOON TOWNSHIP

State

PA

Zip Code

15108

Foreign Country

Relationship

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

CHARITABLE-GENERAL

Amount

12,000

Name

CARNEGIE MELLON UNIVERSITY

Street

6 PPG PLACE, 14TH FLOOR

City

PITTSBURGH

State

PA

Zip Code

15222

Foreign Country

Relationship

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

CHARITABLE-GENERAL

Amount

200,000

Name

UNIVERSITY OF PITTSBURGH

Street

200 S CRAIG ST, 5TH FLR CRAIG HA

City

PITTSBURGH

State

PA

Zip Code

15260

Foreign Country

Relationship

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

CHARITABLE-GENERAL

Amount

200,000

B K SIMON FAMILY CHARITABLE FDN-TR

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Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

UNIVERSITY OF PITTSBURGH SCH OF NURSING

Street

3500 VICTORIA STREET, ROOM 218

City

PITTSBURGH

State

PA

Zip Code

15261

Foreign Country

Relationship

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

CHARITABLE-GENERAL

Amount

100,000

Name

ROBERT MORRIS UNIVERSITY SCHOOL OF NURSING

Street

6001 UNIVERSITY BLVD

City

MOON TOWNSHIP

State

PA

Zip Code

15108

Foreign Country

Relationship

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

CHARITABLE-GENERAL

Amount

100,000

Name

DORMONT PUBLIC LIBRARY

Street

2950 WEST LIBERTY AVENUE

City

PITTSBURGH

State

PA

Zip Code

15216

Foreign Country

Relationship

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

CHARITABLE-GENERAL

Amount

20,000

Name

BRADDOCK LIBRARY

Street

419 LIBRARY STREET

City

BRADDOCK

State

PA

Zip Code

15104

Foreign Country

Relationship

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

CHARITABLE-GENERAL

Amount

20,000

Name

BOY SCOUTS OF AMERICA

Street

350, 5TH AVE #530

City

NEW YORK

State

NY

Zip Code

10118

Foreign Country

Relationship

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

CHARITABLE-GENERAL

Amount

5,000

Name

BIDWELL TRAINING CENTER

Street

1815 METROPOLITAN STREET

City

PITTSBURGH

State

PA

Zip Code

15233

Foreign Country

Relationship

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

CHARITABLE-GENERAL

Amount

16,000

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name
FRENCH HOSPITAL MEDICAL CENTER

Street
1911 JOHNSON AVENUE

City SAN LUIS OBISPO	State CA	Zip Code 93401	Foreign Country
Relationship NONE	Foundation Status PUBLIC		
Purpose of grant/contribution CHARITABLE-GENERAL			Amount 10,000

Name
STANFORD LAW SCHOOL

Street
559 NATHAN ABBOT WAY

City STANFORD	State CA	Zip Code 94305	Foreign Country
Relationship NONE	Foundation Status PUBLIC		
Purpose of grant/contribution CHARITABLE-GENERAL			Amount 10,000

Name
UNIVERSITY OF MIAMI

Street
1320 S DIXIE HIGHWAY-SUITE 300

City CORAL GABLES	State FL	Zip Code 33146	Foreign Country
Relationship NONE	Foundation Status PUBLIC		
Purpose of grant/contribution CHARITABLE-GENERAL			Amount 20,000

Name
BISHOP JOHN T WALKER SCHOOL FOR BOYS

Street
3640 MARTIN LUTHER KING JR AVE SE

City WASHINGTON	State DC	Zip Code 20032	Foreign Country
Relationship NONE	Foundation Status PUBLIC		
Purpose of grant/contribution CHARITABLE-GENERAL			Amount 30,000

Name
ALLEGHENY CONFERENCE

Street
111 E MAIN ST

City SOMERSET	State PA	Zip Code 15501	Foreign Country
Relationship NONE	Foundation Status PUBLIC		
Purpose of grant/contribution CHARITABLE-GENERAL			Amount 200,000

Name
CHILDREN'S INSTITUTE

Street
1 SUNSET AVENUE

City VERONA	State NJ	Zip Code 07044	Foreign Country
Relationship NONE	Foundation Status PUBLIC		
Purpose of grant/contribution CHARITABLE-GENERAL			Amount 100,000

B K SIMON FAMILY CHARITABLE FDN-TR

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Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

CATHOLIC CHARITIES

Street

2050 BALLENGER AVENUE SUITE 400

City

ALEXANDRIA

State

VA

Zip Code

22314

Foreign Country

Relationship

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

CHARITABLE-GENERAL

Amount

120,000

Name

THE HILL SCHOOL

Street

130SOUTH MADISON STREET

City

MIDDLEBURG

State

VA

Zip Code

20118

Foreign Country

Relationship

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

CHARITABLE-GENERAL

Amount

22,000

Name

CHILDREN'S HOSPITAL-LOS ANGELES

Street

4650 SUNSET BLVD

City

LOS ANGELES

State

CA

Zip Code

90027

Foreign Country

Relationship

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

CHARITABLE-GENERAL

Amount

10,000

Name

LOS RANCHOS ELEMENTARY SCHOOL

Street

5785 LOS RANCHOS ROAD

City

SAN LUIS OBISOP

State

CA

Zip Code

93401

Foreign Country

Relationship

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

CHARITABLE-GENERAL

Amount

5,000

Name

JACQUALYN PALCHAK CANCER FUND

Street

PO BOX 1614

City

PISMO BEACH

State

CA

Zip Code

93448

Foreign Country

Relationship

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

CHARITABL-GENERAL

Amount

5,000

Name

ARTISTIC RESOURCES TEAM

Street

506 WYOMING AVE

City

WYOMING

State

OH

Zip Code

45215

Foreign Country

Relationship

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

CHARITABLE-GENERAL

Amount

5,000

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name
COMMUNITY ACTON PARTNERSHIP OF SAN LUIS OBISPO COUNTY INC

Street
1030 SOUTHWOOD DRIVE

City SAN LUIS OBISPO	State CA	Zip Code 93401	Foreign Country
Relationship NONE	Foundation Status PUBLIC		
Purpose of grant/contribution CHARITABLE-GENERAL			Amount 5,000

Name
WESTERN PENNSYLVANIA CONSERVANCY, FOR HARTWOOD TRAILS

Street
800 WATERFRONT DRIVE

City PITTSBURGH	State PA	Zip Code 15222	Foreign Country
Relationship NONE	Foundation Status PUBLIC		
Purpose of grant/contribution CHARITABLE-GENERAL			Amount 400,000

Name

Street

City	State	Zip Code	Foreign Country
Relationship	Foundation Status		
Purpose of grant/contribution			Amount 0

Name

Street

City	State	Zip Code	Foreign Country
Relationship	Foundation Status		
Purpose of grant/contribution			Amount 0

Name

Street

City	State	Zip Code	Foreign Country
Relationship	Foundation Status		
Purpose of grant/contribution			Amount 0

Name

Street

City	State	Zip Code	Foreign Country
Relationship	Foundation Status		
Purpose of grant/contribution			Amount 0

**Attachment to Form 990PF Part VIII, Column (b) Title and average hours per week
devoted to position**

As Trustee, BNY Mellon, N A. provides administrative services such as acting as investment manager for the named organization. These services require numerous individual bank employees' involvement in the activities of the organization and thus cannot be quantified on an hourly basis. Therefore, the Trustee's fees are not based upon an hourly basis but are calculated based upon factors such as the market value of the account and in accordance with our agreement with the client.

TAX MARKET VALUE DETAIL REPORT FOR PFSO TO MOBIUS

ACCOUNT NO	ACCOUNT NAME	CUSIP ID	ASSET SHORT NAME	SHARES	MARKET VALUE	FEDERAL TAX COST
10265401370	B. K. SIMON FAM		CASH	0.00	14,127.45	14,127.45
10265401370	B. K. SIMON FAM	G1151C101	ACCENTURE PLC-CL A	890.00	47,374.70	41,500.43
10265401370	B. K. SIMON FAM	G2554F113	COVIDIEN PLC	870.00	39,158.70	34,252.41
10265401370	B. K. SIMON FAM	G491B1108	INVESCO LTD	2,200.00	44,198.00	47,520.00
10265401370	B. K. SIMON FAM	N6596X109	NXP SEMICONDUCTORS N V	2,110.00	32,430.70	61,838.10
10265401370	B. K. SIMON FAM	00206RAQ5	AT&T INC	100,000.00	107,787.00	100,100.00
10265401370	B. K. SIMON FAM	00206R102	AT&T INC	1,440.00	43,545.60	38,138.69
10265401370	B. K. SIMON FAM	007565302	ADVANTAGE GLOBAL ALPHA-I	39,417.95	463,949.35	467,170.66
10265401370	B. K. SIMON FAM	00846J101	AGILENT TECHNOLOGIES INC	850.00	29,690.50	31,995.18
10265401370	B. K. SIMON FAM	009158106	AIR PRODS & CHEMS INC	570.00	48,558.30	40,361.70
10265401370	B. K. SIMON FAM	023135106	AMAZON.COM INC	242.00	41,890.20	47,425.13
10265401370	B. K. SIMON FAM	037389103	A O N CORP	860.00	40,248.00	41,166.33
10265401370	B. K. SIMON FAM	037833100	APPLE INC	417.00	168,885.00	67,258.85
10265401370	B. K. SIMON FAM	054937107	B B & T CORPORATION	2,510.00	63,176.70	64,556.53
10265401370	B. K. SIMON FAM	05569M616	BNY MELLON MONEY MARKET FUND	317,254.48	317,254.48	317,254.48
10265401370	B. K. SIMON FAM	05569M814	BNY MELLON INTERMEDIATE BD-M	38,337.64	499,539.54	492,255.78
10265401370	B. K. SIMON FAM	05569M830	BNY MELLON BOND FUND-M	37,619.67	501,094.12	492,814.13
10265401370	B. K. SIMON FAM	056752108	BAIDU, INC.	213.00	24,808.11	28,214.80
10265401370	B. K. SIMON FAM	13342B105	CAMERON INTERNATIONAL CORP	680.00	33,449.20	33,795.47
10265401370	B. K. SIMON FAM	143658300	CARNIVAL CORP	1,250.00	40,800.00	48,412.50
10265401370	B. K. SIMON FAM	14912L4F5	CATERPILLAR FINANACIA 6.125%	100,000.00	110,718.00	100,668.00
10265401370	B. K. SIMON FAM	149123101	CATERPILLAR INC	581.00	52,638.60	38,258.85
10265401370	B. K. SIMON FAM	150870103	CELANESE CORP -SER A	970.00	42,941.90	28,702.30
10265401370	B. K. SIMON FAM	15189T107	CENTERPOINT ENERGY INC	1,740.00	34,956.60	33,689.88
10265401370	B. K. SIMON FAM	166764100	CHEVRON CORPORATION	511.00	54,370.40	40,108.39
10265401370	B. K. SIMON FAM	172967424	CITIGROUP INC	1,933.00	50,857.23	78,286.50
10265401370	B. K. SIMON FAM	191216100	COCA - COLA CO	1,040.00	72,768.80	61,196.42
10265401370	B. K. SIMON FAM	22160K105	COSTCO WHSL CORP NEW	510.00	42,493.20	29,009.15
10265401370	B. K. SIMON FAM	244199105	DEERE & CO	540.00	41,769.00	32,103.00
10265401370	B. K. SIMON FAM	25243YAL3	DIAGEO CAPITAL PLC	100,000.00	104,720.00	103,036.00
10265401370	B. K. SIMON FAM	254687106	WALT DISNEY CO/THE	1,650.00	61,875.00	57,370.50
10265401370	B. K. SIMON FAM	260003108	DOVER CORP	790.00	45,859.50	49,021.08
10265401370	B. K. SIMON FAM	261986632	DREYFUS DIVERSIFIED INTL-I	24,648.04	214,191.51	215,342.43
10265401370	B. K. SIMON FAM	26200Q204	DREYFUS SMALL CAP STOCK IDX	23,763.51	469,091.81	469,204.96
10265401370	B. K. SIMON FAM	26203E109	DREYFUS/STANDISH MELLON FIXE	116,755.80	2,512,584.86	2,491,112.50
10265401370	B. K. SIMON FAM	26441C105	DUKE ENERGY CORP	1,600.00	35,200.00	32,173.92
10265401370	B. K. SIMON FAM	268648102	E M C CORP MASS	2,600.00	56,004.00	69,001.66
10265401370	B. K. SIMON FAM	278058102	EATON CORP	860.00	37,435.80	32,520.90
10265401370	B. K. SIMON FAM	302182100	EXPRESS SCRIPTS INC	1,020.00	45,583.80	47,580.25
10265401370	B. K. SIMON FAM	30231G102	EXXON MOBIL CORP	1,190.00	100,864.40	42,340.19
10265401370	B. K. SIMON FAM	35671D857	FREEPORT MCMORAN COPPER & GO	724.00	26,635.96	25,441.36
10265401370	B. K. SIMON FAM	369604103	GENERAL ELECTRIC COMPANY	2,080.00	37,252.80	56,638.40
10265401370	B. K. SIMON FAM	375558103	GILEAD SCIENCES INC	880.00	36,018.40	35,815.03
10265401370	B. K. SIMON FAM	406216101	HALLIBURTON CO	1,243.00	42,895.93	38,448.82
10265401370	B. K. SIMON FAM	437076102	HOME DEPOT INC	1,210.00	50,868.40	23,162.45

10265401370	B	K	SIMON FAM 438516106	HONEYWELL INTL INC	890 00	48,371.50	38,063.62
10265401370	B	K	SIMON FAM 459200101	INTERNATIONAL BUSINESS MACHI	544 00	100,030.72	58,555.75
10265401370	B	K	SIMON FAM 464287176	ISHARES BARCLAYS TIPS BOND F	5,365.00	626,041.85	511,402.42
10265401370	B	K	SIMON FAM 464287234	ISHARES MSCI EMERGING MKTS I	10,600 00	402,164.00	346,967.33
10265401370	B	K	SIMON FAM 464287499	ISHARES RUSSELL MIDCAP INDEX	4,500 00	442,890.00	404,363.49
10265401370	B	K	SIMON FAM 464287655	ISHARES RUSSELL 2000 INDEX F	4,775 00	352,156.25	323,463.29
10265401370	B	K	SIMON FAM 46625H100	JP MORGAN CHASE & CO	1,480.00	49,210.00	36,145.32
10265401370	B	K	SIMON FAM 478160104	JOHNSON & JOHNSON	810 00	53,119.80	51,807.19
10265401370	B	K	SIMON FAM 478366107	JOHNSON CONTROLS INC	1,650.00	51,579.00	51,843.00
10265401370	B	K	SIMON FAM 50075N104	KRAFT FOODS INC CL A	1,690.00	63,138.40	50,689.81
10265401370	B	K	SIMON FAM 517834107	LAS VEGAS SANDS CORP	970.00	41,448.10	42,750.52
10265401370	B	K	SIMON FAM 565849106	MARATHON OIL CORP	990 00	28,977.30	27,990.77
10265401370	B	K	SIMON FAM 582839106	MEAD JOHNSON NUTRITION	470.00	32,303.10	33,155.98
10265401370	B	K	SIMON FAM 58933Y105	MERCK & CO INC	1,250.00	47,125.00	45,127.25
10265401370	B	K	SIMON FAM 59156R108	METLIFE INC	1,160.00	36,168.80	39,329.22
10265401370	B	K	SIMON FAM 63872T885	ASG GLOBAL ALTERNATIVES FUND	63,688.94	658,543.70	685,000.00
10265401370	B	K	SIMON FAM 693475105	PNC FINANCIAL SERVICES GROUP	1,100.00	63,437.00	65,690.99
10265401370	B	K	SIMON FAM 712223106	DREYFUS MIDCAP INDEX FUND	21,558.95	558,807.98	532,216.88
10265401370	B	K	SIMON FAM 713448108	PEPSICO INC	590.00	39,146.50	35,434.63
10265401370	B	K	SIMON FAM 717081103	PFIZER INC	3,680.00	79,635.20	53,956.99
10265401370	B	K	SIMON FAM 718172109	PHILIP MORRIS INTERNAT-W/I	610.00	47,872.80	31,514.99
10265401370	B	K	SIMON FAM 726505100	PLAINS EXPLORATION & PR-W/I	910.00	33,415.20	22,677.20
10265401370	B	K	SIMON FAM 741481105	T ROWE PRICE HIGH YIELD FD I	87,879.83	570,340.16	600,219.30
10265401370	B	K	SIMON FAM 742718109	PROCTER & GAMBLE CO	1,190.00	79,384.90	72,474.35
10265401370	B	K	SIMON FAM 74733V100	QEP RESOURCES INC	950.00	27,835.00	28,921.88
10265401370	B	K	SIMON FAM 747525103	QUALCOMM INC	800.00	43,760.00	43,824.20
10265401370	B	K	SIMON FAM 779376102	ROVI CORP	930.00	22,859.40	45,635.93
10265401370	B	K	SIMON FAM 79466L302	SALESFORCE.COM INC	412.00	41,801.52	38,258.95
10265401370	B	K	SIMON FAM 806857108	SCHLUMBERGER LTD	650.00	44,401.50	43,616.83
10265401370	B	K	SIMON FAM 816851109	SEMPRA ENERGY	820.00	45,100.00	38,859.80
10265401370	B	K	SIMON FAM 82481R106	SHIRE PLC	360.00	37,404.00	31,181.18
10265401370	B	K	SIMON FAM 857477103	STATE STREET CORP	1,340.00	54,015.40	51,905.72
10265401370	B	K	SIMON FAM 86271F768	DREYFUS PRE STRAT INTER ST-I	51,048.43	621,769.94	601,848.53
10265401370	B	K	SIMON FAM 88076W103	TERADATA CORPORATION	1,200.00	58,212.00	37,542.41
10265401370	B	K	SIMON FAM 882508104	TEXAS INSTRUMENTS INC	1,100 00	32,021.00	35,098.80
10265401370	B	K	SIMON FAM 902973304	US BANCORP	1,650 00	44,632.50	43,164.00
10265401370	B	K	SIMON FAM 90781R108	UNION PAC CORP	369 00	39,091.86	27,689.76
10265401370	B	K	SIMON FAM 91301I709	UNITED TECHNOLOGIES CORP	700.00	51,163.00	50,764.00
10265401370	B	K	SIMON FAM 91913Y100	VALERO ENERGY CORP NEW	2,130.00	44,836.50	43,686.30
10265401370	B	K	SIMON FAM 922042858	VANGUARD MSCI EMERGING MARKE	10,375 00	396,428.75	487,949.96
10265401370	B	K	SIMON FAM 92343V104	VERIZON COMMUNICATIONS INC	950.00	38,114.00	25,799.39
10265401370	B	K	SIMON FAM 92344GAW6	VERIZON GLOBAL FDG COR 4 9%	100,000 00	112,228.00	99,331.00
10265401370	B	K	SIMON FAM 942683103	WATSON PHARMACEUTICALS INC	580 00	34,997.20	27,482.32
10265401370	B	K	SIMON FAM 949746101	WELLS FARGO & COMPANY	1,840.00	50,710.40	59,993.20
10265401370	B	K	SIMON FAM 988498101	YUM! BRANDS INC	950.00	56,059.50	42,381.90
10265401370	B	K	SIMON FAM 99A903337	GROTECH III LP	150,000 00	240.00	9,364.67
10265401370	B	K	SIMON FAM 9989A3904	FIRST CAP HOUSING PART V LP	1 00	10,114.96	15,174.95

TOTAL FOR ACCT#10265401370

13,395,665.24

12,830,707.53