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Form **990-PF**

Department of the Treasury  
Internal Revenue Service

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

OMB No 1545-0052

**2011**

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

For calendar year **2011** or tax year beginning **03/01, 2011**, and ending **02/29, 2012**

|                                                                                                                                  |                                                                                                                             |                                                                                                                                                       |
|----------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------|
| Name of foundation<br><b>SWINDELLS CHAR FDN TR U/W</b>                                                                           |                                                                                                                             | <b>A Employer identification number</b><br>06-6026054                                                                                                 |
| Number and street (or P O box number if mail is not delivered to street address)<br><b>P O BOX 1802</b>                          |                                                                                                                             | <b>B Telephone number (see instructions)</b><br>( ) -                                                                                                 |
| City or town, state, and ZIP code<br><b>PROVIDENCE, RI 02901-1802</b>                                                            |                                                                                                                             | <b>C</b> If exemption application is pending, check here <input type="checkbox"/>                                                                     |
| <b>G</b> Check all that apply:                                                                                                   | <input type="checkbox"/> Initial return<br><input type="checkbox"/> Final return<br><input type="checkbox"/> Address change | <input type="checkbox"/> Initial return of a former public charity<br><input type="checkbox"/> Amended return<br><input type="checkbox"/> Name change |
| <b>H</b> Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation             |                                                                                                                             | <b>D</b> 1 Foreign organizations, check here <input type="checkbox"/>                                                                                 |
| <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation |                                                                                                                             | 2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>                                              |
| <b>I</b> Fair market value of all assets at end of year (from Part II, col. (c), line 16) <b>\$ 2,467,997.</b>                   |                                                                                                                             | <b>E</b> If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>                                  |
| <b>J</b> Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual                            |                                                                                                                             | <b>F</b> If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>                               |
| <input type="checkbox"/> Other (specify) _____<br>(Part I, column (d) must be on cash basis.)                                    |                                                                                                                             |                                                                                                                                                       |

POST MARK DATE JUL 09 2012

SCANNED JUL 18 2012 Operating and Administrative Expenses

|                                                                                                       | (a) Revenue and expenses per books | (b) Net investment income | (c) Adjusted net income | (d) Disbursements for charitable purposes (cash basis only) |
|-------------------------------------------------------------------------------------------------------|------------------------------------|---------------------------|-------------------------|-------------------------------------------------------------|
| <b>1</b> Contributions, gifts, grants, etc., received (attach schedule)                               |                                    |                           |                         |                                                             |
| <b>2</b> Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B |                                    |                           |                         |                                                             |
| <b>3</b> Interest on savings and temporary cash investments                                           |                                    |                           |                         |                                                             |
| <b>4</b> Dividends and interest from securities                                                       | 67,433.                            | 67,415.                   |                         | STMT 1                                                      |
| <b>5a</b> Gross rents                                                                                 |                                    |                           |                         |                                                             |
| <b>b</b> Net rental income or (loss)                                                                  |                                    |                           |                         |                                                             |
| <b>6a</b> Net gain or (loss) from sale of assets not on line 10                                       | 80,573.                            |                           |                         |                                                             |
| <b>b</b> Gross sales price for all assets on line 6a                                                  | 1,179,161.                         |                           |                         |                                                             |
| <b>7</b> Capital gain net income (from Part IV, line 2)                                               |                                    | 80,573.                   |                         |                                                             |
| <b>8</b> Net short-term capital gain                                                                  |                                    |                           |                         |                                                             |
| <b>9</b> Income modifications                                                                         |                                    |                           |                         |                                                             |
| <b>10a</b> Gross sales less returns and allowances                                                    |                                    |                           |                         |                                                             |
| <b>b</b> Less Cost of goods sold                                                                      |                                    |                           |                         |                                                             |
| <b>c</b> Gross profit or (loss) (attach schedule)                                                     |                                    |                           |                         |                                                             |
| <b>11</b> Other income (attach schedule)                                                              | -11.                               | -11.                      |                         | STMT 6                                                      |
| <b>12 Total.</b> Add lines 1 through 11                                                               | 147,995.                           | 147,977.                  |                         |                                                             |
| <b>13</b> Compensation of officers, directors, trustees, etc.                                         | 23,194.                            | 13,916.                   |                         | 9,278.                                                      |
| <b>14</b> Other employee salaries and wages                                                           |                                    |                           |                         |                                                             |
| <b>15</b> Pension plans, employee benefits                                                            |                                    |                           |                         |                                                             |
| <b>16a</b> Legal fees (attach schedule)                                                               |                                    |                           |                         |                                                             |
| <b>b</b> Accounting fees (attach schedule) STMT 7                                                     | 1,250.                             | NONE                      | NONE                    | 1,250.                                                      |
| <b>c</b> Other professional fees (attach schedule)                                                    |                                    |                           |                         |                                                             |
| <b>17</b> Interest                                                                                    |                                    |                           |                         |                                                             |
| <b>18</b> Taxes (attach schedule) (see instructions) STMT 8                                           | 4,030.                             | 868.                      |                         |                                                             |
| <b>19</b> Depreciation (attach schedule) and depletion                                                |                                    |                           |                         |                                                             |
| <b>20</b> Occupancy                                                                                   |                                    |                           |                         |                                                             |
| <b>21</b> Travel, conferences, and meetings                                                           |                                    |                           |                         |                                                             |
| <b>22</b> Printing and publications                                                                   |                                    |                           |                         |                                                             |
| <b>23</b> Other expenses (attach schedule) STMT 9                                                     | 6,952.                             |                           |                         | 6,952.                                                      |
| <b>24 Total operating and administrative expenses.</b> Add lines 13 through 23                        | 35,426.                            | 14,784.                   | NONE                    | 17,480.                                                     |
| <b>25</b> Contributions, gifts, grants paid                                                           | 87,000.                            |                           |                         | 87,000.                                                     |
| <b>26 Total expenses and disbursements</b> Add lines 24 and 25                                        | 122,426.                           | 14,784.                   | NONE                    | 104,480.                                                    |
| <b>27 Subtract line 26 from line 12:</b>                                                              |                                    |                           |                         |                                                             |
| <b>a</b> Excess of revenue over expenses and disbursements                                            | 25,569.                            |                           |                         |                                                             |
| <b>b</b> Net investment income (if negative, enter -0-)                                               |                                    | 133,193.                  |                         |                                                             |
| <b>c</b> Adjusted net income (if negative, enter -0-)                                                 |                                    |                           |                         |                                                             |

For Paperwork Reduction Act Notice, see instructions.



| Part II Balance Sheets                                                                                            |                                                                                                                                                | Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions) |                |                       |
|-------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|----------------|-----------------------|
|                                                                                                                   |                                                                                                                                                | Beginning of year                                                                                                  | End of year    |                       |
|                                                                                                                   |                                                                                                                                                | (a) Book Value                                                                                                     | (b) Book Value | (c) Fair Market Value |
| Assets                                                                                                            | 1 Cash - non-interest-bearing . . . . .                                                                                                        | NONE                                                                                                               | NONE           |                       |
|                                                                                                                   | 2 Savings and temporary cash investments . . . . .                                                                                             | 75,593.                                                                                                            | 105,651.       | 105,651.              |
|                                                                                                                   | 3 Accounts receivable ▶<br>Less allowance for doubtful accounts ▶                                                                              |                                                                                                                    |                |                       |
|                                                                                                                   | 4 Pledges receivable ▶<br>Less: allowance for doubtful accounts ▶                                                                              |                                                                                                                    |                |                       |
|                                                                                                                   | 5 Grants receivable . . . . .                                                                                                                  |                                                                                                                    |                |                       |
|                                                                                                                   | 6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions) . . . . .            |                                                                                                                    |                |                       |
|                                                                                                                   | 7 Other notes and loans receivable (attach schedule) ▶ *<br>Less allowance for doubtful accounts ▶                                             | NONE                                                                                                               | * NONE         | NONE                  |
|                                                                                                                   | 8 Inventories for sale or use . . . . .                                                                                                        |                                                                                                                    |                |                       |
|                                                                                                                   | 9 Prepaid expenses and deferred charges . . . . .                                                                                              |                                                                                                                    |                |                       |
|                                                                                                                   | 10 a Investments - U S and state government obligations(attach schedule), . . . . .                                                            | 50,477.                                                                                                            | 50,476.        | 63,605.               |
|                                                                                                                   | b Investments - corporate stock (attach schedule) . . . . .                                                                                    | 2,002,142.                                                                                                         | 1,999,549.     | 2,298,741.            |
|                                                                                                                   | c Investments - corporate bonds (attach schedule), . . . . .                                                                                   | NONE                                                                                                               | NONE           | NONE                  |
|                                                                                                                   | 11 Investments - land, buildings, and equipment basis<br>Less accumulated depreciation (attach schedule) ▶                                     | NONE                                                                                                               | NONE           |                       |
|                                                                                                                   | 12 Investments - mortgage loans . . . . .                                                                                                      | NONE                                                                                                               | NONE           |                       |
|                                                                                                                   | 13 Investments - other (attach schedule) . . . . . STMT 10.                                                                                    | NONE                                                                                                               | NONE           | NONE                  |
|                                                                                                                   | 14 Land, buildings, and equipment basis<br>Less accumulated depreciation (attach schedule) ▶                                                   |                                                                                                                    |                |                       |
| 15 Other assets (describe ▶ )                                                                                     | NONE                                                                                                                                           | NONE                                                                                                               | NONE           |                       |
| 16 <b>Total assets</b> (to be completed by all filers - see the instructions. Also, see page 1, item I) . . . . . | 2,128,212.                                                                                                                                     | 2,155,676.                                                                                                         | 2,467,997.     |                       |
| Liabilities                                                                                                       | 17 Accounts payable and accrued expenses . . . . .                                                                                             |                                                                                                                    |                |                       |
|                                                                                                                   | 18 Grants payable . . . . .                                                                                                                    |                                                                                                                    |                |                       |
|                                                                                                                   | 19 Deferred revenue . . . . .                                                                                                                  |                                                                                                                    |                |                       |
|                                                                                                                   | 20 Loans from officers, directors, trustees, and other disqualified persons . . . . .                                                          |                                                                                                                    |                |                       |
|                                                                                                                   | 21 Mortgages and other notes payable (attach schedule) . . . . .                                                                               |                                                                                                                    |                |                       |
|                                                                                                                   | 22 Other liabilities (describe ▶ )                                                                                                             |                                                                                                                    |                |                       |
|                                                                                                                   | 23 <b>Total liabilities</b> (add lines 17 through 22) . . . . .                                                                                |                                                                                                                    |                |                       |
| Net Assets or Fund Balances                                                                                       | <b>Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/></b><br><b>and complete lines 24 through 26 and lines 30 and 31.</b> |                                                                                                                    |                |                       |
|                                                                                                                   | 24 Unrestricted . . . . .                                                                                                                      |                                                                                                                    |                |                       |
|                                                                                                                   | 25 Temporarily restricted . . . . .                                                                                                            |                                                                                                                    |                |                       |
|                                                                                                                   | 26 Permanently restricted . . . . .                                                                                                            |                                                                                                                    |                |                       |
|                                                                                                                   | <b>Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ <input checked="" type="checkbox"/></b>             |                                                                                                                    |                |                       |
|                                                                                                                   | 27 Capital stock, trust principal, or current funds . . . . .                                                                                  | 2,128,212.                                                                                                         | 2,155,676.     |                       |
|                                                                                                                   | 28 Paid-in or capital surplus, or land, bldg, and equipment fund . . . . .                                                                     |                                                                                                                    |                |                       |
| 29 Retained earnings, accumulated income, endowment, or other funds . . . . .                                     | NONE                                                                                                                                           | NONE                                                                                                               |                |                       |
| 30 <b>Total net assets or fund balances</b> (see instructions) . . . . .                                          | 2,128,212.                                                                                                                                     | 2,155,676.                                                                                                         |                |                       |
| 31 <b>Total liabilities and net assets/fund balances</b> (see instructions) . . . . .                             | 2,128,212.                                                                                                                                     | 2,155,676.                                                                                                         |                |                       |

| 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 | 2,128,212. |
| 2 Enter amount from Part I, line 27a . . . . .                                                                                                                         | 2 | 25,569.    |
| 3 Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 11 . . . . .                                                                                        | 3 | 3,530.     |
| 4 Add lines 1, 2, and 3 . . . . .                                                                                                                                      | 4 | 2,157,311. |
| 5 Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 12 . . . . .                                                                                              | 5 | 1,635.     |
| 6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30 . . . . .                                                      | 6 | 2,155,676. |



**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<br>P-Purchase<br>D-Donation                                                   | (c) Date acquired<br>(mo., day, yr.) | (d) Date sold<br>(mo., day, yr.) |
|------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------|-------------------------------------------------|------------------------------------------------------------------------------------------------|--------------------------------------|----------------------------------|
| <b>1a PUBLICLY TRADED SECURITIES</b>                                                                                               |                                            |                                                 |                                                                                                |                                      |                                  |
| <b>b</b>                                                                                                                           |                                            |                                                 |                                                                                                |                                      |                                  |
| <b>c</b>                                                                                                                           |                                            |                                                 |                                                                                                |                                      |                                  |
| <b>d</b>                                                                                                                           |                                            |                                                 |                                                                                                |                                      |                                  |
| <b>e</b>                                                                                                                           |                                            |                                                 |                                                                                                |                                      |                                  |
| (e) Gross sales price                                                                                                              | (f) Depreciation allowed<br>(or allowable) | (g) Cost or other basis<br>plus expense of sale | (h) Gain or (loss)<br>(e) plus (f) minus (g)                                                   |                                      |                                  |
| <b>a</b> 1,152,810.                                                                                                                |                                            | 1,098,588.                                      | 54,222.                                                                                        |                                      |                                  |
| <b>b</b>                                                                                                                           |                                            |                                                 |                                                                                                |                                      |                                  |
| <b>c</b>                                                                                                                           |                                            |                                                 |                                                                                                |                                      |                                  |
| <b>d</b>                                                                                                                           |                                            |                                                 |                                                                                                |                                      |                                  |
| <b>e</b>                                                                                                                           |                                            |                                                 |                                                                                                |                                      |                                  |
| 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<br>as of 12/31/69       | (k) Excess of col. (i)<br>over col. (j), if any | (l) Gains (Col. (h) gain minus<br>col. (k), but not less than -0- or<br>Losses (from col. (h)) |                                      |                                  |
| <b>a</b>                                                                                                                           |                                            |                                                 | 54,222.                                                                                        |                                      |                                  |
| <b>b</b>                                                                                                                           |                                            |                                                 |                                                                                                |                                      |                                  |
| <b>c</b>                                                                                                                           |                                            |                                                 |                                                                                                |                                      |                                  |
| <b>d</b>                                                                                                                           |                                            |                                                 |                                                                                                |                                      |                                  |
| <b>e</b>                                                                                                                           |                                            |                                                 |                                                                                                |                                      |                                  |
| <b>2 Capital gain net income or (net capital loss)</b>                                                                             |                                            |                                                 | <b>2</b>                                                                                       | 80,573.                              |                                  |
| { If gain, also enter in Part I, line 7<br>If (loss), enter -0- in Part I, line 7 }                                                |                                            |                                                 |                                                                                                |                                      |                                  |
| <b>3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):</b>                                             |                                            |                                                 | <b>3</b>                                                                                       |                                      |                                  |
| If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in<br>Part I, line 8                    |                                            |                                                 |                                                                                                |                                      |                                  |

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?  Yes  No  
 If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

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

| (a)<br>Base period years<br>Calendar year (or tax year beginning in)                                                                                                                  | (b)<br>Adjusted qualifying distributions | (c)<br>Net value of noncharitable-use assets | (d)<br>Distribution ratio<br>(col. (b) divided by col. (c)) |
|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------|----------------------------------------------|-------------------------------------------------------------|
| 2010                                                                                                                                                                                  | 112,670.                                 | 2,271,766.                                   | 0.049596                                                    |
| 2009                                                                                                                                                                                  | 103,211.                                 | 2,082,531.                                   | 0.049560                                                    |
| 2008                                                                                                                                                                                  | 140,516.                                 | 2,269,713.                                   | 0.061909                                                    |
| 2007                                                                                                                                                                                  | 140,712.                                 | 2,761,943.                                   | 0.050947                                                    |
| 2006                                                                                                                                                                                  | 139,669.                                 | 2,621,455.                                   | 0.053279                                                    |
| <b>2 Total of line 1, column (d)</b>                                                                                                                                                  |                                          |                                              | <b>2</b> 0.265291                                           |
| <b>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</b> |                                          |                                              | <b>3</b> 0.053058                                           |
| <b>4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5</b>                                                                                                 |                                          |                                              | <b>4</b> 2,364,673.                                         |
| <b>5 Multiply line 4 by line 3</b>                                                                                                                                                    |                                          |                                              | <b>5</b> 125,465.                                           |
| <b>6 Enter 1% of net investment income (1% of Part I, line 27b)</b>                                                                                                                   |                                          |                                              | <b>6</b> 1,332.                                             |
| <b>7 Add lines 5 and 6</b>                                                                                                                                                            |                                          |                                              | <b>7</b> 126,797.                                           |
| <b>8 Enter qualifying distributions from Part XII, line 4</b>                                                                                                                         |                                          |                                              | <b>8</b> 104,480.                                           |

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)

Table with 11 rows for excise tax calculations. Includes categories like 'Exempt operating foundations', 'Domestic foundations', 'Tax under section 511', and 'Credits/Payments'. Total tax due is 524.

Part VII-A Statements Regarding Activities

Table with 10 rows for activity statements. Includes questions about political campaigns, unrelated business income, and substantial contributors. Includes handwritten entry 'CT' for line 8a.



Part VII-A Statements Regarding Activities (continued)

|    |                                                                                                                                                                                                                                                                                                                                  |   |     |         |
|----|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---|-----|---------|
| 11 | At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)                                                                                                                                          |   |     | 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)                                                                                                                                         |   |     | X       |
| 13 | Did the foundation comply with the public inspection requirements for its annual returns and exemption application?<br>Website address ▶ N/A                                                                                                                                                                                     | X |     |         |
| 14 | The books are in care of ▶ US TRUST FIDUCIARY TAX SERVICES Telephone no. ▶ (888)866-3275<br>Located at ▶ P.O. BOX 1802, PROVIDENCE, RI ZIP + 4 ▶ 02901-1802                                                                                                                                                                      |   |     |         |
| 15 | Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here<br>and enter the amount of tax-exempt interest received or accrued during the year . . . . . ▶ 15                                                                                                                            |   |     |         |
| 16 | At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?<br>See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country ▶ |   | Yes | No<br>X |

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

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

|                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             | Yes | No |
|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----|----|
| 1a During the year did the foundation (either directly or indirectly)                                                                                                                                                                                                                                                                                                                                                                                                                                       |     |    |
| (1) Engage in the sale or exchange, or leasing of property with a disqualified person? . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No                                                                                                                                                                                                                                                                                                                                        |     |    |
| (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No                                                                                                                                                                                                                                                                                                                |     |    |
| (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No                                                                                                                                                                                                                                                                                                                                    |     |    |
| (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? . . . . . <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No                                                                                                                                                                                                                                                                                                                                          |     |    |
| (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No                                                                                                                                                                                                                                                                                 |     |    |
| (6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No                                                                                                                                                                               |     |    |
| b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? . . . . . <input type="checkbox"/><br>Organizations relying on a current notice regarding disaster assistance check here . . . . . ▶ <input type="checkbox"/>                                                                                                                        | 1b  | X  |
| c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2011? . . . . .                                                                                                                                                                                                                                                                                                         | 1c  | X  |
| 2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):                                                                                                                                                                                                                                                                                                                            |     |    |
| a At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No<br>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.) . . . . .                                                                                                                                                                                       | 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.<br>▶                                                                                                                                                                                                                                                                                                                                                                                     |     |    |
| 3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No                                                                                                                                                                                                                                                                                                 |     |    |
| b If "Yes," did it have excess business holdings in 2011 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011.) . . . . . | 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)? (see instructions) . . . . .  Yes  No

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

**b** If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? . . . . . **5b**  Yes  No  
 Organizations relying on a current notice regarding disaster assistance check here . . . . .

**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? . . . . .  Yes  No  
 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**  Yes  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? . . . . . **7b**  Yes  No

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

**1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).**

| (a) Name and address | (b) Title, and average hours per week devoted to position | (c) Compensation (if not paid, enter -0-) | (d) Contributions to employee benefit plans and deferred compensation | (e) Expense account, other allowances |
|----------------------|-----------------------------------------------------------|-------------------------------------------|-----------------------------------------------------------------------|---------------------------------------|
| SEE STATEMENT 13     |                                                           | 23,194.                                   | -0-                                                                   | -0-                                   |
|                      |                                                           |                                           |                                                                       |                                       |
|                      |                                                           |                                           |                                                                       |                                       |
|                      |                                                           |                                           |                                                                       |                                       |

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

| (a) Name and address of each employee paid more than \$50,000 | (b) Title, and average hours per week devoted to position | (c) Compensation | (d) Contributions to employee benefit plans and deferred compensation | (e) Expense account, other allowances |
|---------------------------------------------------------------|-----------------------------------------------------------|------------------|-----------------------------------------------------------------------|---------------------------------------|
| SEE STATEMENT 14                                              |                                                           | NONE             | NONE                                                                  | NONE                                  |
|                                                               |                                                           |                  |                                                                       |                                       |
|                                                               |                                                           |                  |                                                                       |                                       |
|                                                               |                                                           |                  |                                                                       |                                       |

**Total number of other employees paid over \$50,000** . . . . .  NONE



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

**3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE."**

| (a) Name and address of each person paid more than \$50,000 | (b) Type of service | (c) Compensation |
|-------------------------------------------------------------|---------------------|------------------|
| SEE STATEMENT 15                                            |                     | NONE             |
| -----                                                       |                     |                  |
| -----                                                       |                     |                  |
| -----                                                       |                     |                  |
| -----                                                       |                     |                  |

**Total number of others receiving over \$50,000 for professional services . . . . .** **NONE**

**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 NONE |          |
| 2      |          |
| 3      |          |
| 4      |          |

**Part IX-B Summary of Program-Related Investments (see instructions)**

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2

|                                                        | Amount |
|--------------------------------------------------------|--------|
| 1 NONE                                                 |        |
| 2                                                      |        |
| All other program-related investments See instructions |        |
| 3 NONE                                                 |        |

**Total. Add lines 1 through 3 . . . . .**



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

|          |                                                                                                             |           |            |
|----------|-------------------------------------------------------------------------------------------------------------|-----------|------------|
| <b>1</b> | Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes: |           |            |
| <b>a</b> | Average monthly fair market value of securities                                                             | <b>1a</b> | 2,318,285. |
| <b>b</b> | Average of monthly cash balances                                                                            | <b>1b</b> | 82,398.    |
| <b>c</b> | Fair market value of all other assets (see instructions)                                                    | <b>1c</b> | NONE       |
| <b>d</b> | <b>Total</b> (add lines 1a, b, and c)                                                                       | <b>1d</b> | 2,400,683. |
| <b>e</b> | Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)   | <b>1e</b> |            |
| <b>2</b> | Acquisition indebtedness applicable to line 1 assets                                                        | <b>2</b>  | NONE       |
| <b>3</b> | Subtract line 2 from line 1d                                                                                | <b>3</b>  | 2,400,683. |
| <b>4</b> | Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)   | <b>4</b>  | 36,010.    |
| <b>5</b> | <b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4 | <b>5</b>  | 2,364,673. |
| <b>6</b> | <b>Minimum investment return.</b> Enter 5% of line 5                                                        | <b>6</b>  | 118,234.   |

**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.)

|           |                                                                                                           |           |          |
|-----------|-----------------------------------------------------------------------------------------------------------|-----------|----------|
| <b>1</b>  | Minimum investment return from Part X, line 6                                                             | <b>1</b>  | 118,234. |
| <b>2a</b> | Tax on investment income for 2011 from Part VI, line 5                                                    | <b>2a</b> | 2,664.   |
| <b>b</b>  | Income tax for 2011. (This does not include the tax from Part VI.)                                        | <b>2b</b> |          |
| <b>c</b>  | Add lines 2a and 2b                                                                                       | <b>2c</b> | 2,664.   |
| <b>3</b>  | Distributable amount before adjustments. Subtract line 2c from line 1                                     | <b>3</b>  | 115,570. |
| <b>4</b>  | Recoveries of amounts treated as qualifying distributions                                                 | <b>4</b>  | NONE     |
| <b>5</b>  | Add lines 3 and 4                                                                                         | <b>5</b>  | 115,570. |
| <b>6</b>  | Deduction from distributable amount (see instructions)                                                    | <b>6</b>  | NONE     |
| <b>7</b>  | <b>Distributable amount as adjusted.</b> Subtract line 6 from line 5. Enter here and on Part XIII, line 1 | <b>7</b>  | 115,570. |

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

|          |                                                                                                                                                      |           |          |
|----------|------------------------------------------------------------------------------------------------------------------------------------------------------|-----------|----------|
| <b>1</b> | Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:                                                           |           |          |
| <b>a</b> | Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26                                                                        | <b>1a</b> | 104,480. |
| <b>b</b> | Program-related investments - total from Part IX-B                                                                                                   | <b>1b</b> |          |
| <b>2</b> | Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes                                            | <b>2</b>  | NONE     |
| <b>3</b> | Amounts set aside for specific charitable projects that satisfy the:                                                                                 |           |          |
| <b>a</b> | Suitability test (prior IRS approval required)                                                                                                       | <b>3a</b> | NONE     |
| <b>b</b> | Cash distribution test (attach the required schedule)                                                                                                | <b>3b</b> | NONE     |
| <b>4</b> | <b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4                                    | <b>4</b>  | 104,480. |
| <b>5</b> | Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions) | <b>5</b>  | N/A      |
| <b>6</b> | <b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4                                                                                | <b>6</b>  | 104,480. |

**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)<br>Corpus | (b)<br>Years prior to 2010 | (c)<br>2010 | (d)<br>2011 |
|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------|----------------------------|-------------|-------------|
| <b>1</b> Distributable amount for 2011 from Part XI, line 7 . . . . .                                                                                                                       |               |                            |             | 115,570.    |
| <b>2</b> Undistributed income, if any, as of the end of 2011                                                                                                                                |               |                            |             |             |
| <b>a</b> Enter amount for 2010 only . . . . .                                                                                                                                               |               |                            | NONE        |             |
| <b>b</b> Total for prior years 20 09 , 20 _____, 20 _____                                                                                                                                   |               | NONE                       |             |             |
| <b>3</b> Excess distributions carryover, if any, to 2011:                                                                                                                                   |               |                            |             |             |
| <b>a</b> From 2006 . . . . .                                                                                                                                                                |               |                            |             | 13,840.     |
| <b>b</b> From 2007 . . . . .                                                                                                                                                                |               |                            |             | 7,570.      |
| <b>c</b> From 2008 . . . . .                                                                                                                                                                |               |                            |             | 28,204.     |
| <b>d</b> From 2009 . . . . .                                                                                                                                                                |               |                            |             | 170.        |
| <b>e</b> From 2010 . . . . .                                                                                                                                                                |               |                            |             | 1,204.      |
| <b>f</b> Total of lines 3a through e . . . . .                                                                                                                                              | 50,988.       |                            |             |             |
| <b>4</b> Qualifying distributions for 2011 from Part XII, line 4: ► \$ _____ 104,480.                                                                                                       |               |                            |             |             |
| <b>a</b> Applied to 2010, but not more than line 2a . . . . .                                                                                                                               |               |                            | NONE        |             |
| <b>b</b> Applied to undistributed income of prior years (Election required - see instructions) . . . . .                                                                                    |               | NONE                       |             |             |
| <b>c</b> Treated as distributions out of corpus (Election required - see instructions) . . . . .                                                                                            | NONE          |                            |             |             |
| <b>d</b> Applied to 2011 distributable amount . . . . .                                                                                                                                     |               |                            |             | 104,480.    |
| <b>e</b> Remaining amount distributed out of corpus . . . . .                                                                                                                               | NONE          |                            |             |             |
| <b>5</b> Excess distributions carryover applied to 2011 . . . . .<br>(If an amount appears in column (d), the same amount must be shown in column (a) )                                     | 11,090.       |                            |             | 11,090.     |
| <b>6</b> Enter the net total of each column as indicated below:                                                                                                                             |               |                            |             |             |
| <b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5 . . . . .                                                                                                                          | 39,898.       |                            |             |             |
| <b>b</b> Prior years' undistributed income Subtract line 4b from line 2b . . . . .                                                                                                          |               | NONE                       |             |             |
| <b>c</b> 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 . . . . . |               | NONE                       |             |             |
| <b>d</b> Subtract line 6c from line 6b Taxable amount - see instructions . . . . .                                                                                                          |               | NONE                       |             |             |
| <b>e</b> Undistributed income for 2010 Subtract line 4a from line 2a. Taxable amount - see instructions . . . . .                                                                           |               |                            | NONE        |             |
| <b>f</b> Undistributed income for 2011 Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012 . . . . .                                                               |               |                            |             |             |
| <b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions) . . . . .                                  | NONE          |                            |             |             |
| <b>8</b> Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions) . . . . .                                                                              | 2,750.        |                            |             |             |
| <b>9</b> Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a . . . . .                                                                                              | 37,148.       |                            |             |             |
| <b>10</b> Analysis of line 9                                                                                                                                                                |               |                            |             |             |
| <b>a</b> Excess from 2007 . . . . .                                                                                                                                                         |               |                            |             | 7,570.      |
| <b>b</b> Excess from 2008 . . . . .                                                                                                                                                         |               |                            |             | 28,204.     |
| <b>c</b> Excess from 2009 . . . . .                                                                                                                                                         |               |                            |             | 170.        |
| <b>d</b> Excess from 2010 . . . . .                                                                                                                                                         |               |                            |             | 1,204.      |
| <b>e</b> Excess from 2011 . . . . .                                                                                                                                                         |               |                            |             |             |



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

NOT APPLICABLE

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

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

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

Part XV Supplementary Information (Complete this part only if the 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).)

N/A

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.

N/A

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 16

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

SEE ATTACHED STATEMENT FOR LINE 2

c Any submission deadlines:

SEE ATTACHED STATEMENT FOR LINE 2

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

SEE ATTACHED STATEMENT FOR LINE 2



**Part XV** Supplementary Information (continued)

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

| Recipient<br>Name and address (home or business)             | If recipient is an individual,<br>show any relationship to<br>any foundation manager<br>or substantial contributor | Foundation<br>status of<br>recipient | Purpose of grant or<br>contribution | Amount            |
|--------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|--------------------------------------|-------------------------------------|-------------------|
| <p><b>a</b> Paid during the year</p> <p>SEE STATEMENT 17</p> |                                                                                                                    |                                      |                                     |                   |
| <b>Total</b> .....                                           |                                                                                                                    |                                      |                                     | <b>3a</b> 87,000. |
| <b>b</b> Approved for future payment                         |                                                                                                                    |                                      |                                     |                   |
| <b>Total</b> .....                                           |                                                                                                                    |                                      |                                     | <b>3b</b>         |





FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

| DESCRIPTION                              | REVENUE<br>AND<br>EXPENSES<br>PER BOOKS | NET<br>INVESTMENT<br>INCOME |
|------------------------------------------|-----------------------------------------|-----------------------------|
| AT&T INC                                 | 151.                                    | 151.                        |
| ABBOTT LABORATORIES                      | 101.                                    | 101.                        |
| ABERCROMBIE & FITCH CO CL A              | 38.                                     | 38.                         |
| AIR PRODUCTS AND CHEMICALS INC           | 113.                                    | 113.                        |
| ALLEGHENY TECHNOLOGIES INC COM           | 6.                                      | 6.                          |
| ALLERGAN INCORPORATED                    | 14.                                     | 14.                         |
| AMERICAN ELECTRIC POWER CO               | 60.                                     | 60.                         |
| ANALOG DEVICES INC                       | 74.                                     | 74.                         |
| APACHE CORPORATION                       | 44.                                     | 44.                         |
| ARCH COAL INC                            | 29.                                     | 29.                         |
| AUTOLIV INC                              | 18.                                     | 18.                         |
| AVON PRODUCTS INC                        | 31.                                     | 31.                         |
| BEAM INC COM                             | 10.                                     | 10.                         |
| BOEING CO                                | 78.                                     | 78.                         |
| BROADCOM CORP CL A                       | 18.                                     | 18.                         |
| CF INDS HLDGS INC COM                    | 2.                                      | 2.                          |
| CIGNA CORPORATION                        | 6.                                      | 6.                          |
| SMALL CAP CTF                            | 977.                                    | 977.                        |
| CVS CAREMARK CORP COM                    | 36.                                     | 36.                         |
| CARDINAL HEALTH INCORPORATED             | 30.                                     | 30.                         |
| CARNIVAL CORP PAIRED CTF 1 COM           | 41.                                     | 41.                         |
| CELANESE CORP DEL SER A COM              | 18.                                     | 18.                         |
| CHESAPEAKE ENERGY CORPORATION            | 50.                                     | 50.                         |
| CHEVRONTEXACO CORP COM                   | 650.                                    | 650.                        |
| CHICAGO BRDG & IRON CO N V N Y REGISTRY  | 5.                                      | 5.                          |
| CISCO SYSTEMS INCORPORATED               | 24.                                     | 24.                         |
| CITIGROUP INC NEW COM                    | 11.                                     | 11.                         |
| COACH INC COM                            | 11.                                     | 11.                         |
| COLUMBIA ACORN INTERNATIONAL FUND CL Z   | 1,311.                                  | 1,311.                      |
| COLUMBIA MARSICO INTERNATIONAL OPPORTUNI | 164.                                    | 164.                        |
| COLUMBIA MID CAP VALUE FUND CLASS Z SHAR | 637.                                    | 637.                        |
| COMCAST CORP NEW CL A COM                | 219.                                    | 219.                        |

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

| DESCRIPTION                              | REVENUE AND EXPENSES PER BOOKS | NET INVESTMENT INCOME |
|------------------------------------------|--------------------------------|-----------------------|
| AGGREGATE BOND CTF                       | 22,717.                        | 22,717.               |
| CONSTELLATION ENERGY GROUP INC           | 34.                            | 34.                   |
| CORNING INC                              | 27.                            | 27.                   |
| COSTCO WHOLESALE CORP                    | 23.                            | 23.                   |
| CUMMINS ENGINE INC                       | 19.                            | 19.                   |
| DR HORTON                                | 14.                            | 14.                   |
| DARDEN RESTAURANTS INC                   | 146.                           | 146.                  |
| DEERE & COMPANY                          | 18.                            | 18.                   |
| DEVON ENERGY CORPORATION                 | 20.                            | 20.                   |
| DISCOVER FINL SVCS COM                   | 36.                            | 36.                   |
| DISH NETWORK CORP COM CL A               | 330.                           | 330.                  |
| DOVER CORPORATION                        | 68.                            | 68.                   |
| DR PEPPER SNAPPLE INC COM                | 38.                            | 38.                   |
| EATON VANCE LARGE-CAP VALUE FUND CL I    | 1,294.                         | 1,294.                |
| EL PASO CORP COM                         | 3.                             | 3.                    |
| EMBRAER S A SPONSORED ADR REPSTG PFD SHS | 30.                            | 30.                   |
| EMERSON ELEC CO                          | 57.                            | 57.                   |
| ENSCO PLC SPONSORED ADR                  | 65.                            | 65.                   |
| ENERGY CORP NEW COM                      | 37.                            | 37.                   |
| EXELON CORP COM                          | 102.                           | 102.                  |
| EXPEDIA INC COMMON STOCK                 | 34.                            | 34.                   |
| EXXON MOBIL CORPORATION                  | 120.                           | 120.                  |
| FIFTH THIRD BANCORP COM                  | 35.                            | 35.                   |
| FLOWSERVE CORP                           | 11.                            | 11.                   |
| FRANKLIN RES INC COM                     | 177.                           | 177.                  |
| FREEMPORT-MCMORAN COPPER & GOLD INC COM  | 159.                           | 159.                  |
| GENERAL ELEC CO                          | 287.                           | 287.                  |
| GOLDMAN SACHS GROUP INC                  | 112.                           | 112.                  |
| GOODRICH B F CO                          | 49.                            | 49.                   |
| HALLIBURTON CO                           | 45.                            | 45.                   |
| HARBOR INTERNATIONAL FUND INSTL CL       | 1,895.                         | 1,895.                |
| HARTFORD FINANCIAL SVCS GRP              | 83.                            | 83.                   |
| HERSHEY FOODS CORP                       | 66.                            | 66.                   |

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES  
=====

| DESCRIPTION                              | REVENUE<br>AND<br>EXPENSES<br>PER BOOKS | NET<br>INVESTMENT<br>INCOME |
|------------------------------------------|-----------------------------------------|-----------------------------|
| -----                                    | -----                                   | -----                       |
| HESS CORP COM                            | 7.                                      | 7.                          |
| HEWLETT PACKARD CO COM                   | 21.                                     | 21.                         |
| HUMANA INC                               | 13.                                     | 13.                         |
| HUNT J B TRANSPORT SERVICES INC COM      | 40.                                     | 40.                         |
| HUNTINGTON BANCSHARES INCORPORATED       | 7.                                      | 7.                          |
| INTEL CORPORATION                        | 129.                                    | 129.                        |
| INTERNATIONAL BUSINESS MACHS             | 163.                                    | 163.                        |
| INTUIT INC                               | 32.                                     | 32.                         |
| J P MORGAN CHASE & CO COM                | 453.                                    | 453.                        |
| JOHNSON & JOHNSON                        | 296.                                    | 296.                        |
| JOHNSON CONTROLS INCORPORATED            | 22.                                     | 22.                         |
| KBR INC COM                              | 17.                                     | 17.                         |
| KELLOGG CO                               | 240.                                    | 240.                        |
| KIMBERLY CLARK CORP COM                  | 98.                                     | 98.                         |
| KINDER MORGAN INC DEL COM                | 18.                                     | 18.                         |
| KOHL'S CORPORATION                       | 58.                                     | 58.                         |
| KRAFT FOODS INC CL A COM                 | 52.                                     | 52.                         |
| L-3 COMMUNICATIONS HLDGS INC COM         | 25.                                     | 25.                         |
| LAZARD FUNDS INC EMERGING MKTS PORTFOLIO | 3,936.                                  | 3,936.                      |
| LIMITED BRANDS INC COM                   | 491.                                    | 491.                        |
| LORILLARD INC COM                        | 293.                                    | 293.                        |
| LOWES COMPANIES INCORPORATED             | 26.                                     | 26.                         |
| MACYS INC COM                            | 93.                                     | 93.                         |
| MCDONALDS CORP                           | 85.                                     | 85.                         |
| MCKESSON HBOC INC                        | 36.                                     | 36.                         |
| MEAD JOHNSON NUTRITION CO COM            | 31.                                     | 31.                         |
| MERCK & CO INC NEW COM                   | 558.                                    | 558.                        |
| MICROSOFT CORPORATION                    | 156.                                    | 156.                        |
| MURPHY OIL CORP COM                      | 17.                                     | 17.                         |
| NATIONAL OILWELL VARCO INC COM           | 31.                                     | 31.                         |
| NATIXIS FDS TR IV AEW REAL ESTATE FD CL  | 524.                                    | 524.                        |
| NORDSTROM INCORPORATED                   | 22.                                     | 22.                         |
| OCCIDENTAL PETROLEUM CORPORATION         | 205.                                    | 205.                        |
| FS9815 L775 06/22/2012 13:02:55          |                                         |                             |

## FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

| DESCRIPTION                              | REVENUE<br>AND<br>EXPENSES<br>PER BOOKS | NET<br>INVESTMENT<br>INCOME |
|------------------------------------------|-----------------------------------------|-----------------------------|
| OCEANEERING INTL INC COM                 | 12.                                     | 12.                         |
| ORACLE SYS CORP                          | 58.                                     | 58.                         |
| P G & E CORPORATION                      | 43.                                     | 43.                         |
| PNC BK CORP                              | 217.                                    | 217.                        |
| PPG INDUSTRIES INC                       | 86.                                     | 86.                         |
| PPL CORPORATION                          | 68.                                     | 68.                         |
| PACKAGING CORP OF AMERICA                | 18.                                     | 18.                         |
| PARKER HANNIFIN CORPORATION              | 37.                                     | 37.                         |
| PEABODY ENERGY CORP COM                  | 4.                                      | 4.                          |
| PEPSICO INCORPORATED                     | 334.                                    | 334.                        |
| PFIZER INC                               | 243.                                    | 243.                        |
| PHILIP MORRIS INTL INC COM               | 501.                                    | 501.                        |
| PIMCO COMMODITY REALRETURN STRATEGY FUND | 17,700.                                 | 17,700.                     |
| POTASH CORP SASK INC                     | 4.                                      | 4.                          |
| PRICE T ROWE GROUP INC COM               | 87.                                     | 87.                         |
| PROCTER & GAMBLE CO COM                  | 110.                                    | 110.                        |
| PUBLIC SERVICE ENTERPRISE GROUP INC      | 65.                                     | 65.                         |
| QUALCOMM INC                             | 144.                                    | 144.                        |
| RAYTHEON CO COM NEW                      | 62.                                     | 62.                         |
| RIO TINTO PLC SPONSORED ADR              | 32.                                     | 32.                         |
| ROCKWELL COLLINS COM                     | 25.                                     | 25.                         |
| ROYAL DUTCH SHELL PLC SPONSORED ADR CL A | 176.                                    | 176.                        |
| SAFeway INC COM NEW                      | 110.                                    | 110.                        |
| ST JUDE MEDICAL INCORPORATED             | 110.                                    | 110.                        |
| SCHLUMBERGER LIMITED                     | 35.                                     | 35.                         |
| SEMPRA ENERGY                            | 74.                                     | 74.                         |
| STANLEY BLACK & DECKER INC COM           | 12.                                     | 12.                         |
| STAPLES INCORPORATED                     | 21.                                     | 21.                         |
| TD AMERITRADE HLDG CORP COM              | 26.                                     | 26.                         |
| TARGET CORP                              | 29.                                     | 29.                         |
| UNION PAC CORP COM                       | 132.                                    | 132.                        |
| UNITED PARCEL SERVICE CL B               | 268.                                    | 268.                        |
| UNITED STATES TREAS BOND DTD 05/15/86 7. | 3,625.                                  | 3,625.                      |
| FS9815 L775 06/22/2012 13:02:55          |                                         |                             |

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

| DESCRIPTION                              | REVENUE<br>AND<br>EXPENSES<br>PER BOOKS | NET<br>INVESTMENT<br>INCOME |
|------------------------------------------|-----------------------------------------|-----------------------------|
| UNITED TECHNOLOGIES CORP                 | 205.                                    | 205.                        |
| UNITEDHEALTH GROUP INC                   | 18.                                     | 18.                         |
| VERIZON COMMUNICATIONS                   | 338.                                    | 338.                        |
| VIACOM INC CL B COM                      | 142.                                    | 142.                        |
| VISA INC CL A COM                        | 69.                                     | 69.                         |
| WAL-MART STORES INCORPORATED             | 89.                                     | 89.                         |
| WALGREEN CO                              | 37.                                     | 37.                         |
| WELLS FARGO COMPANY                      | 152.                                    | 152.                        |
| BANK OF AMERICA MONEY MARKET SAVINGS ACC | 64.                                     | 64.                         |
| AXIS CAPITAL HOLDINGS LTD COM            | 71.                                     | 71.                         |
| ACCENTURE PLC CL A COM                   | 107.                                    | 107.                        |
| COOPER INDS PLC NEW COM                  | 19.                                     | 19.                         |
| COVIDIEN PLC COM                         | 117.                                    | 117.                        |
| XL GROUP PLC COM                         | 38.                                     | 38.                         |
| TYCO INTL LTD NEW F COM                  | 150.                                    | 150.                        |
| TYCO ELECTRONICS LTD COM                 | 20.                                     | 20.                         |
| AVAGO TECHNOLOGIES LTD COM               | 6.                                      | 6.                          |
| TOTAL                                    | 67,433.                                 | 67,415.                     |

SWINDELLS CHAR FDN TR U/W

06-6026054

FORM 990PF, PART I - OTHER INCOME  
=====

| DESCRIPTION<br>----- | REVENUE<br>AND<br>EXPENSES<br>PER BOOKS<br>----- | NET<br>INVESTMENT<br>INCOME<br>----- |
|----------------------|--------------------------------------------------|--------------------------------------|
| SMALL CAP CTF        | -11.                                             | -11.                                 |
| TOTALS               | -11.                                             | -11.                                 |
|                      | =====                                            | =====                                |

FORM 990PF, PART I - ACCOUNTING FEES  
=====

| DESCRIPTION                    | REVENUE AND EXPENSES PER BOOKS | NET INVESTMENT INCOME | ADJUSTED NET INCOME | CHARITABLE PURPOSES |
|--------------------------------|--------------------------------|-----------------------|---------------------|---------------------|
| TAX PREPARATION FEE (NON-ALLOC | 1,250.                         |                       |                     | 1,250.              |
| TOTALS                         | 1,250.                         | NONE                  | NONE                | 1,250.              |

FORM 990PF, PART I - TAXES  
=====

| DESCRIPTION                    | REVENUE<br>AND<br>EXPENSES<br>PER BOOKS | NET<br>INVESTMENT<br>INCOME |
|--------------------------------|-----------------------------------------|-----------------------------|
| FOREIGN TAXES                  | 34.                                     | 34.                         |
| FEDERAL TAX PAYMENT - PRIOR YE | 1,022.                                  |                             |
| FEDERAL ESTIMATES - PRINCIPAL  | 2,140.                                  |                             |
| FOREIGN TAXES ON QUALIFIED FOR | 537.                                    | 537.                        |
| FOREIGN TAXES ON NONQUALIFIED  | 297.                                    | 297.                        |
| TOTALS                         | 4,030.                                  | 868.                        |

SWINDELLS CHAR FDN TR U/W

06-6026054

FORM 990PF, PART I - OTHER EXPENSES  
=====

| DESCRIPTION<br>-----           | REVENUE<br>AND<br>EXPENSES<br>PER BOOKS<br>----- | CHARITABLE<br>PURPOSES<br>----- |
|--------------------------------|--------------------------------------------------|---------------------------------|
| OTHER ALLOCABLE EXPENSE-PRINCI | 470.                                             | 470.                            |
| OTHER ALLOCABLE EXPENSE-INCOME | 450.                                             | 450.                            |
| OTHER NON-ALLOCABLE EXPENSE -  | 20.                                              | 20.                             |
| GRANTMAKING FEE PD TO TRUSTEE  | 6,012.                                           | 6,012.                          |
| TOTALS                         | -----<br>6,952.<br>=====                         | -----<br>6,952.<br>=====        |

SWINDELLS CHAR FDN TR U/W

06-6026054

FORM 990PF, PART II - OTHER INVESTMENTS

=====

| DESCRIPTION | COST/<br>FMV | C OR F |
|-------------|--------------|--------|
| -----       | -----        | -----  |

SEE ATTACHED STATEMENTS

C

TOTALS



FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES

=====

DESCRIPTION

AMOUNT

-----

-----

CTF COST ADJUSTMENT

3,530.

-----

TOTAL

3,530.

=====



SWINDELLS CHAR FDN TR U/W

06-6026054

FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES

=====

| DESCRIPTION<br>----- | AMOUNT<br>----- |
|----------------------|-----------------|
| TYE SALES ADJ        | 606.            |
| SECURITIES ADJ       | 997.            |
| ROUNDING             | 14.             |
| SALES GAIN/LOSS ADJ  | 18.             |
|                      | -----           |
| TOTAL                | 1,635.          |
|                      | =====           |



SWINDELLS CHAR FDN TR U/W

06-6026054

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

=====

OFFICER NAME:

BANK OF AMERICA

ADDRESS:

777 MAIN STREET

HARTFORD, CT 06115

TITLE:

TRUSTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 40

COMPENSATION ..... 23,194.

TOTAL COMPENSATION: 23,194.

=====

~~CONFIDENTIAL~~

SWINDELLS CHAR FDN TR U/W

06-6026054

990PF, PART VIII - COMPENSATION OF THE FIVE HIGHEST PAID EMPLOYEES

=====  
EMPLOYEE NAME:  
NONE



SWINDELLS CHAR FDN TR U/W

06-6026054

990PF, PART VIII- COMPENSATION OF THE FIVE HIGHEST PAID PROFESSIONALS

=====

NAME:

NONE



SWINDELLS CHAR FDN TR U/W  
FORM 990PF, PART XV - LINES 2a - 2d  
=====

06-6026054

RECIPIENT NAME:

AMY LYNCH - BANK OF AMERICA  
FORM, INFORMATION AND MATERIALS:

SEE ATTACHED STATEMENT

SUBMISSION DEADLINES:

SEE ATTACHED STATEMENT

RESTRICTIONS OR LIMITATIONS ON AWARDS:

SEE ATTACHED STATEMENT



SWINDELLS CHAR FDN TR U/W  
FORM 990PF, PART XV, LINE 3 - CONTRIBUTIONS, GIFTS, GRANTS PAID  
=====

06-6026054

RECIPIENT NAME:

SEE ATTACHED STATEMENT

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SUPPORTS NAMED ORGANIZATIONS

FOUNDATION STATUS OF RECIPIENT:

SEE ATTACHED STATEMENT

AMOUNT OF GRANT PAID ..... 87,000.

TOTAL GRANTS PAID:

87,000.

=====

| Posting Date | Amount        | Distribution                     | Relationship to substantial contributor | Purpose                     | Foundation Status of Recipient |
|--------------|---------------|----------------------------------|-----------------------------------------|-----------------------------|--------------------------------|
| 4/29/2011    | -2500         | AMERICARES FREE CLINIC INC       | NONE                                    | SUPPORTS NAMED ORGANIZATION | PUBLIC CHARITY                 |
| 4/29/2011    | -2000         | BRIDGE FAMILY CENTER, INC        | NONE                                    | SUPPORTS NAMED ORGANIZATION | PUBLIC CHARITY                 |
| 4/29/2011    | -1500         | CHILD GUIDANCE CTR OF SOUTHERN   | NONE                                    | SUPPORTS NAMED ORGANIZATION | PUBLIC CHARITY                 |
| 4/29/2011    | -2000         | CHILDREN'S HOME OF CROMWELL CT   | NONE                                    | SUPPORTS NAMED ORGANIZATION | PUBLIC CHARITY                 |
| 4/29/2011    | -2000         | CIRCLE OF CARE FOR FAMILIES      | NONE                                    | SUPPORTS NAMED ORGANIZATION | PUBLIC CHARITY                 |
| 4/29/2011    | -2000         | COVENANT SHELTER OF NEW LONDON   | NONE                                    | SUPPORTS NAMED ORGANIZATION | PUBLIC CHARITY                 |
| 4/29/2011    | -2000         | FAMILY LIFE EDUCATION INC        | NONE                                    | SUPPORTS NAMED ORGANIZATION | PUBLIC CHARITY                 |
| 4/29/2011    | -2500         | GIFTS OF LOVE                    | NONE                                    | SUPPORTS NAMED ORGANIZATION | PUBLIC CHARITY                 |
| 4/29/2011    | -2500         | THE HOSPITAL OF CENTRAL CT       | NONE                                    | SUPPORTS NAMED ORGANIZATION | PUBLIC CHARITY                 |
| 4/29/2011    | -2500         | THE JEWISH HOME FOR THE ELDERLY  | NONE                                    | SUPPORTS NAMED ORGANIZATION | PUBLIC CHARITY                 |
| 4/29/2011    | -2500         | KIDS IN CRISIS, INC              | NONE                                    | SUPPORTS NAMED ORGANIZATION | PUBLIC CHARITY                 |
| 4/29/2011    | -1500         | LMG PROGRAMS INC                 | NONE                                    | SUPPORTS NAMED ORGANIZATION | PUBLIC CHARITY                 |
| 4/29/2011    | -2500         | MALTA HOUSE OF CARE              | NONE                                    | SUPPORTS NAMED ORGANIZATION | PUBLIC CHARITY                 |
| 4/29/2011    | -2500         | MERCY HOUSING & SHELTER CORP     | NONE                                    | SUPPORTS NAMED ORGANIZATION | PUBLIC CHARITY                 |
| 4/29/2011    | -2000         | NORWALK HOSPITAL FOUNDATION      | NONE                                    | SUPPORTS NAMED ORGANIZATION | PUBLIC CHARITY                 |
| 4/29/2011    | -1000         | PLANNED PARENTHOOD OF SOUTHERN   | NONE                                    | SUPPORTS NAMED ORGANIZATION | PUBLIC CHARITY                 |
| 4/29/2011    | -2000         | SAFE HAVEN OF GREATER WATERBURY  | NONE                                    | SUPPORTS NAMED ORGANIZATION | PUBLIC CHARITY                 |
| 4/29/2011    | -2500         | SAINTE FRANCIS FOUNDATION        | NONE                                    | SUPPORTS NAMED ORGANIZATION | PUBLIC CHARITY                 |
| 4/29/2011    | -2500         | ST LUKE'S LIFEWORKS              | NONE                                    | SUPPORTS NAMED ORGANIZATION | PUBLIC CHARITY                 |
| 4/29/2011    | -1500         | YOUTH UNITED FOR SURVIVAL        | NONE                                    | SUPPORTS NAMED ORGANIZATION | PUBLIC CHARITY                 |
| 10/19/2011   | -4000         | CHRISTIAN FELLOWSHIP CENTER, INC | NONE                                    | SUPPORTS NAMED ORGANIZATION | PUBLIC CHARITY                 |
| 10/19/2011   | -3000         | COLUMBUS HOUSE, INC              | NONE                                    | SUPPORTS NAMED ORGANIZATION | PUBLIC CHARITY                 |
| 10/19/2011   | -3000         | FSW, INC CT                      | NONE                                    | SUPPORTS NAMED ORGANIZATION | PUBLIC CHARITY                 |
| 10/19/2011   | -2500         | HEBRON INTERFAITH HUMAN SERVICES | NONE                                    | SUPPORTS NAMED ORGANIZATION | PUBLIC CHARITY                 |
| 10/19/2011   | -2000         | HORIZONS, INC                    | NONE                                    | SUPPORTS NAMED ORGANIZATION | PUBLIC CHARITY                 |
| 10/19/2011   | -3000         | HSC COMMUNITY SERVICES INC       | NONE                                    | SUPPORTS NAMED ORGANIZATION | PUBLIC CHARITY                 |
| 10/19/2011   | -3000         | IMMACULATE CONCEPTION SHELTER &  | NONE                                    | SUPPORTS NAMED ORGANIZATION | PUBLIC CHARITY                 |
| 10/19/2011   | -2000         | NUTMEG BIG BROTHERS-BIG SISTERS  | NONE                                    | SUPPORTS NAMED ORGANIZATION | PUBLIC CHARITY                 |
| 10/19/2011   | -3000         | OPEN HEARTH ASSOCIATION          | NONE                                    | SUPPORTS NAMED ORGANIZATION | PUBLIC CHARITY                 |
| 10/19/2011   | -2500         | OPERATION FUEL                   | NONE                                    | SUPPORTS NAMED ORGANIZATION | PUBLIC CHARITY                 |
| 10/19/2011   | -3500         | PLAINVILLE COMMUNITY FOOD PANTRY | NONE                                    | SUPPORTS NAMED ORGANIZATION | PUBLIC CHARITY                 |
| 10/19/2011   | -3000         | PLYMOUTH COMMUNITY FOOD PANTRY   | NONE                                    | SUPPORTS NAMED ORGANIZATION | PUBLIC CHARITY                 |
| 10/19/2011   | -3000         | THE SALVATION ARMY               | NONE                                    | SUPPORTS NAMED ORGANIZATION | PUBLIC CHARITY                 |
| 10/19/2011   | -3000         | ST VINCENT DE PAUL PLACE         | NONE                                    | SUPPORTS NAMED ORGANIZATION | PUBLIC CHARITY                 |
| 10/19/2011   | -2000         | THAMES RIVER FAMILY PROGRAM      | NONE                                    | SUPPORTS NAMED ORGANIZATION | PUBLIC CHARITY                 |
| 10/19/2011   | -2500         | CTR FOR WOMEN & FAMILIES OF      | NONE                                    | SUPPORTS NAMED ORGANIZATION | PUBLIC CHARITY                 |
| <b>TOTAL</b> | <b>-87000</b> |                                  |                                         |                             |                                |

**SCHEDULE D  
(Form 1041)**

**Capital Gains and Losses**

OMB No 1545-0092

**2011**

Department of the Treasury  
Internal Revenue Service

▶ **Attach to Form 1041, Form 5227, or Form 990-T. See the Instructions for Schedule D (Form 1041) (also for Form 5227 or Form 990-T, if applicable).**

Name of estate or trust

SWINDELLS CHAR FDN TR U/W

Employer identification number

06-6026054

**Note:** Form 5227 filers need to complete *only* Parts I and II.

**Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less**

| (a) Description of property<br>(Example 100 shares 7% preferred of "Z" Co) | (b) Date acquired<br>(mo, day, yr) | (c) Date sold<br>(mo, day, yr) | (d) Sales price | (e) Cost or other basis<br>(see instructions) | (f) Gain or (loss) for<br>the entire year<br>Subtract (e) from (d) |
|----------------------------------------------------------------------------|------------------------------------|--------------------------------|-----------------|-----------------------------------------------|--------------------------------------------------------------------|
| <b>1a</b>                                                                  |                                    |                                |                 |                                               |                                                                    |
|                                                                            |                                    |                                |                 |                                               |                                                                    |
|                                                                            |                                    |                                |                 |                                               |                                                                    |
|                                                                            |                                    |                                |                 |                                               |                                                                    |
|                                                                            |                                    |                                |                 |                                               |                                                                    |

|                                                                                                                                                        |           |         |
|--------------------------------------------------------------------------------------------------------------------------------------------------------|-----------|---------|
| <b>b</b> Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b . . . . .                                                             | <b>1b</b> | 17,301. |
| <b>2</b> Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824 . . . . .                                                             | <b>2</b>  |         |
| <b>3</b> Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts . . . . .                                        | <b>3</b>  | 4,875.  |
| <b>4</b> Short-term capital loss carryover. Enter the amount, if any, from line 9 of the 2010 Capital Loss Carryover Worksheet . . . . .               | <b>4</b>  | ( )     |
| <b>5</b> <b>Net short-term gain or (loss).</b> Combine lines 1a through 4 in column (f). Enter here and on line 13, column (3) on the back . . . . . ▶ | <b>5</b>  | 22,176. |

**Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year**

| (a) Description of property<br>(Example 100 shares 7% preferred of "Z" Co) | (b) Date acquired<br>(mo, day, yr) | (c) Date sold<br>(mo, day, yr) | (d) Sales price | (e) Cost or other basis<br>(see instructions) | (f) Gain or (loss) for<br>the entire year<br>Subtract (e) from (d) |
|----------------------------------------------------------------------------|------------------------------------|--------------------------------|-----------------|-----------------------------------------------|--------------------------------------------------------------------|
| <b>6a</b><br>LONG-TERM CAPITAL GAIN DIVIDENDS                              |                                    |                                |                 |                                               | 9,643.                                                             |
|                                                                            |                                    |                                |                 |                                               |                                                                    |
|                                                                            |                                    |                                |                 |                                               |                                                                    |
|                                                                            |                                    |                                |                 |                                               |                                                                    |
|                                                                            |                                    |                                |                 |                                               |                                                                    |

|                                                                                                                                                          |           |         |
|----------------------------------------------------------------------------------------------------------------------------------------------------------|-----------|---------|
| <b>b</b> Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b . . . . .                                                                | <b>6b</b> | 36,921. |
| <b>7</b> Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824 . . . . .                                                          | <b>7</b>  |         |
| <b>8</b> Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts . . . . .                                           | <b>8</b>  | 11,833. |
| <b>9</b> Capital gain distributions . . . . .                                                                                                            | <b>9</b>  |         |
| <b>10</b> Gain from Form 4797, Part I . . . . .                                                                                                          | <b>10</b> |         |
| <b>11</b> Long-term capital loss carryover. Enter the amount, if any, from line 14 of the 2010 Capital Loss Carryover Worksheet . . . . .                | <b>11</b> | ( )     |
| <b>12</b> <b>Net long-term gain or (loss).</b> Combine lines 6a through 11 in column (f). Enter here and on line 14a, column (3) on the back . . . . . ▶ | <b>12</b> | 58,397. |

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D (Form 1041) 2011



| <b>Part III Summary of Parts I and II</b>                          |                                                                       | (1) Beneficiaries' (see instr.) | (2) Estate's or trust's | (3) Total |
|--------------------------------------------------------------------|-----------------------------------------------------------------------|---------------------------------|-------------------------|-----------|
| <b>Caution: Read the instructions before completing this part.</b> |                                                                       |                                 |                         |           |
| <b>13</b>                                                          | <b>Net short-term gain or (loss)</b> . . . . .                        | <b>13</b>                       |                         | 22,176.   |
| <b>14</b>                                                          | <b>Net long-term gain or (loss):</b>                                  |                                 |                         |           |
| a                                                                  | Total for year . . . . .                                              | <b>14a</b>                      |                         | 58,397.   |
| b                                                                  | Unrecaptured section 1250 gain (see line 18 of the wrksh.) . . . . .  | <b>14b</b>                      |                         |           |
| c                                                                  | 28% rate gain . . . . .                                               | <b>14c</b>                      |                         |           |
| <b>15</b>                                                          | <b>Total net gain or (loss).</b> Combine lines 13 and 14a . . . . . ▶ | <b>15</b>                       |                         | 80,573.   |

**Note:** If line 15, column (3), is a net gain, enter the gain on Form 1041, line 4 (or Form 990-T, Part I, line 4a) If lines 14a and 15, column (2), are net gains, go to Part V, and do not complete Part IV. If line 15, column (3), is a net loss, complete Part IV and the **Capital Loss Carryover Worksheet**, as necessary.

**Part IV Capital Loss Limitation**

|           |                                                                                                                                                                                 |           |     |
|-----------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------|-----|
| <b>16</b> | Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the smaller of:<br>a The loss on line 15, column (3) or b \$3,000 . . . . . | <b>16</b> | ( ) |
|-----------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------|-----|

**Note:** If the loss on line 15, column (3), is more than \$3,000, or if Form 1041, page 1, line 22 (or Form 990-T, line 34), is a loss, complete the **Capital Loss Carryover Worksheet** in the instructions to figure your capital loss carryover.

**Part V Tax Computation Using Maximum Capital Gains Rates**

**Form 1041 filers.** Complete this part only if both lines 14a and 15 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), and Form 1041, line 22, is more than zero.

**Caution:** Skip this part and complete the **Schedule D Tax Worksheet** in the instructions if:

- Either line 14b, col. (2) or line 14c, col. (2) is more than zero, or
- Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero.

**Form 990-T trusts.** Complete this part only if both lines 14a and 15 are gains, or qualified dividends are included in income in Part I of Form 990-T, and Form 990-T, line 34, is more than zero. Skip this part and complete the **Schedule D Tax Worksheet** in the instructions if either line 14b, col. (2) or line 14c, col. (2) is more than zero.

|           |                                                                                                                                                                                                                                            |           |  |  |
|-----------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------|--|--|
| <b>17</b> | Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34) . . . . .                                                                                                                                                            | <b>17</b> |  |  |
| <b>18</b> | Enter the smaller of line 14a or 15 in column (2) but not less than zero . . . . .                                                                                                                                                         | <b>18</b> |  |  |
| <b>19</b> | Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T) . . . . .                                                                       | <b>19</b> |  |  |
| <b>20</b> | Add lines 18 and 19 . . . . .                                                                                                                                                                                                              | <b>20</b> |  |  |
| <b>21</b> | If the estate or trust is filing Form 4952, enter the amount from line 4g; otherwise, enter -0- . . . . . ▶                                                                                                                                | <b>21</b> |  |  |
| <b>22</b> | Subtract line 21 from line 20. If zero or less, enter -0- . . . . .                                                                                                                                                                        | <b>22</b> |  |  |
| <b>23</b> | Subtract line 22 from line 17. If zero or less, enter -0- . . . . .                                                                                                                                                                        | <b>23</b> |  |  |
| <b>24</b> | Enter the smaller of the amount on line 17 or \$2,300 . . . . .                                                                                                                                                                            | <b>24</b> |  |  |
| <b>25</b> | Is the amount on line 23 equal to or more than the amount on line 24?<br><input type="checkbox"/> Yes. Skip lines 25 and 26; go to line 27 and check the "No" box.<br><input type="checkbox"/> No. Enter the amount from line 23 . . . . . | <b>25</b> |  |  |
| <b>26</b> | Subtract line 25 from line 24 . . . . .                                                                                                                                                                                                    | <b>26</b> |  |  |
| <b>27</b> | Are the amounts on lines 22 and 26 the same?<br><input type="checkbox"/> Yes. Skip lines 27 thru 30, go to line 31 <input type="checkbox"/> No. Enter the smaller of line 17 or line 22 . . . . .                                          | <b>27</b> |  |  |
| <b>28</b> | Enter the amount from line 26 (If line 26 is blank, enter -0-) . . . . .                                                                                                                                                                   | <b>28</b> |  |  |
| <b>29</b> | Subtract line 28 from line 27 . . . . .                                                                                                                                                                                                    | <b>29</b> |  |  |
| <b>30</b> | Multiply line 29 by 15% (.15) . . . . .                                                                                                                                                                                                    | <b>30</b> |  |  |
| <b>31</b> | Figure the tax on the amount on line 23. Use the 2011 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041) . . . . .                                                               | <b>31</b> |  |  |
| <b>32</b> | Add lines 30 and 31 . . . . .                                                                                                                                                                                                              | <b>32</b> |  |  |
| <b>33</b> | Figure the tax on the amount on line 17. Use the 2011 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041) . . . . .                                                               | <b>33</b> |  |  |
| <b>34</b> | <b>Tax on all taxable income.</b> Enter the smaller of line 32 or line 33 here and on Form 1041, Schedule G, line 1a (or Form 990-T, line 36) . . . . .                                                                                    | <b>34</b> |  |  |


**SCHEDULE D-1**  
**(Form 1041)**
**Continuation Sheet for Schedule D**  
**(Form 1041)**

OMB No 1545-0092

**2011**
Department of the Treasury  
Internal Revenue Service
**▶ See instructions for Schedule D (Form 1041).**  
**▶ Attach to Schedule D to list additional transactions for lines 1a and 6a.**

Name of estate or trust

SWINDELLS CHAR FDN TR U/W

Employer identification number

06-6026054

**Part 1 Short-Term Capital Gains and Losses - Assets Held One Year or Less**

| (a) Description of property (Example<br>100 sh 7% preferred of "Z" Co) | (b) Date<br>acquired<br>(mo., day, yr) | (c) Date sold<br>(mo., day, yr) | (d) Sales price | (e) Cost or other basis<br>(see instructions) | (f) Gain or (loss)<br>Subtract (e) from (d) |
|------------------------------------------------------------------------|----------------------------------------|---------------------------------|-----------------|-----------------------------------------------|---------------------------------------------|
| 1a 10. AT&T INC                                                        | 09/24/2010                             | 03/08/2011                      | 281.00          | 286.00                                        | -5.00                                       |
| 205. AT&T INC                                                          | 09/24/2010                             | 04/27/2011                      | 6,343.00        | 5,860.00                                      | 483.00                                      |
| 50. ABBOTT LABORATORIES                                                | 06/04/2010                             | 04/27/2011                      | 2,587.00        | 2,354.00                                      | 233.00                                      |
| 90. ABBOTT LABORATORIES                                                | 02/01/2012                             | 02/28/2012                      | 5,124.00        | 4,885.00                                      | 239.00                                      |
| 115. ABBOTT LABORATORIES                                               | 11/07/2011                             | 02/28/2012                      | 6,547.00        | 6,128.00                                      | 419.00                                      |
| 40. ABERCROMBIE & FITCH CO                                             | 04/27/2011                             | 05/26/2011                      | 2,991.00        | 2,823.00                                      | 168.00                                      |
| 5. ABERCROMBIE & FITCH CO                                              | 01/07/2011                             | 05/26/2011                      | 374.00          | 265.00                                        | 109.00                                      |
| 55. ABERCROMBIE & FITCH CO                                             | 01/07/2011                             | 08/09/2011                      | 3,519.00        | 2,919.00                                      | 600.00                                      |
| 55. ABERCROMBIE & FITCH CO                                             | 11/07/2011                             | 02/01/2012                      | 2,529.00        | 3,206.00                                      | -677.00                                     |
| 500. ADVANCED MICRO DEVICE                                             | 11/05/2010                             | 07/29/2011                      | 3,640.00        | 4,038.00                                      | -398.00                                     |
| 290. ADVANCED MICRO DEVICE                                             | 11/05/2010                             | 08/09/2011                      | 1,754.00        | 2,342.00                                      | -588.00                                     |
| 65. AIR PRODUCTS AND CHEMI                                             | 03/08/2011                             | 11/07/2011                      | 5,581.00        | 5,843.00                                      | -262.00                                     |
| 420. ALCATEL ALSTHOM SPONS<br>REPSTG 1/5 SH                            | 05/26/2011                             | 08/09/2011                      | 1,420.00        | 2,349.00                                      | -929.00                                     |
| 65. ALEXION PHARMACEUTICAL                                             | 05/26/2011                             | 07/29/2011                      | 3,632.00        | 3,011.00                                      | 621.00                                      |
| 35. ALLEGHENY TECHNOLOGIES                                             | 07/29/2011                             | 10/06/2011                      | 1,315.00        | 2,036.00                                      | -721.00                                     |
| 25. ALLERGAN INCORPORATED                                              | 08/24/2010                             | 05/26/2011                      | 2,042.00        | 1,587.00                                      | 455.00                                      |
| 35. ALPHA NATURAL RESOURCE                                             | 03/08/2011                             | 04/27/2011                      | 1,953.00        | 1,942.00                                      | 11.00                                       |
| 130. AMERICAN ELECTRIC POW                                             | 08/24/2010                             | 04/27/2011                      | 4,674.00        | 4,539.00                                      | 135.00                                      |
| 165. AMERICAN ELECTRIC POW                                             | 10/06/2011                             | 11/07/2011                      | 6,522.00        | 6,205.00                                      | 317.00                                      |
| 40. AMERICAN TOWER SYSTEMS                                             | 03/08/2011                             | 04/27/2011                      | 2,078.00        | 2,081.00                                      | -3.00                                       |
| 35. AMERICAN TOWER SYSTEMS                                             | 12/01/2010                             | 04/27/2011                      | 1,818.00        | 1,794.00                                      | 24.00                                       |
| 65. AMERICAN TOWER SYSTEMS                                             | 09/03/2010                             | 04/27/2011                      | 3,377.00        | 3,128.00                                      | 249.00                                      |
| 105. AMGEN INC COM                                                     | 08/27/2010                             | 04/27/2011                      | 5,912.00        | 5,490.00                                      | 422.00                                      |
| 55. ANALOG DEVICES INC                                                 | 10/06/2011                             | 02/01/2012                      | 2,176.00        | 1,849.00                                      | 327.00                                      |

**1b Total.** Combine the amounts in column (f). Enter here and on Schedule D, line 1b . . . . .

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Schedule D-1 (Form 1041) 2011



**SCHEDULE D-1  
(Form 1041)**

**Continuation Sheet for Schedule D  
(Form 1041)**

OMB No 1545-0092

**2011**

Department of the Treasury  
Internal Revenue Service

▶ See instructions for Schedule D (Form 1041).  
▶ Attach to Schedule D to list additional transactions for lines 1a and 6a.

Name of estate or trust: **SWINDELLS CHAR FDN TR U/W** Employer identification number: **06-6026054**

**Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less**

| (a) Description of property (Example 100 sh 7% preferred of "Z" Co) | (b) Date acquired (mo., day, yr) | (c) Date sold (mo., day, yr) | (d) Sales price | (e) Cost or other basis (see instructions) | (f) Gain or (loss) Subtract (e) from (d) |
|---------------------------------------------------------------------|----------------------------------|------------------------------|-----------------|--------------------------------------------|------------------------------------------|
| 1a 120. ANALOG DEVICES INC                                          | 08/09/2011                       | 02/01/2012                   | 4,748.00        | 3,678.00                                   | 1,070.00                                 |
| 15. APACHE CORPORATION                                              | 11/05/2010                       | 05/26/2011                   | 1,843.00        | 1,624.00                                   | 219.00                                   |
| 5. APACHE CORPORATION                                               | 11/05/2010                       | 07/29/2011                   | 611.00          | 541.00                                     | 70.00                                    |
| 25. APACHE CORPORATION                                              | 09/03/2010                       | 07/29/2011                   | 3,056.00        | 2,312.00                                   | 744.00                                   |
| 10. APPLE COMPUTER INCORPO                                          | 05/21/2010                       | 03/08/2011                   | 3,548.00        | 2,412.00                                   | 1,136.00                                 |
| 130. ARCH COAL INC                                                  | 05/26/2011                       | 10/06/2011                   | 2,036.00        | 3,842.00                                   | -1,806.00                                |
| 45. AUTOLIV INC                                                     | 06/14/2010                       | 04/27/2011                   | 3,577.00        | 2,279.00                                   | 1,298.00                                 |
| 50. BEAM INC COM                                                    | 10/06/2011                       | 11/07/2011                   | 2,466.00        | 2,313.00                                   | 153.00                                   |
| 35. BERKSHIRE HATHAWAY INC B COM                                    | 07/29/2011                       | 11/07/2011                   | 2,675.00        | 2,601.00                                   | 74.00                                    |
| 105. BERKSHIRE HATHAWAY IN B COM                                    | 07/29/2011                       | 02/01/2012                   | 8,271.00        | 7,804.00                                   | 467.00                                   |
| 55. BOEING CO                                                       | 10/06/2011                       | 11/07/2011                   | 3,592.00        | 3,386.00                                   | 206.00                                   |
| 15. BOEING CO                                                       | 08/09/2011                       | 11/07/2011                   | 980.00          | 913.00                                     | 67.00                                    |
| 85. BOEING CO                                                       | 08/09/2011                       | 02/01/2012                   | 6,373.00        | 5,172.00                                   | 1,201.00                                 |
| 595. BOSTON SCIENTIFIC COR                                          | 07/29/2011                       | 08/09/2011                   | 3,678.00        | 4,291.00                                   | -613.00                                  |
| 165. BRISTOL MYERS SQUIBB                                           | 10/06/2011                       | 11/07/2011                   | 5,153.00        | 5,352.00                                   | -199.00                                  |
| 85. BROADCOM CORP CL A                                              | 12/01/2010                       | 03/08/2011                   | 3,470.00        | 3,896.00                                   | -426.00                                  |
| 120. BROADCOM CORP CL A                                             | 05/26/2011                       | 10/06/2011                   | 4,208.00        | 3,994.00                                   | 214.00                                   |
| 205. CBS CORP CL B COM                                              | 12/01/2010                       | 03/08/2011                   | 4,832.00        | 3,519.00                                   | 1,313.00                                 |
| 20. CF INDS HLDGS INC COM                                           | 09/03/2010                       | 04/27/2011                   | 2,820.00        | 1,899.00                                   | 921.00                                   |
| 285. CVS CAREMARK CORP COM                                          | 12/01/2010                       | 04/27/2011                   | 10,293.00       | 9,064.00                                   | 1,229.00                                 |
| 75. CARDINAL HEALTH INCORP                                          | 05/21/2010                       | 04/27/2011                   | 3,240.00        | 2,481.00                                   | 759.00                                   |
| 165. CARNIVAL CORP PAIRED                                           | 04/27/2011                       | 07/29/2011                   | 5,538.00        | 6,261.00                                   | -723.00                                  |
| 190. CHESAPEAKE ENERGY COR                                          | 04/27/2011                       | 02/01/2012                   | 4,035.00        | 6,315.00                                   | -2,280.00                                |
| 90. CHICAGO BRDG & IRON CO REGISTRY SH ARD                          | 01/07/2011                       | 04/27/2011                   | 3,517.00        | 2,955.00                                   | 562.00                                   |

**1b Total.** Combine the amounts in column (f). Enter here and on Schedule D, line 1b . . . . .

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Schedule D-1 (Form 1041) 2011


**SCHEDULE D-1**  
**(Form 1041)**
**Continuation Sheet for Schedule D**  
**(Form 1041)**

OMB No 1545-0092

**2011**
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Internal Revenue Service
**▶ See instructions for Schedule D (Form 1041).**  
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Name of estate or trust

SWINDELLS CHAR FDN TR U/W

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|-----------------------------------------------------------------------|---------------------------------|-----------------------------|-----------------|--------------------------------------------|------------------------------------------|
| 1a 145. CISCO SYSTEMS INCORPOR                                        | 04/27/2011                      | 05/26/2011                  | 2,350.00        | 2,561.00                                   | -211.00                                  |
| 95. CISCO SYSTEMS INCORPOR                                            | 07/08/2010                      | 05/26/2011                  | 1,540.00        | 2,119.00                                   | -579.00 *                                |
| 85. CISCO SYSTEMS INCORPOR                                            | 08/24/2010                      | 05/26/2011                  | 1,378.00        | 1,820.00                                   | -442.00 *                                |
| 45. CISCO SYSTEMS INCORPOR                                            | 04/27/2011                      | 07/29/2011                  | 715.00          | 795.00                                     | -80.00                                   |
| .5 CITIGROUP INC NEW COM                                              | 08/03/2010                      | 05/31/2011                  | 20.00           | 21.00                                      | -1.00                                    |
| 70. COACH INC COM                                                     | 01/07/2011                      | 04/27/2011                  | 4,037.00        | 3,685.00                                   | 352.00                                   |
| 75. COCA COLA CO COM                                                  | 05/21/2010                      | 03/08/2011                  | 4,890.00        | 3,846.00                                   | 1,044.00                                 |
| 75. COMCAST CORP NEW CL A                                             | 10/06/2011                      | 02/01/2012                  | 2,004.00        | 1,651.00                                   | 353.00                                   |
| 70. COMCAST CORP NEW CL A                                             | 08/09/2011                      | 02/01/2012                  | 1,871.00        | 1,427.00                                   | 444.00                                   |
| 140. CONSTELLATION ENERGY                                             | 04/27/2011                      | 07/29/2011                  | 5,472.00        | 4,623.00                                   | 849.00                                   |
| 95. COSTCO WHOLESALE CORP                                             | 11/05/2010                      | 07/29/2011                  | 7,362.00        | 6,243.00                                   | 1,119.00                                 |
| 95. CROWN HLDGS INC COM 1                                             | 01/07/2011                      | 10/06/2011                  | 2,884.00        | 3,226.00                                   | -342.00                                  |
| 35. CUMMINS ENGINE INC                                                | 05/21/2010                      | 03/08/2011                  | 3,503.00        | 2,285.00                                   | 1,218.00                                 |
| 25. CUMMINS ENGINE INC                                                | 05/26/2011                      | 07/29/2011                  | 2,600.00        | 2,629.00                                   | -29.00                                   |
| 25. CUMMINS ENGINE INC                                                | 05/26/2011                      | 10/06/2011                  | 2,245.00        | 2,629.00                                   | -384.00                                  |
| 95. CYPRESS SEMICONDUCTOR                                             | 03/08/2011                      | 04/27/2011                  | 2,013.00        | 1,935.00                                   | 78.00                                    |
| 40. DARDEN RESTAURANTS INC                                            | 05/26/2011                      | 07/29/2011                  | 2,006.00        | 2,020.00                                   | -14.00                                   |
| 50. DEERE & COMPANY                                                   | 03/08/2011                      | 04/27/2011                  | 4,853.00        | 4,530.00                                   | 323.00                                   |
| 50. DENDREON CORP COM                                                 | 11/05/2010                      | 07/29/2011                  | 1,823.00        | 1,794.00                                   | 29.00                                    |
| 120. DEVON ENERGY CORPORAT                                            | 10/06/2011                      | 02/01/2012                  | 7,705.00        | 6,902.00                                   | 803.00                                   |
| 170. DISNEY WALT CO                                                   | 03/08/2011                      | 04/27/2011                  | 7,195.00        | 7,311.00                                   | -116.00                                  |
| 80. DISH NETWORK CORP COM                                             | 04/27/2011                      | 07/29/2011                  | 2,452.00        | 1,956.00                                   | 496.00                                   |
| 75. DOVER CORPORATION                                                 | 12/01/2010                      | 05/26/2011                  | 4,746.00        | 4,259.00                                   | 487.00                                   |
| 65. DOVER CORPORATION                                                 | 10/06/2011                      | 11/07/2011                  | 3,614.00        | 3,278.00                                   | 336.00                                   |

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|------------------------------------------------------------------------|----------------------------------------|---------------------------------|-----------------|-----------------------------------------------|---------------------------------------------|
| 1a 40. EOG RESOURCES INC                                               | 01/14/2011                             | 03/08/2011                      | 4,341.00        | 3,970.00                                      | 371.00                                      |
| 180. EBAY INC                                                          | 04/27/2011                             | 05/26/2011                      | 5,485.00        | 5,988.00                                      | -503.00                                     |
| 70. EBAY INC                                                           | 11/07/2011                             | 02/28/2012                      | 2,557.00        | 2,237.00                                      | 320.00                                      |
| 255. EL PASO CORP COM                                                  | 04/27/2011                             | 08/09/2011                      | 4,486.00        | 4,926.00                                      | -440.00                                     |
| 115. EMBRAER S A SPONSORED<br>PFD SHS                                  | 04/27/2011                             | 08/09/2011                      | 2,550.00        | 3,769.00                                      | -1,219.00                                   |
| 50. EMERSON ELEC CO                                                    | 03/08/2011                             | 07/29/2011                      | 2,444.00        | 2,955.00                                      | -511.00                                     |
| 115. EMERSON ELEC CO                                                   | 03/08/2011                             | 08/09/2011                      | 4,954.00        | 6,797.00                                      | -1,843.00                                   |
| 15. ENSCO PLC SPONSORED AD                                             | 04/27/2011                             | 08/09/2011                      | 649.00          | 894.00                                        | -245.00                                     |
| 35. ENSCO PLC SPONSORED AD                                             | 04/27/2011                             | 08/09/2011                      | 1,514.00        | 2,085.00                                      | -571.00 *                                   |
| 35. ENSCO PLC SPONSORED AD                                             | 04/16/2011                             | 10/06/2011                      | 1,471.00        | 2,390.00                                      | -919.00                                     |
| 10. ENSCO PLC SPONSORED AD                                             | 04/27/2011                             | 10/06/2011                      | 420.00          | 596.00                                        | -176.00                                     |
| 40. ENSCO PLC SPONSORED AD                                             | 03/08/2011                             | 10/06/2011                      | 1,681.00        | 2,220.00                                      | -539.00                                     |
| 45. ENTERGY CORP NEW COM                                               | 12/01/2010                             | 04/27/2011                      | 3,119.00        | 3,250.00                                      | -131.00                                     |
| 195. EXELON CORP COM                                                   | 11/07/2011                             | 02/28/2012                      | 7,574.00        | 8,653.00                                      | -1,079.00                                   |
| 120. EXPEDIA INC DEL NEW C                                             | 05/26/2011                             | 02/01/2012                      | 3,889.00        | 3,217.00                                      | 672.00                                      |
| 40. EXPRESS SCRIPTS INC CL                                             | 03/08/2011                             | 04/27/2011                      | 2,167.00        | 2,194.00                                      | -27.00                                      |
| 70. EXPRESS SCRIPTS INC CL                                             | 09/24/2010                             | 04/27/2011                      | 3,793.00        | 3,472.00                                      | 321.00                                      |
| 75. EXPRESS SCRIPTS INC CL                                             | 10/06/2011                             | 11/07/2011                      | 3,435.00        | 2,942.00                                      | 493.00                                      |
| 255. EXXON MOBIL CORPORATI                                             | 08/09/2011                             | 10/06/2011                      | 18,615.00       | 18,026.00                                     | 589.00                                      |
| 160. FAIRCHILD SEMICON INT                                             | 03/08/2011                             | 07/29/2011                      | 2,386.00        | 2,871.00                                      | -485.00                                     |
| 150. FIFTH THIRD BANCORP C                                             | 03/08/2011                             | 04/27/2011                      | 1,949.00        | 2,051.00                                      | -102.00                                     |
| 45. FLUOR CORP NEW COM                                                 | 03/08/2011                             | 04/27/2011                      | 3,091.00        | 3,134.00                                      | -43.00                                      |
| 35. FLOWSERVE CORP                                                     | 12/01/2010                             | 03/08/2011                      | 4,410.00        | 3,786.00                                      | 624.00                                      |
| 35. FLOWSERVE CORP                                                     | 07/29/2011                             | 10/06/2011                      | 2,794.00        | 3,399.00                                      | -605.00                                     |

**1b Total.** Combine the amounts in column (f). Enter here and on Schedule D, line 1b . . . . .

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**SCHEDULE D-1**  
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|------------------------------------------------------------------------|---------------------------------------|--------------------------------|-----------------|-----------------------------------------------|---------------------------------------------|
| 1a 215. FORD MTR CO DEL COM                                            | 01/07/2011                            | 05/26/2011                     | 3,096.00        | 3,933.00                                      | -837.00                                     |
| 220. FORD MTR CO DEL COM                                               | 09/24/2010                            | 05/26/2011                     | 3,168.00        | 2,768.00                                      | 400.00                                      |
| 115. FOREST OIL CORP COM P                                             | 08/24/2010                            | 03/08/2011                     | 3,848.00        | 2,994.00                                      | 854.00                                      |
| 15. FRANKLIN RES INC COM                                               | 03/08/2011                            | 11/07/2011                     | 1,577.00        | 1,878.00                                      | -301.00                                     |
| 50. FREEPORT-MCMORAN COPPE<br>COM                                      | 04/27/2011                            | 05/26/2011                     | 2,496.00        | 2,756.00                                      | -260.00                                     |
| 90. FREEPORT-MCMORAN COPPE<br>COM                                      | 10/06/2011                            | 02/01/2012                     | 4,211.00        | 3,147.00                                      | 1,064.00                                    |
| 150. GENERAL ELEC CO                                                   | 04/27/2011                            | 05/26/2011                     | 2,875.00        | 3,091.00                                      | -216.00                                     |
| 45. GILEAD SCIENCES INC                                                | 11/05/2010                            | 10/06/2011                     | 1,761.00        | 1,748.00                                      | 13.00                                       |
| 10. GOLDMAN SACHS GROUP IN                                             | 03/08/2011                            | 10/06/2011                     | 960.00          | 1,596.00                                      | -636.00                                     |
| 5. GOLDMAN SACHS GROUP INC                                             | 08/09/2011                            | 10/06/2011                     | 480.00          | 589.00                                        | -109.00                                     |
| 40. GOODRICH B F CO                                                    | 08/24/2010                            | 03/08/2011                     | 3,387.00        | 2,800.00                                      | 587.00                                      |
| 65. GOODRICH B F CO                                                    | 04/27/2011                            | 10/06/2011                     | 7,847.00        | 5,682.00                                      | 2,165.00                                    |
| 65. HALLIBURTON CO                                                     | 07/29/2011                            | 02/28/2012                     | 2,433.00        | 3,496.00                                      | -1,063.00                                   |
| 70. HARTFORD FINANCIAL SVC                                             | 03/08/2011                            | 04/27/2011                     | 1,937.00        | 1,964.00                                      | -27.00 *                                    |
| 40. HARTFORD FINANCIAL SVC                                             | 03/08/2011                            | 11/07/2011                     | 696.00          | 1,122.00                                      | -426.00                                     |
| 65. HARTFORD FINANCIAL SVC                                             | 01/07/2011                            | 11/07/2011                     | 1,131.00        | 1,800.00                                      | -669.00                                     |
| 70. HESS CORP COM                                                      | 04/27/2011                            | 08/09/2011                     | 3,898.00        | 5,882.00                                      | -1,984.00                                   |
| 175. HEWLETT PACKARD CO CO                                             | 11/07/2011                            | 02/01/2012                     | 4,931.00        | 4,740.00                                      | 191.00                                      |
| 50. HUMANA INC                                                         | 11/07/2011                            | 02/28/2012                     | 4,426.00        | 4,364.00                                      | 62.00                                       |
| 40. HUNT J B TRANSPORT SER<br>COM                                      | 11/07/2011                            | 02/01/2012                     | 2,054.00        | 1,649.00                                      | 405.00                                      |
| 430. HUNTINGTON BANCSHARES<br>D                                        | 01/07/2011                            | 04/27/2011                     | 2,854.00        | 3,049.00                                      | -195.00                                     |
| 265. HUNTINGTON BANCSHARES<br>D                                        | 08/03/2010                            | 04/27/2011                     | 1,759.00        | 1,689.00                                      | 70.00                                       |
| 45. INFORMATICA CORP                                                   | 11/07/2011                            | 02/01/2012                     | 1,906.00        | 2,064.00                                      | -158.00                                     |
| 200. INTEL CORPORATION                                                 | 01/07/2011                            | 03/08/2011                     | 4,243.00        | 4,095.00                                      | 148.00                                      |

**1b Total.** Combine the amounts in column (f). Enter here and on Schedule D, line 1b . . . . .

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D-1 (Form 1041) 2011

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**SCHEDULE D-1  
(Form 1041)**
**Continuation Sheet for Schedule D  
(Form 1041)**

OMB No 1545-0092

**2011**
Department of the Treasury  
Internal Revenue Service
**▶ See instructions for Schedule D (Form 1041).  
▶ Attach to Schedule D to list additional transactions for lines 1a and 6a.**

Name of estate or trust

SWINDELLS CHAR FDN TR U/W

Employer identification number

06-6026054

**Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less**

| (a) Description of property (Example<br>100 sh 7% preferred of "Z" Co ) | (b) Date<br>acquired<br>(mo., day, yr ) | (c) Date sold<br>(mo., day, yr ) | (d) Sales price | (e) Cost or other basis<br>(see instructions) | (f) Gain or (loss)<br>Subtract (e) from (d) |
|-------------------------------------------------------------------------|-----------------------------------------|----------------------------------|-----------------|-----------------------------------------------|---------------------------------------------|
| 1a 150. INTEL CORPORATION                                               | 10/06/2011                              | 02/01/2012                       | 4,015.00        | 3,288.00                                      | 727.00                                      |
| 50. INTERCONTINENTALEXCHAN                                              | 05/21/2010                              | 03/08/2011                       | 6,654.00        | 5,666.00                                      | 988.00                                      |
| 10. INTERNATIONAL BUSINESS                                              | 08/24/2010                              | 04/27/2011                       | 1,685.00        | 1,252.00                                      | 433.00                                      |
| 70. INTERNATIONAL BUSINESS                                              | 11/07/2011                              | 02/01/2012                       | 13,523.00       | 13,003.00                                     | 520.00                                      |
| 80. J P MORGAN CHASE & CO                                               | 03/08/2011                              | 02/01/2012                       | 3,038.00        | 3,632.00                                      | -594.00                                     |
| 95. JOHNSON & JOHNSON                                                   | 05/26/2011                              | 10/06/2011                       | 5,925.00        | 6,219.00                                      | -294.00                                     |
| 45. JOHNSON & JOHNSON                                                   | 05/26/2011                              | 11/07/2011                       | 2,856.00        | 2,946.00                                      | -90.00                                      |
| 135. JOHNSON CONTROLS INCO                                              | 01/07/2011                              | 05/26/2011                       | 5,072.00        | 5,454.00                                      | -382.00                                     |
| 110. KELLOGG CO                                                         | 03/08/2011                              | 02/01/2012                       | 5,455.00        | 5,997.00                                      | -542.00 *                                   |
| 25. KELLOGG CO                                                          | 04/27/2011                              | 02/01/2012                       | 1,240.00        | 1,396.00                                      | -156.00                                     |
| 55. KELLOGG CO                                                          | 04/27/2011                              | 02/01/2012                       | 2,728.00        | 3,071.00                                      | -343.00 *                                   |
| 140. KIMBERLY CLARK CORP C                                              | 10/06/2011                              | 02/01/2012                       | 10,022.00       | 9,873.00                                      | 149.00                                      |
| 130. KINDER MORGAN INC DEL                                              | 04/27/2011                              | 05/26/2011                       | 3,732.00        | 3,812.00                                      | -80.00                                      |
| 40. KOHLS CORPORATION                                                   | 05/26/2011                              | 08/09/2011                       | 1,798.00        | 2,163.00                                      | -365.00                                     |
| 95. KOHLS CORPORATION                                                   | 05/26/2011                              | 10/06/2011                       | 4,741.00        | 5,137.00                                      | -396.00                                     |
| 55. L-3 COMMUNICATIONS HLD                                              | 01/14/2011                              | 04/27/2011                       | 4,398.00        | 4,171.00                                      | 227.00                                      |
| 85. LAM RESEARCH CORP                                                   | 05/26/2011                              | 07/29/2011                       | 3,563.00        | 3,868.00                                      | -305.00                                     |
| 50. LAS VEGAS SANDS CORP                                                | 06/04/2010                              | 03/08/2011                       | 2,100.00        | 1,253.00                                      | 847.00                                      |
| 75. LAS VEGAS SANDS CORP                                                | 02/01/2012                              | 02/28/2012                       | 4,087.00        | 3,711.00                                      | 376.00                                      |
| 40. ESTEE LAUDER COMPANIES                                              | 10/06/2011                              | 11/07/2011                       | 4,672.00        | 3,580.00                                      | 1,092.00                                    |
| 45. LIFE TECHNOLOGIES CORP                                              | 04/27/2011                              | 05/26/2011                       | 2,342.00        | 2,407.00                                      | -65.00                                      |
| 65. LIFE TECHNOLOGIES CORP                                              | 03/08/2011                              | 05/26/2011                       | 3,383.00        | 3,439.00                                      | -56.00                                      |
| 80. LIMITED BRANDS INC COM                                              | 10/01/2010                              | 05/26/2011                       | 3,167.00        | 2,149.00                                      | 1,018.00                                    |
| 15. LORILLARD INC COM                                                   | 04/27/2011                              | 11/07/2011                       | 1,641.00        | 1,573.00                                      | 68.00                                       |

**1b Total.** Combine the amounts in column (f). Enter here and on Schedule D, line 1b . . . . .

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D-1 (Form 1041) 2011



**SCHEDULE D-1  
(Form 1041)**

**Continuation Sheet for Schedule D  
(Form 1041)**

OMB No 1545-0092

**2011**

Department of the Treasury  
Internal Revenue Service

▶ See instructions for Schedule D (Form 1041).  
▶ Attach to Schedule D to list additional transactions for lines 1a and 6a.

Name of estate or trust **SWINDELLS CHAR FDN TR U/W** Employer identification number **06-6026054**

**Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less**

| (a) Description of property (Example 100 sh 7% preferred of "Z" Co) | (b) Date acquired (mo., day, yr.) | (c) Date sold (mo., day, yr.) | (d) Sales price | (e) Cost or other basis (see instructions) | (f) Gain or (loss) Subtract (e) from (d) |
|---------------------------------------------------------------------|-----------------------------------|-------------------------------|-----------------|--------------------------------------------|------------------------------------------|
| 1a 115. LOWES COMPANIES INCOR                                       | 11/05/2010                        | 03/08/2011                    | 2,994.00        | 2,579.00                                   | 415.00                                   |
| 235. LOWES COMPANIES INCOR                                          | 11/05/2010                        | 04/27/2011                    | 6,171.00        | 5,270.00                                   | 901.00                                   |
| 60. MACYS INC COM                                                   | 10/06/2011                        | 02/28/2012                    | 2,253.00        | 1,564.00                                   | 689.00                                   |
| 25. MCDONALDS CORP                                                  | 04/27/2011                        | 05/26/2011                    | 2,058.00        | 1,936.00                                   | 122.00                                   |
| 20. MCDONALDS CORP                                                  | 04/27/2011                        | 07/29/2011                    | 1,721.00        | 1,549.00                                   | 172.00                                   |
| 120. MCDONALDS CORP                                                 | 03/08/2011                        | 07/29/2011                    | 10,324.00       | 9,113.00                                   | 1,211.00                                 |
| 40. MCKESSON HBOC INC                                               | 04/27/2011                        | 05/26/2011                    | 3,363.00        | 3,354.00                                   | 9.00                                     |
| 75. MCKESSON HBOC INC                                               | 04/27/2011                        | 11/07/2011                    | 6,049.00        | 6,288.00                                   | -239.00                                  |
| 30. MCKESSON HBOC INC                                               | 08/09/2011                        | 11/07/2011                    | 2,420.00        | 2,224.00                                   | 196.00                                   |
| 30. MEAD JOHNSON NUTRITION                                          | 11/05/2010                        | 04/27/2011                    | 1,850.00        | 1,786.00                                   | 64.00                                    |
| 45. MEAD JOHNSON NUTRITION                                          | 10/06/2011                        | 02/01/2012                    | 3,335.00        | 3,139.00                                   | 196.00                                   |
| 30. MEDCO HEALTH SOLUTIONS                                          | 08/24/2010                        | 03/08/2011                    | 1,870.00        | 1,341.00                                   | 529.00                                   |
| 125. MEDCO HEALTH SOLUTION                                          | 07/29/2011                        | 02/28/2012                    | 8,443.00        | 7,836.00                                   | 607.00                                   |
| 75. MERCK & CO INC NEW COM                                          | 09/24/2010                        | 05/26/2011                    | 2,709.00        | 2,803.00                                   | -94.00 *                                 |
| 80. METLIFE INC                                                     | 08/03/2010                        | 05/26/2011                    | 3,450.00        | 3,402.00                                   | 48.00                                    |
| 5. METLIFE INC                                                      | 11/05/2010                        | 05/26/2011                    | 216.00          | 210.00                                     | 6.00                                     |
| 40. METLIFE INC                                                     | 11/05/2010                        | 08/09/2011                    | 1,352.00        | 1,683.00                                   | -331.00                                  |
| 275. METROPCS COMMUNICATIO                                          | 01/07/2011                        | 10/06/2011                    | 2,308.00        | 3,576.00                                   | -1,268.00                                |
| 95. MICROSOFT CORPORATION                                           | 07/29/2011                        | 10/06/2011                    | 2,487.00        | 2,616.00                                   | -129.00                                  |
| 100. MICROSOFT CORPORATION                                          | 07/29/2011                        | 11/07/2011                    | 2,619.00        | 2,754.00                                   | -135.00                                  |
| 35. MONSANTO CO NEW COM                                             | 11/05/2010                        | 03/08/2011                    | 2,512.00        | 2,172.00                                   | 340.00                                   |
| 125. MORGAN STANLEY DEAN W<br>DISCOVER & CO                         | 08/27/2010                        | 03/08/2011                    | 3,551.00        | 3,119.00                                   | 432.00                                   |
| 30. MURPHY OIL CORP COM                                             | 03/08/2011                        | 04/27/2011                    | 2,249.00        | 2,196.00                                   | 53.00                                    |
| 60. MURPHY OIL CORP COM                                             | 01/07/2011                        | 04/27/2011                    | 4,498.00        | 4,244.00                                   | 254.00                                   |

**1b Total.** Combine the amounts in column (f). Enter here and on Schedule D, line 1b . . . . .

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Schedule D-1 (Form 1041) 2011


**SCHEDULE D-1**  
**(Form 1041)**
**Continuation Sheet for Schedule D**  
**(Form 1041)**

OMB No 1545-0092

**2011**
Department of the Treasury  
Internal Revenue Service
**▶ See instructions for Schedule D (Form 1041).**  
**▶ Attach to Schedule D to list additional transactions for lines 1a and 6a.**

Name of estate or trust

SWINDELLS CHAR FDN TR U/W

Employer identification number

06-6026054

**Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less**

| (a) Description of property (Example<br>100 sh 7% preferred of "Z" Co) | (b) Date<br>acquired<br>(mo, day, yr) | (c) Date sold<br>(mo, day, yr) | (d) Sales price | (e) Cost or other basis<br>(see instructions) | (f) Gain or (loss)<br>Subtract (e) from (d) |
|------------------------------------------------------------------------|---------------------------------------|--------------------------------|-----------------|-----------------------------------------------|---------------------------------------------|
| 1a 315. MYLAN LABS INC                                                 | 04/27/2011                            | 07/29/2011                     | 7,184.00        | 7,997.00                                      | -813.00                                     |
| 105. NCR CORP W/I                                                      | 07/29/2011                            | 02/01/2012                     | 1,965.00        | 2,118.00                                      | -153.00                                     |
| 260. NCR CORP W/I                                                      | 08/09/2011                            | 02/01/2012                     | 4,867.00        | 4,258.00                                      | 609.00                                      |
| 170. NETAPP INC COM                                                    | 08/09/2011                            | 02/01/2012                     | 6,459.00        | 6,972.00                                      | -513.00                                     |
| 400. NEWS CORP CL A                                                    | 07/29/2011                            | 08/09/2011                     | 5,600.00        | 6,399.00                                      | -799.00                                     |
| 70. NINTENDO LTD ADR                                                   | 05/21/2010                            | 03/08/2011                     | 2,427.00        | 2,543.00                                      | -116.00                                     |
| 95. NORDSTROM INCORPORATED                                             | 08/03/2010                            | 04/27/2011                     | 4,602.00        | 3,260.00                                      | 1,342.00                                    |
| 80. NORFOLK SOUTHERN CORP                                              | 03/08/2011                            | 04/27/2011                     | 5,470.00        | 5,207.00                                      | 263.00                                      |
| 130. NOVELLUS SYS INC                                                  | 02/01/2012                            | 02/28/2012                     | 6,023.00        | 6,217.00                                      | -194.00                                     |
| 80. OCEANEERING INTL INC C                                             | 01/07/2011                            | 07/29/2011                     | 3,463.00        | 2,933.00                                      | 530.00                                      |
| 45. OIL STS INTL INC COM                                               | 09/24/2010                            | 04/27/2011                     | 3,524.00        | 2,058.00                                      | 1,466.00                                    |
| 75. ORACLE SYS CORP                                                    | 04/27/2011                            | 08/09/2011                     | 2,029.00        | 2,637.00                                      | -608.00                                     |
| 265. ORACLE SYS CORP                                                   | 04/27/2011                            | 11/07/2011                     | 8,437.00        | 9,318.00                                      | -881.00                                     |
| 120. ORACLE SYS CORP                                                   | 01/07/2011                            | 11/07/2011                     | 3,821.00        | 3,742.00                                      | 79.00                                       |
| 65. OWENS CORNING INC NEW                                              | 10/01/2010                            | 05/26/2011                     | 2,301.00        | 1,696.00                                      | 605.00                                      |
| 60. PPL CORPORATION                                                    | 07/29/2011                            | 08/09/2011                     | 1,537.00        | 1,696.00                                      | -159.00                                     |
| 195. PPL CORPORATION                                                   | 04/27/2011                            | 08/09/2011                     | 4,995.00        | 5,305.00                                      | -310.00                                     |
| 70. PARKER HANNIFIN CORPOR                                             | 01/07/2011                            | 04/27/2011                     | 6,722.00        | 6,071.00                                      | 651.00                                      |
| 45. PEABODY ENERGY CORP CO                                             | 01/07/2011                            | 04/27/2011                     | 2,931.00        | 2,781.00                                      | 150.00                                      |
| 40. PEPSICO INCORPORATED                                               | 04/27/2011                            | 07/29/2011                     | 2,552.00        | 2,710.00                                      | -158.00                                     |
| 20. PEPSICO INCORPORATED                                               | 04/27/2011                            | 10/06/2011                     | 1,199.00        | 1,355.00                                      | -156.00                                     |
| 50. PEPSICO INCORPORATED                                               | 03/08/2011                            | 10/06/2011                     | 2,999.00        | 3,178.00                                      | -179.00                                     |
| 160. PFIZER INC                                                        | 04/27/2011                            | 05/26/2011                     | 3,293.00        | 3,241.00                                      | 52.00                                       |
| 200. PFIZER INC                                                        | 03/08/2011                            | 05/26/2011                     | 4,116.00        | 3,948.00                                      | 168.00                                      |

**1b Total.** Combine the amounts in column (f). Enter here and on Schedule D, line 1b . . . . .

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Schedule D-1 (Form 1041) 2011



**SCHEDULE D-1  
(Form 1041)**

**Continuation Sheet for Schedule D  
(Form 1041)**

OMB No 1545-0092

**2011**

Department of the Treasury  
Internal Revenue Service

▶ See instructions for Schedule D (Form 1041).  
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|                                                             |                                                     |
|-------------------------------------------------------------|-----------------------------------------------------|
| <b>Name of estate or trust</b><br>SWINDELLS CHAR FDN TR U/W | <b>Employer identification number</b><br>06-6026054 |
|-------------------------------------------------------------|-----------------------------------------------------|

**Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less**

| (a) Description of property (Example<br>100 sh 7% preferred of "Z" Co) | (b) Date<br>acquired<br>(mo, day, yr) | (c) Date sold<br>(mo, day, yr) | (d) Sales price | (e) Cost or other basis<br>(see instructions) | (f) Gain or (loss)<br>Subtract (e) from (d) |
|------------------------------------------------------------------------|---------------------------------------|--------------------------------|-----------------|-----------------------------------------------|---------------------------------------------|
| 1a 275. PFIZER INC                                                     | 03/08/2011                            | 07/29/2011                     | 5,252.00        | 5,429.00                                      | -177.00                                     |
| 30. PHILIP MORRIS INTL INC                                             | 03/08/2011                            | 05/26/2011                     | 2,098.00        | 1,918.00                                      | 180.00                                      |
| 15. PHILIP MORRIS INTL INC                                             | 07/08/2010                            | 05/26/2011                     | 1,049.00        | 727.00                                        | 322.00                                      |
| 45. POTASH CORP SASK INC                                               | 12/01/2010                            | 03/08/2011                     | 2,680.00        | 2,182.00                                      | 498.00                                      |
| 55. POTASH CORP SASK INC                                               | 05/26/2011                            | 07/29/2011                     | 3,183.00        | 3,010.00                                      | 173.00                                      |
| 120. POTASH CORP SASK INC                                              | 02/01/2012                            | 02/28/2012                     | 5,617.00        | 5,674.00                                      | -57.00                                      |
| 35. PRICE T ROWE GROUP INC                                             | 11/05/2010                            | 03/08/2011                     | 2,317.00        | 2,112.00                                      | 205.00                                      |
| 5. PRICELINE COM INC COM                                               | 12/01/2010                            | 04/27/2011                     | 2,693.00        | 2,026.00                                      | 667.00                                      |
| 55. PROCTER & GAMBLE CO CO                                             | 01/07/2011                            | 03/08/2011                     | 3,397.00        | 3,543.00                                      | -146.00                                     |
| 90. PROCTER & GAMBLE CO CO                                             | 01/07/2011                            | 04/27/2011                     | 5,727.00        | 5,798.00                                      | -71.00                                      |
| 120. PROCTER & GAMBLE CO C                                             | 12/01/2010                            | 04/27/2011                     | 7,636.00        | 7,463.00                                      | 173.00                                      |
| 125. PRUDENTIAL FINL INC C                                             | 01/07/2011                            | 04/27/2011                     | 7,690.00        | 7,583.00                                      | 107.00                                      |
| 50. QUALCOMM INC                                                       | 04/27/2011                            | 10/06/2011                     | 2,536.00        | 2,886.00                                      | -350.00                                     |
| 145. RAYTHEON CO COM NEW                                               | 05/26/2011                            | 07/29/2011                     | 6,491.00        | 7,211.00                                      | -720.00                                     |
| 110. ROCHE HLDG LTD SPONSO                                             | 05/26/2011                            | 08/09/2011                     | 4,627.00        | 4,704.00                                      | -77.00                                      |
| 75. ROCHE HLDG LTD SPONSOR                                             | 05/26/2011                            | 10/06/2011                     | 2,970.00        | 3,207.00                                      | -237.00                                     |
| 105. ROCKWELL COLLINS COM                                              | 07/29/2011                            | 10/06/2011                     | 5,763.00        | 5,671.00                                      | 92.00                                       |
| 105. ROYAL DUTCH SHELL PLC<br>ADR CL A                                 | 04/27/2011                            | 10/06/2011                     | 6,615.00        | 8,055.00                                      | -1,440.00                                   |
| 225. SAFEWAY INC COM NEW                                               | 03/08/2011                            | 11/07/2011                     | 4,344.00        | 4,891.00                                      | -547.00                                     |
| 125. SAFEWAY INC COM NEW                                               | 08/09/2011                            | 11/07/2011                     | 2,413.00        | 2,251.00                                      | 162.00                                      |
| 55. ST JUDE MEDICAL INCORP                                             | 03/08/2011                            | 11/07/2011                     | 2,114.00        | 2,722.00                                      | -608.00                                     |
| 65. ST JUDE MEDICAL INCORP                                             | 03/08/2011                            | 02/01/2012                     | 2,727.00        | 3,217.00                                      | -490.00                                     |
| 50. ST JUDE MEDICAL INCORP                                             | 08/09/2011                            | 02/01/2012                     | 2,098.00        | 2,105.00                                      | -7.00                                       |
| 140. SCHLUMBERGER LIMITED                                              | 06/04/2010                            | 04/27/2011                     | 12,576.00       | 8,090.00                                      | 4,486.00                                    |

**1b Total.** Combine the amounts in column (f). Enter here and on Schedule D, line 1b . . . . .

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Schedule D-1 (Form 1041) 2011

**SCHEDULE D-1  
(Form 1041)****Continuation Sheet for Schedule D  
(Form 1041)**

OMB No 1545-0092

**2011**Department of the Treasury  
Internal Revenue Service▶ See instructions for Schedule D (Form 1041).  
▶ Attach to Schedule D to list additional transactions for lines 1a and 6a.

Name of estate or trust

SWINDELLS CHAR FDN TR U/W

Employer identification number

06-6026054

**Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less**

| (a) Description of property (Example<br>100 sh 7% preferred of "Z" Co ) | (b) Date<br>acquired<br>(mo., day, yr ) | (c) Date sold<br>(mo., day, yr ) | (d) Sales price | (e) Cost or other basis<br>(see instructions) | (f) Gain or (loss)<br>Subtract (e) from (d) |
|-------------------------------------------------------------------------|-----------------------------------------|----------------------------------|-----------------|-----------------------------------------------|---------------------------------------------|
| 1a 75. SCHLUMBERGER LIMITED                                             | 10/06/2011                              | 11/07/2011                       | 5,598.00        | 4,785.00                                      | 813.00                                      |
| 85. SKYWORKS SOLUTIONS INC                                              | 01/07/2011                              | 04/27/2011                       | 2,381.00        | 2,545.00                                      | -164.00                                     |
| 1025. SPRINT CORPORATION                                                | 04/27/2011                              | 10/06/2011                       | 2,952.00        | 4,971.00                                      | -2,019.00                                   |
| 30. STANLEY BLACK & DECKER                                              | 11/07/2011                              | 02/28/2012                       | 2,268.00        | 1,968.00                                      | 300.00                                      |
| 205. STAPLES INCORPORATED                                               | 01/07/2011                              | 04/27/2011                       | 4,314.00        | 4,771.00                                      | -457.00                                     |
| 370. SYMANTEC CORP                                                      | 07/29/2011                              | 02/01/2012                       | 6,403.00        | 7,151.00                                      | -748.00                                     |
| 260. TD AMERITRADE HLDG CO                                              | 04/27/2011                              | 08/09/2011                       | 3,936.00        | 5,733.00                                      | -1,797.00                                   |
| 35. TERADATA CORP DELAWARE                                              | 07/29/2011                              | 08/09/2011                       | 1,846.00        | 1,894.00                                      | -48.00                                      |
| 30. TERADATA CORP DELAWARE                                              | 10/06/2011                              | 11/07/2011                       | 1,674.00        | 1,620.00                                      | 54.00                                       |
| 120. THERMO ELECTRON CORP                                               | 10/06/2011                              | 02/01/2012                       | 6,485.00        | 6,425.00                                      | 60.00                                       |
| 165. TIBCO SOFTWARE INC CO                                              | 09/24/2010                              | 03/08/2011                       | 3,971.00        | 3,037.00                                      | 934.00                                      |
| 65. TRANSDIGM GROUP INC CO                                              | 04/16/2010                              | 03/08/2011                       | 5,252.00        | 3,486.00                                      | 1,766.00                                    |
| 120. TRIPADVISOR INC COM                                                | 05/26/2011                              | 02/01/2012                       | 3,970.00        | 3,328.00                                      | 642.00                                      |
| 45. UNION PAC CORP COM                                                  | 04/27/2011                              | 05/26/2011                       | 4,576.00        | 4,515.00                                      | 61.00                                       |
| 20. UNION PAC CORP COM                                                  | 02/01/2012                              | 02/28/2012                       | 2,232.00        | 2,315.00                                      | -83.00                                      |
| 5. UNION PAC CORP COM                                                   | 11/07/2011                              | 02/28/2012                       | 558.00          | 507.00                                        | 51.00                                       |
| 55. UNITED PARCEL SERVICE                                               | 12/01/2010                              | 03/08/2011                       | 3,968.00        | 3,938.00                                      | 30.00                                       |
| 25. UNITED PARCEL SERVICE                                               | 11/05/2010                              | 03/08/2011                       | 1,804.00        | 1,749.00                                      | 55.00                                       |
| 60. UNITED PARCEL SERVICE                                               | 04/27/2011                              | 10/06/2011                       | 3,975.00        | 4,478.00                                      | -503.00                                     |
| 10. UNITED PARCEL SERVICE                                               | 11/05/2010                              | 10/06/2011                       | 663.00          | 700.00                                        | -37.00                                      |
| 140. UNITEDHEALTH GROUP IN                                              | 01/07/2011                              | 03/08/2011                       | 6,100.00        | 5,355.00                                      | 745.00                                      |
| 80. VERIZON COMMUNICATIONS                                              | 02/01/2012                              | 02/28/2012                       | 3,051.00        | 3,049.00                                      | 2.00                                        |
| 15. VERIZON COMMUNICATIONS                                              | 11/07/2011                              | 02/28/2012                       | 572.00          | 554.00                                        | 18.00                                       |
| 55. VIACOM INC CL B COM                                                 | 04/27/2011                              | 05/26/2011                       | 2,734.00        | 2,674.00                                      | 60.00                                       |

**1b Total.** Combine the amounts in column (f). Enter here and on Schedule D, line 1b . . . . .

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D-1 (Form 1041) 2011





Name of estate or trust as shown on Form 1041 Do not enter name and employer identification number if shown on the other side

Employer identification number

SWINDELLS CHAR FDN TR U/W

06-6026054

**Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year**

| (a) Description of property (Example 100 sh 7% preferred of "Z" Co) | (b) Date acquired (mo., day, yr.) | (c) Date sold (mo., day, yr.) | (d) Sales price | (e) Cost or other basis (see instructions) | (f) Gain or (loss) Subtract (e) from (d) |
|---------------------------------------------------------------------|-----------------------------------|-------------------------------|-----------------|--------------------------------------------|------------------------------------------|
| 6a 60. AT&T INC                                                     | 07/31/2008                        | 03/08/2011                    | 1,686.00        | 1,884.00                                   | -198.00                                  |
| 145. AT&T INC                                                       | 12/15/2009                        | 04/27/2011                    | 4,486.00        | 4,032.00                                   | 454.00                                   |
| 40. ABBOTT LABORATORIES                                             | 12/15/2009                        | 03/08/2011                    | 1,938.00        | 2,166.00                                   | -228.00                                  |
| 45. ABBOTT LABORATORIES                                             | 12/15/2009                        | 04/27/2011                    | 2,328.00        | 2,437.00                                   | -109.00                                  |
| 60. AKAMAI TECHNOLOGIES INC                                         | 02/04/2010                        | 03/08/2011                    | 2,201.00        | 1,536.00                                   | 665.00                                   |
| 65. AKAMAI TECHNOLOGIES INC                                         | 02/04/2010                        | 04/27/2011                    | 2,644.00        | 1,664.00                                   | 980.00                                   |
| 15. APACHE CORPORATION                                              | 11/14/2008                        | 07/29/2011                    | 1,834.00        | 1,158.00                                   | 676.00                                   |
| 30. APACHE CORPORATION                                              | 11/18/2008                        | 07/29/2011                    | 3,667.00        | 2,290.00                                   | 1,377.00                                 |
| 70. AUTODESK INC (DEL)                                              | 04/16/2010                        | 10/06/2011                    | 1,920.00        | 2,214.00                                   | -294.00                                  |
| 60. AUTODESK INC (DEL)                                              | 06/04/2010                        | 10/06/2011                    | 1,646.00        | 1,757.00                                   | -111.00                                  |
| 45. AVON PRODUCTS INC                                               | 01/05/2007                        | 03/08/2011                    | 1,228.00        | 1,510.00                                   | -282.00                                  |
| 90. AVON PRODUCTS INC                                               | 02/03/2010                        | 03/08/2011                    | 2,455.00        | 2,937.00                                   | -482.00                                  |
| 40. BORG WARNER INC                                                 | 12/15/2009                        | 03/08/2011                    | 3,033.00        | 1,291.00                                   | 1,742.00                                 |
| 80. CARDINAL HEALTH INCORP                                          | 03/01/2010                        | 04/27/2011                    | 3,456.00        | 2,720.00                                   | 736.00                                   |
| 40. CELANESE CORP DEL SER                                           | 05/18/2009                        | 07/29/2011                    | 2,147.00        | 791.00                                     | 1,356.00                                 |
| 65. CELGENE CORP                                                    | 04/16/2010                        | 05/26/2011                    | 3,789.00        | 3,946.00                                   | -157.00                                  |
| 30. CELGENE CORP                                                    | 04/16/2010                        | 07/29/2011                    | 1,788.00        | 1,821.00                                   | -33.00                                   |
| 40. CELGENE CORP                                                    | 07/08/2010                        | 07/29/2011                    | 2,384.00        | 1,985.00                                   | 399.00                                   |
| 95. CISCO SYSTEMS INCORPOR                                          | 06/09/2010                        | 07/29/2011                    | 1,509.00        | 2,257.00                                   | -748.00                                  |
| 85. CISCO SYSTEMS INCORPOR                                          | 07/26/2010                        | 07/29/2011                    | 1,350.00        | 1,944.00                                   | -594.00                                  |
| 70. CITIGROUP INC NEW COM                                           | 08/03/2010                        | 10/06/2011                    | 1,802.00        | 2,916.00                                   | -1,114.00                                |
| 105. CITIGROUP INC NEW COM                                          | 06/14/2010                        | 10/06/2011                    | 2,704.00        | 4,132.00                                   | -1,428.00                                |
| 140. COMCAST CORP NEW CL A                                          | 11/05/2010                        | 02/01/2012                    | 3,741.00        | 2,949.00                                   | 792.00                                   |
| 270. CORNING INC                                                    | 03/19/2010                        | 05/26/2011                    | 5,229.00        | 5,289.00                                   | -60.00                                   |
| 85. DISCOVER FINL SVCS COM                                          | 02/03/2010                        | 04/27/2011                    | 2,104.00        | 1,133.00                                   | 971.00                                   |

**6b Total.** Combine the amounts in column (f). Enter here and on Schedule D, line 6b . . . . .



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SWINDELLS CHAR FDN TR U/W

06-6026054

**Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year**

| (a) Description of property (Example 100 sh 7% preferred of "Z" Co) | (b) Date acquired (mo., day, yr) | (c) Date sold (mo., day, yr) | (d) Sales price | (e) Cost or other basis (see instructions) | (f) Gain or (loss) Subtract (e) from (d) |
|---------------------------------------------------------------------|----------------------------------|------------------------------|-----------------|--------------------------------------------|------------------------------------------|
| 6a 85. DISCOVER FINL SVCS COM                                       | 02/03/2010                       | 07/29/2011                   | 2,159.00        | 1,133.00                                   | 1,026.00                                 |
| 170. DISCOVER FINL SVCS CO                                          | 07/20/2009                       | 07/29/2011                   | 4,319.00        | 1,915.00                                   | 2,404.00                                 |
| 160. DISH NETWORK CORP COM                                          | 09/21/2009                       | 03/08/2011                   | 3,727.00        | 2,871.00                                   | 856.00                                   |
| 5. FREEPORT-MCMORAN COPPER COM                                      | 04/16/2010                       | 05/26/2011                   | 250.00          | 204.00                                     | 46.00                                    |
| 85. FREEPORT-MCMORAN COPPE COM                                      | 04/16/2010                       | 07/29/2011                   | 4,516.00        | 3,471.00                                   | 1,045.00                                 |
| 105. GILEAD SCIENCES INC                                            | 07/08/2010                       | 10/06/2011                   | 4,109.00        | 3,653.00                                   | 456.00                                   |
| 25. GOLDMAN SACHS GROUP IN                                          | 08/03/2010                       | 10/06/2011                   | 2,401.00        | 3,838.00                                   | -1,437.00                                |
| 90. HUNT J B TRANSPORT SER COM                                      | 01/07/2011                       | 02/01/2012                   | 4,621.00        | 3,774.00                                   | 847.00                                   |
| 10. INTERNATIONAL BUSINESS                                          | 03/30/2009                       | 04/27/2011                   | 1,685.00        | 927.00                                     | 758.00                                   |
| 10. INTERNATIONAL BUSINESS                                          | 10/09/2008                       | 04/27/2011                   | 1,685.00        | 920.00                                     | 765.00                                   |
| 5. INTERNATIONAL BUSINESS                                           | 10/09/2008                       | 07/29/2011                   | 901.00          | 460.00                                     | 441.00                                   |
| 30. INTERNATIONAL BUSINESS                                          | 10/10/2008                       | 07/29/2011                   | 5,408.00        | 2,707.00                                   | 2,701.00                                 |
| 30. INTERNATIONAL BUSINESS                                          | 10/28/2008                       | 07/29/2011                   | 5,408.00        | 2,449.00                                   | 2,959.00                                 |
| 45. MEAD JOHNSON NUTRITION                                          | 12/15/2009                       | 04/27/2011                   | 2,775.00        | 1,917.00                                   | 858.00                                   |
| 70. MEDCO HEALTH SOLUTIONS                                          | 01/13/2009                       | 03/08/2011                   | 4,364.00        | 2,947.00                                   | 1,417.00                                 |
| 60. METLIFE INC                                                     | 03/19/2010                       | 08/09/2011                   | 2,029.00        | 2,512.00                                   | -483.00                                  |
| 70. METLIFE INC                                                     | 07/08/2010                       | 08/09/2011                   | 2,367.00        | 2,722.00                                   | -355.00                                  |
| 60. MICROSOFT CORPORATION                                           | 08/06/2009                       | 11/07/2011                   | 1,571.00        | 1,416.00                                   | 155.00                                   |
| 70. MICROSOFT CORPORATION                                           | 10/16/2008                       | 11/07/2011                   | 1,833.00        | 1,580.00                                   | 253.00                                   |
| 130. MICROSOFT CORPORATION                                          | 01/13/2009                       | 11/07/2011                   | 3,404.00        | 2,589.00                                   | 815.00                                   |
| 85. NII HLDGS INC COM                                               | 02/04/2010                       | 08/09/2011                   | 3,188.00        | 2,811.00                                   | 377.00                                   |
| 20. OCCIDENTAL PETROLEUM C                                          | 08/20/2009                       | 03/08/2011                   | 2,033.00        | 1,440.00                                   | 593.00                                   |
| 10. OCCIDENTAL PETROLEUM C                                          | 08/20/2009                       | 05/26/2011                   | 1,040.00        | 720.00                                     | 320.00                                   |
| 10. OCCIDENTAL PETROLEUM C                                          | 06/15/2009                       | 05/26/2011                   | 1,040.00        | 680.00                                     | 360.00                                   |
| 20. OCCIDENTAL PETROLEUM C                                          | 06/15/2009                       | 11/07/2011                   | 1,952.00        | 1,359.00                                   | 593.00                                   |

**6b Total.** Combine the amounts in column (f). Enter here and on Schedule D, line 6b . . . . .

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SWINDELLS CHAR FDN TR U/W

06-6026054

**Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year**

| (a) Description of property (Example<br>100 sh 7% preferred of "Z" Co) | (b) Date<br>acquired<br>(mo, day, yr) | (c) Date sold<br>(mo, day, yr) | (d) Sales price | (e) Cost or other basis<br>(see instructions) | (f) Gain or (loss)<br>Subtract (e) from (d) |
|------------------------------------------------------------------------|---------------------------------------|--------------------------------|-----------------|-----------------------------------------------|---------------------------------------------|
| 6a 15. OCCIDENTAL PETROLEUM C                                          | 05/18/2009                            | 11/07/2011                     | 1,464.00        | 929.00                                        | 535.00                                      |
| 95. P G & E CORPORATION                                                | 01/13/2009                            | 04/27/2011                     | 4,368.00        | 3,519.00                                      | 849.00                                      |
| 40. PNC BK CORP                                                        | 11/05/2010                            | 11/07/2011                     | 2,114.00        | 2,325.00                                      | -211.00                                     |
| 85. PACKAGING CORP OF AMER                                             | 12/15/2009                            | 03/08/2011                     | 2,412.00        | 1,917.00                                      | 495.00                                      |
| 90. PACKAGING CORP OF AMER                                             | 12/15/2009                            | 04/27/2011                     | 2,494.00        | 2,030.00                                      | 464.00                                      |
| 10. PEPSICO INCORPORATED                                               | 09/05/2010                            | 10/06/2011                     | 600.00          | 665.00                                        | -65.00                                      |
| 5. PEPSICO INCORPORATED                                                | 08/03/2010                            | 10/06/2011                     | 300.00          | 329.00                                        | -29.00                                      |
| 25. PEPSICO INCORPORATED                                               | 07/08/2010                            | 10/06/2011                     | 1,499.00        | 1,640.00                                      | -141.00                                     |
| 5. PEPSICO INCORPORATED                                                | 09/21/2009                            | 10/06/2011                     | 300.00          | 296.00                                        | 4.00                                        |
| 40. PEPSICO INCORPORATED                                               | 08/06/2009                            | 10/06/2011                     | 2,399.00        | 2,319.00                                      | 80.00                                       |
| 75. PEPSICO INCORPORATED                                               | 08/06/2009                            | 11/07/2011                     | 4,622.00        | 4,347.00                                      | 275.00                                      |
| 10. PHILIP MORRIS INTL INC                                             | 12/08/2008                            | 05/26/2011                     | 699.00          | 425.00                                        | 274.00                                      |
| 15. PRICE T ROWE GROUP INC                                             | 02/04/2010                            | 03/08/2011                     | 993.00          | 753.00                                        | 240.00                                      |
| 50. RIO TINTO PLC SPONSORE                                             | 12/15/2009                            | 07/29/2011                     | 3,521.00        | 2,558.00                                      | 963.00                                      |
| 50. SOUTHWESTERN ENERGY CO                                             | 02/03/2010                            | 04/27/2011                     | 2,064.00        | 2,221.00                                      | -157.00                                     |
| 55. SOUTHWESTERN ENERGY CO                                             | 03/19/2010                            | 04/27/2011                     | 2,271.00        | 2,190.00                                      | 81.00                                       |
| 115. TARGET CORP                                                       | 08/20/2009                            | 03/08/2011                     | 5,862.00        | 5,209.00                                      | 653.00                                      |
| 50. TERADATA CORP DELAWARE                                             | 12/15/2009                            | 05/26/2011                     | 2,720.00        | 1,557.00                                      | 1,163.00                                    |
| 25. TERADATA CORP DELAWARE                                             | 04/16/2010                            | 05/26/2011                     | 1,360.00        | 747.00                                        | 613.00                                      |
| 40. TERADATA CORP DELAWARE                                             | 04/16/2010                            | 11/07/2011                     | 2,232.00        | 1,195.00                                      | 1,037.00                                    |
| 65. THERMO ELECTRON CORP                                               | 09/21/2009                            | 03/08/2011                     | 3,688.00        | 2,942.00                                      | 746.00                                      |
| 70. UNION PAC CORP COM                                                 | 04/16/2010                            | 05/26/2011                     | 7,118.00        | 5,344.00                                      | 1,774.00                                    |
| 40. UNITED PARCEL SERVICE                                              | 09/24/2010                            | 10/06/2011                     | 2,650.00        | 2,692.00                                      | -42.00                                      |
| 55. UNITED PARCEL SERVICE                                              | 12/15/2009                            | 10/06/2011                     | 3,644.00        | 3,268.00                                      | 376.00                                      |
| 25. UNITED TECHNOLOGIES CO                                             | 01/13/2009                            | 02/01/2012                     | 1,974.00        | 1,278.00                                      | 696.00                                      |

**6b Total.** Combine the amounts in column (f). Enter here and on Schedule D, line 6b . . . . .

Schedule D-1 (Form 1041) 2011



SWINDELLS CHAR FDN TR UW  
06-6026054  
Balance Sheet  
2/29/2012



| Cusip     | Asset                          | Units     | Basis      | Market Value |
|-----------|--------------------------------|-----------|------------|--------------|
| 002824100 | ABBOTT LABS                    | 205.000   | 11,012.78  | 11,605.05    |
| 018490102 | ALLERGAN INC                   | 55.000    | 3,278.00   | 4,927.45     |
| 032511107 | ANADARKO PETE CORP             | 105.000   | 8,568.38   | 8,832.60     |
| 037411105 | APACHE CORP                    | 65.000    | 5,515.75   | 7,015.45     |
| 037833100 | APPLE INC                      | 70.000    | 9,766.51   | 37,970.80    |
| 09062X103 | BIOGEN IDEC INC                | 70.000    | 8,368.57   | 8,152.90     |
| 125509109 | CIGNA CORP                     | 140.000   | 5,173.85   | 6,175.40     |
| 1261291Q8 | SMALL CAP CTF                  | 6045.486  | 116,885.49 | 122,413.84   |
| 150870103 | CELANESE CORP DEL              | 150.000   | 5,637.71   | 7,135.50     |
| 166764100 | CHEVRON CORP                   | 240.000   | 19,331.79  | 26,188.80    |
| 172967424 | CITIGROUP INC                  | 317.000   | 11,182.77  | 10,562.44    |
| 197199813 | COLUMBIA ACORN INTERNATIONAL   | 1203.222  | 40,000.00  | 46,913.63    |
| 19765H636 | COLUMBIA MARSICO INTERNATIONAL | 6469.257  | 65,000.00  | 74,072.99    |
| 19765J830 | COLUMBIA MID CAP VALUE FUND    | 5982.793  | 65,000.00  | 83,340.31    |
| 19765P232 | COLUMBIA MID CAP GROWTH FUND   | 3719.870  | 55,000.00  | 103,449.58   |
| 19765Y688 | COLUMBIA SELECT LARGE CAP      | 8132.242  | 89,535.98  | 112,631.55   |
| 20030N101 | COMCAST CORP                   | 300.000   | 5,231.17   | 8,821.50     |
| 202671913 | AGGREGATE BOND CTF             | 39706.302 | 637,737.81 | 671,080.18   |
| 212015101 | CONTINENTAL RES INC            | 70.000    | 4,393.14   | 6,347.60     |
| 231021106 | CUMMINS INC                    | 70.000    | 7,393.75   | 8,439.90     |
| 23331A109 | D R HORTON INC                 | 385.000   | 5,414.60   | 5,520.90     |
| 237194105 | DARDEN RESTAURANTS INC         | 100.000   | 4,817.82   | 5,099.00     |
| 25470M109 | DISH NETWORK CORP              | 265.000   | 6,861.75   | 7,730.05     |
| 260003108 | DOVER CORP                     | 85.000    | 4,286.10   | 5,441.70     |
| 26138E109 | DR PEPPER SNAPPLE INC          | 120.000   | 4,426.13   | 4,566.00     |
| 268648102 | EMC CORP                       | 530.000   | 8,401.99   | 14,675.70    |
| 277905642 | EATON VANCE LARGE-CAP VALUE    | 4062.431  | 67,151.98  | 75,073.72    |
| 278642103 | EBAY INC                       | 330.000   | 10,274.91  | 11,794.20    |
| 30161N101 | EXELON CORP                    | 195.000   | 8,652.70   | 7,618.65     |
| 316773100 | FIFTH THIRD BANCORP            | 525.000   | 6,556.75   | 7,145.25     |
| 354613101 | FRANKLIN RES INC               | 55.000    | 5,998.40   | 6,483.95     |
| 369604103 | GENERAL ELEC CO                | 750.000   | 14,503.07  | 14,287.50    |
| 38141G104 | GOLDMAN SACHS GROUP INC        | 60.000    | 5,039.01   | 6,908.40     |
| 38259P508 | GOOGLE INC                     | 25.000    | 11,075.66  | 15,456.25    |

**SWINDELLS CHAR FDN TR U/W**  
**06-6026054**  
**Balance Sheet**  
**2/29/2012**



| <b>Cusip</b> | <b>Asset</b>                  | <b>Units</b> | <b>Basis</b> | <b>Market Value</b> |
|--------------|-------------------------------|--------------|--------------|---------------------|
| 406216101    | HALLIBURTON CO                | 210.000      | 10,464.85    | 7,683.90            |
| 411511306    | HARBOR INTERNATIONAL FUND     | 1270.987     | 65,000.00    | 76,526.13           |
| 416515104    | HARTFORD FINL SVCS GROUP INC  | 170.000      | 4,539.89     | 3,520.70            |
| 427866108    | HERSHEY CO                    | 95.000       | 5,371.78     | 5,766.50            |
| 444859102    | HUMANA INC                    | 50.000       | 4,364.33     | 4,355.00            |
| 458140100    | INTEL CORP                    | 290.000      | 6,356.80     | 7,795.20            |
| 45865V100    | INTERCONTINENTAL EXCHANGE INC | 35.000       | 4,217.59     | 4,828.60            |
| 461202103    | INTUIT                        | 105.000      | 4,702.98     | 6,073.20            |
| 46625H100    | J P MORGAN CHASE & CO         | 390.000      | 16,580.78    | 15,303.60           |
| 478160104    | JOHNSON & JOHNSON             | 225.000      | 14,748.44    | 14,643.00           |
| 48242W106    | KBR INC                       | 110.000      | 4,055.15     | 3,995.20            |
| 50075N104    | KRAFT FOODS INC               | 180.000      | 5,980.50     | 6,852.60            |
| 517834107    | LAS VEGAS SANDS CORP          | 75.000       | 3,711.38     | 4,170.75            |
| 52106N889    | LAZARD EMERGING MKTS EQUITY   | 6134.790     | 105,773.50   | 123,002.54          |
| 53071M104    | LIBERTY INTERACTIVE CORP      | 500.000      | 7,646.25     | 9,380.00            |
| 532716107    | LIMITED BRANDS INC            | 125.000      | 3,206.33     | 5,816.25            |
| 544147101    | LORILLARD INC                 | 65.000       | 6,814.27     | 8,520.20            |
| 55616P104    | MACYS INC                     | 325.000      | 7,847.57     | 12,340.25           |
| 58405U102    | MEDCO HLTH SOLUTIONS INC      | 125.000      | 7,836.28     | 8,448.75            |
| 58933Y105    | MERCK & CO INC                | 415.000      | 14,860.34    | 15,840.55           |
| 637071101    | NATIONAL OILWELL VARCO INC    | 115.000      | 7,815.69     | 9,490.95            |
| 63872W409    | NATIXIS FDS TR IV AEW REAL    | 2964.768     | 44,657.18    | 52,713.58           |
| 670008101    | NOVELLUS SYS INC              | 130.000      | 6,217.25     | 6,042.40            |
| 674599105    | OCCIDENTAL PETE CORP DEL      | 75.000       | 4,646.02     | 7,827.75            |
| 693475105    | PNC FINL SVCS GROUP INC       | 125.000      | 4,393.10     | 7,440.00            |
| 693506107    | PPG INDS INC                  | 85.000       | 7,186.87     | 7,756.25            |
| 701094104    | PARKER HANNIFIN CORP          | 95.000       | 7,830.67     | 8,531.95            |
| 713448108    | PEPSICO INC                   | 190.000      | 12,518.15    | 11,958.60           |
| 717081103    | PFIZER INC                    | 580.000      | 11,461.03    | 12,252.50           |
| 718172109    | PHILIP MORRIS INTL INC        | 165.000      | 6,386.42     | 13,780.80           |
| 722005667    | PIMCO COMMODITY REALRETURN    | 8278.355     | 65,895.70    | 58,445.19           |
| 73755L107    | POTASH CORP SASK INC          | 120.000      | 5,674.20     | 5,586.00            |
| 74144T108    | PRICE T ROWE GROUP INC        | 70.000       | 3,497.22     | 4,311.30            |
| 741503403    | PRICELINE COM INC             | 15.000       | 6,999.46     | 9,405.30            |

SWINDELLS CHAR FDN TR UW  
06-6026054  
Balance Sheet  
2/29/2012



| Cusip     | Asset                        | Units      | Basis        | Market Value |
|-----------|------------------------------|------------|--------------|--------------|
| 744573106 | PUBLIC SVC ENTERPRISE GROUP  | 190 000    | 6,230.19     | 5,848.20     |
| 747525103 | QUALCOMM INC                 | 240.000    | 13,841.81    | 14,923 20    |
| 780259206 | ROYAL DUTCH SHELL PLC        | 135 000    | 9,502.28     | 9,867.15     |
| 816851109 | SEMPRA ENERGY                | 185.000    | 9,588.90     | 10,959.40    |
| 854502101 | STANLEY BLACK & DECKER INC   | 30.000     | 1,968 21     | 2,304.00     |
| 88076W103 | TERADATA CORP                | 135.000    | 7,274.99     | 8,984.25     |
| 907818108 | UNION PAC CORP               | 105.000    | 10,925.41    | 11,576.25    |
| 912810DW5 | UNITED STATES TREAS BD       | 50000.000  | 50,476.56    | 63,605.50    |
| 913017109 | UNITED TECHNOLOGIES CORP     | 85.000     | 2,661.04     | 7,128.95     |
| 92343V104 | VERIZON COMMUNICATIONS INC   | 460.000    | 16,597.48    | 17,530.60    |
| 92826C839 | VISA INC                     | 65.000     | 4,697.60     | 7,564.05     |
| 92857W209 | VODAFONE GROUP PLC           | 250.000    | 6,778.75     | 6,772.50     |
| 949746101 | WELLS FARGO & CO             | 600.000    | 14,986.99    | 18,774.00    |
| 969457100 | WILLIAMS COS INC DEL         | 175.000    | 5,101.48     | 5,229.00     |
| 98956P102 | ZIMMER HLDGS INC             | 90.000     | 5,363.13     | 5,467.50     |
| G1151C101 | ACCENTURE PLC                | 190.000    | 9,684.27     | 11,312 60    |
| G2554F113 | COVIDIEN PLC                 | 175.000    | 8,848 25     | 9,143.75     |
| G5876H105 | MARVELL TECHNOLOGY GROUP LTD | 345.000    | 5,135.77     | 5,175 00     |
| G98290102 | XL GROUP PLC                 | 315.000    | 6,596.04     | 6,552 00     |
| H89128104 | TYCO INTL LTD                | 210.000    | 9,290.50     | 10,882 20    |
| Y0486S104 | AVAGO TECHNOLOGIES LTD       | 225.000    | 7,743.38     | 8,462 25     |
|           | Cash/Cash Equivalent         | 105650.600 | 105,650.60   | 105,650.60   |
|           |                              | Totals:    | 2,155,675 92 | 2,467,997.17 |