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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only. (See instructions.)			Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value			
Assets	1	Cash - non-interest-bearing	NONE	NONE			
	2	Savings and temporary cash investments	NONE	NONE			
	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 schedule) ▶ *	NONE	NONE	NONE		
		Less: allowance for doubtful accounts ▶					
	8	Inventories for sale or use					
	9	Prepaid expenses and deferred charges					
	10 a	Investments - U S and state government obligations (attach schedule)	NONE	NONE	NONE		
	b	Investments - corporate stock (attach schedule)	NONE	NONE	NONE		
	c	Investments - corporate bonds (attach schedule)	NONE	NONE	NONE		
	11	Investments - land, buildings, and equipment, basis	NONE				
	Less: accumulated depreciation (attach schedule) ▶	NONE	NONE				
12	Investments - mortgage loans	NONE	127,618.	127,618.			
13	Investments - other (attach schedule)	21,405,562.	20,720,562.	21,056,941.			
14	Land, buildings, and equipment, basis						
	Less: accumulated depreciation (attach schedule) ▶						
15	Other assets (describe ▶)	NONE	NONE	NONE			
16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	21,405,562.	20,848,180.	21,184,559.			
Liabilities	17	Accounts payable and accrued expenses					
	18	Grants payable					
	19	Deferred revenue					
	20	Loans from officers, directors, trustees, and other disqualified persons					
	21	Mortgages and other notes payable (attach schedule)					
	22	Other liabilities (describe ▶)					
23	Total liabilities (add lines 17 through 22)						
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐						
	and complete lines 24 through 26 and lines 30 and 31.						
	24	Unrestricted					
	25	Temporarily restricted					
	26	Permanently restricted					
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ ☒						
	27	Capital stock, trust principal, or current funds	21,405,562.	20,848,180.			
	28	Paid-in or capital surplus, or land, bldg, and equipment fund					
	29	Retained earnings, accumulated income, endowment, or other funds	NONE	NONE			
30	Total net assets or fund balances (see instructions)	21,405,562.	20,848,180.				
31	Total liabilities and net assets/fund balances (see instructions)	21,405,562.	20,848,180.				

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	21,405,562.
2	Enter amount from Part I, line 27a	2	-716,768.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 8	3	166,422.
4	Add lines 1, 2, and 3	4	20,855,216.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 9	5	7,036.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	20,848,180.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs MLC Co.)			(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a PUBLICLY TRADED SECURITIES					
b					
c					
d					
e					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
a 10,253,901.		10,232,109.	21,792.		
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0- or Losses (from col. (h))		
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any			
a			21,792.		
b					
c					
d					
e					
2 Capital gain net income or (net capital loss) $\left\{ \begin{array}{l} \text{If gain, also enter in Part I, line 7} \\ \text{If (loss), enter -0- in Part I, line 7} \end{array} \right\}$			2	32,015.	
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 (col. (b) divided by col. (c))
2010	1,003,625.	21,498,401.	0.046684
2009	744,228.	16,595,691.	0.044845
2008	528,606.	9,742,720.	0.054257
2007	547,893.	7,283,601.	0.075223
2006	170,932.	2,401,195.	0.071186
2 Total of line 1, column (d)			2 0.292195
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 0.058439
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5			4 22,361,439.
5 Multiply line 4 by line 3			5 1,306,780.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 5,299.
7 Add lines 5 and 6			7 1,312,079.
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions			8 1,363,386.

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

1a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1 Date of ruling or determination letter: _____ (attach copy of letter if necessary - see instructions)		1	5,299.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b			
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	
3 Add lines 1 and 2		3	5,299.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	NONE
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	5,299.
6 Credits/Payments:			
a 2011 estimated tax payments and 2010 overpayment credited to 2011	6a	12,935.	
b Exempt foreign organizations - tax withheld at source	6b	NONE	
c Tax paid with application for extension of time to file (Form 8868)	6c	NONE	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	12,935.	
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	7,636.	
11 Enter the amount of line 10 to be: Credited to 2012 estimated tax ☒ 5,300. Refunded ☐	11	2,336.	

Part VII-A Statements Regarding Activities

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

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Website address <u>N/A</u>				
14	The books are in care of <u>BANK OF AMERICA TAX SERVICES</u> Telephone no. <u>(877) 446-1410</u> Located at <u>PO BOX 40200, FL9-100-10-19, JACKSONVILLE, FL</u> ZIP + 4 <u>32203-0200</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? 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>	16	Yes	No X

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No		
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No		
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? ☐ <u></u>	1b	X
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2011? ☐ <u></u>	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></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.) ☐ <u></u>	2b	X
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. <u></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.) ☐ <u></u>	3b	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? ☐ <u></u>	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? ☐ <u></u>	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)? ☐ Yes ☒ NoOrganizations relying on a current notice regarding disaster assistance check here ☐**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No

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

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

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No**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
SEE STATEMENT 11		305,059.	-0-	-0-

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

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

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
NONE		NONE
Total number of others receiving over \$50,000 for professional services		NONE

Part IX-A Summary of Direct Charitable Activities

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

Expenses

1 NOT APPLICABLE

THE SOLE CHARITABLE ACTIVITY OF THIS ORGANIZATION
IS THE MAKING OF CONTRIBUTIONS AND GRANTS TO2 QUALIFIED CHARITABLE ORGANIZATIONS. NO
DIRECT CHARITABLE ACTIVITIES ARE CONDUCTED.

3

4

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

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

Amount

1 NONE

2

All other program-related investments See instructions

3 NONE

Total. Add lines 1 through 3

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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	20,488,296.
b	Average of monthly cash balances	1b	2,213,673.
c	Fair market value of all other assets (see instructions)	1c	NONE
d	Total (add lines 1a, b, and c)	1d	22,701,969.
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	NONE
3	Subtract line 2 from line 1d	3	22,701,969.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	340,530.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	22,361,439.
6	Minimum investment return. Enter 5% of line 5	6	1,118,072.

Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ☐ and do not complete this part.)

1	Minimum investment return from Part X, line 6	1	1,118,072.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	5,299.
b	Income tax for 2011. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	5,299.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	1,112,773.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	1,112,773.
6	Deduction from distributable amount (see instructions)	6	NONE
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	1,112,773.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	1,363,386.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	1,363,386.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	5,299.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	1,358,087.

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7				1,112,773.
2 Undistributed income, if any, as of the end of 2011			NONE	
a Enter amount for 2010 only			NONE	
b Total for prior years: 20 <u>09</u> , 20 <u> </u> , 20 <u> </u>		NONE		
3 Excess distributions carryover, if any, to 2011:				
a From 2006	3,853.			
b From 2007	195,333.			
c From 2008	45,274.			
d From 2009	NONE			
e From 2010	NONE			
f Total of lines 3a through e	244,460.			
4 Qualifying distributions for 2011 from Part XII, line 4: ► \$ <u>1,363,386.</u>				
a Applied to 2010, but not more than line 2a			NONE	
b Applied to undistributed income of prior years (Election required - see instructions)		NONE		
c Treated as distributions out of corpus (Election required - see instructions)	NONE			
d Applied to 2011 distributable amount				1,112,773.
e Remaining amount distributed out of corpus	250,613.			
5 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a).)	NONE			NONE
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	495,073.			
b Prior years' undistributed income. Subtract line 4b from line 2b		NONE		
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		NONE		
d Subtract line 6c from line 6b Taxable amount - see instructions		NONE		
e Undistributed income for 2010. Subtract line 4a from line 2a. Taxable amount - see instructions			NONE	
f Undistributed income for 2011. Subtract lines 4d and 5 from line 1 This amount must be distributed in 2012				NONE
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	NONE			
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)	3,853.			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	491,220.			
10 Analysis of line 9:				
a Excess from 2007	195,333.			
b Excess from 2008	45,274.			
c Excess from 2009	NONE			
d Excess from 2010	NONE			
e Excess from 2011	250,613.			

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9)**NOT APPLICABLE**

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2011, enter the date of the ruling

b Check box to indicate whether the foundation is a private operating foundation described in section

4942(j)(3) or 4942(j)(5)

	Tax year	Prior 3 years			(e) Total
	(a) 2011	(b) 2010	(c) 2009	(d) 2008	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test - enter					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year - see instructions.)**1 Information Regarding Foundation Managers:**

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

N/A

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

N/A

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

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

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

SEE STATEMENT 13

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

SEE ATTACHED STATEMENT FOR LINE 2

c Any submission deadlines

SEE ATTACHED STATEMENT FOR LINE 2

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

SEE ATTACHED STATEMENT FOR LINE 2

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

Recipient	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
Name and address (home or business)				
a Paid during the year SEE STATEMENT 14				
Total			▶ 3a	1,253,000.
b Approved for future payment				
Total			▶ 3b	

Enter gross amounts unless otherwise indicated.

(See worksheet in line 13 instructions to verify calculations)

Line No.

Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions.)

NOT APPLICABLE

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

- | | | | | |
|----------|---|--------------|------------|-----------|
| 1 | Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations? | | Yes | No |
| a | Transfers from the reporting foundation to a noncharitable exempt organization of: | | | |
| (1) | Cash | 1a(1) | | X |
| (2) | Other assets | 1a(2) | | X |
| b | Other transactions: | | | |
| (1) | Sales of assets to a noncharitable exempt organization | 1b(1) | | X |
| (2) | Purchases of assets from a noncharitable exempt organization | 1b(2) | | X |
| (3) | Rental of facilities, equipment, or other assets | 1b(3) | | X |
| (4) | Reimbursement arrangements | 1b(4) | | X |
| (5) | Loans or loan guarantees | 1b(5) | | X |
| (6) | Performance of services or membership or fundraising solicitations | 1b(6) | | X |
| c | Sharing of facilities, equipment, mailing lists, other assets, or paid employees | 1c | | X |
| d | If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received | | | |

[illegible]

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

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

**Sign
Here**

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


Signature of officer or trustee
BANK OF AMERICA, N.A. BY:

10/09/2012
Date

Title

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

**Paid
Preparer
Use Only**

Print/Type preparer's name

Preparer's signature

Date	
------	--

Check ☐ if self-employed

PTIN

Firm's name ▶

Firm's EIN ▶

Firm's address ►

Phone no.

Schedule of Contributors

OMB No 1545-0047

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

2011

Name of the organization

Employer identification number

W AND H THOMAS CHARITABLE TRUST

36-6917007

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

☐ 501(c)() (enter number) organization

☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation

☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation

☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation

☐ 501(c)(3) taxable private 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).

Name of organization W AND H THOMAS CHARITABLE TRUST	Employer identification number 36-6917007
--	---

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

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	EMILY THOMAS ESTATE C/O BANK OF AMERICA, PR	\$ 81,500.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
2	W.A. THOMAS TRUST FBO EMILY THOMAS C/O BANK OF AMERICA, TRUSTEE	\$ 17,583.	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.)

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
USGI REPORTED AS NONQUALIFIED DIVIDENDS	23,004.	23,004.
FOREIGN DIVIDENDS	50,034.	50,034.
NONDIVIDEND DISTRIBUTIONS	394.	
DOMESTIC DIVIDENDS	213,563.	213,563.
OTHER INTEREST	107,789.	107,789.
FOREIGN INTEREST	32,342.	32,342.
MUNICIPAL INTEREST	14,816.	
US GOVERNMENT INTEREST REPORTED AS QUALI	3,105.	3,105.
NONQUALIFIED FOREIGN DIVIDENDS	18,140.	18,140.
NONQUALIFIED DOMESTIC DIVIDENDS	309,568.	309,568.
ACCRUED MARKET DISCOUNT INTEREST		2,336.
TOTAL	772,755.	759,881.

FORM 990PF, PART I - OTHER INCOME
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
CITIGROUP INC CONV PFD	19.	19.
FORD MTR CO CAP TR II ORIGIN PFD	28.	28.
EXCELSIOR MULTI-STRAT HEDGE FD - PER K-1		-28,678.
	-----	-----
TOTALS	47.	-28,631.
	=====	=====

FORM 990PF, PART I - ACCOUNTING FEES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	ADJUSTED NET INCOME -----	CHARITABLE PURPOSES -----
TAX PREPARATION FEE	1,350.			1,350.
	-----	-----	-----	-----
TOTALS	1,350.	NONE	NONE	1,350.
	=====	=====	=====	=====

FORM 990PF, PART I - OTHER PROFESSIONAL FEES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
BOA - MANAGEMENT	1,906.	1,906.
	-----	-----
TOTALS	1,906.	1,906.
	=====	=====

FORM 990PF, PART I - TAXES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
FOREIGN TAXES	2,933.	2,933.
EXCISE TAX - PRIOR YEAR	6,000.	
FEDERAL ESTIMATES - PRINCIPAL	12,776.	
FOREIGN TAXES ON QUALIFIED FOR	3,743.	3,743.
FOREIGN TAXES ON NONQUALIFIED	273.	273.
	-----	-----
TOTALS	25,725.	6,949.
	=====	=====

FORM 990PF, PART I - OTHER EXPENSES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	CHARITABLE PURPOSES -----
OTHER CHARITABLE EXPENSE	278.		278.
OTHER NON-ALLOCABLE EXPENSE -	68.	68.	
GRANTMAKING FEES PAID TO TRUST	33,946.		33,946.
	-----	-----	-----
TOTALS	34,292.	68.	34,224.
	=====	=====	=====

W AND H THOMAS CHARITABLE TRUST

36-6917007

FORM 990PF, PART II - OTHER INVESTMENTS

=====

COST/

FMV

C OR F

ENDING

FMV

ENDING

BOOK VALUE

SEE ATTACHED SCHEDULE

C

21,056,941.

20,720,562.

TOTALS

21,056,941.

20,720,562.

=====

FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES
=====

DESCRIPTION -----	AMOUNT -----
SALES ADJUSTMENTS	19,586.
ADJUST FOR CURRENT YEAR END SALES	8.
ADJ FOR TAX EFFECTIVE DATE 2010	144,476.
ROUNDING	16.
ACCRETION OF BOND DISCOUNT	2,336.

TOTAL	166,422.
	=====

FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES
=====

DESCRIPTION -----	AMOUNT -----
ADJ FOR TAX EFFECTIVE DATE 2011	6,410.
COST ADJUSTMENTS	265.
ACCRUED INTEREST PAID CARRYOVER	361.

TOTAL	7,036.
	=====

FORM 990PF, PART VII-A - NEW SUBSTANTIAL CONTRIBUTORS

NAME AND ADDRESS

EMILY THOMAS ESTATE
C/O BANK OF AMERICA, PR

W.A. THOMAS TRUST FBO EMILY THOMAS
C/O BANK OF AMERICA, TRUSTEE

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

=====

OFFICER NAME:

BANK OF AMERICA, N.A.

ADDRESS:

P.O. BOX 40200, MC-FL9-100-10-19

JACKSONVILLE, FL 32203, FL 32203-0200

TITLE:

CO-TRUSTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

COMPENSATION 131,877.

OFFICER NAME:

MARILYN MOORE

ADDRESS:

C/O BANK OF AMERICA

TITLE:

CO-TRUSTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 10

COMPENSATION 45,119.

OFFICER NAME:

JIM ELAM, CPA

ADDRESS:

C/O BANK OF AMERICA

TITLE:

CO-TRUSTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 10

COMPENSATION 45,120.

OFFICER NAME:

DENNIS BLANZ

ADDRESS:

C/O BANK OF AMERICA

TITLE:

CO-TRUSTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 10

COMPENSATION 45,120.

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

=====

OFFICER NAME:

JAMES KEFFLER

ADDRESS:

C/O BANK OF AMERICA

TITLE:

CO-TRUSTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 10

COMPENSATION 37,823.

TOTAL COMPENSATION:

305,059.

=====

W AND H THOMAS CHARITABLE TRUST
FORM 990PF, PART XV - LINES 2a - 2d
=====

36-6917007

RECIPIENT NAME:

AMY LYNCH

ADDRESS:

BANK OF AMERICA, 777 MAIN ST., CT2-102-22-02
HARTFORD, CT 06115

RECIPIENT'S PHONE NUMBER: 860-952-7412

FORM, INFORMATION AND MATERIALS:

NO FORMAL APPLICATION

SUBMISSION DEADLINES:

NONE

RESTRICTIONS OR LIMITATIONS ON AWARDS:

NONE

W AND H THOMAS CHARITABLE TRUST

36-6917007

FORM 990PF, PART XV, LINE 3 - CONTRIBUTIONS, GIFTS, GRANTS PAID

=====

RECIPIENT NAME:

SEE ATTACHED SCHEDULE

ADDRESS:

SEE SCHEDULE

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

VARIOUS CHARITABLE

FOUNDATION STATUS OF RECIPIENT:

EXEMPT PUBLIC CHARITY

AMOUNT OF GRANT PAID1,253,000.

TOTAL GRANTS PAID:

1,253,000.

=====

FEDERAL FOOTNOTES

=====

THE COMPENSATION SHOWN ON THE RETURN THAT IS PAID TO BANK OF AMERICA, N.A., AS CORPORATE TRUSTEE IS NOT CALCULATED BASED UPON AN HOURLY RATE FOR TIME SPENT BY THE TRUSTEE; RATHER, BANK OF AMERICA'S COMPENSATION AS CORPORATE TRUSTEE IS CALCULATED USING A MARKET VALUE FEE SCHEDULE. THE TRUST OFFICER'S TIME SPENT PERFORMING ADMINISTRATIVE RESPONSIBILITIES FOR THIS FOUNDATION AVERAGES ONE HOUR PER WEEK. IN ADDITION, TIME IS SPENT BY OTHER STAFF MEMBERS FOR RECORDKEEPING, INVESTMENT MANAGEMENT, INCOME COLLECTION, RENDERING STATEMENTS AND ACCOUNTINGS, REGULATORY REPORTING, REGULATORY COMPLIANCE, AND TAX SERVICES.

**SCHEDULE D
(Form 1041)**Department of the Treasury
Internal Revenue Service**Capital Gains and Losses****▶ Attach to Form 1041, Form 5227, or Form 990-T. See the Instructions for
Schedule D (Form 1041) (also for Form 5227 or Form 990-T, if applicable).**

OMB No. 1545-0092

2011

Name of estate or trust

W AND H THOMAS CHARITABLE TRUST

Employer identification number

36-6917007

Note: Form 5227 filers need to complete *only* Parts I and II**Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less**

(a) Description of property (Example 100 shares 7% preferred of "Z" Co.)	(b) Date acquired (mo, day, yr.)	(c) Date sold (mo, day, yr.)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
1a					

b Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b **1b** 16,333.**2** Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824 **2****3** Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts **3****4** Short-term capital loss carryover. Enter the amount, if any, from line 9 of the 2010 Capital Loss Carryover Worksheet **4** ()**5** **Net short-term gain or (loss).** Combine lines 1a through 4 in column (f). Enter here and on line 13, column (3) on the back **5** 16,333.**Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year**

(a) Description of property (Example 100 shares 7% preferred of "Z" Co.)	(b) Date acquired (mo, day, yr.)	(c) Date sold (mo, day, yr.)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
6a LONG-TERM CAPITAL GAIN DIVIDENDS					10,221.

b Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b **6b** 5,459.**7** Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824 **7****8** Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts **8****9** Capital gain distributions **9** 2.**10** Gain from Form 4797, Part I **10****11** Long-term capital loss carryover. Enter the amount, if any, from line 14 of the 2010 Capital Loss Carryover Worksheet **11** ()**12** **Net long-term gain or (loss).** Combine lines 6a through 11 in column (f). Enter here and on line 14a, column (3) on the back **12** 15,682.

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D (Form 1041) 2011

Part III Summary of Parts I and II**Caution:** Read the instructions before completing this part.

	(1) Beneficiaries' (see instr.)	(2) Estate's or trust's	(3) Total
13 Net short-term gain or (loss)	13		16,333.
14 Net long-term gain or (loss):			
a Total for year	14a		15,682.
b Unrecaptured section 1250 gain (see line 18 of the wrksht)	14b		2.
c 28% rate gain	14c		1,379.
15 Total net gain or (loss). Combine lines 13 and 14a	15		32,015.

Note: If line 15, column (3), is a net gain, enter the gain on Form 1041, line 4 (or Form 990-T, Part I, line 4a). If lines 14a and 15, column (2), are net gains, go to Part V, and do not complete Part IV. If line 15, column (3), is a net loss, complete Part IV and the **Capital Loss Carryover Worksheet**, as necessary.

Part IV Capital Loss Limitation

16 Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the smaller of:	16	()
a The loss on line 15, column (3) or b \$3,000		

Note: If the loss on line 15, column (3), is more than \$3,000, or if Form 1041, page 1, line 22 (or Form 990-T, line 34), is a loss, complete the **Capital Loss Carryover Worksheet** in the instructions to figure your capital loss carryover.

Part V Tax Computation Using Maximum Capital Gains Rates

Form 1041 filers. Complete this part only if both lines 14a and 15 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), and Form 1041, line 22, is more than zero.

Caution: Skip this part and complete the **Schedule D Tax Worksheet** in the instructions if:

- Either line 14b, col. (2) or line 14c, col. (2) is more than zero, or
- Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero.

Form 990-T trusts. Complete this part only if both lines 14a and 15 are gains, or qualified dividends are included in income in Part I of Form 990-T, and Form 990-T, line 34, is more than zero. Skip this part and complete the **Schedule D Tax Worksheet** in the instructions if either line 14b, col. (2) or line 14c, col. (2) is more than zero.

17 Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34)	17		
18 Enter the smaller of line 14a or 15 in column (2) but not less than zero	18		
19 Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T)	19		
20 Add lines 18 and 19	20		
21 If the estate or trust is filing Form 4952, enter the amount from line 4g; otherwise, enter -0-	21		
22 Subtract line 21 from line 20. If zero or less, enter -0-	22		
23 Subtract line 22 from line 17. If zero or less, enter -0-	23		
24 Enter the smaller of the amount on line 17 or \$2,300	24		
25 Is the amount on line 23 equal to or more than the amount on line 24? ☐ Yes. Skip lines 25 and 26; go to line 27 and check the "No" box. ☐ No. Enter the amount from line 23	25		
26 Subtract line 25 from line 24	26		
27 Are the amounts on lines 22 and 26 the same? ☐ Yes. Skip lines 27 thru 30, go to line 31 ☐ No. Enter the smaller of line 17 or line 22	27		
28 Enter the amount from line 26 (If line 26 is blank, enter -0-)	28		
29 Subtract line 28 from line 27	29		
30 Multiply line 29 by 15% (.15)	30		
31 Figure the tax on the amount on line 23. Use the 2011 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)	31		
32 Add lines 30 and 31	32		
33 Figure the tax on the amount on line 17. Use the 2011 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)	33		
34 Tax on all taxable income. Enter the smaller of line 32 or line 33 here and on Form 1041, Schedule G, line 1a (or Form 990-T, line 36)	34		

Schedule D (Form 1041) 2011

SCHEDULE D-1
(Form 1041)

Department of the Treasury
Internal Revenue Service

Continuation Sheet for Schedule D
(Form 1041)

▶ See instructions for Schedule D (Form 1041).

▶ Attach to Schedule D to list additional transactions for lines 1a and 6a.

OMB No 1545-0092

2011

Name of estate or trust

W AND H THOMAS CHARITABLE TRUST

Employer identification number

36-6917007

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a 71. GLAXO WELCOME PLC SPON	09/27/2010	01/13/2011	2,761.00	2,869.00	-108.00
2. GLAXO WELCOME PLC SPON	09/24/2010	01/13/2011	78.00	81.00	-3.00
6. GLAXO WELCOME PLC SPON	09/27/2010	01/13/2011	233.00	242.00	-9.00
86. XCEL ENERGY INC COM	04/29/2010	01/13/2011	2,015.00	1,852.00	163.00
17. XCEL ENERGY INC COM	04/29/2010	01/13/2011	399.00	366.00	33.00
49. XCEL ENERGY INC COM	05/18/2010	01/13/2011	1,149.00	1,055.00	94.00
7. XCEL ENERGY INC COM	05/18/2010	01/14/2011	164.00	151.00	13.00
145. XCEL ENERGY INC COM	05/17/2010	01/14/2011	3,403.00	3,107.00	296.00
4000. ISHARES S&P LATIN AM FUND	10/22/2010	02/03/2011	207,097.00	205,947.00	1,150.00
146. MONSANTO CO NEW COM	09/01/2010	02/03/2011	10,844.00	7,927.00	2,917.00
3985. SPDR S&P EMERGING SM FUND	12/01/2010	02/03/2011	215,887.00	226,607.00	-10,720.00
250. SOUTHERN COPPER CORP	09/01/2010	02/03/2011	11,422.00	7,962.00	3,460.00
500. WALGREEN CO COM	08/13/2010	02/03/2011	21,437.00	14,118.00	7,319.00
16. WALT DISNEY HOLDING CO	04/16/2010	02/10/2011	684.00	603.00	81.00
38. WALT DISNEY HOLDING CO	04/02/2010	02/10/2011	1,624.00	1,431.00	193.00
79. WALT DISNEY HOLDING CO	04/04/2010	02/10/2011	3,375.00	2,961.00	414.00
39. WALT DISNEY HOLDING CO	03/25/2010	02/10/2011	1,666.00	1,449.00	217.00
11. WALT DISNEY HOLDING CO	04/22/2010	02/10/2011	470.00	400.00	70.00
12. WALT DISNEY HOLDING CO	07/03/2010	02/10/2011	513.00	414.00	99.00
31. WALT DISNEY HOLDING CO	05/08/2010	02/10/2011	1,324.00	1,061.00	263.00
750. HEWLETT PACKARD CO CO	08/09/2010	02/10/2011	36,341.00	32,179.00	4,162.00
500. MONSANTO CO NEW COM	09/01/2010	02/10/2011	37,207.00	27,148.00	10,059.00
250. MONSANTO CO NEW COM	09/01/2010	02/14/2011	18,778.00	13,574.00	5,204.00
447. WELLS FARGO CAP XIV E PFD SECS TRUPS	06/28/2010	02/14/2011	12,253.00	12,268.00	-15.00

1b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 1b

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D-1 (Form 1041) 2011

JSA

1F1221 2 000

EH4703 E171 10/09/2012 11:16:40

SCHEDULE D-1
(Form 1041)

Department of the Treasury
Internal Revenue Service

Continuation Sheet for Schedule D
(Form 1041)

▶ See instructions for Schedule D (Form 1041).

▶ Attach to Schedule D to list additional transactions for lines 1a and 6a.

OMB No. 1545-0092

2011

Name of estate or trust

W AND H THOMAS CHARITABLE TRUST

Employer identification number

36-6917007

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example: 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo., day, yr.)	(c) Date sold (mo., day, yr.)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a 151. WELLS FARGO CAP XIV E PFD SECS TRUPS	06/28/2010	02/15/2011	4,137.00	4,144.00	-7.00
774. WELLS FARGO CAP XIV E PFD SECS TRUPS	06/28/2010	02/15/2011	21,229.00	21,243.00	-14.00
68. FORD MTR CO CAP TR II ORIGINATED PFD SECS 6.500%	07/29/2010	02/16/2011	3,465.00	3,197.00	268.00
119. WELLS FARGO CAP XIV E PFD SECS TRUPS	06/28/2010	02/16/2011	3,264.00	3,266.00	-2.00
178. WELLS FARGO CAP XIV E PFD SECS TRUPS	06/28/2010	02/16/2011	4,881.00	4,885.00	-4.00
382. WELLS FARGO CAP XIV E PFD SECS TRUPS	06/28/2010	02/17/2011	10,493.00	10,484.00	9.00
257. WELLS FARGO CAP XIV E PFD SECS TRUPS	06/28/2010	02/17/2011	7,049.00	7,053.00	-4.00
383. WELLS FARGO CAP XIV E PFD SECS TRUPS	06/28/2010	02/17/2011	10,504.00	10,511.00	-7.00
384. WELLS FARGO CAP XIV E PFD SECS TRUPS	06/28/2010	02/18/2011	10,533.00	10,539.00	-6.00
251. WELLS FARGO CAP XIV E PFD SECS TRUPS	06/28/2010	02/22/2011	6,887.00	6,889.00	-2.00
546. WELLS FARGO CAP XIV E PFD SECS TRUPS	06/28/2010	02/23/2011	14,948.00	14,985.00	-37.00
71. WELLS FARGO CAP XIV EN PFD SECS TRUPS	06/28/2010	02/23/2011	1,942.00	1,949.00	-7.00
567. WELLS FARGO CAP XIV E PFD SECS TRUPS	06/28/2010	02/24/2011	15,519.00	15,561.00	-42.00
4240. WISDOMTREE EMERGING SMALLCAP DIV FUND	07/26/2010	02/24/2011	207,618.00	188,065.00	19,553.00
345. WELLS FARGO CAP XIV E PFD SECS TRUPS	06/28/2010	02/25/2011	9,462.00	9,469.00	-7.00
33615.765 CMG ULTRA SHORT FUND	07/16/2010	02/28/2011	303,887.00	305,567.00	-1,680.00
250. HEWLETT PACKARD CO CO	08/09/2010	02/28/2011	10,904.00	10,726.00	178.00
350. ISHARES INC MSCI AUST	11/25/2010	02/28/2011	9,105.00	8,759.00	346.00
580. ISHARES INC MSCI AUST	12/01/2010	02/28/2011	15,089.00	13,929.00	1,160.00
890. ISHARES INC MSCI CDA	12/01/2010	02/28/2011	29,801.00	26,615.00	3,186.00
300. ISHARES TR S&P GLOBAL SECTOR INDEX	10/16/2010	02/28/2011	13,117.00	10,675.00	2,442.00
1095. ISHARES TR S&P GLOBA SECTOR INDEX	10/22/2010	02/28/2011	47,875.00	38,604.00	9,271.00
485. ISHARES S&P GLOBAL TI FORESTRY INDEX FUND ETF	12/01/2010	02/28/2011	23,289.00	21,114.00	2,175.00
525. MARKET VECTORS ETF TR S ETF	12/01/2010	02/28/2011	29,281.00	26,268.00	3,013.00

1b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 1b

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D-1 (Form 1041) 2011

SCHEDULE D-1
(Form 1041)

Department of the Treasury
Internal Revenue Service

Continuation Sheet for Schedule D
(Form 1041)

▶ See instructions for Schedule D (Form 1041).

▶ Attach to Schedule D to list additional transactions for lines 1a and 6a.

OMB No 1545-0092

2011

Name of estate or trust

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Employer identification number

36-6917007

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(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a 3410. MARKET VECTORS AFRIC	12/01/2010	02/28/2011	112,202.00	112,308.00	-106.00
885. SPDR MSCI ACWI EX-US	10/22/2010	02/28/2011	31,031.00	29,108.00	1,923.00
490. VANGUARD INDEX TR VAN MID-CAP VALUE ETF	10/22/2010	02/28/2011	27,462.00	24,600.00	2,862.00
170. VANGUARD MID-CAP GROW FUND	10/22/2010	02/28/2011	11,219.00	9,422.00	1,797.00
927. WELLS FARGO CAP XIV E PFD SECS TRUPS	06/28/2010	02/28/2011	25,440.00	25,442.00	-2.00
305. WISDOMTREE EMERGING M DIV FUND	07/26/2010	02/28/2011	15,277.00	13,528.00	1,749.00
1045. WISDOMTREE EMERGING SMALLCAP DIV FUND	03/25/2010	02/28/2011	52,341.00	46,032.00	6,309.00
165. WELLS FARGO CAP XIV E PFD SECS TRUPS	06/28/2010	03/01/2011	4,535.00	4,528.00	7.00
1553. WELLS FARGO CAP XIV PFD SECS TRUPS	06/28/2010	03/02/2011	42,626.00	42,622.00	4.00
335. WELLS FARGO CAP XIV E PFD SECS TRUPS	07/13/2010	03/02/2011	9,195.00	9,141.00	54.00
106. WELLS FARGO CAP XIV E PFD SECS TRUPS	07/13/2010	03/03/2011	2,917.00	2,892.00	25.00
59. WELLS FARGO CAP XIV EN PFD SECS TRUPS	07/13/2010	03/03/2011	1,625.00	1,610.00	15.00
7. MOLSON COORS BREWING CO	12/08/2010	03/04/2011	309.00	346.00	-37.00
9. MOLSON COORS BREWING CO	12/08/2010	03/04/2011	399.00	445.00	-46.00
19. MOLSON COORS BREWING C	12/07/2010	03/04/2011	842.00	939.00	-97.00
8. MOLSON COORS BREWING CO	12/06/2010	03/04/2011	355.00	393.00	-38.00
3. MOLSON COORS BREWING CO	12/06/2010	03/04/2011	133.00	147.00	-14.00
1. MOLSON COORS BREWING CO	12/06/2010	03/04/2011	44.00	49.00	-5.00
35. MOLSON COORS BREWING C	12/09/2010	03/04/2011	1,553.00	1,718.00	-165.00
5. MOLSON COORS BREWING CO	12/06/2010	03/04/2011	222.00	245.00	-23.00
.23 EL PASO CORP COM	01/27/2011	03/21/2011	4.00	4.00	
12500. ISHARES S&P U S PFD FUND	03/11/2011	04/05/2011	495,240.00	493,625.00	1,615.00
500. WALGREEN CO COM	08/13/2010	04/06/2011	20,649.00	14,118.00	6,531.00
490. ISHARES INC MSCI AUST	12/01/2010	04/12/2011	13,316.00	11,767.00	1,549.00

1b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 1b

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Schedule D-1 (Form 1041) 2011

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SCHEDULE D-1
(Form 1041)

Department of the Treasury
Internal Revenue Service

Continuation Sheet for Schedule D
(Form 1041)

▶ See instructions for Schedule D (Form 1041).

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OMB No 1545-0092

2011

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Employer identification number

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1a 1160. ISHARES INC MSCI CDA	12/01/2010	04/12/2011	38,401.00	34,690.00	3,711.00
210. ISHARES INC MSCI CDA	11/18/2010	04/12/2011	6,952.00	6,256.00	696.00
1800. ISHARES INC MSCI SIN FUND	11/04/2010	04/12/2011	24,777.00	25,766.00	-989.00
1900. ISHARES INC MSCI SIN FUND	12/01/2010	04/12/2011	26,153.00	26,116.00	37.00
725. ISHARES MSCI SOUTH KO FUND	11/04/2010	04/12/2011	46,023.00	41,829.00	4,194.00
110. ISHARES MSCI SOUTH AF FUND	11/04/2010	04/12/2011	8,053.00	7,870.00	183.00
385. ISHARES MSCI SOUTH AF FUND	05/26/2010	04/12/2011	28,187.00	21,060.00	7,127.00
655. VANGUARD INDEX TR VAN MID-CAP VALUE ETF	04/06/2011	04/12/2011	36,990.00	37,836.00	-846.00
15. VANGUARD INDEX TR VANG VALUE ETF	10/22/2010	04/12/2011	847.00	753.00	94.00
500. WALGREEN CO COM	06/28/2010	04/12/2011	20,632.00	13,591.00	7,041.00
1000. NAVISTAR INTL CORP N SUB NT	09/24/2010	04/15/2011	1,457.00	1,131.00	326.00
17. EL PASO CORP COM	01/27/2011	05/04/2011	307.00	273.00	34.00
60. EL PASO CORP COM	01/27/2011	05/04/2011	1,084.00	964.00	120.00
16. TARGET CORP	08/06/2010	05/04/2011	781.00	837.00	-56.00
2500. ABB LTD SPONSORED AD	04/04/2011	05/17/2011	64,880.00	61,302.00	3,578.00
1000. INTERCONTINENTALEXCH	04/06/2011	05/17/2011	122,683.00	122,080.00	603.00
1790. ISHARES INC MSCI CDA	11/24/2010	05/17/2011	56,391.00	53,029.00	3,362.00
2180. ISHARES INC MSCI SIN FUND	12/01/2010	05/17/2011	30,178.00	29,964.00	214.00
230. ISHARES INC MSCI SING FUND	11/18/2010	05/17/2011	3,184.00	3,131.00	53.00
470. ISHARES INC MSCI SING FUND	11/24/2010	05/17/2011	6,506.00	6,347.00	159.00
1985. ISHARES INC MSCI SIN FUND	07/26/2010	05/17/2011	27,478.00	24,157.00	3,321.00
75. ISHARES MSCI SOUTH KOR FUND	11/04/2010	05/17/2011	4,779.00	4,327.00	452.00
700. ISHARES MSCI SOUTH KO FUND	11/24/2010	05/17/2011	44,604.00	38,819.00	5,785.00
180. ISHARES MSCI SOUTH KO FUND	10/16/2010	05/17/2011	11,470.00	9,939.00	1,531.00

1b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 1b

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Schedule D-1 (Form 1041) 2011

SCHEDULE D-1
(Form 1041)

Department of the Treasury
Internal Revenue Service

Continuation Sheet for Schedule D
(Form 1041)

▶ See instructions for Schedule D (Form 1041).

▶ Attach to Schedule D to list additional transactions for lines 1a and 6a.

OMB No. 1545-0092

2011

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1a 85. ISHARES MSCI SOUTH KOR FUND	10/22/2010	05/17/2011	5,416.00	4,652.00	764.00
680. ISHARES TR S&P GLOBAL CATIONS	10/26/2010	05/17/2011	41,585.00	40,334.00	1,251.00
1564. ISHARES TR S&P GLOBA SECTOR INDEX	10/22/2010	05/17/2011	63,825.00	55,139.00	8,686.00
2275. ISHARES S&P GLOBAL T FORESTRY INDEX FUND ETF	12/01/2010	05/17/2011	107,435.00	99,042.00	8,393.00
1880. MARKET VECTORS ETF T AGRIBUSINESS ETF	12/01/2010	05/17/2011	98,680.00	94,066.00	4,614.00
640. TOTAL S.A.-ADR (FOREI	12/30/2010	05/17/2011	36,561.00	34,166.00	2,395.00
1995. VANGUARD INDEX TR VA MID-CAP VALUE ETF	10/22/2010	05/17/2011	114,361.00	100,159.00	14,202.00
1690. VANGUARD MID-CAP GRO FUND	10/22/2010	05/17/2011	113,837.00	93,668.00	20,169.00
1500. AVAGO TECHNOLOGIES L	02/14/2011	05/17/2011	50,763.00	51,092.00	-329.00
1750. AVAGO TECHNOLOGIES L	02/10/2011	05/17/2011	59,224.00	57,270.00	1,954.00
250. SOUTHERN COPPER CORP	04/06/2011	06/07/2011	7,759.00	10,209.00	-2,450.00
250. SOUTHERN COPPER CORP	09/01/2010	06/07/2011	7,759.00	7,962.00	-203.00
3500. SOUTHERN COPPER CORP	06/11/2010	06/07/2011	108,624.00	105,109.00	3,515.00
23099.93 EXCELSIOR MULTI-S HEDGE FUND OF FUNDS (TE) LL	05/03/2011	06/08/2011	23,100.00	23,100.00	
250. WALGREEN CO COM	06/28/2010	06/13/2011	10,871.00	6,796.00	4,075.00
188000. NEW ZEALAND GOVT S EX-DIV NT ISIN NZGOVD0413R0	03/10/2011	07/21/2011	168,859.00	168,643.00	216.00
3520. ISHARES MSCI TURKEY	06/13/2011	08/04/2011	179,411.00	219,648.00	-40,237.00
280. AGRIMUM INC COM	06/13/2011	08/08/2011	21,480.00	23,750.00	-2,270.00
1000. AGRIMUM INC COM	05/25/2011	08/08/2011	76,716.00	84,565.00	-7,849.00
1715. ISHARES MSCI SOUTH K FUND	06/13/2011	08/08/2011	94,780.00	107,150.00	-12,370.00
1495. ISHARES MSCI SOUTH A FUND	06/13/2011	08/08/2011	94,315.00	104,630.00	-10,315.00
8000. SPDR MSCI ACWI EX-US	10/22/2010	08/08/2011	234,807.00	263,120.00	-28,313.00
2646. SPDR MSCI ACWI EX-US	10/22/2010	08/08/2011	76,907.00	87,027.00	-10,120.00
1994. SPDR MSCI ACWI EX-US	10/22/2010	08/08/2011	57,635.00	65,583.00	-7,948.00

1b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 1b

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Schedule D-1 (Form 1041) 2011

SCHEDULE D-1
(Form 1041)

Department of the Treasury
Internal Revenue Service

Continuation Sheet for Schedule D
(Form 1041)

▶ See instructions for Schedule D (Form 1041).

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OMB No 1545-0092

2011

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Employer identification number

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1a 1765. ISHARES TR S&P GLOBA TELECOMMUNICATIONS	10/26/2010	08/16/2011	100,635.00	104,691.00	-4,056.00 *
10. ISHARES TR RUSSELL 200	05/17/2011	08/16/2011	708.00	818.00	-110.00
1320. ISHARES TR RUSSELL 2 FUND	06/13/2011	08/16/2011	93,511.00	103,111.00	-9,600.00
630. VANGUARD MID-CAP GROW FUND	10/22/2010	08/16/2011	37,737.00	34,918.00	2,819.00
735. VANGUARD SMALL CAP VA	06/13/2011	08/16/2011	44,742.00	49,135.00	-4,393.00
3285. VANGUARD DIVIDEND AP INDEX FUND	08/15/2011	08/22/2011	159,812.00	167,741.00	-7,929.00
5000. VANGUARD DIVIDEND AP INDEX FUND	08/10/2011	08/22/2011	243,245.00	244,885.00	-1,640.00
1340. ISHARES TR DOW JONES SECTOR	08/15/2011	08/29/2011	109,454.00	107,314.00	2,140.00
1360. ISHARES TR DOW JONES SECTOR	08/10/2011	08/29/2011	111,087.00	104,105.00	6,982.00
16. PACCAR INC	04/15/2011	08/31/2011	596.00	817.00	-221.00
21. PACCAR INC	04/15/2011	08/31/2011	783.00	1,061.00	-278.00
25. CARNIVAL CORP PAIRED C	05/04/2011	09/06/2011	755.00	973.00	-218.00
13. CARNIVAL CORP PAIRED C	05/04/2011	09/06/2011	393.00	506.00	-113.00
11. CARNIVAL CORP PAIRED C	05/04/2011	09/06/2011	333.00	426.00	-93.00
4. ENSCO PLC SPONSORED ADR	02/16/2011	09/13/2011	190.00	214.00	-24.00
11. ENSCO PLC SPONSORED AD	02/16/2011	09/13/2011	523.00	589.00	-66.00
7. ENSCO PLC SPONSORED ADR	01/14/2011	09/13/2011	333.00	370.00	-37.00
3. ENSCO PLC SPONSORED ADR	01/13/2011	09/13/2011	143.00	158.00	-15.00
21. ENSCO PLC SPONSORED AD	01/13/2011	09/13/2011	999.00	1,103.00	-104.00
1. NETFLIX.COM INC COM	08/31/2011	09/19/2011	146.00	237.00	-91.00
4. NETFLIX.COM INC COM	08/31/2011	09/19/2011	585.00	950.00	-365.00
8. NETFLIX.COM INC COM	08/31/2011	09/20/2011	1,052.00	1,900.00	-848.00
2380. GUGGENHEIM TIMBER IN	06/13/2011	09/21/2011	40,400.00	48,471.00	-8,071.00
940. ISHARES S&P GLOBAL TI FORESTRY INDEX FUND ETF	12/01/2010	09/21/2011	34,097.00	40,923.00	-6,826.00

1b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 1b

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Schedule D-1 (Form 1041) 2011

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(Form 1041)

Department of the Treasury
Internal Revenue Service

Continuation Sheet for Schedule D
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1a 3. ALLERGAN INC COM	08/31/2011	09/27/2011	255.00	246.00	9.00
1. AMAZON COM INC COM	08/31/2011	09/27/2011	225.00	214.00	11.00
2. BIOGEN IDEC INC	08/31/2011	09/27/2011	196.00	189.00	7.00
6. CELGENE CORP	08/31/2011	09/27/2011	386.00	362.00	24.00
2. CHIPOTLE MEXICAN GRILL	08/31/2011	09/27/2011	649.00	633.00	16.00
8. EXPEDITORS INTL WASH IN	08/31/2011	09/27/2011	338.00	373.00	-35.00
5. ESTEE LAUDER COMPANIES	08/31/2011	09/27/2011	493.00	492.00	1.00
1. PRICELINE COM INC COM	08/31/2011	09/27/2011	512.00	537.00	-25.00
12. QUALCOMM INC	08/31/2011	09/27/2011	628.00	624.00	4.00
10. SAINT JUDE MEDICAL INC	08/31/2011	09/27/2011	391.00	460.00	-69.00
2. SALESFORCE.COM INC COMM	08/31/2011	09/27/2011	251.00	255.00	-4.00
2. SALESFORCE.COM INC COMM	08/31/2011	09/27/2011	251.00	255.00	-4.00 *
500. AVON PRODUCTS INC COM	11/10/2010	10/03/2011	9,562.00	14,293.00	-4,731.00
3000. GUGGENHEIM TIMBER IN	06/13/2011	10/03/2011	47,638.00	61,098.00	-13,460.00
5. ALEXION PHARMACEUTICALS	08/31/2011	10/05/2011	311.00	293.00	18.00
2. AMAZON COM INC COM	08/31/2011	10/06/2011	441.00	427.00	14.00
500. ALLEGHENY 4.25 060114	01/18/2011	10/12/2011	631.00	813.00	-182.00
500. ALLEGHENY 4.25 060114	01/14/2011	10/12/2011	631.00	781.00	-150.00
6. ACME PACKET INC COM	08/31/2011	10/21/2011	182.00	297.00	-115.00 *
4. ACME PACKET INC COM	08/31/2011	10/21/2011	125.00	198.00	-73.00 *
4. COGNIZANT TECHNOLOGY SO	08/31/2011	10/21/2011	280.00	254.00	26.00
9. EMC CORP/MASS	08/31/2011	10/21/2011	216.00	203.00	13.00
10. QUALCOMM INC	08/31/2011	10/21/2011	521.00	520.00	1.00
23. ACE LTD COM	01/13/2011	10/21/2011	1,597.00	1,398.00	199.00

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SCHEDULE D-1
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Department of the Treasury
Internal Revenue Service

Continuation Sheet for Schedule D
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1a 7. ACE LTD COM	01/13/2011	10/21/2011	486.00	425.00	61.00
29. ACE LTD COM	01/14/2011	10/21/2011	2,014.00	1,762.00	252.00
5. ACME PACKET INC COM	08/07/2011	10/24/2011	159.00	330.00	-171.00 *
1. ACME PACKET INC COM	08/07/2011	10/24/2011	32.00	67.00	-35.00 *
1. ACME PACKET INC COM	08/07/2011	10/24/2011	32.00	66.00	-34.00 *
1. ACME PACKET INC COM	08/07/2011	10/24/2011	32.00	66.00	-34.00 *
1. ACME PACKET INC COM	07/11/2011	10/25/2011	31.00	82.00	-51.00 *
4. ACME PACKET INC COM	07/12/2011	10/25/2011	125.00	317.00	-192.00 *
1. ACME PACKET INC COM	07/12/2011	10/25/2011	31.00	80.00	-49.00 *
1. ACME PACKET INC COM	07/12/2011	10/25/2011	31.00	79.00	-48.00 *
1. ACME PACKET INC COM	07/12/2011	10/25/2011	32.00	79.00	-47.00 *
1. ACME PACKET INC COM	06/14/2011	10/26/2011	30.00	96.00	-66.00 *
1. ACME PACKET INC COM	06/15/2011	10/26/2011	30.00	93.00	-63.00 *
1. ACME PACKET INC COM	06/22/2011	10/26/2011	30.00	86.00	-56.00 *
1. ACME PACKET INC COM	06/22/2011	10/26/2011	30.00	87.00	-57.00 *
14. GENERAL MTRS CO CONV P	01/13/2011	10/26/2011	562.00	788.00	-226.00
1. GENERAL MTRS CO CONV PF	01/13/2011	10/26/2011	40.00	56.00	-16.00
12. GENERAL MTRS CO CONV P	01/14/2011	10/26/2011	482.00	672.00	-190.00
35. GENERAL MTRS CO CONV P	12/06/2010	10/26/2011	1,406.00	1,803.00	-397.00
32. GENERAL MTRS CO CONV P	12/01/2010	10/26/2011	1,285.00	1,649.00	-364.00
34. GENERAL MTRS CO CONV P	11/23/2010	10/26/2011	1,366.00	1,701.00	-335.00
4. BIOGEN IDEC INC	08/31/2011	10/27/2011	466.00	377.00	89.00
1400. ISHARES S&P GLOBAL T FORESTRY INDEX FUND ETF	12/01/2010	10/27/2011	55,075.00	60,949.00	-5,874.00
1. PRECISION CASTPARTS COR	08/31/2011	10/27/2011	168.00	168.00	

1b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 1b

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D-1 (Form 1041) 2011

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SCHEDULE D-1
(Form 1041)

Department of the Treasury
Internal Revenue Service

Continuation Sheet for Schedule D
(Form 1041)

▶ See instructions for Schedule D (Form 1041).

▶ Attach to Schedule D to list additional transactions for lines 1a and 6a.

OMB No 1545-0092

2011

Name of estate or trust

W AND H THOMAS CHARITABLE TRUST

Employer identification number

36-6917007

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a 1. PRECISION CASTPARTS COR	08/31/2011	10/27/2011	170.00	168.00	2.00
3. SAINT JUDE MEDICAL INC	08/31/2011	10/27/2011	123.00	138.00	-15.00
13. SAINT JUDE MEDICAL INC	08/31/2011	10/27/2011	533.00	598.00	-65.00
12. SAINT JUDE MEDICAL INC	08/31/2011	10/27/2011	492.00	552.00	-60.00
21. SAINT JUDE MEDICAL INC	08/31/2011	10/28/2011	843.00	966.00	-123.00
1. SAINT JUDE MEDICAL INC	08/31/2011	10/28/2011	41.00	46.00	-5.00
6. SAINT JUDE MEDICAL INC	08/31/2011	10/31/2011	234.00	276.00	-42.00
23. SAINT JUDE MEDICAL INC	08/31/2011	11/01/2011	869.00	1,058.00	-189.00
1. SAINT JUDE MEDICAL INC	08/31/2011	11/01/2011	38.00	46.00	-8.00
29. BB&T CORPORATION	02/16/2011	11/09/2011	676.00	835.00	-159.00
9. BB&T CORPORATION	01/14/2011	11/09/2011	210.00	250.00	-40.00
25. BB&T CORPORATION	01/14/2011	11/09/2011	582.00	687.00	-105.00
14. BB&T CORPORATION	01/13/2011	11/09/2011	326.00	378.00	-52.00
19. BB&T CORPORATION	01/13/2011	11/09/2011	447.00	512.00	-65.00
38. KELLOGG CO COM	03/04/2011	11/14/2011	1,886.00	2,063.00	-177.00
30. KELLOGG CO COM	03/07/2011	11/14/2011	1,489.00	1,623.00	-134.00
26. AUTOMATIC DATA PROCESS	12/06/2010	11/16/2011	1,341.00	1,215.00	126.00
4. AUTOMATIC DATA PROCESSI	12/06/2010	11/16/2011	206.00	187.00	19.00
2. AUTOMATIC DATA PROCESSI	12/06/2010	11/17/2011	101.00	93.00	8.00
6. AUTOMATIC DATA PROCESSI	12/06/2010	11/17/2011	303.00	279.00	24.00
26. 3M CO COM	12/06/2010	11/17/2011	2,104.00	2,265.00	-161.00
4. 3M CO COM	12/06/2010	11/17/2011	324.00	347.00	-23.00
14. TE CONNECTIVITY LTD CO	01/14/2011	11/18/2011	461.00	512.00	-51.00
9. TE CONNECTIVITY LTD COM	01/13/2011	11/18/2011	296.00	328.00	-32.00

1b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 1b

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D-1 (Form 1041) 2011

SCHEDULE D-1
(Form 1041)

Department of the Treasury
Internal Revenue Service

Continuation Sheet for Schedule D
(Form 1041)

▶ See instructions for Schedule D (Form 1041).

▶ Attach to Schedule D to list additional transactions for lines 1a and 6a.

OMB No 1545-0092

2011

Name of estate or trust

W AND H THOMAS CHARITABLE TRUST

Employer identification number

36-6917007

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example 100 sh. 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a 22. TE CONNECTIVITY LTD CO	01/13/2011	11/18/2011	724.00	801.00	-77.00
13. AIR PRODUCTS & CHEMICAL	02/16/2011	11/21/2011	1,033.00	1,223.00	-190.00
11. UNITED PARCEL SERVICE	02/16/2011	11/21/2011	747.00	829.00	-82.00
14. UNITED PARCEL SERVICE	01/14/2011	11/21/2011	950.00	1,016.00	-66.00
8. UNITED PARCEL SERVICE C	01/13/2011	11/21/2011	543.00	578.00	-35.00
13. UNITED PARCEL SERVICE	01/13/2011	11/21/2011	882.00	939.00	-57.00
4. UNITED PARCEL SERVICE C	01/13/2011	11/21/2011	272.00	289.00	-17.00
28. UNITED PARCEL SERVICE	12/06/2010	11/21/2011	1,901.00	2,009.00	-108.00
8. UNITED PARCEL SERVICE C	12/06/2010	11/21/2011	543.00	572.00	-29.00
1070. VANGUARD INDEX TR VA MID-CAP VALUE ETF	06/13/2011	11/21/2011	53,048.00	58,500.00	-5,452.00
140. VANGUARD SMALL CAP VA	06/13/2011	11/21/2011	8,457.00	9,359.00	-902.00
40. COLGATE PALMOLIVE CO C	05/04/2011	11/22/2011	3,533.00	3,426.00	107.00
8. COLGATE PALMOLIVE CO CO	05/04/2011	11/23/2011	693.00	685.00	8.00
19. COLGATE PALMOLIVE CO C	05/04/2011	11/23/2011	1,645.00	1,626.00	19.00
3. ALEXION PHARMACEUTICALS	08/31/2011	12/05/2011	195.00	176.00	19.00
3. ALLERGAN INC COM	08/31/2011	12/05/2011	251.00	246.00	5.00
6. BIOGEN IDEC INC	08/31/2011	12/05/2011	672.00	566.00	106.00
14. CELGENE CORP	08/31/2011	12/05/2011	856.00	844.00	12.00
1. GOOGLE INC CL A	08/31/2011	12/05/2011	626.00	545.00	81.00
2. NOVO-NORDISK A.S. AMERI DEPOSITARY RECEIPTS	08/31/2011	12/06/2011	227.00	214.00	13.00
2. NOVO-NORDISK A.S. AMERI DEPOSITARY RECEIPTS	08/31/2011	12/07/2011	231.00	214.00	17.00
1. NOVO-NORDISK A.S. AMERI DEPOSITARY RECEIPTS	08/31/2011	12/08/2011	114.00	107.00	7.00
70. ISHARES MSCI SOUTH KOR FUND	06/13/2011	12/20/2011	3,605.00	4,373.00	-768.00
1760. ISHARES INC MSCI BRA INDEX FUND	09/21/2011	12/23/2011	102,324.00	100,462.00	1,862.00

1b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 1b **16,333.00**

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D-1 (Form 1041) 2011

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* INDICATES WASH SALE

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Name of estate or trust as shown on Form 1041 Do not enter name and employer identification number if shown on the other side.

Employer identification number

W AND H THOMAS CHARITABLE TRUST

36-6917007

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example- 100 sh. 7% preferred of "Z" Co.)	(b) Date acquired (mo., day, yr.)	(c) Date sold (mo., day, yr.)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 5000. NEW JERSEY STATE HIGH AUTHORITY GARDEN STATE PARK	06/14/2008	01/01/2011	5,000.00	5,000.00	
29. AMERICAN ELECTRIC POWER	11/06/2009	01/13/2011	1,029.00	898.00	131.00
17. AMERICAN ELECTRIC POWER	11/06/2009	01/13/2011	604.00	526.00	78.00
100000. GOLDMAN SACHS GROUP	11/29/2006	01/15/2011	100,000.00	99,884.00	116.00
35. JOHNSON & JOHNSON	06/14/2008	01/26/2011	2,124.00	2,308.00	-184.00
38. JOHNSON & JOHNSON	06/14/2008	01/27/2011	2,308.00	2,506.00	-198.00
901.56 GOVERNMENT NATL MTG #591761	11/21/2002	01/31/2011	902.00	913.00	-11.00
53.73 GOVT NATL MTG ASSN P DTD 12-01-96	06/10/1997	01/31/2011	54.00	53.00	1.00
500. COCA COLA CO COM	06/14/2008	02/03/2011	31,092.00	27,763.00	3,329.00
499. HEWLETT PACKARD CO COM	06/14/2008	02/03/2011	23,425.00	23,727.00	-302.00
1. HEWLETT PACKARD CO COM	07/17/2007	02/03/2011	47.00	47.00	
500. KRAFT FOODS INC CL A	06/14/2008	02/03/2011	15,337.00	15,341.00	-4.00
1000. KRAFT FOODS INC CL A	01/28/2008	02/03/2011	30,674.00	29,947.00	727.00
12. MONSANTO CO NEW COM	06/08/2008	02/03/2011	891.00	1,663.00	-772.00
14. MONSANTO CO NEW COM	05/25/2008	02/03/2011	1,040.00	1,935.00	-895.00
15. MONSANTO CO NEW COM	06/28/2008	02/03/2011	1,114.00	2,020.00	-906.00
12. MONSANTO CO NEW COM	06/28/2008	02/03/2011	891.00	1,614.00	-723.00
14. MONSANTO CO NEW COM	06/29/2008	02/03/2011	1,040.00	1,880.00	-840.00
6. MONSANTO CO NEW COM	10/11/2008	02/03/2011	446.00	493.00	-47.00
11. MONSANTO CO NEW COM	12/04/2008	02/03/2011	817.00	828.00	-11.00
7. MONSANTO CO NEW COM	12/03/2008	02/03/2011	520.00	521.00	-1.00
5. MONSANTO CO NEW COM	12/03/2008	02/03/2011	371.00	372.00	-1.00
8. MONSANTO CO NEW COM	12/03/2008	02/03/2011	594.00	590.00	4.00
250. PRAXAIR INC COM	11/18/2005	02/03/2011	23,551.00	12,894.00	10,657.00
120. PROCTER & GAMBLE CO COM	06/14/2008	02/03/2011	7,553.00	7,952.00	-399.00

6b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 6b

Schedule D-1 (Form 1041) 2011

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Employer identification number

W AND H THOMAS CHARITABLE TRUST

36-6917007

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 sh. 7% preferred of "Z" Co)	(b) Date acquired (mo., day, yr.)	(c) Date sold (mo., day, yr.)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 100. DEERE & COMPANY	01/28/2008	02/10/2011	9,342.00	8,262.00	1,080.00
274. WALT DISNEY HOLDING C	06/14/2008	02/10/2011	11,706.00	9,219.00	2,487.00
100000. NEW CANEY TEX INDP SCH BLDG BDS	06/26/2007	02/15/2011	100,000.00	100,000.00	
27. WILLIAMS COS INC DEL C	03/20/2009	02/17/2011	799.00	318.00	481.00
40. WILLIAMS COS INC DEL C	03/20/2009	02/17/2011	1,194.00	471.00	723.00
125000. CISCO SYS INC NT	03/27/2009	02/22/2011	125,000.00	132,331.00	-7,331.00
755. WISDOMTREE EMERGING M DIV FUND	01/13/2010	02/24/2011	36,970.00	33,530.00	3,440.00
500. WALT DISNEY HOLDING C	06/14/2008	02/28/2011	21,798.00	16,824.00	4,974.00
28.75 GOVERNEMNT NATL MTG #591761	11/21/2002	02/28/2011	29.00	29.00	
9.38 GOVT NATL MTG ASSN PO DTD 12-01-96	06/10/1997	02/28/2011	9.00	9.00	
250. HEWLETT PACKARD CO CO	11/18/2005	02/28/2011	10,904.00	7,345.00	3,559.00
500. HOME DEPOT INC COM	11/18/2005	02/28/2011	18,612.00	21,220.00	-2,608.00
28.96 GOVERNEMNT NATL MTG #591761	11/21/2002	03/31/2011	29.00	29.00	
8.01 GOVT NATL MTG ASSN PO DTD 12-01-96	06/10/1997	03/31/2011	8.00	8.00	
500. CVS CAREMARK CORP COM	06/14/2008	04/06/2011	17,887.00	21,108.00	-3,221.00
500. HOME DEPOT INC COM	11/18/2005	04/06/2011	18,672.00	21,220.00	-2,548.00
750. PRAXAIR INC COM	11/18/2005	04/06/2011	76,932.00	38,683.00	38,249.00
400. SPDR S&P MIDCAP 400 E SER 1 STANDARD & POORS	11/18/2005	04/06/2011	72,730.00	14,298.00	58,432.00
26. WAL MART STORES INC CO	06/14/2008	04/06/2011	1,377.00	1,540.00	-163.00
44. WAL MART STORES INC CO	12/06/2008	04/06/2011	2,331.00	2,592.00	-261.00
5. WAL MART STORES INC COM	06/02/2008	04/06/2011	265.00	294.00	-29.00
13. WAL MART STORES INC CO	06/10/2008	04/06/2011	689.00	755.00	-66.00
31. WAL MART STORES INC CO	09/10/2008	04/06/2011	1,642.00	1,687.00	-45.00
432. WAL MART STORES INC C	04/02/2009	04/06/2011	22,885.00	23,474.00	-589.00
10. WAL MART STORES INC CO	09/26/2008	04/06/2011	530.00	541.00	-11.00

6b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 6b

Schedule D-1 (Form 1041) 2011

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W AND H THOMAS CHARITABLE TRUST

36-6917007

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr.)	(c) Date sold (mo , day, yr.)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 24. WAL MART STORES INC CO	09/14/2008	04/06/2011	1,271.00	1,277.00	-6.00
40. WAL MART STORES INC CO	11/09/2008	04/06/2011	2,119.00	2,080.00	39.00
280. WAL MART STORES INC C	08/11/2009	04/06/2011	14,833.00	13,984.00	849.00
23. WAL MART STORES INC CO	02/08/2008	04/06/2011	1,218.00	1,133.00	85.00
12. WAL MART STORES INC CO	02/08/2008	04/06/2011	636.00	591.00	45.00
782. CVS CAREMARK CORP COM	06/14/2008	04/12/2011	28,171.00	33,012.00	-4,841.00
118. CVS CAREMARK CORP COM	08/11/2009	04/12/2011	4,251.00	4,082.00	169.00
250. HEWLETT PACKARD CO CO	11/18/2005	04/12/2011	10,267.00	7,345.00	2,922.00
1535. ISHARES INC MSCI AUS	03/02/2010	04/12/2011	41,713.00	35,320.00	6,393.00
1185. ISHARES MSCI EMERGIN FUND	03/06/2008	04/12/2011	57,702.00	54,991.00	2,711.00
35. ISHARES MSCI EMERGING FUND	03/04/2008	04/12/2011	1,704.00	1,601.00	103.00
410. ISHARES TR RUSSELL 20 FUND	11/18/2005	04/12/2011	33,810.00	8,677.00	25,133.00
250. QUALCOMM INC	06/14/2008	04/12/2011	13,061.00	12,383.00	678.00
425. VANGUARD SMALL CAP VA	03/23/2010	04/12/2011	29,881.00	25,653.00	4,228.00
210. VANGUARD SMALL CAP VA	03/02/2010	04/12/2011	14,765.00	12,001.00	2,764.00
1850. WISDOMTREE EMERGING SMALLCAP DIV FUND	03/25/2010	04/12/2011	100,360.00	81,493.00	18,867.00
730. WISDOMTREE EMERGING M DIV FUND	03/02/2010	04/12/2011	39,602.00	31,040.00	8,562.00
100000. FEDERAL HOME LN MT CALL 4/29/11 @100	03/29/2010	04/29/2011	100,000.00	100,000.00	
410.59 GOVERNEMNT NATL MTG #591761	11/21/2002	04/30/2011	411.00	416.00	-5.00
5.26 GOVT NATL MTG ASSN PO DTD 12-01-96	06/10/1997	04/30/2011	5.00	5.00	
492.97 EXCELSIOR MULTI-STR FUNDS OF FUND (TE) LLP	01/02/2008	05/03/2011	461,999.00	500,000.00	-38,001.00
8. FOOT LOCKER INC COM	08/13/2009	05/04/2011	169.00	92.00	77.00
12. FOOT LOCKER INC COM	08/12/2009	05/04/2011	254.00	137.00	117.00
101. FOOT LOCKER INC COM	08/14/2009	05/04/2011	2,137.00	1,143.00	994.00
18. FOOT LOCKER INC COM	08/14/2009	05/04/2011	381.00	204.00	177.00

6b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 6b

Schedule D-1 (Form 1041) 2011

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W AND H THOMAS CHARITABLE TRUST

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Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 10. FOOT LOCKER INC COM	08/13/2009	05/04/2011	212.00	111.00	101.00
14. MORGAN ST DEAN WITTER CO	03/23/2009	05/04/2011	354.00	312.00	42.00
15. MORGAN ST DEAN WITTER CO	03/23/2009	05/04/2011	379.00	334.00	45.00
2. MORGAN ST DEAN WITTER D	03/17/2009	05/04/2011	51.00	43.00	8.00
19. MORGAN ST DEAN WITTER CO	03/20/2009	05/04/2011	480.00	401.00	79.00
1. MORGAN ST DEAN WITTER D	03/20/2009	05/04/2011	25.00	21.00	4.00
1. MORGAN ST DEAN WITTER D	03/20/2009	05/04/2011	25.00	21.00	4.00
9. MORGAN ST DEAN WITTER D	03/20/2009	05/04/2011	228.00	190.00	38.00
16. MORGAN ST DEAN WITTER CO	03/09/2009	05/04/2011	406.00	335.00	71.00
15. MORGAN ST DEAN WITTER CO	03/20/2009	05/04/2011	380.00	310.00	70.00
7. MORGAN ST DEAN WITTER D	03/20/2009	05/04/2011	178.00	145.00	33.00
4. PARKER HANNIFIN CORP CO	07/09/2009	05/04/2011	362.00	161.00	201.00
8. PARKER HANNIFIN CORP CO	07/09/2009	05/04/2011	723.00	321.00	402.00
1000. UNITED STS STL CORP UNSECD NT	07/16/2009	05/04/2011	1,613.00	1,335.00	278.00
4. V F CORP COM	06/14/2008	05/04/2011	392.00	289.00	103.00
11. V F CORP COM	06/14/2008	05/04/2011	1,081.00	795.00	286.00
1500. HEWLETT PACKARD CO C	11/18/2005	05/17/2011	55,517.00	44,072.00	11,445.00
1760. ISHARES INC MSCI AUS	03/02/2010	05/17/2011	45,998.00	40,498.00	5,500.00
465. ISHARES INC MSCI AUST	08/20/2009	05/17/2011	12,153.00	9,044.00	3,109.00
1235. ISHARES MSCI EMERGIN FUND	03/04/2008	05/17/2011	57,494.00	56,476.00	1,018.00
245. ISHARES TR S&P GLOBAL SECTOR	03/23/2010	05/17/2011	14,449.00	13,022.00	1,427.00
611. ISHARES TR S&P GLOBAL SECTOR INDEX	03/23/2010	05/17/2011	24,934.00	21,489.00	3,445.00
2020. ISHARES S&P GLOBAL I TURE INDEX FUND	03/02/2010	05/17/2011	75,456.00	67,892.00	7,564.00
785. VANGUARD SMALL CAP VA	03/02/2010	05/17/2011	54,791.00	44,862.00	9,929.00
2000. WISDOMTREE EMERGING SMALLCAP DIV FUND	03/02/2010	05/17/2011	106,868.00	85,040.00	21,828.00

6b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 6b

Schedule D-1 (Form 1041) 2011

Name of estate or trust as shown on Form 1041. Do not enter name and employer identification number if shown on the other side

Employer identification number

W AND H THOMAS CHARITABLE TRUST

36-6917007

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 387.66 GOVERNEMNT NATL MTG #591761	11/21/2002	05/31/2011	388.00	393.00	-5.00
12.92 GOVT NATL MTG ASSN P DTD 12-01-96	06/10/1997	05/31/2011	13.00	13.00	
100. CVS CAREMARK CORP COM	08/11/2009	06/13/2011	3,744.00	3,459.00	285.00
1000. GREENHILL & CO INC C	04/23/2010	06/13/2011	51,328.00	84,319.00	-32,991.00
350. GREENHILL & CO INC CO	04/22/2010	06/13/2011	17,965.00	29,238.00	-11,273.00
650. GREENHILL & CO INC CO	03/12/2010	06/13/2011	33,363.00	52,321.00	-18,958.00
16469.363 COLUMBIA INTERME FUND CLASS Z SHARES	03/05/2010	06/24/2011	151,024.00	146,742.00	4,282.00
300. TIDEWATER INC	06/14/2008	06/28/2011	15,653.00	19,847.00	-4,194.00
27.2 GOVERNEMNT NATL MTG A #591761	11/21/2002	06/30/2011	27.00	28.00	-1.00
24.6 GOVT NATL MTG ASSN PO DTD 12-01-96	06/10/1997	06/30/2011	25.00	24.00	1.00
34026.101 COLUMBIA INTERME FUND CLASS Z SHARES	03/05/2010	07/06/2011	310,658.00	303,173.00	7,485.00
446.14 COLUMBIA INTERMEDIA CLASS Z SHARES	10/06/2006	07/06/2011	4,073.00	3,922.00	151.00
673.809 COLUMBIA INTERMEDI FUND CLASS Z SHARES	09/13/2007	07/06/2011	6,152.00	5,882.00	270.00
8654.162 COLUMBIA INTERMED FUND CLASS Z SHARES	06/25/2008	07/06/2011	79,013.00	73,647.00	5,366.00
27438.746 COLUMBIA INTERME FUND CLASS Z SHARES	06/14/2008	07/06/2011	250,516.00	233,504.00	17,012.00
346.15 GOVERNEMNT NATL MTG #591761	11/21/2002	07/31/2011	346.00	351.00	-5.00
20.01 GOVT NATL MTG ASSN P DTD 12-01-96	06/10/1997	07/31/2011	20.00	20.00	
280. CITIGROUP INC NEW COM	11/18/2005	08/01/2011	10,742.00	135,553.00	-124,811.00
.1 CITIGROUP INC NEW COM	04/05/2006	08/01/2011	4.00	48.00	-44.00
.5 CITIGROUP INC NEW COM	03/22/2006	08/01/2011	19.00	238.00	-219.00
719.4 CITIGROUP INC NEW CO	09/01/2009	08/01/2011	27,599.00	34,136.00	-6,537.00
500. CITIGROUP INC NEW COM	01/13/2010	08/01/2011	19,182.00	17,950.00	1,232.00
19. BOSTON PROPERTIES INC	11/03/2004	08/10/2011	1,870.00	1,040.00	830.00
13. ILLINOIS TOOL WORKS IN	04/28/2010	08/15/2011	588.00	664.00	-76.00
23. ILLINOIS TOOL WORKS IN	02/04/2010	08/15/2011	1,040.00	1,149.00	-109.00

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W AND H THOMAS CHARITABLE TRUST

36-6917007

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 2620. ISHARES TR S&P GLOBA SECTOR INDEX	03/23/2010	08/16/2011	98,287.00	92,145.00	6,142.00
30. ISHARES TR S&P GLOBAL SECTOR INDEX	08/07/2009	08/16/2011	1,125.00	964.00	161.00
250. UNITED TECHNOLOGIES C	06/14/2008	08/16/2011	18,219.00	17,147.00	1,072.00
8. ILLINOIS TOOL WORKS INC	02/04/2010	08/30/2011	372.00	400.00	-28.00
1. ILLINOIS TOOL WORKS INC	02/05/2010	08/30/2011	47.00	50.00	-3.00
4. ILLINOIS TOOL WORKS INC	02/05/2010	08/30/2011	186.00	199.00	-13.00
41. ILLINOIS TOOL WORKS IN	01/12/2010	08/30/2011	1,907.00	1,993.00	-86.00
27.01 GOVERNEMNT NATL MTG #591761	11/21/2002	08/31/2011	27.00	27.00	
7.96 GOVT NATL MTG ASSN PO DTD 12-01-96	06/10/1997	08/31/2011	8.00	8.00	
32. ILLINOIS TOOL WORKS IN	01/12/2010	09/06/2011	1,379.00	1,556.00	-177.00
42. ILLINOIS TOOL WORKS IN	03/26/2010	09/06/2011	1,809.00	1,986.00	-177.00
1. ENSCO PLC SPONSORED ADR	08/09/2010	09/13/2011	48.00	45.00	3.00
1. ENSCO PLC SPONSORED ADR	08/09/2010	09/13/2011	48.00	45.00	3.00
68. ENSCO PLC SPONSORED AD	08/06/2010	09/13/2011	3,241.00	3,056.00	185.00
1. ENSCO PLC SPONSORED ADR	08/06/2010	09/13/2011	48.00	45.00	3.00
3000. EMC CORP CONV SR NT	03/26/2010	09/15/2011	4,204.00	3,741.00	463.00
40. GOODRICH B F CO COM	11/03/2004	09/19/2011	4,170.00	1,280.00	2,890.00
194. AVON PRODUCTS INC COM	01/07/2008	09/21/2011	4,064.00	7,608.00	-3,544.00
1. AVON PRODUCTS INC COM	05/29/2007	09/21/2011	21.00	38.00	-17.00
564. AVON PRODUCTS INC COM	06/14/2008	09/21/2011	11,816.00	20,896.00	-9,080.00
1. AVON PRODUCTS INC COM	07/31/2007	09/21/2011	21.00	36.00	-15.00
800. AVON PRODUCTS INC COM	01/28/2008	09/21/2011	16,761.00	27,958.00	-11,197.00
6. AVON PRODUCTS INC COM	11/23/2006	09/21/2011	126.00	200.00	-74.00
115. AVON PRODUCTS INC COM	11/23/2006	09/21/2011	2,409.00	3,842.00	-1,433.00
615. AVON PRODUCTS INC COM	03/23/2010	09/21/2011	12,885.00	19,951.00	-7,066.00

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W AND H THOMAS CHARITABLE TRUST

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Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 sh. 7% preferred of "Z" Co)	(b) Date acquired (mo., day, yr.)	(c) Date sold (mo., day, yr.)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 1. AVON PRODUCTS INC COM	11/03/2006	09/21/2011	21.00	32.00	-11.00
2. AVON PRODUCTS INC COM	11/02/2006	09/21/2011	42.00	64.00	-22.00
1. AVON PRODUCTS INC COM	11/02/2006	09/21/2011	21.00	32.00	-11.00
200. AVON PRODUCTS INC COM	07/26/2010	09/21/2011	4,190.00	5,867.00	-1,677.00
895. GLAXO WELCOME PLC SPO	06/14/2008	09/21/2011	37,051.00	37,787.00	-736.00
50. GOODRICH B F CO COM	11/03/2004	09/23/2011	6,050.00	1,600.00	4,450.00
28.33 GOVERNEMNT NATL MTG #591761	11/21/2002	09/30/2011	28.00	29.00	-1.00
6.51 GOVT NATL MTG ASSN PO DTD 12-01-96	06/10/1997	09/30/2011	7.00	6.00	1.00
1500. AVON PRODUCTS INC CO	07/26/2010	10/03/2011	28,687.00	44,001.00	-15,314.00
7. V F CORP COM	06/14/2008	10/12/2011	918.00	506.00	412.00
3. V F CORP COM	06/14/2008	10/12/2011	396.00	217.00	179.00
1. V F CORP COM	06/14/2008	10/13/2011	129.00	72.00	57.00
8. V F CORP COM	06/14/2008	10/13/2011	1,037.00	578.00	459.00
26.94 GOVERNEMNT NATL MTG #591761	11/21/2002	10/31/2011	27.00	27.00	
16.11 GOVT NATL MTG ASSN P DTD 12-01-96	06/10/1997	10/31/2011	16.00	16.00	
33. APACHE CORP CONV PFD S	07/23/2010	11/04/2011	1,849.00	1,750.00	99.00
41. APACHE CORP CONV PFD S	07/23/2010	11/04/2011	2,297.00	2,156.00	141.00
149. WILLIAMS COS INC DEL	03/20/2009	11/04/2011	4,638.00	1,756.00	2,882.00
7. BOSTON PROPERTIES INC C	11/03/2004	11/09/2011	673.00	383.00	290.00
7. BOSTON PROPERTIES INC C	11/03/2004	11/09/2011	691.00	383.00	308.00
103. KRAFT FOODS INC CL A	05/06/2009	11/09/2011	3,574.00	2,585.00	989.00
4. NORDSTROM INC COM	12/11/2009	11/09/2011	196.00	167.00	29.00
10. NORDSTROM INC COM	04/08/2009	11/09/2011	489.00	184.00	305.00
8. BOSTON PROPERTIES INC C	11/03/2004	11/10/2011	764.00	438.00	326.00
13. BOSTON PROPERTIES INC	04/27/2009	11/10/2011	1,241.00	579.00	662.00

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36-6917007

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 sh. 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 42914.574 CMG ULTRA SHORT FUND	07/16/2010	11/11/2011	385,802.00	390,093.00	-4,291.00
15. DIAGEO P L C SPNSRD AD	11/03/2004	11/14/2011	1,252.00	823.00	429.00
5. DIAGEO P L C SPNSRD ADR	11/03/2004	11/14/2011	418.00	274.00	144.00
19. DIAGEO P L C SPNSRD AD	11/03/2004	11/14/2011	1,595.00	1,042.00	553.00
14. GENERAL MILLS INC COM	10/16/2007	11/14/2011	550.00	383.00	167.00
33. GENERAL MILLS INC COM	10/16/2007	11/14/2011	1,298.00	902.00	396.00
24. OCCIDENTAL PETROLEUM C	11/03/2004	11/14/2011	2,338.00	671.00	1,667.00
24. OCCIDENTAL PETROLEUM C	11/03/2004	11/14/2011	2,349.00	671.00	1,678.00
20. GENERAL MILLS INC COM	10/16/2007	11/15/2011	786.00	547.00	239.00
30. AMERICAN ELECTRIC POWE	11/06/2009	11/16/2011	1,159.00	929.00	230.00
21. ANALOG DEVICES INC COM	07/10/2009	11/16/2011	771.00	502.00	269.00
59. ANALOG DEVICES INC COM	07/10/2009	11/16/2011	2,197.00	1,411.00	786.00
30. CITIGROUP INC CONV PFD EQUIVALENT	01/05/2010	11/16/2011	2,519.00	2,968.00	-449.00
1. NEXTERA ENERGY INC COM	08/03/2010	11/16/2011	56.00	54.00	2.00
14. NEXTERA ENERGY INC COM	07/29/2010	11/16/2011	780.00	736.00	44.00
8. PEOPLES UTD FINL INC CO	07/29/2010	11/16/2011	100.00	111.00	-11.00
74. PEOPLES UTD FINL INC C	07/29/2010	11/16/2011	939.00	1,030.00	-91.00
61. PEOPLES UTD FINL INC C	07/29/2010	11/16/2011	774.00	846.00	-72.00
7. XL GROUP PLC COM	07/23/2009	11/16/2011	141.00	101.00	40.00
6. XL GROUP PLC COM	07/23/2009	11/16/2011	123.00	87.00	36.00
45. XL GROUP PLC COM	08/03/2009	11/16/2011	920.00	648.00	272.00
9. XL GROUP PLC COM	07/31/2009	11/16/2011	184.00	127.00	57.00
51. AMERICAN ELECTRIC POWE	11/06/2009	11/17/2011	1,963.00	1,579.00	384.00
23. AUTOMATIC DATA PROCESS	06/19/2009	11/17/2011	1,160.00	820.00	340.00
60. XL GROUP PLC COM	07/31/2009	11/17/2011	1,184.00	850.00	334.00

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W AND H THOMAS CHARITABLE TRUST

36-6917007

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 sh 7% preferred of "Z" Co.)	(b) Date acquired (mo., day, yr.)	(c) Date sold (mo., day, yr.)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 44. XL GROUP PLC COM	07/31/2009	11/17/2011	869.00	616.00	253.00
70. GENERAL MILLS INC COM	10/16/2007	11/18/2011	2,702.00	1,913.00	789.00
11. GEN PARTS CO., COM	12/29/2008	11/18/2011	622.00	337.00	285.00
20. GEN PARTS CO., COM	03/04/2009	11/18/2011	1,131.00	538.00	593.00
31. METLIFE INC	02/18/2009	11/18/2011	950.00	1,504.00	-554.00
23. OCCIDENTAL PETROLEUM C	11/03/2004	11/18/2011	2,158.00	643.00	1,515.00
58. PEOPLES UTD FINL INC C	07/29/2010	11/18/2011	709.00	805.00	-96.00
28. PEOPLES UTD FINL INC C	07/29/2010	11/18/2011	342.00	388.00	-46.00
13. TE CONNECTIVITY LTD CO	04/29/2010	11/18/2011	428.00	417.00	11.00
26. TE CONNECTIVITY LTD CO	04/29/2010	11/18/2011	857.00	835.00	22.00
4. TE CONNECTIVITY LTD COM	04/29/2010	11/18/2011	132.00	128.00	4.00
28. AIR PRODUCTS & CHEMICA	10/29/2008	11/21/2011	2,224.00	1,492.00	732.00
37. AIR PRODUCTS & CHEMICA	10/29/2008	11/21/2011	2,939.00	1,972.00	967.00
37.256 FREEPORT-MCMORAN CO INC COM	08/22/2007	11/21/2011	1,343.00	1,747.00	-404.00
2.744 FREEPORT-MCMORAN COP INC COM	08/22/2007	11/21/2011	99.00	129.00	-30.00
55. GEN PARTS CO., COM	03/04/2009	11/21/2011	3,043.00	1,478.00	1,565.00
35. GEN PARTS CO., COM	03/04/2009	11/21/2011	1,936.00	941.00	995.00
58. PG&E CORPORATION	07/13/2009	11/21/2011	2,213.00	2,196.00	17.00
37. PPG INDUSTRIES INC	10/08/2009	11/21/2011	3,018.00	2,186.00	832.00
2000. STAPLES INC	06/14/2008	11/21/2011	27,789.00	50,725.00	-22,936.00
138. US BANCORP DEL COM NE	11/03/2004	11/21/2011	3,392.00	3,980.00	-588.00
28. UNITED TECHNOLOGIES CO	11/03/2004	11/21/2011	2,057.00	1,327.00	730.00
26. UNITED TECHNOLOGIES CO	11/03/2004	11/21/2011	1,911.00	1,232.00	679.00
1935. VANGUARD INDEX TR VA MID-CAP VALUE ETF	10/22/2010	11/21/2011	95,933.00	97,146.00	-1,213.00
1010. VANGUARD MID-CAP GRO FUND	10/22/2010	11/21/2011	58,600.00	55,979.00	2,621.00

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Employer identification number

36-6917007

[illegible]

6b Total. Combine the amounts in column (f) Enter here and on Schedule D, line 6b	5,459.00
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Schedule D-1 (Form 1041) 2011

W and H Thomas Charitable Trust
36-6917007
Form 990-PF for FYE 12/31/11
Part XV Grants and Contributions Paid

Date	Donee	Mailing address	Status	Purpose	Relationship	Amount
12/27/11	Achievement Centers for Children	555 NW 4th Street, Delray Beach, FL 33444	Exempt Public Charity	Child Welfare	None	50,000
12/27/11	Adopt-A-Family Palm Beaches, Inc	1712 Second Ave N Lake Worth, FL 33460	Exempt Public Charity	General Welfare	None	10,000
12/27/11	Alzheimer's Community Care	800 Northpoint Parkway, Ste 101-B, West Palm Beach, FL 33407	Exempt Public Charity	Medical	None	25,000
12/27/11	Boca Helping Hands	1500 N W 1st Court, Boca Raton, FL 33432-1720	Exempt Public Charity	General Welfare	None	20,000
12/27/11	Boys & Girls Club of Martin County	PO Box 910, Hobe Sound, FL 33475-0910	Exempt Public Charity	Child Welfare	None	40,000
12/27/11	Boys & Girls Club of Palm Beach County	800 Northpoint Parkway, Ste 204, West Palm Beach, FL 33407	Exempt Public Charity	Child Welfare	None	10,000
12/27/11	Braille International	3290 SE Slater St, Stuart, FL 34997-5757	Exempt Public Charity	Medical	None	15,000
12/27/11	Castle Foundation	PO Box 12908, Fort Pierce, FL 34979	Exempt Public Charity	Child Welfare	None	25,000
12/27/11	The Children's Museum	PO Box 2147, Stuart, FL 34995	Exempt Public Charity	Educational	None	15,000
12/27/11	Deaf Service Center of Palm Beach County	3111 South Dixie Highway, Suite 237, West Palm Beach, FL 33405	Exempt Public Charity	Medical	None	5,000
12/27/11	Florida Atlantic Univ	777 Glades Rd, Boca Raton, FL 33431-0911	Exempt Public Charity	Educational	None	20,500
12/27/11	Florida Oceanographic Society	890 NE Ocean Blvd Stuart, FL 34996	Exempt Public Charity	Scientific	None	15,000
12/27/11	Foundation Fighting Blindness	7168 Columbia Gateway Dr, Ste 100, Columbia, MD 21046-3256	Exempt Public Charity	Medical	None	10,000
12/27/11	Friends of Abused Children	222 Lakeview Ave, Ste 160-209, West Palm Beach, FL 33401	Exempt Public Charity	Child Welfare	None	20,000
12/27/11	Habitat for Humanity - Palm Beach County	6158 N Military Trail, Ste 301, West Palm Beach, FL 33407	Exempt Public Charity	General Welfare	None	15,000
08/25/11	Habitat for Humanity - South Palm Beach	181 Southeast 5th Ave, Delray Beach, FL 33483	Exempt Public Charity	General Welfare	None	5,000
12/27/11	Habitat for Humanity - South Palm Beach	181 Southeast 5th Ave, Delray Beach, FL 33483	Exempt Public Charity	General Welfare	None	5,000
12/27/11	Hibiscus Children's Center	PO Box 305, Jensen Beach, FL 34958	Exempt Public Charity	Child Welfare	None	15,000
12/27/11	HOMES, Inc	65 Bentley Ave, Whitesburg, KY 41858-7340	Exempt Public Charity	General Welfare	None	15,000
12/27/11	Hope Rural School	15929 SW 150th Street, Indiantown, FL 34956	Exempt Public Charity	Educational	None	20,000
12/27/11	Hospice of Martin & St. Lucie Counties	1201 SE Indian St, Stuart, FL 34997-5688	Exempt Public Charity	Medical	None	165,000
12/27/11	Hospice of Palm Beach County	5300 East Avenue, West Palm Beach, FL 33407	Exempt Public Charity	Medical	None	20,000
12/27/11	House of Hope	PO Box 560503, Orlando, FL 32856	Exempt Public Charity	Child Welfare	None	45,000
12/27/11	Indian River State College	3209 Virginia Avenue, Ft Pierce, FL 34981	Exempt Public Charity	Educational	None	150,000
12/27/11	Junior Achievement of the Palm Beaches	6903 Vista Parkway North, Ste 10, West Palm Beach, FL 33411	Exempt Public Charity	Educational	None	2,500
12/27/11	Junior Achievement of South Florida	1130 Coconut Creek Blvd, Coconut Creek, FL 33066-1647	Exempt Public Charity	Educational	None	2,500
12/27/11	Juvenile Diabetes Research Fdn	8440 Woodfield Crossing Blvd, Ste 201, Indianapolis, IN 46240	Exempt Public Charity	Medical	None	25,000
12/27/11	Kids in Distress	819 Northeast 26th St, Ft. Lauderdale, FL 33305	Exempt Public Charity	Child Welfare	None	30,000
12/27/11	Legal Aid Society of Palm Beach County	423 Fern St, Ste 200, West Palm Beach, FL 33401	Exempt Public Charity	General Welfare	None	25,000
12/27/11	Life Builders of The Treasure Coast	217 Avenue A, Fort Pierce, FL 34950	Exempt Public Charity	Religious	None	60,000
12/27/11	Make A Wish Foundation	4491 S State Road 7, Ste 201, Ft Lauderdale, FL 33312	Exempt Public Charity	Child Welfare	None	15,000
12/27/11	Martin Memorial Foundation	c/o Martin Memorial Health Systems, PO Box 9010, Stuart, FL 34995	Exempt Public Charity	Medical	None	25,000
12/27/11	Mary's Shelter Treasure Coast	1033 SE 14th St, Stuart, FL 34996	Exempt Public Charity	General Welfare	None	10,000
12/27/11	Miami Lighthouse for the Blind	601 Southwest 8th Ave, Miami, FL 33130	Exempt Public Charity	Medical	None	50,000
12/27/11	Molly's House	430 Southeast Osceola St, Stuart, FL 34994	Exempt Public Charity	General Welfare	None	10,000
12/27/11	New Horizons Service Dogs, Inc.	1590 Laurel Park Court, Orange City, FL 32763	Exempt Public Charity	General Welfare	None	10,000
12/27/11	Opportunity, Inc	1713 Quail Dr, West Palm Beach, FL 33409	Exempt Public Charity	General Welfare	None	7,500
12/27/11	Palm Beach Atlantic University	901 S Flagler Dr, West Palm Beach, FL 33401	Exempt Public Charity	Educational	None	40,000
12/27/11	Paws 4 Liberty, Inc.	8939 Palomino Dr, Lake Worth, FL 33467-1120	Exempt Public Charity	General Welfare	None	5,000
12/27/11	Place of Hope	9078 Isaiah Lane, West Palm Beach, FL 33418-4637	Exempt Public Charity	Child Welfare	None	20,000
12/27/11	Quantum House	901 45th St, West Palm Beach, FL 33407	Exempt Public Charity	Medical	None	10,000
12/27/11	Safe Space Martin County	632 SE Monterey Rd, Stuart, FL 34994	Exempt Public Charity	Child Welfare	None	75,000
12/27/11	Samartian House for Boys	1490 SE Cove Rd, Stuart, FL 34997	Exempt Public Charity	Child Welfare	None	15,000
12/27/11	Susan B. Anthony Recovery Center	1633 Poinciana Dr, Pembroke Pines, FL 33025	Exempt Public Charity	General Welfare	None	5,000
12/27/11	University of the Cumberlands	6191 College Station Dr, Williamsburg, KY 40769-1372	Exempt Public Charity	Educational	None	25,000
12/27/11	Volunteers in Medicine	417 Balboa Ave, Stuart, FL 34994	Exempt Public Charity	Medical	None	15,000
12/27/11	Womens Circle	912 NE 4th Avenue, Boynton Beach, FL 33435	Exempt Public Charity	General Welfare	None	35,000
TOTAL						1,253,000

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H8817H100	TRANSOCEAN LTD	47.000	2,486.54	1,804.33
G1151C101	ACCENTURE PLC	97.000	5,060.47	5,163.31
B0LCVJ0#1	BRAZIL FEDERATIVE REP GLOBAL	250000.000	187,970.52	158,719.20
988498101	YUM BRANDS INC	1625.000	60,900.27	95,891.25
97717W281	WISDOMTREE EMERGING MKTS	2750.000	117,581.30	113,685.00
961214BH5	WESTPAC BKG CORP	100000.000	100,379.00	104,223.00
949746101	WELLS FARGO & CO	3131.000	94,869.78	86,290.36
94106L109	WASTE MGMT INC DEL	4575.000	168,371.81	149,648.25
931422109	WALGREEN CO	1250.000	33,977.50	41,325.00
931142103	WAL-MART STORES INC	2056.000	102,105.92	122,866.56
92976WBA3	WACHOVIA CORP GLOBAL	200000.000	199,896.00	212,374.00
92857W209	VODAFONE GROUP PLC	2500.000	69,516.50	70,075.00
92826C839	VISA INC	26.000	2,384.74	2,639.78
92343V104	VERIZON COMMUNICATIONS INC	4328.000	149,752.45	173,639.36
913017109	UNITED TECHNOLOGIES CORP	1811.000	107,850.87	132,365.99
911312106	UNITED PARCEL SVC INC	2600.000	180,275.56	190,294.00
902973304	US BANCORP DEL	5438.000	165,657.10	147,097.90
89152UAC6	TOTAL CAP	150000.000	152,971.50	158,535.00
89151E109	TOTAL S A	2000.000	103,659.47	102,220.00
887317303	TIME WARNER INC	137.000	4,666.48	4,951.18
883556102	THERMO FISHER SCIENTIFIC CORP	2000.000	98,468.58	89,940.00
882508104	TEXAS INSTRS INC	100.000	3,160.25	2,911.00
881624209	TEVA PHARMACEUTICAL INDS LTD	2000.000	86,194.30	80,720.00
87612E106	TARGET CORP	2090.000	115,828.95	107,049.80
872540109	TJX COS INC NEW	38.000	2,269.41	2,452.90
857477103	STATE STR CORP	1200.000	82,944.00	48,372.00
852061100	SPRINT NEXTEL CORP	25000.000	67,000.00	58,500.00
847560109	SPECTRA ENERGY CORP	3200.000	75,312.00	98,400.00
844741108	SOUTHWEST AIRLS CO	7500.000	67,275.00	64,200.00
824348106	SHERWIN WILLIAMS CO	42.000	3,527.72	3,749.34
816851109	SEMPRA ENERGY	74.000	4,144.81	4,070.00
81369Y886	SELECT SECTOR SPDR TR UTILITIES	6605.000	220,408.85	237,647.90
806857108	SCHLUMBERGER LTD	1974.000	146,842.98	134,843.94
79466L302	SALESFORCE COM INC	32.000	4,092.74	3,246.72

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78467Y107	SPDR S&P MIDCAP 400 ETF TR	600.000	21,447.00	95,694.00
78463V107	SPDR GOLD TR	1275.000	221,748.64	193,787.25
780259206	ROYAL DUTCH SHELL PLC	1138.000	82,205.02	83,176.42
767204100	RIO TINTO PLC	3000.000	188,913.24	146,760.00
755111507	RAYTHEON CO	77.000	3,328.39	3,725.26
749685103	RPM INTL INC	122.000	2,717.09	2,995.10
747525103	QUALCOMM INC	1051.000	40,582.38	57,489.70
74460D109	PUBLIC STORAGE INC	20.000	2,301.17	2,689.20
744573106	PUBLIC SVC ENTERPRISE GROUP	2413.000	77,045.28	79,653.13
742718109	PROCTER & GAMBLE CO	1836.000	39,462.70	122,479.56
74253Q416	PRINCIPAL PFD SECS FUND	22250.829	222,507.91	208,712.78
741503403	PRICELINE COM INC	8.000	4,299.26	3,741.68
74144T108	PRICE T ROWE GROUP INC	52.000	1,272.18	2,961.40
740189105	PRECISION CASTPARTS CORP	18.000	3,027.55	2,966.22
72201P100	PIMCO GLOBAL MULTI-ASSET FUND	37173.093	441,988.07	399,610.75
722005626	PIMCO FUND	269437.751	3,188,113.28	3,109,311.65
718172109	PHILIP MORRIS INTL INC	1172.000	58,288.95	91,978.56
717081103	PFIZER INC	3959.000	77,033.55	85,672.76
714199106	PERMANENT PORTFOLIO	12838.732	611,163.86	591,737.16
713448108	PEPSICO INC	2500.000	156,862.00	165,875.00
707887105	PENN WEST PETE LTD	105.000	1,827.45	2,079.00
701094104	PARKER HANNIFIN CORP	32.000	1,284.02	2,440.00
693475105	PNC FINL SVCS GROUP INC	87.000	5,003.60	5,017.29
693390841	PIMCO HIGH YIELD FD	46183.627	421,656.51	414,728.97
69331C108	PG&E CORP	2647.000	104,988.45	109,109.34
683078FY0	ONTARIO HYDRO	50000.000	51,255.50	53,951.50
674599105	OCCIDENTAL PETE CORP DEL	52.000	1,453.84	4,872.40
670346105	NUCOR CORP	84.000	3,446.06	3,323.88
670100205	NOVO-NORDISK A S	29.000	3,104.16	3,342.54
66989HAC2	NOVARTIS CAP CORP	150000.000	153,586.50	158,749.50
655844108	NORFOLK SOUTHERN CORP	37.000	2,712.20	2,695.82
655664100	NORDSTROM INC	50.000	921.97	2,485.50
65339K308	NEXTERA ENERGY CAP HLDGS INC	8000.000	205,790.40	203,040.00
65339F101	NEXTERA ENERGY INC	3245.000	180,069.09	197,555.60

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6531526#0	AUSTRALIAN GOVT	140000.000	145,997.85	157,355.11
6377300#0	NEW ZEALAND GOVT SR UNSECD	188000.000	165,969.41	152,045.81
6261083#9	AUSTRALIAN GOVT	175000.000	192,330.46	187,098.87
61166W101	MONSANTO CO	1500.000	84,097.50	105,105.00
594918104	MICROSOFT CORP	4842.000	137,143.99	125,698.32
59156R108	METLIFE INC	79.000	3,833.84	2,463.22
589433101	MEREDITH CORP	64.000	1,780.54	2,089.60
58933Y105	MERCK & CO INC	2309.000	96,076.93	87,049.30
58155Q103	MCKESSON CORP	38.000	3,040.66	2,960.58
580135101	MCDONALDS CORP	1584.000	88,258.82	158,922.72
57060U605	MARKET VECTORS ETF TR	2095.000	104,823.32	98,779.25
550021109	LULULEMON ATHLETICA INC	72.000	3,961.06	3,359.52
548661107	LOWES COS INC	3990.000	111,132.60	101,266.20
535678106	LINEAR TECHNOLOGY CORP	54.000	1,730.40	1,621.62
532716107	LIMITED BRANDS INC	62.000	2,628.77	2,501.70
518439104	LAUDER ESTEE COS INC	30.000	2,950.12	3,369.60
517834107	LAS VEGAS SANDS CORP	75.000	3,395.22	3,204.75
49456B101	KINDER MORGAN INC DEL	137.000	3,816.10	4,407.29
494368103	KIMBERLY CLARK CORP	2073.000	127,368.53	152,489.88
48203R104	JUNIPER NETWORKS INC	151.000	3,327.59	3,081.91
481165108	JOY GLOBAL INC	1250.000	109,886.63	93,712.50
478160AM6	JOHNSON & JOHNSON	200000.000	205,652.00	209,518.00
478160104	JOHNSON & JOHNSON	2608.000	161,612.19	171,032.64
46625H621	JPMORGAN CHASE & CO	8000.000	219,799.20	220,800.00
46625H100	J P MORGAN CHASE & CO	5196.000	194,404.26	172,767.00
464288372	ISHARES S&P GLOBAL INFRASTRUC-	2980.000	95,958.85	98,941.96
464287655	ISHARES RUSSELL 2000 INDEX	1470.000	38,514.80	108,412.50
464287341	ISHARES TR	2780.000	87,096.90	106,168.20
464287325	ISHARES TR	3755.000	179,759.82	210,730.60
464287275	ISHARES TR	1835.000	104,657.42	102,381.99
464287234	ISHARES MSCI EMERGING MKTS INDEX	2375.000	108,606.77	90,107.50
464286780	ISHR MSCI SO AFRICA INDEX	1625.000	90,599.73	99,238.75
464286673	ISHARES MSCI SINGAPORE INDEX	8015.000	97,542.55	86,802.45
464286509	ISHARES INC MSCI CDA INDEX	3500.000	79,252.50	93,100.00

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464286103	ISHARES INC MSCI AUSTRALIA INDEX	4240.000	82,444.75	90,905.60
459200101	INTERNATIONAL BUSINESS MACHS	942.000	115,390.26	173,214.96
45865V100	INTERCONTINENTAL EXCHANGE INC	26.000	3,125.73	3,134.30
458140100	INTEL CORP	346.000	6,678.16	8,390.50
448108100	HUSSMAN INVT STRATEGIC GROWTH	16358.068	207,911.04	203,330.79
438516106	HONEYWELL INTL INC	100.000	4,626.82	5,435.00
437076102	HOME DEPOT INC	2221.000	69,455.86	93,370.84
423074103	HEINZ H J CO	106.000	4,711.73	5,728.24
416515104	HARTFORD FINL SVCS GROUP INC	5000.000	87,650.00	81,250.00
393122106	GREEN MOUNTAIN COFFEE	67.000	5,654.28	3,004.95
38259P508	GOOGLE INC	255.000	121,540.63	164,704.50
38141GGQ1	GOLDMAN SACHS GROUP INC	200000.000	200,834.00	195,108.00
38141G104	GOLDMAN SACHS GROUP INC	2000.000	296,013.51	180,860.00
37733W105	GLAXOSMITHKLINE PLC	83.000	3,523.18	3,787.29
36962G4C5	GENERAL ELEC CAP CORP	100000.000	103,884.00	109,515.00
369604AY9	GENERAL ELEC CO	100000.000	101,792.00	104,210.00
369604103	GENERAL ELEC CO	9888.000	219,832.89	177,094.08
363576109	GALLAGHER ARTHUR J & CO	105.000	3,260.53	3,511.20
36225ARA0	GOVERNMENT NATL MTG ASSN	914.470	897.89	1,058.28
36201SMJ5	GOVERNEMNT NATL MTG ASSN	9060.840	9,179.79	10,228.87
358775L69	FRISCO TEX	100000.000	100,433.15	103,888.00
354613101	FRANKLIN RES INC	36.000	4,218.21	3,458.16
315616102	F5 NETWORKS INC	39.000	3,173.05	4,138.68
30249U101	FMC TECHNOLOGIES INC	89.000	4,048.41	4,648.47
30231G102	EXXON MOBIL CORP	4141.000	307,640.84	350,991.16
302130109	EXPEDITORS INTL WASHINGTON INC	66.000	3,076.09	2,703.36
30161N101	EXELON CORP	2230.000	136,869.54	96,715.10
29364G103	ENTERGY CORP NEW	1250.000	109,980.05	91,312.50
291011104	EMERSON ELEC CO	60.000	2,923.60	2,795.40
26875P101	EOG RES INC	36.000	3,358.35	3,546.36
268648102	EMC CORP	149.000	3,374.13	3,209.46
263534109	DU PONT E I DE NEMOURS & CO	79.000	3,574.92	3,616.62
2608510#8	MEXICAN BONOS DESARR	16500.000	148,376.12	123,039.15
260003108	DOVER CORP	106.000	4,363.68	6,153.30

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Cusip	Asset	Units	Basis	Market Value
25746U604	DOMINION RES INC VA	8000.000	227,411.25	234,960.00
254687106	DISNEY WALT CO	3250.000	106,608.02	121,875.00
253868103	DIGITAL RLTY TR INC	52.000	3,305.31	3,466.84
25243Q205	DIAGEO PLC	69.000	3,784.65	6,031.98
244199105	DEERE & CO	1350.000	108,626.40	104,422.50
225434AG4	CREDIT SUISSE USA INC	100000.000	95,920.00	105,775.00
22541LBK8	CREDIT SUISSE FIRST BOSTON USA	50000.000	50,963.50	52,668.00
20825CAE4	CONOCOPHILLIPS	50000.000	49,618.54	51,493.00
20825C104	CONOCOPHILLIPS	1750.000	150,940.51	127,522.50
20030N408	COMCAST CORP	8000.000	202,144.40	204,720.00
19765L694	COLUMBIA STRATEGIC INCOME FUND	34884.403	207,911.04	207,911.04
19765E823	CMG ULTRA SHORT TERM BOND	72720.040	654,350.95	652,298.76
192446102	COGNIZANT TECHNOLOGY SOLUTIONS	65.000	4,160.54	4,180.15
191216100	COCA COLA CO	2500.000	135,844.77	174,925.00
184540L26	CLEAR CREEK TEX INDPT SCH DIST	100000.000	100,958.53	111,258.00
17275R102	CISCO SYS INC	10000.000	194,667.59	180,800.00
171232101	CHUBB CORP	68.000	4,580.43	4,706.96
169656105	CHIPOTLE MEXICAN GRILL INC	7.000	2,214.64	2,364.18
166764100	CHEVRON CORP	128.000	8,899.38	13,619.20
151020104	CELGENE CORP	40.000	2,410.70	2,704.00
126650100	CVS CAREMARK CORP	1500.000	49,902.35	61,170.00
12572Q105	CME GROUP INC	12.000	2,942.20	2,924.04
110122108	BRISTOL MYERS SQUIBB CO	311.000	9,450.80	10,959.64
097023105	BOEING CO	2042.000	127,680.79	149,780.70
09247X101	BLACKROCK INC	21.000	3,294.23	3,743.04
09062X103	BIOGEN IDEC INC	26.000	2,450.69	2,861.30
088606108	BHP BILLITON LTD	39.000	2,701.30	2,754.57
084670702	BERKSHIRE HATHAWAY INC DEL	2250.000	165,701.17	171,675.00
06739GBB4	BARCLAYS BK PLC	150000.000	154,855.50	150,640.50
06423AAS2	BANK ONE CORP	100000.000	100,285.00	103,400.00
056752108	BAIDU INC	33.000	4,813.21	3,843.51
053015103	AUTOMATIC DATA PROCESSING INC	87.000	3,102.49	4,698.87
04315J860	ARTIO GLOBAL HIGH INCOME FUND	21195.823	221,496.35	197,121.15
037833100	APPLE INC	750.000	119,674.24	303,750.00

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Cusip	Asset	Units	Basis	Market Value
033280CG1	ANCHORAGE ALASKA WASTEWTR	100000.000	101,132.89	112,584.00
031162100	AMGEN INC	49.000	2,811.85	3,146.29
025816109	AMERICAN EXPRESS CO	1598.000	82,839.84	75,377.66
025537101	AMERICAN ELEC PWR INC	71.000	2,196.51	2,933.01
023135106	AMAZON COM INC	666.000	145,020.40	115,284.60
02209S103	ALTRIA GROUP INC	153.000	2,509.05	4,536.45
018490102	ALLERGAN INC	32.000	2,619.45	2,807.68
015351109	ALEXION PHARMACEUTICALS INC	29.000	1,702.23	2,073.50
009158106	AIR PRODS & CHEMS INC	750.000	68,782.76	63,892.50
004764106	ACME PACKET INC	88.000	4,105.38	2,720.08
002824100	ABBOTT LABS	1608.000	80,535.32	90,417.84
00206R102	AT&T INC	5383.000	187,731.15	162,781.92
000375204	ABB LTD	4300.000	105,439.44	80,969.00
	Cash/Cash Equivalent	1539428.920	1,539,428.92	1,539,428.92
		Totals:	20,720,561.82	21,056,941.32