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**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

For calendar year 2011 or tax year beginning **JUN 1, 2011**, and ending **MAY 31, 2012**

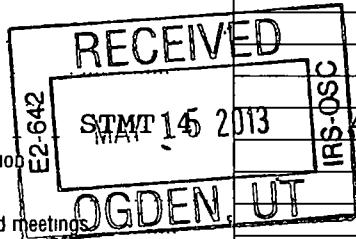
Name of foundation <b>ARTHUR K WATSON TRUST P15955001</b> <b>JPMORGAN CHASE BANK, N.A.</b>		<b>A</b> Employer identification number <b>13-2989468</b>
Number and street (or P O box number if mail is not delivered to street address) <b>10 S DEARBORN ST., 21 FL</b>	Room/suite	<b>B</b> Telephone number <b>312-732-1485</b>
City or town, state, and ZIP code <b>CHICAGO, IL 60603</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 <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input checked="" type="checkbox"/> Address change <input checked="" type="checkbox"/> Name change		<b>D 1.</b> Foreign organizations, check here <input type="checkbox"/> <b>2.</b> Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
<b>H</b> Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		<b>E</b> If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
<b>I</b> Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ <b>14,682,278.</b>	<b>J</b> Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	<b>F</b> If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

**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)
<b>1</b> Contributions, gifts, grants, etc., received			N/A	
<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	208.	208.		STATEMENT 1
<b>4</b> Dividends and interest from securities	338,675.	341,187.		STATEMENT 2
<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	317,842.			
<b>b</b> Gross sales price for all assets on line 6a	6,487,118.			
<b>7</b> Capital gain net income (from Part IV, line 2)		309,552.		
<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)				
<b>11</b> Other income		<16.>		STATEMENT 3
<b>12</b> Total. Add lines 1 through 11	656,725.	650,931.		
<b>13</b> Compensation of officers, directors, trustees, etc	82,766.	74,489.		8,277.
<b>14</b> Other employee salaries and wages				
<b>15</b> Pension plans, employee benefits				
<b>16a</b> Legal fees				
<b>b</b> Accounting fees				
<b>c</b> Other professional fees				
<b>17</b> Interest				
<b>18</b> Taxes	4,534.	4,534.		0.
<b>19</b> Depreciation and depletion				
<b>20</b> Occupancy				
<b>21</b> Travel, conferences, and meetings				
<b>22</b> Printing and publications				
<b>23</b> Other expenses		3,358.		
<b>24</b> Total operating and administrative expenses. Add lines 13 through 23	87,300.	82,381.		8,277.
<b>25</b> Contributions, gifts, grants paid	620,000.			620,000.
<b>26</b> Total expenses and disbursements. Add lines 24 and 25	707,300.	82,381.		628,277.
<b>27</b> Subtract line 26 from line 12	<50,575.>			
<b>a</b> Excess of revenue over expenses and disbursements				
<b>b</b> Net investment income (if negative, enter -0-)		568,550.		
<b>c</b> Adjusted net income (if negative, enter -0-)			N/A	

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing		148,782.	148,782.
	2 Savings and temporary cash investments	689,462.	1,205,269.	1,205,269.
	3 Accounts receivable			
	Less allowance for doubtful accounts			
	4 Pledges receivable			
	Less allowance for doubtful accounts			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable			
	Less allowance for doubtful accounts			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U S and state government obligations			
	b Investments - corporate stock STMT 7	7,986,729.	6,708,359.	7,325,268.
	c Investments - corporate bonds STMT 8	3,204,652.	4,441,156.	4,449,118.
11 Investments - land, buildings, and equipment basis				
Less accumulated depreciation				
12 Investments - mortgage loans				
13 Investments - other STMT 9	2,184,869.	1,565,677.	1,553,841.	
14 Land, buildings, and equipment basis				
Less accumulated depreciation				
15 Other assets (describe )				
<b>16 Total assets (to be completed by all filers)</b>	<b>14,065,712.</b>	<b>14,069,243.</b>	<b>14,682,278.</b>	
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 )			
<b>23 Total liabilities (add lines 17 through 22)</b>	<b>0.</b>	<b>0.</b>		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <input type="checkbox"/>			
	and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here <input checked="" type="checkbox"/>			
	and complete lines 27 through 31.			
27 Capital stock, trust principal, or current funds	14,065,712.	14,069,243.		
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.		
<b>30 Total net assets or fund balances</b>	<b>14,065,712.</b>	<b>14,069,243.</b>		
<b>31 Total liabilities and net assets/fund balances</b>	<b>14,065,712.</b>	<b>14,069,243.</b>		

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	14,065,712.
2 Enter amount from Part I, line 27a	2	<50,575.>
3 Other increases not included in line 2 (itemize) SEE STATEMENT 6	3	55,481.
4 Add lines 1, 2, and 3	4	14,070,618.
5 Decreases not included in line 2 (itemize) RETURN OF CAPITAL ADJUSTMENTS	5	1,375.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	14,069,243.

**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)
<b>1a PUBLICLY TRADED SECURITIES</b>			
<b>b GRE II PRIVATE INVESTORS LLC- ST CAP GAIN</b>			12/31/11
<b>c GRE II PRIVATE INVESTORS LLC- LT CAP LOSS</b>			12/31/11
<b>d GRE II PRIVATE INVESTORS LLC- SEC 1250 GAIN</b>			12/31/11
<b>e CAPITAL GAINS DIVIDENDS</b>			

(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)
<b>a 6,402,699.</b>		<b>6,169,276.</b>	<b>233,423.</b>
<b>b</b>			<b>32.</b>
<b>c</b>			<b>&lt;8,396.&gt;</b>
<b>d</b>			<b>74.</b>
<b>e 84,419.</b>			<b>84,419.</b>

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
<b>a</b>			<b>233,423.</b>
<b>b</b>			<b>32.</b>
<b>c</b>			<b>&lt;8,396.&gt;</b>
<b>d</b>			<b>74.</b>
<b>e</b>			<b>84,419.</b>

<b>2 Capital gain net income or (net capital loss)</b>	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	<b>2</b>	<b>309,552.</b>
<b>3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)</b>		<b>3</b>	<b>N/A</b>

**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	492,906.	14,843,647.	.033207
2009	652,808.	14,046,929.	.046473
2008	708,396.	13,625,581.	.051990
2007	607,829.	17,778,115.	.034190
2006	1,045,149.	17,514,103.	.059675

<b>2 Total of line 1, column (d)</b>	<b>2</b>	<b>.225535</b>
<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>	<b>.045107</b>
<b>4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5</b>	<b>4</b>	<b>14,697,757.</b>
<b>5 Multiply line 4 by line 3</b>	<b>5</b>	<b>662,972.</b>
<b>6 Enter 1% of net investment income (1% of Part I, line 27b)</b>	<b>6</b>	<b>5,686.</b>
<b>7 Add lines 5 and 6</b>	<b>7</b>	<b>668,658.</b>
<b>8 Enter qualifying distributions from Part XII, line 4</b>	<b>8</b>	<b>628,277.</b>

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 <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary-see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b	1	11,371.
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)	2	0.
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	3	11,371.
3	Add lines 1 and 2	4	0.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	5	11,371.
5	Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-		
6	Credits/Payments		
a	2011 estimated tax payments and 2010 overpayment credited to 2011	6a	6,751.
b	Exempt foreign organizations - tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	5,750.
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments Add lines 6a through 6d	7	12,501.
8	Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> 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	1,130.
11	Enter the amount of line 10 to be Credited to 2012 estimated tax <input type="checkbox"/> 1,130. Refunded <input type="checkbox"/>	11	0.

**Part VII-A Statements Regarding Activities**

	Yes	No
1a		X
1b		X
1c		X
2		X
3		X
4a		X
4b		
5		X
6	X	
7	X	
8a		
8b		X
9		X
10		X

N/A

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)
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)
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address N/A
14 The books are in care of JPMORGAN CHASE BANK, NA Telephone no 312-732-1485 Located at 10 S DEARBORN ST., 21 FL, CHICAGO, IL ZIP+4 60603
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
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? 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.

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?
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?
(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)?
(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 )
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)? 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?
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? 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 )
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?
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 )
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?
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?

**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)?  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) N/A

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

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

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

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

5b		
6b		X
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
JPMORGAN CHASE BANK, NA 10 S DEARBORN ST, FL 21 CHICAGO, IL 60603	TRUSTEE 5.00	82,766.	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

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

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

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

Total number of others receiving over \$50,000 for professional services ▶ 0

**Part IX-A** Summary of Direct Charitable Activities

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

**Part IX-B** Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	
2	
All other program-related investments See instructions	
3	
<b>Total.</b> Add lines 1 through 3 <span style="float: right;">▶</span>	0.



**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>	14,343,666.
<b>b</b>	Average of monthly cash balances	<b>1b</b>	577,915.
<b>c</b>	Fair market value of all other assets	<b>1c</b>	0.
<b>d</b>	<b>Total</b> (add lines 1a, b, and c)	<b>1d</b>	14,921,581.
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	0.
<b>2</b>	Acquisition indebtedness applicable to line 1 assets	<b>2</b>	0.
<b>3</b>	Subtract line 2 from line 1d	<b>3</b>	14,921,581.
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	<b>4</b>	223,824.
<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>	14,697,757.
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5	<b>6</b>	734,888.

**Part XI Distributable Amount** (see instructions) (Section 4942(i)(3) and (i)(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>	734,888.
<b>2a</b>	Tax on investment income for 2011 from Part VI, line 5	<b>2a</b>	11,371.
<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>	11,371.
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1	<b>3</b>	723,517.
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b>	0.
<b>5</b>	Add lines 3 and 4	<b>5</b>	723,517.
<b>6</b>	Deduction from distributable amount (see instructions)	<b>6</b>	0.
<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>	723,517.

**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>	628,277.
<b>b</b>	Program-related investments - total from Part IX-B	<b>1b</b>	0.
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>	
<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>	
<b>b</b>	Cash distribution test (attach the required schedule)	<b>3b</b>	
<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>	628,277.
<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	<b>5</b>	0.
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	<b>6</b>	628,277.

**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
<b>1</b> Distributable amount for 2011 from Part XI, line 7				723,517.
<b>2</b> Undistributed income, if any, as of the end of 2011				
<b>a</b> Enter amount for 2010 only			0.	
<b>b</b> Total for prior years		0.		
<b>3</b> Excess distributions carryover, if any, to 2011				
<b>a</b> From 2006	138,098.			
<b>b</b> From 2007				
<b>c</b> From 2008	31,359.			
<b>d</b> From 2009				
<b>e</b> From 2010				
<b>f</b> Total of lines 3a through e	169,457.			
<b>4</b> Qualifying distributions for 2011 from Part XII, line 4 ▶ \$	628,277.			
<b>a</b> Applied to 2010, but not more than line 2a			0.	
<b>b</b> Applied to undistributed income of prior years (Election required - see instructions)		0.		
<b>c</b> Treated as distributions out of corpus (Election required - see instructions)	0.			
<b>d</b> Applied to 2011 distributable amount				628,277.
<b>e</b> Remaining amount distributed out of corpus	0.			
<b>5</b> Excess distributions carryover applied to 2011 (if an amount appears in column (d), the same amount must be shown in column (a))	95,240.			95,240.
<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	74,217.			
<b>b</b> Prior years' undistributed income Subtract line 4b from line 2b		0.		
<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		0.		
<b>d</b> Subtract line 6c from line 6b Taxable amount - see instructions		0.		
<b>e</b> Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount - see instr			0.	
<b>f</b> Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2012				0.
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
<b>8</b> Excess distributions carryover from 2006 not applied on line 5 or line 7	42,858.			
<b>9</b> Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	31,359.			
<b>10</b> Analysis of line 9				
<b>a</b> Excess from 2007				
<b>b</b> Excess from 2008	31,359.			
<b>c</b> Excess from 2009				
<b>d</b> Excess from 2010				
<b>e</b> 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				(e) Total
	(a) 2011	(b) 2010	(c) 2009	(d) 2008	
<b>2 a</b> Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
<b>b</b> 85% of line 2a					
<b>c</b> Qualifying distributions from Part XII, line 4 for each year listed					
<b>d</b> Amounts included in line 2c not used directly for active conduct of exempt activities					
<b>e</b> Qualifying distributions made directly for active conduct of exempt activities					
Subtract line 2d from line 2c					
<b>3</b> Complete 3a, b, or c for the alternative test relied upon					
<b>a</b> "Assets" alternative test - enter					
<b>(1)</b> Value of all assets					
<b>(2)</b> Value of assets qualifying under section 4942(j)(3)(B)(i)					
<b>b</b> "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
<b>c</b> "Support" alternative test - enter					
<b>(1)</b> Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
<b>(2)</b> Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
<b>(3)</b> Largest amount of support from an exempt organization					
<b>(4)</b> Gross investment income					

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

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

NONE  
**b** List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest

NONE  
**2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:**  
 Check here  if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

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

SEE STATEMENT 10

**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)

<b>3 Grants and Contributions Paid During the Year or Approved for Future Payment</b>				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a Paid during the year</b>				
BOSTON BIOMEDICAL RESEARCH INSTITUTE 64 GROVE STREET WATERTOWN, MA 02472	NONE	PUBLIC CHARITY	GRANT	25,000.
CANAAN RIDGE SCHOOL CORP 2810 LONG RIDGE ROAD STAMFORD, CT 06903	NONE	PUBLIC CHARITY	GRANT	80,000.
CANCER SCHMANCER FOUNDATION P.O. BOX 2760 RESTON, VA 20195	NONE	PUBLIC CHARITY	GRANT	10,000.
COMMUNITY SCHOOLS INC P.O. BOX 701 CAMDEN, ME 04843	NONE	PUBLIC CHARITY	GRANT	10,000.
PARENTING RESOURCE ASSOCIATES INC 4 MILITIA DRIVE LEXINGTON, MA 02421	NONE	PUBLIC CHARITY	GRANT	7,500.
<b>Total</b> SEE CONTINUATION SHEET(S) ▶ 3a				<b>620,000.</b>
<b>b Approved for future payment</b>				
NONE				
<b>Total</b> ▶ 3b				<b>0.</b>

Part XVI-A Analysis of Income-Producing Activities

Table with 5 main columns: (a) Business code, (b) Amount, (c) Exclusion code, (d) Amount, (e) Related or exempt function income. Rows include 1 Program service revenue, 2 Membership dues and assessments, 3 Interest on savings and temporary cash investments, 4 Dividends and interest from securities, 5 Net rental income or (loss) from real estate, 6 Net rental income or (loss) from personal property, 7 Other investment income, 8 Gain or (loss) from sales of assets other than inventory, 9 Net income or (loss) from special events, 10 Gross profit or (loss) from sales of inventory, 11 Other revenue, 12 Subtotal, 13 Total.

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

Table with 2 columns: Line No. (with a downward arrow), and Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes).

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

- 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... a Transfers from the reporting foundation to a noncharitable exempt organization of (1) Cash (2) Other assets b Other transactions (1) Sales of assets to a noncharitable exempt organization (2) Purchases of assets from a noncharitable exempt organization (3) Rental of facilities, equipment, or other assets (4) Reimbursement arrangements (5) Loans or loan guarantees (6) Performance of services or membership or fundraising solicitations c Sharing of facilities, equipment, mailing lists, other assets, or paid employees d If the answer to any of the above is "Yes," complete the following schedule...

Table with 4 columns: (a) Line no, (b) Amount involved, (c) Name of noncharitable exempt organization, (d) Description of transfers, transactions, and sharing arrangements. Row 1 contains '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 [X] No

Table with 3 columns: (a) Name of organization, (b) Type of organization, (c) Description of relationship. Row 1 contains '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. Signature of officer or trustee: Kate K... Date: 2/14/2013 Title: Trust Officer

May the IRS discuss this return with the preparer shown below (see instr)? [X] Yes [ ] No

Paid Preparer Use Only section containing fields for Preparer's name, signature, date, title, firm's name, EIN, address, and phone no.

**Part XV** Supplementary Information

**3** Grants and Contributions Paid During the Year (Continuation)

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
WILLIAM A FARNSWORTH ART MUSEUM 356 MAIN STREET ROCKLAND, ME 04841	NONE	PUBLIC CHARITY	GRANT	75,000.
GEORGE WASHINGTON UNIVERSITY 45155 RESEARCH PLACE 155 ASHBURN, VA 20147	NONE	PUBLIC CHARITY	GRANT	15,000.
GEORGETOWN DAY SCHOOL 4530 MCARTHUR BLVD NW WASHINGTON, DC 20007	NONE	PUBLIC CHARITY	GRANT	30,000.
MARY HITCHCOCK MEMORIAL HOSPITAL 1 MEDICAL CENTER DRIVE LEBANON, NH 03756	NONE	PUBLIC CHARITY	GRANT	25,000.
JOHN F KENNEDY CENTER FOR THE PERFORMING ARTS 2700 F STREET NW WASHINGTON, DC 20566	NONE	PUBLIC CHARITY	GRANT	15,000.
PARTNERS HEALTHCARE SYSTEM 115 MILL STREET BELMONT, MA 02478	NONE	PUBLIC CHARITY	GRANT MCCLEAN HOSPITAL	7,500.
NATIONAL WILDLIFE FEDERATION 11100 WILDLIFE CENTER DRIVE RESTON, VA 20190	NONE	PUBLIC CHARITY	GRANT	25,000.
NORTHEASTERN UNIVERSITY 360 HUNTINGOTN AVE BOSTON, MA 02115	NONE	PUBLIC CHARITY	GRANT: NORTHEASTERN STUDENTS4GIVING	20,000.
PENBAY HEATHCARE 4 WHITE STREET ROCKLAND, ME 04841	NONE	PUBLIC CHARITY	GRANT: HOSPICE HOUSE	10,000.
PHOENIX CHILDRENS'S HOSPITAL 1919 EAST THOMAS ROAD PHOENIX, AZ 85016	NONE	PUBLIC CHARITY	GRANT	75,000.
Total from continuation sheets				487,500.

**Part XV** Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
RAGGED MOUNTAIN RECREATION AREA FOUNDATION 5 SPRING MOUNTAIN DRIVE ROCKPORT, ME 04856	NONE	PUBLIC CHARITY	GRANT	100,000.
RAGGED MOUNTAIN RECREATION AREA FOUNDATION 5 SPRING MOUNTAIN DRIVE ROCKLAND, ME 04856	NONE	PUBLIC CHARITY	GRANT	20,000.
SAINTE LUKES FOUNDATION INC 377 NORTH WILTON DRIVE NEW CANAAN, CT 06840	NONE	PUBLIC CHARITY	GRANT	20,000.
SETON SCHOOL 1 FREE STREET CAMDEN, ME 04843	NONE	PUBLIC CHARITY	GRANT	50,000.
<b>Total from continuation sheets</b>				



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**FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1**


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SOURCE	AMOUNT
MONEY MARKET FUND INTEREST	208.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	<u>208.</u>

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**FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2**


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SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
DIVIDENDS AND INTEREST SECURITIES	422,761.	84,419.	338,342.
ORIGINAL ISSUE DISCOUNT INCOME	333.	0.	333.
TOTAL TO FM 990-PF, PART I, LN 4	<u>423,094.</u>	<u>84,419.</u>	<u>338,675.</u>

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**FORM 990-PF OTHER INCOME STATEMENT 3**


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DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
GRE II PRIVATE INVESTORS- SUB F LOSS	0.	<16.>	
TOTAL TO FORM 990-PF, PART I, LINE 11	<u>0.</u>	<u>&lt;16.&gt;</u>	

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**FORM 990-PF TAXES STATEMENT 4**


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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES PAID	4,534.	4,534.		0.
TO FORM 990-PF, PG 1, LN 18	<u>4,534.</u>	<u>4,534.</u>		<u>0.</u>

FORM 990-PF	OTHER EXPENSES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
GRE II PRIVATE INVESTORS LLC	0.	3,352.			0.
GRE II PRIVATE INVESTORS LLC	0.	6.			0.
TOTAL TO FORM 990-PF, PG 1, LN 23	0.	3,358.			0.

FORM 990-PF	OTHER INCREASES IN NET ASSETS OR FUND BALANCES	STATEMENT	6
DESCRIPTION		AMOUNT	
NONTAXABLE DISTRIBUTIONS		838.	
MUTUAL FUND TIMING DIFFERENCES		4,643.	
BASIS ADJUSTMENT		50,000.	
TOTAL TO FORM 990-PF, PART III, LINE 3		55,481.	

FORM 990-PF	CORPORATE STOCK		STATEMENT	7
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE		
COMMON STOCKS AND EQUITY MUTUAL FUNDS	6,708,359.	7,325,268.		
TOTAL TO FORM 990-PF, PART II, LINE 10B	6,708,359.	7,325,268.		

FORM 990-PF	CORPORATE BONDS		STATEMENT	8
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE		
FIXED INCOME MUTUAL FUNDS	4,441,156.	4,449,118.		
TOTAL TO FORM 990-PF, PART II, LINE 10C	4,441,156.	4,449,118.		

FORM 990-PF

OTHER INVESTMENTS

STATEMENT 9

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
ALTERNATIVE INVESTMENTS	COST	1,565,677.	1,553,841.
TOTAL TO FORM 990-PF, PART II, LINE 13		1,565,677.	1,553,841.

FORM 990-PF

GRANT APPLICATION SUBMISSION INFORMATION  
PART XV, LINES 2A THROUGH 2D

STATEMENT 10

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

JAMES LARGEY- JPMORGAN CHASE BANK, NA  
270 PARK AVE, FL 18  
NEW YORK, NY 10017

TELEPHONE NUMBER

NAME OF GRANT PROGRAM

212-464-1937

ARTHUR K WATSON TRUST

FORM AND CONTENT OF APPLICATIONS

NO FORM

ANY SUBMISSION DEADLINES

NO DEADLINES

RESTRICTIONS AND LIMITATIONS ON AWARDS

GRANTS ARE LIMITED FOR THE PURPOSES OF MEDICAL RESEARCH AND THE PROVISION  
OF  
NON-GOVERNMENT EDUCATION PROGRAMS.



CHARITABLE TR U/W/O A K WATSON -PRIN ACCT. P15955001  
 For the Period 5/1/12 to 5/31/12

## Account Summary

### PRINCIPAL

Asset Allocation	Beginning Market Value	Ending Market Value	Change In Value	Estimated Annual Income	Current Allocation
Equity	8,361,693.45	7,325,268.38	(1,036,425.07)	111,434.15	51%
Alternative Assets	1,574,763.62	1,553,840.82	(20,922.80)	2,028.45	10%
Cash & Fixed Income	5,254,353.27	5,654,386.63	400,033.36	195,829.87	39%
Market Value	\$15,190,810.34	\$14,533,495.83	(\$657,314.51)	\$309,292.47	100%

### INCOME

Cash Position	Beginning Market Value	Ending Market Value	Change In Value
Cash Balance	132,596.09	148,781.98	16,185.89
Accruals	10,196.01	14,935.05	4,739.04
Market Value	\$142,792.10	\$163,717.03	\$20,924.93

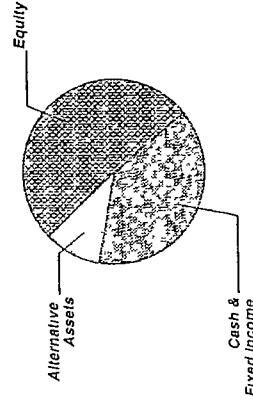
### PRINCIPAL

Portfolio Activity	Current Period Value	Year-to-Date Value
Beginning Market Value	15,190,810.34	15,679,674.57
Additions		(255,000.00)
Withdrawals & Fees	\$0.00	(\$255,000.00)
Net Additions/Withdrawals	180.85	332.54
Income	(657,495.36)	(891,511.28)
Change in Investment Value	\$14,533,495.83	\$14,533,495.83
Ending Market Value	--	--
Accruals	--	--
Market Value with Accruals	--	--

### INCOME

Current Period Value	Year-to-Date Value
132,596.09	261,631.52
(10.17)	(472,805.47)
(\$10.17)	(\$447,805.47)
16,196.06	334,955.93
\$148,781.98	\$148,781.98
14,935.05	14,935.05
\$163,717.03	\$163,717.03

### Asset Allocation





CHARITABLE TR U/W/O A K WATSON -PRIN ACCT. P 15955001  
 For the Period 5/1/12 to 5/31/12

**Account Summary** CONTINUED

Tax Summary	Current Period Value	Year-to-Date Value
Domestic Dividends/Distributions	16,057.60	333,241.66
Foreign Dividends	113.35	1,506.36
Interest Income	25.11	207.91
Original Issue Discount	180.85	332.54
<b>Taxable Income</b>	<b>\$16,376.91</b>	<b>\$335,288.47</b>

	Current Period Value	Year-to-Date Value
LT Capital Gain Distributions	8,019.19	84,356.79
ST Realized Gain/Loss	63,717.84	9,444.17
LT Realized Gain/Loss		223,978.56
<b>Realized Gain/Loss</b>	<b>\$71,737.03</b>	<b>\$317,779.52</b>

	To-Date Value
<b>Unrealized Gain/Loss</b>	<b>\$634,087.39</b>

Cost Summary	Cost
Equity	6,708,359.30
Cash & Fixed Income	5,646,424.59
<b>Total</b>	<b>\$12,354,783.89</b>

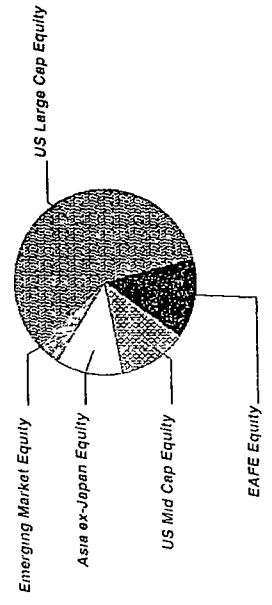


CHARITABLE TR UW/O A K WATSON -PRIN ACCT. P15955001  
 For the Period 5/1/12 to 5/31/12

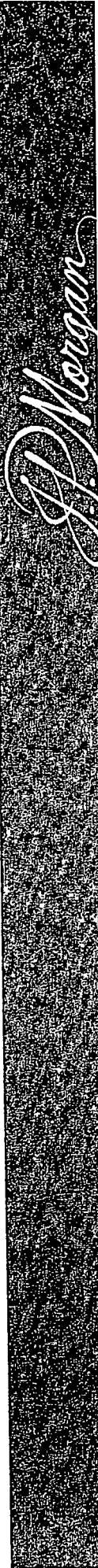
### Equity Summary

Asset Categories	Beginning Market Value	Ending Market Value	Change In Value	Current Allocation
US Large Cap Equity	5,105,845.06	4,341,090.78	(764,154.28)	30%
US Mid Cap Equity	932,346.92	893,106.11	(39,240.81)	6%
EAFE Equity	1,142,489.05	1,022,362.14	(120,126.91)	7%
Asia ex-Japan Equity	896,872.68	814,249.81	(82,622.87)	6%
Emerging Market Equity	284,139.74	253,859.54	(30,280.20)	2%
<b>Total Value</b>	<b>\$8,361,693.45</b>	<b>\$7,325,268.38</b>	<b>(\$1,036,425.07)</b>	<b>51%</b>

Market Value/Cost	Current Period Value
Market Value	7,325,268.38
Tax Cost	6,708,359.30
Unrealized Gain/Loss	616,909.08
Estimated Annual Income	111,434.15
Accrued Dividends	3,800.89
Yield	1.52%



Equity as a percentage of your portfolio - 51%



CHARITABLE TR U/W/O A K WATSON -PRIN ACCT P15955001  
 For the Period 5/1/12 to 5/31/12

Note P indicates position adjusted for Pending Trade Activity

### Equity Detail

	Price	Quantity	Value	Adjusted Tax Cost Original Cost	Unrealized Gain/Loss	Est. Annual Inc Accrued Div	Yield
<b>US Large Cap Equity</b>							
ABBOTT LABORATORIES 002824-10-0 ABT	61.79	77,000	4,757.83	4,698.54	59.29	157.08	3.30%
ACE LTD NEW H0023R-10-5 ACE	72.33	122,000	8,824.26	5,536.91	3,287.35	239.12	2.71%
ALLERGAN INC 018490-10-2 AGN	90.25	68,000	6,137.00	5,859.37	277.63	13.60	0.22%
ALTEGRA CORP 021441-10-0 ALTR	33.41	202,000	6,748.82	7,657.75	(908.93)	64.64	0.96%
AMAZON COM INC 023135-10-6 AMZN	212.91	54,000	11,497.14	5,312.23	6,184.91	25.60	
AMERIPRISE FINANCIAL INC 03076C-10-6 AMP	47.92	69,000	3,306.48	3,667.18	(360.70)	96.60	2.92%
ANADARKO PETROLEUM CORP 032511-10-7 APC	61.00	85,000	5,185.00	5,369.62	(784.62)	30.60	0.59%
APPLE INC. 037833-10-0 AAPL	577.73	85,000	49,107.05	6,478.21	42,628.84		
AT&T INC 00206R-10-2 T	34.17	260,000	8,884.20	8,287.94	596.26	457.60	5.15%
AUTOZONE INC 053332-10-2 AZO	380.26	15,000	5,703.90	4,295.46	1,408.44		
BAIDU INC SPONS ADR 056752-10-8 BIDU	117.77	29,000	3,415.33	2,669.43	745.90		





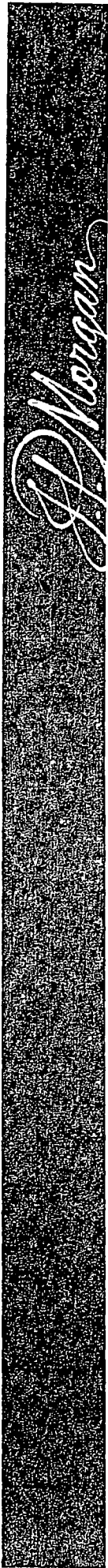
CHARTABLE TR U/W/O A K WATSON -PRIN ACCT P15955001  
 For the Period 5/1/12 to 5/31/12

	Price	Quantity	Value	Adjusted Tax Cost Original Cost	Unrealized Gain/Loss	Est Annual Inc Accrued Div	Yield
<b>US Large Cap Equity</b>							
BANK OF AMERICA CORP 060505-10-4 BAC	7.35	632 000	4,645.20	8,508.19	(3,862.99)	25.28 6.32	0.54%
BIOGEN IDEC INC 09062X-10-3 BIIB	130.75	74 000	9,675.50	4,438.03	5,237.47		
CAMERON INTERNATIONAL CORPORATION 13342B-10-5 CAM	45.69	80 000	3,655.20	4,265.59	(610.39)		
CAPITAL ONE FINANCIAL CORP 14040H-10-5 COF	51.37	111 000	5,702.07	4,947.71	754.36	22.20	0.39%
CARDINAL HEALTH INC 14149Y-10-8 CAH	41.38	190 000	7,862.20	5,169.11	2,693.09	180.50	2.30%
CAREFUSION CORPORATION 14170T-10-1 CFN	24.24	149 000	3,611.76	3,812.07	(200.31)		
CBS CORP CLASS B W/I 124857-20-2 CBS	31.92	271 000	8,650.32	6,966.78	1,683.54	108.40	1.25%
CELGENE CORPORATION 151020-10-4 CELG	68.25	106 000	7,234.50	4,729.44	2,505.06		
CENTERPOINT ENERGY INC 15189T-10-7 CNP	20.23	388 000	7,849.24	6,244.05	1,605.19	314.28 127.58	4.00%
CISCO SYSTEMS INC 17275R-10-2 CSCO	16.33	614 000	10,026.62	4,291.02	5,735.60	196.48	1.96%
CITIGROUP INC NEW 172967-42-4 C	26.51	296 000	7,846.96	9,822.14	(1,975.18)	11.84	0.15%
CITRIX SYSTEMS INC 177376-10-0 CTXS	73.08	45 000	3,288.60	2,588.69	699.91		



CHARITABLE TR U/W/O A K WATSON -PRIN ACCT. P15955001  
For the Period 5/1/12 to 5/31/12

	Price	Quantity	Value	Adjusted Tax Cost Original Cost	Unrealized Gain/Loss	Est Annual Inc. Accrued Div.	Yield
<b>US Large Cap Equity</b>							
CME GROUP INC	257.57	22,000	5,666.54	6,371.51	(704.97)	196.24	3.46%
CLASS A COMMON STOCK 12572Q-10-5 CME							
COGNIZANT TECHNOLOGY SOLUTIONS CORP CL A 192446-10-2 CTSH	58.25	149,000	8,679.25	7,578.70	1,100.55		
COLGATE PALMOLIVE CO 194162-10-3 CL	98.30	55,000	5,406.50	4,320.90	1,085.60	136.40	2.52%
COMCAST CORP CL A 20030N-10-1 CMCS A	28.91	299,000	8,644.09	5,837.03	2,807.06	194.35	2.25%
COVIDIEN PLC NEW G2554F-11-3 COV	51.78	144,000	7,456.32	5,536.27	1,920.05	129.60	1.74%
CSX CORP 126408-10-3 CSX	20.89	337,000	7,039.93	7,209.86	(169.93)	188.72 34.16	2.68%
CULLEN HIGH DIVIDEND EQUITY FUND 230001-40-6 CHDV X	13.01	26,409,007	343,581.18	287,330.00	56,251.18	9,084.69	2.64%
CVS CAREMARK CORPORATION 126650-10-0 CVS	44.94	167,000	7,504.98	4,276.81	3,228.17	108.55	1.45%
E I DU PONT DE NEMOURS & CO 263534-10-9 DD	48.26	278,000	13,416.28	10,026.98	3,389.30	478.16 191.78	3.56%
E M C CORP MASS 268648-10-2 EMC	23.85	207,000	4,936.95	4,182.32	754.63		
EMERSON ELECTRIC CO 291011-10-4 EMR	46.77	166,000	7,763.82	8,458.52	(694.70)	265.60 101.60	3.42%
EOG RESOURCES INC 26875P-10-1 EOG	99.30	64,000	6,355.20	4,316.38	2,038.82	43.52	0.68%



CHARITABLE TR U/W/O A K WATSON -PRIN ACCT P15955001  
For the Period 5/1/12 to 5/31/12

	Price	Quantity	Value	Adjusted Tax Cost Original Cost	Unrealized Gain/Loss	Est Annual Inc. Accrued Div	Yield
<b>US Large Cap Equity</b>							
EQT CORPORATION 26884L-10-9 EQT	46.38	68,000	3,153.84	3,550.61	(396.77)	59.84 23.76	1.90%
EXXON MOBIL CORP 30231G-10-2 XOM	78.63	305,000	23,982.15	7,584.30	16,397.85	695.40 276.45	2.90%
FMI FDS INC LARGE CAP FD 302933-20-5 FMIH X	15.97	33,361,134	532,777.31	400,000.00	132,777.31	5,871.55	1.10%
FREEMONT-MCMORAN COPPER & GOLD INC CL B 35671D-85-7 FCX	32.04	254,000	8,138.16	6,082.18	2,055.98	317.50	3.90%
GENERAL MILLS INC 370334-10-4 GIS	38.28	236,000	9,034.08	7,115.48	1,918.60	287.92	3.19%
GENERAL MOTORS CO 37045V-10-0 GM	22.20	206,000	4,573.20	6,745.13	(2,171.93)		
GENERAL ELECTRIC CO 369604-10-3 GE	19.09	319,000	6,089.71	5,188.82	900.89	216.92	3.56%
GOLDMAN SACHS GROUP INC 38141G-10-4 GS	95.70	96,000	9,187.20	8,490.36	696.84	176.64 44.16	1.92%
GS BREN SPX 02/06/13 10%BUFFER-2 XLEV- 7.1%CAP 14.2%MAXTRRN INITIAL LEVEL-01/20/12 SPX 1315.38 38143U-N4-9	101.14	225,000,000	227,553.75	222,750.00	4,803.75		
HOME DEPOT INC 437076-10-2 HD	49.34	165,000	8,141.10	5,574.18	2,566.92	191.40 47.85	2.35%
HONEYWELL INTERNATIONAL INC 438516-10-6 HON	55.66	144,000	8,015.04	5,808.82	2,206.22	214.56 53.64	2.68%



CHARITABLE TR U/W/O A K WATSON -PRIN ACCT P15955001  
For the Period 5/1/12 to 5/31/12

	Price	Quantity	Value	Adjusted Tax Cost Original Cost	Unrealized Gain/Loss	Est Annual Inc. Accrued Div	Yield
<b>US Large Cap Equity</b>							
HSBC CONT BUFF EQ SPX 06/27/12	103.42	280,000,000	289,576.00	277,200.00	12,376.00		
80% CONTIN BARRIER- 2.35%CPN 20% CAP INITIAL LEVEL-06/10/11 SPX 1,270.98 4042K1-JV-6							
HSBC MARKET PLUS SPX 03/18/13	110.85	230,000,000	254,955.00	227,125.00	27,830.00		
78% CONTIN BARRIER- 0%CPN UNCAPPED INITIAL LEVEL-09/09/11 SPX 1,154.23 4042K1-NK-5							
HUMANA INC 444859-10-2 HUM	76.39	98,000	7,486.22	7,111.72	374.50	101.92	1.36%
INTERCONTINENTAL EXCHANGE INC 45865V-10-0 ICE	122.45	29,000	3,551.05	3,250.62	300.43		
INVESCO LTD G491BT-10-8 IVZ	21.75	249,000	5,415.75	4,698.07	717.68	171.81 42.95	3.17%
JOHNSON CONTROLS INC 478366-10-7 JCI	30.14	408,000	12,297.12	1,872.03	10,425.09	293.76	2.39%
JPM LARGE CAP GROWTH FD - SEL 4812CO-53-0 SEEG X	23.24	20,526,483	477,035.46	463,395.66	13,639.80	4,146.34	0.87%
JPM US LRGE CAP CORE PLUS FD - SEL 4812A2-38-9 JLPS X	20.71	37,557,638	777,818.68	606,433.09	171,385.59	13,520.74	1.74%
JUNIPER NETWORKS INC 48203R-10-4 JNPR	17.20	220,000	3,784.00	3,579.20	204.80		
KRAFT FOODS INC CLASS A 50075N-10-4 KFT	38.27	258,000	9,873.66	8,875.40	998.26	299.28	3.03%
LAM RESEARCH CORP 512807-10-8 LRCX	37.30	69,000	2,573.70	2,773.27	(199.57)		



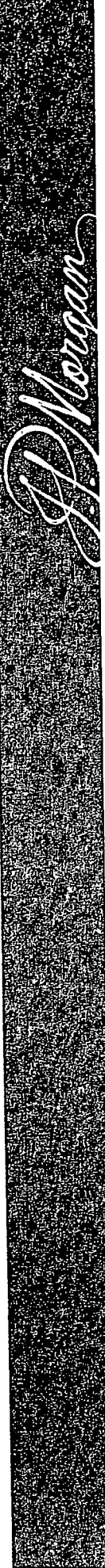
CHARITABLE TR U/W/O A K WATSON -PRIN ACCT P15955001  
For the Period 5/1/12 to 5/31/12

	Price	Quantity	Value	Adjusted Tax Cost Original Cost	Unrealized Gain/Loss	Est Annual Inc Accrued Div	Yield
<b>US Large Cap Equity</b>							
LENNAR CORP 526057-10-4 LEN	27 29	171 000	4,666 59	2,408 91	2,257 68	27 36	0 59%
LINKEDIN CORP - A 53578A-10-8 LNKD	96 10	35 000	3,363 50	3,465 57	(102 07)		
LOWES COMPANIES INC 548661-10-7 LOW	26 72	424 000	11,329 28	8,577 93	2,751 35	237 44	2 10%
MANNING & NAPIER FUND INC EQUITY SERIES 563821-60-2 EXEY X	17 70	24,778 809	438,584 92	381,307 71	57,277 21	1,015 93	0 23%
MARRIOTT INTERNATIONAL INC CL A 571903-20-2 MAR	38 71	147 000	5,690 37	5,136 22	554 15	76 44 19 11	1,34%
MASTERCARD INC - CLASS A 57636Q-10-4 MA	406 51	11 000	4,471 61	1,986 74	2,484 87	13 20	0 30%
MERCK AND CO INC 58933Y-10-5 MRK	37 58	385 000	14,468 30	11,771 10	2,697 20	646 80	4 47%
METLIFE INC 59156R-10-8 MET	29 21	266 000	7,769 86	7,718 39	51 47	196 84	2 53%
MICROSOFT CORP 594918-10-4 MSFT	29 19	900 000	26,271 00	20,146 44	6,124 56	720 00 180 00	2,74%
MS CONT BUFF EQ SPX 06/20/12 80% CONTIN BARRIER- 1 3%CPN 20% CAP INITIAL LEVEL-06/03/11 SPX 1,300 16 617482-UZ-5	101 72	280,000 000	284,802 00	277,200 00	7,602 00		
NETAPP INC 64110D-10-4 NTAP	29 76	110 000	3,273 60	4,115 70	(842 10)		



CHARITABLE TR U/W/O A K WATSON -PRIN ACCT P15955001  
For the Period 5/1/12 to 5/31/12

	Price	Quantity	Value	Adjusted Tax Cost Original Cost	Unrealized Gain/Loss	Est Annual Inc Accrued Div	Yield
<b>US Large Cap Equity</b>							
NIKE INC B 654106-10-3 NIKE	108 18	73 000	7,897 14	4,191 58	3,705 56	105 12 26 28	1 33%
NORFOLK SOUTHERN CORP 655844-10-8 NSC	65 52			0 00		107 63	2 87%
OCCIDENTAL PETROLEUM CORP 674599-10-5 OXY	79 27	167 000	13,238 09	8,255 79	4,982 30	360 72	2 72%
ORACLE CORP 68389X-10-5 ORCL	26 47	494 000	13,076 18	10,803 94	2,272 24	118 56	0 91%
PACCAR INC 693718-10-8 PCAR	37 57	192 000	7,213 44	5,978 23	1,235 21	153 60 38 40	2 13%
PFIZER INC 717081-10-3 PFE	21 87	748 000	16,358 76	10,343 58	6,015 18	658 24 239 58	4 02%
PIONEER NATURAL RESOURCES CO 723787-10-7 PXD	96 70	58 000	5,608 60	4,792 47	816 13	4 64	0 08%
PROCTER & GAMBLE CO 742718-10-9 PG	62 29	240 000	14,949 60	2,453 69	12,495 91	539 52	3 61%
PRUDENTIAL FINANCIAL INC 744320-10-2 PRU	46 45	125 000	5,806 25	4,346 47	1,459 78	181 25	3 12%
QUALCOMM INC 747525-10-3 QCOM	57 31	243 000	13,926 33	4,213 68	9,712 65	243 00 60 75	1 74%
SCHLUMBERGER LTD 806657-10-8 SLB	63 25	190 000	12,017 50	15,750 12	(3,732 62)	209 00 52 25	1 74%
TD AMERITRADE HOLDING CORPORATION 87236Y-10-8 AMTD	17 16	177 000	3,037 32	2,717 10	320 22	42 48	1 40%
THE ESTEE LAUDER COMPANIES INC CL A 518439-10-4 EL	54 15	67 000	3,628 05	3,381 29	246 76	35 17	0 97%



CHARITABLE TR U/W/O A K WATSON -PRIN ACCT P15955001  
For the Period 5/1/12 to 5/31/12

	Price	Quantity	Value	Adjusted Tax Cost Original Cost	Unrealized Gain/Loss	Est Annual Inc. Accrued Div.	Yield
<b>US Large Cap Equity</b>							
TIME WARNER INC NEW	34.47	416 000	14,339.52	9,097.87	5,241.65	432.64 108.16	3.02%
887317-30-3 TWX							
TYCO INTERNATIONAL LTD H89128-10-4 TYC	53.16	149 000	7,920.84	5,491.75	2,429.09	149.00	1.88%
UNITEDHEALTH GROUP INC 91324P-10-2 UNH	55.77	164 000	9,146.28	6,333.92	2,812.36	106.60	1.17%
UNITED TECHNOLOGIES CORP 913017-10-9 UTX	74.11	204 000	15,118.44	6,136.75	8,981.69	391.68 97.92	2.59%
US BANCORP DEL 902973-30-4 USB	31.11	203 000	6,315.33	4,363.40	1,951.93	158.34	2.51%
VERIZON COMMUNICATIONS INC 92343V-10-4 VZ	41.64	246 000	10,243.44	5,604.92	4,638.52	492.00	4.80%
VERTEX PHARMACEUTICALS INC 92532F-10-0 VRTX	60.04	84 000	5,043.36	2,291.55	2,751.81		
WALTER ENERGY INC 93317Q-10-5 WLT	48.45	61 000	2,955.45	4,422.25	(1,466.80)	30.50 12.50	1.03%
WELLS FARGO & CO 949746-10-1 WFC	32.05	688 000	22,050.40	15,417.34	6,633.06	605.44 239.80	2.75%
WILLIAMS COMPANIES INC 969457-10-0 WMB	30.53	263 000	8,029.39	6,461.29	1,568.10	315.60	3.93%
YUM BRANDS INC 988498-10-1 YUM	70.36	199 000	14,001.64	6,829.29	7,172.35	226.86	1.62%
Total US Large Cap Equity			\$4,341,690.78	\$3,640,377.66	\$701,313.12	\$47,803.60 \$2,161.63	1.10%



CHARITABLE TR U/W/O A K WATSON -PRIN ACCT. P15955001  
 For the Period 5/1/12 to 5/31/12

	Price	Quantity	Value	Adjusted Tax Cost Original Cost	Unrealized Gain/Loss	Est. Annual Inc Accrued Div	Yield
<b>US Mid Cap Equity</b>							
ASTON RIVER RD DIV ALL CAP VAL FD 00080Y-87-6 ARID X	10.91	39,787.798	434,084.88	450,000.00	(15,915.12)	11,657.82 1,639.26	2.69%
JPM MID CAP VALUE FD - SEL 339183-10-5 JMVS X	25.34	18,114.492	459,021.23	362,805.39	96,215.84	7,753.00	1.69%
<b>Total US Mid Cap Equity</b>			<b>\$893,106.11</b>	<b>\$812,805.39</b>	<b>\$80,300.72</b>	<b>\$19,410.82 \$1,639.26</b>	<b>2.18%</b>
<b>EAFE Equity</b>							
ARTIO INTERNATIONAL EQUITY II - I 04315J-83-7 JETI X	9.52	28,091.084	267,427.12	403,766.04	(136,338.92)	5,253.03	1.96%
BARC BREN EAFE 08/01/12 10%BUFFER-2 XLEV- 7.61%CAP 15.22%MAXTRN INITIAL LEVEL-07/15/11 SX5E 2675 38 UKX.5843.66 TPX 859 36 06738K-PP-0	83.47	230,000.000	191,981.00	227,700.00	(35,719.00)		
HSBC BREN EAFE 05/01/13 10%BUFFER-2 XLEV- 9%CAP 18%MAXTRN INITIAL LEVEL-04/13/12 SX5E 2291 51 UKX 5701 35 TPX 815 48 4042K1-G3-1	90.93	160,000.000	145,488.00	158,400.00	(12,912.00)		
<b>Total EAFE Equity</b>			<b>\$1,022,362.14</b>	<b>\$1,211,414.13</b>	<b>(4,082.07)</b>	<b>21,008.46 \$26,261.49</b>	<b>5.03% 2.57%</b>





CHARITABLE TR U/W/O A K WATSON -PRIN ACCT. P15955001  
 For the Period 5/1/12 to 5/31/12

	Price	Quantity	Value	Adjusted Tax Cost Original Cost	Unrealized Gain/Loss	Est Annual Inc. Accrued Div	Yield
<b>Asia ex-Japan Equity</b>							
ABERDEEN ASIA PACIFIC (EX JAPAN) EQUITY FUND - INSTITUTIONAL SERVICE SHARES 003021-69-8 AAPL X	10 19	38,096 447	388,202 79	375,250 00	12,952 79	8,762 18	2 26 %
MATTHEWS PACIFIC TIGER INSTL FUND 577130-83-4 MIPT X	20 58	20,701 993	426,047 02	382,059 47	43,987 55	3,146 70	0 74 %
Total Asia ex-Japan Equity			\$814,249.81	\$757,309.47	\$56,940.34	\$11,908.88	1.46 %
<b>Emerging Market Equity</b>							
VANGUARD MSCI EMERGING MARKETS ETF 922042-85-8 VWO	38 02	6,677 000	253,859 54	266,452 65	(32,593 11)	6,049 36	2 38 %

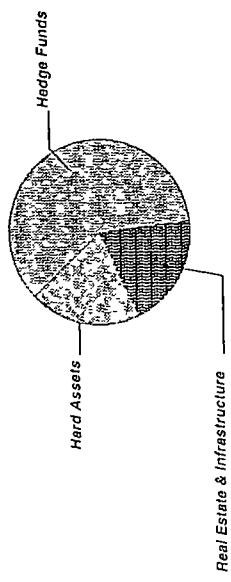


CHARITABLE TR U/W/O A K WATSON - PRIN ACCT P15955001  
 For the Period 5/1/12 to 5/31/12

### Alternative Assets Summary

Asset Categories	Beginning Estimated Value	Ending Estimated Value	Change In Value	Current Allocation
Hedge Funds	865,906 65	867,026 25	1,119 60	6%
Real Estate & Infrastructure	361,921 30	361,921 30	0 00	2%
Hard Assets	346,935 67	324,893 27	(22,042 40)	2%
<b>Total Value</b>	<b>\$1,574,763.62</b>	<b>\$1,553,840.82</b>	<b>(\$20,922.80)</b>	<b>10%</b>

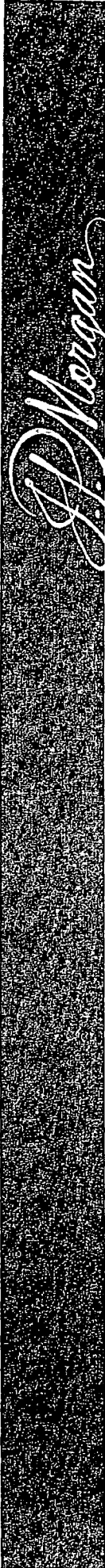
### Asset Categories



Alternative Assets as a percentage of your portfolio - 10 %

### Alternative Assets Detail

Hedge Funds	Price	Quantity	Estimated Value	Cost
BLACKSTONE PARTNERS OFFSHORE FUND LTD CLASS H2 - NEW ISSUES INELIGIBLE NON-SELF DEALING FIDUCIARY INVESTORS - LEAD SERIES N/O Client	1,169.35 4/30/12	741 460	867,026 25	750,000 00



CHARITABLE TR U/W/O A K WATSON -PRIN ACCT. P15955001  
 For the Period 5/1/12 to 5/31/12

	Quantity/Original Commitment Amount	Cost/Net Capital Called Since Inception	Net Distributions Since Inception	Estimated Value	Est Annual Inc Accrued Div	Yield
<b>Real Estate &amp; Infrastructure</b>						
GRE II PRIVATE INVESTORS, LLC FIDUCIARY LEAD SERIES N/O Client 389001-94-2	427,320.07	500,000.00		361,921.30 12/30/11		

Amounts shown above under "Estimated Value" for private equity funds are estimates based on the latest fund values received from each underlying fund, which value may be as of a date (underlying fund value date) prior to the period covered by this statement. The values provided by the underlying fund have been adjusted for any cash flows between your account and such fund that have occurred subsequent to the underlying fund value date to derive the "Estimated Value". Therefore, such "Estimated Value" may not reflect the value of your interest shown on any fund's actual books and records as of the date of this statement. For additional information, please contact your J.P. Morgan representative. For private equity funds, Estimated Values are based on estimates provided by the underlying funds that are generally presented on a US GAAP basis, which records investments at fair value, or "marked-to-market". Most of these underlying funds also present their audited financial statements on a US GAAP basis (i.e., "marked-to-market"). However, some of these underlying funds present their audited financial statements using the Income Tax Basis of Accounting, which records investments "at cost" based on the accrual basis of accounting for Federal income taxes. Where the underlying fund provides periodic estimates on a "marked-to-market" basis but reflects investments "at cost" in its audited financial statements, the marked-to-market Estimated Value shown herein for a private equity fund may be materially different from the value reflected on such fund's audited financial statements (which are also based on the audited financial statements of the underlying fund).

	Price	Quantity	Estimated Value	Cost
<b>Hard Assets</b>				
GS MARKET PLUS GOLD NOTE 10/22/12 LINKED TO GOLDLNP 20% BUFFER, 35 25% MAXRTN 10/10/11 38143U-YC-9	98.80	169,000,000	166,963.55	167,310.00



CHARITABLE TR U/W/O A K WATSON -PRIN ACCT. P 15955001  
For the Period 5/1/12 to 5/31/12

	Price	Quantity	Estimated Value	Cost
<b>Hard Assets</b>				
HIGHBRIDGE DYNAMIC COMM STRG FD -SEL 48121A-67-0 HDCS X	16 35	9,659 310	157,929 72	148,367 00
<b>Total Hard Assets</b>			<b>\$324,893 27</b>	<b>\$315,677 00</b>

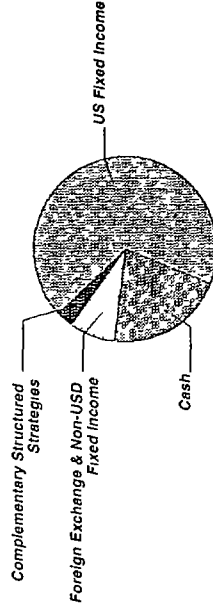


CHARITABLE TR U/W/O A K WATSON -PRIN ACCT. P15955001  
For the Period 5/1/12 to 5/31/12

## Cash & Fixed Income Summary

Asset Categories	Beginning Market Value	Ending Market Value	Change In Value	Current Allocation
Cash	847,457.83	1,205,268.82	357,810.99	8%
US Fixed Income	3,835,195.43	3,904,602.31	69,406.88	27%
Complementary Structured Strategies	121,412.50	118,087.50	(3,325.00)	1%
Foreign Exchange & Non-USD Fixed Income	450,287.51	426,428.00	(23,859.51)	3%
<b>Total Value</b>	<b>\$5,254,353.27</b>	<b>\$5,654,386.63</b>	<b>\$400,033.36</b>	<b>39%</b>

Market Value/Cost	Current Period Value
Market Value	5,654,386.63
Tax Cost	5,646,424.59
Unrealized Gain/Loss	7,962.04
Estimated Annual Income	195,829.87
Accrued Interest	11,134.16
Yield	3.46%



Cash & Fixed Income as a percentage of your portfolio - 39%

### SUMMARY BY MATURITY

Cash & Fixed Income	Market Value	% of Bond Portfolio
0-6 months <sup>1</sup>	5,536,299.13	98%
1-5 years <sup>1</sup>	118,087.50	2%
<b>Total Value</b>	<b>\$5,654,386.63</b>	<b>100%</b>

<sup>1</sup> The years indicate the number of years until the bond is scheduled to mature based on the statement end date. Some bonds may be called, or paid in full, before their stated maturity.

### SUMMARY BY TYPE

Cash & Fixed Income	Market Value	% of Bond Portfolio
Cash	1,205,268.82	21%
International Bonds	413,082.97	7%
Mutual Funds	3,917,947.34	70%
Complementary Structure	118,087.50	2%
<b>Total Value</b>	<b>\$5,654,386.63</b>	<b>100%</b>



CHARITABLE TR U/W/O A K WATSON -PRIN ACCT. P15955001  
For the Period 5/1/12 to 5/31/12

Note: O - Bonds purchased at a discount show accretion  
1 This is the Annual Percentage Yield (APY) which is the rate earned if balances remain on deposit for a full year with compounding, there is no change in the interest rate and all interest is left in the account

\*\* Unrealized Gain/Loss is shown as "N/A" in cases where we do not have appropriate cost information for all tax lots comprising the position. Please contact your J.P. Morgan team for additional information

### Cash & Fixed Income Detail

	Price	Quantity	Value	Adjusted Tax Cost Original Cost	Unrealized Gain/Loss	Est Annual Income Accrued Interest	Yield
<b>Cash</b>							
US DOLLAR PRINCIPAL	1 00	1,200,724 62	1,200,724 62	1,200,724 62		360 21 28 65	0 03% <sup>1</sup>
<b>COST OF PENDING PURCHASES</b>	1 00	(2,001 34)	(2,001 34)	(2,001 34)			
<b>PROCEEDS FROM PENDING SALES</b>	1 00	6,545 54	6,545.54	6,545 54			
<b>Total Cash</b>			<b>\$1,205,268.82</b>	<b>\$1,205,268.82</b>	<b>\$0.00</b>	<b>\$360 21 \$28.65</b>	<b>0.03%</b>
<b>US Fixed Income</b>							
UNITS-JPMCB INTER FIXED INC SEC FD REPRESENTS INTEREST IN RESIDUAL BALANCE Bearer 5529JB-9F-7		22,180 00		N/A **	N/A		
<b>PAYDEN HIGH INCOME FUND</b> 704929-57-2	6 98	38,389 80	267,960 82	252,109 67	15,851 15	20,730 49	7 74%
<b>JPM STR INC OPP FD</b> 4812A4-35-1	11 49	23,743 48	272,812.54	273,049 98	(237 44)	11,871 73 807 28	4 35%



CHARITABLE TR U/W/O A K WATSON -PRIN ACCT P15955001  
For the Period 5/1/12 to 5/31/12

	Price	Quantity	Value	Adjusted Tax Cost Original Cost	Unrealized Gain/Loss	Est. Annual Income Accrued Interest	Yield
<b>US Fixed Income</b>							
DOUBLELINE FDS TR TTL RTN BD I 258620-10-3	11 19	46,791 44	523,596 26	525,000 00	(1,403 74)	39,351 60 2,786 35	7 52%
EATON VANCE FLOATING RATE I 277911-49-1	8 94	30,437 11	272,107 75	270,799 35	1,308 40	11,596 53 2,084 36	4 26%
JPM TOTAL RETURN FD - SEL 4812A4-43-5	10 19	53,247 04	542,587 36	537,262 66	5,324 70	20,872 84 1,597 41	3 85%
JPM SHORT DURATION BOND FD - SEL 4812C1-33-0	10 98	83,182 87	913,347 95	895,405 57	17,942 38	16,802 94 998 19	1 84%
JPM TR I MLT SC INC - SEL 48121A-29-0	9 98	27,281 75	272,271 83	275,000 00	(2,728 17)	28,154 76 1,555 06	10 34%
JPM TR I INFL MANAGED BD - SEL 48121A-56-3	10 71	27,881 04	298,605 95	300,000 00	(1,394 05)	8,643 12 641 26	2 89%
BLACKROCK HIGH YIELD BOND 091929-63-8	7 61	35,483 87	270,032 26	275,000 00	(4,967 74)	17,138 70	6 35%
RIDGEWORTH FDS SEIX FLRT HI I 76628T-67-8	8 75	31,003 98	271,279 59	275,000 00	(3,720 41)	14,168 54 635 60	5 22%
<b>Total US Fixed Income</b>			<b>\$3,904,602 31</b>	<b>\$3,878,627 23</b>	<b>\$25,975 08</b>	<b>\$189,331 25</b> <b>\$11,105 51</b>	<b>4 85%</b>



CHARITABLE TR U/W/O A K WATSON -PRIN ACCT. P15955001  
For the Period 5/1/12 to 5/31/12

	Price	Quantity	Value	Adjusted Tax Cost Original Cost	Unrealized Gain/Loss	Est Annual Income Accrued Interest	Yield
<b>Complementary Structured Strategies</b>							
0 BARC 95% PPN FX BASKET 4/4/14 LINKED TO CNY IDR MXN & RUB VS USD 5% MAX LOSS, UNCAPPED 03/30/2012 06738K-2H-3	94.47	125,000.00	118,087.50	123,457.54 123,125.00	(5,370.04)		
<b>Foreign Exchange &amp; Non-USD Fixed Income</b>							
JPM INTL CURRENCY INCOME FD 4812A3-29-6	10.70	26,743.70	286,157.57	290,704.00	(4,546.43)	1,711.59	0.60%
DREYFUS/LAUREL FDS TR PRM EMRGN MK I 261980-49-4	13.34	10,515.03	140,270.43	148,367.00	(8,096.57)	4,426.82	3.16%
<b>Total Foreign Exchange &amp; Non-USD Fixed Income</b>			<b>\$426,428.00</b>	<b>\$439,071.00</b>	<b>(\$12,643.00)</b>	<b>\$6,138.41</b>	<b>1.44%</b>





CHARITABLE TR U/W/O A K WATSON -PRIN ACCT. P15955001  
 For the Period 5/1/12 to 5/31/12

### Other Summary

Asset Categories	Beginning Estimated Value	Ending Estimated Value	Change In Value	Current Allocation
Other	0 00	0 00	0 00	

Note \*\* Unrealized Gain/Loss is shown as "N/A" in cases where we do not have appropriate cost information for all tax lots comprising the position. Please contact your J P Morgan team for additional information.

### Other Detail

	Price	Quantity	Value	Adjusted Cost Original Cost	Unrealized Gain/Loss	Accruals
Other						
JPMCB SPECIAL EQUITIES FUND		725 000		N/A **	N/A	
INTEREST IN FUTURE CLASS ACTIONS						
Bearer						
15198T-H5-7						