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INTERNAL REVENUE SERVICE

Form **990-PF**
 Department of the Treasury
 Internal Revenue Service

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

OMB No 1545-0052

2011

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

For calendar year 2011 or tax year beginning 07/01, 2011, and ending 06/30, 2012

Name of foundation CHARLES EDWARD STUART CHARITABLE FOUNDATION		A Employer identification number 91-1088288
Number and street (or P O box number if mail is not delivered to street address) BANK OF AMERICA, N.A. P.O. BOX 831041		B Telephone number (see instructions) (800) 357-7094
City or town, state, and ZIP code DALLAS, TX 75283-1041		C If exemption application is pending, check here <input type="checkbox"/>
Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change		D 1 Foreign organizations, check here <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
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		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ 60,204,756.		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>
J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ <i>(Part I, column (d) must be on cash basis)</i>		

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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) (see instructions))		(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 (attach schedule)				
2	Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
3	Interest on savings and temporary cash investments				
4	Dividends and interest from securities	1,927,640.	1,927,640.		STMT 1
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	1,750,916.			
b	Gross sales price for all assets on line 6a	35,474			
7	Capital gain net income (from Part IV, line 2)		1,750,916.		
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) (attach schedule)				
11	Other income (attach schedule)	441.	441.		STMT 9
12	Total Add lines 1 through 11	3,678,997.	3,678,997.		
Operating and Administrative Expenses					
13	Compensation of officers, directors, trustees, etc.	313,549.	188,129.		125,420.
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees (attach schedule)				
b	Accounting fees (attach schedule) STMT 10	1,750.	NONE	NONE	1,750.
c	Other professional fees (attach schedule)				
17	Interest				
18	Taxes (attach schedule) (see instructions) STMT 11	75,988.	12,988.		
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses (attach schedule) STMT 12	1,484.	1,459.		25.
24	Total operating and administrative expenses. Add lines 13 through 23	392,771.	202,576.	NONE	127,195.
25	Contributions, gifts, grants paid	2,600,003.			2,600,003.
26	Total expenses and disbursements Add lines 24 and 25	2,992,774.	202,576.	NONE	2,727,198.
27	Subtract line 26 from line 12				
a	Excess of revenue over expenses and disbursements	686,223.			
b	Net investment income (if negative, enter -0-)		3,476,421.		
c	Adjusted net income (if negative, enter -0-)				

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	-428.		
	2 Savings and temporary cash investments	1,180,042.	882,228.	882,228.
	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 (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach schedule) ▶			
	Less allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10 a Investments - U S and state government obligations (attach schedule)	9,668,900.		
	b Investments - corporate stock (attach schedule)	9,744,135.		
	c Investments - corporate bonds (attach schedule)	19,460,656.		
	11 Investments - land, buildings, and equipment basis ▶			
Less accumulated depreciation ▶ (attach schedule)				
12 Investments - mortgage loans				
13 Investments - other (attach schedule)	16,838,889.	56,741,179.	59,322,528.	
14 Land, buildings, and equipment basis ▶				
Less accumulated depreciation ▶ (attach schedule)				
15 Other assets (describe ▶)				
16 Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	56,892,194.	57,623,407.	60,204,756.	
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶)			
23 Total liabilities (add lines 17 through 22)				
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 and complete lines 27 through 31. ▶ <input checked="" type="checkbox"/>			
	27 Capital stock, trust principal, or current funds	56,892,194.	57,623,407.	
	28 Paid-in or capital surplus, or land, bldg, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
30 Total net assets or fund balances (see instructions)	56,892,194.	57,623,407.		
31 Total liabilities and net assets/fund balances (see instructions)	56,892,194.	57,623,407.		

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	56,892,194.
2 Enter amount from Part I, line 27a	2	686,223.
3 Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 13	3	48,975.
4 Add lines 1, 2, and 3	4	57,627,392.
5 Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 14	5	3,985.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	57,623,407.

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 PUBLICLY TRADED SECURITIES						
b						
c						
d						
e						
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)			
a 35,231,590.		33,723,958.	1,507,632.			
b						
c						
d						
e						
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))			
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any				
a			1,507,632.			
b						
c						
d						
e						
2 Capital gain net income or (net capital loss)				2	1,750,916.	
{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }						
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):				3		
If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8						

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

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

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

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

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

(a) 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	2,377,187.	60,838,901.	0.039073
2009	2,125,417.	55,966,785.	0.037976
2008	2,310,010.	51,791,172.	0.044602
2007			
2006			
2 Total of line 1, column (d)			0.121651
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			0.040550
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5			59,820,878.
5 Multiply line 4 by line 3			2,425,737.
6 Enter 1% of net investment income (1% of Part I, line 27b)			34,764.
7 Add lines 5 and 6			2,460,501.
8 Enter qualifying distributions from Part XII, line 4			2,727,198.

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

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

Table with 11 rows and 2 columns. Row 1: Exempt operating foundations... 34,764. Row 2: Tax under section 511... 2. Row 3: Add lines 1 and 2... 34,764. Row 4: Subtitle A (income) tax... NONE. Row 5: Tax based on investment income... 34,764. Row 6: Credits/Payments. Row 6a: 2011 estimated tax payments... 65,164. Row 6b: Exempt foreign organizations... NONE. Row 6c: Tax paid with application... NONE. Row 6d: Backup withholding... NONE. Row 7: Total credits and payments... 65,164. Row 8: Enter any penalty... X. Row 9: Tax due... 9. Row 10: Overpayment... 30,400. Row 11: Enter the amount of line 10 to be Credited to 2012 estimated tax... 30,400. Refunded.

Part VII-A Statements Regarding Activities

Table with 10 rows and 3 columns (Yes, No, and an empty column). Row 1a: During the tax year, did the foundation attempt to influence any national, state, or local legislation... X. Row 1b: Did it spend more than \$100 during the year... X. Row 1c: Did the foundation file Form 1120-POL for this year? X. Row 2: Has the foundation engaged in any activities that have not previously been reported to the IRS? X. Row 3: Has the foundation made any changes, not previously reported to the IRS... X. Row 4a: Did the foundation have unrelated business gross income of \$1,000 or more during the year? X. Row 4b: If "Yes," has it filed a tax return on Form 990-T for this year? Row 5: Was there a liquidation, termination, dissolution, or substantial contraction during the year? X. Row 6: Are the requirements of section 508(e) satisfied either... X. Row 7: Did the foundation have at least \$5,000 in assets at any time during the year? X. Row 8a: Enter the states to which the foundation reports or with which it is registered... WA. Row 8b: If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General... X. Row 9: Is the foundation claiming status as a private operating foundation... X. Row 10: Did any persons become substantial contributors during the tax year? X.

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) **11** Yes No

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** Yes No

13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? **13** Yes No

Website address NONE

14 The books are in care of BANK OF AMERICA, N.A. Telephone no (206) 358-0912
 Located at 500 5TH AVE, 33RD FL, SEATTLE, WA ZIP + 4 98104-3176

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**

16 At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? **16** Yes No

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

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

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

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

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

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

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

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

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

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

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

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

Organizations relying on a current notice regarding disaster assistance check here

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

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

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? 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

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 15		313,549.	-0-	-0-

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

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

Total number of other employees paid over \$50,000 Yes No **NONE**

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

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

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

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

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 NONE	

2	

3	

4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	

2 NONE	

All other program-related investments See instructions	
3 NONE	

Total. Add lines 1 through 3	

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

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	59,557,591.
b	Average of monthly cash balances	1b	1,174,265.
c	Fair market value of all other assets (see instructions)	1c	NONE
d	Total (add lines 1a, b, and c)	1d	60,731,856.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	60,731,856.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	910,978.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	59,820,878.
6	Minimum investment return. Enter 5% of line 5	6	2,991,044.

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

1	Minimum investment return from Part X, line 6	1	2,991,044.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	34,764.
b	Income tax for 2011. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	34,764.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	2,956,280.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	2,956,280.
6	Deduction from distributable amount (see instructions)	6	NONE
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	2,956,280.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	2,727,198.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	2,727,198.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	34,764.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	2,692,434.

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7				2,956,280.
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only			1,428,306.	
b Total for prior years 20____, 20____, 20____		NONE		
3 Excess distributions carryover, if any, to 2011.				
a From 2006	NONE			
b From 2007	NONE			
c From 2008	NONE			
d From 2009	NONE			
e From 2010	NONE			
f Total of lines 3a through e	NONE			
4 Qualifying distributions for 2011 from Part XII, line 4 ▶ \$ <u>2,727,198.</u>				
a Applied to 2010, but not more than line 2a			1,428,306.	
b Applied to undistributed income of prior years (Election required - see instructions)		NONE		
c Treated as distributions out of corpus (Election required - see instructions)	NONE			
d Applied to 2011 distributable amount				1,298,892.
e Remaining amount distributed out of corpus	NONE			
5 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a))	NONE			NONE
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e. Subtract line 5	NONE			
b Prior years' undistributed income Subtract line 4b from line 2b		NONE		
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		NONE		
d Subtract line 6c from line 6b Taxable amount - see instructions		NONE		
e Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount - see instructions				
f Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2012				1,657,388.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	NONE			
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)	NONE			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	NONE			
10 Analysis of line 9				
a Excess from 2007	NONE			
b Excess from 2008	NONE			
c Excess from 2009	NONE			
d Excess from 2010	NONE			
e Excess from 2011	NONE			

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

NOT APPLICABLE

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			(e) Total
	(a) 2011	(b) 2010	(c) 2009	(d) 2008	
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
<p>a Paid during the year</p> <p>SEE STATEMENT 19</p>				
Total				3a 2,600,003.
<p>b Approved for future payment</p>				
Total				3b

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 Program service revenue, Membership dues, Interest on savings, Dividends, Net rental income, Other investment income, Gain or loss from sales, and Subtotal.

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

Table with 2 columns: 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.

NOT APPLICABLE

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
ABB LTD SPONSORED ADR	436.	436.
AT&T INC	19,635.	19,635.
AT&T INC SR UNSECD NT	5,408.	5,408.
ABBOTT LABORATORIES	7,582.	7,582.
ABBOTT LABS NT	6,201.	6,201.
ADIDAS AG SPONSORED ADR	273.	273.
AIR PRODUCTS & CHEMICALS INC	4,121.	4,121.
ALLEGHENY TECHNOLOGIES INC CONV SR NT	417.	417.
ALLERGAN INC	393.	393.
ALLSTATE CORP SR NT	25,000.	25,000.
ALTRIA GROUP INC	6,195.	6,195.
AMERICAN ELECTRIC POWER INC	5,073.	5,073.
AMERICAN EXPRESS CO	1,617.	1,617.
AMGEN INC COM	1,298.	1,298.
ANADARKO PETE CORP	532.	532.
ANALOG DEVICES INC	1,013.	1,013.
APACHE CORP	792.	792.
APACHE CORP CONV PFD SER D 6.000%	2,719.	2,719.
APTARGROUP INC	118.	118.
AUTOMATIC DATA PROCESSING INC	4,277.	4,277.
BB&T CORP COM	752.	752.
BANCO BRADESCO S A SPONSORED ADR REPSTG	9.	9.
BARNES GROUP INC COM	109.	109.
BEAM INC COM	137.	137.
BERKSHIRE HATHAWAY FIN CORP SR NT	23,125.	23,125.
BHP LTD SPONSORED ADR	1,096.	1,096.
BLACKROCK INC	2,254.	2,254.
BOEING CO	898.	898.
BOFA MONEY MARKET RESERVES CAPITAL CLASS	1,670.	1,670.
BOTTLING GROUP LLC SR NT	23,125.	23,125.
BRISTOL MYERS SQUIBB CO COM	7,805.	7,805.
BUCKEYE TECHNOLOGIES INC COM	44.	44.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
CIGNA CORP	188.	188.
CLECO CORP NEW COM	148.	148.
CME GROUP INC COM	2,736.	2,736.
CMS ENERGY CORP COM	517.	517.
CANADIAN NATIONAL RAILROAD CO (FOREIGN S	46.	46.
CAP GEMINI S A ADR	263.	263.
CARNIVAL CORP PAIRED CTF 1 COM	1,200.	1,200.
CATERPILLAR FINL SVCS CORP MTN	1,590.	1,590.
CELANESE CORP DEL SER A COM	528.	528.
CENOVUS ENERGY INC COM	35.	35.
CENTRICA PLC SPONSORED ADR NEW 2004	389.	389.
CHESAPEAKE ENERGY CORP	811.	811.
CHEUNG KONG HOLDINGS LTD ADR	342.	342.
CHEVRON CORP SR NT	8,625.	8,625.
CHEVRONTXACO CORP COM	22,636.	22,636.
CHINA MOBILE HONG KONG LTD SPONSORED ADR	182.	182.
CHUBB CORP	1,391.	1,391.
CISCO SYS INC NT	14,726.	14,726.
CITIGROUP INC NEW COM	202.	202.
COLGATE-PALMOLIVE CO	1,884.	1,884.
COLUMBIA ACORN INTERNATIONAL FUND CL Z	12,462.	12,462.
COLUMBIA INCOME OPPORTUNITIES FUND CL Z	95,914.	95,914.
COLUMBIA SMALL CAP VALUE FUND II CLASS Z	3,704.	3,704.
COLUMBIA SMALL CAP GROWTH I FUND CLASS Z	7,365.	7,365.
COLUMBUS GA BLDG AUTH LEASE REV SER C OI	34,250.	34,250.
COMCAST CORP NEW CL A COM	4,477.	4,477.
CONOCOPHILLIPS AUSTRALIA FDG CO GTD NT	27,500.	27,500.
CONSOLIDATED EDISON CO NY INC DEB SER 20	24,375.	24,375.
CONSTELLATION ENERGY GROUP INC	1,848.	1,848.
COSTCO WHOLESALE CORP	296.	296.
CRANE CO	78.	78.
CUMMINS ENGINE INC	1,112.	1,112.
D R HORTON INC	515.	515.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
DANONE SPONSORED ADR	424.	424.
DARDEN RESTAURANTS INC	4,954.	4,954.
DELAWARE EMERGING MKTS FUND CL INSTL CL	36,269.	36,269.
DIAGEO PLC SPONSORED ADR	6,066.	6,066.
DIGITAL RLTY TR INC REITS	1,867.	1,867.
DISCOVER FINL SVCS COM	346.	346.
DISH NETWORK CORP COM CL A	7,698.	7,698.
DOMINION RESOURCES INC	488.	488.
DOVER CORP	6,136.	6,136.
DOW CHEMICAL CO	1,131.	1,131.
DR PEPPER SNAPPLE INC COM	1,708.	1,708.
E I DUPONT DE NEMOURS & CO	1,991.	1,991.
EMC CORP CONV SR NT	404.	404.
EMERSON ELECTRIC CO	1,157.	1,157.
ENSCO PLC SPONSORED ADR	984.	984.
L M ERICSSON TEL CO ADR CL B	344.	344.
EXELON CORP COM	3,189.	3,189.
EXPEDIA INC DEL COM	840.	840.
EXXON MOBIL CORPORATION	6,613.	6,613.
FEDERAL FARM CR BKS CONS BD	8,838.	8,838.
FEDERAL FARM CR BKS NT	24,375.	24,375.
FEDERAL HOME LN BKS NT	2,500.	2,500.
FEDERAL HOME LN BKS CONS BD	13,438.	13,438.
FEDERAL HOME LN BKS CONS BD	10,461.	10,461.
FEDERAL HOME LN BKS CONS BD	23,125.	23,125.
FEDERAL HOME LN BKS CONS BD	4,694.	4,694.
FEDERAL HOME LN BKS CONS BD	2,016.	2,016.
FEDERAL HOME LN MTG CORP NT	38,438.	38,438.
FEDERAL HOME LN MTG CORP DTD 10/17/2003	48,750.	48,750.
FEDERAL NATL MTG ASSN NT CALL 3/8/11 @10	7,500.	7,500.
FEDERAL NATL MTG ASSN NT	26,125.	26,125.
FIFTH THIRD BANCORP COM	2,161.	2,161.
FINISH LINE INC CL A	45.	45.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOMENTO ECONOMICO MEXICANO SA SPON ADR	113.	113.
FRANKLIN RES INC COM	3,624.	3,624.
FREEMONT-MCMORAN COPPER & GOLD INC COM	1,854.	1,854.
FRESENIUS MEDICAL CARE AG	133.	133.
ARTHUR J GALLAGHER & CO	1,796.	1,796.
GENERAL DYNAMICS CORP NT	18,712.	18,712.
GENERAL ELECTRIC CO	10,414.	10,414.
GENERAL ELEC CO 01/28/2003 5% 02/01/2013	25,000.	25,000.
GENERAL MILLS INC	2,043.	2,043.
GENERAL MTRS CO CONV PFD JR SER B	1,722.	1,722.
GENUINE PARTS CO	2,622.	2,622.
GLAXOSMITHKLINE PLC SPONSORED ADR	1,735.	1,735.
GOLDMAN SACHS GROUP INC	2,011.	2,011.
GOODRICH CORP	1,242.	1,242.
GRUPO TELEVISA SA DE CV SP ADR	87.	87.
HALLIBURTON CO	1,157.	1,157.
HARBOR INTERNATIONAL FUND INSTL CL	58,464.	58,464.
HARTFORD FINANCIAL SERVICES GROUP INC	2,282.	2,282.
H. J. HEINZ CO	4,383.	4,383.
HERSHEY FOODS CORP	663.	663.
HEWLETT PACKARD CO NT	21,250.	21,250.
HEWLETT-PACKARD CO SR UNSECD NT	12,535.	12,535.
HOME DEPOT INC	6,163.	6,163.
HONEYWELL INTERNATIONAL INC	2,528.	2,528.
HUMANA INC	277.	277.
HUNT J B TRANS SVCS INC COM	926.	926.
HUTCHISON WHAMPOA LTD ADR	233.	233.
ILLINOIS TOOL WORKS INC	1,272.	1,272.
INTEL CORP	5,985.	5,985.
INTERNATIONAL BUSINESS MACHINES CORP	5,684.	5,684.
IBM CORP 11/27/2002 4.75% 11/29/2012	23,750.	23,750.
INTUIT INC	419.	419.
J P MORGAN CHASE & CO COM	14,588.	14,588.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
JPMORGAN CHASE & CO SR NT	7,590.	7,590.
JOHN HANCOCK FDS III DISCIPLINED VALUE M	5,000.	5,000.
JOHNSON & JOHNSON	16,853.	16,853.
KBR INC COM	539.	539.
KELLOGG CO	5,140.	5,140.
KEPPEL CORP LTD SPONSORED ADR	353.	353.
KIMBERLY-CLARK CORP	8,172.	8,172.
KINDER MORGAN INC DEL COM	4,166.	4,166.
KINGFISHER PLC SPONSORED ADR	321.	321.
KONINKLIJKE AHOLD NV SPONSORED ADR 2007	261.	261.
KRAFT FOODS INC CL A COM	1,462.	1,462.
L'OREAL CO ADR	186.	186.
LANCASTER COLONY CORP COM	126.	126.
LAS VEGAS SANDS CORP	1,820.	1,820.
LIMITED BRANDS INC COM	14,941.	14,941.
LORILLARD INC COM	7,943.	7,943.
MB FINL INC NEW COM	10.	10.
MACYS INC COM	3,786.	3,786.
MAXIMUS INC	49.	49.
MCDONALD'S CORP	5,165.	5,165.
MCKESSON CORP	967.	967.
MERCK & CO INC NEW COM	19,078.	19,078.
MEREDITH CORP	1,872.	1,872.
METLIFE INC COM	2,075.	2,075.
METLIFE INC JR SUB NT	3,750.	3,750.
MICROSOFT CORP	10,330.	10,330.
MIDAMERICAN ENERGY CO DTD 10/1/2004 4.65	23,250.	23,250.
NATIONAL OILWELL VARCO INC COM	1,112.	1,112.
NATIONAL PENN BANCSHARES INC COM	120.	120.
NESTLE S A SPONSORED ADR	564.	564.
NEXTERA ENERGY INC COM	2,705.	2,705.
NORDSTROM INC	1,307.	1,307.
NORFOLK SOUTHERN CORP	839.	839.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
NUCOR CORP	2,275.	2,275.
OCCIDENTAL PETE CORP	9,342.	9,342.
ORACLE CORPORATION	987.	987.
OWENS & MINOR INC NEW COM	162.	162.
PG&E CORP	2,847.	2,847.
PNC FINANCIAL SERVICES GROUP INC	8,542.	8,542.
PNC FDG CORP SR NT	9,249.	9,249.
PPG INDUSTRIES INC	4,394.	4,394.
PPL CORPORATION	1,486.	1,486.
PACCAR INC	150.	150.
PACKAGING CORP OF AMERICA	993.	993.
PARKER HANNIFIN CORP	2,439.	2,439.
PENN WEST PETE LTD NEW COM	1,430.	1,430.
PEOPLES UTD FINL INC COM	1,741.	1,741.
PEPSICO INC	9,164.	9,164.
PFIZER INC	14,763.	14,763.
PHILIP MORRIS INTL INC COM	22,708.	22,708.
PIMCO FOREIGN BOND FUND UNHEDGED INSTL C	3,192.	3,192.
PIMCO COMMODITY REALRETURN STRATEGY FUND	349,098.	349,098.
POTASH CORP OF SASKATCHEWAN INC	173.	173.
POWERSHARES WATER RESOURCES PORT	97.	97.
POWERSHARES GLOBAL WATER PORTFOLIO	398.	398.
T ROWE PRICE GROUP INC COM	2,360.	2,360.
PROCTER & GAMBLE CO	2,268.	2,268.
PROCTER & GAMBLE CO NT	17,500.	17,500.
PROTECTIVE LIFE CORP COM	91.	91.
PUBLIC SERVICE ENTERPRISE GROUP INC	6,341.	6,341.
PUBLIC STORAGE INC	1,539.	1,539.
QUALCOMM INC	4,904.	4,904.
RPM INC OHIO	1,273.	1,273.
RAYTHEON CO	3,063.	3,063.
REED ELSEVIER P L C SPONSORED ADR NEW CO	559.	559.
ROCKWELL AUTOMATION INC	501.	501.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
ROWE T PRICE INTL FUNDS INC INTL BD FUND	38,963.	38,963.
ROYAL DUTCH SHELL PLC	192.	192.
ROYAL DUTCH SHELL PLC SPONSORED ADR CL A	17,731.	17,731.
SAFWAY INC	2,022.	2,022.
ST. JUDE MEDICAL INC	1,242.	1,242.
SAP AG SPONSORED ADR	459.	459.
SCHNEIDER ELEC SA ADR	193.	193.
SEMPRA ENERGY	8,784.	8,784.
SHERWIN-WILLIAMS CO	861.	861.
SMITH & NEPHEW PLC SPDN ADR	98.	98.
A O SMITH COM	64.	64.
SUNCOR ENERGY INC NEW COM	61.	61.
SYNGENTA AG SPONSORED ADR	432.	432.
TJX COS INC	395.	395.
TARGET CORP	1,540.	1,540.
TELEFLEX INC	149.	149.
TEVA PHARMACEUTICAL INDS LTD ADR	135.	135.
TEXAS INSTRUMENTS INC	836.	836.
3M CO COM	373.	373.
TIME WARNER INC NEW COM	2,563.	2,563.
TOWER GROUP INC COM	216.	216.
TRUSTMARK CORP COM	211.	211.
U.S. BANCORP	4,270.	4,270.
UNILEVER N V NY SHARES	146.	146.
UNION PACIFIC CORP	2,744.	2,744.
UNITED PARCEL SERVICE CL B	5,360.	5,360.
UNITED STATES TREAS NT DTD 08/16/04	31,875.	31,875.
UNITED STATES TREAS NT DTD 09/30/08 3.12	18,750.	18,750.
UNITED STATES TREAS NT DTD 10/15/09 1.37	1,634.	1,634.
UNITED STATES TREAS NT DTD 06/01/10 2.12	10,625.	10,625.
UNITED STATES TREAS NT DTD 08/02/10 1.75	9,625.	9,625.
UNITED STATES TREAS NT DTD 09/30/10 1.25	4,375.	4,375.
UNITED TECHNOLOGIES CORP	11,897.	11,897.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
V F CORP	300.	300.
VERIZON COMMUNICATIONS	24,198.	24,198.
VERIZON GLOBAL FDG CORP NT	21,875.	21,875.
VIACOM INC CL B COM	2,748.	2,748.
VISA INC CL A COM	1,341.	1,341.
VOLKSWAGEN A G SPONSORED ADR REPSTG PREF	233.	233.
WAL-MART STORES INC	3,882.	3,882.
WAL-MART STORES INC SR NT	28,924.	28,924.
WASTE MANAGEMENT INC	1,933.	1,933.
WELLS FARGO & CO	8,669.	8,669.
WELLS FARGO & CO NEW UNSECD MEDIUM TERM	12,188.	12,188.
WEST VIRGINIA ST TAXABLE INFRASTRUCTURE	16,500.	16,500.
WESTPAC BKG CORP SR UNSECD NT AUSTRALIA	3,163.	3,163.
WILLIAMS COS INC DEL COM	3,774.	3,774.
WISCONSIN ENERGY CORP	405.	405.
WYETH NT	16,500.	16,500.
EXCELSIOR PRIVATE MARKETS FUND II (TE) L	-16,386.	-16,386.
ASPEN INSURANCE HOLDINGS LTD COM	112.	112.
AXIS CAPITAL HOLDINGS LTD COM	777.	777.
ACCENTURE PLC CL A COM	7,871.	7,871.
COVIDIEN PLC COM	3,539.	3,539.
XL GROUP PLC COM	1,721.	1,721.
ACE LTD COM	987.	987.
TE CONNECTIVITY LTD COM	664.	664.
TRANSOCEAN LTD COM	1,888.	1,888.
TYCO INTL LTD NEW F COM	5,056.	5,056.
AVAGO TECHNOLOGIES LTD COM	875.	875.
TOTAL	1,927,640.	1,927,640.

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

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
CITIGROUP INC CONV PFD COM STK EQUIVALEN	441.	441.
TOTALS	441.	441.

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

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	ADJUSTED NET INCOME -----	CHARITABLE PURPOSES -----
TAX PREPARATION FEE	1,750.			1,750.
TOTALS	1,750.	NONE	NONE	1,750.

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

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
FOREIGN TAXES	2,406.	2,406.
FEDERAL EXCISE ESTIMATES	63,000.	
FOREIGN TAXES ON QUALIFIED FOR	7,399.	7,399.
FOREIGN TAXES ON NONQUALIFIED	3,183.	3,183.
TOTALS	75,988.	12,988.
	=====	=====

CHARLES EDWARD STUART CHARITABLE FOUNDATION

91-1088288

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
OTHER INVESTMENT FEE	279.	279.	
STATE FILING FEE	25.		25.
ADVISORY FEE - INVESTMENT	1,180.	1,180.	
TOTALS	1,484.	1,459.	25.

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

DESCRIPTION	AMOUNT
INCOME ADJUSTMENT	871.
REITS	835.
PURCHASED ACCRUED INTEREST	4,228.
ADJUST CARRY VALUE	622.
YEAREND SALES ADJUSTMENT	42,006.
NET ROUNDING	9.
NONDIV DIST	404.
TOTAL	48,975.

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

DESCRIPTION	AMOUNT
SALES ADJUSTMENT	3,985.
TOTAL	3,985.

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

OFFICER NAME:

BANK OF AMERICA, N.A.

ADDRESS:

P.O. BOX 24565
SEATTLE, WA 98124

TITLE:

CO-TRUSTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

COMPENSATION 260,295.

COMPENSATION EXPLANATION:

SEE ATTACHED FOOTNOTE

OFFICER NAME:

PATRICK W. SULLIVAN

ADDRESS:

10404 SW 268TH ST
VASHON, WA 98070-8424

TITLE:

CO-TRUSTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 10

COMPENSATION 53,254.

TOTAL COMPENSATION:

313,549.

=====

RECIPIENT NAME:
AMERICAN HEART ASSOCIATION, INC.
ADDRESS:
7272 GREENVILLE AVE
DALLAS, TX 75231
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
UNRESTRICTED CONTRIBUTION
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID 136,216.

RECIPIENT NAME:
FRED HUTCHINSON CANCER RESEARCH
ADDRESS:
PO BOX 19024
SEATTLE, WA 98109-1024
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
UNRESTRICTED CONTRIBUTION
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID 817,295.

RECIPIENT NAME:
RYTHER CHILD CENTER
ADDRESS:
2400 NE 95TH ST
SEATTLE, WA 98115-2499
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
UNRESTRICTED CONTRIBUTION
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID 136,216.

RECIPIENT NAME:
SEATTLE CHILDREN'S HOME
ADDRESS:
2142 TENTH AVE W
SEATTLE, WA 98119
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
UNRESTRICTED CONTRIBUTION
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID 136,216.

RECIPIENT NAME:
CHILDRENS HOME SOCIETY OF
WASHINGTON
ADDRESS:
3300 NE 65TH ST
SEATTLE, WA 98115-0190
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
UNRESTRICTED CONTRIBUTION
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID 136,216.

RECIPIENT NAME:
SEATTLE ART MUSEUM
ADDRESS:
1300 FIRST AVE
SEATTLE, WA 98101-2003
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
UNRESTRICTED CONTRIBUTION
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID 420,548.

RECIPIENT NAME:
SEATTLE SYMPHONY ORCHESTRA, INC.
ADDRESS:
P.O. BOX 21906
SEATTLE, WA 98111-3906
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
UNRESTRICTED CONTRIBUTION
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID 136,216.

RECIPIENT NAME:
SEATTLE OPERA
ADDRESS:
1020 JOHN ST
SEATTLE, WA 98109
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
UNRESTRICTED CONTRIBUTION
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID 136,216.

RECIPIENT NAME:
HISTORICAL SOCIETY OF SEATTLE
AND KING COUNTY
ADDRESS:
2700 24TH AVE E
SEATTLE, WA 98112-2031
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
UNRESTRICTED CONTRIBUTION
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID 272,432.

RECIPIENT NAME:
UNIVERSITY OF WASHINGTON -
OFFICE OF GIFT PLANNING
ADDRESS:
P.O. BOX 354998
SEATTLE, WA 98195-0001
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
UNRESTRICTED CONTRIBUTION
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID 136,216.

RECIPIENT NAME:
SALVATION ARMY
ADDRESS:
P.O. BOX 9219
SEATTLE, WA 98109-0200
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
UNRESTRICTED CONTRIBUTION
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID 136,216.

TOTAL GRANTS PAID: 2,600,003.
=====

FEDERAL FOOTNOTES

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FORM 990-PF - PART VIII, LINE 1(B) - AVERAGE HOURS PER WEEK DEVOTED TO POSITION: THE COMPENSATION SHOWN ON THE RETURN THAT IS PAID TO BANK OF AMERICA, N.A. AS CORPORATE TRUSTEE IS NOT CALCULATED BASED UPON AN HOURLY RATE FOR TIME SPENT BY THE TRUSTEE; RATHER, BANK OF AMERICA'S COMPENSATION AS CORPORATE TRUSTEE IS CALCULATED USING A MARKET VALUE FEE SCHEDULE. THE TRUST OFFICER'S TIME SPENT PERFORMING ADMINISTRATIVE RESPONSIBILITIES FOR THIS FOUNDATION AVERAGES ONE HOUR PER WEEK. IN ADDITION, TIME IS SPENT BY OTHER STAFF MEMBERS FOR RECORDKEEPING, INVESTMENT MANAGEMENT, INCOME COLLECTION, RENDERING STATEMENTS AND ACCOUNTINGS, REGULATORY REPORTING, REGULATORY COMPLIANCE, AND TAX SERVICES.

**SCHEDULE D
(Form 1041)**

Capital Gains and Losses

OMB No 1545-0092

2011

Department of the Treasury
Internal Revenue Service

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

Name of estate or trust: **CHARLES EDWARD STUART CHARITABLE FOUNDATION**
Employer identification number: **91-1088288**

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

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

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
1a					
b Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b					1b -276,944.
2 Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824					2
3 Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts					3
4 Short-term capital loss carryover. Enter the amount, if any, from line 9 of the 2010 Capital Loss Carryover Worksheet					4 ()
5 Net short-term gain or (loss). Combine lines 1a through 4 in column (f). Enter here and on line 13, column (3) on the back ▶					5 -276,944.

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

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
6a LONG-TERM CAPITAL GAIN DIVIDENDS					243,282.
b Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b					6b 1,784,576.
7 Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824					7
8 Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts					8
9 Capital gain distributions					9 2.
10 Gain from Form 4797, Part I					10
11 Long-term capital loss carryover. Enter the amount, if any, from line 14 of the 2010 Capital Loss Carryover Worksheet					11 ()
12 Net long-term gain or (loss). Combine lines 6a through 11 in column (f). Enter here and on line 14a, column (3) on the back ▶					12 2,027,860.

For Paperwork Reduction Act Notice, see the Instructions for Form 1041. Schedule D (Form 1041) 2011

Part III Summary of Parts I and II		(1) Beneficiaries' (see instr.)	(2) Estate's or trust's	(3) Total
Caution: Read the instructions before completing this part.				
13	Net short-term gain or (loss)	13		-276,944.
14	Net long-term gain or (loss):			
a	Total for year	14a		2,027,860.
b	Unrecaptured section 1250 gain (see line 18 of the wrksht.)	14b		
c	28% rate gain	14c		
15	Total net gain or (loss). Combine lines 13 and 14a ▶	15		1,750,916.

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

Part IV Capital Loss Limitation

16	Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the smaller of: a The loss on line 15, column (3) or b \$3,000	16	()
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Note: If the loss on line 15, column (3), is more than \$3,000, or if Form 1041, page 1, line 22 (or Form 990-T, line 34), is a loss, complete the **Capital Loss Carryover Worksheet** in the instructions to figure your capital loss carryover

Part V Tax Computation Using Maximum Capital Gains Rates

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

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

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

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

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

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

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

OMB No 1545-0092

2011

Department of the Treasury
Internal Revenue Service

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

Name of estate or trust: **CHARLES EDWARD STUART CHARITABLE FOUNDATION**
Employer identification number: **91-1088288**

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

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo., day, yr)	(c) Date sold (mo., day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a 1883. COSTCO WHOLESALE CORP	11/04/2010	07/20/2011	150,562.00	122,332.00	28,230.00
271. COSTCO WHOLESALE CORP	11/04/2010	07/20/2011	21,669.00	17,602.00	4,067.00
44. INTERNATIONAL BUSINESS CORP	09/30/2010	07/20/2011	8,082.00	5,911.00	2,171.00
1176. XL GROUP PLC COM	05/10/2011	07/20/2011	24,910.00	28,349.00	-3,439.00
3630. XL GROUP PLC COM	05/10/2011	07/20/2011	76,891.00	87,442.00	-10,551.00
3096. ADVANCED MICRO DEVIC	12/08/2010	08/03/2011	21,424.00	25,172.00	-3,748.00
4278. ADVANCED MICRO DEVIC	10/28/2010	08/03/2011	29,603.00	32,527.00	-2,924.00
9314. ADVANCED MICRO DEVIC	10/12/2010	08/03/2011	64,452.00	68,453.00	-4,001.00
3899. EMERSON ELECTRIC CO	04/06/2011	08/03/2011	182,520.00	228,260.00	-45,740.00
1480. HESS CORP COM	04/25/2011	08/03/2011	95,716.00	118,616.00	-22,900.00
415. HESS CORP COM	05/10/2011	08/03/2011	26,839.00	32,966.00	-6,127.00
3663. METLIFE INC COM	01/11/2011	08/03/2011	143,257.00	168,628.00	-25,371.00
229. METLIFE INC COM	01/11/2011	08/03/2011	8,956.00	10,542.00	-1,586.00 *
1735. ORACLE CORPORATION	05/26/2011	08/03/2011	51,062.00	57,732.00	-6,670.00
54. PEPSICO INC	09/30/2010	08/03/2011	3,438.00	3,598.00	-160.00
1033. PEPSICO INC	04/06/2011	08/03/2011	65,776.00	67,989.00	-2,213.00
2508. ARCH COAL INC	05/26/2011	08/23/2011	43,652.00	74,147.00	-30,495.00
4637. AUTODESK INC	12/08/2010	08/23/2011	114,205.00	174,343.00	-60,138.00
1066. CUMMINS ENGINE INC	05/26/2011	08/23/2011	86,886.00	112,189.00	-25,303.00
2555. EMBRAER S A SPONSORE PFD SHS	08/03/2011	08/23/2011	58,838.00	71,251.00	-12,413.00
706. ENSCO PLC SPONSORED A	08/03/2011	08/23/2011	30,111.00	35,609.00	-5,498.00
1963. ENSCO PLC SPONSORED	05/17/2011	08/23/2011	83,722.00	105,678.00	-21,956.00
150. ENSCO PLC SPONSORED A	05/17/2011	08/23/2011	6,398.00	8,075.00	-1,677.00 *
4167. PPL CORPORATION	05/10/2011	08/23/2011	113,999.00	115,975.00	-1,976.00

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

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

Schedule D-1 (Form 1041) 2011

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

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

OMB No 1545-0092

Department of the Treasury
Internal Revenue Service

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

2011

Name of estate or trust: **CHARLES EDWARD STUART CHARITABLE FOUNDATION**
Employer identification number: **91-1088288**

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

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo., day, yr)	(c) Date sold (mo., day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a 3045. RAYTHEON CO	05/26/2011	08/23/2011	123,419.00	151,887.00	-28,468.00
10369. SPRINT CORP	04/25/2011	08/23/2011	34,011.00	49,972.00	-15,961.00
21784. SPRINT CORP	03/23/2011	08/23/2011	71,452.00	98,028.00	-26,576.00
3530. WAL-MART STORES INC	07/20/2011	08/23/2011	187,076.00	189,900.00	-2,824.00
3379. AXIS CAPITAL HOLDING	05/10/2011	08/23/2011	92,847.00	115,868.00	-23,021.00
367. PACCAR INC	04/15/2011	08/31/2011	13,681.00	18,741.00	-5,060.00
464. PACCAR INC	04/15/2011	08/31/2011	17,297.00	23,453.00	-6,156.00
82. PACCAR INC	08/26/2011	08/31/2011	3,057.00	2,901.00	156.00
615. CARNIVAL CORP PAIRED	05/04/2011	09/06/2011	18,563.00	23,936.00	-5,373.00
243. CARNIVAL CORP PAIRED	05/04/2011	09/06/2011	7,352.00	9,458.00	-2,106.00
260. CARNIVAL CORP PAIRED	05/04/2011	09/06/2011	7,866.00	10,078.00	-2,212.00
91. CARNIVAL CORP PAIRED C	08/26/2011	09/06/2011	2,753.00	2,806.00	-53.00
116. ILLINOIS TOOL WORKS I	09/30/2010	09/06/2011	4,997.00	5,451.00	-454.00
3682. CARNIVAL CORP PAIRED	03/23/2011	09/13/2011	117,350.00	144,093.00	-26,743.00
2984. CROWN HOLDINGS INC C	02/15/2011	09/13/2011	94,866.00	113,347.00	-18,481.00
19. ENSCO PLC SPONSORED AD	05/20/2011	09/13/2011	909.00	1,075.00	-166.00
131. ENSCO PLC SPONSORED A	05/20/2011	09/13/2011	6,234.00	7,411.00	-1,177.00
103. ENSCO PLC SPONSORED A	02/16/2011	09/13/2011	4,901.00	5,518.00	-617.00
242. ENSCO PLC SPONSORED A	02/16/2011	09/13/2011	11,516.00	12,950.00	-1,434.00
142. ENSCO PLC SPONSORED A	01/14/2011	09/13/2011	6,757.00	7,497.00	-740.00
69. ENSCO PLC SPONSORED AD	01/13/2011	09/13/2011	3,283.00	3,636.00	-353.00
441. ENSCO PLC SPONSORED A	01/13/2011	09/13/2011	20,986.00	23,162.00	-2,176.00
72. ENSCO PLC SPONSORED AD	09/30/2010	09/13/2011	3,432.00	3,208.00	224.00
637. JOHNSON & JOHNSON	05/10/2011	09/13/2011	40,316.00	41,759.00	-1,443.00 *

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

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

Schedule D-1 (Form 1041) 2011

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

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

OMB No 1545-0092

2011

Department of the Treasury
Internal Revenue Service

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

Name of estate or trust: **CHARLES EDWARD STUART CHARITABLE FOUNDATION**
Employer identification number: **91-1088288**

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

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo., day, yr)	(c) Date sold (mo., day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a 1121. JOHNSON & JOHNSON	05/10/2011	09/13/2011	70,949.00	73,488.00	-2,539.00
90. JOHNSON & JOHNSON	05/10/2011	09/13/2011	5,696.00	5,900.00	-204.00 *
7000. EMC CORP CONV SR NT	08/29/2011	09/15/2011	9,809.00	9,695.00	114.00
4000. EMC CORP CONV SR NT	09/30/2010	09/15/2011	5,605.00	5,255.00	350.00
196. GOODRICH CORP	08/26/2011	09/19/2011	20,435.00	16,528.00	3,907.00
90. GOODRICH CORP	09/30/2010	09/19/2011	9,383.00	6,649.00	2,734.00
500000. FEDERAL HOME LN BK	03/17/2011	09/26/2011	503,088.00	504,675.00	-1,587.00
4517. BROADCOM CORP CL A	05/10/2011	10/07/2011	159,160.00	151,291.00	7,869.00
1921.1 CITIGROUP INC NEW C	06/28/2011	10/07/2011	48,557.00	77,051.00	-28,494.00
2310. GILEAD SCIENCES INC	04/25/2011	10/07/2011	89,699.00	90,250.00	-551.00
280. GOLDMAN SACHS GROUP I	03/23/2011	10/07/2011	26,537.00	44,728.00	-18,191.00
2402. MCKESSON CORP	04/25/2011	10/07/2011	167,999.00	199,871.00	-31,872.00
859. PEPSICO INC	02/15/2011	10/07/2011	52,303.00	54,895.00	-2,592.00
43. TYCO INTL LTD NEW F CO	06/02/2011	10/07/2011	1,792.00	2,098.00	-306.00
1228. TYCO INTL LTD NEW F	05/26/2011	10/07/2011	51,187.00	59,066.00	-7,879.00
3. ALLEGHENY TECHNOLOGIES NT	04/07/2011	10/12/2011	4.00	5.00	-1.00
12973. ALLEGHENY TECHNOLOG SR NT	01/18/2011	10/12/2011	16,366.00	21,082.00	-4,716.00
13024. ALLEGHENY TECHNOLOG SR NT	01/14/2011	10/12/2011	16,430.00	20,344.00	-3,914.00
24. V F CORP	09/28/2011	10/12/2011	3,147.00	3,129.00	18.00
37. V F CORP	08/26/2011	10/12/2011	4,851.00	4,170.00	681.00
814. JOHNSON & JOHNSON	05/10/2011	10/20/2011	50,836.00	53,362.00	-2,526.00
553. LORILLARD INC COM	04/25/2011	10/20/2011	63,376.00	54,983.00	8,393.00
6439. SAFEWAY INC	04/06/2011	10/20/2011	117,240.00	153,552.00	-36,312.00
1006. SAFEWAY INC	08/03/2011	10/20/2011	18,317.00	19,617.00	-1,300.00

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

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

Schedule D-1 (Form 1041) 2011

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

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

OMB No 1545-0092

2011

Department of the Treasury
Internal Revenue Service

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

Name of estate or trust: **CHARLES EDWARD STUART CHARITABLE FOUNDATION**
Employer identification number: **91-1088288**

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

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a 597. VIACOM INC CL B COM	03/23/2011	10/20/2011	25,071.00	26,644.00	-1,573.00
124. ACE LTD COM	08/26/2011	10/21/2011	8,612.00	7,705.00	907.00
533. ACE LTD COM	01/13/2011	10/21/2011	37,017.00	32,407.00	4,610.00
160. ACE LTD COM	01/13/2011	10/21/2011	11,112.00	9,724.00	1,388.00
655. ACE LTD COM	01/14/2011	10/21/2011	45,490.00	39,799.00	5,691.00
64. ACE LTD COM	09/28/2011	10/21/2011	4,445.00	3,855.00	590.00
304. GENERAL MTRS CO CONV	01/13/2011	10/26/2011	12,211.00	17,118.00	-4,907.00
29. GENERAL MTRS CO CONV P	01/13/2011	10/26/2011	1,165.00	1,625.00	-460.00
271. GENERAL MTRS CO CONV	01/14/2011	10/26/2011	10,886.00	15,169.00	-4,283.00
797. GENERAL MTRS CO CONV	12/06/2010	10/26/2011	32,015.00	41,061.00	-9,046.00
737. GENERAL MTRS CO CONV	12/01/2010	10/26/2011	29,605.00	37,970.00	-8,365.00
762. GENERAL MTRS CO CONV	11/23/2010	10/26/2011	30,609.00	38,123.00	-7,514.00
260. GENERAL MTRS CO CONV	08/26/2011	10/26/2011	10,444.00	10,035.00	409.00
113. GENERAL MTRS CO CONV	09/28/2011	10/26/2011	4,539.00	4,086.00	453.00
181. APACHE CORP CONV PFD	08/26/2011	11/04/2011	10,142.00	10,193.00	-51.00
40. APACHE CORP CONV PFD S	09/28/2011	11/04/2011	2,241.00	2,138.00	103.00
160. WILLIAMS COS INC DEL	09/28/2011	11/04/2011	4,981.00	4,182.00	799.00
303. WILLIAMS COS INC DEL	08/26/2011	11/04/2011	9,433.00	7,602.00	1,831.00
674. BB&T CORP COM	02/16/2011	11/09/2011	15,702.00	19,402.00	-3,700.00
208. BB&T CORP COM	01/14/2011	11/09/2011	4,846.00	5,787.00	-941.00
565. BB&T CORP COM	01/14/2011	11/09/2011	13,163.00	15,518.00	-2,355.00
313. BB&T CORP COM	01/13/2011	11/09/2011	7,292.00	8,453.00	-1,161.00
249. BB&T CORP COM	01/13/2011	11/09/2011	5,801.00	6,712.00	-911.00
179. BB&T CORP COM	01/13/2011	11/09/2011	4,209.00	4,825.00	-616.00

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

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

Schedule D-1 (Form 1041) 2011

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

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

OMB No 1545-0092

Department of the Treasury
Internal Revenue Service

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

2011

Name of estate or trust: **CHARLES EDWARD STUART CHARITABLE FOUNDATION**
Employer identification number: **91-1088288**

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

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo., day, yr)	(c) Date sold (mo., day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a 133. BB&T CORP COM	09/28/2011	11/09/2011	3,127.00	2,887.00	240.00
190. BB&T CORP COM	08/26/2011	11/09/2011	4,468.00	3,905.00	563.00
84. KRAFT FOODS INC CL A C	09/28/2011	11/09/2011	2,915.00	2,914.00	1.00
224. KRAFT FOODS INC CL A	08/26/2011	11/09/2011	7,773.00	7,548.00	225.00
111. NORDSTROM INC	09/28/2011	11/09/2011	5,428.00	5,321.00	107.00
61. NORDSTROM INC	08/26/2011	11/09/2011	2,983.00	2,534.00	449.00
170. DIAGEO PLC SPONSORED	09/28/2011	11/14/2011	14,186.00	13,299.00	887.00
176. DIAGEO PLC SPONSORED	08/26/2011	11/14/2011	14,687.00	13,646.00	1,041.00
107. GENERAL MILLS INC	09/28/2011	11/14/2011	4,205.00	4,204.00	1.00
161. GENERAL MILLS INC	08/26/2011	11/14/2011	6,327.00	5,888.00	439.00
125. GENERAL MILLS INC	08/26/2011	11/14/2011	4,918.00	4,572.00	346.00
873. KELLOGG CO	03/04/2011	11/14/2011	43,335.00	47,393.00	-4,058.00
47. KELLOGG CO	09/28/2011	11/14/2011	2,333.00	2,543.00	-210.00
675. KELLOGG CO	03/07/2011	11/14/2011	33,507.00	36,512.00	-3,005.00
158. KELLOGG CO	08/26/2011	11/14/2011	7,843.00	8,343.00	-500.00
304. OCCIDENTAL PETE CORP	08/26/2011	11/14/2011	29,618.00	24,918.00	4,700.00
136. OCCIDENTAL PETE CORP	09/28/2011	11/14/2011	13,250.00	10,610.00	2,640.00
2193. ANALOG DEVICES INC	08/03/2011	11/15/2011	80,345.00	72,119.00	8,226.00
2992. BERKSHIRE HATHAWAY I CL B COM	07/20/2011	11/15/2011	227,337.00	228,093.00	-756.00
4636. CHESAPEAKE ENERGY CO	04/25/2011	11/15/2011	117,712.00	151,735.00	-34,023.00
549. KELLOGG CO	05/26/2011	11/15/2011	27,072.00	31,091.00	-4,019.00
4194. KELLOGG CO	03/23/2011	11/15/2011	206,813.00	225,122.00	-18,309.00
2533. THERMO ELECTRON CORP	09/13/2011	11/15/2011	124,717.00	130,066.00	-5,349.00
288. VIACOM INC CL B COM	03/23/2011	11/15/2011	12,957.00	12,853.00	104.00

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

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

Schedule D-1 (Form 1041) 2011

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

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

OMB No 1545-0092

Department of the Treasury
Internal Revenue Service

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

2011

Name of estate or trust: **CHARLES EDWARD STUART CHARITABLE FOUNDATION**
Employer identification number: **91-1088288**

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

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo., day, yr)	(c) Date sold (mo., day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a 90. AMERICAN ELECTRIC POWE	09/28/2011	11/16/2011	3,478.00	3,442.00	36.00
343. AMERICAN ELECTRIC POW	08/26/2011	11/16/2011	13,256.00	12,888.00	368.00
109. ANALOG DEVICES INC	09/28/2011	11/16/2011	3,999.00	3,620.00	379.00
151. ANALOG DEVICES INC	08/26/2011	11/16/2011	5,540.00	4,833.00	707.00
302. AUTOMATIC DATA PROCES	08/26/2011	11/16/2011	15,581.00	14,604.00	977.00
143. AUTOMATIC DATA PROCES	09/28/2011	11/16/2011	7,378.00	6,877.00	501.00
335. AUTOMATIC DATA PROCES	12/06/2010	11/16/2011	17,283.00	15,651.00	1,632.00
79. CITIGROUP INC CONV PFD EQUIVALENT	08/26/2011	11/16/2011	6,634.00	7,083.00	-449.00
28. CITIGROUP INC CONV PFD EQUIVALENT	09/28/2011	11/16/2011	2,351.00	2,304.00	47.00
139. NEXTERA ENERGY INC CO	08/26/2011	11/16/2011	7,748.00	7,656.00	92.00
38. NEXTERA ENERGY INC COM	09/28/2011	11/16/2011	2,118.00	2,083.00	35.00
195. XL GROUP PLC COM	09/28/2011	11/16/2011	3,930.00	3,790.00	140.00
2. XL GROUP PLC COM	09/28/2011	11/16/2011	41.00	39.00	2.00
445. XL GROUP PLC COM	08/26/2011	11/16/2011	9,096.00	8,537.00	559.00
257. AUTOMATIC DATA PROCES	12/06/2010	11/17/2011	12,965.00	12,007.00	958.00
123. AUTOMATIC DATA PROCES	12/06/2010	11/17/2011	6,205.00	5,741.00	464.00
139. AUTOMATIC DATA PROCES	12/06/2010	11/17/2011	7,012.00	6,468.00	544.00
588. 3M CO COM	12/06/2010	11/17/2011	47,580.00	51,222.00	-3,642.00
26. 3M CO COM	12/06/2010	11/17/2011	2,104.00	2,255.00	-151.00
58. 3M CO COM	08/26/2011	11/17/2011	4,693.00	4,569.00	124.00
31. 3M CO COM	09/28/2011	11/17/2011	2,508.00	2,340.00	168.00
238. GENUINE PARTS CO	08/26/2011	11/18/2011	13,463.00	12,368.00	1,095.00
134. GENUINE PARTS CO	09/28/2011	11/18/2011	7,580.00	6,890.00	690.00
211. PEOPLES UTD FINL INC	09/28/2011	11/18/2011	2,580.00	2,487.00	93.00

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

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

Schedule D-1 (Form 1041) 2011

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

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

OMB No 1545-0092

Department of the Treasury
Internal Revenue Service

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

2011

Name of estate or trust: **CHARLES EDWARD STUART CHARITABLE FOUNDATION**
Employer identification number: **91-1088288**

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

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo., day, yr.)	(c) Date sold (mo., day, yr.)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a 538. PEOPLES UTD FINL INC	08/26/2011	11/18/2011	6,578.00	5,874.00	704.00
295. TE CONNECTIVITY LTD C	01/14/2011	11/18/2011	9,707.00	10,787.00	-1,080.00
196. TE CONNECTIVITY LTD C	01/13/2011	11/18/2011	6,450.00	7,140.00	-690.00
487. TE CONNECTIVITY LTD C	01/13/2011	11/18/2011	16,025.00	17,729.00	-1,704.00
286. AIR PRODUCTS & CHEMIC	02/16/2011	11/21/2011	22,717.00	26,910.00	-4,193.00
75. AIR PRODUCTS & CHEMICA	09/28/2011	11/21/2011	5,957.00	6,004.00	-47.00
170. AIR PRODUCTS & CHEMIC	08/26/2011	11/21/2011	13,503.00	13,212.00	291.00
81. FREEPORT-MCMORAN COPPE COM	08/26/2011	11/21/2011	2,920.00	3,544.00	-624.00
61. FREEPORT-MCMORAN COPPE COM	09/28/2011	11/21/2011	2,199.00	2,049.00	150.00
67. PG&E CORP	09/28/2011	11/21/2011	2,557.00	2,910.00	-353.00
275. PG&E CORP	08/26/2011	11/21/2011	10,495.00	11,337.00	-842.00
51. PPG INDUSTRIES INC	09/28/2011	11/21/2011	4,160.00	3,720.00	440.00
84. PPG INDUSTRIES INC	08/26/2011	11/21/2011	6,851.00	5,985.00	866.00
249. UNITED PARCEL SERVICE	02/16/2011	11/21/2011	16,903.00	18,763.00	-1,860.00
310. UNITED PARCEL SERVICE	01/14/2011	11/21/2011	21,044.00	22,502.00	-1,458.00
181. UNITED PARCEL SERVICE	01/13/2011	11/21/2011	12,287.00	13,075.00	-788.00
301. UNITED PARCEL SERVICE	01/13/2011	11/21/2011	20,433.00	21,740.00	-1,307.00
88. UNITED PARCEL SERVICE	01/13/2011	11/21/2011	5,974.00	6,350.00	-376.00
634. UNITED PARCEL SERVICE	12/06/2010	11/21/2011	43,038.00	45,500.00	-2,462.00
186. UNITED PARCEL SERVICE	12/06/2010	11/21/2011	12,626.00	13,292.00	-666.00
183. UNITED PARCEL SERVICE	08/26/2011	11/21/2011	12,423.00	11,764.00	659.00
91. UNITED PARCEL SERVICE	09/28/2011	11/21/2011	6,177.00	5,782.00	395.00
121. UNITED TECHNOLOGIES C	09/28/2011	11/21/2011	8,889.00	8,818.00	71.00
284. UNITED TECHNOLOGIES C	08/26/2011	11/21/2011	20,864.00	20,209.00	655.00

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

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

Schedule D-1 (Form 1041) 2011

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

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

OMB No 1545-0092

Department of the Treasury
Internal Revenue Service

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

2011

Name of estate or trust: **CHARLES EDWARD STUART CHARITABLE FOUNDATION**
Employer identification number: **91-1088288**

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

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a 102. TE CONNECTIVITY LTD C	09/28/2011	11/21/2011	3,267.00	2,985.00	282.00
313. TE CONNECTIVITY LTD C	08/26/2011	11/21/2011	10,024.00	9,108.00	916.00
1650. AIR PRODUCTS & CHEMI	04/06/2011	11/22/2011	130,132.00	152,582.00	-22,450.00
71. COLGATE-PALMOLIVE CO	09/28/2011	11/22/2011	6,271.00	6,369.00	-98.00
156. COLGATE-PALMOLIVE CO	08/26/2011	11/22/2011	13,778.00	13,605.00	173.00
819. COLGATE-PALMOLIVE CO	05/04/2011	11/22/2011	72,337.00	70,142.00	2,195.00
1177. JOHNSON & JOHNSON	05/10/2011	11/22/2011	73,787.00	77,159.00	-3,372.00
2688. NETAPP INC COM	09/13/2011	11/22/2011	93,527.00	98,515.00	-4,988.00
133. PACKAGING CORP OF AME	09/28/2011	11/22/2011	3,324.00	3,348.00	-24.00
214. PACKAGING CORP OF AME	08/26/2011	11/22/2011	5,348.00	5,064.00	284.00
887. UNITED TECHNOLOGIES C	01/24/2011	11/22/2011	64,415.00	71,838.00	-7,423.00
254. COLGATE-PALMOLIVE CO	05/04/2011	11/23/2011	21,994.00	21,753.00	241.00
438. COLGATE-PALMOLIVE CO	05/04/2011	11/23/2011	37,927.00	37,476.00	451.00
746. APACHE CORP	11/15/2011	12/05/2011	73,181.00	77,301.00	-4,120.00
181. APACHE CORP	08/23/2011	12/05/2011	17,756.00	17,657.00	99.00
2355. COMCAST CORP NEW CL	04/06/2011	12/05/2011	55,082.00	58,611.00	-3,529.00
2921. CONSTELLATION ENERGY	04/25/2011	12/05/2011	116,630.00	95,490.00	21,140.00
1846. DOVER CORP	08/23/2011	12/05/2011	105,180.00	96,775.00	8,405.00
2639. J P MORGAN CHASE & C	03/23/2011	12/05/2011	89,304.00	120,146.00	-30,842.00
44. J P MORGAN CHASE & CO	04/25/2011	12/05/2011	1,489.00	1,973.00	-484.00
3305. MICROSOFT CORP	07/20/2011	12/05/2011	85,185.00	89,863.00	-4,678.00
734. MICROSOFT CORP	07/20/2011	12/05/2011	18,918.00	19,957.00	-1,039.00 *
206. ORACLE CORPORATION	05/26/2011	12/05/2011	6,626.00	6,855.00	-229.00
7151. ORACLE CORPORATION	03/23/2011	12/05/2011	230,004.00	225,622.00	4,382.00

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

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

Schedule D-1 (Form 1041) 2011

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

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

OMB No 1545-0092

2011

Department of the Treasury
Internal Revenue Service

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

Name of estate or trust: **CHARLES EDWARD STUART CHARITABLE FOUNDATION**
Employer identification number: **91-1088288**

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

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo., day, yr)	(c) Date sold (mo., day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a 2150. ST. JUDE MEDICAL INC	06/28/2011	12/05/2011	79,894.00	100,571.00	-20,677.00
4059.631 JOHN HANCOCK FDS DISCIPLINED VALUE MID CAP F	03/22/2011	12/09/2011	46,158.00	48,675.00	-2,517.00
1374. LINEAR TECHNOLOGY CO	11/16/2011	01/05/2012	41,432.00	44,029.00	-2,597.00
1961. ABBOTT LABORATORIES	11/15/2011	01/11/2012	108,820.00	107,036.00	1,784.00
590. ABBOTT LABORATORIES	10/20/2011	01/11/2012	32,740.00	31,827.00	913.00
2230. EXPEDIA INC DEL NEW	05/10/2011	01/11/2012	65,172.00	55,912.00	9,260.00
768. EXPEDIA INC DEL NEW C	05/17/2011	01/11/2012	22,445.00	19,181.00	3,264.00
1108. HUMANA INC	10/20/2011	01/11/2012	104,174.00	81,427.00	22,747.00
3561. HUNT J B TRANS SVCS	02/15/2011	01/11/2012	165,187.00	151,697.00	13,490.00
178. INTERNATIONAL BUSINES CORP	12/05/2011	01/11/2012	32,390.00	34,412.00	-2,022.00
1463. INTERNATIONAL BUSINE CORP	11/22/2011	01/11/2012	266,219.00	264,607.00	1,612.00
894. KIMBERLY-CLARK CORP	08/23/2011	01/11/2012	65,066.00	59,877.00	5,189.00
1220. MACYS INC COM	04/06/2011	01/11/2012	42,461.00	30,706.00	11,755.00
5475. MICROSOFT CORP	07/20/2011	01/11/2012	152,340.00	148,865.00	3,475.00
7642. NCR CORP	08/03/2011	01/11/2012	127,866.00	143,113.00	-15,247.00
1002. ST. JUDE MEDICAL INC	06/28/2011	01/11/2012	36,022.00	46,871.00	-10,849.00
879. ST. JUDE MEDICAL INC	08/03/2011	01/11/2012	31,601.00	39,145.00	-7,544.00
2230. TRIPADVISOR INC COM	05/10/2011	01/11/2012	61,864.00	57,846.00	4,018.00
768. TRIPADVISOR INC COM	05/17/2011	01/11/2012	21,306.00	19,845.00	1,461.00
930. VISA INC CL A COM	11/15/2011	01/11/2012	92,060.00	88,262.00	3,798.00
984. VISA INC CL A COM	02/15/2011	01/11/2012	97,406.00	74,386.00	23,020.00
.5 EXPEDIA INC DEL NEW COM	05/17/2011	01/23/2012	15.00	12.00	3.00
.5 TRIPADVISOR INC COM	05/17/2011	01/23/2012	15.00	13.00	2.00
2583. ABBOTT LABORATORIES	10/20/2011	02/08/2012	143,342.00	139,340.00	4,002.00

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

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

Schedule D-1 (Form 1041) 2011

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

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

OMB No 1545-0092

2011

Department of the Treasury
Internal Revenue Service

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

Name of estate or trust: **CHARLES EDWARD STUART CHARITABLE FOUNDATION**
Employer identification number: **91-1088288**

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

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo., day, yr)	(c) Date sold (mo., day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a 712. APACHE CORP	08/23/2011	02/08/2012	74,269.00	69,456.00	4,813.00
482. CUMMINS ENGINE INC	01/11/2012	02/08/2012	57,602.00	47,641.00	9,961.00
807. DARDEN RESTAURANTS IN	05/10/2011	02/08/2012	39,415.00	39,399.00	16.00
1062. EXELON CORP COM	12/05/2011	02/08/2012	42,528.00	46,629.00	-4,101.00
46. HALLIBURTON CO	06/02/2011	02/08/2012	1,700.00	2,331.00	-631.00
1936. HALLIBURTON CO	05/26/2011	02/08/2012	71,561.00	96,931.00	-25,370.00
1258. HERSHEY FOODS CORP	12/05/2011	02/08/2012	75,806.00	73,895.00	1,911.00
951. LAS VEGAS SANDS CORP	01/11/2012	02/08/2012	49,181.00	42,561.00	6,620.00
634. NOVELLUS SYSTEMS INC	01/11/2012	02/08/2012	30,801.00	27,952.00	2,849.00
2954. NOVELLUS SYSTEMS INC	12/05/2011	02/08/2012	143,511.00	105,803.00	37,708.00
3280. PFIZER INC	11/15/2011	02/08/2012	68,584.00	65,326.00	3,258.00
1121. TERADATA CORP DELAWA	01/11/2012	02/08/2012	64,728.00	53,901.00	10,827.00
1294. UNION PACIFIC CORP	12/05/2011	02/08/2012	148,342.00	136,749.00	11,593.00
56. UNION PACIFIC CORP	11/15/2011	02/08/2012	6,420.00	5,771.00	649.00
1603. EBAY INC	11/15/2011	02/27/2012	58,780.00	50,552.00	8,228.00
336. HALLIBURTON CO	05/26/2011	02/27/2012	12,679.00	16,823.00	-4,144.00
1874. HALLIBURTON CO	06/28/2011	02/27/2012	70,718.00	89,724.00	-19,006.00
844. HALLIBURTON CO	08/23/2011	02/27/2012	31,850.00	32,709.00	-859.00
1744. HERSHEY FOODS CORP	12/05/2011	02/27/2012	105,869.00	102,443.00	3,426.00
1502. KBR INC COM	08/03/2011	02/27/2012	55,163.00	50,028.00	5,135.00
589. MACYS INC COM	04/06/2011	02/27/2012	21,924.00	14,825.00	7,099.00
365. MACYS INC COM	03/23/2011	02/27/2012	13,586.00	8,377.00	5,209.00
837. MEDCO HEALTH SOLUTION	01/11/2012	02/27/2012	55,891.00	51,250.00	4,641.00
1538. MEDCO HEALTH SOLUTIO	06/28/2011	02/27/2012	102,700.00	84,935.00	17,765.00

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

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

Schedule D-1 (Form 1041) 2011

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

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

OMB No 1545-0092

2011

Department of the Treasury
Internal Revenue Service

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

Name of estate or trust: **CHARLES EDWARD STUART CHARITABLE FOUNDATION**
Employer identification number: **91-1088288**

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

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a 2472. POTASH CORP OF SASKA	12/05/2011	02/27/2012	114,107.00	105,131.00	8,976.00
465. TERADATA CORP DELAWAR	01/11/2012	02/27/2012	30,677.00	22,359.00	8,318.00
1312. UNION PACIFIC CORP	11/15/2011	02/27/2012	149,015.00	135,211.00	13,804.00
2519. XL GROUP PLC COM	11/15/2011	02/27/2012	51,499.00	53,012.00	-1,513.00
741. TRANSOCEAN LTD COM	09/13/2011	03/01/2012	39,270.00	41,420.00	-2,150.00
16. TRANSOCEAN LTD COM	09/28/2011	03/01/2012	848.00	839.00	9.00
438. TRANSOCEAN LTD COM	11/18/2011	03/01/2012	23,212.00	20,859.00	2,353.00
791. TARGET CORP	11/18/2011	03/21/2012	45,819.00	42,021.00	3,798.00
121. TARGET CORP	08/26/2011	03/21/2012	7,009.00	6,129.00	880.00
65. TARGET CORP	09/28/2011	03/21/2012	3,765.00	3,263.00	502.00
2488. D R HORTON INC	01/11/2012	03/23/2012	38,132.00	34,937.00	3,195.00
920. INTERCONTINENTALEXCHA	08/03/2011	03/23/2012	127,874.00	107,035.00	20,839.00
353. INTERCONTINENTALEXCHA	01/11/2012	03/23/2012	49,065.00	39,749.00	9,316.00
1974. KIMBERLY-CLARK CORP	08/23/2011	03/23/2012	144,678.00	132,211.00	12,467.00
1453. LAS VEGAS SANDS CORP	01/11/2012	03/23/2012	83,535.00	65,028.00	18,507.00
3709. PFIZER INC	11/15/2011	03/23/2012	81,300.00	73,871.00	7,429.00
10613. PFIZER INC	10/07/2011	03/23/2012	232,634.00	196,784.00	35,850.00
115. PRICELINE COM INC COM	10/07/2011	03/23/2012	81,892.00	53,111.00	28,781.00
941. UNITED TECHNOLOGIES C	02/08/2012	03/23/2012	77,154.00	76,813.00	341.00
2496. XL GROUP PLC COM	11/15/2011	03/23/2012	52,603.00	52,528.00	75.00
3887. XL GROUP PLC COM	01/11/2012	03/23/2012	81,917.00	78,286.00	3,631.00
125. ALLERGAN INC	01/11/2012	03/28/2012	11,748.00	11,045.00	703.00
147. ALTRIA GROUP INC	09/28/2011	03/28/2012	4,480.00	3,873.00	607.00
304. ALTRIA GROUP INC	08/26/2011	03/28/2012	9,266.00	7,985.00	1,281.00

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

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

Schedule D-1 (Form 1041) 2011

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

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

OMB No 1545-0092

Department of the Treasury
Internal Revenue Service

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

2011

Name of estate or trust: **CHARLES EDWARD STUART CHARITABLE FOUNDATION**
Employer identification number: **91-1088288**

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

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo., day, yr)	(c) Date sold (mo., day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a 157. AMERICAN EXPRESS CO	08/26/2011	03/28/2012	9,262.00	7,558.00	1,704.00
61. AMERICAN EXPRESS CO	09/28/2011	03/28/2012	3,599.00	2,884.00	715.00
24. AMERICAN EXPRESS CO	11/18/2011	03/28/2012	1,416.00	1,126.00	290.00
38. AMGEN INC COM	11/14/2011	03/28/2012	2,572.00	2,181.00	391.00
93. AMGEN INC COM	11/14/2011	03/28/2012	6,293.00	5,337.00	956.00
150. ANADARKO PETE CORP	12/05/2011	03/28/2012	11,576.00	12,276.00	-700.00
50. APACHE CORP	08/23/2011	03/28/2012	4,958.00	4,878.00	80.00
78. APPLE COMPUTER INC	02/08/2012	03/28/2012	48,169.00	36,911.00	11,258.00
150. BEAM INC COM	02/27/2012	03/28/2012	8,704.00	8,249.00	455.00
250. BERKSHIRE HATHAWAY IN B COM	03/23/2012	03/28/2012	20,377.00	20,354.00	23.00
80. BHP LTD SPONSORED ADR	11/21/2011	03/28/2012	5,653.00	5,583.00	70.00
125. BIOGEN IDEC INC	01/11/2012	03/28/2012	15,696.00	14,501.00	1,195.00
53. BLACKROCK INC	11/09/2011	03/28/2012	10,725.00	8,318.00	2,407.00
2. BLACKROCK INC	11/09/2011	03/28/2012	405.00	314.00	91.00
82. BOEING CO	11/21/2011	03/28/2012	6,085.00	5,345.00	740.00
279. BRISTOL MYERS SQUIBB	09/28/2011	03/28/2012	9,378.00	8,709.00	669.00
382. BRISTOL MYERS SQUIBB	09/23/2011	03/28/2012	12,840.00	11,811.00	1,029.00
325. CIGNA CORP	01/11/2012	03/28/2012	15,280.00	14,829.00	451.00
24. CME GROUP INC COM	03/21/2012	03/28/2012	6,975.00	7,031.00	-56.00
158. CMS ENERGY CORP COM	02/14/2012	03/28/2012	3,442.00	3,404.00	38.00
225. CELANESE CORP DEL SER	11/22/2011	03/28/2012	10,058.00	9,192.00	866.00
211. CHEVRONTXACO CORP CO	11/04/2011	03/28/2012	22,288.00	22,437.00	-149.00
88. CHUBB CORP	10/21/2011	03/28/2012	6,061.00	6,022.00	39.00
150. COSTCO WHOLESALE CORP	03/23/2012	03/28/2012	13,583.00	13,516.00	67.00

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

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

Schedule D-1 (Form 1041) 2011

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

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

OMB No 1545-0092

2011

Department of the Treasury
Internal Revenue Service

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

Name of estate or trust: **CHARLES EDWARD STUART CHARITABLE FOUNDATION**
Employer identification number: **91-1088288**

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

(a) Description of property (Example. 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo., day, yr.)	(c) Date sold (mo., day, yr.)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a 50. CUMMINS ENGINE INC	01/11/2012	03/28/2012	5,900.00	4,942.00	958.00
550. D R HORTON INC	01/11/2012	03/28/2012	8,731.00	7,723.00	1,008.00
125. DARDEN RESTAURANTS IN	05/10/2011	03/28/2012	6,274.00	6,103.00	171.00
127. DIGITAL RLTY TR INC R	12/09/2011	03/28/2012	9,267.00	8,231.00	1,036.00
175. DISH NETWORK CORP COM	05/26/2011	03/28/2012	5,669.00	5,179.00	490.00
74. DOMINION RESOURCES INC	03/01/2012	03/28/2012	3,749.00	3,751.00	-2.00
128. DOVER CORP	08/26/2011	03/28/2012	7,875.00	6,865.00	1,010.00
150. DOVER CORP	08/23/2011	03/28/2012	9,229.00	7,864.00	1,365.00
71. DOVER CORP	11/21/2011	03/28/2012	4,368.00	3,612.00	756.00
175. DOW CHEMICAL CO	02/27/2012	03/28/2012	5,968.00	5,976.00	-8.00
175. DR PEPPER SNAPPLE INC	10/20/2011	03/28/2012	6,768.00	6,897.00	-129.00
213. E I DUPONT DE NEMOURS	03/21/2012	03/28/2012	11,262.00	11,218.00	44.00
400. EBAY INC	11/15/2011	03/28/2012	14,894.00	12,614.00	2,280.00
162. EMERSON ELECTRIC CO	11/21/2011	03/28/2012	8,363.00	7,894.00	469.00
225. EXELON CORP COM	12/05/2011	03/28/2012	8,738.00	9,879.00	-1,141.00
278. EXXON MOBIL CORPORATI	03/01/2012	03/28/2012	23,834.00	24,183.00	-349.00
1175. FIFTH THIRD BANCORP	03/23/2012	03/28/2012	16,572.00	16,549.00	23.00
120. ARTHUR J GALLAGHER &	11/16/2011	03/28/2012	4,311.00	3,761.00	550.00
142. ARTHUR J GALLAGHER &	11/16/2011	03/28/2012	5,101.00	4,418.00	683.00
1225. GENERAL ELECTRIC CO	04/25/2011	03/28/2012	24,404.00	24,561.00	-157.00
150. GLAXOSMITHKLINE PLC S	11/22/2011	03/28/2012	6,803.00	6,367.00	436.00
406. HOME DEPOT INC	08/26/2011	03/28/2012	20,216.00	13,906.00	6,310.00
258. HONEYWELL INTERNATION	11/21/2011	03/28/2012	15,646.00	13,101.00	2,545.00
779. INTEL CORP	01/05/2012	03/28/2012	21,746.00	19,667.00	2,079.00

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

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

Schedule D-1 (Form 1041) 2011

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

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

OMB No 1545-0092

2011

Department of the Treasury
Internal Revenue Service

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

Name of estate or trust: **CHARLES EDWARD STUART CHARITABLE FOUNDATION**
Employer identification number: **91-1088288**

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

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo., day, yr)	(c) Date sold (mo., day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a 50. INTERNATIONAL BUSINESS CORP	09/28/2011	03/28/2012	10,359.00	8,963.00	1,396.00
66. INTERNATIONAL BUSINESS CORP	08/26/2011	03/28/2012	13,674.00	11,015.00	2,659.00
200. INTUIT INC	01/11/2012	03/28/2012	11,896.00	11,019.00	877.00
650. J P MORGAN CHASE & CO	04/25/2011	03/28/2012	29,999.00	29,146.00	853.00
500. JOHNSON & JOHNSON	05/10/2011	03/28/2012	32,742.00	32,778.00	-36.00 *
198. JOHNSON & JOHNSON	04/26/2011	03/28/2012	12,966.00	13,493.00	-527.00 *
125. KBR INC COM	08/03/2011	03/28/2012	4,442.00	4,163.00	279.00
325. KELLOGG CO	02/27/2012	03/28/2012	17,304.00	17,167.00	137.00
178. KIMBERLY-CLARK CORP	11/14/2011	03/28/2012	13,140.00	12,669.00	471.00
224. KINDER MORGAN INC DEL	05/05/2011	03/28/2012	8,640.00	6,297.00	2,343.00
600. LIBERTY INTERACTIVE C	09/13/2011	03/28/2012	11,509.00	9,561.00	1,948.00
7. LIMITED BRANDS INC COM	10/12/2011	03/28/2012	340.00	298.00	42.00
114. LIMITED BRANDS INC CO	10/12/2011	03/28/2012	5,534.00	4,834.00	700.00
50. LORILLARD INC COM	04/25/2011	03/28/2012	6,520.00	4,971.00	1,549.00
88. MACYS INC COM	03/21/2012	03/28/2012	3,526.00	3,541.00	-15.00
181. MCDONALD'S CORP	11/18/2011	03/28/2012	17,573.00	16,815.00	758.00
150. MCKESSON CORP	03/23/2012	03/28/2012	13,213.00	13,027.00	186.00
100. MEDCO HEALTH SOLUTION	06/28/2011	03/28/2012	7,119.00	5,522.00	1,597.00
450. MERCK & CO INC NEW CO	04/25/2011	03/28/2012	17,213.00	15,455.00	1,758.00
15. MEREDITH CORP	10/26/2011	03/28/2012	487.00	417.00	70.00
300. MICROSOFT CORP	03/23/2012	03/28/2012	9,657.00	9,549.00	108.00
275. NATIONAL OILWELL VARC	11/15/2011	03/28/2012	21,599.00	19,433.00	2,166.00
76. NORFOLK SOUTHERN CORP	11/18/2011	03/28/2012	5,006.00	5,571.00	-565.00
161. NUCOR CORP	05/04/2011	03/28/2012	6,834.00	7,285.00	-451.00

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

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

Schedule D-1 (Form 1041) 2011

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

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

OMB No 1545-0092

Department of the Treasury
Internal Revenue Service

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

2011

Name of estate or trust: **CHARLES EDWARD STUART CHARITABLE FOUNDATION**
Employer identification number: **91-1088288**

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

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a 100. OCCIDENTAL PETE CORP	02/27/2012	03/28/2012	9,484.00	10,441.00	-957.00 *
76. OCCIDENTAL PETE CORP	03/01/2012	03/28/2012	7,208.00	7,973.00	-765.00 *
125. PPG INDUSTRIES INC	06/28/2011	03/28/2012	11,843.00	10,972.00	871.00
125. PARKER HANNIFIN CORP	11/22/2011	03/28/2012	10,540.00	9,736.00	804.00
44. PARKER HANNIFIN CORP	08/26/2011	03/28/2012	3,710.00	2,941.00	769.00
144. PENN WEST PETE LTD NE	11/18/2011	03/28/2012	2,863.00	2,543.00	320.00
350. PEPSICO INC	11/15/2011	03/28/2012	23,049.00	22,631.00	418.00
865. PFIZER INC	08/30/2011	03/28/2012	19,350.00	16,409.00	2,941.00
173. PHILIP MORRIS INTL IN	11/23/2011	03/28/2012	15,045.00	12,334.00	2,711.00
156. PHILIP MORRIS INTL IN	11/09/2011	03/28/2012	13,567.00	10,856.00	2,711.00
192. PROCTER & GAMBLE CO	11/14/2011	03/28/2012	12,895.00	12,168.00	727.00
200. PUBLIC SERVICE ENTERP INC	11/15/2011	03/28/2012	6,015.00	6,670.00	-655.00
189. PUBLIC SERVICE ENTERP INC	11/16/2011	03/28/2012	5,684.00	6,217.00	-533.00
41. PUBLIC STORAGE INC	12/09/2011	03/28/2012	5,607.00	5,331.00	276.00
106. QUALCOMM INC	05/02/2011	03/28/2012	7,218.00	6,151.00	1,067.00
244. QUALCOMM INC	04/25/2011	03/28/2012	16,614.00	13,895.00	2,719.00
297. RPM INC OHIO	11/22/2011	03/28/2012	7,754.00	6,692.00	1,062.00
156. RAYTHEON CO	11/21/2011	03/28/2012	8,186.00	6,743.00	1,443.00
125. ROCKWELL AUTOMATION I	02/27/2012	03/28/2012	9,936.00	10,219.00	-283.00 *
4950.495 ROWE T PRICE INTL INTL BD FUND	09/27/2011	03/28/2012	48,762.00	50,000.00	-1,238.00
250. ROYAL DUTCH SHELL PLC ADR CL A	04/25/2011	03/28/2012	17,632.00	18,755.00	-1,123.00
282. ROYAL DUTCH SHELL PLC ADR CL A	03/01/2012	03/28/2012	19,889.00	20,674.00	-785.00
11. ROYAL DUTCH SHELL PLC ADR CL A	11/04/2011	03/28/2012	776.00	770.00	6.00
175. SEMPRA ENERGY	08/23/2011	03/28/2012	10,210.00	8,689.00	1,521.00

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

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

Schedule D-1 (Form 1041) 2011

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

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

OMB No 1545-0092

2011

Department of the Treasury
Internal Revenue Service

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

Name of estate or trust: **CHARLES EDWARD STUART CHARITABLE FOUNDATION**
Employer identification number: **91-1088288**

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

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo., day, yr)	(c) Date sold (mo., day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a 84. SHERWIN-WILLIAMS CO	03/01/2012	03/28/2012	9,110.00	8,663.00	447.00
138. TJX COS INC	11/18/2011	03/28/2012	5,440.00	4,121.00	1,319.00
205. TEXAS INSTRUMENTS INC	11/16/2011	03/28/2012	6,825.00	6,559.00	266.00
300. TIME WARNER INC NEW C	10/26/2011	03/28/2012	10,888.00	10,283.00	605.00
175. UNITED TECHNOLOGIES C	02/08/2012	03/28/2012	14,247.00	14,285.00	-38.00 *
650. VERIZON COMMUNICATION	11/15/2011	03/28/2012	24,824.00	24,123.00	701.00
225. VERTEX PHARMACEUTICAL	03/23/2012	03/28/2012	9,096.00	9,325.00	-229.00 *
250. VIACOM INC CL B COM	03/23/2012	03/28/2012	11,783.00	11,737.00	46.00
300. VODAFONE GROUP PLC SP	01/11/2012	03/28/2012	8,349.00	8,296.00	53.00
167. WAL-MART STORES INC	11/09/2011	03/28/2012	10,212.00	9,698.00	514.00
224. WASTE MANAGEMENT INC	11/17/2011	03/28/2012	7,839.00	6,918.00	921.00
399. WELLS FARGO & CO	03/21/2012	03/28/2012	13,718.00	13,610.00	108.00
400. WILLIAMS COS INC DEL	02/08/2012	03/28/2012	12,218.00	11,691.00	527.00
101. WISCONSIN ENERGY CORP	02/14/2012	03/28/2012	3,528.00	3,452.00	76.00
8. ACCENTURE PLC CL A COM	09/28/2011	03/28/2012	516.00	441.00	75.00
300. ACCENTURE PLC CL A CO	02/08/2012	03/28/2012	19,336.00	17,092.00	2,244.00
167. ACCENTURE PLC CL A CO	11/23/2011	03/28/2012	10,763.00	9,028.00	1,735.00
51. COVIDIEN PLC COM	05/02/2011	03/28/2012	2,744.00	2,811.00	-67.00
274. COVIDIEN PLC COM	04/25/2011	03/28/2012	14,742.00	15,082.00	-340.00
600. MARVELL TECHNOLOGY GR	02/08/2012	03/28/2012	9,374.00	9,884.00	-510.00
750. TYCO INTL LTD NEW F C	05/26/2011	03/28/2012	41,808.00	36,074.00	5,734.00
175. CHECKPOINT SOFTWARE	02/27/2012	03/28/2012	11,072.00	10,278.00	794.00
200. AVAGO TECHNOLOGIES LT	02/08/2012	03/28/2012	7,581.00	6,926.00	655.00
520. MEDCO HEALTH SOLUTION	06/28/2011	04/02/2012	38,770.00	28,717.00	10,053.00

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

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

Schedule D-1 (Form 1041) 2011

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

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

OMB No 1545-0092

2011

Department of the Treasury
Internal Revenue Service

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

Name of estate or trust: **CHARLES EDWARD STUART CHARITABLE FOUNDATION**
Employer identification number: **91-1088288**

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

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a 525. MEDCO HEALTH SOLUTION	06/28/2011	04/02/2012	39,142.00	28,993.00	10,149.00
52879.581 CAMBIAR SMALL CA CL	03/28/2012	04/11/2012	962,408.00	1,010,000.00	-47,592.00
313. BEAM INC COM	02/27/2012	04/17/2012	17,946.00	17,212.00	734.00
149. CUMMINS ENGINE INC	01/11/2012	04/17/2012	17,328.00	14,727.00	2,601.00
238. DARDEN RESTAURANTS IN	05/10/2011	04/17/2012	11,886.00	11,620.00	266.00
239. PEPSICO INC	11/15/2011	04/17/2012	15,906.00	15,453.00	453.00
34. PRICELINE COM INC COM	10/07/2011	04/17/2012	24,387.00	15,703.00	8,684.00
728. PUBLIC SERVICE ENTERP INC	11/15/2011	04/17/2012	22,059.00	24,279.00	-2,220.00
881. VODAFONE GROUP PLC SP	01/11/2012	04/17/2012	24,326.00	24,363.00	-37.00
183. VODAFONE GROUP PLC SP	01/11/2012	04/17/2012	5,053.00	5,061.00	-8.00 *
652. ANADARKO PETE CORP	12/05/2011	04/18/2012	47,367.00	53,359.00	-5,992.00
485. ANADARKO PETE CORP	12/05/2011	04/18/2012	35,234.00	39,692.00	-4,458.00 *
975. BEAM INC COM	02/27/2012	04/18/2012	55,323.00	53,617.00	1,706.00
1820. BERKSHIRE HATHAWAY I CL B COM	03/23/2012	04/18/2012	145,105.00	148,175.00	-3,070.00 *
1060. COSTCO WHOLESALE COR	03/23/2012	04/18/2012	93,747.00	95,516.00	-1,769.00 *
600. CUMMINS ENGINE INC	01/11/2012	04/18/2012	70,359.00	59,304.00	11,055.00
3550. D R HORTON INC	01/11/2012	04/18/2012	52,837.00	49,849.00	2,988.00
1100. DARDEN RESTAURANTS I	05/10/2011	04/18/2012	55,395.00	53,704.00	1,691.00
2410. DISH NETWORK CORP CO	05/10/2011	04/18/2012	74,622.00	70,709.00	3,913.00
850. DOVER CORP	08/23/2011	04/18/2012	51,903.00	44,561.00	7,342.00
2170. DOW CHEMICAL CO	02/27/2012	04/18/2012	75,414.00	74,100.00	1,314.00
1200. DR PEPPER SNAPPLE IN	10/20/2011	04/18/2012	48,227.00	47,291.00	936.00
3480. EBAY INC	10/07/2011	04/18/2012	125,213.00	108,198.00	17,015.00
1770. EXELON CORP COM	11/22/2011	04/18/2012	66,664.00	75,656.00	-8,992.00

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

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

Schedule D-1 (Form 1041) 2011

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

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

OMB No 1545-0092

2011

Department of the Treasury
Internal Revenue Service

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

Name of estate or trust: **CHARLES EDWARD STUART CHARITABLE FOUNDATION**
Employer identification number: **91-1088288**

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

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo., day, yr)	(c) Date sold (mo., day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a 7025. FIFTH THIRD BANCORP	11/15/2011	04/18/2012	99,695.00	83,904.00	15,791.00
4553. GENERAL ELECTRIC CO	04/25/2011	04/18/2012	86,995.00	91,288.00	-4,293.00
334. GOLDMAN SACHS GROUP I	08/03/2011	04/18/2012	38,577.00	44,178.00	-5,601.00
1400. INTUIT INC	01/11/2012	04/18/2012	86,062.00	77,134.00	8,928.00
560. J P MORGAN CHASE & CO	04/25/2011	04/18/2012	24,334.00	25,110.00	-776.00
198. JOHNSON & JOHNSON	04/21/2011	04/18/2012	12,542.00	13,318.00	-776.00
2261. JOHNSON & JOHNSON	05/26/2011	04/18/2012	143,216.00	147,941.00	-4,725.00
904. JOHNSON & JOHNSON	03/23/2012	04/18/2012	57,261.00	58,395.00	-1,134.00
1375. KBR INC COM	08/03/2011	04/18/2012	47,089.00	45,798.00	1,291.00
2025. KELLOGG CO	02/08/2012	04/18/2012	108,527.00	102,226.00	6,301.00
5592. LIBERTY INTERACTIVE	09/13/2011	04/18/2012	105,742.00	89,106.00	16,636.00
3150. MERCK & CO INC NEW C	04/25/2011	04/18/2012	121,068.00	108,185.00	12,883.00
2340. MICROSOFT CORP	03/23/2012	04/18/2012	72,915.00	74,482.00	-1,567.00 *
1240. OCCIDENTAL PETE CORP	02/27/2012	04/18/2012	109,114.00	129,470.00	-20,356.00
775. PPG INDUSTRIES INC	06/28/2011	04/18/2012	76,531.00	68,025.00	8,506.00
1000. PARKER HANNIFIN CORP	11/22/2011	04/18/2012	82,996.00	77,887.00	5,109.00
2550. PEPSICO INC	11/15/2011	04/18/2012	168,730.00	164,879.00	3,851.00
2000. PUBLIC SERVICE ENTER INC	09/13/2011	04/18/2012	60,162.00	66,106.00	-5,944.00
234. ROCKWELL AUTOMATION I	02/27/2012	04/18/2012	18,453.00	19,131.00	-678.00
941. ROCKWELL AUTOMATION I	02/27/2012	04/18/2012	74,206.00	76,932.00	-2,726.00 *
1863. ROYAL DUTCH SHELL PL ADR CL A	04/25/2011	04/18/2012	128,480.00	139,760.00	-11,280.00
1525. SEMpra ENERGY	08/23/2011	04/18/2012	96,872.00	75,717.00	21,155.00
1700. UNITED TECHNOLOGIES	02/08/2012	04/18/2012	138,011.00	138,769.00	-758.00
140. UNITED TECHNOLOGIES C	02/08/2012	04/18/2012	11,366.00	11,428.00	-62.00 *

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

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

Schedule D-1 (Form 1041) 2011

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

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

OMB No 1545-0092

2011

Department of the Treasury
Internal Revenue Service

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

Name of estate or trust: **CHARLES EDWARD STUART CHARITABLE FOUNDATION**
Employer identification number: **91-1088288**

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

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo., day, yr)	(c) Date sold (mo., day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a 4471. VERIZON COMMUNICATIO	08/23/2011	04/18/2012	168,255.00	159,507.00	8,748.00
1012. VERTEX PHARMACEUTICA	02/27/2012	04/18/2012	36,320.00	38,772.00	-2,452.00
788. VERTEX PHARMACEUTICAL	02/27/2012	04/18/2012	28,281.00	30,190.00	-1,909.00 *
1980. VIACOM INC CL B COM	03/23/2012	04/18/2012	93,401.00	92,954.00	447.00
2446. VODAFONE GROUP PLC S	01/11/2012	04/18/2012	66,948.00	67,641.00	-693.00
6580. WELLS FARGO & CO	08/23/2011	04/18/2012	220,896.00	154,284.00	66,612.00
3650. WILLIAMS COS INC DEL	01/11/2012	04/18/2012	117,324.00	101,812.00	15,512.00
927. ACCENTURE PLC CL A CO	02/08/2012	04/18/2012	59,076.00	52,814.00	6,262.00
1754. ACCENTURE PLC CL A C	01/11/2012	04/18/2012	111,780.00	93,175.00	18,605.00
1900. COVIDIEN PLC COM	04/25/2011	04/18/2012	102,703.00	104,580.00	-1,877.00
2150. MARVELL TECHNOLOGY G	12/05/2011	04/18/2012	33,543.00	30,220.00	3,323.00
2180. TYCO INTL LTD NEW F	06/28/2011	04/18/2012	119,593.00	104,589.00	15,004.00
687. TYCO INTL LTD NEW F C	08/03/2011	04/18/2012	37,688.00	29,356.00	8,332.00
1220. CHECKPOINT SOFTWARE	02/27/2012	04/18/2012	78,299.00	71,655.00	6,644.00
2060. AVAGO TECHNOLOGIES L	01/11/2012	04/18/2012	77,330.00	64,595.00	12,735.00
492. F5 NETWORKS INC	04/18/2012	04/19/2012	67,059.00	61,252.00	5,807.00
245. INTERCONTINENTALEXCHA	04/18/2012	04/19/2012	31,758.00	31,982.00	-224.00
51. FOMENTO ECONOMICO MEXI ADR	04/16/2012	04/20/2012	4,210.00	4,198.00	12.00
146. INTERCONTINENTALEXCHA	04/18/2012	04/20/2012	18,858.00	19,059.00	-201.00
54. NOVARTIS AG SPONSORED	04/16/2012	05/02/2012	2,949.00	2,978.00	-29.00
13. NOVO-NORDISK A S ADR	04/16/2012	05/02/2012	1,912.00	1,938.00	-26.00 *
421. EXPRESS SCRIPTS HLDG	06/28/2011	05/03/2012	23,727.00	23,782.00	-55.00
5602. GREEN MOUNTAIN COFFE INC COM	04/18/2012	05/03/2012	143,310.00	246,519.00	-103,209.00
129. FANUC CORP UNSP ADR	04/16/2012	05/07/2012	3,618.00	3,914.00	-296.00

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

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

Schedule D-1 (Form 1041) 2011

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

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

OMB No 1545-0092

Department of the Treasury
Internal Revenue Service

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

2011

Name of estate or trust: **CHARLES EDWARD STUART CHARITABLE FOUNDATION**
Employer identification number: **91-1088288**

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

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo., day, yr)	(c) Date sold (mo., day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a 843. DARDEN RESTAURANTS IN	05/10/2011	05/08/2012	41,964.00	41,157.00	807.00
76. OCCIDENTAL PETE CORP	01/31/2012	05/08/2012	6,441.00	8,700.00	-2,259.00
1168. OCCIDENTAL PETE CORP	02/27/2012	05/08/2012	98,995.00	121,953.00	-22,958.00
69. PRICELINE COM INC COM	04/18/2012	05/08/2012	49,653.00	50,740.00	-1,087.00
413. VERTEX PHARMACEUTICAL	02/01/2012	05/08/2012	25,188.00	18,118.00	7,070.00
2181. WALGREEN CO	04/17/2012	05/08/2012	73,474.00	76,484.00	-3,010.00
1059. ACCENTURE PLC CL A C	10/07/2011	05/08/2012	62,291.00	59,831.00	2,460.00
6. PRICELINE COM INC COM	04/18/2012	05/09/2012	4,251.00	4,412.00	-161.00
.25 EXPRESS SCRIPTS HLDG C	06/28/2011	05/11/2012	14.00	14.00	
.2 EXPRESS SCRIPTS HLDG CO	06/28/2011	05/11/2012	11.00	11.00	
1980. EXPEDITORS INT'L OF	04/18/2012	05/15/2012	75,316.00	92,286.00	-16,970.00
1227. EXPEDITORS INT'L OF	04/18/2012	05/16/2012	46,467.00	57,189.00	-10,722.00
399. BNP PARIBAS SPONSORED 1/4 SH	04/16/2012	05/17/2012	6,464.00	7,637.00	-1,173.00
183. VODAFONE GROUP PLC SP	01/10/2012	05/17/2012	4,815.00	4,992.00	-177.00
731. LULULEMON ATHLETICA I	04/18/2012	05/22/2012	51,111.00	54,787.00	-3,676.00
93. APACHE CORP	08/23/2011	05/24/2012	7,635.00	9,072.00	-1,437.00
458. CUMMINS ENGINE INC	01/11/2012	05/24/2012	45,813.00	45,269.00	544.00
1729. D R HORTON INC	01/11/2012	05/24/2012	29,398.00	24,279.00	5,119.00
423. EBAY INC	11/15/2011	05/24/2012	16,760.00	13,340.00	3,420.00
464. EBAY INC	10/07/2011	05/24/2012	18,384.00	14,426.00	3,958.00
425. EXPRESS SCRIPTS HLDG	06/28/2011	05/24/2012	21,880.00	24,008.00	-2,128.00 *
1394. INTUIT INC	01/11/2012	05/24/2012	78,285.00	76,804.00	1,481.00
330. KELLOGG CO	02/27/2012	05/24/2012	16,517.00	17,431.00	-914.00
547. KELLOGG CO	02/08/2012	05/24/2012	27,379.00	27,614.00	-235.00

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

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

Schedule D-1 (Form 1041) 2011

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

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

OMB No 1545-0092

2011

Department of the Treasury
Internal Revenue Service

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

Name of estate or trust: **CHARLES EDWARD STUART CHARITABLE FOUNDATION**
Employer identification number: **91-1088288**

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

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a 10. KELLOGG CO	02/08/2012	05/24/2012	501.00	505.00	-4.00 *
243. MCKESSON CORP	03/23/2012	05/24/2012	21,050.00	21,103.00	-53.00
1016. MARVELL TECHNOLOGY G	02/08/2012	05/24/2012	13,055.00	16,736.00	-3,681.00
5388. MARVELL TECHNOLOGY G	12/05/2011	05/24/2012	69,234.00	75,733.00	-6,499.00
.2 CIELO S A SPONSORED ADR	04/16/2012	05/30/2012	5.00	6.00	-1.00
188. BIOGEN IDEC INC	01/11/2012	05/31/2012	24,530.00	21,809.00	2,721.00
1060. COSTCO WHOLESALE COR	02/26/2012	05/31/2012	90,999.00	97,286.00	-6,287.00
15. COSTCO WHOLESALE CORP	03/23/2012	05/31/2012	1,288.00	1,352.00	-64.00
1850. D R HORTON INC	01/11/2012	05/31/2012	30,775.00	25,978.00	4,797.00
829. MCKESSON CORP	03/23/2012	05/31/2012	71,922.00	71,993.00	-71.00
202. VERTEX PHARMACEUTICAL	02/01/2012	05/31/2012	12,061.00	8,862.00	3,199.00
1180. DELPHI AUTOMOTIVE PL	04/17/2012	05/31/2012	34,181.00	38,079.00	-3,898.00
692. DELPHI AUTOMOTIVE PLC	05/24/2012	05/31/2012	20,045.00	19,137.00	908.00
421. CARTER HOLDINGS INC C	04/16/2012	06/04/2012	21,818.00	21,162.00	656.00
590. GULFPORT ENERGY CORP	04/16/2012	06/04/2012	10,038.00	15,086.00	-5,048.00
96. GULFPORT ENERGY CORP N	04/16/2012	06/05/2012	1,641.00	2,455.00	-814.00
78. J & J SNACK FOODS CORP	04/16/2012	06/05/2012	4,222.00	3,945.00	277.00
234. TAIWAN SEMICONDUCTOR SPONSORED ADR	04/16/2012	06/05/2012	3,073.00	3,528.00	-455.00
6. TAIWAN SEMICONDUCTOR MF SPONSORED ADR	04/16/2012	06/05/2012	79.00	90.00	-11.00 *
143. J & J SNACK FOODS COR	04/16/2012	06/06/2012	7,848.00	7,233.00	615.00
974. PUBLIC SERVICE ENTERP INC	11/16/2011	06/06/2012	30,456.00	32,037.00	-1,581.00
1235. PUBLIC SERVICE ENTER INC	11/16/2011	06/06/2012	38,618.00	40,540.00	-1,922.00
489. PUBLIC SERVICE ENTERP INC	11/17/2011	06/06/2012	15,291.00	15,985.00	-694.00
3246. JUNIPER NETWORKS INC	04/18/2012	06/13/2012	53,257.00	68,928.00	-15,671.00

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

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

Schedule D-1 (Form 1041) 2011

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

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

OMB No 1545-0092

2011

Department of the Treasury
Internal Revenue Service

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

Name of estate or trust: **CHARLES EDWARD STUART CHARITABLE FOUNDATION**
Employer identification number: **91-1088288**

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

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo., day, yr)	(c) Date sold (mo., day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a 6942. JUNIPER NETWORKS INC	04/18/2012	06/14/2012	112,374.00	147,411.00	-35,037.00
34. GROUPE CGI INC CL A SU	05/07/2012	06/15/2012	766.00	742.00	24.00
548. BUCKEYE TECHNOLOGIES	04/16/2012	06/18/2012	14,700.00	18,027.00	-3,327.00
581. CIGNA CORP	01/11/2012	06/18/2012	25,983.00	26,510.00	-527.00
1. CIGNA CORP	01/11/2012	06/18/2012	45.00	46.00	-1.00 *
1782. CARDINAL HEALTH INC	05/24/2012	06/18/2012	75,725.00	73,909.00	1,816.00
664. CITIGROUP INC NEW COM	11/15/2011	06/18/2012	18,532.00	18,564.00	-32.00
850. DOVER CORP	08/23/2011	06/18/2012	46,795.00	44,561.00	2,234.00
446. EXELON CORP COM	12/05/2011	06/18/2012	16,704.00	19,582.00	-2,878.00
250. EXELON CORP COM	11/22/2011	06/18/2012	9,363.00	10,686.00	-1,323.00
5. GROUPE CGI INC CL A SUB	05/07/2012	06/18/2012	112.00	109.00	3.00
30. GROUPE CGI INC CL A SU	05/08/2012	06/18/2012	674.00	645.00	29.00
2787. HALLIBURTON CO	05/08/2012	06/18/2012	80,010.00	88,369.00	-8,359.00
1634. KBR INC COM	09/13/2011	06/18/2012	40,720.00	45,848.00	-5,128.00
390. LAS VEGAS SANDS CORP	05/31/2012	06/18/2012	17,378.00	18,619.00	-1,241.00
586. LAS VEGAS SANDS CORP	05/31/2012	06/18/2012	26,111.00	27,976.00	-1,865.00 *
190. PPG INDUSTRIES INC	06/28/2011	06/18/2012	19,818.00	16,677.00	3,141.00
53. PRICELINE COM INC COM	10/07/2011	06/18/2012	35,608.00	24,477.00	11,131.00
1855. ST. JUDE MEDICAL INC	05/31/2012	06/18/2012	67,927.00	71,410.00	-3,483.00
347. UNITED TECHNOLOGIES C	02/08/2012	06/18/2012	25,921.00	28,325.00	-2,404.00
13. GROUPE CGI INC CL A SU	05/08/2012	06/19/2012	300.00	280.00	20.00
14. GROUPE CGI INC CL A SU	05/10/2012	06/19/2012	323.00	300.00	23.00
31. GROUPE CGI INC CL A SU	05/10/2012	06/20/2012	707.00	665.00	42.00
7. GROUPE CGI INC CL A SUB	04/16/2012	06/20/2012	160.00	150.00	10.00

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

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

Schedule D-1 (Form 1041) 2011

Name of estate or trust as shown on Form 1041 Do not enter name and employer identification number if shown on the other side
CHARLES EDWARD STUART CHARITABLE FOUNDATION Employer identification number
 91-1088288

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

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 2015. DISCOVER FINL SVCS C	03/10/2010	07/20/2011	52,675.00	28,949.00	23,726.00
2138. DISCOVER FINL SVCS C	01/25/2010	07/20/2011	55,891.00	29,499.00	26,392.00
1619. DISCOVER FINL SVCS C	07/24/2009	07/20/2011	42,323.00	19,437.00	22,886.00
822. INTERNATIONAL BUSINES CORP	10/16/2009	07/20/2011	150,983.00	100,468.00	50,515.00
715. INTERNATIONAL BUSINES CORP	09/14/2009	07/20/2011	131,329.00	84,890.00	46,439.00
250. PEPSICO INC	07/22/2010	08/03/2011	15,919.00	16,119.00	-200.00
601. ILLINOIS TOOL WORKS I	04/27/2010	08/15/2011	27,168.00	30,810.00	-3,642.00
260. ILLINOIS TOOL WORKS I	04/27/2010	08/15/2011	11,753.00	13,329.00	-1,576.00 *
500000. FEDERAL HOME LN BK	09/19/2006	08/19/2011	500,000.00	507,498.00	-7,498.00
150000. FEDERAL HOME LN BK	10/31/2007	08/22/2011	151,691.00	151,700.00	-9.00
500000. WAL-MART STORES IN	07/06/2009	08/22/2011	529,650.00	525,690.00	3,960.00
199. ILLINOIS TOOL WORKS I	04/27/2010	08/30/2011	9,256.00	10,202.00	-946.00
268. ILLINOIS TOOL WORKS I	04/28/2010	08/30/2011	12,465.00	13,694.00	-1,229.00
260. ILLINOIS TOOL WORKS I	05/08/2010	08/30/2011	12,093.00	13,048.00	-955.00
253. ILLINOIS TOOL WORKS I	01/12/2010	08/30/2011	11,767.00	12,311.00	-544.00
326. ILLINOIS TOOL WORKS I	01/12/2010	08/30/2011	15,163.00	15,847.00	-684.00
500000. CHEVRON CORP SR NT	12/07/2009	09/03/2011	507,785.00	524,750.00	-16,965.00
529. ILLINOIS TOOL WORKS I	01/12/2010	09/06/2011	22,790.00	25,715.00	-2,925.00
1189. ILLINOIS TOOL WORKS	03/26/2010	09/06/2011	51,223.00	56,227.00	-5,004.00
84. CITIGROUP INC NEW COM	08/06/2010	09/13/2011	2,281.00	3,566.00	-1,285.00
1212. CITIGROUP INC NEW CO	07/30/2010	09/13/2011	32,917.00	49,860.00	-16,943.00
7. ENSCO PLC SPONSORED ADR	08/09/2010	09/13/2011	333.00	318.00	15.00
532. ENSCO PLC SPONSORED A	08/09/2010	09/13/2011	25,355.00	24,150.00	1,205.00
1053. ENSCO PLC SPONSORED	08/06/2010	09/13/2011	50,187.00	47,322.00	2,865.00
827. INTERNATIONAL BUSINES CORP	09/14/2009	09/13/2011	134,179.00	98,188.00	35,991.00

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

Name of estate or trust as shown on Form 1041 Do not enter name and employer identification number if shown on the other side
CHARLES EDWARD STUART CHARITABLE FOUNDATION Employer identification number
 91-1088288

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

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 71000. EMC CORP CONV SR NT	03/26/2010	09/15/2011	99,492.00	88,531.00	10,961.00
710. GOODRICH CORP	10/10/2005	09/19/2011	74,024.00	30,693.00	43,331.00
451. GOODRICH CORP	10/10/2005	09/23/2011	54,573.00	19,497.00	35,076.00
454. GOODRICH CORP	07/01/2005	09/23/2011	54,936.00	18,912.00	36,024.00
131. GOODRICH CORP	03/26/2009	09/23/2011	15,852.00	5,305.00	10,547.00
115. GOODRICH CORP	06/09/2006	09/23/2011	13,916.00	4,632.00	9,284.00
93. GOODRICH CORP	10/29/2008	09/23/2011	11,253.00	3,434.00	7,819.00
13.8 CITIGROUP INC NEW COM	07/30/2010	10/07/2011	349.00	568.00	-219.00
.9 CITIGROUP INC NEW COM	08/27/2010	10/07/2011	23.00	37.00	-14.00
68.8 CITIGROUP INC NEW COM	09/30/2010	10/07/2011	1,739.00	2,723.00	-984.00
175.4 CITIGROUP INC NEW CO	06/14/2010	10/07/2011	4,433.00	6,922.00	-2,489.00
76. GILEAD SCIENCES INC	09/30/2010	10/07/2011	2,951.00	2,720.00	231.00
242. GILEAD SCIENCES INC	07/22/2010	10/07/2011	9,397.00	8,085.00	1,312.00
326. GOLDMAN SACHS GROUP I	01/25/2010	10/07/2011	30,897.00	51,535.00	-20,638.00
208. GOLDMAN SACHS GROUP I	10/05/2010	10/07/2011	19,713.00	30,540.00	-10,827.00
582. J P MORGAN CHASE & CO	11/11/2008	10/07/2011	18,362.00	26,970.00	-8,608.00
191. J P MORGAN CHASE & CO	11/11/2008	10/07/2011	6,026.00	8,851.00	-2,825.00 *
1529. PEPSICO INC	07/22/2010	10/07/2011	93,099.00	98,586.00	-5,487.00
27. V F CORP	10/30/2007	10/12/2011	3,540.00	2,292.00	1,248.00
20. V F CORP	10/26/2007	10/12/2011	2,622.00	1,676.00	946.00
10. V F CORP	09/30/2010	10/12/2011	1,311.00	809.00	502.00
77. V F CORP	05/02/2008	10/12/2011	10,095.00	5,968.00	4,127.00
67. V F CORP	05/02/2008	10/12/2011	8,854.00	5,193.00	3,661.00
18. V F CORP	05/01/2008	10/12/2011	2,379.00	1,379.00	1,000.00
11. V F CORP	05/01/2008	10/13/2011	1,424.00	843.00	581.00

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

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

Employer identification number

CHARLES EDWARD STUART CHARITABLE FOUNDATION

91-1088288

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

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 142. V F CORP	05/01/2008	10/13/2011	18,412.00	10,880.00	7,532.00
67. V F CORP	03/26/2009	10/13/2011	8,688.00	3,950.00	4,738.00
3348. GILEAD SCIENCES INC	07/22/2010	10/20/2011	136,443.00	111,859.00	24,584.00
472. T ROWE PRICE GROUP IN	04/15/2010	10/20/2011	24,513.00	27,581.00	-3,068.00
11. T ROWE PRICE GROUP INC	09/30/2010	10/20/2011	571.00	555.00	16.00
58. T ROWE PRICE GROUP INC	04/13/2010	10/20/2011	3,012.00	3,273.00	-261.00 *
1557. T ROWE PRICE GROUP I	04/13/2010	10/20/2011	80,862.00	87,860.00	-6,998.00
101. T ROWE PRICE GROUP IN	04/13/2010	10/20/2011	5,245.00	5,699.00	-454.00 *
46. APACHE CORP CONV PFD S	09/30/2010	11/04/2011	2,578.00	2,671.00	-93.00
1024. APACHE CORP CONV PFD 6.000%	07/23/2010	11/04/2011	57,378.00	54,296.00	3,082.00
632. APACHE CORP CONV PFD	07/23/2010	11/04/2011	35,413.00	33,234.00	2,179.00
166. WILLIAMS COS INC DEL	09/30/2010	11/04/2011	5,168.00	3,169.00	1,999.00
1342. WILLIAMS COS INC DEL	04/17/2009	11/04/2011	41,777.00	18,663.00	23,114.00
1282. WILLIAMS COS INC DEL	04/09/2009	11/04/2011	39,909.00	16,408.00	23,501.00
241. WILLIAMS COS INC DEL	03/26/2009	11/04/2011	7,502.00	2,872.00	4,630.00
364. WILLIAMS COS INC DEL	03/20/2009	11/04/2011	11,331.00	4,299.00	7,032.00
74. KRAFT FOODS INC CL A C	09/30/2010	11/09/2011	2,568.00	2,290.00	278.00
995. KRAFT FOODS INC CL A	11/11/2008	11/09/2011	34,527.00	27,707.00	6,820.00
1242. KRAFT FOODS INC CL A	05/06/2009	11/09/2011	43,098.00	31,176.00	11,922.00
98. KRAFT FOODS INC CL A C	03/26/2009	11/09/2011	3,401.00	2,246.00	1,155.00
56. NORDSTROM INC	09/30/2010	11/09/2011	2,739.00	2,081.00	658.00
59. NORDSTROM INC	09/27/2010	11/09/2011	2,885.00	2,177.00	708.00
117. NORDSTROM INC	09/27/2010	11/09/2011	5,722.00	4,310.00	1,412.00
58. DIAGEO PLC SPONSORED A	07/09/2008	11/14/2011	4,840.00	4,135.00	705.00
130. DIAGEO PLC SPONSORED	07/09/2008	11/14/2011	10,872.00	9,269.00	1,603.00
6b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 6b					

Schedule D-1 (Form 1041) 2011

Name of estate or trust as shown on Form 1041. Do not enter name and employer identification number if shown on the other side CHARLES EDWARD STUART CHARITABLE FOUNDATION	Employer identification number 91-1088288
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Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 151. DIAGEO PLC SPONSORED	07/09/2008	11/14/2011	12,679.00	10,766.00	1,913.00
43. DIAGEO PLC SPONSORED A	09/30/2010	11/14/2011	3,611.00	2,971.00	640.00
160. DIAGEO PLC SPONSORED	06/09/2006	11/14/2011	13,435.00	10,758.00	2,677.00
179. DIAGEO PLC SPONSORED	07/01/2005	11/14/2011	15,030.00	10,543.00	4,487.00
102. GENERAL MILLS INC	09/30/2010	11/14/2011	4,009.00	3,735.00	274.00
753. GENERAL MILLS INC	10/08/2009	11/14/2011	29,626.00	24,356.00	5,270.00
15. OCCIDENTAL PETE CORP	09/30/2010	11/14/2011	1,461.00	1,174.00	287.00
180. OCCIDENTAL PETE CORP	03/26/2009	11/14/2011	17,537.00	10,488.00	7,049.00
3. OCCIDENTAL PETE CORP	10/13/2008	11/14/2011	292.00	148.00	144.00
271. OCCIDENTAL PETE CORP	10/13/2008	11/14/2011	26,523.00	13,387.00	13,136.00
91. OCCIDENTAL PETE CORP	10/13/2008	11/14/2011	8,906.00	4,485.00	4,421.00
277. OCCIDENTAL PETE CORP	06/09/2006	11/14/2011	27,110.00	13,380.00	13,730.00
64. AT&T INC	09/30/2010	11/15/2011	1,867.00	1,841.00	26.00
2372. AT&T INC	10/28/2010	11/15/2011	69,206.00	67,507.00	1,699.00
2261. AT&T INC	10/22/2010	11/15/2011	65,967.00	64,056.00	1,911.00
347. AT&T INC	08/12/2010	11/15/2011	10,124.00	9,292.00	832.00
709. FREEPORT-MCMORAN COPP INC COM	04/13/2010	11/15/2011	28,105.00	29,851.00	-1,746.00
1958. FREEPORT-MCMORAN COP INC COM	03/25/2010	11/15/2011	77,615.00	79,019.00	-1,404.00
508. GENERAL MILLS INC	10/08/2009	11/15/2011	19,969.00	16,431.00	3,538.00
2012. UNITED PARCEL SERVIC	10/12/2010	11/15/2011	142,289.00	135,401.00	6,888.00
1056. UNITED PARCEL SERVIC	10/28/2010	11/15/2011	74,681.00	70,927.00	3,754.00
105. VIACOM INC CL B COM	09/30/2010	11/15/2011	4,724.00	3,803.00	921.00
1073. VIACOM INC CL B COM	03/10/2010	11/15/2011	48,272.00	33,518.00	14,754.00
1045. VIACOM INC CL B COM	10/13/2009	11/15/2011	47,013.00	30,056.00	16,957.00
2208. VIACOM INC CL B COM	10/27/2009	11/15/2011	99,334.00	62,687.00	36,647.00

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Schedule D-1 (Form 1041) 2011

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Employer identification number

CHARLES EDWARD STUART CHARITABLE FOUNDATION

91-1088288

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

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 116. VIACOM INC CL B COM	09/22/2009	11/15/2011	5,219.00	3,278.00	1,941.00
155. AMERICAN ELECTRIC POW	09/30/2010	11/16/2011	5,990.00	5,628.00	362.00
181. AMERICAN ELECTRIC POW	11/11/2009	11/16/2011	6,995.00	5,754.00	1,241.00
54. ANALOG DEVICES INC	09/30/2010	11/16/2011	1,981.00	1,701.00	280.00
235. ANALOG DEVICES INC	07/16/2009	11/16/2011	8,622.00	5,916.00	2,706.00
382. ANALOG DEVICES INC	07/16/2009	11/16/2011	14,224.00	9,617.00	4,607.00
582. ANALOG DEVICES INC	07/15/2009	11/16/2011	21,671.00	14,511.00	7,160.00
605. ANALOG DEVICES INC	07/10/2009	11/16/2011	22,527.00	14,466.00	8,061.00
15. CITIGROUP INC CONV PFD EQUIVALENT	09/30/2010	11/16/2011	1,260.00	1,689.00	-429.00
673. CITIGROUP INC CONV PF EQUIVALENT	01/05/2010	11/16/2011	56,513.00	66,589.00	-10,076.00
30. NEXTERA ENERGY INC COM	09/30/2010	11/16/2011	1,672.00	1,639.00	33.00
116. NEXTERA ENERGY INC CO	08/02/2010	11/16/2011	6,466.00	6,260.00	206.00
67. NEXTERA ENERGY INC COM	08/02/2010	11/16/2011	3,735.00	3,606.00	129.00
217. PEOPLES UTD FINL INC	07/29/2010	11/16/2011	2,722.00	3,020.00	-298.00
2588. PEOPLES UTD FINL INC	07/29/2010	11/16/2011	32,857.00	36,013.00	-3,156.00
885. PEOPLES UTD FINL INC	07/29/2010	11/16/2011	11,236.00	12,279.00	-1,043.00
779. XL GROUP PLC COM	12/03/2009	11/16/2011	15,924.00	14,265.00	1,659.00
331. XL GROUP PLC COM	12/03/2009	11/16/2011	6,766.00	6,016.00	750.00
625. AMERICAN ELECTRIC POW	11/11/2009	11/17/2011	24,053.00	19,869.00	4,184.00
604. AMERICAN ELECTRIC POW	11/10/2009	11/17/2011	23,245.00	19,182.00	4,063.00
56. AMERICAN ELECTRIC POWE	11/09/2009	11/17/2011	2,155.00	1,765.00	390.00
294. AUTOMATIC DATA PROCES	12/03/2009	11/17/2011	14,832.00	12,790.00	2,042.00
64. 3M CO COM	09/28/2010	11/17/2011	5,179.00	5,735.00	-556.00
421. XL GROUP PLC COM	12/03/2009	11/17/2011	8,310.00	7,652.00	658.00
956. XL GROUP PLC COM	08/03/2009	11/17/2011	18,870.00	13,760.00	5,110.00

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CHARLES EDWARD STUART CHARITABLE FOUNDATION Employer identification number
 91-1088288

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

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 363. XL GROUP PLC COM	07/31/2009	11/17/2011	7,165.00	5,142.00	2,023.00
956. XL GROUP PLC COM	07/31/2009	11/17/2011	18,870.00	13,390.00	5,480.00
350000. FEDERAL HOME LN BK	10/31/2007	11/18/2011	350,000.00	353,967.00	-3,967.00
273. GENERAL MILLS INC	10/08/2009	11/18/2011	10,536.00	8,830.00	1,706.00
267.322 GENERAL MILLS INC	10/16/2007	11/18/2011	10,317.00	7,687.00	2,630.00
599.17 GENERAL MILLS INC	10/16/2007	11/18/2011	23,124.00	17,073.00	6,051.00
323.508 GENERAL MILLS INC	10/16/2007	11/18/2011	12,485.00	9,189.00	3,296.00
326. GENERAL MILLS INC	03/26/2009	11/18/2011	12,582.00	7,885.00	4,697.00
93. GENUINE PARTS CO	09/30/2010	11/18/2011	5,261.00	4,151.00	1,110.00
285. GENUINE PARTS CO	07/29/2009	11/18/2011	16,121.00	10,105.00	6,016.00
68. GENUINE PARTS CO	07/28/2009	11/18/2011	3,846.00	2,396.00	1,450.00
.552 METLIFE INC COM	09/09/2008	11/18/2011	17.00	36.00	-19.00
619.448 METLIFE INC COM	08/16/2008	11/18/2011	18,987.00	38,129.00	-19,142.00
176. METLIFE INC COM	02/18/2009	11/18/2011	5,395.00	10,222.00	-4,827.00
193. OCCIDENTAL PETE CORP	06/09/2006	11/18/2011	18,106.00	9,323.00	8,783.00
346. OCCIDENTAL PETE CORP	12/02/2008	11/18/2011	32,460.00	16,234.00	16,226.00
50. OCCIDENTAL PETE CORP	01/11/2007	11/18/2011	4,691.00	2,189.00	2,502.00
4. PEOPLES UTD FINL INC CO	07/29/2010	11/18/2011	50.00	56.00	-6.00
939. PEOPLES UTD FINL INC	07/29/2010	11/18/2011	11,481.00	13,028.00	-1,547.00
437. PEOPLES UTD FINL INC	07/29/2010	11/18/2011	5,343.00	6,056.00	-713.00
84. PEOPLES UTD FINL INC C	09/30/2010	11/18/2011	1,027.00	1,103.00	-76.00
439. TE CONNECTIVITY LTD C	04/29/2010	11/18/2011	14,446.00	14,138.00	308.00
22. TE CONNECTIVITY LTD CO	04/29/2010	11/18/2011	724.00	709.00	15.00
36. TE CONNECTIVITY LTD CO	04/29/2010	11/18/2011	1,185.00	1,156.00	29.00
773. TE CONNECTIVITY LTD C	04/29/2010	11/18/2011	25,479.00	24,821.00	658.00

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

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 51. AIR PRODUCTS & CHEMICAL	09/30/2010	11/21/2011	4,051.00	4,224.00	-173.00
120. AIR PRODUCTS & CHEMICAL	02/26/2007	11/21/2011	9,532.00	9,409.00	123.00
45. AIR PRODUCTS & CHEMICAL	02/26/2007	11/21/2011	3,574.00	3,521.00	53.00
165. AIR PRODUCTS & CHEMICAL	02/23/2007	11/21/2011	13,106.00	12,835.00	271.00
110. AIR PRODUCTS & CHEMICAL	02/27/2007	11/21/2011	8,737.00	8,468.00	269.00
220. AIR PRODUCTS & CHEMICAL	04/17/2007	11/21/2011	17,475.00	16,418.00	1,057.00
154. AIR PRODUCTS & CHEMICAL	04/16/2007	11/21/2011	12,232.00	11,441.00	791.00
310. AIR PRODUCTS & CHEMICAL	08/07/2006	11/21/2011	24,623.00	20,111.00	4,512.00
25. AIR PRODUCTS & CHEMICAL	08/04/2006	11/21/2011	1,986.00	1,620.00	366.00
100. AIR PRODUCTS & CHEMICAL	03/26/2009	11/21/2011	7,943.00	5,956.00	1,987.00
194. AIR PRODUCTS & CHEMICAL	10/29/2008	11/21/2011	15,409.00	10,337.00	5,072.00
890.622 FREEPORT-MCMORAN COPPER INC COM	08/22/2007	11/21/2011	32,107.00	41,771.00	-9,664.00
30. FREEPORT-MCMORAN COPPER INC COM	09/30/2010	11/21/2011	1,082.00	1,274.00	-192.00
49.378 FREEPORT-MCMORAN COPPER INC COM	03/26/2009	11/21/2011	1,780.00	1,295.00	485.00
168. GENUINE PARTS CO	07/28/2009	11/21/2011	9,295.00	5,920.00	3,375.00
726. GENUINE PARTS CO	07/16/2009	11/21/2011	40,168.00	24,680.00	15,488.00
124. GENUINE PARTS CO	07/16/2009	11/21/2011	6,861.00	4,212.00	2,649.00
53. GENUINE PARTS CO	07/16/2009	11/21/2011	2,932.00	1,793.00	1,139.00
206. GENUINE PARTS CO	02/05/2009	11/21/2011	11,398.00	6,868.00	4,530.00
205. GENUINE PARTS CO	02/04/2009	11/21/2011	11,342.00	6,756.00	4,586.00
158. GENUINE PARTS CO	02/03/2009	11/21/2011	8,742.00	5,086.00	3,656.00
174. GENUINE PARTS CO	02/02/2009	11/21/2011	9,627.00	5,527.00	4,100.00
84. GENUINE PARTS CO	02/02/2009	11/21/2011	4,648.00	2,668.00	1,980.00
18. GENUINE PARTS CO	02/03/2009	11/21/2011	996.00	571.00	425.00
17. GENUINE PARTS CO	03/26/2009	11/21/2011	941.00	531.00	410.00

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

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6a 415. GENUINE PARTS CO	03/04/2009	11/21/2011	22,961.00	11,156.00	11,805.00
32. PG&E CORP	09/30/2010	11/21/2011	1,221.00	1,460.00	-239.00
422. PG&E CORP	11/06/2009	11/21/2011	16,105.00	17,515.00	-1,410.00
19. PG&E CORP	11/06/2009	11/21/2011	725.00	786.00	-61.00
207. PG&E CORP	07/13/2009	11/21/2011	7,900.00	7,848.00	52.00
491. PG&E CORP	07/14/2009	11/21/2011	18,738.00	18,615.00	123.00
23. PPG INDUSTRIES INC	09/30/2010	11/21/2011	1,876.00	1,681.00	195.00
404. PPG INDUSTRIES INC	10/08/2009	11/21/2011	32,952.00	23,935.00	9,017.00
440. PPG INDUSTRIES INC	10/08/2009	11/21/2011	35,888.00	25,991.00	9,897.00
1275. U.S. BANCORP	01/11/2007	11/21/2011	31,339.00	45,473.00	-14,134.00
420. U.S. BANCORP	06/09/2006	11/21/2011	10,323.00	13,276.00	-2,953.00
695. U.S. BANCORP	01/23/2008	11/21/2011	17,083.00	21,916.00	-4,833.00
1640. U.S. BANCORP	01/05/2006	11/21/2011	40,311.00	50,031.00	-9,720.00
1146. U.S. BANCORP	07/01/2005	11/21/2011	28,168.00	33,314.00	-5,146.00
170. UNITED TECHNOLOGIES C	07/31/2007	11/21/2011	12,489.00	12,631.00	-142.00
100. UNITED TECHNOLOGIES C	09/30/2010	11/21/2011	7,347.00	7,146.00	201.00
130. UNITED TECHNOLOGIES C	06/09/2006	11/21/2011	9,551.00	7,858.00	1,693.00
183. UNITED TECHNOLOGIES C	07/01/2005	11/21/2011	13,444.00	9,403.00	4,041.00
950. UNITED TECHNOLOGIES C	07/01/2005	11/21/2011	69,821.00	48,811.00	21,010.00
46. TE CONNECTIVITY LTD CO	04/29/2010	11/21/2011	1,473.00	1,477.00	-4.00
245. TE CONNECTIVITY LTD C	04/29/2010	11/21/2011	7,846.00	7,840.00	6.00
743. TE CONNECTIVITY LTD C	04/30/2010	11/21/2011	23,795.00	23,756.00	39.00
93. TE CONNECTIVITY LTD CO	09/30/2010	11/21/2011	2,978.00	2,741.00	237.00
60. PACKAGING CORP OF AMER	09/30/2010	11/22/2011	1,499.00	1,391.00	108.00
396. PACKAGING CORP OF AME	06/19/2009	11/22/2011	9,896.00	5,823.00	4,073.00

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CHARLES EDWARD STUART CHARITABLE FOUNDATION 91-1088288

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

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 53. UNITED TECHNOLOGIES CO	09/30/2010	11/22/2011	3,849.00	3,787.00	62.00
1514. UNITED TECHNOLOGIES	08/04/2009	11/22/2011	109,949.00	83,229.00	26,720.00
59. UNITED TECHNOLOGIES CO	03/26/2009	11/22/2011	4,285.00	2,670.00	1,615.00
935. UNITED TECHNOLOGIES C	02/19/2009	11/22/2011	67,901.00	42,160.00	25,741.00
684. UNITED TECHNOLOGIES C	04/08/2009	11/22/2011	49,673.00	30,740.00	18,933.00
191. J P MORGAN CHASE & CO	11/02/2008	11/23/2011	5,444.00	8,805.00	-3,361.00
490. J P MORGAN CHASE & CO	11/14/2007	11/23/2011	13,966.00	22,198.00	-8,232.00
347. PACKAGING CORP OF AME	06/19/2009	11/23/2011	8,449.00	5,102.00	3,347.00
942. PACKAGING CORP OF AME	06/22/2009	11/23/2011	22,938.00	13,394.00	9,544.00
23. PACKAGING CORP OF AMER	06/22/2009	11/23/2011	560.00	325.00	235.00
1369. WELLS FARGO & CO	07/01/2005	11/23/2011	32,058.00	41,850.00	-9,792.00 *
390. WELLS FARGO & CO	06/09/2006	11/23/2011	9,133.00	13,566.00	-4,433.00 *
53. PACKAGING CORP OF AMER	06/22/2009	11/25/2011	1,298.00	748.00	550.00
555. PACKAGING CORP OF AME	06/23/2009	11/25/2011	13,590.00	7,778.00	5,812.00
2472. COMCAST CORP NEW CL	11/04/2010	12/05/2011	57,818.00	52,209.00	5,609.00
64. J P MORGAN CHASE & CO	11/11/2008	12/05/2011	2,166.00	2,966.00	-800.00
161. J P MORGAN CHASE & CO	11/18/2008	12/05/2011	5,448.00	7,298.00	-1,850.00
500000. HEWLETT-PACKARD CO NT	05/27/2009	12/07/2011	524,265.00	523,245.00	1,020.00
6000. POWERSHARES WATER RE	06/25/2008	12/09/2011	101,908.00	128,625.00	-26,717.00
5750. POWERSHARES GLOBAL W PORTFOLIO	06/25/2008	12/09/2011	91,711.00	129,145.00	-37,434.00
779. COMCAST CORP NEW CL A	11/04/2010	01/11/2012	19,929.00	16,452.00	3,477.00
1084. COMCAST CORP NEW CL	10/28/2010	01/11/2012	27,731.00	22,442.00	5,289.00
856. OCCIDENTAL PETE CORP	08/18/2009	01/11/2012	82,724.00	59,467.00	23,257.00
1919. OCCIDENTAL PETE CORP	05/15/2009	01/11/2012	185,453.00	116,064.00	69,389.00
1034. VISA INC CL A COM	12/08/2010	01/11/2012	102,355.00	80,179.00	22,176.00

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

Name of estate or trust as shown on Form 1041 Do not enter name and employer identification number if shown on the other side **Employer identification number**
 CHARLES EDWARD STUART CHARITABLE FOUNDATION 91-1088288

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

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 422. PG&E CORP	07/14/2009	02/13/2012	17,419.00	15,999.00	1,420.00
43. PG&E CORP	07/14/2009	02/14/2012	1,772.00	1,630.00	142.00
726. PG&E CORP	07/13/2009	02/14/2012	29,921.00	27,482.00	2,439.00
500000. HEWLETT PACKARD CO	12/09/2009	02/24/2012	500,000.00	532,315.00	-32,315.00
165. CHEVRONTEXACO CORP CO	06/26/2008	02/27/2012	18,080.00	17,249.00	831.00
20. CHEVRONTEXACO CORP COM	06/26/2008	02/27/2012	2,191.00	2,090.00	101.00
165. CHEVRONTEXACO CORP CO	09/24/2008	02/27/2012	18,080.00	14,134.00	3,946.00
205. CHEVRONTEXACO CORP CO	08/08/2008	02/27/2012	22,462.00	17,228.00	5,234.00
386. TERADATA CORP DELAWAR	02/11/2010	02/27/2012	25,465.00	11,016.00	14,449.00
40.09 METLIFE INC COM	02/18/2009	03/21/2012	1,555.00	2,328.00	-773.00
650.91 METLIFE INC COM	02/18/2009	03/21/2012	25,249.00	32,766.00	-7,517.00
1323. TARGET CORP	08/06/2010	03/21/2012	76,635.00	69,225.00	7,410.00
1241. CHEVRONTEXACO CORP C	08/08/2008	03/23/2012	132,000.00	104,294.00	27,706.00
156. HARTFORD FINANCIAL SE INC	02/22/2011	03/23/2012	3,337.00	4,687.00	-1,350.00
1610. HARTFORD FINANCIAL S GROUP INC	02/15/2011	03/23/2012	34,441.00	47,580.00	-13,139.00
791. AT&T INC	05/30/2007	03/28/2012	24,769.00	32,323.00	-7,554.00
309. ABBOTT LABORATORIES	04/04/2007	03/28/2012	18,844.00	17,369.00	1,475.00
35. ALTRIA GROUP INC	09/30/2010	03/28/2012	1,067.00	843.00	224.00
96. AMERICAN ELECTRIC POWE	11/09/2009	03/28/2012	3,663.00	3,025.00	638.00
9. APPLE COMPUTER INC	09/30/2010	03/28/2012	5,558.00	2,557.00	3,001.00
13. APPLE COMPUTER INC	06/14/2010	03/28/2012	8,028.00	3,368.00	4,660.00
182. AUTOMATIC DATA PROCES	12/03/2009	03/28/2012	10,087.00	7,917.00	2,170.00
7. CHEVRONTEXACO CORP COM	08/08/2008	03/28/2012	739.00	588.00	151.00
127. CHEVRONTEXACO CORP CO	09/30/2010	03/28/2012	13,415.00	10,301.00	3,114.00
16. CHEVRONTEXACO CORP COM	11/10/2009	03/28/2012	1,690.00	1,248.00	442.00

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CHARLES EDWARD STUART CHARITABLE FOUNDATION Employer identification number
 91-1088288

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

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 525. CITIGROUP INC NEW COM	06/14/2010	03/28/2012	19,432.00	20,718.00	-1,286.00
12758.357 COLUMBIA ACORN I FUND CL Z	05/21/2007	03/28/2012	500,000.00	576,295.00	-76,295.00
15060.241 COLUMBIA SMALL C FUND II CLASS Z SHARES	06/16/2008	03/28/2012	226,355.00	200,000.00	26,355.00
7610.35 COLUMBIA SMALL CAP II CLASS Z SHARES	04/28/2008	03/28/2012	114,384.00	100,000.00	14,384.00
7830.854 COLUMBIA SMALL CA II CLASS Z SHARES	07/22/2008	03/28/2012	117,698.00	100,000.00	17,698.00
16168.149 COLUMBIA SMALL C FUND II CLASS Z SHARES	09/23/2008	03/28/2012	243,007.00	200,000.00	43,007.00
14845.606 COLUMBIA SMALL C FUND II CLASS Z SHARES	06/23/2009	03/28/2012	223,129.00	125,000.00	98,129.00
12453.3 COLUMBIA SMALL CAP II CLASS Z SHARES	11/25/2008	03/28/2012	187,173.00	100,000.00	87,173.00
350. COMCAST CORP NEW CL A	10/28/2010	03/28/2012	10,477.00	7,246.00	3,231.00
154. DIAGEO PLC SPONSORED	07/01/2005	03/28/2012	14,914.00	9,071.00	5,843.00
26. DOVER CORP	09/30/2010	03/28/2012	1,600.00	1,360.00	240.00
775. E M C CORP	04/30/2009	03/28/2012	22,886.00	9,736.00	13,150.00
75. FRANKLIN RES INC COM	02/23/2010	03/28/2012	9,366.00	7,515.00	1,851.00
500000. GENERAL DYNAMICS C	05/16/2008	03/28/2012	520,950.00	503,120.00	17,830.00
100. GOLDMAN SACHS GROUP I	10/05/2010	03/28/2012	12,598.00	14,683.00	-2,085.00
50. GOOGLE INC CL A	04/13/2010	03/28/2012	32,802.00	28,903.00	3,899.00
4995.837 HARBOR INTERNATIO INSTL CL	07/22/2008	03/28/2012	300,000.00	324,230.00	-24,230.00
225. HARTFORD FINANCIAL SE INC	02/15/2011	03/28/2012	4,809.00	6,649.00	-1,840.00
258. H. J. HEINZ CO	05/14/2008	03/28/2012	13,684.00	14,138.00	-454.00
521. J P MORGAN CHASE & CO	11/14/2007	03/28/2012	24,046.00	23,602.00	444.00
100. LIMITED BRANDS INC CO	07/12/2010	03/28/2012	4,854.00	2,396.00	2,458.00
350. MACYS INC COM	03/23/2011	03/28/2012	14,022.00	8,033.00	5,989.00
227. MERCK & CO INC NEW CO	08/22/2007	03/28/2012	8,683.00	8,592.00	91.00
104. METLIFE INC COM	02/18/2009	03/28/2012	3,921.00	5,235.00	-1,314.00
665. MICROSOFT CORP	03/26/2010	03/28/2012	21,406.00	19,816.00	1,590.00

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Name of estate or trust as shown on Form 1041 Do not enter name and employer identification number if shown on the other side **CHARLES EDWARD STUART CHARITABLE FOUNDATION** Employer identification number **91-1088288**

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

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 91. NEXTERA ENERGY INC COM	08/02/2010	03/28/2012	5,500.00	4,897.00	603.00
15. NORDSTROM INC	09/27/2010	03/28/2012	820.00	553.00	267.00
118. NORDSTROM INC	09/24/2010	03/28/2012	6,448.00	4,316.00	2,132.00
2. NORDSTROM INC	09/24/2010	03/28/2012	109.00	73.00	36.00
95. PNC FINANCIAL SERVICES	09/24/2008	03/28/2012	6,140.00	7,126.00	-986.00
256. PNC FINANCIAL SERVICE	10/12/2007	03/28/2012	16,545.00	18,023.00	-1,478.00
99. PNC FINANCIAL SERVICES	12/19/2007	03/28/2012	6,398.00	6,394.00	4.00
254. PNC FINANCIAL SERVICE	05/10/2006	03/28/2012	16,416.00	18,046.00	-1,630.00
300. PHILIP MORRIS INTL IN	06/14/2010	03/28/2012	26,090.00	13,699.00	12,391.00
51. T ROWE PRICE GROUP INC	04/14/2010	03/28/2012	3,286.00	3,000.00	286.00
88495.575 ROWE T PRICE INTL BD FUND	03/22/2011	03/28/2012	871,681.00	900,000.00	-28,319.00
122. SEMPRA ENERGY	12/22/2009	03/28/2012	7,118.00	6,833.00	285.00
100. TERADATA CORP DELAWAR	02/11/2010	03/28/2012	6,790.00	2,854.00	3,936.00
511. U.S. BANCORP	07/01/2005	03/28/2012	16,210.00	14,855.00	1,355.00
106. UNITED TECHNOLOGIES C	07/01/2005	03/28/2012	8,630.00	5,446.00	3,184.00
360. VERIZON COMMUNICATION	09/17/2007	03/28/2012	13,749.00	14,339.00	-590.00
300. VERIZON COMMUNICATION	09/14/2007	03/28/2012	11,457.00	11,886.00	-429.00
710. WELLS FARGO & CO	07/13/2005	03/28/2012	24,410.00	24,023.00	387.00
390. WELLS FARGO & CO	06/21/2006	03/28/2012	13,408.00	14,840.00	-1,432.00
254. AT&T INC	05/30/2007	04/10/2012	7,676.00	10,379.00	-2,703.00
1020. AT&T INC	07/06/2007	04/10/2012	30,825.00	41,487.00	-10,662.00
515. APACHE CORP	01/15/2009	04/18/2012	47,486.00	36,761.00	10,725.00
100. APPLE COMPUTER INC	06/14/2010	04/18/2012	61,284.00	25,909.00	35,375.00
426. APPLE COMPUTER INC	03/01/2010	04/18/2012	261,068.00	88,940.00	172,128.00
117. APPLE COMPUTER INC	03/06/2007	04/18/2012	71,702.00	10,281.00	61,421.00

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Name of estate or trust as shown on Form 1041 Do not enter name and employer identification number if shown on the other side CHARLES EDWARD STUART CHARITABLE FOUNDATION	Employer identification number 91-1088288
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Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 2243. CIGNA CORP	10/05/2010	04/18/2012	108,123.00	79,731.00	28,392.00
1250. CELANESE CORP DEL SE	10/02/2009	04/18/2012	59,164.00	29,954.00	29,210.00
142. CHEVRONTEXACO CORP CO	03/26/2009	04/18/2012	14,699.00	9,960.00	4,739.00
1237. CHEVRONTEXACO CORP C	10/02/2009	04/18/2012	128,051.00	84,782.00	43,269.00
40. CHEVRONTEXACO CORP COM	10/20/2008	04/18/2012	4,141.00	2,691.00	1,450.00
2875. CITIGROUP INC NEW CO	06/14/2010	04/18/2012	101,255.00	113,456.00	-12,201.00
2640. COMCAST CORP NEW CL	10/28/2010	04/18/2012	79,045.00	54,655.00	24,390.00
695. GENERAL ELECTRIC CO	01/25/2010	04/18/2012	13,280.00	11,478.00	1,802.00
4274. GENERAL ELECTRIC CO	02/23/2010	04/18/2012	81,664.00	68,213.00	13,451.00
191. GOLDMAN SACHS GROUP I	06/02/2009	04/18/2012	22,061.00	27,382.00	-5,321.00
110. GOLDMAN SACHS GROUP I	03/26/2009	04/18/2012	12,705.00	12,129.00	576.00
1950. HARTFORD FINANCIAL S GROUP INC	02/15/2011	04/18/2012	39,165.00	57,629.00	-18,464.00
1386. J P MORGAN CHASE & C	12/17/2009	04/18/2012	60,227.00	56,215.00	4,012.00
1405. J P MORGAN CHASE & C	10/30/2008	04/18/2012	61,053.00	51,560.00	9,493.00
1350. LIMITED BRANDS INC C	07/12/2010	04/18/2012	66,411.00	32,352.00	34,059.00
710. LORILLARD INC COM	03/23/2011	04/18/2012	96,955.00	66,477.00	30,478.00
2930. MACYS INC COM	03/23/2011	04/18/2012	117,764.00	67,244.00	50,520.00
1355. NATIONAL OILWELL VAR	07/12/2010	04/18/2012	107,377.00	48,034.00	59,343.00
1146. PNC FINANCIAL SERVIC	12/19/2007	04/18/2012	73,107.00	74,017.00	-910.00
100. PNC FINANCIAL SERVICE	10/20/2008	04/18/2012	6,379.00	5,857.00	522.00
615. PNC FINANCIAL SERVICE	08/04/2009	04/18/2012	39,233.00	23,329.00	15,904.00
1855. PHILIP MORRIS INTL I	02/19/2009	04/18/2012	163,171.00	65,906.00	97,265.00
825. TERADATA CORP DELAWAR	02/11/2010	04/18/2012	57,563.00	23,544.00	34,019.00
213. JOHNSON & JOHNSON	04/26/2011	05/03/2012	13,942.00	14,516.00	-574.00
136. JOHNSON & JOHNSON	12/14/2007	05/03/2012	8,902.00	9,211.00	-309.00

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

CHARLES EDWARD STUART CHARITABLE FDN **Bank of America**

91-1088288

Balance Sheet

6/30/2012



Cusip	Asset	Units	Basis	Market Value
000375204	ABB LTD	624.000	12,259 88	10,183 68
00206R102	AT&T INC	7697 000	243,877.83	274,475.02
00206RAW2	AT&T INC	275000 000	284,416 00	291,271.75
002824100	ABBOTT LABS	2470 000	122,222 50	159,240 90
002824AT7	ABBOTT LABS	250000 000	293,662 50	294,782.50
00687A107	ADIDAS AG	427 000	16,770 03	15,297 28
007865108	AEROPOSTALE	884 000	18,615 01	15,761 72
00817Y108	AETNA INC	1326.000	54,638 79	51,409 02
015351109	ALEXION PHARMACEUTICALS INC	1784 000	162,413 22	177,151 20
018490102	ALLERGAN INC	3013 000	232,676 90	278,913 41
020002AR2	ALLSTATE CORP	500000.000	504,775 00	540,950 00
02209S103	ALTRIA GROUP INC	3506 000	57,770 27	121,132 30
02263T104	AMADEUS IT HLDG SA	481 000	8,965.84	10,193 83
023111206	AMARIN CORP PLC	1509 000	18,101 21	21,820 14
023135106	AMAZON COM INC	1309.000	252,223 70	298,910.15
02364W105	AMERICA MOVIL S A B DE C V	759 000	18,284 47	19,779 54
025537101	AMERICAN ELEC PWR INC	1726 000	53,828.78	68,867 40
025816109	AMERICAN EXPRESS CO	2259 000	87,755 41	131,496.39
031162100	AMGEN INC	1359 000	81,054 22	99,084 69
032511107	ANADARKO PETE CORP	1910 000	150,720 74	126,442.00
037833100	APPLE INC	556 000	65,396 31	324,704 00
038336103	APTARGROUP INC	538 000	29,186 93	27,464 90
053015103	AUTOMATIC DATA PROCESSING INC	2031 000	75,279 61	113,045 46
05531FAK9	BB&T CORP	250000 000	248,980 00	253,970 00
055434203	BG GROUP PLC	806 000	17,997.98	16,434 34
056752108	BAIDU INC	2313.000	342,538 84	265,948 74
059460303	BANCO BRADESCO S A	1187 000	19,413 50	17,650 69
067806109	BARNES GROUP INC	1091 000	29,463 98	26,500 39
084664AD3	BERKSHIRE HATHAWAY FIN CORP	500000 000	505,195 00	525,140 00
084670702	BERKSHIRE HATHAWAY INC DEL	2454 000	202,458 60	204,491 82
088606108	BHP BILLITON LTD	1104.000	76,710 51	72,091 20
09062X103	BIOGEN IDEC INC	2547.000	306,692.49	367,735 86
09247X101	BLACKROCK INC	479.000	75,136 04	81,343 78
097023105	BOEING CO	979.000	63,812 10	72,739 70

CHARLES EDWARD STUART CHARITABLE FDN **Bank of America**
91-1088288
Balance Sheet
6/30/2012



<u>Cusip</u>	<u>Asset</u>	<u>Units</u>	<u>Basis</u>	<u>Market Value</u>
10138MAB1	BOTTLING GROUP LLC	500000 000	502,190 00	507,310 00
105105100	BRAMBLES LTD	824 000	12,154 00	10,406 30
110122108	BRISTOL MYERS SQUIBB CO	7289 000	221,281 59	262,039 55
110448107	BRITISH AMERN TOB PLC	156 000	15,609.16	15,930 72
111013108	BRITISH SKY BROADCASTING GROUP	180 000	7,448.40	7,865 46
120738406	BUNZL PLC	237 000	19,201.75	19,385 42
125509109	CIGNA CORP	776 000	28,784.01	34,144 00
12561W105	CLECO CORP NEW	472 000	18,562.30	19,743 76
12572Q105	CME GROUP INC	326.000	81,002.06	87,403.86
125896100	CMS ENERGY CORP	2154 000	46,407.72	50,619 00
126132109	CNOOC LTD	97 000	19,436.86	19,521.25
126650100	CVS CAREMARK CORP	2320 000	105,556.98	108,413 60
129603106	CALGON CARBON CORP	1464 000	21,103 56	20,818.08
136375102	CANADIAN NATIONAL RAILWAY	125.000	9,935.86	10,547.50
138006309	CANON INC	450.000	20,635.06	17,973 00
139098107	CAP GEMINI S A	420.000	8,190.00	7,728 42
14040H105	CAPITAL ONE FINL CORP	1360 000	69,872 46	74,337 60
14912L4S7	CATERPILLAR FINL SVCS CORP	200000 000	208,698 00	209,812 00
150870103	CELANESE CORP DEL	1261 000	42,665 27	43,655.82
151020104	CELGENE CORP	3077 000	239,070 55	197,420 32
15135U109	CENOVUS ENERGY INC	162 000	5,377 91	5,151 60
15639K300	CENTRICA PLC	569 000	11,611 97	11,352 12
166744201	CHEUNG KONG HLDGS LTD	1017 000	13,021 61	12,403.33
166764100	CHEVRON CORP	4154 000	338,037 90	438,247 00
168905107	CHILDRENS PL RETAIL STORES INC	402 000	19,290.25	20,031 66
16941M109	CHINA MOBILE LTD	162 000	8,872 26	8,856 54
169656105	CHIPOTLE MEXICAN GRILL INC	401 000	176,350 98	152,359 95
171232101	CHUBB CORP	1651 000	111,119 15	120,225 82
171778202	CIELO S A	289 000	8,106 45	8,411 92
17275RAC6	CISCO SYS INC	270000 000	305,218 80	313,305.30
172967424	CITIGROUP INC	1818 000	50,826 19	49,831 38
191085208	COCA COLA AMATIL LTD	592 000	15,300 28	16,238 56
1912EP104	COCA COLA HELLENIC BOTTLING CO	337 000	5,885.87	5,968 27
192446102	COGNIZANT TECHNOLOGY SOLUTIONS	4032 000	293,334.05	241,920 00

CHARLES EDWARD STUART CHARITABLE FDN **Bank of America**
91-1088288
Balance Sheet
6/30/2012



<u>Cusip</u>	<u>Asset</u>	<u>Units</u>	<u>Basis</u>	<u>Market Value</u>
197199813	COLUMBIA ACORN INTERNATIONAL	44725 301	1,554,180 20	1,659,308 67
197199854	COLUMBIA ACORN SELECT FUND	88920 794	2,000,000 00	2,215,906 19
19763T889	COLUMBIA INCOME OPPORTUNITIES	163822 127	1,550,000 00	1,579,245 30
19765P596	COLUMBIA SMALL CAP GROWTH I	48077 435	1,100,000 00	1,412,515.04
199112CZ4	COLUMBUS GA BLDG AUTH LEASE RE	500000 000	494,545 00	501,385 00
20030N101	COMCAST CORP	2694.000	56,265 81	86,127.18
20449X203	COMPASS GROUP PLC	2188 000	22,536 40	22,958 68
20825RAB7	CONOCOPHILLIPS AUSTRALIA FDG CO	500000 000	528,270 00	518,715 00
209111EA7	CONSOLIDATED EDISON CO NY INC	500000.000	506,710 00	512,560 00
212015101	CONTINENTAL RES INC	488.000	35,863.12	32,510 56
224399105	CRANE CO	300 000	14,134.17	10,914 00
235825205	DANA HLDG CORP	461 000	5,632.45	5,905 41
23636T100	DANONE	886.000	12,163 50	11,022 73
237266101	DARLING INTL INC	807 000	11,237.39	13,307 43
245914817	DELAWARE EMERGING MKTS FUND	224613 797	3,375,000.00	2,771,734 25
24872B100	DENSO CORP	859 000	13,359.01	14,496 48
25243Q205	DIAGEO PLC	1607 000	91,675 39	165,633 49
253868103	DIGITAL RLTY TR INC	1179.000	76,415 47	88,507 53
25470M109	DISH NETWORK CORP	2764.000	80,154 90	78,912 20
25746U109	DOMINION RES INC VA NEW	925 000	46,892 23	49,950 00
260003108	DOVER CORP	2477.000	102,552 80	132,791.97
260543103	DOW CHEM CO	2726 000	92,855 73	85,869 00
263534109	DU PONT E I DE NEMOURS & CO	2712 000	127,910 27	137,145 84
268648102	EMC CORP	14181.000	206,618.61	363,459 03
26875P101	EOG RES INC	1823 000	190,555 64	164,270 53
278642103	EBAY INC	2611 000	81,332 35	109,688 11
28176E108	EDWARDS LIFESCIENCES CORP	1314 000	127,945 49	135,736 20
29084Q100	EMCOR GROUP INC	813 000	21,597 67	22,617 66
291011104	EMERSON ELEC CO	1365.000	66,511 94	63,581 70
29355X107	ENPRO INDS INC	300 000	11,313 95	11,211.00
294821608	ERICSSON	992.000	9,404.16	9,056.96
30219G108	EXPRESS SCRIPTS HLDG CO	1024 000	56,994.59	57,169 92
30231G102	EXXON MOBIL CORP	3667 000	253,782 98	313,785 19
30249U101	FMC TECHNOLOGIES INC	4134 000	198,648 21	162,176 82

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303726103	FAIRCHILD SEMICONDUCTOR INTL	4065 000	56,907.34	57,316 50
307305102	FANUC CORP	344 000	10,419.36	9,305 20
31331KHW3	FEDERAL FARM CR BKS	550000 000	555,682.04	566,236 00
31331VGU4	FEDERAL FARM CR BKS	500000 000	519,185 50	572,020.00
313373JR4	FEDERAL HOME LN BKS	350000 000	356,629 35	357,080 50
3133XML66	FEDERAL HOME LN BKS	500000 000	499,586 50	506,170 00
3133XX7F8	FEDERAL HOME LN BKS	500000 000	510,512 50	504,885 00
3134A4QD9	FEDERAL HOME LN MTG CORP	750000 000	761,113 50	751,372 50
3134A4UK8	FEDERAL HOME LN MTG CORP	1000000 000	999,353 00	1,063,110.00
31398A3G5	FEDERAL NATL MTG ASSN	500000.000	500,250 00	510,175 00
31398AHZ8	FEDERAL NATL MTG ASSN	550000.000	557,727.50	559,619 50
315616102	F5 NETWORKS INC	1194 000	148,648 70	118,874 64
316773100	FIFTH THIRD BANCORP	7222 000	91,345.89	96,774 80
317923100	FINISH LINE INC	758 000	15,894.50	15,849 78
344419106	FOMENTO ECONOMICO MEXICANO SA	164.000	13,501 48	14,637 00
349882100	FOSSIL INC	1937 000	207,456 47	148,257 98
354613101	FRANKLIN RES INC	2884.000	328,220 94	320,095 16
358029106	FRESENIUS MED CARE AG	151 000	10,393 45	10,659 09
36318L104	GALAXY ENTMT GROUP LTD	237 000	7,261 32	5,854 14
363576109	GALLAGHER ARTHUR J & CO	2419 000	75,073 25	84,834.33
364760108	GAP INC DEL	2700 000	71,842 28	73,872 00
368287207	GAZPROM O A O	879 000	10,310.67	8,333 80
369300108	GENERAL CABLE CORP DEL NEW	778 000	21,664.19	20,181 32
369604103	GENERAL ELEC CO	9665 000	166,254.35	201,418 60
369604AY9	GENERAL ELEC CO	500000 000	515,545.00	512,785 00
371559105	GENESEE & WYO INC	224 000	11,877.42	11,836 16
37733W105	GLAXOSMITHKLINE PLC	4316 000	189,373 50	196,680 12
38259P508	GOOGLE INC	713 000	398,135 50	413,589 91
39945C109	GROUPE CGI INC	401.000	8,558 00	9,619 99
40049J206	GRUPO TELEVISA SA DE CV	729 000	15,000 17	15,658 92
410345102	HANESBRANDS INC	689 000	18,828 65	19,105 97
411511306	HARBOR INTERNATIONAL FUND	34220 062	1,641,414 37	1,906,399 65
423074103	HEINZ H J CO	2436 000	113,519 54	132,469 68
436106108	HOLLYFRONTIER CORP	1079 000	35,426 05	38,228 97

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<u>Cusip</u>	<u>Asset</u>	<u>Units</u>	<u>Basis</u>	<u>Market Value</u>
437076102	HOME DEPOT INC	5251.000	117,069.11	278,250.49
438516106	HONEYWELL INTL INC	2300.000	105,225.62	128,432.00
440543106	HORNBECK OFFSHORE SVCS INC	655.000	26,461.93	25,400.90
448415208	HUTCHISON WHAMPOA LTD	591.000	11,329.47	10,133.29
451055107	ICONIX BRAND GROUP INC	1066.000	17,745.17	18,623.02
453142101	IMPERIAL TOBACCO GROUP PLC	294.000	23,236.44	22,641.23
455807107	INDUSTRIAL & COML BK CHINA	1237.000	16,353.14	13,682.46
45774N108	INNOPHOS HLDGS INC	398.000	19,567.87	22,471.08
458140100	INTEL CORP	9740.000	198,858.20	259,571.00
45865V100	INTERCONTINENTAL EXCHANGE INC	1100.000	143,594.00	149,578.00
459200101	INTERNATIONAL BUSINESS MACHS	1591.000	145,683.23	311,167.78
459200BA8	INTERNATIONAL BUSINESS MACHS	500000.000	478,910.00	509,240.00
465741106	ITRON INC	478.000	20,942.18	19,712.72
466032109	J & J SNACK FOODS CORP	249.000	12,594.50	14,715.90
46612K108	JDA SOFTWARE GROUP INC	998.000	27,963.96	29,630.62
46625H100	J P MORGAN CHASE & CO	9099.000	362,584.58	325,107.27
46625HHX1	JPMORGAN CHASE & CO	300000.000	306,357.00	310,944.00
47803W406	JOHN HANCOCK FDS III DISCIPLINED	147372.639	1,771,325.02	1,792,051.29
478160104	JOHNSON & JOHNSON	6310.000	410,410.46	426,303.60
48137C108	JULIUS BAER GROUP LTD	1673.000	12,865.37	12,110.85
487836108	KELLOGG CO	1144.000	57,747.49	56,433.52
492051305	KEPPEL CORP LTD	851.000	15,769.03	13,811.73
494368103	KIMBERLY CLARK CORP	1694.000	120,386.50	141,906.38
49456B101	KINDER MORGAN INC DEL	3332.000	91,534.47	107,357.04
495724403	KINGFISHER PLC	1611.000	15,481.71	14,524.78
500458401	KOMATSU LTD	432.000	12,423.72	10,167.98
500467402	KONINKLIJKE AHOLD NV	499.000	6,765.97	6,189.60
502117203	L OREAL CO	362.000	8,869.22	8,474.78
513847103	LANCASTER COLONY CORP	351.000	22,446.10	24,994.71
517834107	LAS VEGAS SANDS CORP	4851.000	289,216.62	210,969.99
518439104	LAUDER ESTEE COS INC	3506.000	220,870.64	189,744.72
53071M104	LIBERTY INTERACTIVE CORP	4122.000	60,919.86	73,268.55
532716107	LIMITED BRANDS INC	1464.000	62,072.87	62,263.92
53578A108	LINKEDIN CORP	2047.000	227,467.92	217,534.69

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<u>Cusip</u>	<u>Asset</u>	<u>Units</u>	<u>Basis</u>	<u>Market Value</u>
544147101	LORILLARD INC	729 000	70,001 83	96,191 55
550021109	LULULEMON ATHLETICA INC	3071 000	230,166.23	183,123 73
55264U108	MB FINL INC	1019 000	21,072 92	21,949.26
55616P104	MACYS INC	4708 000	136,330 46	161,719 80
55826P100	MADISON SQUARE GARDEN CO	447 000	15,425 97	16,735.68
559079207	MAGELLAN HEALTH SVCS INC	355 000	16,441 68	16,092 15
576323109	MASTEC INC	1027 000	17,449 76	15,446.08
577933104	MAXIMUS INC	543 000	21,960 87	28,100 25
580135101	MCDONALDS CORP	3182 000	250,127 03	281,702 46
58155Q103	MCKESSON CORP	2432 000	217,158 24	228,000 00
58933Y105	MERCK & CO INC	8910 000	317,257 53	371,992 50
589433101	MEREDITH CORP	1621 000	45,097 68	51,774.74
59156R108	METLIFE INC	1213 000	53,406 65	37,421 05
59156RAN8	METLIFE INC	250000.000	277,397 50	274,850 00
594918104	MICROSOFT CORP	16237.000	471,579.70	496,689 83
595620AD7	MIDAMERICAN ENERGY CO DTD	500000 000	497,690 00	540,115 00
62886E108	NCR CORP NEW	2523 000	53,886 23	57,347 79
63607P208	NATIONAL FINL PARTNERS CORP	998 000	14,458 13	13,373 20
637071101	NATIONAL OILWELL VARCO INC	1414 000	93,286.94	91,118 16
637138108	NATIONAL PENN BANCSHARES INC	1718.000	15,643 25	16,398 31
641069406	NESTLE S A	270 000	16,488.60	16,131.42
64111Q104	NETGEAR INC	899 000	31,303 90	31,024 49
65339F101	NEXTERA ENERGY INC	1058 000	55,673 35	72,800.98
654090109	NIDEC CORP	479 000	10,737.48	9,192 01
655664100	NORDSTROM INC	1141 000	29,662 55	56,696 29
655844108	NORFOLK SOUTHERN CORP	1867 000	133,102 52	133,994 59
66987V109	NOVARTIS A G	184 000	10,146 78	10,285 60
670100205	NOVO-NORDISK A S	1895 000	284,776 25	275,419 30
670346105	NUCOR CORP	1972 000	78,660 75	74,738.80
674599105	OCCIDENTAL PETE CORP DEL	1463 000	67,887 14	125,481 51
678026105	OIL STS INTL INC	132 000	9,373 32	8,738 40
679580100	OLD DOMINION FGHT LINE INC	505 000	24,324 08	21,861.45
682128103	OMNIVISION TECHNOLOGIES INC	1267 000	21,166 78	16,901.78
690732102	OWENS & MINOR INC NEW	738 000	21,260.08	22,604.94

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693475105	PNC FINL SVCS GROUP INC	3528 000	174,859.95	215,596.08
693476BH5	PNC FDG CORP	275000.000	284,946.75	292,080.25
693506107	PPG INDS INC	588 000	51,611.29	62,398.56
696429307	PALL CORP	1020 000	54,663.68	55,906.20
701094104	PARKER HANNIFIN CORP	1772 000	112,052.67	136,231.36
705015105	PEARSON PLC	402 000	7,576.52	7,979.70
707887105	PENN WEST PETE LTD	2535 000	44,085.55	33,943.65
713448108	PEPSICO INC	3180.000	198,896.18	224,698.80
717081103	PFIZER INC	10904 000	172,361.67	250,792.00
718172109	PHILIP MORRIS INTL INC	5960.000	282,480.65	520,069.60
722005220	PIMCO FOREIGN BOND FUND	58670 360	635,400.00	638,920.22
722005667	PIMCO COMMODITY REALRETURN	292885 001	2,335,000.00	1,880,321.71
723787107	PIONEER NAT RES CO	545 000	55,174.71	48,074.45
736508847	PORTLAND GEN ELEC CO	699.000	17,548.67	18,635.34
73755L107	POTASH CORP SASK INC	240.000	9,921.18	10,485.60
740189105	PRECISION CASTPARTS CORP	1190 000	205,887.85	195,743.10
74144T108	PRICE T ROWE GROUP INC	1291 000	64,405.59	81,281.36
741503403	PRICELINE COM INC	373 000	252,409.75	247,865.96
74267C106	PROASSURANCE CORP	66 000	5,731.44	5,879.94
742718109	PROCTER & GAMBLE CO	1994 000	126,369.15	122,132.50
742718DM8	PROCTER & GAMBLE CO	500000 000	503,535.00	535,835.00
743606105	PROSPERITY BANCSHARES INC	521 000	22,818.81	21,897.63
743674103	PROTECTIVE LIFE CORP	506 000	14,345.10	14,881.46
744573106	PUBLIC SVC ENTERPRISE GROUP	1261 000	41,756.07	40,982.50
74460D109	PUBLIC STORAGE INC	467 000	60,721.11	67,439.47
74463M106	PUBLICIS S A NEW	543 000	14,588.94	12,421.13
747525103	QUALCOMM INC	5899 000	342,736.04	328,456.32
749685103	RPM INTL INC	3814.000	88,632.39	103,740.80
755111507	RAYTHEON CO	1814 000	78,411.60	102,654.26
758205207	REED ELSEVIER P L C	560 000	18,801.55	17,936.80
75886F107	REGENERON PHARMACEUTICALS	223 000	26,059.13	25,471.06
771195104	ROCHE HLDG LTD	325 000	14,254.50	14,043.90
773903109	ROCKWELL AUTOMATION INC	1178 000	97,584.35	77,818.68
780259107	ROYAL DUTCH SHELL PLC	223 000	15,468.86	15,594.39

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780259206	ROYAL DUTCH SHELL PLC	5388 000	370,204 93	363,312.84
79466L302	SALESFORCE COM INC	2159 000	341,808 56	298,503 34
803054204	SAP AG	370 000	23,146 89	21,963 20
80687P106	SCHNEIDER ELEC SA	750.000	8,718 88	8,324 25
816851109	SEMPRA ENERGY	3329 000	175,795 47	229,301 52
824348106	SHERWIN WILLIAMS CO	1137.000	96,787 18	150,481 95
82481R106	SHIRE PLC	99.000	9,290 16	8,552 61
83175M205	SMITH & NEPHEW PLC	183 000	8,824.44	9,148.17
831865209	SMITH A O	399 000	17,670 71	19,507.11
848577102	SPIRIT AIRLS INC	1388 000	30,618 86	27,010 48
855244109	STARBUCKS CORP	1351 000	72,211.36	72,035.32
860630102	STIFEL FINL CORP	626 000	22,213.92	19,343.40
861642106	STONE ENERGY CORP	262 000	5,705 29	6,639 08
867224107	SUNCOR ENERGY INC	482 000	14,564 65	13,953 90
870195104	SWEDBANK A B	762 000	11,336 46	11,989 31
87160A100	SYNGENTA AG	250.000	17,621.25	17,110 00
872540109	TJX COS INC NEW	1818.000	54,286.75	78,046 74
874039100	TAIWAN SEMICONDUCTOR MFG LTD	1030 000	15,536 12	14,378 80
879369106	TELEFLEX INC	438 000	26,519 94	26,678 58
88076W103	TERADATA CORP	843 000	24,813 14	60,704.43
881575302	TESCO PLC	260 000	4,004 00	3,793 14
881624209	TEVA PHARMACEUTICAL INDS LTD	531 000	23,783 74	20,942 64
882508104	TEXAS INSTRS INC	2356 000	74,367.00	67,593 64
887317303	TIME WARNER INC	3198 000	108,866 19	123,123 00
89151E109	TOTAL S A	163 000	7,925 22	7,326 85
891777104	TOWER GRP INC	1153.000	24,924 98	24,063 11
891894107	TOWERS WATSON & CO	190.000	11,960 50	11,381.00
892331307	TOYOTA MOTOR CORP	104 000	8,458 50	8,369 92
89353D107	TRANSCANADA CORP	383 000	16,484 81	16,047 70
898402102	TRUSTMARK CORP	918 000	22,113.43	22,472 64
902973304	US BANCORP DEL	5036 000	125,769 88	161,957 76
904214103	UMPQUA HLDGS CORP	1921 000	24,779 75	25,280 36
904784709	UNILEVER N V	468 000	15,384 14	15,607 80
912828CT5	UNITED STATES TREAS NT	750000 000	812,551 34	811,702 50

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912828JM3	UNITED STATES TREAS NT	600000 000	625,994 20	621,186 00
912828LR9	UNITED STATES TREAS NT	150000.000	152,039 06	150,528 00
912828NF3	UNITED STATES TREAS NT	500000.000	517,792 97	524,530.00
912828NP1	UNITED STATES TREAS NT	550000.000	563,085.83	571,785 50
912828NZ9	UNITED STATES TREAS NT	350000 000	339,706.25	358,641 50
913017109	UNITED TECHNOLOGIES CORP	3258.000	220,507.66	246,076.74
91851C201	VAALCO ENERGY INC COM	2188 000	18,419 67	18,882 44
92343V104	VERIZON COMMUNICATIONS INC	11651 000	411,127 39	517,770 44
92344GAV8	VERIZON GLOBAL FDG CORP	500000 000	504,990 00	517,070.00
92532F100	VERTEX PHARMACEUTICALS INC	1188 000	46,706 15	66,432 96
92553P201	VIACOM INC	2018 000	94,770 87	94,886.36
92719A106	VIMPELCOM LTD	499 000	5,227 27	4,046.89
92826C839	VISA INC	1772 000	216,603 08	219,072 36
92857W209	VODAFONE GROUP PLC	1382 000	38,217 41	38,944 76
928662402	VOLKSWAGEN A G	447 000	15,339 25	14,136.38
928856400	VOLVO AKTIEBOLAGET	447 000	5,811 00	5,099 82
92933H101	WPP PLC	240 000	16,136 11	14,606 40
931142103	WAL-MART STORES INC	3801 000	222,955.62	265,005 72
931142CL5	WAL-MART STORES INC	500000 000	525,690 00	514,950 00
938824109	WASHINGTON FED INC	1015.000	17,300 68	17,143.35
94106L109	WASTE MGMT INC DEL	1693 000	52,283.05	56,546 20
949746101	WELLS FARGO & CO	10860 000	301,988 99	363,158 40
94974BET3	WELLS FARGO & CO	325000 000	332,397 00	343,131 75
955306105	WEST PHARMACEUTICAL SVSC INC	480 000	19,156 80	24,235 20
956553QN4	WEST VIRGINIA ST	250000 000	252,447.50	250,982 50
95709T100	WESTAR ENERGY INC	2336 000	68,341 27	69,963 20
961214BN2	WESTPAC BKG CORP	275000 000	281,921 75	284,856 00
969457100	WILLIAMS COS INC DEL	2913 000	83,150 82	83,952 66
976657106	WISCONSIN ENERGY CORP	1351 000	46,178 94	53,459 07
98161Q101	WORLEYPARSONS LTD	552 000	16,479.39	14,202 41
983024AE0	WYETH	300000 000	332,595 00	322,890 00
988498101	YUM BRANDS INC	3104 000	226,587 34	199,959 68
99Z453393	EXCELSIOR PRIVATE MARKETS FUND	840000 000	840,000 00	840,000 00
G05384105	ASPEN INS HLDGS LTD	660 000	18,311.96	19,074 00

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<u>Cusip</u>	<u>Asset</u>	<u>Units</u>	<u>Basis</u>	<u>Market Value</u>
G1151C101	ACCENTURE PLC	3556 000	190,762 93	213,680 04
G2554F113	COVIDIEN PLC	1920 000	103,844 56	102,720 00
G60754101	MICHAEL KORS HLDGS LTD	6132 000	263,295 82	256,562.88
H89128104	TYCO INTL LTD	2624 000	114,553 17	138,678.40
M22465104	CHECK POINT SOFTWARE TECH LTD	1432 000	79,443 25	71,012.88
Y0486S104	AVAGO TECHNOLOGIES LTD	2092 000	67,997 46	75,102.80
	Cash/Cash Equivalent	882227.510	882,227 51	882,227 51
		Totals:	57,623,406 83	60,204,756.23