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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 CORDELIA LEE BEATTIE FOUNDATION		A Employer identification number 59-6540711
Number and street (or P O box number if mail is not delivered to street address) Wells Fargo Bank N A 101N Independence Mall E MACY1372-062		B Telephone number (see instructions) (888) 730-4933
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 ☐ Final return ☒ Address change ☐ Initial return of a former public charity ☐ Amended return ☐ 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) \$ 2,118,523	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	0		
	4 Dividends and interest from securities	51,766	51,169		
	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	112,538			
	b Gross sales price for all assets on line 6a	1,736,713			
	7 Capital gain net income (from Part IV, line 2)		112,538		
	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	164,304	163,707	0		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	22,823	17,117		5,706
	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)	2,900	0	0	2,900
	c Other professional fees (attach schedule)	0	0	0	0
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	495	495	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)	858	858	0	0
	24 Total operating and administrative expenses. Add lines 13 through 23	27,076	18,470	0	8,606
	25 Contributions, gifts, grants paid	92,185			92,185
26 Total expenses and disbursements. Add lines 24 and 25	119,261	18,470	0	100,791	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	45,043				
b Net investment income (if negative, enter -0-)		145,237			
c Adjusted net income (if negative, enter -0-)			0		

For Paperwork Reduction Act Notice, see instructions.
(HTA)

Form 990-PF (2011)

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Form 990-PF (2011) CORDELIA LEE BEATTIE FOUNDATION

59-6540711

Page 2

Part II Balance Sheets		Beginning of year (a) Book Value	End of year	
			(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing			
	2 Savings and temporary cash investments	47,779	36,575	36,575
	3 Accounts receivable ▶	0		
	Less allowance for doubtful accounts ▶	0	0	0
	4 Pledges receivable ▶	0		
	Less allowance for doubtful accounts ▶	0	0	0
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)	0	0	0
	7 Other notes and loans receivable (attach schedule) ▶	0		
	Less allowance for doubtful accounts ▶	0	0	0
	8 Inventories for sale or use		0	
	9 Prepaid expenses and deferred charges	6,927	0	
	10 a Investments—U S and state government obligations (attach schedule)	0	0	0
	b Investments—corporate stock (attach schedule)	1,337,254	304,266	323,815
	c Investments—corporate bonds (attach schedule)	507,451	0	0
Liabilities	11 Investments—land, buildings, and equipment basis ▶	0		
	Less accumulated depreciation (attach schedule) ▶	0	0	0
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)	161,048	1,653,717	1,758,133
	14 Land, buildings, and equipment basis ▶	0		
	Less accumulated depreciation (attach schedule) ▶	0	0	0
	15 Other assets (describe ▶)	0	0	0
	16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	2,060,459	1,994,558	2,118,523
	17 Accounts payable and accrued expenses		0	
	18 Grants payable			
	19 Deferred revenue		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	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. ☒			
	24 Unrestricted	2,060,459	1,994,558	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ☐			
	27 Capital stock, trust principal, or current funds	2,060,456	1,994,558	
	28 Paid-in or capital surplus, or land, bldg, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 Total net assets or fund balances (see instructions)	2,060,459	1,994,558	
	31 Total liabilities and net assets/fund balances (see instructions)	2,060,459	1,994,558	

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	2,060,459
2	Enter amount from Part I, line 27a	2	45,043
3	Other increases not included in line 2 (itemize) ▶	3	0
4	Add lines 1, 2, and 3	4	2,105,502
5	Decreases not included in line 2 (itemize) ▶ See Attached Statement	5	110,944
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	1,994,558

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a See Attached Statement				
b				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a	0	0	0	
b	0	0	0	
c	0	0	0	
d	0	0	0	
e	0	0	0	
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))	
(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		
a	0	0	0	
b	0	0	0	
c	0	0	0	
d	0	0	0	
e	0	0	0	
2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }			2	112,538
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

(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	105,161	2,128,945	0.049396
2009	87,308	1,992,572	0.043817
2008	81,744	1,718,991	0.047553
2007	139,688	2,307,694	0.060531
2006	112,929	2,338,432	0.048293
2 Total of line 1, column (d)			2 0.249590
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 0.049918
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5			4 2,044,517
5 Multiply line 4 by line 3			5 102,058
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 1,452
7 Add lines 5 and 6			7 103,510
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.			8 100,791

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)				
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b		1	2,905	
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)				
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0	
3 Add lines 1 and 2		3	2,905	
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4		
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	2,905	
6 Credits/Payments				
a 2011 estimated tax payments and 2010 overpayment credited to 2011	6a	6,927		
b Exempt foreign organizations—tax withheld at source	6b			
c Tax paid with application for extension of time to file (Form 8868)	6c	0		
d Backup withholding erroneously withheld	6d			
7 Total credits and payments. Add lines 6a through 6d	7	6,927		
8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8	0		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	0		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	4,022		
11 Enter the amount of line 10 to be Credited to 2012 estimated tax ☐ 2,905 Refunded ☐ 11	11	1,117		

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) ☐ FL		
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

Form 990-PF (2011)

CORDELIA LEE BEATTIE FOUNDATION

59-6540711

Page 5

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 MACY1372-062 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 ►	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? If "Yes," list the years ► 20____, 20____, 20____, 20____ ☐ Yes ☒ No		
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)? ☐ Yes ☒ No
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
If "Yes," attach the statement required by Regulations section 53.4945–5(d) N/A

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ Yes ☒ No
If "Yes" to 6b, file Form 8870

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

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Wells Fargo Bank, N.A. 101N Independence Mall E MACY1372-062 Phi	Trustee	4 00	22,823	0
		00	0	0
		00	0	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

Form 990-PF (2011)

CORDELIA LEE BEATTIE FOUNDATION

59-6540711 Page 7

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		0
		0
		0
		0
		0
		0
Total number of others receiving over \$50,000 for professional services		0

Part IX-A Summary of Direct Charitable Activities

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

Expenses

1 NONE	
2	
3	
4	

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

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

Amount

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

Form 990-PF (2011)

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	2,021,780
b	Average of monthly cash balances	1b	53,872
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	2,075,652
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	2,075,652
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	31,135
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,044,517
6	Minimum investment return. Enter 5% of line 5	6	102,226

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	102,226
2a	Tax on investment income for 2011 from Part VI, line 5	2a	2,905
b	Income tax for 2011 (This does not include the tax from Part VI.)	2b	0
c	Add lines 2a and 2b	2c	2,905
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	99,321
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	99,321
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	99,321

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	100,791
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	100,791
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	100,791

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7				99,321
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only			0	
b Total for prior years 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2011:				
a From 2006	0			
b From 2007	11,274			
c From 2008	0			
d From 2009	0			
e From 2010	0			
f Total of lines 3a through e	11,274			
4 Qualifying distributions for 2011 from Part XII, line 4 ▶ \$ 100,791				
a Applied to 2010, but not more than line 2a			0	
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				99,321
e Remaining amount distributed out of corpus	1,470			
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	12,744			
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	12,744			
10 Analysis of line 9				
a Excess from 2007	11,274			
b Excess from 2008	0			
c Excess from 2009	0			
d Excess from 2010	0			
e Excess from 2011	1,470			

N/A

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

☐ 4942(j)(3) or ☐ 4942(j)(5)

- 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**

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

CORDELIA LEE BEATTIE FOUNDATION WELLS FARGO BANK N A , TRUSTEE SUITE 203 1819 MAIN STREET SARASOTA FL 34236

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

BACKGROUND INFORMATION ON THE ORGANIZATION, INCLUDING BRIEF HISTORY, THE ORGANIZATION'S CURRENT ADDRESS

- c Any submission deadlines**

SUPPORTING MATERIALS MUST BE RECEIVED BY JANUARY 15TH

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

ORGANIZATIONS MAY NOT APPLY TO BOTH THIS FOUNDATION AND THE SARASOTA COUNTY FOUNDATION WITHIN THE SAME

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 <i>Paid during the year</i> See Attached Statement				
Total			▶ 3a	92,185
b <i>Approved for future payment</i> NONE				
Total			▶ 3b	0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	Related or exempt function income (See instructions)
1	Program service revenue					
a			0		0	0
b			0		0	0
c			0		0	0
d			0		0	0
e			0		0	0
f			0		0	0
g	Fees and contracts from government agencies					
2	Membership dues and assessments					
3	Interest on savings and temporary cash investments					
4	Dividends and interest from securities			14	51,766	
5	Net rental income or (loss) from real estate					
a	Debt-financed property					
b	Not debt-financed property					
6	Net rental income or (loss) from personal property					
7	Other investment income					
8	Gain or (loss) from sales of assets other than inventory			18	112,538	
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory					
11	Other revenue a		0		0	0
b			0		0	0
c			0		0	0
d			0		0	0
e			0		0	0
12	Subtotal. Add columns (b), (d), and (e)		0		164,304	0
13	Total. Add line 12, columns (b), (d), and (e)				13	164,304

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

[illegible]

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

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

[illegible]

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

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

**Sign
Here**

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

John A. Salento SVP Wells Fargo Bank N.A.

2/21/2013
Date

SVP Wells Fargo Bank N A
Title

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

**Paid
Preparer
Use Only**

Print/Type preparer's name

JOSEPH J. CASTRIANO

Preparer's signature

Handwritten signature

Date

2/21/2013

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
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CORDELIA LEE BEATTIE FOUNDATION

59-6540711 Page 1 of 2

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

Recipient(s) paid during the year

Name

SARASOTA OPERA ASSOCIATION

Street

61 N PINEAPPLE AVE

City

SARASOTA

State

FL

Zip Code

34236

Foreign Country

Relationship

NONE

Foundation Status

501(c)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

10,000

Name

LAS MUSCIA

Street

P O BOX 5442

City

SARASOTA

State

FL

Zip Code

34277

Foreign Country

Relationship

NONE

Foundation Status

501(c)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

2,500

Name

PLAYERS INC

Street

838 N TAMIAMI TRI

City

SARASOTA

State

FL

Zip Code

34236

Foreign Country

Relationship

NONE

Foundation Status

501(c)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

10,000

Name

VENICA LITTLE THEATRE INC

Street

140 TAMPA AVE

City

W VENICE

State

FL

Zip Code

34285

Foreign Country

Relationship

NONE

Foundation Status

501(c)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

2,685

Name

ASOLO THEATER INC.

Street

5555 NORTH TAMIAMI TRAIL

City

SARASOTA

State

FL

Zip Code

34243

Foreign Country

Relationship

NONE

Foundation Status

501(c)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

17,000

Name

FLORIDA WEST COAST SYMPHONY

Street

709 N TAMIAMI TRAIL

City

SARASOTA

State

FL

Zip Code

34236

Foreign Country

Relationship

NONE

Foundation Status

501(c)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

30,000

CORDELIA LEE BEATTIE FOUNDATION

59-6540711 Page 2 of 2

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

Recipient(s) paid during the year

Name

VAN WEZEL FOUNDATION INC

Street

777 N TAMIAMI TRAIL, 3RD FLOOR

City

SARASOTA

State

FL

Zip Code

34236

Foreign Country

Relationship

NONE

Foundation Status

501(c)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

15,000

Name

FLORIDA STUDIO THEATRE INC

Street

1241 N PALM AVE

City

SARASOTA

State

FL

Zip Code

34236

Foreign Country

Relationship

NONE

Foundation Status

501(c)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

5,000

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

0

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

0

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

0

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

0

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

										Amount			
Long Term CG Distributions										8,971			
Short Term CG Distributions										0			
Index	Check "X" if Sale of Security	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Totals				
									Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation
1	X	UNITEDHEALTH GROUP INC	91324P102			12/19/2011		1/13/2012	4,091	3,837			254
2	X	UNILEVER N V - ADR	904784709			3/1/2011		1/13/2012	2,028	1,911			117
3	X	UNILEVER N V - ADR	904784709			1/6/2011		1/13/2012	2,124	2,004			120
4	X	UNILEVER N V - ADR	904784709			1/6/2011		1/9/2012	168	152			16
5	X	UNILEVER N V - ADR	904784709			1/22/2008		1/9/2012	1,345	1,271			74
6	X	US BANCORP DEL NEW	902973304			6/18/2010		1/13/2012	4,486	3,620			866
7	X	US BANCORP DEL NEW	902973304			5/24/2010		1/13/2012	1,678	1,390			288
8	X	THERMO FISHER SCIENTIFIC	883556102			10/13/2011		1/13/2012	4,452	4,865			-413
9	X	TEXAS INSTRUMENTS INC	882508104			12/19/2011		1/13/2012	2,198	2,026			172
10	X	TEVA PHARMACEUTICAL IND	881624209			3/1/2011		1/13/2012	1,914	2,165			-251
11	X	TEVA PHARMACEUTICAL IND	881624209			11/12/2010		1/13/2012	1,068	1,209			-141
12	X	TEVA PHARMACEUTICAL IND	881624209			11/12/2010		12/14/2011	1,274	1,562			-288
13	X	TEVA PHARMACEUTICAL IND	881624209			11/15/2010		12/14/2011	288	356			-68
14	X	TEVA PHARMACEUTICAL IND	881624209			11/15/2010		11/2/2011	1,754	2,291			-537
15	X	TCW SMALL CAP GROWTH FUND	87234N849			2/1/2010		7/18/2012	67,170	60,000			7,170
16	X	TCW FUNDS SELECT EQUITY	87234N302			3/27/2012		9/7/2012	40,000	40,730			-730
17	X	SUNTRUST BANKS INC	867914103			1/12/2012		1/13/2012	1,446	1,452			-6
18	X	SUNTRUST BANKS INC	867914103			12/20/2010		1/13/2012	1,880	2,468			-588
19	X	SUNTRUST BANKS INC	867914103			2/3/2010		1/13/2012	1,054	1,174			-120
20	X	STARWOOD HOTELS & RESORTS	85590A401			10/27/2011		1/13/2012	2,049	2,061			-12
21	X	SPRINT NEXTEL CORP	852061100			3/3/2011		1/13/2012	957	1,814			-857
22	X	SPRINT NEXTEL CORP	852061100			10/26/2007		1/13/2012	362	2,741			-2,379
23	X	SPRINT NEXTEL CORP	852061100			6/3/2008		1/13/2012	80	343			-263
24	X	SPRINT NEXTEL CORP	852061100			1/10/2008		1/13/2012	149	822			-673
25	X	SPRINT NEXTEL CORP	852061100			6/12/2008		1/13/2012	263	935			-672
26	X	SPRINT NEXTEL CORP	852061100			5/6/2008		1/13/2012	504	1,932			-1,428
27	X	SPRINT NEXTEL CORP	852061100			4/24/2008		1/13/2012	538	1,825			-1,287
28	X	SPRINT NEXTEL CORP	852061100			7/28/2009		1/13/2012	611	1,215			-604
29	X	SIMON PROPERTY GROUP INC	828806109			9/23/2011		1/13/2012	2,145	1,904			241
30	X	SLM CORP	78442P106			1/19/2010		1/13/2012	2,236	1,844			392
31	X	SLM CORP	78442P106			8/22/2008		1/13/2012	1,287	1,325			-38
32	X	RIDGEWORTH FD-MIDCAP VALUE FUND	76628R615			3/27/2012		7/18/2012	20,000	21,303			-1,303
33	X	RANGE RES CORP	75281A109			8/9/2011		1/13/2011	1,771	1,324			447
34	X	RANGE RES CORP	75281A109			7/28/2011		1/13/2011	496	459			37
35	X	PUBLIC SVC ENTERPRISE GROUP	744573106			8/3/2011		12/21/2011	2,108	2,110			-2
36	X	PRUDENTIAL FINL INC	744320102			10/25/2010		1/13/2012	1,758	1,711			47
37	X	PRUDENTIAL FINL INC	744320102			6/4/2009		1/13/2012	2,692	2,067			625
38	X	PRUDENTIAL FINL INC	744320102			3/13/2008		1/13/2012	275	350			-75
39	X	PRUDENTIAL FINL INC	744320102			12/23/2009		1/13/2012	549	516			33
40	X	PRUDENTIAL FINL INC	744320102			4/24/2008		1/13/2012	220	300			-80
41	X	PRUDENTIAL FINL INC	744320102			12/28/2009		1/13/2012	879	830			49
42	X	PHILLIPS 66	718546104			3/29/2012		5/29/2012	279	307			-28
43	X	PHILLIPS 66	718546104			1/25/2012		5/29/2012	991	1,030			-39
44	X	PFIZER INC	717081103			10/7/2011		1/25/2012	1,636	1,407			229
45	X	PFIZER INC	717081103			12/12/2011		1/25/2012	1,163	1,108			55
46	X	PFIZER INC	717081103			12/9/2011		1/25/2012	1,076	1,027			49
47	X	PFIZER INC	717081103			11/7/2011		1/25/2012	1,593	1,472			121
48	X	PEPSICO INC	713448108			10/6/2011		1/13/2012	1,738	1,622			116
49	X	PEPSICO INC	713448108			7/1/2010		1/13/2012	2,382	2,255			127
50	X	PPL CORPORATION	69351T106			5/17/2011		1/13/2012	1,372	1,373			-1
51	X	PPL CORPORATION	69351T106			4/12/2011		1/13/2012	3,528	3,329			199

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	
									Securities					
									Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improve-ments		Depreciation
Long Term CG Distributions									1,736,713	1,624,175		112,538		
Short Term CG Distributions									0	0		0		
52	X	PIMCO EMERG MKTS BD-INST	693391559			12/4/2008		3/27/2012	43,945	29,599		14,346		
53	X	PIMCO HIGH YIELD FD-INST #	693390841			12/7/2011		3/27/2012	64	61		3		
54	X	PIMCO HIGH YIELD FD-INST #	693390841			12/28/2004		3/27/2012	46,784	50,000		-3,216		
55	X	PIMCO HIGH YIELD FD-INST #	693390841			12/14/2005		3/27/2012	13	14		-1		
56	X	PIMCO HIGH YIELD FD-INST #	693390841			12/12/2007		3/27/2012	35	36		-1		
57	X	PIMCO HIGH YIELD FD-INST #	693390841			12/13/2006		3/27/2012	36	38		-2		
58	X	PIMCO HIGH YIELD FD-INST #	693390841			10/20/2006		3/27/2012	9,588	10,000		-412		
59	X	LIBERTY INTERACTIVE CORP	53071M104			6/8/2011		1/13/2012	2,579	2,670		-91		
60	X	LIBERTY GLOBAL INC-A	530555101			10/10/2011		1/13/2012	2,206	1,957		249		
61	X	PG&E CORP COM	69331C108			10/13/2010		1/13/2012	1,481	1,682		-201		
62	X	PG&E CORP COM	69331C108			8/19/2010		1/13/2012	2,468	2,697		-229		
63	X	OCCIDENTAL PETE CORP	674599105			12/12/2011		1/13/2012	1,362	1,268		94		
64	X	OCCIDENTAL PETE CORP	674599105			2/26/2009		1/13/2012	1,460	809		651		
65	X	OCCIDENTAL PETE CORP	674599105			3/27/2009		1/13/2012	1,654	984		670		
66	X	NVIDIA CORP	67066G104			6/22/2011		1/13/2012	2,017	2,356		-339		
67	X	NETAPP INC	64110D104			11/18/2011		1/13/2012	1,996	2,067		-71		
68	X	NATIONAL OILWELL INC COM	637071101			10/26/2011		12/5/2011	2,189	2,057		132		
69	X	MYLAN LABS INC	628530107			12/14/2011		1/13/2012	2,221	2,053		168		
70	X	MOSAIC CO/THE	61945C103			7/8/2011		1/13/2012	1,990	2,477		-487		
71	X	MORGAN STANLEY	617446448			12/16/2011		1/13/2012	2,132	1,940		192		
72	X	MORGAN STANLEY	617446448			11/1/2011		1/13/2012	2,016	1,992		24		
73	X	MICROSOFT CORP	594918104			4/27/2011		1/13/2012	2,103	1,971		132		
74	X	MICROSOFT CORP	594918104			2/18/2011		1/13/2012	1,963	1,891		72		
75	X	MERCK & CO INC NEW	58933Y105			2/23/2010		1/25/2012	270	256		14		
76	X	MERCK & CO INC NEW	58933Y105			5/17/2011		1/25/2012	2,506	2,405		101		
77	X	MERCK & CO INC NEW	58933Y105			3/26/2010		1/25/2012	810	792		18		
78	X	MAXIM INTEGRATED PRODS	57772K101			7/25/2011		1/13/2012	2,800	2,538		262		
79	X	MARSH & MCLENNAN COS IN	571748102			9/9/2009		1/6/2012	2,662	1,985		677		
80	X	MACY'S INC	55616P104			12/9/2011		1/13/2012	2,204	2,092		112		
81	X	LEAR CORP	521865204			10/3/2011		11/22/2011	1,799	1,920		-121		
82	X	JUNIPER NETWORKS INC	48203R104			10/26/2011		1/13/2012	1,094	1,181		-87		
83	X	JUNIPER NETWORKS INC	48203R104			7/27/2011		1/13/2012	1,998	2,339		-341		
84	X	JOHNSON CONTROLS INC	478366107			4/17/2009		1/13/2012	2,445	1,224		1,221		
85	X	JOHNSON CONTROLS INC	478366107			4/17/2009		12/15/2011	786	472		314		
86	X	JPMORGAN CHASE & CO	46625H100			12/13/2010		1/13/2012	1,214	1,421		-207		
87	X	JPMORGAN CHASE & CO	46625H100			10/26/2007		1/13/2012	7,108	9,393		-2,285		
88	X	JPMORGAN CHASE & CO	46625H100			11/14/2008		1/13/2012	929	942		-13		
89	X	JPMORGAN CHASE & CO	46625H100			9/30/2009		1/13/2012	1,179	1,454		-275		
90	X	JPMORGAN CHASE & CO	46625H100			10/31/2007		1/13/2012	1,393	1,848		-455		
91	X	ISHARES RUSSELL 1000 GRC	464287614			3/27/2012		9/7/2012	10,053	9,992		61		
92	X	ILLINOIS TOOL WORKS INC	452308109			8/19/2010		1/13/2012	2,468	2,121		347		
93	X	ING REAL ESTATE FUND CL-I	44981V706			12/8/2008		10/19/2012	40,000	21,065		18,935		
94	X	HONEYWELL INTERNATIONAL	438516106			10/15/2009		1/13/2012	1,926	1,275		651		
95	X	HONEYWELL INTERNATIONAL	438516106			2/12/2009		1/13/2012	1,983	1,093		890		
96	X	HONEYWELL INTERNATIONAL	438516106			7/15/2009		1/13/2012	2,436	1,374		1,062		
97	X	HONEYWELL INTERNATIONAL	438516106			3/9/2010		1/13/2012	113	84		29		
98	X	HOMER DEPOT INC	437076102			12/19/2011		1/13/2012	1,992	1,851		141		
99	X	HOMER DEPOT INC	437076102			11/22/2011		1/13/2012	3,118	2,687		431		
100	X	HARTFORD FINANCIAL SERV	416515104			6/23/2010		1/13/2012	975	1,350		-375		
101	X	HARTFORD FINANCIAL SERV	416515104			3/26/2010		1/13/2012	1,418	2,268		-850		
102	X	HARBOR SMALL-CAP VALUE	411511843			9/30/2003		9/6/2012	62,537	35,662		26,875		

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
										Securities				Net Gain or Loss	
										Gross Sales	Cost, Other Basis and Expenses	Valuation Method	Expense of Sale and Cost of Improvements		
Long Term CG Distributions										1,736,713		1,624,175		112,538	
Short Term CG Distributions										0		0		0	
103	X		HARBOR SMALL-CAP VALUE	411511843			9/30/2003		7/18/2012	7,502	4,438			3,064	
104	X		HARBOR SMALL-CAP VALUE	411511843			12/19/2006		7/18/2012	67	69			-2	
105	X		HARBOR SMALL-CAP VALUE	411511843			12/20/2005		7/18/2012	70	66			4	
106	X		HARBOR SMALL-CAP VALUE	411511843			12/20/2005		7/18/2012	117	110			7	
107	X		HARBOR SMALL-CAP VALUE	411511843			12/19/2007		7/18/2012	370	342			28	
108	X		HARBOR SMALL-CAP VALUE	411511843			12/20/2005		7/18/2012	942	886			56	
109	X		HARBOR SMALL-CAP VALUE	411511843			12/19/2006		7/18/2012	1,667	1,701			-34	
110	X		HARBOR SMALL-CAP VALUE	411511843			12/19/2007		7/18/2012	4,311	3,985			326	
111	X		HARBOR SMALL-CAP VALUE	411511843			10/24/2006		7/18/2012	4,953	5,000			-47	
112	X		HALLIBURTON CO	406216101			12/15/2011		1/25/2012	1,137	1,020			117	
113	X		HALLIBURTON CO	406216101			12/11/2011		1/25/2012	1,350	1,381			-31	
114	X		GOOGLE INC	38259P508			6/22/2011		1/6/2012	1,957	1,469			488	
115	X		GOOGLE INC	38259P508			3/31/2010		12/16/2011	624	567			57	
116	X		GOOGLE INC	38259P508			3/31/2010		12/12/2011	622	567			55	
117	X		GOOGLE INC	38259P508			3/31/2010		12/9/2011	1,868	1,702			166	
118	X		GENERAL MILLS INC	370334104			4/30/2010		1/13/2012	1,260	1,109			151	
119	X		GENERAL MILLS INC	370334104			1/22/2010		1/13/2012	1,788	1,572			216	
120	X		GENERAL MILLS INC	370334104			12/15/2008		1/13/2012	3,088	2,279			809	
121	X		GENERAL ELECTRIC CO	369604103			12/23/2010		1/13/2012	1,443	1,391			52	
122	X		GENERAL ELECTRIC CO	369604103			10/19/2010		1/13/2012	1,911	1,635			276	
123	X		GENERAL ELECTRIC CO	369604103			11/23/2009		1/13/2012	3,204	2,738			466	
124	X		GENERAL ELECTRIC CO	369604103			4/6/2010		1/13/2012	693	686			7	
125	X		GENERAL ELECTRIC CO	369604103			2/19/2010		1/13/2012	1,443	1,243			200	
126	X		GENERAL ELECTRIC CO	369604103			12/3/2009		1/13/2012	1,593	1,384			209	
127	X		GENERAL ELECTRIC CO	369604103			12/17/2009		1/13/2012	2,586	2,194			392	
128	X		FREIGHT-MCMORAN CORP	35671D857			11/2/2011		1/13/2012	2,215	2,067			148	
129	X		FRANKLIN RESOURCES INC	354613101			6/18/2010		1/13/2012	1,633	1,570			63	
130	X		FRANKLIN RESOURCES INC	354613101			11/19/2008		1/13/2012	1,729	909			820	
131	X		FORD MOTOR COMPANY	345370860			10/28/2009		12/15/2011	2,812	1,977			835	
132	X		FIFTH THIRD BANCORP	316773100			7/20/2011		1/13/2012	3,396	3,030			366	
133	X		EXXON MOBIL CORPORATION	30231G102			12/7/2011		1/13/2012	1,774	1,689			85	
134	X		EXXON MOBIL CORPORATION	30231G102			9/30/2011		1/13/2012	1,436	1,265			171	
135	X		EXXON MOBIL CORPORATION	30231G102			8/12/2011		1/13/2012	1,521	1,308			213	
136	X		EXXON MOBIL CORPORATION	30231G102			8/11/2011		1/13/2012	1,690	1,407			283	
137	X		EXXON MOBIL CORPORATION	30231G102			8/5/2011		1/13/2012	3,126	2,792			334	
138	X		EQT CORPORATION	26884L109			9/1/2011		12/12/2011	949	1,051			-102	
139	X		EQT CORPORATION	26884L109			8/18/2011		12/12/2011	2,122	2,036			86	
140	X		EQT CORPORATION	26884L109			9/1/2011		12/5/2011	186	186			0	
141	X		EQT CORPORATION	26884L109			10/18/2011		12/5/2011	1,114	1,130			-16	
142	X		E M C CORP MASS	268648102			9/14/2011		1/13/2012	1,575	1,568			7	
143	X		E M C CORP MASS	268648102			11/30/2010		1/13/2012	200	194			6	
144	X		E M C CORP MASS	268648102			7/23/2010		1/13/2012	1,708	1,543			165	
145	X		E M C CORP MASS	268648102			4/30/2010		1/13/2012	2,750	2,402			348	
146	X		DISH NETWORK CORP	25470M109			4/24/2009		11/11/2011	2,025	1,044			981	
147	X		WALT DISNEY CO	254687106			10/12/2011		1/13/2012	573	513			60	
148	X		WALT DISNEY CO	254687106			8/16/2011		1/13/2012	1,452	1,272			180	
149	X		WALT DISNEY CO	254687106			7/15/2011		1/13/2012	4,739	4,874			-135	
150	X		WALT DISNEY CO	254687106			7/15/2011		12/2/2011	1,604	1,729			-125	
151	X		DEVON ENERGY CORPORAT	25179M103			11/11/2011		1/13/2012	1,322	1,441			-119	
152	X		DEVON ENERGY CORPORAT	25179M103			3/1/2011		1/13/2012	63	90			-27	
153	X		DEVON ENERGY CORPORAT	25179M103			2/1/2011		1/13/2012	1,700	2,406			-706	

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 Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation		Net Gain or Loss
Long Term CG Distributions									8,971					112,538	
Short Term CG Distributions									0						
154	X	DEVON ENERGY CORPORAT	25179M103			1/25/2011		1/13/2012	1,007	1,371				-364	
155	X	DEVON ENERGY CORPORAT	25179M103			1/20/2011		1/13/2012	3,085	4,004				-919	
156	X	DELAWARE POOLED TR INTL	246248306			9/30/2003		3/27/2012	35,259	37,500				-2,241	
157	X	DELAWARE POOLED TR INTL	246248306			12/16/2005		3/27/2012	23	36				-13	
158	X	DELAWARE POOLED TR INTL	246248306			12/14/2007		3/27/2012	102	180				-78	
159	X	DELAWARE POOLED TR INTL	246248306			12/15/2006		3/27/2012	454	804				-350	
160	X	DELAWARE POOLED TR INTL	246248306			12/22/2004		3/27/2012	550	921				-271	
161	X	LYONDELLBASELL INDU-CL A	N53745100			5/17/2011		1/13/2012	1,901	1,667				234	
162	X	LYONDELLBASELL INDU-CL A	N53745100			10/19/2011		1/13/2012	310	184				126	
163	X	LYONDELLBASELL INDU-CL A	N53745100			8/9/2011		1/13/2012	1,513	1,019				494	
164	X	LYONDELLBASELL INDU-CL A	N53745100			5/17/2011		1/13/2012	1,396	1,225				171	
165	X	TRANSOCEAN LTD	H8817H100			1/10/2012		1/13/2012	926	940				-14	
166	X	TRANSOCEAN LTD	H8817H100			12/11/2011		1/13/2012	1,972	2,147				-175	
167	X	INVERSCO LIMITED	G491BT108			7/18/2008		1/13/2012	1,617	1,718				-101	
168	X	INVERSCO LIMITED	G491BT108			3/20/2008		1/13/2012	647	734				-87	
169	X	EVEREST RE GROUP LTD	G3223R108			1/21/2009		1/13/2012	1,705	1,380				325	
170	X	EVEREST RE GROUP LTD	G3223R108			4/24/2008		1/13/2012	852	914				-62	
171	X	EVEREST RE GROUP LTD	G3223R108			4/22/2008		1/13/2012	852	914				-62	
172	X	EVEREST RE GROUP LTD	G3223R108			10/26/2007		1/13/2012	1,193	1,480				-287	
173	X	XCEL ENERGY INC	98389B100			1/3/2012		1/13/2012	2,184	2,266				-82	
174	X	WILLIAMS COS INC	969457100			3/29/2012		10/22/2012	1,637	1,423				214	
175	X	WILLIAMS COS INC	969457100			1/25/2012		10/22/2012	5,504	4,558				946	
176	X	WILLIAMS COS INC	969457100			1/14/2011		12/16/2011	1,130	1,158				-28	
177	X	WILLIAMS COS INC	969457100			11/2/2011		12/16/2011	1,711	1,687				24	
178	X	WF ADV ULTR SHORT-TRMIN	949917744			2/1/2010		3/27/2012	100,947	100,000				947	
179	X	WELLS FARGO ADVANTAGE	949917355			10/24/2011		3/27/2012	138,831	122,909				15,922	
180	X	WF ADV ENDEAVOR SELECT	949915565			10/19/2007		3/27/2012	391,050	400,000				-8,950	
181	X	WELLS FARGO ADV INTL BON	949850582			12/28/2004		1/24/2012	15,983	16,895				-912	
182	X	WELLS FARGO ADV INTL BON	949850582			12/8/2004		1/24/2012	17	18				-1	
183	X	WELLS FARGO ADV INTL EQ	94984B348			9/30/2003		3/27/2012	41,190	37,500				3,690	
184	X	WELLS FARGO ADV INTL EQ	94984B348			12/19/2003		3/27/2012	540	537				3	
185	X	WELLS FARGO ADV INTL EQ	94984B348			12/17/2004		3/27/2012	647	762				-115	
186	X	WELLS FARGO ADV INTL EQ	94984B348			12/6/2006		3/27/2012	923	1,340				-417	
187	X	WELLS FARGO ADV INTL EQ	94984B348			12/16/2005		3/27/2012	1,328	1,736				-408	
188	X	WELLS FARGO ADV INTL EQ	94984B348			12/13/2007		3/27/2012	1,690	2,529				-839	
189	X	WELLS FARGO ADV INTL EQ	94984B348			12/15/2006		3/27/2012	1,775	2,542				-767	
190	X	WELLS FARGO ADV INTL EQ	94984B348			12/7/2005		3/27/2012	2,000	2,645				-645	
191	X	WELLS FARGO ADV INTL EQ	94984B348			12/6/2006		3/27/2012	3,787	5,499				-1,712	
192	X	WELLS FARGO ADV INTL EQ	94984B348			3/24/2004		3/27/2012	4,746	5,000				-254	
193	X	WELLS FARGO ADV INTL EQ	94984B348			12/15/2007		3/27/2012	5,908	8,963				-3,055	
194	X	WELLS FARGO ADV EMG MK	94975P751			12/9/2011		10/19/2012	1,448	1,404				44	
195	X	WELLS FARGO ADV EMG MK	94975P751			12/4/2008		10/19/2012	29,340	13,820				15,520	
196	X	WELLS FARGO ADV EMG MK	94975P751			1/25/2005		10/19/2012	107,161	70,327				36,834	
197	X	WELLPPOINT INC	94973V107			6/5/2008		12/16/2011	1,035	908				127	
198	X	WELLPPOINT INC	94973V107			9/4/2008		12/16/2011	1,940	1,551				389	
199	X	WALGREEN CO	931422109			1/12/2012		1/13/2012	2,805	2,887				-82	
200	X	VERTEX PHARMACEUTICALS	92532F100			1/11/2012		1/13/2012	2,230	2,271				-41	
201	X	VANGUARD INFLAT PROTECT	922031869			12/4/2008		3/27/2012	55,568	45,000				10,568	
202	X	AMERIPRISE FINL INC	03076C106			3/25/2011		1/13/2012	2,051	2,413				-362	
203	X	AMERICAN ELECTRIC POWER	025537101			6/11/2010		1/13/2012	1,772	1,390				382	
204	X	AMERICAN ELECTRIC POWER	025537101			4/7/2009		1/13/2012	2,554	1,626				928	

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 Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	
205	X	AMERICAN ELECTRIC POWER	025537101			6/11/2010		12/15/2011	78	65			13
206	X	AMERICAN ELECTRIC POWER	025537101			6/15/2010		12/15/2011	665	564			101
207	X	ALTEGRA CORP	021441100			10/25/2011		1/13/2012	2,347	2,420			-73
208	X	ALLSTATE CORP	020002101			6/23/2010		12/13/2011	1,454	1,706			-252
209	X	ADOBE SYS INC	00724F101			4/27/2011		1/13/2012	1,359	1,570			-211
210	X	ADOBE SYS INC	00724F101			11/3/2010		1/13/2012	2,892	2,865			27
211	X	AFLAC INC	001055102			5/8/2009		1/13/2012	2,628	2,138			492
212	X	BOEING CO	097023105			10/14/2008		1/13/2012	2,312	1,410			902
213	X	DELAWARE POOLED TR INTL	246248306			12/15/2003		3/27/2012	960	1,138			-178
214	X	DELAWARE POOLED TR INTL	246248306			12/16/2005		3/27/2012	1,668	2,619			-951
215	X	DELAWARE POOLED TR INTL	246248306			12/16/2005		3/27/2012	1,736	2,727			-991
216	X	DELAWARE POOLED TR INTL	246248306			12/14/2007		3/27/2012	2,027	3,559			-1,532
217	X	DELAWARE POOLED TR INTL	246248306			12/15/2006		3/27/2012	2,153	3,816			-1,663
218	X	DELAWARE POOLED TR INTL	246248306			3/24/2004		3/27/2012	4,104	5,000			-896
219	X	DELAWARE POOLED TR INTL	246248306			12/19/2007		3/27/2012	7,515	13,194			-5,679
220	X	DELAWARE POOLED TR INTL	246248306			12/15/2006		3/27/2012	7,874	13,958			-6,084
221	X	DELAWARE POOLED TR INTL	246248306			10/7/2003		3/27/2012	8,988	10,000			-1,012
222	X	DELAWARE POOLED TR INTL	246248306			12/28/2004		3/27/2012	17,103	25,000			-7,897
223	X	CREDIT SUISSE FB USA 6 125	22541LAB9			1/31/2002		11/15/2011	35,000	34,872			128
224	X	COCA-COLA ENTERPRISES	19122T109			6/23/2011		1/13/2012	2,086	2,291			-205
225	X	CHEVRON CORP	168764100			9/28/2011		1/11/2012	858	744			114
226	X	CHEVRON CORP	168764100			9/29/2011		1/11/2012	1,395	1,221			174
227	X	CENTURYLINK, INC	158700106			1/31/2011		1/4/2012	1,433	1,734			-301
228	X	CELGENE CORP COM	151020104			2/16/2011		1/13/2012	2,977	2,199			778
229	X	CAMERON INTL CORP	13342B105			3/7/2011		12/16/2011	1,356	1,822			-466
230	X	CAMERON INTL CORP	13342B105			3/7/2011		12/15/2011	1,089	1,445			-356
231	X	CALVERT CAPTL ACCUMULA	131649709			3/27/2012		7/18/2012	20,000	20,823			-823
232	X	CBS CORP NEW	124857202			10/10/2011		1/13/2012	1,132	942			190
233	X	CBS CORP NEW	124857202			8/8/2011		1/13/2012	3,588	2,796			792
234	X	BOSTON SCIENTIFIC CORP C	101137107			10/19/2011		1/13/2012	1,319	1,406			-87
235	X	BOSTON SCIENTIFIC CORP C	101137107			5/17/2011		1/13/2012	986	1,229			-243
236	X	BOSTON SCIENTIFIC CORP C	101137107			5/17/2011		12/22/2011	435	564			-129
237	X	BOSTON SCIENTIFIC CORP C	101137107			3/1/2011		12/22/2011	346	501			-155
238	X	BOSTON SCIENTIFIC CORP C	101137107			3/1/2011		12/13/2011	1,396	1,990			-594
239	X	BOSTON PROPERTIES INC C	101121101			8/10/2011		1/13/2012	2,725	2,649			76
240	X	BOEING CO	097023105			1/27/2011		1/13/2012	447	425			22
241	X	BOEING CO	097023105			11/17/2009		1/13/2012	1,715	1,211			504
242	X	BOEING CO	097023105			5/24/2010		1/13/2012	2,014	1,720			294
243	X	BOEING CO	097023105			1/27/2011		12/16/2011	996	991			5
244	X	BANK OF AMERICA CORP	060505104			5/17/2011		11/30/2011	216	487			-271
245	X	BANK OF AMERICA CORP	060505104			5/1/2009		11/30/2011	1,568	2,620			-1,052
246	X	BANK OF AMERICA CORP	060505104			4/14/2009		11/30/2011	433	889			-456
247	X	BANK OF AMERICA CORP	060505104			4/14/2009		11/30/2011	612	1,277			-665
248	X	BANK OF AMERICA CORP	060505104			6/2/2009		11/30/2011	655	1,419			-764
249	X	BAKER HUGHES INC COM	057224107			1/10/2012		1/13/2012	2,014	2,190			-176
250	X	AMERIPRISE FINL INC	03076C106			8/16/2011		1/13/2012	1,589	1,395			194
Totals									1,736,713	0		1,624,175	112,538
Securities													0
Other sales													0

Long Term CG Distributions Amount 8,971

Short Term CG Distributions 0

Line 16b (990-PF) - Accounting Fees

		2,900	0	0	2,900
	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	2,900			2,900
2					
3					
4					
5					
6					
7					
8					
9					
10					

Line 18 (990-PF) - Taxes

		495	495	0	0
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	PY FED EXCISE TAX				
2	ESTIMATED EXCISE TAX PAID				
3	FOREIGN TAX WITHHELD	495	495		
4					
5					
6					
7					
8					
9					
10					

Line 23 (990-PF) - Other Expenses

		858	858	0	0
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	TRUSTEE FEES				
2	MANAGEMENT FEES	858	858		
3	STATE AG FEES				
4					
5					
6					
7					
8					
9					

Part II, Line 10b (990-PF) - Investments - Corporate Stock

		Num Shares/ Face Value	Book Value Beg of Year	Book Value End of Year	FMV Beg of Year	FMV End of Year
1	CORPORATE STOCK		1,337,254	304,266		323,815
2						
3						
4						
5						
6						
7						
8						
9						
10						

	Description	Interest Rate	Maturity Date	Book Value Beg. of Year	Book Value End of Year	FMV Beg. of Year	FMV End of Year
1	CORPORATE BONDS			507,451			
2							
3							
4							
5							
6							
7							
8							
9							
10							

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		161,048	1,653,717	1,758,133
2					
3					
4					
5					
6					
7					
8					
9					
10					

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

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

1	COST BASIS ADJUSTMENT	1	1,064
2	PRIOR YEAR BOOK VALUE ADJUSTMENT	2	109,880
3	Total	3	110,944

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

Long Term CG Distributions			Amount		Totals										1,727,742		0		1,624,175		103,567		0		0		Gains Minus Excess of FMV Over Adjusted Basis or Losses	
Short Term CG Distributions			8,971		0																							
	Kind(s) of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis																
1	UNITEDHEALTH GROUP INC	91324P102		12/19/2011	1/13/2012	4,091	0	3,837	254			0																
2	UNILEVER N V - ADR	904784709		3/1/2011	1/13/2012	2,028	0	1,911	117			0																
3	UNILEVER N V - ADR	904784709		1/6/2011	1/13/2012	2,124	0	2,004	120			0																
4	UNILEVER N V - ADR	904784709		1/6/2011	1/9/2012	168	0	152	16			0																
5	UNILEVER N V - ADR	904784709		1/22/2008	1/9/2012	1,345	0	1,271	74			0																
6	US BANCORP DEL NEW	902973304		6/18/2010	1/13/2012	4,486	0	3,620	866			0																
7	US BANCORP DEL NEW	902973304		5/24/2010	1/13/2012	1,678	0	1,390	288			0																
8	THERMO FISHER SCIENTIFIC INC	883556102		10/13/2011	1/13/2012	4,452	0	4,865	-413			0																
9	TEXAS INSTRUMENTS INC	882508104		12/19/2011	1/13/2012	2,198	0	2,026	172			0																
10	TEVA PHARMACEUTICAL INDUSTRIES -	881624209		3/1/2011	1/13/2012	1,914	0	2,165	-251			0																
11	TEVA PHARMACEUTICAL INDUSTRIES -	881624209		11/12/2010	1/13/2012	1,068	0	1,209	-141			0																
12	TEVA PHARMACEUTICAL INDUSTRIES -	881624209		11/12/2010	12/14/2011	1,274	0	1,562	-288			0																
13	TEVA PHARMACEUTICAL INDUSTRIES -	881624209		11/15/2010	12/14/2011	288	0	356	-68			0																
14	TEVA PHARMACEUTICAL INDUSTRIES -	881624209		11/15/2010	11/2/2011	1,754	0	2,291	-537			0																
15	TCW SMALL CAP GROWTH FUND-I #472	87234N849		2/1/2010	7/18/2012	67,170	0	60,000	7,170			0																
16	TCW FUNDS SELECT EQUITIES-I #4730	87234N302		3/27/2012	9/7/2012	40,000	0	40,730	-730			0																
17	SUNTRUST BANKS INC	867914103		1/12/2012	1/13/2012	1,446	0	1,452	-6			0																
18	SUNTRUST BANKS INC	867914103		12/20/2010	1/13/2012	1,880	0	2,468	-588			0																
19	SUNTRUST BANKS INC	867914103		2/3/2010	1/13/2012	1,054	0	1,174	-120			0																
20	STARWOOD HOTELS & RESORTS WOR	85590A401		10/27/2011	1/13/2012	2,049	0	2,061	-12			0																
21	SPRINT NEXTEL CORP	852061100		3/3/2011	1/13/2012	957	0	1,814	-857			0																
22	SPRINT NEXTEL CORP	852061100		10/26/2007	1/13/2012	362	0	2,741	-2,379			0																
23	SPRINT NEXTEL CORP	852061100		6/3/2008	1/13/2012	80	0	343	-263			0																
24	SPRINT NEXTEL CORP	852061100		1/10/2008	1/13/2012	149	0	822	-673			0																
25	SPRINT NEXTEL CORP	852061100		6/12/2008	1/13/2012	263	0	935	-672			0																
26	SPRINT NEXTEL CORP	852061100		5/6/2008	1/13/2012	504	0	1,932	-1,428			0																
27	SPRINT NEXTEL CORP	852061100		4/24/2008	1/13/2012	538	0	1,825	-1,287			0																
28	SPRINT NEXTEL CORP	852061100		7/28/2009	1/13/2012	611	0	1,215	-604			0																
29	SIMON PROPERTY GROUP INC	828806109		9/23/2011	1/13/2012	2,145	0	1,904	241			0																
30	SLM CORP	78442P106		1/19/2010	1/13/2012	2,236	0	1,844	392			0																
31	SLM CORP	78442P106		8/22/2008	1/13/2012	1,287	0	1,325	-38			0																
32	RIDGEWORTH FD-MIDCAP VAL EQ I #54	76628R615		3/27/2012	7/18/2012	20,000	0	21,303	-1,303			0																
33	RANGE RES CORP	75281A109		8/9/2011	11/3/2011	1,771	0	1,324	447			0																
34	RANGE RES CORP	75281A109		7/28/2011	1/13/2011	496	0	459	37			0																
35	PUBLIC SVC ENTERPRISE GROUP INC	744573106		8/3/2011	12/21/2011	2,108	0	2,110	-2			0																
36	PRUDENTIAL FINL INC	744320102		10/25/2010	1/13/2012	1,758	0	1,711	47			0																
37	PRUDENTIAL FINL INC	744320102		6/4/2009	1/13/2012	2,692	0	2,067	625			0																
38	PRUDENTIAL FINL INC	744320102		3/13/2008	1/13/2012	275	0	350	-75			0																
39	PRUDENTIAL FINL INC	744320102		12/23/2009	1/13/2012	549	0	516	33			0																
40	PRUDENTIAL FINL INC	744320102		4/24/2008	1/13/2012	220	0	300	-80			0																
41	PRUDENTIAL FINL INC	744320102		12/28/2009	1/13/2012	879	0	830	49			0																
42	PHILLIPS 66	718546104		3/29/2012	5/29/2012	279	0	307	-28			0																
43	PHILLIPS 66	718546104		1/25/2012	5/29/2012	991	0	1,030	-39			0																
44	PFIZER INC	717081103		10/7/2011	1/25/2012	1,636	0	1,407	229			0																
45	PFIZER INC	717081103		12/12/2011	1/25/2012	1,163	0	1,108	55			0																
46	PFIZER INC	717081103		12/9/2011	1/25/2012	1,076	0	1,027	49			0																
47	PFIZER INC	717081103		11/7/2011	1/25/2012	1,593	0	1,472	121			0																
48	PEPSICO INC	713448108		10/6/2011	1/13/2012	1,738	0	1,622	116			0																
49	PEPSICO INC	713448108		7/1/2010	1/13/2012	2,382	0	2,255	127			0																
50	PPL CORPORATION	69351T106		5/17/2011	1/13/2012	1,372	0	1,373	-1			0																
51	PPL CORPORATION	69351T106		4/12/2011	1/13/2012	3,528	0	3,329	199			0																
52	PIMCO EMERG MKTS BD-INST #137	693391559		12/4/2008	3/27/2012	43,945	0	29,599	14,346			0																
53	PIMCO HIGH YIELD FD-INST #108	693390841		12/7/2011	3/27/2012	64	0	61	3			0																
54	PIMCO HIGH YIELD FD-INST #108	693390841		12/28/2004	3/27/2012	46,784	0	50,000	-3,216			0																
55	PIMCO HIGH YIELD FD-INST #108	693390841		12/14/2005	3/27/2012	13	0	14	-1			0																
56	PIMCO HIGH YIELD FD-INST #108	693390841		12/12/2007	3/27/2012	35	0	36	-1			0																
57	PIMCO HIGH YIELD FD-INST #108	693390841		12/13/2006	3/27/2012	36	0	38	-2			0																
58	PIMCO HIGH YIELD FD-INST #108	693390841		10/20/2006	3/27/2012	9,588	0	10,000	-412			0																

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

Long Term CG Distributions															Amount	
Short Term CG Distributions															8,971	
															0	
	Kind(s) of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses			
59	LIBERTY INTERACTIVE CORP-A	53071M104		6/8/2011	1/13/2012	2,579	0	2,670	-91			0	-91			
60	LIBERTY GLOBAL INC-A	530555101		10/10/2011	1/13/2012	2,206	0	1,957	249			0	249			
61	PG&E CORP COM	69331C108		10/13/2010	1/13/2012	1,481	0	1,882	-201			0	-201			
62	PG&E CORP COM	69331C108		8/19/2010	1/13/2012	2,468	0	2,697	-229			0	-229			
63	OCCIDENTAL PETE CORP	674599105		12/12/2011	1/13/2012	1,362	0	1,268	94			0	94			
64	OCCIDENTAL PETE CORP	674599105		2/26/2009	1/13/2012	1,460	0	809	651			0	651			
65	OCCIDENTAL PETE CORP	674599105		3/27/2009	1/13/2012	1,654	0	984	670			0	670			
66	NVIDIA CORP	67086G104		6/22/2011	1/13/2012	2,017	0	2,356	-339			0	-339			
67	NETAPP INC	64110D104		11/18/2011	1/13/2012	1,996	0	2,067	-71			0	-71			
68	NATIONAL OILWELL INC COM	637071101		10/26/2011	12/5/2011	2,189	0	2,057	132			0	132			
69	MYLAN LABS INC	628530107		12/14/2011	1/13/2012	2,221	0	2,053	168			0	168			
70	MOSAIC CO THE	61945C103		7/8/2011	1/13/2012	1,990	0	2,477	-487			0	-487			
71	MORGAN STANLEY	617446448		12/16/2011	1/13/2012	2,132	0	1,940	192			0	192			
72	MORGAN STANLEY	617446448		11/1/2011	1/13/2012	2,016	0	1,992	24			0	24			
73	MICROSOFT CORP	594918104		4/27/2011	1/13/2012	2,103	0	1,971	132			0	132			
74	MICROSOFT CORP	594918104		2/18/2011	1/13/2012	1,963	0	1,891	72			0	72			
75	MERCK & CO INC NEW	58933Y105		2/23/2010	1/25/2012	270	0	256	14			0	14			
76	MERCK & CO INC NEW	58933Y105		5/17/2011	1/25/2012	2,506	0	2,405	101			0	101			
77	MERCK & CO INC NEW	58933Y105		3/26/2010	1/25/2012	810	0	792	18			0	18			
78	MAXIM INTEGRATED PRODS INC	57772K101		7/25/2011	1/13/2012	2,800	0	2,538	262			0	262			
79	MARSH & MCLENNAN COS INC	571748102		9/9/2009	1/6/2012	2,662	0	1,985	677			0	677			
80	MACY'S INC	55616P104		12/9/2011	1/13/2012	2,204	0	2,092	112			0	112			
81	LEAR CORP	521865204		10/3/2011	11/22/2011	1,799	0	1,920	-121			0	-121			
82	JUNIPER NETWORKS INC	48203R104		10/26/2011	1/13/2012	1,094	0	1,181	-87			0	-87			
83	JUNIPER NETWORKS INC	48203R104		7/27/2011	1/13/2012	1,998	0	2,339	-341			0	-341			
84	JOHNSON CONTROLS INC	478366107		4/17/2009	1/13/2012	2,445	0	1,224	1,221			0	1,221			
85	JOHNSON CONTROLS INC	478366107		4/17/2009	12/15/2011	786	0	472	314			0	314			
86	JPMORGAN CHASE & CO	46625H100		12/13/2010	1/13/2012	1,214	0	1,421	-207			0	-207			
87	JPMORGAN CHASE & CO	46625H100		10/26/2007	1/13/2012	7,108	0	9,393	-2,285			0	-2,285			
88	JPMORGAN CHASE & CO	46625H100		11/14/2008	1/13/2012	929	0	942	-13			0	-13			
89	JPMORGAN CHASE & CO	46625H100		9/30/2009	1/13/2012	1,179	0	1,454	-275			0	-275			
90	JPMORGAN CHASE & CO	46625H100		10/31/2007	1/13/2012	1,393	0	1,848	-455			0	-455			
91	ISHARES RUSSELL 1000 GROWTH	464287614		3/27/2012	9/7/2012	10,053	0	9,992	61			0	61			
92	ILLINOIS TOOL WORKS INC	452308109		8/19/2010	1/13/2012	2,468	0	2,121	347			0	347			
93	ING REAL ESTATE FUND CL-I #2190	44981V706		12/8/2008	10/19/2012	40,000	0	21,065	18,935			0	18,935			
94	HONEYWELL INTERNATIONAL INC	438516106		10/15/2009	1/13/2012	1,926	0	1,275	651			0	651			
95	HONEYWELL INTERNATIONAL INC	438516106		2/12/2009	1/13/2012	1,983	0	1,093	890			0	890			
96	HONEYWELL INTERNATIONAL INC	438516106		7/15/2009	1/13/2012	2,436	0	1,374	1,062			0	1,062			
97	HONEYWELL INTERNATIONAL INC	438516106		3/9/2010	1/13/2012	113	0	84	29			0	29			
98	HOME DEPOT INC	437076102		12/19/2011	1/13/2012	1,992	0	1,851	141			0	141			
99	HOME DEPOT INC	437076102		1/1/2011	1/13/2012	3,118	0	2,687	431			0	431			
100	HARTFORD FINANCIAL SERVICES GRO	416515104		6/23/2010	1/13/2012	975	0	1,350	-375			0	-375			
101	HARTFORD FINANCIAL SERVICES GRO	416515104		3/26/2010	1/13/2012	1,418	0	2,268	-850			0	-850			
102	HARBOR SMALL-CAP VALUE FD-I #2022	411511843		9/30/2003	9/6/2012	62,537	0	35,662	26,875			0	26,875			
103	HARBOR SMALL-CAP VALUE FD-I #2022	411511843		9/30/2003	7/18/2012	7,502	0	4,438	3,064			0	3,064			
104	HARBOR SMALL-CAP VALUE FD-I #2022	411511843		12/19/2006	7/18/2012	67	0	69	-2			0	-2			
105	HARBOR SMALL-CAP VALUE FD-I #2022	411511843		12/20/2005	7/18/2012	70	0	66	4			0	4			
106	HARBOR SMALL-CAP VALUE FD-I #2022	411511843		12/20/2005	7/18/2012	117	0	110	7			0	7			
107	HARBOR SMALL-CAP VALUE FD-I #2022	411511843		12/19/2007	7/18/2012	370	0	342	28			0	28			
108	HARBOR SMALL-CAP VALUE FD-I #2022	411511843		12/20/2005	7/18/2012	942	0	886	56			0	56			
109	HARBOR SMALL-CAP VALUE FD-I #2022	411511843		12/20/2006	7/18/2012	1,667	0	1,701	-34			0	-34			
110	HARBOR SMALL-CAP VALUE FD-I #2022	411511843		12/19/2007	7/18/2012	4,311	0	3,985	326			0	326			
111	HARBOR SMALL-CAP VALUE FD-I #2022	411511843		10/24/2006	7/18/2012	4,953	0	5,000	-47			0	-47			
112	HALLIBURTON CO	406216101		12/15/2011	1/25/2012	1,137	0	1,020	117			0	117			
113	HALLIBURTON CO	406216101		12/1/2011	1/25/2012	1,350	0	1,381	-31			0	-31			
114	GOOGLE INC	38259P508		6/22/2011	1/6/2012	1,957	0	1,469	488			0	488			
115	GOOGLE INC	38259P508		3/31/2010	12/16/2011	624	0	567	57			0	57			
116	GOOGLE INC	38259P508		3/31/2010	12/12/2011	622	0	567	55			0	55			

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

Long Term CG Distributions				Amount												
Short Term CG Distributions				8,971	0											
Kind(s) of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Totals	1,727,742	0	1,624,175	103,567	0	0	0	0	0	0	0
117 GOOGLE INC	38259P508		3/31/2010	12/9/2011		1,868	0	1,702	166						166	103,567
118 GENERAL MILLS INC	370334104		4/30/2010	1/13/2012		1,260	0	1,109	151						151	
119 GENERAL MILLS INC	370334104		1/22/2010	1/13/2012		1,788	0	1,572	216						216	
120 GENERAL MILLS INC	370334104		12/15/2008	1/13/2012		3,088	0	2,279	809						809	
121 GENERAL ELECTRIC CO	369604103		12/23/2010	1/13/2012		1,443	0	1,391	52						52	
122 GENERAL ELECTRIC CO	369604103		10/19/2010	1/13/2012		1,911	0	1,635	276						276	
123 GENERAL ELECTRIC CO	369604103		11/23/2009	1/13/2012		3,204	0	2,738	466						466	
124 GENERAL ELECTRIC CO	369604103		4/6/2010	1/13/2012		693	0	686	7						7	
125 GENERAL ELECTRIC CO	369604103		2/19/2010	1/13/2012		1,443	0	1,243	200						200	
126 GENERAL ELECTRIC CO	369604103		12/3/2009	1/13/2012		1,593	0	1,384	209						209	
127 GENERAL ELECTRIC CO	369604103		12/17/2009	1/13/2012		2,586	0	2,194	392						392	
128 FREEPORT-MCMORAN COPPER & GOLD	35671D857		11/2/2011	1/13/2012		2,215	0	2,067	148						148	
129 FRANKLIN RESOURCES INC	354613101		6/18/2010	1/13/2012		1,633	0	1,570	63						63	
130 FRANKLIN RESOURCES INC	354613101		11/19/2008	1/13/2012		1,729	0	909	820						820	
131 FORD MOTOR COMPANY	345370860		10/28/2009	12/15/2011		2,812	0	1,977	835						835	
132 FIFTH THIRD BANCORP	316773100		7/20/2011	1/13/2012		3,396	0	3,030	366						366	
133 EXXON MOBIL CORPORATION	30231G102		12/7/2011	1/13/2012		1,774	0	1,689	85						85	
134 EXXON MOBIL CORPORATION	30231G102		9/30/2011	1/13/2012		1,436	0	1,265	171						171	
135 EXXON MOBIL CORPORATION	30231G102		8/12/2011	1/13/2012		1,521	0	1,308	213						213	
136 EXXON MOBIL CORPORATION	30231G102		8/11/2011	1/13/2012		1,690	0	1,407	283						283	
137 EXXON MOBIL CORPORATION	30231G102		8/5/2011	1/13/2012		3,126	0	2,792	334						334	
138 EOT CORPORATION	26884L109		9/1/2011	12/12/2011		949	0	1,051	-102						86	
139 EOT CORPORATION	26884L109		8/18/2011	12/12/2011		2,122	0	2,036	86						0	
140 EOT CORPORATION	26884L109		9/1/2011	12/5/2011		186	0	186	0						0	
141 EOT CORPORATION	26884L109		10/18/2011	12/5/2011		1,114	0	1,130	-16						-16	
142 E M C CORP MASS	268648102		9/14/2011	1/13/2012		1,575	0	1,568	7						7	
143 E M C CORP MASS	268648102		11/30/2010	1/13/2012		200	0	194	6						6	
144 E M C CORP MASS	268648102		7/23/2010	1/13/2012		1,708	0	1,543	165						165	
145 E M C CORP MASS	268648102		4/30/2010	1/13/2012		2,750	0	2,402	348						348	
146 DISH NETWORK CORP	25470M109		4/24/2009	11/11/2011		2,025	0	1,044	981						981	
147 WALT DISNEY CO	254687106		10/12/2011	1/13/2012		573	0	513	60						60	
148 WALT DISNEY CO	254687106		8/16/2011	1/13/2012		1,452	0	1,272	180						180	
149 WALT DISNEY CO	254687106		7/15/2011	1/13/2012		4,739	0	4,874	-135						-135	
150 WALT DISNEY CO	254687106		7/15/2011	12/2/2011		1,604	0	1,729	-125						-125	
151 DEVON ENERGY CORPORATION	25179M103		11/11/2011	1/13/2012		1,322	0	1,441	-119						-119	
152 DEVON ENERGY CORPORATION	25179M103		3/1/2011	1/13/2012		63	0	90	-27						-27	
153 DEVON ENERGY CORPORATION	25179M103		2/1/2011	1/13/2012		1,700	0	2,406	-706						-706	
154 DEVON ENERGY CORPORATION	25179M103		1/25/2011	1/13/2012		1,007	0	1,371	-364						-364	
155 DEVON ENERGY CORPORATION	25179M103		1/20/2011	1/13/2012		3,085	0	4,004	-919						-919	
156 DELAWARE POOLED TR INTL EQUITY #	246248306		9/30/2003	3/27/2012		35,259	0	37,500	-2,241						-2,241	
157 DELAWARE POOLED TR INTL EQUITY #	246248306		12/16/2005	3/27/2012		23	0	36	-13						-13	
158 DELAWARE POOLED TR INTL EQUITY #	246248306		12/14/2007	3/27/2012		102	0	180	-78						-78	
159 DELAWARE POOLED TR INTL EQUITY #	246248306		12/15/2006	3/27/2012		454	0	804	-350						-350	
160 DELAWARE POOLED TR INTL EQUITY #	246248306		12/22/2004	3/27/2012		650	0	921	-271						-271	
161 LYONDELLBASELL INDU-CL A	N53745100		5/17/2011	1/13/2012		1,901	0	1,667	234						234	
162 LYONDELLBASELL INDU-CL A	N53745100		10/19/2011	1/13/2012		310	0	184	126						126	
163 LYONDELLBASELL INDU-CL A	N53745100		8/9/2011	1/13/2012		1,513	0	1,019	494						494	
164 LYONDELLBASELL INDU-CL A	N53745100		5/17/2011	1/13/2012		1,396	0	1,225	171						171	
165 TRANSOCCEAN LTD	H8817H100		1/10/2012	1/13/2012		926	0	940	-14						-14	
166 TRANSOCCEAN LTD	H8817H100		12/1/2011	1/13/2012		1,972	0	2,147	-175						-175	
167 INVESCO LIMITED	G491BT108		7/18/2008	1/13/2012		1,617	0	1,718	-101						-101	
168 INVESCO LIMITED	G491BT108		3/20/2008	1/13/2012		647	0	734	-87						-87	
169 EVEREST RE GROUP LTD	G3223R108		1/21/2009	1/13/2012		1,705	0	1,380	325						325	
170 EVEREST RE GROUP LTD	G3223R108		4/24/2008	1/13/2012		852	0	914	-62						-62	
171 EVEREST RE GROUP LTD	G3223R108		4/22/2008	1/13/2012		852	0	914	-62						-62	
172 EVEREST RE GROUP LTD	G3223R108		10/26/2007	1/13/2012		1,193	0	1,480	-287						-287	
173 XCEL ENERGY INC	98398B100		1/3/2012	1/13/2012		2,184	0	2,266	-82						-82	
174 WILLIAMS COS INC	969457100		3/29/2012	10/22/2012		1,637	0	1,423	214						214	

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

		Amount		Totals		1,727,742		0		1,624,175		103,567		0		0		103,567	
		8,971		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						
175	WILLIAMS COS INC	969457100		1/25/2012	10/22/2012	5,504	0	4,558	946			0	946						
176	WILLIAMS COS INC	969457100		11/4/2011	12/16/2011	1,130	0	1,158	-28			0	-28						
177	WILLIAMS COS INC	969457100		11/2/2011	12/16/2011	1,711	0	1,687	24			0	24						
178	WF ADV ULTR SHORT-TRM INCOME-#3	949917744		2/1/2010	3/27/2012	100,947	0	100,000	947			0	947						
179	WELLS FARGO ADVANTAGE DISC INS #	949917355		10/24/2011	3/27/2012	138,831	0	122,909	15,922			0	15,922						
180	WF ADV ENDEAVOR SELECT-I #3124	949915565		10/19/2007	3/27/2012	391,050	0	400,000	-8,950			0	-8,950						
181	WELLS FARGO ADV INTL BOND-IS #470	94985D582		12/28/2004	1/24/2012	15,983	0	16,895	-912			0	-912						
182	WELLS FARGO ADV INTL BOND-IS #470	94985D582		12/8/2004	1/24/2012	17	0	18	-1			0	-1						
183	WELLS FARGO ADV INTL EQ FD INS #4	94984B348		9/30/2003	3/27/2012	41,190	0	37,500	3,690			0	3,690						
184	WELLS FARGO ADV INTL EQ FD INS #4	94984B348		12/19/2003	3/27/2012	540	0	537	3			0	3						
185	WELLS FARGO ADV INTL EQ FD INS #4	94984B348		12/17/2004	3/27/2012	647	0	762	-115			0	-115						
186	WELLS FARGO ADV INTL EQ FD INS #4	94984B348		12/6/2006	3/27/2012	923	0	1,340	-417			0	-417						
187	WELLS FARGO ADV INTL EQ FD INS #4	94984B348		12/16/2005	3/27/2012	1,328	0	1,736	-408			0	-408						
188	WELLS FARGO ADV INTL EQ FD INS #4	94984B348		12/13/2007	3/27/2012	1,690	0	2,529	-839			0	-839						
189	WELLS FARGO ADV INTL EQ FD INS #4	94984B348		12/15/2006	3/27/2012	1,775	0	2,542	-767			0	-767						
190	WELLS FARGO ADV INTL EQ FD INS #4	94984B348		12/27/2005	3/27/2012	2,000	0	2,645	-645			0	-645						
191	WELLS FARGO ADV INTL EQ FD INS #4	94984B348		12/6/2006	3/27/2012	3,787	0	5,499	-1,712			0	-1,712						
192	WELLS FARGO ADV INTL EQ FD INS #4	94984B348		3/24/2004	3/27/2012	4,746	0	5,000	-254			0	-254						
193	WELLS FARGO ADV INTL EQ FD INS #4	94984B348		12/5/2007	3/27/2012	5,908	0	8,963	-3,055			0	-3,055						
194	WELLS FARGO ADV EMG MK E-INS #41	94975P751		12/9/2011	10/19/2012	1,448	0	1,404	44			0	44						
195	WELLS FARGO ADV EMG MK E-INS #41	94975P751		12/4/2008	10/19/2012	29,340	0	13,820	15,520			0	15,520						
196	WELLS FARGO ADV EMG MK E-INS #41	94975P751		1/25/2005	10/19/2012	107,161	0	70,327	36,834			0	36,834						
197	WELLPOINT INC	94973V107		6/5/2008	12/16/2011	1,035	0	908	127			0	127						
198	WELLPOINT INC	94973V107		9/4/2008	12/16/2011	1,940	0	1,551	389			0	389						
199	WALGREEN CO	931422109		1/12/2012	1/13/2012	2,805	0	2,887	-82			0	-82						
200	VERTEX PHARMACEUTICALS INC COM	92532F100		1/11/2012	1/13/2012	2,230	0	2,271	-41			0	-41						
201	VANGUARD INFLAT PROTECT SEC FD #	922031869		12/4/2008	3/27/2012	55,568	0	45,000	10,568			0	10,568						
202	AMERIPRISE FINL INC	03076C106		3/25/2011	1/13/2012	2,051	0	2,413	-362			0	-362						
203	AMERICAN ELECTRIC POWER INC	025537101		6/11/2010	1/13/2012	1,772	0	1,390	382			0	382						
204	AMERICAN ELECTRIC POWER INC	025537101		4/7/2009	1/13/2012	2,554	0	1,626	928			0	928						
205	AMERICAN ELECTRIC POWER INC	025537101		6/11/2010	12/15/2011	78	0	65	13			0	13						
206	AMERICAN ELECTRIC POWER INC	025537101		8/15/2010	12/15/2011	665	0	564	101			0	101						
207	ALTEGRA CORP	021441100		10/25/2011	1/13/2012	2,347	0	2,420	-73			0	-73						
208	ALLSTATE CORP	020002101		6/23/2010	12/13/2011	1,454	0	1,706	-252			0	-252						
209	ADOBE SYS INC	00724F101		4/27/2011	1/13/2012	1,359	0	1,570	-211			0	-211						
210	ADOBE SYS INC	00724F101		11/3/2010	1/13/2012	2,892	0	2,865	27			0	27						
211	AFLAC INC	001055102		5/8/2009	1/13/2012	2,628	0	2,136	492			0	492						
212	BOEING CO	097023105		10/14/2008	1/13/2012	2,312	0	1,410	902			0	902						
213	DELAWARE POOLED TR INTL EQUITY #	246248306		12/15/2003	3/27/2012	960	0	1,138	-178			0	-178						
214	DELAWARE POOLED TR INTL EQUITY #	246248306		12/16/2005	3/27/2012	1,668	0	2,619	-951			0	-951						
215	DELAWARE POOLED TR INTL EQUITY #	246248306		12/16/2005	3/27/2012	1,736	0	2,727	-991			0	-991						
216	DELAWARE POOLED TR INTL EQUITY #	246248306		12/14/2007	3/27/2012	2,027	0	3,559	-1,532			0	-1,532						
217	DELAWARE POOLED TR INTL EQUITY #	246248306		12/15/2006	3/27/2012	2,153	0	3,816	-1,663			0	-1,663						
218	DELAWARE POOLED TR INTL EQUITY #	246248306		3/24/2004	3/27/2012	4,104	0	5,000	-896			0	-896						
219	DELAWARE POOLED TR INTL EQUITY #	246248306		12/19/2007	3/27/2012	7,515	0	13,194	-5,679			0	-5,679						
220	DELAWARE POOLED TR INTL EQUITY #	246248306		12/15/2006	3/27/2012	7,874	0	13,958	-6,084			0	-6,084						
221	DELAWARE POOLED TR INTL EQUITY #	246248306		10/7/2003	3/27/2012	8,988	0	10,000	-1,012			0	-1,012						
222	DELAWARE POOLED TR INTL EQUITY #	246248306		12/28/2004	3/27/2012	17,103	0	25,000	-7,897			0	-7,897						
223	CREDIT SUISSE FB USA 6.125% 11/15/11	22541LAB9		1/3/2002	11/15/2011	35,000	0	34,872	128			0	128						
224	COCA-COLA ENTERPRISES	191221109		6/23/2011	11/3/2011	2,086	0	2,291	-205			0	-205						
225	CHEVRON CORP	166764100		9/28/2011	1/11/2012	858	0	744	114			0	114						
226	CHEVRON CORP	166764100		9/29/2011	1/11/2012	1,395	0	1,221	174			0	174						
227	CENTURYLINK, INC	156700106		1/31/2011	1/14/2011	1,433	0	1,734	-301			0	-301						
228	CELGENE CORP COM	151020104		2/16/2011	1/13/2012	2,977	0	2,199	778			0	778						
229	CAMERON INTL CORP	133428105		3/7/2011	12/16/2011	1,356	0	1,822	-466			0	-466						
230	CAMERON INTL CORP	133428105		3/7/2011	12/15/2011	1,089	0	1,445	-356			0	-356						
231	CALVERT CAPTL ACCUMULATION-I #76	131649709		3/27/2012	7/18/2012	20,000	0	20,823	-823			0	-823						
232	CBS CORP NEW	124857202		10/10/2011	1/13/2012	1,132	0	942	190			0	190						

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

		Amount		Totals																103,567			
		Long Term CG Distributions		Short Term CG Distributions		8,971		0															
	Kind(s) of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses										
233	CBS CORP NEW	124857202		8/8/2011	1/13/2012	3,588	0	2,796	792			0	792										
234	BOSTON SCIENTIFIC CORP COM	101137107		10/19/2011	1/13/2012	1,319	0	1,406	-87			0	-87										
235	BOSTON SCIENTIFIC CORP COM	101137107		5/17/2011	1/13/2012	986	0	1,229	-243			0	-243										
236	BOSTON SCIENTIFIC CORP COM	101137107		5/17/2011	12/22/2011	435	0	564	-129			0	-129										
237	BOSTON SCIENTIFIC CORP COM	101137107		3/1/2011	12/22/2011	346	0	501	-155			0	-155										
238	BOSTON SCIENTIFIC CORP COM	101137107		3/1/2011	12/13/2011	1,396	0	1,990	-594			0	-594										
239	BOSTON PROPERTIES INC COM	101121101		8/10/2011	1/13/2012	2,725	0	2,649	76			0	76										
240	BOEING CO	097023105		1/27/2011	1/13/2012	447	0	425	22			0	22										
241	BOEING CO	097023105		11/17/2009	1/13/2012	1,715	0	1,211	504			0	504										
242	BOEING CO	097023105		5/24/2010	1/13/2012	2,014	0	1,720	294			0	294										
243	BOEING CO	097023105		1/27/2011	12/16/2011	996	0	991	5			0	5										
244	BANK OF AMERICA CORP	060505104		5/17/2011	11/30/2011	216	0	487	-271			0	-271										
245	BANK OF AMERICA CORP	060505104		5/1/2009	11/30/2011	1,568	0	2,620	-1,052			0	-1,052										
246	BANK OF AMERICA CORP	060505104		4/14/2009	11/30/2011	433	0	889	-456			0	-456										
247	BANK OF AMERICA CORP	060505104		4/14/2009	11/30/2011	612	0	1,277	-665			0	-665										
248	BANK OF AMERICA CORP	060505104		6/2/2009	11/30/2011	655	0	1,419	-764			0	-764										
249	BAKER HUGHES INC COM	057224107		1/10/2012	1/13/2012	2,014	0	2,190	-176			0	-176										
250	AMERIPRISE FINL INC	03076C106		8/16/2011	1/13/2012	1,589	0	1,395	194			0	194										

22,823

22,823

Part

	0	0	0
	Benefits	Expense Account	Explanation
1			
2			
3			
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10			

Security Category	Account #	EIN	CUSIP	Asset Name	FMV	Units	Fed Cost
Cash	4019312410	59-6540711				0	0
Savings & Temp Inv	4019312410	59-6540711	VP0528308	FEDERATED TREAS OBL FD 68	17907 06	17907 06	17907 06
Savings & Temp Inv	4019312410	59-6540711	VP0528308	FEDERATED TREAS OBL FD 68	12659 69	12659 69	12659 69
				TOTAL CASH AND SAVINGS	30566.75		30566.75
Invest - Corp Bonds	4019312410	59-6540711	459200BA8	IBM CORPORATION 4 750% 11/29/12	50160	50000	49941 39
Invest - Corp Bonds	4019312410	59-6540711	369604AY9	GENERAL ELECTRIC COM 5 000% 2/01/13	25289 5	25000	25053
Invest - Corp Bonds	4019312410	59-6540711	637432DC6	NATIONAL RURAL UTILI 4 750% 3/01/14	36964 9	35000	34656 3
				TOTAL CORP BONDS	112414.4		109650.69
Invest - Other	4019312410	59-6540711	04314H204	ARTISAN INTERNATIONAL FUND #661	97142 82	4139 021	90464 18
Invest - Other	4019312410	59-6540711	411511306	HARBOR INTERNATIONAL FD INST #2011	141528 26	2394 32	145000 03
Invest - Other	4019312410	59-6540711	87234N302	TCW FUNDS SELECT EQUITIES-I #4730	104825 33	5291 536	109270 22
Invest - Other	4019312410	59-6540711	693390593	PIMCO MODERATE DURATION-INST #120	102223 52	9151 613	100000
Invest - Other	4019312410	59-6540711	315920702	FID ADV EMER MKTS INC- CL I #607	96762 4	6498 482	89000
Invest - Other	4019312410	59-6540711	464287614	ISHARES RUSSELL 1000 GROWTH	87412 5	1350	89923 5
Invest - Other	4019312410	59-6540711	449800Q518	ING INTERNATIONAL REAL EST-I #2664	44554 45	4950 495	30000
Invest - Other	4019312410	59-6540711	464287887	CEF ISHARES S&P SMALL CAP 600 GROWTH	56816 25	695	55745 88
Invest - Other	4019312410	59-6540711	780905782	ROYCE SPECIAL EQUITY FD-INV #327	58334 82	2685 765	60000
Invest - Other	4019312410	59-6540711	464287390	ISHARES S&P LATIN AMERICA 40	21794 8	515	25028 95
Invest - Other	4019312410	59-6540711	94985D582	WELLS FARGO ADV INTL BOND-IS #4705	85699 3	7250 364	80731 14
Invest - Other	4019312410	59-6540711	722005667	PIMCO COMMODITY REAL RET STRAT-I#45	102797 95	14963 312	101000
Invest - Other	4019312410	59-6540711	44981V706	ING REAL ESTATE FUND CL-I #2190	90674 34	5333 785	48679
Invest - Other	4019312410	59-6540711	131649709	CALVERT CAPTL ACCUMULATION-I #764	76779 24	2283 737	79177 16
Invest - Other	4019312410	59-6540711	922031737	VANGUARD INFLAT-PROT SECS-ADM #5119	110100	3750	105000
Invest - Other	4019312410	59-6540711	4812C0803	JPMORGAN HIGH YIELD FUND SS #3580	88355 66	10908 106	88000
Invest - Other	4019312410	59-6540711	683974505	OPENHEIMER DEVELOPING MKT-Y #788	139423 86	4115 226	140000
Invest - Other	4019312410	59-6540711	25264S833	DIAMOND HILL LONG-SHORT FD CL I #11	92546 88	5082 201	90000
Invest - Other	4019312410	59-6540711	76628R615	RIDGEWORTH FD-MIDCAP VAL EQ I #5412	79357 75	7130 076	48697 32
Invest - Other	4019312410	59-6540711	367829884	GATEWAY FUND - Y #1986	81403 06	2978 524	80000
				TOTAL OTHER INVESTMENTS	1758533.19		1653717.38
				TOTAL	1901514.34		1793934.82

Security Category	Account #	EIN	CUSIP	Asset Name	FMV	Units	Fed Cost
Cash	4019874349	59-6540711				0	0
Savings & Temp Inv	4019874349	59-6540711	999999Y944	SECURED MARKET DEPOSIT ACCOUNT	3081 24	3081 24	3081 24
Savings & Temp Inv	4019874349	59-6540711	999999Y944	SECURED MARKET DEPOSIT ACCOUNT	2919 61	2919 61	2919 61
				TOTAL SAVINGS AND INVESTMENTS	6008.85		6008.61
Invest - Corp Stock	4019874349	59-6540711	020002101	ALLSTATE CORP	7556 22	189	5677 54
Invest - Corp Stock	4019874349	59-6540711	039483102	ARCHER DANIELS MIDLAND CO	5394 84	201	6031 69
Invest - Corp Stock	4019874349	59-6540711	071813109	BAXTER INTL INC	6576 15	105	5774 58
Invest - Corp Stock	4019874349	59-6540711	126650100	CVS/CAREMARK CORPORATION	6542 4	141	5990 39
Invest - Corp Stock	4019874349	59-6540711	14149Y108	CARDINAL HEALTH INC COM	5963 85	145	6079 54
Invest - Corp Stock	4019874349	59-6540711	17275R102	CISCO SYSTEMS INC	4766 31	278	4339 37
Invest - Corp Stock	4019874349	59-6540711	263534109	DU PONT E I DE NEMOURS & CO	5208 84	117	5884 58
Invest - Corp Stock	4019874349	59-6540711	281020107	EDISON INTL COM	6944 16	148	5997 93
Invest - Corp Stock	4019874349	59-6540711	406216101	HALLIBURTON CO	6974 64	216	6040 38
Invest - Corp Stock	4019874349	59-6540711	458140100	INTEL CORP	4823 49	223	6009 05
Invest - Corp Stock	4019874349	59-6540711	478160104	JOHNSON & JOHNSON	6727 9	95	6183 9
Invest - Corp Stock	4019874349	59-6540711	494368103	KIMBERLY CLARK CORP COM	7009 8	84	6049 47
Invest - Corp Stock	4019874349	59-6540711	548661107	LOWES COS INC	6476	200	5391 24
Invest - Corp Stock	4019874349	59-6540711	571748102	MARSH & MCLENNAN COS INC	6499 73	191	6046 05
Invest - Corp Stock	4019874349	59-6540711	666807102	NORTHROP GRUMMAN CORP	7075 07	103	6125 14
Invest - Corp Stock	4019874349	59-6540711	674599105	OCCIDENTAL PETE CORP	6237 84	79	6565 86
Invest - Corp Stock	4019874349	59-6540711	717081103	PFIZER INC	6864 12	276	5362 12
Invest - Corp Stock	4019874349	59-6540711	74834L100	QUEST DIAGNOSTICS INC	5945 16	103	6228 58
Invest - Corp Stock	4019874349	59-6540711	786514208	SAFEWAY INC NEW	4974 55	305	6674 27
Invest - Corp Stock	4019874349	59-6540711	984121103	XEROX CORP	4881 52	758	6026 72
Invest - Corp Stock	4019874349	59-6540711	94106L109	WASTE MANAGEMENT INC	5794 98	177	6101 14
Invest - Corp Stock	4019874349	59-6540711	92343V104	VERIZON COMMUNICATIONS	7320 96	164	6156 03
Invest - Corp Stock	4019874349	59-6540711	755111507	RAYTHEON CO	6730 64	119	5934 24
Invest - Corp Stock	4019874349	59-6540711	166764100	CHEVRON CORP	6504 2	59	5704 5
Invest - Corp Stock	4019874349	59-6540711	58933Y105	MERCK & CO INC NEW	7483 32	164	6035 82
Invest - Corp Stock	4019874349	59-6540711	565849106	MARATHON OIL CORP	5981 94	199	6298 13
Invest - Corp Stock	4019874349	59-6540711	20825C104	CONOCOPHILLIPS	6479 2	112	6243 46
Invest - Corp Stock	4019874349	59-6540711	20030N101	COMCAST CORP CLASS A	7917 77	211	5574 34
Invest - Corp Stock	4019874349	59-6540711	620076307	MOTOROLA SOLUTIONS, INC	6460	125	5822 53
Invest - Corp Stock	4019874349	59-6540711	00206R102	AT & T INC	6883 41	199	5911 69
Invest - Corp Stock	4019874349	59-6540711	89417E109	TRAVELERS COMPANIES, INC	7023 06	99	4380 19
Invest - Corp Stock	4019874349	59-6540711	50076Q106	KRAFT FOODS GROUP INC	2500 3	55	2208 02
Invest - Corp Stock	4019874349	59-6540711	609207105	MONDELEZ INTERNATIONAL INC	4380 75	165	4084 44
Invest - Corp Stock	4019874349	59-6540711	064058100	BANK NEW YORK MELLON CORP COM	6498 73	263	5682 66
				TOTAL CORP STOCK	211401 85		194615.59
				TOTAL	217410 7		200624.2

Statement A

Florida Attorney General does not require and prefers that we do not furnish a copy of Form 990PF to their office