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Form **990-PF**

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

OMB No 1545-0052

**2011**Department of the Treasury  
Internal Revenue Service

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 , and ending

|                                                                                                                                                                                                                                                                                                               |                                                                                                                  |                                                                                                                                                                          |
|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Name of foundation<br><b>ROSALIE &amp; JOINER CARTWRIGHT, JR.<br/>FOUNDATION</b>                                                                                                                                                                                                                              |                                                                                                                  | A Employer identification number<br><b>76-0460235</b>                                                                                                                    |
| Number and street (or P O box number if mail is not delivered to street address)<br><b>306 BLALOCK</b>                                                                                                                                                                                                        | Room/suite                                                                                                       | B Telephone number (see instructions)                                                                                                                                    |
| City or town, state, and ZIP code<br><b>HOUSTON TX 77024</b>                                                                                                                                                                                                                                                  |                                                                                                                  | C If exemption application is pending, check here <input type="checkbox"/>                                                                                               |
| Check all that apply:<br><input type="checkbox"/> Initial return<br><input type="checkbox"/> Final return<br><input type="checkbox"/> Address change<br><input type="checkbox"/> Initial return of a former public charity<br><input type="checkbox"/> Amended return<br><input type="checkbox"/> Name change |                                                                                                                  | D 1 Foreign organizations check here <input type="checkbox"/><br>2 Foreign organizations meeting the 85% test check here and attach computation <input type="checkbox"/> |
| H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation<br>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 <input type="checkbox"/>                                                            |
| I Fair market value of all assets at end of year (from Part II, col (c), line 16) <b>\$ 796,653</b>                                                                                                                                                                                                           | J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual<br>Other (specify) | F If the foundation is in a 60-month termination under section 507(b)(1)(B) check here <input type="checkbox"/>                                                          |

| Part I Analysis of Revenue and Expenses                                                       |  | (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 <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B |  |                                    |                           |                         |                                                             |
| 3 Interest on savings and temporary cash investments                                          |  | 5,798                              | 5,798                     | 5,798                   |                                                             |
| 4 Dividends and interest from securities                                                      |  | 10,706                             | 10,706                    | 10,706                  |                                                             |
| 5a Gross rents                                                                                |  |                                    |                           |                         |                                                             |
| b Net rental income or (loss)                                                                 |  |                                    |                           |                         |                                                             |
| 6a Net gain or (loss) from sale of assets not on line 10 Stmt 1                               |  | 90,177                             |                           |                         |                                                             |
| b Gross sales price for all assets on line 6a 1,206,133                                       |  |                                    |                           |                         |                                                             |
| 7 Capital gain net income (from Part IV, line 2)                                              |  |                                    | 0                         |                         |                                                             |
| 8 Net short-term capital gain                                                                 |  |                                    |                           | 0                       |                                                             |
| 9 Income modifications                                                                        |  |                                    |                           |                         |                                                             |
| 10a Gross sales less returns & allowances                                                     |  |                                    |                           |                         |                                                             |
| b Less Cost of goods sold                                                                     |  |                                    |                           |                         |                                                             |
| c Gross profit or (loss) (attach schedule)                                                    |  |                                    |                           |                         |                                                             |
| 11 Other income (attach schedule) Stmt 2                                                      |  | -3,013                             |                           | -3,013                  |                                                             |
| 12 Total. Add lines 1 through 11                                                              |  | 103,668                            | 16,504                    | 13,491                  |                                                             |
| 13 Compensation of officers, directors, trustees, etc                                         |  | 0                                  |                           |                         |                                                             |
| 14 Other employee salaries and wages                                                          |  |                                    |                           |                         |                                                             |
| 15 Pension plans, employee benefits                                                           |  |                                    |                           |                         |                                                             |
| 16a Legal fees (attach schedule)                                                              |  |                                    |                           |                         |                                                             |
| b Accounting fees (attach schedule)                                                           |  |                                    |                           |                         |                                                             |
| c Other professional fees (attach schedule) Stmt 3                                            |  | 13,712                             |                           |                         |                                                             |
| 17 Interest                                                                                   |  |                                    |                           |                         |                                                             |
| 18 Taxes (attach schedule) (see instructions)                                                 |  |                                    |                           |                         |                                                             |
| 19 Depreciation (attach schedule) and depletion                                               |  |                                    |                           |                         |                                                             |
| 20 Occupancy                                                                                  |  |                                    |                           |                         |                                                             |
| 21 Travel, conferences, and meetings                                                          |  |                                    |                           |                         |                                                             |
| 22 Printing and publications                                                                  |  |                                    |                           |                         |                                                             |
| 23 Other expenses (att sch) Stmt 4                                                            |  | 1,883                              |                           |                         |                                                             |
| 24 Total operating and administrative expenses. Add lines 13 through 23                       |  | 15,595                             | 0                         | 0                       | 0                                                           |
| 25 Contributions, gifts, grants paid                                                          |  | 25,000                             |                           |                         | 25,000                                                      |
| 26 Total expenses and disbursements. Add lines 24 and 25                                      |  | 40,595                             | 0                         | 0                       | 25,000                                                      |
| 27 Subtract line 26 from line 12                                                              |  |                                    |                           |                         |                                                             |
| a Excess of revenue over expenses and disbursements                                           |  | 63,073                             |                           |                         |                                                             |
| b Net investment income (if negative, enter -0-)                                              |  |                                    | 16,504                    |                         |                                                             |
| c Adjusted net income (if negative, enter -0-)                                                |  |                                    |                           | 13,491                  |                                                             |

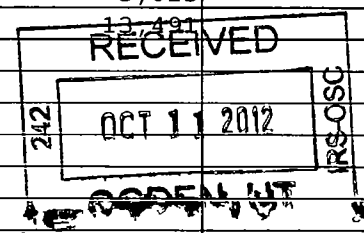
For Paperwork Reduction Act Notice, see instructions

Form 990-PF (2011)

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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                                                                                                                       | 23,222            | 13,895         | 13,895                |
|                             | 2   | Savings and temporary cash investments                                                                                                          |                   |                |                       |
|                             | 3   | Accounts receivable ▶<br>Less allowance for doubtful accounts ▶                                                                                 |                   |                |                       |
|                             | 4   | Pledges receivable ▶<br>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 (att schedule) ▶<br>Less allowance for doubtful accounts ▶                                                     | 0                 |                |                       |
|                             | 8   | Inventories for sale or use                                                                                                                     |                   |                |                       |
|                             | 9   | Prepaid expenses and deferred charges                                                                                                           |                   |                |                       |
|                             | 10a | Investments—U S and state government obligations (attach schedule) Stmt 5                                                                       | 165,978           | 192,429        | 205,450               |
|                             | b   | Investments—corporate stock (attach schedule) See Stmt 6                                                                                        | 497,504           | 543,453        | 577,308               |
|                             | c   | Investments—corporate bonds (attach schedule)                                                                                                   |                   |                |                       |
|                             | 11  | Investments—land, buildings, and equipment basis ▶<br>Less accumulated depreciation (attach sch ) ▶                                             |                   |                |                       |
|                             | 12  | Investments—mortgage loans                                                                                                                      |                   |                |                       |
|                             | 13  | Investments—other (attach schedule)                                                                                                             |                   |                |                       |
|                             | 14  | Land, buildings, and equipment basis ▶<br>Less accumulated depreciation (attach sch ) ▶                                                         |                   |                |                       |
|                             | 15  | Other assets (describe ▶ )                                                                                                                      |                   |                |                       |
|                             | 16  | <b>Total assets</b> (to be completed by all filers—see the instructions Also, see page 1, item I)                                               | 686,704           | 749,777        | 796,653               |
| Liabilities                 | 17  | Accounts payable and accrued expenses                                                                                                           |                   |                |                       |
|                             | 18  | Grants payable                                                                                                                                  |                   |                |                       |
|                             | 19  | Deferred revenue                                                                                                                                |                   |                |                       |
|                             | 20  | Loans from officers, directors, trustees, and other disqualified persons                                                                        |                   |                |                       |
|                             | 21  | Mortgages and other notes payable (attach schedule)                                                                                             |                   |                |                       |
|                             | 22  | Other liabilities (describe ▶ )                                                                                                                 |                   |                |                       |
|                             | 23  | <b>Total liabilities</b> (add lines 17 through 22)                                                                                              | 0                 | 0              |                       |
| Net Assets or Fund Balances |     | <b>Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31.</b> ▶ <input checked="" type="checkbox"/> |                   |                |                       |
|                             | 24  | Unrestricted                                                                                                                                    | 686,704           | 749,777        |                       |
|                             | 25  | Temporarily restricted                                                                                                                          |                   |                |                       |
|                             | 26  | Permanently restricted                                                                                                                          |                   |                |                       |
|                             |     | <b>Foundations that do not follow SFAS 117, check here and complete lines 27 through 31.</b> ▶                                                  |                   |                |                       |
|                             | 27  | Capital stock, trust principal, or current funds                                                                                                |                   |                |                       |
|                             | 28  | Paid-in or capital surplus, or land, bldg , and equipment fund                                                                                  |                   |                |                       |
|                             | 29  | Retained earnings, accumulated income, endowment, or other funds                                                                                |                   |                |                       |
|                             | 30  | <b>Total net assets or fund balances</b> (see instructions)                                                                                     | 686,704           | 749,777        |                       |
|                             | 31  | <b>Total liabilities and net assets/fund balances</b> (see instructions)                                                                        | 686,704           | 749,777        |                       |

**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 | 686,704 |
| 2 | Enter amount from Part I, line 27a                                                                                                                       | 2 | 63,073  |
| 3 | Other increases not included in line 2 (itemize) ▶                                                                                                       | 3 |         |
| 4 | Add lines 1, 2, and 3                                                                                                                                    | 4 | 749,777 |
| 5 | Decreases not included in line 2 (itemize) ▶                                                                                                             | 5 |         |
| 6 | <b>Total net assets or fund balances at end of year</b> (line 4 minus line 5)—Part II, column (b), line 30                                               | 6 | 749,777 |

**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<br>P—Purchase<br>D—Donation | (c) Date acquired<br>(mo. day yr.) | (d) Date sold<br>(mo., day, yr.) |
|------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------|------------------------------------|----------------------------------|
| <b>1a N/A</b>                                                                                                                      |                                              |                                    |                                  |
| <b>b</b>                                                                                                                           |                                              |                                    |                                  |
| <b>c</b>                                                                                                                           |                                              |                                    |                                  |
| <b>d</b>                                                                                                                           |                                              |                                    |                                  |
| <b>e</b>                                                                                                                           |                                              |                                    |                                  |

| (e) Gross sales price | (f) Depreciation allowed<br>(or allowable) | (g) Cost or other basis<br>plus expense of sale | (h) Gain or (loss)<br>(e) plus (f) minus (g) |
|-----------------------|--------------------------------------------|-------------------------------------------------|----------------------------------------------|
| <b>a</b>              |                                            |                                                 |                                              |
| <b>b</b>              |                                            |                                                 |                                              |
| <b>c</b>              |                                            |                                                 |                                              |
| <b>d</b>              |                                            |                                                 |                                              |
| <b>e</b>              |                                            |                                                 |                                              |

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

| (i) F.M.V. as of 12/31/69 | (j) Adjusted basis<br>as of 12/31/69 | (k) Excess of col. (i)<br>over col. (j), if any | (l) Gains (Col. (h) gain minus<br>col. (k), but not less than -0-) or<br>Losses (from col. (h)) |
|---------------------------|--------------------------------------|-------------------------------------------------|-------------------------------------------------------------------------------------------------|
| <b>a</b>                  |                                      |                                                 |                                                                                                 |
| <b>b</b>                  |                                      |                                                 |                                                                                                 |
| <b>c</b>                  |                                      |                                                 |                                                                                                 |
| <b>d</b>                  |                                      |                                                 |                                                                                                 |
| <b>e</b>                  |                                      |                                                 |                                                                                                 |

**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****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)<br>Base period years<br>Calendar year (or tax year beginning in) | (b)<br>Adjusted qualifying distributions | (c)<br>Net value of noncharitable-use assets | (d)<br>Distribution ratio<br>(col. (b) divided by col. (c)) |
|----------------------------------------------------------------------|------------------------------------------|----------------------------------------------|-------------------------------------------------------------|
| 2010                                                                 | <b>140,338</b>                           | <b>686,704</b>                               | <b>0.204365</b>                                             |
| 2009                                                                 | <b>3,305</b>                             | <b>777,650</b>                               | <b>0.004250</b>                                             |
| 2008                                                                 | <b>74,976</b>                            | <b>802,481</b>                               | <b>0.093430</b>                                             |
| 2007                                                                 | <b>124,807</b>                           | <b>1,059,756</b>                             | <b>0.117770</b>                                             |
| 2006                                                                 | <b>850</b>                               | <b>1,127,929</b>                             | <b>0.000754</b>                                             |

**2** Total of line 1, column (d)**2****0.420569****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****0.084114****4** Enter the net value of noncharitable-use assets for 2011 from Part X, line 5**4****0****5** Multiply line 4 by line 3**5****6** Enter 1% of net investment income (1% of Part I, line 27b)**6****165****7** Add lines 5 and 6**7****165****8** Enter qualifying distributions from Part XII, line 4**8****25,000**

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)**

|           |                                                                                                                                                                                                                                    |           |            |
|-----------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------|------------|
| <b>1a</b> | Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1<br>Date of ruling or determination letter <b>(attach copy of letter if necessary—see instructions)</b> |           |            |
| <b>b</b>  | Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b                                                                         | <b>1</b>  | <b>165</b> |
| <b>c</b>  | All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)                                                                                                             |           |            |
| <b>2</b>  | Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)                                                                                                                          | <b>2</b>  | <b>0</b>   |
| <b>3</b>  | Add lines 1 and 2                                                                                                                                                                                                                  | <b>3</b>  | <b>165</b> |
| <b>4</b>  | Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)                                                                                                                        | <b>4</b>  | <b>0</b>   |
| <b>5</b>  | <b>Tax based on investment income.</b> Subtract line 4 from line 3. If zero or less, enter -0-                                                                                                                                     | <b>5</b>  | <b>165</b> |
| <b>6</b>  | Credits/Payments                                                                                                                                                                                                                   |           |            |
| <b>a</b>  | 2011 estimated tax payments and 2010 overpayment credited to 2011                                                                                                                                                                  | <b>6a</b> |            |
| <b>b</b>  | Exempt foreign organizations—tax withheld at source                                                                                                                                                                                | <b>6b</b> |            |
| <b>c</b>  | Tax paid with application for extension of time to file (Form 8868)                                                                                                                                                                | <b>6c</b> |            |
| <b>d</b>  | Backup withholding erroneously withheld                                                                                                                                                                                            | <b>6d</b> |            |
| <b>7</b>  | Total credits and payments. Add lines 6a through 6d                                                                                                                                                                                | <b>7</b>  |            |
| <b>8</b>  | Enter any <b>penalty</b> for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached                                                                                                           | <b>8</b>  |            |
| <b>9</b>  | <b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b>                                                                                                                                        | <b>9</b>  | <b>165</b> |
| <b>10</b> | <b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b>                                                                                                                            | <b>10</b> |            |
| <b>11</b> | Enter the amount of line 10 to be <b>Credited to 2012 estimated tax</b> <input type="checkbox"/> <b>Refunded</b> <input type="checkbox"/>                                                                                          | <b>11</b> |            |

**Part VII-A Statements Regarding Activities**

|           |                                                                                                                                                                                                                                                                                                                                                                      | Yes      | No       |
|-----------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------|----------|
| <b>1a</b> | 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?                                                                                                                                                                                                 |          | <b>X</b> |
| <b>b</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)?<br>If the answer is "Yes" to <b>1a</b> or <b>1b</b> , attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities |          | <b>X</b> |
| <b>c</b>  | Did the foundation file <b>Form 1120-POL</b> for this year?                                                                                                                                                                                                                                                                                                          |          |          |
| <b>d</b>  | Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year<br>(1) On the foundation <b>\$</b> _____ (2) On foundation managers <b>\$</b> _____                                                                                                                                                                                |          |          |
| <b>e</b>  | Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <b>\$</b> _____                                                                                                                                                                                                                 |          |          |
| <b>2</b>  | Has the foundation engaged in any activities that have not previously been reported to the IRS?<br>If "Yes," attach a detailed description of the activities                                                                                                                                                                                                         |          | <b>X</b> |
| <b>3</b>  | 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                                                                                                                                           |          | <b>X</b> |
| <b>4a</b> | Did the foundation have unrelated business gross income of \$1,000 or more during the year?                                                                                                                                                                                                                                                                          |          | <b>X</b> |
| <b>b</b>  | If "Yes," has it filed a tax return on <b>Form 990-T</b> for this year?                                                                                                                                                                                                                                                                                              |          |          |
| <b>5</b>  | Was there a liquidation, termination, dissolution, or substantial contraction during the year?<br>If "Yes," attach the statement required by General Instruction T                                                                                                                                                                                                   |          | <b>X</b> |
| <b>6</b>  | Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either<br>• By language in the governing instrument, or<br>• 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?                                    | <b>X</b> |          |
| <b>7</b>  | 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                                                                                                                                                                                                                                     | <b>X</b> |          |
| <b>8a</b> | Enter the states to which the foundation reports or with which it is registered (see instructions) <b>TX</b>                                                                                                                                                                                                                                                         |          |          |
| <b>b</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 <b>See Stmt 7</b>                                                                                                                                        |          |          |
| <b>9</b>  | 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                                                                                                                 |          | <b>X</b> |
| <b>10</b> | Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses                                                                                                                                                                                                                                   |          | <b>X</b> |

**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 |          | <b>X</b> |
| 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 |          | <b>X</b> |
| 13 | Did the foundation comply with the public inspection requirements for its annual returns and exemption application?<br>Website address ► <b>NONE</b>                                                                                                                                                                             | 13 | <b>X</b> |          |
| 14 | The books are in care of ► <b>DR. JOINER CARTWRIGHT</b><br><b>306 BLALOCK</b><br>Located at ► <b>HOUSTON</b> TX ZIP+4 ► <b>77024</b><br>Telephone no ► <b>713-784-5740</b>                                                                                                                                                       |    |          |          |
| 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?<br>See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country ► | 16 | Yes      | No       |
|    |                                                                                                                                                                                                                                                                                                                                  |    |          | <b>X</b> |

**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 <b>X</b> | No       |
| (2)                                                                                     | Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?                                                                                                                                                                                                                                                                                                                                                                                      | Yes <b>X</b> | No       |
| (3)                                                                                     | Furnish goods, services, or facilities to (or accept them from) a disqualified person?                                                                                                                                                                                                                                                                                                                                                                                                          | Yes <b>X</b> | No       |
| (4)                                                                                     | Pay compensation to, or pay or reimburse the expenses of, a disqualified person?                                                                                                                                                                                                                                                                                                                                                                                                                | Yes <b>X</b> | 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 <b>X</b> | 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 <b>X</b> | 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)?<br>Organizations relying on a current notice regarding disaster assistance check here                                                                                                                                                                                      | N/A          | 1b       |
| 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?                                                                                                                                                                                                                                                                                                         | N/A          | 1c       |
| 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?<br>If "Yes," list the years ► 20 , 20 , 20 , 20                                                                                                                                                                                                                                                                                               | Yes <b>X</b> | 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 )                                                                                                                                                                                         | N/A          | 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<br>► 20 , 20 , 20 , 20                                                                                                                                                                                                                                                                                                                                                           |              |          |
| 3a                                                                                      | Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?                                                                                                                                                                                                                                                                                                                                                                      | Yes <b>X</b> | 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 ) | N/A          | 3b       |
| 4a                                                                                      | Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?                                                                                                                                                                                                                                                                                                                                                                                 |              | <b>X</b> |
| 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?                                                                                                                                                                                                                                                               |              | <b>X</b> |

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

|                                                                                                                                                                                                                                                                                                                     |                                                                     |           |          |
|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------|-----------|----------|
| <b>5a</b> During the year did the foundation pay or incur any amount to                                                                                                                                                                                                                                             |                                                                     |           |          |
| <b>(1)</b> Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?                                                                                                                                                                                                                    | <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No |           |          |
| <b>(2)</b> Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?                                                                                                                                                          | <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No |           |          |
| <b>(3)</b> Provide a grant to an individual for travel, study, or other similar purposes?                                                                                                                                                                                                                           | <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No |           |          |
| <b>(4)</b> 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)                                                                                                                                    | <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No |           |          |
| <b>(5)</b> Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?                                                                                                                                        | <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No |           |          |
| <b>b</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 | <b>N/A</b>                                                          | <b>5b</b> |          |
| <b>c</b> 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? If "Yes," attach the statement required by Regulations section 53.4945-5(d)                                                                     | <b>N/A</b> <input type="checkbox"/> Yes <input type="checkbox"/> No |           |          |
| <b>6a</b> Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?                                                                                                                                                                           | <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No |           |          |
| <b>b</b> Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? If "Yes" to 6b, file Form 8870                                                                                                                                                                  |                                                                     | <b>6b</b> | <b>X</b> |
| <b>7a</b> At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?                                                                                                                                                                                                      | <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No |           |          |
| <b>b</b> If Yes, did the foundation receive any proceeds or have any net income attributable to the transaction?                                                                                                                                                                                                    | <b>N/A</b>                                                          | <b>7b</b> |          |

**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 8      |                                                           |                                           |                                                                       |                                      |
|                      |                                                           |                                           |                                                                       |                                      |
|                      |                                                           |                                           |                                                                       |                                      |
|                      |                                                           |                                           |                                                                       |                                      |

**2 Compensation of five highest-paid employees (other than those included on line 4—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                                                          |                                                           |                  |                                                                       |                                      |
|                                                               |                                                           |                  |                                                                       |                                      |
|                                                               |                                                           |                  |                                                                       |                                      |
|                                                               |                                                           |                  |                                                                       |                                      |
|                                                               |                                                           |                  |                                                                       |                                      |

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

0

**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors** (continued)**3 Five highest-paid independent contractors for professional services (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                                                                            |                     |                  |
|                                                                                 |                     |                  |
|                                                                                 |                     |                  |
|                                                                                 |                     |                  |
|                                                                                 |                     |                  |
| <b>Total number of others receiving over \$50,000 for professional services</b> |                     | ►                |

**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 |
|--------------|----------|
| <b>1 N/A</b> |          |
| <b>2</b>     |          |
| <b>3</b>     |          |
| <b>4</b>     |          |

**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                                                    |        |
| 2                                                        |        |
| All other program-related investments. See instructions. |        |
| 3                                                        |        |
| Total. Add lines 1 through 3                             |        |



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

|          |                                                                                                             |           |          |
|----------|-------------------------------------------------------------------------------------------------------------|-----------|----------|
| <b>1</b> | Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes  |           |          |
| <b>a</b> | Average monthly fair market value of securities                                                             | <b>1a</b> | <b>0</b> |
| <b>b</b> | Average of monthly cash balances                                                                            | <b>1b</b> | <b>0</b> |
| <b>c</b> | Fair market value of all other assets (see instructions)                                                    | <b>1c</b> | <b>0</b> |
| <b>d</b> | <b>Total</b> (add lines 1a, b, and c)                                                                       | <b>1d</b> | <b>0</b> |
| <b>e</b> | Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)   | <b>1e</b> | <b>0</b> |
| <b>2</b> | Acquisition indebtedness applicable to line 1 assets                                                        | <b>2</b>  | <b>0</b> |
| <b>3</b> | Subtract line 2 from line 1d                                                                                | <b>3</b>  | <b>0</b> |
| <b>4</b> | Cash deemed held for charitable activities. Enter 1½% of line 3 (for greater amount, see instructions)      | <b>4</b>  | <b>0</b> |
| <b>5</b> | <b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4 | <b>5</b>  | <b>0</b> |
| <b>6</b> | <b>Minimum investment return.</b> Enter 5% of line 5                                                        | <b>6</b>  | <b>0</b> |

**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.)

|           |                                                                                                           |           |            |
|-----------|-----------------------------------------------------------------------------------------------------------|-----------|------------|
| <b>1</b>  | Minimum investment return from Part X, line 6                                                             | <b>1</b>  |            |
| <b>2a</b> | Tax on investment income for 2011 from Part VI, line 5                                                    | <b>2a</b> | <b>165</b> |
| <b>b</b>  | Income tax for 2011 (This does not include the tax from Part VI.)                                         | <b>2b</b> |            |
| <b>c</b>  | Add lines 2a and 2b                                                                                       | <b>2c</b> | <b>165</b> |
| <b>3</b>  | Distributable amount before adjustments. Subtract line 2c from line 1                                     | <b>3</b>  |            |
| <b>4</b>  | Recoveries of amounts treated as qualifying distributions                                                 | <b>4</b>  |            |
| <b>5</b>  | Add lines 3 and 4                                                                                         | <b>5</b>  |            |
| <b>6</b>  | Deduction from distributable amount (see instructions)                                                    | <b>6</b>  |            |
| <b>7</b>  | <b>Distributable amount</b> as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1 | <b>7</b>  | <b>0</b>   |

**Part XII Qualifying Distributions** (see instructions)

|          |                                                                                                                                                      |           |               |
|----------|------------------------------------------------------------------------------------------------------------------------------------------------------|-----------|---------------|
| <b>1</b> | Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes                                                            | <b>1a</b> | <b>25,000</b> |
| <b>a</b> | Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26                                                                          | <b>1b</b> |               |
| <b>b</b> | Program-related investments—total from Part IX-B                                                                                                     |           |               |
| <b>2</b> | Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes                                            | <b>2</b>  |               |
| <b>3</b> | Amounts set aside for specific charitable projects that satisfy the                                                                                  |           |               |
| <b>a</b> | Suitability test (prior IRS approval required)                                                                                                       | <b>3a</b> |               |
| <b>b</b> | Cash distribution test (attach the required schedule)                                                                                                | <b>3b</b> |               |
| <b>4</b> | <b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4                                    | <b>4</b>  | <b>25,000</b> |
| <b>5</b> | 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) | <b>5</b>  | <b>165</b>    |
| <b>6</b> | <b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4                                                                                | <b>6</b>  | <b>24,835</b> |

**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)<br>Corpus  | (b)<br>Years prior to 2010 | (c)<br>2010 | (d)<br>2011    |
|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------|----------------------------|-------------|----------------|
| <b>1</b> Distributable amount for 2011 from Part XI, line 7                                                                                                                       |                |                            |             | <b>0</b>       |
| <b>2</b> Undistributed income, if any, as of the end of 2011                                                                                                                      |                |                            |             |                |
| <b>a</b> Enter amount for 2010 only                                                                                                                                               |                |                            |             |                |
| <b>b</b> Total for prior years 20____, 20____, 20____                                                                                                                             |                |                            |             |                |
| <b>3</b> Excess distributions carryover, if any, to 2011                                                                                                                          |                |                            |             |                |
| <b>a</b> From 2006                                                                                                                                                                |                |                            |             | <b>106</b>     |
| <b>b</b> From 2007                                                                                                                                                                |                |                            |             | <b>125,193</b> |
| <b>c</b> From 2008                                                                                                                                                                |                |                            |             | <b>75,024</b>  |
| <b>d</b> From 2009                                                                                                                                                                |                |                            |             | <b>3,695</b>   |
| <b>e</b> From 2010                                                                                                                                                                |                |                            |             | <b>140,500</b> |
| <b>f</b> <b>Total</b> of lines 3a through e                                                                                                                                       | <b>344,518</b> |                            |             |                |
| <b>4</b> Qualifying distributions for 2011 from Part XII, line 4 ▶ \$ <b>25,000</b>                                                                                               |                |                            |             |                |
| <b>a</b> Applied to 2010, but not more than line 2a                                                                                                                               |                |                            |             |                |
| <b>b</b> Applied to undistributed income of prior years (Election required—see instructions)                                                                                      |                |                            |             |                |
| <b>c</b> Treated as distributions out of corpus (Election required—see instructions)                                                                                              |                |                            |             |                |
| <b>d</b> Applied to 2011 distributable amount                                                                                                                                     |                |                            |             |                |
| <b>e</b> Remaining amount distributed out of corpus                                                                                                                               | <b>25,000</b>  |                            |             |                |
| <b>5</b> Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a) )                                        |                |                            |             |                |
| <b>6</b> <b>Enter the net total of each column as indicated below:</b>                                                                                                            |                |                            |             |                |
| <b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5                                                                                                                          | <b>369,518</b> |                            |             |                |
| <b>b</b> Prior years' undistributed income Subtract line 4b from line 2b                                                                                                          |                |                            |             |                |
| <b>c</b> 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 |                |                            |             |                |
| <b>d</b> Subtract line 6c from line 6b Taxable amount—see instructions                                                                                                            |                |                            |             |                |
| <b>e</b> Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount—see instructions                                                                              |                |                            |             |                |
| <b>f</b> Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2012                                                                |                |                            |             | <b>0</b>       |
| <b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)                                  |                |                            |             |                |
| <b>8</b> Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)                                                                              | <b>106</b>     |                            |             |                |
| <b>9</b> <b>Excess distributions carryover to 2012</b> Subtract lines 7 and 8 from line 6a                                                                                        | <b>369,412</b> |                            |             |                |
| <b>10</b> Analysis of line 9                                                                                                                                                      |                |                            |             |                |
| <b>a</b> Excess from 2007                                                                                                                                                         |                |                            |             | <b>125,193</b> |
| <b>b</b> Excess from 2008                                                                                                                                                         |                |                            |             | <b>75,024</b>  |
| <b>c</b> Excess from 2009                                                                                                                                                         |                |                            |             | <b>3,695</b>   |
| <b>d</b> Excess from 2010                                                                                                                                                         |                |                            |             | <b>140,500</b> |
| <b>e</b> Excess from 2011                                                                                                                                                         |                |                            |             | <b>25,000</b>  |

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

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

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

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

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

**1 Information Regarding Foundation Managers:**

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

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

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

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

**a** The name, address, and telephone number of the person to whom applications should be addressed  
**DR. JOINER CARTWRIGHT 713-776-9800**  
**306 BLALOCK HOUSTON TX 77024**

**b** The form in which applications should be submitted and information and materials they should include  
**LETTER OF APPLICATION**

**c** Any submission deadlines  
**NO DEADLINES, ONGOING**

**d** Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors  
**NONE**







0665 ROSALIE &amp; JOINER CARTWRIGHT, JR.

76-0460235

FYE: 12/31/2011

**Federal Statements****Statement 1 - Form 990-PF, Part I, Line 6a - Sale of Assets**

| Whom Sold                      | Description | Date Acquired | Date Sold | How Received |              | Cost | Expense | Depreciation | Net Gain / Loss |
|--------------------------------|-------------|---------------|-----------|--------------|--------------|------|---------|--------------|-----------------|
|                                |             |               |           | Sale Price   | Purchase     |      |         |              |                 |
| SEE ATTACHED NORTHERN TRUST ST | Various     | Various       | Various   | \$ 911,067   | \$ 889,275   | \$   | \$      | \$           | 21,792          |
| SEE ATTACHED NORTHERN TRUST LT | Various     | Various       | Various   | 294,754      | 226,681      |      |         |              | 68,073          |
| NORTHERN TRUST CAP GAIN DIST   | Various     | Various       | Various   | 312          |              |      |         |              | 312             |
| Total                          |             |               |           | \$ 1,206,133 | \$ 1,115,956 | \$   | 0       | \$           | 90,177          |

**Statement 2 - Form 990-PF, Part I, Line 11 - Other Income**

| Description    | Revenue per Books | Net Investment Income | Adjusted Net Income |
|----------------|-------------------|-----------------------|---------------------|
| ACCURAL INCOME | \$ -3,013         | \$                    | \$ -3,013           |
| Total          | \$ -3,013         | \$ 0                  | \$ -3,013           |

**Statement 3 - Form 990-PF, Part I, Line 16c - Other Professional Fees**

| Description                      | Total     | Net Investment | Adjusted Net | Charitable Purpose |
|----------------------------------|-----------|----------------|--------------|--------------------|
| VAUGHAN NELSON INVESTMENT FEES   | \$ 4,479  | \$             | \$           | \$                 |
| NORTHERN TRUST BANK CUSTODIAN FE | 9,233     |                |              |                    |
| Total                            | \$ 13,712 | \$ 0           | \$ 0         | \$ 0               |

0665 ROSALIE & JOINER CARTWRIGHT, JR.

76-0460235

FYE: 12/31/2011

## Federal Statements

### Statement 4 - Form 990-PF, Part I, Line 23 - Other Expenses

| Description             | Total        | Net<br>Investment | Adjusted<br>Net | Charitable<br>Purpose |
|-------------------------|--------------|-------------------|-----------------|-----------------------|
| Expenses                |              |                   |                 |                       |
| PRIOR YEARS TAX PD. IRS | 164          |                   |                 |                       |
| FOREIGN TAXES PD        | 42           |                   |                 |                       |
| UNLOCATED DIFFERENCE    | 1,677        |                   |                 |                       |
| Total                   | <u>1,883</u> | <u>0</u>          | <u>0</u>        | <u>0</u>              |
|                         | \$           | \$                | \$              | \$                    |



0665 ROSALIE & JOINER CARTWRIGHT, JR.

76-0460235

FYE: 12/31/2011

## Federal Statements

### Statement 5 - Form 990-PF, Part II, Line 10a - US and State Government Investments

| Description      | Beginning<br>of Year | End of<br>Year | Basis of<br>Valuation | Fair Market<br>Value |
|------------------|----------------------|----------------|-----------------------|----------------------|
| US & STATE BONDS | \$ 165,978           | \$ 192,429     | Cost                  | \$ 205,450           |
| Total            | \$ 165,978           | \$ 192,429     |                       | \$ 205,450           |

### Statement 6 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments

| Description      | Beginning<br>of Year | End of<br>Year | Basis of<br>Valuation | Fair Market<br>Value |
|------------------|----------------------|----------------|-----------------------|----------------------|
| CORPORATE STOCKS | \$ 497,504           | \$ 543,453     | Cost                  | \$ 577,308           |
| Total            | \$ 497,504           | \$ 543,453     |                       | \$ 577,308           |

0665. ROSALIE & JOINER CARTWRIGHT, JR.

76-0460235

## Federal Statements

FYE: 12/31/2011

### **Statement 7 - Form 990-PF, Part VII-A, Line 8b - Not Filing with Attorney General** **Explanation**

#### Description

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FORM 990-PF IS NOT REQUIRED IN THE STATE OF TEXAS.

0665 ROSALIE & JOINER CARTWRIGHT, JR.

76-0460235

FYE: 12/31/2011

## Federal Statements

### Statement 8 - Form 990-PF, Part VIII, Line 1 - List of Officers, Directors, Trustees, Etc.

| Name and Address                                              | Title    | Average Hours | Compensation | Benefits | Expenses |
|---------------------------------------------------------------|----------|---------------|--------------|----------|----------|
| DR. JOINER CARTWRIGHT, JR.<br>306 BLALOCK<br>HOUSTON TX 77024 | DIRECTOR | 2.00          | 0            | 0        | 0        |
| DR. GLORIA HUI<br>306 BLALOCK<br>HOUSTON TX 77024             | DIRECTOR | 0.50          | 0            | 0        | 0        |
| BETTIE CARTWRIGHT<br>2911 FERNDAL<br>HOUSTON TX 77098         | DIRECTOR | 0.50          | 0            | 0        | 0        |
| DR. JOINER CARTWRIGHT, JR.<br>306 BLALOCK<br>HOUSTON TX 77024 | DIRECTOR | 2.00          | 0            | 0        | 0        |
| DR. GLORIA HUI<br>306 BLALOCK<br>HOUSTON TX 77024             | DIRECTOR | 0.50          | 0            | 0        | 0        |
| BETTIE CARTWRIGHT<br>2911 FERNDAL<br>HOUSTON TX 77098         | DIRECTOR | 0.50          | 0            | 0        | 0        |

0665, ROSALIE & JOINER CARTWRIGHT, JR.

76-0460235

## Federal Statements

FYE: 12/31/2011

### Form 990-PF, Part XV, Line 2b - Application Format and Required Contents

Description

LETTER OF APPLICATION

### Form 990-PF, Part XV, Line 2c - Submission Deadlines

Description

NO DEADLINES, ONGOING

### Form 990-PF, Part XV, Line 2d - Award Restrictions or Limitations

Description

NONE

# 2011 Tax Information Statement

Account Number: 03-17591  
 Recipient's Tax ID Number: XX-XXX0235

Recipient's Name and Address:  
 ROSALIE/JOINER CARTWRIGHT CHAR. FDN.  
 306 BLALOCK ROAD  
 HOUSTON, TX 77024-6515

☐ Corrected ☐ 2nd TIN notice

THE NORTHERN TRUST COMPANY  
 P.O. BOX 803878  
 CHICAGO, IL 60680

## 2011 Proceeds from Broker and Barter Exchange Transactions

Sales are listed at Gross Proceeds less commissions and option premiums.

| Number of shares        | CUSIP     | Description                                            | Date Acquired | Date of Sale | Stocks Bonds, etc. | Cost or other Basis | Net Gain or Loss | Federal Income Tax Withheld |
|-------------------------|-----------|--------------------------------------------------------|---------------|--------------|--------------------|---------------------|------------------|-----------------------------|
| <b>Short Term Sales</b> |           |                                                        |               |              |                    |                     |                  |                             |
| 50 0000                 | 931142103 | WAL MART STORES INC                                    | 06/29/2010    | 01/07/2011   | 2,699.32           | 2,439.58            | 259.74           | 0.00                        |
| 275 0000                | 025537101 | AMERICAN ELECTRIC POWER INC                            | Various       | 01/11/2011   | 9,848.59           | 9,212.22            | 636.37           | 0.00                        |
| 125 0000                | 020002101 | ALLSTATE CORP                                          | Various       | 01/12/2011   | 3,861.83           | 3,934.44            | -72.61           | 0.00                        |
| 150 0000                | H0023R105 | ACE LTD COM STK                                        | Various       | 01/12/2011   | 9,137.96           | 8,157.67            | 980.29           | 0.00                        |
| 50 0000                 | H0023R105 | ACE LTD COM STK                                        | 07/22/2010    | 01/13/2011   | 3,032.68           | 2,645.46            | 387.22           | 0.00                        |
| 25 0000                 | 976657106 | WISCONSIN ENERGY CORP                                  | 06/28/2010    | 01/20/2011   | 1,484.45           | 1,292.01            | 192.44           | 0.00                        |
| 125 0000                | 674599105 | OCCIDENTAL PETROLEUM CORP                              | Various       | 01/31/2011   | 12,022.10          | 10,174.86           | 1,847.24         | 0.00                        |
| 200 0000                | 126650100 | CVS CORP                                               | Various       | 02/04/2011   | 6,516.53           | 6,599.63            | -83.10           | 0.00                        |
| 25 0000                 | 256677105 | DOLLAR GEN CORP NEW COM                                | 10/25/2010    | 02/07/2011   | 690.47             | 713.53              | -23.06           | 0.00                        |
| 50 0000                 | 256677105 | DOLLAR GEN CORP NEW COM                                | 10/25/2010    | 02/07/2011   | 1,378.61           | 1,427.05            | -48.44           | 0.00                        |
| 125 0000                | 256677105 | DOLLAR GEN CORP NEW COM                                | 10/25/2010    | 02/08/2011   | 3,475.08           | 3,567.62            | -92.54           | 0.00                        |
| 175 0000                | 35671D857 | FREEPORT MCMORAN C & G CL B COM STK                    | Various       | 02/10/2011   | 9,370.99           | 8,436.95            | 934.04           | 0.00                        |
| 275 0000                | 91911K102 | VALEANT PHARMACEUTICALS INTERNATIONAL INC COMMON STOCK | Various       | 02/10/2011   | 11,065.42          | 7,543.24            | 3,522.18         | 0.00                        |
| 225 0000                | 17275R102 | CISCO SYS INC                                          | Various       | 02/15/2011   | 4,196.32           | 4,672.83            | -476.51          | 0.00                        |
| 75 0000                 | 052800109 | AUTOLIV INC                                            | 06/28/2010    | 02/17/2011   | 5,721.10           | 3,712.97            | 2,008.13         | 0.00                        |
| 75 0000                 | 428236103 | HEWLETT PACKARD CO COM                                 | Various       | 03/03/2011   | 3,249.64           | 3,448.06            | -198.42          | 0.00                        |

This is important tax information and is being furnished to you.



# 2011 Tax Information Statement

Account Number: 03-17591  
 Recipient's Tax ID Number: XX-XXX0235

Recipient's Name and Address:  
 ROSALIE/JOINER CARTWRIGHT CHAR. FDN.  
 306 BLALOCK ROAD  
 HOUSTON, TX 77024-6515

☐ Corrected ☐ 2nd TIN notice

THE NORTHERN TRUST COMPANY  
 P.O. BOX 803878  
 CHICAGO, IL 60680

| Number of shares | CUSIP     | Description                         | Date Acquired | Date of Sale | Stocks, Bonds, etc. | Cost or other Basis | Net Gain or Loss | Federal Income Tax Withheld |
|------------------|-----------|-------------------------------------|---------------|--------------|---------------------|---------------------|------------------|-----------------------------|
| 75.0000          | 828806109 | SIMON PPTY GROUP INC NEW            | 07/13/2010    | 03/03/2011   | 8,034.03            | 6,351.20            | 1,682.83         | 0.00                        |
| 175.0000         | 025537101 | AMERICAN ELECTRIC POWER INC         | Various       | 03/09/2011   | 6,300.22            | 5,743.69            | 556.53           | 0.00                        |
| 25.0000          | 20605P101 | CONCHO RES INC COM STK              | 01/31/2011    | 03/09/2011   | 2,576.19            | 2,387.03            | 189.16           | 0.00                        |
| 25.0000          | 20605P101 | CONCHO RES INC COM STK              | 01/31/2011    | 03/09/2011   | 2,579.17            | 2,387.04            | 192.13           | 0.00                        |
| 25.0000          | 343412102 | FLUOR CORP                          | 10/11/2010    | 03/09/2011   | 1,730.99            | 1,301.56            | 429.43           | 0.00                        |
| 575.0000         | 124857202 | CBS CORP                            | Various       | 03/10/2011   | 13,639.25           | 9,617.18            | 4,022.07         | 0.00                        |
| 125.0000         | 343412102 | FLUOR CORP                          | Various       | 03/10/2011   | 8,374.10            | 6,055.83            | 2,318.27         | 0.00                        |
| 125.0000         | 35671D857 | FREEPORT MCMORAN C & G CL B COM STK | Various       | 03/10/2011   | 5,993.43            | 5,362.83            | 630.60           | 0.00                        |
| 250.0000         | 438516106 | HONEYWELL INTL INC                  | Various       | 03/10/2011   | 13,964.30           | 11,461.73           | 2,502.57         | 0.00                        |
| 175.0000         | 124857202 | CBS CORP                            | 08/12/2010    | 03/11/2011   | 4,165.28            | 2,492.70            | 1,672.58         | 0.00                        |
| 50.0000          | 20605P101 | CONCHO RES INC COM STK              | 08/12/2010    | 03/11/2011   | 5,062.85            | 3,016.35            | 2,046.50         | 0.00                        |
| 25.0000          | 20605P101 | CONCHO RES INC COM STK              | 01/31/2011    | 03/11/2011   | 2,531.43            | 2,387.03            | 144.40           | 0.00                        |
| 50.0000          | 343412102 | FLUOR CORP                          | 08/11/2010    | 03/11/2011   | 3,356.70            | 2,340.84            | 1,015.86         | 0.00                        |
| 75.0000          | 38141G104 | GOLDMAN SACHS GROUP INC             | Various       | 03/14/2011   | 11,915.89           | 10,859.38           | 1,056.51         | 0.00                        |
| 200.0000         | 976657106 | WISCONSIN ENERGY CORP               | 06/28/2010    | 03/29/2011   | 6,004.34            | 5,168.04            | 836.30           | 0.00                        |
| 300.0000         | 976657106 | WISCONSIN ENERGY CORP               | Various       | 03/30/2011   | 9,141.36            | 7,682.48            | 1,458.88         | 0.00                        |
| 75.0000          | G491BT108 | INVECO LTD COM STK USD0 10          | 01/11/2011    | 03/30/2011   | 1,935.83            | 1,872.25            | 63.58            | 0.00                        |
| 175.0000         | G491BT108 | INVECO LTD COM STK USD0 10          | 12/17/2010    | 03/30/2011   | 4,494.51            | 3,980.08            | 514.43           | 0.00                        |
| 50.0000          | G491BT108 | INVECO LTD COM STK USD0 10          | 01/11/2011    | 03/30/2011   | 1,284.14            | 1,248.17            | 35.97            | 0.00                        |

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# 2011 Tax Information Statement

Account Number: 03-17591  
 Recipient's Tax ID Number: XX-XXX0235  
☐ Corrected ☐ 2nd TIN notice

Recipient's Name and Address:  
 ROSALIE/JOINER CARTWRIGHT CHAR. FDN.  
 306 BLALOCK ROAD  
 HOUSTON, TX 77024-6515

THE NORTHERN TRUST COMPANY  
 P.O. BOX 803878  
 CHICAGO, IL 60680

| Number of shares | CUSIP     | Description                                            | Date Acquired | Date of Sale | Stocks Bonds, etc. | Cost or other Basis | Net Gain or Loss | Federal Income Tax Withheld |
|------------------|-----------|--------------------------------------------------------|---------------|--------------|--------------------|---------------------|------------------|-----------------------------|
| 175.0000         | G24140108 | COOPER INDUSTRIES PLC NEW IRELAND COM STK              | Various       | 03/31/2011   | 11,189.03          | 8,174.61            | 3,014.42         | 0.00                        |
| 75.0000          | G491BT108 | INVERSCO LTD COM STK USD0 10                           | 12/17/2010    | 03/31/2011   | 1,898.33           | 1,705.75            | 192.58           | 0.00                        |
| 475.0000         | 44107P104 | HOST MARRIOTT CORP NEW REIT                            | 11/04/2010    | 04/06/2011   | 8,071.04           | 7,997.72            | 73.32            | 0.00                        |
| 75.0000          | 655044105 | NOBLE ENERGY INC COM                                   | Various       | 04/06/2011   | 7,248.72           | 5,540.83            | 1,707.89         | 0.00                        |
| 125.0000         | 655044105 | NOBLE ENERGY INC COM                                   | 01/31/2011    | 04/06/2011   | 12,081.21          | 11,184.64           | 896.57           | 0.00                        |
| 100.0000         | 655044105 | NOBLE ENERGY INC COM                                   | 07/22/2010    | 04/12/2011   | 9,179.18           | 6,794.20            | 2,384.98         | 0.00                        |
| 350.0000         | 032654105 | ANALOG DEVICES INC                                     | Various       | 04/18/2011   | 13,021.28          | 11,028.92           | 1,992.36         | 0.00                        |
| 100.0000         | 25179M103 | DEVON ENERGY CORP NEW                                  | Various       | 04/18/2011   | 8,565.29           | 6,756.27            | 1,809.02         | 0.00                        |
| 50.0000          | 25179M103 | DEVON ENERGY CORP NEW                                  | 01/11/2011    | 04/18/2011   | 4,282.65           | 3,981.87            | 300.78           | 0.00                        |
| 50.0000          | 254687106 | WALT DISNEY CO                                         | 10/11/2010    | 04/18/2011   | 2,053.28           | 1,728.50            | 324.78           | 0.00                        |
| 375.0000         | 534187109 | LINCOLN NATIONAL CORP IND                              | Various       | 04/18/2011   | 10,592.01          | 11,129.73           | -537.72          | 0.00                        |
| 25.0000          | 59156R108 | METLIFE INC                                            | 01/12/2011    | 04/18/2011   | 1,077.73           | 1,166.53            | -88.80           | 0.00                        |
| 381.0000         | 91911K102 | VALEANT PHARMACEUTICALS INTERNATIONAL INC COMMON STOCK | Various       | 04/18/2011   | 19,879.01          | 9,337.99            | 10,541.02        | 0.00                        |
| 100.0000         | 369604103 | GENERAL ELEC CO COM                                    | 05/04/2010    | 04/25/2011   | 1,995.75           | 1,867.76            | 127.99           | 0.00                        |
| 75.0000          | 59156R108 | METLIFE INC                                            | Various       | 04/27/2011   | 3,361.76           | 3,478.72            | -116.96          | 0.00                        |
| 325.0000         | 887317303 | TIME WARNER INC USD0.01                                | Various       | 04/27/2011   | 11,913.62          | 10,217.37           | 1,696.25         | 0.00                        |
| 50.0000          | 30231G102 | EXXON MOBIL CORP COM                                   | 06/09/2010    | 05/06/2011   | 4,191.78           | 3,046.88            | 1,144.90         | 0.00                        |
| 275.0000         | 369604103 | GENERAL ELEC CO COM                                    | Various       | 05/06/2011   | 5,530.14           | 4,506.73            | 1,023.41         | 0.00                        |
| 25.0000          | 922417100 | VEECO INSTRS INC DEL COM                               | 03/10/2011    | 05/10/2011   | 1,297.98           | 1,180.16            | 117.82           | 0.00                        |

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# 2011 Tax Information Statement

Account Number: 03-17591  
 Recipient's Tax ID Number: XX-XXX0235

Recipient's Name and Address:  
 ROSALIE/JOINER CARTWRIGHT CHAR. FDN.  
 306 BLALOCK ROAD  
 HOUSTON, TX 77024-6515

☐ Corrected ☐ 2nd TIN notice

THE NORTHERN TRUST COMPANY  
 P.O. BOX 803878  
 CHICAGO, IL 60680

| Number of shares | CUSIP     | Description                        | Date Acquired | Date of Sale | Stocks Bonds, etc. | Cost or other Basis | Net Gain or Loss | Federal Income Tax Withheld |
|------------------|-----------|------------------------------------|---------------|--------------|--------------------|---------------------|------------------|-----------------------------|
| 200 0000         | 922417100 | VEECO INSTRS INC DEL COM           | 03/10/2011    | 05/10/2011   | 10,352.64          | 9,441.26            | 911.38           | 0.00                        |
| 25 0000          | G1151C101 | ACCENTURE PLC SHS CL A NEW         | 01/20/2011    | 05/18/2011   | 1,415.78           | 1,262.75            | 153.03           | 0.00                        |
| 100 0000         | 228368106 | CROWN HLDGS INC COM 144A           | Various       | 05/19/2011   | 4,121.08           | 3,245.40            | 875.68           | 0.00                        |
| 50 0000          | 913017109 | UNITED TECHNOLOGIES CORP           | Various       | 05/19/2011   | 4,399.64           | 3,735.04            | 664.60           | 0.00                        |
| 100 0000         | 228368106 | CROWN HLDGS INC COM 144A           | Various       | 05/20/2011   | 4,107.33           | 3,023.31            | 1,084.02         | 0.00                        |
| 625 0000         | 04010L103 | MFCARES CAP CORP COM COM           | Various       | 05/23/2011   | 10,304.35          | 10,918.23           | -613.88          | 0.00                        |
| 50 0000          | 228368106 | CROWN HLDGS INC COM 144A           | 10/15/2010    | 05/23/2011   | 2,006.10           | 1,496.58            | 509.52           | 0.00                        |
| 275 0000         | 68389X105 | ORACLE CORPORATION                 | 11/30/2010    | 05/23/2011   | 9,121.62           | 7,441.31            | 1,680.31         | 0.00                        |
| 200 0000         | 228368106 | CROWN HLDGS INC COM 144A           | Various       | 05/24/2011   | 7,958.81           | 5,946.13            | 2,012.68         | 0.00                        |
| 175.0000         | 681919106 | OMNICOM GRP INC COM                | Various       | 06/06/2011   | 7,925.05           | 8,552.14            | -627.10          | 0.00                        |
| 150.0000         | 810186106 | SCOTTS CO CL A                     | Various       | 06/06/2011   | 7,874.92           | 8,556.76            | -681.86          | 0.00                        |
| 225 0000         | 22025Y407 | CORRECTIONS CORP AMER              | Various       | 06/08/2011   | 4,835.79           | 5,572.60            | -736.81          | 0.00                        |
| 125 0000         | 22025Y407 | CORRECTIONS CORP AMER              | 04/19/2011    | 06/08/2011   | 2,686.73           | 3,058.34            | -371.61          | 0.00                        |
| 75.0000          | H84989104 | TE CONNECTIVITY LTD                | 01/11/2011    | 06/08/2011   | 2,653.54           | 2,703.79            | -50.25           | 0.00                        |
| 175.0000         | 22025Y407 | CORRECTIONS CORP AMER              | Various       | 06/09/2011   | 3,761.41           | 4,250.25            | -488.84          | 0.00                        |
| 75 0000          | 278642103 | EBAY INC                           | 06/24/2010    | 06/09/2011   | 2,287.84           | 1,585.60            | 702.25           | 0.00                        |
| 75.0000          | 695156109 | PACKAGING CORP OF AMERICA          | 04/28/2011    | 06/09/2011   | 2,124.68           | 2,139.45            | -14.77           | 0.00                        |
| 75.0000          | 891894107 | TOWERS WATSON & CO CL A COM<br>STK | 04/04/2011    | 06/09/2011   | 4,415.96           | 4,223.66            | 192.30           | 0.00                        |
| 25 0000          | 891894107 | TOWERS WATSON & CO CL A COM<br>STK | 04/26/2011    | 06/10/2011   | 1,469.18           | 1,407.71            | 61.47            | 0.00                        |

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# 2011 Tax Information Statement

Account Number: 03-17591  
 Recipient's Tax ID Number: XX-XXX0235

Recipient's Name and Address:  
 ROSALIE/JOINER CARTWRIGHT CHAR. FDN.  
 306 BLALOCK ROAD  
 HOUSTON, TX 77024-6515

☐ Corrected ☐ 2nd TIN notice

THE NORTHERN TRUST COMPANY  
 P.O. BOX 803878  
 CHICAGO, IL 60680

| Number of shares | CUSIP     | Description                     | Date Acquired | Date of Sale | Stocks, etc. | Cost or other Basis | Net Gain or Loss | Federal Income Tax Withheld |
|------------------|-----------|---------------------------------|---------------|--------------|--------------|---------------------|------------------|-----------------------------|
| 50.0000          | 723787107 | PIONEER NAT RES CO              | 01/31/2011    | 06/13/2011   | 4,240.47     | 4,699.76            | -459.29          | 0.00                        |
| 50.0000          | 695156109 | PACKAGING CORP OF AMERICA       | 04/29/2011    | 06/15/2011   | 1,395.24     | 1,421.41            | -26.17           | 0.00                        |
| 25.0000          | 832696405 | SMUCKER JM CO NEW               | 08/12/2010    | 06/15/2011   | 1,933.96     | 1,445.28            | 488.68           | 0.00                        |
| 25.0000          | 832696405 | SMUCKER JM CO NEW               | 04/13/2011    | 06/15/2011   | 1,933.96     | 1,858.39            | 75.57            | 0.00                        |
| 50.0000          | 832696405 | SMUCKER JM CO NEW               | 04/13/2011    | 06/15/2011   | 3,840.24     | 3,716.77            | 123.47           | 0.00                        |
| 25.0000          | 883556102 | THERMO ELECTRON CORP            | 06/14/2011    | 06/15/2011   | 1,564.72     | 1,585.87            | -21.15           | 0.00                        |
| 200.0000         | 883556102 | THERMO ELECTRON CORP            | Various       | 06/15/2011   | 12,367.30    | 11,915.48           | 451.82           | 0.00                        |
| 125.0000         | 695156109 | PACKAGING CORP OF AMERICA       | Various       | 06/16/2011   | 3,385.81     | 3,500.98            | -115.17          | 0.00                        |
| 50.0000          | 695156109 | PACKAGING CORP OF AMERICA       | 04/27/2011    | 06/17/2011   | 1,344.13     | 1,387.25            | -43.12           | 0.00                        |
| 25.0000          | 008252108 | AFFILIATED MANAGERS GROUP       | 10/04/2010    | 06/20/2011   | 2,411.69     | 1,968.00            | 443.69           | 0.00                        |
| 100.0000         | 008252108 | AFFILIATED MANAGERS GROUP       | 04/18/2011    | 06/20/2011   | 9,646.77     | 10,168.79           | -522.02          | 0.00                        |
| 75.0000          | 922417100 | VEECO INSTRS INC DEL COM        | Various       | 06/20/2011   | 3,677.37     | 3,538.61            | 138.76           | 0.00                        |
| 200.0000         | 59151K108 | METHANEX CORP COM STK           | Various       | 06/21/2011   | 5,907.59     | 6,679.69            | -772.11          | 0.00                        |
| 175.0000         | 718592108 | PHILLIPS VAN HEUSEN CORP        | Various       | 06/21/2011   | 11,240.26    | 11,174.27           | 65.99            | 0.00                        |
| 100.0000         | 075887109 | BECTON DICKINSON & CO           | 03/30/2011    | 07/07/2011   | 8,946.82     | 7,974.88            | 971.94           | 0.00                        |
| 50.0000          | 883556102 | THERMO ELECTRON CORP            | 02/04/2011    | 07/07/2011   | 3,276.25     | 2,786.01            | 490.24           | 0.00                        |
| 75.0000          | 891894107 | TOWERS WATSON & CO CL A COM STK | Various       | 07/07/2011   | 4,967.61     | 4,195.85            | 771.76           | 0.00                        |
| 75.0000          | 891894107 | TOWERS WATSON & CO CL A COM STK | Various       | 07/08/2011   | 4,806.84     | 4,144.57            | 662.27           | 0.00                        |

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# 2011 Tax Information Statement

Account Number: 03-17591  
 Recipient's Tax ID Number: XX-XXX0235

Recipient's Name and Address:  
 ROSALIE/JOINER CARTWRIGHT CHAR. FDN.  
 306 BLALOCK ROAD  
 HOUSTON, TX 77024-6515

☐ Corrected ☐ 2nd TIN notice

THE NORTHERN TRUST COMPANY  
 P.O. BOX 803878  
 CHICAGO, IL 60680

| Number of shares | CUSIP     | Description                     | Date Acquired | Date of Sale | Stocks Bonds, etc. | Cost or other Basis | Net Gain or Loss | Federal Income Tax Withheld |
|------------------|-----------|---------------------------------|---------------|--------------|--------------------|---------------------|------------------|-----------------------------|
| 75.0000          | 891894107 | TOWERS WATSON & CO CL A COM STK | 04/25/2011    | 07/11/2011   | 4,728.59           | 4,143.22            | 585.37           | 0.00                        |
| 75.0000          | 891894107 | TOWERS WATSON & CO CL A COM STK | 04/25/2011    | 07/12/2011   | 4,724.82           | 4,143.23            | 581.59           | 0.00                        |
| 100.0000         | 891894107 | TOWERS WATSON & CO CL A COM STK | Various       | 07/13/2011   | 6,347.84           | 5,524.07            | 823.77           | 0.00                        |
| 25.0000          | 891894107 | TOWERS WATSON & CO CL A COM STK | 03/30/2011    | 07/14/2011   | 1,558.60           | 1,380.85            | 177.75           | 0.00                        |
| 200.0000         | 04010L103 | MFC ARES CAP CORP COM COM       | Various       | 07/18/2011   | 3,023.60           | 3,455.52            | -431.92          | 0.00                        |
| 225.0000         | 04010L103 | MFC ARES CAP CORP COM COM       | Various       | 07/18/2011   | 3,380.57           | 3,868.81            | -488.24          | 0.00                        |
| 300.0000         | 04010L103 | MFC ARES CAP CORP COM COM       | Various       | 07/18/2011   | 4,516.29           | 5,205.85            | -689.56          | 0.00                        |
| 475.0000         | 04010L103 | MFC ARES CAP CORP COM COM       | Various       | 07/19/2011   | 7,367.14           | 7,883.86            | -516.72          | 0.00                        |
| 200.0000         | 04010L103 | MFC ARES CAP CORP COM COM       | 07/07/2011    | 07/20/2011   | 3,127.08           | 3,231.48            | -104.40          | 0.00                        |
| 250.0000         | 810186106 | SCOTTS CO CL A                  | Various       | 07/26/2011   | 12,698.10          | 14,143.78           | -1,445.68        | 0.00                        |
| 125.0000         | 810186106 | SCOTTS CO CL A                  | 05/02/2011    | 08/01/2011   | 6,288.09           | 7,045.69            | -757.60          | 0.00                        |
| 100.0000         | 810186106 | SCOTTS CO CL A                  | Various       | 08/02/2011   | 4,941.76           | 5,632.82            | -691.06          | 0.00                        |
| 25.0000          | 810186106 | SCOTTS CO CL A                  | 04/18/2011    | 08/03/2011   | 1,194.54           | 1,407.28            | -212.74          | 0.00                        |
| 50.0000          | 037411105 | APACHE CORP                     | 04/06/2011    | 08/05/2011   | 5,332.81           | 6,501.48            | -1,168.67        | 0.00                        |
| 25.0000          | 59151K108 | METHANEX CORP COM STK           | 05/04/2011    | 08/05/2011   | 643.48             | 787.85              | -144.37          | 0.00                        |
| 75.0000          | 59151K108 | METHANEX CORP COM STK           | 05/04/2011    | 08/05/2011   | 1,926.46           | 2,363.53            | -437.07          | 0.00                        |
| 50.0000          | 59151K108 | METHANEX CORP COM STK           | Various       | 08/08/2011   | 1,186.18           | 1,535.19            | -349.03          | 0.00                        |
| 75.0000          | 59151K108 | METHANEX CORP COM STK           | Various       | 08/09/2011   | 1,820.60           | 2,249.57            | -428.97          | 0.00                        |

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# 2011 Tax Information Statement

Account Number: 03-17591

Recipient's Tax ID Number: XX-XXX0235

Corrected ☐ 2nd TIN notice ☐

Recipient's Name and Address:  
ROSALIE/ JOINER CARTWRIGHT CHAR. FDN.  
306 BLALOCK ROAD  
HOUSTON, TX 77024-6515

THE NORTHERN TRUST COMPANY  
P.O. BOX 803878  
CHICAGO, IL 60680

| Number of shares | CUSIP     | Description                     | Date Acquired | Date of Sale | Stocks Bonds, etc. | Cost or other Basis | Net Gain or Loss | Federal Income Tax Withheld |
|------------------|-----------|---------------------------------|---------------|--------------|--------------------|---------------------|------------------|-----------------------------|
| 150.0000         | 693475105 | PNC BANK CORP                   | Various       | 08/09/2011   | 7,174.27           | 9,326.94            | -2,152.67        | 0.00                        |
| 75.0000          | 723787107 | PIONEER NAT RES CO              | 07/07/2011    | 08/09/2011   | 5,487.84           | 6,980.39            | -1,492.55        | 0.00                        |
| 425.0000         | 83088M102 | SKYWORKS SOLUTIONS INC          | 06/07/2011    | 08/09/2011   | 8,248.71           | 10,669.84           | -2,421.13        | 0.00                        |
| 75.0000          | 59151K108 | METHANEX CORP COM STK           | Various       | 08/10/2011   | 1,807.65           | 2,229.38            | -421.73          | 0.00                        |
| 100.0000         | 59151K108 | METHANEX CORP COM STK           | Various       | 08/10/2011   | 2,397.11           | 2,980.40            | -583.31          | 0.00                        |
| 50.0000          | 693656100 | PVH CORP COM USD1               | Various       | 08/10/2011   | 3,071.76           | 3,061.75            | 10.01            | 0.00                        |
| 75.0000          | 59151K108 | METHANEX CORP COM STK           | Various       | 08/11/2011   | 1,815.61           | 2,224.63            | -409.02          | 0.00                        |
| 175.0000         | 59151K108 | METHANEX CORP COM STK           | Various       | 08/11/2011   | 4,296.48           | 5,148.97            | -852.49          | 0.00                        |
| 250.0000         | 693475105 | PNC BANK CORP                   | Various       | 08/11/2011   | 11,718.06          | 15,172.38           | -3,454.34        | 0.00                        |
| 25.0000          | 693656100 | PVH CORP COM USD1               | 01/10/2011    | 08/17/2011   | 1,513.78           | 1,522.12            | -8.34            | 0.00                        |
| 50.0000          | 008252108 | AFFILIATED MANAGERS GROUP       | 09/07/2010    | 08/18/2011   | 3,919.67           | 3,558.08            | 361.59           | 0.00                        |
| 75.0000          | 008252108 | AFFILIATED MANAGERS GROUP       | Various       | 08/18/2011   | 5,804.05           | 5,740.97            | 63.08            | 0.00                        |
| 75.0000          | 008252108 | AFFILIATED MANAGERS GROUP       | 07/26/2011    | 08/18/2011   | 5,804.05           | 8,053.34            | -2,249.29        | 0.00                        |
| 25.0000          | 693656100 | PVH CORP COM USD1               | 09/24/2010    | 08/18/2011   | 1,391.83           | 1,481.35            | -89.52           | 0.00                        |
| 100.0000         | 693656100 | PVH CORP COM USD1               | Various       | 08/18/2011   | 5,567.31           | 5,929.69            | -362.38          | 0.00                        |
| 75.0000          | 693656100 | PVH CORP COM USD1               | 09/09/2010    | 08/22/2011   | 3,970.45           | 4,103.18            | -132.73          | 0.00                        |
| 25.0000          | 693656100 | PVH CORP COM USD1               | 01/07/2011    | 08/22/2011   | 1,323.48           | 1,467.30            | -143.82          | 0.00                        |
| 150.0000         | 150870103 | CELANESE CORP DEL COM SER A STK | Various       | 08/23/2011   | 5,806.46           | 5,322.85            | 483.61           | 0.00                        |
| 25.0000          | 441060100 | HOSPIRA INC                     | 06/07/2011    | 09/08/2011   | 1,081.36           | 1,357.34            | -275.98          | 0.00                        |
| 25.0000          | 441060100 | HOSPIRA INC                     | 06/07/2011    | 09/09/2011   | 1,059.36           | 1,357.34            | -297.98          | 0.00                        |

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# 2011 Tax Information Statement

Account Number: 03-17591  
 Recipient's Tax ID Number: XX-XXX0235

Recipient's Name and Address:  
 ROSALIE/JOINER CARTWRIGHT CHAR. FDN.  
 306 BLALOCK ROAD  
 HOUSTON, TX 77024-6515

☐ Corrected ☐ 2nd TIN notice

THE NORTHERN TRUST COMPANY  
 P.O. BOX 803878  
 CHICAGO, IL 60680

| Number of shares | CUSIP     | Description                            | Date Acquired | Date of Sale | Stocks Bonds, etc. | Cost or other Basis | Net Gain or Loss | Federal Income Tax Withheld |
|------------------|-----------|----------------------------------------|---------------|--------------|--------------------|---------------------|------------------|-----------------------------|
| 175.0000         | 441060100 | HOSPIRA INC                            | Various       | 09/09/2011   | 7,265.04           | 9,485.51            | -2,220.47        | 0.00                        |
| 50.0000          | 441060100 | HOSPIRA INC                            | 05/23/2011    | 09/12/2011   | 2,031.07           | 2,706.76            | -675.69          | 0.00                        |
| 125.0000         | 441060100 | HOSPIRA INC                            | 05/23/2011    | 09/12/2011   | 5,046.11           | 6,766.88            | -1,720.77        | 0.00                        |
| 175.0000         | 441060100 | HOSPIRA INC                            | Various       | 09/13/2011   | 6,966.67           | 8,405.10            | -1,438.43        | 0.00                        |
| 25.0000          | 037411105 | APACHE CORP                            | 04/06/2011    | 09/21/2011   | 2,348.97           | 3,250.74            | -901.77          | 0.00                        |
| 300.0000         | 83088M102 | SKYWORKS SOLUTIONS INC                 | Various       | 09/21/2011   | 6,675.26           | 7,416.82            | -741.56          | 0.00                        |
| 175.0000         | 88579Y101 | 3M CO                                  | 03/31/2011    | 09/22/2011   | 12,989.23          | 16,266.77           | -3,277.54        | 0.00                        |
| 150.0000         | 95082P105 | WESCO INTL INC                         | Various       | 09/22/2011   | 5,554.54           | 7,950.54            | -2,396.00        | 0.00                        |
| 550.0000         | 83088M102 | SKYWORKS SOLUTIONS INC                 | 06/06/2011    | 09/30/2011   | 9,982.30           | 12,830.57           | -2,848.27        | 0.00                        |
| 325.0000         | 95082P105 | WESCO INTL INC                         | Various       | 09/30/2011   | 11,146.29          | 15,437.77           | -4,291.48        | 0.00                        |
| 125.0000         | 95082P105 | WESCO INTL INC                         | Various       | 09/30/2011   | 4,384.86           | 6,572.59            | -2,187.73        | 0.00                        |
| 100.0000         | 075887109 | BECTON DICKINSON & CO                  | Various       | 10/06/2011   | 7,299.68           | 7,850.14            | -550.46          | 0.00                        |
| 425.0000         | 459506101 | INTL FLAVORS & FRAGRANCE COM           | Various       | 10/13/2011   | 25,270.16          | 26,127.49           | -857.33          | 0.00                        |
| 25.0000          | 57636Q104 | MASTERCARD INC CL A                    | 04/18/2011    | 10/27/2011   | 8,668.78           | 6,643.29            | 2,025.49         | 0.00                        |
| 10.0000          | 57636Q104 | MASTERCARD INC CL A                    | 04/18/2011    | 10/27/2011   | 3,389.93           | 2,657.32            | 732.61           | 0.00                        |
| 75.0000          | 678026105 | OIL STS INTL INC COM ISIN US6780261052 | 04/18/2011    | 10/27/2011   | 5,510.10           | 5,765.34            | -255.24          | 0.00                        |
| 100.0000         | 74005P104 | PRAXAIR INC                            | 04/13/2011    | 10/27/2011   | 10,563.51          | 10,119.31           | 444.20           | 0.00                        |
| 250.0000         | 868157108 | SUPERIOR ENERGY SERVICES INC COM       | 10/12/2011    | 11/07/2011   | 7,149.86           | 6,008.20            | 1,141.66         | 0.00                        |
| 25.0000          | 00751Y106 | ADVANCED AUTO PARTS INC                | 08/23/2011    | 11/08/2011   | 1,671.21           | 1,434.85            | 236.36           | 0.00                        |

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# 2011 Tax Information Statement

Page 15 of 26

Account Number: 03-17591  
 Recipient's Tax ID Number: XX-XXX0235

Recipient's Name and Address:  
 ROSALIE/JOINER CARTWRIGHT CHAR. FDN.  
 306 BLALOCK ROAD  
 HOUSTON, TX 77024-6515

☐ Corrected ☐ 2nd TIN notice

THE NORTHERN TRUST COMPANY  
 P.O. BOX 803878  
 CHICAGO, IL 60680

| Number of shares       | CUSIP     | Description                                    | Date Acquired | Date of Sale | Stocks, Bonds, etc. | Cost or other Basis | Net Gain or Loss | Federal Income Tax Withheld |
|------------------------|-----------|------------------------------------------------|---------------|--------------|---------------------|---------------------|------------------|-----------------------------|
| 175 0000               | 00751Y106 | ADVANCED AUTO PARTS INC                        | Various       | 11/10/2011   | 12,026.84           | 9,996.31            | 2,030.53         | 0.00                        |
| 75 0000                | 037411105 | APACHE CORP                                    | 04/06/2011    | 11/16/2011   | 7,731.89            | 9,752.21            | -2,020.32        | 0.00                        |
| 200 0000               | 459506101 | INTL FLAVORS & FRAGRANCE COM                   | Various       | 11/16/2011   | 10,739.57           | 11,290.27           | -550.70          | 0.00                        |
| 225 0000               | G96666105 | WILLIS GROUP HOLDINGS COM<br>USD0 000115 (NEW) | Various       | 11/22/2011   | 7,728.15            | 9,365.11            | -1,636.96        | 0.00                        |
| 75 0000                | 00751Y106 | ADVANCED AUTO PARTS INC                        | Various       | 11/29/2011   | 5,065.30            | 4,259.08            | 806.22           | 0.00                        |
| 75 0000                | 075887109 | BECTON DICKINSON & CO                          | 03/10/2011    | 11/29/2011   | 5,420.82            | 5,875.35            | -454.53          | 0.00                        |
| 75 0000                | 88579Y101 | 3M CO                                          | Various       | 11/29/2011   | 5,835.51            | 6,442.55            | -607.04          | 0.00                        |
| 300 0000               | Y0486S104 | AVAGO TECHNOLOGIES LTD                         | Various       | 11/29/2011   | 8,720.27            | 10,152.15           | -1,431.88        | 0.00                        |
| 150 0000               | 075887109 | BECTON DICKINSON & CO                          | Various       | 11/30/2011   | 10,960.70           | 11,705.98           | -745.28          | 0.00                        |
| 25 0000                | 459200101 | INTL BUSINESS MACHINES CORP                    | 05/23/2011    | 11/30/2011   | 4,689.15            | 4,208.21            | 480.94           | 0.00                        |
| 125 0000               | 723787107 | PIONEER NAT RES CO                             | 11/29/2011    | 12/27/2011   | 11,194.79           | 11,098.58           | 96.21            | 0.00                        |
| Total Short Term Sales |           |                                                |               |              |                     | 911,066.77          | 21,791.69        | 0.00                        |
| Long Term 15% Sales    |           |                                                |               |              |                     |                     |                  |                             |
| 25 0000                | 428236103 | HEWLETT PACKARD CO COM                         | 09/23/2009    | 01/20/2011   | 1,149.73            | 1,181.97            | -32.24           | 0.00                        |
| 100 0000               | 594918104 | MICROSOFT CORP COM                             | 10/03/2008    | 01/20/2011   | 2,823.94            | 2,641.61            | 182.33           | 0.00                        |
| 100 0000               | 674599105 | OCCIDENTAL PETROLEUM CORP                      | Various       | 01/31/2011   | 9,617.68            | 8,187.90            | 1,429.78         | 0.00                        |
| 75 0000                | 654106103 | NIKE INC CLASS B                               | Various       | 02/03/2011   | 6,282.06            | 3,684.87            | 2,597.19         | 0.00                        |
| 125 0000               | 126650100 | CVS CORP                                       | 11/13/2009    | 02/04/2011   | 4,072.83            | 3,753.44            | 319.39           | 0.00                        |
| 200 0000               | 428236103 | HEWLETT PACKARD CO COM                         | Various       | 03/03/2011   | 8,665.72            | 9,307.91            | -642.19          | 0.00                        |

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# 2011 Tax Information Statement

Account Number: 03-17591  
 Recipient's Tax ID Number: XX-XXX0235

Recipient's Name and Address:  
 ROSALIE/JOINER CARTWRIGHT CHAR. FDN.  
 306 BLALOCK ROAD  
 HOUSTON, TX 77024-6515

☐ Corrected ☐ 2nd TIN notice

THE NORTHERN TRUST COMPANY  
 P.O. BOX 803878  
 CHICAGO, IL 60680

| Number of shares | CUSIP     | Description                 | Date Acquired | Date of Sale | Stocks, Bonds, etc. | Cost or other Basis | Net Gain or Loss | Federal Income Tax Withheld |
|------------------|-----------|-----------------------------|---------------|--------------|---------------------|---------------------|------------------|-----------------------------|
| 75 0000          | 918204108 | V F CORP                    | Various       | 03/10/2011   | 7,276.20            | 4,228.06            | 3,048.14         | 0.00                        |
| 275.0000         | G98290102 | XL GROUP PLC ORD USD0 01    | 09/21/2009    | 03/11/2011   | 5,936.15            | 4,631.17            | 1,304.98         | 0.00                        |
| 15000.0000       | 31359MHK2 | FNMA 5.5 03-15-2011         | 05/04/2005    | 03/15/2011   | 15,000.00           | 15,903.45           | -903.45          | 0.00                        |
| 200.0000         | 28336L109 | EL PASO CORP COM            | 03/03/2010    | 03/29/2011   | 3,511.77            | 2,266.54            | 1,245.23         | 0.00                        |
| 925.0000         | 28336L109 | EL PASO CORP COM            | Various       | 03/30/2011   | 16,451.91           | 10,478.27           | 5,973.64         | 0.00                        |
| 100.0000         | 452308109 | ILLINOIS TOOL WORKS INC     | 08/25/2006    | 03/30/2011   | 5,388.46            | 4,354.43            | 1,034.03         | 0.00                        |
| 275 0000         | G98290102 | XL GROUP PLC ORD USD0 01    | Various       | 03/30/2011   | 6,516.16            | 3,154.81            | 3,361.35         | 0.00                        |
| 280 0000         | 44107P104 | HOST MARRIOTT CORP NEW REIT | Various       | 04/06/2011   | 4,757.67            | 3,223.42            | 1,534.25         | 0.00                        |
| 100.0000         | 25179M103 | DEVON ENERGY CORP NEW       | Various       | 04/18/2011   | 8,565.29            | 5,553.34            | 3,011.95         | 0.00                        |
| 100 0000         | 254687106 | WALT DISNEY CO              | 09/01/2009    | 04/18/2011   | 4,106.55            | 2,579.46            | 1,527.09         | 0.00                        |
| 50 0000          | 59156R108 | METLIFE INC                 | Various       | 04/18/2011   | 2,155.46            | 2,658.31            | -502.85          | 0.00                        |
| 600 0000         | 369604103 | GENERAL ELEC CO COM         | 03/23/2010    | 04/25/2011   | 11,974.51           | 11,021.46           | 953.05           | 0.00                        |
| 75 0000          | 59156R108 | METLIFE INC                 | 10/30/2008    | 04/27/2011   | 3,361.76            | 2,229.40            | 1,132.36         | 0.00                        |
| 150 0000         | 46625H100 | J P MORGAN CHASE & CO       | 10/28/2008    | 05/02/2011   | 6,781.18            | 5,133.02            | 1,648.16         | 0.00                        |
| 425 0000         | 594918104 | MICROSOFT CORP COM          | Various       | 05/02/2011   | 10,854.42           | 10,350.79           | 503.63           | 0.00                        |
| 150 0000         | 235851102 | DANAHER CORP                | Various       | 05/06/2011   | 8,169.98            | 4,711.10            | 3,458.88         | 0.00                        |
| 150 0000         | 30231G102 | EXXON MOBIL CORP COM        | Various       | 05/06/2011   | 12,575.34           | 5,267.00            | 7,308.34         | 0.00                        |
| 100 0000         | 369604103 | GENERAL ELEC CO COM         | 03/23/2010    | 05/06/2011   | 2,010.96            | 1,836.91            | 174.05           | 0.00                        |
| 75 0000          | G1151C101 | ACCENTURE PLC SHS CL A NEW  | 09/21/2009    | 05/18/2011   | 4,247.33            | 2,694.00            | 1,553.33         | 0.00                        |
| 25 0000          | 913017109 | UNITED TECHNOLOGIES CORP    | 02/09/2010    | 05/19/2011   | 2,199.82            | 1,655.71            | 544.11           | 0.00                        |

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# 2011 Tax Information Statement

Account Number: 03-17591  
 Recipient's Tax ID Number: XX-XXX0235

Recipient's Name and Address:  
 ROSALIE/JOINER CARTWRIGHT CHAR. FDN.  
 306 BLALOCK ROAD  
 HOUSTON, TX 77024-6515

☐ Corrected ☐ 2nd TIN notice

THE NORTHERN TRUST COMPANY  
 P.O. BOX 803878  
 CHICAGO, IL 60680

| Number of shares          | CUSIP     | Description                                            | Date Acquired | Date of Sale | Stocks Bonds, etc. | Cost or other Basis | Net Gain or Loss | Federal Income Tax Withheld |
|---------------------------|-----------|--------------------------------------------------------|---------------|--------------|--------------------|---------------------|------------------|-----------------------------|
| 125.0000                  | G1151C101 | ACCENTURE PLC SHS CLA NEW                              | 02/26/2009    | 05/19/2011   | 7,111.85           | 3,689.55            | 3,422.30         | 0.00                        |
| 75.0000                   | 913017109 | UNITED TECHNOLOGIES CORP                               | 09/15/2008    | 05/20/2011   | 6,565.32           | 4,791.74            | 1,773.58         | 0.00                        |
| 350.0000                  | 020002101 | ALLSTATE CORP                                          | Various       | 06/06/2011   | 10,561.57          | 10,744.36           | -182.79          | 0.00                        |
| 275.0000                  | 681919106 | OMNICOM GRP INC COM                                    | Various       | 06/06/2011   | 12,453.63          | 9,779.31            | 2,674.32         | 0.00                        |
| 75.0000                   | 136375102 | CANADIAN NATL RY CO COM                                | Various       | 06/08/2011   | 5,672.70           | 3,599.71            | 2,072.99         | 0.00                        |
| 25.0000                   | 136375102 | CANADIAN NATL RY CO COM                                | 09/18/2008    | 06/08/2011   | 1,897.91           | 1,273.72            | 624.19           | 0.00                        |
| 200.0000                  | H84989104 | TE CONNECTIVITY LTD                                    | Various       | 06/08/2011   | 7,076.10           | 4,979.26            | 2,096.84         | 0.00                        |
| 175.0000                  | 278642103 | EBAY INC                                               | 04/21/2009    | 06/09/2011   | 5,338.31           | 2,451.33            | 2,886.98         | 0.00                        |
| 75.0000                   | 883556102 | THERMO ELECTRON CORP                                   | Various       | 07/07/2011   | 4,914.38           | 3,041.90            | 1,872.48         | 0.00                        |
| 175.0000                  | 883556102 | THERMO ELECTRON CORP                                   | 10/28/2008    | 08/05/2011   | 9,402.58           | 6,115.95            | 3,286.63         | 0.00                        |
| 200.0000                  | 150870103 | CELANESE CORP DEL COM SER A STK                        | Various       | 08/23/2011   | 7,741.94           | 4,277.67            | 3,464.27         | 0.00                        |
| 75.0000                   | 832696405 | SMUCKER JM CO NEW                                      | 08/12/2010    | 08/23/2011   | 5,069.92           | 4,335.82            | 734.10           | 0.00                        |
| 30000.0000                | 3128X5KS6 | FHLMC TRANCHE # TR 00233 5 55<br>10-04-2016/10-04-2011 | 01/25/2007    | 10/04/2011   | 30,000.00          | 29,991.60           | 8.40             | 0.00                        |
| 75.0000                   | 723787107 | PIONEER NAT RES CO                                     | 10/04/2010    | 10/27/2011   | 6,494.87           | 4,920.85            | 1,574.02         | 0.00                        |
| Total Long Term 15% Sales |           |                                                        |               |              |                    | 226,681.12          | 68,072.84        | 0.00                        |



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