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Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

OMB No 1545-0052

2011

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

For calendar year 2011 or tax year beginning , **2011**, and ending , **20**

Name of foundation
THE H H AND EDNA HOUSEMAN CHARITABLE TRUST

Number and street (or P O box number if mail is not delivered to street address) Room/suite
PO BOX 61540 TRUST TAX COMPLIANCE

City or town, state, and ZIP code
NEW ORLEANS, LA 70161

A Employer identification number
76-0636804

B Telephone number (see instructions)
(866) 442-3764

G Check all that apply:

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

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

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$ **6,703,960.**

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

C If exemption application is pending, check here ☐

D 1 Foreign organizations, check here ☐
2 Foreign organizations meeting the 85% test, check here and attach computation ☐

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

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1	Contributions, gifts, grants, etc., received (attach schedule)				
2	Check ☐ if the foundation is not required to attach Sch B				
3	Interest on savings and temporary cash investments				
4	Dividends and interest from securities	152,245.	151,912.		STMT 1
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	245,195.			
b	Gross sales price for all assets on line 6a	6,209,652.			
7	Capital gain net income (from Part IV, line 2)		245,195.		
8	Net short-term capital gain				
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less: Cost of goods sold				
c	Gross profit or (loss) (attach schedule)				
11	Other income (attach schedule)	18,025.	18,025.		STMT 10
12	Total. Add lines 1 through 11	415,465.	415,132.		
13	Compensation of officers, directors, trustees, etc.	75,702.	41,636.		34,066.
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees (attach schedule) STMT. 11	177.	97.	NONE	80.
b	Accounting fees (attach schedule)				
c	Other professional fees (attach schedule) STMT. 12	507.			507.
17	Interest				
18	Taxes (attach schedule) (see instructions) STMT. 13	5,533.	2,463.		
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses (attach schedule) STMT. 14	43.			43.
24	Total operating and administrative expenses. Add lines 13 through 23	81,962.	44,196.	NONE	34,696.
25	Contributions, gifts, grants paid	233,240.			233,240.
26	Total expenses and disbursements. Add lines 24 and 25	315,202.	44,196.	NONE	267,936.
27	Subtract line 26 from line 12				
a	Excess of revenue over expenses and disbursements	100,263.			
b	Net investment income (if negative, enter -0-)		370,936.		
c	Adjusted net income (if negative, enter -0-)				

For Paperwork Reduction Act Notice, see instructions.

JSA

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing					
	2 Savings and temporary cash investments			309,653.	134,286.	134,286.
	3 Accounts receivable ▶ Less allowance for doubtful accounts ▶					
	4 Pledges receivable ▶ Less allowance for doubtful accounts ▶					
	5 Grants receivable					
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)					
	7 Other notes and loans receivable (attach schedule) ▶ Less allowance for doubtful accounts ▶					
	8 Inventories for sale or use					
	9 Prepaid expenses and deferred charges					
	10 a Investments - U S and state government obligations (attach schedule) . .					
	b Investments - corporate stock (attach schedule)			2,249,356.	3,320,024.	3,736,991.
	c Investments - corporate bonds (attach schedule)					
	11 Investments - land, buildings, and equipment basis Less accumulated depreciation (attach schedule) ▶					
	12 Investments - mortgage loans					
	13 Investments - other (attach schedule)			3,493,258.	2,727,221.	2,832,666.
	14 Land, buildings, and equipment basis Less accumulated depreciation (attach schedule) ▶					
15 Other assets (describe ▶)			1.	17.	17.	
16 Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)			6,052,268.	6,181,548.	6,703,960.	
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 Total liabilities (add lines 17 through 22)						
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐					
	and complete lines 24 through 26 and lines 30 and 31.					
	24 Unrestricted					
	25 Temporarily restricted					
	26 Permanently restricted					
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ ☒					
	27 Capital stock, trust principal, or current funds			6,052,268.	6,181,548.	
	28 Paid-in or capital surplus, or land, bldg, and equipment fund					
29 Retained earnings, accumulated income, endowment, or other funds . .						
30 Total net assets or fund balances (see instructions)			6,052,268.	6,181,548.		
31 Total liabilities and net assets/fund balances (see instructions)			6,052,268.	6,181,548.		

Part III Analysis of Changes in Net Assets or Fund Balances

1 Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	6,052,268.
2 Enter amount from Part I, line 27a	2	100,263.
3 Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 15	3	29,017.
4 Add lines 1, 2, and 3	4	6,181,548.
5 Decreases not included in line 2 (itemize) ▶	5	
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	6,181,548.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs. MLC Co.)			(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo, day, yr.)	(d) Date sold (mo, day, yr.)
1a PUBLICLY TRADED SECURITIES					
b					
c					
d					
e					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
a 6,205,858.		5,964,457.	241,401.		
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any			
a			241,401.		
b					
c					
d					
e					
2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }			2	245,195.	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8			3		

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

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

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

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

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2010	227,999.	6,357,091.	0.03586530380
2009	12,598.	1,241,042.	0.01015114718
2008	7,196.	168,204.	0.04278138451
2007	4,579.	153,927.	0.02974786750
2006	1,505.	94,420.	0.01593941961
2 Total of line 1, column (d)			2 0.13448512260
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 0.02689702452
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5			4 6,895,622.
5 Multiply line 4 by line 3			5 185,472.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 3,709.
7 Add lines 5 and 6			7 189,181.
8 Enter qualifying distributions from Part XII, line 4 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.			8 267,936.

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

1a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary - see instructions)		1	3,709.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b			
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		2	
3 Add lines 1 and 2		3	3,709.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	NONE
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	3,709.
6 Credits/Payments:			
a 2011 estimated tax payments and 2010 overpayment credited to 2011	6a	1,380.	
b Exempt foreign organizations - tax withheld at source	6b	NONE	
c Tax paid with application for extension of time to file (Form 8868)	6c	NONE	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	1,380.	
8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	2,329.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		
11 Enter the amount of line 10 to be Credited to 2012 estimated tax ☒ Refunded ☐	11		

Part VII-A Statements Regarding Activities

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

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Website address ▶ N/A				
14	The books are in care of ▶ CAPITAL ONE, N.A. Telephone no ▶ (866) 442-3764			
Located at ▶ P.O. BOX 61540, NEW ORLEANS, LA ZIP + 4 ▶ 70161				
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here	▶ ☐		
and enter the amount of tax-exempt interest received or accrued during the year		15		
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No
See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country ▶				X

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

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

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

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

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

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

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ Yes ☒ No

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 16		75,702.	-0-	-0-

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

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

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

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

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

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

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 NONE	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	
2	
All other program-related investments See instructions	
3 NONE	
Total. Add lines 1 through 3	


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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	7,000,631.
b	Average of monthly cash balances	1b	NONE
c	Fair market value of all other assets (see instructions)	1c	NONE
d	Total (add lines 1a, b, and c)	1d	7,000,631.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	7,000,631.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	105,009.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	6,895,622.
6	Minimum investment return. Enter 5% of line 5	6	344,781.

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

1	Minimum investment return from Part X, line 6	1	344,781.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	3,709.
b	Income tax for 2011. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	3,709.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	341,072.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	341,072.
6	Deduction from distributable amount (see instructions)	6	NONE
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	341,072.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	267,936.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	267,936.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	3,709.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	264,227.

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7				341,072.
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only			135,057.	
b Total for prior years 20____, 20____, 20____		NONE		
3 Excess distributions carryover, if any, to 2011				
a From 2006				NONE
b From 2007				NONE
c From 2008				NONE
d From 2009				NONE
e From 2010				NONE
f Total of lines 3a through e	NONE			
4 Qualifying distributions for 2011 from Part XII, line 4 ▶ \$ 267,936.				
a Applied to 2010, but not more than line 2a			135,057.	
b Applied to undistributed income of prior years (Election required - see instructions)		NONE		
c Treated as distributions out of corpus (Election required - see instructions)	NONE			
d Applied to 2011 distributable amount				132,879.
e Remaining amount distributed out of corpus . .	NONE			
5 Excess distributions carryover applied to 2011 . (If an amount appears in column (d), the same amount must be shown in column (a).)	NONE			NONE
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	NONE			
b Prior years' undistributed income Subtract line 4b from line 2b		NONE		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		NONE		
d Subtract line 6c from line 6b. Taxable amount - see instructions		NONE		
e Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount - see instructions				
f Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012				208,193.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions) . . .	NONE			
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions) . . .	NONE			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	NONE			
10 Analysis of line 9				
a Excess from 2007 . . .				NONE
b Excess from 2008 . . .				NONE
c Excess from 2009 . . .				NONE
d Excess from 2010 . . .				NONE
e Excess from 2011 . . .				NONE

**Part XIV Private Operating Foundations** (see instructions and Part VII-A, question 9)**NOT APPLICABLE**

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

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

4942(j)(3) or

4942(j)(5)

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

Tax year

Prior 3 years

(e) Total

(a) 2011

(b) 2010

(c) 2009

(d) 2008

b 85% of line 2a

c Qualifying distributions from Part XII, line 4 for each year listed

d Amounts included in line 2c not used directly for active conduct of exempt activities

e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c

3 Complete 3a, b, or c for the alternative test relied upon

a "Assets" alternative test - enter

(1) Value of all assets

(2) Value of assets qualifying under section 4942(j)(3)(B)(i).

b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed

c "Support" alternative test - enter

(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties).

(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii).

(3) Largest amount of support from an exempt organization

(4) Gross investment income

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

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

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:

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

c Any submission deadlines:

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

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a <i>Paid during the year</i> SEE STATEMENT 20				
Total			▶ 3a	233,240.
b <i>Approved for future payment</i>				
Total			▶ 3b	

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

- | | | | |
|---|--------------|-----|----|
| 1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations? | | Yes | No |
| a Transfers from the reporting foundation to a noncharitable exempt organization of: | | | |
| (1) Cash | 1a(1) | | X |
| (2) Other assets | 1a(2) | | X |
| b Other transactions: | | | |
| (1) Sales of assets to a noncharitable exempt organization | 1b(1) | | X |
| (2) Purchases of assets from a noncharitable exempt organization | 1b(2) | | X |
| (3) Rental of facilities, equipment, or other assets | 1b(3) | | X |
| (4) Reimbursement arrangements | 1b(4) | | X |
| (5) Loans or loan guarantees | 1b(5) | | X |
| (6) Performance of services or membership or fundraising solicitations | 1b(6) | | X |
| c Sharing of facilities, equipment, mailing lists, other assets, or paid employees | 1c | | X |
| d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received. | | | |

[illegible]

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

- b** If "Yes," complete the following schedule.

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

**Sign
Here**

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

Signature of officer or trustee Rachel Tinsley VP & Trust Officer Date 04/24/2012

TRUSTEE
Title

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

**Paid
Preparer
Use Only**

~~CAPITAL ONE, N.A. BY:~~

Print/Type preparer's name

Preparer's signature

Date

Check ☐ if self-employed

PTIN

GORDON POWERS

04/24/2012

P00260194

Firm's name ► THOMSON REUTERS (TAX & ACCOUNTING)

Firm's EIN ▶ 75-1297386

Firm's address ► 35 THOMSON PLACE, 1ST FLOOR
BOSTON, MA

Phone no 617-856-2811

Form **990-PF** (2011)

THE H H AND EDNA HOUSEMAN CHARITABLE TRUST

76-0636804

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

=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
AT&T INC COM	559.	559.
ABBOTT LABS	944.	944.
ABBOTT LABS NT 5.875% DTD 05/12/2006 DUE	5,411.	5,411.
ALCOA INC	39.	39.
ALLERGAN INC	17.	17.
ALTERA CORP	125.	125.
AMERICAN EXPRESS CO	28.	28.
AMERICAN EXPRESS CO NT 5.50% DTD 09/12/2	1,607.	1,607.
AMERICAN GEN FIN CORP MEDIUM TERM SR NOT	5,300.	5,300.
AMERICAN GREETINGS CORP CL A	12.	12.
AMERICAN WTR WKS CO INC NEW COM	59.	59.
AMTRUST FINANCIAL SERVICES INC COM	41.	41.
ANADARKO PETROLEUM CORP COMMON STOCK	13.	13.
ANALOG DEVICES INC	105.	105.
ANDERSONS INC COM	15.	15.
APACHE CORP	170.	170.
ARCHER DANIELS MIDLAND CO	54.	54.
ASSURANT INC COM	30.	30.
AUTOLIV INC COM	18.	18.
BB&T CORP COM	130.	130.
BANC AMER CMBS SER 2001 PB1 CL E 6.228%	4,467.	4,467.
BANK OF AMERICA CORP COM	27.	27.
BANK OF THE OZARKS INC COM	13.	13.
BANK NEW YORK MTN BK ENT SR NT G 2.95% D	2,745.	2,745.
BECTON DICKINSON & CO	104.	104.
BLACKROCK INC COM	138.	138.
BOEING CO	819.	819.
BOSTON PRIVATE FINL HOLDINGS COM	4.	4.
BOSTON PPTYS INC COM	119.	119.
BRANDYWINE RLTY TR SH BEN INT NEW	152.	95.
BRINKS CO COM	7.	7.
BROADCOM CORP COM	20.	

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STATEMENT 1

THE H H AND EDNA HOUSEMAN CHARITABLE TRUST

76-0636804

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

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
BUCKEYE TECHNOLOGIES INC COM	5.	5.
CBOE HLDGS INC COM	58.	58.
CH ENERGY GROUP INC COM	10.	10.
CLECO CORP COM	35.	35.
CSX CORP COMMON STOCK	427.	427.
CVB FINL CORP COM	55.	55.
CVS CORP	321.	321.
CABOT OIL & GAS CORP CL A	7.	7.
CARDINAL HEALTH INC COMMON STOCK	359.	359.
CASCADE CORP COM	39.	39.
CATERPILLAR INC	718.	718.
CHEVRON TEXACO CORP COM	1,795.	1,795.
CHICAGO BRDG & IRON CO N V N Y REGISTRY	18.	18.
CHUBB CORP COMMON STOCK	511.	511.
CISCO SYS INC	58.	58.
CITIGROUP INC COM NEW	19.	19.
CLIFFS NAT RES INC COM	194.	194.
COACH INC COM	186.	186.
THE COCA-COLA COMPANY COM	843.	843.
COCA COLA ENTERPRISES INC NEW COM	132.	132.
COLGATE PALMOLIVE CO	102.	102.
COMCAST CORP	108.	108.
COMMERCE BANCSHARES INC COM	56.	56.
COMMONWEALTH REIT COM SH BEN INT	120.	88.
COMTECH TELECOMMUNICATIONS COM	21.	21.
CONOCOPHILLIPS COM	817.	817.
CORN PRODS INTL INC	44.	44.
COSTCO WHOLESALE CORP COM	304.	304.
CRANE CO COMMON STOCK	47.	47.
CUMMINS ENGINE INC COMMON STOCK	49.	49.
DBUBS MTG TR SER 2011 LC3	65.	65.
DSW INC CL A	14.	14.
DELUXE CORP COM	11.	11.

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THE H H AND EDNA HOUSEMAN CHARITABLE TRUST

76-0636804

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

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
DENTSPLY INTL INC NEW COM	10.	10.
DIME CMNTY BANCORP INC COM	11.	11.
DILLARDS INC CL A	6.	6.
DISNEY WALT	246.	246.
DISNEY WALT CO SR NT 4.50% DTD 12/22/200	3,868.	3,868.
DISCOVER FINL SVCS COM	116.	116.
DISH NETWORK CORP CL A	1,252.	1,252.
DOMINION RESOURCES INC/VA COM	1,150.	1,150.
DOMTAR CORP COM NEW	48.	48.
DOUGLAS EMMETT INC COM	65.	
DU PONT E I DE NEMOURS & CO	943.	943.
DUKE ENERGY HLDG CORP COM	65.	65.
EQT CORP COM	17.	17.
EAST WEST BANCORP INC COM	23.	23.
EATON CORP	97.	97.
EL PASO ELEC COMPANY COM	32.	32.
EMCOR GROUP INC COM	5.	5.
ENCORE WIRE CORP COM	2.	2.
ENSCO PLC	98.	98.
ESSEX PPTY TR INC COM	58.	42.
EXXON MOBIL CORP COM	1,650.	1,650.
FNB CORP PA COM	35.	35.
FAIR ISSAC & CO INC COM	2.	2.
FEDERAL HOME LN MTG CORP PARTN GOLD GROU	-302.	-302.
FEDERAL HOME LN MTG CORP REFERENCE NT 5.	2,101.	2,101.
FEDERAL HOME LN MTG CORP 3.75% DTD 03/27	-563.	-563.
FEDERAL NATL MTG ASSN 4.75% DTD 10/18/20	8,590.	8,590.
FEDERATED ULTRASHORT BOND FD IS #108	270.	270.
FEDEX CORPORATION COM	162.	162.
FIDELITY NATL FINL INC NEW CL A	56.	56.
FIFTH THIRD BANCORP COM	51.	51.
FINISH LINE INC CL A	4.	4.
FIRST FINL BANKSHARES INC COM	51.	51.

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THE H H AND EDNA HOUSEMAN CHARITABLE TRUST

76-0636804

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

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
FLUOR CORP (NEW) COM	236.	236.
FLOWERVE CORP	67.	67.
FOOT LOCKER INC COM	196.	196.
FRANKLIN RES INC	125.	125.
FREEPORT MCMORAN COPPER & GOLD CLASS B	1,142.	1,142.
G & K SVCS INC CL A	28.	28.
GENERAL DYNAMICS CORP	174.	174.
GENERAL DYNAMICS CORP NT 5.25% DTD 12/15	5,884.	5,884.
GENERAL ELEC CO COM	1,498.	1,498.
GENERAL ELEC CAP CORP MTN FR 6.00% DTD 0	5,738.	5,738.
GENERAL MLS INC	381.	381.
GOLDMAN SACHS GROUP INC COM	406.	406.
GRAINGER W W INC	122.	122.
HSN INC COM	81.	81.
HALLIBURTON CO	301.	301.
HILL ROM HLDGS COM	38.	38.
HOLLYFRONTIER CORP COM	74.	74.
HONEYWELL INTERNATIONAL INC COM	556.	556.
IDACORP INC COM	54.	54.
INSPERITY INC COM	34.	34.
INTEL CORP	295.	295.
INTERDIGITAL INC COM	5.	5.
INTERNATIONAL BUSINESS MACHS	871.	871.
INTERNATIONAL PAPER	123.	123.
J P MORGAN CHASE & CO NT	1,261.	1,261.
JPMORGAN CHASE & CO SR NT 4.95% DTD 03/2	5,004.	5,004.
JABIL CIRCUIT INC COM	36.	
JOHNSON & JOHNSON	635.	635.
JOHNSON & JOHNSON 5.55% DTD 08/16/2007 D	7,341.	7,341.
KBR INC COM	10.	10.
KAMAN CORP COM	15.	15.
KEMPER CORP DEL COM	21.	21.
KENNAMETAL INC COM	35.	35.

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THE H H AND EDNA HOUSEMAN CHARITABLE TRUST

76-0636804

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

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
KIMBERLY CLARK CORP COM	228.	228.
LTC PPTYS INC COM	52.	43.
L-3 COMMUNICATIONS CORP	12.	12.
LACLEDE GROUP INC COM	26.	26.
LEAR CORP COM NEW	24.	24.
LILLY ELI & CO	277.	277.
LOCKHEED MARTIN CORPORATION	255.	255.
MGE ENERGY INC COM	26.	26.
MACYS INC COM	318.	318.
MANPOWER INC WIS COM	51.	51.
MARATHON OIL CORP COM	213.	213.
MARATHON PETE CORP COM	80.	80.
MASTERCARD INC CL A	47.	47.
MATTEL INC	62.	62.
MAXIMUS INC COM	13.	13.
MC DONALDS CORP COMMON STOCK	81.	81.
MEADOWBROOK INS GROUP INC COM	12.	12.
MEDICIS PHARMACEUTICAL CORP CL A NEW	27.	27.
MEDTRONIC INC	457.	457.
MERRILL LYNCH MTG TR 2005 CKI1 COM1 MTG	4,657.	4,657.
METLIFE INC COM	159.	159.
MORGAN STANLEY DEAN WITTER DISCOVER & CO	149.	149.
MOSAIC CO COM	50.	50.
MUELLER INDS INC COM	3.	3.
NACCO INDS INC CL A	13.	13.
NASH FINCH CO COM	12.	12.
NATIONAL HEALTH INVS INC COM	93.	90.
NATIONAL-OILWELL INC	178.	178.
NEENAH PAPER INC COM	7.	7.
NELNET INC CL A	4.	4.
NEW JERSEY RES CORP COM	85.	85.
NEWMARKET CORP COM	19.	19.
NEWS CORP CL A	311.	311.

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THE H H AND EDNA HOUSEMAN CHARITABLE TRUST

76-0636804

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

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
NEXTERA ENERGY INC COM	371.	371.
NISOURCE INC COM	52.	52.
NOBLE ENERGY INC COM	109.	109.
NORANDA ALUM HLDG CORP COM	368.	368.
NORFOLK SOUTHERN CORPORATION	103.	103.
NORTHEAST UTILS	887.	887.
NORTHERN TR CORP SR NT 3.45% DTD 11/04/2	3,378.	3,378.
NORTHROP GRUMMAN CORP	75.	75.
NOVARTIS AG SPONSORED ADR	1,146.	1,146.
OCCIDENTAL PETROLEUM CORP. COMMON STOCK	460.	460.
OMNICOM GROUP INC	150.	150.
ORACLE CORP COM	349.	349.
OWENS & MINOR INC NEW COM	64.	64.
PNC BK CORP	114.	114.
PNM RES INC COM	18.	18.
PPG INDS INC	117.	117.
PS BUSINESS PKS INC CALIF COM	44.	44.
PATTERSON-UTI ENERGY INC COM	14.	14.
PENSKE AUTOMOTIVE GRP INC COM	21.	21.
PEPSICO INC	990.	990.
PERKINELMER INC COM	105.	105.
PFIZER INC	410.	410.
PLANTRONICS INC COM	7.	7.
POLARIS INDUSTRIES INC	108.	108.
POLYONE CORPORATION -W/I	14.	14.
POST PPTYS INC COM	28.	8.
PROCTER & GAMBLE CO	1,272.	1,272.
PROLOGIS TRUST COM	76.	4.
PUBLIC STORAGE INC COM	142.	142.
QUALCOMM INC	612.	612.
RLI CORP COM	207.	207.
RAYTHEON COM NEW	665.	665.
SCHLUMBERGER LTD	76.	76.

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STATEMENT 6

THE H H AND EDNA HOUSEMAN CHARITABLE TRUST

76-0636804

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
SIMON PPTY GROUP INC NEW COM	288.	288.
SOLERA HOLDINGS INC COM	28.	28.
SOVRAN SELF STORAGE INC COM	18.	15.
SPECTRA ENERGY CORP COM	1,069.	1,069.
STARBUCKS CORP COM	324.	324.
STEEL DYNAMICS INC COM	39.	39.
STRYKER CORP COM	151.	151.
STURM RUGER & CO INC COM	21.	21.
SYSCO CORP	547.	547.
TJX COS INC NEW	200.	200.
TANGER FACTORY OUTLET CTRS INC COM	21.	21.
TARGET CORP COM	248.	248.
TENNANT CO COM	14.	14.
TEVA PHARMACEUTICAL INDS LTD ADR	107.	107.
TEXAS INSTRUMENTS, INC COMMON STOCK	512.	512.
THORNBURG INTERNATIONAL VALUE FUND CLASS	9,831.	9,831.
TIME WARNER INC COM NEW	60.	60.
TIMKEN CO	41.	41.
TOMPKINS FINANCIAL CORPORATION COM	23.	23.
TORO CO COM	42.	42.
TRAVELERS COS INC COM	484.	484.
TRIUMPH GROUP INC NEW COM	1.	1.
TRUSTMARK CORP	54.	54.
TYSON FOODS INC	3.	3.
US BANCORP DEL COM NEW	585.	585.
US TREASURY NOTE 3.875% DTD 02/18/03 DUE	2,808.	2,808.
US TREASURY NOTE 4.250% DTD 11/15/04 DUE	1,547.	1,547.
US TREASURY NOTE 4.250% DTD 11/15/07 DUE	1,858.	1,858.
US TREASURY NOTE 0.875% DTD 03/31/2009 D	449.	449.
US TREASURY NOTE 3.125% DTD 05/15/2009 D	1,748.	1,748.
US TREASURY NOTE 2.125% DTD 11/30/2009 D	1,092.	1,092.
US TREASURY NOTE 2.75% DTD 11/30/2009 DU	3,700.	3,700.
US TREASURY NOTE 1.00% DTD 12/31/2009 DU	863.	863.

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STATEMENT 7

THE H H AND EDNA HOUSEMAN CHARITABLE TRUST

76-0636804

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

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
UNITED TECHNOLOGIES	39.	39.
V F CORP COMMON STOCK	547.	547.
VALERO REFNG & MARKETING CO	109.	109.
VANGUARD SMALL CAP GRWTH IDX FD #861	16.	16.
VERIZON COMMUNICATIONS COM	2,378.	2,378.
VERIZON COMMUNICATIONS INC NT 1.95% DTD	690.	690.
VERIZON PA INC DEB SER A 5.65% DTD 11/13	2,219.	2,219.
VISA INC COM CL A	20.	20.
W & T OFFSHORE INC COM	61.	61.
WAL MART STORES INC	495.	495.
WALGREEN CO	46.	46.
WEBSTER FINL CORP WATERBURY CONN COM	11.	11.
WELLS FARGO & CO NEW COM	748.	748.
WELLS FARGO & CO NEW SUB NT 4.625% DTD 0	4,718.	4,718.
WELLS FARGO ADVANTAGE EMERGING MARKETS F	2,176.	2,176.
WERNER ENTERPRISES INC COM	102.	102.
WESTERN UN CO COM	58.	58.
WHIRLPOOL CORP COMMON STOCK	587.	587.
WISCONSIN ENERGY CORP COMMON STOCK	131.	131.
WORTHINGTON INDUSTRIES INC COMMON STOCK	60.	60.
WYNDHAM WORLDWIDE CORP COM	51.	51.
WYNN RESORTS LTD COM	759.	759.
YUM! BRANDS INC COM	595.	595.
ACCENTURE PLC CLASS A ORDINARY SHARES	90.	90.
BUNGE LIMITED COM	333.	333.
FRESH DEL MONTE PRODUCE INC ORD	5.	5.
HERBALIFE LTD COM USD SHS	249.	249.
INVESCO LTD	99.	99.
SIGNET JEWELERS LIMITED SHS	13.	13.
ALLIED WORLD ASSURANCE COMPANY HOLDINGS	77.	77.
FIDELITY INST PRIME MMKT CL III #691	186.	186.
PROM NOTE OF KATHERINE A FERNANDEZ BEASL	1,402.	1,402.

THE H H AND EDNA HOUSEMAN CHARITABLE TRUST

76-0636804

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

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
TOTAL	152,245.	151,912.
	=====	=====

THE H H AND EDNA HOUSEMAN CHARITABLE TRUST

76-0636804

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

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
MINERAL INTEREST	18,025.	18,025.
	-----	-----
TOTALS	18,025.	18,025.
	=====	=====

THE H H AND EDNA HOUSEMAN CHARITABLE TRUST

76-0636804

FORM 990PF, PART I - LEGAL FEES

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
-----	-----	-----	-----	-----
LEGAL FEES - PRINCIPAL (ALLOCA	177.	97.		80.
	-----	-----	-----	-----
TOTALS	177.	97.	NONE	80.
	=====	=====	=====	=====

THE H H AND EDNA HOUSEMAN CHARITABLE TRUST

76-0636804

FORM 990PF, PART I - OTHER PROFESSIONAL FEES
=====

REVENUE
AND
EXPENSES
PER BOOKS

CHARITABLE
PURPOSES

DESCRIPTION

TAX PREPARATION FEE (NON-ALLOC

507.

507.

TOTALS

507.

507.

THE H H AND EDNA HOUSEMAN CHARITABLE TRUST

76-0636804

FORM 990PF, PART I - TAXES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
FOREIGN TAXES	175.	175.
REAL ESTATE TAX ON NON-RENTAL	647.	647.
FEDERAL TAX PAYMENT - PRIOR YE	1,690.	
FEDERAL ESTIMATES - INCOME	1,035.	
FEDERAL ESTIMATES - PRINCIPAL	345.	
OTHER NONALLOCABLE EXPENSES -	2.	2.
FOREIGN TAXES ON QUALIFIED FOR	1,563.	1,563.
FOREIGN TAXES ON NONQUALIFIED	76.	76.
	-----	-----
TOTALS	5,533.	2,463.
	=====	=====

THE H H AND EDNA HOUSEMAN CHARITABLE TRUST

76-0636804

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

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----
----------------------	--

CHARITABLE
PURPOSES

OTHER ALLOCABLE EXPENSE - INCOME

43.

43.

TOTALS

43.

43.



THE H H AND EDNA HOUSEMAN CHARITABLE TRUST

76-0636804

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

=====

DESCRIPTION

AMOUNT

ADJUSTMENT TO BALANCE FEES, EXPENSES, AND INCOME FOR
SUB ACCOUNTS AND PRIOR REQUIRED DISBURSEMENTS

29,017.

TOTAL

29,017.

=====

~~CONFIDENTIAL~~

THE H H AND EDNA HOUSEMAN CHARITABLE TRUST

76-0636804

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

=====

OFFICER NAME:

CAPITAL ONE, N.A.

ADDRESS:

P.O. BOX 61540

NEW ORLEANS, LA 70161

TITLE:

TRUSTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

COMPENSATION 75,702.

TOTAL COMPENSATION:

75,702.

=====

[REDACTED]

THE H H AND EDNA HOUSEMAN CHARITABLE TRUST 76-0636804
FORM 990PF, PART XV, LINE 3 - CONTRIBUTIONS, GIFTS, GRANTS PAID
=====

RECIPIENT NAME:

CATHOLIC CHARITIES OF SE TX

ADDRESS:

C/O CAPITAL ONE, N.A.

NEW ORLEANS, LA 70161

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

CHARITABLE

FOUNDATION STATUS OF RECIPIENT:

501(C) 3

AMOUNT OF GRANT PAID 50,000.

RECIPIENT NAME:

SAMARITAN COUNSELING CENTER

OF SE TX

ADDRESS:

C/O CAPITAL ONE, N.A.

NEW ORLEANS, LA 70161

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

CHARITABLE

FOUNDATION STATUS OF RECIPIENT:

501(C) 3

AMOUNT OF GRANT PAID 32,500.

RECIPIENT NAME:

FRIENDS OF THE BRIDGE CITY LIBRARY

ADDRESS:

C/O CAPITAL ONE, N.A.

NEW ORLEANS, LA 70161

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

CHARITABLE

FOUNDATION STATUS OF RECIPIENT:

501(C) 3

AMOUNT OF GRANT PAID 25,000.

~~XXXXXX~~

THE H H AND EDNA HOUSEMAN CHARITABLE TRUST 76-0636804
FORM 990PF, PART XV, LINE 3 - CONTRIBUTIONS, GIFTS, GRANTS PAID
=====

RECIPIENT NAME:

RAPE & SUICIDE CRISIS CENTER OF
SE TX

ADDRESS:

C/O CAPITAL ONE, N.A.
NEW ORLEANS, LA 70161

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

CHARITABLE

FOUNDATION STATUS OF RECIPIENT:

501(C) 3

AMOUNT OF GRANT PAID 15,000.

RECIPIENT NAME:

PLANNED LIVING ASSISTANCE NETWORK

ADDRESS:

C/O CAPITAL ONE, N.A.
NEW ORLEANS, LA 70161

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

CHARITABLE

FOUNDATION STATUS OF RECIPIENT:

501(C) 3

AMOUNT OF GRANT PAID 10,240.

RECIPIENT NAME:

ORANGE CHRISTIAN SERVICES, INC.

ADDRESS:

C/O CAPITAL ONE, N.A.
NEW ORLEANS, LA 70161

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

CHARITABLE

FOUNDATION STATUS OF RECIPIENT:

501(C) 3

AMOUNT OF GRANT PAID 30,000.

~~SECRET~~

THE H H AND EDNA HOUSEMAN CHARITABLE TRUST 76-0636804
FORM 990PF, PART XV, LINE 3 - CONTRIBUTIONS, GIFTS, GRANTS PAID
=====

RECIPIENT NAME:

GIRL SCOUTS OF SAN JACINTO COUNCIL

ADDRESS:

C/O CAPITAL ONE, N.A.

NEW ORLEANS, LA 70161

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

CHARITABLE

FOUNDATION STATUS OF RECIPIENT:

501(C) 3

AMOUNT OF GRANT PAID 2,500.

RECIPIENT NAME:

JULIE ROGERS GIFT OF LIFE PROGRAM

ADDRESS:

C/O CAPITAL ONE, N.A.

NEW ORLEANS, LA 70161

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

CHARITABLE

FOUNDATION STATUS OF RECIPIENT:

501(C) 3

AMOUNT OF GRANT PAID 8,000.

RECIPIENT NAME:

BUCKNER CHILDREN & FAMILY SERVICES

ADDRESS:

C/O CAPITAL ONE, N.A.

NEW ORLEANS, LA 70161

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

CHARITABLE

FOUNDATION STATUS OF RECIPIENT:

501 C 3

AMOUNT OF GRANT PAID 20,000.

[REDACTED]

THE H H AND EDNA HOUSEMAN CHARITABLE TRUST
FORM 990PF, PART XV, LINE 3 - CONTRIBUTIONS, GIFTS, GRANTS PAID
=====

76-0636804

RECIPIENT NAME:

SOUTHEAST TEXAS NONPROFIT

ADDRESS:

C/O CAPITAL ONE, N.A.
NEW ORLEANS, LA 70161

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

CHARITABLE

FOUNDATION STATUS OF RECIPIENT:

501 C 3

AMOUNT OF GRANT PAID 7,500.

RECIPIENT NAME:

UNITED CHRISTIAN CARE CENTER

ADDRESS:

C/O CAPITAL ONE, N.A.
NEW ORLEANS, LA 70161

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

CHARITABLE

FOUNDATION STATUS OF RECIPIENT:

501 C 3

AMOUNT OF GRANT PAID 25,000.

RECIPIENT NAME:

DENTAL SOCIETY OF SOUTHEAST TEXAS

ADDRESS:

C/O CAPITAL ONE, N.A.
NEW ORLEANS, LA 70161

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

CHARITABLE

FOUNDATION STATUS OF RECIPIENT:

501 C 3

AMOUNT OF GRANT PAID 7,500.

TOTAL GRANTS PAID:

233,240.

=====


SCHEDULE D
(Form 1041)

 Department of the Treasury
 Internal Revenue Service

Capital Gains and Losses
▶ Attach to Form 1041, Form 5227, or Form 990-T. See the Instructions for Schedule D (Form 1041) (also for Form 5227 or Form 990-T, if applicable).

OMB No 1545-0092

2011

Name of estate or trust

THE H H AND EDNA HOUSEMAN CHARITABLE TRUST

Employer identification number

76-0636804

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

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

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
1a					
b Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b					1b -112,083.
2 Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824					2
3 Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts					3
4 Short-term capital loss carryover. Enter the amount, if any, from line 9 of the 2010 Capital Loss Carryover Worksheet					4 ()
5 Net short-term gain or (loss). Combine lines 1a through 4 in column (f). Enter here and on line 13, column (3) on the back ▶					5 -112,083.

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

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
6a LONG-TERM CAPITAL GAIN DIVIDENDS					3,774.
b Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b					6b 353,484.
7 Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824					7
8 Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts					8
9 Capital gain distributions					9 20.
10 Gain from Form 4797, Part I					10
11 Long-term capital loss carryover. Enter the amount, if any, from line 14 of the 2010 Capital Loss Carryover Worksheet					11 ()
12 Net long-term gain or (loss). Combine lines 6a through 11 in column (f). Enter here and on line 14a, column (3) on the back ▶					12 357,278.

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

Schedule D (Form 1041) 2011

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

	(1) Beneficiaries' (see instr.)	(2) Estate's or trust's	(3) Total
13 Net short-term gain or (loss)	13		-112,083.
14 Net long-term gain or (loss):			
a Total for year	14a		357,278.
b Unrecaptured section 1250 gain (see line 18 of the wrksh.)	14b		
c 28% rate gain	14c		
15 Total net gain or (loss). Combine lines 13 and 14a ▶	15		245,195.

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

Part IV Capital Loss Limitation

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

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

Part V Tax Computation Using Maximum Capital Gains Rates

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

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

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

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

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

Schedule D (Form 1041) 2011

~~02-3923~~**SCHEDULE D-1
(Form 1041)****Continuation Sheet for Schedule D
(Form 1041)**

OMB No 1545-0092

2011Department of the Treasury
Internal Revenue Service

▶ See instructions for Schedule D (Form 1041).

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

Name of estate or trust

THE H H AND EDNA HOUSEMAN CHARITABLE TRUST

Employer identification number

76-0636804

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

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo , day , yr)	(c) Date sold (mo , day , yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a 15. TJX COS INC NEW	06/21/2010	01/14/2011	687.00	683.00	4.00
390. WELLPOINT INC COM	02/12/2010	01/19/2011	24,173.00	23,256.00	917.00
185. AMERICAN TOWER CORP C	02/12/2010	02/01/2011	9,568.00	7,886.00	1,682.00
5. BOSTON PPTYS INC COM	06/21/2010	02/01/2011	468.00	405.00	63.00
50. CAMERON INTL CORP COM	06/21/2010	02/01/2011	2,710.00	1,894.00	816.00
130. DOMINION RESOURCES IN	09/29/2010	02/01/2011	5,669.00	5,727.00	-58.00
535. ENSCO PLC	VAR	02/01/2011	28,210.00	23,687.00	4,523.00
60. JANUS ENTERPRISE FUND	06/21/2010	02/01/2011	3,675.00	2,882.00	793.00
5. KIMBERLY CLARK CORP COM	06/21/2010	02/01/2011	321.00	314.00	7.00
135. NORTHEAST UTILS	09/29/2010	02/01/2011	4,533.00	4,040.00	493.00
40. SCHLUMBERGER LTD	06/21/2010	02/01/2011	3,581.00	2,452.00	1,129.00
55. SPECTRA ENERGY CORP CO	06/21/2010	02/01/2011	1,443.00	1,199.00	244.00
5. FLOWSERVE CORP	02/01/2011	02/02/2011	638.00	642.00	-4.00
20. FLOWSERVE CORP	06/21/2010	02/02/2011	2,554.00	1,938.00	616.00
40. TEVA PHARMACEUTICAL IN	06/21/2010	02/15/2011	2,060.00	2,119.00	-59.00
85. TEVA PHARMACEUTICAL IN	02/01/2011	02/15/2011	4,377.00	4,741.00	-364.00
20. GENZYME CORP	02/01/2011	02/16/2011	1,508.00	1,453.00	55.00
25. CISCO SYS INC	06/21/2010	02/23/2011	458.00	592.00	-134.00
15. CISCO SYS INC	02/01/2011	02/23/2011	275.00	323.00	-48.00
440. ROCHE HOLDING LTD SPO	02/16/2011	02/28/2011	16,564.00	15,897.00	667.00
40. EMC CORP MASS	02/01/2011	03/01/2011	1,079.00	1,017.00	62.00
125. EMC CORP MASS	04/29/2010	03/01/2011	3,373.00	2,459.00	914.00
325. MACYS INC COM	01/14/2011	03/14/2011	7,507.00	7,480.00	27.00
60. TARGET CORP COM	02/01/2011	03/14/2011	3,051.00	3,297.00	-246.00

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

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

Schedule D-1 (Form 1041) 2011

SCHEDULE D-1
(Form 1041)**Continuation Sheet for Schedule D**
(Form 1041)

OMB No 1545-0092

2011Department of the Treasury
Internal Revenue Service

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

Name of estate or trust

THE H H AND EDNA HOUSEMAN CHARITABLE TRUST

Employer identification number

76-0636804

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

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a 70. TARGET CORP COM	06/21/2010	03/14/2011	3,560.00	3,703.00	-143.00
200000. US TREASURY NOTE 0 03/31/2009 DUE 03/31/2011	04/26/2010	03/31/2011	200,000.00	200,000.00	
345. ALLERGAN INC	02/15/2011	04/06/2011	25,702.00	25,478.00	224.00
130. JOHNSON & JOHNSON	02/01/2011	04/07/2011	7,700.00	7,873.00	-173.00
35. JOHNSON & JOHNSON	06/21/2010	04/07/2011	2,073.00	2,075.00	-2.00
5. SALESFORCE COM INC COM	02/01/2011	04/07/2011	669.00	662.00	7.00
60. SALESFORCE COM INC COM	06/23/2010	04/07/2011	8,031.00	5,536.00	2,495.00
15. VMWARE INC CL A COM	02/01/2011	04/07/2011	1,204.00	1,304.00	-100.00
165. VMWARE INC CL A COM	06/23/2010	04/07/2011	13,247.00	11,449.00	1,798.00
315. OCCIDENTAL PETROLEUM STOCK	02/01/2011	04/11/2011	32,196.00	31,065.00	1,131.00
50000. US TREASURY NOTE 3. 05/15/2009 DUE 05/15/2019	04/26/2010	04/11/2011	49,527.00	48,006.00	1,521.00
10. MOSAIC CO NEW COM	02/01/2011	05/23/2011	660.00	839.00	-179.00
65. MOSAIC CO NEW COM	06/21/2010	05/23/2011	4,290.00	2,844.00	1,446.00
210. GENERAL MLS INC	02/01/2011	05/24/2011	8,289.00	7,291.00	998.00
235. SYSCO CORP	02/01/2011	05/24/2011	7,553.00	6,890.00	663.00
.5 CITIGROUP INC COM NEW	02/01/2011	06/02/2011	20.00	25.00	-5.00
15. ALTERA CORP	03/01/2011	06/17/2011	644.00	631.00	13.00
30. BERKSHIRE HATHAWAY INC NEW	02/01/2011	06/17/2011	2,263.00	2,487.00	-224.00
15. CABOT OIL & GAS CORP C	05/24/2011	06/17/2011	910.00	811.00	99.00
20. CHARLES RIV LABORATORI COM	02/16/2011	06/17/2011	787.00	754.00	33.00
20. CITIGROUP INC COM NEW	02/01/2011	06/17/2011	762.00	988.00	-226.00
865. CONOCOPHILLIPS COM	04/11/2011	06/17/2011	62,423.00	70,541.00	-8,118.00
45. DOMINION RESOURCES INC	09/29/2010	06/17/2011	2,149.00	1,982.00	167.00
15. F5 NETWORKS INC COM	06/23/2010	06/17/2011	1,476.00	1,104.00	372.00

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

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

Schedule D-1 (Form 1041) 2011


SCHEDULE D-1
(Form 1041)
Continuation Sheet for Schedule D
(Form 1041)

OMB No 1545-0092

2011

 Department of the Treasury
 Internal Revenue Service

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

Name of estate or trust

THE H H AND EDNA HOUSEMAN CHARITABLE TRUST

Employer identification number

76-0636804

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

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a 5. F5 NETWORKS INC COM	02/01/2011	06/17/2011	492.00	555.00	-63.00
10. GILEAD SCIENCES INC CO	02/01/2011	06/17/2011	396.00	387.00	9.00
15. HANSEN NATURAL CORP CO	05/24/2011	06/17/2011	1,072.00	1,045.00	27.00
325. MORGAN STANLEY DEAN W DISCOVER & CO COM NEW	06/21/2010	06/17/2011	7,358.00	8,434.00	-1,076.00
10. NII HLDGS INC COM NEW	09/29/2010	06/17/2011	394.00	413.00	-19.00
20. NORTHEAST UTILS	09/29/2010	06/17/2011	694.00	598.00	96.00
250. SMITHFIELD FOODS INC	05/24/2011	06/17/2011	5,461.00	5,010.00	451.00
80. STARBUCKS CORP COM	02/01/2011	06/17/2011	2,836.00	2,586.00	250.00
5. STARBUCKS CORP COM	10/01/2010	06/17/2011	177.00	130.00	47.00
70. HERBALIFE LTD COM USD	05/24/2011	06/17/2011	3,713.00	3,659.00	54.00
455. CABOT OIL & GAS CORP	05/24/2011	07/07/2011	30,234.00	24,600.00	5,634.00
415. CHARLES RIV LABORATOR COM	02/16/2011	07/07/2011	17,411.00	15,651.00	1,760.00
.5 MARATHON PETE CORP COM	06/17/2011	07/26/2011	20.00	21.00	-1.00
1114.583 ROYCE PENNSYLVANI FUND #260	02/01/2011	09/02/2011	11,803.00	13,375.00	-1,572.00
1049.546 VANGUARD SMALL CA FD #861	VAR	09/02/2011	21,096.00	23,690.00	-2,594.00
493.716 JANUS ENTERPRISE F	06/17/2011	09/07/2011	27,697.00	29,707.00	-2,010.00
242.468 MERIDIAN VALUE FUN	02/02/2011	09/07/2011	6,328.00	7,179.00	-851.00
27. NETFLIX INC COM	09/06/2011	09/20/2011	3,561.00	5,829.00	-2,268.00
116. TRAVELZOO INC COM	09/06/2011	09/23/2011	2,779.00	3,884.00	-1,105.00
70. BIOGEN IDEC INC COM	02/28/2011	09/27/2011	6,741.00	4,793.00	1,948.00
590. CARDINAL HEALTH INC C	VAR	09/27/2011	25,858.00	24,875.00	983.00
420. CHUBB CORP COMMON STO	06/17/2011	09/27/2011	25,145.00	26,524.00	-1,379.00
200. DISCOVER FINL SVCS CO	06/17/2011	09/27/2011	4,896.00	4,666.00	230.00
160. DOMINION RESOURCES IN	09/29/2010	09/27/2011	8,112.00	7,048.00	1,064.00

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

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

Schedule D-1 (Form 1041) 2011


SCHEDULE D-1
(Form 1041)
Continuation Sheet for Schedule D
(Form 1041)

OMB No 1545-0092

2011

 Department of the Treasury
 Internal Revenue Service

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

Name of estate or trust

THE H H AND EDNA HOUSEMAN CHARITABLE TRUST

Employer identification number

76-0636804

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

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a 175. DU PONT E I DE NEMOUR	10/01/2010	09/27/2011	7,383.00	7,823.00	-440.00
95. DU PONT E I DE NEMOURS	VAR	09/27/2011	4,008.00	4,762.00	-754.00
235. EXXON MOBIL CORP COM	VAR	09/27/2011	17,167.00	19,162.00	-1,995.00
5. GOLDMAN SACHS GROUP INC	02/01/2011	09/27/2011	496.00	828.00	-332.00
290. HANSEN NATURAL CORP C	05/24/2011	09/27/2011	26,247.00	20,195.00	6,052.00
185. MACYS INC COM	01/14/2011	09/27/2011	5,023.00	4,258.00	765.00
290. MARATHON OIL CORP COM	06/17/2011	09/27/2011	6,711.00	8,844.00	-2,133.00
500. METLIFE INC COM	06/17/2011	09/27/2011	14,531.00	20,173.00	-5,642.00
390. MYRIAD GENETICS INC C	07/07/2011	09/27/2011	7,368.00	9,232.00	-1,864.00
170. NII HLDGS INC COM NEW	09/29/2010	09/27/2011	5,141.00	7,020.00	-1,879.00
205. NATIONAL-OILWELL INC	02/01/2011	09/27/2011	11,660.00	15,304.00	-3,644.00
280. NEWFIELD EXPLORATION	02/01/2011	09/27/2011	12,166.00	20,787.00	-8,621.00
185. NOBLE ENERGY INC COM	07/07/2011	09/27/2011	13,868.00	16,935.00	-3,067.00
180. NORTHEAST UTILS	09/29/2010	09/27/2011	6,190.00	5,386.00	804.00
75. NOVARTIS AG SPONSORED	VAR	09/27/2011	4,148.00	4,303.00	-155.00
195. PERKINELMER INC COM	04/07/2011	09/27/2011	3,890.00	5,220.00	-1,330.00
60. RAYONIER INC COMMON ST	02/01/2011	09/27/2011	2,274.00	2,368.00	-94.00
300. RAYTHEON COM NEW	03/03/2011	09/27/2011	12,138.00	15,627.00	-3,489.00
355. SANDISK CORP COM	03/01/2011	09/27/2011	15,266.00	17,296.00	-2,030.00
900. SMITHFIELD FOODS INC	05/24/2011	09/27/2011	16,819.00	18,038.00	-1,219.00
130. THERMO FISHER CORP CO	VAR	09/27/2011	6,742.00	7,276.00	-534.00
320. TRAVELERS COS INC COM	06/17/2011	09/27/2011	15,728.00	18,612.00	-2,884.00
140. V F CORP COMMON STOCK	VAR	09/27/2011	18,307.00	13,527.00	4,780.00
455. VERIZON COMMUNICATION	09/29/2010	09/27/2011	16,721.00	14,849.00	1,872.00

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

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

Schedule D-1 (Form 1041) 2011

~~SECRET~~**SCHEDULE D-1
(Form 1041)****Continuation Sheet for Schedule D
(Form 1041)**

OMB No 1545-0092

2011Department of the Treasury
Internal Revenue Service

▶ See instructions for Schedule D (Form 1041).

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

Name of estate or trust

THE H H AND EDNA HOUSEMAN CHARITABLE TRUST

Employer identification number

76-0636804

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

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a 250. WHIRLPOOL CORP COMMON	02/02/2011	09/27/2011	13,287.00	20,713.00	-7,426.00
310. ZIMMER HOLDINGS INC W	VAR	09/27/2011	17,428.00	18,929.00	-1,501.00
261. ALTERA CORP	03/01/2011	09/28/2011	9,248.00	10,973.00	-1,725.00
535. AUTODESK INC	04/07/2011	09/28/2011	15,766.00	23,137.00	-7,371.00
25. BOEING CO	02/01/2011	09/28/2011	1,587.00	1,763.00	-176.00
120. CELGENE CORP COM	02/01/2011	09/28/2011	7,670.00	6,326.00	1,344.00
159. CLIFFS NAT RES INC CO	05/23/2011	09/28/2011	9,366.00	13,406.00	-4,040.00
460. COACH INC COM	VAR	09/28/2011	26,954.00	25,006.00	1,948.00
105. DISNEY WALT	VAR	09/28/2011	3,283.00	4,112.00	-829.00
5. GOOGLE INC CL A	02/01/2011	09/28/2011	2,697.00	3,065.00	-368.00
389. HALLIBURTON CO	VAR	09/28/2011	13,370.00	17,747.00	-4,377.00
695. JUNIPER NETWORKS INC	VAR	09/28/2011	13,532.00	27,704.00	-14,172.00
402. MARATHON PETE CORP CO	06/17/2011	09/28/2011	12,121.00	16,586.00	-4,465.00
10. MASTERCARD INC CL A	02/01/2011	09/28/2011	3,375.00	2,396.00	979.00
495. MEDCO HEALTH SOLUTION	VAR	09/28/2011	24,340.00	31,328.00	-6,988.00
40. MEDTRONIC INC	02/01/2011	09/28/2011	1,371.00	1,544.00	-173.00
600. OMNICOM GROUP INC	06/17/2011	09/28/2011	23,346.00	27,483.00	-4,137.00
125. PEPSICO INC	02/01/2011	09/28/2011	7,901.00	8,086.00	-185.00
16. PRICELINE COM INC COM	06/17/2011	09/28/2011	8,156.00	7,378.00	778.00
20. PROCTER & GAMBLE CO	02/01/2011	09/28/2011	1,275.00	1,268.00	7.00
303. RAYONIER INC COMMON S	VAR	09/28/2011	11,602.00	12,677.00	-1,075.00
5. SALESFORCE COM INC COM	06/17/2011	09/28/2011	623.00	692.00	-69.00
775. STARBUCKS CORP COM	10/01/2010	09/28/2011	30,969.00	20,166.00	10,803.00
545. TJX COS INC NEW	VAR	09/28/2011	31,734.00	26,914.00	4,820.00

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

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

Schedule D-1 (Form 1041) 2011


SCHEDULE D-1
(Form 1041)
Continuation Sheet for Schedule D
(Form 1041)

OMB No 1545-0092

2011

 Department of the Treasury
 Internal Revenue Service

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1a 120. TEXAS INSTRUMENTS, IN STOCK	06/17/2011	09/28/2011	3,353.00	3,760.00	-407.00
500. THORATEC CORP COM NEW	VAR	09/28/2011	16,816.00	13,794.00	3,022.00
332. VERIZON COMMUNICATION	02/01/2011	09/28/2011	12,317.00	12,015.00	302.00
110. YUM! BRANDS INC COM	02/01/2011	09/28/2011	5,972.00	5,226.00	746.00
25. BUNGE LIMITED COM	06/17/2011	09/28/2011	1,489.00	1,641.00	-152.00
31. ALASKA AIR GROUP INC C	09/06/2011	10/03/2011	1,598.00	1,662.00	-64.00
167. ALIGN TECHNOLOGY INC	09/06/2011	10/03/2011	2,400.00	2,906.00	-506.00
89. AMERICAN AXLE & MFG HL	09/06/2011	10/03/2011	627.00	720.00	-93.00
250. AMTRUST FINANCIAL SER COM	09/06/2011	10/03/2011	5,434.00	5,765.00	-331.00
73. ANDERSONS INC COM	09/06/2011	10/03/2011	2,244.00	2,666.00	-422.00
182. ARCTIC CAT INC COM	09/06/2011	10/03/2011	2,572.00	2,660.00	-88.00
79. ARTHROCARE CORP COM	09/06/2011	10/03/2011	2,158.00	2,418.00	-260.00
164. BANK OF THE OZARKS IN	09/06/2011	10/03/2011	3,388.00	3,460.00	-72.00
524. BOSTON PRIVATE FINL H	09/06/2011	10/03/2011	2,983.00	2,887.00	96.00
85. BRINKS CO COM	09/06/2011	10/03/2011	1,878.00	1,970.00	-92.00
43. BROADSOFT INC COM	09/06/2011	10/03/2011	1,232.00	1,239.00	-7.00
101. BUCKEYE TECHNOLOGIES	09/06/2011	10/03/2011	2,442.00	2,515.00	-73.00
21. CH ENERGY GROUP INC CO	09/06/2011	10/03/2011	1,076.00	1,123.00	-47.00
360. CVB FINL CORP COM	09/06/2011	10/03/2011	2,672.00	2,840.00	-168.00
87. CASCADE CORP COM	09/06/2011	10/03/2011	2,840.00	3,039.00	-199.00
75. CEVA INC COM	09/06/2011	10/03/2011	1,736.00	1,895.00	-159.00
99. COLFAX CORP COM	09/06/2011	10/03/2011	1,888.00	2,271.00	-383.00
97. COMTECH TELECOMMUNICAT	09/06/2011	10/03/2011	2,647.00	2,634.00	13.00
22. CONTANGO OIL & GAS COM	09/06/2011	10/03/2011	1,185.00	1,257.00	-72.00

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

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

Schedule D-1 (Form 1041) 2011


SCHEDULE D-1
(Form 1041)
Continuation Sheet for Schedule D
(Form 1041)

OMB No 1545-0092

2011

 Department of the Treasury
 Internal Revenue Service

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1a 117. CUBIC CORP COM	09/06/2011	10/03/2011	4,366.00	4,548.00	-182.00
97. DIME CMNTY BANCORP INC	09/06/2011	10/03/2011	967.00	1,053.00	-86.00
179. DREW INDS INC COM NEW	09/06/2011	10/03/2011	3,418.00	3,368.00	50.00
56. EL PASO ELEC COMPANY C	09/06/2011	10/03/2011	1,765.00	1,857.00	-92.00
173. ELECTRO SCIENTIFIC IN	09/06/2011	10/03/2011	1,918.00	2,370.00	-452.00
65. ELIZABETH ARDEN INC CO	09/06/2011	10/03/2011	1,891.00	1,901.00	-10.00
130. EMCOR GROUP INC COM	09/06/2011	10/03/2011	2,517.00	2,671.00	-154.00
114. ENCORE WIRE CORP COM	09/06/2011	10/03/2011	2,321.00	2,329.00	-8.00
35. EXPONENT INC COM	09/23/2011	10/03/2011	1,387.00	1,406.00	-19.00
365. FNB CORP PA COM	09/06/2011	10/03/2011	3,015.00	2,978.00	37.00
91. FINISH LINE INC CL A	09/06/2011	10/03/2011	1,760.00	1,719.00	41.00
118. FIRST FINL BANKSHARES	09/06/2011	10/03/2011	3,011.00	3,190.00	-179.00
81. G & K SVCS INC CL A	09/06/2011	10/03/2011	2,030.00	2,096.00	-66.00
39. GENESCO INC COM	09/06/2011	10/03/2011	1,969.00	1,838.00	131.00
93. HSN INC COM	09/06/2011	10/03/2011	2,913.00	2,823.00	90.00
88. INSPERITY INC COM	09/06/2011	10/03/2011	1,879.00	1,949.00	-70.00
20. INTERDIGITAL INC COM	09/06/2011	10/03/2011	893.00	1,335.00	-442.00
116. KAMAN CORP COM	09/06/2011	10/03/2011	3,085.00	3,659.00	-574.00
76. LSB INDS INC COM	09/06/2011	10/03/2011	2,021.00	2,811.00	-790.00
90. LTC PPTYS INC COM	09/06/2011	10/03/2011	2,191.00	2,336.00	-145.00
37. LACLEDE GROUP INC COM	09/06/2011	10/03/2011	1,393.00	1,430.00	-37.00
490. LATTICE SEMICONDUCTOR	09/06/2011	10/03/2011	2,399.00	2,543.00	-144.00
49. LIQUIDITY SERVICES INC	09/06/2011	10/03/2011	1,448.00	1,522.00	-74.00
298. LO JACK CORP COM	09/06/2011	10/03/2011	865.00	943.00	-78.00

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

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Schedule D-1 (Form 1041) 2011


SCHEDULE D-1
(Form 1041)

 Department of the Treasury
 Internal Revenue Service

Continuation Sheet for Schedule D
(Form 1041)

▶ See instructions for Schedule D (Form 1041).

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1a 87. MGE ENERGY INC COM	09/06/2011	10/03/2011	3,491.00	3,520.00	-29.00
37. MWI VETERINARY SUPPLY	09/06/2011	10/03/2011	2,447.00	2,609.00	-162.00
108. MADDEN STEVEN LTD COM	09/06/2011	10/03/2011	3,046.00	3,551.00	-505.00
46. MAGELLAN HEALTH SVCS I	09/06/2011	10/03/2011	2,132.00	2,125.00	7.00
292. MATRIX SVC CO COM	09/06/2011	10/03/2011	2,267.00	2,973.00	-706.00
179. MAXIMUS INC COM	09/06/2011	10/03/2011	6,105.00	6,256.00	-151.00
309. MEADOWBROOK INS GROUP	09/06/2011	10/03/2011	2,670.00	2,731.00	-61.00
67. MEDICINES CO COM	09/06/2011	10/03/2011	1,107.00	928.00	179.00
107. MILLER HERMAN INC COM	09/06/2011	10/03/2011	1,813.00	1,936.00	-123.00
126. MOLINA HEALTHCARE INC	09/06/2011	10/03/2011	1,816.00	2,220.00	-404.00
43. MUELLER INDS INC COM	09/06/2011	10/03/2011	1,568.00	1,851.00	-283.00
31. NACCO INDS INC CL A	09/06/2011	10/03/2011	1,870.00	2,180.00	-310.00
315. NARA BANCORP INC COM	09/06/2011	10/03/2011	1,796.00	2,031.00	-235.00
80. NASH FINCH CO COM	09/06/2011	10/03/2011	2,057.00	2,307.00	-250.00
69. NATIONAL BEVERAGE CORP	09/06/2011	10/03/2011	1,041.00	1,095.00	-54.00
196. NATIONAL FINL PARTNER	09/06/2011	10/03/2011	1,974.00	2,291.00	-317.00
96. NATIONAL HEALTH INVS I	09/06/2011	10/03/2011	3,930.00	4,134.00	-204.00
81. NEENAH PAPER INC COM	09/06/2011	10/03/2011	1,094.00	1,297.00	-203.00
50. NELNET INC CL A	09/06/2011	10/03/2011	900.00	902.00	-2.00
131. NEW JERSEY RES CORP C	09/06/2011	10/03/2011	5,404.00	5,909.00	-505.00
17. NEWMARKET CORP COM	09/06/2011	10/03/2011	2,503.00	2,658.00	-155.00
254. NORANDA ALUM HLDG COR	09/06/2011	10/03/2011	1,759.00	2,575.00	-816.00
35. OIL STATES INTERNATIONAL	09/06/2011	10/03/2011	1,658.00	2,079.00	-421.00
98. OLD DOMINION FGHT LINE	09/06/2011	10/03/2011	2,744.00	2,928.00	-184.00

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

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Schedule D-1 (Form 1041) 2011

**SCHEDULE D-1
(Form 1041)****Continuation Sheet for Schedule D
(Form 1041)**

OMB No 1545-0092

2011Department of the Treasury
Internal Revenue Service

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1a 245. PNM RES INC COM	09/06/2011	10/03/2011	3,954.00	3,543.00	411.00
39. PS BUSINESS PKS INC CA	09/06/2011	10/03/2011	1,840.00	1,982.00	-142.00
36. PAR PHARMACEUTICAL COS	09/06/2011	10/03/2011	949.00	940.00	9.00
281. PIER 1 IMPORTS INC	09/06/2011	10/03/2011	2,596.00	3,009.00	-413.00
189. POLYONE CORPORATION -	09/06/2011	10/03/2011	1,901.00	2,113.00	-212.00
90. POLYPORE INTL INC COM	09/06/2011	10/03/2011	4,734.00	5,135.00	-401.00
69. POST PPTYS INC COM	09/06/2011	10/03/2011	2,280.00	2,842.00	-562.00
27. PRICESMART INC COM	09/06/2011	10/03/2011	1,573.00	1,714.00	-141.00
49. RLI CORP COM	09/06/2011	10/03/2011	3,046.00	2,952.00	94.00
53. SOVRAN SELF STORAGE IN	09/06/2011	10/03/2011	1,901.00	2,018.00	-117.00
447. STRATEGIC HOTELS & RE COM	09/06/2011	10/03/2011	1,772.00	1,895.00	-123.00
140. STURM RUGER & CO INC	09/06/2011	10/03/2011	3,478.00	4,337.00	-859.00
100. SYNEX CORP COM	09/06/2011	10/03/2011	2,546.00	2,444.00	102.00
130. TANGER FACTORY OUTLET COM	09/06/2011	10/03/2011	3,236.00	3,521.00	-285.00
75. TELEDYNE TECHNOLOGIES	09/06/2011	10/03/2011	3,493.00	3,794.00	-301.00
104. TENNANT CO COM	09/06/2011	10/03/2011	3,456.00	4,109.00	-653.00
80. TOMPKINS FINANCIAL COR	09/06/2011	10/03/2011	2,751.00	2,915.00	-164.00
39. TORO CO COM	09/06/2011	10/03/2011	1,792.00	2,023.00	-231.00
81. VEECO INSTRS INC DEL C	09/06/2011	10/03/2011	1,948.00	2,614.00	-666.00
270. VONAGE HLDGS CORP COM	09/06/2011	10/03/2011	670.00	863.00	-193.00
75. W & T OFFSHORE INC COM	09/06/2011	10/03/2011	957.00	1,424.00	-467.00
60. FRESH DEL MONTE PRODUC	09/06/2011	10/03/2011	1,360.00	1,370.00	-10.00
50. ACI WORLDWIDE INC COM	09/06/2011	10/05/2011	1,345.00	1,359.00	-14.00
84. AFFILIATED MANAGERS GR	09/06/2011	10/05/2011	6,476.00	6,681.00	-205.00

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Schedule D-1 (Form 1041) 2011

SCHEDULE D-1
(Form 1041)Department of the Treasury
Internal Revenue Service**Continuation Sheet for Schedule D**
(Form 1041)

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1a 15. ALASKA AIR GROUP INC C	09/06/2011	10/05/2011	817.00	804.00	13.00
37. ALLIANCE DATA SYSTEMS	09/06/2011	10/05/2011	3,333.00	3,327.00	6.00
80. AMERICAN GREETINGS COR	09/06/2011	10/05/2011	1,310.00	1,558.00	-248.00
134. AMERICAN WTR WKS CO I	09/06/2011	10/05/2011	3,897.00	3,887.00	10.00
63. AMERIGROUP CORP COM	09/06/2011	10/05/2011	2,493.00	2,880.00	-387.00
86. ASSURANT INC COM	09/06/2011	10/05/2011	3,025.00	2,816.00	209.00
277. AUTODESK INC	09/06/2011	10/05/2011	7,468.00	7,171.00	297.00
23. AUTOLIV INC COM	09/06/2011	10/05/2011	1,134.00	1,176.00	-42.00
275. BRANDYWINE RLTY TR SH	09/06/2011	10/05/2011	1,900.00	2,475.00	-575.00
60. CLECO CORP COM	09/06/2011	10/05/2011	2,024.00	2,045.00	-21.00
243. CABOT CORP	09/06/2011	10/05/2011	5,961.00	7,829.00	-1,868.00
62. CHICAGO BRDG & IRON CO REGISTRY	09/06/2011	10/05/2011	1,770.00	2,060.00	-290.00
4. CHIPOTLE MEXICAN GRILL	09/06/2011	10/05/2011	1,183.00	1,230.00	-47.00
52. COMMERCE BANCSHARES IN	09/06/2011	10/05/2011	1,855.00	1,894.00	-39.00
99. CORN PRODS INTL INC	09/06/2011	10/05/2011	3,865.00	4,422.00	-557.00
61. COVENTRY HEALTH CARE I	09/06/2011	10/05/2011	1,657.00	1,925.00	-268.00
99. CRANE CO COMMON STOCK	09/06/2011	10/05/2011	3,635.00	3,840.00	-205.00
66. DENTSPLY INTL INC NEW	09/06/2011	10/05/2011	2,020.00	2,189.00	-169.00
126. DILLARDS INC CL A	09/06/2011	10/05/2011	5,351.00	5,523.00	-172.00
45. DOMTAR CORP COM NEW	09/06/2011	10/05/2011	3,081.00	3,428.00	-347.00
159. DOUGLAS EMMETT INC CO	09/06/2011	10/05/2011	2,539.00	2,739.00	-200.00
52. DYCOM INDS INC COM	09/06/2011	10/05/2011	820.00	900.00	-80.00
40. EQT CORP COM	09/06/2011	10/05/2011	2,138.00	2,315.00	-177.00
279. ENSCO PLC	09/06/2011	10/05/2011	11,225.00	13,035.00	-1,810.00

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

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Schedule D-1 (Form 1041) 2011

**SCHEDULE D-1
(Form 1041)**Department of the Treasury
Internal Revenue Service**Continuation Sheet for Schedule D
(Form 1041)**

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OMB No 1545-0092

2011

Name of estate or trust

THE H H AND EDNA HOUSEMAN CHARITABLE TRUST

Employer identification number

76-0636804

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

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a 21. ESSEX PPTY TR INC COM	09/06/2011	10/05/2011	2,422.00	2,910.00	-488.00
736. FAIRCHILD SEMICONDUCT CL A	09/06/2011	10/05/2011	8,344.00	9,104.00	-760.00
126. FIDELITY NATL FINL IN	09/06/2011	10/05/2011	1,885.00	2,075.00	-190.00
99. FOOT LOCKER INC COM	09/06/2011	10/05/2011	2,004.00	1,909.00	95.00
35. GRACE W R & CO DEL NEW	09/06/2011	10/05/2011	1,199.00	1,258.00	-59.00
13. HANSEN NATURAL CORP CO	09/06/2011	10/05/2011	1,062.00	1,103.00	-41.00
65. HEALTH NET INC COM	09/06/2011	10/05/2011	1,469.00	1,527.00	-58.00
76. HILL ROM HLDGS COM	09/06/2011	10/05/2011	2,336.00	2,082.00	254.00
71. HOLLYFRONTIER CORP COM	09/06/2011	10/05/2011	1,926.00	2,452.00	-526.00
39. ITT EDUCATIONAL SVCS I	09/06/2011	10/05/2011	2,409.00	2,658.00	-249.00
103. IDACORP INC COM	09/06/2011	10/05/2011	3,950.00	3,696.00	254.00
151.872 JANUS ENTERPRISE F	06/17/2011	10/05/2011	8,081.00	9,138.00	-1,057.00
57. KBR INC COM	09/06/2011	10/05/2011	1,378.00	1,606.00	-228.00
43. KEMPER CORP DEL COM	09/06/2011	10/05/2011	1,048.00	1,028.00	20.00
119. KENNAMETAL INC COM	09/06/2011	10/05/2011	3,829.00	3,916.00	-87.00
48. KIRBY CORP COM	09/06/2011	10/05/2011	2,548.00	2,460.00	88.00
15. L-3 COMMUNICATIONS COR	09/06/2011	10/05/2011	948.00	955.00	-7.00
75. MANPOWER INC WIS COM	09/06/2011	10/05/2011	2,696.00	2,683.00	13.00
147. MATTEL INC	09/06/2011	10/05/2011	3,803.00	3,841.00	-38.00
118. MEDICIS PHARMACEUTICA NEW	09/06/2011	10/05/2011	4,307.00	4,485.00	-178.00
396.478 MERIDIAN VALUE FUN	VAR	10/05/2011	9,897.00	11,695.00	-1,798.00
292. METROPCS COMMUNICATIO	09/06/2011	10/05/2011	2,380.00	2,958.00	-578.00
62. MYRIAD GENETICS INC CO	09/06/2011	10/05/2011	1,187.00	1,138.00	49.00
125. NCR CORP NEW COM	09/06/2011	10/05/2011	2,119.00	1,972.00	147.00

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

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

Schedule D-1 (Form 1041) 2011


SCHEDULE D-1
(Form 1041)
Continuation Sheet for Schedule D
(Form 1041)

OMB No 1545-0092

2011
Department of the Treasury
Internal Revenue Service

▶ See instructions for Schedule D (Form 1041).

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

Name of estate or trust

THE H H AND EDNA HOUSEMAN CHARITABLE TRUST

Employer identification number

76-0636804

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

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a 100. NASDAQ OMX GROUP INC	09/06/2011	10/05/2011	2,317.00	2,144.00	173.00
33. NEUSTAR INC CL A	09/06/2011	10/05/2011	875.00	775.00	100.00
117. NISOURCE INC COM	09/06/2011	10/05/2011	2,472.00	2,436.00	36.00
62. OWENS & MINOR INC NEW	09/06/2011	10/05/2011	1,796.00	1,759.00	37.00
73. PATTERSON-UTI ENERGY I	09/06/2011	10/05/2011	1,219.00	1,631.00	-412.00
74. PLANTRONICS INC COM	09/06/2011	10/05/2011	2,177.00	2,168.00	9.00
265. RF MICRO DEVICES INC	09/06/2011	10/05/2011	1,699.00	1,526.00	173.00
114. RAYONIER INC COMMON S	09/06/2011	10/05/2011	4,130.00	4,505.00	-375.00
44. ROCKWOOD HLDGS INC COM	09/06/2011	10/05/2011	1,586.00	2,051.00	-465.00
29. SVB FINL GROUP COM	09/06/2011	10/05/2011	1,082.00	1,223.00	-141.00
45. SEALED AIR CORP COM	09/06/2011	10/05/2011	737.00	787.00	-50.00
51. SMITHFIELD FOODS INC C	09/06/2011	10/05/2011	1,022.00	1,068.00	-46.00
46. SOTHEBYS COM	09/06/2011	10/05/2011	1,277.00	1,563.00	-286.00
139. STEEL DYNAMICS INC CO	09/06/2011	10/05/2011	1,459.00	1,588.00	-129.00
34. TRW AUTOMOTIVE HLDGS C	09/06/2011	10/05/2011	1,146.00	1,280.00	-134.00
78. TECH DATA CORP COM	09/06/2011	10/05/2011	3,515.00	3,497.00	18.00
122. TERADYNE INC	09/06/2011	10/05/2011	1,393.00	1,349.00	44.00
166. TESORO CORP COM	09/06/2011	10/05/2011	3,440.00	3,844.00	-404.00
191. TIBCO SOFTWARE INC CO	09/06/2011	10/05/2011	4,498.00	3,899.00	599.00
125. TIMKEN CO	09/06/2011	10/05/2011	4,244.00	4,316.00	-72.00
49. TORO CO COM	09/06/2011	10/05/2011	2,400.00	2,543.00	-143.00
19. TRIUMPH GROUP INC NEW	09/06/2011	10/05/2011	924.00	925.00	-1.00
125. TRUSTMARK CORP	09/06/2011	10/05/2011	2,369.00	2,384.00	-15.00
52. UNITED THERAPEUTICS CO	09/06/2011	10/05/2011	1,943.00	2,212.00	-269.00

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

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

Schedule D-1 (Form 1041) 2011


SCHEDULE D-1
(Form 1041)

 Department of the Treasury
 Internal Revenue Service

Continuation Sheet for Schedule D
(Form 1041)

▶ See instructions for Schedule D (Form 1041).

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

OMB No 1545-0092

2011

Name of estate or trust

THE H H AND EDNA HOUSEMAN CHARITABLE TRUST

Employer identification number

76-0636804

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

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a 459. VALUECLICK INC COM	09/06/2011	10/05/2011	7,206.00	6,789.00	417.00
192. VISHAY INTERTECHNOLOG	09/06/2011	10/05/2011	1,678.00	1,993.00	-315.00
67. WARNACO GROUP INC COM	09/06/2011	10/05/2011	2,790.00	3,268.00	-478.00
136. WEBSTER FINL CORP WAT COM	09/06/2011	10/05/2011	2,212.00	2,161.00	51.00
46. WELLCARE HEALTH PLANS	09/06/2011	10/05/2011	1,713.00	2,003.00	-290.00
101. WERNER ENTERPRISES IN	09/06/2011	10/05/2011	2,157.00	2,219.00	-62.00
33. WESCO INTERNATIONAL IN	09/06/2011	10/05/2011	1,146.00	1,313.00	-167.00
331. WILLIAMS-SONOMA INC C	09/06/2011	10/05/2011	9,968.00	10,145.00	-177.00
112. WORTHINGTON INDUSTRIE STOCK	09/06/2011	10/05/2011	1,660.00	1,599.00	61.00
122. HERBALIFE LTD COM USD	09/06/2011	10/05/2011	6,127.00	6,706.00	-579.00
90. SIGNET JEWELERS LIMITE	09/06/2011	10/05/2011	3,380.00	3,299.00	81.00
81. ALLIED WORLD ASSURANCE HOLDINGS AG SHS	09/06/2011	10/05/2011	4,378.00	4,003.00	375.00
57. BLACKROCK INC COM	VAR	11/09/2011	8,979.00	8,704.00	275.00
112. JOY GLOBAL INC COM	VAR	11/09/2011	9,658.00	7,832.00	1,826.00
347. TERADYNE INC	09/28/2011	11/09/2011	4,893.00	4,091.00	802.00
274. THERMO FISHER CORP CO	VAR	11/09/2011	13,558.00	14,372.00	-814.00
193. VERIFONE SYSTEMS INC.	09/28/2011	11/09/2011	8,268.00	7,386.00	882.00
204. WALGREEN CO	09/28/2011	11/09/2011	6,540.00	6,949.00	-409.00
269. WESTLAKE CHEM CORP CO	VAR	11/09/2011	10,888.00	10,410.00	478.00
78. WHIRLPOOL CORP COMMON	09/28/2011	11/09/2011	4,117.00	4,158.00	-41.00
41. AUTOLIV INC COM	09/06/2011	11/16/2011	2,200.00	2,096.00	104.00
40. CBOE HLDGS INC COM	10/05/2011	11/16/2011	1,067.00	982.00	85.00
278. CLIFFS NAT RES INC CO	VAR	11/16/2011	20,152.00	22,879.00	-2,727.00
50. CORN PRODS INTL INC	09/06/2011	11/16/2011	2,593.00	2,233.00	360.00

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

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

Schedule D-1 (Form 1041) 2011

**SCHEDULE D-1
(Form 1041)**Department of the Treasury
Internal Revenue Service**Continuation Sheet for Schedule D
(Form 1041)**

▶ See instructions for Schedule D (Form 1041).

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

OMB No 1545-0092

2011

Name of estate or trust

THE H H AND EDNA HOUSEMAN CHARITABLE TRUST

Employer identification number

76-0636804

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

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a 116. COVENTRY HEALTH CARE	09/06/2011	11/16/2011	3,658.00	3,661.00	-3.00
141. FIDELITY NATL FINL IN	09/06/2011	11/16/2011	2,150.00	2,322.00	-172.00
34. MEDICIS PHARMACEUTICAL NEW	09/06/2011	11/16/2011	1,118.00	1,292.00	-174.00
197. PATTERSON-UTI ENERGY	09/06/2011	11/16/2011	4,393.00	4,400.00	-7.00
91. ROCKWOOD HLDGS INC COM	09/06/2011	11/16/2011	4,111.00	4,242.00	-131.00
95. SEALED AIR CORP COM	09/06/2011	11/16/2011	1,656.00	1,662.00	-6.00
115. SOTHEBYS COM	09/06/2011	11/16/2011	3,599.00	3,908.00	-309.00
250. STEEL DYNAMICS INC CO	09/06/2011	11/16/2011	3,356.00	2,855.00	501.00
62. TRW AUTOMOTIVE HLDGS C	09/06/2011	11/16/2011	2,198.00	2,334.00	-136.00
37. TESORO CORP COM	09/06/2011	11/16/2011	927.00	857.00	70.00
54. TIBCO SOFTWARE INC COM	09/06/2011	11/16/2011	1,637.00	1,102.00	535.00
483. VALUECLICK INC COM	09/06/2011	11/16/2011	7,579.00	7,144.00	435.00
361. VISHAY INTERTECHNOLOG	09/06/2011	11/16/2011	3,763.00	3,747.00	16.00
16. WARNACO GROUP INC COM	09/06/2011	11/16/2011	777.00	780.00	-3.00
36. HERBALIFE LTD COM USD	09/06/2011	11/16/2011	2,077.00	1,979.00	98.00
71. AMERICAN AXLE & MFG HL	09/06/2011	12/08/2011	645.00	574.00	71.00
15. AMTRUST FINANCIAL SERV	09/06/2011	12/08/2011	394.00	346.00	48.00
33. ARTHROCARE CORP COM	09/06/2011	12/08/2011	950.00	1,010.00	-60.00
67. BRINKS CO COM	09/06/2011	12/08/2011	1,641.00	1,553.00	88.00
94. CUBIC CORP COM	09/06/2011	12/08/2011	3,992.00	3,654.00	338.00
77. DIME CMNTY BANCORP INC	09/06/2011	12/08/2011	885.00	836.00	49.00
144. DREW INDS INC COM NEW	09/06/2011	12/08/2011	3,217.00	2,710.00	507.00
138. ELECTRO SCIENTIFIC IN	09/06/2011	12/08/2011	1,662.00	1,890.00	-228.00
28. HSN INC COM	09/06/2011	12/08/2011	1,016.00	850.00	166.00

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

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

Schedule D-1 (Form 1041) 2011


**SCHEDULE D-1
(Form 1041)**
**Continuation Sheet for Schedule D
(Form 1041)**

OMB No 1545-0092

2011
Department of the Treasury
Internal Revenue Service

▶ See instructions for Schedule D (Form 1041).

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

Name of estate or trust

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Employer identification number

76-0636804

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

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a 31. INTERDIGITAL INC COM	09/06/2011	12/08/2011	1,318.00	2,070.00	-752.00
51. LSB INDS INC COM	09/06/2011	12/08/2011	1,460.00	1,886.00	-426.00
4. LO JACK CORP COM	09/06/2011	12/08/2011	12.00	13.00	-1.00
234. LO JACK CORP COM	09/06/2011	12/08/2011	690.00	740.00	-50.00
9. MGE ENERGY INC COM	09/06/2011	12/08/2011	393.00	364.00	29.00
246. MEADOWBROOK INS GROUP	09/06/2011	12/08/2011	2,524.00	2,175.00	349.00
66. NEENAH PAPER INC COM	09/06/2011	12/08/2011	1,315.00	1,056.00	259.00
84. NORANDA ALUM HLDG CORP	09/06/2011	12/08/2011	671.00	852.00	-181.00
13. OIL STATES INTERNATIONAL	09/06/2011	12/08/2011	983.00	772.00	211.00
71. POLYPORE INTL INC COM	09/06/2011	12/08/2011	3,467.00	4,051.00	-584.00
357. STRATEGIC HOTELS & RE COM	09/06/2011	12/08/2011	1,786.00	1,514.00	272.00
14. STURM RUGER & CO INC C	09/06/2011	12/08/2011	448.00	434.00	14.00
64. TOMPKINS FINANCIAL COR	09/06/2011	12/08/2011	2,475.00	2,332.00	143.00
17. VEECO INSTRS INC DEL C	09/06/2011	12/08/2011	403.00	549.00	-146.00
28. W & T OFFSHORE INC COM	09/06/2011	12/08/2011	608.00	532.00	76.00
48. FRESH DEL MONTE PRODUC	09/06/2011	12/08/2011	1,181.00	1,096.00	85.00
390. AT&T INC COM	VAR	12/13/2011	11,349.00	11,282.00	67.00
75. NII HLDGS INC COM NEW	10/10/2011	12/13/2011	1,514.00	1,964.00	-450.00
170. THERMO FISHER CORP CO	VAR	12/13/2011	7,716.00	9,330.00	-1,614.00
103. AMAZON COM INC COM	VAR	12/21/2011	18,219.00	23,973.00	-5,754.00
230. BECTON DICKINSON & CO	VAR	12/21/2011	16,967.00	17,296.00	-329.00
238. CABOT OIL & GAS CORP	VAR	12/21/2011	17,983.00	15,808.00	2,175.00
18. COSTCO WHOLESALE CORP	VAR	12/21/2011	1,497.00	1,424.00	73.00
123. CUMMINS ENGINE INC CO	VAR	12/21/2011	10,690.00	11,286.00	-596.00

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

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Schedule D-1 (Form 1041) 2011

OMB No. 1545-0092

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

2011

Employer identification number

76-0636804

1b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 1b	-112,083.00
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Schedule D-1 (Form 1041) 2011



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

Employer identification number

THE H H AND EDNA HOUSEMAN CHARITABLE TRUST

76-0636804

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

(a) Description of property (Example 100 sh 7% preferred of "Z" Co.)	(b) Date acquired (mo, day, yr.)	(c) Date sold (mo, day, yr.)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 1753.91 MERRILL LYNCH MTG COML MTG PASSTHRU CTF A SB	10/25/2007	01/12/2011	1,754.00	1,762.00	-8.00
585. TJX COS INC NEW	VAR	01/14/2011	26,811.00	22,554.00	4,257.00
265. NOVARTIS AG SPONSORED	VAR	01/19/2011	15,137.00	11,763.00	3,374.00
240. BOSTON PPTYS INC COM	VAR	02/01/2011	22,445.00	23,467.00	-1,022.00
525. CAMERON INTL CORP COM	11/17/2009	02/01/2011	28,456.00	21,542.00	6,914.00
20. HONEYWELL INTERNATIONAL	11/26/2007	02/01/2011	1,133.00	1,068.00	65.00
30. J P MORGAN CHASE & CO	04/11/2008	02/01/2011	1,373.00	1,297.00	76.00
340. KIMBERLY CLARK CORP C	11/02/2009	02/01/2011	21,847.00	21,200.00	647.00
360. MORGAN STANLEY DEAN W DISCOVER & CO COM NEW	11/02/2009	02/01/2011	10,692.00	11,392.00	-700.00
330. NOBLE ENERGY INC COM	11/02/2009	02/01/2011	30,055.00	22,034.00	8,021.00
10. ORACLE CORP COM	07/09/2009	02/01/2011	331.00	203.00	128.00
5. PROLOGIS TRUST COM	06/27/2008	02/01/2011	74.00	272.00	-198.00
320. SCHLUMBERGER LTD	VAR	02/01/2011	28,649.00	7,933.00	20,716.00
165. TEXAS INSTRUMENTS, IN STOCK	06/02/2009	02/01/2011	5,719.00	3,331.00	2,388.00
350. US BANCORP DEL COM NE	10/03/2008	02/01/2011	9,623.00	12,765.00	-3,142.00
270. WELLS FARGO & CO NEW	VAR	02/01/2011	9,004.00	7,498.00	1,506.00
15. BUNGE LIMITED COM	09/02/2008	02/01/2011	1,033.00	1,317.00	-284.00
210. FLOWSERVE CORP	VAR	02/02/2011	26,813.00	19,037.00	7,776.00
1761.9 MERRILL LYNCH MTG T COML MTG PASSTHRU CTF A SB	10/25/2007	02/12/2011	1,762.00	1,770.00	-8.00
370. TEVA PHARMACEUTICAL I	02/12/2010	02/15/2011	19,053.00	21,726.00	-2,673.00
405. GENZYME CORP	11/02/2009	02/16/2011	30,547.00	20,587.00	9,960.00
1360. CISCO SYS INC	VAR	02/23/2011	24,915.00	27,052.00	-2,137.00
130. INTERNATIONAL BUSINES	VAR	03/01/2011	21,077.00	10,396.00	10,681.00
775. TEXAS INSTRUMENTS, IN STOCK	06/02/2009	03/01/2011	27,570.00	15,645.00	11,925.00
340. LOCKHEED MARTIN CORPO	VAR	03/03/2011	27,311.00	23,270.00	4,041.00

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

Schedule D-1 (Form 1041) 2011

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

Employer identification number

THE H H AND EDNA HOUSEMAN CHARITABLE TRUST

76-0636804

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

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 2298.33 MERRILL LYNCH MTG COML MTG PASSTHRU CTF A SB	10/25/2007	03/12/2011	2,298.00	2,308.00	-10.00
860. TARGET CORP COM	VAR	03/14/2011	43,732.00	35,371.00	8,361.00
225. WAL MART STORES INC	VAR	03/14/2011	11,724.00	10,855.00	869.00
100000. US TREASURY NOTE 4 11/15/04 DUE 11/15/2014	10/26/2007	03/25/2011	109,703.00	100,150.00	9,553.00
420. STRYKER CORP COM	VAR	03/29/2011	25,547.00	18,064.00	7,483.00
520. JOHNSON & JOHNSON	VAR	04/07/2011	30,800.00	29,088.00	1,712.00
375. OCCIDENTAL PETROLEUM STOCK	02/12/2010	04/11/2011	38,328.00	29,820.00	8,508.00
75000. US TREASURY NOTE 3. 05/15/2009 DUE 05/15/2019	07/08/2009	04/11/2011	74,291.00	73,515.00	776.00
50000. US TREASURY NOTE 1. 12/31/2009 DUE 12/31/2011	12/30/2009	04/11/2011	50,283.00	49,969.00	314.00
1780.42 MERRILL LYNCH MTG COML MTG PASSTHRU CTF A SB	10/25/2007	04/12/2011	1,780.00	1,788.00	-8.00
100000. VERIZON PA INC DEB DTD 11/13/2001 DUE 11/15/20	10/26/2007	04/27/2011	102,870.00	100,403.00	2,467.00
1905.86 MERRILL LYNCH MTG COML MTG PASSTHRU CTF A SB	10/25/2007	05/12/2011	1,906.00	1,914.00	-8.00
430. MOSAIC CO NEW COM	VAR	05/23/2011	28,377.00	18,475.00	9,902.00
115. APACHE CORP	VAR	05/24/2011	14,104.00	8,242.00	5,862.00
230. THE COCA-COLA COMPANY	VAR	05/24/2011	15,461.00	10,238.00	5,223.00
140. EXXON MOBIL CORP COM	VAR	05/24/2011	11,402.00	8,462.00	2,940.00
575. GENERAL MLS INC	VAR	05/24/2011	22,695.00	17,407.00	5,288.00
175. PEPSICO INC	VAR	05/24/2011	12,410.00	9,298.00	3,112.00
700. SYSCO CORP	VAR	05/24/2011	22,499.00	16,225.00	6,274.00
1743.09 MERRILL LYNCH MTG COML MTG PASSTHRU CTF A SB	10/25/2007	06/12/2011	1,743.00	1,751.00	-8.00
20. AMERICAN TOWER CORP CL	02/12/2010	06/17/2011	1,005.00	853.00	152.00
1025. BERKSHIRE HATHAWAY I NEW	VAR	06/17/2011	77,313.00	78,270.00	-957.00
30. BOEING CO	06/08/2005	06/17/2011	2,230.00	1,935.00	295.00
35. CSX CORP COMMON STOCK	09/18/2007	06/17/2011	868.00	465.00	403.00
55. CVS CORP	11/02/2009	06/17/2011	2,062.00	1,968.00	94.00

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

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Employer identification number

THE H H AND EDNA HOUSEMAN CHARITABLE TRUST

76-0636804

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

(a) Description of property (Example 100 sh 7% preferred of "Z" Co.)	(b) Date acquired (mo., day, yr.)	(c) Date sold (mo., day, yr.)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 45. CELGENE CORP COM	VAR	06/17/2011	2,639.00	2,313.00	326.00
15. CHEVRON TEXACO CORP CO	10/03/2008	06/17/2011	1,497.00	1,228.00	269.00
50000. FEDERAL HOME LN MTG REFERENCE NT 5.50% DTD 09/2	10/24/2007	06/17/2011	50,631.00	52,117.00	-1,486.00
40. FLUOR CORP (NEW) COM	08/19/2008	06/17/2011	2,437.00	2,885.00	-448.00
15. GOOGLE INC CL A	09/04/2008	06/17/2011	7,423.00	6,753.00	670.00
5. INTERNATIONAL BUSINESS	06/08/2005	06/17/2011	823.00	374.00	449.00
230. J P MORGAN CHASE & CO	04/11/2008	06/17/2011	9,386.00	9,947.00	-561.00
5. MASTERCARD INC CL A	11/02/2009	06/17/2011	1,345.00	1,112.00	233.00
460. MERIDIAN VALUE FUND	11/20/2009	06/17/2011	13,027.00	10,999.00	2,028.00
585. MORGAN STANLEY DEAN W DISCOVER & CO COM NEW	11/02/2009	06/17/2011	13,244.00	18,513.00	-5,269.00
65. PEPSICO INC	05/21/2002	06/17/2011	4,478.00	3,352.00	1,126.00
5. PROCTER & GAMBLE CO	11/17/2009	06/17/2011	324.00	312.00	12.00
493. PROLOGIS INC COM	VAR	06/17/2011	16,528.00	15,664.00	864.00
1770. ROYCE PENNSYLVANIA M #260	11/04/2009	06/17/2011	20,957.00	15,470.00	5,487.00
160. SPECTRA ENERGY CORP C	02/12/2010	06/17/2011	4,259.00	3,314.00	945.00
370. US BANCORP DEL COM NE	VAR	06/17/2011	9,054.00	9,927.00	-873.00
140. WELLS FARGO & CO NEW	11/02/2009	06/17/2011	3,826.00	3,880.00	-54.00
120. YUM! BRANDS INC COM	11/14/2005	06/17/2011	6,589.00	2,923.00	3,666.00
.272 PROLOGIS INC COM	07/09/2009	06/28/2011	9.00	4.00	5.00
1922.05 MERRILL LYNCH MTG COML MTG PASSTHRU CTF A SB	10/25/2007	07/12/2011	1,922.00	1,930.00	-8.00
30821.82 BANC AMER CMBS SE CL E 6.228% DTD 10/01/2001	11/20/2009	08/11/2011	30,822.00	31,335.00	-513.00
1760.64 MERRILL LYNCH MTG COML MTG PASSTHRU CTF A SB	10/25/2007	08/12/2011	1,761.00	1,768.00	-7.00
100000. US TREASURY NOTE 1 12/31/2009 DUE 12/31/2011	12/30/2009	08/15/2011	100,344.00	99,975.00	369.00
100000. AMERICAN GEN FIN C TERM SR NOTES TRANCHE # TR	10/26/2007	08/17/2011	100,000.00	100,000.00	
20219.6 ROYCE PENNSYLVANIA #260	11/04/2009	09/02/2011	214,126.00	176,719.00	37,407.00

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(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 8105.203 VANGUARD SMALL CA FD #861	11/19/2009	09/02/2011	162,915.00	127,738.00	35,177.00
4506.298 JANUS ENTERPRISE	06/21/2010	09/07/2011	252,803.00	216,438.00	36,365.00
12812.579 MERIDIAN VALUE F	11/20/2009	09/07/2011	334,405.00	306,349.00	28,056.00
69178.18 BANC AMER CMBS SE CL E 6.228% DTD 10/01/2001	11/20/2009	09/12/2011	69,178.00	70,327.00	-1,149.00
1763.34 MERRILL LYNCH MTG COML MTG PASSTHRU CTF A SB	10/25/2007	09/12/2011	1,763.00	1,771.00	-8.00
320. ABBOTT LABS	11/02/2009	09/27/2011	16,336.00	16,283.00	53.00
275. AMERICAN TOWER CORP C	02/12/2010	09/27/2011	14,979.00	11,722.00	3,257.00
45. APACHE CORP	VAR	09/27/2011	3,873.00	3,378.00	495.00
145. CHEVRON TEXACO CORP C	VAR	09/27/2011	13,592.00	11,423.00	2,169.00
995. EMC CORP MASS	04/29/2010	09/27/2011	21,401.00	19,570.00	1,831.00
110. EXXON MOBIL CORP COM	06/21/2010	09/27/2011	8,036.00	7,003.00	1,033.00
345. FEDEX CORPORATION COM	VAR	09/27/2011	24,395.00	29,884.00	-5,489.00
335. FLUOR CORP (NEW) COM	VAR	09/27/2011	17,255.00	21,876.00	-4,621.00
235. FREEPORT MCMORAN COPP CLASS B	03/21/2007	09/27/2011	8,159.00	7,202.00	957.00
1105. GENERAL ELEC CO COM	VAR	09/27/2011	17,348.00	25,673.00	-8,325.00
185. GILEAD SCIENCES INC C	08/31/2010	09/27/2011	7,372.00	6,011.00	1,361.00
315. GOLDMAN SACHS GROUP I	VAR	09/27/2011	31,256.00	42,656.00	-11,400.00
630. J P MORGAN CHASE & CO	VAR	09/27/2011	19,857.00	25,082.00	-5,225.00
665. NEWS CORP CL A	03/04/2010	09/27/2011	10,961.00	9,125.00	1,836.00
405. NOVARTIS AG SPONSORED	VAR	09/27/2011	22,397.00	16,780.00	5,617.00
320. ORACLE CORP COM	02/13/2009	09/27/2011	9,568.00	5,723.00	3,845.00
160. PEPSICO INC	VAR	09/27/2011	9,990.00	8,007.00	1,983.00
260. SPECTRA ENERGY CORP C	02/12/2010	09/27/2011	6,575.00	5,385.00	1,190.00
360. TEXAS INSTRUMENTS, IN STOCK	06/02/2009	09/27/2011	10,040.00	7,267.00	2,773.00
120. WAL MART STORES INC	VAR	09/27/2011	6,248.00	5,525.00	723.00

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

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 80. BUNGE LIMITED COM	VAR	09/27/2011	4,811.00	4,514.00	297.00
31. APPLE COMPUTER INC COM	06/08/2005	09/28/2011	12,464.00	1,145.00	11,319.00
605. BOEING CO	VAR	09/28/2011	38,394.00	33,160.00	5,234.00
708. CSX CORP COMMON STOCK	09/18/2007	09/28/2011	13,835.00	9,404.00	4,431.00
475. CVS CORP	11/02/2009	09/28/2011	16,512.00	16,995.00	-483.00
114. CATERPILLAR INC	VAR	09/28/2011	8,917.00	7,147.00	1,770.00
350. CELGENE CORP COM	VAR	09/28/2011	22,372.00	17,029.00	5,343.00
232. THE COCA-COLA COMPANY	VAR	09/28/2011	16,164.00	10,639.00	5,525.00
210. COSTCO WHOLESALE CORP	VAR	09/28/2011	17,821.00	10,671.00	7,150.00
615. DISNEY WALT	VAR	09/28/2011	19,231.00	19,104.00	127.00
270. F5 NETWORKS INC COM	06/23/2010	09/28/2011	20,988.00	19,877.00	1,111.00
127. FREEPORT MCMORAN COPP CLASS B	09/04/2008	09/28/2011	4,335.00	4,773.00	-438.00
75. GOOGLE INC CL A	VAR	09/28/2011	40,462.00	23,721.00	16,741.00
315. HONEYWELL INTERNATIONAL	VAR	09/28/2011	14,295.00	13,946.00	349.00
65. INTUITIVE SURGICAL INC	VAR	09/28/2011	25,222.00	10,599.00	14,623.00
95. MASTERCARD INC CL A	VAR	09/28/2011	32,062.00	21,123.00	10,939.00
565. MEDTRONIC INC	VAR	09/28/2011	19,369.00	21,231.00	-1,862.00
620. PROCTER & GAMBLE CO	VAR	09/28/2011	39,526.00	22,536.00	16,990.00
353. QUALCOMM INC	VAR	09/28/2011	18,386.00	14,669.00	3,717.00
175. SALESFORCE COM INC CO	06/23/2010	09/28/2011	21,806.00	16,148.00	5,658.00
220. SPECTRA ENERGY CORP C	06/21/2010	09/28/2011	5,544.00	4,795.00	749.00
25. TEXAS INSTRUMENTS, INC STOCK	06/21/2010	09/28/2011	698.00	640.00	58.00
460. US BANCORP DEL COM NE	06/21/2010	09/28/2011	11,105.00	10,985.00	120.00
210. VMWARE INC CL A COM	06/23/2010	09/28/2011	18,102.00	14,571.00	3,531.00
400. WELLS FARGO & CO NEW	06/21/2010	09/28/2011	10,036.00	11,351.00	-1,315.00

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