Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2011

For calendar year 2011 or tax year beginning FEB 1, 2011 , and ending JAN 31, 2012

Name of foundation: THE RICH FOUNDATION, INC.

A Employer identification number: 58-6038037

Number and street (or P O box number if mail is not delivered to street address): 11 PIEDMONT CENTER — Room/suite:

B Telephone number: (404) 262-2499

City or town, state, and ZIP code: ATLANTA, GA 30305

C If exemption application is pending, check here ▶ [ ]

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

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

H Check type of organization: [X] Section 501(c)(3) exempt private foundation [ ] Section 4947(a)(1) nonexempt charitable trust [ ] Other taxable private foundation

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

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶$ 44,450,513.

J Accounting method [X] Cash [ ] Accrual [ ] Other (specify) (Part I, column (d) must be on cash basis.)

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

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received			N/A	
	2 Check ▶ [X] if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	1,224,657.	1,224,657.		STATEMENT 2
	5a Gross rents	117.	117.		STATEMENT 3
	b Net rental income or (loss) 117.				
	6a Net gain or (loss) from sale of assets not on line 10	1,746,019.			STATEMENT 1
	b Gross sales price for all assets on line 6a 42,113,203.				
	7 Capital gain net income (from Part IV, line 2)		1,711,626.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss)				
	11 Other income	228,842.	224,442.		STATEMENT 4
	12 **Total.** Add lines 1 through 11	3,199,635.	3,160,842.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	3,000.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees STMT 5	17,763.	13,322.		4,441.
	c Other professional fees STMT 6	362,521.	287,521.		75,000.
	17 Interest				
	18 Taxes STMT 7	143,565.	12,472.		0.
	19 Depreciation and depletion				
	20 Occupancy	19,765.	14,824.		4,941.
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses STMT 8	147,906.	138,198.		1,130.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	694,520.	466,337.		85,512.
	25 Contributions, gifts, grants paid	2,813,001.			2,813,001.
	26 **Total expenses and disbursements.** Add lines 24 and 25	3,507,521.	466,337.		2,898,513.
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-307,886.			
	b **Net investment income** (if negative, enter -0-)		2,694,505.		
	c **Adjusted net income** (if negative, enter -0-)			N/A	

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

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	3,457,045.	1,507,270.	1,507,270.
	3 Accounts receivable ▶			
	Less allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U S and state government obligations			
	b Investments - corporate stock STMT 9	9,964,760.	9,648,123.	11,250,366.
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 10	28,085,409.	30,043,935.	31,692,875.
	14 Land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶)	2.	2.	2.
	16 **Total assets** (to be completed by all filers)	41,507,216.	41,199,330.	44,450,513.
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			
	22 Other liabilities (describe ▶)			
	23 **Total liabilities** (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ [X] and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	41,507,216.	41,199,330.	
	28 Paid-in or capital surplus, or land, bldg , and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	0.	0.	
	30 **Total net assets or fund balances**	41,507,216.	41,199,330.	
	31 **Total liabilities and net assets/fund balances**	41,507,216.	41,199,330.	

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	41,507,216.
2	Enter amount from Part I, line 27a	2	-307,886.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	41,199,330.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	41,199,330.

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				
b	SEE ATTACHED STATEMENTS			
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a				
b				
c				
d				
e	42,113,203.		40,401,577.	1,711,626.

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

	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a				
b				
c				
d				
e				1,711,626.

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7; If (loss), enter -0- in Part I, line 7 } **2** 1,711,626.

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)
If gain, also enter in Part I, line 8, column (c)
If (loss), enter -0- in Part I, line 8 **3** N/A

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2010	1,956,334.	46,443,331.	.042123
2009	1,836,257.	39,771,553.	.046170
2008	2,328,809.	45,843,637.	.050799
2007	2,579,385.	52,804,304.	.048848
2006	2,401,375.	48,886,697.	.049121

2	Total of line 1, column (d)	2	.237061
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	.047412
4	Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	47,571,538.
5	Multiply line 4 by line 3	5	2,255,462.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	26,945.
7	Add lines 5 and 6	7	2,282,407.
8	Enter qualifying distributions from Part XII, line 4	8	2,898,513.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 Date of ruling or determination letter ______ (attach copy of letter if necessary-see instructions) b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ [X] and enter 1% of Part I, line 27b c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		1	26,945.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	26,945.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	0.
5 **Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-		5	26,945.
6 Credits/Payments			
a 2011 estimated tax payments and 2010 overpayment credited to 2011	6a 97,285.		
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments Add lines 6a through 6d		7	97,285.
8 Enter any **penalty** for underpayment of estimated tax Check here [X] if Form 2220 is attached		8	
9 **Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶		9	
10 **Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶		10	70,340.
11 Enter the amount of line 10 to be **Credited to 2012 estimated tax** ▶ 70,340. **Refunded** ▶		11	0.

Part VII-A Statements Regarding Activities

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

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

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

Website address ▶ N/A

14 The books are in care of ▶ THOMAS J. ASHER Telephone no ▶ (404)262-2499
Located at ▶ 11 PIEDMONT CENTER, ATLANTA, GA ZIP+4 ▶ 30305

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** - Check here ▶ ☐
and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 N/A

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

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

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

			Yes	No
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? **(Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? N/A	1b		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2011?	1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)).			
a	At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? ☐ Yes ☒ No			
	If "Yes," list the years ▶ ____, ____, ____, ____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions) N/A	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ ____, ____, ____, ____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2011 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011.)* N/A	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011?	4b		X

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

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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? ☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? N/A **5b**

Organizations relying on a current notice regarding disaster assistance check here ▶ ☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A ☐ Yes ☐ No

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

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** X (No)

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

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

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? N/A **7b**

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

1 List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 11		3,000.	0.	0.

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

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

Total number of other employees paid over $50,000 ▶ 0

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Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors *(continued)*

3 Five highest-paid independent contractors for professional services. If none, enter "NONE."

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

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	
2	
All other program-related investments See instructions 3	
Total. Add lines 1 through 3 ▶	0.

Part X **Minimum Investment Return** (All domestic foundations must complete this part. Foreign foundations, see instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes			
a	Average monthly fair market value of securities		1a	11,326,211.
b	Average of monthly cash balances		1b	2,465,468.
c	Fair market value of all other assets		1c	34,504,299.
d	**Total** (add lines 1a, b, and c)		1d	48,295,978.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e 0.		
2	Acquisition indebtedness applicable to line 1 assets		2	0.
3	Subtract line 2 from line 1d		3	48,295,978.
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)		4	724,440.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4		5	47,571,538.
6	**Minimum investment return.** Enter 5% of line 5		6	2,378,577.

Part XI **Distributable Amount** (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ▶ ☐ and do not complete this part)

1	Minimum investment return from Part X, line 6		1	2,378,577.
2a	Tax on investment income for 2011 from Part VI, line 5	2a 26,945.		
b	Income tax for 2011 (This does not include the tax from Part VI)	2b 6,324.		
c	Add lines 2a and 2b		2c	33,269.
3	Distributable amount before adjustments Subtract line 2c from line 1		3	2,345,308.
4	Recoveries of amounts treated as qualifying distributions		4	0.
5	Add lines 3 and 4		5	2,345,308.
6	Deduction from distributable amount (see instructions)		6	0.
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1		7	2,345,308.

Part XII **Qualifying Distributions** (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes.		
a	Expenses, contributions, gifts, etc - total from Part I, column (d), line 26	1a	2,898,513.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	2,898,513.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b	5	26,945.
6	**Adjusted qualifying distributions** Subtract line 5 from line 4	6	2,871,568.

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7				2,345,308.
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only			417,952.	
b Total for prior years ____ , ____ , ____		0.		
3 Excess distributions carryover, if any, to 2011				
a From 2006				
b From 2007				
c From 2008				
d From 2009				
e From 2010				
f **Total** of lines 3a through e	0.			
4 Qualifying distributions for 2011 from Part XII, line 4 ▶ $ 2,898,513.				
a Applied to 2010, but not more than line 2a			417,952.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2011 distributable amount				2,345,308.
e Remaining amount distributed out of corpus	135,253.			
5 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 **Enter the net total of each column as indicated below.**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	135,253.			
b Prior years' undistributed income Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b Taxable amount - see instructions		0.		
e Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount - see instr			0.	
f Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2012				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2006 not applied on line 5 or line 7	0.			
9 **Excess distributions carryover to 2012.** Subtract lines 7 and 8 from line 6a	135,253.			
10 Analysis of line 9				
a Excess from 2007				
b Excess from 2008				
c Excess from 2009				
d Excess from 2010				
e Excess from 2011 135,253.				

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

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

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

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

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

1 **Information Regarding Foundation Managers:**

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

NONE

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

NONE

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

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

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

SEE STATEMENT 12

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

c Any submission deadlines

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SEE ATTACHMENT C-1	N/A	PUBLIC CHARITY	UNRESTRICTED	2,813,001.
Total			▶ 3a	2,813,001.
b *Approved for future payment*				
NONE				
Total			▶ 3b	0.

Part XVI-A **Analysis of Income-Producing Activities**

Enter gross amounts unless otherwise indicated	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	1,224,657.	
5 Net rental income or (loss) from real estate					
a Debt-financed property			16	117.	
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income	531390	4,400.	16	224,442.	
8 Gain or (loss) from sales of assets other than inventory			18	1,746,019.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue					
a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)		4,400.		3,195,235.	0.

13 **Total.** Add line 12, columns (b), (d), and (e) 13 3,199,635.

(See worksheet in line 13 instructions to verify calculations)

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

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

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

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

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

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

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

b If "Yes," complete the following schedule

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

Sign Here

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

Thomas J. Asher 12-14-12 President

Signature of officer or trustee | Date | Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
RONALD J. GREEN	Ronald J Green	12-13-12		P00153816
Firm's name ▶ STEPHEN M. BERMAN & ASSOC., L.L.C.			Firm's EIN ▶ 58-1540139	
Firm's address ▶ 3475 LENOX ROAD, N.E., SUITE 950 ATLANTA 30326			Phone no 404-262-2181	

Form **990-PF** (2011)

123622
12-02-11

23421209 747509 18118 2011.05020 THE RICH FOUNDATION, INC. 18118 1

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	STATEMENT D1.1	P	VARIOUS	VARIOUS
b	PASSTHROUGH - POST TRADITIONAL HIGH YIELD, LP	P	VARIOUS	12/31/11
c	PASSTHROUGH - POST TRADITIONAL HIGH YIELD, LP	P	VARIOUS	12/31/11
d	PASSTHROUGH - COLCHESTER GLOBAL BOND FUND	P	VARIOUS	12/31/11
e	PASSTHROUGH - COLCHESTER GLOBAL BOND FUND	P	VARIOUS	12/31/11
f	PASSTHROUGH - FORESTER OPPORTUNITIES FUND	P	VARIOUS	12/31/11
g	PASSTHROUGH - FORESTER OPPORTUNITIES FUND	P	VARIOUS	12/31/11
h	PASSTHROUGH - THE SANDERSON INTERNATIONAL VALUE F	P	VARIOUS	12/31/11
i	PASSTHROUGH - THE SANDERSON INTERNATIONAL VALUE F	P	VARIOUS	12/31/11
j	PASSTHROUGH - IR & M CORE BOND FUND II, LLC	P	VARIOUS	12/31/11
k	PASSTHROUGH - IR & M CORE BOND FUND II, LLC	P	VARIOUS	12/31/11
l	PASSTHROUGH - GRYPHON INTERNATIONAL EAFE GROWTH F	P	VARIOUS	12/31/11
m	PASSTHROUGH - GRYPHON INTERNATIONAL EAFE GROWTH F	P	VARIOUS	12/31/11
n	LITIGATION PROCEEDS - LUCENT TEC CL	P	VARIOUS	08/08/11
o	LITIGATION PROCEEDS - MAXIM INTERGRATED PRODS INC	P	VARIOUS	12/08/11

	(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	41,654,721.		40,367,184.	1,287,537.
b	-24,434.			-24,434.
c	70,354.			70,354.
d	15,918.			15,918.
e	33,996.			33,996.
f	89,162.		4,662.	84,500.
g	274,289.		29,731.	244,558.
h	12,996.			12,996.
i	158,568.			158,568.
j	5,712.			5,712.
k	101.			101.
l	-29,621.			-29,621.
m	-150,143.			-150,143.
n	67.			67.
o	1,517.			1,517.

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

	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a				1,287,537.
b				-24,434.
c				70,354.
d				15,918.
e				33,996.
f				84,500.
g				244,558.
h				12,996.
i				158,568.
j				5,712.
k				101.
l				-29,621.
m				-150,143.
n				67.
o				1,517.

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter "-0-" in Part I, line 7 }	2	1,711,626.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) If (loss), enter "-0-" in Part I, line 8	3	N/A

123591
05-01-11

SUNTRUST

ACCOUNT C110934

DETAIL OF ASSETS HELD

AS OF 1/31/12

RICH FOUNDATION/COMBINED CUST

SHARES PAR VALUE	ASSET DESCRIPTION	CUSIP NUMBER MOODYS	MARKET VALUE MARKET PRICE	% MKT YLD MKT	COST UNIT COST	UNREALIZED GAIN/LOSS	ACCRUED INCOME EST ANN INCOME
	STIF & MONEY MARKET FUNDS						
	SHORT TERM INVT US GOVT						
352,500.160	FEDERATED MONEY MKT OBLIGS TR GOVT OBLIG INSTL CL #5 FFS 1102734	609005DF7	352,500.16 1.000	0.79 0.01	352,500.16 1.00	0.00	2.78 35.12
238,752.130	FEDERATED MONEY MKT OBLIGS TR GOVT OBLIG INSTL CL #5 FFS 1129680	609005DF7	238,752.13 1.000	0.54 0.01	238,752.13 1.00	0.00	5.07 23.79
370,681.130	FEDERATED MONEY MKT OBLIGS TR GOVT OBLIG INSTL CL #5 FFS 7914624	609005DF7	370,681 13 1.000	0.83 0.01	370,681.13 1.00	0.00	3.60 36.93
45,337.020	FEDERATED MONEY MKT OBLIGS TR GOVT OBLIG INSTL CL #5 FFS 7928044	609005DF7	45,337.02 1.000	0.10 0.01	45,337.02 1.00	0.00	0.31 4.52
1,007,270.440	TOTAL SHORT TERM INVT US GOVT		1,007,270.44	2.27 0.01	1,007,270.44	0.00	11.76 100.36
1,007,270.440	TOTAL STIF & MONEY MARKET FUNDS		1,007,270.44	2.27 0.01	1,007,270.44	0.00	11.76 100.36
	EQUITY SECURITIES						
	DOMESTIC COMMON						
	ENERGY						
1,650.000	CAMERON INTL CORP COM 1102734	13342B105	87,780.00 53.200	0.20 0.00	74,396.45 45.09	13,383.55	0.00 0.00
3,600 000	EXXON MOBIL CORP COM 7914624	30231G102	301,464.00 83.740	0 68 2.25	248,863.70 69.13	52,600.30	0.00 6,768.00

SUNTRUST

DETAIL OF ASSETS HELD

AS OF 1/31/12

ACCOUNT C110934

RICH FOUNDATION/COMBINED CUST

SHARES PAR VALUE	ASSET DESCRIPTION	CUSIP NUMBER MOODYS	MARKET VALUE MARKET PRICE	% MKT YLD MKT	COST UNIT COST	UNREALIZED GAIN/LOSS	ACCRUED INCOME EST ANN INCOME
2,000.000	HALLIBURTON CO COM 1102734	406216101	73,560.00 36.780	0.17 0.98	87,269.11 43.63	-13,709.11	0.00 720.00
2,000.000	NATIONAL OILWELL VARCO INC COM 7914624	637071101	147,960.00 73.980	0.33 0.65	139,155.09 69.58	8,804.91	0.00 960.00
1,400.000	OCCIDENTAL PETROLEUM CORP COM 1102734	674599105	139,678 00 99.770	0.32 1.85	112,752.21 80.54	26,925.79	0.00 2,576.00
10,650.000	TOTAL ENERGY		750,442.00	1.69 1.47	662,436.56	88,005.44	0.00 11,024.00
	MATERIALS						
2,951.000	CALGON CARBON CORP COM 7928044	129603106	48,219.34 16.340	0.11 0.00	43,048.69 14.59	5,170.65	0.00 0.00
2,007.000	GLOBE SPECIALTY METALS INC COM 7928044	37954N206	27,455.76 13.680	0.06 1.46	45,214.10 22.53	-17,758.34	0.00 401.40
1,500.000	MONSANTO CO NEW COM 1102734	61166W101	123,075.00 82.050	0.28 1.46	99,415.32 66.28	23,659.68	0.00 1,800.00
4,000.000	SIGMA-ALDRICH CORP COM 7914624	826552101	272,160.00 68.040	0.61 1.06	279,383.37 69.85	-7,223.37	0.00 2,880.00
10,458.000	TOTAL MATERIALS		470,910.10	1.06 1.08	467,061.48	3,848.62	0 00 5,081.40
	INDUSTRIALS						
4,200.000	C H ROBINSON WORLDWIDE INC COM NEW 7914624	12541W209	289,128.00 68.840	0.65 1.92	216,891.02 51.64	72,236.98	0.00 5,544.00

SUNTRUST

DETAIL OF ASSETS HELD

AS OF 1/31/12

ACCOUNT C110934

RICH FOUNDATION/COMBINED CUST

SHARES PAR VALUE	ASSET DESCRIPTION	CUSIP NUMBER MOODYS	MARKET VALUE MARKET PRICE	% MKT YLD MKT	COST UNIT COST	UNREALIZED GAIN/LOSS	ACCRUED INCOME EST ANN INCOME
5,000.000	DONALDSON INC COM 7914624	257651109	361,500.00 72.300	0.81 0.89	206,218.45 41.24	155,281.55	0.00 3,200 00
1,300.000	EMERSON ELEC CO COM 1102734	291011104	66,794.00 51.380	0.15 3.12	59,531.57 45.79	7,262.43	0.00 2,080 00
800.000	FLUOR CORP COM NEW 1102734	343412102	44,992.00 56.240	0.10 1.14	38,577.18 48.22	6,414.82	0.00 512.00
5,200.000	GENERAL ELEC CO COM 1102734	369604103	97,292.00 18.710	0.22 3.64	92,224.67 17.74	5,067.33	0.00 3,536.00
1,200.000	HIGHER ONE HLDGS INC COM 7928044	42983D104	20,328.00 16.940	0.05 0.00	21,805.97 18.17	-1,477.97	0.00 0.00
631.000	POLYPORE INTL INC COM 7928044	73179V103	24,028.48 38.080	0.06 0.00	34,675.29 54.95	-10,646.81	0.00 0.00
1,800.000	UNITED PARCEL SVC INC CL B COM 1102734	911312106	136,170.00 75.650	0.31 2.75	130,887.51 72.72	5,282.49	0.00 3,744.00
20,131.000	TOTAL INDUSTRIALS		1,040,232.48	2.34 1.79	800,811.66	239,420.82	0.00 18,616.00
	CONSUMER DISCRETIONARY						
240.000	AMAZON INC COM 1102734	023135106	46,665.60 194.440	0.11 0.00	46,304.30 192.93	361.30	0.00 0.00
1,850.000	BED BATH & BEYOND INC COM 1102734	075896100	112,295.00 60.700	0.25 0.00	101,659 46 54.95	10,635.54	0 00 0.00

STATEMENT A-1

SUNTRUST

ACCOUNT C110934

DETAIL OF ASSETS HELD

AS OF 1/31/12

RICH FOUNDATION/COMBINED CUST

SHARES PAR VALUE	ASSET DESCRIPTION	CUSIP NUMBER MOODYS	MARKET VALUE MARKET PRICE	% MKT YLD MKT	COST UNIT COST	UNREALIZED GAIN/LOSS	ACCRUED INCOME EST ANN INCOME
868.000	BODY CENT CORP COM 7928044	09689U102	23,323.16 26.870	0.05 0.00	18,954.62 21.84	4,368.54	0 00 0.00
1,129.000	BRAVO BRIO RESTAURANT GROUP INC COM 7928044	10567B109	21,733.25 19.250	0.05 0.00	19,414.94 17.20	2,318.31	0.00 0.00
1,478.000	CROCS INC COM 7928044	227046109	28,111.56 19.020	0.06 0.00	24,918.96 16.86	3,192.60	0.00 0.00
1,277 000	K12 INC COM 7928044	48273U102	28,592.03 22.390	0.07 0.00	42,725.91 33.46	-14,133.88	0.00 0.00
1,850.000	MCDONALDS CORP COM 1102734	580135101	183,242.50 99.050	0.41 2.83	124,244.95 67.16	58,997.55	0.00 5,180.00
1,000.000	NIKE INC CL B COM 1102734	654106103	103,990.00 103.990	0.23 1.39	66,811.47 66.81	37,178.53	0.00 1,440.00
2,000.000	OMNICOM GROUP COM 1102734	681919106	91,220.00 45.610	0.21 2.19	91,377.75 45.69	-157.75	0.00 2,000.00
815.000	SHUTTERFLY INC COM 7928044	82568P304	19,339.95 23.730	0.04 0.00	25,783.12 31.64	-6,443.17	0.00 0.00
2,150.000	TJX COS INC COM NEW 1102734	872540109	146,501.00 68.140	0.33 1.12	85,397.18 39.72	61,103.82	0.00 1,634.00
2,229.000	US AUTO PARTS NETWORK INC COM 7928044	90343C100	11,100.42 4.980	0.03 0.00	16,543 10 7.42	-5,442.68	0.00 0.00

SunTrust

ACCOUNT C110934

DETAIL OF ASSETS HELD

AS OF 1/31/12

RICH FOUNDATION/COMBINED CUST

SHARES PAR VALUE	ASSET DESCRIPTION	CUSIP NUMBER MOODYS	MARKET VALUE MARKET PRICE	% MKT YLD MKT	COST UNIT COST	UNREALIZED GAIN/LOSS	ACCRUED INCOME EST ANN INCOME
922.000	VERA BRADLEY INC COM 7928044	92335C106	33,016.82 35.810	0.08 0.00	30,077.87 32.62	2,938.95	0.00 0.00
480.000	ZUMIEZ INC COM 7928044	989817101	13,708.80 28.560	0.03 0.00	11,907.63 24.81	1,801.17	0.00 0.00
18,288.000	TOTAL CONSUMER DISCRETIONARY		862,840.09	1.94 1.19	706,121.26	156,718.83	0.00 10,254.00
	CONSUMER STAPLES						
2,950.000	COCA-COLA CO COM 1102734	191216100	199,213.50 67.530	0.45 2.78	157,676.33 53.45	41,537.17	0.00 5,546.00
1,350.000	COLGATE PALMOLIVE CO COM 1102734	194162103	122,472.00 90.720	0.28 2.56	113,527.08 84.09	8,944.92	783 00 3,132 00
1,450.000	COSTCO WHOLESALE CORP COM 1102734	22160K105	119,291.50 82.270	0.27 1.17	88,172.64 60.81	31,118.86	0 00 1,392.00
5,100.000	KRAFT FOODS INC CL A COM 1102734	50075N104	195,330.00 38.300	0.44 3.03	162,733.13 31.91	32,596.87	0.00 5,916.00
2,400.000	PEPSICO INC COM 1102734	713448108	157,608.00 65.670	0.36 3.14	148,037.22 61.68	9,570.78	0.00 4,944.00
3,006.000	PROCTER & GAMBLE CO COM 1102734	742718109	189,498.24 63.040	0.43 3.33	189,004.74 62.88	493.50	1,578.15 6,312.60
16,256.000	TOTAL CONSUMER STAPLES		983,413.24	2.21 2.77	859,151.14	124,262.10	2,361.15 27,242 60
	HEALTH CARE						

SunTrust

DETAIL OF ASSETS HELD

AS OF 1/31/12

ACCOUNT C110934

RICH FOUNDATION/COMBINED CUST

SHARES PAR VALUE	ASSET DESCRIPTION	CUSIP NUMBER MOODYS	MARKET VALUE MARKET PRICE	% MKT YLD MKT	COST UNIT COST	UNREALIZED GAIN/LOSS	ACCRUED INCOME EST ANN INCOME
3,600.000	ABBOTT LABS COM 1102734	002824100	194,940.00 54.150	0.44 3.55	177,249.42 49.24	17,690.58	1,728 00 6,912.00
1,950.000	ALLERGAN INC COM 1102734	018490102	171,424.50 87.910	0.39 0.23	113,536.29 58.22	57,888.21	0.00 390.00
2,400.000	AMERISOURCEBERGEN CORP COM 1102734	03073E105	93,528.00 38.970	0.21 1.34	93,574.54 38.99	-46.54	0.00 1,248.00
2,242.000	BIO REFERENCE LABS INC COM 7928044	09057G602	43,382.70 19.350	0.10 0.00	51,840.22 23.12	-8,457.52	0.00 0.00
702.000	CATALYST HEALTH SOLUTIONS INC COM 7928044	14888B103	38,441.52 54.760	0.09 0.00	35,154.58 50.08	3,286.94	0.00 0.00
7,000.000	EXPRESS SCRIPTS INC COM 7914624	302182100	358,120.00 51.160	0.81 0.00	218,271.33 31.18	139,848.67	0.00 0.00
1,700.000	GEN-PROBE INC NEW COM 7914624	36866T103	113,713.00 66.890	0.26 0.00	76,683.56 45.11	37,029.44	0.00 0 00
781.000	HEALTHSTREAM INC COM 7928044	42222N103	14,510.98 18.580	0.03 0.00	9,371.04 12.00	5,139.94	0.00 0 00
1,400.000	IDEXX LABS INC COM 7914624	45168D104	118,426.00 84.590	0.27 0.00	47,112.18 33.65	71,313.82	0.00 0 00
721 000	MASIMO CORP COM 7928044	574795100	15,407.77 21.370	0.04 0.00	18,866 76 26.17	-3,458.99	0 00 0 00

SUNTRUST

ACCOUNT C110934

DETAIL OF ASSETS HELD

AS OF 1/31/12

RICH FOUNDATION/COMBINED CUST

SHARES PAR VALUE	ASSET DESCRIPTION	CUSIP NUMBER MOODYS	MARKET VALUE MARKET PRICE	% MKT YLD MKT	COST UNIT COST	UNREALIZED GAIN/LOSS	ACCRUED INCOME EST ANN INCOME
1,900.000	MEDCO HEALTH SOLUTIONS INC COM 1102734	58405U102	117,838.00 62.020	0.27 0.00	105,891.46 55.73	11,946.54	0.00 0.00
1,356.000	MEDIDATA SOLUTIONS INC COM 7928044	58471A105	28,340.40 20.900	0.06 0.00	32,611.85 24.05	-4,271.45	0.00 0.00
4,692.000	MERGE HEALTHCARE INC COM 7928044	589499102	25,712.16 5.480	0.06 0.00	22,434.01 4.78	3,278.15	0.00 0.00
2,826.000	OMNICELL INC COM 7928044	68213N109	43,746.48 15 480	0.10 0.00	35,009.95 12.39	8,736.53	0.00 0.00
2,950.000	STRYKER CORP COM 1102734	863667101	163,518.50 55.430	0.37 1.53	153,366.31 51.99	10,152.19	0.00 2,507.50
3,600.000	TECHNE CORP COM 7914624	878377100	245,700.00 68.250	0.55 1.64	240,263.52 66.74	5,436.48	0.00 4,032.00
955.000	THORATEC CORP COM 7928044	885175307	28,105.65 29.430	0.06 0.00	28,012.71 29.33	92 94	0.00 0.00
4,200.000	VARIAN MEDICAL SYS INC COM 7914624	92220P105	276,654.00 65.870	0.62 0.00	204,962.63 48.80	71,691.37	0.00 0.00
774.000	ZOLL MED CORP COM 7928044	989922109	53,104.14 68.610	0.12 0.00	30,182.97 39.00	22,921.17	0.00 0.00
45,749.000	TOTAL HEALTH CARE		2,144,613.80	4.83 0.70	1,694,395.33	450,218.47	1,728.00 15,089.50

FINANCIALS

SUNTRUST

ACCOUNT C110934

DETAIL OF ASSETS HELD

AS OF 1/31/12

RICH FOUNDATION/COMBINED CUST

SHARES PAR VALUE	ASSET DESCRIPTION	CUSIP NUMBER MOODYS	MARKET VALUE MARKET PRICE	% MKT YLD MKT	COST UNIT COST	UNREALIZED GAIN/LOSS	ACCRUED INCOME EST ANN INCOME
1,414.000	CBOE HLDGS INC COM 7928044	12503M108	36,184.26 25.590	0.08 1.88	34,006.25 24 05	2,178.01	0.00 678.72
1,000.000	CME GROUP INC COM 7914624	12572Q105	239,510.00 239.510	0.54 2.34	346,177.64 346.18	-106,667.64	0.00 5,600.00
1,095.000	EZCORP INC COM 7928044	302301106	29,367.90 26.820	0.07 0.00	25,823 43 23.58	3,544.47	0.00 0.00
1,201.000	MSCI INC CL A 7928044	55354G100	39,128.58 32.580	0.09 0.00	37,794.50 31.47	1,334.08	0.00 0.00
4,710.000	TOTAL FINANCIALS		344,190.74	0.78 1.83	443,801.82	-99,611.08	0.00 6,278.72
	INFORMATION TECHNOLOGY						
1,282.000	ADVENT SOFTWARE INC COM 7928044	007974108	33,652.50 26.250	0.08 0.00	35,349.91 27.57	-1,697.41	0.00 0.00
1,013.000	ANCESTRY.COM INC COM 7928044	032803108	29,984.80 29.600	0.07 0.00	25,068.43 24.75	4,916.37	0 00 0.00
490.000	APPLE INC COM 1102734	037833100	223,675.20 456.480	0.50 0.00	165,452.33 337.66	58,222.87	0.00 0.00
1,831.000	ARUBA NETWORKS INC COM 7928044	043176106	40,611.58 22.180	0.09 0.00	40,333.00 22.03	278.58	0.00 0.00
6,000.000	AUTOMATIC DATA PROCESSING INC COM 7914624	053015103	328,680.00 54.780	0.74 2.89	268,794.32 44.80	59,885.68	0.00 9,480.00

SUNTRUST

ACCOUNT C110934

DETAIL OF ASSETS HELD

AS OF 1/31/12

RICH FOUNDATION/COMBINED CUST

SHARES PAR VALUE	ASSET DESCRIPTION	CUSIP NUMBER MOODYS	MARKET VALUE MARKET PRICE	% MKT YLD MKT	COST UNIT COST	UNREALIZED GAIN/LOSS	ACCRUED INCOME EST ANN INCOME
4,500.000	CISCO SYS INC COM 1102734	17275R102	88,402.50 19.645	0.20 1.22	83,371.49 18.53	5,031.01	0 00 1,080 00
1,953.000	COMSCORE INC COM 7928044	20564W105	43,258.95 22.150	0.10 0.00	32,718.80 16.75	10,540.15	0 00 0.00
1,133 000	DEALERTRACK HLDGS INC COM 7928044	242309102	30,964.89 27.330	0.07 0.00	19,707.86 17.39	11,257.03	0.00 0.00
4,137.000	DICE HLDGS INC COM 7928044	253017107	39,177.39 9.470	0.09 0.00	51,817.92 12.53	-12,640.53	0.00 0.00
160.000	GOOGLE INC CL A COM 1102734	38259P508	92,817.60 580.110	0.21 0 00	86,256.72 539.10	6,560.88	0.00 0.00
2,885.000	IMMERSION CORP COM 7928044	452521107	16,242.55 5.630	0.04 0.00	24,919.26 8.64	-8,676.71	0.00 0 00
12,000.000	INTEL CORP COM 7914624	458140100	317,040.00 26.420	0.71 3.18	242,958.59 20.25	74,081.41	0.00 10,080.00
5,346.000	KIT DIGITAL INC COM NEW 7928044	482470200	57,897.18 10.830	0.13 0.00	64,243.74 12.02	-6,346.56	0.00 0 00
2,652.000	LIVEPERSON INC COM 7928044	538146101	31,824.00 12.000	0.07 0.00	29,386.68 11.08	2,437.32	0.00 0.00
1,035.000	LOGMEIN INC COM 7928044	54142L109	41,224.05 39.830	0.09 0.00	43,209.47 41.75	-1,985.42	0.00 0.00

SUNTRUST

ACCOUNT C110934

DETAIL OF ASSETS HELD

AS OF 1/31/12

RICH FOUNDATION/COMBINED CUST

SHARES PAR VALUE	ASSET DESCRIPTION	CUSIP NUMBER MOODYS	MARKET VALUE MARKET PRICE	% MKT YLD MKT	COST UNIT COST	UNREALIZED GAIN/LOSS	ACCRUED INCOME EST ANN INCOME
1,800.000	METTLER-TOLEDO INTL INC COM 7914624	592688105	315,900.00 175.500	0.71 0.00	173,692.47 96.50	142,207.53	0.00 0.00
1,892.000	NIC INC COM 7928044	62914B100	23,668.92 12.510	0.05 0.00	16,594.36 8.77	7,074.56	0 00 0 00
937.000	OSI SYS INC DE COM 7928044	671044105	50,345.01 53.730	0.11 0.00	26,882.80 28.69	23,462.21	0 00 0 00
1,650.000	ORACLE CORP COM 1102734	68389X105	46,546.50 28.210	0.11 0.85	52,588.23 31.87	-6,041.73	153.00 396.00
629.000	PEGASYSTEMS INC COM 7928044	705573103	17,838.44 28.360	0.04 0.42	18,330.51 29.14	-492.07	0.00 75.48
3,200.000	QUALCOMM CORP COM 1102734	747525103	188,224.00 58.820	0.42 1.46	147,619.46 46.13	40,604.54	0.00 2,752.00
1,330.000	SKYWORKS SOLUTIONS INC COM 7928044	83088M102	28,701.40 21.580	0.07 0.00	22,857.25 17.19	5,844.15	0.00 0.00
1,264.000	SOLARWINDS INC COM 7928044	83416B109	39,955.04 31.610	0.09 0.00	23,981.87 18.97	15,973.17	0 00 0 00
1,294.000	SOURCEFIRE INC COM 7928044	83616T108	40,139.88 31.020	0.09 0.00	32,207.73 24.89	7,932.15	0 00 0 00
2,686.000	SUPER MICRO COMPUTER INC COM 7928044	86800U104	45,312.82 16.870	0.10 0.00	42,389.44 15.78	2,923.38	0.00 0 00

SUNTRUST

ACCOUNT C110934

DETAIL OF ASSETS HELD

AS OF 1/31/12

RICH FOUNDATION/COMBINED CUST

SHARES PAR VALUE	ASSET DESCRIPTION	CUSIP NUMBER MOODYS	MARKET VALUE MARKET PRICE	% MKT YLD MKT	COST UNIT COST	UNREALIZED GAIN/LOSS	ACCRUED INCOME EST ANN INCOME
742 000	TALEO CORP COM CL A 7928044	87424N104	26,719.42 36.010	0.06 0.00	17,600.61 23.72	9,118.81	0.00 0.00
5,000.000	TERADATA CORP DEL COM 7914624	88076W103	267,800.00 53.560	0.60 0.00	264,518.24 52.90	3,281.76	0.00 0.00
3,098.000	TRIQUINT SEMICONDUCTOR INC COM 7928044	89674K103	18,557.02 5.990	0.04 0.00	14,885.89 4.80	3,671.13	0.00 0.00
917.000	ULTRATECH INC COM 7928044	904034105	26,822.25 29.250	0.06 0.00	17,743.86 19.35	9,078.39	0 00 0 00
1,200.000	VISA INC CL A COM 1102734	92826C839	120,768.00 100.640	0.27 0.88	105,098.69 87.58	15,669.31	0 00 1,056 00
1,274.000	VOCUS INC COM 7928044	92858J108	29,212.82 22.930	0.07 0.00	24,708.33 19.39	4,504.49	0 00 0.00
922.000	VOLTERRA SEMICONDUCTOR CORP COM 7928044	928708106	27,825.96 30.180	0.06 0.00	21,176.92 22.97	6,649.04	0.00 0.00
436.000	WEBMD HEALTH CORP COM 7928044	94770V102	12,225.44 28.040	0.03 0.00	13,921.70 31.93	-1,696.26	0.00 0.00
6,721 000	ZIX CORP COM 7928044	98974P100	20,297.42 3.020	0.05 0.00	23,135.33 3.44	-2,837.91	0.00 0.00
83,409.000	TOTAL INFORMATION TECHNOLOGY		2,762,313.53	6.22 0.90	2,273,522.21	488,791.32	153.00 24,919.48
209,651.000	TOTAL DOMESTIC COMMON		9,358,955.98	21.06 1.27	7,907,301 46	1,451,654.52	4,242.15 118,505.70
	FOREIGN COMMON & ADR						

SunTrust

ACCOUNT C110934

DETAIL OF ASSETS HELD

AS OF 1/31/12

RICH FOUNDATION/COMBINED CUST

SHARES PAR VALUE	ASSET DESCRIPTION	CUSIP NUMBER MOODYS	MARKET VALUE MARKET PRICE	% MKT YLD MKT	COST UNIT COST	UNREALIZED GAIN/LOSS	ACCRUED INCOME EST ANN INCOME
1,950.000	ACCENTURE PLC CL A COM 1102734	G1151C101	111,813.00 57 340	0 25 2 36	99,472.51 51.01	12,340.49	0.00 2,632.50
7,000 000	CENOVUS ENERGY INC CAD COM US EXCHG 7914624	15135U109	255,080.00 36.440	0.57 2 16	200,073.59 28.58	55,006.41	0.00 5,502.00
933 000	IMAX CORP CAD COM 7928044	45245E109	19,322.43 20.710	0 04 0 00	20,040.28 21.48	-717.85	0.00 0.00
50 000	SGS SA CHF 1 SHS REGD 7914624	4824778	89,821.66 1,796.433	0 20 3 94	63,691.34 1,273.83	26,130.32	0 00 3,534 15
683 000	SXC HEALTH SOLUTIONS CORP COM 7928044	78505P100	43,069.98 63.060	0 10 0 00	24,744.17 36.23	18,325.81	0 00 0 00
1,130.000	SCHLUMBERGER LTD COM 1102734	806857108	84,942.10 75.170	0.19 1.46	76,890.40 68.04	8,051.70	0 00 1,243 00
10,000.000	SGS S A ADR 7914624	818800104	179,900.00 17.990	0.41 0.95	135,078.48 13 51	44,821.52	0.00 1,700.00
2,200.000	UNILEVER NV NY REGS SHS 1102734	904784709	73,370.00 33.350	0.17 3.16	72,692.47 33.04	677.53	0.00 2,318.80
23,946.000	TOTAL FOREIGN COMMON & ADR		857,319.17	1.93 1.98	692,683.24	164,635.93	0.00 16,930.45
	EXCHANGE TRADED FUNDS						
12,000.000	ISHARES TR 1-3 YR TREAS INDEX FD 7914624	464287457	1,014,840.00 84.570	2.28 0.81	1,013,040.00 84.42	1,800 0C	0.00 8,220.00
12,000.000	TOTAL EXCHANGE TRADED FUNDS		1,014,840.00	2.28 0.81	1,013,040.00	1,800.00	0.00 8,220 00
245,597.000	TOTAL EQUITY SECURITIES		11,231,115.15	25.27 1.28	9,613,024.70	1,618,090.45	4,242.15 143,656.15
	Adj. for pending items	@ 1/31/2012	19251.27		35,097.91		
			11,250,366.42		9,648,122.61		

THE RICH FOUNDATION, INC.
ASSETS - INVESTMENT - MUTUAL FUNDS
58-6038037
1/31/2012

STATEMENT A-2

SHS. PAR VALUE	ASSET DESCRIPTION		TAX COST		MARKET VALUE
44631.567	DFA INVT DIMENSIONS GROUP EMERGING MKTS VAULE FUND		1,543,668		1,319,309
49730.118	FIRST PACIFIC ADVISORS FDS		1,428,329		1,919,583
130422.134	PIMCO FDS COMMODITY REAL RETURN		1,211,286		894,696
22475.379	VAN ECK FDS		1,256,476		1,085,561
205424.839	PIMCO FDS TOTAL RETURN FD		2,261,102		2,284,324
84142.359	VANGUARD FIXED INCOME SECS FDS		2,171,942		2,382,912
TOTAL ASSETS			9,872,802		9,886,384

THE RICH FOUNDATION, INC.
ASSETS - INVESTMENTS - OTHER
58-6038037
1/31/2012

STATEMENT A-3

	ASSET DESCRIPTION		TAX COST		MARKET VALUE
	Tiff Absolute Return Pool II		2,943,475		4,527,601
	Post Traditional High Yield LP		2,522,211		2,382,825
	The Colchester Global Bond Fund		2,270,982		2,237,006
	Forester Opportunities		3,580,344		3,855,409
	The Sanderson International Value FD		3,491,391		3,329,113
	Income Research & Mgmt.		2,533,008		2,546,884
	Gryphon International		2,829,722		2,927,653
TOTAL ASSETS			20,171,133 00		21,806,490.61

The Rich Foundation, Inc
Schedule of Grants and Donations
Form 990-PF
1/31/2012

Recipient	Relationship	Status	Purpose	Amount
Adaptive Learning Center	N/A	Public	Educational	5,000.00
Aid Atlanta	N/A	Public	Civic	5,000.00
Alliance Theatre	N/A	Public	Civic	25,000.00
American Heart Assn,. SE Affiliate	N/A	Public	Medical	37,500.00
American Jewish Committee - Atlanta Chapter	N/A	Public	Civic	10,000 00
Art Now	N/A	Public	Civic	5,000 00
Art Station	N/A	Public	Civic	5,000 00
Asian American Service Agency	N/A	Public	Civic	5,000 00
Atlanta Ballet Inc.	N/A	Public	Civic	100,000.00
Atlanta Botanical Gardens	N/A	Public	Civic	25,000.00
Atlanta Center for Sufficiency	N/A	Public	Civic	25,000.00
Atlanta Community Food Bank	N/A	Public	Civic	25,000.00
Atlanta Contemporary Arts Center	N/A	Public	Civic	10,000.00
Atlanta Day Shrlter for Women & Children	N/A	Public	Civic	10,000 00
Atlanta History Center	N/A	Public	Civic	100,000 00
Atlanta Neighborhood Partnership	N/A	Public	Civic	25,000 00
Atlanta Opera	N/A	Public	Civic	10,000 00
Atlanta Police Foundation	N/A	Public	Civic	25,000.00
Atlanta Speech School	N/A	Public	Educational	50,000.00
Big Brothers Big Sisters	N/A	Public	Civic	50,000.00
Bobby Dodd Institute	N/A	Public	Educational	25,000.00
Boys & Girls Club of Metro Atlanta	N/A	Public	Civic	5,000 00
Camp Sunshine	N/A	Public	Civic	5,000 00
Carrie-Steele Pitts Home	N/A	Public	Civic	10,000.00
Center for the Visually Impaired	N/A	Public	Civic	10,000 00
Chattahoochee Natural Center	N/A	Public	Civic	25,000.00
Children's Healthcare of Atlanta	N/A	Public	Medical	100,000.00
Chris Kids, Inc	N/A	Public	Civic	10,000.00
Cool Girls	N/A	Public	Civic	5,000.00
Covenant Community, Inc	N/A	Public	Civic	10,000.00
Create Your Dreams	N/A	Public	Civic	5,000 00
Crohn's & Colitis Foundation	N/A	Public	Medical	5,000 00
Elaine Clark Center	N/A	Public	Civic	10,000.00
Emory University	N/A	Public	Educational	250,000 00
Families First	N/A	Public	Civic	15,000.00
Fernbank Museum of Natural History	N/A	Public	Civic	10,000.00
Foundation Center Atlanta	N/A	Public	Civic	5,000.00
Foundation of Wesley Woods	N/A	Public	Civic	10,000 00
Fraser Center	N/A	Public	Civic	6,500 00
Fulton County Court App Special Adv.	N/A	Public	Civic	5,000 00
Furniture Bank of Metro Atlanta	N/A	Public	Civic	5,000 00
Genesis Shelter	N/A	Public	Civic	20,000.00
Georgia Campaign for Adolescent	N/A	Public	Civic	10,000.00
Georgia Center for Non-Profits	N/A	Public	Civic	10,000.00
Georgia Conservancy	N/A	Public	Civic	15,000.00
Georgia Ensemble Theatre	N/A	Public	Civic	5,000.00

Georgia Independence College Assn	N/A	Public	Civic	15,000 00
Georgia Shakespeare Festival	N/A	Public	Civic	5,000 00
Girl Scouts of Greater Atlanta	N/A	Public	Civic	50,000 00
Goodwill Industries	N/A	Public	Civic	5,000 00
Grady Health System	N/A	Public	Medical	200,000 00
Hands on Atlanta	N/A	Public	Civic	20,000.00
High Museum of Art	N/A	Public	Civic	100,000.00
Hillside Inc	N/A	Public	Civic	25,000.00
Horizon Theatre Company	N/A	Public	Civic	5,000.00
Imagine It Children's Museum	N/A	Public	Civic	20,000.00
Jerusalem House Inc.	N/A	Public	Civic	10,000.00
Jewish Family & Career Services	N/A	Public	Civic	10,000 00
Kate's Club	N/A	Public	Civic	5,000.00
Kipp Metro Schools of Atlanta	N/A	Public	Educational	25,000.00
Latin American Association	N/A	Public	Civic	10,000.00
Lekotek of Georgia	N/A	Public	Civic	3,000 00
Medshare	N/A	Public	Medical	25,000.00
Midtown Assistance Center, Inc.	N/A	Public	Civic	10,000.00
Morehouse School of Medicine	N/A	Public	Medical	100,000.00
Museum of Contemporary Art	N/A	Public	Civic	10,000.00
Museum of Design Atlanta	N/A	Public	Civic	25,000.00
National Center for Civil & Human Rights	N/A	Public	Civic	100,000.00
National Kidney Foundation of Georgia	N/A	Public	Medical	5,000.00
Odyssey family Counseling Center	N/A	Public	Civic	10,000 00
Our House Inc	N/A	Public	Civic	5,000 00
Passtrough-Forester Opportunities Fd	N/A	Public	Civic	1 00
Peidmont Hospital	N/A	Public	Medical	250,000 00
Prevent Blindness Georgia	N/A	Public	Medical	6,000 00
Refugee Family Services	N/A	Public	Civic	5,000 00
Robert W. Woodruff Arts Center Inc	N/A	Public	Civic	150,000 00
Seven Stages	N/A	Public	Civic	5,000 00
Sheltering Arms Early Education	N/A	Public	Educational	25,000.00
Spellman College	N/A	Public	Educational	50,000.00
St. Joseh's Mercy Foundation	N/A	Public	Medical	200,000.00
Teach for America	N/A	Public	Educational	50,000.00
The Study Hall Inc	N/A	Public	Civic	5,000.00
Theatre in the Square	N/A	Public	Civic	5,000.00
Theatrical Outfit	N/A	Public	Civic	5,000.00
Training and Counseling Center	N/A	Public	Civic	5,000.00
Trinity Community Ministries	N/A	Public	Religious	15,000.00
United Negro College Fund, Inc	N/A	Public	Educational	10,000.00
Visiting Nurse/Hospice Atlanta	N/A	Public	Medical	25,000 00
Weinstein Hospice	N/A	Public	Civic	10,000 00
William Breman Jewish Home	N/A	Public	Civic	10,000 00
Year Up Atlanta	N/A	Public	Educational	10,000 00
Youth Communication (VOX)	N/A	Public	Civic	10,000 00
Zoo Atlanta	N/A	Public	Civic	20,000 00
Total Grants and Donations				2,813,001 00

SUNTRUST

ACCOUNT C110934

ASSETS DISPOSED / SOLD

2/01/11 THROUGH 1/31/12

RICH FOUNDATION/COMBINED CUST

EFFECTIVE DATE	DESCRIPTION	SHARES/ PAR VALUE	BROKERAGE COMMISSION	CASH	COST	REALIZED GAIN/LOSS
	STIF & MONEY MARKET FUNDS					
	FEDERATED GOVT OBLIGS-I #5 FFS					
	NET SALES FOR THE PERIOD CUSIP 609005DF7 1102734	4,480,091 530	0 00	4,480,091 53	-4,480,091 53	0 00
	NET SALES FOR THE PERIOD CUSIP 609005DF7 1129680	14,461,794 740	0 00	14,461,794.74	-14,461,794.74	0.00
	NET SALES FOR THE PERIOD CUSIP 609005DF7 7914624	2,946,015 010	0 00	2,946,015 01	-2,946,015 01	0 00
	NET SALES FOR THE PERIOD CUSIP 609005DF7 7928044	497,616.180	0 00	497,616.18	-497,616 18	0 00
	TOTAL FOR ASSET	22,385,517.460	0 00	22,385,517.46	-22,385,517 46	0.00
	TOTAL STIF & MONEY MARKET FUNDS	**22,385,517.460**	**0.00**	**22,385,517.46**	**-22,385,517.46**	**0.00**
	EQUITY SECURITIES					
	ACCENTURE PLC CL A COM					
2/09/11	SOLD THROUGH KNIGHT EQUITY MARKETS L P ON THE NEW YORK STOCK EXCHANGE, INC. MISC 0.50 SETTLEMENT DATE 2/14/11 500 SHARES AT $52.5301 CUSIP G1151C101 1102734	500.000	5.00	26,259 55	-22,498 40	3,761 15

SUNTRUST

ACCOUNT C110934

ASSETS DISPOSED / SOLD

2/01/11 THROUGH 1/31/12

RICH FOUNDATION/COMBINED CUST

EFFECTIVE DATE	DESCRIPTION	SHARES/ PAR VALUE	BROKERAGE COMMISSION	CASH	COST	REALIZED GAIN/LOSS
2/24/11	SOLD THROUGH KNIGHT EQUITY MARKETS L P ON THE NEW YORK STOCK EXCHANGE, INC. MISC 0.99 SETTLEMENT DATE 3/01/11 1,000 SHARES AT $51.4702 CUSIP G1151C101 1102734	1,000 000	10 00	51,459 21	-45,121 80	6,337 41
3/25/11	SOLD THROUGH KNIGHT EQUITY MARKETS L.P ON THE NEW YORK STOCK EXCHANGE, INC MISC 0.21 SETTLEMENT DATE 3/30/11 200 SHARES AT $54.6501 CUSIP G1151C101 1102734	200.000	2.00	10,927.81	-9,051.20	1,876.61
5/26/11	SOLD THROUGH KNIGHT EQUITY MARKETS L.P ON THE NEW YORK STOCK EXCHANGE, INC. MISC 0.33 SETTLEMENT DATE 6/01/11 300 SHARES AT $56.9101 CUSIP G1151C101 1102734	300 000	3 00	17,069 70	-13,576 80	3,492 90
6/13/11	SOLD THROUGH KNIGHT EQUITY MARKETS L.P ON THE NEW YORK STOCK EXCHANGE, INC. MISC 0.05 SETTLEMENT DATE 6/16/11 50 SHARES AT $56.04 CUSIP G1151C101 1102734	50.000	0.50	2,801.45	-2,262.80	538.65
6/17/11	SOLD THROUGH WACHOVIA SECURITIES CAPITAL MISC 0.73 SETTLEMENT DATE 6/22/11 700 SHARES AT $53 9921 CUSIP G1151C101 1102734	700 000	28 00	37,765 74	-31,727 84	6,037 90

SUNTRUST

ACCOUNT C110934

ASSETS DISPOSED / SOLD

2/01/11 THROUGH 1/31/12

RICH FOUNDATION/COMBINED CUST

EFFECTIVE DATE	DESCRIPTION	SHARES/ PAR VALUE	BROKERAGE COMMISSION	CASH	COST	REALIZED GAIN/LOSS
7/11/11	SOLD THROUGH UBS WARBURG ON THE NEW YORK STOCK EXCHANGE, INC. MISC 0.36 SETTLEMENT DATE 7/14/11 300 SHARES AT $61.7357 CUSIP G1151C101 1102734	300.000	12.00	18,508.35	-13,692.46	4,815 89
12/14/11	SOLD THROUGH UBS WARBURG ON THE OTC BULLETIN BOARD MISC 0.25 SETTLEMENT DATE 12/19/11 229 SHARES AT $56.2295 CUSIP G1151C101 1102734	229 000	4 58	12,871 73	-10,405 83	2,465.90
12/15/11	SOLD THROUGH UBS WARBURG ON THE OTC BULLETIN BOARD MISC 0.19 SETTLEMENT DATE 12/20/11 171 SHARES AT $56.5516 CUSIP G1151C101 1102734	171 000	3.42	9,666.71	-7,770 29	1,896 42
12/19/11	SOLD THROUGH UBS WARBURG ON THE NEW YORK STOCK EXCHANGE, INC. MISC 0.18 SETTLEMENT DATE 12/22/11 166 SHARES AT $53.6611 CUSIP G1151C101 1102734	166 000	3 32	8,904.24	-7,559 27	1,344 97
12/20/11	SOLD THROUGH UBS WARBURG ON THE OTC BULLETIN BOARD MISC 0.35 SETTLEMENT DATE 12/23/11 334 SHARES AT $54.3929 CUSIP G1151C101 1102734	334 000	6.68	18,160.20	-15,470.43	2,689.77

SUNTRUST

ACCOUNT C110934

ASSETS DISPOSED / SOLD

2/01/11 THROUGH 1/31/12

RICH FOUNDATION/COMBINED CUST

EFFECTIVE DATE	DESCRIPTION	SHARES/ PAR VALUE	BROKERAGE COMMISSION	CASH	COST	REALIZED GAIN/LOSS
	TOTAL FOR ASSET	3,950 000	78 50	214,394.69	-179,137 12	35,257.57
	ABBOTT LABS COM					
2/09/11	SOLD THROUGH KNIGHT EQUITY MARKETS L.P ON THE NEW YORK STOCK EXCHANGE, INC. MISC 0.35 SETTLEMENT DATE 2/14/11 400 SHARES AT $45.5701 CUSIP 002824100 1102734	400.000	4 00	18,223 69	-21,987 12	-3,763.43
2/24/11	SOLD THROUGH KNIGHT EQUITY MARKETS L.P ON THE NEW YORK STOCK EXCHANGE, INC. MISC 0.81 SETTLEMENT DATE 3/01/11 900 SHARES AT $46.6301 CUSIP 002824100 1102734	900.000	9.00	41,957.28	-48,535.68	-6,578.40
3/25/11	SOLD THROUGH KNIGHT EQUITY MARKETS L.P ON THE NEW YORK STOCK EXCHANGE, INC. MISC 0.09 SETTLEMENT DATE 3/30/11 100 SHARES AT $48 0201 CUSIP 002824100 1102734	100 000	1 00	4,800 92	-5,363 16	-562 24
5/26/11	SOLD THROUGH KNIGHT EQUITY MARKETS L.P. ON THE NEW YORK STOCK EXCHANGE, INC. MISC 0 25 SETTLEMENT DATE 6/01/11 250 SHARES AT $51.9401 CUSIP 002824100 1102734	250.000	2 50	12,982.28	-13,407.90	-425 62

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ACCOUNT C110934

ASSETS DISPOSED / SOLD

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RICH FOUNDATION/COMBINED CUST

EFFECTIVE DATE	DESCRIPTION	SHARES/ PAR VALUE	BROKERAGE COMMISSION	CASH	COST	REALIZED GAIN/LOSS
6/13/11	SOLD THROUGH KNIGHT EQUITY MARKETS L.P ON THE NEW YORK STOCK EXCHANGE, INC. MISC 0.05 SETTLEMENT DATE 6/16/11 50 SHARES AT $51 38 CUSIP 002824100 1102734	50 000	0 50	2,568.45	-2,681 58	-113 13
	TOTAL FOR ASSET	1,700 000	17 00	80,532 62	-91,975.44	-11,442 82
	AEROPOSTALE INC COM					
5/17/11	SOLD THROUGH BAYPOINT TRADING LLC ON THE NEW YORK STOCK EXCHANGE, INC. MISC 0.36 SETTLEMENT DATE 5/20/11 870 SHARES AT $21.1324 CUSIP 007865108 7928044	870 000	43 50	18,341 33	-22,931 83	-4,590 50
	TOTAL FOR ASSET	870.000	43 50	18,341.33	-22,931 83	-4,590 50
	ADVANCED ENERGY INDS INC COM					
8/02/11	SOLD THROUGH BAYPOINT TRADING LLC ON THE OTC BULLETIN BOARD MISC 0.11 SETTLEMENT DATE 8/05/11 544 SHARES AT $10.1015 CUSIP 007973100 7928044	544 000	27 20	5,467.91	-7,317 07	-1,849.16

SUNTRUST

ACCOUNT C110934

ASSETS DISPOSED / SOLD

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RICH FOUNDATION/COMBINED CUST

EFFECTIVE DATE	DESCRIPTION	SHARES/ PAR VALUE	BROKERAGE COMMISSION	CASH	COST	REALIZED GAIN/LOSS
8/03/11	SOLD THROUGH BAYPOINT TRADING LLC ON THE OTC BULLETIN BOARD MISC 0.31 SETTLEMENT DATE 8/08/11 1,584 SHARES AT $10.0136 CUSIP 007973100 7928044	1,584.000	79 20	15,782 03	-21,908 71	-6,126 68
8/04/11	SOLD THROUGH BAYPOINT TRADING LLC ON THE OTC BULLETIN BOARD MISC 0.24 SETTLEMENT DATE 8/09/11 1,262 SHARES AT $9.7472 CUSIP 007973100 7928044	1,262 000	63.10	12,237.63	-16,437 70	-4,200.07
	TOTAL FOR ASSET	3,390.000	169.50	33,487 57	-45,663 48	-12,175 91
	ALLERGAN INC COM					
2/09/11	SOLD THROUGH KNIGHT EQUITY MARKETS L P ON THE NEW YORK STOCK EXCHANGE, INC. MISC 0.56 SETTLEMENT DATE 2/14/11 400 SHARES AT $72.8201 CUSIP 018490102 1102734	400 000	4 00	29,123 48	-23,574.08	5,549 40
2/24/11	SOLD THROUGH KNIGHT EQUITY MARKETS L P ON THE NEW YORK STOCK EXCHANGE, INC. MISC 0.98 SETTLEMENT DATE 3/01/11 700 SHARES AT $73.0501 CUSIP 018490102 1102734	700.000	7 00	51,127 09	-40,765.78	10,361 31

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ASSETS DISPOSED / SOLD

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RICH FOUNDATION/COMBINED CUST

EFFECTIVE DATE	DESCRIPTION	SHARES/ PAR VALUE	BROKERAGE COMMISSION	CASH	COST	REALIZED GAIN/LOSS
3/25/11	SOLD THROUGH KNIGHT EQUITY MARKETS L.P ON THE NEW YORK STOCK EXCHANGE, INC MISC 0.14 SETTLEMENT DATE 3/30/11 100 SHARES AT $70.40 CUSIP 018490102 1102734	100.000	1.00	7,038.86	-5,404.66	1,634.20
4/27/11	SOLD THROUGH J.P MORGAN SECURITIES LLC MISC 0.46 SETTLEMENT DATE 5/02/11 300 SHARES AT $79.2321 CUSIP 018490102 1102734	300 000	12.00	23,757.17	-16,213 98	7,543.19
5/26/11	SOLD THROUGH KNIGHT EQUITY MARKETS L P ON THE NEW YORK STOCK EXCHANGE, INC. MISC 0.31 SETTLEMENT DATE 6/01/11 200 SHARES AT $81.8201 CUSIP 018490102 1102734	200 000	2 00	16,361 71	-10,722 15	5,639 56
6/13/11	SOLD THROUGH KNIGHT EQUITY MARKETS L.P ON THE NEW YORK STOCK EXCHANGE, INC. MISC 0.08 SETTLEMENT DATE 6/16/11 50 SHARES AT $80.04 CUSIP 018490102 1102734	50.000	0.50	4,001.42	-2,658 75	1,342 67
10/24/11	SOLD THROUGH KNIGHT EQUITY MARKETS L.P ON THE NEW YORK STOCK EXCHANGE, INC. MISC 0.34 SETTLEMENT DATE 10/27/11 200 SHARES AT $88 84 CUSIP 018490102 1102734	200 000	2 00	17,765 66	-10,634.98	7,130 68

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ASSETS DISPOSED / SOLD

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RICH FOUNDATION/COMBINED CUST

EFFECTIVE DATE	DESCRIPTION	SHARES/ PAR VALUE	BROKERAGE COMMISSION	CASH	COST	REALIZED GAIN/LOSS
	TOTAL FOR ASSET	1,950 000	28 50	149,175.39	-109,974 38	39,201.01
	AMERISOURCEBERGEN CORP COM					
10/24/11	SOLD THROUGH KNIGHT EQUITY MARKETS L.P ON THE NEW YORK STOCK EXCHANGE, INC. MISC 0.08 SETTLEMENT DATE 10/27/11 100 SHARES AT $40.51 CUSIP 03073E105 1102734	100 000	1 00	4,049.92	-4,094 69	-44.77
	TOTAL FOR ASSET	100.000	1.00	4,049.92	-4,094.69	-44 77
	ANCESTRY COM INC COM					
2/18/11	SOLD THROUGH BAYPOINT TRADING LLC ON THE OTC BULLETIN BOARD MISC 0.24 SETTLEMENT DATE 2/24/11 346 SHARES AT $36.0235 CUSIP 032803108 7928044	346 000	17 30	12,446.59	-6,059 45	6,387.14
4/29/11	SOLD THROUGH BAYPOINT TRADING LLC ON THE OTC BULLETIN BOARD MISC 0.39 SETTLEMENT DATE 5/04/11 443 SHARES AT $45.0674 CUSIP 032803108 7928044	443.000	22 15	19,942.32	-7,856 14	12,086 18
	TOTAL FOR ASSET	789 000	39.45	32,388 91	-13,915 59	18,473.32
	APACHE CORP COM					

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ASSETS DISPOSED / SOLD

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RICH FOUNDATION/COMBINED CUST

EFFECTIVE DATE	DESCRIPTION	SHARES/ PAR VALUE	BROKERAGE COMMISSION	CASH	COST	REALIZED GAIN/LOSS
2/09/11	SOLD THROUGH KNIGHT EQUITY MARKETS L.P ON THE NEW YORK STOCK EXCHANGE, INC MISC 0.45 SETTLEMENT DATE 2/14/11 200 SHARES AT $116.1001 CUSIP 037411105 1102734	200 000	2.00	23,217.57	-23,198.52	19.05
2/24/11	SOLD THROUGH KNIGHT EQUITY MARKETS L.P ON THE NEW YORK STOCK EXCHANGE, INC MISC 0.70 SETTLEMENT DATE 3/01/11 300 SHARES AT $120.9101 CUSIP 037411105 1102734	300 000	3.00	36,269.33	-34,797 78	1,471.55
3/25/11	SOLD THROUGH KNIGHT EQUITY MARKETS L.P ON THE NEW YORK STOCK EXCHANGE, INC. MISC 0.24 SETTLEMENT DATE 3/30/11 100 SHARES AT $125.9601 CUSIP 037411105 1102734	100 000	1.00	12,594.77	-11,599 26	995 51
5/26/11	SOLD THROUGH KNIGHT EQUITY MARKETS L P ON THE NEW YORK STOCK EXCHANGE, INC MISC 0.24 SETTLEMENT DATE 6/01/11 100 SHARES AT $124.0801 CUSIP 037411105 1102734	100.000	1.00	12,406.77	-11,403 80	1,002 97
6/03/11	SOLD THROUGH GOLDMAN, SACHS & CO. MISC 0.69 SETTLEMENT DATE 6/08/11 300 SHARES AT $119.317 CUSIP 037411105 1102734	300 000	12 00	35,782.41	-34,376 01	1,406 40

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ASSETS DISPOSED / SOLD

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RICH FOUNDATION/COMBINED CUST

EFFECTIVE DATE	DESCRIPTION	SHARES/ PAR VALUE	BROKERAGE COMMISSION	CASH	COST	REALIZED GAIN/LOSS
9/13/11	SOLD THROUGH M LYNCH, PIERCE, FENNER, & SMITH MISC 1.62 SETTLEMENT DATE 9/16/11 900 SHARES AT $93.565 CUSIP 037411105 1102734	900 000	36 00	84,170 88	-106,888.07	-22,717 19
	TOTAL FOR ASSET	1,900 000	55.00	204,441.73	-222,263.44	-17,821 71
	APPLE INC COM					
2/09/11	SOLD THROUGH KNIGHT EQUITY MARKETS L.P MISC 0.69 SETTLEMENT DATE 2/14/11 100 SHARES AT $358.62 CUSIP 037833100 1102734	100.000	1.00	35,860 31	-9,011.55	26,848.76
2/24/11	SOLD THROUGH KNIGHT EQUITY MARKETS L.P MISC 0.98 SETTLEMENT DATE 3/01/11 150 SHARES AT $341.2201 CUSIP 037833100 1102734	150 000	1 50	51,180.54	-13,501 18	37,679 36
3/25/11	SOLD THROUGH KNIGHT EQUITY MARKETS L.P. MISC 0.20 SETTLEMENT DATE 3/30/11 30 SHARES AT $350.54 CUSIP 037833100 1102734	30 000	0 30	10,515.70	-2,687 32	7,828 38
5/26/11	SOLD THROUGH KNIGHT EQUITY MARKETS L.P MISC 0.32 SETTLEMENT DATE 6/01/11 50 SHARES AT $336 16 CUSIP 037833100 1102734	50.000	0.50	16,807.18	-4,478.86	12,328 32

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ACCOUNT C110934

ASSETS DISPOSED / SOLD

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RICH FOUNDATION/COMBINED CUST

EFFECTIVE DATE	DESCRIPTION	SHARES/ PAR VALUE	BROKERAGE COMMISSION	CASH	COST	REALIZED GAIN/LOSS
6/13/11	SOLD THROUGH KNIGHT EQUITY MARKETS L P MISC 0.06 SETTLEMENT DATE 6/16/11 10 SHARES AT $327.01 CUSIP 037833100 1102734	10.000	0 10	3,269.94	-895 77	2,374 17
7/01/11	SOLD THROUGH THEMIS TRADING LLC MISC 0 39 SETTLEMENT DATE 7/07/11 60 SHARES AT $336.3116 CUSIP 037833100 1102734	60.000	1 20	20,177.11	-5,374 64	14,802 47
7/27/11	SOLD THROUGH THEMIS TRADING LLC MISC 0.46 SETTLEMENT DATE 8/01/11 60 SHARES AT $396.3049 CUSIP 037833100 1102734	60 000	1 20	23,776.63	-5,374 64	18,401 99
8/18/11	SOLD THROUGH THEMIS TRADING LLC MISC 0.36 SETTLEMENT DATE 8/23/11 50 SHARES AT $367.8044 CUSIP 037833100 1102734	50.000	1 00	18,388.86	-4,478 87	13,909 99
9/23/11	SOLD THROUGH WEEDEN AND CO ON THE OTC BULLETIN BOARD MISC 0 55 SETTLEMENT DATE 9/28/11 70 SHARES AT $405 0965 CUSIP 037833100 1102734	70 000	1.40	28,354 81	-15,919.81	12,435 00

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ASSETS DISPOSED / SOLD

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RICH FOUNDATION/COMBINED CUST

EFFECTIVE DATE	DESCRIPTION	SHARES/ PAR VALUE	BROKERAGE COMMISSION	CASH	COST	REALIZED GAIN/LOSS
10/19/11	SOLD THROUGH THEMIS TRADING LLC MISC 0.70 SETTLEMENT DATE 10/24/11 90 SHARES AT $402.2187 CUSIP 037833100 1102734	90 000	1 80	36,197 18	-22,536 05	13,661 13
	TOTAL FOR ASSET	670.000	10.00	244,528 26	-84,258.69	160,269 57
	BED BATH & BEYOND INC COM					
5/26/11	SOLD THROUGH KNIGHT EQUITY MARKETS L.P. MISC 0.05 SETTLEMENT DATE 6/01/11 50 SHARES AT $54 00 CUSIP 075896100 1102734	50.000	0 50	2,699.45	-2,705 16	-5.71
10/24/11	SOLD THROUGH KNIGHT EQUITY MARKETS L.P MISC 0.12 SETTLEMENT DATE 10/27/11 100 SHARES AT $62 51 CUSIP 075896100 1102734	100.000	1 00	6,249.88	-5,410 32	839 56
	TOTAL FOR ASSET	150 000	1.50	8,949.33	-8,115 48	833 85
	BLACKBOARD INC COM					
4/19/11	SOLD THROUGH BAYPOINT TRADING LLC ON THE OTC BULLETIN BOARD MISC 0.80 SETTLEMENT DATE 4/25/11 852 SHARES AT $48.7199 CUSIP 091935502 7928044	852 000	42 60	41,465.95	-33,158.61	8,307 34

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ASSETS DISPOSED / SOLD

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RICH FOUNDATION/COMBINED CUST

EFFECTIVE DATE	DESCRIPTION	SHARES/ PAR VALUE	BROKERAGE COMMISSION	CASH	COST	REALIZED GAIN/LOSS
4/27/11	SOLD THROUGH BAYPOINT TRADING LLC ON THE OTC BULLETIN BOARD MISC 0.37 SETTLEMENT DATE 5/02/11 417 SHARES AT $45 9127 CUSIP 091935502 7928044	417 000	20 85	19,124 38	-16,664 54	2,459 84
	TOTAL FOR ASSET	1,269 000	63.45	60,590.33	-49,823.15	10,767.18
	BROADCOM CORP CL A COM					
2/02/11	SOLD THROUGH J.P MORGAN SECURITIES LLC MISC 0 58 SETTLEMENT DATE 2/07/11 700 SHARES AT $43 0547 CUSIP 111320107 1102734	700 000	28.00	30,109 71	-22,506 99	7,602.72
2/09/11	SOLD THROUGH KNIGHT EQUITY MARKETS L.P MISC 0.34 SETTLEMENT DATE 2/14/11 400 SHARES AT $43.8301 CUSIP 111320107 1102734	400 000	4 00	17,527.70	-12,886 28	4,641 42
2/24/11	SOLD THROUGH KNIGHT EQUITY MARKETS L.P. MISC 0 47 SETTLEMENT DATE 3/01/11 600 SHARES AT $40.755 CUSIP 111320107 1102734	600.000	6 00	24,446.53	-19,330 88	5,115.65

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RICH FOUNDATION/COMBINED CUST

EFFECTIVE DATE	DESCRIPTION	SHARES/ PAR VALUE	BROKERAGE COMMISSION	CASH	COST	REALIZED GAIN/LOSS
3/25/11	SOLD THROUGH KNIGHT EQUITY MARKETS L.P. MISC 0.08 SETTLEMENT DATE 3/30/11 100 SHARES AT $41 2001 CUSIP 111320107 1102734	100 000	1 00	4,118.93	-3,260 67	858 26
4/27/11	SOLD THROUGH COWEN AND COMPANY,LLC ON THE OTC BULLETIN BOARD MISC 0 69 SETTLEMENT DATE 5/02/11 1,000 SHARES AT $35.7621 CUSIP 111320107 1102734	1,000 000	40.00	35,721.41	-32,910.46	2,810 95
5/11/11	SOLD THROUGH SANFORD C BERNSTEIN & CO LLC MISC 0 27 SETTLEMENT DATE 5/16/11 400 SHARES AT $33.9836 CUSIP 111320107 1102734	400 000	16 00	13,577 17	-13,650.20	-73 03
5/12/11	SOLD THROUGH SANFORD C BERNSTEIN & CO LLC MISC 0.66 SETTLEMENT DATE 5/17/11 1,000 SHARES AT $34.3257 CUSIP 111320107 1102734	1,000 000	40 00	34,285 04	-39,779 54	-5,494 50
	TOTAL FOR ASSET	4,200 000	135.00	159,786.49	-144,325 02	15,461 47

CBOE HLDGS INC COM

SUNTRUST

ACCOUNT C110934

ASSETS DISPOSED / SOLD

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RICH FOUNDATION/COMBINED CUST

EFFECTIVE DATE	DESCRIPTION	SHARES/ PAR VALUE	BROKERAGE COMMISSION	CASH	COST	REALIZED GAIN/LOSS
11/17/11	SOLD THROUGH KNIGHT EQUITY MARKETS L P MISC 0.27 SETTLEMENT DATE 11/22/11 537 SHARES AT $25.8311 CUSIP 12503M108 7928044	537 000	21.48	13,849.55	-12,323 50	1,526 05
	TOTAL FOR ASSET	537 000	21.48	13,849.55	-12,323 50	1,526 05
	CAMERON INTL CORP COM					
2/02/11	SOLD THROUGH SANFORD C BERNSTEIN & CO LLC MISC 0.65 SETTLEMENT DATE 2/07/11 600 SHARES AT $56.259 CUSIP 13342B105 1102734	600 000	24 00	33,730.75	-14,450.37	19,280 38
2/09/11	SOLD THROUGH KNIGHT EQUITY MARKETS L P ON THE NEW YORK STOCK EXCHANGE, INC. MISC 0 43 SETTLEMENT DATE 2/14/11 400 SHARES AT $56.3001 CUSIP 13342B105 1102734	400.000	4.00	22,515 61	-10,228.00	12,287 61
2/24/11	SOLD THROUGH KNIGHT EQUITY MARKETS L.P ON THE NEW YORK STOCK EXCHANGE, INC. MISC 0 67 SETTLEMENT DATE 3/01/11 600 SHARES AT $57 9601 CUSIP 13342B105 1102734	600 000	6 00	34,769 39	-16,457 92	18,311 47

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RICH FOUNDATION/COMBINED CUST

EFFECTIVE DATE	DESCRIPTION	SHARES/ PAR VALUE	BROKERAGE COMMISSION	CASH	COST	REALIZED GAIN/LOSS
3/25/11	SOLD THROUGH KNIGHT EQUITY MARKETS L.P ON THE NEW YORK STOCK EXCHANGE, INC. MISC 0.11 SETTLEMENT DATE 3/30/11 100 SHARES AT $59.0101 CUSIP 13342B105 1102734	100 000	1 00	5,899.90	-2,869.41	3,030 49
4/11/11	SOLD THROUGH GOLDMAN, SACHS & CO. MISC 0.42 SETTLEMENT DATE 4/14/11 400 SHARES AT $54.0927 CUSIP 13342B105 1102734	400 000	16.00	21,620.66	-11,477 64	10,143 02
5/26/11	SOLD THROUGH KNIGHT EQUITY MARKETS L.P ON THE NEW YORK STOCK EXCHANGE, INC MISC 0.09 SETTLEMENT DATE 6/01/11 100 SHARES AT $48 4401 CUSIP 13342B105 1102734	100.000	1.00	4,842.92	-2,869 41	1,973.51
6/02/11	SOLD THROUGH BARCLAYS CAPITAL LE MISC 0.54 SETTLEMENT DATE 6/07/11 600 SHARES AT $46.4529 CUSIP 13342B105 1102734	600 000	24.00	27,847.20	-22,398 89	5,448.31
	TOTAL FOR ASSET	2,800.000	76.00	151,226.43	-80,751 64	70,474.79

CAPELLA EDUCATION CO COM

SUNTRUST

ACCOUNT C110934

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RICH FOUNDATION/COMBINED CUST

EFFECTIVE DATE	DESCRIPTION	SHARES/ PAR VALUE	BROKERAGE COMMISSION	CASH	COST	REALIZED GAIN/LOSS
2/10/11	SOLD THROUGH BAYPOINT TRADING LLC ON THE OTC BULLETIN BOARD MISC 0.21 SETTLEMENT DATE 2/15/11 181 SHARES AT $58.9922 CUSIP 139594105 7928044	181.000	9 05	10,668.33	-12,541 49	-1,873 16
2/23/11	SOLD THROUGH BAYPOINT TRADING LLC ON THE OTC BULLETIN BOARD MISC 0.22 SETTLEMENT DATE 2/28/11 198 SHARES AT $56.9399 CUSIP 139594105 7928044	198.000	3 96	11,269 92	-13,242.58	-1,972 66
4/18/11	SOLD THROUGH BAYPOINT TRADING LLC ON THE OTC BULLETIN BOARD MISC 0.23 SETTLEMENT DATE 4/21/11 241 SHARES AT $49 3825 CUSIP 139594105 7928044	241 000	12 05	11,888 90	-14,646 40	-2,757 50
	TOTAL FOR ASSET	620.000	25.06	33,827 15	-40,430 47	-6,603 32
	CARNIVAL CORP PANAMA COM					
2/09/11	SOLD THROUGH KNIGHT EQUITY MARKETS L.P ON THE NEW YORK STOCK EXCHANGE, INC MISC 0 36 SETTLEMENT DATE 2/14/11 400 SHARES AT $47 16 CUSIP 143658300 1102734	400.000	4 00	18,859.64	-15,833 72	3,025 92

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ASSETS DISPOSED / SOLD

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RICH FOUNDATION/COMBINED CUST

EFFECTIVE DATE	DESCRIPTION	SHARES/ PAR VALUE	BROKERAGE COMMISSION	CASH	COST	REALIZED GAIN/LOSS
2/24/11	SOLD THROUGH KNIGHT EQUITY MARKETS L P. ON THE NEW YORK STOCK EXCHANGE, INC. MISC 0.56 SETTLEMENT DATE 3/01/11 700 SHARES AT $41.7701 CUSIP 143658300 1102734	700 000	7 00	29,231.51	-27,839 93	1,391.58
2/28/11	SOLD THROUGH SANFORD C BERNSTEIN & CO LLC MISC 0 33 SETTLEMENT DATE 3/03/11 400 SHARES AT $42.8209 CUSIP 143658300 1102734	400.000	16 00	17,112.03	-15,921 00	1,191 03
3/01/11	SOLD THROUGH SANFORD C BERNSTEIN & CO LLC MISC 0.39 SETTLEMENT DATE 3/04/11 500 SHARES AT $40 5552 CUSIP 143658300 1102734	500 000	20 00	20,257 21	-19,699 11	558 10
3/10/11	SOLD THROUGH ISI GROUP INC. MISC 0.48 SETTLEMENT DATE 3/15/11 600 SHARES AT $40 8424 CUSIP 143658300 1102734	600 000	24.00	24,480.96	-23,477.22	1,003.74
3/23/11	SOLD THROUGH KNIGHT EQUITY MARKETS L P ON THE NEW YORK STOCK EXCHANGE, INC. MISC 0.60 SETTLEMENT DATE 3/28/11 800 SHARES AT $39.0425 CUSIP 143658300 1102734	800.000	16 00	31,217.40	-34,017.21	-2,799 81

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RICH FOUNDATION/COMBINED CUST

EFFECTIVE DATE	DESCRIPTION	SHARES/ PAR VALUE	BROKERAGE COMMISSION	CASH	COST	REALIZED GAIN/LOSS
3/29/11	SOLD THROUGH CREDIT SUISSE FIRST BOSTON COR MISC 0.52 SETTLEMENT DATE 4/01/11 700 SHARES AT $38.0337 CUSIP 143658300 1102734	700 000	28 00	26,595.07	-31,984 68	-5,389 61
	TOTAL FOR ASSET	4,100 000	115.00	167,753.82	-168,772 87	-1,019.05
	CATALYST HEALTH SOLUTIONS INC COM					
5/04/11	SOLD THROUGH KNIGHT EQUITY MARKETS L.P. MISC 0.59 SETTLEMENT DATE 5/09/11 509 SHARES AT $60.6701 CUSIP 14888B103 7928044	509 000	10 18	30,870.31	-17,949 67	12,920 64
	TOTAL FOR ASSET	509.000	10.18	30,870 31	-17,949 67	12,920 64
	COACH INC COM					
2/24/11	SOLD THROUGH KNIGHT EQUITY MARKETS L.P. ON THE NEW YORK STOCK EXCHANGE, INC MISC 0.52 SETTLEMENT DATE 3/01/11 500 SHARES AT $53.9301 CUSIP 189754104 1102734	500.000	5.00	26,959 53	-26,342.62	616 91
3/17/11	SOLD THROUGH J.P MORGAN SECURITIES LLC MISC 0 20 SETTLEMENT DATE 3/22/11 200 SHARES AT $50 9592 CUSIP 189754104 1102734	200 000	8 00	10,183.64	-10,534 04	-350 40

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RICH FOUNDATION/COMBINED CUST

EFFECTIVE DATE	DESCRIPTION	SHARES/ PAR VALUE	BROKERAGE COMMISSION	CASH	COST	REALIZED GAIN/LOSS
3/18/11	SOLD THROUGH J.P MORGAN SECURITIES LLC MISC 0 39 SETTLEMENT DATE 3/23/11 400 SHARES AT $49.9123 CUSIP 189754104 1102734	400.000	16.00	19,948 53	-21,118.82	-1,170 29
3/21/11	SOLD THROUGH J.P. MORGAN SECURITIES LLC MISC 0.20 SETTLEMENT DATE 3/24/11 200 SHARES AT $51.6936 CUSIP 189754104 1102734	200 000	8 00	10,330.52	-10,727 10	-396 58
3/25/11	SOLD THROUGH KNIGHT EQUITY MARKETS L.P ON THE NEW YORK STOCK EXCHANGE, INC MISC 0.10 SETTLEMENT DATE 3/30/11 100 SHARES AT $52.2301 CUSIP 189754104 1102734	100.000	1.00	5,221.91	-5,409 34	-187 43
6/13/11	SOLD THROUGH KNIGHT EQUITY MARKETS L.P. ON THE NEW YORK STOCK EXCHANGE, INC. MISC 0.06 SETTLEMENT DATE 6/16/11 50 SHARES AT $59 09 CUSIP 189754104 1102734	50 000	0.50	2,953.94	-2,628 36	325 58
8/11/11	SOLD THROUGH COWEN AND COMPANY,LLC MISC 0.51 SETTLEMENT DATE 8/16/11 500 SHARES AT $52.4714 CUSIP 189754104 1102734	500.000	20.00	26,215.19	-26,283 60	-68.41

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EFFECTIVE DATE	DESCRIPTION	SHARES/ PAR VALUE	BROKERAGE COMMISSION	CASH	COST	REALIZED GAIN/LOSS
8/17/11	SOLD THROUGH UBS WARBURG ON THE OTC BULLETIN BOARD MISC 0.45 SETTLEMENT DATE 8/22/11 450 SHARES AT $51 2488 CUSIP 189754104 1102734	450.000	18 00	23,043 51	-25,429 32	-2,385 81
	TOTAL FOR ASSET	2,400.000	76.50	124,856.77	-128,473.20	-3,616 43
	COCA-COLA CO COM					
2/09/11	SOLD THROUGH KNIGHT EQUITY MARKETS L.P ON THE NEW YORK STOCK EXCHANGE, INC MISC 0.61 SETTLEMENT DATE 2/14/11 500 SHARES AT $63.2401 CUSIP 191216100 1102734	500.000	5 00	31,614.44	-25,835.65	5,778.79
2/24/11	SOLD THROUGH KNIGHT EQUITY MARKETS L.P ON THE NEW YORK STOCK EXCHANGE, INC MISC 1.11 SETTLEMENT DATE 3/01/11 900 SHARES AT $64 2501 CUSIP 191216100 1102734	900.000	9 00	57,814 98	-47,209 21	10,605 77
3/25/11	SOLD THROUGH KNIGHT EQUITY MARKETS L P ON THE NEW YORK STOCK EXCHANGE, INC MISC 0.25 SETTLEMENT DATE 3/30/11 200 SHARES AT $65.36 CUSIP 191216100 1102734	200.000	2.00	13,069.75	-10,535.70	2,534 05

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EFFECTIVE DATE	DESCRIPTION	SHARES/ PAR VALUE	BROKERAGE COMMISSION	CASH	COST	REALIZED GAIN/LOSS
5/26/11	SOLD THROUGH KNIGHT EQUITY MARKETS L.P ON THE NEW YORK STOCK EXCHANGE, INC MISC 0.38 SETTLEMENT DATE 6/01/11 300 SHARES AT $66 6701 CUSIP 191216100 1102734	300.000	3.00	19,997.65	-15,803 55	4,194.10
6/13/11	SOLD THROUGH KNIGHT EQUITY MARKETS L P. ON THE NEW YORK STOCK EXCHANGE, INC MISC 0.06 SETTLEMENT DATE 6/16/11 50 SHARES AT $64 89 CUSIP 191216100 1102734	50.000	0.50	3,243.94	-2,633.93	610 01
10/24/11	SOLD THROUGH KNIGHT EQUITY MARKETS L.P. ON THE NEW YORK STOCK EXCHANGE, INC. MISC 0.26 SETTLEMENT DATE 10/27/11 200 SHARES AT $67.72 CUSIP 191216100 1102734	200.000	2.00	13,541 74	-10,535.70	3,006.04
	TOTAL FOR ASSET	2,150 000	21.50	139,282 50	-112,553 74	26,728 76
	COLGATE PALMOLIVE CO COM					
2/09/11	SOLD THROUGH KNIGHT EQUITY MARKETS L.P. ON THE NEW YORK STOCK EXCHANGE, INC. MISC 0.15 SETTLEMENT DATE 2/14/11 100 SHARES AT $77.8801 CUSIP 194162103 1102734	100 000	1.00	7,786.86	-7,249 90	536 96

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EFFECTIVE DATE	DESCRIPTION	SHARES/ PAR VALUE	BROKERAGE COMMISSION	CASH	COST	REALIZED GAIN/LOSS
2/24/11	SOLD THROUGH KNIGHT EQUITY MARKETS L P. ON THE NEW YORK STOCK EXCHANGE, INC. MISC 0.30 SETTLEMENT DATE 3/01/11 200 SHARES AT $77 5001 CUSIP 194162103 1102734	200 000	2.00	15,497 72	-14,623 36	874 36
5/26/11	SOLD THROUGH KNIGHT EQUITY MARKETS L.P. ON THE NEW YORK STOCK EXCHANGE, INC MISC 0.16 SETTLEMENT DATE 6/01/11 100 SHARES AT $85.2001 CUSIP 194162103 1102734	100 000	1 00	8,518.85	-7,311 68	1,207.17
10/24/11	SOLD THROUGH KNIGHT EQUITY MARKETS L.P ON THE NEW YORK STOCK EXCHANGE, INC MISC 0.18 SETTLEMENT DATE 10/27/11 100 SHARES AT $91 76 CUSIP 194162103 1102734	100 000	1 00	9,174.82	-7,311 68	1,863 14
	TOTAL FOR ASSET	500 000	5 00	40,978.25	-36,496 62	4,481 63
	CONCEPTUS INC COM					
3/18/11	SOLD THROUGH KNIGHT EQUITY MARKETS L P MISC 0.09 SETTLEMENT DATE 3/23/11 340 SHARES AT $13 0316 CUSIP 206016107 7928044	340.000	6.80	4,423 85	-4,628 59	-204 74

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EFFECTIVE DATE	DESCRIPTION	SHARES/ PAR VALUE	BROKERAGE COMMISSION	CASH	COST	REALIZED GAIN/LOSS
3/21/11	SOLD THROUGH CANTOR FITZGERALD & CO MISC 0.12 SETTLEMENT DATE 3/24/11 476 SHARES AT $13.03 CUSIP 206016107 7928044	476.000	14.28	6,187.88	-6,446 60	-258 72
3/22/11	SOLD THROUGH KNIGHT EQUITY MARKETS L.P. MISC 0.07 SETTLEMENT DATE 3/25/11 297 SHARES AT $13.0099 CUSIP 206016107 7928044	297 000	5 94	3,857.93	-4,010 01	-152.08
3/24/11	SOLD THROUGH CANTOR FITZGERALD & CO. ON THE OTC BULLETIN BOARD MISC 0.41 SETTLEMENT DATE 3/29/11 1,608 SHARES AT $13.00 CUSIP 206016107 7928044	1,608.000	48 24	20,855.35	-22,092 34	-1,236 99
	TOTAL FOR ASSET	2,721.000	75.26	35,325.01	-37,177.54	-1,852 53
	COSTCO WHOLESALE CORP COM					
2/09/11	SOLD THROUGH KNIGHT EQUITY MARKETS L.P MISC 0.43 SETTLEMENT DATE 2/14/11 300 SHARES AT $74 6901 CUSIP 22160K105 1102734	300.000	3.00	22,403.60	-16,044 09	6,359 51

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EFFECTIVE DATE	DESCRIPTION	SHARES/ PAR VALUE	BROKERAGE COMMISSION	CASH	COST	REALIZED GAIN/LOSS
2/24/11	SOLD THROUGH KNIGHT EQUITY MARKETS L P MISC 0.84 SETTLEMENT DATE 3/01/11 600 SHARES AT $73.0101 CUSIP 22160K105 1102734	600 000	6 00	43,799 22	-27,307 69	16,491 53
3/25/11	SOLD THROUGH KNIGHT EQUITY MARKETS L.P. MISC 0.28 SETTLEMENT DATE 3/30/11 200 SHARES AT $71 8001 CUSIP 22160K105 1102734	200 000	2.00	14,357 74	-8,700.24	5,657 50
5/05/11	SOLD THROUGH STIFEL, NICOLAUS & CO ,INC MISC 0.47 SETTLEMENT DATE 5/10/11 300 SHARES AT $80 2782 CUSIP 22160K105 1102734	300 000	12 00	24,070 99	-13,050.36	11,020 63
5/26/11	SOLD THROUGH KNIGHT EQUITY MARKETS L P MISC 0.15 SETTLEMENT DATE 6/01/11 100 SHARES AT $80.2101 CUSIP 22160K105 1102734	100 000	1 00	8,019.86	-5,108 23	2,911 63
6/02/11	SOLD THROUGH KNIGHT EQUITY MARKETS L.P. MISC 0 76 SETTLEMENT DATE 6/07/11 500 SHARES AT $79 5439 CUSIP 22160K105 1102734	500 000	10.00	39,761.19	-29,331.65	10,429 54

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EFFECTIVE DATE	DESCRIPTION	SHARES/ PAR VALUE	BROKERAGE COMMISSION	CASH	COST	REALIZED GAIN/LOSS
10/24/11	SOLD THROUGH KNIGHT EQUITY MARKETS L.P MISC 0.16 SETTLEMENT DATE 10/27/11 100 SHARES AT $84.8025 CUSIP 22160K105 1102734	100 000	1 00	8,479.09	-5,866 33	2,612 76
	TOTAL FOR ASSET	2,100.000	35.00	160,891.69	-105,408 59	55,483 10
	DEALERTRACK HLDGS INC COM					
11/10/11	SOLD THROUGH KNIGHT EQUITY MARKETS L.P MISC 0.56 SETTLEMENT DATE 11/16/11 1,132 SHARES AT $25.8096 CUSIP 242309102 7928044	1,132 000	45 28	29,170 63	-21,724 55	7,446 08
	TOTAL FOR ASSET	1,132.000	45.28	29,170.63	-21,724 55	7,446 08
	WALT DISNEY CO COM					
2/09/11	SOLD THROUGH KNIGHT EQUITY MARKETS L.P. ON THE NEW YORK STOCK EXCHANGE, INC MISC 0.50 SETTLEMENT DATE 2/14/11 600 SHARES AT $43.5701 CUSIP 254687106 1102734	600.000	6.00	26,135 56	-13,730 64	12,404 92
2/24/11	SOLD THROUGH KNIGHT EQUITY MARKETS L.P ON THE NEW YORK STOCK EXCHANGE, INC. MISC 0.72 SETTLEMENT DATE 3/01/11 900 SHARES AT $41 8601 CUSIP 254687106 1102734	900 000	9.00	37,664.37	-20,249 91	17,414.46

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EFFECTIVE DATE	DESCRIPTION	SHARES/ PAR VALUE	BROKERAGE COMMISSION	CASH	COST	REALIZED GAIN/LOSS
5/11/11	SOLD THROUGH DEUTSCHE BANK SECURITIES INC ON THE NEW YORK STOCK EXCHANGE, INC. MISC 0.89 SETTLEMENT DATE 5/16/11 1,100 SHARES AT $41.9268 CUSIP 254687106 1102734	1,100 000	44 00	46,074 59	-28,989 69	17,084 90
5/26/11	SOLD THROUGH KNIGHT EQUITY MARKETS L.P. ON THE NEW YORK STOCK EXCHANGE, INC. MISC 0.24 SETTLEMENT DATE 6/01/11 300 SHARES AT $40.9701 CUSIP 254687106 1102734	300.000	3.00	12,287.79	-9,293.85	2,993.94
6/02/11	SOLD THROUGH CREDIT SUISSE FIRST BOSTON COR MISC 0.70 SETTLEMENT DATE 6/07/11 900 SHARES AT $40 1862 CUSIP 254687106 1102734	900 000	36 00	36,130 88	-28,629.90	7,500 98
6/13/11	SOLD THROUGH KNIGHT EQUITY MARKETS L.P ON THE NEW YORK STOCK EXCHANGE, INC. MISC 0.04 SETTLEMENT DATE 6/16/11 50 SHARES AT $38.63 CUSIP 254687106 1102734	50 000	0.50	1,930.96	-1,623 81	307 15
7/29/11	SOLD THROUGH CITIGROUP GLOBAL MARKET INC. MISC 0.60 SETTLEMENT DATE 8/03/11 800 SHARES AT $38.7814 CUSIP 254687106 1102734	800 000	32 00	30,992 52	-27,956 51	3,036 01

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EFFECTIVE DATE	DESCRIPTION	SHARES/ PAR VALUE	BROKERAGE COMMISSION	CASH	COST	REALIZED GAIN/LOSS
8/10/11	SOLD THROUGH SANFORD C BERNSTEIN & CO LLC MISC 1.09 SETTLEMENT DATE 8/15/11 1,850 SHARES AT $30.5925 CUSIP 254687106 1102734	1,850 000	74 00	56,521.04	-74,641 34	-18,120 30
	TOTAL FOR ASSET	6,500 000	204.50	247,737.71	-205,115 65	42,622.06
	EBIX INC COM					
7/13/11	SOLD THROUGH BAYPOINT TRADING LLC ON THE OTC BULLETIN BOARD MISC 0.33 SETTLEMENT DATE 7/18/11 930 SHARES AT $18.1196 CUSIP 278715206 7928044	930 000	46 50	16,804.40	-21,492 33	-4,687 93
7/15/11	SOLD THROUGH BAYPOINT TRADING LLC ON THE OTC BULLETIN BOARD MISC 0.21 SETTLEMENT DATE 7/20/11 594 SHARES AT $17.8485 CUSIP 278715206 7928044	594 000	29 70	10,572.10	-13,821 26	-3,249.16
	TOTAL FOR ASSET	1,524 000	76 20	27,376.50	-35,313 59	-7,937 09
	EMERSON ELEC CO COM					
2/09/11	SOLD THROUGH KNIGHT EQUITY MARKETS L.P ON THE NEW YORK STOCK EXCHANGE, INC MISC 0.35 SETTLEMENT DATE 2/14/11 300 SHARES AT $61.0301 CUSIP 291011104 1102734	300.000	3 00	18,305 68	-15,128 46	3,177 22

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EFFECTIVE DATE	DESCRIPTION	SHARES/ PAR VALUE	BROKERAGE COMMISSION	CASH	COST	REALIZED GAIN/LOSS
2/24/11	SOLD THROUGH KNIGHT EQUITY MARKETS L P ON THE NEW YORK STOCK EXCHANGE, INC. MISC 0 68 SETTLEMENT DATE 3/01/11 600 SHARES AT $59.24 CUSIP 291011104 1102734	600 000	6 00	35,537 32	-28,265 04	7,272 28
2/28/11	SOLD THROUGH COWEN AND COMPANY,LLC MISC 0.23 SETTLEMENT DATE 3/03/11 200 SHARES AT $59 6724 CUSIP 291011104 1102734	200 000	8.00	11,926 25	-9,421.68	2,504 57
3/01/11	SOLD THROUGH COWEN AND COMPANY,LLC MISC 0.34 SETTLEMENT DATE 3/04/11 300 SHARES AT $58 8061 CUSIP 291011104 1102734	300 000	12 00	17,629.49	-14,132 52	3,496 97
3/02/11	SOLD THROUGH COWEN AND COMPANY,LLC MISC 0.23 SETTLEMENT DATE 3/07/11 200 SHARES AT $58.8885 CUSIP 291011104 1102734	200 000	8 00	11,769.47	-9,421.68	2,347.79
5/26/11	SOLD THROUGH KNIGHT EQUITY MARKETS L.P ON THE NEW YORK STOCK EXCHANGE, INC. MISC 0 15 SETTLEMENT DATE 6/01/11 150 SHARES AT $53.8101 CUSIP 291011104 1102734	150 000	1.50	8,069 87	-7,143.89	925 98

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EFFECTIVE DATE	DESCRIPTION	SHARES/ PAR VALUE	BROKERAGE COMMISSION	CASH	COST	REALIZED GAIN/LOSS
6/13/11	SOLD THROUGH KNIGHT EQUITY MARKETS L.P. ON THE NEW YORK STOCK EXCHANGE, INC. MISC 0.05 SETTLEMENT DATE 6/16/11 50 SHARES AT $51.45 CUSIP 291011104 1102734	50.000	0.50	2,571 95	-2,381 29	190 66
10/24/11	SOLD THROUGH KNIGHT EQUITY MARKETS L.P ON THE NEW YORK STOCK EXCHANGE, INC. MISC 0.09 SETTLEMENT DATE 10/27/11 100 SHARES AT $47.72 CUSIP 291011104 1102734	100 000	1 00	4,770 91	-4,534 69	236.22
12/22/11	SOLD THROUGH WACHOVIA SECURITIES CAPITAL MISC 0.18 SETTLEMENT DATE 12/28/11 203 SHARES AT $46 0605 CUSIP 291011104 1102734	203 000	4 06	9,346.04	-9,205 42	140 62
12/23/11	SOLD THROUGH WACHOVIA SECURITIES CAPITAL MISC 0 35 SETTLEMENT DATE 12/29/11 397 SHARES AT $45.8386 CUSIP 291011104 1102734	397.000	7.94	18,189.63	-18,002.72	186 91
	TOTAL FOR ASSET	2,500 000	52 00	138,116 61	-117,637 39	20,479 22
	ENCANA CORP CAD COM					

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EFFECTIVE DATE	DESCRIPTION	SHARES/ PAR VALUE	BROKERAGE COMMISSION	CASH	COST	REALIZED GAIN/LOSS
3/04/11	SOLD THROUGH BNY BROKERAGE INC (ESI) MISC 0.75 SETTLEMENT DATE 3/09/11 1,200 SHARES AT $32 198 CUSIP 292505104 7914624	1,200 000	60 00	38,576 85	-28,097 30	10,479 55
3/29/11	SOLD THROUGH BNY BROKERAGE INC (ESI) ON THE OTC BULLETIN BOARD MISC 1.82 SETTLEMENT DATE 4/01/11 2,800 SHARES AT $33.7631 CUSIP 292505104 7914624	2,800.000	140 00	94,394 86	-76,805 31	17,589 55
	TOTAL FOR ASSET	4,000 000	200.00	132,971.71	-104,902.61	28,069.10
	ENTROPIC COMMUNICATIONS INC					
8/09/11	SOLD THROUGH BAYPOINT TRADING LLC ON THE OTC BULLETIN BOARD MISC 0.36 SETTLEMENT DATE 8/12/11 5,178 SHARES AT $3.5442 CUSIP 29384R105 7928044	5,178 000	103 56	18,247.95	-42,065 22	-23,817 27
	TOTAL FOR ASSET	5,178.000	103.56	18,247.95	-42,065.22	-23,817 27
	EZCORP INC COM					
6/28/11	SOLD THROUGH WEEDEN AND CO MISC 0.40 SETTLEMENT DATE 7/01/11 590 SHARES AT $35.0014 CUSIP 302301106 7928044	590 000	11.80	20,638.63	-11,654 50	8,984 13

EFFECTIVE DATE	DESCRIPTION	SHARES/ PAR VALUE	BROKERAGE COMMISSION	CASH	COST	REALIZED GAIN/LOSS
	TOTAL FOR ASSET	590.000	11 80	20,638.63	-11,654 50	8,984.13
	FLUOR CORP COM NEW					
2/09/11	SOLD THROUGH KNIGHT EQUITY MARKETS L P ON THE NEW YORK STOCK EXCHANGE, INC MISC 0.54 SETTLEMENT DATE 2/14/11 400 SHARES AT $70 3501 CUSIP 343412102 1102734	400 000	4 00	28,135 50	-16,609 16	11,526 34
2/24/11	SOLD THROUGH KNIGHT EQUITY MARKETS L.P ON THE NEW YORK STOCK EXCHANGE, INC MISC 0.80 SETTLEMENT DATE 3/01/11 600 SHARES AT $69.2001 CUSIP 343412102 1102734	600 000	6 00	41,513 26	-22,030 58	19,482.68
3/25/11	SOLD THROUGH KNIGHT EQUITY MARKETS L.P ON THE NEW YORK STOCK EXCHANGE, INC. MISC 0.28 SETTLEMENT DATE 3/30/11 200 SHARES AT $73.6875 CUSIP 343412102 1102734	200 000	2 00	14,735 22	-6,657 06	8,078 16
4/12/11	SOLD THROUGH MERRILL LYNCH,PIERCE,FENNER&SM MISC 0.40 SETTLEMENT DATE 4/15/11 300 SHARES AT $68 2232 CUSIP 343412102 1102734	300 000	12 00	20,454 56	-11,470 45	8,984.11

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EFFECTIVE DATE	DESCRIPTION	SHARES/ PAR VALUE	BROKERAGE COMMISSION	CASH	COST	REALIZED GAIN/LOSS
5/26/11	SOLD THROUGH KNIGHT EQUITY MARKETS L P ON THE NEW YORK STOCK EXCHANGE, INC. MISC 0.26 SETTLEMENT DATE 6/01/11 200 SHARES AT $67 4301 CUSIP 343412102 1102734	200.000	2 00	13,483.76	-8,636 88	4,846.88
6/13/11	SOLD THROUGH KNIGHT EQUITY MARKETS L.P ON THE NEW YORK STOCK EXCHANGE, INC MISC 0 06 SETTLEMENT DATE 6/16/11 50 SHARES AT $61 95 CUSIP 343412102 1102734	50.000	0.50	3,096.94	-2,159 22	937 72
7/01/11	SOLD THROUGH GOLDMAN, SACHS & CO. MISC 0.50 SETTLEMENT DATE 7/07/11 400 SHARES AT $64.3683 CUSIP 343412102 1102734	400 000	16 00	25,730.82	-17,273.76	8,457 06
10/18/11	SOLD THROUGH GOLDMAN, SACHS & CO MISC 0.51 SETTLEMENT DATE 10/21/11 500 SHARES AT $53 0821 CUSIP 343412102 1102734	500 000	20.00	26,520.54	-21,317 01	5,203 53
1/20/12	SOLD THROUGH GOLDMAN, SACHS & CO. MISC 0.06 SETTLEMENT DATE 1/25/12 51 SHARES AT $55.9554 CUSIP 343412102 1102734	51 000	2.04	2,851 63	-2,155.62	696.01

SUNTRUST

ACCOUNT C110934

ASSETS DISPOSED / SOLD

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RICH FOUNDATION/COMBINED CUST

EFFECTIVE DATE	DESCRIPTION	SHARES/ PAR VALUE	BROKERAGE COMMISSION	CASH	COST	REALIZED GAIN/LOSS
1/23/12	SOLD THROUGH GOLDMAN, SACHS & CO. MISC 0.11 SETTLEMENT DATE 1/26/12 97 SHARES AT $55.7264 CUSIP 343412102 1102734	97 000	3 88	5,401.47	-4,099 91	1,301 56
1/24/12	SOLD THROUGH GOLDMAN, SACHS & CO. MISC 0.15 SETTLEMENT DATE 1/27/12 136 SHARES AT $54 9753 CUSIP 343412102 1102734	136.000	5.44	7,471 05	-5,748 33	1,722 72
1/25/12	SOLD THROUGH GOLDMAN, SACHS & CO. MISC 0 13 SETTLEMENT DATE 1/30/12 116 SHARES AT $55.6184 CUSIP 343412102 1102734	116 000	4 64	6,446 96	-4,902 98	1,543 98
	TOTAL FOR ASSET	3,050.000	78.50	195,841 71	-123,060 96	72,780 75
	FOSSIL INC COM					
3/28/11	SOLD THROUGH BAYPOINT TRADING LLC ON THE OTC BULLETIN BOARD MISC 0 21 SETTLEMENT DATE 3/31/11 118 SHARES AT $89 0158 CUSIP 349882100 7928044	118.000	5 90	10,497.75	-3,318 16	7,179.59

SUNTRUST

ACCOUNT C110934

ASSETS DISPOSED / SOLD

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RICH FOUNDATION/COMBINED CUST

EFFECTIVE DATE	DESCRIPTION	SHARES/ PAR VALUE	BROKERAGE COMMISSION	CASH	COST	REALIZED GAIN/LOSS
3/29/11	SOLD THROUGH BAYPOINT TRADING LLC ON THE OTC BULLETIN BOARD MISC 0 59 SETTLEMENT DATE 4/01/11 340 SHARES AT $89.5896 CUSIP 349882100 7928044	340 000	17 00	30,442.87	-11,412 73	19,030 14
	TOTAL FOR ASSET	458.000	22 90	40,940.62	-14,730.89	26,209 73
	GSI COMMERCE INC COM					
3/08/11	SOLD THROUGH BAYPOINT TRADING LLC ON THE OTC BULLETIN BOARD MISC 0.20 SETTLEMENT DATE 3/11/11 548 SHARES AT $18.5103 CUSIP 36238G102 7928044	548 000	10.96	10,132.48	-13,496 31	-3,363.83
3/09/11	SOLD THROUGH BAYPOINT TRADING LLC ON THE OTC BULLETIN BOARD MISC 0 47 SETTLEMENT DATE 3/14/11 1,300 SHARES AT $18 5759 CUSIP 36238G102 7928044	1,300 000	65 00	24,083.20	-32,192 50	-8,109 30
	TOTAL FOR ASSET	1,848.000	75.96	34,215 68	-45,688 81	-11,473 13
	GEN-PROBE INC NEW COM					
4/25/11	SOLD THROUGH BNY BROKERAGE INC (ESI) MISC 1.06 SETTLEMENT DATE 4/28/11 800 SHARES AT $68 9751 CUSIP 36866T103 7914624	800 000	40.00	55,139.02	-39,316 80	15,822.22

EFFECTIVE DATE	DESCRIPTION	SHARES/ PAR VALUE	BROKERAGE COMMISSION	CASH	COST	REALIZED GAIN/LOSS
5/20/11	SOLD THROUGH BNY BROKERAGE INC (ESI) MISC 1.11 SETTLEMENT DATE 5/25/11 700 SHARES AT $82.0869 CUSIP 36866T103 7914624	700.000	35 00	57,424.72	-34,203 60	23,221 12
	TOTAL FOR ASSET	1,500 000	75.00	112,563.74	-73,520.40	39,043 34
	GENERAL ELEC CO COM					
5/26/11	SOLD THROUGH KNIGHT EQUITY MARKETS L.P. ON THE NEW YORK STOCK EXCHANGE, INC. MISC 0.11 SETTLEMENT DATE 6/01/11 300 SHARES AT $19 29 CUSIP 369604103 1102734	300 000	3.00	5,783.89	-5,959 95	-176 06
6/13/11	SOLD THROUGH KNIGHT EQUITY MARKETS L.P. ON THE NEW YORK STOCK EXCHANGE, INC. MISC 0.02 SETTLEMENT DATE 6/16/11 50 SHARES AT $18.37 CUSIP 369604103 1102734	50.000	0 50	917.98	-993 33	-75.35
8/11/11	SOLD THROUGH BARCLAYS CAPITAL LE MISC 0.69 SETTLEMENT DATE 8/16/11 2,300 SHARES AT $15.406 CUSIP 369604103 1102734	2,300.000	92.00	35,341.11	-45,692.95	-10,351.84

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ASSETS DISPOSED / SOLD

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RICH FOUNDATION/COMBINED CUST

EFFECTIVE DATE	DESCRIPTION	SHARES/ PAR VALUE	BROKERAGE COMMISSION	CASH	COST	REALIZED GAIN/LOSS
8/18/11	SOLD THROUGH BLOOMBERG TRADEBOOK LLC MISC 0.82 SETTLEMENT DATE 8/23/11 2,750 SHARES AT $15.425 CUSIP 369604103 1102734	2,750 000	27 50	42,390.43	-52,858 37	-10,467 94
	TOTAL FOR ASSET	5,400 000	123.00	84,433.41	-105,504.60	-21,071 19
	GOOGLE INC CL A COM					
2/09/11	SOLD THROUGH KNIGHT EQUITY MARKETS L.P. MISC 1.18 SETTLEMENT DATE 2/14/11 100 SHARES AT $617.12 CUSIP 38259P508 1102734	100 000	1.00	61,709 82	-46,709 54	15,000 28
2/24/11	SOLD THROUGH KNIGHT EQUITY MARKETS L P MISC 0 70 SETTLEMENT DATE 3/01/11 60 SHARES AT $606 79 CUSIP 38259P508 1102734	60 000	0.60	36,406.10	-28,025.72	8,380.38
3/25/11	SOLD THROUGH KNIGHT EQUITY MARKETS L P MISC 0.11 SETTLEMENT DATE 3/30/11 10 SHARES AT $582 07 CUSIP 38259P508 1102734	10 000	0 10	5,820 49	-4,670 96	1,149.53
5/26/11	SOLD THROUGH KNIGHT EQUITY MARKETS L.P MISC 0.40 SETTLEMENT DATE 6/01/11 40 SHARES AT $517 76 CUSIP 38259P508 1102734	40 000	0.40	20,709 60	-19,045 48	1,664 12

SUNTRUST

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ASSETS DISPOSED / SOLD

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RICH FOUNDATION/COMBINED CUST

EFFECTIVE DATE	DESCRIPTION	SHARES/ PAR VALUE	BROKERAGE COMMISSION	CASH	COST	REALIZED GAIN/LOSS
6/27/11	SOLD THROUGH KNIGHT EQUITY MARKETS L.P MISC 0.46 SETTLEMENT DATE 6/30/11 50 SHARES AT $477.7878 CUSIP 38259P508 1102734	50 000	1 00	23,887 93	-25,163 10	-1,275 17
8/18/11	SOLD THROUGH THEMIS TRADING LLC MISC 0.40 SETTLEMENT DATE 8/23/11 40 SHARES AT $513 2617 CUSIP 38259P508 1102734	40.000	0 80	20,529 27	-20,130.48	398.79
1/26/12	SOLD THROUGH PACIFIC CREST SECS ON THE OTC BULLETIN BOARD MISC 1.65 SETTLEMENT DATE 1/31/12 150 SHARES AT $571.6421 CUSIP 38259P508 1102734	150 000	6 00	85,738.67	-73,410 87	12,327 80
	TOTAL FOR ASSET	450.000	9.90	254,801.88	-217,156.15	37,645.73
	GRAND CANYON ED INC COM					
2/16/11	SOLD THROUGH BAYPOINT TRADING LLC ON THE OTC BULLETIN BOARD MISC 0 16 SETTLEMENT DATE 2/22/11 459 SHARES AT $17 9684 CUSIP 38526M106 7928044	459.000	22.95	8,224.39	-8,633 97	-409 58

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ASSETS DISPOSED / SOLD

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RICH FOUNDATION/COMBINED CUST

EFFECTIVE DATE	DESCRIPTION	SHARES/ PAR VALUE	BROKERAGE COMMISSION	CASH	COST	REALIZED GAIN/LOSS
2/17/11	SOLD THROUGH BAYPOINT TRADING LLC ON THE OTC BULLETIN BOARD MISC 0.10 SETTLEMENT DATE 2/23/11 292 SHARES AT $17 3778 CUSIP 38526M106 7928044	292 000	14 60	5,059 62	-5,492 64	-433 02
2/23/11	SOLD THROUGH BAYPOINT TRADING LLC ON THE OTC BULLETIN BOARD MISC 0.30 SETTLEMENT DATE 2/28/11 1,013 SHARES AT $15.1382 CUSIP 38526M106 7928044	1,013.000	50.65	15,284 05	-19,096 09	-3,812 04
	TOTAL FOR ASSET	1,764.000	88 20	28,568.06	-33,222.70	-4,654 64
	HALLIBURTON CO COM					
2/09/11	SOLD THROUGH KNIGHT EQUITY MARKETS L P ON THE NEW YORK STOCK EXCHANGE, INC. MISC 0.34 SETTLEMENT DATE 2/14/11 400 SHARES AT $44 1901 CUSIP 406216101 1102734	400.000	4 00	17,671.70	-16,191 52	1,480.18
2/24/11	SOLD THROUGH KNIGHT EQUITY MARKETS L P. ON THE NEW YORK STOCK EXCHANGE, INC MISC 0.54 SETTLEMENT DATE 3/01/11 600 SHARES AT $46 5201 CUSIP 406216101 1102734	600 000	6 00	27,905.52	-24,415 16	3,490 36

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RICH FOUNDATION/COMBINED CUST

EFFECTIVE DATE	DESCRIPTION	SHARES/ PAR VALUE	BROKERAGE COMMISSION	CASH	COST	REALIZED GAIN/LOSS
3/25/11	SOLD THROUGH KNIGHT EQUITY MARKETS L P ON THE NEW YORK STOCK EXCHANGE, INC MISC 0 18 SETTLEMENT DATE 3/30/11 200 SHARES AT $46.1701 CUSIP 406216101 1102734	200 000	2.00	9,231 84	-8,223 64	1,008 20
4/11/11	SOLD THROUGH MORGAN STANLEY & CO. INC ON THE NEW YORK STOCK EXCHANGE, INC MISC 0.37 SETTLEMENT DATE 4/14/11 400 SHARES AT $47.4616 CUSIP 406216101 1102734	400.000	16 00	18,968 27	-16,429 52	2,538.75
5/26/11	SOLD THROUGH KNIGHT EQUITY MARKETS L.P ON THE NEW YORK STOCK EXCHANGE, INC. MISC 0.15 SETTLEMENT DATE 6/01/11 150 SHARES AT $50.5701 CUSIP 406216101 1102734	150 000	1.50	7,583 87	-6,154 41	1,429 46
6/13/11	SOLD THROUGH KNIGHT EQUITY MARKETS L.P ON THE NEW YORK STOCK EXCHANGE, INC MISC 0.05 SETTLEMENT DATE 6/16/11 50 SHARES AT $47 18 CUSIP 406216101 1102734	50 000	0 50	2,358.45	-2,051 47	306 98
10/18/11	SOLD THROUGH JEFFERIES & COMPANY MISC 0.59 SETTLEMENT DATE 10/21/11 900 SHARES AT $34 0992 CUSIP 406216101 1102734	900 000	18 00	30,670 69	-36,752 32	-6,081 63

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RICH FOUNDATION/COMBINED CUST

EFFECTIVE DATE	DESCRIPTION	SHARES/ PAR VALUE	BROKERAGE COMMISSION	CASH	COST	REALIZED GAIN/LOSS
	TOTAL FOR ASSET	2,700 000	48.00	114,390.34	-110,218 04	4,172 30
	HARBIN ELECTRIC INC COM					
3/15/11	SOLD THROUGH KNIGHT EQUITY MARKETS L P MISC 0.14 SETTLEMENT DATE 3/18/11 439 SHARES AT $17.2012 CUSIP 41145W109 7928044	439 000	8 78	7,542 41	-9,582 05	-2,039 64
6/16/11	SOLD THROUGH KNIGHT EQUITY MARKETS L.P. MISC 0.22 SETTLEMENT DATE 6/21/11 1,754 SHARES AT $6 4465 CUSIP 41145W109 7928044	1,754.000	35.08	11,271 86	-31,015 07	-19,743 21
	TOTAL FOR ASSET	2,193.000	43.86	18,814.27	-40,597.12	-21,782 85
	J CREW GROUP INC COM					
2/17/11	SOLD THROUGH BAYPOINT TRADING LLC ON THE NEW YORK STOCK EXCHANGE, INC MISC 0.47 SETTLEMENT DATE 2/23/11 554 SHARES AT $43 60 CUSIP 46612H402 7928044	554.000	27.70	24,126.23	-18,690 75	5,435 48
	TOTAL FOR ASSET	554 000	27.70	24,126.23	-18,690 75	5,435 48
	JP MORGAN CHASE & CO COM					

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RICH FOUNDATION/COMBINED CUST

EFFECTIVE DATE	DESCRIPTION	SHARES/ PAR VALUE	BROKERAGE COMMISSION	CASH	COST	REALIZED GAIN/LOSS
2/09/11	SOLD THROUGH KNIGHT EQUITY MARKETS L P ON THE NEW YORK STOCK EXCHANGE, INC. MISC 0.61 SETTLEMENT DATE 2/14/11 700 SHARES AT $45.0301 CUSIP 46625H100 1102734	700 000	7 00	31,513 46	-25,323 48	6,189 98
2/24/11	SOLD THROUGH KNIGHT EQUITY MARKETS L.P. ON THE NEW YORK STOCK EXCHANGE, INC MISC 1.05 SETTLEMENT DATE 3/01/11 1,200 SHARES AT $45.64 CUSIP 46625H100 1102734	1,200.000	12.00	54,754.95	-48,320 98	6,433 97
3/25/11	SOLD THROUGH KNIGHT EQUITY MARKETS L P ON THE NEW YORK STOCK EXCHANGE, INC. MISC 0 18 SETTLEMENT DATE 3/30/11 200 SHARES AT $46 0601 CUSIP 46625H100 1102734	200 000	2 00	9,209.84	-8,548 88	660 96
4/18/11	SOLD THROUGH MERRILL LYNCH,PIERCE,FENNER&SM MISC 0.93 SETTLEMENT DATE 4/21/11 1,100 SHARES AT $43.8368 CUSIP 46625H100 1102734	1,100 000	44.00	48,175 55	-45,784 48	2,391.07
5/24/11	SOLD THROUGH MORGAN STANLEY & CO. INC ON THE NEW YORK STOCK EXCHANGE, INC MISC 0 82 SETTLEMENT DATE 5/27/11 1,000 SHARES AT $42 2339 CUSIP 46625H100 1102734	1,000 000	40 00	42,193.08	-40,830 41	1,362 67

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RICH FOUNDATION/COMBINED CUST

EFFECTIVE DATE	DESCRIPTION	SHARES/ PAR VALUE	BROKERAGE COMMISSION	CASH	COST	REALIZED GAIN/LOSS
5/26/11	SOLD THROUGH KNIGHT EQUITY MARKETS L.P. ON THE NEW YORK STOCK EXCHANGE, INC. MISC 0.16 SETTLEMENT DATE 6/01/11 200 SHARES AT $42 3401 CUSIP 46625H100 1102734	200 000	2 00	8,465.86	-8,056 70	409 16
6/13/11	SOLD THROUGH KNIGHT EQUITY MARKETS L P ON THE NEW YORK STOCK EXCHANGE, INC. MISC 0.04 SETTLEMENT DATE 6/16/11 50 SHARES AT $41.30 CUSIP 46625H100 1102734	50.000	0.50	2,064 46	-2,014 18	50 28
7/01/11	SOLD THROUGH STIFEL, NICOLAUS & CO ,INC MISC 0.48 SETTLEMENT DATE 7/07/11 600 SHARES AT $41.219 CUSIP 46625H100 1102734	600 000	24.00	24,706.92	-24,805.05	-98 13
10/24/11	SOLD THROUGH KNIGHT EQUITY MARKETS L P ON THE NEW YORK STOCK EXCHANGE, INC. MISC 0.07 SETTLEMENT DATE 10/27/11 100 SHARES AT $34.61 CUSIP 46625H100 1102734	100.000	1.00	3,459.93	-4,451 65	-991.72
11/29/11	SOLD THROUGH BARCLAYS CAPITAL LE MISC 0.34 SETTLEMENT DATE 12/02/11 600 SHARES AT $28 8453 CUSIP 46625H100 1102734	600 000	12 00	17,294 84	-26,709 90	-9,415 06

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RICH FOUNDATION/COMBINED CUST

EFFECTIVE DATE	DESCRIPTION	SHARES/ PAR VALUE	BROKERAGE COMMISSION	CASH	COST	REALIZED GAIN/LOSS
12/19/11	SOLD THROUGH THEMIS TRADING LLC MISC 0.86 SETTLEMENT DATE 12/22/11 1,450 SHARES AT $30.7177 CUSIP 46625H100 1102734	1,450.000	29 00	44,510 81	-56,695 89	-12,185 08
	TOTAL FOR ASSET	7,200.000	173.50	286,349.70	-291,541.60	-5,191 90
	KRAFT FOODS INC CL A COM					
2/09/11	SOLD THROUGH KNIGHT EQUITY MARKETS L.P ON THE NEW YORK STOCK EXCHANGE, INC. MISC 0.36 SETTLEMENT DATE 2/14/11 600 SHARES AT $31.2001 CUSIP 50075N104 1102734	600.000	6.00	18,713.70	-17,697.92	1,015 78
2/24/11	SOLD THROUGH KNIGHT EQUITY MARKETS L.P. ON THE NEW YORK STOCK EXCHANGE, INC MISC 0.73 SETTLEMENT DATE 3/01/11 1,200 SHARES AT $31.8404 CUSIP 50075N104 1102734	1,200 000	12.00	38,195 75	-35,804 64	2,391 11
3/25/11	SOLD THROUGH KNIGHT EQUITY MARKETS L.P. ON THE NEW YORK STOCK EXCHANGE, INC. MISC 0.18 SETTLEMENT DATE 3/30/11 300 SHARES AT $31 4401 CUSIP 50075N104 1102734	300.000	3.00	9,428 85	-9,046 58	382 27

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EFFECTIVE DATE	DESCRIPTION	SHARES/ PAR VALUE	BROKERAGE COMMISSION	CASH	COST	REALIZED GAIN/LOSS
5/26/11	SOLD THROUGH KNIGHT EQUITY MARKETS L.P ON THE NEW YORK STOCK EXCHANGE, INC. MISC 0.20 SETTLEMENT DATE 6/01/11 300 SHARES AT $34 6401 CUSIP 50075N104 1102734	300.000	3 00	10,388 83	-9,040 74	1,348 09
6/13/11	SOLD THROUGH KNIGHT EQUITY MARKETS L.P. ON THE NEW YORK STOCK EXCHANGE, INC. MISC 0.07 SETTLEMENT DATE 6/16/11 100 SHARES AT $34.1401 CUSIP 50075N104 1102734	100.000	1.00	3,412.94	-3,013 58	399 36
10/24/11	SOLD THROUGH KNIGHT EQUITY MARKETS L.P ON THE NEW YORK STOCK EXCHANGE, INC. MISC 0.20 SETTLEMENT DATE 10/27/11 300 SHARES AT $35.33 CUSIP 50075N104 1102734	300 000	3.00	10,595.80	-9,086 43	1,509 37
	TOTAL FOR ASSET	2,800 000	28 00	90,735.87	-83,689 89	7,045 98
	LEAPFROG ENTERPRISES INC CL A COM					
8/19/11	SOLD THROUGH CANTOR FITZGERALD & CO. ON THE NEW YORK STOCK EXCHANGE, INC. MISC 0.31 SETTLEMENT DATE 8/24/11 5,270 SHARES AT $3.06 CUSIP 52186N106 7928044	5,270 000	105 40	16,020 49	-27,159 02	-11,138 53
	TOTAL FOR ASSET	5,270 000	105 40	16,020.49	-27,159 02	-11,138 53

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EFFECTIVE DATE	DESCRIPTION	SHARES/ PAR VALUE	BROKERAGE COMMISSION	CASH	COST	REALIZED GAIN/LOSS
	LIQUIDITY SVCS INC COM					
2/16/11	SOLD THROUGH LIQUIDNET INC MISC 0.39 SETTLEMENT DATE 2/22/11 1,201 SHARES AT $16 7196 CUSIP 53635B107 7928044	1,201.000	24.02	20,055.83	-12,357 44	7,698 39
2/17/11	SOLD THROUGH BAYPOINT TRADING LLC ON THE OTC BULLETIN BOARD MISC 0.16 SETTLEMENT DATE 2/23/11 498 SHARES AT $16.5195 CUSIP 53635B107 7928044	498 000	24 90	8,201.65	-5,124.07	3,077 58
2/18/11	SOLD THROUGH BAYPOINT TRADING LLC ON THE OTC BULLETIN BOARD MISC 0 06 SETTLEMENT DATE 2/24/11 184 SHARES AT $16.1702 CUSIP 53635B107 7928044	184 000	9 20	2,966 06	-2,310 78	655 28
3/21/11	SOLD THROUGH LIQUIDNET INC MISC 0.10 SETTLEMENT DATE 3/24/11 318 SHARES AT $15.9901 CUSIP 53635B107 7928044	318 000	6 36	5,078 39	-4,374 71	703 68
	TOTAL FOR ASSET	2,201 000	64.48	36,301.93	-24,167 00	12,134.93
	LIVEPERSON INC COM					

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EFFECTIVE DATE	DESCRIPTION	SHARES/ PAR VALUE	BROKERAGE COMMISSION	CASH	COST	REALIZED GAIN/LOSS
3/31/11	SOLD THROUGH LIQUIDNET INC MISC 0.16 SETTLEMENT DATE 4/05/11 633 SHARES AT $12.7927 CUSIP 538146101 7928044	633 000	12 66	8,084.96	-6,044 26	2,040 70
4/07/11	SOLD THROUGH BAYPOINT TRADING LLC ON THE OTC BULLETIN BOARD MISC 0.16 SETTLEMENT DATE 4/12/11 631 SHARES AT $12 7665 CUSIP 538146101 7928044	631 000	31 55	8,023 95	-6,025 17	1,998 78
4/08/11	SOLD THROUGH BAYPOINT TRADING LLC ON THE OTC BULLETIN BOARD MISC 0.32 SETTLEMENT DATE 4/13/11 1,241 SHARES AT $13.2719 CUSIP 538146101 7928044	1,241 000	62 05	16,408 06	-11,849 81	4,558 25
6/30/11	SOLD THROUGH LIQUIDNET INC MISC 0.16 SETTLEMENT DATE 7/06/11 564 SHARES AT $14 1163 CUSIP 538146101 7928044	564.000	11.28	7,950.15	-6,031 36	1,918 79
	TOTAL FOR ASSET	3,069 000	117 54	40,467.12	-29,950 60	10,516 52

MASIMO CORP COM

SUNTRUST

ACCOUNT C110934

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RICH FOUNDATION/COMBINED CUST

EFFECTIVE DATE	DESCRIPTION	SHARES/ PAR VALUE	BROKERAGE COMMISSION	CASH	COST	REALIZED GAIN/LOSS
10/31/11	SOLD THROUGH KNIGHT EQUITY MARKETS L P MISC 0.32 SETTLEMENT DATE 11/03/11 824 SHARES AT $20.4395 CUSIP 574795100 7928044	824 000	32.96	16,808.87	-21,721 30	-4,912.43
	TOTAL FOR ASSET	824.000	32.96	16,808.87	-21,721 30	-4,912 43
	MCDONALDS CORP COM					
2/09/11	SOLD THROUGH KNIGHT EQUITY MARKETS L.P. ON THE NEW YORK STOCK EXCHANGE, INC. MISC 0.44 SETTLEMENT DATE 2/14/11 300 SHARES AT $75.9301 CUSIP 580135101 1102734	300.000	3 00	22,775.59	-14,449 07	8,326.52
2/24/11	SOLD THROUGH KNIGHT EQUITY MARKETS L.P ON THE NEW YORK STOCK EXCHANGE, INC MISC 1.01 SETTLEMENT DATE 3/01/11 700 SHARES AT $75.0601 CUSIP 580135101 1102734	700 000	7.00	52,534 06	-34,238 33	18,295 73
3/25/11	SOLD THROUGH KNIGHT EQUITY MARKETS L.P. ON THE NEW YORK STOCK EXCHANGE, INC. MISC 0.29 SETTLEMENT DATE 3/30/11 200 SHARES AT $75.445 CUSIP 580135101 1102734	200.000	2.00	15,086.71	-11,758.62	3,328 09

SunTrust

ACCOUNT C110934

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EFFECTIVE DATE	DESCRIPTION	SHARES/ PAR VALUE	BROKERAGE COMMISSION	CASH	COST	REALIZED GAIN/LOSS
5/26/11	SOLD THROUGH KNIGHT EQUITY MARKETS L.P ON THE NEW YORK STOCK EXCHANGE, INC MISC 0.32 SETTLEMENT DATE 6/01/11 200 SHARES AT $82 5501 CUSIP 580135101 1102734	200.000	2.00	16,507.70	-11,758 62	4,749.08
6/13/11	SOLD THROUGH KNIGHT EQUITY MARKETS L P. ON THE NEW YORK STOCK EXCHANGE, INC. MISC 0.08 SETTLEMENT DATE 6/16/11 50 SHARES AT $80 74 CUSIP 580135101 1102734	50 000	0 50	4,036.42	-2,939 66	1,096 76
9/09/11	SOLD THROUGH CREDIT SUISSE FIRST BOSTON COR MISC 0.49 SETTLEMENT DATE 9/14/11 300 SHARES AT $84 7263 CUSIP 580135101 1102734	300 000	12 00	25,405 40	-17,637 93	7,767.47
10/24/11	SOLD THROUGH KNIGHT EQUITY MARKETS L.P ON THE NEW YORK STOCK EXCHANGE, INC. MISC 0 18 SETTLEMENT DATE 10/27/11 100 SHARES AT $91.87 CUSIP 580135101 1102734	100 000	1.00	9,185.82	-5,879.31	3,306.51
12/27/11	SOLD THROUGH BAIRD, ROBERT W. & CO INC MISC 0.20 SETTLEMENT DATE 12/30/11 101 SHARES AT $100 6712 CUSIP 580135101 1102734	101 000	2.02	10,165.57	-5,938 10	4,227 47

SUNTRUST

ACCOUNT C110934

ASSETS DISPOSED / SOLD

2/01/11 THROUGH 1/31/12

RICH FOUNDATION/COMBINED CUST

EFFECTIVE DATE	DESCRIPTION	SHARES/ PAR VALUE	BROKERAGE COMMISSION	CASH	COST	REALIZED GAIN/LOSS
12/28/11	SOLD THROUGH BAIRD, ROBERT W & CO INC MISC 0.11 SETTLEMENT DATE 1/03/12 56 SHARES AT $99.7387 CUSIP 580135101 1102734	56 000	1.12	5,584.14	-3,292 41	2,291 73
12/29/11	SOLD THROUGH BAIRD, ROBERT W. & CO INC MISC 0.09 SETTLEMENT DATE 1/04/12 43 SHARES AT $100 0133 CUSIP 580135101 1102734	43 000	0.86	4,299.62	-2,528.10	1,771.52
	TOTAL FOR ASSET	2,050.000	31 50	165,581 03	-110,420.15	55,160 88
	MEDASSETS INC COM					
3/30/11	SOLD THROUGH BAYPOINT TRADING LLC ON THE OTC BULLETIN BOARD MISC 0.60 SETTLEMENT DATE 4/04/11 2,102 SHARES AT $14.8138 CUSIP 584045108 7928044	2,102.000	42.04	31,095.97	-42,970.78	-11,874 81
	TOTAL FOR ASSET	2,102.000	42.04	31,095.97	-42,970 78	-11,874.81
	MEDIFAST INC COM					
3/11/11	SOLD THROUGH BAYPOINT TRADING LLC ON THE NEW YORK STOCK EXCHANGE, INC. MISC 0.24 SETTLEMENT DATE 3/16/11 727 SHARES AT $17.058 CUSIP 58470H101 7928044	727 000	14.54	12,386.39	-19,115.32	-6,728.93

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ASSETS DISPOSED / SOLD

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RICH FOUNDATION/COMBINED CUST

EFFECTIVE DATE	DESCRIPTION	SHARES/ PAR VALUE	BROKERAGE COMMISSION	CASH	COST	REALIZED GAIN/LOSS
11/28/11	SOLD THROUGH KNIGHT EQUITY MARKETS L.P. ON THE NEW YORK STOCK EXCHANGE, INC. MISC 0.29 SETTLEMENT DATE 12/01/11 1,125 SHARES AT $13.3496 CUSIP 58470H101 7928044	1,125.000	45 00	14,973.01	-28,769 82	-13,796 81
	TOTAL FOR ASSET	1,852 000	59 54	27,359.40	-47,885.14	-20,525.74
	MEDIDATA SOLUTIONS INC COM					
2/10/11	SOLD THROUGH BAYPOINT TRADING LLC ON THE OTC BULLETIN BOARD MISC 0.42 SETTLEMENT DATE 2/15/11 813 SHARES AT $26.9011 CUSIP 58471A105 7928044	813 000	40.65	21,829.52	-13,637 15	8,192.37
	TOTAL FOR ASSET	813 000	40.65	21,829.52	-13,637 15	8,192 37
	MIPS TECHNOLOGIES INC COM					
6/10/11	SOLD THROUGH BAYPOINT TRADING LLC ON THE OTC BULLETIN BOARD MISC 0.29 SETTLEMENT DATE 6/15/11 2,300 SHARES AT $6.4648 CUSIP 604567107 7928044	2,300 000	115 00	14,753 75	-26,877 20	-12,123 45

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ASSETS DISPOSED / SOLD

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RICH FOUNDATION/COMBINED CUST

EFFECTIVE DATE	DESCRIPTION	SHARES/ PAR VALUE	BROKERAGE COMMISSION	CASH	COST	REALIZED GAIN/LOSS
6/13/11	SOLD THROUGH BAYPOINT TRADING LLC ON THE OTC BULLETIN BOARD MISC 0.19 SETTLEMENT DATE 6/16/11 1,534 SHARES AT $6.3125 CUSIP 604567107 7928044	1,534 000	76.70	9,606 49	-16,979 00	-7,372 51
6/14/11	SOLD THROUGH BAYPOINT TRADING LLC ON THE OTC BULLETIN BOARD MISC 0.39 SETTLEMENT DATE 6/17/11 3,120 SHARES AT $6.4726 CUSIP 604567107 7928044	3,120.000	156.00	20,038.12	-27,523.26	-7,485 14
	TOTAL FOR ASSET	6,954 000	347.70	44,398.36	-71,379 46	-26,981 10
	NIC INC COM					
2/03/11	SOLD THROUGH BAYPOINT TRADING LLC ON THE OTC BULLETIN BOARD MISC 0.19 SETTLEMENT DATE 2/08/11 943 SHARES AT $10.1151 CUSIP 62914B100 7928044	943 000	47 15	9,491.20	-8,270.86	1,220 34
4/18/11	SOLD THROUGH CANTOR FITZGERALD & CO ON THE OTC BULLETIN BOARD MISC 0.15 SETTLEMENT DATE 4/21/11 639 SHARES AT $11.9014 CUSIP 62914B100 7928044	639.000	19 17	7,585 67	-5,604 54	1,981 13

STATEMENT D1.1

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ASSETS DISPOSED / SOLD

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RICH FOUNDATION/COMBINED CUST

EFFECTIVE DATE	DESCRIPTION	SHARES/ PAR VALUE	BROKERAGE COMMISSION	CASH	COST	REALIZED GAIN/LOSS
4/19/11	SOLD THROUGH CANTOR FITZGERALD & CO. ON THE OTC BULLETIN BOARD MISC 0.11 SETTLEMENT DATE 4/25/11 453 SHARES AT $12.0018 CUSIP 62914B100 7928044	453 000	13.59	5,423 12	-3,973 17	1,449 95
6/28/11	SOLD THROUGH CANTOR FITZGERALD & CO. ON THE OTC BULLETIN BOARD MISC 0.30 SETTLEMENT DATE 7/01/11 1,147 SHARES AT $13 5417 CUSIP 62914B100 7928044	1,147.000	22.94	15,509.09	-10,060 11	5,448.98
	TOTAL FOR ASSET	3,182 000	102 85	38,009.08	-27,908 68	10,100 40
	NATUS MEDICAL INC COM					
8/02/11	SOLD THROUGH CANTOR FITZGERALD & CO ON THE OTC BULLETIN BOARD MISC 0.16 SETTLEMENT DATE 8/05/11 731 SHARES AT $11.075 CUSIP 639050103 7928044	731.000	14.62	8,081.05	-10,629 69	-2,548 64
8/03/11	SOLD THROUGH CANTOR FITZGERALD & CO. ON THE OTC BULLETIN BOARD MISC 0.33 SETTLEMENT DATE 8/08/11 1,534 SHARES AT $10.9595 CUSIP 639050103 7928044	1,534 000	30 68	16,780.86	-23,362.03	-6,581 17

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ASSETS DISPOSED / SOLD

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RICH FOUNDATION/COMBINED CUST

EFFECTIVE DATE	DESCRIPTION	SHARES/ PAR VALUE	BROKERAGE COMMISSION	CASH	COST	REALIZED GAIN/LOSS
8/04/11	SOLD THROUGH CANTOR FITZGERALD & CO ON THE OTC BULLETIN BOARD MISC 0.08 SETTLEMENT DATE 8/09/11 343 SHARES AT $10 7401 CUSIP 639050103 7928044	343 000	6 86	3,676.91	-5,541 99	-1,865 08
	TOTAL FOR ASSET	2,608.000	52.16	28,538 82	-39,533.71	-10,994 89
	NETSCOUT SYS INC COM					
3/02/11	SOLD THROUGH CANTOR FITZGERALD & CO ON THE OTC BULLETIN BOARD MISC 0 06 SETTLEMENT DATE 3/07/11 108 SHARES AT $25.879 CUSIP 64115T104 7928044	108.000	3.24	2,791.63	-1,503.36	1,288.27
3/03/11	SOLD THROUGH BAYPOINT TRADING LLC ON THE OTC BULLETIN BOARD MISC 0.06 SETTLEMENT DATE 3/08/11 102 SHARES AT $26 5866 CUSIP 64115T104 7928044	102 000	2 04	2,709.73	-1,419 84	1,289 89
8/24/11	SOLD THROUGH BAYPOINT TRADING LLC ON THE OTC BULLETIN BOARD MISC 0.43 SETTLEMENT DATE 8/29/11 1,822 SHARES AT $12.075 CUSIP 64115T104 7928044	1,822.000	36 44	21,963.78	-25,745 44	-3,781 66

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ASSETS DISPOSED / SOLD

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RICH FOUNDATION/COMBINED CUST

EFFECTIVE DATE	DESCRIPTION	SHARES/ PAR VALUE	BROKERAGE COMMISSION	CASH	COST	REALIZED GAIN/LOSS
8/25/11	SOLD THROUGH WEEDEN AND CO. MISC 0.25 SETTLEMENT DATE 8/30/11 1,063 SHARES AT $12.1071 CUSIP 64115T104 7928044	1,063 000	21 26	12,848 34	-19,535 16	-6,686 82
	TOTAL FOR ASSET	3,095.000	62 98	40,313.48	-48,203 80	-7,890.32
	NICE SYS LTD ADR					
5/16/11	SOLD THROUGH CANTOR FITZGERALD & CO. ON THE OTC BULLETIN BOARD MISC 0.15 SETTLEMENT DATE 5/19/11 209 SHARES AT $35.5901 CUSIP 653656108 7928044	209 000	4 18	7,434.00	-6,350 86	1,083.14
5/17/11	SOLD THROUGH CANTOR FITZGERALD & CO ON THE OTC BULLETIN BOARD MISC 0.40 SETTLEMENT DATE 5/20/11 578 SHARES AT $35.2535 CUSIP 653656108 7928044	578 000	11 56	20,364.56	-17,563 63	2,800.93
5/27/11	SOLD THROUGH BAYPOINT TRADING LLC ON THE OTC BULLETIN BOARD MISC 0.25 SETTLEMENT DATE 6/02/11 353 SHARES AT $35 6343 CUSIP 653656108 7928044	353 000	17 65	12,561.01	-10,726 58	1,834 43

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RICH FOUNDATION/COMBINED CUST

EFFECTIVE DATE	DESCRIPTION	SHARES/ PAR VALUE	BROKERAGE COMMISSION	CASH	COST	REALIZED GAIN/LOSS
5/31/11	SOLD THROUGH LIQUIDNET INC MISC 0.22 SETTLEMENT DATE 6/03/11 309 SHARES AT $35.5992 CUSIP 653656108 7928044	309 000	6 18	10,993.75	-9,400 20	1,593.55
	TOTAL FOR ASSET	1,449 000	39.57	51,353 32	-44,041 27	7,312 05
	NIKE INC CL B COM					
2/09/11	SOLD THROUGH KNIGHT EQUITY MARKETS L.P ON THE NEW YORK STOCK EXCHANGE, INC. MISC 0.50 SETTLEMENT DATE 2/14/11 300 SHARES AT $87.5501 CUSIP 654106103 1102734	300.000	3 00	26,261.53	-17,456 34	8,805 19
2/24/11	SOLD THROUGH KNIGHT EQUITY MARKETS L.P ON THE NEW YORK STOCK EXCHANGE, INC MISC 0.66 SETTLEMENT DATE 3/01/11 400 SHARES AT $85.905 CUSIP 654106103 1102734	400 000	4.00	34,357 34	-22,558 15	11,799 19
5/26/11	SOLD THROUGH KNIGHT EQUITY MARKETS L.P. ON THE NEW YORK STOCK EXCHANGE, INC. MISC 0.48 SETTLEMENT DATE 6/01/11 300 SHARES AT $83 7401 CUSIP 654106103 1102734	300.000	3.00	25,118.55	-16,684.19	8,434.36

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RICH FOUNDATION/COMBINED CUST

EFFECTIVE DATE	DESCRIPTION	SHARES/ PAR VALUE	BROKERAGE COMMISSION	CASH	COST	REALIZED GAIN/LOSS
6/02/11	SOLD THROUGH STIFEL, NICOLAUS & CO ,INC MISC 0.48 SETTLEMENT DATE 6/07/11 300 SHARES AT $81.6975 CUSIP 654106103 1102734	300 000	12 00	24,496.77	-15,896.19	8,600 58
6/13/11	SOLD THROUGH KNIGHT EQUITY MARKETS L.P. ON THE NEW YORK STOCK EXCHANGE, INC. MISC 0.08 SETTLEMENT DATE 6/16/11 50 SHARES AT $80 79 CUSIP 654106103 1102734	50.000	0.50	4,038.92	-2,649.36	1,389.56
7/11/11	SOLD THROUGH MERRILL LYNCH,PIERCE,FENNER&SM MISC 0.53 SETTLEMENT DATE 7/14/11 300 SHARES AT $91.8894 CUSIP 654106103 1102734	300 000	12.00	27,554 29	-15,466.44	12,087.85
1/25/12	SOLD THROUGH WACHOVIA SECURITIES CAPITAL MISC 0.60 SETTLEMENT DATE 1/30/12 300 SHARES AT $102.4598 CUSIP 654106103 1102734	300 000	12.00	30,725.34	-14,629.01	16,096.33
	TOTAL FOR ASSET	1,950 000	46 50	172,552.74	-105,339 68	67,213 06

OSI SYS INC DE COM

SUNTRUST

ACCOUNT C110934

ASSETS DISPOSED / SOLD

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RICH FOUNDATION/COMBINED CUST

EFFECTIVE DATE	DESCRIPTION	SHARES/ PAR VALUE	BROKERAGE COMMISSION	CASH	COST	REALIZED GAIN/LOSS
6/13/11	SOLD THROUGH BAYPOINT TRADING LLC ON THE OTC BULLETIN BOARD MISC 0.12 SETTLEMENT DATE 6/16/11 151 SHARES AT $38 4849 CUSIP 671044105 7928044	151 000	3 02	5,808.08	-3,714.18	2,093 90
6/14/11	SOLD THROUGH BAYPOINT TRADING LLC ON THE OTC BULLETIN BOARD MISC 0.08 SETTLEMENT DATE 6/17/11 100 SHARES AT $38 5411 CUSIP 671044105 7928044	100.000	2.00	3,852 03	-2,459 72	1,392 31
12/08/11	SOLD THROUGH KNIGHT EQUITY MARKETS L.P. MISC 0.09 SETTLEMENT DATE 12/13/11 106 SHARES AT $46 2675 CUSIP 671044105 7928044	106 000	4 24	4,900.03	-2,607 30	2,292.73
12/13/11	SOLD THROUGH BAYPOINT TRADING LLC ON THE OTC BULLETIN BOARD MISC 0 23 SETTLEMENT DATE 12/16/11 254 SHARES AT $46 5159 CUSIP 671044105 7928044	254 000	5 08	11,809 73	-6,287.91	5,521 82
	TOTAL FOR ASSET	611 000	14 34	26,369 87	-15,069 11	11,300 76
	OCCIDENTAL PETROLEUM CORP COM					

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ASSETS DISPOSED / SOLD

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RICH FOUNDATION/COMBINED CUST

EFFECTIVE DATE	DESCRIPTION	SHARES/ PAR VALUE	BROKERAGE COMMISSION	CASH	COST	REALIZED GAIN/LOSS
2/09/11	SOLD THROUGH KNIGHT EQUITY MARKETS L.P ON THE NEW YORK STOCK EXCHANGE, INC. MISC 0.56 SETTLEMENT DATE 2/14/11 300 SHARES AT $96 8301 CUSIP 674599105 1102734	300.000	3 00	29,045.47	-22,422 69	6,622 78
2/24/11	SOLD THROUGH KNIGHT EQUITY MARKETS L P ON THE NEW YORK STOCK EXCHANGE, INC. MISC 0.80 SETTLEMENT DATE 3/01/11 400 SHARES AT $104.0401 CUSIP 674599105 1102734	400 000	4.00	41,611.24	-25,474.20	16,137.04
3/25/11	SOLD THROUGH KNIGHT EQUITY MARKETS L P. ON THE NEW YORK STOCK EXCHANGE, INC. MISC 0.19 SETTLEMENT DATE 3/30/11 100 SHARES AT $100.8101 CUSIP 674599105 1102734	100 000	1.00	10,079 82	-5,282 10	4,797 72
4/11/11	SOLD THROUGH SIMMONS & COMPANY INTL ON THE OTC BULLETIN BOARD MISC 0.59 SETTLEMENT DATE 4/14/11 300 SHARES AT $101.5091 CUSIP 674599105 1102734	300.000	12.00	30,440.14	-18,532 37	11,907 77
5/26/11	SOLD THROUGH KNIGHT EQUITY MARKETS L.P. ON THE NEW YORK STOCK EXCHANGE, INC. MISC 0.40 SETTLEMENT DATE 6/01/11 200 SHARES AT $104.7701 CUSIP 674599105 1102734	200 000	2 00	20,951.62	-15,936 34	5,015 28

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EFFECTIVE DATE	DESCRIPTION	SHARES/ PAR VALUE	BROKERAGE COMMISSION	CASH	COST	REALIZED GAIN/LOSS
7/11/11	SOLD THROUGH BARCLAYS CAPITAL LE MISC 0.40 SETTLEMENT DATE 7/14/11 200 SHARES AT $102.4011 CUSIP 674599105 1102734	200 000	8 00	20,471 82	-15,936.34	4,535 48
8/26/11	SOLD THROUGH J.P MORGAN SECURITIES LLC MISC 0.33 SETTLEMENT DATE 8/31/11 208 SHARES AT $81.9838 CUSIP 674599105 1102734	208 000	8 32	17,043.98	-16,079 29	964 69
8/29/11	SOLD THROUGH J.P MORGAN SECURITIES LLC MISC 0.15 SETTLEMENT DATE 9/01/11 92 SHARES AT $83 307 CUSIP 674599105 1102734	92.000	3 68	7,660.41	-7,112.00	548 41
	TOTAL FOR ASSET	1,800 000	42.00	177,304.50	-126,775 33	50,529 17
	OMNICOM GROUP COM					
5/26/11	SOLD THROUGH KNIGHT EQUITY MARKETS L.P ON THE NEW YORK STOCK EXCHANGE, INC. MISC 0.18 SETTLEMENT DATE 6/01/11 200 SHARES AT $46 8001 CUSIP 681919106 1102734	200 000	2 00	9,357.84	-9,691 64	-333 80

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ASSETS DISPOSED / SOLD

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RICH FOUNDATION/COMBINED CUST

EFFECTIVE DATE	DESCRIPTION	SHARES/ PAR VALUE	BROKERAGE COMMISSION	CASH	COST	REALIZED GAIN/LOSS
12/14/11	SOLD THROUGH COWEN AND COMPANY,LLC ON THE NEW YORK STOCK EXCHANGE, INC. MISC 0.17 SETTLEMENT DATE 12/19/11 205 SHARES AT $42.2975 CUSIP 681919106 1102734	205 000	4.10	8,666 72	-10,041 03	-1,374 31
12/15/11	SOLD THROUGH COWEN AND COMPANY,LLC MISC 0.16 SETTLEMENT DATE 12/20/11 192 SHARES AT $42 1826 CUSIP 681919106 1102734	192.000	3.84	8,095 06	-9,465.16	-1,370 10
12/16/11	SOLD THROUGH COWEN AND COMPANY,LLC MISC 0.17 SETTLEMENT DATE 12/21/11 203 SHARES AT $41.4916 CUSIP 681919106 1102734	203 000	4 06	8,418 56	-9,974 17	-1,555 61
	TOTAL FOR ASSET	800.000	14.00	34,538.18	-39,172 00	-4,633.82
	OMNICELL INC COM					
8/02/11	SOLD THROUGH KNIGHT EQUITY MARKETS L.P. MISC 0.07 SETTLEMENT DATE 8/05/11 220 SHARES AT $16.8987 CUSIP 68213N109 7928044	220.000	4.40	3,713.24	-2,427 33	1,285 91

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ASSETS DISPOSED / SOLD

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RICH FOUNDATION/COMBINED CUST

EFFECTIVE DATE	DESCRIPTION	SHARES/ PAR VALUE	BROKERAGE COMMISSION	CASH	COST	REALIZED GAIN/LOSS
8/03/11	SOLD THROUGH KNIGHT EQUITY MARKETS L.P. MISC 0.17 SETTLEMENT DATE 8/08/11 556 SHARES AT $16.3831 CUSIP 68213N109 7928044	556.000	11.12	9,097.71	-6,134.51	2,963 20
	TOTAL FOR ASSET	776 000	15.52	12,810 95	-8,561 84	4,249.11
	ORACLE CORP COM					
2/09/11	SOLD THROUGH KNIGHT EQUITY MARKETS L.P. MISC 0.44 SETTLEMENT DATE 2/14/11 700 SHARES AT $32.8301 CUSIP 68389X105 1102734	700.000	7.00	22,973 63	-19,060.02	3,913 61
2/24/11	SOLD THROUGH KNIGHT EQUITY MARKETS L P MISC 0.93 SETTLEMENT DATE 3/01/11 1,500 SHARES AT $32.13 CUSIP 68389X105 1102734	1,500 000	15.00	48,179.07	-40,842.90	7,336.17
3/25/11	SOLD THROUGH KNIGHT EQUITY MARKETS L P MISC 0.19 SETTLEMENT DATE 3/30/11 300 SHARES AT $33.1901 CUSIP 68389X105 1102734	300 000	3 00	9,953.84	-8,168 58	1,785 26
5/26/11	SOLD THROUGH KNIGHT EQUITY MARKETS L P. MISC 0.29 SETTLEMENT DATE 6/01/11 450 SHARES AT $33.3301 CUSIP 68389X105 1102734	450 000	4.50	14,993.76	-13,106 70	1,887 06

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RICH FOUNDATION/COMBINED CUST

EFFECTIVE DATE	DESCRIPTION	SHARES/ PAR VALUE	BROKERAGE COMMISSION	CASH	COST	REALIZED GAIN/LOSS
6/13/11	SOLD THROUGH KNIGHT EQUITY MARKETS L.P MISC 0.06 SETTLEMENT DATE 6/16/11 100 SHARES AT $31.5601 CUSIP 68389X105 1102734	100 000	1.00	3,154 95	-2,912 60	242 35
7/12/11	SOLD THROUGH SANFORD C BERNSTEIN & CO LLC MISC 0.51 SETTLEMENT DATE 7/15/11 800 SHARES AT $32.9539 CUSIP 68389X105 1102734	800 000	32.00	26,330.61	-23,406.45	2,924 16
12/21/11	SOLD THROUGH J.P. MORGAN SECURITIES LLC MISC 1 27 SETTLEMENT DATE 12/27/11 2,600 SHARES AT $25 3705 CUSIP 68389X105 1102734	2,600 000	52 00	65,910.03	-80,573 06	-14,663 03
1/10/12	SOLD THROUGH SANFORD C BERNSTEIN & CO LLC MISC 0.48 SETTLEMENT DATE 1/13/12 900 SHARES AT $27.3086 CUSIP 68389X105 1102734	900 000	36 00	24,541 26	-28,529 87	-3,988 61
	TOTAL FOR ASSET	7,350 000	150 50	216,037 15	-216,600 18	-563 03
	PATTERSON COS INC COM					
8/26/11	SOLD THROUGH BNY BROKERAGE INC (ESI) MISC 4 08 SETTLEMENT DATE 8/31/11 8,000 SHARES AT $26.5414 CUSIP 703395103 7914624	8,000 000	400.00	211,927 12	-228,717 78	-16,790 66

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EFFECTIVE DATE	DESCRIPTION	SHARES/ PAR VALUE	BROKERAGE COMMISSION	CASH	COST	REALIZED GAIN/LOSS
	TOTAL FOR ASSET	8,000 000	400 00	211,927.12	-228,717 78	-16,790 66
	PEETS COFFEE & TEA INC COM					
5/19/11	SOLD THROUGH KNIGHT EQUITY MARKETS L.P. MISC 0.19 SETTLEMENT DATE 5/24/11 204 SHARES AT $48.2737 CUSIP 705560100 7928044	204 000	4 08	9,843 56	-7,279 21	2,564 35
5/23/11	SOLD THROUGH LIQUIDNET INC MISC 0.16 SETTLEMENT DATE 5/26/11 169 SHARES AT $49.1566 CUSIP 705560100 7928044	169.000	3.38	8,303.93	-6,036 11	2,267 82
5/24/11	SOLD THROUGH KNIGHT EQUITY MARKETS L.P MISC 0.22 SETTLEMENT DATE 5/27/11 231 SHARES AT $49 5636 CUSIP 705560100 7928044	231.000	4.62	11,444.35	-8,211.39	3,232 96
	TOTAL FOR ASSET	604.000	12.08	29,591.84	-21,526.71	8,065 13
	PEPSICO INC COM					
2/09/11	SOLD THROUGH KNIGHT EQUITY MARKETS L.P ON THE NEW YORK STOCK EXCHANGE, INC. MISC 0.49 SETTLEMENT DATE 2/14/11 400 SHARES AT $64.1101 CUSIP 713448108 1102734	400.000	4.00	25,639.55	-23,501.31	2,138 24

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RICH FOUNDATION/COMBINED CUST

EFFECTIVE DATE	DESCRIPTION	SHARES/ PAR VALUE	BROKERAGE COMMISSION	CASH	COST	REALIZED GAIN/LOSS
2/10/11	SOLD THROUGH J.P. MORGAN SECURITIES LLC MISC 0.98 SETTLEMENT DATE 2/15/11 800 SHARES AT $63.1804 CUSIP 713448108 1102734	800 000	32.00	50,511.34	-47,051 04	3,460 30
2/24/11	SOLD THROUGH KNIGHT EQUITY MARKETS L.P. ON THE NEW YORK STOCK EXCHANGE, INC. MISC 0 73 SETTLEMENT DATE 3/01/11 600 SHARES AT $62.9801 CUSIP 713448108 1102734	600.000	6.00	37,781 33	-35,412.93	2,368.40
3/25/11	SOLD THROUGH KNIGHT EQUITY MARKETS L P ON THE NEW YORK STOCK EXCHANGE, INC MISC 0.25 SETTLEMENT DATE 3/30/11 200 SHARES AT $64 3201 CUSIP 713448108 1102734	200 000	2.00	12,861 77	-11,818 16	1,043 61
5/26/11	SOLD THROUGH KNIGHT EQUITY MARKETS L.P. ON THE NEW YORK STOCK EXCHANGE, INC. MISC 0.27 SETTLEMENT DATE 6/01/11 200 SHARES AT $70.1701 CUSIP 713448108 1102734	200.000	2.00	14,031.75	-11,818.16	2,213 59
6/13/11	SOLD THROUGH KNIGHT EQUITY MARKETS L P. ON THE NEW YORK STOCK EXCHANGE, INC. MISC 0.07 SETTLEMENT DATE 6/16/11 50 SHARES AT $69.03 CUSIP 713448108 1102734	50 000	0.50	3,450.93	-2,954 54	496.39

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EFFECTIVE DATE	DESCRIPTION	SHARES/ PAR VALUE	BROKERAGE COMMISSION	CASH	COST	REALIZED GAIN/LOSS
7/21/11	SOLD THROUGH MORGAN KEEGAN & COMPANY INC. ON THE NEW YORK STOCK EXCHANGE, INC. MISC 0.51 SETTLEMENT DATE 7/26/11 400 SHARES AT $65.4914 CUSIP 713448108 1102734	400 000	16 00	26,180 05	-21,870 13	4,309 92
10/24/11	SOLD THROUGH KNIGHT EQUITY MARKETS L.P. ON THE NEW YORK STOCK EXCHANGE, INC MISC 0.12 SETTLEMENT DATE 10/27/11 100 SHARES AT $62.00 CUSIP 713448108 1102734	100.000	1.00	6,198.88	-5,320 35	878.53
	TOTAL FOR ASSET	2,750.000	63 50	176,655.60	-159,746 62	16,908 98
	PROCTER & GAMBLE CO COM					
2/09/11	SOLD THROUGH KNIGHT EQUITY MARKETS L P ON THE NEW YORK STOCK EXCHANGE, INC MISC 0.62 SETTLEMENT DATE 2/14/11 500 SHARES AT $64 17 CUSIP 742718109 1102734	500 000	5 00	32,079 38	-27,297 63	4,781.75
2/24/11	SOLD THROUGH KNIGHT EQUITY MARKETS L.P. ON THE NEW YORK STOCK EXCHANGE, INC. MISC 1.09 SETTLEMENT DATE 3/01/11 900 SHARES AT $63.2301 CUSIP 742718109 1102734	900 000	9 00	56,897.00	-51,723.81	5,173 19

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RICH FOUNDATION/COMBINED CUST

EFFECTIVE DATE	DESCRIPTION	SHARES/ PAR VALUE	BROKERAGE COMMISSION	CASH	COST	REALIZED GAIN/LOSS
3/18/11	SOLD THROUGH DEUTSCHE BANK SECURITIES INC MISC 0.81 SETTLEMENT DATE 3/23/11 700 SHARES AT $60.438 CUSIP 742718109 1102734	700 000	28 00	42,277 79	-42,801 11	-523 32
3/25/11	SOLD THROUGH KNIGHT EQUITY MARKETS L.P. ON THE NEW YORK STOCK EXCHANGE, INC. MISC 0.12 SETTLEMENT DATE 3/30/11 100 SHARES AT $60.9501 CUSIP 742718109 1102734	100.000	1.00	6,093.89	-6,165.43	-71 54
5/26/11	SOLD THROUGH KNIGHT EQUITY MARKETS L P ON THE NEW YORK STOCK EXCHANGE, INC MISC 0.32 SETTLEMENT DATE 6/01/11 250 SHARES AT $66 04 CUSIP 742718109 1102734	250 000	2.50	16,507.18	-15,413.58	1,093 60
6/13/11	SOLD THROUGH KNIGHT EQUITY MARKETS L.P. ON THE NEW YORK STOCK EXCHANGE, INC MISC 0.06 SETTLEMENT DATE 6/16/11 50 SHARES AT $64.74 CUSIP 742718109 1102734	50.000	0 50	3,236.44	-3,082 71	153.73
10/24/11	SOLD THROUGH KNIGHT EQUITY MARKETS L.P. ON THE NEW YORK STOCK EXCHANGE, INC. MISC 0.13 SETTLEMENT DATE 10/27/11 100 SHARES AT $65 18 CUSIP 742718109 1102734	100 000	1 00	6,516 87	-6,165 43	351.44

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EFFECTIVE DATE	DESCRIPTION	SHARES/ PAR VALUE	BROKERAGE COMMISSION	CASH	COST	REALIZED GAIN/LOSS
	TOTAL FOR ASSET	2,600.000	47.00	163,608 55	-152,649.70	10,958 85
	QUALCOMM CORP COM					
2/09/11	SOLD THROUGH KNIGHT EQUITY MARKETS L.P MISC 0.75 SETTLEMENT DATE 2/14/11 700 SHARES AT $56.0909 CUSIP 747525103 1102734	700.000	7 00	39,255 88	-31,180 79	8,075 09
2/24/11	SOLD THROUGH KNIGHT EQUITY MARKETS L.P. MISC 1.22 SETTLEMENT DATE 3/01/11 1,100 SHARES AT $57.5311 CUSIP 747525103 1102734	1,100.000	11.00	63,271.99	-40,057 82	23,214 17
3/25/11	SOLD THROUGH KNIGHT EQUITY MARKETS L P. MISC 0.21 SETTLEMENT DATE 3/30/11 200 SHARES AT $53 4001 CUSIP 747525103 1102734	200 000	2.00	10,677.81	-7,283 24	3,394 57
5/26/11	SOLD THROUGH KNIGHT EQUITY MARKETS L.P MISC 0.38 SETTLEMENT DATE 6/01/11 350 SHARES AT $57 1601 CUSIP 747525103 1102734	350 000	3.50	20,002 16	-12,745 67	7,256 49
6/13/11	SOLD THROUGH KNIGHT EQUITY MARKETS L.P MISC 0.10 SETTLEMENT DATE 6/16/11 100 SHARES AT $54 5601 CUSIP 747525103 1102734	100.000	1 00	5,454.91	-3,641 62	1,813 29

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EFFECTIVE DATE	DESCRIPTION	SHARES/ PAR VALUE	BROKERAGE COMMISSION	CASH	COST	REALIZED GAIN/LOSS
7/12/11	SOLD THROUGH BARCLAYS CAPITAL LE MISC 0.44 SETTLEMENT DATE 7/15/11 400 SHARES AT $56.9734 CUSIP 747525103 1102734	400 000	16.00	22,772 92	-14,566 48	8,206 44
8/01/11	SOLD THROUGH UBS WARBURG ON THE NEW YORK STOCK EXCHANGE, INC MISC 0 52 SETTLEMENT DATE 8/04/11 500 SHARES AT $54.076 CUSIP 747525103 1102734	500 000	20.00	27,017.48	-18,208 10	8,809 38
10/24/11	SOLD THROUGH KNIGHT EQUITY MARKETS L P MISC 0.21 SETTLEMENT DATE 10/27/11 200 SHARES AT $53 585 CUSIP 747525103 1102734	200 000	2 00	10,714.79	-8,216 17	2,498 62
	TOTAL FOR ASSET	3,550.000	62.50	199,167.94	-135,899 89	63,268.05
	RACKSPACE HOSTING INC COM					
2/04/11	SOLD THROUGH BAYPOINT TRADING LLC ON THE NEW YORK STOCK EXCHANGE, INC. MISC 0.39 SETTLEMENT DATE 2/09/11 563 SHARES AT $35.544 CUSIP 750086100 7928044	563 000	28.15	19,982.73	-9,351.82	10,630 91
	TOTAL FOR ASSET	563 000	28 15	19,982.73	-9,351 82	10,630 91
	RADIANT SYS INC COM					

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EFFECTIVE DATE	DESCRIPTION	SHARES/ PAR VALUE	BROKERAGE COMMISSION	CASH	COST	REALIZED GAIN/LOSS
7/07/11	SOLD THROUGH BAYPOINT TRADING LLC ON THE OTC BULLETIN BOARD MISC 0.17 SETTLEMENT DATE 7/12/11 385 SHARES AT $22.1939 CUSIP 75025N102 7928044	385.000	19.25	8,525.23	-6,999.45	1,525.78
7/11/11	SOLD THROUGH KNIGHT EQUITY MARKETS L.P MISC 0.58 SETTLEMENT DATE 7/14/11 1,082 SHARES AT $28.00 CUSIP 75025N102 7928044	1,082 000	21.64	30,273.78	-19,656 15	10,617 63
7/12/11	SOLD THROUGH BAYPOINT TRADING LLC ON THE OTC BULLETIN BOARD MISC 0.77 SETTLEMENT DATE 7/15/11 1,432 SHARES AT $27.9535 CUSIP 75025N102 7928044	1,432 000	71 60	39,957.04	-26,269 05	13,687.99
	TOTAL FOR ASSET	2,899 000	112.49	78,756.05	-52,924 65	25,831 40
	SXC HEALTH SOLUTIONS CORP COM					
12/01/11	SOLD THROUGH KNIGHT EQUITY MARKETS L.P. MISC 0.34 SETTLEMENT DATE 12/06/11 297 SHARES AT $59.4558 CUSIP 78505P100 7928044	297 000	11.88	17,646.15	-7,113 91	10,532 24
	TOTAL FOR ASSET	297 000	11.88	17,646 15	-7,113 91	10,532 24
	SCHLUMBERGER LTD COM					

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EFFECTIVE DATE	DESCRIPTION	SHARES/ PAR VALUE	BROKERAGE COMMISSION	CASH	COST	REALIZED GAIN/LOSS
2/01/11	SOLD THROUGH GOLDMAN, SACHS & CO MISC 0.86 SETTLEMENT DATE 2/04/11 500 SHARES AT $89 5709 CUSIP 806857108 1102734	500 000	20 00	44,764.59	-19,913 27	24,851 32
2/09/11	SOLD THROUGH KNIGHT EQUITY MARKETS L.P. ON THE NEW YORK STOCK EXCHANGE, INC. MISC 0.51 SETTLEMENT DATE 2/14/11 300 SHARES AT $88.3901 CUSIP 806857108 1102734	300.000	3.00	26,513.52	-12,013 02	14,500 50
2/24/11	SOLD THROUGH KNIGHT EQUITY MARKETS L.P ON THE NEW YORK STOCK EXCHANGE, INC MISC 1.06 SETTLEMENT DATE 3/01/11 600 SHARES AT $91 9901 CUSIP 806857108 1102734	600 000	6 00	55,187 00	-26,410 57	28,776.43
3/25/11	SOLD THROUGH KNIGHT EQUITY MARKETS L.P. ON THE NEW YORK STOCK EXCHANGE, INC. MISC 0 17 SETTLEMENT DATE 3/30/11 100 SHARES AT $86.5401 CUSIP 806857108 1102734	100.000	1.00	8,652.84	-5,088.22	3,564.62
4/11/11	SOLD THROUGH WEEDEN AND CO. ON THE NEW YORK STOCK EXCHANGE, INC. MISC 0.52 SETTLEMENT DATE 4/14/11 300 SHARES AT $89 8392 CUSIP 806857108 1102734	300.000	6.00	26,945.24	-15,264 66	11,680 58

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EFFECTIVE DATE	DESCRIPTION	SHARES/ PAR VALUE	BROKERAGE COMMISSION	CASH	COST	REALIZED GAIN/LOSS
5/26/11	SOLD THROUGH KNIGHT EQUITY MARKETS L.P ON THE NEW YORK STOCK EXCHANGE, INC. MISC 0.16 SETTLEMENT DATE 6/01/11 100 SHARES AT $84.9701 CUSIP 806857108 1102734	100.000	1 00	8,495.85	-5,088.22	3,407 63
6/13/11	SOLD THROUGH KNIGHT EQUITY MARKETS L.P. ON THE NEW YORK STOCK EXCHANGE, INC MISC 0.08 SETTLEMENT DATE 6/16/11 50 SHARES AT $83.42 CUSIP 806857108 1102734	50.000	0 50	4,170 42	-2,544 11	1,626 31
7/29/11	SOLD THROUGH MERRILL LYNCH,PIERCE,FENNER&SM MISC 0.53 SETTLEMENT DATE 8/03/11 300 SHARES AT $90.7789 CUSIP 806857108 1102734	300.000	12.00	27,221.14	-18,716.80	8,504 34
8/26/11	SOLD THROUGH RBC CAPITAL MARKETS CORP MISC 0 44 SETTLEMENT DATE 8/31/11 300 SHARES AT $74.7132 CUSIP 806857108 1102734	300.000	12.00	22,401.52	-19,047.19	3,354 33
10/24/11	SOLD THROUGH KNIGHT EQUITY MARKETS L P ON THE NEW YORK STOCK EXCHANGE, INC. MISC 0.13 SETTLEMENT DATE 10/27/11 100 SHARES AT $69 68 CUSIP 806857108 1102734	100 000	1 00	6,966.87	-6,290 81	676 06

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EFFECTIVE DATE	DESCRIPTION	SHARES/ PAR VALUE	BROKERAGE COMMISSION	CASH	COST	REALIZED GAIN/LOSS
	TOTAL FOR ASSET	2,650 000	62 50	231,318 99	-130,376 87	100,942 12
	SMART TECHNOLOGIES INC CL A CAD COM					
2/07/11	SOLD THROUGH WEEDEN AND CO MISC 0.08 SETTLEMENT DATE 2/10/11 457 SHARES AT $9.1309 CUSIP 83172R108 7928044	457 000	13 71	4,159 03	-4,263 81	-104 78
2/08/11	SOLD THROUGH CANTOR FITZGERALD & CO ON THE NEW YORK STOCK EXCHANGE, INC MISC 0.13 SETTLEMENT DATE 2/11/11 718 SHARES AT $9 10 CUSIP 83172R108 7928044	718 000	21 54	6,512.13	-6,698 94	-186 81
5/19/11	SOLD THROUGH BAYPOINT TRADING LLC ON THE OTC BULLETIN BOARD MISC 0.33 SETTLEMENT DATE 5/24/11 2,322 SHARES AT $7.2039 CUSIP 83172R108 7928044	2,322.000	116.10	16,611.03	-21,996.32	-5,385.29
	TOTAL FOR ASSET	3,497.000	151.35	27,282.19	-32,959 07	-5,676 88
	SOLARWINDS INC COM					
3/02/11	SOLD THROUGH CANTOR FITZGERALD & CO. ON THE NEW YORK STOCK EXCHANGE, INC. MISC 0 18 SETTLEMENT DATE 3/07/11 417 SHARES AT $21 6937 CUSIP 83416B109 7928044	417 000	12 51	9,033 58	-7,743.69	1,289.89

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EFFECTIVE DATE	DESCRIPTION	SHARES/ PAR VALUE	BROKERAGE COMMISSION	CASH	COST	REALIZED GAIN/LOSS
6/10/11	SOLD THROUGH CANTOR FITZGERALD & CO ON THE NEW YORK STOCK EXCHANGE, INC MISC 0.22 SETTLEMENT DATE 6/15/11 475 SHARES AT $23 9094 CUSIP 83416B109 7928044	475.000	9.50	11,347 25	-8,919 08	2,428 17
	TOTAL FOR ASSET	892 000	22 01	20,380 83	-16,662 77	3,718.06
	SONOSITE INC COM					
11/16/11	SOLD THROUGH KNIGHT EQUITY MARKETS L P MISC 0.17 SETTLEMENT DATE 11/21/11 216 SHARES AT $41 9089 CUSIP 83568G104 7928044	216 000	8 64	9,043.51	-5,801.76	3,241 75
11/17/11	SOLD THROUGH KNIGHT EQUITY MARKETS L P MISC 0.10 SETTLEMENT DATE 11/22/11 133 SHARES AT $40.6071 CUSIP 83568G104 7928044	133 000	5 32	5,395.32	-3,572 38	1,822 94
12/20/11	SOLD THROUGH KNIGHT EQUITY MARKETS L.P. MISC 1.11 SETTLEMENT DATE 12/23/11 1,076 SHARES AT $53.7621 CUSIP 83568G104 7928044	1,076.000	21 52	57,825.39	-30,473.43	27,351 96

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EFFECTIVE DATE	DESCRIPTION	SHARES/ PAR VALUE	BROKERAGE COMMISSION	CASH	COST	REALIZED GAIN/LOSS
1/19/12	SOLD THROUGH KNIGHT EQUITY MARKETS L P MISC 0.36 SETTLEMENT DATE 1/24/12 350 SHARES AT $53.89 CUSIP 83568G104 7928044	350 000	7 00	18,854.14	-11,739 84	7,114 30
	TOTAL FOR ASSET	1,775.000	42 48	91,118.36	-51,587.41	39,530.95
	SONOVA HLDG AG SPONS ADR					
7/25/11	SOLD THROUGH BNY BROKERAGE INC (ESI) ON THE OTC BULLETIN BOARD MISC 1.50 SETTLEMENT DATE 7/28/11 4,000 SHARES AT $19 5233 CUSIP 83569C102 7914624	4,000.000	200.00	77,891.70	-109,151 60	-31,259 90
	TOTAL FOR ASSET	4,000.000	200.00	77,891.70	-109,151 60	-31,259 90
	SOURCEFIRE INC COM					
11/16/11	SOLD THROUGH KNIGHT EQUITY MARKETS L.P MISC 0 42 SETTLEMENT DATE 11/21/11 644 SHARES AT $33.9247 CUSIP 83616T108 7928044	644.000	25 76	21,821.33	-16,073 98	5,747 35
	TOTAL FOR ASSET	644.000	25.76	21,821.33	-16,073 98	5,747.35
	STRYKER CORP COM					

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EFFECTIVE DATE	DESCRIPTION	SHARES/ PAR VALUE	BROKERAGE COMMISSION	CASH	COST	REALIZED GAIN/LOSS
2/09/11	SOLD THROUGH KNIGHT EQUITY MARKETS L.P. ON THE NEW YORK STOCK EXCHANGE, INC. MISC 0.69 SETTLEMENT DATE 2/14/11 600 SHARES AT $59.5501 CUSIP 863667101 1102734	600.000	6 00	35,723.37	-39,481 49	-3,758 12
2/24/11	SOLD THROUGH KNIGHT EQUITY MARKETS L.P ON THE NEW YORK STOCK EXCHANGE, INC. MISC 1.07 SETTLEMENT DATE 3/01/11 900 SHARES AT $62.0094 CUSIP 863667101 1102734	900 000	9.00	55,798 39	-32,415 75	23,382 64
3/25/11	SOLD THROUGH KNIGHT EQUITY MARKETS L.P ON THE NEW YORK STOCK EXCHANGE, INC. MISC 0.24 SETTLEMENT DATE 3/30/11 200 SHARES AT $61.2401 CUSIP 863667101 1102734	200 000	2 00	12,245.78	-6,915.74	5,330.04
4/05/11	SOLD THROUGH COWEN AND COMPANY,LLC MISC 0.12 SETTLEMENT DATE 4/08/11 100 SHARES AT $60.8251 CUSIP 863667101 1102734	100 000	4 00	6,078 39	-3,457 87	2,620.52
4/06/11	SOLD THROUGH COWEN AND COMPANY,LLC MISC 0.47 SETTLEMENT DATE 4/11/11 400 SHARES AT $60.3882 CUSIP 863667101 1102734	400 000	16.00	24,138.81	-23,121 48	1,017 33

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EFFECTIVE DATE	DESCRIPTION	SHARES/ PAR VALUE	BROKERAGE COMMISSION	CASH	COST	REALIZED GAIN/LOSS
5/26/11	SOLD THROUGH KNIGHT EQUITY MARKETS L P. ON THE NEW YORK STOCK EXCHANGE, INC. MISC 0.24 SETTLEMENT DATE 6/01/11 200 SHARES AT $61.9801 CUSIP 863667101 1102734	200 000	2 00	12,393.78	-11,560 74	833 04
6/13/11	SOLD THROUGH KNIGHT EQUITY MARKETS L P. ON THE NEW YORK STOCK EXCHANGE, INC. MISC 0 06 SETTLEMENT DATE 6/16/11 50 SHARES AT $58.43 CUSIP 863667101 1102734	50 000	0 50	2,920.94	-2,890 19	30.75
10/20/11	SOLD THROUGH BNY BROKERAGE INC (ESI) MISC 4.44 SETTLEMENT DATE 10/25/11 4,800 SHARES AT $48.106 CUSIP 863667101 7914624	4,800 000	240 00	230,664 36	-249,321 33	-18,656 97
1/12/12	SOLD THROUGH J.P. MORGAN SECURITIES LLC MISC 0.23 SETTLEMENT DATE 1/18/12 226 SHARES AT $52.1821 CUSIP 863667101 1102734	226.000	9.04	11,783.88	-12,933.77	-1,149.89
1/13/12	SOLD THROUGH J.P MORGAN SECURITIES LLC MISC 0.10 SETTLEMENT DATE 1/19/12 95 SHARES AT $51.7845 CUSIP 863667101 1102734	95 000	3.80	4,915 63	-5,329 03	-413 40

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EFFECTIVE DATE	DESCRIPTION	SHARES/ PAR VALUE	BROKERAGE COMMISSION	CASH	COST	REALIZED GAIN/LOSS
1/17/12	SOLD THROUGH J.P. MORGAN SECURITIES LLC MISC 0.10 SETTLEMENT DATE 1/20/12 97 SHARES AT $52 1785 CUSIP 863667101 1102734	97 000	3.88	5,057.33	-5,441 21	-383 88
1/18/12	SOLD THROUGH J.P. MORGAN SECURITIES LLC MISC 0.09 SETTLEMENT DATE 1/23/12 82 SHARES AT $52.0188 CUSIP 863667101 1102734	82.000	3 28	4,262 17	-4,599.79	-337 62
	TOTAL FOR ASSET	7,750 000	299 50	405,982.83	-397,468 39	8,514.44
	TJX COS INC COM NEW					
2/09/11	SOLD THROUGH KNIGHT EQUITY MARKETS L P ON THE NEW YORK STOCK EXCHANGE, INC. MISC 0.38 SETTLEMENT DATE 2/14/11 400 SHARES AT $49 4901 CUSIP 872540109 1102734	400 000	4.00	19,791.66	-14,047 12	5,744.54
2/24/11	SOLD THROUGH KNIGHT EQUITY MARKETS L.P. ON THE NEW YORK STOCK EXCHANGE, INC. MISC 0.57 SETTLEMENT DATE 3/01/11 600 SHARES AT $49.4201 CUSIP 872540109 1102734	600 000	6 00	29,645 49	-22,380 72	7,264 77

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EFFECTIVE DATE	DESCRIPTION	SHARES/ PAR VALUE	BROKERAGE COMMISSION	CASH	COST	REALIZED GAIN/LOSS
6/14/11	SOLD THROUGH UBS WARBURG ON THE NEW YORK STOCK EXCHANGE, INC. MISC 0.39 SETTLEMENT DATE 6/17/11 400 SHARES AT $49.7169 CUSIP 872540109 1102734	400 000	16.00	19,870 37	-15,211 60	4,658 77
10/24/11	SOLD THROUGH KNIGHT EQUITY MARKETS L.P ON THE NEW YORK STOCK EXCHANGE, INC MISC 0.12 SETTLEMENT DATE 10/27/11 100 SHARES AT $59.91 CUSIP 872540109 1102734	100.000	1 00	5,989.88	-3,802.90	2,186 98
	TOTAL FOR ASSET	1,500.000	27 00	75,297 40	-55,442.34	19,855 06
	TRAVELZOO INC COM					
1/27/12	SOLD THROUGH KNIGHT EQUITY MARKETS L.P MISC 0.42 SETTLEMENT DATE 2/01/12 810 SHARES AT $26.9868 CUSIP 89421Q106 7928044	810.000	16.20	21,842.69	-37,222 36	-15,379.67
	TOTAL FOR ASSET	810 000	16 20	21,842 69	-37,222 36	-15,379 67
	TRIQUINT SEMICONDUCTOR INC COM					
1/06/12	SOLD THROUGH KNIGHT EQUITY MARKETS L.P. MISC 0 53 SETTLEMENT DATE 1/11/12 5,690 SHARES AT $4 8356 CUSIP 89674K103 7928044	5,690 000	113 80	27,400 23	-56,337.93	-28,937 70

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	TOTAL FOR ASSET	5,690 000	113 80	27,400 23	-56,337 93	-28,937.70
	ULTRATECH INC COM					
10/19/11	SOLD THROUGH KNIGHT EQUITY MARKETS L P MISC 0.40 SETTLEMENT DATE 10/24/11 1,075 SHARES AT $19.2869 CUSIP 904034105 7928044	1,075 000	43 00	20,690.02	-20,801 14	-111 12
	TOTAL FOR ASSET	1,075 000	43.00	20,690.02	-20,801 14	-111.12
	UNITED PARCEL SVC INC CL B COM					
2/09/11	SOLD THROUGH KNIGHT EQUITY MARKETS L.P. ON THE NEW YORK STOCK EXCHANGE, INC. MISC 0.43 SETTLEMENT DATE 2/14/11 300 SHARES AT $74 3701 CUSIP 911312106 1102734	300.000	3.00	22,307.60	-19,229 31	3,078 29
2/24/11	SOLD THROUGH KNIGHT EQUITY MARKETS L.P ON THE NEW YORK STOCK EXCHANGE, INC MISC 0.98 SETTLEMENT DATE 3/01/11 700 SHARES AT $73.2671 CUSIP 911312106 1102734	700 000	7 00	51,278 99	-44,868 39	6,410.60
5/16/11	SOLD THROUGH MORGAN STANLEY & CO. INC ON THE NEW YORK STOCK EXCHANGE, INC. MISC 0.72 SETTLEMENT DATE 5/19/11 500 SHARES AT $73.9934 CUSIP 911312106 1102734	500 000	20 00	36,975 98	-32,264 13	4,711.85

SUNTRUST

ACCOUNT C110934

ASSETS DISPOSED / SOLD

2/01/11 THROUGH 1/31/12

RICH FOUNDATION/COMBINED CUST

EFFECTIVE DATE	DESCRIPTION	SHARES/ PAR VALUE	BROKERAGE COMMISSION	CASH	COST	REALIZED GAIN/LOSS
5/26/11	SOLD THROUGH KNIGHT EQUITY MARKETS L P ON THE NEW YORK STOCK EXCHANGE, INC. MISC 0.35 SETTLEMENT DATE 6/01/11 250 SHARES AT $73.0001 CUSIP 911312106 1102734	250 000	2 50	18,247.18	-16,158 98	2,088 20
6/13/11	SOLD THROUGH KNIGHT EQUITY MARKETS L.P. ON THE NEW YORK STOCK EXCHANGE, INC. MISC 0.07 SETTLEMENT DATE 6/16/11 50 SHARES AT $68.72 CUSIP 911312106 1102734	50 000	0.50	3,435.43	-3,231 79	203.64
6/17/11	SOLD THROUGH MORGAN KEEGAN & COMPANY INC. ON THE NEW YORK STOCK EXCHANGE, INC. MISC 0.40 SETTLEMENT DATE 6/22/11 300 SHARES AT $69.3779 CUSIP 911312106 1102734	300 000	12.00	20,800 97	-19,293 99	1,506 98
9/06/11	SOLD THROUGH DEUTSCHE BANK SECURITIES INC MISC 0.28 SETTLEMENT DATE 9/09/11 225 SHARES AT $64.221 CUSIP 911312106 1102734	225.000	9 00	14,440.45	-15,124 59	-684.14
9/07/11	SOLD THROUGH DEUTSCHE BANK SECURITIES INC MISC 0.22 SETTLEMENT DATE 9/12/11 175 SHARES AT $64.7294 CUSIP 911312106 1102734	175 000	7.00	11,320 43	-12,170 57	-850 14

SUNTRUST

ACCOUNT C110934

ASSETS DISPOSED / SOLD

2/01/11 THROUGH 1/31/12

RICH FOUNDATION/COMBINED CUST

EFFECTIVE DATE	DESCRIPTION	SHARES/ PAR VALUE	BROKERAGE COMMISSION	CASH	COST	REALIZED GAIN/LOSS
10/24/11	SOLD THROUGH KNIGHT EQUITY MARKETS L.P ON THE NEW YORK STOCK EXCHANGE, INC MISC 0.14 SETTLEMENT DATE 10/27/11 100 SHARES AT $71 02 CUSIP 911312106 1102734	100 000	1 00	7,100.86	-6,954 61	146 25
	TOTAL FOR ASSET	2,600.000	62.00	185,907.89	-169,296.36	16,611.53
	VERISK ANALYTICS INC CL A COM					
7/13/11	SOLD THROUGH BNY BROKERAGE INC (ESI) MISC 0.27 SETTLEMENT DATE 7/18/11 400 SHARES AT $34.2412 CUSIP 92345Y106 7914624	400 000	20.00	13,676.21	-11,219.56	2,456.65
7/18/11	SOLD THROUGH BNY BROKERAGE INC (ESI) MISC 2.30 SETTLEMENT DATE 7/21/11 3,600 SHARES AT $33.2513 CUSIP 92345Y106 7914624	3,600 000	180 00	119,522 38	-103,685 74	15,836 64
	TOTAL FOR ASSET	4,000.000	200.00	133,198.59	-114,905.30	18,293.29
	VISA INC CL A COM					
10/24/11	SOLD THROUGH KNIGHT EQUITY MARKETS L.P. ON THE NEW YORK STOCK EXCHANGE, INC. MISC 0.18 SETTLEMENT DATE 10/27/11 100 SHARES AT $94.31 CUSIP 92826C839 1102734	100 000	1 00	9,429.82	-8,704.82	725.00

SUNTRUST

ACCOUNT C110934

ASSETS DISPOSED / SOLD

2/01/11 THROUGH 1/31/12

RICH FOUNDATION/COMBINED CUST

EFFECTIVE DATE	DESCRIPTION	SHARES/ PAR VALUE	BROKERAGE COMMISSION	CASH	COST	REALIZED GAIN/LOSS
	TOTAL FOR ASSET	100.000	1.00	9,429 82	-8,704 82	725.00
	VOLTERRA SEMICONDUCTOR CORP COM					
3/02/11	SOLD THROUGH WEEDEN AND CO. MISC 0.16 SETTLEMENT DATE 3/07/11 334 SHARES AT $24.469 CUSIP 928708106 7928044	334 000	10.02	8,162.47	-4,618 61	3,543.86
3/03/11	SOLD THROUGH WEEDEN AND CO MISC 0.12 SETTLEMENT DATE 3/08/11 261 SHARES AT $24.5545 CUSIP 928708106 7928044	261.000	7 83	6,400.77	-3,651.05	2,749 72
1/04/12	SOLD THROUGH BAYPOINT TRADING LLC ON THE OTC BULLETIN BOARD MISC 0 22 SETTLEMENT DATE 1/09/12 444 SHARES AT $25.0252 CUSIP 928708106 7928044	444.000	8 88	11,102.09	-9,880.28	1,221 81
1/25/12	SOLD THROUGH KNIGHT EQUITY MARKETS L P. MISC 0.51 SETTLEMENT DATE 1/30/12 879 SHARES AT $30.4973 CUSIP 928708106 7928044	879.000	17.58	26,789 04	-21,160 22	5,628.82
	TOTAL FOR ASSET	1,918.000	44 31	52,454.37	-39,310 16	13,144.21
	WALGREEN CO COM					

SUNTRUST

ACCOUNT C110934

ASSETS DISPOSED / SOLD

2/01/11 THROUGH 1/31/12

RICH FOUNDATION/COMBINED CUST

EFFECTIVE DATE	DESCRIPTION	SHARES/ PAR VALUE	BROKERAGE COMMISSION	CASH	COST	REALIZED GAIN/LOSS
5/26/11	SOLD THROUGH KNIGHT EQUITY MARKETS L.P. ON THE NEW YORK STOCK EXCHANGE, INC. MISC 0.13 SETTLEMENT DATE 6/01/11 150 SHARES AT $43.6601 CUSIP 931422109 1102734	150.000	1 50	6,547.39	-6,599 22	-51 83
8/11/11	SOLD THROUGH MORGAN STANLEY & CO INC ON THE NEW YORK STOCK EXCHANGE, INC MISC 0.80 SETTLEMENT DATE 8/16/11 1,200 SHARES AT $34.3104 CUSIP 931422109 1102734	1,200.000	48.00	41,123 68	-53,365 48	-12,241 80
8/24/11	SOLD THROUGH DEUTSCHE BANK SECURITIES INC ON THE NEW YORK STOCK EXCHANGE, INC. MISC 0.40 SETTLEMENT DATE 8/29/11 600 SHARES AT $34.3469 CUSIP 931422109 1102734	600 000	24 00	20,583.74	-26,880.76	-6,297 02
9/28/11	SOLD THROUGH CITIGROUP GLOBAL MARKET INC. MISC 0.42 SETTLEMENT DATE 10/03/11 650 SHARES AT $33.34 CUSIP 931422109 1102734	650.000	26.00	21,644.58	-28,644 77	-7,000 19
9/29/11	SOLD THROUGH J.P MORGAN SECURITIES LLC MISC 0 19 SETTLEMENT DATE 10/04/11 300 SHARES AT $32.375 CUSIP 931422109 1102734	300 000	12 00	9,700.31	-12,963 06	-3,262.75

SUNTRUST

ACCOUNT C110934

ASSETS DISPOSED / SOLD

2/01/11 THROUGH 1/31/12

RICH FOUNDATION/COMBINED CUST

EFFECTIVE DATE	DESCRIPTION	SHARES/ PAR VALUE	BROKERAGE COMMISSION	CASH	COST	REALIZED GAIN/LOSS
	TOTAL FOR ASSET	2,900 000	111.50	99,599.70	-128,453 29	-28,853.59
	ZUMIEZ INC COM					
1/06/12	SOLD THROUGH KNIGHT EQUITY MARKETS L.P MISC 0.34 SETTLEMENT DATE 1/11/12 568 SHARES AT $31.6057 CUSIP 989817101 7928044	568 000	11 36	17,940 34	-14,172 86	3,767 48
	TOTAL FOR ASSET	568 000	11.36	17,940 34	-14,172.86	3,767 48
	TOTAL EQUITY SECURITIES	203,104.000	6,144.84	7,624,153.34	-6,640,205.50	983,947.84
	MUTUAL FUNDS					
	ARTIO GLOBAL INTL EQUITY-I					
2/25/11	SOLD MISC 0.00 SETTLEMENT DATE 2/28/11 33,036 009 SHARES AT $30.27 CUSIP 04315J506 1129680	33,036 009	0 00	1,000,000.00	-854,971 91	145,028 09
8/31/11	SOLD MISC 0.00 SETTLEMENT DATE 9/01/11 95,679 005 SHARES AT $27 26 CUSIP 04315J506 1129680	95,679.005	0.00	2,608,209 68	-3,001,227 42	-393,017.74
	TOTAL FOR ASSET	128,715 014	0 00	3,608,209.68	-3,856,199.33	-247,989 65
	COLCHESTER GLOBAL BD FD SHS BEN INT					

SUNTRUST

ACCOUNT C110934

ASSETS DISPOSED / SOLD

2/01/11 THROUGH 1/31/12

RICH FOUNDATION/COMBINED CUST

EFFECTIVE DATE	DESCRIPTION	SHARES/ PAR VALUE	BROKERAGE COMMISSION	CASH	COST	REALIZED GAIN/LOSS
2/01/11	SOLD MISC 0.00 SETTLEMENT DATE 2/07/11 ADVISORY FEE PER 01/31/11 STATEMENT CUSIP 192805109 1129680	55 643	0.00	1,548 00	-1,233.85	314 15
3/01/11	SOLD MISC 0.00 SETTLEMENT DATE 3/08/11 ADVISORY FEE PER 02/28/11 STATEMENT CUSIP 192805109 1129680	55 615	0 00	1,558.00	-1,233 23	324 77
4/01/11	SOLD MISC 0.00 SETTLEMENT DATE 4/08/11 ADVISORY FEE PER 03/31/11 STATEMENT CUSIP 192805109 1129680	55 587	0 00	1,544.00	-1,232 62	311.38
4/05/11	SOLD MISC 0.00 SETTLEMENT DATE 4/05/11 PARTIAL REDEMPTION-COLHESTER GLOBAL FD SHS BEN INT CUSIP 192805109 1129680	35,688.539	0 00	1,000,000.00	-791,371 61	208,628 39
5/01/11	SOLD MISC 0 00 SETTLEMENT DATE 5/09/11 PARTIAL REDEMPTION-COLOHESTER GLOBAL FD CUSIP 192805109 1129680	35,995 939	0 00	1,000,000 00	-798,188 02	201,811.98
5/01/11	SOLD MISC 0 00 SETTLEMENT DATE 5/09/11 ADVISORY FEE PER 04/30/11 STATEMENT CUSIP 192805109 1129680	37 562	0 00	1,081.00	-832 91	248 09

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ACCOUNT C110934

ASSETS DISPOSED / SOLD

2/01/11 THROUGH 1/31/12

RICH FOUNDATION/COMBINED CUST

EFFECTIVE DATE	DESCRIPTION	SHARES/ PAR VALUE	BROKERAGE COMMISSION	CASH	COST	REALIZED GAIN/LOSS
5/09/11	SOLD MISC 0.00 SETTLEMENT DATE 5/09/11 PARTIAL REDEMPTION-COLHESTER GLOBAL FD SHS BEN INT CUSIP 192805109 1129680	-35,688 539	0 00	-1,000,000.00	791,371.61	-208,628.39 *
6/01/11	SOLD MISC 0.00 SETTLEMENT DATE 6/07/11 ADVISORY FEE PER 05/31/11 STATEMENT CUSIP 192805109 1129680	37.543	0 00	1,085.00	-832.49	252 51
7/01/11	SOLD MISC 0.00 SETTLEMENT DATE 7/11/11 ADVISORY FEE PER 06/30/11 STATEMENT CUSIP 192805109 1129680	37.524	0.00	1,078.00	-832.07	245.93
8/01/11	SOLD MISC 0.00 SETTLEMENT DATE 8/05/11 ADVISORY FEE PER 07/31/11 STATEMENT CUSIP 192805109 1129680	37.505	0.00	1,115.00	-831.66	283 34
9/01/11	SOLD MISC 0.00 SETTLEMENT DATE 9/12/11 ADVISORY FEE PER 08/31/11 STATEMENT CUSIP 192805109 1129680	37 487	0 00	1,147.00	-831 24	315 76
10/01/11	SOLD MISC 0 00 SETTLEMENT DATE 10/07/11 ADVISORY FEE PER 09/30/11 STATEMENT CUSIP 192805109 1129680	37 468	0 00	1,117.00	-830.83	286.17

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ACCOUNT C110934

ASSETS DISPOSED / SOLD

2/01/11 THROUGH 1/31/12

RICH FOUNDATION/COMBINED CUST

EFFECTIVE DATE	DESCRIPTION	SHARES/ PAR VALUE	BROKERAGE COMMISSION	CASH	COST	REALIZED GAIN/LOSS
11/01/11	SOLD MISC 0.00 SETTLEMENT DATE 11/08/11 ADVISORY FEE PER 10/31/11 STATEMENT CUSIP 192805109 1129680	37 449	0.00	1,133 00	-830 41	302 59
12/01/11	SOLD MISC 0.00 SETTLEMENT DATE 12/07/11 ADVISORY FEE PER 11/30/11 STATEMENT CUSIP 192805109 1129680	37 430	0 00	1,106.00	-830 00	276 00
1/01/12	SOLD MISC 0.00 SETTLEMENT DATE 1/09/12 ADVISORY FEE PER 12/31/11 STATEMENT CUSIP 192805109 1129680	37 412	0.00	1,119.00	-829.58	289.42
	TOTAL FOR ASSET	36,500 164	0 00	1,014,631.00	-809,368 91	205,262.09
	DFA EMERGING MKTS VALUE-I					
12/13/11	CAPITAL GAIN DIST. OF 16,838.41 CUSIP 233203587 1129680	0 000	0.00	16,838 41	0 00	16,838 41
	TOTAL FOR ASSET	0.000	0 00	16,838 41	0 00	16,838 41
	FPA PERENNIAL INC SHS					
12/08/11	SOLD MISC 0.00 SETTLEMENT DATE 12/09/11 7,016.559 SHARES AT $35 63 CUSIP 302548102 1129680	7,016 559	0.00	250,000.00	-192,394 05	57,605 95
	TOTAL FOR ASSET	7,016 559	0 00	250,000.00	-192,394 05	57,605 95

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ACCOUNT C110934

ASSETS DISPOSED / SOLD

2/01/11 THROUGH 1/31/12

RICH FOUNDATION/COMBINED CUST

EFFECTIVE DATE	DESCRIPTION	SHARES/ PAR VALUE	BROKERAGE COMMISSION	CASH	COST	REALIZED GAIN/LOSS
	PIMCO TOTAL RETURN-I					
1/12/12	SOLD MISC 0.00 SETTLEMENT DATE 1/13/12 22,789.426 SHARES AT $10 97 CUSIP 693390700 1129680	22,789.426	0 00	250,000.00	-250,911.58	-911 58
	TOTAL FOR ASSET	22,789 426	0.00	250,000.00	-250,911 58	-911 58
	PIMCO COMMODITY REALRTN STRATEGY-I					
12/07/11	CAPITAL GAIN DIST. OF 3,913 85 CUSIP 722005667 1129680	0 000	0 00	3,913 85	0 00	3,913 85
12/07/11	CAPITAL GAIN DIST. OF 16,449 00 CUSIP 722005667 1129680	0 000	0 00	16,449.00	0.00	16,449.00
	TOTAL FOR ASSET	0 000	0.00	20,362.85	0 00	20,362 85
	SANDERSON INTL VALUE FD SHS BEN INT					
9/01/11	SOLD ON THE NASDAQ STOCK EXCHANGE MISC 0.00 SETTLEMENT DATE 9/08/11 PARTIAL REDEMPTION CUSIP 800016107 1129680	18,015 259	0.00	500,721.02	-446,281 71	54,439 31
12/30/11	SOLD MISC 0.00 SETTLEMENT DATE 1/06/12 ADVISORY FEE PER 12/31/11 STATEMENT CUSIP 800016107 1129680	105 825	0.00	2,777 00	-2,628 10	148 90
	TOTAL FOR ASSET	18,121.084	0.00	503,498 02	-448,909.81	54,588 21

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ACCOUNT C110934

ASSETS DISPOSED / SOLD

2/01/11 THROUGH 1/31/12

RICH FOUNDATION/COMBINED CUST

EFFECTIVE DATE	DESCRIPTION	SHARES/ PAR VALUE	BROKERAGE COMMISSION	CASH	COST	REALIZED GAIN/LOSS
	VAN ECK GLOBAL HARD ASSETS-I					
12/21/11	CAPITAL GAIN DIST. OF 5,426 04 CUSIP 921075412 1129680	0 000	0.00	5,426.04	0.00	5,426.04
	TOTAL FOR ASSET	0 000	0.00	5,426.04	0.00	5,426.04
	VANGUARD INFLATION-PROTECTD SEC-ADM					
12/09/11	SOLD MISC 0.00 SETTLEMENT DATE 12/12/11 8,941.345 SHARES AT $27.96 CUSIP 922031737 1129680	8,941.345	0 00	250,000.00	-230,329 05	19,670.95
12/27/11	CAPITAL GAIN DIST OF 2,897 84 CUSIP 922031737 1129680	0 000	0 00	2,897.84	0 00	2,897 84
	TOTAL FOR ASSET	8,941.345	0.00	252,897 84	-230,329.05 (x)	22,568 79
	WESTERN ASSET CORE BD-I					
2/25/11	SOLD MISC 0.00 SETTLEMENT DATE 2/28/11 199,306.759 SHARES AT $11.54 CUSIP 957663305 1129680	199,306.759	0.00	2,300,000 00	-2,250,173 29	49,826 71
8/30/11	SOLD MISC 0.00 SETTLEMENT DATE 8/31/11 419,539.982 SHARES AT $11 83 CUSIP 957663305 1129680	419,539.982	0 00	4,963,157.99	-4,598,676.35	364,481.64
	TOTAL FOR ASSET	618,846 741	0 00	7,263,157 99	-6,848,849 64 (x)	414,308 35

Sold - Mutual Funds Σ (x) 11,378,683.65

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ASSETS DISPOSED / SOLD

2/01/11 THROUGH 1/31/12

ACCOUNT C110934

RICH FOUNDATION/COMBINED CUST

EFFECTIVE DATE	DESCRIPTION	SHARES/ PAR VALUE	BROKERAGE COMMISSION	CASH	COST	REALIZED GAIN/LOSS
	GRYPHON INTL EAFE GROWTH MSTR TR					
12/01/11	SOLD MISC 0.00 SETTLEMENT DATE 12/07/11 MANGEMENT FEE PER 11/30/11 STATEMENT CUSIP 990030504 1129680	140.032	0.00	2,014 30	-2,097.61	-83.31
	TOTAL FOR ASSET	140 032	0 00	2,014.30	-2,097 61	-83.31
	POST TRADITIONAL HIGH YIELD FD LP					
2/28/11	SOLD MISC 0.00 SETTLEMENT DATE 2/28/11 MANAGEMENT FEE PER 1/31/11 STATEMENT CUSIP 992199GP8 1129680	1,393.000	0.00	1,393.00	-948 53	444 47
3/01/11	SOLD MISC 0.00 SETTLEMENT DATE 3/17/11 MANAGEMENT FEE PER 02/28/11 STATEMENT CUSIP 992199GP8 1129680	1,430.000	0.00	1,430.00	-959.33	470.67
4/01/11	SOLD MISC 0.00 SETTLEMENT DATE 4/12/11 MANAGEMENT FEE PER 03/31/11 STATEMENT CUSIP 992199GP8 1129680	1,449 000	0.00	1,449.00	-964.51	484 49
5/01/11	SOLD MISC 0.00 SETTLEMENT DATE 5/26/11 MANAGEMENT FEE PER 04/30/11 STATEMENT CUSIP 992199GP8 1129680	1,459 000	0 00	1,459.00	-956 20	502.80

SUNTRUST

ACCOUNT C110934

ASSETS DISPOSED / SOLD

2/01/11 THROUGH 1/31/12

RICH FOUNDATION/COMBINED CUST

EFFECTIVE DATE	DESCRIPTION	SHARES/ PAR VALUE	BROKERAGE COMMISSION	CASH	COST	REALIZED GAIN/LOSS
7/01/11	SOLD MISC 0.00 SETTLEMENT DATE 7/25/11 MANAGEMENT FEE PER 05/31/11 STATEMENT CUSIP 992199GP8 1129680	1,480 000	0.00	1,480.00	-965 59	514 41
7/01/11	SOLD MISC 0.00 SETTLEMENT DATE 7/25/11 MANAGEMENT FEE PER 06/30/11 STATEMENT CUSIP 992199GP8 1129680	1,485 000	0 00	1,485.00	-960 81	524.19
8/01/11	SOLD MISC 0.00 SETTLEMENT DATE 8/12/11 MANAGEMENT FEE PER 07/31/11 STATEMENT CUSIP 992199GP8 1129680	1,473 000	0 00	1,473.00	-962.19	510 81
9/01/11	SOLD MISC 0.00 SETTLEMENT DATE 9/21/11 MANAGEMENT FEE PER 08/31/11 STATEMENT CUSIP 992199GP8 1129680	1,482.000	0.00	1,482.00	-1,017 14	464.86
10/01/11	SOLD MISC 0.00 SETTLEMENT DATE 10/31/11 MANAGEMENT FEE PER 09/30/11 STATEMENT CUSIP 992199GP8 1129680	1,414 000	0 00	1,414 00	-1,006.19	407.81
11/01/11	SOLD MISC 0.00 SETTLEMENT DATE 11/14/11 MANAGEMENT FEE PER 10/31/11 STATEMENT CUSIP 992199GP8 1129680	1,366.000	0 00	1,366 00	-928 97	437 03

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ACCOUNT C110934

ASSETS DISPOSED / SOLD

2/01/11 THROUGH 1/31/12

RICH FOUNDATION/COMBINED CUST

EFFECTIVE DATE	DESCRIPTION	SHARES/ PAR VALUE	BROKERAGE COMMISSION	CASH	COST	REALIZED GAIN/LOSS
12/01/11	SOLD MISC 0.00 SETTLEMENT DATE 12/14/11 MANAGEMENT FEE PER 11/30/11 STATEMENT CUSIP 992199GP8 1129680	1,424.000	0 00	1,424.00	-987 88	436 12
12/31/11	SOLD MISC 0.00 SETTLEMENT DATE 1/06/12 PARTIAL REDEMPTION PER NOTICE DATED 12/14/11 CUSIP 992199GP8 1129680	250,000 000	0 00	250,000 00	-173,433 80	76,566 20
1/01/12	SOLD MISC 0.00 SETTLEMENT DATE 1/12/12 MANAGEMENT FEE PER 12/31/11 STATEMENT CUSIP 992199GP8 1129680	1,397.000	0.00	1,397.00	-945.39	451.61
	TOTAL FOR ASSET	267,252 000	0 00	267,252 00	-185,036 53	82,215 47
	FORESTER OPPORTUNITIES LP-B					
1/31/12	SOLD MISC 0.00 SETTLEMENT DATE 1/31/12 PARTIAL REDEMPTION PER REQUEST DATED 11/16/2011 CUSIP 993802LP0 1129680	500,000.000	0.00	500,000.00	-319,027 71	180,972.29
	TOTAL FOR ASSET	500,000.000	0.00	500,000.00	-319,027.71	180,972 29
	INCOME RESEARCH & MGMT CORE BD II FD					
1/31/12	SOLD MISC 0.00 SETTLEMENT DATE 2/02/12 PARTIAL REDEMPTION;AWAITING FINAL NAV CUSIP 994909LJ6 1129680	22,193.788	0.00	250,000.00	-245,397 05	4,602 95

SUNTRUST

ACCOUNT C110934

ASSETS DISPOSED / SOLD

2/01/11 THROUGH 1/31/12

RICH FOUNDATION/COMBINED CUST

EFFECTIVE DATE	DESCRIPTION	SHARES/ PAR VALUE	BROKERAGE COMMISSION	CASH	COST	REALIZED GAIN/LOSS
	TOTAL FOR ASSET	22,193.788	0.00	250,000.00	-245,397 05	4,602.95
	TOTAL MUTUAL FUNDS	1,630,516.153	0.00	14,204,288.13	-13,388,521.27	815,766.86
	SCHEDULE TOTAL	24,219,137.613	67,144.84	44,213,958.93	-42,414,244.23	1,799,714.70
	Adj. for Partnerships @ 1/31/2012			(2,287,395.32)	1,764,440.57	(522,954.75)
	Adj. for Pending Sales @ 1/31/2012			(271,842.69)	282,619.41	10,776.72
	Total @ 1/31/2012			41,654,720.92	40,367,184.25	1,287,536.

FORM 990-PF GAIN OR (LOSS) FROM SALE OF ASSETS STATEMENT 1

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
STATEMENT D1.1	PURCHASED	VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
41,654,721.	40,367,184.	0.	0.	1,287,537.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PASSTHROUGH - POST TRADITIONAL HIGH YIELD, LP	PURCHASED	VARIOUS	12/31/11

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
-24,434.	0.	0.	0.	-24,434.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PASSTHROUGH - POST TRADITIONAL HIGH YIELD, LP	PURCHASED	VARIOUS	12/31/11

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
70,354.	0.	0.	0.	70,354.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PASSTHROUGH - COLCHESTER GLOBAL BOND FUND	PURCHASED	VARIOUS	12/31/11

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
15,918.	0.	0.	0.	15,918.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PASSTHROUGH - COLCHESTER GLOBAL BOND FUND	PURCHASED	VARIOUS	12/31/11

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
33,996.	0.	0.	0.	33,996.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PASSTHROUGH - FORESTER OPPORTUNITIES FUND	PURCHASED	VARIOUS	12/31/11

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
89,162.	0.	0.	0.	89,162.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PASSTHROUGH - FORESTER OPPORTUNITIES FUND	PURCHASED	VARIOUS	12/31/11

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
274,289.	0.	0.	0.	274,289.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PASSTHROUGH - THE SANDERSON INTERNATIONAL VALUE FUND	PURCHASED	VARIOUS	12/31/11

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
12,996.	0.	0.	0.	12,996.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PASSTHROUGH - THE SANDERSON INTERNATIONAL VALUE FUND	PURCHASED	VARIOUS	12/31/11

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
158,568.	0.	0.	0.	158,568.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PASSTHROUGH - IR & M CORE BOND FUND II, LLC	PURCHASED	VARIOUS	12/31/11

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
5,712.	0.	0.	0.	5,712.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PASSTHROUGH - IR & M CORE BOND FUND II, LLC	PURCHASED	VARIOUS	12/31/11

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
101.	0.	0.	0.	101.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PASSTHROUGH - GRYPHON INTERNATIONAL EAFE GROWTH FUND	PURCHASED	VARIOUS	12/31/11

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
-29,621.	0.	0.	0.	-29,621.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PASSTHROUGH - GRYPHON INTERNATIONAL EAFE GROWTH FUND	PURCHASED	VARIOUS	12/31/11

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
-150,143.	0.	0.	0.	-150,143.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
LITIGATION PROCEEDS - LUCENT TEC CL	PURCHASED	VARIOUS	08/08/11

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
67.	0.	0.	0.	67.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
LITIGATION PROCEEDS - MAXIM INTERGRATED PRODS INC	PURCHASED	VARIOUS	12/08/11

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
1,517.	0.	0.	0.	1,517.

CAPITAL GAINS DIVIDENDS FROM PART IV	0.
TOTAL TO FORM 990-PF, PART I, LINE 6A	1,746,019.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
PASSTHROUGH - COLCHESTER GLOBAL BOND FUND	120,846.	0.	120,846.
PASSTHROUGH - FORESTER OPPORTUNITIES	60,988.	0.	60,988.
PASSTHROUGH - GRYPHON INTERNTIONAL INVESTMENT FUND	14,618.	0.	14,618.
PASSTHROUGH - IR & M CORE BOND FUND II	33,318.	0.	33,318.
PASSTHROUGH - MW POST TRADITIONAL HIGH YIELD, L.P.	239,697.	0.	239,697.
PASSTHROUGH - SANDERSON INTERNATIONAL VALUE FUND	124,813.	0.	124,813.
SUNTRUST NOMINEE - DIVIDENS/AINTEREST	630,377.	0.	630,377.
TOTAL TO FM 990-PF, PART I, LN 4	1,224,657.	0.	1,224,657.

FORM 990-PF RENTAL INCOME STATEMENT 3

KIND AND LOCATION OF PROPERTY	ACTIVITY NUMBER	GROSS RENTAL INCOME
PASSTHROUGH - FORESTER OPPORTUNITIES	1	117.
TOTAL TO FORM 990-PF, PART I, LINE 5A		117.

FORM 990-PF OTHER INCOME STATEMENT 4

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
PASSTHROUGH - MW POST TRADITIONAL HIGH YIELD, LP	937.	937.	
PASSTHROUGH - THE COLCHESTER GLOBAL BOND FUND	211,660.	211,660.	
PASSTHROUGH - FORESTER OPPORTUNITIES	-1,096.	-1,096.	
PASSTHROUGH - FORESTER OPPORTUNITIES, L.P.	4,400.	0.	
PASSTHROUGH - SANDERSON INTERNATIONAL VALUE FUND	13,017.	13,017.	

PASSTHROUGH - GRYPHON INTERNATIONAL INVESTMENT FUND	-76.	-76.	
TOTAL TO FORM 990-PF, PART I, LINE 11	228,842.	224,442.	

FORM 990-PF ACCOUNTING FEES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING	17,763.	13,322.		4,441.
TO FORM 990-PF, PG 1, LN 16B	17,763.	13,322.		4,441.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
CUSTODY FEES	40,231.	40,231.		0.
INVESTMENT ADVISORY FEES	247,290.	247,290.		0.
OTHER PROFESSIONAL FEES	75,000.	0.		75,000.
TO FORM 990-PF, PG 1, LN 16C	362,521.	287,521.		75,000.

FORM 990-PF TAXES STATEMENT 7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
EXCISE TAX	126,726.	0.		0.
FOREIGN TAXES	12,472.	12,472.		0.
STATE TAXES	4,367.	0.		0.
TO FORM 990-PF, PG 1, LN 18	143,565.	12,472.		0.

FORM 990-PF	OTHER EXPENSES			STATEMENT 8
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
DUES & SUBSCRIPTIONS	8,578.	0.		0.
OTHER EXPENSES	1,216.	912.		304.
PASSTHROUGH - MW POST TRADITIONAL HIGH YIELD, L.P.	3,050.	3,050.		0.
COMPUTER MANAGEMENT EXPENSES	1,265.	945.		320.
PASSTHROUGH - FORESTER OPPORTUNITIES	127,775.	127,775.		0.
ANNUAL REGISTRATION	50.	0.		50.
INSURANCE	1,826.	1,370.		456.
PASSTHROUGH - IR & M CORE BOND FUND II	3,522.	3,522.		0.
PASSTHROUGH - GRYPHON INTERNATIONAL INVESTMENT FUND	624.	624.		0.
TO FORM 990-PF, PG 1, LN 23	147,906.	138,198.		1,130.

FORM 990-PF	CORPORATE STOCK	STATEMENT 9
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SUNTRUST - SEE ATTACHMENT A-1	9,648,123.	11,250,366.
TOTAL TO FORM 990-PF, PART II, LINE 10B	9,648,123.	11,250,366.

FORM 990-PF	OTHER INVESTMENTS		STATEMENT 10
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
SUNTRUST - SEE ATTACHMENT A-2	COST	9,872,802.	9,886,384.
OTHER MISC. ASSETS - SEE ATTACHMENT A-3	COST	20,171,133.	21,806,491.
TOTAL TO FORM 990-PF, PART II, LINE 13		30,043,935.	31,692,875.

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS STATEMENT 11

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN-SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
THOMAS J. ASHER 11 PIEDMONT CENTER ATLANTA, GA 30305	PRESIDENT 20.00	750.	0.	0.
DAVID S. BAKER 11 PIEDMONT CENTER ATLANTA, GA 30305	VICE-PRESIDENT 1.00	750.	0.	0.
L. ANTHONY MONTAG 11 PIEDMONT CENTER ATLANTA, GA 30305	TREASURER 1.00	750.	0.	0.
DR. JULIET ASHER GOLDEN 11 PIEDMONT CENTER ATLANTA, GA 30305	SECRETARY 1.00	750.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		3,000.	0.	0.

FORM 990-PF GRANT APPLICATION SUBMISSION INFORMATION STATEMENT 12
PART XV, LINES 2A THROUGH 2D

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

MS. ANNE BERG, THE RICH FOUNDATION
11 PIEDMONT CENTER, SUITE 204
ATLANTA, GA 30305

TELEPHONE NUMBER

404-262-2266

FORM AND CONTENT OF APPLICATIONS

1) NORMAL APPLICATION 2) AUTOBIOGRAPHICAL SKETCH
3)LIST OF OTHER GRANTS RECEIVED 4) ESTIMATED EXPENSES

ANY SUBMISSION DEADLINES

NONE

RESTRICTIONS AND LIMITATIONS ON AWARDS

NONE

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

Application for Extension of Time To File an Exempt Organization Return

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

OMB No. 1545-1709

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

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

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

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

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

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

Type or print	Name of exempt organization or other filer, see instructions.	Employer identification number (EIN) or
	THE RICH FOUNDATION, INC.	[X] 58-6038037
File by the due date for filing your return See instructions.	Number, street, and room or suite no. If a P.O. box, see instructions. 11 PIEDMONT CENTER	Social security number (SSN) [ ]
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. ATLANTA, GA 30305	

Enter the Return code for the return that this application is for (file a separate application for each return) 0 4

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

- The books are in the care of ▶ THOMAS J. ASHER 11 PIEDMONT CENTER - ATLANTA, GA 30305
  Telephone No. ▶ (404)262-2499 FAX No. ▶
- If the organization does not have an office or place of business in the United States, check this box ▶ [ ]
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ______ . If this is for the whole group, check this box ▶ [ ] . If it is for part of the group, check this box ▶ [ ] and attach a list with the names and EINs of all members the extension is for.

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until SEPTEMBER 15, 2012 , to file the exempt organization return for the organization named above. The extension is for the organization's return for:
▶ [ ] calendar year ______ or
▶ [X] tax year beginning FEB 1, 2011 , and ending JAN 31, 2012 .

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

3a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	**3a**	$ 97,285.
b	If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	**3b**	$ 97,285.
c	**Balance due.** Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	**3c**	$ 0.

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

LHA **For Privacy Act and Paperwork Reduction Act Notice, see Instructions.** Form **8868** (Rev. 1-2012)

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01-04-12

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

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

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

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

Enter filer's identifying number, see instructions

Type or print File by the due date for filing your return See instructions.	Name of exempt organization or other filer, see instructions THE RICH FOUNDATION, INC.	Employer identification number (EIN) or [X] 58-6038037
	Number, street, and room or suite no. If a P.O. box, see instructions. 11 PIEDMONT CENTER	Social security number (SSN) [ ]
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. ATLANTA, GA 30305	

Enter the Return code for the return that this application is for (file a separate application for each return) . . . 0 4

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

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

● The books are in the care of ▶ THOMAS J. ASHER 11 PIEDMONT CENTER - ATLANTA, GA 30305

Telephone No. ▶ (404)262-2499 FAX No. ▶

● If the organization does not have an office or place of business in the United States, check this box ▶ [ ]

● If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ______ . If this is for the whole group, check this box ▶ [ ] . If it is for part of the group, check this box ▶ [ ] and attach a list with the names and EINs of all members the extension is for.

4 I request an additional 3-month extension of time until DECEMBER 15, 2012.

5 For calendar year ______ , or other tax year beginning FEB 1, 2011 , and ending JAN 31, 2012 .

6 If the tax year entered in line 5 is for less than 12 months, check reason: [ ] Initial return [ ] Final return [ ] Change in accounting period

7 State in detail why you need the extension SEE STATEMENT 3

8a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	8a	$	97,285.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	8b	$	97,285.
c **Balance due.** Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	8c	$	0.

Signature and Verification must be completed for Part II only.

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

Signature ▶ Ronald Gree Title ▶ CPA Date ▶ 8-10-12

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01-06-12