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Form 990-PF

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

OMB No 1545-0052

2011

Department of the Treasury
Internal Revenue Service

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

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

M&M WHITMIRE FAMILY FOUNDATION
5832 SHAMBAUGH LANE
LOOMIS, CA 95650A Employer identification number
91-1817511B Telephone number (see the instructions)
(916) 806-0953C If exemption application is pending, check here ☐D 1 Foreign organizations, check here ☐2 Foreign organizations meeting the 85% test, check here and attach computation ☐E If private foundation status was terminated under section 507(b)(1)(A), check here ☐F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐G Check all that apply ☐ Initial return ☐ Initial Return of a former public charity
☐ Final return ☐ Amended return
☐ Address change ☐ Name changeH Check type of organization ☒ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundationI Fair market value of all assets at end of year (from Part II, column (c), line 16)
\$ 824,510.
J Accounting method: ☒ Cash ☐ Accrual
☐ Other (specify) _____
(Part I, column (d) must be on cash basis)

Part I Analysis of Revenue and Expenses

(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc. received (att sch)				
2 Ck ☒ if the foundn is not req to att Sch B				
3 Interest on savings and temporary cash investments	966.	966.	966.	
4 Dividends and interest from securities	16,199.	16,199.	16,199.	
5a Gross rents				
b Net rental income or (loss)				
6a Net gain/(loss) from sale of assets not on line 10	-49,734.			
b Gross sales price for all assets on line 6a	222,220.			
7 Capital gain net income (from Part IV, line 2)		0.		
8 Net short-term capital gain			0.	
9 Income modifications				
10a Gross sales less returns and allowances				
b Less Cost of goods sold				
c Gross profit/(loss) (att sch)				
11 Other income (attach schedule)				
12 Total. Add lines 1 through 11	-32,569.	17,165.	17,165.	
13 Compensation of officers, directors, trustees, etc	42,000.	6,300.		
14 Other employee salaries and wages	20,000.	2,000.		
15 Pension plans, employee benefits				
16a Legal fees (attach schedule)				
b Accounting fees (attach sch) SEE ST 1	6,800.			
c Other prof fees (attach sch) SEE ST 2	4,513.	4,513.		
17 Interest				
18 Taxes (attach schedule)(see instrs) SEE STM 3	8,691.	3,289.		
19 Depreciation (attach sch) and depletion	1,246.			
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule) SEE STATEMENT 4	30,813.			
24 Total operating and administrative expenses. Add lines 13 through 23	114,063.	16,102.		
25 Contributions, gifts, grants paid PART XV	42,000.			42,000.
26 Total expenses and disbursements. Add lines 24 and 25	156,063.	16,102.	0.	42,000.
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	-188,632.			
b Net investment income (if negative, enter -0-)		1,063.		
c Adjusted net income (if negative, enter -0-)			17,165.	

BAA For Paperwork Reduction Act Notice, see instructions.

TEEA0504L 12/05/11

Form 990-PF (2011)

SCANNED DEC 31 2012

REVENUE

ADMINISTRATIVE AND OPERATING EXPENSES

RECEIVED

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Part II Balance Sheets		Beginning of year (a) Book Value	End of year	
			(b) Book Value	(c) Fair Market Value
ASSETS	1 Cash — non-interest-bearing	19,816.	1,784.	1,784.
	2 Savings and temporary cash investments	92,196.	8,549.	8,549.
	3 Accounts receivable			
	Less: allowance for doubtful accounts			
	4 Pledges receivable			
	Less: allowance for doubtful accounts			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach sch)			
	Less: allowance for doubtful accounts			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments — U.S. and state government obligations (attach schedule)	28,859.	24,231.	25,210.
	b Investments — corporate stock (attach schedule)	1,216,387.	1,132,734.	784,832.
	c Investments — corporate bonds (attach schedule)			
LIABILITIES	11 Investments — land, buildings, and equipment basis			
	Less: accumulated depreciation (attach schedule)			4,135.
	12 Investments — mortgage loans			
	13 Investments — other (attach schedule)			
	14 Land, buildings, and equipment basis	11,322.		
	Less: accumulated depreciation (attach schedule) SEE STMT 5	7,187.	2,807.	4,135.
	15 Other assets (describe)			
	16 Total assets (to be completed by all filers — see the instructions. Also, see page 1, item I)	1,360,065.	1,171,433.	824,510.
	17 Accounts payable and accrued expenses			
	18 Grants payable			
NET ASSETS OR FUND BALANCES	19 Deferred revenue			
	20 Loans from officers, directors, trustees, & other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe)			
	23 Total liabilities (add lines 17 through 22)	0.	0.	
NET ASSETS OR FUND BALANCES	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, building, and equipment fund	2,017,560.	2,017,560.	
	29 Retained earnings, accumulated income, endowment, or other funds	-657,495.	-846,127.	
	30 Total net assets or fund balances (see instructions)	1,360,065.	1,171,433.	
	31 Total liabilities and net assets/fund balances (see instructions)	1,360,065.	1,171,433.	

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	1,360,065.
2 Enter amount from Part I, line 27a	2	-188,632.
3 Other increases not included in line 2 (itemize)	3	
4 Add lines 1, 2, and 3	4	1,171,433.
5 Decreases not included in line 2 (itemize)	5	
6 Total net assets or fund balances at end of year (line 4 minus line 5) — Part II, column (b), line 30	6	1,171,433.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shares MLC Company)		(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1a PUBLICLY TRADED SECURITIES		P	VARIOUS	
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 222,220.		271,954.	-49,734.
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	
a			-49,734.
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	-49,734.
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	-49,734.

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

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

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

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

☐ Yes☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (column (b) divided by column (c))
2010	45,500.	938,023.	0.048506
2009	69,978.	890,518.	0.078581
2008	79,773.	1,432,027.	0.055706
2007	125,185.	2,088,288.	0.059946
2006	91,290.	2,165,780.	0.042151

2 Total of line 1, column (d)	2	0.284890
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	0.056978
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	879,185.
5 Multiply line 4 by line 3	5	50,094.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	11.
7 Add lines 5 and 6	7	50,105.
8 Enter qualifying distributions from Part XII, line 4	8	42,000.

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

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

1 a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter 'N/A' on line 1. Date of ruling or determination letter _____ (attach copy of letter if necessary — see instrs)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b		1	21.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		2	0.
3 Add lines 1 and 2		3	21.
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	21.
6 Credits/Payments:			
a 2011 estimated tax pmts and 2010 overpayment credited to 2011	6a	2,607.	
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	2,607.	
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	0.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	2,586.	
11 Enter the amount of line 10 to be: Credited to 2012 estimated tax ☐ 2,586. Refunded ☐ 0.	11	0.	

Part VII-A Statements Regarding Activities

	Yes	No
1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)?		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?		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
4 a 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?		N/A
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, column (c), and Part XIV	X	
8 a Enter the states to which the foundation reports or with which it is registered (see instructions) N/A		
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

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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 <u>N/A</u>	13	X	
14	The books are in care of <u>GINA BLACK</u> Telephone no <u>(916) 806-0953</u> Located at <u>5832 SHAMBAUGH LANE LOOMIS CA</u> ZIP + 4 <u>95650</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here <u>N/A</u> and enter the amount of tax-exempt interest received or accrued during the year <u>N/A</u>	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 <u></u>	16		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	N/A
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 <u>20__ , 20__ , 20__ , 20__</u>		
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	N/A
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here <u>20__ , 20__ , 20__ , 20__</u>		
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	N/A
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011?	4b	X

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Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to:(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☐ Yes ☒ No(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No**b** If any answer is 'Yes' to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?**5b**

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? ☐ Yes ☐ No

N/A

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

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

N/A

7b**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1** List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 6		42,000.	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

0

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3** Five highest-paid independent contractors for professional services (see instructions). If none, enter 'NONE.'

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services		0

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 N/A	
2	
All other program-related investments See instructions	
3	
Total. Add lines 1 through 3	0.

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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	886,102.
b Average of monthly cash balances	1b	6,472.
c Fair market value of all other assets (see instructions)	1c	
d Total (add lines 1a, b, and c)	1d	892,574.
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	892,574.
4 Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	13,389.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	879,185.
6 Minimum investment return. Enter 5% of line 5.	6	43,959.

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	43,959.
2a Tax on investment income for 2011 from Part VI, line 5	2a	21.	
b Income tax for 2011 (This does not include the tax from Part VI)	2b		
c Add lines 2a and 2b		2c	21.
3 Distributable amount before adjustments. Subtract line 2c from line 1		3	43,938.
4 Recoveries of amounts treated as qualifying distributions		4	
5 Add lines 3 and 4		5	43,938.
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	43,938.

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	42,000.
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	42,000.
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	
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	42,000.

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				43,938.
2 Undistributed income, if any, as of the end of 2011:				
a Enter amount for 2010 only			41,887.	
b Total for prior years 20____, 20____, 20____		0.		
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	0.			
4 Qualifying distributions for 2011 from Part XII, line 4: ▶ \$ 42,000.				
a Applied to 2010, but not more than line 2a			41,887.	
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				113.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	0.			
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 instructions.			0.	
f Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012.				43,825.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	0.			
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)	0.			
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 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
<i>a</i> Paid during the year SEE STATEMENT 8				
Total			▶ 3a	42,000.
<i>b</i> Approved for future payment				
Total			▶ 3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

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) Exclu- sion 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			14	966.	
4	Dividends and interest from securities			14	16,199.	
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					-49,734.
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory					
11	Other revenue:					
a						
b						
c						
d						
e						
12	Subtotal. Add columns (b), (d), and (e)				17,165.	-49,734.
13	Total. Add line 12, columns (b), (d), and (e)				13	-32,569.

(See worksheet in line 13 instructions to verify calculations)

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

[illegible]

STATEMENT 1
FORM 990-PF, PART I, LINE 16B
ACCOUNTING FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING/TAX FEES	\$ 6,800.			
TOTAL	<u>\$ 6,800.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>

STATEMENT 2
FORM 990-PF, PART I, LINE 16C
OTHER PROFESSIONAL FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT MANAGEMENT FEES	\$ 4,513.	\$ 4,513.		
TOTAL	<u>\$ 4,513.</u>	<u>\$ 4,513.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>

STATEMENT 3
FORM 990-PF, PART I, LINE 18
TAXES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INCOME TAXES	\$ 2,689.	\$ 2,689.		
PAYROLL TAXES	6,002.	600.		
TOTAL	<u>\$ 8,691.</u>	<u>\$ 3,289.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>

STATEMENT 4
FORM 990-PF, PART I, LINE 23
OTHER EXPENSES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BENEFITS	\$ 18,547.			
GIFTS	3,000.			
INTERNET	660.			
MISCELLANEOUS	107.			
POSTAGE	315.			
PRINTING AND COPYING	205.			
REGISTRATION FEES	150.			
SUPPLIES	347.			
TELEPHONE	7,482.			
TOTAL	<u>\$ 30,813.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>

M&M WHITMIRE FAMILY FOUNDATION

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STATEMENT 5
FORM 990-PF, PART II, LINE 14
LAND, BUILDINGS, AND EQUIPMENT

CATEGORY	BASIS	ACCUM. DEPREC.	BOOK VALUE	FAIR MARKET VALUE
MACHINERY AND EQUIPMENT	\$ 11,322.	\$ 7,187.	\$ 4,135.	\$ 0.
TOTAL	<u>\$ 11,322.</u>	<u>\$ 7,187.</u>	<u>\$ 4,135.</u>	<u>\$ 0.</u>

STATEMENT 6
FORM 990-PF, PART VIII, LINE 1
LIST OF OFFICERS, DIRECTORS, TRUSTEES, AND KEY EMPLOYEES

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED	COMPEN- SATION	CONTRI- BUTION TO EBP & DC	EXPENSE ACCOUNT/ OTHER
MELBURN G. WHITMIRE 5997 RIDGE PARK DR. LOOMIS, CA 95620	PRESIDENT 5.00	\$ 0.	\$ 0.	\$ 0.
MARGARET WHITMIRE 5997 RIDGE PARK DR. LOOMIS, CA 95620	CFO 1.00	0.	0.	0.
GLENN FRESE 5870 WEDGEWOOD DR. GRANITE BAY, CA 95746	DIRECTOR 0	0.	0.	0.
ROBIN KLOMPARENS 10640 MATHER BLVD. MATHER, CA 95655	DIRECTOR 0	0.	0.	0.
SCOTT MONTGOMERY 6228 THICKET CT. ELK GROVE, CA 95758	DIRECTOR 0	0.	0.	0.
GINA BLACK 6527 ASHTON COURT GRANITE BAY, CA 95746	FOUNDATION MANA 15.00	42,000.	0.	0.
TOTAL		<u>\$ 42,000.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>

STATEMENT 7
FORM 990-PF, PART XV, LINE 2A-D
APPLICATION SUBMISSION INFORMATION

NAME OF GRANT PROGRAM:
NAME: GINA BLACK
CARE OF:
STREET ADDRESS: 5832 SHAMBAUGH LANE
CITY, STATE, ZIP CODE: LOOMIS, CA 95650
TELEPHONE: 916-806-0953
FORM AND CONTENT: APPLICATION SHOULD INCLUDE (1) A COVER LETTER ADDRESSING THE NEED FOR THE GRANT, (2) A COPY OF THE ORGANIZATION'S DETERMINATION LETTER FROM THE INTERNAL REVENUE SERVICE,

M&M WHITMIRE FAMILY FOUNDATION

91-1817511

STATEMENT 7 (CONTINUED)
FORM 990-PF, PART XV, LINE 2A-D
APPLICATION SUBMISSION INFORMATION

(3) FINANCIAL STATEMENTS OR BUDGET FOR THE PRIOR AND CURRENT YEAR AND (4) ANY OTHER INFORMATION WHICH WOULD ASSIST THE FOUNDATION MANAGER IN DETERMINING IF THE GRANT SHOULD BE CONSIDERED AND BROUGHT BEFORE THE BOARD OF DIRECTORS.

SUBMISSION DEADLINES: OCTOBER 15
 RESTRICTIONS ON AWARDS: MUST BE A 501(C) (3) ORGANIZATION TO BE CONSIDERED.

STATEMENT 8
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND- ATION STATUS	PURPOSE OF GRANT	AMOUNT
KISS HOUSE/WOMEN IN RECOVERY 9367 ECKERMAN ROAD ROSEVILLE, CA 95661	NONE		PROVIDE HANDICAPPED ACCESSIBLE WASHING MACHINES AND REFRIGERATORS.	\$ 5,000.
PEOPLE REACHING OUT 5299 AUBURN BLVD SACRAMENTO, CA 95841	NONE		PEOPLE REACHING OUT WORKS WITH YOUTH, FAMILIES AND COMMUNITIES IN MAKING POSITIVE CHOICES TO AVOID SUBSTANCE ABUSE AND VIOLENCE.	5,000.
THE GREENHOUSE P.O. BOX 348138 SACRAMENTO, CA 95834	NONE		PROVIDE ASSISTANCE TO SCHOOL CHILDREN WITH AFTER SCHOOL HOMEWORK.	5,000.
SIERRA FOREVER FAMILIES 8928 VOLUNTEER LANE, STE 240 SACRAMENTO, CA 95826	NONE		TO ASSIST WITH THE DEVELOPMENT OF AN INNOVATIVE PROGRAM WITH CHILD PROTECTIVE SERVICES TO PAIR KIDS IN FOSTER CARE WITH CARING ADULT MENTORS.	5,000.

M&M WHITMIRE FAMILY FOUNDATION

91-1817511

STATEMENT 8 (CONTINUED)
 FORM 990-PF, PART XV, LINE 3A
 RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND- ATION STATUS	PURPOSE OF GRANT	AMOUNT
ALZHEIMER'S ASSOCIATION 530 BERCUT DRIVE, STE A SACRAMENTO, CA 95814	NONE		ALZHEIMER'S ASSOCIATION PROVIDES COMPREHENSIVE SUPPORT SERVICES FOR FAMILIES IMPACTED BY ALZHEIMER'S DISEASE.	\$ 5,000.
SENIORS FIRST 11566 D AVE AUBURN, CA 95603	NONE		PROVIDE MEALS TO SENIORS CONFINED TO THEIR HOMES	3,000.
CAMPUS LIFE P.O. BOX 277728 SACRAMENTO, CA 95746	NONE		ORGANIZATION PROVIDES OPPORTUNITIES FOR STUDENTS FROM GRADES 7 THRU 12 TO FOCUS ON THE DEVELOPMENT OF CHARACTER, CONFIDENCE, RESPONSIBILITY AND FAITH.	5,000.
SUTTER AUBURN FAITH FOUNDATION 11815 EDUCATION STREET AUBURN, CA 95602	NONE		THE PURPOSE OF THE FOUNDATION IS TO IMPROVE THE QUALITY OF LIFE FOR SENIORS, PEOPLE WITH DISABILITIES, CHILDREN AND FAMILIES UNDER STRESS.	6,000.
GOLD COUNTRY CHAPLAINCY P.O. BOX 654 LOOMIS, CA 95650	NONE		PROVIDE SERVICES FOR HOMELESS VETERANS AND THEIR FAMILIES	3,000.
TOTAL \$				<u>42,000.</u>

EMASM Fiscal Statement

MEL & MARGARET WHITMIRE

CURRENT PORTFOLIO SUMMARY

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 12/31/11	Unrealized Gain or (Loss)	Est Accrued Interest	Est Annual Income
Cash and Money Funds							
	CASH		173.59	173.59			
6,828	ML BANK DEPOSIT PROGRAM	11/22/05	6,828.00	6,828.00			10.24
	Total Cash and Money Funds		7,001.59	7,001.59			10.24
Government Securities							
1,000	FNMA PAE0392 05 50%2039 AMORTIZED FACTOR 0.670710070 AMORTIZED VALUE 670	04/25/11	722.09	732.13	10.04		37.00
1,000	FNMA PAE5471 04 50%2040 AMORTIZED FACTOR 0.863497130 AMORTIZED VALUE 863	10/13/11	911.53	919.61	8.08	3.38	39.00
4,000	FNMA PAL0065 04 50%2041 AMORTIZED FACTOR 0.909026680 AMORTIZED VALUE 3,636	03/17/11	3,668.78	3,872.38	203.60		164.00
1,000	U.S. TREASURY NOTE 0.875% FEB 29 2012 00.875% FEB 29 2012	04/22/10	998.09	1,001.33	3.24	2.91	9.00
1,000	U.S. TREASURY NOTE ORIGINAL UNIT/TOTAL COST. 100.5860/1,005.86	02/28/11	1,000.97	1,001.33	0.36	2.91	9.00
1,000	U.S. TRSY INFLATION NOTE 3.00% JUL 15 2012 INFL ADJ PRIN 1,259	02/28/11	1,292.83	1,286.51	(6.32)	13.70	38.00

EMA Fiscal Statement

MEL & MARGARET WHITMIRE

CURRENT PORTFOLIO SUMMARY

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 12/31/11	Unrealized Gain or (Loss)	Est Accrued Interest	Est Annual Income
Government Securities							
1,000	U.S. TRSRY INFLATION BON 2.500% JAN 15 2029 INFL ADJ PRIN 1,054	09/20/10	1,210.16	1,407.16	197.00	11.41	27.00
1,000	U.S. TRSRY INFLATION BON INFL ADJ PRIN 1,054 ORIGINAL UNIT/TOTAL COST	07/27/11	1,260.29	1,407.16	146.87	11.41	27.00
1,000	U.S. TREASURY NOTE 1.375% MAR 15 2013 01.375% MAR 15 2013	04/22/10	994.53	1,014.26	19.73	4.00	14.00
1,000	U.S. TREASURY NOTE 1.500% JUL 31 2016 01.500% JUL 31 2016	08/09/11	1,026.05	1,033.83	7.78	6.20	15.00
1,000	U.S. TREASURY NOTE 2.125% AUG 15 2021 02.125% AUG 15 2021	09/13/11	1,012.32	1,025.63	13.31	7.91	22.00
1,000	FEDERAL NATL MTG ASSOC NOTES 00.750% DEC 18 2013	01/11/11	988.32	1,003.82	15.50	0.25	8.00
3,000	FNMA P745275 05%2036 AMORTIZED FACTOR 0.362799200 AMORTIZED VALUE 1,088	10/20/10	1,164.59	1,176.70	12.11	4.80	55.00
2,000	FHLMC G0 3432 05 50%2037 AMORTIZED FACTOR 0.300768790 AMORTIZED VALUE 601	01/15/08	609.72	653.54	43.82		34.00

EMASM Fiscal Statement

MEL & MARGARET WHITMIRE

CURRENT PORTFOLIO SUMMARY

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 12/31/11	Unrealized Gain or (Loss)	Est Accrued Interest	Est Annual Income
Government Securities							
1,000	FHLMC GO 3432 05 50%2037 AMORTIZED VALUE 300	01/23/08	306.36	326.77	20.41		17.00
5,000	FNMA P889579 06%2038 AMORTIZED FACTOR 0.300611000 AMORTIZED VALUE 1,503	10/20/08	1,524.61	1,662.35	137.74	7.26	91.00
6,000	FNMA P889572 05 50%2038 AMORTIZED FACTOR 0.327468000 AMORTIZED VALUE 1,964	02/08/11	2,086.69	2,141.09	54.40	9.50	109.00
4,000	FHLMC GO 5188 05%2038 AMORTIZED FACTOR 0.391782960 AMORTIZED VALUE 1,567	10/12/11	1,679.03	1,685.70	6.67	7.04	79.00
3,000	FNMA P995672 04 50%2039 AMORTIZED FACTOR 0.581713970 AMORTIZED VALUE 1,745	02/03/11	1,774.04	1,858.54	84.50	7.42	79.00
Total Government Securities			24,231.00	25,209.84	978.84	100.10	873.00

EMATM Fiscal Statement

MEL & MARGARET WHITMIRE

CURRENT PORTFOLIO SUMMARY

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 12/31/11	Unrealized Gain or (Loss)	Est Annual Income
Equities						
8	ALLSTATE CORP DEL COM	03/15/06	437.25	219.28	(217.97)	7.00
5	ALLSTATE CORP DEL COM	05/08/08	247.00	137.05	(109.95)	5.00
17	ALLSTATE CORP DEL COM	11/19/08	375.91	465.97	90.06	15.00
13	ALLSTATE CORP DEL COM	04/27/09	288.04	356.33	68.29	11.00
2	ALLSTATE CORP DEL COM	02/03/11	62.74	54.82	(7.92)	2.00
1	ANDERSONS INC (THE)	10/27/11	36.84	43.66	6.82	1.00
1	ANDERSONS INC (THE)	10/31/11	37.01	43.66	6.65	1.00
9	ABERCROMBIE & FITCH CO	09/29/11	580.78	439.56	(141.22)	7.00
2	ABERCROMBIE & FITCH CO	11/04/11	115.89	97.68	(18.21)	2.00
1	ABERCROMBIE & FITCH CO	11/07/11	58.87	48.84	(10.03)	1.00
30	AIR LIQUIDE ADR	09/17/08	658.03	738.00	79.97	15.00
2	AMAZON COM INC COM	09/14/10	292.37	346.20	53.83	
2	AMAZON COM INC COM	08/23/11	382.11	346.20	(35.91)	
1	AMERICAN FINL GRP HLDGS	08/22/06	33.29	36.89	3.60	1.00
16	AMERICAN FINL GRP HLDGS	08/23/06	464.30	590.24	125.94	12.00
15	AMERICAN FINL GRP HLDGS	05/08/08	416.88	553.35	136.47	11.00
11	ANNALY CAP MGMT INC	03/24/09	160.79	175.56	14.77	26.00

EMASM Fiscal Statement

MEL & MARGARET WHITMIRE

CURRENT PORTFOLIO SUMMARY

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 12/31/11	Unrealized Gain or (Loss)	Est Annual Income
Equities						
27	ANNALY CAP MGMT INC	04/28/09	367.52	430.92	63.40	62.00
17	ANNALY CAP MGMT INC	04/20/10	289.83	271.32	(18.51)	39.00
20	ANNALY CAP MGMT INC	01/25/11	356.33	319.20	(37.13)	46.00
1	AMEREN CORP	09/26/07	52.94	33.13	(19.81)	2.00
15	AMEREN CORP	09/27/07	796.04	496.95	(299.09)	24.00
10	AMEREN CORP	05/08/08	458.56	331.30	(127.26)	16.00
8	AMEREN CORP	04/27/09	179.56	265.04	85.48	13.00
4	AMEREN CORP	02/03/11	113.17	132.52	19.35	7.00
4	AKZO NOBEL N V SPNSD ADR	09/16/08	231.33	193.20	(38.13)	7.00
7	AKZO NOBEL N V SPNSD ADR	09/24/08	395.53	338.10	(57.43)	12.00
4	AKZO NOBEL N V SPNSD ADR	04/24/09	169.98	193.20	23.22	7.00
1	ALLERGAN INC	11/04/09	58.08	87.74	29.66	1.00
9	ALLERGAN INC	11/05/09	529.16	789.66	260.50	2.00
2	ALLERGAN INC	11/01/10	147.40	175.48	28.08	1.00
3	ALLERGAN INC	11/02/10	223.99	263.22	39.23	1.00
25	AEON COMPANY LTD ADR	01/21/11	320.26	342.25	21.99	6.00
6	AMERIPRISE FINL INC	08/27/10	259.41	297.84	38.43	7.00

EMASM Fiscal Statement

MEL & MARGARET WHITMIRE

CURRENT PORTFOLIO SUMMARY

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 12/31/11	Unrealized Gain or (Loss)	Est Annual Income
Equities						
3	AMERIPRISE FINL INC	08/30/10	130.47	148.92	18.45	4.00
13	AMERIPRISE FINL INC	09/01/10	592.19	645.32	53.13	15.00
3	AMERIPRISE FINL INC	08/08/11	127.99	148.92	20.93	4.00
38	AT& T INC	12/08/05	941.82	1,149.12	207.30	67.00
5	AT& T INC	02/03/11	139.45	151.20	11.75	9.00
17	AMN ELEC POWER CO	08/15/11	635.68	702.27	66.59	32.00
20	AMER EXPRESS COMPANY	10/25/11	998.23	943.40	(54.83)	15.00
12	ASML HLDG N.V. NEW YORK REGISTRY SHAR	08/11/11	412.63	501.48	88.85	6.00
5	APPLE INC	10/22/08	490.76	2,025.00	1,534.24	
5	APPLE INC	11/24/08	451.08	2,025.00	1,573.92	
4	APPLE INC	12/09/08	403.90	1,620.00	1,216.10	
2	ATMOS ENERGY CORP COM	12/24/07	57.23	66.70	9.47	3.00
10	ATMOS ENERGY CORP COM	12/26/07	284.01	333.50	49.49	14.00
10	ATMOS ENERGY CORP COM	12/27/07	282.29	333.50	51.21	14.00
11	ATMOS ENERGY CORP COM	12/28/07	310.62	366.85	56.23	16.00
5	BUCKEYE TECHNOLOGIES INC	07/29/11	133.24	167.20	33.96	2.00

EMA Fiscal Statement

MEL & MARGARET WHITMIRE

CURRENT PORTFOLIO SUMMARY

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 12/31/11	Unrealized Gain or (Loss)	Est Annual Income
Equities						
4	BUCKEYE TECHNOLOGIES INC	08/01/11	110.06	133.76	23.70	1.00
18	BUCKEYE TECHNOLOGIES INC	08/04/11	436.14	601.92	165.78	5.00
9	BUCKEYE TECHNOLOGIES INC	08/05/11	227.94	300.96	73.02	3.00
1	BUCKEYE TECHNOLOGIES INC	08/08/11	25.09	33.44	8.35	1.00
9	BANK HAWAII CORP	08/20/07	480.83	400.41	(80.42)	17.00
5	BANK HAWAII CORP	08/21/07	270.23	222.45	(47.78)	9.00
9	BANK HAWAII CORP	08/22/07	497.03	400.41	(96.62)	17.00
4	BANK HAWAII CORP	02/03/11	186.35	177.96	(8.39)	8.00
1	BAYER AG SP ADR	08/09/07	71.84	63.80	(8.04)	2.00
3	BAYER AG SP ADR	08/25/08	233.35	191.40	(41.95)	5.00
3	BAYER AG SP ADR	08/27/09	182.94	191.40	8.46	5.00
2	BAYER AG SP ADR	05/20/10	114.20	127.60	13.40	4.00
6	BAYER AG SP ADR	09/20/11	320.90	382.80	61.90	10.00
7	BRINKS CO	08/19/09	184.79	188.16	3.37	3.00
10	BRINKS CO	08/20/09	271.01	268.80	(2.21)	4.00
19	BRINKS CO	08/21/09	527.09	510.72	(16.37)	8.00
9	BRINKS CO	05/20/10	201.42	241.92	40.50	4.00

PLEASE SEE REVERSE SIDE

Account No. 5YJ-04016
 Statement Period Year Ending 12/31/11
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EMASM Fiscal Statement

MEL & MARGARET WHITMIRE

CURRENT PORTFOLIO SUMMARY

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 12/31/11	Unrealized Gain or (Loss)	Est Annual Income
Equities						
1	BRINKS CO	02/03/11	29.90	26.88	(3.02)	1.00
4	BIOGEN IDEC INC	11/02/11	454.30	440.20	(14.10)	
3	BIOGEN IDEC INC	11/23/11	332.28	330.15	(2.13)	
20	BARCLAYS PLC ADR	05/20/10	332.42	219.80	(112.62)	8.00
20	BP PLC SPON ADR	07/21/10	729.09	854.80	125.71	34.00
5	BP PLC SPON ADR	04/08/11	236.50	213.70	(22.80)	9.00
13	BARNES GROUP INC DE \$.01	12/31/07	435.69	313.43	(122.26)	6.00
35	BARNES GROUP INC DE \$.01	11/10/08	483.00	843.85	360.85	14.00
2	BG GROUP PLC SPON ADR	02/12/10	179.89	214.00	34.11	3.00
3	BG GROUP PLC SPON ADR	08/12/10	238.11	321.00	82.89	4.00
1	BG GROUP PLC SPON ADR	08/23/11	103.46	107.00	3.54	2.00
2	BG GROUP PLC SPON ADR	12/21/11	206.15	214.00	7.85	3.00
1	BNP PARIBAS SPONSORD ADR	05/15/08	53.61	19.65	(33.96)	2.00
5	BNP PARIBAS SPONSORD ADR	12/01/09	211.25	98.25	(113.00)	6.00
6	BNP PARIBAS SPONSORD ADR	05/20/10	168.42	117.90	(50.52)	7.00
5	BNP PARIBAS SPONSORD ADR	02/28/11	196.07	98.25	(97.82)	6.00
6	BNP PARIBAS SPONSORD ADR	03/07/11	218.70	117.90	(100.80)	7.00

EMA Fiscal Statement

MEL & MARGARET WHITMIRE

CURRENT PORTFOLIO SUMMARY

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 12/31/11	Unrealized Gain or (Loss)	Est Annual Income
Equities						
21	BAYERISCHE MOTORENWERKE AG BMW SHS	06/03/10	335.28	466.83	131.55	9.00
7	BAYERISCHE MOTORENWERKE AG BMW SHS	12/13/11	162.14	155.61	(6.53)	3.00
12	BERRY PETE SF CALIF CL A	06/22/11	599.12	504.24	(94.88)	4.00
8	BERRY PETE SF CALIF CL A	06/23/11	388.98	336.16	(52.82)	3.00
6	BERRY PETE SF CALIF CL A	06/24/11	300.07	252.12	(47.95)	2.00
15	BOEING COMPANY	06/11/10	972.33	1,100.25	127.92	27.00
3	CITRIX SYSTEMS INC COM	09/14/10	199.08	182.16	(16.92)	
13	CITRIX SYSTEMS INC COM	10/25/10	793.49	789.36	(4.13)	
3	CITRIX SYSTEMS INC COM	10/26/10	185.65	182.16	(3.49)	
12	CREDIT SUISSE GP SP ADR	02/12/10	509.62	281.76	(227.86)	18.00
7	CANON INC ADR REP5SH	02/22/11	336.58	308.28	(28.30)	11.00
4	CANON INC ADR REP5SH	08/11/11	185.80	176.16	(9.64)	6.00
6	CHINA UNICOM HONG KONG LTD	10/29/08	81.52	126.78	45.26	1.00
4	CHINA UNICOM HONG KONG LTD	06/03/09	56.83	84.52	27.69	1.00

EMASM Fiscal Statement

MEL & MARGARET WHITMIRE

CURRENT PORTFOLIO SUMMARY

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 12/31/11	Unrealized Gain or (Loss)	Est Annual Income
Equities						
10	CHINA UNICOM HONG KONG LTD	05/10/11	202.19	211.30	9.11	2.00
2	COACH INC	11/01/10	99.94	122.08	22.14	2.00
10	COACH INC	11/02/10	503.36	610.40	107.04	9.00
4	COACH INC	01/12/11	216.93	244.16	27.23	4.00
2	COACH INC	01/13/11	108.72	122.08	13.36	2.00
18	COMPASS GROUP PLC ADR	11/30/11	168.42	170.64	2.22	5.00
12	COMPASS MINERALS INTL INC	06/18/09	668.35	826.20	157.85	22.00
3	COMPASS MINERALS INTL INC	07/14/11	251.98	206.55	(45.43)	6.00
13	CHEVRON CORP	11/23/05	765.70	1,383.20	617.50	43.00
11	CONOCOPHILLIPS	02/28/06	669.22	801.57	132.35	30.00
5	CONOCOPHILLIPS	04/27/09	204.34	364.35	160.01	14.00
20	CONOCOPHILLIPS	11/13/09	1,051.88	1,457.40	405.52	53.00
9	CELLCOM ISRAEL LTD	06/27/11	253.40	152.10	(101.30)	25.00
13	CELLCOM ISRAEL LTD	06/28/11	349.71	219.70	(130.01)	36.00
5	CELLCOM ISRAEL LTD	07/05/11	141.18	84.50	(56.68)	14.00

EMASM Fiscal Statement

MEL & MARGARET WHITMIRE

CURRENT PORTFOLIO SUMMARY

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 12/31/11	Unrealized Gain or (Loss)	Est Annual Income
Equities						
7	CELLCOM ISRAEL LTD	07/06/11	195.66	118.30	(77.36)	20.00
7	CELLCOM ISRAEL LTD	07/07/11	195.02	118.30	(76.72)	20.00
7	CELLCOM ISRAEL LTD	07/08/11	194.04	118.30	(75.74)	20.00
5	CELLCOM ISRAEL LTD	11/28/11	84.81	84.50	(0.31)	14.00
5	CELLCOM ISRAEL LTD	11/29/11	83.29	84.50	1.21	14.00
3	CELLCOM ISRAEL LTD	11/30/11	51.46	50.70	(0.76)	9.00
1	CELLCOM ISRAEL LTD	12/01/11	17.12	16.90	(0.22)	3.00
27	CHINA CONSTRUCT UNSPN AD	04/16/10	452.39	376.38	(76.01)	15.00
12	CHINA CONSTRUCT UNSPN AD	12/07/11	176.16	167.28	(8.88)	7.00
9	COVIDIEN PLC SHS NEW	01/22/10	457.60	405.09	(52.51)	9.00
6	COVIDIEN PLC SHS NEW	01/29/10	303.66	270.06	(33.60)	6.00
6	COVIDIEN PLC SHS NEW	04/30/10	291.20	270.06	(21.14)	6.00
38	CHESAPEAKE ENERGY OKLA	11/12/09	955.81	847.02	(108.79)	14.00
8	CHESAPEAKE ENERGY OKLA	05/20/10	169.68	178.32	8.64	3.00
7	COCA COLA COM	06/03/10	368.57	489.79	121.22	14.00
13	COCA COLA COM	07/13/10	685.94	909.61	223.67	25.00
8	COCA COLA COM	05/18/11	544.06	559.76	15.70	16.00

EMASM Fiscal Statement

MEL & MARGARET WHITMIRE

CURRENT PORTFOLIO SUMMARY

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 12/31/11	Unrealized Gain or (Loss)	Est Annual Income
Equities						
8	COCA COLA COM	06/23/11	522.87	559.76	36.89	16.00
8	COMERICA INC COM	04/07/11	306.88	206.40	(100.48)	4.00
8	COMERICA INC COM	04/08/11	303.94	206.40	(97.54)	4.00
6	COMERICA INC COM	04/11/11	229.01	154.80	(74.21)	3.00
8	COMERICA INC COM	04/12/11	307.12	206.40	(100.72)	4.00
18	CURTISS WRIGHT	11/20/08	476.51	635.94	159.43	6.00
17	CURTISS WRIGHT	11/21/08	453.77	600.61	146.84	6.00
34	DENSO CP UNSPONSORED ADR	10/14/10	525.19	464.78	(60.41)	8.00
5	DANAHER CORP DEL COM	05/16/11	270.47	235.20	(35.27)	1.00
8	DANAHER CORP DEL COM	05/17/11	427.83	376.32	(51.51)	1.00
1	DASSAULT SYS SA SPN ADR	07/20/10	66.99	80.41	13.42	1.00
3	DASSAULT SYS SA SPN ADR	07/21/10	201.17	241.23	40.06	2.00
1	DASSAULT SYS SA SPN ADR	08/31/10	60.54	80.41	19.87	1.00
1	DASSAULT SYS SA SPN ADR	09/01/10	62.61	80.41	17.80	1.00
30	DEUTSCHE BOERSE AG SHS	09/04/09	232.74	165.00	(67.74)	12.00
15	DEUTSCHE BOERSE AG SHS	09/08/09	118.70	82.50	(36.20)	6.00
24	DEUTSCHE BOERSE AG SHS	09/09/09	192.29	132.00	(60.29)	9.00

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EMASM Fiscal Statement

MEL & MARGARET WHITMIRE

CURRENT PORTFOLIO SUMMARY

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 12/31/11	Unrealized Gain or (Loss)	Est Annual Income
Equities						
29	DANONE-SPONS ADR	04/27/09	266.58	366.56	99.98	8.00
14	DANONE-SPONS ADR	11/23/11	172.57	176.96	4.39	4.00
12	R R DONNELLEY SONS	05/19/06	403.08	173.16	(229.92)	13.00
10	R R DONNELLEY SONS	05/08/08	315.60	144.30	(171.30)	11.00
26	R R DONNELLEY SONS	11/10/08	378.30	375.18	(3.12)	28.00
19	R R DONNELLEY SONS	12/02/08	231.96	274.17	42.21	20.00
10	R R DONNELLEY SONS	02/03/11	184.21	144.30	(39.91)	11.00
4	E M C CORPORATION MASS	04/13/09	52.01	86.16	34.15	
17	E M C CORPORATION MASS	10/08/09	302.43	366.18	63.75	
20	E M C CORPORATION MASS	10/30/09	333.30	430.80	97.50	
11	EXPRESS SCRIPTS INC COM	05/16/11	657.20	491.59	(165.61)	
1	EXPRESS SCRIPTS INC COM	05/17/11	59.53	44.69	(14.84)	
4	ENERSIS S A SPON ADR	06/21/11	90.52	70.52	(20.00)	3.00
22	ENERSIS S A SPON ADR	06/22/11	498.32	387.86	(110.46)	12.00
3	ENERSIS S A SPON ADR	12/21/11	51.58	52.89	1.31	2.00
3	ENERSIS S A SPON ADR	12/22/11	53.02	52.89	(0.13)	2.00
5	ENERSIS S A SPON ADR	12/23/11	89.85	88.15	(1.70)	3.00

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EMASM Fiscal Statement

MEL & MARGARET WHITMIRE

CURRENT PORTFOLIO SUMMARY

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 12/31/11	Unrealized Gain or (Loss)	Est Annual Income
Equities						
4	EASTMAN CHEMICAL CO COM	09/27/11	145.67	156.24	10.57	5.00
8	EASTMAN CHEMICAL CO COM	09/28/11	281.00	312.48	31.48	9.00
4	EASTMAN CHEMICAL CO COM	09/29/11	141.62	156.24	14.62	5.00
7	EASTMAN CHEMICAL CO COM	10/13/11	259.19	273.42	14.23	8.00
5	EASTMAN CHEMICAL CO COM	10/14/11	189.06	195.30	6.24	6.00
5	EASTMAN CHEMICAL CO COM	10/17/11	188.01	195.30	7.29	6.00
11	EDISON INTL CALIF	03/11/09	276.15	455.40	179.25	15.00
19	EDISON INTL CALIF	03/26/09	556.57	786.60	230.03	25.00
2	EDISON INTL CALIF	02/03/11	73.34	82.80	9.46	3.00
1	EOG RESOURCES INC	10/14/10	98.84	98.51	(0.33)	1.00
4	EOG RESOURCES INC	10/15/10	400.09	394.04	(6.05)	3.00
4	EOG RESOURCES INC	10/18/10	404.98	394.04	(10.94)	3.00
3	EOG RESOURCES INC	10/27/11	278.34	295.53	17.19	2.00
3	EOG RESOURCES INC	12/05/11	307.51	295.53	(11.98)	2.00
36	ERICSSON LM TEL CL B ADR SEK 10 NEW	03/26/10	365.48	364.68	(0.80)	10.00
63	EXCO RES INC	06/25/10	993.11	658.35	(334.76)	11.00

EMASM Fiscal Statement

MEL & MARGARET WHITMIRE

CURRENT PORTFOLIO SUMMARY

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 12/31/11	Unrealized Gain or (Loss)	Est Annual Income
Equities						
22	EXCO RES INC	07/15/11	350.25	229.90	(120.35)	4.00
18	ENSIGN GROUP INC	06/28/11	579.44	441.00	(138.44)	5.00
13	ENSIGN GROUP INC	07/15/11	389.79	318.50	(71.29)	4.00
6	ENSIGN GROUP INC	07/18/11	176.47	147.00	(29.47)	2.00
1	ENSIGN GROUP INC	07/19/11	29.77	24.50	(5.27)	1.00
4	ENSIGN GROUP INC	08/10/11	82.82	98.00	15.18	1.00
2	ENSIGN GROUP INC	08/11/11	42.55	49.00	6.45	1.00
1	ENSIGN GROUP INC	08/12/11	21.58	24.50	2.92	1.00
2	ENSIGN GROUP INC	08/15/11	45.19	49.00	3.81	1.00
2	ENSIGN GROUP INC	08/16/11	45.61	49.00	3.39	1.00
43	EAST JAPAN RY CO ADR	01/16/09	526.27	449.35	(76.92)	9.00
30	EAST JAPAN RY CO ADR	05/08/09	278.79	313.50	34.71	6.00
14	EAST JAPAN RY CO ADR	09/24/09	165.87	146.30	(19.57)	3.00
6	ENSCO PLC-SPON ADR	11/21/11	296.18	281.52	(14.66)	9.00
6	ENSCO PLC-SPON ADR	11/22/11	297.08	281.52	(15.56)	9.00
2	ENSCO PLC-SPON ADR	11/23/11	97.18	93.84	(3.34)	3.00
7	ENSCO PLC-SPON ADR	12/01/11	364.68	328.44	(36.24)	10.00

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EMATM Fiscal Statement

MEL & MARGARET WHITMIRE

CURRENT PORTFOLIO SUMMARY

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 12/31/11	Unrealized Gain or (Loss)	Est Annual Income
Equities						
2	ENSCO PLC-SPON ADR	12/02/11	104.12	93.84	(10.28)	3.00
16	ENERGEN CRP COM PV 1CENT	11/23/05	597.29	800.00	202.71	9.00
6	ENERGEN CRP COM PV 1CENT	04/24/09	207.54	300.00	92.46	4.00
8	ENNIS INC	04/27/07	198.96	106.64	(92.32)	5.00
21	ENNIS INC	04/30/07	517.58	279.93	(237.65)	14.00
10	ENNIS INC	05/12/08	181.60	133.30	(48.30)	7.00
30	ENNIS INC	05/13/08	541.12	399.90	(141.22)	19.00
7	ENNIS INC	02/03/11	117.29	93.31	(23.98)	5.00
6	FREERT-MCMRAN CPR & GLD	10/01/10	265.64	220.74	(44.90)	6.00
16	FREERT-MCMRAN CPR & GLD	11/01/10	766.80	588.64	(178.16)	16.00
4	FREERT-MCMRAN CPR & GLD	11/09/10	214.50	147.16	(67.34)	4.00
5	GLAXOSMITHKLINE PLC ADR	06/11/07	261.32	228.15	(33.17)	12.00
5	GLAXOSMITHKLINE PLC ADR	05/08/08	221.93	228.15	6.22	12.00
8	GLAXOSMITHKLINE PLC ADR	04/20/10	315.84	365.04	49.20	18.00
6	GLAXOSMITHKLINE PLC ADR	05/20/10	200.99	273.78	72.79	14.00
5	GLAXOSMITHKLINE PLC ADR	02/03/11	190.32	228.15	37.83	12.00
25	GENERAL ELECTRIC	07/29/10	403.40	447.75	44.35	17.00

EMASM Fiscal Statement

MEL & MARGARET WHITMIRE

CURRENT PORTFOLIO SUMMARY

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 12/31/11	Unrealized Gain or (Loss)	Est Annual Income
Equities						
42	GENERAL ELECTRIC	07/30/10	675.13	752.22	77.09	29.00
1	GOOGLE INC CL A	02/11/11	623.86	645.90	22.04	
1	GOOGLE INC CL A	02/14/11	628.42	645.90	17.48	
1	GOOGLE INC CL A	02/23/11	612.14	645.90	33.76	
1	GOOGLE INC CL A	08/03/11	600.03	645.90	45.87	
1	GOOGLE INC CL A	11/30/11	596.79	645.90	49.11	
25	HEALTHCARE REALTY TR REIT	05/08/08	679.98	464.75	(215.23)	30.00
16	HEALTHCARE REALTY TR REIT	04/27/09	263.26	297.44	34.18	20.00
2	HEALTHCARE REALTY TR REIT	01/25/11	41.54	37.18	(4.36)	3.00
11	HEALTHCARE REALTY TR REIT	01/26/11	231.13	204.49	(26.64)	14.00
13	HEALTHCARE REALTY TR REIT	08/10/11	201.01	241.67	40.66	16.00
24	HUDSON CITY BANCORP INC	07/07/09	325.17	150.00	(175.17)	8.00
10	HUDSON CITY BANCORP INC	07/10/09	135.58	62.50	(73.08)	4.00
30	HUDSON CITY BANCORP INC	07/13/09	424.36	187.50	(236.86)	10.00

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 Statement Period
 Year Ending 12/31/11
 Account No.
 5YJ-04016

EMASM Fiscal Statement

MEL & MARGARET WHITMIRE

CURRENT PORTFOLIO SUMMARY

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 12/31/11	Unrealized Gain or (Loss)	Est Annual Income
Equities						
21	HUDSON CITY BANCORP INC	07/14/09	302.05	131.25	(170.80)	7.00
19	HUDSON CITY BANCORP INC	04/30/10	252.62	118.75	(133.87)	7.00
24	HUDSON CITY BANCORP INC	02/03/11	260.77	150.00	(110.77)	8.00
28	HUDSON CITY BANCORP INC	08/08/11	186.33	175.00	(11.33)	9.00
65	HUDSON CITY BANCORP INC	09/20/11	387.09	406.25	19.16	21.00
8	HSBC HLDG PLC SP ADR	04/09/09	275.17	304.80	29.63	16.00
5	HSBC HLDG PLC SP ADR	04/15/09	180.77	190.50	9.73	10.00
6	HSBC HLDG PLC SP ADR	04/16/09	217.50	228.60	11.10	12.00
3	HSBC HLDG PLC SP ADR	06/10/09	132.97	114.30	(18.67)	6.00
1	HDFC BANK LTD ADR	11/26/08	11.68	26.28	14.60	1.00
10	HDFC BANK LTD ADR	06/26/09	211.62	262.80	51.18	3.00
5	HDFC BANK LTD ADR	05/20/10	132.87	131.40	(1.47)	2.00
65	HENNES AND MAURITZ AB- ADR	04/11/11	458.43	413.40	(45.03)	16.00
14	HARRIS CORP DEL	02/06/09	616.94	504.56	(112.38)	16.00
13	HARRIS CORP DEL	04/27/09	389.03	468.52	79.49	15.00
3	HARRIS CORP DEL	02/03/11	138.96	108.12	(30.84)	4.00

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MEL & MARGARET WHITMIRE

CURRENT PORTFOLIO SUMMARY

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 12/31/11	Unrealized Gain or (Loss)	Est Annual Income
Equities						
28	HARSCO CORPORATION	11/10/08	638.96	576.24	(62.72)	23.00
9	HARSCO CORPORATION	05/20/10	230.51	185.22	(45.29)	8.00
9	HARSCO CORPORATION	08/10/11	195.13	185.22	(9.91)	8.00
7	HARSCO CORPORATION	08/11/11	151.11	144.06	(7.05)	6.00
27	HEINEKEN NV ADR	09/17/08	597.10	621.81	24.71	13.00
13	HONDA MOTOR ADR NEW	01/31/11	553.04	397.15	(155.89)	9.00
3	HONDA MOTOR ADR NEW	12/12/11	93.06	91.65	(1.41)	3.00
15	HUTCHISN WHAMPOA ADR	08/19/09	218.00	248.70	30.70	8.00
22	HUTCHISN WHAMPOA ADR	08/27/09	327.90	364.76	36.86	11.00
33	IAMGOLD CORP COM	11/10/08	121.70	523.05	401.35	9.00
16	IAMGOLD CORP COM	04/20/10	244.77	253.60	8.83	4.00
4	IAMGOLD CORP COM	02/03/11	78.83	63.40	(15.43)	1.00
6	ICICI BANK LTD SPD ADR	12/22/09	216.31	158.58	(57.73)	4.00
4	ICICI BANK LTD SPD ADR	02/11/10	141.37	105.72	(35.65)	3.00
15	ILLUMINA INC COM	03/30/11	1,045.60	457.20	(588.40)	
3	ILLUMINA INC COM	03/31/11	209.28	91.44	(117.84)	
3	ILLUMINA INC COM	05/02/11	214.68	91.44	(123.24)	

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MEL & MARGARET WHITMIRE

CURRENT PORTFOLIO SUMMARY

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 12/31/11	Unrealized Gain or (Loss)	Est Annual Income
Equities						
2	ILLUMINA INC COM	05/03/11	142.74	60.96	(81.78)	
4	ILLUMINA INC COM	07/29/11	246.72	121.92	(124.80)	
22	INTEL CORP	11/11/09	435.91	533.50	97.59	19.00
34	INTEL CORP	08/27/10	617.95	824.50	206.55	29.00
31	INTEL CORP	08/27/10	571.57	751.75	180.18	27.00
3	INTEL CORP	02/03/11	64.05	72.75	8.70	3.00
8	INTEL CORP	05/18/11	190.95	194.00	3.05	7.00
16	INTEL CORP	05/19/11	376.11	388.00	11.89	14.00
37	INTEL CORP	05/19/11	863.53	897.25	33.72	32.00
1	INTL BUSINESS MACHINES CORP IBM	04/15/09	97.92	183.88	85.96	3.00
6	INTL BUSINESS MACHINES CORP IBM	04/24/09	600.60	1,103.28	502.68	18.00
20	INTL PAPER CO	03/16/11	512.91	592.00	79.09	21.00
12	INTL PAPER CO	03/21/11	324.53	355.20	30.67	13.00
14	INTL PAPER CO	03/22/11	377.07	414.40	37.33	15.00
17	INTL PAPER CO	06/20/11	466.37	503.20	36.83	18.00
9	INTL PAPER CO	06/21/11	256.27	266.40	10.13	10.00

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CURRENT PORTFOLIO SUMMARY

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 12/31/11	Unrealized Gain or (Loss)	Est Annual Income
Equities						
10	INTL PAPER CO	06/24/11	288.15	296.00	7.85	11.00
9	INTL PAPER CO	06/27/11	263.68	266.40	2.72	10.00
23	ITAU UNIBANCO BANCO HOLD SA SPONSORED ADR	11/22/11	382.62	426.88	44.26	2.00
7	ING GP NV SP5D ADR	09/04/09	105.85	50.19	(55.66)	
42	ING GP NV SP5D ADR	12/16/09	263.18	301.14	37.96	
9	ING GP NV SP5D ADR	12/14/10	92.95	64.53	(28.42)	
8	ING GP NV SP5D ADR	12/15/10	81.37	57.36	(24.01)	
16	ING GP NV SP5D ADR	03/07/11	197.66	114.72	(82.94)	
4	JUNIPER NETWORKS INC	11/11/10	137.73	81.64	(56.09)	
15	JUNIPER NETWORKS INC	11/12/10	525.97	306.15	(219.82)	
1	JUNIPER NETWORKS INC	03/04/11	43.99	20.41	(23.58)	
2	JUNIPER NETWORKS INC	03/07/11	88.57	40.82	(47.75)	
17	JPMORGAN CHASE & CO	05/03/11	774.24	565.25	(208.99)	17.00
15	JPMORGAN CHASE & CO	05/04/11	684.13	498.75	(185.38)	15.00
29	JPMORGAN CHASE & CO	11/04/11	980.36	964.25	(16.11)	29.00
19	JPMORGAN CHASE & CO	11/07/11	647.37	631.75	(15.62)	19.00

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CURRENT PORTFOLIO SUMMARY

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 12/31/11	Unrealized Gain or (Loss)	Est Annual Income
Equities						
19	JPMORGAN CHASE & CO	12/02/11	616.29	631.75	15.46	19.00
20	JPMORGAN CHASE & CO	12/05/11	676.24	665.00	(11.24)	20.00
42	JABIL CIRCUIT INC	12/02/08	266.79	825.72	558.93	14.00
13	JABIL CIRCUIT INC	08/10/11	197.47	255.58	58.11	5.00
4	JOHNSON AND JOHNSON COM	10/29/09	238.85	262.32	23.47	10.00
3	JOHNSON AND JOHNSON COM	04/12/10	195.41	196.74	1.33	7.00
2	JOHNSON AND JOHNSON COM	02/03/11	121.60	131.16	9.56	5.00
11	JOHNSON AND JOHNSON COM	05/12/11	732.11	721.38	(10.73)	26.00
10	JOHNSON AND JOHNSON COM	06/23/11	650.96	655.80	4.84	23.00
6	JOHNSON AND JOHNSON COM	07/20/11	397.89	393.48	(4.41)	14.00
51	KINGFISHER PLC SP ADR	01/20/11	432.46	392.19	(40.27)	11.00
17	KAO CORP SPD ADR	09/08/08	499.95	462.40	(37.55)	11.00
13	KBR INC	06/16/09	244.88	362.31	117.43	3.00
25	KBR INC	06/17/09	470.56	696.75	226.19	5.00
24	KDDI CORP SHS	04/23/10	295.93	386.40	90.47	10.00
53	KEPPEL LTD SPONS ADR	04/22/09	387.06	754.72	367.66	38.00
2	KIMBERLY CLARK	05/20/10	123.16	147.12	23.96	6.00

EMASM Fiscal Statement

MEL & MARGARET WHITMIRE

CURRENT PORTFOLIO SUMMARY

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 12/31/11	Unrealized Gain or (Loss)	Est Annual Income
Equities						
8	KIMBERLY CLARK	06/04/10	481.55	588.48	106.93	23.00
4	KIMBERLY CLARK	02/03/11	258.15	294.24	36.09	12.00
4	KIMBERLY CLARK	09/22/11	275.28	294.24	18.96	12.00
9	KIMBERLY CLARK	10/03/11	637.56	662.04	24.48	26.00
25	KOHL'S CORP WISC PV 1CT	09/30/11	1,246.85	1,233.75	(13.10)	25.00
9	KROGER CO	06/24/11	220.43	217.98	(2.45)	5.00
19	KROGER CO	06/27/11	461.95	460.18	(1.77)	9.00
13	KROGER CO	08/22/11	296.50	314.86	18.36	6.00
1	LVMH MOET HENNESSY ADR	01/16/09	11.05	28.10	17.05	1.00
12	LVMH MOET HENNESSY ADR	11/09/09	268.90	337.20	68.30	6.00
6	LVMH MOET HENNESSY ADR	05/20/10	122.43	168.60	46.17	3.00
5	LOCKHEED MARTIN CORP	03/11/10	413.56	404.50	(9.06)	20.00
12	LOCKHEED MARTIN CORP	03/12/10	994.98	970.80	(24.18)	48.00
8	LAUDER ESTEE COS INC A	08/10/11	735.86	898.56	162.70	9.00
2	LAUDER ESTEE COS INC A	08/15/11	187.31	224.64	37.33	3.00
18	LAS VEGAS SANDS CORP	08/04/11	803.93	769.14	(34.79)	
1	LAS VEGAS SANDS CORP	08/04/11	51.37	42.73	(8.64)	

EMASM Fiscal Statement

MEL & MARGARET WHITMIRE

CURRENT PORTFOLIO SUMMARY

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 12/31/11	Unrealized Gain or (Loss)	Est Annual Income
Equities						
2	LAS VEGAS SANDS CORP	08/04/11	105.65	85.46	(20.19)	
15	ELI LILLY & CO	05/03/11	570.67	623.40	52.73	30.00
19	ELI LILLY & CO	05/06/11	730.25	789.64	59.39	38.00
10	MITSUBISHI CP SPNSRD ADR	09/10/08	470.32	400.70	(69.62)	17.00
7	METLIFE INC COM	05/04/09	193.23	218.26	25.03	6.00
23	METLIFE INC COM	04/21/10	1,070.72	717.14	(353.58)	18.00
7	METLIFE INC COM	08/08/11	233.94	218.26	(15.68)	6.00
14	MONSANTO CO NEW DEL COM	06/30/11	1,008.68	980.98	(27.70)	17.00
1	MONSANTO CO NEW DEL COM	06/30/11	79.91	70.07	(9.84)	2.00
4	MONSANTO CO NEW DEL COM	10/14/11	295.47	280.28	(15.19)	5.00
4	MONSANTO CO NEW DEL COM	10/27/11	311.22	280.28	(30.94)	5.00
16	MARATHON OIL CORP	11/23/05	290.76	468.32	177.56	10.00
14	MARATHON OIL CORP	11/19/08	205.33	409.78	204.45	9.00
15	MARATHON OIL CORP	07/13/11	480.45	439.05	(41.40)	9.00
28	MITSUBISHI UFJ FINL GRP INC	06/03/11	127.42	117.32	(10.10)	4.00
13	MITSUBISHI UFJ FINL GRP INC	06/06/11	58.09	54.47	(3.62)	2.00

EMASM Fiscal Statement

MEL & MARGARET WHITMIRE

CURRENT PORTFOLIO SUMMARY

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 12/31/11	Unrealized Gain or (Loss)	Est Annual Income
Equities						
44	MITSUBISHI UFJ FINL GRP INC	10/25/11	192.91	184.36	(8.55)	7.00
22	MITSUBISHI UFJ FINL GRP INC	11/30/11	94.90	92.18	(2.72)	4.00
11	MITSUBISHI UFJ FINL GRP INC	12/01/11	47.73	46.09	(1.64)	2.00
7	MITSUBISHI UFJ FINL GRP INC	12/02/11	30.49	29.33	(1.16)	1.00
12	MEAD JOHNSON NUTRTION CO	05/21/10	582.54	824.76	242.22	13.00
3	MEAD JOHNSON NUTRTION CO	01/12/11	186.74	206.19	19.45	4.00
2	MEAD JOHNSON NUTRTION CO	01/13/11	125.50	137.46	11.96	3.00
9	MATTEL INC COM	08/30/11	242.40	249.84	7.44	9.00
11	MATTEL INC COM	09/06/11	286.97	305.36	18.39	11.00
12	MATTEL INC COM	09/27/11	320.88	333.12	12.24	12.00
12	MATTEL INC COM	09/29/11	317.25	333.12	15.87	12.00
6	MCDONALDS CORP COM	05/25/11	497.27	601.98	104.71	17.00
7	MCDONALDS CORP COM	05/26/11	577.04	702.31	125.27	20.00
11	MEDTRONIC INC COM	02/23/09	381.84	420.75	38.91	11.00
16	MEDTRONIC INC COM	02/25/09	547.07	612.00	64.93	16.00

EMASM Fiscal Statement

MEL & MARGARET WHITMIRE

CURRENT PORTFOLIO SUMMARY

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 12/31/11	Unrealized Gain or (Loss)	Est Annual Income
Equities						
6	MEDTRONIC INC COM	04/28/09	178.44	229.50	51.06	6.00
3	MEDTRONIC INC COM	02/03/11	115.49	114.75	(0.74)	3.00
15	MICROSOFT CORP	11/26/10	380.26	389.40	9.14	12.00
24	MICROSOFT CORP	11/30/10	608.77	623.04	14.27	20.00
25	MICROSOFT CORP	08/09/11	630.13	649.00	18.87	20.00
34	MICROSOFT CORP	08/18/11	846.04	882.64	36.60	28.00
12	NATL AUSTRALIA B ADR	09/21/11	271.55	287.16	15.61	22.00
11	NATL AUSTRALIA B ADR	11/23/11	246.12	263.23	17.11	20.00
10	NATIONAL-OILWELL VARCO INC	03/17/11	776.11	679.90	(96.21)	5.00
1	NATIONAL-OILWELL VARCO INC	03/18/11	78.73	67.99	(10.74)	1.00
3	NATIONAL-OILWELL VARCO INC	04/06/11	235.70	203.97	(31.73)	2.00
4	NATIONAL-OILWELL VARCO INC	07/27/11	319.36	271.96	(47.40)	2.00
4	NATIONAL-OILWELL VARCO INC	12/02/11	287.66	271.96	(15.70)	2.00
12	NOVARTIS ADR	12/08/11	656.56	686.04	29.48	25.00

EMASM Fiscal Statement

MEL & MARGARET WHITMIRE

CURRENT PORTFOLIO SUMMARY

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 12/31/11	Unrealized Gain or (Loss)	Est Annual Income
Equities						
11	NETFLIX COM INC	11/04/11	995.42	762.19	(233.23)	
1	NEWMARKET CORP	03/15/11	142.65	198.11	55.46	3.00
5	NEWMARKET CORP	03/22/11	742.42	990.55	248.13	15.00
10	NESTLE S A REP RG SH ADR	05/08/08	468.11	577.10	108.99	18.00
11	NESTLE S A REP RG SH ADR	08/12/08	502.04	634.81	132.77	20.00
1	NESTLE S A REP RG SH ADR	02/03/11	54.46	57.71	3.25	2.00
7	NORTHROP GRUMMAN CORP	10/27/09	322.45	409.36	86.91	14.00
13	NORTHROP GRUMMAN CORP	10/28/09	598.49	760.24	161.75	26.00
29	OWENS & MINOR INC NEW COM	11/23/05	563.68	805.91	242.23	24.00
8	OWENS & MINOR INC NEW COM	05/08/08	225.37	222.32	(3.05)	7.00
2	OWENS & MINOR INC NEW COM	02/03/11	59.46	55.58	(3.88)	2.00
3	ORACLE CORP \$0.01 DEL	04/01/08	60.62	76.95	16.33	1.00
37	ORACLE CORP \$0.01 DEL	04/12/10	966.85	949.05	(17.80)	9.00
7	ORACLE CORP \$0.01 DEL	05/20/10	157.92	179.55	21.63	2.00
10	ORACLE CORP \$0.01 DEL	12/15/10	304.10	256.50	(47.60)	3.00
6	ORACLE CORP \$0.01 DEL	09/22/11	171.19	153.90	(17.29)	2.00
1	PROSPERITY BANCSHARES	12/31/10	39.57	40.35	0.78	1.00

EMASM Fiscal Statement

MEL & MARGARET WHITMIRE

CURRENT PORTFOLIO SUMMARY

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 12/31/11	Unrealized Gain or (Loss)	Est Annual Income
Equities						
5	PROSPERITY BANCSHARES	01/03/11	200.11	201.75	1.64	4.00
6	PROSPERITY BANCSHARES	01/04/11	236.92	242.10	5.18	5.00
1	PROSPERITY BANCSHARES	01/05/11	39.90	40.35	0.45	1.00
2	PROSPERITY BANCSHARES	01/14/11	80.84	80.70	(0.14)	2.00
5	PROSPERITY BANCSHARES	01/18/11	203.66	201.75	(1.91)	4.00
10	PROSPERITY BANCSHARES	01/19/11	402.77	403.50	0.73	8.00
17	PUBLICIS GROUPE SPON ADR	01/20/11	432.44	388.79	(43.65)	7.00
5	PNC FINCL SERVICES GROUP	11/10/10	282.78	288.35	5.57	7.00
17	PNC FINCL SERVICES GROUP	11/12/10	971.26	980.39	9.13	24.00
4	PEPSICO INC	03/03/11	255.39	265.40	10.01	9.00
5	PEPSICO INC	03/11/11	323.25	331.75	8.50	11.00
6	PEPSICO INC	03/14/11	384.29	398.10	13.81	13.00
10	PEPSICO INC	05/18/11	710.81	663.50	(47.31)	21.00
7	PEPSICO INC	06/23/11	475.54	464.45	(11.09)	15.00
2	PEPSICO INC	09/22/11	119.93	132.70	12.77	5.00
16	PFIZER INC	04/20/10	268.48	346.24	77.76	15.00
40	PFIZER INC	05/05/10	686.77	865.60	178.83	36.00

EMASM Fiscal Statement

MEL & MARGARET WHITMIRE

CURRENT PORTFOLIO SUMMARY

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 12/31/11	Unrealized Gain or (Loss)	Est Annual Income
Equities						
9	Pfizer Inc	05/20/10	138.11	194.76	56.65	8.00
14	Pitney Bowes Inc	12/15/10	337.40	259.56	(77.84)	21.00
8	Pitney Bowes Inc	12/22/10	197.35	148.32	(49.03)	12.00
3	Pitney Bowes Inc	12/23/10	73.80	55.62	(18.18)	5.00
1	Pitney Bowes Inc	12/27/10	24.58	18.54	(6.04)	2.00
1	Pitney Bowes Inc	12/28/10	24.68	18.54	(6.14)	2.00
1	Pitney Bowes Inc	02/03/11	24.05	18.54	(5.51)	2.00
9	Pitney Bowes Inc	03/25/11	226.50	166.86	(59.64)	14.00
4	Pitney Bowes Inc	03/28/11	100.78	74.16	(26.62)	6.00
5	Pitney Bowes Inc	03/31/11	128.13	92.70	(35.43)	8.00
10	Pitney Bowes Inc	04/01/11	256.40	185.40	(71.00)	15.00
1	Praxair Inc	08/26/11	94.07	106.90	12.83	2.00
5	Praxair Inc	08/29/11	482.24	534.50	52.26	10.00
1	Praxair Inc	08/30/11	97.33	106.90	9.57	2.00
3	Praxair Inc	10/27/11	316.89	320.70	3.81	6.00
2	Precision Castparts	07/27/10	241.37	329.58	88.21	1.00
6	Precision Castparts	07/28/10	735.06	988.74	253.68	1.00

EMASM Fiscal Statement

MEL & MARGARET WHITMIRE

CURRENT PORTFOLIO SUMMARY

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 12/31/11	Unrealized Gain or (Loss)	Est Annual Income
Equities						
2	PRECISION CASTPARTS	08/19/10	239.21	329.58	90.37	1.00
5	PROCTER & GAMBLE CO	05/16/11	334.93	333.55	(1.38)	11.00
3	PROCTER & GAMBLE CO	06/22/11	192.91	200.13	7.22	7.00
4	PROCTER & GAMBLE CO	08/15/11	246.70	266.84	20.14	9.00
5	PROCTER & GAMBLE CO	08/22/11	308.51	333.55	25.04	11.00
30	QBE INS GROUP LTD SPONSORED ADR	11/23/11	419.72	397.50	(22.22)	37.00
12	QUALCOMM INC	07/21/11	683.14	656.40	(26.74)	11.00
1	QUALCOMM INC	07/22/11	57.11	54.70	(2.41)	1.00
5	QUALCOMM INC	11/18/11	279.23	273.50	(5.73)	5.00
21	ROYAL KPN N V SP ADR	05/05/09	256.75	250.32	(6.43)	21.00
9	ROYAL KPN N V SP ADR	06/04/09	117.59	107.28	(10.31)	9.00
3	ROCKWELL AUTOMATION INC	12/09/11	231.15	220.11	(11.04)	6.00
7	ROCKWELL AUTOMATION INC	12/12/11	527.56	513.59	(13.97)	12.00
2	ROCKWELL AUTOMATION INC	12/13/11	152.09	146.74	(5.35)	4.00
15	RIO TINTO PLC SPNSRD ADR	04/12/11	1,079.57	733.80	(345.77)	18.00
1	RIO TINTO PLC SPNSRD ADR	04/13/11	72.57	48.92	(23.65)	2.00

EMASM Fiscal Statement

MEL & MARGARET WHITMIRE

CURRENT PORTFOLIO SUMMARY

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 12/31/11	Unrealized Gain or (Loss)	Est Annual Income
Equities						
1	RIO TINTO PLC SPNSRD ADR	12/12/11	49.03	48.92	(0.11)	2.00
9	REYNOLDS AMERICAN INC	11/23/05	201.45	372.78	171.33	21.00
10	REYNOLDS AMERICAN INC	02/22/07	320.06	414.20	94.14	23.00
10	REYNOLDS AMERICAN INC	05/08/08	272.96	414.20	141.24	23.00
1	REYNOLDS AMERICAN INC	02/03/11	31.93	41.42	9.49	3.00
1	ROYAL DUTCH SHELL PLC SPONS ADR A	10/02/07	81.88	73.09	(8.79)	3.00
10	ROYAL DUTCH SHELL PLC SPONS ADR A	09/04/08	636.73	730.90	94.17	29.00
7	ROYAL DUTCH SHELL PLC SPONS ADR A	11/19/08	340.78	511.63	170.85	20.00
5	ROYAL DUTCH SHELL PLC SPONS ADR A	04/28/09	224.47	365.45	140.98	15.00
4	ROYAL DUTCH SHELL PLC SPONS ADR A	12/21/09	236.82	292.36	55.54	12.00
4	ROYAL DUTCH SHELL PLC SPONS ADR A	02/11/10	220.11	292.36	72.25	12.00
4	ROYAL DUTCH SHELL PLC SPONS ADR A	05/20/10	208.79	292.36	83.57	12.00
4	ROYAL DUTCH SHELL PLC SPONS ADR A	07/21/10	218.07	292.36	74.29	12.00

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EMASM Fiscal Statement

MEL & MARGARET WHITMIRE

CURRENT PORTFOLIO SUMMARY

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 12/31/11	Unrealized Gain or (Loss)	Est Annual Income
Equities						
3	ROYAL DUTCH SHELL PLC SPONS ADR A	08/02/11	217.05	219.27	2.22	9.00
35	RECKITT BENCKISER GR ADR	02/02/09	266.94	344.40	77.46	13.00
2	ROCHE HLDG LTD SPN ADR	01/09/08	93.05	85.10	(7.95)	3.00
8	ROCHE HLDG LTD SPN ADR	01/25/08	358.79	340.40	(18.39)	10.00
10	ROCHE HLDG LTD SPN ADR	05/08/08	401.09	425.50	24.41	12.00
4	ROCHE HLDG LTD SPN ADR	05/20/10	137.39	170.20	32.81	5.00
5	ROCHE HLDG LTD SPN ADR	08/31/10	170.37	212.75	42.38	6.00
5	ROLLS ROYCE GRP SPN ADR	06/28/11	248.33	288.65	40.32	
4	ROLLS ROYCE GRP SPN ADR	06/29/11	202.98	230.92	27.94	
32	SENSIENT TECHNOLOGY CORP	11/23/05	583.17	1,212.80	629.63	27.00
12	STARWOOD HOTELS AND RESORTS WORLDWIDE NE	04/18/11	687.34	575.64	(111.70)	6.00
8	STARWOOD HOTELS AND RESORTS WORLDWIDE NE	08/04/11	380.98	383.76	2.78	4.00
3	STARWOOD HOTELS AND RESORTS WORLDWIDE NE	08/24/11	127.46	143.91	16.45	2.00
7	SIEMENS AG ADR	08/28/08	772.82	669.27	(103.55)	21.00
1	SIEMENS AG ADR	09/23/08	99.35	95.61	(3.74)	3.00

EMASM Fiscal Statement

MEL & MARGARET WHITMIRE

CURRENT PORTFOLIO SUMMARY

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 12/31/11	Unrealized Gain or (Loss)	Est Annual Income
Equities						
3	SIEMENS AG ADR	04/24/09	195.59	286.83	91.24	9.00
3	SCHLUMBERGER LTD	02/25/10	179.28	204.93	25.65	3.00
3	SCHLUMBERGER LTD	05/20/10	177.48	204.93	27.45	3.00
3	SCHLUMBERGER LTD	11/15/10	223.08	204.93	(18.15)	3.00
4	SCHLUMBERGER LTD	11/16/10	293.37	273.24	(20.13)	4.00
5	SCHLUMBERGER LTD	01/27/11	435.91	341.55	(94.36)	5.00
5	SCHLUMBERGER LTD	10/26/11	343.64	341.55	(2.09)	5.00
5	SMITH-NPHW PLC SPADR NEW	07/09/10	228.04	240.75	12.71	4.00
6	SANOFI ADR	01/15/10	248.83	219.24	(29.59)	8.00
5	SANOFI ADR	06/03/10	153.51	182.70	29.19	7.00
7	SANOFI ADR	10/26/10	240.92	255.78	14.86	10.00
12	SANOFI ADR	10/27/10	413.69	438.48	24.79	16.00
9	SANOFI ADR	11/04/10	325.90	328.86	2.96	12.00
8	SANOFI ADR	11/05/10	287.63	292.32	4.69	11.00
3	SANOFI ADR	02/03/11	102.14	109.62	7.48	4.00
6	SALESFORCE COM INC	12/05/11	749.20	608.76	(140.44)	
2	SALESFORCE COM INC	12/06/11	249.53	202.92	(46.61)	

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MEL & MARGARET WHITMIRE

CURRENT PORTFOLIO SUMMARY

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 12/31/11	Unrealized Gain or (Loss)	Est Annual Income
Equities						
8	SYMRISE AG ADR	09/10/09	147.07	213.84	66.77	7.00
9	SYMRISE AG ADR	09/11/09	165.65	240.57	74.92	8.00
24	SUMITOMO MITSUI-UNSPONS ADR	05/11/09	202.04	132.24	(69.80)	6.00
20	SUMITOMO MITSUI-UNSPONS ADR	05/22/09	159.92	110.20	(49.72)	5.00
38	SUMITOMO MITSUI-UNSPONS ADR	12/01/09	244.14	209.38	(34.76)	9.00
11	SUMITOMO MITSUI-UNSPONS ADR	01/22/10	71.79	60.61	(11.18)	3.00
8	SUMITOMO MITSUI-UNSPONS ADR	10/20/11	44.78	44.08	(0.70)	2.00
25	SUMITOMO MITSUI-UNSPONS ADR	10/21/11	139.79	137.75	(2.04)	6.00
6	SUMITOMO MITSUI-UNSPONS ADR	11/30/11	33.40	33.06	(0.34)	2.00
25	SUMITOMO MITSUI-UNSPONS ADR	12/01/11	140.46	137.75	(2.71)	6.00
11	STARBUCKS CORP	05/07/10	282.45	506.11	223.66	8.00
14	STARBUCKS CORP	05/12/10	388.89	644.14	255.25	10.00
14	STARBUCKS CORP	09/27/10	367.95	644.14	276.19	10.00

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EMASM Fiscal Statement

MEL & MARGARET WHITMIRE

CURRENT PORTFOLIO SUMMARY

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 12/31/11	Unrealized Gain or (Loss)	Est Annual Income
Equities						
10	TECK RESOURCES LTD CLS B	12/09/09	342.90	351.90	9.00	9.00
1	TOTAL S.A. SP ADR	12/02/08	50.12	51.11	0.99	3.00
4	TOTAL S.A. SP ADR	04/24/09	203.06	204.44	1.38	11.00
5	TOTAL S.A. SP ADR	02/12/10	284.02	255.55	(28.47)	14.00
20	TOTAL S.A. SP ADR	02/19/10	1,159.62	1,022.20	(137.42)	54.00
6	TOTAL S.A. SP ADR	04/30/10	326.88	306.66	(20.22)	17.00
4	TOTAL S.A. SP ADR	05/20/10	184.42	204.44	20.02	11.00
3	TOTAL S.A. SP ADR	06/07/10	135.90	153.33	17.43	9.00
7	TOTAL S.A. SP ADR	08/08/11	322.45	357.77	35.32	19.00
14	TESCO PLC SPNRD ADR	04/02/08	341.55	263.76	(77.79)	10.00
13	TESCO PLC SPNRD ADR	09/24/10	272.57	244.92	(27.65)	9.00
12	TELEFLEX INC	01/28/09	636.30	735.48	99.18	17.00
5	TELEFLEX INC	04/24/09	198.99	306.45	107.46	7.00
2	TELEFLEX INC	02/03/11	115.40	122.58	7.18	3.00
4	TYCO INTL LTD NAMEN-AKT	06/29/11	195.55	186.84	(8.71)	4.00
9	TYCO INTL LTD NAMEN-AKT	06/30/11	444.23	420.39	(23.84)	9.00
1	TYCO INTL LTD NAMEN-AKT	07/01/11	49.51	46.71	(2.80)	1.00

EMASM Fiscal Statement

MEL & MARGARET WHITMIRE

CURRENT PORTFOLIO SUMMARY

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 12/31/11	Unrealized Gain or (Loss)	Est Annual Income
Equities						
12	TOKIO MARINE HOLDINGS INC, TOKYO ADR	07/13/09	328.38	264.00	(64.38)	7.00
22	TAIWAN S MANUFCTRING ADR	09/17/09	241.07	284.02	42.95	10.00
16	TAIWAN S MANUFCTRING ADR	10/28/09	157.02	206.56	49.54	7.00
11	TAIWAN S MANUFCTRING ADR	12/21/09	123.98	142.01	18.03	5.00
15	TELECOM ITALIA S P A NEW	08/26/10	196.06	159.75	(36.31)	16.00
9	TECHNIP SP ADR	11/09/11	203.41	212.40	8.99	4.00
6	TECHNIP SP ADR	12/13/11	136.84	141.60	4.76	3.00
9	TECHNIP SP ADR	12/21/11	203.64	212.40	8.76	4.00
22	TRAVELERS COS INC	11/23/05	1,030.71	1,301.74	271.03	37.00
1	TRAVELERS COS INC	02/03/11	57.01	59.17	2.16	2.00
6	TIME WARNER INC SHS	12/06/10	186.45	216.84	30.39	6.00
10	TIME WARNER INC SHS	12/07/10	314.58	361.40	46.82	10.00
13	TIME WARNER INC SHS	12/09/10	407.28	469.82	62.54	13.00
8	TIME WARNER INC SHS	12/10/10	253.48	289.12	35.64	8.00
14	TIME WARNER INC SHS	05/19/11	514.83	505.96	(8.87)	14.00
5	TIME WARNER INC SHS	05/20/11	183.96	180.70	(3.26)	5.00

EMASM Fiscal Statement

MEL & MARGARET WHITMIRE

CURRENT PORTFOLIO SUMMARY

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 12/31/11	Unrealized Gain or (Loss)	Est Annual Income
Equities						
11	TIM PARTICIPACO/S ADR SPONSORED	09/20/11	298.84	283.80	(15.04)	7.00
39	UGI CORP NEW	11/23/05	861.12	1,146.60	285.48	41.00
2	UNITEDHEALTH GROUP INC	06/09/10	62.04	101.36	39.32	2.00
12	UNITEDHEALTH GROUP INC	06/16/10	378.24	608.16	229.92	8.00
10	UNITEDHEALTH GROUP INC	10/26/10	373.47	506.80	133.33	7.00
10	UNION PACIFIC CORP	10/06/11	890.16	1,059.40	169.24	24.00
3	UNION PACIFIC CORP	10/07/11	267.28	317.82	50.54	8.00
1	UNION PACIFIC CORP	10/10/11	90.33	105.94	15.61	3.00
7	UNITED TECHS CORP COM	04/28/10	518.70	511.63	(7.07)	14.00
2	UNITED TECHS CORP COM	05/20/10	134.22	146.18	11.96	4.00
16	UNIVERSAL CORP VA	11/23/05	641.29	735.36	94.07	32.00
7	UNIVERSAL CORP VA	01/25/11	272.72	321.72	49.00	14.00
2	UNIVERSAL CORP VA	02/03/11	76.99	91.92	14.93	4.00
24	VODAFONE GROU PLC SP ADR	11/10/08	400.32	672.72	272.40	35.00
7	VODAFONE GROU PLC SP ADR	12/17/09	159.37	196.21	36.84	11.00
12	WD 40 COMPANY DELAWARE	11/23/05	333.59	484.92	151.33	14.00

EMASM Fiscal Statement

MEL & MARGARET WHITMIRE

CURRENT PORTFOLIO SUMMARY

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 12/31/11	Unrealized Gain or (Loss)	Est Annual Income
Equities						
10	WD 40 COMPANY DELAWARE	05/12/08	325.40	404.10	78.70	12.00
1	WD 40 COMPANY DELAWARE	02/03/11	39.92	40.41	0.49	2.00
28	WORLD FUEL SERVICES CRP	05/12/08	379.73	1,175.44	795.71	5.00
3	WAL-MART STORES INC	06/23/11	159.15	179.28	20.13	5.00
1	WAL-MART STORES INC	06/24/11	53.11	59.76	6.65	2.00
13	WAL-MART STORES INC	07/14/11	695.58	776.88	81.30	19.00
6	WAL-MART STORES INC	07/14/11	321.56	358.56	37.00	9.00
7	WAL-MART STORES INC	07/15/11	376.57	418.32	41.75	11.00
6	WAL-MART STORES INC	08/22/11	314.88	358.56	43.68	9.00
5	WAL-MART STORES INC	10/04/11	259.93	298.80	38.87	8.00
3	WEIS MARKETS INC	02/22/07	130.49	119.82	(10.67)	4.00
5	WEIS MARKETS INC	05/13/08	163.59	199.70	36.11	6.00
10	WEIS MARKETS INC	05/14/08	340.71	399.40	58.69	12.00
10	WEIS MARKETS INC	07/15/09	370.71	399.40	28.69	12.00
1	WEIS MARKETS INC	02/03/11	39.55	39.94	0.39	2.00
4	WESTPAC BANKING ADR	12/24/09	444.40	409.60	(34.80)	33.00
1	WESTPAC BANKING ADR	08/23/11	106.94	102.40	(4.54)	9.00

PLEASE SEE REVERSE SIDE
Statement Period
Year Ending 12/31/11
Account No.
5YJ-04016

EMA Fiscal Statement

MEL & MARGARET WHITMIRE

CURRENT PORTFOLIO SUMMARY

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 12/31/11	Unrealized Gain or (Loss)	Est Annual Income
Equities						
2	WESTPAC BANKING ADR	11/23/11	193.14	204.80	11.66	17.00
3	WHIRLPOOL CORP	08/04/11	195.18	142.35	(52.83)	6.00
2	WHIRLPOOL CORP	08/05/11	130.45	94.90	(35.55)	4.00
5	WHIRLPOOL CORP	08/08/11	309.08	237.25	(71.83)	10.00
5	WHIRLPOOL CORP	08/10/11	291.56	237.25	(54.31)	10.00
1	WHIRLPOOL CORP	08/11/11	57.89	47.45	(10.44)	2.00
1	WHIRLPOOL CORP	08/12/11	62.43	47.45	(14.98)	2.00
4	WHIRLPOOL CORP	08/15/11	251.76	189.80	(61.96)	8.00
7	WOLVERINE WORLD WIDE	10/09/08	169.50	249.41	79.91	4.00
24	WOLVERINE WORLD WIDE	10/10/08	560.09	855.12	295.03	12.00
2	XEROX CORP	07/07/08	26.93	15.92	(11.01)	1.00
65	XEROX CORP	07/08/08	880.80	517.40	(363.40)	12.00
61	XEROX CORP	11/10/08	442.18	485.56	43.38	11.00
28	XEROX CORP	08/08/11	218.23	222.88	4.65	5.00
5	YUM BRANDS INC	05/20/11	281.54	295.05	13.51	6.00
9	YUM BRANDS INC	05/23/11	503.26	531.09	27.83	11.00
5	YUM BRANDS INC	05/24/11	279.05	295.05	16.00	6.00

EMASM Fiscal Statement

MEL & MARGARET WHITMIRE

CURRENT PORTFOLIO SUMMARY

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 12/31/11	Unrealized Gain or (Loss)	Est Annual Income
Equities						
20	WELLS FARGO & CO NEW DEL	08/26/10	472.62	551.20	78.58	10.00
23	WELLS FARGO & CO NEW DEL	08/27/10	546.70	633.88	87.18	12.00
20	W & T OFFSHORE INC	03/15/11	388.99	424.20	35.21	4.00
11	W & T OFFSHORE INC	03/16/11	217.22	233.31	16.09	2.00
1	W & T OFFSHORE INC	05/16/11	22.62	21.21	(1.41)	1.00
11	W & T OFFSHORE INC	05/17/11	251.38	233.31	(18.07)	2.00
13	W & T OFFSHORE INC	05/18/11	314.09	275.73	(38.36)	3.00
3	W & T OFFSHORE INC	05/19/11	73.13	63.63	(9.50)	1.00
Total Equities			184,760.49	196,823.58	12,063.09	5,591.00
Mutual Funds/Closed End Funds/UIT						
909	FIXED INCOME SHARES SERIES C F CL INSTL	11/23/05	11,040.06	11,335.23	295.17	1,137.00
1,082	FIXED INCOME SHARES SERIES M F CL INSTL	11/23/05	11,251.43	11,252.80	1.37	531.00
Total Mutual Funds/Closed End Funds/UIT			22,291.49	22,588.03	296.54	1,668.00

EMASM Fiscal Statement

MEL & MARGARET WHITMIRE

CURRENT PORTFOLIO SUMMARY

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 12/31/11	Unrealized Gain or (Loss)	Est Accrued Interest	Est Annual Income
Cash and Money Funds							
43.529	CASH ML BANK DEPOSIT PROGRAM	06/03/10	18.23 43,529.00	18.23 43,529.00			65.29
	Total Cash and Money Funds		43,547.23	43,547.23			65.29

CURRENT PORTFOLIO SUMMARY

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 12/31/11	Unrealized Gain or (Loss)	Est Annual Income
Equities						
10,000	CARDINAL HEALTH INC OHIO	05/18/99	2,673.83	406,100.00	403,426.17	8,600.00
6,270	CAREFUSION CORP SHS	05/18/99	1,328.64	159,320.70	157,992.06	
	Total Equities		4,002.47	565,420.70	561,418.23	8,600.00

- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** and check this box ☒

Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** (on page 1)

Part II Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed).

Enter filer's identifying number, see instructions

Type or print File by the extended due date for filing the return. See instructions	Name of exempt organization or other filer, see instructions	Employer identification number (EIN) or
	M&M WHITMIRE FAMILY FOUNDATION	☒ 91-1817511
	Number, street, and room or suite number. If a P.O. box, see instructions	Social security number (SSN)
	ROGERS MONTGOMERY CPAS, PC 9381 E STOCKTON BLVD STE 102	☐
	City, town or post office, state, and ZIP code. For a foreign address, see instructions	
	ELK GROVE, CA 95624-5069	

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

04

Application Is For	Return Code	Application Is For	Return Code
Form 990	01		
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 (section 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

- The books are in care of ☒ GINA BLACK
Telephone No ☒ (916) 806-0953 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

- 4 I request an additional 3-month extension of time until 11/15, 20 12
- 5 For calendar year 2011, or other tax year beginning _____, 20____, and ending _____, 20____.
- 6 If the tax year entered in line 5 is for less than 12 months, check reason. ☐ Initial return ☐ Final return
☐ Change in accounting period
- 7 State in detail why you need the extension ADDITIONAL TIME IS NEEDED TO GATHER THE INFORMATION NECESSARY TO PREPARE A COMPLETE AND ACCURATE TAX RETURN.

8a 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	8a \$	21.
8b 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 and any amount paid previously with Form 8868	8b \$	2,607.
8c Balance due. Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions	8c \$	0.

Signature and Verification must be completed for Part II only.

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form

Signature ☒ BAA Title ☒ FOUNDATION MANAGER Date ☒ FIFZ0502L 07/29/11 Form 8868 (Rev 1-2012)