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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

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 11/1/2011, and ending 10/31/2012

Name of foundation TW LUCY C HARRIS-GFIC		A Employer identification number 58-6163827
Number and street (or P O box number if mail is not delivered to street address)	Room/suite	B Telephone number (see instructions) (888) 730-4933
Wells Fargo Bank N A 101N Independence Mall E MACY1372-062		
City or town, state, and ZIP code Philadelphia PA 19106-2112		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) \$ 782,773	J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check ☒ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments		0		
	4 Dividends and interest from securities	23,875	23,864		
	5 a Gross rents		0		
	b Net rental income or (loss)	0			
	6 a Net gain or (loss) from sale of assets not on line 10	44,723			
	b Gross sales price for all assets on line 6a	581,299			
	7 Capital gain net income (from Part IV, line 2)		44,723		
	8 Net short-term capital gain		0		
	9 Income modifications				
	10 a Gross sales less returns and allowances	0			
b Less Cost of goods sold	0				
c Gross profit or (loss) (attach schedule)	0				
11 Other income (attach schedule)	0	0	0		
12 Total. Add lines 1 through 11	68,598	68,587	0		
13 Compensation of officers, directors, trustees, etc	14,470	8,694		5,776	
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16 a Legal fees (attach schedule)	0	0	0	0	
b Accounting fees (attach schedule)	1,652	0	0	1,652	
c Other professional fees (attach schedule)	0	0	0	0	
17 Interest					
18 Taxes (attach schedule) (see instructions)	2,248	328	0	0	
19 Depreciation (attach schedule) and depletion	0	0	0		
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses (attach schedule)	330	330	0	0	
24 Total operating and administrative expenses. Add lines 13 through 23	18,700	9,352	0	7,428	
25 Contributions, gifts, grants paid	33,100			33,100	
26 Total expenses and disbursements. Add lines 24 and 25	51,800	9,352	0	40,528	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	16,798				
b Net investment income (if negative, enter -0-)		59,235			
c Adjusted net income (if negative, enter -0-)			0		

For Paperwork Reduction Act Notice, see instructions

(HTA)

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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	0	0			
	2	Savings and temporary cash investments	19,983	18,614	18,614		
	3	Accounts receivable	0	0	0		
		Less allowance for doubtful accounts	0	0	0		
	4	Pledges receivable	0	0	0		
		Less allowance for doubtful accounts	0	0	0		
	5	Grants receivable					
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)	0	0	0		
	7	Other notes and loans receivable (attach schedule)	0	0	0		
		Less allowance for doubtful accounts	0	0	0		
	8	Inventories for sale or use	0	0			
	9	Prepaid expenses and deferred charges		0			
	10 a	Investments—U S and state government obligations (attach schedule)	0	0	0		
	b	Investments—corporate stock (attach schedule)	0	0	0		
	c	Investments—corporate bonds (attach schedule)	0	0	0		
	Liabilities	11	Investments—land, buildings, and equipment basis	0	0	0	
		Less accumulated depreciation (attach schedule)	0	0	0		
12		Investments—mortgage loans					
13		Investments—other (attach schedule)	736,406	754,350	764,159		
14		Land, buildings, and equipment basis	0	0	0		
		Less accumulated depreciation (attach schedule)	0	0	0		
15		Other assets (describe)	0	0	0		
16		Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	756,389	772,964	782,773		
17		Accounts payable and accrued expenses	0	0			
18		Grants payable					
Net Assets or Fund Balances	19	Deferred revenue	0	0			
	20	Loans from officers, directors, trustees, and other disqualified persons	0	0			
	21	Mortgages and other notes payable (attach schedule)	0	0			
	22	Other liabilities (describe)	0	0			
	23	Total liabilities (add lines 17 through 22)	0	0			
	24	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. ☐					
25	Unrestricted						
26	Temporarily restricted						
	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	756,389	772,964				
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)	756,389	772,964				
31	Total liabilities and net assets/fund balances (see instructions)	756,389	772,964				

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	756,389
2	Enter amount from Part I, line 27a	2	16,798
3	Other increases not included in line 2 (itemize)	3	0
4	Add lines 1, 2, and 3	4	773,187
5	Decreases not included in line 2 (itemize) <u>COST BASIS ADJUSTMENT</u>	5	223
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	772,964

Part IV Capital Gains and Losses for Tax on Investment Income

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 0	0	0	0
b 0	0	0	0
c 0	0	0	0
d 0	0	0	0
e 0	0	0	0

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

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

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	44,723
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8 }	3	0

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2010	36,411	795,230	0.045787
2009	35,739	732,196	0.048811
2008	31,393	627,792	0.050005
2007			0.000000
2006			0.000000

2 Total of line 1, column (d)	2	0.144603
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.048201
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	768,375
5 Multiply line 4 by line 3	5	37,036
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	592
7 Add lines 5 and 6	7	37,628
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions	8	40,528

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

1 a 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)		1	592
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b		2	0
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)		3	592
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	
3 Add lines 1 and 2		5	592
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		6a	1,043
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		6b	
6 Credits/Payments		6c	0
a 2011 estimated tax payments and 2010 overpayment credited to 2011		6d	
b Exempt foreign organizations—tax withheld at source		7	1,043
c Tax paid with application for extension of time to file (Form 8868)		8	0
d Backup withholding erroneously withheld		9	0
7 Total credits and payments. Add lines 6a through 6d		10	451
8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached		11	0
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed			
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid			
11 Enter the amount of line 10 to be Credited to 2012 estimated tax 451 Refunded			

Part VII-A Statements Regarding Activities

	Yes	No
1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? 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		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation \$ _____ (2) On foundation managers \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		N/A
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8 a Enter the states to which the foundation reports or with which it is registered (see instructions) GA		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? 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

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address N/A	13	X	
14	The books are in care of WELLS FARGO BANK N A Telephone no 888-730-4933 Located at 101N Independence Mall E MACY 1372-062 Philadelphia PA ZIP+4 19106-2112			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here and enter the amount of tax-exempt interest received or accrued during the year 15 N/A			
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country N/A	16	Yes	No
				X

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

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

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

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

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

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

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

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

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

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

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

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

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

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

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

If "Yes" to 6b, file Form 8870

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

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

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Wells Fargo Bank, N A	CO-TRUSTEE	4 00	11,592	0
101 N Independence Mall E MACY1372-062 Ph				0
Mr. Lon Rice	CO-TRUSTEE	1 00	2,878	0
PO Box 727 Winder GA 30680				0
		00	0	0
		00	0	0

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				
Total number of other employees paid over \$50,000				0

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

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

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

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	0
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	759,321
b	Average of monthly cash balances	1b	20,755
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	780,076
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	780,076
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	11,701
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	768,375
6	Minimum investment return. Enter 5% of line 5	6	38,419

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	38,419
2a	Tax on investment income for 2011 from Part VI, line 5	2a	592
b	Income tax for 2011 (This does not include the tax from Part VI.)	2b	0
c	Add lines 2a and 2b	2c	592
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	37,827
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	37,827
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	37,827

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	40,528
b	Program-related investments—total from Part IX-B	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	0
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	40,528
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	592
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	39,936

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.

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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				37,827
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only			2,577	
b Total for prior years 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2011				
a From 2006	0			
b From 2007	0			
c From 2008	0			
d From 2009	0			
e From 2010	0			
f Total of lines 3a through e	0			
4 Qualifying distributions for 2011 from Part XII, line 4 ▶ \$ 40,528				
a Applied to 2010, but not more than line 2a			2,577	
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				37,827
e Remaining amount distributed out of corpus	124			
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	124			
b Prior years' undistributed income Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount—see instructions		0		
e Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2012				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)	0			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	124			
10 Analysis of line 9				
a Excess from 2007	0			
b Excess from 2008	0			
c Excess from 2009	0			
d Excess from 2010	0			
e Excess from 2011	124			

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

N/A

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

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

☐ 4942(j)(3) or ☐ 4942(j)(5)

2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

b 85% of line 2a

c Qualifying distributions from Part XII, line 4 for each year listed

d Amounts included in line 2c not used directly for active conduct of exempt activities

e Qualifying distributions made directly for active conduct of exempt activities
Subtract line 2d from line 2c

3 Complete 3a, b, or c for the alternative test relied upon

a "Assets" alternative test—enter

(1) Value of all assets

(2) Value of assets qualifying under section 4942(j)(3)(B)(i)

b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed

c "Support" alternative test—enter

(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)

(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)

(3) Largest amount of support from an exempt organization

(4) Gross investment income

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

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

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

NONE

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

NONE

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

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

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

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

c Any submission deadlines

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

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TW LUCY C HARRIS-GFIC

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year See Attached Statement				
Total			▶ 3a	33,100
b Approved for future payment NONE				
Total			▶ 3b	0

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

- | <p>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?</p> <p>a Transfers from the reporting foundation to a noncharitable exempt organization of</p> <p>(1) Cash</p> <p>(2) Other assets</p> <p>b Other transactions</p> <p>(1) Sales of assets to a noncharitable exempt organization</p> <p>(2) Purchases of assets from a noncharitable exempt organization</p> <p>(3) Rental of facilities, equipment, or other assets</p> <p>(4) Reimbursement arrangements</p> <p>(5) Loans or loan guarantees</p> <p>(6) Performance of services or membership or fundraising solicitations</p> <p>c Sharing of facilities, equipment, mailing lists, other assets, or paid employees</p> <p>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</p> | <table border="1"> <tr> <th></th> <th>Yes</th> <th>No</th> </tr> <tr> <td></td> <td></td> <td></td> </tr> <tr> <td>1a(1)</td> <td></td> <td>X</td> </tr> <tr> <td>1a(2)</td> <td></td> <td>X</td> </tr> <tr> <td></td> <td></td> <td></td> </tr> <tr> <td>1b(1)</td> <td></td> <td>X</td> </tr> <tr> <td>1b(2)</td> <td></td> <td>X</td> </tr> <tr> <td>1b(3)</td> <td></td> <td>X</td> </tr> <tr> <td>1b(4)</td> <td></td> <td>X</td> </tr> <tr> <td>1b(5)</td> <td></td> <td>X</td> </tr> <tr> <td>1b(6)</td> <td></td> <td>X</td> </tr> <tr> <td>1c</td> <td></td> <td>X</td> </tr> </table> | | Yes | No | | | | 1a(1) | | X | 1a(2) | | X | | | | 1b(1) | | X | 1b(2) | | X | 1b(3) | | X | 1b(4) | | X | 1b(5) | | X | 1b(6) | | X | 1c | | X |
|---|---|----|-----|----|--|--|--|-------|--|---|-------|--|---|--|--|--|-------|--|---|-------|--|---|-------|--|---|-------|--|---|-------|--|---|-------|--|---|----|--|---|
| | Yes | No | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| 1a(1) | | X | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| 1a(2) | | X | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| 1b(1) | | X | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| 1b(2) | | X | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| 1b(3) | | X | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| 1b(4) | | X | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| 1b(5) | | X | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| 1b(6) | | X | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| 1c | | X | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |

[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.

Signature of officer or trustee: John A. Salento SVP Wells Fargo Bank N.A. Date: 1/11/2013 Title: SVP Wells Fargo Bank N.A.

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 1/11/2013	Check ☒ if self-employed	PTIN P01251603
Firm's name ▶ PricewaterhouseCoopers, LLP			Firm's EIN ▶ 13-4008324	
Firm's address ▶ 600 GRANT STREET, PITTSBURGH, PA 15219-2777			Phone no 412-355-6000	

Name: TW LUCY C HARRIS-GFIC									
Account #: 3013000439									
FYE: 10/31/12									
							FMV		COST
Savings & Temp Inv	3013000439	58-6163827	99999Y944	SECURED MARKET DEPOSIT ACCOUNT			\$ 16,163 41	\$ 16,163 41	\$ 16,163 41
Savings & Temp Inv	3013000439	58-6163827	99999Y944	SECURED MARKET DEPOSIT ACCOUNT			\$ 1,507 04	\$ 1,507 04	\$ 1,507 04
Savings & Temp Inv	51844801	58-6163827	99999Y944	SECURED MARKET DEPOSIT ACCOUNT			\$ 931 23	\$ 931 23	\$ 931 23
Savings & Temp Inv	51844801	58-6163827	99999Y944	SECURED MARKET DEPOSIT ACCOUNT			\$ 12 75	\$ 12 75	\$ 12 75
TOTAL CASH AND CASH EQUIVALENTS							\$ 18,614.43		\$ 18,614.43
Invest - Other	3013000439	58-6163827	411511306	HARBOR INTERNATIONAL FD INST #2011			\$ 51,142 09	\$ 865 20	\$ 50,000 00
Invest - Other	3013000439	58-6163827	52106N889	LAZARD EMERGING MKTS PTFL #638			\$ 39,925 23	\$ 2,068 67	\$ 32,834 89
Invest - Other	3013000439	58-6163827	693390304	PIMCO LOW DURATION FD I #36			\$ 36,963 48	\$ 3,474 01	\$ 35,886 54
Invest - Other	3013000439	58-6163827	693390700	PIMCO TOTAL RET FD-INST #35			\$ 46,611 41	\$ 4,021 69	\$ 43,784 00
Invest - Other	3013000439	58-6163827	77954Q106	T ROWE PRICE BLUE CHIP GRWTH #93			\$ 45,896 77	\$ 1,032 32	\$ 46,000 00
Invest - Other	3013000439	58-6163827	693390593	PIMCO MODERATE DURATION-INST #120			\$ 25,009 18	\$ 2,238 96	\$ 24,135 99
Invest - Other	3013000439	58-6163827	68380Y409	OPPENHEIMER COM STR TR FD Y #739			\$ 28,990 76	\$ 8,865 68	\$ 42,989 70
Invest - Other	3013000439	58-6163827	44980Q518	ING INTERNATIONAL REAL EST-I #2664			\$ 16,950 08	\$ 1,883 34	\$ 18,020 38
Invest - Other	3013000439	58-6163827	464287507	ISHARES CORE S&P MIDCAP ETF			\$ 40,351 28	\$ 412 00	\$ 40,038 12
Invest - Other	3013000439	58-6163827	262028855	DRIEHAUS ACTIVE INCOME FUND			\$ 23,802 21	\$ 2,247 61	\$ 23,975 00
Invest - Other	3013000439	58-6163827	72201F516	PIMCO EMERGING LOCAL BOND IS #332			\$ 39,251 28	\$ 3,614 30	\$ 38,025 00
Invest - Other	3013000439	58-6163827	94985D582	WELLS FARGO ADV INTL BOND-IS #4705			\$ 18,149 68	\$ 1,535 51	\$ 18,281 73
Invest - US & State	3013000439	58-6163827	GT9950004	ASGI AGILITY INCOME FUND			\$ 50,122 35	\$ 47 70	\$ 50,000 00
Invest - Other	3013000439	58-6163827	89155H256	TOUCHSTONE SMALL CAP CORE-IN #555			\$ 39,239 69	\$ 2,416 24	\$ 37,500 00
Invest - Other	3013000439	58-6163827	44981V706	ING REAL ESTATE FUND CL-I #2190			\$ 36,587 43	\$ 2,152 20	\$ 32,215 04
Invest - Other	3013000439	58-6163827	00203H859	AQR MANAGED FUTURES STR-I			\$ 15,715 78	\$ 1,671 89	\$ 16,000 00
Invest - Other	3013000439	58-6163827	74253Q416	PRINCIPAL PREFERRED SEC-INS #4929			\$ 20,566 41	\$ 1,953 13	\$ 20,000 00
Invest - Other	3013000439	58-6163827	25284S833	DIAMOND HILL LONG-SHORT FD CL I #11			\$ 7,651 26	\$ 420 17	\$ 7,500 00
Invest - Other	3013000439	58-6163827	72389B406	PIONEER HIGH YIELD FUND-Y #724			\$ 49,828 60	\$ 4,861 33	\$ 48,322 40
Invest - Other	3013000439	58-6163827	767829884	GATEWAY FUND - Y #1986			\$ 31,353 09	\$ 1,147 20	\$ 30,500 00
Invest - Corp Stock	51844801	58-6163827	G6852T105	PARTNERRE LTD COM			\$ 3,240 00	\$ 40 00	\$ 2,611 60
Invest - Corp Stock	51844801	58-6163827	009158106	AIR PRODS & CHEMS INC COM			\$ 3,101 20	\$ 40 00	\$ 3,518 06
Invest - Corp Stock	51844801	58-6163827	012653101	ALBEMARLE CORP COM			\$ 2,479 95	\$ 45 00	\$ 2,821 74
Invest - Corp Stock	51844801	58-6163827	025816109	AMERICAN EXPRESS CO			\$ 2,798 50	\$ 50 00	\$ 2,872 03
Invest - Corp Stock	51844801	58-6163827	071813109	BAXTER INTL INC			\$ 2,505 20	\$ 40 00	\$ 2,438 80
Invest - Corp Stock	51844801	58-6163827	237194105	DARDEN RESTAURANTS INC			\$ 3,157 20	\$ 60 00	\$ 2,961 99
Invest - Corp Stock	51844801	58-6163827	29255N108	ENERGEN CORP			\$ 3,265 50	\$ 70 00	\$ 3,537 52
Invest - Corp Stock	51844801	58-6163827	369550108	GENERAL DYNAMICS CORP			\$ 3,404 00	\$ 50 00	\$ 3,549 05

Invest - Corp Stock	51844801	58-6163827	372460105	GENUINE PARTS CO	\$	2,816 10	\$	45 00	\$	2,830 05
Invest - Corp Stock	51844801	58-6163827	384802104	GRAINGER W W INC	\$	3,021 15	\$	15 00	\$	3,222 60
Invest - Corp Stock	51844801	58-6163827	397624107	GREIF INC-CL A	\$	2,307 80	\$	55 00	\$	2,822 59
Invest - Corp Stock	51844801	58-6163827	423452101	HELMERICH & PAYNE INC	\$	2,390 00	\$	50 00	\$	2,305 33
Invest - Corp Stock	51844801	58-6163827	478160104	JOHNSON & JOHNSON	\$	2,832 80	\$	40 00	\$	2,401 60
Invest - Corp Stock	51844801	58-6163827	532457108	ELI LILLY & CO COM	\$	3,501 36	\$	72 00	\$	2,515 68
Invest - Corp Stock	51844801	58-6163827	535678106	LINEAR TECHNOLOGY CORP	\$	2,500 80	\$	80 00	\$	2,678 42
Invest - Corp Stock	51844801	58-6163827	594918104	MICROSOFT CORP	\$	2,568 60	\$	90 00	\$	2,899 78
Invest - Corp Stock	51844801	58-6163827	681919106	OMNICOM GROUP	\$	2,874 60	\$	60 00	\$	2,926 12
Invest - Corp Stock	51844801	58-6163827	704326107	PAYCHEX INC	\$	2,917 77	\$	90 00	\$	2,849 21
Invest - Corp Stock	51844801	58-6163827	713448108	PEPSICO INC	\$	3,185 04	\$	46 00	\$	2,943 53
Invest - Corp Stock	51844801	58-6163827	742718109	PROCTER & GAMBLE CO	\$	2,977 32	\$	43 00	\$	2,771 56
Invest - Corp Stock	51844801	58-6163827	863667101	STRYKER CORP	\$	3,156 00	\$	60 00	\$	3,171 59
Invest - Corp Stock	51844801	58-6163827	881624209	TEVA PHARMACEUTICAL INDUSTRIES - ADR	\$	3,233 60	\$	80 00	\$	3,485 88
Invest - Corp Stock	51844801	58-6163827	882508104	TEXAS INSTRUMENTS INC	\$	2,528 10	\$	90 00	\$	2,480 76
Invest - Corp Stock	51844801	58-6163827	911312106	UNITED PARCEL SERVICE-CL B	\$	2,930 00	\$	40 00	\$	3,113 20
Invest - Corp Stock	51844801	58-6163827	30231G102	EXXON MOBIL CORPORATION	\$	2,735 10	\$	30 00	\$	2,575 20
Invest - Corp Stock	51844801	58-6163827	87612E106	TARGET CORP	\$	3,187 50	\$	50 00	\$	2,898 00
Invest - Corp Stock	51844801	58-6163827	09247X101	BLACKROCK INC	\$	3,793 60	\$	20 00	\$	3,848 23
Invest - Corp Stock	51844801	58-6163827	74144T108	T ROWE PRICE GROUP INC	\$	3,244 00	\$	50 00	\$	3,127 07
Invest - Corp Stock	51844801	58-6163827	166764100	CHEVRON CORP	\$	2,756 02	\$	25 00	\$	2,636 45
Invest - Corp Stock	51844801	58-6163827	58933Y105	MERCK & CO INC NEW	\$	3,376 62	\$	74 00	\$	2,875 22
Invest - Corp Stock	51844801	58-6163827	G96666105	WILLIS GROUP HOLDINGS PLC	\$	2,693 60	\$	80 00	\$	2,948 31
Invest - Corp Stock	51844801	58-6163827	00206R102	AT & T INC	\$	3,113 10	\$	90 00	\$	2,586 58
Invest - Corp Stock	51844801	58-6163827	G3157S106	ENSCO PLC-CL A	\$	2,312 80	\$	40 00	\$	2,227 19
Invest - Corp Stock	51844801	58-6163827	H0023R105	ACE LIMITED	\$	3,146 00	\$	40 00	\$	2,890 40
TOTAL OTHER INVESTMENT					\$	764,158.99			\$	754,350.13
TOTAL					\$	782,773.42			\$	772,964.56

TW LUCY C HARRIS-GFIC

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

Name

GEORGIA FOUNDATION OF INDEPENDENT COLLEGES

Street

945 E PACES FERRY RD STE 1750

City

ATLANTA

State

GA

Zip Code

30326

Foreign Country

Relationship

NONE

Foundation Status

501(c)3 PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

33,100

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

0

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

0

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

0

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

0

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

0

1/11/2013 4:40:29 PM - 3013000439 - 6428 - WWS - TR UW LUCY CLAIRE HARRIS GRIFFIN GEO

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

Totals														
Securities														
Other sales														
Gross Sales														
581,299														
0														
536,576														
0														
44,723														
0														
Net Gain or Loss														
44,723														
0														
Net Gain or Loss														
-121														
13														
805														
11														
524														
513														
249														
233														
253														
607														
550														
2,630														
2,733														
-103														
15														
529														
84														
68														
57,720														
1,320														
511														
530														
63														
66														
301														
450														
528														
-21														
-883														
8														
1,496														
316														
300														
3,774														
3,553														
221														
-557														
65														
750														
3,520														
13,000														
11,094														
2,782														
2,810														
-28														
172														
285														
113														
262														
328														
328														
215														
328														
193														
180														
60														
325														
330														
-5														
-5														
979														
953														
1,230														
626														
949														
342														
575														
114														
177														
512														
555														
-43														
1,598														
778														
934														
676														
701														
573														
608														
446														
701														
650														
51														
51														
60														
188														
952														
256														
352														
181														
533														
352														
571														
9,910														
5,636														
312														
266														
312														
2,308														
2,450														
362														
416														
-54														

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

Index	Check "X" if Sale of Security	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Totals					Net Gain or Loss	
								Securities		Cost, Other Basis and Expenses		Depreciation		
								Other sales	Gross Sales	Other Basis	Valuation Method			Expense of Sale and Cost of Improvements
52	X	ASTRAZENECA PLC ADR	046353108			10/17/2011		3/13/2012	498	519				-21
53	X	BCE INC	055348760			3/10/2011		3/6/2012	247	218				29
54	X	BCE INC	055348760			3/10/2011		3/13/2012	3,344	2,941				403
55	X	BG GROUP PLC - ADR	055434203			4/20/2011		5/17/2012	794	1,007				-213
56	X	BAKER HUGHES INC COM	057224107			3/13/2012		9/25/2012	1,869	1,910				-41
57	X	BAKER HUGHES INC COM	057224107			5/15/2012		9/25/2012	467	411				56
58	X	BIAGEN IDEC INC	09062X103			2/1/2012		4/20/2012	256	245				11
59	X	BIAGEN IDEC INC	09062X103			11/2/2011		8/9/2012	572	456				116
60	X	KIMBERLY CLARK CORP COM	494368103			3/10/2011		3/13/2012	3,837	3,432				405
61	X	KINDER MORGAN INC/DELA	494568101			8/7/2012		8/9/2012	1,504	1,534				-30
62	X	KOHL'S CORP	500255104			9/29/2011		12/9/2011	255	242				13
63	X	KOHL'S CORP	500255104			8/11/2011		5/16/2012	420	428				-8
64	X	KOHL'S CORP	500255104			9/15/2011		5/16/2012	280	281				-1
65	X	KOHL'S CORP	500255104			9/29/2011		5/16/2012	187	193				-6
66	X	KRAFT FOODS INC	50075N104			4/27/2012		8/9/2012	691	671				20
67	X	KRAFT FOODS INC	50075N104			5/1/2012		8/9/2012	935	918				17
68	X	KRAFT FOODS INC	50075N104			6/20/2012		8/9/2012	407	389				18
69	X	KROGER CO	501044101			7/6/2011		1/20/2012	501	530				-29
70	X	KROGER CO	501044101			6/24/2011		2/9/2012	923	958				-35
71	X	KIMBERLY CLARK CORP COM	494368103			9/30/2011		12/6/2011	423	429				-6
72	X	KIMBERLY CLARK CORP COM	494368103			9/23/2011		1/9/2012	436	413				23
73	X	KIMBERLY CLARK CORP COM	494368103			9/30/2011		1/9/2012	508	500				8
74	X	KIMBERLY CLARK CORP COM	494368103			3/10/2011		3/6/2012	436	388				48
75	X	AT & T INC	00206R102			3/10/2011		3/13/2012	1,195	1,092				103
76	X	ABBOTT LABS	002824100			6/10/2011		3/6/2012	170	154				16
77	X	ABBOTT LABS	002824100			3/10/2011		3/13/2012	2,163	1,807				356
78	X	ABBOTT LABS	002824100			6/10/2011		3/13/2012	585	513				72
79	X	ABERCROMBIE & FITCH CO C	002896207			9/30/2011		2/27/2012	672	869				-197
80	X	ABERCROMBIE & FITCH CO C	002896207			11/4/2011		2/27/2012	192	232				-40
81	X	AT & T INC	00206R102			11/10/2011		3/6/2012	369	350				19
82	X	AT & T INC	00206R102			11/10/2011		3/13/2012	189	175				14
83	X	ALLERGAN INC	018490102			3/9/2011		7/31/2012	1,272	1,073				199
84	X	ALTRIA GROUP INC	02208S103			10/12/2011		3/6/2012	361	335				26
85	X	ALTRIA GROUP INC	02208S103			3/10/2011		3/13/2012	2,781	2,399				382
86	X	ALTRIA GROUP INC	02208S103			10/12/2011		3/13/2012	179	168				11
87	X	ALTRIA GROUP INC	02208S103			11/10/2011		3/13/2012	658	606				52
88	X	AMAZON COM INC COM	023135106			3/9/2011		11/22/2011	375	338				37
89	X	BORG WARNER INC	099724106			12/6/2011		8/9/2012	418	421				-3
90	X	BRISTOL MYERS SQUIBB CO	110122108			3/10/2011		3/6/2012	291	237				54
91	X	BRISTOL MYERS SQUIBB CO	110122108			3/10/2011		3/13/2012	3,545	2,817				728
92	X	BROWN & BROWN INC	115236101			3/13/2012		7/23/2012	3,065	2,877				188
93	X	CARDINAL HEALTH INC COM	14149Y108			3/13/2012		9/14/2012	2,664	2,940				-276
94	X	CENTURYLINK, INC	156700106			3/10/2011		3/6/2012	346	363				-17
95	X	KROGER CO	501044101			7/6/2011		2/9/2012	24	25				-1
96	X	LAS VEGAS SANDS CORP	517834107			8/4/2011		11/28/2011	45	46				-1
97	X	LAS VEGAS SANDS CORP	517834107			8/4/2011		11/28/2011	180	218				-38
98	X	LAS VEGAS SANDS CORP	517834107			6/7/2011		11/28/2011	224	204				20
99	X	LAS VEGAS SANDS CORP	517834107			6/7/2011		1/24/2012	480	408				72
100	X	LAS VEGAS SANDS CORP	517834107			2/3/2012		3/2/2012	285	259				26
101	X	LAS VEGAS SANDS CORP	517834107			5/10/2012		6/26/2012	213	259				-46
102	X	LAS VEGAS SANDS CORP	517834107			2/3/2012		6/26/2012	128	155				-27

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

Totals															Amount		Long Term CG Distributions		Short Term CG Disbutions	
															1,399					
															0					
Index	Check "X" if Sale of Security	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales		Cost, Other Basis and Expenses		Net Gain or Loss							
									Price	Other Basis	Valuation Method	Expense of Sale and Cost of Improve-ments	Depreciation	Net Gain or Loss						
103	X	LAS VEGAS SANDS CORP	517834107			6/7/2011		8/9/2012	835	856				-21						
104	X	LAS VEGAS SANDS CORP	517834107			2/3/2012		8/9/2012	80	103				-23						
105	X	ESTEE LAUDER COMPANIES	518439104			8/15/2011		7/12/2012	100	95				5						
106	X	ESTEE LAUDER COMPANIES	518439104			8/11/2011		7/12/2012	351	324				27						
107	X	ESTEE LAUDER COMPANIES	518439104			8/11/2011		7/17/2012	666	601				65						
108	X	ELI LILLY & CO COM	532457108			2/3/2012		3/6/2012	349	356				-7						
109	X	ELI LILLY & CO COM	532457108			2/3/2012		3/13/2012	199	198				1						
110	X	ELI LILLY & CO COM	532457108			3/10/2011		3/13/2012	597	73				73						
111	X	LINKEDIN CORP	53578A108			5/16/2012		8/9/2012	1,467	1,572				-105						
112	X	LINKEDIN CORP	53578A108			5/25/2012		8/9/2012	210	13				13						
113	X	LINKEDIN CORP	53578A108			7/16/2012		8/9/2012	419	416				3						
114	X	LORILLARD INC	544147101			10/3/2011		1/31/2012	864	913				-49						
115	X	LORILLARD INC	544147101			3/10/2011		3/13/2012	1,297	791				506						
116	X	MCDONALDS CORP	580135101			3/10/2011		1/5/2012	1,386	1,078				308						
117	X	MCDONALDS CORP	580135101			3/10/2011		3/13/2012	1,164	924				240						
118	X	MCDONALDS CORP	580135101			5/26/2011		4/19/2012	759	660				99						
119	X	MCDONALDS CORP	580135101			5/26/2011		5/8/2012	935	825				110						
120	X	MEAD JOHNSON NUTRITION	582839106			12/23/2011		7/11/2012	234	201				33						
121	X	MEAD JOHNSON NUTRITION	582839106			6/12/2012		7/11/2012	234	245				-11						
122	X	MEAD JOHNSON NUTRITION	582839106			3/9/2011		7/11/2012	468	355				113						
123	X	MEAD JOHNSON NUTRITION	582839106			3/9/2011		7/16/2012	959	768				191						
124	X	MERCK & CO INC NEW	58933Y105			1/5/2012		3/6/2012	341	350				-8						
125	X	BIODEN IDEC INC	09082X103			11/23/2011		8/9/2012	572	445				127						
126	X	BIODEN IDEC INC	09082X103			2/1/2012		8/9/2012	286	245				41						
127	X	BOEING CO	097023105			3/9/2011		8/9/2012	665	649				16						
128	X	BOEING CO	097023105			12/5/2011		8/9/2012	443	432				11						
129	X	BORG WARNER INC	099724106			3/9/2011		5/15/2012	300	310				-10						
130	X	BORG WARNER INC	099724106			3/9/2011		8/9/2012	279	310				-31						
131	X	BORG WARNER INC	099724106			10/28/2011		8/9/2012	209	228				-19						
132	X	CENTURYLINK, INC	156700106			3/10/2011		3/13/2012	2,179	2,256				-77						
133	X	CENTURYLINK, INC	156700106			10/12/2011		3/13/2012	584	520				64						
134	X	CENTURYLINK, INC	156700106			2/3/2012		3/13/2012	545	518				27						
135	X	CERNER CORP COM	156782104			11/21/2011		8/9/2012	574	458				116						
136	X	CERNER CORP COM	156782104			4/30/2012		8/9/2012	215	241				-26						
137	X	CERNER CORP COM	156782104			5/9/2012		8/9/2012	359	395				-36						
138	X	CINCINNATI FINANCIAL CORP	172062101			3/10/2011		2/3/2012	1,064	1,060				4						
139	X	CITRIX SYS INC COM	177376100			3/9/2011		1/26/2012	583	654				-71						
140	X	CITRIX SYS INC COM	177376100			3/9/2011		8/9/2012	1,199	1,163				36						
141	X	COACH INC	189754104			3/9/2011		2/21/2012	225	168				57						
142	X	COACH INC	189754104			3/9/2011		6/7/2012	863	783				80						
143	X	COCA COLA CO	191216100			5/19/2011		12/23/2011	557	547				10						
144	X	COCA COLA CO	191216100			5/19/2011		2/9/2012	204	205				-1						
145	X	COCA COLA CO	191216100			6/22/2011		2/9/2012	747	733				14						
146	X	COCA COLA CO	191216100			3/10/2011		3/13/2012	1,046	982				64						
147	X	COCA COLA CO	191216100			3/9/2011		8/9/2012	2,370	1,966				404						
148	X	COCA COLA CO	191216100			6/26/2012		8/9/2012	948	904				-86						
149	X	COGNIZANT TECH SOLUTION	192446102			1/10/2012		5/18/2012	541	627				-120						
150	X	COGNIZANT TECH SOLUTION	192446102			6/11/2012		6/11/2012	646	766				-44						
151	X	COGNIZANT TECH SOLUTION	192446102			12/30/2011		8/9/2012	294	338				-230						
152	X	COMERICA INC	200340107			4/7/2011		8/9/2012	911	1,141				6						
153	X	COMERICA INC	200340107			1/24/2012		8/9/2012	243	237				6						

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

Index		Check "X" if Sale of Security	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Totals				Net Gain or Loss
									Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	
Long Term CG Distributions										Gross Sales	Cost, Other Basis and Expenses	Net Gain or Loss	
Short Term CG Distributions										581,299	536,576	44,723	
Amount										0	0	0	
Securities													
Other sales													
154	X		CONOCOPHILLIPS	20825C104			3/10/2011			229	227		2
155	X		CONOCOPHILLIPS	20825C104			3/10/2011			3,097	3,024		73
156	X		CONSOLIDATED EDISON INC	209115104			3/10/2011			1,841	1,565		276
157	X		CROWN CASTLE INTL CORP	228227104			4/25/2012			1,663	1,508		155
158	X		CROWN CASTLE INTL CORP	228227104			6/8/2012			801	727		74
159	X		CULLEN FROST BANKERS INC	229899109			3/13/2012			2,908	2,902	4	4
160	X		MERCK & CO INC NEW	58933Y105			1/5/2012			378	389		-11
161	X		MICROSOFT CORP	594918104			8/18/2011			404	396		8
162	X		MICROSOFT CORP	594918104			8/10/2011			1,062	861		201
163	X		MICROSOFT CORP	594918104			8/18/2011			1,123	915		208
164	X		MICROSOFT CORP	594918104			3/2/2012			485	517		-32
165	X		MICROSOFT CORP	594918104			4/20/2012			212	229		-17
166	X		MICROSOFT CORP	594918104			5/17/2012			516	509		7
167	X		MICROSOFT CORP	594918104			7/12/2012			334	318		16
168	X		MICROSOFT CORP	594918104			8/1/2012			243	236		7
169	X		MONSANTO CO NEW	61166W101			5/31/2011			1,598	1,282		316
170	X		MONSANTO CO NEW	61166W101			6/30/2011			622	496		126
171	X		MONSANTO CO NEW	61166W101			10/17/2011			533	440		93
172	X		MONSANTO CO NEW	61166W101			1/6/2012			444	387		57
173	X		MONSANTO CO NEW	61166W101			4/12/2012			622	551		71
174	X		MUNDER MIDCAP CORE GRO	626124242			12/30/2008			18,590	10,000		8,590
175	X		MUNDER MIDCAP CORE GRO	626124242			3/27/2008			32,559	28,214		4,345
176	X		NATIONAL GRID PLC ADR	636274300			5/11/2011			306	312		-6
177	X		NATIONAL GRID PLC ADR	636274300			3/10/2011			1,641	1,501		140
178	X		NATIONAL GRID PLC ADR	636274300			5/11/2011			769	779		-10
179	X		NATIONAL GRID PLC ADR	636274300			6/14/2011			667	640		27
180	X		NATIONAL GRID PLC ADR	636274300			1/9/2012			1,077	1,013		64
181	X		NATIONAL OILWELL INC COM	637071101			7/27/2011			247	241		6
182	X		TIME WARNER INC	887317303			5/20/2011			1,040	1,031		9
183	X		TOTAL SA - ADR	89151E109			3/10/2011			328	353		-25
184	X		TOTAL SA - ADR	89151E109			3/10/2011			1,991	2,118		-127
185	X		TOTAL SA - ADR	89151E109			10/17/2011			1,06	1,032		74
186	X		TYSON FOODS INC CL A DEL	902494103			5/9/2012			123	155		-32
187	X		TYSON FOODS INC CL A DEL	902494103			6/28/2011			801	970		-169
188	X		TYSON FOODS INC CL A DEL	902494103			8/10/2011			220	231		-11
189	X		TYSON FOODS INC CL A DEL	902494103			5/9/2012			63	77		-14
190	X		UNDER ARMOUR INC	904311107			4/20/2012			574	503		71
191	X		UNDER ARMOUR INC	904311107			5/25/2012			345	294		51
192	X		UNDER ARMOUR INC	904311107			6/7/2012			460	399		61
193	X		UNILEVER PLC - ADR	904767704			3/10/2011			192	178		14
194	X		UNILEVER PLC - ADR	904767704			3/10/2011			2,121	1,901		220
195	X		UNION PACIFIC CORP	907818108			10/7/2011			557	444		113
196	X		UNION PACIFIC CORP	907818108			10/5/2011			1,209	865		344
197	X		UNION PACIFIC CORP	907818108			7/30/2012			604	616		-12
198	X		UNITED TECHNOLOGIES CORP	913017109			3/9/2011			487	498		-11
199	X		UNITED TECHNOLOGIES CORP	913017109			3/9/2011			478	498		-20
200	X		UNITEDHEALTH GROUP INC	91324P102			3/9/2011			679	666		13
201	X		UNITEDHEALTH GROUP INC	91324P102			3/9/2011			564	564		76
202	X		UNITEDHEALTH GROUP INC	91324P102			3/9/2011			728	621		107
203	X		V F CORP	918204108			3/9/2011			274	196		78
204	X		V F CORP	918204108			2/21/2012			146	98		48

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

Long Term CG Distributions										Amount		Totals				Net Gain or Loss			
Short Term CG Distributions										1,399		581,299				536,576		44,723	
										0		0				0		0	
Index	Check "X" if Sale of Security	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales		Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Net Gain or Loss				
									Price										
205	X	V F CORP	818204108			3/9/2011		8/9/2012	1,187	783					404				
206	X	VANGUARD TOTAL INTL STO	921909802			1/6/2010		3/5/2012	19,000	19,311					-311				
207	X	VANGUARD TOTAL INTL STO	921909802			1/6/2010		8/7/2012	70,157	74,727					-4,570				
208	X	DANAHER CORP	235851102			5/17/2011		8/9/2012	1,007	1,018					-11				
209	X	DANAHER CORP	235851102			5/9/2012		8/9/2012	477	487					-10				
210	X	DISCOVERY COMMUNICATIO	25470F104			6/29/2012		8/9/2012	974	971					3				
211	X	DOMINION RES INC VA	25746U109			3/10/2011		11/10/2011	1,277	1,148					129				
212	X	DOMINION RES INC VA	25746U109			3/10/2011		1/5/2012	1,390	1,240					150				
213	X	DOMINION RES INC VA	25746U109			3/10/2011		3/6/2012	152	138					14				
214	X	DOMINION RES INC VA	25746U109			3/10/2011		3/13/2012	1,024	919					105				
215	X	DUKE ENERGY HOLDING CO	26441C105			3/10/2011		3/6/2012	315	276					39				
216	X	DUKE ENERGY HOLDING CO	26441C105			3/10/2011		3/13/2012	3,123	2,882					441				
217	X	E M C CORP MASS	268648102			3/9/2011		8/9/2012	1,286	1,291					-5				
218	X	E M C CORP MASS	268648102			8/2/2012		8/9/2012	456	450					6				
219	X	EOG RESOURCES, INC	26875P101			3/9/2011		3/2/2012	227	213					14				
220	X	EOG RESOURCES, INC	26875P101			3/9/2011		4/24/2012	313	319					-6				
221	X	EOG RESOURCES, INC	26875P101			3/9/2011		6/18/2012	476	532					-56				
222	X	EOG RESOURCES, INC	26875P101			12/8/2011		6/21/2012	531	620					-89				
223	X	EDWARDS LIFESCIENCES CO	28176E108			4/16/2012		6/18/2012	201	137					64				
224	X	EDWARDS LIFESCIENCES CO	28176E108			4/16/2012		6/20/2012	306	205					101				
225	X	EDWARDS LIFESCIENCES CO	28176E108			3/8/2012		6/26/2012	305	205					100				
226	X	EDWARDS LIFESCIENCES CO	28176E108			4/16/2012		6/26/2012	203	137					66				
227	X	EDWARDS LIFESCIENCES CO	28176E108			12/9/2011		8/9/2012	1,361	904					457				
228	X	EXPRESS SCRIPTS HOLDING	30219G108			3/9/2011		8/9/2012	1,171	1,024					147				
229	X	EXPRESS SCRIPTS HOLDING	30219G108			5/17/2011		8/9/2012	247	240					7				
230	X	FACEBOOK INC	30303M102			5/18/2012		8/9/2012	272	535					-263				
231	X	FAMILY DLR STORES INC	307000109			10/14/2011		8/9/2012	1,110	924					186				
232	X	FAMILY DLR STORES INC	307000109			12/7/2011		8/9/2012	457	409					48				
233	X	FAMILY DLR STORES INC	307000109			5/9/2012		8/9/2012	392	411					-19				
234	X	PEPSICO INC	713448108			6/20/2012		8/9/2012	432	412					20				
235	X	PEPSICO INC	713448108			6/26/2012		8/9/2012	504	483					21				
236	X	PFIZER INC	717081103			7/16/2012		8/9/2012	1,552	1,499					53				
237	X	PHILIP MORRIS INTERNATIONAL	718172109			3/10/2011		3/6/2012	504	384					120				
238	X	PHILIP MORRIS INTERNATIONAL	718172109			3/10/2011		3/13/2012	3,984	3,005					979				
239	X	PHILIP MORRIS INTERNATIONAL	718172109			2/9/2012		8/9/2012	2,282	2,005					277				
240	X	PHILIP MORRIS INTERNATIONAL	718172109			6/12/2012		8/9/2012	822	760					62				
241	X	PHILIP MORRIS INTERNATIONAL	718172109			6/20/2012		8/9/2012	456	440					16				
242	X	PRAXAIR INC COM	74005P104			8/30/2011		8/9/2012	1,076	986					90				
243	X	PRECISION CASTPARTS COR	740189105			3/9/2011		8/9/2012	2,081	1,851					230				
244	X	PRECISION CASTPARTS COR	740189105			6/11/2012		8/9/2012	160	164					-4				
245	X	PROCTER & GAMBLE CO	742718109			6/22/2011		12/5/2011	323	321					2				
246	X	PROCTER & GAMBLE CO	742718109			3/9/2011		12/5/2011	129	124					5				
247	X	PROCTER & GAMBLE CO	742718109			3/10/2011		3/6/2012	201	185					16				
248	X	PROCTER & GAMBLE CO	742718109			3/9/2011		6/20/2012	240	249					-9				
249	X	PROCTER & GAMBLE CO	742718109			3/9/2011		8/9/2012	1,137	1,058					79				
250	X	QUALCOMM INC	747525103			7/21/2011		8/9/2012	1,106	1,025					81				
251	X	QUALCOMM INC	747525103			11/18/2011		8/9/2012	491	450					41				
252	X	QUALCOMM INC	747525103			3/26/2012		8/9/2012	430	479					-49				
253	X	QUALCOMM INC	747525103			4/17/2012		8/9/2012	369	405					-36				
254	X	RANGE RES CORP	75281A109			3/9/2011		8/9/2012	866	643					223				
255	X	RANGE RES CORP	75281A109			4/18/2012		8/9/2012	533	454					79				

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

Totals														
Gross Sales														
581,289														
538,576														
44,723														
0														
0														
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Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

Index	Check "X" if Sale of Security	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Totals				Net Gain or Loss	
									Amount		Gross Sales Price	Cost, Other Basis and Expenses		Net Gain or Loss
									Long Term CG Distributions	Short Term CG Distributions				
307	X	WELLS FARGO ADV INTL BON	94985D582			3/27/2008		3/5/2012	7,500	8,097	581,299	536,576	44,723	
308	X	WINDSTREAM CORP	97381W104			3/10/2011		3/6/2012	72	77			-5	
309	X	WINDSTREAM CORP	97381W104			3/10/2011		3/13/2012	971	1,029			-58	
310	X	WOLVERINE WORLD WIDE IN	978097103			3/13/2012		4/30/2012	2,913	2,723			190	
311	X	ROCKWELL AUTOMATION INC	773903109			12/7/2011		7/18/2012	527	618			-91	
312	X	ROCKWELL AUTOMATION INC	773903109			1/10/2012		7/18/2012	461	520			-59	
313	X	ROYAL DUTCH SHELL PLC AD	780259107			3/10/2011		3/6/2012	429	409			20	
314	X	ROYAL DUTCH SHELL PLC AD	780259107			3/10/2011		3/13/2012	3,890	3,681			209	
315	X	SALESFORCE COM INC	79466L302			12/6/2011		4/19/2012	161	125			36	
316	X	SALESFORCE COM INC	79466L302			12/6/2011		7/30/2012	755	748			7	
317	X	NATIONAL OILWELL INC COM	637071101			7/27/2011		4/24/2012	312	322			-10	
318	X	NATIONAL OILWELL INC COM	637071101			3/18/2011		5/9/2012	805	936			-131	
319	X	NETAPP INC	64110D104			3/27/2012		5/18/2012	272	371			-99	
320	X	NETAPP INC	64110D104			2/21/2012		6/11/2012	536	775			-238	
321	X	NETAPP INC	64110D104			3/27/2012		6/11/2012	328	506			-178	
322	X	NETAPP INC	64110D104			3/27/2012		6/11/2012	119	186			-67	
323	X	NETFLIX COM INC	64110L106			1/4/2011		1/26/2012	231	181			50	
324	X	NETFLIX COM INC	64110L106			1/4/2011		6/1/2012	678	994			-316	
325	X	NEW YORK CMNTY BANCORP	649445103			3/10/2011		11/10/2011	1,073	1,562			-489	
326	X	NIKE INC CL B	654106103			3/20/2012		8/9/2012	667	788			-121	
327	X	NIKE INC CL B	654106103			4/30/2012		8/9/2012	476	559			-83	
328	X	O'REILLY AUTOMOTIVE INC	67103H107			7/20/2012		8/9/2012	1,365	1,470			-105	
329	X	OCCIDENTAL PETE CORP	674599105			2/3/2012		6/11/2012	844	1,012			-168	
330	X	OPPENHEIMER COM STR TR	68380Y409			3/27/2008		3/5/2012	500	1,179			-679	
331	X	ORACLE CORPORATION	68389X105			3/9/2011		3/13/2012	449	494			-45	
332	X	ORACLE CORPORATION	68389X105			3/9/2011		3/26/2012	1,041	1,185			-144	
333	X	ORACLE CORPORATION	68389X105			3/9/2011		6/22/2012	557	658			-101	
334	X	ORACLE CORPORATION	68389X105			3/9/2011		8/9/2012	905	954			-49	
335	X	ORACLE CORPORATION	68389X105			9/22/2011		8/9/2012	187	173			14	
336	X	STARWOOD HOTELS & RESO	85590A401			3/9/2011		6/26/2012	101	119			-18	
337	X	STARWOOD HOTELS & RESO	85590A401			2/24/2012		6/26/2012	151	164			-13	
338	X	STARWOOD HOTELS & RESO	85590A401			8/4/2011		8/9/2012	555	484			71	
339	X	STARWOOD HOTELS & RESO	85590A401			8/23/2011		8/9/2012	222	163			59	
340	X	STARWOOD HOTELS & RESO	85590A401			2/24/2012		8/9/2012	56	55			1	
341	X	STARWOOD HOTELS & RESO	85590A401			3/5/2012		8/9/2012	444	434			10	
342	X	STERICYCLE INC COM	858912108			8/22/2011		3/21/2012	428	404			24	
343	X	TELEFONICA SA - ADR	879382208			3/10/2011		3/6/2012	196	300			-104	
344	X	TELEFONICA SA - ADR	879382208			3/10/2011		3/13/2012	896	1,376			-480	
345	X	TELEFONICA SA - ADR	879382208			5/11/2011		3/13/2012	717	1,080			-363	
346	X	TELEFONICA SA - ADR	879382208			6/10/2011		3/13/2012	407	586			-179	
347	X	TERADATA CORP	88076W103			7/5/2012		8/9/2012	525	511			14	
348	X	TERADATA CORP	88076W103			7/17/2012		8/9/2012	600	521			79	
349	X	3M CO	88579Y101			3/9/2011		12/5/2011	813	933			-120	
350	X	SANDISK CORP COM	80004C101			3/5/2012		4/30/2012	223	304			-81	
351	X	SANDISK CORP COM	80004C101			3/5/2012		5/17/2012	98	152			-54	
352	X	SANDISK CORP COM	80004C101			12/6/2011		5/17/2012	98	151			-53	
353	X	SANDISK CORP COM	80004C101			12/6/2011		6/26/2012	397	554			-157	
354	X	SANDISK CORP COM	80004C101			12/6/2011		8/9/2012	208	252			-44	
355	X	SANDISK CORP COM	80004C101			12/23/2011		8/9/2012	166	201			-35	
356	X	SANDISK CORP COM	80004C101			1/26/2012		8/9/2012	457	504			-47	
357	X	SCHLUMBERGER LTD	806857108			3/9/2011		3/2/2012	232	267			-35	

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

Index	Check "X" if Sale of Security	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Totals				Net Gain or Loss	
									Gross Sales		Cost, Other Basis and Expenses			Net Gain or Loss
									Price	Other Basis	Valuation Method	Expense of Sale and Cost of Improvements		
358	X	SCHLUMBERGER LTD	806857108			3/9/2011		8/9/2012	1,253	1,511			-258	
359	X	SCHLUMBERGER LTD	806857108			10/26/2011		8/9/2012	516	488			28	
360	X	SCHLUMBERGER LTD	806857108			12/1/2011		8/9/2012	369	379			-10	
361	X	SIGMA ALDRICH CORP	826552101			6/22/2011		4/17/2012	505	487			18	
362	X	SIGMA ALDRICH CORP	826552101			7/7/2011		4/17/2012	505	532			-27	
363	X	SOUTHERN CO	842587107			3/10/2011		3/6/2012	400	347			53	
364	X	SOUTHERN CO	842587107			3/10/2011		3/13/2012	4,029	3,436			593	
365	X	STARBUCKS CORP COM	855244109			3/9/2011		2/21/2012	195	138			57	
366	X	STARBUCKS CORP COM	855244109			3/9/2011		8/9/2012	1,442	1,102			340	
367	X	STARWOOD HOTELS & RESO	85590A401			3/9/2011		11/22/2011	181	237			-56	
368	X	STARWOOD HOTELS & RESO	85590A401			3/9/2011		4/25/2012	346	356			-10	
369	X	STARWOOD HOTELS & RESO	85590A401			3/9/2011		5/18/2012	410	475			-65	
370	X	YUM BRANDS INC	988498101			5/26/2011		2/3/2012	255	223			32	
371	X	YUM BRANDS INC	988498101			5/26/2011		7/5/2012	520	446			74	
372	X	YUM BRANDS INC	988498101			5/26/2011		7/13/2012	513	446			67	
373	X	COVIDIEN PLC	G2554F113			3/9/2011		8/9/2012	1,187	1,125			62	
374	X	COVIDIEN PLC	G2554F113			7/31/2012		8/9/2012	452	451			1	
375	X	TYCO INTERNATIONAL LTD N	H89128104			6/13/2011		2/14/2012	490	467			23	
376	X	TYCO INTERNATIONAL LTD N	H89128104			6/29/2011		2/14/2012	588	587			1	
377	X	ASML HOLDING NV0NY REG S	N07059186			10/28/2011		8/9/2012	632	477			155	
378	X	ASML HOLDING NV0NY REG S	N07059186			12/7/2011		8/9/2012	920	662			258	
379	X	ASML HOLDING NV0NY REG S	N07059186			4/30/2012		8/9/2012	345	308			37	
380	X	ASML HOLDING NV0NY REG S	N07059186			6/13/2012		8/9/2012	402	345			57	
381	X	UNRECAPTURED 1250 GAIN							5				5	
382	X	ST DISALLOWED LOSS							47				47	

Line 16b (990-PF) - Accounting Fees

		1,652	0	0	1,652
	Name of Organization or Person Providing Service	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	TAX PREP FEES	1,652			1,652
2					
3					
4					
5					
6					
7					
8					
9					
10					

Line 18 (990-PF) - Taxes

		2,248	328	0	0
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	PY FED EXCISE TAX	877			
2	ESTIMATED EXCISE TAX PAID	1,043			
3	FOREIGN TAX WITHHELD	328	328		0
4					
5					
6					
7					
8					
9					
10					

Line 23 (990-PF) - Other Expenses

		330	330	0	0
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	TRUSTEE FEES				
2	ADR FEES	330	330		0
3	STATE AG FEES				
4					
5					
6					
7					
8					
9					

Part II, Line 13 (990-PF) - Investments - Other

	Item or Category	Basis of Valuation	Book Value Beg. of Year	Book Value End of Year	FMV End of Year
1	OTHER INVESTMENTS		736,406	754,350	764,159
2					
3					
4					
5					
6					
7					
8					
9					
10					

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

	Kind(s) of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Totals	Gross Sales Price	Depreciation Allowed	Cost or Other Basis Plus Expense of Sale	Gain or Loss	FMV as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	Gains Minus Excess of FMV Over Adj Basis or Losses
	Long Term CG Distributions	Amount												
	Short Term CG Distributions	1,399												
		0												
1	ILLUMINA INC	452327109		7/28/2011	8/9/2012		301	0	422	-121	0	0	0	43,324
2	ILLUMINA INC	452327109		4/18/2012	8/9/2012		818	0	805	13	0	0	0	-121
3	INTEL CORP	458140100		5/19/2011	11/4/2011		524	0	513	11	0	0	0	13
4	INTEL CORP	458140100		5/19/2011	7/12/2012		249	0	233	16	0	0	0	11
5	INTEL CORP	458140100		5/19/2011	7/12/2012		253	0	233	20	0	0	0	16
6	INTEL CORP	458140100		5/23/2011	7/13/2012		607	0	550	57	0	0	0	20
7	INTEL CORP	458140100		3/13/2012	7/18/2012		2,630	0	2,733	-103	0	0	0	57
8	JPMORGAN CHASE & CO	46625H100		3/2/2012	5/7/2012		544	0	529	15	0	0	0	-103
9	JPMORGAN CHASE & CO	46625H100		12/5/2011	5/7/2012		84	0	68	16	0	0	0	15
10	JPMORGAN CHASE & CO	46625H100		12/5/2011	6/1/2012		1,303	0	1,320	-17	0	0	0	16
11	JOHNSON & JOHNSON	478160104		7/20/2011	11/4/2011		511	0	530	-19	0	0	0	18
12	JOHNSON & JOHNSON	478160104		7/20/2011	12/2/2011		63	0	66	-3	0	0	0	20
13	ILLUMINA INC	452327109		3/16/2011	8/9/2012		301	0	450	-149	0	0	0	57
14	JOHNSON & JOHNSON	478160104		5/12/2011	12/2/2011		507	0	528	-21	0	0	0	-103
15	JOHN HANCOCK SIC INTRINSIC: #464	41013P814		3/27/2008	8/7/2012		8,328	0	7,211	-883	0	0	0	15
16	HEALTH CARE REIT INC	42217K106		3/10/2011	3/8/2012		163	0	155	8	0	0	0	16
17	HEALTH CARE REIT INC	42217K106		3/10/2011	3/13/2012		1,585	0	1,496	89	0	0	0	17
18	HEINZ H J CO	423074103		3/10/2011	3/6/2012		316	0	300	16	0	0	0	-19
19	HEINZ H J CO	423074103		3/10/2011	3/13/2012		3,774	0	3,553	221	0	0	0	-3
20	ING INTERNATIONAL REAL EST-I #2664	44980Q518		4/1/2008	8/7/2012		1,500	0	2,057	-557	0	0	0	89
21	ING REAL ESTATE FUND CL-I #2190	44981V706		3/27/2008	3/5/2012		750	0	685	65	0	0	0	16
22	ING REAL ESTATE FUND CL-I #2190	44981V706		3/27/2008	8/7/2012		13,000	0	11,094	1,906	0	0	0	221
23	ILLINOIS TOOL WORKS INC	452308109		3/13/2012	4/9/2012		2,782	0	2,810	-28	0	0	0	-557
24	ILLUMINA INC	452327109		4/29/2011	12/9/2011		113	0	285	-172	0	0	0	1,906
25	ILLUMINA INC	452327109		3/9/2011	12/9/2011		113	0	282	-149	0	0	0	-28
26	ILLUMINA INC	452327109		3/9/2011	1/26/2012		268	0	328	-62	0	0	0	-149
27	ILLUMINA INC	452327109		3/9/2011	8/9/2012		215	0	328	-113	0	0	0	-62
28	JOHNSON & JOHNSON	478160104		3/10/2011	3/6/2012		193	0	180	13	0	0	0	-113
29	JOHNSON & JOHNSON	478160104		3/10/2011	3/13/2012		65	0	60	5	0	0	0	13
30	JOHNSON & JOHNSON	478160104		5/12/2011	3/19/2012		325	0	330	-5	0	0	0	5
31	JOHNSON & JOHNSON	478160104		5/12/2011	4/18/2012		127	0	132	-5	0	0	0	-5
32	JOHNSON & JOHNSON	478160104		6/24/2011	4/18/2012		953	0	979	-26	0	0	0	-26
33	JOY GLOBAL INC	481165108		1/23/2012	8/9/2012		626	0	949	-323	0	0	0	-323
34	JOY GLOBAL INC	481165108		2/3/2012	8/9/2012		342	0	575	-233	0	0	0	-233
35	JOY GLOBAL INC	481165108		3/17/2012	8/9/2012		114	0	177	-63	0	0	0	-63
36	JOY GLOBAL INC	481165108		5/18/2012	8/9/2012		512	0	555	-43	0	0	0	-43
37	JUNIPER NETWORKS INC	48203R104		3/9/2011	4/25/2012		778	0	1,598	-820	0	0	0	-820
38	AMAZON COM INC COM	023135106		3/9/2011	8/9/2012		934	0	676	258	0	0	0	258
39	AMAZON COM INC COM	023135106		2/14/2012	8/9/2012		701	0	573	128	0	0	0	128
40	AMAZON COM INC COM	023135106		3/26/2012	8/9/2012		701	0	608	93	0	0	0	93
41	AMAZON COM INC COM	023135106		5/8/2012	8/9/2012		467	0	446	21	0	0	0	21
42	AMAZON COM INC COM	023135106		6/6/2012	8/9/2012		701	0	650	51	0	0	0	51
43	AMERICAN ELECTRIC POWER INC	025537101		5/23/2011	1/20/2012		1,062	0	1,002	60	0	0	0	60
44	AMERICAN EXPRESS CO	025816109		10/24/2011	4/30/2012		1,140	0	952	188	0	0	0	188
45	APPLE INC	037833100		3/9/2011	4/17/2012		608	0	352	256	0	0	0	256
46	APPLE INC	037833100		3/9/2011	5/17/2012		533	0	352	181	0	0	0	181
47	APPLE INC	037833100		3/9/2011	7/25/2012		571	0	352	219	0	0	0	219
48	APPLE INC	037833100		3/9/2011	8/9/2012		9,910	0	5,636	4,274	0	0	0	4,274
49	ASTRAZENECA PLC ADR	046353108		5/1/2011	3/6/2012		266	0	312	-46	0	0	0	-46
50	ASTRAZENECA PLC ADR	046353108		3/10/2011	3/13/2012		2,308	0	2,450	-142	0	0	0	-142
51	ASTRAZENECA PLC ADR	046353108		5/1/2011	3/13/2012		362	0	416	-54	0	0	0	-54
52	ASTRAZENECA PLC ADR	046353108		10/17/2011	3/13/2012		498	0	519	-21	0	0	0	-21
53	BCE INC	05534B760		3/10/2011	3/6/2012		247	0	218	29	0	0	0	29
54	BCE INC	05534B760		3/10/2011	3/13/2012		3,344	0	2,941	403	0	0	0	403
55	BG GROUP PLC - ADR	055434203		4/20/2011	5/17/2012		794	0	1,007	-213	0	0	0	-213
56	BAKER HUGHES INC COM	057224107		3/13/2012	9/25/2012		1,869	0	1,910	-41	0	0	0	-41
57	BAKER HUGHES INC COM	057224107		5/15/2012	9/25/2012		467	0	411	56	0	0	0	56
58	BIODERMA INC	09062X103		2/1/2012	4/20/2012		256	0	245	11	0	0	0	11

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

Amount													
Long Term CG Distributions													
Short Term CG Distributions													
	Kind(s) of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses
59	BIODEN IDEC INC	09062X103		11/2/2011	8/9/2012	572	0	456	116			0	43,324
60	KIMBERLY CLARK CORP COM	494368103		3/10/2011	3/13/2012	3,837	0	3,432	405			0	405
61	KINDER MORGAN INC/DELAWARE	494568101		8/7/2012	8/9/2012	1,504	0	1,534	-30			0	-30
62	KOHL'S CORP	500255104		9/29/2011	12/9/2011	255	0	242	13			0	13
63	KOHL'S CORP	500255104		8/11/2011	5/16/2012	420	0	428	-8			0	-8
64	KOHL'S CORP	500255104		9/15/2011	5/16/2012	280	0	281	-1			0	-1
65	KOHL'S CORP	500255104		9/29/2011	5/16/2012	187	0	193	-6			0	-6
66	KRAFT FOODS INC	50075N104		4/27/2012	8/9/2012	691	0	671	20			0	20
67	KRAFT FOODS INC	50075N104		5/1/2012	8/9/2012	935	0	918	17			0	17
68	KRAFT FOODS INC	50075N104		6/20/2012	8/9/2012	407	0	389	18			0	18
69	KROGER CO	501044101		7/6/2011	12/0/2012	501	0	530	-29			0	-29
70	KROGER CO	501044101		6/24/2011	2/9/2012	923	0	958	-35			0	-35
71	KIMBERLY CLARK CORP COM	494368103		9/30/2011	12/6/2011	423	0	429	-6			0	-6
72	KIMBERLY CLARK CORP COM	494368103		9/23/2011	1/9/2012	436	0	413	23			0	23
73	KIMBERLY CLARK CORP COM	494368103		9/30/2011	1/9/2012	508	0	500	8			0	8
74	KIMBERLY CLARK CORP COM	494368103		3/10/2011	3/6/2012	436	0	388	48			0	48
75	AT & T INC	00206R102		3/10/2011	3/13/2012	1,195	0	1,092	103			0	103
76	ABBOTT LABS	002824100		8/10/2011	3/6/2012	170	0	154	16			0	16
77	ABBOTT LABS	002824100		3/10/2011	3/13/2012	2,163	0	1,807	356			0	356
78	ABBOTT LABS	002824100		6/10/2011	3/13/2012	585	0	513	72			0	72
79	ABERCROMBIE & FITCH CO CL A	002896207		9/30/2011	2/27/2012	672	0	869	-197			0	-197
80	ABERCROMBIE & FITCH CO CL A	002896207		11/4/2011	2/27/2012	192	0	232	-40			0	-40
81	AT & T INC	00206R102		11/10/2011	3/6/2012	369	0	350	19			0	19
82	AT & T INC	00206R102		11/10/2011	3/13/2012	189	0	175	14			0	14
83	ALLERGAN INC	018490102		3/9/2011	7/31/2012	1,272	0	1,073	199			0	199
84	ALTRIA GROUP INC	02209S103		10/12/2011	3/6/2012	361	0	335	26			0	26
85	ALTRIA GROUP INC	02209S103		3/10/2011	3/13/2012	2,781	0	2,399	382			0	382
86	ALTRIA GROUP INC	02209S103		10/12/2011	3/13/2012	179	0	168	11			0	11
87	ALTRIA GROUP INC	02209S103		11/10/2011	3/13/2012	658	0	606	52			0	52
88	AMAZON COM INC COM	023135106		3/9/2011	11/22/2011	375	0	338	37			0	37
89	BORG WARNER INC	099724106		12/6/2011	8/9/2012	418	0	421	-3			0	-3
90	BRISTOL MYERS SQUIBB CO	110122108		3/10/2011	3/6/2012	291	0	237	54			0	54
91	BRISTOL MYERS SQUIBB CO	110122108		3/10/2011	3/13/2012	3,545	0	2,817	728			0	728
92	BROWN & BROWN INC	115236101		3/13/2012	7/23/2012	3,065	0	2,877	188			0	188
93	CARDINAL HEALTH INC COM	14149Y108		3/13/2012	9/14/2012	2,664	0	2,940	-276			0	-276
94	CENTURYLINK INC	156700106		3/10/2011	3/6/2012	346	0	363	-17			0	-17
95	KROGER CO	501044101		7/6/2011	2/9/2012	24	0	25	-1			0	-1
96	LAS VEGAS SANDS CORP	517834107		8/4/2011	11/28/2011	45	0	46	-1			0	-1
97	LAS VEGAS SANDS CORP	517834107		8/4/2011	11/28/2011	180	0	218	-38			0	-38
98	LAS VEGAS SANDS CORP	517834107		6/7/2011	11/28/2011	224	0	204	20			0	20
99	LAS VEGAS SANDS CORP	517834107		6/7/2011	1/24/2012	480	0	408	72			0	72
100	LAS VEGAS SANDS CORP	517834107		2/3/2012	3/2/2012	285	0	259	26			0	26
101	LAS VEGAS SANDS CORP	517834107		5/10/2012	6/28/2012	213	0	259	-46			0	-46
102	LAS VEGAS SANDS CORP	517834107		2/3/2012	6/28/2012	128	0	155	-27			0	-27
103	LAS VEGAS SANDS CORP	517834107		6/7/2011	8/9/2012	835	0	856	-21			0	-21
104	LAS VEGAS SANDS CORP	517834107		2/3/2012	8/9/2012	80	0	103	-23			0	-23
105	ESTEE LAUDER COMPANIES INC	518439104		8/15/2011	7/12/2012	100	0	95	5			0	5
106	ESTEE LAUDER COMPANIES INC	518439104		8/11/2011	7/12/2012	351	0	324	27			0	27
107	ESTEE LAUDER COMPANIES INC	518439104		8/11/2011	7/17/2012	686	0	601	65			0	65
108	ELI LILLY & CO COM	532457108		2/3/2012	3/6/2012	349	0	356	-7			0	-7
109	ELI LILLY & CO COM	532457108		2/3/2012	3/13/2012	199	0	198	1			0	1
110	ELI LILLY & CO COM	532457108		3/10/2011	3/13/2012	597	0	524	73			0	73
111	LINKEDIN CORP	53578A108		5/16/2012	8/9/2012	1,467	0	1,572	-105			0	-105
112	LINKEDIN CORP	53578A108		5/25/2012	8/9/2012	210	0	197	13			0	13
113	LINKEDIN CORP	53578A108		7/16/2012	8/9/2012	419	0	416	3			0	3
114	LORILLARD INC	544147101		10/3/2011	1/31/2012	864	0	913	-49			0	-49
115	LORILLARD INC	544147101		3/10/2011	3/13/2012	1,297	0	791	506			0	506
116	MCDONALDS CORP	580135101		3/10/2011	1/5/2012	1,386	0	1,078	308			0	308

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

Amount													
1,399													
0													
Long Term CG Distributions													
Short Term CG Distributions													
Kind(s) of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Totals	579,900	536,576	43,324	FMV as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses	43,324
117 MCDONALDS CORP	580135101		3/10/2011	3/13/2012	1,164	0	924	240	0	0	0	240	
118 MCDONALDS CORP	580135101		5/26/2011	4/19/2012	759	0	660	99	0	0	0	99	
119 MCDONALDS CORP	580135101		5/26/2011	5/8/2012	935	0	825	110	0	0	0	110	
120 MEAD JOHNSON NUTRITION CO	582839106		12/23/2011	7/11/2012	234	0	201	33	0	0	0	33	
121 MEAD JOHNSON NUTRITION CO	582839106		6/12/2012	7/11/2012	234	0	245	-11	0	0	0	-11	
122 MEAD JOHNSON NUTRITION CO	582839106		3/9/2011	7/11/2012	468	0	355	113	0	0	0	113	
123 MEAD JOHNSON NUTRITION CO	582839106		3/9/2011	7/16/2012	959	0	768	191	0	0	0	191	
124 MERCK & CO INC NEW	58933Y105		1/5/2012	3/6/2012	341	0	350	-9	0	0	0	-9	
125 BIOGEN IDEC INC	09062X103		11/23/2011	8/9/2012	572	0	445	127	0	0	0	127	
126 BIOGEN IDEC INC	09062X103		2/1/2012	8/9/2012	286	0	245	41	0	0	0	41	
127 BOEING CO	097023105		3/9/2011	8/9/2012	665	0	649	16	0	0	0	16	
128 BOEING CO	097023105		12/5/2011	8/9/2012	443	0	432	11	0	0	0	11	
129 BORG WARNER INC	099724106		3/9/2011	5/15/2012	300	0	310	-10	0	0	0	-10	
130 BORG WARNER INC	099724106		3/9/2011	8/9/2012	279	0	310	-31	0	0	0	-31	
131 BORG WARNER INC	099724106		10/28/2011	8/9/2012	209	0	228	-19	0	0	0	-19	
132 CENTURYLINK INC	156700106		3/10/2011	3/13/2012	2,179	0	2,256	-77	0	0	0	-77	
133 CENTURYLINK INC	156700106		10/12/2011	3/13/2012	584	0	520	64	0	0	0	64	
134 CENTURYLINK INC	156700106		2/3/2012	3/13/2012	545	0	518	27	0	0	0	27	
135 CERNER CORP COM	158782104		1/12/2011	8/9/2012	574	0	458	116	0	0	0	116	
136 CERNER CORP COM	158782104		4/30/2012	8/9/2012	215	0	241	-26	0	0	0	-26	
137 CERNER CORP COM	156782104		5/9/2012	8/9/2012	359	0	395	-36	0	0	0	-36	
138 CINCINNATI FINANCIAL CORP	172062101		3/10/2011	2/3/2012	1,064	0	1,060	4	0	0	0	4	
139 CITRIX SYS INC COM	177376100		3/9/2011	1/26/2012	583	0	654	-71	0	0	0	-71	
140 CITRIX SYS INC COM	177376100		3/9/2011	8/9/2012	1,199	0	1,163	36	0	0	0	36	
141 COACH INC	189754104		3/9/2011	2/21/2012	225	0	168	57	0	0	0	57	
142 COACH INC	189754104		3/9/2011	6/7/2012	863	0	783	80	0	0	0	80	
143 COCA COLA CO	191216100		5/19/2011	12/23/2011	557	0	547	10	0	0	0	10	
144 COCA COLA CO	191216100		5/19/2011	2/9/2012	204	0	205	-1	0	0	0	-1	
145 COCA COLA CO	191216100		6/22/2011	2/9/2012	747	0	733	14	0	0	0	14	
146 COCA COLA CO	191216100		3/10/2011	3/13/2012	1,046	0	982	64	0	0	0	64	
147 COCA COLA CO	191216100		3/9/2011	8/9/2012	2,370	0	1,966	404	0	0	0	404	
148 COCA COLA CO	191216100		6/26/2012	8/9/2012	948	0	904	44	0	0	0	44	
149 COGNIZANT TECH SOLUTIONS CRP CO	192446102		1/10/2012	5/18/2012	541	0	627	-86	0	0	0	-86	
150 COGNIZANT TECH SOLUTIONS CRP CO	192446102		1/10/2012	6/11/2012	646	0	766	-120	0	0	0	-120	
151 COGNIZANT TECH SOLUTIONS CRP CO	192446102		12/30/2011	6/11/2012	294	0	338	-44	0	0	0	-44	
152 COMERICA INC	200340107		4/7/2011	8/9/2012	911	0	1,141	-230	0	0	0	-230	
153 COMERICA INC	200340107		1/24/2012	8/9/2012	243	0	237	6	0	0	0	6	
154 CONOCOPHILLIPS	20825C104		3/10/2011	3/6/2012	229	0	227	2	0	0	0	2	
155 CONOCOPHILLIPS	20825C104		3/10/2011	3/13/2012	3,097	0	3,024	73	0	0	0	73	
156 CONSOLIDATED EDISON INC	209115104		3/10/2011	1/5/2012	1,841	0	1,568	276	0	0	0	276	
157 CROWN CASTLE INTL CORP	228227104		4/25/2012	8/9/2012	1,663	0	1,508	155	0	0	0	155	
158 CROWN CASTLE INTL CORP	228227104		6/8/2012	8/9/2012	801	0	727	74	0	0	0	74	
159 CULLEN FROST BANKERS INC COM	229899109		3/13/2012	3/29/2012	2,906	0	2,902	4	0	0	0	4	
160 MERCK & CO INC NEW	58933Y105		1/5/2012	3/13/2012	378	0	389	-11	0	0	0	-11	
161 MICROSOFT CORP	594918104		8/18/2011	12/22/2011	404	0	396	8	0	0	0	8	
162 MICROSOFT CORP	594918104		8/10/2011	8/9/2012	1,062	0	861	201	0	0	0	201	
163 MICROSOFT CORP	594918104		8/18/2011	8/9/2012	1,123	0	915	208	0	0	0	208	
164 MICROSOFT CORP	594918104		3/2/2012	8/9/2012	485	0	517	-32	0	0	0	-32	
165 MICROSOFT CORP	594918104		4/20/2012	8/9/2012	212	0	229	-17	0	0	0	-17	
166 MICROSOFT CORP	594918104		5/17/2012	8/9/2012	518	0	509	7	0	0	0	7	
167 MICROSOFT CORP	594918104		7/12/2012	8/9/2012	334	0	318	16	0	0	0	16	
168 MICROSOFT CORP	594918104		8/1/2012	8/9/2012	243	0	236	7	0	0	0	7	
169 MONSANTO CO NEW	61166W101		5/31/2011	8/9/2012	1,598	0	1,282	316	0	0	0	316	
170 MONSANTO CO NEW	61166W101		6/30/2011	8/9/2012	622	0	496	126	0	0	0	126	
171 MONSANTO CO NEW	61166W101		10/17/2011	8/9/2012	533	0	440	93	0	0	0	93	
172 MONSANTO CO NEW	61166W101		1/6/2012	8/9/2012	444	0	387	57	0	0	0	57	
173 MONSANTO CO NEW	61166W101		4/12/2012	8/9/2012	622	0	551	71	0	0	0	71	
174 MUNDER MIDCAP CORE GROWTH FD-Y	826124242		12/30/2008	3/5/2012	18,590	0	10,000	8,590	0	0	0	8,590	

Long Term CG Distributions	1,399
Short Term CG Distributions	0

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

	Long Term CG Distributions	Short Term CG Distributions	Amount		Totals	Gross Sales Price	Depreciation Allowed	Cost or Other Basis Plus Expense of Sale	Gain or Loss	FMV as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses
			1,399	0									
233	FAMILY DLR STORES INC	307000109			5/9/2012	8/9/2012	392	0	411	-19		0	43,324
234	PEPSICO INC	713448108			6/20/2012	8/9/2012	432	0	412	20		0	20
235	PEPSICO INC	713448108			6/26/2012	8/9/2012	504	0	483	21		0	21
236	PELZER INC	717081103			7/16/2012	8/9/2012	1,552	0	1,499	53		0	53
237	PHILIP MORRIS INTERNATIONAL IN	718172109			3/10/2011	3/6/2012	504	0	384	120		0	120
238	PHILIP MORRIS INTERNATIONAL IN	718172109			3/10/2011	3/13/2012	3,984	0	3,005	979		0	979
239	PHILIP MORRIS INTERNATIONAL IN	718172109			2/9/2012	8/9/2012	2,282	0	2,005	277		0	277
240	PHILIP MORRIS INTERNATIONAL IN	718172109			6/12/2012	8/9/2012	822	0	760	62		0	62
241	PHILIP MORRIS INTERNATIONAL IN	718172109			6/20/2012	8/9/2012	456	0	440	16		0	16
242	PRAXAIR INC COM	74005P104			8/30/2011	8/9/2012	1,078	0	986	90		0	90
243	PRECISION CASTPARTS CORP	740189105			3/9/2011	8/9/2012	2,081	0	1,851	230		0	230
244	PRECISION CASTPARTS CORP	740189105			6/11/2012	8/9/2012	160	0	164	-4		0	-4
245	PROCTER & GAMBLE CO	742718109			6/22/2011	12/5/2011	323	0	321	2		0	2
246	PROCTER & GAMBLE CO	742718109			3/9/2011	12/5/2011	129	0	124	5		0	5
247	PROCTER & GAMBLE CO	742718109			3/10/2011	3/6/2012	201	0	185	16		0	16
248	PROCTER & GAMBLE CO	742718109			3/9/2011	6/20/2012	240	0	249	-9		0	-9
249	PROCTER & GAMBLE CO	742718109			7/21/2011	8/9/2012	1,137	0	1,058	79		0	79
250	QUALCOMM INC	747525103			3/9/2011	8/9/2012	1,106	0	1,025	81		0	81
251	QUALCOMM INC	747525103			11/18/2011	8/9/2012	491	0	450	41		0	41
252	QUALCOMM INC	747525103			3/26/2012	8/9/2012	430	0	479	-49		0	-49
253	QUALCOMM INC	747525103			4/17/2012	8/9/2012	369	0	405	-36		0	-36
254	RANGE RES CORP	75281A109			3/9/2011	8/9/2012	866	0	643	223		0	223
255	RANGE RES CORP	75281A109			4/18/2012	8/9/2012	533	0	454	79		0	79
256	RANGE RES CORP	75281A109			4/23/2012	8/9/2012	599	0	513	86		0	86
257	RANGE RES CORP	75281A109			6/18/2012	8/9/2012	533	0	468	65		0	65
258	RATHEON CO	755111507			5/24/2011	12/6/2011	882	0	749	-87		0	-87
259	REPUBLIC SERVICES INC CL A COMM	760759100			8/22/2011	12/7/2011	839	0	870	-31		0	-31
260	REYNOLDS AMERICAN INC	761713106			3/10/2011	3/6/2012	254	0	203	51		0	51
261	REYNOLDS AMERICAN INC	761713106			3/10/2011	3/13/2012	3,017	0	2,440	577		0	577
262	ROCKWELL AUTOMATION INC	773903109			12/7/2011	4/25/2012	302	0	309	-7		0	-7
263	ROCKWELL AUTOMATION INC	773903109			12/7/2011	6/26/2012	383	0	464	-81		0	-81
264	VERIFONE SYSTEMS, INC	92342Y109			11/2/2011	4/20/2012	324	0	249	75		0	75
265	VERIFONE SYSTEMS, INC	92342Y109			9/19/2011	4/27/2012	650	0	455	195		0	195
266	VERIZON COMMUNICATIONS	92343V104			3/10/2011	3/6/2012	349	0	328	21		0	21
267	VERIZON COMMUNICATIONS	92343V104			3/10/2011	3/13/2012	3,813	0	3,532	281		0	281
268	VERIZON COMMUNICATIONS	92343V104			4/25/2012	8/9/2012	1,723	0	1,541	182		0	182
269	VERIZON COMMUNICATIONS	92343V104			6/11/2012	8/9/2012	1,679	0	1,624	55		0	55
270	VERIZON COMMUNICATIONS	92343V104			7/30/2012	8/9/2012	442	0	449	-7		0	-7
271	VERTEX PHARMACEUTICALS INC COM	92532F100			6/1/2012	8/9/2012	826	0	960	-134		0	-134
272	VERTEX PHARMACEUTICALS INC COM	92532F100			6/29/2012	8/9/2012	465	0	495	-30		0	-30
273	VODAFONE GROUP PLC NEW ADR	92857W209			3/10/2011	3/6/2012	322	0	345	-23		0	-23
274	VODAFONE GROUP PLC NEW ADR	92857W209			3/10/2011	3/13/2012	3,188	0	3,418	-230		0	-230
275	WAL MART STORES INC	931142103			6/23/2011	12/6/2011	1,405	0	1,288	137		0	137
276	WAL MART STORES INC	931142103			6/23/2011	1/5/2012	178	0	159	19		0	19
277	FEDEX CORPORATION	31428X106			1/12/2012	8/9/2012	887	0	906	-19		0	-19
278	FIFTH THIRD BANCORP	316773100			3/13/2012	6/1/2012	458	0	509	-51		0	-51
279	GILEAD SCIENCES INC	375558103			2/3/2012	5/9/2012	446	0	486	-40		0	-40
280	GLAXOSMITHKLINE PLC - ADR	37733W105			3/10/2011	3/6/2012	265	0	230	35		0	35
281	GLAXOSMITHKLINE PLC - ADR	37733W105			3/10/2011	3/13/2012	3,819	0	3,257	562		0	562
282	GOOGLE INC	38259P508			1/13/2012	1/1/2012	626	0	598	28		0	28
283	GOOGLE INC	38259P508			3/9/2011	4/30/2012	606	0	591	15		0	15
284	GOOGLE INC	38259P508			3/9/2011	8/9/2012	1,925	0	1,774	151		0	151
285	GOOGLE INC	38259P508			5/5/2011	8/9/2012	1,283	0	1,075	208		0	208
286	HCP INC	40414L109			1/10/2011	3/6/2012	118	0	112	6		0	6
287	HCP INC	40414L109			1/10/2011	3/13/2012	1,283	0	1,200	83		0	83
288	JOHN HANCOCK SIC INTRINSIC-I #464	41013P814			12/27/2008	3/5/2012	3,468	0	3,785	-317		0	-317
289	JOHN HANCOCK SIC INTRINSIC-I #464	41013P814			12/30/2008	8/7/2012	20,246	0	10,000	10,246		0	10,246
290	JOHN HANCOCK SIC INTRINSIC-I #464	41013P814			3/9/2009	8/7/2012	11,494	0	5,000	6,494		0	6,494

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

Amount													
Long Term CG Distributions													
Short Term CG Distributions													
	Kind(s) of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses
281	PIMCO LOW DURATION FD I #38	693390304		2/25/2011	8/7/2012	20,250	0	20,000	250			0	250
282	PIMCO LOW DURATION FD I #38	693390304		1/6/2010	8/7/2012	250	0	245	5			0	5
283	PIMCO MODERATE DURATION INST #12	693390593		3/5/2012	8/7/2012	6,000	0	5,864	136			0	136
284	PIMCO TOTAL RET FD-INST #35	693390700		5/9/2008	8/7/2012	35,000	0	33,500	1,500			0	1,500
285	PIMCO REAL RETURN BOND FD-1 #122	693391104		1/6/2010	3/5/2012	30,173	0	27,253	2,920			0	2,920
286	PPL CORPORATION	693511106		8/7/2011	3/6/2012	170	0	168	2			0	2
287	PPL CORPORATION	693511106		5/10/2011	3/13/2012	1,506	0	1,472	34			0	34
288	PPL CORPORATION	693511106		6/7/2011	3/13/2012	654	0	643	11			0	11
289	PEPSICO INC	713448108		5/19/2011	12/1/2011	899	0	1,006	-107			0	-107
300	PEPSICO INC	713448108		9/22/2011	8/9/2012	792	0	757	35			0	35
301	PEPSICO INC	713448108		9/22/2011	8/9/2012	288	0	240	48			0	48
302	WAL MART STORES INC	931142103		10/4/2011	1/5/2012	474	0	417	57			0	57
303	WATERS CORP	941848103		5/27/2011	12/9/2011	374	0	489	-115			0	-115
304	WATERS CORP	941848103		7/26/2011	12/9/2011	75	0	89	-14			0	-14
305	WATERS CORP	941848103		3/9/2011	1/10/2012	971	0	1,129	-158			0	-158
306	WATERS CORP	941848103		7/26/2011	1/10/2012	149	0	179	-30			0	-30
307	WELLS FARGO ADV INTL BOND-IS #470	94895D582		3/27/2008	3/5/2012	7,500	0	8,097	-597			0	-597
308	WINDSTREAM CORP	97381W104		3/10/2011	3/6/2012	72	0	77	-5			0	-5
309	WINDSTREAM CORP	97381W104		3/10/2011	3/13/2012	971	0	1,029	-58			0	-58
310	WOLVERINE WORLD WIDE INC COM	978097103		3/13/2012	4/30/2012	2,913	0	2,723	190			0	190
311	ROCKWELL AUTOMATION INC	773903109		12/7/2011	7/18/2012	527	0	618	-91			0	-91
312	ROCKWELL AUTOMATION INC	773903109		1/10/2012	7/18/2012	461	0	520	-59			0	-59
313	ROYAL DUTCH SHELL PLC ADR	780259107		3/10/2011	3/6/2012	429	0	409	20			0	20
314	ROYAL DUTCH SHELL PLC ADR	780259107		3/10/2011	3/13/2012	3,890	0	3,681	209			0	209
315	SALESFORCE COM INC	79466L302		12/6/2011	4/19/2012	181	0	125	36			0	36
316	SALESFORCE COM INC	79466L302		12/6/2011	7/30/2012	755	0	748	7			0	7
317	NATIONAL OILWELL INC COM	637071101		7/27/2011	4/24/2012	312	0	322	-10			0	-10
318	NATIONAL OILWELL INC COM	637071101		3/18/2011	5/9/2012	805	0	938	-131			0	-131
319	NETAPP INC	64110D104		3/27/2012	5/18/2012	272	0	371	-99			0	-99
320	NETAPP INC	64110D104		2/21/2012	6/11/2012	536	0	775	-239			0	-239
321	NETAPP INC	64110D104		3/21/2012	6/11/2012	328	0	508	-178			0	-178
322	NETAPP INC	64110D104		3/27/2012	6/11/2012	119	0	186	-67			0	-67
323	NETFLIX COM INC	64110L106		1/14/2011	1/26/2012	231	0	181	50			0	50
324	NETFLIX COM INC	64110L106		1/14/2011	6/1/2012	678	0	994	-316			0	-316
325	NEW YORK CMINTY BANCORP INC	649445103		3/10/2011	11/10/2011	1,073	0	1,562	-489			0	-489
326	NIKE INC CL B	654106103		3/20/2012	8/9/2012	667	0	788	-121			0	-121
327	NIKE INC CL B	654106103		4/30/2012	8/9/2012	476	0	559	-83			0	-83
328	O'REILLY AUTOMOTIVE INC	67103H107		7/20/2012	8/9/2012	1,365	0	1,470	-105			0	-105
329	OCCIDENTAL PETE CORP	674599105		2/3/2012	6/11/2012	844	0	1,012	-168			0	-168
330	OPIENHEIMER COM STR TR FD Y #735	68380Y409		3/27/2008	3/5/2012	500	0	1,179	-679			0	-679
331	ORACLE CORPORATION	68389X105		3/9/2011	3/13/2012	449	0	494	-45			0	-45
332	ORACLE CORPORATION	68389X105		3/9/2011	3/26/2012	1,041	0	1,185	-144			0	-144
333	ORACLE CORPORATION	68389X105		3/9/2011	6/22/2012	557	0	658	-101			0	-101
334	ORACLE CORPORATION	68389X105		3/9/2011	8/9/2012	905	0	954	-49			0	-49
335	ORACLE CORPORATION	68389X105		9/22/2011	8/9/2012	187	0	173	14			0	14
336	STARWOOD HOTELS & RESORTS WOR	85590A401		3/9/2011	6/26/2012	101	0	119	-18			0	-18
337	STARWOOD HOTELS & RESORTS WOR	85590A401		2/24/2012	6/26/2012	151	0	164	-13			0	-13
338	STARWOOD HOTELS & RESORTS WOR	85590A401		8/4/2011	8/9/2012	555	0	484	71			0	71
339	STARWOOD HOTELS & RESORTS WOR	85590A401		8/23/2011	8/9/2012	222	0	163	59			0	59
340	STARWOOD HOTELS & RESORTS WOR	85590A401		2/24/2012	8/9/2012	56	0	55	1			0	1
341	STARWOOD HOTELS & RESORTS WOR	85590A401		3/5/2012	8/9/2012	444	0	434	10			0	10
342	STERICYCLE INC COM	858912108		8/22/2011	3/21/2012	428	0	404	24			0	24
343	TELEFONICA SA - ADR	879382208		3/10/2011	3/6/2012	196	0	300	-104			0	-104
344	TELEFONICA SA - ADR	879382208		3/10/2011	3/13/2012	896	0	1,376	-480			0	-480
345	TELEFONICA SA - ADR	879382208		5/11/2011	3/13/2012	717	0	1,080	-363			0	-363
346	TELEFONICA SA - ADR	879382208		6/10/2011	3/13/2012	407	0	586	-179			0	-179
347	TERADATA CORP	88076W103		7/17/2012	8/9/2012	525	0	511	14			0	14
348	TERADATA CORP	88076W103		7/17/2012	8/9/2012	600	0	521	79			0	79

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

		Amount		Totals														43,324		0		43,324		0		43,324	
		1,399																0									
		0																									
	Long Term CG Distributions	Short Term CG Distributions	Kind(s) of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses												
348	3M CO		88579Y101		3/9/2011	12/5/2011		813	0	933	-120			0	-120												
350	SANDISK CORP COM		80004C101		3/5/2012	4/30/2012		223	0	304	-81			0	-81												
351	SANDISK CORP COM		80004C101		3/5/2012	5/17/2012		98	0	152	-54			0	-54												
352	SANDISK CORP COM		80004C101		12/6/2011	5/17/2012		98	0	151	-53			0	-53												
353	SANDISK CORP COM		80004C101		12/6/2011	6/26/2012		397	0	554	-157			0	-157												
354	SANDISK CORP COM		80004C101		12/6/2011	8/9/2012		208	0	252	-44			0	-44												
355	SANDISK CORP COM		80004C101		12/23/2011	8/9/2012		166	0	201	-35			0	-35												
356	SANDISK CORP COM		80004C101		1/26/2012	8/9/2012		457	0	504	-47			0	-47												
357	SCHLUMBERGER LTD		806857108		3/9/2011	3/2/2012		232	0	287	-35			0	-35												
358	SCHLUMBERGER LTD		806857108		3/9/2011	8/9/2012		1,253	0	1,511	-258			0	-258												
359	SCHLUMBERGER LTD		806857108		10/26/2011	8/9/2012		516	0	488	28			0	28												
360	SCHLUMBERGER LTD		806857108		12/1/2011	8/9/2012		369	0	379	-10			0	-10												
361	SIGMA ALDRICH CORP		826552101		6/22/2011	4/17/2012		505	0	487	18			0	18												
362	SIGMA ALDRICH CORP		826552101		7/7/2011	4/17/2012		505	0	532	-27			0	-27												
363	SOUTHERN CO		842587107		3/10/2011	3/6/2012		400	0	347	53			0	53												
364	SOUTHERN CO		842587107		3/10/2011	3/13/2012		4,029	0	3,436	593			0	593												
365	STARBUCKS CORP COM		855244109		3/9/2011	2/21/2012		195	0	138	57			0	57												
366	STARBUCKS CORP COM		855244109		3/9/2011	8/9/2012		1,442	0	1,102	340			0	340												
367	STARWOOD HOTELS & RESORTS WOR		85590A401		3/9/2011	11/22/2011		181	0	237	-56			0	-56												
368	STARWOOD HOTELS & RESORTS WOR		85590A401		3/9/2011	4/25/2012		346	0	356	-10			0	-10												
369	STARWOOD HOTELS & RESORTS WOR		85590A401		3/9/2011	5/18/2012		410	0	475	-65			0	-65												
370	YUM BRANDS INC		988498101		5/26/2011	2/3/2012		255	0	223	32			0	32												
371	YUM BRANDS INC		988498101		5/26/2011	7/5/2012		520	0	446	74			0	74												
372	YUM BRANDS INC		988498101		5/26/2011	7/13/2012		513	0	446	67			0	67												
373	COVIDIEN PLC		G2554F113		3/9/2011	8/9/2012		1,187	0	1,125	62			0	62												
374	COVIDIEN PLC		G2554F113		7/31/2012	8/9/2012		452	0	451	1			0	1												
375	TYCO INTERNATIONAL LTD NEW		H89128104		6/13/2011	2/14/2012		490	0	487	23			0	23												
376	TYCO INTERNATIONAL LTD NEW		H89128104		6/29/2011	2/14/2012		588	0	587	1			0	1												
377	ASML HOLDING NV/NY REG SHS ADR		N07059186		10/28/2011	8/9/2012		632	0	477	155			0	155												
378	ASML HOLDING NV/NY REG SHS ADR		N07059186		12/7/2011	8/9/2012		920	0	662	258			0	258												
379	ASML HOLDING NV/NY REG SHS ADR		N07059186		4/30/2012	8/9/2012		345	0	308	37			0	37												
380	ASML HOLDING NV/NY REG SHS ADR		N07059186		6/13/2012	8/9/2012		402	0	345	57			0	57												
381	UNRECAPTURED 1250 GAIN							5	0	0	5			0	5												
382	ST DISALLOWED LOSS							47	0	0	0			0	47												

Part

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

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

	Date		Amount
1 Credit from prior year return		1	0
2 First quarter estimated tax payment		2	
3 Second quarter estimated tax payment	4/19/2012	3	522
4 Third quarter estimated tax payment	8/3/2012	4	261
5 Fourth quarter estimated tax payment	11/5/2012	5	260
6 Other payments		6	0
7 Total		7	1,043

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

1	Distributable amounts for 2010 that remained undistributed at the beginning of the 2011 tax year	1	<u>2,577</u>
2		2	
3		3	
4		4	
5		5	
6		6	
7		7	
8		8	
9		9	
10	Total	10	<u>2,577</u>