Form **990-PF** Department of the Treasury Internal Revenue Service

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

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

OMB No 1545-0052

2011

For calendar year 2011 or tax year beginning , and ending

Name of foundation: THE CLINTON FAMILY FUND

A Employer identification number: 36-3994361

Number and street (or P O box number if mail is not delivered to street address): 5824 S. NASHVILLE AVENUE

Room/suite:

B Telephone number: 773-643-2611

City or town, state, and ZIP code: CHICAGO, IL 60638

C If exemption application is pending, check here ▶ [ ]

G Check all that apply [ ] Initial return [ ] Initial return of a former public charity [ ] Final return [ ] Amended return [ ] Address change [ ] Name change

D 1. Foreign organizations, check here ▶ [ ]
2. Foreign organizations meeting the 85% test, check here and attach computation ▶ [ ]

H Check type of organization: [X] Section 501(c)(3) exempt private foundation [ ] Section 4947(a)(1) nonexempt charitable trust [ ] Other taxable private foundation

E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ [ ]

I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶$ 18,662,971.

J Accounting method [X] Cash [ ] Accrual [ ] Other (specify) (Part I, column (d) must be on cash basis.)

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ [ ]

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received			N/A	
	2 Check ▶ [X] if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	41,863.	41,863.		STATEMENT 1
	4 Dividends and interest from securities	258,948.	258,948.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	1,048,203.			
	b Gross sales price for all assets on line 6a 9,149,848.				
	7 Capital gain net income (from Part IV, line 2)		1,048,203.		
	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				
	12 Total. Add lines 1 through 11	1,349,014.	1,349,014.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees STMT 3	2,000.	0.		2,000.
	c Other professional fees STMT 4	430.	0.		430.
	17 Interest				
	18 Taxes STMT 5	9,897.	2,533.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings	6,039.	0.		6,039.
	22 Printing and publications				
	23 Other expenses STMT 6	67,718.	67,718.		0.
	24 Total operating and administrative expenses. Add lines 13 through 23	86,084.	70,251.		8,469.
	25 Contributions, gifts, grants paid	766,917.			766,917.
	26 Total expenses and disbursements. Add lines 24 and 25	853,001.	70,251.		775,386.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	496,013.			
	b Net investment income (if negative, enter -0-)		1,278,763.		
	c Adjusted net income (if negative, enter -0-)			N/A	

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123501 12-02-11 LHA For Paperwork Reduction Act Notice, see instructions.

Form **990-PF** (2011)

16010423 759575 76928Q 2011.03050 THE CLINTON FAMILY FUND 76928Q1

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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 (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	799,539.	717,719.	717,719.
	3 Accounts receivable ▶ 9,896.			
	Less allowance for doubtful accounts ▶	18,821.	9,896.	9,896.
	4 Pledges receivable ▶			
	Less allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U S and state government obligations STMT 8	1,139,910.	974,952.	1,028,154.
	b Investments - corporate stock STMT 9	12,279,605.	13,728,332.	13,956,627.
	c Investments - corporate bonds STMT 10	3,808,971.	2,939,006.	2,950,575.
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other			
	14 Land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 **Total assets** (to be completed by all filers)	18,046,846.	18,369,905.	18,662,971.
Liabilities	17 Accounts payable and accrued expenses	261,494.	88,540.	
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 **Total liabilities** (add lines 17 through 22)	261,494.	88,540.	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here** ▶ ☐ **and complete lines 24 through 26 and lines 30 and 31.**			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ [X] **and complete lines 27 through 31.**			
	27 Capital stock, trust principal, or current funds	0.	0.	
	28 Paid-in or capital surplus, or land, bldg , and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	17,785,352.	18,281,365.	STATEMENT 7
	30 **Total net assets or fund balances**	17,785,352.	18,281,365.	
	31 **Total liabilities and net assets/fund balances**	18,046,846.	18,369,905.	

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	17,785,352.
2	Enter amount from Part I, line 27a	2	496,013.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	18,281,365.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	18,281,365.

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1a				
b	SEE ATTACHED STATEMENT			
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a				
b				
c				
d				
e	9,149,848.		8,161,466.	1,048,203.

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

	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a				
b				
c				
d				
e				1,048,203.

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 1,048,203.

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	931,092.	19,171,934.	.048565
2009	415,083.	17,117,841.	.024249
2008	828,188.	20,326,788.	.040744
2007	681,669.	22,558,169.	.030218
2006	117,000.	11,966,601.	.009777

2	Total of line 1, column (d)	2	.153553
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	.030711
4	Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	19,718,485.
5	Multiply line 4 by line 3	5	605,574.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	12,788.
7	Add lines 5 and 6	7	618,362.
8	Enter qualifying distributions from Part XII, line 4	8	775,386.

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 ▶ ☐ 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 ▶ [X] and enter 1% of Part I, line 27b			1	12,788.
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	12,788.
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	12,788.
6 Credits/Payments				
a 2011 estimated tax payments and 2010 overpayment credited to 2011	6a	7,364.		
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	7,364.
8 Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached			8	
9 **Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	5,424.
10 **Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	
11 Enter the amount of line 10 to be **Credited to 2012 estimated tax** ▶		Refunded ▶	11	

Part VII-A Statements Regarding Activities

		Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for definition)?	1b		X
If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.			
c Did the foundation file **Form 1120-POL** for this year?	1c		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ▶ $ 0. (2) On foundation managers ▶ $ 0.			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ 0.			
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	2		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7 Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV.*	7	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ IL			
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

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

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ ANDREW MARTIN Telephone no ▶773-643-2611

Located at ▶5824 S. NASHVILLE AVENUE, CHICAGO, IL ZIP+4 ▶60638

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

			Yes	No
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes," enter the name of the foreign country ▶			

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

			Yes	No
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b		X
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2011?	1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? ☐ Yes ☒ No			
	If "Yes," list the years ▶ ____, ____, ____, ____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions) N/A	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ ____, ____, ____, ____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2011 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011.)* N/A	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011?	4b		X

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

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

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

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

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

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

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

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)? N/A | 5b |

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

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

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

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

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

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

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

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? N/A | 7b |

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
BRUCE E. CLINTON 5824 S. NASHVILLE AVENUE CHICAGO, IL 60638	DIRECTOR, PRESIDENT, CEO 10.00	0.	0.	0.
MARTHA O. CLINTON 5824 S. NASHVILLE AVENUE CHICAGO, IL 60638	DIRECTOR, SECRETARY 1.00	0.	0.	0.
L. ANDREW MARTIN 5824 S. NASHVILLE AVENUE CHICAGO, IL 60638	DIRECTOR, VICE PRESIDENT 1.00	0.	0.	0.
MARK HONINGS 5824 S. NASHVILLE AVENUE CHICAGO, IL 60638	VP OF FINANCE, ASST. SECRE 2.00	0.	0.	0.

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

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

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

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

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

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

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

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 N/A	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	
2	
All other program-related investments. See instructions 3	
Total. Add lines 1 through 3 ▶	0.

Form **990-PF** (2011)

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Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc, purposes			
a	Average monthly fair market value of securities		1a	19,551,676.
b	Average of monthly cash balances		1b	467,091.
c	Fair market value of all other assets		1c	
d	**Total** (add lines 1a, b, and c)		1d	20,018,767.
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	20,018,767.
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)		4	300,282.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4		5	19,718,485.
6	**Minimum investment return** Enter 5% of line 5		6	985,924.

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	985,924.
2a	Tax on investment income for 2011 from Part VI, line 5	2a 12,788.		
b	Income tax for 2011 (This does not include the tax from Part VI)	2b		
c	Add lines 2a and 2b		2c	12,788.
3	Distributable amount before adjustments Subtract line 2c from line 1		3	973,136.
4	Recoveries of amounts treated as qualifying distributions		4	0.
5	Add lines 3 and 4		5	973,136.
6	Deduction from distributable amount (see instructions)		6	0.
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1		7	973,136.

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	775,386.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc, purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	775,386.
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	12,788.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	762,598.

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7				973,136.
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only			747,748.	
b Total for prior years ___, ___, ___		0.		
3 Excess distributions carryover, if any, to 2011				
a From 2006				
b From 2007				
c From 2008				
d From 2009				
e From 2010				
f **Total** of lines 3a through e	0.			
4 Qualifying distributions for 2011 from Part XII, line 4 ▶ $ 775,386.				
a Applied to 2010, but not more than line 2a			747,748.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2011 distributable amount				27,638.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b Taxable amount - see instructions		0.		
e Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount - see instr.			0.	
f Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2012				945,498.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2006 not applied on line 5 or line 7	0.			
9 **Excess distributions carryover to 2012.** Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9				
a Excess from 2007				
b Excess from 2008				
c Excess from 2009				
d Excess from 2010				
e 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	Prior 3 years			
	(a) 2011	(b) 2010	(c) 2009	(d) 2008	(e) Total
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))

BRUCE E. CLINTON

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

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

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

c Any submission deadlines

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

Part XV · **Supplementary Information** (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SEE ATTACHED SCHEDULE - ATTACHMENT #7				766,917.
Total			▶ 3a	766,917.
b *Approved for future payment*				
NONE				
Total			▶ 3b	0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	41,863.	
4 Dividends and interest from securities			14	258,948.	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	1,048,203.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue					
a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)		0.		1,349,014.	0.

13 Total. Add line 12, columns (b), (d), and (e) 13 1,349,014.

(See worksheet in line 13 instructions to verify calculations)

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

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

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

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

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

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

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

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

Sign Here

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

Signature of officer or trustee — Date 5/10/12 — Title VP OF FINANCE/CFO

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
ROBERT WILNEFF		5/8/12		P00110189

Firm's name ▶ CBIZ MHM, LLC — Firm's EIN ▶ 34-1853929

Firm's address ▶ ONE SOUTH WACKER DR, STE 1800 CHICAGO, IL 60606 — Phone no 312-602-6800

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	JPMORGAN LONG TERM - SEE ATTACHMENT #3	P	VARIOUS	VARIOUS
b	JPMORGAN SHORT TERM - SEE ATTACHMENT #4	P	VARIOUS	VARIOUS
c	JPMORGAN SHORT TERM - SEE ATTACHMENT #5	P	VARIOUS	VARIOUS
d	JPMORGAN LONG TERM - SEE ATTAHCMENT #6	P	VARIOUS	VARIOUS
e	JPMORGAN - LONG TERM CAPITAL GAIN DISTRIBUTION	P	VARIOUS	VARIOUS
f				
g				
h				
i				
j				
k				
l				
m				
n				
o				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	448,476.		446,592.	1,884.
b	146,195.		173,717.	<27,522.>
c	586,028.		582,227.	3,801.
d	7,969,149.		6,958,930.	1,010,219.
e				59,821.
f				
g				
h				
i				
j				
k				
l				
m				
n				
o				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
	(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				1,884.
b				<27,522.>
c				3,801.
d				1,010,219.
e				59,821.
f				
g				
h				
i				
j				
k				
l				
m				
n				
o				

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter "-0-" in Part I, line 7 }	2	1,048,203.
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

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

SOURCE	AMOUNT
INTEREST INCOME	41,863.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	41,863.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
DIVIDEND INCOME	258,948.	0.	258,948.
TOTAL TO FM 990-PF, PART I, LN 4	258,948.	0.	258,948.

FORM 990-PF ACCOUNTING FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	2,000.	0.		2,000.
TO FORM 990-PF, PG 1, LN 16B	2,000.	0.		2,000.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PROFESSIONAL FEES	430.	0.		430.
TO FORM 990-PF, PG 1, LN 16C	430.	0.		430.

FORM 990-PF TAXES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN WITHHOLDING TAX	2,533.	2,533.		0.
FEDERAL INCOME TAX	7,364.	0.		0.
TO FORM 990-PF, PG 1, LN 18	9,897.	2,533.		0.

FORM 990-PF OTHER EXPENSES STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FILING FEES	25.	25.		0.
PORTFOLIO FEES	64,372.	64,372.		0.
OTHER EXPENSES	3,321.	3,321.		0.
TO FORM 990-PF, PG 1, LN 23	67,718.	67,718.		0.

FORM 990-PF OTHER FUNDS STATEMENT 7

DESCRIPTION	(A) BEGINNING OF YEAR	(B) END OF YEAR
RE OR ACCUMULATED INCOME	17,785,352.	18,281,365.
TOTAL TO FORM 990-PF, PART II, LINE 29	17,785,352.	18,281,365.

FORM 990-PF U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS STATEMENT 8

DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
JP MORGAN CHASE-SEE ATTACMENT #2	X		974,952.	1,028,154.
TOTAL U.S. GOVERNMENT OBLIGATIONS			974,952.	1,028,154.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			974,952.	1,028,154.

FORM 990-PF CORPORATE STOCK STATEMENT 9

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
JP MORGAN CHASE-SEE ATTACMENT #1	13,728,332.	13,956,627.
TOTAL TO FORM 990-PF, PART II, LINE 10B	13,728,332.	13,956,627.

FORM 990-PF CORPORATE BONDS STATEMENT 10

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
JP MORGAN CHASE-SEE ATTACMENT #2	2,939,006.	2,950,575.
TOTAL TO FORM 990-PF, PART II, LINE 10C	2,939,006.	2,950,575.

Part II, Line 10b

Equity Detail

	Price	Quantity	Value	Adjusted Tax Cost / Original Cost	Unrealized Gain/Loss	Est Annual Inc. / Accrued Div	Yield
US Large Cap Equity							
DB REN SPX 05/16/12 2 XLEV- 8 74%CAP- 17.48%MAXPYMT INITIAL LEVEL-04/26/11 SPX 1,347.24 2515A1-6C-0	93.79	430,000 000	403,297.00	430,000.00	(26,703 00)		
EDGEWOOD GROWTH FUND 0075W0-75-9 EGFI X	11.68	35,529 974	414,990.10	408,950 00	6,040.10		
GS CONT BUFF EQ SPX 6/22/12 75% CONTIN BARRIER - 6.55%CPN-30%CAP INITIAL LEVEL-12/10/10 SPX 1240.40 38143U-QK-0	103 67	250,000.000	259,162 50	250,000 00	9,162 50		
HARTFORD CAPITAL APPRECIATION FUND 416649-30-9 ITHI X	28 81	11,608 014	334,426 88	408,950 34	(74,523 46)	7,231.79	2.16%
HSBC CONT BUFF EQ SPX 04/27/12 75% CONTIN BARRIER - 10 6%CPN-30%CAP INITIAL LEVEL-10/15/10 SPX 1175 74 4042K0-7A-7	110 05	250,000.000	275,125.00	250,000 00	25,125 00		
HSBC MARKET PLUS SPX 02/19/13 80% CONTIN BARRIER- 0%CPN ,UNCAPPED INITIAL LEVEL-08/11/11 SPX:1172 64 4042K1-MG-5	104 42	250,000.000	261,050 00	250,000.00	11,050 00		

Part II, Line 10b, column b SUM(A)	=	13,746,581.07
Less: Return of Capital	=	(18,248.72)
Total cost of corporate stock		13,728,332.35

Part II, Line 10b, column c SUM(B) = 13,956,627.42

Attachment # 1

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01140730020640017904

	Price	Quantity	Value	Adjusted Tax Cost / Original Cost	Unrealized Gain/Loss	Est Annual Inc / Accrued Div	Yield
US Large Cap Equity							
JPM CONT BUFF EQ SPX 01/07/13 80% CONTIN BARRIER- 13 2%CPN 20% CAP INITIAL LEVEL-12/16/11 SPX. 1,219 66 48125V-FS-4	101 31	300,000 000	303,930 00	300,000 00	3,930.00		
JPM LARGE CAP GROWTH FD - SEL 4812C0-53-0 SEEG X	21 46	28,976 193	621,829.10	613,426 00	8,403 10	144.88	0 02%
JPM US LRGE CAP CORE PLUS FD - SEL 4812A2-38-9 JLPS X	19 74	31.645 274	624,677 71	603,863 63	20,814 08	4,050 59	0 65%
MS MARKET PLUS SPX 01/27/12 (70% CONTIN BARRIER-6.5%CPN ,UNCAPPED) INITIAL LEVEL-07/14/10 SPX.1094 91 617482-MQ-4	114 53	200,000 000	229,050 00	200,000 00	29,050 00		
Total US Large Cap Equity			**$3,727,538.29** B	**$3,715,189.97** A	**$12,348.32**	**$11,427.26**	**0.31%**
US Mid Cap Equity							
ASTON OPTIMUM MID CAP FUND I 00078H-15-8 ABMI X	29.97	12,185.749	365,206 90	411,634 61	(46,427 71)	1,133 27	0.31%
ISHARES S&P MIDCAP 400 INDEX FUND 464287-50-7 IJH	87 61	3,373 000	295,508 53	308,683 59	(13,175 06)	3,760 89	1 27%
JPM MARKET EXPANSION INDEX FD - SEL 4812C1-63-7 PGMI X	9 67	36,235 441	350,396 71	411,634 61	(61,237 90)	3,804.72	1 09%
Total US Mid Cap Equity			**$1,011,112.14** B	**$1,131,952.81** A	**($120,840.67)**	**$8,698.88**	**0.86%**

Part II, Line 10b

Attachment #1

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Part II, Line 10b

EAFE Equity

	Price	Quantity	Value	Adjusted Tax Cost / Original Cost	Unrealized Gain/Loss	Est Annual Inc. / Accrued Div.	Yield
ARTIO INTERNATIONAL EQUITY II - I 04315J-83-7 JETI X	9.55	48,779 935	465,848 38	368,776 31	97,072.07	9,121 84	1.96%
ARTISAN INTL VALUE FUND - INV 04314H-88-1 ARTK X	25 09	18,304.484	459,259 50	510,695 11	(51,435 61)	256.26	0 06%
GS BREN EAFE 4/10/12 10%BUFFER-2XLEV-8.15%CAP- 16 3%MAXRTRN INITIAL LEVEL-3/25/11 SX5E:2911.33 UKX 5900 76 TPX·857 38 38143U-TG-6	87 43	200,000 000	174,852.00	200,000.00	(25,148.00)		
GS BREN EAFE 11/28/12 10%BUFFER-2 XLEV- 11 12%CAP 22 24%MAXRTRN INITIAL LEVEL-11/11/11·SX5E·2324.81 UKX.5545 38 TPX 729.13 38143U-ZS-3	96.96	200,000 000	193,920.00	200,000.00	(6,080 00)		
JPM BREN EAFE 09/26/12 10%BUFFER-2 XLEV- 11.18%CAP 22 36%MAXRTRN INITIAL LEVEL-09/09/11·SX5E 2073 67 UKX.5214 65 TPX.755 70 48125X-Z2-5	102.26	200,000 000	204,520 00	200,000 00	4,520 00		
MANNING & NAPIER FUND INC WORLD OPPORTUNITIES SERIES FUND 563821-54-5 EXWA X	6.63	27,040 141	179,276 13	243,090.87	(63,814.74)	6,489 63	3 62%
Total EAFE Equity			**$1,677,676.01** B	**$1,722,562.29** A	**($44,886.28)**	**$15,867.73**	**0.95%**

Attachment #1

3/16

0104073012021013740501140730020640017905

	Price	Quantity	Value	Adjusted Tax Cost / Original Cost	Unrealized Gain/Loss	Est. Annual Inc. / Accrued Div	Yield
Asia ex-Japan Equity							
CS BREN ASIA BASKET 12/05/12 10%BUFFER-2 XLEV- 8.25%CAP 16 5%MAXRTRN INITIAL LEVEL-11/18/11 ASIA BASKET 100 00 22546T-HD-6	92 70	200 000.000	185,400 00	200,000 00	(14,600 00)		
JPM ASIA EQUITY FD - SEL 4812A0-70-6 JPAS X	28 76	11,190 689	321,844.22	250,000.00	71,844 22	1,913 60	0 59%
MATTHEWS PACIFIC TIGER INSTL FUND 577130-83-4 MIPT X	20 32	13,480 916	273,932 21	169,459.90	104,472 31	2,049.09	0 75%
Total Asia ex-Japan Equity			**$781,176.43** B	**$619,459.90** A	**$161,716.53**	**$3,962.69**	**0.51%**
Emerging Market Equity							
DB BREN EEM 10/31/12 10%BUFFER-2 XLEV- 11 8%CAP 23 6%MAXRTRN INITIAL LEVEL-10/14/11 EEM 39 59 2515A1-DT-5	98 10	200,000 000	196,200 00	200,000 00	(3,800 00)		
DELAWARE EMERGING MARKETS FUND 245914-81-7 DEMI X	12 47	13,267 965	165,451.52	205,653 45	(40,201 93)	2,215 75	1 34%
Total Emerging Market Equity			**$361,651.52** B	**$405,653.45** A	**($44,001.93)**	**$2,215.75**	**0.61%**

Part II, Line 10b
Attachment #1
4/16

Concentrated & Other Equity

	Price	Quantity	Value	Adjusted Tax Cost / Original Cost	Unrealized Gain/Loss	Est. Annual Inc / Accrued Div	Yield
ABBOTT LABORATORIES 002824-10-0 ABT	56 23	285 000	16,025.55	15,148.56	876 99	547.20	3.41%
ACE LTD NEW H0023R-10-5 ACE	70.12	210 000	14,725 20	10,908 52	3,816 68	394.80	2 68%
ALLERGAN INC 018490-10-2 AGN	87 74	100 000	8,774 00	8,371 41	402.59	20.00	0.23%
AMAZON COM INC 023135-10-6 AMZN	173 10	170.000	29,427.00	23,220 99	6,206 01		
ANADARKO PETROLEUM CORP 032511-10-7 APC	76 33	200.000	15,266.00	14,744 61	521 39	72 00	0 47%
APPLE INC. 037833-10-0 AAPL	405 00	200 000	81,000 00	37,453.91	43,546 09		
AT&T INC 00206R-10-2 T	30 24	624 000	18,869 76	22,464 79	(3,595.03)	1,098 24	5.82%
AUTOZONE INC 053332-10-2 AZO	324.97	30 000	9,749 10	8,630 21	1,118 89		
BAIDU INC SPONS ADR 056752-10-8 BIDU	116 47	60 000	6,988.20	5,530 99	1,457.21		
BAKER HUGHES INC 057224-10-7 BHI	48.64	150.000	7,296.00	8,792.58	(1,496.58)	90.00	1.23%
BANK OF AMERICA CORP 060505-10-4 BAC	5 56	1,450 000	8,062 00	25,542 01	(17,480 01)	58 00	0.72%
BIOGEN IDEC INC 09062X-10-3 BIIB	110 05	172.000	18,928.60	12,526 46	6,402 14		

0104073012021013740б
01140730020640017906

Part II, Line 10b
Attachment #1
5/16

Concentrated & Other Equity

	Price	Quantity	Value	Adjusted Tax Cost / Original Cost	Unrealized Gain/Loss	Est Annual Inc / Accrued Div.	Yield
BROADCOM CORP CL A 111320-10-7 BRCM	29.36	160 000	4,697 60	5,318 16	(620 56)	57.60	1 23%
CAMERON INTERNATIONAL CORPORATION 13342B-10-5 CAM	49 19	125 000	6,148 75	6,634.68	(485 93)		
CAMPBELL SOUP COMPANY 134429-10-9 CPB	33 24	350 000	11,634 00	12,385 55	(751 55)	406.00 101 50	3 49%
CAPITAL ONE FINANCIAL CORP 14040H-10-5 COF	42 29	264 000	11,164 56	11,983 72	(819 16)	52 80	0 47%
CARDINAL HEALTH INC 14149Y-10-8 CAH	40 61	440 000	17,868 40	13,377 25	4,491 15	378 40 94 60	2 12%
CARNIVAL CORPORATION 143658-30-0 CCL	32.64	380.000	12,403 20	13,229.72	(826 52)	380.00	3 06%
CBS CORP CLASS B W/I 124857-20 2 CBS	27 14	656 000	17,803 84	17,734 06	69 78	262 40 65 60	1 47%
CELGENE CORPORATION 151020-10-4 CELG	67 60	250.000	16,900 00	13,606.12	3,293 88		
CENTERPOINT ENERGY INC 15189T-10-7 CNP	20 09	922 000	18,522 98	15,758 87	2,764 11	728 38	3 93%
CISCO SYSTEMS INC 17275R-10-2 CSCO	18 08	1,451.000	26,234 08	28,100 73	(1,866 65)	348.24	1 33%
CITIGROUP INC NEW 172967-42-4 C	26 31	570 000	14,996 70	21,451 70	(6,455 00)	22 80	0.15%
CITRIX SYSTEMS INC 177376-10-0 CTXS	60 72	100 000	6,072 00	5,779 97	292.03		

J.P.Morgan

Part II, Line 10b

Attachment #1

6/16

Part II, Line 10b

Attachment #1

7/16

Concentrated & Other Equity

	Price	Quantity	Value	Adjusted Tax Cost / Original Cost	Unrealized Gain/Loss	Est Annual Inc. / Accrued Div.	Yield
COCA-COLA CO 191216-10-0 KO	69 97	190 000	13,294 30	12,902 58	391.72	357.20	2 69%
COGNIZANT TECHNOLOGY SOLUTIONS CORP CL A 192446-10-2 CTSH	64.31	273.000	17,556 63	14,614 16	2,942 47		
COLGATE PALMOLIVE CO 194162-10-3 CL	92.39	130 000	12,010 70	10,633.92	1,376 78	301 60	2.51%
COMCAST CORP CL A 20030N-10-1 CMCS A	23 71	525.000	12,447 75	9,471.18	2,976.57	236.25 59 06	1 90%
CONOCOPHILLIPS 20825C-10-4 COP	72.87	345.000	25,140 15	18,746.88	6,393 27	910 80	3.62%
COVIDIEN PLC NEW G2554F-11-3 COV	45 01	329.000	14,808 29	13,699 56	1,108 73	296.10	2 00%
CVS CAREMARK CORPORATION 126650-10-0 CVS	40.78	230 000	9,379 40	6,664.21	2,715.19	149.50	1.59%
DARDEN RESTAURANTS INC 237194-10-5 DRI	45.58	140.000	6,381.20	5,934.25	446 95	240 80	3.77%
DEVON ENERGY CORP 25179M-10-3 DVN	62.00	90.000	5,580.00	6,061 48	(481 48)	61 20	1.10%
DOMINION RESOURCES INC VA 25746U-10-9 D	53 08	190.000	10,085 20	9,575 26	509.94	374 30	3 71%
E I DU PONT DE NEMOURS & CO 263534-10-9 DD	45 78	648.000	29,665.44	25,130 74	4,534.70	1,062 72	3 58%
E M C CORP MASS 268648-10-2 EMC	21 54	500 000	10,770 00	10,227.47	542 53		

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Part II, Line 10b

Attachment #1

Concentrated & Other Equity

	Price	Quantity	Value	Adjusted Tax Cost / Original Cost	Unrealized Gain/Loss	Est Annual Inc / Accrued Div.	Yield
EMERSON ELECTRIC CO 291011-10-4 EMR	46 59	255.000	11,880 45	13,777 01	(1,896 56)	408 00	3 43%
EOG RESOURCES INC 26875P-10-1 EOG	98 51	85 000	8,373 35	8,635 99	(262.64)	54.40	0 65%
EXXON MOBIL CORP 30231G-10-2 XOM	84 76	490 000	41,532 40	34,219 13	7,313.27	921 20	2 22%
FREEPORT-MCMORAN COPPER & GOLD INC CL B 35671D-85-7 FCX	36 79	268 000	9,859 72	9.969.15	(109 43)	263 00	2 72%
GENERAL MILLS INC 370334-10-4 GIS	40 41	300 000	12,123 00	9,153 62	2,969 38	366 00	3 02%
GENERAL MOTORS CO 37045V-10-0 GM	20.27	480 000	9,729.60	16,329.85	(6,600.25)		
GENERAL ELECTRIC CO 369604-10-3 GE	17 91	750.000	13,432 50	12,199.43	1,233 07	510 00 127.50	3 80%
GLOBAL PAYMENTS INC 37940X-10-2 GPN	47.38	150 000	7,107 00	7,250 84	(143 84)	12 00	0.17%
GOLDMAN SACHS GROUP INC 38141G-10-4 GS	90 43	187 000	16,910 41	19,814 86	(2,904 45)	261 80	1 55%
HOME DEPOT INC 437076-10-2 HD	42 04	200 000	8,408 00	6,756 58	1,651.42	232 00	2 76%
HONEYWELL INTERNATIONAL INC 438516-10-6 HON	54 35	334 000	18,152 90	14,367 32	3,785 58	497 66	2 74%
HUMANA INC 444859-10-2 HUM	87 61	240 000	21,026 40	18,642.56	2,383 84	240 00 60 00	1 14%
INTERCONTINENTAL EXCHANGE INC 45865V-10-0 ICE	120.55	40 000	4,822.00	4,464 20	357 80		

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	Price	Quantity	Value	Adjusted Tax Cost / Original Cost	Unrealized Gain/Loss	Est. Annual Inc / Accrued Div.	Yield
Concentrated & Other Equity							
INVESCO LTD G491BT-10-8 IVZ	20.09	600 000	12,054.00	11,659 86	394 14	294 00	2.44%
JOHNSON & JOHNSON 478160-10-4 JNJ	65 58	390 000	25,576 20	24,599.51	976.69	889 20	3.48%
JOHNSON CONTROLS INC 478366-10-7 JCI	31 26	955.000	29,853.30	25,150.32	4,702.98	687.60 / 171 90	2 30%
JUNIPER NETWORKS INC 48203R-10-4 JNPR	20 41	790 000	16,123 90	17,837.56	(1,713.66)		
KRAFT FOODS INC CLASS A 50075N-10-4 KFT	37 36	619 000	23,125.84	21,372 22	1,753 62	718 04 / 179 51	3.10%
LAM RESEARCH CORP 512807-10-8 LRCX	37.02	100.000	3,702 00	4,386.88	(684 88)		
LENNAR CORP 526057-10-4 LEN	19 65	425 000	8,351.25	6,407.31	1,943.94	68.00	0.81%
LOWES COMPANIES INC 548661-10-7 LOW	25.38	1,034 000	26,242 92	22,426 72	3,816 20	579.04	2 21%
MASTERCARD INC - CLASS A 57636Q-10-4 MA	372 82	25 000	9,320 50	5,656.02	3,664.48	15 00	0 16%
MERCK AND CO INC 58933Y-10-5 MRK	37 70	1,167 000	43,995 90	40,233 30	3,762 60	1,960.56 / 490.14	4.46%
METLIFE INC 59156R-10-8 MET	31.18	645.000	20,111 10	23,712.16	(3,601.06)	477.30	2.37%
MICROS SYSTEMS INC 594901-10-0 MCRS	46.58	80 000	3,726 40	3,990.03	(263 63)		
MICROSOFT CORP 594918-10-4 MSFT	25 96	2,099.000	54,490 04	57,236 58	(2,746.54)	1,679 20	3.08%

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Part II, Line 10b

Attachment #1

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Concentrated & Other Equity

	Price	Quantity	Value	Adjusted Tax Cost / Original Cost	Unrealized Gain/Loss	Est. Annual Inc / Accrued Div	Yield
MONSANTO CO 61166W-10-1 MON	70 07	106 000	7,427 42	7,342 76	84 66	127 20	1 71%
NETAPP INC 64110D-10-4 NTAP	36 27	130 000	4,715 10	4,633 25	81 85		
NEXTERA ENERGY INC 65339F-10-1 NEE	60.88	200 000	12,176 00	11,485 38	690 62	440 00	3 61%
NIKE INC B 654106-10-3 NKE	96 37	175.000	16,864 75	11,539.96	5,324 79	252 00 63 00	1 49%
NORFOLK SOUTHERN CORP 655844-10-8 NSC	72 86	500 000	36,430 00	24,397 55	12,032 45	860 00	2 36%
OCCIDENTAL PETROLEUM CORP 674599-10-5 OXY	93 70	416 000	38,979 20	34,281 48	4,697.72	765 44 191 36	1 96%
ORACLE CORP 68389X-10-5 ORCL	25.65	900 000	23,085 00	20,954.16	2,130 84	216 00	0.94%
PACCAR INC 693718-10-8 PCAR	37 47	450 000	16,861.50	16,079.31	782.19	324 00 315 00	1 92%
PFIZER INC 717081-10-3 PFE	21 64	1,600 000	34,624 00	25,404 25	9,219 75	1,408 00	4 07%
PIONEER NATURAL RESOURCES CO 723787-10-7 PXD	89 48	60 000	5,368 80	4,464 83	903 97	4.80	0 09%
PROCTER & GAMBLE CO 742718-10-9 PG	66 71	480.000	32,020 80	30,792 57	1,228 23	1,008 00	3 15%
PRUDENTIAL FINANCIAL INC 744320-10-2 PRU	50 12	300 000	15,036.00	11,830 64	3,205.36	435 00	2 89%
QUALCOMM INC 747525-10-3 QCOM	54 70	450 000	24,615 00	18,976.88	5,638.12	387 00	1 57%

Part II, Line 10b
Attachment #1
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	Price	Quantity	Value	Adjusted Tax Cost / Original Cost	Unrealized Gain/Loss	Est Annual Inc. / Accrued Div	Yield
Concentrated & Other Equity							
SCHLUMBERGER LTD 806857-10-8 SLB	68 31	442 000	30,193 02	36,865 46	(6,672.44)	442.00 110 50	1.46%
SOUTHWESTERN ENERGY CO 845467-10-9 SWN	31 94	120.000	3,832.80	4,735 01	(902.21)		
TARGET CORP 87612E-10-6 TGT	51.22	240 000	12,292 80	11,345 62	947 18	288 00	2.34%
TD AMERITRADE HOLDING CORPORATION 87236Y-10-8 AMTD	15 65	409 000	6,400 85	6,481 00	(80.15)	98 16	1.53%
THE ESTEE LAUDER COMPANIES INC CL A 518439-10-4 EL	112.32	80 000	8,985 60	8,107 08	878 52	84.00	0 93%
TIME WARNER INC NEW 887317-30-3 TWX	36.14	1,123 000	40,585 22	31,170.90	9,414.32	1,055 62	2 60%
TYCO INTERNATIONAL LTD H89128-10-4 TYC	46 71	400.000	18,684 00	15,614.56	3,069 44	400.00	2 14%
UNITEDHEALTH GROUP INC 91324P-10-2 UNH	50.68	310 000	15,710.80	13,065 84	2,644.96	201 50	1 28%
UNITED TECHNOLOGIES CORP 913017-10-9 UTX	73 09	470.000	34,352.30	30,729.21	3,623 09	902.40	2 63%
US BANCORP DEL 902973-30-4 USB	27.05	500 000	13,525.00	12,628 50	896 50	250 00 62.50	1 85%
VERIZON COMMUNICATIONS INC 92343V-10-4 VZ	40 12	570.000	22,868.40	19,579.91	3,288 49	1,140 00	4 99%
VERTEX PHARMACEUTICALS INC 92532F-10-0 VRTX	33 21	200 000	6,642.00	5,456 08	1,185.92		

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Part II, Line 10b
Attachment #1
11/16

Concentrated & Other Equity

	Price	Quantity	Value	Adjusted Tax Cost / Original Cost	Unrealized Gain/Loss	Est Annual Inc / Accrued Div	Yield
WELLS FARGO & CO 949746-10-1 WFC	27 56	1,437 000	39,603.72	37,142 72	2,461 00	689 76	1 74%
WILLIAMS COMPANIES INC 969457-10-0 WMB	33.02	518 000	17,104.36	15,626 33	1,478 03	518 00	3 03%
XILINX CORP 983919-10-1 XLNX	32.06	471 000	15,100 26	14,789 27	310 99	357.96	2 37%
YUM BRANDS INC 988498-10-1 YUM	59 01	500 000	29,505 00	17,527 69	11,977.31	570.00	1.93%
Total Concentrated & Other Equity			**$1,610,297.36** $\boxed{B}$	**$1,445,654.47** $\boxed{A}$	**$164,642.89**	**$33,271.17** **$2,092.17**	**2.07%**

Part II, Line 10b

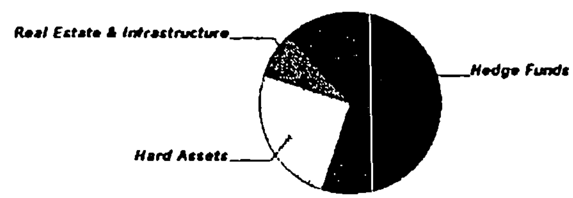
Attachment #1

12/16

Alternative Assets Summary

Asset Categories	Beginning Estimated Value	Ending Estimated Value	Change In Value	Current Allocation
Hedge Funds	2,994,316.16	2,984,527 32	(9,788.84)	16%
Real Estate & Infrastructure	371,778.98	385,788 68	14,009 70	2%
Hard Assets	1,183,885 40	1,139,052.17	(44,833.23)	6%
Total Value	**$4,549,980.54**	**$4,509,368.17**	**($40,612.37)**	**24%**

Asset Categories



Alternative Assets as a percentage of your portfolio - 24 %

Alternative Assets Detail

	Price	Quantity	Estimated Value	Cost
Hedge Funds				
GLOBAL ACCESS HEDGE FUND LTD CLASS A LEAD SERIES 2009 N/O Client 47799K-91-1	1,092.44	2,731.972	2,984,527 32 B	3,000,000.00 A

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Part II, Line 10b

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	Quantity/Original Commitment Amount	Cost/Net Capital Called Since Inception	Net Distributions Since Inception	Estimated Value	Est Annual Inc / Accrued Div	Yield
Real Estate & Infrastructure						
ISHARES COHEN & STEERS REALTY MAJORS INDEX FUND 464287-56-4 ICF	5,494 00	268,657 28 $\boxed{A}$		385,788 68 $\boxed{B}$	11,454 99	2 97%

Amounts shown above under "Estimated Value" for private equity funds are estimates based on the latest fund values received from each underlying fund, which value may be as of a date (underlying fund value date) prior to the period covered by this statement The values provided by the underlying fund have been adjusted for any cash flows between your account and such fund that have occurred subsequent to the underlying fund value date to derive the "Estimated Value" Therefore, such "Estimated Value" may not reflect the value of your interest shown on any fund's actual books and records as of the date of this statement. For additional information, please contact your J P Morgan representative
For private equity funds, Estimated Values are based on estimates provided by the underlying funds that are generally presented on a US GAAP basis, which records investments at fair value, or "marked-to-market". Most of these underlying funds also present their audited financial statements on a US GAAP basis (i e., "marked-to-market"). However, some of these underlying funds present their audited financial statements using the Income Tax Basis of Accounting, which records investments "at cost" based on the accrual basis of accounting for Federal income taxes Where the underlying fund provides periodic estimates on a "marked-to-market" basis but reflects investments "at cost" in its audited financial statements, the marked-to-market Estimated Value shown herein for a private equity fund may be materially different from the value reflected on such fund's audited financial statements (which are also based on the audited financial statements of the underlying fund)

	Price	Quantity	Estimated Value	Cost
Hard Assets				
BARC BREN COMMODITY BSKT 11/21/13 LKD TO CO1 PLTMLNPM LOCADY & SPGCGRP 1.85%LEV, 20%BUFFER, 27 75%MAXRTN 11/18/11 06738K-ZN-4	95 81	200,000.000	191,622 40	200,000 00

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Part II, Line 10b

Attachment #1

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	Price	Quantity	Estimated Value	Cost
Hard Assets				
DB BREN BRENT CRUDE 10/17/12 LNKD TO CO1 2.78%LEV, 15%BUFFER, 27 8%MAXRTN 10/06/11 2515A1-DC-2	101.95	200,000.000	203,900.00	200,000.00
HIGHBRIDGE DYNAMIC COMM STRG FD -SEL 48121A-67-0 HDCS X	17 13	21,389 946	366,409.77	336,674 88
JPM BREN COMMODITY BSKT 4/13/12 LNKD TO PLDMLNPM C1 CO1 & LOCADY 20%BUFFER-1.25XLEV-25%MAXTRN-6.5%CPN 04/01/2011 48125X-KW-5	92 73	200,000 000	185,460.00	200,000 00
JPM MARKET PLUS GOLD NOTE 10/29/12 LNKED TO GOLDLNPM 25% BUFFER, 25 75% MAXRTN 10/14/11 48125V-BT-6	95 83	200,000.000	191,660 00	200,000 00
Total Hard Assets			**$1,139,052.17** B	**$1,136,674.88** A

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Part II, Line 10b

Attachment #1

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	Price	Quantity	Value	Adjusted Tax Cost / Original Cost	Unrealized Gain/Loss	Est Annual Income / Accrued Interest	Yield
Complementary Structured Strategies							
GS BREN EM ASIA FX BSKT 11/30/12 LNKD TO IDR MYR & SGD VS USD 5%BUFFER, 2 01XLEV 5/20/11 38143U-UV-1	90 40	150,000 00	135,592 50	150,000 00	(14,407 50)		
O **BARC 95% PPN FX BASKET 1/14/13** LNKED TO BRL INR CNY & RUB VS USD 1 71XLEV, UNCAPPED 7/1/11 06738K-MR-9	94 81	150,000.00	142,215 00	150,776 02 150,000 00	(8,561 02)		
Total Complementary Structured Strategies			**$277,807.50** B	**$300,776.02** A **$300,000.00**	**($22,968.52)**	**$0.00**	**0.00%**
Foreign Exchange & Non-USD Fixed Income							
JPM INTL CURRENCY INCOME FD 4812A3-29-6	10 83	45,513 97	492,916 30	501,472 67	(8,556 37)	16,794 65	3 41%
DREYFUS/LAUREL FDS TR PRM EMRGN MK I 261980-49-4	13 16	27,027 61	355,683.39	396,552 45	(40,869 06)	18,486 88	5 20%
Total Foreign Exchange & Non-USD Fixed Income			**$848,599.69**	**$898,025.12**	**($49,425.43)**	**$35,281.53**	**4.16%**

Part II, Line 10b

Attachment #1

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Part II, Lines 10a & 10c

Attachment # 2

J.P.Morgan

THE CLINTON FAMILY FUND NP PCIAA ACCT. X18949515
For the Period 12/1/11 to 12/31/11

SUMMARY BY MATURITY

Cash & Fixed Income	Market Value	% of Bond Portfolio
0-6 months[1]	3,668,293 91	75%
6-12 months[1]	135,592.50	2%
1-5 years[1]	813,758 20	16%
5-10 years[1]	356,610.95	7%
Total Value	**$4,974,255.56**	**100%**

[1] The years indicate the number of years until the bond is scheduled to mature based on the statement end date. Some bonds may be called, or paid in full, before their stated maturity

SUMMARY BY TYPE

Cash & Fixed Income	Market Value	% of Bond Portfolio
Cash	717,718.59	14%
Govt and Agency Bonds	1,028,154 15	20%
International Bonds	900,681.78	18%
Mutual Funds	2,049,893 54	43%
Complementary Structure	277,807 50	5%
Total Value	**$4,974,255.56**	**100%**

Note O - Bonds purchased at a discount show accretion
[1] This is the Annual Percentage Yield (APY) which is the rate earned if balances remain on deposit for a full year with compounding, there is no change in the interest rate and all interest is left in the account

Cash & Fixed Income Detail

	Price	Quantity	Value	Adjusted Tax Cost / Original Cost	Unrealized Gain/Loss	Est Annual Income / Accrued Interest	Yield
Cash							
US DOLLAR PRINCIPAL	1.00	717,718.59	717,718.59	717,718.59		358 83 51 68	0.05 %[1]
US Fixed Income							
JPM STR INC OPP FD 4812A4-35-1	11.33	48,102 24	544,998 39 B	487,275.70 A	57,722.69	15,007.89 2,357 01	2 75%

Part II, Line 10c, column B Corporate Bonds Cost SUM(A) = 2,939,006.25
Part II, Line 10c, column C Corporate Bonds FMB SUM(B) = 2,950,575.32
Part II, Line 10a, column B US Obligation Cost SUM(C) = 974,952.13
Part II, Line 10a, column C US Obligation FMV SUM(D) = 1,028,154.15

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Part II, Lines 10a & 10c

	Price	Quantity	Value	Adjusted Tax Cost / Original Cost	Unrealized Gain/Loss	Est Annual Income / Accrued Interest	Yield
US Fixed Income							
EATON VANCE MUT FDS TR FLT RT CL I 277911-49-1	8 81	67,383 96	593,652 65 $\boxed{B}$	590,854 33 $\boxed{A}$	2,798 32	25,403 75 2,171.03	4 28%
JPM HIGH YIELD FD - SEL 4812C0-80-3	7 62	100,083 95	762,639 71	757,630.29	5,009 42	58,849 36 4 904 11	7.72%
PIMCO LOW DURATION FUND 693390-30-4	10 29	19,502 90	200,684 88	197,369 39	3,315 49	4,310 14	2.15%
FNMA 3.625% 02/12/13 31398A-KY-7 AA+ /AAA	103.71	35,000 00	36,296 75 $\boxed{D}$	36,816 85 $\boxed{C}$	(520 10)	1,268 75 489 86	0 29%
US TREAS 1.375% 02/15/13 912828-MN-7 NA /AAA	101 33	45,000 00	45,599 40	45,437 70	161 70	618 75 233 68	0 19%
FNMA 4.375% 03/15/13 31359M-RG-0 AA+ /AAA	104.90	40,000 00	41,960 00	41,075 32	884 68	1,750 00 515.24	0 30%
US TREAS 1.75% 04/15/13 912828-MX-5 NA /AAA	101 98	65,000 00	66,289 60	67,142 97	(853 37)	1,137 50 242 38	0 21%
US TREAS 3.125% 08/31/13 912828-JK-7 NA /AAA	104 77	25,000 00	26,191 50	26,512 70	(321 20)	781 25 263 97	0 25%
US TREAS 4% 02/15/14 912828-CA-6 NA /AAA	107 84	65,000 00	70,098 60	67,475 85	2,622 75	2,600 00 982 02	0 29%
US TREAS 2.625% 07/31/14 912828-LC-2 NA /AAA	105 87	60,000 00	63,520 20	63,666 60	(146 40)	1,575 00 659.10	0 34%
FHLMC 1% AUG 20 2014 DTD 07/26/2011 3134G2-UA-8 AA+ /AAA	100 63	45,000 00	45,284 40	45,308 25	(23 85)	450 00 193.72	0 76%
FFCB 3% 09/22/14 31331G-L8-0 AA+ /AAA	106 38	35,000 00	37,232.30	34,936 02	2,296 28	1,050 00 288 75	0 64%

Attachment #2

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J.P. Morgan

THE CLINTON FAMILY FUND NP PCIAA ACCT. X18949515
For the Period 12/1/11 to 12/31/11

US Fixed Income

	Price	Quantity	Value		Adjusted Tax Cost / Original Cost		Unrealized Gain/Loss	Est Annual Income / Accrued Interest	Yield
US TREAS 4% 02/15/15 912828-DM-9 NA /AAA	111.06	65,000.00	72,190 95	D	70,326 95	C	1,864.00	2,600 00 982.02	0 43%
US TREAS 4.25% 08/15/15 912828-EE-6 NA /AAA	113 32	30,000 00	33,996 00		34,154.69		(158.69)	1,275 00 481 56	0 53%
FNMA 4.375% 10/15/15 31359M-ZC-0 AA+ /AAA	113 00	30,000 00	33,899.70		33,942 24		(42 54)	1,312 50 277 08	0.88%
US TREAS 2.625% 04/30/16 912828-KR-0 NA /AAA	108 20	20,000 00	21,639.00		20,154 69		1,484 31	525 00 89 42	0 70%
US TREAS 5.125% 05/15/16 912828-FF-2 NA /AAA	118.99	65,000.00	77,344 80		71,411.13		5,933 67	3,331 25 430 10	0 71%
US TREAS 4.5% 05/15/17 912828-GS-3 NA /AAA	118 60	75,000 00	88,951.50		78,746 36		10,205.14	3,375 00 435.75	0 94%
FHLB 5% 11/17/17 3133XM-Q8-7 AA+ /AAA	120.01	45,000.00	54,004 50		45,857 34		8,147 16	2,250 00 274 99	1 44%
US TREAS 3.75% 11/15/18 912828-JR-2 NA /AAA	116 34	55,000 00	63,984 80		55,846.48		8,138.32	2,062.50 266 31	1 26%
US TREAS 3.375% 11/15/19 912828-LY-4 NA /AAA	113.99	35,000.00	39,897.20		34,149 75		5,747 45	1,181.25 152 49	1 49%
FHLB 4.125% 03/13/20 3133XX-P5-0 AA+ /AAA	114.74	15,000 00	17,210 25		15,183.21		2,027.04	618 75 185 62	2 15%
US TREAS 3.5% 05/15/20 912828-ND-8 NA /AAA	115 04	30,000.00	34,511 70		32,017.97		2,493.73	1,050 00 135.57	1 58%
US TREAS 3.625% 02/15/21 912828-PX-2 NA /AAA	116 10	50,000 00	58,051 00		54,789.06		3,261 94	1,812.50 684.60	1.71%
Total US Fixed Income			**$3,130,129.78**		**$3,008,081.84**		**$122,047.94**	**$136,196.14 $17,696.38**	**3.56%**

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Part II, Lines 10a & 10c

Attachment #2

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Part II, Lines 10a & 10c

	Price	Quantity	Value	Adjusted Tax Cost / Original Cost	Unrealized Gain/Loss	Est Annual Income / Accrued Interest	Yield
Complementary Structured Strategies							
GS BREN EM ASIA FX BSKT 11/30/12 LNKD TO IDR MYR & SGD VS USD 5%BUFFER, 2 01XLEV 5/20/11 38143U-UV-1	90.40	150,000.00	135,592 50	150,000 00	(14,407.50)		
0 BARC 95% PPN FX BASKET 1/14/13 LNKED TO BRL INR CNY & RUB VS USD 1.71XLEV, UNCAPPED 7/1/11 06738K-MR-9	94 81	150,000 00	142,215 00	150,776 02 150,000 00	(8,561 02)		
Total Complementary Structured Strategies			$277,807.50	$300,776.02 $300,000.00	($22,968.52)	$0.00	0.00%
Foreign Exchange & Non-USD Fixed Income							
JPM INTL CURRENCY INCOME FD 4812A3-29-6	10 83	45,513.97	492,916 30 B	501,472 67 A	(8,556 37)	16,794.65	3 41%
DREYFUS/LAUREL FDS TR PRM EMRGN MK I 261980-49-4	13 16	27,027 61	355,683.39	396,552 45	(40,869 06)	18,486 88	5 20%
Total Foreign Exchange & Non-USD Fixed Income			$848,599.69	$898,025.12	($49,425.43)	$35.281.53	4.16%

Attachment #2

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Part IV

Attachment #3

J.P. Morgan

THE CLINTON FAMILY FUND NP PCIAA FI
Account Number: V 18949-30-1

Capital Gain and Loss Schedule

Transactions

Description	Cusip	Units	Date Acquired	Date Sold	Sales Price	Tax Cost Basis	Gain/Loss	Ordinary Income*	
Long Term Non Covered									
FNMA 6% 05/15/11	31359MJH7	40,000.000	08/08/08	02/15/11	40,576.00	42,445.48	-1,869.48		
FNMA 3.625% 08/15/11	31398ATL6	15,000.000	02/05/09	02/15/11	15,255.60	15,616.92	-361.32		
US TREAS 4.875% 07/31/11	912828FN5	65,000.000	08/08/08	02/15/11	66,399.02	68,928.15	-2,529.13		
US TREAS 1.125% 01/15/12	912828KB5	25,000.000	02/05/09	05/26/11	25,158 20	24,831.06	195.02	132.12	O
US TREAS 4.5% 04/30/12	912828GQ7	65,000.000	08/08/08	08/19/11	66,975.39	68,656 25	-1,680.86		
US TREAS 1.125% 01/15/12	912828KB5	25,000.000	02/05/09	08/19/11	25,109.38	24,831.05	132.45	145 88	O
FREDDIE MAC NOTES 3 3/4% MAR 27 2019 DTD 03/27/2009	3137EACA5	40,000.000	11/24/09	10/18/11	44,856.28	40,248.48	4,607.80		
FNMA 4.75% 11/19/12	31398AHZ8	65,000.000	08/08/08	10/18/11	68,146.13	66,971.00	1,175.13		
FNMA 2% 01/09/12	31398AUU4	45,000.000	02/12/10	10/18/11	45,189 05	45,899.82	-710.77		
FHLB 5.5% 08/13/14	3133XLJP9	45,000.000	08/08/08	11/29/11	50,811.30	47,886.30	2,925.00		
Total Long Term Non Covered					**448,476.35**	**446,314.51**	**1,883.84**	**278.00**	**O**

* O indicates Ordinary Income Gain/Loss F indicates Foreign Exchange Gain/Loss on Capital transactions

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J.P.Morgan

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Part IV

Attachment #4

J.P.Morgan

THE CLINTON FAMILY FUND NP PC!AA
Account Number: V 18949-00-4

Capital Gain and Loss Schedule

Transactions

Description	Cusip	Units	Date Acquired	Date Sold	Sales Price	Tax Cost Basis	Gain/Loss	Ordinary Income*
Short Term Covered								
MOTOROLA MOBILITY HOLDINGS INC	620097105	200.000	02/17/11	03/31/11	4,852.82	5,881.82	-1,029.00	
SCHLUMBERGER LTD	806857108	80 000	03/18/11	05/04/11	6,803.75	6,898.18	-94.43	
ANADARKO PETROLEUM CORP	032511107	75.000	01/10/11	05/12/11	5,519.39	5,621.27	-101 88	
SANDISK CORP	80004C101	50.000	03/31/11	06/14/11	2,162.76	2,286.62	-123.86	
LAM RESEARCH CORP	512807108	1.000	01/25/11	07/07/11	43.56	52.63	-9.07	
LAM RESEARCH CORP	512807108	19.000	01/25/11	07/07/11	844.42	999.99	-155 57	
LAM RESEARCH CORP	512807108	18.000	01/25/11	07/07/11	808.58	947.36	-138.78	
LAM RESEARCH CORP	512807108	3.000	01/25/11	07/08/11	132.52	157.89	-25.37	
LAM RESEARCH CORP	512807108	5.000	01/25/11	07/08/11	220.89	263.16	-42 27	
LAM RESEARCH CORP	512807108	6.000	01/25/11	07/08/11	264.75	315.79	-51 04	
LENNAR CORP	526057104	100.000	02/23/11	08/04/11	1,589.41	2,028.74	-439.33	
FIFTH THIRD BANCORP	316773100	500.000	Various	08/09/11	5,065.85	7,324.92	-2,259 07	
ADOBE SYSTEMS INC	00724F101	300.000	02/17/11	08/11/11	6,926.96	10,454.70	-3,527.74	
CONSTELLATION ENERGY GROUP INC	210371100	27.000	04/13/11	08/12/11	963.99	889.44	74.55	
CONSTELLATION ENERGY GROUP INC	210371100	43.000	04/13/11	08/15/11	1,583.57	1,416.51	167.06	
STATE STREET CORP	857477103	100.000	01/18/11	08/15/11	3,487.75	4,957.85	-1,470.10	
CONSTELLATION ENERGY GROUP INC	210371100	32.000	04/13/11	08/16/11	1,181.45	1,054.43	127.02	
CONSTELLATION ENERGY GROUP INC	210371100	33.000	04/13/11	08/17/11	1,236.02	1,091.66	144.36	
CONSTELLATION ENERGY GROUP INC	210371100	15.000	04/13/11	08/18/11	546.03	496.21	49 82	
FLUOR CORP	343412102	20.000	01/10/11	08/18/11	1,126.36	1,314.23	-187.87	
LAM RESEARCH CORP	512807108	50.000	Various	08/18/11	1,826.64	2,629.93	-803.29	
HOLLYFRONTIER CORPORATION	436106108	40.000	07/15/11	08/19/11	2,692.43	2,863.04	-170.61	
LAM RESEARCH CORP	512807108	123.000	Various	08/25/11	4,498.00	6,346.87	-1,848 87	
BECTON DICKINSON & CO	075887109	80.000	04/21/11	09/16/11	6,186.91	6,718.40	-531.49	

* O indicates Ordinary Income Gain/Loss F indicates Foreign Exchange Gain/Loss on Capital transactions

J.P.Morgan

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Part IV

J.P. Morgan

THE CLINTON FAMILY FUND NP PCIAA
Account Number: V 18949-00-4

Capital Gain and Loss Schedule

Transactions

Description	Cusip	Units	Date Acquired	Date Sold	Sales Price	Tax Cost Basis	Gain/Loss	Ordinary Income*
Short Term Covered								
3M CO	88579Y101	90.000	Various	09/16/11	7,233.47	8,296.98	-1,063.51	
PEPSICO INC	713448108	140 000	Various	09/19/11	8,482.18	9,735.12	-1,252.94	
BROADCOM CORP CL A	111320107	60.000	03/22/11	09/20/11	2,177.27	2,397.67	-220.40	
CAMERON INTERNATIONAL CORPORATION	13342B105	60.000	03/10/11	09/20/11	3,106.12	3,504.52	-398.40	
FLUOR CORP	343412102	130.000	Various	09/22/11	6,361.72	8,910.01	-2,548.29	
HOLLYFRONTIER CORPORATION	436106108	134.000	Various	09/29/11	3,339.09	4,799.88	-1,460.79	
MORGAN STANLEY	617446448	175.000	09/22/11	10/17/11	2,651.11	2,258.12	392.99	
MORGAN STANLEY	617446448	35.000	09/22/11	10/17/11	528.66	451.62	77.04	
VERIFONE SYSTEMS, INC.	92342Y109	100.000	04/18/11	10/21/11	3,862 11	5,239.76	-1,377.65	
NOVELLUS SYSTEMS INC	670008101	100.000	06/14/11	10/28/11	3,515.40	3,421.21	94.19	
PUBLIC SERVICE ENTERPRISE GROUP	744573106	181.000	Various	10/28/11	6,150.50	5,793.22	357.28	
BROADCOM CORP CL A	111320107	130.000	Various	11/01/11	4,503.51	5,081.24	-577.73	
NOVELLUS SYSTEMS INC	670008101	30.000	Various	11/01/11	1,007.30	994.35	12.95	
MONSANTO CO	61166W101	70.000	07/27/11	11/02/11	4,995.96	5,192.38	-196.42	
DENDREON CORP	24823Q107	200.000	Various	11/03/11	1,317.31	7,117.13	-5,799.82	
DENDREON CORP	24823Q107	50.000	01/28/11	11/03/11	339.77	1,760.26	-1,420 49	
TE CONNECTIVITY LTD	H84989104	150.000	04/14/11	12/05/11	4,812.44	5,164.50	-352.06	
ST JUDE MEDICAL INC	790849103	100.000	05/25/11	12/09/11	3,506.88	4,950.49	-1,443.61	
SPECTRA ENERGY CORPORATION W/I	847560109	300.000	Various	12/09/11	8,835.16	7,437.61	1,397.55	
SPECTRA ENERGY CORPORATION W/I	847560109	60.000	10/14/11	12/12/11	1,747.65	1,593.16	154.49	

* O indicates Ordinary Income Gain/Loss   F indicates Foreign Exchange Gain/Loss on Capital transactions

Attachment #4

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Part IV

THE CLINTON FAMILY FUND NP PCIAA
Account Number: V 18949-00-4

Capital Gain and Loss Schedule

Transactions

Description	Cusip	Units	Date Acquired	Date Sold	Sales Price	Tax Cost Basis	Gain/Loss	Ordinary Income*
Short Term Covered								
NOVELLUS SYSTEMS INC	670008101	125.000	Various	12/15/11	5,146.50	3,634.96	1,511.54	
ST JUDE MEDICAL INC	790849103	60.000	06/02/11	12/21/11	2,009.78	2,971.36	-961.58	
Total Short Term Covered					**146,194.70**	**173,717.19**	**-27,522.49**	

* O indicates Ordinary Income Gain/Loss   F indicates Foreign Exchange Gain/Loss on Capital transactions

Attachment #4

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Part IV

Attachment #5

THE CLINTON FAMILY FUND NP PCIAA
Account Number: V 18949-00-4

Capital Gain and Loss Schedule

Transactions

Description	Cusip	Units	Date Acquired	Date Sold	Sales Price	Tax Cost Basis	Gain/Loss	Ordinary Income*
Short Term Non Covered								
INTERNATIONAL BUSINESS MACHINES CORP	459200101	100.000	05/13/10	02/17/11	16,333.05	13,261.74	3,071.31	
SYSCO CORP	871829107	100.000	04/23/10	02/23/11	2,823.11	3,095.01	-271.90	
SOUTHERN CO	842587107	100.000	07/02/10	03/10/11	3,842.31	3,355.39	486.92	
SOUTHERN CO	842587107	100.000	07/02/10	03/11/11	3,826.36	3,355.39	470.97	
NOVELLUS SYSTEMS INC	670008101	100.000	03/24/10	03/16/11	3,490.85	2,483.57	1,007.28	
NOVELLUS SYSTEMS INC	670008101	300.000	Various	03/22/11	10,695.75	7,576.41	3,119.34	
ALEXION PHARMACEUTICALS INC	015351109	50.000	08/11/10	04/01/11	4,972.93	2,732.18	2,240.75	
WELLPOINT INC	94973V107	100 000	08/09/10	04/08/11	6,876.44	5,530.41	1,346.03	
NATIONAL-OILWELL VARCO INC	637071101	100.000	11/24/10	04/13/11	7,427.58	6,280.80	1,146.78	
ALEXION PHARMACEUTICALS INC	015351109	50.000	08/11/10	04/15/11	5,040.38	2,732.17	2,308.21	
JPM CALLABLE REN SPX 2/8/12 INITIAL LEVEL-1/21/11 SPX: 1283.35	48125XBS4	250,000.000	01/21/11	04/27/11	270,250.00	250,000.00	20,250.00	
DEVON ENERGY CORP	25179M103	70.000	05/12/10	05/03/11	6,132.66	4,884.15	1,248.51	
BAKER HUGHES INC	057224107	80 000	11/24/10	05/12/11	5,553.15	4,024.72	1,528.43	
DOW CHEMICAL CO	260543103	200.000	07/12/10	05/17/11	7,312.59	5,160.42	2,152.17	
DOW CHEMICAL CO	260543103	300.000	Various	05/18/11	11,061.71	8,940.72	2,120 99	
SANDISK CORP	80004C101	125.000	11/24/10	06/14/11	5,406.89	5,459.38	-52.49	
CITRIX SYSTEMS INC	177376100	100.000	12/14/10	07/11/11	7,909.40	6,884.05	1,025.35	
DEVON ENERGY CORP	25179M103	60.000	08/11/10	07/15/11	4,748.03	3,862.88	885.15	
XILINX CORP	983919101	79.000	12/22/10	07/27/11	2,552.04	2,235.91	316.13	
XILINX CORP	983919101	20 000	12/22/10	07/27/11	643.89	566.05	77.84	
BAKER HUGHES INC	057224107	40.000	11/24/10	08/03/11	2,862.77	2,021.31	841.46	
BAKER HUGHES INC	057224107	67.000	11/24/10	08/04/11	4,440.93	3,400.69	1,040.24	
LENNAR CORP	526057104	200.000	11/04/10	08/04/11	3,178.82	3,083.41	95.41	

* O indicates Ordinary Income Gain/Loss   F indicates Foreign Exchange Gain/Loss on Capital transactions

J.P.Morgan

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Part IV

Attachment #5

J.P.Morgan

THE CLINTON FAMILY FUND NP PCIAA
Account Number: V 18949-00-4

Capital Gain and Loss Schedule

Transactions

Description	Cusip	Units	Date Acquired	Date Sold	Sales Price	Tax Cost Basis	Gain/Loss	Ordinary Income*
Short Term Non Covered								
BAKER HUGHES INC	057224107	63.000	Various	08/05/11	4,137.70	3,399.75	737.95	
CME GROUP INC CLASS A COMMON STOCK	12572Q105	10.000	08/19/10	08/10/11	2,510.99	2,447.59	63.40	
STATE STREET CORP	857477103	5.000	10/14/10	08/12/11	179.38	198.84	-19.46	
STATE STREET CORP	857477103	14.000	10/14/10	08/12/11	494.02	556.74	-62 72	
STATE STREET CORP	857477103	14.000	10/14/10	08/12/11	492 66	556.74	-64.08	
STATE STREET CORP	857477103	2 000	10/14/10	08/12/11	69.99	79.53	-9.54	
STATE STREET CORP	857477103	16.000	10/14/10	08/12/11	557.05	636.27	-79.22	
STATE STREET CORP	857477103	49.000	10/14/10	08/15/11	1,709.00	1,948 58	-239.58	
APACHE CORP	037411105	40.000	10/20/10	08/16/11	4,161.98	4,139.69	22.29	
3M CO	88579Y101	40.000	11/11/10	08/18/11	3,104.65	3,452.45	-347.80	
3M CO	88579Y101	60.000	11/11/10	09/16/11	4,822.32	5,178.68	-356.36	
XILINX CORP	983919101	80.000	12/22/10	09/20/11	2,429.56	2,264.22	165.34	
BARC GSCI OIL PART CPN NOTE 02/01/12 LNKD TO SPGCCLP INDEX, 8%CPN, 20%BUFFER, 30.5% MAX RET 01/14/11; STRIKE : 552.9937	06741JBP3	200,000.000	01/14/11	10/07/11	157,440.00	200,000.00	-42,560.00	
SEMPRA ENERGY	816851109	25.000	12/09/10	12/09/11	1,314.92	1,283.02	31.90	
SEMPRA ENERGY	816851109	100.000	Various	12/09/11	5,222.08	5,158.55	63.53	
Total Short Term Non Covered					**586,027.94**	**582,227.41**	**3,800.53**	

* O indicates Ordinary Income Gain/Loss F indicates Foreign Exchange Gain/Loss on Capital transactions

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J.P.Morgan

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Part IV

Attachment #6

THE CLINTON FAMILY FUND NP PCIAA
Account Number: V 18949-00-4

Capital Gain and Loss Schedule

Transactions

Description	Cusip	Units	Date Acquired	Date Sold	Sales Price	Tax Cost Basis	Gain/Loss	Ordinary Income*
Long Term Non Covered								
GOLDMAN SACHS TRUST HIGH YIELD FUND INSTITUTIONAL SHS	38141W679	82,375.479	02/24/09	01/05/11	603,812.26	430,000.00	173,812.26	
JPM HIGH YIELD FD - SEL	4812C0803	25,581.067	07/02/08	01/05/11	210,020.56	192,113.81	17,906.75	
JPM SHORT DURATION BOND FD - SEL	4812C1330	22,847.776	Various	01/05/11	250,183.15	244,149.17	6,033.98	
PIMCO LOW DURATION FUND	693390304	26,772.012	04/16/08	01/05/11	277,358.04	270,932.76	6,425.28	
PHILIP MORRIS INTERNATIONAL	718172109	25 000	02/27/09	01/05/11	1,462.36	850.62	611.74	
PARKER-HANNIFIN CORP	701094104	50.000	07/08/09	01/07/11	4,320.43	2,015.04	2,305.39	
PHILIP MORRIS INTERNATIONAL	718172109	150.000	Various	01/10/11	8,456.24	5,887.67	2,568.57	
STARWOOD HOTELS & RESORTS	85590A401	8.000	07/01/09	01/11/11	487.14	171.34	315.80	
STARWOOD HOTELS & RESORTS	85590A401	17.000	07/01/09	01/11/11	1,038.85	364.09	674.76	
MERCK AND CO INC	58933Y105	100 000	09/14/09	01/13/11	3,480.09	3,289.44	190.65	
PIMCO LOW DURATION FUND	693390304	19,716.274	04/16/08	01/21/11	205,049.25	199,528.69	5,520.56	
HSBC SPX MKT PLS NOTE 01/27/11 (70% CONTIN BARRIER-3.7%PMT-UNCAPPED) INITIAL LEVEL-SPX.07/24/09: 979 26	4042K0YE9	250,000.000	07/24/09	01/27/11	329,544.76	250,000.00	79,544.76	
MICROSOFT CORP	594918104	100.000	12/15/06	01/25/11	2,819.80	3,010 00	-190.20	
QUALCOMM INC	747525103	25.000	12/15/06	01/25/11	1,270.28	986.75	283.53	
TD AMERITRADE HOLDING CORPORATION	87236Y108	100.000	08/02/07	01/25/11	2,006.81	1,680.48	326.33	
TD AMERITRADE HOLDING CORPORATION	87236Y108	100.000	11/20/07	01/25/11	2,003.49	1,836.77	166.72	
ABBOTT LABORATORIES	002824100	75.000	01/10/07	01/26/11	3,521.93	3,761.25	-239.32	
CELGENE CORPORATION	151020104	25.000	12/17/07	01/26/11	1,410.65	1,246 62	164.03	
APACHE CORP	037411105	75.000	01/04/08	01/27/11	8,791.33	8,235.00	556.33	
MERCK AND CO INC	58933Y105	75.000	09/14/09	01/27/11	2,495.47	2,467.08	28 39	

* O indicates Ordinary Income Gain/Loss   F indicates Foreign Exchange Gain/Loss on Capital transactions

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Part IV

Attachment #6

J.P. Morgan

THE CLINTON FAMILY FUND NP PCIAA
Account Number: V 18949-00-4

Capital Gain and Loss Schedule

Transactions

Description	Cusip	Units	Date Acquired	Date Sold	Sales Price	Tax Cost Basis	Gain/Loss	Ordinary Income*
Long Term Non Covered								
QUALCOMM INC	747525103	50.000	Various	01/27/11	2,733.36	1,988.48	744.88	
STARWOOD HOTELS & RESORTS	85590A401	75.000	07/01/09	01/28/11	4,396.37	1,606.26	2,790.11	
INTERNATIONAL BUSINESS MACHINES CORP	459200101	25.000	12/15/06	02/03/11	4,088.68	2,380.50	1,708.18	
MATTHEWS PACIFIC TIGER FD	577130107	5,844 516	Various	02/08/11	130,975.61	99,040.10	31,935.51	
T ROWE PRICE INTERNATIONAL FUNDS INC NEW ASIA FUND	77956H500	30,829.073	06/03/09	02/08/11	569,104.69	390,604.35	178,500.34	
CELGENE CORPORATION	151020104	50.000	12/17/07	02/14/11	2,606.05	2,493.25	112.80	
CISCO SYSTEMS INC	17275R102	100.000	Various	02/14/11	1,886.31	2,580.75	-694.44	
CISCO SYSTEMS INC	17275R102	300.000	Various	02/14/11	5,635.93	7,782.19	-2,146.26	
INTERNATIONAL BUSINESS MACHINES CORP	459200101	30.000	12/15/06	02/17/11	4,899.92	2,856.60	2,043.32	
SYSCO CORP	871829107	100.000	05/02/08	02/23/11	2,823.12	3,168.09	-344.97	
BARC ASIA BSKT MKT PLS NOTE 03/03/11 (71.5%KO BARRIER-0%PMT-UNCAPPED) INITIAL LEVEL-ASIA BSKT:08/28/09:100	06739JTJ2.	250,000.000	08/28/09	03/03/11	291,305.23	250,000.00	41,305.23	
EAGLE SER MID CAP STK I	269858841	34,157.631	Various	03/07/11	980,324.01	750,000.00	230,324.01	
JUNIPER NETWORKS INC	48203R104	25.000	03/23/09	03/03/11	1,093.11	409.21	683.90	
MORGAN STANLEY	617446448	200.000	Various	03/07/11	5,635.91	5,527.26	108.65	
SOUTHERN CO	842587107	200.000	Various	03/10/11	7,684.60	5,729.67	1,954 93	
QUALCOMM INC	747525103	50.000	01/14/08	03/16/11	2,552.30	2,003.46	548.84	
OCCIDENTAL PETROLEUM CORP	674599105	70.000	Various	03/18/11	6,891 60	4,383.59	2,508.01	

* O indicates Ordinary Income Gain/Loss F indicates Foreign Exchange Gain/Loss on Capital transactions

0584070013027023083I
05940700310010014931

002308 0031 of 0034 NSPOQMN3 Y7 NNNNYNNN

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Part IV

THE CLINTON FAMILY FUND NP PCIAA
Account Number: V 18949-00-4

Capital Gain and Loss Schedule

Transactions

Description	Cusip	Units	Date Acquired	Date Sold	Sales Price	Tax Cost Basis	Gain/Loss	Ordinary Income*
Long Term Non Covered								
JPM SPX BREN 03/31/11	48124AJY4	100,000.000	03/12/10	03/31/11	110,300.00	100,000.00	10,300.00	
(10%BUFF								
-2XLEV-5.15%CAP-10.3%MXPYMT)								
INITIAL LEVEL- SPX:3/12/10: 1149.99								
APACHE CORP	037411105	10 000	01/04/08	04/08/11	1,315.32	1,098.00	217.32	
APACHE CORP	037411105	30 000	01/04/08	04/11/11	3,781.98	3,294.00	487.98	
EOG RESOURCES INC	26875P101	40.000	07/01/09	04/11/11	4,488.14	2,707.13	1,781.01	
FREEPORT-MCMORAN COPPER & GOLD INC	35671D857	50 000	01/10/08	04/11/11	2,761.85	2,390.00	371.85	
CL B								
MS COMMODITY CPN 04/14/11	617482LG7	200,000.000	04/01/10	04/14/11	234,500.00	200,000.00	34,500.00	
KNOCK-OUT NOTES								
LKND S&P GSCI EXCESS RETURN INDEX								
MAX RET 117.25%, DD 04/01/10								
FREEPORT-MCMORAN COPPER & GOLD INC	35671D857	50.000	01/10/08	04/13/11	2,605.36	2,390.00	215.36	
CL B								
GOOGLE INC	38259P508	25 000	Various	04/18/11	13,058.35	7,332.04	5,726.31	
CL A								
PFIZER INC	717081103	500.000	02/17/09	04/26/11	10,084.55	7,158 65	2,925.90	
PROCTER & GAMBLE CO	742718109	120 000	12/15/06	04/26/11	7,668.39	7,683.60	-15.21	
EXXON MOBIL CORP	30231G102	120.000	01/07/08	05/05/11	9,885.23	11,162.40	-1,277.17	

* O indicates Ordinary Income Gain/Loss   F indicates Foreign Exchange Gain/Loss on Capital transactions

Attachment #6

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Part IV

Attachment #6

THE CLINTON FAMILY FUND NP PCIAA
Account Number: V 18949-00-4

Capital Gain and Loss Schedule

Transactions

Description	Cusip	Units	Date Acquired	Date Sold	Sales Price	Tax Cost Basis	Gain/Loss	Ordinary Income*
Long Term Non Covered								
GS EAFE NOTE 05/12/11 (80%KO BAR -0%CPN-7%CAP) INITIAL LEVEL- 4/09/10: SX5E:2993.54 UKX:5770.98 TPX:989.42	38143UHN4	125,000.000	04/09/10	05/12/11	125,000.00	125,000.00	.00	
APACHE CORP	037411105	40 000	Various	05/12/11	4,929.76	3,924.12	1,005.64	
EXXON MOBIL CORP	30231G102	200 000	Various	05/12/11	16,123.09	18,260.44	-2,137.35	
EXXON MOBIL CORP	30231G102	10.000	06/06/08	05/12/11	802.13	884.39	-82.26	
STAPLES INC	855030102	100.000	07/18/08	05/23/11	1,674.56	2,275.79	-601.23	
STAPLES INC	855030102	100.000	07/18/08	05/23/11	1,666.46	2,275.79	-609.33	
CISCO SYSTEMS INC	17275R102	600.000	Various	05/25/11	9,658.97	15,310.71	-5,651.74	
ABBOTT LABORATORIES	002824100	100.000	Various	05/26/11	5,196.40	5,070.62	125.78	
ABBOTT LABORATORIES	002824100	40.000	08/02/07	05/27/11	2,058.10	2,050.50	7.60	
BANK OF AMERICA CORP	060505104	200.000	12/15/06	06/13/11	2,165.03	10,613.98	-8,448.95	
BANK OF AMERICA CORP	060505104	200.000	Various	06/13/11	2,165 95	9,826.74	-7,660.79	
BANK OF AMERICA CORP	060505104	100.000	11/06/07	06/13/11	1,079 07	4,519.75	-3,440 68	
BANK OF AMERICA CORP	060505104	100.000	01/31/08	06/13/11	1,084.71	4,396.62	-3,311.91	
BANK OF AMERICA CORP	060505104	100.000	07/16/08	06/13/11	1,080.15	2,046.12	-965.97	
MARVELL TECHNOLOGY GROUP LTD	G5876H105	400.000	Various	06/14/11	5,714.85	8,179.14	-2,464.29	
ADVANCED AUTO PARTS INC	00751Y106	125.000	Various	06/14/11	7,155.40	3,879.32	3,276.08	
GENERAL ELECTRIC CO	369604103	600.000	06/24/10	07/12/11	11,159 06	9,180.84	1,978.22	
DEVON ENERGY CORP	25179M103	30.000	05/12/10	07/15/11	2,374 01	2,093.21	280 80	
EOG RESOURCES INC	26875P101	80.000	Various	07/15/11	8,082.10	6,580.91	1,501.19	
ABBOTT LABORATORIES	002824100	40.000	Various	07/21/11	2,110 37	2,056.06	54.31	

* O indicates Ordinary Income Gain/Loss F indicates Foreign Exchange Gain/Loss on Capital transactions

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Part IV

Attachment #6

J.P. Morgan

THE CLINTON FAMILY FUND NP PCIAA
Account Number. V 18949-00-4

Capital Gain and Loss Schedule

Transactions

Description	Cusip	Units	Date Acquired	Date Sold	Sales Price	Tax Cost Basis	Gain/Loss	Ordinary Income*
Long Term Non Covered								
QUALCOMM INC	747525103	60.000	01/14/08	07/21/11	3,393.32	2,404.15	989.17	
MORGAN STANLEY ARN SPX 8/25/11 (90/100/100 -10% BUFFER-10.2% PYMT) INITIAL LEVEL - SPX:8/08/08:1296.32	617482BF0	250,000.000	08/08/08	07/22/11	306,125.00	250,000.00	56,125.00	
PEPSICO INC	713448108	40.000	01/09/08	07/25/11	2,570.63	3,156.51	-585.88	
ABBOTT LABORATORIES	002824100	60.000	10/22/07	07/27/11	3,110.34	3,086.89	23.45	
HONEYWELL INTERNATIONAL INC	438516106	66.000	12/16/09	07/27/11	3,569.79	2,723.67	846.12	
ISHARES COHEN & STEERS REALTY MAJORS INDEX FUND	464287564	3,824.000	03/13/09	07/27/11	287,443.41	115,282.51	172,160.90	
PFIZER INC	717081103	150.000	02/17/09	07/27/11	2,912.94	2,148.67	764.27	
TIME WARNER INC NEW	887317303	100 000	02/08/08	08/01/11	3,484.86	3,262.79	222.07	
TIME WARNER INC NEW	887317303	60.000	02/08/08	08/02/11	2,066.38	1,957.67	108.71	
FREEPORT-MCMORAN COPPER & GOLD INC CL B	35671D857	50.000	02/09/09	08/03/11	2,508.05	754.45	1,753.60	
MASTERCARD INC - CLASS A	57636Q104	20.000	Various	08/03/11	6,706.79	3,615.69	3,091.10	
FREEPORT-MCMORAN COPPER & GOLD INC CL B	35671D857	72.000	02/09/09	08/05/11	3,357.73	1,086.41	2,271.32	
STAPLES INC	855030102	525.000	Various	08/09/11	6,541.74	11,355.39	-4,813.65	
APACHE CORP	037411105	45.000	Various	08/10/11	4,468.24	3,418.84	1,049.40	
CME GROUP INC CLASS A COMMON STOCK	12572Q105	25.000	02/09/10	08/10/11	6,277.48	7,139.12	-861.64	
WALT DISNEY CO	254687106	245.000	Various	08/10/11	7,561.40	7,103.60	457.80	

* O indicates Ordinary Income Gain/Loss F indicates Foreign Exchange Gain/Loss on Capital transactions

J.P.Morgan

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Part IV

Attachment #6

THE CLINTON FAMILY FUND NP PCIAA
Account Number: V 18949-00-4

Capital Gain and Loss Schedule

Transactions

Description	Cusip	Units	Date Acquired	Date Sold	Sales Price	Tax Cost Basis	Gain/Loss	Ordinary Income*
Long Term Non Covered								
WALT DISNEY CO	254687106	65.000	Various	08/12/11	2,153.65	1,220.13	933 52	
APACHE CORP	037411105	35.000	Various	08/16/11	3,641.72	3,316.98	324.74	
BB & T CORP	054937107	84.000	Various	08/16/11	1,756.66	1,378.82	377.84	
BB & T CORP	054937107	141.000	Various	08/16/11	2,924.65	2,836.85	87.80	
WALT DISNEY CO	254687106	240.000	Various	08/16/11	8,003.23	4,285.23	3,718.00	
GS BREN EAFE 09/08/11 (10%BUFFER-2XLEV-7.51%CAP-15.02%MAXRTRN) INITIAL LEVEL-08/13/10:SX5E.2708.73 UKX:5275.44 TPX:831.24	38143ULT6	250,000.000	08/13/10	09/08/11	239,633.64	250,000.00	-10,366.36	
PEPSICO INC	713448108	80.000	Various	09/09/11	4,797.24	5,810.60	-1,013.36	
PEPSICO INC	713448108	75.000	10/15/08	09/19/11	4,544.02	4,017.27	526.75	
FREEPORT-MCMORAN COPPER & GOLD INC CL B	35671D857	60.000	02/09/09	09/20/11	2,374.95	905.34	1,469.61	
CITIGROUP INC NEW	172967424	170.000	Various	09/21/11	4,664.52	6,873.04	-2,208.52	
CARNIVAL CORPORATION	143658300	90.000	01/08/10	09/22/11	2,806.36	2,970.51	-164.15	
CITIGROUP INC NEW	172967424	90.000	Various	09/22/11	2,153.28	4,049.79	-1,896.51	
GOLDMAN SACHS GROUP INC	38141G104	10.000	Various	09/22/11	925.10	1,403 25	-478.15	
BANK OF AMERICA CORP REPRESENTS PRO RATA SHARE OF THE NET SETTLEMENT FROM THE BANK OF AMERICA CORP CLASS ACTION. DUE V18949004 THE CLINTON	060505104		00/00/00	09/29/11	48.89	00	48.89	
CVS CAREMARK CORPORATION	126650100	90.000	01/07/08	09/28/11	3,092.28	3,405.82	-313.54	

* O indicates Ordinary Income Gain/Loss F indicates Foreign Exchange Gain/Loss on Capital transactions

J.P.Morgan

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Part IV

Attachment #6

J.P. Morgan

THE CLINTON FAMILY FUND NP PCIAA
Account Number: V 18949-00-4

Capital Gain and Loss Schedule

Transactions

Description	Cusip	Units	Date Acquired	Date Sold	Sales Price	Tax Cost Basis	Gain/Loss	Ordinary Income*
Long Term Non Covered								
E I DU PONT DE NEMOURS & CO	263534109	60.000	04/30/10	09/28/11	2,504.11	2,434.39	69.72	
FREEPORT-MCMORAN COPPER & GOLD INC CL B	35671D857	70.000	Various	09/28/11	2,298 51	1,470.57	827.94	
BAIDU INC SPONS ADR	056752108	30.000	09/21/10	09/29/11	3,284.84	2,765.49	519.35	
E I DU PONT DE NEMOURS & CO	263534109	90.000	04/30/10	09/29/11	3,715.75	3,652.17	63.58	
FREEPORT-MCMORAN COPPER & GOLD INC CL B	35671D857	100.000	Various	09/29/11	3,166.17	2,853.56	312.61	
SPRINT NEXTEL CORP	852061100	700.000	07/30/09	09/29/11	2,201.73	2,840.26	-638.53	
COACH INC	189754104	80.000	10/07/09	09/30/11	4,123.84	2,671.14	1,452.70	
COACH INC	189754104	120.000	Various	10/05/11	6,304.32	4,987.79	1,316.53	
MASTERCARD INC - CLASS A	57636Q104	10.000	07/16/09	10/05/11	3,070.10	1,801.08	1,269.02	
CONOCOPHILLIPS	20825C104	120.000	10/02/09	10/06/11	7,631.51	5,626.44	2,005.07	
EOG RESOURCES INC	26875P101	40.000	Various	10/14/11	3,305.61	4,206.11	-900.50	
EATON VANCE MUT FDS TR GLOBAL MACRO - I	277923728	38,675.403	Various	10/18/11	382,886.49	393,406.40	-10,519.91	•
JPM SHORT DURATION BOND FD - SEL	4812C1330	18,597.832	04/16/08	10/18/11	204,204.20	199,368.76	4,835.44	
MORGAN STANLEY	617446448	225.000	Various	10/17/11	3,408.57	5,557.06	-2,148.49	
NEXTERA ENERGY INC	65339F101	200.000	Various	10/14/11	10,940 84	9,997.05	943.79	
HSBC GOLD CPN NOTE 10/21/11 5%CPN, 80% BARRIER, 17.5% MAX RET DD 10/08/10	4042K06X8	200,000.000	10/08/10	10/21/11	235,000 00	200,000.00	35,000.00	
VANGUARD MSCI EMERGING MARKETS ETF	922042858	4,875 000	09/22/10	10/18/11	189,777.18	216,775.16	-26,997.98	
SPRINT NEXTEL CORP	852061100	1,000.000	Various	10/20/11	2,722.64	4,247.08	-1,524.44	

* O indicates Ordinary Income Gain/Loss   F indicates Foreign Exchange Gain/Loss on Capital transactions

Part IV

Attachment #6

J.P. Morgan

THE CLINTON FAMILY FUND NP PCIAA
Account Number: V 18949-00-4

Capital Gain and Loss Schedule

Transactions

Description	Cusip	Units	Date Acquired	Date Sold	Sales Price	Tax Cost Basis	Gain/Loss	Ordinary Income*
Long Term Non Covered								
SPRINT NEXTEL CORP	852061100	400.000	08/11/10	10/21/11	1,099.85	1,823.52	-723.67	
VERIZON COMMUNICATIONS INC	92343V104	230.000	12/15/06	10/28/11	8,627.25	7,819.60	807.65	
CVS CAREMARK CORPORATION	126650100	100.000	01/07/08	10/31/11	3,659.83	3,784.24	-124.41	
CVS CAREMARK CORPORATION	126650100	80.000	Various	10/31/11	2,930.88	2,354.31	576.57	
CS BREN ASIA BASKET 11/9/11 10%BUFFER-2XLEV-7.375%CAP-14.75%MAXRTRN INITIAL LEVEL-10/22/10 ASIA BASKET: 100	22546EC93	300,000.000	10/22/10	11/09/11	296,267.55	300,000.00	-3,732.45	
CS BREN EAFE 11/9/11 10%BUFFER-2XLEV-8.857%CAP-17.714%MAXRTRN INITIAL LEVEL-10/22/10:SX5E:2873.74 UKX:5741.37 TPX:824.88	22546ED27	275,000.000	10/22/10	11/09/11	258,813.50	275,000.00	-16,186.50	
E I DU PONT DE NEMOURS & CO	263534109	80.000	Various	11/08/11	3,924.22	3,190.59	733.63	
NORFOLK SOUTHERN CORP	655844108	100.000	12/15/06	11/08/11	7,332.82	5,111.99	2,220.83	
COLGATE PALMOLIVE CO	194162103	60.000	09/21/10	11/09/11	5,266.93	4,727.42	539.51	
DB CONT BUFF EQ MID 11/23/11 20%CAP INITIAL LEVEL-11/3/10 MID· 836 25	2515A1AZ4	200,000.000	11/03/10	11/23/11	209,000.00	200,000.00	9,000.00	
SG BREN SPX 11/30/11 11 8%MAXRTRN INITIAL LEVEL-11/12/10 SPX: 1198.70	78423AA69	250,000.000	11/12/10	11/30/11	250,000.00	250,000.00	00	
KELLOGG CO	487836108	100.000	11/10/10	11/28/11	4,851.90	4,880.97	-29.07	

* O indicates Ordinary Income Gain/Loss F indicates Foreign Exchange Gain/Loss on Capital transactions

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Part IV

THE CLINTON FAMILY FUND NP PCIAA
Account Number: V 18949-00-4

Capital Gain and Loss Schedule

Transactions

Description	Cusip	Units	Date Acquired	Date Sold	Sales Price	Tax Cost Basis	Gain/Loss	Ordinary Income*
Long Term Non Covered								
AMERICAN EXPRESS CO	025816109	100.000	11/03/10	12/05/11	4,893.06	4,227.76	665.30	
VANGUARD MSCI EMERGING MARKETS ETF	922042858	8,583.000	09/22/10	12/07/11	350,417.41	381,657.69	-31,240.28	
Total Long Term Non Covered					**7,969,148.93**	**6,958,929.80**	**1,010,219.13**	

* O indicates Ordinary Income Gain/Loss F indicates Foreign Exchange Gain/Loss on Capital transactions

Attachment #6

The Clinton Family Fund
2011 Contributions

MWH
3/20/2012

Date	Check #	Payee	Purpose	Amount
4/30/11	TCC Exp	American Folk Art Museum	General Operations	$50 00
12/30/11	AMEX	American Folk Art Museum 2 Lincoln Square New York, NY 10023	General Operations	$2,500 00
12/30/11	1569	Belle Voce Young Womens Choir 564 Bluff Road NW Rochester, MN	Working Capital Reserve/General Operations	$5,000 00
6/24/11	1542	Big Brothers/Big Sisters 701 SW 27th Avenue Miami, FL 33135	General Operations	$5,000 00
12/30/11	AMEX	Books-a-go-go 10076 Heather Lake Court Jacksonville, FL 32256	General Operations	$250 00
1/31/11	TCC Exps	Camillus House	General Operations	$100 00
12/30/11	AMEX	Camillus House 336 NW 5th Street Miami, FL 33128	General Operations	$1,000 00
4/30/11	4739	American Institute for Cancer Research 1759 R Street Washington, DC 20009	General Operations	$20 00
12/30/11	1575	Catholic Theological Union 5401 S Cornell Chicago, IL 60615	General Operation	$1,000 00
12/30/11	1577	Center for Security Policy 5185 McArthur Boulevard NW Washington, DC 20016	Keeper of the Flame Dinner	$5,000 00
9/21/11	1558	Century HS Boys Soccer	Soccer Program	$250 00
12/30/11	1570	Century HS Boys Soccer 2525 Viola Road Rochester, MN 55906	Soccer Program	$300 00
4/20/11	1535	Chicago Child Care Society	General Operations	$10,000 00
4/20/11	1437	Chicago Child Care Society	Void Prior Year Check	-$1,000 00
8/31/11	TCC Exp	Chicago Child Care Society	General Operations	$1,850 00
12/30/11	AMEX	Chicago Child Care Society 5467 S University Chicago, IL 60615	Joint Art Education Program with HPAC	$10,000 00
1/3/11	1438	Chicago Chorale	General Operations	$1,000 00
12/30/11	1584	Chicago Chorale 1100 East 55th Street Chicago, IL 60615	General Operations	$1,000 00
6/24/11	1543	Chicago Symphony Orchestra	Vision 2020	$10,000.00
12/30/11	1596	Chicago Symphony Orchestra 220 South Michigan Chicago, IL 60604	Underwrite Gala	$25,000 00
12/30/11	AMEX	Children's Memorial Hospital 2300 Children's Plaza Chicago, IL 60614	General Operations	$2,000.00
12/30/11	1581	Christ the King Community Church 10595 Hwy 119 Black Hawk, CO 80422	Children's Outreach Program	$5,000 00

Part XV

Attachment #7

1/3/11	1473	Christ's Church Mandarin	Missionary Fund	$5,000 00
12/30/11	1587	Christ's Church Mandarin	The Wood Apartment Complex Support	$300 00
12/30/11	1582	Christ's Church Mandarin 6045 Greenland Road Jacksonville, FL 32258	Missionary Fund	$3,000 00
6/24/11	1547	Coconut Grove Cares	General Operations/Kiln upgrades	$7,500 00
12/30/11	1598	Coconut Grove Cares 3870 Washington Avenue Coconut Grove, FL 33133	General Operations	$10,000 00
6/24/11	1548	Colorado Symphony Orchestra 1000 14th Street, #15 Denver, CO 80202	Working Capital Reserve/General Operations	$10,000 00
6/24/11	1549	Court Theatre	General Operations	$7,500 00
12/30/11	1609	Court Theatre 5535 S Ellis Chicago, IL 60637	General Operations	$15,000 00
12/30/11	AMEX	Cradles to Crayons 155 North Beacon Street Brighton, MA 02135	General Operations	$50 00
12/30/11	1576	Center for Enviromental & Sustainability Education Florida Gulf Coast University 10501 FGCU Blvd Fort Myers, FL 33965	General Operations	$100 00
12/30/11	AMEX	Dana Farber Cancer Research 10 Brookline Place Brookline, MA 02445	Ludwig Center General Operations	$3,000 00
12/30/11	AMEX	Denver Botanic Garden 909 York Street Denver, CO 80206	General Operations	$1,000.00
1/3/11	1477	Denver Rescue Mission	General Operations	$500 00
12/30/11	AMEX	Denver Rescue Mission PO Box 5164 Denver, CO 80217	General Operations	$1,000 00
12/30/11	1599	Fairchild Tropical Botanic Garden 10901 Old Cutler Road Coral Gables, FL 33156	President's Discrectionary Fund	$50,000 00
8/31/11	1556	First Baptist Church Hammond 523 Sibley Hammond, IN 46320	Scholarships	$5,000 00
11/4/11	1561	Friends of Chamber Music 2665 S Bayshore Drive Miami, FL 33133	General Operations	$5,000 00
12/30/11	1572	Funding Arts Network P O Box 331864 Miami, FL 33233-1864	General Operations	$1,500 00
10/26/11	1559	Gilpin Education Foundation 514 Coyote Circle Black Hawk, CO 80422	Equipment Purchase	$6,000 00
12/30/11	1573	Golden Gate Canyon State Park 1313 Sherman Street Denver, CO 80203	General Operations	$1,000 00
1/3/11	1447	Greater Chicago Food Depository	General Operations	$1,000 00
12/30/11	AMEX	Greater Chicago Food Depository 4100 West Ann Lurie Place	General Operations	$1,000 00

Part XV

Attachment #7

		Chicago, IL 60632		
9/1/11	1555	Hyde Park Alliance for Art & Culture	General Operations	$500 00
12/30/11	1574	Hyde Park Alliance for Art & Culture 5100 S Hyde Park Blvd Chicago IL 60615	General Operations	$100 00
6/24/11	1550	Hyde Park Art Center	Oakman Clinton School General Operations	$5,000 00
12/30/11	1590	Hyde Park Art Center 5020 S Cornell Chicago, IL 60615	Working Capital Reserve/Support Oakman School	$75,000 00
12/30/11	1583	Institute for Classical Architecture 3200 Cherry Creek South Drive Denver, CO 80209	General Operations	$1,000 00
12/30/11	1592	Jacksonville School for Autism 4000 Spring park Road Jacksonville, FL 33207	Piano Scholarships	$5,000 00
1/3/11	1449	Jacksonville Symphony Orchestra	General Operations	$1,000 00
12/30/11	AMEX	Jacksonville Symphony Orchestra 300 Water Street Jacksonville, FL 32202	General Operations	$1,000 00
1/3/11	1450	KBDI Broomfield PBS	General Operations	$1,000 00
12/30/11	AMEX	KBDI Broomfield PBS 2900 Welton Street Denver, CO 80205	General Operations	$1,200 00
12/30/11	1586	Keep Jacksonville Beautiful 117 West Duval Jacksonville, FL 32202	General Operations	$75 00
1/3/11	1451	KMRA Denver	General Operations	$1,000 00
12/30/11	AMEX	KMRA Denver 1089 Bannock Street Lobby Denver, CO 80204	General Operations	$1,200 00
6/24/11	1544	KVOD CO Public Radio	Musical Instrument Refurbishment	$2,500 00
12/30/11	AMEX	KVOD CO Public Radio 7409 S Alton Court Centennial, CO 80112	General Operations	$1,200 00
6/24/11	1546	League of American Orchestras	Working Capital Reserve/General Operations	$10,000 00
12/30/11	1593	League of American Orchestras 33 West 60th Street, 5th Floor New York, NY 10023-7905	Working Capital Reserve/General Operations	$75,000 00
12/30/11	AMEX	MaliVai Washington Kids Found 1096 West 6th Street Jacksonville, FL 32209	Home School Tennis Program	$100 00
12/30/11	1610	Mayo Clinic Foundation 200 First Street SW Rochester, MN 55905	General Operations	$20,000 00
6/24/11	1545	Miami City Ballet	Artist Circle	$10,000.00
12/30/11	1602	Miami City Ballet	General Operations	$10,000 00
12/30/11	1611	Miami City Ballet 2200 Liberty Avenue Miami Beach, FL 33139	General Operations	$10,000 00
12/30/11	1603	Miami Music Project 1300 Biscayne Blvd Miami, FL 33132	General Operations	$5,000 00
1/3/11	1483	Miami Rescue Mission	General Operations	$500 00
2/28/11	TCC Exp	Miami Rescue Mission	General Operations	$100 00

12/30/11	AMEX	Miami Rescue Mission 2020 NW 1st Avenue Miami, FL 33242	General Operations	$1,000 00
12/30/11	Chase	Misericordia 6300 North Ridge Chicago, IL 60660	General Operations	$2,000 00
12/30/11	1585	Morgan Memorial Goodwill 1010 Harrison Boston, MA 02119	Job Placement/Training Program	$50 00
4/12/11	1534	Mother McAuley High School 3737 W 99th Street Chicago, IL 60655	Appalachia Mission Project	$3,217 18
12/30/11	AMEX	National Urban League 120 Wall Street New York, NY 10005	General Operations	$1,000 00
12/30/11	AMEX	National Wildlife Federation 11100 Wildlife Center Reston, VA 20190	General Operations	$100 00
12/30/11	1608	New World Symphony 500 17th Street Miami Beach, FL 33139	Capital Campaign/Gala/General Operations	$75,000 00
12/30/11	1604	New York Philharmonic 10 Lincoln Center Plaza New York, NY 10023	General Operations	$10,000 00
12/30/11	1568	NW DuPage Walk in Ministries 427 W Army Trail Road Bloomingdale, IL 60108	General Operations	$1,000 00
12/30/11	1588	Oak Park River Forest Symphony PO Box 3564 Oak Park, IL 60303	General Operations	$1,000 00
12/30/11	AMEX	Philadelphia Orchestra 260 South Broad Street Philadelphia, PA 19102	General Operations	$100 00
3/25/11	1533	Plymouth Congregational Church	General Operations	$1,000 00
5/16/11	1540	Plymouth Congregational Church	Reroofing of Little School House	$10,000 00
11/10/11	1563	Plymouth Congregational Church	Keyboard Purchase	$6,000 00
12/30/11	1605	Plymouth Congregational Church	Pastor's Discretionary Fund	$44,000 00
Various	Various	Plymouth Congregational Church 3400 Devon Road Coconut Grove, FL 33133	General Operations	$305 00
12/30/11	1567	Poudre Wilderness Volunteers PO Box 271921 Fort Collins, CO 80527	General Operations	$3,000 00
1/3/11	1476	RedTail Project PO Box 8039 Topeka, KS 66608	General Operations	$1,000 00
12/30/11	1591	Rochester Art Center 40 Civic Center Drive Rochester, MN 55904	Boys and Girls Club/President's Discretionary Fund	$5,000.00
12/30/11	AMEX	Ron De Jesus Dance 5228 W. Berenice Avenue Chicago, IL 60641	General Operations	$1,000 00
1/3/11	1509	Salvation Army - Chicago	General Operations	$1,000 00

12/31/11	Amex - TCC	Salvation Army - Chicago 5040 N Pulaski Chicago, IL 60630	General Operations	$1,000 00
12/30/11	AMEX	Salvation Army - Miami 1907 NW 38th Street Miami, FL 33142	General Operations	$1,000 00
5/11/11	1537	Seraphic Fire	General Operations	$150 00
12/30/11	1606	Seraphic Fire 1900 Coral Way Miami, FL 33145	2012-2013 Season General Operations	$15,000 00
12/30/11	AMEX	Sierra Club 85 Second Street San Francisco, CA 94105	General Operations	$75 00
6/24/11	1551	Sisters of St Francis	General Operations	$1,000 00
12/30/11	1565	Sisters of St Francis 1001 14th Street NW Rochester, MN 55901	General Operations	$5,000 00
12/30/11	1589	Skidmore College 815 North Broadway Saratoga Springs, NY 12866	General Operations	$500 00
12/30/11	AMEX	South Florida Classical Radio PO Box 1628 Ft Lauderdale, FL 33302	General Operations	$1,000 00
6/24/11	1552	Sphinx Organization	Miami Residency Support	$5,000 00
12/30/11	AMEX	Sphinx Organization 400 Renaissance Center Detroit, MI 48243	General Operations	$5,000 00
5/6/11	1536	Spring For Music 33 West 60th New York, NY 10023	General Operations	$5,000 00
12/30/11	1566	St James Methodist Church PO Box 615 Blackhawk, CO 80422	General Operations	$5,000 00
6/30/11	TCC Exp	American Diabetes Association 1701 N Beauregard Alexandira, VA 22311	General Operations	$100 00
12/30/11	AMEX	The Bridges of NE Florida 1824 Pearl Street Jacksonville, FL 32206	General Operations	$100 00
12/30/11	1597	The Cleveland Orchestra - Miami Residency 200 S Biscayne Blvd Miami, FL 33131	General Operations	$10,000 00
12/30/11	1600	The Food Project 10 Lewis Street Lincoln, MA	Boston Bounty Bucks Program	$10,000 00
12/30/11	1601	The Harris Theater 205 East Randolph Chicago, IL 60601	Chairman's Fund	$10,000 00
1/3/11	1457	The Miami Project to Cure Paralysis PO Box 016960 Miami, FL 33101	General Operations	$1,000 00
9/21/11	1557	Twin Lakes Academy Elementary 8000 Points Meadow Drive	School Playground	$100 00

		Jacksonville, FL 32256		
6/24/11	1554	U of CO - College of Music	Scholarships	$1,500 00
12/30/11	1595	U of CO - College of Music 301 UCB Boulder, CO 80309	Scholarships	$10,000 00
12/30/11	1594	U of Miami - School of Architecture PO Box 248073 Coral Gables, FL 33124	Laser Cutter/ Scholarships	$20,000 00
4/30/11	TCC Exp	UCCCHSC 1220 East 56th Street Chicago, IL 60637	General Operations	$50 00
12/30/11	AMEX	United Way - Miami Dade 3250 SW 3rd Avenue Miami, FL 33129	General Operations	$5,000 00
12/30/11	AMEX	University of New Hampshire Foundation 9 Edgewood Drive Durham, NH 03824	President's Fund for Excellence	$500 00
12/30/11	1564	Univ of Chi, Dept of Music Visiting Committee 1010 East 59th Street Chicago, IL 60637	General Operations	$1,000 00
12/30/11	1560	West Suburban PADS PO Box 797 Oak Park, IL 60303	General Operations	$5,000 00
1/31/11	TCC Exps	WPBT Miami Public TV	General Operations	$125 00
12/30/11	AMEX	WPBT Miami Public TV P O Box 610002 Miami, FL 33261-0002	General Operations	$1,200 00
12/30/11	1607	Young Arts 777 Brickell Avenue Miami, FL 33131	Gala/General Operations	$11,500 00
5/16/11	1541	Zoological Society of Florida	Amphitheater Upgrade	$10,000 00
12/30/11	AMEX	Zoological Society of Miami 12400 SW 152nd Street Miami FL 33177	General Operations	$1,000 00
Total Contributions				$766,917 18

Part XV

Attachment #7

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