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 , 2011, and ending ,

Name of foundation: Rice Family Foundation	**A** Employer identification number: 33-0592384
Number and street (or P O box number if mail is not delivered to street address): 4471 Jutland Drive — Room/suite:	**B** Telephone number (see the instructions): (858) 273-3165
City or town: San Diego — State: CA — ZIP code: 92117	**C** If exemption application is pending, check here ► ☐
G Check all that apply: ☐ Initial return ☐ Initial Return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change	**D** 1 Foreign organizations, check here ► ☐ 2 Foreign organizations meeting the 85% test, check here and attach computation ► ☐
H Check type of organization: [X] 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, column (c), line 16)* ► $ 6,786,969. — **J** Accounting method: [X] Cash ☐ Accrual ☐ Other (specify) *(Part I, column (d) must be on cash basis.)*	**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)
REVENUE 1	Contributions, gifts, grants, etc, received (att sch)				
2	Ck ► [X] if the foundn is not req to att Sch B				
3	Interest on savings and temporary cash investments				
4	Dividends and interest from securities	213,672.	213,672.		
5a	Gross rents				
b	Net rental income or (loss)		L-6a Stmt		
6a	Net gain/(loss) from sale of assets not on line 10	120,523.			
b	Gross sales price for all assets on line 6a 7,097,291.				
7	Capital gain net income (from Part IV, line 2)		120,523.		
8	Net short-term capital gain			0.	
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less: Cost of goods sold				
c	Gross profit/(loss) (att sch)				
11	Other income (attach schedule) See Line 11 Stmt	250,295.	250,295.		
12	**Total.** Add lines 1 through 11	584,490.	584,490.	0.	
OPERATING AND ADMINISTRATIVE EXPENSES 13	Compensation of officers, directors, trustees, etc	54,000.	29,000.		25,000.
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees (attach schedule) L-16a Stmt	1,350.			1,350.
b	Accounting fees (attach sch) L-16b Stmt	4,000.			4,000.
c	Other prof fees (attach sch) L-16c Stmt	39,645.	39,645.		
17	Interest				
18	Taxes (attach schedule)(see instrs) See Line 18 Stmt	9,220.	5,465.		
19	Depreciation (attach sch) and depletion				
20	Occupancy	3,600.	1,800.		1,800.
21	Travel, conferences, and meetings	2,877.	1,640.		1,237.
22	Printing and publications				
23	Other expenses (attach schedule) See Line 23 Stmt	13,596.	11,308.		2,278.
24	**Total operating and administrative expenses.** Add lines 13 through 23	128,288.	88,858.		35,665.
25	Contributions, gifts, grants paid	285,917.			285,917.
26	**Total expenses and disbursements.** Add lines 24 and 25	414,205.	88,858.		321,582.
27	Subtract line 26 from line 12:				
a	**Excess of revenue over expenses and disbursements**	170,285.			
b	**Net investment income** (if negative, enter -0-)		495,632.		
c	**Adjusted net income** (if negative, enter -0-)			0.	

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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			
2 Savings and temporary cash investments	297,054.	516,240.	516,240.
3 Accounts receivable ▶			
Less: allowance for doubtful accounts ▶			
4 Pledges receivable ▶			
Less: allowance for doubtful accounts ▶			
5 Grants receivable			
6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
7 Other notes and loans receivable (attach sch) ▶			
Less: allowance for doubtful accounts ▶			
8 Inventories for sale or use			
9 Prepaid expenses and deferred charges			
10a Investments – U.S. and state government obligations (attach schedule)			
b Investments – corporate stock (attach schedule) L-10b Stmt	3,048,063.	3,049,257.	3,277,822.
c Investments – corporate bonds (attach schedule) L-10c Stmt	1,867,639.	1,822,117.	1,895,688.
11 Investments – land, buildings, and equipment: basis ▶ 1,097,219.			
Less: accumulated depreciation (attach schedule) L-11 Stmt ▶ 0.	1,096,959.	1,097,219.	1,097,219.
12 Investments – mortgage loans			
13 Investments – other (attach schedule)			
14 Land, buildings, and equipment: basis ▶			
Less: accumulated depreciation (attach schedule) ▶			
15 Other assets (describe ▶)			
16 **Total assets** (to be completed by all filers – see the instructions. Also, see page 1, item I)	6,309,715.	6,484,833.	6,786,969.
LIABILITIES 17 Accounts payable and accrued expenses			
18 Grants payable			
19 Deferred revenue			
20 Loans from officers, directors, trustees, & other disqualified persons			
21 Mortgages and other notes payable (attach schedule)			
22 Other liabilities (describe ▶)			
23 **Total liabilities** (add lines 17 through 22)			
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	6,309,715.	6,484,833.	
28 Paid-in or capital surplus, or land, building, and equipment fund			
29 Retained earnings, accumulated income, endowment, or other funds			
30 **Total net assets or fund balances** (see instructions)	6,309,715.	6,484,833.	
31 **Total liabilities and net assets/fund balances** (see instructions)	6,309,715.	6,484,833.	

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	6,309,715.
2	Enter amount from Part I, line 27a	2	170,285.
3	Other increases not included in line 2 (itemize) ▶ Adjustment to book values-Investments	3	4,833.
4	Add lines 1, 2, and 3	4	6,484,833.
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 30	6	6,484,833.

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shares MLC Company)	(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1a	RBC Acct 231: Fixed Sch. B-1	P	various	various
b	RBC Acct 234: Equities Sch. B-2	P	various	various
c	3000 Shares Powershares DBA Sch. B-3	P	10/13/10	03/15/11
d	5500 shares Powershares DBC Sch. B-4	P	03/22/11	05/05/11
e	See Columns (a) thru (d)			

	(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	1,160,834.		1,165,287.	-4,453.
b	5,583,301.		5,452,469.	130,832.
c	96,988.		100,646.	-3,658.
d	157,690.		164,296.	-6,606.
e	See Columns (e) thru (h)		101,225.	4,408.

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

	(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	(l) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
a				-4,453.
b	0.	0.	0.	130,832.
c				-3,658.
d				-6,606.
e	See Columns (i) thru (l)	0.	0.	4,408.

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	120,523.
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	120,523.

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☐ No

If 'Yes,' the foundation does not qualify under section 4940(e). Do not complete this part.

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (column (b) divided by column (c))
2010	371,973.	6,441,937.	0.057742
2009	309,931.	6,515,384.	0.047569
2008	350,159.	6,370,028.	0.054970
2007	344,870.	6,988,472.	0.049348
2006	285,617.	6,472,588.	0.044127

2	**Total** of line 1, column (d)	2	0.253756
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	0.050751
4	Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	6,656,709.
5	Multiply line 4 by line 3	5	337,835.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	4,956.
7	Add lines 5 and 6	7	342,791.
8	Enter qualifying distributions from Part XII, line 4	8	321,582.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.

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

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 instrs)**			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► ☐ and enter 1% of Part I, line 27b		1	9,913.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	9,913.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 **Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-		5	9,913.
6 Credits/Payments:			
a 2011 estimated tax pmts and 2010 overpayment credited to 2011	**6a** 3,600.		
b Exempt foreign organizations — tax withheld at source	**6b**		
c Tax paid with application for extension of time to file (Form 8868)	**6c**		
d Backup withholding erroneously withheld	**6d**		
7 Total credits and payments. Add lines 6a through 6d		7	3,600.
8 Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached		8	
9 **Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ►		9	6,313.
10 **Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ►		10	0.
11 Enter the amount of line 10 to be: **Credited to 2012 estimated tax** ► 0. **Refunded** ►		11	

Part VII-A **Statements Regarding Activities**

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

Part VII-A Statements Regarding Activities *(continued)*

			Yes	No
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?	13	X	
	Website address ► N/A			
14	The books are in care of ► Lisa Wilson Telephone no. ► (858) 273-3165 Located at ► 4471 Jutland Drive San Diego CA ZIP + 4 ► 92117			
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			
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?	16		X
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If 'Yes,' enter the name of the foreign country ►			

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

File Form 4720 if any item is checked in the 'Yes' column, unless an exception applies.		Yes	No
1 a 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)?	1b		X
Organizations relying on a current notice regarding disaster assistance check here ► ☐			
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 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		X
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		
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**

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).

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** X

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

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

b If 'Yes,' did the foundation receive any proceeds or have any net income attributable to the transaction? **7b**

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
John Hamel 4471 Jutland Drive San Diego CA 92117	Dir/Pres/CEO 0.50	0.	0.	0.
Shar Salter 4471 Jutland Drive San Diego CA 92117	Director/VP 2.00	3,000.	0.	0.
Lisa Wilson 4471 Jutland Drive San Diego CA 92117	Dir/Treas/CFO 25.00	47,000.	0.	0.
Michelle Brookman 4471 Jutland Drive San Diego CA 92117	Dir/Secty 2.00	4,000.	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
N/A				
0				
0				
0				
0				

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		

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 N/A	0.
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 N/A	0.
2	
All other program-related investments. See instructions.	
3	

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**	5,560,297.
b	Average of monthly cash balances	**1b**	100,564.
c	Fair market value of all other assets (see instructions)	**1c**	1,097,219.
d	**Total** (add lines 1a, b, and c)	**1d**	6,758,080.
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**	6,758,080.
4	Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	**4**	101,371.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	**5**	6,656,709.
6	**Minimum investment return.** Enter 5% of line 5	**6**	332,835.

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**	332,835.
2a	Tax on investment income for 2011 from Part VI, line 5	**2a**	9,913.		
b	Income tax for 2011. (This does not include the tax from Part VI.)	**2b**			
c	Add lines 2a and 2b			**2c**	9,913.
3	Distributable amount before adjustments. Subtract line 2c from line 1			**3**	322,922.
4	Recoveries of amounts treated as qualifying distributions			**4**	
5	Add lines 3 and 4			**5**	322,922.
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**	322,922.

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**	321,582.
b	Program-related investments – total from Part IX-B	**1b**	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc, purposes	**2**	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	**3a**	
b	Cash distribution test (attach the required schedule)	**3b**	
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	**4**	321,582.
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**	0.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	**6**	321,582.

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				322,922.
2 Undistributed income, if any, as of the end of 2011:				
a Enter amount for 2010 only			44,595.	
b Total for prior years 20___, 20___, 20___				
3 Excess distributions carryover, if any, to 2011:				
a From 2006 — 0.				
b From 2007 — 0.				
c From 2008 — 0.				
d From 2009 — 0.				
e From 2010 — 0.				
f **Total** of lines 3a through e	0.			
4 Qualifying distributions for 2011 from Part XII, line 4: ► $ 321,582.				
a Applied to 2010, but not more than line 2a			44,595.	
b Applied to undistributed income of prior years (Election required – see instructions)				
c Treated as distributions out of corpus (Election required – see instructions)				
d Applied to 2011 distributable amount				276,987.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2011 *(If an amount appears in column (d), the same amount must be shown in column (a).)*				
6 **Enter the net total of each column as indicated below:**				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	0.			
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				45,935.
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	0.			
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 — 0.				

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)

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

Part XV Supplementary Information (Complete this part only if the organization 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).)

N/A

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

N/A

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc, Programs:

Check here ► [X] 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:

b The form in which applications should be submitted and information and materials they should include:

c Any submission deadlines:

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

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*				
The Zoological Society of San Diego PO Box 120271 San Diego CA 92112		501(c)(3)	School Outreach Program	10,000.
The Zoological Society of San Diego PO Box 120271 San Diego CA 92112		501(c)(3)	Zoo Express Program	5,000.
The Zoological Society of San Diego PO Box 120271 San Diego CA 92112		501(c)(3)	Animal Express Program	15,000.
Rolling Readers USA 2911 Adams Ave #17 San Diego CA 92116		501(c)(3)	Read Aloud/Book Giveaway Program	5,000.
ArtsBusXpress 2665 Ariane Drive, 202A San Diego CA 92117		501(c)(3)	Student Transporation To the Arts	5,000.
Rosa Parks Elementary 4510 Landis Street San Diego CA 92105		501(c)(3)	Prac. Dev.: Instructional Consultant	3,200.
Rosa Parks Elementary 4510 Landis Street San Diego CA 92105		501(c)(3)	Teacher Stipeds/ Instructional Consulting Programs	6,800.
The New Children's Museum 200 West Island Avenue San Diego CA 92101		501(c)(3)	Educational Program Support	5,000.
San Diego Natural History Museum PO Box 121390 San Diego CA 92112		501(c)(3)	Nature-to-You Loan Library	10,000.
See Line 3a statement				220,917.
Total ► **3a**				285,917.
***b** Approved for future payment*				
Total ► **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	213,672.	
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	120,523.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a Lease Income			14	249,336.	
b Royalty Acct Heber			14	906.	
c Misc Income			14	53.	
d					
e					
12 Subtotal. Add columns (b), (d), and (e)				584,490.	

13 **Total.** Add line 12, columns (b), (d), and (e) 13 584,490.

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

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes). (See instructions.)

Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

		Yes	No
1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a Transfers from the reporting foundation to a noncharitable exempt organization of:			
(1) Cash	**1a (1)**		X
(2) Other assets	**1a (2)**		X
b Other transactions:			
(1) Sales of assets to a noncharitable exempt organization	**1b (1)**		X
(2) Purchases of assets from a noncharitable exempt organization	**1b (2)**		X
(3) Rental of facilities, equipment, or other assets	**1b (3)**		X
(4) Reimbursement arrangements	**1b (4)**		X
(5) Loans or loan guarantees	**1b (5)**		X
(6) Performance of services or membership or fundraising solicitations	**1b (6)**		X
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees	**1c**		X

d If the answer to any of the above is 'Yes,' complete the following schedule. Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received

(a) Line no	**(b)** Amount involved	**(c)** Name of noncharitable exempt organization	**(d)** Description of transfers, transactions, and sharing arrangements

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If 'Yes,' complete the following schedule

(a) Name of organization	**(b)** Type of organization	**(c)** Description of relationship

Sign Here

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge

► Lisa Wilson 15-7-12 ► CFO

Signature of officer or trustee | Date | Title

May the IRS discuss this return with the preparer shown below (see instructions)? ☐ Yes ☐ No

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN

Firm's name ► Self Prepared | Firm's EIN ►

Firm's address ► | Phone no

Form 990-PF
Part I, Line 6a

Net Gain or Loss From Sale of Assets

2011

Name: Rice Family Foundation

Employer Identification Number: 33-0592384

Asset Information:

Description of Property: Account 231
Date Acquired: various | How Acquired: Purchased
Date Sold: various | Name of Buyer:
Sales Price: 1,160,834. | Cost or other basis (do not reduce by depreciation): 1,165,287.
Sales Expense: | Valuation Method:
Total Gain (Loss): -4,453. | Accumulation Depreciation:

Description of Property: Account 234
Date Acquired: various | How Acquired: Purchased
Date Sold: various | Name of Buyer:
Sales Price: 5,583,301. | Cost or other basis (do not reduce by depreciation): 5,452,469.
Sales Expense: | Valuation Method:
Total Gain (Loss): 130,832. | Accumulation Depreciation:

Description of Property: 3000 shares Powershares DBA Agricultural Fund
Date Acquired: 10/13/10 | How Acquired: Purchased
Date Sold: 03/15/11 | Name of Buyer:
Sales Price: 96,988. | Cost or other basis (do not reduce by depreciation): 100,646.
Sales Expense: | Valuation Method:
Total Gain (Loss): -3,658. | Accumulation Depreciation:

Description of Property: 5500 shares Powershares DB Commodity Index Tracking Fund
Date Acquired: 03/23/11 | How Acquired: Purchased
Date Sold: 05/05/11 | Name of Buyer:
Sales Price: 157,690. | Cost or other basis (do not reduce by depreciation): 164,296.
Sales Expense: | Valuation Method:
Total Gain (Loss): -6,606. | Accumulation Depreciation:

Description of Property: 3000 shares Powershares Ultrashort Euro(EUO)
Date Acquired: 12/17/10 | How Acquired: Purchased
Date Sold: 01/11/11 | Name of Buyer:
Sales Price: 64,679. | Cost or other basis (do not reduce by depreciation): 65,305.
Sales Expense: | Valuation Method:
Total Gain (Loss): -626. | Accumulation Depreciation:

Description of Property: 2000 shares Powershares Ultrashort Euro
Date Acquired: 07/12/11 | How Acquired: Purchased
Date Sold: 07/29/11 | Name of Buyer:
Sales Price: 33,799. | Cost or other basis (do not reduce by depreciation): 35,920.
Sales Expense: | Valuation Method:
Total Gain (Loss): -2,121. | Accumulation Depreciation:

Description of Property: Capital Gain Dividends
Date Acquired: various | How Acquired: Purchased
Date Sold: various | Name of Buyer:
Sales Price: 0. | Cost or other basis (do not reduce by depreciation): 0.
Sales Expense: | Valuation Method:
Total Gain (Loss): 7,155. | Accumulation Depreciation.

Description of Property:
Date Acquired: | How Acquired:
Date Sold: | Name of Buyer:
Sales Price: | Cost or other basis (do not reduce by depreciation):
Sales Expense: | Valuation Method:
Total Gain (Loss): | Accumulation Depreciation:

Form 990-PF, Page 1, Part I, Line 11
Line 11 Stmt

Other income:	Rev/Exp Book	Net Inv Inc	Adj Net Inc
Lease income	249,336.	249,336.	
Royalty Acct Heber	906.	906.	
Misc. Income	53.	53.	
Total	250,295.	250,295.	

Form 990-PF, Page 1, Part I, Line 18
Line 18 Stmt

Taxes	Rev/Exp Book	Net Inv Inc	Adj Net Inc	Charity Disb
2011 Est. Taxes	3,600.			
2010 Taxes due	155.			
Property Taxes	5,185.	5,185.		
Foreign Taxes Paid	280.	280.		
Total	9,220.	5,465.		

Form 990-PF, Page 1, Part I, Line 23
Line 23 Stmt

Other expenses:	Rev/Exp Book	Net Inv Inc	Adj Net Inc	Charity Disb
San Diego Grantmakers dues	650.			650.
Education seminars	20.			20.
Insurance	1,039.			1,039.
Postage	32.			32.
Property Repairs	4,911.	4,911.		
Supplies	1,049.	607.		442.
RRF-1 2011: Tax Filing Fee	75.			75.
CA Secretarty of State Filing	20.			20.
Misc Other	23.	23.		
Lawyers Title-Deposit to escrow	5,000.	5,000.		
Other Investment Expenses: K-1's	767.	767.		
State 2011 CA 199 Filing Fee	10.			
Total	13,596.	11,308.		2,278.

Form 990-PF, Part IV, Capital Gains and Losses for Tax on Investment Income
Columns (a) thru (d)

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shares MLC Company)	(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
3000 shares Powershares EUO Sch. B-5	P	12/17/10	01/11/11
2000 shares Powershares EUO Sch. B-5	P	07/12/11	07/29/11
RBC Acct 231: Capital Gain Distributions Sch. B-6	P	various	various
RBC Acct 234: Capital Gain Distributions Sch. B-7	P	various	various
K-1 Capital Gain Distribution Powershares DBC	P	03/22/11	05/05/11
K-1 Capital Gain Distribution Powershares DBA	P	10/13/10	03/15/11

Form 990-PF, Part IV, Capital Gains and Losses for Tax on Investment Income
Columns (e) thru (h)

(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)
64,679.		65,305.	-626.
33,799.		35,920.	-2,121.
0.		0.	1,089.
0.		0.	6,428.
0.		0.	-363.
0.		0.	1.
Total		101,225.	4,408.

Form 990-PF, Part IV, Capital Gains and Losses for Tax on Investment Income
Columns (i) thru (l)

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (column (h) gain minus column (k), but not less than -0-) **or** losses (from column (h))
(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	
			-626.
			-2,121.
0.	0.	0.	1,089.
0.	0.	0.	6,428.
			-363.
			1.
Total	0.	0.	4,408.

Form 990-PF, Page 11, Part XV, line 3a
Line 3a statement

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	Person or Business Checkbox Amount
a *Paid during the year*				
San Diego Natural History Museum PO Box 121390 San Diego CA 92112		501(c)(3)	Museum on Wheels Program	Person or Business X 10,000.
San Diego Natural History Museum PO Box 121390 San Diego CA 92112		501(c)(3)	Magic School Bus outreach program	Person or Business X 20,000.
San Diego Natural History Museum PO Box 121390 San Diego CA 92112		501(c)(3)	Museum Access Fund	Person or Business X 10,000.

Form 990-PF, Page 11, Part XV, line 3a

Continued

Line 3a statement

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	Person or Business Checkbox Amount
a *Paid during the year*				
Reuben H. Fleet Science Center 1875 El Prado San Diego CA 92101		501(c)(3)	Challenger Mission Program Support	Person or Business X 15,405.
Reuben H. Fleet Science Center 1875 El Prado San Diego CA 92101		501(c)(3)	Teacher Workshop Supplies	Person or Business X 520.
Reuben H. Fleet Science Center 1875 El Prado San Diego CA 92101		501(c)(3)	Teacher Stipeds for workshops	Person or Business X 3,840.
Reuben H. Fleet Science Center 1875 El Prado San Diego CA 92101		501(c)(3)	Micronaut Challenger Missions Program Support	Person or Business X 9,875.
Reuben H. Fleet Science Center 1875 El Prado San Diego CA 92101		501(c)(3)	Challenger Program Teacher Supplies	Person or Business X 360.
Cuyamaca College 900 Rancho San Diego Pkwy El Cajon CA 92019		501(c)(3)	Student Scholarships	Person or Business X 2,500.
Cuyamaca College 900 Rancho San Diego Pkwy El Cajon CA 92019		501(c)(3)	Outreach Program Horticultural Dept	Person or Business X 5,725.
Cuyamaca College 900 Rancho San Diego Pkwy El Cajon CA 92019		501(c)(3)	Morgan Rice Internship Program	Person or Business X 41,775.
Cherokee Point Elementary 3735 38th Street San Diego CA 92105		501(c)(3)	Additional Instuctor/ teachers	Person or Business X 9,600.
Cherokee Point Elementary 3735 38th Street San Diego CA 92105		501(c)(3)	Classroom Books	Person or Business X 400.
Cuyamaca College Botanical Society 900 Rancho San Diego Pkwy El Cajon CA 92019		501(c)(3)	CCBS Scholarship Fund	Person or Business X 150.
Elementary Institute of Science 608 51st Street San Diego CA 92114		501(c)(3)	Scholarships	Person or Business X 2,000.
Garfield Elementary 4487 Oregon Street San Diego CA 92116		501(c)(3)	Literacy Software program	Person or Business X 10,000.
Grossmont College 8800 Grossmont College Dr. El Cajon CA 92020		501(c)(3)	Theatre Arts Dept Play Support Spring 2011	Person or Business X 1,500.
Grossmont College 8800 Grossmont College Dr. El Cajon CA 92020		501(c)(3)	Theatre Arts Dept Play Support Fall 2011/Spring 2012	Person or Business X 4,498.

Form 990-PF, Page 11, Part XV, line 3a Continued

Line 3a statement

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	Person or Business Checkbox Amount
a *Paid during the year*				
Franklin Elementary school 4481 Copeland Svenue San Diego CA 92116		501(c)(3)	Instructional Programs	Person or [ ] Business [X] 5,500.
Franklin Elementary school 4481 Copeland Svenue San Diego CA 92116		501(c)(3)	Push-In Teacher support	Person or [ ] Business [X] 4,500.
Baker Elementary 4041 T. Street San Diego CA 92113		501(c)(3)	Classroom Materials	Person or [ ] Business [X] 6,000.
Baker Elementary 4041 T. Street San Diego CA 92113		501(c)(3)	Educational Subscription for classrooms	Person or [ ] Business [X] 2,000.
Baker Elementary 4041 T Street San Diego CA 92113		501(c)(3)	Technical Hardware Classrooms	Person or [ ] Business [X] 1,000.
Baker Elementary 4041 T. Street San Diego CA 92113		501(c)(3)	Family Wellness, Uniform support, Emergency supplies	Person or [ ] Business [X] 1,000.
Balboa Elementary 1844 S. 40th Street San Diego CA 92113		501(c)(3)	Practice Development	Person or [ ] Business [X] 1,200.
Balboa Elementary 1844 S. 40th Street San Diego CA 92113		501(c)(3)	Classroom Field Trips	Person or [ ] Business [X] 5,000.
Balboa Elementary 1844 S. 40th Street San Diego CA 92113		501(c)(3)	Assemblies. rallys, Attendance incentives	Person or [ ] Business [X] 3,800.
Wester Academy of Science of Research 4801 Elm Street San Diego CA 92102		501(c)(3)	Science Lab Materials/ Supplies	Person or [ ] Business [X] 5,000.
Wester Academy of Science of Research 4801 Elm Street San Diego CA 92102		501(c)(3)	Technology Software	Person or [ ] Business [X] 1,000.
Wester Academy of Science of Research 4801 Elm Street San Diego CA 92102		501(c)(3)	Field trips/assemblies	Person or [ ] Business [X] 2,000.
Wester Academy of Science of Research 4801 Elm Street San Diego CA 92102		501(c)(3)	Professional Development	Person or [ ] Business [X] 2,000.
SAY San Diego 8755 Aero Drive, #100 San Diego CA 92123		501(c)(3)	General Support School Programs	Person or [ ] Business [X] 200.
SAY San Diego 8755 Aero Drive, #100 San Diego CA 92123		501(c)(3)	Dad's Club Program Support	Person or [ ] Business [X] 5,000.

Form 990-PF, Page 11, Part XV, line 3a Continued

Line 3a statement

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	Person or Business Checkbox Amount
a *Paid during the year*				
Heritage Of the Americas Museum 12100 Cuyamaca College Dr.West El Cajon CA 92019		501(c)(3)	Education Programs	Person or ☐ Business ☒ 5,000.
Leukemia & Lymphona Society 9150 Chesapeake Dr., #100 San Diego CA 92123		501(c)(3)	General Support Research	Person or ☐ Business ☒ 500.
Leukemia & Lymphona Society 1311 Mamaroneck Ave., #310 White Plains NY 10605		501(c)(3)	General Support Research	Person or ☐ Business ☒ 500.
East County Youth Symphony 339 Hart Drive El Cajon CA 92021		501(c)(3)	General Support Music Programs	Person or ☐ Business ☒ 5,000.
Marston Middle School 3799 Clairemont Drive San Diego CA 92117		501(c)(3)	General Support programs	Person or ☐ Business ☒ 500.
The San Diego Foundation 2508 Historic Decatur Rd, #200 San Diego CA 92106		501(c)(3)	SD Unified School Supplies Fund	Person or ☐ Business ☒ 1,000.
Friends of Joshua Orphan Care 4469 Jutland Drive San Diego CA 92117		501(c)(3)	General Support	Person or ☐ Business ☒ 250.
Tubbs Romp to Stomp out Breast Cnacer 4201 6th Ave. S Seattle WA 98108		501(c)(3)	General Support Breast Cancer Research	Person or ☐ Business ☒ 100.
Grossmont Hospital Foundation PO Box 158 La Mesa CA 91944		501(c)(3)	General Support Sharp HospiceCare Fund	Person or ☐ Business ☒ 1,000.
American Lung Association 5600 Greenwood Plaza Blvd. #100 Greenwood Village CO 80111		501(c)(3)	General Support	Person or ☐ Business ☒ 91.
Horsemanship for the Handicapped 10400 Russell Road La MEsa CA 91941		501(c)(3)	General Support	Person or ☐ Business ☒ 300.
Campanille Foundation/SDSU 5500 Campanile Drive San Diego CA 92182		501(c)(3)	Scholarship Guardian Scholars Progra	Person or ☐ Business ☒ 2,500.
Ocean Discovery Institute 2211 Pacific Beach Drive, #A San Diego CA 92109		501(c)(3)	Living Lab Capital Campaign	Person or ☐ Business ☒ 5,000.
Ocean Discovery Institute 2211 Pacific Beach Drive, #A San Diego CA 92109		501(c)(3)	Ocean Science Explorers Program	Person or ☐ Business ☒ 5,000.
CGFP P.O. Box 17579 San Diego CA 92177		501(c)(3)	General Support Athletics	Person or ☐ Business ☒ 750.

Form 990-PF, Page 11, Part XV, line 3a Continued

Line 3a statement

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	Person or Business Checkbox Amount
a *Paid during the year*				
Natl Fdtn for Cancer Research 4600 East West Highway, #525 Bethesda MD 20814		501(c)(3)	General Support	Person or [ ] Business [X] 78.
Total				220,917.

Form 990-PF, Page 1, Part I

Line 16a - Legal Fees

Name of Provider	Type of Service Provided	Amount Paid Per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Fischer & Ritchey LLP	Consulting	1,350.			1,350.
Total		1,350.			1,350.

Form 990-PF, Page 1, Part I

Line 16b - Accounting Fees

Name of Provider	Type of Service Provided	Amount Paid Per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
L. Wilson	Prep 990PF	4,000.			4,000.
Total		4,000.			4,000.

Form 990-PF, Page 1, Part I

Line 16c - Other Professional Fees

Name of Provider	Type of Service Provided	Amount Paid Per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
RBC Dain Rauscher	Investment Svcs	36,145.	36,145.		
Rasmuson Appraisal S	Real Estate Appraisal	1,000.	1,000.		
Summit Realty Intere	Real Estate Consulting	2,500.	2,500.		
Total		39,645.	39,645.		

Form 990-PF, Page 2, Part II, Line 10b
L-10b Stmt

Line 10b - Investments - Corporate Stock:	End of Year Book Value	End of Year Fair Market Value
Misc Securities RBC Wealth Mgt Acct 234, Sch A-2	3,049,257.	3,277,822.
Total	3,049,257.	3,277,822.

Form 990-PF, Page 2, Part II, Line 10c
L-10c Stmt

Line 10c - Investments - Corporate Bonds:	End of Year Book Value	End of Year Fair Market Value
Misc Fixed Income:RBC Wealth Mgt Acct 231, Sch A-1	1,822,117.	1,895,688.
Total	1,822,117.	1,895,688.

Form 990-PF, Page 2, Part II, Line 11
L-11 Stmt

Line 11b - Description of Investments Land, Buildings and Equipment	(a) Cost/Other Basis	(b) Accumulated Depreciation	(c) Book Value
Parcel 330-111-01-00 (1/2 Interest)	50,879.	0.	50,879.
Parcel 585-090-45-00	98,000.	0.	98,000.
Parcel 585-090-44-00	146,000.	0.	146,000.
Value of leased-fee estate,585-090-45-00	802,340.	0.	802,340.
Total	1,097,219.	0.	1,097,219.

Supporting Statement of:

Form 990-PF, p1/Line 18(a)-3

Description	Amount
El Capitan Property Taxes	1,160.
Mt. Miguel Property Taxes	4,025.
Total	5,185.

Supporting Statement of:

Form 990-PF, p1/Line 18(a)-5

Description	Amount
Foreign Taxes paid on Investments	280.
Total	280.

Supporting Statement of:

Form 990-PF, p2/Line 2(a)

Description	Amount
RBC Acct 230	79,749.
RBC Acct 231	163,618.
RBC Acct 234	53,687.
Total	297,054.

Supporting Statement of:

Form 990-PF,p12/Line 4 Column (d)

Description	Amount
Dividends: Investments	136,052.
Interest: Investments	72,651.
Other Income: K-1's	4,697.
1099-OID	272.
Total	213,672.

THE RICE FAMILY FOUNDATION
ATTN LISA WILSON

33-0592384

ASSET DETAIL

The Estimated Annualized Income ("EAI") for certain securities could include a return of principal or capital gains, in which case EAI depicted on this account statement would be overstated. EAI is only an estimate of income generated by the investment and the actual income may be higher or lower. In the event the investment matures, is sold or called, the full EAI may not be realized.

** The Unrealized Gain/Loss may not reflect your investments' total return. Specifically, the net cost may include dividend and capital gains distributions which have been reinvestedAdditionally, the information that appears in these columns may be based on information provided by you or at your direction. RBC has not verified such data. Please see "About Your Statement" on page 2 for further information.*

Your Financial Advisor has elected to display Asset Detail with the following options: asset purchases (tax lots) consolidated.

CASH AND MONEY MARKET

DESCRIPTION	SYMBOL/CUSIP	QUANTITY	MARKET PRICE	CURRENT MARKET VALUE	PREVIOUS YEAR-END STATEMENT MARKET VALUE
CASH				$707.00	
PRIME MONEY MARKET FUND RBC SELECT CLASS	TKSXX	237,768.770	$1.000	$237,768.77	$163,617.77
TOTAL CASH AND MONEY MARKET				**$238,475.77**	

TAXABLE FIXED INCOME

DESCRIPTION	SYMBOL/CUSIP	QUANTITY	MARKET PRICE	MARKET VALUE/ ACCRUED INTEREST	NET COST *	UNREALIZED GAIN/LOSS *	ESTIMATED ANNUALIZED INCOME
BLACKROCK CORE BD TR SHS BEN INT	BHK	4,800.000	$13.520	$64,896.00	$61,014.76	$3,881.24	$3,859.20
SPDR SERIES TRUST SPDR BRCLYS INTERNATIONAL TREASURY BOND ETF	BWX	1,000.000	$58.830	$58,830.00	$61,379.99	-$2,549.99	$1,970.00
COHEN & STEERS PFD SECS & INCOME FD INC CL I	CPXIX	8,170.000	$11.700	$95,589.00	$100,000.80	-$4,411.80	$6,960.84
WESTERN ASSET EMERGING MKTS DEBT FD INC	ESD	5,000.000	$18.900	$94,500.00	$94,378.00	$122.00	$6,900.00
GENERAL ELECTRIC CAPITAL CORP PUBLIC INCOME NTES 6.625% DUE 6/28/2032 PINES BOOK ENTRY	GEA	1,500.000	$26.340	$39,510.00	$37,499.00	$2,011.00	$2,484.00
PIMCO ETF TR 0-5 YR HIGH YIELD CORP BD INDX FD	HYS	1,000.000	$98.160	$98,160.00	$95,548.00	$2,612.00	$5,205.00
SPDR SERIES TRUST BARCLAYS HIGH YIELD BOND ETF	JNK	3,219.000	$38.450	$123,770.55	$122,891.79	$878.76	$9,531.46
LOOMIS SAYLES FDS II STRATEGIC INCOME FD CL A	NEFZX	7,038.000	$14.370	$101,136.06	$100,009.98	$1,126.08	$6,474.96

Sch A-1

RBC Wealth Management®

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INVESTMENT ACCESS ACCOUNT STATEMENT WITH PORTFOLIO FOCUS 2011 ANNUAL STATEMENT

TAXABLE FIXED INCOME
(continued)

DESCRIPTION	SYMBOL/CUSIP	QUANTITY	MARKET PRICE	MARKET VALUE/ ACCRUED INTEREST	NET COST *	UNREALIZED GAIN/LOSS *	ESTIMATED ANNUALIZED INCOME
VANGUARD SCOTTSDALE FUNDS VANGUARD LONG-TERM CORPORATE BOND ETF	VCLT	1,000.000	$86.700	$86,700.00	$84,110.00	$2,590.00	$3,951.00
J P MORGAN CHASE & CO GLOBAL SUB NOTE MOODY A1 S&P A-	46625HAT7 CPN· 5.750% DUE 01/02/2013 DTD 11/25/2002 BOOK ENTRY ONLY	150,000.000	$103.759	$155,638.80 $4,288.54	$149,958.00	$5,680.80	$8,625.0
GENERAL ELEC CAP CORP MEDIUM TERM NOTES MOODY AA2 S&P AA+	36962G3T9 CPN: 4.800% DUE 05/01/2013 DTD 04/21/2008 BOOK ENTRY ONLY	25,000.000	$104.722	$26,180.50 $200.00	$24,975.00	$1,205.50	$1,200.00
ALCOA INC NOTES MOODY BAA3 S&P BBB-	013817AR2 CPN. 6.000% DUE 07/15/2013 DTD. 07/15/2008 BOOK ENTRY ONLY	40,000.000	$106.428	$42,571.16 $1,106.67	$39,200.00	$3,371.16	$2,400.00
HOME DEPOT INC SR NT MOODY A3 S&P A-	437076AR3 CPN 5.250% DUE 12/16/2013 DTD 12/19/2006 BOOK ENTRY ONLY	25,000.000	$108.642	$27,160.38 $54.69	$21,158.45	$6,001.93	$1,312.50
BANK AMER CORP SR NT MOODY BAA1 S&P A-	06051GDY2 CPN: 7.375% DUE 05/15/2014 DTD 05/13/2009 BOOK ENTRY ONLY	35,000.000	$103.742	$36,309.63 $329.83	$35,826.35	$483.28	$2,581.25
GENWORTH FINANCIAL INC NOTE MOODY BAA3 S&P BBB	37247DAE6 CPN. 5.750% DUE 06/15/2014 DTD. 06/15/2004 BOOK ENTRY ONLY	150,000.000	$98.931	$148,396.05 $383.33	$149,859.00	-$1,462.95	$8,625.00
NEW YORK TIMES CO MOODY B1 S&P B+	650111AE7 CPN 5.000% DUE 03/15/2015 DTD 03/17/2005 BOOK ENTRY ONLY	35,000.000	$100.500	$35,175.00 $515.28	$32,649.05	$2,525.95	$1,750.00

THE RICE FAMILY FOUNDATION
ATTN LISA WILSON

TAXABLE FIXED INCOME
(continued)

DESCRIPTION	SYMBOL/CUSIP	QUANTITY	MARKET PRICE	MARKET VALUE/ ACCRUED INTEREST	NET COST *	UNREALIZED GAIN/LOSS *	ESTIMATED ANNUALIZED INCOME
WACHOVIA BK NATL ASSN MEDIUM TERM SUB BK NTS MOODY A1 S&P A+	92976GAE1 CPN: 5.600% DUE 03/15/2016 DTD 03/09/2006 BOOK ENTRY ONLY	125,000.000	$107.185	$133,981.50 $2,061.11	$123,413.75	$10,567.75	$7,000.00
GOLDMAN SACHS GROUP INC STEP CPN 3%-12/12,4%-12/14,5% 12/15,6%-12/16,7%-12/17 PAR CALL 03/22/2012 MOODY A1 S&P A-	38143UQL8 CPN: 3.000% DUE 12/22/2017 DTD 12/22/2010 BOOK ENTRY ONLY	75,000.000	$96.074	$72,055.50 $56.25	$74,062.50	-$2,007.00	$2,250.00
AMERICAN EXPRESS CO NT MOODY A3 S&P BBB+	025816AY5 CPN 7.000% DUE 03/19/2018 DTD 03/19/2008 BOOK ENTRY ONLY	50,000.000	$120.842	$60,421.00 $991.67	$51,169.27	$9,251.73	$3,500.00
MORGAN STANLEY GROUP INC 5-7/13,6-7/16,8-7/19,10-7/22 12-7/25 PAR CALL 01/09/2012 MOODY A2 S&P A-	61745EV81 CPN 5.000% DUE 07/09/2025 DTD: 07/09/2010 BOOK ENTRY ONLY	50,000.000	$96.529	$48,264.50 $1,194.44	$49,000.00	-$735.50	$2,500.00
FNMA GTD PASS THRU POOL#828378 DELAY DAYS 24 FACTOR = .35947090 CURRENT BALANCE = 68,299 MOODY N/R S&P N/R	31407EJX2 CPN. 6.000% DUE 06/01/2030 DTD. 06/01/2005 BOOK ENTRY ONLY	190,000.000	$111.472	$76,134.79 $341.50	$68,043.35	$8,091.44	$4,097.97
CHL MORTGAGE PASS THROUGH TRUST MTGPC/SERIES 2003-J7 2-A-8-FIXED RT DELAY DAYS 24 FACTOR = 1.00000000 CURRENT BALANCE = 15,000 MOODY N/A S&P AAA	12669EXN1 CPN· 5.000% DUE 08/25/2033 DTD: 07/25/2003 BOOK ENTRY ONLY	15,000.000	$102.146	$15,321.90 $62.50	$14,625.00	$696.90	$750.00
DEUTSCHE MTG SECS INC MTG LN TRUST SERIES 2004-1 CL I-A-1 DELAY DAYS 24 FACTOR = .11977833 CURRENT BALANCE = 8,983 MOODY AA1 S&P AAA	251563CG5 CPN 5.500% DUE 09/25/2033 DTD 01/28/2004 BOOK ENTRY ONLY	75,000.000	$104.146	$9,355.83 $41.17	$8,332.08	$1,023.75	$494.09

TAXABLE FIXED INCOME
(continued)

DESCRIPTION		SYMBOL/CUSIP	QUANTITY	MARKET PRICE	MARKET VALUE/ ACCRUED INTEREST	NET COST *	UNREALIZED GAIN/LOSS *	ESTIMATED ANNUALIZED INCOME
CHASE MORTGAGE FINANCE TRUST SERIES 2003-S11 CLASS 1A1 DELAY DAYS 24 FACTOR = .21031966 CURRENT BALANCE = 12,619 MOODY A3 S&P AAA	CPN 5.000% DUE 10/25/2033 DTD. 10/24/2003 BOOK ENTRY ONLY	16162WAY5	60,000.000	$102.988	$12,996.24 $52.58	$12,492.99	$503.25	$630.96
MASTR ASSET SECURITIZATION TRUST MTGPC/SERIES 2003-9 2-A-7-FIXED RT DELAY DAYS 24 FACTOR = .23575630 CURRENT BALANCE = 12,495 MOODY N/A S&P AAA	CPN· 5.500% DUE 10/25/2033 DTD· 09/25/2003 BOOK ENTRY ONLY	55265KQ28	53,000.000	$93.000	$11,620.43 $57.27	$12,682.51	-$1,062.08	$687.23
BANC AMER MTG SECS INC SERIES 2004-4 CLASS 2-A-2 DELAY DAYS 24 FACTOR = 1.00000000 CURRENT BALANCE = 31,000 MOODY N/A S&P AAA	CPN 5.500% DUE 05/25/2034 DTD 04/28/2004 BOOK ENTRY ONLY	05949AEV8	31,000.000	$102.916	$31,903.96 $142.08	$28,985.00	$2,918.96	$1,705.00
FIRST HORIZON ALTERNATIVE MORTGAGE SECURMTGPC/SERIES 2004-FA1 I-A-1-FIXED DELAY DAYS 24 FACTOR = .20302702 CURRENT BALANCE = 81,211 MOODY B3 S&P BBB+	CPN 6.250% DUE 10/25/2034 DTD· 08/25/2004 BOOK ENTRY ONLY	32051D6Y3	400,000.000	$100.703	$81,781.72 $422.97	$80,804.76	$976.96	$5,075.68
ROYAL BANK OF CANADA 6.05% CALLABLE 06/28/2012 PAR CALL 06/12/2012 MOODY AA1 S&P AA-	CPN. 6.050% DUE 06/12/2037 DTD· 06/12/2007 BOOK ENTRY ONLY	78008EKA4	20,000.000	$101.810	$20,362.00 $63.86	$20,050.73	$311.27	$1,210.00
TOTAL TAXABLE FIXED INCOME **ESTIMATED ACCRUED BOND INTEREST**			**1,636,727.000**		**$1,808,722.50** **$12,365.74**	**$1,754,120.11**	**$54,602.39**	**$103,731.14**

THE RICE FAMILY FOUNDATION
ATTN LISA WILSON

TAX-EXEMPT FIXED INCOME

DESCRIPTION	SYMBOL/CUSIP	QUANTITY	MARKET PRICE	MARKET VALUE/ ACCRUED INTEREST	NET COST *	UNREALIZED GAIN/LOSS *	ESTIMATED ANNUALIZED INCOME
NUVEEN INSURED MUNICIPAL OPPORTUNITY FUND INC	NIO	5,000.000	$14.920	$74,600.00	$67,997.15	$6,602.85	$4,380.00
TOTAL TAX-EXEMPT FIXED INCOME		**5,000.000**		**$74,600.00**	**$67,997.15**	**$6,602.85**	**$4,380.0**

THE RICE FAMILY FOUNDATION
ATTN LISA WILSON

33-0592384

Account number:
7234

ASSET DETAIL

The Estimated Annualized Income ("EAI") for certain securities could include a return of principal or capital gains, in which case EAI depicted on this account statement would be overstated. EAI is only an estimate of income generated by the investment and the actual income may be higher or lower. In the event the investment matures, is sold or called, the full EAI may not be realized.

** The Unrealized Gain/Loss may not reflect your investments' total return. Specifically, the net cost may include dividend and capital gains distributions which have been reinvestedAdditionally, the information that appears in these columns may be based on information provided by you or at your direction. RBC has not verified such data. Please see "About Your Statement" on page 2 for further information.*

Your Financial Advisor has elected to display Asset Detail with the following options: asset purchases (tax lots) consolidated.

CASH AND MONEY MARKET

DESCRIPTION	SYMBOL/CUSIP	QUANTITY	MARKET PRICE	CURRENT MARKET VALUE	PREVIOUS YEAR-END STATEMENT MARKET VALUE
CASH				$4,637.60	
PRIME MONEY MARKET FUND RBC SELECT CLASS	TKSXX	188,528.450	$1.000	$188,528.45	$51,290.69
TOTAL CASH AND MONEY MARKET				**$193,166.05**	

US EQUITIES

DESCRIPTION	SYMBOL/CUSIP	QUANTITY	MARKET PRICE	MARKET VALUE	NET COST *	UNREALIZED GAIN/LOSS *	ESTIMATED ANNUALIZED INCOME
ALTRIA GROUP INC	MO	5,700.000	$29.650	$169,005.00	$135,941.00	$33,064.00	$9,348.00
ANNALY CAPITAL MANAGEMENT INC	NLY	4,000.000	$15.960	$63,840.00	$75,106.45	-$11,266.45	$9,120.00
BLACKROCK STRATEGIC EQUITY DIVIDEND TRUST	BDT	12,000.000	$9.800	$117,600.00	$114,933.32	$2,666.68	$7,800.00
CATERPILLAR INC	CAT	1,000.000	$90.600	$90,600.00	$91,962.30	-$1,362.30	$1,840.00
CHEVRON CORPORATION	CVX	1,200.000	$106.400	$127,680.00	$118,630.20	$9,049.80	$3,888.00
COCA COLA CO	KO	2,400.000	$69.970	$167,928.00	$169,573.20	-$1,645.20	$4,512.00
COSTCO WHOLESALE CORP-NEW	COST	1,900.000	$83.320	$158,308.00	$139,079.94	$19,228.06	$1,824.00
DOMINION RESOURCES INC VA NEW	D	3,400.000	$53.080	$180,472.00	$166,450.72	$14,021.28	$6,698.00
DUKE ENERGY CORPORATION (HOLDING COMPANY) NEW	DUK	6,900.000	$22.000	$151,800.00	$131,292.32	$20,507.68	$6,900.00
HOME DEPOT INC	HD	2,900.000	$42.040	$121,916.00	$117,594.71	$4,321.29	$3,364.00
INTEGRYS ENERGY GROUP INC	TEG	2,000.000	$54.180	$108,360.00	$106,571.00	$1,789.00	$5,440.00
INTEL CORP	INTC	6,000.000	$24.250	$145,500.00	$125,638.90	$19,861.10	$5,040.00
ISHARES TR DOW JONES US OIL EQUIP & SVCS INDEX FUND	IEZ	1,555.000	$51.924	$80,741.82	$87,950.80	-$7,208.98	$256.58
MCDONALDS CORP	MCD	1,900.000	$100.330	$190,627.00	$145,490.15	$45,136.85	$5,320.00

Sch. A-2

INVESTMENT ACCESS ACCOUNT STATEMENT WITH PORTFOLIO FOCUS 2011 ANNUAL STATEMENT

US EQUITIES
(continued)

DESCRIPTION	SYMBOL/CUSIP	QUANTITY	MARKET PRICE	MARKET VALUE	NET COST *	UNREALIZED GAIN/LOSS *	ESTIMATED ANNUALIZED INCOME
PHILIP MORRIS INTERNATIONAL INC	PM	1,700.000	$78.480	$133,416.00	$118,030.83	$15,385.17	$5,236.00
ROYAL GOLD INC	RGLD	1,075.000	$67.430	$72,487.25	$58,247.55	$14,239.70	$645.00
VERIZON COMMUNICATIONS	VZ	4,700.000	$40.120	$188,564.00	$171,360.65	$17,203.35	$9,400.0
TOTAL US EQUITIES				**$2,268,845.07**	**$2,073,854.04**	**$194,991.03**	**$86,631.58**

INTERNATIONAL EQUITIES

DESCRIPTION	SYMBOL/CUSIP	QUANTITY	MARKET PRICE	MARKET VALUE	NET COST *	UNREALIZED GAIN/LOSS *	ESTIMATED ANNUALIZED INCOME
WISDOM TREE EMERGING MARKETS EQUITY INCOME FUND ETF	DEM	1,600.000	$51.270	$82,032.00	$86,992.00	-$4,960.00	$3,643.20
TOTAL INTERNATIONAL EQUITIES				**$82,032.00**	**$86,992.00**	**-$4,960.00**	**$3,643.20**

TAXABLE FIXED INCOME

DESCRIPTION	SYMBOL/CUSIP	QUANTITY	MARKET PRICE	MARKET VALUE/ ACCRUED INTEREST	NET COST *	UNREALIZED GAIN/LOSS *	ESTIMATED ANNUALIZED INCOME
SPDR SERIES TRUST BARCLAYS HIGH YIELD BOND ETF	JNK	3,565.000	$38.450	$137,074.25	$134,859.32	$2,214.93	$10,555.97
TOTAL TAXABLE FIXED INCOME		**3,565.000**		**$137,074.25**	**$134,859.32**	**$2,214.93**	**$10,555.97**

OTHER ASSETS

DESCRIPTION	SYMBOL/CUSIP	QUANTITY	MARKET PRICE	MARKET VALUE	NET COST *	UNREALIZED GAIN/LOSS *
AMERICAN CAPITAL AGENCY CORP COMMON STOCK	AGNC	4,570.000	$28.080	$128,325.60	$136,199.19	-$7,873.59
COLONY FINANCIAL INC	CLNY	3,000.000	$15.710	$47,130.00	$49,025.50	-$1,895.50
JPMORGAN CHASE & CO ALERIAN MLP INDEX ETN BASED ON WAP LEVEL OF INDEX	AMJ	4,300.000	$38.970	$167,571.00	$157,003.00	$10,568.00
MARKET VECTORS ETF TR JR GOLD MINES	GDXJ	1,600.000	$24.700	$39,520.00	$60,047.84	-$20,527.84
MARKET VECTORS ETF TRUST GOLD MINERS ETF	GDX	1,000.000	$51.430	$51,430.00	$56,949.90	-$5,519.90
NATIONAL RETAIL PROPERTIES INC	NNN	4,200.000	$26.380	$110,796.00	$107,524.28	$3,271.72

THE RICE FAMILY FOUNDATION
ATTN LISA WILSON

OTHER ASSETS
(continued)

DESCRIPTION	SYMBOL/CUSIP	QUANTITY	MARKET PRICE	MARKET VALUE		NET COST *	UNREALIZED GAIN/LOSS *
TOCQUEVILLE GOLD FUND	TGLDX	3,428.908	$71.480	$245,098.34		$186,801.94	$58,296.40
					Purchase	*$150,071.35*	*$43,353.53*
					Reinvest	*$36,730.59*	*$14,942.87*
TOTAL OTHER ASSETS				**$789,870.94**		**$753,551.65**	**$36,319.29**

THE RICE FAMILY FOUNDATION [redacted]
ATTN LISA WILSON
4471 JUTLAND DRIVE
SAN DIEGO CA 92117-3646

[redacted]GE
14 of 25
RECIPIENT'S ACCOUNT NUMBER
[redacted]231

CORRECTED COPY: March 16, 2012

33-0592384

Schedule of Realized Gains and Losses

The detailed gain and loss information in this section is provided as a service to our clients. This information may not be furnished to the IRS in its entirety. Information reported to the IRS is shown on Form 1099-B.

This section includes a summary of the short- or long-term gain and loss from the sale of selected securities in this account. "Short-term" refers to securities held for one year or less and "long-term" refers to securities held for more than one year. Cost basis information may reflect a change in the value of certain fixed income and other securities that return or amortize principal over time. In the case of bonds purchased at a premium, cost basis information may be amortized. Cost basis information may also reflect accretion for zero coupon and OID bonds. Please refer to IRS Publications 550 and 1212 for more information and consult your tax advisor, as RBC does not provide tax advice.

Short-Term

QUANTITY	DESCRIPTION	NON-COVERED	OPEN DATE	CLOSE DATE	NET PROCEEDS	NET COST	REALIZED GAIN/LOSS
125,000.000	BANCORP COM BK DE CD 0.350%11 C/D FDIC INS TO LIMITS 0.350% DUE 01/24/2011 CUSIP: 05968VJC5	[X]	12/17/10	01/24/11	125,000.00	125,000.00	0.00
2,500.000	BLACKROCK CREDIT ALLOCATION INCOME TRUST IV SYMBOL: BTZ, CUSIP: 092508100	[X]	01/26/11	08/08/11	29,487.43	30,324.30	-836.87
60,000.000*	CHASE MORTGAGE FINANCE TRUST SERIES 2003-S11 CLASS 1A1 5.000% DUE 10/25/2033 ADJUSTED QUANTITY: 2,733.410, ORIGINAL COST: 2,706.08, PURCHASE FACTOR: 0.04555683, SALE FACTOR: 0.04555683 CUSIP: 16162WAY5	[X]	09/10/10	01/25/11	2,733.41	2,706.08	27.33
60,000.000*	CHASE MORTGAGE FINANCE TRUST SERIES 2003-S11 CLASS 1A1 5.000% DUE 10/25/2033 ADJUSTED QUANTITY: 461.990, ORIGINAL COST: 457.37, PURCHASE FACTOR: 0.00769983, SALE FACTOR: 0.00769983 CUSIP: 16162WAY5	[X]	09/10/10	02/25/11	461.99	457.37	4.62
60,000.000*	CHASE MORTGAGE FINANCE TRUST SERIES 2003-S11 CLASS 1A1 5.000% DUE 10/25/2033 ADJUSTED QUANTITY: 526.530, ORIGINAL COST: 521.26, PURCHASE FACTOR: 0.0087755, SALE FACTOR: 0.0087755 CUSIP: 16162WAY5	[X]	09/10/10	03/25/11	526.53	521.26	5.27
60,000.000*	CHASE MORTGAGE FINANCE TRUST SERIES 2003-S11 CLASS 1A1 5.000% DUE 10/25/2033 ADJUSTED QUANTITY: 40.370, ORIGINAL COST: 39.97, PURCHASE FACTOR: 0.00067283, SALE FACTOR: 0.00067283 CUSIP: 16162WAY5	[X]	09/10/10	04/25/11	40.37	39.97	0.40

Sch. B-1

THE RICE FAMILY FOUNDATION
ATTN: LISA WILSON
4471 JUTLAND DRIVE
SAN DIEGO CA 92117-3646

PAGE
15 of 25
RECIPIENT'S ACCOUNT NUMBER
231

CORRECTED COPY: March 16, 2012

Schedule of Realized Gains and Losses (cont)

Short-Term (cont)

QUANTITY	DESCRIPTION	NON-COVERED	OPEN DATE	CLOSE DATE	NET PROCEEDS	NET COST	REALIZED GAIN/LOSS
60,000.000*	CHASE MORTGAGE FINANCE TRUST SERIES 2003-S11 CLASS 1A1 5.000% DUE 10/25/2033 ADJUSTED QUANTITY: 526.600, ORIGINAL COST: 521.33, PURCHASE FACTOR. 0.00877667, SALE FACTOR: 0.00877667 CUSIP. 16162WAY5	[X]	09/10/10	05/25/11	526.60	521.33	5.27
60,000.000*	CHASE MORTGAGE FINANCE TRUST SERIES 2003-S11 CLASS 1A1 5.000% DUE 10/25/2033 ADJUSTED QUANTITY. 45.510, ORIGINAL COST 45 05, PURCHASE FACTOR: 0.0007585, SALE FACTOR: 0 0007585 CUSIP: 16162WAY5	[X]	09/10/10	06/25/11	45 51	45.05	0.46
60,000 000*	CHASE MORTGAGE FINANCE TRUST SERIES 2003-S11 CLASS 1A1 5 000% DUE 10/25/2033 ADJUSTED QUANTITY: 39.890, ORIGINAL COST: 39.49, PURCHASE FACTOR: 0.00066483, SALE FACTOR: 0.00066483 CUSIP: 16162WAY5	[X]	09/10/10	07/25/11	39 89	39.49	0.40
60,000.000*	CHASE MORTGAGE FINANCE TRUST SERIES 2003-S11 CLASS 1A1 5.000% DUE 10/25/2033 ADJUSTED QUANTITY: 41.680, ORIGINAL COST: 41.26, PURCHASE FACTOR: 0.00069467, SALE FACTOR: 0.00069467 CUSIP: 16162WAY5	[X]	09/10/10	08/25/11	41.68	41 26	0 42
10,132.000	FIDELITY ADVISOR FLOATING RATE HIGH INCOME FD CL I SYMBOL: FFRIX, CUSIP. 315807552	[X]	01/20/11	08/12/11	95,240 80	100,002.84	-4,762.04
400,000.000*	FIRST HORIZON ALTERNATIVE MORTGAGE SECURMTGPC/SERIES 2004-FA1 I-A-1-FIXED 6.250% DUE 10/25/2034 ADJUSTED QUANTITY: 1,100.640, ORIGINAL COST: 1,095.14, PURCHASE FACTOR 0.0027516, SALE FACTOR: 0.0027516 CUSIP: 32051D6Y3	[X]	08/17/10	01/25/11	1,100.64	1,095.14	5.50
400,000.000*	FIRST HORIZON ALTERNATIVE MORTGAGE SECURMTGPC/SERIES 2004-FA1 I-A-1-FIXED 6 250% DUE 10/25/2034 ADJUSTED QUANTITY: 922.732, ORIGINAL COST: 918.12, PURCHASE FACTOR. 0.00230683, SALE FACTOR: 0.00230683	[X]	08/17/10	02/25/11	922.73	918 12	4.61

THE RICE FAMILY FOUNDATION
ATTN· LISA WILSON
'4471 JUTLAND DRIVE
SAN DIEGO CA 92117-3646

PAGE
16 of 25
RECIPIENT'S ACCOUNT NUMBER
7231

CORRECTED COPY: March 16, 2012

Schedule of Realized Gains and Losses (cont)

Short-Term (cont)

QUANTITY	DESCRIPTION	NON-COVERED	OPEN DATE	CLOSE DATE	NET PROCEEDS	NET COST	REALIZED GAIN/LOSS
	CUSIP. 32051D6Y3						
400,000.000*	FIRST HORIZON ALTERNATIVE MORTGAGE SECURMTGPC/SERIES 2004-FA1 I-A-1-FIXED 6.250% DUE 10/25/2034 ADJUSTED QUANTITY: 457.432, ORIGINAL COST: 455.14, PURCHASE FACTOR: 0.00114358, SALE FACTOR: 0 00114358 CUSIP: 32051D6Y3	[X]	08/17/10	03/25/11	457.43	455.14	2 29
400,000.000*	FIRST HORIZON ALTERNATIVE MORTGAGE SECURMTGPC/SERIES 2004-FA1 I-A-1-FIXED 6.250% DUE 10/25/2034 ADJUSTED QUANTITY· 350.420, ORIGINAL COST: 348.67, PURCHASE FACTOR: 0.00087605, SALE FACTOR: 0.00087605 CUSIP. 32051D6Y3	[X]	08/17/10	04/25/11	350.42	348 67	1 75
400,000.000*	FIRST HORIZON ALTERNATIVE MORTGAGE SECURMTGPC/SERIES 2004-FA1 I-A-1-FIXED 6.250% DUE 10/25/2034 ADJUSTED QUANTITY: 264.732, ORIGINAL COST: 263.41, PURCHASE FACTOR: 0 00066183, SALE FACTOR: 0.00066183 CUSIP 32051D6Y3	[X]	08/17/10	05/25/11	264.73	263.41	1 32
400,000.000*	FIRST HORIZON ALTERNATIVE MORTGAGE SECURMTGPC/SERIES 2004-FA1 I-A-1-FIXED 6 250% DUE 10/25/2034 ADJUSTED QUANTITY: 1,230.100, ORIGINAL COST: 1,223.95, PURCHASE FACTOR: 0.00307525, SALE FACTOR: 0 00307525 CUSIP: 32051D6Y3	[X]	08/17/10	06/25/11	1,230.10	1,223.95	6.15
400,000 000*	FIRST HORIZON ALTERNATIVE MORTGAGE SECURMTGPC/SERIES 2004-FA1 I-A-1-FIXED 6.250% DUE 10/25/2034 ADJUSTED QUANTITY: 622.000, ORIGINAL COST: 618 89, PURCHASE FACTOR: 0.001555, SALE FACTOR: 0.001555 CUSIP 32051D6Y3	[X]	08/17/10	07/25/11	622.00	618.89	3.11
1,000.000	ISHARES TRUST BARCLAYS 7-10 YEAR TREASURY BOND FD SYMBOL: IEF, CUSIP: 464287440	[X]	09/22/11	10/27/11	102,185.00	106,179.90	-3,994 90

THE RICE FAMILY FOUNDATION
ATTN: LISA WILSON
4471 JUTLAND DRIVE
SAN DIEGO CA 92117-3646

CORRECTED COPY: March 16, 2012

Schedule of Realized Gains and Losses (cont)

Short-Term (cont)

QUANTITY	DESCRIPTION	NON-COVERED	OPEN DATE	CLOSE DATE	NET PROCEEDS	NET COST	REALIZED GAIN/LOSS
53,000.000*	MASTR ASSET SECURITIZATION TRUST MTGPC/SERIES 2003-9 2-A-7-FIXED RT 5.500% DUE 10/25/2033 ADJUSTED QUANTITY: 799.670, ORIGINAL COST: 811.67, PURCHASE FACTOR: 0.01508811, SALE FACTOR: 0.01508811 CUSIP: 55265KQ28	[x]	07/28/10	01/25/11	799.67	811.66	-11.99
53,000 000*	MASTR ASSET SECURITIZATION TRUST MTGPC/SERIES 2003-9 2-A-7-FIXED RT 5.500% DUE 10/25/2033 ADJUSTED QUANTITY: 409.510, ORIGINAL COST: 415.65, PURCHASE FACTOR: 0.0077266, SALE FACTOR: 0.0077266 CUSIP: 55265KQ28	[x]	07/28/10	02/25/11	409.51	415 65	-6.14
53,000 000*	MASTR ASSET SECURITIZATION TRUST MTGPC/SERIES 2003-9 2-A-7-FIXED RT 5.500% DUE 10/25/2033 ADJUSTED QUANTITY: 255.870, ORIGINAL COST: 259.71, PURCHASE FACTOR: 0.00482774, SALE FACTOR: 0.00482774 CUSIP: 55265KQ28	[x]	07/28/10	03/25/11	255.87	259.71	-3.84
53,000.000*	MASTR ASSET SECURITIZATION TRUST MTGPC/SERIES 2003-9 2-A-7-FIXED RT 5.500% DUE 10/25/2033 ADJUSTED QUANTITY. 310.260, ORIGINAL COST: 314.91, PURCHASE FACTOR: 0.00585396, SALE FACTOR: 0 00585396 CUSIP: 55265KQ28	[x]	07/28/10	04/25/11	310 26	314.91	-4.65
53,000.000*	MASTR ASSET SECURITIZATION TRUST MTGPC/SERIES 2003-9 2-A-7-FIXED RT 5 500% DUE 10/25/2033 ADJUSTED QUANTITY: 367.490, ORIGINAL COST: 373.00, PURCHASE FACTOR: 0.00693377, SALE FACTOR: 0 00693377 CUSIP: 55265KQ28	[x]	07/28/10	05/25/11	367 49	373.00	-5 51
53,000 000*	MASTR ASSET SECURITIZATION TRUST MTGPC/SERIES 2003-9 2-A-7-FIXED RT 5 500% DUE 10/25/2033 ADJUSTED QUANTITY: 123.180, ORIGINAL COST: 125.03, PURCHASE FACTOR: 0.00232415, SALE FACTOR: 0.00232415	[x]	07/28/10	06/25/11	123.18	125.03	-1.85

THE RICE FAMILY FOUNDATION
ATTN LISA WILSON
4471 JUTLAND DRIVE
SAN DIEGO CA 92117-3646

PAGE
18 of 25
RECIPIENT'S ACCOUNT NUMBER
7231

CORRECTED COPY: March 16, 2012

Schedule of Realized Gains and Losses (cont)

Short-Term (cont)

QUANTITY	DESCRIPTION	NON-COVERED	OPEN DATE	CLOSE DATE	NET PROCEEDS	NET COST	REALIZED GAIN/LOSS
	CUSIP: 55265KQ28						
53,000 000*	MASTR ASSET SECURITIZATION TRUST MTGPC/SERIES 2003-9 2-A-7-FIXED RT 5.500% DUE 10/25/2033 ADJUSTED QUANTITY: 122.620, ORIGINAL COST: 124.46, PURCHASE FACTOR: 0.00231358, SALE FACTOR: 0.00231358 CUSIP. 55265KQ28	[X]	07/28/10	07/25/11	122.62	124.46	-1 84
1,200 000	POWERSHARES GLOBAL EXCHANGE TRADED FD TR EMERGING MARKETS SOVEREIGN DEBT PORTFOLIO SYMBOL: PCY, CUSIP: 73936T573	[X]	03/24/11	08/08/11	32,591.37	31,665.33	926 04
1,400 000	POWERSHARES GLOBAL EXCHANGE TRADED FD TR EMERGING MARKETS SOVEREIGN DEBT PORTFOLIO SYMBOL: PCY, CUSIP 73936T573	[X]	03/09/11	08/08/11	38,023.27	37,016.78	1,006.49
4,900.000	POWERSHARES GLOBAL EXCHANGE TRADED FUNDAMENTAL HIGH YIELD USD BD PORTFOLIO SYMBOL: PHB, CUSIP: 73936T557	[X]	01/04/11	08/04/11	89,178 28	89,392.58	-214.30
* K-1 3,000.000	PROSHARES TR II PROSHARES ULTRASHORT EURO SYMBOL. EUO, CUSIP 74347W882	[X]	12/17/10	01/11/11	64,679.20	62,921 83	1,757.37 *
2,000 000	PROSHARES TR II PROSHARES ULTRASHORT EURO SYMBOL: EUO, CUSIP: 74347W882	[X]	07/12/11	07/29/11	33,799.48	35,919.80	-2,120 32
560.000	SPDR DOW JONES INDL AVERAGE ETF TR UNIT SER 1 SYMBOL DIA, CUSIP 78467X109	[X]	10/07/11	10/25/11	65,955 59	62,676.65	3,278.94
1,200.000	SPDR SER TR SPDR BARCLAYS CAP CONV SEC ETF SYMBOL CWB, CUSIP: 78464A359	[X]	12/17/10	06/09/11	49,151.05	49,079.00	72 05
600.000	SPDR SER TR SPDR BARCLAYS CAP CONV SEC ETF SYMBOL CWB, CUSIP 78464A359	[X]	01/04/11	08/03/11	23,519.54	24,744.00	-1,224 46

THE RICE FAMILY FOUNDATION
ATTN ·LISA WILSON
'4471 JUTLAND DRIVE
SAN DIEGO CA 92117-3646

CORRECTED COPY: March 16, 2012

Schedule of Realized Gains and Losses (cont)

Short-Term (cont)

QUANTITY	DESCRIPTION	NON-COVERED	OPEN DATE	CLOSE DATE	NET PROCEEDS	NET COST	REALIZED GAIN/LOSS
193,000.000*	MASTR ASSET SECURITIZATION TRUST MTGPC/SERIES 2003-6 9-A-1-FIXED RT 4.250% DUE 07/25/2033 ADJUSTED QUANTITY: 3,418.920, ORIGINAL COST: 3,427.47, PURCHASE FACTOR: 0 01771461, SALE FACTOR 0 01771461 CUSIP· 55265KZA0	X	06/23/10	01/25/11	3,418 92	3,427 47	-8.55
193,000.000*	MASTR ASSET SECURITIZATION TRUST MTGPC/SERIES 2003-6 9-A-1-FIXED RT 4.250% DUE 07/25/2033 ADJUSTED QUANTITY: 2,576.519, ORIGINAL COST: 2,582.96, PURCHASE FACTOR: 0.01334984, SALE FACTOR: 0.01334984 CUSIP: 55265KZA0	X	06/23/10	02/25/11	2,576 52	2,582 96	-6.44
193,000.000*	MASTR ASSET SECURITIZATION TRUST MTGPC/SERIES 2003-6 9-A-1-FIXED RT 4.250% DUE 07/25/2033 ADJUSTED QUANTITY: 922.770, ORIGINAL COST: 925 08, PURCHASE FACTOR: 0.00478119, SALE FACTOR: 0.00478119 CUSIP: 55265KZA0	X	06/23/10	03/25/11	922 77	925.08	-2.31
193,000.000*	MASTR ASSET SECURITIZATION TRUST MTGPC/SERIES 2003-6 9-A-1-FIXED RT 4.250% DUE 07/25/2033 ADJUSTED QUANTITY: 916 709, ORIGINAL COST: 919 00, PURCHASE FACTOR: 0.00474979, SALE FACTOR· 0.00474979 CUSIP. 55265KZA0	X	06/23/10	04/25/11	916.71	919 00	-2.29
193,000.000*	MASTR ASSET SECURITIZATION TRUST MTGPC/SERIES 2003-6 9-A-1-FIXED RT 4.250% DUE 07/25/2033 ADJUSTED QUANTITY: 878.810, ORIGINAL COST. 881.01, PURCHASE FACTOR: 0.00455342, SALE FACTOR. 0 00455342 CUSIP: 55265KZA0	X	06/23/10	05/25/11	878 81	881.01	-2.20
	Short-Term Subtotal				**769,277.37**		**-6,100.71**

THE RICE FAMILY FOUNDATION
ATTN· LISA WILSON
· 4471 JUTLAND DRIVE
SAN DIEGO CA 92117-3646

PAGE
20 of 25
RECIPIENT'S ACCOUNT NUMBER
·231

CORRECTED COPY: March 16, 2012

Schedule of Realized Gains and Losses (cont)

Long-Term

QUANTITY	DESCRIPTION	NON-COVERED	OPEN DATE	CLOSE DATE	NET PROCEEDS	NET COST	REALIZED GAIN/LOSS
60,000 000*	CHASE MORTGAGE FINANCE TRUST SERIES 2003-S11 CLASS 1A1 5.000% DUE 10/25/2033 ADJUSTED QUANTITY: 362 170, ORIGINAL COST: 358.55, PURCHASE FACTOR: 0.00603617, SALE FACTOR: 0.00603617	[X]	09/10/10	09/25/11	362 17	358.55	3.62
60,000.000*	CHASE MORTGAGE FINANCE TRUST SERIES 2003-S11 CLASS 1A1 5 000% DUE 10/25/2033 ADJUSTED QUANTITY 44.140, ORIGINAL COST: 43.70, PURCHASE FACTOR 0.00073567, SALE FACTOR· 0.00073567	[X]	09/10/10	10/25/11	44.14	43.70	0.44
60,000.000*	CHASE MORTGAGE FINANCE TRUST SERIES 2003-S11 CLASS 1A1 5.000% DUE 10/25/2033 ADJUSTED QUANTITY: 781.050, ORIGINAL COST: 773.24, PURCHASE FACTOR· 0.0130175, SALE FACTOR: 0.0130175	[X]	09/10/10	11/25/11	781.05	773 24	7.81
60,000 000*	CHASE MORTGAGE FINANCE TRUST SERIES 2003-S11 CLASS 1A1 5 000% DUE 10/25/2033 ADJUSTED QUANTITY: 362.410, ORIGINAL COST: 358.79, PURCHASE FACTOR: 0.00604017, SALE FACTOR: 0.00604017	[X]	09/10/10	12/25/11	362.41	358.79	3 62
75,000 000*	DEUTSCHE MTG SECS INC MTG LN TRUST SERIES 2004-1 CL I-A-1 5.500% DUE 09/25/2033 ADJUSTED QUANTITY 627.270, ORIGINAL COST: 581 79, PURCHASE FACTOR: 0.0083636, SALE FACTOR 0.0083636	[X]	06/16/09	01/25/11	627.27	581.79	45.48
75,000 000*	DEUTSCHE MTG SECS INC MTG LN TRUST SERIES 2004-1 CL I-A-1 5.500% DUE 09/25/2033 ADJUSTED QUANTITY 532.480, ORIGINAL COST: 493.88, PURCHASE FACTOR: 0.00709973, SALE FACTOR· 0.00709973	[X]	06/16/09	02/25/11	532 48	493.87	38.61
75,000.000*	DEUTSCHE MTG SECS INC MTG LN TRUST SERIES 2004-1 CL I-A-1 5.500% DUE 09/25/2033 ADJUSTED QUANTITY 420 650, ORIGINAL COST: 390 15, PURCHASE FACTOR· 0.00560867, SALE FACTOR. 0 00560867	[X]	06/16/09	03/25/11	420.65	390 15	30.50
75,000 000*	DEUTSCHE MTG SECS INC MTG LN TRUST SERIES 2004-1 CL I-A-1 5.500% DUE 09/25/2033 ADJUSTED QUANTITY 29 570, ORIGINAL COST: 27 43, PURCHASE FACTOR: 0.00039427, SALE FACTOR: 0.00039427	[X]	06/16/09	04/25/11	29.57	27.43	2.14
75,000 000*	DEUTSCHE MTG SECS INC MTG LN TRUST SERIES 2004-1 CL I-A-1 5.500% DUE 09/25/2033 ADJUSTED QUANTITY 660.910, ORIGINAL COST: 612.99, PURCHASE FACTOR 0.00881213, SALE FACTOR 0.00881213	[X]	06/16/09	05/25/11	660.91	612 99	47.92

THE RICE FAMILY FOUNDATION
ATTN ·LISA WILSON
'4471 JUTLAND DRIVE
SAN DIEGO CA 92117-3646

RECIPIENT'S ACCOUNT NUMBER
'231

CORRECTED COPY: March 16, 2012

Schedule of Realized Gains and Losses (cont)

Long-Term (cont)

QUANTITY	DESCRIPTION	NON-COVERED	OPEN DATE	CLOSE DATE	NET PROCEEDS	NET COST	REALIZED GAIN/LOSS
75,000 000*	DEUTSCHE MTG SECS INC MTG LN TRUST SERIES 2004-1 CL I-A-1 5.500% DUE 09/25/2033 ADJUSTED QUANTITY: 24.980, ORIGINAL COST: 23.17, PURCHASE FACTOR· 0 00033307, SALE FACTOR: 0.00033307	[X]	06/16/09	06/25/11	24.98	23.17	1.81
75,000.000*	DEUTSCHE MTG SECS INC MTG LN TRUST SERIES 2004-1 CL I-A-1 5 500% DUE 09/25/2033 ADJUSTED QUANTITY. 28.790, ORIGINAL COST· 26 70, PURCHASE FACTOR· 0 00038387, SALE FACTOR: 0.00038387	[X]	06/16/09	07/25/11	28.79	26.70	2 09
75,000.000*	DEUTSCHE MTG SECS INC MTG LN TRUST SERIES 2004-1 CL I-A-1 5.500% DUE 09/25/2033 ADJUSTED QUANTITY: 32.890, ORIGINAL COST: 30.51, PURCHASE FACTOR. 0 00043853, SALE FACTOR 0.00043853	[X]	06/16/09	08/25/11	32.89	30.51	2.38
75,000 000*	DEUTSCHE MTG SECS INC MTG LN TRUST SERIES 2004-1 CL I-A-1 5.500% DUE 09/25/2033 ADJUSTED QUANTITY: 25.280, ORIGINAL COST: 23.45, PURCHASE FACTOR: 0.00033707, SALE FACTOR: 0.00033707	[X]	06/16/09	09/25/11	25.28	23 45	1.83
75,000.000*	DEUTSCHE MTG SECS INC MTG LN TRUST SERIES 2004-1 CL I-A-1 5 500% DUE 09/25/2033 ADJUSTED QUANTITY: 486.230, ORIGINAL COST 450 98, PURCHASE FACTOR: 0.00648307, SALE FACTOR: 0.00648307	[X]	06/16/09	10/25/11	486.23	450.98	35.25
75,000.000*	DEUTSCHE MTG SECS INC MTG LN TRUST SERIES 2004-1 CL I-A-1 5.500% DUE 09/25/2033 ADJUSTED QUANTITY: 409 950, ORIGINAL COST: 380.23, PURCHASE FACTOR: 0.005466, SALE FACTOR 0 005466	[X]	06/16/09	11/25/11	409 95	380.23	29.72
75,000 000*	DEUTSCHE MTG SECS INC MTG LN TRUST SERIES 2004-1 CL I-A-1 5.500% DUE 09/25/2033 ADJUSTED QUANTITY: 19.390, ORIGINAL COST: 17 98, PURCHASE FACTOR. 0.00025853, SALE FACTOR. 0.00025853	[X]	06/16/09	12/25/11	19.39	17 98	1.41
400,000 000*	FIRST HORIZON ALTERNATIVE MORTGAGE SECURMTGPC/SERIES 2004-FA1 I-A-1-FIXED 6 250% DUE 10/25/2034 ADJUSTED QUANTITY: 1,228.532, ORIGINAL COST: 1,222.39, PURCHASE FACTOR. 0.00307133, SALE FACTOR: 0.00307133	[X]	08/17/10	08/25/11	1,228.53	1,222.39	6.14
400,000 000*	FIRST HORIZON ALTERNATIVE MORTGAGE SECURMTGPC/SERIES 2004-FA1 I-A-1-FIXED 6 250% DUE 10/25/2034	[X]	08/17/10	09/25/11	586.38	583.45	2.93

THE RICE FAMILY FOUNDATION
ATTN· LISA WILSON
4471 JUTLAND DRIVE
SAN DIEGO CA 92117-3646

PAGE
22 of 25
RECIPIENT'S ACCOUNT NUMBER
'231

CORRECTED COPY: March 16, 2012

Schedule of Realized Gains and Losses (cont)

Long-Term (cont)

QUANTITY	DESCRIPTION	NON-COVERED	OPEN DATE	CLOSE DATE	NET PROCEEDS	NET COST	REALIZED GAIN/LOSS
	ADJUSTED QUANTITY 586.380, ORIGINAL COST: 583.45, PURCHASE FACTOR: 0.00146595, SALE FACTOR· 0.00146595						
400,000 000*	FIRST HORIZON ALTERNATIVE MORTGAGE SECURMTGPC/SERIES 2004-FA1 I-A-1-FIXED 6.250% DUE 10/25/2034 ADJUSTED QUANTITY: 796.080, ORIGINAL COST: 792.10, PURCHASE FACTOR: 0.0019902, SALE FACTOR: 0.0019902	[x]	08/17/10	10/25/11	796.08	792.10	3.98
400,000 000*	FIRST HORIZON ALTERNATIVE MORTGAGE SECURMTGPC/SERIES 2004-FA1 I-A-1-FIXED 6.250% DUE 10/25/2034 ADJUSTED QUANTITY: 1,490.880, ORIGINAL COST: 1,483.43, PURCHASE FACTOR: 0.0037272, SALE FACTOR: 0.0037272	[x]	08/17/10	11/25/11	1,490.88	1,483.43	7 45
400,000.000*	FIRST HORIZON ALTERNATIVE MORTGAGE SECURMTGPC/SERIES 2004-FA1 I-A-1-FIXED 6.250% DUE 10/25/2034 ADJUSTED QUANTITY· 918.812, ORIGINAL COST: 914.22, PURCHASE FACTOR: 0.00229703, SALE FACTOR: 0.00229703	[x]	08/17/10	12/25/11	918.81	914.22	4.59
190,000.000*	FNMA GTD PASS THRU POOL#828378 6.000% DUE 06/01/2030 ADJUSTED QUANTITY 155.800, ORIGINAL COST· 155 22, PURCHASE FACTOR. 0.00082, SALE FACTOR. 0.00082	[x]	05/03/06	01/25/11	155.80	155.22	0.58
190,000.000*	FNMA GTD PASS THRU POOL#828378 6 000% DUE 06/01/2030 ADJUSTED QUANTITY 155.960, ORIGINAL COST 155.38, PURCHASE FACTOR 0 00082084, SALE FACTOR: 0.00082084	[x]	05/03/06	02/25/11	155.96	155.37	0.59
190,000 000*	FNMA GTD PASS THRU POOL#828378 6.000% DUE 06/01/2030 ADJUSTED QUANTITY: 157.520, ORIGINAL COST: 156.93, PURCHASE FACTOR: 0.00082905, SALE FACTOR: 0.00082905	[x]	05/03/06	03/25/11	157.52	156.93	0.59
190,000 000*	FNMA GTD PASS THRU POOL#828378 6 000% DUE 06/01/2030 ADJUSTED QUANTITY. 158 310, ORIGINAL COST 157 72, PURCHASE FACTOR 0 00083321, SALE FACTOR: 0 00083321	[x]	05/03/06	04/25/11	158.31	157.72	0 59
190,000.000*	FNMA GTD PASS THRU POOL#828378 6 000% DUE 06/01/2030 ADJUSTED QUANTITY. 159.150, ORIGINAL COST· 158 55, PURCHASE FACTOR 0 00083763, SALE FACTOR· 0 00083763	[x]	05/03/06	05/25/11	159.15	158.55	0 60
190,000.000*	FNMA GTD PASS THRU POOL#828378 6.000% DUE 06/01/2030 ADJUSTED QUANTITY: 160.670, ORIGINAL COST: 160 07, PURCHASE FACTOR: 0.00084563, SALE FACTOR: 0.00084563	[x]	05/03/06	06/27/11	160.67	160.07	0.60
190,000.000*	FNMA GTD PASS THRU POOL#828378	[x]	05/03/06	07/25/11	160 85	160 25	0.60

THE RICE FAMILY FOUNDATION
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·4471 JUTLAND DRIVE
SAN DIEGO CA 92117-3646

RECIPIENT'S ACCOUNT NUMBER
7231

CORRECTED COPY: March 16, 2012

Schedule of Realized Gains and Losses (cont)

Long-Term (cont)

QUANTITY	DESCRIPTION	NON-COVERED	OPEN DATE	CLOSE DATE	NET PROCEEDS	NET COST	REALIZED GAIN/LOSS
	6.000% DUE 06/01/2030 ADJUSTED QUANTITY: 160.850, ORIGINAL COST. 160 25, PURCHASE FACTOR. 0 00084658, SALE FACTOR. 0.00084658						
190,000.000*	FNMA GTD PASS THRU POOL#828378 6 000% DUE 06/01/2030 ADJUSTED QUANTITY 161.711, ORIGINAL COST 161 10, PURCHASE FACTOR 0 00085111, SALE FACTOR: 0.00085111	[X]	05/03/06	08/25/11	161 71	161.10	0 61
190,000.000*	FNMA GTD PASS THRU POOL#828378 6.000% DUE 06/01/2030 ADJUSTED QUANTITY: 161.901, ORIGINAL COST 161.29, PURCHASE FACTOR. 0.00085211, SALE FACTOR: 0.00085211	[X]	05/03/06	09/26/11	161.90	161.29	0.61
190,000.000*	FNMA GTD PASS THRU POOL#828378 6.000% DUE 06/01/2030 ADJUSTED QUANTITY: 168.460, ORIGINAL COST: 167.83, PURCHASE FACTOR· 0.00088663, SALE FACTOR: 0 00088663	[X]	05/03/06	10/25/11	168 46	167.83	0.63
190,000.000*	FNMA GTD PASS THRU POOL#828378 6 000% DUE 06/01/2030 ADJUSTED QUANTITY· 164.329, ORIGINAL COST· 163 71, PURCHASE FACTOR 0.00086489, SALE FACTOR: 0 00086489	[X]	05/03/06	11/25/11	164 33	163.71	0.62
190,000.000*	FNMA GTD PASS THRU POOL#828378 6.000% DUE 06/01/2030 ADJUSTED QUANTITY: 164.540, ORIGINAL COST· 163.92, PURCHASE FACTOR· 0.000866, SALE FACTOR 0.000866	[X]	05/03/06	12/27/11	164 54	163.92	0 62
75,000.000	GENERAL ELEC CAP CORP MEDIUM TERM NOTE 5 720% DUE 08/22/2011 ORIGINAL COST· 76,455 00, PREMIUM AMORTIZED. 1,455 00, ORIGINAL PRICE: 101.940	[X]	07/01/09	08/22/11	75,000.00	75,000.00	0 00
75,000 000	GENERAL ELEC CAP CORP MEDIUM TERM NTS 5.500% DUE 11/15/2011 ORIGINAL COST. 76,312 50, PREMIUM AMORTIZED. 1,312.50, ORIGINAL PRICE: 101 750	[X]	06/23/10	11/15/11	75,000.00	75,000.00	0.00
150,000.000	HSBC FIN CORP 5.250% DUE 01/14/2011	[X]	04/25/06	01/14/11	150,000.00	147,813.00	2,187 00
590 000	ISHARES IBOXX $ HIGH YIELD CORPORATE BOND FUND SYMBOL· HYG, CUSIP· 464288513	[X]	07/30/09	08/08/11	49,413 55	49,245 18	168 37
590.000	ISHARES IBOXX $ HIGH YIELD CORPORATE BOND FUND SYMBOL: HYG, CUSIP. 464288513	[X]	03/03/10	08/11/11	49,943.60	51,483.34	-1,539 74
699.000	ISHARES TR BARCLAYS 1-3 YR CREDIT BOND FUND ETF SYMBOL CSJ, CUSIP 464288646	[X]	07/15/10	08/08/11	73,232 97	73,010.55	222 42

THE RICE FAMILY FOUNDATION
ATTN ·LISA WILSON
'4471 JUTLAND DRIVE
SAN DIEGO CA 92117-3646

PAGE
24 of 25
RECIPIENT'S ACCOUNT NUMBER
'231

CORRECTED COPY: March 16, 2012

Schedule of Realized Gains and Losses (cont)

Long-Term (cont)

QUANTITY	DESCRIPTION	NON-COVERED	OPEN DATE	CLOSE DATE	NET PROCEEDS	NET COST	REALIZED GAIN/LOSS
53,000.000*	MASTR ASSET SECURITIZATION TRUST MTGPC/SERIES 2003-9 2-A-7-FIXED RT 5.500% DUE 10/25/2033 ADJUSTED QUANTITY: 286 320, ORIGINAL COST: 290.61, PURCHASE FACTOR. 0.00540226, SALE FACTOR. 0 00540226	[x]	07/28/10	08/25/11	286.32	290.61	-4.29
53,000 000*	MASTR ASSET SECURITIZATION TRUST MTGPC/SERIES 2003-9 2-A-7-FIXED RT 5.500% DUE 10/25/2033 ADJUSTED QUANTITY: 485.040, ORIGINAL COST: 492.32, PURCHASE FACTOR: 0.0091517, SALE FACTOR: 0 0091517	[x]	07/28/10	09/25/11	485.04	492 32	-7.28
53,000.000*	MASTR ASSET SECURITIZATION TRUST MTGPC/SERIES 2003-9 2-A-7-FIXED RT 5.500% DUE 10/25/2033 ADJUSTED QUANTITY: 800.400, ORIGINAL COST: 812.41, PURCHASE FACTOR· 0.01510189, SALE FACTOR 0 01510189	[x]	07/28/10	10/25/11	800 40	812 41	-12.01
53,000.000*	MASTR ASSET SECURITIZATION TRUST MTGPC/SERIES 2003-9 2-A-7-FIXED RT 5.500% DUE 10/25/2033 ADJUSTED QUANTITY: 350.040, ORIGINAL COST: 355.29, PURCHASE FACTOR: 0.00660453, SALE FACTOR. 0 00660453	[x]	07/28/10	11/25/11	350.04	355.29	-5.25
53,000 000*	MASTR ASSET SECURITIZATION TRUST MTGPC/SERIES 2003-9 2-A-7-FIXED RT 5.500% DUE 10/25/2033 ADJUSTED QUANTITY: 192.560, ORIGINAL COST: 195.45, PURCHASE FACTOR: 0.00363321, SALE FACTOR. 0.00363321	[x]	07/28/10	12/25/11	192.56	195.45	-2.89
193,000.000*	MASTR ASSET SECURITIZATION TRUST MTGPC/SERIES 2003-6 9-A-1-FIXED RT 4.250% DUE 07/25/2033 ADJUSTED QUANTITY: 91 420, ORIGINAL COST: 91.65, PURCHASE FACTOR: 0.00047368, SALE FACTOR: 0.00047368	[x]	06/23/10	06/25/11	91.42	91.65	-0.23
193,000.000*	MASTR ASSET SECURITIZATION TRUST MTGPC/SERIES 2003-6 9-A-1-FIXED RT 4.250% DUE 07/25/2033 ADJUSTED QUANTITY: 133.811, ORIGINAL COST: 134.14, PURCHASE FACTOR: 0.00069332, SALE FACTOR: 0 00069332	[x]	06/23/10	07/25/11	133.81	134 15	-0.34
193,000.000*	MASTR ASSET SECURITIZATION TRUST MTGPC/SERIES 2003-6 9-A-1-FIXED RT 4 250% DUE 07/25/2033	[x]	06/23/10	08/25/11	112.57	112.85	-0 28

THE RICE FAMILY FOUNDATION
ATTN' LISA WILSON
4471 JUTLAND DRIVE
SAN DIEGO CA 92117-3646

PAGE
RECIPIENT'S ACCOUNT NUMBER
231

CORRECTED COPY: March 16, 2012

Schedule of Realized Gains and Losses (cont)

Long-Term (cont)

QUANTITY	DESCRIPTION	NON-COVERED	OPEN DATE	CLOSE DATE	NET PROCEEDS	NET COST	REALIZED GAIN/LOSS
	ADJUSTED QUANTITY: 112.569, ORIGINAL COST: 112.85, PURCHASE FACTOR: 0.00058326, SALE FACTOR: 0.00058326						
193,000.000*	MASTR ASSET SECURITIZATION TRUST MTGPC/SERIES 2003-6 9-A-1-FIXED RT 4.250% DUE 07/25/2033 ADJUSTED QUANTITY: 2,454.209, ORIGINAL COST: 2,460.35, PURCHASE FACTOR: 0.01271611, SALE FACTOR: 0.01271611	[x]	06/23/10	09/25/11	2,454.21	2,460.34	-6.13
193,000.000*	MASTR ASSET SECURITIZATION TRUST MTGPC/SERIES 2003-6 9-A-1-FIXED RT 4.250% DUE 07/25/2033 ADJUSTED QUANTITY: 94.470, ORIGINAL COST: 94.71, PURCHASE FACTOR: 0.00048948, SALE FACTOR: 0.00048948	[x]	06/23/10	10/25/11	94.47	94.71	-0.24
193,000.000*	MASTR ASSET SECURITIZATION TRUST MTGPC/SERIES 2003-6 9-A-1-FIXED RT 4.250% DUE 07/25/2033 ADJUSTED QUANTITY: 101.489, ORIGINAL COST: 101.74, PURCHASE FACTOR: 0.00052585, SALE FACTOR: 0.00052585	[x]	06/23/10	11/25/11	101.49	101.74	-0.25
193,000.000	MASTR ASSET SECURITIZATION TRUST MTGPC/SERIES 2003-6 9-A-1-FIXED RT 4.250% DUE 07/25/2033 ADJUSTED QUANTITY: 544.746, ORIGINAL COST: 29,120.84, ACCRUALS: 192,455.25, PURCHASE FACTOR: 1, SALE FACTOR: 0.00282252	[x]	06/23/10	12/27/11	544.75	546.11	-1.36
	Long-Term Subtotal				**490,035.24**		**1,284.46**
Total Gains and Losses					**1,259,312.61**		**-4,816.25**
	Short-Term						**-6,100.71**
	Long-Term						**1,284.46**
	Term Unknown						**0.00**

Schedule of Realized Gains and Losses Account 231

	Net Proceeds	Net Cost	Realized Gain/Loss
Short-Term	769,277.37	775,378.08	(6,100.71)
Long-Term	490,035.24	488,750.78	1,284.46
	1,259,312.61	1,264,128.86	(4,816.25)
* Deduct K-1 sold: EUO (reported separately)	(98,479.00)	(98,842.00)	362.95 *
Amount reported on Tax Return	**1,160,833.61**	**1,165,286.86**	**(4,453.30)**

THE RICE FAMILY FOUNDATION
ATTN LISA WILSON
4471 JUTLAND DRIVE
SAN DIEGO CA 92117-3646

PAGE
16 of 22
RECIPIENT'S ACCOUNT NUMBER
'234

CORRECTED COPY: March 16, 2012

33-0592384

Schedule of Realized Gains and Losses

The detailed gain and loss information in this section is provided as a service to our clients. This information may not be furnished to the IRS in its entirety. Information reported to the IRS is shown on Form 1099-B.

This section includes a summary of the short- or long-term gain and loss from the sale of selected securities in this account. "Short-term" refers to securities held for one year or less and "long-term" refers to securities held for more than one year. Cost basis information may reflect a change in the value of certain fixed income and other securities that return or amortize principal over time. In the case of bonds purchased at a premium, cost basis information may be amortized. Cost basis information may also reflect accretion for zero coupon and OID bonds. Please refer to IRS Publications 550 and 1212 for more information and consult your tax advisor, as RBC does not provide tax advice.

Short-Term

QUANTITY	DESCRIPTION	NON-COVERED	OPEN DATE	CLOSE DATE	NET PROCEEDS	NET COST	REALIZED GAIN/LOSS
5,000.000	ALPINE GLOBAL PREMIER PPTYS FD SHS OF BEN INT SYMBOL: AWP, CUSIP: 02083A103	[x]	05/19/11	08/04/11	34,431.33	36,203.24	-1,771.91
2,000.000	AMERICAN ELECTRIC POWER CO INC SYMBOL: AEP, CUSIP: 025537101	[x]	10/20/10	03/17/11	67,958.69	73,536.60	-5,577.91
750.000	AVALONBAY COMMUNITIES INC SYMBOL: AVB, CUSIP: 053484101	[x]	09/17/10	08/03/11	94,210.69	82,683.38	11,527.31
1,800.000	BERKSHIRE HATHAWAY INC DEL CL B NEW SYMBOL: BRK B, CUSIP: 084670702	[x]	06/11/10	05/16/11	142,920.13	133,482.00	9,438.13
3,600.000	BP P L C SPONSORED ADR (FRM BP AMOCO PLC) SYMBOL: BP, CUSIP: 055622104	[ ]	03/24/11	05/05/11	157,559.81	168,269.00	-10,709.19
2,800.000	BRISTOL MYERS SQUIBB CO SYMBOL: BMY, CUSIP: 110122108	[ ]	03/22/11	08/09/11	73,134.61	74,395.68	-1,261.07
2,500.000	CAMECO CORP SYMBOL: CCJ, CUSIP: 13321L108	[x]	12/09/10	03/07/11	95,452.16	93,063.75	2,388.41
3,800.000	CBL & ASSOCIATES PROPERTIES INC SYMBOL: CBL, CUSIP: 124830100	[ ]	06/27/11	08/02/11	64,486.86	67,976.00	-3,489.14
1,500.000	CHEVRON CORPORATION SYMBOL: CVX, CUSIP: 166764100	[x]	11/12/10	08/05/11	144,265.23	127,977.75	16,287.48
11,000.000	CHIMERA INVESTMENT CORPORATION SYMBOL: CIM, CUSIP: 16934Q109	[ ]	01/07/11	06/10/11	38,504.43	45,320.00	-6,815.57
4,000.000	CHIMERA INVESTMENT CORPORATION	[ ]	03/22/11	06/10/11	14,001.61	16,760.00	-2,758.39

Sch. B-2

THE RICE FAMILY FOUNDATION
ATTN: LISA WILSON
4471 JUTLAND DRIVE
SAN DIEGO CA 92117-3646

PAGE
17 of 22
RECIPIENT'S ACCOUNT NUMBER
7234

CORRECTED COPY: March 16, 2012

Schedule of Realized Gains and Losses (cont)

Short-Term (cont)

QUANTITY	DESCRIPTION	NON-COVERED	OPEN DATE	CLOSE DATE	NET PROCEEDS	NET COST	REALIZED GAIN/LOSS
	SYMBOL. CIM, CUSIP: 16934Q109						
500 000	CONOCOPHILLIPS SYMBOL: COP, CUSIP: 20825C104	[x]	11/05/10	03/08/11	39,415.76	30,784.97	8,630.79
1,500.000	CONOCOPHILLIPS SYMBOL: COP, CUSIP: 20825C104	[x]	10/13/10	03/08/11	118,247.27	90,638.00	27,609.27
1,500.000	CONOCOPHILLIPS SYMBOL COP, CUSIP 20825C104	[ ]	07/01/11	08/04/11	104,016.95	113,205 00	-9,188.05
7,100.000	DUKE ENERGY CORPORATION (HOLDING COMPANY) NEW ORIGINAL COST: 0 00 WASH SALE DISALLOWED: 547.67 SYMBOL: DUK, CUSIP: 26441C105	[x]	09/14/10	08/08/11	124,889.10	124,904.93	-15.86
2,700 000	E I DU PONT DE NEMOURS & CO SYMBOL: DD, CUSIP: 263534109	[x]	09/16/10	05/25/11	136,360 38	117,096.30	19,264.08
700 000	E I DU PONT DE NEMOURS & CO SYMBOL: DD, CUSIP 263534109	[x]	11/05/10	06/08/11	34,846.38	33,857.95	988.43
3,600.000	ELI LILLY & CO SYMBOL: LLY, CUSIP: 532457108	[ ]	05/31/11	08/05/11	128,501 86	137,267.64	-8,765.78
2,000 000	EXELON CORP SYMBOL. EXC, CUSIP. 30161N101	[ ]	06/24/11	08/05/11	82,998 40	83,998.00	-999.60
7,152.000	FEDERATED EQUITY FDS PRUDENT BEAR FD CL A SHS SYMBOL: BEARX, CUSIP 314172354	[x]	08/25/10	01/03/11	33,542.88	38,763.84	-5,220.96
2,000.000	FIRST TRUST MID CAP CORE ALPHADEX FUND SYMBOL FNX, CUSIP: 33735B108	[x]	11/26/10	08/02/11	66,238.72	62,360.00	3,878.72
5,100 000	GENERAL MILLS INC SYMBOL GIS, CUSIP: 370334104	[x]	11/09/10	08/04/11	183,596.47	184,259 85	-663 38
100,000.000	GRAND BK N A HAMILTON N J CD 0 C/D FDIC INS TO LIMITS 0.200% DUE 06/27/2011 CUSIP. 38523AFH3	[x]	06/08/11	06/27/11	100,000 00	100,000.00	0.00

THE RICE FAMILY FOUNDATION
ATTN: LISA WILSON
4471 JUTLAND DRIVE
SAN DIEGO CA 92117-3646

PAGE
18 of 22
RECIPIENT'S ACCOUNT NUMBER
7234

CORRECTED COPY: March 16, 2012

Schedule of Realized Gains and Losses (cont)

Short-Term (cont)

QUANTITY	DESCRIPTION	NON-COVERED	OPEN DATE	CLOSE DATE	NET PROCEEDS	NET COST	REALIZED GAIN/LOSS
5,000.000	GUGGENHEIM CANADIAN ENERGY INCOME ETF SYMBOL: ENY, CUSIP. 18383Q606	[x]	11/11/10	05/05/11	106,397.95	93,767.00	12,630.95
2,100.000	GUGGENHEIM CANADIAN ENERGY INCOME ETF SYMBOL: ENY, CUSIP: 18383Q606	[x]	02/03/11	06/13/11	42,545.48	45,385.00	-2,839.52
3,400.000	HOSPITALITY PROPERTIES TRUST SBI SYMBOL: HPT, CUSIP: 44106M102	[x]	11/05/10	02/23/11	78,750.23	81,324 60	-2,574.37
1,800.000	INTEGRYS ENERGY GROUP INC SYMBOL: TEG, CUSIP 45822P105	[ ]	03/31/11	08/05/11	84,414.37	91,091.70	-6,677 33
5,500.000	INTERNATIONAL PAPER CO SYMBOL. IP, CUSIP 460146103	[ ]	04/01/11	06/13/11	155,041.02	168,186.55	-13,145.53
694.000	ISHARES NASDAQ BIOTECHNOLOGY INDEX FD SYMBOL IBB, CUSIP 464287556	[x]	10/11/11	11/17/11	64,266.01	67,145.75	-2,879.74
1,200 000	ISHARES TR S&P GLOBAL INDUSTRIALS INDEX ETF SYMBOL: EXI, CUSIP: 464288729	[x]	10/13/10	03/15/11	62,930.79	61,403 89	1,526 90
4,750 000	ISHARES TRUST DOW JONES US TELECOMM SECTOR INDEX FUND SYMBOL. IYZ, CUSIP. 464287713	[x]	07/23/10	02/23/11	107,632.93	94,477.23	13,155.70
2,900.000	JPMORGAN CHASE & CO ALERIAN MLP INDEX ETN BASED ON WAP LEVEL OF INDEX SYMBOL. AMJ, CUSIP 46625H365	[x]	10/01/10	03/15/11	102,571.03	98,404 83	4,166.20
6,840.000	LEUTHOLD FUNDS INC GRIZZLY SHORT FUND SYMBOL: GRZZX, CUSIP: 527289300	[x]	07/27/11	08/26/11	105,883.20	93,639 60	12,243.60
895.865	LEUTHOLD FUNDS INC GRIZZLY SHORT FUND SYMBOL: GRZZX, CUSIP 527289300	[x]	08/03/11	08/30/11	13,142.34	12,784 00	358 34
5,944 000	LEUTHOLD FUNDS INC GRIZZLY SHORT FUND	[x]	07/27/11	08/30/11	87,198.48	81,373 36	5,825.12

THE RICE FAMILY FOUNDATION
ATTN LISA WILSON
4471 JUTLAND DRIVE
SAN DIEGO CA 92117-3646

RECIPIENT'S ACCOUNT NUMBER
7234

CORRECTED COPY: March 16, 2012

Schedule of Realized Gains and Losses (cont)

Short-Term (cont)

QUANTITY	DESCRIPTION	NON-COVERED	OPEN DATE	CLOSE DATE	NET PROCEEDS	NET COST	REALIZED GAIN/LOSS
	SYMBOL. GRZZX, CUSIP 527289300						
1,200.000	MARKET VECTORS ETF TR JR GOLD MINES SYMBOL GDXJ, CUSIP· 57060U589	[X]	12/28/10	01/20/11	41,531 20	47,734.33	-6,203 13
2,476.000	PNC ULTRA SHORT BOND CLASS I SYMBOL· PNCIX, CUSIP. 69351J538	[X]	07/23/10	01/03/11	24,809.52	24,883.80	-74.28
* K-1 3,000 000	POWERSHARES DB COMMODITY INDEX TRACKING FUND UNIT BEN INT SYMBOL DBC, CUSIP: 73935S105	[X]	03/23/11	05/05/11	86,012 70	90,568.13	-4,555.43 *
2,500.000	POWERSHARES DB COMMODITY INDEX TRACKING FUND UNIT BEN INT SYMBOL· DBC, CUSIP 73935S105	[X]	03/22/11	05/05/11	71,677.25	74,747.00	-3,069.75
* K-1 3,000 000	POWERSHARES DB MULTI-SECTOR COMDTY TR AGRICULTURE FUND ETF SYMBOL· DBA, CUSIP: 73936B408	[X]	10/13/10	03/15/11	96,988 13	86,249.70	10,738 43 *
4,900.000	POWERSHARES EXCHANGE TRADED FD TR II DWA EMERGING MKTS TECH LEADERS PORTFOLIO ETF SYMBOL: PIE, CUSIP· 73936Q207	[X]	04/01/11	05/05/11	90,753.25	91,874.50	-1,121.25
4,000.000	POWERSHARES EXCHANGE-TRADED FUND TR SHR OF BEN INT $0.01 PV OF PWRSHS DWA TECH LDR PRTF ORIGINAL COST: 0.00 WASH SALE DISALLOWED: 5,081.49 SYMBOL: PDP, CUSIP: 73935X153	[X]	04/01/11	08/03/11	98,398.11	98,398.11	-0.03
4,000.000	POWERSHARES EXCHANGE-TRADED FUND TR SHR OF BEN INT $0.01 PV OF PWRSHS DWA TECH LDR PRTF SYMBOL. PDP, CUSIP: 73935X153	[X]	08/31/11	10/04/11	83,278 40	103,001 28	-19,722 88
2,000 000	POWERSHARES EXCHANGE-TRADED FUND TR SHR OF BEN INT $0.01 PV OF PWRSHS DWA TECH LDR PRTF SYMBOL: PDP, CUSIP: 73935X153	[X]	06/30/11	10/04/11	41,639 20	52,184 67	-10,545 47
700 000	POWERSHARES EXCHANGE-TRADED	[X]	08/31/11	10/04/11	14,573 72	17,135 96	-2,562.24

THE RICE FAMILY FOUNDATION
ATTN: LISA WILSON
4471 JUTLAND DRIVE
SAN DIEGO CA 92117-3646

PAGE
20 of 22
RECIPIENT'S ACCOUNT NUMBER
'234

CORRECTED COPY: March 16, 2012

Schedule of Realized Gains and Losses (cont)

Short-Term (cont)

QUANTITY	DESCRIPTION	NON-COVERED	OPEN DATE	CLOSE DATE	NET PROCEEDS	NET COST	REALIZED GAIN/LOSS
	FUND TR SHR OF BEN INT $0 01 PV OF PWRSHS DWA TECH LDR PRTF SYMBOL: PDP, CUSIP 73935X153						
6,000.000	POWERSHARES GLOBAL LISTED PRIVATE EQUITY PORTFOLIO SYMBOL: PSP, CUSIP: 73935X195	[X]	03/09/11	06/10/11	66,838.71	68,640.00	-1,801 29
2,000.000	POWERSHARES S&P SMALLCAP ENERGY PORTFOLIO SYMBOL PSCE, CUSIP: 73937B704	[X]	12/14/10	05/05/11	73,398 59	66,178.40	7,220 19
1,000.000	PROSHARES SHORT S&P500 ETF SYMBOL: SH, CUSIP: 74347R503	[X]	05/05/11	05/10/11	40,209.28	40,648.00	-438 72
3,800.000	PROSHARES SHORT S&P500 ETF SYMBOL. SH, CUSIP: 74347R503	[X]	06/10/11	06/29/11	157,886 96	162,317.00	-4,430.04
1,000.000	PROSHARES SHORT S&P500 ETF SYMBOL: SH, CUSIP. 74347R503	[X]	10/04/11	10/06/11	45,319.18	47,979.90	-2,660.72
600.000	PROSHARES TR II VIX SHORT-TERM FUTURES ETF SYMBOL VIXY, CUSIP: 74347W692	[X]	03/10/11	03/25/11	39,059 25	44,039.00	-4,979.75
500.000	PROSHARES TR II VIX SHORT-TERM FUTURES ETF SYMBOL VIXY, CUSIP: 74347W692	[X]	05/05/11	05/09/11	26,698.48	27,494 95	-796.47
1,200 000	PROSHARES ULTRA S&P500 ETF SYMBOL: SSO, CUSIP: 74347R107	[X]	10/24/11	11/01/11	52,102 99	55,847.88	-3,744.89
3,371.000	PROSHARES ULTRASHORT S&P500 ETF SYMBOL. SDS, CUSIP 74347R883	[X]	11/17/11	11/29/11	73,707 71	71,023.75	2,683 96
2,600.000	QUESTAR CORP SYMBOL STR, CUSIP 748356102	[X]	07/26/10	01/07/11	45,605 82	44,483 40	1,122.42
900 000	ROYAL GOLD INC SYMBOL RGLD, CUSIP: 780287108	[X]	10/14/10	02/16/11	44,310 39	45,425.78	-1,115 39

THE RICE FAMILY FOUNDATION
ATTN · LISA WILSON
'4471 JUTLAND DRIVE
SAN DIEGO CA 92117-3646

RECIPIENT'S ACCOUNT NUMBER
234

CORRECTED COPY: March 16, 2012

Schedule of Realized Gains and Losses (cont)

Short-Term (cont)

QUANTITY	DESCRIPTION	NON-COVERED	OPEN DATE	CLOSE DATE	NET PROCEEDS	NET COST	REALIZED GAIN/LOSS
1,200 000	RYDER SYSTEM INC SYMBOL: R, CUSIP· 783549108	[ ]	03/25/11	07/22/11	69,886 77	59,247.00	10,639.77
600 000	RYDEX ETF TRUST S&P 500 EQUAL WEIGHTED INDEX SECURITY NUMBER: 3201641	[X]	11/05/10	03/14/11	29,350.28	27,316 80	2,033.48
3,285.000	RYDEX ETF TRUST S&P 500 EQUAL WEIGHTED INDEX SECURITY NUMBER: 3201641	[X]	09/29/10	03/14/11	160,692 81	139,676 25	21,016.56
2,657.000	SECTOR SPDR TRUST SHS BEN INT TECHNOLOGY SYMBOL· XLK, CUSIP 81369Y803	[X]	10/12/11	11/25/11	64,032 56	67,594.08	-3,561 52
2,900.000	SELECT SCTOR SPDR TR SBI UTILS SELECT INDEX SYMBOL: XLU, CUSIP 81369Y886	[X]	07/23/10	03/31/11	92,511 70	88,130.75	4,380.95
2,000.000	SEMICONDUCTOR HOLDRS TR DEPOSITARY RCPT SYMBOL: SMHYL, CUSIP 816636203	[X]	10/24/11	12/14/11	57,960 88	63,054 39	-5,093 51
1,100.000	SILVER WHEATON CORP SYMBOL SLW, CUSIP 828336107	[ ]	02/16/11	05/02/11	41,590.20	39,588.92	2,001.28
890.000	SPDR DOW JONES INDL AVERAGE ETF TR UNIT SER 1 SYMBOL: DIA, CUSIP· 78467X109	[X]	10/07/11	11/17/11	104,511 06	99,611 11	4,899.95
2,300.000	SPDR SER TR S&P METALS & MINING ETF SYMBOL XME, CUSIP 78464A755	[X]	10/06/10	03/11/11	152,659.22	127,074.12	25,585.10
1,341.000	SPDR SER TR S&P RETAIL ETF SYMBOL XRT, CUSIP. 78464A714	[X]	10/11/11	11/17/11	68,903 44	66,205 04	2,698 40
2,800.000	VALERO ENERGY CORP NEW SYMBOL. VLO, CUSIP. 91913Y100	[ ]	03/17/11	05/04/11	73,358 59	78,533.00	-5,174 41
1,000 000	WISDOMTREE TRUST AUSTRALIA DIVIDEND FD	[X]	10/08/10	02/22/11	60,029 80	58,759.95	1,269 85

THE RICE FAMILY FOUNDATION
ATTN LISA WILSON
4471 JUTLAND DRIVE
SAN DIEGO CA 92117-3646

PAGE
22 of 22
RECIPIENT'S ACCOUNT NUMBER
'234

CORRECTED COPY: March 16, 2012

Schedule of Realized Gains and Losses (cont)

Short-Term (cont)

QUANTITY	DESCRIPTION	NON-COVERED	OPEN DATE	CLOSE DATE	NET PROCEEDS	NET COST	REALIZED GAIN/LOSS
	SYMBOL: AUSE, CUSIP: 97717W810						
	Short-Term Subtotal				**5,380,639.70**		**79,205.30**

Long-Term

QUANTITY	DESCRIPTION	NON-COVERED	OPEN DATE	CLOSE DATE	NET PROCEEDS	NET COST	REALIZED GAIN/LOSS
4,200.000	ANNALY CAPITAL MANAGEMENT INC SYMBOL: NLY, CUSIP: 035710409	X	07/23/10	07/29/11	71,398.62	74,592.00	-3,193.38
1,325.000	COSTCO WHOLESALE CORP-NEW SYMBOL: COST, CUSIP: 22160K105	X	05/13/10	08/02/11	102,023.04	77,181.25	24,841.79
1,570.000	MCDONALDS CORP SYMBOL: MCD, CUSIP: 580135101	X	11/17/09	01/13/11	113,947.60	100,179.35	13,768.25
4,670.000	SOUTHERN CO SYMBOL: SO, CUSIP: 842587107	X	03/03/10	08/09/11	169,970.33	150,647.20	19,323.13
	Long-Term Subtotal				**457,339.59**		**54,739.79**
Total Gains and Losses					**5,837,979.29**		**133,945.09**
	Short-Term						**79,205.30**
	Long-Term						**54,739.79**
	Term Unknown						**0.00**

Schedule of Realized Gains and Losses Account 234

	Net Proceeds	Net Cost	Realized Gain/Loss
Short-Term	5,380,639.70	5,301,434.40	79,205.30
Long-Term	457,339.59	402,599.80	54,739.79
	5,837,979.29	5,704,034.20	133,945.09
* Deduct K-1 sold: DBC (reported separately)	(157,690.00)	(165,315.00)	7,625.00 *
* Deduct K-1 sold: DBA (reported separately)	(96,988.00)	(86,250.00)	(10,738.00) *
Amount reported on Tax Return	**5,583,301.29**	**5,452,469.20**	**130,832.09**

2011

Powershares DBAgricultural Fund (DBA)

								Gain or Loss Classification	
		(3)	(4)	(5)	(6)	(7)	(8)	(9)	(10)
Units Disposed	Acquisition Date	Disposition Date	Sales Proceeds	Purchase Amt	Adjustments to Basis	Total Basis	Total Gain/Loss (4 Less 7)	Short-Term Capital Gain/Loss	Long Term Capital Gain/Loss
3000	10/13/2010	3/15/2011	96,988	86,250	14,396	100,646	-3,658	-3,658	
Totals			96,988	86,250	14,396		-3,658	-3,658	
Total Gain								-3,658	

Reported Realized Gain/Loss (4 minus 5)	10,738
Less: Adjustments to Basis	-14,396
	-3,658
AMT Basis Adjustment	
Gain/Loss to Report on Tax Return	**-3,658**

Sch. B-3

2011

Powershares DB Commodity Index Tracking Fund (DBC)

								Gain or Loss Classification	
		(3)	(4)	(5)	(6)	(7)	(8)	(9)	(10)
Units Disposed	Acquisition Date	Disposition Date	Sales Proceeds	Purchase Amt	Adjustments to Basis	Total Basis	Total Gain/Loss (4 Less 7)	Short-Term Capital Gain/Loss	Long Term Capital Gain/Loss
2500	3/22/2011	5/5/2011	157,690	165,315	-1,019	164,296	-6,606	-6,606	
3000	3/23/2011	5/5/2011				0	0		
Totals			157,690	165,315	-1,019		-6,606	-6,606	
Total Gain								-6,606	

Reported Realized Gain/Loss (4 minus 5)	-7,625
Less: Adjustments to Basis	1,019
	-6,606
AMT Basis Adjustment	
Gain/Loss to Report on Tax Return	**-6,606**

Rice Family Foundation 33-0592384

Sch. B-4

2011

Powershares Ultrashort Euro (EUO)

								Gain or Loss Classification	
		(3)	(4)	(5)	(6)	(7)	(8)	(9)	(10)
Units Disposed	Acquisition Date	Disposition Date	Sales Proceeds	Purchase Amt	Adjustments to Basis	Total Basis	Total Gain/Loss (4 Less 7)	Short-Term Capital Gain/Loss	Long Term Capital Gain/Loss
3000	12/17/2010	1/11/2011	64,679	62,922	2,383	65,305	-626	-626	
2000	7/12/2011	7/29/2011	33,799	35,920	0	35,920	-2,120	-2,120	
Totals			98,479	98,842	2,383	101,225	-2,746	-2,746	
Total Gain								-2,746	

Reported Realized Gain/Loss (4 minus 5)	-363
Less: Adjustments to Basis	-2,383
	-2,746
AMT Basis Adjustment	
Gain/Loss to Report on Tax Return	**-2,746**

Rice Family Foundation 33-0592384

Sch. B-5

THE RICE FAMILY FOUNDATION
ATTN LISA WILSON
4471 JUTLAND DRIVE
SAN DIEGO CA 92117-3646

PAGE
7 of 25
RECIPIENT'S ACCOUNT NUMBER
231

CORRECTED COPY: March 16, 2012

1099-DIV (cont) RBC Capital Markets, LLC - Dividends

BOX 2a – Total capital gain distributions

SECURITY ID & DESCRIPTION					
DATE	NOTES	AMOUNT	DATE	NOTES	AMOUNT
670984103	NUVEEN MUNICIPAL OPPORTUNITY FUND INC				
12/30/11	C	$13.00			
			TOTAL		$13.00
78464A359	SPDR SER TR SPDR BARCLAYS CAP CONV SEC ETF				
01/06/11	C	$14.78			
			TOTAL		$14.78
78464A417	SPDR SERIES TRUST BARCLAYS HIGH YIELD BOND ETF				
01/06/12	* C	$850.07			
			TOTAL		$850.07
95766A101	WESTERN ASSET EMERGING MKTS DEBT FD INC				
11/25/11	C M	$103.27	12/23/11	C M	$107.96
			TOTAL		$211.23

Box 2a Total Amount $1,089.08

33-0592384

Sch. B-6

THE RICE FAMILY FOUNDATION
ATTN LISA WILSON
4471 JUTLAND DRIVE
SAN DIEGO CA 92117-3646

PAGE
9 of 22
RECIPIENT'S ACCOUNT NUMBER
'234

CORRECTED COPY: March 16, 2012

1099-DIV (cont) RBC Capital Markets, LLC - Dividends

BOX 2a – Total capital gain distributions

SECURITY ID & DESCRIPTION					
DATE	NOTES	AMOUNT	DATE	NOTES	AMOUNT
02503X105	AMERICAN CAPITAL AGENCY CORP COMMON STOCK				
10/27/11	C M	$305.82	01/27/12	* C M	$305.82
			TOTAL		**$611.64**
035710409	ANNALY CAPITAL MANAGEMENT INC				
04/27/11	C M	$125.99	10/27/11	C M	$140.00
07/28/11	C M	$42.00	01/26/12	* C M	$40.00
			TOTAL		**$347.99**
053484101	AVALONBAY COMMUNITIES INC				
04/15/11	C M	$314.60	07/15/11	C M	$314.60
			TOTAL		**$629.20**
053484101	AVALONBAY COMMUNITIES INC				
04/15/11	M X	$127.18	07/15/11	M X	$127.18
			TOTAL		**$254.36**
19624R106	COLONY FINANCIAL INC				
01/17/12	* C M	$244.80			
			TOTAL		**$244.80**
57060U589	MARKET VECTORS ETF TR JR GOLD MINES				
12/30/11	C	$558.40			
			TOTAL		**$558.40**
78464A417	SPDR SERIES TRUST BARCLAYS HIGH YIELD BOND ETF				
01/06/12	* C	$941.44			
			TOTAL		**$941.44**
888894862	TOCQUEVILLE GOLD FUND				
12/23/11	C	$2,840.06			
			TOTAL		**$2,840.06**

Box 2a Total Amount $6,427.89

33-0592384

Sch. B-7