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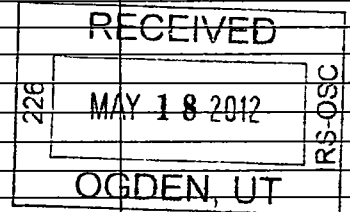
**Return of Private Foundation
or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation****2011**Department of the Treasury
Internal Revenue Service

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

For calendar year 2011, or tax year beginning , 2011, and ending

Name of foundation DELLENBACK FAMILY FOUNDATION, INC.		A Employer identification number 36-4513808						
Number and street (or P O box number if mail is not delivered to street address) c/o CUMMINGS & LOCKWOOD, 6 LANDMARK SQUARE	Room/suite (HST, III)	B Telephone number (see the instructions) (845) 735-8659						
City or town STAMFORD	State ZIP code CT 06901	C If exemption application is pending, check here ☐						
G Check all that apply: <table border="0"> <tr> <td>☐ Initial return</td> <td>☐ Initial Return of a former public charity</td> </tr> <tr> <td>☐ Final return</td> <td>☐ Amended return</td> </tr> <tr> <td>☐ Address change</td> <td>☐ Name change</td> </tr> </table>		☐ 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 ☐
☐ Initial return	☐ Initial Return of a former public charity							
☐ Final return	☐ Amended return							
☐ Address change	☐ Name change							
H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐						
I Fair market value of all assets at end of year (from Part II, column (c), line 16) \$ 2,032,236.	J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐						

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
REVENUE	1 Contributions, gifts, grants, etc., received (att sch)	254,799.			
	2 Ck ☐ if the foundn is not req to att Sch B				
	3 Interest on savings and temporary cash investments	26.	26.		
	4 Dividends and interest from securities	34,209.	34,209.		
	5a Gross rents				
	b Net rental income or (loss)		L-6a Stmt		
	6a Net gain/(loss) from sale of assets not on line 10	53,450.			
	b Gross sales price for all assets on line 6a	1,180,198.			
	7 Capital gain net income (from Part IV, line 2)		90,217.		
	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/(loss) (att sch)					
11 Other income (attach schedule)					
OTHER INVESTMENT INCOME	3,194.	3,194.			
12 Total. Add lines 1 through 11	345,678.	127,646.			
ADMINISTRATIVE EXPENSES	13 Compensation of officers, directors, trustees, etc				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule) L-16a Stmt	3,169.			3,169.
	b Accounting fees (attach sch) L-16b Stmt	10,415.	3,000.		7,415.
	c Other prof fees (attach sch)				
	17 Interest				
	18 Taxes (attach schedule)(see instrs) See Line 18 Stmt	5,447.	1,855.		
	19 Depreciation (attach sch) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)				
	CUSTODIAN AND TRANSACTION FEES	11,349.	11,349.		
	24 Total operating and administrative expenses. Add lines 13 through 23	30,380.	16,204.		10,584.
25 Contributions, gifts, grants paid	116,280.			116,280.	
26 Total expenses and disbursements. Add lines 24 and 25	146,660.	16,204.		126,864.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	199,018.				
b Net investment income (if negative, enter -0-)		111,442.			
c Adjusted net income (if negative, enter -0-)					

SCANNED MAY 22 2012
OPERATING DIVISION

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
ASSETS	1	Cash – non-interest-bearing				
	2	Savings and temporary cash investments		91,365.	81,245.	81,245.
	3	Accounts receivable				
		Less: allowance for doubtful accounts				
	4	Pledges receivable				
		Less: allowance for doubtful accounts				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)				
	7	Other notes and loans receivable (attach sch)				
		Less: allowance for doubtful accounts				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10a	Investments – U.S. and state government obligations (attach schedule)				
	b	Investments – corporate stock (attach schedule) L-10b Stmt		1,962,611.	2,153,457.	1,950,991.
	c	Investments – corporate bonds (attach schedule)				
	LIABILITIES	11	Investments – land, buildings, and equipment basis			
		Less: accumulated depreciation (attach schedule)				
12		Investments – mortgage loans				
13		Investments – other (attach schedule)				
14		Land, buildings, and equipment: basis				
		Less: accumulated depreciation (attach schedule)				
15		Other assets (describe _____)				
16		Total assets (to be completed by all filers – see the instructions. Also, see page 1, item I)		2,053,976.	2,234,702.	2,032,236.
17		Accounts payable and accrued expenses				
18		Grants payable				
19	Deferred revenue					
20	Loans from officers, directors, trustees, & other disqualified persons					
21	Mortgages and other notes payable (attach schedule)					
22	Other liabilities (describe L-22 Stmt _____)		19,721.	1,429.		
23	Total liabilities (add lines 17 through 22)		19,721.	1,429.		
FUND ASSETS OR BALANCES	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. ☐					
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ☒					
	27	Capital stock, trust principal, or current funds		2,034,255.	2,233,273.	
	28	Paid-in or capital surplus, or land, building, and equipment fund				
	29	Retained earnings, accumulated income, endowment, or other funds				
30	Total net assets or fund balances (see instructions)		2,034,255.	2,233,273.		
31	Total liabilities and net assets/fund balances (see instructions)		2,053,976.	2,234,702.		

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	2,034,255.
2	Enter amount from Part I, line 27a	2	199,018.
3	Other increases not included in line 2 (itemize) _____	3	
4	Add lines 1, 2, and 3	4	2,233,273.
5	Decreases not included in line 2 (itemize) _____	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 30	6	2,233,273.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shares MLC Company)

(b) How acquired
P — Purchase
D — Donation(c) Date acquired
(month, day, year)(d) Date sold
(month, day, year)**1 a PUBLICLY TRADED SECURITIES****b PUBLICLY TRADED SECURITIES**

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 1,180,198.		1,126,748.	53,450.
b 0.		-36,767.	36,767.
c			
d			
e			

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

(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	(l) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
a			53,450.
b			36,767.
c			
d			
e			

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	90,217.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)	— [If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8]	3	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (column (b) divided by column (c))
2010	17,353.	1,658,958.	0.010460
2009	17,866.	1,304,824.	0.013692
2008	106,023.	1,240,167.	0.085491
2007	136,638.	1,317,674.	0.103696
2006	3,000.	691,713.	0.004337

2 Total of line 1, column (d)	2	0.217676
3 Average distribution ratio for the 5-year base period — divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.043535
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	1,992,167.
5 Multiply line 4 by line 3	5	86,729.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1,114.
7 Add lines 5 and 6	7	87,843.
8 Enter qualifying distributions from Part XII, line 4	8	126,864.

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

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

1 a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter 'N/A' on line 1 Date of ruling or determination letter: _____ (attach copy of letter if necessary — see instrs)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b		1	1,114.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	1,114.
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	1,114.
6 Credits/Payments:			
a 2011 estimated tax pmts and 2010 overpayment credited to 2011	6a	3,000.	
b Exempt foreign organizations — tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	3,000.	
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		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	1,886.	
11 Enter the amount of line 10 to be Credited to 2012 estimated tax ☒ 1,886. Refunded ☐	11		

Part VII-A Statements Regarding Activities

	Yes	No
1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)? <i>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</i>		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation ☐ \$ _____ (2) On foundation managers ☐ \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ☐ \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If 'Yes,' attach a detailed description of the activities</i>		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? <i>If 'Yes,' attach a conformed copy of the changes</i>		X
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If 'Yes,' has it filed a tax return on Form 990-T for this year?		N/A
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If 'Yes,' attach the statement required by General Instruction T.</i>		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If 'Yes,' complete Part II, column (c), and Part XV</i>	X	
8 a Enter the states to which the foundation reports or with which it is registered (see instructions) <u>CT - Connecticut</u>		
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? <i>If 'No,' attach explanation</i>	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)? <i>If 'Yes,' complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If 'Yes,' attach a schedule listing their names and addresses</i>		X

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If 'Yes', attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If 'Yes,' attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address <u>N/A</u>	13	X	
14	The books are in care of <u>MYER, GREENE & DEGGE</u> Telephone no <u>(845) 735-8659</u> Located at <u>P.O. BOX 930</u> <u>PEARL RIVER NY</u> ZIP + 4 <u>10965</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here ☐ and enter the amount of tax-exempt interest received or accrued during the year <u>15</u>			
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	Yes	No
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If 'Yes,' enter the name of the foreign country <u></u>			X

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

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

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

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Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions)

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ No**b** If any answer is 'Yes' to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?5b *N/A*

Organizations relying on a current notice regarding disaster assistance check here

☐**c** If the answer is 'Yes' to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?*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?7b *N/A***Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1** List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ROBERT J. DELLENBACK MYER, GREENE & DEGGE, P.O. BOX 930 PEARL RIVER NY 10965	PRESIDENT/TREASURER 1.00	0.	0.	0.
GERALDINE W. DELLENBACK MYER, GREENE & DEGGE, P.O. BOX 930 PEARL RIVER NY 10965	CHAIRMAN/SECRETARY 1.00	0.	0.	0.
HOWARD S. TUTHILL, III, ESQ. P.O. BOX 120 STAMFORD CT 06904	ASSISTANT SECRETARY 1.00	0.	0.	0.
See Information about Officers, Directors, Trustees, Etc.		0.	0.	0.

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NOT APPLICABLE				
0				
0				
0				
0				

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

NONE

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Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3 Five highest-paid independent contractors for professional services (see instructions). If none, enter 'NONE.'**

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NOT APPLICABLE		
Total number of others receiving over \$50,000 for professional services		NONE

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 NOT APPLICABLE	
	0.
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NOT APPLICABLE	
	0.
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3	None

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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	1,972,518.
b	Average of monthly cash balances	1b	49,987.
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	2,022,505.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	2,022,505.
4	Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	30,338.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,992,167.
6	Minimum investment return. Enter 5% of line 5	6	99,608.

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	99,608.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	1,114.
b	Income tax for 2011 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	1,114.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	98,494.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	98,494.
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	98,494.

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	126,864.
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	126,864.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	1,114.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	125,750.

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.

BAA

Form 990-PF (2011)

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				98,494.
2 Undistributed income, if any, as of the end of 2011:				
a Enter amount for 2010 only			15,356.	
b Total for prior years 20__, 20__, 20__				
3 Excess distributions carryover, if any, to 2011:				
a From 2006	0.			
b From 2007	0.			
c From 2008	0.			
d From 2009	0.			
e From 2010	0.			
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2011 from Part XII, line 4: ► \$ 126,864.				
a Applied to 2010, but not more than line 2a			15,356.	
b Applied to undistributed income of prior years (Election required — see instructions) ..				
c Treated as distributions out of corpus (Election required — see instructions)				
d Applied to 2011 distributable amount				98,494.
e Remaining amount distributed out of corpus	13,014.			
5 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	13,014.			
b Prior years' undistributed income Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount — see instructions		0.		
e Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount — see instructions			0.	
f Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2012				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)	0.			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	13,014.			
10 Analysis of line 9:				
a Excess from 2007	0.			
b Excess from 2008	0.			
c Excess from 2009	0.			
d Excess from 2010	0.			
e Excess from 2011	13,014.			

N/A

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

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
<i>a Paid during the year</i>				
TETON YOUTH AND FAMILY SERVICES P.O. BOX 2631 JACKSON WY 83001	NOT APPLICABLE	PUBLIC CHARITY	SPECIAL WILDERNESS TRIPS FOR AT-RISK BOYS	13,280.
SPECIAL OPERATIONS WARRIOR FOUNDATION P.O. BOX 13483 TAMPA FL 33681	NOT APPLICABLE	PUBLIC CHARITY	EDUCATION OF THE SURVIVING CHILDREN OF SPECIAL OPS FORCES	3,000.
BUFFALO BILL HISTORICAL CENTER 720 SHERIDAN AVENUE CODY WY 82414	NOT APPLICABLE	PUBLIC CHARITY	GENERAL OPERATIONS	100,000.
Total				116,280.
<i>b Approved for future payment</i>				
NOT APPLICABLE				
Total				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
		(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	
1	Program service revenue:					
a						
b						
c						
d						
e						
f						
g	Fees and contracts from government agencies					
2	Membership dues and assessments					
3	Interest on savings and temporary cash investments			14	26.	
4	Dividends and interest from securities			14	34,209.	
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			14	3,194.	
8	Gain or (loss) from sales of assets other than inventory			18	53,450.	
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)				90,879.	
13	Total. Add line 12, columns (b), (d), and (e)				13	90,879.

(See worksheet in line 13 instructions to verify calculations)

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

[illegible]

Schedule B
(Form 990, 990-EZ,
or 990-PF)

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

► Attach to Form 990, Form 990-EZ, or Form 990-PF

OMB No 1545-0047

2011

Name of the organization

DELLENBACK FAMILY FOUNDATION, INC.

Employer identification number

36-4513808

Organization type (check one)

Filers of:

Form 990 or 990-EZ

Section:

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

Form 990-PF

- ☒ 501(c)(3) exempt private foundation
☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.

Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

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

Special Rules

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

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

BAA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF.

Schedule B (Form 990, 990-EZ, or 990-PF) (2011)

Name of organization

Employer identification number

DELLENBACK FAMILY FOUNDATION, INC.

36-4513808

Part I Contributors (see instructions) Use duplicate copies of Part I if additional space is needed

(a) Number	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	DELLENBACK CHARITABLE LEAD UNITRUST c/o MYER, GREENE & DEGGE, P.O. BOX 930 PEARL RIVER NY 10965	\$ 212,755.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
2	GERALDINE W. DELLENBACK c/o MYER, GREENE & DEGGE, P.O. BOX 930 PEARL RIVER NY 10965	\$ 39,544.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)

Employer identification number

36-4513808

Part II

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
<u>2</u>	718 SHARES WAL-MART STORES INCORPORATED, COMMON		
		\$ 39,544.	01/18/11
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	

Schedule B (Form 990, 990-EZ, or 990-PF) (2011)

**Form 990-PF
Part I, Line 6a****Net Gain or Loss From Sale of Assets****2011**

Name **DELLENBACK FAMILY FOUNDATION, INC.** Employer Identification Number **36-4513808**

Asset Information:

Description of Property:	PUBLICLY TRADED SECURITIES (GWDFD-001)		
Date Acquired	<u>Various</u>	How Acquired	
Date Sold	<u>Various</u>	Name of Buyer	
Sales Price	<u>287,595.</u>	Cost or other basis (do not reduce by depreciation)	<u>271,822.</u>
Sales Expense		Valuation Method	
Total Gain (Loss)	<u>15,773.</u>	Accumulation Depreciation	
Description of Property:	PUBLICLY TRADED SECURITIES (GWDFD-002)		
Date Acquired:	<u>Various</u>	How Acquired:	
Date Sold	<u>Various</u>	Name of Buyer:	
Sales Price	<u>892,603.</u>	Cost or other basis (do not reduce by depreciation)	<u>854,926.</u>
Sales Expense		Valuation Method	
Total Gain (Loss)	<u>37,677.</u>	Accumulation Depreciation	
Description of Property.			
Date Acquired.		How Acquired	
Date Sold.		Name of Buyer.	
Sales Price:		Cost or other basis (do not reduce by depreciation)	
Sales Expense		Valuation Method	
Total Gain (Loss)		Accumulation Depreciation	
Description of Property			
Date Acquired		How Acquired	
Date Sold:		Name of Buyer.	
Sales Price		Cost or other basis (do not reduce by depreciation)	
Sales Expense		Valuation Method	
Total Gain (Loss):		Accumulation Depreciation	
Description of Property			
Date Acquired		How Acquired	
Date Sold		Name of Buyer	
Sales Price:		Cost or other basis (do not reduce by depreciation)	
Sales Expense		Valuation Method	
Total Gain (Loss)		Accumulation Depreciation	
Description of Property			
Date Acquired		How Acquired	
Date Sold		Name of Buyer	
Sales Price		Cost or other basis (do not reduce by depreciation)	
Sales Expense		Valuation Method	
Total Gain (Loss).		Accumulation Depreciation	
Description of Property			
Date Acquired		How Acquired	
Date Sold:		Name of Buyer	
Sales Price		Cost or other basis (do not reduce by depreciation)	
Sales Expense		Valuation Method	
Total Gain (Loss)		Accumulation Depreciation	
Description of Property			
Date Acquired		How Acquired	
Date Sold.		Name of Buyer	
Sales Price		Cost or other basis (do not reduce by depreciation)	
Sales Expense		Valuation Method	
Total Gain (Loss)		Accumulation Depreciation	

Reminder Notes and Narratives

DELLENBACK FAMILY FOUNDATION, INC.

36-4513808

Form 990-PF, p6: Line 1a, Name-2

GERALDINE DELLENBACK CANNOT PARTICIPATE IN THE ADMINISTRATION AND DISTRIBUTION OF AMOUNTS RECEIVED FROM THE CHARITABLE LEAD TRUST SHE FUNDED FOR THE BENEFIT OF THE FOUNDATION (OR ANY INCOME EARNED THEREON) WHICH ARE REQUIRED TO BE ADMINISTERED AS A SEPARATE FUND BY AN INDEPENDENT COMMITTEE OF THE FOUNDATION.

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

Line 18 Stmt

Taxes	Rev/Exp Book	Net Inv Inc	Adj Net Inc	Charity Disb
FOREIGN TAXES WITHHELD	1,855.	1,855.		
FEDERAL EXCISE TAXES	3,592.			
Total	5,447.	1,855.		

Form 990-PF, Page 6, Part VIII, Line 1

Information about Officers, Directors, Trustees, Etc.

(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
Person ☐ Business ☐ IAN M. DELLENBACK MYER, GREENE & DEGGE, P.O. BOX 930 PEARL RIVER NY 10965	ASSIST. TREASURER 1.00	0.	0.	0.
Person ☐ Business ☐ GERALDINE D. PARKER MYER, GREENE & DEGGE, P.O. BOX 930 PEARL RIVER NY 10965	DIRECTOR 1.00	0.	0.	0.
Person ☐ Business ☐ ROBERT M. DELLENBACK MYER, GREENE & DEGGE, P.O. BOX 930 PEARL RIVER NY 10965	VICE PRESIDENT 1.00	0.	0.	0.

Total

0. 0. 0.

Form 990-PF, Page 1, Part I

Line 16a - Legal Fees

Name of Provider	Type of Service Provided	Amount Paid Per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
CUMMINGS & LOCKWOOD	VARIOUS LEGAL SERVICES	3,169.			3,169.
Total		3,169.			3,169.

Form 990-PF, Page 1, Part I

Line 16b - Accounting Fees

Name of Provider	Type of Service Provided	Amount Paid Per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
MYER, GREENE & DEGGE	RECORDKEEPING, TAXES	10,415.	3,000.		7,415.

Form 990-PF, Page 1, Part I

Continued

Line 16b - Accounting Fees

Name of Provider	Type of Service Provided	Amount Paid Per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Total		<u>10,415.</u>	<u>3,000.</u>		<u>7,415.</u>

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

L-10b Stmt

Line 10b - Investments - Corporate Stock:	End of Year	
	Book Value	Fair Market Value
SEE RIDER ATTACHED (GWDFD-001)	565,741.	459,348.
SEE RIDER ATTACHED (GWDFD-002)	1,587,716.	1,491,643.
Total	<u>2,153,457.</u>	<u>1,950,991.</u>

Form 990-PF, Page 2, Part II, Line 22

Other Liab Stmt

Line 22 - Other Liabilities:	Beginning Year Book Value	Ending Year Book Value
UNSETTLED YEAR END PURCHASES	19,721.	1,429.
Total	<u>19,721.</u>	<u>1,429.</u>

The Dellenback Family Foundation (GWDFD-001)

Foundation
Sanford C. Bernstein & Co. / Wells Fargo Bank, N.A.

Par Value or Shares	Security	Date Acquired	Average Cost	Inventory Value	Market Value
15 0000	AT & T Incorporated (New), Common	Apr 11, 2011	30.7467	461.20	453.60*
25 0000	AT & T Incorporated (New), Common	Apr 18, 2011	30.3188	757.97	756.00
25 0000	AT & T Incorporated (New), Common	Apr 21, 2011	30.6604	766.51	756.00
65.0000	TOTAL FOR THIS SECURITY		30.5489	1,985.68	1,965.60
10.0000	Accenture PLC, Class A	Feb 17, 2011	54.1290	541.29	532.30
10.0000	Accenture PLC, Class A	Feb 24, 2011	51.5860	515.86	532.30
10.0000	Accenture PLC, Class A	May 24, 2011	56.3230	563.23	532.30
30 0000	TOTAL FOR THIS SECURITY		54.0127	1,620.38	1,596.90
9.0000	Allergan Incorporated, Common	Dec 23, 2010	69.7289	627.56	789.66
6 0000	Allergan Incorporated, Common	Jan 05, 2011	69.8383	419.03	526.44
10 0000	Allergan Incorporated, Common	Feb 14, 2011	74.0060	740.06	877.40
10 0000	Allergan Incorporated, Common	Mar 15, 2011	69.5750	695.75	877.40
10 0000	Allergan Incorporated, Common	Mar 30, 2011	71.3870	713.87	877.40
45.0000	TOTAL FOR THIS SECURITY		71.0282	3,196.27	3,948.30
10 0000	Altria Group Incorporated, Common	Oct 08, 2004	10.6740	106.74	296.50
95.0000	Altria Group Incorporated, Common	Mar 25, 2011	25.9828	2,468.37	2,816.75
105 0000	TOTAL FOR THIS SECURITY		24.5249	2,575.11	3,113.25
8 0000	Amazon.com Incorporated, Common	Dec 23, 2010	182.8763	1,463.01	1,384.80
3 0000	Amazon.com Incorporated, Common	Jan 31, 2011	169.4300	508.29	519.30
3 0000	Amazon.com Incorporated, Common	Mar 10, 2011	166.1200	498.36	519.30
3 0000	Amazon.com Incorporated, Common	May 24, 2011	194.3667	583.10	519.30
3 0000	Amazon.com Incorporated, Common	Nov 29, 2011	193.6167	580.85	519.30
20.0000	TOTAL FOR THIS SECURITY		181.6805	3,633.61	3,462.00
13.0000	Anadarko Petroleum Corporation, Common	Jun 07, 2011	75.4646	981.04	992.29
1 0000	Anadarko Petroleum Corporation, Common	Jun 13, 2011	71.9200	71.92	76.33
7.0000	Anadarko Petroleum Corporation, Common	Jul 01, 2011	77.5357	542.75	534.31
6 0000	Anadarko Petroleum Corporation, Common	Jul 15, 2011	79.8100	478.86	457.98
8 0000	Anadarko Petroleum Corporation, Common	Aug 02, 2011	82.1925	657.54	610.64

<i>Par Value or Shares</i>	<i>Security</i>	<i>Date Acquired</i>	<i>Average Cost</i>	<i>Inventory Value</i>	<i>Market Value</i>
35 0000	TOTAL FOR THIS SECURITY		78.0603	2,732 11	2,671 55
30.0000	Apollo Group Incorporated, Class A Common	Dec 14, 2011			
35 0000	Apple Incorporated, Common	Dec 23, 2010	49.7293	1,491.88	1,616 10
80.0000	Applied Materials Incorporated, Common	Jul 18, 2011	323 8311 12 3589	11,334 09 988.71	14,175.00 856 80
95 0000	Applied Materials Incorporated, Common	Oct 12, 2011	11 3571	1,078 92	1,017.45
50.0000	Applied Materials Incorporated, Common	Nov 25, 2011	10 3568	517 84	535 50
50.0000	Applied Materials Incorporated, Common	Dec 23, 2011	10 6706	533 53	535.50
275.0000	TOTAL FOR THIS SECURITY		11.3418	3,119 00	2,945.25
75 0000	Astrazeneca PLC Sponsored ADR	May 17, 2010	42 0749	3,155 62	3,471 75
65.0000	Astrazeneca PLC Sponsored ADR	May 26, 2010	40 9452	2,661 44	3,008 85
140 0000	TOTAL FOR THIS SECURITY		41 5504	5,817 06	6,480 60
45 0000	BP PLC Sponsored ADR	Aug 11, 2011	39 6520	1,784 34	1,923 30
45 0000	BP PLC Sponsored ADR	Sep 15, 2011	39 3067	1,768 80	1,923 30
15.0000	BP PLC Sponsored ADR	Oct 06, 2011	36 2060	543 09	641 10
20.0000	BP PLC Sponsored ADR	Oct 11, 2011	38 1460	762.92	854 80
30.0000	BP PLC Sponsored ADR	Oct 28, 2011	45 3727	1,361 18	1,282 20
155 0000	TOTAL FOR THIS SECURITY		40 1312	6,220 33	6,624.70
222 4240	Bernstein Emerging Markets Value Portfolio	Feb 07, 2006	38.8687	8,645 34	5,389 33
239 8730	Bernstein Emerging Markets Value Portfolio	Oct 30, 2006	40 6465	9,750 00	5,812.12
123.2650	Bernstein Emerging Markets Value Portfolio	Dec 15, 2006	36 6901	4,522 60	2,986 71
6 3310	Bernstein Emerging Markets Value Portfolio	Dec 11, 2007	40 9604	259 32	153.40
92 2740	Bernstein Emerging Markets Value Portfolio	Oct 02, 2008	24 3839	2,250.00	2,235.80
110 5580	Bernstein Emerging Markets Value Portfolio	Dec 09, 2008	14 7200	1,627 41	2,678.82
6 7740	Bernstein Emerging Markets Value Portfolio	Dec 11, 2009	28 1798	190 89	164 13
9 1460	Bernstein Emerging Markets Value Portfolio	Dec 07, 2010	32 8111	300 09	221.61
58 0640	Bernstein Emerging Markets Value Portfolio	Sep 19, 2011	27.5558	1,600 00	1,406 89
42.9090	Bernstein Emerging Markets Value Portfolio	Dec 14, 2011	23 9099	1,025 95	1,039 69
911 6180	TOTAL FOR THIS SECURITY		33 0968	30,171 60	22,088 50
3,074 2990	Bernstein International Value Portfolio	Feb 07, 2006	25 2400	77,595 30	38,152 05
1,429.3340	Bernstein International Value Portfolio	Oct 30, 2006	28 0900	40,150 00	17,738 03
90 3930	Bernstein International Value Portfolio	Nov 21, 2006	28 2101	2,550.00	1,121 78
764.6520	Bernstein International Value Portfolio	Dec 15, 2006	25 6500	19,613 32	9,489 33
114 7490	Bernstein International Value Portfolio	Oct 04, 2007	29.6299	3,400 00	1,424 04

<i>Par Value or Shares</i>	<i>Security</i>	<i>Date Acquired</i>	<i>Average Cost</i>	<i>Inventory Value</i>	<i>Market Value</i>
805 3830	Bernstein International Value Portfolio	Dec 11, 2007	25 2600	20,343 97	9,994 80
591,0540	Bernstein International Value Portfolio	Oct 02, 2008	15 6500	9,250 00	7,334 98
92,5930	Bernstein International Value Portfolio	Jan 19, 2010	15 6599	1,450 00	1,149 08
206 6120	Bernstein International Value Portfolio	Feb 01, 2010	14 5200	3,000 00	2,564.05
81 4330	Bernstein International Value Portfolio	Dec 16, 2010	15 3500	1,250 00	1,010 58
179 0560	Bernstein International Value Portfolio	Dec 19, 2010	15 4700	2,770 00	2,222 08
1,122.1720	Bernstein International Value Portfolio	Dec 22, 2010	15 4700	17,360 00	13,926 15
75 3110	Bernstein International Value Portfolio	Jun 28, 2011	15 2700	1,150 00	934 61
62,9720	Bernstein International Value Portfolio	Jul 07, 2011	15 8801	1,000 00	781.48
70 0600	Bernstein International Value Portfolio	Nov 03, 2011	13 5598	950 00	869.44
61.6800	Bernstein International Value Portfolio	Nov 10, 2011	12 9702	800 00	765.45
8,821 7530	TOTAL FOR THIS SECURITY		22 9697	202,632 59	109,477.95
8 0000	Boeing Company, Common	Nov 02, 2011	64 4200	515 36	586.80
12 0000	Boeing Company, Common	Nov 10, 2011	65.1292	781 55	880.20
10 0000	Boeing Company, Common	Nov 11, 2011	66.9730	669 73	733 50
10 0000	Boeing Company, Common	Dec 22, 2011	74 2710	742 71	733 50
40.0000	TOTAL FOR THIS SECURITY		67 7338	2,709 35	2,934 00
13 0000	Borg Warner Incorporated, Common	Feb 15, 2011	79 5231	1,033 80	828 62
7 0000	Borg Warner Incorporated, Common	Mar 01, 2011	76 3100	534 17	446.18
10 0000	Borg Warner Incorporated, Common	Mar 18, 2011	74 7190	747 19	637 40
10 0000	Borg Warner Incorporated, Common	May 10, 2011	77,9570	779.57	637 40
40 0000	TOTAL FOR THIS SECURITY		77 3683	3,094 73	2,549 60
55,0000	Broadcom Corporation, Class A Common	Dec 23, 2010	43 2827	2,380 55	1,614.80
15,0000	Broadcom Corporation, Class A Common	Feb 17, 2011	42 0467	630 70	440 40
15 0000	Broadcom Corporation, Class A Common	May 02, 2011	35.1340	527 01	440 40
15 0000	Broadcom Corporation, Class A Common	May 10, 2011	33 3427	500.14	440 40
15 0000	Broadcom Corporation, Class A Common	Oct 04, 2011	32 3013	484 52	440 40
115 0000	TOTAL FOR THIS SECURITY		39 3297	4,522.92	3,376 40
50 0000	CBRE Group, Incorporated, Class A Common	Aug 02, 2011	21 1668	1,058 34	761.00
45 0000	CMS Energy Corporation, Common	Aug 25, 2011	19 3347	870.06	993 60
35,0000	CMS Energy Corporation, Common	Oct 13, 2011	19 9926	699 74	772 80
80 0000	TOTAL FOR THIS SECURITY		19 6225	1,569 80	1,766.40
15 0000	Celgene Corporation, Common	May 04, 2011	60 8220	912 33	1,014 00
40 0000	CenterPoint Energy Incorporated, Common	Oct 21, 2011	21 1330	845 32	803 60
40 0000	CenturyLink Incorporated, Common	Oct 07, 2010	40 0505	1,602 02	1,488.00

<i>Par Value or Shares</i>	<i>Security</i>	<i>Date Acquired</i>	<i>Average Cost</i>	<i>Inventory Value</i>	<i>Market Value</i>
60 0000	CenturyLink Incorporated, Common	Aug 10, 2011	33 6122	2,016 73	2,232.00
20 0000	CenturyLink Incorporated, Common	Sep 15, 2011	34 7590	695 18	744 00
20 0000	CenturyLink Incorporated, Common	Oct 05, 2011	32 1235	642 47	744 00
140 0000	TOTAL FOR THIS SECURITY		35 4029	4,956 40	5,208 00
65 0000	Cisco Systems Incorporated, Common	Dec 23, 2011	18 2700	1,187.55	1,175 20
55.0000	Cit Group Incorporated (New), Common	Dec 13, 2011	33 7365	1,855 51	1,917 85
20.0000	Citigroup Incorporated, Common	Feb 23, 2011	46 9850	939 70	526 20
22 5000	Citigroup Incorporated, Common	Mar 15, 2011	44 2182	994 91	591 98
20 0000	Citigroup Incorporated, Common	Mar 21, 2011	44 8370	896 74	526 20
25.0000	Citigroup Incorporated, Common	Mar 30, 2011	44 9712	1,124 28	657 75
12 5000	Citigroup Incorporated, Common	Apr 05, 2011	44.4248	555 31	328 88
20 0000	Citigroup Incorporated, Common	Apr 20, 2011	45 6060	912.12	526 20
20 0000	Citigroup Incorporated, Common	May 04, 2011	45 1740	903 48	526 20
15 0000	Citigroup Incorporated, Common	May 17, 2011	41 3440	620 16	394 65
30 0000	Citigroup Incorporated, Common	May 19, 2011	41 3727	1,241 18	789.30
15 0000	Citigroup Incorporated, Common	Jul 11, 2011	40 7260	610 89	394 65
25 0000	Citigroup Incorporated, Common	Jul 22, 2011	40 1792	1,004 48	657 75
25 0000	Citigroup Incorporated, Common	Oct 25, 2011	31 1560	778 90	657.75
250 0000	TOTAL FOR THIS SECURITY		42 3286	10,582 15	6,577 50
15.0000	Citrix Systems Incorporated, Common	Dec 23, 2010	68 4740	1,027 11	910.80
10 0000	Citrix Systems Incorporated, Common	Mar 18, 2011	67.0320	670 32	607 20
10 0000	Citrix Systems Incorporated, Common	Jun 22, 2011	76 6690	766 69	607.20
10 0000	Citrix Systems Incorporated, Common	Aug 25, 2011	54 3090	543 09	607 20
45.0000	TOTAL FOR THIS SECURITY		66 8269	3,007 21	2,732.40
8.0000	Comcast Corporation (New), Class A Common	Mar 05, 2010	17 3763	139 01	189.68
40 0000	Comcast Corporation (New), Class A Common	Jan 13, 2011	22 5803	903 21	948.40
12 0000	Comcast Corporation (New), Class A Common	Jan 18, 2011	22 8183	273 82	284 52
10 0000	Comcast Corporation (New), Class A Common	Feb 22, 2011	25.2700	252 70	237 10
20 0000	Comcast Corporation (New), Class A Common	Mar 18, 2011	24 1020	482 04	474 20
50.0000	Comcast Corporation (New), Class A Common	Mar 30, 2011	24 6984	1,234 92	1,185 50
25 0000	Comcast Corporation (New), Class A Common	Apr 18, 2011	23 9840	599 60	592 75

<i>Par Value or Shares</i>	<i>Security</i>	<i>Date Acquired</i>	<i>Average Cost</i>	<i>Inventory Value</i>	<i>Market Value</i>
165 0000	TOTAL FOR THIS SECURITY		23.5473	3,885 30	3,912 15
15 0000	ConocoPhillips, Common	Jun 07, 2011	71 5967	1,073 95	1,093 05
10 0000	ConocoPhillips, Common	Jul 15, 2011	76 4390	764 39	728 70
10 0000	ConocoPhillips, Common	Jul 20, 2011	75 7010	757 01	728 70
10 0000	ConocoPhillips, Common	Jul 22, 2011	75 4520	754 52	728 70
45 0000	TOTAL FOR THIS SECURITY		74 4416	3,349 87	3,279.15
45 0000	Constellation Brands Incorporated, Class A Common	Sep 01, 2009	14 9136	671.11	930 15
45 0000	Constellation Brands Incorporated, Class A Common	Jan 06, 2010	16 0413	721 86	930 15
90.0000	TOTAL FOR THIS SECURITY		15.4774	1,392 97	1,860 30
60 0000	Corning Incorporated, Common	Dec 05, 2008	7 9915	479.49	778.80
5 0000	Corning Incorporated, Common	Dec 02, 2010	18 2020	91.01	64 90
85 0000	Corning Incorporated, Common	Aug 16, 2011	15 1807	1,290 36	1,103 30
150.0000	TOTAL FOR THIS SECURITY		12 4057	1,860.86	1,947.00
19 0000	Covidien PLC (New), Common	May 18, 2011	56 9974	1,082 95	855 19
11.0000	Covidien PLC (New), Common	Aug 31, 2011	52 4973	577.47	495 11
15 0000	Covidien PLC (New), Common	Sep 02, 2011	50 9320	763 98	675.15
10 0000	Covidien PLC (New), Common	Oct 20, 2011	44 4420	444 42	450.10
10 0000	Covidien PLC (New), Common	Nov 01, 2011	45 2580	452 58	450 10
10 0000	Covidien PLC (New), Common	Nov 18, 2011	46 2130	462 13	450.10
75 0000	TOTAL FOR THIS SECURITY		50 4471	3,783.53	3,375 75
20 0000	DTE Energy Company, Common	Mar 14, 2011	48 4000	968 00	1,089 00
10 0000	DTE Energy Company, Common	Jul 26, 2011	51 1450	511 45	544.50
30 0000	TOTAL FOR THIS SECURITY		49 3150	1,479.45	1,633 50
95 0000	Danaher Corporation, Common	Dec 23, 2010	47 1713	4,481 27	4,468 80
10 0000	Danaher Corporation, Common	Mar 14, 2011	50 7920	507 92	470 40
10 0000	Danaher Corporation, Common	Apr 06, 2011	52 1990	521 99	470 40
115 0000	TOTAL FOR THIS SECURITY		47 9233	5,511 18	5,409 60
50 0000	Dell Incorporated, Common	Jul 17, 2009	12 7204	636 02	731 50
5 0000	Dell Incorporated, Common	Sep 02, 2010	12 2740	61 37	73 15
55 0000	TOTAL FOR THIS SECURITY		12 6798	697 39	804.65
65 0000	Delta Air Lines Incorporated, Common	Mar 15, 2010	12 6200	820 30	525 85
50.0000	Delta Air Lines Incorporated, Common	Jan 25, 2011	11 7028	585 14	404 50
75 0000	Delta Air Lines Incorporated, Common	Jul 22, 2011	8 1099	608 24	606 75

<i>Par Value or Shares</i>	<i>Security</i>	<i>Date Acquired</i>	<i>Average Cost</i>	<i>Inventory Value</i>	<i>Market Value</i>
190 0000	TOTAL FOR THIS SECURITY		10 5983	2,013 68	1,537 10
10 0000	Devon Energy Corporation (New), Common	Mar 26, 2009	48 4960	484 96	620.00
5 0000	Devon Energy Corporation (New), Common	Jan 26, 2011	85 6500	428 25	310.00
10 0000	Devon Energy Corporation (New), Common	Feb 24, 2011	88 4710	884.71	620.00*
10 0000	Devon Energy Corporation (New), Common	May 05, 2011	84 3200	843 20	620 00
35 0000	TOTAL FOR THIS SECURITY		75 4606	2,641 12	2,170 00
15 0000	DirecTV Group, Class A Common	Jan 06, 2011	41 1140	616 71	641 40
10 0000	DirecTV Group, Class A Common	Jan 12, 2011	41 7790	417 79	427 60
25 0000	TOTAL FOR THIS SECURITY		41 3800	1,034 50	1,069 00
75 0000	The Walt Disney Company Common	Dec 23, 2010	37 6844	2,826 33	2,812 50
15 0000	The Walt Disney Company Common	Jul 08, 2011	39 5680	593 52	562 50
15 0000	The Walt Disney Company Common	Aug 12, 2011	33 2967	499 45	562 50
15 0000	The Walt Disney Company Common	Nov 18, 2011	35 5847	533 77	562 50
120 0000	TOTAL FOR THIS SECURITY		37,1089	4,453 07	4,500 00
25 0000	Dollar General Corporation, Common	Sep 20, 2011	37 8176	945 44	1,028 50
15 0000	Dollar General Corporation, Common	Nov 25, 2011	38 4827	577 24	617 10
40 0000	TOTAL FOR THIS SECURITY		38 0670	1,522 68	1,645 60
90 0000	Dow Chemical Company, Common	Dec 28, 2010	34 3566	3,092 09	2,588 40
160 0000	EMC Corporation (MA), Common	Dec 23, 2010	22 9879	3,678 06	3,446 40
30 0000	EOG Resources Incorporated, Common	Dec 23, 2010	91 3810	2,741 43	2,955 30
5 0000	EOG Resources Incorporated, Common	Jul 22, 2011	106 1020	530 51	492 55
5 0000	EOG Resources Incorporated, Common	Jul 27, 2011	104 9620	524 81	492 55
40 0000	TOTAL FOR THIS SECURITY		94 9188	3,796 75	3,940 40
20 0000	Express Scripts Incorporated, Class A Common	Dec 23, 2010	54 2100	1,084 20	893 80
10 0000	Express Scripts Incorporated, Class A Common	Mar 08, 2011	54 6810	546 81	446.90
15 0000	Express Scripts Incorporated, Class A Common	Apr 21, 2011	56 2053	843 08	670 35
15 0000	Express Scripts Incorporated, Class A Common	May 19, 2011	60 5487	908 23	670 35
60 0000	TOTAL FOR THIS SECURITY		56 3720	3,382 32	2,681 40
25 0000	FMC Technologies Incorporated, Common	May 26, 2011	43 7296	1,093 24	1,305 75
10 0000	FMC Technologies Incorporated, Common	Sep 02, 2011	42 5830	425 83	522 30
25 0000	FMC Technologies Incorporated, Common	Sep 21, 2011	43 0520	1,076 30	1,305.75

<i>Par Value or Shares</i>	<i>Security</i>	<i>Date Acquired</i>	<i>Average Cost</i>	<i>Inventory Value</i>	<i>Market Value</i>
60 0000	TOTAL FOR THIS SECURITY		43 2562	2,595 37	3,133 80
16 0000	Flowserve Corporation, Common	Dec 23, 2010	118 4081	1,894 53	1,589 12
4 0000	Flowserve Corporation, Common	Mar 18, 2011	122 7700	491 08	397 28
4 0000	Flowserve Corporation, Common	Apr 13, 2011	127 3350	509 34	397 28
6 0000	Flowserve Corporation, Common	May 05, 2011	120 9567	725 74	595 92
30 0000	TOTAL FOR THIS SECURITY		120 6897	3,620 69	2,979 60
30 0000	Ford Motor Company (New), Common	Nov 11, 2009	8 3303	249 91	322 80
35 0000	Ford Motor Company (New), Common	Nov 13, 2009	8 3594	292 58	376 60
65 0000	TOTAL FOR THIS SECURITY		8 3460	542 49	699 40
40 0000	Gamestop Corporation, Class A Common	Apr 20, 2011	26 4050	1,056 20	965 20
120 0000	Gannett Company Incorporated, Common	Oct 15, 2010	13 0053	1,560 64	1,604 40
35 0000	Gannett Company Incorporated, Common	Dec 16, 2011	12 8731	450 56	467 95
155 0000	TOTAL FOR THIS SECURITY		12 9755	2,011 20	2,072 35
40 0000	General Electric Company, Common	Nov 06, 2009	15 3258	613 03	716 40
70 0000	General Electric Company, Common	Apr 05, 2011	20 4839	1,433 87	1,253 70
110 0000	TOTAL FOR THIS SECURITY		18 6082	2,046 90	1,970 10
25 0000	General Mills, Common	May 19, 2011	39 8884	997 21	1,010 25
15 0000	General Mills, Common	Jul 14, 2011	37 3147	559 72	606 15
40 0000	General Mills, Common	Nov 01, 2011	38 3735	1,534 94	1,616 40
80 0000	TOTAL FOR THIS SECURITY		38 6484	3,091 87	3,232 80
50 0000	General Motors Company, Common	Nov 18, 2010	33 9994	1,699 97	1,013 50
20 0000	General Motors Company, Common	Jun 08, 2011	28 9085	578 17	405 40
25 0000	General Motors Company, Common	Jun 21, 2011	29 8500	746 25	506 75
20 0000	General Motors Company, Common	Sep 02, 2011	22 0455	440 91	405 40
20 0000	General Motors Company, Common	Oct 28, 2011	26 3720	527 44	405 40
50 0000	General Motors Company, Common	Nov 15, 2011	23 0552	1,152 76	1,013 50
185 0000	TOTAL FOR THIS SECURITY		27 8135	5,145 50	3,749 95
16 0000	Gilead Sciences Incorporated, Common	Apr 08, 2010	45 7394	731 83	654 88
10 0000	Gilead Sciences Incorporated, Common	Dec 23, 2010	36 0040	360 04	409 30
15 0000	Gilead Sciences Incorporated, Common	Mar 30, 2011	42 8340	642 51	613 95

<i>Par Value or Shares</i>	<i>Security</i>	<i>Date Acquired</i>	<i>Average Cost</i>	<i>Inventory Value</i>	<i>Market Value</i>
30 0000	Gilead Sciences Incorporated, Common	Aug 08, 2011	36 8560	1,105 68	1,227 90
20 0000	Gilead Sciences Incorporated, Common	Aug 18, 2011	37 2870	745 74	818 60
91 0000	TOTAL FOR THIS SECURITY		39 4044	3,585 80	3,724 63
18 0000	Goldman Sachs Group Incorporated, Common	Dec 27, 2010	169 6206	3,053 17	1,627 74
6 0000	Goldman Sachs Group Incorporated, Common	Dec 19, 2011	87 2850	523 71	542 58
24 0000	TOTAL FOR THIS SECURITY		149 0367	3,576 88	2,170 32
11 0000	Goodrich Corporation, Common	Dec 23, 2010	87 8082	965 89	1,360 70
12 0000	Google Incorporated, Common	Dec 23, 2010	604 2233	7,250 68	7,750 80
1 0000	Google Incorporated, Common	Mar 08, 2011	596 0600	596 06	645 90
1 0000	Google Incorporated, Common	Mar 29, 2011	579 8100	579 81	645 90
14 0000	TOTAL FOR THIS SECURITY		601 8964	8,426 55	9,042 60
20 0000	Harley Davidson Incorporated, Common	Oct 21, 2011	37 1280	742 56	777 40
25 0000	Harley Davidson Incorporated, Common	Nov 14, 2011	39 5316	988 29	971 75
45 0000	TOTAL FOR THIS SECURITY		38 4633	1,730 85	1,749 15
60 0000	Health Net Incorporated, Common	Nov 24, 2010	26 6743	1,600 46	1,825 20
14 0000	The Hershey Company, Common	Dec 15, 2011	59 4129	831 78	864 92
30 0000	Hewlett Packard Company, Common	May 25, 2010	45 1363	1,354 09	772 80
30 0000	Hewlett Packard Company, Common	Jul 01, 2010	42 6487	1,279 46	772 80
15 0000	Hewlett Packard Company, Common	Aug 11, 2010	41 5007	622 51	386 40
10 0000	Hewlett Packard Company, Common	Feb 24, 2011	42 7360	427 36	257 60
10 0000	Hewlett Packard Company, Common	Mar 10, 2011	41 6240	416 24	257 60
15 0000	Hewlett Packard Company, Common	May 26, 2011	36 4240	546 36	386 40
50 0000	Hewlett Packard Company, Common	Aug 05, 2011	32 4792	1,623 96	1,288 00
40 0000	Hewlett Packard Company, Common	Aug 19, 2011	23 5225	940 90	1,030 40
25 0000	Hewlett Packard Company, Common	Dec 06, 2011	28 1704	704 26	644 00
25 0000	Hewlett Packard Company, Common	Dec 21, 2011	25 4764	636 91	644 00
250 0000	TOTAL FOR THIS SECURITY		34 2082	8,552 05	6,440 00

<i>Par Value or Shares</i>	<i>Security</i>	<i>Date Acquired</i>	<i>Average Cost</i>	<i>Inventory Value</i>	<i>Market Value</i>
35 0000	illumina Incorporated, Common	Dec 19, 2011	26 6143	931 50	1,066 80
25 0000	Ingersoll Rand PLC	Jun 16, 2009	21 2628	531 57	761 75
10 0000	Intuit Corporation, Common	Dec 27, 2010	49 8970	498 97	525 90
10 0000	Intuit Corporation, Common	Jan 10, 2011	47 9530	479 53	525 90
10 0000	Intuit Corporation, Common	Jan 26, 2011	47 1240	471 24	525 90
10 0000	Intuit Corporation, Common	Feb 25, 2011	52 6510	526 51	525 90
20 0000	Intuit Corporation, Common	Aug 22, 2011	43 7895	875 79	1,051 80
60 0000	TOTAL FOR THIS SECURITY		47 5340	2,852 04	3,155 40
15 0000	JPMorgan Chase & Company, Common	Jul 18, 1980	38 9947	584 92	498 75
10 0000	JPMorgan Chase & Company, Common	May 27, 2009	36 2880	362 88	332 50
25 0000	JPMorgan Chase & Company, Common	Jan 27, 2010	38 8868	972 17	831 25
25 0000	JPMorgan Chase & Company, Common	Jun 10, 2010	37 6448	941 12	831 25
10 0000	JPMorgan Chase & Company, Common	Jun 15, 2010	37 6630	376 63	332 50
28 0000	JPMorgan Chase & Company, Common	Aug 31, 2010	36 2346	1,014 57	931 00
80 0000	JPMorgan Chase & Company, Common	Dec 23, 2010	42 0168	3,361 34	2,660 00
17 0000	JPMorgan Chase & Company, Common	Sep 13, 2011	32 8065	557 71	565 25
210 0000	TOTAL FOR THIS SECURITY		38 9111	8,171 34	6,982 50
75 0000	Johnson & Johnson, Common	Jun 25, 2010	59 1032	4,432 74	4,918 50
5 0000	Johnson & Johnson, Common	Jun 28, 2010	59 4500	297 25	327 90
15 0000	Johnson & Johnson, Common	Jul 21, 2010	58 2653	873 98	983 70
20 0000	Johnson & Johnson, Common	Sep 01, 2010	58 2630	1,165 26	1,311 60
115 0000	TOTAL FOR THIS SECURITY		58 8629	6,769 23	7,541 70
40 0000	Johnson Controls Incorporated, Common	Dec 23, 2010	38 2645	1,530 58	1,250 40
15 0000	Johnson Controls Incorporated, Common	Jan 31, 2011	37 9773	569 66	468 90
15 0000	Johnson Controls Incorporated, Common	Jun 02, 2011	38 0747	571 12	468 90
70 0000	TOTAL FOR THIS SECURITY		38 1623	2,671 36	2,188 20
165 0000	Kroger Company, Common	Mar 14, 2011	23 7977	3,926 62	3,996 30
20 0000	Kroger Company, Common	Nov 11, 2011	23 3870	467 74	484 40
185 0000	TOTAL FOR THIS SECURITY		23 7533	4,394 36	4,480 70
25 0000	Lam Research Corporation, Common	May 09, 2011	48 3928	1,209 82	925 50

<i>Par Value or Shares</i>	<i>Security</i>	<i>Date Acquired</i>	<i>Average Cost</i>	<i>Inventory Value</i>	<i>Market Value</i>
25 0000	Lam Research Corporation, Common	Nov 02, 2011	42 1352	1,053 38	925 50
50 0000	TOTAL FOR THIS SECURITY		45 2640	2,263 20	1,851 00
5 0000	Las Vegas Sands Corporation, Common	Aug 23, 2011	41 1280	205 64	213 65
10 0000	Las Vegas Sands Corporation, Common	Aug 31, 2011	46 7870	467.87	427 30
15 0000	TOTAL FOR THIS SECURITY		44 9007	673.51	640 95
19 0000	Lear Corporation, Common	Jun 24, 2010	35 2842	670 40	756 20
21.0000	Lear Corporation, Common	May 25, 2011	49 0929	1,030 95	835 80
10 0000	Lear Corporation, Common	Nov 09, 2011	42 4850	424 85	398 00
50 0000	TOTAL FOR THIS SECURITY		42.5240	2,126 20	1,990.00
35 0000	Limited Brands Incorporated, Common	Dec 23, 2010	30 8914	1,081 20	1,412.25
15 0000	Limited Brands Incorporated, Common	Jan 06, 2011	29 2400	438 60	605 25
15 0000	Limited Brands Incorporated, Common	Jan 20, 2011	28 9233	433 85	605 25
65 0000	TOTAL FOR THIS SECURITY		30 0562	1,953 65	2,622 75
17.0000	Lorillard Incorporated, Common	Aug 18, 2011	107 3741	1,825 36	1,938 00
8 0000	Lorillard Incorporated, Common	Oct 06, 2011	113 7038	909 63	912 00
5 0000	Lorillard Incorporated, Common	Oct 24, 2011	114 7520	573 76	570 00
30 0000	TOTAL FOR THIS SECURITY		110 2917	3,308 75	3,420 00
26.0000	Lowe's Companies Incorporated, Common	Feb 03, 2011	24 5246	637 64	659.88
9 0000	Lowe's Companies Incorporated, Common	Feb 18, 2011	26 1967	235 77	228 42
25 0000	Lowe's Companies Incorporated, Common	Jun 07, 2011	23 1820	579 55	634.50
60.0000	TOTAL FOR THIS SECURITY		24 2160	1,452 96	1,522.80
50 0000	LyondellBasell Industries NV, Class A Common	May 23, 2011	34 2234	1,711 17	1,624 50
30 0000	LyondellBasell Industries NV, Class A Common	Oct 04, 2011	19 2067	576 20	974 70
80 0000	TOTAL FOR THIS SECURITY		28 5921	2,287.37	2,599.20
100.0000	Marathon Oil Corporation, Common	May 17, 2010	18 5636	1,856 36	2,927 00
35 0000	Marathon Oil Corporation, Common	Jun 29, 2010	18 7854	657 49	1,024 45
135 0000	TOTAL FOR THIS SECURITY		18 6211	2,513 85	3,951.45
23 0000	Marathon Petroleum Corporation, Common	May 17, 2010	25 1148	577.64	765.67
17.0000	Marathon Petroleum Corporation, Common	Jun 29, 2010	25 4147	432 05	565.93
33 0000	Marathon Petroleum Corporation, Common	Aug 01, 2011	44 7570	1,476 98	1,098 57
15 0000	Marathon Petroleum Corporation, Common	Aug 09, 2011	34 9593	524 39	499 35
20.0000	Marathon Petroleum Corporation, Common	Sep 26, 2011	29 9925	599 85	665 80
108.0000	TOTAL FOR THIS SECURITY		33 4344	3,610 91	3,595 32

<i>Par Value or Shares</i>	<i>Security</i>	<i>Date Acquired</i>	<i>Average Cost</i>	<i>Inventory Value</i>	<i>Market Value</i>
110 0000	Marvell Technology Group Limited, Common	Dec 23, 2010	18 9317	2,082 49	1,523 50
30 0000	Marvell Technology Group Limited, Common	Sep 16, 2011	15 1770	455 31	415 50
35 0000	Marvell Technology Group Limited, Common	Oct 20, 2011	13 3151	466 03	484.75
75 0000	Marvell Technology Group Limited, Common	Nov 15, 2011	14 8239	1,111 79	1,038.75
250 0000	TOTAL FOR THIS SECURITY		16 4625	4,115.62	3,462.50
25 0000	McGraw-Hill Companies Incorporated, Common	May 26, 2011	42 2596	1,056 49	1,124 25
40 0000	Metlife Incorporated, Common	Mar 04, 2011	44 9398	1,797 59	1,247.20
15 0000	Metlife Incorporated, Common	Apr 11, 2011	44.6867	670 30	467 70
25 0000	Metlife Incorporated, Common	Apr 25, 2011	44 1648	1,104 12	779 50
15 0000	Metlife Incorporated, Common	Jun 14, 2011	41 7093	625 64	467.70
15 0000	Metlife Incorporated, Common	Aug 10, 2011	32 6300	489 45	467 70
110 0000	TOTAL FOR THIS SECURITY		42 6100	4,687 10	3,429 80
150 0000	Micron Technology Incorporated, Common	Oct 17, 2011	5 5469	832 04	943 50
150 0000	Micron Technology Incorporated, Common	Nov 01, 2011	5 3696	805 44	943 50
100 0000	Micron Technology Incorporated, Common	Nov 15, 2011	5 3454	534 54	629 00
400 0000	TOTAL FOR THIS SECURITY		5 4301	2,172 02	2,516 00
10 0000	Monsanto Company (New), Common	Jan 31, 2011	72 8800	728 80	700 70
10 0000	Monsanto Company (New), Common	Feb 24, 2011	70 9000	709 00	700.70
10 0000	Monsanto Company (New), Common	Mar 17, 2011	67 1170	671 17	700 70
10 0000	Monsanto Company (New), Common	Apr 06, 2011	69 7660	697 66	700 70
15 0000	Monsanto Company (New), Common	Apr 15, 2011	67 3560	1,010 34	1,051 05
10 0000	Monsanto Company (New), Common	May 24, 2011	67 6590	676 59	700 70
65 0000	TOTAL FOR THIS SECURITY		69 1317	4,493 56	4,554.55
30 0000	Moody's Corporation, Common	Apr 08, 2011	35 8403	1,075 21	1,010.40
25 0000	Moody's Corporation, Common	Jun 21, 2011	37.9624	949 06	842.00
55 0000	TOTAL FOR THIS SECURITY		36 8049	2,024 27	1,852.40
110 0000	Morgan Stanley Group Incorporated, Common	Dec 05, 2011	16.4525	1,809 78	1,664 30
65 0000	NV Energy Incorporated, Common	Aug 16, 2011	14 5492	945 70	1,062 75

<i>Par Value or Shares</i>	<i>Security</i>	<i>Date Acquired</i>	<i>Average Cost</i>	<i>Inventory Value</i>	<i>Market Value</i>
40.0000	NV Energy Incorporated, Common	Oct 06, 2011	14 4140	576 56	654 00
105 0000	TOTAL FOR THIS SECURITY		14 4977	1,522 26	1,716.75
1 0000	NVR Incorporated, Common	Jul 06, 2009	491 1900	491 19	686.00
80 0000	Newell Rubbermaid Incorporated, Common	Oct 11, 2011	12 4958	999 66	1,292.00
25 0000	Noble Energy Incorporated, Common	Dec 23, 2010	85 2176	2,130 44	2,359.75
5 0000	Noble Energy Incorporated, Common	Jan 19, 2011	85 9720	429 86	471 95
5 0000	Noble Energy Incorporated, Common	Feb 23, 2011	88 9400	444 70	471.95
10 0000	Noble Energy Incorporated, Common	May 24, 2011	88 2380	882 38	943 90
45 0000	TOTAL FOR THIS SECURITY		86 3862	3,887 38	4,247 55
20 0000	Northrop Grumman Corporation, Common	Oct 13, 2010	56 1640	1,123 28	1,169.60
10 0000	Northrop Grumman Corporation, Common	Aug 05, 2011	55 9220	559 22	584.80
30 0000	TOTAL FOR THIS SECURITY		56 0833	1,682 50	1,754 40
150 0000	Oracle Corporation, Common	Dec 23, 2010	31.5553	4,733 29	3,847 50
15 0000	Oracle Corporation, Common	Mar 10, 2011	31 9153	478 73	384 75
15 0000	Oracle Corporation, Common	May 24, 2011	33 0567	495 85	384.75
180 0000	TOTAL FOR THIS SECURITY		31 7104	5,707 87	4,617 00
12 0000	PVH Corporation, Common	Oct 24, 2011	73 0700	876 84	845 88
7 0000	PepsiCo Incorporated, Common	Oct 25, 2011	62 0329	434 23	464 45
12 0000	PepsiCo Incorporated, Common	Nov 21, 2011	63 2725	759 27	796.20
19 0000	TOTAL FOR THIS SECURITY		62 8158	1,193 50	1,260 65
11 0000	Perrigo Company, Common	Nov 15, 2011	93 7064	1,030 77	1,070 30
5.0000	Perrigo Company, Common	Nov 30, 2011	99 2480	496 24	486 50
16 0000	TOTAL FOR THIS SECURITY		95 4381	1,527 01	1,556 80
60 0000	Pfizer Incorporated, Common	Apr 02, 2007	25 3730	1,522 38	1,298 40
100 0000	Pfizer Incorporated, Common	Jul 24, 2007	25 0096	2,500 96	2,164 00
160 0000	Pfizer Incorporated, Common	Jul 21, 2009	15 4958	2,479 33	3,462.40
85 0000	Pfizer Incorporated, Common	Sep 01, 2010	16 3226	1,387 42	1,839 40
50 0000	Pfizer Incorporated, Common	Nov 16, 2010	16 6008	830 04	1,082 00
45 0000	Pfizer Incorporated, Common	Jul 11, 2011	20 0309	901 39	973 80
500 0000	TOTAL FOR THIS SECURITY		19 2430	9,621 52	10,820 00
14 0000	Polash Corporation Saskatchewan Incorporated, Common	Dec 23, 2010	47 8693	670 17	577.92

<i>Par Value or Shares</i>	<i>Security</i>	<i>Date Acquired</i>	<i>Average Cost</i>	<i>Inventory Value</i>	<i>Market Value</i>
11 0000	Potash Corporation Saskatchewan Incorporated, Common	Apr 15, 2011	55 9573	615 53	454.08
10 0000	Potash Corporation Saskatchewan Incorporated, Common	May 09, 2011	54 3850	543 85	412 80
10 0000	Potash Corporation Saskatchewan Incorporated, Common	Nov 18, 2011	43 1750	431 75	412.80
45.0000	TOTAL FOR THIS SECURITY		50 2511	2,261.30	1,857.60
7 0000	Precision Castparts Corporation, Common	Jun 14, 2011	152 6957	1,068 87	1,153.53
7 0000	Precision Castparts Corporation, Common	Aug 04, 2011	151 8486	1,062 94	1,153 53
6 0000	Precision Castparts Corporation, Common	Nov 01, 2011	158 5133	951 08	988 74
20 0000	TOTAL FOR THIS SECURITY		154,1445	3,082 89	3,295 80
10 0000	Procter & Gamble Company, Common	Apr 25, 2011	63 1010	631.01	667 10
19 0000	Qualcomm Incorporated, Common	Jan 27, 2011	54 9600	1,044 24	1,039 30
11 0000	Qualcomm Incorporated, Common	Feb 04, 2011	54 8582	603 44	601 70
10 0000	Qualcomm Incorporated, Common	Feb 15, 2011	58 7130	587 13	547.00
10 0000	Qualcomm Incorporated, Common	Feb 18, 2011	59 0840	590 84	547.00
10 0000	Qualcomm Incorporated, Common	Mar 21, 2011	53 7370	537 37	547.00
10 0000	Qualcomm Incorporated, Common	Mar 23, 2011	52 0630	520 63	547.00
10 0000	Qualcomm Incorporated, Common	Apr 11, 2011	53 7210	537 21	547.00
10 0000	Qualcomm Incorporated, Common	May 24, 2011	56 2020	562 02	547.00
10 0000	Qualcomm Incorporated, Common	Jul 19, 2011	56 8420	568 42	547 00
10 0000	Qualcomm Incorporated, Common	Aug 24, 2011	47 3230	473 23	547 00
110 0000	TOTAL FOR THIS SECURITY		54 7685	6,024 53	6,017.00
6 0000	Rockwell Automation Incorporated, Common	Jan 20, 2011	74 7500	448 50	440 22
5 0000	Rockwell Automation Incorporated, Common	Feb 10, 2011	86 7260	433 63	366 85
6 0000	Rockwell Automation Incorporated, Common	Mar 18, 2011	88 8517	533 11	440 22
8.0000	Rockwell Automation Incorporated, Common	Aug 19, 2011	55 7475	445 98	586.96
25 0000	TOTAL FOR THIS SECURITY		74 4488	1,861 22	1,834 25
4 0000	Salesforce.com Incorporated, Common	Dec 01, 2011	118.4025	473 61	405.84
85 0000	Schlumberger Limited, Common	Dec 23, 2010	82 7015	7,029 63	5,806.35
55 0000	Seagate Technology PLC	Oct 21, 2011	15 1618	833.90	902.00
25 0000	Starbucks Corporation, Common	Dec 23, 2010	32 6456	816 14	1,150.25
25 0000	Starbucks Corporation, Common	Apr 29, 2011	36 2488	906 22	1,150 25
20 0000	Starbucks Corporation, Common	Jul 19, 2011	39 9950	799 90	920 20

<i>Par Value or Shares</i>	<i>Security</i>	<i>Date Acquired</i>	<i>Average Cost</i>	<i>Inventory Value</i>	<i>Market Value</i>
70 0000	TOTAL FOR THIS SECURITY		36 0323	2,522.26	3,220.70
18 0000	TRW Automotive Holdings Corporation, Common	Jun 02, 2011	55.5467	999.84	586.80
27 0000	TRW Automotive Holdings Corporation, Common	Oct 21, 2011	40.3474	1,089.38	880.20
45 0000	TOTAL FOR THIS SECURITY		46.4271	2,089.22	1,467.00*
8.3670	Time Warner Cable Incorporated, Common	Dec 01, 2008	25.6723	214.80	531.89
11 6330	Time Warner Cable Incorporated, Common	Apr 09, 2009	27.2251	316.71	739.51
25 0000	Time Warner Cable Incorporated, Common	Feb 15, 2011	70.5512	1,763.78	1,589.25
10 0000	Time Warner Cable Incorporated, Common	Nov 21, 2011	60.0360	600.36	635.70
55 0000	TOTAL FOR THIS SECURITY		52.6482	2,895.65	3,496.35
11.0000	Transocean Limited, Common	May 19, 2011	68.9200	758.12	422.29
19 0000	Transocean Limited, Common	Jul 15, 2011	62.3811	1,185.24	729.41
15 0000	Transocean Limited, Common	Aug 02, 2011	60.3080	904.62	575.85
15 0000	Transocean Limited, Common	Nov 04, 2011	49.6600	744.90	575.85
10 0000	Transocean Limited, Common	Nov 23, 2011	45.4110	454.11	383.90
70 0000	TOTAL FOR THIS SECURITY		57.8141	4,046.99	2,687.30
2 0000	Travelers Companies Incorporated, Common	Aug 23, 2005	45.0800	90.16	118.34
3.0000	Travelers Companies Incorporated, Common	Oct 17, 2007	51.9333	155.80	177.51
30 0000	Travelers Companies Incorporated, Common	Jul 28, 2010	50.6070	1,518.21	1,775.10
30 0000	Travelers Companies Incorporated, Common	Mar 03, 2011	59.3853	1,781.56	1,775.10
10 0000	Travelers Companies Incorporated, Common	Sep 02, 2011	49.4200	494.20	591.70
75 0000	TOTAL FOR THIS SECURITY		53.8657	4,039.93	4,437.75
55 0000	Tyson Foods Incorporated, Class A Common	May 04, 2011	19.4491	1,069.70	1,135.20
50 0000	Tyson Foods Incorporated, Class A Common	Jun 23, 2011	18.5490	927.45	1,032.00
105 0000	TOTAL FOR THIS SECURITY		19.0205	1,997.15	2,167.20
70 0000	United Parcel Service Incorporated, Class B Common	Dec 23, 2010	72.6176	5,083.23	5,123.30
10 0000	United Parcel Service Incorporated, Class B Common	Mar 03, 2011	73.5690	735.69	731.90
80 0000	TOTAL FOR THIS SECURITY		72.7365	5,818.92	5,855.20
30.0000	Unitedhealth Group Incorporated, Common	Jun 23, 2011	50.8630	1,525.89	1,520.40
20 0000	Unitedhealth Group Incorporated, Common	Aug 08, 2011	42.6410	852.82	1,013.60
10.0000	Unitedhealth Group Incorporated, Common	Aug 10, 2011	42.0970	420.97	506.80
10.0000	Unitedhealth Group Incorporated, Common	Aug 11, 2011	42.8120	428.12	506.80
10 0000	Unitedhealth Group Incorporated, Common	Nov 09, 2011	45.7720	457.72	506.80

<i>Par Value or Shares</i>	<i>Security</i>	<i>Date Acquired</i>	<i>Average Cost</i>	<i>Inventory Value</i>	<i>Market Value</i>
80 0000	TOTAL FOR THIS SECURITY		46 0690	3,685 52	4,054 40
12 0000	VF Corporation, Common	Aug 04, 2011	110 6517	1,327 82	1,523 88
45 0000	Viacom Incorporated (New), Class B Common	Dec 15, 2010	38 7353	1,743 09	2,043 45
15 0000	Viacom Incorporated (New), Class B Common	Jun 02, 2011	50 4640	756 96	681.15
20 0000	Viacom Incorporated (New), Class B Common	Jun 08, 2011	48 5515	971 03	908.20
80 0000	TOTAL FOR THIS SECURITY		43 3885	3,471 08	3,632 80
18 0000	Visa Incorporated, Class A Common	Aug 04, 2011	85 6772	1,542 19	1,827 54
15 0000	Wellpoint Incorporated, Common	Mar 09, 2011	69 2287	1,038 43	993 75
20 0000	Wellpoint Incorporated, Common	Apr 13, 2011	69 2905	1,385 81	1,325 00
10 0000	Wellpoint Incorporated, Common	Apr 27, 2011	74 7000	747 00	662 50
15 0000	Wellpoint Incorporated, Common	May 02, 2011	77 4693	1,162 04	993 75
15 0000	Wellpoint Incorporated, Common	Aug 05, 2011	62 5960	938 94	993 75
75 0000	TOTAL FOR THIS SECURITY		70 2963	5,272 22	4,968 75
25 0000	Wells Fargo & Company (New), Common	Dec 18, 2009	26 6944	667.36	689 00
TOTAL STOCKS					
	Cash & Cash Equivalents			\$565,741.39	\$459,347.94
	Cash & Cash Equivalents			7,694 61	7,694.61
	Wells Fargo Bank, N A.			5,573 09	5,573 09
TOTAL CASH, CASH EQUIVALENTS AND OTHER					
				\$13,267.70	\$13,267.70
TOTAL ACCOUNT					
				\$579,009.09	\$472,615.64

The Dellenback Family Foundation (GWDFD-002)

Foundation
Sanford C. Bernstein & Co. / Wells Fargo Bank, N.A.

<i>Par Value or Shares</i>	<i>Security</i>	<i>Date Acquired</i>	<i>Average Cost</i>	<i>Inventory Value</i>	<i>Market Value</i>
55,000	AT & T Incorporated (New), Common	Apr 05, 2011	30 9249	1,700 87	1,663 20
50,000	AT & T Incorporated (New), Common	Apr 12, 2011	30 4770	1,523.85	1,512.00
75,000	AT & T Incorporated (New), Common	Apr 13, 2011	30 2877	2,271 58	2,288 00
180,000	TOTAL FOR THIS SECURITY		30 5350	5,496 30	5,443 20
35,000	Accenture PLC, Class A	Oct 05, 2010	44 5834	1,560.42	1,863 05
35,000	Accenture PLC, Class A	Feb 18, 2011	53 8517	1,884 81	1,863 05
25,000	Accenture PLC, Class A	May 09, 2011	55 7112	1,392 78	1,330 75
95,000	TOTAL FOR THIS SECURITY		50 9264	4,838 01	5,056 85
25,000	Allergan Incorporated, Common	Nov 16, 2010	68 5472	1,713 68	2,193.50
20,000	Allergan Incorporated, Common	Dec 29, 2010	68 8345	1,376 69	1,754 80
40,000	Allergan Incorporated, Common	Feb 14, 2011	74 0065	2,960 26	3,509.60
20,000	Allergan Incorporated, Common	Mar 17, 2011	70.0050	1,400 10	1,754 80
20,000	Allergan Incorporated, Common	Mar 30, 2011	71 3865	1,427.73	1,754 80
20,000	Allergan Incorporated, Common	Dec 27, 2011	87 9525	1,759 05	1,754 80
145,000	TOTAL FOR THIS SECURITY		73 3621	10,637 51	12,722.30
115,000	Altria Group Incorporated, Common	Dec 23, 2010	24 8576	2,858 62	3,409 75
135,000	Altria Group Incorporated, Common	Mar 24, 2011	25 8201	3,485 71	4,002 75
75,000	Altria Group Incorporated, Common	Mar 25, 2011	25 9828	1,948 71	2,223 75
325,000	TOTAL FOR THIS SECURITY		25 5170	8,293 04	9,636 25
25,000	Amazon com Incorporated, Common	May 21, 2009	76 0912	1,902 28	4,327 50
15,000	Amazon com Incorporated, Common	Mar 14, 2011	165 4287	2,481 43	2,596 50
10,000	Amazon com Incorporated, Common	May 24, 2011	194 3650	1,943 65	1,731 00
10,000	Amazon com Incorporated, Common	Dec 27, 2011	176 8450	1,768 45	1,731 00
60,000	TOTAL FOR THIS SECURITY		134 9302	8,095 81	10,386 00
40,000	Anadarko Petroleum Corporation, Common	Jun 07, 2011	75 4645	3,018 58	3,053 20
10,000	Anadarko Petroleum Corporation, Common	Jun 10, 2011	73 2440	732.44	763 30
30,000	Anadarko Petroleum Corporation, Common	Jun 13, 2011	71 9203	2,157 61	2,289 90
4,000	Anadarko Petroleum Corporation, Common	Jul 22, 2011	83 4450	333 78	305 32
16,000	Anadarko Petroleum Corporation, Common	Aug 02, 2011	82 1919	1,315 07	1,221 28

<i>Par Value or Shares</i>	<i>Security</i>	<i>Date Acquired</i>	<i>Average Cost</i>	<i>Inventory Value</i>	<i>Market Value</i>
100 0000	TOTAL FOR THIS SECURITY		75 5748	7,557 48	7,633.00
95.0000	Apollo Group Incorporated, Class A Common	Dec 14, 2011	49 7293	4,724 28	5,117.65
56 0000	Apple Incorporated, Common	Feb 16, 2007	84 9245	4,755 77	22,680 00
11 0000	Apple Incorporated, Common	Mar 06, 2008	125 0673	1,375 74	4,455 00
17 0000	Apple Incorporated, Common	Feb 04, 2009	93 9241	1,596 71	6,885 00
6 0000	Apple Incorporated, Common	Mar 07, 2011	354 3233	2,125 94	2,430 00
5 0000	Apple Incorporated, Common	Nov 18, 2011	378 2560	1,891 28	2,025 00
20 0000	Apple Incorporated, Common	Dec 27, 2011	407 4415	8,148 83	8,100.00
115 0000	TOTAL FOR THIS SECURITY		172 9937	19,894 27	46,575 00
225 0000	Applied Materials Incorporated, Common	Jul 18, 2011	12 3589	2,780 75	2,409 75
300 0000	Applied Materials Incorporated, Common	Oct 12, 2011	11 3571	3,407 13	3,213.00
100 0000	Applied Materials Incorporated, Common	Oct 31, 2011	12 4553	1,245 53	1,071 00
200 0000	Applied Materials Incorporated, Common	Dec 23, 2011	10 6705	2,134 10	2,142 00
825.0000	TOTAL FOR THIS SECURITY		11 5970	9,567 51	8,835 75
350 0000	Astrazeneca PLC Sponsored ADR	Dec 23, 2010	46 1213	16,142 46	16,201 50
75 0000	Astrazeneca PLC Sponsored ADR	Dec 27, 2011	46 1371	3,460 28	3,471 75
425 0000	TOTAL FOR THIS SECURITY		46 1241	19,602.74	19,673 25
125 0000	BP PLC Sponsored ADR	Aug 11, 2011	39 6521	4,956.51	5,342 50
125 0000	BP PLC Sponsored ADR	Sep 19, 2011	38 5218	4,815.23	5,342 50
50.0000	BP PLC Sponsored ADR	Oct 06, 2011	36 2060	1,810 30	2,137 00
75 0000	BP PLC Sponsored ADR	Oct 11, 2011	38 1459	2,860 94	3,205.50
75.0000	BP PLC Sponsored ADR	Oct 28, 2011	45 3725	3,402 94	3,205.50
50 0000	BP PLC Sponsored ADR	Dec 27, 2011	43 1762	2,158 81	2,137 00
500 0000	TOTAL FOR THIS SECURITY		40 0095	20,004 73	21,370 00
259 0930	Bernstein Emerging Markets Value Portfolio	Feb 10, 2006	39 1011	10,130 81	6,277 82
55 9390	Bernstein Emerging Markets Value Portfolio	Dec 15, 2006	36 6901	2,052 41	1,355 40
347 3010	Bernstein Emerging Markets Value Portfolio	Dec 29, 2006	38 7272	13,450 00	8,415 10
200 2870	Bernstein Emerging Markets Value Portfolio	Dec 11, 2007	40 9602	8,203 79	4,852 95
268 6560	Bernstein Emerging Markets Value Portfolio	Oct 27, 2008	14 8889	4,000 00	6,509 53
170 8430	Bernstein Emerging Markets Value Portfolio	Dec 09, 2008	14 7199	2,514 80	4,139 53
1,012 9340	Bernstein Emerging Markets Value Portfolio	Dec 30, 2008	15 6970	15,900 00	24,543.39
17 5130	Bernstein Emerging Markets Value Portfolio	Dec 11, 2009	28 1796	493 51	424 34
23 6460	Bernstein Emerging Markets Value Portfolio	Dec 07, 2010	32 8102	775 83	572.94

<i>Par Value or Shares</i>	<i>Security</i>	<i>Date Acquired</i>	<i>Average Cost</i>	<i>Inventory Value</i>	<i>Market Value</i>
116,3820	Bernstein Emerging Markets Value Portfolio	Dec 14, 2011	23 9100	2,782 69	2,819 94
211 5040	Bernstein Emerging Markets Value Portfolio	Dec 21, 2011	24 5858	5,200 00	5,124.74
455 4970	Bernstein Emerging Markets Value Portfolio	Dec 27, 2011	24 8081	11,300 00	11,036 69
3,139.5950	TOTAL FOR THIS SECURITY		24 4630	76,803 84	76,072 39
1,138.8530	Bernstein International Value Portfolio	Feb 10, 2006	25 0900	28,573 82	14,133 17
369.0350	Bernstein International Value Portfolio	Dec 15, 2006	25 6500	9,465 75	4,579 72
2,503 8580	Bernstein International Value Portfolio	Dec 29, 2006	25 9200	64,900 00	31,072 88
2,513 2650	Bernstein International Value Portfolio	Nov 23, 2007	28 2700	71,050 00	31,189 62
1,075 9840	Bernstein International Value Portfolio	Dec 11, 2007	25 2600	27,179 33	13,352 96
1,168 0140	Bernstein International Value Portfolio	Oct 27, 2008	11 1300	13,000 00	14,495 05
6,313 8390	Bernstein International Value Portfolio	Dec 30, 2008	12 1400	76,650 00	78,354 74
3,525 3460	Bernstein International Value Portfolio	Dec 28, 2009	15 1900	53,550 00	43,749.54
295 7340	Bernstein International Value Portfolio	Dec 19, 2010	15 4700	4,575 00	3,670 06
4,897 8670	Bernstein International Value Portfolio	Dec 22, 2010	15 4700	75,770 00	60,782 53
467 0560	Bernstein International Value Portfolio	Oct 03, 2011	11 9900	5,600 00	5,796.16
603 3180	Bernstein International Value Portfolio	Nov 02, 2011	13 2600	8,000 00	7,487.18
332.2780	Bernstein International Value Portfolio	Nov 18, 2011	12 6400	4,200 00	4,123 57
222 3150	Bernstein International Value Portfolio	Nov 23, 2011	11 9200	2,650 00	2,758 93
5,784 3930	Bernstein International Value Portfolio	Dec 27, 2011	12 4300	71,900 00	71,784.32
31,211 1550	TOTAL FOR THIS SECURITY		16 5666	517,063 90	387,330 43
22 0000	Boeing Company, Common	Nov 02, 2011	64 4195	1,417 23	1,613 70
33 0000	Boeing Company, Common	Nov 10, 2011	65 1291	2,149 26	2,420 55
25 0000	Boeing Company, Common	Nov 11, 2011	66 9728	1,674.32	1,833 75
25 0000	Boeing Company, Common	Nov 23, 2011	62 7544	1,568 86	1,833 75
20 0000	Boeing Company, Common	Dec 27, 2011	74 2250	1,484 50	1,467 00
125 0000	TOTAL FOR THIS SECURITY		66 3534	8,294 17	9,168.75
20 0000	Borg Warner Incorporated, Common	Feb 24, 2011	75 2130	1,504 26	1,274.80
20.0000	Borg Warner Incorporated, Common	Mar 18, 2011	74 7190	1,494 38	1,274 80
30 0000	Borg Warner Incorporated, Common	Mar 24, 2011	75 5703	2,267.11	1,912.20
20 0000	Borg Warner Incorporated, Common	May 25, 2011	69 5850	1,391 70	1,274 80
90 0000	TOTAL FOR THIS SECURITY		73 9717	6,657 45	5,736 60
120 0000	Broadcom Corporation, Class A Common	Nov 10, 2009	28 1252	3,375 02	3,523 20
20 0000	Broadcom Corporation, Class A Common	Dec 28, 2009	31 4610	629 22	587 20
35.0000	Broadcom Corporation, Class A Common	Mar 07, 2011	40 1557	1,405 45	1,027 60
75 0000	Broadcom Corporation, Class A Common	May 05, 2011	34 0365	2,552.74	2,202 00
50 0000	Broadcom Corporation, Class A Common	Jul 11, 2011	33.8004	1,690.02	1,468.00

<i>Par Value or Shares</i>	<i>Security</i>	<i>Date Acquired</i>	<i>Average Cost</i>	<i>Inventory Value</i>	<i>Market Value</i>
50 0000	Broadcom Corporation, Class A Common	Dec 27, 2011	29 9498	1,497 49	1,468 00
350 0000	TOTAL FOR THIS SECURITY		31 8570	11,149 94	10,276 00
95 0000	CBRE Group, Incorporated, Class A Common	Aug 02, 2011	21 1667	2,010 84	1,445.90
70 0000	CBRE Group, Incorporated, Class A Common	Aug 05, 2011	18 3950	1,287 65	1,065.40
135.0000	CBRE Group, Incorporated, Class A Common	Sep 21, 2011	13 8536	1,870 24	2,054.70
100 0000	CBRE Group, Incorporated, Class A Common	Dec 27, 2011	15 4745	1,547 45	1,522 00
400 0000	TOTAL FOR THIS SECURITY		16 7905	6,716 18	6,088.00
155 0000	CIT Group Incorporated, Class A Common	Dec 13, 2011	33 7366	5,229 17	5,404 85
135.0000	CMS Energy Corporation, Common	Aug 18, 2011	18 8502	2,544 78	2,980.80
90 0000	CMS Energy Corporation, Common	Oct 13, 2011	19 9926	1,799 33	1,987 20
225 0000	TOTAL FOR THIS SECURITY		19 3072	4,344 11	4,968.00
25 0000	Celgene Corporation, Common	Mar 30, 2011	56 6988	1,417 47	1,690 00
25 0000	Celgene Corporation, Common	May 02, 2011	60 1160	1,502 90	1,690 00
50 0000	TOTAL FOR THIS SECURITY		58 4074	2,920 37	3,380 00
115 0000	CenterPoint Energy Incorporated, Common	Oct 18, 2011	20 6680	2,376 82	2,310 35
115 0000	CenturyLink Incorporated, Common	Dec 23, 2010	46 1590	5,308 29	4,278 00
85 0000	CenturyLink Incorporated, Common	Apr 18, 2011	39 4945	3,357 03	3,162.00
75 0000	CenturyLink Incorporated, Common	Aug 10, 2011	33 6121	2,520 91	2,790 00
75 0000	CenturyLink Incorporated, Common	Sep 15, 2011	34 7589	2,606 92	2,790 00
50 0000	CenturyLink Incorporated, Common	Oct 05, 2011	32 1236	1,606 18	1,860 00
400 0000	TOTAL FOR THIS SECURITY		38 4983	15,399 33	14,880 00
200 0000	Cisco Systems Incorporated, Common	Dec 23, 2011	18 2700	3,654 00	3,616 00
57 5000	Citigroup Incorporated, Common	Feb 23, 2011	46 9850	2,701 64	1,512 83
62.5000	Citigroup Incorporated, Common	Mar 10, 2011	45 8550	2,865 94	1,644 38
60 0000	Citigroup Incorporated, Common	Mar 11, 2011	45 3900	2,723 40	1,578 60
50 0000	Citigroup Incorporated, Common	Mar 30, 2011	44 9710	2,248 55	1,315 50
30 0000	Citigroup Incorporated, Common	Mar 31, 2011	44 1880	1,325 64	789 30
80 0000	Citigroup Incorporated, Common	Apr 19, 2011	44 7430	3,579 44	2,104 80
70 0000	Citigroup Incorporated, Common	Apr 28, 2011	45 5660	3,189 62	1,841.70
40 0000	Citigroup Incorporated, Common	May 17, 2011	41 3440	1,653 76	1,052.40
75 0000	Citigroup Incorporated, Common	May 19, 2011	41.3727	3,102 95	1,973 25
50 0000	Citigroup Incorporated, Common	Jul 11, 2011	40 7260	2,036 30	1,315 50
75 0000	Citigroup Incorporated, Common	Jul 22, 2011	40 1793	3,013 45	1,973 25
75.0000	Citigroup Incorporated, Common	Oct 25, 2011	31 1560	2,336 70	1,973 25
150 0000	Citigroup Incorporated, Common	Nov 28, 2011	25 2642	3,789 63	3,946 50

<i>Par Value or Shares</i>	<i>Security</i>	<i>Date Acquired</i>	<i>Average Cost</i>	<i>Inventory Value</i>	<i>Market Value</i>
875 0000	TOTAL FOR THIS SECURITY		39 5052	34,567 02	23,021 25
15 0000	Citrix Systems Incorporated, Common	Oct 12, 2010	57,1047	856.57	910.80
10 0000	Citrix Systems Incorporated, Common	Oct 27, 2010	64 2600	642 60	607 20
25 0000	Citrix Systems Incorporated, Common	Dec 14, 2010	68 7832	1,719 58	1,518 00
25 0000	Citrix Systems Incorporated, Common	Jan 07, 2011	68 3280	1,708.20	1,518.00
20 0000	Citrix Systems Incorporated, Common	May 24, 2011	81 8365	1,636 73	1,214 40
20 0000	Citrix Systems Incorporated, Common	Jun 20, 2011	74 0785	1,481 57	1,214 40
25 0000	Citrix Systems Incorporated, Common	Dec 27, 2011	62 1976	1,554.94	1,518.00
140.0000	TOTAL FOR THIS SECURITY		68 5728	9,600 19	8,500 80
65 0000	Comcast Corporation (New), Class A Common	Dec 23, 2010	22 1114	1,437 24	1,541 15
100 0000	Comcast Corporation (New), Class A Common	Jan 11, 2011	22 6868	2,268 68	2,371 00
30 0000	Comcast Corporation (New), Class A Common	Jan 25, 2011	23 3860	701 58	711 30
35 0000	Comcast Corporation (New), Class A Common	Feb 22, 2011	25 2700	884 45	829 85
80 0000	Comcast Corporation (New), Class A Common	Mar 18, 2011	24 1018	1,928 14	1,896 80
85 0000	Comcast Corporation (New), Class A Common	Mar 30, 2011	24 6984	2,099.36	2,015 35
75 0000	Comcast Corporation (New), Class A Common	Apr 05, 2011	25 1672	1,887 54	1,778.25
105 0000	Comcast Corporation (New), Class A Common	Dec 27, 2011	23 7978	2,498 77	2,489 55
575 0000	TOTAL FOR THIS SECURITY		23 8361	13,705 76	13,633 25
15 0000	ConocoPhillips, Common	Jul 15, 2011	76 4387	1,146 58	1,093 05
50 0000	ConocoPhillips, Common	Jul 25, 2011	74 6970	3,734 85	3,643.50
65 0000	TOTAL FOR THIS SECURITY		75 0989	4,881 43	4,736 55
250 0000	Constellation Brands Incorporated, Class A Common	Dec 23, 2010	22 3573	5,589.33	5,167 50
350 0000	Corning Incorporated, Common	Dec 23, 2010	19 3117	6,759 10	4,543.00
100 0000	Corning Incorporated, Common	Sep 15, 2011	13 8380	1,383 80	1,298 00
450 0000	TOTAL FOR THIS SECURITY		18 0953	8,142 90	5,841 00
50 0000	Covidien PLC (New), Common	May 18, 2011	56 9972	2,849 86	2,250 50
30 0000	Covidien PLC (New), Common	Jul 19, 2011	51,8040	1,554 12	1,350 30
30 0000	Covidien PLC (New), Common	Jul 25, 2011	50 5313	1,515.94	1,350 30
25 0000	Covidien PLC (New), Common	Sep 08, 2011	50 8856	1,272 14	1,125 25
40 0000	Covidien PLC (New), Common	Oct 28, 2011	48 2640	1,930 56	1,800 40

<i>Par Value or Shares</i>	<i>Security</i>	<i>Date Acquired</i>	<i>Average Cost</i>	<i>Inventory Value</i>	<i>Market Value</i>
25.0000	Covidien PLC (New), Common	Nov 18, 2011	46 2128	1,155 32	1,125 25
50 0000	Covidien PLC (New), Common	Dec 27, 2011	45 6978	2,284 89	2,250 50
250 0000	TOTAL FOR THIS SECURITY		50 2513	12,562 83	11,252 50
60 0000	DTE Energy Company, Common	Mar 04, 2011	47 3565	2,841 39	3,267 00
35.0000	DTE Energy Company, Common	Mar 14, 2011	48 4000	1,694 00	1,905 75
25 0000	DTE Energy Company, Common	Mar 24, 2011	47 7024	1,192 56	1,361 25
120 0000	TOTAL FOR THIS SECURITY		47 7329	5,727 95	6,534 00
100 0000	Danaher Corporation, Common	Mar 09, 2009	24 4985	2,449 85	4,704 00
70 0000	Danaher Corporation, Common	Apr 01, 2009	26 0101	1,820 71	3,292 80
100.0000	Danaher Corporation, Common	May 08, 2009	30 7584	3,075 84	4,704 00
5 0000	Danaher Corporation, Common	Sep 17, 2009	34 1940	170 97	235 20
25.0000	Danaher Corporation, Common	Mar 29, 2011	51 5392	1,288 48	1,176 00
75 0000	Danaher Corporation, Common	Dec 27, 2011	47 8425	3,588 19	3,528 00
375 0000	TOTAL FOR THIS SECURITY		33 0508	12,394 04	17,640 00
160 0000	Dell Incorporated, Common	Dec 23, 2010	13 7877	2,206 03	2,340 80
50 0000	Delta Air Lines Incorporated, Common	Dec 23, 2010	12 3244	616 22	404 50
250.0000	Delta Air Lines Incorporated, Common	Jan 25, 2011	11 7027	2,925 68	2,022 50
200 0000	Delta Air Lines Incorporated, Common	Feb 23, 2011	10 4732	2,094 64	1,618 00
175 0000	Delta Air Lines Incorporated, Common	Jul 22, 2011	8 1098	1,419 22	1,415 75
675.0000	TOTAL FOR THIS SECURITY		10 4530	7,055 76	5,460 75
30 0000	Devon Energy Corporation (New), Common	Dec 28, 2010	77 6153	2,328 46	1,860 00
30 0000	Devon Energy Corporation (New), Common	Jan 26, 2011	85 6497	2,569 49	1,860 00
25.0000	Devon Energy Corporation (New), Common	Feb 24, 2011	88 4712	2,211 78	1,550 00
25 0000	Devon Energy Corporation (New), Common	May 18, 2011	82 6768	2,066 92	1,550 00
25 0000	Devon Energy Corporation (New), Common	Dec 27, 2011	62 8644	1,571 61	1,550 00
135 0000	TOTAL FOR THIS SECURITY		79 6167	10,748 26	8,370 00
45 0000	DirecTV Group, Class A Common	Jan 11, 2011	41 8080	1,881 36	1,924 20
35 0000	DirecTV Group, Class A Common	May 23, 2011	49 7177	1,740 12	1,496 60
80 0000	TOTAL FOR THIS SECURITY		45 2685	3,621 48	3,420 80
50.0000	The Walt Disney Company Common	Dec 30, 2008	22 0706	1,103 53	1,875 00
75.0000	The Walt Disney Company Common	Feb 04, 2009	18 9293	1,419 70	2,812 50
50 0000	The Walt Disney Company Common	Jun 14, 2011	38 7872	1,939 36	1,875 00

<i>Par Value or Shares</i>	<i>Security</i>	<i>Date Acquired</i>	<i>Average Cost</i>	<i>Inventory Value</i>	<i>Market Value</i>
100 0000	The Walt Disney Company Common	Sep 02, 2011	32 9137	3,291 37	3,750 00
50 0000	The Walt Disney Company Common	Nov 15, 2011	36 2960	1,814.80	1,875 00
75 0000	The Walt Disney Company Common	Dec 27, 2011	37 7543	2,831 57	2,812 50
400.0000	TOTAL FOR THIS SECURITY		31 0008	12,400 33	15,000 00
70 0000	Dollar General Corporation, Common	Sep 09, 2011	34 6469	2,425 28	2,879 80
30.0000	Dollar General Corporation, Common	Sep 29, 2011	37 5303	1,125 91	1,234 20
45 0000	Dollar General Corporation, Common	Dec 27, 2011	41 3838	1,862 27	1,851 30
145 0000	TOTAL FOR THIS SECURITY		37 3342	5,413 46	5,965 30
115 0000	Dow Chemical Company, Common	May 11, 2010	27 7317	3,189 14	3,307 40
75 0000	Dow Chemical Company, Common	Jun 24, 2010	25 7295	1,929 71	2,157 00
15 0000	Dow Chemical Company, Common	Jul 22, 2010	26 3553	395 33	431 40
20 0000	Dow Chemical Company, Common	Jul 27, 2010	27 9460	558 92	575 20
225.0000	TOTAL FOR THIS SECURITY		26 9916	6,073 10	6,471 00
325 0000	EMC Corporation (MA), Common	Jul 29, 2009	15 1444	4,921 93	7,000 50
75 0000	EMC Corporation (MA), Common	Feb 25, 2011	26 8483	2,013 62	1,615 50
100 0000	EMC Corporation (MA), Common	Dec 27, 2011	21 7679	2,176 79	2,154 00
500 0000	TOTAL FOR THIS SECURITY		18 2247	9,112 34	10,770 00
40 0000	EOG Resources Incorporated, Common	May 04, 2010	109 4198	4,376 79	3,940 40
45 0000	EOG Resources Incorporated, Common	Sep 24, 2010	92 0929	4,144 18	4,432 95
15 0000	EOG Resources Incorporated, Common	Jul 20, 2011	104 2860	1,564 29	1,477 65
15 0000	EOG Resources Incorporated, Common	Jul 27, 2011	104 9627	1,574 44	1,477 65
115.0000	TOTAL FOR THIS SECURITY		101 3887	11,659 70	11,328 65
25 0000	Estee Lauder Companies Incorporated, Class A Common	Oct 13, 2011	96 3772	2,409 43	2,808 00
50 0000	Express Scripts Incorporated, Class A Common	May 04, 2010	50 0318	2,501 59	2,234 50
25 0000	Express Scripts Incorporated, Class A Common	Mar 08, 2011	54 6812	1,367 03	1,117 25
30 0000	Express Scripts Incorporated, Class A Common	Apr 21, 2011	56 2053	1,686 16	1,340 70
25 0000	Express Scripts Incorporated, Class A Common	May 04, 2011	57 5592	1,438 98	1,117 25
25 0000	Express Scripts Incorporated, Class A Common	May 20, 2011	60 0176	1,500 44	1,117 25
40 0000	Express Scripts Incorporated, Class A Common	Dec 27, 2011	44 9265	1,797 06	1,787 60
195 0000	TOTAL FOR THIS SECURITY		52 7757	10,291 26	8,714 55
65 0000	FMC Technologies Incorporated, Common	May 26, 2011	43 7294	2,842 41	3,394 95
80 0000	FMC Technologies Incorporated, Common	Aug 04, 2011	41 2526	3,300 21	4,178 40

<i>Par Value or Shares</i>	<i>Security</i>	<i>Date Acquired</i>	<i>Average Cost</i>	<i>Inventory Value</i>	<i>Market Value</i>
30 0000	FMC Technologies Incorporated, Common	Oct 28, 2011	47 0090	1,410 27	1,566 90
175 0000	TOTAL FOR THIS SECURITY		43 1594	7,552 89	9,140 25
20 0000	Flowsolve Corporation, Common	Oct 25, 2010	116 1190	2,322 38	1,986 40
10 0000	Flowsolve Corporation, Common	Mar 18, 2011	122 7700	1,227 70	993 20
15 0000	Flowsolve Corporation, Common	Apr 11, 2011	133 5420	2,003 13	1,489 80
15 0000	Flowsolve Corporation, Common	Apr 29, 2011	126 8847	1,903 27	1,489.80
15 0000	Flowsolve Corporation, Common	Jun 10, 2011	107 4067	1,611 10	1,489 80
75 0000	TOTAL FOR THIS SECURITY		120 9011	9,067 58	7,449 00
15 0000	Ford Motor Company (New), Common	Feb 01, 2010	11 0933	166.40	161 40
170 0000	Ford Motor Company (New), Common	May 10, 2010	12 1997	2,073.95	1,829 20
185 0000	TOTAL FOR THIS SECURITY		12 1100	2,240 35	1,990.60
105 0000	Gamestop Corporation, Class A Common	Apr 20, 2011	26 4051	2,772 54	2,533 65
175 0000	Gannett Company Incorporated, Common	Dec 23, 2010	15 4262	2,699 59	2,339 75
125 0000	Gannett Company Incorporated, Common	Aug 16, 2011	10 9027	1,362.84	1,671 25
125 0000	Gannett Company Incorporated, Common	Oct 18, 2011	10 4170	1,302 13	1,671 25
425 0000	TOTAL FOR THIS SECURITY		12 6225	5,364 56	5,682 25
225 0000	General Electric Company, Common	Dec 23, 2010	18 0548	4,062 33	4,029 75
75 0000	General Electric Company, Common	Jul 12, 2011	18 5659	1,392 44	1,343 25
450 0000	General Electric Company, Common	Dec 27, 2011	18 1448	8,165 16	8,059 50
750 0000	TOTAL FOR THIS SECURITY		18 1599	13,619 93	13,432 50
85 0000	General Mills, Common	May 19, 2011	39 8882	3,390 50	3,434 85
35 0000	General Mills, Common	Jun 20, 2011	38 2911	1,340 19	1,414 35
35 0000	General Mills, Common	Aug 22, 2011	36 1877	1,266 57	1,414 35
35 0000	General Mills, Common	Oct 28, 2011	39 0183	1,365 64	1,414 35
35 0000	General Mills, Common	Nov 01, 2011	38 3737	1,343 08	1,414 35
75 0000	General Mills, Common	Dec 27, 2011	40 6693	3,050 20	3,030 75
300 0000	TOTAL FOR THIS SECURITY		39 1873	11,756 18	12,123 00
80 0000	General Motors Company, Common	Dec 29, 2010	35 5404	2,843 23	1,621 60
110 0000	General Motors Company, Common	Jun 08, 2011	28 9085	3,179 94	2,229 70
85 0000	General Motors Company, Common	Jul 05, 2011	31 1471	2,647.50	1,722.95
75 0000	General Motors Company, Common	Oct 05, 2011	21 9569	1,646 77	1,520 25

<i>Par Value or Shares</i>	<i>Security</i>	<i>Date Acquired</i>	<i>Average Cost</i>	<i>Inventory Value</i>	<i>Market Value</i>
75.0000	General Motors Company, Common	Nov 03, 2011	23 2700	1,745 25	1,520 25
125 0000	General Motors Company, Common	Nov 15, 2011	23 0552	2,881 90	2,533.75
250.0000	General Motors Company, Common	Dec 27, 2011	20.2245	5,056 13	5,067 50
800 0000	TOTAL FOR THIS SECURITY		25 0009	20,000 72	16,216.00
30.0000	Gilead Sciences Incorporated, Common	Feb 10, 2006	19 4150	582.45	1,227 90
24 0000	Gilead Sciences Incorporated, Common	Sep 06, 2006	31 0958	746 30	982 32
31.0000	Gilead Sciences Incorporated, Common	Jan 04, 2007	37 5590	1,164 33	1,268 83
95 0000	Gilead Sciences Incorporated, Common	Aug 08, 2011	36 8561	3,501 33	3,888.35
50 0000	Gilead Sciences Incorporated, Common	Aug 18, 2011	37 2868	1,864 34	2,046 50
98 0000	Gilead Sciences Incorporated, Common	Dec 27, 2011	39 6417	3,884.89	4,011 14
328 0000	TOTAL FOR THIS SECURITY		35 8038	11,743 64	13,425 04
15 0000	Goldman Sachs Group Incorporated, Common	Oct 18, 2010	152 8547	2,292 82	1,356 45
10 0000	Goldman Sachs Group Incorporated, Common	Dec 29, 2010	168 2200	1,682 20	904 30
15 0000	Goldman Sachs Group Incorporated, Common	Feb 02, 2011	165 6033	2,484 05	1,356 45
10 0000	Goldman Sachs Group Incorporated, Common	Feb 18, 2011	167 9700	1,679 70	904 30
18 0000	Goldman Sachs Group Incorporated, Common	Dec 09, 2011	102 6944	1,848 50	1,627 74
68 0000	TOTAL FOR THIS SECURITY		146 8716	9,987.27	6,149 24
30 0000	Goodrich Corporation, Common	May 17, 2011	90 0497	2,701 49	3,711 00
40 0000	Google Incorporated, Common	Dec 30, 2008	305.5478	12,221 91	25,836 00
5 0000	Google Incorporated, Common	Dec 27, 2011	640 8320	3,204 16	3,229 50
45 0000	TOTAL FOR THIS SECURITY		342 8016	15,426.07	29,065 50
55 0000	Harley Davidson Incorporated, Common	Oct 21, 2011	37 1282	2,042 05	2,137 85
35.0000	Harley Davidson Incorporated, Common	Nov 01, 2011	38 1923	1,336 73	1,360.45
35 0000	Harley Davidson Incorporated, Common	Nov 14, 2011	39 5317	1,383 61	1,360 45
125 0000	TOTAL FOR THIS SECURITY		38 0991	4,762 39	4,858 75
90.0000	Health Net Incorporated, Common	May 24, 2011	31 3110	2,817 99	2,737.80
55 0000	Health Net Incorporated, Common	Aug 24, 2011	22 2044	1,221 24	1,673 10
145 0000	TOTAL FOR THIS SECURITY		27 8568	4,039.23	4,410 90
40 0000	The Hershey Company, Common	Dec 15, 2011	59 4125	2,376 50	2,471.20

<i>Par Value or Shares</i>	<i>Security</i>	<i>Date Acquired</i>	<i>Average Cost</i>	<i>Inventory Value</i>	<i>Market Value</i>
25.0000	The Hershey Company, Common	Dec 27, 2011	61 3772	1,534 43	1,544 50
65 0000	TOTAL FOR THIS SECURITY		60 1682	3,910 93	4,015 70
195 0000	Hewlett Packard Company, Common	Dec 23, 2010	41 8314	8,157 12	5,023 20
30.0000	Hewlett Packard Company, Common	Feb 23, 2011	43 1797	1,295 39	772.80
50.0000	Hewlett Packard Company, Common	Feb 24, 2011	42 7360	2,136 80	1,288 00
175 0000	Hewlett Packard Company, Common	Aug 05, 2011	32 4791	5,683 84	4,508 00
200 0000	Hewlett Packard Company, Common	Aug 19, 2011	23 5224	4,704 48	5,152 00
50 0000	Hewlett Packard Company, Common	Nov 25, 2011	25 7532	1,287 66	1,288 00
50 0000	Hewlett Packard Company, Common	Dec 22, 2011	25 6800	1,284 00	1,288.00
100 0000	Hewlett Packard Company, Common	Dec 27, 2011	25 9132	2,591 32	2,576 00
850 0000	TOTAL FOR THIS SECURITY		31 9301	27,140 61	21,896.00
55 0000	Illumina Incorporated, Common	Oct 26, 2011	30 7598	1,691.79	1,676 40
60 0000	Illumina Incorporated, Common	Dec 15, 2011	27 4407	1,646 44	1,828 80
115 0000	TOTAL FOR THIS SECURITY		29 0281	3,338 23	3,505.20
40 0000	Ingersoll Rand PLC	Dec 23, 2010	46 2140	1,848 56	1,218.80
40.0000	Ingersoll Rand PLC	Aug 05, 2011	32 4698	1,298.79	1,218 80
80 0000	TOTAL FOR THIS SECURITY		39 3419	3,147 35	2,437 60
25 0000	Intuit Corporation, Common	Dec 16, 2010	48 7500	1,218 75	1,314 75
40 0000	Intuit Corporation, Common	Jan 11, 2011	47 5915	1,903 66	2,103 60
30 0000	Intuit Corporation, Common	Feb 09, 2011	48 9777	1,469 33	1,577.70
30 0000	Intuit Corporation, Common	Mar 14, 2011	49 0547	1,471 64	1,577.70
35 0000	Intuit Corporation, Common	Sep 02, 2011	47 6203	1,666 71	1,840 65
30 0000	Intuit Corporation, Common	Dec 27, 2011	53 2027	1,596 08	1,577 70
190 0000	TOTAL FOR THIS SECURITY		49 0851	9,326 17	9,992.10
125 0000	JPMorgan Chase & Company, Common	Dec 30, 2008	30 4308	3,803.85	4,156.25
15.0000	JPMorgan Chase & Company, Common	Apr 17, 2009	33 2900	499 35	498 75
85 0000	JPMorgan Chase & Company, Common	May 11, 2009	37 0675	3,150 74	2,826.25

<i>Par Value or Shares</i>	<i>Security</i>	<i>Date Acquired</i>	<i>Average Cost</i>	<i>Inventory Value</i>	<i>Market Value</i>
55 0000	JPMorgan Chase & Company, Common	May 12, 2009	34 5865	1,902 26	1,828 75
45 0000	JPMorgan Chase & Company, Common	May 21, 2009	34 5771	1,555.97	1,496.25
65 0000	JPMorgan Chase & Company, Common	Jun 29, 2009	34 4278	2,237 81	2,161 25
110 0000	JPMorgan Chase & Company, Common	Sep 07, 2010	38 4620	4,230 82	3,657 50
100 0000	JPMorgan Chase & Company, Common	Nov 09, 2010	40 4769	4,047 69	3,325 00
25 0000	JPMorgan Chase & Company, Common	Jan 05, 2011	44 7360	1,118 40	831 25
625 0000	TOTAL FOR THIS SECURITY		36 0750	22,546 89	20,781 25
350 0000	Johnson & Johnson, Common	Dec 23, 2010	62 3112	21,808 92	22,953 00
25 0000	Johnson & Johnson, Common	Dec 06, 2011	63 5708	1,589.27	1,639 50
375 0000	TOTAL FOR THIS SECURITY		62 3952	23,398 19	24,592 50
135 0000	Johnson Controls Incorporated, Common	Aug 10, 2009	26 1068	3,524 42	4,220 10
50 0000	Johnson Controls Incorporated, Common	May 24, 2011	37 2938	1,864.69	1,563 00
185 0000	TOTAL FOR THIS SECURITY		29 1303	5,389.11	5,783 10
375 0000	Kroger Company, Common	Feb 17, 2011	22 9558	8,608 43	9,082.50
100 0000	Kroger Company, Common	Mar 08, 2011	23 6966	2,369 66	2,422 00
75.0000	Kroger Company, Common	Dec 27, 2011	24 5104	1,838 28	1,816 50
550 0000	TOTAL FOR THIS SECURITY		23 3025	12,816 37	13,321 00
60 0000	Lam Research Corporation, Common	May 09, 2011	48 3928	2,903 57	2,221 20
30 0000	Lam Research Corporation, Common	Oct 21, 2011	40 8720	1,226 16	1,110 60
55 0000	Lam Research Corporation, Common	Nov 02, 2011	42 1353	2,317.44	2,036 10
145.0000	TOTAL FOR THIS SECURITY		44 4632	6,447 17	5,367 90
30.0000	Las Vegas Sands Corporation, Common	Sep 01, 2011	47 0280	1,410 84	1,281 90
110.0000	Lear Corporation, Common	Dec 23, 2010	49 8817	5,486 99	4,378 00
55 0000	Lear Corporation, Common	Dec 27, 2011	40 1645	2,209.05	2,189 00
165 0000	TOTAL FOR THIS SECURITY		46 6427	7,696 04	6,567 00
25 0000	Limited Brands Incorporated, Common	Nov 04, 2010	31 0692	776.73	1,008 75
55 0000	Limited Brands Incorporated, Common	Jan 04, 2011	30 0605	1,653 33	2,219 25
50 0000	Limited Brands Incorporated, Common	Mar 09, 2011	31 4176	1,570 88	2,017 50
50 0000	Limited Brands Incorporated, Common	Jun 06, 2011	37 0432	1,852 16	2,017 50
180 0000	TOTAL FOR THIS SECURITY		32 5172	5,853 10	7,263 00

<i>Par Value or Shares</i>	<i>Security</i>	<i>Date Acquired</i>	<i>Average Cost</i>	<i>Inventory Value</i>	<i>Market Value</i>
45 0000	Lorillard Incorporated, Common	Aug 18, 2011	107 3738	4,831 82	5,130 00
35 0000	Lorillard Incorporated, Common	Oct 06, 2011	113 7040	3,979 64	3,990 00
15 0000	Lorillard Incorporated, Common	Dec 27, 2011	113 9553	1,709 33	1,710 00
95 0000	TOTAL FOR THIS SECURITY		110 7452	10,520 79	10,830 00
50 0000	Lowe's Companies Incorporated, Common	Jan 27, 2011	26 1606	1,308 03	1,269 00
50 0000	Lowe's Companies Incorporated, Common	Mar 14, 2011	26 5060	1,325 30	1,269 00
75 0000	Lowe's Companies Incorporated, Common	Mar 31, 2011	26 4763	1,985 72	1,903 50
10 0000	Lowe's Companies Incorporated, Common	Apr 14, 2011	26 9780	269 78	253 80
185 0000	TOTAL FOR THIS SECURITY		26 4261	4,888 83	4,695 30
140 0000	LyondellBasell Industries NV, Class A Common	May 23, 2011	34 2176	4,790 46	4,548 60
85 0000	LyondellBasell Industries NV, Class A Common	Oct 04, 2011	19 2004	1,632 03	2,761 65
225 0000	TOTAL FOR THIS SECURITY		28 5444	6,422 49	7,310 25
300 0000	Marathon Oil Corporation, Common	Dec 23, 2010	21 7559	6,526 77	8,781 00
75 0000	Marathon Oil Corporation, Common	Feb 24, 2011	28 8264	2,161 98	2,195 25
375 0000	TOTAL FOR THIS SECURITY		23 1700	8,688 75	10,976 25
75 0000	Marathon Petroleum Corporation, Common	Dec 23, 2010	29 4333	2,207 50	2,496 75
37 0000	Marathon Petroleum Corporation, Common	Feb 24, 2011	38 9992	1,442 97	1,231 73
88 0000	Marathon Petroleum Corporation, Common	Aug 01, 2011	44 7570	3,938 62	2,929 52
75 0000	Marathon Petroleum Corporation, Common	Aug 24, 2011	35 1525	2,636 44	2,496 75
50 0000	Marathon Petroleum Corporation, Common	Oct 04, 2011	27 8134	1,390 67	1,664 50
75 0000	Marathon Petroleum Corporation, Common	Dec 27, 2011	33 7388	2,530 41	2,496 75
400 0000	TOTAL FOR THIS SECURITY		35 3665	14,146 61	13,316 00
200 0000	Marvell Technology Group Limited, Common	Oct 28, 2010	19 0825	3,816 50	2,770 00
100 0000	Marvell Technology Group Limited, Common	Dec 20, 2010	18 8968	1,889 68	1,385 00
100 0000	Marvell Technology Group Limited, Common	Sep 22, 2011	14 3832	1,438 32	1,385 00
175 0000	Marvell Technology Group Limited, Common	Nov 01, 2011	13 5760	2,375 80	2,423 75
100 0000	Marvell Technology Group Limited, Common	Nov 04, 2011	14 0186	1,401 86	1,385 00
675 0000	TOTAL FOR THIS SECURITY		16 1810	10,922 16	9,348 75
85 0000	McGraw-Hill Companies Incorporated, Common	May 24, 2011	42 0318	3,572 70	3,822 45
70 0000	Metlife Incorporated, Common	Mar 04, 2011	44 9397	3,145 78	2,182 60
40 0000	Metlife Incorporated, Common	Apr 11, 2011	44 6865	1,787 46	1,247 20

<i>Par Value or Shares</i>	<i>Security</i>	<i>Date Acquired</i>	<i>Average Cost</i>	<i>Inventory Value</i>	<i>Market Value</i>
65 0000	Metlife Incorporated, Common	Apr 25, 2011	44 1648	2,870 71	2,026 70
50 0000	Metlife Incorporated, Common	Jul 21, 2011	41 8808	2,094 04	1,559 00
50 0000	Metlife Incorporated, Common	Oct 04, 2011	26 0926	1,304 63	1,559 00
275 0000	TOTAL FOR THIS SECURITY		40 7368	11,202 62	8,574 50
450 0000	Micron Technology Incorporated, Common	Oct 17, 2011	5 5469	2,496 11	2,830 50
225 0000	Micron Technology Incorporated, Common	Oct 24, 2011	5 5671	1,252 60	1,415 25
225 0000	Micron Technology Incorporated, Common	Oct 25, 2011	5 5452	1,247 67	1,415 25
900 0000	TOTAL FOR THIS SECURITY		5 5515	4,996 38	5,661 00
10 0000	Monsanto Company (New), Common	Feb 02, 2011	75 3830	753 83	700 70
25 0000	Monsanto Company (New), Common	Feb 17, 2011	73 8480	1,846 20	1,751 75
20 0000	Monsanto Company (New), Common	Mar 10, 2011	67 5645	1,351 29	1,401 40
20 0000	Monsanto Company (New), Common	Mar 30, 2011	70 8770	1,417 54	1,401 40
20 0000	Monsanto Company (New), Common	Apr 06, 2011	69 7660	1,395 32	1,401 40
35 0000	Monsanto Company (New), Common	Apr 15, 2011	67 3560	2,357 46	2,452 45
25 0000	Monsanto Company (New), Common	May 12, 2011	63 9568	1,598 92	1,751 75
30 0000	Monsanto Company (New), Common	Dec 27, 2011	71 2077	2,136 23	2,102 10
185 0000	TOTAL FOR THIS SECURITY		69 4962	12,856 79	12,962 95
85 0000	Moody's Corporation, Common	Apr 08, 2011	35 8402	3,046 42	2,862 80
70 0000	Moody's Corporation, Common	Jun 08, 2011	39 3437	2,754 06	2,357 60
155 0000	TOTAL FOR THIS SECURITY		37 4225	5,800 48	5,220 40
325 0000	Morgan Stanley Group Incorporated, Common	Dec 05, 2011	16 4525	5,347 06	4,917 25
180 0000	NV Energy Incorporated, Common	Aug 16, 2011	14 5493	2,618 87	2,943 00
120 0000	NV Energy Incorporated, Common	Oct 06, 2011	14 4139	1,729 67	1,962 00
300 0000	TOTAL FOR THIS SECURITY		14 4951	4,348 54	4,905 00
2 0000	NVR Incorporated, Common	Jun 06, 2011	731 6700	1,463 34	1,372 00
2 0000	NVR Incorporated, Common	Aug 31, 2011	643 5000	1,287 00	1,372 00
4 0000	TOTAL FOR THIS SECURITY		687 5850	2,750 34	2,744 00
225 0000	Newell Rubbermaid Incorporated, Common	Oct 11, 2011	12 4958	2,811 56	3,633 75
30 0000	Noble Energy Incorporated, Common	Jan 29, 2010	74 6807	2,240 42	2,831 70

<i>Par Value or Shares</i>	<i>Security</i>	<i>Date Acquired</i>	<i>Average Cost</i>	<i>Inventory Value</i>	<i>Market Value</i>
5 0000	Noble Energy Incorporated, Common	Feb 19, 2010	74 9160	374.58	471.95
5 0000	Noble Energy Incorporated, Common	Sep 10, 2010	75 1020	375 51	471 95
25 0000	Noble Energy Incorporated, Common	Sep 15, 2010	76 6016	1,915 04	2,359.75
20.0000	Noble Energy Incorporated, Common	Feb 24, 2011	88 1330	1,762 66	1,887 80
15 0000	Noble Energy Incorporated, Common	Apr 15, 2011	93 6373	1,404.56	1,415 85
15 0000	Noble Energy Incorporated, Common	Jun 06, 2011	88 8653	1,332 98	1,415 85
25 0000	Noble Energy Incorporated, Common	Dec 27, 2011	95 7768	2,394 42	2,359.75
15.0000	Noble Energy Incorporated, Common	Dec 30, 2011	95 2847	1,429 27	1,415 85
155 0000	TOTAL FOR THIS SECURITY		85 3512	13,229 44	14,630.45
60 0000	Northrop Grumman Corporation, Common	Dec 27, 2010	58 3895	3,503 37	3,508 80
25 0000	Northrop Grumman Corporation, Common	Aug 05, 2011	55 9216	1,398 04	1,462 00
85 0000	TOTAL FOR THIS SECURITY		57 6636	4,901.41	4,970.80
110.0000	Oracle Corporation, Common	Sep 23, 2010	27,3523	3,008 75	2,821 50
90 0000	Oracle Corporation, Common	Sep 28, 2010	27 0369	2,433.32	2,308 50
25 0000	Oracle Corporation, Common	Oct 05, 2010	27,1996	679 99	641 25
25 0000	Oracle Corporation, Common	Nov 09, 2010	28 9740	724 35	641 25
125 0000	Oracle Corporation, Common	Dec 03, 2010	28 6701	3,583 76	3,206 25
50 0000	Oracle Corporation, Common	Mar 28, 2011	32 6422	1,632.11	1,282 50
50 0000	Oracle Corporation, Common	Jun 27, 2011	31 4492	1,572 46	1,282.50
475 0000	TOTAL FOR THIS SECURITY		28 7047	13,634 74	12,183 75
35 0000	PVH Corporation, Common	Oct 17, 2011	65 8217	2,303 76	2,467 15
25 0000	PVH Corporation, Common	Dec 21, 2011	67 0172	1,675.43	1,762 25
60 0000	TOTAL FOR THIS SECURITY		66 3198	3,979.19	4,229 40
40.0000	PepsiCo Incorporated, Common	Sep 22, 2011	60 2470	2,409 88	2,654 00
30 0000	PepsiCo Incorporated, Common	Oct 25, 2011	62 0327	1,860 98	1,990 50
20 0000	PepsiCo Incorporated, Common	Nov 25, 2011	62 6565	1,253 13	1,327 00
90 0000	TOTAL FOR THIS SECURITY		61 3777	5,523 99	5,971 50
30 0000	Perrigo Company, Common	Nov 15, 2011	93 7057	2,811 17	2,919 00
15 0000	Perrigo Company, Common	Dec 06, 2011	99 9573	1,499 36	1,459 50
45.0000	TOTAL FOR THIS SECURITY		95 7896	4,310 53	4,378 50
1,200 0000	Pfizer Incorporated, Common	Dec 23, 2010	17 6354	21,162 48	25,988 00
100 0000	Pfizer Incorporated, Common	Jun 08, 2011	20 6665	2,066 65	2,164 00
100 0000	Pfizer Incorporated, Common	Jul 11, 2011	20 0308	2,003 08	2,164 00

<i>Par Value or Shares</i>	<i>Security</i>	<i>Date Acquired</i>	<i>Average Cost</i>	<i>Inventory Value</i>	<i>Market Value</i>
1,400 0000	TOTAL FOR THIS SECURITY		18 0230	25,232 21	30,296 00
40 0000	Potash Corporation Saskatchewan Incorporated, Common	Dec 15, 2010	46 4760	1,859 04	1,651 20
80 0000	Potash Corporation Saskatchewan Incorporated, Common	May 06, 2011	53 4704	4,277 63	3,302 40
30.0000	Potash Corporation Saskatchewan Incorporated, Common	Nov 16, 2011	45 3967	1,361 90	1,238 40
150 0000	TOTAL FOR THIS SECURITY		49 9905	7,498 57	6,192.00
19 0000	Precision Castparts Corporation, Common	Jun 14, 2011	152 6958	2,901 22	3,131 01
16 0000	Precision Castparts Corporation, Common	Aug 04, 2011	151 8488	2,429 58	2,636.64
15 0000	Precision Castparts Corporation, Common	Oct 25, 2011	172 0967	2,581 45	2,471 85
15.0000	Precision Castparts Corporation, Common	Dec 27, 2011	165 2553	2,478 83	2,471.85
65 0000	TOTAL FOR THIS SECURITY		159 8628	10,391.08	10,711 35
25 0000	Procter & Gamble Company, Common	Apr 29, 2011	64 9560	1,623 90	1,667 75
60 0000	Qualcomm Incorporated, Common	Jan 31, 2011	53 8838	3,233 03	3,282 00
35 0000	Qualcomm Incorporated, Common	Feb 14, 2011	58 6006	2,051 02	1,914 50
35 0000	Qualcomm Incorporated, Common	Mar 01, 2011	58 6749	2,053 62	1,914 50
25 0000	Qualcomm Incorporated, Common	Mar 21, 2011	53 7372	1,343 43	1,367.50
25 0000	Qualcomm Incorporated, Common	Mar 22, 2011	52 7764	1,319 41	1,367 50
45 0000	Qualcomm Incorporated, Common	Apr 11, 2011	53 7211	2,417 45	2,461 50
25 0000	Qualcomm Incorporated, Common	May 24, 2011	56 2020	1,405 05	1,367 50
25 0000	Qualcomm Incorporated, Common	Jul 15, 2011	54 8552	1,371 38	1,367 50
25 0000	Qualcomm Incorporated, Common	Jul 22, 2011	57 2492	1,431 23	1,367 50
25 0000	Qualcomm Incorporated, Common	Sep 01, 2011	51 6388	1,290 97	1,367 50
50 0000	Qualcomm Incorporated, Common	Dec 27, 2011	54 8354	2,741 77	2,735 00
375 0000	TOTAL FOR THIS SECURITY		55 0890	20,658 36	20,512 50
15 0000	Rockwell Automation Incorporated, Common	Feb 15, 2011	88 6107	1,329 16	1,100.55
30 0000	Rockwell Automation Incorporated, Common	Mar 18, 2011	88 8523	2,665 57	2,201.10
25 0000	Rockwell Automation Incorporated, Common	Aug 15, 2011	65 0800	1,627.00	1,834 25
20.0000	Rockwell Automation Incorporated, Common	Nov 03, 2011	71 2450	1,424 90	1,467 40
90.0000	TOTAL FOR THIS SECURITY		78.2959	7,046.63	6,603 30
11 0000	Salesforce.com Incorporated, Common	Dec 01, 2011	118 4018	1,302 42	1,116 06
10 0000	Salesforce com Incorporated, Common	Dec 07, 2011	121 9350	1,219 35	1,014 60

<i>Par Value or Shares</i>	<i>Security</i>	<i>Date Acquired</i>	<i>Average Cost</i>	<i>Inventory Value</i>	<i>Market Value</i>
21 0000	TOTAL FOR THIS SECURITY		120 0843	2,521.77	2,130 66
5 0000	Schlumberger Limited, Common	Feb 10, 2006	59 0740	295 37	341 55
20.0000	Schlumberger Limited, Common	Oct 23, 2008	50 6725	1,013 45	1,366 20
25.0000	Schlumberger Limited, Common	Nov 13, 2008	46 2348	1,155 87	1,707 75
85 0000	Schlumberger Limited, Common	Dec 30, 2008	40 4684	3,439 81	5,806 35
50 0000	Schlumberger Limited, Common	Mar 09, 2009	36 6198	1,830 99	3,415 50
50.0000	Schlumberger Limited, Common	Sep 15, 2010	58 3678	2,918 39	3,415 50
65 0000	Schlumberger Limited, Common	Dec 27, 2011	69 1658	4,495 78	4,440 15
300.0000	TOTAL FOR THIS SECURITY		50 4989	15,149 66	20,493 00
200 0000	Seagate Technology PLC	Oct 21, 2011	15.1618	3,032 36	3,280 00
65 0000	Starbucks Corporation, Common	Sep 03, 2010	24 9138	1,619 40	2,990.65
75 0000	Starbucks Corporation, Common	Apr 29, 2011	36 2487	2,718 65	3,450 75
50 0000	Starbucks Corporation, Common	Jul 19, 2011	39.9950	1,999.75	2,300 50
60 0000	Starbucks Corporation, Common	Dec 27, 2011	45 8203	2,749 22	2,760 60
250 0000	TOTAL FOR THIS SECURITY		36 3481	9,087 02	11,502 50
55 0000	TRW Automotive Holdings Corporation, Common	Jun 02, 2011	55 5467	3,055 07	1,793.00
70 0000	TRW Automotive Holdings Corporation, Common	Oct 21, 2011	40 3474	2,824 32	2,282 00
125 0000	TOTAL FOR THIS SECURITY		47 0351	5,879 39	4,075 00
130 0000	Time Warner Cable Incorporated, Common	Dec 23, 2010	65 2502	8,482.53	8,264.10
20 0000	Time Warner Cable Incorporated, Common	Nov 09, 2011	60 8325	1,216.65	1,271 40
75.0000	Time Warner Cable Incorporated, Common	Dec 27, 2011	63 7295	4,779.71	4,767 75
225 0000	TOTAL FOR THIS SECURITY		64 3506	14,478 89	14,303 25
45 0000	Transocean Limited, Common	May 20, 2011	69 7049	3,136 72	1,727 55
45 0000	Transocean Limited, Common	Jul 15, 2011	62 3809	2,807 14	1,727 55
40.0000	Transocean Limited, Common	Aug 02, 2011	60 3080	2,412 32	1,535 60
70 0000	Transocean Limited, Common	Nov 04, 2011	49 6600	3,476 20	2,687.30
200 0000	TOTAL FOR THIS SECURITY		59 1619	11,832 38	7,678 00
145 0000	Travelers Companies Incorporated, Common	Dec 23, 2010	55 4444	8,039 44	8,579 65
40 0000	Travelers Companies Incorporated, Common	Mar 03, 2011	59 3853	2,375 41	2,366 80
185 0000	TOTAL FOR THIS SECURITY		56 2965	10,414 85	10,946.45

<i>Par Value or Shares</i>	<i>Security</i>	<i>Date Acquired</i>	<i>Average Cost</i>	<i>Inventory Value</i>	<i>Market Value</i>
145 0000	Tyson Foods Incorporated, Class A Common	May 03, 2011	19 7788	2,867 93	2,992.80
155 0000	Tyson Foods Incorporated, Class A Common	Jun 23, 2011	18 5490	2,875 10	3,199 20
300 0000	TOTAL FOR THIS SECURITY		19 1434	5,743 03	6,192.00
75 0000	United Parcel Service Incorporated, Class B Common	Aug 13, 2010	64 5857	4,843 93	5,489.25
100 0000	United Parcel Service Incorporated, Class B Common	Oct 29, 2010	67 2932	6,729 32	7,319 00
25 0000	United Parcel Service Incorporated, Class B Common	Mar 08, 2011	73 0728	1,826 82	1,829 75
200 0000	TOTAL FOR THIS SECURITY		67 0004	13,400 07	14,638 00
115 0000	Unitedhealth Group Incorporated, Common	Jun 23, 2011	50 8628	5,849 22	5,828.20
35 0000	Unitedhealth Group Incorporated, Common	Jun 30, 2011	51 7671	1,811 85	1,773.80
50 0000	Unitedhealth Group Incorporated, Common	Aug 08, 2011	42 6410	2,132 05	2,534 00
50 0000	Unitedhealth Group Incorporated, Common	Aug 11, 2011	42 8124	2,140 62	2,534 00
250 0000	TOTAL FOR THIS SECURITY		47 7350	11,933 74	12,670 00
25 0000	VF Corporation, Common	Aug 04, 2011	110 6516	2,766 29	3,174.75
135 0000	Viacom Incorporated (New), Class B Common	Dec 23, 2010	39 1838	5,289 81	6,130.35
40 0000	Viacom Incorporated (New), Class B Common	May 31, 2011	50 1973	2,007 89	1,816 40
50 0000	Viacom Incorporated (New), Class B Common	Jun 08, 2011	48 5516	2,427 58	2,270 50
225 0000	TOTAL FOR THIS SECURITY		43 2235	9,725 28	10,217 25
50 0000	Visa Incorporated, Class A Common	Aug 04, 2011	85 6774	4,283 87	5,076 50
55 0000	Wellpoint Incorporated, Common	Mar 09, 2011	69 2287	3,807 58	3,643 75
55 0000	Wellpoint Incorporated, Common	Apr 13, 2011	69 2904	3,810.97	3,643 75
40 0000	Wellpoint Incorporated, Common	Apr 27, 2011	74 7000	2,988 00	2,650 00
25 0000	Wellpoint Incorporated, Common	May 02, 2011	77 4692	1,936 73	1,656 25
25 0000	Wellpoint Incorporated, Common	May 25, 2011	77 1332	1,928 33	1,656 25
25 0000	Wellpoint Incorporated, Common	Aug 05, 2011	62 5964	1,564 91	1,656 25
225 0000	TOTAL FOR THIS SECURITY		71 2734	16,036.52	14,906.25
75 0000	Wells Fargo & Company (New), Common	Aug 16, 2010	25 7564	1,931.73	2,067 00
50 0000	Wells Fargo & Company (New), Common	Nov 02, 2011	25 0728	1,253 64	1,378 00
125 0000	TOTAL FOR THIS SECURITY		25 4830	3,185 37	3,445 00
TOTAL STOCKS			\$1,587,716.04	\$1,491,643.01	
Account Payable			(1,429 27)	(1,429 27)	

<i>Par Value or Shares</i>	<i>Security</i>	<i>Date Acquired</i>	<i>Average Cost</i>	<i>Inventory Value</i>	<i>Market Value</i>
	Cash & Cash Equivalents			15,530.06	15,530.06
	Wells Fargo Bank, N A				
	Cash & Cash Equivalents			52,447.59	52,447.59
	Sanford C. Bernstein				
	TOTAL CASH, CASH EQUIVALENTS AND OTHER			\$66,548.38	\$66,548.38
	TOTAL ACCOUNT			\$1,654,264.42	\$1,558,191.39

Statement of Shareholder Receiving a Distribution of Stock

THE DELLENBACK FAMILY FOUNDATION, INC. (Account: 888-59790)

Statement of Shareowner
Receiving a Distribution of Stock
of Huntington Ingalls Industries, Inc.
Filed Pursuant to Treasury Regulation Section 1.355-5(b)

1. The undersigned, a shareholder owning common stock of Northrop Grumman Corporation as of March 30 2011, the record date, received a distribution on March 31 2011, from Northrop Grumman Corporation shares of common stock of Huntington Ingalls Industries, Inc., a corporation controlled by Northrop Grumman Corporation to which Section 355 of the Internal Revenue code of 1986, as amended (the "Code"), applies.
2. The names and addresses of the corporations involved are:
 - (a) Northrop Grumman Corporation
1840 Century Park East
Los Angeles, CA 90067
 - (b) Huntington Ingalls Industries, Inc.
4101 Washington Avenue
Newport News, VA 23607
3. The undersigned surrendered no stock or securities of Northrop Grumman Corporation in the distribution.
4. The undersigned received 17 shares of common stock of Huntington Ingalls Industries, Inc. in the distribution.
5. Northrop Grumman Corporation has received a private letter ruling from the Internal Revenue Service to the effect that the distribution of shares of Huntington Ingalls Industries, Inc. common stock qualifies as a tax-free distribution under section 355 of the Code.


Shareholder's Signature

Shareholder's Signature

*** ATTACH TO YOUR U.S. FEDERAL INCOME TAX RETURN FOR THE TAX PERIOD 2011 ***

Statement of Shareholder Receiving a Distribution of Stock

THE DELLENBACK FAMILY FOUNDATION, INC. (Account: 888-59790)

Statement of Shareowner
Receiving a Distribution of Stock
of Marathon Petroleum Corporation
Filed Pursuant to Treasury Regulation Section 1.355-5(b)

1. The undersigned, a shareholder owning common stock of Marathon Oil Corporation as of June 27 2011, the record date, received a distribution on July 01 2011, from Marathon Oil Corporation shares of common stock of Marathon Petroleum Corporation, a corporation controlled by Marathon Oil Corporation to which Section 355 of the Internal Revenue code of 1986, as amended (the "Code"), applies.

2. The names and addresses of the corporations involved are:

(a) Marathon Oil Corporation
5555 San Felipe Road
Houston, TX 77056

(b) Marathon Petroleum Corporation
539 South Main Street
Findlay, OH 45840

3. The undersigned surrendered no stock or securities of Marathon Oil Corporation in the distribution.

4. The undersigned received 67 shares of common stock of Marathon Petroleum Corporation in the distribution.

5. Marathon Oil Corporation has received a private letter ruling from the Internal Revenue Service to the effect that the distribution of shares of Marathon Petroleum Corporation common stock qualifies as a tax-free distribution under section 355 of the Code.

Jan M. Dellenbach
Shareholder's Signature

Shareholder's Signature

Statement of Shareholder Receiving a Distribution of Stock

GWD SPECIAL RESTRICTED FUND DELLENBACK FAMILY FOUNDATION INC (Account: 888-59791)

Statement of Shareowner
Receiving a Distribution of Stock
of Huntington Ingalls Industries, Inc.
Filed Pursuant to Treasury Regulation Section 1.355-5(b)

1. The undersigned, a shareholder owning common stock of Northrop Grumman Corporation as of March 30 2011, the record date, received a distribution on March 31 2011, from Northrop Grumman Corporation shares of common stock of Huntington Ingalls Industries, Inc., a corporation controlled by Northrop Grumman Corporation to which Section 355 of the Internal Revenue code of 1986, as amended (the "Code"), applies.
2. The names and addresses of the corporations involved are:
 - (a) Northrop Grumman Corporation
1840 Century Park East
Los Angeles, CA 90067
 - (b) Huntington Ingalls Industries, Inc.
4101 Washington Avenue
Newport News, VA 23607
3. The undersigned surrendered no stock or securities of Northrop Grumman Corporation in the distribution.
4. The undersigned received 41 shares of common stock of Huntington Ingalls Industries, Inc. in the distribution.
5. Northrop Grumman Corporation has received a private letter ruling from the Internal Revenue Service to the effect that the distribution of shares of Huntington Ingalls Industries, Inc. common stock qualifies as a tax-free distribution under section 355 of the Code.


Shareholder's Signature

Shareholder's Signature

*** ATTACH TO YOUR U.S. FEDERAL INCOME TAX RETURN FOR THE TAX PERIOD 2011 ***

Statement of Shareholder Receiving a Distribution of Stock

GWD SPECIAL RESTRICTED FUND DELLENBACK FAMILY FOUNDATION INC (Account: 888-59791)

Statement of Shareowner
Receiving a Distribution of Stock
of Marathon Petroleum Corporation
Filed Pursuant to Treasury Regulation Section 1 355-5(b)

1. The undersigned, a shareholder owning common stock of Marathon Oil Corporation as of June 27 2011, the record date, received a distribution on July 01 2011, from Marathon Oil Corporation shares of common stock of Marathon Petroleum Corporation, a corporation controlled by Marathon Oil Corporation to which Section 355 of the Internal Revenue code of 1986, as amended (the "Code"), applies.
2. The names and addresses of the corporations involved are:
 - (a) Marathon Oil Corporation
5555 San Felipe Road
Houston, TX 77056
 - (b) Marathon Petroleum Corporation
539 South Main Street
Findlay, OH 45840
3. The undersigned surrendered no stock or securities of Marathon Oil Corporation in the distribution.
4. The undersigned received 187 shares of common stock of Marathon Petroleum Corporation in the distribution.
5. Marathon Oil Corporation has received a private letter ruling from the Internal Revenue Service to the effect that the distribution of shares of Marathon Petroleum Corporation common stock qualifies as a tax-free distribution under section 355 of the Code.


Shareholder's Signature

Shareholder's Signature