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

2011

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

For calendar year 2011 or tax year beginning

, and ending

Name of foundation WOOSTER-BARCOTT FOUNDATION		A Employer identification number 91-1744796
Number and street (or P.O. box number if mail is not delivered to street address) P. O. BOX 2926		B Telephone number (425) 355-6472
City or town, state, and ZIP code EVERETT, WA 98213		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) \$ 224,669.	J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) _____	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))	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received			N/A	
2 Check ☒ if the foundation is not required to attach Sch. B				
3 Interest on savings and temporary cash investments				
4 Dividends and interest from securities	4,561.	4,561.		STATEMENT 1
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	<1,182.>			
b Gross sales price for all assets on line 6a	167,078.			
7 Capital gain net income (from Part IV, line 2)		0.		
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)				
11 Other income	42.	0.		STATEMENT 2
12 Total. Add lines 1 through 11	3,421.	4,561.		
13 Compensation of officers, directors, trustees, etc.	0.	0.		0.
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees STMT 3	1,817.	0.		1,817.
b Accounting fees STMT 4	1,850.	925.		925.
c Other professional fees STMT 5	80.	80.		0.
17 Interest				
18 Taxes STMT 6	144.	144.		0.
19 Depreciation and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses STMT 7	120.	0.		120.
24 Total operating and administrative expenses. Add lines 13 through 23	4,011.	1,149.		2,862.
25 Contributions, gifts, grants paid	10,000.			10,000.
26 Total expenses and disbursements. Add lines 24 and 25	14,011.	1,149.		12,862.
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	<10,590.>			
b Net investment income (if negative, enter -0-)		3,412.		
c Adjusted net income (if negative, enter -0-)			N/A	

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	551.	3,999.	3,999.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	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			
	b Investments - corporate stock			
	c Investments - corporate bonds			
Liabilities	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 9	236,570.	222,532.	220,670.
	14 Land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 Total assets (to be completed by all filers)	237,121.	226,531.	224,669.
	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			
	22 Other liabilities (describe ▶)			
Net Assets or Fund Balances	23 Total liabilities (add lines 17 through 22)	0.	0.	
	Foundations that follow SFAS 117, check here ▶ ☐			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☒			
	27 Capital stock, trust principal, or current funds	0.	0.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	237,121.	226,531.	
	30 Total net assets or fund balances	237,121.	226,531.	
	31 Total liabilities and net assets/fund balances	237,121.	226,531.	

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	237,121.
2 Enter amount from Part I, line 27a	2	<10,590.>
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	226,531.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	226,531.

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Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a SEE ATTACHMENT #2 - SHORT TERM CAPITAL GAINS	P		
b SEE ATTACHMENT #2 - LONG TERM CAPITAL GAINS	P		
c CAPITAL GAINS DIVIDENDS			
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 27,024.		27,654.	<630.>
b 139,710.		140,606.	<896.>
c 344.			344.
d			
e			

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			<630.>
b			<896.>
c			344.
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	<1,182.>
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). If (loss), enter -0- in Part I, line 8		3	N/A

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 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	13,901.	227,896.	.060997
2009	9,363.	201,385.	.046493
2008	12,172.	252,600.	.048187
2007	11,486.	294,051.	.039061
2006	17,793.	287,225.	.061948

2 Total of line 1, column (d)	2	.256686
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	.051337
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	240,406.
5 Multiply line 4 by line 3	5	12,342.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	34.
7 Add lines 5 and 6	7	12,376.
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.	8	12,862.

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	34.
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	0.
3 Add lines 1 and 2		3	34.
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	34.
6 Credits/Payments:			
a 2011 estimated tax payments and 2010 overpayment credited to 2011	6a	40.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	40.	
8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	6.	
11 Enter the amount of line 10 to be Credited to 2012 estimated tax	11	0.	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
1c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. \$ 0. (2) On foundation managers. \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV.	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <u>WA</u>		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

N/A

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	X	
14	The books are in care of ► JAMES BARCOTT Telephone no. ► (425) 355-6472 Located at ► 5029 27TH AVENUE WEST, EVERETT, WA ZIP+4 ► 98203			
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 N/A			
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? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►	16	Yes	No X

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No		
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No		
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ☐	1b	X
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.) N/A	2b	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ►		
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.) N/A	3b	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011?	4b	X

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

5a During the year did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)?

☐ 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)?

N/A

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?

N/A

☐ 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?

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

☐ Yes ☒ No

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

N/A

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

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.

(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
JAMES W. BARCOTT	TRUSTEE			
5403 EDGEWOOD DR. E.				
EDGEWOOD, WA 98372	0.25	0.	0.	0.
RICHARD A. BARCOTT	TRUSTEE			
8120 VIA BELLANOTTE				
ORLANDO, FL 32836	0.02	0.	0.	0.
DR. DONNA SCHWARTZ-BARCOTT	TRUSTEE			
157 WEAVER HILL ROAD WEST				
WEST GREENWICH, RI 02817	0.02	0.	0.	0.

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

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

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

0

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Part IX 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	240,874.
b	Average of monthly cash balances	1b	3,193.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	244,067.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	244,067.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	3,661.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	240,406.
6	Minimum investment return. Enter 5% of line 5	6	12,020.

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	12,020.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	34.
b	Income tax for 2011 (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	34.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	11,986.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	11,986.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	11,986.

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	12,862.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	12,862.
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	5	34.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	12,828.

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

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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				11,986.
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2011:				
a From 2006	2,292.			
b From 2007				
c From 2008				
d From 2009				
e From 2010	2,582.			
f Total of lines 3a through e	4,874.			
4 Qualifying distributions for 2011 from Part XII, line 4: ▶ \$	12,862.			
a Applied to 2010, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2011 distributable amount				11,986.
e Remaining amount distributed out of corpus	876.			
5 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	5,750.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2010. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2006 not applied on line 5 or line 7	2,292.			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	3,458.			
10 Analysis of line 9:				
a Excess from 2007				
b Excess from 2008				
c Excess from 2009				
d Excess from 2010	2,582.			
e Excess from 2011	876.			

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				
AMERICAN RED CROSS 2025 E STREET NW WASHINGTON, D.C., DC 20006	NONE	170(B)(1) (A)(VI) PUB. CHARITY	TO PROVIDE RELIEF TO VICTIMS OF DISASTER AND PREVENT, PREPARE FOR, AND RESPOND TO EMERGENCIES.	2,000.
BETHEL BAPTIST CHURCH, EVERETT, WA 2625 HOYT AVENUE EVERETT, WA 98201	NONE	170(B)(1) (A)(I) CHURCH	TO SUPPORT THE OPERATING EXPENSES OF THE CHURCH	2,000.
CAROLINA FOR KIBERA INC. 223 EAST FRANKLIN STREET, CB #5145 CHAPEL HILL, NC 27599	NONE	170(B)(1) (A)(VI) PUB. CHARITY	TO PREVENT ETHNO-RELIGIOUS VIOLENCE THROUGH SPORTS	2,000.
HAND IN HAND MINISTRIES INC 2225 STEIER LANE LOUISVILLE, KY 40218	NONE	170(B)(1) (A)(VI) PUB. CHARITY	TO PROVIDE LIFE'S ESSENTIALS TO THE POOREST OF THE POOR	2,000.
WASHINGTON AGRICULTURAL FAMILIES ASSISTANCE P.O. BOX 143 RENTON, WA 98057	NONE	170(B)(1) (A)(VI) PUB. CHARITY	TO PROVIDE HOUSING FOR WASHINGTON'S RURAL POPULATION	2,000.
Total				10,000.
b Approved for future payment				
NONE				
Total				0.

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES	STATEMENT	1
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SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
ML ACCT #4271 - DIVIDENDS	4,905.	344.	4,561.
TOTAL TO FM 990-PF, PART I, LN 4	4,905.	344.	4,561.

FORM 990-PF	OTHER INCOME	STATEMENT	2
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DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
EXCISE TAX REFUND	42.	0.	
TOTAL TO FORM 990-PF, PART I, LINE 11	42.	0.	

FORM 990-PF	LEGAL FEES	STATEMENT	3
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	1,817.	0.		1,817.
TO FM 990-PF, PG 1, LN 16A	1,817.	0.		1,817.

FORM 990-PF	ACCOUNTING FEES	STATEMENT	4
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	1,850.	925.		925.
TO FORM 990-PF, PG 1, LN 16B	1,850.	925.		925.

FORM 990-PF	OTHER PROFESSIONAL FEES	STATEMENT	5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ML #4271 - INVESTMENT FEES	80.	80.		0.
TO FORM 990-PF, PG 1, LN 16C	80.	80.		0.

FORM 990-PF	TAXES	STATEMENT	6
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES PAID	34.	34.		0.
ML ADJUSTMENT	110.	110.		0.
TO FORM 990-PF, PG 1, LN 18	144.	144.		0.

FORM 990-PF	OTHER EXPENSES	STATEMENT	7
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
SECRETARY OF STATE FILING	25.	0.		25.
BANK FEES	2.	0.		2.
OFFICE & ADMINISTRATIVE EXPENSES	93.	0.		93.
TO FORM 990-PF, PG 1, LN 23	120.	0.		120.

FOOTNOTES	STATEMENT	8
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FORM 990-PF, PAGE 5, PART VII-B, LINE 1A(4)-
EXPENSE REIMBURSED TO A DISQUALIFIED PERSON:

THE WOOSTER-BARCOTT FOUNDATION REIMBURSED THE EXPENSES OF
ITS TRUSTEES AS FOLLOWS:

MARY BARCOTT (JAMES BARCOTT'S SPOUSE):

MAILING EXPENSE & ANNUAL MEETING EXPENSE	93.
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FORM 990-PF	OTHER INVESTMENTS	STATEMENT	9
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
MUTUAL FUNDS - SEE ATTACHMENTS #1A & 1B	COST	197,032.	193,403.
1,550/550 SH BAC CLIRN GOLD SPOT	COST	5,500.	7,222.
1,000 EAFE ARN ISSUER RBC	COST	10,000.	8,025.
1,000 RICI CLIRN ISSUER BAC	COST	10,000.	12,020.
TOTAL TO FORM 990-PF, PART II, LINE 13		222,532.	220,670.

Wooster-Barcott Foundation

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Part II, Line 13(a) - Investments - Mutual Funds
Beginning of Year Book & Fair Market Values
Attachment #1A - Page 1 of 2

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 12/31/10
Mutual Funds/Closed End Funds/UIT				
135	ISHARES DOW JONES US REAL ESTATE INDEX FUND	12/10/09	6,126.18	7,554.60
772	BLACKROCK INTERNATL VALUE FD A .3080 Fractional Share	10/19/06 07/06/10	19,023.85 5.53	16,675.20 6.65
2,371	BLACKROCK LARGE CAP CORE FD A .5530 Fractional Share	10/19/06 12/17/10	28,818.70 5.95	25,796.48 6.02
928	JP MORGAN INTERNATIONAL EQUITY B .3930 Fractional Share	12/15/08 07/01/10	8,588.91 4.36	12,379.52 5.24
1,285	BLACKROCK CAPITAL APPRECIATION FD, INC A	10/19/06	24,535.88	29,542.15

Wooster-Barcott Foundation

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Part II, Line 13(a) - Investments - Mutual Funds

Beginning of Year Book & Fair Market Values

Attachment #1A - Page 2 of 2

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 12/31/10
Mutual Funds/Closed End Funds/UIT				
	.0130 Fractional Share	07/06/10	0.25	0.30
884	BLACKROCK GLOBAL SMALLCAP FD INC A	10/19/06	19,806.32	20,270.12
	.2380 Fractional Share	12/15/10	5.34	5.46
1,301	BLACKROCK BASIC VALUE FD INC A	10/19/06	37,091.00	33,292.59
	.2690 Fractional Share	12/03/10	6.41	6.88
3,959	BLACKROCK HIGH INCOME FD A	10/19/06	18,305.26	18,963.61
	.2160 Fractional Share	11/30/10	1.02	1.03
3,501	BLACKROCK TOTAL RETURN FUND CL A	10/19/06	39,181.51	38,931.12
	.8270 Fractional Share	10/19/06	9.66	9.20
1,088	BLACKROCK GLOBAL ALLOCATION FD INC A	10/19/06	19,542.15	21,128.96
	.6010 Fractional Share	12/21/10	11.44	11.67
Total Mutual Funds/Closed End Funds/UIT			221,069.72	224,586.80

Wooster-Barcott Foundation

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Part II, Line 13(a) - Investments - Mutual Funds

End of Year Book & Fair Market Values

Attachment #1B - Page 1 of 3

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 12/31/11
1,000	EAFE ARN ISSUER RBC CAP 17.25% SV 1715.65 DUE 03/30/12	01/28/11	10,000.00	8,025.00
Total Equities			10,000.00	8,025.00
Equities				
135	ISHARES DOW JONES US REAL ESTATE INDEX FUND	12/10/09	6,126.18	7,669.35
1,000	BLACKROCK BUILD AMER BD	11/17/11	20,824.63	21,350.00
1,485	BLACKROCK LARGE CAP GROWTH FUND A .3670 Fractional Share	07/06/11 12/15/11	17,141.76 3.61	15,280.65 3.78
Mutual Funds/Closed End Funds/UIT				

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Part II, Line 13(a) - Investments - Mutual Funds

End of Year Book & Fair Market Values

Attachment #1B - Page 2 of 3

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 12/31/11
Mutual Funds/Closed End Funds/UIT				
1,152	BLACKROCK STRATEGIC INCOME OPPS PTF A .0840 Fractional Share	07/06/11	11,427.15	10,955.52
		11/30/11	0.80	0.80
783	BLACKROCK CAPITAL APPRECIATION FD, INC. A .8380 Fractional Share	10/19/06	14,739.03	16,356.87
		10/19/06	16.51	17.51
573	BLACKROCK GLOBAL SMALLCAP FD INC A .6750 Fractional Share	10/19/06	11,887.13	11,597.52
		12/13/11	13.66	13.66
643	BLACKROCK BASIC VALUE FD INC A .6300 Fractional Share	10/21/07	15,184.57	15,554.17
		10/21/07	15.18	15.24
2,393	BLACKROCK TOTAL RETURN FUND CL A .8040 Fractional Share	08/31/07	25,928.06	26,753.74
		07/31/07	9.04	8.99
700	BLACKROCK GLOBAL EMERGING MARKETS FUND A .1560 Fractional Share	07/06/11	13,830.46	11,578.00
		12/20/11	2.49	2.58
895	BLACKROCK GLOBAL ALLOCATION FD INC A .0240 Fractional Share	10/19/06	16,068.94	16,253.20
		12/20/11	0.43	0.44
950	BLACKROCK EQUITY DIVIDEND FD A .4290 Fractional Share	07/06/11	17,940.23	17,242.50
		07/06/11	8.09	7.79

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 Part II, Line 13(a) - Investments - Mutual Funds
 End of Year Book & Fair Market Values
 Attachment #1B - Page 3 of 3

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 12/31/11
Mutual Funds/Closed End Funds/UIT				
996	BLACKROCK INTERNATIONAL FD A	07/06/11	13,591.33	11,085.48
1,577	BLACKROCK HI YLD BD PORTFOLIO CLASS A .2030 Fractional Share	07/06/11 12/22/11	12,270.90 1.49	11,654.03 1.50
Total Mutual Funds/Closed End Funds/UIT			197,031.67	193,403.32
Other				
550	GOLD CLIRN ISSUER BAC CAP 32.36% SV 1105.50 DUE 01/13/12 BUF 10%	12/21/09	5,500.00	7,221.50
1,000	RICI CLIRN ISSUER BAC CAP 30.25% SV 2240.56 DUE 06/29/12 BUF 5%	07/12/10	10,000.00	12,020.00
Total Other			15,500.00	19,241.50

Wooster-Barcott Foundation
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 2011 Capital Gain and Loss Transactions
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2011 PROCEEDS FROM BROKER & BARTER EXCHANGE TRANSACTIONS

Quantity	Transaction Description	Date Acquired Cover of Short	Date Liquidated Short Sale	Amount	Cost Basis	Adjustments	Gain or (Loss)	Remarks
SHORT TERM CAPITAL GAINS AND LOSSES								
NONCOVERED TRANSACTIONS								
BLACKROCK INTERNATL VALUE FD A		CUSIP Number	09253H107					
.3080	Sale	07/06/10	01/06/11	6.65	5.53	0.00	1.12	
54.0000	Sale	07/06/10	07/06/11	1,249.03	956.88	0.00	292.15	
19.0000	Sale	07/06/10	07/06/11	439.47	336.68	0.00	102.79	
	Security Subtotal			1,695.15	1,299.09	0.00	396.06	
BLACKROCK LARGE CAP CORE FD A		CUSIP Number	09250J106					
.0830	Sale	01/06/11	04/06/11	1.00	0.91	0.00	0.09	
.0440	Sale	01/06/11	06/21/11	0.52	0.49	0.00	0.03	
11.0000	Sale	12/17/10	07/06/11	136.18	118.47	0.00	17.71	
57.0000	Sale	01/06/11	07/06/11	705.66	629.28	0.00	76.38	
1.0000	Sale	01/06/11	07/06/11	12.38	10.88	0.00	1.50	
38.0000	Sale	01/06/11	07/06/11	470.44	419.52	0.00	50.92	
195.0000	Sale	07/06/10	07/06/11	2,414.10	1,758.90	0.00	655.20	
1.0000	Sale	12/17/10	07/06/11	12.38	12.69	0.00	(0.31)	
1.0000	Sale	01/06/11	07/06/11	12.38	11.04	0.00	1.34	
156.0000	Sale	01/06/11	07/06/11	1,931.29	1,722.24	0.00	209.05	
	Security Subtotal			5,696.33	4,684.42	0.00	1,011.91	

Wooster-Barcott Foundation
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 2011 Capital Gain and Loss Transactions
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2011 PROCEEDS FROM BROKER & BARTER EXCHANGE TRANSACTIONS

Transaction Description	Quantity	Transaction Date	Date Acquired Cover of Short	Date Liquidated Short Sale	Amount	Cost Basis	Adjustments	Gain or (Loss)	Remarks
BLACKROCK LARGE CAP GROWTH FUND A									
		CUSIP Number	09250J601						
2.0000 Sale		07/06/11		11/18/11	20.04	23.44	3.40 (W)	0.00	
280.0000 Sale		07/06/11		11/18/11	2,805.60	3,281.60	0.00	(476.00)	
.7970 Sale		10/06/11		11/18/11	7.99	7.68	0.00	0.31	
18.0000 Sale		07/06/11		12/21/11	182.88	210.96	0.00	(28.08)	
.2870 Sale		12/15/11		12/21/11	2.92	2.83	0.00	0.09	
Security Subtotal					3,019.43	3,526.51	3.40	(503.68)	
JP MORGAN INTERNATIONAL EQUITY B									
		CUSIP Number	4812A0516						
.3930 Sale		07/01/10		01/19/11	5.38	4.36	0.00	1.02	
9.0000 Sale		07/01/10		01/19/11	123.22	96.21	0.00	27.01	
Security Subtotal					128.60	100.57	0.00	28.03	
BLACKROCK STRATEGIC INCOME OPPS PTF A									
		CUSIP Number	09256H310						
4.0000 Sale		07/06/11		10/06/11	37.96	39.68	1.72 (W)	0.00	
3.0000 Sale		07/06/11		10/06/11	28.47	29.76	1.29 (W)	0.00	
83.0000 Sale		07/06/11		10/06/11	787.67	823.36	0.00	(35.69)	
.1850 Sale		09/30/11		10/06/11	1.76	1.81	0.00	(0.05)	
1.0000 Sale		07/06/11		11/18/11	9.55	9.92	0.37 (W)	0.00	
3.0000 Sale		07/06/11		11/18/11	28.65	29.76	1.11 (W)	0.00	
215.0000 Sale		07/06/11		11/18/11	2,053.25	2,132.80	0.00	(79.55)	
.0590 Sale		10/31/11		11/18/11	0.56	0.57	0.00	(0.01)	
2.0000 Sale		07/06/11		12/21/11	19.02	19.84	0.82 (W)	0.00	
12.0000 Sale		07/06/11		12/21/11	114.12	119.04	4.92 (W)	0.00	
.1840 Sale		11/30/11		12/21/11	1.75	1.74	0.00	0.01	
Security Subtotal					3,082.76	3,208.28	10.23	(115.29)	
BLACKROCK CAPITAL APPRECIATION FD. INC A									
		CUSIP Number	09251R107						
.0130 Sale		07/06/10		01/06/11	0.30	0.25	0.00	0.05	
.0380 Sale		04/06/11		07/06/11	0.91	0.91	0.00	0.00	
.4880 Sale		10/06/11		11/18/11	10.09	9.83	0.00	0.26	
.4880 Sale		10/06/11		12/21/11	10.09	9.83	0.00	0.26	
Security Subtotal					21.39	20.82	0.00	0.57	

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2011 PROCEEDS FROM BROKER & BARTER EXCHANGE TRANSACTIONS

Transaction Quantity Description	Date Acquired Cover of Short	Date Liquidated Short Sale	Amount	Cost Basis	Adjustments	Gain or (Loss)	Remarks
BLACKROCK GLOBAL SMALLCAP FD INC A							
.2380 Sale	12/15/10	01/06/11	5.45	5.34	0.00	0.11	
.0510 Sale	10/06/11	11/18/11	1.04	1.00	0.00	0.04	
.0620 Sale	12/13/11	12/21/11	1.24	1.25	0.00	(0.01)	
Security Subtotal			7.73	7.59	0.00	0.14	
BLACKROCK BASIC VALUE FD INC A							
.2570 Sale	12/03/10	01/06/11	6.72	6.12	0.00	0.60	
.0120 Sale	12/03/10	04/06/11	0.33	0.29	0.00	0.04	
.6400 Sale	10/06/11	11/18/11	15.30	17.42	0.00	(2.12)	
.5540 Sale	12/07/11	12/21/11	13.23	13.36	0.00	(0.13)	
Security Subtotal			35.58	37.19	0.00	(1.61)	
BLACKROCK HIGH INCOME FD A							
.0320 Sale	12/31/10	01/06/11	0.15	0.15	0.00	0.00	
23.0000 Sale	07/30/10	07/06/11	111.78	105.57	0.00	6.21	
1.0000 Sale	08/31/10	07/06/11	4.86	4.88	0.00	(0.02)	
24.0000 Sale	08/31/10	07/06/11	116.64	108.95	0.00	7.69	
22.0000 Sale	09/30/10	07/06/11	106.92	102.08	0.00	4.84	
1.0000 Sale	10/06/10	07/06/11	4.86	4.64	0.00	0.22	
151.0000 Sale	10/06/10	07/06/11	733.88	706.68	0.00	27.20	
1.0000 Sale	10/06/10	07/06/11	4.86	4.68	0.00	0.18	
10.0000 Sale	10/06/10	07/06/11	48.60	46.80	0.00	1.80	
1.0000 Sale	10/29/10	07/06/11	4.86	4.73	0.00	0.13	
23.0000 Sale	10/29/10	07/06/11	111.78	109.24	0.00	2.54	
1.0000 Sale	11/30/10	07/06/11	4.86	4.71	0.00	0.15	
23.0000 Sale	12/31/10	07/06/11	111.78	108.10	0.00	3.68	
1.0000 Sale	12/31/10	07/06/11	4.86	4.78	0.00	0.08	
24.0000 Sale	12/31/10	07/06/11	116.64	114.95	0.00	1.69	
22.0000 Sale	02/28/11	07/06/11	106.92	108.24	0.00	(1.32)	
1.0000 Sale	03/31/11	07/06/11	4.86	5.08	0.00	(0.22)	
23.0000 Sale	03/31/11	07/06/11	111.78	112.69	0.00	(0.91)	
6.0000 Sale	04/06/11	07/06/11	29.16	29.54	0.00	(0.48)	
1.0000 Sale	04/29/11	07/06/11	4.86	4.90	0.00	(0.04)	
22.0000 Sale	04/29/11	07/06/11	106.93	109.11	0.00	(2.18)	
1.0000 Sale	05/31/11	07/06/11	4.86	4.96	0.00	(0.10)	
22.0000 Sale	05/31/11	07/06/11	106.93	108.89	0.00	(1.96)	
.5200 Sale	06/30/11	07/06/11	2.52	2.54	0.00	(0.02)	

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2011 PROCEEDS FROM BROKER & BARTER EXCHANGE TRANSACTIONS

Transaction Quantity Description	Date Acquired Cover of Short	Date Liquidated Short Sale	Amount	Cost Basis	Adjustments	Gain or (Loss)	Remarks
BLACKROCK HIGH INCOME FD A							
	CUSIP Number	09252M875					
20.0000 Sale	06/30/11	07/06/11	97.21	96.59	0.00	0.62	
1.0000 Sale	06/30/11	07/06/11	4.87	4.83	0.00	0.04	
Security Subtotal			2,068.23	2,018.41	0.00	49.82	
BLACKROCK TOTAL RETURN FUND CL A							
	CUSIP Number	09252M107					
.9800 Sale	06/30/11	07/06/11	10.93	10.95	0.00	(0.02)	
.6380 Sale	09/30/11	10/06/11	7.06	7.11	0.00	(0.05)	
.0570 Sale	10/31/11	11/18/11	0.63	0.64	0.00	(0.01)	
.2770 Sale	11/30/11	12/21/11	3.08	3.07	0.00	0.01	
Security Subtotal			21.70	21.77	0.00	(0.07)	
BLACKROCK GLOBAL EMERGING MARKETS FUND A							
	CUSIP Number	09251J105					
133.0000 Sale	07/06/11	11/18/11	2,239.72	2,711.87	0.00	(472.15)	
.1120 Sale	07/06/11	11/18/11	1.89	2.29	0.00	(0.40)	
.0610 Sale	10/06/11	11/18/11	1.02	0.97	0.00	0.05	
1.0000 Sale	07/06/11	12/21/11	16.43	20.39	3.96 (W)	0.00	
1.0000 Sale	07/06/11	12/21/11	16.43	20.39	3.96 (W)	0.00	
6.0000 Sale	07/06/11	12/21/11	98.58	122.34	0.00	(23.76)	
.5970 Sale	12/20/11	12/21/11	9.81	9.51	0.00	0.30	
Security Subtotal			2,383.88	2,887.76	7.92	(495.96)	
BLACKROCK GLOBAL ALLOCATION FD INC A							
	CUSIP Number	09251T103					
.1220 Sale	12/21/10	01/06/11	2.37	2.32	0.00	0.05	
.4790 Sale	12/21/10	01/06/11	9.31	9.12	0.00	0.19	
.2920 Sale	04/06/11	07/07/11	5.91	5.92	0.00	(0.01)	
.7800 Sale	12/20/11	12/21/11	14.08	13.81	0.00	0.27	
Security Subtotal			31.67	31.17	0.00	0.50	
BLACKROCK EQUITY DIVIDEND FD A							
	CUSIP Number	09251M108					
4.0000 Sale	07/06/11	10/06/11	67.16	75.52	0.00	(8.36)	
.8590 Sale	07/06/11	10/06/11	14.43	16.22	0.00	(1.79)	
5.0000 Sale	07/06/11	10/06/11	83.95	94.40	10.45 (W)	0.00	
4.0000 Sale	07/06/11	10/06/11	67.16	75.52	0.00	(8.36)	
.6860 Sale	07/22/11	10/06/11	11.51	12.95	0.00	(1.44)	

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2011 PROCEEDS FROM BROKER & BARTER EXCHANGE TRANSACTIONS

Transaction Description	Quantity	Date Acquired Cover of Short	Date Liquidated Short Sale	Amount	Cost Basis	Adjustments	Gain or (Loss)	Remarks
BLACKROCK EQUITY DIVIDEND FD A								
5.0000 Sale		07/06/11	11/18/11	87.35	94.40	7.05 (W)	0.00	
1.0000 Sale		07/06/11	11/18/11	17.47	18.88	1.41 (W)	0.00	
174.0000 Sale		07/06/11	11/18/11	3,039.78	3,285.12	0.00	(245.34)	
.1180 Sale		10/21/11	11/18/11	2.06	2.18	0.00	(0.12)	
11.0000 Sale		07/06/11	12/21/11	197.23	207.68	0.00	(10.45)	
.5710 Sale		07/06/11	12/21/11	10.24	10.79	0.00	(0.55)	
.1300 Sale		12/09/11	12/21/11	2.33	2.29	0.00	0.04	
Security Subtotal				3,600.67	3,895.95	18.91	(276.37)	
BLACKROCK INTERNATIONAL FD A								
189.0000 Sale		07/06/11	11/18/11	2,103.57	2,644.11	0.00	(540.54)	
.0790 Sale		10/06/11	11/18/11	0.88	0.89	0.00	(0.01)	
1.0000 Sale		07/06/11	12/21/11	10.98	13.99	3.01 (W)	0.00	
4.0000 Sale		07/06/11	12/21/11	43.92	55.96	12.04 (W)	0.00	
7.0000 Sale		07/06/11	12/21/11	76.86	97.93	21.07 (W)	0.00	
.2060 Sale		12/20/11	12/21/11	2.26	2.19	0.00	0.07	
Security Subtotal				2,238.47	2,815.07	36.12	(540.48)	
BLACKROCK HI YLD BD PORTFOLIO CLASS A								
.6830 Sale		07/06/11	10/06/11	4.81	5.32	0.00	(0.51)	
1.0000 Sale		07/06/11	10/06/11	7.04	7.78	0.74 (W)	0.00	
10.0000 Sale		07/06/11	10/06/11	70.40	77.80	7.40 (W)	0.00	
1.0000 Sale		07/06/11	10/06/11	7.04	7.78	0.74 (W)	0.00	
9.0000 Sale		07/06/11	10/06/11	63.36	70.02	6.66 (W)	0.00	
72.0000 Sale		07/06/11	10/06/11	506.88	560.16	0.00	(53.28)	
.2940 Sale		09/30/11	10/06/11	2.07	2.10	0.00	(0.03)	
1.0000 Sale		07/06/11	11/18/11	7.33	7.78	0.45 (W)	0.00	
8.0000 Sale		07/06/11	11/18/11	58.72	62.24	3.52 (W)	0.00	
90.0000 Sale		07/06/11	11/18/11	660.60	700.20	0.00	(39.60)	
1.0000 Sale		07/06/11	11/18/11	7.34	7.78	0.00	(0.44)	
56.0000 Sale		07/06/11	11/18/11	411.04	435.68	0.00	(24.64)	
142.0000 Sale		07/06/11	11/18/11	1,042.29	1,104.76	0.00	(62.47)	
.0510 Sale		07/06/11	11/18/11	0.38	0.40	0.00	(0.02)	
1680 Sale		10/31/11	11/18/11	1.23	1.25	0.00	(0.02)	
1.0000 Sale		07/06/11	12/21/11	7.34	7.78	0.44 (W)	0.00	
1.0000 Sale		07/06/11	12/21/11	7.34	7.78	0.44 (W)	0.00	
3.0000 Sale		07/06/11	12/21/11	22.02	23.34	1.32 (W)	0.00	

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CUSIP Number 091929679							
BLACKROCK HI YLD BD PORTFOLIO CLASS A							
8.0000 Sale	07/06/11	12/21/11	58.72	62.24	3.52 (W)	0.00	
6.0000 Sale	07/06/11	12/21/11	44.04	46.68	0.00	(2.64)	
.3610 Sale	12/22/11	12/21/11	2.65	2.65	0.00	0.00	
Security Subtotal			2,992.64	3,201.52	25.23	(183.65)	
Noncovered Short Term Capital Gains and Losses Subtotal			27,024.23	27,756.12	101.81	(630.08)	
NET SHORT TERM CAPITAL GAINS AND LOSSES			27,024.23	27,756.12	101.81	(630.08)	

LONG TERM CAPITAL GAINS AND LOSSES

NONCOVERED TRANSACTIONS

BLACKROCK INTERNATL VALUE FD A							
CUSIP Number 09253H107							
9.0000 Sale	10/19/06	01/06/11	194.40	272.34	0.00	(77.94)	
.2240 Sale	10/19/06	01/06/11	4.84	6.78	0.00	(1.94)	
1.0000 Sale	10/19/06	04/06/11	22.99	30.26	0.00	(7.27)	
6.0000 Sale	10/19/06	04/06/11	137.94	181.56	0.00	(43.62)	
.0250 Sale	10/19/06	04/06/11	0.58	0.76	0.00	(0.18)	
.3340 Sale	10/19/06	04/06/11	7.68	10.11	0.00	(2.43)	
.4420 Sale	10/19/06	04/06/11	10.16	13.37	0.00	(3.21)	
75.0000 Sale	04/02/09	07/06/11	1,734.75	1,112.24	0.00	622.51	
1.0000 Sale	04/03/09	07/06/11	23.14	14.83	0.00	8.31	
16.0000 Sale	12/15/09	07/06/11	370.07	326.56	0.00	43.51	
1.0000 Sale	12/16/09	07/06/11	23.13	20.47	0.00	2.66	
18.0000 Sale	01/04/10	07/06/11	416.34	375.65	0.00	40.69	
22.0000 Sale	04/05/10	07/06/11	508.86	457.38	0.00	51.48	
1.0000 Sale	04/06/10	07/06/11	23.13	20.74	0.00	2.39	
250.0000 Sale	10/19/06	07/06/11	5,782.50	7,565.02	0.00	(1,782.52)	
.1110 Sale	10/19/06	07/06/11	2.57	3.36	0.00	(0.79)	
.7670 Sale	10/19/06	07/06/11	17.74	23.21	0.00	(5.47)	
.0970 Sale	10/19/06	07/06/11	2.24	2.93	0.00	(0.69)	
5.0000 Sale	12/14/06	07/06/11	115.65	153.00	0.00	(37.35)	
5.0000 Sale	12/14/06	07/06/11	115.65	153.00	0.00	(37.35)	
1.0000 Sale	12/15/06	07/06/11	23.12	30.79	0.00	(7.67)	
1.0000 Sale	12/15/06	07/06/11	23.13	30.79	0.00	(7.66)	

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Transaction Description	Quantity	Date Acquired Cover of Short	Date Liquidated Short Sale	Amount	Cost Basis	Adjustments	Gain or (Loss)	Remarks
LONG TERM CAPITAL GAINS AND LOSSES								
NONCOVERED TRANSACTIONS								
BLACKROCK INTERNATL VALUE FD A								
		CUSIP Number	09253H107					
2.0000 Sale		04/02/07	07/06/11	46.26	63.00	0.00	(16.74)	
1.0000 Sale		04/03/07	07/06/11	23.13	31.82	0.00	(8.69)	
8.0000 Sale		09/19/07	07/06/11	185.04	239.84	0.00	(54.80)	
49.0000 Sale		09/19/07	07/06/11	1,133.37	1,469.02	0.00	(335.65)	
12.0000 Sale		09/19/07	07/06/11	277.56	359.76	0.00	(82.20)	
1.0000 Sale		09/20/07	07/06/11	23.13	30.49	0.00	(7.36)	
6.0000 Sale		10/02/07	07/06/11	138.78	188.88	0.00	(50.10)	
1.0000 Sale		10/03/07	07/06/11	23.13	31.36	0.00	(8.23)	
4.0000 Sale		12/17/07	07/06/11	92.52	115.80	0.00	(23.28)	
27.0000 Sale		12/17/07	07/06/11	624.51	781.65	0.00	(157.14)	
17.0000 Sale		04/02/08	07/06/11	393.21	455.25	0.00	(62.04)	
12.0000 Sale		04/02/08	07/06/11	277.56	321.35	0.00	(43.79)	
1.0000 Sale		04/03/08	07/06/11	23.13	26.89	0.00	(3.76)	
9.0000 Sale		07/02/08	07/06/11	208.17	227.87	0.00	(19.70)	
2.0000 Sale		07/02/08	07/06/11	46.26	50.63	0.00	(4.37)	
1.0000 Sale		07/03/08	07/06/11	23.13	25.29	0.00	(2.16)	
8.0000 Sale		09/19/08	07/06/11	185.04	164.56	0.00	20.48	
13.0000 Sale		09/19/08	07/06/11	300.69	267.41	0.00	33.28	
1.0000 Sale		09/22/08	07/06/11	23.13	21.53	0.00	1.60	
1.0000 Sale		09/22/08	07/06/11	23.13	21.53	0.00	1.60	
80.0000 Sale		10/02/08	07/06/11	1,850.40	1,544.79	0.00	305.61	
1.0000 Sale		10/03/08	07/06/11	23.13	19.36	0.00	3.77	
23.0000 Sale		01/02/09	07/06/11	531.99	383.87	0.00	148.12	
3.0000 Sale		01/02/09	07/06/11	69.39	50.07	0.00	19.32	
1.0000 Sale		01/05/09	07/06/11	23.13	16.56	0.00	6.57	
1.0000 Sale		01/05/09	07/06/11	23.13	16.56	0.00	6.57	
Security Subtotal				16,152.66	17,730.29	0.00	(1,577.63)	
BLACKROCK LARGE CAP CORE FD A								
		CUSIP Number	09250J106					
121.0000 Sale		10/19/06	04/06/11	1,461.68	1,710.94	0.00	(249.26)	
168.0000 Sale		10/19/06	06/21/11	1,995.84	2,375.52	0.00	(379.68)	
.3060 Sale		10/19/06	06/21/11	3.64	4.33	0.00	(0.69)	
669.0000 Sale		10/19/06	07/06/11	8,282.21	9,459.68	0.00	(1,177.47)	
.3320 Sale		10/19/06	07/06/11	4.11	4.69	0.00	(0.58)	
.3620 Sale		10/19/06	07/06/11	4.48	5.12	0.00	(0.64)	

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Transaction Description	Quantity	Date Acquired Cover of Short	Date Liquidated Short Sale	Amount	Cost Basis	Adjustments	Gain or (Loss)	Remarks
BLACKROCK LARGE CAP CORE FD A								
		CUSIP Number	09250J106					
49,000 Sale		12/12/06	07/06/11	606.62	688.45	0.00	(81.83)	
1,000 Sale		12/13/06	07/06/11	12.37	14.01	0.00	(1.64)	
8,000 Sale		01/03/07	07/06/11	99.04	112.08	0.00	(13.04)	
24,000 Sale		09/20/07	07/06/11	297.12	336.72	0.00	(39.60)	
180,000 Sale		09/20/07	07/06/11	2,228.40	2,525.40	0.00	(297.00)	
1,000 Sale		09/21/07	07/06/11	12.37	14.02	0.00	(1.65)	
64,000 Sale		10/02/07	07/06/11	792.32	907.51	0.00	(115.19)	
9,000 Sale		12/17/07	07/06/11	111.42	118.62	0.00	(7.20)	
71,000 Sale		12/17/07	07/06/11	878.98	935.78	0.00	(56.80)	
1,000 Sale		12/18/07	07/06/11	12.38	13.06	0.00	(0.68)	
22,000 Sale		01/02/08	07/06/11	272.36	286.00	0.00	(13.64)	
205,000 Sale		04/02/08	07/06/11	2,537.90	2,388.24	0.00	149.66	
1,000 Sale		04/03/08	07/06/11	12.38	11.65	0.00	0.73	
47,000 Sale		07/02/08	07/06/11	581.86	518.88	0.00	62.98	
71,000 Sale		01/02/09	07/06/11	878.98	606.33	0.00	272.65	
125,000 Sale		04/02/09	07/06/11	1,547.51	966.25	0.00	581.26	
1,000 Sale		04/03/09	07/06/11	12.38	7.78	0.00	4.60	
65,000 Sale		07/02/09	07/06/11	804.70	525.19	0.00	279.51	
102,000 Sale		10/02/09	07/06/11	1,262.77	930.24	0.00	332.53	
23,000 Sale		10/02/09	07/06/11	284.75	209.76	0.00	74.99	
49,000 Sale		10/02/09	07/06/11	606.61	446.87	0.00	159.74	
58,000 Sale		10/02/09	07/06/11	718.04	528.96	0.00	189.08	
27,000 Sale		12/17/09	07/06/11	334.26	266.76	0.00	67.50	
1,000 Sale		12/18/09	07/06/11	12.38	9.80	0.00	2.58	
Security Subtotal				26,669.86	26,928.64	0.00	(258.78)	
JP MORGAN INTERNATIONAL EQUITY B								
		CUSIP Number	4812A0516					
902,000 Sale		12/15/08	01/19/11	12,348.38	8,325.46	0.00	4,022.92	
4,000 Sale		04/01/09	01/19/11	54.75	33.16	0.00	21.59	
1,000 Sale		04/02/09	01/19/11	13.69	8.99	0.00	4.70	
10,000 Sale		07/01/09	01/19/11	136.90	102.60	0.00	34.30	
1,000 Sale		07/02/09	01/19/11	13.69	10.07	0.00	3.62	
1,000 Sale		12/22/09	01/19/11	13.69	12.42	0.00	1.27	
Security Subtotal				12,581.10	8,492.70	0.00	4,088.40	

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BLACKROCK CAPITAL APPRECIATION FD, INC A							
CUSIP Number 09251R107							
137.0000 Sale	10/19/06	01/06/11	3,200.32	2,700.27	0.00	500.05	
.0510 Sale	10/19/06	01/06/11	1.20	1.01	0.00	0.19	
269.0000 Sale	10/19/06	07/06/11	6,472.14	5,302.00	0.00	1,170.14	
149.0000 Sale	10/19/06	11/18/11	3,079.83	2,936.80	0.00	143.03	
9.0000 Sale	10/19/06	12/21/11	186.03	177.39	0.00	8.64	
.1620 Sale	10/19/06	12/21/11	3.35	3.20	0.00	0.15	
Security Subtotal			12,942.87	11,120.67	0.00	1,822.20	
BLACKROCK GLOBAL SMALLCAP FD INC A							
CUSIP Number 09252A103							
75.0000 Sale	10/19/06	01/06/11	1,719.00	1,841.26	0.00	(122.26)	
.1050 Sale	10/19/06	07/06/11	2.41	2.58	0.00	(0.17)	
11.0000 Sale	10/19/06	04/06/11	267.85	270.05	0.00	(2.20)	
.3010 Sale	10/19/06	04/06/11	7.33	7.39	0.00	(0.06)	
142.0000 Sale	10/19/06	07/06/11	3,434.98	3,486.11	0.00	(51.13)	
31.0000 Sale	10/19/06	07/06/11	749.89	761.05	0.00	(11.16)	
.6300 Sale	10/19/06	07/06/11	15.25	15.47	0.00	(0.22)	
.3940 Sale	10/19/06	07/06/11	9.53	9.67	0.00	(0.14)	
.2000 Sale	10/19/06	07/06/11	4.83	4.91	0.00	(0.08)	
.0730 Sale	10/19/06	11/18/11	1.49	1.80	0.00	(0.31)	
1.0000 Sale	10/19/06	11/18/11	20.43	24.55	4.12 (W)	0.00	
6.0000 Sale	10/19/06	11/18/11	122.58	147.30	24.72 (W)	0.00	
101.0000 Sale	10/19/06	11/18/11	2,063.43	2,479.56	0.00	(416.13)	
7.0000 Sale	10/19/06	12/21/11	140.00	171.85	0.00	(31.85)	
Security Subtotal			8,559.00	9,223.55	28.84	(635.71)	
BLACKROCK BASIC VALUE FD INC A							
CUSIP Number 09251G101							
117.0000 Sale	10/19/06	01/06/11	3,059.55	3,872.71	0.00	(813.16)	
1.0000 Sale	10/19/06	04/06/11	27.59	33.10	0.00	(5.51)	
1.0000 Sale	10/19/06	04/06/11	27.59	33.10	0.00	(5.51)	
6.0000 Sale	10/19/06	04/06/11	165.54	198.60	0.00	(33.06)	
.1340 Sale	10/19/06	04/06/11	3.70	4.44	0.00	(0.74)	
313.0000 Sale	10/19/06	07/06/11	8,425.95	10,360.32	0.00	(1,934.37)	
.5690 Sale	10/19/06	07/06/11	15.32	18.83	0.00	(3.51)	
4.0000 Sale	12/06/06	07/06/11	107.68	131.16	0.00	(23.48)	
20.0000 Sale	12/06/06	07/06/11	538.40	655.80	0.00	(117.40)	
8.0000 Sale	12/06/06	07/06/11	215.36	262.32	0.00	(46.96)	
1.0000 Sale	12/07/06	07/06/11	26.92	32.65	0.00	(5.73)	

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BLACKROCK BASIC VALUE FD INCA								
8.0000	Sale	04/02/07	07/06/11	215.36	269.19	0.00	(53.83)	
1.0000	Sale	04/02/07	07/06/11	26.92	33.64	0.00	(6.72)	
1.0000	Sale	04/03/07	07/06/11	26.92	33.95	0.00	(7.03)	
1.0000	Sale	04/03/07	07/06/11	26.92	33.95	0.00	(7.03)	
9.0000	Sale	06/14/07	07/06/11	242.28	304.74	0.00	(62.46)	
53.0000	Sale	06/14/07	07/06/11	1,426.76	1,794.58	0.00	(367.82)	
7.0000	Sale	06/14/07	07/06/11	188.44	237.02	0.00	(48.58)	
1.0000	Sale	06/15/07	07/06/11	26.92	34.31	0.00	(7.39)	
3.0000	Sale	09/19/07	07/06/11	80.76	100.05	0.00	(19.29)	
4.0000	Sale	09/19/07	07/06/11	107.68	133.40	0.00	(25.72)	
23.0000	Sale	10/02/07	07/06/11	619.17	777.39	0.00	(158.22)	
1.0000	Sale	10/03/07	11/18/11	23.89	33.64	9.75 (W)	0.00	
3.0000	Sale	12/07/07	11/18/11	71.70	91.83	20.13 (W)	0.00	
53.0000	Sale	12/07/07	11/18/11	1,266.70	1,622.33	0.00	(355.63)	
7.0000	Sale	12/07/07	11/18/11	167.30	214.27	0.00	(46.97)	
1.0000	Sale	12/10/07	11/18/11	23.90	30.80	0.00	(6.90)	
1.0000	Sale	12/10/07	11/18/11	23.90	30.80	0.00	(6.90)	
41.0000	Sale	01/02/08	11/18/11	979.91	1,196.79	0.00	(216.88)	
10.0000	Sale	10/02/07	11/18/11	239.00	338.00	99.00 (W)	0.00	
1.0000	Sale	10/02/07	11/18/11	23.90	33.80	9.90 (W)	0.00	
1.0000	Sale	10/02/07	11/18/11	23.90	33.80	9.90 (W)	0.00	
7.0000	Sale	10/21/07	12/21/11	167.23	238.07	0.00 (Y)	(70.84)	
3700	Sale	10/21/07	12/21/11	8.84	8.93	0.00	(0.09)	
Security Subtotal				18,621.90	23,228.31	148.68	(4,457.73)	
BLACKROCK HIGH INCOME FD A								
.4460	Sale	10/19/06	01/06/11	2.16	2.34	0.00	(0.18)	
24.0000	Sale	10/19/06	01/06/11	116.16	125.52	9.36 (W)	0.00	
106.0000	Sale	10/19/06	01/06/11	513.04	554.38	0.00	(41.34)	
1.0000	Sale	01/04/10	07/06/11	4.86	4.37	0.00	0.49	
28.0000	Sale	01/29/10	07/06/11	136.08	123.48	0.00	12.60	
1.0000	Sale	02/01/10	07/06/11	4.86	4.41	0.00	0.45	
26.0000	Sale	02/26/10	07/06/11	126.36	114.14	0.00	12.22	
1344.0000	Sale	10/19/06	07/06/11	6,531.84	7,029.16	0.00	(497.32)	
5.0000	Sale	10/31/06	07/06/11	24.29	25.75	0.00	(1.46)	
24.0000	Sale	11/13/06	07/06/11	116.64	126.47	0.00 (Y)	(9.83)	
25.0000	Sale	11/30/06	07/06/11	121.50	129.50	0.00	(8.00)	
26.0000	Sale	12/29/06	07/06/11	126.36	136.24	0.00	(9.88)	

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2011 PROCEEDS FROM BROKER & BARTER EXCHANGE TRANSACTIONS

Quantity	Transaction Description	Date Acquired Cover of Short	Date Liquidated Short Sale	Amount	Cost Basis	Adjustments	Gain or (Loss)	Remarks
BLACKROCK HIGH INCOME								
FD A								
1.0000	Sale	01/03/07	07/06/11	4.85	5.25	0.00	(0.40)	
27.0000	Sale	01/03/07	07/06/11	131.22	141.74	0.00	(10.52)	
1.0000	Sale	01/31/07	07/06/11	4.86	5.28	0.42	0.00	(W)
26.0000	Sale	01/31/07	07/06/11	126.36	137.28	0.00	(10.92)	
1.0000	Sale	01/31/07	07/06/11	4.86	5.25	0.00	(0.39)	(Y)
1.0000	Sale	02/01/07	07/06/11	4.86	5.29	0.00	(0.43)	
24.0000	Sale	02/28/07	07/06/11	116.64	127.92	0.00	(11.28)	
26.0000	Sale	03/30/07	07/06/11	126.36	138.32	0.00	(11.96)	
26.0000	Sale	04/30/07	07/06/11	126.36	139.62	0.00	(13.26)	
26.0000	Sale	05/31/07	07/06/11	126.36	139.62	0.00	(13.26)	
26.0000	Sale	06/29/07	07/06/11	126.36	136.50	0.00	(10.14)	
1.0000	Sale	07/02/07	07/06/11	4.86	5.25	0.00	(0.39)	
108.0000	Sale	07/02/07	07/06/11	524.88	566.99	0.00	(42.11)	
59.0000	Sale	07/02/07	07/06/11	286.74	309.75	0.00	(23.01)	
29.0000	Sale	07/31/07	07/06/11	140.94	145.58	0.00	(4.64)	
1.0000	Sale	08/01/07	07/06/11	4.85	4.99	0.00	(0.14)	
30.0000	Sale	08/31/07	07/06/11	145.80	150.60	0.00	(4.80)	
29.0000	Sale	09/28/07	07/06/11	140.94	148.48	0.00	(7.54)	
1.0000	Sale	10/01/07	07/06/11	4.85	5.13	0.00	(0.28)	
136.0000	Sale	10/02/07	07/06/11	660.96	697.67	0.00	(36.71)	
27.0000	Sale	10/02/07	07/06/11	131.22	138.50	0.00	(7.28)	
29.0000	Sale	03/31/10	07/06/11	140.94	131.66	0.00	9.28	
24.0000	Sale	04/30/10	07/06/11	116.64	111.36	0.00	5.28	
1.0000	Sale	05/03/10	07/06/11	4.86	4.64	0.00	0.22	
26.0000	Sale	05/28/10	07/06/11	126.36	115.96	0.00	10.40	
1.0000	Sale	06/30/10	07/06/11	4.86	4.46	0.00	0.40	
25.0000	Sale	06/30/10	07/06/11	121.50	111.49	0.00	10.01	
1.0000	Sale	10/03/07	07/06/11	4.86	5.14	0.00	(0.28)	
32.0000	Sale	10/31/07	07/06/11	155.52	164.16	0.00	(8.64)	
33.0000	Sale	11/30/07	07/06/11	160.38	164.01	0.00	(3.63)	
35.0000	Sale	12/31/07	07/06/11	170.10	173.25	0.00	(3.15)	
1.0000	Sale	01/02/08	07/06/11	4.85	4.94	0.00	(0.09)	
35.0000	Sale	01/31/08	07/06/11	170.10	166.60	0.00	3.50	
31.0000	Sale	02/29/08	07/06/11	150.66	144.15	0.00	6.51	
1.0000	Sale	03/03/08	07/06/11	4.85	4.64	0.00	0.21	
33.0000	Sale	03/31/08	07/06/11	160.38	152.46	0.00	7.92	
1.0000	Sale	04/01/08	07/06/11	4.86	4.63	0.00	0.23	
32.0000	Sale	04/30/08	07/06/11	155.52	152.64	0.00	2.88	
33.0000	Sale	05/30/08	07/06/11	160.38	157.41	0.00	2.97	
1.0000	Sale	06/02/08	07/06/11	4.86	4.76	0.00	0.10	

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2011 PROCEEDS FROM BROKER & BARTER EXCHANGE TRANSACTIONS

Transaction Description	Quantity	Transaction Description	Date Acquired Cover of Short	Date Liquidated Short Sale	Amount	Cost Basis	Adjustments	Gain or (Loss)	Remarks
BLACKROCK HIGH INCOME									
FD A									
			CUSIP Number	09252M875					
33.0000 Sale			06/30/08	07/06/11	160.38	153.45	0.00	6.93	
35.0000 Sale			07/31/08	07/06/11	170.10	158.90	0.00	11.20	
34.0000 Sale			08/29/08	07/06/11	165.24	153.68	0.00	11.56	
1.0000 Sale			09/02/08	07/06/11	4.86	4.52	0.00	0.34	
35.0000 Sale			09/30/08	07/06/11	170.10	144.90	0.00	25.20	
1.0000 Sale			10/01/08	07/06/11	4.86	4.11	0.00	0.75	
51.0000 Sale			10/31/08	07/06/11	247.86	172.89	0.00	74.97	
57.0000 Sale			11/28/08	07/06/11	277.02	172.71	0.00	104.31	
1.0000 Sale			12/01/08	07/06/11	4.86	3.01	0.00	1.85	
53.0000 Sale			12/31/08	07/06/11	257.58	161.65	0.00	95.93	
1.0000 Sale			01/02/09	07/06/11	4.86	3.04	0.00	1.82	
417.0000 Sale			01/02/09	07/06/11	2,026.63	1,267.67	0.00	758.96	
1.0000 Sale			01/05/09	07/06/11	4.86	3.09	0.00	1.77	
45.0000 Sale			01/30/09	07/06/11	218.70	141.30	0.00	77.40	
1.0000 Sale			02/02/09	07/06/11	4.86	3.14	0.00	1.72	
42.0000 Sale			02/27/09	07/06/11	204.12	127.26	0.00	76.86	
43.0000 Sale			03/31/09	07/06/11	208.98	132.01	0.00	76.97	
1.0000 Sale			04/01/09	07/06/11	4.86	3.08	0.00	1.78	
33.0000 Sale			04/30/09	07/06/11	160.38	109.89	0.00	50.49	
33.0000 Sale			05/29/09	07/06/11	160.38	117.15	0.00	43.23	
1.0000 Sale			06/01/09	07/06/11	4.86	3.56	0.00	1.30	
32.0000 Sale			06/30/09	07/06/11	155.52	115.52	0.00	40.00	
28.0000 Sale			07/31/09	07/06/11	136.08	107.24	0.00	28.84	
1.0000 Sale			08/03/09	07/06/11	4.86	3.85	0.00	1.01	
28.0000 Sale			08/31/09	07/06/11	136.08	109.48	0.00	26.60	
20.0000 Sale			09/30/09	07/06/11	97.20	82.80	0.00	14.40	
29.0000 Sale			10/30/09	07/06/11	140.94	121.80	0.00	19.14	
27.0000 Sale			11/30/09	07/06/11	131.22	114.48	0.00	16.74	
27.0000 Sale			12/31/09	07/06/11	131.22	117.72	0.00	13.50	
Security Subtotal					17,991.23	17,123.03	9.78	877.98	

BLACKROCK TOTAL RETURN
 FUND CL A

		CUSIP Number	09252M107
0.0010 Sale		10/19/06	07/06/11
14.0000 Sale		10/19/06	07/06/11
1.0000 Sale		10/19/06	07/06/11
10.0000 Sale		10/19/06	07/06/11
1018.0000 Sale		10/19/06	07/06/11
35.0000 Sale		10/19/06	10/06/11

0.02	0.00	0.00	0.00
163.66	7.42 (W)	0.00	0.00
11.16	0.53 (W)	0.00	0.00
116.90	5.30 (W)	0.00	0.00
11,360.88	0.00	(539.56)	
387.79	0.00	(21.36)	

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Quantity	Transaction Description	Date Acquired Cover of Short	Date Liquidated Short Sale	Amount	Cost Basis	Adjustments	Gain or (Loss)	Remarks
CUSIP Number 09252M107								
8.0000	Sale	10/19/06	10/06/11	88.64	93.52	4.88	(W)	0.00
1.0000	Sale	10/19/06	10/06/11	11.08	11.69	0.61	(W)	0.00
8.0000	Sale	10/19/06	10/06/11	88.64	93.52	4.88	(W)	0.00
110.0000	Sale	10/19/06	10/06/11	1,218.80	1,285.91	0.00	(Y)	(67.11)
110.0000	Sale	10/19/06	10/06/11	1,218.80	1,285.90	0.00	(Y)	(67.10)
14.0000	Sale	10/19/06	10/06/11	155.12	163.10	0.00	(Y)	(7.98)
3.0000	Sale	10/31/06	10/06/11	33.24	34.62	0.00	(Y)	(1.38)
1.0000	Sale	11/01/06	10/06/11	11.08	11.56	0.00	(Y)	(0.48)
1.0000	Sale	11/11/06	10/06/11	11.08	12.21	0.00	(Y)	(1.13)
10.0000	Sale	11/11/06	10/06/11	110.80	117.69	0.00	(Y)	(6.89)
8.0000	Sale	11/30/06	10/06/11	88.65	92.80	0.00	(Y)	(4.15)
8.0000	Sale	11/30/06	10/06/11	88.64	92.80	0.00	(Y)	(4.16)
1.0000	Sale	11/30/06	10/06/11	11.10	11.60	0.50	(W)	0.00
1.0000	Sale	12/01/06	10/06/11	11.08	11.62	0.00	(W)	(0.54)
17.0000	Sale	12/29/06	10/06/11	188.35	195.67	0.00	(W)	(7.32)
101.0000	Sale	01/03/07	10/06/11	1,119.08	1,165.54	0.00	(W)	(46.46)
16.0000	Sale	01/03/07	10/06/11	177.29	184.64	0.00	(W)	(7.35)
1.0000	Sale	01/03/07	10/06/11	1.17	1.23	0.00	(W)	(0.06)
8.0000	Sale	10/19/06	11/18/11	89.28	94.08	4.80	(WY)	0.00
1.0000	Sale	11/13/06	11/18/11	11.15	12.10	0.00	(Y)	(0.95)
8.0000	Sale	11/13/06	11/18/11	89.28	94.40	0.00	(Y)	(5.12)
1.0000	Sale	11/30/06	11/18/11	11.16	11.66	0.00	(Y)	(0.50)
6.0000	Sale	01/03/07	11/18/11	66.96	69.24	0.00	(Y)	(2.28)
1.0000	Sale	01/04/07	11/18/11	11.16	11.56	0.00	(Y)	(0.40)
17.0000	Sale	01/31/07	11/18/11	189.72	194.82	0.00	(Y)	(5.10)
1.0000	Sale	02/01/07	11/18/11	11.16	11.46	0.00	(Y)	(0.30)
16.0000	Sale	02/28/07	11/18/11	178.56	185.12	0.00	(Y)	(6.56)
1.0000	Sale	03/01/07	11/18/11	11.16	11.57	0.00	(Y)	(0.41)
17.0000	Sale	03/30/07	11/18/11	189.72	196.01	0.00	(Y)	(6.29)
39.0000	Sale	04/02/07	11/18/11	435.24	449.66	0.00	(Y)	(14.42)
1.0000	Sale	04/03/07	11/18/11	11.16	11.52	0.00	(Y)	(0.36)
17.0000	Sale	04/30/07	11/18/11	189.72	196.01	0.00	(Y)	(6.29)
17.0000	Sale	05/31/07	11/18/11	189.72	193.29	0.00	(Y)	(3.57)
1.0000	Sale	06/01/07	11/18/11	11.16	11.34	0.00	(Y)	(0.18)
19.0000	Sale	06/29/07	11/18/11	212.04	213.75	0.00	(Y)	(1.71)
1.0000	Sale	07/02/07	11/18/11	11.16	11.27	0.00	(Y)	(0.11)
88.0000	Sale	07/02/07	11/18/11	982.08	991.75	0.00	(Y)	(9.67)
85.0000	Sale	07/02/07	11/18/11	948.60	957.94	0.00	(Y)	(9.34)
54.0000	Sale	07/02/07	11/18/11	602.64	608.58	0.00	(Y)	(5.94)
47.0000	Sale	07/02/07	11/18/11	524.52	529.69	0.00	(Y)	(5.17)

BLACKROCK TOTAL RETURN
FUND CL A

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2011 PROCEEDS FROM BROKER & BARTER EXCHANGE TRANSACTIONS

Transaction Description	Quantity	Date Acquired Cover of Short	Date Liquidated Short Sale	Amount	Cost Basis	Adjustments	Gain or (Loss)	Remarks
BLACKROCK TOTAL RETURN								
FUND CL A								
		CUSIP Number	09252M107					
8.0000 Sale		07/02/07	11/18/11	89.29	90.15	0.00	(0.86)	
.9290 Sale		07/03/07	11/18/11	10.37	10.46	0.00	(0.09)	
1.0000 Sale		10/31/06	12/21/11	11.13	11.69	0.56 (WY)	0.00	
7.0000 Sale		10/31/06	12/21/11	77.91	81.83	3.92 (WY)	0.00	
1.0000 Sale		07/03/07	12/21/11	11.13	11.25	0.12 (W)	0.00	
.1960 Sale		07/31/07	12/21/11	2.18	2.21	0.00	(0.03)	
20.0000 Sale		07/31/07	12/21/11	222.60	225.00	2.40 (W)	0.00	
Security Subtotal				22,062.29	22,966.89	35.92	(868.68)	
BLACKROCK GLOBAL								
ALLOCATION FD INC A								
		CUSIP Number	09251T103					
22.0000 Sale		10/19/06	01/06/11	427.68	397.76	0.00	29.92	
4.0000 Sale		10/19/06	01/06/11	77.76	72.32	0.00	5.44	
.3600 Sale		10/19/06	01/06/11	7.00	6.51	0.00	0.49	
.1190 Sale		10/19/06	07/07/11	2.41	2.16	0.00	0.25	
16.0000 Sale		10/19/06	10/06/11	288.16	289.28	0.00	(1.12)	
2.0000 Sale		10/19/06	10/06/11	36.02	36.16	0.00	(0.14)	
.6490 Sale		10/19/06	10/06/11	11.69	11.74	0.00	(0.05)	
166.0000 Sale		10/19/06	11/18/11	3,079.30	3,001.29	0.00	78.01	
.6340 Sale		10/19/06	11/18/11	11.76	11.47	0.00	0.29	
.3510 Sale		10/19/06	11/18/11	6.51	6.34	0.00	0.17	
1.0000 Sale		10/19/06	12/21/11	18.05	18.08	0.03 (W)	0.00	
9.0000 Sale		10/19/06	12/21/11	162.45	162.72	0.27 (W)	0.00	
Security Subtotal				4,128.79	4,015.83	0.30	113.26	
Noncovered Long Term Capital Gains and Losses Subtotal				139,709.70	140,829.91	223.52	(896.69)	
NET LONG TERM CAPITAL GAINS AND LOSSES				139,709.70	140,829.91	223.52	(896.69)	