Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2011

For calendar year 2011 or tax year beginning MAY 1, 2011 **, and ending** APR 30, 2012

Name of foundation
CATHERINE HAWKINS FOUNDATION
JOHN I. & ELIZABETH TAYLOR, TTEES

A Employer identification number 04-6864140

Number and street (or P O box number if mail is not delivered to street address) WILMINGTON TRUST CO, 1100 N MARKET ST

Room/suite

B Telephone number 617-457-2000

City or town, state, and ZIP code WILMINGTON, DE 19890-0900

C If exemption application is pending, check here ▶ ☐

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

D 1. Foreign organizations, check here ▶ ☐

2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

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

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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶$ 5,789,121.

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

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

SCANNED SEP 26 2012

RECEIVED SEP 26 2012 OGDEN, UT IRS-OSC

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

			(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc., received			N/A	
	2	Check ▶ ☒ if the foundation is not required to attach Sch B				
	3	Interest on savings and temporary cash investments				
	4	Dividends and interest from securities	120,618.	119,230.		STATEMENT 1
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	5,465.			
	b	Gross sales price for all assets on line 6a 1,552,351.				
	7	Capital gain net income (from Part IV, line 2)		5,465.		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss)				
	11	Other income				
	12	**Total.** Add lines 1 through 11	126,083.	124,695.		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	6,136.	4,909.		1,227.
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees				
	b	Accounting fees STMT 2	1,000.	500.		500.
	c	Other professional fees STMT 3	35,448.	28,358.		7,090.
	17	Interest				
	18	Taxes STMT 4	4,068.	2,525.		0.
	19	Depreciation and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses STMT 5	465.	395.		70.
	24	**Total operating and administrative expenses.** Add lines 13 through 23	47,117.	36,687.		8,887.
	25	Contributions, gifts, grants paid	25,000.			25,000.
	26	**Total expenses and disbursements.** Add lines 24 and 25	72,117.	36,687.		33,887.
	27	Subtract line 26 from line 12:				
	a	Excess of revenue over expenses and disbursements	53,966.			
	b	**Net investment income** (if negative, enter -0-)		88,008.		
	c	**Adjusted net income** (if negative, enter -0-)			N/A	

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12-02-11 LHA **For Paperwork Reduction Act Notice, see instructions.**

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Part II Balance Sheets

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

			Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing	<15,498.>	336,252.	336,252.
	2	Savings and temporary cash investments	14,977.		
	3	Accounts receivable ▶			
		Less: allowance for doubtful accounts ▶	30,872.		
	4	Pledges receivable ▶			
		Less: allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons			
	7	Other notes and loans receivable ▶			
		Less: allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments - U.S. and state government obligations STMT 7	455,980.	356,230.	375,846.
	b	Investments - corporate stock STMT 8	2,585,065.	2,422,435.	3,219,548.
	c	Investments - corporate bonds			
	11	Investments - land, buildings, and equipment: basis ▶			
		Less accumulated depreciation ▶			
	12	Investments - mortgage loans			
	13	Investments - other STMT 9	1,480,351.	1,522,214.	1,857,475.
	14	Land, buildings, and equipment: basis ▶			
		Less accumulated depreciation ▶			
	15	Other assets (describe ▶)			
	16	**Total assets** (to be completed by all filers)	4,551,747.	4,637,131.	5,789,121.
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities** (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds	4,551,747.	4,637,131.	
	28	Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29	Retained earnings, accumulated income, endowment, or other funds	0.	0.	
	30	**Total net assets or fund balances**	4,551,747.	4,637,131.	
	31	**Total liabilities and net assets/fund balances**	4,551,747.	4,637,131.	

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	4,551,747.
2	Enter amount from Part I, line 27a	2	53,966.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 6	3	31,418.
4	Add lines 1, 2, and 3	4	4,637,131.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	4,637,131.

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a				
b	SEE ATTACHED STATEMENT			
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a				
b				
c				
d				
e	1,552,351.		1,547,783.	5,465.

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

	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a				
b				
c				
d				
e				5,465.

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	5,465.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8 }	3	N/A

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2010	261,501.	5,398,476.	.048440
2009	265,031.	5,113,103.	.051834
2008	172,870.	5,023,244.	.034414
2007	327,468.	5,311,979.	.061647
2006	302,763.	6,245,045.	.048481

2 **Total** of line 1, column (d)	2	.244816
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	.048963
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	5,459,451.
5 Multiply line 4 by line 3	5	267,311.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	880.
7 Add lines 5 and 6	7	268,191.
8 Enter qualifying distributions from Part XII, line 4	8	33,887.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter: ________ **(attach copy of letter if necessary-see instructions)**				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b			1	1,760.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).				
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			2	0.
3	Add lines 1 and 2			3	1,760.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			4	0.
5	**Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-			5	1,760.
6	Credits/Payments:				
a	2011 estimated tax payments and 2010 overpayment credited to 2011	6a	1,920.		
b	Exempt foreign organizations - tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c			
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments. Add lines 6a through 6d			7	1,920.
8	Enter any **penalty** for underpayment of estimated tax. Check here ☒ if Form 2220 is attached			8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	160.
11	Enter the amount of line 10 to be: **Credited to 2012 estimated tax** ▶		160.	**Refunded** ▶ 11	0.

Part VII-A Statements Regarding Activities

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

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

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

Website address ▶ N/A

14 The books are in care of ▶ WILMINGTON TRUST COMPANY Telephone no. ▶ 302-651-1035

Located at ▶ 1100 NORTH MARKET STREET, WILMINGTON, DE ZIP+4 ▶ 19890-0900

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** - Check here ▶ ☐

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

			Yes	No
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ▶			

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

	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.		Yes	No
1a	During the year did the foundation (either directly or indirectly): (1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No (6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b		X
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2011?	1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):			
a	At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? ☒ Yes ☐ No If "Yes," list the years ▶ 2010 , , ,			
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	X	
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ , , ,			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2011 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969; **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011.)* N/A	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011?	4b		X

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

(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
THOMAS PECKHAM BINGHAM MCCUTCHEN LLP, ONE FEDERAL ST BOSTON, MA 02110	TRUSTEE 1.00	6,136.	0.	0.
JOHN I TAYLOR C/O 280 CONGRESS STREET, SUITE 1300 BOSTON, MA 02110	TRUSTEE 1.00	0.	0.	0.
ELIZABETH C TAYLOR C/O 280 CONGRESS STREET, SUITE 1300 BOSTON, MA 02110	TRUSTEE 1.00	0.	0.	0.

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

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

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

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

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

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
WILLINGTON TRUST COMPANY - 1100 NORTH MARKET STREET, WILMINGTON, DE 19890	ASSET MANAGEMENT	28,679.
PATTEN & PATTEN 520 LOOKOUT STREET, CHATTANOOGA, TN 37403	INVESTMENT MANAGEMENT	5,412.
MOODY ALDRICH - 125 SUMMER STREET, 14TH FLOOR, BOSTON, MA 02110	INVESTMENT MANAGEMENT	1,357.
Total number of others receiving over $50,000 for professional services ▶		0

Part IX-A Summary of Direct Charitable Activities

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

Part IX-B Summary of Program-Related Investments

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	5,250,917.
b	Average of monthly cash balances	1b	291,673.
c	Fair market value of all other assets	1c	
d	**Total** (add lines 1a, b, and c)	1d	5,542,590.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) — 1e: 0.		
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	5,542,590.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	83,139.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	5,459,451.
6	**Minimum investment return.** Enter 5% of line 5	6	272,973.

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

1	Minimum investment return from Part X, line 6	1	272,973.
2a	Tax on investment income for 2011 from Part VI, line 5 — 2a: 1,760.		
b	Income tax for 2011. (This does not include the tax from Part VI.) — 2b:		
c	Add lines 2a and 2b	2c	1,760.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	271,213.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	271,213.
6	Deduction from distributable amount (see instructions)	6	0.
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	271,213.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	33,887.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	33,887.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	33,887.

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

Part XIII **Undistributed Income** (see instructions)

		(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7					271,213.
2 Undistributed income, if any, as of the end of 2011					
a Enter amount for 2010 only				242,541.	
b Total for prior years: ______ , ______ , ______			0.		
3 Excess distributions carryover, if any, to 2011:					
a From 2006					
b From 2007					
c From 2008					
d From 2009					
e From 2010	263,399.				
f **Total** of lines 3a through e		263,399.			
4 Qualifying distributions for 2011 from Part XII, line 4: ▶ $ 33,887.					
a Applied to 2010, but not more than line 2a				33,887.	
b Applied to undistributed income of prior years (Election required - see instructions)			0.		
c Treated as distributions out of corpus (Election required - see instructions)		0.			
d Applied to 2011 distributable amount					0.
e Remaining amount distributed out of corpus		0.			
5 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a).)		263,399.			263,399.
6 **Enter the net total of each column as indicated below:**					
a Corpus Add lines 3f, 4c, and 4e Subtract line 5		0.			
b Prior years' undistributed income. Subtract line 4b from line 2b			0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed			0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions			0.		
e Undistributed income for 2010. Subtract line 4a from line 2a. Taxable amount - see instr.				208,654.	
f Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012					7,814.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)		0.			
8 Excess distributions carryover from 2006 not applied on line 5 or line 7		0.			
9 **Excess distributions carryover to 2012.** Subtract lines 7 and 8 from line 6a		0.			
10 Analysis of line 9:					
a Excess from 2007					
b Excess from 2008					
c Excess from 2009					
d Excess from 2010					
e Excess from 2011					

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

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

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

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

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

1 **Information Regarding Foundation Managers:**

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

NONE

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

NONE

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

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

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

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

c Any submission deadlines:

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

Part XV **Supplementary Information** (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
DENVER ART MUSEUM 100 W 14TH AVENUE PKWY DENVER, CO 80204	NONE	NOT A FOUNDATION	FIRST YEAR OF THREE YEAR PLEDGE FOR THE ASIAN ART MUSEUM	10,000.
MAKE THE ROAD NEW YORK 301 GROVE STREET BROOKLYN, NY 11237	NONE	NOT A FOUNDATION	SUMMER INTERNSHIP	7,500.
DOCTORS WITHOUT BORDERS 333 SEVENTH AVENUE, 2ND FLOOR NEW YORK, NY 10001	NONE	NOT A FOUNDATION	GENERAL FUND	7,500.
Total			▶ **3a**	25,000.
b *Approved for future payment*				
DENVER ART MUSEUM 100 W 14TH AVENUE PKWY DENVER, CO 80204	NONE	NOT A FOUNDATION	3 YEAR PLEDGE FOR THE ASIAN ART ASSOCIATION	20,000.
Total			▶ **3b**	20,000.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	120,618.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income			14		
8 Gain or (loss) from sales of assets other than inventory			18	5,465.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0.		126,083.	0.

13 **Total**. Add line 12, columns (b), (d), and (e) 13 126,083.

(See worksheet in line 13 instructions to verify calculations.)

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

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

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12-02-11

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

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

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

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

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

b If "Yes," complete the following schedule.

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

Sign Here

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

▶ X John I Taylor 9/08/12 ▶ TRUSTEE

Signature of officer or trustee Date Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self- employed	PTIN
KATHERINE BURNS	KATHERINE BURNS	09/06/12		P00300843

Firm's name ▶ WILMINGTON TRUST COMPANY
Firm's EIN ▶ 51-0055023
Firm's address ▶ TRUST TAX SERVICES DE3-C070
1100 N MARKET ST WILMINGTON, DE 19890-
Phone no. (302) 651-1942

CATHERINE HAWKINS FOUNDATION
JOHN I. & ELIZABETH TAYLOR, TTEES

CONTINUATION FOR 990-PF, PART IV
04-6864140 PAGE 1 OF 1

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	SEE ATTACHED STATEMENT	P		
b	SEE ATTACHED STATEMENT	P		
c	FROM PASS-THROUGH ENTITIES			
d	FROM PASS-THROUGH ENTITIES			
e	CAPITAL GAIN ON CORPORATE ACTIONS	P		
f	CAPITAL GAINS DIVIDENDS			
g				
h				
i				
j				
k				
l				
m				
n				
o				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	545,110.		586,258.	<41,148.>
b	1,002,736.		961,525.	41,211.
c				<42.>
d				939.
e	3,812.			3,812.
f	693.			693.
g				
h				
i				
j				
k				
l				
m				
n				
o				

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

	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a				<41,148.>
b				41,211.
c				<42.>
d				939.
e				3,812.
f				693.
g				
h				
i				
j				
k				
l				
m				
n				
o				

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter "-0-" in Part I, line 7 }	2	5,465.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8	3	N/A

123591
05-01-11

FORM 990-PF . DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
NON TAXABLE DIVIDEND	1,388.	0.	1,388.
PARTNERSHIPS	30.	0.	30.
WTC	119,893.	693.	119,200.
TOTAL TO FM 990-PF, PART I, LN 4	121,311.	693.	120,618.

FORM 990-PF ACCOUNTING FEES STATEMENT 2

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TAX PREPARATION	1,000.	500.		500.
TO FORM 990-PF, PG 1, LN 16B	1,000.	500.		500.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
CUSTODIAN AND INVESTMENT MANAGEMENT FEES	35,448.	28,358.		7,090.
TO FORM 990-PF, PG 1, LN 16C	35,448.	28,358.		7,090.

FORM 990-PF TAXES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAX	2,525.	2,525.		0.
FEDERAL EXCISE TAX	1,543.	0.		0.
TO FORM 990-PF, PG 1, LN 18	4,068.	2,525.		0.

FORM 990-PF OTHER EXPENSES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MA FILING FEE	70.	0.		70.
ADR FEES	14.	14.		0.
FROM PASS-THROUGH ENTITIES	381.	381.		0.
TO FORM 990-PF, PG 1, LN 23	465.	395.		70.

FORM 990-PF OTHER INCREASES IN NET ASSETS OR FUND BALANCES STATEMENT 6

DESCRIPTION	AMOUNT
PARTNERSHIP INCOME ADJUSTMENT	546.
SALES SETTLING FROM PRIOR YEAR	30,872.
TOTAL TO FORM 990-PF, PART III, LINE 3	31,418.

FORM 990-PF U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS STATEMENT 7

DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
	X		356,230.	375,846.
TOTAL U.S. GOVERNMENT OBLIGATIONS			356,230.	375,846.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			356,230.	375,846.

FORM 990-PF CORPORATE STOCK STATEMENT 8

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
	2,422,435.	3,219,548.
TOTAL TO FORM 990-PF, PART II, LINE 10B	2,422,435.	3,219,548.

FORM 990-PF OTHER INVESTMENTS STATEMENT 9

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
MUTUAL FUNDS	COST	1,522,214.	1,857,475.
TOTAL TO FORM 990-PF, PART II, LINE 13		1,522,214.	1,857,475.

CATHERINE HAWKINS FOUNDATION - 04-6864140

Schedule D Detail of Short-term Capital Gains and Losses

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Short-term Gain/Loss
75. DELL INC COMMON	01/03/2011	05/02/2011	1,170.46	1,031.86	138.60
125. DELL INC COMMON	10/21/2010	05/02/2011	1,950.78	1,835.99	114.79
25. JOHNSON & JOHNSON	12/06/2010	05/05/2011	1,624.37	1,557.64	66.73
10. JUNIPER NETWORKS INC	02/17/2011	05/05/2011	376.76	441.81	-65.05
55. JUNIPER NETWORKS INC	VAR	05/05/2011	2,072.20	2,413.02	-340.82
25. LOWE'S COMPANIES COMMON	05/12/2010	05/06/2011	642.51	677.17	-34.66
25. LOWE'S COMPANIES COMMON	03/24/2011	05/06/2011	642.51	676.32	-33.81
125. LOWE'S COMPANIES COMMON	05/12/2010	05/06/2011	3,212.57	3,385.84	-173.27
45. BB&T CORP COM	10/25/2010	05/09/2011	1,215.06	1,012.74	202.32
50. CAMERON INTERNATIONAL					
CORPORATION	01/18/2011	05/09/2011	2,456.57	2,591.87	-135.30
30. GOLDMAN SACHS GROUP INC	12/10/2010	05/12/2011	4,257.86	5,025.80	-767.94
45. GILEAD SCIENCES INC COM	04/14/2011	05/16/2011	1,845.80	1,875.24	-29.44
50. JPMORGAN CHASE & CO	09/15/2010	05/16/2011	2,158.66	2,035.70	122.96
5. GOLDMAN SACHS GROUP INC	12/10/2010	05/17/2011	701.59	837.63	-136.04
5. GOLDMAN SACHS GROUP INC	02/09/2011	05/17/2011	701.59	835.16	-133.57
5. GOLDMAN SACHS GROUP INC	12/10/2010	05/17/2011	701.59	837.63	-136.04
55. ARCHER-DANIELS-MIDLAND					
COMPANY COMMON	02/18/2011	05/19/2011	1,732.16	2,072.99	-340.83
15. LIMITED BRANDS, INC COM	11/15/2010	05/19/2011	616.20	477.32	138.88
35. LIMITED BRANDS, INC COM	11/15/2010	05/19/2011	1,437.81	1,113.73	324.08
35. EDISON INTERNATIONAL COM	03/07/2011	05/20/2011	1,382.73	1,315.84	66.89
80. EDISON INTERNATIONAL COM	VAR	05/20/2011	3,160.53	3,064.73	95.80
5. GOLDMAN SACHS GROUP INC	02/09/2011	05/24/2011	677.00	835.16	-158.16
10. GOLDMAN SACHS GROUP INC	01/20/2011	05/24/2011	1,354.00	1,650.70	-296.70
35. AON CORP COMMON	01/20/2011	05/26/2011	1,815.39	1,567.25	248.14
65. MORGAN STANLEY GROUP INC	VAR	05/26/2011	1,531.75	1,701.12	-169.37
50. DELL INC COMMON	10/06/2010	05/31/2011	800.76	661.54	139.22
125. DELL INC COMMON	VAR	05/31/2011	2,001.89	1,619.27	382.62
20. SOUTHWESTERN ENERGY CO					
COMMON	10/21/2010	06/02/2011	848.06	688.25	159.81
25. SOUTHWESTERN ENERGY CO					
COMMON	VAR	06/02/2011	1,060.08	855.11	204.97
5. DEVON ENERGY CORP	02/28/2011	06/07/2011	403.69	455.04	-51.35
35. DEVON ENERGY CORP	VAR	06/07/2011	2,825.82	3,156.77	-330.95
Totals					

CATHERINE HAWKINS FOUNDATION - 04-6864140

Schedule D Detail of Short-term Capital Gains and Losses

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Short-term Gain/Loss
8. NEWFIELD EXPLORATION CO	09/27/2010	06/07/2011	561.08	446.56	114.52
25. LOWE'S COMPANIES COMMON	03/24/2011	06/10/2011	558.89	676.32	-117.43
20.8332 HUNTINGTON INGALLS INDUSTRIES INC	VAR	06/13/2011	763.63	757.83	5.80
200. STAPLES INC COM	12/23/2010	06/13/2011	2,987.28	4,566.52	-1,579.24
25. PARKER-HANNIFIN CORP	08/12/2010	06/21/2011	2,142.95	1,564.67	578.28
165. CENTURYLINK INC	VAR	07/21/2011	6,322.27	6,535.10	-212.83
400. CITIGROUP INC COMMON	VAR	07/21/2011	16,082.69	17,872.71	-1,790.02
275. DELTA AIR LINES INC	VAR	07/21/2011	2,229.55	3,374.62	-1,145.07
215. EXPRESS SCRIPTS INC COMMON	VAR	07/21/2011	11,979.02	11,796.32	182.70
105. FLOWSERVE CORP COM	VAR	07/21/2011	11,649.27	13,047.49	-1,398.22
135. HEWLETT-PACKARD CO	VAR	07/21/2011	4,883.89	5,468.55	-584.66
160. INTUIT INC COM	VAR	07/21/2011	7,602.67	8,059.08	-456.41
90. JUNIPER NETWORKS INC	VAR	07/21/2011	2,734.82	3,137.46	-402.64
325. LOWE'S COMPANIES COMMON	VAR	07/21/2011	7,474.07	8,219.73	-745.66
75. MARATHON OIL CORP	VAR	07/21/2011	2,385.51	3,841.56	-1,456.05
275. METLIFE INC	VAR	07/21/2011	11,540.86	12,323.77	-782.91
90. NETAPP APPLIANCE INC	VAR	07/21/2011	4,469.11	4,851.66	-382.55
110. RAYTHEON CO COM NEW	VAR	07/21/2011	5,208.12	5,436.56	-228.44
115. STEEL DYNAMICS INC	01/28/2011	07/21/2011	1,884.53	2,117.86	-233.33
35. TRANSOCEAN LTD	05/23/2011	07/21/2011	2,205.56	2,355.80	-150.24
85. GAMESTOP CORP CLASS A COMMON	04/26/2011	08/03/2011	1,939.44	2,252.45	-313.01
80. GENERAL MILLS INC	05/19/2011	08/03/2011	2,923.75	3,191.06	-267.31
145. GENERAL MOTORS CO	VAR	08/03/2011	3,895.71	4,518.96	-623.25
130. HCA HOLDINGS INC	VAR	08/03/2011	3,131.30	4,381.58	-1,250.28
70. HEALTH NET INC COMMON	11/09/2010	08/03/2011	1,844.28	2,014.90	-170.62
50. LAM RESEARCH CORP COMMON	05/09/2011	08/03/2011	1,991.33	2,419.64	-428.31
55. MCGRAW HILL COMPANIES INC COMMON	05/16/2011	08/03/2011	2,416.51	2,326.23	90.28
275. QUALCOMM INC COM	VAR	08/03/2011	14,692.30	15,281.18	-588.88
40. RELIANCE STEEL & ALUMINUM	01/13/2011	08/03/2011	1,811.06	2,135.82	-324.76
350. RIVERBED TECHNOLOGY INC	VAR	08/03/2011	9,991.52	12,897.78	-2,906.26
85. ROCKWELL AUTOMATION INC.	VAR	08/03/2011	5,908.94	7,022.45	-1,113.51
65. ROVI CORPORATION	VAR	08/03/2011	3,354.43	3,661.57	-307.14
Totals					

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CATHERINE HAWKINS FOUNDATION - 04-6864140
Schedule D Detail of Short-term Capital Gains and Losses

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Short-term Gain/Loss
105. STANLEY BLACK & DECKER INC	VAR	08/03/2011	6,779.50	7,436.88	-657.38
40. TRW AUTOMOTIVE HOLDINGS	05/23/2011	08/03/2011	1,935.86	2,160.15	-224.29
85. TESORO CORPORATION	03/15/2011	08/03/2011	1,958.14	2,149.93	-191.79
225. TYSON FOODS CL A COMMON	VAR	08/03/2011	3,876.10	4,268.35	-392.25
135. UNITEDHEALTH GROUP INC	06/23/2011	08/03/2011	6,340.49	6,866.49	-526.00
160. WELLPOINT INC	VAR	08/03/2011	10,268.20	11,463.03	-1,194.83
55. COVIDIEN PLC	05/23/2011	08/03/2011	2,677.76	3,067.61	-389.85
325. MARVEL TECHNOLOGY GROUP	VAR	08/03/2011	4,598.19	6,352.93	-1,754.74
150. NABORS INDUSTRIES LTD COMMON	VAR	08/03/2011	3,704.56	4,293.01	-588.45
55. LYONEDELLBASELL INDU CL A	06/02/2011	08/03/2011	2,031.52	2,302.74	-271.22
145. BORG WARNER INC COM	VAR	08/17/2011	10,155.69	10,869.60	-713.91
55. FMC TECHNOLOGIES INC COM	05/26/2011	08/17/2011	2,272.96	2,405.12	-132.16
105. MOTOROLA SOLUTIONS	VAR	08/17/2011	4,246.90	4,313.90	-67.00
1200. SPRINT CORPORATION COMMON	VAR	08/17/2011	4,388.91	6,129.79	-1,740.88
250. ALCOA INC COMMON	VAR	08/31/2011	3,189.34	3,503.73	-314.39
30. BAXTER INTERNATIONAL	08/16/2011	09/12/2011	1,576.91	1,606.93	-30.02
825. HSBC HOLDINGS PLC SPON ADR	03/23/2011	09/13/2011	32,784.20	42,316.24	-9,532.04
100. HOSPIRA INC	08/16/2011	09/16/2011	3,941.39	4,474.00	-532.61
340. EAST WEST BANCORP INC COMMON	08/16/2011	09/19/2011	5,579.05	5,593.41	-14.36
70. HOSPIRA INC	08/16/2011	09/19/2011	2,722.94	3,131.80	-408.86
160. REINSURANCE GROUP OF AMERICA INC	08/16/2011	09/19/2011	8,015.47	8,158.50	-143.03
90. EAST WEST BANCORP INC COMMON	08/16/2011	09/20/2011	1,468.18	1,480.61	-12.43
100. CONSTELLATION ENERGY GROUP INC COMMON	08/16/2011	10/18/2011	3,791.99	3,698.00	93.99
100. CONSTELLATION ENERGY GROUP INC COMMON	08/16/2011	10/18/2011	3,793.53	3,698.00	95.53
825. URBAN OUTFITTERS INC	VAR	10/20/2011	19,169.74	24,500.47	-5,330.73
18. PRECISION CASTPARTS CORP	06/15/2011	11/01/2011	2,884.76	2,731.99	152.77
80. DTE ENERGY COMPANY COMMON	VAR	11/02/2011	4,173.32	3,819.94	353.38
70. PPL CORP COM	08/16/2011	11/02/2011	2,058.31	1,878.10	180.21
100. ITT CORPORATION	VAR	11/09/2011	1,902.36	1,751.01	151.35
Totals					

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CATHERINE HAWKINS FOUNDATION - 04-6864140
Schedule D Detail of Short-term Capital Gains and Losses

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Short-term Gain/Loss
180. NAVISTAR INTERNATIONAL CORP NEW COMMON	VAR	11/09/2011	7,354.76	7,098.68	256.08
50. OCCIDENTAL PETROLEUM CORP COMMON	VAR	11/10/2011	4,934.79	5,162.77	-227.98
40. TRAVELERS COS INC/THE	03/07/2011	11/10/2011	2,288.26	2,361.20	-72.94
170. VIACOM INC-CLASS B	VAR	11/10/2011	7,294.15	7,267.28	26.87
90. CELGENE CORP COM	VAR	11/11/2011	5,778.58	4,974.98	803.60
550. COMCAST CORP NEW A	VAR	11/11/2011	12,466.94	13,443.42	-976.48
90. CORNING INC	06/01/2011	11/11/2011	1,382.16	1,797.65	-415.49
40. THE DIRECTV GROUP HLDGS CL	01/31/2011	11/11/2011	1,837.06	1,684.27	152.79
250. DOW CHEMICAL CO	VAR	11/11/2011	7,047.24	8,829.03	-1,781.79
40. ENSCO PLC	06/01/2011	11/11/2011	2,105.08	2,174.28	-69.20
85. GILEAD SCIENCES INC COM	VAR	11/11/2011	3,489.82	3,161.87	327.95
100. HUNTSMAN CORPORATION	08/16/2011	11/11/2011	1,178.38	1,407.00	-228.62
150. MARATHON PETROLEUM CORPORATION	07/01/2011	11/11/2011	5,756.52	5,757.95	-1.43
110. MOODYS CORPORATION COMMON	VAR	11/11/2011	3,836.46	3,886.85	-50.39
75. PFIZER INC	05/10/2011	11/11/2011	1,505.04	1,557.82	-52.78
60. ACCENTURE PLC- CL A	VAR	11/11/2011	3,504.39	3,138.61	365.78
40. AT&T INC	08/16/2011	11/25/2011	1,104.37	1,148.40	-44.03
60. TEXTAINER GROUP HOLDINGS	08/16/2011	11/25/2011	1,506.25	1,501.69	4.56
125. LIMITED BRANDS, INC COM	VAR	11/28/2011	4,992.10	3,703.72	1,288.38
200. AMEREN CORPORATION	08/16/2011	12/06/2011	6,434.27	5,644.00	790.27
100. HUNTSMAN CORPORATION	08/16/2011	12/06/2011	1,034.12	1,407.00	-372.88
200. MURPHY OIL CORP COMMON	12/23/2010	12/07/2011	11,047.11	14,773.04	-3,725.93
100. MURPHY OIL CORP COMMON	07/11/2011	12/07/2011	5,523.55	6,444.23	-920.68
110. FREEPORT-MCMORAN COPPER & GOLD INC	08/16/2011	12/16/2011	4,053.50	5,071.00	-1,017.50
50. PPL CORP COM	08/16/2011	12/16/2011	1,449.91	1,341.50	108.41
200. NEXEN INC COMMON	08/16/2011	01/03/2012	3,261.79	4,170.00	-908.21
240. COMMERCIAL METALS COMPANY	08/16/2011	01/06/2012	3,665.21	2,879.52	785.69
50. NEXEN INC COMMON	08/16/2011	01/10/2012	911.87	1,042.50	-130.63
200. NEXEN INC COMMON	08/16/2011	01/30/2012	3,636.81	4,170.00	-533.19
260. FIDELITY SELECT NATURAL	03/23/2011	02/02/2012	8,242.00	9,448.40	-1,206.40
150. MCDONALD'S CORPORATION	04/07/2011	02/03/2012	14,987.69	11,401.87	3,585.82
Totals					

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CATHERINE HAWKINS FOUNDATION - 04-6864140

Schedule D Detail of Short-term Capital Gains and Losses

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Short-term Gain/Loss
147. O CHARLEYS COMMON	09/21/2011	02/06/2012	1,439.31	810.47	628.84
151. O CHARLEYS COMMON	09/21/2011	02/06/2012	1,476.75	832.52	644.23
226. O CHARLEYS COMMON	VAR	02/06/2012	2,210.43	1,229.52	980.91
226. O CHARLEYS COMMON	08/16/2011	02/06/2012	2,210.23	1,206.35	1,003.88
560. GOODYEAR TIRE & RUBBER CO					
COMMON	08/16/2011	02/28/2012	7,260.65	7,705.60	-444.95
150. BABCOCK & WILCOX COMPANY	08/16/2011	03/06/2012	3,913.45	3,425.57	487.88
500. MGIC INVESTMENT CORP					
WISCONSIN COMMON	09/08/2011	03/29/2012	2,411.84	1,359.80	1,052.04
50. BROADCOM CORP CL A	04/28/2011	04/05/2012	1,863.84	1,723.92	139.92
35. GOODRICH CORP COMMON	05/17/2011	04/05/2012	4,376.57	3,151.73	1,224.84
50. SEMPRA ENERGY COM	08/16/2011	04/16/2012	3,141.40	2,454.22	687.18
50. CABELA'S INC	10/19/2011	04/17/2012	1,963.65	1,225.59	738.06
Totals			545,110.00	586,258.00	-41,148.00

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CATHERINE HAWKINS FOUNDATION - 04-6864140

Schedule D Detail of Long-term Capital Gains and Losses

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Long-term Gain/Loss
15% RATE CAPITAL GAINS (LOSSES)					
60. GARMIN LTD	11/16/2009	05/04/2011	2,106.84	1,889.73	217.11
75. WELLS FARGO & CO	12/21/2009	05/05/2011	2,091.45	2,052.26	39.19
130. BB&T CORP COM	09/15/2009	05/09/2011	3,510.17	3,618.50	-108.33
400. ISHARES MSCI ALL PERU CAP INDEX ETF	01/04/2010	05/12/2011	17,494.18	13,377.28	4,116.90
325. MICROSOFT CORP	08/15/2008	05/12/2011	8,205.31	9,045.56	-840.25
45. GILEAD SCIENCES INC COM	09/26/2005	05/16/2011	1,845.80	1,068.77	777.03
65. ARCHER-DANIELS-MIDLAND COMPANY COMMON	VAR	05/19/2011	2,047.10	1,650.54	396.56
75. CVS/CAREMARK CORP	12/21/2007	05/19/2011	2,883.50	2,964.33	-80.83
200. STAPLES INC COM	12/21/2007	05/19/2011	3,317.45	4,658.88	-1,341.43
21. TIME WARNER INC	12/03/2008	05/19/2011	769.24	390.67	378.57
25. TIME WARNER INC	VAR	05/19/2011	915.76	463.20	452.56
60. WELLS FARGO & CO	12/15/2009	05/19/2011	1,714.78	1,500.00	214.78
74. TIME WARNER INC	VAR	05/23/2011	2,677.30	1,173.99	1,503.31
40. COOPER INDUSTRIES PLC CL A	02/26/2010	05/24/2011	2,437.13	1,806.98	630.15
40. CAMERON INTERNATIONAL CORPORATION	03/31/2009	05/25/2011	1,910.28	891.87	1,018.41
55. CAMERON INTERNATIONAL CORPORATION	03/31/2009	05/26/2011	2,626.83	1,226.33	1,400.50
95. MORGAN STANLEY GROUP INC	VAR	05/26/2011	2,238.70	3,238.43	-999.73
25. NEWFIELD EXPLORATION CO	VAR	06/07/2011	1,753.37	1,311.14	442.23
25. INGERSOLL-RAND PLC	VAR	06/09/2011	1,121.89	876.43	245.46
30. INGERSOLL-RAND PLC	VAR	06/09/2011	1,346.26	903.90	442.36
50. INGERSOLL-RAND PLC	06/09/2009	06/09/2011	2,243.77	1,110.71	1,133.06
100000. FEDERAL HOME LOAN BANK BOND DTD 5/20/2008 3.375%	05/27/2008	06/10/2011	100,000.00	100,000.00	
85. LOWE'S COMPANIES COMMON	04/20/2010	06/10/2011	1,900.21	2,285.24	-385.03
9.1668 HUNTINGTON INGALLS INDUSTRIES INC	VAR	06/13/2011	336.01	238.94	97.07
2200. STAPLES INC COM	VAR	06/13/2011	32,860.10	50,798.58	-17,938.48
25. NEWFIELD EXPLORATION CO	05/19/2010	06/21/2011	1,618.54	1,238.46	380.08
Totals					

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CATHERINE HAWKINS FOUNDATION - 04-6864140

Schedule D Detail of Long-term Capital Gains and Losses

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Long-term Gain/Loss
65. CONSTELLATION BRANDS INC	03/11/2010	06/22/2011	1,400.89	1,020.11	380.78
4. TIME WARNER CABLE INC	VAR	06/22/2011	303.34	189.95	113.39
5. TIME WARNER CABLE INC	06/16/2008	06/22/2011	379.17	226.34	152.83
16. TIME WARNER CABLE INC	VAR	06/22/2011	1,213.36	693.15	520.21
40. TIME WARNER CABLE INC	VAR	06/22/2011	3,033.39	1,553.36	1,480.03
105. SMITHFIELD FOODS COMMON	VAR	06/23/2011	2,262.47	1,659.75	602.72
300. BMC SOFTWARE COMMON	08/03/2009	06/27/2011	15,708.49	10,256.73	5,451.76
100. BANK OF NEW YORK MELLON	04/22/2009	06/27/2011	2,474.70	2,768.25	-293.55
600. MICROSOFT CORP	08/15/2008	06/27/2011	15,145.21	16,699.50	-1,554.29
800. CVS/CAREMARK CORP	12/21/2007	07/07/2011	30,686.68	31,619.52	-932.84
2000. SYNOPSYS COMMON	01/15/2009	07/08/2011	51,693.20	37,068.60	14,624.60
125. DELTA AIR LINES INC	03/19/2010	07/21/2011	1,013.43	1,600.96	-587.53
60. EXPRESS SCRIPTS INC COMMON	05/04/2010	07/21/2011	3,342.98	3,001.91	341.07
205. GAP INC	VAR	07/21/2011	3,984.62	4,837.81	-853.19
115. HEWLETT-PACKARD CO	VAR	07/21/2011	4,160.35	5,286.53	-1,126.18
65. LOWE'S COMPANIES COMMON	05/05/2010	07/21/2011	1,494.81	1,741.43	-246.62
225. MARATHON OIL CORP	VAR	07/21/2011	7,156.54	7,351.24	-194.70
500. OFFICE DEPOT CORP COMMON	VAR	07/21/2011	1,823.76	3,473.62	-1,649.86
850. BANK OF NEW YORK MELLON	VAR	08/08/2011	18,566.10	23,387.63	-4,821.53
1200. TEVA PHARMACEUTICAL INDS LTD ADR	VAR	08/08/2011	45,815.24	57,206.64	-11,391.40
130. COMMERCIAL METALS COMPANY	08/11/2010	08/19/2011	1,402.35	1,811.89	-409.54
800. MORGAN STANLEY GROUP INC	VAR	08/23/2011	12,589.84	32,863.70	-20,273.86
700. TEXAS INSTRUMENTS INC	VAR	09/14/2011	19,226.87	19,083.20	143.67
155. GANNET CO COMMON	10/07/2010	11/01/2011	1,696.84	1,940.00	-243.16
245. WELLS FARGO & CO	VAR	11/01/2011	6,143.90	6,137.38	6.52
125. GOLDMAN SACHS GROUP INC	VAR	11/02/2011	13,334.42	18,746.37	-5,411.95
275. NEXEN INC COMMON	VAR	11/02/2011	4,602.75	5,863.78	-1,261.03
550. BMC SOFTWARE COMMON	08/03/2009	11/10/2011	19,998.38	18,804.00	1,194.38
50. OCCIDENTAL PETROLEUM CORP COMMON	VAR	11/10/2011	4,934.79	3,774.44	1,160.35
75. SMITHFIELD FOODS COMMON	06/29/2009	11/10/2011	1,685.02	1,043.82	641.20
60. SOUTHWESTERN ENERGY CO COMMON	10/19/2010	11/10/2011	2,498.78	2,049.14	449.64
110. TRAVELERS COS INC/THE	VAR	11/10/2011	6,292.71	5,052.33	1,240.38
Totals					

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CATHERINE HAWKINS FOUNDATION - 04-6864140

Schedule D Detail of Long-term Capital Gains and Losses

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Long-term Gain/Loss
45. ROYAL CARIBBEAN CRUISES					
LTD COMMON	01/25/2010	11/10/2011	1,209.45	1,133.06	76.39
110. CELGENE CORP COM	VAR	11/11/2011	7,062.70	6,202.07	860.63
325. COMCAST CORP NEW A	VAR	11/11/2011	7,366.83	5,611.38	1,755.45
185. CONSTELLATION BRANDS INC	VAR	11/11/2011	3,727.23	2,899.68	827.55
100. CORNING INC	11/26/2008	11/11/2011	1,535.73	904.66	631.07
400. DELL INC COMMON	VAR	11/11/2011	6,082.92	4,928.45	1,154.47
75. THE DIRECTV GROUP HLDGS CL	05/20/2010	11/11/2011	3,444.49	2,801.82	642.67
425. DOW CHEMICAL CO	VAR	11/11/2011	11,980.31	11,387.49	592.82
85. ENSCO PLC	VAR	11/11/2011	4,473.29	3,504.36	968.93
150. FORD MOTOR CO	11/12/2009	11/11/2011	1,664.58	1,250.69	413.89
185. GILEAD SCIENCES INC COM	VAR	11/11/2011	7,595.48	6,359.22	1,236.26
5. NVR INC NEW COMMON	VAR	11/11/2011	3,215.81	2,788.81	427.00
900. PFIZER INC	VAR	11/11/2011	18,060.49	19,206.17	-1,145.68
140. ACCENTURE PLC- CL A	VAR	11/11/2011	8,176.91	6,294.11	1,882.80
85. INGERSOLL-RAND PLC	06/09/2009	11/11/2011	2,650.04	1,888.22	761.82
90. LEAR CORPORATION	VAR	11/25/2011	3,616.80	3,489.27	127.53
100. LIMITED BRANDS, INC COM	11/02/2010	11/28/2011	3,993.68	2,978.62	1,015.06
900. POWERSHARES GLOBAL WATER	12/18/2009	12/19/2011	13,283.92	16,153.65	-2,869.73
915. VANGUARD SMALL-CAP ETF	09/30/2008	01/09/2012	64,925.13	54,172.48	10,752.65
3400. ISHARES MSCI JAPAN INDEX	VAR	01/10/2012	31,202.89	34,247.10	-3,044.21
500. ISHARES MSCI CHILE INVEST					
MTK INDX FUND	03/17/2009	01/25/2012	30,919.70	16,868.06	14,051.64
500. ISHARES MSCI ALL PERU CAP					
INDEX ETF	VAR	01/25/2012	21,025.66	14,936.48	6,089.18
2115.357 FIDELITY SELECT NATURAL					
GAS	VAR	02/02/2012	67,056.82	61,770.67	5,286.15
1125. NOVARTIS AG ADR	11/26/2008	02/03/2012	62,599.18	49,980.94	12,618.24
300. BROADCOM CORP CL A	VAR	04/05/2012	11,183.03	10,084.20	1,098.83
100. EOG RESOURCES INC COM	VAR	04/05/2012	11,131.55	9,866.11	1,265.44
70. GOODRICH CORP COMMON	VAR	04/05/2012	8,753.14	5,074.77	3,678.37
1400. ISHARES FTSE CHINA 25 ETF	05/08/2009	04/05/2012	51,748.80	49,832.02	1,916.78
350. KROGER COMPANY COMMON	VAR	04/05/2012	8,248.48	7,856.90	391.58
95. TIME WARNER CABLE INC	VAR	04/05/2012	7,633.82	2,478.82	5,155.00
145. COOPER INDUSTRIES PLC CL A	VAR	04/05/2012	9,130.11	5,980.79	3,149.32
Totals					

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CATHERINE HAWKINS FOUNDATION - 04-6864140

Schedule D Detail of Long-term Capital Gains and Losses

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Long-term Gain/Loss
TOTAL 15% RATE CAPITAL GAINS (LOSSES)			1002736.00	961,525.00	41,211.00
Totals			1002736.00	961,525.00	41,211.00

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Balance Sheet Supporting Details for 990PF Part II Page two

Accounts: 086221-000,086221-401,086222-000,086223-000,086224-000 Catherine Hawkins Foundation @ 4/30/2012

Description	CUSIP	Quantity	Market Value	Price	Federal Tax Cost	Unrealized Gain/Loss
ACE LIMITED	H0023R105	1,200 0000	91,164 00	75 970000	58,216 30	32,947 70
ALLERGAN INC	18490102	635 0000	60,960 00	96 000000	34,635 51	26,324 49
ALTRIA GROUP INC	02209S103	275 0000	8,857 75	32 210000	5,768 94	3,088 81
AMAZON COM INC	23135106	60 0000	13,914 00	231 900000	8,612 03	5,301 97
ANADARKO PETROLEUM CORP	32511107	60 0000	4,392.60	73 210000	4,464 14	(71 54)
ANALOG DEVICES INC ATTACHED RIGHTS	32654105	1,050 0000	40,929 00	38 980000	30,255 22	10,673 78
ANHEUSER-BUSCH INBEV NV	03524A108	575 0000	41,756 50	72 620000	33,307 34	8,449 16
APACHE CORP COM	37411105	750 0000	71,955 00	95.940000	49,597 50	22,357 50
APPLE INC	37833100	350 0000	204,393 00	583 980000	81,443 47	122,949 53
ASTRAZENECA GROUP PLC SPONSORED ADR	46353108	275 0000	12,072 50	43 900000	12,330 78	(258 28)
AT&T INC	00206R102	1,500 0000	49,365 00	32 910000	24,613 74	24,751 26
BERKSHIRE HATHAWAY INC DELAWARE CLASS B	84670702	1,000 0000	80,450 00	80 450000	15,581 85	64,868 15
BRISTOL-MYERS SQUIBB CO	110122108	1,125 0000	37,541 25	33 370000	32,572 24	4,969 01
BUNGE LIMITED	G16962105	120 0000	7,740 00	64 500000	6,116 05	1,623 95
CITRIX SYSTEMS INC COM	177376100	185 0000	15,837 85	85 610000	12,571 43	3,266 42
COMCAST CORP CLASS A	20030N101	1,200 0000	36,414 00	30.345000	35,511 00	903 00
CONOCOPHILLIPS	20825C104	850 0000	60,885 50	71 630000	64,193 61	(3,308 11)
CVS/CAREMARK CORPORATION	126650100	900 0000	40,158 00	44 620000	35,571 96	4,586 04
DANAHER CORP COM	235851102	350 0000	18,977.00	54.220000	11,120 80	7,856 20
DEVON ENERGY CORPORATION	25179M103	155 0000	10,826 75	69 850000	10,115 55	711 20
WALT DISNEY CO	254687106	1,825 0000	78,675 75	43 110000	50,504 47	28,171 28
DR PEPPER SNAPPLE GROUP INCORPORATED	26138E109	825 0000	33,478 50	40 580000	34,828 70	(1,350 20)
E I DUPONT DE NEMOURS & CO COMMON	263534109	750 0000	40,095 00	53 460000	39,774 38	320.62
EMC CORP MASS COM	268648102	600 0000	16,926 00	28 210000	9,688 92	7,237 08
EXPRESS SCRIPTS HOLDING C	30219G108	650 0000	36,263 50	55.790000	33,803 84	2,459 66
EXXON MOBIL CORP	30231G102	1,000 0000	86,340 00	86 340000	15,038 68	71,301 32
FEDERAL FARM CREDIT BANK DTD 07/05/2005 4 500% 01/05/2018 NON CALLABLE	31331SL68	50,000 0000	59,140 50	118 281000	53,428 00	5,712 50
FEDERAL FARM CREDIT BANK DTD 08/10/2005 4 700% 08/10/2015 NON CALLABLE	31331S2K8	50,000 0000	56,421 50	112 843000	52,068 50	4,353 00
FEDERAL FARM CREDIT BANK DTD 09/21/2005 4 730% 10/21/2019 NON CALLABLE	31331S6P3	50,000 0000	59,894 00	119 788000	55,484 00	4,410 00
FEDERAL FARM CREDIT BANK DTD 05/24/2006 5 400% 06/24/2013 NON CALLABLE	31331VZZ2	50,000 0000	52,918 50	105 837000	54,513 00	(1,594 50)

Balance Sheet Supporting Details for 990PF Part II Page two

Accounts: 086221-000,086221-401,086222-000,086223-000,086224-000 Catherine Hawkins Foundation @ 4/30/2012

Description	CUSIP	Quantity	Market Value	Price	Federal Tax Cost	Unrealized Gain/Loss
FEDERAL HOME LOAN BANK DTD 05/02/2007 4 875% 05/17/2017 NON CALLABLE	3133XKQX6	50,000 0000	59,619 50	119 239000	55,405 20	4,214 30
FEDERAL HOME LOAN MORTGAGE CORP DTD 01/13/2006 4 750% 01/19/2016 NON CALLABLE	3134A4ZT4	50,000 0000	57,379 00	114 758000	55,001 15	2,377 85
FLUOR CORPORATION	343412102	500 0000	28,875 00	57 750000	19,690 60	9,184 40
FEDERAL NATIONAL MORTGAGE ASSN DTD 09/23/2002 4 375% 09/15/2012 NON CALLABLE	31359MPF4	30,000 0000	30,472 50	101 575000	30,330 48	142 02
GENERAL DYNAMICS CORP COM	369550108	750 0000	50,625 00	67 500000	60,435 00	(9,810 00)
GENERAL ELECTRIC COMPANY	369604103	295 0000	5,776 10	19 580000	4,436 76	1,339 34
GOOGLE INC CLASS A	38259P508	190 0000	114,921 50	604 850000	77,878 41	37,043 09
HESS CORPORATION	42809H107	1,390 0000	72,474 60	52 140000	82,903 69	(10,429 09)
ISHARES BARCLAYS 1-3 YR TREASURY ETF ETF	464287457	2,000 0000	168,920 00	84 460000	160,320 00	8,600 00
ISHARES BARCLAYS AGGREGATE BOND ETF	464287226	2,000 0000	221,200 00	110 600000	204,169 86	17,030 14
ISHARES BARCLAYS TIPS BOND ETF	464287176	600 0000	71,652 00	119 420000	57,987 50	13,664 50
ISHARES IBOXX INVESTMENT GRADE CORPORATE BOND ETF	464287242	400 0000	46,592 00	116 480000	37,063 76	9,528 24
ISHARES MSCI AUSTRALIA INDEX ETF	464286103	1,900 0000	45,296 00	23 840000	43,118 79	2,177 21
ISHARES MSCI BRAZIL INDEX ETF	464286400	825 0000	49,710 38	60 255000	58,271 48	(8,561 10)
ISHARES MSCI CANADA INDEX ETF	464286509	3,500 0000	99,260 00	28 360000	75,310 86	23,949 14
ISHARES MSCI EAFE INDEX ETF	464287465	3,050 0000	163,937 50	53 750000	122,094 83	41,842 67
ISHARES MSCI EMERGING MARKETS INDEX ETF	464287234	1,000 0000	42,215 00	42 215000	25,459 50	16,755 50
ISHARES MSCI SWEDEN INDEX ETF	464286756	1,550 0000	43,911 50	28 330000	26,454 94	17,456 56
JOHNSON & JOHNSON	478160104	300 0000	19,530 00	65 100000	17,924 52	1,605 48
JOHNSON CONTROLS INC COM	478366107	1,075 0000	34,367 75	31 970000	34,553 59	(185 84)
JPMORGAN CHASE & CO	46625H100	1,500 0000	64,470 00	42 980000	55,357 14	9,112 86
MARKET VECTORS AGRIBUSINESS ETF	57060U605	900 0000	46,917 00	52 130000	39,493 95	7,423 05
MCDONALD'S CORPORATION	580135101	700 0000	68,215 00	97 450000	40,596 43	27,618 57
MERCK & COMPANY INC	58933Y105	1,200 0000	47,088 00	39 240000	46,007 40	1,080 60
MICROSOFT CORP	594918104	1,350 0000	43,220 25	32 015000	25,957 04	17,263 21
MONSANTO COMPANY	61166W101	275 0000	20,949 50	76 180000	18,278 93	2,670 57
NEW YORK TIMES COMPANY CLASS A	650111107	200 0000	1,262 00	6 310000	4 79	1,257 21
NEWS CORP INC CLASS A	65248E104	950 0000	18,624 75	19 605000	10,395 22	8,229 53
NOBLE ENERGY INC	655044105	200 0000	19,864 00	99 320000	15,641 94	4,222 06
NORTHROP GRUMMAN CORP	666807102	185 0000	11,706 80	63 280000	9,519 32	2,187 48
ORACLE CORPORATION COM	68389X105	2,850 0000	83,790 00	29 400000	61,860 06	21,929 94

Balance Sheet Supporting Details for 990PF Part II Page two

Accounts: 086221-000,086221-401,086222-000,086223-000,086224-000 Catherine Hawkins Foundation @ 4/30/2012

Description	CUSIP	Quantity	Market Value	Price	Federal Tax Cost	Unrealized Gain/Loss
PIMCO HIGH YIELD FUND CLASS P	72201M735	8,009 0280	74,724 23	9 330000	76,080 80	(1,356 57)
POTASH CORP OF SASKATCHEWAN INC	73755L107	140 0000	5,947 20	42 480000	7,288.64	(1,341 44)
POWERSHARES DB COMMODITY INDEX TRACKING FUND ETF	73935S105	1,475 0000	41,904 75	28 410000	32,460 41	9,444 34
PROCTER & GAMBLE CO COM	742718109	985 0000	62,685 40	63 640000	62,315 45	369 95
PUBLIC SERVICE ENTERPRISE GROUP INC	744573106	1,000 0000	31,150 00	31 150000	30,147 40	1,002 60
RS GLOBAL NATURAL RESOURCES FUND CLASS Y	74972H648	2,021 5670	75,404 45	37 300000	75,364 02	40 43
SCHLUMBERGER LTD	806857108	280 0000	20,759 20	74 140000	14,952 82	5,806 38
SECTOR SPDR HEALTH CARE	81369Y209	1,000 0000	37,510 00	37 510000	35,417 82	2,092 18
SPDR CONSUMER STAPLES SELECT ETF	81369Y308	1,075 0000	36,743 50	34 180000	33,919 59	2,823 91
SPDR GOLD SHARES	78463V107	900 0000	145,692 00	161 880000	58,896 00	86,796 00
SPDR S&P GLOBAL NATURAL RESOURCES ETF	78463X541	1,000 0000	51,659 00	51 659000	50,632 50	1,026 50
STARBUCKS CORP COM	855244109	325.0000	18,645 25	57 370000	8,973 44	9,671 81
SYNGENTA AG ADR	87160A100	800 0000	56,024 00	70 030000	38,002 47	18,021 53
TARGET CORP COM	87612E106	1,000 0000	57,940 00	57 940000	54,047 11	3,892 89
UNITED PARCEL SERVICE CL B	911312106	250 0000	19,535 00	78 140000	17,043 23	2,491 77
UNITED TECHNOLOGIES CORP COM	913017109	600 0000	48,984 00	81 640000	30,699 78	18,284 22
VANGUARD MSCI EMERGING MARKETS ETF	922042858	2,500 0000	106,387 50	42 555000	112,332 03	(5,944 53)
VANGUARD SMALL-CAP ETF	922908751	3,000 0000	233,760 00	77 920000	143,525 35	90,234 65
VERIZON COMMUNICATIONS COM	92343V104	1,200 0000	48,456 00	40 380000	44,910.64	3,545 36
WELLS FARGO & CO	949746101	3,000 0000	100,245 00	33 415000	87,857.40	12,387 60
WELLS FARGO ADVANTAGE SHORT-TERM HIGH YIELD BOND FUND CLASS ADMINISTRATOR	94975P843	4,522 8680	37,268 43	8 240000	37,580 00	(311 57)
WILMINGTON PRIME MM FUND SELECT	829600-000		0 00		0 00	0 00
WILMINGTON TRUST BANK DEPOSIT SWEEP	822200002	213,859 0300	213,859 03	1 000000	213,859 03	0 00
TOTAL □Principal Portfolio - USD		628,842.4930	4,806,869.52		3,803,961.02	1,002,908.50
WILMINGTON PRIME MM FUND SELECT	829600-000	72,652 8400	72,652 84	1 000000	72,652 84	0 00
TOTAL □Income Portfolio - USD		72,652.8400	72,652.84		72,652.84	0.00
TOTAL □086221-000		701,495.3330	4,879,522.36		3,876,613.86	1,002,908.50
ACCURIDE CORP	00439T206	1,250 0000	9,062 50	7 250000	8,769 11	293 39
AMEREN CORPORATION	23608102	230 0000	7,541 70	32 790000	6,490 60	1,051 10
AT&T INC	00206R102	300 0000	9,873 00	32 910000	8,613 00	1,260 00
BABCOCK & WILCOX COMPANY	05615F102	350 0000	8,610 00	24 600000	7,484 61	1,125 39
BANK OF AMERICA CORPORATION	60505104	1,250 0000	10,137 50	8 110000	8,930 60	1,206 90

Balance Sheet Supporting Details for 990PF Part II Page two

Accounts: 086221-000,086221-401,086222-000,086223-000,086224-000 Catherine Hawkins Foundation @ 4/30/2012

Description	CUSIP	Quantity	Market Value	Price	Federal Tax Cost	Unrealized Gain/Loss
BANK OF NEW YORK MELLON CORPORATION	64058100	500 0000	11,825 00	23 650000	10,195 00	1,630 00
BAXTER INTERNATIONAL	71813109	150 0000	8,311 50	55 410000	8,034 66	276 84
BROOKLINE BANCORP INC	11373M107	940 0000	8,441 20	8 980000	7,347 79	1,093 41
CABELA'S INCORPORATED	126804301	250 0000	9,452 50	37 810000	6,083 41	3,369 09
CLEAR CHANNEL OUTDOOR HOLDINGS INCORPORATED	18451C109	750 0000	5,677 50	7 570000	8,161 91	(2,484 41)
CLOUD PEAK ENERGYINC	18911Q102	450 0000	6,925 50	15 390000	9,338 49	(2,412 99)
COMMERCIAL METALS COMPANY	201723103	500 0000	7,390 00	14 780000	5,999 00	1,391 00
EXELIS INCORPORATED	30162A108	600 0000	6,918 00	11 530000	6,457 41	460 59
EXELON CORPORATION	30161N101	220 0000	8,582.20	39 010000	9,259 29	(677 09)
GOLDMAN SACHS GROUP INC COM	38141G104	40 0000	4,606 00	115 150000	4,734 40	(128 40)
HUNTSMAN CORPORATION	447011107	330 0000	4,672 80	14 160000	4,643 10	29 70
MARATHON PETROLEUM CORPORATION	56585A102	250 0000	10,402 50	41 610000	9,475 38	927 12
MGIC INVT CORP WIS ATTACHED RTS EXP 7-22-2009	552848103	3,000 0000	10,380 00	3.460000	6,386 21	3,993 79
MICRON TECHNOLOGY INC COM	595112103	2,000 0000	13,180 00	6 590000	11,686 57	1,493 43
MPG OFFICE TRUST INC REAL ESTATE INVESTMENT TRUST	553274101	1,500 0000	3,165 00	2 110000	3,833 55	(668 55)
OSHKOSH CORPORATION	688239201	350 0000	7,990 50	22 830000	7,509 18	481 32
PPL CORP COM	69351T106	250 0000	6,837 50	27 350000	6,707 50	130 00
SEMPRA ENERGY COM	816851109	130 0000	8,416 20	64 740000	6,380 97	2,035 23
STAG INDUSTRIAL REAL ESTATE INVESTMENT TRUST	85254J102	400 0000	5,568 00	13 920000	5,122.18	445 82
TECO ENERGY INC	872375100	500 0000	9,010 00	18 020000	8,740 45	269 55
TESCO CORPORATION	88157K101	600 0000	9,798 00	16 330000	8,720 70	1,077 30
TEXTAINER GROUP HOLDINGS LTD	G8766E109	200 0000	7,014 00	35 070000	5,005 62	2,008 38
UNITED STS STL CORP NEW COM	912909108	300 0000	8,499 00	28 330000	8,095 89	403 11
WEYERHAEUSER CO COM	962166104	460 0000	9,365 60	20 360000	7,847 55	1,518 05
WILMINGTON PRIME MM FUND SELECT	829600-000	10,162 4400	10,162 44	1 000000	10,162 44	0 00
WPX ENERGY INC-W/I	98212B103	750 0000	13,177 50	17 570000	13,393 97	(216 47)
WR GRACE & CO	38388F108	80.0000	4,768 80	59 610000	3,236 00	1,532 80
XYLEM INC-W/I	98419M100	350 0000	9,758 00	27 880000	9,083 00	675 00
TOTAL □Principal Portfolio - USD		29,392.4400	275,519.94		251,929.54	23,590.40
WILMINGTON PRIME MM FUND SELECT	829600-000	7,571 3000	7,571 30	1 000000	7,571 30	0 00
TOTAL □Income Portfolio - USD		7,571.3000	7,571.30		7,571 30	0.00
TOTAL □086221-401		36,963.7400	283,091.24		259,500.84	23,590.40
3M CO	88579Y101	300 0000	26,808 00	89 360000	22,234 00	4,574.00
ALERIAN MLP ETF	00162Q866	1,000 0000	16,810 00	16 810000	16,259 90	550 10

Balance Sheet Supporting Details for 990PF Part II Page two

Accounts: 086221-000,086221-401,086222-000,086223-000,086224-000 Catherine Hawkins Foundation @ 4/30/2012

Description	CUSIP	Quantity	Market Value	Price	Federal Tax Cost	Unrealized Gain/Loss
ANADARKO PETROLEUM CORP	32511107	350 0000	25,623 50	73 210000	21,439 08	4,184 42
APPLE INC	37833100	100 0000	58,398 00	583 980000	9,175.65	49,222 35
BEST BUY COMPANY INC	86516101	600 0000	13,242 00	22 070000	17,902 92	(4,660 92)
CANADIAN NATIONAL RAILWAY COMPANY	136375102	500 0000	42,640 00	85 280000	20,203 00	22,437 00
COCA COLA CO COM	191216100	400 0000	30,528 00	76 320000	22,540 00	7,988 00
CORNING INC	219350105	1,500 0000	21,525 00	14 350000	31,990 00	(10,465 00)
DOW CHEMICAL CO	260543103	800 0000	27,104 00	33 880000	16,448 00	10,656 00
EATON CORP COM	278058102	600 0000	28,908 00	48 180000	21,768 00	7,140 00
FIRST REPUBLIC BANK/SAN FRANCISCO	33616C100	500 0000	16,515 00	33 030000	14,839 50	1,675 50
FORD MOTOR CO	345370860	1,500 0000	16,920 00	11 280000	19,197 00	(2,277 00)
FREEPORT-MCMORAN COPPER & GOLD INC	35671D857	500 0000	19,150 00	38 300000	17,172 33	1,977 67
GENERAL ELECTRIC COMPANY	369604103	1,000 0000	19,580 00	19 580000	16,169 90	3,410 10
INTERNATIONAL PAPER CO COM	460146103	600 0000	19,986 00	33 310000	16,012 80	3,973 20
KIMBERLY CLARK CORP	494368103	300 0000	23,541 00	78 470000	16,460 20	7,080 80
NUANCE COMMUNICATIONS INC	67020Y100	500 0000	12,215 00	24 430000	9,019 00	3,196 00
NUCOR CORP COMMON	670346105	500 0000	19,605 00	39 210000	21,833 50	(2,228 50)
OSHKOSH CORPORATION	688239201	600 0000	13,698 00	22 830000	18,816 20	(5,118 20)
PRAXAIR INC COM	74005P104	250 0000	28,925 00	115 700000	23,379 45	5,545 55
ROCHE HLDG LTD SPONSORED ADR	771195104	600 0000	27,400 20	45 667000	22,014 00	5,386 20
SOUTHWESTERN ENERGY COMPANY	845467109	500 0000	15,790 00	31 580000	21,255 00	(5,465 00)
TEVA PHARMACEUTICAL SPONS ADR	881624209	400 0000	18,306 00	45.765000	21,183 40	(2,877 40)
TIFFANY & CO	886547108	300 0000	20,538 00	68.460000	17,947 80	2,590 20
VISA INCORPORATED	92826C839	250 0000	30,745 00	122 980000	13,749 08	16,995 92
WILMINGTON PRIME MM FUND SELECT	829600-000	26,183 6500	26,183 65	1 000000	26,183 65	0 00
TOTAL □Principal Portfolio - USD		40,633.6500	620,684.35		495,193.36	125,490.99
WILMINGTON PRIME MM FUND SELECT	829600-000	5,823 0400	5,823 04	1 000000	5,823 04	0 00
TOTAL □Income Portfolio - USD		5,823.0400	5,823.04		5,823.04	0.00
TOTAL □086223-000		46,456.6900	626,507.39		501,016.40	125,490.99
TOTAL ALL ACCOUNTS AND ALL PORTFOLIOS			$5,789,121		$4,637,131	