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Form **S90-F**

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

Treated as a Private Foundation

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

OMB No 1545-0052

and ending For calendar year 2011 or tax year beginning A Employer identification number Name of foundation 52-2278038 DELAPLAINE FOUNDATION, INC. Number and street (or P O box number if mail is not delivered to street address) Room/suite B Telephone number 301-662-2753 P.O. BOX 3829 City or town, state, and ZIP code C If exemption application is pending, check here FREDERICK, MD 21705 G Check all that apply Initial return Initial return of a former public charity D 1. Foreign organizations, check here Final return Amended return Foreign organizations meeting the 85% test, check here and attach computation Address change Name change H Check type of organization X Section 501(c)(3) exempt private foundation E If private foundation status was terminated Section 4947(a)(1) nonexempt charitable trust Other taxable private foundation under section 507(b)(1)(A), check here I Fair market value of all assets at end of year | J Accounting method X Cash Accruat If the foundation is in a 60-month termination Other (specify) under section 507(b)(1)(B), check here (from Part II, col (c), line 16) 14 , 330 , 561 . (Part I, column (d) must be on cash basis.) ▶\$ Part | Analysis of Revenue and Expenses (d) Disbursements (a) Revenue and (b) Net investment (c) Adjusted net (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a)) for chantable purposes (cash basis only) expenses per books income income 0. Contributions, gifts, grants, etc., received Check X If the foundation is not required to attach Sch. B Interest on savings and temporary cash investments 3 533,439. 533,439.STATEMENT 533,439. Dividends and interest from securities 5a Gross rents b Net rental income or (loss) 397,973 6a Net gain or (loss) from sale of assets not on line 10 b Gross sales price for all assets on line 6a 8,035,439. 397,973 7 Capital gain net income (from Part IV, line 2) N/A Net short-term capital gain Income modifications Gross sales less returns 10a and allowances b Less Cost of goods sold c Gross profit or (loss) 3,326.STATEMENT 3,326 2,218. 11 Other income 934,738. 933,630. 536,765 12 Total. Add lines 1 through 11 0. 13 Compensation of officers, directors, trustees, etc. 14 Other employee salaries and wages 15 Pension plans, employee benefits Expenses 16a Legal fees Ō. 3,850. 3,850. Ō. STMT 3 b Accounting feesc Other professional fees 212,206. Ō. STMT 4 207,073. 0. Operating and Administrative 17 Interest* 0. 0. 34,617. 20,617. ‼ŠTMT 5 18 Taxes Y 5 1 5019 MAY 5 1 5019 Depreciation and depletion 19 20 Occupancy --- -Travel conferences, and meetings 21 Printing and publications-0 Ō. 8,573. 0. STMT 6 23 Other expenses 24 Total operating and administrative 0. 259,246. 231,540 expenses. Add lines 13 through 23 768,500. 768,500. 25 Contributions, gifts, grants paid 26 Total expenses and disbursements. 0 768,500. 231,540 1,027,746 Add lines 24 and 25 27 Subtract line 26 from line 12 -93,008. 2 Excess of revenue over expenses and disbursements 702,090. b Net investment income (if negative, enter -0-) 536,765. c Adjusted net income (if negative, enter -0-) Form **990-PF** (2011) LHA For Paperwork Reduction Act Notice, see instructions.

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T B		Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only	Beginning of year	End of	End of year			
	arı	column should be for end-of-year amounts only	(a) Book Value	(b) Book Value	(c) Fair Market Value			
	1	Cash - non-interest-bearing	4,997.	2,399. 1,392,837.	2,399.			
	2	Savings and temporary cash investments	747,584.	1,392,837.	1,392,837.			
		Accounts receivable						
	_	Less allowance for doubtful accounts ▶		Ì				
	A	Pledges receivable	/////////////////////////////////////					
	'	Less allowance for doubtful accounts ▶		į				
	_	-			<u> </u>			
	5	Grants receivable	··-					
	5	Receivables due from officers, directors, trustees, and other						
		disqualified persons						
	7	Other notes and loans receivable						
		Less allowance for doubtful accounts						
ţ	8	Inventories for sale or use						
Assets	9	Prepaid expenses and deferred charges						
Ä	10a	Investments - U S and state government obligations						
	b	Investments - corporate stock STMT 7	10,123,483.	8,926,093.	8,926,093.			
		Investments - corporate bonds STMT 8	4,089,462.	4,009,232.	4,009,232.			
		Investments - land, buildings, and equipment basis	······································		·····			
	'''		İ	İ				
	40	Less. accumulated depreciation						
		Investments - mortgage loans		+				
	13	Investments - other			······································			
	14	Land, buildings, and equipment basis						
	Ì	Less accumulated depreciation						
	15	Other assets (describe						
	16	Total assets (to be completed by all filers)	14,965,526.	14,330,561.	14,330,561.			
	17	Accounts payable and accrued expenses						
	18	Grants payable						
Ø	19	Deferred revenue						
Liabilities	20	Loans from officers, directors, trustees, and other disqualified persons						
Ē	21	Mortgages and other notes payable						
:≝	1	Other liabilities (describe)		* ***				
	**	Other habilities (describe						
	22	Total liabilities (add lines 17 through 22)	0.	0.				
_	23							
	Ì	Foundations that follow SFAS 117, check here						
Ś		and complete lines 24 through 26 and lines 30 and 31.						
ည		Unrestricted						
<u>e</u>	25	Temporarily restricted						
or Fund Balances	26	Permanently restricted						
Ĕ		Foundations that do not follow SFAS 117, check here						
Ē	İ	and complete lines 27 through 31.						
S	27	Capital stock, trust principal, or current funds	0.	0.				
set	28	Paid-in or capital surplus, or land, bldg, and equipment fund	0.	0.				
Net Assets	29	Retained earnings, accumulated income, endowment, or other funds	14,965,526.	14,330,561.				
<u>=</u>	30	Total net assets or fund balances	14,965,526.	14,330,561.				
Z		Total Hot appoint of Harris Dallando		·				
	31	Total liabilities and net assets/fund balances	14,965,526.	14,330,561.				
_								
P	art	Analysis of Changes in Net Assets or Fund B	alances					
_	Tota	I net assets or fund balances at beginning of year - Part II, column (a), line	30					
1			00	1	14,965,526.			
_	•	st agree with end-of-year figure reported on prior year's return)		 	-93,008.			
_		er amount from Part I, line 27a		2	0.			
3		er increases not included in line 2 (itemize)		3				
4		lines 1, 2, and 3	N ON THEFT	4	14,872,518.			
5		reases not included in line 2 (itemize) UNREALIZED GAI			541,957.			
<u>6</u>	Tota	l net assets or fund balances at end of year (line 4 minus line 5) - Part II, c	olumn (b), line 30	6	14,330,561.			
					Form 990-PF (2011)			

Pa	rt IV C	Capital Gains	and Lo	sses for Tax on In	vestment	Income						
				nd(s) of property sold (e g or common stock, 200 shs			(b) D	How ac - Purc - Don	quired hase ation		acquired lay, yr)	(d) Date sold (mo , day, yr)
1a_							ļ					
b	SEE	ATTACHED	STAT	rement		· · · · · · · · · · · · · · · · · · ·	_					ļ
C							_					
<u>d</u>			-								-	
<u>e_</u>					(=) ()	A Ab b	<u> </u>			(1-) 0		
	(e) Gross	s sales price	(1) 1	Depreciation allowed (or allowable)		t or other basis xpense of sale					ain or (loss s (f) minus	
<u>a</u>									-			
b												-
C												
<u>_d</u> _	R	,035,439.				7,637,46	6					397,973.
e		'	n nain in i	column (h) and owned by t			•) Gaine (C	ol (h) gain	
	Joinplete of	ny 101 a33613 31104111		j) Adjusted basis		cess of col (I)					not less tha	
	(i) FMV a	ns of 12/31/69		as of 12/31/69		col (j), if any				Losses	(from col	(h))
<u>a</u> _											-	
<u>b</u> _	 						-					
<u> </u>					·-		\dashv					
<u>d</u> _					-							397,973.
<u>e</u> _							$\overline{}$		<u> </u>			391,713.
2 C	apıtal gaın n	et income or (net ca	pital loss)	If gain, also enter If (loss), enter -0-	in Part I, line in Part I, line	7 7	$ \cdot $	2	<u> </u>			397,973.
		. •	•	ned in sections 1222(5) and	1 (6)							
		nter in Part I, line 8,	column (c	:)			- 					20 215
		r-0- in Part I, line 8	ndor S	ection 4940(e) for	Doducod	Tay on Not	Inv	3 estr	cent Inc	ome		<u>-28,315.</u>
_									ient inc	- Citte		
וטד)	optional use	by domestic private	Touridatio	ons subject to the section 4	940(a) tax on	net masuneut m	COITIE	;)				
lf sec	tion 4940(d	l)(2) applies, leave th	iis part bla	ınk								
Wac ·	the foundati	ion liable for the sect	unn 4942	tax on the distributable amo	ount of any ve	ar in the hase ner	nod2					Yes X No
	•			section 4940(e). Do not cor	• • • • • • • • • • • • • • • • • • • •	•	iou ·					163 [22] NO
				nn for each year, see instru			es					
		(a)	I	(b)		<u> </u>	(c)					(d)
Ca	Bas Ilendar vear	se period years (or tax year beginnir	(חו מם	Adjusted qualifying dist	ributions	Net value of no			use assets			bůtión ratio vided by col. (c))
	,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,	2010	· · · · · · · · · · · · · · · · · · ·	620	0,000.		13	,14	5,517	•		.047164
	-	2009			8,097.				2,019			.054911
		2008			7,336.				9,601			.055856
		2007			2,000.				1,772			.050915
_		2006			0,000.				4,472			.051490
			•									
2 T	otal of line 1	l, column (d)								2		.260336
			5-year bas	e period - divide the total o	n line 2 by 5,	or by the number	of ye	ars				
tr	ne foundatio	n has been in existei	nce if less	than 5 years						_3		.052067
4 E	nter the net	value of noncharitab	le-use ass	sets for 2011 from Part X, ii	ne 5					4	1	5,416,416.
5 N	fultiply line	4 by line 3								5		802,687.
6 E	nter 1% of r	net investment incom	ne (1% of	Part I, line 27b)						6		7,021.
											!	
7 A	dd lines 5 a	nd 6								7		809,708.
- م	غداه ماهم	na diatabilitana 6	n Dard VII	luno 4								768,500.
		ng distributions from						n, .		8	l	700,500.
		ual to or greater than VI instructions	line 7, ch	eck the box in Part VI, line	1b, and comp	elete that part usin	g a 1	% tax	rate			

	1990-PF (2011) DELAPLAINE FOUNDATION, INC.	2()		22/8			Page 4
	rt VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 494	0(e), or 4	1948 ·	- see ir	ıstru	ctio	ns)
1a	Exempt operating foundations described in section 4940(d)(2), check here and enter "N/A" on line 1)					
	Date of ruling or determination letter (attach copy of letter if necessary-see instructions)					
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here and enter 1%	•	1		1	4,0	42.
	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)) J					
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2				<u>0.</u>
3	Add lines 1 and 2		3		1	4,0	<u>42.</u>
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4				0.
5	Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-		5		1	4,0	42.
6	Credits/Payments						
а	2011 estimated tax payments and 2010 overpayment credited to 2011 6a 1	<u>4,000.</u>					
b	Exempt foreign organizations - tax withheld at source						
C	Tax paid with application for extension of time to file (Form 8868) 6c						
d	Backup withholding erroneously withheld 6d 6d						
7	Total credits and payments Add lines 6a through 6d		7		1	4,0	00.
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				42.
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	•	10				
11	Enter the amount of line 10 to be Credited to 2012 estimated tax ▶	efunded 🕨	11		•		
Pa	rt VII-A Statements Regarding Activities						
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate	or interveni	e in			Yes	No
	any political campaign?			ſ	1a		X
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for	definition)?		ſ	1b		X
	If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any mater		ed or	Ī			
	distributed by the foundation in connection with the activities.	•		-			
C	Did the foundation file Form 1120-POL for this year?				10		Х
	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year						
	(1) On the foundation ▶ \$ 0 • (2) On foundation managers ▶ \$	0.	,				
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on fou	ndation	_				
	managers ▶\$ 0.			1			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS?			1	2		X
	If "Yes," attach a detailed description of the activities.			Ī			******
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of inc	orporation,	0r	ŀ			
	bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes				3	•	X
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?			Ī	4a		X
	If "Yes," has it filed a tax return on Form 990-T for this year?		N	/A	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year?			ĺ	5		X
	If "Yes," attach the statement required by General Instruction T.			ľ		,,,,,,,	
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either			ł			
_	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 stat	e law				
	remain in the governing instrument?			ĺ	6	X	
7	Did the foundation have at least \$5,000 in assets at any time during the year?				7	X	
•	If "Yes," complete Part II, col. (c), and Part XV.			Ī	···		
82	Enter the states to which the foundation reports or with which it is registered (see instructions)						
Ou.	MD						
h	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or design	ınate)					
IJ	of each state as required by General Instruction G? If "No," attach explanation	,,			8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942	(I)(5) for eal	endar	ŀ	-05		
J	year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? If "Yes," complete Part XIV	11/10/10/00	onua!	l	9	:	х
10	Did any persons become substantial contributors during the tax year? If the a sebedule letter their serves and of			ŀ	10		<u> </u>

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,

b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that

Form 4720, to determine if the foundation had excess business holdings in 2011.)

had not been removed from jeopardy before the first day of the tax year beginning in 2011?

4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?

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X

3ь

4a

N/A

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

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Part VIII Information About Officers, Directors, Trustees, Foundation Paid Employees, and Contractors (continued)		
3 Five highest-paid independent contractors for professional services. If none, enter "N	IONE."	
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
	AGENCY & CUSTODIAN	
P.O. BOX 1596, BALTIMORE, MD 21203	FEES	212,206.
		
		1
Total number of others receiving over \$50,000 for professional services Part IX-A Summary of Direct Charitable Activities	_	0
List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical	Linformation such as the	
number of organizations and other beneficiaries served, conferences convened, research papers produce	ed, etc	Expenses
1 DONATION OF CASH TO THE DELAPLAINE VISUAL ARTS		
CENTER, AN IRC SECTION 501(C)(3) ORGANIZATION	•	130,000.
2 DONATION OF CASH TO THE NATIONAL MUSEUM OF CIV	VII. WAR	130,000.
MEDICINE, AN IRC SECTION 501(C)(3) ORGANIZATION		
		150,000.
3 DONATION OF CASH TO RELIGIOUS COALITION FOR EM	MERGENCY HUMAN	
NEEDS, AN IRC SECTION 501(C)(3) ORGANIZATION		
		46,000.
4 DONATION OF CASH TO THE FREDERICK MEMORIAL HOS	SPITAL, AN IRC	
SECTION 501(C)(3) ORGANIZATION.		25,000.
Part IX-B Summary of Program-Related Investments		23,000.
Describe the two largest program-related investments made by the foundation during the tax year on line	s 1 and 2	Amount
1 N/A		
2		
All other program-related investments See instructions		· · · · · · · · · · · · · · · · · · ·
3		

Total. Add lines 1 through 3

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Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions.) Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes 14,577,275. a Average monthly fair market value of securities 1a 1,073,909. b Average of monthly cash balances 1b c Fair market value of all other assets 1c 15,651,184. d Total (add lines 1a, b, and c) 1d e Reduction claimed for blockage or other factors reported on lines 1a and 0. 1e 1c (attach detailed explanation) Acquisition indebtedness applicable to line 1 assets 2 15,651,184. 3 3 Subtract line 2 from line 1d 234,768. Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions) 4 15,416,416. 5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4. 770,821 Minimum investment return. Enter 5% of line 5 6 Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain Part XI and do not complete this part) foreign organizations check here 770,821. Minimum investment return from Part X, line 6 14,042. Tax on investment income for 2011 from Part VI, line 5 2a Income tax for 2011 (This does not include the tax from Part VI) 2c C Add lines 2a and 2b Distributable amount before adjustments Subtract line 2c from line 1 3 4 Recoveries of amounts treated as qualifying distributions 5 5 Add lines 3 and 4 6 Deduction from distributable amount (see instructions) 6 756,<u>779</u> Distributable amount as adjusted Subtract line 6 from line 5. Enter here and on Part XIII, line 1. 7 Part XII Qualifying Distributions (see instructions) Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes 768,500. a Expenses, contributions, gifts, etc - total from Part I, column (d), line 26 1a 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 Amounts set aside for specific charitable projects that satisfy the a Suitability test (prior IRS approval required) 3a **b** Cash distribution test (attach the required schedule) 3b 768,500. Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4 4 Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b 5 Adjusted qualifying distributions. Subtract line 5 from line 4 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

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Part XIII Undistributed Income (see Instructions)

1 Distributable amount for 2011 from Part XI, Inte 7 2 Undentative and a standard programs 3 Excess distributions carryover, if any, to 2011 a Enter amount for 2010 only 1 Total or prior years 3 Excess distributions carryover, if any, to 2011 a from 2006 3 8 , 4 6 4 . 1 From 2006 3 8 , 4 6 4 . 1 From 2008 7 3 , 6 8 4 . 1 From 2009 5 7 , 3 0 2 . 2 From 2010 1 Total or lines 3 a through e 4 Qualifying distributions for 2011 from Part XII, Inte 4 ► 5 7 6 5, 5 0 0 . 2 Applied to 2010, but not more than line 2a bapplied to undistribution once of prior years (Election required - see instructions) 1 Treated as distributions out of corpus Election requires - each extractions of 2011 from Part XII, Inte 4 ► 5 7 6 6, 7 7 9 . 2 Excess television of control (and through a mount a few and through a control and through a control and through a mount a few and through a control and through a mount a few and through a control and through a mount a few and through a control and through a mount a few and through a control and through a mount a few and through a control and through a mount a few and through a control and through a mount a few and through a control and through a mount a few and through a control an			(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
Inn 7	1 Distributable amount for	or 2011 from Part XI.				
2 Linear-Instituted Income. Tany, and of the end of 2011 a Enter amount for 2010 only b Total for prior years 0. 3 Excess distributions carryover, if any, to 2011 a From 2006 38, 464, From 2007 23, 595, From 2008 73, 684, From 2010 1 Total of lines 3a through e 4 Qualifying distributions for 2011 from Part XII, line 4 Ph S 768, 500, A Applied to 2010, but off more than line 2a Applied to undistributed encome of prior Part XII, line 4 Ph S 768, 500, 4 Applied to undistribution encome of prior Part XII, line 4 Ph S 768, 500, 4 Applied to 2011 distributions of corpus 5 Freeze excellations are victorially 6 Recharding amount distributed out of corpus 6 Recharding amount distributed out of corpus 756, 779. 6 Enter the net fold of each column as infected below: 204, 766. Denote excellation of the second encome for your must be stown in column (8) 6 Facility in the second encome for your in the second encome for your second encome for your must be stown in column (8) 756, 779. 204, 766. Denote the stood of each obtain as infected below: 204, 766. Denote the second encome for your second		,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,				756,779.
Screes detributions carryever, if any, to 2011		v. as of the end of 2011	***************************************	damidian a libil d'il' a c''a amid		·· ·· ·· ·· ·· ·· ·· ·· ·· ·· ·· ·· ··
3 Excess distributions carryowri, flamy, to 2011 a From 2006 38, 464 b From 2007 23, 7595. c From 2008 73, 684 d From 2009 57, 302. e From 2010 1 Total of thes 38 through e 4 Qualifung distributions for 2011 from Part XII, line 4 PS 768, 500. a Applied to 2010, but not more than line 2a b Applied to 2010, but not more than line 2a b Applied to 2010, but not flore than line 2a b Applied to 2010, but not flore than line 2a b Applied to 2011 distributibles amount (Election required -see instructions) c Treated as distributions of corpus (Election required -see instructions) c Treated as distributions of corpus for the remaining amount distributed und corpus for the remaining amount distributed under the corpus for the remaining amount distributed under the corpus for the remaining amount distributed under the corpus for the remaining amount distributed under the corpus for the remaining amount distributed under the corpus for the remaining amount distributed under the corpus for the remaining amount of profession columns (in the corpus and to 2011) for the remaining amount of the corpus for the remaining amount of the corpus for the remaining amount of the corpus for the remaining amount of profession columns (in the corpus and the co		• •			0.	
3 Excess distributions carryover, if any, to 2011 a From 2006 38, 464. b From 2007 23, 595. c From 2008 73, 6684. d From 2009 57, 302. e From 2009 57, 302. d From 2009 57, 302. d From 2009 57, 302. d From 2009 1 Total of lines 3s through e 193, 045. 1 Qualifying distributions for 2011 from Part XII, Ima 4 ▶ \$ 768, 500. a Applied to 2010, but not more than line 2a bapplied to 2010 but not of roor by tarse (Election required - see instructions) d Applied to 2010 distribution out of corpus (Election required - see instructions) d Applied to 2011 distributions out of corpus (Election required - see instructions) d Applied to 2011 distribution out of corpus (Election required - see instructions) d Applied to 2011 distribution out of corpus (Election required - see instructions) d Applied to 2011 distribution out of corpus (Election required - see instructions) d Applied to 2011 distribution out of corpus (Election required - see instructions) d Applied to 2011 distribution out of corpus (Election required - see instructions) d Applied to 2011 distribution out of corpus c Element in each column as indicated below: Corpus - Adds since 31 & active and some and the summary of the see instructions out of the section 4942(a) tax has been previously assessed Subtract lines 2 Tazable amount - see instructions a Undistributed income for 2010 Subtract line 4s from line 6b Tazable amount - see instructions a Undistributed income for 2010 Subtract line 4s from line 2 Tazable amount - see instructions a Undistributed income for 2010 Subtract line 4s from line 2 Tazable amount - see instructions a Undistributed income for 2010 Subtract line 4s from line 2 Tazable amount - see instructions a Undistributed income for 2010 Subtract line 4s and and 5 from line 1 This amount must be destinated in 2012 7 Amounts treated as distributions carryover to 2012 Subtract lines 7 and 8 from line 8a 10 Analysis of line 9 Excess from 2009 2 3, 684. Excess from 2001 2 3, 684. Excess from 2001 3 4, 766.		····,				· · · · · · · · · · · · · · · · · · ·
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b From 2007	· -					
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Total of lines 3a through e 193,045.						
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c Excess from 2009 57, 302. d Excess from 2010		73,684.				
d Excess from 2010						
11 701						
		11,721.				

Part XIV Private Operating F	oundations (see ins	structions and Part VII-	A, question 9)	N/A	
1 a If the foundation has received a ruling o	r determination letter that	it is a private operating			
foundation, and the ruling is effective fo	r 2011, enter the date of t	he ruling	▶		
b Check box to indicate whether the found	lation is a private operatin	ig foundation described ii	section	4942(J)(3) or 49	42(j)(5)
2 a Enter the lesser of the adjusted net	Tax year		Prior 3 years		
income from Part I or the minimum	(a) 2011	(b) 2010	(c) 2009	(d) 2008	(e) Total
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				<u>-</u>	
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 Info			if the foundation	had \$5,000 or mo	ore in assets
at any time during t	he year-see instr	ructions.)			
1 Information Regarding Foundation	on Managers:				
a List any managers of the foundation wh			ributions received by the	foundation before the clos	se of any tax
year (but only if they have contributed r	nore than \$5,000) (See s	ection 507(d)(2))			
SEE STATEMENT 10	•				
b List any managers of the foundation wh			or an equally large portio	n of the ownership of a pa	artnership or
other entity) of which the foundation ha	s a 10% or greater interes	st			
NONE	 				
2 Information Regarding Contribut	ion, Grant, Gift, Loan,	, Scholarship, etc., Pr	ograms:		
Check here ▶ X If the foundation o					
the foundation makes gifts, grants, etc	(see instructions) to indiv	viduals or organizations u	nder other conditions, co	mplete items 2a, b, c, and	l d
a The name, address, and telephone num	ber of the person to who	m applications should be	addressed		
•					
b The form in which applications should l	be submitted and informa	tion and materials they st	ould include		
c Any submission deadlines					
			tundo of restatutes	sharfaste	
d Any restrictions or limitations on award	s, such as by geographic	ai areas, charitable fields,	kings of institutions, or (other factors	
123601 12-02-11		· · · · · · · · · · · · · · · · · · ·			Form 990-PF (2011)
					, , , , ,

52-2278038 Page 10

Form 990-PF (2011) DELAPLAINE FOUNDATION, INC.

▶ 3b

Total

123621 12-02-11

Form **990-PF** (2011)

Enter gross amounts unless otherwise indicated	Unrelated business income			y section 512, 513, or 514	(e)
gross simulated distributions indicated	(a) Business	(b)	(C) Exclu- sion	(d)	Related or exempt
1 Program service revenue	code	Amount	code	Amount	function income
a	_				
b	_				
<u> </u>	1				
<u> </u>	i I				-
e			- 		
g Fees and contracts from government agencies	-				,
Membership dues and assessments				_	
3 Interest on savings and temporary cash					
investments					
4 Dividends and interest from securities			14	533,439.	-
Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal					
property		_	1 4	2 210	
7 Other investment income			14	2,218.	
Gain or (loss) from sales of assets other			18	397,973.	
than inventory Net income or (loss) from special events	-			391,913.	
O Gross profit or (loss) from sales of inventory					
1 Other revenue					
a TAX REFUND				1,108.	
b				•	
c					
d					
e	_				
Subtotal Add columns (b), (d), and (e)		C).	934,738.	(
3 Total. Add line 12, columns (b), (d), and (e)				13	934,738
See worksheet in line 13 instructions to verify calculations)				

Ine 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)

Form 990-PF (2		LAINE FOU	JNDATIO	N, INC.			52-2	278038	<u>Pa</u>	ge 13
Part XVII			nsfers To a	and Transacti	ons ar	nd Relations	hips With Non	charitable	•	
	Exempt Organ	izations								
1 Did the oi	rganization directly or indi	rectly engage in any	of the following	g with any other org	ganization	n described in secti	on 501(c) of		Yes	No
the Code	(other than section 501(c)(3) organizations) (or in section 52	7, relating to politicate	al organız	zations?				
a Transfers	from the reporting found	ation to a noncharita	able exempt org	ganization of				ľ		ĺ
(1) Cash	1							1a(1)		X
(2) Othe	r assets							1a(2)		Х
b Other tran	nsactions									
	s of assets to a noncharita							1b(1)		X
(2) Purc	hases of assets from a no	ncharitable exempt	organization					1b(2)		X
(3) Renta	al of facilities, equipment,	or other assets						1b(3)		X
	nbursement arrangements							1b(4)		Х
	s or loan guarantees							1b(5)		X
(6) Perfo	ormance of services or me	mbership or fundra	ising solicitation	ns				1b(6)		Х
=	of facilities, equipment, ma	=		•				10		X
	wer to any of the above is		-			-	-		ets,	
	es given by the reporting f			ed less than fair mar	ket value	in any transaction	or sharing arrangem	ent, show in		
	d) the value of the goods,						_			
(a) Line no	(b) Amount involved	(c) Name o		exempt organizatio	n	(d) Description	of transfers, transactions	s, and shanng an	rangeme	nts
-			N/A			ļ				
				<u></u>		 				
					 	 				
						-				
-										
	•									
						-				
						- 				
2a le the four	ndation directly or indirect	l the affiliated with ar	rointed to one	or mare the event	. 0.000120	tions described				
	501(c) of the Code (other	•		•	organiza	adons described		Yes	v	No
	omplete the following sch)(3)) or in secu	1011 5277				res	<u> </u>	סאו ר
U II Tes, Ci	(a) Name of org			(b) Type of organi	zation		c) Description of rela	tionshin		
	N/A			(b) Type of organia			y bosomption of fold	шопотр		
	21,722									
					 					
	r penalties of penury, I declare							Maria de a IDO a		
Sign and be	elief, it is true, correct, and cor	nplete Declaration of p	reparer (other than	taxpayer) is based on	all informat	tion of which preparer	has any knowledge	May the IRS of return with the	e prepar	er
Here	(a walk)	the blu in I	1.	5//4//	2	PRESID	ENT	shown below Yes		No
, F	nature of officer or trustee	Jy WWW.		Date		Title		103		
	Print/Type preparer's na	ime	Preparer's sig	gnature	T	Date ()	Check If P	TIN		
	KATHLEEN M	. DAVIS,	1/1	. 1 -	\cap	Date 5-14-12	self- employed			
Paid	CPA	· - · · •	Kath	leen 111.	lu	ED CPA		P00168	981	
Preparer	Firm's name ► MCL	EAN, KOEH	ILER, S	PARKS & H	AMMC	OND	Firm's EIN ► 52			
Use Only		•	•							
•	Firm's address ► 70	THOMAS J	OHNSON	DRIVE, S	UITE	E 100				
		EDERICK,					Phone no (3	01)662	<u>-24</u>	00

Phone no

Part XV Supplementary Information Grants and Contributions Paid During the Year (Continuation) If recipient is an individual, Recipient Purpose of grant or contribution Foundation show any relationship to Amount any foundation manager status of Name and address (home or business) or substantial contributor recipient BALTIMORE MUSEUM OF INDUSTRY N/A DUALIFIED PHARMACY EXHIBIT 1415 REY HIGHWAY - INNER HARBOR SOUTH PUBLIC CHARITY RENOVATION BALTIMORE MD 21230 2,000. BALTIMORE SYMPHONY ORCHESTRA N/A DUALIFIED LOCAL CONCERTS 1212 CATHEDRAL STREET PUBLIC CHARITY BALTIMORE, MD 21201 1,000. BOYS AND GIRLS CLUB OF FREDERICK N/A QUALIFIED PROJECT LEARN PUBLIC CHARITY COLDIALA 413 BURCK STREET FREDERICK, MD 21701 5,000. BREAST CANCER RESEARCH FOUNDATION N/A QUALIFIED UNRESTRICED GRANT 60 EAST 56TH STREET, 8TH FLOOR PUBLIC CHARITY NEW YORK, NY 10022 1,000. BROOK LANE HEALTH N/A QUALIFIED SENSORY ROOM AT LAURAL 13218 BROOK LANE DRIVE, P.O. BOX 1945 PUBLIC CHARITY HALL HAGERSTOWN, MD 21742 3,000. CARE NET PREGNANCY CENTER OF N/A QUALIFIED EDUCATION PROGRAMS PUBLIC CHARITY PREDERICK 707 NORTH MARKET STREET FREDERICK, MD 21701 2,000. CATHOLIC CHARITIES UNRESTRICTED GRANT N/A DUALIFIED PUBLIC CHARITY 320 CATHEDRAL STREET BALTIMORE, MD 21201 2,500. BEN CARSON PROJECT COLUMBIA CENTER FOR THE THEATRICAL N/A DUALIFIED PUBLIC CHARITY ARTS, INC. 6655 DOBBIN ROAD COLUMBIA, MD 21045 4,000. COMMUNITY FOUNDATION OF FREDERICK N/A DUALIFIED DAVID MARSHALL PUBLIC CHARITY FUND/SHARON I, HOOPER COLDIALA 312 EAST CHURCH ST MEMORIAL DREAMS 7,000. FREDERICK, MD 21704 UNRESTRICED GRANT DALIT SOLIDARITY, INC. N/A QUALIFIED PUBLIC CHARITY P.O. BOX 112 HINES, IL 60141 1,000. 751,000. Total from continuation sheets

Part XV **Supplementary Information** Grants and Contributions Paid During the Year (Continuation) If recipient is an individual, Recipient Purpose of grant or contribution Foundation show any relationship to Amount status of any foundation manager Name and address (home or business) or substantial contributor recipient ENDOWMENT AND DELAPLAINE VISUAL ARTS EDUCATION CTR N/A QUALIFIED 40 S. CARROLL ST PUBLIC CHARITY OPERATING EXPENSES FREDERICK MD 21701 130,000. DOCTORS WITHOUT BORDERS N/A QUALIFIED UNRESTRICED GRANT 6 EAST 39TH ST, 8TH FLR PUBLIC CHARITY NEW YORK, NY 10016 8,000. FAMILIES PLUS! N/A OUALIFIED EDUCATIONAL AND 35 E. CHURCH ST. PUBLIC CHARITY THERAPEUTIC PROGRAMS 10,000. FREDERICK, MD 21701 FREDERICK ALLIANCE FOR THE YOUTH N/A QUALIFIED FAMILY COACHING 1150 ORCHARD TERRACE PUBLIC CHARITY FREDERICK, MD 21703 7,500. FREDERICK ARTS COUNCIL N/A OUALIFIED YEMI'S PILLARS OF 15 WEST PATRICK STREET PUBLIC CHARITY FREDERICK FREDERICK, MD 21701 PROJECT/INSPIRES PROJECT 7,000. FREDERICK CO. FIRE AND RESCUE MUSEUM N/A QUALIFIED FIRE MUSEUM DISPLAYS PUBLIC CHARITY AND PRESERVATION SOCIETY, INC. EMMITSBURG, MD 21721 2,000. FREDERICK COMMUNITY COLLEGE N/A QUALIFIED ALLIED HEALTH ACADEMY PUBLIC CHARITY FOUNDATION INC. 7922 OPOSSOMTOWN PIKE FREDERICK, MD 21702 12,000. FREDERICK COUNTY HUMANE SOCIETY N/A DUALIFIED SPAY AND NEUTER 217 WEST PATRICK ST. PUBLIC CHARITY SERVICES FREDERICK, MD 21701 2,500. AUXILIARY PRENATAL QUALIFIED FREDERICK MEMORIAL HOSPITAL N/A 400 WEST 7TH ST PUBLIC CHARITY CENTER 25,000. FREDERICK, MD 21701 BEETHOVEN NINTH FREDERICK SYMPHONY ORCHESTRA N/A QUALIFIED PUBLIC CHARITY SYMPHONY PROJECT 5614 GLEN COVE COURT FREDERICK, MD 21701 2,000. Total from continuation sheets

Part XV Supplementary Information Grants and Contributions Paid During the Year (Continuation) If recipient is an individual, Recipient Foundation Purpose of grant or contribution show any relationship to **Amount** any foundation manager status of Name and address (home or business) or substantial contributor recipient FREDERICK UNION RESCUE MISSION N/A OUALIFIED UNRESTRICED GRANT PUBLIC CHARITY 419 W. SOUTH STREET, P.O. BOX 3389 5,000. FREDERICK MD 217053389 FRIENDS MEETING SCHOOL N/A QUALIFIED COMMUNITRY PLAY 3232 GREEN VALLEY ROAD PUBLIC CHARITY IJAMSVILLE MD 21754 2,000. FREDERICK READS FRIENDS OF FREDERICK COUNTY PUBLIC N/A DUALIFIED LIBRARIES, INC. PUBLIC CHARITY 110 EAST PATRICK STREET 1,500. FREDERICK, MD 21701 GALE RECOVERY, INC. N/A DUALIFIED PAINTING WORKSHOPS FOR PUBLIC CHARITY WOMEN IN RECOVERY 608 EAST PATRICK STREET 2,000. FREDERICK, MD 21701 PROJECT GRACE PROTESTANT EPISCOPAL CHURCH N/A QUALIFIED BUILDING FUND 5740 GREEN VALLEY ROAD PUBLIC CHARITY 5,000. NEW MARKET, MD 21774 HABITAT FOR HUMANITY OF FREDERICK DUALIFIED UNRESTRICTED GRANT N/A PUBLIC CHARITY COUNTY 2 E. CHURCH ST., 3RD FLOOR 3,000. FREDERICK, MD 21701 VISITOR AND EDUCATION HAGERSTOWN AVIATION MUSEUM N/A DUALIFIED PUBLIC CHARITY CENTER AND GENERAL 14235 OAK SPRINGS ROAD HAGERSTOWN, MD 21742 OPERATIONS 10,000. N/A DUALIFIED REPRINT OF GUIDE TO HERITAGE TOURISM ALLIANCE OF PUBLIC CHARITY MONTGOMERY COUNTY CIVIL WAR IN 12535 MILESTONE MANOR LANE MONTGOMERY COUNTY GERMANTOWN MD 20876 1,000. SUMMER READING CLINICS DUALIFIED HOOD COLLEGE N/A 401 ROSEMONT AVE PUBLIC CHARITY 10,000. FREDERICK, MD 21701 RESIDENTIAL PROGRAM N/A DUALIFIED HOPE ALIVE, INC. PUBLIC CHARITY P.O. BOX 206 20,000. ADAMSTOWN, MD 21710 Total from continuation sheets

Part XV Supplementary Information Grants and Contributions Paid During the Year (Continuation) If recipient is an individual, Recipient Purpose of grant or contribution Foundation show any relationship to **Amount** any foundation manager status of Name and address (home or business) or substantial contributor recipient INDEPENDENT COLLEGE FUND OF MARYLAND N/A QUALIFIED SCHOLARSHIPS PUBLIC CHARITY 3225 ELLERSVILLE AVE, SUITE C160 BALTIMORE, MD 21218 16,000. INTERFAITH HOUSING ALLIANCE, INC. N/A QUALIFIED UNRESTRICED GRANT PUBLIC CHARITY 731 NORTH MARKET ST FREDERICK, MD 21701 15,000. JUNIOR ACHIEVEMENT OF CENTRAL N/A QUALIFIED FREDERICK COUNTY PUBLIC CHARITY PROGRAMS AND SERVICES MARYLAND 10711 RED RUN BLVD, SUTIE 110 2,000. OWINGS MILLS, MD 21117 UNRESTRICED GRANT LIBERTYTOWN VOLUNTEER FIRE DEPT, INC. QUALIFIED N/A PUBLIC CHARITY 12027 SOUTH S 5,000. LIBERTYTOWN, MD 21762 LIFE HORSE, INC. N/A DUALIFIED UNRESTRICED GRANT PUBLIC CHARITY 3800 NORTH BALDWIN RD., STE # 3 1,000. ORTONVILLE, MI 48462 HISTORIC SHIPS TANEY LIVING CLASSROOMS FOUNDATION N/A QUALIFIED PUBLIC CHARITY FAINTAIL DECK 802 S. CAROLINE STREET PRESERVATION 1,000. BALTIMORE, MD 21231 COMPASSION CENTER OUALIFIED LUTHERAN MISSION SOCIETY OF MD N/A PUBLIC CHARITY MINISTRY 601 HAMMONDS LANE 15,000. BALTIMORE, MD 21225 DIAMONS AND DUST MAGICAL EXPERIENCES ARTS CO. N/A DUALIFIED PUBLIC CHARITY PROJECT 7032 WALLIS AVE 1,000. BALTIMORE, MD 21215 QUALIFIED WISH GRANTING N/A MAKE-A-WISH FOUNDATION OF THE PUBLIC CHARITY MID-ATLANTIC, INC 10920 CONNECTICUT AVENUE, SUITE 1600 7,500. KENSINGTON, MD 208951600 RURAL MD TELE-ICU DUALIFIED MARYLAND ECARE, LLC N/A 100 HOSPITAL ROAD PUBLIC CHARITY OUTCOMES STUDY 5,000. PRINCE FREDERICK, MD 20678 Total from continuation sheets

Part XV **Supplementary Information** Grants and Contributions Paid During the Year (Continuation) If recipient is an individual, Recipient Purpose of grant or contribution Foundation show any relationship to **Amount** any foundation manager status of Name and address (home or business) or substantial contributor recipient MARYLAND ENSEMBLE THEATRE N/A DUALIFIED UNRESTRICTED GRANT 31 W. PATRICK ST. PUBLIC CHARITY 5,000. FREDERICK MD 21701 QUALIFIED MARYLAND FOOD BANK N/A PERDING HINGRY 2200 HALETHORPE RD. PUBLIC CHARITY MARYLANDERS BALTIMORE, MD 21227 5,000. MARYLAND HISTORICAL SOCIETY OUALIFIED TRAVELING TRUNKS AND N/A 201 WEST MONUMENT ST PUBLIC CHARITY IN-CLASS MUSEUM TOURS 6,000. BALTIMORE, MD 21201 MARYLAND RAVENS N/A DUALIFIED ABILITIES AWARENESS PUBLIC CHARITY PROGRAM 1413 GLENDALE ROAD 2,000. BALTIMORE MD 21239 MARYLAND SCHOOL FOR THE DEAF N/A DUALIFIED BULLETIN SPECIAL ISSUE P.O. BOX 250 PUBLIC CHARITY FREDERICK, MD 21705 2,500. MSO MUSIC EDUCATION MARYLAND SYMPHONY ORCHESTRA, INC. N/A DUALIFIED 30 W. WASHINGTON ST. PUBLIC CHARITY LINCOLN PROJECT HAGERSTOWN, MD 21740 1,500. HONOR OUR WOMEN MARYLAND WOMEN'S HERITAGE CENTER & DUALIFIED N/A PUBLIC CHARITY MUSEUM PROJECT 39 WEST LEXINGTON STREET 10,000. BALTIMORE, MD 21201 MARYLAND ZOO IN BALTIMORE N/A QUALIFIED OUTREACH TO FREDERICK 1876 MANSION HOUSE DRIVE PUBLIC CHARITY COUNTY PROGRAM BALTIMORE, MD 21217 4,150. MENTAL HEALTH ASSOCIATION OF DUALIFIED CAPITAL CAMPAIGN AND N/A PUBLIC CHARITY FAMILY SERVICE PROGRAM FREDERICK COUNTY 263 WEST PATRICK ST FREDERICK, MD 21701 25,000. MISSION OF MERCY QUALIFIED MOBILE MEDICAL PROGRAM N/A PUBLIC CHARITY 22 S. MARKET ST, SUITE 6D FREDERICK, MD 21701 25,000. Total from continuation sheets

Part XV Supplementary Information				
3 Grants and Contributions Paid During the Y		-r		
Recipient	If recipient is an individual, show any relationship to any foundation manager	Foundation status of	Purpose of grant or contribution	Amount
Name and address (home or business)	or substantial contributor	recipient		· —· –
MT. SAINT MARY'S UNIVERSITY	N/A	QUALIFIED	TENNIS	
16300 OLD EMMITSBURG ROAD		PUBLIC CHARITY		
EMMITSBURG, MD 21727		 -	DISCRETIONARY FUND	15,000.
NATIONAL ALLIANCE FOR MENTAL ILLNESS	N/A	OUALIFIED	FREDERICK FAMILY TO	
- FREDERICK COUNTY		r	FAMILY PROGRAM	
5017 CAMELBACK LANE		1		
FREDERICK, MD 21703				1,350.
			MILOU MUR CMORV	
NATIONAL ANTHEM CELEBRATION	N/A	QUALIFIED	TEACH THE STORY, CELEBRATE THE SONG	
FOUNDATION, INC.		PUBLIC CHARITY	MISSION	
15000 SCOTTSWOOD CT WOODBINE, MD 217970000			MISSION	5,000.
HOODEINE, NO 21757000				
NATIONAL CAPITOL SQUADRON OF THE	N/A	QUALIFIED	COMMEMORATIVE AIR	
COMMEMORATIVE AIR FORCE		PUBLIC CHARITY	FORCE	
12499 BEVERLY FORD ROAD				
BRANDY STATION, VA 22714				500.
NAME OF STATE AND MEDICINE	N/A	OUALIFIED	ENDOWMENT FUND/	
NATIONAL MUSEUM OF CIVIL WAR MEDICINE 48 EAST PATRICK ST	N/A	_	OPERATING EXPENSES	
FREDERICK, MD 21701				150,000.
TRADURTER, IN 21701			" ' " " " " " " " " " " " " " " " " " "	
NEEDIEST KIDS, INC.	N/A	QUALIFIED	BRIDGES TO SUCCESS FOR	
8283 GREENSBORO DR.		PUBLIC CHARITY	FREDERICK COUNTY	2 500
MCLEAN, VA 22102				2,500.
OXFAM-AMERICA INC.	N/A	QUALIFIED	UNRESTRICED GRANT	
226 CAUSEWAY ST FLOOR 5		PUBLIC CHARITY		
BOSTON, MA 021142206		-		8,000
QUEST VISUAL THEATRE	N/A	QUALIFIED	THEATRE BRIDGE	
414 NEWBURG DRIVE		PUBLIC CHARITY		
LANHAM, MD 20706		 		1,000
RED DEVILS, INC.	N/A	QUALIFIED	FREDERICK CO. FAMILIES	
5820 YORK ROAD, SUITE 205		PUBLIC CHARITY	DEALING WITH BREAST	
BALTIMORE, MD 21212			CANCER	1,000
		01131 17777	BILLON BEMINATOR	
RELIGIOUS COALITION FOR EMERGENCY	N/A	QUALIFIED	EVICTION PREVENTION	
HUMAN NEEDS		POBLIC CHARITY	AND SHELTER PROJECTS	
27 DEGRANGE STREET FREDERICK, MD 21701				40,000
Total from continuation sheets	_			

Part XV Supplementary Informatio 3 Grants and Contributions Paid During the				
Recipient	If recipient is an individual,			
Name and address (home or business)	show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
RELIGIOUS COALITION FOR EMERGENCY HUMAN NEEDS	N/A	QUALIFIED PUBLIC CHARITY	DINNER SPONSORSHIP	
27 DEGRANGE STREET				
FREDERICK, MD 21701				6,000
SALVATION ARMY 223 W. 5TH ST., P.O. BOX 1003	N/A	QUALIFIED PUBLIC CHARITY	UNRESTRICED GRANT	
FREDERICK, MD 21705				5,000
SAN MAR CHILDREN'S HOME, INC. 8505 MAPLEVILLE ROAD	N/A	QUALIFIED PUBLIC CHARITY	LIFE SPACE CRISIS INTERVENTION TRAINING	2 000
BOONSBORO, MD 21713 SHINING STARS SCHOOL OF PERFORMING ARTS	N/A	QUALIFIED PUBLIC CHARITY	ADVENTURES WITH THE	3,000
P.O. BOX 356 MONROVIA, MD 21770				1,000
SMILE TRAIN 41 MADISON AVE, 28TH PLOOR NEW YORK, NY 10010	N/A	QUALIFIED PUBLIC CHARITY	UNRESTRICED GRANT	1,500
SOUTH CENTRAL COMMUNITY ACTION PROGRAMS, INC. 533 SOUTH MAIN STREET	N/A	QUALIFIED PUBLIC CHARITY	UNRESTRICED GRANT	
CHAMBERSBURG, PA 17201				5,500
SPIRES BRASS BAND, INC. 6812 FALSTONE DRIVE FREDERICK, MD 21701	N/A	QUALIFIED PUBLIC CHARITY	ABRAHAM LINCOLN: MUSIC AND DANCE OF HIS TIME PROGRAM	2,000
ST. JOHN'S AT PROSPECT HALL 889 BUTTERFLY LANE	N/A	QUALIFIED PUBLIC CHARITY	SCHOLARSHIPS	
FREDERICK, MD 21703				8,000
ST. THOMAS MORE ACADEMY 8798 ADVENTURE AVENUE WALKERSVILLE, MD 21793	N/A	QUALIFIED PUBLIC CHARITY	SCHOLARSHIPS	8,000
THURMONT SENIOR CENTER, INC. 806 EAST MAIN STREET	N/A	QUALIFIED PUBLIC CHARITY	SEVEN PASSENGER VAN	
THURNMONT, MD 21788 Total from continuation sheets		<u> </u>		3,000

Part XV Supplementary Informati 3 Grants and Contributions Paid During the				
Recipient	If recipient is an individual,			
Name and address (home or business)	show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
TREE-LAND FOUNDATION, INC.	N/A	QUALIFIED	GLOBAL REVISION	
BOX 535		PUBLIC CHARITY	PROGRAM	5 000
MYERSVILLE, MD 21773				5,000
TRINITY SCHOOL OF FREDERICK	N/A	QUALIFIED	MAGIC FLUTE OPERA	
6040 NEW DESIGN RD.		PUBLIC CHARITY	PROGRAM	
FREDERICK, MD 21703				5,000
TUESDAY'S CHILDREN		QUALIFIED	PROJECT COMMON BOND	
390 PLANDOME ROAD, SUITE 217		PUBLIC CHARITY		
MANHASSET, NY 11030				3,000
WALTERS ART MUSEUM	N/A	QUALIFIED	FREDERICK COUNTY	
600 NORTH CHARLES STREET		PUBLIC CHARITY	SCHOOLS PROGRAMS	
BALTIMORE, MD 21201				3,000
WASHINGTON AND LEE UNIVERSITY	N/A	QUALIFIED	RESTORATION AND	
204 W. WASHINGTON STREET		PUBLIC CHARITY	PRESERVATION OF	
LEXINGTON, VA 22450			WASHINGTON HALL	4,000
YMCA OF FREDERICK COUNTY	N/A	QUALIFIED	RECONSTRUCTION	
1000 NORTH MARKET STREET		PUBLIC CHARITY	PROJECTS	
FREDERICK, MD 21701				10,000
ZION PRESERVATION COMMITTEE	N/A	QUALIFIED	RESTORATION AND	
601 CAWLEY DRIVE		PUBLIC CHARITY		
FREDERICK, MD 21703		-		5,000

	sses for Tax on Investment Income			
(a) List and	I describe the kind(s) of property solo rick warehouse, or common stock, 20	(b) How acquired P - Purchase D - Donation	(c) Date acquired (d) Date sold (mo , day, yr)	
_{1a} M&T #77825 - S	EE ATTACHMENT	P	VARIOUS 07/01/11	
_b M&T #77825 - S	EE ATTACHMENT		P	VARIOUS 07/01/11
c M&T #1015525 -	SEE ATTACHMENT		P	VARIOUS 07/01/11
	EE ATTACHMENT		P	VARIOUS 07/01/11
	EE ATTACHMENT		P	VARIOUS 07/01/11
	EE ATTACHMENT		P	VARIOUS 07/01/11
	EE ATTACHMENT		P	VARIOUS 07/01/11
	SEE ATTACHMENT		P	VARIOUS 07/01/11
_і М&Т #1015526 -			P	VARIOUS 07/01/11
M&T #1015527 -			P P	VARIOUS 07/01/11
k M&T #1015527 -			P	VARIOUS 07/01/11
M&T #1015525 -			P	VARIOUS 07/01/11
m CAPITAL GAINS	DIVIDENDS			
<u>n</u>				
0	70.2) O (I)
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale) Gain or (loss) plus (f) minus (g)
$\frac{320,120}{100}$		318,316.		1,804.
b 152,162.		150,717.		1,445.
c 1,032,769.		1,024,035.		8,734.
d 234,958.		274,021.		-39,063.
e 1,002,001.		1,089,990.		-87,989.
f 226,847.		245,721.		<u>-18,874.</u>
g 943,475.		925,683.		17,792.
h 706,238. 1 1,059,064.		672,310. 884,822.		33,928.
		193,001.		-14,844.
$\frac{1}{k}$ $\frac{178,157}{394,600}$.		356,929.		37,671.
$\frac{k}{1}$ 1,784,800.		1,501,921.		282,879.
240		1,301,321.		248.
m 240.				2100
0			_ ·	
	ng gain in column (h) and owned by t	he foundation on 12/31/69	(I) Los	sses (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	Gains (excess	of col. (h) gain over col. (k), iot less than "-0-")
a			**	1,804.
b				1,445.
C			**	8,734.
d			**	-39,063.
e				-87,989.
f			**	-18,874.
9				17,792.
h			**	33,928.
1				174,242.
1			**	-14,844.
<u>k</u>				37,671.
1				282,879.
<u>m</u>				248.
<u>n</u>				
0				
2 Capital gain net income or (net ca	apıtal loss) { If gain, also enter If (loss), enter "-0	in Part I, line 7 -" in Part I, line 7	2	397,973.
3 Net short-term capital gain or (lo: if gain, also enter in Part I, line 8, if (loss), enter "-0-" in Part I, line		d (6)	2	-28,315.
ii (1055), enter -0- III Part I, line	·		3	-20,313.

FORM 990-PF DIVIDEND	S AND	INTERE	ST FROM	SECU	URITIES	STATEMENT	1
SOURCE	(GROSS	AMOUNT		PITAL GAINS DIVIDENDS	COLUMN (. AMOUNT	
M&T # 1015525		1	65,246.		0.	165,	246.
M&T # 1015526			25,239.		0.		239.
M&T # 1015527			68,356.		0.		356.
M&T #77836		1	182,180.		0.	182,	
M&T-BERNSTEIN #77825			3,979.		248.		731.
M&T-MARSHFIELD #77826			88,687.		0.	88,	687.
TOTAL TO FM 990-PF, PART I, L	N 4	5	33,687.		248.	533,	439.
FORM 990-PF	ОТІ	HER IN	ICOME			STATEMENT	2
DESCRIPTION		F	(A) REVENUE PER BOOKS		(B) NET INVEST- MENT INCOME		
OTHER INCOME - QWEST SETTLEME	יחואי			27.	27		27.
OTHER INCOME - ENRON SETTLEME			2.	167.	2,167		167.
OTHER INCOME - VERITAS SETTLE			-,	24.	24	•	24.
TAX REFUND			1,	108.	0	. 1,	108.
TOTAL TO FORM 990-PF, PART I,	LINE		3,	326.	2,218	. 3,	326.
							· · · <u>. ·</u>
FORM 990-PF	ACC	COUNTING FEES				STATEMENT	3
DESCRIPTION	(A EXPENS PER BO	SES	(B) NET INVI MENT IN	EST-	(C) ADJUSTED NET INCOM		ABLE
MCLEAN, KOEHLER, SPARKS,		050		050		0.	0.
AND HAMMOND	3	,850.	3	,850.	•	0.	٠.

FORM 990-PF	THER PROFES	SIONAL FEES	STATEMENT		
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
AGENCY FEES-M&T #77836 AGENCY FEES-BERNSTEIN AGENCY FEES-MARSHFIELD	14,412. 11,894.	14,412. 11,894.	0.	0.	
#77826	2,076.	2,076.	0.	0.	
CUSTODIAN & MANAGEMENT FEES-BERNSTEIN CUSTODIAN & MANAGEMENT	125,277.	125,277.	0.	0.	
FEES-MARSHFIELD INVESTMENT EXPENSES	53,414. 5,133.	53,414. 0.	0. 0.	0. 0.	
TO FORM 990-PF, PG 1, LN 16C	212,206.	207,073.	0.	0.	
FORM 990-PF	TAX	ES	STATEMENT		
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
FOREIGN TAX PAID TO VARIOUS COUNTRIES FEDERAL TAX	20,617. 14,000.	20,617.	0.	0.	
TO FORM 990-PF, PG 1, LN 18	34,617.	20,617.	0.	0.	
FORM 990-PF	OTHER E	XPENSES	STATEMENT 6		
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
DUES AND SUBSCRIPTIONS OUTSIDE SERVICES MISCELLANEOUS	5,575. 1,592. 206.	0. 0. 0.	0. 0. 0.	0. 0. 0.	
INSURANCE	1,200.	0.	0.	0.	
TO FORM 990-PF, PG 1, LN 23	8,573.	0.	0.	0.	

	CORPORATE STOCK		STAT:	EMENT	7
DESCRIPTION		BOOK VALUE		MARKET ALUE	
EQUITIES	•	8,926,09	3. 8	,926,093	3.
TOTAL TO FORM 990-PF, PART II	, LINE 10B	8,926,09	8	,926,093	3.
FORM 990-PF	CORPORATE BONDS		STAT	EMENT	8
DESCRIPTION		BOOK VALUE		MARKET ALUE	
FIXED INCOME NOTES		4,009,23	32. 4	,009,232	2.
TOTAL TO FORM 990-PF, PART II	, LINE 10C	4,009,23	32. 4	,009,232	2.
	ΤΙΤΙΈ ΔΝΙ	COMPEN-	EMPLOYEE	EXPENSI	— Е
GEORGE B. DELAPLAINE, JR.	TITLE AND AVRG HRS/WK PRESIDENT 0.00	COMPEN- SATION	BEN PLAN CONTRIB	ACCOUN'	T —
NAME AND ADDRESS GEORGE B. DELAPLAINE, JR. 244 WEST PATRICK ST. FREDERICK, MD 21701	AVRG HRS/WK		BEN PLAN	ACCOUN'	
GEORGE B. DELAPLAINE, JR. 244 WEST PATRICK ST. FREDERICK, MD 21701 ELIZABETH B. DELAPLAINE 244 WEST PATRICK ST.	AVRG HRS/WK PRESIDENT	SATION 0.	BEN PLAN CONTRIB	ACCOUNT	т О.
GEORGE B. DELAPLAINE, JR. 244 WEST PATRICK ST. FREDERICK, MD 21701 ELIZABETH B. DELAPLAINE 244 WEST PATRICK ST. FREDERICK, MD 21701 GEORGE B. DELAPLAINE, III 244 WEST PATRICK ST.	AVRG HRS/WK PRESIDENT 0.00 VICE-PRESIDENT	0. 0.	BEN PLAN CONTRIB	ACCOUNT	0.
244 WEST PATRICK ST.	AVRG HRS/WK PRESIDENT 0.00 VICE-PRESIDENT 0.00 SECRETARY/TREA	O. SURER	BEN PLAN CONTRIB 0.	ACCOUNT	T —

DELAPLAINE FOUNDATION, INC.			52-2278	3038
EDWARD S. DELAPLAINE 244 WEST PATRICK ST. FREDERICK, MD 21701	TRUSTEE 0.00	0.	0.	0.
PHILIP W. HAMMOND 244 WEST PATRICK ST. FREDERICK, MD 21701	TRUSTEE 2.00	0.	0.	0.
MARLENE B. YOUNG 244 WEST PATRICK ST. FREDERICK, MD 21701	TRUSTEE 10.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PA	AGE 6, PART VIII	0.	0.	0.
FORM 990-PF	PART XV - LINE 1A OF FOUNDATION MANAGERS		STATEMENT	10

NAME OF MANAGER

GEORGE B. DELAPLAINE, JR. ELIZABETH B. DELAPLAINE GEORGE B. DELAPLAINE, III JAMES W. DELAPLAINE JOHN F. DELAPLAINE EDWARD S. DELAPLAINE PHILIP W. HAMMOND MARLENE B. YOUNG

ACCT U255 1015526 FROM 01/01/2011 TO 12/31/2011 MANUFACTURERS AND TRADERS TRUST COMPANY STATEMENT OF CAPITAL GAINS AND LOSSES DELAPLAINE FOUNDATION/LATEEF PAGE 22

	TRUST YEAD	R ENDING 12/31/	2011			
AX PREPARER: 360 RUST ADMINISTRATOR: 507			LEGEND F -	PEDERAL S - ST	PATR I - INHER	T TRD
NVESTMENT OFFICER: 532				EXEMPT PROM STATE		
ROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOS	
1209.0000 STARWOO SOLD	D HOTELS & RESC	ORTS WORLDWIDE - 09/01/2011	85590A401 - MINO 53384.60	R = 43		
ACQ	1209 0000	06/02/2011	53384 60	62274 79	-8890 1	9 ST
2553.0000 STATE 8	TREET CORPORAT	ION - 857477103				
SOLD ACO	722 0000	04/26/2011 03/17/2010	118597.84 33540.01		3879.1	3 LT15 Y
ALQ	860 0000	07/06/2010	39950.70	35330 13		
	971.0000	11/18/2010	45107 13	39890 18	5216 9	s st y
2101 0000 SUNCOR SOLD	ENERGY INC - BO	5722 4 107 - MINOR 09/01/2011				
ACQ	1503 0000	05/05/2009	48516 99	49792 08	-1275 0	9 LT15 Y
-	273 0000	07/06/2010	8812.47	9044 07	-231.6	0 LT15 Y
1342 0000 TERADAT	325.0000	08/25/2010	10491.03	10766.75	-275 7	2 LT15 Y
SOLD	.A CORF - 880/61	09/01/2011	69420 32			
ACQ	1342.0000	08/05/2009	69420.32	42947 81	26472 5	1 LT15 Y
1160 0000 TERADAT	A CORP - 880761					
SOLD ACO	310,0000	11/04/2011 08/05/2009	65701.46 17558 15	9920 88	7637 2	7 LT15 Y
Acq	71B 0000	01/06/2010	40666 94	22978 04	17688 9	
	132 0000	11/22/2010	7476.37	4224 37	3252 0	Y T2 0
1450.0000 VISA IN SOLD	IC - 92826C839	- MINOR = 43 08/10/2011	116793 00			
ACO	594.0000	05/05/2009	47844 86	43391 32	4453 5	4 LT15 Y
	115.0000	07/06/2010	9262.89	8400 68	862 2	1 LT15 Y
	612 0000 129.0000	11/18/2010	49294 70	44706 21 9423.37	4588 4 967 1	
661 0000 ACCENTO		11/18/2010 G1151C101 - MIN	10390.55 OR = 44	9423.37	96/ 1	8 ST Y
SOLD		07/15/2011				
ACQ	661.0000	08/14/2009	39874 43	26886.08	12988 3	5 LT15 Y
991.0000 ACCENTO	JRE PEC- CL A -	09/01/2011	53131.47			
ACQ	554.0000	08/14/2009	29702.15	22533.87	7168.2	8 LT15 Y
	437.0000	01/06/2010	23429.32	17774 91	5654 4	1 LT15 Y
		TOTALS	1765301.68	1557131.76		
				2222222222		
MMARY OF CAPITAL GAINS						
BDERAL	SHORT TERM	LONG TERM 28%	LONG TERM 15%	ST WASH SALE	LT WASH SALE	1250 GAIN
NCOVERED FROM ABOVE	37777 24	0.00	174241.65	0.00	0.00	0.00
OVERED FROM ABOVE	-3848.97 0.00	0.00 0.00	0.00	0.00	0.00	0.00
APITAL GAIN DIVIDENDS	0.00	0.00	0.00			0.00
	33928 27	0.00	174241.65	٥.۵٥	0 00	0 00
	25520 27					
m h (mm)						
FATE	37777 24	0 00	174241.65	0.00	0 00	0,00
TATE ONCOVERED FROM ABOVE	3//// 24		0.00	0.00	0 00	,
ONCOVERED FROM ABOVE	-3848 97	0 00				0.00
DNCOVERED FROM ABOVE DVERED FROM ABOVE DMMON TRUST FUND	-3848 97 0.00	0.00	0.00			0 00
ONCOVERED FROM ABOVE	-3848 97 0.00 0 00	0.00 0.00	0 00		0.00	0 00
DNCOVERED FROM ABOVE DVERED FROM ABOVE DMMON TRUST FUND	-3848 97 0.00 0 00	0.00	0 00	0 00	0 00	

CAPITAL LOSS CARRYOVER

 FEDERAL
 0.00
 0.00

 MARYLAND
 N/A
 N/A

ACCT U255 1015526 FROM 01/01/2011 TO 12/31/2011 PREP 360 ADMN:507 INV:532 MANUFACTURERS AND TRADERS TRUST COMPANY 1099 SUMMARY

DELAPLAINE FOUNDATION/LATEEF
TRUST YEAR ENDING 12/31/2011

PAGE 25

SHORT TERM GAIN

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1099 DIV, INT, OID, B

ERROR MESSAGES

TOTAL

25238 76

25192.98

404.51

PAYBR

16-0538020

MANUFACTURERS AND TRADERS TRUST COMPANY

.....

PO BOX 1596 BALTINORE, ND 21203

RECIPIENT

52-2278038

DELAPLAINE FOUNDATION, INC. 244 WEST PATRICK STREET

BOX 3829 FREDERICK, MD 21705-3829 ADDRESS LINE 2 WILL BE OMITTED FROM FILING

1099-DIV TAX CODE SUBTOTAL

TOT ORDINARY DIVIDENDS 1 13 14
3 7079.96
5 18113.02
502 32.64

QUALIFIED DIVIDENDS 3 7079.96 5 18113.02

FOREIGN TAX PAID 29 404.51

1099-INT TAX CODE SUBTOTAL TOTAL

NONE

1099-OID ASSET ID DESCRIPTION

VISA INC

OID AMOUNT OID USGI AMOUNT

FED TAX WTH

0.00 LT15 Y

0.00

1099-B (SALES) COST BASIS FED TAX WTH TERM NC DESCRIPTION SALE DATE ACQ DATE SALES PRICE ASSET ID 03662Q105 ANSYS INCORPORATED

APPLE COMPUTER INCORPORATED

BERKSHIRE HATHAWAY INC DEL CL

CS/17/11

EXPEDITORS INTERNATIONAL WASHI

AFLAC INCORPORATED

APLAC INCORPORATED

COLGATE PALMOLIVE COMPANY

EXPRESS SCRIPTS INCORPORATED C 09/01/11

ROBERT HALF INTERNATIONAL INC

STATE STREET CORPORATION

TERADATA CORP

09/01/11

00/01/11

00/01/11

00/01/11

00/01/11 ANSYS INCORPORATED nn 037833100 04/26/11 02/10/11 48459.30 44346.70 88155.84 0.00 ST 88302.54 0.00 ST 084670702 88155.84 10933.30 62274.79 02/10/11 08/03/11 88302.54 11244.10 084670702 0.00 ST 0.00 ST 302130109 85590A401 06/02/11 11/18/10 53384 60 0.00 ST 57015 47 66484 38 0.00 ST 001055102 57015.47 54161.08 0.00 ST 0.00 ST 001055102 66484.38 58167.79 11/18/10 194162103 302182100 51187.38 54942.33 0 00 ST 0 00 ST 11/22/10 413.98 770323103 356 45 B57477103 75220 31 0.00 ST 0.00 ST 88076W103 TERADATA CORP 11/04/11 11/22/10 7476.37 4224 37 08/10/11 VISA INC 92826C839 ACCENTURE PLC- CL A ACCENTURE PLC- CL A 07/15/11 09/01/11 08/14/09 01/06/10 0.00 LT15 39874.43 26886.08 G1151C101 53131.47 40308.78 0 00 LT15 G1151C101 09/01/11 05/18/11 08/31/09 05/05/09 008252108 AFFILIATED MANAGERS GROUP 39208.93 32528.26 0.00 LT15 APLAC INCORPORATED
APLAC INCORPORATED
AFLAC INCORPORATED
APLAC INCORPORATED 30050.70 25682.64 001055102 001055102 05/18/11 05/20/11 25682.64 40150.54 05/05/09 30050.70 0 00 LT15 0.00 LT15 001055102 01/06/10 46818.58 05/20/11 05/17/11 05/17/11 40150.54 0.00 LT15 001055102 BERKSHIRE HATHAWAY INC DEL CL BERKSHIRE HATHAWAY INC DEL CL 0.00 LT15 27355.98 084670702 05/04/09 27401.50 27355.98 7717.49 27401.50 0.00 LT15 084670702 CH ROBINSON WORLDNIDE INC 09/01/11
COLGATE PALMOLIVE COMPANY 02/01/11
E M C CORPORATION MASSACHUSETT 09/01/11
EXPEDITORS INTERNATIONAL WASHI 09/01/11
MASTERCARD INC CL A 09/28/11 0.00 LT15 12541W209 03/11/10 10151.13 05/04/09 50877.63 47373.07 0.00 LT15 194162103 268648102 302130109 05/04/09 06/11/09 0 00 LT15 41504.68 29801.96 31228.55 0.00 LT15 09/01/11 09/28/11 05/04/09 0.00 LT15 57636Q104 69982.70 45254.53 21118.78 0.00 LT15 32696.34 576360104 QUALCOMM INCORPORATED ROBERT HALF INTERNATIONAL INC 09/01/11 09/01/11 05/07/10 06/22/10 59370 43 51495 87 47627.15 0.00 LT15 Y 59805.86 0.00 LT15 770323103 ROBERT HALF INTERNATIONAL INC ROCKWELL COLLINS SCRIPPS NETWORKS INTERACTIVE -STATE STREET CORPORATION SUNCOR ENERGY INC 09/01/11 09/01/11 05/04/09 05/04/09 45024.35 46885.43 0.00 LT15 Y 774341101 35868.46 0.00 LT15 Y 811065101 857477103 39861.95 33540.01 29660.88 0.00 LT15 Y 0.00 LT15 Y 867224107 09/01/11 08/25/10 67820.49 69602.90 TERADATA CORP 09/01/11 42947.81 0 00 LT15 Y 88076W103 88076W103 0 00 LT15 11/04/11 01/06/10 58225.09 32898.92

07/06/10

08/10/11

57107.75

1765301.68

51792.00

1557131 76

ONG TERM GAIN

92826C839

ACCT U255 1015527 FROM 01/01/2011 TO 12/31/2011 MANUFACTURERS AND TRADERS TRUST COMPANY STATEMENT OF CAPITAL GAINS AND LOSSES DELAPLAINE POUNDATION/SCHAFER

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TRUST YEAR ENDING 12/31/2011

	TRUST YEAR	R ENDING 12/31/	2011						
TAX PREPARER 360 TRUST ADMINISTRATOR 507 INVESTMENT OPFICER: 532			legend: F			S - STATE	ATB I - INHERI U - ACQ COST UNKN		
PROPERTY DESCRIPTION	SHARES	DATE	SALES PRIC			BASIS	GAIN/LOSS		NC
150,0000 TELEPONI									
SOLD	130.0000	09/01/2011	3114.0 2698.8		26	849 67	-150.85	LT15	v
ACQ	20 0000		415.2			438 41	-23 21		
160.0000 TELEFONI SOLD	CA DE ESPANA	S A - 879382208 12/21/2011	- MINOR = 44 2702.4	5					
ACQ	10 0000	06/24/2009	168 9	0		219 21	-50.31		
60.0000 TELEFONI	10 0000 150.0000 Ca Dr repana	07/24/2009 S A = 879382208	2533.5	6	32	288 08	-754 52	LT15	Y
SOLD		12/23/2011	1033.9						
ACQ	30.0000 30.0000	07/24/2009 10/30/2009	516.9 516 9			657 62 657 62	-140 67 -140 67		
40,0000 TELEFONI		S A - 879382208	- MINOR = 44		`		2.0 07		•
SOLD ACQ	40.0000	12/28/2011 10/30/2009	672.9 672.9			876 82	-203 85	LT15	γ
480.0000 TESCO PI		DR - 881575302 -	MINOR = 44		`				-
SOLD ACQ	480 0000	09/01/2011 08/24/2010	8889.6 8889 6		93	312.32	-422 72	LT15	Y
100.0000 TOTAL FI		NSORED ADR - 891	51E109 - MINOR	= 44	-				-
SOLD ACQ	100.0000	09/01/2011 05/05/2009	4885.0 4885.0		52	213 07	-328 06	LT15	Y
260.0000 UNILEVER		SHARES NEW - 904	784709 - MINOR	= 44					
SOLD ACQ	220 0000	09/01/2011 05/05/2009	8842 6 7482.2		5′	738 95	1743 27	LT15	Y
-	40.0000	07/24/2009	1360.4	0		043.45	316.95		
300.0000 UNITED C	VERSEAS BANK	09/01/2011	9105.0		14				
ACQ	300.0000	05/05/2005	3103.0	D	6	975 15	2129 85	LT15	Y
130 0000 VERMILIC SOLD	M BNERGI INC	02/18/2011		3					
ACQ	40.0000 90.0000	07/24/2009 09/21/2009	2010.4			036.84 332.90	973.60 2190 59		
120.0000 VERMILIO		- 923725105 - MI			2.	332.50	2130 33	1113	•
SOLD ACQ	30 0000	02/22/2011 09/21/2009	6067.2 1516 8			777 63	739 17	LT15	v
	90 0000	10/30/2009	4550 4	Ō		332 91	2217 49		
300 0000 VODAPONE SOLD	GROUP PLC -	SP ADR - 92857W2 09/01/2011							
ACQ	300 0000	05/05/2009	7943.3	4		629.30	1314.04	LT15	Y
400.0000 ZURICH E SOLD	INANCIAL SERV	09/01/2011	98982M107 - MIN 9000.0		44				
ACQ	400.0000	05/10/2010	9000.0			254.89	-254.89	LT15	Y
		TOTALS	572756.6	7		930.66			
				-					
SUMMARY OF CAPITAL GAINS									
FEDERAL	SHORT TERM	LONG TERM 291	LONG TERM 159		ST WASH	SALR	LT WASH SALE	1250 GZ	IN
NONCOVERED FROM ABOVE COVERED FROM ABOVE	3345.34 -18190.27	0.00	37670.93 0.00			0.00 0.00	0 00 0 00	0.	00+
COMMON TRUST FUND	0 00	0.00	0.00)					00
CAPITAL GAIN DIVIDENDS	0.00	0 00	0 00						00
	-14844.93	0 00	37670.93			0.00	0 00	_	00
STATE				<u></u>		F E T B	C3C#T=U2SSC		
NONCOVERED FROM ABOVE	3345 34	0.00	37670 93	ι		0 00	0 00	n	00*
COVERED FROM ABOVE	-18190.27	0 00	0.00)		0 00	0 00		
COMMON TRUST FUND CAPITAL GAIN DIVIDENDS	0.00 0.00	0.00 0.00	0.00						00
				-				·	
	-14844.93	0.00	37670.9			0 00	0.00	0 	.00
							DETAILED ON TRANS	PAGES, N	T ABOVI
CAPITAL LOSS CARRYOVER									
FEDERAL	0.00		0.00						
MARYLAND	n/a		N/A						

- - - - - - - - -

ACCT U255 1015527 FROM 01/01/2011 TO 12/31/2011 PREP:360 ADMN:507 INV:532

MANUFACTURERS AND TRADERS TRUST COMPANY 1099 SUMMARY DELAPLAINE FOUNDATION/SCHAFER

TRUST YEAR ENDING 12/31/2011

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SHORT TERM LOSS

1099 DIV, INT, OID, B

ERROR MESSAGES

PAYER

16-0538020

MANUFACTURERS AND TRADERS TRUST COMPANY

PO BOX 1596 BALTIMORE, MD 21203

RECIPIENT

52-227803B

DELAPLAINE FOUNDATION, INC. 244 WEST PATRICK STREET BOX 3829 FREDERICK, MD 21705-3829

ADDRESS LINE 2 WILL BE OMITTED FROM FILING

1099-DIV TAX CODE SUBTOTAL 4.38 59882.15 8458 37 10.84 TOT ORDINARY DIVIDENDS 1 3 501 502

68355.74

TOTAL

QUALIFIED DIVIDENDS 59882.15 3

59882.15

7284.46 19.13 FORBIGN TAX PAID 29 299

7303.59

1099-INT TAX CODE SUBTOTAL TOTAL NONE

1099-OID NONE

ASSET ID

DESCRIPTION

OID AMOUNT OID USGI AMOUNT

PED TAX WTH

1099-B (SALES)

ASSET ID DESCRIPTION SALE DATE ACQ DATE SALES PRICE COST BASIS FED TAX WITH TERM NOT 000375204 ABB LTD SPON ADR 03/16/11 01/19/11 2865.88 2376.85 0.00 ST 000375204 ABB LTD SPON ADR 03/16/11 08/11/11 2014.00 2008.36 0.00 ST 018052101 ALLIANZ SER-ADR 06/07/11 01/19/11 4322.66 3544.26 0.00 ST 018052101 ALLIANZ SER-ADR 06/07/11 01/19/11 4322.66 3544.26 0.00 ST 018052101 ALLIANZ SER-ADR 06/07/11 01/19/11 4322.66 3544.26 0.00 ST 018052101 ALLIANZ SER-ADR 06/07/11 01/19/11 4322.66 3544.26 0.00 ST 05/11/19/11 3505.00 SST 05/11/19/11/19/11 350	ASSET ID	DESCRIPTION	SALE DATE	ACQ DATE	SALES PRICE	COST BASIS	FED TAX WTH TERM NC
000375204 ABB LTD SPON ADR 09/01/11 08/11/11 2014.00 2008.36 0.00 ST 018805101 ALLIANZ SE-ADR 06/07/11 01/19/11 4322.66 3544.26 0.00 ST 018805101 ALLIANZ SE-ADR 06/07/11 01/19/11 4322.66 3544.26 0.00 ST 043393206 ASANI GLASS COMPANY LTD 09/07/11 03/16/11 8396.47 11201.01 0.00 ST 043393206 ASANI GLASS COMPANY LTD 12/13/11 06/08/11 14569.98 21306.26 0.00 ST 05565A202 BBP FARIBAS ADR 12/20/11 01/19/11 5660.87 9712 19 0 00 ST 13643B105 CANADIAN OIL SANDS LTD 09/01/11 02/22/11 3919.36 5004.61 0.00 ST 13643B105 CANADIAN OIL SANDS LTD 10/24/11 02/22/11 3919.36 5004.61 0.00 ST 26874R108 EMI SPA SPONSORED ADR 06/06/11 01/19/11 1393.73 1399.82 0.00 ST 26874R108 EMI SPA SPONSORED ADR 06/06/11 01/19/11 1393.73 1399.82 0.00 ST 350258307 FOSTER'S GROUL LTD - SPONS ADR 12/06/11 01/19/11 1393.73 1399.82 0.00 ST 465562106 TTAU UNIBANCO HOLDING SA - PRE 04/27/11 01/19/11 6793.51 4901.37 0.00 ST 42930C106 SINGAPORE AIRLINES UNSEN ADR 09/07/11 01/19/11 7738.34 6152.61 0.00 ST 42930C106 SINGAPORE AIRLINES UNSEN ADR 09/07/11 01/19/11 5707.60 7985.51 0.00 ST 29274D604 EMERPLUS RESOURCES FUND 09/07/11 01/27/10 5952.20 4936.56 0.00 ST 29274D604 EMERPLUS RESOURCES FUND 01/03/11 03/12/10 5952.20 4936.56 0.00 ST 433555301 HOPEWELL HOLDINGS A - PRE 04/27/11 01/19/11 5707.60 7985.51 0.00 ST 455562106 TTAU UNIBANCO HOLDING SA - PRE 04/27/11 01/19/11 5707.60 7985.51 0.00 ST 29274D604 EMERPLUS RESOURCES FUND 01/03/11 08/12/10 4982.32 2329.38 0.00 ST 747286501 HOPEWELL HOLDINGS NOR PRE 04/27/11 01/03/10 5952.20 4936.56 0.00 ST 7405652106 TTAU UNIBANCO HOLDING SA - PRE 04/27/11 01/03/10 5952.20 4936.56 0.00 ST 7405652106 TTAU UNIBANCO HOLDING SA - PRE 04/27/11 01/03/10 5952.20 4936.56 0.00 ST 7405652106 TTAU UNIBANCO HOLDING SA - PRE 04/27/11 01/03/10 5952.20 4936.56 0.00 ST 7405652106 TTAU UNIBANCO HOLDING SA - PRE 04/27/11 01/03/10 5952.20 4936.56 0.00 ST 7405652106 TTAU UNIBANCO HOLDING SA - PRE 04/27/11 01/03/10 5952.20 4936.56 0.00 ST 7405652106 TTAU UNIBANCO HOLDING SA - PRE 04/27/11 01/03/10 5952.20 4936.56 0.00 ST 7405652106 TTAU UNIBANC	000375204	ABB LTD SPON ADR	03/16/11	01/19/11	2865.88	2376.85	0 00 ST
018805101 ALLIAMZ SE-ADR 06/07/11 01/19/11 4322.66 3544.26 0.00 ST 043393206 ASAHI GLASS COMPANY LTD 09/07/11 03/16/11 8396.47 11201.01 0.00 ST 05565A202 BMP FARIBAS ADR 12/20/11 01/19/11 5660.87 9712 19 0.00 ST 05565A202 BMP FARIBAS ADR 12/20/11 01/19/11 5660.87 9712 19 0.00 ST 13643B105 CANADIAN OIL SANDS LTD 09/01/11 02/22/11 3919.36 5004.61 0.00 ST 13643B105 CANADIAN OIL SANDS LTD 09/01/11 02/22/11 3919.36 5004.61 0.00 ST 056784R108 EMI SPA SPONSORED ADR 06/06/11 01/19/11 1393.73 1399.82 0.00 ST 056784R108 EMI SPA SPONSORED ADR 06/06/11 01/19/11 1393.73 1399.82 0.00 ST 05674R108 EMI SPA SPONSORED ADR 06/06/11 01/19/11 1393.73 1399.82 0.00 ST 05674R108 EMI SPA SPONSORED ADR 06/06/11 01/19/11 1393.73 1399.82 0.00 ST 05674R108 EMI SPA SPONSORED ADR 06/06/11 01/19/11 1393.73 1399.82 0.00 ST 05674R108 EMI SPA SPONSORED ADR 06/06/11 01/19/11 1393.73 1399.82 0.00 ST 05674R108 EMI SPA SPONSORED ADR 06/06/11 01/19/11 738.44 6152.61 0.00 ST 057587°S GROUP LTD - SPONS ADR 12/06/11 01/19/11 738.34 6152.61 0.00 ST 057587°S GROUP LTD - SPONS ADR 12/06/11 01/19/11 738.34 6152.61 0.00 ST 057586562106 TTAU UNIBANNO HOLDING SA - PRE 04/27/11 01/19/11 7738.34 6152.61 0.00 ST 057586200 QBE INSURANCE GROUP-SPA ADR 09/01/11 04/27/11 5707.60 7985 51 0.00 ST 099613209 BOC HOMS KOMS HLDGS LTD-SP ADR 09/01/11 04/27/11 5707.60 7985 51 0.00 ST 099613209 BOC HOMS KOMS HLDGS LTD-SP ADR 09/01/11 04/27/10 5952.21 9996.26 0.00 ST 099613209 BOC HOMS KOMS HLDGS LTD-SP ADR 03/05/11 08/12/10 5952.21 9996.26 0.00 ST 099613209 BOC HOMS KOMS HLDGS LTD-SP ADR 03/05/11 08/12/10 5995.20 4936.56 0.00 ST 099613209 BOC HOMS KOMS HLDGS LTHITED SPON 03/01/11 08/12/10 5995.20 4936.56 0.00 ST 099613209 BOC HOMS KOMS HLDGS LTHITED SPON 03/01/11 08/12/10 5995.20 4936.56 0.00 ST 099613209 BOC HOMS KOMS HLDGS A - PRE 04/27/11 01/19/11 6522.21 9096.26 0.00 ST 099613209 BOC HOMS KOMS HLDGS LTHITED SPON 03/01/11 08/12/10 5995.20 4936.56 0.00 ST 099613209 BOC HOMS KOMS HLDGS LTHITED SPON 03/01/11 08/12/10 5996.20 4937.64 0.00 ST 09961320 ABB LTD SPON ADR 09/01/11	000375204	ABB LTD SPON ADR	09/01/11	08/11/11	2014.00	2008.36	0.00 ST
018805101 ALLIANZ SE-ADR 06/07/11 01/19/11 4322.66 3544.26 0.00 ST 043393206 ASAHI GLASS COMPANY LTD 12/13/11 06/08/11 14569.98 21306.26 0.00 ST 043393206 ASAHI GLASS COMPANY LTD 12/13/11 06/08/11 14569.98 21306.26 0.00 ST 13643E105 CANADIAN OIL SANDS LTD 09/01/11 02/22/11 3919.36 5004.61 0.00 ST 13643E105 CANADIAN OIL SANDS LTD 09/01/11 02/22/11 3919.36 5004.61 0.00 ST 13643E105 CANADIAN OIL SANDS LTD 10/24/11 02/22/11 3919.36 5004.61 0.00 ST 26874R108 ENI SPA SPONSORED ADR 06/06/11 01/19/11 1393.73 1399.82 0.00 ST 26874R108 ENI SPA SPONSORED ADR 06/06/11 01/19/11 1393.73 1399.82 0.00 ST 26874R108 ENI SPA SPONSORED ADR 06/06/11 01/19/11 1393.73 1399.82 0.00 ST 26874R108 ENI SPA SPONSORED ADR 06/06/11 01/19/11 7296.47 8865.49 0.00 ST 350258307 FOSTER'S GROUP LTD - SPONS ADR 12/06/11 01/19/11 7296.47 8865.49 0.00 ST 465562106 ITAU UNIENNCO HOLDING SA - PRE 04/27/11 01/19/11 7738.34 6152.61 0.00 ST 47286605 QBE INSURANCE GROUP-SPA ADR 09/07/11 04/27/11 5707.60 7985.51 0.00 ST 090375204 ABB LID SPA DAR 09/07/11 04/27/11 5707.60 7985.51 0.00 ST 090813209 BOC HONG KONG HLDGS LITD-SP ADR 03/07/11 06/12/11 5707.60 7985.51 0.00 ST 929274D604 ENERGLUS RESOURCES FUND 01/05/11 08/12/10 399.98 2380.18 0.00 ST Y 465562106 ITAU UNIENNCO HOLDING SA - PRE 04/27/11 10/19/11 5707.60 7985.51 0.00 ST Y 465562106 ITAU UNIENNCO HOLDING SA PRE 04/27/11 10/19/11 5707.60 7985.51 0.00 ST Y 465562106 ITAU UNIENNCO HOLDING SA PRE 04/27/11 10/19/10 5902.20 4936.56 0.00 ST Y 465562106 ITAU UNIENNCO HOLDING SA PRE 04/27/11 10/19/10 3206.32 2852.35 0.00 ST Y 465562106 ITAU UNIENNCO HOLDING SA PRE 04/27/11 10/07/10 5078.29 4037.64 0.00 ST Y 465562106 ITAU UNIENNCO HOLDING SA PRE 04/27/11 11/09/10 5078.29 4037.64 0.00 ST Y 82930C106 SINGAPORE AIRLINES UNSPN ADR 04/27/11 11/09/10 5078.29 4037.64 0.00 ST Y 82930C106 SINGAPORE AIRLINES UNSPN ADR 04/27/11 11/19/10 13041.60 14013.16 0.00 ST Y 82930C106 SINGAPORE AIRLINES UNSPN ADR 04/27/11 11/19/10 13041.60 14013.16 0.00 ST Y 82930C106 SINGAPORE AIRLINES UNSPN ADR 04/27/11 10/07/10 5078.29 4037.64 0	018805101	ALLIANZ SE-ADR	06/07/11	01/19/11	4322.66	3544.26	0.00 ST
043393206 ASAHI GLASS COMPANY LTD 09/07/11 03/16/11 8396.47 11201.01 0.00 ST 05565A202 BNP PARIBAS ADR 12/20/11 01/19/11 5660.87 9712 19 0 00 ST 136438105 CANADIAN OIL SANDS LTD 09/01/11 02/22/11 99136 5004.61 0.00 ST 136438105 CANADIAN OIL SANDS LTD 10/24/11 02/22/11 9955 10 13449.89 0.00 ST 26874R108 ENI SPA SPONSORED ADR 06/06/11 01/19/11 1393.73 1399.82 0.00 ST 26874R108 ENI SPA SPONSORED ADR 06/06/11 01/19/11 1393.73 1399.82 0.00 ST 26874R108 ENI SPA SPONSORED ADR 06/06/11 01/19/11 1393.73 1399.82 0.00 ST 25674R108 ENI SPA SPONSORED ADR 06/06/11 01/19/11 1393.73 1399.82 0.00 ST 25674R108 ENI SPA SPONSORED ADR 08/17/11 01/19/11 7296.47 8865.49 0.00 ST 455562106 ITAU UNIBANCO HOLDING SA - PRE 04/27/11 01/19/11 7738.34 6152.61 0.00 ST 47286605 OBE INSURANCE GROUP-SPN ADR 09/01/11 04/21/11 7738.34 6152.61 0.00 ST 47286050 OBE INSURANCE GROUP-SPN ADR 09/01/11 04/21/11 7738.34 6152.61 0.00 ST 29390C106 SINGAPORE ATRLINES UNISPN ADR 09/01/11 04/21/11 5792.22 9096.26 0.00 ST 293910C106 SINGAPORE ATRLINES UNISPN ADR 09/01/11 04/21/11 5792.22 9096.26 0.00 ST 293910C106 ENDERGUE RESOURCES FUND 01/05/11 02/22/10 4982.32 3299.38 0.00 ST Y 43955501 HOPEWELL HOLDINGS LIMITED SPON ADR 03/16/11 08/12/10 5952.20 4936.56 0.00 ST Y 455552106 ITAU UNIBANCO HOLDING SA - PRE 04/27/11 10/19/11 6522.21 9096.26 0.00 ST Y 43955501 HOPEWELL HOLDINGS LIMITED SPON 03/01/11 01/19/11 5522.21 9096.26 0.00 ST Y 455552106 ITAU UNIBANCO HOLDING SA - PRE 04/27/11 10/19/11 5522.2 4936.56 0.00 ST Y 455552106 ITAU UNIBANCO HOLDING SA - PRE 04/27/11 10/07/10 5078.29 4037.64 0.00 ST Y 455552106 ITAU UNIBANCO HOLDING SA - PRE 04/27/11 10/07/10 5078.29 4037.64 0.00 ST Y 455552106 ITAU UNIBANCO HOLDING SA - PRE 04/27/11 10/07/10 5078.29 4037.64 0.00 ST Y 45552106 ITAU UNIBANCO HOLDING SA - PRE 04/27/11 10/07/10 5078.29 4037.64 0.00 ST Y 45552106 ITAU UNIBANCO HOLDING SA - PRE 04/27/11 10/07/10 5078.29 4037.64 0.00 ST Y 823910C106 SINGAPORE AIRLINES UNSPN ADR 04/27/11 10/07/10 5078.29 4037.64 0.00 ST Y 823910C106 SINGAPORE AIRLINES UNSPN ADR 04/27/11	018805101	ALLIANZ SE-ADR	06/07/11	01/19/11	4322.66	3544.26	0.00 ST
043393206 ASAHI GLASS COMPANY LTD 12/13/11 06/08/11 14569.98 21306.26 0.00 ST 05565A020 BNP PARRIBAS ADR 1 12/20/11 01/19/11 560.87 9712 19 0.00 ST 13643B105 CANADIAN OIL SANDS LTD 09/01/11 02/22/11 3919.36 5004.61 0.00 ST 13643B105 CANADIAN OIL SANDS LTD 10/24/11 02/22/11 3919.36 5004.61 0.00 ST 26874R108 ENI SPA SPONSORED ADR 06/06/11 01/19/11 1393.73 1399.82 0.00 ST 26874R108 ENI SPA SPONSORED ADR 06/06/11 01/19/11 1393.73 1399.82 0.00 ST 26874R108 ENI SPA SPONSORED ADR 06/06/11 01/19/11 1393.73 1399.82 0.00 ST 26874R108 ENI SPA SPONSORED ADR 06/06/11 01/19/11 7296.47 8865.49 0.00 ST 26874R108 ENI SPA SPONSORED ADR 06/06/11 01/19/11 7296.47 8865.49 0.00 ST 465562106 ITAU UNIBANCO HOLDING SA - PRE 04/27/11 01/19/11 7738.34 6152.61 0.00 ST 4728G605 QBE INSURANCE GROUP-SPN ADR 09/07/11 04/27/11 5707.60 7985.51 0.00 ST 24728G605 QBE INSURANCE GROUP-SPN ADR 09/07/11 04/27/11 5707.60 7985.51 0.00 ST 24728G605 QBE INSURANCE GROUP-SPN ADR 09/07/11 04/27/11 5707.60 7985.51 0.00 ST 24728G605 QBE INSURANCE GROUP-SPN ADR 09/07/11 04/27/11 5707.60 7985.51 0.00 ST 24728G605 QBE INSURANCE GROUP-SPN ADR 09/07/11 04/27/11 5707.60 7985.51 0.00 ST 24728G605 QBE INSURANCE GROUP-SPN ADR 09/07/11 04/27/11 5707.60 7985.51 0.00 ST 24728G605 QBE INSURANCE GROUP-SPN ADR 09/07/11 04/27/11 5707.60 7985.51 0.00 ST 24728G605 QBE INSURANCE GROUP-SPN ADR 09/07/11 04/27/11 5707.60 7985.51 0.00 ST 24728G605 QBE INSURANCE GROUP-SPN ADR 09/07/11 04/27/11 5707.60 7985.51 0.00 ST 24728G605 QBE INSURANCE GROUP-SPN ADR 09/07/11 04/27/11 5707.60 7985.51 0.00 ST 24728G605 QBE INSURANCE GROUP-SPN ADR 09/07/11 04/27/11 5707.60 7985.50 0.00 ST 247287604 QBE INTURENCE OLD OF CONTROL OF	043393206	ASAHI GLASS COMPANY LTD	09/07/11	03/16/11	8396.47	11201.01	0.00 ST
DSS-65A202	043393206	ASAHI GLASS COMPANY LTD	12/13/11	06/08/11	14569.98	21306.26	0.00 ST
13643E105 CANADIAN OIL SANDS LTD 09/01/11 02/22/11 3919.36 5004.61 0.00 ST 126874R108 ENI SPA SPONSORED ADR 06/06/11 01/19/11 1393.73 1399.82 0.00 ST 26874R108 ENI SPA SPONSORED ADR 06/06/11 01/19/11 1393.73 1399.82 0.00 ST 26874R108 ENI SPA SPONSORED ADR 06/06/11 01/19/11 1393.73 1399.82 0.00 ST 26874R108 ENI SPA SPONSORED ADR 06/06/11 01/19/11 1393.73 1399.82 0.00 ST 26874R108 ENI SPA SPONSORED ADR 06/06/11 01/19/11 1393.73 1399.82 0.00 ST 26874R108 ENI SPA SPONSORED ADR 06/06/11 01/19/11 7296.47 8865.49 0.00 ST 26874R108 ENI SPA SPONSORED ADR 08/17/11 01/19/11 6093.51 4901.37 0.00 ST 465562106 ITAU UNIBANCO HOLDING SA - PRE 04/27/11 01/19/11 7738.34 6152.61 0.00 ST 47286605 QBE INSURANCE GROUP-SPA DR 09/01/11 01/19/11 7738.34 6152.61 0.00 ST 47286605 QBE INSURANCE GROUP-SPA DR 09/01/11 01/19/11 7738.34 6152.61 0.00 ST 2930C106 SINGAPORE AIRLINES UNSPN ADR 09/01/11 01/19/11 6522.21 9096.26 0.00 ST 292910C106 SINGAPORE AIRLINES UNSPN ADR 09/01/11 01/19/11 6522.21 9096.26 0.00 ST 292910C106 ENIORADE GROUP-SPA DR 09/01/11 01/19/11 6522.21 9096.26 0.00 ST 292910C106 ENIORADE GROUP-SPA DR 01/05/11 02/22/10 4982.32 3229.38 0.00 ST 292910C106 ENIORADE GROUP-SPA DR 01/05/11 02/22/10 4982.32 3229.38 0.00 ST 292910C106 ENIORADE GROUP-SPA DR 01/05/11 02/22/10 4982.32 3229.38 0.00 ST 292910C106 ENIORADE GROUP-SPA DR 01/05/11 02/22/10 4982.32 3229.38 0.00 ST 292910C106 ENIORADE GROUP-SPA DR 01/05/11 02/22/10 4982.32 3229.38 0.00 ST 292910C106 ENIORADE GROUP-SPA DR 01/05/11 02/21/10 17/05/10 3006.32 2662.35 0.00 ST 292910C106 ENIORADE GROUP-SPA DR 01/05/11 00/07/10 5078.29 4037.64 0.00 ST 292910C106 ENIORADE GROUP-SPA DR 03/10/11 10/07/10 5078.29 4037.64 0.00 ST 292910C106 ENIORADE GROUP-SPA DR 03/10/11 10/07/10 5078.29 4037.64 0.00 ST 292910C106 ENIORADE GROUP-SPA DR 04/27/11 11/07/10 5078.29 4037.64 0.00 ST 292910C106 ENIORADE GROUP-SPA DR 04/27/11 11/19/10 13041.60 14013.16 0.00 ST 292910C106 ENIORADE GROUP-SPA DR 04/27/11 11/19/10 13041.60 14013.16 0.00 ST 292910C106 ENIORADE GROUP-SPA DR 04/27/11 11/19/10 13041.60 140	05565A202	BNP PARIBAS ADR	12/20/11	01/19/11	5660.87	9712 19	0 00 ST
13643E105 CANADIAN OIL SANDS LTD 10/24/11 02/22/10 9955 10 13449.89 0.00 ST 26874R108 ENI SPA SPONSORED ADR 06/06/11 01/19/11 1393.73 1399.82 0.00 ST 26874R108 ENI SPA SPONSORED ADR 06/06/11 01/19/11 1393.73 1399.82 0.00 ST 26874R108 ENI SPA SPONSORED ADR 06/17/11 01/19/11 1393.73 1399.82 0.00 ST 25874R108 ENI SPA SPONSORED ADR 06/17/11 01/19/11 1393.73 1399.82 0.00 ST 350258307 FOSTER'S GROUP LTD - SPONS ADR 12/06/11 01/19/11 6093.51 4901.37 0.00 ST 465562106 ITAU UNIBANCO HOLDING SA - PRE 04/27/11 01/19/11 7738.34 6152.61 0.00 ST 47286605 GBE INSURNCE GROUP-SPA ADR 09/01/11 04/27/11 5707.60 7985.51 0.00 ST 47286605 GBE INSURNCE GROUP-SPA ADR 09/01/11 04/27/11 5707.60 7985.51 0.00 ST 000375204 ABB LTD SPON ADR 03/16/11 08/12/10 5552.20 4936.56 0.00 ST 000375204 ABB LTD SPON ADR 03/16/11 08/12/10 5552.20 4936.56 0.00 ST 29274D604 ENERPLUS RESOURCES FUND 01/03/11 08/12/10 2391.98 2380.18 0.00 ST 2439555301 HOPEWELL HOLDING SLA - PRE 03/18/11 08/12/10 2391.98 2380.18 0.00 ST 245552106 ITAU UNIBANCO HOLDING SA - PRE 03/18/11 08/12/10 1764.48 1576.60 0.00 ST 245552106 ITAU UNIBANCO HOLDING SA - PRE 04/27/11 10/07/10 5078.29 4037.64 0.00 ST 2455474M108 MYN GROUP LIMITED - SPONS ADR 09/01/11 10/07/10 5078.29 4037.64 0.00 ST 245474M108 MYN GROUP LIMITED - SPONS ADR 09/01/11 10/15/10 8728.29 4037.64 0.00 ST 245474M108 MYN GROUP LIMITED - SPONS ADR 09/01/11 12/22/10 13041.60 14013.16 0.00 ST 245474M108 MYN GROUP LIMITED - SPONS ADR 09/01/11 10/15/10 8728.21 8408.10 0.00 ST 245474M108 MYN GROUP LIMITED - SPONS ADR 09/01/11 10/15/10 8728.21 8408.10 0.00 ST 245474M108 MYN GROUP LIMITED - SPONS ADR 09/01/11 10/15/10 8728.21 8408.10 0.00 ST 245474M108 MYN GROUP LIMITED - SPONS ADR 09/01/11 10/15/10 8728.21 8408.10 0.00 ST 245474M108 MYN GROUP LIMITED - SPONS ADR 09/01/11 10/15/10 8728.21 8408.10 0.00 ST 245474M108 MYN GROUP LIMITED - SPONS ADR 09/01/11 10/15/10 8728.21 8408.10 0.00 ST 245474M108 MYN GROUP LIMITED - SPONS ADR 09/01/11 10/15/10 8728.21 8408.10 0.00 ST 245474M108 MYN GROUP LIMITED - SPONS ADR 09/01/11 10/15/10	13643E105	CANADIAN OIL SANDS LTD	09/01/11	02/22/11	3919.36	5004.61	0.00 ST
26874R108 EMI SPA SPONSORED ADR 06/06/11 01/19/11 1393 73 1399.82 0.00 ST 26874R108 EMI SPA SPONSORED ADR 06/07/11 01/19/11 1393 73 1399.82 0.00 ST 26874R108 EMI SPA SPONSORED ADR 06/17/11 01/19/11 7296.47 8865.49 0.00 ST 26874R108 EMI SPA SPONSORED ADR 08/17/11 01/19/11 7296.47 8865.49 0.00 ST 350258307 FOSTER'S GROUP LTD - SPONS ADR 12/06/11 01/19/11 6093 51 4901.37 0.00 ST 465562106 1TAU UNIBANCO HOLDING SA - PRE 04/27/11 01/19/11 7738.34 6152.61 0.00 ST 47286605 QBE INSURANCE GROUP-SPM ADR 09/01/11 04/27/11 7738.34 6152.61 0.00 ST 82930C106 SINGAPORE AIRLINES UNSPN ADR 09/07/11 01/19/11 6522.21 9096.26 0.00 ST 996813209 BOC HONG KONG HLDGS LTD-SP ADR 09/07/11 01/19/11 6522.21 9096.26 0.00 ST 92924D604 EMERPLUS RESOURCES FUND 01/05/11 02/22/10 4982.32 3229.38 0.00 ST 92924D604 EMERPLUS RESOURCES FUND 01/05/11 02/22/10 4982.32 3229.38 0.00 ST 945552106 HTMLO UNIBANCO HOLDING SA - PRE 04/27/11 10/07/10 3206.32 2862.35 0.00 ST 945552106 ITAU UNIBANCO HOLDING SA - PRE 04/27/11 10/07/10 3206.32 2862.35 0.00 ST 9465552106 ITAU UNIBANCO HOLDING SA - PRE 04/27/11 10/07/10 3206.32 2862.35 0.00 ST 9465552106 ITAU UNIBANCO HOLDING SA - PRE 04/27/11 10/07/10 5078.29 4037.64 0.00 ST 978024910 10/07/10/10/10/10/10/10/10/10/10/10/10/10/10/	13643E105	CANADIAN OIL SANDS LTD	10/24/11	02/22/11	9955 10	13449.89	0.00 ST
26874R108 ENI SPA SPONSORED ADR 06/06/11 01/19/11 1393 73 1399,82 0.00 ST 26874R108 ENI SPA SPONSORED ADR 08/17/11 01/19/11 7295.47 8685.49 0.00 ST 350258307 FOSTER'S GROUP LTD - SPONS ADR 12/06/11 01/19/11 6093 51 4901.37 0.00 ST 465562106 1TAU UNIBANCO HOLDING SA - PRE 04/27/11 01/19/11 7738.34 6152.61 0.00 ST 47286605 QBE INSURANCE GROUP-SPN ADR 09/01/11 04/27/11 5707.60 7385.51 0.00 ST 22930C106 SINGAPORE AIRLINES UNSPN ADR 09/01/11 04/27/11 5707.60 7385.51 0.00 ST 000375204 ABB LTD SPON ADR 09/01/11 04/27/10 5952.20 4996.56 0.00 ST 292974D604 ENERPLUS RESOURCES FUND 01/05/11 08/12/10 5952.20 4936.56 0.00 ST 29274D604 ENERPLUS RESOURCES FUND 01/05/11 08/12/10 2391.98 2380.18 0.00 ST 29274D604 ENERPLUS RESOURCES FUND 01/05/11 08/12/10 2391.98 2380.18 0.00 ST 29274D604 ENERPLUS RESOURCES FUND 01/03/11 08/12/10 2391.98 2380.18 0.00 ST 29274D604 ENERPLUS RESOURCES FUND 01/03/11 08/12/10 2391.98 2380.18 0.00 ST 29274D604 ENERPLUS RESOURCES FUND 01/03/11 08/12/10 2391.98 2380.18 0.00 ST 29274D604 ENERPLUS RESOURCES FUND 01/03/11 08/12/10 2391.98 2380.18 0.00 ST 29274D604 ENERPLUS RESOURCES FUND 01/03/11 08/12/10 1764.48 1576.60 0.00 ST 29465552106 ITAU UNIBANCO HOLDING SA - PRE 03/18/11 08/12/10 1764.48 1576.60 0.00 ST 29465552106 ITAU UNIBANCO HOLDING SA - PRE 03/18/11 08/12/10 1764.48 1576.60 0.00 ST 29465552106 ITAU UNIBANCO HOLDING SA - PRE 03/18/11 08/12/10 1764.48 1576.60 0.00 ST 29465552106 ITAU UNIBANCO HOLDING SA - PRE 03/18/11 10/07/10 5078.29 4037.64 0.00 ST 29465552106 ITAU UNIBANCO HOLDING SA - PRE 03/18/11 01/07/10 5078.29 4037.64 0.00 ST 29465552106 ITAU UNIBANCO HOLDING SA - PRE 03/18/11 10/07/10 5078.29 4037.64 0.00 ST 29465552106 ITAU UNIBANCO HOLDING SA - PRE 03/18/11 10/07/10 5078.29 4037.64 0.00 ST 294655210 ITAU UNIBANCO HOLDING SA - PRE 03/18/11 10/07/10 5078.29 4037.64 0.00 ST 294655210 ITAU UNIBANCO HOLDING SA - PRE 03/18/18/18/18/18/18/18/18/18/18/18/18/18/	26874R108	ENI SPA SPONSORED ADR	06/06/11	01/19/11	1393.73	1399.82	0.00 ST
26874R108 ENT SPA SPONSORED ADR 06/17/11 01/19/11 7296.47 8865.49 0.00 ST 350258307 FOSTER'S GROUP LTD - SPONS ADR 12/06/11 01/19/11 6093 51 4901.37 0.00 ST 465562106 1TAU UNIBANCO HOLDING SA - PRE 04/27/11 01/19/11 7738.34 6152.61 0.00 ST 477286655 QBE INSURANCE GROUP-SPN ADR 09/01/11 01/19/11 5707.60 7985 51 00 ST 24730200 SINGAPORE AIRLINES UNSPN ADR 09/01/11 01/19/11 5707.60 7985 51 00 ST 000375204 ABB LTD SPON ADR 01/65/11 02/22/10 4982.32 3229.38 0.00 ST 7 096813209 BOC HONG KONG HLDGS LTD-SP ADR 01/05/11 02/22/10 4982.32 3229.38 0.00 ST 7 096813209 BOC HONG KONG HLDGS LTD-SP ADR 01/05/11 02/22/10 4982.32 3229.38 0.00 ST 7 096813209 BOC HONG KONG HLDGS LTD-SP ADR 01/05/11 02/22/10 4982.32 3229.38 0.00 ST 7 096813209 BOC HONG KONG HLDGS LTD-SP ADR 01/05/11 02/22/10 4982.32 3229.38 0.00 ST 7 096813209 BOC HONG KONG HLDGS LTD-SP ADR 01/05/11 02/22/10 4982.32 3229.38 0.00 ST 7 096813209 BOC HONG KONG HLDGS LTD-SP ADR 01/05/11 02/22/10 4982.32 3229.38 0.00 ST 7 096813209 BOC HONG KONG HLDGS LTD-SP ADR 01/05/11 02/22/10 4982.32 3229.38 0.00 ST 7 096813209 BOC HONG KONG HLDGS LTD-SP ADR 01/05/11 02/22/10 2331.98 2380.18 0.00 ST 7 096813209 BOC HONG KONG HLDGS LTD-SP ADR 01/05/11 02/22/10 10/07/10 3206.32 2862.35 0.00 ST 7 096813209 BOC HONG KONG HLDGS A PRE 04/27/11 10/07/10 5078.29 4037.64 0.00 ST 7 0968562106 ITAU UNIBANCO HOLDING SA - PRE 04/27/11 10/07/10 5078.29 4037.64 0.00 ST 7 096829 10/27/11 10/07/10 5078.29 4037.64 0.00 ST 7 096829 10/27/11 10/07/10 5078.29 4037.64 0.00 ST 7 096829 10/27/11 10/27/10 10/27/10 5078.29 10/27.64 0.00 ST 7 096829 10/27/11 10/27/10 1	26874R108	ENI SPA SPONSORED ADR	06/06/11	01/19/11	1393 73	1399.82	0.00 ST
350258307 FOSTER'S GROUP LTD - SPONS ADR 12/06/11 01/19/11 01/19/11 7738.34 6152.61 0.00 ST 455562106 ITAU UNIBANCO HOLDING SA - PRE 04/27/11 01/19/11 7738.34 6152.61 0.00 ST 47286605 08E INSURANCE GROUP-SPN ADR 09/07/11 04/27/11 5707.60 7985.51 0.00 ST 000375204 ABB LTD SPON ADR 03/07/11 08/12/10 5952.20 4936.56 0.00 ST 000375204 ABB LTD SPON ADR 03/16/11 08/12/10 5952.20 4936.56 0.00 ST 923401604 ENREPLUS RESOURCES FUND 01/05/11 08/12/10 2391.98 2380.18 0.00 ST 923401604 ENREPLUS RESOURCES FUND 01/05/11 08/12/10 2391.98 2380.18 0.00 ST 92405604 ENREPLUS RESOURCES FUND 01/05/11 08/12/10 2391.98 2380.18 0.00 ST 92405604 ENREPLUS RESOURCES FUND 01/05/11 08/12/10 2391.98 2380.18 0.00 ST 92405604 ENREPLUS RESOURCES FUND 01/05/11 08/12/10 2391.98 2380.18 0.00 ST 92405604 ENREPLUS RESOURCES FUND 01/05/11 08/12/10 2391.98 2380.18 0.00 ST 92405562106 ITAU UNIBANCO HOLDING SA - PRE 03/18/11 08/12/10 1764.48 1576.60 0.00 ST 92405562106 ITAU UNIBANCO HOLDING SA - PRE 04/27/11 10/07/10 5078.29 4037.64 0.00 ST 92405604 000	26874R108	ENI SPA SPONSORED ADR	08/17/11	01/19/11	7296.47	8865.49	0.00 ST
465562106	350258307	FOSTER'S GROUP LTD - SPONS ADR	12/06/11	01/19/11	6093 51	4901.37	0.00 ST
A65562106	465562106	ITAU UNIBANCO HOLDING SA - PRE	04/27/11	01/19/11	7738.34	6152.61	0.00 ST
74728G605 QBE INSURANCE GROUP-SPN ADR 09/01/11 04/27/11 5707.60 7985.51 0 00 ST 82930C106 SINGAPORE AIRLINES UNSPN ADR 09/07/11 01/19/11 6522.21 9096.26 0.00 ST 906813209 BOC HONG KONG HLDGS LTD-SP ADR 01/05/11 02/22/10 4982.32 3229.38 0.00 ST 92974D604 EMERPLUS RESOURCES FUND 01/03/11 08/12/10 2391.98 2380.18 0.00 ST 94 499555301 HOPEWELL HOLDINGS LIMITED SPON 03/01/11 07/07/10 3206.32 2862.35 0.00 ST 94 4955562106 ITAU UNIBANCO HOLDING SA - PRE 03/18/11 08/12/10 1764.48 1576.60 0.00 ST 94 455562106 ITAU UNIBANCO HOLDING SA - PRE 04/27/11 10/07/10 5078.29 4037.64 0.00 ST 94 465562106 ITAU UNIBANCO HOLDING SA - PRE 04/27/11 10/07/10 5078.29 4037.64 0.00 ST 94 465562106 ITAU UNIBANCO HOLDING SA - PRE 04/27/11 10/07/10 5078.29 4037.64 0.00 ST 94 465562106 ITAU UNIBANCO HOLDING SA - PRE 04/27/11 10/07/10 5078.29 4037.64 0.00 ST 94 465562106 ITAU UNIBANCO HOLDING SA - PRE 04/27/11 10/07/10 5078.29 4037.64 0.00 ST 94 465562106 ITAU UNIBANCO HOLDING SA - PRE 04/27/11 10/07/10 5078.29 4037.64 0.00 ST 94 780259107 ROYAL DUTCH SHELL PLC-ADR B 09/01/11 12/22/10 1259.90 11471.98 0.00 ST 94 780259107 ROYAL DUTCH SHELL PLC-ADR B 09/01/11 10/15/10 8728.21 8408.10 0.00 ST 94 82930C106 SINGAPORE AIRLINES UNSFN ADR 04/27/11 11/19/10 13041.60 14013.16 0.00 ST 94 82930C106 SINGAPORE AIRLINES UNSFN ADR 04/27/11 11/19/10 13041.60 14013.16 0.00 ST 94 82930C106 SINGAPORE AIRLINES UNSFN ADR 04/27/11 11/19/10 13041.60 14013.16 0.00 ST 94 000375204 ABB LTD SPON ADR 01/05/11 05/05/10 5909.15 405.21 0.00 LT15 94 000375204 ABB LTD SPON ADR 01/06/11 07/24/09 5861.43 4652.10 0.00 LT15 94 000375204 ABB LTD SPON ADR 01/06/11 07/24/09 5861.43 4652.10 0.00 LT15 94 000375204 ABB LTD SPON ADR 01/06/11 07/24/09 8240.07 6756.24 0.00 LT15 94 00585101 ALLIANZ SE-ADR 06/07/11 09/21/09 8240.07 6756.24 0.00 LT15 94 00585101 ALLIANZ SE-ADR 06/07/11 09/21/09 8240.07 6756.24 0.00 LT15 94 00585101 ALLIANZ SE-ADR 06/07/11 09/21/09 8240.07 6756.24 0.00 LT15 94 005565A202 BNP PARIBAS ADR 09/01/11 05/05/09 395.20 774.58 0.00 LT15 94 005565A202 BNP PARIBAS ADR 09	465562106	ITAU UNIBANCO HOLDING SA - PRE	04/27/11	01/19/11	7738.34	6152 61	0 00 ST
82930C106 SINGAPORE AIRLINES UNSPN ADR 09/07/11 01/19/11 6522.21 9096.26 0.00 ST V 00375204 ABB LITD SPON ADR 01/05/11 02/22/10 4982.32 3229.38 0.00 ST V 29274D604 ENERPLUS RESOURCES FUND 01/03/11 08/12/10 2391.98 2380.18 0.00 ST V 493955501 HOPEWELL HOLDINGS LIMITED SPON 03/01/11 07/07/10 3206.32 2862.35 0.00 ST V 455562106 ITAU UNIBANCO HOLDING SA - PRE 03/18/11 08/12/10 1764.48 1576.60 0.00 ST V 465562106 ITAU UNIBANCO HOLDING SA - PRE 04/27/11 10/07/10 5078.29 4037.64 0.00 ST V 645562106 ITAU UNIBANCO HOLDING SA - PRE 04/27/11 10/07/10 5078.29 4037.64 0.00 ST V 645562106 ITAU UNIBANCO HOLDING SA - PRE 04/27/11 10/07/10 5078.29 4037.64 0.00 ST V 645562106 ITAU UNIBANCO HOLDING SA - PRE 04/27/11 10/07/10 5078.29 4037.64 0.00 ST V 645562106 ITAU UNIBANCO HOLDING SA - PRE 04/27/11 10/07/10 5078.29 4037.64 0.00 ST V 6465562106 ITAU UNIBANCO HOLDING SA - PRE 04/27/11 10/07/10 5078.29 4037.64 0.00 ST V 6465562106 ITAU UNIBANCO HOLDING SA - PRE 04/27/11 11/07/10 5078.29 4037.64 0.00 ST V 6465562106 ITAU UNIBANCO HOLDING SA - PRE 04/27/11 11/07/10 5078.29 4037.64 0.00 ST V 6465562106 ITAU UNIBANCO HOLDING SA - PRE 04/27/11 11/09/10 1207/20/10 5078.29 4037.64 0.00 ST V 6465562106 ITAU UNIBANCO HOLDING SA - PRE 04/27/11 11/19/10 13041.60 14013.16 0.00 ST V 7 7 7 7 7 7 7 7 7 7 7 7 7 7 7 7 7 7	74728G605	OBE INSURANCE GROUP-SPN ADR	09/01/11	04/27/11	5707.60	7985 51	0 00 ST
000375204 ABB LTD SPON ADR 03/16/11 08/12/10 5952.20 4936.56 0 00 ST Y 9056813209 BOC HONG KONG HLDGS LTD-SP ADR 01/05/11 02/22/10 4982.32 3229.38 0.00 ST Y 43955501 HOPEWELL HOLDINGS LIMITED SPON 03/01/11 08/12/10 2391.98 2380.18 0.00 ST Y 43955501 HOPEWELL HOLDINGS LIMITED SPON 03/01/11 07/07/10 3206.32 2862.35 0.00 ST Y 455562106 ITAU UNIBANCO HOLDING SA - PRE 04/27/11 10/07/10 5078.29 4037.64 0.00 ST Y 465562106 ITAU UNIBANCO HOLDING SA - PRE 04/27/11 10/07/10 5078.29 4037.64 0.00 ST Y 465562106 ITAU UNIBANCO HOLDING SA - PRE 04/27/11 10/07/10 5078.29 4037.64 0.00 ST Y 465562106 ITAU UNIBANCO HOLDING SA - PRE 04/27/11 10/07/10 5078.29 4037.64 0.00 ST Y 62474M108 MTN GROUP LIMITED - SPONS ADR 09/01/11 12/22/10 12159.90 11471.98 0.00 ST Y 82930C106 SINGAPORE AIRLINES UNSPN ADR 09/01/11 10/15/10 8728.21 8408.10 0.00 ST Y 82930C106 SINGAPORE AIRLINES UNSPN ADR 04/27/11 11/19/10 13041.60 14013.16 0.00 ST Y 82930C106 SINGAPORE AIRLINES UNSPN ADR 09/07/11 11/19/10 13041.60 14013.16 0.00 ST Y 82930C106 SINGAPORE AIRLINES UNSPN ADR 09/07/11 11/19/10 13041.60 14013.16 0.00 ST Y 82930C106 SINGAPORE AIRLINES UNSPN ADR 09/07/11 11/19/10 13041.60 14013.16 0.00 ST Y 82930C106 SINGAPORE AIRLINES UNSPN ADR 09/07/11 11/19/10 13041.60 14013.16 0.00 ST Y 82930C106 SINGAPORE AIRLINES UNSPN ADR 09/07/11 11/19/10 13041.60 14013.16 0.00 ST Y 900375204 ABB LTD SPON ADR 01/05/11 05/05/09 5901.15 4652.10 0.00 LT15 Y 000375204 ABB LTD SPON ADR 01/05/11 05/05/09 5901.15 4652.10 0.00 LT15 Y 01805101 ALLIANZ SE-ADR 01/06/11 07/24/09 5861.43 4652.10 0.00 LT15 Y 01805101 ALLIANZ SE-ADR 06/07/11 09/21/09 8240.07 6756.24 0.00 LT15 Y 046353108 ASTRAZENECA PLC SPONSORED ADR 09/01/11 05/12/10 5459 10 6341 57 0.00 LT15 Y 08660108 BHP LIMITED SPONSORED ADR 09/01/11 05/12/10 5459 10 6341 57 0.00 LT15 Y 08660108 BHP LIMITED SPONSORED ADR 09/01/11 05/05/09 935.20 774.58 0.00 LT15 Y 055658202 BNP PARIBAS ADR 09/01/11 06/09/10 10693.57 14735.76 0.00 LT15 Y 055658202 BNP PARIBAS ADR 09/01/11 06/09/10 10693.57 14735.76 0.00 LT15 Y 055658202 BNP PARIBAS	82930C106	SINGAPORE AIRLINES UNSPN ADR	09/07/11	01/19/11	6522.21	9096.26	0.00 ST
096813209 BOC HONG KONG HLDGS LTD-SP ADR 01/05/11 02/22/10 4982.32 3229.38 0.00 ST Y 22274D604 ENERPLUS RESOURCES FUND 01/03/11 08/12/10 2391.98 2380.18 0.00 ST Y 439555301 HOPEWELL HOLDINGS LIMITED SPON 03/01/11 07/07/10 3206.32 2862.35 0.00 ST Y 465562106 ITAU UNIBANCO HOLDING SA - PRE 03/18/11 08/12/10 1764.48 1576.60 0.00 ST Y 465562106 ITAU UNIBANCO HOLDING SA - PRE 04/27/11 10/07/10 5078.29 4037.64 0.00 ST Y 465562106 ITAU UNIBANCO HOLDING SA - PRE 04/27/11 10/07/10 5078.29 4037.64 0.00 ST Y 62474M108 MTN GROUP LIMITED - SPONS ADR 09/01/11 12/22/10 12159.90 11471.98 0.00 ST Y 780259107 ROYAL DUTCH SHELL PLC-ADR B 09/01/11 10/15/10 8728.21 8408.10 0.00 ST Y 780259107 ROYAL DUTCH SHELL PLC-ADR B 09/01/11 10/15/10 8728.21 8408.10 0.00 ST Y 82930C106 SINGAPORE AIRLINES UNSPN ADR 04/27/11 11/19/10 13041.60 14013.16 0.00 ST Y 82930C106 SINGAPORE AIRLINES UNSPN ADR 04/27/11 11/19/10 13041.60 14013.16 0.00 ST Y 82930C106 SINGAPORE AIRLINES UNSPN ADR 04/27/11 11/19/10 13041.60 14013.16 0.00 ST Y 900375204 ABB LTD SPON ADR 01/05/11 05/05/09 5901.15 4652.10 0.00 LT15 Y 000375204 ABB LTD SPON ADR 01/06/11 07/24/09 5861.43 4652.10 0.00 LT15 Y 01805101 ALLIANZ SE-ADR 05/07/11 09/21/09 5861.43 4652.10 0.00 LT15 Y 01805101 ALLIANZ SE-ADR 05/07/11 09/21/09 8240.07 6756.24 0.00 LT15 Y 046353108 ASTRAZENECA PLC SPONSORED ADR 09/01/11 05/05/09 935.20 774.58 0.00 LT15 Y 046353108 ASTRAZENECA PLC SPONSORED ADR 09/01/11 05/05/09 935.20 774.58 0.00 LT15 Y 072730302 BAYER A G SPONSORED ADR 09/01/11 05/05/09 935.20 774.58 0.00 LT15 Y 072730302 BAYER A G SPONSORED ADR 09/01/11 05/05/09 935.20 774.58 0.00 LT15 Y 072730302 BAYER A G SPONSORED ADR 09/01/11 05/05/09 935.20 774.58 0.00 LT15 Y 072730302 BAYER A G SPONSORED ADR 09/01/11 05/05/09 935.20 774.58 0.00 LT15 Y 072730302 BAYER A G SPONSORED ADR 09/01/11 05/05/09 935.20 774.58 0.00 LT15 Y 072730302 BAYER A G SPONSORED ADR 09/01/11 05/05/09 935.20 774.58 0.00 LT15 Y 072730302 BAYER A G SPONSORED ADR 09/01/11 05/05/09 935.20 774.58 0.00 LT15 Y 072730302 BAYER A G SPONSORED ADR 09/0	000375204	ABB LTD SPON ADR	03/16/11	08/12/10	5952.20	4936.56	0 D0 ST Y
29274D604 ENERPLUS RESOURCES FUND 01/03/11 08/12/10 2391.98 2380.18 0.00 ST Y 439555301 HOPEWELL HOLDINGS LIMITED SPON 03/01/11 07/07/10 3206.32 2862.35 0.00 ST Y 465562106 ITAU UNIBANCO HOLDING SA - PRE 03/18/11 08/12/10 1764.48 1576.66 0.00 ST Y 465562106 ITAU UNIBANCO HOLDING SA - PRE 04/27/11 10/07/10 5078.29 4037.64 0.00 ST Y 465562106 ITAU UNIBANCO HOLDING SA - PRE 04/27/11 10/07/10 5078.29 4037.64 0.00 ST Y 62474M108 MTW GROUP LIMITED - SPONS ADR 09/01/11 12/22/10 12159.90 11471.98 0.00 ST Y 780259107 ROYAL DUTCH SHELL PLC-ADR B 09/01/11 12/22/10 12159.90 11471.98 0.00 ST Y 82930C106 SINGAPORE AIRLINES UNSPN ADR 04/27/11 11/19/10 13041.60 14013.16 0.00 ST Y 82930C106 SINGAPORE AIRLINES UNSPN ADR 04/27/11 11/19/10 13041.60 14013.16 0.00 ST Y 82930C106 SINGAPORE AIRLINES UNSPN ADR 04/27/11 11/19/10 13041.60 14013.16 0.00 ST Y 82930C106 SINGAPORE AIRLINES UNSPN ADR 09/07/11 11/19/10 2820 42 3933.52 0.00 ST Y 000375204 ABB LTD SPON ADR 01/06/11 07/24/09 5861.43 4652.10 U.UU LT15 Y 000375204 ABB LTD SPON ADR 01/06/11 07/24/09 5861.43 4652.10 U.UU LT15 Y 018805101 ALLIANZ SE-ADR 06/07/11 09/21/09 8240.07 6756.24 0.00 LT15 Y 046353108 ASTRAZENECA PLC SPONSORED ADR 09/01/11 09/21/09 8240.07 6756.24 0.00 LT15 Y 0762730302 BAYER A G SPONSORED ADR 09/01/11 09/21/09 935.20 774.58 0.00 LT15 Y 0762730302 BAYER A G SPONSORED ADR 09/01/11 09/21/09 9414.00 10069 93 0.00 LT15 Y 0762730302 BAYER A G SPONSORED ADR 09/01/11 09/21/09 9414.00 10069 93 0.00 LT15 Y 0752730302 BAYER A G SPONSORED ADR 09/01/11 09/21/09 9414.00 10069 93 0.00 LT15 Y 075256A202 BNP PARIBAS ADR 10/27/11 10/30/09 2507.00 3349.04 0.00 LT15 Y 05565A202 BNP PARIBAS ADR 10/27/11 06/09/10 10693.57 14735 76 0.00 LT15 Y 05565A202 BNP PARIBAS ADR 10/27/11 06/09/10 10693.57 14735 76 0.00 LT15 Y 05565A202 BNP PARIBAS ADR 10/27/11 06/09/10 10693.57 14735 76 0.00 LT15 Y 171330502 CHUNGHWA TELECOM LTD 09/01/11 09/21/09 7672.34 5288.99 0.00 LT15 Y 171330502 CHUNGHWA TELECOM LTD 09/01/11 09/21/09 7672.34 5288.99 0.00 LT15 Y 171330502 CHUNGHWA TELECOM LTD	096813209	BOC HONG KONG HIDGS LTD-SP ADR	01/05/11	02/22/10	4982.32	3229.38	0.00 ST Y
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465562106 ITAU UNIBANCO HOLDING SA - PRE 03/16/11 08/12/10 1764.48 1576.60 0.00 ST Y 465562106 ITAU UNIBANCO HOLDING SA - PRE 04/27/11 10/07/10 5078.29 4037.64 0.00 ST Y 465562106 ITAU UNIBANCO HOLDING SA - PRE 04/27/11 10/07/10 5078.29 4037.64 0.00 ST Y 465562106 ITAU UNIBANCO HOLDING SA - PRE 04/27/11 10/07/10 5078.29 4037.64 0.00 ST Y 52474M108 MTN GROUP LIMITED - SPONS ADR 09/01/11 12/22/10 12159.90 11471.98 0.00 ST Y 780259107 ROYAL DUTCH SHELL PLC-ADR B 09/01/11 10/15/10 8728.21 8408.10 0.00 ST Y 780259106 SINGAPORE AIRLINES UNSPN ADR 04/27/11 11/19/10 13041.60 14013.16 0.00 ST Y 82930C106 SINGAPORE AIRLINES UNSPN ADR 04/27/11 11/19/10 13041.60 14013.16 0.00 ST Y 82930C106 SINGAPORE AIRLINES UNSPN ADR 09/07/11 11/19/10 2820 42 3933.52 0.00 ST Y 82930C106 SINGAPORE AIRLINES UNSPN ADR 09/07/11 11/19/10 2820 42 3933.52 0.00 ST Y 82930C106 SINGAPORE AIRLINES UNSPN ADR 09/07/11 10/5/11 05/05/09 000375204 ABB LTD SPON ADR 01/06/11 07/24/09 5861.43 4652.10 0.00 LT15 Y 000375204 ABB LTD SPON ADR 01/06/11 07/24/09 5861.43 4652.10 0.00 LT15 Y 018805101 ALLIANZ SE-ADR 06/07/11 09/21/09 5820.07 6756.24 0.00 LT15 Y 018805101 ALLIANZ SE-ADR 06/07/11 09/21/09 8240.07 6756.24 0.00 LT15 Y 046353108 ASTRAZENECA PLC SPONSORED ADR 09/01/11 05/05/09 935.20 774.58 0.00 LT15 Y 072730302 BAYER A G SPONSORED ADR 09/01/11 05/05/09 935.20 774.58 0.00 LT15 Y 072730302 BAYER A G SPONSORED ADR 09/01/11 09/21/09 9414.00 10069 93 0.00 LT15 Y 072730302 BAYER A G SPONSORED ADR 09/01/11 09/21/09 9414.00 10069 93 0.00 LT15 Y 075565A202 BNP PARIBAS ADR 10/27/11 06/19/10 106/31.57 174.35 76 0.00 LT15 Y 05565A202 BNP PARIBAS ADR 10/27/11 06/09/10 10693.57 14735 76 0.00 LT15 Y 05565A202 BNP PARIBAS ADR 10/27/11 06/09/10 10693.57 14735 76 0.00 LT15 Y 05565A202 BNP PARIBAS ADR 10/27/11 06/09/10 10693.57 14735 76 0.00 LT15 Y 05565A202 BNP PARIBAS ADR 10/27/11 06/09/10 10693.57 14735 76 0.00 LT15 Y 05565A202 BNP PARIBAS ADR 10/27/11 06/09/10 10693.57 14735 76 0.00 LT15 Y 05565A202 BNP PARIBAS ADR 10/27/11 06/09/10 10693.57 14735 76 0.00 LT15 Y 0556	430555301	HODEWRIL HOLDINGS LIMITED SPON	03/01/11	07/07/10	3206 32	2862 35	0 00 ST Y
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465562106 ITAU UNIBANCO HOLDING SA - PRE 04/27/11 10/07/10 5078.29 4037.64 0.00 ST Y 62474M108 MTN GROUP LIMITED - SPONS ADR 09/01/11 12/22/10 12159.90 11471.98 0.00 ST Y 780259107 ROYAL DUTCH SHELL PLC-ADR B 09/01/11 10/15/10 8728.21 8408.10 0.00 ST Y 82930C106 SINGAPORE AIRLINES UNSPN ADR 04/27/11 11/19/10 13041.60 14013.16 0.00 ST Y 82930C106 SINGAPORE AIRLINES UNSPN ADR 04/27/11 11/19/10 13041.60 14013.16 0.00 ST Y 82930C106 SINGAPORE AIRLINES UNSPN ADR 04/27/11 11/19/10 13041.60 14013.16 0.00 ST Y 82930C106 SINGAPORE AIRLINES UNSPN ADR 09/07/11 11/19/10 2820 42 3933.52 0.00 ST Y 100375204 ABB LTD SPON ADR 01/05/11 05/05/09 5901.15 4552.10 0.00 LT15 Y 00375204 ABB LTD SPON ADR 01/06/11 07/24/09 5861.43 4652.10 0.00 LT15 Y 018805101 ALLIANZ SE-ADR 06/07/11 09/21/09 8240.07 6756.24 0.00 LT15 Y 018805101 ALLIANZ SE-ADR 06/07/11 09/21/09 8240.07 6756.24 0.00 LT15 Y 046353108 ASTRAZENECA PLC SPONSORED ADR 09/01/11 05/05/09 935.20 774.58 0.00 LT15 Y 072730302 BAYER A G SPONSORED ADR 09/01/11 05/05/09 935.20 774.58 0.00 LT15 Y 072730302 BAYER A G SPONSORED ADR 09/01/11 05/12/10 5459 10 6341 57 0.00 LT15 Y 072730302 BAYER A G SPONSORED ADR 09/01/11 09/21/09 9414.00 10069 93 0.00 LT15 Y 075565A202 BNP PARIBAS ADR 09/01/11 09/21/09 9414.00 10069 93 0.00 LT15 Y 05565A202 BNP PARIBAS ADR 09/01/11 06/11/10 10/30/09 2507.00 3349.04 0.00 LT15 Y 05565A202 BNP PARIBAS ADR 09/01/11 06/09/10 10693.57 14735 76 0.00 LT15 Y 05565A202 BNP PARIBAS ADR 10/27/11 06/09/10 10693.57 14735 76 0.00 LT15 Y 10565A202 BNP PARIBAS ADR 10/27/11 06/09/10 10693.57 14735 76 0.00 LT15 Y 10565A202 BNP PARIBAS ADR 10/27/11 06/09/10 10693.57 14735 76 0.00 LT15 Y 10565A202 BNP PARIBAS ADR 10/27/11 06/09/10 10693.57 14735 76 0.00 LT15 Y 10565A202 BNP PARIBAS ADR 10/27/11 06/09/10 10693.57 14735 76 0.00 LT15 Y 10565A202 BNP PARIBAS ADR 10/27/11 06/09/10 10693.57 14735 76 0.00 LT15 Y 10565A202 BNP PARIBAS ADR 10/27/11 06/09/10 10693.57 14735 76 0.00 LT15 Y 10565A202 BNP PARIBAS ADR 10/27/11 06/09/10 10693.57 14735 76 0.00 LT15 Y 10565A202 BNP PARIBAS AD	465562106	TTAIL INTRANCO HOLDING CA - DDF	04/27/11	10/07/10	5078 20	4037 64	0.00 ST V
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046353108 ASTRAZENECA PLC SPONSORED ADR 09/01/11 05/05/09 935.20 774.58 0.00 LT15 Y 05523R107 BAE SYSTEMS PLC ADR 09/01/11 05/12/10 5459 10 6341 57 0.00 LT15 Y 072730302 BAYER A G SPONSORED ADR 09/01/11 09/21/09 9414.00 10069 93 0.00 LT15 Y 088606108 BHP LIMITED SPONSORED ADR 09/01/11 06/11/10 8445.01 7077 35 0.00 LT15 Y 05565A202 BNP PARIBAS ADR 09/01/11 10/30/09 2507.00 3349.04 0.00 LT15 Y 05565A202 BNP PARIBAS ADR 10/27/11 06/09/10 10693.57 14735 76 0.00 LT15 Y 05565A202 BNP PARIBAS ADR 12/20/11 08/12/10 1952.02 3349.03 0.00 LT15 Y 110448107 BRITISH AMERN TOBACCO PLC SPON 09/01/11 05/05/09 18884.88 12593.55 0.00 LT15 Y 17133Q502 CHUNGHWA TELECOM LTD 09/01/11 09/21/09 7672.34 5288.99 0.00 LT15 Y	010005101	ALLITANZ CR_ADD	06/07/11	09/21/09	8240.07	6756.24	0 00 DIIS 1
05523R107 BAE SYSTEMS PLC ADR 09/01/11 05/12/10 5459 10 6341 57 0 00 LT15 Y 072730302 BAYER A G SPONSORED ADR 09/01/11 09/21/09 9414.00 10069 93 0.00 LT15 Y 058606108 BHP LIMITED SPONSORED ADR 09/01/11 06/11/10 8445.01 7077 35 0.00 LT15 Y 05565A202 BNP PARIBAS ADR 09/01/11 10/30/09 2507.00 3349.04 0 00 LT15 Y 05565A202 BNP PARIBAS ADR 10/27/11 06/09/10 10693.57 14735 76 0.00 LT15 Y 05565A202 BNP PARIBAS ADR 12/20/11 08/12/10 1952.02 3349.03 0.00 LT15 Y 10/48107 BRITISH AMERN TOBACCO PLC SPON 09/01/11 05/05/09 18884.88 12593.55 0.00 LT15 Y 17133Q502 CHUNGHWA TELECOM LTD 09/01/11 09/21/09 7672.34 5288.99 0.00 LT15 Y	016603101	ACTENORNEY DIC COUNCODED YOU	00/01/11	05/21/05	935 30	774 59	0.00 1715 V
072730302 BAYER A G SPONSORED ADR 09/01/11 09/21/09 9414.00 10069 93 0.00 LT15 Y 088606108 BHP LIMITED SPONSORED ADR 09/01/11 06/11/10 8445.01 7077 35 0.00 LT15 Y 05565A202 BNP PARIBAS ADR 09/01/11 10/30/09 2507.00 3349.04 0.00 LT15 Y 05565A202 BNP PARIBAS ADR 10/27/11 06/09/10 10693.57 14735 76 0.00 LT15 Y 05565A202 BNP PARIBAS ADR 12/20/11 08/12/10 1952.02 3349.03 0.00 LT15 Y 110448107 BRITISH AMERN TOBACCO PLC SPON 09/01/11 05/05/09 18884.88 12593.55 0.00 LT15 Y 17133Q502 CHUNGHWA TELECOM LTD 09/01/11 09/21/09 7672.34 5288.99 0.00 LT15 Y	040333100	BAR EVETPME DIG ADD	09/01/11	05/03/03	5459 10	6341 57	0 00 DIIS I
088606108 BHP LIMITED SPONSORED ADR 09/01/11 06/11/10 8445.01 7077 35 0.00 LT15 Y 05565A202 BNP PARIBAS ADR 09/01/11 10/30/09 2507.00 3349.04 0 00 LT15 Y 05565A202 BNP PARIBAS ADR 10/27/11 06/09/10 10693.57 14735 76 0.00 LT15 Y 05565A202 BNP PARIBAS ADR 12/20/11 08/12/10 1595.02 3349.03 0.00 LT15 Y 110448107 BRITISH AMERN TOBACCO PLC SPON 09/01/11 05/05/09 18884.88 12593.55 0.00 LT15 Y 17133Q502 CHUNGHWA TELECOM LTD 09/01/11 09/21/09 7672.34 5288.99 0.00 LT15 Y	022738101	RAVER A C SPONSOPED ADD	09/01/11	09/21/00	9414 00	10069 03	0 00 1115 I
05565A202 BNP PARIBAS ADR 05/01/11 10/30/09 2507.00 3349.04 0.00 LT15 Y 05565A202 BNP PARIBAS ADR 10/27/11 06/09/10 10693.57 14735.76 0.00 LT15 Y 05565A202 BNP PARIBAS ADR 12/20/11 08/12/10 1952.02 3349.03 0.00 LT15 Y 110448107 BRITISH AMERN TOBACCO PLC SPON 09/01/11 05/05/09 18884.88 12593.55 0.00 LT15 Y 17133Q502 CHUNGHWA TELECOM LTD 09/01/11 09/21/09 7672.34 5288.99 0.00 LT15 Y	012130302	DUD LIMITED CONSCIENT AND	09/01/11	05/21/03	9445 01	7077 35	0.00 DI15 I
05565A202 BNP PARIBAS ADR 10/27/11 06/09/10 10693.57 14735 76 0.00 LT15 Y 05565A202 BNP PARIBAS ADR 12/20/11 08/12/10 1952.02 3349.03 0.00 LT15 Y 110448107 BRITISH AMERN TOBACCO PLC SPON 09/01/11 05/05/09 18884.88 12593.55 0.00 LT15 Y 17133Q502 CHUNGHWA TELECOM LTD 09/01/11 09/21/09 7672.34 5288.99 0.00 LT15 Y	000000100	DIE DINITAD SPONSONAD ADK	09/01/11	10/30/09	2507.00	3349 04	0.00 DI15 I
05565A202 BNF PARIBAS ADR 12/20/11 08/12/10 1952.02 3349.03 0.00 LT15 Y 110448107 BRITISH AMERN TOBACCO PLC SPON 09/01/11 05/05/09 18884.88 12593.55 0.00 LT15 Y 17133Q502 CHUNGHWA TELECOM LTD 09/01/11 09/21/09 7672.34 5288.99 0.00 LT15 Y	02202W707	BND DYBLDYC YDD	10/27/11	10/30/03	10693 67	14725 74	0 00 1115 1
110448107 BRITISH AMERN TOBACCO PLC SPON 09/01/11 05/05/09 18884.88 12593.55 0.00 LT15 Y 17133Q502 CHUNGHWA TELECOM LTD 09/01/11 09/21/09 7672.34 5288.99 0.00 LT15 Y	022024404	DND DADIDAS ADA	10/2//11	00/03/10	1063.37	3340 03	0.00 HII I
17133Q502 CHUNGHWA TELECOM LTD 09/01/11 09/21/09 7672.34 5288.99 0.00 LT15 Y	110449107	DOLLICO YMEDN AVDYGOV DIG GDVN	00/01/11	05/12/10	1932.02	12502 55	0.00 1115 1
1/13/2017 CUONDUM 10TDCOM PLD 02/01/11 02/41/02 1015.34 2788.33 0.00 PLJ2 1	110449101	CUINCUIA TRI POOM I TO	09/01/11	00/00/03	7677 24	14333.33	0.00 1115 1
	T \17200205	CHONGUMY INTROCOM PID	03/01/11	03/21/03	1012.34	3400.YY	0.00 DII5 I

ACCT U25'S 1015527 FROM 01/01/2011 TO 12/31/2011 PREP:360 ADMN:507 INV:532

MANUFACTURERS AND TRADERS TRUST COMPANY 1099 SUMMARY DELAPLAINE FOUNDATION/SCHAPER

TRUST YEAR ENDING 12/31/2011

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1099	DIV,	INT,	OID,	В	(CONTINUED)

ERROR MESSAGES

RECIPIENT
52-2278038

DELAPLAINE FOUNDATION, INC. (CONTINUED)

204409601	COMPANHIA ENERGETICA DEMINAS A			9933.26	6544.00	0.00 LT15 Y
20440W105	COMPANHIA SIDERURGICA SP-ADR	09/01/11	05/05/09	2024.40	2900.53	0.00 LT15 Y
252430205	DIAGEO PLC SPONSORED ADR NEW	04/26/11	05/05/09	3174 33	2293.38	0.00 LT15 Y
252430205	DIAGEO PLC SPONSORED ADR NEW	09/01/11	05/05/09	4013.00	2866.72	0 00 LT15 Y
292766102	ENERPLUS CORP	09/01/11	07/24/09	3769.27	2826.89	0 00 LT15 Y
292766102	ENERPLUS CORP	12/28/11	09/21/09	4477.36	3914.15	0.00 LT15 Y
292766102		12/29/11	09/21/09	3991,28	3479.25	0.00 LT15 Y
29274D604	ENERPLUS RESOURCES FUND	01/03/11	10/30/09	13047.18	12855.61	0.00 LT15 Y
26874R108	ENI SPA SPONSORED ADR	06/06/11	07/24/09	4645.76	4666.06	0.00 LT15 Y
26874R108	ENI SPA SPONSORED ADR	06/06/11	07/24/09	4645.76	4666.06	0.00 LT15 Y
350258307	POSTER'S GROUP LTD - SPONS ADR		09/23/09	11822 00	9802.73	0 00 LT15 Y
350258307	FOSTER'S GROUP LTD - SPONS ADR		08/12/10	11127 28	8950 32	0.00 LT15 Y
351770105	FRANCE TELECOM SA-SPONS ADR	09/01/11		2014.50	2521.40	0.00 LT15 Y
36160B105	GDF SUEZ - SPON ADR	09/01/11		10918.80	14068.74	0.00 LT15 Y
439555301	HOPEWELL HOLDINGS LIMITED SPON		05/05/09	5375.91	4926.55	0.00 LT15 Y
	HOPEWELL HOLDINGS LIMITED SPON		05/05/09	30 83	27.52	0.00 LT15 Y
439555301	HSBC HOLDINGS PLC SPONSORED AD		05/05/09	4743.60	5594.83	0.00 LT15 Y
404280406			10/30/09	14804 39	13228.08	0.00 LT15 Y
465562106	ITAU UNIBANCO HOLDING SA - PRE		10/30/09	6420.00	7352 20	0.00 LT15 Y
626188106	MUENCHENER RUECKVERSICHERUNGS-			6426.82		0.00 LT15 Y
641069406	NESTLE S A SPONSORED ADR	06/06/11	05/05/09	6426.82	4264.83	
641069406	NESTLE S A SPONSORED ADR	06/06/11	05/05/09		4264.83	0.00 LT15 Y
641069406	NESTLE S A SPONSORED ADR	09/01/11	05/05/09	10659 00	7250.22	0.00 LT15 Y
641069406	NESTLE S A SPONSORED ADR	09/09/11	05/05/09	1114.89	852.97	0.00 LT15 Y
654902204	NOKIA CORPORATION ADR A	03/18/11	01/08/10	4627.11	7625.05	0.00 LT15 Y
66987V109	NOVARTIS AG SPONSORED ADR	06/06/11	05/05/09	3148.60	2285.76	0.00 LT15 Y
66987V109	NOVARTIS AG SPONSORED ADR	06/06/11	05/05/09	3148.60	2285.76	0.00 LT15 Y
66987V109	NOVARTIS AG SPONSORED ADR	09/01/11	05/05/09	9374.98	7314.41	0.00 LT15 Y
66987V109	NOVARTIS AG SPONSORED ADR	09/09/11	05/05/09	2213.64	1828.61	0.00 LT15 Y
71646E100	PETROCHINA CO LTD ADR	09/01/11	07/24/09	7723.80	7161 53	0.00 LT15 Y
771195104	ROCHE HLDG LTD SPONSORED ADR	09/01/11	07/12/10	10780 00	8549 38	0.00 LT15 Y
74975E303	RWE AKTIENGESELLSCHAF-SP ADR	01/05/11	10/30/09	6735 18	B163.73	0.00 LT15 Y
826197501	SIEMENS A G SPONSORED ADR	04/26/11	01/29/10	3547.60	2337.42	0 00 LT15 Y
826197501	SIEMENS A G SPONSORED ADR	09/01/11	01/29/10	10736.26	9817.17	0.00 LT15 Y
827084864	SILICONWARE PRECISION INDUSTRI		04/15/10	4812.16	6700 05	0 00 LT15 Y
874039100	TAIWAN SEMICONDUCTOR MFG CO SP			4764.04	4174 15	0.00 LT15 Y
879382208	TELEPONICA DE ESPANA S A	06/06/11	05/05/09	3335 01	3068 88	0.00 LT15 Y
879382208	TELEFONICA DE ESPANA S A	06/06/11	05/05/09	3335.01	3068 88	0.00 LT15 Y
879382208	TELEFONICA DE ESPANA S A	09/01/11	06/24/09	3114.02	3288 08	0.00 LT15 Y
879382208	TELEFONICA DE ESPANA S A	12/21/11	07/24/09	2702.46	3507.29	0.00 LT15 Y
879382208	TELEFONICA DE ESPANA S A	12/23/11	10/30/09	1033.90	1315.24	0.00 LT15 Y
879382208	TELEFONICA DE ESPANA S A	12/28/11	10/30/09	672.97	876.82	0.00 LT15 Y
881575302	TESCO PLC SPONSORED ADR	09/01/11	08/24/10	8889.60	9312.32	0.00 LT15 Y
89151E109	TOTAL FINA ELF SA SPONSORED AD		05/05/09	4885.01	5213.07	0.00 LT15 Y
904784709	UNILEVER NV NEW YORK SHARES NE		07/24/09	8842 62	6782.40	0.00 LT15 Y
911271302	UNITED OVERSEAS BANK LTD SPON		05/05/09	9105 00	6975.15	0.00 LT15 Y
923725105	VERMILION ENERGY INC	02/18/11	09/21/09	6533 93	3369.74	0 00 LT15 Y
923725105	VERMILION ENERGY INC	02/22/11	10/30/09	6067.20	3110.54	0.00 LT15 Y
92857W209	VODAFONE GROUP PLC - SP ADR	09/01/11	05/05/09	7943.34	6629.30	0 00 LT15 Y
98982M107	ZURICH FINANCIAL SERVICES SPON	09/01/11	05/10/10	9000.00	9254.89	0.00 LT15 Y
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				572756.67	549930.66	0.00

REGULATED FUTURES CONTRACTS

NONE

LONG TERM GAIN

TAX CODE

TOTAL