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Form **990-PF**Department of the Treasury
Internal Revenue Service**Return of Private Foundation
or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation**

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

OMB No 1545-0052

2011

For calendar year 2011 or tax year beginning , and ending

Name of foundation SHARP EMMA O-OCHILTREE FOUNDATION-TR		A Employer identification number 23-7883781
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) 234-2281
City or town, state and ZIP code Pittsburgh PA 15230-0185		C If exemption application is pending check here ☐
G Check all that apply ☐ Initial return ☐ Final return ☐ Address change ☐ Initial return of a former public charity ☐ Amended return ☐ Name change		D 1 Foreign organizations, check here ☐ 2 Foreign organizations meeting the 85% test, check here and attach computation ☐
H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 4,752,618	J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

Part I 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)
1 Contributions, gifts, grants, etc., received (attach schedule)	361,733			
2 Check ☐ 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	83,136	85,304		
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	30,195			
b Gross sales price for all assets on line 6a	664,196			
7 Capital gain net income (from Part IV, line 2)		30,195		
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)	0	0	0	
12 Total. Add lines 1 through 11	475,064	115,499	0	
13 Compensation of officers, directors, trustees, etc.	49,133	29,480		19,653
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)	1,995	1,995	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)	470	470	0	0
24 Total operating and administrative expenses. Add lines 13 through 23	51,598	31,945	0	19,653
25 Contributions, gifts, grants paid	319,610			319,610
26 Total expenses and disbursements. Add lines 24 and 25	371,208	31,945	0	339,263
27 Subtract line 26 from line 12				
a Excess of revenue over expenses and disbursements	103,856			
b Net investment income (if negative, enter -0-)		83,554		
c Adjusted net income (if negative, enter -0-)			0	

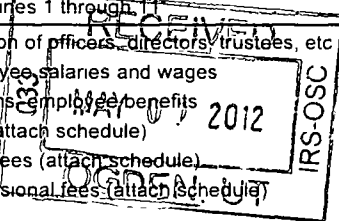
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Form **990-PF** (2011)

(HTA)

ENVELOPE DATE APR 27 2012

SCANNED MAY 04 2012



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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	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value		
Assets	1	Cash—non-interest-bearing		0	0	
	2	Savings and temporary cash investments		257,544	469,027	469,027
	3	Accounts receivable	0			
		Less allowance for doubtful accounts	0	0	0	0
	4	Pledges receivable	0			
		Less allowance for doubtful accounts	0	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	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	0	
12	Investments—mortgage loans					
13	Investments—other (attach schedule)		4,036,227	4,181,611	4,283,591	
14	Land, buildings, and equipment basis	0				
	Less accumulated depreciation (attach schedule)	0	0	0	0	
15	Other assets (describe OPTIMA)		250,000	0	0	
16	Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I)		4,543,771	4,650,638	4,752,618	
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. ☐					
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ☒					
	27	Capital stock, trust principal, or current funds		4,543,771	4,650,638	
	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)		4,543,771	4,650,638		
31	Total liabilities and net assets/fund balances (see instructions)		4,543,771	4,650,638		

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	4,543,771
2	Enter amount from Part I, line 27a	2	103,856
3	Other increases not included in line 2 (itemize) OPTIMA AND ISHARES ADJUSTMENT	3	3,369
4	Add lines 1, 2 and 3	4	4,650,996
5	Decreases not included in line 2 (itemize) TRANSFER BETWEEN RELATED ACCOUNT	5	358
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	4,650,638

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Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse or common stock, 200 shs MLC Co.)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a 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	
b	0	0	0	
c	0	0	0	
d	0	0	0	
e	0	0	0	
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k) but not less than -0-) or Losses (from col. (h))	
a	0	0	0	
b	0	0	0	
c	0	0	0	
d	0	0	0	
e	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	30,195
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.

(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	149,138	4,426,078	0.033695
2009	112,840	2,512,454	0.044912
2008	94,042	1,808,133	0.052011
2007	45,955	808,151	0.056864
2006	43,909	311,519	0.140951
2 Total of line 1 column (d)			2 0.328433
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years			3 0.065687
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5			4 4,614,019
5 Multiply line 4 by line 3			5 303,081
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 836
7 Add lines 5 and 6			7 303,917
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.			8 339,263

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 ☐ and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)		1	836
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I line 27b			
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	836
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	836
6 Credits/Payments			
a 2011 estimated tax payments and 2010 overpayment credited to 2011	6a 1,181		
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	1,181
8 Enter any penalty for underpayment of estimated tax Check here ☐ 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	345
11 Enter the amount of line 10 to be Credited to 2012 estimated tax 345 Refunded		11	0

Part VII-A Statements Regarding Activities

	Yes	No
1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation \$ (2) On foundation managers \$		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?	N/A	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes" complete Part II, col (c) and Part XV	X	
8 a Enter the states to which the foundation reports or with which it is registered (see instructions) PA		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes" attach a schedule listing their names and addresses		X

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	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) 234-2281 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? ☐ Yes ☒ No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No		
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☒ No		
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here 	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? ☐ Yes ☒ 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? ☐ Yes ☒ No		
b	If "Yes" did it have excess business holdings in 2011 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720 to determine if the foundation had excess business holdings in 2011)	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)? ☐ **5b** N/A

Organizations relying on a current notice regarding disaster assistance check here ☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No **N/A**

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

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ Yes ☒ No **6b** X

If "Yes" to 6b, file Form 8870

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

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No **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	51,237	NONE	NONE
BNY Mellon, N A P O Box 185 Pittsburgh PA 15230-0185	FEE REIMBURSEMENT	-14,913	N/A	N/A
JOHN C HARMON 120 FIFTH AVENUE PITTSBURGH PA 15222	CO-TRUSTEE	12,809	NONE	NONE
	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	4,399,843
b	Average of monthly cash balances	1b	284,440
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	4,684,283
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	4,684,283
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	70,264
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	4,614,019
6	Minimum investment return. Enter 5% of line 5	6	230,701

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	230,701
2a	Tax on investment income for 2011 from Part VI, line 5	2a	836
b	Income tax for 2011 (This does not include the tax from Part VI)	2b	0
c	Add lines 2a and 2b	2c	836
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	229,865
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	229,865
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	229,865

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	339,263
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	339,263
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	836
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	338,427

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				229,865
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only			26,238	
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	NONE			
d From 2009	NONE			
e From 2010	NONE			
f Total of lines 3a through e	0			
4 Qualifying distributions for 2011 from Part XII, line 4 ▶ \$ 339,263				
a Applied to 2010 but not more than line 2a			26,238	
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				229,865
e Remaining amount distributed out of corpus	83,160			
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	83,160			
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	83,160			
10 Analysis of line 9				
a Excess from 2007	0			
b Excess from 2008	0			
c Excess from 2009	0			
d Excess from 2010	0			
e Excess from 2011	83,160			

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year See Attached Statement				
Total			▶ 3a	319,610
b Approved for future payment NONE				
Total			▶ 3b	NONE

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	Related or exempt function income (See instructions)
1	Program service revenue					
a			0		0	0
b			0		0	0
c			0		0	0
d			0		0	0
e			0		0	0
f			0		0	0
g	Fees and contracts from government agencies					
2	Membership dues and assessments					
3	Interest on savings and temporary cash investments					
4	Dividends and interest from securities			14	83,136	
5	Net rental income or (loss) from real estate					
a	Debt-financed property					
b	Not debt-financed property					
6	Net rental income or (loss) from personal property					
7	Other investment income					
8	Gain or (loss) from sales of assets other than inventory			18	30,195	
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory					
11	Other revenue a		0		0	0
b			0		0	0
c			0		0	0
d			0		0	0
e			0		0	0
12	Subtotal. Add columns (b), (d), and (e)		0		113,331	0
13	Total. Add line 12, columns (b), (d), and (e)				13	113,331

(See worksheet in line 13 instructions to verify calculations)

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

[illegible]

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

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

OMB No 1545-0047

2011

Name of the organization

Employer identification number

SHARP EMMA O-OCHILTREE FOUNDATION-TR

23-7883781

Organization type (check one)

Filers of:

Section:

Form 990 or 990-EZ

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

Form 990-PF

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

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

Special Rules

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

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

Name of organization SHARP EMMA O-OCHILTREE FOUNDATION-TR	Employer identification number 23-7883781
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Part I Contributors (see instructions) Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	SHARP EMMA O FBO OCHILTREE FDN-CLUT C/O BNY MELLON, N A , P O BOX 185 PITTSBURGH PA 15230-0185 Foreign State or Province Foreign Country	\$ 361,733	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
2	 Foreign State or Province Foreign Country	\$ 0	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
3	 Foreign State or Province Foreign Country	\$ 0	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
4	 Foreign State or Province Foreign Country	\$ 0	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
5	 Foreign State or Province Foreign Country	\$ 0	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
6	 Foreign State or Province Foreign Country	\$ 0	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)

Name of organization SHARP EMMA O-OCHILTREE FOUNDATION-TR	Employer identification number 23-7883781
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Part II Noncash Property (see instructions) Use duplicate copies of Part II if additional space is needed

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
-----	----- ----- ----- -----	\$ ----- 0	-----
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
-----	----- ----- ----- -----	\$ ----- 0	-----
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
-----	----- ----- ----- -----	\$ ----- 0	-----
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
-----	----- ----- ----- -----	\$ ----- 0	-----
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
-----	----- ----- ----- -----	\$ ----- 0	-----
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
-----	----- ----- ----- -----	\$ ----- 0	-----
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
-----	----- ----- ----- -----	\$ ----- 0	-----

Name of organization SHARP EMMA O-OCHILTREE FOUNDATION-TR	Employer identification number 23-7883781
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Part III Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations total more than \$1,000 for the year. Complete columns (a) through (e) and the following line entry
 For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc., contributions of \$1,000 or less for the year (Enter this information once See instructions) ▶ \$ 0
 Use duplicate copies of Part III if additional space is needed

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

SHARP EMMA O-OCHILTREE FOUNDATION-TR

23-7883781 Page 1 of 2

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

Recipient(s) paid during the year

Name

THE MOOREFIELDS FOUNDATION

Street

2201 MOOREFIELDS ROAD

City

HILLSBOROUGH

State

NC

Zip Code

27278

Foreign Country

Relationship

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

GENERAL OPERATING PURPOSES

Amount

13,000

Name

BOYS & GIRLS CLUB OF EASTERN PIEDMONT

Street

501 MARTIN LUTHER KING JR BLVD

City

JACKSONVILLE

State

TX

Zip Code

75766

Foreign Country

Relationship

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

GENERAL OPERATING PURPOSES

Amount

2,000

Name

MADISON OGLETHORPE ANIMAL SHELTER

Street

1888 COLBERT DANIELSVILLE RD

City

DANIELSVILLE

State

GA

Zip Code

30633

Foreign Country

Relationship

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

GENERAL OPERATING PURPOSES

Amount

224,610

Name

WOODWARD ACADEMY

Street

1662 RUGBY AVENUE

City

COLLEGE PARK

State

GA

Zip Code

30337

Foreign Country

Relationship

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

GENERAL OPERATING PURPOSES

Amount

15,000

Name

FIRST PRESBYTERIAN CHURCH

Street

237 2ND STREET NORTHWEST

City

HICKORY

State

NC

Zip Code

28601

Foreign Country

Relationship

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

GENERAL OPERATING PURPOSES

Amount

30,000

Name

CENTRE COLLEGE

Street

600 WEST WALNUT ST

City

DANVILLE

State

KY

Zip Code

40422

Foreign Country

Relationship

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

GENERAL OPERATING PURPOSES

Amount

2 500

SHARP EMMA O-OCHILTREE FOUNDATION-TR

23-7883781 Page 2 of 2

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

Recipient(s) paid during the year

Name

CAMP MERRIE WOODE

Street

100 MERRIE-WOODE ROAD

City

SAPPHIRE

State

NC

Zip Code

28774

Foreign Country

Relationship

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

GENERAL OPERATING PURPOSES

Amount

2,500

Name

UNC DEPT OF LIBRARY & INFORMATION SCIENCE

Street

216 LENOIR DRIVE

City

CHAPEL HILL

State

NC

Zip Code

27599

Foreign Country

Relationship

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

GENERAL OPERATING PURPOSES

Amount

30,000

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
10265406314	SHARP EMMA O-OC		CASH	0 00	17,274.35	17,274.35
10265406314	SHARP EMMA O-OC	G2554F113	COVIDIEN PLC	400.00	18,004.00	18,924.12
10265406314	SHARP EMMA O-OC	H89128104	TYCO INTERNATIONAL LTD	450 00	21,019.50	16,235.05
10265406314	SHARP EMMA O-OC	00206R102	AT&T INC	910 00	27,518.40	23,784.09
10265406314	SHARP EMMA O-OC	018581108	ALLIANCE DATA SYS CORP	220.00	22,844.80	14,962.89
10265406314	SHARP EMMA O-OC	01988P108	ALLSCRIPTS HEALTHCARE SOLUTI	550 00	10,417.00	9,398.09
10265406314	SHARP EMMA O-OC	023135106	AMAZON.COM INC	89 00	15,405.90	17,890.96
10265406314	SHARP EMMA O-OC	025816109	AMERICAN EXPRESS CO	460 00	21,698.20	19,410.10
10265406314	SHARP EMMA O-OC	03076C106	AMERIPRISE FINANCIAL INC	340 00	16,877.60	15,144.80
10265406314	SHARP EMMA O-OC	032511107	ANADARKO PETROLEUM CORP	160 00	12,212.80	6,805.78
10265406314	SHARP EMMA O-OC	037411105	APACHE CORP	271 00	24,547.18	28,066.33
10265406314	SHARP EMMA O-OC	037833100	APPLE INC	175.00	70,875.00	37,278.09
10265406314	SHARP EMMA O-OC	052800109	AUTOLIV INC	140 00	7,488.60	5,265.23
10265406314	SHARP EMMA O-OC	05569M103	BNY MELLON LARGE CAP STK-M	43,528.56	349,969.63	393,431.22
10265406314	SHARP EMMA O-OC	05569M509	BNY MELLON MID CAP STOCK-M	16,533.86	178,400.42	192,846.24
10265406314	SHARP EMMA O-OC	05569M616	BNY MELLON MONEY MARKET FUND	451,752.58	451,752.58	451,752.58
10265406314	SHARP EMMA O-OC	05569M780	BNY MELLON S/T US GOV SECS-M	9,345.17	114,478.37	113,509.40
10265406314	SHARP EMMA O-OC	05569M806	BNY MELLON SMALL CAP STK-M	3,431.87	35,519.91	41,385.03
10265406314	SHARP EMMA O-OC	05569M814	BNY MELLON INTERMEDIATE BD-M	37,994.80	495,072.32	486,492.44
10265406314	SHARP EMMA O-OC	05569M830	BNY MELLON BOND FUND-M	33,275.87	443,234.64	415,000.00
10265406314	SHARP EMMA O-OC	05569M855	BNY MELLON EMERGING MKTS-M	33,957.03	300,519.78	345,000.00
10265406314	SHARP EMMA O-OC	060505104	BANK OF AMERICA CORP	1,310.00	7,283.60	21,456.22
10265406314	SHARP EMMA O-OC	071813109	BAXTER INTERNATIONAL INC	490 00	24,245.20	25,891.02
10265406314	SHARP EMMA O-OC	124857202	CBS CORP-CLASS BW/I	520 00	14,112.80	13,956.23
10265406314	SHARP EMMA O-OC	125509109	CIGNA CORP	280.00	11,760.00	8,663.08
10265406314	SHARP EMMA O-OC	14040H105	CAPITAL ONE FINANCIAL CORP	210 00	8,880.90	8,313.95
10265406314	SHARP EMMA O-OC	143658300	CARNIVAL CORP	300.00	9,792.00	9,368.94
10265406314	SHARP EMMA O-OC	149123101	CATERPILLAR INC	200 00	18,120.00	12,869.64
10265406314	SHARP EMMA O-OC	171232101	CHUBB CORP	330 00	22,842.60	17,773.47
10265406314	SHARP EMMA O-OC	172967424	CITIGROUP INC	257 00	6,761.67	12,427.68
10265406314	SHARP EMMA O-OC	192446102	COGNIZANT TECHNOLOGY SOLUTIO	200 00	12,862.00	13,852.44
10265406314	SHARP EMMA O-OC	20825C104	CONOCOPHILLIPS	260 00	18,946.20	13,816.74
10265406314	SHARP EMMA O-OC	231021106	CUMMINS INC	170 00	14,963.40	8,616.87
10265406314	SHARP EMMA O-OC	235851102	DANAHER CORP	260 00	12,230.40	9,458.50
10265406314	SHARP EMMA O-OC	261986632	DREYFUS DIVERSIFIED INTL-I	15,182.18	131,933.20	150,000.00
10265406314	SHARP EMMA O-OC	263534109	DU PONT (E I) DE NEMOURS	230.00	10,529.40	2,885.95
10265406314	SHARP EMMA O-OC	268648102	E M C CORP MASS	1,000.00	21,540.00	21,747.53
10265406314	SHARP EMMA O-OC	26875P101	EOG RES INC	99 00	9,752.49	10,216.65
10265406314	SHARP EMMA O-OC	285512109	ELECTRONIC ARTS INC	750 00	15,450.00	14,803.28
10265406314	SHARP EMMA O-OC	29266R108	ENERGIZER HLDGS INC	160 00	12,396.80	11,285.14
10265406314	SHARP EMMA O-OC	29358Q109	ENSCO PLC	410 00	19,237.20	23,587.31
10265406314	SHARP EMMA O-OC	30231G102	EXXON MOBIL CORP	870 00	73,741.20	1,621.05
10265406314	SHARP EMMA O-OC	345370860	FORD MOTOR CO	1,320.00	14,203.20	22,535.57
10265406314	SHARP EMMA O-OC	369604103	GENERAL ELECTRIC COMPANY	1,900.00	34,029.00	18,504.17
10265406314	SHARP EMMA O-OC	38259P508	GOOGLE INC - CL A	14 00	9,042.60	7,647.78

10265406314	SHARP	EMMA	O-OC	42809H107	HESS CORP	270 00	15,336 00	16,604 49
10265406314	SHARP	EMMA	O-OC	438516106	HONEYWELL INTL INC	390 00	21,196 50	15,837 77
10265406314	SHARP	EMMA	O-OC	45666Q102	INFORMATICA CORP	260 00	9,601 80	7,910 25
10265406314	SHARP	EMMA	O-OC	45866V100	INTERNATIONALEXCHANGE INC	95 00	11,452 25	11,775 63
10265406314	SHARP	EMMA	O-OC	459200101	INTERNATIONAL BUSINESS MACHI	128 00	23,536 64	15,867 26
10265406314	SHARP	EMMA	O-OC	461202103	INTUIT	240 00	12,621 60	12,428 70
10265406314	SHARP	EMMA	O-OC	46428R107	ISHARES S&P GSCI COMMODITY-I	1,700 00	56,066 00	53,634 83
10265406314	SHARP	EMMA	O-OC	46625H100	JP MORGAN CHASE & CO	800 00	26,600 00	36,525 64
10265406314	SHARP	EMMA	O-OC	532716107	LIMITED BRANDS INC	330 00	13,315 50	6,423 88
10265406314	SHARP	EMMA	O-OC	534187109	LINCOLN NATL CORP IND	630 00	12,234 60	14,176 70
10265406314	SHARP	EMMA	O-OC	544147101	LORILLARD INC	119 00	13,566 00	12,952 22
10265406314	SHARP	EMMA	O-OC	58155Q103	MCKESSON CORPORATION	350 00	27,268 50	22,013 24
10265406314	SHARP	EMMA	O-OC	58933Y105	MERCK & CO INC	617 00	23,260 90	19,186 06
10265406314	SHARP	EMMA	O-OC	637071101	NATIONAL OILWELL VARCO INC	400 00	27,196 00	28,167 85
10265406314	SHARP	EMMA	O-OC	64110D104	NETAPP INC	379 00	13,746 33	14,055 94
10265406314	SHARP	EMMA	O-OC	65248E203	NEWS CORP INC	1,270 00	23,088 60	19,499 39
10265406314	SHARP	EMMA	O-OC	65339F101	NEXTERA ENERGY INC	540 00	32,875 20	29,971 11
10265406314	SHARP	EMMA	O-OC	655844108	NORFOLK SOUTHERN CORP	310 00	22,586 60	16,316 32
10265406314	SHARP	EMMA	O-OC	674599105	OCCIDENTAL PETROLEUM CORP	270 00	25,299 00	22,527 39
10265406314	SHARP	EMMA	O-OC	681919106	OMNICOM GROUP INC	520 00	23,181 60	21,789 70
10265406314	SHARP	EMMA	O-OC	68389X105	ORACLE CORP	1,240 00	31,806 00	30,215 85
10265406314	SHARP	EMMA	O-OC	69351T106	PPL CORP	500 00	14,710 00	12,921 75
10265406314	SHARP	EMMA	O-OC	693656100	P V H CORP	190 00	13,393 10	14,078 81
10265406314	SHARP	EMMA	O-OC	713448108	PEPSICO INC	560 00	37,156 00	36,606 43
10265406314	SHARP	EMMA	O-OC	717081103	PFIZER INC	1,710 00	37,004 40	30,089 08
10265406314	SHARP	EMMA	O-OC	718172109	PHILIP MORRIS INTERNAT-W/I	420 00	32,961 60	23,963 08
10265406314	SHARP	EMMA	O-OC	74005P104	PRAXAIR INC	160 00	17,104 00	13,621 29
10265406314	SHARP	EMMA	O-OC	742718109	PROCTER & GAMBLE CO	320 00	21,347 20	19,039 73
10265406314	SHARP	EMMA	O-OC	747525103	QUALCOMM INC	560 00	30,632 00	23,236 83
10265406314	SHARP	EMMA	O-OC	770323103	ROBERT HALF INTL INC	380 00	10,814 80	10,356 96
10265406314	SHARP	EMMA	O-OC	78356A160	RYDEX MANAGED FUTURES STRATE	3,920 03	94,355 15	100,000 00
10265406314	SHARP	EMMA	O-OC	790849103	ST JUDE MEDICAL INC	440 00	15,092 00	22,908 05
10265406314	SHARP	EMMA	O-OC	86271F677	DREYFUS SELECT MGR S/C VL-I	7,252 51	125,976 20	125,000 00
10265406314	SHARP	EMMA	O-OC	86271F818	DREYFUS PREM STRAT GLBL ST-I	19,560 16	258,389 77	248,000 00
10265406314	SHARP	EMMA	O-OC	87612E106	TARGET CORP	270 00	13,829 40	14,330 96
10265406314	SHARP	EMMA	O-OC	88076W103	TERADATA CORPORATION	290 00	14,067 90	14,247 55
10265406314	SHARP	EMMA	O-OC	89353D107	TRANSCANADA CORP	320 00	13,974 40	13,677 27
10265406314	SHARP	EMMA	O-OC	904767704	UNILEVER PLC ADR	1,010 00	33,855 20	30,005 18
10265406314	SHARP	EMMA	O-OC	91912E105	VALE SA-SP ADR	610 00	13,084 50	17,618 68
10265406314	SHARP	EMMA	O-OC	928563402	VNWARE INC-CLASS A	190 00	15,806 10	17,088 69
10265406314	SHARP	EMMA	O-OC	949746101	WELLS FARGO & COMPANY	1,350 00	37,206 00	38,931 59
10265406314	SHARP	EMMA	O-OC	98956P102	ZIMMER HOLDINGS INC	230 00	12,286 60	15,879 81
10265406314	SHARP	EMMA	O-OC	999286567	MELLON OPTIMA L/S STRATEGY F	2,614 57	233,949 46	250,000 00

TOTAL FOR ACCT#10265406314

4,752,618 24

4,650,637 96

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

Totals															
Securities															
Other sales															
Gross Sales															
664,196															
0															
Cost, Other Basis and Expenses															
634,001															
0															
Net Gain or Loss															
30,195															
0															
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		Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Net Gain or Loss
									Price						
1	X	AMYLIN PHARMACEUTICALS	032346108			5/6/2010		3/3/2011	1,201	1,945					-744
2	X	AMYLIN PHARMACEUTICALS	032346108			6/18/2010		3/3/2011	912	1,535					-623
3	X	AMYLIN PHARMACEUTICALS	032346108			6/18/2010		3/3/2011	1,825	3,123					-1,298
4	X	AMYLIN PHARMACEUTICALS	032346108			6/21/2010		3/3/2011	798	1,378					-580
5	X	AMYLIN PHARMACEUTICALS	032346108			6/21/2010		3/3/2011	559	955					-396
6	X	AMYLIN PHARMACEUTICALS	032346108			6/21/2010		3/3/2011	354	604					-250
7	X	AMYLIN PHARMACEUTICALS	032346108			5/6/2010		3/3/2011	570	919					-349
8	X	AMYLIN PHARMACEUTICALS	032346108			5/6/2010		3/4/2011	1,564	2,592					-1,028
9	X	AMYLIN PHARMACEUTICALS	032346108			5/6/2010		3/4/2011	291	478					-187
10	X	AMYLIN PHARMACEUTICALS	032346108			5/6/2010		3/7/2011	509	846					-337
11	X	AMYLIN PHARMACEUTICALS	032346108			5/6/2010		3/7/2011	676	1,121					-445
12	X	AUTODESK INC	052769106			7/21/2011		8/19/2011	636	943					-307
13	X	AUTODESK INC	052769106			7/20/2011		9/9/2011	4,336	6,128					-1,792
14	X	AUTODESK INC	052769106			7/21/2011		9/9/2011	279	399					-120
15	X	AUTODESK INC	052769106			7/21/2011		9/9/2011	1,846	2,612					-766
16	X	AUTODESK INC	052769106			7/21/2011		9/9/2011	2,813	3,991					-1,178
17	X	AUTOLIV INC	052800109			10/19/2009		1/31/2011	6,179	3,009					3,170
18	X	B M C SOFTWARE INC	055921100			2/11/2011		10/11/2011	3,599	4,968					-1,369
19	X	B M C SOFTWARE INC	055921100			2/11/2011		10/11/2011	2,159	2,988					-829
20	X	B M C SOFTWARE INC	055921100			2/14/2011		10/11/2011	2,807	3,955					-1,148
21	X	B M C SOFTWARE INC	055921100			3/3/2011		10/11/2011	1,440	2,004					-564
22	X	B M C SOFTWARE INC	055921100			3/3/2011		10/11/2011	252	348					-96
23	X	B M C SOFTWARE INC	055921100			3/4/2011		10/11/2011	1,907	2,659					-752
24	X	B M C SOFTWARE INC	055921100			2/10/2011		10/11/2011	36	49					-13
25	X	B M C SOFTWARE INC	055921100			2/14/2011		10/11/2011	72	101					-29
26	X	B M C SOFTWARE INC	055921100			2/10/2011		10/12/2011	2,131	2,916					-785
27	X	BANK OF AMERICA CORP	060505104			4/19/2010		8/12/2011	4,259	10,504					-6,245
28	X	BANK OF AMERICA CORP	060505104			10/19/2009		8/12/2011	4,332	10,251					-5,919
29	X	CVS CAREMARK CORP	126650100			10/19/2009		5/9/2011	375	379					-4
30	X	CVS CAREMARK CORP	126650100			4/19/2010		5/9/2011	3,896	3,824					72
31	X	CVS CAREMARK CORP	126650100			4/19/2010		5/10/2011	2,088	2,059					29
32	X	CAPITAL ONE FINANCIAL CO	14040H105			4/19/2010		10/18/2011	3,699	3,893					-194
33	X	CAPITAL ONE FINANCIAL CO	14040H105			1/19/2010		10/18/2011	3,288	3,419					-131
34	X	CAPITAL ONE FINANCIAL CO	14040H105			9/30/2010		10/19/2011	819	792					27
35	X	CAPITAL ONE FINANCIAL CO	14040H105			1/19/2010		10/19/2011	1,205	1,282					-77
36	X	CAPITAL ONE FINANCIAL CO	14040H105			1/19/2010		10/19/2011	2,811	2,961					-150
37	X	CAPITAL ONE FINANCIAL CO	14040H105			7/7/2010		10/19/2011	3,614	3,684					-70
38	X	CISCO SYSTEMS INC	17275R102			10/19/2009		2/10/2011	9,458	12,108					-2,650
39	X	CISCO SYSTEMS INC	17275R102			10/19/2009		2/10/2011	191	243					-52
40	X	CISCO SYSTEMS INC	17275R102			10/19/2009		2/10/2011	1,204	1,532					-328
41	X	CISCO SYSTEMS INC	17275R102			10/19/2009		2/10/2011	287	365					-78
42	X	CISCO SYSTEMS INC	17275R102			10/19/2009		2/10/2011	134	170					-36
43	X	CISCO SYSTEMS INC	17275R102			10/19/2009		2/10/2011	2,235	2,845					-610
44	X	CISCO SYSTEMS INC	17275R102			10/19/2009		2/10/2011	572	729					-157
45	X	COMERICA INC	200340107			9/9/2010		12/2/2011	1,604	2,358					-754
46	X	COMERICA INC	200340107			9/9/2010		12/2/2011	1,757	2,542					-785
47	X	COMERICA INC	200340107			9/9/2010		12/2/2011	178	258					-80
48	X	COMERICA INC	200340107			9/7/2010		12/5/2011	1,499	2,097					-598
49	X	COMERICA INC	200340107			9/7/2010		12/5/2011	388	543					-155
50	X	COMERICA INC	200340107			9/7/2010		12/5/2011	207	289					-82
51	X	COMERICA INC	200340107			9/8/2010		12/5/2011	724	1,025					-301

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

		Check "X" if Sale of Security		Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Totals		Cost, Other Basis and Expenses		Net Gain or Loss
											Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	
Long Term CG Distributions															
Short Term CG Distributions															
Amount															
35,315															
0															
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	
52	X	COMERICA INC	200340107			9/8/2010		12/5/2011	3,594	5,095				-1,501	
53	X	COMERICA INC	200340107			9/9/2010		12/5/2011	336	479				-143	
54	X	CONOCOPHILLIPS	20825C104			4/19/2010		11/11/2011	8,653	6,701				1,952	
55	X	CONOCOPHILLIPS	20825C104			10/19/2009		11/11/2011	721	531				190	
56	X	CONOCOPHILLIPS	20825C104			10/19/2009		11/14/2011	716	531				185	
57	X	CUMMINS INC	231021106			4/19/2010		8/22/2011	3,249	2,594				655	
58	X	CUMMINS INC	231021106			10/19/2009		8/22/2011	812	507				305	
59	X	CUMMINS INC	231021106			10/19/2009		8/22/2011	2,421	1,521				900	
60	X	DREYFUS HIGH YIELD-I	261980759			10/16/2009		6/17/2011	105,063	100,000				5,063	
61	X	EXXON MOBIL CORP	30231G102			7/24/1969		3/23/2011	12,365	279				12,086	
62	X	FRANKLIN RES INC	354613101			10/19/2009		1/5/2011	2,209	2,218				-9	
63	X	FRANKLIN RES INC	354613101			4/19/2010		1/5/2011	3,755	4,020				-265	
64	X	FRANKLIN RES INC	354613101			10/19/2009		1/5/2011	1,436	1,442				-6	
65	X	FRANKLIN RES INC	354613101			10/19/2009		1/6/2011	4,069	4,103				-34	
66	X	GOOGLE INC - CL A	38259P508			10/19/2009		5/2/2011	2,699	2,760				-61	
67	X	GOOGLE INC - CL A	38259P508			10/19/2009		5/2/2011	5,395	5,520				-125	
68	X	GOOGLE INC - CL A	38259P508			10/19/2009		10/11/2011	13,581	13,801				-220	
69	X	GOOGLE INC - CL A	38259P508			4/19/2010		10/11/2011	3,259	3,278				-19	
70	X	HALLIBURTON CO	406216101			10/19/2009		10/18/2011	9,319	8,326				993	
71	X	HALLIBURTON CO	406216101			4/19/2010		10/18/2011	4,142	3,772				370	
72	X	HESS CORP	42809H107			4/19/2010		3/23/2011	10,472	8,160				2,312	
73	X	HESS CORP	42809H107			10/19/2009		3/23/2011	806	615				191	
74	X	HOMER DEPOT INC	437076102			10/19/2009		5/5/2011	14,115	10,496				3,619	
75	X	HOSPIRA INC	441060100			4/19/2010		1/3/2011	3,307	3,323				-16	
76	X	HOSPIRA INC	441060100			4/19/2010		1/4/2011	1,879	1,883				-4	
77	X	HOSPIRA INC	441060100			10/19/2009		1/4/2011	2,266	1,924				342	
78	X	HOSPIRA INC	441060100			4/19/2010		1/4/2011	333	332				1	
79	X	HOSPIRA INC	441060100			10/19/2009		1/5/2011	4,100	3,519				581	
80	X	HOSPIRA INC	441060100			10/19/2009		1/5/2011	658	563				95	
81	X	TARGET CORP	87612E106			10/19/2009		1/31/2011	5,994	5,535				459	
82	X	TEXTRON INC	883203101			10/19/2009		11/2/2011	8,422	9,213				-791	
83	X	TEXTRON INC	883203101			4/19/2010		11/2/2011	4,028	4,704				-676	
84	X	THERMO FISHER SCIENTIFIC	883556102			4/19/2010		12/8/2011	3,959	4,612				-653	
85	X	THERMO FISHER SCIENTIFIC	883556102			4/19/2010		12/9/2011	2,848	3,340				-492	
86	X	THERMO FISHER SCIENTIFIC	883556102			10/19/2009		12/9/2011	995	1,050				-55	
87	X	THERMO FISHER SCIENTIFIC	883556102			10/19/2009		12/9/2011	5,373	5,632				-259	
88	X	THERMO FISHER SCIENTIFIC	883556102			11/6/2009		12/9/2011	2,322	2,288				34	
89	X	THERMO FISHER SCIENTIFIC	883556102			11/6/2009		12/12/2011	2,251	2,243				8	
90	X	THERMO FISHER SCIENTIFIC	883556102			11/6/2009		12/12/2011	1,801	1,783				18	
91	X	THERMO FISHER SCIENTIFIC	883556102			11/6/2009		12/12/2011	856	852				4	
92	X	TIME WARNER INC	887317303			10/19/2009		8/22/2011	3,896	4,110				-214	
93	X	TIME WARNER INC	887317303			1/11/2010		8/22/2011	111	116				-5	
94	X	TIME WARNER INC	887317303			1/8/2010		8/23/2011	2,239	2,292				-53	
95	X	TIME WARNER INC	887317303			1/11/2010		8/23/2011	2,407	2,504				-97	
96	X	TARGET CORP	87612E106			10/19/2009		1/27/2011	6,039	5,535				504	
97	X	TARGET CORP	87612E106			10/19/2009		1/27/2011	2,198	2,013				185	
98	X	HOSPIRA INC	441060100			10/19/2009		1/7/2011	934	798				136	
99	X	HUMAN GENOME SCIENCES	444903108			4/19/2010		7/20/2011	4,408	5,989				-1,581	
100	X	HUMAN GENOME SCIENCES	444903108			2/12/2010		7/21/2011	3,252	4,061				-809	
101	X	HUMAN GENOME SCIENCES	444903108			12/3/2009		7/21/2011	93	115				-22	
102	X	HUMAN GENOME SCIENCES	444903108			12/2/2009		7/22/2011	659	802				-143	

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

Totals										Gross Sales		Cost, Other Basis and Expenses		Net Gain or Loss	
Securities										664,196		634,001		30,195	
Other sales										0		0		0	
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	
103	X	HUMAN GENOME SCIENCES	444903108			12/3/2009		7/22/2011	2,857	3,685				-828	
104	X	HUMAN GENOME SCIENCES	444903108			12/3/2009		7/22/2011	769	1,010				-241	
105	X	HUMAN GENOME SCIENCES	444903108			12/3/2009		7/22/2011	1,606	2,107				-501	
106	X	HUMAN GENOME SCIENCES	444903108			12/3/2009		7/22/2011	184	231				-47	
107	X	INTERNATIONAL BUSINESS M	459200101			10/18/2010		10/18/2011	8,021	5,905				2,116	
108	X	INTERNATIONAL BUSINESS M	459200101			8/11/2010		10/18/2011	2,852	2,081				771	
109	X	INTERNATIONAL BUSINESS M	459200101			8/11/2010		10/31/2011	8,916	6,244				2,672	
110	X	LIMITED BRANDS INC	532716107			4/19/2010		1/6/2011	1,744	1,622				122	
111	X	LIMITED BRANDS INC	532716107			10/19/2009		1/6/2011	1,744	1,168				576	
112	X	LIMITED BRANDS INC	532716107			4/19/2010		1/6/2011	3,475	3,245				230	
113	X	LIMITED BRANDS INC	532716107			10/19/2009		5/13/2011	2,928	1,363				1,565	
114	X	LIMITED BRANDS INC	532716107			10/19/2009		5/16/2011	4,992	2,336				2,656	
115	X	MEDTRONIC INC	585055106			10/19/2009		3/22/2011	7,905	7,937				-32	
116	X	MEDTRONIC INC	585055106			4/19/2010		3/22/2011	3,764	4,474				-710	
117	X	MICROSOFT CORPORATION	594918104			4/19/2010		3/2/2011	4,108	4,853				-745	
118	X	MICROSOFT CORPORATION	594918104			1/21/2010		3/2/2011	3,925	4,527				-602	
119	X	MICROSOFT CORPORATION	594918104			4/19/2010		3/2/2011	5,810	6,893				-1,083	
120	X	MICROSOFT CORPORATION	594918104			10/19/2009		5/2/2011	13,279	13,728				-449	
121	X	MICROSOFT CORPORATION	594918104			1/21/2010		5/2/2011	3,320	3,923				-603	
122	X	MORGAN STANLEY	617446448			10/19/2009		8/12/2011	6,305	11,649				-5,344	
123	X	MORGAN STANLEY	617446448			4/19/2010		8/12/2011	2,882	4,642				-1,760	
124	X	MOTOROLA INC	620076307			8/12/2010		2/7/2011	33	28				5	
125	X	MOTOROLA INC	620076307			8/12/2010		4/26/2011	1,870	1,398				472	
126	X	MOTOROLA INC	620076307			8/12/2010		4/27/2011	803	594				209	
127	X	MOTOROLA INC	620076307			8/12/2010		4/27/2011	494	360				134	
128	X	MOTOROLA INC	620076307			8/12/2010		4/27/2011	186	136				50	
129	X	MOTOROLA INC	620076307			8/12/2010		4/27/2011	741	552				189	
130	X	MOTOROLA INC	620076307			8/12/2010		4/27/2011	2,922	2,197				725	
131	X	HOSPIRA INC	441060100			10/19/2009		1/6/2011	4,103	3,519				584	
132	X	HOSPIRA INC	441060100			10/19/2009		1/6/2011	547	469				78	
133	X	MOTOROLA MOBILITY HOLDI	620097105			8/12/2010		2/14/2011	15	14				1	
134	X	MOTOROLA MOBILITY HOLDI	620097105			8/12/2010		4/26/2011	957	1,117				-160	
135	X	MOTOROLA MOBILITY HOLDI	620097105			8/12/2010		4/27/2011	376	435				-59	
136	X	MOTOROLA MOBILITY HOLDI	620097105			8/12/2010		4/27/2011	231	264				-33	
137	X	MOTOROLA MOBILITY HOLDI	620097105			8/12/2010		4/27/2011	87	99				-12	
138	X	MOTOROLA MOBILITY HOLDI	620097105			8/12/2010		4/27/2011	347	405				-58	
139	X	NEWELL RUBBERMAID INC	651229106			1/27/2011		8/10/2011	1,745	2,905				-1,160	
140	X	NEWELL RUBBERMAID INC	651229106			1/27/2011		8/10/2011	3,490	5,756				-2,266	
141	X	NEWELL RUBBERMAID INC	651229106			9/20/2010		8/10/2011	1,396	2,105				-709	
142	X	NEWELL RUBBERMAID INC	651229106			9/20/2010		11/18/2011	910	1,083				-143	
143	X	NEWELL RUBBERMAID INC	651229106			9/20/2010		11/21/2011	561	667				-106	
144	X	NEWELL RUBBERMAID INC	651229106			9/20/2010		11/21/2011	2,239	2,667				-428	
145	X	NEWELL RUBBERMAID INC	651229106			9/20/2010		11/22/2011	2,806	3,351				-545	
146	X	NEWELL RUBBERMAID INC	651229106			9/20/2010		11/23/2011	115	137				-22	
147	X	NEWELL RUBBERMAID INC	651229106			9/20/2010		11/23/2011	2,602	3,176				-574	
148	X	NEWS CORP INC	65248E203			4/19/2010		8/22/2011	3,520	4,019				-499	
149	X	NEWS CORP INC	65248E203			4/19/2010		8/23/2011	3,135	3,516				-381	
150	X	NORDSTROM INC	655664100			7/7/2010		11/2/2011	762	498				264	
151	X	NORDSTROM INC	655664100			8/9/2010		11/2/2011	7,588	5,247				2,341	
152	X	NORDSTROM INC	655664100			7/7/2010		11/2/2011	1,062	697				365	
153	X	NORDSTROM INC	655664100			7/7/2010		11/3/2011	499	332				167	

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

		Amount		Totals										
				Gross Sales		Cost, Other Basis and Expenses		Net Gain or Loss						
Long Term CG Distributions				35,315		664,196		634,001		30,195				
Short Term CG Distributions				0		0		0		0				
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
154	X	NORDSTROM INC	655664100			7/7/2010		11/3/2011	9,137	6,104				3,033
155	X	OCCIDENTAL PETROLEUM CO	674599105			6/11/2010		8/7/2011	14,045	13,511				534
156	X	PFIZER INC	717081103			10/19/2009		5/9/2011	5,138	4,524				614
157	X	PFIZER INC	717081103			10/19/2009		5/10/2011	4,346	3,800				546
158	X	PHILIP MORRIS INTERNAT-W	718172109			10/19/2009		5/13/2011	11,634	8,793				2,841
159	X	PUBLIC SVC ENTERPRISE GR	744573106			5/20/2010		4/4/2011	1,945	1,942				3
160	X	PUBLIC SVC ENTERPRISE GR	744573106			1/4/2010		4/4/2011	617	670				-53
161	X	PUBLIC SVC ENTERPRISE GR	744573106			1/4/2010		4/4/2011	2,775	3,017				-242
162	X	PUBLIC SVC ENTERPRISE GR	744573106			1/5/2010		4/4/2011	3,453	3,767				-314
163	X	PUBLIC SVC ENTERPRISE GR	744573106			1/5/2010		4/4/2011	1,541	1,678				-137
164	X	PUBLIC SVC ENTERPRISE GR	744573106			5/20/2010		4/4/2011	987	986				1
165	X	PUBLIC SVC ENTERPRISE GR	744573106			1/5/2010		4/4/2011	2,103	2,287				-184
166	X	PUBLIC SVC ENTERPRISE GR	744573106			5/20/2010		4/5/2011	2,410	2,404				6
167	X	PUBLIC SVC ENTERPRISE GR	744573106			4/19/2010		4/5/2011	1,298	1,266				32
168	X	PUBLIC SVC ENTERPRISE GR	744573106			5/20/2010		4/5/2011	7,623	7,614				9
169	X	PUBLIC SVC ENTERPRISE GR	744573106			4/19/2010		4/6/2011	3,978	3,858				120
170	X	RAYTHEON CO	755111507			4/19/2010		1/28/2011	2,972	3,502				-530
171	X	RAYTHEON CO	755111507			10/19/2009		1/28/2011	1,486	1,416				70
172	X	RAYTHEON CO	755111507			10/19/2009		1/28/2011	4,458	4,248				210
173	X	SCHWAB CHARLES CORP NE	808513105			10/19/2009		8/12/2011	3,722	5,755				-2,033
174	X	SCHWAB CHARLES CORP NE	808513105			4/19/2010		8/12/2011	1,801	2,847				-1,046
175	X	SCHWAB CHARLES CORP NE	808513105			1/5/2011		8/12/2011	4,443	6,635				-2,192
176	X	TARGET CORP	87612E106			4/19/2010		1/6/2011	3,839	3,879				-40
177	X	TARGET CORP	87612E106			10/19/2009		1/6/2011	6,581	6,038				543
178	X	MOTOROLA MOBILITY HOLDI	620097105			8/12/2010		4/27/2011	948	1,117				-169
179	X	MOTOROLA MOBILITY HOLDI	620097105			8/12/2010		4/27/2011	343	409				-66
180	X	ISHARES S&P GSCI COMMOD	000000000			1/30/2011		12/31/2011	577	0				577
181	X	ISHARES S&P GSCI COMMOD	000000000			1/1/2009		12/31/2011	5,763	0				5,763

Amount

Long Term CG Distributions 35,315

Short Term CG Distributions 0

Line 18 (990-PF) - Taxes

		1,995	1,995	0	0
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	FOREIGN TAX WITHHELD	1,995	1,995		
2					
3					
4					
5					
6					
7					
8					
9					
10					

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

		4,036,227		4,181,611		4,283,591	
	Item or Category	Basis of Valuation	Book Value Beg of Year	Book Value End of Year	FMV End of Year		
1	OTHER ASSETS		4,036,227	4,181,611	4,283,591		
2							
3							
4							
5							
6							
7							
8							
9							
10							

Part II, Line 15 (990-PF) - Other Assets

	Description	Beginning Balance	Ending Balance	Fair Market Value
1	OPTIMA	250,000		
2				
3				
4				
5				
6				
7				
8				
9				
10				

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

	Kind(s) of Property Sold	CUSIP #	Amount		Totals		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	628,881	634,001											
1	AMYLIN PHARMACEUTICALS INC	032346108		35,315				5/6/2010	3/3/2011	1,201	0	1,945	-744			0	-5,120
2	AMYLIN PHARMACEUTICALS INC	032346108						6/18/2010	3/3/2011	912	0	1,535	-623			0	-623
3	AMYLIN PHARMACEUTICALS INC	032346108						6/18/2010	3/3/2011	1,825	0	3,123	-1,298			0	-1,298
4	AMYLIN PHARMACEUTICALS INC	032346108						6/21/2010	3/3/2011	798	0	1,378	-580			0	-580
5	AMYLIN PHARMACEUTICALS INC	032346108						6/21/2010	3/3/2011	559	0	955	-396			0	-396
6	AMYLIN PHARMACEUTICALS INC	032346108						6/21/2010	3/3/2011	354	0	604	-250			0	-250
7	AMYLIN PHARMACEUTICALS INC	032346108						5/6/2010	3/3/2011	570	0	919	-349			0	-349
8	AMYLIN PHARMACEUTICALS INC	032346108						5/6/2010	3/4/2011	1,564	0	2,592	-1,028			0	-1,028
9	AMYLIN PHARMACEUTICALS INC	032346108						5/6/2010	3/4/2011	291	0	478	-187			0	-187
10	AMYLIN PHARMACEUTICALS INC	032346108						5/6/2010	3/7/2011	509	0	846	-337			0	-337
11	AMYLIN PHARMACEUTICALS INC	032346108						5/6/2010	3/7/2011	676	0	1,121	-445			0	-445
12	AUTODESK INC	052769106						7/21/2011	8/19/2011	636	0	943	-307			0	-307
13	AUTODESK INC	052769106						7/20/2011	9/9/2011	4,336	0	6,128	-1,792			0	-1,792
14	AUTODESK INC	052769106						7/21/2011	9/9/2011	279	0	399	-120			0	-120
15	AUTODESK INC	052769106						7/21/2011	9/9/2011	1,846	0	2,612	-766			0	-766
16	AUTODESK INC	052769106						7/21/2011	9/9/2011	2,813	0	3,991	-1,178			0	-1,178
17	AUTOLIV INC	052800109						10/19/2009	1/31/2011	6,179	0	3,009	3,170			0	3,170
18	BMC SOFTWARE INC	055921100						2/11/2011	10/11/2011	3,599	0	4,968	-1,369			0	-1,369
19	BMC SOFTWARE INC	055921100						2/11/2011	10/11/2011	2,159	0	2,988	-829			0	-829
20	BMC SOFTWARE INC	055921100						2/14/2011	10/11/2011	2,807	0	3,955	-1,148			0	-1,148
21	BMC SOFTWARE INC	055921100						3/3/2011	10/11/2011	1,440	0	2,004	-564			0	-564
22	BMC SOFTWARE INC	055921100						3/3/2011	10/11/2011	252	0	348	-96			0	-96
23	BMC SOFTWARE INC	055921100						3/4/2011	10/11/2011	1,907	0	2,659	-752			0	-752
24	BMC SOFTWARE INC	055921100						2/10/2011	10/11/2011	36	0	49	-13			0	-13
25	BMC SOFTWARE INC	055921100						2/14/2011	10/11/2011	72	0	101	-29			0	-29
26	BMC SOFTWARE INC	055921100						2/10/2011	10/12/2011	2,131	0	2,916	-785			0	-785
27	BANK OF AMERICA CORP	060505104						4/19/2010	8/12/2011	4,259	0	10,504	-6,245			0	-6,245
28	BANK OF AMERICA CORP	060505104						10/19/2009	8/12/2011	4,332	0	10,251	-5,919			0	-5,919
29	CVS CAREMARK CORP	126650100						10/19/2009	5/9/2011	375	0	379	-4			0	-4
30	CVS CAREMARK CORP	126650100						4/19/2010	5/9/2011	3,896	0	3,824	72			0	72
31	CVS CAREMARK CORP	126650100						4/19/2010	5/10/2011	2,088	0	2,059	29			0	29
32	CAPITAL ONE FINANCIAL CORP	14040H105						4/19/2010	10/18/2011	3,699	0	3,893	-194			0	-194
33	CAPITAL ONE FINANCIAL CORP	14040H105						1/19/2010	10/18/2011	3,288	0	3,419	-131			0	-131
34	CAPITAL ONE FINANCIAL CORP	14040H105						9/30/2010	10/19/2011	819	0	792	27			0	27
35	CAPITAL ONE FINANCIAL CORP	14040H105						1/19/2010	10/19/2011	1,205	0	1,282	-77			0	-77
36	CAPITAL ONE FINANCIAL CORP	14040H105						1/19/2010	10/19/2011	2,811	0	2,961	-150			0	-150
37	CAPITAL ONE FINANCIAL CORP	14040H105						7/7/2010	10/19/2011	3,614	0	3,684	-70			0	-70
38	CISCO SYSTEMS INC	17275R102						10/19/2009	2/10/2011	9,458	0	12,108	-2,650			0	-2,650
39	CISCO SYSTEMS INC	17275R102						10/19/2009	2/10/2011	191	0	243	-52			0	-52
40	CISCO SYSTEMS INC	17275R102						10/19/2009	2/10/2011	1,204	0	1,532	-328			0	-328
41	CISCO SYSTEMS INC	17275R102						10/19/2009	2/10/2011	287	0	365	-78			0	-78
42	CISCO SYSTEMS INC	17275R102						10/19/2009	2/10/2011	134	0	170	-36			0	-36
43	CISCO SYSTEMS INC	17275R102						10/19/2009	2/10/2011	2,235	0	2,845	-610			0	-610
44	CISCO SYSTEMS INC	17275R102						10/19/2009	2/10/2011	572	0	729	-157			0	-157
45	COMERICA INC	200340107						9/9/2010	12/2/2011	1,604	0	2,358	-754			0	-754
46	COMERICA INC	200340107						9/9/2010	12/2/2011	1,757	0	2,542	-785			0	-785
47	COMERICA INC	200340107						9/9/2010	12/2/2011	178	0	258	-80			0	-80
48	COMERICA INC	200340107						9/7/2010	12/5/2011	1,499	0	2,097	-598			0	-598
49	COMERICA INC	200340107						9/7/2010	12/5/2011	388	0	543	-155			0	-155
50	COMERICA INC	200340107						9/7/2010	12/5/2011	207	0	289	-82			0	-82
51	COMERICA INC	200340107						9/8/2010	12/5/2011	724	0	1,025	-301			0	-301
52	COMERICA INC	200340107						9/8/2010	12/5/2011	3,994	0	5,095	-1,501			0	-1,501
53	COMERICA INC	200340107						9/8/2010	12/5/2011	336	0	479	-143			0	-143
54	CONOCOPHILLIPS	20825C104						4/19/2010	11/11/2011	8,653	0	6,701	1,952			0	1,952
55	CONOCOPHILLIPS	20825C104						10/19/2009	11/11/2011	721	0	531	190			0	190
56	CONOCOPHILLIPS	20825C104						10/19/2009	11/14/2011	716	0	531	185			0	185
57	CUMMINS INC	231021106						4/19/2010	8/22/2011	3,249	0	2,594	655			0	655
58	CUMMINS INC	231021106						10/19/2009	8/22/2011	812	0	507	305			0	305

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

		Amount		Totals														628,881		634,001		-5,120		0		0		-5,120	
		35,315		0																									

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

		Amount		How Acquired	Date Acquired	Date Sold	Totals		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 of Losses
		Long Term CG Distributions	Short Term CG Distributions				628.881	634.001								
	Kind(s) of Property Sold	CUSIP #														
117	MICROSOFT CORPORATION	594918104		4/19/2010	3/2/2011		4,108	4,853	0	0	-745			0		-5,120
118	MICROSOFT CORPORATION	594918104		1/21/2010	3/2/2011		3,925	4,527	0	0	-602			0		-745
119	MICROSOFT CORPORATION	594918104		4/19/2010	3/2/2011		5,810	6,893	0	0	-1,083			0		-602
120	MICROSOFT CORPORATION	594918104		10/19/2009	5/2/2011		13,279	13,728	0	0	-449			0		-1,083
121	MICROSOFT CORPORATION	594918104		1/21/2010	5/2/2011		3,320	3,923	0	0	-603			0		-449
122	MORGAN STANLEY	617446448		10/19/2009	8/12/2011		6,305	11,649	0	0	-5,344			0		-603
123	MORGAN STANLEY	617446448		4/19/2010	8/12/2011		2,882	4,642	0	0	-1,760			0		-5,344
124	MOTOROLA INC	620076307		8/12/2010	2/7/2011		33	28	0	0	5			0		-1,760
125	MOTOROLA INC	620076307		8/12/2010	4/26/2011		1,870	1,398	0	0	472			0		5
126	MOTOROLA INC	620076307		8/12/2010	4/27/2011		803	594	0	0	209			0		472
127	MOTOROLA INC	620076307		8/12/2010	4/27/2011		494	360	0	0	134			0		209
128	MOTOROLA INC	620076307		8/12/2010	4/27/2011		186	136	0	0	50			0		134
129	MOTOROLA INC	620076307		8/12/2010	4/27/2011		741	552	0	0	189			0		50
130	MOTOROLA INC	620076307		8/12/2010	4/27/2011		2,922	2,197	0	0	725			0		189
131	HOSPIRA INC	441060100		10/19/2009	1/6/2011		4,103	3,519	0	0	584			0		725
132	HOSPIRA INC	441060100		10/19/2009	1/6/2011		547	469	0	0	78			0		584
133	MOTOROLA MOBILITY HOLDINGS-W	620097105		8/12/2010	2/14/2011		15	14	0	0	1			0		78
134	MOTOROLA MOBILITY HOLDINGS-W	620097105		8/12/2010	4/26/2011		957	1,117	0	0	-160			0		1
135	MOTOROLA MOBILITY HOLDINGS-W	620097105		8/12/2010	4/27/2011		376	435	0	0	-59			0		-160
136	MOTOROLA MOBILITY HOLDINGS-W	620097105		8/12/2010	4/27/2011		231	264	0	0	-33			0		-59
137	MOTOROLA MOBILITY HOLDINGS-W	620097105		8/12/2010	4/27/2011		87	99	0	0	-12			0		-33
138	MOTOROLA MOBILITY HOLDINGS-W	620097105		8/12/2010	4/27/2011		347	405	0	0	-58			0		-12
139	NEWELL RUBBERMAID INC	651229106		1/27/2011	8/10/2011		1,745	2,905	0	0	-1,160			0		-58
140	NEWELL RUBBERMAID INC	651229106		1/27/2011	8/10/2011		3,490	5,756	0	0	-2,266			0		-1,160
141	NEWELL RUBBERMAID INC	651229106		9/20/2010	8/10/2011		1,396	2,105	0	0	-709			0		-2,266
142	NEWELL RUBBERMAID INC	651229106		9/20/2010	11/18/2011		910	1,053	0	0	-143			0		-709
143	NEWELL RUBBERMAID INC	651229106		9/20/2010	11/21/2011		561	667	0	0	-106			0		-143
144	NEWELL RUBBERMAID INC	651229106		9/20/2010	11/21/2011		2,239	2,667	0	0	-428			0		-106
145	NEWELL RUBBERMAID INC	651229106		9/20/2010	11/22/2011		2,806	3,351	0	0	-545			0		-428
146	NEWELL RUBBERMAID INC	651229106		9/20/2010	11/23/2011		115	137	0	0	-22			0		-545
147	NEWS CORP INC	65248E203		4/19/2010	8/22/2011		2,802	3,176	0	0	-374			0		-22
148	NEWS CORP INC	65248E203		4/19/2010	8/22/2011		3,520	4,019	0	0	-499			0		-374
149	NORDSTROM INC	655664100		7/7/2010	11/2/2011		762	3,135	0	0	-2,373			0		-499
150	NORDSTROM INC	655664100		7/7/2010	11/2/2011		7,588	5,247	0	0	2,341			0		-2,373
151	NORDSTROM INC	655664100		7/7/2010	11/2/2011		1,062	697	0	0	365			0		2,341
152	NORDSTROM INC	655664100		7/7/2010	11/2/2011		499	332	0	0	167			0		365
153	NORDSTROM INC	655664100		7/7/2010	11/2/2011		9,137	6,104	0	0	3,033			0		167
154	NORDSTROM INC	655664100		6/11/2010	8/17/2011		14,045	13,511	0	0	534			0		3,033
155	OCCIDENTAL PETROLEUM CORP	674599105		10/19/2009	5/9/2011		5,138	4,524	0	0	614			0		534
156	PFIZER INC	717081103		10/19/2009	5/10/2011		4,346	3,800	0	0	546			0		614
157	PFIZER INC	717081103		10/19/2009	5/13/2011		11,634	8,793	0	0	2,841			0		546
158	PHILIP MORRIS INTERNAT-W/	744573106		5/20/2010	4/4/2011		1,945	1,942	0	0	3			0		2,841
159	PUBLIC SVC ENTERPRISE GROUP INC	744573106		1/4/2010	4/4/2011		617	670	0	0	-53			0		3
160	PUBLIC SVC ENTERPRISE GROUP INC	744573106		1/4/2010	4/4/2011		2,775	3,017	0	0	-242			0		-53
161	PUBLIC SVC ENTERPRISE GROUP INC	744573106		1/5/2010	4/4/2011		3,453	3,767	0	0	-314			0		-242
162	PUBLIC SVC ENTERPRISE GROUP INC	744573106		1/5/2010	4/4/2011		1,541	1,678	0	0	-137			0		-314
163	PUBLIC SVC ENTERPRISE GROUP INC	744573106		5/20/2010	4/4/2011		987	986	0	0	1			0		-137
164	PUBLIC SVC ENTERPRISE GROUP INC	744573106		1/5/2010	4/4/2011		2,103	2,287	0	0	-184			0		1
165	PUBLIC SVC ENTERPRISE GROUP INC	744573106		5/20/2010	4/5/2011		2,410	2,404	0	0	6			0		-184
166	PUBLIC SVC ENTERPRISE GROUP INC	744573106		4/19/2010	4/5/2011		1,298	1,266	0	0	32			0		6
167	PUBLIC SVC ENTERPRISE GROUP INC	744573106		5/20/2010	4/5/2011		7,623	7,614	0	0	9			0		32
168	PUBLIC SVC ENTERPRISE GROUP INC	744573106		4/19/2010	4/6/2011		3,978	3,858	0	0	120			0		9
169	PUBLIC SVC ENTERPRISE GROUP INC	744573106		4/19/2010	1/28/2011		2,972	3,502	0	0	-530			0		120
170	RAYTHEON CO	755111507		10/19/2009	1/28/2011		1,486	1,416	0	0	70			0		-530
171	RAYTHEON CO	755111507		10/19/2009	1/28/2011		4,458	4,248	0	0	210			0		70
172	SCHWAB CHARLES CORP NEW	808513105		10/19/2009	8/12/2011		3,722	5,755	0	0	-2,033			0		-210
173	SCHWAB CHARLES CORP NEW	808513105		4/19/2010	8/12/2011		1,801	2,847	0	0	-1,046			0		-2,033
174	SCHWAB CHARLES CORP NEW	808513105		4/19/2010	8/12/2011				0	0				0		-1,046

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

		Amount																	
Long Term CG Distributions		35,315																	
Short Term CG Distributions		0																	
	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						
175	SCHWAB CHARLES CORP NEW	808513105		1/5/2011	8/12/2011	4,443	0	6,635	-2,192			0	-2,192						
176	TARGET CORP	87612E106		4/19/2010	1/6/2011	3,839	0	3,879	-40			0	-40						
177	TARGET CORP	87612E106		10/19/2009	1/6/2011	6,581	0	6,038	543			0	543						
178	MOTOROLA MOBILITY HOLDINGS-W	620097105		8/12/2010	4/27/2011	948	0	1,117	-169			0	-169						
179	MOTOROLA MOBILITY HOLDINGS-W	620097105		8/12/2010	4/27/2011	343	0	409	-66			0	-66						
180	ISHARES S&P GSCI COMMODITY INDEX	0000000000		1/30/2011	12/31/2011	577	0	0	577			0	577						
181	ISHARES S&P GSCI COMMODITY INDEX	0000000000		1/1/2009	12/31/2011	5,763	0	0	5,763			0	5,763						

Part VIII, Line 1 (990-PF) - Compensation of Officers, Directors, Trustees and Foundation Managers

	Name	Check "X" if Business	Street	City	State	Zip Code	Foreign Country	Title	Average Hours	Compensation
1	BNY Mellon, N A		P O Box 185	Pittsburgh	PA	15230-0185		TRUSTEE	SEE ATTA	51,237
2	BNY Mellon, N A		P O Box 185	Pittsburgh	PA	15230-0185		FEE	REIMBUR	-14,913
3	JOHN C HARMON		120 FIFTH AVENUE	PITTSBURGH	PA	15222		CO-TRUSTEE		12,809
4										
5										
6										
7										
8										
9										
10										

49,133

Part

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

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

	Date	Amount
1 Credit from prior year return	1	1,181
2 First quarter estimated tax payment	2	
3 Second quarter estimated tax payment	3	
4 Third quarter estimated tax payment	4	
5 Fourth quarter estimated tax payment	5	
6 Other payments	6	0
7 Total	7	1,181

Part XIII, Line 2a, Column C (990-PF) - Prior Year Undistributed Income

1	Distributable amounts for 2010 that remained undistributed at the beginning of the 2011 tax year	1	26,238
2		2	
3		3	
4		4	
5		5	
6		6	
7		7	
8		8	
9		9	
10	Total	10	26,238