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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.

2011

For calendar year 2011 or tax year beginning

, and ending

Name of foundation

FREDERIC SCOTT BOCOCK & ROBERTA
BRYAN BOCOCK TRUST

Number and street (or P O box number if mail is not delivered to street address)

P.O. BOX 1156

A Employer identification number

54-6051067

City or town, state, and ZIP code

RICHMOND, VA 23218-1156

B Telephone number

(804) 643-1100

G Check all that apply:

Initial return Initial return of a former public charity
 Final return Amended return
 Address change Name change

C If exemption application is pending, check here ► D 1. Foreign organizations, check here ► Foreign organizations meeting the 85% test,
2. check here and attach computation ► E If private foundation status was terminated
under section 507(b)(1)(A), check here ► F If the foundation is in a 60-month termination
under section 507(b)(1)(B), check here ► H Check type of organization: Section 501(c)(3) exempt private foundation Section 4947(a)(1) nonexempt charitable trust Other taxable private foundationFair market value of all assets at end of year
(from Part II, col. (c), line 16)J Accounting method: Cash Accrual

673,028. (Part I, column (d) must be on cash basis.)

Part I Analysis of Revenue and Expenses

(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1	Contributions, gifts, grants, etc., received	17,625.		N/A	
2	Check ► <input type="checkbox"/> if the foundation is not required to attach Sch B Interest on savings and temporary cash investments				
3	Dividends and interest from securities	8,311.	7,895.		STATEMENT 1
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10 Gross sales price for all assets on line 6a	186,003.			
7	Capital gain net income (from Part IV, line 2)		186,003.		
8	Net short-term capital gain				
9	Income modifications Gross sales less returns and allowances				
10a	b Less Cost of goods sold				
c	Gross profit or (loss)				
11	Other income				
12	Total Add lines 1 through 11	211,939.	193,898.		
13	Compensation of officers, directors, trustees, etc	0.	0.		0.
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees				
b	Accounting fees	1,625.	0.		1,625.
c	Other professional fees				
17	Interest				
18	Taxes	1,436.	0.		0.
19	Depreciation and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses	3,577.	0.		3,577.
24	Total operating and administrative expenses. Add lines 13 through 23	6,638.	0.		5,202.
25	Contributions, gifts, grants paid	73,260.			73,260.
26	Total expenses and disbursements. Add lines 24 and 25	79,898.	0.		78,462.
27	Subtract line 26 from line 12:				
a	Excess of revenue over expenses and disbursements	132,041.			
b	Net investment income (if negative, enter -0-)		193,898.		
c	Adjusted net income (if negative, enter -0-)			N/A	

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	3,916.	4,384.	4,384.
	2 Savings and temporary cash investments	62,791.	34,565.	34,565.
	3 Accounts receivable ►			
	Less: allowance for doubtful accounts ►			
	4 Pledges receivable ►			
	Less: allowance for doubtful accounts ►			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ►			
	Less: allowance for doubtful accounts ►			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations	STMT 5		
	b Investments - corporate stock		306,907.	466,290.
	c Investments - corporate bonds			634,079.
	11 Investments - land, buildings, and equipment basis ►			
	Less accumulated depreciation ►			
	12 Investments - mortgage loans			
	13 Investments - other			
	14 Land, buildings, and equipment basis ►			
	Less accumulated depreciation ►			
	15 Other assets (describe ►)			
	16 Total assets (to be completed by all filers)		373,614.	505,239.
	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ►)			
	23 Total liabilities (add lines 17 through 22)		0.	0.
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ► <input type="checkbox"/>			
	and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ► <input checked="" type="checkbox"/>			
	and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds		345,266.	505,239.
	28 Paid-in or capital surplus, or land, bldg., and equipment fund		0.	0.
	29 Retained earnings, accumulated income, endowment, or other funds		28,348.	0.
	30 Total net assets or fund balances		373,614.	505,239.
	31 Total liabilities and net assets/fund balances		373,614.	505,239.

Part III Analysis of Changes in Net Assets or Fund Balances

1 Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	373,614.
2 Enter amount from Part I, line 27a	2	132,041.
3 Other increases not included in line 2 (itemize) ►	3	0.
4 Add lines 1, 2, and 3	4	505,655.
5 Decreases not included in line 2 (itemize) ► RETURN OF CAPITAL - MICROCHIP TECH	5	416.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	505,239.

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Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)			(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a					
b	SEE ATTACHED STATEMENT				
c					
d					
e					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
a					
b					
c					
d					
e	231,915.	45,912.	186,003.		
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any			
a					
b					
c					
d					
e			186,003.		
2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }		2	186,003.	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8			3	N/A	

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

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

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

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

Yes No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2010	72,229.	775,766.	.093107
2009	52,426.	700,888.	.074799
2008	52,246.	1,039,760.	.050248
2007	61,402.	1,050,288.	.058462
2006	73,817.	952,042.	.077535

2 Total of line 1, column (d)

2 .354151

3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years

3 .070830

4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5

4 779,318.

5 Multiply line 4 by line 3

5 55,199.

6 Enter 1% of net investment income (1% of Part I, line 27b)

6 1,939.

7 Add lines 5 and 6

7 57,138.

8 Enter qualifying distributions from Part XII, line 4

8 78,462.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ► <input type="checkbox"/> and enter "N/A" on line 1.	(attach copy of letter if necessary-see instructions)	1,939.	
b	Date of ruling or determination letter: _____			
c	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b			
d	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	0.		
3	Add lines 1 and 2	1,939.		
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	0.		
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	1,939.		
6	Credits/Payments:			
a	2011 estimated tax payments and 2010 overpayment credited to 2011	820.		
b	Exempt foreign organizations - tax withheld at source			
c	Tax paid with application for extension of time to file (Form 8868)			
d	Backup withholding erroneously withheld			
7	Total credits and payments. Add lines 6a through 6d	820.		
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8.		
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	1,119.		
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10.		
11	Enter the amount of line 10 to be: Credited to 2012 estimated tax ►	Refunded ► 11		

Part VII-A | Statements Regarding Activities

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

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Part VII-A Statements Regarding Activities (continued)

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11	<input checked="" type="checkbox"/>
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12	<input checked="" type="checkbox"/>
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	<input checked="" type="checkbox"/>
Website address ► <u>N/A</u>		
14 The books are in care of ► <u>ROBERTA B. BOOCK</u>	Telephone no. ► <u>(804) 643-1100</u>	
Located at ► <u>919 E. MAIN ST., 16TH FLOOR, RICHMOND, VA</u>	ZIP+4 ► <u>23219-1156</u>	
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	► <u>15</u> <u>N/A</u> ► <input type="checkbox"/>	
16 At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►	16	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No

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

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

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

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

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

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?
- (3) Provide a grant to an individual for travel, study, or other similar purposes?
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)?
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

Yes No
 Yes No
 Yes No
 Yes No
 Yes No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations

section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

Organizations relying on a current notice regarding disaster assistance check here

N/A
►

5b

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

Yes No

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

Yes No

6b

X

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

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

Yes No

N/A

7b

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ROBERTA B. BOOCK C/O 919 E. MAIN STREET, 16TH FLOOR RICHMOND, VA 23219	TRUSTEE AS NEEDED 1.00	0.	0.	0.

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

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

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

►

0

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

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

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



0

Part IX-A Summary of Direct Charitable Activities

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

1 N/A	Expenses
	0.
2	
3	
4	

Part IX-B Summary of Program-Related Investments

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

1 N/A	Amount
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3	0.

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

1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a Average monthly fair market value of securities	1a	749,881.
b Average of monthly cash balances	1b	41,305.
c Fair market value of all other assets	1c	
d Total (add lines 1a, b, and c)	1d	791,186.
e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2 Acquisition indebtedness applicable to line 1 assets	2	0.
3 Subtract line 2 from line 1d	3	791,186.
4 Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	11,868.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	779,318.
6 Minimum investment return. Enter 5% of line 5	6	38,966.

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

1 Minimum investment return from Part X, line 6	1	38,966.
2a Tax on investment income for 2011 from Part VI, line 5	2a	1,939.
b Income tax for 2011. (This does not include the tax from Part VI.)	2b	
c Add lines 2a and 2b	2c	1,939.
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	37,027.
4 Recoveries of amounts treated as qualifying distributions	4	38.
5 Add lines 3 and 4	5	37,065.
6 Deduction from distributable amount (see instructions)	6	0.
7 Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	37,065.

Part XII Qualifying Distributions (see instructions)

1 Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	78,462.
b Program-related investments - total from Part IX-B	1b	0.
2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3 Amounts set aside for specific charitable projects that satisfy the:		
a Suitability test (prior IRS approval required)	3a	
b Cash distribution test (attach the required schedule)	3b	
4 Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	78,462.
5 Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	1,939.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	76,523.

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7				37,065.
2 Undistributed income, if any, as of the end of 2011			0.	
a Enter amount for 2010 only				
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2011:				
a From 2006	33,336.			
b From 2007	9,039.			
c From 2008	408.			
d From 2009	17,492.			
e From 2010	35,079.			
f Total of lines 3a through e	95,354.			
4 Qualifying distributions for 2011 from Part XII, line 4: ► \$ 78,462.			0.	
a Applied to 2010, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2011 distributable amount				37,065.
e Remaining amount distributed out of corpus	41,397.			
5 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:	136,751.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5		0.		
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2010. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2006 not applied on line 5 or line 7	33,336.			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	103,415.			
10 Analysis of line 9:				
a Excess from 2007	9,039.			
b Excess from 2008	408.			
c Excess from 2009	17,492.			
d Excess from 2010	35,079.			
e Excess from 2011	41,397.			

Part XIV | Private Operating Foundations (see instructions and Part VII-A, question 9)

N/A

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2011, enter the date of the ruling
b Check box to indicate whether the foundation is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

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

1 Information Regarding Foundation Managers:

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

ROBERTA B. BOCOCK

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

NONE

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

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

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

ROBERTA B.. BOCOCK, (804) 643-1100

P.O. BOX 1156, RICHMOND, VA 23218-1156

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

ANY FORM IS ACCEPTABLE

c Any submission deadlines:

NONE

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

NO RESTRICTIONS

FREDERIC SCOTT BOOCK & ROBERTA
BRYAN BOOCK TRUST

Form 990-PF (2011)

54-6051067 Page 11

Part XV **Supplementary Information** (continued)

Part XV

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<i>a Paid during the year</i>				
SEE SCHEDULE 1 ATTACHED	N/A	PUBLIC	TO PROVIDE GENERAL FUNDS	73,260.
Total			► 3a	73,260.
<i>b Approved for future payment</i>				
NONE				
Total			► 3b	0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.		Unrelated business income		Excluded by section 512, 513, or 514	(e) Related or exempt function income	
		(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	
1 Program service revenue:						
a						
b						
c						
d						
e						
f						
g Fees and contracts from government agencies						
2 Membership dues and assessments						
3 Interest on savings and temporary cash investments						
4 Dividends and interest from securities				14	8,311.	
5 Net rental income or (loss) from real estate:						
a Debt-financed property						
b Not debt-financed property						
6 Net rental income or (loss) from personal property						
7 Other investment income						
8 Gain or (loss) from sales of assets other than inventory				18	186,003.	
9 Net income or (loss) from special events						
10 Gross profit or (loss) from sales of inventory						
11 Other revenue:						
a						
b						
c						
d						
e						
12 Subtotal. Add columns (b), (d), and (e)			0.		194,314.	0.
13 Total. Add line 12, columns (b), (d), and (e)				13		194,314.
(See worksheet in line 13 instructions to verify calculations.)						

Relationship of Activities to the Accomplishment of Exempt Purposes

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

Schedule B
(Form 990, 990-EZ,
or 990-PF)Department of the Treasury
Internal Revenue Service**Schedule of Contributors**

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

OMB No. 1545-0047

2011**Name of the organization****FREDERIC SCOTT BOOCK & ROBERTA
BRYAN BOOCK TRUST****Employer identification number****54-6051067****Organization type (check one):****Filers of:****Section:**

Form 990 or 990-EZ

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

Form 990-PF

 501(c)(3) exempt private foundation 4947(a)(1) nonexempt charitable trust treated as a private foundation 501(c)(3) taxable private foundation**Check if your organization is covered by the General Rule or a Special Rule.****Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.**General Rule**

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

Special Rules

For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.

For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.

For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not total to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the General Rule applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year. ► \$ _____

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

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2011)

Name of organization

FREDERIC SCOTT BOOCK & ROBERTA
BRYAN BOOCK TRUST

Employer identification number

54-6051067

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

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	ROBERTA B BOOCK 1214 ROTHESAY CIRCLE RICHMOND, VA 23221	\$ 17,625.	<input checked="" type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <small>(Complete Part II if there is a noncash contribution.)</small>
		\$ _____	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <small>(Complete Part II if there is a noncash contribution.)</small>
		\$ _____	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <small>(Complete Part II if there is a noncash contribution.)</small>
		\$ _____	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <small>(Complete Part II if there is a noncash contribution.)</small>
		\$ _____	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <small>(Complete Part II if there is a noncash contribution.)</small>
		\$ _____	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <small>(Complete Part II if there is a noncash contribution.)</small>
		\$ _____	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <small>(Complete Part II if there is a noncash contribution.)</small>
		\$ _____	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <small>(Complete Part II if there is a noncash contribution.)</small>
		\$ _____	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <small>(Complete Part II if there is a noncash contribution.)</small>

Name of organization

FREDERIC SCOTT BOCOCK & ROBERTA
BRYAN BOCOCK TRUST

Employer identification number

54-6051067

Part II Noncash Property (see instructions) Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$ _____	_____

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

Name of organization

Employer identification number

FREDERIC SCOTT BOCOCK & ROBERTA
BRYAN BOCOCK TRUST

54-6051067

Part III

Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than \$1,000 for the year. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of **exclusively religious, charitable, etc., contributions of \$1,000 or less for the year.** (Enter this information once) ► \$ _____

Use duplicate copies of Part III if additional space is needed.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	150 SHS PROCTER & GAMBLE	P	12/02/10	09/06/11
b	75 SHS PROCTER & GAMBLE	P	03/01/11	09/06/11
c	1000 SHS BB&T CORP	D	04/01/74	05/20/11
d	500 SHS COGNEX CORP	P	01/20/09	VARIOUS
e	400 SHS MICROS SYSTEMS INC	P	01/20/09	03/04/11
f	700 SHS SOUTHWESTERN ENERGY CO	P	06/30/06	05/20/11
g	2000 SHS ULTRA PETROLEUM CORP	P	01/30/02	05/20/11
h	500 SHS ULTRA PETROLEUM CORP	P	01/30/02	07/20/11
i	300 SHS ULTRA PETROLEUM CORP	P	01/30/02	09/06/11
j				
k				
l				
m				
n				
o				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 9,312.		9,377.	<65.>
b 4,656.		4,736.	<80.>
c 26,985.		554.	26,431.
d 17,680.		6,582.	11,098.
e 19,575.		5,594.	13,981.
f 29,213.		10,971.	18,242.
g 91,926.		5,784.	86,142.
h 23,202.		1,446.	21,756.
i 9,366.		868.	8,498.
j			
k			
l			
m			
n			
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			<65.>
b			<80.>
c			26,431.
d			11,098.
e			13,981.
f			18,242.
g			86,142.
h			21,756.
i			8,498.
j			
k			
l			
m			
n			
o			

2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2	186,003.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8		3	N/A

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
SCOTT & STRINGFELLOW, INC	8,311.	0.	8,311.
TOTAL TO FM 990-PF, PART I, LN 4	8,311.	0.	8,311.

FORM 990-PF ACCOUNTING FEES STATEMENT 2

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PREPARATION OF FORM 990 PF 2010	1,625.	0.		1,625.
TO FORM 990-PF, PG 1, LN 16B	1,625.	0.		1,625.

FORM 990-PF TAXES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN WITHHOLDING TAX ON FOREIGN DIVIDENDS	37.	0.		0.
2010 BALANCE DUE 990-PF	579.	0.		0.
2011 ESTIMATED TAX 990-PF	820.	0.		0.
TO FORM 990-PF, PG 1, LN 18	1,436.	0.		0.

FORM 990-PF	OTHER EXPENSES	STATEMENT	4
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT MGMT FEES	3,615.	0.		3,615.
CHECK REORDER CHARGE REFUNDED	<38.>	0.		<38.>
TO FORM 990-PF, PG 1, LN 23	3,577.	0.		3,577.

FORM 990-PF	CORPORATE STOCK	STATEMENT	5
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SCHEDULE 2 ATTACHED	466,290.	634,079.
TOTAL TO FORM 990-PF, PART II, LINE 10B	466,290.	634,079.

FORM 990-PF	LIST OF SUBSTANTIAL CONTRIBUTORS PART VII-A, LINE 10	STATEMENT	6
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NAME OF CONTRIBUTOR	ADDRESS
ROBERTA B. BOCOCK	P.O. BOX 1156 RICHMOND, VA 23218-1156

Frederic S. Bocock and Roberta B Bocock Trust
 54-6051067
 2011 Form 990-PF

SCHEDULE 1

<u>Recipient</u>	<u>Address</u>	<u>Amount</u>
Crozier Fire and Rescue	Crozier, Va	\$ 500
Richmond Hill	Richmond, VA	1,000
The Camp Okahawis Scholarship Fund of The Community Foundation	Richmond, VA	1,500
St Timothy's	Stevenson, MD	6,000
St Catherine's School	Richmond, VA	3,000
St Christopher's School	Richmond, VA	1,000
Brown Ledge Camp	Burlington, VT	2,500
Rocky Mountain Rescue Dogs	Midvale, UT	100
United Way	Richmond, VA	10,000
St Paul's Church	Richmond, VA	8,000
The Virginia Historical Society	Richmond, VA	1,000
James River Association	Richmond, VA	4,000
Brown Ledge Camp	Burlington, VT	200
Lewis Ginter Botanical Garden	Richmond, VA	200
Lewis Ginter Botanical Garden	Richmond, VA	500
SPCA Fur Ball	Richmond, VA	500
SPCA Richmond SPCA	Richmond, VA	1,000
St Christopher's School	Richmond, VA	200
Bon Secours Richmond Health Care Fdtn	Richmond, VA	100
James River Garden Club	Richmond, VA	160
Maxwelton and Lachlan Foundation	Charlottesville, VA	5,000
Graland Country Day School	Denver, CO	200
Kent Denver School	Denver, CO	200
Rowland Hall School	Salt Lake City, UT	200
Sheltering Arms	Richmond, VA	300
Colonial Williamsburg Foundation	Williamsburg, VA	500
Jr Board Children's Hospital Foundation	Richmond, VA	200
Children's Hospital Foundation	Richmond, VA	500
Gateway Homes, Inc	Richmond, VA	1,200
Camp Pasquaney	Hebron, NH	2,500
Virginia Home	Richmond, VA	1,000
Elk Hill Farm	Goochland, VA	2,500
St Andrew's School	Richmond, VA	2,500
Emmanuel Church	Greenwood, VA	1,500
Better Housing Coalition	Richmond, VA	1,000
Richmond Ballet	Richmond, VA	1,000
The Valentine Richmond History Center	Richmond, VA	1,000
Richmond Symphony	Richmond, VA	1,000
Hollywood Cemetery	Richmond, VA	500
Historic Richmond Foundation	Richmond, VA	1,000
Science Museum of Virginia Foundation	Richmond, VA	500
St John's Church Foundation	Richmond, VA	500
Anna Julia Cooper Episcopal School	Richmond, VA	1,000
Jamestown-Yorktown Foundation, Inc	Williamsburg, VA	500
The American Chesnut Foundation	Asheville, NC	300
American Civil War Center	Richmond, VA	500
VCU Architectural History Symposium	Richmond, VA	200
Virginia League for Planned Parenthood	Richmond, VA	200
Scenic Virginia	Richmond, VA	500
Westminster-Canterbury Foundation	Richmond, VA	500
St Peter's Parish Church	New Kent, VA	200
William Byrd Community House	Richmond, VA	200
Museum of the Confederacy	Richmond, VA	500
Virginia Home for Boys & Girls	Richmond, VA	1,500
Richmond Public Library Foundation	Richmond, VA	500
Episcopal High School	Alexandria, VA	500
Thoroughbred Retirement Foundation	Saratoga Springs, NY	200
		<u>\$ 73,260</u>

Statement of Account: December 1, 2011 to December 31, 2011

Account Number: 34968525 Financial Advisor: RRS1
 THE SCOTT GROUP OF

MR. FREDERIC SCOTT BOCOCK &

Portfolio Positions Prices are provided as a general guideline and may not reflect the actual current price. Refer to the disclosure on the back of this statement regarding the price/value presented.

Cost basis and the associated gains/loss for unrealized open positions are provided on this statement for informational purposes only. This statement is not a tax document and should not be used for tax preparation.

Equities

Quantity	Long	Short	Description	Symbol Cusip	Account Type	Price	Market Value	Cost	Unrealized Gains/Loss	Estimated Annual Income	Estimated Yield
400			ABBOTT LABORATORIES	ABT	1	56.230	22,492.00	19,029.48	3,462.52	768	3.41
900			ALTISOURCE PORTFOLIO	ASPS	1	50.180	45,162.00	30,974.00	14,188.00		
350			SOLUTIONS S A	AMGN	1	64.210	22,473.50	18,717.29	3,756.21	504	2.24
1,000			BABCOCK & WILCOX COMPANY	BWC	1	24.140	24,140.00	6,998.74	17,141.26		
1,000			NEW								
			BB&T CORP	BBT	1	25.170	25,170.00	553.79	24,616.21	640	2.54
200			BECTON DICKINSON & COMPANY	BDX	1	74.720	14,944.00	15,965.90	-1,021.90	360	2.41
2,000			CHESAPEAKE ENERGY CORP	CHK	1	22.290	44,580.00	15,282.60	29,297.40	700	1.57
775			CISCO SYSTEMS INC	CSCO	1	18.080	14,012.00	12,892.48	1,119.52	186	1.33
500			EXELON CORP	EXC	1	43.370	21,685.00	19,929.90	1,755.10	1,050	4.84
1,100			FIRSTMERRIT CORP	FMER	1	15.130	16,643.00	18,535.99	-1,892.99	704	4.23

Schedule 2

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BOCOCK FS



000032 6031550

Statement of Account: December 1, 2011 to December 31, 2011

Account Number: 34968525 Financial Advisor: RRS1
THE SCOTT GROUP OF

MR FREDERIC SCOTT BOOCOCK &

Schedule 2

Portfolio Positions (continued)

Equities (continued)

Quantity	Long	Short	Description	Symbol	Account Cusip	Type	Price	Market Value	Cost	Unrealized Gains/Loss	Estimated Annual Income	Estimated Yield
	FLR		FLUOR CORP NEW	FLR	1		50.250	8,798.75	7,449.40	1,344.35	87	1.00
300			IBERIABANK CORP	IBKC	1		49.300	14,790.00	16,676.50	-1,886.50	408	2.76
375			KINDER MORGAN INC DE	KMI	1		32.170	12,063.75	10,137.80	1,925.95	450	3.73
500			LOWES COMPANIES INC	LOW	1		25.380	12,690.00	10,274.95	2,415.05	280	2.21
1,500			LUMINEX CORP DEL	LMNX	1		21.230	31,845.00	19,272.30	12,572.70		
2,000			MCDERMOTT INTERNATIONAL INC	MDR	1		11.510	23,020.00	7,639.92	15,380.08		
400			* MICROCHIP TECHNOLOGY INC * Adjust for Return of Capital	MCHP	1		36.630	14,652.00	* 13,710.24 -13,992.36	669.64	554	3.78
700			MICROSOFT CORP	MSFT	1		25.980	18,172.00	18,876.30	-704.30	560	3.08
1,000			NIKO RES LTD	NKRSF	1		47.120	47,120.00	47,486.48	-366.48	240	0.51
300			NOBLE CORP BARR NAMEN AKT	NE	1		30.220	9,066.00	12,236.35	-3,170.35	180	1.99
500			PRICE T ROWE GROUP INC	TROW	1		56.950	28,475.00	14,799.55	13,675.45	620	2.18

Statement of Account: December 1, 2011 to December 31, 2011

Account Number: 34968525 **Financial Advisor:** **RRS1**
 THE SCOTT GROUP OF

MR FREDERIC SCOTT BOCOCK &

Portfolio Positions (continued)**Equities (continued)**

Quantity	Long	Short	Description	Symbol Cusip	Account Type	Price	Market Value	Cost	Unrealized Gains/Loss	Estimated Annual Income	Estimated Yield
250			PROCTER & GAMBLE COMPANY	PG	1	66.710	16,677.50	15,628.12	1,049.38	525	3.15
2,800			SANDRIDGE ENERGY INC	SD	1	8.160	22,848.00	29,018.88	-6,170.88		
1,200			ULTRA PETROLEUM CORP	UPL	1	29.630	35,556.00	3,470.24	32,085.76		
200			WAL-MART STORES INC	WMT	1	59.760	11,952.00	10,430.16	1,521.84	292	2.44
2,800			WEATHERFORD INTERNATIONAL LTD REG	WFT	1	14.640	40,992.00	30,173.95	10,818.05		
400			WELLS FARGO & CO NEW	WFC	1	27.560	11,024.00	11,392.60	-368.60	192	1.74
1,600			3D SYSTEMS CORP DEL NEW	DDD	1	14.400	23,040.00	28,736.20	-5,696.20		
<hr/>											
Total for Equities											
Total for Equities with cost data											
Cost											
<u>\$ 466,290.11</u>											

Total for Equities
Total for Equities with cost data
Cost
\$ 466,290.11

Final
\$ 634,078.50
Cost
\$ 634,078.50
\$ 466,290.11

Final
\$ 634,078.50
Cost
\$ 634,078.50
\$ 466,290.11

Important Client Messages:

Schedule 2

BOCOCK FS

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