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

2011

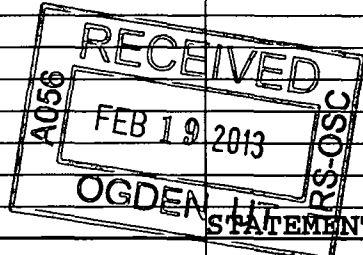
Department of the Treasury
Internal Revenue Service

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 **OCT 1, 2011**, and ending **SEP 30, 2012**

Name of foundation THE THOMAS E. NOONAN FAMILY FOUNDATION		A Employer identification number 20-5508805						
Number and street (or P O box number if mail is not delivered to street address) 3500 RIVERLY ROAD		B Telephone number 404-236-4050						
City or town, state, and ZIP code ATLANTA, GA 30327		C If exemption application is pending, check here <input type="checkbox"/>						
G Check all that apply: <table style="display: inline-table; vertical-align: top;"> <tr> <td><input type="checkbox"/> Initial return</td> <td><input type="checkbox"/> Initial return of a former public charity</td> </tr> <tr> <td><input type="checkbox"/> Final return</td> <td><input type="checkbox"/> Amended return</td> </tr> <tr> <td><input type="checkbox"/> Address change</td> <td><input type="checkbox"/> Name change</td> </tr> </table>		<input type="checkbox"/> Initial return	<input type="checkbox"/> Initial return of a former public charity	<input type="checkbox"/> Final return	<input type="checkbox"/> Amended return	<input type="checkbox"/> Address change	<input type="checkbox"/> Name change	D 1. Foreign organizations, check here <input type="checkbox"/> Foreign organizations meeting the 85% test, 2. check here and attach computation <input type="checkbox"/>
<input type="checkbox"/> Initial return	<input type="checkbox"/> Initial return of a former public charity							
<input type="checkbox"/> Final return	<input type="checkbox"/> Amended return							
<input type="checkbox"/> Address change	<input type="checkbox"/> Name change							
H 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"/>						
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 6,752,839.	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>						

Part I Analysis of Revenue and Expenses <small>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))</small>	(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			N/A	
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
3 Interest on savings and temporary cash investments	211.	211.		STATEMENT 1
4 Dividends and interest from securities	68,721.	68,721.		STATEMENT 2
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	-71,437.			
b Gross sales price for all assets on line 6a 784,958.				
7 Capital gain net income (from Part IV, line 2)		0.		
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	-20,872.	-20,872.		
12 Total. Add lines 1 through 11	-23,377.	48,060.		
13 Compensation of officers, directors, trustees, etc	0.	0.		0.
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees				
b Accounting fees STMT 4	2,075.	2,075.		0.
c Other professional fees				
17 Interest				
18 Taxes STMT 5	998.	798.		0.
19 Depreciation and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses STMT 6	25,220.	25,220.		0.
24 Total operating and administrative expenses. Add lines 13 through 23	28,293.	28,093.		0.
25 Contributions, gifts, grants paid	340,650.			340,650.
26 Total expenses and disbursements. Add lines 24 and 25	368,943.	28,093.		340,650.
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	-392,320.			
b Net investment income (if negative, enter -0-)		19,967.		
c Adjusted net income (if negative, enter -0-)			N/A	



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Part II Balance Sheets	Attached schedules and amounts in the description column should be for end-of-year amounts only	Beginning of year		End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value	
Assets	1 Cash - non-interest-bearing				
	2 Savings and temporary cash investments	3,527,650.	3,182,947.	3,182,947.	
	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	4,698.	4,498.	4,498.	
	10a Investments - U.S. and state government obligations				
	b Investments - corporate stock				
	c Investments - corporate bonds				
Liabilities	11 Investments - land, buildings, and equipment basis ▶				
	Less accumulated depreciation ▶				
	12 Investments - mortgage loans				
	13 Investments - other STMT 7	3,279,493.	3,233,518.	3,565,394.	
	14 Land, buildings, and equipment basis ▶				
	Less accumulated depreciation ▶				
15 Other assets (describe ▶)					
16 Total assets (to be completed by all filers)	6,811,841.	6,420,963.	6,752,839.		
Net Assets or Fund Balances	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	6,811,841.	6,420,963.			
30 Total net assets or fund balances	6,811,841.	6,420,963.			
31 Total liabilities and net assets/fund balances	6,811,841.	6,420,963.			

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	6,811,841.
2 Enter amount from Part I, line 27a	2	-392,320.
3 Other increases not included in line 2 (itemize) ▶ FAIR MARKET VALUE ADJUSTMENT	3	1,442.
4 Add lines 1, 2, and 3	4	6,420,963.
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	6,420,963.

Part IV Capital Gains and Losses for Tax on Investment Income

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b			
c			
d			
e	784,958.	856,395.	-71,437.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) 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			-71,437.

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	-71,437.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8		3	N/A

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

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

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

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

Yes No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2010	378,298.	7,018,617.	.053899
2009	391,249.	7,447,755.	.052532
2008	363,661.	7,752,672.	.046908
2007	162,843.	7,790,793.	.020902
2006	80,638.	7,304,565.	.011039

2	Total of line 1, column (d)	2	.185280
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	.037056
4	Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	6,697,869.
5	Multiply line 4 by line 3	5	248,196.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	200.
7	Add lines 5 and 6	7	248,396.
8	Enter qualifying distributions from Part XII, line 4	8	340,650.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	200.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	200.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	200.
6 Credits/Payments:			
a 2011 estimated tax payments and 2010 overpayment credited to 2011	6a	4,698.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	4,698.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	4,498.	
11 Enter the amount of line 10 to be: Credited to 2012 estimated tax <input checked="" type="checkbox"/> Refunded <input type="checkbox"/>	11	0.	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.</i>		X
1c Did the foundation file Form 1120-POL for this year?		X
2 Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. <input checked="" type="checkbox"/> \$ 0. (2) On foundation managers. <input checked="" type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input checked="" type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities</i>		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?	N/A	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T</i>		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?		X
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input checked="" type="checkbox"/> GA		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation</i>	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		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) ... 12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? ... 13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? ... 14 The books are in care of THOMAS NOONAN Telephone no. N/A Located at 3500 RIVERLY RD, ATLANTA, GA ZIP+4 30327 ... 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 ... 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? ...

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

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

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

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

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

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

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

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

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

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

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 **6b** **X**

If "Yes" to 6b, file Form 8870

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

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? Yes No **N/A** **7b**

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
THOMAS E. NOONAN 3500 RIVERLY RD ATANTA, GA 30327	TRUSTEE 1.00	0.	0.	0.
KIMBROUGH P. NOONAN 3500 RIVERLY RD ATANTA, GA 30327	DISTRIBUTION COMMITTEE 1.00	0.	0.	0.
CHRISTOPHER B. NOONAN 3500 RIVERLY RD ATANTA, GA 30327	DISTRIBUTION COMMITTEE 1.00	0.	0.	0.

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

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

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

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		
		0

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

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.

1	Expenses
N/A	

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.

1	Amount
N/A	
All other program-related investments. See instructions.	0.

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	3,480,313.
b	Average of monthly cash balances	1b	3,319,554.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	6,799,867.
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	6,799,867.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	101,998.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	6,697,869.
6	Minimum investment return. Enter 5% of line 5	6	334,893.

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	334,893.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	200.
b	Income tax for 2011. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	200.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	334,693.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	334,693.
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	334,693.

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	340,650.
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	340,650.
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	200.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	340,450.

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				334,693.
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only			340,670.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2011:				
a From 2006				
b From 2007				
c From 2008				
d From 2009				
e From 2010				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2011 from Part XII, line 4: ▶ \$ 340,650.				
a Applied to 2010, but not more than line 2a			340,650.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2011 distributable amount				0.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2010. Subtract line 4a from line 2a. Taxable amount - see instr.			20.	
f Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012				334,693.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2006 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2007				
b Excess from 2008				
c Excess from 2009				
d Excess from 2010				
e Excess from 2011				

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

N/A

- 1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2011, enter the date of the ruling ▶
- b Check box to indicate whether the foundation is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

	Tax year		Prior 3 years		(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
a Paid during the year				
FERNBANK MUSEUM 767 CLIFTON RD NE ATLANTA, GA 30307	NONE	N/A	UNRESTRICTED	2,500.
LOVETT SCHOOL 4075 PACES FERRY RD NW ATLANTA, GA 30327	NONE	N/A	UNRESTRICTED	235,000.
AMERICAN JEWISH COMMITTEE 6 PIEDMONT CENTER STE 150 ATLANTA, GA 30305	NONE	N/A	UNRESTRICTED	1,000.
UVA FUND P.O. BOX 400314 CHARLOTTESVILLE, VA 22904	NONE	N/A	UNRESTRICTED	1,500.
TELLUS MUSEUM P.O. BOX 3663 CARTERSVILLE, GA 30120	NONE	N/A	UNRESTRICTED	2,500.
Total SEE CONTINUATION SHEET(S) ▶ 3a				340,650.
b Approved for future payment				
NONE				
Total ▶ 3b				0.

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
CAMP TWIN LAKES 600 MEANS ST STE 600 ATLANTA, GA 30318	NONE	N/A	UNRESTRICTED	1,000.
AMERICAN CANCER SOCIETY P.O. BOX 56566 ATLANTA, GA 30343	NONE	N/A	UNRESTRICTED	100.
ATLANTA HISTORY CENTER 130 W. PACES FERRY ROAD ATLANTA, GA 30305	NONE	N/A	UNRESTRICTED	1,700.
GTAA 150 BOBBY DODD WAY NW ATLANTA, GA 30332	NONE	N/A	UNRESTRICTED	15,300.
STEERSMART 2835 HOWELL MILL RD ATLANTA, GA 30327	NONE	N/A	UNRESTRICTED	300.
HIGH MUSEUM OF ART 1280 PEACHTREE ST NE ATLANTA, GA 30309	NONE	N/A	UNRESTRICTED	24,850.
GEORGE WEST MENTAL HEALTH 1961 N. DRUID HILLS RD ATLANTA, GA 30329	NONE	N/A	UNRESTRICTED	1,200.
ATLANTA BOTANICAL GARDEN 1345 PIEDMONT AVENUE NE ATLANTA, GA 30309	NONE	N/A	UNRESTRICTED	2,500.
UPPER CHATTAHOOCHEE RIVER KEEPER 916 JOSEPH LOWERY BLVD ATLANTA, GA 30318	NONE	N/A	UNRESTRICTED	11,000.
HOLY SPIRIT CATHOLIC CHURCH 4465 NORTHSIDE DR ATLANTA, GA 30327	NONE	N/A	UNRESTRICTED	15,000.
Total from continuation sheets				98,150.

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
CHILDREN'S HEALTHCARE OF ATLANTA 1687 TULLIE CIRCLE NE ATLANTA, GA 30329	NONE	N/A	UNRESTRICTED	10,000.
POINTS OF LIGHT 5184 MACARTHUR BLVD STE 250 WASHINGTON, DC 20016	NONE	N/A	UNRESTRICTED	2,500.
GEORGIA OVARIAN CANCER ALLIANCE 6065 ROSWELL RD STE 512 ATLANTA, GA 30328	NONE	N/A	UNRESTRICTED	100.
GT FOUNDATION 190 NORTH AVENUE ATLANTA, GA 30313	NONE	N/A	UNRESTRICTED	1,000.
SHEPHERD CENTER FOUNDATION 2020 PEACHTREE RD NE ATLANTA, GA 30309	NONE	N/A	UNRESTRICTED	500.
GEORGIA RESEARCH ALLIANCE 50 HURT PLAZA STE 1220 ATLANTA, GA 30303	NONE	N/A	UNRESTRICTED	1,000.
UGA FOUNDATION 394 SOUTH MILLEDGE AVENUE ATHENS, GA 30602	NONE	N/A	UNRESTRICTED	10,000.
MUSCULAR DYSTROPHY ASSOCIATION 3300 E. SUNRISE DRIVE TUCSON, AZ 85718	NONE	N/A	UNRESTRICTED	100.
Total from continuation sheets				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) 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			14	211.	
4 Dividends and interest from securities			14	68,721.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income			14	-20,872.	
8 Gain or (loss) from sales of assets other than inventory			18	-71,437.	
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.		-23,377.	0.
13 Total. Add line 12, columns (b), (d), and (e)				13	-23,377.

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

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

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

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

Table with 4 columns: (a) Line no, (b) Amount involved, (c) Name of noncharitable exempt organization, (d) Description of transfers, transactions, and sharing arrangements. All entries are N/A.

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

b If "Yes," complete the following schedule. Table with 3 columns: (a) Name of organization, (b) Type of organization, (c) Description of relationship. All entries are N/A.

Sign Here Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge
Signature of officer or trustee: Christopher B. Davis, Date: 2/7/13, Title: TRUSTEE

May the IRS discuss this return with the preparer shown below (see instr 1)? [X] Yes [] No

Paid Preparer Use Only Print/Type preparer's name: CHRISTOPHER B. DAVIS, CPA; Preparer's signature; Date: 2/7/13; Check [] if self-employed; PTIN: P00546438; Firm's name: HABIF, AROGETI, & WYNNE, L.L.P.; Firm's EIN: 57-1157523; Firm's address: FIVE CONCOURSE PARKWAY, SUITE 1000 ATLANTA, GA 30328; Phone no.: (404) 892-9651

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	GOLDMAN SACHS 606 - SEE ATTACHED STATEMENT	P	VARIOUS	VARIOUS
b	GOLDMAN SACHS 606 - SEE ATTACHED STATEMENT	P	VARIOUS	VARIOUS
c	GOLDMAN SACHS 607 - SEE ATTACHED STATEMENT	P	VARIOUS	VARIOUS
d	GOLDMAN SACHS 607 - SEE ATTACHED STATEMENT	P	VARIOUS	VARIOUS
e	GOLDMAN SACHS 608 - SEE ATTACHED STATEMENT	P	VARIOUS	VARIOUS
f	GOLDMAN SACHS 608 - SEE ATTACHED STATEMENT	P	VARIOUS	VARIOUS
g	K-1 VONTOBEL: NON-US EQUITY LLC	P	VARIOUS	VARIOUS
h	K-1 VONTOBEL: NON-US EQUITY LLC	P	VARIOUS	VARIOUS
i	K-1 NORTHSTAR FUND III, LP	P	VARIOUS	VARIOUS
j	K-1 NORTHSTAR FUND III, LP	P	VARIOUS	VARIOUS
k				
l				
m				
n				
o				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	41,029.		38,098.	2,931.
b	36,405.		31,244.	5,161.
c	364,931.		361,948.	2,983.
d	57,995.		52,532.	5,463.
e	202,915.		207,910.	-4,995.
f	62,664.		55,581.	7,083.
g			19,291.	-19,291.
h			53,209.	-53,209.
i			36,582.	-36,582.
j	19,019.			19,019.
k				
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			2,931.
b			5,161.
c			2,983.
d			5,463.
e			-4,995.
f			7,083.
g			-19,291.
h			-53,209.
i			-36,582.
j			19,019.
k			
l			
m			
n			
o			

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2	-71,437.
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

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

SOURCE	AMOUNT
GOLDMAN SACHS - 606	2.
GOLDMAN SACHS - 607	1.
GOLDMAN SACHS - 665	208.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	211.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
GOLDMAN SACHS - 602	20,677.	0.	20,677.
GOLDMAN SACHS - 606	15,233.	0.	15,233.
GOLDMAN SACHS - 607	12,591.	0.	12,591.
GOLDMAN SACHS - 608	4,960.	0.	4,960.
K-1 LAZARD LTD	156.	0.	156.
K-1 NORTHSTAR FUND III, LP	645.	0.	645.
K-1 VONTOBEL: NON-US EQUITY LLC	14,459.	0.	14,459.
TOTAL TO FM 990-PF, PART I, LN 4	68,721.	0.	68,721.

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
OTHER INCOME K-1 VONTOBEL: NON-US EQUITY LLC	-13,440.	-13,440.	
OTHER INCOME K-1 NORTHSTAR FUND III, ;P	-7,432.	-7,432.	
TOTAL TO FORM 990-PF, PART I, LINE 11	-20,872.	-20,872.	

FORM 990-PF	ACCOUNTING FEES			STATEMENT 4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
	2,075.	2,075.		0.
TO FORM 990-PF, PG 1, LN 16B	2,075.	2,075.		0.

FORM 990-PF	TAXES			STATEMENT 5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL TAXES	200.	0.		0.
FOREIGN TAXES	798.	798.		0.
TO FORM 990-PF, PG 1, LN 18	998.	798.		0.

FORM 990-PF	OTHER EXPENSES			STATEMENT 6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PORTFOLIO DEDUCTIONS	6,266.	6,266.		0.
INVESTMENT MANAGEMENT FEES	18,954.	18,954.		0.
TO FORM 990-PF, PG 1, LN 23	25,220.	25,220.		0.

FORM 990-PF	OTHER INVESTMENTS		STATEMENT 7
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
MARKETABLE SECURITIES	COST	3,233,518.	3,565,394.
TOTAL TO FORM 990-PF, PART II, LINE 13		3,233,518.	3,565,394.

The Thomas E. Noonan Family Foundation
Schedule of Monthly Average FMV
Year Ending 9/30/12

CASH

Date	Year	Goldman Sachs -					Average
		665	602	606	607	608	
September	11	\$ 3,469,448	252	36,165	16,109	5,674	
October	11	3,469,466	252	38,785	21,098	5,382	3,531,316
November	11	3,461,983	252	44,719	14,171	4,648	3,530,378
December	11	3,461,501	252	38,287	15,259	5,596	3,523,334
January	12	3,457,019	252	47,764	14,773	6,792	3,523,748
February	12	3,454,861	252	38,205	10,888	7,782	3,519,294
March	12	3,438,379	252	40,706	23,446	11,571	3,513,171
April	12	3,413,246	252	24,596	23,252	17,347	3,496,523
May	12	3,412,063	252	23,421	19,469	8,774	3,471,336
June	12	3,410,580	252	21,386	14,527	8,841	3,459,782
July	12	3,373,098	252	28,004	24,568	5,572	3,443,540
August	12	3,370,615	252	31,600	23,851	9,043	3,433,427
September	12	3,144,531	252	33,437	9,368	12,859	3,317,904
							\$ 41,763,753
Average Monthly FMV - Cash							\$ 3,480,313

SECURITIES

Date	Year	Goldman Sachs -					Average
		Northstar Fund III, LP	602	606	607	608	
September	11	\$ 423,730	1,136,718	521,231	431,864	446,569	
October	11	423,730	1,208,637	557,080	483,257	498,814	3,065,815
November	11	423,730	1,192,039	553,973	476,118	491,274	3,154,326
December	11	423,730	1,194,717	573,192	470,366	495,685	3,147,413
January	12	423,730	1,222,978	578,462	507,511	522,373	3,206,372
February	12	423,730	1,273,594	601,664	545,880	555,151	3,327,537
March	12	423,730	1,282,349	613,990	549,868	575,471	3,422,714
April	12	423,730	1,290,829	620,113	543,209	569,245	3,446,267
May	12	423,730	1,221,544	597,703	502,217	532,233	3,362,277
June	12	423,730	1,261,305	632,061	527,266	550,731	3,336,260
July	12	423,730	1,280,106	622,688	525,661	554,577	3,400,928
August	12	423,730	1,305,493	635,202	544,162	570,073	3,442,712
September	12	423,730	1,335,744	649,934	568,782	587,204	3,522,027
							\$ 39,834,648
Average Monthly FMV - Securities							\$ 3,319,554

The Thomas E. Noonan Family Foundation

From 01-Oct-2011 To 30-Sep-2012

Goldman Sachs acct 606

<u>Symbol</u>	<u>Qty</u>	<u>Description</u>	<u>Trade Date</u>	<u>Date Sold</u>	<u>Proceeds</u>	<u>Cost Basis</u>	<u>Gain/Loss</u>
TSS	170	TOTAL SYS SVC INC CMN	25-Apr-11	26-Oct-11	3,329.96	3,253.27	76.69
PFE	545	PFIZER INC CMN	25-Apr-11	21-Nov-11	10,385.10	10,894.55	(509.45)
PFE	205	PFIZER INC. CMN	25-Apr-11	5-Jan-12	4,397.84	4,097.95	299.89
NWSA	345	NEWS CORPORATION CMN CLASS A	25-Apr-11	26-Jan-12	6,479.07	6,064.13	414.94
MSFT	50	MICROSOFT CORPORATION CMN	25-Apr-11	26-Jan-12	1,480.78	1,277.00	203.78
TSS	90	TOTAL SYS SVC INC CMN	25-Apr-11	26-Jan-12	1,951.62	1,722.32	229.30
TSS	60	TOTAL SYS SVC INC CMN	8-Aug-11	26-Jan-12	1,301.08	1,047.14	253.94
MSFT	125	MICROSOFT CORPORATION CMN	25-Apr-11	1-Mar-12	4,034.97	3,192.50	842.47
WMT	5	WAL MART STORES INC CMN	25-Apr-11	12-Apr-12	299.93	268.00	31.93
CMCSK	115	COMCAST CORPORATION CMN CLASS A NON VOTING	25-Apr-11	12-Apr-12	3,345.14	2,722.58	622.56
KO	5	COCA-COLA COMPANY (THE) CMN	25-Apr-11	12-Apr-12	359.89	339.50	20.39
MSFT	30	MICROSOFT CORPORATION CMN	25-Apr-11	12-Apr-12	926.71	766.20	160.51
UNH	20	UNITEDHEALTH GROUP INCORPORATE CMN	25-Apr-11	12-Apr-12	1,163.59	944.80	218.79
PSX	50	PHILLIPS 66 CMN	8-Aug-11	9-May-12	1,572.87	1,507.64	65.23
TOTAL SHORT TERM					41,028.55	38,097.58	2,930.97
KO	100	COCA-COLA COMPANY (THE) CMN	25-Apr-11	27-Apr-12	7,686.14	6,790.00	896.14
WMT	85	WAL MART STORES INC CMN	25-Apr-11	6-Jul-12	6,041.64	4,556.00	1,485.64
PEP	10	PEPSICO INC CMN	25-Apr-11	26-Jul-12	714.61	672.52	42.09
PSX	1	PHILLIPS 66 CMN	25-Apr-11	1-May-12	15.16	-	15.16
PSX	137	PHILLIPS 66 CMN	25-Apr-11	9-May-12	4,309.64	5,100.68	(791.04)
USB	110	U.S. BANCORP CMN	25-Apr-11	30-Jul-12	3,708.75	2,767.60	941.15
CMCSK	155	COMCAST CORPORATION CMN CLASS A NON VOTING	25-Apr-11	2-Aug-12	5,155.55	3,669.57	1,485.98
UNH	135	UNITEDHEALTH GROUP INCORPORATE CMN	25-Apr-11	20-Aug-12	7,177.98	6,377.40	800.58
UNH	30	UNITEDHEALTH GROUP INCORPORATE CMN	8-Aug-11	20-Aug-12	1,595.11	1,310.40	284.71
TOTAL LONG TERM					36,404.58	31,244.17	5,160.41

The Thomas E. Noonan Family Foundation
From 01-Oct-2011 To 30-Sep-2012
Goldman Sachs acct 607

<u>Symbol</u>	<u>Qty</u>	<u>Description</u>	<u>Trade Date</u>	<u>Date Sold</u>	<u>Proceeds</u>	<u>Cost Basis</u>	<u>Gain/Loss</u>
ABT	39	ABBOTT LABORATORIES CMN	7-Sep-11	3-Oct-11	1,969 84	2,037 96	(68 12)
ABT	48	ABBOTT LABORATORIES CMN	14-Jul-11	3-Oct-11	2,424 42	2,574 15	(149 73)
ABT	1	ABBOTT LABORATORIES CMN	14-Jul-11	3-Oct-11	50 51	54 89	(4 38)
ABT	15	ABBOTT LABORATORIES CMN	8-Aug-11	3-Oct-11	757 63	734 70	22 93
PEP	90	PEPSICO INC CMN	25-Apr-11	3-Oct-11	5,457 63	6,048 90	(591 27)
PEP	95	PEPSICO INC CMN	8-Aug-11	3-Oct-11	5,760 83	6,089 50	(328 67)
OI	45	OWENS-ILLINOIS INC CMN	3-May-11	10-Oct-11	721 13	1,402 70	(681 57)
YUM	100	YUM BRANDS, INC CMN	25-Apr-11	10-Oct-11	5,061 11	5,288 24	(227 13)
OI	14	OWENS-ILLINOIS INC CMN	25-Apr-11	10-Oct-11	224 35	376 23	(151 88)
OI	17	OWENS-ILLINOIS INC CMN	25-Apr-11	10-Oct-11	272.43	518 88	(246 45)
OI	9	OWENS-ILLINOIS INC CMN	25-Apr-11	10-Oct-11	144 23	197 50	(53 27)
OI	39	OWENS-ILLINOIS INC CMN	3-May-11	11-Oct-11	621 73	1,215 68	(593.95)
OI	11	OWENS-ILLINOIS INC CMN	25-Apr-11	10-Oct-11	176 28	256.70	(80 42)
OI	9	OWENS-ILLINOIS INC CMN	5-Jul-11	12-Oct-11	149 32	200.44	(51 12)
OI	54	OWENS-ILLINOIS INC CMN	8-Aug-11	12-Oct-11	895 91	1,045 44	(149 53)
OI	17	OWENS-ILLINOIS INC CMN	6-Jul-11	12-Oct-11	282 05	377.44	(95 39)
GLW	128	CORNING INCORPORATED CMN	8-Aug-11	17-Oct-11	1,681 25	1,774 99	(93 74)
OI	13	OWENS-ILLINOIS INC CMN	5-Jul-11	11-Oct-11	207.24	289 52	(82.28)
OI	19	OWENS-ILLINOIS INC CMN	5-Jul-11	11-Oct-11	302 90	387 89	(84.99)
RES	65	RPC INC CMN	29-Aug-11	17-Oct-11	1,193.95	1,602.37	(408.42)
GLW	19	CORNING INCORPORATED CMN	8-Aug-11	17-Oct-11	249 56	235 12	14 44
JOY	14	JOY GLOBAL INC CMN	14-Jul-11	17-Oct-11	1,061.02	1,407 00	(345 98)
JOY	14	JOY GLOBAL INC CMN	15-Jul-11	17-Oct-11	1,061 02	1,415 96	(354 94)
JOY	25	JOY GLOBAL INC CMN /	8-Aug-11	17-Oct-11	1,894 68	2,048 00	(153 32)
GLW	92	CORNING INCORPORATED CMN	25-Apr-11	17-Oct-11	1,208 40	1,749.62	(541.22)
GLW	71	CORNING INCORPORATED CMN	25-Apr-11	17-Oct-11	932 57	1,355 23	(422 66)
GLW	61	CORNING INCORPORATED CMN	25-Apr-11	17-Oct-11	801 22	1,159 58	(358 36)
GLW	8	CORNING INCORPORATED CMN	6-Jul-11	17-Oct-11	105 08	134 21	(29 13)
RES	1	RPC INC CMN	30-Aug-11	19-Oct-11	18.09	25 04	(6 95)
RES	34	RPC INC CMN	29-Aug-11	19-Oct-11	614 90	978 45	(363 55)
RES	1	RPC INC CMN	29-Aug-11	18-Oct-11	18 40	24 65	(6 25)
RES	31	RPC INC CMN	29-Aug-11	18-Oct-11	570 28	892 12	(321 84)
RES	1	RPC INC CMN	29-Aug-11	19-Oct-11	18 09	28 75	(10 66)
RES	31	RPC INC CMN	29-Aug-11	19-Oct-11	560 64	1,018 26	(457 62)
RES	18	RPC INC CMN	29-Aug-11	20-Oct-11	315 58	670 62	(355 04)
RES	9	RPC INC CMN	29-Aug-11	21-Oct-11	159 01	292 27	(133 26)
RES	23	RPC INC CMN	29-Aug-11	20-Oct-11	403 24	762 64	(359 40)
RES	13	RPC INC CMN	29-Aug-11	21-Oct-11	229 69	475 06	(245 37)
RES	1	RPC INC CMN	29-Aug-11	21-Oct-11	17.67	32 45	(14 78)
RES	2	RPC INC CMN	29-Aug-11	21-Oct-11	35 34	66 32	(30 98)
RES	17	RPC INC CMN	29-Aug-11	21-Oct-11	300 36	705 60	(405 24)
RES	23	RPC INC CMN	20-Sep-11	24-Oct-11	410.39	860 37	(449 98)
RES	12	RPC INC CMN	21-Sep-11	24-Oct-11	214 12	261 38	(47 26)
RES	9	RPC INC CMN	29-Aug-11	24-Oct-11	160 59	298 89	(138 30)
RES	1	RPC INC CMN	29-Aug-11	24-Oct-11	17.84	41 51	(23 67)
RES	1	RPC INC CMN	30-Aug-11	24-Oct-11	17 84	28 74	(10 90)
RES	17	RPC INC CMN	29-Aug-11	24-Oct-11	303 33	718 11	(414 78)
RES	2	RPC INC CMN	20-Sep-11	24-Oct-11	35 69	74 54	(38.85)
RES	1	RPC INC CMN	29-Aug-11	24-Oct-11	17 84	33 18	(15 34)
RES	13	RPC INC CMN	29-Aug-11	24-Oct-11	231 96	484 62	(252 66)
RES	64	RPC INC CMN	30-Aug-11	24-Oct-11	1,141 95	1,602 81	(460 86)
RES	79	RPC INC CMN	31-Aug-11	24-Oct-11	1,409 59	2,040 96	(631 37)
RES	22	RPC INC CMN	30-Aug-11	25-Oct-11	385 83	563 30	(177 47)
RES	9	RPC INC CMN	29-Aug-11	25-Oct-11	157 84	311 54	(153 70)
RES	1	RPC INC CMN	29-Aug-11	25-Oct-11	17 54	34 59	(17 05)

RES	42	RPC INC CMN	30-Aug-11	25-Oct-11	736.58	1,081.80	(345.22)
RES	6	RPC INC CMN	29-Aug-11	25-Oct-11	105.23	257.73	(152.50)
RES	13	RPC INC CMN	29-Aug-11	25-Oct-11	227.99	502.90	(274.91)
RES	1	RPC INC CMN	30-Aug-11	25-Oct-11	17.54	29.45	(11.91)
RES	1	RPC INC CMN	21-Sep-11	26-Oct-11	17.10	42.07	(24.97)
RES	11	RPC INC CMN	29-Aug-11	25-Oct-11	192.91	480.12	(287.21)
RES	41	RPC INC CMN	31-Aug-11	26-Oct-11	701.18	1,052.56	(351.38)
LLY	34	ELI LILLY & CO CMN	14-Jul-11	31-Oct-11	1,272.23	1,304.63	(32.40)
RES	2	RPC INC CMN	21-Sep-11	26-Oct-11	34.20	43.56	(9.36)
RES	38	RPC INC CMN	31-Aug-11	26-Oct-11	649.88	1,008.83	(358.95)
RES	2	RPC INC CMN	20-Sep-11	26-Oct-11	34.20	74.22	(40.02)
RES	23	RPC INC CMN	20-Sep-11	26-Oct-11	393.35	856.63	(463.28)
RES	2	RPC INC CMN	21-Sep-11	26-Oct-11	34.20	43.24	(9.04)
LLY	37	ELI LILLY & CO CMN	23-May-11	31-Oct-11	1,384.49	1,420.28	(35.79)
LLY	37	ELI LILLY & CO CMN	15-Jul-11	31-Oct-11	1,384.49	1,411.58	(27.09)
LLY	115	ELI LILLY & CO CMN	8-Aug-11	31-Oct-11	4,303.13	4,103.20	199.93
ACN	22	ACCENTURE PLC CMN	5-Jul-11	7-Nov-11	1,272.67	1,350.30	(77.63)
LAZ	7	LAZARD LTD CMN CLASS A	8-Jun-11	7-Nov-11	190.35	248.39	(58.04)
ACN	21	ACCENTURE PLC CMN	6-Jul-11	7-Nov-11	1,214.83	1,298.76	(83.93)
ACN	42	ACCENTURE PLC CMN	14-Jul-11	7-Nov-11	2,429.65	2,559.89	(130.24)
ACN	9	ACCENTURE PLC CMN	8-Aug-11	7-Nov-11	520.64	491.94	28.70
MMM	47	3M COMPANY CMN	25-Apr-11	7-Nov-11	3,719.97	4,407.82	(687.85)
MMM	53	3M COMPANY CMN	8-Aug-11	7-Nov-11	4,194.85	4,263.32	(68.47)
LAZ	42	LAZARD LTD CMN CLASS A	25-Apr-11	7-Nov-11	1,142.08	1,730.94	(588.86)
LAZ	32	LAZARD LTD CMN CLASS A	8-Jun-11	8-Nov-11	870.17	1,135.52	(265.35)
LAZ	25	LAZARD LTD CMN CLASS A	8-Aug-11	9-Nov-11	638.92	711.89	(72.97)
LAZ	30	LAZARD LTD CMN CLASS A	26-Apr-11	7-Nov-11	815.77	1,230.17	(414.40)
LAZ	140	LAZARD LTD CMN CLASS A	8-Aug-11	8-Nov-11	3,807.01	3,986.59	(179.58)
LAZ	11	LAZARD LTD CMN CLASS A	7-Jul-11	8-Nov-11	299.12	403.21	(104.09)
LAZ	9	LAZARD LTD CMN CLASS A	9-Aug-11	10-Nov-11	230.03	253.09	(23.06)
LAZ	65	LAZARD LTD CMN CLASS A	8-Aug-11	10-Nov-11	1,661.30	1,850.92	(189.62)
LAZ	23	LAZARD LTD CMN CLASS A	9-Aug-11	11-Nov-11	588.93	646.80	(57.87)
LAZ	11	LAZARD LTD CMN CLASS A	10-Aug-11	11-Nov-11	281.66	310.49	(28.83)
AVP	1	AVON PRODUCTS INC CMN	17-Oct-11	14-Nov-11	17.86	22.07	(4.21)
LAZ	83	LAZARD LTD CMN CLASS A	11-Aug-11	15-Nov-11	2,056.10	2,350.47	(294.37)
WCRX	94	WARNER CHILCOTT PLC CMN	24-Oct-11	14-Nov-11	1,595.46	1,627.28	(31.82)
AVP	116	AVON PRODUCTS INC CMN	11-Oct-11	14-Nov-11	2,072.10	2,454.46	(382.36)
AVP	113	AVON PRODUCTS INC CMN	10-Oct-11	14-Nov-11	2,018.51	2,337.24	(318.73)
LAZ	19	LAZARD LTD CMN CLASS A	11-Aug-11	14-Nov-11	475.92	538.06	(62.14)
LAZ	63	LAZARD LTD CMN CLASS A	10-Aug-11	14-Nov-11	1,578.05	1,778.24	(200.19)
WCRX	3	WARNER CHILCOTT PLC CMN	24-Oct-11	15-Nov-11	50.09	51.93	(1.84)
WCRX	84	WARNER CHILCOTT PLC CMN	24-Oct-11	15-Nov-11	1,402.42	1,500.11	(97.69)
AVP	113	AVON PRODUCTS INC CMN	10-Oct-11	15-Nov-11	1,986.61	2,812.77	(826.16)
AVP	13	AVON PRODUCTS INC CMN	11-Oct-11	15-Nov-11	228.55	329.78	(101.23)
AVP	97	AVON PRODUCTS INC CMN	11-Oct-11	15-Nov-11	1,705.32	2,494.82	(789.50)
WCRX	1	WARNER CHILCOTT PLC CMN	24-Oct-11	16-Nov-11	16.16	18.31	(2.15)
WCRX	75	WARNER CHILCOTT PLC CMN	24-Oct-11	16-Nov-11	1,211.86	1,435.06	(223.20)
WCRX	9	WARNER CHILCOTT PLC CMN	24-Oct-11	16-Nov-11	145.42	160.73	(15.31)
WCRX	3	WARNER CHILCOTT PLC CMN	24-Oct-11	17-Nov-11	46.54	59.91	(13.37)
WCRX	1	WARNER CHILCOTT PLC CMN	24-Oct-11	17-Nov-11	15.51	18.70	(3.19)
WCRX	3	WARNER CHILCOTT PLC CMN	24-Oct-11	16-Nov-11	48.48	55.76	(7.28)
LAZ	82	LAZARD LTD CMN CLASS A	11-Aug-11	16-Nov-11	2,017.40	2,322.15	(304.75)
WCRX	8	WARNER CHILCOTT PLC CMN	24-Oct-11	17-Nov-11	124.10	153.07	(28.97)
WCRX	1	WARNER CHILCOTT PLC CMN	24-Oct-11	17-Nov-11	15.51	19.69	(4.18)
WCRX	73	WARNER CHILCOTT PLC CMN	24-Oct-11	17-Nov-11	1,132.39	1,497.74	(365.35)
VLO	3	VALERO ENERGY CORPORATION CMN	7-Nov-11	18-Nov-11	65.87	77.78	(11.91)
MO	1	ALTRIA GROUP, INC. CMN	25-Apr-11	18-Nov-11	27.55	26.02	1.53
HFC	4	HOLLYFRONTIER CORP CMN	16-May-11	18-Nov-11	95.71	112.29	(16.58)
	5	EXPRESS SCRIPTS COMMON CMN	10-Oct-11	18-Nov-11	220.32	204.32	16.00
CLF	6	CLIFFS NATURAL RESOURCES INC CMN	25-Apr-11	18-Nov-11	408.55	585.24	(176.69)
FCX	1	FREEMONT-MCMORAN COPPER & GOLD CMN	5-Jul-11	18-Nov-11	37.33	53.64	(16.31)

CPA	9	COPA HOLDINGS, S A CMN CLASS A	25-Apr-11	18-Nov-11	566 15	501 82	64 33
ENDP	8	ENDO HEALTH SOLUTIONS INC CMN	25-Apr-11	18-Nov-11	263 13	315 96	(52 83)
WIN	6	WINDSTREAM CORPORATION CMN	25-Apr-11	18-Nov-11	70 21	75 16	(4 95)
CF	1	CF INDUSTRIES HOLDINGS, INC CMN	25-Apr-11	18-Nov-11	154 68	138 78	15 90
WCRX	8	WARNER CHILCOTT PLC CMN	25-Oct-11	18-Nov-11	122 46	153 93	(31.47)
HLF	9	HERBALIFE LTD CMN	25-Apr-11	18-Nov-11	511 98	384.67	127 31
WCRX	2	WARNER CHILCOTT PLC CMN	24-Oct-11	18-Nov-11	30 62	41 03	(10 41)
WCRX	1	WARNER CHILCOTT PLC CMN	24-Oct-11	18-Nov-11	15.31	21.69	(6 38)
WCRX	3	WARNER CHILCOTT PLC CMN	24-Oct-11	18-Nov-11	45 92	68 87	(22 95)
WCRX	8	WARNER CHILCOTT PLC CMN	24-Oct-11	18-Nov-11	122 46	169 30	(46.84)
WCRX	1	WARNER CHILCOTT PLC CMN	24-Oct-11	18-Nov-11	15 31	22 68	(7.37)
WCRX	61	WARNER CHILCOTT PLC CMN	24-Oct-11	18-Nov-11	933.75	1,433 70	(499 95)
APA	1	APACHE CORP. CMN	3-Oct-11	18-Nov-11	98 83	77 58	21 25
WCRX	12	WARNER CHILCOTT PLC CMN	24-Oct-11	18-Nov-11	183 69	270 44	(86 75)
WCRX	1	WARNER CHILCOTT PLC CMN	25-Oct-11	21-Nov-11	14 81	19 24	(4 43)
WCRX	1	WARNER CHILCOTT PLC CMN	24-Oct-11	21-Nov-11	14 81	24 91	(10 10)
WDC	17	WESTERN DIGITAL CORPORATION CMN	25-Apr-11	18-Nov-11	446 51	690 47	(243 96)
COH	5	COACH INC CMN	25-Apr-11	18-Nov-11	305 75	284 12	21 63
WCRX	10	WARNER CHILCOTT PLC CMN	9-Nov-11	21-Nov-11	148 05	175 32	(27 27)
WCRX	1	WARNER CHILCOTT PLC CMN	24-Oct-11	21-Nov-11	14 81	23 93	(9 12)
WCRX	3	WARNER CHILCOTT PLC CMN	24-Oct-11	21-Nov-11	44 41	75 57	(31 16)
WCRX	40	WARNER CHILCOTT PLC CMN	24-Oct-11	21-Nov-11	592.19	1,029 11	(436.92)
WCRX	2	WARNER CHILCOTT PLC CMN	7-Nov-11	21-Nov-11	29 61	45 48	(15 87)
WCRX	21	WARNER CHILCOTT PLC CMN	24-Oct-11	21-Nov-11	310 90	540 48	(229.58)
WCRX	8	WARNER CHILCOTT PLC CMN	7-Nov-11	21-Nov-11	118 44	171 73	(53.29)
WCRX	8	WARNER CHILCOTT PLC CMN	24-Oct-11	21-Nov-11	118 44	187 10	(68 66)
HFC	18	HOLLYFRONTIER CORP CMN	23-May-11	5-Dec-11	432 66	545 94	(113 28)
HFC	50	HOLLYFRONTIER CORP CMN	16-May-11	5-Dec-11	1,201 83	1,403 67	(201 84)
HFC	38	HOLLYFRONTIER CORP CMN	17-May-11	5-Dec-11	913 39	1,050 54	(137 15)
HFC	68	HOLLYFRONTIER CORP CMN	23-May-11	6-Dec-11	1,605 15	2,062 42	(457 27)
HFC	23	HOLLYFRONTIER CORP CMN	8-Aug-11	6-Dec-11	542 92	725 42	(182 50)
GLW	6	CORNING INCORPORATED CMN	18-Nov-11	3-Jan-12	78 44	90 90	(12.46)
GLW	337	CORNING INCORPORATED CMN	9-Aug-11	3-Jan-12	4,405 61	4,685 92	(280 31)
CPB	62	CAMPBELL SOUP CO CMN	31-Oct-11	3-Jan-12	2,047 07	2,073 19	(26 12)
CPB	19	CAMPBELL SOUP CO CMN	1-Nov-11	3-Jan-12	627 33	625 05	2 28
GLW	13	CORNING INCORPORATED CMN	8-Aug-11	3-Jan-12	169 95	164 54	5 41
GLW	112	CORNING INCORPORATED CMN	8-Aug-11	3-Jan-12	1,464 18	1,385 96	78 22
CPB	1	CAMPBELL SOUP CO CMN	7-Nov-11	4-Jan-12	32 72	33 83	(1 11)
CPB	71	CAMPBELL SOUP CO CMN	1-Nov-11	4-Jan-12	2,323 67	2,335 70	(12 03)
CPB	1	CAMPBELL SOUP CO CMN	8-Nov-11	5-Jan-12	31 97	34 00	(2 03)
CPB	75	CAMPBELL SOUP CO CMN	7-Nov-11	5-Jan-12	2,397 82	2,537 58	(139 76)
CPB	69	CAMPBELL SOUP CO CMN	8-Nov-11	6-Jan-12	2,168.78	2,346 17	(177 39)
RES	12	RPC INC CMN	29-Aug-11	23-Jan-12	209 72	501 85	(292 13)
RES	6	RPC INC CMN	29-Aug-11	24-Jan-12	105 41	283 68	(178 27)
CPB	8	CAMPBELL SOUP CO CMN	18-Nov-11	6-Jan-12	251.45	267 94	(16 49)
RES	1	RPC INC CMN	29-Aug-11	23-Jan-12	17 48	37 73	(20 25)
RES	9	RPC INC CMN	29-Aug-11	23-Jan-12	157 28	339 76	(182 48)
FCX	48	FREEMPORT-MCMORAN COPPER & GOLD CMN	5-Jul-11	23-Jan-12	2,099 33	2,574 71	(475 38)
FCX	19	FREEMPORT-MCMORAN COPPER & GOLD CMN	5-Dec-11	23-Jan-12	830 98	765 32	65 66
FCX	53	FREEMPORT-MCMORAN COPPER & GOLD CMN	8-Aug-11	23-Jan-12	2,318 00	2,355 32	(37 32)
FCX	1	FREEMPORT-MCMORAN COPPER & GOLD CMN	5-Jul-11	23-Jan-12	43 74	56 59	(12 85)
RES	1	RPC INC CMN	29-Aug-11	24-Jan-12	17.57	41 82	(24 25)
RES	5	RPC INC CMN	29-Aug-11	24-Jan-12	87 84	233 92	(146 08)
RES	9	RPC INC CMN	29-Aug-11	24-Jan-12	158 11	365 04	(206 93)
RES	1	RPC INC CMN	29-Aug-11	24-Jan-12	17 56	40 53	(22.97)
RES	5	RPC INC CMN	29-Aug-11	24-Jan-12	87 83	223 14	(135 31)
RES	6	RPC INC CMN	29-Aug-11	24-Jan-12	105 40	279 52	(174 12)
RES	1	RPC INC CMN	29-Aug-11	25-Jan-12	16 43	47 69	(31 26)
RES	1	RPC INC CMN	29-Aug-11	25-Jan-12	16 43	43 60	(27 17)
RES	1	RPC INC CMN	29-Aug-11	25-Jan-12	16.43	44 54	(28.11)
RES	7	RPC INC CMN	29-Aug-11	25-Jan-12	115 01	312 40	(197 39)

RES	6	RPC INC CMN	29-Aug-11	25-Jan-12	98 57	302 06	(203 49)
RES	3	RPC INC CMN	29-Aug-11	25-Jan-12	49 28	149 54	(100 26)
RES	6	RPC INC CMN	29-Aug-11	25-Jan-12	98 58	297.91	(199 33)
RES	5	RPC INC CMN	29-Aug-11	26-Jan-12	76 66	244 16	(167 50)
RES	9	RPC INC CMN	29-Aug-11	25-Jan-12	147 87	392 62	(244 75)
RES	2	RPC INC CMN	29-Aug-11	25-Jan-12	32 86	99 00	(66.14)
RES	4	RPC INC CMN	29-Aug-11	26-Jan-12	61 33	190 77	(129 44)
RES	6	RPC INC CMN	29-Aug-11	26-Jan-12	91.99	320 64	(228 65)
RES	2	RPC INC CMN	29-Aug-11	26-Jan-12	30 67	96 84	(66 17)
RES	6	RPC INC CMN	29-Aug-11	26-Jan-12	91 99	324 80	(232 81)
RES	1	RPC INC CMN	29-Aug-11	26-Jan-12	15 34	48 33	(32 99)
RES	3	RPC INC CMN	29-Aug-11	26-Jan-12	45 99	160 91	(114 92)
RES	2	RPC INC CMN	29-Aug-11	26-Jan-12	30 67	106 58	(75 91)
RES	8	RPC INC CMN	29-Aug-11	26-Jan-12	122 66	379 31	(256 65)
RES	1	RPC INC CMN	29-Aug-11	27-Jan-12	15 30	47 41	(32 11)
RES	2	RPC INC CMN	29-Aug-11	27-Jan-12	30 61	106 46	(75 85)
RES	18	RPC INC CMN	30-Aug-11	27-Jan-12	275 54	529 01	(253 47)
RES	22	RPC INC CMN	30-Aug-11	27-Jan-12	336 78	632 30	(295 52)
RES	6	RPC INC CMN	29-Aug-11	27-Jan-12	91 84	349 52	(257 68)
RES	1	RPC INC CMN	29-Aug-11	27-Jan-12	15 31	47 39	(32 08)
RES	6	RPC INC CMN	29-Aug-11	27-Jan-12	91 85	353 68	(261 83)
RES	8	RPC INC CMN	29-Aug-11	27-Jan-12	122 46	417 81	(295 35)
RES	1	RPC INC CMN	29-Aug-11	27-Jan-12	15 30	51 48	(36 18)
RES	2	RPC INC CMN	29-Aug-11	27-Jan-12	30 61	116 20	(85 59)
RES	2	RPC INC CMN	29-Aug-11	27-Jan-12	30 62	107.44	(76 82)
RES	3	RPC INC CMN	29-Aug-11	27-Jan-12	45 92	160.93	(115 01)
RES	1	RPC INC CMN	29-Aug-11	27-Jan-12	15 31	53 14	(37 83)
RES	3	RPC INC CMN	29-Aug-11	27-Jan-12	45 92	175 35	(129 43)
RES	4	RPC INC CMN	29-Aug-11	27-Jan-12	61 23	210 32	(149.09)
FCX	105	FREEMPORT-MCMORAN COPPER & GOLD CMN	5-Dec-11	30-Jan-12	4,805 07	4,229 40	575 67
KMB	37	KIMBERLY CLARK CORP CMN	30-Jan-12	21-Feb-12	2,642 30	2,637 03	5 27
KMB	37	KIMBERLY CLARK CORP CMN	30-Jan-12	22-Feb-12	2,633 35	2,637.03	(3 68)
FII	33	FEDERATED INVESTORS, INC CMN CLASS B	25-Apr-11	29-Feb-12	677.36	861 11	(183 75)
TJX	75	TJX COMPANIES INC (NEW) CMN	25-Apr-11	5-Mar-12	2,800.52	1,961 39	839 13
LLY	20	ELI LILLY & CO CMN	28-Nov-11	5-Mar-12	783 13	726 68	56 45
LLY	5	ELI LILLY & CO CMN	6-Feb-12	5-Mar-12	195 78	198 06	(2 28)
LLY	37	ELI LILLY & CO CMN	15-Jul-11	5-Mar-12	1,448 79	1,371 46	77 33
LLY	37	ELI LILLY & CO CMN	23-May-11	5-Mar-12	1,448 79	1,380 15	68 64
LLY	34	ELI LILLY & CO CMN	14-Jul-11	5-Mar-12	1,331 32	1,267 76	63 56
ACN	5	ACCENTURE PLC CMN	5-Jul-11	20-Mar-12	314.94	292 70	22 24
WDR	161	WADDELL & REED FIN , INC CLASS A COMMON	25-Apr-11	26-Mar-12	5,282 83	6,527 47	(1,244 64)
TJX	82	TJX COMPANIES INC (NEW) CMN	25-Apr-11	6-Mar-12	3,022 35	2,144 46	877 89
LLY	133	ELI LILLY & CO CMN	6-Feb-12	6-Mar-12	5,149 69	5,268 33	(118 64)
RES	1	RPC INC CMN	29-Aug-11	12-Mar-12	5 04	-	5 04
WIN	200	WINDSTREAM CORPORATION CMN	25-Apr-11	20-Mar-12	2,406 27	2,505 48	(99 21)
ACN	86	ACCENTURE PLC CMN	8-Aug-11	20-Mar-12	5,417 02	4,700 76	716 26
WIN	207	WINDSTREAM CORPORATION CMN	25-Apr-11	21-Mar-12	2,492 83	2,593 17	(100 34)
WIN	128	WINDSTREAM CORPORATION CMN	8-Aug-11	22-Mar-12	1,535 78	1,440 49	95 29
WIN	78	WINDSTREAM CORPORATION CMN	25-Apr-11	22-Mar-12	935 87	977 14	(41 27)
FII	182	FEDERATED INVESTORS, INC CMN CLASS B	25-Apr-11	23-Mar-12	4,161.41	4,749 13	(587 72)
FII	13	FEDERATED INVESTORS, INC. CMN CLASS B	6-Jun-11	23-Mar-12	297 25	314 96	(17 71)
FII	21	FEDERATED INVESTORS, INC CMN CLASS B	26-Apr-11	23-Mar-12	480 16	558 24	(78 08)
WIN	212	WINDSTREAM CORPORATION CMN	8-Aug-11	23-Mar-12	2,526 59	2,385.81	140 78
EV	177	EATON VANCE CORP (NON-VTG) CMN	25-Apr-11	26-Mar-12	5,145 31	5,834 63	(689 32)
EV	3	EATON VANCE CORP (NON-VTG) CMN	26-Apr-11	26-Mar-12	87 21	100 12	(12 91)
AFL	89	AFLAC INCORPORATED CMN	25-Apr-11	26-Mar-12	4,146 23	4,744 62	(598 39)
WDR	13	WADDELL & REED FIN , INC. CLASS A COMMON	6-Jun-11	26-Mar-12	426 57	462 74	(36 17)
WIN	204	WINDSTREAM CORPORATION CMN	8-Aug-11	26-Mar-12	2,433 47	2,295 78	137 69
WAT	17	WATERS CORPORATION COMMON STOCK	25-Apr-11	16-Apr-12	1,479 45	1,530 78	(51 33)
ACN	93	ACCENTURE PLC CMN	23-Jan-12	16-Apr-12	5,774.92	5,232 27	542 65
ACN	2	ACCENTURE PLC CMN	8-Aug-11	16-Apr-12	124 19	109 32	14 87

WAT	17	WATERS CORPORATION COMMON STOCK	25-Apr-11	17-Apr-12	1,506 55	1,530 78	(24 23)
WAT	11	WATERS CORPORATION COMMON STOCK	25-Apr-11	18-Apr-12	972 14	990 50	(18 36)
WAT	11	WATERS CORPORATION COMMON STOCK	25-Apr-11	19-Apr-12	967 60	990 50	(22 90)
WAT	12	WATERS CORPORATION COMMON STOCK	25-Apr-11	20-Apr-12	1,066 99	1,080 55	(13 56)
MRO	1	MARATHON OIL CORPORATION CMN	26-Sep-11	7-May-12	26 38	22 66	3 72
MRO	2	MARATHON OIL CORPORATION CMN	18-Nov-11	8-May-12	51 76	52 66	(0 90)
MRO	196	MARATHON OIL CORPORATION CMN	19-Sep-11	7-May-12	5,170.50	4,908 29	262 21
MRO	204	MARATHON OIL CORPORATION CMN	26-Sep-11	8-May-12	5,279.47	4,623 36	656 11
FCX	133	FREEMPORT-MCMORAN COPPER & GOLD CMN	5-Mar-12	21-May-12	4,305 63	5,353 22	(1,047 59)
WAT	11	WATERS CORPORATION COMMON STOCK	8-Aug-11	21-May-12	907 11	825 00	82 11
FCX	31	FREEMPORT-MCMORAN COPPER & GOLD CMN	7-May-12	21-May-12	1,003.57	1,129 21	(125 64)
WAT	21	WATERS CORPORATION COMMON STOCK	8-Aug-11	22-May-12	1,761.86	1,574 99	186 87
WAT	21	WATERS CORPORATION COMMON STOCK	8-Aug-11	23-May-12	1,709 71	1,574.99	134.72
CPB	35	CAMPBELL SOUP CO CMN	19-Apr-12	30-May-12	1,122 52	1,181 07	(58 55)
CPB	43	CAMPBELL SOUP CO CMN	16-Apr-12	30-May-12	1,379 09	1,432 17	(53 08)
CPB	54	CAMPBELL SOUP CO CMN	17-Apr-12	30-May-12	1,731 88	1,816 29	(84 41)
CPB	36	CAMPBELL SOUP CO CMN	18-Apr-12	30-May-12	1,154 59	1,212 26	(57 67)
K	33	KELLOGG COMPANY CMN	8-Aug-11	30-May-12	1,636 84	1,755 60	(118 76)
WAT	35	WATERS CORPORATION COMMON STOCK	8-Aug-11	30-May-12	2,828 31	2,624 98	203 33
WAT	2	WATERS CORPORATION COMMON STOCK	18-Nov-11	30-May-12	161 62	149 90	11 72
CAT	1	CATERPILLAR INC (DELAWARE) CMN	19-Mar-12	31-May-12	87 75	113 73	(25 98)
HAL	1	HALLIBURTON COMPANY CMN	7-Nov-11	31-May-12	29 63	37 49	(7 86)
LMT	2	LOCKHEED MARTIN CORPORATION CMN	6-Jun-11	31-May-12	166 23	154.60	11 63
COP	2	CONOCOPHILLIPS CMN	7-May-12	31-May-12	104 23	106 57	(2 34)
AAPL	1	APPLE, INC CMN	5-Jul-11	31-May-12	578 70	348 86	229 84
ROST	2	ROSS STORES,INC CMN	13-Jun-11	31-May-12	126 31	78 09	48 22
CL	2	COLGATE-PALMOLIVE CO CMN	8-Aug-11	31-May-12	196 81	168 20	28 61
YUM	2	YUM BRANDS, INC CMN	8-Aug-11	31-May-12	141 25	99.78	41 47
HRS	13	HARRIS CORP CMN	21-May-12	27-Jun-12	540.45	512 21	28 24
AAPL	7	APPLE, INC CMN	5-Jul-11	27-Jun-12	4,017 14	2,441 99	1,575 15
AAPL	2	APPLE, INC CMN	6-Jul-11	27-Jun-12	1,147 76	702 15	445 61
K	22	KELLOGG COMPANY CMN	8-Aug-11	27-Jun-12	1,070 28	1,170 40	(100 12)
HRS	14	HARRIS CORP CMN	21-May-12	28-Jun-12	571 97	551 62	20.35
K	2	KELLOGG COMPANY CMN	18-Nov-11	28-Jun-12	97 38	98 66	(1 28)
K	2	KELLOGG COMPANY CMN	23-Jan-12	28-Jun-12	97 38	101 70	(4 32)
HRS	26	HARRIS CORP CMN	22-May-12	28-Jun-12	1,062 21	1,029 78	32 43
HRS	15	HARRIS CORP CMN	23-May-12	28-Jun-12	612 81	595 29	17 52
K	25	KELLOGG COMPANY CMN	8-Aug-11	28-Jun-12	1,217 31	1,330 00	(112 69)
ROST	9	ROSS STORES,INC CMN	8-Aug-11	28-Jun-12	548 74	332 69	216 05
K	29	KELLOGG COMPANY CMN	23-Jan-12	29-Jun-12	1,429 59	1,474 66	(45 07)
HRS	28	HARRIS CORP CMN	23-May-12	29-Jun-12	1,171.14	1,111 22	59 92
CLB	10	CORE LABORATORIES N.V CMN	8-Aug-11	29-Jun-12	1,152 03	1,009 67	142 36
WDR	5	WADDELL & REED FIN., INC CLASS A COMMON	7-Jul-11	29-Jun-12	150.19	198 16	(47 97)
DFS	45	DISCOVER FINANCIAL SERVICES CMN	20-Mar-12	29-Jun-12	1,544 99	1,440 09	104 90
CLB	1	CORE LABORATORIES N V. CMN	18-Nov-11	3-Jul-12	115 75	109 80	5 95
DO	35	DIAMOND OFFSHORE DRILLING, INC CMN	29-Aug-11	24-Jul-12	2,236.18	2,232 73	3 45
ROST	42	ROSS STORES,INC CMN	8-Aug-11	29-Jun-12	2,623 08	1,552 56	1,070 52
CBOE	41	CBOE HOLDINGS, INC CMN	20-Mar-12	29-Jun-12	1,136 79	1,174 32	(37 53)
CBOE	36	CBOE HOLDINGS, INC CMN	21-Mar-12	29-Jun-12	998 16	1,039 77	(41 61)
WDR	17	WADDELL & REED FIN , INC CLASS A COMMON	8-Aug-11	29-Jun-12	510 65	522 73	(12 08)
K	23	KELLOGG COMPANY CMN	24-Jan-12	2-Jul-12	1,134 27	1,163 35	(29 08)
K	4	KELLOGG COMPANY CMN	23-Jan-12	2-Jul-12	197 26	203 40	(6 14)
HRS	26	HARRIS CORP CMN	23-May-12	2-Jul-12	1,079 23	1,031 84	47 39
CLB	43	CORE LABORATORIES N V CMN	8-Aug-11	2-Jul-12	4,873 39	4,341.58	531 81
ROST	15	ROSS STORES,INC CMN	8-Aug-11	2-Jul-12	947.47	554 48	392 99
ROST	22	ROSS STORES,INC CMN	5-Mar-12	2-Jul-12	1,389 63	1,203 45	186 18
ROST	2	ROSS STORES,INC CMN	18-Nov-11	2-Jul-12	126 33	85 48	40 85
CLB	8	CORE LABORATORIES N V. CMN	8-Aug-11	3-Jul-12	926 03	807 74	118 29
CLB	2	CORE LABORATORIES N V CMN	31-May-12	3-Jul-12	231 50	253 36	(21 86)
CL	20	COLGATE-PALMOLIVE CO CMN	6-Sep-11	16-Jul-12	2,096 98	1,774 28	322 70
K	39	KELLOGG COMPANY CMN	25-Jan-12	16-Jul-12	1,894 15	1,983.67	(89 52)

K	9	KELLOGG COMPANY CMN	24-Jan-12	16-Jul-12	437.11	455 23	(18 12)
CL	6	COLGATE-PALMOLIVE CO CMN	8-Aug-11	16-Jul-12	629 10	547 33	81.77
CL	2	COLGATE-PALMOLIVE CO CMN	7-Sep-11	16-Jul-12	209 70	182 34	27 36
CL	41	COLGATE-PALMOLIVE CO CMN	8-Aug-11	16-Jul-12	4,298 80	3,448 04	850 76
DO	44	DIAMOND OFFSHORE DRILLING, INC CMN	29-Aug-11	23-Jul-12	2,850 92	2,806 86	44 06
DO	9	DIAMOND OFFSHORE DRILLING, INC CMN	19-Sep-11	24-Jul-12	575 02	563 44	11 58
HRS	11	HARRIS CORP CMN	23-May-12	30-Jul-12	466 08	436.55	29 53
HRS	46	HARRIS CORP CMN	31-May-12	30-Jul-12	1,949 05	1,824 19	124 86
HRS	39	HARRIS CORP CMN	30-May-12	30-Jul-12	1,652 46	1,544 40	108 06
HRS	45	HARRIS CORP CMN	1-Jun-12	30-Jul-12	1,906 68	1,766 97	139 71
DO	72	DIAMOND OFFSHORE DRILLING, INC CMN	19-Sep-11	30-Jul-12	4,772 57	4,507 50	265 07
DO	4	DIAMOND OFFSHORE DRILLING, INC CMN	31-May-12	30-Jul-12	265.14	232 84	32 30
DFS	53	DISCOVER FINANCIAL SERVICES CMN	20-Mar-12	30-Jul-12	1,925 55	1,696 11	229 44
FII	11	FEDERATED INVESTORS, INC CMN CLASS B	8-Aug-11	30-Jul-12	219 77	211 16	8 61
CBOE	27	CBOE HOLDINGS, INC CMN	20-Mar-12	30-Jul-12	772 01	700 30	71 71
WDR	17	WADDELL & REED FIN , INC. CLASS A COMMON	8-Aug-11	30-Jul-12	504 75	522 73	(17 98)
RES	3	RPC INC CMN	29-Aug-11	6-Aug-12	42 47	117 11	(74 64)
RES	3	RPC INC CMN	29-Aug-11	6-Aug-12	42 47	125 98	(83 51)
CBOE	3	CBOE HOLDINGS, INC. CMN	20-Mar-12	31-Jul-12	85 26	77 81	7 45
CBOE	30	CBOE HOLDINGS, INC CMN	21-Mar-12	31-Jul-12	852 62	866.47	(13 85)
RES	9	RPC INC CMN	29-Aug-11	6-Aug-12	127 41	383 00	(255.59)
RES	18	RPC INC CMN	30-Aug-11	6-Aug-12	254 83	352 67	(97 84)
RES	3	RPC INC CMN	29-Aug-11	6-Aug-12	42 48	116 24	(73 76)
RES	6	RPC INC CMN	29-Aug-11	6-Aug-12	84 94	229 67	(144 73)
FCX	163	FREEMONT-MCMORAN COPPER & GOLD CMN	27-Jun-12	6-Aug-12	5,624 68	5,233 29	391 39
RES	5	RPC INC CMN	29-Aug-11	6-Aug-12	70 79	175.60	(104 81)
RES	1	RPC INC CMN	29-Aug-11	6-Aug-12	14 16	58 03	(43 87)
RES	5	RPC INC CMN	29-Aug-11	6-Aug-12	70.78	190 01	(119 23)
RES	12	RPC INC CMN	29-Aug-11	6-Aug-12	169 88	456 91	(287 03)
RES	1	RPC INC CMN	29-Aug-11	6-Aug-12	14 16	52 25	(38 09)
RES	9	RPC INC CMN	29-Aug-11	6-Aug-12	127 41	378 85	(251 44)
RES	2	RPC INC CMN	29-Aug-11	6-Aug-12	28 31	52 22	(23 91)
FCX	122	FREEMONT-MCMORAN COPPER & GOLD CMN	5-Mar-12	6-Aug-12	4,209 88	5,404 92	(1,195 04)
RES	1	RPC INC CMN	29-Aug-11	6-Aug-12	14 16	56 32	(42 16)
RES	12	RPC INC CMN	30-Aug-11	7-Aug-12	166 36	269 03	(102 67)
FCX	2	FREEMONT-MCMORAN COPPER & GOLD CMN	15-Mar-12	6-Aug-12	69 01	79 43	(10.42)
RES	19	RPC INC CMN	30-Aug-11	7-Aug-12	263 41	444 71	(181 30)
RES	26	RPC INC CMN	30-Aug-11	7-Aug-12	360.45	604.19	(243 74)
RES	18	RPC INC CMN	30-Aug-11	7-Aug-12	249 54	352 67	(103 13)
RES	1	RPC INC CMN	30-Aug-11	7-Aug-12	13 87	33 09	(19 22)
RES	2	RPC INC CMN	30-Aug-11	7-Aug-12	27 73	33 58	(5 85)
RES	1	RPC INC CMN	30-Aug-11	8-Aug-12	13 49	23 24	(9 75)
RES	50	RPC INC CMN	31-Aug-11	8-Aug-12	674 64	997 88	(323 24)
RES	19	RPC INC CMN	31-Aug-11	8-Aug-12	256 37	377 40	(121 03)
RES	8	RPC INC CMN	31-Aug-11	8-Aug-12	107 94	153 08	(45 14)
RES	25	RPC INC CMN	10-Nov-11	9-Aug-12	328 11	357 06	(28 95)
RES	1	RPC INC CMN	8-May-12	9-Aug-12	13 12	10 77	2 35
RES	3	RPC INC CMN	20-Sep-11	9-Aug-12	39 37	82 02	(42 65)
RES	12	RPC INC CMN	18-Nov-11	9-Aug-12	157.49	164 56	(7 07)
RES	27	RPC INC CMN	31-Aug-11	9-Aug-12	354 37	532 33	(177 96)
RES	12	RPC INC CMN	10-Jan-12	9-Aug-12	157 49	166 20	(8 71)
RES	15	RPC INC CMN	31-Aug-11	9-Aug-12	196 87	297 95	(101 08)
RES	15	RPC INC CMN	21-Sep-11	9-Aug-12	196 87	246 12	(49 25)
RES	1	RPC INC CMN	21-Sep-11	9-Aug-12	13 13	45 64	(32 51)
RES	3	RPC INC CMN	21-Sep-11	9-Aug-12	39 38	50 71	(11 33)
VLO	232	VALERO ENERGY CORPORATION CMN	3-Jan-12	17-Sep-12	7,514 40	4,864 41	2,649 99
RES	35	RPC INC CMN	20-Sep-11	9-Aug-12	459 36	946 37	(487 01)
RES	3	RPC INC CMN	21-Sep-11	9-Aug-12	39 37	51 04	(11 67)
WLT	163	WALTER ENERGY INC CMN	30-Jul-12	13-Aug-12	6,112 72	5,571 11	541 61
ESRX	87	EXPRESS SCRIPTS HOLDINGS CMN	10-Oct-11	10-Sep-12	5,407 22	3,555.12	1,852 10
VLO	194	VALERO ENERGY CORPORATION CMN	7-Nov-11	17-Sep-12	6,283 59	5,029 56	1,254 03

VLO	23	VALERO ENERGY CORPORATION CMN	31-May-12	17-Sep-12	744 96	488 66	256 30
WLL	21	WHITING PETROLEUM CORPORATION CMN	27-Jun-12	17-Sep-12	1,088 34	791 49	296 85
WLL	153	WHITING PETROLEUM CORPORATION CMN	28-Jun-12	17-Sep-12	7,929 35	5,797 24	2,132 11
WLL	35	WHITING PETROLEUM CORPORATION CMN	28-Jun-12	18-Sep-12	1,728.54	1,326 17	402 37
WLL	35	WHITING PETROLEUM CORPORATION CMN	6-Aug-12	18-Sep-12	1,728.54	1,484 33	244 21
WLL	35	WHITING PETROLEUM CORPORATION CMN	8-Aug-12	18-Sep-12	1,728 54	1,565.08	163.46
WLL	35	WHITING PETROLEUM CORPORATION CMN	7-Aug-12	18-Sep-12	1,728 54	1,552 35	176 19
WLL	33	WHITING PETROLEUM CORPORATION CMN	9-Aug-12	18-Sep-12	1,629 76	1,484 45	145 31
SHORT TERM DISALLOWED LOSS					-	(21,090 98)	21,090 98
TOTAL SHORT TERM					364,930.73	361,948.00	2,982.73
TJX	126	TJX COMPANIES INC (NEW) CMN	25-Apr-11	7-May-12	5,245.06	3,295 14	1,949 92
MSFT	172	MICROSOFT CORPORATION CMN	25-Apr-11	7-May-12	5,286 85	4,373 53	913 32
CPA	18	COPA HOLDINGS, S A. CMN CLASS A	25-Apr-11	9-May-12	1,393.52	1,003 63	389 89
CPA	7	COPA HOLDINGS, S A. CMN CLASS A	25-Apr-11	8-May-12	550 64	390 30	160 34
CPA	17	COPA HOLDINGS, S A CMN CLASS A	25-Apr-11	10-May-12	1,444 10	947 88	496 22
CPA	26	COPA HOLDINGS, S A. CMN CLASS A	25-Apr-11	11-May-12	2,205 11	1,449 69	755 42
WAT	11	WATERS CORPORATION COMMON STOCK	25-Apr-11	21-May-12	907 10	990 50	(83 40)
K	76	KELLOGG COMPANY CMN	25-Apr-11	30-May-12	3,769 70	4,193 15	(423 45)
GILD	48	GILEAD SCIENCES CMN	25-Apr-11	30-May-12	2,425 71	1,869 12	556 59
TJX	15	TJX COMPANIES INC (NEW) CMN	25-Apr-11	31-May-12	636 73	392 28	244 45
MSFT	13	MICROSOFT CORPORATION CMN	25-Apr-11	31-May-12	380.93	330 56	50 37
MO	11	ALTRIA GROUP, INC CMN	25-Apr-11	31-May-12	354 42	286 27	68 15
CPA	1	COPA HOLDINGS, S.A CMN CLASS A	25-Apr-11	31-May-12	81.82	55 76	26 06
ENDP	3	ENDO HEALTH SOLUTIONS INC CMN	25-Apr-11	31-May-12	97 10	118 49	(21.39)
IBM	1	INTL BUSINESS MACHINES CORP CMN	25-Apr-11	31-May-12	193.86	167 74	26 12
CVX	2	CHEVRON CORPORATION CMN	25-Apr-11	31-May-12	197 03	214 12	(17 09)
PM	1	PHILIP MORRIS INTL INC CMN	25-Apr-11	31-May-12	84 85	67 56	17 29
CLB	12	CORE LABORATORIES N V CMN	16-May-11	27-Jun-12	1,371 87	1,124.85	247 02
XOM	66	EXXON MOBIL CORPORATION CMN	25-Apr-11	27-Jun-12	5,494 55	5,682 62	(188.07)
ROST	31	ROSS STORES,INC CMN	13-Jun-11	27-Jun-12	1,970 86	1,210 34	760 52
CLB	12	CORE LABORATORIES N V CMN	13-Jun-11	28-Jun-12	1,341 72	1,210 88	130 84
CLB	14	CORE LABORATORIES N V CMN	17-May-11	28-Jun-12	1,565 34	1,331 19	234 15
CLB	2	CORE LABORATORIES N.V. CMN	16-May-11	28-Jun-12	223 62	187 48	36 14
ROST	33	ROSS STORES,INC CMN	13-Jun-11	28-Jun-12	2,012 05	1,288 43	723 62
AFL	6	AFLAC INCORPORATED CMN	26-Apr-11	29-Jun-12	254 56	323 66	(69 10)
WDR	32	WADDELL & REED FIN , INC. CLASS A COMMON	8-Jun-11	29-Jun-12	961 22	1,122 34	(161 12)
EV	16	EATON VANCE CORP (NON-VTG) CMN	26-Apr-11	29-Jun-12	428 05	533 97	(105 92)
EV	40	EATON VANCE CORP (NON-VTG) CMN	8-Jun-11	29-Jun-12	1,070 13	1,168 55	(98 42)
EV	30	EATON VANCE CORP (NON-VTG) CMN	6-Jun-11	29-Jun-12	802.59	887 00	(84 41)
AFL	7	AFLAC INCORPORATED CMN	25-Apr-11	29-Jun-12	296 99	373 17	(76 18)
CLB	6	CORE LABORATORIES N.V. CMN	14-Jun-11	29-Jun-12	691 22	625 14	66 08
WDR	9	WADDELL & REED FIN , INC CLASS A COMMON	6-Jun-11	29-Jun-12	270 35	320 36	(50 01)
FII	49	FEDERATED INVESTORS, INC CMN CLASS B	8-Jun-11	29-Jun-12	1,054 55	1,173 48	(118 93)
FII	25	FEDERATED INVESTORS, INC CMN CLASS B	6-Jun-11	29-Jun-12	538 03	605 68	(67 65)
EV	6	EATON VANCE CORP (NON-VTG) CMN	7-Jul-11	30-Jul-12	160 41	184 96	(24.55)
AFL	7	AFLAC INCORPORATED CMN	8-Jun-11	30-Jul-12	306 39	315 08	(8 69)
AFL	5	AFLAC INCORPORATED CMN	26-Apr-11	30-Jul-12	218 85	269 72	(50 87)
AFL	21	AFLAC INCORPORATED CMN	6-Jun-11	30-Jul-12	919 17	964 33	(45 16)
FII	1	FEDERATED INVESTORS, INC CMN CLASS B	8-Jun-11	30-Jul-12	19 98	23 95	(3 97)
FII	19	FEDERATED INVESTORS, INC CMN CLASS B	7-Jul-11	30-Jul-12	379 61	464 23	(84 62)
EV	16	EATON VANCE CORP (NON-VTG) CMN	26-Apr-11	30-Jul-12	427 76	491 09	(63 33)
EV	7	EATON VANCE CORP (NON-VTG) CMN	8-Jun-11	30-Jul-12	187 14	185 73	1 41
EV	30	EATON VANCE CORP (NON-VTG) CMN	6-Jun-11	30-Jul-12	802 04	806 59	(4 55)
AFL	7	AFLAC INCORPORATED CMN	25-Apr-11	30-Jul-12	306 39	354 22	(47 83)
FII	25	FEDERATED INVESTORS, INC CMN CLASS B	6-Jun-11	30-Jul-12	499 49	572 79	(73 30)
AFL	6	AFLAC INCORPORATED CMN	26-Apr-11	30-Jul-12	262 62	307 41	(44 79)
WDR	9	WADDELL & REED FIN , INC CLASS A COMMON	6-Jun-11	30-Jul-12	267 22	306 67	(39 45)
WDR	28	WADDELL & REED FIN , INC CLASS A COMMON	8-Jun-11	30-Jul-12	831 35	939 48	(108 13)
FII	2	FEDERATED INVESTORS, INC CMN CLASS B	8-Jun-11	30-Jul-12	39 96	45 27	(5 31)
CLF	33	CLIFFS NATURAL RESOURCES INC CMN	25-Apr-11	6-Aug-12	1,413 02	3,218 82	(1,805 80)

MSFT	49	MICROSOFT CORPORATION CMN	25-Apr-11	27-Aug-12	1,509.70	1,245.95	263.75
MSFT	39	MICROSOFT CORPORATION CMN	8-Aug-11	27-Aug-12	1,201.59	978.90	222.69
MSFT	86	MICROSOFT CORPORATION CMN	8-Aug-11	28-Aug-12	2,640.25	2,158.60	481.65
LONG TERM DISALLOWED LOSS					-	(616.32)	616.32
TOTAL LONG TERM					57,995.17	52,532.33	4,846.52

The Thomas E. Noonan Family Foundation
From 01-Oct-2011 To 30-Sep-2012
Goldman Sachs acct 608

<u>Symbol</u>	<u>Qty</u>	<u>Description</u>	<u>Trade Date</u>	<u>Date Sold</u>	<u>Proceeds</u>	<u>Cost Basis</u>	<u>Gain/Loss</u>
YUM	23	YUM BRANDS, INC CMN	3-Aug-11	14-Dec-11	1,319.78	1,161.36	158.42
MMM	46	3M COMPANY CMN	25-Apr-11	11-Jan-12	3,840.39	4,315.77	(475.38)
MMM	36	3M COMPANY CMN	25-Apr-11	12-Jan-12	3,025.29	3,377.56	(352.27)
YUM	33	YUM BRANDS, INC CMN	8-Aug-11	20-Dec-11	1,922.90	1,650.00	272.90
NKE	23	NIKE CLASS-B CMN CLASS B	8-Aug-11	21-Dec-11	2,230.15	1,897.04	333.11
NKE	12	NIKE CLASS-B CMN CLASS B	28-Jun-11	21-Dec-11	1,163.56	1,048.61	114.95
SBUX	55	STARBUCKS CORP CMN	10-Aug-11	13-Jan-12	2,596.07	1,945.54	650.53
TIF	24	TIFFANY & CO CMN	27-Dec-11	18-Jan-12	1,444.81	1,617.41	(172.60)
ROVI	4	ROVI CORPORATION CMN	8-Aug-11	19-Jan-12	119.08	186.29	(67.21)
TIF	51	TIFFANY & CO CMN	28-Dec-11	18-Jan-12	3,070.23	3,410.07	(339.84)
ROVI	52	ROVI CORPORATION CMN	25-Apr-11	19-Jan-12	1,548.06	2,571.17	(1,023.11)
NSRGY	54	NESTLE SA SPONSORED ADR (REP 1/20 CHF 10 REGD SHS	8-Aug-11	23-Jan-12	3,087.16	3,306.42	(219.26)
ROVI	12	ROVI CORPORATION CMN	12-May-11	19-Jan-12	357.24	708.90	(351.66)
NSRGY	89	NESTLE SA SPONSORED ADR (REP 1/20 CHF 10 REGD SHS	25-Apr-11	23-Jan-12	5,088.09	5,449.47	(361.38)
SBUX	32	STARBUCKS CORP CMN	11-Aug-11	23-Jan-12	1,511.08	1,176.32	334.76
SBUX	10	STARBUCKS CORP CMN	10-Aug-11	23-Jan-12	472.21	353.73	118.48
YUM	34	YUM BRANDS, INC CMN	8-Aug-11	23-Jan-12	2,108.47	1,700.00	408.47
ROVI	68	ROVI CORPORATION CMN	8-Aug-11	24-Jan-12	2,028.43	3,166.94	(1,138.51)
YUM	1	YUM BRANDS, INC CMN	10-Aug-11	23-Jan-12	62.01	49.03	12.98
MMM	7	3M COMPANY CMN	11-May-11	24-Jan-12	598.53	668.11	(69.58)
NSRGY	43	NESTLE SA SPONSORED ADR (REP 1/20 CHF 10 REGD SHS	23-Sep-11	26-Jan-12	2,497.12	2,315.08	182.04
MMM	8	3M COMPANY CMN	26-Apr-11	24-Jan-12	684.03	761.49	(77.46)
MMM	10	3M COMPANY CMN	25-Apr-11	24-Jan-12	855.04	938.21	(83.17)
MMM	36	3M COMPANY CMN	8-Aug-11	24-Jan-12	3,078.16	2,920.71	157.45
NSRGY	47	NESTLE SA SPONSORED ADR (REP 1/20 CHF 10 REGD SHS	8-Aug-11	26-Jan-12	2,729.41	2,877.81	(148.40)
SBUX	50	STARBUCKS CORP CMN	11-Aug-11	2-Feb-12	2,377.85	1,838.00	539.85
NKE	20	NIKE CLASS-B CMN CLASS B	8-Aug-11	2-Feb-12	2,059.41	1,649.60	409.81
YUM	33	YUM BRANDS, INC CMN	10-Aug-11	2-Feb-12	2,103.64	1,617.99	485.65
EXPD	82	EXPEDITORS INTL WASH INC CMN	25-Apr-11	3-Feb-12	3,635.51	4,393.73	(758.22)
SBUX	43	STARBUCKS CORP. CMN	11-Aug-11	3-Feb-12	2,078.26	1,580.68	497.58
MMM	61	3M COMPANY CMN	8-Aug-11	8-Feb-12	5,361.68	4,948.98	412.70
MMM	24	3M COMPANY CMN	8-Aug-11	10-Feb-12	2,089.84	1,947.14	142.70
EXPD	31	EXPEDITORS INTL WASH INC CMN	25-Apr-11	15-Feb-12	1,344.11	1,661.05	(316.94)
EXPD	20	EXPEDITORS INTL WASH INC CMN	11-May-11	15-Feb-12	867.17	1,079.77	(212.60)
EXPD	14	EXPEDITORS INTL WASH INC CMN	19-May-11	15-Feb-12	607.02	746.40	(139.38)
EXPD	47	EXPEDITORS INTL WASH INC CMN	8-Aug-11	27-Feb-12	2,036.01	2,055.26	(19.25)
EXPD	48	EXPEDITORS INTL WASH INC CMN	8-Aug-11	1-Mar-12	2,114.56	2,098.99	15.57
EXPD	45	EXPEDITORS INTL WASH INC CMN	8-Aug-11	15-Feb-12	1,951.13	1,967.80	(16.67)
EXPD	43	EXPEDITORS INTL WASH INC CMN	8-Aug-11	29-Feb-12	1,832.53	1,880.34	(47.81)
EXPD	51	EXPEDITORS INTL WASH INC CMN	8-Aug-11	6-Mar-12	2,220.03	2,230.17	(10.14)
NKE	20	NIKE CLASS-B CMN CLASS B	19-Aug-11	23-Mar-12	2,143.86	1,576.97	566.89
NKE	3	NIKE CLASS-B CMN CLASS B	8-Aug-11	23-Mar-12	321.58	247.44	74.14
BHI	39	BAKER HUGHES INC CMN	26-Jan-12	28-Mar-12	1,591.23	1,875.05	(283.82)
NKE	45	NIKE CLASS-B CMN CLASS B	10-Aug-11	23-Mar-12	4,823.68	3,684.74	1,138.94
NKE	24	NIKE CLASS-B CMN CLASS B	17-Aug-11	23-Mar-12	2,572.63	1,970.08	602.55
BHI	138	BAKER HUGHES INC CMN	25-Apr-11	27-Mar-12	5,816.54	10,300.26	(4,483.72)
BHI	30	BAKER HUGHES INC CMN	8-Aug-11	27-Mar-12	1,264.46	1,866.22	(601.76)
BHI	12	BAKER HUGHES INC CMN	11-May-11	27-Mar-12	505.79	834.99	(329.20)
BHI	140	BAKER HUGHES INC CMN	8-Aug-11	28-Mar-12	5,712.10	8,709.04	(2,996.94)
FFIV	49	F5 NETWORKS INC CMN	25-Apr-11	17-Apr-12	6,102.72	5,215.07	887.65
NTAP	134	NETAPP, INC CMN	8-Aug-11	26-Apr-12	5,264.43	5,498.85	(234.42)
SBUX	4	STARBUCKS CORP CMN	11-Aug-11	27-Apr-12	228.95	147.04	81.91
SBUX	48	STARBUCKS CORP CMN	18-Aug-11	27-Apr-12	2,747.36	1,644.28	1,103.08
SBUX	82	STARBUCKS CORP CMN	19-Aug-11	27-Apr-12	4,693.40	2,881.42	1,811.98
PX	25	PRAXAIR, INC CMN SERIES	29-Jul-11	5-Jun-12	2,566.85	2,602.03	(35.18)
PX	1	PRAXAIR, INC CMN SERIES	8-Aug-11	5-Jun-12	102.67	94.95	7.72
PCLN	1	PRICELINE COM INC CMN	8-Aug-11	14-Jun-12	643.91	516.96	126.95
PCLN	7	PRICELINE COM INC CMN	8-Aug-11	19-Jun-12	4,751.65	3,618.72	1,132.93

BEN	44	FRANKLIN RESOURCES INC CMN	8-Aug-11	21-Jun-12	4,647.34	5,052.46	(405.12)
BEN	23	FRANKLIN RESOURCES INC CMN	26-Jan-12	21-Jun-12	2,429.29	2,457.73	(28.44)
BEN	17	FRANKLIN RESOURCES INC CMN	2-Feb-12	21-Jun-12	1,795.56	1,916.87	(121.31)
CTSH	38	COGNIZANT TECHNOLOGY SOLUTIONS CORP CLASS A	8-Aug-11	23-Jul-12	2,142.26	2,506.48	(364.22)
AXP	63	AMERICAN EXPRESS CO CMN	28-Mar-12	19-Jul-12	3,538.69	3,700.18	(161.49)
PCLN	3	PRICELINE COM INC CMN	8-Aug-11	19-Jul-12	2,015.71	1,550.88	464.83
CTSH	36	COGNIZANT TECHNOLOGY SOLUTIONS CORP CLASS A	10-Aug-11	23-Jul-12	2,029.51	2,269.10	(239.59)
CTSH	34	COGNIZANT TECHNOLOGY SOLUTIONS CORP CLASS A	3-Aug-11	23-Jul-12	1,916.76	2,451.51	(534.75)
CTSH	38	COGNIZANT TECHNOLOGY SOLUTIONS CORP CLASS A	10-Aug-11	26-Jul-12	2,163.51	2,395.16	(231.65)
CTSH	11	COGNIZANT TECHNOLOGY SOLUTIONS CORP CLASS A	17-Aug-11	26-Jul-12	626.28	679.74	(53.46)
AXP	39	AMERICAN EXPRESS CO. CMN	28-Mar-12	3-Aug-12	2,246.72	2,290.59	(43.87)
AXP	15	AMERICAN EXPRESS CO. CMN	19-Apr-12	3-Aug-12	864.12	862.30	1.82
AXP	46	AMERICAN EXPRESS CO. CMN	28-Mar-12	3-Aug-12	2,649.98	2,753.29	(103.31)
AXP	61	AMERICAN EXPRESS CO CMN	2-Apr-12	3-Aug-12	3,514.10	3,543.11	(29.01)
AXP	63	AMERICAN EXPRESS CO CMN	27-Apr-12	6-Aug-12	3,616.12	3,837.01	(220.89)
AXP	36	AMERICAN EXPRESS CO. CMN	19-Apr-12	6-Aug-12	2,066.36	2,069.53	(3.17)
BIDU	18	BAIDU, INC SPONSORED ADR CMN	19-Jan-12	23-Aug-12	2,054.10	2,233.53	(179.43)
BIDU	19	BAIDU, INC SPONSORED ADR CMN	25-Apr-12	23-Aug-12	2,168.21	2,488.09	(319.88)
BIDU	25	BAIDU, INC SPONSORED ADR CMN	11-Jan-12	23-Aug-12	2,852.91	3,199.80	(346.89)
BIDU	18	BAIDU, INC SPONSORED ADR CMN	20-Jan-12	23-Aug-12	2,054.10	2,224.76	(170.66)
BIDU	26	BAIDU, INC SPONSORED ADR CMN	24-Jul-12	23-Aug-12	2,967.03	3,043.79	(76.76)
BIDU	23	BAIDU, INC. SPONSORED ADR CMN	12-Jan-12	23-Aug-12	2,624.68	2,949.26	(324.58)
NKE	8	NIKE CLASS-B CMN CLASS B	28-Jun-11	11-Oct-11	717.53	699.08	18.45
NKE	4	NIKE CLASS-B CMN CLASS B	25-Apr-11	11-Oct-11	358.77	322.32	36.45
NKE	17	NIKE CLASS-B CMN CLASS B	27-Apr-11	11-Oct-11	1,524.76	1,365.00	159.76
DISCA	92	DISCOVERY COMMUNICATIONS, INC. CMN SERIES A	25-Apr-11	16-Nov-11	3,838.31	3,809.56	28.75
DISCA	7	DISCOVERY COMMUNICATIONS, INC CMN SERIES A	2-May-11	18-Nov-11	284.29	313.63	(29.34)
DISCA	21	DISCOVERY COMMUNICATIONS, INC CMN SERIES A	27-Apr-11	18-Nov-11	852.87	884.85	(31.98)
DISCA	30	DISCOVERY COMMUNICATIONS, INC CMN SERIES A	25-Apr-11	18-Nov-11	1,218.39	1,242.25	(23.86)
DISCA	15	DISCOVERY COMMUNICATIONS, INC CMN SERIES A	28-Apr-11	18-Nov-11	609.20	649.52	(40.32)
DISCA	35	DISCOVERY COMMUNICATIONS, INC CMN SERIES A	8-Aug-11	28-Nov-11	1,410.57	1,266.88	143.69
DISCA	22	DISCOVERY COMMUNICATIONS, INC CMN SERIES A	2-May-11	28-Nov-11	886.65	985.68	(99.03)
SBUX	67	STARBUCKS CORP CMN	10-Aug-11	14-Dec-11	2,874.57	2,370.02	504.55
YUM	12	YUM BRANDS, INC CMN	8-Aug-11	14-Dec-11	688.58	600.00	88.58
YUM	47	YUM BRANDS, INC CMN	29-Jul-11	14-Dec-11	2,696.95	2,490.92	206.03
SHORT TERM DISALLOWED LOSS					-	(117.93)	117.93
TOTAL SHORT TERM					202,914.64	207,910.00	(4,995.36)
NTAP	108	NETAPP, INC. CMN	25-Apr-11	26-Apr-12	4,242.98	5,571.27	(1,328.29)
NTAP	85	NETAPP, INC CMN	25-Apr-11	26-Apr-12	3,339.38	4,944.37	(1,604.99)
PCLN	8	PRICELINE.COM INC CMN	25-Apr-11	31-May-12	4,964.03	4,358.81	605.22
PCLN	4	PRICELINE COM INC CMN	25-Apr-11	14-Jun-12	2,575.65	2,179.41	396.24
BEN	39	FRANKLIN RESOURCES INC CMN	25-Apr-11	21-Jun-12	4,119.23	4,898.08	(778.85)
V	51	VISA INC CMN CLASS A	25-Apr-11	1-Aug-12	6,520.91	3,950.46	2,570.45
V	43	VISA INC. CMN CLASS A	25-Apr-11	7-Aug-12	5,588.39	3,330.78	2,257.61
V	12	VISA INC CMN CLASS A	25-Apr-11	9-Aug-12	1,535.96	929.52	606.44
V	9	VISA INC CMN CLASS A	27-Apr-11	9-Aug-12	1,151.97	705.28	446.69
V	8	VISA INC CMN CLASS A	8-Aug-11	9-Aug-12	1,023.97	649.97	374.00
V	20	VISA INC CMN CLASS A	6-May-11	9-Aug-12	2,559.94	1,584.92	975.02
PCLN	2	PRICELINE COM INC CMN	8-Aug-11	31-Aug-12	1,207.52	1,033.92	173.60
PCLN	9	PRICELINE COM INC CMN	19-Aug-11	31-Aug-12	5,433.84	4,051.84	1,382.00
FFIV	8	F5 NETWORKS INC CMN	11-May-11	11-Sep-12	767.89	830.00	(62.11)
FFIV	6	F5 NETWORKS INC CMN	27-Apr-11	11-Sep-12	575.91	635.43	(59.52)
FFIV	29	F5 NETWORKS INC CMN	8-Aug-11	11-Sep-12	2,783.59	2,305.62	477.97
FFIV	42	F5 NETWORKS INC CMN	8-Aug-11	12-Sep-12	4,081.40	3,339.18	742.22
SHPG	2	SHIRE LIMITED SPONSORED ADR CMN	8-Aug-11	19-Sep-12	183.64	180.46	3.18
SHPG	109	SHIRE LIMITED SPONSORED ADR CMN	25-Apr-11	19-Sep-12	10,008.07	10,101.25	(93.18)
TOTAL LONG TERM					62,664.27	55,580.57	7,083.70