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

**2011**

Department of the Treasury  
Internal Revenue Service

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

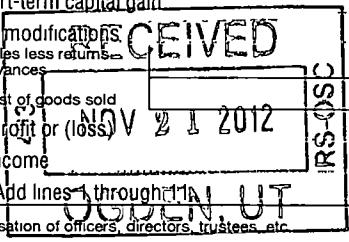
For calendar year 2011 or tax year beginning

, and ending

Name of foundation <b>THE CRICKET ISLAND FOUNDATION</b>		A Employer identification number <b>34-1925915</b>
Number and street (or P O box number if mail is not delivered to street address) <b>25 EAST 21ST STREET, 7TH FLOOR</b>	Room/suite	B Telephone number <b>212-782-3730</b>
City or town, state, and ZIP code <b>NEW YORK, NY 10010</b>		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$ <b>35,789,386.</b>	J Accounting method: <input type="checkbox"/> Cash <input type="checkbox"/> Accrual <input checked="" type="checkbox"/> Other (specify) <b>MODIFIED CASH</b> (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 <input type="checkbox"/>

Part I Analysis of Revenue and Expenses <small>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))</small>	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received			N/A	
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
3 Interest on savings and temporary cash investments	81.	81.		STATEMENT 1
4 Dividends and interest from securities	900,346.	900,346.		STATEMENT 2
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	2,436,393.			
b Gross sales price for all assets on line 6a <b>10,629,504.</b>				
7 Capital gain net income (from Part IV, line 2)		2,419,010.		
8 Net short-term capital gain				
9 Income modifications				
10a Gross sales less returns and allowances				
b Less Cost of goods sold				
c Gross profit or (loss)				
11 Other income	<86,344.>	<107,156.>		STATEMENT 3
12 Total. Add lines 1 through 11	3,250,476.	3,212,281.		
13 Compensation of officers, directors, trustees, etc.	170,000.	0.		170,000.
14 Other employee salaries and wages	84,518.	0.		84,518.
15 Pension plans, employee benefits	41,446.	0.		41,446.
16a Legal fees <b>STMT 4</b>	720.	0.		720.
b Accounting fees <b>STMT 5</b>	21,500.	0.		20,000.
c Other professional fees <b>STMT 6</b>	193,230.	158,837.		34,393.
17 Interest	48,667.	48,667.		0.
18 Taxes <b>STMT 7</b>	75,749.	9,749.		0.
19 Depreciation and depletion				
20 Occupancy	42,000.	0.		42,000.
21 Travel, conferences, and meetings	27,229.	0.		27,229.
22 Printing and publications	1,477.	0.		1,477.
23 Other expenses <b>STMT 8</b>	19,096.	2,114.		16,982.
24 Total operating and administrative expenses Add lines 13 through 23	725,632.	219,367.		438,765.
25 Contributions, gifts, grants paid	1,361,614.			1,361,614.
26 Total expenses and disbursements. Add lines 24 and 25	2,087,246.	219,367.		1,800,379.
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	1,163,230.			
b Net investment income (if negative, enter -0-)		2,992,914.		
c Adjusted net income (if negative, enter -0-)			N/A	

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing				
	2	Savings and temporary cash investments		1,003,793.	1,089,179.	1,089,179.
	3	Accounts receivable ▶				
		Less: allowance for doubtful accounts ▶				
	4	Pledges receivable ▶				
		Less: allowance for doubtful accounts ▶				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons				
	7	Other notes and loans receivable ▶				
		Less: allowance for doubtful accounts ▶				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10a	Investments - U.S. and state government obligations <b>STMT 9</b>		2,700,663.	2,978,806.	2,978,806.
	b	Investments - corporate stock <b>STMT 10</b>		21,912,330.	15,899,708.	15,899,708.
	c	Investments - corporate bonds <b>STMT 11</b>		1,638,871.	1,713,931.	1,713,931.
11	Investments - land, buildings, and equipment basis ▶					
	Less accumulated depreciation ▶					
12	Investments - mortgage loans					
13	Investments - other <b>STMT 12</b>		11,385,799.	14,107,762.	14,107,762.	
14	Land, buildings, and equipment: basis ▶					
	Less accumulated depreciation ▶					
15	Other assets (describe ▶)					
16	<b>Total assets</b> (to be completed by all filers)		38,641,456.	35,789,386.	35,789,386.	
Liabilities	17	Accounts payable and accrued expenses				
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable				
	22	Other liabilities (describe ▶)				
23	<b>Total liabilities</b> (add lines 17 through 22)		0.	0.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31					
	24	Unrestricted		38,641,456.	35,789,386.	
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 27 through 31.					
	27	Capital stock, trust principal, or current funds				
	28	Paid-in or capital surplus, or land, bldg., and equipment fund				
	29	Retained earnings, accumulated income, endowment, or other funds				
30	<b>Total net assets or fund balances</b>		38,641,456.	35,789,386.		
31	<b>Total liabilities and net assets/fund balances</b>		38,641,456.	35,789,386.		

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	38,641,456.
2	Enter amount from Part I, line 27a	2	1,163,230.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	39,804,686.
5	Decreases not included in line 2 (itemize) ▶ <b>CHANGE IN UNREALIZED APPRECIATION</b>	5	4,015,300.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	35,789,386.

**Part IV Capital Gains and Losses for Tax on Investment Income**

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a ATTACHMENT B	P	VARIOUS	VARIOUS
b ATTACHMENT B	P	VARIOUS	VARIOUS
c LEGACY VENTURE V (QP), LP	P	VARIOUS	VARIOUS
d MORRIS GLOBAL STRATEGIES, LP	P	VARIOUS	VARIOUS
e CAPITAL GAINS DIVIDENDS			

(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 950,585.		869,926.	80,659.
b 9,678,629.		7,393,664.	2,284,965.
c			24,250.
d			28,846.
e 290.			290.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			80,659.
b			2,284,965.
c			24,250.
d			28,846.
e			290.

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	2,419,010.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8	3	N/A

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2010	1,923,144.	35,612,273.	.054002
2009	2,002,490.	32,823,747.	.061007
2008	2,137,504.	39,185,940.	.054548
2007	2,199,084.	43,490,376.	.050565
2006	2,055,202.	40,705,597.	.050489

2 Total of line 1, column (d)	2	.270611
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	.054122
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	37,668,247.
5 Multiply line 4 by line 3	5	2,038,681.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	29,929.
7 Add lines 5 and 6	7	2,068,610.
8 Enter qualifying distributions from Part XII, line 4	8	1,800,379.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b	1	59,858.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	0.
3	Add lines 1 and 2	3	59,858.
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	59,858.
6	Credits/Payments:		
a	2011 estimated tax payments and 2010 overpayment credited to 2011	6a	65,216.
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	65,216.
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	5,358.
11	Enter the amount of line 10 to be: Credited to 2012 estimated tax <input type="checkbox"/> 5,358. Refunded <input type="checkbox"/>	11	0.

**Part VII-A Statements Regarding Activities**

	Yes	No
1a		X
1b		X
1c		X
2		X
3		X
4a	X	
4b	X	
5		X
6		X
7	X	
8a		
8b	X	
9		X
10		X

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

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)			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)			X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>WWW.CRICKETISLAND.ORG</u>	X		
14	The books are in care of ► <u>ELIZABETH SAK</u> Telephone no. ► <u>212-782-3730</u> Located at ► <u>25 EAST 21ST STREET, 7TH FLOOR, NEW YORK, NY</u> ZIP+4 ► <u>10010</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	15		N/A
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►	16	Yes	No X

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.		Yes	No
1a	During the year did the foundation (either directly or indirectly):		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here	1b	X
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2011?	1c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a	At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ► _____, _____, _____		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	2b	N/A
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► _____, _____, _____		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did it have excess business holdings in 2011 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011.)	3b	N/A
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011?	4b	X

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

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

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

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

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

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)?  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**  X  
 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? **SEE STATEMENT 14**  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**  Yes  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**  Yes  No  
 N/A

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 13		170,000.	21,718.	0.

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

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

**Total** number of other employees paid over \$50,000  **0**

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

**3** Five highest-paid independent contractors for professional services. If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
JOHN W. BRISTOL & CO. - 48 WALL STREET, 18TH FLOOR, NEW YORK, NY 10005	INVESTMENT ADVISOR	53,885.

Total number of others receiving over \$50,000 for professional services ▶ **0**

**Part IX-A** Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.

1	Expenses
N/A	
2	
3	
4	

**Part IX-B** Summary of Program-Related Investments

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

1	Amount
N/A	
2	
All other program-related investments. See instructions.	
3	
<b>Total.</b> Add lines 1 through 3 <span style="float: right;">▶</span> <b>0.</b>	

**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	36,738,751.
b	Average of monthly cash balances	1b	1,503,124.
c	Fair market value of all other assets	1c	
d	<b>Total</b> (add lines 1a, b, and c)	1d	38,241,875.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	38,241,875.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	573,628.
5	<b>Net value of noncharitable-use assets</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	5	37,668,247.
6	<b>Minimum investment return</b> Enter 5% of line 5	6	1,883,412.

**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	1,883,412.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	59,858.
b	Income tax for 2011. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	59,858.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	1,823,554.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	1,823,554.
6	Deduction from distributable amount (see instructions)	6	0.
7	<b>Distributable amount</b> as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	1,823,554.

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

1 Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:			
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	1,800,379.
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	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	1,800,379.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	6	1,800,379.

**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
<b>1</b> Distributable amount for 2011 from Part XI, line 7				1,823,554.
<b>2</b> Undistributed income, if any, as of the end of 2011				
<b>a</b> Enter amount for 2010 only			897,946.	
<b>b</b> Total for prior years:		0.		
<b>3</b> Excess distributions carryover, if any, to 2011:				
<b>a</b> From 2006				
<b>b</b> From 2007				
<b>c</b> From 2008				
<b>d</b> From 2009				
<b>e</b> From 2010				
<b>f</b> Total of lines 3a through e	0.			
<b>4</b> Qualifying distributions for 2011 from Part XII, line 4: ▶ \$ 1,800,379.				
<b>a</b> Applied to 2010, but not more than line 2a			897,946.	
<b>b</b> Applied to undistributed income of prior years (Election required - see instructions)		0.		
<b>c</b> Treated as distributions out of corpus (Election required - see instructions)	0.			
<b>d</b> Applied to 2011 distributable amount				902,433.
<b>e</b> Remaining amount distributed out of corpus	0.			
<b>5</b> Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
<b>b</b> Prior years' undistributed income. Subtract line 4b from line 2b		0.		
<b>c</b> Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
<b>d</b> Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
<b>e</b> Undistributed income for 2010. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
<b>f</b> Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012				921,121.
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
<b>8</b> Excess distributions carryover from 2006 not applied on line 5 or line 7	0.			
<b>9</b> Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	0.			
<b>10</b> Analysis of line 9:				
<b>a</b> Excess from 2007				
<b>b</b> Excess from 2008				
<b>c</b> Excess from 2009				
<b>d</b> Excess from 2010				
<b>e</b> Excess from 2011				

**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				(e) Total
	(a) 2011	(b) 2010	(c) 2009	(d) 2008	
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
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 foundation had \$5,000 or more in assets at any time during the year-see instructions.)**

**1 Information Regarding Foundation Managers:**

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

**SEE STATEMENT 15**

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

**NONE**

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

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

- a The name, address, and telephone number of the person to whom applications should be addressed:
- 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:







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

SOURCE	AMOUNT
INTEREST INCOME FROM CHECKING	35.
INTEREST INCOME FROM MONEY MARKET	46.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	81.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
DODGE & COX FUNDS	197,187.	0.	197,187.
INTEREST AND DIVIDEND INCOME			
THUR NORTHERN TRUST	604,883.	290.	604,593.
LEGACY VENTURE V (AP), LLC	2,628.	0.	2,628.
MORRIS GLOBAL STRATEGIES, LP	95,938.	0.	95,938.
TOTAL TO FM 990-PF, PART I, LN 4	900,636.	290.	900,346.

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
OTHER PARTNERSHIP INCOME (LOSS)	<87,078.>	<107,156.>	
GRANT REFUND	734.	0.	
TOTAL TO FORM 990-PF, PART I, LINE 11	<86,344.>	<107,156.>	

FORM 990-PF	LEGAL FEES			STATEMENT 4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PATTERSON BELKNAP WEBB & TYLER LLP	720.	0.		720.
TO FM 990-PF, PG 1, LN 16A	720.	0.		720.

FORM 990-PF	ACCOUNTING FEES			STATEMENT 5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BOOKKEEPING	15,000.	0.		15,000.
O'CONNOR DAVIES MUNNS & DOBBINS	6,500.	0.		5,000.
TO FORM 990-PF, PG 1, LN 16B	21,500.	0.		20,000.

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT 6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BRISTOL & CO MANAGEMENT FEES	53,885.	53,885.		0.
INGRID BENEDICT	25,263.	0.		25,263.
LEGACY VENUTURE	91,141.	91,141.		0.
NORTHERN TRUST CUSTODIAN FEES	13,811.	13,811.		0.
YASMIN AHMED	6,400.	0.		6,400.
OTHER PROFESSIONAL FEES	2,150.	0.		2,150.
MIRIAM FOGELSON	580.	0.		580.
TO FORM 990-PF, PG 1, LN 16C	193,230.	158,837.		34,393.

FORM 990-PF	TAXES		STATEMENT	7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES	9,749.	9,749.		0.
FEDERAL EXCISE TAX	66,000.	0.		0.
TO FORM 990-PF, PG 1, LN 18	75,749.	9,749.		0.

FORM 990-PF	OTHER EXPENSES		STATEMENT	8
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MEMBERSHIP DUES AND SUBSCRIPTIONS	4,640.	0.		4,640.
PAYROLL PROCESSING FEE	4,169.	0.		4,169.
INSURANCE	4,119.	0.		4,119.
TELEPHONE AND INFORMATION SERVICES	1,085.	0.		1,085.
POSTAGE AND DELIVERY	969.	0.		969.
FILING FEES	850.	0.		850.
SUPPLIES	402.	0.		402.
SOFTWARE	369.	0.		369.
WEBSITE	250.	0.		250.
FURNITURE AND FIXTURES	100.	0.		100.
MISCELLANEOUS	29.	0.		29.
BANK FEES	12.	12.		0.
OTHER PARTNERSHIP EXPENSES	2,102.	2,102.		0.
TO FORM 990-PF, PG 1, LN 23	19,096.	2,114.		16,982.

DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS			STATEMENT 9
US AND STATE GOVERNMENT OBLIGATIONS - SEE ATTACHMENT A	X		2,978,806.	2,978,806.
TOTAL U.S. GOVERNMENT OBLIGATIONS			2,978,806.	2,978,806.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			2,978,806.	2,978,806.

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
FORM 990-PF	CORPORATE STOCK	
COMMON STOCK - SEE ATTACHMENT A	15,899,708.	15,899,708.
TOTAL TO FORM 990-PF, PART II, LINE 10B	15,899,708.	15,899,708.

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
FORM 990-PF	CORPORATE BONDS	
CORPORATE BONDS - SEE ATTACHMENT A	1,713,931.	1,713,931.
TOTAL TO FORM 990-PF, PART II, LINE 10C	1,713,931.	1,713,931.

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
FORM 990-PF	OTHER INVESTMENTS		
MORRIS GLOBAL STRATEGIES	COST	5,260,546.	5,260,546.
LEGACY VENTURE V (QP), LP	COST	1,051,424.	1,051,424.
DODGE & COX INTERNATIONAL STOCK FUND	COST	7,795,792.	7,795,792.
TOTAL TO FORM 990-PF, PART II, LINE 13		14,107,762.	14,107,762.

FORM 990-PF                      PART VIII - LIST OF OFFICERS, DIRECTORS                      STATEMENT 13  
    TRUSTEES AND FOUNDATION MANAGERS

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE	
			BEN PLAN CONTRIB	EXPENSE ACCOUNT
JEFFREY F. WELLES 25 EAST 21ST STREET, 7TH FL. NEW YORK, NY 10010	PRESIDENT 1.00	0.	0.	0.
GEORGIA E. WELLES 25 EAST 21ST STREET, 7TH FL. NEW YORK, NY 10010	VICE PRESIDENT 1.00	0.	0.	0.
TAYLOR JORDAN 25 EAST 21ST STREET, 7TH FL. NEW YORK, NY 10010	TREASURER 1.00	0.	0.	0.
VIRGINIA JORDAN 25 EAST 21ST STREET, 7TH FL. NEW YORK, NY 10010	SECRETARY 1.00	0.	0.	0.
ELIZABETH SAK 25 EAST 21ST STREET, 7TH FL. NEW YORK, NY 10010	EXECUTIVE DIRECTOR 35.00	170,000.	21,718.	0.
PETER C. WELLES 25 EAST 21ST STREET, 7TH FL. NEW YORK, NY 10010	DIRECTOR 1.00	0.	0.	0.
CHRISTOPHER S. WELLES 25 EAST 21ST STREET, 7TH FL. NEW YORK, NY 10010	DIRECTOR 1.00	0.	0.	0.
MAUD I. WELLES 25 EAST 21ST STREET, 7TH FL. NEW YORK, NY 10010	DIRECTOR 1.00	0.	0.	0.
HOPE J. WELLES 25 EAST 21ST STREET, 7TH FL. NEW YORK, NY 10010	DIRECTOR 1.00	0.	0.	0.
CATHERINE W. WELLES 25 EAST 21ST STREET, 7TH FL. NEW YORK, NY 10010	DIRECTOR 1.00	0.	0.	0.
CAMERON E. JORDAN 25 EAST 21ST STREET, 7TH FL. NEW YORK, NY 10010	DIRECTOR 1.00	0.	0.	0.

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BROOKE JORDAN 25 EAST 21ST STREET, 7TH FL. NEW YORK, NY 10010	DIRECTOR 1.00	0.	0.	0.
BERKLEY WELLES 25 EAST 21ST STREET, 7TH FL. NEW YORK, NY 10010	DIRECTOR 1.00	0.	0.	0.
NICOLE JORDAN 25 EAST 21ST STREET, 7TH FL. NEW YORK, NY 10010	DIRECTOR 1.00	0.	0.	0.
TED WELLES 25 EAST 21ST STREET, 7TH FL. NEW YORK, NY 10010	DIRECTOR 1.00	0.	0.	0.
LUKE JERNAGAN 25 EAST 21ST STREET, 7TH FL. NEW YORK, NY 10010	DIRECTOR 1.00	0.	0.	0.
RENE WELLES 25 EAST 21ST STREET, 7TH FL. NEW YORK, NY 10010	DIRECTOR 1.00	0.	0.	0.

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

170,000.	21,718.	0.
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FORM 990-PF

EXPENDITURE RESPONSIBILITY STATEMENT  
PART VII-B, LINE 5C

STATEMENT 14

GRANTEE'S NAME

NEW YORK FOUNDATION

GRANTEE'S ADDRESS

10 EAST 34TH STREET  
NEW YORK, NY 10116

<u>GRANT AMOUNT</u>	<u>DATE OF GRANT</u>	<u>AMOUNT EXPENDED</u>
15,000.	12/13/10	0.

PURPOSE OF GRANT

TO SUPPORT NEW YORK FOUNDATION'S CAPACITY BUILDING PROGRAM IN THE SERVICE OF ITS STATED GOALS.

DATES OF REPORTS BY GRANTEE

NOT DUE UNTIL JANUARY 2013

ANY DIVERSION BY GRANTEE

TO THE KNOWLEDGE OF THE FOUNDATION, NO DIVERSIONS HAVE BEEN MADE

GRANTEE'S NAME

STUDENTS ON ICE FOUNDATION

GRANTEE'S ADDRESS

1740 CHEMIN PINK  
GATINEAU QC J9J 3N7 CANADA

<u>GRANT AMOUNT</u>	<u>DATE OF GRANT</u>	<u>AMOUNT EXPENDED</u>
25,000.	12/01/11	25,000.

PURPOSE OF GRANT

TWO ANTARTICA EXPEDITION YOUTH SCHOLARSHIP RECIPIENTS

DATES OF REPORTS BY GRANTEE

3/31/12

ANY DIVERSION BY GRANTEE

TO THE KNOWLEDGE OF THE FOUNDATION, NO DIVERSIONS HAVE BEEN MADE

FORM 990-PF

PART XV - LINE 1A  
LIST OF FOUNDATION MANAGERS

STATEMENT 15

NAME OF MANAGER

JEFFREY F. WELLES  
GEORGIA E. WELLES  
TAYLOR JORDAN  
VIRGINIA JORDAN  
PETER C. WELLES  
CHRISTOPHER S. WELLES  
MAUD I. WELLES  
HOPE J. WELLES  
CATHERINE W. WELLES  
CAMERON E. JORDAN  
BROOKE JORDAN  
BERKLEY WELLES  
TED WELLES

*Account functions*

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◆ Asset Detail - Base Currency

Description / Asset ID	Investment Mgr ID	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Market	Unrealized gain/loss Translation	Total
<b>Equities</b>								
<b>Common stock</b>								
<b>Canada - USD</b>								
CDN NAT RES LTD COM CDN NAT RES COM STK CUSIP 136385101		37.37	338.81	141,707.04	36,004.59	105,702.45	0.00	105,702.45
Total USD			338.81	141,707.04	36,004.59	105,702.45	0.00	105,702.45
Total Canada			338.81	141,707.04	36,004.59	105,702.45	0.00	105,702.45
<b>Switzerland - USD</b>								
ADR NESTLE S A SPONSORED ADR REPSTG REG SH CUSIP 641069406		57.71	0.00	622,806.32	279,888.97	342,917.35	0.00	342,917.35
ADR NOVARTIS AG CUSIP 66987V109		57.17	0.00	290,194.92	265,680.88	24,514.04	0.00	24,514.04
ADR ROCHE HLDG LTD SPONSORED ADR ISIN #US771195104 CUSIP 771195104		42.55	0.00	337,251.30	329,750.89	7,500.41	0.00	7,500.41
Total USD			0.00	1,250,252.54	875,320.74	374,931.80	0.00	374,931.80
Total Switzerland			0.00	1,250,252.54	875,320.74	374,931.80	0.00	374,931.80
<b>United States - USD</b>								
3M CO COM CUSIP 88579Y101		81.73	0.00	305,997.12	318,972.01	-12,974.89	0.00	-12,974.89
ADOBE SYS INC COM CUSIP 00724F101		28.27	0.00	231,898.81	231,595.05	303.76	0.00	303.76

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◆ Asset Detail - Base Currency

Description / Asset ID	Investment Mgr ID	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Market	Unrealized gain/loss Translation	Total
<b>Equities</b>								
<b>Common stock</b>								
<b>United States - USD</b>								
AIR PROD & CHEM INC COM	CUSIP 009158106	85 19	2,379 74	349,534 57	251,032 13	98,502 44	0 00	98,502 44
AMAZON COM INC COM	CUSIP 023135106							
		173 10	0 00	220,010 10	219,363 22	646 88	0 00	646 88
AMERICAN EXPRESS CO	CUSIP 025816109							
		47 17	0 00	340,614 57	252,081 47	88,533 10	0 00	88,533 10
ANALOG DEVICES INC COM	CUSIP 032654105							
		35 78	0 00	417,588 38	357,343 36	60,245 02	0 00	60,245 02
APPLE INC COM STK	CUSIP 037833100							
		405 00	0 00	381,105 00	335,558 79	45,546 21	0 00	45,546 21
BAKER HUGHES INC COM	CUSIP 057224107							
		48 64	0 00	285,370 88	245,315 14	40,055 74	0 00	40,055 74
BECTON DICKINSON & CO COM	CUSIP 075887109							
		74 72	0 00	289,614 72	123,076 00	166,538 72	0 00	166,538 72
CARNIVAL CORP COM PAIRED	CUSIP 143658300							
		32 64	0 00	177,267 84	211,852 69	-34,584 85	0 00	-34,584 85
CATERPILLAR INC COM	CUSIP 149123101							
		90 60	0 00	280,497 60	119,104 93	161,392 67	0 00	161,392 67

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◆ Asset Detail - Base Currency

Description / Asset ID	Investment Mgr ID	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Market	Unrealized gain/loss Translation	Total
<b>Equities</b>								
<b>Common stock</b>								
<b>United States - USD</b>								
CISCO SYSTEMS INC CUSIP 17275R102								
	25,149,000	18.08	0.00	454,693.92	478,620.02	-23,926.10	0.00	-23,926.10
COCA COLA CO COM CUSIP 191216100								
	5,343,000	69.97	0.00	373,849.71	281,320.02	92,529.69	0.00	92,529.69
COMCAST CORP NEW-CL A CUSIP 20030N101								
	18,402,000	23.71	2,070.22	436,311.42	351,567.83	84,743.59	0.00	84,743.59
COSTCO WHOLESALE CORP NEW COM CUSIP 22160K105								
	4,711,000	83.32	0.00	392,520.52	238,431.64	154,088.88	0.00	154,088.88
EMERSON ELECTRIC CO COM CUSIP 291011104								
	7,154,000	46.59	0.00	333,304.86	245,010.78	88,294.08	0.00	88,294.08
EOG RESOURCES INC COM CUSIP 26875P101								
	2,096,000	98.51	0.00	206,476.96	109,738.41	96,738.55	0.00	96,738.55
EXELON CORP COM CUSIP 30161N101								
	6,304,000	43.37	0.00	273,404.48	294,507.90	-21,103.42	0.00	-21,103.42
EXXON MOBIL CORP COM CUSIP 30231C102								
	3,349,000	84.76	0.00	283,861.24	199,668.06	84,193.18	0.00	84,193.18
FEDEX CORP COM CUSIP 31428X106								
	4,980,000	83.51	647.40	415,879.80	429,868.71	-13,988.91	0.00	-13,988.91

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CRICKET ISLAND FOUNDATION

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◆ Asset Detail - Base Currency

Description / Asset ID	Investment Mgr ID	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Market	Unrealized gain/loss	
							Translation	Total
<b>Equities</b>								
<b>Common stock</b>								
<b>United States - USD</b>								
GOLDMAN SACHS GROUP INC COM CUSIP 38141G104								
1,341,000		90.43	0.00	121,266.63	217,329.39	-96,062.76	0.00	-96,062.76
GOOGLE INC CL A CL A CUSIP 38259P508								
809,000		645.90	0.00	522,533.10	338,240.01	184,293.09	0.00	184,293.09
GRAINGER W W INC COM CUSIP 384802104								
3,265,000		187.19	0.00	611,175.35	208,199.20	402,976.15	0.00	402,976.15
INTERNATIONAL BUSINESS MACHS CORP COM CUSIP 459200101								
2,313,000		183.88	0.00	425,314.44	196,618.33	228,696.11	0.00	228,696.11
JOHNSON & JOHNSON COM USD1 CUSIP 478180104								
6,400,000		65.58	0.00	419,712.00	326,974.41	92,737.59	0.00	92,737.59
M & T BK CORP COM CUSIP 55261F104								
3,064,000		76.34	0.00	233,905.76	226,042.69	7,863.07	0.00	7,863.07
MICROSOFT CORP COM CUSIP 594918104								
17,606,000		25.96	0.00	457,051.76	409,191.11	47,860.65	0.00	47,860.65
MONSANTO CO NEW COM CUSIP 61166W101								
4,954,000		70.07	0.00	347,126.78	334,302.25	12,824.53	0.00	12,824.53
OCCIDENTAL PETROLEUM CORP CUSIP 674599105								
4,452,000		93.70	2,047.92	417,152.40	343,378.41	73,773.99	0.00	73,773.99

*Account functions*

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CRICKET ISLAND FOUNDATION

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◆ Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Market	Unrealized gain/loss		Total
						Translation		
<b>Equities</b>								
<b>Common stock</b>								
<b>United States - USD</b>								
PEPSICO INC COM CUSIP 713448108								
5,729,000	66.35	2,950.43	380,119.15	368,362.71	11,756.44	0.00	0.00	11,756.44
PROCTER & GAMBLE COM NPV CUSIP 742718109								
5,442,000	66.71	0.00	363,035.82	351,088.06	11,947.76	0.00	0.00	11,947.76
PROGRESSIVE CORP OH COM CUSIP 743315103								
18,168,000	19.51	0.00	354,457.68	322,349.88	32,107.80	0.00	0.00	32,107.80
QUALCOMM INC COM CUSIP 747525103								
4,954,000	54.70	0.00	270,983.80	183,996.54	86,987.26	0.00	0.00	86,987.26
SOUTHWESTERN ENERGY CO COM CUSIP 845467109								
7,158,000	31.94	0.00	228,626.52	301,513.14	-72,886.62	0.00	0.00	-72,886.62
STAPLES INC COM CUSIP 855030102								
14,943,000	13.89	1,494.30	207,558.27	247,514.97	-39,956.70	0.00	0.00	-39,956.70
SYSCO CORP COM CUSIP 871829107								
12,662,000	29.33	0.00	371,376.46	375,894.33	-4,517.87	0.00	0.00	-4,517.87
TEXAS INSTRUMENTS INC COM CUSIP 882508104								
8,078,000	29.11	0.00	235,150.58	193,853.22	41,297.36	0.00	0.00	41,297.36
TIFFANY & CO COM CUSIP 886547108								
4,026,000	66.26	1,167.54	266,762.76	160,135.02	106,627.74	0.00	0.00	106,627.74

*Account functions*

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◆ Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Market	Unrealized gain/loss		Total
						Translation		
<b>Equities</b>								
<b>Common stock</b>								
<b>United States - USD</b>								
UNION PAC CORP COM CUSIP 907818108								
3,899,000	105.94	2,339.40	413,060.06	197,321.71	215,738.35	0.00		215,738.35
US BANCORP CUSIP 902973304								
13,178,000	27.05	1,647.25	356,464.90	323,510.78	32,954.12	0.00		32,954.12
UTI WORLDWIDE INC ORD NPV CUSIP G87210103								
10,160,000	13.29	0.00	135,026.40	234,140.77	-99,114.37	0.00		-99,114.37
WALT DISNEY CO CUSIP 254687106								
6,666,000	37.50	3,999.60	249,975.00	225,830.55	24,144.45	0.00		24,144.45
WELLS FARGO & CO NEW COM STK CUSIP 949746101								
12,586,000	27.56	0.00	346,870.16	291,337.73	55,532.43	0.00		55,532.43
Total USD		20,743.80	14,184,508.28	11,671,153.37	2,513,354.91	0.00		2,513,354.91
Total United States		20,743.80	14,184,508.28	11,671,153.37	2,513,354.91	0.00		2,513,354.91
<b>Total Common Stock</b>		<b>21,082.61</b>	<b>15,576,467.86</b>	<b>12,582,478.70</b>	<b>2,993,989.16</b>	<b>0.00</b>		<b>2,993,989.16</b>
332,351,000								
<b>Preferred stock</b>								
<b>United States - USD</b>								
JPMORGAN CHASE & CO FORMERLY J P MORGAN CHASE AND CO TO 07/20/2004 PFD STK CUSIP 46625H621								
5,663,000	27.60	0.00	156,298.80	157,646.98	-1,348.18	0.00		-1,348.18

Account functions

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◆ Asset Detail - Base Currency

Description/AssetID	Investment Mgr ID	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss		Total
						Market	Translation	
<b>Equities</b>								
<b>Preferred stock</b>								
<b>United States - USD</b>								
WELLS FARGO & CO NEW DEP SHS SER J CUSIP 949746879								
		28.43	0.00	166,940.96	164,614.00	2,326.96	0.00	2,326.96
Total USD			0.00	323,239.76	322,260.98	978.78	0.00	978.78
Total United States			0.00	323,239.76	322,260.98	978.78	0.00	978.78
<b>Total Preferred Stock</b>			<b>0.00</b>	<b>323,239.76</b>	<b>322,260.98</b>	<b>978.78</b>	<b>0.00</b>	<b>978.78</b>
<b>Total Equities</b>			<b>21,082.61</b>	<b>15,899,707.62</b>	<b>12,904,739.68</b>	<b>2,994,967.94</b>	<b>0.00</b>	<b>2,994,967.94</b>

Fixed Income

Government bonds

United States - USD

UNITED STATES TREAS BDS BD DTD 11/16/1998 5.25% DUE 11-15-2028 REG CUSIP 912810FF0								
	115,000,000	137.875	779.56	158,556.25	126,284.38	32,271.87	0.00	32,271.87
Issue Date	15 Nov 98	Rate 5.25%	Yield to Maturity 2.91%	Maturity Date 15 Nov 28				
UNITED STATES TREAS BDS DTD 00219 4.25% DUE 11-15-2040 REG CUSIP 912810QL5								
	130,000,000	127.5312	713.39	165,790.56	134,431.25	31,359.31	0.00	31,359.31
Issue Date	15 Nov 10	Rate 4.25%	Yield to Maturity 3.287%	Maturity Date 15 Nov 40				
UNITED STATES TREAS NTS 125 DUE 09-30-2013 REG CUSIP 912828RK8								
	190,000,000	99.8008	60.34	189,621.52	189,584.38	37.14	0.00	37.14
Issue Date	30 Sep 11	Rate 0.125%	Yield to Maturity 0.295%	Maturity Date 30 Sep 13				

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◆ Asset Detail - Base Currency

Description/AssetID	Investment Mgr ID	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Market	Unrealized gain/loss Transition	Total
<b>Fixed Income</b>								
<b>Government bonds</b>								
<b>United States - USD</b>								
UNITED STATES TREAS NTS 4 875 DUE 02-15-2012 REG CUSIP 9128277L0								
	430,000,000	100.5664	7,917.89	432,435.52	461,037.50	-28,601.98	0.00	-28,601.98
	Rate 4.875%	Maturity Date 15 Feb 12						
US TREAS BDS USD1000 7 25 DUE 05-15-2016REG CUSIP 912810DW5								
	100,000,000	128.2422	936.12	128,242.20	116,125.00	12,117.20	0.00	12,117.20
	Issue Date 15 May 86	Rate 7.25%	Yield to Maturity 0.834%	Maturity Date 15 May 16				
Total USD		10,407.30		1,074,646.05	1,027,462.51	47,183.54	0.00	47,183.54
Total United States		10,407.30		1,074,646.05	1,027,462.51	47,183.54	0.00	47,183.54
Total Government Bonds		10,407.30		1,074,646.05	1,027,462.51	47,183.54	0.00	47,183.54
<b>Municipal/provincial bonds</b>								
<b>United States - USD</b>								
OH ST AIR QUAL DEV AUTH REV VAR REF POLLUTN CTL- VAR RT DUE 12-01-2023 CUSIP 677525TW7								
	100,000,000	100.343	187.50	100,343.00	98,114.00	2,229.00	0.00	2,229.00
	Issue Date 20 Aug 10	Rate 2.25%	Maturity Date 01 Dec 23	Put Date 03 Jun 13	Put Price 100.00			
Total USD		187.50		100,343.00	98,114.00	2,229.00	0.00	2,229.00
Total United States		187.50		100,343.00	98,114.00	2,229.00	0.00	2,229.00
Total Municipal/Provincial Bonds		187.50		100,343.00	98,114.00	2,229.00	0.00	2,229.00
<b>Corporate bonds</b>								

*Account functions*

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◆ Asset Detail - Base Currency

Description / Asset ID	Investment Mgr ID	Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Market	Unrealized gain/loss				
								Translation	Total			
<b>Fixed Income</b>												
<b>Corporate bonds</b>												
<b>United Kingdom - USD</b>												
BP CAP MARKETS PLC 5 25% DUE 11-07-2013 CUSIP 05565QBF4												
Issue Date	07 Nov 08	Rate	5 25%	Yield to Maturity	0 926%	Maturity Date	07 Nov 13	42,902.56	43,328.00	-425.44	0.00	-425.44
WPP FIN UK 8% DUE 09-15-2014 CUSIP 92931NAC4												
Issue Date	10 Jun 09	Rate	8 00%	Yield to Maturity	1 591%	Maturity Date	15 Sep 14	83,543.17	86,122.50	-2,579.33	0.00	-2,579.33
Total USD								126,445.73	129,450.50	-3,004.77	0.00	-3,004.77
Total United Kingdom								126,445.73	129,450.50	-3,004.77	0.00	-3,004.77
<b>United States - USD</b>												
AMERICAN EXPRESS CR CORP TRANCHE # TR 00071 7 3% DUE 08-20-2013 CUSIP 0259MOCY3												
Issue Date	20 Aug 08	Rate	7 30%	Yield to Maturity	1 313%	Maturity Date	20 Aug 13	325,577.70	314,570.25	11,007.45	0.00	11,007.45
AVNET INC SR NT 6 625% DUE 09-15-2016/09-12-2006 CUSIP 053807AN3												
Issue Date	12 Sep 06	Rate	6 625%	Yield to Maturity	3 379%	Maturity Date	15 Sep 16	67,120.80	67,140.00	-19.20	0.00	-19.20
CMO CONTINENTAL AIRLS PASS THRU TRS SER 2000-1 CTF CL A-1 8 048 5-1-22BEO CUSIP 210805CY1												
Issue Date	15 Mar 00	Rate	8 048%	Yield to Maturity	5 072%	Maturity Date	01 May 22	58,624.98	53,907.42	4,717.56	0.00	4,717.56
CONTL AIRLS SER 1997-4A 6 9 PASS THRU CTFS DUE 07-02-2019 CUSIP 210805BU0												
Issue Date	23 Oct 97	Rate	6 90%	Yield to Maturity	4 661%	Maturity Date	02 Jul 19	38,203.51	37,913.65	289.86	0.00	289.86

*Account functions*

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◆ Asset Detail - Base Currency

Description / Asset ID	Investment Mgr ID	Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Market	Unrealized gain/loss		Total
								Translation		
<b>Fixed Income</b>										
<b>Corporate bonds</b>										
<b>United States - USD</b>										
EATON CORP 5 3% DUE 03-15-2017 CUSIP 278058DC3										
70,000,000		115 206		1,092 38	80,644 20	79,998 10	646 10	0 00		646 10
Issue Date	16 Mar 07	Rate 5 30%	Yield to Maturity 1 879%	Maturity Date 15 Mar 17						
FORD MTR CR CO LLC NT 8 DUE 06-01-2014 CUSIP 345397VJ9										
200,000,000		108 8467		1,333 33	217,693 40	223,000 00	-5,306 60	0 00		-5,306 60
Issue Date	02 Jun 09	Rate 8 00%	Yield to Maturity 3 15%	Maturity Date 01 Jun 14						
HOME DEPOT INC 5 4% DUE 03-01-2016 CUSIP 437076AP7										
200,000,000		115 4968		3,600 00	230,993 60	187,310 00	43,683 60	0 00		43,683 60
Issue Date	24 Mar 06	Rate 5 40%	Yield to Maturity 1 352%	Maturity Date 01 Mar 16						
MCDONALDS CORP MEDIUM TERM NTS BOOK ENTRY SR NT 5 35% DUE 03-01-2018 CUSIP 58013MEE0										
140,000,000		119 4898		2,496 66	167,285 72	137,745 00	29,539 72	0 00		29,539 72
Issue Date	29 Feb 08	Rate 5 35%	Yield to Maturity 1 828%	Maturity Date 01 Mar 18						
PACCAR INC MEDIUM 6 375% DUE 02-15-2012 CUSIP 69373UJAB3										
200,000,000		100 6169		4,816 66	201,233 80	205,662 00	-4,428 20	0 00		-4,428 20
Rate	6 375%	Maturity Date	15 Feb 12							
STAPLES INC 9 75% DUE 01-15-2014 CUSIP 855030AJ1										
175,000,000		114 3472		7,867 70	200,107 60	180,468 75	19,638 85	0 00		19,638 85
Issue Date	15 Jan 09	Rate 9 75%	Yield to Maturity 1 972%	Maturity Date 15 Jan 14						
Total USD				32,339 21	1,587,485 31	1,487,716 17	99,769 14	0 00		99,769 14
Total United States				32,339 21	1,587,485 31	1,487,716 17	99,769 14	0 00		99,769 14

Account functions

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◆ Asset Detail - Base Currency

Description / Asset ID	Investment Mgr ID	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Market	Unrealized gain/loss Translation	Total
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<b>Fixed Income</b>								
<b>Total Corporate Bonds</b>								
1,551,420.140			34,420.87	1,713,931.04	1,617,166.67	96,764.37	0.00	96,764.37

Government mortgage backed securities

United States - USD

FNMA POOL #252212 6 5% DUE 01-01-2029 REG CUSIP 31371HDR6

22,621,560	114 316	Yield to Maturity 2 446%	122 53	25,860 06	21,405 67	4,454 39	0 00	4,454 39
Issue Date 01 Dec 98	Rate 6 50%	Maturity Date 01 Jan 29						

GNMA 5% DUE 10-20-2036 CUSIP 38375L6T2

29,401,560	103 2369	Yield to Maturity 2 225%	122 50	30,353 25	29,732 32	620 93	0 00	620 93
Issue Date 01 Dec 07	Rate 5 00%	Maturity Date 20 Oct 36						

GNMA POOL #497060 SER 2029 6 5% DUE 10-15-2029 REG CUSIP 36210NE96

6,193,040	115 934	Yield to Maturity 1 545%	33 54	7,179 83	6,024 65	1,155 18	0 00	1,155 18
Issue Date 01 Oct 99	Rate 6 50%	Maturity Date 15 Oct 29						

GNMA POOL #550655 4 5% 09-15-2035 BEO CUSIP 36213CWO9

104,579,970	109 5219	Yield to Maturity 2 143%	392 17	114,537 97	98,476 73	16,061 24	0 00	16,061 24
Issue Date 01 Sep 05	Rate 4 50%	Maturity Date 15 Sep 35						

GNMA POOL #580970 SER 2032 5 5% DUE 02-15-2032 REG CUSIP 36201EMT4

51,457,200	112 891	Yield to Maturity 2 127%	235 84	58,090 54	49,302 44	8,788 10	0 00	8,788 10
Issue Date 01 Feb 02	Rate 5 50%	Maturity Date 15 Feb 32						

GNMA POOL #729037 5% 02-15-2040 BEO CUSIP 3620AF4W4

289,323,980	110 878	Yield to Maturity 2 131%	1,205 51	320,796 64	302,840 81	17,955 83	0 00	17,955 83
Issue Date 01 Feb 10	Rate 5 00%	Maturity Date 15 Feb 40						

**Account functions**

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◆ **Asset Detail - Base Currency**

Description / Asset ID	Investment Mgr ID	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss		
						Market	Translation	Total
<b>Government mortgage backed securities</b>								
<b>United States - USD</b>								
GNMA POOL #736558 5% 02-15-2040 BE0 CUSIP 3620AQJ80								
Issue Date	01 Feb 10	Rate	5 00%	Yield to Maturity	2 097%	Maturity Date	15 Feb 40	
	190,370 320		110 878	793 21	211,078 80	197,925 64	13,153 16	0 00
GNMA POOL #738433 4 5% 06-15-2041 BE0 CUSIP 3620ASLN7								
Issue Date	01 Jun 11	Rate	4 50%	Yield to Maturity	2 404%	Maturity Date	15 Jun 41	
	116,803 580		109 084	438 01	127,414 01	126,330 37	1,083 64	0 00
GNMA POOL #738546 4% 07-15-2041 BE0 CUSIP 3620ASPF78								
Issue Date	01 Jul 11	Rate	4 00%	Yield to Maturity	2 472%	Maturity Date	15 Jul 41	
	119,459 910		107 434	398 19	128,340 56	126,870 16	1,470 40	0 00
GNMA POOL #772641 SER 2041 4% DUE 09-15-2041 REG CUSIP 361760EN0								
Issue Date	01 Sep 11	Rate	4 00%	Yield to Maturity	2 439%	Maturity Date	15 Sep 41	
	124,553 410		107 434	415 17	133,812 71	132,688 30	1,124 41	0 00
<b>Total USD</b>				<b>4,156 67</b>	<b>1,157,464 37</b>	<b>1,091,597 09</b>	<b>65,867 28</b>	<b>0 00</b>
<b>Total United States</b>				<b>4,156 67</b>	<b>1,157,464 37</b>	<b>1,091,597 09</b>	<b>65,867 28</b>	<b>0 00</b>
<b>Total Government Mortgage Backed Securities</b>				<b>4,156.67</b>	<b>1,157,464.37</b>	<b>1,091,597.09</b>	<b>65,867.28</b>	<b>0.00</b>
<b>Asset backed securities</b>								
<b>United States - USD</b>								
AMERICREDIT 14 55000019073% DUE 01-15-2016 CUSIP 03064AAE4								
Issue Date	14 Jul 09	Rate	14 55%	Yield to Maturity	4 106%	Maturity Date	15 Jan 16	
	40,000 000		117 8009	258 66	47,120 36	50,593 75	-3,473 39	0 00
<b>Total</b>				<b>4,156.67</b>	<b>1,157,464.37</b>	<b>1,091,597.09</b>	<b>65,867.28</b>	<b>0.00</b>

*Account functions*

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◆ Asset Detail - Base Currency

Description / Asset ID	Investment Mgr ID	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Market	Unrealized gain/loss Translation	Total
<b>Fixed Income</b>								
<b>Asset backed securities</b>								
<b>United States - USD</b>								
AMERICREDIT 2 73000001907% DUE 03-09-2015 CUSIP 03064EAD8								
Issue Date	20 May 10	Rate 2 73%	Yield to Maturity 1 047%	Maturity Date 09 Mar 15	125,949 11	124,995 56	953 55	0.00
AMERICREDIT 9 78999996185% DUE 04-15-2014 CUSIP 03064AAD6								
Issue Date	14 Jul 09	Rate 9 78999%	Yield to Maturity -0 408%	Maturity Date 15 Apr 14	75,205 83	76,196 88	-991 05	0.00
CARMAX AUTO OWNER 3 75% DUE 12-15-2015 CUSIP 14313CAE6								
Issue Date	19 Feb 10	Rate 3 75%	Yield to Maturity 1 905%	Maturity Date 15 Dec 15	36,030 07	35,125 11	904 96	0.00
CARMAX AUTO OWNER 4 65000009537% DUE 08-17-2015 CUSIP 14313BAE8								
Issue Date	10 Nov 09	Rate 4 65%	Yield to Maturity 2 224%	Maturity Date 17 Aug 15	78,938 70	74,992 72	3,945 98	0.00
CONTINENTAL AIRLS PASS THRU TRS CTF 1998-1 CL A 6 648 3-15-2019 BEC CUSIP 210805CB1								
Issue Date	20 Feb 98	Rate 6 648%	Yield to Maturity 4 534%	Maturity Date 15 Mar 19	11,676 24	10,976 50	699 74	0.00
FORD CR AUTO OWNER TR 2008-C ASSET BACKED NT CL A-4B 04-15-2013 REG CUSIP 34528XAG4								
Issue Date	22 May 08	Rate 2 0283%	Yield to Maturity 0 542%	Maturity Date 15 Apr 13	85,842 03	83,605 71	2,236 32	0.00
Total USD				1,300 30	460,762 34	456,486 23	4,276 11	0.00
Total United States				1,300 30	460,762 34	456,486 23	4,276 11	0.00

*Account functions*

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◆ Asset Detail - Base Currency

Description / Asset ID	Investment Mgr ID	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Market	Unrealized gain/loss Translation	Total
<b>Fixed Income</b>								
<b>Total Asset Backed Securities</b>								
441,959.760			1,300.30	460,762.34 (A)	456,486.23	4,276.11	0.00	4,276.11
<b>Non-government backed c.m.o.s</b>								
<b>United States - USD</b>								
CMO BANC AMER MTG 2007-3 TR MTG PASS THRU CTF CL 2-A-8 7% DUE 09-25-2037 REG CUSIP 06954CAM0								
67,867.490		85.0556	395.89	57,725.10	69,139.99	-11,414.89	0.00	-11,414.89
Issue Date	01 Aug 07	Rate 7.00%	Maturity Date 25 Sep 37					
CMO CITIMORTGAGE ALTERNATIVE LN TR SER 2006-2006-A1 CL IIA-1 5 25 03-01-21 REG CUSIP 17309AAH2								
57,005.200		98.0631	249.39	55,901.06	56,955.94	-1,054.88	0.00	-1,054.88
Issue Date	01 Apr 06	Rate 5.25%	Yield to Maturity 4.846%	Maturity Date 25 Mar 21				
CMO GSR MTG LN TR 2006-10F MTG PASSTHRU CTF CL 5A-1 6% DUE 01-25-2037 REG CUSIP 36266WAG7								
76,166.850		94.4827	380.83	71,964.49	71,250.27	714.22	0.00	714.22
Issue Date	01 Dec 06	Rate 6.00%	Yield to Maturity 7.433%	Maturity Date 25 Jan 37				
<b>Total USD</b>								
			1,026.11	185,590.65	197,346.20	-11,755.55	0.00	-11,755.55
<b>Total United States</b>			1,026.11	185,590.65	197,346.20	-11,755.55	0.00	-11,755.55
<b>Total Non-Government Backed C.M.O.s</b>								
201,039.540			1,026.11	185,590.65 (A)	197,346.20	-11,755.55	0.00	-11,755.55
<b>Total Fixed Income</b>								
4,314,183.970			51,498.75	4,692,737.45	4,488,172.70	204,564.75	0.00	204,564.75

*Cash and Cash Equivalents*

Funds - short term investment

*Account functions*

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◆ Asset Detail - Base Currency

Description / Asset ID	Investment Mgr ID	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss		Total
						Market	Translation	
<i>Cash and Cash Equivalents</i>								
<b>Funds - short term investment</b>								
USD - MFB NORTHERN INSTL FDS GOVT PORTFOLIO		1.00	9.14	1,017,920.47	1,017,920.47	0.00	0.00	0.00
Total funds - short term investment - all currencies			9.14	1,017,920.47	1,017,920.47	0.00	0.00	0.00
Total funds - short term investment - all countries			9.14	1,017,920.47	1,017,920.47	0.00	0.00	0.00
<b>Total Funds - Short Term Investment</b>			9.14	1,017,920.47	1,017,920.47	0.00	0.00	0.00
<b>Total Cash and Cash Equivalents</b>			9.14	1,017,920.47	1,017,920.47	0.00	0.00	0.00
<b>Total</b>			72,590.50	21,610,365.54	18,410,832.85	3,199,532.69	0.00	3,199,532.69

(A) = Total U.S. and State Government Obligations = \$2,978,806

2011 Tax Information Statement

2011 Proceeds from Broker and Barter Exchange Transactions

Sales are listed at Gross Proceeds less commissions and option premiums.

Number of shares	CUSIP	Description	Date Acquired	Date of Sale	Stocks Bonds, etc.	Cost or other Basis	Net Gain or Loss	Federal Income Tax Withheld
<b>Short Term Sales</b>								
2452.3300	210805BU0	CONTL AIRLS SER 1997-4A 6.9 PASS THRU CTF5 DUE 07-02-2019	03/31/2010	01/03/2011	2,452.33	2,533.99	-81.66	0.00
74363.3000	667294BB7	NORTHWEST AIRLS PASS THRU TRS NORTHWEST AIRLINES INC P/THRU STEP UP 05-20-2023	04/15/2010	01/04/2011	76,222.38	73,619.67	2,602.71	0.00
383.9100	36266WAG7	CMO GSR MTG LN TR 2006-10F MTG PASSTHRU CTF CL 5A-1 6% DUE 01-25-2037 REG	05/07/2010	01/25/2011	383.91	353.45	30.46	0.00
4878.2600	3620AF4W4	GNMA POOL #729037 5% 02-15-2040 BEO	03/19/2010	01/31/2011	4,878.26	5,106.17	-227.91	0.00
2419.9100	3620AQJB0	GNMA POOL #736558 5% 02-15-2040 BEO	04/15/2010	01/31/2011	2,419.91	2,515.95	-96.04	0.00
1804.0000	00724F101	ADOBE SYS INC	Various	02/01/2011	60,273.01	51,728.60	8,544.41	0.00
737.0000	30231G102	EXXON MOBIL CORP	Various	02/01/2011	60,227.59	44,239.50	15,988.09	0.00
1777.0000	882508104	TEXAS INSTRUMENTS INC	Various	02/01/2011	60,737.05	43,545.28	17,191.77	0.00
824.0000	88579Y101	3M CO	09/17/2010	02/01/2011	72,248.91	70,707.28	1,541.63	0.00
161.0000	054303102	AVON PRODS INC	11/16/2010	02/17/2011	4,503.37	4,633.02	-129.65	0.00
11092.1000	36266WAG7	CMO GSR MTG LN TR 2006-10F MTG PASSTHRU CTF CL 5A-1 6% DUE 01-25-2037 REG	05/07/2010	02/25/2011	11,092.10	10,226.00	866.10	0.00
124.0000	585055106	MEDTRONIC INC	11/16/2010	03/03/2011	4,853.82	4,245.38	608.44	0.00
5157.1800	3620AF4W4	GNMA POOL #729037 5% 02-15-2040 BEO	03/19/2010	03/15/2011	5,157.18	5,398.12	-240.94	0.00

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2011 Tax Information Statement

Number of shares	CUSIP	Description	Date Acquired	Date of Sale	Stocks Bonds, etc.	Cost or other Basis	Net Gain or Loss	Federal Income Tax Withheld
4356.7000	3620AQJ80	GNMA POOL #736558 5% 02-15-2040 BEO	04/15/2010	03/15/2011	4,356.70	4,529.61	-172.91	0.00
349.5800	36266WAG7	CMO GSR MTG LN TR 2006-10F MTG PASSTHRU CTF CL 5A-1 6% DUE 01-25-2037 REG	05/07/2010	03/25/2011	349.58	322.74	26.84	0.00
2297.9700	3620AQJ80	GNMA POOL #736558 5% 02-15-2040 BEO	04/15/2010	04/15/2011	2,297.97	2,389.17	-91.20	0.00
4203.9000	36266WAG7	CMO GSR MTG LN TR 2006-10F MTG PASSTHRU CTF CL 5A-1 6% DUE 01-25-2037 REG	05/07/2010	04/25/2011	4,203.90	3,886.50	317.40	0.00
1197.0000	00724F101	ADOBE SYS INC	11/23/2010	06/16/2011	36,735.94	33,752.53	2,983.41	0.00
209.0000	023135106	AMAZON COM INC	03/02/2011	06/16/2011	38,362.84	35,802.39	2,560.45	0.00
137.0000	037833100	APPLE COMPUTER INC	02/15/2011	06/16/2011	44,087.28	49,173.23	-5,085.95	0.00
489.0000	30231G102	EXXON MOBIL CORP	08/27/2010	06/16/2011	38,498.13	28,965.18	9,532.95	0.00
1044.0000	845467109	SOUTHWESTERN ENERGY CO COM	04/26/2011	06/16/2011	43,090.48	42,699.70	390.78	0.00
2179.0000	855030102	STAPLES INC	06/01/2011	06/16/2011	32,735.79	36,294.08	-3,558.29	0.00
1179.0000	882508104	TEXAS INSTRUMENTS INC	06/29/2010	06/16/2011	36,878.88	28,214.18	8,664.70	0.00
546.0000	88579Y101	3M CO	09/17/2010	06/16/2011	49,876.30	46,852.15	3,024.15	0.00
93.0000	931142103	WAL MART STORES INC	11/16/2010	06/28/2011	4,863.73	5,062.97	-199.24	0.00
81.0000	718172109	PHILIP MORRIS INTERNATIONAL	11/16/2010	08/31/2011	5,665.24	4,746.86	918.38	0.00
170.0000	023135106	AMAZON COM INC	03/02/2011	09/26/2011	38,484.17	29,121.56	9,362.61	0.00
431.0000	00724F101	ADOBE SYS INC	11/23/2010	10/27/2011	12,162.58	12,153.17	9.41	0.00
67.0000	023135106	AMAZON COM INC	03/02/2011	10/27/2011	13,573.93	11,477.32	2,096.61	0.00
50.0000	037833100	APPLE COMPUTER INC	02/15/2011	10/27/2011	20,170.11	17,946.43	2,223.68	0.00

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80000.0000	233851AC8	DAIMLER FINANCE NA LLC FLTG RT 144A DUE 03-28-2014	10/20/2011	10/27/2011	78,984.00	78,984.00	0.00	0.00
350.0000	254687106	WALT DISNEY CO	08/30/2011	10/27/2011	12,589.25	11,779.28	809.97	0.00
417.0000	771195104	ADR ROCHE HLDG LTD SPONSORED ADR ISIN #US771195104	06/21/2011	10/27/2011	17,300.99	17,278.19	22.80	0.00
377.0000	845467109	SOUTHWESTERN ENERGY CO COM	04/26/2011	10/27/2011	16,251.13	15,419.34	831.79	0.00
785.0000	855030102	STAPLES INC	06/01/2011	10/27/2011	11,461.48	13,075.20	-1,613.72	0.00
692.0000	902973304	US BANCORP DEL NEW	06/24/2011	10/27/2011	17,970.89	16,640.52	1,330.37	0.00
250.4500	36176QEN0	GNMA POOL #772641 SER 2041 4% DUE 09-15-2041 REG	09/28/2011	11/15/2011	250.45	266.81	-16.36	0.00
196.3800	36176QEN0	GNMA POOL #772641 SER 2041 4% DUE 09-15-2041 REG	09/28/2011	12/15/2011	196.38	209.21	-12.83	0.00
3196.7800	3620ASLN7	GNMA POOL #738433 4.5% 06-15-2041 BE0	10/20/2011	12/15/2011	3,196.78	3,457.52	-260.74	0.00
540.0200	3620ASP78	GNMA POOL #738546 4% 07-15-2041 BE0	10/20/2011	12/15/2011	540.02	573.52	-33.50	0.00
<b>Total Short Term Sales</b>						<b>950,584.74</b>	<b>80,658.97</b>	<b>0.00</b>
<b>Long Term 15% Sales</b>								
27157.8600	667294BB7	NORTHWEST AIRLS PASS THRU TRS NORTHWEST AIRLINES INC P/THRU STEP UP 05-20-2023	10/07/2009	01/04/2011	27,836.81	25,494.55	2,342.26	0.00
1197.0000	149123101	CATERPILLAR INC	05/27/2009	01/10/2011	111,894.74	42,164.56	69,730.18	0.00
20000.0000	136385AH4	CON NAT RES LTD 6% DUE 08-15-2016	02/05/2009	01/14/2011	22,900.00	18,239.28	4,660.72	0.00

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2216.4800	38375L6T2	GNMA 5% DUE 10-20-2036 MX-AG 5 10-20-2036	01/07/2008	01/20/2011	2,216.48	2,241.41	-24.93	0.00
2765.3600	17309AAH2	CMO CITIMORTGAGE ALTERNATIVE LN TR SER 2006-2006-A1 CL IIA-1 5 25 03-01-21 REG	01/31/2008	01/25/2011	2,765.36	2,762.42	2.94	0.00
588.7800	05954CAM0	CMO BANC AMER MTG 2007-3 TR MTG PASS THRU CTF CL 2-A-8 7% DUE 09-25-2037 REG	09/18/2007	01/26/2011	588.78	599.82	-11.04	0.00
45000.0000	136385AH4	CDN NAT RES LTD 6% DUE 08-15-2016	02/05/2009	01/27/2011	51,243.75	41,058.10	10,185.65	0.00
154.9300	36201EMT4	GNMA POOL #580970 SER 2032 5.5% DUE 02-15-2032 REG	03/06/2002	01/31/2011	154.93	148.44	6.49	0.00
13.7200	36210NE96	GNMA POOL #497060 SER 2029 6.5% DUE 10-15-2029 REG	10/25/2000	01/31/2011	13.72	13.35	0.37	0.00
1270.8100	36213CWQ9	GNMA POOL #550655 4.5% 09-15-2035 BEO	11/07/2005	01/31/2011	1,270.81	1,196.65	74.16	0.00
436.9500	36290RU43	GNMA POOL #615403 4.5% 08-15-2033 BEO 08-15-2033 BEO	08/05/2003	01/31/2011	441.95	406.02	35.93	0.00
903.0000	009158106	AIR PRODUCTS & CHEMICALS INC COM	09/26/2008	02/01/2011	79,399.80	63,825.85	15,573.95	0.00
1589.0000	025816109	AMERICAN EXPRESS CO	12/31/2007	02/01/2011	69,167.84	82,464.33	-13,296.49	0.00
2568.0000	032654105	ANALOG DEVICES INC	Various	02/01/2011	100,480.82	94,144.58	6,336.24	0.00
1913.0000	054303102	AVON PRODS INC	Various	02/01/2011	54,395.49	83,022.61	-28,627.12	0.00
1697.0000	057224107	BAKER HUGHES INC	Various	02/01/2011	115,512.57	58,373.30	57,139.27	0.00
852.0000	075887109	BECTON DICKINSON & CO	Various	02/01/2011	71,070.94	57,532.97	13,537.97	0.00

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1683.0000	136385101	CANADIAN NAT RES LTD COM	Various	02/01/2011	76,732.71	42,417.77	34,314.94	0.00
1195.0000	143658300	CARNIVAL CORP PAIRED CTF 1 COM CARNIVAL CORP [ODI]	05/11/2007	02/01/2011	53,821.76	58,169.02	-4,347.26	0.00
875.0000	149123101	CATERPILLAR INC	05/27/2009	02/01/2011	84,428.08	30,822.05	53,606.03	0.00
4457.0000	17275R102	CISCO SYS INC	06/12/2008	02/01/2011	95,291.49	116,459.18	-21,167.69	0.00
1451.0000	191216100	COCA COLA CO	06/02/2008	02/01/2011	91,643.54	82,601.08	9,042.46	0.00
4049.0000	20030N101	COMCAST CORP NEW CL A	08/13/2007	02/01/2011	92,760.80	104,312.36	-11,551.56	0.00
1370.0000	22160K105	COSTCO WHSL CORP NEW	Various	02/01/2011	98,857.30	78,581.07	20,276.23	0.00
461.0000	26875P101	EOG RES INC	03/06/2009	02/01/2011	49,221.54	24,029.76	25,191.78	0.00
1574.0000	291011104	EMERSON ELECTRIC CO	Various	02/01/2011	91,223.50	60,892.44	30,331.06	0.00
1387.0000	30161N101	EXELON CORP	Various	02/01/2011	59,170.64	77,779.87	-18,609.23	0.00
1095.0000	31428X106	FEDEX CORP	04/27/2007	02/01/2011	102,308.04	117,291.37	-14,983.33	0.00
177481.8500	36290RU43	GNMA POOL #615403 4.5% 08-15-2033 BEO 08-15-2033 BEO	08/05/2003	02/01/2011	182,921.50	164,919.44	18,002.06	0.00
295.0000	38141G104	GOLDMAN SACHS GROUP INC	03/25/2008	02/01/2011	48,485.41	52,927.63	-4,442.22	0.00
141.0000	38259P508	GOOGLE INC CL A	08/08/2008	02/01/2011	85,550.23	68,700.81	16,849.42	0.00
842.0000	384802104	W W GRAINGER INC	Various	02/01/2011	110,949.21	63,566.05	47,383.16	0.00
620.0000	459200101	INTL BUSINESS MACHINES CORP	Various	02/01/2011	100,617.49	61,510.91	39,106.58	0.00
1408.0000	478160104	JOHNSON & JOHNSON	Various	02/01/2011	84,360.66	85,297.43	-936.77	0.00
674.0000	55261F104	M & T BK CORP	11/17/2009	02/01/2011	58,104.02	42,628.82	15,475.20	0.00
1475.0000	585055106	MEDTRONIC INC	Various	02/01/2011	56,581.98	73,427.12	-16,845.14	0.00

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3874.0000	594918104	MICROSOFT CORP COM	Various	02/01/2011	107,081.89	102,657.59	4,424.30	0.00
1359.0000	61166W101	MONSANTO CO COM	Various	02/01/2011	101,718.24	121,613.50	-19,895.26	0.00
3012.0000	641069406	NESTLE S A SPONSORED ADR REPSTG REG SH	Various	02/01/2011	166,048.36	113,877.22	52,171.14	0.00
1478.0000	66987V109	ADR NOVARTIS AG SPONSORED ADR ISIN #US66987V1098	04/27/2007	02/01/2011	83,239.36	87,245.75	-4,006.39	0.00
610.0000	674599105	OCCIDENTAL PETROLEUM CORP	07/09/2009	02/01/2011	60,426.65	37,254.41	23,172.24	0.00
1261.0000	713448108	PEPSICO INC	Various	02/01/2011	81,388.54	86,377.06	-4,988.52	0.00
974.0000	718172109	PHILIP MORRIS INTERNATIONAL	Various	02/01/2011	56,081.84	37,539.11	18,542.73	0.00
1197.0000	742718109	PROCTER & GAMBLE CO	10/09/2007	02/01/2011	75,804.55	84,834.62	-9,030.07	0.00
3998.0000	743315103	PROGRESSIVE CORP OHIO	Various	02/01/2011	79,078.92	87,377.25	-8,298.33	0.00
1409.0000	747525103	QUALCOMM INC	12/15/2008	02/01/2011	76,408.74	47,504.01	28,904.73	0.00
2786.0000	871829107	SYSCO CORP	Various	02/01/2011	81,321.77	103,531.27	-22,209.50	0.00
1159.0000	886547108	TIFFANY & CO NEW	Various	02/01/2011	68,290.44	54,259.11	14,031.33	0.00
1036.0000	907818108	UNION PAC CORP COM	10/03/2008	02/01/2011	98,847.83	65,471.26	33,376.57	0.00
1112.0000	931142103	WAL MART STORES INC	Various	02/01/2011	62,404.24	62,791.54	-387.30	0.00
2768.0000	949746101	WELLS FARGO & CO NEW	12/17/2009	02/01/2011	90,960.82	72,279.68	18,681.14	0.00
2236.0000	G87210103	UTI WORLDWIDE INC ORD NPV	Various	02/01/2011	49,764.58	66,656.81	-16,892.23	0.00
3600.0000	054303102	AVON PRODS INC	Various	02/15/2011	102,301.03	103,968.97	-1,667.94	0.00
1800.0000	054303102	AVON PRODS INC	10/11/2005	02/16/2011	51,140.43	47,209.68	3,930.75	0.00
4623.0000	054303102	AVON PRODS INC	Various	02/17/2011	129,311.13	121,179.14	8,131.99	0.00

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1596.9100	38375L6T2	GNMA 5% DUE 10-20-2036 MX-AG 5 10-20-2036	01/07/2008	02/22/2011	1,596.91	1,614.88	-17.97	0.00
1426.1800	05954CAM0	CMO BANC AMER MTG 2007-3 TR MTG PASS THRU CTF CL 2-A-8 7% DUE 09-25-2037 REG	09/18/2007	02/25/2011	1,426.18	1,452.92	-26.74	0.00
574.3100	17309AAH2	CMO CITIMORTGAGE ALTERNATIVE LN TR SER 2006-2006-A1 CL IIA-1 5.25 03-01-21 REG	01/31/2008	02/25/2011	574.31	573.71	0.60	0.00
377.2400	31371HDR6	FNMA POOL #252212 6.5% DUE 01-01-2029 REG	07/20/2000	02/25/2011	377.24	356.96	20.28	0.00
5386.0000	585055106	MEDTRONIC INC	Various	03/02/2011	207,995.24	248,384.71	-40,389.47	0.00
2348.0000	585055106	MEDTRONIC INC	Various	03/03/2011	91,909.52	106,023.75	-14,114.23	0.00
945.6500	210805CB1	CONTINENTAL AIRLS PASS THRU TRS CTF 1998-1 CL A 6.648 3-15-2019 BEO	09/29/2009	03/15/2011	945.65	920.20	25.45	0.00
8394.8500	36201EMT4	GNMA POOL #580970 SER 2032 5.5% DUE 02-15-2032 REG	03/06/2002	03/15/2011	8,394.85	8,043.32	351.53	0.00
13.8000	36210NE96	GNMA POOL #497060 SER 2029 6.5% DUE 10-15-2029 REG	10/25/2000	03/15/2011	13.80	13.42	0.38	0.00
565.4400	36213CWQ9	GNMA POOL #550655 4.5% 09-15-2035 BEO	11/07/2005	03/15/2011	565.44	532.44	33.00	0.00
1648.1900	38375L6T2	GNMA 5% DUE 10-20-2036 MX-AG 5 10-20-2036	01/07/2008	03/21/2011	1,648.19	1,666.73	-18.54	0.00
112.6000	05954CAM0	CMO BANC AMER MTG 2007-3 TR MTG PASS THRU CTF CL 2-A-8 7% DUE 09-25-2037 REG	09/18/2007	03/25/2011	112.60	114.71	-2.11	0.00

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1767.2500	17309AAH2	CMO CITIMORTGAGE ALTERNATIVE LN TR SER 2006-2006-A1 CL IIA-1 5.25 03-01-21 REG	01/31/2008	03/25/2011	1,767.25	1,765.43	1.82	0.00
249.3900	31371HDR6	FNMA POOL #252212 6.5% DUE 01-01-2029 REG	07/20/2000	03/25/2011	249.39	235.99	13.40	0.00
142.6200	36201EMT4	GNMA POOL #580970 SER 2032 5.5% DUE 02-15-2032 REG	03/06/2002	04/15/2011	142.62	136.65	5.97	0.00
5089.8400	3620AF4W4	GNMA POOL #729037 5% 02-15-2040 BEO	03/19/2010	04/15/2011	5,089.84	5,327.63	-237.79	0.00
13.8900	36210NE96	GNMA POOL #497060 SER 2029 6.5% DUE 10-15-2029 REG	10/25/2000	04/15/2011	13.89	13.51	0.38	0.00
1382.1700	36213CWQ9	GNMA POOL #550655 4.5% 09-15-2035 BEO	11/07/2005	04/15/2011	1,382.17	1,301.51	80.66	0.00
1718.6400	38375L6T2	GNMA 5% DUE 10-20-2036 MX-AG 5 10-20-2036	01/07/2008	04/20/2011	1,718.64	1,737.97	-19.33	0.00
1984.2400	05954CAM0	CMO BANC AMER MTG 2007-3 TR MTG PASS THRU CTF CL 2-A-8 7% DUE 09-25-2037 REG	09/18/2007	04/25/2011	1,984.24	2,021.44	-37.20	0.00
703.8100	17309AAH2	CMO CITIMORTGAGE ALTERNATIVE LN TR SER 2006-2006-A1 CL IIA-1 5.25 03-01-21 REG	01/31/2008	04/25/2011	703.81	703.09	0.72	0.00
612.2400	31371HDR6	FNMA POOL #252212 6.5% DUE 01-01-2029 REG	07/20/2000	04/25/2011	612.24	579.33	32.91	0.00
1984.0000	057224107	BAKER HUGHES INC	07/08/2009	04/26/2011	145,781.11	66,888.97	78,892.14	0.00
660.0000	384802104	W W GRAINGER INC	Various	04/26/2011	98,636.95	23,592.89	75,044.06	0.00
1455.0000	886547108	TIFFANY & CO NEW	Various	04/26/2011	97,052.89	56,662.80	40,390.09	0.00

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437.1800	210805CY1	CMO CONTINENTAL AIRLS PASS THRU TRS SER 2000-1 CTF CL A-1 8.048 5-1-22BEO	09/23/2009	05/02/2011	437.18	430.62	6.56	0.00
1115.0000	136385101	CANADIAN NAT RES LTD COM	02/05/2003	05/09/2011	48,798.26	4,448.00	44,350.26	0.00
1132.0000	136385101	CANADIAN NAT RES LTD COM	02/05/2003	05/10/2011	49,118.46	4,515.82	44,602.64	0.00
140.0900	36201EMT4	GNMA POOL #580970 SER 2032 5.5% DUE 02-15-2032 REG	03/06/2002	05/16/2011	140.09	134.22	5.87	0.00
2483.6000	3620AF4W4	GNMA POOL #729037 5% 02-15-2040 BEO	03/19/2010	05/16/2011	2,483.60	2,599.63	-116.03	0.00
2429.3400	3620AQJ80	GNMA POOL #736558 5% 02-15-2040 BEO	04/15/2010	05/16/2011	2,429.34	2,525.75	-96.41	0.00
13.9600	3621ONE96	GNMA POOL #497060 SER 2029 6.5% DUE 10-15-2029 REG	10/25/2000	05/16/2011	13.96	13.58	0.38	0.00
673.4600	36213CWQ9	GNMA POOL #550655 4.5% 09-15-2035 BEO	11/07/2005	05/16/2011	673.46	634.16	39.30	0.00
1344.8600	38375L6T2	GNMA 5% DUE 10-20-2036 MX-AG 5 10-20-2036	01/07/2008	05/20/2011	1,344.86	1,359.99	-15.13	0.00
1672.9600	05954CAM0	CMO BANC AMER MTG 2007-3 TR MTG PASS THRU CTF CL 2-A-8 7% DUE 09-25-2037 REG	09/18/2007	05/25/2011	1,672.96	1,704.33	-31.37	0.00
1281.0800	17309AAH2	CMO CITIMORTGAGE ALTERNATIVE LN TR SER 2006-2006-A1 CL IIA-1 5.25 03-01-21 REG	01/31/2008	05/25/2011	1,281.08	1,279.79	1.29	0.00
443.7400	31371HDR6	FNMA POOL #252212 6.5% DUE 01-01-2029 REG	07/20/2000	05/25/2011	443.74	419.89	23.85	0.00
166.5400	36266WAG7	CMO GSR MTG LN TR 2006-10F MTG PASS THRU CTF CL 5A-1 6% DUE 01-25-2037 REG	05/07/2010	05/25/2011	166.54	154.18	12.36	0.00

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Number of shares	CUSIP	Description	Date Acquired	Date of Sale	Stocks Bonds, etc.	Cost or other Basis	Net Gain or Loss	Federal Income Tax Withheld
2274.0000	136385101	CANADIAN NAT RES LTD COM	02/05/2003	06/01/2011	96,234.97	9,071.53	87,163.44	0.00
1583.0000	641069406	NESTLE S A SPONSORED ADR REPSTG REG SH	03/28/2003	06/01/2011	102,611.40	30,992.61	71,618.79	0.00
1697.0000	747525103	QUALCOMM INC	12/12/2008	06/01/2011	98,311.94	56,708.82	41,603.12	0.00
949.0000	907818108	UNION PAC CORP COM	10/03/2008	06/01/2011	97,612.17	59,973.19	37,638.98	0.00
200000.0000	345397VG5	FORD MTR CR CO LLC 7 8% DUE 06-01-2012	Various	06/14/2011	209,500.00	201,392.02	8,107.98	0.00
140.8200	36201EMT4	GNMA POOL #580970 SER 2032 5 5% DUE 02-15-2032 REG	03/06/2002	06/15/2011	140.82	134.92	5.90	0.00
2282.1200	3620AF4W4	GNMA POOL #729037 5% 02-15-2040 BEO	03/19/2010	06/15/2011	2,282.12	2,388.74	-106.62	0.00
2474.9100	3620AQJ00	GNMA POOL #736558 5% 02-15-2040 BEO	04/15/2010	06/15/2011	2,474.91	2,573.13	-98.22	0.00
14.0500	36210NE96	GNMA POOL #497060 SER 2029 6.5% DUE 10-15-2029 REG	10/25/2000	06/15/2011	14.05	13.67	0.38	0.00
3970.0500	36213CWQ9	GNMA POOL #550655 4.5% 09-15-2035 BEO	11/07/2005	06/15/2011	3,970.05	3,738.36	231.69	0.00
599.0000	009158106	AIR PRODUCTS & CHEMICALS INC COM	Various	06/16/2011	53,863.86	33,571.03	20,292.83	0.00
1054.0000	025816109	AMERICAN EXPRESS CO	Various	06/16/2011	50,378.44	32,091.58	18,286.86	0.00
1703.0000	032654105	ANALOG DEVICES INC	02/23/2005	06/16/2011	62,639.73	62,229.15	410.58	0.00
879.0000	057224107	BAKER HUGHES INC	07/08/2009	06/16/2011	61,440.12	29,634.78	31,805.34	0.00
565.0000	075887109	BECTON DICKINSON & CO	07/20/2000	06/16/2011	47,813.05	14,194.21	33,618.84	0.00
553.0000	136385101	CANADIAN NAT RES LTD COM	02/05/2003	06/16/2011	21,546.73	2,206.05	19,340.68	0.00

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2011 Tax Information Statement

Number of shares	CUSIP	Description	Date Acquired	Date of Sale	Stocks, Bonds, etc.	Cost or other Basis	Net Gain or Loss	Federal Income Tax Withheld
792.0000	143658300	CARNIVAL CORP PAIRED CTF 1 COM CARNIVAL CORP [QDI]	03/10/2003	06/16/2011	27,436.88	16,998.54	10,438.34	0.00
580.0000	149123101	CATERPILLAR INC	Various	06/16/2011	55,096.21	20,384.41	34,711.80	0.00
2954.0000	17275R102	CISCO SYS INC	01/10/2006	06/16/2011	44,202.51	56,151.11	-11,948.60	0.00
962.0000	191216100	COCA COLA CO	Various	06/16/2011	62,811.23	50,729.29	12,081.94	0.00
2683.0000	20030N101	COMCAST CORP NEW CLA	08/13/2007	06/16/2011	62,720.89	69,120.79	-6,399.90	0.00
909.0000	22160K105	COSTCO WHSL CORP NEW	06/09/2004	06/16/2011	71,497.83	36,817.32	34,680.51	0.00
306.0000	26875P101	EOG RES INC	03/03/2009	06/16/2011	31,292.72	14,518.05	16,774.67	0.00
1043.0000	291011104	EMERSON ELECTRIC CO	10/06/2008	06/16/2011	54,399.54	37,897.20	16,502.34	0.00
920.0000	30161N101	EXELON CORP	10/07/2008	06/16/2011	38,089.74	51,232.13	-13,142.39	0.00
727.0000	31428X106	FEDEX CORP	Various	06/16/2011	62,838.20	34,071.90	28,766.30	0.00
195.0000	38141G104	GOLDMAN SACHS GROUP INC	Various	06/16/2011	26,275.92	33,841.41	-7,565.49	0.00
94.0000	38259P508	GOOGLE INC CL A	08/08/2008	06/16/2011	47,036.77	45,800.54	1,236.23	0.00
476.0000	384802104	W W GRAINGER INC	Various	06/16/2011	68,034.94	20,365.52	47,669.42	0.00
411.0000	459200101	INTL BUSINESS MACHINES CORP	Various	06/16/2011	66,729.94	34,598.18	32,131.76	0.00
934.0000	478160104	JOHNSON & JOHNSON	02/16/1999	06/16/2011	61,704.17	40,126.98	21,577.19	0.00
447.0000	55261F104	M & T BK CORP	11/16/2009	06/16/2011	38,848.78	28,251.79	10,596.99	0.00
2568.0000	594918104	MICROSOFT CORP COM	02/22/2005	06/16/2011	61,540.93	64,938.04	-3,397.11	0.00
901.0000	61166W101	MONSANTO CO COM	Various	06/16/2011	59,442.69	60,406.20	-963.51	0.00
1801.0000	641069406	NESTLE S A SPONSORED ADR REPSTG REG SH	Various	06/16/2011	110,507.23	34,862.84	75,644.39	0.00

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980.0000	66987V109	ADR NOVARTIS AG SPONSORED ADR ISIN #US66987V1098	Various	06/16/2011	59,131.37	46,654.73	12,476.64	0.00
520.0000	674599105	OCCIDENTAL PETROLEUM CORP	07/08/2009	06/16/2011	53,196.22	30,781.56	22,414.66	0.00
836.0000	713448108	PEPSICO INC	04/23/2007	06/16/2011	57,585.91	55,836.86	1,749.05	0.00
646.0000	718172109	PHILIP MORRIS INTERNATIONAL	Various	06/16/2011	43,562.56	14,149.04	29,413.52	0.00
794.0000	742718109	PROCTER & GAMBLE CO	Various	06/16/2011	50,941.42	48,969.36	1,972.06	0.00
2649.0000	743315103	PROGRESSIVE CORP OHIO	Various	06/16/2011	52,559.38	50,803.58	1,755.80	0.00
723.0000	747525103	QUALCOMM INC	12/12/2008	06/16/2011	38,057.98	24,160.56	13,897.42	0.00
1847.0000	871829107	SYSCO CORP	Various	06/16/2011	56,697.56	36,960.23	19,737.33	0.00
587.0000	886547108	TIFFANY & CO NEW	Various	06/16/2011	42,332.74	22,442.46	19,890.28	0.00
569.0000	907818108	UNION PAC CORP COM	10/03/2008	06/16/2011	56,478.99	35,958.64	20,520.35	0.00
738.0000	931142103	WAL MART STORES INC	07/26/2005	06/16/2011	38,899.75	36,720.82	2,178.93	0.00
1836.0000	949746101	WELLS FARGO & CO NEW	05/01/2009	06/16/2011	48,515.73	36,771.78	11,743.95	0.00
1481.0000	G87210103	UTI WORLDWIDE INC ORD NPV	Various	06/16/2011	28,295.88	43,826.94	-15,531.06	0.00
956.0300	38375L6T2	GNMA 5% DUE 10-20-2036 MX-AG 5 10-20-2036	01/07/2008	06/20/2011	956.03	966.79	-10.76	0.00
1682.0000	66987V109	ADR NOVARTIS AG SPONSORED ADR ISIN #US66987V1098	Various	06/21/2011	101,641.64	80,770.14	20,871.50	0.00
848.0000	057224107	BAKER HUGHES INC	07/08/2009	06/24/2011	58,073.40	28,589.64	29,483.76	0.00
826.0000	22160K105	COSTCO WHSL CORP NEW	06/09/2004	06/24/2011	65,610.15	33,455.56	32,154.59	0.00
937.0000	057224107	BAKER HUGHES INC	Various	06/27/2011	63,857.85	36,811.94	27,045.91	0.00

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227.6300	05954CAM0	CMO BANC AMER MTG 2007-3 TR MTG PASS THRU CTF CL 2-A-8 7% DUE 09-25-2037 REG	09/18/2007	06/27/2011	227.63	231.90	-4.27	0.00
776.6900	17309AAH2	CMO CITIMORTGAGE ALTERNATIVE LN TR SER 2006-2006-A1 CL IIA-1 5.25 03-01-21 REG	01/31/2008	06/27/2011	776.69	775.92	0.77	0.00
730.0000	22160K105	COSTCO WHSL CORP NEW	06/09/2004	06/27/2011	58,048.26	29,567.26	28,481.00	0.00
123.3800	31371HDR6	FNMA POOL #252212 6 5% DUE 01-01-2029 REG	07/20/2000	06/27/2011	123.38	116.75	6.63	0.00
2119.0300	36266WAG7	CMO GSR MTG LN TR 2006-10F MTG PASS THRU CTF CL 5A-1 6% DUE 01-25-2037 REG	05/07/2010	06/27/2011	2,119.03	1,964.86	154.17	0.00
2803.0000	931142103	WAL MART STORES INC	Various	06/27/2011	146,841.29	134,096.97	12,744.32	0.00
2291.0000	931142103	WAL MART STORES INC	04/28/2006	06/28/2011	119,815.16	104,347.72	15,467.44	0.00
517.6300	210805BU0	CONTL AIRLS SER 1997-4A 6.9 PASS THRU CTF DUE 07-02-2019	03/31/2010	07/05/2011	517.63	534.87	-17.24	0.00
7168.2000	34528XAG4	FORD CR AUTO OWNER TR 2008-C ASSET BACKED NT CL A-4B 04-15-2013 REG	05/11/2009	07/15/2011	7,168.20	7,142.27	25.93	0.00
141.5300	36201EMT4	GNMA POOL #580970 SER 2032 5.5% DUE 02-15-2032 REG	03/06/2002	07/15/2011	141.53	135.60	5.93	0.00
3221.8600	3620AF4W4	GNMA POOL #729037 5% 02-15-2040 BEO	03/19/2010	07/15/2011	3,221.86	3,372.38	-150.52	0.00
261.3800	3620AQJ00	GNMA POOL #736558 5% 02-15-2040 BEO	04/15/2010	07/15/2011	261.38	271.75	-10.37	0.00
14.1300	36210NE96	GNMA POOL #497060 SER 2029 6.5% DUE 10-15-2029 REG	10/25/2000	07/15/2011	14.13	13.75	0.38	0.00

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1242.8700	36213CWQ9	GNMA POOL #550655 4.5% 09-15-2035 BEO	11/07/2005	07/15/2011	1,242.87	1,170.34	72.53	0.00
1163.3800	38375L6T2	GNMA 5% DUE 10-20-2036 MX-AG 5 10-20-2036	01/07/2008	07/20/2011	1,163.38	1,176.47	-13.09	0.00
52.6200	05954CAM0	CMO BANC AMER MTG 2007-3 TR MTG PASS THRU CTF CL 2-A-8 7% DUE 09-25-2037 REG	09/18/2007	07/25/2011	52.62	53.61	-0.99	0.00
2051.7500	17309AAH2	CMO CITIMORTGAGE ALTERNATIVE LN TR SER 2006- 2006-A1 CL IIA-1 5.25 03-01-21 REG	01/31/2008	07/25/2011	2,051.75	2,049.75	2.00	0.00
438.9800	31371HDR6	FNMA POOL #252212 6.5% DUE 01-01-2029 REG	07/20/2000	07/25/2011	438.98	415.38	23.60	0.00
2190.9700	36266WAG7	CMO GSR MTG LN TR 2006-10F MTG PASS THRU CTF CL 5A-1 6% DUE 01-25-2037 REG	05/07/2010	07/25/2011	2,190.97	2,034.18	156.79	0.00
17263.0200	34528XAG4	FORD CR AUTO OWNER TR 2008-C ASSET BACKED NT CL A-4B 04-15-2013 REG	05/11/2009	08/15/2011	17,263.02	17,216.25	46.77	0.00
144.6400	36201EMT4	GNMA POOL #580970 SER 2032 5.5% DUE 02-15-2032 REG	03/06/2002	08/15/2011	144.64	138.58	6.06	0.00
1991.1000	3620AF4W4	GNMA POOL #729037 5% 02-15-2040 BEO	03/19/2010	08/15/2011	1,991.10	2,084.12	-93.02	0.00
2312.5200	3620AQJ80	GNMA POOL #736558 5% 02-15-2040 BEO	04/15/2010	08/15/2011	2,312.52	2,404.30	-91.78	0.00
14.2400	36210NE96	GNMA POOL #497060 SER 2029 6.5% DUE 10-15-2029 REG	10/25/2000	08/15/2011	14.24	13.85	0.39	0.00
247.3900	36213CWQ9	GNMA POOL #550655 4.5% 09-15-2035 BEO	11/07/2005	08/15/2011	247.39	232.95	14.44	0.00

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1122.3700	3837516T2	GNMA 5% DUE 10-20-2036 MX-AG 5 10-20-2036	01/07/2008	08/22/2011	1,122.37	1,135.00	-12.63	0.00
1589.0000	641069406	NESTLE S A SPONSORED ADR REPSTG REG SH	Various	08/23/2011	99,138.02	33,657.02	65,481.00	0.00
811.8500	05954CAM0	CMO BANC AMER MTG 2007-3 TR MTG PASS THRU CTF CL 2-A-8 7% DUE 09-25-2037 REG	09/18/2007	08/25/2011	811.85	827.07	-15.22	0.00
868.5800	17309AAH2	CMO CITIMORTGAGE ALTERNATIVE LN TR SER 2006-2006-A1 CL IIA-1 5.25 03-01-21 REG	01/31/2008	08/25/2011	868.58	867.75	0.83	0.00
292.7500	31371HDR6	FNMA POOL #252212 6.5% DUE 01-01-2029 REG	07/20/2000	08/25/2011	292.75	277.01	15.74	0.00
2658.9200	36266WAG7	CMO GSR MTG LN TR 2006-10F MTG PASS THRU CTF CL 5A-1 6% DUE 01-25-2037 REG	05/07/2010	08/25/2011	2,658.92	2,472.18	186.74	0.00
1140.0000	191216100	COCA COLA CO	07/03/2007	08/30/2011	79,825.59	60,289.02	19,536.57	0.00
458.0000	459200101	INTL BUSINESS MACHINES CORP	02/16/1999	08/30/2011	79,272.22	40,086.45	39,185.77	0.00
1124.0000	61166W101	MONSANTO CO COM	Various	08/30/2011	78,265.20	81,693.71	-3,428.51	0.00
1201.0000	718172109	PHILIP MORRIS INTERNATIONAL	Various	08/30/2011	84,320.35	19,711.25	64,609.10	0.00
3261.0000	718172109	PHILIP MORRIS INTERNATIONAL	Various	08/31/2011	228,078.43	53,029.77	175,048.66	0.00
18253.8700	34528XAG4	FORD CR AUTO OWNER TR 2008-C ASSET BACKED NT CL A-4B 04-15-2013 REG	05/11/2009	09/15/2011	18,253.87	18,221.03	32.84	0.00
7468.6600	36201EMT4	GNMA POOL #580970 SER 2032 5.5% DUE 02-15-2032 REG	03/06/2002	09/15/2011	7,468.66	7,155.91	312.75	0.00

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3041.9600	3620AF4W4	GNMA POOL #729037 5% 02-15-2040 BEO	03/19/2010	09/15/2011	3,041.96	3,184.08	-142.12	0.00
278.5700	3620AQJB0	GNMA POOL #736558 5% 02-15-2040 BEO	04/15/2010	09/15/2011	278.57	289.63	-11.06	0.00
14.3200	36210NE96	GNMA POOL #497060 SER 2029 6.5% DUE 10-15-2029 REG	10/25/2000	09/15/2011	14.32	13.93	0.39	0.00
776.2900	36213CWQ9	GNMA POOL #550655 4.5% 09-15-2035 BEO	11/07/2005	09/15/2011	776.29	730.99	45.30	0.00
1179.1200	38375L6T2	GNMA 5% DUE 10-20-2036 MX-AG 5 10-20-2036	01/07/2008	09/20/2011	1,179.12	1,192.38	-13.26	0.00
1332.3800	05954CAM0	CMO BANC AMER MTG 2007-3 TR MTG PASS THRU CTF CL 2-A-8 7% DUE 09-25-2037 REG	09/18/2007	09/26/2011	1,332.38	1,357.36	-24.98	0.00
889.7600	17309AAH2	CMO CITIMORTGAGE ALTERNATIVE LN TR SER 2006-2006-A1 CL IIA-1 5.25 03-01-21 REG	01/31/2008	09/26/2011	889.76	888.91	0.85	0.00
696.3700	31371HDR6	FNMA POOL #252212 6.5% DUE 01-01-2029 REG	07/20/2000	09/26/2011	696.37	658.94	37.43	0.00
5864.2400	36266WAG7	CMO GSR MTG LN TR 2006-10F MTG PASS THRU CTF CL 5A-1 6% DUE 01-25-2037 REG	05/07/2010	09/26/2011	5,864.24	5,460.76	403.48	0.00
80000.0000	912810FF0	UNITED STATES TREAS BDS BD DTD 11/16/1998 5.25% DUE 11-15-2028 REG	03/18/2010	09/28/2011	107,050.00	88,550.00	18,500.00	0.00
16484.2200	34528XAG4	FORD CR AUTO OWNER TR 2008-C ASSET BACKED NT CL A-4B 04-15-2013 REG	05/11/2009	10/17/2011	16,484.22	16,470.59	13.63	0.00
128.1200	36201EMT4	GNMA POOL #580970 SER 2032 5.5% DUE 02-15-2032 REG	03/06/2002	10/17/2011	128.12	122.76	5.36	0.00

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3530.6400	3620AF4W4	GNMA POOL #729037 5% 02-15-2040 BEO	03/19/2010	10/17/2011	3,530.64	3,695.59	-164.95	0.00
4554.8200	3620AQJB0	GNMA POOL #736558 5% 02-15-2040 BEO	04/15/2010	10/17/2011	4,554.82	4,735.59	-180.77	0.00
14.4000	36210NE96	GNMA POOL #497060 SER 2029 6.5% DUE 10-15-2029 REG	10/25/2000	10/17/2011	14.40	14.01	0.39	0.00
3260.1600	36213CWQ9	GNMA POOL #550655 4.5% 09-15-2035 BEO	11/07/2005	10/17/2011	3,260.16	3,069.90	190.26	0.00
1211.9800	38375L6T2	GNMA 5% DUE 10-20-2036 MX-AG 5 10-20-2036	01/07/2008	10/20/2011	1,211.98	1,225.61	-13.63	0.00
506.0700	05954CAM0	CMO BANC AMER MTG 2007-3 TR MTG PASS THRU CTF CL 2-A-8 7% DUE 09-25-2037 REG	09/18/2007	10/25/2011	506.07	515.56	-9.49	0.00
823.4300	17309AAH2	CMO CITIMORTGAGE ALTERNATIVE LN TR SER 2006-2006-A1 CL IIA-1 5.25 03-01-21 REG	01/31/2008	10/25/2011	823.43	822.67	0.76	0.00
337.0700	31371HDR6	FNMA POOL #252212 6.5% DUE 01-01-2029 REG	07/20/2000	10/25/2011	337.07	318.95	18.12	0.00
6431.9600	36266WAG7	CMO GSR MTG LN TR 2006-10F MTG PASS THRU CTF CL 5A-1 6% DUE 01-25-2037 REG	05/07/2010	10/25/2011	6,431.96	5,997.53	434.43	0.00
216.0000	009158106	AIR PRODUCTS & CHEMICALS INC COM	Various	10/27/2011	18,785.15	12,115.64	6,669.51	0.00
380.0000	025816109	AMERICAN EXPRESS CO	11/09/2001	10/27/2011	19,592.42	10,894.02	8,698.40	0.00
614.0000	032654105	ANALOG DEVICES INC	Various	10/27/2011	22,680.72	21,757.10	923.62	0.00
225.0000	057224107	BAKER HUGHES INC	02/10/2010	10/27/2011	13,544.73	10,185.00	3,359.73	0.00
204.0000	075887109	BECTON DICKINSON & CO	07/20/2000	10/27/2011	15,887.21	5,124.99	10,762.22	0.00

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199.0000	136385101	CANADIAN NAT RES LTD COM	02/05/2003	10/27/2011	7,149.93	793.86	6,356.07	0.00
285.0000	143658300	CARNIVAL CORP PAIRED CTF 1 COM CARNIVAL CORP [QDI]	03/10/2003	10/27/2011	10,436.49	6,116.90	4,319.59	0.00
209.0000	149123101	CATERPILLAR INC	05/27/2009	10/27/2011	20,005.91	7,362.07	12,643.84	0.00
1322.0000	17275R102	CISCO SYS INC	01/10/2006	10/27/2011	24,390.96	25,129.24	-738.28	0.00
281.0000	191216100	COCA COLA CO	07/03/2007	10/27/2011	19,220.03	14,860.71	4,359.32	0.00
967.0000	20030N101	COMCAST CORP NEW CL A	08/13/2007	10/27/2011	23,275.43	24,912.34	-1,636.91	0.00
248.0000	22160K105	COSTCO WHSL CORP NEW	06/09/2004	10/27/2011	21,158.97	10,044.77	11,114.20	0.00
110.0000	26875P101	EOG RES INC	03/03/2009	10/27/2011	9,949.50	5,218.91	4,730.59	0.00
376.0000	291011104	EMERSON ELECTRIC CO	10/06/2008	10/27/2011	18,408.83	13,661.88	4,746.95	0.00
332.0000	30161N101	EXELON CORP	Various	10/27/2011	14,524.72	18,367.67	-3,842.95	0.00
176.0000	30231G102	EXXON MOBIL CORP	08/27/2010	10/27/2011	14,308.63	10,425.10	3,883.53	0.00
262.0000	31428X106	FEDEX CORP	Various	10/27/2011	22,155.31	16,032.52	6,122.79	0.00
71.0000	38141G104	GOLDMAN SACHS GROUP INC	08/20/2007	10/27/2011	7,983.08	12,274.05	-4,290.97	0.00
43.0000	38259P508	GOOGLE INC CL A	08/08/2008	10/27/2011	25,642.12	20,951.31	4,690.81	0.00
172.0000	384802104	W W GRAINGER INC	12/31/2002	10/27/2011	29,850.02	8,796.63	21,053.39	0.00
122.0000	459200101	INTL BUSINESS MACHINES CORP	02/16/1999	10/27/2011	22,707.64	10,678.05	12,029.59	0.00
337.0000	478160104	JOHNSON & JOHNSON	Various	10/27/2011	22,019.25	15,222.86	6,796.39	0.00
161.0000	55261F104	M & T BK CORP	11/16/2009	10/27/2011	12,528.77	10,175.70	2,353.07	0.00
926.0000	594918104	MICROSOFT CORP COM	02/22/2005	10/27/2011	24,974.30	23,416.13	1,558.17	0.00

This is important tax information and is being furnished to you.

2011 Tax Information Statement

Number of shares	CUSIP	Description	Date Acquired	Date of Sale	Stocks, Bonds, etc.	Cost or other Basis	Net Gain or Loss	Federal Income Tax Withheld
261.0000	61166W101	MONSANTO CO COM	09/10/2009	10/27/2011	19,880.01	20,610.60	-730.59	0.00
568.0000	641069406	NESTLE S A SPONSORED ADR REPSTG REG SH	08/22/2003	10/27/2011	33,494.31	12,272.71	21,221.60	0.00
267.0000	66987V109	ADR NOVARTIS AG SPONSORED ADR ISIN #US66987V1098	07/26/2005	10/27/2011	15,525.75	12,974.84	2,550.91	0.00
234.0000	674599105	OCCIDENTAL PETROLEUM CORP	07/08/2009	10/27/2011	21,914.68	13,851.70	8,062.98	0.00
301.0000	713448108	PEPSICO INC	04/23/2007	10/27/2011	18,806.11	20,103.94	-1,297.83	0.00
286.0000	742718109	PROCTER & GAMBLE CO	07/03/2007	10/27/2011	18,638.35	17,682.58	955.77	0.00
955.0000	743315103	PROGRESSIVE CORP OHIO	09/18/2007	10/27/2011	18,526.64	18,704.73	-178.09	0.00
261.0000	747525103	QUJALCOMM INC	12/12/2008	10/27/2011	13,759.65	8,721.86	5,037.79	0.00
665.0000	871829107	SYSCO CORP	03/26/2001	10/27/2011	18,198.71	16,866.66	1,332.05	0.00
424.0000	882508104	TEXAS INSTRUMENTS INC	06/29/2010	10/27/2011	13,372.70	10,146.57	3,226.13	0.00
197.0000	88579Y101	3M CO	09/17/2010	10/27/2011	15,818.79	16,904.53	-1,085.74	0.00
212.0000	886547108	TIFFANY & CO NEW	03/28/2006	10/27/2011	16,463.60	8,042.26	8,421.34	0.00
205.0000	907818108	UNION PAC CORP COM	10/03/2008	10/27/2011	20,960.84	12,955.22	8,005.62	0.00
661.0000	949746101	WELLS FARGO & CO NEW	05/01/2009	10/27/2011	17,621.92	13,238.64	4,383.28	0.00
534.0000	G87210103	UTI WORLDWIDE INC ORD NPV	03/05/2007	10/27/2011	8,150.44	15,705.21	-7,554.77	0.00
191.0000	210805CY1	CMO CONTINENTAL AIRLS PASS THRU TRS SER 2000-1 CTF CL A-1 8.048 5-1-22BEO	09/23/2009	11/01/2011	191.00	188.14	2.86	0.00

This is important tax information and is being furnished to you.

2011 Tax Information Statement

Number of shares	CUSIP	Description	Date Acquired	Date of Sale	Stocks, Bonds, etc.	Cost or other Basis	Net Gain or Loss	Federal Income Tax Withheld
15666.0300	34528XAG4	FORD CR AUTO OWNER TR 2008-C ASSET BACKED NT CL A-4B 04-15-2013 REG	05/11/2009	11/15/2011	15,666.03	15,666.03	0.00	0.00
6859.9100	36201EMT4	GNMA POOL #580970 SER 2032 5.5% DUE 02-15-2032 REG	03/06/2002	11/15/2011	6,859.91	6,572.65	287.26	0.00
2826.8600	3620AF4W4	GNMA POOL #729037 5% 02-15-2040 BE0	03/19/2010	11/15/2011	2,826.86	2,958.93	-132.07	0.00
2281.7700	3620AQJ80	GNMA POOL #736558 5% 02-15-2040 BE0	04/15/2010	11/15/2011	2,281.77	2,372.33	-90.56	0.00
14.4600	36210NE96	GNMA POOL #497060 SER 2029 6.5% DUE 10-15-2029 REG	10/25/2000	11/15/2011	14.46	14.07	0.39	0.00
1933.7600	36213CWQ9	GNMA POOL #550655 4.5% 09-15-2035 BE0	11/07/2005	11/15/2011	1,933.76	1,820.91	112.85	0.00
1453.8900	38375L6T2	GNMA 5% DUE 10-20-2036 MX-AG 5 10-01-2036	01/07/2008	11/21/2011	1,453.89	1,470.25	-16.36	0.00
488.4600	05954CAM0	CMO BANC AMER MTG 2007-3 TR MTG PASS THRU CTF CL 2-A-8 7% DUE 09-25-2037 REG	09/18/2007	11/25/2011	488.46	497.62	-9.16	0.00
1359.2800	17309AAH2	CMO CITIMORTGAGE ALTERNATIVE LN TR SER 2006-2006-A1 CL IIA-1 5.25 03-01-21 REG	01/31/2008	11/25/2011	1,359.28	1,358.06	1.22	0.00
176.1500	31371HDR6	FNMA POOL #252212 6 5% DUE 01-01-2029 REG	07/20/2000	11/25/2011	176.15	166.68	9.47	0.00
3007.3100	36266WAG7	CMO GSR MTG LN TR 2006-10F MTG PASS THRU CTF CL 5A-1 6% DUE 01-25-2037 REG	05/07/2010	11/25/2011	3,007.31	2,808.27	199.04	0.00
14638.7300	34528XAG4	FORD CR AUTO OWNER TR 2008-C ASSET BACKED NT CL A-4B 04-15-2013 REG	05/11/2009	12/15/2011	14,638.73	14,638.73	0.00	0.00

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2011 Tax Information Statement

Number of shares	CUSIP	Description	Date Acquired	Date of Sale	Stocks, Bonds, etc.	Cost or other Basis	Net Gain or Loss	Federal Income Tax Withheld
114,200	36201EMT4	GNMA POOL #580970 SER 2032 5.5% DUE 02-15-2032 REG	03/06/2002	12/15/2011	114.20	109.42	4.78	0.00
4,264.36	3620AF4W4	GNMA POOL #729037 5% 02-15-2040 BEO	03/19/2010	12/15/2011	4,264.36	4,463.59	-199.23	0.00
2,322.99	3620AQJB0	GNMA POOL #736558 5% 02-15-2040 BEO	04/15/2010	12/15/2011	2,322.99	2,415.18	-92.19	0.00
14,550	3621ONE96	GNMA POOL #497060 SER 2029 6.5% DUE 10-15-2029 REG	10/25/2000	12/15/2011	14.55	14.15	0.40	0.00
3,760.98	36213CWQ9	GNMA POOL #550655 4.5% 09-15-2035 BEO	11/07/2005	12/15/2011	3,760.98	3,541.49	219.49	0.00
883.000	149123101	CATERPILLAR INC	05/27/2009	12/19/2011	77,376.51	31,103.85	46,272.66	0.00
1,328.67	38375L6T2	GNMA 5% DUE 10-20-2036 MX-AG 5 10-20-2036	01/07/2008	12/20/2011	1,328.67	1,343.62	-14.95	0.00
331.96	05954CAM0	CMO BANC AMER MTG 2007-3 TR MTG PASS THRU CTF CL 2-A-8 7% DUE 09-25-2037 REG	09/18/2007	12/27/2011	331.96	338.18	-6.22	0.00
846.39	17309AAH2	CMO CITIMORTGAGE ALTERNATIVE LN TR SER 2006- 2006-A1 CL IIA-1 5.25 03-01-21 REG	01/31/2008	12/27/2011	846.39	845.65	0.74	0.00
377.36	31371HDR6	FNMA POOL #252212 6 5% DUE 01-01-2029 REG	07/20/2000	12/27/2011	377.36	357.08	20.28	0.00
4,069.60	36266WAG7	CMO GSR MTG LN TR 2006-10F MTG PASS THRU CTF CL 5A-1 6% DUE 01-25-2037 REG	05/07/2010	12/27/2011	4,069.60	3,806.37	263.23	0.00
<b>Total Long Term 15% Sales</b>						<b>7,393,663.42</b>	<b>2,284,965.31</b>	<b>0.00</b>

This is important tax information and is being furnished to you.

The Cricket Island Foundation  
 EIN# 34-1925915  
 Grants and Contributions Paid in 2011  
 Part XV - Line 3a

Recipient's name and address	If the recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<b>Paid in 2011</b>				
<b>Albany Park Neighborhood Council</b> 4749 N Kedzie 2nd floor Chicago, IL 60625	N/A	Public charity	Special project (FL)	\$ 1,500 00
<b>Albany Park Neighborhood Council</b> 4749 N Kedzie 2nd floor Chicago, IL 60625	N/A	Public charity	Special project (OF)	\$ 2,732 00
<b>Albany Park Neighborhood Council</b> 4749 N Kedzie 2nd floor Chicago, IL 60625	N/A	Public charity	General purposes	\$ 100,000 00
<b>Albany Park Neighborhood Council</b> 4749 N Kedzie 2nd floor Chicago, IL 60625	N/A	Public charity	Special project (OF)	\$ 10,000 00
<b>Albany Park Neighborhood Council</b> 4749 N Kedzie 2nd floor Chicago, IL 60625	N/A	Public charity	Special project (CB)	\$ 8,000 00
<b>Alternatives, Inc.</b> 2021B Cunningham Drive Suite 5 Hampton, VA 23666	N/A	Public charity	Special project (OF)	\$ 3,000 00
<b>Appalshop</b> 91 Madison Avenue Whitesburg, KY 41858	N/A	Public charity	General purposes	\$ 25,000.00
<b>Appalshop</b> 91 Madison Avenue Whitesburg, KY 41858	N/A	Public charity	Special project (CB)	\$ 8,000 00
<b>Cathedral Arts Project</b> 4063 Salisbury Road Suite 107 Jacksonville, FL 32216	N/A	Public charity	Special project (BLF)	\$ 10,000 00
<b>Center for Court Innovation</b> 520 Eighth Avenue, 18th Floor New York, NY 10018	N/A	Public charity	Special project (OF)	\$ 3,000 00
<b>Center for Teen Empowerment</b> 48 Rutland Street Boston, MA 02118	N/A	Public charity	Special project (OF)	\$ 3,000 00
<b>Chicago Freedom School</b> 719 S State Street, Suite 3N Chicago, IL 60605	N/A	Public charity	General purposes	\$ 60,000 00
<b>Chicago Freedom School</b> 719 S. State Street, Suite 3N Chicago, IL 60605	N/A	Public charity	Special project (OF)	\$ 3,000 00
<b>Chicago Freedom School</b> 719 S State Street, Suite 3N Chicago, IL 60605	N/A	Public charity	Special project (CB)	\$ 8,000 00
<b>City Squash</b> P O. Box 619 Fordham Station Bronx, NY 10458	N/A	Public charity	General Purposes (BLF)	\$ 25,000 00
<b>Coastal Studies for Girls</b> P O Box 266 Freeport, Maine 04032	N/A	Public charity	General Purposes (BLF)	\$ 20,000.00

The Cricket Island Foundation  
 EIN# 34-1925915  
 Grants and Contributions Paid in 2011  
 Part XV - Line 3a

Recipient's name and address	If the recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<b>Coleman Advocates for Children &amp; Youth</b> 459 Vienna St San Francisco, CA 94112	N/A	Public charity	Special project (OF)	\$ 3,000 00
<b>Coleman Advocates for Children &amp; Youth</b> 459 Vienna St San Francisco, CA 94112	N/A	Public charity	Special project (FL)	\$ 1,500 00
<b>COOSA COOSA Art at Large, Inc</b> 4427 Main Street Philadelphia, PA 19127	N/A	Public charity	Special project (OF)	\$ 3,000 00
<b>Council on Foundations</b> P O Box 75661 Baltimore, MD 21275-5661	N/A	Public charity	General Purposes (FL)	\$ 2,840 00
<b>Crossroads Fund</b> 3411 W Diversey #20 Chicago, IL 60647	N/A	Public charity	General purposes (FL)	\$ 25,000 00
<b>Crossroads Fund</b> 3411 W Diversey #20 Chicago, IL 60647	N/A	Public charity	Special project (FL)	\$ 10,000 00
<b>Crossroads Fund</b> 3411 W Diversey #20 Chicago, IL 60647	N/A	Public charity	Special project (CB)	\$ 20,000 00
<b>City University of New York Research Foundation</b> The Graduate Center 365 5th Avenue New York, NY 10016	N/A	Public charity	Special project (FL)	\$ 50,000 00
<b>Cypress Hills Local Development Corporation</b> 625 Jamaica Avenue Brooklyn, New York 11208-1203	N/A	Public charity	Special project (OF)	\$ 2,360 00
<b>Donors Forum</b> 208 South LaSalle, Suite 1540 Chicago, IL 60604	N/A	Public charity	General Support (FL)	\$ 2,628 52
<b>DRUM (Desis Up and Rising)</b> 72-18 Roosevelt Ave Jackson Heights, NY 11372	N/A	Public charity	Special project (FL)	\$ 1,500 00
<b>Destiny Arts Center</b> 1000 42nd Street Oakland, CA 94608	N/A	Public charity	Special project (BLF)	\$ 20,000 00
<b>FIERCE</b> 147 W 24th St 6th Floor New York, NY 10011	N/A	Public charity	Special project (FL)	\$ 1,500 00
<b>FIERCE</b> 147 W 24th St 6th Floor New York, NY 10011	N/A	Public charity	Special project (OF)	\$ 3,000 00
<b>Flanbwayan Haitian Literacy Project</b> 208 Parkside Avenue 2nd Floor Brooklyn, NY 11226	N/A	Public charity	Special project (OF)	\$ 3,000 00
<b>Fund for the City of New York F/B/O Peoples' Production House</b> 121 Avenue of the Americas, 6th Floor New York, NY 10013-1590	N/A	Public charity	Special project (FL)	\$ 1,500 00

The Cricket Island Foundation  
 EIN# 34-1925915  
 Grants and Contributions Paid in 2011  
 Part XV - Line 3a

Recipient's name and address	If the recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<b>Global Action Project</b> 4 West 37th Street, 2nd Floor New York, NY 10018	N/A	Public charity	General purposes	\$ 25,000 00
<b>Global Action Project</b> 4 West 37th Street, 2nd Floor New York, NY 10018	N/A	Public charity	Special project (CB)	\$ 8,000 00
<b>Global Action Project</b> 4 West 37th Street, 2nd Floor New York, NY 10018	N/A	Public charity	Special project (OF)	\$ 3,000 00
<b>Global Kids, Inc</b> 561 Broadway #6C New York, NY 10012	N/A	Public charity	Special project (OF)	\$ 3,000 00
<b>Grove Foundation</b> 257 Main Street Suite 7 Longmont, CO 80501	N/A	Public charity	Special project (BLF)	\$ 10,000 00
<b>Ifetayo Cultural Arts Facility, Inc.</b> 629 A East 35th Street, Suite #2 Brooklyn, New York 11203	N/A	Public charity	General purposes	\$ 25,000 00
<b>Ifetayo Cultural Arts Facility, Inc.</b> 629 A East 35th Street, Suite #2 Brooklyn, New York 11203	N/A	Public charity	Special project (CB)	\$ 8,000 00
<b>Inner-City Muslim Action Network</b> 2744 W 63rd Street Chicago, IL 60629	N/A	Public charity	General purposes	\$ 100,000 00
<b>InnerCity Struggle (formerly Community Partners F/B/O InnerCity Struggle)</b> 124 North Townsend Ave Los Angeles, CA 90063	N/A	Public charity	General purposes	\$ 25,000 00
<b>InnerCity Struggle (formerly Community Partners F/B/O InnerCity Struggle)</b> 124 North Townsend Ave Los Angeles, CA 90063	N/A	Public charity	Special project (OF)	\$ 2,953 00
<b>Korean American Resource and Cultural Center</b> 6146 N Lincoln Ave Chicago, IL 60659	N/A	Public charity	General purposes	\$ 70,000 00
<b>Korean American Resource and Cultural Center</b> 6146 N Lincoln Ave Chicago, IL 60659	N/A	Public charity	Special project (CB)	\$ 8,000 00
<b>Korean American Resource and Cultural Center</b> 6146 N Lincoln Ave Chicago, IL 60659	N/A	Public charity	Special project (OF)	\$ 3,000 00
<b>Leaders in Environmental Action for the Future (LEAF)</b> c/o The Nature Conservancy 4245 North Fairfax Drive Suite 100 Arlington, VA 22203-1600	N/A	Public charity	Special project (BLF)	\$ 25,000 00
<b>Little Village Environmental Justice Organization</b> 2856 S Millard Ave Chicago, IL 60623-4550	N/A	Public charity	General purposes	\$ 45,000 00

The Cricket Island Foundation  
 EIN# 34-1925915  
 Grants and Contributions Paid in 2011  
 Part XV - Line 3a

Recipient's name and address	If the recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Little Village Environmental Justice Organization 2856 S Millard Ave Chicago, IL 60623-4550	N/A	Public charity	Special project (CB)	\$ 8,000 00
Make the Road NY F/B/O Alliance for Educational Justice 301 Grove Street Brooklyn, New York 11237	N/A	Public charity	Special project (FL)	\$ 25,000 00
Northwest Bronx Community and Clergy Coalition/Sistas and Brothas United 103 East 196th Street Bronx, NY 10468	N/A	Public charity	General purposes	\$ 50,000 00
Northwest Bronx Community and Clergy Coalition/Sistas and Brothas United 103 East 196th Street Bronx, NY 10468	N/A	Public charity	Special project (CB)	\$ 8,000 00
Northwest Bronx Community and Clergy Coalition/Sistas and Brothas United 103 East 196th Street Bronx, NY 10468	N/A	Public charity	Special project (OF)	\$ 3,000 00
Oakland Kids First 610 16th Street Oakland, CA 94612	N/A	Public charity	General purposes	\$ 60,000 00
Oakland Kids First 610 16th Street Oakland, CA 94612	N/A	Public charity	Special project (CB)	\$ 8,000 00
Oakland Kids First 610 16th Street Oakland, CA 94612	N/A	Public charity	Special project (FL)	\$ 1,500 00
Oasis Center, Inc. 1704 Charlotte Pike, Ste 200 Nashville, TN 37203	N/A	Public charity	General purposes	\$ 80,000 00
Oasis Center, Inc. 1704 Charlotte Pike, Ste 200 Nashville, TN 37203	N/A	Public charity	Special project (FL)	\$ 1,500 00
Philanthropy New York 79 Fifth Avenue, Fourth Floor New York, NY 10003-3076	N/A	Public charity	Special project (FL)	\$ 1,600 00
Philanthropy New York 79 Fifth Avenue, Fourth Floor New York, NY 10003-3076	N/A	Public charity	Special project (CB)	\$ 20,000 00
Public Interest Projects/Communities for Public Education Reform 45 West 36th Street, 6th Floor New York, NY 10018	N/A	Public charity	Special project (FL)	\$ 25,000 00
Public Interest Projects/Communities for Public Education Reform 45 West 36th Street, 6th Floor New York, NY 10018	N/A	Public charity	Special project (FL)	\$ 25,000 00
Rebel Diaz Arts Collective 480-C Austin Place 2nd Floor Bronx, NY 10455	N/A	Public charity	Special project (FL)	\$ 7,500 00

The Cricket Island Foundation  
 EIN# 34-1925915  
 Grants and Contributions Paid in 2011  
 Part XV - Line 3a

Recipient's name and address	If the recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<b>Schott Foundation for Public Education</b> 675 Massachusetts Avenue 8th Floor Cambridge, MA 02139	N/A	Public charity	Special project (FL)	\$ 25,000.00
<b>Storycatchers Theatre</b> 920 N Franklin St Suite 302 Chicago, IL 60610	N/A	Public charity	Special project (OF)	\$ 3,000.00
<b>Students on Ice Foundation</b> Natural Heritage Building 1740 chemin Pink Gatineau, QC J9J 3N7 Canada	N/A	Canadian Public charity, grant date 12/1/11, grant report due date 3/31/12 (submitted), grant fully expended	Special project (BLF) expenses for two Antartica expedition youth scholarship recipients	\$ 25,000.00
<b>Telpochcalli Community Education Project</b> 2832 W 24th Blvd Chicago, IL 60623	N/A	Public charity	General purposes	\$ 35,000.00
<b>UPROSE</b> 166A 22nd Street, Brooklyn, New York 11232	N/A	Public charity	Special project (OF)	\$ 3,000.00
<b>Young Women's Empowerment Project</b> 2334 W Lawrence Ave, Suite 209 Chicago, IL 60625	N/A	Public charity	General purposes	\$ 30,000.00
<b>Young Women's Empowerment Project</b> 2334 W Lawrence Ave, Suite 209 Chicago, IL 60625	N/A	Public charity	Special project (OF)	\$ 3,000.00
<b>Youth Communication</b> 224 W 29th Street 2nd Floor New York, NY 10001	N/A	Public charity	Special project (OF)	\$ 3,000.00
<b>Youth Farm and Market</b> 128 W 33rd St Suite 2 Minneapolis, MN 55408	N/A	Public charity	Special project (OF)	\$ 3,000.00
<b>Youth Rights Media</b> PO Box 206950 New Haven, CT 06520	N/A	Public charity	Special project (OF)	\$ 3,000.00
<b>Youth Together</b> 449 15th Street, Suite 302 Oakland, CA 94612	N/A	Public charity	Special project (CB)	\$ 8,000.00
<b>Youth Together</b> 449 15th Street, Suite 402 Oakland, CA 94612	N/A	Public charity	General purposes	\$ 25,000.00
<b>Youth Together</b> 449 15th Street, Suite 402 Oakland, CA 94612	N/A	Public charity	Special project (OF)	\$ 3,000.00
<b>Youth United for Change</b> 1910 N Front Street Philadelphia, PA 19122	N/A	Public charity	General purposes	\$ 60,000.00
<b>Youth United for Change</b> 1910 N Front Street Philadelphia, PA 19122	N/A	Public charity	Special project (FL)	\$ 1,500.00
<b>Youth United for Change</b> 1910 N Front Street Philadelphia, PA 19122	N/A	Public charity	Special project (OF)	\$ 5,000.00
<b>Total grants paid 2011:</b>				<b>\$ 1,361,613.52</b>

The Cricket Island Foundation  
 EIN# 34-1925915  
 Grants and Contributions Approved for Future Payment  
 Part XV - Line 3b

Recipient's name and address	If the recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<b>To be paid in 2012: \$440,000</b>				
<b>Albany Park Neighborhood Council</b> 3334 W. Lawrence Ave. Chicago, IL 60625	N/A	Public charity	General purposes	\$ 100,000.00
<b>Chicago Freedom School</b> 719 S. State Street, Suite 3N Chicago, IL 60605	N/A	Public charity	General purposes	\$ 60,000.00
<b>Inner-City Muslim Action Network</b> 2744 W. 63rd Street Chicago, IL 60629	N/A	Public charity	General purposes	\$ 100,000.00
<b>Korean American Resource and Cultural Center</b> 6146 N. Lincoln Ave.	N/A	Public charity	General purposes	\$ 70,000.00
<b>Little Village Environmental Justice Organization</b> 2856 S. Millard Ave Chicago, IL 60623-4550	N/A	Public charity	General purposes	\$ 45,000.00
<b>Telpochcalli Community Education Project</b> 2856 S. Millard Ave Chicago, IL 60623-4550	N/A	Public charity	General purposes	\$ 35,000.00
<b>Young Women's Empowerment Project</b> 2334 W Lawrence Ave, Suite 209 Chicago, IL 60625	N/A	Public charity	General purposes	\$ 30,000.00
<b>Total approved future payments:</b>				<b>\$ 440,000.00</b>

Form **8868**  
(Rev. January 2012)  
Department of the Treasury  
Internal Revenue Service

### Application for Extension of Time To File an Exempt Organization Return

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

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

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

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

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

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

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

<b>Type or print</b>	Name of exempt organization or other filer, see instructions. <b>THE CRICKET ISLAND FOUNDATION</b>	Employer identification number (EIN) or <input checked="" type="checkbox"/> <b>34-1925915</b>
	Number, street, and room or suite no. If a P.O. box, see instructions. <b>25 EAST 21ST STREET, 7TH FLOOR</b>	Social security number (SSN) <input type="checkbox"/>
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. <b>NEW YORK, NY 10010</b>	

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

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

**ELIZABETH SAK**

- The books are in the care of ► **25 EAST 21ST STREET, 7TH FLOOR - NEW YORK, NY 10010**  
Telephone No. ► **212-782-3730** FAX No. ► **212-228-5275**

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

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until **AUGUST 15, 2012**, to file the exempt organization return for the organization named above. The extension is for the organization's return for:  
 ►  calendar year **2011** or  
 ►  tax year beginning \_\_\_\_\_, and ending \_\_\_\_\_

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

<b>3a</b> If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	<b>3a</b>	\$	<b>65,216.</b>
<b>b</b> If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	<b>3b</b>	\$	<b>65,216.</b>
<b>c</b> <b>Balance due.</b> Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions.	<b>3c</b>	\$	<b>0.</b>

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

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

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

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

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

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

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

Enter filer's identifying number, see instructions

Type or print	Name of exempt organization or other filer, see instructions	Employer identification number (EIN) or
File by the due date for filing your return See instructions	<b>THE CRICKET ISLAND FOUNDATION</b>	<input checked="" type="checkbox"/> <b>34-1925915</b>
	Number, street, and room or suite no. If a P.O. box, see instructions	Social security number (SSN)
	<b>25 EAST 21ST STREET, 7TH FLOOR</b>	<input type="checkbox"/>
	City, town or post office, state, and ZIP code For a foreign address, see instructions.	
	<b>NEW YORK, NY 10010</b>	

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

**0 4**

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

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

**ELIZABETH SAK**

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 Telephone No. **212-782-3730** FAX No. **212-228-5275**

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

4 I request an additional 3-month extension of time until **NOVEMBER 15, 2012.**  
 5 For calendar year **2011**, or other tax year beginning \_\_\_\_\_, and ending \_\_\_\_\_  
 6 If the tax year entered in line 5 is for less than 12 months, check reason:  Initial return  Final return  
 Change in accounting period

7 State in detail why you need the extension  
**ADDITIONAL TIME IS REQUIRED TO ACCUMULATE THE NECESSARY INFORMATION NEEDED TO FILE A COMPLETE AND ACCURATE REUTRN**

8a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	8a	\$	<b>65,216.</b>
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	8b	\$	<b>65,216.</b>
c <b>Balance due.</b> Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	8c	\$	<b>0.</b>

**Signature and Verification must be completed for Part II only.**

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

Signature **Elizabeth Sak** Title **CPA** Date **8/6/12**