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

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

OMB No 1545-0052

2011

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

Name of foundation
REDBIRD FOUNDATION

A Employer identification number
62-1591527

Number and street (or P O box number if mail is not delivered to street address)
4624 CHAMBLISS AVENUE

Room/suite

B Telephone number (see the instructions)
(865) 588-6250

City or town
KNOXVILLE

State TN ZIP code 37919

C If exemption application is pending, check here ► ☐

G Check all that apply: ☐ Initial return ☐ Initial Return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change

D 1 Foreign organizations, check here ► ☐

2 Foreign organizations meeting the 85% test, check here and attach computation ► ☐

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

E If private foundation status was terminated under section 507(b)(1)(A), check here ► ☐

I Fair market value of all assets at end of year *(from Part II, column (c), line 16)* ► $ 7,075,004.

J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) *(Part I, column (d) must be on cash basis)*

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))*

	Line	**(a)** Revenue and expenses per books	**(b)** Net investment income	**(c)** Adjusted net income	**(d)** Disbursements for charitable purposes (cash basis only)
REVENUE	1 Contributions, gifts, grants, etc, received (att sch)				
	2 Ck ► ☒ if the foundn is **not** req to att Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	156,874.	156,874.		
	5a Gross rents				
	b Net rental income or (loss)		L-6a Stmt		
	6a Net gain/(loss) from sale of assets not on line 10	245,557.			
	b Gross sales price for all assets on line 6a 2,164,364.				
	7 Capital gain net income (from Part IV, line 2)		245,557.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit/(loss) (att sch)				
	11 Other income (attach schedule) See Line 11 Stmt	27,764.			
	12 **Total.** Add lines 1 through 11	430,195.	402,431.		
OPERATING AND ADMINISTRATIVE EXPENSES	13 Compensation of officers, directors, trustees, etc				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach sch) L-16b Stmt	10,931.	10,931.		
	c Other prof fees (attach sch) L-16c Stmt	58,200.	58,200.		
	17 Interest				
	18 Taxes (attach schedule)(see instrs) See Line 18 Stmt	11,095.	2,620.		
	19 Depreciation (attach sch) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings	1,370.			
	22 Printing and publications				
	23 Other expenses (attach schedule) See Line 23 Stmt	6,970.			
	24 **Total operating and administrative expenses.** Add lines 13 through 23	88,566.	71,751.		
	25 Contributions, gifts, grants paid	430,278.			430,278.
	26 **Total expenses and disbursements.** Add lines 24 and 25	518,844.	71,751.		430,278.
	27 Subtract line 26 from line 12:				
	a **Excess of revenue over expenses and disbursements**	-88,649.			
	b **Net investment income** (if negative, enter -0-)		330,680.		
	c **Adjusted net income** (if negative, enter -0-)				

SCANNED JUL 12 2012

RECEIVED JUL 13 2012 OGDEN, UT IRS-OSC

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 (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
ASSETS	1 Cash – non-interest-bearing	0.	7,163.	7,163.
	2 Savings and temporary cash investments	250,525.	196,445.	196,445.
	3 Accounts receivable ►			
	Less allowance for doubtful accounts ►			
	4 Pledges receivable ►			
	Less allowance for doubtful accounts ►			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach sch) ►			
	Less allowance for doubtful accounts ►			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments – U S and state government obligations (attach schedule) L-10a Stmt	1,389,831.	1,656,263.	1,786,165.
	b Investments – corporate stock (attach schedule) L-10b Stmt	4,309,018.	3,923,870.	4,189,389.
	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) L-13 Stmt	899,480.	976,464.	895,842.
	14 Land, buildings, and equipment basis ►			
	Less accumulated depreciation (attach schedule) ►			
	15 Other assets (describe ►)			
	16 Total assets (to be completed by all filers – see the instructions Also, see page 1, item I)	6,848,854.	6,760,205.	7,075,004.
LIABILITIES	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, & other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ►)			
	23 Total liabilities (add lines 17 through 22)			
NET ASSETS OR FUND BALANCES	Foundations that follow SFAS 117, check here ► [X] and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted	6,848,854.	6,760,205.	
	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			
	28 Paid-in or capital surplus, or land, building, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 Total net assets or fund balances (see instructions)	6,848,854.	6,760,205.	
	31 Total liabilities and net assets/fund balances (see instructions)	6,848,854.	6,760,205.	

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	6,848,854.
2	Enter amount from Part I, line 27a	2	-88,649.
3	Other increases not included in line 2 (itemize) ►	3	
4	Add lines 1, 2, and 3	4	6,760,205.
5	Decreases not included in line 2 (itemize) ►	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 30	6	6,760,205.

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shares MLC Company)	(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1a	SECURITIES	P	Various	Various
b	WESTWOOD GLOBAL INVESTMENTS, LLC	P	Various	Various
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	2,124,788.		1,918,807.	205,981.
b	39,576.		0.	39,576.
c				
d				
e				

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

	(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	(l) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
a	0.	0.	0.	205,981.
b	0.	0.	0.	39,576.
c				
d				
e				

2	Capital gain net income or (net capital loss) — If gain, also enter in Part I, line 7; If (loss), enter -0- in Part I, line 7	2	245,557.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6). If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8	3	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (column (b) divided by column (c))
2010	325,000.	7,268,003.	0.044717
2009	404,078.	6,491,479.	0.062247
2008	432,949.	8,062,791.	0.053697
2007	429,440.	9,340,088.	0.045978
2006	377,000.	8,567,138.	0.044005

2	**Total** of line 1, column (d)	2	0.250644
3	Average distribution ratio for the 5-year base period — divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.050129
4	Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	6,052,603.
5	Multiply line 4 by line 3	5	303,411.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	3,307.
7	Add lines 5 and 6	7	306,718.
8	Enter qualifying distributions from Part XII, line 4	8	430,278.

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)

1 a Exempt operating foundations described in section 4940(d)(2), check here ► ☐ and enter 'N/A' on line 1. Date of ruling or determination letter ________ (attach copy of letter if necessary — see instrs)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► [X] and enter 1% of Part I, line 27b		1	3,307.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		2	0.
3 Add lines 1 and 2		3	3,307.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	0.
5 **Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-		5	3,307.
6 Credits/Payments			
a 2011 estimated tax pmts and 2010 overpayment credited to 2011	6a 3,200.		
b Exempt foreign organizations — tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c 1,520.		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments Add lines 6a through 6d		7	4,720.
8 Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached		8	
9 **Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ►		9	
10 **Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ►		10	1,413.
11 Enter the amount of line 10 to be **Credited to 2012 estimated tax** ► 1,413.	**Refunded** ►	11	

Part VII-A Statements Regarding Activities

		Yes	No
1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)?	1b		X
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.			
c Did the foundation file **Form 1120-POL** for this year?	1c		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.*	2		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*	3		X
4a Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b If 'Yes,' has it filed a tax return on **Form 990-T** for this year?	4b		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If 'Yes,' attach the statement required by General Instruction T*	5		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?	6	X	
7 Did the foundation have at least $5,000 in assets at any time during the year? *If 'Yes,' complete Part II, column (c), and Part XV*	7	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ► TN - Tennessee			
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*	8b	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*	9		X
10 Did any persons become substantial contributors during the tax year? *If 'Yes,' attach a schedule listing their names and addresses*	10		X

Part VII-A Statements Regarding Activities *(continued)*

			Yes	No
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 ► B RAY THOMPSON, JR. Telephone no ► (865) 588-6250

Located at ► 4624 CHAMBLISS AVENUE, KNOXVILLE, TN ZIP + 4 ► 37919

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 |

			Yes	No
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		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
1 a	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		
	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? If 'Yes,' list the years ► 20__ , 20__ , 20__ , 20__	☐ Yes ☒ No			
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		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ► 20__ , 20__ , 20__ , 20__ .				
3 a	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		
4 a	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

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

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

b If any answer is 'Yes' to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)? — 5b

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? — 6b — No: X

If 'Yes' to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No

b If 'Yes,' did the foundation receive any proceeds or have any net income attributable to the transaction? — 7b

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
B RAY THOMPSON ,JR. 4624 CHAMBLISS AVENUE, KNOXVILLE, TN 37919-5118	DIRECTOR/PRESIDENT 0.00	0.	0.	0.
JUANNE J. THOMPSON 4624 CHAMBLISS AVENUE, KNOXVILLE, TN 37919-5118	DIRECTOR/SECRETARY 0.00	0.	0.	0.
CATHERINE VANCE THOMPSON 4624 CHAMBLISS AVENUE, KNOXVILLE, TN 37919-5118	DIRECTOR 0.00	0.	0.	0.
See Information about Officers, Directors, Trustees, Etc		0.	0.	0.

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

(a) Name and address of each employee paid more than $50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				
0				
0				
0				
0				

Total number of other employees paid over $50,000 ► None

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
THE McGRAW HILL COMPANY PO BOX 2258 CAROL STREAM IL 60132	SCHOOL BOOKS	417,596.
Total number of others receiving over $50,000 for professional services ►		1

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 PUBLIC SCHOOL INITIATIVES (SEE SCHEDULE ATTACHED)	430,278.
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 N/A	0.
2	
All other program-related investments. See instructions 3	
Total. Add lines 1 through 3 ►	None

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	5,898,390.
b Average of monthly cash balances		1b	246,385.
c Fair market value of all other assets (see instructions)		1c	
d Total (add lines 1a, b, and c)		1d	6,144,775.
e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e		
2 Acquisition indebtedness applicable to line 1 assets		2	
3 Subtract line 2 from line 1d		3	6,144,775.
4 Cash deemed held for charitable activities Enter 1-1/2% of line 3 (for greater amount, see instructions)		4	92,172.
5 **Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4		5	6,052,603.
6 **Minimum investment return.** Enter 5% of line 5		6	302,630.

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	302,630.
2a Tax on investment income for 2011 from Part VI, line 5	2a	3,307.		
b Income tax for 2011. (This does not include the tax from Part VI)	2b			
c Add lines 2a and 2b			2c	3,307.
3 Distributable amount before adjustments Subtract line 2c from line 1			3	299,323.
4 Recoveries of amounts treated as qualifying distributions			4	
5 Add lines 3 and 4			5	299,323.
6 Deduction from distributable amount (see instructions)			6	
7 **Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1			7	299,323.

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	430,278.
b Program-related investments — total from Part IX-B	1b	0.
2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc, purposes	2	
3 Amounts set aside for specific charitable projects that satisfy the a Suitability test (prior IRS approval required)	3a	
b Cash distribution test (attach the required schedule)	3b	
4 **Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	430,278.
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	3,307.
6 **Adjusted qualifying distributions.** Subtract line 5 from line 4	6	426,971.

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					299,323.
2 Undistributed income, if any, as of the end of 2011.					
a Enter amount for 2010 only				352,296.	
b Total for prior years 20___, 20___, 20___					
3 Excess distributions carryover, if any, to 2011:					
a From 2006	126.				
b From 2007	0.				
c From 2008	0.				
d From 2009	0.				
e From 2010	0.				
f **Total** of lines 3a through e		126.			
4 Qualifying distributions for 2011 from Part XII, line 4: ► $ 430,278.					
a Applied to 2010, but not more than line 2a				352,296.	
b Applied to undistributed income of prior years (Election required – see instructions)					
c Treated as distributions out of corpus (Election required – see instructions)					
d Applied to 2011 distributable amount					77,982.
e Remaining amount distributed out of corpus		0.			
5 Excess distributions carryover applied to 2011 *(If an amount appears in column (d), the same amount must be shown in column (a).)*					
6 **Enter the net total of each column as indicated below:**					
a Corpus Add lines 3f, 4c, and 4e Subtract line 5		126.			
b Prior years' undistributed income Subtract line 4b from line 2b			0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed					
d Subtract line 6c from line 6b. Taxable amount – see instructions			0.		
e Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount – see instructions				0.	
f Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2012					221,341.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)					
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)		126.			
9 **Excess distributions carryover to 2012.** Subtract lines 7 and 8 from line 6a		0.			
10 Analysis of line 9.					
a Excess from 2007	0.				
b Excess from 2008	0.				
c Excess from 2009	0.				
d Excess from 2010	0.				
e Excess from 2011	0.				

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

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

b Check box to indicate whether the foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

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

Part XV Supplementary Information (Complete this part only if the organization 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).)

NONE

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

NONE

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

Check here ► [X] 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

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

c Any submission deadlines

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SEE SCHEDULE ATTACHED	NONE	PUBLIC SCHOOLS	PUBLIC SCHOOL INITIATIVE	430,278.
Total			► 3a	430,278.
b *Approved for future payment*				
Total			► 3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income (See instructions)
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	156,874.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	245,557.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue					
a LITIGATION SETTLEMENT INCOME			14	705.	
b WESTWOOD GLOBAL PARTNERSHIP			18	26,959.	
c OTHER			14	100.	
d					
e					
12 Subtotal Add columns (b), (d), and (e)				430,195.	

13 **Total.** Add line 12, columns (b), (d), and (e) 13 430,195.

(See worksheet in line 13 instructions to verify calculations)

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

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

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

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of			
	(1) Cash	1 a (1)		X
	(2) Other assets	1 a (2)		X
b	Other transactions			
	(1) Sales of assets to a noncharitable exempt organization	1 b (1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1 b (2)		X
	(3) Rental of facilities, equipment, or other assets	1 b (3)		X
	(4) Reimbursement arrangements	1 b (4)		X
	(5) Loans or loan guarantees	1 b (5)		X
	(6) Performance of services or membership or fundraising solicitations	1 b (6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1 c		X

d If the answer to any of the above is 'Yes,' complete the following schedule Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements

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

b If 'Yes,' complete the following schedule

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

Sign Here

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

Signature of officer or trustee: [signature] Date: 6·28·12 Title: Director/Chairman

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☒ if self-employed	PTIN
ROBERT A BROWN	ROBERT A BROWN	6/16/2012		P00410324

Firm's name ► ROBERT A. BROWN, CPA — Firm's EIN ► 62-1613402

Firm's address ► P.O. BOX 2468, KNOXVILLE TN 37901-2607 — Phone no (865) 522-8693

TEEA0503 07/15/11

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

Name	Employer Identification Number
REDBIRD FOUNDATION	62-1591527

Asset Information:

Description of Property: SECURITES (SEE ATTACHED)
Date Acquired: various — How Acquired: Purchased
Date Sold: various — Name of Buyer:
Sales Price: 2,124,788. — Cost or other basis (do not reduce by depreciation): 1,918,807.
Sales Expense: — Valuation Method:
Total Gain (Loss): 205,981. — Accumulation Depreciation:

Description of Property: WESTWOOD GLOBAL INVESTMENTS, LLC -SCHEDULE K-1
Date Acquired: Various — How Acquired: Purchased
Date Sold: Various — Name of Buyer:
Sales Price: 39,576. — Cost or other basis (do not reduce by depreciation): 0.
Sales Expense: — Valuation Method:
Total Gain (Loss): 39,576. — Accumulation Depreciation:

Description of Property:
Date Acquired: — How Acquired:
Date Sold: — Name of Buyer:
Sales Price: — Cost or other basis (do not reduce by depreciation):
Sales Expense: — Valuation Method:
Total Gain (Loss): — Accumulation Depreciation:

Description of Property:
Date Acquired: — How Acquired:
Date Sold: — Name of Buyer:
Sales Price: — Cost or other basis (do not reduce by depreciation):
Sales Expense: — Valuation Method:
Total Gain (Loss): — Accumulation Depreciation:

Description of Property:
Date Acquired: — How Acquired:
Date Sold: — Name of Buyer:
Sales Price: — Cost or other basis (do not reduce by depreciation):
Sales Expense: — Valuation Method:
Total Gain (Loss): — Accumulation Depreciation:

Description of Property:
Date Acquired: — How Acquired:
Date Sold: — Name of Buyer:
Sales Price: — Cost or other basis (do not reduce by depreciation):
Sales Expense: — Valuation Method:
Total Gain (Loss): — Accumulation Depreciation:

Description of Property:
Date Acquired: — How Acquired:
Date Sold: — Name of Buyer:
Sales Price: — Cost or other basis (do not reduce by depreciation):
Sales Expense: — Valuation Method:
Total Gain (Loss): — Accumulation Depreciation:

Description of Property:
Date Acquired: — How Acquired:
Date Sold: — Name of Buyer:
Sales Price: — Cost or other basis (do not reduce by depreciation):
Sales Expense: — Valuation Method:
Total Gain (Loss): — Accumulation Depreciation:

Form 990-PF, Page 1, Part I, Line 11
Line 11 Stmt

Other income:	Rev/Exp Book	Net Inv Inc	Adj Net Inc
LITIGATION SETTLEMENT INCOME	705.		
WESTWOOD GLOBAL PARTNERSHIP	26,959.		
OTHER	100.		
Total	27,764.		

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

Taxes	Rev/Exp Book	Net Inv Inc	Adj Net Inc	Charity Disb
FEDERAL TAX	8,155.			
FOREIGN TAX	2,620.	2,620.		
STATE ANNUAL REPORT	20.			
LICENSES	300.			
Total	11,095.	2,620.		

Form 990-PF, Page 1, Part I, Line 23
Line 23 Stmt

Other expenses.	Rev/Exp Book	Net Inv Inc	Adj Net Inc	Charity Disb
OFFICE EXPENSE	1,897.			
CASUAL LABOR	4,994.			
BANK CHARGES	79.			
Total	6,970.			

Form 990-PF, Page 6, Part VIII, Line 1
Information about Officers, Directors, Trustees, Etc.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation **(If not paid, enter -0-)**	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Person [X] Business [ ] ADELLA SANDS THOMPSON 4624 CHAMBLISS AVENUE, KNOXVILLE, TN 37919-5118	VICE-PRESIDENT 0.00	0.	0.	0.
Person [X] Business [ ] B RAY THOMPSON III 4624 CHAMBLISS AVENUE, KNOXVILLE, TN 37919-5118	DIRECTOR 0.00	0.	0.	0.
Person [X] Business [ ] SARAH THOMPSON TARVER 4624 CHAMBLISS AVENUE, KNOXVILLE, TN 37919-5118	DIRECTOR 0.00	0.	0.	0.
Person [X] Business [ ] REBEKAH THOMPSON PALMER 4624 CHAMBLISS AVENUE, KNOXVILLE, TN 37919-5118	DIRECTOR 0.00	0.	0.	0.

Form 990-PF, Page 6, Part VIII, Line 1 Continued
Information about Officers, Directors, Trustees, Etc.

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

Form 990-PF, Page 1, Part I
Line 16b - Accounting Fees

Name of Provider	Type of Service Provided	Amount Paid Per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ROBERT A BROWN CPA	ACCOUNTING	7,931.	7,931.		
THRESHOLD GROUP	ACCOUNTING	3,000.	3,000.		
Total		10,931.	10,931.		

Form 990-PF, Page 1, Part I
Line 16c - Other Professional Fees

Name of Provider	Type of Service Provided	Amount Paid Per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
THRESHOLD GROUP	INVESTMENT FEES	11,728.	11,728.		
MCDONNELL	INVESTMENT FEES	3,033.	3,033.		
RUSSELL	INVESTMENT FEES	16,854.	16,854.		
CUSTODY FEES	INVESTMENT FEES	4,124.	4,124.		
WESTWOOD	INVESTMENT FEES	12,232.	12,232.		
HARDING LOEVNER	INVESTMENT FEES	10,229.	10,229.		
Total		58,200.	58,200.		

Form 990-PF, Page 2, Part II, Line 10a
L-10a Stmt

Line 10a - Investments - US and State Government Obligations:	End of Year State and Local Obligations Book Value	State and Local Obligations FMV	End of Year US Government Obligations Book Value	US Government Obligations FMV
US GOVERNMENT AGENCIES			1,221,494.	1,273,082.
US TREASURY NOTES			434,769.	513,083.
Total			1,656,263.	1,786,165.

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

Line 10b - Investments - Corporate Stock:	End of Year Book Value	End of Year Fair Market Value
CHARLES SCHWAB - HARDING LOEVNER ACCOUNT	1,070,692.	1,096,162.
CHARLES SCHWAB - MFO ACCOUNT	1,113,729.	922,078.
CHARLES SCHWAB - BROAD CAP MIX ACCOUNT	1,739,449.	2,171,149.
Total	3,923,870.	4,189,389.

Form 990-PF, Page 2, Part II, Line 13
L-13 Stmt

Line 13 - Investments - Other:	End of Year Book Value	End of Year Fair Market Value
WESTWOOD GLOBAL INVESTMENTS, LLC	976,464.	895,842.
Total	976,464.	895,842.

Supporting Statement of:

Form 990-PF, p1/Line 21(a)

Description	Amount
MEETING EXPENSE	600.
TRAVEL REIMBURSEMENT	770.
Total	1,370.

Supporting Statement of:

Form 990-PF, p1/Line 23(a)-1

Description	Amount
PRINTING EXPENSE	804.
OFFICE SUPPLIES AND EXPENSE	1,093.
Total	1,897.

Redbird Foundation 62-1591527
2011- Form 990 –PF
Page 7, Part IX and
Page 11, Part XV – Public School Initiative

During 2011, the Redbird Foundation began a public school initiative focusing on reading improvement for certain elementary grades composed of students from school systems located in Southeastern Kentucky and Southwestern Virginia. The reading goal is for at least 90 percent of students to read at grade level upon completion of the third grade.

Program costs consist of the following:

Educational materials, books and curriculum	$417,596
Reading and educational consultant	12,682
Total costs	$430,278

charles SCHWAB
INSTITUTIONAL

Schwab One® Account of
REDBIRD FOUNDATION
MGR: HARDING LOEVNER

62-1591527

Account Number
4703-1275

Report Period
September 27 - December 31, 2011

2011 Year-End Schwab Gain/Loss Report

Realized Gain or (Loss)

Accounting Method: High Cost

Short-Term	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
ADMIRAL GROUP ADR FUNSPONSORED ADR 1 ADR REPS 1: AMIGY	550.0000	01/20/11	11/04/11	$10,430.77	$14,421.77 [a]	($3,991.00)
Security Subtotal				**$10,430.77**	**$14,421.77**	**($3,991.00)**
ENCANA CORPORATION F: ECA	160.0000	01/28/11	11/16/11	$3,165.38	$5,114.16 [a]	($1,948.78)
Security Subtotal				**$3,165.38**	**$5,114.16**	**($1,948.78)**
Total Short-Term				**$13,596.15**	**$19,535.93**	**($5,939.78)**

Long-Term	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
ENCANA CORPORATION F: ECA	320.0000	11/20/09	11/16/11	$6,330.76	$9,045.38 [a]	($2,714.62)
ENCANA CORPORATION F: ECA	110.0000	02/03/10	11/16/11	$2,176.20	$3,550.14 [a]	($1,373.94)
Security Subtotal				**$8,506.96**	**$12,595.52**	**($4,088.56)**

Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this report.

CG1A1703-001856 253480

2011 Year-End Schwab Gain/Loss Report

Realized Gain or (Loss) (continued)

Accounting Method: High Cost

Long-Term (continued)	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
NOVO-NORDISK A-S ADR F1 ADR REP 1 ORD: NVO	120.0000	11/20/09	10/13/11	$12,035.77	$7,957.20 [a]	$4,078.57
Security Subtotal				$12,035.77	$7,957.20	$4,078.57
Total Long-Term				$20,542.73	$20,552.72	($9.99)
Total Realized Gain or (Loss)				$34,138.88	$40,088.65	($5,949.77)

Schwab has provided realized gain and loss information wherever possible for most investments. Cost basis data may be incomplete or unavailable for some of your holdings. See Terms and Conditions.
Option Customers: Realized gain/loss of underlying securities is adjusted to reflect the premiums of assigned or exercised options. Please consult IRS publication 550, Investment Income and Expenses, for additional information on Options.

Endnotes For Your Account

Symbol	Endnote Legend
a	Data for this holding has been edited or provided by the advisor.

G000018560619

charles SCHWAB
INSTITUTIONAL

Schwab One® Account of
REDBIRD FOUNDATION 62-1591527
MGR: PARAMETRIC PORTFOLIO

Account Number
5229-6113

Report Period*
September 27 - December 31, 2011

2011 Year-End Schwab Gain/Loss Report

Realized Gain or (Loss)

Accounting Method: High Cost

Short-Term	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
ACTUANT CORP CL A NEW: ATU	40.0000	12/31/10	12/22/11	$913.19	$1,065.20 [a]	($152.01)
ACTUANT CORP CL A NEW: ATU	35.0000	05/24/11	12/22/11	$799.02	$847.00 [a]	($47.98)
Security Subtotal				**$1,712.21**	**$1,912.20**	**($199.99)**
ALCOA INC: AA	97.0000	05/13/11	12/19/11	$827.40	$1,659.67 [a]	($832.27)
ALCOA INC: AA	47.0000	05/17/11	12/19/11	$400.90	$773.62 [a]	($372.72)
Security Subtotal				**$1,228.30**	**$2,433.29**	**($1,204.99)**
ANSYS INC: ANSS	11.0000	11/15/10	10/14/11	$570.89	$538.78 [a]	$32.11
ANSYS INC: ANSS	22.0000	11/15/10	10/14/11	$1,141.78	$1,077.56 [a]	$64.22
ANSYS INC: ANSS	3.0000	11/19/10	10/14/11	$155.70	$144.93 [a]	$10.77
ANSYS INC: ANSS	11.0000	11/19/10	10/14/11	$570.88	$531.41 [a]	$39.47
ANSYS INC: ANSS	11.0000	05/27/11	10/14/11	$570.89	$627.77 [a]	($56.88)
Security Subtotal				**$3,010.14**	**$2,920.45**	**$89.69**
B E AEROSPACE INC: BEAV	50.0000	09/26/11	11/16/11	$1,893.46	$1,700.50 [a]	$192.96
Security Subtotal				**$1,893.46**	**$1,700.50**	**$192.96**

Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this report.

CG1A1703-001856 253486

2011 Year-End Schwab Gain/Loss Report

Realized Gain or (Loss) (continued)

Accounting Method: High Cost

Short-Term (continued)		Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
BRIGHAM EXPL CO: BEXP		48.0000	02/25/11	10/21/11	$1,753.41	$1,704.96 [a]	$48.45
BRIGHAM EXPL CO: BEXP		26.0000	04/15/11	10/21/11	$949.77	$873.34 [a]	$76.43
BRIGHAM EXPL CO: BEXP		9.0000	05/09/11	10/21/11	$328.75	$264.15 [a]	$64.60
Security Subtotal					**$3,031.93**	**$2,842.45**	**$189.48**
BRIGHAM EXPL CO EXP: 11/30/2: BEXP	TENDER OFFER	9.0000	05/05/11	11/07/11	$327.24	$248.40 [a]	$78.84
BRIGHAM EXPL CO EXP: 11/30/2: BEXP	TENDER OFFER	19.0000	05/05/11	11/07/11	$690.82	$524.40 [a]	$166.42
BRIGHAM EXPL CO EXP: 11/30/2: BEXP	TENDER OFFER	17.0000	05/09/11	11/07/11	$618.11	$498.95 [a]	$119.16
Security Subtotal					**$1,636.17**	**$1,271.75**	**$364.42**
CAMERON INTL CORP: CAM		3.0000	11/17/10	10/13/11	$143.97	$134.13 [a]	$9.84
CAMERON INTL CORP: CAM		48.0000	05/04/11	10/13/11	$2,303.47	$2,338.08 [a]	($34.61)
CAMERON INTL CORP: CAM		28.0000	11/17/10	10/17/11	$1,333.89	$1,251.88 [a]	$82.01
Security Subtotal					**$3,781.33**	**$3,724.09**	**$57.24**

Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this report.

G000018560919

2011 Year-End Schwab Gain/Loss Report

Realized Gain or (Loss) (continued)

Accounting Method: High Cost

Short-Term (continued)	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
CHICOS FAS INC: CHS	138.0000	06/22/11	11/11/11	$1,667.01	$2,016.18 [a]	($349.17)
CHICOS FAS INC: CHS	117.0000	06/22/11	11/14/11	$1,396.95	$1,709.37 [a]	($312.42)
CHICOS FAS INC: CHS	6.0000	06/22/11	11/18/11	$68.03	$87.66 [a]	($19.63)
CHICOS FAS INC: CHS	49.0000	07/12/11	11/18/11	$555.66	$762.93 [a]	($207.27)
CHICOS FAS INC: CHS	10.0000	08/05/11	11/18/11	$113.40	$131.80 [a]	($18.40)
CHICOS FAS INC: CHS	96.0000	08/05/11	12/12/11	$1,051.19	$1,265.28 [a]	($214.09)
CHICOS FAS INC: CHS	14.0000	08/17/11	12/12/11	$153.30	$172.34 [a]	($19.04)
CHICOS FAS INC: CHS	44.0000	08/17/11	12/12/11	$481.78	$541.64 [a]	($59.86)
CHICOS FAS INC: CHS	44.0000	09/02/11	12/12/11	$481.79	$571.56 [a]	($89.77)
Security Subtotal				**$5,969.11**	**$7,258.76**	**($1,289.65)**
COOPER COMPANIES NEW: COO	29.0000	08/25/11	10/21/11	$1,982.40	$2,012.31 [a]	($29.91)
Security Subtotal				**$1,982.40**	**$2,012.31**	**($29.91)**
COVENTRY HEALTH CARE INC: CVH	25.0000	12/02/10	11/09/11	$782.24	$663.50 [a]	$118.74

Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this report.

2011 Year-End Schwab Gain/Loss Report

Realized Gain or (Loss) (continued)

Accounting Method: High Cost

Short-Term (continued)	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
COVENTRY HEALTH CARE INC: CVH	2.0000	12/06/10	11/09/11	$62.57	$52.60 [a]	$9.97
Security Subtotal				**$844.81**	**$716.10**	**$128.71**
DISCOVERY COMMUN SER A SERIES A: DISCA	112.0000	12/08/10	11/22/11	$4,544.88	$4,782.40 [a]	($237.52)
DISCOVERY COMMUN SER A SERIES A: DISCA	59.0000	12/23/10	11/22/11	$2,394.18	$2,487.44 [a]	($93.26)
DISCOVERY COMMUN SER A SERIES A: DISCA	18.0000	01/07/11	11/22/11	$730.41	$725.94 [a]	$4.47
Security Subtotal				**$7,669.47**	**$7,995.78**	**($326.31)**
DORMAN PRODUCTS INC: DORM	22.0000	01/31/11	10/17/11	$792.82	$709.08 [a]	$83.74
Security Subtotal				**$792.82**	**$709.08**	**$83.74**
ENTROPIC COMMUNICATIONS: ENTR	139.0000	04/21/11	11/11/11	$718.62	$1,162.04 [a]	($443.42)
Security Subtotal				**$718.62**	**$1,162.04**	**($443.42)**
FORTINET INC: FTNT	10.0000	12/13/10	12/06/11	$245.70	$159.60 [a]	$86.10
Security Subtotal				**$245.70**	**$159.60**	**$86.10**
FREEPORT MCMORAN COPPER: FCX	36.0000	11/17/10	10/12/11	$1,291.29	$1,743.30 [a]	($452.01)

G000018561019

Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this report.

CG1A1703-001356 253489

2011 Year-End Schwab Gain/Loss Report

Realized Gain or (Loss) (continued)

Accounting Method: High Cost

Short-Term (continued)	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
FREEPORT MCMORAN COPPER: FCX	18.0000	06/07/11	10/12/11	$645.65	$895.86 [a]	($250.21)
FREEPORT MCMORAN COPPER: FCX	36.0000	06/10/11	10/12/11	$1,291.30	$1,761.12 [a]	($469.82)
FREEPORT MCMORAN COPPER: FCX	5.0000	11/17/10	10/17/11	$175.54	$242.12 [a]	($66.58)
FREEPORT MCMORAN COPPER: FCX	18.0000	11/17/10	10/17/11	$631.97	$871.65 [a]	($239.68)
FREEPORT MCMORAN COPPER: FCX	37.0000	11/17/10	10/17/11	$1,299.05	$1,791.73 [a]	($492.68)
FREEPORT MCMORAN COPPER: FCX	12.0000	11/17/10	10/25/11	$458.52	$581.10 [a]	($122.58)
FREEPORT MCMORAN COPPER: FCX	1.0000	06/13/11	10/25/11	$38.21	$48.34 [a]	($10.13)
FREEPORT MCMORAN COPPER: FCX	6.0000	06/13/11	10/25/11	$229.25	$290.04 [a]	($60.79)
FREEPORT MCMORAN COPPER: FCX	7.0000	03/10/11	10/28/11	$299.60	$334.60 [a]	($35.00)
FREEPORT MCMORAN COPPER: FCX	30.0000	03/10/11	10/28/11	$1,283.97	$1,434.00 [a]	($150.03)
FREEPORT MCMORAN COPPER: FCX	29.0000	06/13/11	10/28/11	$1,241.18	$1,401.86 [a]	($160.68)
Security Subtotal				$8,885.53	$11,395.72	($2,510.19)
GENERAL ELECTRIC COMPANY: GE	11.0000	02/10/11	10/25/11	$178.42	$234.08 [a]	($55.66)

Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this report.

CG1A1703-001856 253490

2011 Year-End Schwab Gain/Loss Report

Realized Gain or (Loss) (continued)

Accounting Method: High Cost

Short-Term (continued)	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
GENERAL ELECTRIC COMPANY: GE	61.0000	02/24/11	10/25/11	$989.40	$1,255.99 [a]	($266.59)
Security Subtotal				**$1,167.82**	**$1,490.07**	**($322.25)**
GOLDMAN SACHS GROUP INC: GS	22.0000	09/06/11	10/12/11	$2,180.38	$2,283.60 [a]	($103.22)
Security Subtotal				**$2,180.38**	**$2,283.60**	**($103.22)**
HARSCO CORPORATION: HSC	60.0000	05/17/11	10/28/11	$1,450.77	$1,972.20 [a]	($521.43)
Security Subtotal				**$1,450.77**	**$1,972.20**	**($521.43)**
HEARTLAND PAYMENT SYS: HPY	87.0000	04/14/11	12/22/11	$2,048.81	$1,522.36 [a]	$526.45
Security Subtotal				**$2,048.81**	**$1,522.36**	**$526.45**
IPG PHOTONICS CORP: IPGP	40.0000	02/04/11	10/21/11	$1,952.76	$1,428.00 [a]	$524.76
Security Subtotal				**$1,952.76**	**$1,428.00**	**$524.76**
JPMORGAN CHASE & CO: JPM	4.0000	10/22/10	10/17/11	$124.16	$150.96 [a]	($26.80)
JPMORGAN CHASE & CO: JPM	10.0000	10/22/10	10/17/11	$310.39	$377.40 [a]	($67.01)
JPMORGAN CHASE & CO: JPM	63.0000	10/22/10	10/17/11	$1,955.49	$2,377.62 [a]	($422.13)
Security Subtotal				**$2,390.04**	**$2,905.98**	**($515.94)**

Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this report.

CG1A1703-001856 253491

G000018561119

2011 Year-End Schwab Gain/Loss Report

Realized Gain or (Loss) (continued)

Accounting Method: High Cost

Short-Term (continued)	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
LINDSAY CORPORATION: LNN	15.0000	01/11/11	10/21/11	$806.23	$1,011.45 [a]	($205.22)
LINDSAY CORPORATION: LNN	6.0000	01/25/11	10/21/11	$322.50	$385.38 [a]	($62.88)
LINDSAY CORPORATION: LNN	12.0000	01/25/11	10/21/11	$644.98	$770.76 [a]	($125.78)
LINDSAY CORPORATION: LNN	3.0000	06/02/11	10/21/11	$161.25	$193.71 [a]	($32.46)
LINDSAY CORPORATION: LNN	9.0000	06/02/11	10/21/11	$483.74	$581.13 [a]	($97.39)
Security Subtotal				**$2,418.70**	**$2,942.43**	**($523.73)**
MAGMA DESIGN AUTOMATION: LAVA	164.0000	08/19/11	12/01/11	$1,169.30	$841.32 [a]	$327.98
MAGMA DESIGN AUTOMATION: LAVA	32.0000	08/24/11	12/01/11	$228.15	$170.02 [a]	$58.13
Security Subtotal				**$1,397.45**	**$1,011.34**	**$386.11**
MEDICIS PHARM CL A NEW: MRX	63.0000	05/16/11	11/16/11	$2,055.02	$2,298.87 [a]	($243.85)
MEDICIS PHARM CL A NEW: MRX	10.0000	06/14/11	11/16/11	$326.19	$369.70 [a]	($43.51)
Security Subtotal				**$2,381.21**	**$2,668.57**	**($287.36)**
MF GLOBAL HLDGS LTD: MF	231.0000	04/01/11	10/21/11	$850.07	$2,044.35 [a]	($1,194.28)
MF GLOBAL HLDGS LTD: MF	78.0000	04/05/11	10/21/11	$287.04	$671.58 [a]	($384.54)

Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this report.

2011 Year-End Schwab Gain/Loss Report

Realized Gain or (Loss) (continued)

Accounting Method: High Cost

Short-Term (continued)	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
MF GLOBAL HLDGS LTD: MF	55.0000	09/07/11	10/21/11	$202.40	$292.60 [a]	($90.20)
MF GLOBAL HLDGS LTD: MF	78.0000	09/07/11	10/21/11	$287.02	$414.96 [a]	($127.94)
Security Subtotal				**$1,626.53**	**$3,423.49**	**($1,796.96)**
NIKE INC CLASS B: NKE	25.0000	08/11/11	10/12/11	$2,294.71	$2,081.50 [a]	$213.21
NIKE INC CLASS B: NKE	29.0000	04/08/11	12/22/11	$2,749.73	$2,244.60 [a]	$505.13
Security Subtotal				**$5,044.44**	**$4,326.10**	**$718.34**
NORTHERN OIL AND GAS INC: NOG	23.0000	05/12/11	12/09/11	$574.07	$464.60 [a]	$109.47
Security Subtotal				**$574.07**	**$464.60**	**$109.47**
NU SKIN ENTERPRISES CL A: NUS	27.0000	05/05/11	11/03/11	$1,382.37	$971.46 [a]	$410.91
Security Subtotal				**$1,382.37**	**$971.46**	**$410.91**
PEABODY ENERGY CORP: BTU	23.0000	08/29/11	11/14/11	$916.30	$1,117.80 [a]	($201.50)
PEABODY ENERGY CORP: BTU	26.0000	08/29/11	12/20/11	$864.48	$1,263.60 [a]	($399.12)
Security Subtotal				**$1,780.78**	**$2,381.40**	**($600.62)**

G000018561219

Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this report.

2011 Year-End Schwab Gain/Loss Report

Realized Gain or (Loss) (continued)

Accounting Method: High Cost

Short-Term (continued)	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
PENN NATIONAL GAMING: PENN	32.0000	04/14/11	12/22/11	$1,198.38	$1,183.68 [a]	$14.70
Security Subtotal				**$1,198.38**	**$1,183.68**	**$14.70**
PERRIGO CO: PRGO	11.0000	04/12/11	12/23/11	$1,110.55	$939.51 [a]	$171.04
PERRIGO CO: PRGO	1.0000	04/13/11	12/23/11	$100.95	$87.50 [a]	$13.45
PERRIGO CO: PRGO	10.0000	04/13/11	12/28/11	$988.98	$875.00 [a]	$113.98
Security Subtotal				**$2,200.48**	**$1,902.01**	**$298.47**
PHARMASSET INC: VRUS	7.0000	02/25/11	10/21/11	$507.77	$177.77 [a]	$330.00
PHARMASSET INC: VRUS	22.0000	03/29/11	10/21/11	$1,595.85	$763.62 [a]	$832.23
PHARMASSET INC: VRUS	30.0000	02/25/11	10/24/11	$2,120.96	$761.85 [a]	$1,359.11
PHARMASSET INC: VRUS	7.0000	02/25/11	11/22/11	$933.99	$177.76 [a]	$756.23
PHARMASSET INC: VRUS	22.0000	02/25/11	11/22/11	$2,935.41	$558.69 [a]	$2,376.72
Security Subtotal				**$8,093.98**	**$2,439.69**	**$5,654.29**
RANGE RESOURCES CORP: RRC	17.0000	09/28/11	12/13/11	$1,053.13	$1,008.44 [a]	$44.69
RANGE RESOURCES CORP: RRC	13.0000	09/28/11	12/14/11	$776.87	$771.16 [a]	$5.71

Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this report.

2011 Year-End Schwab Gain/Loss Report

Realized Gain or (Loss) (continued)

Accounting Method: High Cost

Short-Term (continued)	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
RANGE RESOURCES CORP: RRC	2.0000	10/04/11	12/14/11	$119.52	$113.46 [a]	$6.06
RANGE RESOURCES CORP: RRC	13.0000	10/04/11	12/14/11	$776.86	$737.49 [a]	$39.37
Security Subtotal				**$2,726.38**	**$2,630.55**	**$95.83**
ROWAN COMPANIES INC: RDC	2.0000	03/25/11	12/12/11	$63.04	$82.72 [a]	($19.68)
ROWAN COMPANIES INC: RDC	32.0000	04/01/11	12/12/11	$1,008.62	$1,414.40 [a]	($405.78)
ROWAN COMPANIES INC: RDC	9.0000	03/25/11	12/13/11	$280.61	$372.24 [a]	($91.63)
ROWAN COMPANIES INC: RDC	14.0000	03/25/11	12/13/11	$436.52	$579.04 [a]	($142.52)
ROWAN COMPANIES INC: RDC	23.0000	03/25/11	12/19/11	$669.75	$951.28 [a]	($281.53)
Security Subtotal				**$2,458.54**	**$3,399.68**	**($941.14)**
SCHLUMBERGER LTD F: SLB	17.0000	10/20/11	12/12/11	$1,222.62	$1,155.83	$66.79
Security Subtotal				**$1,222.62**	**$1,155.83**	**$66.79**
SCRIPPS NTWK INTERACTIV CLASS A: SNI	23.0000	10/29/10	10/12/11	$893.54	$1,170.70 [a]	($277.16)
SCRIPPS NTWK INTERACTIV CLASS A: SNI	10.0000	11/02/10	10/12/11	$388.49	$506.50 [a]	($118.01)
SCRIPPS NTWK INTERACTIV CLASS A: SNI	23.0000	11/02/10	10/12/11	$893.54	$1,164.95 [a]	($271.41)

Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this report.

CG1A1703-001858 253495

G000018561319

2011 Year-End Schwab Gain/Loss Report

Realized Gain or (Loss) (continued)

Accounting Method: High Cost

Short-Term (continued)	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
SCRIPPS NTWK INTERACTIV CLASS A: SNI	6.0000	01/18/11	10/12/11	$233.08	$288.66 [a]	($55.58)
SCRIPPS NTWK INTERACTIV CLASS A: SNI	24.0000	01/18/11	10/13/11	$972.22	$1,154.64 [a]	($182.42)
Security Subtotal				**$3,380.87**	**$4,285.45**	**($904.58)**
SINA CORPORATION F: SINA	26.0000	06/22/11	11/28/11	$1,552.95	$2,237.56 [a]	($684.61)
Security Subtotal				**$1,552.95**	**$2,237.56**	**($684.61)**
SLM CORPORATION: SLM	263.0000	02/09/11	12/01/11	$3,345.30	$3,905.55 [a]	($560.25)
SLM CORPORATION: SLM	7.0000	03/11/11	12/05/11	$88.97	$104.65 [a]	($15.68)
SLM CORPORATION: SLM	52.0000	05/04/11	12/05/11	$660.91	$850.20 [a]	($189.29)
SLM CORPORATION: SLM	22.0000	05/15/11	12/05/11	$279.61	$330.44 [a]	($50.83)
SLM CORPORATION: SLM	110.0000	05/15/11	12/05/11	$1,398.07	$1,652.20 [a]	($254.13)
SLM CORPORATION: SLM	22.0000	05/17/11	12/05/11	$279.62	$352.44 [a]	($72.82)
SLM CORPORATION: SLM	83.0000	05/17/11	12/05/11	$1,054.91	$1,329.66 [a]	($274.75)
SLM CORPORATION: SLM	52.0000	02/10/11	12/12/11	$666.62	$774.80 [a]	($108.18)

Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this report.

2011 Year-End Schwab Gain/Loss Report

Realized Gain or (Loss) (continued)

Accounting Method: High Cost

Short-Term (continued)	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
SLM CORPORATION: SLM	55.0000	03/11/11	12/12/11	$705.09	$822.25 [a]	($117.16)
SLM CORPORATION: SLM	68.0000	02/10/11	12/13/11	$879.90	$1,013.20 [a]	($133.30)
Security Subtotal				**$9,359.00**	**$11,135.39**	**($1,776.39)**
SONIC CORP: SONC	120.0000	06/16/11	10/25/11	$829.18	$1,297.20 [a]	($468.02)
SONIC CORP: SONC	87.0000	06/16/11	10/28/11	$668.15	$940.47 [a]	($272.32)
Security Subtotal				**$1,497.33**	**$2,237.67**	**($740.34)**
STARBUCKS CORP: SBUX	15.0000	06/30/11	12/15/11	$650.99	$592.50	$58.49
STARBUCKS CORP: SBUX	42.0000	07/29/11	12/15/11	$1,822.76	$1,684.20	$138.56
Security Subtotal				**$2,473.75**	**$2,276.70**	**$197.05**
SUCCESSFACTORS INC: SFSF	39.0000	10/21/11	12/06/11	$1,552.17	$936.39	$615.78
Security Subtotal				**$1,552.17**	**$936.39**	**$615.78**
SVB FINANCIAL GROUP INC: SIVB	33.0000	07/21/11	11/30/11	$1,552.29	$2,033.79 [a]	($481.50)
SVB FINANCIAL GROUP INC: SIVB	17.0000	10/21/11	11/30/11	$799.66	$782.85	$16.81
Security Subtotal				**$2,351.95**	**$2,816.64**	**($464.69)**

Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this report.

CG1A1703-001856 253497

•G000018561419•

2011 Year-End Schwab Gain/Loss Report

Realized Gain or (Loss) (continued)

Accounting Method: High Cost

Short-Term (continued)	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
YUM BRANDS INC: YUM	5.0000	08/02/11	12/15/11	$287.49	$254.95 [a]	$32.54
YUM BRANDS INC: YUM	65.0000	08/11/11	12/15/11	$3,737.43	$3,344.90 [a]	$392.53
Security Subtotal				**$4,024.92**	**$3,599.85**	**$425.07**
Total Short-Term				**$115,291.46**	**$120,242.81**	**($4,951.36)**

Long-Term	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
ABERCROMBIE & FITCH CL A: ANF	30.0000	04/13/09	11/17/11	$1,485.27	$721.05 [a]	$764.22
Security Subtotal				**$1,485.27**	**$721.05**	**$764.22**
ACTUANT CORP CL A NEW: ATU	77.0000	12/02/10	12/22/11	$1,757.88	$1,957.34 [a]	($199.46)
Security Subtotal				**$1,757.88**	**$1,957.34**	**($199.46)**
AMAZON COM INC: AMZN	8.0000	07/06/10	10/27/11	$1,654.21	$880.56 [a]	$773.65
AMAZON COM INC: AMZN	5.0000	07/06/10	11/01/11	$1,060.18	$550.35 [a]	$509.83
AMAZON COM INC: AMZN	4.0000	07/27/09	11/08/11	$871.94	$337.02 [a]	$534.92

Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this report.

2011 Year-End Schwab Gain/Loss Report

Realized Gain or (Loss) (continued)

Accounting Method: High Cost

Long-Term (continued)	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
AMAZON COM INC: AMZN	9.0000	07/27/09	11/09/11	$1,900.94	$758.30 [a]	$1,142.64
Security Subtotal				**$5,487.27**	**$2,526.23**	**$2,961.04**
AMERN CAMPUS COMMUNITIES: ACC	25.0000	10/01/07	10/24/11	$996.98	$714.93 [a]	$282.05
Security Subtotal				**$996.98**	**$714.93**	**$282.05**
C S X CORP: CSX	54.0000	09/02/09	10/21/11	$1,180.42	$751.41 [a]	$429.01
Security Subtotal				**$1,180.42**	**$751.41**	**$429.01**
CERNER CORP: CERN	26.0000	07/27/10	10/12/11	$1,763.80	$996.45 [a]	$767.35
CERNER CORP: CERN	1.0000	08/13/10	10/12/11	$67.84	$38.05 [a]	$29.79
Security Subtotal				**$1,831.64**	**$1,034.50**	**$797.14**
COMCAST CP NEW CL A SPL CLASS A SPL NON-VOTING: CMCSK	89.0000	09/22/09	10/31/11	$2,055.86	$1,325.66 [a]	$730.20
Security Subtotal				**$2,055.86**	**$1,325.66**	**$730.20**
DOW CHEMICAL COMPANY: DOW	55.0000	05/11/09	10/17/11	$1,459.12	$970.48 [a]	$488.64
Security Subtotal				**$1,459.12**	**$970.48**	**$488.64**

Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this report.

G000018561519

2011 Year-End Schwab Gain/Loss Report

Realized Gain or (Loss) (continued)

Accounting Method: High Cost

Long-Term (continued)	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
EATON CORPORATION: ETN	16.0000	05/03/06	11/09/11	$703.19	$620.03 [a]	$83.16
Security Subtotal				**$703.19**	**$620.03**	**$83.16**
ENTROPIC COMMUNICATIONS: ENTR	211.0000	08/10/10	11/11/11	$1,090.85	$1,736.53 [a]	($645.68)
ENTROPIC COMMUNICATIONS: ENTR	63.0000	10/22/10	11/11/11	$325.70	$519.75 [a]	($194.05)
Security Subtotal				**$1,416.55**	**$2,256.28**	**($839.73)**
EXXON MOBIL CORPORATION: XOM	21.0000	05/03/06	10/25/11	$1,668.21	$1,342.95 [a]	$325.26
Security Subtotal				**$1,668.21**	**$1,342.95**	**$325.26**
FIFTH THIRD BANCORP: FITB	120.0000	08/05/09	10/28/11	$1,477.17	$1,200.60 [a]	$276.57
FIFTH THIRD BANCORP: FITB	4.0000	08/11/09	10/28/11	$49.23	$39.22 [a]	$10.01
FIFTH THIRD BANCORP: FITB	63.0000	08/11/09	10/28/11	$775.52	$617.72 [a]	$157.80
FIFTH THIRD BANCORP: FITB	120.0000	08/11/09	10/28/11	$1,477.18	$1,176.60 [a]	$300.58
FIFTH THIRD BANCORP: FITB	4.0000	07/28/10	10/28/11	$49.24	$51.08 [a]	($1.84)
Security Subtotal				**$3,828.34**	**$3,085.22**	**$743.12**
FMC TECHNOLOGIES INC: FTI	4.0000	07/29/10	12/07/11	$207.56	$126.26 [a]	$81.30

Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this report.

2011 Year-End Schwab Gain/Loss Report

Realized Gain or (Loss) (continued)

Accounting Method: High Cost

Long-Term (continued)	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
FMC TECHNOLOGIES INC: FTI	18.0000	08/16/10	12/07/11	$934.00	$565.47 [a]	$368.53
Security Subtotal				**$1,141.56**	**$691.73**	**$449.83**
FORTINET INC: FTNT	59.0000	11/05/10	12/06/11	$1,449.60	$923.35 [a]	$526.25
Security Subtotal				**$1,449.60**	**$923.35**	**$526.25**
GENERAL CABLE CP DE NEW: BGC	37.0000	05/11/10	12/19/11	$860.23	$1,190.29 [a]	($330.06)
Security Subtotal				**$860.23**	**$1,190.29**	**($330.06)**
GOLDMAN SACHS GROUP INC: GS	4.0000	01/26/05	10/12/11	$396.43	$411.25 [a]	($14.82)
GOLDMAN SACHS GROUP INC: GS	15.0000	01/26/05	10/12/11	$1,486.63	$1,542.17 [a]	($55.54)
GOLDMAN SACHS GROUP INC: GS	25.0000	01/14/09	10/12/11	$2,477.69	$1,892.63 [a]	$585.06
GOLDMAN SACHS GROUP INC: GS	30.0000	01/14/09	10/12/11	$2,973.25	$2,271.15 [a]	$702.10
Security Subtotal				**$7,334.00**	**$6,117.20**	**$1,216.80**
GOODRICH CORPORATION: GR	32.0000	10/08/10	10/12/11	$3,859.13	$2,445.44 [a]	$1,413.69
Security Subtotal				**$3,859.13**	**$2,445.44**	**$1,413.69**
GREEN MTN COFFEE ROASTER: GMCR	42.0000	07/31/08	11/01/11	$2,612.77	$339.41 [a]	$2,273.36

Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this report.

CG1A1703-001856-253501-

G000018561619

2011 Year-End Schwab Gain/Loss Report

Realized Gain or (Loss) (continued)

Accounting Method: High Cost

Long-Term (continued)	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
GREEN MTN COFFEE ROASTER: GMCR	36.0000	07/31/08	11/11/11	$1,572.45	$290.92 [a]	$1,281.53
Security Subtotal				**$4,185.22**	**$630.33**	**$3,554.89**
H M S HOLDINGS CORP: HMSY	47.0000	12/17/10	12/22/11	$1,476.24	$1,028.20 [a]	$448.04
Security Subtotal				**$1,476.24**	**$1,028.20**	**$448.04**
HLTH MGMT ASSOC CL A: HMA	18.0000	03/23/10	12/13/11	$125.10	$163.08 [a]	($37.98)
HLTH MGMT ASSOC CL A: HMA	155.0000	05/04/10	12/13/11	$1,077.23	$1,407.40 [a]	($330.17)
Security Subtotal				**$1,202.33**	**$1,570.48**	**($368.15)**
INGERSOLL RAND CL A NEWFIRELAND: IR	73.0000	06/17/10	10/25/11	$2,162.22	$2,865.98 [a]	($703.76)
INGERSOLL RAND CL A NEWFIRELAND: IR	31.0000	06/17/10	11/14/11	$966.87	$1,217.06 [a]	($250.19)
INGERSOLL RAND CL A NEWFIRELAND: IR	5.0000	06/17/10	12/28/11	$151.39	$196.30 [a]	($44.91)
INGERSOLL RAND CL A NEWFIRELAND: IR	45.0000	06/28/10	12/28/11	$1,362.58	$1,665.90 [a]	($303.32)
Security Subtotal				**$4,643.06**	**$5,945.24**	**($1,302.18)**
INTL BUSINESS MACHINES: IBM	17.0000	09/26/05	10/18/11	$3,041.24	$1,310.36 [a]	$1,730.88
Security Subtotal				**$3,041.24**	**$1,310.36**	**$1,730.88**

Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this report.

2011 Year-End Schwab Gain/Loss Report

Realized Gain or (Loss) (continued)

Accounting Method: High Cost

Long-Term (continued)	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
JPMORGAN CHASE & CO: JPM	45.0000	07/08/08	10/17/11	$1,396.76	$1,610.33 [a]	($213.57)
JPMORGAN CHASE & CO: JPM	73.0000	07/25/08	10/17/11	$2,265.88	$2,886.06 [a]	($620.18)
Security Subtotal				**$3,662.64**	**$4,496.39**	**($833.75)**
LEAR CORPORATION: LEA	19.0000	10/15/10	11/18/11	$769.30	$829.54 [a]	($60.24)
LEAR CORPORATION: LEA	17.0000	10/15/10	11/21/11	$673.87	$742.22 [a]	($68.35)
LEAR CORPORATION: LEA	27.0000	10/15/10	12/22/11	$1,064.59	$1,178.82 [a]	($114.23)
LEAR CORPORATION: LEA	23.0000	10/15/10	12/27/11	$919.99	$1,004.18 [a]	($84.19)
LEAR CORPORATION: LEA	1.0000	11/12/10	12/27/11	$39.99	$43.75 [a]	($3.76)
Security Subtotal				**$3,467.74**	**$3,798.51**	**($330.77)**
LYONDELLBASELL INDS FCLASS A: LYB	36.0000	11/29/10	12/27/11	$1,186.90	$1,071.36 [a]	$115.54
Security Subtotal				**$1,186.90**	**$1,071.36**	**$115.54**
MASTERCARD INC: MA	8.0000	05/25/10	11/03/11	$2,932.66	$1,655.04 [a]	$1,277.62
Security Subtotal				**$2,932.66**	**$1,655.04**	**$1,277.62**

Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this report.

2011 Year-End Schwab Gain/Loss Report

Realized Gain or (Loss) (continued)

Accounting Method: High Cost

Long-Term (continued)	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
O REILLY AUTOMOTIVE NEW: ORLY	26.0000	08/19/09	10/28/11	$1,977.78	$987.61 [a]	$990.17
Security Subtotal				**$1,977.78**	**$987.61**	**$990.17**
OCH ZIFF CAPITAL MGMT A: OZM	159.0000	06/18/09	11/02/11	$1,601.10	$1,445.77 [a]	$155.33
Security Subtotal				**$1,601.10**	**$1,445.77**	**$155.33**
R L I CORP: RLI	21.0000	10/01/07	10/26/11	$1,455.27	$1,221.47 [a]	$233.80
Security Subtotal				**$1,455.27**	**$1,221.47**	**$233.80**
ROYAL DUTCH SHELL A ADRFSPONSORED ADR 1 ADR REPS 2: RDSA	14.0000	05/03/06	10/12/11	$935.04	$963.16 [a]	($28.12)
ROYAL DUTCH SHELL A ADRFSPONSORED ADR 1 ADR REPS 2: RDSA	25.0000	03/20/07	10/12/11	$1,669.72	$1,603.00 [a]	$66.72
Security Subtotal				**$2,604.76**	**$2,566.16**	**$38.60**
SUCCESSFACTORS INC: SFSF	17.0000	03/11/10	12/06/11	$676.57	$345.56 [a]	$331.01
SUCCESSFACTORS INC: SFSF	28.0000	03/11/10	12/06/11	$1,114.38	$569.17 [a]	$545.21
SUCCESSFACTORS INC: SFSF	32.0000	03/11/10	12/06/11	$1,273.58	$650.47 [a]	$623.11
SUCCESSFACTORS INC: SFSF	17.0000	04/26/10	12/06/11	$676.59	$391.00 [a]	$285.59

Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this report.

2011 Year-End Schwab Gain/Loss Report

Realized Gain or (Loss) (continued)

Accounting Method: High Cost

Long-Term (continued)	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
SUCCESSFACTORS INC: SFSF	7.0000	06/09/10	12/06/11	$278.60	$149.31 [a]	$129.29
SUCCESSFACTORS INC: SFSF	21.0000	06/09/10	12/06/11	$835.79	$447.93 [a]	$387.86
Security Subtotal				**$4,855.51**	**$2,553.44**	**$2,302.07**
TIME WARNER CABLE: TWC	1.0000	06/26/09	11/03/11	$62.70	$31.13 [a]	$31.57
Security Subtotal				**$62.70**	**$31.13**	**$31.57**
TREEHOUSE FOODS INC: THS	17.0000	11/05/07	11/30/11	$1,120.79	$445.51 [a]	$675.28
Security Subtotal				**$1,120.79**	**$445.51**	**$675.28**
ULTRATECH INC: UTEK	53.0000	08/13/10	12/22/11	$1,307.48	$873.86 [a]	$433.62
Security Subtotal				**$1,307.48**	**$873.86**	**$433.62**
WATSON PHARMACEUTICALS: WPI	7.0000	03/20/07	11/28/11	$460.80	$175.93 [a]	$284.87
WATSON PHARMACEUTICALS: WPI	42.0000	11/19/08	11/28/11	$2,764.81	$930.51 [a]	$1,834.30
Security Subtotal				**$3,225.61**	**$1,106.44**	**$2,119.17**

G000018561819

Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this report.

CG1A1703-001856 253505

2011 Year-End Schwab Gain/Loss Report

Realized Gain or (Loss) (continued)

Accounting Method: High Cost

Long-Term (continued)	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
YUM BRANDS INC: YUM	29.0000	04/14/10	12/22/11	$1,693.28	$1,209.01 [a]	$484.27
Security Subtotal				$1,693.28	$1,209.01	$484.27
Total Long-Term				$84,217.56	$62,620.40	$21,597.16
Total Realized Gain or (Loss)				$199,509.01	$182,863.21	$16,645.80

Schwab has provided realized gain and loss information wherever possible for most investments. Cost basis data may be incomplete or unavailable for some of your holdings. See Terms and Conditions.
Option Customers: Realized gain/loss of underlying securities is adjusted to reflect the premiums of assigned or exercised options. Please consult IRS publication 550, Investment Income and Expenses, for additional information on Options.

Endnotes For Your Account

Symbol	Endnote Legend
a	Data for this holding has been edited or provided by the advisor.

Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this report.