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

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

2011

For calendar year 2011 or tax year beginning

AUG 1, 2011

, and ending

JUL 31, 2012

Name of foundation

LORINE J. AND ALAN D. BOOTH FOUNDATION

A Employer identification number

22-3864179

Number and street (or P O box number if mail is not delivered to street address)

Room/suite

2291 EAST PLACITA SIN MUERTE

City or town, state, and ZIP code

TUCSON, AZ 85718

B Telephone number

(520) 531-8022

G Check all that apply:

 Initial return  Initial return of a former public charity  
 Final return  Amended return  
 Address change  Name changeC If exemption application is pending, check here ► H Check type of organization:  Section 501(c)(3) exempt private foundation  
 Section 4947(a)(1) nonexempt charitable trust  Other taxable private foundationD 1. Foreign organizations, check here ► Foreign organizations meeting the 85% test,  
2. check here and attach computation ► I Fair market value of all assets at end of year  
(from Part II, col. (c), line 16)J Accounting method:  Cash  Accrual  
 Other (specify) \_\_\_\_\_E If private foundation status was terminated  
under section 507(b)(1)(A), check here ► F If the foundation is in a 60-month termination  
under section 507(b)(1)(B), check here ► 

► \$ 281,425. (Part I, column (d) must be on cash basis)

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received		2,900.		N/A	
2 Check ► <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B Interest on savings and temporary cash investments					
3					
4 Dividends and interest from securities		7,088.	7,088.	STATEMENT 1	
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		6,121.			
b Gross sales price for all assets on line 6a	208,234.				
7 Capital gain net income (from Part IV, line 2)			6,121.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income					
12 Total. Add lines 1 through 11		16,109.	13,209.		
13 Compensation of officers, directors, trustees, etc		0.	0.	0.	
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees	STMT 2	2,900.	0.	0.	
b Accounting fees					
c Other professional fees					
17 Interest					
18 Taxes	STMT 3	821.	821.	RECEIVED	0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses	STMT 4	2,928.	2,828.	1216	0.
24 Total operating and administrative expenses. Add lines 13 through 23		6,649.	3,649.	DEC 14 2012	IRS O
25 Contributions, gifts, grants paid		57,000.			
26 Total expenses and disbursements. Add lines 24 and 25		63,649.	3,649.	OGDEN, UT	0.
27 Subtract line 26 from line 12:		-47,540.			
a Excess of revenue over expenses and disbursements					
b Net investment income (if negative, enter -0-)			9,560.		
c Adjusted net income (if negative, enter -0-)				N/A	

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Operating and Administrative Expenses

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only	Beginning of year	End of year
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing		78.	78.
	2 Savings and temporary cash investments	27,756.	11,849.	11,849.
	3 Accounts receivable ►			
	Less: allowance for doubtful accounts ►			
	4 Pledges receivable ►			
	Less: allowance for doubtful accounts ►			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ►			
	Less: allowance for doubtful accounts ►			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock	STMT 5	0.	32,106.
	c Investments - corporate bonds			31,693.
	11 Investments - land, buildings, and equipment: basis ►			
	Less accumulated depreciation ►			
	12 Investments - mortgage loans			
	13 Investments - other	STMT 6	406,766.	342,949.
	14 Land, buildings, and equipment: basis ►			237,805.
	Less accumulated depreciation ►			
	15 Other assets (describe ► )			
	16 Total assets (to be completed by all filers)		434,522.	386,982.
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ► )			
	23 Total liabilities (add lines 17 through 22)		0.	0.
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ► <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ► <input checked="" type="checkbox"/> and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds		0.	0.
	28 Paid-in or capital surplus, or land, bldg., and equipment fund		0.	0.
	29 Retained earnings, accumulated income, endowment, or other funds		434,522.	386,982.
	30 Total net assets or fund balances		434,522.	386,982.
	31 Total liabilities and net assets/fund balances		434,522.	386,982.

## 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	434,522.
2 Enter amount from Part I, line 27a	2	-47,540.
3 Other increases not included in line 2 (itemize) ►	3	0.
4 Add lines 1, 2, and 3	4	386,982.
5 Decreases not included in line 2 (itemize) ►	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	386,982.

**Part IV Capital Gains and Losses for Tax on Investment Income**

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs MLC Co.)			(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a					
<b>b SEE ATTACHED STATEMENTS</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					
b					
c					
d					
e <b>208,234.</b>		<b>202,113.</b>			<b>6,121.</b>
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any			
a					
b					
c					
d					
e					<b>6,121.</b>
2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }		2		<b>6,121.</b>
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8	{ If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8 }		3		<b>N/A</b>

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

 Yes  No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2010	33,333.	346,260.	.096266
2009	33,333.	342,812.	.097234
2008	0.	342,910.	.000000
2007	210,773.	620,969.	.339426
2006	73,568.	725,698.	.101376

2 Total of line 1, column (d)

2 **.634302**

3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years

3 **.126860**

4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5

4 **309,474.**

5 Multiply line 4 by line 3

5 **39,260.**

6 Enter 1% of net investment income (1% of Part I, line 27b)

6 **96.**

7 Add lines 5 and 6

7 **39,356.**

8 Enter qualifying distributions from Part XII, line 4

8 **57,000.**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 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	<input checked="" type="checkbox"/>
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	<input checked="" type="checkbox"/>
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	<input checked="" type="checkbox"/>
14	The books are in care of ► ALAN D. BOOTH Located at ► 2291 E PLACITA SIN MUERTE, TUCSON, AZ	Telephone no. ► 520-531-8022 ZIP+4 ► 85718	
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	15	► N/A
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►	16	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No X

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

	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.	Yes	No
1a	During the year did the foundation (either directly or indirectly):		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes	<input checked="" 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)?	N/A	►
c	Organizations relying on a current notice regarding disaster assistance check here	1b	
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 checked="" type="checkbox"/>
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 ►			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	N/A	2b
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ►		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<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.)	N/A	3b
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	<input checked="" type="checkbox"/>
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 checked="" type="checkbox"/>

**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))?
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?
- (3) Provide a grant to an individual for travel, study, or other similar purposes?
- (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)?
- (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 Yes  No Yes  No Yes  No Yes  No

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

N/A

► 

5b

Organizations relying on a current notice regarding disaster assistance check here

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

 Yes  No

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

 Yes  No

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

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

6b

X

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

 Yes  No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

7b

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ALAN D BOOTH 2291 EAST PLACITA SIN MUERTE TUCSON, AZ 85718	TRUSTEE 0.00	0.	0.	0.
KATHLEEN C BOOTH 910 OAK MEADOW DRIVE DRIPPING SPRINGS, TX 78620	TRUSTEE 0.00	0.	0.	0.
STACEY R BOOTH 2895 AMES ST WHEAT RIDGE, CO 80214	TRUSTEE 0.00	0.	0.	0.

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

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

Total number of other employees paid over \$50,000

►

0

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

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

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

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

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

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

Expenses

1 N/A	
	0.
2	
3	
4	

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

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

Amount

1 N/A	
	0.
2	
3	
Total. Add lines 1 through 3 ►	0.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:	
a	Average monthly fair market value of securities	1a 275,776.
b	Average of monthly cash balances	1b 18,858.
c	Fair market value of all other assets	1c 19,553.
d	Total (add lines 1a, b, and c)	1d 314,187.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e 0.
2	Acquisition indebtedness applicable to line 1 assets	2 0.
3	Subtract line 2 from line 1d	3 314,187.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4 4,713.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5 309,474.
6	Minimum investment return. Enter 5% of line 5	6 15,474.

**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 15,474.
2a	Tax on investment income for 2011 from Part VI, line 5	2a 96.
b	Income tax for 2011. (This does not include the tax from Part VI.)	2b
c	Add lines 2a and 2b	2c 96.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3 15,378.
4	Recoveries of amounts treated as qualifying distributions	4 0.
5	Add lines 3 and 4	5 15,378.
6	Deduction from distributable amount (see instructions)	6 0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7 15,378.

**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 57,000.
b	Program-related investments - total from Part IX-B	1b 0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2
3	Amounts set aside for specific charitable projects that satisfy the	
a	Suitability test (prior IRS approval required)	3a
b	Cash distribution test (attach the required schedule)	3b
4	Qualifying distributions Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4 57,000.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5 96.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6 56,904.

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				15,378.
2 Undistributed income, if any, as of the end of 2011			0.	
a Enter amount for 2010 only				
b Total for prior years		0.		
3 Excess distributions carryover, if any, to 2011:				
a From 2006	38,258.			
b From 2007	180,179.			
c From 2008				
d From 2009	16,384.			
e From 2010	16,836.			
f Total of lines 3a through e	251,657.			
4 Qualifying distributions for 2011 from Part XII, line 4. ► \$ 57,000.			0.	
a Applied to 2010, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2011 distributable amount				15,378.
e Remaining amount distributed out of corpus	41,622.			
5 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:	293,279.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2010. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2006 not applied on line 5 or line 7	38,258.			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	255,021.			
10 Analysis of line 9:				
a Excess from 2007	180,179.			
b Excess from 2008				
c Excess from 2009	16,384.			
d Excess from 2010	16,836.			
e Excess from 2011	41,622.			



Part XV **Supplementary Information** (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<i>a Paid during the year</i>				
JOELLE DUFFORT 12521 N LANTERN WAY ORO VALLEY, AZ 85755-8954	NONE	N/A	PRIZE/AWARD	30,000.
HANAH ORTH 3952 CAMINO ENSENADA DEL PANTANO TUCSON, AZ 85730-5090	NONE	N/A	PRIZE/AWARD	27,000.
<b>Total</b>			► 3a	57,000.
<i>b Approved for future payment</i>				
NONE				
<b>Total</b>			► 3b	0.

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

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.		Unrelated business income		Excluded by section 512, 513, or 514	(e) Related or exempt function income	
		(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	
1 Program service revenue:						
a						
b						
c						
d						
e						
f						
g Fees and contracts from government agencies						
2 Membership dues and assessments						
3 Interest on savings and temporary cash investments						
4 Dividends and interest from securities				14	7,088.	
5 Net rental income or (loss) from real estate:						
a Debt-financed property						
b Not debt-financed property						
6 Net rental income or (loss) from personal property						
7 Other investment income						
8 Gain or (loss) from sales of assets other than inventory				18	6,121.	
9 Net income or (loss) from special events						
10 Gross profit or (loss) from sales of inventory						
11 Other revenue:						
a						
b						
c						
d						
e						
12 Subtotal. Add columns (b), (d), and (e)			0.		13,209.	0.
13 Total. Add line 12, columns (b), (d), and (e)				13		13,209.

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

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

1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?

a Transfers from the reporting foundation to a noncharitable exempt organization of:

- (1) Cash
- (2) Other assets

## 5 Other transactions:

**(1) Sales of assets to a noncharitable exempt organization**

**(2) Purchases of assets from a noncharitable exempt organization**

**(3) Rental of facilities, equipment, or other assets**

#### (4) Reimbursement arrangements

(5) Loans or loan guarantees

**(6) Performance of services or membership or fundraising solicitations**

**6. Sharing of facilities, equipment, mailing lists, other assets, or paid employees**

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

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527?

Yes  No

b. If "Yes," complete the following schedule.

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

Sign  
Here

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

May the IRS discuss this return with the preparer shown below (see instr.)?

Signature of officer or trustee		Date	Title		
<b>Paid Preparer Use Only</b>	Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
	<b>PAMELA Z STENGER</b>		<b>11/15/12</b>		<b>P00195444</b>
	Firm's name ► FLUSCHE, VAN BEVEREN, KILGORE PC			Firm's EIN ► 74-2444319	
Firm's address ► 800 N SHORELINE BLVD, SUITE 450N CORPUS CHRISTI, TX 78401			Phone no. 361.880.5600		

## 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	DREYFUS ADV FUNDS INC MIDCAP OPPORTUNISTIC MID CA	P	03/08/11	10/06/11
b	MORGAN STANLEY INSTITUTIONAL FUND INC GLOBAL REAL	P	12/15/10	10/31/11
c	SEE ATTACHED - LPL REALIZED GAIN/LOSS SCHEDULE -	P	09/08/10	01/16/12
d	SEE ATTACHED - LPL REALIZED GAIN/LOSS SCHEDULE -	P	08/01/11	01/31/12
e	SEE ATTACHED - MORGAN STANLEY REALIZED GAIN/LOSS	P	09/08/10	01/23/12
f	SEE ATTACHED - MORGAN STANLEY REALIZED GAIN/LOSS	P	03/08/11	01/23/12
g	SEE ATTACHED - MORGAN STANLEY REALIZED GAIN/LOSS	P	12/15/10	03/05/12
h	SEE ATTACHED - MORGAN STANLEY REALIZED GAIN/LOSS	P	03/08/11	03/05/12
i	SEE ATTACHED - MORGAN STANLEY REALIZED GAIN/LOSS	P	03/08/11	06/12/12
j	SEE ATTACHED - MORGAN STANLEY REALIZED GAIN/LOSS	P	01/25/12	06/12/12
k	UNIT FT CAPITAL STRENGTH 8 - 1	P	01/25/12	07/06/12
l				
m				
n				
o				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 12,294.		15,700.	-3,406.
b 14,732.		15,215.	-483.
c 3.		3.	0.
d 39,337.		38,468.	869.
e 41,127.		34,191.	6,936.
f 54,094.		52,464.	1,630.
g 2,045.		2,103.	-58.
h 17,714.		16,906.	808.
i 11,075.		10,797.	278.
j 15,800.		16,254.	-454.
k 13.		12.	1.
l			
m			
n			
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			-3,406.
b			-483.
c			0.
d			869.
e			6,936.
f			1,630.
g			-58.
h			808.
i			278.
j			-454.
k			1.
l			
m			
n			
o			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2	6,121.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8	3	N/A

123591  
05-01-11

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
LINSCO PRIVATE LEDGER	5,621.	0.	5,621.
MORGAN STANLEY	1,467.	0.	1,467.
TOTAL TO FM 990-PF, PART I, LN 4	7,088.	0.	7,088.

FORM 990-PF ACCOUNTING FEES STATEMENT 2

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	2,900.	0.		0.
TO FORM 990-PF, PG 1, LN 16B	2,900.	0.		0.

FORM 990-PF TAXES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
2010 FEDERAL INCOME TAX - FORM 990PF	821.	821.		0.
TO FORM 990-PF, PG 1, LN 18	821.	821.		0.

FORM 990-PF OTHER EXPENSES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ADVISORY FEES	2,828.	2,828.		0.
FILING FEES	100.	0.		0.
TO FORM 990-PF, PG 1, LN 23	2,928.	2,828.		0.

FORM 990-PF	CORPORATE STOCK	STATEMENT	5
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
STOCKS	32,106.	31,693.
TOTAL TO FORM 990-PF, PART II, LINE 10B	32,106.	31,693.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	6
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
INSURANCE POLICY	COST	130,000.	19,553.
MUTUAL FUNDS	COST	212,949.	218,252.
TOTAL TO FORM 990-PF, PART II, LINE 13		342,949.	237,805.

FORM 990-PF	EXPLANATION CONCERNING PART VII-A, LINE 8B	STATEMENT	7
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## EXPLANATION

ACCORDING TO THE ATTORNEY GENERAL OF OHIO, NON-PROFIT ORGANIZATIONS LOCATED IN OHIO THAT FILE THE FEDERAL TAX FORM 990-PF DO NOT HAVE TO SUBMIT A COPY OF THE FEDERAL TAX FORM 990-PF TO THE ATTORNEY GENERAL OF OHIO. IN LIEU OF A COPY OF THE FEDERAL FORM 990-PF, THE ATTORNEY GENERAL OF OHIO REQUIRES THAT AN ANNUAL REPORT BE FILED ONLINE WITH THE ATTORNEY GENERAL OF OHIO USING THEIR ONLINE SYSTEM.

Account Detail as of February 29, 2012

## DIVIDEND AND INTEREST SUMMARY

Description	January 31, 2012	February 29, 2012	Year-to-Date
Insured Cash Account	\$0.02	—	\$0.02
Mutual Funds	104.37	37.35	141.72
Unit Investment Trusts	150.61	—	150.61
<b>TOTAL DIVIDENDS AND INTEREST</b>	<b>\$255.00</b>	<b>\$37.35</b>	<b>\$292.35</b>

## **CAPITAL GAINS AND OTHER DISTRIBUTION SUMMARY**

Description	January 31, 2012	February 29, 2012	Year-to-Date
Liquidation	\$17.48	—	\$17.48
<b>TOTAL CAPITAL GAINS AND OTHER DISTRIBUTIONS</b>	<b>\$17.48</b>	<b>—</b>	<b>\$17.48</b>

YEAR-TO-DATE LONG-TERM REALIZED GAIN/LOSS

Closing Date	Transaction Type	Description/Security ID	Date Acquired	Quantity	Acquisition Price	Cost Basis	Sale Price	Proceeds	Gain or Loss
01/06/12	Sell	FIRST TRUST UNIT 2475 CAP STRENGTH SER 8 MONTHLY FEE REIN	09/08/10	-0.25	\$10.15	\$2.55	\$12.08	\$3.02	\$0.47
<b>TOTAL YEAR-TO-DATE LONG-TERM REALIZED GAIN/LOSS</b>									
						\$2.55		\$3.02	\$0.47

YEAR TO DATE SHORT-TERM REALIZED GAINS/LOSS

YEAR-TO-DATE SHORT-TERM REALIZED GAIN/LOSS continue on page 6  
01/11/12 *See*

Account Detail as of February 29, 2012

YEAR-TO-DATE SHORT-TERM REALIZED GAIN/LOSS (continued)

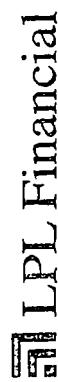
Closing Date	Transaction Type	Description/Security ID	Date Acquired	Quantity	Acquisition Price	Cost Basis	Sale Price	Proceeds	Gain or Loss
01/13/12	Sell	GOLDMAN SACHS TRUST CLASS IR GSQTX	03/08/11	-302.746	41.52	12,574.50	39.71	12,017.64	-556.86
01/13/12	Sell		12/08/11	-5.311	38.28	203.32	39.71	210.82	7.50
01/13/12	Sell		12/08/11	-1.519	38.28	58.16	39.71	60.30	2.14
	Total			-309.576		12,835.98		12,288.76	-547.22
01/13/12	Sell	GOLDMAN SACHS TRUST CORE FIXED INCOME CLASS IR GDFX	03/08/11	-2,570.532	9.78	25,144.50	10.33	26,549.38	1,404.88
01/13/12	Sell		04/01/11	-2.918	9.79	28.57	10.33	30.13	1.56
01/13/12	Sell		05/02/11	-4.843	9.91	47.99	10.33	50.02	2.03
01/13/12	Sell		05/02/11	-0.502	9.79	4.91	10.33	5.18	0.27
01/13/12	Sell		06/01/11	-5.037	10.02	50.47	10.33	52.02	1.55
01/13/12	Sell		07/01/11	-5.306	9.95	52.79	10.33	54.80	2.01
01/13/12	Sell		08/01/11	-5.31	10.09	53.98	10.33	54.84	1.26
01/13/12	Sell		09/01/11	-4.704	10.20	47.98	10.33	48.58	0.60
01/13/12	Sell		10/03/11	-4.533	10.23	46.37	10.33	46.82	0.45
01/13/12	Sell		11/01/11	-4.851	10.22	49.58	10.33	50.11	0.53

YEAR-TO-DATE SHORT-TERM REALIZED GAIN/LOSS continue on page 7

 LPL Financial

Account Detail as of February 29, 2012

## YEAR-TO-DATE SHORT-TERM REALIZED GAIN/LOSS (continued)



Questions? Contact House Account  
(800) 558-7557

Account Detail / Investment Account Strategic Asset Management 6691-4173

Page 7 of 10  
66914173



# MorganStanley SmithBarney

CLIENT STATEMENT | For the Period January 1-31, 2012

Activity Portfolio Management Active Assets Account ALAN D BOOTH TTEE  
400-025412-200 LORINE & ALAN BOOTH FOUNDATION U/A

## SECURITY ACTIVITY

### SECURITY TRANSFERS (CONTINUED)

Date	Activity Type	Security (Symbol)	Comments	Quantity	Accrued Interest	Amount
1/13	Transfer into Account	UNIT FT GLB DIV LDR 4TH QRT 11	FROM LPL FINANCIAL CORPORATION	13 000		142.52
						\$247,564.01

### CORPORATE ACTIONS

Date	Activity Type	Description	Comments	Quantity
1/31	Exchange Delivered Out	DREYFUS CORE EQUITY A		1,846.591
1/31	Exchange Received In	DREYFUS CORE EQUITY I		1,810.159

### REALIZED GAIN/(LOSS) DETAIL

#### LONG-TERM GAIN/(LOSS)

Security Description	Date Acquired	Date Sold	Quantity	Sales	Orig / Adj Total Cost	Realized Gain/(Loss)	Comments
UNIT FT CAPITAL STRENGTH 8	09/08/10	01/23/12	1,478.750	\$18,287.26	\$15,040.16	\$3,247.10	A
	11/26/10	01/23/12	3,078	38,06	34.61	3.45	A
	12/27/10	01/23/12	2,557	31.62	29.20	2.42	A
WASATCH LONG SHORT FUND	09/08/10	01/23/12	1,700.925	22,758.36	19,076.72	3,681.64	A
	10/01/10	01/23/12	0.493	6.60	5.79	0.81	A
	12/29/10	01/23/12	0.364	4.87	4.59	0.28	A
Long-Term This Period				\$41,126.77	\$34,191.07	\$6,935.70	
Long-Term Year to Date				\$41,126.77	\$34,191.07	\$6,935.70	

#### SHORT-TERM GAIN/(LOSS)

Security Description	Date Acquired	Date Sold	Quantity	Sales	Orig / Adj Total Cost	Realized Gain/(Loss)	Comments
DREYFUS CORE EQUITY I	03/08/11	01/23/12	1,837.719	32,693.00	31,424.99	1,268.01	A
	12/08/11	01/23/12	24.389	433.90	419.00	14.90	A
UNIT FT CAPITAL STRENGTH 8	01/25/11	01/23/12	1,956	24.19	23.01	1.18	A
	02/25/11	01/23/12	1,672	20.68	19.77	0.91	A
	03/25/11	01/23/12	2,210	27.33	25.60	1.73	A
	04/25/11	01/23/12	1,635	20.22	19.23	0.99	A

CONTINUED

# MorganStanley SmithBarney

**CLIENT STATEMENT** | For the Period January 1-31, 2012

## Activity

Portfolio Management Active Assets Account

ALAN D BOOTH TTEE

LORINE & ALAN BOOTH FOUNDATION U/A

400-025412-200

### REALIZED GAIN/(LOSS) DETAIL

#### SHORT-TERM GAIN/(LOSS) (CONTINUED)

Security Description	Date Acquired	Date Sold	Quantity	Proceeds	Orig / Adj Total Cost	Realized Gain/(Loss)	Comments
UNIT FT GLB DIV LDR 4TH QRT 11	05/26/11	01/23/12	1 827	22.59	22.08	0.51	A
	06/27/11	01/23/12	3 289	40.67	38.54	2.13	A
	08/25/11	01/23/12	3 650	45.14	38.78	6.36	A
	09/26/11	01/23/12	2 962	36.63	32.87	3.76	A
	10/25/11	01/23/12	1 492	18.45	17.14	1.31	A
	11/25/11	01/23/12	1 910	23.62	21.83	1.79	A
	12/27/11	01/23/12	3 012	37.26	35.57	1.69	A
WASATCH LONG SHORT FUND	11/07/11	01/23/12	1,809 628	20,348.00	20,037.35	310.65	A
	11/07/11	01/23/12	0 372	4.18	4.10	0.08	A
	11/25/11	01/23/12	6 288	70.70	65.34	5.36	A
	12/29/11	01/23/12	6 712	75.47	72.28	3.19	A
	01/06/12	01/23/12	13 000	146.18	140.38	5.80	A
Short-Term This Period			0.437	5.86	5.79	0.07	A
Short-Term Year to Date				\$54,094.07	\$52,463.65	\$1,630.42	
<b>Net Realized Gain/(Loss) This Period</b>				<b>\$54,094.07</b>	<b>\$52,463.65</b>	<b>\$1,630.42</b>	
<b>Net Realized Gain/(Loss) Year to Date</b>				<b>\$95,220.84</b>	<b>\$86,654.72</b>	<b>\$8,566.12</b>	

New Treasury regulations require that we report your adjusted cost basis and classify the gain or loss as either long-term or short-term on the sale of covered securities acquired on or after January 1, 2011. These regulations also require that we make basis adjustments due to wash sales, certain corporate actions and transfers by gift or inheritance, which will be reflected on your Form 1099-B. This section may not reflect all of the basis adjustments we are required to make for tax reporting purposes. The information in this section is provided for informational purposes only and should not be used in the preparation of your income tax returns. Please refer to the Disclosures section of this statement for additional information.

A - You executed this transaction elsewhere and later transferred the security to your Morgan Stanley Smith Barney Account. Another financial institution has provided Morgan Stanley Smith Barney the transaction detail for this position.

# MorganStanley SmithBarney

CLIENT STATEMENT | For the Period March 1-31, 2012

## Activity

Portfolio Management Active Assets Account  
ALAN D BOOTH TTEE  
LORINE & ALAN BOOTH FOUNDATION U/A  
400-025412-200

## MONEY MARKET FUND (MMF) AND BANK DEPOSITS ACTIVITY

Date	Activity Type	Description	Credits/(Debits)
3/19	Automatic Investment	BANK DEPOSIT PROGRAM	\$19,758.97
3/12	Automatic Redemption	BANK DEPOSIT PROGRAM	(20,000.00)
3/13	Automatic Investment	BANK DEPOSIT PROGRAM	62.30
3/14	Automatic Redemption	BANK DEPOSIT PROGRAM	(25.00)
3/21	Automatic Investment	BANK DEPOSIT PROGRAM	4.57
3/26	Automatic Investment	BANK DEPOSIT PROGRAM	12.15
3/27	Automatic Investment	BANK DEPOSIT PROGRAM	0.02
3/29	Automatic Investment	BANK DEPOSIT PROGRAM	0.57
NET ACTIVITY FOR PERIOD			<b>\$186.42)</b>

## REALIZED GAIN/(LOSS) DETAIL

### LONG-TERM GAIN/(LOSS)

Security Description	Date Acquired	Date Sold	Quantity	Sales Proceeds	Orig / Adj Total Cost	Realized Gain/(Loss)	Comments
DREYFUS HIGH YIELD I	12/15/10	03/05/12	97,040	\$627,85	\$638,84	(\$10,99)	A
JP MORGAN HIBRG DYN COMM STRT	12/15/10	03/05/12	55,683	1,013,98	1,023,20	(9,22)	A
MANAGERS AMG FQ GLOBAL ALTA	09/08/10	03/05/12	43,193	402,99	440,56	(37,57)	A
Long-Term This Period				\$2,044.82	\$2,102.60	<b>(\$57.78)</b>	
Long-Term Year to Date				\$43,171.59	\$36,293.67	<b>\$6,877.92</b>	

### SHORT-TERM GAIN/(LOSS)

Security Description	Date Acquired	Date Sold	Quantity	Sales Proceeds	Orig / Adj Total Cost	Realized Gain/(Loss)	Comments
DIAMOND HILL FIN LONG-SHORT A	01/25/12	03/05/12	126,672	1,515,00	1,456,73	58.27	
DREYFUS CORE EQUITY I	01/25/12	03/05/12	118,040	2,193,18	2,119,32	73.86	
DREYFUS OPPORTUNISTIC MIDCP VL I	10/06/11	03/05/12	32,550	939,73	947.85	(8.12)	A
DREYFUS STRATEGIC VAL I	06/23/11	03/05/12	63,158	1,821,49	1,837.27	(15.78)	A
FIRST TRUST DJ GL SEL DVD	01/25/12	03/05/12	58,000	1,373,99	1,311,96	62.03	
FIRST TRUST MEGA CAP ALPHADEX	01/25/12	03/05/12	64,000	1,244,77	1,196,80	47.97	
GOLDMAN SACHS CORE FIX INC I	01/31/12	03/05/12	169,033	1,759,63	1,759,63	0.00	
GOLDMAN SACHS SM CAP VAL I	01/31/12	03/05/12	18,004	794,50	779,03	15.47	
JP MORGAN LARGE CAP GRW A	03/08/11	03/05/12	200,093	4,816,25	4,321,48	494.77	A
PUTNAM CAPITAL SPECTRUM Y	03/08/11	03/05/12	49,688	1,255,61	1,175,92	79.69	A

CONTINUED

# MorganStanley SmithBarney

CLIENT STATEMENT | For the Period March 1-31, 2012

Activity Portfolio Management Active Assets Account, ALAN D BOOTH TTEE  
400-025412-200 LORINE & ALAN BOOTH FOUNDATION U/A

## REALIZED GAIN/(LOSS) DETAIL

### SHORT-TERM GAIN/(LOSS) (CONTINUED)

Security Description	Date Acquired	Date Sold	Quantity	Sales Proceeds	Orig / Adj Total Cost	Realized Gain/(Loss)	Comments
Short-Term This Period				\$17,714.15	\$16,905.99	\$808.16	
Short-Term Year to Date				\$71,808.22	\$69,369.64	\$2,438.58	
Net Realized Gain/(Loss) This Period				\$19,758.97	\$19,0008.59	\$750.38	
Net Realized Gain/(Loss) Year to Date				\$114,979.81	\$105,663.31	\$9,316.50	

New Treasury regulations require that we report your adjusted cost basis and classify the gain or loss as either long-term or short-term on the sale of covered securities acquired on or after January 1, 2011. These regulations also require that we make basis adjustments due to wash sales, certain corporate actions and transfers by gift or inheritance, which will be reflected on your Form 1099-B. This section may not reflect all of the basis adjustments we are required to make for tax reporting purposes. The information in this section is provided for informational purposes only and should not be used in the preparation of your income tax returns. Please refer to the Disclosures section of this statement for additional information.

A - You executed this transaction elsewhere and later transferred the security to your Morgan Stanley Smith Barney Account. Another financial institution has provided Morgan Stanley Smith Barney the transaction detail for this position

## CLIENT STATEMENT | For the Period June 1-30, 2012

Activity Portfolio Management Active Assets Account ALAN D BOOTH-TTEE, LORINE &amp; ALAN BOOTH FOUNDATION U/A 400-025412-200

MorganStanley  
SmithBarney

## MONEY MARKET FUND (MMF) AND BANK DEPOSITS ACTIVITY (CONTINUED)

Date	Activity Type	Description	Credits/(Debits)
6/27	Automatic Investment	BANK DEPOSIT PROGRAM	1 20
6/28	Automatic Investment	BANK DEPOSIT PROGRAM	14 44
6/28	Automatic Investment	BANK DEPOSIT PROGRAM	0 47
6/29	Automatic Investment	BANK DEPOSIT PROGRAM	4 49
	NET ACTIVITY FOR PERIOD		\$(103.73)

## REALIZED GAIN/(LOSS) DETAIL

LONG-TERM GAIN/(LOSS)			
Security Description	Date Acquired	Date Sold	Sales
DREYFUS HIGH YIELD I	12/15/10	06/12/12	142 16
JP MORGAN HIBRG DYN COMM STRT	12/15/10	06/12/12	79 435
JP MORGAN LARGE CAP GRWA	03/08/11	06/12/12	282 112
MANAGERS AMG FQ GLOBAL ALTA	09/08/10	06/12/12	61 976
PUTNAM CAPITAL SPECTRUM Y	03/08/11	06/12/12	70 860
Long-Term This Period			\$11,075.46
Long-Term Year to Date			\$278.20

## SHORT-TERM GAIN/(LOSS)

Security Description	Date Acquired	Date Sold	Sales	Realized Gain/(Loss)
DIAMOND HILL FIN LONG-SHORT A	01/25/12	06/12/12	179 166	2,035 33 (25 08)
DREYFUS CORE EQUITY I	01/25/12	06/12/12	167 970	2,993 22 (22 55)
DREYFUS OPPORTUNSTC MIDCP VL I	10/06/11	06/12/12	45 755	1,250 94 (81 44)
DREYFUS STRATEGIC VAL I	06/23/11	06/12/12	89 056	2,417 87 (172 77)
FIRST TRUST DJ GL SEL DVD	01/25/12	06/12/12	83 000	1,809 35 (68 11)
FIRST TRUST MEGA CAP ALPHADEX	01/25/12	06/12/12	92 000	1,642 16 (78 24)
GOLDMAN SACHS CORE FIX INC I	01/31/12	06/12/12	244 855	2,573 43 24 49
GOLDMAN SACHS SM CAP VAL I	01/31/12	06/12/12	25 616	1,077 91 (30 49)
Short-Term This Period			\$15,800.21	\$16,254.40 \$(454.19)
Short-Term Year to Date			\$87,608.43	\$85,624.04 \$1,984.39