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Form 990-PF

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

OMB No 1545-0052

2011

Department of the Treasury Internal Revenue Service

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

For calendar year 2011, or tax year beginning 01-01-2011, and ending 12-31-2011

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

Name of foundation: On Shore Foundation. A Employer identification number: 95-4100318. B Telephone number: (310) 312-1303. H Check type of organization: Section 501(c)(3) exempt private foundation. J Accounting method: Accrual.

Table with 5 columns: (a) Revenue and expenses per books, (b) Net investment income, (c) Adjusted net income, (d) Disbursements for charitable purposes. Rows include Revenue (1-12) and Operating and Administrative Expenses (13-26), leading to Excess of revenue over expenses and disbursements (-66,890) and Adjusted net income (101,602).

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

Part II Balance Sheets		Beginning of year		End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value	
Assets	1 Cash—non-interest-bearing	12,262	21,865	21,865	
	2 Savings and temporary cash investments	372,277	397,660	397,660	
	3 Accounts receivable <input type="checkbox"/> _____ Less allowance for doubtful accounts <input type="checkbox"/> _____				
	4 Pledges receivable <input type="checkbox"/> _____ Less allowance for doubtful accounts <input type="checkbox"/> _____				
	5 Grants receivable				
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)				
	7 Other notes and loans receivable (attach schedule) <input type="checkbox"/> _____ Less allowance for doubtful accounts <input type="checkbox"/> _____				
	8 Inventories for sale or use				
	9 Prepaid expenses and deferred charges	6,749			
	10a Investments—U S and state government obligations (attach schedule)	1,935,368 <input checked="" type="checkbox"/>	1,705,648	1,705,648	
	b Investments—corporate stock (attach schedule)	942,170 <input checked="" type="checkbox"/>	1,343,853	1,343,853	
	c Investments—corporate bonds (attach schedule)	2,686,669 <input checked="" type="checkbox"/>	1,560,470	1,560,470	
	11 Investments—land, buildings, and equipment basis <input type="checkbox"/> _____ Less accumulated depreciation (attach schedule) <input type="checkbox"/> _____				
	12 Investments—mortgage loans				
	13 Investments—other (attach schedule)	614,225 <input checked="" type="checkbox"/>	1,378,545	1,378,545	
	14 Land, buildings, and equipment basis <input type="checkbox"/> <u>71,865</u> Less accumulated depreciation (attach schedule) <input type="checkbox"/> <u>36,079</u>	39,093 <input checked="" type="checkbox"/>	35,786	13,995	
15 Other assets (describe <input type="checkbox"/> _____)					
16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	6,608,813	6,443,827	6,422,036		
Liabilities	17 Accounts payable and accrued expenses				
	18 Grants payable				
	19 Deferred revenue				
	20 Loans from officers, directors, trustees, and other disqualified persons				
	21 Mortgages and other notes payable (attach schedule)				
	22 Other liabilities (describe <input type="checkbox"/> _____)				
23 Total liabilities (add lines 17 through 22)			0		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <input type="checkbox"/> 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 <input type="checkbox"/> and complete lines 27 through 31.				
	27 Capital stock, trust principal, or current funds	6,608,813	6,443,827		
	28 Paid-in or capital surplus, or land, bldg, and equipment fund				
29 Retained earnings, accumulated income, endowment, or other funds					
30 Total net assets or fund balances (see page 17 of the instructions)	6,608,813	6,443,827			
31 Total liabilities and net assets/fund balances (see page 17 of the instructions)	6,608,813	6,443,827			

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	6,608,813
2	Enter amount from Part I, line 27a	2	-66,890
3	Other increases not included in line 2 (itemize) <input type="checkbox"/> _____	3	
4	Add lines 1, 2, and 3	4	6,541,923
5	Decreases not included in line 2 (itemize) <input checked="" type="checkbox"/> _____	5	98,096
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	6,443,827

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
1a	See Additional Data Table			
b				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a	See Additional Data Table			
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))	
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any		
a	See Additional Data Table			
b				
c				
d				
e				
2	Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	-5,508
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 pages 13 and 17 of the instructions) If (loss), enter -0- in Part I, line 8		3	-85,459

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 page 18 of the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2010	294,354	5,858,317	000 050245
2009	618,460	6,136,670	000 100781
2008	606,638	6,777,644	000 089506
2007	561,537	8,088,302	000 069426
2006	657,100	7,990,266	000 082238
2	Total of line 1, column (d).		2 000 392196
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		3 000 078439
4	Enter the net value of noncharitable-use assets for 2011 from Part X, line 5.		4 6,391,575
5	Multiply line 4 by line 3.		5 501,349
6	Enter 1% of net investment income (1% of Part I, line 27b).		6 1,848
7	Add lines 5 and 6.		7 503,197
8	Enter qualifying distributions from Part XII, line 4.		8 248,146

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 on page 18

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b	1	3,697
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	
3	Add lines 1 and 2.	3	3,697
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	
5	Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-	5	3,697
6	Credits/Payments		
a	2011 estimated tax payments and 2010 overpayment credited to 2011	6a	
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	10,000
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments Add lines 6a through 6d.	7	10,000
8	Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached	8	89
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	6,214
11	Enter the amount of line 10 to be Credited to 2012 estimated tax ▶ 6,214 Refunded ▶	11	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		No
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? <i>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.</i>		No
c Did the foundation file Form 1120-POL for this year?		No
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ▶ \$ _____ (2) On foundation managers ▶ \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities.</i>		No
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? <i>If "Yes," attach a conformed copy of the changes</i>		No
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		No
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i>		No
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?	Yes	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>	Yes	
8a Enter the states to which the foundation reports or with which it is registered (see page 19 of the 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? <i>If "No," attach explanation .</i>	Yes	
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 on page 27)? <i>If "Yes," complete Part XIV</i>		No
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		No

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 page 20 of the instructions).	11		No
12 Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		No
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address www.onshorefoundation.org	13	Yes	
14 The books are in care of Saranow & Duffy Inc CPA's Telephone no (310) 312-1303 Located at 11835 W Olympic Blvd Suite 1090 Los Angeles CA ZIP+4 90064			
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year.	15		
16 At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No

See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes", enter the name of the foreign country

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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No				
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No				
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No				
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> 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)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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). <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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 page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here. <input type="checkbox"/>	1b			No
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			No
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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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 page 20 of the instructions).	2b			
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here 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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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? (<i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011.</i>)	3b			
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a			No
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			No

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 page 22 of the 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 page 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here. **5b**

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? Yes No
If "Yes," attach the statement required by Regulations section 53.4945–5(d).

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? Yes No
If "Yes" to 6b, file Form 8870. **6b** **No**

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? Yes No

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? Yes No **7b** **No**

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

1 List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the 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
Elizabeth S Luster 23768 Malibu Rd Malibu, CA 902654603	President Foundation Manager 010 00	0		
Amy Luster Mueller 654 Kingman Ave Santa Monica, CA 90402	Secretary Chief Financial Officer 010 00	0		

2 Compensation of five highest-paid employees (other than those included on line 1—see page 23 of the 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

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

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see page 24 of the instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities.	1a	5,569,801
b	Average of monthly cash balances.	1b	290,888
c	Fair market value of all other assets (see page 24 of the instructions).	1c	628,220
d	Total (add lines 1a, b, and c).	1d	6,488,909
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	
2	Acquisition indebtedness applicable to line 1 assets.	2	
3	Subtract line 2 from line 1d.	3	6,488,909
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions) <input type="checkbox"/>	4	97,334
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	6,391,575
6	Minimum investment return. Enter 5% of line 5.	6	319,579

Part XI Distributable Amount (see page 25 of the 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	319,579
2a	Tax on investment income for 2011 from Part VI, line 5.	2a	3,697
b	Income tax for 2011 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	3,697
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	315,882
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	315,882
6	Deduction from distributable amount (see page 25 of the instructions).	6	
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	315,882

Part XII Qualifying Distributions (see page 25 of the 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 <input type="checkbox"/>	1a	248,146
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	248,146
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 page 26 of the instructions).	5	
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	248,146

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 page 26 of the instructions)

	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7				315,882
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only.				
b Total for prior years 20___, 20___, 20___				
3 Excess distributions carryover, if any, to 2011				
a From 2006.	266,315			
b From 2007.	167,150			
c From 2008.	282,938			
d From 2009.	313,964			
e From 2010.	7,457			
f Total of lines 3a through e.	1,037,824			
4 Qualifying distributions for 2011 from Part XII, line 4 ▶ \$ 248,146				
a Applied to 2010, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see page 26 of the instructions)				
c Treated as distributions out of corpus (Election required—see page 26 of the instructions).				
d Applied to 2011 distributable amount.				248,146
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a).)	67,736			67,736
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	970,088			
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.				
d Subtract line 6c from line 6b Taxable amount—see page 27 of the instructions				
e Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions				
f Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions).				
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see page 27 of the instructions).	198,579			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	771,509			
10 Analysis of line 9				
a Excess from 2007.	167,150			
b Excess from 2008.	282,938			
c Excess from 2009.	313,964			
d Excess from 2010.	7,457			
e Excess from 2011.				

Part XIV Private Operating Foundations (see page 27 of the instructions and Part VII-A, question 9)

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 organization is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

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

Part XV Supplementary Information (Complete this part only if the organization had \$5,000 or more in assets at any time during the year—see page 27 of the 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))

Elizabeth Luster

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

NONE

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

Check here if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see page 28 of the 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	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
Name and address (home or business)				
a <i>Paid during the year</i> See statement attached 16224 North Linda Dr Dolan Springs, AZ 86441		Section 501 (c)(3)	Animal Rescue and Rehabilitation	177,830
Total ▶ 3a				177,830
b <i>Approved for future payment</i>				
Total ▶ 3b				

Additional Data

Software ID: 11000218

Software Version: 2011.0.0

EIN: 95-4100318

Name: On Shore Foundation

Part VI Line 7 - Tax Paid Original Return: 10000

Form 990PF - Special Condition Description:

Special Condition Description

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
74 976 shrs of MUTUAL GLOBAL DISCOVERY CLASS Z	P	2010-05-11	2011-05-12
466 865 shrs of MUTUAL GLOBAL DISCOVERY CLASS Z	P	2010-05-11	2011-06-23
14 855 shrs of NEW WORLD FUND CLASS F-2	P	2010-05-11	2011-06-30
7 shrs of SPDR SP 500 ETF TR TR UNIT	P	2009-10-30	2011-03-22
12 shrs of SPDR SP 500 ETF TR TR UNIT	P	2009-10-30	2011-05-12
7 shrs of SPDR SP 500 ETF TR TR UNIT	P	2009-10-30	2011-06-30
767 996 shrs of VANGUARD WELLESLEY INCOME FUND	P	2010-05-11	2011-06-23
14 061 shrs of GOLDMAN SACHS SMALL/ MID-CAP GROWTH FUND CLASS I	P	2011-01-14	2011-03-22
92 88 shrs of GOLDMAN SACHS SMALL/ MID-CAP GROWTH FUND CLASS I	P	2011-01-14	2011-04-12
142 189 shrs of GOLDMAN SACHS SMALL/ MID-CAP GROWTH FUND CLASS I	P	2011-01-14	2011-05-12
324 shrs of ISHARES TR SP GLOBAL INFO TECHNOLOGY SECTOR	P	2011-02-09	2011-06-23
180 shrs of MARKET VECTORS ETF TR GOLD MINERS ETF FD	P	2010-09-22	2011-06-23
3560 928 shrs of METROPOLITAN WEST TOTAL RETURN BOND FUND CLASS M	P	2010-09-22	2011-02-09
6 011 shrs of MUTUAL GLOBAL DISCOVERY CLASS Z	P	2010-05-11	2011-03-22
21 102 shrs of MUTUAL GLOBAL DISCOVERY CLASS Z	P	2010-05-11	2011-04-12
3 984 shrs of NEW WORLD FUND CLASS F-2	P	2010-05-11	2011-03-22
75 77 shrs of NEW WORLD FUND CLASS F-2	P	2010-05-11	2011-04-12
9328 756 shrs of PIMCO FOREIGN BOND FUND CLASS D U S DOLLAR-HEDGED	P	2010-09-22	2011-02-09
2 156 shrs of PIMCO FOREIGN BOND FUND CLASS D U S DOLLAR-HEDGED	P	2010-09-30	2011-02-09
17 638 shrs of PIMCO FOREIGN BOND FUND CLASS D U S DOLLAR-HEDGED	P	2010-10-29	2011-02-09
17 546 shrs of PIMCO FOREIGN BOND FUND CLASS D U S DOLLAR-HEDGED	P	2010-11-30	2011-02-09
126 927 shrs of PIMCO FOREIGN BOND FUND CLASS D U S DOLLAR-HEDGED	P	2010-12-08	2011-02-09
62 92 shrs of PIMCO FOREIGN BOND FUND CLASS D U S DOLLAR-HEDGED	P	2010-12-08	2011-02-09
20 281 shrs of PIMCO FOREIGN BOND FUND CLASS D U S DOLLAR-HEDGED	P	2010-12-31	2011-02-09
17 276 shrs of PIMCO FOREIGN BOND FUND CLASS D U S DOLLAR-HEDGED	P	2011-01-31	2011-02-09
3332 156 shrs of PIMCO TOTAL RETURN FUND CLASS D	P	2010-09-22	2011-02-09
1496 912 shrs of PIMCO TOTAL RETURN FUND CLASS D	P	2010-09-22	2011-06-23
2162 782 shrs of PIMCO TOTAL RETURN FUND CLASS D	P	2010-09-22	2011-08-18
123 shrs of POWERSHARES DB MULTI SECTOR COMMODITY TR POWER SHARES DB AGRIC FD COM UNIT	P	2011-02-09	2011-06-23
400 shrs of POWERSHARES DB MULTI SECTOR COMMODITY TR POWER SHARES DB AGRIC FD COM UNIT	P	2011-02-09	2011-06-23

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(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
394 shrs of POWERSHARES DB MULTI SECTOR COMMODITY TR POWER SHARES DB AGRIC FD COM UNIT	P	2011-02-09	2011-06-23
300 shrs of POWERSHARES DB MULTI SECTOR COMMODITY TR POWER SHARES DB AGRIC FD COM UNIT	P	2011-02-09	2011-06-23
306 shrs of POWERSHARES DB MULTI SECTOR COMMODITY TR POWER SHARES DB AGRIC FD COM UNIT	P	2011-02-09	2011-06-23
45 shrs of POWERSHARES DB MULTI SECTOR COMMODITY TR POWER SHARES DB AGRIC FD COM UNIT	P	2011-02-09	2011-06-23
10 shrs of POWERSHARES DB MULTI SECTOR COMMODITY TR POWER SHARES DB AGRIC FD COM UNIT	P	2011-02-09	2011-06-23
539 shrs of POWERSHARES DB MULTI SECTOR COMMODITY TR POWER SHARES DB AGRIC FD COM UNIT	P	2011-03-21	2011-06-23
595 shrs of SPDR GOLD TR GOLD SHS CASH INCOME 2011	P	2011-01-05	2011-01-05
595 shrs of SPDR GOLD TR GOLD SHS CASH INCOME 2011	P	2011-02-04	2011-02-04
595 shrs of SPDR GOLD TR GOLD SHS CASH INCOME 2011	P	2011-03-03	2011-03-03
595 shrs of SPDR GOLD TR GOLD SHS CASH INCOME 2011	P	2011-04-07	2011-04-07
595 shrs of SPDR GOLD TR GOLD SHS CASH INCOME 2011	P	2011-05-09	2011-05-09
595 shrs of SPDR GOLD TR GOLD SHS CASH INCOME 2011	P	2011-06-08	2011-06-08
1332 shrs of SPDR GOLD TR GOLD SHS CASH INCOME 2011	P	2011-07-08	2011-07-08
1332 shrs of SPDR GOLD TR GOLD SHS CASH INCOME 2011	P	2011-08-10	2011-08-10
228 699 shrs of T ROWE PRICE EMERGING MARKETS STOCK	P	2010-09-22	2011-04-12
698 707 shrs of T ROWE PRICE EMERGING MARKETS STOCK	P	2010-09-22	2011-06-23
9 172 shrs of T ROWE PRICE EMERGING MARKETS STOCK	P	2010-12-17	2011-06-23
2 697 shrs of T ROWE PRICE EMERGING MARKETS STOCK	P	2010-12-17	2011-06-23
3511 088 shrs of T ROWE PRICE EMERGING MARKETS STOCK	P	2011-03-21	2011-06-23
95 438 shrs of TEMPLETON GLOBAL BOND FUND ADVISOR CLASS	P	2010-09-22	2011-04-12
91 282 shrs of TEMPLETON GLOBAL BOND FUND ADVISOR CLASS	P	2010-09-22	2011-05-12
1569 527 shrs of TEMPLETON GLOBAL BOND FUND ADVISOR CLASS	P	2010-09-22	2011-06-23
100 shrs of VANGUARD BD INDEX FD INC TOTAL BD MARKET ETF	P	2010-09-22	2011-01-14
100 shrs of VANGUARD BD INDEX FD INC TOTAL BD MARKET ETF	P	2010-09-22	2011-01-14
200 shrs of VANGUARD BD INDEX FD INC TOTAL BD MARKET ETF	P	2010-09-22	2011-01-14
13 shrs of VANGUARD BD INDEX FD INC TOTAL BD MARKET ETF	P	2010-09-22	2011-01-14
200 shrs of VANGUARD BD INDEX FD INC TOTAL BD MARKET ETF	P	2010-09-22	2011-01-14
105 shrs of 3M CO COM	P	2011-04-13	2011-08-09
155 shrs of ABBOTT LABS COM	P	2011-04-13	2011-08-09
124 shrs of ALLSTATE CORP COM	P	2011-04-13	2011-07-20

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
351 shrs of ALLSTATE CORP COM	P	2011-04-13	2011-08-05
0.5 shrs of AMC NETWORKS INC CL A	P	2011-06-02	2011-07-07
72 shrs of AMC NETWORKS INC CL A	P	2011-06-02	2011-07-12
260 shrs of AMERICAN CAP AGY CORP COM	P	2011-07-20	2011-08-09
190 shrs of AMGEN INC COM	P	2011-04-13	2011-08-09
44 shrs of AMGEN INC COM	P	2011-04-13	2011-08-23
42 shrs of AMGEN INC COM	P	2011-04-13	2011-11-07
235 shrs of ANALOG DEVICES INC COM	P	2011-04-13	2011-08-09
775 shrs of ANNALY CAP MGMT INC COM	P	2011-04-13	2011-08-09
30 shrs of APPLE INC COM	P	2011-04-13	2011-08-09
345 shrs of ATT INC COM	P	2011-04-13	2011-08-09
165 shrs of BABCOCK WILCOX CO NEW COM	P	2011-04-13	2011-08-09
60 shrs of CABLEVISION SYS CORP NEW NY GROUP CL A COM	P	2011-06-02	2011-08-09
70 shrs of CHEVRON CORP NEW COM	P	2011-04-13	2011-08-09
165 shrs of CHUBB CORP	P	2011-04-13	2011-08-09
145 shrs of CLOROX CO COM	P	2011-04-13	2011-08-09
35 shrs of CLOROX CO COM	P	2011-04-13	2011-09-12
485 shrs of COMCAST CORP CL A	P	2011-04-13	2011-08-09
47 shrs of CONOCOPHILLIPS COM	P	2011-04-13	2011-05-06
105 shrs of CONOCOPHILLIPS COM	P	2011-04-13	2011-08-09
107 shrs of CONOCOPHILLIPS COM	P	2011-04-13	2011-08-23
135 shrs of COVIDIEN PLC SHS NEW ISINIE00B68SQD29	P	2011-04-13	2011-08-09
229 shrs of DOMINION RES INC VA COM	P	2011-04-13	2011-05-06
215 shrs of DU PONT E I DE NEMOURS CO COM	P	2011-04-13	2011-08-09
235 shrs of EL PASO CORP COM C/A EFF 05/24/12 1 OLD / 4187 CU 49456B101 64 49456BB19 AND 14 65 USD	P	2011-07-20	2011-08-09
240 shrs of ENDURANCE SPECIALITY HOLDINGS LTD COM ISINBMG303971060	P	2011-04-13	2011-08-09
155 shrs of ENTERGY CORP NEW COM	P	2011-04-13	2011-08-09
95 shrs of GOODRICH CORP C/A EFF 7/26/12 1 OLD/ USD 127 50 P/S	P	2011-04-13	2011-08-09
175 shrs of HCP INC COM	P	2011-04-13	2011-08-09
220 shrs of HEINZ H J COMPANY	P	2011-04-13	2011-08-09

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
425 shrs of INTEL CORP COM	P	2011-04-13	2011-08-09
55 shrs of INTERNATIONAL BUSINESS MACHS CORP COM	P	2011-04-13	2011-08-09
6 shrs of INTERNATIONAL BUSINESS MACHS CORP COM	P	2011-04-13	2011-11-08
9 shrs of INTERNATIONAL BUSINESS MACHS CORP COM	P	2011-05-06	2011-11-08
190 shrs of JOHNSON JOHNSON COM	P	2011-04-13	2011-08-09
90 shrs of LOCKHEED MARTIN CORP COM	P	2011-04-13	2011-08-09
75 shrs of MCDERMOTT INTL INC	P	2011-04-13	2011-08-09
561 shrs of MCDERMOTT INTL INC	P	2011-04-13	2011-09-27
210 shrs of MCGRAW-HILL COS INC COM	P	2011-04-13	2011-08-09
175 shrs of MCGRAW-HILL COS INC COM	P	2011-04-13	2011-11-08
92 shrs of MEDTRONIC INC	P	2011-04-13	2011-07-20
190 shrs of MEDTRONIC INC	P	2011-04-13	2011-08-09
192 shrs of MICROSOFT CORP COM	P	2011-04-13	2011-06-27
315 shrs of MICROSOFT CORP COM	P	2011-04-13	2011-08-09
156 shrs of MILLICOM INTL CELLULAR SA SHS NEW ISINLU0038705702	P	2011-04-13	2011-05-26
225 shrs of NATIONAL GRID PLC SPON ADR NEW	P	2011-04-13	2011-08-09
585 shrs of NEWYORK CMNTY BANCORP INC COM	P	2011-04-13	2011-08-09
435 shrs of NISOURCE INC COM	P	2011-04-13	2011-08-09
45 shrs of OCCIDENTAL PETE CORP COM	P	2011-04-13	2011-08-09
58 shrs of OCCIDENTAL PETE CORP COM	P	2011-04-13	2011-09-26
440 shrs of OLD REPUBLIC INTL CORP	P	2011-04-13	2011-08-09
170 shrs of PROCTER GAMBLE CO COM	P	2011-04-13	2011-08-09
235 shrs of PROGRESS ENERGY INC COM C/A EFF 07/02/12 1 OLD / 87083 NEW CU DUKE ENERGY CORP	P	2011-04-13	2011-08-09
130 shrs of ROYAL DUTCH SHELL PLC SPONSORED ADR RESPTG A SHS	P	2011-04-13	2011-08-09
185 shrs of SEMPRA ENERGY COM	P	2011-04-13	2011-08-09
130 shrs of SPDR GOLD TR GOLD SHS	P	2011-04-13	2011-08-09
212 shrs of SPDR GOLD TR GOLD SHS	P	2011-04-13	2011-05-09
212 shrs of SPDR GOLD TR GOLD SHS	P	2011-04-13	2011-06-08
212 shrs of SPDR GOLD TR GOLD SHS	P	2011-04-13	2011-07-08
212 shrs of SPDR GOLD TR GOLD SHS	P	2011-04-13	2011-08-10

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(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
82 shrs of SPDR GOLD TR GOLD SHS	P	2011-04-13	2011-09-09
82 shrs of SPDR GOLD TR GOLD SHS	P	2011-04-13	2011-10-13
82 shrs of SPDR GOLD TR GOLD SHS	P	2011-04-13	2011-11-14
82 shrs of SPDR GOLD TR GOLD SHS	P	2011-04-13	2011-12-09
170 shrs of ST JUDE MED INC COM	P	2011-04-13	2011-08-09
351 shrs of SYSCO CORP	P	2011-04-13	2011-04-26
205 shrs of TELEPHONE DATA SYS INC SPL COM C/A EFF 01/24/2012 1 OLD / 1 NEW CU 879433829 TELEPHONE A	P	2011-04-13	2011-08-09
72 shrs of TIME WARNER CABLE INC COM	P	2011-04-13	2011-04-26
65 shrs of TIME WARNER CABLE INC COM	P	2011-04-13	2011-08-09
71 shrs of TIME WARNER CABLE INC COM	P	2011-04-13	2011-09-12
143 shrs of TIME WARNER INC NEW COM NEW	P	2011-04-13	2011-06-02
200 shrs of TIME WARNER INC NEW COM NEW	P	2011-04-13	2011-08-09
140 shrs of ULTRA PETE CORP COM ISINCA9039141093	P	2011-04-13	2011-08-09
345 shrs of UNILEVER NV NEW YORK SHS NEW	P	2011-04-13	2011-08-09
350 shrs of VODAFONE GROUP PLC SPON ADR NEW ISINUS92857W2098	P	2011-04-13	2011-08-09
190 shrs of WAL MART STORES INC COM	P	2011-04-13	2011-08-09
295 shrs of WEATHERFORD INTL LTD REG ISINCH0038838394	P	2011-04-13	2011-08-09
705 shrs of XEROX CORPORATION	P	2011-04-13	2011-08-09
85 shrs of ZIMMER HLDGS INC COM	P	2011-04-13	2011-08-09
30000 shrs of ABBOTT LABS SR NTS 5 125 04/01/19 B/E DTD 03/03/09 CLB CALLABLE	P	2009-04-24	2011-02-11
30000 shrs of BERKSHIRE HATHAWAY INC DEL FIXED RT SR NT 3 200 02/11/15 B/E DTD 02/11/10 CLB CALLABLE	P	2010-02-18	2011-03-21
30000 shrs of BLACKROCK INC FIXED RT NT 3 500 12/10/14 B/E DTD 12/10/09 CLB CALLABLE	P	2009-12-17	2011-02-02
30000 shrs of CATERPILLAR FINL SVCS CORP MEDIUM TERM NTS- MED TERM NTS SERIES F 6 200 09/30/13 B/E D	P	2009-04-21	2011-01-28
15000 shrs of CISCO SYS INC SR NT 4 950 02/15/19 B/E DTD 02/17/09 CLB CALLABLE	P	2009-06-16	2011-03-15
15000 shrs of CISCO SYS INC SR NT 4 950 02/15/19 B/E DTD 02/17/09 CLB CALLABLE	P	2010-02-18	2011-03-15
30000 shrs of COCA COLA CO NT 5 350 11/15/17 B/E DTD 11/01/07 CLB CALLABLE	P	2009-04-27	2011-03-28
30000 shrs of CONOCOPHILLIPS GTD NT 4 750 02/01/14 B/E DTD 02/03/09 CLB CALLABLE	P	2009-04-21	2011-01-25
30000 shrs of DISNEY WALT CO NOTES 4 500 12/15/13 B/E DTD 12/22/08 CLB CALLABLE	P	2009-04-28	2011-01-07
39000 shrs of EL PASO CORP SR NT 7 875 06/15/12 B/E DTD 06/10/02 CLB MATURED	P	2009-10-07	2011-04-14
510000 shrs of FEDERAL HOME LN MTG CORP PARTN CTFS POOL E95745 GOLD 4 500 04/01/13 B/E DTD 04/01/03	P	2009-04-30	2011-01-27

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50000 shrs of FEDERAL HOME LN MTG CORP REFERENCE NOTE 4 875 11/15/13 B/E DTD 10/17/03 N/C	P	2009-04-21	2011-01-27
25000 shrs of FEDERAL HOME LN MTG CORP REFERENCE NOTE 4 875 11/15/13 B/E DTD 10/17/03 N/C	P	2009-04-21	2011-01-28
45000 shrs of FEDERAL HOME LN MTG CORP REFERENCE NOTE 4 875 11/15/13 B/E DTD 10/17/03 N/C	P	2009-04-21	2011-02-16
160000 shrs of FNMA GTD MTG PASS THRU CTFS POOL 254664 5 500 02/01/13 B/E DTD 01/01/03 N/C	P	2009-05-07	2011-01-27
285000 shrs of FNMA GTD MTG PASS THRU CTFS POOL 735580 5 000 06/01/35 B/E DTD 05/01/05 N/C	P	2010-12-02	2011-12-06
100000 shrs of FNMA GTD MTG PASS THRU CTFS POOL AE3049 4 500 09/01/40 B/E DTD 09/01/10 N/C	P	2010-11-29	2011-12-06
30000 shrs of GOLDMAN SACHS GROUP INC SR GLOBAL NT 5 750 10/01/16 B/E DTD 09/19/06 CLB CALLABLE	P	2010-04-07	2011-09-27
30000 shrs of HEWLETT PACKARD CO GLOBAL NT 6 125 03/01/14 B/E DTD 12/05/08 CLB CALLABLE	P	2009-04-27	2011-02-02
85000 shrs of HOME DEPOT INC SR NT 5 200 03/01/11 B/E DTD 03/24/06 CLB MATURED	P	2009-05-06	2011-03-01
30000 shrs of LOWES COS INC NT 5 000 10/15/15 B/E DTD 10/06/05 CLB CALLABLE	P	2009-04-24	2011-02-08
35000 shrs of MAY DEPT STORES CO DEB 7 450 09/15/11 B/E DTD 09/15/96 MATURED	P	2009-09-18	2011-04-07
40000 shrs of MAY DEPT STORES CO DEB 7 450 09/15/11 B/E DTD 09/15/96 MATURED	P	2009-09-18	2011-06-27
30000 shrs of MORGAN STANLEY GLOBAL NT 5 300 03/01/13 B/E DTD 02/26/03 CLB CALLABLE	P	2009-04-21	2011-01-25
25000 shrs of ORACLE CORP / OZARK HLDG INC NT 5 250 01/15/16 B/E DTD 01/13/06 CLB CALLABLE	P	2009-09-22	2011-02-11
15000 shrs of PROCTER GAMBLE CO NTS 4 700 02/15/19 B/E DTD 02/06/09 CLB CALLABLE	P	2009-06-16	2011-03-15
15000 shrs of PROCTER GAMBLE CO NTS 4 700 02/15/19 B/E DTD 02/06/09 CLB CALLABLE	P	2010-02-18	2011-03-15
50000 shrs of SUPERVALU INC NT 7 500 05/15/12 B/E DTD 05/16/02 CLB MATURED	P	2009-10-08	2011-04-07
25000 shrs of UNITED STATES TREAS NTS 4 250 11/15/17 B/E DTD 11/15/07 N/C	P	2009-04-21	2011-04-07
25000 shrs of VERIZON COMMUNICATIONS INC NT 5 250 04/15/13 B/E DTD 04/04/08 CLB CALLABLE	P	2009-04-30	2011-01-07
20000 shrs of AMERICA MOVIL SA DE CV ISINUS02364WAN56 5 625 11/15/17 B/E DTD 10/30/07 CLB CALLABLE	P	2011-01-10	2011-04-07
30000 shrs of ATT INC GLOBAL NOTES FIXED RT 2 500 08/15/15 B/E DTD 07/30/10 CLB CALLABLE	P	2010-09-08	2011-03-28
15000 shrs of BANK AMER CORP MED TERM NTS SER L 5 650 05/01/18 B/E DTD 05/02/08 N/C	P	2011-03-15	2011-04-07
55000 shrs of BANK AMER CORP MED TERM NTS SER L 5 650 05/01/18 B/E DTD 05/02/08 N/C	P	2011-03-15	2011-09-13
30000 shrs of BANK NOVA SCOTIA HALIFAX SR NT ISINUS064149A641 3 400 01/22/15 B/E DTD 01/22/10 N/C	P	2010-08-11	2011-04-07
30000 shrs of BBT CORP SR MEDIUM TERM NTS FIXED RT SER A 3 950 04/29/16 B/E DTD 04/29/10 N/C	P	2010-06-17	2011-03-28
15000 shrs of BEAR STEARNS COS INC SR NT 6 400 10/02/17 B/E DTD 10/02/07 N/C	P	2010-12-07	2011-04-07
15000 shrs of BOSTON PPTYS LTD PARTNERSHIP FIXED RT SR NT 5 625 11/15/20 B/E DTD 04/19/10 CLB CALLAB	P	2011-02-16	2011-04-07
10000 shrs of BOSTON PPTYS LTD PARTNERSHIP FIXED RT SR NT 5 625 11/15/20 B/E DTD 04/19/10 CLB CALLAB	P	2011-02-16	2011-05-26
20000 shrs of CHESAPEAKE ENERGY CORP SR NT 9 500 02/15/15 B/E DTD 02/02/09 CLB CALLABLE	P	2010-12-17	2011-04-07
20000 shrs of CIT GROUP INC NEW SECD NT SER A 7 000 05/01/15 B/E DTD 12/10/09 CLB CLB 01/01/13 100 0	P	2011-02-02	2011-04-07

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(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
20000 shrs of CIT GROUP INC NEW SECD NT SER A 7 000 05/01/15 B/E DTD 12/10/09 CLB CLB 01/01/13 100 0	P	2011-02-02	2011-04-07
75000 shrs of CITIGROUP INC NTS 5 500 08/27/12 B/E DTD 08/27/07 CLB MATURED	P	2010-06-22	2011-01-27
30000 shrs of CITIGROUP INC SR NTS 6 375 08/12/14 B/E DTD 08/12/09 CLB CALLABLE	P	2010-04-23	2011-03-28
20000 shrs of COMPANHIA BRASILEIRA DE BEBIDAS GTD NT 8 750 09/15/13 B/E DTD 09/15/04 CLB CALLABLE	P	2011-02-09	2011-04-07
50000 shrs of COMPANHIA BRASILEIRA DE BEBIDAS GTD NT 8 750 09/15/13 B/E DTD 09/15/04 CLB CALLABLE	P	2011-02-09	2011-11-07
30000 shrs of CREDIT SUISSE FIRST BOSTON USA INC GLOBAL SR NT 5 125 08/15/15 B/E DTD 08/17/05 CLB CA	P	2010-04-08	2011-03-28
20000 shrs of CVS CAREMARK CORP SR NT 5 750 06/01/17 B/E DTD 05/25/07 N/C	P	2011-03-28	2011-04-07
50000 shrs of CVS CAREMARK CORP SR NT 5 750 06/01/17 B/E DTD 05/25/07 N/C	P	2011-03-28	2011-09-27
20000 shrs of DEERE CO FIXED RT SR NT 4 375 10/16/19 B/E DTD 10/16/09 N/C	P	2010-04-09	2011-04-07
10000 shrs of DEERE CO FIXED RT SR NT 4 375 10/16/19 B/E DTD 10/16/09 N/C	P	2010-09-09	2011-04-07
70000 shrs of DOW CHEM CO FIXED RT NT 4 850 08/15/12 B/E DTD 08/07/09 CLB MATURED	P	2010-03-16	2011-01-25
440000 shrs of FEDERAL HOME LN MTG CORP PARTN CTFS POOL G12710 GOLD 5 500 07/01/22 B/E DTD 06/01/07	P	2010-12-09	2011-02-04
440000 shrs of FEDERAL HOME LN MTG CORP PARTN CTFS POOL G12710 GOLD 5 500 07/01/22 B/E DTD 06/01/07	P	2010-12-09	2011-03-04
440000 shrs of FEDERAL HOME LN MTG CORP PARTN CTFS POOL G12710 GOLD 5 500 07/01/22 B/E DTD 06/01/07	P	2010-12-09	2011-04-06
115000 shrs of FEDERAL HOME LN MTG CORP PARTN CTFS POOL G12710 GOLD 5 500 07/01/22 B/E DTD 06/01/07	P	2010-12-09	2011-04-07
325000 shrs of FEDERAL HOME LN MTG CORP PARTN CTFS POOL G12710 GOLD 5 500 07/01/22 B/E DTD 06/01/07	P	2010-12-09	2011-05-05
325000 shrs of FEDERAL HOME LN MTG CORP PARTN CTFS POOL G12710 GOLD 5 500 07/01/22 B/E DTD 06/01/07	P	2010-12-09	2011-06-06
325000 shrs of FEDERAL HOME LN MTG CORP PARTN CTFS POOL G12710 GOLD 5 500 07/01/22 B/E DTD 06/01/07	P	2010-12-09	2011-07-07
325000 shrs of FEDERAL HOME LN MTG CORP PARTN CTFS POOL G12710 GOLD 5 500 07/01/22 B/E DTD 06/01/07	P	2010-12-09	2011-08-04
50000 shrs of FEDERAL HOME LN MTG CORP PARTN CTFS POOL G12710 GOLD 5 500 07/01/22 B/E DTD 06/01/07 N	P	2010-12-09	2011-08-08
275000 shrs of FEDERAL HOME LN MTG CORP PARTN CTFS POOL G12710 GOLD 5 500 07/01/22 B/E DTD 06/01/07	P	2010-12-09	2011-09-07
275000 shrs of FEDERAL HOME LN MTG CORP PARTN CTFS POOL G12710 GOLD 5 500 07/01/22 B/E DTD 06/01/07	P	2010-12-09	2011-10-06
275000 shrs of FEDERAL HOME LN MTG CORP PARTN CTFS POOL G12710 GOLD 5 500 07/01/22 B/E DTD 06/01/07	P	2010-12-09	2011-11-04
275000 shrs of FEDERAL HOME LN MTG CORP PARTN CTFS POOL G12710 GOLD 5 500 07/01/22 B/E DTD 06/01/07	P	2010-12-09	2011-12-06
275000 shrs of FEDERAL HOME LN MTG CORP PARTN CTFS POOL G12710 GOLD 5 500 07/01/22 B/E DTD 06/01/07	P	2010-12-09	2011-12-31
385000 shrs of FEDERAL HOME LN MTG CORP PARTN CTFS POOL G13255 GOLD 5 000 07/01/23 B/E DTD 08/01/08	P	2011-01-25	2011-02-04
385000 shrs of FEDERAL HOME LN MTG CORP PARTN CTFS POOL G13255 GOLD 5 000 07/01/23 B/E DTD 08/01/08	P	2011-01-25	2011-03-04
385000 shrs of FEDERAL HOME LN MTG CORP PARTN CTFS POOL G13255 GOLD 5 000 07/01/23 B/E DTD 08/01/08	P	2011-01-25	2011-04-06
100000 shrs of FEDERAL HOME LN MTG CORP PARTN CTFS POOL G13255 GOLD 5 000 07/01/23 B/E DTD 08/01/08	P	2011-01-25	2011-04-07
285000 shrs of FEDERAL HOME LN MTG CORP PARTN CTFS POOL G13255 GOLD 5 000 07/01/23 B/E DTD 08/01/08	P	2011-01-25	2011-05-05

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
285000 shrs of FEDERAL HOME LN MTG CORP PARTN CTFS POOL G13255 GOLD 5 000 07/01/23 B/E DTD 08/01/08	P	2011-01-25	2011-06-06
285000 shrs of FEDERAL HOME LN MTG CORP PARTN CTFS POOL G13255 GOLD 5 000 07/01/23 B/E DTD 08/01/08	P	2011-01-25	2011-07-07
285000 shrs of FEDERAL HOME LN MTG CORP PARTN CTFS POOL G13255 GOLD 5 000 07/01/23 B/E DTD 08/01/08	P	2011-01-25	2011-08-04
285000 shrs of FEDERAL HOME LN MTG CORP PARTN CTFS POOL G13255 GOLD 5 000 07/01/23 B/E DTD 08/01/08	P	2011-01-25	2011-09-07
285000 shrs of FEDERAL HOME LN MTG CORP PARTN CTFS POOL G13255 GOLD 5 000 07/01/23 B/E DTD 08/01/08	P	2011-01-25	2011-10-06
285000 shrs of FEDERAL HOME LN MTG CORP PARTN CTFS POOL G13255 GOLD 5 000 07/01/23 B/E DTD 08/01/08	P	2011-01-25	2011-11-04
285000 shrs of FEDERAL HOME LN MTG CORP PARTN CTFS POOL G13255 GOLD 5 000 07/01/23 B/E DTD 08/01/08	P	2011-01-25	2011-12-06
285000 shrs of FEDERAL HOME LN MTG CORP PARTN CTFS POOL G13255 GOLD 5 000 07/01/23 B/E DTD 08/01/08	P	2011-01-25	2011-12-31
20000 shrs of FIRST HORIZON NATL CORP FIXED RATE 5-YEAR SENIOR NOTES 5 375 12/15/15 B/E DTD 12/20/10	P	2011-01-28	2011-04-07
330000 shrs of FNMA GTD MTG PASS THRU CTFS POOL 725424 5 500 04/01/34 B/E DTD 04/01/04 N/C	P	2010-12-08	2011-02-04
330000 shrs of FNMA GTD MTG PASS THRU CTFS POOL 725424 5 500 04/01/34 B/E DTD 04/01/04 N/C	P	2010-12-08	2011-03-04
330000 shrs of FNMA GTD MTG PASS THRU CTFS POOL 725424 5 500 04/01/34 B/E DTD 04/01/04 N/C	P	2010-12-08	2011-04-06
85000 shrs of FNMA GTD MTG PASS THRU CTFS POOL 725424 5 500 04/01/34 B/E DTD 04/01/04 N/C	P	2010-12-08	2011-04-07
245000 shrs of FNMA GTD MTG PASS THRU CTFS POOL 725424 5 500 04/01/34 B/E DTD 04/01/04 N/C	P	2010-12-08	2011-05-05
245000 shrs of FNMA GTD MTG PASS THRU CTFS POOL 725424 5 500 04/01/34 B/E DTD 04/01/04 N/C	P	2010-12-08	2011-06-06
245000 shrs of FNMA GTD MTG PASS THRU CTFS POOL 725424 5 500 04/01/34 B/E DTD 04/01/04 N/C	P	2010-12-08	2011-07-07
245000 shrs of FNMA GTD MTG PASS THRU CTFS POOL 725424 5 500 04/01/34 B/E DTD 04/01/04 N/C	P	2010-12-08	2011-08-04
245000 shrs of FNMA GTD MTG PASS THRU CTFS POOL 725424 5 500 04/01/34 B/E DTD 04/01/04 N/C	P	2010-12-08	2011-09-07
245000 shrs of FNMA GTD MTG PASS THRU CTFS POOL 725424 5 500 04/01/34 B/E DTD 04/01/04 N/C	P	2010-12-08	2011-10-06
245000 shrs of FNMA GTD MTG PASS THRU CTFS POOL 725424 5 500 04/01/34 B/E DTD 04/01/04 N/C	P	2010-12-08	2011-11-04
245000 shrs of FNMA GTD MTG PASS THRU CTFS POOL 725424 5 500 04/01/34 B/E DTD 04/01/04 N/C	P	2010-12-08	2011-12-31
245000 shrs of FNMA GTD MTG PASS THRU CTFS POOL 725424 5 500 04/01/34 B/E DTD 04/01/04 N/C	P	2010-12-08	2011-12-06
285000 shrs of FNMA GTD MTG PASS THRU CTFS POOL 735580 5 000 06/01/35 B/E DTD 05/01/05 N/C	P	2010-12-02	2011-02-04
285000 shrs of FNMA GTD MTG PASS THRU CTFS POOL 735580 5 000 06/01/35 B/E DTD 05/01/05 N/C	P	2010-12-02	2011-03-04
285000 shrs of FNMA GTD MTG PASS THRU CTFS POOL 735580 5 000 06/01/35 B/E DTD 05/01/05 N/C	P	2010-12-02	2011-04-06
285000 shrs of FNMA GTD MTG PASS THRU CTFS POOL 735580 5 000 06/01/35 B/E DTD 05/01/05 N/C	P	2010-12-02	2011-05-05
285000 shrs of FNMA GTD MTG PASS THRU CTFS POOL 735580 5 000 06/01/35 B/E DTD 05/01/05 N/C	P	2010-12-02	2011-06-06
285000 shrs of FNMA GTD MTG PASS THRU CTFS POOL 735580 5 000 06/01/35 B/E DTD 05/01/05 N/C	P	2010-12-02	2011-07-07
285000 shrs of FNMA GTD MTG PASS THRU CTFS POOL 735580 5 000 06/01/35 B/E DTD 05/01/05 N/C	P	2010-12-02	2011-08-04
285000 shrs of FNMA GTD MTG PASS THRU CTFS POOL 735580 5 000 06/01/35 B/E DTD 05/01/05 N/C	P	2010-12-02	2011-09-07

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
285000 shrs of FNMA GTD MTG PASS THRU CTFS POOL 735580 5 000 06/01/35 B/E DTD 05/01/05 N/C	P	2010-12-02	2011-10-06
285000 shrs of FNMA GTD MTG PASS THRU CTFS POOL 735580 5 000 06/01/35 B/E DTD 05/01/05 N/C	P	2010-12-02	2011-11-04
285000 shrs of FNMA GTD MTG PASS THRU CTFS POOL 735580 5 000 06/01/35 B/E DTD 05/01/05 N/C	P	2010-12-02	2011-12-31
300000 shrs of FNMA GTD MTG PASS THRU CTFS POOL 735667 5 000 07/01/35 B/E DTD 06/01/05 N/C	P	2010-12-08	2011-02-04
300000 shrs of FNMA GTD MTG PASS THRU CTFS POOL 735667 5 000 07/01/35 B/E DTD 06/01/05 N/C	P	2010-12-08	2011-03-04
300000 shrs of FNMA GTD MTG PASS THRU CTFS POOL 735667 5 000 07/01/35 B/E DTD 06/01/05 N/C	P	2010-12-08	2011-04-06
150000 shrs of FNMA GTD MTG PASS THRU CTFS POOL 735667 5 000 07/01/35 B/E DTD 06/01/05 N/C	P	2010-12-08	2011-04-07
150000 shrs of FNMA GTD MTG PASS THRU CTFS POOL 735667 5 000 07/01/35 B/E DTD 06/01/05 N/C	P	2010-12-08	2011-05-05
150000 shrs of FNMA GTD MTG PASS THRU CTFS POOL 735667 5 000 07/01/35 B/E DTD 06/01/05 N/C	P	2010-12-08	2011-06-06
150000 shrs of FNMA GTD MTG PASS THRU CTFS POOL 735667 5 000 07/01/35 B/E DTD 06/01/05 N/C	P	2010-12-08	2011-07-07
150000 shrs of FNMA GTD MTG PASS THRU CTFS POOL 735667 5 000 07/01/35 B/E DTD 06/01/05 N/C	P	2010-12-08	2011-08-04
150000 shrs of FNMA GTD MTG PASS THRU CTFS POOL 735667 5 000 07/01/35 B/E DTD 06/01/05 N/C	P	2010-12-08	2011-09-07
150000 shrs of FNMA GTD MTG PASS THRU CTFS POOL 735667 5 000 07/01/35 B/E DTD 06/01/05 N/C	P	2010-12-08	2011-10-06
150000 shrs of FNMA GTD MTG PASS THRU CTFS POOL 735667 5 000 07/01/35 B/E DTD 06/01/05 N/C	P	2010-12-08	2011-11-04
150000 shrs of FNMA GTD MTG PASS THRU CTFS POOL 735667 5 000 07/01/35 B/E DTD 06/01/05 N/C	P	2010-12-08	2011-12-06
150000 shrs of FNMA GTD MTG PASS THRU CTFS POOL 735667 5 000 07/01/35 B/E DTD 06/01/05 N/C	P	2010-12-08	2011-12-31
245000 shrs of FNMA GTD MTG PASS THRU CTFS POOL 889579 6 000 05/01/38 B/E DTD 05/01/08 N/C	P	2010-12-16	2011-02-04
245000 shrs of FNMA GTD MTG PASS THRU CTFS POOL 889579 6 000 05/01/38 B/E DTD 05/01/08 N/C	P	2010-12-16	2011-03-04
245000 shrs of FNMA GTD MTG PASS THRU CTFS POOL 889579 6 000 05/01/38 B/E DTD 05/01/08 N/C	P	2010-12-16	2011-04-06
65000 shrs of FNMA GTD MTG PASS THRU CTFS POOL 889579 6 000 05/01/38 B/E DTD 05/01/08 N/C	P	2010-12-16	2011-04-07
180000 shrs of FNMA GTD MTG PASS THRU CTFS POOL 889579 6 000 05/01/38 B/E DTD 05/01/08 N/C	P	2010-12-16	2011-05-05
180000 shrs of FNMA GTD MTG PASS THRU CTFS POOL 889579 6 000 05/01/38 B/E DTD 05/01/08 N/C	P	2010-12-16	2011-06-06
180000 shrs of FNMA GTD MTG PASS THRU CTFS POOL 889579 6 000 05/01/38 B/E DTD 05/01/08 N/C	P	2010-12-16	2011-07-07
180000 shrs of FNMA GTD MTG PASS THRU CTFS POOL 889579 6 000 05/01/38 B/E DTD 05/01/08 N/C	P	2010-12-16	2011-08-04
180000 shrs of FNMA GTD MTG PASS THRU CTFS POOL 889579 6 000 05/01/38 B/E DTD 05/01/08 N/C	P	2010-12-16	2011-09-07
180000 shrs of FNMA GTD MTG PASS THRU CTFS POOL 889579 6 000 05/01/38 B/E DTD 05/01/08 N/C	P	2010-12-16	2011-10-06
180000 shrs of FNMA GTD MTG PASS THRU CTFS POOL 889579 6 000 05/01/38 B/E DTD 05/01/08 N/C	P	2010-12-16	2011-11-04
180000 shrs of FNMA GTD MTG PASS THRU CTFS POOL 889579 6 000 05/01/38 B/E DTD 05/01/08 N/C	P	2010-12-16	2011-12-06
180000 shrs of FNMA GTD MTG PASS THRU CTFS POOL 889579 6 000 05/01/38 B/E DTD 05/01/08 N/C	P	2010-12-16	2011-12-31
200000 shrs of FNMA GTD MTG PASS THRU CTFS POOL 995515 4 500 03/01/39 B/E DTD 02/01/09 N/C	P	2011-05-26	2011-06-06

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
200000 shrs of FNMA GTD MTG PASS THRU CTFS POOL 995515 4 500 03/01/39 B/E DTD 02/01/09 N/C	P	2011-05-26	2011-07-07
200000 shrs of FNMA GTD MTG PASS THRU CTFS POOL 995515 4 500 03/01/39 B/E DTD 02/01/09 N/C	P	2011-05-26	2011-08-04
200000 shrs of FNMA GTD MTG PASS THRU CTFS POOL 995515 4 500 03/01/39 B/E DTD 02/01/09 N/C	P	2011-05-26	2011-09-07
200000 shrs of FNMA GTD MTG PASS THRU CTFS POOL 995515 4 500 03/01/39 B/E DTD 02/01/09 N/C	P	2011-05-26	2011-10-06
200000 shrs of FNMA GTD MTG PASS THRU CTFS POOL 995515 4 500 03/01/39 B/E DTD 02/01/09 N/C	P	2011-05-26	2011-11-04
200000 shrs of FNMA GTD MTG PASS THRU CTFS POOL 995515 4 500 03/01/39 B/E DTD 02/01/09 N/C	P	2011-05-26	2011-12-06
200000 shrs of FNMA GTD MTG PASS THRU CTFS POOL 995515 4 500 03/01/39 B/E DTD 02/01/09 N/C	P	2011-05-26	2011-12-31
200000 shrs of FNMA GTD MTG PASS THRU CTFS POOL AC8540 4 500 12/01/24 B/E DTD 12/01/09 N/C	P	2011-01-27	2011-02-04
200000 shrs of FNMA GTD MTG PASS THRU CTFS POOL AC8540 4 500 12/01/24 B/E DTD 12/01/09 N/C	P	2011-01-27	2011-03-04
200000 shrs of FNMA GTD MTG PASS THRU CTFS POOL AC8540 4 500 12/01/24 B/E DTD 12/01/09 N/C	P	2011-01-27	2011-04-06
60000 shrs of FNMA GTD MTG PASS THRU CTFS POOL AC8540 4 500 12/01/24 B/E DTD 12/01/09 N/C	P	2011-01-27	2011-04-07
140000 shrs of FNMA GTD MTG PASS THRU CTFS POOL AC8540 4 500 12/01/24 B/E DTD 12/01/09 N/C	P	2011-01-27	2011-05-05
140000 shrs of FNMA GTD MTG PASS THRU CTFS POOL AC8540 4 500 12/01/24 B/E DTD 12/01/09 N/C	P	2011-01-27	2011-06-06
140000 shrs of FNMA GTD MTG PASS THRU CTFS POOL AC8540 4 500 12/01/24 B/E DTD 12/01/09 N/C	P	2011-01-27	2011-07-07
140000 shrs of FNMA GTD MTG PASS THRU CTFS POOL AC8540 4 500 12/01/24 B/E DTD 12/01/09 N/C	P	2011-01-27	2011-08-04
140000 shrs of FNMA GTD MTG PASS THRU CTFS POOL AC8540 4 500 12/01/24 B/E DTD 12/01/09 N/C	P	2011-01-27	2011-09-07
140000 shrs of FNMA GTD MTG PASS THRU CTFS POOL AC8540 4 500 12/01/24 B/E DTD 12/01/09 N/C	P	2011-01-27	2011-10-06
140000 shrs of FNMA GTD MTG PASS THRU CTFS POOL AC8540 4 500 12/01/24 B/E DTD 12/01/09 N/C	P	2011-01-27	2011-11-04
140000 shrs of FNMA GTD MTG PASS THRU CTFS POOL AC8540 4 500 12/01/24 B/E DTD 12/01/09 N/C	P	2011-01-27	2011-12-06
140000 shrs of FNMA GTD MTG PASS THRU CTFS POOL AC8540 4 500 12/01/24 B/E DTD 12/01/09 N/C	P	2011-01-27	2011-12-31
170000 shrs of FNMA GTD MTG PASS THRU CTFS POOL AE0375 4 000 07/01/25 B/E DTD 09/01/10 N/C	P	2011-02-11	2011-03-04
170000 shrs of FNMA GTD MTG PASS THRU CTFS POOL AE0375 4 000 07/01/25 B/E DTD 09/01/10 N/C	P	2011-02-11	2011-04-06
40000 shrs of FNMA GTD MTG PASS THRU CTFS POOL AE0375 4 000 07/01/25 B/E DTD 09/01/10 N/C	P	2011-02-11	2011-04-07
130000 shrs of FNMA GTD MTG PASS THRU CTFS POOL AE0375 4 000 07/01/25 B/E DTD 09/01/10 N/C	P	2011-02-11	2011-05-05
130000 shrs of FNMA GTD MTG PASS THRU CTFS POOL AE0375 4 000 07/01/25 B/E DTD 09/01/10 N/C	P	2011-02-11	2011-06-06
130000 shrs of FNMA GTD MTG PASS THRU CTFS POOL AE0375 4 000 07/01/25 B/E DTD 09/01/10 N/C	P	2011-02-11	2011-07-07
130000 shrs of FNMA GTD MTG PASS THRU CTFS POOL AE0375 4 000 07/01/25 B/E DTD 09/01/10 N/C	P	2011-02-11	2011-08-04
130000 shrs of FNMA GTD MTG PASS THRU CTFS POOL AE0375 4 000 07/01/25 B/E DTD 09/01/10 N/C	P	2011-02-11	2011-09-07
130000 shrs of FNMA GTD MTG PASS THRU CTFS POOL AE0375 4 000 07/01/25 B/E DTD 09/01/10 N/C	P	2011-02-11	2011-10-06
130000 shrs of FNMA GTD MTG PASS THRU CTFS POOL AE0375 4 000 07/01/25 B/E DTD 09/01/10 N/C	P	2011-02-11	2011-11-04

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
130000 shrs of FNMA GTD MTG PASS THRU CTFS POOL AE0375 4 000 07/01/25 B/E DTD 09/01/10 N/C	P	2011-02-11	2011-12-06
130000 shrs of FNMA GTD MTG PASS THRU CTFS POOL AE0375 4 000 07/01/25 B/E DTD 09/01/10 N/C	P	2011-02-11	2011-12-31
140000 shrs of FNMA GTD MTG PASS THRU CTFS POOL AE3049 4 500 09/01/40 B/E DTD 09/01/10 N/C	P	2010-11-29	2011-02-04
140000 shrs of FNMA GTD MTG PASS THRU CTFS POOL AE3049 4 500 09/01/40 B/E DTD 09/01/10 N/C	P	2010-11-29	2011-03-04
140000 shrs of FNMA GTD MTG PASS THRU CTFS POOL AE3049 4 500 09/01/40 B/E DTD 09/01/10 N/C	P	2010-11-29	2011-04-06
40000 shrs of FNMA GTD MTG PASS THRU CTFS POOL AE3049 4 500 09/01/40 B/E DTD 09/01/10 N/C	P	2010-11-29	2011-04-07
100000 shrs of FNMA GTD MTG PASS THRU CTFS POOL AE3049 4 500 09/01/40 B/E DTD 09/01/10 N/C	P	2010-11-29	2011-05-05
100000 shrs of FNMA GTD MTG PASS THRU CTFS POOL AE3049 4 500 09/01/40 B/E DTD 09/01/10 N/C	P	2010-11-29	2011-06-06
100000 shrs of FNMA GTD MTG PASS THRU CTFS POOL AE3049 4 500 09/01/40 B/E DTD 09/01/10 N/C	P	2010-11-29	2011-07-07
100000 shrs of FNMA GTD MTG PASS THRU CTFS POOL AE3049 4 500 09/01/40 B/E DTD 09/01/10 N/C	P	2010-11-29	2011-08-04
100000 shrs of FNMA GTD MTG PASS THRU CTFS POOL AE3049 4 500 09/01/40 B/E DTD 09/01/10 N/C	P	2010-11-29	2011-09-07
100000 shrs of FNMA GTD MTG PASS THRU CTFS POOL AE3049 4 500 09/01/40 B/E DTD 09/01/10 N/C	P	2010-11-29	2011-10-06
100000 shrs of FNMA GTD MTG PASS THRU CTFS POOL AE3049 4 500 09/01/40 B/E DTD 09/01/10 N/C	P	2010-11-29	2011-11-04
100000 shrs of FNMA GTD MTG PASS THRU CTFS POOL AE3049 4 500 09/01/40 B/E DTD 09/01/10 N/C	P	2010-11-29	2011-12-31
100000 shrs of FNMA GTD MTG PASS THRU CTFS POOL AI7778 4 000 07/01/41 B/E DTD 07/01/11 N/C	P	2011-09-27	2011-10-06
100000 shrs of FNMA GTD MTG PASS THRU CTFS POOL AI7778 4 000 07/01/41 B/E DTD 07/01/11 N/C	P	2011-09-27	2011-11-04
100000 shrs of FNMA GTD MTG PASS THRU CTFS POOL AI7778 4 000 07/01/41 B/E DTD 07/01/11 N/C	P	2011-09-27	2011-12-06
20000 shrs of FORD MTR CR CO GLOBAL NT 7 000 10/01/13 B/E DTD 09/23/03 CLB CALLABLE	P	2010-11-23	2011-04-07
20000 shrs of GENERAL ELEC CAP CORP MEDIUM TERM NTS MED TRM NTS SER-A PRCE SPPL 3717 6 750 03/15/32	P	2010-11-22	2011-04-07
50000 shrs of GOLDMAN SACHS GROUP INC SR NT 5 700 09/01/12 B/E DTD 08/27/02 CLB MATURED	P	2010-03-16	2011-01-07
70000 shrs of GOLDMAN SACHS GROUP INC SR NT 5 700 09/01/12 B/E DTD 08/27/02 CLB MATURED	P	2010-03-16	2011-02-02
20000 shrs of HANESBRANDS INC FIXED RATE SR NT 8 000 12/15/16 B/E DTD 12/10/09 CLB CLB 12/15/13 104	P	2011-03-16	2011-04-07
20000 shrs of MASCO CORP FIXED RT SR NT 7 125 03/15/20 B/E DTD 03/10/10 N/C	P	2010-12-17	2011-04-07
55000 shrs of MASCO CORP FIXED RT SR NT 7 125 03/15/20 B/E DTD 03/10/10 N/C	P	2010-12-17	2011-11-01
30000 shrs of MEDTRONIC INC FIXED RT SR NT 3 000 03/15/15 B/E DTD 03/16/10 CLB CALLABLE	P	2010-03-26	2011-02-08
85000 shrs of MORGAN STANLEY NT 6 600 04/01/12 B/E DTD 04/03/02 CLB MATURED	P	2010-05-05	2011-01-04
5000 shrs of ORACLE CORP / OZARK HLDG INC NT 5 250 01/15/16 B/E DTD 01/13/06 CLB CALLABLE	P	2010-09-09	2011-02-11
15000 shrs of PETROBRAS INTL FINANCE COMPANY LTD ISINUS71645WAM38 5 875 03/01/18 B/E DTD 11/01/07 CL	P	2011-01-04	2011-04-07
20000 shrs of ROYAL CARIBBEAN CRUISES LTD SR SUB NT 6 875 12/01/13 B/E DTD 11/21/03 CLB CALLABLE	P	2010-11-23	2011-04-07
30000 shrs of SHELL INTL FIN B V GTD NT ISINUS822582AQ52 3 100 06/28/15 B/E DTD 06/28/10 CLB CALLABL	P	2010-06-22	2011-02-11

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
20000 shrs of SLM CORP MEDIUM TERM NTS MED TERM NT 5 375 01/15/13 B/E DTD 12/06/02 N/C	P	2010-11-30	2011-04-07
25000 shrs of TESORO CORP SR NT 6 250 11/01/12 B/E DTD 05/01/06 CLB REF 09/21/12 100 630	P	2011-03-21	2011-04-07
30000 shrs of UNITED STATES BANCORP MEDIUM U S BANCORP MEDIUM TERM NTS- FIXED RT SER R 3 150 03/04/1	P	2010-04-09	2011-03-16
20000 shrs of UNITED STATES STL CORP SR NT 7 000 02/01/18 B/E DTD 12/10/07 CLB CALLABLE	P	2011-02-02	2011-04-07
55000 shrs of UNITED STATES STL CORP SR NT 7 000 02/01/18 B/E DTD 12/10/07 CLB CALLABLE	P	2011-02-02	2011-10-11
15000 shrs of UNITED STATES TREAS BDS 3 875 08/15/40 B/E DTD 08/15/10 N/C	P	2010-11-23	2011-04-07
50000 shrs of UNITED STATES TREAS NTS 1 750 07/31/15 B/E DTD 07/31/10 N/C	P	2010-08-31	2011-02-11
10000 shrs of UNITED STATES TREAS NTS 2 375 09/30/14 B/E DTD 09/30/09 N/C	P	2010-08-26	2011-01-25
45000 shrs of UNITED STATES TREAS NTS 2 625 11/15/20 B/E DTD 11/15/10 N/C	P	2011-01-06	2011-04-07
60000 shrs of UNITED STATES TREAS NTS 2 750 02/15/19 B/E DTD 02/15/09 N/C	P	2010-12-02	2011-04-07
60000 shrs of UNITED STATES TREAS NTS 2 750 02/15/19 B/E DTD 02/15/09 N/C	P	2010-12-02	2011-05-26
30000 shrs of UNITED STATES TREAS NTS 3 625 02/15/20 B/E DTD 02/15/10 N/C	P	2010-11-22	2011-04-07
15000 shrs of VALE OVERSEAS LTD NTS ISINUS91911TAJ25 5 625 09/15/19 B/E DTD 09/15/09 CLB CALLABLE	P	2010-11-30	2011-04-07
5000 shrs of VERIZON COMMUNICATIONS INC NT 5 250 04/15/13 B/E DTD 04/04/08 CLB CALLABLE	P	2010-03-29	2011-01-07
15000 shrs of WACHOVIA CORP GLOBAL MEDIUM TERM SR NTS SENIOR GLOBAL MEDIUM TERM NTS SER G 5 500 05/0	P	2011-03-28	2011-04-07
55000 shrs of WACHOVIA CORP GLOBAL MEDIUM TERM SR NTS SENIOR GLOBAL MEDIUM TERM NTS SER G 5 500 05/0	P	2011-03-28	2011-08-24
70000 shrs of WAL MART STORES INC NT 5 250 09/01/35 B/E DTD 08/31/05 CLB CALLABLE	P	2010-11-23	2011-02-11
30000 shrs of WELLS FARGO CO NEW MEDIUM TERM SR NTS FIXED RATE NTS SER I 3 625 04/15/15 B/E DTD 03/3	P	2010-08-26	2011-03-21
20000 shrs of YUM BRANDS INC SR NT 6 250 03/15/18 B/E DTD 10/19/07 N/C	P	2011-01-04	2011-04-07
30000 shrs of CISCO SYS INC SR NT 5 500 02/22/16 B/E	P	2011-02-22	2011-03-10
30000 shrs of CONOCOPHILLIPS GTD NT 5 75 2/1/19 B/E	P	2010-10-13	2011-03-10
10000 shrs of US BANCORP MEDIUM TERM NTS 4 2 5/15/14 B/E	P	2010-10-13	2011-03-10
52000 shrs of UNITED STATES TREAS NTS 1 4/30/12 B/E	P	2010-05-20	2011-03-10
50000 shrs of UNITED STATES TREAS NTS 1 375 5/15/13 B/E	P	2010-09-15	2011-03-10
64000 shrs of UNITED STATES TREAS NTS 2 625 11/15/20 B/E	P	2010-12-15	2011-03-10
30000 shrs of CISCO SYS INC SR NT 5 25 2/22/11 B/E DTD 2/22/06 CLB	P	2009-04-22	2011-02-22
20000 shrs of BP CAP MKTS P L C GTD NT ISINUS05565QBH02	P	2009-04-22	2011-03-10
40000 shrs of COSTCO WHOLESALE CORP NEW SR NT 5 3 3/15/12 B/E	P	2009-04-21	2011-03-10
45000 shrs of FEDERAL HOME LN MTG CORP REFERENCE NOTES 5 125 7/15/12 B/E	P	2009-04-21	2011-03-10
45000 shrs of FEDERAL HOME LN MTG CORP DEB 4 5 7/15/13 B/E	P	2009-04-21	2011-03-10

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
45000 shrs of FEDERAL NATL MTG ASSN BENCHMARK NOTES 4 625 10/15/14 B/E	P	2009-04-21	2011-03-10
40000 shrs of GENERAL ELEC CAP CORP MEDIUM TERM	P	2009-04-21	2011-03-10
40000 shrs of GOLDMAN SACHS GROUP INC FOR FUTURE EQUITY USE 38 143U	P	2009-04-22	2011-03-10
40000 shrs of HEWLETT PACKARD CO GLOBAL NT 5 25 3/1/12 B/E	P	2009-04-21	2011-03-10
40000 shrs of INTERNATIONAL BUSINESS MACHS CORP	P	2009-04-21	2011-03-10
40000 shrs of NATIONAL RURAL UTILS COOP FIN CORP COLL TR BD	P	2009-04-22	2011-03-10
40000 shrs of ORACLE CORP NT 4 95 4/15/13 CLB	P	2009-04-22	2011-03-10
40000 shrs of TARGET CORP NT 5 875 03/01/12 CLB	P	2009-04-21	2011-03-10
30000 shrs of UNITED PARCEL SVC INC SR NT 5 5 1/15/18 B/E	P	2009-04-22	2011-03-10
40000 shrs of UNITED STATES TREAS NOTE 4 875 2/15/12 B/E	P	2009-04-21	2011-03-10
40000 shrs of UNITED STATES TREAS NTS 4 11/15/12 B/E	P	2009-04-21	2011-03-10
51000 shrs of UNITED STATES TREAS NOTES 3 125 5/15/19 B/E	P	2009-12-23	2011-03-10
40000 shrs of WALGREEN CO NOTES 5 25 1/15/19 B/E	P	2009-04-22	2011-03-10
496 71 shrs of MUTUAL GLOBAL DISCOVERY CLASS Z	P	2010-05-11	2011-08-24
114 152 shrs of NEW WORLD FUND CLASS F-2	P	2010-05-11	2011-08-24
243 shrs of SPDR GOLD TR GOLD SHS	P	2010-05-11	2011-08-24
8 shrs of SELECT SECTOR SPDR TR MATLS	P	2010-05-11	2011-08-24
200 shrs of SELECT SECTOR SPDR TR MATLS	P	2010-05-11	2011-08-24
92 shrs of SELECT SECTOR SPDR TR MATLS	P	2010-05-11	2011-08-24
3 shrs of SELECT SECTOR SPDR TR MATLS	P	2010-05-11	2011-08-24
740 207 shrs of USAA PRECIOUS METALS AND MINERAL FUND	P	2010-05-12	2011-08-24
638 655 shrs of VANGUARD WELLESLEY INCOME FUND	P	2010-05-11	2011-08-24
13 792 shrs of VANGUARD WELLESLEY INCOME FUND	P	2010-06-29	2011-08-24
3285 553 shrs of GOLDMAN SACHS SMALL/ MID-CAP GROWTH FUND CLASS I	P	2011-01-14	2011-08-24
341 72 shrs of GOLDMAN SACHS SMALL/ MID-CAP GROWTH FUND CLASS I	P	2011-03-21	2011-08-24
0 278 shrs of MUTUAL GLOBAL DISCOVERY CLASS Z	P	2010-09-08	2011-08-24
20 417 shrs of MUTUAL GLOBAL DISCOVERY CLASS Z	P	2010-12-21	2011-08-24
1030 288 shrs of MUTUAL GLOBAL DISCOVERY CLASS Z	P	2011-02-09	2011-08-24
170 432 shrs of MUTUAL GLOBAL DISCOVERY CLASS Z	P	2011-03-21	2011-08-24
162 066 shrs of NEW WORLD FUND CLASS F-2	P	2010-11-01	2011-08-24

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
6 325 shrs of NEW WORLD FUND CLASS F-2	P	2010-12-28	2011-08-24
618 65 shrs of NEW WORLD FUND CLASS F-2	P	2011-01-14	2011-08-24
281 848 shrs of NEW WORLD FUND CLASS F-2	P	2011-03-21	2011-08-24
71 shrs of POWERSHARES DB MULTI SECTOR COMMODITY TR POWER SHARES DB AGRIC FD COM UNIT	P	2011-03-21	2011-08-24
429 shrs of POWERSHARES DB MULTI SECTOR COMMODITY TR POWER SHARES DB AGRIC FD COM UNIT	P	2011-03-21	2011-08-24
71 shrs of POWERSHARES DB MULTI SECTOR COMMODITY TR POWER SHARES DB AGRIC FD COM UNIT	P	2011-03-21	2011-08-24
129 shrs of POWERSHARES DB MULTI SECTOR COMMODITY TR POWER SHARES DB AGRIC FD COM UNIT	P	2011-03-21	2011-08-24
487 shrs of POWERSHARES DB MULTI SECTOR COMMODITY TR POWER SHARES DB AGRIC FD COM UNIT	P	2011-03-21	2011-08-24
100 shrs of POWERSHARES DB MULTI SECTOR COMMODITY TR POWER SHARES DB AGRIC FD COM UNIT	P	2011-03-21	2011-08-24
352 shrs of SPDR GOLD TR GOLD SHS	P	2010-11-01	2011-08-24
698 shrs of SPDR GOLD TR GOLD SHS	P	2011-06-23	2011-08-24
659 shrs of SPDR GOLD TR GOLD SHS	P	2011-06-23	2011-09-09
659 shrs of SPDR GOLD TR GOLD SHS	P	2011-06-23	2011-10-13
659 shrs of SPDR GOLD TR GOLD SHS	P	2011-06-23	2011-11-14
659 shrs of SPDR GOLD TR GOLD SHS	P	2011-06-23	2011-12-09
0 972 shrs of USAA PRECIOUS METALS AND MINERAL FUND	P	2010-12-10	2011-08-24
66 997 shrs of USAA PRECIOUS METALS AND MINERAL FUND	P	2010-12-10	2011-08-24
12 876 shrs of USAA PRECIOUS METALS AND MINERAL FUND	P	2010-12-21	2011-08-24
12 758 shrs of VANGUARD WELLESLEY INCOME FUND	P	2010-09-28	2011-08-24
14 692 shrs of VANGUARD WELLESLEY INCOME FUND	P	2010-12-17	2011-08-24
1625 309 shrs of VANGUARD WELLESLEY INCOME FUND	P	2011-03-21	2011-08-24
Section 1250 Gain from 231 shrs of HCP Inc Com	P	2011-04-13	2011-11-22
Section 1256 Contracts Straddle from Schedule K-1	P	2011-12-31	2011-12-31
Section 1256 Contracts Straddle from Schedule K-1	P	2010-12-31	2011-12-31

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
2,364		2,068	296
14,118		12,876	1,242
827		697	130
906		728	178
1,611		1,249	362
922		728	194
17,326		16,051	1,275
215		215	
1,461		1,422	39
2,312		2,177	135
18,863		21,390	-2,527
9,517		10,098	-581
36,820		37,995	-1,175
181		166	15
651		582	69
213		187	26
4,206		3,554	652
96,739		101,217	-4,478
22		24	-2
183		192	-9
182		188	-6
1,316		1,314	2
652		651	1
210		212	-2
179		180	-1
35,854		38,520	-2,666
16,481		17,304	-823
23,942		25,002	-1,060
3,909		4,278	-369
12,712		13,912	-1,200

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
12,521		13,703	-1,182
9,534		10,434	-900
9,725		10,643	-918
1,430		1,565	-135
318		348	-30
17,129		18,186	-1,057
28		27	1
26		25	1
23		21	2
28		24	4
29		25	4
29		24	5
66		60	6
67		54	13
8,208		7,485	723
23,679		22,869	810
311		315	-4
91		93	-2
118,991		118,429	562
1,318		1,297	21
1,267		1,241	26
21,581		21,330	251
8,031		8,253	-222
8,031		8,253	-222
16,062		16,505	-443
1,044		1,073	-29
16,062		16,505	-443
8,397		9,759	-1,362
7,398		7,808	-410
3,534		3,943	-409

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
9,285		11,161	-1,876
19		19	
2,668		2,761	-93
7,358		7,685	-327
9,569		10,455	-886
2,310		2,421	-111
2,455		2,311	144
7,206		8,849	-1,643
13,300		13,499	-199
11,039		10,007	1,032
9,740		10,442	-702
3,518		5,031	-1,513
1,032		1,519	-487
6,436		7,285	-849
9,626		10,190	-564
9,519		10,077	-558
2,340		2,432	-92
9,837		11,677	-1,840
3,471		3,641	-170
6,628		8,135	-1,507
6,817		8,290	-1,473
6,185		7,093	-908
10,807		10,039	768
9,794		11,513	-1,719
4,125		4,727	-602
8,650		11,467	-2,817
9,248		10,208	-960
7,945		7,974	-29
5,396		6,381	-985
10,886		10,887	-1

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
8,582		8,401	181
9,211		9,048	163
1,127		987	140
1,690		1,525	165
11,659		11,386	273
6,234		7,125	-891
974		1,789	-815
6,831		13,379	-6,548
7,731		8,223	-492
7,467		6,852	615
3,405		3,689	-284
5,911		7,618	-1,707
4,800		4,930	-130
7,816		8,088	-272
16,243		15,292	951
10,587		10,991	-404
7,021		10,020	-2,999
8,131		8,190	-59
3,712		4,370	-658
4,466		5,632	-1,166
4,229		5,688	-1,459
10,139		10,711	-572
10,237		10,793	-556
8,149		9,517	-1,368
8,551		9,758	-1,207
22,051		18,484	3,567
10		10	
10		10	
11		10	1
11		9	2

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
5		4	1
5		5	
4		4	
4		4	
7,139		8,840	-1,701
10,207		9,911	296
4,391		5,946	-1,555
5,391		5,188	203
4,150		4,684	-534
4,308		5,116	-808
5,106		5,090	16
5,998		7,119	-1,121
5,509		6,725	-1,216
10,875		11,167	-292
9,167		10,117	-950
9,470		10,191	-721
4,883		6,200	-1,317
5,635		7,605	-1,970
4,581		5,093	-512
32,213		30,995	1,218
31,072		30,000	1,072
31,454		30,094	1,360
33,729		30,288	3,441
16,314		15,053	1,261
16,314		15,394	920
33,932		31,746	2,186
32,771		31,137	1,634
32,695		30,893	1,802
41,828		39,581	2,247
27,175		27,044	131

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
55,188		53,413	1,775
27,622		26,705	917
49,170		48,015	1,155
8,257		8,055	202
2,749		2,917	-168
2,601		2,720	-119
31,480		31,643	-163
33,886		31,922	1,964
85,000		85,000	
32,860		30,984	1,876
35,767		35,123	644
40,417		40,067	350
32,071		29,733	2,338
27,696		26,577	1,119
16,454		15,068	1,386
16,454		15,357	1,097
51,775		50,891	884
27,130		27,289	-159
27,200		26,251	949
21,956		22,274	-318
29,727		30,206	-479
15,739		15,798	-59
54,879		57,770	-2,891
30,921		31,480	-559
30,962		30,374	588
16,806		17,031	-225
15,924		16,015	-91
10,961		10,669	292
24,292		22,583	1,709
20,200		20,286	-86

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
138			138
79,343		77,500	1,843
33,153		31,868	1,285
22,982		22,974	8
57,376		57,376	
32,530		31,782	748
21,944		22,014	-70
57,398		54,684	2,714
20,697		19,966	731
10,349		10,958	-609
73,632		72,847	785
5,520		5,968	-448
3,305		3,574	-269
4,063		4,393	-330
38,041		38,173	-132
2,251		2,434	-183
3,100		3,352	-252
3,135		3,390	-255
2,368		2,561	-193
14,783		14,791	-8
2,356		2,547	-191
2,223		2,404	-181
2,120		2,292	-172
2,270		2,455	-185
1,957		2,116	-159
5,612		5,971	-359
5,092		5,418	-326
4,917		5,231	-314
40,038		40,094	-56
3,259		3,467	-208

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
3,082		3,279	-197
3,071		3,267	-196
3,489		3,712	-223
2,311		2,458	-147
2,911		3,097	-186
3,165		3,367	-202
3,394		3,611	-217
4,278		4,552	-274
20,933		20,715	218
2,268		2,435	-167
1,994		2,141	-147
2,124		2,281	-157
20,840		20,975	-135
1,196		1,285	-89
1,106		1,187	-81
1,243		1,335	-92
1,065		1,144	-79
1,190		1,277	-87
1,191		1,279	-88
1,387		1,489	-102
1,479		1,588	-109
1,415		1,519	-104
2,967		3,147	-180
2,446		2,595	-149
2,128		2,257	-129
2,034		2,158	-124
1,628		1,727	-99
1,986		2,107	-121
2,078		2,205	-127
2,454		2,604	-150

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
2,416		2,563	-147
2,970		3,151	-181
3,101		3,290	-189
3,443		3,632	-189
2,588		2,730	-142
2,233		2,356	-123
60,067		60,696	-629
1,003		1,058	-55
960		1,013	-53
1,044		1,101	-57
1,079		1,138	-59
1,173		1,237	-64
1,204		1,270	-66
1,480		1,561	-81
1,607		1,695	-88
1,539		1,623	-84
2,846		3,074	-228
2,696		2,912	-216
2,921		3,154	-233
26,113		25,962	151
1,848		1,996	-148
1,701		1,837	-136
1,671		1,805	-134
1,530		1,652	-122
1,537		1,660	-123
1,402		1,514	-112
1,418		1,532	-114
1,353		1,461	-108
1,358		1,467	-109
1,112		1,157	-45

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
2,124		2,209	-85
2,386		2,483	-97
2,734		2,845	-111
5,043		5,246	-203
6,067		6,312	-245
4,686		4,875	-189
5,232		5,443	-211
4,266		4,474	-208
2,367		2,483	-116
2,207		2,315	-108
46,905		46,947	-42
1,582		1,659	-77
1,321		1,386	-65
2,142		2,246	-104
1,894		1,986	-92
2,361		2,476	-115
2,729		2,862	-133
3,630		3,807	-177
3,980		4,174	-194
2,963		3,107	-144
1,497		1,530	-33
1,373		1,403	-30
36,164		36,032	132
1,133		1,158	-25
1,087		1,111	-24
1,831		1,871	-40
2,035		2,079	-44
2,157		2,204	-47
3,066		3,133	-67
4,148		4,239	-91

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
3,581		3,660	-79
3,248		3,319	-71
1,109		1,160	-51
685		717	-32
529		553	-24
38,076		39,321	-1,245
437		457	-20
333		348	-15
630		659	-29
951		994	-43
1,149		1,202	-53
2,454		2,566	-112
2,409		2,519	-110
2,174		2,274	-100
704		738	-34
2,209		2,316	-107
1,662		1,743	-81
21,668		21,211	457
21,978		22,042	-64
53,451		52,832	619
74,701		73,801	900
21,701		21,711	-10
20,628		20,635	-7
54,725		56,662	-1,937
30,533		29,861	672
90,582		89,240	1,342
5,539		5,704	-165
15,758		15,995	-237
21,466		21,154	312
30,512		30,099	413

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
20,898		20,211	687
26,321		26,400	-79
30,964		29,839	1,125
20,827		20,785	42
51,700		57,024	-5,324
13,162		14,275	-1,113
49,256		50,941	-1,685
10,362		10,505	-143
41,620		42,038	-418
58,181		60,587	-2,406
60,684		60,578	106
30,553		32,253	-1,700
15,735		16,342	-607
5,440		5,470	-30
16,161		16,171	-10
58,600		58,485	115
67,995		71,663	-3,668
31,185		30,000	1,185
22,323		22,573	-250
33,900		33,894	6
33,938		36,099	-2,161
10,685		10,876	-191
52,341		52,156	185
50,625		50,783	-158
59,880		59,743	137
30,000		30,000	
20,900		20,350	550
41,790		41,179	611
47,804		46,992	812
48,532		47,387	1,145

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
49,612		48,171	1,441
42,600		39,397	3,203
43,020		38,560	4,460
41,600		40,935	665
42,580		41,287	1,293
43,080		40,044	3,036
43,040		41,522	1,518
41,940		40,981	959
33,675		32,407	1,268
41,663		42,284	-621
42,288		42,357	-69
51,159		48,879	2,280
43,820		40,791	3,029
13,565		13,699	-134
5,654		5,355	299
41,553		29,320	12,233
264		258	6
6,611		6,450	161
3,041		2,967	74
99		97	2
31,066		29,364	1,702
14,108		13,348	760
305		283	22
43,731		50,302	-6,571
4,548		5,249	-701
8		8	
558		599	-41
28,137		31,805	-3,668
4,655		5,142	-487
8,027		8,912	-885

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
313		341	-28
30,642		33,902	-3,260
13,960		15,014	-1,054
2,370		2,396	-26
14,320		14,474	-154
2,370		2,396	-26
4,306		4,352	-46
16,251		16,431	-180
3,338		3,374	-36
60,192		46,445	13,747
119,357		103,485	15,872
37		32	5
41		40	1
34		31	3
34		32	2
41		42	-1
2,812		2,871	-59
540		541	-1
282		276	6
325		315	10
35,903		36,066	-163
	2		2
		4,652	-4,652
		6,977	-6,977

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			296
			1,242
			130
			178
			362
			194
			1,275
			39
			135
			-2,527
			-581
			-1,175
			15
			69
			26
			652
			-4,478
			-2
			-9
			-6
			2
			1
			-2
			-1
			-2,666
			-823
			-1,060
			-369
			-1,200

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - I

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-1,182
			-900
			-918
			-135
			-30
			-1,057
			1
			1
			2
			4
			4
			5
			6
			13
			723
			810
			-4
			-2
			562
			21
			26
			251
			-222
			-222
			-443
			-29
			-443
			-1,362
			-410
			-409

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-1,876
			-93
			-327
			-886
			-111
			144
			-1,643
			-199
			1,032
			-702
			-1,513
			-487
			-849
			-564
			-558
			-92
			-1,840
			-170
			-1,507
			-1,473
			-908
			768
			-1,719
			-602
			-2,817
			-960
			-29
			-985
			-1

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - I

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			181
			163
			140
			165
			273
			-891
			-815
			-6,548
			-492
			615
			-284
			-1,707
			-130
			-272
			951
			-404
			-2,999
			-59
			-658
			-1,166
			-1,459
			-572
			-556
			-1,368
			-1,207
			3,567
			1
			2

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - I

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			1
			-1,701
			296
			-1,555
			203
			-534
			-808
			16
			-1,121
			-1,216
			-292
			-950
			-721
			-1,317
			-1,970
			-512
			1,218
			1,072
			1,360
			3,441
			1,261
			920
			2,186
			1,634
			1,802
			2,247
			131

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - I

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			1,775
			917
			1,155
			202
			-168
			-119
			-163
			1,964
			1,876
			644
			350
			2,338
			1,119
			1,386
			1,097
			884
			-159
			949
			-318
			-479
			-59
			-2,891
			-559
			588
			-225
			-91
			292
			1,709
			-86

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - I

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			138
			1,843
			1,285
			8
			748
			-70
			2,714
			731
			-609
			785
			-448
			-269
			-330
			-132
			-183
			-252
			-255
			-193
			-8
			-191
			-181
			-172
			-185
			-159
			-359
			-326
			-314
			-56
			-208

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-197
			-196
			-223
			-147
			-186
			-202
			-217
			-274
			218
			-167
			-147
			-157
			-135
			-89
			-81
			-92
			-79
			-87
			-88
			-102
			-109
			-104
			-180
			-149
			-129
			-124
			-99
			-121
			-127
			-150

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - I

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-147
			-181
			-189
			-189
			-142
			-123
			-629
			-55
			-53
			-57
			-59
			-64
			-66
			-81
			-88
			-84
			-228
			-216
			-233
			151
			-148
			-136
			-134
			-122
			-123
			-112
			-114
			-108
			-109
			-45

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - I

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-85
			-97
			-111
			-203
			-245
			-189
			-211
			-208
			-116
			-108
			-42
			-77
			-65
			-104
			-92
			-115
			-133
			-177
			-194
			-144
			-33
			-30
			132
			-25
			-24
			-40
			-44
			-47
			-67
			-91

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - I

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-79
			-71
			-51
			-32
			-24
			-1,245
			-20
			-15
			-29
			-43
			-53
			-112
			-110
			-100
			-34
			-107
			-81
			457
			-64
			619
			900
			-10
			-7
			-1,937
			672
			1,342
			-165
			-237
			312
			413

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			687
			-79
			1,125
			42
			-5,324
			-1,113
			-1,685
			-143
			-418
			-2,406
			106
			-1,700
			-607
			-30
			-10
			115
			-3,668
			1,185
			-250
			6
			-2,161
			-191
			185
			-158
			137
			550
			611
			812
			1,145

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - I

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			1,441
			3,203
			4,460
			665
			1,293
			3,036
			1,518
			959
			1,268
			-621
			-69
			2,280
			3,029
			-134
			299
			12,233
			6
			161
			74
			2
			1,702
			760
			22
			-6,571
			-701
			-41
			-3,668
			-487
			-885

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - I

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-28
			-3,260
			-1,054
			-26
			-154
			-26
			-46
			-180
			-36
			13,747
			15,872
			5
			1
			3
			2
			-1
			-59
			-1
			6
			10
			-163
			2
			-4,652
			-6,977

Form **4562**

**Depreciation and Amortization
(Including Information on Listed Property)**

OMB No 1545-0172

2011

Attachment
Sequence No **179**

Department of the Treasury
Internal Revenue Service (99)

▶ See separate instructions. ▶ Attach to your tax return.

Name(s) shown on return On Shore Foundation	Business or activity to which this form relates 990PF	Identifying number 95-4100318
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Part I Election To Expense Certain Property Under Section 179
Note: If you have any listed property, complete Part V before you complete Part I.

1 Maximum amount (see instructions)	1	\$ 500,000
2 Total cost of section 179 property placed in service (see instructions)	2	
3 Threshold cost of section 179 property before reduction in limitation (see instructions)	3	\$ 2,000,000
4 Reduction in limitation Subtract line 3 from line 2. If zero or less, enter -0-	4	
5 Dollar limitation for tax year Subtract line 4 from line 1. If zero or less, enter -0-. If married filing separately, see instructions	5	

6 (a) Description of property	(b) Cost (business use only)	(c) Elected cost
7 Listed property Enter the amount from line 29	7	
8 Total elected cost of section 179 property Add amounts in column (c), lines 6 and 7	8	
9 Tentative deduction Enter the smaller of line 5 or line 8	9	
10 Carryover of disallowed deduction from line 13 of your 2010 Form 4562	10	
11 Business income limitation Enter the smaller of business income (not less than zero) or line 5 (see instructions)	11	
12 Section 179 expense deduction Add lines 9 and 10, but do not enter more than line 11	12	
13 Carryover of disallowed deduction to 2012 Add lines 9 and 10, less line 12	13	

Note: Do not use Part II or Part III below for listed property. Instead, use Part V.

Part II Special Depreciation Allowance and Other Depreciation (Do not include listed property) (See instructions)

14 Special depreciation allowance for qualified property (other than listed property) placed in service during the tax year (see instructions)	14	
15 Property subject to section 168(f)(1) election	15	
16 Other depreciation (including ACRS)	16	765

Part III MACRS Depreciation (Do not include listed property.) (See instructions.)

Section A

17 MACRS deductions for assets placed in service in tax years beginning before 2011	17	660
18 If you are electing to group any assets placed in service during the tax year into one or more general asset accounts, check here <input type="checkbox"/>		

Section B—Assets Placed in Service During 2011 Tax Year Using the General Depreciation System

(a) Classification of property	(b) Month and year placed in service	(c) Basis for depreciation (business/investment use only—see instructions)	(d) Recovery period	(e) Convention	(f) Method	(g) Depreciation deduction
19a 3-year property						
b 5-year property						
c 7-year property						
d 10-year property						
e 15-year property						
f 20-year property						
g 25-year property			25 yrs		S/L	
h Residential rental property			27 5 yrs	MM	S/L	
			27 5 yrs	MM	S/L	
i Nonresidential real property			39 yrs	MM	S/L	
				MM	S/L	

Section C—Assets Placed in Service During 2011 Tax Year Using the Alternative Depreciation System

20a Class life					S/L	
b 12-year			12 yrs		S/L	
c 40-year			40 yrs	MM	S/L	

Part IV Summary (see instructions)

21 Listed property Enter amount from line 28	21	1,881
22 Total. Add amounts from line 12, lines 14 through 17, lines 19 and 20 in column (g), and line 21. Enter here and on the appropriate lines of your return. Partnerships and S corporations—see instructions	22	3,306
23 For assets shown above and placed in service during the current year, enter the portion of the basis attributable to section 263A costs	23	

Part V Listed Property (Include automobiles, certain other vehicles, certain computers, and property used for entertainment, recreation, or amusement.)

Note: For any vehicle for which you are using the standard mileage rate or deducting lease expense, complete **only 24a, 24b, columns (a) through (c) of Section A, all of Section B, and Section C if applicable.**

Section A—Depreciation and Other Information (Caution: See the instructions for limits for passenger automobiles.)

24a Do you have evidence to support the business/investment use claimed? **Yes** **No** **24b** If "Yes," is the evidence written? **Yes** **No**

(a) Type of property (list vehicles first)	(b) Date placed in service	(c) Business/investment use percentage	(d) Cost or other basis	(e) Basis for depreciation (business/investment use only)	(f) Recovery period	(g) Method/Convention	(h) Depreciation/deduction	(i) Elected section 179 cost
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25 Special depreciation allowance for qualified listed property placed in service during the tax year and used more than 50% in a qualified business use (see instructions) **25**

26 Property used more than 50% in a qualified business use

Auto	2005-10-27	100.000%	23,500	23,500	05.0	200 DB-HY	1,675
Computer	2006-05-22	100.000%	2,033	2,033	05.0	200 DB-HY	117
Computer	2008-05-19	100.000%	1,544	772	05.0	200 DB-HY	89

27 Property used 50% or less in a qualified business use

		%				S/L -	
		%				S/L -	
		%				S/L -	

28 Add amounts in column (h), lines 25 through 27. Enter here and on line 21, page 1 **28** 1,881

29 Add amounts in column (i), line 26. Enter here and on line 7, page 1 **29**

Section B—Information on Use of Vehicles

Complete this section for vehicles used by a sole proprietor, partner, or other "more than 5% owner," or related person. If you provided vehicles to your employees, first answer the questions in Section C to see if you meet an exception to completing this section for those vehicles.

30 Total business/investment miles driven during the year (do not include commuting miles)	(a) Vehicle1		(b) Vehicle2		(c) Vehicle3		(d) Vehicle4		(e) Vehicle5		(f) Vehicle6	
	Yes	No	Yes	No	Yes	No	Yes	No	Yes	No	Yes	No
31 Total commuting miles driven during the year												
32 Total other personal (noncommuting) miles driven												
33 Total miles driven during the year. Add lines 30 through 32												
34 Was the vehicle available for personal use during off-duty hours?												
35 Was the vehicle used primarily by a more than 5% owner or related person?	Yes											
36 Is another vehicle available for personal use?	Yes											

Section C—Questions for Employers Who Provide Vehicles for Use by Their Employees

Answer these questions to determine if you meet an exception to completing Section B for vehicles used by employees who are not more than 5% owners or related persons (see instructions).

37 Do you maintain a written policy statement that prohibits all personal use of vehicles, including commuting, by your employees?	Yes	No
38 Do you maintain a written policy statement that prohibits personal use of vehicles, except commuting, by your employees? See the instructions for vehicles used by corporate officers, directors, or 1% or more owners.		
39 Do you treat all use of vehicles by employees as personal use?		
40 Do you provide more than five vehicles to your employees, obtain information from your employees about the use of the vehicles, and retain the information received?		
41 Do you meet the requirements concerning qualified automobile demonstration use? (See instructions.)		

Note: If your answer to 37, 38, 39, 40, or 41 is "Yes," do not complete Section B for the covered vehicles.

Part VI Amortization

(a) Description of costs	(b) Date amortization begins	(c) Amortizable amount	(d) Code section	(e) Amortization period or percentage	(f) Amortization for this year
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42 Amortization of costs that begins during your 2011 tax year (see instructions)

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43 Amortization of costs that began before your 2011 tax year **43**

44 Total. Add amounts in column (f). See the instructions for where to report **44**

TY 2011 Accounting Fees Schedule

Name: On Shore Foundation

EIN: 95-4100318

Software ID: 11000218

Software Version: 2011.0.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Saranow Duffy, Inc , C P A s	24,299	4,859	4,859	19,440

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2011 Depreciation Schedule

Name: On Shore Foundation

EIN: 95-4100318

Software ID: 11000218

Software Version: 2011.0.0

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
Equipment and Improvements	2002-01-18	48,364	17,559	SL	040	1,631	1,631	1,631	
Auto	2005-10-27	23,500	15,214	200DB	005	1,675	1,675	1,675	

TY 2011 General Explanation Attachment

Name: On Shore Foundation

EIN: 95-4100318

Software ID: 11000218

Software Version: 2011.0.0

Identifier	Return Reference	Explanation
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**TY 2011 Investments Corporate
Bonds Schedule**

Name: On Shore Foundation

EIN: 95-4100318

Software ID: 11000218

Software Version: 2011.0.0

Name of Bond	End of Year Book Value	End of Year Fair Market Value
50000 shrs of America Movil Sa De Cv ISINUS02364WAN56 5.63% 11/15/2017	57,604	57,604
50000 shrs of Bank Amer FDG Corp Sr Med Trm Nts 7.375 05/15/14 B/E DTD 05/13/09 7.38% 05/15/2014	51,843	51,843
55000 shrs of Bear Sterns Cos Inc 6.4 10/02/17 B/E DTD 10/02/07 6.40% 10/02/2017	61,448	61,448
45000 shrs of Boston Ppyts Ltd Partnership Fixed 5.63% 11/15/2020	50,221	50,221
50000 shrs of Chesapeake Energy Corp Sr Nt 9.500 02/15/15 B/E DTD 02/02/09 9.50% 02/15/2015	57,250	57,250
55000 shrs of CIT Group Inc New Secd Nt Ser A 7 05/01/15 B/E DTD 12/10/09 7.00% 05/01/2015	55,110	55,110
55000 shrs of First Horizon Natl Corp Sr Nt 5.375 12/15/15 B/E DTD 12/20/10 5.38% 12/15/2015	55,674	55,674
55000 shrs of Ford Mtr Cr Co Continuously Offered 7.00% 10/01/2013	58,318	58,318
933.893 shrs of Franklin Growth Fund Advisor Class	41,698	41,698
2707.274 shrs of Franklin Intl Small Cap Growth	36,873	36,873
55000 shrs of General Elec Cap Corp Med Term Nts 6.75% 03/15/1932	64,402	64,402
6209.241 shrs of Goldman Sachs Small/Mid-Cap Growth Fund	85,625	85,625
50000 shrs of Hanesbrands Inc Fixed Rate Sr Nt 8 12/15/16 B/E DTD 12/10/09 8.00% 12/15/2016	54,375	54,375
50000 shrs of Health Care REIT Inc Fixed Rt Nt 4.7 09/15/17 B/E DTD 09/10/10 4.70% 09/15/2017	49,657	49,657
50000 shrs of International Lease Fin Corp 5.63% 09/10/2013	48,875	48,875
40000 shrs of Kraft Foods Inc Nt 6.75 02/19/14 B/E DTD 12/19/08 6.75% 02/19/2014	44,454	44,454
3548.507 shrs of Mutual Global Discovery Class Z	97,477	97,477
1580.355 shrs of New World Fund Class F-2	72,823	72,823
55000 shrs of Petrobras Intl Finance Company 5.88% 03/01/2018	59,924	59,924
25000 shrs of Regions Finl Corp New Sr Fixed Rt 7.75 11/10/14 B/E DTD 11/10/09 7.75% 11/10/2014	25,125	25,125
55000 shrs of Royal Caribbean Cruises Ltd Sr Sub Nt 6.875 12/01/13 B/E DTD 11/21/03 6.88% 12/01/2013	58,301	58,301
55000 shrs of SLM Corp Medium Term Nts Med Term Nt 5.375 01/15/13 B/E DTD 12/06/02 5.38% 01/15/2013	55,380	55,380
40000 shrs of Smithfield Foods Inc Sr Secd 144A 10 07/15/14 B/E DTD 07/02/09 10.00% 07/15/2014	46,500	46,500
35000 shrs of Supervalu Inc NT 7.500 05/15/12 B/E DTD 05/16/02 7.50% 05/15/2012	35,438	35,438
50000 shrs of Tesoro Corp Sr Nt 6.25 11/01/12 B/E DTD 6.25% 11/01/2012	51,250	51,250
55000 shrs of Vale Overseas Ltd Nts 5.63% 09/15/2019	59,830	59,830
2895.962 shrs of Vanguard Wellesley Income Fund	66,404	66,404
50000 shrs of Yum Brands Inc Sr Nt 6.25 03/15/18 B/E DTD 10/19/07 6.25% 03/15/2018	58,591	58,591

TY 2011 Investments Corporate Stock Schedule

Name: On Shore Foundation

EIN: 95-4100318

Software ID: 11000218

Software Version: 2011.0.0

Name of Stock	End of Year Book Value	End of Year Fair Market Value
112 shares of 3M Co Com	9,154	9,154
139 shares of Abbott Labs Com	7,816	7,816
340 shares of American Cap Agy Corp Com	9,547	9,547
90 shares of Amgen Inc Com	5,779	5,779
295 shares of Analog Devices Inc	10,555	10,555
678 shares of Annaly Cap Mgmt Inc Com	10,821	10,821
41 shares of Apple Inc Com	16,605	16,605
407 shares of ATT Inc Com	12,308	12,308
322 shares of Babcock Wilcox Co New Com	7,773	7,773
512 shares of Bank of New York Mellon Corp Com	10,194	10,194
669 shares of Cablevision Sys Corp New NY Group Cl A	9,513	9,513
1216 shares of Calvert Short Duration Income	19,241	19,241
2535 shares of Calvert Short Duration Income	40,111	40,111
137 shares of Calvert Short Duration Income	2,173	2,173
74 shares of Chevron Corp New Com	7,874	7,874
159 shares of Chubb Corp	11,006	11,006
105 shares of Clorox Co Com	6,989	6,989
543 shares of Comcast Corp Cl A	12,875	12,875
151 shares of Covidien Plc Shs New	6,797	6,797
250 shares of Du Ponte E I De Nemours Co Com	11,445	11,445
261 shares of El Paso Corp Com	6,935	6,935
257 shares of Endurance Speciality Holdings Ltd Com	9,830	9,830
151 shares of Energy Corp New Com	11,031	11,031
171 shares of Exelon Corp Com	7,416	7,416
84 shares of Goodrich Corp	10,391	10,391
231 shares of HCP Inc Com	9,570	9,570
182 shares of Heinz H J Company	9,835	9,835
334 shares of Intel Corp Com	8,100	8,100
40 shares of International Business Machs Corp Com	7,355	7,355
144 shares of Johnson Johnson Com	9,444	9,444

Name of Stock	End of Year Book Value	End of Year Fair Market Value
97 shares of Lockheed Martin Corp Com	7,847	7,847
104 shares of MT BK Corp	7,939	7,939
215 shares of Medtronic Inc	8,224	8,224
4977 shares of Metropolitan West Total Return Bond	51,612	51,612
594 shares of Metropolitan West Total Return Bond	6,160	6,160
1574 shares of Metropolitan West Total Return Bond	16,326	16,326
597 shares of Metropolitan West Total Return Bond	6,196	6,196
273 shares of Microsoft Corp Com	7,087	7,087
194 shares of National Grid Plc Spon Adr New	9,405	9,405
582 shares of New York Cmnty Bancorp Inc Com	7,199	7,199
366 shares of Nisource Inc Com	8,714	8,714
716 shares of Old Republic Intl Corp	6,637	6,637
3582 shares of PIMCO Emerging Market Bond Fund	40,302	40,302
15294 shares of PIMCO Emerging Market Bond Fund	172,063	172,063
392 shares of PIMCO Emerging Market Bond Fund	4,406	4,406
888 shares of PIMCO Total Return Fund Class D	9,653	9,653
8682 shares of PIMCO Total Return Fund Class D	94,372	94,372
820 shares of PIMCO Total Return Fund Class D	8,914	8,914
2713 shares of Principal High Yield II Fund	20,046	20,046
284 shares of Principal High Yield II Fund	2,102	2,102
148 shares of Procter Gamble Co Com	9,873	9,873
207 shares of Progress Energy Inc Com	11,596	11,596
146 shares of Royal Dutch Shell Plc Sponsored Adr	10,671	10,671
195 shares of Sempra Energy Com	10,725	10,725
767 shares of SPDR Series Tr Barclays High Yield Bd ETF	29,491	29,491
214 shares of St Jude Med Inc Com	7,340	7,340
2498 shares of TCW Emerging Markets Income Fd CI I	20,584	20,584
10329 shares of TCW Emerging Markets Income Fd CI I	85,110	85,110
369 shares of TCW Emerging Markets Income Fd CI I	3,042	3,042
319 shares of Telephone Data Sys Inc Spl Com	7,595	7,595

Name of Stock	End of Year Book Value	End of Year Fair Market Value
5692 shares of Templeton Global Bond Fund Advisor	70,413	70,413
11156 shares of Templeton Global Bond Fund Advisor	137,999	137,999
1288 shares of Templeton Global Bond Fund Advisor	15,928	15,928
328 shares of Time Warner Inc New Com	11,854	11,854
174 shares of Ultra Pete Corp Com	5,156	5,156
287 shares of Unilever Nv New York Shs New	9,864	9,864
1835 shares of Vanguard GNMA Fund	20,316	20,316
136 shares of Vanguard GNMA Fund	1,506	1,506
1892 shares of Vanguard Short-Term Bond Portfolio	20,071	20,071
60 shares of Vanguard Short-Term Bond Portfolio	641	641
345 shares of Vodafone Group Plc Spon Adr New	9,670	9,670
184 shares of Wal Mart Stores Inc Com	10,996	10,996
417 shares of Weatherford Intl Ltd Reg	6,105	6,105
1154 shares of Xerox Corporation	9,186	9,186
83 shares of Zimmer Hldgs Inc Com	4,434	4,434

**TY 2011 Investments Government
Obligations Schedule**

Name: On Shore Foundation

EIN: 95-4100318

Software ID: 11000218

Software Version: 2011.0.0

**US Government Securities - End of
Year Book Value:** 1,705,648

**US Government Securities - End of
Year Fair Market Value:** 1,705,648

**State & Local Government
Securities - End of Year Book
Value:**

**State & Local Government
Securities - End of Year Fair
Market Value:**

TY 2011 Investments - Land Schedule

Name: On Shore Foundation

EIN: 95-4100318

Software ID: 11000218

Software Version: 2011.0.0

Category/ Item	Cost/Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
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TY 2011 Investments - Other Schedule**Name:** On Shore Foundation**EIN:** 95-4100318**Software ID:** 11000218**Software Version:** 2011.0.0

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
Life Insurance	AT COST	614,225	614,225
3164.89 shrs of Dreyfus Treasury Prime Inv Sh	FMV	3,165	3,165
438 shrs of Ishares Tr MSCI EAFE Index Fd	FMV	21,694	21,694
2157 shrs of Ishares Tr Russell 2000 Index Fd	FMV	159,079	159,079
1038 shrs of Powershares Db Multi Sector Commodity Tr Power Shares Db Agric Fd Com Unit	FMV	29,977	29,977
712 shrs of Sector Spdr Tr Shs Ben Int Consumer	FMV	23,133	23,133
463 shrs of Sector Spdr Tr Shs Ben Int Industrial	FMV	15,626	15,626
186 shrs of Select Sector Spdr Tr Energy	FMV	12,858	12,858
82 shrs of SPDR Gold Tr Gold SHS	FMV	12,463	12,463
659 shrs of SPDR Gold Tr Gold Shs	FMV	100,161	100,161
3077 shrs of SPDR SP 500 ETF Tr Tr Unit	FMV	386,164	386,164

TY 2011 Land, Etc. Schedule

Name: On Shore Foundation

EIN: 95-4100318

Software ID: 11000218

Software Version: 2011.0.0

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
Equipment and Improvements	48,365	19,190	29,175	696
Auto	23,500	16,889	6,611	13,299

TY 2011 Other Decreases Schedule**Name:** On Shore Foundation**EIN:** 95-4100318**Software ID:** 11000218**Software Version:** 2011.0.0

Description	Amount
Market Adjustment in Investments	98,096

TY 2011 Other Expenses Schedule

Name: On Shore Foundation

EIN: 95-4100318

Software ID: 11000218

Software Version: 2011.0.0

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Bank Charges	47			47
Insurance	270			270
Investment Expense	4,071	4,071	4,071	
Office Expense	681			681

TY 2011 Other Income Schedule

Name: On Shore Foundation

EIN: 95-4100318

Software ID: 11000218

Software Version: 2011.0.0

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
Interest from Tax Overpayment	67		

TY 2011 Other Professional Fees Schedule

Name: On Shore Foundation

EIN: 95-4100318

Software ID: 11000218

Software Version: 2011.0.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Pershing Adviser Solutions	82,665	82,665	82,665	

TY 2011 Taxes Schedule

Name: On Shore Foundation

EIN: 95-4100318

Software ID: 11000218

Software Version: 2011.0.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Foreign Tax	643	643	643	0
Income Tax	6,058	6,058	6,058	0