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Form **990-PF**Department of the Treasury
Internal Revenue Service**Return of Private Foundation**
or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation

OMB No 1545-0052

2011

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

For calendar year 2011 or tax year beginning

, 2011, and ending

, 20

Name of foundation

THE H. ENGLISH AND ERMINE CATER ROBINSON FDN

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

1525 W W.T. HARRIS BLVD. D1114-044

City or town, state, and ZIP code

CHARLOTTE, NC 28288

Check all that apply:

Initial return

Final return

Address change

Initial return of a former public charity

Amended return

Name change

Check type of organization: ☒ Section 501(c)(3) exempt private foundation☐ Section 4947(a)(1) nonexempt charitable trust☐ Other taxable private foundation

Fair market value of all assets at end

of year (from Part II, col. (c), line

16) \$ 3,612,727.

J Accounting method: ☒ Cash ☐ Accrual☐ Other (specify) _____

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

A Employer identification number

58-1981556

B Telephone number (see instructions)

(336) 747-8185

C If exemption application is pending, check here ☐D 1 Foreign organizations, check here ☐2 Foreign organizations meeting the 85% test, 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 ☐**Part I Analysis of Revenue and Expenses** (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions).)

(a) Revenue and expenses per books

(b) Net investment income

(c) Adjusted net income

(d) Disbursements for charitable purposes (cash basis only)

1 Contributions, gifts, grants, etc., received (attach schedule)

2 Check ☒ if the foundation is not required to attach Sch B

3 Interest on savings and temporary cash investments

4 Dividends and interest from securities

5a Gross rents

b Net rental income or (loss)

6a Net gain or (loss) from sale of assets not on line 10

b Gross sales price for all assets on line 6a 3,174,242.

7 Capital gain net income (from Part IV, line 2)

8 Net short-term capital gain

9 Income modifications

10a Gross sales less returns and allowances

b Less Cost of goods sold

c Gross profit or (loss) (attach schedule)

11 Other income (attach schedule)

12 Total. Add lines 1 through 11

13 Compensation of officers, directors, trustees, etc.

14 Other employee salaries and wages

15 Pension plans, employee benefits

16a Legal fees (attach schedule)

b Accounting fees (attach schedule) STMT 7

c Other professional fees (attach schedule)

17 Interest

18 Taxes (attach schedule) (see instructions) STMT 8

19 Depreciation (attach schedule) and depletion

20 Occupancy

21 Travel, conferences, and meetings

22 Printing and publications

23 Other expenses (attach schedule) STMT 9

24 Total operating and administrative expenses.

Add lines 13 through 23

25 Contributions, gifts, grants paid

26 Total expenses and disbursements Add lines 24 and 25

27 Subtract line 26 from line 12:

a Excess of revenue over expenses and disbursements

b Net investment income (if negative, enter -0-)

c Adjusted net income (if negative, enter -0-)

80,641.

80,536.

STMT 1

231,981.

231,981.

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OGDEN, UT

3,035.

STMT 6

315,657.

312,517.

35,989.

26,992.

8,997.

NONE

NONE

NONE

NONE

5,029.

NONE

NONE

5,029.

2,030.

1,041.

NONE

NONE

NONE

NONE

82.

82.

43,130.

28,115.

NONE

14,026.

191,750.

191,750.

234,880.

28,115.

NONE

205,776.

80,777.

284,402.

For Paperwork Reduction Act Notice, see instructions.

JSA

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Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions.)

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	49.	9,782.	9,782.
	2 Savings and temporary cash investments	75,904.	98,136.	98,136.
	3 Accounts receivable ▶ Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶ Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach schedule) ▶ Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10 a Investments - U S and state government obligations (attach schedule) . .			
	b Investments - corporate stock (attach schedule) . STMT 10.	3,226,998.	736,818.	702,566.
	c Investments - corporate bonds (attach schedule)			
	11 Investments - land, buildings, and equipment basis Less: accumulated depreciation (attach schedule) ▶			
	12 Investments - mortgage loans			
	13 Investments - other (attach schedule) STMT 16.	365,000.	2,913,023.	2,802,243.
	14 Land, buildings, and equipment basis Less: accumulated depreciation (attach schedule) ▶			
Liabilities	15 Other assets (describe ▶)			
	16 Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	3,667,951.	3,757,759.	3,612,727.
	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons .			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)			
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ ☒			
	27 Capital stock, trust principal, or current funds	3,667,951.	3,757,759.	
	28 Paid-in or capital surplus, or land, bldg, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds . .			
	30 Total net assets or fund balances (see instructions)	3,667,951.	3,757,759.	
	31 Total liabilities and net assets/fund balances (see instructions)	3,667,951.	3,757,759.	

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	3,667,951.
2 Enter amount from Part I, line 27a	2	80,777.
3 Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 20	3	23,838.
4 Add lines 1, 2, and 3	4	3,772,566.
5 Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 21	5	14,807.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	3,757,759.

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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 PUBLICLY TRADED SECURITIES					
b					
c					
d					
e					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
a 3,150,627.		2,941,258.	209,369.		
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col (k), but not less than -0-) or Losses (from col. (h))		
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any			
a			209,369.		
b					
c					
d					
e					
2 Capital gain net income or (net capital loss)			2	231,981.	
If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7					
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):			3		
If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8					

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

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

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

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

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2010	171,214.	3,673,149.	0.046612
2009	208,568.	3,292,149.	0.063353
2008	230,450.	4,006,647.	0.057517
2007	209,388.	4,707,826.	0.044477
2006	197,331.	4,402,478.	0.044823
2 Total of line 1, column (d)			0.256782
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			0.051356
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5			3,237,366.
5 Multiply line 4 by line 3			166,258.
6 Enter 1% of net investment income (1% of Part I, line 27b)			2,844.
7 Add lines 5 and 6			169,102.
8 Enter qualifying distributions from Part XII, line 4			205,776.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary - see instructions)		1	2,844.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b			
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		2	
3 Add lines 1 and 2		3	2,844.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	NONE
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	2,844.
6 Credits/Payments:			
a 2011 estimated tax payments and 2010 overpayment credited to 2011	6a	901.	
b Exempt foreign organizations - tax withheld at source	6b	NONE	
c Tax paid with application for extension of time to file (Form 8868)	6c	NONE	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	901.	
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	1,943.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		
11 Enter the amount of line 10 to be Credited to 2012 estimated tax ☐ Refunded ☐	11		

Part VII-A Statements Regarding Activities

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

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Website address N/A				
14	The books are in care of WELLS FARGO BANK NA Telephone no (336) 747-8185 Located at 1 WEST 4TH STREET, WINSTON SALEM, NC ZIP + 4 27101-3818			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here ☐ and enter the amount of tax-exempt interest received or accrued during the year 15			
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No X
See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country				

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required**File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.**

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

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

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☐ Yes ☒ No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?Organizations relying on a current notice regarding disaster assistance check here ☐**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ Yes ☒ No
If "Yes" to 6b, file Form 8870.**7a** At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1** List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 22		35,989.	-0-	-0-

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

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

Total number of other employees paid over \$50,000 ☐ NONE

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

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

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 NONE	
2	
3	
4	

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

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

	Amount
1 NONE	
2	
All other program-related investments See instructions	
3 NONE	
Total. Add lines 1 through 3	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	3,198,153.
b	Average of monthly cash balances	1b	88,513.
c	Fair market value of all other assets (see instructions)	1c	NONE
d	Total (add lines 1a, b, and c)	1d	3,286,666.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	3,286,666.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	49,300.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	3,237,366.
6	Minimum investment return. Enter 5% of line 5	6	161,868.

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	161,868.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	2,844.
b	Income tax for 2011. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	2,844.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	159,024.
4	Recoveries of amounts treated as qualifying distributions	4	1,000.
5	Add lines 3 and 4	5	160,024.
6	Deduction from distributable amount (see instructions)	6	NONE
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	160,024.

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	205,776.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	205,776.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	2,844.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	202,932.

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				160,024.
2 Undistributed income, if any, as of the end of 2011:				
a Enter amount for 2010 only			162,790.	
b Total for prior years 20 09, 20 , 20		NONE		
3 Excess distributions carryover, if any, to 2011:				
a From 2006	NONE			
b From 2007	NONE			
c From 2008	NONE			
d From 2009	NONE			
e From 2010	NONE			
f Total of lines 3a through e	NONE			
4 Qualifying distributions for 2011 from Part XII, line 4: ► \$ 205,776.				
a Applied to 2010, but not more than line 2a			162,790.	
b Applied to undistributed income of prior years (Election required - see instructions)		NONE		
c Treated as distributions out of corpus (Election required - see instructions)	NONE			
d Applied to 2011 distributable amount				42,986.
e Remaining amount distributed out of corpus	NONE			
5 Excess distributions carryover applied to 2011. (If an amount appears in column (d), the same amount must be shown in column (a).)	NONE			NONE
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e. Subtract line 5	NONE			
b Prior years' undistributed income Subtract line 4b from line 2b		NONE		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		NONE		
d Subtract line 6c from line 6b Taxable amount - see instructions		NONE		
e Undistributed income for 2010. Subtract line 4a from line 2a. Taxable amount - see instructions				
f Undistributed income for 2011 Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012				117,038.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	NONE			
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)	NONE			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	NONE			
10 Analysis of line 9:				
a Excess from 2007	NONE			
b Excess from 2008	NONE			
c Excess from 2009	NONE			
d Excess from 2010	NONE			
e Excess from 2011	NONE			

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

NOT APPLICABLE

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

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

4942(j)(3) or

4942(j)(5)

2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

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

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

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

HARRY ENGLISH ROBINSON JR

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

N/A

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

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

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

SEE STATEMENT 23

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

SEE ATTACHED STATEMENT FOR LINE 2

c Any submission deadlines:

SEE ATTACHED STATEMENT FOR LINE 2

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

SEE ATTACHED STATEMENT FOR LINE 2

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
SEE STATEMENT 31				
Total			▶ 3a	191,750.
b <i>Approved for future payment</i>				
Total			▶ 3b	

Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
		14	80,641.	
		18	231,981.	
		01	2,035.	
			1,000.	
			315,657.	
			13	315,657.

(See worksheet in line 13 instructions to verify calculations)

Part XVI-B	Relationship of Activities to the Accomplishment of Exempt Purposes
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Line No.	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes). (See instructions.)
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NOT APPLICABLE

SCHEDULE D
(Form 1041)

Department of the Treasury
Internal Revenue Service

Capital Gains and Losses

► **Attach to Form 1041, Form 5227, or Form 990-T. See the Instructions for Schedule D (Form 1041) (also for Form 5227 or Form 990-T, if applicable).**

OMB No. 1545-0092

2011

Name of estate or trust

Employer identification number

THE H. ENGLISH AND ERMINE CATER ROBINSON FDN

58-1981556

Note: Form 5227 filers need to complete **only** Parts I and II.

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

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
1a SHORT-TERM CAPITAL GAIN DIVIDENDS					7,042.

b Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b	1b	-38,228.
2 Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824	2	
3 Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts	3	
4 Short-term capital loss carryover. Enter the amount, if any, from line 9 of the 2010 Capital Loss Carryover Worksheet	4	()
5 Net short-term gain or (loss). Combine lines 1a through 4 in column (f). Enter here and on line 13, column (3) on the back ►	5	-31,186.

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

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
6a LONG-TERM CAPITAL GAIN DIVIDENDS					15,563.

b Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b	6b	247,597.
7 Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824	7	
8 Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts	8	
9 Capital gain distributions	9	7.
10 Gain from Form 4797, Part I	10	
11 Long-term capital loss carryover. Enter the amount, if any, from line 14 of the 2010 Capital Loss Carryover Worksheet	11	()
12 Net long-term gain or (loss). Combine lines 6a through 11 in column (f). Enter here and on line 14a, column (3) on the back ►	12	263,167.

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

Schedule D (Form 1041) 2011

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

	(1) Beneficiaries' (see instr.)	(2) Estate's or trust's	(3) Total
13 Net short-term gain or (loss)	13		-31,186.
14 Net long-term gain or (loss):			
a Total for year	14a		263,167.
b Unrecaptured section 1250 gain (see line 18 of the wrksh.)	14b		
c 28% rate gain	14c		
15 Total net gain or (loss). Combine lines 13 and 14a	15		231,981.

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

Part IV Capital Loss Limitation

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

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

Part V Tax Computation Using Maximum Capital Gains Rates

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

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

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

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

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

Schedule D (Form 1041) 2011

SCHEDULE D-1
(Form 1041)

Continuation Sheet for Schedule D
(Form 1041)

OMB No. 1545-0092

2011

Department of the Treasury
Internal Revenue Service

► See instructions for Schedule D (Form 1041).

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

Name of estate or trust

THE H. ENGLISH AND ERMINE CATER ROBINSON FDN

Employer identification number

58-1981556

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

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo., day, yr.)	(c) Date sold (mo., day, yr.)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a 69. ABB LTD SPONSORED ADR	07/20/2011	08/03/2011	1,574.00	1,753.00	-179.00
16.99959 ABB LTD SPONSORED	07/20/2011	11/09/2011	308.00	432.00	-124.00
23.00041 ABB LTD SPONSORED	07/20/2011	11/09/2011	417.00	584.00	-167.00
161. AOL INC	07/20/2011	08/11/2011	1,847.00	3,048.00	-1,201.00
20. ALLEGHENY TECHNOLOGIES	07/20/2011	09/22/2011	791.00	1,287.00	-496.00
49. ALLEGHENY TECHNOLOGIES	07/20/2011	10/04/2011	1,583.00	3,153.00	-1,570.00
7. AMAZON COM INC COM	07/20/2011	07/27/2011	1,572.00	1,512.00	60.00
23. AMAZON COM INC COM	07/20/2011	10/26/2011	4,623.00	4,967.00	-344.00
8. AMAZON COM INC COM	07/20/2011	11/22/2011	1,499.00	1,728.00	-229.00
21. AMERICAN EXPRESS CO CO	07/21/2011	11/08/2011	1,078.00	1,098.00	-20.00
19. AMERIPRISE FINANCIAL I	07/21/2011	11/08/2011	920.00	1,053.00	-133.00
21. AMERIPRISE FINANCIAL I	07/21/2011	12/23/2011	1,057.00	1,164.00	-107.00
69. ANGLO AMERN PLC ADR	07/20/2011	08/05/2011	1,425.00	1,657.00	-232.00
46. ANGLO AMERN PLC ADR	07/20/2011	09/23/2011	796.00	1,104.00	-308.00
34. ANGLO AMERN PLC ADR	07/20/2011	11/02/2011	627.00	861.00	-234.00
15. ANHEUSER-BUSCH INBEV S	07/20/2011	10/12/2011	810.00	856.00	-46.00
37. ANHEUSER-BUSCH INBEV S	07/20/2011	10/14/2011	2,055.00	2,112.00	-57.00
16. ANHEUSER-BUSCH INBEV S	07/20/2011	10/27/2011	907.00	913.00	-6.00
4. APPLE COMPUTER INC COM	07/21/2011	10/11/2011	1,602.00	1,552.00	50.00
44. ARCELORMITTAL-NY REGIS	07/20/2011	07/26/2011	1,419.00	1,404.00	15.00
35. ARCELORMITTAL-NY REGIS	07/20/2011	08/01/2011	1,053.00	1,117.00	-64.00
72. ARCELORMITTAL-NY REGIS	07/20/2011	08/03/2011	2,001.00	2,298.00	-297.00
3339.695 ARTIO GLOBAL HIGH #1525	08/10/2010	03/10/2011	35,000.00	34,499.00	501.00
142. AVIVA PLC - ADR	10/26/2011	11/10/2011	1,376.00	1,578.00	-202.00

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

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

Schedule D-1 (Form 1041) 2011

SCHEDULE D-1
(Form 1041)

Department of the Treasury
Internal Revenue Service

Continuation Sheet for Schedule D
(Form 1041)

▶ See instructions for Schedule D (Form 1041).
▶ Attach to Schedule D to list additional transactions for lines 1a and 6a.

OMB No 1545-0092

2011

Name of estate or trust

THE H. ENGLISH AND ERMINE CATER ROBINSON FDN

Employer identification number

58-1981556

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

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a 93.0008 AVIVA PLC - ADR	09/27/2011	11/22/2011	815.00	1,141.00	-326.00
26.9992 AVIVA PLC - ADR	09/27/2011	11/22/2011	237.00	332.00	-95.00
81. AXA SPONSORED ADR	07/20/2011	07/26/2011	1,601.00	1,574.00	27.00
50. BASF AG COM	07/20/2011	07/27/2011	4,727.00	4,713.00	14.00
110. BNP PARIBAS ADR COM	07/20/2011	09/14/2011	2,020.00	3,676.00	-1,656.00
12. BAKER HUGHES INC COM	07/20/2011	08/10/2011	705.00	943.00	-238.00
42. BAKER HUGHES INC COM	07/20/2011	09/28/2011	2,085.00	3,302.00	-1,217.00
56. BARCLAYS PLC PLC ADR	07/20/2011	08/05/2011	697.00	808.00	-111.00
60. BARCLAYS PLC PLC ADR	07/20/2011	11/09/2011	663.00	866.00	-203.00
15. BOEING CO COM	07/20/2011	09/22/2011	879.00	1,085.00	-206.00
26. BOEING CO COM	07/20/2011	09/27/2011	1,650.00	1,881.00	-231.00
24. BRIDGESTONE CORP ADR	07/20/2011	08/05/2011	1,073.00	1,200.00	-127.00
38. BRIDGESTONE CORP ADR	07/25/2011	08/05/2011	1,699.00	1,908.00	-209.00
25. BRIDGESTONE CORP ADR	07/25/2011	08/15/2011	1,083.00	1,388.00	-305.00
7.00041 BRIDGESTONE CORP A	07/25/2011	10/21/2011	310.00	389.00	-79.00
10.99959 BRIDGESTONE CORP	07/25/2011	10/21/2011	487.00	583.00	-96.00
10. CME GROUP INC	07/20/2011	10/24/2011	2,668.00	2,867.00	-199.00
23. CANADIAN NAT RES LTD C	07/20/2011	08/10/2011	819.00	986.00	-167.00
108. CANADIAN NAT RES LTD	07/20/2011	10/05/2011	3,195.00	4,631.00	-1,436.00
15. CANON INC ADR REPSTG 5	07/20/2011	08/18/2011	681.00	710.00	-29.00
25. CAPELLA EDUCATION CO	07/20/2011	08/30/2011	823.00	1,174.00	-351.00
48. CAPELLA EDUCATION CO	07/20/2011	10/11/2011	1,370.00	2,254.00	-884.00
30. CATERPILLAR INC COM W/ 12/11/2006	07/20/2011	08/16/2011	2,700.00	3,318.00	-618.00
23. CITRIX SYS INC COM	07/20/2011	08/11/2011	1,417.00	1,744.00	-327.00

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

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

Schedule D-1 (Form 1041) 2011

SCHEDULE D-1
(Form 1041)

Continuation Sheet for Schedule D
(Form 1041)

OMB No. 1545-0092

2011

Department of the Treasury
Internal Revenue Service

▶ See instructions for Schedule D (Form 1041).

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

Name of estate or trust

THE H. ENGLISH AND ERMINE CATER ROBINSON FDN

Employer identification number

58-1981556

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

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a 7. CITRIX SYS INC COM	07/20/2011	10/27/2011	523.00	531.00	-8.00
32. COCA COLA AMATIL LTD S	09/12/2011	12/02/2011	765.00	772.00	-7.00
23. COCA-COLA CO COM	07/20/2011	12/23/2011	1,601.00	1,586.00	15.00
23. COGNIZANT TECH SOLUTIO	07/20/2011	08/02/2011	1,633.00	1,694.00	-61.00
18. COGNIZANT TECH SOLUTIO	07/20/2011	08/10/2011	1,127.00	1,326.00	-199.00
65. COMCAST CORP NEW CL A	07/21/2011	10/07/2011	1,429.00	1,557.00	-128.00
17. CIA SANEAMENTO BASICO	07/20/2011	08/10/2011	841.00	1,026.00	-185.00
40. CIA SANEAMENTO BASICO	07/20/2011	09/29/2011	1,930.00	2,415.00	-485.00
162. CONSTELLATION BRANDS	07/20/2011	08/30/2011	3,207.00	3,374.00	-167.00
19. CREDIT SUISSE GROUP SP	07/20/2011	08/03/2011	644.00	680.00	-36.00
7. CREDIT SUISSE GROUP SPO	07/20/2011	11/02/2011	188.00	251.00	-63.00
33. CREDIT SUISSE GROUP SP	07/20/2011	11/22/2011	722.00	1,195.00	-473.00
16. CUMMINS INC COM	07/20/2011	08/10/2011	1,412.00	1,719.00	-307.00
42. DBS GRP HLDGS SPONSORE	07/20/2011	09/14/2011	1,630.00	2,071.00	-441.00
39. DBS GRP HLDGS SPONSORE	07/20/2011	09/26/2011	1,414.00	1,923.00	-509.00
10. DAVITA INC COM	07/21/2011	07/25/2011	851.00	870.00	-19.00
40. DEUTSCHE POST AG ADR	07/20/2011	10/21/2011	589.00	713.00	-124.00
89. DEUTSCHE POST AG ADR	07/20/2011	10/26/2011	1,355.00	1,586.00	-231.00
3156.566 DIAMOND HILL LONG I #11	08/10/2010	03/10/2011	53,030.00	50,000.00	3,030.00
33. DU PONT E I DE NEMOURS	07/21/2011	07/25/2011	1,787.00	1,815.00	-28.00
11. EOG RES INC COM	07/20/2011	09/22/2011	863.00	1,150.00	-287.00
49. E ON AG SPONSORED ADR	10/28/2011	11/22/2011	1,091.00	1,229.00	-138.00
780. ENEL SOCIETA PER AZIO	07/20/2011	07/29/2011	4,406.00	4,540.00	-134.00
104. ERICSSON L M TEL CO A	07/20/2011	11/11/2011	1,073.00	1,497.00	-424.00

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

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

Schedule D-1 (Form 1041) 2011

SCHEDULE D-1
(Form 1041)

Department of the Treasury
Internal Revenue Service

Continuation Sheet for Schedule D
(Form 1041)

▶ See instructions for Schedule D (Form 1041).

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

OMB No 1545-0092

2011

Name of estate or trust

THE H. ENGLISH AND ERMINE CATER ROBINSON FDN

Employer identification number

58-1981556

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

(a) Description of property (Example: 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a 16. EXPRESS SCRIPTS INC CL ATTACHED EXP 7/25/2001	07/20/2011	08/03/2011	817.00	843.00	-26.00
161. FORTUM OYJ-UNSPONSORE	08/25/2011	10/21/2011	758.00	849.00	-91.00
57. FORTUM OYJ-UNSPONSORED	08/25/2011	11/22/2011	244.00	296.00	-52.00
27. FRANKLIN RES INC COM	07/21/2011	07/29/2011	3,440.00	3,630.00	-190.00
20. FRANKLIN RES INC COM	07/21/2011	08/15/2011	2,320.00	2,689.00	-369.00
22. FREEPORT MCMORAN COPPE B W/RTS ATTACHED EXP 5/3/20	07/20/2011	09/22/2011	720.00	1,238.00	-518.00
93. FREEPORT MCMORAN COPPE B W/RTS ATTACHED EXP 5/3/20	07/20/2011	09/28/2011	3,023.00	5,233.00	-2,210.00
9. FRESENIUS MED CARE AKTI FT SPONSORED ADR	07/20/2011	07/25/2011	700.00	698.00	2.00
40. GILEAD SCIENCES INC CO	07/21/2011	09/28/2011	1,597.00	1,724.00	-127.00
23. GLAXO SMITHKLINE SPON ADR	08/03/2011	10/12/2011	1,003.00	1,003.00	
24. GLAXO SMITHKLINE SPON ADR	08/03/2011	10/14/2011	1,048.00	1,044.00	4.00
24. GLAXO SMITHKLINE SPON ADR	07/20/2011	10/27/2011	1,065.00	1,035.00	30.00
7785.266 OAKMARK FD CL I	03/10/2011	07/13/2011	342,474.00	335,000.00	7,474.00
2. HASBRO INC COM	07/20/2011	08/11/2011	73.00	79.00	-6.00
11. HENKEL KGAA SPONSORED ORD SHS	07/20/2011	08/04/2011	546.00	612.00	-66.00
18. HENKEL KGAA SPONSORED ORD SHS	07/20/2011	08/08/2011	846.00	1,002.00	-156.00
5.00005 HENKEL KGAA SPONSO REPSTG ORD SHS	07/20/2011	09/12/2011	209.00	278.00	-69.00
10.99995 HENKEL KGAA SPONS REPSTG ORD SHS	07/20/2011	09/12/2011	460.00	612.00	-152.00
20. HITACHI LTD 10 COM	07/20/2011	08/18/2011	1,048.00	1,236.00	-188.00
10. HITACHI LTD 10 COM	07/20/2011	08/18/2011	524.00	618.00	-94.00
22. HITACHI LTD 10 COM	07/20/2011	11/09/2011	1,189.00	1,541.00	-352.00
25. HONDA MTR LTD AMERN SH	07/25/2011	08/18/2011	786.00	1,020.00	-234.00
27. HONDA MTR LTD AMERN SH	07/25/2011	11/22/2011	762.00	1,330.00	-568.00
2667.683 HUSSMAN STRATEGIC	08/10/2010	03/10/2011	32,226.00	35,000.00	-2,774.00

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

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

Schedule D-1 (Form 1041) 2011

Continuation Sheet for Schedule D
(Form 1041)

2011

Department of the Treasury
Internal Revenue Service

▶ See instructions for Schedule D (Form 1041).
▶ Attach to Schedule D to list additional transactions for lines 1a and 6a.

Name of estate or trust

THE H. ENGLISH AND ERMINE CATER ROBINSON FDN

Employer identification number

58-1981556

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

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a 13. ILLUMINA INC COM	07/20/2011	10/04/2011	501.00	941.00	-440.00
26. ILLUMINA INC COM	07/20/2011	12/09/2011	736.00	1,883.00	-1,147.00
27. IMPERIAL TOB GRP PLC S	07/20/2011	10/17/2011	1,862.00	1,848.00	14.00
6. IMPERIAL TOB GRP PLC SP	07/20/2011	10/27/2011	438.00	411.00	27.00
2. ING GROEP N V SPONSORED	07/20/2011	11/09/2011	15.00	22.00	-7.00
70. INTEL CORP COM	07/20/2011	11/04/2011	1,666.00	1,612.00	54.00
323. INTESA SANPAOLO-SPON	07/20/2011	08/10/2011	3,176.00	4,512.00	-1,336.00
177. ITAU UNIBANCO BANCO H ADR	09/09/2011	09/29/2011	2,883.00	3,623.00	-740.00
22. JOHNSON & JOHNSON COM	07/20/2011	11/04/2011	1,406.00	1,457.00	-51.00
31. JOHNSON & JOHNSON COM	07/20/2011	12/02/2011	1,964.00	2,054.00	-90.00
52. KEPPEL LTD ADR	07/20/2011	09/26/2011	639.00	931.00	-292.00
20. KIMBERLY-CLARK CORP CO	09/30/2011	12/06/2011	1,409.00	1,429.00	-20.00
.2527 KINDER MORGAN MANAGE	07/20/2011	08/15/2011	15.00	16.00	-1.00
.2481 KINDER MORGAN MANAGE	07/20/2011	11/15/2011	17.00	16.00	1.00
17. KOHLS CORP COM	09/29/2011	12/09/2011	865.00	822.00	43.00
75. KOMATSU LTD SPONSORED	07/20/2011	08/02/2011	2,275.00	2,414.00	-139.00
34. KOMATSU LTD SPONSORED	07/20/2011	08/19/2011	866.00	1,094.00	-228.00
30. KOMATSU LTD SPONSORED	07/20/2011	10/11/2011	639.00	966.00	-327.00
91. KOMATSU LTD SPONSORED	07/20/2011	10/20/2011	2,035.00	2,929.00	-894.00
119.00702 KONINKLIJKE AHOL	07/20/2011	08/10/2011	1,418.00	1,546.00	-128.00
53.99298 KONINKLIJKE AHOLD	07/20/2011	08/10/2011	643.00	701.00	-58.00
26. KONINKLIJKE PHILIPS EL SPONSORED ADR NEW 2000	07/20/2011	08/03/2011	606.00	637.00	-31.00
94. KONINKLIJKE PHILIPS EL SPONSORED ADR NEW 2000	07/20/2011	08/04/2011	2,057.00	2,302.00	-245.00
12.99976 LAS VEGAS SANDS C	08/04/2011	10/04/2011	479.00	594.00	-115.00

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

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

Schedule D-1 (Form 1041) 2011

SCHEDULE D-1
(Form 1041)

Department of the Treasury
Internal Revenue Service

Continuation Sheet for Schedule D
(Form 1041)

► See instructions for Schedule D (Form 1041).
► Attach to Schedule D to list additional transactions for lines 1a and 6a.

OMB No 1545-0092

2011

Name of estate or trust

THE H. ENGLISH AND ERMINE CATER ROBINSON FDN

Employer identification number

58-1981556

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

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a 1.00024 LAS VEGAS SANDS CO	08/04/2011	10/04/2011	37.00	46.00	-9.00
33. LAS VEGAS SANDS CORP	08/04/2011	11/28/2011	1,482.00	1,612.00	-130.00
167. MEMC ELECTR MATLS INC	07/21/2011	11/03/2011	845.00	1,348.00	-503.00
9. MEAD JOHNSON NUTRITION	07/20/2011	09/30/2011	631.00	622.00	9.00
22. METLIFE INC COM	07/21/2011	11/08/2011	753.00	918.00	-165.00
54. MICROSOFT CORP COM	08/18/2011	12/02/2011	1,362.00	1,335.00	27.00
17. MITSUBISHI ESTATE LTD	07/20/2011	11/08/2011	2,920.00	3,173.00	-253.00
81. NATIONAL GRID PLC ADR	07/29/2011	10/13/2011	4,060.00	3,969.00	91.00
19. NATIONAL GRID PLC ADR	07/20/2011	10/27/2011	959.00	928.00	31.00
22. NATIONAL OILWELL INC C	07/21/2011	11/17/2011	1,535.00	1,787.00	-252.00
20. NESTLE S A SPONSORED A REG SH	07/20/2011	09/09/2011	1,120.00	1,250.00	-130.00
24. NESTLE S A SPONSORED A REG SH	07/20/2011	10/27/2011	1,416.00	1,500.00	-84.00
18. NESTLE S A SPONSORED A REG SH	07/20/2011	11/11/2011	1,019.00	1,125.00	-106.00
3. NETFLIX.COM INC COM	07/20/2011	09/15/2011	525.00	847.00	-322.00
20. NETFLIX.COM INC COM	07/26/2011	09/29/2011	2,206.00	5,566.00	-3,360.00
11.02367 NIPPON TELEG & TE SPONSORED ADR	07/20/2011	07/25/2011	273.00	275.00	-2.00
24.97633 NIPPON TELEG & TE SPONSORED ADR	07/20/2011	07/25/2011	618.00	623.00	-5.00
40. NOVARTIS AG SPONSORED	07/20/2011	10/27/2011	2,323.00	2,509.00	-186.00
19. NOVARTIS AG SPONSORED	07/20/2011	12/01/2011	1,036.00	1,192.00	-156.00
17. OIL CO LUKOIL SPONSORE	07/20/2011	08/03/2011	1,084.00	1,109.00	-25.00
16. OIL CO LUKOIL SPONSORE	07/20/2011	08/10/2011	841.00	1,043.00	-202.00
38. OIL CO LUKOIL SPONSORE	07/20/2011	08/19/2011	2,114.00	2,478.00	-364.00
38. ORACLE CORP COM	07/21/2011	07/25/2011	1,227.00	1,233.00	-6.00
15. ORIX CORP SPONSORED AD	07/26/2011	11/09/2011	651.00	781.00	-130.00

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

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

Schedule D-1 (Form 1041) 2011

***SCHEDULE D-1**
(Form 1041)

Continuation Sheet for Schedule D
(Form 1041)

OMB No. 1545-0092

2011

Department of the Treasury
Internal Revenue Service

▶ See instructions for Schedule D (Form 1041).
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Name of estate or trust

THE H. ENGLISH AND ERMINE CATER ROBINSON FDN

Employer identification number

58-1981556

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(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a 26. OWENS & MINOR INC NEW	07/20/2011	08/30/2011	755.00	898.00	-143.00
6012.024 PIMCO FDS PAC INV					
PIMCO LOW DURATION II INSTL	11/17/2010	03/10/2011	60,000.00	61,641.00	-1,641.00
3507.014 PIMCO FDS PAC INV					
PIMCO LOW DURATION II INSTL	08/10/2010	07/13/2011	35,000.00	35,701.00	-701.00
80. PNC FINL SVCS GROUP IN					
W/RIGHTS ATTACHED EXP 5/25/	07/21/2011	08/19/2011	3,528.00	4,530.00	-1,002.00
16. BUMI RESOURCES TB-UNSP					
	07/29/2011	08/22/2011	953.00	1,155.00	-202.00
6. BUMI RESOURCES TB-UNSP					
	07/29/2011	10/21/2011	285.00	433.00	-148.00
17. BUMI RESOURCES TB-UNSP					
	07/29/2011	11/10/2011	857.00	1,227.00	-370.00
38. BUMI RESOURCES TB-UNSP					
	07/29/2011	11/23/2011	1,672.00	2,742.00	-1,070.00
44.0008 PEARSON PLC SPONSO					
	07/20/2011	11/16/2011	781.00	818.00	-37.00
28.9992 PEARSON PLC SPONSO					
	07/20/2011	11/16/2011	515.00	539.00	-24.00
49. PEARSON PLC SPONSORED					
	07/20/2011	12/01/2011	874.00	926.00	-52.00
47. PEPSICO INC COM					
	07/20/2011	12/01/2011	3,016.00	3,220.00	-204.00
117. PETROLEO BRASILEIRO S					
SPONSORED ADR	07/20/2011	07/25/2011	3,629.00	3,428.00	201.00
3128.911 PIMCO COMMODITY R					
STRAT-I#45	08/10/2010	03/10/2011	30,163.00	25,000.00	5,163.00
82. POTASH CORP SASK INC C					
ATTACHED	07/20/2011	08/22/2011	4,201.00	4,977.00	-776.00
23. PRICESMART INC COM					
	07/20/2011	10/11/2011	1,668.00	1,357.00	311.00
12. PROCTER & GAMBLE CO CO					
	07/20/2011	09/27/2011	760.00	773.00	-13.00
36. PROCTER & GAMBLE CO CO					
	07/20/2011	10/27/2011	2,337.00	2,318.00	19.00
24. PROCTER & GAMBLE CO CO					
	07/20/2011	12/05/2011	1,552.00	1,546.00	6.00
20. PRUDENTIAL FINANCIAL I					
COM	07/21/2011	12/23/2011	1,013.00	1,230.00	-217.00
18. RAYTHEON CO COM					
	07/20/2011	10/28/2011	785.00	845.00	-60.00
49. RAYTHEON CO COM					
	07/20/2011	12/06/2011	2,227.00	2,300.00	-73.00
49. REED ELSEVIER P L C AD					
	07/20/2011	10/13/2011	1,623.00	1,754.00	-131.00
16. REED ELSEVIER P L C AD					
	07/20/2011	10/27/2011	572.00	573.00	-1.00

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

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Schedule D-1 (Form 1041) 2011

SCHEDULE D-1
(Form 1041)

Department of the Treasury
Internal Revenue Service

Continuation Sheet for Schedule D
(Form 1041)

▶ See instructions for Schedule D (Form 1041).
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OMB No 1545-0092

2011

Name of estate or trust

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Employer identification number

58-1981556

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(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a 32. REED ELSEVIER P L C AD	07/20/2011	12/01/2011	1,054.00	1,145.00	-91.00
102. REPUBLIC SVCS INC COM	08/22/2011	12/07/2011	2,759.00	2,862.00	-103.00
79. RIO TINTO PLC SPONSORE	07/20/2011	07/27/2011	5,659.00	5,668.00	-9.00
33. ROCKWELL INTL CORP NEW	07/20/2011	08/23/2011	1,879.00	2,738.00	-859.00
50. ROCKWELL COLLINS-WI CO	07/20/2011	08/11/2011	2,217.00	2,970.00	-753.00
34.99958 SKF AB - ADR	10/27/2011	11/22/2011	627.00	775.00	-148.00
24.00042 SKF AB - ADR	10/27/2011	11/22/2011	430.00	572.00	-142.00
20. SKF AB - ADR	10/15/2011	12/02/2011	424.00	497.00	-73.00
57. SKF AB - ADR	10/17/2011	12/12/2011	1,153.00	1,269.00	-116.00
132. SKF AB - ADR	10/21/2011	12/14/2011	2,518.00	2,811.00	-293.00
19. SAFRAN SA-UNSPON ADR	07/20/2011	07/26/2011	791.00	784.00	7.00
28. SAFRAN SA-UNSPON ADR	07/20/2011	08/30/2011	1,027.00	1,155.00	-128.00
19. SAFRAN SA-UNSPON ADR	07/20/2011	10/26/2011	594.00	784.00	-190.00
11. SALESFORCE COM INC	07/20/2011	07/21/2011	1,647.00	1,707.00	-60.00
7. SALESFORCE COM INC	07/20/2011	07/27/2011	1,035.00	1,086.00	-51.00
8. SALESFORCE COM INC	07/20/2011	07/28/2011	1,173.00	1,241.00	-68.00
34. SAP AG SPONSORED ADR	07/20/2011	08/10/2011	1,717.00	1,984.00	-267.00
12. SAP AG SPONSORED ADR	07/20/2011	08/18/2011	594.00	700.00	-106.00
11. SAP AG SPONSORED ADR	07/20/2011	11/22/2011	632.00	642.00	-10.00
5. SAP AG SPONSORED ADR	07/20/2011	11/22/2011	287.00	292.00	-5.00
157. SILICONWARE PRECISION ADR	07/20/2011	08/10/2011	675.00	787.00	-112.00
150. SILICONWARE PRECISION ADR	07/20/2011	10/25/2011	798.00	811.00	-13.00
10. SMITH & NEPHEW PLC SPD	07/20/2011	09/23/2011	446.00	533.00	-87.00
16. SMITH & NEPHEW PLC SPD	07/20/2011	10/19/2011	727.00	853.00	-126.00

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

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Schedule D-1 (Form 1041) 2011

SCHEDULE D-1
(Form 1041)

Continuation Sheet for Schedule D
(Form 1041)

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2011

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1a 17. SMITH & NEPHEW PLC SPD	07/20/2011	10/20/2011	755.00	906.00	-151.00
21. SMITH & NEPHEW PLC SPD	07/20/2011	11/09/2011	921.00	1,119.00	-198.00
9. SMITH & NEPHEW PLC SPD	07/20/2011	12/09/2011	414.00	480.00	-66.00
116. SMITHS GROUP PLC- SPO	07/20/2011	08/15/2011	1,845.00	2,226.00	-381.00
56. SMITHS GROUP PLC- SPON	07/20/2011	12/12/2011	793.00	1,075.00	-282.00
150. SONY CORP ADR NEW COM	07/20/2011	08/04/2011	3,545.00	4,006.00	-461.00
13. STARWOOD HOTELS & RESO WORLDWIDE	07/20/2011	11/22/2011	587.00	743.00	-156.00
17. STRYKER CORP COM	07/20/2011	08/03/2011	877.00	972.00	-95.00
15. STRYKER CORP COM	07/20/2011	08/10/2011	701.00	858.00	-157.00
59. STRYKER CORP COM	07/20/2011	08/22/2011	2,656.00	3,375.00	-719.00
16. SYNGENTA AG SPONSORED	07/20/2011	08/05/2011	965.00	1,064.00	-99.00
13. TJX COS INC NEW COM	07/21/2011	07/25/2011	721.00	734.00	-13.00
125. TELECOM ITALIA S.P.A.	10/27/2011	11/09/2011	1,403.00	1,586.00	-183.00
33. 3M CO COM	07/20/2011	12/05/2011	2,683.00	3,124.00	-441.00
120.00133 TULLOW OIL PLC A	07/20/2011	08/10/2011	943.00	1,243.00	-300.00
59.99867 TULLOW OIL PLC AD	07/20/2011	08/10/2011	471.00	622.00	-151.00
66. UNILEVER N V NEW YORK	08/05/2011	10/14/2011	2,254.00	2,188.00	66.00
52. UNILEVER N V NEW YORK	08/05/2011	10/27/2011	1,794.00	1,724.00	70.00
47. UNITEDHEALTH GRP INC C	07/20/2011	11/07/2011	2,129.00	2,412.00	-283.00
8. V F CORP COM W/RTS ATTA 01/25/2008	07/20/2011	09/15/2011	991.00	913.00	78.00
6. V F CORP COM W/RTS ATTA 01/25/2008	07/20/2011	11/04/2011	822.00	685.00	137.00
19. VENTAS INC-COM	07/21/2011	11/08/2011	1,041.00	1,054.00	-13.00
61. VINCI SA ADR	07/20/2011	08/19/2011	712.00	877.00	-165.00
34.0008 VINCI SA ADR	07/20/2011	10/21/2011	400.00	489.00	-89.00

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

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Schedule D-1 (Form 1041) 2011

SCHEDULE D-1
(Form 1041)

Department of the Treasury
Internal Revenue Service

Continuation Sheet for Schedule D
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1a 13.9992 VINCI SA ADR	07/20/2011	10/21/2011	165.00	201.00	-36.00
23. VINCI SA ADR	07/20/2011	11/10/2011	249.00	350.00	-101.00
46. VODAFONE GROUP PLC SPO	07/20/2011	10/27/2011	1,315.00	1,200.00	115.00
36. VOLKSWAGEN AG-SPONS PF	10/26/2011	11/22/2011	1,135.00	1,194.00	-59.00
79. WAL MART STORES INC CO	07/20/2011	12/06/2011	4,624.00	4,261.00	363.00
20. WATERS CORP COM	07/20/2011	12/09/2011	1,495.00	1,928.00	-433.00
381. XSTRATA PLC ADR	07/20/2011	08/03/2011	1,467.00	1,676.00	-209.00
23. YPF S.A.-SPONSORED ADR	07/20/2011	09/23/2011	815.00	971.00	-156.00
217. YAMANA GOLD INC	07/25/2011	09/23/2011	3,012.00	2,954.00	58.00
108. YAMANA GOLD INC	07/25/2011	10/11/2011	1,564.00	1,470.00	94.00
75. YAMANA GOLD INC	07/27/2011	10/14/2011	1,114.00	1,006.00	108.00
54. YAMANA GOLD INC	07/27/2011	10/27/2011	829.00	723.00	106.00
8. YARA INTL ASA ADR	07/20/2011	09/26/2011	315.00	448.00	-133.00
45. YARA INTL ASA ADR	07/20/2011	09/30/2011	1,813.00	2,518.00	-705.00
43. YARA INTL ASA ADR	07/20/2011	11/10/2011	1,927.00	2,406.00	-479.00
24. YARA INTL ASA ADR	07/20/2011	11/14/2011	1,101.00	1,343.00	-242.00
20. YARA INTL ASA ADR	07/20/2011	11/17/2011	868.00	1,119.00	-251.00
26. YUM! BRANDS INC COM	07/20/2011	09/30/2011	1,265.00	1,419.00	-154.00
49. DAIMLERCHRYSLER AG COM	07/20/2011	07/25/2011	3,728.00	3,661.00	67.00
8. ACCENTURE PLC	07/20/2011	08/10/2011	421.00	493.00	-72.00
16. ACCENTURE PLC	07/20/2011	08/29/2011	847.00	987.00	-140.00
60. ACCENTURE PLC	07/20/2011	09/09/2011	3,026.00	3,700.00	-674.00
30. SEADRILL LIMITED	07/25/2011	09/23/2011	883.00	1,067.00	-184.00
9. SINA.COM SHS	07/20/2011	08/03/2011	887.00	1,069.00	-182.00

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

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Schedule D-1 (Form 1041) 2011

**Continuation Sheet for Schedule D
(Form 1041)**

OMB No 1545-0092

2011

► See instructions for Schedule D (Form 1041).

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

Name of estate or trust

Employer identification number

THE H. ENGLISH AND ERMINE CATER ROBINSON FDN

58-1981556

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

[illegible]

1b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 1b	-38,228.00
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For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D-1 (Form 1041) 2011

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

Employer identification number

THE H. ENGLISH AND ERMINE CATER ROBINSON FDN

58-1981556

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

(a) Description of property (Example: 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 4843.535 ARTISAN MID CAP V #1464	03/01/2010	03/10/2011	103,313.00	87,232.00	16,081.00
6116.209 DIAMOND HILL LONG I #11	03/01/2010	03/10/2011	102,752.00	100,000.00	2,752.00
221.774 GOLDMAN SACHS GRO OPPORTUNITIES INSTITUTIONAL	03/01/2010	03/10/2011	5,500.00	4,582.00	918.00
28001.201 GOLDMAN SACHS L VALUE FUND INSTITUTIONAL SH	05/07/2009	03/10/2011	344,415.00	337,846.00	6,569.00
489.237 HARBOR FD INTL FD	08/22/2008	03/10/2011	30,000.00	27,851.00	2,149.00
6949.49 HARBOR FD INTL FD	03/01/2010	07/13/2011	438,443.00	377,334.00	61,109.00
14007.781 HUSSMAN STRATEGI	03/01/2010	03/10/2011	169,214.00	180,000.00	-10,786.00
1353.18 ING REAL ESTATE FU #2190	07/21/2008	03/10/2011	20,000.00	19,311.00	689.00
17415.215 PIMCO FDS PAC IN TOTAL RETURN FD INSTL CL	12/28/2007	03/10/2011	190,000.00	185,646.00	4,354.00
7047.067 PIMCO EMERG MKTS	04/14/2009	07/13/2011	79,420.00	61,546.00	17,874.00
15718.488 PIMCO COMMODITY STRAT-I#45	12/09/2009	03/10/2011	151,526.00	161,417.00	-9,891.00
8340.933 ROWE T PRICE BLUE FD INC	08/12/2009	07/13/2011	341,811.00	240,719.00	101,092.00
422.139 ROYCE PREMIER FUND #566	12/10/2007	03/10/2011	9,000.00	7,442.00	1,558.00
3630.569 ROYCE PREMIER FUN #566	12/10/2007	07/13/2011	81,361.00	64,007.00	17,354.00
325.203 TCW GALILEO FDS IN GROWTH FD	03/01/2010	03/10/2011	10,000.00	7,863.00	2,137.00
2549.433 TCW GALILEO FDS I GROWTH FD	03/01/2010	07/13/2011	80,052.00	61,645.00	18,407.00
1149.425 VANGUARD INFLAT-P #5119	09/15/2006	03/10/2011	30,000.00	27,043.00	2,957.00
543.085 VANGUARD INFLAT-PR #5119	09/15/2006	10/06/2011	15,000.00	12,778.00	2,222.00
2499.143 VANGUARD INFLAT-P #5119	09/15/2006	10/24/2011	68,851.00	58,799.00	10,052.00

6b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 6b 247,597.00

Schedule D-1 (Form 1041) 2011

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

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
DANAHER CORP COM	5.	5.
DEERE & CO COM	18.	18.
DEVON ENERGY CORP NEW COM	21.	21.
DU PONT E I DE NEMOURS & CO COM	77.	77.
EOG RES INC COM	5.	5.
EAST JAPAN RAILWAY COMPANY ADR	127.	127.
EATON VANCE CORP COM NON VTG	80.	80.
EXXON MOBIL CORP COM	123.	123.
FIDELITY NATL INFORMATION SVCS INC	16.	16.
FRANKLIN RES INC COM	63.	63.
GENUINE PARTS CO COM W/RIGHTS ATTACHED E	32.	32.
GLAXO SMITHKLINE SPONSORED PLC ADR	70.	70.
HSBC HLDGS PLC SPONSORED ADR NEW	72.	72.
HASBRO INC COM	23.	23.
HATTERAS FINANCIAL CORP	234.	234.
HITACHI LTD 10 COM	30.	30.
HONDA MTR LTD AMERN SHS	44.	44.
ING INTERNATIONAL REAL EST-I #2664	2,043.	2,043.
ING REAL ESTATE FUND CL-I #2190	3,288.	3,288.
INTEL CORP COM	90.	90.
INTERNATIONAL GAME TECHNOLOGY COM	15.	15.
INTERNATIONAL PAPER CO COM	60.	60.
ITAU UNIBANCO BANCO HOLDING S.A. ADR	28.	28.
JP MORGAN ALERIAN MLP INDEX EXCHANGE TRA	1,989.	1,989.
JOHNSON & JOHNSON COM	131.	131.
KAMAN CORP CL A	21.	21.
KANSAI ELECTRIC PWR-UNS ADR	109.	109.
KEPPEL LTD ADR	124.	124.
KNOLL INC	19.	19.
KOHL'S CORP COM	74.	74.
KOMATSU LTD SPONSORED ADR NEW	33.	33.
KROGER CO COM	44.	44.
LAUDER ESTEE COS INC CL A	39.	39.

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

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
LAZARD EMERGING MKTS PTFL #638	5,953.	5,953.
LORILLARD INC	33.	33.
MARTIN MARIETTA MATLS INC COM W/RTS EXP	26.	26.
MCDONALDS CORP COM	80.	80.
MEAD JOHNSON NUTRITION CO	18.	18.
METLIFE INC COM	118.	118.
MICREL INC COM	29.	29.
MICROSOFT CORP COM	228.	228.
MITSUBISHI ESTATE LTD ADR	30.	30.
MONSANTO CO NEW COM	25.	25.
NYSE EURONEXT INC	101.	38.
NATIONAL OILWELL INC COM	32.	32.
NEWMARKET CORP	25.	25.
NIPPON TELEG & TEL CORP SPONSORED ADR	128.	128.
NU SKIN ENTERPRISES INC CL A	50.	50.
NSTAR COM	40.	40.
OCCIDENTAL PETE CORP COM	25.	25.
ORACLE CORP COM	37.	37.
OWENS & MINOR INC NEW COM	24.	24.
PIMCO FDS PAC INVT MGMT SER TOTAL RETURN	17,830.	17,830.
PIMCO FDS PAC INVT MGMT SER PIMCO LOW DU	2,522.	2,522.
PIMCO EMERG MKTS BD-INST #137	2,283.	2,283.
PEARSON PLC SPONSORED ADR	80.	80.
PEPSICO INC COM	42.	42.
PIMCO EMERGING LOCAL BOND IS #332	2,599.	2,599.
PRAXAIR INC COM	124.	124.
PRECISION CASTPARTS CORP COM W/RIGHTS AT	1.	1.
PRICESMART INC COM	41.	37.
PROCTER & GAMBLE CO COM	68.	68.
PRUDENTIAL FINANCIAL INC COM	162.	162.
PRUDENTIAL PLC ADR	80.	80.
QUALCOMM INC COM W/RTS ATTACHED	31.	31.
RANGE RES CORP COM	3.	3.

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

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DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
RAYTHEON CO COM	29.	29.
REED ELSEVIER P L C ADR	93.	93.
REPUBLIC SVCS INC COM	22.	22.
RIDGEWORTH FD-MIDCAP VAL EQ I #5412	1,386.	1,386.
ROCKWELL INTL CORP NEW COM	14.	14.
ROCKWELL COLLINS-WI COM	47.	47.
SCHLUMBERGER LTD COM	17.	17.
SERVICE CORP INTL COM	27.	27.
SIGMA ALDRICH CORP COM	16.	16.
SMITH & NEPHEW PLC SPDN ADR NEW	40.	40.
SMITHS GROUP PLC- SPON ADR	94.	94.
STAPLES INC COM W/INVISIBLE RTS TO PUR S	32.	32.
STARBUCKS CORP COM	37.	37.
STARWOOD HOTELS & RESORTS WORLDWIDE	50.	50.
STURM RUGER & CO INC COM	29.	29.
SUMITOMO CORP-SPON ADR	159.	159.
TD AMERITRADE HLDG CORP	30.	30.
TJX COS INC NEW COM	46.	46.
TEMPLETON GLOBAL BOND FD-ADV #616	14,223.	14,223.
TEVA PHARMACEUTICAL INDS LTD ADR	74.	74.
TEXAS INSTRS INC COM	66.	66.
3M CO COM	36.	36.
TIME WARNER INC	98.	98.
TRAVELERS COMPANIES, INC	43.	43.
TREDEGAR CORPORATION COM W/RIGHTS ATTACH	12.	12.
TULLOW OIL PLC ADR	17.	17.
TYSON FOODS INC COM CL A	17.	17.
UDR INC REITS	17.	17.
UNILEVER N V NEW YORK SHS NEW	115.	115.
UNITED TECHNOLOGIES CORP COM	36.	36.
UNITEDHEALTH GRP INC COM	75.	75.
V F CORP COM W/RTS ATTACHED EXP 01/25/20	51.	51.
VANGUARD INFLAT-PROT SECS-ADM #5119	2,196.	2,196.

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

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DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
VENTAS INC-COM	125.	125.
VISA INC-CLASS A SHRS	34.	34.
WAL MART STORES INC COM	32.	32.
WASTE MGMT INC DEL COM	128.	128.
WISCONSIN ENERGY CORP COM	112.	112.
XSTRATA PLC ADR	30.	30.
YPF S.A.-SPONSORED ADR	262.	262.
YAMANA GOLD INC	29.	29.
YUM! BRANDS INC	19.	19.
COVIDIEN PLC	29.	29.
INGERSOLL-RAND PLC	38.	
MONTPELIER RE HOLDINGS LTD	25.	25.
SEADRILL LIMITED	214.	214.
ASGI AGILITY INCOME FUND	2,123.	2,123.
TYCO INTERNATIONAL LTD NEW	37.	37.
FEDERATED TREAS OBL FD 68	3.	3.
WF ADV HERITAGE MM FD-INSTL #3106	98.	98.
	-----	-----
TOTAL	80,641.	80,536.
	=====	=====

FORM 990PF, PART I - OTHER INCOME

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DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----
FEE REBATE	2,035.
RETURN OF UNUSED GRANT	1,000.

TOTALS	3,035.
	=====

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

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	ADJUSTED NET INCOME -----	CHARITABLE PURPOSES -----
TAX PREPARATION FEE (NON-ALLOC	5,029.			5,029.
TOTALS	5,029.	NONE	NONE	5,029.
	=====	=====	=====	=====

FORM 990PF, PART I - TAXES

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
FOREIGN TAXES	99.	99.
FEDERAL TAX PAYMENT - PRIOR YE	88.	
FEDERAL ESTIMATES - PRINCIPAL	901.	
FOREIGN TAXES ON QUALIFIED FOR	547.	547.
FOREIGN TAXES ON NONQUALIFIED	395.	395.
	-----	-----
TOTALS	2,030.	1,041.
	=====	=====

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

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
ADR FEES	82.	82.
TOTALS	82.	82.

FORM 990PF, PART II - CORPORATE STOCK
 =====

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
-----	-----	---
002896207 ABERCROMBIE & FITCH	3,666.	2,930.
023135106 AMAZON COM INC	2,373.	2,077.
099724106 BORG WARNER INC	4,060.	3,506.
189754104 COACH INC	3,788.	3,479.
307000109 FAMILY DLR STORES	4,389.	4,555.
517834107 LAS VEGAS SANDS	4,630.	4,401.
580135101 MCDONALDS CORP	5,266.	6,120.
64110L106 NETFLEX COM	3,977.	3,049.
855244109 STARBUCKS CORP	4,881.	5,613.
85590A401 STARWOOD HOTELS & RE	5,203.	4,797.
887317303 TIME WARNER INC	3,303.	3,361.
918204108 V F CORP	3,537.	3,937.
988498101 YUM BRANDS INC	3,602.	3,895.
191216100 COCA COLA CO	10,203.	10,356.
518439104 ESTEE LAUDE COMPANIE	3,433.	4,156.
494368103 KIMBERLY CLARK CORP	2,947.	3,090.
501044101 KROGER CO	5,112.	4,820.
544147101 LORILLARD INC	2,854.	2,850.
582839106 MEAD JOHNSON NUTRITU	5,087.	5,086.
713448108 PEPSICO INC	3,170.	3,185.
742718109 PROCTER & GAMBLE CO	4,444.	4,603.
902494103 TYSON FOODS INC CL A	3,862.	4,438.
9311420103 WALMART STORES	1,948.	2,211.
500255104 KOHLS CORP	2,993.	3,109.
26875P101 EOG RESOURCES, INC	5,519.	5,221.
637071101 NATIONAL OILWELL VAR	5,092.	4,351.
75281A109 RANGE RES CORP COM	2,651.	2,601.
02581609 AMERICAN EXPRESS	3,107.	2,925.
200340107 COMERICA INC	3,288.	2,580.

FORM 990PF, PART II - CORPORATE STOCK
 =====

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
-----	-----	---
46625H100 JPMORGAN CHASE & CO	4,604.	4,522.
018490102 ALLERGAN INC	4,184.	4,387.
09062X103 BIOGEN IDEC INC	2,928.	2,861.
156782104 CERNER CORP COM	1,545.	1,654.
28176E108 EDWARDS LIFESCIENCES	3,036.	3,323.
302182100 EXPRESS SCRIPTS INC	3,953.	3,352.
452327109 ILLUMINA INC	5,502.	2,438.
478160104 JOHNSON & JOHNSON	4,836.	4,787.
91324P102 UNITEDHEALTH GROUP	4,260.	4,206.
941848103 WATERS CORP	4,651.	3,628.
097023105 BOEING CO	3,682.	3,741.
235851102 DANAHER CORP	3,285.	2,916.
740189105 PRECISION CASTPARTS	6,820.	6,921.
773903109 ROCKWELL AUTOMATION	4,716.	4,476.
858912108 SYNERGYCYCLE INC COM	1,453.	1,403.
907818108 UNION PACIFIC CORP	4,455.	5,403.
913017109 UNITED TECHNOLOGIES	3,308.	2,777.
037833100 APPLE INC	24,539.	25,515.
177376100 ITRIX SYS INC COM	5,686.	4,554.
268648102 E M C CORP MASS	4,350.	3,425.
38259P508 GOOGLE INC	13,733.	14,856.
458140100 INTEL CORP	3,339.	3,516.
48203R104 JUNIPER NETWORKS	3,755.	2,470.
594918104 MICROSOFT CORP	5,894.	6,204.
68389X105 ORACLE CORP	11,249.	8,978.
747525103 QUALCOMM INC	4,880.	4,704.
79466L302 SALESFORCE COM INC	2,991.	2,435.
80004C101 SANDISK CORP COM	3,824.	3,740.
92342Y109 VERIFONE SYSTEMS INC	2,346.	2,131.

FORM 990PF, PART II - CORPORATE STOCK
=====

DESCRIPTION -----	ENDING BOOK VALUE -----	ENDING FMV ---
61166W101 MONSANTO CO NEW	7,679.	7,147.
74005P104 PRAXAIR INC COM	3,157.	3,421.
826552101 SIGMA ALDRICH CORP	3,293.	2,811.
025537101 AMERICAN ELECTRIC PO	3,284.	3,594.
20030N200 COMCAST CORP-SPECIAL	7,979.	7,845.
237194105 DARDEN RESTAURANTS	1,554.	1,504.
372460105 GENUINE PARTS CO	4,008.	4,345.
459902102 INTERNATIONAL GAME T	4,472.	4,162.
500255104 KOHLS CORP	5,247.	4,540.
855030102 STAPLES INC	5,046.	4,445.
887317303 TIMEWARNER	4,243.	4,192.
872540109 TJK COS INC NEW	6,887.	7,875.
194162103 COLGATE PALMOLIVE CO	3,646.	3,788.
13342B105 CAMERON INTL CORP	5,008.	4,771.
20825C104 CONOCOPHILLIPS	4,059.	3,935.
25179M103 DEVON ENERGY CORP	5,180.	3,844.
30231G102 EXXON MOBIL CORP	11,124.	11,104.
637071101 NATIONAL OILWELL VAR	5,362.	4,487.
674599105 OCCIDENTAL PETE CORP	5,807.	5,060.
025816109 AMERICAN EXPRESS CO	4,027.	3,632.
03076C106 AMERIPRISE FINL	6,042.	5,411.
09247X101 BLACKROCK INC	4,834.	4,991.
125581801 CIT GROUP INC	3,038.	2,650.
354613101 FRANKLIN RESOURCES I	3,361.	2,402.
571748102 MARSH & MCLENNAN COS	1,591.	1,581.
59156R108 METLIFE INC	5,761.	4,303.
629491101 NYSE EURONEXT INC	5,928.	4,411.
744320102 PRUDENTIAL FINL	5,660.	4,611.
87236Y108 TD AMERITRADE HLDG C	5,363.	4,241.

FORM 990PF, PART II - CORPORATE STOCK
=====

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
-----	-----	---
89417E109 TRAVELERS COMPANIES	2,980.	3,077.
002824100 ABBOTT ABT	6,730.	7,141.
00817Y108 AETNA INC-NEW	7,002.	6,793.
23918K108 DAVITA INC	8,611.	7,505.
50540R409 LABORATORY CRP	7,420.	6,792.
883556102 THERMO FISHER SCIENT	8,886.	6,161.
91324P102 UNITEDHEALTH GROUP I	6,459.	6,234.
097023105 BOEING CO	8,255.	8,289.
235851102 DANAHER CORP	7,660.	6,915.
244199105 DEERE & CO	3,011.	3,326.
774341101 ROCKWELL COLLINS	4,377.	3,987.
94106L109 WASTE MANAGEMENT INC	6,894.	6,149.
037833100 APPLE INC	5,819.	6,075.
038222105 APPLIED MATERIALS IN	3,355.	2,763.
21935015 CORNING INC	5,166.	3,933.
24702R101 DELL INC	5,671.	4,755.
285512109 ELECTRONIC ARTS	4,720.	4,079.
31620M106 FIDELITY NATL INFORM	4,914.	4,254.
594918104 MICROSOFT CORP	11,319.	10,851.
68389X105 ORACLE CORP	8,532.	6,746.
882508104 TEXAS INSTRUMENTS	7,010.	6,433.
92826C839 VISA INC-CLASS A SHR	8,205.	9,341.
984332106 YAHOO INC COM	4,278.	5,081.
263534109 DE PONT E I DE NEMOU	5,170.	4,303.
460146103 INTERNATIONAL PAPER	3,553.	3,404.
74005P104 PRAXAIR INC COM	9,851.	9,835.
156700106 CENTRUYLINK INC	6,190.	6,287.
67019E107 NSTAR	4,802.	4,931.
976657106 WISCONSIN ENERGY COR	6,910.	7,551.

FORM 990PF, PART II - CORPORATE STOCK

=====

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
-----	-----	---
02553E106 AMERICAN EAGLE OUTFI	1,441.	2,034.
126804301 CABELAS INC	7,720.	7,118.
418056107 HASBRO INC	1,456.	1,180.
817565104 SERVICE CORP INTL	6,021.	5,655.
864159108 STURM RUGER & CO INC	2,401.	3,480.
29266R108 ENERGIZER HOLDINGS	3,495.	3,409.
67018T105 NU SKIN ENTERPRISE	6,280.	7,625.
741511109 PRICESMART INC	6,666.	7,864.
050095108 ATWOOD OCEANICS INC	7,916.	6,685.
49122U000 KINDE MORGAN MGMT	4,500.	5,653.
017175100 ALLEGHANY CORP	2,623.	2,282.
278265103 EATON VANCE CORP	7,556.	6,950.
55262C100 MBIA INC	4,731.	5,505.
87908019 TEJON RANCH	4,576.	3,354.
690732102 OWENS & MINOR INC	2,038.	1,640.
88033G100 TENET HEALTHCARE COR	4,921.	4,145.
014482103 ALEXANDER & BALDWIN	7,077.	5,756.
22025Y407 CORRECTIONS CORP OF	4,704.	4,481.
483548103 KAMAN CORPORATION CO	4,811.	3,606.
498904200 KNOLL INC	1,881.	1,411.
679580100 OLD DOMINION FREIGHT	6,455.	6,931.
894650100 TREDEGAR CORPORATION	5,222.	5,866.
00794108 ADVENT SOFTWARE INC	3,934.	3,532.
594793101 MICREL INC COM	4,220.	4,277.
92046N102 VALUECLICK INC	5,846.	5,148.
012653101 ALBEMARLE CORP	8,261.	7,520.
573284106 MARTIN MARIETTA MATL	2,558.	2,489.
651587107 NEWMARKET CORP	7,051.	8,321.
761152107 RESMED INC	1,878.	1,930.

FORM 990PF, PART II - CORPORATE STOCK
=====

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
-----	-----	---

04315J860 ARTIO GLOBAL HIGH		
693390791 PIMCO LOW DURATION		
693390700 PIMCO TOTAL RETURN		
922031737 VANGURD INFLATION		
693391559 PIMCO EMERGING MRT		
880208400 TEMPLETON GLOBAL		
04.14H709 ARTISAN MID CAP		
38142Y401 GOLDMAN SACHS		
38142Y773 GOLDMAN SACHS		
780905451 ROYCE PREMIER FUND		
77954Q106 T ROWE PRICE BLUE		
87234N849 TCW SMALL CAP		
411511306 HARBOR INTERNATIONAL		
52106N889 LAZARD EMERGING MRK		
44980Q518 ING INTERNATIONAL		
44981V706 ING REAL ESTATE		
722005667 PIMCO COMMODITY		
722005667 PIMCO COMMODITY18641		

TOTALS

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736,818.	702,566.
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FORM 990PF, PART II - OTHER INVESTMENTS
=====

DESCRIPTION	COST/ FMV	ENDING BOOK VALUE	ENDING FMV
-----	C OR F	-----	---
29299D444 THE ENDOWMENT TEI FU	C	200,000.	191,324.
70299RF16 PARTNERS GROUP PRIV	C	100,000.	99,399.
GRA994205 GRAHAM ALT INV FD II	C	175,000.	154,439.
GTY995004 ASGI AGILITY INCOME	C	200,000.	194,146.
RCI991006 RICI LINKED PAM TOTA	C	150,000.	125,508.
38142Y401 GOLDMAN SACHS GROWTH	C	80,889.	86,449.
76628T615 RIDGEWORTH FD- MIDCA	C	100,000.	79,643.
52106N889 LAZARD EMERGING MKT	C	128,089.	155,888.
44980Q518 ING INTERNATIONAL RE	C	60,000.	63,932.
44981V706 ING REAL ESTATE FUND	C	147,877.	159,269.
46625H365 JP MORGAN ALERIAN ML	C	50,066.	53,077.
04315J860 ARTIO GLOBAL HIGH IN	C	190,501.	171,506.
693390791 PIMCO LOW DURATION	C		
693390700 PIMCO TOTAL RTN	C	416,330.	424,532.
72201F516 PIMCO EMERGING LOCAL	C	120,000.	109,836.
880208400 TEMPLETON GLO	C	220,000.	208,033.
N07059186 ASML HOLDINGS NVONY	C	3,798.	3,761.
055434203 BG GROUP PLC - ADR	C	3,057.	2,889.
G2554F113 COVIDIEN PLC	C	3,582.	3,106.
806857108 SCHLUMBERGER LTD	C	8,837.	7,309.
H89128104 TYCO INTERNATIONAL	C	3,518.	3,457.
92276F100 VENTAS INC COM	C	6,381.	6,340.
G47791101 INGERSOLL-RAND PLC	C	6,478.	4,845.
G62185106 MONTPELIER RE HOLDIN	C	4,610.	4,491.
G9618E107 WHITE MOUNTAINS INS	C	3,836.	4,081.
32054K103 FIRST INDL RLTY TR	C	3,232.	2,762.
41902R103 HATTERAS FINANCIAL C	C	3,656.	3,323.
902653104 UDR INC	C	3,648.	3,439.
928662402 VOLKSWAGEN AG PFD	C	5,173.	4,721.

FORM 990PF, PART II - OTHER INVESTMENTS

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DESCRIPTION	COST/ FMV	C OR F	ENDING	
			BOOK VALUE	FMV
-----	-----	-----	-----	-----
000375204 ABB LTD - ADR	C		4,304.	3,182.
03485P201 ANGLO AMERN PLC	C		7,554.	6,098.
03524A108 ANHEUSER - BUSCH INB	C		8,208.	8,722.
05382A104 AVIVA PLC	C		4,503.	3,580.
066011206 BANK YOKOHAMA LTD	C		7,467.	6,901.
06738E204 BARCLAYS PLC - ADR	C		5,276.	4,077.
055434203 BG GROUP PLC - ADR	C		7,467.	7,062.
108441205 BRIDGESTONE CORP	C		6,656.	5,940.
111013108 BRITISH SKY BROADCASTS	C		5,904.	6,024.
13806309 CANON INC - ADR	C		5,720.	5,329.
166744201 CHEUNG KONG HOLDING	C		7,280.	6,850.
191085208 COCA-COLA AMATIL	C		5,890.	5,716.
225401108 CREDIT SUISSE GROUP	C		4,100.	2,794.
23304Y100 DBS GROUP HOLDINGS	C		7,676.	5,738.
25157Y202 DEUTSCHE POST AG	C		4,704.	4,071.
268780103 E.ON AGA - ADR	C		5,615.	4,813.
273202101 EAST JAPAN RAILWAY C	C		11,050.	11,213.
294821608 ERICSSON LM TELEPHON	C		5,483.	3,860.
34959F106 FORTUM OYJ	C		6,099.	5,026.
358029106 FRESENIUS MEDICAL	C		10,380.	9,789.
362607301 GAFISA SA	C		3,941.	2,056.
37733W105 GLAXOSMITHKLINE PLC	C		6,965.	7,483.
42550U109 HENKEL AG AND CO	C		5,863.	5,052.
433578507 HITACHI LIMITED	C		4,488.	3,963.
4381285308 HONDA MOTOR CO., LT	C		9,915.	7,271.
404280406 HSBC - ADR	C		7,835.	6,096.
453142101 IMPERIAL TOBACCO	C		9,491.	10,548.
456837103 ING GROEP N.V. - ADR	C		7,722.	5,743.
46115H107 INTESA SANPAOLO-SPON	C		5,317.	4,553.

FORM 990PF, PART II - OTHER INVESTMENTS

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DESCRIPTION	COST/ FMV	ENDING BOOK VALUE	ENDING FMV
-----	C OR F	-----	---
48241A105 KB FINANCIAL GROUP	C	7,893.	5,390.
492051305 KEPPEL LTD	C	7,968.	6,493.
500467402 KONINKLIJKE AHOLD	C	5,024.	5,124.
606783207 MITSUBISHI ESTATE	C	4,377.	3,574.
636274300 NATIONAL GRID PLC	C	7,679.	7,757.
641069406 NESTLE S.A. REGISTER	C	6,504.	6,060.
654624105 NIPPON TELEGRAPH AND	C	7,630.	7,776.
66987V109 NOVARTIS AG - ADR	C	7,776.	7,089.
686330101 ORIX CORPORATION	C	5,918.	4,840.
705015105 PEARSON PLC - ADR	C	5,320.	5,397.
74435K204 PRUDENTIAL PLC - ADR	C	7,623.	6,909.
758205207 REED ELSEVIER PLC	C	5,583.	5,033.
786584102 SAFRAN SA	C	6,855.	5,557.
803054204 SAP AG - ADR	C	5,850.	5,295.
G7945E105 SEADRILL LIMITED	C	4,512.	4,214.
827084864 SILICONWARE PRECISIO	C	3,567.	3,109.
83175M205 SMITH & NEPHEW PLC -	C	3,145.	2,841.
83238P203 SMITH GROUP PLC - AD	C	3,367.	2,646.
83546A104 SONIC HEALTHCARE	C	5,429.	5,451.
865613103 SUMITOMO CORP	C	8,195.	8,019.
870195104 SWEDBANK AB	C	7,435.	6,438.
87160A100 SYNGENTA AG -ADR	C	6,913.	6,130.
87927Y102 TELCOM ITALIA SPA	C	2,223.	1,906.
87944W105 TELENOR ASA	C	9,618.	9,608.
881575302 TESCO PLC - ADR	C	6,229.	6,142.
881624209 TEVA PHARMACEUTICAL	C	8,460.	7,305.
484602305 THE KANSAI ELECTRIC	C	5,298.	4,443.
89151E109 TOT S.A. - ADR	C	5,546.	5,622.
899415202 TULLOW OIL PLC	C	7,260.	7,157.

FORM 990PF, PART II - OTHER INVESTMENTS

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DESCRIPTION	COST/ FMV	ENDING BOOK VALUE	ENDING FMV
-----	C OR F	-----	----
904784709 UNILEVER N.V. ADR	C	5,776.	6,152.
927320101 VINCI SA	C	4,038.	3,052.
92857W209 VODAFONE GROUP	C	9,307.	10,007.
98418K105 XSTRATA PLC	C	6,994.	5,082.
98462Y100 YAMANA GOLD INC	C	7,026.	7,418.
984245100 YPF SOCIEDAD ANONIMA	C	6,596.	5,410.
25264Z833 DIAMOND HILL LONG	C		
448108100 HUSSMAN STRATEGIC	C		
693390304 PIMCO LOW DURATION F	C	102,658.	100,742.
72369B406 PIONEER HIGH YIELD F	C		
949917538 WELLS FARGO ADVANTAG	C		
957663107 WESTERN ALLET LIMITE	C		
261980494 DREYFUS EMERGING MKT	C		
693390882 PIMCO FOREIGN BOND F	C		
025083320 AMERICAN CENTURY SM	C		
89155H256 TOUCHSTONE SMALL CAP	C		
784924425 SSGA EMERGING MKT	C		
ASGI MESIROW INSIGHT TEI	C		
AURORA DIVERSIFIED II	C		
GRAHAM ALTERNATIVE INVEST	C		
CB RICHARD ELLIS REALTY	C		
722005667 PIMCO COMMODITY REAL	C		

TOTALS

2,913,023.

2,802,243.

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FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES
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DESCRIPTION -----	AMOUNT -----
MUTUAL FUND TAX EFFECTIVE DATE BEFORE TYE	20,093.
ROC BASIS ADJUSTMENT	3,737.
ROUNDING	8.

TOTAL	23,838.
	=====

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

DESCRIPTION -----	AMOUNT -----
MUTUAL FUND POSTING DATE AFTER TYE	10,308.
DISALLOWED WASH SALES	4,499.

TOTAL	14,807.
	=====

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

OFFICER NAME:

WELLS FARGO BANK NA

ADDRESS:

1525 W WT HARRIS BLVD

CHARLOTTE, NC 28288

TITLE:

Trustee

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 40

COMPENSATION 35,989.

TOTAL COMPENSATION:

35,989.

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RECIPIENT NAME:

WELLS FARGO BANK, NA

ADDRESS:

3280 PEACHTREE RD NE

ATLANTA, GA 30305

RECIPIENT'S PHONE NUMBER: 336-747-8185

FORM, INFORMATION AND MATERIALS:

NONE

SUBMISSION DEADLINES:

NONE

RESTRICTIONS OR LIMITATIONS ON AWARDS:

NO GRANTS MADE TO INDIVIDUALS

RECIPIENT NAME:
TRIANGLE CLUB INC
ADDRESS:
702 LAKESHORE CIRCLE
ATLANTA, GA 30324
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
CONTRIBUTION
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID 500.

RECIPIENT NAME:
METRO ATLANTA RECOVERY
RESIDENCES
ADDRESS:
2815 CLEARVIEW PLACE
DORAVILLE, GA 30340
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
CONTRIBUTION
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:
THE BASCOM
ADDRESS:
PO BOX 766
HIGHLANDS, NC 28741
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
CONTRIBUTION
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:
WESTMINSTER SCHOOLS INC
ADDRESS:
1424 W PACES FERRY ROAD
ATLANTA, GA 30327
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
CONTRIBUTION
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:
VISITING NURSE
HOSPICE ATLANTA
ADDRESS:
5775 GLENRIDGE DRIVE
ATLANTA, GA 30328
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
CONTRIBUTION
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:
FIRST PRESBYTERIAN CHURCH
ADDRESS:
1328 PEACHTREE STREET
ATLANTA, GA 30309
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
CONTRIBUTION
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID 111,000.

RECIPIENT NAME:
THE LOVETT SCHOOL
ADDRESS:
4075 PACES FERRY ROAD NW
ATLANTA, GA 30327
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
CONTRIBUTION
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID 1,500.

RECIPIENT NAME:
HIGH MUSEUM OF ART
ADDRESS:
1280 PEACHTREE ST NE
ATLANTA, GA 30309
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
CONTRIBUTION
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID 1,750.

RECIPIENT NAME:
CENTER FOR PUPPETRY
ARTS INC
ADDRESS:
1404 SPRING STREET NW
ATLANTA, GA 30309
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
CONTRIBUTION
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID 500.

RECIPIENT NAME:
HISTORICAL OAKLAND
FOUNDATION
ADDRESS:
248 OAKLAND AVE, S.E.
ATLANTA, GA 30312
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:
ATLANTA BOTANICAL
GARDEN
ADDRESS:
1345 PIEDMONT AVE
ATLANTA, GA 30309
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID 33,000.

RECIPIENT NAME:
ARTHRITIS FOUNDATION
ADDRESS:
1330 W PEACHTREE STREET
ATLANTA, GA 30309
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
CONTRIBUTION
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:
GEORGE WEST MENTAL
HEALTH FDN
ADDRESS:
1961 NORTH DAVID HILLS ROAD
ATLANTA, GA 30329
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
CONTRIBUTION
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID 6,500.

RECIPIENT NAME:
PATH FOUNDATION
ADDRESS:
PO BOX 14327
ATLANTA, GA 30324
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
CONTRIBUTION
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:
CANINE ASSISTANTS
ADDRESS:
3160 FRANCIS ROAD
ALPHARETTA, GA 30004
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
CONTRIBUTION
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:
MOUNT VERNON PRESBYTERIAN
SCHOOL
ADDRESS:
471 MT VERNON HIGHWAY
ATLANTA, GA 03028
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
CONTRIBUTION
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID 500.

RECIPIENT NAME:
GOLDEN RETRIEVER RESCUE
OF ATLANTA
ADDRESS:
PO BOX 3907
PEACHTREE CITY, GA 30269
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
CONTRIBUTION
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:
CHILDRENS HEALTHCARE OF
ATLANTA
ADDRESS:
1584 TULLIE CIRCLE NE
ATLANTA, GA 30329
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
CONTRIBUTION
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:
UNIVERSITY OF GEORGIA
ADDRESS:
394 S MILLEDGE AVENUE
ATHENS, GA 30602
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
CONTRIBUTION
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:
ST JUDES RECOVERY CENTER
INC
ADDRESS:
139 RENAISSANCE PKWY NE
ATLANTA, GA 03008
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
CONTRIBUTION
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID 10,000.

RECIPIENT NAME:
THE SALVATION ARMY
ADDRESS:
1424 NORTHEAST EXPY
ATLANTA, GA 30329
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
CONTRIBUTION
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID 500.

RECIPIENT NAME:

PROSTATE CANCER FDN

ADDRESS:

1250 FOURTH STREET

SANTA MONICA, CA 90401

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

CONTRIBUTION

FOUNDATION STATUS OF RECIPIENT:

PUBLIC CHARITY

AMOUNT OF GRANT PAID 3,000.

TOTAL GRANTS PAID:

191,750.

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

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
ABBOTT LABS W/RIGHTS ATTACHED EXP 11/10/	61.	61.
ABERCROMBIE & FITCH CO CL A	11.	11.
AETNA INC-NEW COM	24.	24.
ALBEMARLE CORP COM	12.	12.
ALEXANDER & BALDWIN INC COM	89.	89.
ALLEGHENY TECHNOLOGIES INC COM	12.	12.
ALLERGAN INC COM W/RIGHTS ATTACHED EXP 2	5.	5.
AMERICAN ELEC PWR CO INC COM	81.	81.
AMERICAN EAGLE OUTFITTERS INC NEW COM	15.	15.
AMERICAN EXPRESS CO COM	18.	18.
AMERIPRISE FINANCIAL INC	69.	69.
ANGLO AMERN PLC ADR	29.	29.
APPLIED MATERIALS INC COM W/RIGHTS ATTAC	41.	41.
ARTIO GLOBAL HIGH INCOME-I #1525	14,280.	14,280.
BG GROUP PLC- SPON ADR ISIN US0554342032	46.	46.
BAKER HUGHES INC COM	8.	8.
BANK YOKOHAMA LTD JAPAN ADR	95.	95.
BARCLAYS PLC PLC ADR	49.	49.
BLACKROCK INC	77.	77.
BOEING CO COM	137.	137.
BRITISH SKY BROADCASTING ADR	121.	121.
CME GROUP INC	14.	14.
CANADIAN NAT RES LTD COM CN\$	9.	9.
CENTURYTEL INC COM	218.	218.
COACH INC COM W/RTS ATTACHED EXP 5/2/201	13.	13.
COCA-COLA CO COM	161.	161.
COLGATE-PALMOLIVE CO COM	48.	48.
COMCAST CORP NEW CL A SPL	45.	45.
COMERICA INC COM RT EXPS 07/01/2006	10.	10.
CONOCOPHILLIPS COM	28.	28.
CORNING INC COM W/RTS EXP 07/15/2006	38.	38.
DBS GRP HLDGS SPONSORED ADR	180.	180.