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Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2011

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

THE CREAN FOUNDATION
2300 MESA DRIVE
NEWPORT BEACH, CA 92660

A Employer identification number
95-3676334

B Telephone number (see the instructions)
(949) 642-3050

C If exemption application is pending, check here ► ☐

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

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

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

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

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

I Fair market value of all assets at end of year (from Part II, column (c), line 16) ► $ 66,730,343.

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

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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	120,312.	120,312.	120,312.	
4 Dividends and interest from securities	1,859,621.	1,859,621.	1,859,621.	
5a Gross rents	533,058.	533,058.	533,058.	
b Net rental income or (loss) 392,825.				
6a Net gain/(loss) from sale of assets not on line 10	856,919.			
b Gross sales price for all assets on line 6a 10,631,489.				
7 Capital gain net income (from Part IV, line 2)		856,919.		
8 Net short-term capital gain				
9 Income modifications				
10a Gross sales less returns and allowances 30,625.				
b Less Cost of goods sold 8,036.				
c Gross profit/(loss) (att sch) SEE ST 1	22,589.		22,589.	
11 Other income (attach schedule)				
12 **Total.** Add lines 1 through 11	3,392,499.	3,369,910.	2,535,580.	
13 Compensation of officers, directors, trustees, etc	340,467.	340,467.		
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees (attach schedule)				
b Accounting fees (attach sch) SEE ST 2	15,038.	15,038.		
c Other prof fees (attach sch)				
17 Interest	56.	56.		
18 Taxes (attach schedule)(see instrs) SEE STM 3	13,906.	13,906.		
19 Depreciation (attach sch) and depletion	43,485.	43,255.		
20 Occupancy				
21 Travel, conferences, and meetings	1,442.	1,442.		
22 Printing and publications	276.	276.		
23 Other expenses (attach schedule) SEE STATEMENT 4	333,409.	324,729.		8,396.
24 **Total operating and administrative expenses.** Add lines 13 through 23	748,079.	739,169.		8,396.
25 Contributions, gifts, grants paid PART XV	5,073,240.			5,073,240.
26 **Total expenses and disbursements.** Add lines 24 and 25	5,821,319.	739,169.	0.	5,081,636.
27 Subtract line 26 from line 12:				
a **Excess of revenue over expenses and disbursements**	-2,428,820.			
b **Net investment income** (if negative, enter -0-)		2,630,741.		
c **Adjusted net income** (if negative, enter -0-)			2,535,580.	

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Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
ASSETS	1 Cash – non-interest-bearing			
	2 Savings and temporary cash investments	1,627,732.	2,466,562.	2,466,562.
	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) ► 2,400,000.			
	Less allowance for doubtful accounts ►	4,400,000.	2,400,000.	2,400,000.
	8 Inventories for sale or use	26,358.	18,222.	68,770.
	9 Prepaid expenses and deferred charges			
	10a Investments – U S and state government obligations (attach schedule)			
	b Investments – corporate stock (attach schedule)	5,930,424.	6,417,313.	6,478,793.
	c Investments – corporate bonds (attach schedule)			
	11 Investments – land, buildings, and equipment basis ► 3,701,641.			
	Less accumulated depreciation (attach schedule) SEE STMT 5 ► 421,585.	3,323,311.	3,280,056.	4,475,000.
	12 Investments – mortgage loans	989,177.	979,118.	983,791.
	13 Investments – other (attach schedule)	51,542,150.	49,938,600.	49,857,427.
	14 Land, buildings, and equipment basis ► 3,423.			
	Less accumulated depreciation (attach schedule) SEE STMT 6 ► 2,465.		958.	
	15 Other assets (describe ►)			
	16 **Total assets** (to be completed by all filers – see the instructions Also, see page 1, item I)	67,839,152.	65,500,829.	66,730,343.
LIABILITIES	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, & other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ► SEE STATEMENT 7)	672.	125,601.	
	23 **Total liabilities** (add lines 17 through 22)	672.	125,601.	
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			
	29 Retained earnings, accumulated income, endowment, or other funds	67,838,480.	65,375,228.	
	30 **Total net assets or fund balances** (see instructions)	67,838,480.	65,375,228.	
	31 **Total liabilities and net assets/fund balances** (see instructions)	67,839,152.	65,500,829.	

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	67,838,480.
2	Enter amount from Part I, line 27a	2	-2,428,820.
3	Other increases not included in line 2 (itemize) ► SEE STATEMENT 8	3	2,150.
4	Add lines 1, 2, and 3	4	65,411,810.
5	Decreases not included in line 2 (itemize) ► SEE STATEMENT 9	5	36,582.
6	Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 30	6	65,375,228.

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	VARIOUS
b	MOBILE TELEPHONE	P	11/19/09	10/15/11
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	10,631,489.		9,774,570.	856,919.
b		378.	378.	0.
c				
d				
e				

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

	(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	(l) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
a				856,919.
b				0.
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	856,919.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8	3	0.

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (column (b) divided by column (c))
2010	4,069,620.	70,221,921.	0.057954
2009	4,960,587.	65,602,763.	0.075616
2008	5,687,595.	78,304,086.	0.072635
2007	5,599,306.	92,247,311.	0.060699
2006	2,380,440.	87,113,694.	0.027326

2	**Total** of line 1, column (d)	2	0.294230
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	0.058846
4	Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	68,323,720.
5	Multiply line 4 by line 3	5	4,020,578.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	26,307.
7	Add lines 5 and 6	7	4,046,885.
8	Enter qualifying distributions from Part XII, line 4	8	5,081,636.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ► ☐ and enter 'N/A' on line 1. Date of ruling or determination letter _____ (attach copy of letter if necessary – see 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	26,307.
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	26,307.
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	26,307.
6	Credits/Payments		
a	2011 estimated tax pmts and 2010 overpayment credited to 2011 — 6a: 30,000.		
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	30,000.
8	Enter any **penalty** for underpayment of estimated tax Check here ☒ if Form 2220 is attached	8	1.
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	3,692.
11	Enter the amount of line 10 to be **Credited to 2012 estimated tax** ► 3,692. **Refunded** ►	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?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)?	1b		X
	*If the answer is 'Yes' to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ► $ 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*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If 'Yes,' attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If 'Yes,' has it filed a tax return on **Form 990-T** for this year?	4b		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*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If 'Yes,' complete Part II, column (c), and Part XV*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ► CA			
b	If the answer is 'Yes' to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If 'No,' attach explanation*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? *If 'Yes,' complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? *If 'Yes,' attach a schedule listing their names and addresses*	10		X

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

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If 'Yes', attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If 'Yes,' attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ► N/A

14 The books are in care of ► MARC S. GOLDIN, CFO Telephone no ► (949) 642-3050

Located at ► 2300 MESA DRIVE, NEWPORT BEACH, CA ZIP + 4 ► 92660

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** – Check here N/A ► ☐

and enter the amount of tax-exempt interest received or accrued during the year ► 15 N/A

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

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

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

			Yes	No
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check 'No' if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☒ No			
b	If any answer is 'Yes' to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b		N/A
	Organizations relying on a current notice regarding disaster assistance check here ► ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2011?	1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? ☐ Yes ☒ No			
	If 'Yes,' list the years ► 20__ , 20__ , 20__ , 20__			
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 ► 20__ , 20__ , 20__ , 20__			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ 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

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? 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?			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? 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
ANDREW CREAN P.O. BOX 8449 NEWPORT BEACH, CA 92658-8449	PRESIDENT 0	0.	0.	0.
EMILY CREAN VOGLER P.O. BOX 8449 NEWPORT BEACH, CA 92658-8449	VICE PRESIDE 0	0.	0.	0.
SUSAN E. THOMAS P.O. BOX 8449 NEWPORT BEACH, CA 92658-8449	SECRETARY 0	0.	0.	0.
MARC S. GOLDIN 2300 MESA DRIVE NEWPORT BEACH, CA 92660-0719	CFO 20.00	339,657.	0.	810.

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 DISTRIBUTION OF BOOKS ON ALCOHOLISM INTENDED TO EDUCATE AND ASSIST THE GENERAL PUBLIC CONCERNING THE DISEASE. THE TOTAL NUMBER OF BOOKS DISTRIBUTED DURING 2011 WAS 10,170.	
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.

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	60,010,992.
b Average of monthly cash balances		1b	1,494,400.
c Fair market value of all other assets (see instructions)		1c	7,858,791.
d **Total** (add lines 1a, b, and c)		1d	69,364,183.
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	69,364,183.
4 Cash deemed held for charitable activities Enter 1-1/2% of line 3 (for greater amount, see instructions)		4	1,040,463.
5 **Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4		5	68,323,720.
6 **Minimum investment return.** Enter 5% of line 5		6	3,416,186.

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	3,416,186.
2a Tax on investment income for 2011 from Part VI, line 5	2a	26,307.			
b Income tax for 2011. (This does not include the tax from Part VI)	2b				
c Add lines 2a and 2b				2c	26,307.
3 Distributable amount before adjustments Subtract line 2c from line 1				3	3,389,879.
4 Recoveries of amounts treated as qualifying distributions				4	
5 Add lines 3 and 4				5	3,389,879.
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	3,389,879.

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	5,081,636.
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	5,081,636.
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	26,307.
6 **Adjusted qualifying distributions.** Subtract line 5 from line 4	6	5,055,329.

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				3,389,879.
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only			0.	
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 1,273,837.				
e From 2010 609,710.				
f **Total** of lines 3a through e	1,883,547.			
4 Qualifying distributions for 2011 from Part XII, line 4 ► $ 5,081,636.				
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				3,389,879.
e Remaining amount distributed out of corpus	1,691,757.			
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	3,575,304.			
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				0.
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	3,575,304.			
10 Analysis of line 9				
a Excess from 2007				
b Excess from 2008				
c Excess from 2009 1,273,837.				
d Excess from 2010 609,710.				
e Excess from 2011 1,691,757.				

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

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

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

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

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

1 **Information Regarding Foundation Managers:**

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

NONE

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

NONE

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

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

a The name, address, and telephone number of the person to whom applications should be addressed

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

c Any submission deadlines·

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year* SEE STATEMENT 10				
Total			► **3a**	5,073,240.
b *Approved for future payment*				
Total			► **3b**	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) 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	120,312.	
4 Dividends and interest from securities			14	1,859,621.	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property			16	392,825.	
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	856,919.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					22,589.
11 Other revenue.					
a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)				3,229,677.	22,589.
13 **Total.** Add line 12, columns (b), (d), and (e)				13	3,252,266.

(See worksheet in line 13 instructions to verify calculations)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions)
10	SALE OF BOOKS ON ALCOHOLISM INTENDED TO EDUCATE AND ASSIST THE GENERAL PUBLIC CONCERNING THE DISEASE.

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

		Yes	No
1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a Transfers from the reporting foundation to a noncharitable exempt organization of			
(1) Cash	1a (1)		X
(2) Other assets	1a (2)		X
b Other transactions			
(1) Sales of assets to a noncharitable exempt organization	1b (1)		X
(2) Purchases of assets from a noncharitable exempt organization	1b (2)		X
(3) Rental of facilities, equipment, or other assets	1b (3)		X
(4) Reimbursement arrangements	1b (4)		X
(5) Loans or loan guarantees	1b (5)		X
(6) Performance of services or membership or fundraising solicitations	1b (6)		X
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

d If the answer to any of the above is 'Yes,' complete the following schedule Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received.

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

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

b If 'Yes,' complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

Sign Here

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

▶ Marc A. Boldin | 11/5/12 | ▶ CFO

Signature of officer or trustee | Date | Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
[redacted]	SELF-PREPARED			[redacted]

Firm's name ▶ [redacted] Firm's EIN ▶ [redacted]

Firm's address ▶ [redacted] Phone no [redacted]

THE CREAN FOUNDATION 95-3676334

STATEMENT 1
FORM 990-PF, PART I, LINE 10C
GROSS PROFIT (LOSS) FROM SALES OF INVENTORY

ITEMS SOLD	AMOUNT
BOOK SALES	$ 30,835.
GROSS SALES	$ 30,835.
LESS RETURNS & ALLOWANCES	110.
NET SALES	$ 30,725.
LESS COST OF GOODS SOLD	8,136.
GROSS PROFIT FROM SALES OF INVENTORY	$ 22,589.

STATEMENT 2
FORM 990-PF, PART I, LINE 16B
ACCOUNTING FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
WIEGEL, SZEKEL AND FRISBY	$ 15,038.	$ 15,038.		
TOTAL	$ 15,038.	$ 15,038.	$ 0.	$ 0.

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
ANNUAL LLC TAX	$ 800.	$ 800.		
FOREIGN TAXES WITHHELD	1,189.	1,189.		
PAYROLL TAXES	11,757.	11,757.		
STATE TAX	160.	160.		
TOTAL	$ 13,906.	$ 13,906.	$ 0.	$ 0.

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
AUTO MILEAGE REIMBURSEMENT	$ 195.	$ 195.		
BANK FEES	20,120.	20,099.		$ 21.
BOOK SALES EXPENSE	3,454.			3,454.
COMPUTER REPAIRS	163.	163.		
COMPUTER SOFTWARE	284.			
INSURANCE	8,337.	8,337.		
INVESTMENT MANAGEMENT FEES	196,601.	196,601.		
LICENSING	480.	480.		
MISCELLANEOUS	20.			20.

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

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
OFFICE SUPPLIES	$ 762.	$ 762.		
POSTAGE	4,901.			$ 4,901.
PROFESSIONAL MEMBERSHIPS	1,114.	1,114.		
RENTAL EXPENSES	96,978.	96,978.		
TOTAL	$ 333,409.	$ 324,729.	$ 0.	$ 8,396.

STATEMENT 5
FORM 990-PF, PART II, LINE 11
INVESTMENTS - LAND, BUILDINGS, AND EQUIPMENT

CATEGORY	BASIS	ACCUM. DEPREC.	BOOK VALUE	FAIR MARKET VALUE
BUILDINGS	$ 1,687,000.	$ 421,585.	$ 1,265,415.	$ 4,475,000.
LAND	2,014,641.		2,014,641.	0.
TOTAL	$ 3,701,641.	$ 421,585.	$ 3,280,056.	$ 4,475,000.

STATEMENT 6
FORM 990-PF, PART II, LINE 14
LAND, BUILDINGS, AND EQUIPMENT

CATEGORY	BASIS	ACCUM. DEPREC.	BOOK VALUE	FAIR MARKET VALUE
MACHINERY AND EQUIPMENT	$ 3,423.	$ 2,465.	$ 958.	$ 0.
TOTAL	$ 3,423.	$ 2,465.	$ 958.	$ 0.

STATEMENT 7
FORM 990-PF, PART II, LINE 22
OTHER LIABILITIES

SALES TAX PAYABLE	$ 601.
REAL ESTATE TRANSACTION IN ESCROW	125,000.
TOTAL	$ 125,601.

STATEMENT 8
FORM 990-PF, PART III, LINE 3
OTHER INCREASES

ADJUSTMENT OF BASIS OF INVESTMENTS	$ 2,150.
TOTAL	$ 2,150.

STATEMENT 9
FORM 990-PF, PART III, LINE 5
OTHER DECREASES

FEDERAL EXISE TAX	$ 36,582.
TOTAL	$ 36,582.

STATEMENT 10
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND-ATION STATUS	PURPOSE OF GRANT	AMOUNT
ORANGE COUNTY RESCUE MISSION ONE HOPE DRIVE TUSTIN, CA 92782	N/A	PUBLIC	FOOD AND SHELTER FOR THE POOR.	$ 10,000.
BIOLA UNIVERSITY 13800 BIOLA AVE. LA MIRADA, CA 90639	N/A	PUBLIC	MEDICAL SERVICES FOR THE POOR.	3,000.
THE MIDNIGHT MISSION 601 SOUTH SAN PEDRO ST. LOS ANGELES, CA 90014	N/A	PUBLIC	SHELTER FOR ALCOHOLICS.	20,000.
AMERICAN HEART ASSOCIATION P.O. BOX 6046 IRVINE, CA 92716	N/A	PUBLIC	MEDICAL RESEARCH.	10,000.
BIG BROTHERS/BIG SISTERS 14131 YORBA ST., STE. 200 TUSTIN, CA 92780,	N/A	PUBLIC	PROGRAMS FOR CHILDREN.	35,000.
CHAPMAN UNIVERSITY ONE UNIVERSITY DRIVE ORANGE, CA 92866	N/A	PUBLIC	EDUCATION.	25,000.
CHILDREN'S BUREAU 50 S. ANAHEIM BLVD., #241 ANAHEIM, CA 92805	N/A	PUBLIC	PROGRAMS FOR DISADVANTAGED CHILDREN.	240,000.
CHILDREN'S HOSPITAL OF OC FOUNDATION 455 S. MAIN ST. ORANGE, CA 92868	N/A	PUBLIC	PEDIATRIC MEDICAL CARE.	110,000.
CHILDHELP P.O. BOX 2954 NEWPORT BEACH, CA 92659	N/A	PUBLIC	TREATMENT AND PREVENTION OF CHILD ABUSE.	25,000.
CREAN LUTHERAN HIGH SCHOOL 4947 ALTON PKWY. IRVINE, CA 92604	N/A	PUBLIC	CONSTRUCTION OF SCHOOL BUILDING.	2,000,000.

STATEMENT 10 (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
GUIDE DOGS OF AMERICA 13445 GLENOAKS BLVD. SYLMAR, CA 91342	N/A	PUBLIC	TRAINING OF DOGS TO ASSIST THE VISION IMPAIRED.	$ 10,000.
MAKE-A-WISH FOUNDATION OF O.C. 14232 RED HILL AVE. TUSTIN, CA 92780	N/A	PUBLIC	PROGRAM FOR TERMINALLY ILL CHILDREN.	1,000.
HOUSE RESEARCH INSTITUTE 2100 WEST THIRD ST., 3RD FL. LOS ANGELES, CA 90057	N/A	PUBLIC	ASSISTANCE FOR THE HEARING IMPAIRED.	5,000.
PROVIDENCE SPEECH AND HEARING CENTER 1301 PROVIDENCE AVE. ORANGE, CA 92868	N/A	PUBLIC	ASSISTANCE OF THE HEARING IMPAIRED.	7,500.
SANTA CATATLINA ISLAND TUNA CLUB FOUNDTN P.O. BOX 526 AVALON, CA 90704	N/A	PUBLIC	MAINTAINING THE FORESTS OF SANTA CATALINA ISLAND.	5,000.
SUSAN G. KOMEN BREAST CANCER FOUNDATION P.O. BOX 224523 DALLAS, TX 75222	N/A	PUBLIC	MEDICAL RESEARCH.	2,300.
YMCA OF ORANGE COUNTY 13821 NEWPORT AVE., #200 TUSTIN, CA 92780	N/A	PUBLIC	RECREATION PROGRAMS FOR THE NEEDY.	50,000.
LEARNING ALLY, INC 2021 EAST FOURTH ST., #114 SANTA ANA, CA 92705	N/A	PUBLIC	RECORDING OF BOOKS FOR THE VISUALLY IMPAIRED.	10,000.
ONEOC 1901 EAST FOURTH ST., #100 SANTA ANA, CA 92705	N/A	PUBLIC	ASSISTANCE TO THE POOR.	5,000.
PHILHARMONIC SOCIETY OF OC 2082 BUSINESS CENTER DR. #100 IRVINE, CA 92612	N/A	PUBLIC	MUSIC PROGRAMS.	25,000.
ALZHEIMER'S ASSOC. OF O.C. 2540 NORTH SANTIAGO BLVD. ORANGE, CA 92867	N/A	PUBLIC	PROGRAMS FOR PEOPLE WITH ALZHEIMER'S DISEASE.	100,000.

STATEMENT 10 (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
BLIND CHILDREN'S LEARNING CENTER 18542-B VANDERLIP AVENUE SANTA ANA, CA 92705	N/A	PUBLIC	PROGRAMS FOR VISUALLY IMPAIRED CHILDREN.	$ 10,000.
EXCHANGE CLUBS CHARITIBLE FOUNDATION 515 CABRILLO PARK DRIVE SANTA ANA, CA 92701	N/A	PUBLIC	PROGRAMS TO PREVENT CHILD ABUSE.	15,000.
GLORIA DEI LUTHERAN CHURCH 33501 STONEHILL DR. DANA POINT, CA 92629	N/A	PUBLIC	RELIGIOUS PROGRAMS.	11,440.
LUTHERAN CHURCH OF THE MASTER 2900 PACIFIC VIEW DR. CORONA DEL MAR, CA 92625	N/A	PUBLIC	RELIGIOUS PROGRAMS.	5,200.
LUTHERAN CHURCH OF THE MASTER 10931 SANTA MONICA BLVD. LOS ANGELES, CA 90025	N/A	PUBLIC	RELIGIOUS PROGRAMS.	20,800.
SAINT ANDREW'S ABBEY P.O. BOX 40 VALYERMO, CA 93563	N/A	PUBLIC	RELIGIOUS PROGRAMS.	1,000.
ARTS ORANGE COUNTY 3750 S. SUSAN ST., SUITE 200 SANTA ANA, CA 92704	N/A	PUBLIC	EDUCATIONAL PROGRAMS FOR CHILDREN.	15,000.
BACK BAY THERAPEUTIC RIDING CLUB 20262 S.W. CYPRESS ST. NEWPORT BEACH, CA 92660	N/A	PUBLIC	PROGRAMS FOR DISABLED CHILDREN.	2,500.
SECOND HARVEST FOOD BANK OF OC 426-A WEST ALMOND ORANGE, CA 92866	N/A	PUBLIC	FOOD FOR THE POOR AND HOMELESS.	10,000.
LOS ANGELES MISSION 303 EAST 5TH ST. LOS ANGELES, CA 90013	N/A	PUBLIC	FOOD AND SHELTER FOR THE HOMELESS.	5,000.
ORALINGUA SCHOOL FOR HEARING IMPAIRED 7056 S. WASHINGTON AVENUE WHITTIER, CA 90602	N/A	PUBLIC	EDUCATION OF HEARING IMPAIRED CHILDREN.	7,500.

STATEMENT 10 (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
HOAG HOSPITAL FOUNDATION ONE HOAG DR., BLDG. 44, #300 NEWPORT BEACH, CA 92663	N/A	PUBLIC	CONSTRUCTION OF NEW HOSPITAL FACILITIES.	$ 500,000.
PROJECT CUDDLE, INC. 2973 HARBOR BLVD, PMB 326 COSTA MESA, CA 92626	N/A	PUBLIC	ASSISTANCE TO POOR PREGNANT WOMEN WHO CANNOT KEEP THEIR BABIES.	1,000.
THE ALL-AMERICAN BOYS CHORUS P.O. BOX 1527 COSTA MESA, CA 92628	N/A	PUBLIC	MUSIC PROGRAM.	5,000.
F.A.C.E.S. 1966 E. CHAPMAN AVE., # G FULLERTON, CA 92831	N/A	PUBLIC	PROGRAMS FOR CHILDREN.	10,000.
PAT MCCORMICK EDUCATIONAL FOUNDATION 915 1/2 ELECTRIC AVENUE SEAL BEACH, CA 90740	N/A	PUBLIC	EDUCATIONAL PROGRAMS FOR CHILDREN.	60,000.
HEART OF JESUS RETREAT CENTER 2927 SOUTH GREENVILLE ST. SANTA ANA, CA 92704	N/A	PUBLIC	RELIGIOUS PROGRAMS.	2,500.
YOUTH EMPLOYMENT SERVICES, INC. 114 EAST 19TH STREET COSTA MESA, CA 92627	N/A	PUBLIC	ASSISTANCE OF TEENAGERS TO OBTAIN EMPLOYMENT.	10,000.
CHILD GUIDANCE CENTER, INC. 1440 E. FIRST ST., STE. 406 SANTA ANA, CA 92701	N/A	PUBLIC	TREATMENT AND PREVENTION OF CHILD ABUSE.	5,000.
ACACIA ADULT DAY SERVICES 11391 ACACIA PARKWAY GARDEN GROVE, CA 92840	N/A	PUBLIC	PROGRAMS FOR SENIORS.	10,000.
COSTA MESA SENIOR CENTER 695 W. 19TH STREET COSTA MESA, CA 92627	N/A	PUBLIC	PROGRAMS AND EQUIPMENT FOR SENIORS.	5,000.
FRIENDS OF SANTA ANA ZOO 1801 E. CHESTNUT AVE. SANTA ANA, CA 92701	N/A	PUBLIC	MAINTENANCE OF ANIMAL EXHIBITS.	10,000.

STATEMENT 10 (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
GOODWILL OF ORANGE COUNTY 410 N. FAIRVIEW SANTA ANA, CA 92703	N/A	PUBLIC	ASSISTANCE FOR POOR PEOPLE.	$ 1,000.
LAURA'S HOUSE 999 CORPORATE DR., STE. 225 LADERA RANCH, CA 92694	N/A	PUBLIC	SHELTER FOR ABUSED WOMEN AND CHILDREN.	10,000.
ORANGEWOOD CHILDREN'S FOUNDATION 1575 E. 17TH STREET SANTA ANA, CA 92705	N/A	PUBLIC	PROGRAMS FOR CHILDREN WITHOUT PARENTS.	10,000.
PROJECT DIGNITY 12020 CHAPMAN AVE., PMB #257 GARDEN GROVE, CA 92840	N/A	PUBLIC	ASSISTANCE FOR POOR PEOPLE.	5,000.
RONALD MCDONALD HOUSE CHARITIES 1954 COTNER AVE. LOS ANGELES, CA 90025	N/A	PUBLIC	CAMP PROGRAM FOR CHILDREN WITH CANCER.	10,000.
VALENCIA ELEMENTARY SCHOOL 25661 PASEO DE VALENCIA LAGUNA HILLS, CA 92653	N/A	PUBLIC	EQUIPMENT FOR THE SCHOOL.	1,000.
AIDS SERVICES FOUNDATION OC 17982 SKY PARK CIRCLE, # J IRVINE, CA 92614	N/A	PUBLIC	MEDICAL RESEARCH.	5,000.
ANGEL FACES P.O. BOX 235538 ENCINITAS, CA 92023	N/A	PUBLIC	SEMINARS TO BUILD SELF-ESTEEEM FOR BURN VICTIMS.	15,000.
COURT APPOINTED SPECIAL ADVOCATES 1615 EAST 17TH ST., #100 SANTA ANA, CA 92705	N/A	PUBLIC	PROGRAMS FOR DISADVANTAGED YOUTH.	2,500.
NEW VISTA SCHOOL 23902 MILL CREEK DR. LAGUNA HILLS, CA 92653	N/A	PUBLIC	TUITION ASSISTANCE FOR LOW INCOME STUDENTS.	40,000.
OPERATION HOMEFRONT 1631 W. SUNFLOWER AVE., SUITE C-34 SANTA ANA, CA 92704	N/A	PUBLIC	ASSISTANCE FOR WAR VETERANS.	10,000.

STATEMENT 10 (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
PRETEND CITY CHILDREN'S MUSEUM OF O.C. 17752 SKY PARK CIRCLE, SUITE 280 IRVINE, CA 92614	N/A	PUBLIC	CONSTRUCTION OF EXHIBIT IN CHILDREN'S MUSEUM.	$ 200,000.
THE WOODEN FLOOR 1810 N. MAIN ST. SANTA ANA, CA 92706	N/A	PUBLIC	DANCE PROGRAMS FOR POOR CHILDREN.	5,000.
SHARE OUR SELVES CORPORATION 1550 SUPERIOR AVE. COSTA MESA, CA 92627	N/A	PUBLIC	MEDICAL, FOOD AND CLOTHING FOR POOR PEOPLE.	10,000.
THE PRENTICE SCHOOL 18341 LASSEN DR. SANTA ANA, CA 92705	N/A	PUBLIC	EDUCATION PROGRAMS.	10,000.
THE WEBB SCHOOLS P.O. BOX 4379 RANCHO CUCAMONGA, CA 91729	N/A	PUBLIC	SCHOLARSHIPS FOR NEEDY STUDENTS.	1,000,000.
THE WINSTON SCHOOL 215 9TH STREET DEL MAR, CA 92014	N/A	PUBLIC	EDUCATION PROGRAMS.	10,000.
YWCA CENTRAL ORANGE COUNTY P.O. BOX 689 ORANGE, CA 92856	N/A	PUBLIC	PROGRAMS FOR DISADVANTAGED YOUTH.	1,000.
COMMUNITY SENIORSERV 1200 N. KNOLLWOOD CIRCLE ANAHEIM, CA 92801	N/A	PUBLIC	PROGRAMS FOR SENIORS.	10,000.
FIRST STEP HOUSE OF ORANGE COUNTY P.O. BOX 1904 COSTA MESA, CA 92628	N/A	PUBLIC	PROGRAMS FOR ALCOHOLIC REHABILITATION.	20,000.
FRIENDSHIP SHELTER, INC. P.O. BOX 4252 LAGUNA BEACH, CA 92652	N/A	PUBLIC	SELF-SUFFICIENCY PROGRAMS FOR THE HOMELESS.	5,000.
KIDWORKS 1902 W. CHESTNUT AVE. SANTA ANA, CA 92703	N/A	PUBLIC	PROGRAMS FOR AT-RISK CHILDREN.	10,000.
MY STUFF BAGS FOUNDATION 5347 STERLING CENTER DR. WESTLAKE VILLAGE, CA 91361	N/A	PUBLIC	ITEMS FOR ABUSED CHILDREN.	5,000.

STATEMENT 10 (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
NAPA VALLEY WINE AUCTION P.O. BOX 41 ST. HELENA, CA 94574	N/A	PUBLIC	MEDICAL CARE AND HOUSING FOR LOW INCOME PEOPLE.	$ 25,000.
PROBATION COMMUNITY ACTION ASSOCIATION PMB 176, 1111 N. MAIN ST. SANTA ANA, CA 92701	N/A	PUBLIC	PROGRAM FOR AT-RISK YOUTH.	5,000.
SANTA ANA FRIENDS FOR THE ANIMALS 60 CIVIC CENTER PLAZA SANTA ANA, CA 92701	N/A	PUBLIC	FUNDING OF SPAY/NEUTER SUGERIES FOR PETS.	2,500.
TALLER SAN JOSE 801 N. BROADWAY SANTA ANA, CA 92701	N/A	PUBLIC	JOB TRAINING PROGRAM FOR AT-RISK YOUTH.	10,000.
THE GARY CENTER 341 HILLCREST ST. LA HABRA, CA 90631	N/A	PUBLIC	JOB TRAINING FOR AT-RISK YOUTH.	10,000.
THE SHEA CENTER FOR THERAPEUTIC RIDING 26284 OSO RD. SAN JUAN CAPISTRANO, CA 92675	N/A	PUBLIC	PROGRAMS FOR DISABLED CHILDREN.	20,000.
WOMEN'S TRANSITIONAL LIVING CENTER, INC. P.O. BOX 6103 ORANGE, CA 92863	N/A	PUBLIC	PROGRAMS FOR ABUSED ADULTS AND CHILDREN.	5,000.
ARMY AND NAVY ACADEMY P.O. BOX 3000 CARLSBAD, CA 92018	N/A	PUBLIC	TUITION ASSISTANCE FOR LOW INCOME STUDENTS.	50,000.
CASA TERESA P.O. BOX 429 ORANGE, CA 92856	N/A	PUBLIC	PROVIDE SHELTER TO HOMELESS PREGNANT WOMEN.	5,000.
LAGUNA BEACH SENIORS, INC. 380 THIRD ST. LAGUNA BEACH, CA 92651	N/A	PUBLIC	INCREASE OUTREACH TO SENIORS.	20,000.
SEGERSTROM CENTER FOR THE ARTS 600 TOWN CENTER DR. COSTA MESA, CA 92626	N/A	PUBLIC	MUSIC PROGRAMS FOR CHILDREN.	20,000.

STATEMENT 10 (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
SERVING PEOPLE IN NEED, INC. 151 KALMUS DR., SUITE H-2 COSTA MESA, CA 92626	N/A	PUBLIC	SELF-SUFFICIENCY PROGRAMS FOR THE HOMELESS.	$ 2,500.
ART & CREATIVITY FOR HEALING INC. 26079 GETTY DR LAGUNA NIGUEL, CA 92677	N/A	PUBLIC	PROGRAMS FOR VETERANS.	1,000.
UCI MIND SAVE THE CLINIC 2646 BIOLOGICAL SCIENCES III IRVINE, CA 92697	N/A	PUBLIC	MEDICAL RESEARCH.	25,000.
BOY SCOUTS OF AMERICA 1211 EAST DYER RD SANTA ANA, CA 92705	N/A	PUBLIC	FUNDING OF EAGLE SCOUT PROJECT AT SANTA ANA ZOO.	1,000.
ST VINCENT DE PAUL SOCIETY OF OC 8014 MARINE WAY IRVINE, CA 92618	N/A	PUBLIC	FOOD AND CLOTHING FOR POOR PEOPLE.	30,000.
THE RV/MH HERITAGE FOUNDATION 21565 EXECUTIVE PKWY ELKHART, IN 46514	N/A	PUBLIC	FUNDING OF MUSEUM OPERATIONS.	20,000.
ZION COMMUNITY CHURCH 710 S. CAMBRIDGE ST ORANGE, CA 92866	N/A	PUBLIC	CONSTRUCTION OF SKATE PARK.	5,000.
			TOTAL	$ 5,073,240.

Portfolio Value and Cost Basis - As of 12/31/2011

As of 12/31/2011

Security	12/31/2011 Cost Basis	12/31/2011 Balance
Mutual Fund		
ALLIANCEBERNSTEIN BD FD REAL ASSET STRA .	689,500 00	592,947.29
Altegris Managed Futures Strategy I	1,500,000 00	1,477,364 19
Bernstein Emerging Markets Portfolio	458,213 06	342,278.92
Bernstein Inter Duration Institutional	6,094,134 24	6,300,772.29
Bernstein International Portfolio	2,786,744 08	1,857,341 30
Blackrock Global Allocation Fund	3,000,000 00	3,105,561 86
COLUMBIA ACORN FUND	559,590.23	530,827 57
COLUMBIA DIVIDEND INCOME FUND	698,056 51	1,067,062.81
COLUMBIA LARGE CAP ENHANCED CORE FUND	1,617,221 01	1,610,248 88
COLUMBIA SELECT LARGE CAP GROWTH FUND	452,429.12	796,222 25
COLUMBIA SMALL CAP VALUE I FUND	254,576 47	393,989 20
COLUMBIA STRATEGIC INCOME FUND	444,254 61	517,140.13
DFA Emerging Markets Core Equity Portfolio	371,497 15	381,226.84
DFA International Core Equity	853,117.83	780,619 68
DFA International Real Estate Sec Portfolio	286,977 27	234,945.88
DFA International Small Company Portfolio	133,996.45	130,141 12
DFA Int'l Small Cap Value	430,216 66	377,656.26
DFA Inv't Two Year Global Fixed Income	2,288,229.19	2,248,342 21
DFA US Core Equity II	1,947,037 04	2,274,941.95
Dimensional Advisor Emerging Markets Value	231,315.75	202,870 16
Dimensional Advisor Global Fixed Income Portfolio	3,231,140.09	3,144,668 90
Dimensional Advisor One Year Fixed Income Portfolio	5,309,966 20	5,293,182 42
Dimensional Advisor Real Estate Securities Portfolio	337,733 38	486,782 99
Dimensional Advisor US Large Capital Value	886,404 00	1,026,983.80
Dimensional US Vector Equity Portfolio	1,235,174 24	1,489,474.82
MFS SER TR I RESH INTL FUND	285,374 53	414,623.52
Overlay A Portfolio	4,168,639 09	4,062,016.87
Overlay B Portfolio	2,516,329 73	2,636,019.15
PERMANENT PORTFOLIO	173,159.56	163,242.48
PIMCO COMMODITIY REAL RETURN STRATEGY .	253,971 32	201,445 98
PIMCO TOTAL RETURN FUND	448,765 03	484,416.67
Vanguard Short Term Bond Index Signal Shares	512,992 87	517,236 43
TOTAL Mutual Fund	**44,456,756.71**	**45,142,594.80**
Other		
Bernstein Global Diversified Hedge Fund	1,809,586 21	1,745,230 09
Hines REIT	3,672,257.33	2,969,602 20
TOTAL Other	**5,481,843.54**	**4,714,832.29**
Stock		
ACCENTURE PLC IRELAND	27,297 68	26,615.00
ALLERGAN INC	67,322 61	78,966.00
ALTRIA GROUP INC.	79,945.82	56,335 00

Portfolio Value and Cost Basis - As of 12/31/2011

As of 12/31/2011

Security	12/31/2011 Cost Basis	12/31/2011 Balance
AMAZON.COM INC.	53,048 16	56,257 50
ANADARKO PETROLEUM CORP	53,410 88	51,904.40
APOLLO GROUP INC	32,438.16	32,322.00
APPLE INC	87,927.96	253,125 00
APPLIED MATERIALS INC	59,285 23	55,692.00
ASTRAZENECA PLC	108,236 26	115,725 00
AT&T INC	28,347 82	28,728.00
BOEING CO	47,742 29	51,345 00
BORG WARNER AUTOMOTIVE INC	44,270 17	38,244.00
BP PLC SPONSORED ADR	119,503 83	128,220 00
BROADCOM CORP	62,032.51	52,848 00
CBRE GROUP INC	31,466 41	27,396 00
CELGENE CORP	20,579 48	23,660.00
CENTERPOINT ENERGY INC	15,930 00	15,067.50
CENTURYLINK INC	95,966 63	100,440 00
CISCO SYSTEMS INC	23,603 84	23,504 00
CIT GROUP INC	32,358 14	33,126 50
CITIGROUP INC.	189,345 35	118,395 00
CITRIX SYSTEMS INC	58,078 02	51,612 00
CMS ENERGY CORP	29,159 07	33,120 00
COMCAST CORPORATION	71,973.84	73,216 48
CONOCOPHILLIPS	29,721 83	29,148.00
CONSTELLATION BRANDS INC	24,598 79	31,005.00
CORNING INC	43,122 10	35,046 00
COVIDIEN PLC	59,762 25	54,012 00
DANAHER CORP	74,636 48	89,376 00
DELL INC	14,607 94	14,630 00
DELTA AIR LINES INC	44,489 14	31,551 00
DEVON ENERGY CORP	43,222 93	31,000 00
DIRECTV	20,204.98	20,311 00
DOLLAR GENERAL CORPORATION	28,368 68	30,855 00
DOW CHEMICAL CO	46,758 93	40,264 00
DTE ENERGY CO	31,618 61	35,392 50
EMC CORP	47,682 72	58,158 00
EOG RES INC	68,341 28	68,957 00
ESTEE LAUDER COMPANIES INC	11,733.33	14,040 00
EXPRESS SCRIPTS INC	60,305 64	49,159 00
FLOWSERVE CORP	63,885 85	54,626 00
FMC TECHNOLOGIES INC	42,880 51	49,618 50
FORD MOTOR CO	14,212.82	11,836 00
GAMESTOP CORP	17,178 40	15,684 50
GANNETT CO INC	41,851 70	49,469 00
GENERAL ELECTRIC CO	65,196 42	68,058.00
GENERAL MILLS INC	61,238 09	64,656.00
GENERAL MOTORS CORP	90,189 21	68,918.00

Portfolio Value and Cost Basis - As of 12/31/2011

As of 12/31/2011

Security	12/31/2011 Cost Basis	12/31/2011 Balance
GILEAD SCIENCES INC	73,441 38	77,726 07
GOLDMAN SACHS GROUP INC	63,351 67	39,789.20
GOODRICH CORPORATION	13,378 85	18,555.00
GOOGLE INC	106,323 41	161,475 00
HARLEY DAVIDSON INC	23,230 78	23,322 00
HEALTH NET INC	23,075.47	27,378 00
HERSHEY COMPANY	17,913.04	18,534.00
HEWLETT PACKARD CO	151,456.24	123,648.00
ILLUMINA INC	21,445.24	22,860 00
INGERSOLL RAND CO LTD	30,143.98	21,329 00
INTUIT INC	53,906 26	57,849 00
ISHARES INC MSCI AUSTRALIA INDEX FUND	94,839 63	81,579 20
ISHARES INC MSCI BRAZIL FREE INDEX FUND	53,676 23	43,903.35
ISHARES INC MSCI CDA INDEX FUND	96,114 45	82,194 00
ISHARES INC MSCI SINGAPORE INDEX FUND	77,276.40	61,514 40
ISHARES INC MSCI SOUTH KOREA INDEX FUND	56,949 20	45,988 80
ISHARES INC MSCI TAIWAN INDEX FUND	46,004 40	36,535 20
JOHNSON & JOHNSON	132,114 39	144,276 00
JOHNSON CONTROLS INC	40,356 55	43,764.00
JPMORGAN CHASE & CO	162,429 00	136,325.00
KROGER CO	60,964 65	65,394.00
LAM RESEARCH CORP	40,738 37	33,318.00
LAS VEGAS SANDS CORP	12,360 84	11,750 75
LEAR CORP.	37,896 24	33,830 00
LIMITED BRANDS INC	36,234.44	44,385 00
LORILLARD INC	60,091.72	62,700 00
LOWES COMPANIES INC.	32,792 06	32,994 00
LYONDELLBASELL INDUSTRIES	50,019 33	48,735 00
MARATHON OIL CORP	57,610.87	79,029.00
MARATHON PETE CORP	81,219 90	76,567.00
MARVELL TECHNOLOGY GROUP LTD	59,616 24	51,245 00
MCGRAW HILL COMPANIES INC	21,413 45	22,485.00
METLIFE INC.	83,858.06	62,360 00
MICRON TECHNOLOGY INC	38,924 85	44,659 00
MONSANTO CO	68,916 33	70,070 00
MOODYS CORP	33,684.60	31,996.00
MORGAN STANLEY	34,550.25	31,773 00
NEWELL RUBBERMAID INC	19,565 52	20,995 00
NOBLE ENERGY INC	59,682.06	70,792 50
NORTHROP GRUMMAN CORP	31,202.40	32,164 00
NV ENERGY INC	28,542 04	31,065 00
NVR INC	11,300.27	15,778 00
ORACLE CORP	97,140.53	84,645 00
PEPSICO INC.	23,680.64	24,881 25
PERRIGO CO	25,706 74	26,757.50

Portfolio Value and Cost Basis - As of 12/31/2011

As of 12/31/2011

Security	12/31/2011 Cost Basis	12/31/2011 Balance
PFIZER INC	163,873.07	188,268.00
POTASH CORP OF SASKATCHEWAN INC	48,155 71	37,152 00
PRECISION CASTPARTS CORP	51,666 91	53,556 75
PROCTER & GAMBLE CO.	16,510 43	16,677 50
PVH CORP	27,540 74	28,196.00
QUALCOMM INC.	107,940.25	109,400.00
ROCKWELL AUTOMATION INC	33,549 31	31,182 25
SALESFORCE.COM INC	8,880 16	7,609 50
SCHLUMBERGER LTD	77,518 44	104,172.75
STARBUCKS CORP.	41,075.78	64,414.00
THE TRAVELERS COMPANIES INC	58,867 01	65,087 00
TIME WARNER CABLE INC	57,987.81	69,927.00
TRANSOCEAN LTD	75,201 87	49,907 00
TRW AUTOMOTIVE HOLDINGS INC	34,223 16	24,450 00
TYSON FOODS INC	40,160 07	43,344 00
UNITED PARCEL SVC INC	95,699.16	102,466 00
UNITEDHEALTH GROUP INC.	73,261 62	81,088.00
V F CORP	23,157.54	25,398.00
VANGUARD MSCI EMERGING MKTS ETF	173,985.05	169,461 35
VIACOM INC. - CLASS B	54,869 03	59,033 00
VISA INC	25,703 19	30,459 00
WALT DISNEY CO	76,776 11	82,500.00
WELLPOINT INC	98,147 49	92,750.00
WELLS FARGO & CO	22,345.35	21,744 84
TOTAL Stock	**6,417,313.02**	**6,478,793.04**
TOTAL Investments	**56,355,913.27**	**56,336,220.13**

Capital Gains (Losses) Report - Last year

1/1/2011 through 12/31/2011

Account	Security	Shares	Bought	Sold	Gross Proceeds	Cost Basis	Realized Gain/L
SHORT TERM							
616-B of ..	ISHARES FTSE CHINA 25 I .	1,590 000	7/15/2011	9/16/2011	56,738 05	65,166 15	-8,428 10
616-B of ...	ISHARES INC MSCI TURKE .	660 000	7/15/2011	9/16/2011	31,946 68	38,204 10	-6,257 42
616-B of .	ISHARES INC MSCI GERM	3,705 000	7/15/2011	9/16/2011	65,900.67	93,384.53	-27,483 86
651-Bern...	LEAR CORP	75 000	6/28/2010	1/11/2011	8,142 89	5,300 44	2,842 45
651-Bern	MICROSOFT CORP	275 000	2/8/2010	1/14/2011	7,714 55	7,693 76	20 79
651-Bern ..	MICROSOFT CORP.	200.000	2/16/2010	1/14/2011	5,610.58	5,657 38	-46.80
651-Bern	SOUTHWESTERN ENERG	225 000	11/19/2010	1/18/2011	8,784 21	8,573 15	211 06
651-Bern	SOUTHWESTERN ENERG .	125 000	12/10/2010	1/18/2011	4,880 11	4,455 99	424 12
651-Bern.	CABLEVISION SYSTEMS C	50 000	5/5/2010	1/20/2011	1,699 26	1,340 13	359 13
651-Bern .	CABLEVISION SYSTEMS C..	400 000	10/7/2010	1/20/2011	13,594.04	10,536.60	3,057 44
651-Bern..	FREEPORT MCMORAN CO	50 000	7/15/2010	1/20/2011	5,489 90	3,116.54	2,373 36
651-Bern	FREEPORT MCMORAN CO...	25.000	8/19/2010	1/20/2011	2,744 95	1,821 12	923.83
651-Bern	MICROSOFT CORP	400 000	2/16/2010	1/21/2011	11,241 52	11,314 76	-73 24
651-Bern	MICROSOFT CORP.	75 000	3/8/2010	1/21/2011	2,107 79	2,138 54	-30 75
651-Bern	FREEPORT MCMORAN CO .	75 000	8/19/2010	1/25/2011	7,909 28	5,463.35	2,445 93
651-Bern	Overlay A Portfolio	90.053	3/2/2010	1/25/2011	1,042 81	932 79	110 02
651-Bern .	GAP INC	750 000	3/1/2010	1/27/2011	14,625.83	16,212 38	-1,586 55
651-Bern. .	ALTRIA GROUP INC.	400.000	3/23/2010	1/28/2011	9,594.96	8,206 88	1,388 08
651-Bern	ALTRIA GROUP INC	50.000	9/23/2010	1/28/2011	1,199 37	1,179 73	19 64
651-Bern	POTASH CORP OF SASKA..	60 000	12/15/2010	1/28/2011	10,464 62	8,365 72	2,098.90
651-Bern .	SOUTHWESTERN ENERG	250.000	12/10/2010	1/28/2011	9,811 05	8,911 97	899 08
651-Bern	TARGET CORP	150.000	5/10/2010	1/28/2011	8,168 64	8,500 65	-332 01
651-Bern .	TIME WARNER CABLE INC	75 000	3/9/2010	1/28/2011	5,082 47	3,664.31	1,418.16
651-Bern...	CF INDUSTRIES HOLDING...	125.000	8/6/2010	2/1/2011	17,174.22	10,584.28	6,589 94
651-Bern	CF INDUSTRIES HOLDING	125 000	9/3/2010	2/1/2011	17,174.22	11,699.94	5,474 28
651-Bern. .	FORD MOTOR CO	400 000	2/3/2010	2/1/2011	6,459 44	4,636 96	1,822 48
651-Bern	MICROSOFT CORP.	225 000	3/8/2010	2/1/2011	6,282 59	6,415.63	-133 04
651-Bern	MICROSOFT CORP	250 000	7/12/2010	2/1/2011	6,980 65	6,167.43	813 22
651-Bern .	AGRIUM INC	250 000	8/5/2010	2/2/2011	23,008 00	16,988 15	6,019 85
651-Bern	AGRIUM INC	100.000	11/5/2010	2/2/2011	9,203 20	8,619 48	583.72
651-Bern. .	NVIDIA CORP	350 000	1/19/2011	2/4/2011	8,948 24	7,874.79	1,073.45
651-Bern .	DEERE & CO	125 000	9/21/2010	2/7/2011	11,790 74	9,126 31	2,664.43

Capital Gains (Losses) Report - Last year

1/1/2011 through 12/31/2011

Account	Security	Shares	Bought	Sold	Gross Proceeds	Cost Basis	Realized Gain/L
651-Bern	SAFEWAY INC.	1,600.000	3/25/2010	2/11/2011	34,567 04	39,092 00	-4,524 96
651-Bern .	SAFEWAY INC	100 000	4/20/2010	2/11/2011	2,160 44	2,637 94	-477 50
651-Bern...	SAFEWAY INC.	400 000	4/20/2010	2/11/2011	8,641.76	10,551 76	-1,910 00
651-Bern. .	CAPITAL ONE FINANCIAL	200 000	5/5/2010	2/14/2011	10,458.68	9,010 88	1,447 80
651-Bern	PEPSICO INC	100 000	3/8/2010	2/14/2011	6,327 86	6,422 61	-94.75
651-Bern	DEERE & CO	75.000	9/21/2010	2/15/2011	7,008 68	5,475.79	1,532 89
651-Bern	DEERE & CO	50 000	10/1/2010	2/15/2011	4,672 46	3,436 85	1,235 61
651-Bern.	NVIDIA CORP	600 000	1/19/2011	2/15/2011	13,650.78	13,499 64	151 14
651-Bern...	DEERE & CO	125 000	10/1/2010	2/16/2011	11,951 18	8,592 11	3,359 07
651-Bern	DEERE & CO	125 000	10/22/2010	2/16/2011	11,951 18	9,625 38	2,325 80
651-Bern	MICROSOFT CORP	450 000	7/12/2010	2/16/2011	11,990 52	11,101 37	889 15
651-Bern.	MICROSOFT CORP.	375 000	8/30/2010	2/16/2011	9,992 10	8,899.43	1,092 67
651-Bern	NETFLIX COM INC	40 000	1/25/2011	2/16/2011	9,576 94	7,370 02	2,206.92
651-Bern	NETFLIX COM INC	35.000	1/25/2011	2/16/2011	8,379 82	6,448 76	1,931 06
651-Bern..	HONEYWELL INTL INC	200 000	6/25/2010	2/17/2011	11,484 28	8,269 78	3,214 50
651-Bern	HONEYWELL INTL INC	125 000	7/1/2010	2/17/2011	7,177 68	4,776 42	2,401 26
651-Bern...	NETFLIX.COM INC	40 000	1/25/2011	2/17/2011	9,425 42	7,370.01	2,055 41
651-Bern ..	FIFTH THIRD BANCORP	200 000	6/29/2010	2/18/2011	3,000 10	2,603 24	396 86
651-Bern .	FIFTH THIRD BANCORP	1,400 000	6/29/2010	2/18/2011	21,000.70	18,222 68	2,778 02
651-Bern ..	FIFTH THIRD BANCORP	600.000	7/21/2010	2/18/2011	9,000 30	7,120 38	1,879 92
651-Bern	NETFLIX.COM INC	35 000	1/25/2011	2/18/2011	8,123.44	6,448.76	1,674 68
651-Bern .	VERTEX PHARMACEUTICA	300.000	5/13/2010	2/23/2011	13,174 86	11,591 52	1,583.34
651-Bern. .	VERTEX PHARMACEUTICA...	200.000	10/11/2010	2/23/2011	8,783 24	6,983.60	1,799.64
651-Bern .	CISCO SYSTEMS INC.	500 000	4/12/2010	2/24/2011	9,147 35	13,292 00	-4,144 65
651-Bern	EATON CORP.	150 000	11/2/2010	2/24/2011	15,719 25	13,538 03	2,181 22
651-Bern	EATON CORP	100 000	11/2/2010	2/24/2011	10,479 50	9,025 35	1,454.15
651-Bern...	EATON CORP.	75.000	11/4/2010	2/24/2011	7,859 63	6,953 65	905 98
651-Bern .	FORD MOTOR CO	600 000	3/11/2010	2/24/2011	8,779.92	7,679 34	1,100 58
651-Bern. .	CME GROUP INC	10 000	4/29/2010	3/3/2011	3,091.86	3,370 01	-278 15
651-Bern	DEERE & CO	100.000	10/22/2010	3/3/2011	9,266.79	7,700 30	1,566.49
651-Bern. .	DELTA AIR LINES INC	1,000 000	3/18/2010	3/3/2011	10,330 60	13,042.50	-2,711 90
651-Bern	FORD MOTOR CO	500 000	3/11/2010	3/7/2011	7,044.50	6,399.45	645.05
651-Bern.	FORD MOTOR CO	700 000	4/20/2010	3/7/2011	9,862 30	9,696 75	165.55
651-Bern .	FORD MOTOR CO.	400 000	4/20/2010	3/7/2011	5,635.60	5,541 00	94 60

Capital Gains (Losses) Report - Last year

1/1/2011 through 12/31/2011

Account	Security	Shares	Bought	Sold	Gross Proceeds	Cost Basis	Realized Gain/L. .
651-Bern	FORD MOTOR CO	600 000	4/23/2010	3/7/2011	8,453 40	8,492 94	-39 54
651-Bern .	FORD MOTOR CO	400 000	4/29/2010	3/7/2011	5,635 60	5,430 96	204.64
651-Bern	KIMBERLY CLARK CORP	250 000	8/11/2010	3/7/2011	16,100 35	16,322 70	-222 35
651-Bern...	VODAFONE GROUP PLC	900 000	3/30/2010	3/7/2011	26,250 93	20,812 50	5,438.43
651-Bern.	VODAFONE GROUP PLC	400.000	3/30/2010	3/7/2011	11,667 08	9,250.00	2,417 08
651-Bern..	VODAFONE GROUP PLC	700 000	10/4/2010	3/7/2011	20,417.39	17,768 17	2,649.22
651-Bern	.CAPITAL ONE FINANCIAL	150 000	5/5/2010	3/8/2011	7,384 56	6,758 16	626 40
651-Bern	CAPITAL ONE FINANCIAL ...	125 000	8/30/2010	3/8/2011	6,153.80	4,775.63	1,378.17
651-Bern	PARKER HANNIFIN CORP	175 000	8/6/2010	3/8/2011	14,998 97	11,334 56	3,664 41
651-Bern	PARKER HANNIFIN CORP	75 000	8/6/2010	3/8/2011	6,428 13	4,857.67	1,570 46
651-Bern	PARKER HANNIFIN CORP	250 000	8/20/2010	3/8/2011	21,427 10	15,764 60	5,662 50
651-Bern	PARKER HANNIFIN CORP	75 000	12/9/2010	3/8/2011	6,428 13	6,386 35	41 78
651-Bern	.OCCIDENTAL PETE CORP.	125 000	6/10/2010	3/9/2011	12,691 40	10,315 80	2,375 60
651-Bern...	POTASH CORP OF SASKA	170 000	12/15/2010	3/11/2011	9,223.78	7,900 95	1,322 83
651-Bern	HONEYWELL INTL INC	25 000	7/1/2010	3/14/2011	1,387 82	955.28	432 54
651-Bern	HONEYWELL INTL INC	100 000	9/8/2010	3/14/2011	5,551 28	4,225.73	1,325 55
651-Bern	GOODRICH CORPORATION	125 000	4/9/2010	3/15/2011	10,344 28	8,871 61	1,472 67
651-Bern	COSTCO WHOLESALE CO	75 000	4/21/2010	3/16/2011	5,246.87	4,453 69	793.18
651-Bern	DELTA AIR LINES INC	200.000	3/18/2010	3/16/2011	2,042.94	2,608 50	-565 56
651-Bern	DELTA AIR LINES INC	1,300 000	3/23/2010	3/16/2011	13,279 11	17,099 55	-3,820 44
651-Bern	DELTA AIR LINES INC	100 000	11/9/2010	3/16/2011	1,021 47	1,387 34	-365 87
651-Bern...	CISCO SYSTEMS INC	600 000	7/19/2010	3/17/2011	10,200.12	13,702 14	-3,502 02
651-Bern ..	CISCO SYSTEMS INC	225 000	10/4/2010	3/17/2011	3,825.05	4,875.28	-1,050 23
651-Bern	SARA LEE CORP	300 000	5/5/2010	3/18/2011	5,109 69	4,193.61	916 08
651-Bern	SARA LEE CORP	1,000.000	5/21/2010	3/18/2011	17,032 30	14,463.40	2,568 90
651-Bern .	SARA LEE CORP	1,000.000	6/15/2010	3/18/2011	17,032 30	14,750.40	2,281 90
651-Bern	CME GROUP INC	30 000	4/29/2010	3/21/2011	8,580 42	10,110.02	-1,529 60
651-Bern	CME GROUP INC	50 000	9/1/2010	3/21/2011	14,300 70	12,669 84	1,630.86
651-Bern	COSTCO WHOLESALE CO...	125 000	4/21/2010	3/21/2011	8,862 34	7,422 81	1,439.53
651-Bern	NEWFIELD EXPLORATION	100 000	3/26/2010	3/24/2011	7,289.65	4,757 18	2,532.47
651-Bern	.OCCIDENTAL PETE CORP	25.000	6/10/2010	3/24/2011	2,495 03	2,063.16	431.87
651-Bern	OCCIDENTAL PETE. CORP	75 000	7/9/2010	3/24/2011	7,485.09	6,087 14	1,397 95
651-Bern ..	COMERICA INC	550.000	5/7/2010	3/25/2011	20,256.12	22,144 32	-1,888.20
651-Bern .	KOHLS CORP.	50 000	5/19/2010	3/25/2011	2,671.82	2,629 82	42.00

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Account	Security	Shares	Bought	Sold	Gross Proceeds	Cost Basis	Realized Gain/L...
651-Bern	.KOHLS CORP	150 000	5/19/2010	3/28/2011	7,956 33	7,889.46	66.87
651-Bern	KOHLS CORP	150 000	9/1/2010	3/28/2011	7,956 33	7,242 29	714 04
651-Bern	ALCOA INC	400 000	11/9/2010	4/1/2011	6,993 28	5,619.28	1,374.00
651-Bern...	CISCO SYSTEMS INC	175 000	10/4/2010	4/4/2011	2,982 46	3,791 88	-809.42
651-Bern	CISCO SYSTEMS INC	300 000	10/8/2010	4/4/2011	5,112 78	6,724 65	-1,611 87
651-Bern	KIMBERLY CLARK CORP	250 000	8/11/2010	4/6/2011	16,490 53	16,322.70	167.83
651-Bern	KOHLS CORP	250 000	9/1/2010	4/6/2011	13,585 38	12,070 48	1,514 90
651-Bern...	MCKESSON CORP	225.000	2/17/2011	4/6/2011	17,770 80	17,975.14	-204 34
651-Bern	MCKESSON CORP	125 000	3/18/2011	4/6/2011	9,872 66	9,738.66	134 00
651-Bern	.CAPITAL ONE FINANCIAL	325 000	8/30/2010	4/7/2011	16,932 37	12,416 63	4,515 74
651-Bern	EATON CORP	150 000	11/29/2010	4/7/2011	8,248 25	7,192 58	1,055 67
651-Bern...	EATON CORP	150 000	11/30/2010	4/7/2011	8,248 25	7,234 25	1,014 00
651-Bern	EMERSON ELECTRIC CO	350 000	2/1/2011	4/7/2011	20,387 33	20,778 14	-390 81
651-Bern	EMERSON ELECTRIC CO	125 000	2/7/2011	4/7/2011	7,281 19	7,598 69	-317 50
651-Bern	EMERSON ELECTRIC CO	175 000	2/8/2011	4/7/2011	10,193.66	10,729.65	-535 99
651-Bern	EMERSON ELECTRIC CO	150 000	2/17/2011	4/7/2011	8,737 43	9,277 64	-540 21
651-Bern	EMERSON ELECTRIC CO	150 000	3/22/2011	4/7/2011	8,737 43	8,616 83	120 60
651-Bern	HONEYWELL INTL INC	250 000	9/8/2010	4/7/2011	14,675.53	10,564.33	4,111 20
651-Bern	CARNIVAL CORP.	200 000	10/29/2010	4/8/2011	7,470 88	8,571 56	-1,100 68
651-Bern.	CARNIVAL CORP.	350.000	10/29/2010	4/8/2011	13,074 04	15,000 23	-1,926 19
651-Bern	CARNIVAL CORP	50 000	10/29/2010	4/8/2011	1,867 72	2,142 89	-275.17
651-Bern..	CARNIVAL CORP	250.000	11/23/2010	4/8/2011	9,338 60	10,271 88	-933 28
651-Bern	.CARNIVAL CORP	250 000	3/8/2011	4/8/2011	9,338 60	10,171 75	-833.15
651-Bern	..CONSTELLATION ENERGY	250 000	5/4/2010	4/8/2011	8,248 13	9,022 80	-774.67
651-Bern...	HONEYWELL INTL INC	150 000	1/31/2011	4/8/2011	8,737.88	8,327 61	410.27
651-Bern	AON CORP	200.000	1/3/2011	4/13/2011	10,490 66	9,236 12	1,254.54
651-Bern	HONEYWELL INTL INC	150 000	1/31/2011	4/14/2011	8,556 83	8,327 61	229 22
651-Bern.	.AON CORP	150 000	1/3/2011	4/18/2011	7,727 46	6,927.09	800.37
651-Bern	..AON CORP	450 000	1/14/2011	4/18/2011	23,182 38	20,069 15	3,113.23
651-Bern.	AON CORP	25 000	2/18/2011	4/18/2011	1,287 91	1,315.30	-27.39
651-Bern..	DIRECTV	250 000	5/10/2010	4/18/2011	11,463 45	9,378 97	2,084 48
651-Bern...	HUNTINGTON INGALLS IN. .	0 000	9/30/2010	4/18/2011	0 01	0 01	0 00
651-Bern...	HUNTINGTON INGALLS IN.	0 000	12/13/2010	4/18/2011	0 00	0.00	0 00
651-Bern...	CONSTELLATION ENERGY...	450.000	5/4/2010	4/19/2011	14,834 07	16,241.04	-1,406 97

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Account	Security	Shares	Bought	Sold	Gross Proceeds	Cost Basis	Realized Gain/L
651-Bern	KOHLS CORP	250 000	9/1/2010	4/21/2011	13,000 10	12,070 48	929 62
651-Bern.	KOHLS CORP	300 000	10/1/2010	4/21/2011	15,600 12	15,814.26	-214 14
651-Bern	ROCKWELL AUTOMATION	125 000	2/3/2011	4/21/2011	11,885 68	10,337 98	1,547 70
651-Bern	DIRECTV	125 000	5/10/2010	4/25/2011	5,892 88	4,689 49	1,203 39
651-Bern	DIRECTV	75 000	5/19/2010	4/25/2011	3,535 73	2,810 87	724 86
651-Bern. .	ROVI CORP	275 000	12/15/2010	4/26/2011	13,629 77	15,541 16	-1,911.39
651-Bern..	ROVI CORP	75 000	1/13/2011	4/26/2011	3,717 21	4,933 41	-1,216 20
651-Bern .	HCA HOLDINGS INC	325 000	3/30/2011	4/27/2011	10,562 83	11,062 38	-499.55
651-Bern.	HCA HOLDINGS INC	50.000	4/11/2011	4/27/2011	1,625 05	1,603 50	21 55
651-Bern .	EDISON INTERNATIONAL	425 000	12/22/2010	5/4/2011	16,622 56	16,342 46	280 10
651-Bern	LEAR CORP	225 000	6/28/2010	5/4/2011	11,410 61	7,950 66	3,459 95
651-Bern	JOHNSON & JOHNSON	200 000	6/24/2010	5/5/2011	12,994 96	11,901 36	1,093 60
651-Bern	JUNIPER NETWORKS	225 000	8/24/2010	5/5/2011	8,477 19	6,084 00	2,393.19
651-Bern .	JUNIPER NETWORKS	200 000	1/21/2011	5/5/2011	7,535.28	7,020 34	514.94
651-Bern	LIMITED BRANDS INC	400 000	11/4/2010	5/9/2011	16,643 72	12,427 68	4,216 04
651-Bern .	GOLDMAN SACHS GROUP	100 000	7/16/2010	5/12/2011	14,192.87	15,008 14	-815 27
651-Bern..	GOLDMAN SACHS GROUP	50 000	7/23/2010	5/12/2011	7,096 43	7,350 18	-253 75
651-Bern ..	ALLERGAN INC	150 000	11/19/2010	5/13/2011	12,071 25	10,276.73	1,794 52
651-Bern .	EDISON INTERNATIONAL	175 000	12/22/2010	5/13/2011	6,911 17	6,729 24	181 93
651-Bern .	EDISON INTERNATIONAL	250 000	3/7/2011	5/13/2011	9,873 10	9,613.21	259 89
651-Bern .	DOW CHEMICAL CO	100 000	6/8/2010	5/16/2011	3,818 67	2,437 03	1,381 64
651-Bern	ARCHER-DANIELS-MIDLAN .	500 000	10/7/2010	5/19/2011	15,746 90	16,220 80	-473 90
651-Bern	ARCHER-DANIELS-MIDLAN. .	350.000	2/17/2011	5/19/2011	11,022 83	13,043 94	-2,021 11
651-Bern	DOW CHEMICAL CO	200 000	6/8/2010	5/19/2011	7,427 96	4,874.06	2,553 90
651-Bern .	DOW CHEMICAL CO	100 000	8/3/2010	5/19/2011	3,713 98	2,573 61	1,140 37
651-Bern. .	GOLDMAN SACHS GROUP ...	25 000	7/23/2010	5/23/2011	3,393 98	3,675.09	-281 11
651-Bern	GOLDMAN SACHS GROUP	100 000	7/27/2010	5/23/2011	13,575 90	14,777 03	-1,201 13
651-Bern	MORGAN STANLEY	300 000	9/2/2010	5/25/2011	7,081 59	7,625.46	-543.87
651-Bern	AON CORP	175 000	2/18/2011	5/26/2011	9,076 97	9,207 07	-130 10
651-Bern .	CAMERON INTERNATIONA .	175 000	1/14/2011	5/26/2011	8,358.09	8,955 31	-597 22
651-Bern	SOUTHWESTERN ENERG .	375 000	12/10/2010	5/27/2011	16,226 55	13,367 96	2,858.59
651-Bern	TIME WARNER INC	325 000	3/24/2011	5/27/2011	11,732 14	9,576.81	2,155.33
651-Bern...	DELL INC.	700.000	9/1/2010	5/31/2011	11,210 57	8,439 90	2,770.67
651-Bern..	DTE ENERGY CO	325 000	3/10/2011	6/9/2011	16,104.60	15,864 88	239 72

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Account	Security	Shares	Bought	Sold	Gross Proceeds	Cost Basis	Realized Gain/L
651-Bern	GOLDMAN SACHS GROUP	75.000	8/3/2010	6/10/2011	10,047 98	11,515.94	-1,467.96
651-Bern...	NEWFIELD EXPLORATION	125 000	9/27/2010	6/15/2011	8,095 69	6,977 54	1,118 15
651-Bern .	SPRINT NEXTEL CORPOR.	2,200 000	3/15/2011	6/17/2011	11,230 34	10,909.58	320 76
651-Bern	SPRINT NEXTEL CORPOR	400 000	3/25/2011	6/17/2011	2,041.88	1,837.28	204 60
651-Bern .	HUNTINGTON INGALLS IN. .	100 000	9/30/2010	6/20/2011	3,600 11	3,453 12	146 99
651-Bern...	HUNTINGTON INGALLS IN	50 000	12/13/2010	6/20/2011	1,800 06	1,809 33	-9 27
651-Bern. .	PARKER HANNIFIN CORP	175 000	12/9/2010	6/21/2011	15,000 63	14,901 48	99 15
651-Bern ..	ACCENTURE PLC IRELAND	200 000	10/5/2010	6/24/2011	11,363 28	8,916 74	2,446 54
651-Bern ..	STEEL DYNAMICS INC	850.000	1/10/2011	6/29/2011	13,912.46	15,821 31	-1,908 85
651-Bern .	RELIANCE STEEL & ALUMI	300 000	1/12/2011	6/30/2011	14,952 42	16,099 41	-1,146 99
651-Bern	MOTOROLA SOLUTIONS INC	400.000	3/7/2011	7/5/2011	18,320 04	16,051 68	2,268.36
651-Bern	MOTOROLA SOLUTIONS INC	350.000	3/11/2011	7/8/2011	15,821 93	14,299 29	1,522 64
651-Bern	AT&T INC	600 000	3/8/2011	7/14/2011	18,345 54	17,112 90	1,232 64
651-Bern	ENSCO PLC	300 000	5/17/2011	7/14/2011	15,471 00	16,226 13	-755 13
651-Bern	AT&T INC	500 000	3/8/2011	7/19/2011	15,042 25	14,260 75	781.50
651-Bern	GOODRICH CORPORATION	50 000	8/5/2010	7/20/2011	4,654.49	3,758 75	895 74
651-Bern .	ALLERGAN INC	175 000	11/19/2010	7/21/2011	14,787 66	11,989 51	2,798 15
651-Bern	ALLIANCEBERNSTEIN GLO	3,642 832	12/27/2010	7/21/2011	34,679 76	28,497 96	6,181 80
651-Bern	DOW CHEMICAL CO	300.000	8/3/2010	7/21/2011	10,745 94	7,720 83	3,025.11
651-Bern...	GOLDMAN SACHS GROUP .	75 000	8/25/2010	7/21/2011	10,156 24	10,772 23	-615.99
651-Bern .	GOLDMAN SACHS GROUP	25 000	9/8/2010	7/21/2011	3,385.41	3,707 40	-321 99
651-Bern	MARVELL TECHNOLOGY G. .	600.000	11/2/2010	7/21/2011	9,087 18	11,959 32	-2,872 14
651-Bern ..	ORACLE CORP	400 000	9/23/2010	7/21/2011	13,002 88	10,940 92	2,061.96
651-Bern.	PROCTER & GAMBLE CO	325 000	3/17/2011	7/21/2011	20,998.06	19,589 02	1,409.04
651-Bern	RIVERBED TECHNOLOGY I .	450.000	2/7/2011	7/21/2011	14,090 09	17,200 98	-3,110 89
651-Bern	SOUTHWESTERN ENERG .	325 000	12/10/2010	7/21/2011	15,689 47	11,585.57	4,103.90
651-Bern. .	DELL INC	700.000	9/1/2010	7/25/2011	12,017.04	8,439 90	3,577 14
651-Bern	DELL INC	400 000	9/30/2010	7/25/2011	6,866.88	5,125 20	1,741 68
651-Bern	SPRINT NEXTEL CORPOR..	200 000	3/25/2011	7/25/2011	1,034 38	918.64	115 74
651-Bern. .	SPRINT NEXTEL CORPOR.	900 000	3/25/2011	7/25/2011	4,654.71	4,133 88	520 83
651-Bern...	SPRINT NEXTEL CORPOR	100 000	3/25/2011	7/25/2011	517.19	459 32	57.87
651-Bern...	SPRINT NEXTEL CORPOR .	2,100 000	4/11/2011	7/25/2011	10,860 99	9,929 22	931.77
651-Bern	AT&T INC	600 000	3/8/2011	7/28/2011	17,589 66	17,112 90	476 76
651-Bern .	AT&T INC	400 000	4/1/2011	7/28/2011	11,726 44	12,263.80	-537 36

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Account	Security	Shares	Bought	Sold	Gross Proceeds	Cost Basis	Realized Gain/L .
651-Bern. .	AT&T INC	300 000	4/6/2011	7/28/2011	8,794.83	9,116 40	-321 57
651-Bern	AT&T INC	200 000	4/8/2011	7/28/2011	5,863.22	6,109 24	-246 02
651-Bern .	NETAPP INC	325 000	5/16/2011	7/28/2011	15,640.53	17,410 19	-1,769 66
651-Bern ..	OCCIDENTAL PETE CORP	150 000	11/5/2010	7/28/2011	15,169 84	12,673.46	2,496 38
651-Bern..	OCCIDENTAL PETE CORP	25.000	4/11/2011	7/28/2011	2,528 31	2,539 49	-11 18
651-Bern...	MONSANTO CO	200.000	8/9/2010	8/1/2011	14,397 88	11,887.34	2,510 54
651-Bern	GOODRICH CORPORATION	50 000	8/5/2010	8/2/2011	4,689 52	3,758 75	930 77
651-Bern	GOODRICH CORPORATION	100.000	8/18/2010	8/2/2011	9,379 04	7,374.58	2,004 46
651-Bern...	HCA HOLDINGS INC.	275 000	4/11/2011	8/3/2011	6,558.81	8,819 28	-2,260 47
651-Bern. .	HCA HOLDINGS INC	275 000	5/16/2011	8/3/2011	6,558 81	9,493 69	-2,934.88
651-Bern .	HCA HOLDINGS INC	300 000	5/23/2011	8/3/2011	7,155 06	10,339 23	-3,184.17
651-Bern .	LOWES COMPANIES INC	450.000	12/9/2010	8/3/2011	9,174 60	11,307 87	-2,133 27
651-Bern	LOWES COMPANIES INC	250 000	12/9/2010	8/3/2011	5,097.00	6,282 15	-1,185 15
651-Bern	NETAPP INC	175 000	5/27/2011	8/3/2011	8,004.15	9,662 38	-1,658 23
651-Bern	RAYTHEON CO	300 000	11/19/2010	8/4/2011	12,615.54	14,181.36	-1,565 82
651-Bern	RAYTHEON CO	125.000	3/7/2011	8/4/2011	5,256.48	6,434 30	-1,177 82
651-Bern	DEVON ENERGY CORP	150 000	8/19/2010	8/5/2011	10,520.12	9,475 73	1,044 39
651-Bern.	DEVON ENERGY CORP	275.000	8/19/2010	8/5/2011	19,286.88	17,372 16	1,914 72
651-Bern	DEVON ENERGY CORP	100 000	12/22/2010	8/5/2011	7,013 41	7,593.00	-579 59
651-Bern.	DTE ENERGY CO	175.000	3/15/2011	8/5/2011	8,255 64	8,424.85	-169 21
651-Bern.	HESS CORPORATION	300 000	8/16/2010	8/5/2011	18,011 97	15,742 56	2,269.41
651-Bern...	HESS CORPORATION	150 000	11/5/2010	8/5/2011	9,005 99	10,395 57	-1,389 58
651-Bern	HESS CORPORATION	250 000	5/19/2011	8/5/2011	15,009.98	19,457 33	-4,447 35
651-Bern	DELL INC	200 000	9/30/2010	8/9/2011	2,804 88	2,562 60	242 28
651-Bern	DELL INC	500.000	10/6/2010	8/9/2011	7,012 20	6,615 40	396 80
651-Bern .	DELL INC.	100 000	10/6/2010	8/9/2011	1,402 44	1,323 08	79 36
651-Bern .	DIRECTV	200 000	1/12/2011	8/9/2011	8,402 20	8,355 70	46 50
651-Bern	SPRINT NEXTEL CORPOR. .	2,600.000	5/10/2011	8/9/2011	8,328 84	13,771 68	-5,442 84
651-Bern	OCCIDENTAL PETE CORP.	100 000	4/11/2011	8/11/2011	8,464 41	10,157 97	-1,693.56
651-Bern...	TESORO CORPORATION	550 000	2/17/2011	8/11/2011	10,615 44	13,788 50	-3,173 06
651-Bern ..	NABORS INDUSTRIES LTD	550 000	2/22/2011	8/12/2011	10,524 20	15,430 09	-4,905.89
651-Bern...	NABORS INDUSTRIES LTD	550.000	3/28/2011	8/12/2011	10,524.20	16,142 28	-5,618.08
651-Bern..	RAYTHEON CO	175.000	3/7/2011	8/16/2011	7,185 59	9,008 02	-1,822 43
651-Bern	RAYTHEON CO	200.000	4/14/2011	8/16/2011	8,212 10	9,637 20	-1,425 10

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Account	Security	Shares	Bought	Sold	Gross Proceeds	Cost Basis	Realized Gain/L...
651-Bern .	RIVERBED TECHNOLOGY I...	250.000	2/16/2011	8/22/2011	5,126 58	10,473 50	-5,346.92
651-Bern...	RIVERBED TECHNOLOGY I .	100 000	4/11/2011	8/22/2011	2,050 63	3,307 67	-1,257 04
651-Bern..	ACCENTURE PLC IRELAND	150 000	10/5/2010	8/24/2011	7,546 13	6,687 56	858 57
651-Bern .	ACCENTURE PLC IRELAND	50.000	11/1/2010	8/24/2011	2,515 38	2,232.40	282.98
651-Bern	DOW CHEMICAL CO	700.000	12/30/2010	8/25/2011	18,618 18	23,967.44	-5,349 26
651-Bern	STANLEY BLACK & DECKE...	150.000	12/22/2010	8/30/2011	9,279 77	10,031 22	-751 45
651-Bern .	NEWS CORPORATION	900 000	10/11/2010	9/2/2011	14,809 68	12,445 92	2,363.76
651-Bern. .	OCCIDENTAL PETE CORP	75 000	4/11/2011	9/12/2011	5,938 09	7,618 48	-1,680 39
651-Bern ..	OCCIDENTAL PETE. CORP	25 000	5/27/2011	9/12/2011	1,979 36	2,663 16	-683.80
651-Bern	DIRECTV	300 000	1/13/2011	9/13/2011	12,613 05	12,655 95	-42.90
651-Bern	DIRECTV	50 000	5/26/2011	9/13/2011	2,102 18	2,494 99	-392 81
651-Bern	STANLEY BLACK & DECKE..	100 000	12/22/2010	9/16/2011	5,724 04	6,687.48	-963.44
651-Bern	STANLEY BLACK & DECKE	100 000	3/8/2011	9/16/2011	5,724.04	7,614 86	-1,890 82
651-Bern	STANLEY BLACK & DECKE.	25 000	4/7/2011	9/16/2011	1,431 01	1,888 92	-457 91
651-Bern .	UNITEDHEALTH GROUP IN	200 000	6/16/2011	9/19/2011	9,940 04	9,906 78	33 26
651-Bern	DIRECTV	150.000	5/26/2011	9/29/2011	6,545 38	7,484.97	-939 59
651-Bern	DIRECTV	25 000	8/26/2011	9/29/2011	1,090 90	1,063 42	27 48
651-Bern .	STANLEY BLACK & DECKE	125.000	4/7/2011	9/29/2011	6,426 99	9,444 59	-3,017 60
651-Bern	STANLEY BLACK & DECKE	150 000	5/17/2011	9/29/2011	7,712 38	10,936 89	-3,224 51
651-Bern .	ALCOA INC	700.000	11/9/2010	9/30/2011	6,857 62	9,833 74	-2,976 12
651-Bern...	ALCOA INC	100 000	12/6/2010	9/30/2011	979 66	1,424 45	-444 79
651-Bern .	OCCIDENTAL PETE. CORP.	100 000	5/27/2011	10/3/2011	7,036 33	10,652 62	-3,616 29
651-Bern	ANADARKO PETROLEUM	125 000	6/7/2011	10/4/2011	7,468 78	9,433 06	-1,964.28
651-Bern .	ALCOA INC	1,000.000	12/6/2010	10/6/2011	9,862.50	14,244 50	-4,382.00
651-Bern	ALCOA INC	500 000	5/24/2011	10/6/2011	4,931 25	8,009 90	-3,078 65
651-Bern..	LIMITED BRANDS INC	100.000	11/4/2010	10/6/2011	4,044 01	3,106 92	937 09
651-Bern...	LIMITED BRANDS INC	100 000	11/9/2010	10/6/2011	4,044 01	3,159.56	884 45
651-Bern .	ANADARKO PETROLEUM	90.000	6/7/2011	10/12/2011	6,137 52	6,791.80	-654 28
651-Bern .	LIMITED BRANDS INC	200 000	11/9/2010	10/17/2011	8,427 86	6,319.12	2,108.74
651-Bern...	ACCENTURE PLC IRELAND	150.000	11/1/2010	10/19/2011	8,629 52	6,697.20	1,932 32
651-Bern...	ARUBA NETWORKS INC	400 000	7/27/2011	10/19/2011	9,191 48	9,074 92	116 56
651-Bern .	JUNIPER NETWORKS	175.000	1/21/2011	10/19/2011	3,651 18	6,142 80	-2,491.62
651-Bern...	JUNIPER NETWORKS	300 000	2/25/2011	10/19/2011	6,259.17	13,155 66	-6,896.49
651-Bern	UNITED TECHNOLOGIES C	200.000	7/27/2011	10/19/2011	14,736.96	16,895.56	-2,158.60

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Account	Security	Shares	Bought	Sold	Gross Proceeds	Cost Basis	Realized Gain/L. .
651-Bern .	RIVERBED TECHNOLOGY I .	200 000	4/11/2011	10/20/2011	4,933 44	6,615 34	-1,681.90
651-Bern...	RIVERBED TECHNOLOGY I	300 000	4/28/2011	10/20/2011	7,400.16	10,453 35	-3,053.19
651-Bern .	DELL INC	400 000	11/16/2010	10/24/2011	6,223.36	5,368 84	854.52
651-Bern	AT&T INC	250 000	4/8/2011	10/26/2011	7,137.08	7,636 55	-499.47
651-Bern. .	AT&T INC	50.000	4/8/2011	10/26/2011	1,427 42	1,527 31	-99.89
651-Bern...	AT&T INC	250 000	4/15/2011	10/26/2011	7,137 08	7,646.18	-509.10
651-Bern	LOWES COMPANIES INC	400 000	12/9/2010	10/26/2011	8,597 76	10,051 44	-1,453 68
651-Bern.	DEVON ENERGY CORP	100.000	12/22/2010	10/27/2011	6,583 80	7,593.00	-1,009 20
651-Bern	DEVON ENERGY CORP	50 000	12/30/2010	10/27/2011	3,291 90	3,910 35	-618 45
651-Bern	PROCTER & GAMBLE CO	125.000	3/23/2011	10/31/2011	8,054 58	7,590 41	464 17
651-Bern.	PROCTER & GAMBLE CO.	50 000	4/14/2011	10/31/2011	3,221.83	3,159 93	61 90
651-Bern	LIMITED BRANDS INC	200.000	11/23/2010	11/2/2011	8,650 78	6,611 80	2,038 98
651-Bern	PROCTER & GAMBLE CO	100 000	4/14/2011	11/8/2011	6,382 75	6,319 86	62 89
651-Bern	PROCTER & GAMBLE CO.	50 000	4/18/2011	11/8/2011	3,191 38	3,194 01	-2 63
651-Bern...	ROVI CORP	75 000	1/13/2011	11/10/2011	2,128 59	4,933 41	-2,804 82
651-Bern	ROVI CORP	125 000	2/14/2011	11/10/2011	3,547 65	8,172 59	-4,624 94
651-Bern...	ROVI CORP	150 000	2/17/2011	11/10/2011	4,257 18	8,953 08	-4,695 90
651-Bern	ROVI CORP	200 000	6/30/2011	11/10/2011	5,676.24	11,515 04	-5,838 80
651-Bern	ARUBA NETWORKS INC	350.000	7/27/2011	11/16/2011	8,459 92	7,940 56	519 36
651-Bern .	ARUBA NETWORKS INC	350.000	10/4/2011	11/16/2011	8,459 92	7,321 51	1,138.41
651-Bern	LAS VEGAS SANDS CORP	225.000	8/18/2011	11/17/2011	10,320 50	9,389.59	930 91
651-Bern	WELLS FARGO & CO	111 000	4/15/2011	11/21/2011	2,684 17	3,356 20	-672 03
651-Bern.	CELGENE CORP	125 000	2/16/2011	11/30/2011	7,811 58	6,721 25	1,090 33
651-Bern	MONSANTO CO	50.000	2/2/2011	12/5/2011	3,556 39	3,769 14	-212 75
651-Bern .	WELLPOINT INC	200 000	3/8/2011	12/5/2011	13,830 84	13,711 42	119 42
651-Bern	GOODRICH CORPORATION	75 000	4/28/2011	12/6/2011	9,173 45	6,509.24	2,664 21
651-Bern.	RIVERBED TECHNOLOGY I. .	300 000	5/10/2011	12/6/2011	8,085 06	10,534 47	-2,449 41
651-Bern...	CONOCOPHILLIPS	275.000	4/12/2011	12/9/2011	19,795.68	21,254 15	-1,458.47
651-Bern	CONOCOPHILLIPS	150 000	5/4/2011	12/9/2011	10,797 65	10,903.59	-105 94
651-Bern	CONOCOPHILLIPS	250 000	6/7/2011	12/9/2011	17,996 08	17,899 05	97 03
651-Bern	CONOCOPHILLIPS	250 000	6/7/2011	12/12/2011	17,600 83	17,899 05	-298.22
651-Bern	CONOCOPHILLIPS	200.000	7/15/2011	12/12/2011	14,080 66	15,287 72	-1,207.06
651-Bern.	CELGENE CORP	100 000	2/16/2011	12/13/2011	6,399.58	5,377.00	1,022 58
651-Bern .	CELGENE CORP	50.000	4/8/2011	12/13/2011	3,199.79	2,805 05	394.74

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Account	Security	Shares	Bought	Sold	Gross Proceeds	Cost Basis	Realized Gain/L.
651-Bern	RIVERBED TECHNOLOGY I	300 000	5/24/2011	12/15/2011	6,987.81	11,003 31	-4,015.50
651-Bern ..	ACCENTURE PLC IRELAND	150 000	12/21/2010	12/21/2011	7,722.86	7,286 81	436 05
651-Bern .	BORG WARNER AUTOMO.	150 000	2/14/2011	12/21/2011	9,593 72	11,892.92	-2,299 20
651-Bern	UNITEDHEALTH GROUP IN	300 000	6/16/2011	12/21/2011	14,971 02	14,860 17	110.85
651-Bern .	UNITEDHEALTH GROUP IN	200 000	6/22/2011	12/21/2011	9,980 68	10,452 56	-471 88
TOTAL SHORT TERM					**2,985,894.18**	**2,977,595.35**	**8,298.83**
LONG TERM							
616-B of	COLUMBIA ACORN FUND	2,287.582	12/27/2006	2/4/2011	70,000 00	66,271 84	3,728 16
616-B of	COLUMBIA LARGE CAP EN. .	17,885.533	12/27/2006	2/4/2011	225,000 00	221,842.74	3,157 26
616-B of	COLUMBIA STRATEGIC IN.	10,887.772	3/20/2009	2/4/2011	65,000 00	55,745 39	9,254 61
616-B of	COLUMBIA DIVIDEND INC	10,408.922	3/20/2009	2/4/2011	140,000 00	92,743 49	47,256 51
616-B of .	COLUMBIA SMALL CAP VA	1,151 832	3/20/2009	2/4/2011	55,000 00	30,633 63	24,366 37
616-B of	COLUMBIA SELECT LARG.	8,429 119	3/20/2009	2/4/2011	110,000 00	57,570 88	52,429 12
616-B of . .	MFS SER TR I RESH INTL F	9,840 098	3/23/2009	2/4/2011	160,000 00	92,988 93	67,011 07
616-B of .	PIMCO TOTAL RETURN FU	5,087 882	3/23/2009	2/4/2011	55,000 00	51,234 97	3,765 03
616-B of .	PIMCO COMMODITIY REAL	1,059 322	1/27/2010	2/4/2011	10,000 00	8,569.92	1,430 08
616-B of	MFS SER TR I RESH INTL F	27,097 120	3/23/2009	7/13/2011	436,534 61	256,067 78	180,466.83
616-B of	VANGUARD MSCI EMERGI	4,790 000	1/29/2010	7/15/2011	226,634 49	187,911.70	38,722.79
616-B of	MFS SER TR I RESH INTL F	16,182 660	3/23/2009	9/14/2011	224,938 98	152,926 14	72,012 84
640-Com	Vanguard Short Term Bond I ..	37,914 692	9/30/2009	1/4/2011	400,000 00	396,587.68	3,412 32
651-Bern	SCHLUMBERGER LTD	125 000	10/30/2007	1/3/2011	10,526 71	12,163.21	-1,636 50
651-Bern	ALCON INC	5 000	8/31/2009	1/5/2011	815 75	644 03	171 72
651-Bern...	ALCON INC	50 000	9/25/2009	1/5/2011	8,157 46	7,015 45	1,142 01
651-Bern .	AT&T INC	650 000	6/24/2009	1/7/2011	18,713 11	16,115 26	2,597.85
651-Bern.	AT&T INC	400.000	8/7/2009	1/7/2011	11,515 76	10,306 56	1,209 20
651-Bern .	ALCON INC	100 000	9/25/2009	1/10/2011	16,249 89	14,030 91	2,218 98
651-Bern..	SCHLUMBERGER LTD	150.000	11/6/2007	1/11/2011	12,305 19	14,743.23	-2,438 04
651-Bern...	XL CAPITAL LTD.	750 000	7/6/2009	1/12/2011	16,700 85	8,399 10	8,301 75
651-Bern .	ALCON INC.	100 000	10/9/2009	1/13/2011	16,289.97	14,247 15	2,042 82
651-Bern .	ALCON INC	80 000	11/3/2009	1/13/2011	13,031 98	11,329 45	1,702 53
651-Bern...	GILEAD SCIENCES INC.	199 000	10/9/2008	1/18/2011	7,683.09	8,217 11	-534 02
651-Bern	COSTCO WHOLESALE CO	100 000	3/17/2009	1/20/2011	7,239.57	4,313.20	2,926.37
651-Bern.	GILEAD SCIENCES INC.	6 000	10/9/2008	1/20/2011	229.82	247 75	-17.93

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Account	Security	Shares	Bought	Sold	Gross Proceeds	Cost Basis	Realized Gain/L...
651-Bern	.GILEAD SCIENCES INC	194 000	3/17/2009	1/20/2011	7,430 84	8,637.27	-1,206 43
651-Bern.	.GOOGLE INC.	17 000	9/6/2006	1/24/2011	10,329 79	6,484 74	3,845 05
651-Bern	. CME GROUP INC	35 000	10/3/2008	1/28/2011	10,681 52	13,897 18	-3,215 66
651-Bern	COOPER INDUSTRIES LTD.	200 000	10/8/2009	1/28/2011	12,190 64	7,799 62	4,391 02
651-Bern	TARGET CORP	75 000	10/23/2009	1/28/2011	4,084 32	3,679 85	404 47
651-Bern	. TIME WARNER CABLE INC	25 000	9/2/2009	1/28/2011	1,694 16	906 44	787.72
651-Bern	..ALCON INC	20 000	11/3/2009	1/31/2011	3,266 01	2,832 36	433 65
651-Bern	...ALCON INC	70.000	11/27/2009	1/31/2011	11,431.04	10,255 14	1,175 90
651-Bern	FORD MOTOR CO.	100.000	1/29/2010	2/1/2011	1,614 86	1,120 22	494.64
651-Bern	...TE CONNECTIVITY LTD	200.000	8/10/2009	2/1/2011	7,414.72	4,429 00	2,985 72
651-Bern	...TE CONNECTIVITY LTD	350 000	11/16/2009	2/1/2011	12,975.76	8,600 87	4,374 89
651-Bern	. SUNCOR ENERGY INC	425 000	10/14/2009	2/2/2011	17,942 82	16,587.58	1,355.24
651-Bern	...KOHLS CORP.	265 000	3/17/2009	2/8/2011	13,722 23	10,269 28	3,452 95
651-Bern	KOHLS CORP.	10.000	6/2/2009	2/8/2011	517 82	470.83	46 99
651-Bern	APPLE INC	40 000	9/23/2008	2/9/2011	14,304 29	5,266 40	9,037.89
651-Bern	ALCON INC	30 000	11/27/2009	2/10/2011	4,924 44	4,395 06	529.38
651-Bern	ALCON INC	45 000	1/8/2010	2/10/2011	7,386 66	6,941 43	445 23
651-Bern	FORD MOTOR CO.	800 000	2/3/2010	2/10/2011	12,785 44	9,273 92	3,511 52
651-Bern	CISCO SYSTEMS INC	200 000	10/23/2007	2/11/2011	3,755.50	6,255 98	-2,500 48
651-Bern	..CISCO SYSTEMS INC	700 000	10/29/2007	2/11/2011	13,144 25	22,648 57	-9,504 32
651-Bern	CISCO SYSTEMS INC	50.000	3/17/2009	2/11/2011	938 88	785.75	153.13
651-Bern	GILEAD SCIENCES INC	206 000	3/17/2009	2/11/2011	7,857 68	9,171 53	-1,313 85
651-Bern	GILEAD SCIENCES INC	19 000	6/18/2009	2/11/2011	724 74	869.48	-144 74
651-Bern	CISCO SYSTEMS INC	500 000	3/17/2009	2/14/2011	9,410.85	7,857.50	1,553 35
651-Bern.	.PEPSICO INC	25 000	3/17/2009	2/14/2011	1,581.97	1,220 66	361 31
651-Bern	...CISCO SYSTEMS INC.	50.000	3/17/2009	2/16/2011	931 33	785 75	145 58
651-Bern.	CISCO SYSTEMS INC	600 000	9/22/2009	2/16/2011	11,175.90	14,043 72	-2,867 82
651-Bern	CISCO SYSTEMS INC	100 000	9/30/2009	2/16/2011	1,862 65	2,372 49	-509 84
651-Bern	GILEAD SCIENCES INC.	200 000	6/18/2009	2/17/2011	7,863 68	9,152 40	-1,288.72
651-Bern	CME GROUP INC	30 000	11/11/2008	2/18/2011	9,087 61	7,044.94	2,042 67
651-Bern	WELLS FARGO & CO	555 000	12/15/2009	2/18/2011	18,119 36	13,875.00	4,244 36
651-Bern	WELLS FARGO & CO	840 000	12/17/2009	2/18/2011	27,423.90	21,755 83	5,668 07
651-Bern	. WELLS FARGO & CO	60.000	12/17/2009	2/22/2011	1,895 30	1,553 99	341 31
651-Bern	. WELLS FARGO & CO	215 000	1/20/2010	2/22/2011	6,791.51	6,042 94	748.57

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Account	Security	Shares	Bought	Sold	Gross Proceeds	Cost Basis	Realized Gain/L...
651-Bern...	ALCON INC	45 000	1/8/2010	2/23/2011	7,444 51	6,941 43	503 08
651-Bern.	VERTEX PHARMACEUTICA .	100.000	11/16/2009	2/23/2011	4,391.62	4,080 37	311.25
651-Bern.	CISCO SYSTEMS INC	300 000	9/30/2009	2/24/2011	5,488 41	7,117 47	-1,629 06
651-Bern...	FORD MOTOR CO.	200 000	2/3/2010	2/24/2011	2,926 64	2,318 48	608 16
651-Bern	KOHLS CORP	150 000	6/2/2009	2/28/2011	8,016 66	7,062 38	954 28
651-Bern .	SCHLUMBERGER LTD	125 000	11/6/2007	3/1/2011	11,588 11	12,286 03	-697 92
651-Bern .	ALCON INC	10 000	1/8/2010	3/3/2011	1,658 75	1,542 54	116 21
651-Bern	ALCON INC	75.000	1/11/2010	3/3/2011	12,440.64	11,610.01	830 63
651-Bern...	CME GROUP INC	15 000	11/11/2008	3/3/2011	4,637 79	3,522 47	1,115 32
651-Bern	SUNCOR ENERGY INC	175 000	10/14/2009	3/3/2011	8,175.72	6,830.18	1,345 54
651-Bern.	SUNCOR ENERGY INC	75 000	11/27/2009	3/3/2011	3,503 88	2,683 92	819.96
651-Bern	ENSCO PLC	100 000	5/19/2009	3/4/2011	5,697 47	3,336 99	2,360.48
651-Bern .	ENSCO PLC	275 000	12/31/2009	3/4/2011	15,668 04	11,097 16	4,570 88
651-Bern. .	NEWS CORPORATION	650 000	7/2/2009	3/7/2011	11,352 25	5,631 02	5,721.23
651-Bern	NEWS CORPORATION	175 000	7/13/2009	3/7/2011	3,056 38	1,424.76	1,631 62
651-Bern.	TE CONNECTIVITY LTD	25.000	11/16/2009	3/7/2011	911 36	614 35	297 01
651-Bern..	TE CONNECTIVITY LTD	200 000	11/16/2009	3/7/2011	7,290.88	4,914 78	2,376.10
651-Bern	JPMORGAN CHASE & CO	200 000	5/14/2009	3/9/2011	9,326.26	6,914 44	2,411 82
651-Bern	JPMORGAN CHASE & CO	200 000	5/14/2009	3/9/2011	9,326 26	6,914.44	2,411.82
651-Bern	SCHLUMBERGER LTD	25 000	11/6/2007	3/9/2011	2,218 88	2,457 21	-238 33
651-Bern..	SCHLUMBERGER LTD	75 000	1/10/2008	3/9/2011	6,656.65	7,257 41	-600 76
651-Bern	JPMORGAN CHASE & CO	100 000	5/14/2009	3/10/2011	4,602 00	3,457 22	1,144.78
651-Bern	GILEAD SCIENCES INC.	56 000	6/18/2009	3/11/2011	2,291 97	2,562 67	-270 70
651-Bern .	GILEAD SCIENCES INC.	194 000	2/3/2010	3/11/2011	7,940 06	9,198.98	-1,258.92
651-Bern	INTEL CORP	475 000	9/17/2009	3/11/2011	9,905 94	9,302 59	603 35
651-Bern	KOHLS CORP	175 000	6/2/2009	3/14/2011	9,417 71	8,239 44	1,178 27
651-Bern	COOPER INDUSTRIES LTD.	125 000	10/8/2009	3/16/2011	7,648 51	4,874 76	2,773.75
651-Bern	COSTCO WHOLESALE CO	25 000	3/17/2009	3/16/2011	1,748 96	1,078 30	670 66
651-Bern...	NEWFIELD EXPLORATION	100.000	2/22/2010	3/16/2011	6,890 54	5,004 18	1,886.36
651-Bern	WALT DISNEY CO	300 000	3/17/2009	3/16/2011	12,261.81	5,185 50	7,076 31
651-Bern	INTEL CORP	125 000	9/17/2009	3/17/2011	2,488.21	2,448.05	40.16
651-Bern. .	INTEL CORP	300 000	11/23/2009	3/17/2011	5,971 71	5,820 60	151 11
651-Bern .	ALCON INC	25 000	1/11/2010	3/22/2011	4,112.84	3,870 00	242 84
651-Bern	ALCON INC	100 000	1/14/2010	3/22/2011	16,451 35	15,475.90	975.45

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Account	Security	Shares	Bought	Sold	Gross Proceeds	Cost Basis	Realized Gain/L ..
651-Bern	.ENSCO PLC	75 000	12/31/2009	3/24/2011	4,292 34	3,026 50	1,265 84
651-Bern	. ENSCO PLC	250.000	2/18/2010	3/24/2011	14,307 80	10,508 15	3,799.65
651-Bern	. KOHLS CORP.	165 000	6/2/2009	3/24/2011	8,681 95	7,768 61	913.34
651-Bern	NEWFIELD EXPLORATION . .	150 000	2/22/2010	3/24/2011	10,934.48	7,506.27	3,428.21
651-Bern	GARMIN LTD	125 000	12/16/2009	3/25/2011	4,255 30	3,852 30	403.00
651-Bern	GARMIN LTD	400 000	1/8/2010	3/25/2011	13,616 96	13,330.92	286.04
651-Bern	KOHLS CORP	100 000	6/2/2009	3/25/2011	5,343 64	4,708 25	635 39
651-Bern	SCHLUMBERGER LTD	125 000	1/10/2008	3/28/2011	11,351.05	12,095 69	-744 64
651-Bern	.SCHLUMBERGER LTD	50.000	10/9/2008	3/28/2011	4,540.42	3,357 60	1,182 82
651-Bern	BB&T CORP	400 000	9/9/2009	3/31/2011	11,009.48	10,730 00	279 48
651-Bern	. INTEL CORP	400 000	11/23/2009	4/5/2011	7,899.80	7,760 80	139 00
651-Bern	. JPMORGAN CHASE & CO.	341 000	5/14/2009	4/5/2011	15,800 67	11,789 12	4,011 55
651-Bern.	JPMORGAN CHASE & CO	74 000	5/18/2009	4/5/2011	3,428 89	2,643 70	785 19
651-Bern...	SMITHFIELD FOODS INC	325 000	6/29/2009	4/6/2011	7,493 98	4,460.43	3,033 55
651-Bern..	SUNCOR ENERGY INC	175 000	11/27/2009	4/6/2011	7,825 60	6,262.48	1,563 12
651-Bern..	BB&T CORP	700 000	9/11/2009	4/12/2011	19,110 07	18,863 53	246 54
651-Bern	APPLE INC	50 000	9/23/2008	4/14/2011	16,644.92	6,583 01	10,061.91
651-Bern	DELL INC	1,100.000	11/23/2009	4/14/2011	16,475 47	16,140 63	334 84
651-Bern	DELL INC	400 000	12/14/2009	4/14/2011	5,991 08	5,294 64	696 44
651-Bern	Overlay A Portfolio	9.077	3/2/2010	4/18/2011	106 20	94 02	12 18
651-Bern	HUNTINGTON INGALLS IN	0 334	8/17/2009	4/18/2011	12 65	8 83	3 82
651-Bern	. NEWS CORPORATION	500.000	7/13/2009	4/19/2011	8,440 25	4,070.75	4,369 50
651-Bern	GOLDMAN SACHS GROUP .	100 000	2/16/2010	4/25/2011	15,172 56	15,558 87	-386 31
651-Bern.	EMC CORP	200 000	7/24/2009	4/26/2011	5,640 12	3,001.52	2,638 60
651-Bern	.EMC CORP	200 000	10/26/2009	4/26/2011	5,640 12	3,456 42	2,183 70
651-Bern	. TEVA PHARMACEUTICAL I..	275.000	7/23/2008	4/26/2011	12,652 26	12,144.55	507 71
651-Bern...	TEVA PHARMACEUTICAL I	300.000	7/25/2008	4/26/2011	13,802 46	13,833.42	-30 96
651-Bern ..	TEVA PHARMACEUTICAL I...	275 000	3/19/2009	4/26/2011	12,652 26	12,361.80	290 46
651-Bern...	TE CONNECTIVITY LTD	425.000	11/16/2009	4/28/2011	15,180 58	10,443 91	4,736 67
651-Bern.	TIME WARNER INC.	375 000	4/20/2009	4/29/2011	14,189 55	6,840 38	7,349 17
651-Bern..	GARMIN LTD	100 000	1/8/2010	5/2/2011	3,406 23	3,332 73	73 50
651-Bern...	GARMIN LTD	350 000	3/24/2010	5/2/2011	11,921 81	13,209.59	-1,287 78
651-Bern	WELLS FARGO & CO	285 000	1/20/2010	5/3/2011	8,363 92	8,010 41	353 51
651-Bern...	WELLS FARGO & CO	1,000 000	1/21/2010	5/3/2011	29,347.10	27,950.30	1,396.80

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Account	Security	Shares	Bought	Sold	Gross Proceeds	Cost Basis	Realized Gain/L
651-Bern...	WELLS FARGO & CO	215 000	4/16/2010	5/3/2011	6,309.63	6,997.88	-688 25
651-Bern ..	WELLS FARGO & CO	350 000	4/16/2010	5/3/2011	10,271 49	11,391 90	-1,120 41
651-Bern	WELLS FARGO & CO	50 000	4/16/2010	5/5/2011	1,394 30	1,627 41	-233 11
651-Bern	WELLS FARGO & CO	450 000	4/19/2010	5/5/2011	12,548 70	14,657 00	-2,108.30
651-Bern.	CAMERON INTERNATIONA	200 000	3/31/2009	5/6/2011	9,620.94	4,475 84	5,145 10
651-Bern	LOWES COMPANIES INC	650.000	4/19/2010	5/6/2011	16,705 33	17,040 08	-334.75
651-Bern .	LOWES COMPANIES INC	200 000	5/4/2010	5/6/2011	5,140 10	5,411 62	-271 52
651-Bern	GOLDMAN SACHS GROUP	25 000	2/16/2010	5/12/2011	3,548.22	3,889 72	-341 50
651-Bern .	GILEAD SCIENCES INC.	381 000	2/3/2010	5/13/2011	15,714 31	18,066 03	-2,351 72
651-Bern	GILEAD SCIENCES INC	69 000	3/8/2010	5/13/2011	2,845 90	3,271 17	-425 27
651-Bern.	JPMORGAN CHASE & CO	226 000	5/18/2009	5/13/2011	9,748 06	8,074 01	1,674 05
651-Bern ..	JPMORGAN CHASE & CO	29 000	5/27/2009	5/13/2011	1,250 86	1,052 40	198 46
651-Bern .	COMCAST CORPORATION	500 000	3/25/2010	5/16/2011	12,432 60	9,213 30	3,219 30
651-Bern	COMCAST CORPORATION	400.000	4/21/2010	5/16/2011	9,946 08	7,415 48	2,530.60
651-Bern	COMCAST CORPORATION	500 000	4/21/2010	5/16/2011	12,432 60	9,269.35	3,163 25
651-Bern ..	DOW CHEMICAL CO	700 000	2/5/2010	5/16/2011	26,730.69	18,175 50	8,555 19
651-Bern	DOW CHEMICAL CO	100 000	2/5/2010	5/16/2011	3,818 67	2,596.50	1,222.17
651-Bern .	DOW CHEMICAL CO	400.000	4/6/2010	5/16/2011	15,274 68	12,510.04	2,764.64
651-Bern	JPMORGAN CHASE & CO	705 000	5/27/2009	5/16/2011	30,437.04	25,584 09	4,852 95
651-Bern	JPMORGAN CHASE & CO	40.000	5/27/2009	5/16/2011	1,726.92	1,451.58	275 34
651-Bern ..	JPMORGAN CHASE & CO.	660.000	5/27/2009	5/16/2011	28,494 25	23,951 07	4,543 18
651-Bern ..	JPMORGAN CHASE & CO	300 000	6/3/2009	5/16/2011	12,951 93	10,313.73	2,638 20
651-Bern	JPMORGAN CHASE & CO	191 000	6/5/2009	5/16/2011	8,246 06	6,702 00	1,544 06
651-Bern	WELLS FARGO & CO	600.000	4/19/2010	5/19/2011	17,147 82	19,542.66	-2,394.84
651-Bern	CAMERON INTERNATIONA	200 000	3/31/2009	5/25/2011	9,551.38	4,475.84	5,075 54
651-Bern...	MORGAN STANLEY	900.000	9/14/2009	5/25/2011	21,244 77	25,453 26	-4,208.49
651-Bern.	CAMERON INTERNATIONA	125 000	3/31/2009	5/26/2011	5,970.06	2,797 40	3,172 66
651-Bern. .	TIME WARNER INC	100.000	4/20/2009	5/27/2011	3,609 89	1,824.08	1,785 81
651-Bern .	DELL INC	400.000	12/14/2009	5/31/2011	6,406.04	5,294.64	1,111.40
651-Bern	DEVON ENERGY CORP	125 000	11/13/2009	6/7/2011	10,092 23	8,407 31	1,684 92
651-Bern ..	DEVON ENERGY CORP	200 000	11/17/2009	6/7/2011	16,147 56	14,342 12	1,805 44
651-Bern	INGERSOLL RAND CO LTD	150 000	10/20/2009	6/7/2011	6,939 65	5,091 96	1,847 69
651-Bern...	INGERSOLL RAND CO LTD	350.000	3/22/2010	6/7/2011	16,192 51	12,107.48	4,085.03
651-Bern...	CONSTELLATION BRANDS..	300.000	8/11/2009	6/15/2011	6,336 09	4,201.50	2,134.59

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Account	Security	Shares	Bought	Sold	Gross Proceeds	Cost Basis	Realized Gain/L...
651-Bern..	CONSTELLATION BRANDS	300 000	12/3/2009	6/15/2011	6,336 09	4,982 01	1,354 08
651-Bern .	NEWFIELD EXPLORATION ..	75 000	3/26/2010	6/15/2011	4,857 41	3,567.88	1,289 53
651-Bern	HUNTINGTON INGALLS IN .	83.000	8/17/2009	6/20/2011	2,988 09	2,198 16	789.93
651-Bern	TIME WARNER CABLE INC	50.000	3/9/2010	6/22/2011	3,791.74	2,442.87	1,348.87
651-Bern.	TIME WARNER CABLE INC	325 000	3/9/2010	6/22/2011	24,646 28	15,878 66	8,767 62
651-Bern.	SMITHFIELD FOODS INC	575 000	6/29/2009	6/23/2011	12,389 70	7,891 53	4,498 17
651-Bern .	COOPER INDUSTRIES LTD	25.000	10/8/2009	6/29/2011	1,448 26	974 95	473 31
651-Bern	COOPER INDUSTRIES LTD	300.000	2/16/2010	6/29/2011	17,379 15	13,455 66	3,923 49
651-Bern	LOWES COMPANIES INC	390 000	5/4/2010	7/7/2011	9,382 93	10,552 66	-1,169 73
651-Bern...	ENSCO PLC	300 000	4/21/2010	7/14/2011	15,471 00	14,490 09	980.91
651-Bern	ENSCO PLC	200 000	5/19/2010	7/14/2011	10,314 00	7,594 26	2,719 74
651-Bern .	NEWS CORPORATION	600 000	7/13/2009	7/14/2011	9,625.50	4,884 90	4,740 60
651-Bern	NEWS CORPORATION	25 000	7/13/2009	7/14/2011	401 06	203 54	197 52
651-Bern	NEWS CORPORATION	1,000 000	9/1/2009	7/14/2011	16,042 50	10,411.60	5,630 90
651-Bern .	NEWS CORPORATION	425 000	6/22/2010	7/14/2011	6,818 06	5,811.20	1,006 86
651-Bern	Overlay A Portfolio	33.081	3/2/2010	7/15/2011	386 05	342 66	43 39
651-Bern	APPLE INC	25 000	3/20/2009	7/19/2011	9,375 41	2,565.40	6,810 01
651-Bern .	GOODRICH CORPORATION	100.000	4/9/2010	7/20/2011	9,308.97	7,097 29	2,211 68
651-Bern	ALLIANCEBERNSTEIN GLO ..	75,920 513	3/2/2010	7/21/2011	722,763 28	593,927 92	128,835.36
651-Bern	ALLIANCEBERNSTEIN GLO ..	19,717 587	3/3/2010	7/21/2011	187,711 43	154,251 14	33,460.29
651-Bern	AMAZON COM INC	50 000	7/13/2010	7/21/2011	10,649 32	6,140 85	4,508 47
651-Bern	APPLE INC	75 000	3/20/2009	7/21/2011	29,092 38	7,696 20	21,396.18
651-Bern	COOPER INDUSTRIES LTD	150 000	2/16/2010	7/21/2011	8,670 23	6,727.83	1,942 40
651-Bern...	DANAHER CORP	75 000	7/2/2009	7/21/2011	3,907.52	2,264 34	1,643 18
651-Bern .	DANAHER CORP	125.000	9/17/2009	7/21/2011	6,512.53	4,269 98	2,242.55
651-Bern	EXPRESS SCRIPTS INC	350 000	5/4/2010	7/21/2011	19,424 13	17,511.13	1,913 00
651-Bern	EXPRESS SCRIPTS INC	200.000	5/13/2010	7/21/2011	11,099 50	10,416 52	682 98
651-Bern...	EXPRESS SCRIPTS INC	150.000	6/9/2010	7/21/2011	8,324 63	7,697 93	626 70
651-Bern	JPMORGAN CHASE & CO	209 000	6/5/2009	7/21/2011	8,838 48	7,333 60	1,504 88
651-Bern...	JPMORGAN CHASE & CO.	140 000	6/17/2009	7/21/2011	5,920 52	4,632 28	1,288 24
651-Bern	OCCIDENTAL PETE CORP	125.000	7/9/2010	7/21/2011	13,462.24	10,145.24	3,317 00
651-Bern	Overlay B Portfolio	5,469 462	3/2/2010	7/21/2011	60,000 00	55,583 82	4,416.18
651-Bern .	COOPER INDUSTRIES LTD	150.000	2/16/2010	8/2/2011	7,832 67	6,727 83	1,104 84
651-Bern...	COOPER INDUSTRIES LTD	250 000	2/16/2010	8/2/2011	13,054.45	11,213.05	1,841.40

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Account	Security	Shares	Bought	Sold	Gross Proceeds	Cost Basis	Realized Gain/L..
651-Bern .	LOWES COMPANIES INC.	160.000	5/4/2010	8/3/2011	3,262 08	4,329 30	-1,067 22
651-Bern...	LOWES COMPANIES INC	300.000	5/10/2010	8/3/2011	6,116 40	8,018 28	-1,901 88
651-Bern...	COMMERCIAL METALS CO	1,100 000	4/22/2010	8/4/2011	14,168 55	17,088 61	-2,920.06
651-Bern...	GAP INC	1,550.000	3/1/2010	8/4/2011	26,521 59	33,505 58	-6,983 99
651-Bern...	HESS CORPORATION	150 000	7/26/2010	8/5/2011	9,005.99	7,883 31	1,122 68
651-Bern.	WELLS FARGO & CO	400.000	4/19/2010	8/8/2011	9,457 52	13,028 44	-3,570 92
651-Bern .	BUNGE LTD	275 000	3/15/2010	8/9/2011	16,307.94	16,543.07	-235.13
651-Bern.	BUNGE LTD	75 000	6/7/2010	8/9/2011	4,447 62	3,635 54	812 08
651-Bern	DIRECTV	150.000	5/19/2010	8/9/2011	6,301 65	5,621 73	679 92
651-Bern	OFFICE DEPOT INC	700 000	9/24/2009	8/10/2011	1,764.00	4,337 90	-2,573 90
651-Bern..	OFFICE DEPOT INC	3,600.000	11/25/2009	8/10/2011	9,072 00	23,188.68	-14,116 68
651-Bern ..	NEWS CORPORATION	500 000	6/22/2010	8/12/2011	8,221 55	6,836.70	1,384 85
651-Bern...	GOOGLE INC	6 000	9/6/2006	8/15/2011	3,285.98	2,288 73	997 25
651-Bern. .	GOOGLE INC	19 000	12/26/2006	8/15/2011	10,405 60	8,703 22	1,702 38
651-Bern. .	ROYAL CARIBBEAN CRUIS	125.000	1/14/2010	8/17/2011	3,136 58	3,361.55	-224 97
651-Bern	ROYAL CARIBBEAN CRUIS...	300.000	3/9/2010	8/17/2011	7,527.78	8,951 10	-1,423 32
651-Bern .	NEWS CORPORATION	1,000 000	6/22/2010	8/19/2011	16,048 20	13,673 40	2,374 80
651-Bern	PFIZER INC	500 000	5/14/2007	8/22/2011	9,016.00	13,623 35	-4,607 35
651-Bern	DOW CHEMICAL CO	400 000	8/3/2010	8/25/2011	10,638 96	10,294 44	344 52
651-Bern .	HEWLETT PACKARD CO.	400 000	5/26/2010	8/31/2011	10,462 20	18,500 44	-8,038 24
651-Bern...	GOOGLE INC	25 000	12/26/2006	9/1/2011	13,353.14	11,451 61	1,901 53
651-Bern	NEWS CORPORATION	100 000	6/22/2010	9/2/2011	1,645 52	1,367.34	278 18
651-Bern	NEWS CORPORATION	600.000	6/24/2010	9/2/2011	9,873 12	7,761 36	2,111 76
651-Bern ..	NORTHROP GRUMMAN C	300 000	8/17/2009	9/6/2011	15,397 89	12,720 58	2,677 31
651-Bern .	GENERAL ELECTRIC CO	600 000	11/27/2009	9/14/2011	9,198 54	9,429 12	-230.58
651-Bern .	GENERAL ELECTRIC CO	500 000	2/10/2010	9/14/2011	7,665 45	7,876 50	-211 05
651-Bern	CELGENE CORP	125.000	3/24/2008	9/20/2011	8,029 04	7,317 01	712.03
651-Bern	CELGENE CORP	125 000	5/6/2010	9/20/2011	8,029 04	7,489.77	539.27
651-Bern. .	NOBLE ENERGY INC	100 000	2/2/2010	9/23/2011	7,054 60	7,712 36	-657.76
651-Bern	.APPLE INC	25.000	3/20/2009	9/27/2011	10,137 92	2,565.40	7,572 52
651-Bern	APPLE INC	25.000	3/20/2009	9/29/2011	10,031 39	2,565.40	7,465 99
651-Bern .	CITRIX SYSTEMS INC	225 000	9/24/2010	9/30/2011	12,700.28	15,836 42	-3,136 14
651-Bern...	MONSANTO CO	100 000	8/9/2010	9/30/2011	6,094.66	5,943 67	150 99
651-Bern. .	MONSANTO CO	100.000	8/30/2010	9/30/2011	6,094 66	5,654.27	440 39

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Account	Security	Shares	Bought	Sold	Gross Proceeds	Cost Basis	Realized Gain/L. .
651-Bern.	BUNGE LTD	150.000	6/7/2010	10/3/2011	8,542.35	7,271.07	1,271.28
651-Bern...	NOBLE ENERGY INC	125 000	2/2/2010	10/5/2011	9,051 34	9,640 45	-589 11
651-Bern .	BUNGE LTD	150 000	6/7/2010	10/10/2011	8,469 45	7,271 07	1,198.38
651-Bern	BUNGE LTD	200 000	7/29/2010	10/10/2011	11,292 60	9,420 62	1,871 98
651-Bern	STARBUCKS CORP	200 000	9/7/2010	10/10/2011	8,157 28	4,961 94	3,195.34
651-Bern..	NORTHROP GRUMMAN C .	200 000	8/17/2009	10/12/2011	11,103.16	8,480 38	2,622 78
651-Bern. .	NORTHROP GRUMMAN C .	100 000	9/30/2010	10/12/2011	5,551 58	5,528 62	22 96
651-Bern	ALTRIA GROUP INC	300 000	9/23/2010	10/14/2011	8,286.36	7,078.38	1,207 98
651-Bern	NEXEN INC	600 000	5/22/2009	10/14/2011	10,095 78	13,246 92	-3,151 14
651-Bern	NEXEN INC	500 000	9/2/2009	10/14/2011	8,413.15	9,418 05	-1,004.90
651-Bern	NEXEN INC	900 000	1/25/2010	10/14/2011	15,143.67	19,500 12	-4,356 45
651-Bern...	Overlay A Portfolio	64 842	3/2/2010	10/14/2011	724 28	674 20	50.08
651-Bern	CELGENE CORP	125 000	5/6/2010	10/20/2011	8,245 74	7,489 77	755 97
651-Bern	CELGENE CORP	25.000	7/16/2010	10/20/2011	1,649.15	1,314 86	334 29
651-Bern	NVR INC	20 000	6/30/2009	10/20/2011	12,852 49	10,061.47	2,791 02
651-Bern .	NVR INC	2 000	7/7/2009	10/20/2011	1,285 25	982.63	302 62
651-Bern .	DELL INC	500.000	10/6/2010	10/24/2011	7,779 20	6,615 40	1,163 80
651-Bern	WALT DISNEY CO	200 000	3/17/2009	10/24/2011	7,100 34	3,457 00	3,643 34
651-Bern	WALT DISNEY CO	200 000	5/4/2010	10/24/2011	7,100 34	7,331.74	-231.40
651-Bern. .	NORTHROP GRUMMAN C	250 000	9/30/2010	10/25/2011	14,085.68	13,821 55	264 13
651-Bern	CELGENE CORP	175 000	7/16/2010	10/27/2011	11,408.15	9,204 02	2,204 13
651-Bern	.CITRIX SYSTEMS INC	125 000	10/12/2010	10/27/2011	9,406 83	7,138 08	2,268 75
651-Bern...	THE TRAVELERS COMPAN	175 000	5/28/2008	10/27/2011	10,303.81	8,642 41	1,661.40
651-Bern.	THE TRAVELERS COMPAN	25.000	7/29/2010	10/27/2011	1,471.97	1,265 70	206.27
651-Bern	.CONOCOPHILLIPS	175 000	11/6/2009	10/28/2011	12,582 76	9,082 97	3,499 79
651-Bern.	CONOCOPHILLIPS	200 000	12/1/2009	10/28/2011	14,380 30	10,511 66	3,868 64
651-Bern...	CONOCOPHILLIPS	125.000	2/1/2010	10/28/2011	8,987 69	6,107 19	2,880 50
651-Bern .	GOODRICH CORPORATION	75 000	8/18/2010	10/28/2011	9,205 42	5,530 94	3,674.48
651-Bern...	STARBUCKS CORP.	200.000	9/7/2010	10/28/2011	8,502 24	4,961 94	3,540 30
651-Bern .	GOLDMAN SACHS GROUP .	50 000	9/8/2010	11/1/2011	5,240 84	7,414 80	-2,173 96
651-Bern...	GOLDMAN SACHS GROUP ...	50.000	9/10/2010	11/1/2011	5,240 84	7,480 75	-2,239.91
651-Bern..	JOHNSON CONTROLS INC	200.000	11/16/2009	11/1/2011	6,302.66	5,576 66	726 00
651-Bern.	JOHNSON CONTROLS INC	200.000	12/2/2009	11/1/2011	6,302 66	5,536 18	766.48
651-Bern. .	SMITHFIELD FOODS INC	700.000	6/29/2009	11/1/2011	15,476 09	9,607.08	5,869.01

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Account	Security	Shares	Bought	Sold	Gross Proceeds	Cost Basis	Realized Gain/L
651-Bern	COMCAST CORPORATION	100.000	4/21/2010	11/9/2011	2,187 09	1,853 87	333.22
651-Bern	COMCAST CORPORATION	300 000	5/4/2010	11/9/2011	6,561 27	5,955 15	606 12
651-Bern	COMCAST CORPORATION	100 000	5/4/2010	11/11/2011	2,250.55	1,985 05	265 50
651-Bern. .	COMCAST CORPORATION	400.000	5/4/2010	11/11/2011	9,002 20	7,940 20	1,062 00
651-Bern	JPMORGAN CHASE & CO	160.000	6/17/2009	11/11/2011	5,341 30	5,294 03	47 27
651-Bern..	JPMORGAN CHASE & CO	300 000	7/2/2009	11/11/2011	10,014 93	9,970 83	44.10
651-Bern	MARATHON PETE CORP	500 000	5/20/2010	11/16/2011	17,200 10	12,457 15	4,742 95
651-Bern .	MARATHON PETE CORP	200 000	6/28/2010	11/16/2011	6,880 04	5,114.94	1,765 10
651-Bern	GOLDMAN SACHS GROUP	125 000	9/14/2010	11/17/2011	11,570 25	19,178 34	-7,608.09
651-Bern	JPMORGAN CHASE & CO	340 000	12/10/2009	11/17/2011	10,402.33	13,962.71	-3,560 38
651-Bern	WELLS FARGO & CO	200 000	4/19/2010	11/21/2011	4,836 34	6,514.22	-1,677 88
651-Bern .	WELLS FARGO & CO	400.000	8/16/2010	11/21/2011	9,672 68	10,302.56	-629 88
651-Bern	NOBLE ENERGY INC	125.000	2/8/2010	11/22/2011	11,293.75	9,176 08	2,117 67
651-Bern..	GILEAD SCIENCES INC	131 000	3/8/2010	11/23/2011	5,169 48	6,210 49	-1,041.01
651-Bern	GILEAD SCIENCES INC.	375 000	4/9/2010	11/23/2011	14,798 14	17,132.89	-2,334 75
651-Bern. .	GILEAD SCIENCES INC.	325 000	4/13/2010	11/23/2011	12,825 05	15,078 34	-2,253.29
651-Bern	GILEAD SCIENCES INC	152 000	4/23/2010	11/23/2011	5,998.18	6,247.26	-249 08
651-Bern .	GILEAD SCIENCES INC	48 000	4/23/2010	11/23/2011	1,894 16	1,972 82	-78 66
651-Bern	GILEAD SCIENCES INC	200.000	5/24/2010	11/23/2011	7,892 34	7,246 16	646 18
651-Bern	MONSANTO CO	150 000	8/30/2010	12/5/2011	10,669.16	8,481 41	2,187 75
651-Bern .	CONOCOPHILLIPS	175.000	2/1/2010	12/9/2011	12,597 25	8,550 06	4,047 19
651-Bern .	COMCAST CORPORATION	412 000	5/4/2010	12/13/2011	9,637 42	8,178 41	1,459 01
651-Bern	BROADCOM CORP.	400 000	11/11/2009	12/14/2011	11,493.72	11,452.64	41 08
651-Bern.	ACCENTURE PLC IRELAND	100 000	11/1/2010	12/21/2011	5,148 57	4,464.80	683 77
651-Bern	EMC CORP	500 000	10/26/2009	12/21/2011	10,720 55	8,641 05	2,079 50
657-Bern	.Bernstein Global Diversified .	7,243 606	7/1/2005	6/30/2011	1,000,000 00	1,082,040 26	-82,040.26
657-Bern	.Bernstein Global Diversified . .	4,904 253	7/1/2005	12/31/2011	619,461 26	732,590.84	-113,129 58
657-Bern.	Bernstein Global Diversified ...	3,012 712	7/31/2003	12/31/2011	380,538 74	315,462 49	65,076.25
TOTAL LONG TERM					**7,645,595.05**	**6,796,974.16**	**848,620.89**
OVERALL TOTAL					**10,631,489.23**	**9,774,569.51**	**856,919.72**