Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2011

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

Name of foundation
ERION FOUNDATION

A Employer identification number
84-1358074

Number and street (or P O box number if mail is not delivered to street address)
PO BOX 732

Room/suite

B Telephone number (see instructions)
(970) 669-9525

City or town, state, and ZIP code
LOVELAND, CO 80539

C If exemption application is pending, check here ▶ ☐

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

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

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

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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶ $ 9,281,832.

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

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

Part I	**Analysis of Revenue and Expenses** *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions).)*	**(a)** Revenue and expenses per books	**(b)** Net investment income	**(c)** Adjusted net income	**(d)** Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check ▶ ☐ if the foundation is **not** required to attach Sch B				
	3 Interest on savings and temporary cash investments	9,659.	9,659.		
	4 Dividends and interest from securities	183,160.	183,160.		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	69,773.			
	b Gross sales price for all assets on line 6a 2,960,123.				
	7 Capital gain net income (from Part IV, line 2)		69,773.		
	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)	17,273.			ATCH 1
	12 **Total.** Add lines 1 through 11	279,865.	262,592.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule) ATCH 2	14,200.	7,100.		3,000.
	c Other professional fees (attach schedule) *	71,894.	55,992.		13,466.
	17 Interest ATTACHMENT 4	683.			
	18 Taxes (attach schedule) (see instructions) **	12,441.	618.		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy	4,731.			2,366.
	21 Travel, conferences, and meetings	240.			120.
	22 Printing and publications				
	23 Other expenses (attach schedule) ATCH 6	14,202.	626.		10,754.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	118,391.	64,336.		29,706.
	25 Contributions, gifts, grants paid	360,046.			360,046.
	26 **Total expenses and disbursements** Add lines 24 and 25	478,437.	64,336.	0	389,752.
	27 Subtract line 26 from line 12				
	a **Excess of revenue over expenses and disbursements**	-198,572.			
	b **Net investment income** (if negative, enter -0-)		198,256.		
	c **Adjusted net income** (if negative, enter -0-)				

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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 (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
1	Cash - non-interest-bearing	2,436.	24,461.	24,461.
2	Savings and temporary cash investments	63,752.	5,531.	5,531.
3	Accounts receivable ▶			
	Less allowance for doubtful accounts ▶	36,065.		
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			
10a	Investments - U S and state government obligations (attach schedule) **	753,234.	143,461.	142,741.
b	Investments - corporate stock (attach schedule) ATCH 8	4,807,125.	4,589,542.	4,788,639.
c	Investments - corporate bonds (attach schedule) ATCH 9	1,168,388.	2,497,925.	2,638,131.
11	Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
12	Investments - mortgage loans			
13	Investments - other (attach schedule) ATCH 10	2,158,097.	1,438,850.	1,158,330.
14	Land, buildings, and equipment basis ▶ 526,620.			
	Less accumulated depreciation (attach schedule) ▶ 2,621.	2,117.	523,999.	523,999.
15	Other assets (describe ▶)			
16	Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	8,991,214.	9,223,769.	9,281,832.
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)		482,230.	
22	Other liabilities (describe ▶)		12,525.	
23	Total liabilities (add lines 17 through 22)	0	494,755.	
	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. ▶ X			
27	Capital stock, trust principal, or current funds	8,991,214.	8,729,014.	
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)	8,991,214.	8,729,014.	
31	Total liabilities and net assets/fund balances (see instructions)	8,991,214.	9,223,769.	

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	8,991,214.
2	Enter amount from Part I, line 27a	2	-198,572.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	8,792,642.
5	Decreases not included in line 2 (itemize) ▶ ATTACHMENT 11	5	63,628.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	8,729,014.

**ATCH 7

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	SEE PART IV SCHEDULE			
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				
b				
c				
d				
e				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a				
b				
c				
d				
e				

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	69,773.
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	0

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	502,556.	9,328,409.	0.053874
2009	444,756.	8,638,100.	0.051488
2008	481,007.	9,813,811.	0.049013
2007	563,142.	11,238,749.	0.050107
2006	548,930.	10,729,061.	0.051163

2	**Total** of line 1, column (d)	2	0.255645
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	0.051129
4	Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	9,230,467.
5	Multiply line 4 by line 3	5	471,945.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	1,983.
7	Add lines 5 and 6	7	473,928.
8	Enter qualifying distributions from Part XII, line 4	8	389,752.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 . . . Date of ruling or determination letter: _______________ (attach copy of letter if necessary - see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b	1	3,965.
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	3,965.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	0
5	**Tax based on investment income** Subtract line 4 from line 3 If zero or less, enter -0-	5	3,965.
6	Credits/Payments		
a	2011 estimated tax payments and 2010 overpayment credited to 2011 — 6a: 3,085.		
b	Exempt foreign organizations - tax withheld at source — 6b		
c	Tax paid with application for extension of time to file (Form 8868) — 6c: 3,500.		
d	Backup withholding erroneously withheld — 6d		
7	Total credits and payments Add lines 6a through 6d	7	6,585.
8	Enter any **penalty** for underpayment of estimated tax Check here ☒ if Form 2220 is attached	8	11.
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	2,609.
11	Enter the amount of line 10 to be: **Credited to 2012 estimated tax** ▶ 2,609. **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?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		X
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ▶$ ______ (2) On foundation managers ▶$ ______			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ______			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a	X	
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b	X	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ CO,			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		X

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

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ THE COMPANY Telephone no ▶ 970-669-9525

Located at ▶ P.O. BOX 732 LOVELAND, CO ZIP + 4 ▶ 80539

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** - Check here ▶ ☐

and enter the amount of tax-exempt interest received or accrued during the year ▶ 15

			Yes	No
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes," enter the name of the foreign country ▶			

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

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

			Yes	No
1a	During the year did the foundation (either directly or indirectly):			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b		X
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2011?	1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? ☐ Yes ☒ No			
	If "Yes," list the years ▶ ____, ____, ____, ____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions.)	2b		
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

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

			Yes	No
5a During the year did the foundation pay or incur any amount to				
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	☐ Yes ☒ No			
(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	☐ Yes ☒ No			
(3) Provide a grant to an individual for travel, study, or other similar purposes?	☐ Yes ☒ No			
(4) Provide a grant to an organization other than a charitable, etc, organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions)	☐ Yes ☒ No			
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	☐ Yes ☒ No			
b If any answer is "Yes" to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)?		**5b**		
Organizations relying on a current notice regarding disaster assistance check here ▶ ☐				
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?	☐ Yes ☐ No			
If "Yes," attach the statement required by Regulations section 53 4945-5(d)				
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	☐ Yes ☒ No			
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		**6b**		X
If "Yes" to 6b, file Form 8870.				
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	☐ Yes ☒ No			
b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?		**7b**		X

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
ATTACHMENT 12		0	0	0

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

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

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

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

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 N/A	
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 ART WORKS BUILDING AND LAND 521,327 ART WORKS BUILDING FINANCING (482,230) ART WORKS BLDG IN SERVICE 2012 (39,097)	
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	5,075,482.
b	Average of monthly cash balances	1b	212,681.
c	Fair market value of all other assets (see instructions)	1c	4,082,869.
d	**Total** (add lines 1a, b, and c)	1d	9,371,032.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	9,371,032.
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	140,565.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	9,230,467.
6	**Minimum investment return.** Enter 5% of line 5	6	461,523.

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	461,523.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	3,965.		
b	Income tax for 2011. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	3,965.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	457,558.
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	457,558.
6	Deduction from distributable amount (see instructions)			6	
7	**Distributable amount** as adjusted Subtract line 6 from line 5. Enter here and on Part XIII, line 1			7	457,558.

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	389,752.
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	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	389,752.
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	0
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	389,752.

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				457,558.
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only			358,390.	
b Total for prior years 20 09 ,20 08 ,20 07				
3 Excess distributions carryover, if any, to 2011				
a From 2006				
b From 2007				
c From 2008				
d From 2009				
e From 2010				
f Total of lines 3a through e				
4 Qualifying distributions for 2011 from Part XII, line 4 ▶ $ 389,752.				
a Applied to 2010, but not more than line 2a			358,390.	
b Applied to undistributed income of prior years (Election required - see instructions)				
c Treated as distributions out of corpus (Election required - see instructions)				
d Applied to 2011 distributable amount				31,362.
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2011 *(If an amount appears in column (d), the same amount must be shown in column (a).)*				
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount - see instructions				
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				426,196.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)				
9 **Excess distributions carryover to 2012.** Subtract lines 7 and 8 from line 6a	0			
10 Analysis of line 9				
a Excess from 2007				
b Excess from 2008				
c Excess from 2009				
d Excess from 2010				
e Excess from 2011				

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)

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

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

NONE

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

NONE

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

Check here ▶ ☐ 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

ATTACHMENT 13

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

ATTACHMENT 14

c Any submission deadlines

ATTACHMENT 15

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

N/A

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
ATTACHMENT 16				
Total ▶ **3a**				360,046.
b *Approved for future payment*				
Total ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions.)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	192,740.	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	69,226.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b ATTACHMENT 17		16,294.		979.	
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)		16,294.		262,945.	

13 Total. Add line 12, columns (b), (d), and (e) . . . 13 279,239.

(See worksheet in line 13 instructions to verify calculations.)

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

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

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

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of.			
	(1) Cash	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.

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

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

b If "Yes," complete the following schedule.

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

Sign Here

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

Signature of officer or trustee: [signature] | Date: 8/14/12 | Title: PRESIDENT

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
CAROL B. GLOSS, CPA	[signature]	8-13-12		P00232094
Firm's name ▶ BKD, LLP			Firm's EIN ▶ 44-0160260	
Firm's address ▶ 1700 LINCOLN STREET, SUITE 1400 DENVER, CO 80203			Phone no 303-861-4545	

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		TOTAL SHORT-TERM COMMON TRUST FUND AND PARTNERSHIP, S CORPORATION, AND OTHER ESTATES OR TRUST GAIN OR LOSS					880.	
		TOTAL LONG-TERM COMMON TRUST FUND AND PARTNERSHIP, S CORPORATION, AND OTHER ESTATES OR TRUST GAIN OR LOSS					15,241.	
		BNY MELLON-SEE ATTACHMENT					VAR	VAR
2,291,576.		2,216,475.					75,101.	
		FWTB-SEE ATTACHMENT					VAR	VAR
668,547.		703,432.					-34,885.	
		FWTB ADJUSTMENT TO COST BASIS					VAR	VAR
		-13,436.					13,436.	
TOTAL GAIN(LOSS)							69,773.	

ATTACHMENT 1

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS
GAIN (LOSS) FROM PARTNERSHIPS	16,294.
MISCELLANEOUS INCOME	979.
TOTALS	17,273.

ATTACHMENT 2

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
ACCOUNTING FEES		14,200.	7,100.		3,000.
	TOTALS	14,200.	7,100.		3,000.

ATTACHMENT 3

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
INVESTMENT FEES FWTB	22,829.	22,829.	
INVESTMENT FEES BNY	28,918.	28,918.	
PROFESSIONAL FEES	20,147.	4,245.	13,466.
TOTALS	71,894.	55,992.	13,466.

ATTACHMENT 4

FORM 990PF, PART I - INTEREST EXPENSE

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS
LINE OF CREDIT		683.
	TOTALS	683.

ATTACHMENT 5

FORM 990PF, PART I - TAXES

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN TAXES		618.	618.
FEDERAL TAXES		11,823.	
	TOTALS	12,441.	618.

ATTACHMENT 6

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
LOVELAND ART BLDG	7,927.		7,927.
DUES AND MEMBERSHIPS	1,789.		895.
MISCELLANEOUS	63.		32.
TELEPHONE	665.		333.
SUPPLIES	1,783.		892.
POSTAGE	242.		121.
BOOKS & PUBLICATIONS	142.		71.
PROJECTS	667.		334.
PRINTING	298.		149.
OTHER DEDUCTS FROM INVTMT K-1	626.	626.	
TOTALS	14,202.	626.	10,754.

FORM 990PF, PART II - U.S. AND STATE OBLIGATIONS

ATTACHMENT 7

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
US TREASURY (SEE ATTACHED)		143,461.	142,741.
MUNICIPAL BONDS (ATTACHED)	753,234.		
US OBLIGATIONS TOTAL	753,234.	143,461.	142,741.

ATTACHMENT 8

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
EQUITIES (SEE ATTACHED)	2,012,468.	1,909,763.	2,103,954.
MUTUAL FUNDS (SEE ATTACHED)	2,794,657.	2,679,779.	2,684,685.
TOTALS	4,807,125.	4,589,542.	4,788,639.

ATTACHMENT 9

FORM 990PF, PART II - CORPORATE BONDS

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
CORPORATE BOND (SEE ATTACHED)	1,168,388.	2,497,925.	2,638,131.
TOTALS	1,168,388.	2,497,925.	2,638,131.

ATTACHMENT 10

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
INVESTMENT IN PARTNERSHIP	993,651.	1,062,595.	775,000.
MCWHINNEY CCOB LAND INVTMT LLC			
26-1616556			
ISHARES COMMODITY INDEX	78,493.	76,255.	81,658.
51-6573369			
FIRST WESTERN CAPITAL MGMT	785,953.		
95-4558208			
AETOS CAPITAL	300,000.	300,000.	301,672.
TOTALS	2,158,097.	1,438,850.	1,158,330.

ATTACHMENT 11

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

DESCRIPTION	AMOUNT
PRIOR YR BASIS ADJUSTMENT NO TAX EFFECT	48,053.
ISHARES PARTNERSHIP TAX INCOME	15,575.
TOTAL	63,628.

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

ATTACHMENT 12

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION			
CHRISTINE E. KLEIN P.O. BOX 239 LOVELAND, CO 80239	MEMBER	0	0	0
DOUGLAS J. ERION P.O. BOX 239 LOVELAND, CO 80239	PRESIDENT	0	0	0
JAN PIERCE ATNIP P.O. BOX 239 LOVELAND, CO 80239	MEMBER	0	0	0
ELI SCOTT P.O. BOX 239 LOVELAND, CO 80239	TREASURER/SECRETARY	0	0	0
ROGER E. CLARK P.O. BOX 239 LOVELAND, CO 80239	VICE-PRESIDENT	0	0	0
JUSTIN ERION P.O. BOX 239 LOVELAND, CO 80239	MEMBER	0	0	0

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

ATTACHMENT 12 (CONT'D)

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION			
SUSAN LEVINE P.O. BOX 239 LOVELAND, CO 80239	MEMBER	0	0	0
TRAVIS ERION P.O. BOX 239 LOVELAND, CO 80239	MEMBER	0	0	0
	GRAND TOTALS			

FORM 990PF, PART XV - NAME, ADDRESS AND PHONE FOR APPLICATIONS

KRISTIN HARMON
PO BOX 732
LOVELAND, CO 80539

ATTACHMENT 14

990PF, PART XV - FORM AND CONTENTS OF SUBMITTED APPLICATIONS

EXEMPT TAX DETERMINATION LETTER REQUIRED, RECIPIENT MUST BE A 501 (C) (3) ORGANIZATION. STATE OR MUNICIPALITY PREFERENCE GIVEN TO NEEDS OF LOVELAND,LARIMER COUNTY OR COLORADO.

990PF, PART XV - SUBMISSION DEADLINES

APPLICATIONS RECEIVED DURING CALENDER QUARTER WILL BE CONSIDERED DURING FIRST MONTH OF FOLLOWING QUARTER.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 16

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
FOOD BANK OF LARIMER COUNTY 1301 BLUE SPRUCE FORT COLLINS, CO 80524	NONE PUBLIC	CAPITAL CAMPAIGN FOR NEW BUILDING IN LOVELAND	5,000.
HOUSE OF NEIGHBORLY SERVICE 565 NORTH CLEVELAND LOVELAND, CO 80537	NONE PUBLIC	ASSIST LOCAL INDIVIDUALS TO BECOME SELF-SUSTAINING THROUGH EMERGENCY SERVICES.	26,674.
MEALS ON WHEELS 437 NORTH GARFIELD LOVELAND, CO 80537	NONE PUBLIC	FEED HOME-BOUND	6,000.
ASSOC OF SMALL FOUNDATIONS 4905 DEL RAY AVENUE BETHESDA, MD 20814	NONE PUBLIC	PROGRAM SUPPORT & EDUCATION	500.
HABITAT FOR HUMANITY - WISCONSIN 2233 NORTH 30TH STREET MILWAUKEE, WI 83208	PUBLIC	HOUSING ASSISTANCE - FUNDS TO MATCH VOLUNTEER HOURS CONTRIBUTED BY FOUNDATION FAMILY MEMBERS	7,140.
LOVELAND OPERA THEATRE P.O. BOX 7293 LOVELAND, CO 80537	PUBLIC	DONATION TOWARDS PRODUCTION.	1,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 16 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
ST. BEN'S COMMUNITY MEAL 1015 NORTH NINTH STREET MILWAUKEE, WI 53233	PUBLIC	FOOD ASSISTANCE - FUNDS TO MATCH VOLUNTEER HOURS CONTRIBUTED BY FOUNDATION FAMILY MEMBERS.	448
THOMPSON SCHOOL DISTRICT 800 SOUTH TAFT LOVELAND, CO 80537	PUBLIC	OMNI-GLOBE SUPPORT	75,000.
THOMPSON EDUCATION FOUNDATION 800 SOUTH TAFT AVENUE LOVELAND, CO 80537	PUBLIC	SWIMMING POOL PROJECT FUND AND ROCKY MTN SCIENCE/TEACHER FEES	80,000.
4-H LEADER'S ASSOCATION P.O BOX 994 PORT WASHINGTON, WI 83074	PUBLIC	YOUTH DEVELOPMENT - FUNDS TO MATCH VOLUNTEER HOURS CONTRIBUTED BY FOUNDATION FAMILY MEMBERS.	420.
ALLIANCE BIBLE CHURCH CHILDREN'S MINISTRIES 13939 NORTH CEDARBURG ROAD MEQUON, WI 83097	PUBLIC	RELIGIOUS - FUNDS TO MATCH VOLUNTEER HOURS CONTRIBUTED BY FOUNDATION FAMILY MEMBERS	1,862.
CARE-A-VAN / SAINT 333 WEST DRAKE ROAD, #42 FORT COLLINS, CO 80526	PUBLIC	PROVIDE TRANSPORTATION FOR THE DISABLED.	1,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 16 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
COLORADO YOUTH OUTDOORS 209 EAST 4TH STREET LOVELAND, CO 80539	PUBLIC	TRANSITION TO FACILITY BASED PROGRAM	588.
COMMUNITY KITCHEN PO BOX 3033 LOVELAND, CO 80539	PUBLIC	OPERATING FUNDS TO FEED HOMELESS	6,525
MCKEE MEDICAL CENTER FOUNDATION 1805 EAST 18TH STREET LOVELAND, CO 80538	PUBLIC	BASIC NEED & HEALTH AND WELFARE	3,000.
PROJECT FOCAL POINT 811 WEST BURLEIGH MILWAUKEE, WI 53213	PUBLIC	YOUTH SERVICES - FUNDS TO MATCH VOLUNTEER HOURS CONTRIBUTED BY FOUNDATION FAMILY MEMBERS	588
PROJECT SELF-SUFFICIENCY 375 WEST 37TH STREET #150 LOVELAND, CO 80538	PUBLIC	EDUCATION	2,000
THE RIDGES SANCTUARY PO BOX 152 BAILEYS HARBOR, WI 54202	PUBLIC	ENVIRONMENTAL PROTECTION - FUNDS TO MATCH VOLUNTEER HOURS CONTRIBUTED BY FOUNDATION FAMILY MEMBERS	1,400.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 16 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
STANSBERRY ELEMENTARY SCHOOL 407 EAST 42ND STREET LOVELAND, CO 80538	PUBLIC	PROGRAM SUPPORT	500.
THOMPSON R-2J LISA PROJECT 800 SOUTH TAFT LOVELAND, CO 80537	PUBLIC	EDUCATION	39,750.
UNDERWOOD CHURCH 1916 NORTH 76TH STREET WAUWATOSA, WI 53213	NONE PUBLIC	RELIGIOUS - FUNDS TO MATCH VOLUNTEER HOURS CONTRIBUTED BY FOUNDATION FAMILY MEMBERS	700.
ART WORKS IN LOVELAND 1717 MADISON AVENUE LOVELAND, CO 80538	NONE PUBLIC	MAJOR PROJECTS	47,500.
ACACIA EDUCATIONAL SUPPORT 13939 NORTH CEDARBURG ROAD MEQUON, WI 53097	NONE PUBLIC	PROGRAM SUPPORT	896.
CASA / HARMONY HOUSER 201 LAPORTE AVE #100 FORT COLLINS, CO 80521	NONE PUBLIC	ABUSED AND NEGLECTED CHILDREN	4,900

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 16 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
DISABLED RESOURCES SERVICES 424 PINE STREET, SUITE #101 FORT COLLINS, CO 80524	NONE PUBLC	INDEPENDENT LIVING	2,500.
EDMONDSON ELEMENTARY SCHOOL 307 WEST 49TH STREET LOVELAND, CO 80538	NONE PUBLIC	PROGRAM SUPPORT	1,200.
HORSETOOTH PRODUCTIONS PO BOX 8107 FORT COLLINS, CO 80526	NONE PUBLIC	CULTURE AND COMMUNITY	1,000.
HOUSING MINISTRIES OF AM BAPTISTS 7 NORTH PINKNEY STREET, SUITE 344 MADISON, WI 53705	NONE PUBLIC	PROGRAM SUPPORT	896.
LAND SEARCH AND RESCUE PO BOX 631452 HIGHLANDS RANCH, CO 80163	NONE PUBLIC	PROGRAM SUPPORT	560.
LAUNCH SKATEBOARDING 1748C SPRINGMEADOWS CT. FORT COLLINS, CO 80525	NONE PUBLIC	PROGRAM SUPPORT	500

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 16 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
LOVELAND YOUTH GARDENERS 1854 PINEY RIVER DRIVE LOVELAND, CO 80538	NONE PUBLIC	EDUCATION	1,500.
LOVELAND MUSEUM-GALLERY 503 N LINCOLN AVE LOVELAND, CO 80537	NONE PUBLIC	PROGRAM SUPPORT AND EXHIBITS	17,000
NEW ZEALAND RED CROSS 69 MOLESWORTH STREET 6038 THORNDON WELLINGTON NEW ZEALAND	NONE PUBLIC	EARTHQUAKE APPEAL	10,000.
OLDSMAR LITTLE LEAGUE 3120 TAMPA ROAD OLDSMAR, FL 34677	NONE PUBLIC	PROGRAM SUPPORT	420
WISCONSIN PARKINSON ASSOCIATION 945 N 12TH STREET MILWAUKEE, WI 53233	NONE PUBLIC	PROGRAM SUPPORT	420.
SERENITY INNS, INC 2825 WEST BROWN STREET MILWAUKEE, WI 53208	NONE PUBLIC	PROGRAM SUPPORT	672.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 16 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
SHARING THE WARMTH PO BOX 650205 DALLAS, TX 75265	NONE PUBLIC	JACKETS FOR UNDERPRIVILEGED YOUTH	2,500.
TRUSCOTT ELEMENTARY SCHOOL 211 WEST 6TH STREET LOVELAND, CO 80537	NONE PUBLIC	EDUCATION	1,487
TEACHING TREE EARLY LEARNING CENTER 424 PINE STREET, #100 FORT COLLINS, CO 80504	PUBLIC	EDUCATION	2,000.
UNITED WAY LARIMER COUNTY 315 EAST 7TH STREET LOVELAND, CO 80537	NONE PUBLIC	PROGRAM SUPPORT	2,000.
WINGS 1670 TOPAZ DRIVE LOVELAND, CO 80537	NONE PUBLIC	PROGRAM SUPPORT	2,000.
		TOTAL CONTRIBUTIONS PAID	360,046.

FORM 990-PF, PART XVI-A - ANALYSIS OF OTHER REVENUE

ATTACHMENT 17

DESCRIPTION	BUSINESS CODE	AMOUNT	EXCLUSION CODE	AMOUNT	RELATED OR EXEMPT FUNCTION INCOME
GAIN (LOSS) FROM PARTNERSHIP	531390	16,294.	18		
MISCELLANEOUS INCOME			14	979.	
TOTALS		16,294.		979.	

SCHEDULE D (Form 1041)

Department of the Treasury
Internal Revenue Service

Capital Gains and Losses

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

OMB No 1545-0092

2011

Name of estate or trust	Employer identification number
ERION FOUNDATION	84-1358074

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	
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	880.
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	880.

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					

b Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b	6b	53,652.
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	15,241.
9 Capital gain distributions	9	
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	68,893.

For Paperwork Reduction Act Notice, see the Instructions for Form 1041. **Schedule D (Form 1041) 2011**

JSA
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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			880.
14	**Net long-term gain or (loss):**				
a	Total for year	14a			68,893.
b	Unrecaptured section 1250 gain (see line 18 of the wrksht)	14b			
c	28% rate gain	14c			
15	**Total net gain or (loss).** Combine lines 13 and 14a ▶	15			69,773.

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:
a The loss on line 15, column (3) **or** b $3,000 . . . . 16 ( )

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	

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

ERION FOUNDATION

Employer identification number

84-1358074

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 BNY MELLON-SEE ATTACHMENT			2,291,576.	2,216,475.	75,101.
FWTB-SEE ATTACHMENT			668,547.	703,432.	-34,885.
FWTB ADJUSTMENT TO COST BASIS	VAR	VAR		-13,436.	13,436.

6b Total. Combine the amounts in column (f) Enter here and on Schedule D, line 6b . . . . 53,652.

Account summary
December 1, 2011 - December 31, 2011

Investment Manager For
Erion Foundation Under Agreement
Dated December 2, 2009
Account number [redacted]

Account activity

Market value

Market value as of December 1, 2011:	$ 5,472,377.87
Additions	0.00
Withdrawals	-99,172.85
Change in investment value (Net of fees, includes income)	-10,623.14
Market value as of December 31, 2011:	$ 5,362,581.88
Accrued income as of December 31, 2011:	1,874.70
Total market value plus accrued income	$ 5,364,456.58

Cash and money market activity

Cash/money market balance as of December 1, 2011:			$ 2,977.61
Income	43,264.06		
Receipts	33,760.71	Disbursements	-103,372.38
Sales/Maturities	225,291.75	Purchases	-196,390.28
Cash/money market balance as of December 31, 2011:			$ 5,531.47

Income summary

Income summary	This period	Year to date
Interest tax exempt	$ 0.00	$ 2,204.17
Interest taxable	0.55	7,353.76
Dividends	43,263.51	134,421.59
Other asset income	0.00	0.00
Total income	$ 43,264.06	$ 143,979.52

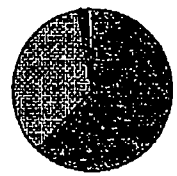
	Short term	Long term
Year to date realized net gain/loss	$26,208.48	$49,882.03

(For annual tax preparation please refer to your annual tax letter)

Account profile

Investment objective
Growth & income

Asset allocation



1%	Cash and cash equivalents
35%	Fixed income
63%	Equities
2%	Alternatives investments

Asset summary

	Market value
Cash and cash equivalents (Includes income cash of $ 1,859.48)	$ 5,531.47
Fixed income	1,900,075.30
Equities	3,375,316.63
Alternatives investments	81,658.48
Other assets	0.00
Liabilities	0.00
Total assets	$ 5,362,581.88

Estimated annual income $ 138,165.66

Total Gain. 75,100.51

Sales price: see separate GFR "BNY Financials" 2,291,575.86

Asset detail

Cash and cash equivalents

	Description	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Yield	Pct of holdings
5,531.47	CRA (BNY Mellon, N.A., Member FDIC) (Principal Holding)	$ 5,531.47	$ 5,531.47		$ 2.77	0.1%	0.1%
	Principal Cash	-1,859.48					
	Income Cash	1,859.48					
Total cash and cash equivalents		**$ 5,531.47**	**$ 5,531.47**	**$ 0.00**	**$ 2.77**		**0.1%**

Fixed income

Taxable

Pooled vehicle

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Yield	Pct of holdings
8,727.013	BNY Mellon Short-Term U S Government Securities Fund	$ 12.2500	$ 106,905.91	$ 107,626.24	$ -720.33	$ 1,256.69	1.2%	2.0%
24,646.776	BNY Mellon Intermediate Bond Fund	13.0300	321,147.49	316,187.97	4,959.52	10,179.12	3.2	6.0
76,355.35	BNY Mellon Bond Fund	13.3200	1,017,053.26	994,910.23	22,143.03	35,047.11	3.5	19.0
26,973.865	Dreyfus Inflation Adjusted Securities Fund	13.8500	373,588.03	335,285.14	38,302.89	15,456.02	4.1	7.0
Total taxable pooled vehicle			$ 1,818,694.69	$ 1,754,009.58	$ 64,685.11	$ 61,938.94		33.9%
Total taxable fixed income			**$ 1,818,694.69**	**$ 1,754,009.58**	**$ 64,685.11**	**$ 61,938.94**		**33.9%**

High yield

Pooled vehicle

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Yield	Pct of holdings
13,083.7	Dreyfus High Yield Fund	$ 6.2200	$ 81,380.61	$ 89,100.00	$ -7,719.39	$ 6,921.28	8.5%	1.5%
Total high yield pooled vehicle			$ 81,380.61	$ 89,100.00	$ -7,719.39	$ 6,921.28		1.5%
Total high yield fixed income			**$ 81,380.61**	**$ 89,100.00**	**$ -7,719.39**	**$ 6,921.28**		**1.5%**
Total fixed income			**$ 1,900,075.30**	**$ 1,843,189.58**	**$ 56,965.72**	**$ 68,860.22**		**35.4%**

Equities

U.S. large cap

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Yield	Pct of holdings
300	Covidien PLC (COV)	$ 45.0100	$ 13,503.00	$ 14,197.61	$ -694.61	$ 270.00	2.0%	0.3%
340	Tyco International Ltd (TYC)	46.7100	15,881.40	12,220.56	3,660.84	340.00	2.1	0.3
675	AT&T Inc (T)	30.2400	20,412.00	16,881.05	3,530.95	1,188.00	5.8	0.4
170	Alliance Data Sys Corp (ADS)	103.8400	17,652.80	10,330.97	7,321.83	0.00	0.0	0.3
430	Allscripts Healthcare Solutions Inc (MDRX)	18.9400	8,144.20	7,359.96	784.24	0.00	0.0	0.2
67	Amazon.Com Inc (AMZN)	173.1000	11,597.70	13,480.25	-1,882.55	0.00	0.0	0.2
340	American Express Company (AXP)	47.1700	16,037.80	14,345.23	1,692.57	244.80	1.5	0.3
260	Ameriprise Financial Inc (AMP)	49.6400	12,906.40	11,568.37	1,338.03	291.20	2.3	0.2
120	Anadarko Petroleum Corp (APC)	76.3300	9,159.60	5,104.33	4,055.27	43.20	0.5	0.2
203	Apache Corp (APA)	90.5800	18,387.74	18,450.73	-62.99	121.80	0.7	0.3
131	Apple Inc (AAPL)	405.0000	53,055.00	28,670.28	24,384.72	0.00	0.0	1.0
110	Autoliv Inc (ALV)	53.4900	5,883.90	4,990.88	893.02	198.00	3.4	0.1
980	Bank Of America Corporation (BAC)	5.5600	5,448.80	14,855.54	-9,406.74	39.20	0.7	0.1
350	Baxter International Inc (BAX)	49.4800	17,318.00	18,495.36	-1,177.36	469.00	2.7	0.3
390	Cbs Corp (CBS) Class B	27.1400	10,584.60	10,452.95	131.65	156.00	1.5	0.2
210	CIGNA Corp (CI)	42.0000	8,820.00	7,153.87	1,666.13	8.40	0.1	0.2

Equities

U.S. large cap
continued

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Yield	Pct of holdings
160	Capital One Financial Corp (COF)	42.2900	6,766.40	6,047.61	718.79	32.00	0.5	0.1
230	Carnival Corp (CCL)	32.6400	7,507.20	7,182.13	325.07	230.00	3.1	0.1
158	Caterpillar Inc (CAT)	90.6000	14,314.80	10,394.45	3,920.35	290.72	2.0	0.3
250	Chubb Corp (CB)	69.2200	17,305.00	13,313.08	3,991.92	390.00	2.3	0.3
198	Citigroup Inc (C)	26.3100	5,209.38	9,453.74	-4,244.36	7.92	0.2	0.1
150	Cognizant Technology Solutions Corp (CTSH) Cl A	64.3100	9,646.50	10,390.54	-744.04	0.00	0.0	0.2
190	Conocophillips (COP)	72.8700	13,845.30	9,240.60	4,604.70	501.60	3.6	0.3
131	Cummins Inc (CMI)	88.0200	11,530.62	7,487.15	4,043.47	209.60	1.8	0.2
200	Danaher Corp (DHR)	47.0400	9,408.00	7,722.33	1,685.67	20.00	0.2	0.2
170	DU Pont (E I) De Nemours And (DD) Company	45.7800	7,782.60	5,991.97	1,790.63	278.80	3.6	0.2
750	E M C Corp Mass (EMC)	21.5400	16,155.00	16,185.14	-30.14	0.00	0.0	0.3
78	Eog Res Inc (EOG)	98.5100	7,683.78	8,049.86	-366.08	49.92	0.7	0.1
550	Electronic Arts Inc (EA)	20.6000	11,330.00	10,855.74	474.26	0.00	0.0	0.2
120	Energizer Hldgs Inc (ENR)	77.4800	9,297.60	8,452.55	845.05	0.00	0.0	0.2
310	Ensco International PLC (ESV)	46.9200	14,545.20	17,758.71	-3,213.51	434.00	3.0	0.3
360	Exxon Mobil Corp (XOM)	84.7600	30,513.60	23,558.52	6,955.08	676.80	2.2	0.6
960	Ford Motor Company (F)	10.7600	10,329.60	16,275.01	-5,945.41	192.00	1.9	0.2
1,420	General Electric Company (GE)	17.9100	25,432.20	24,018.08	1,414.12	965.60	3.8	0.5
11	Google Inc (GOOG)	645.9000	7,104.90	5,691.67	1,413.23	0.00	0.0	0.1
200	Hess Corporation (HES)	56.8000	11,360.00	11,961.78	-601.78	80.00	0.7	0.2
290	Honeywell Intl Inc (HON)	54.3500	15,761.50	11,954.86	3,806.64	432.10	2.7	0.3
200	Informatica Corp (INFA)	36.9300	7,386.00	6,269.51	1,116.49	0.00	0.0	0.1
72	Intercontinentalexchange Inc (ICE)	120.5500	8,679.60	8,924.29	-244.69	0.00	0.0	0.2
96	International Business Machines (IBM) Corporation	183.8800	17,652.48	12,212.42	5,440.06	288.00	1.6	0.3
180	Intuit (INTU)	52.5900	9,466.20	9,325.94	140.26	108.00	1.1	0.2

Equities

U.S. large cap
continued

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Yield	Pct of holdings
606	JP Morgan Chase & Co (JPM)	33.2500	20,149.50	25,253.76	-5,104.26	606.00	3.0	0.4
250	Limited Brands Inc (LTD)	40.3500	10,087.50	5,446.68	4,640.82	200.00	2.0	0.2
460	Lincoln Natl Corp Ind (LNC)	19.4200	8,933.20	10,351.24	-1,418.04	147.20	1.7	0.2
86	Lorillard Inc (LO)	114.0000	9,804.00	9,360.31	443.69	447.20	4.6	0.2
260	McKesson Corporation (MCK)	77.9100	20,256.60	15,920.37	4,336.23	208.00	1.0	0.4
460	Merck & Co Inc (MRK)	37.7000	17,342.00	16,939.52	402.48	772.80	4.5	0.3
300	National Oilwell Varco Inc. (NOV)	67.9900	20,397.00	21,111.48	-714.48	144.00	0.7	0.4
285	Netapp Inc (NTAP)	36.2700	10,336.95	10,606.33	-269.38	0.00	0.0	0.2
950	News Corp Inc (NWS) Class B	18.1800	17,271.00	14,979.29	2,291.71	180.50	1.0	0.3
410	Nextera Energy Inc (NEE)	60.8800	24,960.80	22,719.39	2,241.41	902.00	3.6	0.5
235	Norfolk Southern Corporation (NSC)	72.8600	17,122.10	11,700.88	5,421.22	404.20	2.4	0.3
206	Occidental Petroleum Corp (OXY)	93.7000	19,302.20	16,853.81	2,448.39	379.04	2.0	0.4
390	Omnicom Group Inc (OMC)	44.5800	17,386.20	15,669.82	1,716.38	390.00	2.2	0.3
940	Oracle Corp (ORCL)	25.6500	24,111.00	23,667.87	443.13	225.60	0.9	0.5
390	Ppl Corp (PPL)	29.4200	11,473.80	10,126.73	1,347.07	546.00	4.8	0.2
140	P V H Corp (PVH)	70.4900	9,868.60	10,374.02	-505.42	21.00	0.2	0.2
425	Pepsico Inc (PEP)	66.3500	28,198.75	25,570.55	2,628.20	875.50	3.1	0.5
1,290	Pfizer Inc (PFE)	21.6400	27,915.60	22,218.70	5,696.90	1,135.20	4.1	0.5
310	Philip Morris International Inc (PM)	78.4800	24,328.80	17,559.12	6,769.68	954.80	3.9	0.5
119	Praxair Inc (PX)	106.9000	12,721.10	9,483.42	3,237.68	238.00	1.9	0.2
240	The Procter & Gamble Company (PG)	66.7100	16,010.40	15,123.87	886.53	504.00	3.2	0.3
420	Qualcomm Inc (QCOM)	54.7000	22,974.00	16,591.75	6,382.25	361.20	1.6	0.4
280	Robert Half Intl Inc (RHI)	28.4600	7,968.80	7,631.14	337.66	156.80	2.0	0.2
340	ST Jude Medical Inc (STJ)	34.3000	11,662.00	17,552.29	-5,890.29	285.60	2.5	0.2
200	Target Corp (TGT)	51.2200	10,244.00	10,619.84	-375.84	240.00	2.3	0.2

Equities

U.S. large cap
continued

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Yield	Pct of holdings
220	Teradata Corporation (TDC)	48.5100	10,672.20	10,886.83	-214.63	0.00	0.0	0.2
240	Transcanada Corp (TRP)	43.6700	10,480.80	10,257.34	223.46	395.28	3.8	0.2
760	Unilever PLC (UL) Spnsrd ADR New	33.5200	25,475.20	22,295.33	3,179.87	942.40	3.7	0.5
460	Vale SA (VALE)	21.4500	9,867.00	13,287.83	-3,420.83	12.88	0.1	0.2
140	Vmware Inc (VMW)	83.1900	11,646.60	12,562.69	-916.09	0.00	0.0	0.2
1,020	Wells Fargo & Company (WFC)	27.5600	28,111.20	27,843.13	268.07	489.60	1.7	0.5
180	Zimmer Holdings Inc (ZMH)	53.4200	9,615.60	12,303.33	-2,687.73	129.60	1.4	0.2
117,425.336	BNY Mellon Income Stock Fund (MPISX)	6.5400	767,961.70	675,228.10	92,733.60	21,371.41	2.8	14.3
Total U.S. large cap			**$ 1,845,462.60**	**$ 1,655,372.38**	**$ 190,090.22**	**$ 42,222.47**		**34.4%**

U.S. mid cap

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Yield	Pct of holdings
30,016.296	BNY Mellon Mid Cap Stock Fund (MPMCX)	$ 10.7900	$ 323,865.04	$ 300,562.18	$ 23,302.86	$ 1,350.69	0.4%	6.0%
Total U.S. mid cap			**$ 323,865.04**	**$ 300,562.18**	**$ 23,302.86**	**$ 1,350.69**		**6.0%**

U.S. small cap

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Yield	Pct of holdings
17,150.826	BNY Mellon Small Cap Stock Fund (MPSSX)	$ 10.3500	$ 177,511.05	$ 165,886.19	$ 11,624.86	$ 4,990.89	2.8%	3.3%
Total U.S. small cap			**$ 177,511.05**	**$ 165,886.19**	**$ 11,624.86**	**$ 4,990.89**		**3.3%**

Developed international

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Yield	Pct of holdings
31,592.144	BNY Mellon International Fund (MPITX)	$ 8.8200	$ 278,642.71	$ 308,480.19	$ -29,837.48	$ 10,330.63	3.7%	5.2%
10,071.717	Dreyfus/Newton International Equity (SNIEX) Fund	14.5400	146,442.77	162,062.05	-15,619.28	3,374.03	2.3	2.7

Developed international
continued

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Yield	Pct of holdings
11,928.979	Strategic International Stock Fund (DISRX)	12.1800	145,294.96	145,902.02	-607.06	1,288.33	0.9	2.7
Total developed international			**$ 570,380.44**	**$ 616,444.26**	**$ -46,063.82**	**$ 14,892.99**		**10.6%**

Emerging markets

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Yield	Pct of holdings
51,762.429	BNY Mellon Emerging Markets Fund (MEMKX)	$ 8.8500	$ 458,097.50	$ 522,899.72	$ -64,802.22	$ 5,745.63	1.3%	8.5%
Total emerging markets			**$ 458,097.50**	**$ 522,899.72**	**$ -64,802.22**	**$ 5,745.63**		**8.5%**
Total equities			**$ 3,375,316.63**	**$ 3,261,164.73**	**$ 114,151.90**	**$ 69,302.67**		**63.0%**

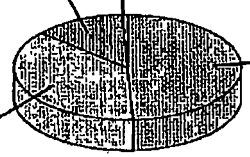
Alternative investments

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Yield	Pct of holdings
2,476	ISHARES S&P GSCI Commodity-Indexed Trust	$ 32.9800	$ 81,658.48	$ 76,255.38	$ 5,403.10	$ 0.00	0.0%	1.5%
Total alternative investments			**$ 81,658.48**	**$ 76,255.38**	**$ 5,403.10**	**$ 0.00**		**1.5%**
Total assets			**$ 5,962,581.88**	**$ 5,186,061.16**	**$ 176,520.72**	**$ 138,165.66**		**100.0%**

FIRST WESTERN TRUST BANK
ERION FOUNDATION

ACCOUNT NUMBER: [redacted]
STATEMENT PERIOD: 12/01/11 - 12/31/11

PORTFOLIO SUMMARY



VALUE OF PORTFOLIO

DESCRIPTION	MARKET VALUE	% OF ACCOUNT
CASH & EQUIV	15,890.96	0.7%
FIXED INCOME	836,868.00	36.8%
EQUITIES	1,121,768.10	49.3%
MISCELLANEOUS	301,671.74	13.3%
TOTAL PORTFOLIO	**$ 2,276,198.80**	**100.0%**
ACCRUED INCOME	886.59	
TOTAL VALUATION	**$ 2,277,085.39**	

MARKET RECONCILEMENT

	CURRENT PERIOD	YEAR TO DATE
BEGINNING MARKET VALUE	**$ 2,332,438.47**	**$ 2,459,103.34**
RECEIPTS		
INTEREST	0.20	6.90
DIVIDENDS	12,277.77	37,021.78
DISTRIBUTIONS		
DISTRIBUTIONS TO/FOR BENEFICIARY	-48,810.00	-161,624.00
FEES AND EXPENSES	0.00	-16,157.08
REALIZED GAINS/(LOSSES)	1,903.33	-16,692.55
CHANGE IN ACCRUED INCOME BALANCE	-491.85	-23,509.91
UNREALIZED APPRECIATION/(DEPRECIATION)	-20,232.53	-14,498.74
NON-CASH ACTIVITY	0.00	13,485.65
ENDING MARKET VALUE	**$ 2,277,085.39**	**$ 2,277,085.39**

FIRST WESTERN TRUST BANK
ERION FOUNDATION

ACCOUNT NUMBER: [redacted]
STATEMENT PERIOD: 12/01/11 - 12/31/11

PORTFOLIO INVESTMENTS

ASSET DESCRIPTION	SHARES/ PAR	MARKET VALUE/ AVG UNIT VALUE	TOTAL COST/ AVG UNIT COST	UNREALIZED GAIN/LOSS	EST. INCOME/ ACCRUED INCOME	CUR. YIELD
CASH & EQUIVALENTS						
CASH						
CASH		0.00	0.00	0.00		
TOTAL CASH		**$ 0.00**	**$ 0.00**	**$ 0.00**	**$ 0.00** **$ 0.00**	**0.00%**
CASH EQUIVALENTS						
BMO GOVERNMENT MONEY MARKET FUND CL I # 604	15,890.96	15,890.96 1.00	15,890.96 1.00	0.00	1.00 0.20	0.01%
TOTAL CASH EQUIVALENTS		**$ 15,890.96**	**$ 15,890.96**	**$ 0.00**	**$ 1.00** **$ 0.20**	**0.01%**
TOTAL CASH & EQUIVALENTS		**$ 15,890.96**	**$ 15,890.96**	**$ 0.00**	**$ 1.00** **$ 0.20**	**0.01%**
FIXED INCOME						
FOREIGN OBLIGATIONS						
FWCM FIXED INCOME LP	836,821.25	836,821.25 100.00	750,000.00 89.63	86,821.25		
TOTAL FOREIGN OBLIGATIONS		**$ 836,821.25**	**$ 750,000.00**	**$ 86,821.25**	**$ 0.00** **$ 0.00**	**0.00%**

FIRST WESTERN TRUST BANK
ERION FOUNDATION

ACCOUNT NUMBER: [redacted]
STATEMENT PERIOD: 12/01/11 - 12/31/11

PORTFOLIO INVESTMENTS

ASSET DESCRIPTION	SHARES/ PAR	MARKET VALUE/ AVG UNIT VALUE	TOTAL COST/ AVG UNIT COST	UNREALIZED GAIN/LOSS	EST. INCOME/ ACCRUED INCOME	CUR. YIELD
POOLED FIXED INCOME FUNDS						
VANGUARD SHORT-TERM BOND INDEX - SIG #1349	4.406	46.75 10.61	46.66 10.59	0.09	 10.50	1.86%
TOTAL POOLED FIXED INCOME FUNDS		**$ 46.75**	**$ 46.66**	**$ 0.09**	**$ 0.00 $ 10.50**	**1.66%**
TOTAL FIXED INCOME		**$ 836,868.00**	**$ 750,046.66**	**$ 86,821.34**	**$ 0.00 $ 10.50**	**0.00%**
EQUITIES						
COMMON STOCK						
ABBOTT LABORATORIES COM	420	23,616.60 56.23	19,670.90 46.84	3,945.70	806.00	3.41%
ACCENTURE PLC CLASS A ORDINARY SHARES	196	10,433.08 53.23	10,975.12 56.00	-542.04	264.00	2.54%
AMERICAN TOWER CORP CL A	435	26,104.35 60.01	18,741.60 43.08	7,362.75		
BAXTER INTERNATIONAL INC COM	405	20,039.40 49.48	22,220.09 54.86	-2,180.69	542.00 135.67	2.71%
BLACKROCK INC COM	120	21,388.80 178.24	23,480.47 195.67	-2,091.67	660.00	3.09%

FIRST WESTERN TRUST BANK
ERION FOUNDATION

ACCOUNT NUMBER: [redacted]
STATEMENT PERIOD: 12/01/11 - 12/31/11

PORTFOLIO INVESTMENTS

ASSET DESCRIPTION	SHARES/ PAR	MARKET VALUE/ AVG UNIT VALUE	TOTAL COST/ AVG UNIT COST	UNREALIZED GAIN/LOSS	EST. INCOME/ ACCRUED INCOME	CUR. YIELD
CELGENE CORP COM	345	23,322.00 67.60	20,428.01 59.21	2,893.99		
CHEVRON CORPORATION	230	24,472.00 106.40	17,240.71 74.96	7,231.29	745.00	3.05%
CISCO SYS INC COM	1,173	21,207.84 18.08	18,989.84 16.19	2,218.00	281.00	1.33%
DANAHER CORP COM	450	21,168.00 47.04	17,209.08 38.24	3,958.92	45.00 11.25	0.21%
DISCOVERY COMMUNICATIONS INC NEW COM SER A	274	11,225.78 40.97	10,945.70 39.95	280.08		
ECOLAB INC COM	405	23,413.05 57.81	17,475.35 43.15	5,937.70	324.00 81.00	1.38%
GILEAD SCIENCES INC COM	550	22,511.50 40.93	24,127.54 43.87	-1,616.04		
HALLIBURTON CO COM	468	16,150.68 34.51	19,297.20 41.23	-3,146.52	168.00	1.04%
HONEYWELL INTERNATIONAL INC COM	395	21,468.25 54.35	16,157.15 40.90	5,311.10	588.00	2.74%
INTERNATIONAL BUSINESS MACHS CORP COM	145	26,662.60 183.88	18,523.40 127.75	8,139.20	435.00	1.63%

PORTFOLIO INVESTMENTS

ASSET DESCRIPTION	SHARES/ PAR	MARKET VALUE/ AVG UNIT VALUE	TOTAL COST/ AVG UNIT COST	UNREALIZED GAIN/LOSS	EST. INCOME/ ACCRUED INCOME	CUR. YIELD
INTUIT COM	213	11,201.67 52.59	10,073.58 47.29	1,128.09	127.00	1.14%
KOHLS CORP COM	360	17,766.00 49.35	19,025.51 52.85	-1,259.51	360.00	2.03%
LAUDER ESTEE COS INC CL A	275	30,888.00 112.32	16,873.71 61.36	14,014.29	288.00	0.93%
MCDONALDS CORP COM	109	10,935.97 100.33	9,584.62 87.93	1,351.35	305.00	2.79%
MICROSOFT CORP COM	760	19,729.60 25.96	21,277.89 28.00	-1,548 29	608.00	3.08%
MONSANTO CO NEW COM	147	10,300.29 70.07	9,883.26 67.23	417.03	176.00	1.71%
NIKE INC CL B	245	23,610.65 96.37	16,530.35 67.47	7,080.30	352.00 88.20	1.49%
ORACLE CORP COM	810	20,776.50 25.65	19,784.85 24.43	991.65	194.00	0.94%
PEPSICO INC COM	335	22,227.25 66.35	16,809.80 50.18	5,417.45	690.00 172.52	3.10%
QUALCOMM INC COM	460	25,162.00 54.70	18,445.68 40.10	6,716.32	395.00	1.57%

FIRST WESTERN TRUST BANK
ERION FOUNDATION

ACCOUNT NUMBER: [redacted]
STATEMENT PERIOD: 12/01/11 - 12/31/11

PORTFOLIO INVESTMENTS

ASSET DESCRIPTION	SHARES/ PAR	MARKET VALUE/ AVG UNIT VALUE	TOTAL COST/ AVG UNIT COST	UNREALIZED GAIN/LOSS	EST. INCOME/ ACCRUED INCOME	CUR. YIELD
ROPER INDS INC NEW COM	145	12,596.15 86.87	10,889.66 75.10	1,706.49	79.00	0.63%
SCHLUMBERGER LTD COM	335	22,883.85 68.31	20,556.50 61.36	2,327.35	335.00 83.75	1.46%
SCHWAB CHARLES CORP NEW COM	1,328	14,953.28 11.26	23,189.60 17.46	-8,236.32	318.00	2.13%
STATE STREET CORP COM	500	20,155.00 40.31	21,886.50 43.77	-1,731.50	360.00 90.00	1.79%
STRYKER CORP COM	395	19,635.45 49.71	16,196.53 41.00	3,438.92	335.00 83.93	1.71%
TEXAS INSTRUMENTS INC COM	760	22,123.60 29.11	17,382.91 22.87	4,740.69	516.00	2.34%
THERMO FISHER CORP COM	502	22,574.94 44.97	17,102.39 34.07	5,472.55		
UNITED PARCEL SERVICES CL B	314	22,981.66 73.19	23,387.09 74.48	-405.43	653.00	2.84%
WAL MART STORES INC COM	355	21,214.80 59.76	19,242.51 54.20	1,972.29	518.00 129.57	2.44%
WESTERN UN CO COM	617	11,266.42 18.26	10,839.33 17.57	427.09	197.00	1.75%

FIRST WESTERN TRUST BANK
ERION FOUNDATION

ACCOUNT NUMBER: [redacted]
STATEMENT PERIOD: 12/01/11 - 12/31/11

PORTFOLIO INVESTMENTS

ASSET DESCRIPTION	SHARES/ PAR	MARKET VALUE/ AVG UNIT VALUE	TOTAL COST/ AVG UNIT COST	UNREALIZED GAIN/LOSS	EST. INCOME/ ACCRUED INCOME	CUR. YIELD
WILLIAMS COS INC COM	1,173	38,732.46 33.02	16,828.44 14.35	21,904.02	1,173.00	3.03%
TOTAL COMMON STOCK		**$ 734,899.47**	**$ 631,272.87**	**$ 103,626.60**	**$ 12,837.00 $ 875.89**	**1.75%**
POOLED EQUITY FUNDS						
BUFFALO MID CAP FUND	8,154.246	127,206.24 15.60	117,553.45 14.42	9,652.79		
HEARTLAND VALUE PLUS FUND - IS #120	2,976.851	82,429.00 27.69	81,942.39 27.53	486.61	848.00	1.03%
OPPENHEIMER DEVELOPING MARKETS FUND CLASS Y #788	1,322.634	38,316.71 28.97	45,872.86 34.68	-7,556.15	892.00	2.33%
PIMCO COMMODITY REALRETURN STRATEGY FUND - INS	9,327.541	61,002.12 6.54	74,404.50 7.98	-13,402.38	18,580.00	30.46%
TCW SMALL CAP GROWTH FUND CLASS I #4724	2,997.867	77,914.56 25.99	78,986.05 26.35	-1,071.49		
TOTAL POOLED EQUITY FUNDS		**$ 386,868.63**	**$ 398,759.25**	**$ -11,890.62**	**$ 20,320.00 $ 0.00**	**5.25%**
TOTAL EQUITIES		**$ 1,121,768.10**	**$ 1,030,032.12**	**$ 91,735.98**	**$ 33,157.00 $ 875.89**	**2.96%**

PORTFOLIO INVESTMENTS

ASSET DESCRIPTION	SHARES/ PAR	MARKET VALUE/ AVG UNIT VALUE	TOTAL COST/ AVG UNIT COST	UNREALIZED GAIN/LOSS	EST. INCOME/ ACCRUED INCOME	CUR. YIELD
OTHER ASSETS						
MISCELLANEOUS						
AETOS CAPITAL, LLC CUSTOM PORTFOLIO	301,671.74	301,671.74 1.00	300,000.00 0.99	1,671.74		
TOTAL MISCELLANEOUS		**$ 301,671.74**	**$ 300,000.00**	**$ 1,671.74**	**$ 0.00** **$ 0.00**	**0.00%**
TOTAL OTHER ASSETS		**'$ 301,671.74**	**$ 300,000.00**	**$ 1,671.74**	**$ 0.00** **$ 0.00**	**0.00%**
TOTAL MARKET VALUE		**$ 2,276,198.80**	**$ 2,095,969.74**	**$ 180,229.06**	**$ 33,158.00** **$ 886.59**	**1.46%**
TOTAL MARKET VALUE PLUS ACCRUED INCOME		**$ 2,277,085.39**				

RECEIPTS

	DATE	INCOME CASH	PRINCIPAL CASH
INTEREST INCOME			
MARSHALL GOVT MONEY MKT I #604 INT TO 11/30/11	12/01/11	0.20	
TOTAL INTEREST INCOME		**$ 0.20**	**$ 0.00**

ERION FOUNDATION - EAGLE

ACCOUNT NUMBER: [redacted]0
STATEMENT PERIOD: 12/01/11 - 12/31/11

PORTFOLIO INVESTMENTS

ASSET DESCRIPTION	SHARES/ PAR	MARKET VALUE/ AVG UNIT VALUE	TOTAL COST/ AVG UNIT COST	UNREALIZED GAIN/LOSS	EST. INCOME/ ACCRUED INCOME	CUR. YIELD
CASH & EQUIVALENTS						
CASH						
CASH		0.00	0.00	0.00		
TOTAL CASH		**$ 0.00**	**$ 0.00**	**$ 0.00**	**$ 0.00** **$ 0.00**	**0.00%**
CASH EQUIVALENTS						
BMO GOVERNMENT MONEY MARKET FUND CL I # 604	19,897.17	19,897.17 1.00	19,897.17 1.00	0.00	1.00 0.20	0.01%
TOTAL CASH EQUIVALENTS		**$ 19,897.17**	**$ 19,897.17**	**$ 0.00**	**$ 1.00** **$ 0.20**	**0.01%**
TOTAL CASH & EQUIVALENTS		**$ 19,897.17**	**$ 19,897.17**	**$ 0.00**	**$ 1.00** **$ 0.20**	**0.01%**
FIXED INCOME						
PREFERRED STOCKS NONCONVERTIBLE						
PETROLEO BRASILEIRO SA PETROBRAS SPONSORED ADR NON VTG	215	5,050.35 23.49	8,418.10 39.15	-3,367.75	32.00	0.64%
VALE S A ADR REPSTG PFD	150	3,090.00 20.60	4,023.10 26.82	-933.10	4.00	0.14%

PORTFOLIO INVESTMENTS

ASSET DESCRIPTION	SHARES/ PAR	MARKET VALUE/ AVG UNIT VALUE	TOTAL COST/ AVG UNIT COST	UNREALIZED GAIN/LOSS	EST. INCOME/ ACCRUED INCOME	CUR. YIELD
BAE SYS PLC SPONSORED ADR	200	3,544.60 17.72	3,524.14 17.62	20.46	223.00	6.31%
BARCLAYS PLC ADR	275	3,022.25 10.99	5,518.00 20.07	-2,495.75	97.00	3.22%
BASF SE SPONSORED ADR	100	6,995.70 69.96	6,380.90 63.81	614.80	229.00	3.28%
BAYERISCHE MOTOREN WERKE A G ADR	300	6,719.10 22.40	6,501.39 21.67	217.71	122.00	1.82%
BHP BILLITON PLC SPONSORED ADR	100	5,839.00 58.39	7,615.82 76.16	-1,776.82	202.00	3.46%
BOC HONG KONG HLDGS LTD SPONSORED ADR	75	3,553.65 47.38	3,691.50 49.22	-137.85	228.00	6.43%
BRITISH AMERN TOB PLC SPONSORED ADR	185	17,552.80 94.88	12,540.25 67.79	5,012.55	710.00	4.05%
BROOKFIELD ASSET MGMT INC VOTING SHS CL A	120	3,297.60 27.48	3,941.48 32.85	-643.88	62.00	1.89%
BT GROUP PLC ADR	375	11,115.00 29.64	10,690.62 28.51	424.38	440.00 148.98	3.96%
CANON INC ADR REPSTG 5 SHS	150	6,606.00 44.04	6,553.27 43.69	52.73	217.00	3.29%

ERION FOUNDATION - EAGLE

ACCOUNT NUMBER: [redacted]
STATEMENT PERIOD: 12/01/11 - 12/31/11

PORTFOLIO INVESTMENTS

ASSET DESCRIPTION	SHARES/ PAR	MARKET VALUE/ AVG UNIT VALUE	TOTAL COST/ AVG UNIT COST	UNREALIZED GAIN/LOSS	EST. INCOME/ ACCRUED INCOME	CUR. YIELD
KEPPEL LTD SPONSORED ADR	857	12,293.67 14.35	9,961.63 11.62	2,332.04	599.00	4.88%
LVMH MOET HENNESSY LOU VUITTON ADR	90	2,556.27 28.40	2,913.25 32.37	-356.98	40.00	1.59%
MITSUI & CO LTD ADR	25	7,778.80 311.15	8,026.20 321.05	-247.40	315.00	4.05%
NATIONAL GRID TRANSCO PLC SPON ADR NEW	60	2,908.80 48.48	3,047.79 50.80	-138 99	179.00	6.18%
NESTLE S A SPONSORED ADR REPSTG REG SH	275	15,880.70 57.75	13,727.25 49.92	2,153.45	485.00	3.06%
NIPPON TELEG & TEL CORP SPONSORED ADR	125	3,166.25 25.33	3,136.38 25.09	29.87	94.00	2.99%
NISSAN MOTORS SPONSORED ADR	375	6,745.50 17.99	6,591.39 17.58	154.11	115.00	1.71%
NOVARTIS AG SPONSORED ADR	190	10,862.30 57.17	10,166.05 53.51	696.25	380.00	3.51%
OIL CO LUKOIL SPONSORED ADR	130	6,889.87 53.00	7,656.64 58.90	-766.77	222.00	3.23%
ORIX CORPORATION SPONS ADR	100	4,102.00 41.02	3,996.75 39.97	105.25	45.00	1.11%

PORTFOLIO INVESTMENTS

ASSET DESCRIPTION	SHARES/ PAR	MARKET VALUE/ AVG UNIT VALUE	TOTAL COST/ AVG UNIT COST	UNREALIZED GAIN/LOSS	EST. INCOME/ ACCRUED INCOME	CUR. YIELD
UNILEVER PLC SPONSORED ADR NEW	100	3,352.00 33.52	3,069.84 30.70	282.16	124.00	3.70%
VODAFONE GROUP PLC NEW SPONSORED ADR NEW	250	7,007.50 28.03	6,552.92 26.21	454.58	360.00 278.36	5.15%
VOLVO AKTIEBOLAGET ADR B	275	3,020.60 10.98	4,250.44 15.46	-1,229.84	95.00	3.18%
ZURICH FINL SVCS SPONSORED ADR	150	3,408.75 22.73	3,292.99 21.95	115.76	274.00	8.05%
TOTAL COMMON STOCK		**$ 291,553.53**	**$ 298,344.97**	**$ -6,791.44**	**$ 10,289.00 $ 555.47**	**3.54%**
TOTAL EQUITIES		**$ 291,553.53**	**$ 298,344.97**	**$ -6,791.44**	**$ 10,289.00 $ 555.47**	**3.54%**
TOTAL MARKET VALUE		**$ 319,591.05**	**$ 330,683.34**	**$ -11,092.29**	**$ 10,326.00 $ 555.67**	**3.24%**
TOTAL MARKET VALUE PLUS ACCRUED INCOME		**$ 320,146.72**				

Total Sales proceeds. 2,291,575.86

Income for 2011

This section reports your proceeds from sales during the year We are not required nor do we report your net gains and losses to the Internal Revenue Service. An asterisk symbol (*) next to the tax cost indicates that the tax cost has been adjusted for the current year's return of capital. A schedule of your net gains and losses is shown below Please note that if you have sold an asset for which we do not have cost basis information, it is either shown separately in the section entitled Cost Not Available or it may appear with a zero tax cost. Please review these carefully before preparing your tax return.

Short term gains and losses

This category includes sales of assets held 12 months or less.

Description	Cusip	Number of shares	Date of acquisition	Sale date	Sales price or pass through gain	Cost, other basis or pass through loss	Net gain or loss
HOSPIRA INC	441060100	50	03/12/10	01/03/11	$2,755 43	$2,709.50	$45.93
HOSPIRA INC	441060100	56	03/12/10	01/04/11	$3,094 42	$3,034.63	$59.79
HOSPIRA INC	441060100	4	03/12/10	01/04/11	$221.99	$216.76	$5.23
FRANKLIN RES INC COM	354613101	6	02/19/10	01/05/11	$662 59	$605.52	$57.07
FRANKLIN RES INC COM	354613101	32	03/12/10	01/05/11	$3,533.83	$3,479.04	$54.79
FRANKLIN RES INC COM	354613101	16	02/19/10	01/05/11	$1,767.06	$1,614 72	$152.34
FRANKLIN RES INC COM	354613101	24	02/19/10	01/06/11	$2,639 11	$2,422.08	$217 03
LIMITED INC	532716107	90	03/12/10	01/06/11	$2,606.18	$2,135.69	$470.49
TARGET CORP	87612E106	50	02/19/10	01/06/11	$2,741 93	$2,533 00	$208.93
TARGET CORP	87612E106	10	09/02/10	01/06/11	$548 39	$526.89	$21.50
TARGET CORP	87612E106	90	03/12/10	01/06/11	$4,935.48	$4,769 09	$166 39
FRANKLIN RES INC COM	354613101	5	09/02/10	01/06/11	$549 82	$502 60	$47 22
LIMITED INC	532716107	100	03/12/10	01/06/11	$2,907 15	$2,372.99	$534.16
TARGET CORP	87612E106	90	02/19/10	01/27/11	$4,940.86	$4,559 40	$381.46
TARGET CORP	87612E106	30	02/19/10	01/27/11	$1,648.56	$1,519.80	$128.76
RAYTHEON CO	755111507	65	02/19/10	01/28/11	$3,219.31	$3,595 80	$-376 49
RAYTHEON CO	755111507	15	02/19/10	01/28/11	$743.07	$829.80	$-86 73

Short term gains and losses

This category includes sales of assets held 12 months or less

Description	Cusip	Number of shares	Date of acquisition	Sale date	Sales price or pass through gain	Cost, other basis or pass through loss	Net gain or loss
RAYTHEON CO	755111507	60	03/12/10	01/28/11	$2,972.29	$3,393 60	$-421.31
RAYTHEON CO	755111507	10	06/29/10	01/28/11	$495 28	$486.60	$8.68
TARGET CORP	87612E106	80	02/19/10	01/31/11	$4,359.48	$4,052.80	$306.68
TARGET CORP	87612E106	10	06/29/10	01/31/11	$544.94	$489.20	$55 74
AUTOLIV INC COM	052800109	30	03/12/10	01/31/11	$2,317.19	$1,447.49	$869 70
AUTOLIV INC COM	052800109	10	06/29/10	01/31/11	$772.40	$466.00	$306.40
AUTOLIV INC COM	052800109	30	02/19/10	01/31/11	$2,317.19	$1,320.60	$996.59
AT&T INC	00206R102	60	03/12/10	02/03/11	$1,677.74	$1,538 99	$138 75
NORDSTROM INC	655664100	30	08/09/10	02/03/11	$1,255 89	$1,049 47	$206.42
PEPSICO INC	713448108	20	03/12/10	02/03/11	$1,282.86	$1,303 40	$-20 54
PROCTER & GAMBLE CO COM	742718109	10	03/12/10	02/03/11	$630 93	$634 10	$-3 17
PRAXAIR INC	74005P104	10	03/12/10	02/03/11	$947 15	$796 60	$150.55
QUALCOMM INC	747525103	20	08/11/10	02/03/11	$1,099.08	$786 90	$312.18
QUALCOMM INC	747525103	10	08/11/10	02/03/11	$549 54	$392 55	$156 99
MERCK & CO INC	58933Y105	40	02/19/10	02/03/11	$1,312 93	$1,489.60	$-176 67
ALLSCRIPTS HEALTHCARE SOLU USD 0.01	01988P108	30	08/17/10	02/03/11	$635 75	$518 39	$117 36
THERMO ELECTRON CORP	883556102	30	03/12/10	02/03/11	$1,681 59	$1,501 20	$180 39
HESS CORP	42809H107	30	03/12/10	02/03/11	$2,500 28	$1,839 30	$660 98
GOOGLE INC	38259P508	4	03/12/10	02/03/11	$2,445 04	$2,327 40	$117 64
VALE SA-SP ADR	91912E105	40	03/12/10	02/03/11	$1,391 25	$1,208.80	$182 45
TIME WARNER INC.	887317303	20	02/19/10	02/03/11	$723 67	$580.80	$142 87
TYCO INTERNATIONAL LTD	H89128104	30	03/12/10	02/03/11	$1,376.49	$1,128 60	$247 89
PHILIP MORRIS INTERNATIONAL	718172109	30	03/12/10	02/03/11	$1,740 12	$1,503 30	$236 82
BNY MELLON INTL FD CL M SHSS	05569M871	539 27	12/16/10	02/03/11	$6,120 71	$5,732 44	$388 27
BNY MELLON INTL FD CL M SHSS	05569M871	932 1	02/18/10	02/03/11	$10,579.29	$9,311 64	$1,267 65
BNY MELLON SMALL CAP STK FD CL M SHS	05569M806	1763 73	03/12/10	02/03/11	$21,200.00	$17,690 19	$3,509.81

Short term gains and losses

This category includes sales of assets held 12 months or less

Description	Cusip	Number of shares	Date of acquisition	Sale date	Sales price or pass through gain	Cost, other basis or pass through loss	Net gain or loss
BNY MELLON MID CAP STK FD CL M	05569M509	7 89	12/09/10	02/03/11	$99.70	$94 34	$5.36
BNY MELLON MID CAP STK FD CL M	05569M509	3180 4	03/12/10	02/03/11	$40,200.30	$32,917.18	$7,283.12
BNY MELLON INCOME STK FD CL M	05569M301	367.43	11/30/10	02/03/11	$2,476 51	$2,219.30	$257.21
BNY MELLON INCOME STK FD CL M	05569M301	572.76	12/14/10	02/03/11	$3,860.37	$3,665 63	$194.74
BNY MELLON INCOME STK FD CL M	05569M301	39.85	01/31/11	02/03/11	$268.57	$262 99	$5.58
BNY MELLON INCOME STK FD CL M	05569M301	7803.35	02/18/10	02/03/11	$52,594.56	$45,025.31	$7,569.25
DREYFUS PRE STRAT INTER ST-R	86271F768	91 48	12/31/10	02/03/11	$1,281.68	$1,253.32	$28.36
DREYFUS PRE STRAT INTER ST-R	86271F768	329.65	04/15/10	02/03/11	$4,618 32	$4,255 72	$362.60
MELLON-NEWTON INTERNATIONAL EQUITY	26203E604	227 9	12/15/10	02/03/11	$4,100 00	$3,954.12	$145.88
ISHARES GSCI COMMODITY-INDEXED	46428R107	249	02/18/10	02/03/11	$8,749.14	$7,672.24	$1,076.90
NEXTERA ENERGY INC	65339F101	10	08/24/10	02/03/11	$550.64	$547.15	$3.49
AMYLIN PHARMACEUTICALS INC	032346108	30	06/21/10	02/03/11	$484.94	$590 54	$-105.60
AMYLIN PHARMACEUTICALS INC	032346108	10	06/18/10	02/03/11	$161 65	$195 17	$-33.52
ANADARKO PETE CORP	032511107	10	06/18/10	02/03/11	$771 99	$425.36	$346 63
ENERGIZER HLDGS INC	29266R108	10	11/15/10	02/03/11	$674.22	$709.40	$-35.18
CVS CORP	126650100	10	02/19/10	02/03/11	$329.51	$339.80	$-10.29
CATERPILLAR INC	149123101	10	06/16/10	02/03/11	$990.53	$643.48	$347.05
COVIDIEN PLC	G2554F105	10	01/04/11	02/03/11	$492.33	$475 83	$16.50
BANK AMER CORP	060505104	150	03/12/10	02/03/11	$2,163.37	$2,533 50	$-370.13
CAPITAL ONE FINL CORP COM	14040H105	40	07/07/10	02/03/11	$1,958.84	$1,637 55	$321.29
MOTOROLA MOBILITY HOLDINGS-W	620097105	10	08/12/10	02/03/11	$304.71	$272.47	$32.24
CISCO SYS INC	17275R102	30	06/29/10	02/03/11	$657 06	$645.60	$11.46
CISCO SYS INC	17275R102	10	09/02/10	02/03/11	$219.02	$203 50	$15.52
AMERICAN EXPRESS COMPANY	025816109	20	06/21/10	02/03/11	$870.86	$849.65	$21.21
ALLIANCE DATA SYS CORP	018581108	10	03/12/10	02/03/11	$779.06	$623 00	$156.06
APACHE CORPORATION COM	037411105	17	03/12/10	02/03/11	$2,015 97	$1,812.88	$203.09

Short term gains and losses

This category includes sales of assets held 12 months or less

Description	Cusip	Number of shares	Date of acquisition	Sale date	Sales price or pass through gain	Cost, other basis or pass through loss	Net gain or loss
GENERAL ELECTRIC CO	369604103	110	01/28/11	02/03/11	$2,277 18	$2,229 59	$47 59
APPLE COMPUTER INC COM	037833100	1	04/23/10	02/03/11	$344 08	$270 61	$73 47
APPLE COMPUTER INC COM	037833100	5	06/29/10	02/03/11	$1,720 39	$1,281.10	$439 29
APPLE COMPUTER INC COM	037833100	3	09/02/10	02/03/11	$1,032 23	$750 27	$281.96
APPLE COMPUTER INC COM	037833100	1	03/12/10	02/03/11	$344.08	$226 89	$117.19
NEWELL RUBBERMAID INC	651229106	70	01/27/11	02/03/11	$1,357 41	$1,355.83	$1.58
EXXON MOBIL CORP	30231G102	40	03/12/10	02/03/11	$3,321 68	$2,674 00	$647.68
HALLIBURTON COMPANY COM	406216101	20	03/12/10	02/03/11	$932.47	$630.00	$302 47
E I DU PONT DE NEMOURS & CO COMM	263534109	10	03/12/10	02/03/11	$519 80	$354 70	$165 10
ORACLE CORPORATION	68389X105	80	09/30/10	02/03/11	$2,642.75	$2,164 41	$478.34
PFIZER INC COM	717081103	130	02/19/10	02/03/11	$2,487.12	$2,320 50	$166.62
HOME DEPOT INC USD 0 05	437076102	20	02/19/10	02/03/11	$735 26	$606 00	$129 26
HONEYWELL INTL INC	438516106	20	03/12/10	02/03/11	$1,145 67	$858 60	$287.07
CIGNA CORP COM	125509109	20	03/12/10	02/03/11	$855.42	$690 00	$165 42
CARNIVAL CORP	143658300	20	07/01/10	02/03/11	$908 48	$624 60	$283 88
HUMAN GENOME SCIENCES INC COM	444903108	40	03/12/10	02/03/11	$1,017 74	$1,307 20	$-289 46
CHUBB CORPORATION COM	171232101	20	03/12/10	02/03/11	$1,163 71	$1,017 80	$145 91
COMERICA INC COM	200340107	30	09/09/10	02/03/11	$1,153 03	$1,123 03	$30 00
CONOCOPHILLIPS	20825C104	20	03/12/10	02/03/11	$1,438 84	$1,032 00	$406 84
J P MORGAN CHASE & CO	46625H100	50	03/12/10	02/03/11	$2,271 71	$2,160 99	$110 72
CUMMINS ENGINE INC	231021106	13	03/12/10	02/03/11	$1,392 38	$783 25	$609 13
DANAHER CORP COMMON	235851102	20	03/12/10	02/03/11	$949.68	$780 10	$169 58
MICROSOFT CORP COM	594918104	70	03/12/10	02/03/11	$1,930 71	$2,050 30	$-119 59
EMC CORP(MASS) USD 0 01	268648102	30	02/19/10	02/03/11	$765 05	$529 50	$235 55
INFORMATICA CORP	45666Q102	10	08/16/10	02/03/11	$476 13	$314.89	$161 24
PUBLIC SERVICE ENTERPRISE GROUP INC (	744573106	20	06/29/10	02/03/11	$653 67	$633 40	$20 27

Short term gains and losses

This category includes sales of assets held 12 months or less

Description	Cusip	Number of shares	Date of acquisition	Sale date	Sales price or pass through gain	Cost, other basis or pass through loss	Net gain or loss
PUBLIC SERVICE ENTERPRISE GROUP INC (	744573106	30	05/20/10	02/03/11	$980 50	$924.72	$55.78
TEXTRON INCORPORATED COMMON	883203101	40	03/12/10	02/03/11	$1,092 14	$892 80	$199.34
INTERNATIONAL BUSINESS MACHINES COR	459200101	15	08/11/10	02/03/11	$2,460 88	$1,951.38	$509.50
UNILEVER PLC AMER SHS ADR NEW	904767704	40	03/12/10	02/03/11	$1,188 46	$1,193 59	$-5.13
WELLS FARGO & CO NEW	949746101	80	03/12/10	02/03/11	$2,613.87	$2,378.40	$235.47
LIMITED INC	532716107	10	03/12/10	02/03/11	$312.54	$237 30	$75.24
LIMITED INC	532716107	20	06/29/10	02/03/11	$625.08	$438.40	$186.68
MCKESSON CORPORATION	58155Q103	20	03/12/10	02/03/11	$1,537.61	$1,221.60	$316.01
MEDTRONIC INC	585055106	20	03/12/10	02/03/11	$774.87	$877.00	$-102 13
MORGAN STANLEY DEAN WITTER & CO	617446448	30	03/12/10	02/03/11	$891.10	$909.00	$-17 90
NORFOLK SOUTHERN CORP	655844108	20	03/12/10	02/03/11	$1,219 02	$1,088.80	$130.22
OCCIDENTAL PETROLEUM CORPORATION C	674599105	30	06/11/10	02/03/11	$2,934.35	$2,533.32	$401.03
NEWS CORP	65248E203	110	03/12/10	02/03/11	$2,014.50	$1,822 69	$191 81
CISCO SYS INC	17275R102	10	09/02/10	02/10/11	$189.92	$203.50	$-13.58
MOTOROLA MOBILITY HOLDINGS-W	620097105	0.75	08/12/10	02/14/11	$21.97	$20.44	$1.53
MCKESSON CORPORATION	58155Q103	10	03/12/10	02/17/11	$799 70	$610.80	$188.90
MICROSOFT CORP COM	594918104	20	03/12/10	02/17/11	$544.63	$585.80	$-41 17
NEWELL RUBBERMAID INC	651229106	20	01/27/11	02/17/11	$401 63	$387 38	$14.25
OMNICOM GROUP INC COM	681919106	10	01/06/11	02/17/11	$504.21	$473 70	$30.51
OCCIDENTAL PETROLEUM CORPORATION C	674599105	4	06/11/10	02/17/11	$423.92	$337.78	$86.14
PFIZER INC COM	717081103	30	02/19/10	02/17/11	$579.13	$535 50	$43 63
PEPSICO INC	713448108	10	03/12/10	02/17/11	$645.01	$651.70	$-6 69
ORACLE CORPORATION	68389X105	20	09/30/10	02/17/11	$658 83	$541 10	$117.73
PRAXAIR INC	74005P104	10	03/12/10	02/17/11	$979 50	$796.60	$182.90
PROCTER & GAMBLE CO COM	742718109	10	03/12/10	02/17/11	$639.21	$634 10	$5.11
PUBLIC SERVICE ENTERPRISE GROUP INC (	744573106	20	05/20/10	02/17/11	$640 03	$616 48	$23.55

BNY MELLON
WEALTH MANAGEMENT

ERION FOUNDATION-IMA

Short term gains and losses

This category includes sales of assets held 12 months or less

Description	Cusip	Number of shares	Date of acquisition	Sale date	Sales price or pass through gain	Cost, other basis or pass through loss	Net gain or loss
SCHWAB CHARLES CORP NEW	808513105	10	03/12/10	02/17/11	$193 41	$185.05	$8 36
QUALCOMM INC	747525103	10	08/11/10	02/17/11	$588.31	$392 55	$195 76
APPLE COMPUTER INC COM	037833100	2	03/12/10	02/17/11	$715 91	$453.78	$262 13
BANK AMER CORP	060505104	30	03/12/10	02/17/11	$445 63	$506.70	$-61 07
CAPITAL ONE FINL CORP COM	14040H105	10	07/07/10	02/17/11	$520 71	$409.39	$111 32
CATERPILLAR INC	149123101	2	06/16/10	02/17/11	$206 74	$128.70	$78 04
CITIGROUP INC	172967101	40	01/31/11	02/17/11	$196 52	$193.85	$2 67
CONOCOPHILLIPS	20825C104	10	03/12/10	02/17/11	$757 20	$516 00	$241 20
CUMMINS ENGINE INC	231021106	3	03/12/10	02/17/11	$335 34	$180 75	$154 59
E I DU PONT DE NEMOURS & CO COMM	263534109	10	03/12/10	02/17/11	$554 40	$354 70	$199 70
EMC CORP(MASS) USD 0.01	268648102	10	02/19/10	02/17/11	$272.01	$176.50	$95 51
FORD MOTOR CO DEL	345370860	20	01/06/11	02/17/11	$317.03	$364 58	$-47 55
GENERAL ELECTRIC CO	369604103	30	01/28/11	02/17/11	$644 75	$608.07	$36.68
HOME DEPOT INC USD 0 05	437076102	10	02/19/10	02/17/11	$380 41	$303.00	$77.41
HALLIBURTON COMPANY COM	406216101	10	03/12/10	02/17/11	$484 01	$315 00	$169 01
HONEYWELL INTL INC	438516106	10	03/12/10	02/17/11	$574.31	$429 30	$145.01
HUMAN GENOME SCIENCES INC COM	444903108	10	03/12/10	02/17/11	$261 21	$326 80	$-65.59
INFORMATICA CORP	45666Q102	10	08/16/10	02/17/11	$489 41	$314.89	$174.52
INTERNATIONAL BUSINESS MACHINES COR	459200101	3	08/11/10	02/17/11	$493 20	$390.28	$102.92
J P MORGAN CHASE & CO	46625H100	10	03/12/10	02/17/11	$479 21	$432 20	$47 01
TEXTRON INCORPORATED COMMON	883203101	10	03/12/10	02/17/11	$283 61	$223 20	$60 41
UNILEVER PLC AMER SHS ADR NEW	904767704	10	03/12/10	02/17/11	$292 21	$298 40	$-6 19
NEWS CORP	65248E203	20	03/12/10	02/17/11	$367 88	$331 40	$36 48
WELLS FARGO & CO NEW	949746101	10	03/12/10	02/17/11	$329.71	$297 30	$32 41
ALLSCRIPTS HEALTHCARE SOLU USD 0 01	01988P108	10	08/17/10	02/17/11	$214 71	$172.80	$41 91
GOOGLE INC	38259P508	1	03/12/10	02/17/11	$625 28	$581 85	$43 43

Short term gains and losses

This category includes sales of assets held 12 months or less

Description	Cusip	Number of shares	Date of acquisition	Sale date	Sales price or pass through gain	Cost, other basis or pass through loss	Net gain or loss
AMERIPRISE FINL INC	03076C106	10	01/06/11	02/17/11	$642.01	$601 14	$40.87
AT&T INC	00206R102	10	03/12/10	02/17/11	$284 81	$256.50	$28.31
PHILIP MORRIS INTERNATIONAL	718172109	10	03/12/10	02/17/11	$606.61	$501.10	$105 51
TYCO INTERNATIONAL LTD	H89128104	10	03/12/10	02/17/11	$466 11	$376 20	$89.91
TIME WARNER INC.	887317303	10	02/19/10	02/17/11	$375.71	$290 40	$85.31
VALE SA-SP ADR	91912E105	10	03/12/10	02/17/11	$355.41	$302.20	$53.21
COVIDIEN PLC	G2554F105	10	01/04/11	02/17/11	$510 81	$475.83	$34 98
MERCK & CO INC	58933Y105	10	02/19/10	02/17/11	$330 71	$372 40	$-41 69
NEXTERA ENERGY INC	65339F101	10	08/24/10	02/17/11	$542 21	$547 15	$-4 94
BNY MELLON INCOME STK FD CL M	05569M301	2989 99	02/18/10	02/17/11	$20,900 00	$17,252.22	$3,647.78
BNY MELLON MID CAP STK FD CL M	05569M509	1137.05	03/12/10	02/17/11	$15,100 00	$11,768.45	$3,331 55
BNY MELLON S/T US GVT SECS FD CL M	05569M780	18.39	02/26/10	02/17/11	$225 66	$227.86	$-2.20
BNY MELLON S/T US GVT SECS FD CL M	05569M780	44.39	06/30/10	02/17/11	$544.63	$549 96	$-5.33
BNY MELLON S/T US GVT SECS FD CL M	05569M780	39.78	07/30/10	02/17/11	$488 05	$492.82	$-4.77
BNY MELLON S/T US GVT SECS FD CL M	05569M780	42.14	08/31/10	02/17/11	$517 06	$522.53	$-5.47
BNY MELLON S/T US GVT SECS FD CL M	05569M780	39 89	09/30/10	02/17/11	$489 43	$494 21	$-4.78
BNY MELLON S/T US GVT SECS FD CL M	05569M780	42 26	10/29/10	02/17/11	$518 51	$524 00	$-5 49
BNY MELLON S/T US GVT SECS FD CL M	05569M780	6949.7	03/12/10	02/17/11	$85,272 83	$85,967.80	$-694.97
BNY MELLON SMALL CAP STK FD CL M SHS	05569M806	508 34	03/12/10	02/17/11	$6,400.00	$5,098.65	$1,301 35
MORGAN STANLEY DEAN WITTER & CO	617446448	10	03/12/10	02/17/11	$306 31	$303 00	$3.31
ALLIANCE DATA SYS CORP	018581108	10	03/12/10	02/17/11	$786.90	$623.00	$163.90
AMERICAN EXPRESS COMPANY	025816109	10	06/21/10	02/17/11	$459 81	$424 82	$34.99
AMYLIN PHARMACEUTICALS INC	032346108	20	06/18/10	02/17/11	$324.43	$390.34	$-65.91
AUTOLIV INC COM	052800109	10	02/19/10	02/17/11	$761.00	$440.20	$320.80
APACHE CORPORATION COM	037411105	4	03/12/10	02/17/11	$485.12	$426.56	$58.56
THERMO ELECTRON CORP	883556102	10	03/12/10	02/17/11	$571.71	$500 40	$71.31

Short term gains and losses

This category includes sales of assets held 12 months or less

Description	Cusip	Number of shares	Date of acquisition	Sale date	Sales price or pass through gain	Cost, other basis or pass through loss	Net gain or loss
COLORADO SPRINGS COL 5 0% 12/01/14	196686AJ8	100000	11/04/10	02/22/11	$110,529.00	$113,952.33	$-3,423.33
ADAMS & WELD CNTYS C 4.0% 12/01/15	005518RT4	100000	11/12/10	02/22/11	$108,010.00	$110,486.54	$-2,476.54
MICROSOFT CORP COM	594918104	160	03/12/10	03/02/11	$4,168 64	$4,686 40	$-517 76
MICROSOFT CORP COM	594918104	120	03/12/10	03/02/11	$3,139.73	$3,514 80	$-375 07
DREYFUS INFLATION ADJUSTED SECS FD	261967830	48 27	01/31/11	03/03/11	$621 22	$619 29	$1 93
DREYFUS INFLATION ADJUSTED SECS FD	261967830	83.85	02/28/11	03/03/11	$1,079.09	$1,083 28	$-4 19
DREYFUS INFLATION ADJUSTED SECS FD	261967830	6092.01	03/12/10	03/03/11	$78,404 23	$76,028 34	$2,375 89
DREYFUS INFLATION ADJUSTED SECS FD	261967830	96 69	12/31/10	03/03/11	$1,244 37	$1,242 44	$1 93
DREYFUS INFLATION ADJUSTED SECS FD	261967830	91.13	11/30/10	03/03/11	$1,172 87	$1,197 47	$-24 60
DREYFUS INFLATION ADJUSTED SECS FD	261967830	83.78	12/23/10	03/03/11	$1,078 22	$1,071 52	$6 70
AMYLIN PHARMACEUTICALS INC	032346108	76	05/06/10	03/03/11	$864 16	$1,397 24	$-533 08
AMYLIN PHARMACEUTICALS INC	032346108	70	05/06/10	03/03/11	$798 33	$1,286.94	$-488 61
AMYLIN PHARMACEUTICALS INC	032346108	30	06/29/10	03/03/11	$342 14	$566.40	$-224.26
AMYLIN PHARMACEUTICALS INC	032346108	27	06/21/10	03/03/11	$307.93	$525 66	$-217 73
AMYLIN PHARMACEUTICALS INC	032346108	60	06/18/10	03/03/11	$684 29	$1,151 14	$-466 85
AMYLIN PHARMACEUTICALS INC	032346108	90	06/18/10	03/03/11	$1,026 43	$1,756 51	$-730 08
AMYLIN PHARMACEUTICALS INC	032346108	43	06/21/10	03/03/11	$490 41	$838 23	$-347 82
AMYLIN PHARMACEUTICALS INC	032346108	19	05/06/10	03/04/11	$212 95	$349 31	$-136 36
AMYLIN PHARMACEUTICALS INC	032346108	99	05/06/10	03/04/11	$1,098 42	$1,820 10	$-721.68
AMYLIN PHARMACEUTICALS INC	032346108	43	05/06/10	03/07/11	$476 52	$790.54	$-314.02
AMYLIN PHARMACEUTICALS INC	032346108	33	05/06/10	03/07/11	$364.98	$606 70	$-241 72
MEDTRONIC INC	585055106	10	06/29/10	03/22/11	$376 44	$360 30	$16 14
PUBLIC SERVICE ENTERPRISE GROUP INC (	744573106	2	05/20/10	04/04/11	$61 75	$61 65	$0 10
PUBLIC SERVICE ENTERPRISE GROUP INC (	744573106	49	05/20/10	04/04/11	$1,515.12	$1,510.37	$4.75
PUBLIC SERVICE ENTERPRISE GROUP INC (	744573106	219	05/20/10	04/04/11	$6,751 53	$6,750 43	$1 10
MELLON-NEWTON INTERNATIONAL EQUITY	26203E604	32 9	02/17/11	04/26/11	$614 48	$600 00	$14 48

Short term gains and losses

This category includes sales of assets held 12 months or less

Description	Cusip	Number of shares	Date of acquisition	Sale date	Sales price or pass through gain	Cost, other basis or pass through loss	Net gain or loss
DREYFUS INFLATION ADJUSTED SECS FD	261967830	120.87	03/31/11	04/26/11	$1,595 46	$1,570.07	$25 39
DREYFUS PRE STRAT INTER ST-R	86271F768	98 59	02/17/11	04/26/11	$1,422.68	$1,400 00	$22 68
BNY MELLON EMERGING MKTS FD CL M SH!	05569M855	243.31	02/03/11	04/26/11	$3,000.00	$2,844.28	$155.72
BNY MELLON INTL FD CL M SHSS	05569M871	190.15	02/17/11	04/26/11	$2,196.20	$2,200.00	$-3.80
MOTOROLA INC.	620076307	35	08/12/10	04/26/11	$1,522.17	$1,138 01	$384 16
MOTOROLA MOBILITY HOLDINGS-W	620097105	30	08/12/10	04/26/11	$700 12	$817 42	$-117.30
ISHARES GSCI COMMODITY-INDEXED	46428R107	78	02/17/11	04/26/11	$3,010 74	$2,715 80	$294 94
MELLON-NEWTON INTERNATIONAL EQUITY	26203E604	14 12	12/16/10	04/26/11	$263.80	$245.02	$18 78
MOTOROLA MOBILITY HOLDINGS-W	620097105	22	08/12/10	04/27/11	$508.93	$599.44	$-90.51
MOTOROLA MOBILITY HOLDINGS-W	620097105	12 5	08/12/10	04/27/11	$289.17	$337.23	$-48.06
MOTOROLA MOBILITY HOLDINGS-W	620097105	1.25	09/02/10	04/27/11	$28 92	$33.34	$-4.42
MOTOROLA MOBILITY HOLDINGS-W	620097105	8.75	08/12/10	04/27/11	$202.42	$230.66	$-28 24
MOTOROLA MOBILITY HOLDINGS-W	620097105	13 75	08/12/10	04/27/11	$318.08	$368 36	$-50.28
MOTOROLA MOBILITY HOLDINGS-W	620097105	3 75	08/12/10	04/27/11	$86.75	$99.38	$-12.63
MOTOROLA MOBILITY HOLDINGS-W	620097105	11	08/12/10	04/27/11	$251.62	$299.72	$-48.10
MOTOROLA INC	620076307	49.29	08/12/10	04/27/11	$2,131.59	$1,602.47	$529.12
MOTOROLA INC.	620076307	14 29	08/12/10	04/27/11	$617 87	$459 89	$157.98
MOTOROLA INC	620076307	1.43	09/02/10	04/27/11	$61.80	$45.46	$16.34
MOTOROLA INC	620076307	10	08/12/10	04/27/11	$432.50	$314.57	$117.93
MOTOROLA INC	620076307	4.29	08/12/10	04/27/11	$185 37	$135 52	$49.85
MOTOROLA INC	620076307	15.71	08/12/10	04/27/11	$679 64	$502 35	$177.29
MICROSOFT CORP COM	594918104	40	06/29/10	05/02/11	$1,021.48	$933 20	$88.28
MICROSOFT CORP COM	594918104	10	09/02/10	05/02/11	$255 37	$239.00	$16 37
HOME DEPOT INC USD 0 05	437076102	10	06/29/10	05/05/11	$371 45	$285.90	$85.55
HOME DEPOT INC USD 0 05	437076102	10	09/02/10	05/05/11	$371.45	$292 80	$78.65
CVS CORP	126650100	10	06/29/10	05/10/11	$372.78	$297 10	$75 68

Short term gains and losses

This category includes sales of assets held 12 months or less

Description	Cusip	Number of shares	Date of acquisition	Sale date	Sales price or pass through gain	Cost, other basis or pass through loss	Net gain or loss
CVS CORP	126650100	10	09/02/10	05/10/11	$372 78	$283 10	$89 68
LIMITED INC	532716107	10	06/29/10	05/13/11	$418 31	$219 20	$199 11
HUMAN GENOME SCIENCES INC COM	444903108	10	09/02/10	07/21/11	$232 34	$298 35	$-66.01
BNY MELLON BOND FD CL M	05569M830	3335 86	04/26/11	08/03/11	$44,767 25	$44,000 00	$767 25
BNY MELLON BOND FD CL M	05569M830	1135 08	03/03/11	08/03/11	$15,232 75	$14,790 07	$442 68
DREYFUS INFLATION ADJUSTED SECS FD	261967830	116 22	04/29/11	08/03/11	$1,593 40	$1,538 78	$54 62
DREYFUS INFLATION ADJUSTED SECS FD	261967830	168 39	05/31/11	08/03/11	$2,308 56	$2,224.37	$84.19
BNY MELLON S/T US GVT SECS FD CL M	05569M780	40 1	11/30/10	08/03/11	$492.80	$495.61	$-2.81
DREYFUS INFLATION ADJUSTED SECS FD	261967830	135.34	07/29/11	08/03/11	$1,855 53	$1,851 46	$4 07
BNY MELLON INTERMEDIATE BOND FD CL M	05569M814	83.72	05/31/11	08/03/11	$1,097 52	$1,089.98	$7 54
BNY MELLON INTERMEDIATE BOND FD CL M	05569M814	88.52	07/29/11	08/03/11	$1,160.46	$1,156 92	$3 54
BNY MELLON INTERMEDIATE BOND FD CL M	05569M814	1353 32	04/26/11	08/03/11	$17,742 03	$17,552.56	$189 47
DREYFUS INFLATION ADJUSTED SECS FD	261967830	157 96	06/30/11	08/03/11	$2,165 65	$2,089 83	$75.82
NEWELL RUBBERMAID INC	651229106	30	01/27/11	08/10/11	$348 99	$581 07	$-232 08
NEWELL RUBBERMAID INC	651229106	120	09/20/10	08/10/11	$1,395 96	$2,088 71	$-692.75
NEWELL RUBBERMAID INC	651229106	240	01/27/11	08/10/11	$2,791 91	$4,604 86	$-1,812 95
MORGAN STANLEY DEAN WITTER & CO	617446448	10	09/02/10	08/12/11	$180 16	$253 19	$-73.03
MORGAN STANLEY DEAN WITTER & CO	617446448	20	08/04/11	08/12/11	$360 31	$414 56	$-54.25
SCHWAB CHARLES CORP NEW	808513105	10	09/02/10	08/12/11	$120.07	$137.60	$-17.53
SCHWAB CHARLES CORP NEW	808513105	300	01/05/11	08/12/11	$3,602.09	$5,379 45	$-1,777.36
OCCIDENTAL PETROLEUM CORPORATION C	674599105	10	08/04/11	08/17/11	$877 80	$922 78	$-44 98
AUTODESK INC COM	052769106	20	07/21/11	08/19/11	$488.95	$725 60	$-236 65
CUMMINS ENGINE INC	231021106	7	08/04/11	08/22/11	$568 61	$693 20	$-124 59
TIME WARNER INC	887317303	10	08/04/11	08/22/11	$278 28	$330 68	$-52 40
AUTODESK INC COM	052769106	85	07/21/11	09/09/11	$2,173.51	$3,083 78	$-910.27
AUTODESK INC COM	052769106	53	07/21/11	09/09/11	$1,358 58	$1,922 83	$-564 25

Short term gains and losses

This category includes sales of assets held 12 months or less.

Description	Cusip	Number of shares	Date of acquisition	Sale date	Sales price or pass through gain	Cost, other basis or pass through loss	Net gain or loss
AUTODESK INC COM	052769106	20	08/04/11	09/09/11	$507 09	$669 76	$-162.67
AUTODESK INC COM	052769106	120	07/20/11	09/09/11	$3,042.51	$4,300 27	$-1,257 76
AUTODESK INC COM	052769106	2	07/20/11	09/09/11	$51.27	$71.67	$-20 40
BMC SOFTWARE INC	055921100	2	02/14/11	10/11/11	$72.09	$101.41	$-29.32
GOOGLE INC	38259P508	2	08/04/11	10/11/11	$1,086.49	$1,188.20	$-101 71
BMC SOFTWARE INC	055921100	70	02/11/11	10/11/11	$2,519 24	$3,477 65	$-958 41
BMC SOFTWARE INC	055921100	50	02/11/11	10/11/11	$1,799.46	$2,489.97	$-690.51
BMC SOFTWARE INC	055921100	58	02/14/11	10/11/11	$2,087.37	$2,940 89	$-853.52
BMC SOFTWARE INC	055921100	30	03/03/11	10/11/11	$1,079 68	$1,503 25	$-423 57
BMC SOFTWARE INC	055921100	5	03/03/11	10/11/11	$179.95	$248 81	$-68.86
BMC SOFTWARE INC	055921100	6	02/10/11	10/11/11	$215.94	$296 51	$-80 57
BMC SOFTWARE INC	055921100	35	03/04/11	10/11/11	$1,259 62	$1,756 06	$-496.44
BMC SOFTWARE INC	055921100	34	02/10/11	10/12/11	$1,227 93	$1,680 20	$-452.27
BMC SOFTWARE INC	055921100	10	08/04/11	10/12/11	$361 16	$426 38	$-65 22
INTERNATIONAL BUSINESS MACHINES COR	459200101	6	08/04/11	10/18/11	$1,069.49	$1,057 13	$12 36
HALLIBURTON COMPANY COM	406216101	10	08/04/11	10/18/11	$345 15	$519 98	$-174 83
CAPITAL ONE FINL CORP COM	14040H105	20	08/04/11	10/18/11	$822 06	$902.96	$-80 90
TEXTRON INCORPORATED COMMON	883203101	20	08/04/11	11/02/11	$366 18	$405 16	$-38 98
NORDSTROM INC	655664100	10	08/04/11	11/02/11	$505 89	$464.18	$41.71
CONOCOPHILLIPS	20825C104	10	08/04/11	11/11/11	$721 09	$694.78	$26 31
DREYFUS INFLATION ADJUSTED SECS FD	261967830	71.56	11/30/11	12/02/11	$1,000 45	$998.31	$2 14
DREYFUS INFLATION ADJUSTED SECS FD	261967830	86 33	10/31/11	12/02/11	$1,206.84	$1,199 07	$7 77
DREYFUS INFLATION ADJUSTED SECS FD	261967830	108 87	08/31/11	12/02/11	$1,521 96	$1,496.92	$25 04
DREYFUS INFLATION ADJUSTED SECS FD	261967830	19 37	09/30/11	12/02/11	$270.75	$265.33	$5 42
COMERICA INC COM	200340107	10	08/04/11	12/05/11	$258 53	$306 08	$-47 55
THERMO ELECTRON CORP	883556102	20	08/04/11	12/08/11	$910.11	$1,116.96	$-206 85

Short term gains and losses

This category includes sales of assets held 12 months or less.

Description	Cusip	Number of shares	Date of acquisition	Sale date	Sales price or pass through gain	Cost, other basis or pass through loss	Net gain or loss
BNY MELLON INCOME STK FD CL M	05569M301	55 13	07/29/11	12/22/11	$358 90	$363.86	$-4.96
BNY MELLON INCOME STK FD CL M	05569M301	374 32	09/30/11	12/22/11	$2,436.81	$2,189 76	$247 05
BNY MELLON INCOME STK FD CL M	05569M301	75 67	10/31/11	12/22/11	$492 64	$488 10	$4 54
BNY MELLON INCOME STK FD CL M	05569M301	494 5	11/30/11	12/22/11	$3,219 18	$3,174 68	$44 50
BNY MELLON INCOME STK FD CL M	05569M301	651 62	06/30/11	12/22/11	$4,242.02	$4,463.57	$-221.55
BNY MELLON INCOME STK FD CL M	05569M301	274 72	05/31/11	12/22/11	$1,788.45	$1,925 81	$-137 36
BNY MELLON INCOME STK FD CL M	05569M301	34.04	04/29/11	12/22/11	$221 59	$240 65	$-19 06
BNY MELLON INCOME STK FD CL M	05569M301	493 88	12/13/11	12/22/11	$3,215 13	$3,126 23	$88 90
BNY MELLON INCOME STK FD CL M	05569M301	260 33	02/28/11	12/22/11	$1,694.77	$1,796 30	$-101 53
BNY MELLON INCOME STK FD CL M	05569M301	309 16	08/31/11	12/22/11	$2,012 62	$1,941.51	$71 11
BNY MELLON INCOME STK FD CL M	05569M301	313.99	03/31/11	12/22/11	$2,044 08	$2,160 26	$-116.18
ISHARES GSCI COMMODITY-INDEXED	46428R107	140	08/03/11	12/29/11	$4,603.60	$4,810 71	$-207 11
EMC CORP(MASS) USD 0 01	268648102	40	05/02/11	12/29/11	$861.66	$1,135 71	$-274 05
ALLIANCE DATA SYS CORP	018581108	10	08/04/11	12/29/11	$1,044.02	$944.08	$99.94
FORD MOTOR CO DEL	345370860	20	01/06/11	12/29/11	$211.85	$364.58	$-152 73
PHILIP MORRIS INTERNATIONAL	718172109	10	10/31/11	12/29/11	$788 11	$710 98	$77 13
AMERICAN EXPRESS COMPANY	025816109	10	08/04/11	12/29/11	$472.66	$481 08	$-8 42
AMAZON COM INC	023135106	2	08/04/11	12/29/11	$347 09	$413 82	$-66.73
AMAZON COM INC	023135106	2	05/02/11	12/29/11	$347 09	$402 04	$-54 95
GENERAL ELECTRIC CO	369604103	70	01/28/11	12/29/11	$1,263.66	$1,418 83	$-155 17
APPLE COMPUTER INC COM	037833100	4	08/04/11	12/29/11	$1,619.70	$1,556 61	$63 09
APACHE CORPORATION COM	037411105	8	08/04/11	12/29/11	$716 42	$936 14	$-219 72
BAXTER INTL INC COM	071813109	10	11/02/11	12/29/11	$496.72	$545 73	$-49 01
LIMITED INC	532716107	10	08/04/11	12/29/11	$406 32	$353 88	$52.44
CIGNA CORP COM	125509109	10	08/04/11	12/29/11	$421 72	$468 08	$-46.36
CATERPILLAR INC	149123101	10	08/04/11	12/29/11	$904 01	$945 28	$-41.27

Short term gains and losses

This category includes sales of assets held 12 months or less.

Description	Cusip	Number of shares	Date of acquisition	Sale date	Sales price or pass through gain	Cost, other basis or pass through loss	Net gain or loss
CHUBB CORPORATION COM	171232101	10	10/18/11	12/29/11	$696.82	$636.63	$60.19
ORACLE CORPORATION	68389X105	40	08/04/11	12/29/11	$1,029.38	$1,193 49	$-164 11
DANAHER CORP COMMON	235851102	10	08/04/11	12/29/11	$473 92	$459.58	$14.34
E I DU PONT DE NEMOURS & CO COMM	263534109	10	08/04/11	12/29/11	$457.74	$496.78	$-39.04
WELLS FARGO & CO NEW	949746101	60	03/03/11	12/29/11	$1,657 47	$1,943 05	$-285 58
ELECTRONIC ARTS	285512109	10	08/12/11	12/29/11	$207 42	$197.38	$10 04
EXXON MOBIL CORP	30231G102	10	08/04/11	12/29/11	$850.13	$768 23	$81.90
HONEYWELL INTL INC	438516106	10	08/04/11	12/29/11	$546 14	$506.18	$39.96
AT&T INC	00206R102	20	08/04/11	12/29/11	$602.29	$584.16	$18 13
NORFOLK SOUTHERN CORP	655844108	10	08/04/11	12/29/11	$727.41	$708 68	$18.73
MCKESSON CORPORATION	58155Q103	10	08/04/11	12/29/11	$780 91	$771 98	$8.93
OMNICOM GROUP INC COM	681919106	2	01/06/11	12/29/11	$88 33	$94 74	$-6 41
OMNICOM GROUP INC COM	681919106	18	01/07/11	12/29/11	$794 95	$845 88	$-50 93
PPL CORP	69351T106	20	08/04/11	12/29/11	$593.49	$548.76	$44.73
PEPSICO INC	713448108	20	05/13/11	12/29/11	$1,330 01	$1,411 03	$-81.02
PRAXAIR INC	74005P104	6	08/04/11	12/29/11	$641.62	$603.95	$37 67
QUALCOMM INC	747525103	20	08/04/11	12/29/11	$1,094 88	$1,058 96	$35 92
ST JUDE MEDICAL INC	790849103	20	04/27/11	12/29/11	$687 09	$1,058.09	$-371.00
ROBERT HALF INTL INC	770323103	10	12/05/11	12/29/11	$282 32	$279.53	$2.79
UNILEVER PLC AMER SHS ADR NEW	904767704	30	08/04/11	12/29/11	$1,005 64	$986.04	$19.60
UNILEVER PLC AMER SHS ADR NEW	904767704	10	05/13/11	12/29/11	$335.21	$322 53	$12 68
TARGET CORP	87612E106	10	12/08/11	12/29/11	$516 21	$538 31	$-22 10
ZIMMER HLDGS INC	98956P102	10	05/11/11	12/29/11	$533 71	$692 24	$-158 53
TRANSCANADA CORP	89353D107	10	10/18/11	12/29/11	$431 64	$429.34	$2 30
AMERIPRISE FINL INC	03076C106	10	01/06/11	12/29/11	$501.92	$601.14	$-99.22
ALLSCRIPTS HEALTHCARE SOLU USD 0 01	01988P108	20	08/04/11	12/29/11	$374.24	$361 16	$13 08

Short term gains and losses

This category includes sales of assets held 12 months or less

Description	Cusip	Number of shares	Date of acquisition	Sale date	Sales price or pass through gain	Cost, other basis or pass through loss	Net gain or loss
INTERCONTINENTALEXCHANGE INC	45865V100	4	10/18/11	12/29/11	$484 46	$497 20	$-12 74
CBS CORP NEW	124857202	20	05/05/11	12/29/11	$543 09	$536 78	$6 31
HESS CORP	42809H107	10	08/04/11	12/29/11	$562.51	$638 98	$-76 47
VMWARE INC	928563402	10	10/18/11	12/29/11	$843.20	$966.09	$-122 89
TERADATA CORP DEL	88076W103	10	08/04/11	12/29/11	$494 91	$570 18	$-75 27
TYCO INTERNATIONAL LTD	H89128104	20	08/04/11	12/29/11	$937 08	$861.36	$75.72
NETAPP INC	64110D104	20	10/18/11	12/29/11	$723 43	$791.10	$-67 67
LORILLARD INC	544147101	1	08/22/11	12/29/11	$114 54	$108.86	$5 68
COVIDIEN PLC	G2554F113	10	08/04/11	12/29/11	$449.81	$481 28	$-31 47
CITIGROUP INC	172967424	10	01/31/11	12/29/11	$266.02	$484 63	$-218 61
ENSCO INTERNATIONAL PLC	29358Q109	20	03/24/11	12/29/11	$948 10	$1,152 30	$-204 20
NEXTERA ENERGY INC	65339F101	30	04/06/11	12/29/11	$1,826 42	$1,694 96	$131 46
BNY MELLON INTERMEDIATE BOND FD CL N	05569M814	75 92	01/31/11	12/29/11	$987.68	$981 61	$6 07
BNY MELLON INTERMEDIATE BOND FD CL N	05569M814	69 76	02/28/11	12/29/11	$907 58	$899 90	$7 68
BNY MELLON INTERMEDIATE BOND FD CL N	05569M814	76 67	03/31/11	12/29/11	$997.44	$986 70	$10.74
BNY MELLON INTERMEDIATE BOND FD CL N	05569M814	574 21	04/26/11	12/29/11	$7,470.41	$7,447 44	$22 97
BNY MELLON INTERMEDIATE BOND FD CL N	05569M814	81.55	04/29/11	12/29/11	$1,060 93	$1,056 85	$4 08
BNY MELLON INTERMEDIATE BOND FD CL N	05569M814	84 34	06/30/11	12/29/11	$1,097.21	$1,093 00	$4 21
BNY MELLON INTERMEDIATE BOND FD CL N	05569M814	79 78	08/31/11	12/29/11	$1,037 91	$1,044 30	$-6 39
BNY MELLON INTERMEDIATE BOND FD CL N	05569M814	71 55	09/30/11	12/29/11	$930 83	$930 82	$0 01
BNY MELLON INTERMEDIATE BOND FD CL N	05569M814	73 74	10/31/11	12/29/11	$959 32	$962 27	$-2 95
BNY MELLON INTERMEDIATE BOND FD CL N	05569M814	74 32	11/30/11	12/29/11	$966 93	$964 70	$2 23
BNY MELLON INTERMEDIATE BOND FD CL N	05569M814	73 89	12/15/11	12/29/11	$961.30	$961 30	$0 00
BNY MELLON BOND FD CL M	05569M830	4075 19	03/03/11	12/29/11	$54,200 00	$53,099 70	$1,100 30
DREYFUS INFLATION ADJUSTED SECS FD	261967830	70 2	09/30/11	12/29/11	$970 85	$961 73	$9 12
DREYFUS INFLATION ADJUSTED SECS FD	261967830	238 34	12/20/11	12/29/11	$3,296 26	$3,320 10	$-23 84

Short term gains and losses

This category includes sales of assets held 12 months or less

Description	Cusip	Number of shares	Date of acquisition	Sale date	Sales price or pass through gain	Cost, other basis or pass through loss	Net gain or loss
BNY MELLON SMALL CAP STK FD CL M SHS	05569M806	21 08	08/03/11	12/29/11	$219 60	$244.24	$-24 64
INFORMATICA CORP	45666Q102	10	08/04/11	12/29/11	$371 91	$511 38	$-139 47
Total short term gain/loss:					$1,066,822 30	$1,037,765 75	$29,056.55

Short term transactions with loss disallowed due to wash sale

This category includes sales of assets held 12 months or less

Description	Cusip	Number of shares	Date of acquisition	Sale date	Sales price or pass through gain	Cost, other basis or pass through loss	Net gain or loss	Wash sale loss disallowed
CITIGROUP INC	172967101	90	01/31/11	02/03/11	$430 46	$437.40	$-6 94	$6.94
CITIGROUP INC	172967101	80	01/31/11	02/03/11	$382 63	$388.68	$-6 05	$6.05
AMERIPRISE FINL INC	03076C106	20	01/06/11	02/03/11	$1,164 46	$1,202 28	$-37 82	$37 82
OMNICOM GROUP INC COM	681919106	18	01/06/11	02/03/11	$841 91	$852 66	$-10.75	$10.75
OMNICOM GROUP INC COM	681919106	12	01/07/11	02/03/11	$561 28	$569 26	$-7 98	$7 98
SCHWAB CHARLES CORP NEW	808513105	50	03/12/10	02/03/11	$891 58	$925 28	$-33 70	$33 70
FORD MOTOR CO DEL	345370860	80	01/06/11	02/03/11	$1,258 63	$1,458 33	$-199.70	$199 70
CITIGROUP INC	172967101	10	01/31/11	02/03/11	$47 83	$48 46	$-0.63	$0.63
BNY MELLON S/T US GVT SECS FD CL M	05569M780	14241 55	02/19/10	02/17/11	$174,743 84	$176,168 00	$-1,424 16	$84 18

Short term transactions with loss disallowed due to wash sale

This category includes sales of assets held 12 months or less

Description	Cusip	Number of shares	Date of acquisition	Sale date	Sales price or pass through gain	Cost, other basis or pass through loss	Net gain or loss / Wash sale loss disallowed
JEFFERSON CNTY COLO SC 5 0% 12/15/12	472736L54	50000	02/07/11	02/22/11	$53,359 00	$53,522 45	$-163 45 $163 45
BNY MELLON MID CAP STK FD CL M	05569M509	525 39	04/26/11	12/02/11	$6,000 00	$7,129 60	$-1,129 60 $1,129 60
BNY MELLON INTL FD CL M SHSS	05569M871	318 47	08/03/11	12/02/11	$3,000 00	$3,356 69	$-356 69 $356 69
BNY MELLON SMALL CAP STK FD CL M SHS	05569M806	784 31	04/26/11	12/29/11	$8,180 40	$10,000 00	$-1,819 60 $1,122 36
NATIONAL-OILWELL INC	637071101	10	12/09/11	12/29/11	$676.71	$725 62	$-48 91 $48 91
BNY MELLON MID CAP STK FD CL M	05569M509	1337 64	04/26/11	12/29/11	$14,500 00	$18,151 75	$-3 651 75 $1,444.93
AUTOLIV INC COM	052800109	10	08/04/11	12/29/11	$527.72	$588 88	$-61 16 $61 16
Total short term gain/loss from sales:					$266,566 45	$275,525 34	$-8 958 89
Total short term loss disallowed from wash sales:							$4,714 85

Long term gains and losses

This category includes sales of assets held more than 12 months.

Description	Cusip	Number of shares	Date of acquisition	Sale date	Sales price or pass through gain	Cost, other basis or pass through loss	Net gain or loss
HOSPIRA INC	441060100	2	09/17/09	01/04/11	$110.52	$86 06	$24 46
HOSPIRA INC	441060100	10	09/17/09	01/05/11	$547 97	$430 32	$117 65
HOSPIRA INC	441060100	59	09/17/09	01/05/11	$3,225 65	$2,538 92	$686 73
HOSPIRA INC	441060100	8	09/17/09	01/06/11	$437 69	$344 26	$93.43

Long term gains and losses

This category includes sales of assets held more than 12 months.

Description	Cusip	Number of shares	Date of acquisition	Sale date	Sales price or pass through gain	Cost, other basis or pass through loss	Net gain or loss
HOSPIRA INC	441060100	58	09/17/09	01/06/11	$3,172 66	$2,495.88	$676.78
HOSPIRA INC	441060100	13	09/17/09	01/07/11	$714 33	$559 42	$154.91
CISCO SYS INC	17275R102	11	11/18/08	02/10/11	$210 32	$174.21	$36.11
CISCO SYS INC	17275R102	357	11/18/08	02/10/11	$6,780.12	$5,653 85	$1,126 27
CISCO SYS INC	17275R102	86	11/18/08	02/10/11	$1,642 83	$1,361 99	$280.84
CISCO SYS INC	17275R102	5	11/18/08	02/10/11	$95 50	$79 19	$16.31
CISCO SYS INC	17275R102	46	11/18/08	02/10/11	$879 05	$728.50	$150 55
CISCO SYS INC	17275R102	22	11/18/08	02/10/11	$419 31	$348 42	$70.89
CISCO SYS INC	17275R102	10	11/18/08	02/10/11	$191.00	$158.37	$32.63
US TREASURY BOND INFL INDX	912810FS2	220766	11/24/09	02/18/11	$226,439.58	$228,147 93	$-1,708.35
DENVER COLO CITY & CN 4.85% 12/15/18	24916PEL7	100000	05/28/09	02/18/11	$104,120 00	$99,773 00	$4,347.00
COLLIN CNTY TEX 4.6% 2/15/19	1947383X6	100000	08/24/09	02/22/11	$102,550 00	$100,753 00	$1,797.00
MICROSOFT CORP COM	594918104	100	02/19/10	03/02/11	$2,616 44	$2,880.00	$-263.56
MEDTRONIC INC	585055106	140	02/19/10	03/22/11	$5,270.21	$6,092 80	$-822 59
MEDTRONIC INC	585055106	70	03/12/10	03/22/11	$2,635 11	$3,069.49	$-434.38
EXXON MOBIL CORP	30231G102	110	03/12/10	03/23/11	$9,067.60	$7,353 49	$1,714.11
HESS CORP	42809H107	100	03/12/10	03/23/11	$8,055.35	$6,130 98	$1,924 37
HESS CORP	42809H107	10	02/19/10	03/23/11	$805.53	$604.10	$201.43
PUBLIC SERVICE ENTERPRISE GROUP INC (	744573106	44	02/19/10	04/04/11	$1,358 40	$1,353.44	$4.96
PUBLIC SERVICE ENTERPRISE GROUP INC (	744573106	156	02/19/10	04/05/11	$4,814 52	$4,798.56	$15.96
PUBLIC SERVICE ENTERPRISE GROUP INC (	744573106	22	03/12/10	04/05/11	$678 97	$674 30	$4 67
PUBLIC SERVICE ENTERPRISE GROUP INC (	744573106	86	03/12/10	04/05/11	$2,656 81	$2,635 90	$20.91
PUBLIC SERVICE ENTERPRISE GROUP INC (	744573106	92	03/12/10	04/06/11	$2,859 32	$2,819 80	$39.52
AURORA ILL 4 25% 12/30/17	051645YM5	100000	08/19/09	04/13/11	$101,200 00	$99,647.00	$1,553 00
BNY MELLON INTL FD CL M SHSS	05569M871	1541 46	02/18/10	04/26/11	$17,803 80	$15,399 14	$2,404 66

Long term gains and losses

This category includes sales of assets held more than 12 months

Description	Cusip	Number of shares	Date of acquisition	Sale date	Sales price or pass through gain	Cost, other basis or pass through loss	Net gain or loss
DREYFUS PRE STRAT INTER ST-R	86271F768	836 96	04/15/10	04/26/11	$12,077.32	$10,805.14	$1,272.18
DREYFUS INFLATION ADJUSTED SECS FD	261967830	560 95	03/12/10	04/26/11	$7,404.54	$7,000 65	$403.89
MELLON-NEWTON INTERNATIONAL EQUITY	26203E604	140.35	04/15/10	04/26/11	$2,621 72	$2,415.41	$206 31
ISHARES GSCI COMMODITY-INDEXED	46428R107	7	02/18/10	04/26/11	$270.19	$215 69	$54.50
GOOGLE INC	38259P508	8	03/12/10	05/02/11	$4,316 21	$4,654 80	$-338 59
GOOGLE INC	38259P508	3	03/12/10	05/02/11	$1,619.13	$1,745 55	$-126.42
MICROSOFT CORP COM	594918104	420	02/19/10	05/02/11	$10,725.55	$12,096 00	$-1,370 45
HOME DEPOT INC USD 0 05	437076102	250	02/19/10	05/05/11	$9,286 28	$7,575 00	$1,711 28
PFIZER INC COM	717081103	200	02/19/10	05/09/11	$4,110.54	$3,570 00	$540 54
CVS CORP	126650100	80	02/19/10	05/09/11	$2,996.69	$2,718 40	$278 29
PFIZER INC COM	717081103	170	02/19/10	05/10/11	$3,518.10	$3,034 50	$483 60
CVS CORP	126650100	20	02/19/10	05/10/11	$745.55	$679 60	$65 95
PHILIP MORRIS INTERNATIONAL	718172109	120	03/12/10	05/13/11	$8,212.37	$6,013 18	$2,199.19
PHILIP MORRIS INTERNATIONAL	718172109	10	02/19/10	05/13/11	$684 36	$500.70	$183 66
LIMITED INC	532716107	40	02/19/10	05/13/11	$1,673.22	$848 80	$824 42
LIMITED INC	532716107	90	02/19/10	05/16/11	$3,743.66	$1,909.80	$1,833 86
HUMAN GENOME SCIENCES INC COM	444903108	140	03/12/10	07/20/11	$3,247.80	$4,575 18	$-1,327 38
HUMAN GENOME SCIENCES INC COM	444903108	93	02/19/10	07/21/11	$2,160 72	$2,725 83	$-565 11
HUMAN GENOME SCIENCES INC COM	444903108	119	02/19/10	07/22/11	$2,614 99	$3,487 89	$-872 90
HUMAN GENOME SCIENCES INC COM	444903108	52	02/19/10	07/22/11	$1,143.82	$1,524 12	$-380 30
HUMAN GENOME SCIENCES INC COM	444903108	20	06/29/10	07/22/11	$439 49	$451 20	$-11 71
HUMAN GENOME SCIENCES INC COM	444903108	6	02/19/10	07/22/11	$138 37	$175 86	$-37 49
DREYFUS INFLATION ADJUSTED SECS FD	261967830	35 29	03/31/10	08/03/11	$483 83	$439.36	$44 47
DREYFUS INFLATION ADJUSTED SECS FD	261967830	710 44	03/12/10	08/03/11	$9,740 07	$8,866 23	$873.84
DREYFUS INFLATION ADJUSTED SECS FD	261967830	1 32	02/26/10	08/03/11	$18.12	$16 49	$1 63

Long term gains and losses

This category includes sales of assets held more than 12 months

Description	Cusip	Number of shares	Date of acquisition	Sale date	Sales price or pass through gain	Cost, other basis or pass through loss	Net gain or loss
DREYFUS INFLATION ADJUSTED SECS FD	261967830	863 23	02/19/10	08/03/11	$11,834 85	$10,729 91	$1,104 94
BNY MELLON S/T US GVT SECS FD CL M	05569M780	44 39	04/30/10	08/03/11	$545 60	$548.27	$-2.67
BNY MELLON S/T US GVT SECS FD CL M	05569M780	44 43	05/28/10	08/03/11	$546 00	$549 11	$-3 11
BNY MELLON S/T US GVT SECS FD CL M	05569M780	358 79	04/15/10	08/03/11	$4,409 48	$4,431 01	$-21.53
MORGAN STANLEY DEAN WITTER & CO	617446448	20	06/29/10	08/12/11	$360 31	$467 20	$-106.89
MORGAN STANLEY DEAN WITTER & CO	617446448	110	03/12/10	08/12/11	$1,981.72	$3,332.98	$-1,351.26
MORGAN STANLEY DEAN WITTER & CO	617446448	230	02/19/10	08/12/11	$4,143 60	$6,237 60	$-2,094 00
BANK AMER CORP	060505104	440	03/12/10	08/12/11	$3,230 81	$7,431 60	$-4,200.79
SCHWAB CHARLES CORP NEW	808513105	10	06/29/10	08/12/11	$120 07	$142.27	$-22.20
SCHWAB CHARLES CORP NEW	808513105	80	03/12/10	08/12/11	$960 56	$1,480.44	$-519 88
SCHWAB CHARLES CORP NEW	808513105	200	02/19/10	08/12/11	$2,401 39	$3,634 00	$-1,232 61
BANK AMER CORP	060505104	90	02/19/10	08/12/11	$660.85	$1,417 50	$-756.65
BANK AMER CORP	060505104	300	05/06/10	08/12/11	$2,202.83	$4,869 42	$-2,666.59
OCCIDENTAL PETROLEUM CORPORATION C	674599105	110	06/11/10	08/17/11	$9,655 83	$9,288 84	$366.99
TIME WARNER INC	887317303	96	02/19/10	08/22/11	$2,671.53	$2,787 84	$-116 31
CUMMINS ENGINE INC	231021106	30	03/12/10	08/22/11	$2,421 03	$1,807 49	$613 54
CUMMINS ENGINE INC	231021106	23	03/12/10	08/22/11	$1,868 30	$1,385.75	$482 55
TIME WARNER INC.	887317303	124	02/19/10	08/23/11	$3,469 85	$3,600 96	$-131 11
NEWS CORP	65248E203	136	03/12/10	08/23/11	$2,175 01	$2,253 51	$-78.50
GOOGLE INC	38259P508	19	02/19/10	10/11/11	$10,321 69	$10,269 50	$52 19
GOOGLE INC	38259P508	2	03/12/10	10/11/11	$1,086.49	$1,163 70	$-77.21
HALLIBURTON COMPANY COM	406216101	90	03/12/10	10/18/11	$3,106.36	$2,834 98	$271.38
CAPITAL ONE FINL CORP COM	14040H105	10	07/07/10	10/18/11	$411.03	$409 38	$1.65
CAPITAL ONE FINL CORP COM	14040H105	100	03/12/10	10/18/11	$4,110 28	$3,994 99	$115.29
INTERNATIONAL BUSINESS MACHINES CORI	459200101	40	08/11/10	10/18/11	$7,129 90	$5,203 68	$1,926.22

Long term gains and losses

This category includes sales of assets held more than 12 months.

Description	Cusip	Number of shares	Date of acquisition	Sale date	Sales price or pass through gain	Cost, other basis or pass through loss	Net gain or loss
HALLIBURTON COMPANY COM	406216101	170	02/19/10	10/18/11	$5,867 57	$5,332 90	$534.67
HALLIBURTON COMPANY COM	406216101	20	06/29/10	10/18/11	$690 30	$488 60	$201.70
CAPITAL ONE FINL CORP COM	14040H105	20	09/30/10	10/19/11	$819.33	$791.80	$27 53
CAPITAL ONE FINL CORP COM	14040H105	130	09/30/10	10/19/11	$5,220 21	$5,146.73	$73 48
INTERNATIONAL BUSINESS MACHINES CORI	459200101	2	08/11/10	10/31/11	$371 50	$260 18	$111.32
INTERNATIONAL BUSINESS MACHINES CORI	459200101	34	03/12/10	10/31/11	$6,315 58	$4,345 88	$1,969 70
TEXTRON INCORPORATED COMMON	883203101	300	02/19/10	11/02/11	$5,492 65	$5,880 00	$-387 35
TEXTRON INCORPORATED COMMON	883203101	160	03/12/10	11/02/11	$2,929 41	$3,571 18	$-641.77
TEXTRON INCORPORATED COMMON	883203101	20	06/29/10	11/02/11	$366 18	$337 60	$28 58
TEXTRON INCORPORATED COMMON	883203101	10	09/02/10	11/02/11	$183.09	$182 78	$0 31
NORDSTROM INC	655664100	80	08/09/10	11/02/11	$4,047 10	$2,798 57	$1,248 53
NORDSTROM INC	655664100	41	07/07/10	11/02/11	$2,074 14	$1,360 07	$714 07
NORDSTROM INC	655664100	11	07/07/10	11/02/11	$559 16	$364 90	$194 26
NORDSTROM INC	655664100	7	09/02/10	11/03/11	$349.51	$226 23	$123 28
NORDSTROM INC	655664100	128	07/07/10	11/03/11	$6,356 40	$4,246 08	$2,110 32
NORDSTROM INC	655664100	13	09/02/10	11/03/11	$645 57	$420 15	$225 42
CONOCOPHILLIPS	20825C104	90	03/12/10	11/11/11	$6,489 79	$4,643 98	$1,845 81
CONOCOPHILLIPS	20825C104	10	03/12/10	11/14/11	$715 51	$516 00	$199 51
NEWELL RUBBERMAID INC	651229106	50	09/20/10	11/18/11	$758 43	$870 29	$-111 86
NEWELL RUBBERMAID INC	651229106	115	09/20/10	11/21/11	$1,693 62	$2,001 68	$-308.06
NEWELL RUBBERMAID INC	651229106	29	09/20/10	11/21/11	$428 09	$504 77	$-76 68
NEWELL RUBBERMAID INC	651229106	144	09/20/10	11/22/11	$2,115 31	$2,506 45	$-391 14
NEWELL RUBBERMAID INC	651229106	7	09/20/10	11/23/11	$100 63	$119 54	$-18 91
NEWELL RUBBERMAID INC	651229106	135	09/20/10	11/23/11	$1,940 67	$2,349 80	$-409 13
COMERICA INC COM	200340107	16	09/09/10	12/02/11	$407 35	$588 94	$-181 59

Long term gains and losses

This category includes sales of assets held more than 12 months

Description	Cusip	Number of shares	Date of acquisition	Sale date	Sales price or pass through gain	Cost, other basis or pass through loss	Net gain or loss
COMERICA INC COM	200340107	11	09/09/10	12/02/11	$280.05	$411 78	$-131.73
COMERICA INC COM	200340107	19	09/08/10	12/02/11	$483 73	$696 46	$-212.73
COMERICA INC COM	200340107	58	09/09/10	12/02/11	$1,476 64	$2,136 50	$-659.86
COMERICA INC COM	200340107	7	09/07/10	12/05/11	$180 97	$252.93	$-71 96
COMERICA INC COM	200340107	23	09/08/10	12/05/11	$594 62	$841.86	$-247 24
COMERICA INC COM	200340107	48	09/07/10	12/05/11	$1,240 94	$1,735.85	$-494.91
COMERICA INC COM	200340107	95	09/08/10	12/05/11	$2,456 03	$3,482 30	$-1,026.27
COMERICA INC COM	200340107	13	09/07/10	12/05/11	$336 09	$470 95	$-134.86
THERMO ELECTRON CORP	883556102	45	03/12/10	12/08/11	$2,047 75	$2,251 79	$-204 04
THERMO ELECTRON CORP	883556102	11	06/29/10	12/09/11	$500.89	$545 71	$-44 82
THERMO ELECTRON CORP	883556102	9	06/29/10	12/09/11	$406 86	$446 49	$-39 63
THERMO ELECTRON CORP	883556102	55	03/12/10	12/09/11	$2,486.39	$2,752 19	$-265.80
THERMO ELECTRON CORP	883556102	116	12/31/08	12/09/11	$5,282.16	$3,946 36	$1,335.80
THERMO ELECTRON CORP	883556102	68	12/31/08	12/12/11	$3,061.96	$2,313 38	$748 58
THERMO ELECTRON CORP	883556102	14	12/31/08	12/12/11	$630.70	$476 28	$154 42
BNY MELLON INCOME STK FD CL M	05569M301	1293 98	02/18/10	12/22/11	$8,423 82	$7,466 28	$957.54
CUMMINS ENGINE INC	231021106	1	03/12/10	12/29/11	$88 86	$60 25	$28 61
CONOCOPHILLIPS	20825C104	10	06/29/10	12/29/11	$726 22	$498 00	$228.22
PFIZER INC COM	717081103	70	02/19/10	12/29/11	$1,514 25	$1,249 50	$264.75
ORACLE CORPORATION	68389X105	10	09/30/10	12/29/11	$257 35	$270 55	$-13 20
CARNIVAL CORP	143658300	20	07/01/10	12/29/11	$655 44	$624 60	$30.84
CAPITAL ONE FINL CORP COM	14040H105	10	09/30/10	12/29/11	$424 86	$395 90	$28.96
LIMITED INC	532716107	10	02/19/10	12/29/11	$406 32	$212 20	$194 12
J P MORGAN CHASE & CO	46625H100	40	03/12/10	12/29/11	$1,328 07	$1,728 80	$-400 73
APACHE CORPORATION COM	037411105	2	03/12/10	12/29/11	$179 10	$213 28	$-34 18

Long term gains and losses

This category includes sales of assets held more than 12 months

Description	Cusip	Number of shares	Date of acquisition	Sale date	Sales price or pass through gain	Cost, other basis or pass through loss	Net gain or loss
APPLE COMPUTER INC COM	037833100	3	03/12/10	12/29/11	$1,214 78	$680 67	$534.11
AMERICAN EXPRESS COMPANY	025816109	10	06/21/10	12/29/11	$472 66	$424 82	$47 84
ALLIANCE DATA SYS CORP	018581108	1	03/12/10	12/29/11	$104 40	$62 30	$42.10
BANK AMER CORP	060505104	50	02/19/10	12/29/11	$268 59	$787 50	$-518 91
ISHARES GSCI COMMODITY-INDEXED	46428R107	75	02/18/10	12/29/11	$2,466 21	$2,310 91	$155.30
NEWS CORP	65248E203	50	03/12/10	12/29/11	$905 73	$828 50	$77.23
BNY MELLON INCOME STK FD CL M	05569M301	1035 01	02/18/10	12/29/11	$6,800 00	$5,972.00	$828 00
DREYFUS INFLATION ADJUSTED SECS FD	261967830	508 52	02/19/10	12/29/11	$7,032 89	$6,320.95	$711 94
CUMMINS ENGINE INC	231021106	9	02/19/10	12/29/11	$799 74	$514 17	$285 57
BNY MELLON INTERMEDIATE BOND FD CL M	05569M814	86 09	12/16/10	12/29/11	$1,119 99	$1,106 22	$13 77
BNY MELLON INTERMEDIATE BOND FD CL M	05569M814	99 87	05/04/10	12/29/11	$1,299.31	$1,285 33	$13 98
BNY MELLON INTERMEDIATE BOND FD CL M	05569M814	39 54	02/26/10	12/29/11	$514 38	$508 44	$5.94
MERCK & CO INC	58933Y105	20	02/19/10	12/29/11	$752.89	$744.80	$8 09
VALE SA-SP ADR	91912E105	30	03/12/10	12/29/11	$637 56	$906.60	$-269 04
GOOGLE INC	38259P508	1	02/19/10	12/29/11	$641 28	$540 50	$100 78
OCCIDENTAL PETROLEUM CORPORATION C	674599105	10	06/11/10	12/29/11	$931.94	$844 44	$87 50
PROCTER & GAMBLE CO COM	742718109	10	03/12/10	12/29/11	$668 42	$634 10	$34 32
NORFOLK SOUTHERN CORP	655844108	10	03/12/10	12/29/11	$727 41	$544 40	$183 01
AT&T INC	00206R102	10	03/12/10	12/29/11	$301 14	$256 50	$44.64
INTERNATIONAL BUSINESS MACHINES COR	459200101	5	03/12/10	12/29/11	$929 22	$639.10	$290 12
BNY MELLON INTERMEDIATE BOND FD CL M	05569M814	3173 62	04/15/10	12/29/11	$41,288 80	$40,749.28	$539 52
Total long term gain/loss for sales of assets:					$949,461 11	$927,406 45	$22,054 66

Long term transactions with loss disallowed due to wash sale

This category includes sales of assets held more than 12 months.

Description	Cusip	Number of shares	Date of acquisition	Sale date	Sales price or pass through gain	Cost, other basis or pass through loss	Net gain or loss / Wash sale loss disallowed
BNY MELLON S/T US GVT SECS FD CL M	05569M780	325 97	03/12/10	08/03/11	$4,006 12	$4,032 20	$-26 08 $0 63
NEWS CORP	65248E203	154	03/12/10	08/22/11	$2,419 88	$2,551 76	$-131 88 $17 13
BNY MELLON S/T US GVT SECS FD CL M	05569M780	187 76	04/15/10	12/29/11	$2,300.00	$2,318 77	$-18 77 $1 06
Total long term gain/loss from sales:					$8,726 00	$8,902 73	$-176 73
Total long term loss disallowed from wash sales:							$18 82

PURCHASES

	DATE	INCOME CASH	PRINCIPAL CASH
VANGUARD SHORT-TERM BOND INDEX - SIG #1349			
RECD 2.041 SHS AS A REINVESTED DIV AT $ 10.640 PER SH	12/01/11		-21.72
RECD 3.686 SHS AS A REINVESTED CAPITAL GAINS DISTRIBUTION	12/23/11		-39.04
RECD .720 SHS AS A REINVESTED CAPITAL GAINS DISTRIBUTION	12/23/11		-7.62
TOTAL PURCHASES		**$ 0.00**	**$ -34,917.18**

SALES

	DATE	PROCEEDS	COST	REALIZED GAIN/LOSS
BUFFALO MID CAP FUND				
LONG TERM CAPITAL GAINS DIST OF $ .319 PER SH ON 7,988 SH	12/21/11	2,553.45		2,553.45
HEARTLAND VALUE PLUS FUND - IS #120				
LONG TERM CAPITAL GAINS DIST OF $ .319 PER SH ON 3,122 SH	12/30/11	999.11		999.11
SOLD 213.675 SHS 12/29/11 @ 27.93	12/30/11	5,967.94	-5,873.93	94.01
BMO GOVERNMENT MONEY MARKET FUND				
SALES (3) 12/01/11 TO 12/31/11	12/31/11	21,505.60	-21,505.60	
SALES (3) 12/01/11 TO 12/31/11	12/31/11	6,827.51	-6,827.51	

FIRST WESTERN TRUST BANK

ERION FOUNDATION CONSOLIDATED

ACCOUNT NUMBER: 99-2336-AA-5
STATEMENT PERIOD: 12/01/11 - 12/31/11

SALES

	DATE	PROCEEDS	COST	REALIZED GAIN/LOSS
PIMCO COMMODITY REALRETURN STRATEGY FUND - INS				
LONG TERM CAPITAL GAINS DIST OF $ .034 PER SH ON 10,061 SH	12/08/11	348.84		348.84
SHORT TERM CAPITAL GAINS DIST OF $ .145 PERSH ON 10,061 SH	12/08/11	1,466.11		1,466.11
SOLD 2297.090 SHS 12/29/11 @ 6.5	12/30/11	14,931.08	-18,606.43	-3,675.35
TCW SMALL CAP GROWTH FUND CLASS I #4724				
SOLD 232.468 SHS 12/29/11 @ 26.08	12/30/11	6,062.77	-6,013.95	48.82
VANGUARD SHORT-TERM BOND INDEX - SIG #1349				
LONG TERM CAPITAL GAINS DIST OF $ .041 PER SH ON 952 SH	12/23/11	39.04		39.04
SHORT TERM CAPITAL GAINS DIST OF $ .008 PERSH ON 952 SH	12/23/11	7.62		7.62
SOLD 952.180 SHS 12/22/11 @ 10.59	12/23/11	10,083.59	-10,061.91	21.68
TOTAL SALES		**$ 70,792.66**	**$ -68,889.33**	**$ 1,903.33**

SALES

	DATE	PROCEEDS	COST	REALIZED GAIN/LOSS
MARSHALL GOVT MONEY MKT I #604 SALES (3) 12/01/11 TO 12/31/11	12/31/11	6,827.51	-6,827 51	
TOTAL SALES		**$ 6,827.51**	**$ -6,827.51**	**$ 0.00**

NON-CASH ACTIVITY

	DATE	COST
BMO GOVERNMENT MONEY MARKET FUND CL I # 604 MARSHALL GOVT MONEY MARKET FD I #604 NAME CHANGE TO	12/29/11	
TOTAL NON-CASH TRANSACTIONS		**$ 0.00**

THE VALUATION OF ASSETS OVER WHICH FWTB EITHER DOES NOT HAVE CUSTODY OF OR ARE NOT PRICED BY A STANDARD PRICING SERVICE, MAY NOT BE CURRENT. THESE ASSETS ARE REFLECTED ON YOUR STATEMENTS AS AN ACCOMMODATION ONLY AND YOU SHOULD CONSULT WITH THE CUSTODIAN OF RECORD FOR CURRENT PRICING OF THE HOLDINGS. THE VALUATION OF ASSETS SUCH AS LIMITED PARTNERSHIPS (LP'S), ANNUITIES, REAL ESTATE, AND OTHER ILLIQUID ASSETS THAT DO NOT HAVE DAILY PRICING AVAILABLE, MAY HAVE A MONTH OR LONGER LAG TIME BEFORE THEIR CURRENT ESTIMATED PRICE IS REFLECTED ON THE STATEMENT. IN ADDITION, CERTAIN FIXED INCOME LIMITED PARTNERSHIPS WILL NOT REFLECT YIELD OR ACCRUED INCOME RESULTING FROM THE INTERNAL STRUCTURE OF LP'S OR LLC'S. PLEASE CONTACT YOUR PORTFOLIO MANAGER FOR FURTHER DETAILED INFORMATION.

FIRST WESTERN TRUST BANK
ERION FOUNDATION

ACCOUNT NUMBER: 61-2336-03-2
STATEMENT PERIOD: 12/01/11 - 12/31/11

SALES

	DATE	PROCEEDS	COST	REALIZED GAIN/LOSS
BUFFALO MID CAP FUND				
LONG TERM CAPITAL GAINS DIST OF $ 319 PER SH ON 7,988 SH	12/21/11	2,553.45		2,553.45
HEARTLAND VALUE PLUS FUND - IS #120				
LONG TERM CAPITAL GAINS DIST OF $ .319 PER SH ON 3,122 SH	12/30/11	999.11		999.11
SOLD 213.675 SHS 12/29/11 @ 27.93	12/30/11	5,967.94	-5,873 93	94.01
BMO GOVERNMENT MONEY MARKET FUND				
SALES (3) 12/01/11 TO 12/31/11	12/31/11	21,505.60	-21,505 60	
PIMCO COMMODITY REALRETURN STRATEGY FUND - INS				
LONG TERM CAPITAL GAINS DIST OF $ .034 PER SH ON 10,061 SH	12/08/11	348.84		348.84
SHORT TERM CAPITAL GAINS DIST OF $ .145 PERSH ON 10,061 SH	12/08/11	1,466.11		1,466.11
SOLD 2297.090 SHS 12/29/11 @ 6.5	12/30/11	14,931 08	-18,606.43	-3,675.35
TCW SMALL CAP GROWTH FUND CLASS I #4724				
SOLD 232.468 SHS 12/29/11 @ 26 08	12/30/11	6,062.77	-6,013.95	48.82
VANGUARD SHORT-TERM BOND INDEX - SIG #1349				
LONG TERM CAPITAL GAINS DIST OF $ .041 PER SH ON 952 SH	12/23/11	39.04		39.04
SHORT TERM CAPITAL GAINS DIST OF $ 008 PERSH ON 952 SH	12/23/11	7.62		7.62

SALES

	DATE	PROCEEDS	COST	REALIZED GAIN/LOSS
SOLD 952.180 SHS 12/22/11 @ 10.59	12/23/11	10,083.59	-10,061.91	21 68
TOTAL SALES		**$ 63,965.15**	**$ -62,061.82**	**$ 1,903.33**

NON-CASH ACTIVITY

	DATE	COST
AETOS CAPITAL, LLC CUSTOM PORTFOLIO TO ADJUST UNITS	12/27/11	
FWCM FIXED INCOME LP TO ADJUST UNITS	12/31/11	
BMO GOVERNMENT MONEY MARKET FUND CL I # 604 MARSHALL GOVT MONEY MARKET FD I #604 NAME CHANGE TO	12/29/11	
TOTAL NON-CASH TRANSACTIONS		**$ 0.00**

THE VALUATION OF ASSETS OVER WHICH FWTB EITHER DOES NOT HAVE CUSTODY OF OR ARE NOT PRICED BY A STANDARD PRICING SERVICE, MAY NOT BE CURRENT. THESE ASSETS ARE REFLECTED ON YOUR STATEMENTS AS AN ACCOMMODATION ONLY AND YOU SHOULD CONSULT WITH THE CUSTODIAN OF RECORD FOR CURRENT PRICING OF THE HOLDINGS. THE VALUATION OF ASSETS SUCH AS LIMITED PARTNERSHIPS (LP'S), ANNUITIES, REAL ESTATE, AND OTHER ILLIQUID ASSETS THAT DO NOT HAVE DAILY PRICING AVAILABLE, MAY HAVE A MONTH OR LONGER LAG TIME BEFORE THEIR CURRENT ESTIMATED PRICE IS REFLECTED ON THE STATEMENT. IN ADDITION, CERTAIN FIXED INCOME LIMITED PARTNERSHIPS WILL NOT REFLECT YIELD OR ACCRUED INCOME RESULTING FROM THE INTERNAL STRUCTURE OF LP'S OR LLC'S. PLEASE CONTACT YOUR PORTFOLIO MANAGER FOR FURTHER DETAILED INFORMATION.

Form **8868** (Rev January 2012) Department of the Treasury Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

OMB No 1545-1709

▶ **File a separate application for each return.**

- If you are filing for an **Automatic 3-Month Extension, complete only Part I** and check this box . . . . ▶ ☐
- If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** (on page 2 of this form).

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.

Electronic filing (*e-file*). You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit *www irs gov/efile* and click on *e-file for Charities & Nonprofits*.

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete Part I only . . . . ▶ ☒

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns

Enter filer's identifying number, see instructions

Type or print File by the due date for filing your return See instructions	Name of exempt organization or other filer, see instructions ERION FOUNDATION	Employer identification number (EIN) or ☒ 84-1358074
	Number, street, and room or suite no If a P O box, see instructions PO BOX 732	Social security number (SSN) ☐
	City, town or post office, state, and ZIP code For a foreign address, see instructions LOVELAND, CO 80539	

Enter the Return code for the return that this application is for (file a separate application for each return) 0 7

Application Is For	**Return Code**	**Application Is For**	**Return Code**
Form 990	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 990-EZ	01	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

- The books are in the care of ▶ THE COMPANY

Telephone No ▶ 970 669-9525 FAX No ▶

- If the organization does not have an office or place of business in the United States, check this box . . . . ▶ ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ______ . If this is for the whole group, check this box . . . . . . ▶ ☐ . If it is for part of the group, check this box . . . . ▶ ☐ and attach a list with the names and EINs of all members the extension is for.

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until 11/15 , 20 12 , to file the exempt organization return for the organization named above. The extension is for the organization's return for

▶ ☒ calendar year 20 11 or

▶ ☐ tax year beginning ______, 20 __, and ending ______, 20 __

COPY

2 If the tax year entered in line 1 is for less than 12 months, check reason ☐ Initial return ☐ Final return ☐ Change in accounting period

3a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits See instructions	**3a**	$ 0
b	If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made Include any prior year overpayment allowed as a credit	**3b**	$ 0
c	**Balance due.** Subtract line 3b from line 3a Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions	**3c**	$ 0

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions