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Form **990-PF**

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

OMB No 1545-0052

2011Department 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

10/1/2011

, and ending

9/30/2012

Name of foundation

MINOTTY FAMILY FOUNDATION

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

Room/suite

P O Box 1501, NJ2-130-03-31

City or town, state, and ZIP code

PENNINGTON

NJ

08534-1501

G Check all that apply

☐ Initial return☐ Initial return of a former public charity☐ Final return☒ Amended return☐ Address change☐ Name change

H Check type of organization

☒ Section 501(c)(3) exempt private foundation☐ Section 4947(a)(1) nonexempt charitable trust☐ Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ 2,531,447

J Accounting method

☒ Cash☐ Accrual☐ Other (specify) _____

(Part I, column (d) must be on cash basis)

A Employer identification number

59-3613446

B Telephone number (see instructions)

609-274-6834

C If exemption application is pending, check here ☐D 1. Foreign organizations, check here ☐2. Foreign organizations meeting the 85% test, check here and attach computation ☐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 ☐

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

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue				
1 Contributions, gifts, grants, etc., received (attach schedule)	210,735			
2 Check ☐ if the foundation is not required to attach Sch B				
3 Interest on savings and temporary cash investments	0	0		
4 Dividends and interest from securities	54,049	51,003		
5 a Gross rents		0		
b Net rental income or (loss)	0			
6 a Net gain or (loss) from sale of assets not on line 10	124,542			
b Gross sales price for all assets on line 6a	1,846,649			
7 Capital gain net income (from Part IV, line 2)		124,542		
8 Net short-term capital gain		0		
9 Income modifications				
10 a Gross sales less returns and allowances	0			
b Less Cost of goods sold	0			
c Gross profit or (loss) (attach schedule)	0			
11 Other income (attach schedule)	0	0	0	
12 Total. Add lines 1 through 11	389,326	175,545	0	
Operating and Administrative Expenses				
13 Compensation of officers, directors, trustees, etc	12,000			12,000
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16 a Legal fees (attach schedule)	0	0	0	0
b Accounting fees (attach schedule)	1,500	0	0	1,500
c Other professional fees (attach schedule)	34,100	20,460	0	13,640
17 Interest				
18 Taxes (attach schedule) (see instructions)	3,916	185	0	0
19 Depreciation (attach schedule) and depletion	0	0	0	
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule)	211	211	0	0
24 Total operating and administrative expenses. Add lines 13 through 23	51,727	20,856	0	27,140
25 Contributions, gifts, grants paid	76,100			76,100
26 Total expenses and disbursements. Add lines 24 and 25	127,827	20,856	0	103,240
27 Subtract line 26 from line 12				
a Excess of revenue over expenses and disbursements	261,499			
b Net investment income (if negative, enter -0-)		154,689		
c Adjusted net income (if negative, enter -0-)			0	

For Paperwork Reduction Act Notice, see instructions.

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)			Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value			
Assets	1	Cash—non-interest-bearing	588	189	189		
	2	Savings and temporary cash investments	18,673	36,017	36,017		
	3	Accounts receivable	0				
		Less allowance for doubtful accounts	0	0	0		
	4	Pledges receivable	0				
		Less allowance for doubtful accounts	0	0	0		
	5	Grants receivable					
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)	0	0	0		
	7	Other notes and loans receivable (attach schedule)	0				
		Less allowance for doubtful accounts	0	0	0		
	8	Inventories for sale or use	0	0			
	9	Prepaid expenses and deferred charges		0			
	10 a	Investments—U S and state government obligations (attach schedule)	463,260	419,152	431,735		
	b	Investments—corporate stock (attach schedule)	1,097,448	1,261,109	1,483,459		
	c	Investments—corporate bonds (attach schedule)	436,808	560,926	580,047		
	Liabilities	11	Investments—land, buildings, and equipment basis	0			
		Less accumulated depreciation (attach schedule)	0	0	0		
12		Investments—mortgage loans					
13		Investments—other (attach schedule)	0	0	0		
14		Land, buildings, and equipment basis	0				
		Less accumulated depreciation (attach schedule)	0	0	0		
15		Other assets (describe)	0	0	0		
16		Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	2,016,777	2,277,393	2,531,447		
17		Accounts payable and accrued expenses	0	0			
18		Grants payable					
Net Assets or Fund Balances	19	Deferred revenue	0	0			
	20	Loans from officers, directors, trustees, and other disqualified persons	0	0			
	21	Mortgages and other notes payable (attach schedule)	0	0			
	22	Other liabilities (describe)	0	0			
	23	Total liabilities (add lines 17 through 22)	0	0			
		Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. ☐					
	24	Unrestricted					
25	Temporarily restricted						
26	Permanently restricted						
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ☒						
27	Capital stock, trust principal, or current funds	2,016,777	2,277,393				
28	Paid-in or capital surplus, or land, bldg, and equipment fund						
29	Retained earnings, accumulated income, endowment, or other funds						
30	Total net assets or fund balances (see instructions)	2,016,777	2,277,393				
31	Total liabilities and net assets/fund balances (see instructions)	2,016,777	2,277,393				

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	2,016,777
2	Enter amount from Part I, line 27a	2	261,499
3	Other increases not included in line 2 (itemize) <u>See Attached Statement</u>	3	3,096
4	Add lines 1, 2, and 3	4	2,281,372
5	Decreases not included in line 2 (itemize) <u>See Attached Statement</u>	5	3,979
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	2,277,393

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Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a See Attached Statement				
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	0	0	0	
b	0	0	0	
c	0	0	0	
d	0	0	0	
e	0	0	0	
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))	
a	0	0	0	
b	0	0	0	
c	0	0	0	
d	0	0	0	
e	0	0	0	
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	124,542
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) (see instructions). If (loss), enter -0- in Part I, line 8 }			3	0

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2010	88,369	2,070,090	0.042688
2009	79,085	1,750,812	0.045170
2008	87,418	1,434,996	0.060919
2007	72,196	1,585,882	0.045524
2006	57,123	1,448,188	0.039444
2 Total of line 1, column (d)			2 0.233745
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 0.046749
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5			4 2,334,794
5 Multiply line 4 by line 3			5 109,149
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 1,547
7 Add lines 5 and 6			7 110,696
8 Enter qualifying distributions from Part XII, line 4 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			8 103,240

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

1	Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b	1		3,094
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		3,094
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4		
5	Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-	5		3,094
6	Credits/Payments			
a	2011 estimated tax payments and 2010 overpayment credited to 2011	6a	3,094	
b	Exempt foreign organizations—tax withheld at source	6b		
c	Tax paid with application for extension of time to file (Form 8868)	6c	0	
d	Backup withholding erroneously withheld	6d		
7	Total credits and payments Add lines 6a through 6d	7		3,094
8	Enter any penalty for underpayment of estimated tax Check here ☐ if Form 2220 is attached	8		0
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		0
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		0
11	Enter the amount of line 10 to be Credited to 2012 estimated tax ☐ 0 Refunded ☐	11		0

Part VII-A Statements Regarding Activities

	Yes	No
1 a 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
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the 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
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ☐ \$ _____ (2) On foundation managers ☐ \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ☐ \$ _____		
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
4 a 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	
8 a Enter the states to which the foundation reports or with which it is registered (see instructions) ☐ NJ		
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 <i>General Instruction G</i> ? <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)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ N/A	13	X	
14	The books are in care of ▶ MLTC, A DIVISION OF BANK OF AMERICA, N A Telephone no ▶ 609-274-6834 Located at ▶ 1300 MERRILL LYNCH DRIVE PENNINGTON NJ ZIP+4 ▶ 08534-1501			
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 0			
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	Yes	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? ☐ Yes ☒ No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No		
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☒ No		
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ▶ ☐	1b	N/A
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2011?	1c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a	At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? ☐ Yes ☒ No If "Yes," list the years ▶ 20 _____, 20 _____, 20 _____, 20 _____		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions)	2b	N/A
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ 20 _____, 20 _____, 20 _____, 20 _____		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No		
b	If "Yes," did it have excess business holdings in 2011 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011)	3b	N/A
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011?	4b	X

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions)

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

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

Organizations relying on a current notice regarding disaster assistance check here

▶ ☐**5b** N/A**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?**7b** N/A**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1** List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
DENISE MINOTTY 195 SEASPRAY LANE ORCHID FL 32963-9511	DIRECTOR 1.00	12,000	0	0
PAUL MINOTTY 195 SEASPRAY LANE ORCHID FL 32963-9511	PRESIDENT 1.00	0	0	0
	.00	0	0	0
	.00	0	0	0

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

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

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 (see instructions). If none, enter "NONE."**

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		0
		0
		0
		0
		0
		0
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 NONE	
2	
3	
4	

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

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

	Amount
1 NONE	
2	
All other program-related investments See instructions	
3 NONE	
Total. Add lines 1 through 3	0

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	2,281,384
b	Average of monthly cash balances	1b	88,965
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	2,370,349
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	2,370,349
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	35,555
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,334,794
6	Minimum investment return. Enter 5% of line 5	6	116,740

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	116,740
2a	Tax on investment income for 2011 from Part VI, line 5	2a	3,094
b	Income tax for 2011 (This does not include the tax from Part VI)	2b	0
c	Add lines 2a and 2b	2c	3,094
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	113,646
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	113,646
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	113,646

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	103,240
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	0
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	103,240
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	103,240

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				113,646
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only			75,606	
b Total for prior years 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2011				
a From 2006	0			
b From 2007	0			
c From 2008	0			
d From 2009	0			
e From 2010	0			
f Total of lines 3a through e	0			
4 Qualifying distributions for 2011 from Part XII, line 4 $\blacktriangleright$ \$ 103,240				
a Applied to 2010, but not more than line 2a			75,606	
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				27,634
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				
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 instructions			0	
f Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2012				86,012
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)	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	0			
b Excess from 2008	0			
c Excess from 2009	0			
d Excess from 2010	0			
e Excess from 2011	0			

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)**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

Tax year	Prior 3 years			(e) Total
(a) 2011	(b) 2010	(c) 2009	(d) 2008	
0				0
0	0	0	0	0
0				0
				0
0	0	0	0	0
0				0
				0
				0
				0
				0

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 See Attached Statement				
Total			▶ 3a	76,100
b Approved for future payment NONE				
Total			▶ 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)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	Related or exempt function income (See instructions)
1	Program service revenue					
a			0		0	0
b			0		0	0
c			0		0	0
d			0		0	0
e			0		0	0
f			0		0	0
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	54,049	
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	124,542	
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory					
11	Other revenue a		0		0	0
b			0		0	0
c			0		0	0
d			0		0	0
e			0		0	0
12	Subtotal. Add columns (b), (d), and (e)		0		178,591	0
13	Total. Add line 12, columns (b), (d), and (e)				178,591	178,591

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

[illegible]

Schedule B(Form 990, 990-EZ,
or 990-PF)Department of the Treasury
Internal Revenue Service**Schedule of Contributors**

▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.

OMB No 1545-0047

2011

Name of the organization

Employer identification number

MINOTTY FAMILY FOUNDATION

59-3613446

Organization type (check one).

Filers of:

Section:

Form 990 or 990-EZ

☐ 501(c)() (enter number) organization☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation☐ 501(c)(3) taxable private foundationCheck if your organization is covered by the **General Rule** or a **Special Rule**.**Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.**General Rule**

- ☒
- For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II.

Special Rules

- ☐
- For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.

- ☐
- For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use
- exclusively*
- for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.

- ☐
- For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use
- exclusively*
- for religious, charitable, etc., purposes, but these contributions did not total to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an
- exclusively*
- religious, charitable, etc., purpose. Do not complete any of the parts unless the
- General Rule**
- applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year. ▶ \$

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990, or check the box on line H of its Form 990-EZ or on Part I, line 2, of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

Name of organization MINOTTY FAMILY FOUNDATION	Employer identification number 59-3613446
--	---

Part I Contributors (see instructions) Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	MINOTTY CLAT PO BOX 1501 NJ2-130 03 31 PENNINGTON NJ 08534-1501 Foreign State or Province Foreign Country	\$ 210,735	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
2	 Foreign State or Province Foreign Country	\$ 0	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
3	 Foreign State or Province Foreign Country	\$ 0	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
4	 Foreign State or Province Foreign Country	\$ 0	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
5	 Foreign State or Province Foreign Country	\$ 0	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
6	 Foreign State or Province Foreign Country	\$ 0	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)

MINOTTY FAMILY FOUNDATION

59-3613446 Page 1 of 2

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year**Recipient(s) paid during the year**

Name

COMMUNITY FOUNDATION OF GREATER MEMPHIS

Street

1900 UNION AVE

City

MEMPHIS

State

TN

Zip Code

38104

Foreign Country

Relationship

NONE

Foundation Status

501 (C) (3)

Purpose of grant/contribution

GENERAL OPERATING

Amount

2,000

Name

INDIAN RIVER MEDICAL CENTER FOUNDATION

Street

1000 36TH STREET

City

VERO BEACH

State

FL

Zip Code

32960

Foreign Country

Relationship

NONE

Foundation Status

501 (C) (3)

Purpose of grant/contribution

GENERAL OPERATING

Amount

2,000

Name

SENIOR RESOURCE ASSOCIATION

Street

694 14TH STREET

City

VERO BEACH

State

FL

Zip Code

32960

Foreign Country

Relationship

NONE

Foundation Status

501 (C) (3)

Purpose of grant/contribution

GENERAL OPERATING

Amount

45,000

Name

RIVERSIDE CHILDRENS THEATER

Street

3250 RIVERSIDE PARK DRIVE

City

VERO BEACH

State

FL

Zip Code

32963

Foreign Country

Relationship

NONE

Foundation Status

501 (C) (3)

Purpose of grant/contribution

GENERAL OPERATING

Amount

2,500

Name

VERO BEACH MUSEUM OF ART

Street

3001 RIVERSIDE PARK DRIVE

City

VERO BEACH

State

FL

Zip Code

32963

Foreign Country

Relationship

NONE

Foundation Status

501 (C) (3)

Purpose of grant/contribution

GENERAL OPERATING

Amount

1,600

Name

VNA HOSPICE

Street

1110 35TH LANE 1

City

VERO BEACH

State

FL

Zip Code

32960

Foreign Country

Relationship

NONE

Foundation Status

501 (C) (3)

Purpose of grant/contribution

GENERAL OPERATING

Amount

2,500

MINOTTY FAMILY FOUNDATION

59-3613446 Page 2 of 2

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

FL ASSOC OF AGING SERVICE PROVIDERS

Street

1018 THOMASVILLE RD SUITE 10

City

TALLAHASSEE

State

FL

Zip Code

32303-6271

Foreign Country

Relationship

NONE

Foundation Status

501 (C) (3)

Purpose of grant/contribution

GENERAL OPERATING

Amount

3,500

Name

THE EDUCATION FOUNDATION OF INDIAN RIVER COUNTY

Street

2926 PEPPER DRIVE

City

VERO BEACH

State

FL

Zip Code

32960

Foreign Country

Relationship

NONE

Foundation Status

501 (C) (3)

Purpose of grant/contribution

GENERAL OPERATING

Amount

15,000

Name

HABITAT FOR HUMANITY

Street

4568 US 1

City

VERO BEACH

State

FL

Zip Code

32967

Foreign Country

Relationship

NONE

Foundation Status

501 (C) (3)

Purpose of grant/contribution

GENERAL OPERATING

Amount

1,000

Name

CHILDCARE RESOURCES OF INDIAN RIVER COUNTY

Street

1801 24TH STREET

City

VERO BEACH

State

FL

Zip Code

32960

Foreign Country

Relationship

NONE

Foundation Status

501 (C) (3)

Purpose of grant/contribution

GENERAL OPERATING

Amount

1,000

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

0

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

0

Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

										Amount		Totals			
										Long Term CG Distributions		Securities			
										Short Term CG Distributions		Other sales			
Index	Check "X" if Sale of Security	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improve-ments	Depreciation	Net Gain or Loss	
1	X	SEAGATE TECH PLC SHS	G7945M107			1/3/2012		4/19/2012	3,096	1,788				1,308	
2	X	SEAGATE TECH PLC SHS	G7945M107			10/20/2011		4/19/2012	8,141	3,365				4,776	
3	X	SEAGATE TECH PLC SHS	G7945M107			10/20/2011		3/14/2012	7,461	3,175				4,286	
4	X	SEAGATE TECH PLC SHS	G7945M107			10/20/2011		2/23/2012	7,011	3,069				3,942	
5	X	MICHAEL KORS HLDGS LTD	G60754101			1/25/2012		4/19/2012	7,403	5,283				2,120	
6	X	MICHAEL KORS HLDGS LTD	G60754101			1/25/2012		2/23/2012	4,267	3,122				1,145	
7	X	MICHAEL KORS HLDGS LTD	G60754101			1/24/2012		2/23/2012	2,380	1,715				665	
8	X	MICHAEL KORS HLDGS LTD	G60754101			1/24/2012		2/15/2012	12,033	8,072				3,961	
9	X	MICHAEL KORS HLDGS LTD	G60754101			1/24/2012		2/2/2012	1,618	1,508				110	
10	X	MARVELL TECHNOLOGY GR	G5876H105			3/7/2011		10/20/2011	3,355	4,076				-721	
11	X	MARVELL TECHNOLOGY GR	G5876H105			1/3/2011		10/20/2011	423	600				-177	
12	X	MARVELL TECHNOLOGY GR	G5876H105			11/2/2010		10/20/2011	436	655				-229	
13	X	MARVELL TECHNOLOGY GR	G5876H105			9/1/2010		10/20/2011	449	566				-117	
14	X	MARVELL TECHNOLOGY GR	G5876H105			8/18/2010		10/20/2011	3,434	3,915				-481	
15	X	MARVELL TECHNOLOGY GR	G5876H105			7/14/2010		10/20/2011	1,334	1,779				-445	
16	X	COOPER INDUSTRIES PLC	G24140108			1/3/2012		6/5/2012	1,705	1,368				337	
17	X	COOPER INDUSTRIES PLC	G24140108			1/3/2011		6/5/2012	614	532				82	
18	X	COOPER INDUSTRIES PLC	G24140108			12/29/2010		6/5/2012	9,546	8,254				1,292	
19	X	COOPER INDUSTRIES PLC	G24140108			12/17/2010		6/5/2012	3,546	3,054				492	
20	X	WYNDHAM WORLDWIDE COR	98310W108			4/28/2010		9/21/2012	3,425	1,678				1,747	
21	X	WYNDHAM WORLDWIDE COR	98310W108			4/28/2010		5/16/2012	1,301	682				619	
22	X	WYNDHAM WORLDWIDE COR	98310W108			4/28/2010		4/19/2012	3,390	1,861				1,529	
23	X	WYNDHAM WORLDWIDE COR	98310W108			1/20/2010		4/19/2012	860	417				443	
24	X	WYNDHAM WORLDWIDE COR	98310W108			1/20/2010		1/27/2012	2,638	1,529				1,109	
25	X	WELLS FARGO & COMPANY	94974BEZ9			1/4/2012		1/27/2012	1,021	1,000				21	
26	X	WELLS FARGO & COMPANY	94974BEZ9			12/5/2011		1/27/2012	38,793	37,903				890	
27	X	WELLS FARGO & COMPANY	94974BEZ9			1/4/2012		1/27/2012	2,042	1,999				43	
28	X	WELLS FARGO & CO NEW DE	949746101			12/24/2008		10/7/2011	223	247				-24	
29	X	WASTE CONNECTIONS INC	941053100			1/8/2009		10/7/2011	169	103				66	
30	X	WACHOVIA CORP	92976WBH8			1/27/2012		2/8/2012	10,443	10,358				85	
31	X	WABCO HOLDINGS INC	92927K102			1/3/2011		1/7/2011	398	495				-97	
32	X	WABCO HOLDINGS INC	92927K102			9/1/2010		1/7/2011	497	366				131	
33	X	WABCO HOLDINGS INC	92927K102			8/2/2010		1/7/2011	1,292	1,013				279	
34	X	WABCO HOLDINGS INC	92927K102			5/27/2010		1/7/2011	994	597				397	
35	X	WABCO HOLDINGS INC	92927K102			12/4/2009		1/7/2011	3,430	1,703				1,727	
36	X	WABCO HOLDINGS INC	92927K102			12/4/2009		10/7/2011	41	25				16	
37	X	VALERO ENERGY CORP	91913YAM2			1/5/2012		5/2/2012	3,511	3,362				149	
38	X	VALERO ENERGY CORP	91913YAM2			9/28/2011		5/2/2012	1,170	1,107				63	
39	X	VALERO ENERGY CORP	91913YAM2			3/23/2011		5/2/2012	46,818	43,744				3,074	
40	X	VALERO ENERGY CORP	91913YAM2			3/23/2011		5/2/2012	2,341	2,203				138	
41	X	U S TREASURY NOTE	912828RV4			5/23/2012		6/5/2012	999	997				2	
42	X	U S TREASURY NOTE	912828RV4			2/7/2012		6/5/2012	1,997	1,996				1	
43	X	TEVA PHARMACTCL INDS AD	881624209			1/3/2012		1/27/2012	1,752	1,684				68	
44	X	TEVA PHARMACTCL INDS AD	881624209			10/12/2011		1/27/2012	5,033	4,377				656	
45	X	TEVA PHARMACTCL INDS AD	881624209			11/2/2010		1/27/2012	1,348	1,508				-160	
46	X	TEVA PHARMACTCL INDS AD	881624209			9/1/2010		1/27/2012	270	311				-41	
47	X	TEVA PHARMACTCL INDS AD	881624209			12/7/2009		1/27/2012	809	968				-159	
48	X	TEVA PHARMACTCL INDS AD	881624209			10/20/2009		1/27/2012	4,853	5,548				-695	
49	X	TEVA PHARMACTCL INDS AD	881624209			1/2/2009		1/27/2012	539	511				28	
50	X	STARBUCKS CORP	855244109			1/10/2011		5/7/2012	1,054	616				438	
51	X	STARBUCKS CORP	855244109			1/10/2011		4/19/2012	10,578	5,837				4,741	

Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

Long Term CG Distributions										Amount					
Short Term CG Distributions										235	0				
Index	Check "X" if Sale of Security	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Totals						
									Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Net Gain or Loss	
52	X	SCHLUMBERGER LTD	806857108			1/3/2012		5/16/2012	2,158	2,327					-169
53	X	SCHLUMBERGER LTD	806857108			1/7/2011		5/16/2012	1,112	1,271					-159
54	X	SCHLUMBERGER LTD	806857108			11/4/2011		5/16/2012	12,816	14,962					-2,146
55	X	ST JUDE MEDICAL INC	790849103			1/3/2012		4/16/2012	1,030	952					78
56	X	ST JUDE MEDICAL INC	790849103			2/1/2011		4/16/2012	8,314	8,969					-655
57	X	SBA COMMUNICATIONS CRP	783881106			7/2/2009		2/23/2012	1,739	889					850
58	X	ROYAL DUTCH SHELL PLC	780259206			1/3/2011		6/13/2012	64	67					-3
59	X	ROYAL DUTCH SHELL PLC	780259206			11/2/2010		6/13/2012	1,284	1,348					-64
60	X	ROYAL DUTCH SHELL PLC	780259206			9/22/2010		6/13/2012	10,143	9,365					778
61	X	ROYAL DUTCH SHELL PLC	780259206			9/22/2010		10/7/2011	192	178					14
62	X	REGAL ENTMT GROUP CL A	758766109			1/3/2012		7/12/2012	1,325	1,147					178
63	X	REGAL ENTMT GROUP CL A	758766109			11/29/2010		7/12/2012	3,033	2,963					70
64	X	REGAL ENTMT GROUP CL A	758766109			11/23/2010		7/12/2012	2,582	2,589					-7
65	X	REGAL ENTMT GROUP CL A	758766109			9/21/2010		7/12/2012	2,992	2,824					168
66	X	REGAL ENTMT GROUP CL A	758766109			9/21/2010		5/16/2012	1,754	1,586					168
67	X	RALCORP HLDGS INC NEW	751028101			8/25/2011		12/7/2012	2,934	2,779					155
68	X	QUALCOMM INC	747525103			1/3/2012		9/7/2012	2,053	1,830					223
69	X	QUALCOMM INC	747525103			9/7/2011		9/7/2012	2,986	2,463					523
70	X	QUALCOMM INC	747525103			5/23/2011		9/7/2012	2,426	2,193					233
71	X	QUALCOMM INC	747525103			1/3/2011		9/7/2012	1,057	858					199
72	X	QUALCOMM INC	747525103			11/2/2010		9/7/2012	1,928	1,414					514
73	X	QUALCOMM INC	747525103			9/16/2010		9/7/2012	124	84					40
74	X	QUALCOMM INC	747525103			9/1/2010		9/7/2012	498	321					177
75	X	QUALCOMM INC	747525103			5/27/2010		9/7/2012	373	213					160
76	X	QUALCOMM INC	747525103			4/23/2010		9/7/2012	10,574	6,557					4,017
77	X	QUALCOMM INC	747525103			4/21/2010		9/7/2012	995	681					314
78	X	QUALCOMM INC	747525103			4/21/2010		3/14/2012	8,843	5,791					3,052
79	X	U S TREASURY NOTE	912828RV4			1/6/2012		6/5/2012	19,973	19,925					48
80	X	U S TREASURY NOTE	912828RU6			1/4/2012		3/7/2012	5,020	5,004					16
81	X	U S TREASURY NOTE	912828RU6			12/7/2011		3/7/2012	31,122	30,950					172
82	X	U S TREASURY NOTE	912828RU6			12/7/2011		3/1/2012	45,039	44,928					111
83	X	U S TREASURY NOTE	912828RR3			12/1/2011		3/5/2012	39,114	38,558					556
84	X	U S TREASURY NOTE	912828RR3			12/1/2011		2/28/2012	21,210	20,762					448
85	X	U S TREASURY NOTE	912828QN3			8/4/2011		12/1/2011	14,208	13,597					611
86	X	U S TREASURY NOTE	912828QN3			7/21/2011		12/1/2011	42,624	39,425					3,199
87	X	U S TREASURY NOTE	912828PN4			1/4/2012		1/5/2012	5,464	5,464					0
88	X	U S TREASURY NOTE	912828PN4			1/7/2011		1/5/2012	50,268	46,228					4,040
89	X	U S TREASURY NOTE	912828PN4			1/7/2011		12/1/2011	35,920	33,166					2,754
90	X	U S TREASURY NOTE	912828MZ0			1/5/2011		12/7/2011	19,230	18,413					817
91	X	U S TREASURY NOTE	912828MZ0			5/6/2010		12/7/2011	27,777	26,325					1,452
92	X	U S TREASURY NOTE	912828MZ0			5/6/2010		12/5/2011	38,443	36,451					1,992
93	X	U S TREASURY BOND	912810QSO			9/28/2011		12/8/2011	2,275	2,253					22
94	X	U S TREASURY BOND	912810QSO			9/23/2011		12/8/2011	25,022	26,189					-1,167
95	X	U S TREASURY BOND	912810QSO			9/23/2011		12/1/2011	7,862	8,333					-471
96	X	U S TREASURY BOND	912810QSO			9/22/2011		12/1/2011	8,985	9,434					-449
97	X	U S TREASURY BOND	912810QSO			9/22/2011		11/10/2011	23,830	24,769					-939
98	X	UNION PACIFIC CORP	907818108			10/20/2009		2/23/2012	1,791	1,032					759
99	X	TRINITY INDUS INC DEL	896522109			1/3/2012		6/5/2012	1,362	1,755					-393
100	X	TRINITY INDUS INC DEL	896522109			5/23/2011		6/5/2012	1,601	2,072					-471
101	X	TRINITY INDUS INC DEL	896522109			1/3/2011		6/5/2012	406	462					-56
102	X	TRINITY INDUS INC DEL	896522109			12/29/2010		6/5/2012	4,899	5,408					-509
									1,846,649		1,722,107				124,542
									0		0				0
Securities															
Other sales															

Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

Long Term CG Distributions										Amount	
Short Term CG Distributions										235	
										0	
Index	Check "X" if Sale of Security	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Totals		
									Gross Sales	Cost or Other Basis	Net Gain or Loss
103	X	TRINITY INDUS INC DEL	896522109			12/17/2010		6/5/2012	1,243	1,253	0
104	X	TRINITY INDUS INC DEL	896522109			12/17/2010		2/23/2012	3,954	2,650	-1,304
105	X	TRAVELERS COS INC	89417E109			8/4/2011		1/27/2012	6,168	5,789	379
106	X	TRANSOCEAN INC	893830AX7			1/4/2012		2/6/2012	4,277	4,139	138
107	X	TRANSOCEAN INC	893830AX7			9/29/2011		2/6/2012	2,138	2,112	26
108	X	TRANSOCEAN INC	893830AX7			3/23/2011		2/6/2012	45,973	45,323	650
109	X	LORILLARD INC	544147101			7/25/2011		10/31/2011	3,432	3,350	82
110	X	INTL GAME TECHNOLOGY	459902102			10/26/2010		7/12/2012	6,560	8,277	-1,717
111	X	INTEL CORP	458140100			10/26/2010		2/23/2012	2,347	1,778	569
112	X	LORILLARD INC	544147101			6/15/2011		10/31/2011	11,402	11,315	87
113	X	LORILLARD INC	544147101			6/15/2011		10/31/2011	221	222	-1
114	X	LORILLARD INC	544147101			6/15/2011		10/7/2011	348	330	18
115	X	LIBERTY MEDIA CORP	530322106			11/25/2009		5/16/2012	1,678	1,129	549
116	X	JOHNSON AND JOHNSON CO	478160104			9/7/2011		10/12/2011	3,662	3,727	-65
117	X	JOHNSON AND JOHNSON CO	478160104			7/7/2011		10/12/2011	12,594	13,332	-738
118	X	JOHNSON AND JOHNSON CO	478160104			2/1/2011		10/12/2011	21,782	20,600	1,182
119	X	JOHNSON AND JOHNSON CO	478160104			2/1/2011		10/7/2011	698	668	30
120	X	JABIL CIRCUIT INC	466313103			8/18/2010		3/14/2012	4,561	2,038	2,523
121	X	JABIL CIRCUIT INC	466313103			5/4/2010		3/14/2012	3,013	1,684	1,329
122	X	JPMORGAN CHASE & CO	46625H100			11/24/2008		5/22/2012	1,505	1,124	381
123	X	JPMORGAN CHASE & CO	46625H100			10/15/2008		5/22/2012	5,987	7,069	-1,082
124	X	JPMORGAN CHASE & CO	46625H100			10/12/2008		5/22/2012	68	97	-29
125	X	JPMORGAN CHASE & CO	46625H100			10/12/2008		5/22/2012	103	153	-50
126	X	JPMORGAN CHASE & CO	46625H100			10/12/2008		5/22/2012	1,882	2,796	-914
127	X	JPMORGAN CHASE & CO	46625H100			10/12/2008		5/22/2012	650	999	-349
128	X	JPMORGAN CHASE & CO	46625H100			10/12/2008		5/22/2012	855	1,209	-354
129	X	QUALCOMM INC	747525103			4/21/2010		2/23/2012	3,622	2,427	1,195
130	X	QUALCOMM INC	747525103			4/21/2010		2/2/2012	3,967	2,768	1,199
131	X	QUALCOMM INC	747525103			12/8/2009		2/2/2012	4,577	3,386	1,191
132	X	QUALCOMM INC	747525103			12/8/2009		10/7/2011	100	90	10
133	X	PROCTER & GAMBLE CO	742718109			2/27/2012		6/21/2012	38,508	43,074	-4,566
134	X	POST HOLDINGS INC SHS	737446104			1/3/2012		7/12/2012	328	287	41
135	X	POST HOLDINGS INC SHS	737446104			10/31/2011		7/12/2012	149	123	26
136	X	POST HOLDINGS INC SHS	737446104			8/25/2011		7/12/2012	1,462	1,256	206
137	X	PALL CORP PV \$0.10	696429307			11/4/2011		2/23/2012	2,085	1,703	382
138	X	PACCAR FINANCIAL CORP	69371RK54			3/1/2012		3/21/2012	6,918	6,999	-81
139	X	ORACLE CORP \$0.01 DEL	68389X105			3/31/2011		10/7/2011	30	33	-3
140	X	NETAPP INC	651229106			1/27/2012		7/12/2012	12,883	13,609	-726
141	X	MYLAN INC	64110D104			3/14/2012		9/21/2012	2,865	3,472	-607
142	X	MYLAN INC	628530107			6/29/2011		7/26/2012	6,176	6,638	-462
143	X	MONSANTO CO NEW DEL CO	61166W101			5/23/2011		2/23/2012	4,824	4,132	692
144	X	MCDONALDS CORP COM	580135101			1/3/2012		1/27/2012	886	894	-8
145	X	MCDONALDS CORP COM	580135101			9/7/2011		1/27/2012	1,673	1,514	159
146	X	MCDONALDS CORP COM	580135101			8/18/2011		1/27/2012	14,368	12,571	1,797
147	X	MCDONALDS CORP COM	580135101			8/18/2011		10/7/2011	261	258	3
148	X	MCDONALDS CORP COM	580135101			2/1/2011		9/21/2012	423	252	171
149	X	MCDONALDS CORP COM	580135101			9/1/2010		9/21/2012	1,694	896	798
150	X	MCDONALDS CORP COM	580135101			5/6/2010		9/21/2012	1,578	933	645
151	X	MCDONALDS CORP COM	580135101			5/6/2010		5/16/2012	2,423	1,479	944
152	X	MCDONALDS CORP COM	580135101			5/6/2010		4/19/2012	1,731	1,001	730
153	X	MCDONALDS CORP COM	580135101			5/6/2010		2/23/2012	6,581	4,049	2,532

Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

Long Term CG Distributions										Amount				
Short Term CG Distributions										235	0			
Index	Check "X" if Sale of Security	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Totals					
									Gross Sales Price	Cost or Other Basis	Valuation Method	Cost, Other Basis and Expenses		
154	X	LOWE'S COMPANIES INC	548681107			4/19/2012		9/21/2012	2,838	3,040		1,846,649	1,722,107	124,542
155	X	LORILLARD INC	544147101			9/7/2011		10/31/2011	1,218	1,213		0	0	0
156	X	INTL GAME TECHNOLOGY	459902102			2/23/2012		7/12/2012	2,030	2,042				-202
157	X	INTL GAME TECHNOLOGY	459902102			1/3/2012		7/12/2012	1,348	1,564				5
158	X	INTL GAME TECHNOLOGY	459902102			5/23/2011		7/12/2012	954	1,119				-12
159	X	INTL GAME TECHNOLOGY	459902102			9/16/2010		7/12/2012	606	613				-216
160	X	INTL GAME TECHNOLOGY	459902102			2/25/2010		7/12/2012	2,909	3,366				-165
161	X	INTEL CORP	458140100			10/26/2010		2/2/2012	9,700	7,353				-7
162	X	INTEL CORP	458140100			10/26/2010		10/7/2011	356	323				-457
163	X	HARSCO CORPORATION	415864107			11/29/2010		2/23/2012	2,316	2,437				2,347
164	X	HCA HOLDINGS INC SHS	40412C101			1/3/2012		6/15/2012	1,414	1,168				33
165	X	HCA HOLDINGS INC SHS	40412C101			10/20/2011		6/15/2012	10,079	8,395				-121
166	X	GOOGLE INC CL A	38259P508			12/17/2010		10/7/2011	514	592				246
167	X	GENERAL MILLS	370334104			9/7/2011		11/1/2011	1,526	1,509				1,684
168	X	GENERAL MILLS	370334104			8/4/2011		11/1/2011	5,304	5,068				-78
169	X	GENERAL MILLS	370334104			7/25/2011		11/1/2011	649	645				17
170	X	GENERAL MILLS	370334104			7/25/2011		10/31/2011	2,469	2,429				236
171	X	GENERAL MILLS	370334104			6/20/2011		10/31/2011	7,831	7,802				4
172	X	GENERAL MILLS	370334104			6/20/2011		10/7/2011	386	384				40
173	X	GENERAL ELEC CAP CORP	36962G4R2			5/23/2012		9/5/2012	1,109	1,062				29
174	X	GENERAL ELEC CAP CORP	36962G4R2			1/4/2012		9/5/2012	2,218	2,040				2
175	X	GENERAL ELEC CAP CORP	36962G4R2			1/5/2011		9/5/2012	9,980	8,763				47
176	X	GENERAL ELEC CAP CORP	36962G4R2			12/13/2010		9/5/2012	42,139	37,119				178
177	X	FLUOR CORP NEW DEL CON	343412102			1/3/2012		11/9/2012	1,637	1,517				1,217
178	X	FLUOR CORP NEW DEL CON	343412102			11/7/2011		11/9/2012	2,541	2,460				5,020
179	X	FLUOR CORP NEW DEL CON	343412102			6/22/2010		11/9/2012	3,105	2,514				120
180	X	FLUOR CORP NEW DEL CON	343412102			5/27/2010		11/9/2012	2,710	2,283				81
181	X	FLUOR CORP NEW DEL CON	343412102			12/29/2009		11/9/2012	2,202	1,779				591
182	X	FIFTH THIRD BANCORP	316773100			6/20/2011		6/21/2012	2,785	2,698				427
183	X	FNMA PAH1560 04%2041	3138A2WW5			7/11/2011		6/7/2012	159,071	151,078				423
184	X	FNMA PAH1560 04%2041	3138A2WW5			12/27/2011		12/27/2011	2,726	2,726				87
185	X	FNMA PAH1560 04%2041	3138A2WW5			11/25/2011		11/25/2011	2,412	2,412				7,993
186	X	FNMA PAH1560 04%2041	3138A2WW5			10/25/2011		10/25/2011	591	591				0
187	X	FEDERAL NATL MTG ASSOC	31350GBA0			1/4/2012		1/6/2012	10,568	10,554				0
188	X	FEDERAL NATL MTG ASSOC	31350GBA0			8/9/2011		1/6/2012	9,511	9,473				14
189	X	EXPRESS SCRIPTS INC COM	302182100			4/28/2011		2/23/2012	53	56				-3
190	X	EXPRESS SCRIPTS INC COM	302182100			4/28/2011		2/23/2012	5,684	6,543				-859
191	X	EXELON CORPORATION	30161N101			6/23/2011		10/7/2011	252	247				5
192	X	DU PONT E I DE NEMOURS	263534109			1/3/2012		9/12/2012	1,114	1,028				86
193	X	DU PONT E I DE NEMOURS	263534109			9/7/2011		9/12/2012	962	902				60
194	X	DU PONT E I DE NEMOURS	263534109			8/4/2011		9/12/2012	5,974	5,707				267
195	X	DU PONT E I DE NEMOURS	263534109			6/20/2011		9/12/2012	354	394				-40
196	X	DU PONT E I DE NEMOURS	263534109			6/20/2011		9/12/2012	10,277	10,276				1
197	X	DU PONT E I DE NEMOURS	263534109			6/20/2011		9/12/2012	101	115				-14
198	X	DU PONT E I DE NEMOURS	263534109			6/20/2011		10/7/2011	292	354				-62
199	X	DIRECTV GROUP HLDNGS CL	25490A101			9/7/2011		10/17/2011	1,425	1,322				103
200	X	BARCLAYS BANK PLC	06740PP26			10/12/2011		11/3/2011	972	975				-3
201	X	APPLE INC	037833100			12/1/2008		5/22/2012	6,791	1,073				5,718
202	X	APPLE INC	037833100			12/1/2008		10/7/2011	741	179				562
203	X	AN S Y S INC COM	03662Q105			3/18/2009		2/28/2012	6,311	2,340				3,971
204	X	AN S Y S INC COM	03662Q105			3/18/2009		10/7/2011	192	95				97

Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

Totals														
Securities														
Other sales														
Index	Check "X" if Sale of Security	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Net Gain or Loss
205	X	ALTRIA GROUP INC	02209S103			6/21/2012		7/12/2012	4,917	4,771				146
206	X	ALTRIA GROUP INC	02209S103			1/3/2012		7/12/2012	4,531	3,704				827
207	X	ALTRIA GROUP INC	02209S103			9/7/2011		7/12/2012	2,845	2,198				647
208	X	ALTRIA GROUP INC	02209S103			8/4/2011		7/12/2012	12,608	9,346				3,262
209	X	ALTRIA GROUP INC	02209S103			8/4/2011		4/19/2012	4,620	3,801				819
210	X	ALTRIA GROUP INC	02209S103			8/4/2011		2/27/2012	10,266	8,903				1,363
211	X	ALTRIA GROUP INC	02209S103			8/4/2011		10/7/2011	272	260				12
212	X	AETNA INC NEW	00817Y108			2/23/2012		5/2/2012	6,591	6,889				-298
213	X	DIRECTV GROUP HLDNGS CL	25490A101			1/3/2011		10/17/2011	598	533				65
214	X	DIRECTV GROUP HLDNGS CL	25490A101			9/2/2010		10/17/2011	552	463				89
215	X	DIRECTV GROUP HLDNGS CL	25490A101			5/27/2010		10/17/2011	276	228				48
216	X	DIRECTV GROUP HLDNGS CL	25490A101			4/8/2010		10/17/2011	1,517	1,157				360
217	X	DIRECTV GROUP HLDNGS CL	25490A101			4/8/2010		10/14/2011	7,190	5,364				1,826
218	X	BARCLAYS BANK PLC	06740PP26			1/5/2011		11/3/2011	2,915	2,955				-40
219	X	BARCLAYS BANK PLC	06740PP26			11/17/2010		11/3/2011	23,322	24,000				-678
220	X	DIRECTV GROUP HLDNGS CL	25490A101			4/8/2010		10/3/2011	2,787	2,384				403
221	X	DIRECTV GROUP HLDNGS CL	25490A101			4/8/2010		10/3/2011	410	351				59
222	X	DIRECTV GROUP HLDNGS CL	25490A101			11/25/2009		10/3/2011	820	643				177
223	X	JOHN DEERE CAPITAL CORP	24422EQZ5			9/30/2011		2/23/2012	3,216	3,111				105
224	X	JOHN DEERE CAPITAL CORP	24422EQZ5			1/5/2011		2/23/2012	53,594	48,905				4,689
225	X	JOHN DEERE CAPITAL CORP	24422EQZ5			9/13/2010		1/5/2012	1,051	998				53
226	X	COMCAST CORP NEW CL A	20030N101			10/28/2010		9/21/2012	6,998	4,041				2,957
227	X	COMCAST CORP NEW CL A	20030N101			10/28/2010		5/7/2012	2,105	1,494				611
228	X	COMCAST CORP NEW CL A	20030N101			10/28/2010		11/7/2011	2,784	2,610				174
229	X	COMCAST CORP NEW CL A	20030N101			10/28/2010		10/3/2011	2,854	2,926				-72
230	X	COMCAST CORP NEW CL A	20030N101			10/28/2010		10/3/2011	1,889	1,936				-47
231	X	COLGATE-PALMOLIVE CO	19416QDX5			6/4/2012		7/17/2012	1,017	1,018				-1
232	X	COLGATE-PALMOLIVE CO	19416QDX5			1/9/2012		7/17/2012	6,101	6,015				86
233	X	COLGATE-PALMOLIVE CO	19416QDX5			11/10/2011		7/17/2012	35,587	34,849				738
234	X	COCA COLA ENTERPRISES	19122T109			10/15/2010		10/7/2011	218	217				1
235	X	COCA COLA COM	191216100			8/18/2011		10/31/2011	8,079	8,021				58
236	X	CITIGROUP INC COM NEW	172967424			3/12/2010		5/22/2012	2,496	3,814				-1,318
237	X	CITIGROUP INC COM NEW	172967424			8/12/2009		5/22/2012	868	1,357				-489
238	X	CITIGROUP INC COM NEW	172967424			8/12/2009		5/22/2012	190	301				-111
239	X	CITIGROUP INC COM NEW	172967424			8/12/2009		5/22/2012	1,709	2,530				-821
240	X	CENTURYLINK INC SHS	156700106			3/29/2011		5/7/2012	3,696	3,993				-297
241	X	CENTURYLINK INC SHS	156700106			3/29/2011		2/23/2012	3,515	3,702				-187
242	X	CENTURYLINK INC SHS	156700106			3/29/2011		11/7/2011	2,912	3,328				-416
243	X	CENTURYLINK INC SHS	156700106			3/29/2011		10/7/2011	390	499				-109
244	X	CATERPILLAR FINANCIAL SE	14912L4Q1			5/23/2012		6/5/2012	1,013	1,014				-1
245	X	CATERPILLAR FINANCIAL SE	14912L4Q1			1/6/2012		6/5/2012	3,039	3,047				-8
246	X	CATERPILLAR FINANCIAL SE	14912L4Q1			1/5/2011		6/5/2012	9,117	9,005				112
247	X	CATERPILLAR FINANCIAL SE	14912L4Q1			12/16/2010		6/5/2012	4,052	4,001				51
248	X	CATERPILLAR FINANCIAL SE	14912L4Q1			12/13/2010		6/5/2012	34,442	33,962				480
249	X	CARDINAL HEALTH INC OHIO	14149Y108			1/3/2012		8/3/2012	1,643	1,713				-70
250	X	CARDINAL HEALTH INC OHIO	14149Y108			7/7/2011		8/3/2012	2,645	3,104				-459
251	X	CARDINAL HEALTH INC OHIO	14149Y108			6/29/2011		8/3/2012	10,820	12,187				-1,367
252	X	CBS CORP NEW CL B	124857202			4/19/2012		9/21/2012	2,508	2,193				315
253	X	BERKSHIRE HATHAWAY INC	084670AU2			1/4/2012		1/6/2012	3,051	3,055				-4
254	X	BERKSHIRE HATHAWAY INC	084670AU2			9/23/2011		1/6/2012	47,794	47,587				207
255	X	AETNA INC NEW	00817Y108			1/27/2012		5/2/2012	10,537	10,259				278

Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

										Amount		Totals												
Long Term CG Distributions										235					Gross Sales		Cost, Other Basis and Expenses		Net Gain or Loss					
Short Term CG Distributions										0					Gross Sales Price		Valuation Method		Expense of Sale and Cost of Improve-ments		Depreciation		Net Gain or Loss	
Index	Check "X" if Sale of Security	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improve-ments	Depreciation	Net Gain or Loss										
256	X	ADOBE SYS DEL PV\$ 0 001	00724F101			6/20/2012		9/7/2012	5,953	5,901				52										
257	X	ADOBE SYS DEL PV\$ 0 001	00724F101			1/3/2012		9/7/2012	2,082	1,844				238										
258	X	ADOBE SYS DEL PV\$ 0 001	00724F101			7/25/2011		9/7/2012	3,773	3,463				310										
259	X	ADOBE SYS DEL PV\$ 0 001	00724F101			3/31/2011		9/7/2012	12,946	13,232				-286										
260	X	ACUTY BRANDS INC	00508Y102			7/23/2010		2/23/2012	1,459	970				489										
261	X	ABBOTT LABS	002824100			9/7/2011		10/20/2011	1,283	1,258				25										
262	X	ABBOTT LABS	002824100			8/4/2011		10/20/2011	14,163	13,139				1,024										
263	X	ABBOTT LABS	002824100			8/4/2011		10/7/2011	103	99				4										
264	X	AT&T INC	00206R102			6/21/2012		9/12/2012	1,933	1,822				111										
265	X	AT&T INC	00206R102			1/3/2012		9/12/2012	1,706	1,376				330										
266	X	AT&T INC	00206R102			9/7/2011		9/12/2012	1,857	1,378				479										
267	X	AT&T INC	00206R102			6/20/2011		9/12/2012	6,254	5,131				1,123										
268	X	AT&T INC	00206R102			6/3/2011		9/12/2012	569	454				115										
269	X	AT&T INC	00206R102			6/3/2011		9/12/2012	531	426				105										
270	X	AT&T INC	00206R102			6/3/2011		9/12/2012	21,605	17,523				4,082										
271	X	AT&T INC	00206R102			6/3/2011		10/7/2011	398	430				-32										
272	X	WASH SALES DUE TO DISALL				10/1/2011		9/30/2012	1,317					1,317										

Line 23 (990-PF) - Other Expenses

		211	211	0	0
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	ADR FEES				
2	STATE AG FEES				
3	INVESTMENT FEES	211	211		
4	PARTNERSHIP DEDUCTIONS				
5	OTHER MISC FEES				
6					
7					
8					
9					

Part III (990-PF) - Changes in Net Assets or Fund Balances

Line 3 - Other increases not included in Part III, Line 2

1	COST BASIS	1	1,828
2	POAI C/O FROM PRIOR YEAR	2	1,268
3	Total	3	3,096

Line 5 - Decreases not included in Part III, Line 2

1	BOND AMORTIZATION	1	2,997
2	LOSS ON PY SALES SETTLED IN CY	2	415
3	POAI C/O TO NEXT YEAR	3	567
4	Total	4	3,979

Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

Long Term CG Distributions			Amount		Totals										1,846,414			1,722,107			124,307			0			0			0			124,307								
Short Term CG Distributions			235												0																										
		Kind(s) of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses																											
1		SEAGATE TECH PLC SHS	G7945M107		1/3/2012	4/19/2012	3,096	0	1,788	1,308			0	1,308																											
2		SEAGATE TECH PLC SHS	G7945M107		10/20/2011	4/19/2012	8,141	0	3,365	4,776			0	4,776																											
3		SEAGATE TECH PLC SHS	G7945M107		10/20/2011	3/14/2012	7,461	0	3,175	4,286			0	4,286																											
4		SEAGATE TECH PLC SHS	G7945M107		10/20/2011	2/23/2012	7,011	0	3,069	3,942			0	3,942																											
5		MICHAEL KORS HLDGS LTD	G60754101		1/25/2012	4/19/2012	7,403	0	5,283	2,120			0	2,120																											
6		MICHAEL KORS HLDGS LTD	G60754101		1/25/2012	2/23/2012	4,267	0	3,122	1,145			0	1,145																											
7		MICHAEL KORS HLDGS LTD	G60754101		1/24/2012	2/23/2012	2,380	0	1,715	665			0	665																											
8		MICHAEL KORS HLDGS LTD	G60754101		1/24/2012	2/15/2012	12,033	0	8,072	3,961			0	3,961																											
9		MICHAEL KORS HLDGS LTD	G60754101		1/24/2012	2/22/2012	1,618	0	1,508	110			0	110																											
10		MARVELL TECHNOLOGY GROUP	G5876H105		3/7/2011	10/20/2011	3,355	0	4,076	-721			0	-721																											
11		MARVELL TECHNOLOGY GROUP	G5876H105		1/3/2011	10/20/2011	423	0	600	-177			0	-177																											
12		MARVELL TECHNOLOGY GROUP	G5876H105		11/2/2010	10/20/2011	436	0	665	-229			0	-229																											
13		MARVELL TECHNOLOGY GROUP	G5876H105		9/1/2010	10/20/2011	449	0	566	-117			0	-117																											
14		MARVELL TECHNOLOGY GROUP	G5876H105		8/18/2010	10/20/2011	3,434	0	3,915	-481			0	-481																											
15		MARVELL TECHNOLOGY GROUP	G5876H105		7/14/2010	10/20/2011	1,334	0	1,779	-445			0	-445																											
16		COOPER INDUSTRIES PLC	G24140108		1/3/2012	6/5/2012	1,705	0	1,368	337			0	337																											
17		COOPER INDUSTRIES PLC	G24140108		1/3/2011	6/5/2012	614	0	532	82			0	82																											
18		COOPER INDUSTRIES PLC	G24140108		12/29/2010	6/5/2012	9,546	0	8,254	1,292			0	1,292																											
19		COOPER INDUSTRIES PLC	G24140108		12/17/2010	6/5/2012	3,546	0	3,054	492			0	492																											
20		WYNDHAM WORLDWIDE CORP W	98310W108		4/28/2010	9/21/2012	3,425	0	1,678	1,747			0	1,747																											
21		WYNDHAM WORLDWIDE CORP W	98310W108		4/28/2010	5/16/2012	1,301	0	682	619			0	619																											
22		WYNDHAM WORLDWIDE CORP W	98310W108		4/28/2010	4/19/2012	3,390	0	1,861	1,529			0	1,529																											
23		WYNDHAM WORLDWIDE CORP W	98310W108		1/20/2010	4/19/2012	860	0	417	443			0	443																											
24		WYNDHAM WORLDWIDE CORP W	98310W108		1/20/2010	1/27/2012	2,638	0	1,529	1,109			0	1,109																											
25		WELLS FARGO & COMPANY	94974BEZ9		1/4/2012	1/27/2012	1,021	0	1,000	21			0	21																											
26		WELLS FARGO & COMPANY	94974BEZ9		12/5/2011	1/27/2012	38,793	0	37,903	890			0	890																											
27		WELLS FARGO & COMPANY	94974BEZ9		1/4/2012	1/27/2012	2,042	0	1,999	43			0	43																											
28		WELLS FARGO & CO NEW DEL	949746101		12/24/2008	10/7/2011	223	0	247	-24			0	-24																											
29		WASTE CONNECTIONS INC	941053100		1/8/2009	10/7/2011	169	0	103	66			0	66																											
30		WACHOVIA CORP	92976WBH8		1/27/2012	2/8/2012	10,443	0	10,358	85			0	85																											
31		WABCO HOLDINGS INC	92927K102		1/3/2011	1/17/2011	398	0	495	-97			0	-97																											
32		WABCO HOLDINGS INC	92927K102		9/1/2010	1/17/2011	497	0	366	131			0	131																											
33		WABCO HOLDINGS INC	92927K102		8/2/2010	1/17/2011	1,292	0	1,013	279			0	279																											
34		WABCO HOLDINGS INC	92927K102		5/27/2010	1/17/2011	994	0	597	397			0	397																											
35		WABCO HOLDINGS INC	92927K102		12/4/2009	1/17/2011	3,430	0	1,703	1,727			0	1,727																											
36		WABCO HOLDINGS INC	92927K102		12/4/2009	10/7/2011	41	0	25	16			0	16																											
37		VALERO ENERGY CORP	91913YAM2		1/5/2012	5/2/2012	3,511	0	3,362	149			0	149																											
38		VALERO ENERGY CORP	91913YAM2		9/28/2011	5/2/2012	1,170	0	1,107	63			0	63																											
39		VALERO ENERGY CORP	91913YAM2		3/23/2011	5/2/2012	46,818	0	43,744	3,074			0	3,074																											
40		VALERO ENERGY CORP	91913YAM2		3/23/2011	5/2/2012	2,341	0	2,203	138			0	138																											
41		U S TREASURY NOTE	912828RV4		5/23/2012	6/5/2012	999	0	997	2			0	2																											
42		U S TREASURY NOTE	912828RV4		2/7/2012	6/5/2012	1,997	0	1,996	1			0	1																											
43		TEVA PHARMACTCL INDS ADR	881624209		1/3/2012	1/27/2012	1,752	0	1,684	68			0	68																											
44		TEVA PHARMACTCL INDS ADR	881624209		10/12/2011	1/27/2012	5,033	0	4,377	656			0	656																											
45		TEVA PHARMACTCL INDS ADR	881624209		11/2/2010	1/27/2012	1,348	0	1,508	-160			0	-160																											
46		TEVA PHARMACTCL INDS ADR	881624209		9/1/2010	1/27/2012	270	0	311	-41			0	-41																											
47		TEVA PHARMACTCL INDS ADR	881624209		12/7/2009	1/27/2012	809	0	968	-159			0	-159																											
48		TEVA PHARMACTCL INDS ADR	881624209		10/20/2009	1/27/2012	4,853	0	5,548	-695			0	-695																											
49		TEVA PHARMACTCL INDS ADR	881624209		1/2/2009	1/27/2012	539	0	511	28			0	28																											
50		STARBUCKS CORP	855244109		1/10/2011	5/17/2012	1,054	0	616	438			0	438																											
51		STARBUCKS CORP	855244109		1/10/2011	4/19/2012	10,578	0	5,837	4,741			0	4,741																											
52		SCHLUMBERGER LTD	806857108		1/3/2012	5/16/2012	2,158	0	2,327	-169			0	-169																											
53		SCHLUMBERGER LTD	806857108		1/17/2011	5/16/2012	1,112	0	1,271	-159			0	-159																											
54		SCHLUMBERGER LTD	806857108		1/14/2011	5/16/2012	12,816	0	14,962	-2,146			0	-2,146																											
55		ST JUDE MEDICAL INC	790849103		1/3/2012	4/16/2012	1,030	0	952	78			0	78																											
56		ST JUDE MEDICAL INC	790849103		2/1/2011	4/16/2012	8,314	0	8,969	-655			0	-655																											
57		SBA COMMUNICATIONS CRP A	783881J06		7/2/2009	2/23/2012	1,739	0	889	850			0	850																											
58		ROYAL DUTCH SHELL PLC	780259206		1/3/2011	6/13/2012	64	0	67	-3			0	-3																											

Long Term CG Distributions	235
Short Term CG Distributions	0

Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

	Kind(s) of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Totals		Gross Sales Price	Depreciation Allowed	Cost or Other Basis Plus Expense of Sale	Gain or Loss	FMV as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses
						Long Term CG Distributions	Short Term CG Distributions								
						Amount	235								
						Long Term CG Distributions	Short Term CG Distributions								
						Amount	235								
117	JOHNSON AND JOHNSON COM	478160104		7/7/2011	10/12/2011			12,594	0	13,332	-738			0	-738
118	JOHNSON AND JOHNSON COM	478160104		2/1/2011	10/12/2011			21,782	0	20,600	1,182			0	1,182
119	JOHNSON AND JOHNSON COM	478160104		2/1/2011	10/7/2011			688	0	688	30			0	30
120	JABIL CIRCUIT INC	466313103		8/18/2010	3/14/2012			4,561	0	2,038	2,523			0	2,523
121	JABIL CIRCUIT INC	466313103		5/4/2010	3/14/2012			3,013	0	1,684	1,329			0	1,329
122	JPMORGAN CHASE & CO	46625H100		11/24/2008	5/22/2012			1,505	0	1,124	381			0	381
123	JPMORGAN CHASE & CO	46625H100		10/15/2008	5/22/2012			5,987	0	7,069	-1,082			0	-1,082
124	JPMORGAN CHASE & CO	46625H100		10/1/2008	5/22/2012			68	0	97	-29			0	-29
125	JPMORGAN CHASE & CO	46625H100		10/1/2008	5/22/2012			103	0	153	-50			0	-50
126	JPMORGAN CHASE & CO	46625H100		10/1/2008	5/22/2012			1,882	0	2,796	-914			0	-914
127	JPMORGAN CHASE & CO	46625H100		10/1/2008	5/22/2012			650	0	999	-349			0	-349
128	JPMORGAN CHASE & CO	46625H100		10/1/2008	5/22/2012			855	0	1,209	-354			0	-354
129	QUALCOMM INC	747525103		4/21/2010	2/23/2012			3,622	0	2,427	1,195			0	1,195
130	QUALCOMM INC	747525103		4/21/2010	2/23/2012			3,987	0	2,768	1,199			0	1,199
131	QUALCOMM INC	747525103		12/8/2009	2/23/2012			4,577	0	3,386	1,191			0	1,191
132	QUALCOMM INC	747525103		12/8/2009	10/7/2011			100	0	90	10			0	10
133	PROCTER & GAMBLE CO	742718109		2/27/2012	6/21/2012			38,508	0	43,074	-4,566			0	-4,566
134	POST HOLDINGS INC SHS	737446104		1/3/2011	7/12/2012			328	0	287	41			0	41
135	POST HOLDINGS INC SHS	737446104		10/31/2011	7/12/2012			149	0	123	26			0	26
136	POST HOLDINGS INC SHS	737446104		8/25/2011	7/12/2012			1,462	0	1,256	206			0	206
137	PALL CORP PV \$0.10	696423307		11/4/2011	2/23/2012			2,085	0	1,703	382			0	382
138	PACCAR FINANCIAL CORP	69371RK54		3/1/2012	3/21/2012			6,918	0	6,999	-81			0	-81
139	ORACLE CORP \$0.01 DEL	68389X105		3/31/2011	10/7/2011			30	0	33	-3			0	-3
140	NEWELL RUBBERMAID INC	651229106		1/27/2012	7/12/2012			12,883	0	13,609	-726			0	-726
141	NETAPP INC	64110D104		3/14/2012	9/21/2012			2,865	0	3,472	-607			0	-607
142	MYLAN INC	628530107		6/29/2011	7/26/2012			6,176	0	6,638	-462			0	-462
143	MONSANTO CO NEW DEL COM	61168W101		5/23/2011	2/23/2012			4,824	0	4,132	692			0	692
144	MCDONALDS CORP COM	580135101		1/3/2012	1/27/2012			886	0	894	-8			0	-8
145	MCDONALDS CORP COM	580135101		9/7/2011	1/27/2012			1,673	0	1,514	159			0	159
146	MCDONALDS CORP COM	580135101		8/18/2011	1/27/2012			14,368	0	12,571	1,797			0	1,797
147	MCDONALDS CORP COM	580135101		8/18/2011	10/7/2011			261	0	258	3			0	3
148	MACYS INC	55616P104		2/1/2011	9/21/2012			423	0	252	171			0	171
149	MACYS INC	55616P104		9/1/2010	9/21/2012			1,694	0	896	798			0	798
150	MACYS INC	55616P104		5/6/2010	9/21/2012			1,578	0	933	645			0	645
151	MACYS INC	55616P104		5/6/2010	5/16/2012			2,423	0	1,479	944			0	944
152	MACYS INC	55616P104		5/6/2010	4/19/2012			1,731	0	1,001	730			0	730
153	MACYS INC	55616P104		5/6/2010	2/23/2012			6,581	0	4,049	2,532			0	2,532
154	LOWE'S COMPANIES INC	548661107		4/19/2012	9/21/2012			2,838	0	3,040	-202			0	-202
155	LORILLARD INC	544147101		9/7/2011	10/31/2011			1,218	0	1,213	5			0	5
156	INTL GAME TECHNOLOGY	459902102		2/23/2012	7/12/2012			2,030	0	2,042	-12			0	-12
157	INTL GAME TECHNOLOGY	459902102		1/3/2012	7/12/2012			1,348	0	1,564	-216			0	-216
158	INTL GAME TECHNOLOGY	459902102		5/23/2011	7/12/2012			954	0	1,119	-165			0	-165
159	INTL GAME TECHNOLOGY	459902102		9/16/2010	7/12/2012			606	0	613	-7			0	-7
160	INTL GAME TECHNOLOGY	459902102		2/25/2010	7/12/2012			2,909	0	3,366	-457			0	-457
161	INTEL CORP	458140100		10/26/2010	2/2/2012			9,700	0	7,353	2,347			0	2,347
162	INTEL CORP	458140100		10/26/2010	10/7/2011			356	0	323	33			0	33
163	HARSCO CORPORATION	415864107		11/29/2010	2/23/2012			2,316	0	2,437	-121			0	-121
164	HCA HOLDINGS INC SHS	40412C101		1/3/2012	6/15/2012			1,414	0	1,168	246			0	246
165	HCA HOLDINGS INC SHS	40412C101		10/20/2011	6/15/2012			10,079	0	8,395	1,684			0	1,684
166	GOOGLE INC CL A	38259P508		12/17/2010	10/7/2011			514	0	592	-78			0	-78
167	GENERAL MILLS	370334104		9/7/2011	11/1/2011			1,526	0	1,509	17			0	17
168	GENERAL MILLS	370334104		8/4/2011	11/1/2011			5,304	0	5,068	236			0	236
169	GENERAL MILLS	370334104		7/25/2011	11/1/2011			649	0	645	4			0	4
170	GENERAL MILLS	370334104		7/25/2011	10/31/2011			2,469	0	2,429	40			0	40
171	GENERAL MILLS	370334104		6/20/2011	10/31/2011			7,831	0	7,802	29			0	29
172	GENERAL MILLS	370334104		6/20/2011	10/7/2011			386	0	384	2			0	2
173	GENERAL ELEC CAP CORP	36982G4R2		5/23/2012	9/5/2012			1,109	0	1,062	47			0	47
174	GENERAL ELEC CAP CORP	36982G4R2		1/4/2012	9/5/2012			2,218	0	2,040	178			0	178

Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

	Kind(s) of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Totals		Gross Sales Price	Depreciation Allowed	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	Gains Minus Excess of FMV Over Adjusted Basis of Losses								
						Amount																	
						Long Term CG Distributions	Short Term CG Distributions																
						235	0	1,846,414	0	1,722,107	124,307	0	0	0	124,307								
175	GENERAL ELEC CAP CORP	36962G4R2		1/5/2011	9/5/2012			9,980	0	8,763	1,217			0	1,217								
176	GENERAL ELEC CAP CORP	36962G4R2		12/13/2010	9/5/2012			42,139	0	37,119	5,020			0	5,020								
177	FLUOR CORP NEW DEL COM	343412102		1/3/2012	1/19/2012			1,637	0	1,517	120			0	120								
178	FLUOR CORP NEW DEL COM	343412102		1/17/2011	1/19/2012			2,541	0	2,460	81			0	81								
179	FLUOR CORP NEW DEL COM	343412102		6/22/2010	1/19/2012			3,105	0	2,514	591			0	591								
180	FLUOR CORP NEW DEL COM	343412102		5/27/2010	1/19/2012			2,710	0	2,283	427			0	427								
181	FLUOR CORP NEW DEL COM	343412102		12/29/2009	1/19/2012			2,202	0	1,779	423			0	423								
182	FIFTH THIRD BANCORP	316773100		6/20/2011	6/21/2012			2,785	0	2,898	87			0	87								
183	FNMA PAH1560 04%2041	3138A2WW5		7/11/2011	6/7/2012			159,071	0	151,078	7,993			0	7,993								
184	FNMA PAH1560 04%2041	3138A2WW5		12/27/2011	12/27/2011			2,726	0	2,726	0			0	0								
185	FNMA PAH1560 04%2041	3138A2WW5		11/25/2011	11/25/2011			2,412	0	2,412	0			0	0								
186	FNMA PAH1560 04%2041	3138A2WW5		10/25/2011	10/25/2011			591	0	591	0			0	0								
187	FEDERAL NATL MTG ASSOC	3135G0BA0		1/4/2012	1/6/2012			10,568	0	10,554	14			0	14								
188	FEDERAL NATL MTG ASSOC	3135G0BA0		8/9/2011	1/6/2012			9,511	0	9,473	38			0	38								
189	EXPRESS SCRIPTS INC COM	302182100		4/28/2011	2/23/2012			53	0	56	-3			0	-3								
190	EXPRESS SCRIPTS INC COM	302182100		4/28/2011	2/23/2012			5,684	0	6,543	-859			0	-859								
191	EXELON CORPORATION	30161N101		6/23/2011	10/7/2011			252	0	247	5			0	5								
192	DU PONT E I DE NEMOURS	263534109		1/3/2012	9/12/2012			1,114	0	1,028	86			0	86								
193	DU PONT E I DE NEMOURS	263534109		9/7/2011	9/12/2012			962	0	902	60			0	60								
194	DU PONT E I DE NEMOURS	263534109		8/4/2011	9/12/2012			5,974	0	5,707	267			0	267								
195	DU PONT E I DE NEMOURS	263534109		6/20/2011	9/12/2012			354	0	394	-40			0	-40								
196	DU PONT E I DE NEMOURS	263534109		6/20/2011	9/12/2012			10,277	0	10,278	1			0	1								
197	DU PONT E I DE NEMOURS	263534109		6/20/2011	9/12/2012			101	0	115	-14			0	-14								
198	DU PONT E I DE NEMOURS	263534109		6/20/2011	10/7/2011			292	0	354	-62			0	-62								
199	DIRECTV GROUP HLDNGS CLA	25490A101		9/7/2011	10/17/2011			1,425	0	1,322	103			0	103								
200	BARCLAYS BANK PLC	06740PP26		10/12/2011	11/3/2011			972	0	975	-3			0	-3								
201	APPLE INC	037833100		12/1/2008	5/22/2012			6,791	0	1,073	5,718			0	5,718								
202	APPLE INC	037833100		12/1/2008	10/7/2011			741	0	179	562			0	562								
203	A N S Y S INC COM	03662Q105		3/18/2009	2/28/2012			6,311	0	2,340	3,971			0	3,971								
204	A N S Y S INC COM	03662Q105		3/18/2009	10/7/2011			192	0	95	97			0	97								
205	ALTRIA GROUP INC	02209S103		6/21/2012	7/12/2012			4,917	0	4,771	146			0	146								
206	ALTRIA GROUP INC	02209S103		1/3/2012	7/12/2012			4,531	0	3,704	827			0	827								
207	ALTRIA GROUP INC	02209S103		9/7/2011	7/12/2012			2,845	0	2,198	647			0	647								
208	ALTRIA GROUP INC	02209S103		8/4/2011	7/12/2012			12,608	0	9,346	3,262			0	3,262								
209	ALTRIA GROUP INC	02209S103		8/4/2011	4/19/2012			4,620	0	3,801	819			0	819								
210	ALTRIA GROUP INC	02209S103		8/4/2011	2/27/2012			10,266	0	8,903	1,363			0	1,363								
211	ALTRIA GROUP INC	02209S103		8/4/2011	10/7/2011			272	0	260	12			0	12								
212	AETNA INC NEW	00817Y108		2/23/2012	5/2/2012			6,591	0	6,889	-298			0	-298								
213	DIRECTV GROUP HLDNGS CLA	25490A101		1/3/2011	10/17/2011			598	0	533	65			0	65								
214	DIRECTV GROUP HLDNGS CLA	25490A101		9/2/2010	10/17/2011			552	0	463	89			0	89								
215	DIRECTV GROUP HLDNGS CLA	25490A101		5/27/2010	10/17/2011			276	0	228	48			0	48								
216	DIRECTV GROUP HLDNGS CLA	25490A101		4/8/2010	10/17/2011			1,517	0	1,157	360			0	360								
217	DIRECTV GROUP HLDNGS CLA	25490A101		4/8/2010	10/14/2011			7,190	0	5,364	1,826			0	1,826								
218	BARCLAYS BANK PLC	06740PP26		1/5/2011	11/3/2011			2,915	0	2,955	-40			0	-40								
219	BARCLAYS BANK PLC	06740PP26		11/17/2010	11/3/2011			23,322	0	24,000	-678			0	-678								
220	DIRECTV GROUP HLDNGS CLA	25490A101		4/8/2010	10/3/2011			2,787	0	2,384	403			0	403								
221	DIRECTV GROUP HLDNGS CLA	25490A101		4/8/2010	10/3/2011			410	0	351	59			0	59								
222	DIRECTV GROUP HLDNGS CLA	25490A101		11/25/2009	10/3/2011			820	0	643	177			0	177								
223	JOHN DEERE CAPITAL CORP	24422EQZ5		9/30/2011	2/23/2012			3,216	0	3,111	105			0	105								
224	JOHN DEERE CAPITAL CORP	24422EQZ5		1/5/2011	2/23/2012			53,594	0	48,905	4,689			0	4,689								
225	JOHN DEERE CAPITAL CORP	24422EQZ5		9/13/2010	1/5/2012			1,051	0	998	53			0	53								
226	COMCAST CORP NEW CLA	20030N101		10/28/2010	9/21/2012			6,998	0	4,041	2,957			0	2,957								
227	COMCAST CORP NEW CLA	20030N101		10/28/2010	5/7/2012			2,105	0	1,494	611			0	611								
228	COMCAST CORP NEW CLA	20030N101		10/28/2010	11/7/2011			2,784	0	2,810	174			0	174								
229	COMCAST CORP NEW CLA	20030N101		10/28/2010	10/3/2011			2,854	0	2,926	-72			0	-72								
230	COMCAST CORP NEW CLA	20030N101		10/28/2010	10/3/2011			1,889	0	1,936	-47			0	-47								
231	COLGATE-PALMOLIVE CO	19416QDX5		6/4/2012	7/17/2012			1,017	0	1,018	-1			0	-1								
232	COLGATE-PALMOLIVE CO	19416QDX5		1/9/2012	7/17/2012			6,101	0	6,015	86			0	86								

Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

Part VIII, Line 1 (990-PF) - Compensation of Officers, Directors, Trustees and Foundation Managers

	Name	Check "X" if Business	Street	City	State	Zip Code	Foreign Country	Title	Average Hours	Compensation
1	DENISE MINOTTY		195 SEASPRAY LANE	ORCHID	FL	32963-9510		DIRECTOR	1 00	12,000
2	PAUL MINOTTY		195 SEASPRAY LANE	ORCHID	FL	32963-9510		PRESIDENT	1 00	
3										
4										
5										
6										
7										
8										
9										
10										

12,000

Part

0			
	Benefits	Expense Account	0
1			Explanation
2			
3			
4			
5			
6			
7			
8			
9			
10			

Part VI, Line 6a (990-PF) - Estimated Tax Payments

	Date	Amount
1 Credit from prior year return	1	
2 First quarter estimated tax payment	2	
3 Second quarter estimated tax payment	3	
4 Third quarter estimated tax payment	4	
5 Fourth quarter estimated tax payment	5	
6 Other payments	6	3,094
7 Total	7	3,094

Part XIII, Line 2a, Column C (990-PF) - Prior Year Undistributed Income

1	Distributable amounts for 2010 that remained undistributed at the beginning of the 2011 tax year	1	75,606
2		2	
3		3	
4		4	
5		5	
6		6	
7		7	
8		8	
9		9	
10	Total	10	75,606



PRICewaterHOUSE COOPERS LLP
600 GRANT STREET
47TH FLOOR
PITTSBURGH PA 15219-2706

Net Portfolio Value: **\$2,534,994.08**

Your Financial Advisor:
S SPRINGER-P STRYKER
660 BEACHLAND BLVD SUITE 101
VERO BEACH FL 32963
1-877-671-5333

Trust Officer:
JEANNE NOLAN
561-347-5667

TRUST MANAGEMENT ACCOUNT

Your Consults® Investment Manager is ING INV MGMT BALANCED TAX/LCC

September 01, 2012 - September 28, 2012

ASSETS	September 28	August 31
Cash/Money Accounts	36,205.91	92,839.43
Fixed Income	1,011,782.33	1,012,899.82
Equities	1,483,458.97	1,421,633.88
Mutual Funds	-	-
Options	-	-
Other	-	-
Subtotal (Long Portfolio)	2,531,447.21	2,527,373.13
Estimated Accrued Interest	3,546.87	6,072.78
TOTAL ASSETS	\$2,534,994.08	\$2,533,445.91
LIABILITIES		
Debit Balance	-	-
Short Market Value	-	-
NET PORTFOLIO VALUE	\$2,534,994.08	\$2,533,445.91

CASH FLOW	This Statement	Year to Date
Opening Cash/Money Accounts	\$92,839.43	
CREDITS		
Funds Received	-	-
Electronic Transfers	-	-
Other Credits	1,849.65	16,715.66
Subtotal	1,849.65	16,715.66
DEBITS		
Electronic Transfers	-	-
Other Debits	(36,807.22)	(44,957.67)
ML Trust Fees	(3,268.76)	(28,228.82)
Non ML Trust Fees	(1,000.00)	(9,000.00)
Bill Payment	-	-
Subtotal	(\$41,075.98)	(\$82,186.49)
Net Cash Flow	(\$39,226.33)	(\$65,470.83)
Dividends/Interest Income	7,729.12	41,122.01
Security Purchases/Debits	(203,914.54)	(1,590,772.82)
Security Sales/Credits	178,778.23	1,422,130.85
Closing Cash/Money Accounts	\$36,205.91	
Securities You Transferred In/Out	-	-

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MINOTTY FAMILY FOUNDATION

MERRILL LYNCH CONSULTS SERVICE

September 01, 2012 - September 28, 2012

YOUR INVESTMENT MANAGER - ING INV MGMT BALANCED TAX/LCC

We encourage you to contact your Financial Advisor whenever there are changes in your particular situation or objectives. These changes can then be discussed directly with your Investment Manager. We also encourage you to discuss your portfolio at least annually with your Investment Manager. Your Financial Advisor would be pleased to arrange such discussions.

YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

GOVERNMENT AND AGENCY SECURITIES									
Description	Acquired	Quantity	Adjusted/Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Accrued Interest	Estimated Annual Income	Current Yield%
Δ U.S. TREASURY NOTE 0.875% NOV 30 2016 00.875% NOV 30 2016 MOODY'S: AAA S&P: *** CUSIP: 912828RU6 ORIGINAL UNIT/TOTAL COST: 100.1953/20,039.06	01/06/12	20,000	20,033.40	101.6170	20,323.40	290.00	57.38	175	86
Δ U.S. TREASURY NOTE 0.875% NOV 30 2016 00.875% NOV 30 2016 MOODY'S: AAA S&P: *** CUSIP: 912828RU6 ORIGINAL UNIT/TOTAL COST: 100.9680/1,009.68	05/23/12	1,000	1,008.95	101.6170	1,016.17	7.22	2.87	9	86
Subtotal		21,000	21,042.35		21,339.57	297.22	60.25	184	86
U.S. TREASURY NOTE 2.000% NOV 15 2021 02.000% NOV 15 2021 MOODY'S: AAA S&P: *** CUSIP: 912828RR3	12/01/11	23,000	22,739.45	104.3980	24,011.54	1,272.09	170.00	460	191
U.S. TREASURY NOTE 12/08/11	12/08/11	50,000	49,808.59	104.3980	52,199.00	2,390.41	369.57	1,000	191
Δ U.S. TREASURY NOTE 01/04/12	01/04/12	9,000	9,018.36	104.3980	9,395.82	377.46	66.52	180	191
ORIGINAL UNIT/TOTAL COST: 100.2187/9,019.69									
Δ U.S. TREASURY NOTE 01/05/12	01/05/12	40,000	40,067.02	104.3980	41,759.20	1,692.18	295.65	800	191
ORIGINAL UNIT/TOTAL COST: 100.1797/40,071.88									
Δ U.S. TREASURY NOTE 01/06/12	01/06/12	20,000	20,077.28	104.3980	20,879.60	802.32	147.83	400	191
ORIGINAL UNIT/TOTAL COST: 100.4140/20,082.81									
Δ U.S. TREASURY NOTE 05/23/12	05/23/12	4,000	4,113.17	104.3980	4,175.92	62.75	29.57	80	191
ORIGINAL UNIT/TOTAL COST: 102.9290/4,117.16									
Subtotal		146,000	145,823.87		152,421.08	6,597.21	1,079.14	2,920	191

MINOTTY FAMILY FOUNDATION

YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

September 01, 2012 - September 28, 2012

GOVERNMENT AND AGENCY SECURITIES ¹ (continued)									
Description	Acquired	Quantity	Adjusted/Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Accrued Interest	Estimated Current Annual Income	Yield%
FHLMC C9 1403 03 50%2032	06/05/12	49,000	49,567.77	109.1796	51,145.08	1,577.31		1,840	3.20
AMORTIZED FACTOR 0.956018510 AMORTIZED VALUE 46,844									
MOODY'S: *** S&P: *** CUSIP: 3128P7RY1									
FHLMC C9 1441 03%2032	06/05/12	199,000	202,717.99	106.1729	206,829.13	4,111.14	431.17	5,844	2.82
AMORTIZED FACTOR 0.978914910 AMORTIZED VALUE 194,804									
MOODY'S: *** S&P: *** CUSIP: 3128P7S61									
TOTAL		415,000	419,151.98		431,734.86	12,582.88	1,570.56	10,588	2.45
CORPORATE BONDS									
Description	Acquired	Quantity	Adjusted/Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Accrued Interest	Estimated Current Annual Income	Yield%
Δ JPMORGAN CHASE & CO	09/21/11	46,000	48,127.92	107.3010	49,358.46	1,230.54	85.13	2,358	4.77
SUBORDINATED GLB 05.125% SEP 15 2014									
MOODY'S: A3 S&P: A+ CUSIP: 46625HBV1									
ORIGINAL UNIT/TOTAL COST: 106.9130/49,179.98									
Δ JPMORGAN CHASE & CO	01/04/12	1,000	1,046.29	107.3010	1,073.01	26.72	1.85	52	4.77
ORIGINAL UNIT/TOTAL COST: 106.2750/1,062.75									
Δ JPMORGAN CHASE & CO	05/23/12	1,000	1,047.63	107.3010	1,073.01	25.38	1.85	52	4.77
ORIGINAL UNIT/TOTAL COST: 105.5510/1,055.51									
Subtotal		48,000	50,221.84		51,504.48	1,282.64	88.83	2,462	4.77
BANK OF NEW YORK MELLON	02/13/12	43,000	42,960.87	101.3480	43,579.64	618.77	54.47	516	1.18
SER MTN 01.200% FEB 20 2015									
MOODY'S: AA3 S&P: A+ CUSIP: 06406HCC1									
PAR CALL DATE: 01/20/15 PAR CALL PRICE: 100.00									
Δ BANK OF NEW YORK MELLON	05/23/12	1,000	1,005.88	101.3480	1,013.48	7.60	1.27	12	1.18
ORIGINAL UNIT/TOTAL COST: 100.6690/1,006.69									
Subtotal		44,000	43,966.75		44,593.12	626.37	55.74	528	1.18

MINOTTY FAMILY FOUNDATION

YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

September 01, 2012 - September 28, 2012

Corporate Bonds (continued)	Acquired	Quantity	Adjusted/Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Accrued Interest	Estimated Current Annual Income	Current Yield%
ROYAL BANK OF CANADA SER MTN GLB 01.150% MAR 13 2015 MOODY'S: A3 S&P: AA- CUSIP: 78008T2C7	03/07/12	41,000	40,986.88	101.5040	41,616.64	629.76	19.65	472	1.13
Δ ROYAL BANK OF CANADA ORIGINAL UNIT/TOTAL COST: 100.2660/1,002.66	05/23/12	1,000	1,002.35	101.5040	1,015.04	12.69	.48	12	1.13
Subtotal		42,000	41,989.23		42,631.68	642.45	20.13	484	1.13
TOYOTA MOTOR CREDIT CORP GLB 00.875% JUL 17 2015 MOODY'S: A3 S&P: AA- CUSIP: 89233P6J0	07/16/12	42,000	41,977.74	100.4880	42,204.96	227.22	70.44	368	.87
Δ MURRAY ST INV TRUST I COMPANY GUARNT STEP% MAR 09 2017 MOODY'S: A3 S&P: A- CUSIP: 62718QAA3	03/05/12	37,000	37,417.36	107.3870	39,733.19	2,315.83	558.80	1,720	4.32
ORIGINAL UNIT/TOTAL COST: 101.2690/37,469.53									
JOHN DEERE CAPITAL CORP SER MTN 01.400% MAR 15 2017 MOODY'S: A2 S&P: A CUSIP: 24422ERN1	02/22/12	45,000	44,986.95	102.1640	45,973.80	986.85	22.75	630	1.37
Δ JOHN DEERE CAPITAL CORP ORIGINAL UNIT/TOTAL COST: 100.6440/1,006.44	05/23/12	1,000	1,006.02	102.1640	1,021.64	15.62	51	14	1.37
Subtotal		46,000	45,992.97		46,995.44	1,002.47	23.26	644	1.37
PACCAR FINANCIAL CORP SER MTN 01.600% MAR 15 2017 MOODY'S: A1 S&P: A+ CUSIP: 69371RK54	03/01/12	41,000	40,992.21	102.1130	41,866.33	874.12	23.69	656	1.56
Δ PACCAR FINANCIAL CORP ORIGINAL UNIT/TOTAL COST: 100.5940/1,005.94	05/23/12	1,000	1,005.55	102.1130	1,021.13	15.58	58	16	1.56
Subtotal		42,000	41,997.76		42,887.46	889.70	24.27	672	1.56

MINOTTY FAMILY FOUNDATION

YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

September 01, 2012 - September 28, 2012

DESCRIPTION	ACQUIRED	QUANTITY	ADJUSTED/TOTAL COST BASIS	ESTIMATED MARKET PRICE	ESTIMATED MARKET VALUE	UNREALIZED GAIN/(LOSS)	ACCRUED INTEREST	ESTIMATED CURRENT ANNUAL INCOME	YIELD%
CORPORATE BONDS (continued)									
USD BP CAPITAL PLC 1.846% MAY 05 2017 MOODY'S: A2 S&P: A- CUSIP: 05565QBY3	05/02/12	41,000	41,000.00	102.1450	41,879.45	879.45	296.44	757	1.80
USD BP CAPITAL PLC Subtotal	05/23/12	1,000 42,000	996.01 41,996.01	102.1450	1,021.45 42,900.90	25.44 904.89	7.23 303.67	19 776	1.80 1.80
STATOIL ASA COMPANY GUARNT GLB 03.125% AUG 17 2017 MOODY'S: AA2 S&P: AA- CUSIP: 85771PAB8	08/10/10	30,000	29,934.60	109.5700	32,871.00	2,936.40	106.77	938	2.85
STATOIL ASA Subtotal	01/05/11 01/04/12	5,000 3,000	4,925.00 3,164.24	109.5700 109.5700	5,478.50 3,287.10	553.50 122.86	17.80 10.68	157 94	2.85 2.85
STATOIL ASA ORIGINAL UNIT/TOTAL COST: 106.2420/3,187.26	05/30/12	1,000	1,072.07	109.5700	1,095.70	23.63	3.56	32	2.85
STATOIL ASA ORIGINAL UNIT/TOTAL COST: 107.6600/1,076.60	01/27/12	39,000	39,095.91		42,732.30	3,636.39	138.81	1,221	2.85
Subtotal		27,000	30,678.78	120.7580	32,604.66	1,925.88	245.81	1,553	4.76
WACHOVIA CORP SER MTN 05.750% FEB 01 2018 MOODY'S: A2 S&P: A+ CUSIP: 92976WBH8	01/27/12	9,000	10,226.26	120.7580	10,868.22	641.96	81.94	518	4.76
WACHOVIA CORP ORIGINAL UNIT/TOTAL COST: 115.1700/31,095.90	01/27/12	36,000	40,905.04		43,472.88	2,567.84	327.75	2,071	4.76
Subtotal		40,000	39,435.20	105.2090	42,083.60	2,648.40	212.92	1,050	2.49
MCDONALD'S CORP SER MTN 02.625% JAN 15 2022 MOODY'S: A2 S&P: A CUSIP: 58013MEM2	09/27/11	1,000	1,003.45	105.2090	1,052.09	48.64	5.32	27	2.49
MCDONALD'S CORP ORIGINAL UNIT/TOTAL COST: 100.3690/1,003.69	01/04/12								

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MINOTTY FAMILY FOUNDATION

YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

September 01, 2012 - September 28, 2012

CORPORATE BONDS (continued)		Quantity	Acquired	Adjusted/Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Accrued Interest	Estimated Annual Income	Current Yield%
Description										
A MCDONALD'S CORP	05/23/12	1,000		1,009.72	105.2090	1,052.09	42.37	5.32	27	2.49
ORIGINAL UNIT/TOTAL COST: 101.0020/1,010.02										
Subtotal		42,000		41,448.37		44,187.78	2,739.41	223.56	1,104	2.49
US BANCORP	02/28/12	41,000		40,971.30	104.6900	42,922.90	1,951.60	44.42	1,230	2.86
SER MTN 03.000% MAR 15 2022										
MOODY'S: A3 S&P: A+ CUSIP: 91159HHH7										
PAR CALL DATE: 02/15/22 PAR CALL PRICE: 100.00										
A US BANCORP	05/23/12	1,000		1,020.92	104.6900	1,046.90	25.98	1.08	30	2.86
ORIGINAL UNIT/TOTAL COST: 102.1560/1,021.56										
Subtotal		42,000		41,992.22		43,969.80	1,977.58	45.50	1,260	2.86
GENERAL ELEC CAP CORP	09/04/12	52,000		51,924.60	100.4490	52,233.48	308.88	95.55	1,638	3.13
GLB 03.150% SEP 07 2022										
MOODY'S: A1 S&P: AA+ CUSIP: 36962G6F6										
TOTAL		554,000		560,925.80		580,047.47	19,121.67	1,976.31	14,948	2.58

PLEASE REFER TO NOTES BELOW FOR INFORMATION REGARDING CREDIT RATINGS.

EQUITIES Description	Symbol	Acquired	Quantity	Unit		Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Current Yield%
				Cost Basis	Unit						
A N S Y S INC COM	ANSS	03/25/09	138	24,5544		3,388.51	73.4000	10,129.20	6,740.69		
		08/02/10	10	45.6810		456.81	73.4000	734.00	277.19		
		09/16/10	2	42.1400		84.28	73.4000	146.80	62.52		
		01/21/11	22	52.7290		1,160.04	73.4000	1,614.80	454.76		
		09/07/11	27	52.5859		1,419.82	73.4000	1,981.80	561.98		
		01/03/12	14	57.5600		805.84	73.4000	1,027.60	221.76		
Subtotal			213	7,315.30		7,315.30		15,634.20	8,318.90		

