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Form **990-PF**Department of the Treasury
Internal Revenue Service**Return of Private Foundation**
or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation

OMB No 1545-0052

2011

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

For calendar year 2011 or tax year beginning 10/01, 2011, and ending 09/30, 2012

Name of foundation ANNA W THORNTON & ALEXANDER P THORNTON
CHARITABLE TRUST R77776004A Employer identification number
75-6496915

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

Room/suite

B Telephone number (see instructions)

10 S DEARBORN IL1-0117

(866) 888-5157

City or town, state, and ZIP code

CHICAGO, IL 60603

G Check all that apply:

Initial return

Final return

☒ Address change

Initial return of a former public charity

Amended return

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) \$ 2,040,503.

J Accounting method:

☒ Cash☐ Accrual☐ Other (specify)

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

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

Operating and Administrative Expenses

1	Contributions, gifts, grants, etc., received (attach schedule)				
2	Check ☒ if the foundation is not required to attach Sch B				
3	Interest on savings and temporary cash investments				
4	Dividends and interest from securities	49,477.	49,431.		
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	18,982.			
b	Gross sales price for all assets on line 6a	882,552.			
7	Capital gain net income (from Part IV, line 2)		18,982.		
8	Net short-term capital gain				
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less: Cost of goods sold				
c	Gross profit or (loss) (attach schedule)				
11	Other income (attach schedule)				
12	Total. Add lines 1 through 11	68,459.	68,413.		
13	Compensation of officers, directors, trustees, etc.	23,352.	17,514.		5,838.
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees (attach schedule)				
b	Accounting fees (attach schedule)				
c	Other professional fees (attach schedule)				
17	Interest				
18	Taxes (attach schedule) (see instructions) STMT. 1	1,700.	373.		
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses (attach schedule)				
24	Total operating and administrative expenses. Add lines 13 through 23	25,052.	17,887.		5,838.
25	Contributions, gifts, grants paid	80,500.			80,500.
26	Total expenses and disbursements. Add lines 24 and 25	105,552.	17,887.		86,338.
27	Subtract line 26 from line 12				
a	Excess of revenue over expenses and disbursements	-37,093.			
b	Net investment income (if negative, enter -0-)		50,526.		
c	Adjusted net income (if negative, enter -0-)				

For Paperwork Reduction Act Notice, see instructions.

JSA

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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	915.				
	2	Savings and temporary cash investments	25,062.	54,922.	54,922.		
	3	Accounts receivable ▶					
		Less: allowance for doubtful accounts ▶					
	4	Pledges receivable ▶					
		Less: allowance for doubtful accounts ▶					
	5	Grants receivable					
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)					
	7	Other notes and loans receivable (attach schedule) ▶					
		Less: allowance for doubtful accounts ▶					
	8	Inventories for sale or use					
	9	Prepaid expenses and deferred charges					
	10 a	Investments - U S and state government obligations (attach schedule)					
	b	Investments - corporate stock (attach schedule)	1,051,273.	880,827.	1,027,174.		
	c	Investments - corporate bonds (attach schedule)	789,887.	686,709.	735,357.		
	11	Investments - land, buildings, and equipment basis ▶					
		Less: accumulated depreciation (attach schedule) ▶					
	12	Investments - mortgage loans					
	13	Investments - other (attach schedule)		207,521.	223,050.		
	14	Land, buildings, and equipment basis ▶					
		Less: accumulated depreciation (attach schedule) ▶					
	15	Other assets (describe ▶)					
	16	Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	1,867,137.	1,829,979.	2,040,503.		
Liabilities	17	Accounts payable and accrued expenses					
	18	Grants payable					
	19	Deferred revenue					
	20	Loans from officers, directors, trustees, and other disqualified persons					
	21	Mortgages and other notes payable (attach schedule)					
	22	Other liabilities (describe ▶)					
	23	Total liabilities (add lines 17 through 22)					
Net Assets or Fund Balances		Foundations that follow SFAS 117, check here ▶ ☐					
		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	1,867,137.	1,829,979.			
	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)	1,867,137.	1,829,979.			
	31	Total liabilities and net assets/fund balances (see instructions)	1,867,137.	1,829,979.			

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	1,867,137.
2	Enter amount from Part I, line 27a	2	-37,093.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	1,830,044.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 2	5	65.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	1,829,979.

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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 PUBLICLY TRADED SECURITIES					
b					
c					
d					
e					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
a 873,798.		863,570.	10,228.		
b					
c					
d					
e					
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			10,228.		
b					
c					
d					
e					
2 Capital gain net income or (net capital loss)			2	18,982.	
{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }					
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):			3		
If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8					

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

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

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

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

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col. (c))
2010	99,133.	1,855,215.	0.053435
2009	92,303.	1,966,178.	0.046945
2008	111,258.	1,835,359.	0.060619
2007	103,380.	2,333,529.	0.044302
2006	125,771.	2,429,132.	0.051776
2 Total of line 1, column (d)			
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			
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5			
5 Multiply line 4 by line 3			
6 Enter 1% of net investment income (1% of Part I, line 27b)			
7 Add lines 5 and 6			
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.

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

1a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1		1	1,011.
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			
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	
3 Add lines 1 and 2		3	1,011.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	NONE
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	1,011.
6 Credits/Payments			
a 2011 estimated tax payments and 2010 overpayment credited to 2011	6a 1,080.		
b Exempt foreign organizations - tax withheld at source	6b NONE		
c Tax paid with application for extension of time to file (Form 8868)	6c 1,100.		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d		7	2,180.
8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached		8	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed		9	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid		10	1,169.
11 Enter the amount of line 10 to be Credited to 2012 estimated tax ► 1,012. Refunded ►		11	157.

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
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)?		X
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		
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?		X
If "Yes," attach a detailed description of the activities		
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? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?		X
If "Yes," attach the statement required by General Instruction T		
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? If "Yes," complete Part II, col (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ► TX		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	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)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		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?	13	X	
Website address <u>N/A</u>				
14	The books are in care of <u>JP MORGAN CHASE BANK, NA</u> Telephone no <u>(866) 888-5157</u> Located at <u>10 S DEARBORN ST; MC: IL1-0117, CHICAGO, IL</u> ZIP + 4 <u>60603</u>			
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 <u>15</u>			
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No X
See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country <u></u>				

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)?	1b	X
Organizations relying on a current notice regarding disaster assistance check here ☐		
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2011?	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 <u></u>		
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	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. <u></u>		
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	
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

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

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☐ Yes ☒ No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? ☐ Yes ☒ NoOrganizations relying on a current notice regarding disaster assistance check here ☐**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☒ No

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

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

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1** List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 3		23,352.	-0-	-0-

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

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

Total number of other employees paid over \$50,000 ☐ NONE

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Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3 Five highest-paid independent contractors for professional services** (see instructions). If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		NONE
Total number of others receiving over \$50,000 for professional services		NONE

Part IX-A Summary of Direct Charitable Activities

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

Expenses

1 NONE	
2	
3	
4	

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

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

Amount

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	1,910,966.
b	Average of monthly cash balances	1b	76,980.
c	Fair market value of all other assets (see instructions)	1c	NONE
d	Total (add lines 1a, b, and c)	1d	1,987,946.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	1,987,946.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	29,819.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,958,127.
6	Minimum investment return. Enter 5% of line 5	6	97,906.

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	97,906.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	1,011.
b	Income tax for 2011. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	1,011.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	96,895.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	96,895.
6	Deduction from distributable amount (see instructions)	6	NONE
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	96,895.

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	86,338.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	86,338.
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	N/A
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	86,338.

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				96,895.
2 Undistributed income, if any, as of the end of 2011:				
a Enter amount for 2010 only			80,165.	
b Total for prior years 20____, 20____, 20____		NONE		
3 Excess distributions carryover, if any, to 2011:				
a From 2006	NONE			
b From 2007	NONE			
c From 2008	NONE			
d From 2009	NONE			
e From 2010	NONE			
f Total of lines 3a through e	NONE			
4 Qualifying distributions for 2011 from Part XII, line 4 ▶ \$ 86,338.				
a Applied to 2010, but not more than line 2a . . .			80,165.	
b Applied to undistributed income of prior years (Election required - see instructions)		NONE		
c Treated as distributions out of corpus (Election required - see instructions)	NONE			
d Applied to 2011 distributable amount				6,173.
e Remaining amount distributed out of corpus . .	NONE			
5 Excess distributions carryover applied to 2011 . (If an amount appears in column (d), the same amount must be shown in column (a))	NONE			NONE
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e. Subtract line 5	NONE			
b Prior years' undistributed income Subtract line 4b from line 2b		NONE		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		NONE		
d Subtract line 6c from line 6b Taxable amount - see instructions		NONE		
e Undistributed income for 2010 Subtract line 4a from line 2a. Taxable amount - see instructions				
f Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2012				90,722.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions) . . .	NONE			
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions) . . .	NONE			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	NONE			
10 Analysis of line 9:				
a Excess from 2007 . . .	NONE			
b Excess from 2008 . . .	NONE			
c Excess from 2009 . . .	NONE			
d Excess from 2010 . . .	NONE			
e Excess from 2011 . . .	NONE			

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9)**NOT APPLICABLE**

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2011, enter the date of the ruling

b Check box to indicate whether the foundation is a private operating foundation described in section

4942(j)(3) or 4942(j)(5)

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

Tax year	Prior 3 years				(e) Total
	(a) 2011	(b) 2010	(c) 2009	(d) 2008	
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test - enter					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year - see instructions.)**1 Information Regarding Foundation Managers:**

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

N/A

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.

N/A

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:

Check here ☐ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

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

SEE STATEMENT 4

b The form in which applications should be submitted and information and materials they should include:

SEE ATTACHED STATEMENT FOR LINE 2

c Any submission deadlines:

SEE ATTACHED STATEMENT FOR LINE 2

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors:

SEE ATTACHED STATEMENT FOR LINE 2

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
SEE STATEMENT 6				
Total			▶ 3a	80,500.
b Approved for future payment				
Total			▶ 3b	

Form **990-PF** (2011)

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1	Program service revenue					
a	_____					
b	_____					
c	_____					
d	_____					
e	_____					
f	_____					
g	Fees and contracts from government agencies					
2	Membership dues and assessments					
3	Interest on savings and temporary cash investments					
4	Dividends and interest from securities			14	49,477.	
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	18,982.	
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory . . .					
11	Other revenue: a _____					
b	_____					
c	_____					
d	_____					
e	_____					
12	Subtotal. Add columns (b), (d), and (e)				68,459.	
13	Total. Add line 12, columns (b), (d), and (e)				68,459.	

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

NOT APPLICABLE

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

		Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?		
a	Transfers from the reporting foundation to a noncharitable exempt organization of:		
	(1) Cash	1a(1)	X
	(2) Other assets	1a(2)	X
b	Other transactions:		
	(1) Sales of assets to a noncharitable exempt organization	1b(1)	X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)	X
	(3) Rental of facilities, equipment, or other assets	1b(3)	X
	(4) Reimbursement arrangements	1b(4)	X
	(5) Loans or loan guarantees	1b(5)	X
	(6) Performance of services or membership or fundraising solicitations	1b(6)	X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c	X
d	If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.		

[illegible]

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

b If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship

**Sign
Here**

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

Anthony Ward
Signature of officer or trustee

06/18/2013

Title

May the IRS discuss this return with the preparer shown below (see instructions)? ☐ Yes ☐ No

**Paid
Preparer
Use Only**

Print/Type preparer's name

Preparer's signature

Date

Check ☐ if self-employed	PTIN
---	------

Firm's name ▶

Firm's EIN ▶

Firm's address ►

Phone no

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

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
FOREIGN TAXES	7.	7.
FEDERAL TAX PAYMENT - PRIOR YE	247.	
FEDERAL ESTIMATES - INCOME	1,080.	
FOREIGN TAXES ON QUALIFIED FOR	351.	351.
FOREIGN TAXES ON NONQUALIFIED	15.	15.
	-----	-----
TOTALS	1,700.	373.
	=====	=====

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

DESCRIPTION -----	AMOUNT -----
PRIOR PERIOD ADJUSTMENT	65.

TOTAL	65.
	=====

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

=====

OFFICER NAME:

JP MORGAN CHASE BANK, NA

ADDRESS:

10 S DEARBORN ST; MC: IL1-0117

CHICAGO, IL 60603

TITLE:

TRUSTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 2

COMPENSATION 23,352.

TOTAL COMPENSATION:

23,352.

=====

ANNA W THORNTON & ALEXANDER P THORNTON
FORM 990PF, PART XV - LINES 2a - 2d

75-6496915

=====

RECIPIENT NAME:

KONNIE DARROW, C/O JP MORGAN CHASE BANK, NA

ADDRESS:

420 THROCKMORTON, FL 3

FORT WORTH, TX 76102

RECIPIENT'S PHONE NUMBER: 817-884-4772

FORM, INFORMATION AND MATERIALS:

NONE

SUBMISSION DEADLINES:

NONE

RESTRICTIONS OR LIMITATIONS ON AWARDS:

ORGANIZATIONS PROVIDING WOMEN'S AND CHILDREN'S

CHILDREN'S SERVICES IN TARRANT COUNTY

RECEIVE FIRST PRIORITY

STATEMENT 4

RECIPIENT NAME:

PLANNED PARENTHOOD OF
DALLAS & NORTH TEXAS INC

ADDRESS:

7424 GREENVILLE AVE STE 206
DALLAS, TX 75231

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 35,000.

RECIPIENT NAME:

THE PARENTING CENTER

ADDRESS:

2928 W 5TH STREET
FORT WORTH, TX 76107

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 25,000.

RECIPIENT NAME:

FORT WORTH JUNIOR GOLF
FOUNDATION

ADDRESS:

PO BOX 4767
FORT WORTH, TX 76164

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 15,000.

RECIPIENT NAME:

YMCA OF ARLINGTON

ADDRESS:

2200 S DAVIS DR

ARLINGTON, TX 76013

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:

THE SALVATION ARMY

ADDRESS:

8787 N STEMMONS FWY STE 800

DALLAS, TX 75247

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 500.

TOTAL GRANTS PAID:

80,500.

=====



ANNA W & ALEXANDER P THORNTON CHAR ACCT. R77776004
For the Period 9/1/12 to 9/30/12

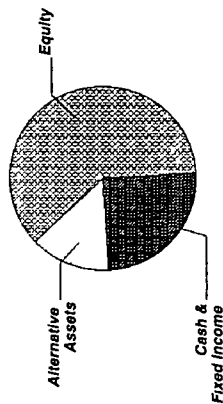
Account Summary

PRINCIPAL

Asset Allocation	Beginning Market Value	Ending Market Value	Change In Value	Estimated Annual Income	Current Allocation
Equity	1,020,550.61	1,027,174.26	6,623.65	8,799.78	61%
Alternative Assets	211,428.13	223,050.16	11,622.03	6,973.58	14%
Cash & Fixed Income	403,717.12	415,138.70	11,421.58	15,057.04	25%
Market Value	\$1,635,695.86	\$1,665,363.12	\$29,667.26	\$30,830.40	100%

INCOME

Cash Position	Beginning Market Value	Ending Market Value	Change In Value
Cash Balance	10,678.33	11,858.44	1,180.11
Accruals	2,099.96	2,010.40	(89.56)
Market Value	\$12,778.29	\$13,868.84	\$1,090.55



Asset Allocation

PRINCIPAL

Portfolio Activity	Current Period Value	Year-to-Date Value
Beginning Market Value	1,635,695.86	1,513,751.47
Additions		
Withdrawals & Fees	(1,035.25)	(67,509.45)
Net Additions/Withdrawals	(\$1,035.25)	(\$67,509.45)
Income	38.00	467.45
Change In Investment Value	30,664.51	218,653.65
Ending Market Value	\$1,665,363.12	\$1,665,363.12
Accruals	--	--
Market Value with Accruals	--	--

INCOME

	Current Period Value	Year-to-Date Value
	10,678.33	914.84
	457.03	69,957.48
	(1,535.27)	(93,510.31)
	(\$1,078.24)	(\$23,552.83)
	2,258.35	34,496.43
	\$11,858.44	\$11,858.44
	2,010.40	2,010.40
	\$13,868.84	\$13,868.84

J.P.Morgan



ANNA W & ALEXANDER P THORNTON CHAR ACCT. R77776004
For the Period 9/1/12 to 9/30/12

Account Summary CONTINUED

Tax Summary	Current Period Value	Year-to-Date Value
Domestic Dividends/Distributions	2,228.21	34,107.35
Foreign Dividends	28.58	361.73
Interest Income	1.56	27.35
Original Issue Discount	38.00	467.45
Taxable Income	\$2,296.35	\$34,963.88

	Current Period Value	Year-to-Date Value
LT Capital Gain Distributions		8,710.49
ST Realized Gain/Loss	2,205.30	(10,551.89)
LT Realized Gain/Loss	10,168.48	21,391.54
Realized Gain/Loss	\$12,373.78	\$19,550.14

	To-Date Value
Unrealized Gain/Loss	\$180,017.97

Cost Summary	Cost
Equity	880,826.86
Cash & Fixed Income	396,997.15
Total	\$1,277,824.01

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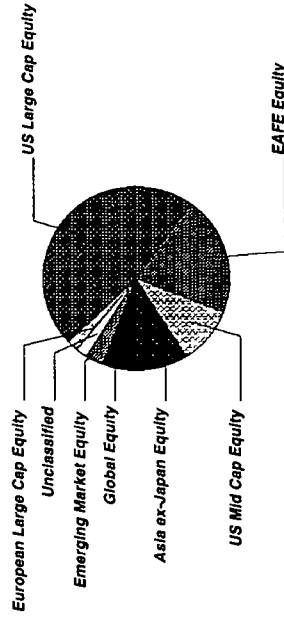


ANNA W & ALEXANDER P THORNTON CHAR ACCT. R77776004
For the Period 9/1/12 to 9/30/12

Equity Summary

Asset Categories	Beginning Market Value	Ending Market Value	Change In Value	Current Allocation
US Large Cap Equity	477,162 52	489,303 39	12,140 87	29%
US Mid Cap Equity	103,884 37	95,409 17	(8,475 20)	6%
EAFE Equity	214,073 83	219,836 94	5,763 11	13%
European Large Cap Equity	0 00	19,076 20	19,076 20	1%
Asia ex-Japan Equity	139,247 66	99,918 67	(39,328 99)	6%
Emerging Market Equity	42,503 29	39,004 57	(3,498 72)	2%
Global Equity	43,678 94	44,825 32	1,146 38	3%
Concentrated & Other Equity	0 00	0 00	0 00	
Unclassified	0 00	19,800 00	19,800 00	1%
Total Value	\$1,020,550.61	\$1,027,174.26	\$6,623.65	61%

Asset Categories



Market Value/Cost	Current Period Value
Market Value	1,027,174 26
Tax Cost	880,826 86
Unrealized Gain/Loss	146,347 40
Estimated Annual Income	8,799 78
Accrued Dividends	325 91
Yield	0 85 %

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ANNA W & ALEXANDER P THORNTON CHAR ACCT. R77776004
For the Period 9/1/12 to 9/30/12

Note: P Indicates position adjusted for Pending Trade Activity

Equity Detail

	Price	Quantity	Value	Adjusted Tax Cost Original Cost	Unrealized Gain/Loss	Est. Annual Inc. Accrued Div	Yield
US Large Cap Equity							
ABBOTT LABORATORIES 002824-10-0 ABT	68.56	42,000	2,879.52	2,675.66	203.86	85.68	2.98%
ACE LTD NEW H0023R-10-5 ACE	75.60	54,000	4,082.40	3,010.59	1,071.81	105.84 26.46	2.59%
ADOBE SYSTEMS INC 00724F-10-1 ADBE	32.44	23,000	746.01	734.77	11.24		
ALLERGAN INC 018490-10-2 AGN	91.58	25,000	2,289.50	2,161.63	127.87	5.00	0.22%
ALTERA CORP 021441-10-0 ALTR	34.00	75,000	2,550.00	2,855.66	(305.66)	30.00	1.18%
AMAZON COM INC 023135-10-6 AMZN	254.32	20,000	5,086.40	2,093.80	2,992.60		
ANADARKO PETROLEUM CORP 032511-10-7 APC	69.92	38,000	2,656.96	2,738.85	(81.89)	13.68	0.51%
APPLE INC. 037833-10-0 AAPL	667.11	30,000	20,013.15	2,670.73	17,342.42		
AT&T INC 00206R-10-2 T	37.70	98,000	3,694.60	3,364.67	329.93	172.48	4.67%
AUTOZONE INC 053332-10-2 AZO	369.67	6,000	2,218.02	1,889.58	328.44		
P BAIDU INC SPONS ADR 056752-10-8 BIDU	116.89	15,000	1,753.35	1,464.49	288.86		

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ANNA W & ALEXANDER P THORNTON CHAR ACCT. R77776004
For the Period 9/1/12 to 9/30/12

	Price	Quantity	Value	Adjusted Tax Cost Original Cost	Unrealized Gain/Loss	Est. Annual Inc. Accrued Div	Yield
US Large Cap Equity							
BANK OF AMERICA CORP							
060505-10-4 BAC	8.83	236 000	2,083.88	3,364.53	(1,280.65)	9.44	0.45%
BIOMED INC							
09062X-10-3 BIIB	149.21	28 000	4,177.88	1,426.55	2,751.33		
BROADCOM CORP							
CL A	34.57	41 000	1,417.37	1,436.70	(19.33)	16.40	1.16%
111320-10-7 BRCM							
CAPITAL ONE FINANCIAL CORP							
14040H-10-5 COF	57.01	43 000	2,451.43	1,959.25	492.18	8.60	0.35%
CARDINAL HEALTH INC							
14149Y-10-8 CAH	38.97	70 000	2,727.90	2,054.62	673.28	66.50	2.44%
						16.63	
CAREFUSION CORPORATION							
14170T-10-1 CFN	28.39	78 000	2,214.42	2,055.32	159.10		
CARNIVAL CORPORATION							
143658-30-0 CCL	36.43	50 000	1,821.50	1,843.73	(22.23)	50.00	2.74%
CELGENE CORPORATION							
151020-10-4 CELG	76.40	40 000	3,056.00	1,942.09	1,113.91		
CENTERPOINT ENERGY INC							
15189T-10-7 CNP	21.30	145 000	3,088.50	2,373.49	715.01	117.45	3.80%
CISCO SYSTEMS INC							
17275R-10-2 CSCO	19.10	200 000	3,819.00	2,077.77	1,741.23	112.00	2.93%
CITIGROUP INC NEW							
172967-42-4 C	32.72	108 000	3,533.76	3,795.46	(261.70)	4.32	0.12%
CITRIX SYSTEMS INC							
177376-10-0 CTXS	76.53	18 000	1,377.52	1,039.21	338.31		

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ANNA W & ALEXANDER P THORNTON CHAR ACCT. R77776004
For the Period 9/1/12 to 9/30/12

	Price	Quantity	Value	Adjusted Tax Cost Original Cost	Unrealized Gain/Loss	Est. Annual Inc Accrued Div	Yield
US Large Cap Equity							
CME GROUP INC CLASS A COMMON STOCK 12572Q-10-5 CME	57.29	55 000	3,150.95	3,137.74	13.21	99.00	3.14%
COGNIZANT TECHNOLOGY SOLUTIONS CORP CL A 192446-10-2 CTSH	69.89	43 000	3,005.27	2,198.64	806.63		
COMCAST CORP CL A 20030N-10-1 CMCS A	35.75	135 000	4,825.58	2,948.26	1,877.32	87.75	1.82%
COSTCO WHOLESALE CORP 22160K-10-5 COST	100.16	14 000	1,402.24	1,275.25	126.99	15.40	1.10%
COVIDIEN PLC NEW G2554F-11-3 COV	59.42	62 000	3,684.04	2,473.97	1,210.07	64.48	1.75%
CS QARN SPX 04/04/13 100/100/100/100-10%BUFFER- 10.5%CPN INITIAL LEVEL-03/16/12 SPX 1404.17 22546T-PK-1	105.47	35,000 000	36,914.50	34,650.00	2,264.50		
CSX CORP 126408-10-3 CSX	20.75	127 000	2,635.25	2,717.00	(81.75)	71.12	2.70%
E I DU PONT DE NEMOURS & CO 263534-10-9 DD	50.27	74 000	3,719.98	2,663.64	1,056.34	127.28	3.42%
EMERSON ELECTRIC CO 291011-10-4 EMR	48.27	75 000	3,620.25	3,838.91	(218.66)	120.00	3.31%
ENSCO PLC G3157S-10-6 ESV	54.56	44 000	2,400.64	2,133.71	266.93	64.90	2.70%
EOG RESOURCES INC 26875P-10-1 EOG	112.05	28 000	3,137.40	2,356.90	780.50	19.04	0.61%

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ANNA W & ALEXANDER P THORNTON CHAR ACCT. R77776004
For the Period 9/1/12 to 9/30/12

	Price	Quantity	Value	Adjusted Tax Cost Original Cost	Unrealized Gain/Loss	Est Annual Inc. Accrued Div	Yield
US Large Cap Equity							
EXXON MOBIL CORP 30231G-10-2 XOM	91.45	74,000	6,767.30	1,639.74	5,127.56	168.72	2.49%
FLUOR CORP 343412-10-2 FLR	56.28	29,000	1,632.12	1,426.02	206.10	18.56 4.64	1.14%
FREEMONT-MCMORAN COPPER & GOLD INC CLB 35671D-85-7 FCX	39.58	93,000	3,680.94	3,094.78	586.16	116.25	3.16%
GENERAL MILLS INC 370334-10-4 GIS	39.85	87,000	3,466.95	2,774.39	692.56	114.84	3.31%
GENERAL MOTORS CO 37045V-10-0 GM	22.75	108,000	2,457.00	3,357.21	(900.21)		
GOLDMAN SACHS GROUP INC 38141G-10-4 GS	113.68	36,000	4,092.48	3,372.01	720.47	66.24	1.62%
P GOOGLE INC CLA 38259P-50-8 GOOG	754.50	7,000	5,281.50	4,258.98	1,022.52		
GS CONT BUFF EQ SPX 07/10/13 80% CONTIN BARRIER- 10.5%CPN 15% CAP INITIAL LEVEL-06/22/12 SPX-1335.02 38143U-Z6-1	107.25	35,000,000	37,537.15	34,650.00	2,887.15		
HOME DEPOT INC 437076-10-2 HD	60.37	62,000	3,742.94	2,516.80	1,226.14	71.92	1.92%
HONEYWELL INTERNATIONAL INC 438516-10-6 HON	59.75	67,000	4,003.25	2,960.47	1,042.78	99.83	2.49%

J.P. Morgan



ANNA W & ALEXANDER P THORNTON CHAR ACCT. R77776004
For the Period 9/1/12 to 9/30/12

	Price	Quantity	Value	Adjusted Tax Cost Original Cost	Unrealized Gain/Loss	Est. Annual Inc Accrued Div	Yield
US Large Cap Equity							
HSBC BREN SPX 10/31/12	117 07	30,000 000	35,121 00	29,700 00	5,421.00		
10%BUFFER-2 XLEV- 9 45%CAP							
18 9%MAXRTRN							
INITIAL LEVEL-10/14/11 SPX 1,224 58							
4042K1-QJ-5							
HUMANA INC	70 15	29,000	2,034.35	2,140.13	(105.78)	30.16 7 54	1.48%
444859-10-2 HUM							
INTERCONTINENTAL EXCHANGE INC	133.41	11 000	1,467 51	1,261.65	205 86		
45865V-10-0 ICE							
INVESCO LTD	24 99	70 000	1,749 30	1,316 00	433 30	48.30	2 76%
G491BT-10-8 IVZ							
JOHNSON CONTROLS INC	27 40	150 000	4,110 00	3,153 99	956 01	108 00 27.00	2 63%
478366-10-7 JCI							
JPM LARGE CAP GROWTH FD - SEL	24 65	1,655.675	40,812 39	36,938.10	3,874 29	8.27	0 02%
FUND 3118							
4812C0-53-0 SEEG X							
JUNIPER NETWORKS INC	17 11	82 000	1,403 02	1,335 65	67 37		
48203R-10-4 JNPR							
KINDER MORGAN INC	35 52	42,000	1,491.84	1,308.29	183.55	58.80	3 94%
49456B-10-1 KMI							
KRAFT FOODS INC CLASS A	41.35	96 000	3,969 60	3,309 88	659 72	111 36 27.84	2 81%
50075N-10-4							
LAM RESEARCH CORP	31 78	41 000	1,302 98	1,600 54	(297 56)		
512807-10-8 LRCX							
LENNAR CORP	34 77	70,000	2,433 90	1,064 17	1,369 73	11 20	0 46%
526057-10-4 LEN							

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ANNA W & ALEXANDER P THORNTON CHAR ACCT. R77776004
For the Period 9/1/12 to 9/30/12

	Price	Quantity	Value	Adjusted Tax Cost Original Cost	Unrealized Gain/Loss	Est Annual Inc. Accrued Div	Yield
US Large Cap Equity							
LINKEDIN CORP - A							
53578A-10-8 LNKD	120.40	13 000	1,565.20	1,287.21	277.99		
LOWES COMPANIES INC							
548661-10-7 LOW	30.24	165 000	4,989.60	3,474.03	1,515.57	105.60	2.12%
MARATHON PETROLEUM CORPORATION							
56585A-10-2 MPC	54.59	42 000	2,292.78	1,976.44	316.34	58.80	2.56%
MASCO CORP							
574599-10-6 MAS	15.05	121 000	1,821.05	1,582.98	238.07	36.30	1.99%
MASTERCARD INC - CLASS A							
57636Q-10-4 MA	451.48	4,000	1,805.92	731.25	1,074.67	4.80	0.27%
MERCK AND CO INC							
58933Y-10-5 MRK	45.10	141 000	6,358.40	4,613.99	1,744.41	236.88 59.22	3.73%
METLIFE INC							
59156R-10-8 MET	34.46	120 000	4,135.20	3,994.80	140.40	88.80	2.15%
MICROSOFT CORP							
594918-10-4 MSFT	29.76	352 000	10,475.52	6,208.33	4,267.19	323.84	3.09%
NETAPP INC							
64110D-10-4 NTAP	32.88	58,000	1,907.04	2,155.20	(248.16)		
P NIKE INC B							
654106-10-3 NKE	94.91			0.00		6.12	1.52%
OCCIDENTAL PETROLEUM CORP							
674599-10-5 OXY	86.06	68 000	5,852.08	4,427.65	1,424.43	146.88 33.48	2.51%
ORACLE CORP							
68389X-10-5 ORCL	31.46	183 000	5,757.18	4,194.05	1,563.13	43.92	0.76%
PACCAR INC							
693718-10-8 PCAR	40.02	70 000	2,801.40	2,448.69	352.71	56.00	2.00%

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ANNA W & ALEXANDER P THORNTON CHAR ACCT. R77776004
For the Period 9/1/12 to 9/30/12

	Price	Quantity	Value	Adjusted Tax Cost Original Cost	Unrealized Gain/Loss	Est. Annual Inc. Accrued Div	Yield
US Large Cap Equity							
PEPSICO INC 713448-10-8 PEP	70.77	37.000	2,618.49	2,673.58	(55.09)	79.55	3.04%
PFIZER INC 717081-10-3 PFE	24.85	281.000	6,982.85	3,894.28	3,088.57	247.28	3.54%
PHILIP MORRIS INTERNATIONAL 718172-10-9 PM	89.94	42.000	3,777.48	3,481.35	296.13	142.80 35.70	3.78%
PIONEER NATURAL RESOURCES CO 723787-10-7 PXD	104.40	22.000	2,296.80	2,042.56	254.24	1.76 0.88	0.08%
PROCTER & GAMBLE CO 742718-10-9 PG	69.36	74.000	5,132.64	3,988.48	1,144.16	166.35	3.24%
PRUDENTIAL FINANCIAL INC 744320-10-2 PRU	54.51	57.000	3,107.07	2,088.61	1,018.46	82.65	2.66%
QUALCOMM INC 747525-10-3 QCOM	62.47	89.000	5,559.83	3,559.39	2,000.44	89.00	1.60%
SCHLUMBERGER LTD 806857-10-8 SLB	72.33	73.000	5,280.09	6,093.29	(813.20)	80.30 20.08	1.52%
TARGET CORP 87612E-10-6 TGT	63.47	25.000	1,586.75	1,622.79	(36.04)	36.00	2.27%
TD AMERITRADE HOLDING CORPORATION 87236Y-10-8 AMTD	15.37	64.000	983.68	983.33	0.35	15.36	1.56%
THE ESTEE LAUDER COMPANIES INC CL A 518439-10-4 EL	61.57	26.000	1,600.82	1,317.14	283.68	13.65	0.85%
P TIME WARNER INC NEW 887317-30-3 TWX	45.34	180.000	8,160.30	4,595.07	3,565.23	187.20	2.29%

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ANNA W & ALEXANDER P THORNTON CHAR ACCT. R7776004
For the Period 9/1/12 to 9/30/12

	Price	Quantity	Value	Adjusted Tax Cost Original Cost	Unrealized Gain/Loss	Est. Annual Inc. Accrued Div	Yield
US Large Cap Equity							
TIME WARNER CABLE INC 88732J-20-7 TWC	95.06	16 000	1,520 96	1,353 04	167 92	35 84	2.36 %
TYCO INTERNATIONAL LTD H89128-10-4 TYC	56.26	66 000	3,713 16	2,620.14	1,093 02	39.60	1 07 %
UBS CONT BUFF EQ SPX 06/12/13 80% CONTIN BARRIER- 13%CPN 15% CAP INITIAL LEVEL-05/25/12 SPX 1317.82 902674-HR-4	108 35	35,000,000	37,922 50	34,650 00	3,272 50		
UNITEDHEALTH GROUP INC 91324P-10-2 UNH	55.41	61 000	3,380 01	2,636 00	744 01	51.85	1 53 %
UNITED TECHNOLOGIES CORP 913017-10-9 UTX	78 29	87 000	6,811.23	5,177 04	1,634 19	186 18	2 73 %
VERIZON COMMUNICATIONS INC 92343V-10-4 VZ	45 57	90,000	4,101.30	3,094 09	1,007.21	185 40	4 52 %
VERTEX PHARMACEUTICALS INC 92532F-10-0 VRTX	55 89	31,000	1,732.59	972 21	760 38		
WALTER ENERGY INC 93317Q-10-5 WLT	32.46	42 000	1,363 32	2,344 78	(981 46)	21 00	1.54 %
WELLS FARGO & CO 949746-10-1 WFC	34 53	272,000	9,392.16	6,450 46	2,941 70	239 36	2.55 %
WILLIAMS COMPANIES INC 969457-10-0 WMB	34 97	48 000	1,678 56	1,161 66	516 90	60 00	3 57 %
YUM BRANDS INC 988498-10-1 YUM	66 34	61 000	4,046 74	2,091.95	1,954.79	81.74	2 02 %
Total US Large Cap Equity			\$489,303.39	\$390,587.83	\$98,715.56	\$5,643.50 \$265.59	1.15 %

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ANNA W & ALEXANDER P THORNTON CHAR ACCT. R77776004
For the Period 9/1/12 to 9/30/12

	Price	Quantity	Value	Adjusted Tax Cost Original Cost	Unrealized Gain/Loss	Est Annual Inc. Accrued Div	Yield
US Mid Cap Equity							
JPM MARKET EXPANSION INDEX FD - SEL FUND 3708 4812C1-63-7 PGM1 X	10.92	4,081,297	44,567.76	35,023.27	9,544.49	387.72 48.08	0.87%
JPM TR 1 MIDCAP CORE - SEL 4812L-75-9 JMRS X	17.78	2,859,472	50,841.41	46,698.50	4,142.91	111.51	0.22%
Total US Mid Cap Equity			\$95,409.17	\$81,721.77	\$13,687.40	\$499.23 \$48.08	0.52%

EAFE Equity

ARTISAN INTL VALUE FUND - INV 04314H-88-1 ARTK X	28.72	1,883,528	54,094.92	49,234.71	4,860.21	26.36	0.05%
CS BREN EAFE 04/10/13 10%BUFFER-2 XLEV- 9 25%CAP 18.5%MAXRTRN INITIAL LEVEL-03/23/12 SX5E.2525 43 UKX.852.53 TPX 852 53 22546T-PZ-8	98.80	20,000,000	19,760.00	19,800.00	(40.00)		
GS BREN EAFE 06/12/13 10%BUFFER-2 XLEV- 10.9%CAP 21.8%MAXRTRN INITIAL LEVEL-05/25/12 SX5E 21618 7 UKX 5388 28 TPX 722 11 38143U-V8-1	109.83	20,000,000	21,966.80	19,800.00	2,166.80		
GS BREN EAFE 05/07/13 10%BUFFER-2 XLEV- 9 35%CAP 18.7%MAXRTRN INITIAL LEVEL-04/20/12: SX5E.2311 27 UKX.5772 15 TPX.811.94 38143U-2L-4	102.73	20,000,000	20,545.80	19,800.00	745.80		

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ANNA W & ALEXANDER P THORNTON CHAR ACCT. R77776004
For the Period 9/1/12 to 9/30/12

	Price	Quantity	Value	Adjusted Tax Cost Original Cost	Unrealized Gain/Loss	Est. Annual Inc. Accrued Div.	Yield
EAFE Equity							
HSBC BREN EAFE 03/06/13 10%BUFFER-2 XLEV- 9 5%CAP 19% MAXRTN INITIAL LEVEL-02/17/12 SX5E 2520 31 UKX 5905 07 TPX:810.45 4042K1-XT-5	99 28	20,000.000	19,856.00	19,800.00	56.00		
JPM INTL VALUE FD - SEL FUND 1296 4812A0-56-5 JIES X	12 13	2,904 454	35,231.03	37,050.66	(1,819.63)	1,240.20	3.52%
T. ROWE PRICE OVERSEAS STOCK FUND 77956H-75-7 TROS X	8 18	5,914.718	48,382.39	43,000.00	5,382.39	1,005.50	2.08%
Total EAFE Equity			\$219,836.94	\$208,485.37	\$11,351.57	\$2,272.06	1.03%
European Large Cap Equity							
DB MARKET PLUS SX5E 03/19/14 80% CONTIN BARRIER- 7 6%CPN UNCAPPED INITIAL LEVEL-09/14/12 SX5E 2594 56 2515A1-LR-0	95 38	20,000 000	19,076.20	19,750.00	(673.80)		

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ANNA W & ALEXANDER P THORNTON CHAR ACCT. R77776004
For the Period 9/1/12 to 9/30/12

	Price	Quantity	Value	Adjusted Tax Cost Original Cost	Unrealized Gain/Loss	Est Annual Inc. Accrued Div.	Yield
Asia ex-Japan Equity							
BARC BREN ASIA BASKET 08/21/13							
10%BUFFER-2 XLEV- 7%CAP	103.63	20,000 000	20,726.00	19,800.00	926.00		
14%MAXRTRN							
INITIAL LEVEL-08/03/12 ASIA BSKT 100							
06741J-L4-9							
CS BREN ASIA BASKET 07/03/13							
10%BUFFER-2 XLEV- 9%CAP	106.40	20,000 000	21,280.00	19,800.00	1,480.00		
18%MAXRTRN							
INITIAL LEVEL-06/15/12 ASIA BSKT 100							
22546T-VD-0							
MATTHEWS PACIFIC TIGER INSTL FUND							
577130-83-4 MIPT X	23.48	2,466.468	57,912.67	50,560.41	7,352.26	374.90	0.65%
Total Asia ex-Japan Equity			\$99,918.67	\$90,160.41	\$9,758.26	\$374.90	0.38%
Emerging Market Equity							
GS BREN EEM 11/05/12							
10%BUFFER-2 XLEV- 12 15%CAP	114.14	20,000.000	22,827.80	19,800.00	3,027.80		
22.2%MAXRTRN							
INITIAL LEVEL-10/19/11 EEM :38.52							
38143U-YK-1							
P JPM EM MKTS EQUITY FD - SEL							
FUND 1235	22.44	720 890	16,176.77	10,921.48	5,255.29	10.09	0.06%
4812A0-62-3 JEMS X							
Total Emerging Market Equity			\$39,004.57	\$30,721.48	\$8,283.09	\$10.09	0.02%

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ANNA W & ALEXANDER P THORNTON CHAR ACCT. R77776004
For the Period 9/1/12 to 9/30/12

	Price	Quantity	Value	Adjusted Tax Cost Original Cost	Unrealized Gain/Loss	Est. Annual Inc Accrued Div.	Yield
Global Equity							
BNP DELTA ONE MSCI WORLD TR 6/14/13 100%A F, UNCAPPED INITIAL LEVEL5/25/12 NDDUWI:3000.541 05567L-5F-0	110.78	20,000,000	22,156.52	19,800.00	2,356.52		
DB DELTA ONE MSCI WORLD TR 6/19/13 100%A F, UNCAPPED INITIAL LEVEL-6/1/12 NDDUWI 2912 555 2515A1-K7-5	113.34	20,000,000	22,668.80	19,800.00	2,868.80		
Total Global Equity			\$44,825.32	\$39,600.00	\$5,225.32	\$0.00	0.00 %
Concentrated & Other Equity							
P CBS CORP CLASS B W/I 124857-20-2 CBS	36.33			0.00		12.24	1.32 %
Unclassified							
P BARC PARTICIPATING GOLD NOTE 10/09/13 LNKD TO GOLDLNP 85%BARRIER, 17 50%MAXRTN, UNCAPPED 9/28/12, INITIAL STRIKE 1776.00 06741T-HL-4	99.00	20,000,000	19,800.00	19,800.00			

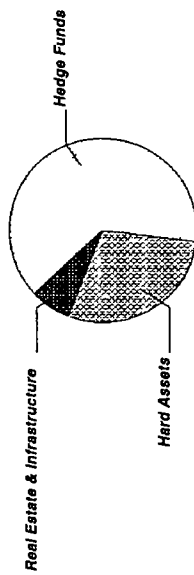
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ANNA W & ALEXANDER P THORNTON CHAR ACCT. R77776004
For the Period 9/1/12 to 9/30/12

Alternative Assets Summary

Asset Categories	Beginning Estimated Value	Ending Estimated Value	Change In Value	Current Allocation
Hedge Funds	119,166.89	142,670.49	23,503.60	9%
Real Estate & Infrastructure	18,214.10	17,779.02	(435.08)	1%
Hard Assets	74,047.14	62,600.65	(11,446.49)	4%
Total Value	\$211,428.13	\$223,050.16	\$11,622.03	14%



Alternative Assets as a percentage of your portfolio - 14 %



ANNA W & ALEXANDER P THORNTON CHAR ACCT. R77776004
For the Period 9/1/12 to 9/30/12

Note P Indicates position adjusted for Pending Trade Activity.

Alternative Assets Detail

	Price	Quantity	Estimated Value	Cost
Hedge Funds				
P AIM INVT FDS BAL RISK ALL Y 00141V-69-7 ABRY	13 16	2,317 321	30,495 94	30,495 95
ARBITRAGE FUNDS - I CL I 03875R-20-5 ARBN X	13 05	1,505 112	19,641 71	19,656 76
P EATON VANCE FLOATING-RATE ADVANTAGE I 277923-63-7 EIFA X	11 04	3,683 086	40,661 27	40,108.80
P EATON VANCE MUT FDS TR GB MACRO ABSOLUTE RTN I 277923-72-8 EIGM X	9 96	3,065 783	30,535 20	31,359.39
GATEWAY FUND - Y 367829-88-4 GTEY X	27.51	775.586	21,336.37	20,087 67
Total Hedge Funds			\$142,670.49	\$141,708.57

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ANNA W & ALEXANDER P THORNTON CHAR ACCT. R77776004
For the Period 9/1/12 to 9/30/12

	Quantity/Original Commitment Amount	Cost/Net Capital Called Since Inception	Net Distributions Since Inception	Estimated Value	Est. Annual Inc. Accrued Div.	Yield
Real Estate & Infrastructure						
JPM US REAL ESTATE FD - SEL FUND 3037 4812CO-61-3 SUJE X	988.82	14,684.00		17,779.02	369.81 114.16	2.08%

Amounts shown above under "Estimated Value" for private equity funds are estimates based on the latest fund values received from each underlying fund, which value may be as of a date (underlying fund value date) prior to the period covered by this statement. The values provided by the underlying fund have been adjusted for any cash flows between your account and such fund that have occurred subsequent to the underlying fund value date to derive the "Estimated Value". Therefore, such "Estimated Value" may not reflect the value of your interest shown on any fund's actual books and records as of the date of this statement. For additional information, please contact your J.P. Morgan representative.

For private equity funds, Estimated Values are based on estimates provided by the underlying funds that are generally presented on a US GAAP basis (i.e., "marked-to-market"). However, some of these value, or "marked-to-market". Most of these underlying funds also present their audited financial statements on a US GAAP basis (i.e., "marked-to-market"). However, some of these underlying funds present their audited financial statements using the Income Tax Basis of Accounting, which records investments "at cost" based on the accrual basis of accounting for Federal income taxes. Where the underlying fund provides periodic estimates on a "marked-to-market" basis but reflects investments "at cost" in its audited financial statements, the marked-to-market Estimated Value shown herein for a private equity fund may be materially different from the value reflected on such fund's audited financial statements (which are also based on the audited financial statements of the underlying fund).

	Price	Quantity	Estimated Value	Cost
Hard Assets				
P HIGHBRIDGE DYNAMIC COMM STRG FD -SEL 48121A-67-0 HDCS X	16.25	2,530.117	41,114.40	35,634.82
P SPDR GOLD TRUST 78463V-10-7 GLD	171.89	125.000	21,486.25	15,493.75
Total Hard Assets			\$62,600.65	\$51,128.57

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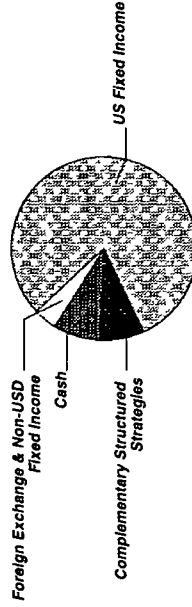


ANNA W & ALEXANDER P THORNTON CHAR ACCT. R7776004
For the Period 9/1/12 to 9/30/12

Cash & Fixed Income Summary

Asset Categories	Beginning Market Value	Ending Market Value	Change In Value	Current Allocation
Cash	45,313.67	41,191.20	(4,122.47)	2%
US Fixed Income	310,346.87	325,367.84	15,020.97	20%
Complementary Structured Strategies	27,999.00	28,213.50	214.50	2%
Foreign Exchange & Non-USD Fixed Income	20,057.58	20,366.16	308.58	1%
Total Value	\$403,717.12	\$415,138.70	\$11,421.58	25%

Market Value/Cost	Current Period Value
Market Value	415,138.70
Tax Cost	396,997.15
Unrealized Gain/Loss	18,141.55
Estimated Annual Income	15,057.04
Accrued Interest	1,182.61
Yield	3.62%



Cash & Fixed Income as a percentage of your portfolio - 25 %

SUMMARY BY MATURITY

Cash & Fixed Income	Market Value	% of Bond Portfolio
0-6 months ¹	400,818.20	98%
6-12 months ¹	14,320.50	2%
Total Value	\$415,138.70	100%

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

SUMMARY BY TYPE

Cash & Fixed Income	Market Value	% of Bond Portfolio
Cash	41,191.20	8%
International Bonds	61,380.91	12%
Mutual Funds	284,353.09	75%
Complementary Structure	28,213.50	5%
Total Value	\$415,138.70	100%

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ANNA W & ALEXANDER P THORNTON CHAR ACCT. R7776004
For the Period 9/1/12 to 9/30/12

Note. O - Bonds purchased at a discount show accretion

¹ This is the Annual Percentage Yield (APY) which is the rate earned if balances remain on deposit for a full year with compounding. There is no change in the interest rate and all interest is left in the account.

Cash & Fixed Income Detail

	Price	Quantity	Value	Adjusted Tax Cost	Unrealized	Est Annual Income	Yield
				Original Cost	Gain/Loss	Accrued Interest	
Cash							
US DOLLAR PRINCIPAL	1.00	59,429.05	59,429.05	59,429.05		17.82	0.03% ¹
COST OF PENDING PURCHASES	1.00	(64,103.92)	(64,103.92)	(64,103.92)			
PROCEEDS FROM PENDING SALES	1.00	45,866.07	45,866.07	45,866.07			
Total Cash			\$41,191.20	\$41,191.20	\$0.00	\$17.82	0.04%
US Fixed Income							
JPM STR INC OPP FD FUND 3844 4812A4-35-1	11.74	5,228.36	61,380.91	52,306.69	9,074.22	2,096.57 193.45	3.42%
DOUBLELINE FDS TR TTL RTN BD I 258620-10-3	11.40	3,579.95	40,811.41	40,505.39	306.02	2,545.34 190.21	6.24%
EATON VANCE FLOATING RATE I 277911-49-1	9.09	4,173.52	37,937.29	35,767.05	2,170.24	1,648.54 181.78	4.35%
JPM HIGH YIELD FD - SEL FUND 3580 4812C0-80-3	8.08	4,997.39	40,378.88	39,479.35	899.53	2,653.61 219.88	6.57%
JPM TR I INFL MANAGED BD - SEL 48121A-56-3	10.84	5,610.59	60,818.84	59,360.08	1,458.76	1,329.71 56.11	2.19%

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ANNA W & ALEXANDER P THORNTON CHAR ACCT. R77776004
For the Period 9/1/12 to 9/30/12

	Price	Quantity	Value	Adjusted Tax Cost Original Cost	Unrealized Gain/Loss	Est. Annual Income Accrued Interest	Yield
US Fixed Income							
RIDGEWORTH FDS SEIX FLRT HI I 76628T-67-8	8.93	9,411.03	84,040.51	79,146.77	4,893.74	4,197.31 341.18	4.99%
Total US Fixed Income			\$325,367.84	\$306,565.33	\$18,802.51	\$14,471.08 \$1,182.61	4.45%
Complementary Structured Strategies							
O DB 95% PPN FX BASKET 2/1/13 LINKED TO MXN INR CNY & RUB VS USD 1 40XLEV, UNCAPPED 7/29/11 2515A1-B5-9	92.62	15,000.00	13,893.00	14,965.65 14,812.50	(1,072.65)		
O BARC 93% PPN CURRENCY BASKET 9/13/13 LINKED TO 3 CURRENCY BSKTS 50% 35% & 15% WEIGHT, UNCAPPED 9/9/11 06738K-UP-4	95.47	15,000.00	14,320.50	15,124.97 14,775.00	(804.47)		
Total Complementary Structured Strategies			\$28,213.50	\$30,090.62 \$29,587.50	(\$1,877.12)	\$0.00	0.00%
Foreign Exchange & Non-USD Fixed Income							
JPM INTL CURRENCY INCOME FD 4812A3-29-6	11.22	1,815.17	20,366.16	19,150.00	1,216.16	568.14	2.79%

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ANNA W & ALEXANDER P THORNTON CHAR F ACCT. R7776301
For the Period 9/1/12 to 9/30/12

Account Summary

PRINCIPAL

Asset Allocation	Beginning Market Value	Ending Market Value	Change In Value	Estimated Annual Income	Current Allocation
Cash & Fixed Income	364,447.93	363,281.53	(1,166.40)	13,631.81	100%
Market Value	\$364,447.93	\$363,281.53	(\$1,166.40)	\$13,631.81	100%

INCOME

Cash Position	Beginning Market Value	Ending Market Value	Change In Value
Cash Balance	456.93	0.00	(456.93)
Accruals	2,767.15	4,309.53	1,542.38
Market Value	\$3,224.08	\$4,309.53	\$1,085.45

PRINCIPAL

Portfolio Activity	Current Period Value	Year-to-Date Value
Beginning Market Value	364,447.93	369,105.13
Withdrawals & Fees		
Net Additions/Withdrawals	\$0.00	\$0.00
Income		
Change In Investment Value	(1,166.40)	(5,823.60)
Ending Market Value	\$363,281.53	\$363,281.53
Accruals	--	--
Market Value with Accruals	--	--

INCOME

	Current Period Value	Year-to-Date Value
	456.93	0.00
	(457.03)	(14,123.98)
	(\$457.03)	(\$14,123.98)
	0.10	14,123.98
	\$0.00	\$0.00
	4,309.53	4,309.53
	\$4,309.53	\$4,309.53

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ANNA W & ALEXANDER P THORNTON CHAR F ACCT. R7776301
For the Period 9/1/12 to 9/30/12

Account Summary

CONTINUED

Tax Summary	Current Period Value	Year-to-Date Value
Interest Income	0.10	14,182.68
Accrued Interest Current Year		(58.70)
Taxable Income	\$0.10	\$14,123.98

	Current Period Value	Year-to-Date Value
LT Realized Gain/Loss		(611.33)
Realized Gain/Loss		(\$611.33)

	To-Date Value
Unrealized Gain/Loss	\$30,505.61

Cost Summary	Cost
Cash & Fixed Income	332,775.92
Total	\$332,775.92

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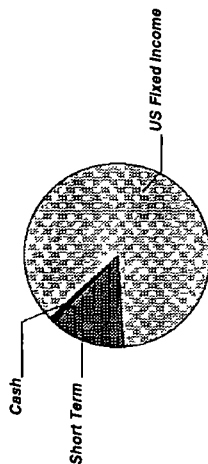


ANNA W & ALEXANDER P THORNTON CHAR F ACCT. R77776301
For the Period 9/1/12 to 9/30/12

Cash & Fixed Income Summary

Asset Categories	Beginning Market Value	Ending Market Value	Change In Value	Current Allocation
Cash	1,872.38	1,872.38	0.00	1%
Short Term	46,005.90	45,889.25	(116.65)	13%
US Fixed Income	316,569.65	315,519.90	(1,049.75)	86%
Total Value	\$364,447.93	\$363,281.53	(\$1,166.40)	100%

Market Value/Cost	Current Period Value
Market Value	363,281.53
Tax Cost	332,775.92
Unrealized Gain/Loss	30,505.61
Estimated Annual Income	13,631.81
Accrued Interest	4,309.53
Yield	0.55%



Cash & Fixed Income as a percentage of your portfolio - 100%

SUMMARY BY MATURITY

Cash & Fixed Income	Market Value	% of Bond Portfolio
0-6 months ¹	6,903.63	1%
6-12 months ¹	40,858.00	11%
1-5 years ¹	234,096.50	66%
5-10 years ¹	81,423.40	22%
Total Value	\$363,281.53	100%

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

SUMMARY BY TYPE

Cash & Fixed Income	Market Value	% of Bond Portfolio
Cash	1,872.38	1%
Corporate Bonds	5,031.25	1%
Govt and Agency Bonds	356,377.90	98%
Total Value	\$363,281.53	100%

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ANNA W & ALEXANDER P THORNTON CHAR F ACCT. R77776301
For the Period 9/1/12 to 9/30/12

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

Cash & Fixed Income Detail

	Price	Quantity	Value	Adjusted Tax Cost Original Cost	Unrealized Gain/Loss	Est Annual Income Accrued Interest	Yield
Cash							
US DOLLAR PRINCIPAL	1.00	1,872.38	1,872.38	1,872.38		0.56	0.03% ¹
Short Term							
FNMA 4.75% 11/19/12 31398A-HZ-8 AA+ /AAA	100.63	5,000.00	5,031.25	5,461.40	(430.15)	237.50 87.08	0.06%
US TREAS 3.625% 05/15/13 912828-BA-7 NR /AAA	102.15	40,000.00	40,858.00	41,692.18	(834.18)	1,450.00 547.68	0.19%
Total Short Term			\$45,889.25	\$47,153.58	(\$1,264.33)	\$1,687.50 \$634.76	0.18%
US Fixed Income							
FNMA 4.625% 10/15/13 31359M-TG-8 AA+ /AAA	104.48	40,000.00	41,793.20	40,504.29	1,288.91	1,850.00 853.04	0.30%
US TREAS 4% 02/15/14 912828-CA-6 NR /AAA	105.19	10,000.00	10,518.80	9,873.44	645.36	400.00 51.08	0.22%
FHLMC 5.000% 07/15/2014 DTD 07/16/2004 3134A4-UU-6 AAA /AAA	108.32	10,000.00	10,832.20	10,121.40	710.80	500.00 105.55	0.33%
FHLLB 5.5% 08/13/14 3133XL-JP-9 AA+ /AAA	109.71	10,000.00	10,971.10	11,556.64	(585.54)	550.00 73.33	0.28%

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ANNA W & ALEXANDER P THORNTON CHAR F ACCT. R77776301
For the Period 9/1/12 to 9/30/12

	Price	Quantity	Value	Adjusted Tax Cost Original Cost	Unrealized Gain/Loss	Est Annual Income Accrued Interest	Yield
US Fixed Income							
US TREAS 4.125% 05/15/15 912828-DV-9 NR /AAA	109.99	15,000.00	16,498.80	14,689.45	1,809.35	618.75 233.70	0.30%
US TREAS 4.5% 11/15/15 912828-EN-6 NR /AAA	112.90	40,000.00	45,159.20	37,845.31	7,313.89	1,800.00 679.88	0.35%
US TREAS 5.125% 05/15/16 912828-FF-2 NR /AAA	116.91	25,000.00	29,228.50	25,979.49	3,249.01	1,281.25 483.95	0.42%
FNMA 5.375% 07/15/16 31359M-S6-1 AA+ /AAA	117.86	10,000.00	11,786.00	10,184.13	1,601.87	537.50 113.47	0.60%
FNMA 5% 02/13/17 31359M-4D-2 AA+ /AAA	118.60	15,000.00	17,790.30	14,370.61	3,419.69	750.00 99.99	0.67%
US TREAS 4.5% 05/15/17 912828-GS-3 NR /AAA	117.97	20,000.00	23,593.80	20,525.77	3,068.03	900.00 339.94	0.56%
US TREAS 1.875% 08/31/17 912828-NW-6 NR /AAA	106.16	15,000.00	15,924.60	15,887.70	36.90	281.25 25.98	0.60%
FHLB 5% 11/17/17 3133XM-Q8-7 AA+ /AAA	121.28	10,000.00	12,128.30	10,157.37	1,970.93	500.00 186.11	0.76%
US TREAS 3.375% 11/15/19 912828-LY-4 NR /AAA	115.99	15,000.00	17,398.80	14,635.61	2,763.19	506.25 191.20	1.04%
US TREAS 3.625% 02/15/21 912828-PX-2 NR /AAA	118.44	35,000.00	41,453.30	36,991.80	4,461.50	1,268.75 162.01	1.29%
US TREAS 2% 11/15/21 912828-RR-3 NR /AAA	104.43	10,000.00	10,443.00	10,426.95	16.05	200.00 75.54	1.48%
Total US Fixed Income			\$315,519.90	\$283,749.96	\$31,769.94	\$11,943.75 \$3,674.77	0.61%

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ANNA W & ALEXANDER P THORNTON CHAR F ACCT: R77776301
For the Period 9/1/12 to 9/30/12

Portfolio Activity Summary

Transactions	PRINCIPAL		INCOME	
	Current Period Value	Year-To-Date Value*	Current Period Value	Year-To-Date Value*
Beginning Cash Balance	1,872.38	--	456.93	--
INFLOWS				
Income			0.10	14,123.98
Total Inflows	\$0.00	\$0.00	\$0.10	\$14,123.98
OUTFLOWS **				
Withdrawals			(457.03)	(14,123.98)
Total Outflows	\$0.00	\$0.00	(\$457.03)	(\$14,123.98)
TRADE ACTIVITY				
Settled Sales/Maturities/Redemptions		25,000.00		
Settled Securities Purchased		(26,314.65)		
Total Trade Activity	\$0.00	(\$1,314.65)	\$0.00	\$0.00
Ending Cash Balance	\$1,872.38	--	\$0.00	--

* Year to date information is calculated on a fiscal year basis, beginning Oct 1, 2011
** Your account's standing instructions use a HIGH COST method for relieving assets from your position

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ANNA W & ALEXANDER P THORNTON CHAR F ACCT. R77776301
For the Period 9/1/12 to 9/30/12

Portfolio Activity Detail

INFLOWS & OUTFLOWS

Settle Date	Type	Description	Quantity Cost	Per Unit Amount	PRINCIPAL Amount	INCOME Amount
	Selection Method					
9/4	Interest Income	DEPOSIT SWEEP INTEREST FOR AUG @ 03% RATE ON NET AVG COLLECTED BALANCE OF \$3,823.85 AS OF 09/01/12				0.10
9/17	Memo Entry	FEE CHARGED TO ACCOUNT R77776004 JPMORGAN CHASE TRUST FEE FOR THE PERIOD 08-17-2012 TO 09-16-2012 INC \$200.63 PRINC \$200.62				
9/28	Misc Disbursement	FUNDS TRANSFERRED FROM TRUST AC# R77776301 TO AC# TRANSFER 100% OF INCOME TO RELATED ACCOUNT				(457.03)
Total Inflows & Outflows						(\$456.93)

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