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

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

OMB No 1545-0052

2011

For calendar year 2011 or tax year beginning OCT 1, 2011 **, and ending** SEP 30, 2012

Name of foundation
DAVID AND EULA WINTERMANN FOUNDATION

A Employer identification number 76-0082100

Number and street (or P O box number if mail is not delivered to street address) P.O. BOX 337 | Room/suite

B Telephone number 9792345551

City or town, state, and ZIP code
EAGLE LAKE, TX 77434

C If exemption application is pending, check here ▶ ☐

G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change

D 1. Foreign organizations, check here ▶ ☐

2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐

I Fair market value of all assets at end of year *(from Part II, col (c), line 16)* ▶$ 13,996,885.

J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) ____ *(Part I, column (d) must be on cash basis)*

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))

	Line		(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	0.		N/A	
	2	Check ▶ ☒ if the foundation is not required to attach Sch B				
	3	Interest on savings and temporary cash investments	155,240.	155,240.		STATEMENT 1
	4	Dividends and interest from securities	264,550.	264,550.		STATEMENT 2
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	427,814.			
	b	Gross sales price for all assets on line 6a 3,797,597.				
	7	Capital gain net income (from Part IV, line 2)		427,814.		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss)				
	11	Other income	4,330.	4,330.		STATEMENT 3
	12	**Total.** Add lines 1 through 11	851,934.	851,934.		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	80,000.	0.		40,000.
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees				
	b	Accounting fees STMT 4	6,798.	0.		6,798.
	c	Other professional fees STMT 5	132,693.	24,158.		108,535.
	17	Interest				
	18	Taxes STMT 6	23,396.	23,396.		0.
	19	Depreciation and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings	2,200.	1,100.		1,100.
	22	Printing and publications				
	23	Other expenses STMT 7	6,648.	2,040.		4,608.
	24	**Total operating and administrative expenses.** Add lines 13 through 23	251,735.	50,694.		161,041.
	25	Contributions, gifts, grants paid	567,285.			567,285.
	26	**Total expenses and disbursements** Add lines 24 and 25	819,020.	50,694.		728,326.
	27	Subtract line 26 from line 12:				
	a	Excess of revenue over expenses and disbursements	32,914.			
	b	**Net investment income** (if negative, enter -0-)		801,240.		
	c	**Adjusted net income** (if negative, enter -0-)			N/A	

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Part II Balance Sheets

		Attached schedules and amounts in the description column should be for end-of-year amounts only	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing	66,147.	18,136.	18,136.
	2	Savings and temporary cash investments	436,289.	315,160.	315,160.
	3	Accounts receivable ▶			
		Less: allowance for doubtful accounts ▶			
	4	Pledges receivable ▶			
		Less: allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons			
	7	Other notes and loans receivable ▶			
		Less: allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments - U.S. and state government obligations STMT 9	2,232,447.	2,307,031.	2,450,267.
	b	Investments - corporate stock STMT 10	8,229,365.	8,511,773.	10,911,215.
	c	Investments - corporate bonds STMT 11	1,653,224.	1,543,502.	1,662,150.
	11	Investments - land, buildings, and equipment basis ▶			
		Less accumulated depreciation ▶			
	12	Investments - mortgage loans			
	13	Investments - other STMT 12	1,340,994.	1,301,283.	1,417,018.
	14	Land, buildings, and equipment: basis ▶			
		Less accumulated depreciation ▶			
	15	Other assets (describe ▶)			
	16	**Total assets** (to be completed by all filers)	13,958,466.	13,996,885.	16,773,946.
Liabilities	17	Accounts payable and accrued expenses		5,505.	
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities** (add lines 17 through 22)	0.	5,505.	
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	0.	0.	
	28	Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29	Retained earnings, accumulated income, endowment, or other funds	13,958,466.	13,991,380.	STATEMENT 8
	30	**Total net assets or fund balances**	13,958,466.	13,991,380.	
	31	**Total liabilities and net assets/fund balances**	13,958,466.	13,996,885.	

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	13,958,466.
2	Enter amount from Part I, line 27a	2	32,914.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	13,991,380.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	13,991,380.

Part IV Capital Gains and Losses for Tax on Investment Income

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

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a				
b				
c				
d				
e	3,797,597.		3,369,783.	427,814.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a				
b				
c				
d				
e				427,814.

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	427,814.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8	3	N/A

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2010	718,734.	14,775,785.	.048643
2009	780,539.	14,900,179.	.052385
2008	650,682.	14,930,778.	.043580
2007	795,857.	15,553,464.	.051169
2006	686,738.	15,445,584.	.044462

2 **Total** of line 1, column (d)	2	.240239
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	.048048
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	15,428,547.
5 Multiply line 4 by line 3	5	741,311.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	8,012.
7 Add lines 5 and 6	7	749,323.
8 Enter qualifying distributions from Part XII, line 4	8	728,326.

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. 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).			1	16,025.
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	16,025.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			4	0.
5 **Tax based on investment income** Subtract line 4 from line 3. If zero or less, enter -0-			5	16,025.
6 Credits/Payments:				
a 2011 estimated tax payments and 2010 overpayment credited to 2011	6a	10,520.		
b Exempt foreign organizations - tax withheld at source	6b			
c Tax paid with application for extension of time to file (Form 8868)	6c			
d Backup withholding erroneously withheld	6d			
7 Total credits and payments. Add lines 6a through 6d			7	10,520.
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	5,505.
10 **Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	
11 Enter the amount of line 10 to be: **Credited to 2012 estimated tax** ▶		**Refunded** ▶	11	

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?	1a		X
b Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for definition)?	1b		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?	1c		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: **(1)** On the foundation. ▶ $ 0. **(2)** On foundation managers. ▶ $ 0.			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ 0.			
2 Has the foundation engaged in any activities that have not previously been reported to the IRS?	2		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*	3		X
4a Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?	5		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?	6		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*	7	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*	8b	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*	9		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

Part VII-A Statements Regarding Activities *(continued)*

			Yes	No
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 ▶ N/A

14 The books are in care of ▶ WINTERMANN OFFICES Telephone no. ▶ 979-234-5551

Located at ▶ 127 N. MCCARTY AVE, EAGLE LAKE, TX ZIP+4 ▶ 77434

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here ▶ ☐

and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 N/A

			Yes	No
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		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 ▶

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 ▶ ____, ____, ____, ____				
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions.)	N/A	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ ____, ____, ____, ____				
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ 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.)*	N/A	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

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

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

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

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

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

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

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

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

Organizations relying on a current notice regarding disaster assistance check here ▶ ☐

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

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

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? | 6b | | X

If "Yes" to 6b, file Form 8870

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

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? N/A | 7b | |

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
JACK JOHNSON P.O. BOX 337 EAGLE LAKE, TX 77434	PRESIDENT 10.00	50,000.	0.	0.
DONALD N. BENDY P.O. BOX 858 EAGLE LAKE, TX 77434	VICE PRESIDENT 10.00	10,000.	0.	0.
STEVE BALAS 702 S. MCCARTY EAGLE LAKE, TX 77434	SECRETARY 10.00	10,000.	0.	0.
JUDITH JOHNSON P.O. BOX 337 EAGLE LAKE, TX 77434	DIRECTOR 10.00	10,000.	0.	0.

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

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

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

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

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

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

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 AWARDED 6 SCHOLARSHIPS TO ELIGIBLE STUDENTS BASED ON THE FINANCIAL NEED, FIELD OF STUDY AND CHARACTER REFERENCE.	33,000.
2 CONTRIBUTION TO VARIOUS QUALIFIED CHARITABLE ORGANIZATIONS	534,285.
3	
4	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	
2	
All other program-related investments. See instructions. 3	
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	15,343,278.
b	Average of monthly cash balances			1b	303,250.
c	Fair market value of all other assets			1c	16,972.
d	**Total** (add lines 1a, b, and c)			1d	15,663,500.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.		
2	Acquisition indebtedness applicable to line 1 assets			2	0.
3	Subtract line 2 from line 1d			3	15,663,500.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)			4	234,953.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4			5	15,428,547.
6	**Minimum investment return.** Enter 5% of line 5			6	771,427.

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	771,427.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	16,025.		
b	Income tax for 2011. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	16,025.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	755,402.
4	Recoveries of amounts treated as qualifying distributions			4	0.
5	Add lines 3 and 4			5	755,402.
6	Deduction from distributable amount (see instructions)			6	0.
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1			7	755,402.

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	728,326.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	728,326.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	**Adjusted qualifying distributions** Subtract line 5 from line 4	6	728,326.

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				755,402.
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only			698,132.	
b Total for prior years: _____, _____, _____		0.		
3 Excess distributions carryover, if any, to 2011:				
a From 2006				
b From 2007				
c From 2008				
d From 2009				
e From 2010				
f **Total** of lines 3a through e	0.			
4 Qualifying distributions for 2011 from Part XII, line 4: ▶ $ 728,326.				
a Applied to 2010, but not more than line 2a			698,132.	
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				30,194.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2010. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012				725,208.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2006 not applied on line 5 or line 7	0.			
9 **Excess distributions carryover to 2012.** Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2007				
b Excess from 2008				
c Excess from 2009				
d Excess from 2010				
e Excess from 2011				

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

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

b Check box to indicate whether the foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

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

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

1 **Information Regarding Foundation Managers:**

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

NONE

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest.

NONE

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

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

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

SEE STATEMENT 13

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				
AMERICAN CANCER SOCIETY FBO VICTORY PO BOX 572915 HOUSTON, TX 77257-2915	NONE	PUBLIC	FUND RESEARCH IN THE NAME OF DAVID & EULA WINTERMANN FOUNDATION	40,000.
BAYLOR COLLEGE OF MEDICINE ONE BAYLOR PLAZA, MS:BCM 160 HOUSTON, TX 77030-3411	NONE	PUBLIC	CONTINUATION OF FUNDING OF THE DAVID & EULA WINTERMANN FOUNDATION BRASS SCHOLAR RESEARCH AWARD	50,000.
EDUARDO LOSOYA 1107 SEAHOLM STREET EAGLE LAKE, TX 77434	NONE	PUBLIC	EDUCATIONAL SCHOLARSHIP	4,000.
EULA & DAVID WINTERMANN LIBRARY 101 N. WALNUT EAGLE LAKE, TX 77434	NONE	PUBLIC	GENERAL FUND	47,065.
HILLARY JOHNSON 805 CAMPBELL ROAD EAGLE LAKE, TX 77434	NONE	PUBLIC	EDUCATIONAL SCHOLARSHIP	4,000.
Total	SEE CONTINUATION SHEET(S)		▶ 3a	567,285.
b Approved for future payment				
SANDRA VEGA 407 6TH STREET EAGLE LAKE, TX 77434	NONE	PUBLIC	EDUCATIONAL SCHOLARSHIP	28,000.
Total			▶ 3b	28,000.

123611 12-02-11

** SEE PURPOSE OF GRANT CONTINUATIONS

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) 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			14	155,241.	
4 Dividends and interest from securities			14	264,550.	
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			19	4,330.	
8 Gain or (loss) from sales of assets other than inventory			18	427,813.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0.		851,934.	0.

13 Total Add line 12, columns (b), (d), and (e) 13 851,934.

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

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

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

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.

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
		N/A	

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

b If "Yes," complete the following schedule.

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

Sign Here

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

▶ ✓ JM Johnson | ✓2-13-2013 | ▶ ✓President

Signature of officer or trustee | Date | Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self- employed	PTIN
GARY P. TROCHTA		2/11/13		P00088528

Firm's name ▶ BRIGGS & VESELKA CO. | Firm's EIN ▶ 74-1769118

Firm's address ▶ 123 NORTH WASHINGTON
EL CAMPO, TX 77437

Phone no. 979-543-1040

Part XV **Supplementary Information**

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
EAGLE LAKE RECREATIONAL CENTER 210 GOLF COURSE ROAD EAGLE LAKE, TX 77434	NONE	PUBLIC	ACQUISITION OF EQUIPMENT	32,220.
KAYLI KALLINA 1029 CR 185 GARWOOD, TX 77442	NONE	PUBLIC	EDUCATIONAL SCHOLARSHIP	8,000.
MAGDALENA MENDOZA 420 B.W. MAIN STREET EAGLE LAKE, TX 77434	NONE	PUBLIC	EDUCATIONAL SCHOLARSHIP	5,000.
RYAN MOORE PO BOX 379 SHERIDAN, TX 77475	NONE	PUBLIC	EDUCATIONAL SCHOLARSHIP	8,000.
TEXAS A & M FOUNDATION AGRICULTURE DEVELOPMENT OFFICE 2140 TAMU COLLEGE STATION, TX 77843-2140	NONE	PUBLIC	CONTINUATION OF FUNDING THE WINTERMANN FOUNDATION RICE IMPROVEMENT AND CROPPING SYSTEMS FUND	250,000.
THE CITY OF EAGLE LAKE P.O. BOX 38 EAGLE LAKE, TX 77434	NONE	PUBLIC	BUILDING IMPROVEMENTS TO REVITALIZE EAGLE LAKE	115,000.
SANDRA VEGA 407 6TH STREET EAGLE LAKE, TX 77434	NONE	PUBLIC	EDUCATIONAL SCHOLARSHIP	4,000.
Total from continuation sheets				422,220.

Part XV Supplementary Information

3a Grants and Contributions Paid During the Year Continuation of Purpose of Grant or Contribution

NAME OF RECIPIENT - BAYLOR COLLEGE OF MEDICINE

CONTINUATION OF FUNDING OF THE DAVID & EULA WINTERMANN FOUNDATION BRASS
SCHOLAR RESEARCH AWARD ENDOWED FUND INITIALLY FUNDED IN 2007

NAME OF RECIPIENT - TEXAS A & M FOUNDATION

CONTINUATION OF FUNDING THE WINTERMANN FOUNDATION RICE IMPROVEMENT AND
CROPPING SYSTEMS FUND TO SUPPORT AND ADVNACE APPLIED RESEARCH IN THE
AREAS OF IMPROVEMENT OF ALTERNATIVE WATER SOURCES FOR RICE PRODUCTION
AND/OR OTHER ACTIVITIES THAT SUPPORT AND STRENGHTEN THE RICE INDUSTRY
IN AND AROUND THE RICE GROWING AREAS FO CENTRAL AND EAST TEXAS

CONTINUATION FOR 990-PF, PART IV

DAVID AND EULA WINTERMANN FOUNDATION 76-0082100 PAGE 1 OF 1

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	COMPASS BANK #4207-1 - SEE ATTACHED DETAIL	D	01/01/11	12/01/11
b	COMPASS BANK #4207-1 - SEE ATTACHED DETAIL	D	01/01/00	12/01/11
c	COMPASS BANK #4207 - SEE ATTACHED DETAIL	P	01/01/11	12/01/11
d	COMPASS BANK #4207 - SEE ATTACHED DETAIL	P	01/01/00	12/01/11
e	QWEST VICTIMS REMISSION FUND	P	01/01/00	05/04/12
f	COMPASS BANK - CAPITAL GAIN DISTRIBUTION			
g				
h				
i				
j				
k				
l				
m				
n				
o				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	60,444.		61,077.	-633.
b	204,143.		186,794.	17,349.
c	696,149.		687,365.	8,784.
d	2,833,990.		2,434,547.	399,443.
e	1,616.			1,616.
f	1,255.			1,255.
g				
h				
i				
j				
k				
l				
m				
n				
o				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a				-633.
b				17,349.
c				8,784.
d				399,443.
e				1,616.
f				1,255.
g				
h				
i				
j				
k				
l				
m				
n				
o				

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter "-0-" in Part I, line 7 }	2	427,814.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8	3	N/A

SECURITIES SOLD

DATE	SECURITY DESCRIPTION		PROCEEDS	INVESTMENTS AT COST
12/06/11	200 PHARMACEUTICAL PRODUCT DEVELOPMENT @ 33.25 /SHARE ON TRADE DATE 12/05/11 LONG TERM CAPITAL LOSS	1,554.08-	6,650.00	8,204.08-
12/08/11	125000 FHLB NOTES 4.500% 11/15/12 @ 1.0402/$1 PV ON TRADE DATE 12/07/11 SOLD THROUGH MORGAN STANLEY & CO LONG TERM CAPITAL GAIN	4,839.45	130,020.25	125,180.80-
	125000 US TREASURY NOTES 4.250% 8/15/14 @ 1.1045/$1 PV ON TRADE DATE 12/07/11 SOLD THROUGH MORGAN STANLEY & CO LONG TERM CAPITAL GAIN	12,855.13	138,056.64	125,201.51-
12/09/11	150000 DU PONT 4.750% 11/15/12 @ 1.038 /$1 PV ON TRADE DATE 12/06/11 SOLD THROUGH DUNCAN WILLIAMS INC LONG TERM CAPITAL GAIN	5,445.95	155,695.50	150,249.55-
	125000 GE COMPANY 5.000% 2/01/13 @ 1.0434/$1 PV ON TRADE DATE 12/06/11 SOLD THROUGH PROEQUITIES INC. LONG TERM CAPITAL GAIN	4,990.02	130,420.00	125,429.98-
12/27/11	3959.96 VANGUARD GROWTH INDEX FD SG CL# 1347 @ 29.59 /UNIT ON TRADE DATE 12/23/11 SHORT TERM CAPITAL GAIN	6,217.12	117,175.19	110,958.07-
	1511.36 VANGUARD S/C VALUE INDEX FD #860 @ 15.17 /UNIT ON TRADE DATE 12/23/11 SHORT TERM CAPITAL GAIN	1,858.98	22,927.39	21,068.41-

ACCOUNT NO: 4207
ACCOUNT OF: COMPASS BANK, AGENT FOR
DAVID AND EULA WINTERMANN FOUNDATION

DATE	SECURITY DESCRIPTION		PROCEEDS	INVESTMENTS AT COST
12/29/11	778 ABM INDUSTRIES INC		16,267.09	11,175.07-
	@ 20.9089/SHARE ON TRADE DATE 12/23/11			
	SOLD THROUGH CONVERGEX			
	PAID 42.79 BROKERAGE			
	LONG TERM CAPITAL GAIN	5,092.02		
	874 AGCO CORPORATION		36,890.59	16,600.51-
	@ 42.2089/SHARE ON TRADE DATE 12/23/11			
	SOLD THROUGH CONVERGEX			
	PAID 48.07 BROKERAGE			
	LONG TERM CAPITAL GAIN	20,290.08		
	206 AGRIUM INC		14,192.09	15,782.63-
	@ 68.8936/SHARE ON TRADE DATE 12/23/11			
	SOLD THROUGH CONVERGEX			
	PAID 11.33 BROKERAGE			
	SHORT TERM CAPITAL LOSS	1,590.54-		
	516 AMERISOURCEBERGEN		19,244.18	12,299.17-
	@ 37.2949/SHARE ON TRADE DATE 12/23/11			
	SOLD THROUGH CONVERGEX			
	PAID 28.38 BROKERAGE			
	LONG TERM CAPITAL GAIN	6,945.01		
	539 AUTOMATIC DATA PROCESSING		29,183.63	26,343.52-
	@ 54.144 /SHARE ON TRADE DATE 12/23/11			
	SOLD THROUGH CONVERGEX			
	PAID 29.65 BROKERAGE			
	SHORT TERM CAPITAL GAIN	2,840.11		
	467 BADGER METER INC		14,000.05	15,805.53-
	@ 29.9787/SHARE ON TRADE DATE 12/23/11			
	SOLD THROUGH CONVERGEX			
	PAID 25.69 BROKERAGE			
	SHORT TERM CAPITAL LOSS	1,805.48-		
	396 BALCHEM CORPORATION		16,353.09	5,954.07-
	@ 41.2957/SHARE ON TRADE DATE 12/23/11			
	SOLD THROUGH CONVERGEX			
	PAID 21.78 BROKERAGE			
	LONG TERM CAPITAL GAIN	10,399.02		
	750 BANK OF NEW YORK MELLON CORP		14,966.04	22,953.70-
	@ 19.9547/SHARE ON TRADE DATE 12/23/11			
	SOLD THROUGH CONVERGEX			
	PAID 41.25 BROKERAGE			
	LONG TERM CAPITAL LOSS	7,987.66-		
	162 BARD (C.R.) INC		13,709.00	15,008.47-
	@ 84.6235/SHARE ON TRADE DATE 12/23/11			
	SOLD THROUGH CONVERGEX			
	PAID 8.91 BROKERAGE			
	LONG TERM CAPITAL LOSS	1,299.47-		
	299 BEAM INC		15,103.71	20,173.47-
	@ 50.5141/SHARE ON TRADE DATE 12/23/11			
	SOLD THROUGH CONVERGEX			
	PAID 16.45 BROKERAGE			
	LONG TERM CAPITAL LOSS	5,069.76-		
	203 BECTON,DICKINSON & COMPANY		15,083.64	15,689.05-
	@ 74.3036/SHARE ON TRADE DATE 12/23/11			
	SOLD THROUGH CONVERGEX			
	PAID 11.17 BROKERAGE			
	SHORT TERM CAPITAL LOSS	605.41-		

ACCOUNT NO: 4207
ACCOUNT OF: COMPASS BANK, AGENT FOR
DAVID AND EULA WINTERMANN FOUNDATION

DATE	SECURITY DESCRIPTION		PROCEEDS	INVESTMENTS AT COST
12/29/11	1484 BEST BUY COMPANY INC @ 23.1446/SHARE ON TRADE DATE 12/23/11 SOLD THROUGH CONVERGEX PAID 81.62 BROKERAGE LONG TERM CAPITAL LOSS	32,204.75-	34,346.52	66,551.27-
	238 BOSTON PROPERTIES INC - REIT @100.8531/SHARE ON TRADE DATE 12/23/11 SOLD THROUGH RAFFERTY CAPITAL MARKETS, LLC PAID 13.09 BROKERAGE LONG TERM CAPITAL GAIN	8,986.42	24,003.03	15,016.61-
	462 CABOT OIL & GAS CORP @ 77.5636/SHARE ON TRADE DATE 12/23/11 SOLD THROUGH CONVERGEX PAID 25.41 BROKERAGE LONG TERM CAPITAL GAIN	20,556.23	35,834.39	15,278.16-
	226 CANADIAN NATL RAILWAY CO @ 76.7445/SHARE ON TRADE DATE 12/23/11 SOLD THROUGH CONVERGEX PAID 12.43 BROKERAGE SHORT TERM CAPITAL GAIN	1,683.02	17,344.26	15,661.24-
	120 CARBO CERAMICS INC @127.3726/SHARE ON TRADE DATE 12/23/11 SOLD THROUGH CONVERGEX PAID 6.60 BROKERAGE LONG TERM CAPITAL GAIN	9,038.91	15,284.71	6,245.80-
	656 CHESAPEAKE ENERGY CORPORATION @ 23.545 /SHARE ON TRADE DATE 12/23/11 SOLD THROUGH CONVERGEX PAID 36.08 BROKERAGE LONG TERM CAPITAL GAIN	158.72	15,445.55	15,286.83-
	166 COLGATE PALMOLIVE COMPANY @ 92.9933/SHARE ON TRADE DATE 12/23/11 SOLD THROUGH CONVERGEX PAID 9.13 BROKERAGE SHORT TERM CAPITAL GAIN	149.89	15,436.89	15,287.00-
	1372 D R HORTON INC @ 12.3548/SHARE ON TRADE DATE 12/23/11 SOLD THROUGH CONVERGEX PAID 75.46 BROKERAGE LONG TERM CAPITAL GAIN	7,742.07	16,950.83	9,208.76-
	506 EASTMAN CHEMICAL COMPANY @ 39.3843/SHARE ON TRADE DATE 12/23/11 SOLD THROUGH CONVERGEX PAID 27.83 BROKERAGE LONG TERM CAPITAL GAIN	4,870.80	19,928.45	15,057.65-
	1100 FORTUNE BRANDS HOME & SECURITY INC @ 16.4448/SHARE ON TRADE DATE 12/23/11 SOLD THROUGH CONVERGEX PAID 60.50 BROKERAGE LONG TERM CAPITAL LOSS	2,547.92-	18,089.26	20,637.18-
	695 GEA GROUP AG ADR(EUR) @ 27.9244/SHARE ON TRADE DATE 12/23/11 SOLD THROUGH CONVERGEX PAID 38.23 BROKERAGE SHORT TERM CAPITAL LOSS	4,608.24-	19,407.49	24,015.73-

ACCOUNT NO: 4207
ACCOUNT OF: COMPASS BANK, AGENT FOR
DAVID AND EULA WINTERMANN FOUNDATION

DATE	SECURITY DESCRIPTION		PROCEEDS	INVESTMENTS AT COST
12/29/11	755 GEMALTO NV (EUR) @ 24.0445/SHARE ON TRADE DATE 12/23/11 SOLD THROUGH CONVERGEX PAID 41.53 BROKERAGE SHORT TERM CAPITAL LOSS	347.66-	18,153.62	18,501.28-
	402 GENERAL DYNAMICS CORPORATION @ 66.2438/SHARE ON TRADE DATE 12/23/11 SOLD THROUGH CONVERGEX PAID 22.11 BROKERAGE LONG TERM CAPITAL LOSS	6,092.31-	26,630.01	32,722.32-
	444 JACK HENRY & ASSOC INC @ 33.985 /SHARE ON TRADE DATE 12/23/11 SOLD THROUGH CONVERGEX PAID 24.42 BROKERAGE LONG TERM CAPITAL GAIN	7,137.53	15,089.32	7,951.79-
	850 JACOBS ENGINEERING GROUP INC @ 40.6536/SHARE ON TRADE DATE 12/23/11 SOLD THROUGH CONVERGEX PAID 46.75 BROKERAGE LONG TERM CAPITAL GAIN	9,319.80	34,555.53	25,235.73-
	2425 JULIUS BAER GROUP ADR(CHF) @ 7.7748/SHARE ON TRADE DATE 12/23/11 SOLD THROUGH CONVERGEX PAID 133.38 BROKERAGE SHORT TERM CAPITAL LOSS	1,649.38-	18,854.00	20,503.38-
	247 LANDAUER, INC. @ 50.1641/SHARE ON TRADE DATE 12/23/11 SOLD THROUGH CONVERGEX PAID 13.59 BROKERAGE LONG TERM CAPITAL GAIN	129.65	12,390.53	12,260.88-
	555 LIFE TECHNOLOGIES CORP @ 39.8247/SHARE ON TRADE DATE 12/23/11 SOLD THROUGH CONVERGEX PAID 30.52 BROKERAGE SHORT TERM CAPITAL LOSS	4,800.70-	22,102.72	26,903.42-
	1310 MARATHON PETROLEUM CORPORATION @ 33.2247/SHARE ON TRADE DATE 12/23/11 SOLD THROUGH CONVERGEX PAID 72.05 BROKERAGE LONG TERM CAPITAL GAIN	10,110.56	43,524.39	33,413.83-
	348 MCGRAW-HILL COMPANIES INC @ 44.9642/SHARE ON TRADE DATE 12/23/11 SOLD THROUGH CONVERGEX PAID 19.14 BROKERAGE SHORT TERM CAPITAL GAIN	180.71	15,647.54	15,466.83-
	551 NEWFIELD EXPLORATION COMPANY @ 37.3564/SHARE ON TRADE DATE 12/23/11 SOLD THROUGH CONVERGEX PAID 30.31 BROKERAGE LONG TERM CAPITAL LOSS	9,939.89-	20,583.35	30,523.24-
	675 ORACLE CORPORATION @ 25.8795/SHARE ON TRADE DATE 12/23/11 SOLD THROUGH CONVERGEX PAID 37.13 BROKERAGE LONG TERM CAPITAL GAIN	793.12	17,468.66	16,675.54-

ACCOUNT NO: 4207
ACCOUNT OF: COMPASS BANK, AGENT FOR
DAVID AND EULA WINTERMANN FOUNDATION

DATE	SECURITY DESCRIPTION		PROCEEDS	INVESTMENTS AT COST
12/29/11	533 OWENS & MINOR INC @ 28.1645/SHARE ON TRADE DATE 12/23/11 SOLD THROUGH CONVERGEX PAID 29.32 BROKERAGE LONG TERM CAPITAL GAIN	913.85	15,011.70	14,097.85-
	193 PHILIP MORRIS INTERNATIONAL, INC. @ 78.5437/SHARE ON TRADE DATE 12/23/11 SOLD THROUGH CONVERGEX PAID 10.62 BROKERAGE LONG TERM CAPITAL GAIN	8,323.09	15,158.94	6,835.85-
	932 RAYMOND JAMES FINANCIAL INC @ 30.6758/SHARE ON TRADE DATE 12/23/11 SOLD THROUGH CONVERGEX PAID 51.26 BROKERAGE LONG TERM CAPITAL GAIN	5,164.26	28,589.89	23,425.63-
	162 ROCHE HOLDINGS LTD - SPONS ADR @ 42.1542/SHARE ON TRADE DATE 12/23/11 SOLD THROUGH CONVERGEX PAID 8.91 BROKERAGE LONG TERM CAPITAL GAIN	1,081.63	6,828.98	5,747.35-
	3424 SILICONWARE PRECISION ADR(TWD) @ 4.255 /SHARE ON TRADE DATE 12/23/11 SOLD THROUGH CONVERGEX PAID 188.32 BROKERAGE SHORT TERM CAPITAL LOSS	3,012.73-	14,569.17	17,581.90-
	399 SNAP-ON INC @ 51.9065/SHARE ON TRADE DATE 12/23/11 SOLD THROUGH CONVERGEX PAID 21.95 BROKERAGE LONG TERM CAPITAL GAIN	5,688.73	20,710.69	15,021.96-
	873 TELEFONICA DE ESPANA - SPONSORED ADR @ 17.1748/SHARE ON TRADE DATE 12/23/11 SOLD THROUGH CONVERGEX PAID 48.02 BROKERAGE LONG TERM CAPITAL LOSS	9,384.93-	14,993.57	24,378.50-
	234 TJX COMPANIES INC @ 64.9637/SHARE ON TRADE DATE 12/23/11 SOLD THROUGH CONVERGEX PAID 12.87 BROKERAGE LONG TERM CAPITAL GAIN	7,810.97	15,201.51	7,390.54-
	186 TOKYO ELECTRON LTD ADR (JPY) @100.4431/SHARE ON TRADE DATE 12/23/11 SOLD THROUGH CONVERGEX PAID 10.23 BROKERAGE SHORT TERM CAPITAL LOSS	1,276.32-	18,682.41	19,958.73-
	1105 TRANSOCEAN LTD @ 40.0958/SHARE ON TRADE DATE 12/23/11 SOLD THROUGH CONVERGEX PAID 60.78 BROKERAGE SHORT TERM CAPITAL LOSS	24,858.57-	44,305.89	69,164.46-
	118 V F CORPORATION @128.5854/SHARE ON TRADE DATE 12/23/11 SOLD THROUGH CONVERGEX PAID 6.49 BROKERAGE SHORT TERM CAPITAL LOSS	389.33-	15,173.08	15,562.41-

ACCOUNT NO: 4207
ACCOUNT OF: COMPASS BANK, AGENT FOR
DAVID AND EULA WINTERMANN FOUNDATION

DATE	SECURITY DESCRIPTION		PROCEEDS	INVESTMENTS AT COST
12/29/11	747 VODAFONE GROUP PLC-SP ADR @ 27.7446/SHARE ON TRADE DATE 12/23/11 SOLD THROUGH CONVERGEX PAID 41.09 BROKERAGE SHORT TERM CAPITAL GAIN	679.58	20,725.18	20,045.60-
	364 WD-40 COMPANY @ 41.2242/SHARE ON TRADE DATE 12/23/11 SOLD THROUGH CONVERGEX PAID 20.02 BROKERAGE LONG TERM CAPITAL GAIN	5,466.10	15,005.61	9,539.51-
	358 WORLD FUEL SERVICES CORP @ 42.0305/SHARE ON TRADE DATE 12/23/11 SOLD THROUGH CONVERGEX PAID 19.69 BROKERAGE LONG TERM CAPITAL GAIN	9,283.23	15,046.93	5,763.70-
01/09/12	125000 MORGAN STANLEY 5.625% 1/09/12 @ 1.00 /$1 PV ON TRADE DATE 1/09/12		125,000.00	125,000.00-
01/30/12	16164.55 CREDIT SUISSE COMM RET ST-CO @ 8.53 /UNIT ON TRADE DATE 1/27/12 LONG TERM CAPITAL LOSS	119.73-	137,883.65	138,003.38-
02/24/12	125000 FHLMC NOTES 2.800% 2/24/16 @ 1.00 /$1 PV ON TRADE DATE 2/24/12		125,000.00	125,000.00-
05/11/12	150000 FHLB NOTES 2.000% 8/11/15 @ 1.00 /$1 PV ON TRADE DATE 5/11/12		150,000.00	150,000.00-
07/27/12	171 GOODRICH CORPORATION @127.50 /SHARE ON TRADE DATE 7/26/12 LONG TERM CAPITAL GAIN	6,804.96	21,802.50	14,997.54-
08/17/12	92000 CONOCOPHILLIPS CORP 4.750% 2/01/14 @ 1.0582/$1 PV ON TRADE DATE 8/17/12 LONG TERM CAPITAL GAIN	5,617.05	97,358.53	91,741.48-
08/29/12	3360.02 VANGUARD VALUE INDEX FD-SIGN #1346 @ 23.32 /UNIT ON TRADE DATE 8/28/12 SHORT TERM CAPITAL GAIN	12,432.09	78,355.76	65,923.67-
08/31/12	2559 ABB LTD ADR @ 17.3347/SHARE ON TRADE DATE 8/28/12 SOLD THROUGH CONVERGEX PAID 140.75 BROKERAGE LONG TERM CAPITAL LOSS	14,382.88-	44,359.52	58,742.40-
	1831 ARES CAPITAL CORPORATION @ 17.0248/SHARE ON TRADE DATE 8/28/12 SOLD THROUGH CONVERGEX PAID 100.71 BROKERAGE LONG TERM CAPITAL GAIN	14,077.53	31,172.48	17,094.95-
	453 ATMOS ENERGY CORPORATION @ 35.1551/SHARE ON TRADE DATE 8/28/12 SOLD THROUGH CONVERGEX PAID 24.92 BROKERAGE SHORT TERM CAPITAL GAIN	829.47	15,925.25	15,095.78-
	1600 AVIVA PLC ADR (GBP) @ 10.3349/SHARE ON TRADE DATE 8/28/12 SOLD THROUGH CONVERGEX PAID 88.00 BROKERAGE SHORT TERM CAPITAL GAIN	1,617.40	16,535.78	14,918.38-

ACCOUNT NO: 4207
ACCOUNT OF: COMPASS BANK, AGENT FOR
DAVID AND EULA WINTERMANN FOUNDATION

DATE	SECURITY DESCRIPTION		PROCEEDS	INVESTMENTS AT COST
8/31/12	1396 CARNIVAL CORP		48,865.88	49,994.67-
	@ 35.0042/SHARE ON TRADE DATE 8/28/12			
	SOLD THROUGH CONVERGEX			
	PAID 76.78 BROKERAGE			
	LONG TERM CAPITAL LOSS	1,128.79-		
	618 CENTURYLINK INC		25,977.31	21,277.10-
	@ 42.0345/SHARE ON TRADE DATE 8/28/12			
	SOLD THROUGH CONVERGEX			
	PAID 33.99 BROKERAGE			
	SHORT TERM CAPITAL GAIN	4,700.21		
	572 CERNER CORPORATION		41,068.94	13,087.36-
	@ 71.7988/SHARE ON TRADE DATE 8/28/12			
	SOLD THROUGH CONVERGEX			
	PAID 31.46 BROKERAGE			
	LONG TERM CAPITAL GAIN	27,981.58		
	2858 COMPANHIA DE BEBIDAS - AMBEV ADR		105,893.51	26,057.27-
	@ 37.0516/SHARE ON TRADE DATE 8/28/12			
	SOLD THROUGH CONVERGEX			
	PAID 157.19 BROKERAGE			
	LONG TERM CAPITAL GAIN	79,836.24		
	290 CONSOLIDATED EDISON, INC		17,739.82	16,511.01-
	@ 61.1718/SHARE ON TRADE DATE 8/28/12			
	SOLD THROUGH CONVERGEX			
	PAID 15.95 BROKERAGE			
	SHORT TERM CAPITAL GAIN	1,228.81		
	263 CUMMINS ENGINE COMPANY INC		25,656.41	17,948.30-
	@ 97.5529/SHARE ON TRADE DATE 8/28/12			
	SOLD THROUGH CONVERGEX			
	PAID 14.47 BROKERAGE			
	LONG TERM CAPITAL GAIN	7,708.11		
	953 E.I. DU PONT DE NEMOURS & COMPANY		47,358.37	41,248.69-
	@ 49.694 /SHARE ON TRADE DATE 8/28/12			
	SOLD THROUGH CONVERGEX			
	PAID 52.42 BROKERAGE			
	SHORT TERM CAPITAL GAIN	6,109.68		
	515 ENTERTAINMENT PROPERTIES TRUST		23,197.70	17,097.82-
	@ 45.0441/SHARE ON TRADE DATE 8/28/12			
	SOLD THROUGH CONVERGEX			
	PAID 28.33 BROKERAGE			
	LONG TERM CAPITAL GAIN	6,099.88		
	2139 FEDERATED INVESTORS INC CL-B		46,019.75	42,008.95-
	@ 21.5146/SHARE ON TRADE DATE 8/28/12			
	SOLD THROUGH CONVERGEX			
	PAID 117.65 BROKERAGE			
	SHORT TERM CAPITAL GAIN	6,613.86		
	LONG TERM CAPITAL LOSS	2,603.06-		
	935 HALLIBURTON COMPANY		31,765.99	52,009.26-
	@ 33.9743/SHARE ON TRADE DATE 8/28/12			
	SOLD THROUGH CONVERGEX			
	PAID 51.43 BROKERAGE			
	LONG TERM CAPITAL LOSS	20,243.27-		
	362 HARRIS CORP		17,131.26	19,608.07-
	@ 47.3239/SHARE ON TRADE DATE 8/28/12			
	SOLD THROUGH CONVERGEX			
	PAID 19.91 BROKERAGE			
	LONG TERM CAPITAL LOSS	2,476.81-		

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ACCOUNT OF: COMPASS BANK, AGENT FOR
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DATE	SECURITY DESCRIPTION		PROCEEDS	INVESTMENTS AT COST
8/31/12	350 HUMANA INC @ 69.8235/SHARE ON TRADE DATE 8/28/12 SOLD THROUGH CONVERGEX PAID 19.25 BROKERAGE LONG TERM CAPITAL GAIN	14,565.60	24,438.24	9,872.64-
	2585 JULIUS BAER GROUP ADR(CHF) @ 6.5448/SHARE ON TRADE DATE 8/28/12 SOLD THROUGH CONVERGEX PAID 142.18 BROKERAGE LONG TERM CAPITAL LOSS	4,937.74-	16,918.43	21,856.17-
	855 MCDONALD'S CORPORATION @ 89.1066/SHARE ON TRADE DATE 8/28/12 SOLD THROUGH CONVERGEX PAID 47.03 BROKERAGE LONG TERM CAPITAL GAIN	47,553.85	76,186.16	28,632.31-
	1777 MICROSOFT CORPORATION @ 30.6244/SHARE ON TRADE DATE 8/28/12 SOLD THROUGH CONVERGEX PAID 97.74 BROKERAGE LONG TERM CAPITAL GAIN	5,365.49	54,419.57	49,054.08-
	486 NATIONAL RETAIL PROPERTIES INC @ 30.8848/SHARE ON TRADE DATE 8/28/12 SOLD THROUGH CONVERGEX PAID 26.73 BROKERAGE SHORT TERM CAPITAL GAIN	2,206.34	15,010.01	12,803.67-
	2955 ORACLE CORPORATION @ 31.5959/SHARE ON TRADE DATE 8/28/12 SOLD THROUGH CONVERGEX PAID 162.52 BROKERAGE LONG TERM CAPITAL GAIN	1,539.79	93,365.82	91,826.03-
	728 PEPSICO INC @ 73.1337/SHARE ON TRADE DATE 8/28/12 SOLD THROUGH CONVERGEX PAID 40.04 BROKERAGE LONG TERM CAPITAL GAIN	15,642.57	53,241.30	37,598.73-
	220 PIONEER NATURAL RESOURCES COMPANY @ 98.9245/SHARE ON TRADE DATE 8/28/12 SOLD THROUGH CONVERGEX PAID 12.10 BROKERAGE LONG TERM CAPITAL GAIN	7,223.30	21,763.39	14,540.09-
	661 PRAXAIR INC @104.5736/SHARE ON TRADE DATE 8/28/12 SOLD THROUGH CONVERGEX PAID 36.36 BROKERAGE LONG TERM CAPITAL GAIN	34,778.72	69,123.18	34,344.46-
	619 PROCTER & GAMBLE COMPANY @ 66.9936/SHARE ON TRADE DATE 8/28/12 SOLD THROUGH CONVERGEX PAID 34.05 BROKERAGE LONG TERM CAPITAL GAIN	6,279.30	41,469.03	35,189.73-
	562 TEMPUR-PEDIC INTERNATIONAL @ 32.1848/SHARE ON TRADE DATE 8/28/12 SOLD THROUGH CONVERGEX PAID 30.91 BROKERAGE LONG TERM CAPITAL GAIN	14,648.20	18,087.84	3,439.64-

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DATE	SECURITY DESCRIPTION		PROCEEDS	INVESTMENTS AT COST
	468 TEVA PHARMACEUTICAL IND - SPONS ADR		18,782.81	21,210.75-
	@ 40.1342/SHARE ON TRADE DATE 8/28/12			
	SOLD THROUGH CONVERGEX			
	PAID 25.74 BROKERAGE			
	SHORT TERM CAPITAL LOSS	24.67-		
	LONG TERM CAPITAL LOSS	2,403.27-		
	411 UNION PACIFIC CORPORATION		50,689.75	29,973.42-
	@123.3327/SHARE ON TRADE DATE 8/28/12			
	SOLD THROUGH CONVERGEX			
	PAID 22.61 BROKERAGE			
	LONG TERM CAPITAL GAIN	20,716.33		
	327 UNIVERSAL CORPORATION		15,694.02	15,262.70-
	@ 47.9939/SHARE ON TRADE DATE 8/28/12			
	SOLD THROUGH CONVERGEX			
	PAID 17.99 BROKERAGE			
	SHORT TERM CAPITAL GAIN	431.32		
	457 VALSPAR CORPORATION		24,049.43	12,431.77- LT
	@ 52.6246/SHARE ON TRADE DATE 8/28/12			
	SOLD THROUGH CONVERGEX			
	PAID 25.14 BROKERAGE			
	SHORT TERM CAPITAL GAIN	3,974.67		
	LONG TERM CAPITAL GAIN	7,642.99		
	336 VARIAN MEDICAL SYSTEMS INC		19,818.54	13,513.70-
	@ 58.9838/SHARE ON TRADE DATE 8/28/12			
	SOLD THROUGH CONVERGEX			
	PAID 18.48 BROKERAGE			
	LONG TERM CAPITAL GAIN	6,304.84		
	TOTAL SECURITIES SOLD		3,530,138.61	3,121,912.02-
	NET REALIZED GAIN/LOSS 408,226.59			

ACCOUNT NO: 4207-1
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DATE	SECURITY DESCRIPTION		PROCEEDS	INVESTMENTS AT COST
01/10/12	3517.36 CREDIT SUISSE COMM RET ST-CO		29,264.45	30,946.21-
	@ 8.32 /UNIT ON TRADE DATE 1/09/12			
	SHORT TERM CAPITAL LOSS	1,199.45-		
	LONG TERM CAPITAL LOSS	482.31-		
01/12/12	156 ABM INDUSTRIES INC		3,155.06	2,240.76-
	@ 20.2247/SHARE ON TRADE DATE 1/09/12			
	SOLD THROUGH CONVERGEX			
	PAID 8.58 BROKERAGE			
	LONG TERM CAPITAL GAIN	914.30		
	80 AGCO CORPORATION		3,882.58	4,702.33-
	@ 48.5323/SHARE ON TRADE DATE 1/09/12			
	SOLD THROUGH CONVERGEX			
	PAID 4.40 BROKERAGE			
	LONG TERM CAPITAL LOSS	819.75-		
	157 BEST BUY COMPANY INC		3,833.09	6,800.49-
	@ 24.4146/SHARE ON TRADE DATE 1/09/12			
	SOLD THROUGH CONVERGEX			
	PAID 8.64 BROKERAGE			
	LONG TERM CAPITAL LOSS	2,967.40-		
	30 BROWN-FORMAN CORPORATION - CLASS B		2,369.50	2,137.86-
	@ 78.9833/SHARE ON TRADE DATE 1/09/12			
	SOLD THROUGH CONVERGEX			
	PAID 1.65 BROKERAGE			
	SHORT TERM CAPITAL GAIN	231.64		
	47 CARDINAL HEALTH INC.		1,930.99	2,087.51-
	@ 41.0849/SHARE ON TRADE DATE 1/09/12			
	SOLD THROUGH CONVERGEX			
	PAID 2.58 BROKERAGE			
	SHORT TERM CAPITAL LOSS	156.52-		
	111 CENTURYLINK INC		4,050.88	3,821.62-
	@ 36.4944/SHARE ON TRADE DATE 1/09/12			
	SOLD THROUGH CONVERGEX			
	PAID 6.10 BROKERAGE			
	SHORT TERM CAPITAL GAIN	229.26		
	99 GEA GROUP AG ADR(EUR)		2,801.14	3,559.55-
	@ 28.2943/SHARE ON TRADE DATE 1/09/12			
	SOLD THROUGH CONVERGEX			
	PAID 5.45 BROKERAGE			
	SHORT TERM CAPITAL LOSS	758.41-		
	260 ISHARES RUSSELL MIDCAP INDX ETF		26,054.18	26,357.48-
	@100.2084/UNIT ON TRADE DATE 1/09/12			
	SOLD THROUGH CONVERGEX			
	PAID 14.30 BROKERAGE			
	LONG TERM CAPITAL LOSS	303.30-		
	97 JACOBS ENGINEERING GROUP INC		3,944.43	8,365.21-
	@ 40.6642/SHARE ON TRADE DATE 1/09/12			
	SOLD THROUGH CONVERGEX			
	PAID 5.34 BROKERAGE			
	LONG TERM CAPITAL LOSS	4,420.78-		
	72 LANDAUER, INC.		3,762.30	3,574.02-
	@ 52.2542/SHARE ON TRADE DATE 1/09/12			
	SOLD THROUGH CONVERGEX			
	PAID 3.96 BROKERAGE			
	LONG TERM CAPITAL GAIN	188.28		

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ACCOUNT OF: COMPASS BANK, AGENT FOR
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DATE	SECURITY DESCRIPTION		PROCEEDS	INVESTMENTS AT COST
	59 LIFE TECHNOLOGIES CORP @ 42.7242/SHARE ON TRADE DATE 1/09/12 SOLD THROUGH CONVERGEX PAID 3.24 BROKERAGE SHORT TERM CAPITAL LOSS	515.68-	2,520.73	3,036.41-
	168 MARATHON PETROLEUM CORPORATION @ 30.3545/SHARE ON TRADE DATE 1/09/12 SOLD THROUGH CONVERGEX PAID 9.24 BROKERAGE LONG TERM CAPITAL LOSS	2,012.74-	5,099.56	7,112.30-
	158 QUESTAR CORP @ 19.5447/SHARE ON TRADE DATE 1/09/12 SOLD THROUGH CONVERGEX PAID 8.69 BROKERAGE SHORT TERM CAPITAL GAIN	209.23	3,088.07	2,878.84-
	27 SHERWIN WILLIAMS COMPANY @ 93.2344/SHARE ON TRADE DATE 1/09/12 SOLD THROUGH CONVERGEX PAID 1.49 BROKERAGE SHORT TERM CAPITAL GAIN	435.23	2,517.33	2,082.10-
	142 TRANSOCEAN LTD @ 39.1044/SHARE ON TRADE DATE 1/09/12 SOLD THROUGH CONVERGEX PAID 7.80 BROKERAGE SHORT TERM CAPITAL LOSS	3,727.56-	5,552.82	9,280.38-
	77 UGI CORPORATION @ 28.2651/SHARE ON TRADE DATE 1/09/12 SOLD THROUGH CONVERGEX PAID 4.23 BROKERAGE SHORT TERM CAPITAL GAIN	61.79	2,176.41	2,114.62-
	63 VALSPAR CORPORATION @ 40.0343/SHARE ON TRADE DATE 1/09/12 SOLD THROUGH CONVERGEX PAID 3.46 BROKERAGE SHORT TERM CAPITAL GAIN	440.32	2,522.16	2,081.84-
05/11/12	0.5 PHILLIPS 66 @ 29.66 /SHARE ON TRADE DATE 5/10/12 LONG TERM CAPITAL LOSS	1.01-	14.83	15.84-
08/29/12	101.94 VANGUARD VALUE INDEX FD-SIGN #1346 @ 23.32 /UNIT ON TRADE DATE 8/28/12 SHORT TERM CAPITAL GAIN	377.17	2,377.15	1,999.98-
08/31/12	192 ABB LTD ADR @ 17.3347/SHARE ON TRADE DATE 8/28/12 SOLD THROUGH CONVERGEX PAID 10.56 BROKERAGE LONG TERM CAPITAL LOSS	2,020.36-	3,328.26	5,348.62-
	31 ABBOTT LABORATORIES @ 65.6932/SHARE ON TRADE DATE 8/28/12 SOLD THROUGH CONVERGEX PAID 1.71 BROKERAGE SHORT TERM CAPITAL GAIN	305.61	2,036.49	1,730.88-
	37 AMERIPRISE FINANCIAL INC @ 54.6635/SHARE ON TRADE DATE 8/28/12 SOLD THROUGH CONVERGEX PAID 2.04 BROKERAGE LONG TERM CAPITAL GAIN	381.78	2,022.55	1,640.77-

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DATE	SECURITY DESCRIPTION		PROCEEDS	INVESTMENTS AT COST
	133 ARES CAPITAL CORPORATION		2,264.31	1,754.64-
	@ 17.0249/SHARE ON TRADE DATE 8/28/12			
	SOLD THROUGH CONVERGEX			
	PAID 7.31 BROKERAGE			
	LONG TERM CAPITAL GAIN	509.67		
	66 BLACK HILLS CORP		2,255.60	2,091.75-
	@ 34.1758/SHARE ON TRADE DATE 8/28/12			
	SOLD THROUGH CONVERGEX			
	PAID 3.63 BROKERAGE			
	SHORT TERM CAPITAL GAIN	163.85		
	62 BRADY CORPORATION		1,724.49	1,997.94-
	@ 27.8144/SHARE ON TRADE DATE 8/28/12			
	SOLD THROUGH CONVERGEX			
	PAID 3.41 BROKERAGE			
	SHORT TERM CAPITAL LOSS	273.45-		
	175 CARNIVAL CORP		6,125.73	6,267.24-
	@ 35.0042/SHARE ON TRADE DATE 8/28/12			
	SOLD THROUGH CONVERGEX			
	PAID 9.63 BROKERAGE			
	LONG TERM CAPITAL LOSS	141.51-		
	70 CERNER CORPORATION		5,026.28	1,642.37-
	@ 71.804 /SHARE ON TRADE DATE 8/28/12			
	SOLD THROUGH CONVERGEX			
	PAID 3.85 BROKERAGE			
	LONG TERM CAPITAL GAIN	3,383.91		
	91 CINCINNATI FINANCIAL CORP		3,543.01	2,520.42-
	@ 38.9342/SHARE ON TRADE DATE 8/28/12			
	SOLD THROUGH CONVERGEX			
	PAID 5.01 BROKERAGE			
	SHORT TERM CAPITAL GAIN	1,022.59		
	33 CLOROX COMPANY		2,381.38	2,250.19-
	@ 72.163 /SHARE ON TRADE DATE 8/28/12			
	SOLD THROUGH CONVERGEX			
	PAID 1.82 BROKERAGE			
	SHORT TERM CAPITAL GAIN	131.19		
	332 COMPANHIA DE BEBIDAS - AMBEV ADR		12,301.13	3,058.94-
	@ 37.0516/SHARE ON TRADE DATE 8/28/12			
	SOLD THROUGH CONVERGEX			
	PAID 18.26 BROKERAGE			
	LONG TERM CAPITAL GAIN	9,242.19		
	95 DOVER CORPORATION		5,475.19	4,339.66-
	@ 57.6336/SHARE ON TRADE DATE 8/28/12			
	SOLD THROUGH CONVERGEX			
	PAID 5.23 BROKERAGE			
	LONG TERM CAPITAL GAIN	1,135.53		
	134 E.I. DU PONT DE NEMOURS & COMPANY		6,658.99	5,799.88-
	@ 49.694 /SHARE ON TRADE DATE 8/28/12			
	SOLD THROUGH CONVERGEX			
	PAID 7.37 BROKERAGE			
	SHORT TERM CAPITAL GAIN	859.11		
	45 ENTERTAINMENT PROPERTIES TRUST		2,026.99	1,431.23-
	@ 45.0442/SHARE ON TRADE DATE 8/28/12			
	SOLD THROUGH CONVERGEX			
	PAID 2.47 BROKERAGE			
	LONG TERM CAPITAL GAIN	595.76		

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DATE	SECURITY DESCRIPTION		PROCEEDS	INVESTMENTS AT COST
	19 FEDERAL REALTY INVS TRUSTREIT		2,043.30	1,703.07-
	@107.5421/SHARE ON TRADE DATE 8/28/12			
	SOLD THROUGH CONVERGEX			
	PAID 1.05 BROKERAGE			
	SHORT TERM CAPITAL GAIN	340.23		
	138 FEDERATED INVESTORS INC CL-B		2,969.01	2,804.63-
	@ 21.5146/SHARE ON TRADE DATE 8/28/12			
	SOLD THROUGH CONVERGEX			
	PAID 7.59 BROKERAGE			
	LONG TERM CAPITAL GAIN	164.38		
	23 FLOWSERVE CORP		2,936.22	1,122.29-
	@127.6617/SHARE ON TRADE DATE 8/28/12			
	SOLD THROUGH CONVERGEX			
	PAID 1.27 BROKERAGE			
	LONG TERM CAPITAL GAIN	1,813.93		
	140 FORTUNE BRANDS HOME & SECURITY INC		3,504.83	1,685.75-
	@ 25.0345/SHARE ON TRADE DATE 8/28/12			
	SOLD THROUGH CONVERGEX			
	PAID 7.70 BROKERAGE			
	LONG TERM CAPITAL GAIN	1,819.08		
	147 HALLIBURTON COMPANY		4,994.24	8,470.85-
	@ 33.9744/SHARE ON TRADE DATE 8/28/12			
	SOLD THROUGH CONVERGEX			
	PAID 8.08 BROKERAGE			
	LONG TERM CAPITAL LOSS	3,476.61-		
	46 HCP, INC.		2,078.46	1,687.42-
	@ 45.1839/SHARE ON TRADE DATE 8/28/12			
	SOLD THROUGH CONVERGEX			
	PAID 2.53 BROKERAGE			
	SHORT TERM CAPITAL GAIN	391.04		
	28 HENRY SCHEIN INC		2,130.05	1,552.51-
	@ 76.0732/SHARE ON TRADE DATE 8/28/12			
	SOLD THROUGH CONVERGEX			
	PAID 1.54 BROKERAGE			
	LONG TERM CAPITAL GAIN	577.54		
	43 HUMANA INC		3,002.40	1,302.64-
	@ 69.8233/SHARE ON TRADE DATE 8/28/12			
	SOLD THROUGH CONVERGEX			
	PAID 2.37 BROKERAGE			
	LONG TERM CAPITAL GAIN	1,699.76		
	115 MCDONALD'S CORPORATION		10,248.00	6,797.92-
	@ 89.113 /SHARE ON TRADE DATE 8/28/12			
	SOLD THROUGH CONVERGEX			
	PAID 6.33 BROKERAGE			
	LONG TERM CAPITAL GAIN	3,450.08		
	231 MICROSOFT CORPORATION		7,074.23	6,481.29-
	@ 30.6244/SHARE ON TRADE DATE 8/28/12			
	SOLD THROUGH CONVERGEX			
	PAID 12.71 BROKERAGE			
	LONG TERM CAPITAL GAIN	592.94		
	59 NETEASE, INC.		3,019.25	2,960.92-
	@ 51.1737/SHARE ON TRADE DATE 8/28/12			
	SOLD THROUGH CONVERGEX			
	PAID 3.25 BROKERAGE			
	LONG TERM CAPITAL GAIN	58.33		

ACCOUNT NO: 4207-1
ACCOUNT OF: COMPASS BANK, AGENT FOR
DAVID AND EULA WINTERMANN FOUNDATION

DATE	SECURITY DESCRIPTION		PROCEEDS	INVESTMENTS AT COST
	64 NORTHWEST NATURAL GAS COMPANY @ 49.7541/SHARE ON TRADE DATE 8/28/12 SOLD THROUGH CONVERGEX PAID 3.52 BROKERAGE SHORT TERM CAPITAL GAIN	153.55	3,184.26	3,030.71-
	309 ORACLE CORPORATION @ 31.5959/SHARE ON TRADE DATE 8/28/12 SOLD THROUGH CONVERGEX PAID 17.00 BROKERAGE LONG TERM CAPITAL LOSS	262.20-	9,763.12	10,025.32-
	106 PEPSICO INC @ 73.1338/SHARE ON TRADE DATE 8/28/12 SOLD THROUGH CONVERGEX PAID 5.83 BROKERAGE LONG TERM CAPITAL GAIN	462.34	7,752.18	7,289.84-
	75 PRAXAIR INC @104.5737/SHARE ON TRADE DATE 8/28/12 SOLD THROUGH CONVERGEX PAID 4.12 BROKERAGE LONG TERM CAPITAL GAIN	1,045.74	7,843.03	6,797.29-
	92 PROCTER & GAMBLE COMPANY @ 66.994 /SHARE ON TRADE DATE 8/28/12 SOLD THROUGH CONVERGEX PAID 5.06 BROKERAGE LONG TERM CAPITAL GAIN	192.75	6,163.45	5,970.70-
	41 TARGET CORP @ 64.1785/SHARE ON TRADE DATE 8/28/12 SOLD THROUGH CONVERGEX PAID 2.26 BROKERAGE SHORT TERM CAPITAL GAIN	646.30	2,631.32	1,985.02-
	103 TEMPUR-PEDIC INTERNATIONAL @ 32.1847/SHARE ON TRADE DATE 8/28/12 SOLD THROUGH CONVERGEX PAID 5.67 BROKERAGE LONG TERM CAPITAL GAIN	2,610.02	3,315.02	705.00-
	112 TEVA PHARMACEUTICAL IND - SPONS ADR @ 40.1342/SHARE ON TRADE DATE 8/28/12 SOLD THROUGH CONVERGEX PAID 6.16 BROKERAGE LONG TERM CAPITAL LOSS	790.79-	4,495.03	5,285.82-
	40 UNION PACIFIC CORPORATION @123.332 /SHARE ON TRADE DATE 8/28/12 SOLD THROUGH CONVERGEX PAID 2.20 BROKERAGE LONG TERM CAPITAL GAIN	3,439.53	4,933.28	1,493.75-
	41 VARIAN MEDICAL SYSTEMS INC @ 58.9834/SHARE ON TRADE DATE 8/28/12 SOLD THROUGH CONVERGEX PAID 2.26 BROKERAGE LONG TERM CAPITAL GAIN	769.33	2,418.32	1,648.99-
	TOTAL SECURITIES SOLD NET REALIZED GAIN/LOSS 16,715.45		264,587.06	247,871.61-

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

SOURCE	AMOUNT
AMORTIZATION OF BOND PREMIUM/DISCOUNT	-4,037.
COMPASS BANK	159,206.
THE FIRST NATIONAL BANK	71.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	155,240.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
COMPASS BANK	264,550.	0.	264,550.
TOTAL TO FM 990-PF, PART I, LN 4	264,550.	0.	264,550.

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
K-1 FROM 2200 & ASSOCIATES	3,140.	3,140.	
K-1 FROM RICE INDUSTRIES	1,190.	1,190.	
TOTAL TO FORM 990-PF, PART I, LINE 11	4,330.	4,330.	

FORM 990-PF ACCOUNTING FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TAX RETURN PREPARATION	6,798.	0.		6,798.
TO FORM 990-PF, PG 1, LN 16B	6,798.	0.		6,798.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT FEES - COMPASS BANK	110,193.	19,658.		90,535.
ACCOUNTING FEES	22,500.	4,500.		18,000.
TO FORM 990-PF, PG 1, LN 16C	132,693.	24,158.		108,535.

FORM 990-PF TAXES STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES WITHHELD	7,371.	7,371.		0.
FEDERAL TAXES	16,025.	16,025.		0.
TO FORM 990-PF, PG 1, LN 18	23,396.	23,396.		0.

FORM 990-PF OTHER EXPENSES STATEMENT 7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MEMBERSHIP DUES & ASSESSMENTS	1,398.	0.		1,398.
BANK FEES	170.	0.		170.
INSURANCE	4,080.	2,040.		2,040.
SCHOLARSHIP CONSULTANT	1,000.	0.		1,000.
TO FORM 990-PF, PG 1, LN 23	6,648.	2,040.		4,608.

FORM 990-PF OTHER FUNDS STATEMENT 8

DESCRIPTION	(A) BEGINNING OF YEAR	(B) END OF YEAR
RE OR ACCUMULATED INCOME	13,958,466.	13,991,380.
TOTAL TO FORM 990-PF, PART II, LINE 29	13,958,466.	13,991,380.

FORM 990-PF U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS STATEMENT 9

DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
US OBLIGATIONS	X		2,307,031.	2,307,031.
TOTAL U.S. GOVERNMENT OBLIGATIONS			2,307,031.	2,307,031.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			2,307,031.	2,307,031.

FORM 990-PF CORPORATE STOCK STATEMENT 10

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE STOCK	8,511,773.	8,511,773.
TOTAL TO FORM 990-PF, PART II, LINE 10B	8,511,773.	8,511,773.

FORM 990-PF CORPORATE BONDS STATEMENT 11

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE BONDS	1,543,502.	1,543,502.
TOTAL TO FORM 990-PF, PART II, LINE 10C	1,543,502.	1,543,502.

FORM 990-PF OTHER INVESTMENTS STATEMENT 12

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
MUTUAL FUNDS	FMV	1,288,731.	1,288,731.
PARTNERSHIPS	COST	12,552.	12,552.
TOTAL TO FORM 990-PF, PART II, LINE 13		1,301,283.	1,301,283.

FORM 990-PF GRANT APPLICATION SUBMISSION INFORMATION STATEMENT 13
PART XV, LINES 2A THROUGH 2D

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

MR. JACK JOHNSON
P.O. BOX 337
EAGLE LAKE, TX 77434

TELEPHONE NUMBER	NAME OF GRANT PROGRAM
979-234-5551	SCHOLARSHIP PROGRAM

FORM AND CONTENT OF APPLICATIONS

(1) HIGH SCHOOL TRANSCRIPT
(2) INFORMATION OF FINANCIAL NEED
(3) FIELD OF STUDY
(4) CHARACTER REFERENCE

ANY SUBMISSION DEADLINES

APRIL 1ST OF EACH YEAR

RESTRICTIONS AND LIMITATIONS ON AWARDS

MUST BE ENTERING THE MEDICAL FIELD OF STUDY.

SHARES/ PAR VALUE	SECURITY DESCRIPTION	INVESTMENTS AT COST	MARKET VALUE AT FISCAL YEAR-END
GOVERNMENT OBLIGATIONS			
125000	US TREASURY NOTES	124,594.73	130,497.50
200000	US TREASURY NOTES	201,812.50	215,860.00
125000	US TREASURY NOTES	126,416.43	128,310.00
150000	US TREASURY NOTES	150,884.77	153,216.00
125000	US TREASURY NOTES	125,234 88	146,572.50
125000	US TREASURY NOTES	125,201.51	134,321.25
100000	US TREASURY NOTES	99,406.25	102,133.00
125000	FHLB NOTES	126,253.73	130,050.00
125000	FHLB NOTES	125,099.28	125,646.25
250000	FHLB NOTES	250,715.98	260,780.00
125000	FHLMC NOTES	123,684.13	142,606.25
225000	FHLMC NOTES	225,331.58	243,873.00
125000	FNMA NOTES	126,082.69	128,316.25
125000	FNMA NOTES	125,747.53	128,885.00
250000	FNMA NOTES	250,565.35	279,200.00
TOTAL GOVERNMENT OBLIGATIONS		2,307,031.34	2,450,267.00
CORPORATE OBLIGATIONS			
50000	BERKSHIRE HATHWAY NOTES	50,863.00	51,770.50
125000	CHEVRON CORPORATION NOTES	124,961.25	151,567.50
100000	COCA COLA CO NOTES	99,694.00	109,069.00
33000	CONOCOPHILLIPS CORPORATION NOTES	32,983.84	34,857.90
125000	GE CO NOTES	125,194.02	126,905.00
125000	GENERAL ELECTRIC CAP COR NOTES	127,589.65	137,851.25
250000	HSBC FIN CORP NOTES	251,351.72	270,050.00
50000	MCDONALDS CORP MED NOTES	50,750.77	52,604.50
15000	PEPSICO INC	154,674.77	161,401.50
125000	UNILEVER CAP CORP NOTES	125,595.49	130,500.00
125000	UPS, INC NOTES	124,890.09	126,525.00
125000	WAL-MART STORES NOTES	125,161.92	128,955.00
150000	WELLS FARGO & CO NOTES	149,791.50	180,093 00
TOTAL CORPORATE OBLIGATIONS		1,543,502.02	1,662,150.15
EQUITIES			
115	ABB LTD ADR	1,508.00	2,150 50
307	ABBOTT LABORATORIES	17,192.51	21,047.92
849	ACCENTURE PLC	22,824.16	59,455.47
1281	ACTIVISION BLIZZARD, INC	15,044.80	14,443.28
1364	ADTRAN, INC	34,472.03	23,569.92
1695	AFLAC INCORPORATED	83,778.54	81,156.60
691	AGILENT TECHNOLOGIES, INC	21,747.99	26,568.95
177	AIR PRODUCTS & CHEMICALS INC	15,215.77	14,637.90
874	AKAMAI TECHNOLOGIES INC	27,149 07	33,439.24
677	ALLERGAN INC	42,872.76	61,999.66
2044	ALLSTATE CORPORATION	73,555.79	80,962.84
1355	AMADEUS IT HOLDING	21,619.03	31,910.25
228	AMAZON COM INC	50,243.58	57,984.96

1754	AMERICAN EXPRESS	89,747.77	99,732.44
573	AMERICAN TOWER CORP	25,357.08	40,906.47
559	AMERIPRISE FINANCIAL INC	28,746.78	31,689 71
2637	AMERISOURCEBERGEN	61,383.52	102,078.27
690	ANADARKO PETROLEUM CORPORATION	51,997.91	48,244.80
383	ANSYS INC	16,260.83	28,112.20
1170	APACHE CORP	102,920.35	101,169.90
496	APPLE INC	48,208.47	330,884.09
592	ARCHER DANIELS MIDLAND COMPANY	17,234.37	16,090.56
117	ARES CAPITAL CORPOARTION	1,543.56	2,005.38
4885	AT&T INC	144,343.86	184,164.50
57	ATMOS ENERGY CORPORATION	2,010.40	2,040.03
352	AUTODESK INC	13,683.30	11,739.20
43	AUTOMATIC DATA PROCESSING	2,101.62	2,522.38
1740	AVON PRODUCTS INC	26,995.54	27,753.00
498	BADGER METER INC	17,076.60	18,122.22
345	BAIDU INC	41,528.37	40,327 05
417	BALCHEM CORPORATION	6,269.81	15,316.41
2750	BANK OF NEW YORK MELLON CORP	84,163.58	62,205.00
1677	BAXTER INTERNATIONAL INC	91,049.36	101,072.79
1200	BEAM INC	75,263.65	69,048.00
27	BECTON, DICKINSON & COMPANY	2,086.73	2,121.12
572	BEMIS COMPANY, INC	17,783.38	18,000.84
191	BIO-RAD LABORATORIES, INC	12,551.48	20,383.52
2275	BORGWARNER INC	119,138.85	157,225.25
548	BROADCOM CORPORATION - CL A	22,723.36	18,944.36
636	CABOT MICROELECTRONICS CORP	24,565.17	22,349.04
1442	CAMERON INTERNATIONAL CORP	58,269.68	80,852.94
178	CARBO CERAMICS INC	9,638.35	11,199.76
367	CARDINAL HEALTH INC	15,059 81	14,301.99
374	CATEPILLAR INCORPORATED	35,442.46	32,178.96
861	CBRE GROUP INC	15,054.50	15,851.01
1764	CBS CORP - B	64,139.13	64,086.12
804	CELGENE CORP	49,234.70	61,425.60
526	CERNER CORPORATION	12,070.99	40,706.24
1920	CHEVRON CORP	121,412.66	223,795.20
245	CHUBB CORPORATION	17,068.26	18,688.60
812	CINCINNATI FINANCIAL CORP	22,202.21	30,750.44
1629	CISCO SYSTEMS INCORPORATED	31,480.27	31,105.76
778	CLARCOR INC	24,327.72	34,722.14
254	CLOROX COMPANY	17,305.64	18,300.70
237	CNOOC LTD ADRS	41,817.38	48,047.01
532	COCA-COLA COMPANY	18,727.60	20,178 76
924	COGNIZANT TECH	30,945.61	64,578.36
445	COMMERCE BANCSHARES INC	17,685.80	17,946.85
1603	CONOCOPHILLIPS	87,840.38	91,659.54
308	CONSOLIDATED EDISON, INC	17,535.83	18,446.12
785	CORPORATE EXECUTIVE BOARD CO	34,575.92	42,153.18
1143	COVANCE INC	48,982.70	53,366.67
977	CSX CORPORATION	12,078.78	20,272.75
193	CUMMINS ENGINE COMPANY INC	13,171.19	17,796.53
1708	D R HORTON INC	16,594.81	35,227.50
291	DAIMLER AG - ADR	15,220.76	14,169.37
1251	DANAHER CORP	40,756.12	68,992.65

428	DARDEN RESTAURANTS INC	16,861.89	23,861.00
551	DEERE & COMPANY	43,503.54	45,440.97
797	DEUTSCHE BOERSE AG ADR	6,188.71	4,391.47
658	DIAGEO PLC	54,893.98	74,176.34
612	DIEBOLD INC	18,313.27	20,630.52
883	DIRECTV GROUP	17,277 26	46,304.52
586	DOLLAR GENERAL CORP	28,658.04	30,202.44
2931	DOVER CORPORATION	125,431.64	174,365.19
335	EASTMAN CHEMICAL COMPANY	18,711.40	19,098 35
1425	EATON VANCE CORP - NOT VOTING SHS	43,255.65	41,268.00
4133	EBAY INC	111,993.07	199,913.21
6630	EMC CORPORATION	148,745.83	180,800.10
1396	EMERSON ELECTRIC COMPANY	68,940.63	67,384.92
58	ENTERTAINMENT PROPERTIES TRUST	2,413.86	2,576.94
973	EQUIFAX INC	29,064.42	45,322.34
410	EQUINIX, INC	39,766.31	84,480.50
1570	ESTEE LAUDER COMPANIES - CLASS A	83,240.36	96,664.90
2671	EXPRESS SCRIPTS INC	119,220.78	167,284.73
2224	EXXON MOBIL CORP	100,931.63	203,384.80
214	FEDERAL REALTY INVS TRUST REIT	22,687 47	22,534.20
1311	FIRST CASH FINANCIAL SERVICES INC	44,027.17	60,319.11
410	FLOWSERVE CORP	27,963.52	52,373.40
973	FLUOR CORPORATION	58,580.93	54,760.44
3033	FREEPORT-MCMORAN COPPER & GOLD INC	91,692.43	120,046.14
1992	GAP INC	70,367 20	71,273.76
293	GATX CORP	12,995.84	12,434.92
31	GENERAL DYNAMICS CORPORATION	2,039.96	2,049.72
8206	GENERAL ELECTRIC COMPANY	153,160.11	186,358.26
298	GENUINE PARTS COMPANY	17,912.84	18,186.94
323	GLOBAL PAYMENTS INC	15,130.91	13,511.09
541	GOLDMAN SACHS GROUP INC	73,438.36	61,500.88
167	GOOGLE INC CL-A	85,000.14	126,001.50
1081	GRACO INC	38,629.40	54,352.68
2222	HALLIBURTON COMPANY	98,770.34	74,859.18
415	HARSCO CORPORATION	25,447.81	8,519.95
704	HCP, INC	25,824 90	31,313.92
1258	HELIX ENERGY SOLUTIONS GROUP	19,693.99	22,983.66
1120	HENRY SCHEIN INC	54,539.44	88,726.40
804	HESS CORP	57,260 14	43,190.88
2142	HILLENBRAND, INC	47,739.72	38,962 98
1527	HONEYWELL INTERNATIONAL INC	60,165.89	91,238.25
513	HORMEL FOODS CORP	15,125.76	15,000.12
534	HUMANA INC	18,613.44	37,460.10
42	ILLINOIS TOOL WORKS INC	2,013.27	2,497.74
573	INTEGRYS ENERGY GROUP INC	30,255.05	29,910.60
143	INTERCONTINENTAL EXCHANGE INC	9,412.81	19,077.63
554	INTEL CORPORATION	10,287.35	12,550.87
609	INTERNATIONAL BUSINESS MACHINES CORP	58,655.43	126,337.05
940	INTL GAME TECHNOLOGY	15,373.61	12,304.60
936	INTL RECTIFIER CORP	20,624.67	15,621 84
685	INTUIT INC	19,011.14	40,332.80
4906	ISHARES MSCI EMERGING MARKETS	231,717.60	202,740.46
1178	ISHARES RUSSELL MIDCAP INDX ETF	71,423.65	130,463.50
1097	JACKHENRY & ASSOC INC	23,274.43	41,521.45

DAVID AND EULA WINTERMANN FOUNDATION 76-0082100

894	JEFFERIES GROUP INC	16,711.31	12,238.86
952	JOHN WILEY & SONS, INC	48,432.32	43,744.40
286	JOHNSON & JOHNSON	18,399.74	19,708.26
420	JOY GLOBAL INC	19,535.42	23,545.20
2809	JPMORGAN CHASE & CO	104,059.16	113,708.32
1865	KEYCORP	15,581.89	16,300.10
272	KIMBERLY-CLARK CORPORATION	19,495.54	23,332.16
1151	KOHLS CORPORATION	64,187.69	58,954.22
800	LABORATORY CORP OF AMERICAN HLDGS	41,763.03	73,976.00
906	LANDSTAR SYSTEM INC	30,297.25	42,835 68
854	LEGGETT & PLATT INC	18,328.96	21,392.70
1015	LINCOLN ELECTRIC HLDGS	19,284.95	39,635.75
691	LOWE'S COMPANIES, INC	17,051.59	20,895.84
509	LULULEMON ATHLETICA INC	33,438.71	37,635.46
344	MCCORMICK & COMPANY	17,229.93	21,341.76
191	MCDONALD'S CORPORATION	13,377.09	17,524.25
48	MCGRAW-HILL COMPANIES INC	2,133.36	2,620.32
218	MEDNAX INC	15,050.72	16,230.10
424	MEDTRONIC INCORPORATED	17,116.69	18,282.88
71	MERCURY GENERAL CORPORATION	3,137.13	2,744.15
1334	MICHAEL KORS HOLDINGS LIMITED	72,249.60	70,942.12
5442	MICROSOFT CORPORATION	129,959.40	161,953.92
354	MONSANTO CO	30,682.92	32,221.08
822	NABORS INDUSTRIES LTD	15,005.20	11,532.66
38	NATIONAL FUEL GAS COMPANY	2,065.43	2,053.52
496	NATIONSL RETAIL PROPERTIES INC	13,067.12	15,128.00
790	NETEASE COM INC ADR	39,301.61	44,350.60
472	NEWFIELD EXPLORATION COMPANY	15,054.39	14,783 04
1349	NEXTERA ENERGY, INC	74,088.77	94,875.17
907	NIKE INCORPORATED CLASS B	59,228.97	86,083.37
509	NUCOR CORPORATION	19,761.46	19,474.34
764	OCCIDENTAL PETROLEUM CORPORATION	66,782.63	65,749.84
284	OLD REPUBLIC INTERNATIONAL CORP	2,651.11	2,641.20
688	ONEOK INC	30,232.53	33,237.28
1849	ORACLE CORPORATION	49,080.55	58,169.54
902	OWENS & MINOR INC	26,571.44	26,951.76
518	PENTAIR INC	17,444.16	22,921.50
289	PEPSICO INC	18,390.09	20,452.53
822	PHILIP MORRIS INTERNATIONAL, INC	30,936.12	73,930.68
801	PHILLIPS 66	26,089.01	37,142.37
71	PIEDMONT NATURAL GAS COMPANY INC	2,100.84	2,306.08
541	PIONEER NATURAL RESOURCES COMPANY	34,952.82	56,480.40
1371	PITNEY BOWES INC	27,604.68	18,947.22
244	PPG INDUSTRIES INC	18,546.09	28,020.96
153	PRICELINE COM INC	12,056.78	94,717.71
1358	PROCTER & GAMBLE COMPANY	80,438.16	94,190.88
783	PROGRESSIVE CORPORATION	15,278.76	16,239.42
2790	PUBLIC SERVICE ENTERPRISE GROUP INC	92,705.80	89,782.20
2943	PULTE GROUP, INC	22,832.04	45,616.50
748	QUALCOMM INC	46,417.07	46,727.56
801	QUEST DIAGNOSTICS INC	42,650.49	50,807.43
1146	QUESTAR CORPORATION	20,880.69	23,298.18
329	RALPH LAUREN CORP	44,084.16	49,754.67
450	RAYMOND JAMES FINANCIAL INC	15,621.62	16,492.50

249	REINSURANCE GROUP OF AMERICA	14,834.13	14,409.63
858	REPUBLIC SERVICES, INC	23,883.28	23,603.58
611	RLI CORP	33,266.14	40,729.26
851	ROCKWELL AUTOMATION, INC	61,446.24	59,187.05
728	RPM, INC	17,383.73	20,777.12
1743	SANDISK CORP	74,193.90	75,698.49
301	SAP AG - SPONS ADR	15,552.31	21,470.33
686	SCHLUMBERGER LIMITED	66,122.32	49,618.38
92	SEI INVESTMENTS COMPANY	2,019.81	1,972.48
252	SNAP-ON INC	17,574.25	18,111 24
578	SONOCO PRODUCTS CO	17,455.40	17,912.22
258	STANLEY BLACK & DECKER INC	17,707.35	19,672.50
821	SYNTEL, INC	20,028.01	51,238.61
583	SYSCO CORPORATION	17,657.12	18,230.41
237	TARGET CORP	15,237.80	15,042.39
372	TEVA PHARMACEUTICAL IND - SPONS ADR	15,439.82	15,404.52
2385	TEXAS INSTRUMENTS INC	57,127.48	65,718.68
277	THE SCOTTS MIRACLE-GRO COMPANY	8,284.41	12,041.19
614	THE WALT DISNEY COMPANY	24,562.21	32,099.92
952	THERMO FISCHER SCIENTIFIC INC	54,221.16	56,006.16
1053	TIME WARNER CABLE INC	62,716.46	100,098.18
752	TJX COMPANIES INC	11,875.39	33,682.08
719	TRIDENT MICROSYSTEMS INC	3,687.75	284.01
3898	U S. BANCORP	122,892.81	133,701.40
731	UGI CORPORATION	20,281.16	23,209.25
512	UNION PACIFIC CORPORATION	33,162.77	60,774.40
93	UNITED BANKSHARES, INC	2,740.03	2,316.63
1916	UNITED TECHNOLOGIES COROPRATION	130,596.79	150,003.64
357	URS CORPORATION	14,960.06	12,605.67
21	V F CORPORATION	2,769.59	3,346.56
429	VALSPAR CORPORATION	14,176.28	24,066.90
699	VARIAN MEDICAL SYSTEMS INC	34,092.88	42,163.68
422	VMWARE, INC	38,518.01	40,824.28
73	W W GRAINGER INC	15,158.09	15,211.01
2021	WAL-MART STORES	107,198 41	149,149.80
499	WALGREEN COMPANY	17,484.48	18,183.56
1611	WATSON PHARMACEUTICALS, INC	43,813.74	137,192.76
867	WD-40 COMPANY	26,751.50	45,638.88
4664	WELLS FARGO COMPANY	141,747.23	161,047.92
340	WESTAMERICA BANCORPORATION	15,036.47	15,997.00
442	WGL HOLDINGS INC	17,615.89	17,790.50
865	WILLIAMS SONOMA IND	36,074.40	38,034.05
490	WOLVERINE WORLD WIDE INC	17,747.54	21,741.30
1035	WORLD FUEL SERVICES CORP	16,663.20	36,856.35
734	XILINX INC	16,848.17	24,522.94
570	YOUNG INNOVATIONS, INC	15,882.84	22,287.00
497	YUM! BRANDS INC	21,465.14	32,970.98
224	3M CO	17,525.87	20,702.08
TOTAL EQUITIES		8,511,772.79	10,911,214.64
MUTUAL FUNDS			
1612	JOHN HANCOCK BK & THT OPP FD/CSLD ED	22,890.05	29,580.20
9282	KAYNE ANDERSON MLP INVT CO	271,940.30	289,969.68
4665.85	NATIXIS LOOMIS SAYLES LTD GV&A-Y	55,667.13	56,363.44

DAVID AND EULA WINTERMANN FOUNDATION 76-0082100

26503.99	VANGUARD BD INDEX FD SIGNAL #1351	272,829.72	296,844.64
1704.54	VANGUARD DEV MKTS INDEX FD	14,999.99	15,988.62
2093.28	VANGUARD GROWTH INDEX FD SG CL #1347	58,769.94	72,238.89
4108.46	VANGUARD INFLAT PROT	50,000.00	61,010.68
3582.5	VANGUARD MID CAP INDEX-SIGN #1344	98,136.65	113,672.66
1122.93	VANGUARD SMALL CAP INDEX FD #860	15,838.51	19,325.59
642.95	VANGUARD VALUE INDEX FD - SIGN #1346	12,614.66	15,334.33
56017.74	WELLS FARGO ADV HI INC - INS	415,043.64	434,137.48
TOTAL MUTUAL FUNDS		1,288,730.59	1,404,466.21
PARTNERSHIPS			
125	RICE INDUSTRIES, INC	16,595.00	16,595.00
4 1670%	2200 & ASSOCIATES	377.25	377.25
TOTAL PARTNERSHIPS		16,972.25	16,972.25
TOTAL SECURITIES		13,668,008.99	16,445,070.25