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

2011

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

For calendar year 2011 or tax year beginning DEC 1, 2011, and ending NOV 30, 2012

Name of foundation THE GOLDRICH FAMILY FOUNDATION		A Employer identification number 95-4155986
Number and street (or P.O. box number if mail is not delivered to street address) 5150 OVERLAND AVENUE	Room/suite	B Telephone number (310) 204-2050
City or town, state, and ZIP code CULVER CITY, CA 90230		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) \$ 91,915,690. (Part I, column (d) must be on cash basis)	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))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received		5,000,000.		N/A	
2 Check ☐ if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments		21,758.	21,758.		STATEMENT 1
4 Dividends and interest from securities		2,925,983.	2,925,983.		STATEMENT 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		2,403,036.			
b Gross sales price for all assets on line 6a 53,235,729.					
7 Capital gain net income (from Part IV, line 2)			2,403,036.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income		32,273.	32,273.		STATEMENT 3
12 Total Add lines 1 through 11		10,383,050.	5,383,050.		
13 Compensation of officers, directors, trustees, etc		0.	0.		0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees STMT 4		1,264.	0.		1,264.
b Accounting fees STMT 5		32,775.	0.		32,775.
c Other professional fees					
17 Interest					
18 Taxes STMT 6		11,696.	11,696.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses STMT 7		367,569.	367,085.		484.
24 Total operating and administrative expenses. Add lines 13 through 23		413,304.	378,781.		34,523.
25 Contributions, gifts, grants paid		4,175,021.			4,175,021.
26 Total expenses and disbursements. Add lines 24 and 25		4,588,325.	378,781.		4,209,544.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		5,794,725.			
b Net investment income (if negative, enter -0-)			5,004,269.		
c Adjusted net income (if negative, enter -0-)				N/A	

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing				
	2	Savings and temporary cash investments		6,128,953.	2,469,879.	2,469,879.
	3	Accounts receivable ▶				
		Less: allowance for doubtful accounts ▶				
	4	Pledges receivable ▶				
		Less: allowance for doubtful accounts ▶				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons				
	7	Other notes and loans receivable ▶	591,829.			
		Less: allowance for doubtful accounts ▶	0.	454,927.	591,829.	591,829.
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10a	Investments - U.S. and state government obligations	STMT 8	10,183,643.	5,324,465.	5,556,121.
	b	Investments - corporate stock	STMT 9	18,730,037.	15,227,775.	16,852,188.
	c	Investments - corporate bonds	STMT 10	6,139,113.	4,854,316.	5,189,226.
11	Investments - land, buildings, and equipment basis ▶					
	Less: accumulated depreciation ▶					
12	Investments - mortgage loans					
13	Investments - other	STMT 11	37,489,401.	56,452,535.	61,256,447.	
14	Land, buildings, and equipment basis ▶					
	Less: accumulated depreciation ▶					
15	Other assets (describe ▶)					
16	Total assets (to be completed by all filers)		79,126,074.	84,920,799.	91,915,690.	
Liabilities	17	Accounts payable and accrued expenses				
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable				
	22	Other liabilities (describe ▶)				
	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				
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here ☒ and complete lines 27 through 31.					
	27	Capital stock, trust principal, or current funds		0.	0.	
	28	Paid-in or capital surplus, or land, bldg., and equipment fund		0.	0.	
	29	Retained earnings, accumulated income, endowment, or other funds		79,126,074.	84,920,799.	
30	Total net assets or fund balances		79,126,074.	84,920,799.		
31	Total liabilities and net assets/fund balances		79,126,074.	84,920,799.		

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	79,126,074.
2	Enter amount from Part I, line 27a	2	5,794,725.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	84,920,799.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	84,920,799.

Part IV Capital Gains and Losses for Tax on Investment Income

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b			
c			
d			
e 53,235,729.		50,832,693.	2,403,036.

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			
b			
c			
d			
e			2,403,036.

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	2,403,036.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8		3	N/A

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

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

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

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

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2010	3,509,887.	84,531,808.	.041521
2009	3,052,018.	75,714,243.	.040310
2008	3,115,509.	63,039,889.	.049421
2007	2,808,909.	62,217,376.	.045147
2006	2,249,212.	63,986,290.	.035151

2 Total of line 1, column (d)	2	.211550
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	.042310
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	89,034,314.
5 Multiply line 4 by line 3	5	3,767,042.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	50,043.
7 Add lines 5 and 6	7	3,817,085.
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	4,209,544.

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

1a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)		1	50,043.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b			
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	50,043.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 Tax based on investment income Subtract line 4 from line 3. If zero or less, enter -0-		5	50,043.
6 Credits/Payments:			
a 2011 estimated tax payments and 2010 overpayment credited to 2011	6a	53,244.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c	50,000.	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments Add lines 6a through 6d	7	103,244.	
8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8		
9 Tax due If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	53,201.	
11 Enter the amount of line 10 to be: Credited to 2012 estimated tax ☒ 53,201. Refunded ☐	11	0.	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see 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
1c 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. ☒ \$ 0. (2) On foundation managers. ☒ \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ☒ \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? 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
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	X	
b If "Yes," has it filed a tax return on Form 990-T for this year?	X	
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	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ☒ CA		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	X	
14	The books are in care of ► JONA GOLDRICH C/O GOLDRICH & KEST Telephone no. ► 310-204-2050 Located at ► 5150 OVERLAND AVENUE, CULVER CITY, CA ZIP+4 ► 90230			
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	N/A ► ☐	1b	
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 ►	☐ 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.)	N/A	2b	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ►			
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No		
b If "Yes," did it have excess business holdings in 2011 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011)	N/A	3b	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011?		4b	X

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

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

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

☒

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

☐ Yes ☐ No

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

☐ Yes ☒ No

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

6b

X

If "Yes" to 6b, file Form 8870.

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

☐ Yes ☒ No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

7b

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 12		0.	0.	0.

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

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

Total number of other employees paid over \$50,000

0

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	84,760,168.
b	Average of monthly cash balances	1b	5,038,170.
c	Fair market value of all other assets	1c	591,829.
d	Total (add lines 1a, b, and c)	1d	90,390,167.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	90,390,167.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	1,355,853.
5	Net value of noncharitable-use assets Subtract line 4 from line 3. Enter here and on Part V, line 4	5	89,034,314.
6	Minimum investment return Enter 5% of line 5	6	4,451,716.

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	4,451,716.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	50,043.
b	Income tax for 2011 (This does not include the tax from Part VI.)	2b	6,078.
c	Add lines 2a and 2b	2c	56,121.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	4,395,595.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	4,395,595.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	4,395,595.

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	4,209,544.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	4,209,544.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b	5	50,043.
6	Adjusted qualifying distributions Subtract line 5 from line 4	6	4,159,501.

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				4,395,595.
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only			4,141,608.	
b Total for prior years.		0.		
3 Excess distributions carryover, if any, to 2011:				
a From 2006				
b From 2007				
c From 2008				
d From 2009				
e From 2010				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2011 from Part XII, line 4. ► \$ 4,209,544.				
a Applied to 2010, but not more than line 2a			4,141,608.	
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				67,936.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2010. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012				4,327,659.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2006 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2007				
b Excess from 2008				
c Excess from 2009				
d Excess from 2010				
e Excess from 2011				

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

N/A

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

▶

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

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
AMERICAN FRIENDS OF THE ARIELA FOUNDATION 139 S. BEVERLY DR. SUITE 215 BEVERLY HILLS, CA 90212	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	25,000.
AMERICAN FRIENDS OF MAGEN DAVID ADOM 5535 BALBOA BLVD., SUITE 114 ENCINO, CA 91316	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	12,500.
AMERICAN FRIENDS OF MEIR PANIM 149 S. BARRINGTON AVE. SUITE 303 LOS ANGELES, CA 90049	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	5,000.
AMERICAN FRIENDS OF THE HEBREW UNIVERSITY 9911 WEST PICO BLVD. #1520 LOS ANGELES, CA 90035	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	20,500.
ASPEN VALLEY MEDICAL FOUNDATION P.O. BOX 1639 ASPEN, CO 81612	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	360.
Total			SEE CONTINUATION SHEET(S)	4,175,021.
b Approved for future payment				
NONE				
Total				0.

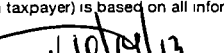
Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

- | | | Yes | No |
|---|--|-----|----|
| 1 | Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations? | | |
| a | Transfers from the reporting foundation to a noncharitable exempt organization of: | | |
| | (1) Cash | | X |
| | (2) Other assets | | X |
| b | Other transactions: | | |
| | (1) Sales of assets to a noncharitable exempt organization | | X |
| | (2) Purchases of assets from a noncharitable exempt organization | | X |
| | (3) Rental of facilities, equipment, or other assets | | X |
| | (4) Reimbursement arrangements | | X |
| | (5) Loans or loan guarantees | | X |
| | (6) Performance of services or membership or fundraising solicitations | | X |
| c | Sharing of facilities, equipment, mailing lists, other assets, or paid employees | | 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
N/A		

Sign Here  Signature of officer or trustee	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.	May the IRS discuss this return with the preparer shown below (see instr)? ☒ Yes ☐ No			
	Date <u>10/14/13</u> Title <u>President</u>				
Paid Preparer Use Only	Print/Type preparer's name KURT KILWEIN	Preparer's signature 	Date <u>10/14/13</u>	Check ☐ if self-employed	PTIN P00109165
	Firm's name ▶ NSBN LLP			Firm's EIN ▶ 95-2399533	
Firm's address ▶ 9454 WILSHIRE BLVD., 4TH FLOOR BEVERLY HILLS, CA 90212-2907			Phone no. (310) 273-2501		

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

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

OMB No 1545-0047

2011

Name of the organization

THE GOLDRICH FAMILY FOUNDATION

Employer identification number

95-4155986

Organization type (check one)

Filers of:

Section:

Form 990 or 990-EZ

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

Form 990-PF

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

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

Special Rules

- ☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not total to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year. ▶ \$ _____

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

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2011)

Name of organization	Employer identification number
THE GOLDRICH FAMILY FOUNDATION	95-4155986

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

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
<u>1</u>	JONA AND DORETTA GOLDRICH 5150 OVERLAND AVE CULVER CITY, CA 90230	\$ 5,000,000.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)

Name of organization

Employer identification number

THE GOLDRICH FAMILY FOUNDATION**95-4155986****Part II Noncash Property** (see instructions) Use duplicate copies of Part II if additional space is needed

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	

Name of organization

Employer identification number

THE GOLDRICH FAMILY FOUNDATION**95-4155986**

Part III Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than \$1,000 for the year. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once) ▶ \$

Use duplicate copies of Part III if additional space is needed

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
AIDS LIFE CYCLE 1125 N. MCCADDEN PLACE LOS ANGELES, CA 90038	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	250.
AISH TAMID OF LOS ANGELES P.O. BOX 48885A LOS ANGELES, CA 90048	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	750.
ALZHEIMERS ASSOCIATION 5900 WILSHIRE BLVD.SUITE 1100 LOS ANGELES, CA 90036	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	180.
ABRAHAM JOSHUA HESCHEL DAY SCHOOL 17701 DEVONSHIRE STREET NORTHRIDGE, CA 91325	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	90,000.
ALLIED JEWISH FEDERATION OF COLORADO 300 S. DAHLIA ST. SUITE 300 DENVER, CO 80246	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	165,150.
ASPEN WRITER'S FOUNDATION 110 E.HALLAM STREET,SUITE 116 ASPEN, CO 81611	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	300.
AMERICAN FRIENDS OF TEL AVIV UNIVERSITY 39 BROADWAY, 15TH FLOOR NEW YORK, NY 10006	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	187,800.
ASPEN YOUTH CENTER P.O. BOX 8266 ASPEN, CO 81612	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	290.
AMERICAN JEWISH JOINT DISTRIBUTION COMMITTEE PO BOX 530 NEW YORK, NY 10017	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	4,334.
AMERICAN JEWISH UNIVERSITY 15600 MULHOLLAND DRIVE BEL-AIR, CA 90077	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	7,500.
Total from continuation sheets				4,111,661.

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
ASPEN MOUNTAIN RESCUE 106 S. MILL STREET ASPEN, CO 81611	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	400.
ANTI-DEFAMATION LEAGUE 823 UNITED NATIONS PLAZA NEW YORK, NY 10017	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	10,000.
BNAI ZION FOUNDATION INC 136 E 39TH STREET NEW YORK, NY 10016	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	2,500.
BRANDEIS UNIVERSITY P.O. BOX 5491 10, MS 126 WALTHAM, MA 02454-9110	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	25,000.
CHAI CENTER P.O. BOX 66861 LOS ANGELES, CA 90066	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	2,600.
BETH MEDROSH GOHOVA OF ISRAEL 5202 16TH AVENUE BROOKLYN, NY 11204	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	2,000.
ASPEN TREE P.O. BOX 8064 ASPEN, CO 81612	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	11,881.
BET TZEDEK LEGAL SERVICES 145 S. FAIRFAX AVE., SUITE 200 LOS ANGELES, CA 90036	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	100.
BEIT T'SHUVAH 8831 VENICE BLVD. LOS ANGELES, CA 90034	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	305,000.
BEVERLY HILLS FIREMEN'S ASSOC 427 N. CANON DRIVE, SUITE 108 BEVERLY HILLS, CA 90210	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	350.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
BEVERLY HILLS POLICE OFFICERS ASSOC 464 NORTH REXFORD DRIVE BEVERLY HILLS, CA 90210	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	350.
CHILDREN'S DEFENSE FUND 1605 WEST OLYMPIC BLVD LOS ANGELES, CA 90015	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	5,000.
CEDARS-SINAI MEDICAL CENTER 8700 BEVERLY BLVD. ROOM 2416 LOS ANGELES, CA 90048	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	67,000.
CENTRAL FUND OF ISRAEL (PANIM EL PANIM) 980 AVENUE OF THE AMERICAS NEW YORK, NY 10018	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	10,000.
CHILDREN UNITING NATIONS PO BOX 56235 SHERMAN OAKS, CA 91413	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	5,000.
CHILDREN'S HOSPITAL - BOSTON 300 LONGWOOD AVENUE BOSTON, MA 02115	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	5,000.
COLORADO MUSIC FESTIVAL 200 E. BASELINE ROAD LA FAYETTE, CO 80026	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	2,500.
CCS/COMPASS FOR LIFE LONG DISCOVERY PO BOX 336, 1199 WOODY CREEK RD WOODY CREEK, CO 81656	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	250.
CONCERN FOUNDATION 1026 S ROBERTSON BLVD SUITE 300 LOS ANGELES, CA 90035	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	180.
CURTIS SCHOOL FOUNDATION 15871 MULHOLLAND DRIVE LOS ANGELES, CA 90049	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	5,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
CONGREGATION KEHILAT YITZCHAK 327 N. ALTA VISTA BLVD LOS ANGELES, CA 90036	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	1,200.
DAVID CAYTON SCHOLARSHIP FUND (CHILDREN'S HOSPITAL - BOSTON) 138 HARVARD STREET BROOKLINE, MA 02446	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	5,000.
FRIENDS OF ASPEN ANIMAL SHELTER 101 ANIMAL SHELTER ROAD ASPEN, CO 81611	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	2,216.
ENVIRONMENTAL TRAVELING COMPANIONS (E.T.C.) FORT MASON CENTER LANDMARK BLDG C SAN FRANCISCO, CA 94123	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	500.
FRIENDS OF SHEBA MEDICAL CENTER 2566 OVERLAND AVENUE, SUITE 670 LOS ANGELES, CA 90064	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	5,000.
FRIENDS OF THE ISRAELI DEFENSE FORCES 350 FIFTH AVENUE, SUITE 2011 NEW YORK, NY 10118	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	4,000.
FRIENDS OF THE ISRAEL SPORTS CENTER FOR THE DISABLED 315 MADISON AVENUE, SUITE 901 NEW YORK, NY 10017	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	2,500.
FRIENDS OF THE IDF WESTERN REGION 4640 ADMIRALTY WAY, SUITE 406 MARINA DEL REY, CA 90292	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	10,000.
FRIENDSHIP CIRCLE OF LOS ANGELES 9581 W PICO BLVD #102 LOS ANGELES, CA 90035	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	2,500.
HELP HOPE LIVE 150 NORTH RADNOR CHESTER ROAD, SUITE F120 RADNOR, PA 19087	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	2,500.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
HIKE FOR HOPE 936 W FRANCIS STREET ASPEN, CO 81611	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	1,000.
HOLOCAUST SURVIVORS FOUNDATION 2129 BEVERWIL DRIVE LOS ANGELES, CA 90034	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	1,000.
HAIFA FOUNDATION 2029 CENTURY PARK EAST, SUITE 250 LOS ANGELES, CA 90067	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	15,000.
HARVARD WESTLAKE SCHOOL 700 N FARING ROAD LOS ANGELES, CA 90077	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	35,000.
JEWISH FAMILY SERVICE OF LOS ANGELES 3580 WILSHIRE BLVD., SUITE 700 LOS ANGELES, CA 90010	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	50,000.
IRANIAN AMERICAN JEWISH FEDERATION 770 MIDDLE NECK RD., SUITE 5P GREAT NECK, NY 11024	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	5,000.
HILLEL UCLA 574 HILGARD AVENUE LOS ANGELES, CA 90024	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	7,000.
HSAC (HOMELAND SECURITY ADVISORY COUNCIL) 19528 VENTURA BLVD., #647 TARZANA, CA 91356	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	1,000.
IMAGINE LA 5455 WILSHIRE BLVD, SUITE 1001 LOS ANGELES, CA 90036	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	250.
INTERNATIONAL RAOUL WALLENBERG FOUNDATION 34 EAST 67 ST., 2ND FLOOR NEW YORK, NY 10065	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	3,600.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
ISRAEL AIR FORCE CENTER FOUNDATION P.O. BOX 0492 WILLOW GROVE, PA 19090-0492	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	50,000.
ISRAEL CANCER RESEARCH FUND 159 S BEVERLY DRIVE, SUITE 207 BEVERLY HILLS, CA 90212	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	25,000.
ISRAEL EMERGENCY ALLIANCE DBA ELNET 10573 WEST PICO BLVD., SUITE 369 LOS ANGELES, CA 90064	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	10,000.
MOUNTAIN RESCUE OF ASPEN 630 WEST MAIN STREET ASPEN, CO 81611	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	600.
ISRAEL LEADERSHIP COUNCIL 4640 ADMIRALTY WAY, SUITE 406 MARINA DEL REY, CA 90292	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	25,000.
ISRAFEEST FOUNDATION, INC. 6404 WILSHIRE BLVD., SUITE 1030 LOS ANGELES, CA 90048	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	2,500.
JEWISH AGENCY FOR ISRAEL-NORTH AMERICAN COUNCIL 633 THIRD AVE, 32ND FL., SUITE C NEW YORK, NY 10017	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	60,000.
JERUSALEM FOUNDATION 420 LEXINGTON AVENUE, SUITE 1645 NEW YORK, NY 10170	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	5,000.
JEWISH COMMUNITY CENTER (JEWISH RESOURCE CENTER ASPEN) 435 WEST MAIN STREET ASPEN, CO 81611	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	12,760.
JEWISH COMMUNITY FOUNDATION 6505 WILSHIRE BLVD., SUITE 1200 LOS ANGELES, CA 90048	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	1,700,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
JEWISH COMMUNITY CENTERS OF DENVER 350 S DAHLIA STREET DENVER, CO 80246	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	76,450.
JEWISH FEDERATION 6505 WILSHIRE BLVD., SUITE 1024 R/S LOS ANGELES, CA 90048	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	41,180.
JEWISH FREE LOAN ASSOCIATION (JFLA) 6505 WILSHIRE BLVD. SUITE 715 LOS ANGELES, CA 90048	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	10,000.
JEWISH HEBREW STAGE (FORMERLY 'ISRAELI JEWISH COMMUNITY THEATRE') 5300 NEWCASTLE AVE., #59 ENCINO, CA 91316	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	5,000.
JEWISH FEDERATION P.O. BOX 54269 TERMINAL ANNEX LOS ANGELES, CA 90054-0269	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	160,000.
JEWISH NATIONAL FUND 6310 SAN VICENTE BLVD., SUITE 530 LOS ANGELES, CA 90048	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	3,500.
JEWISH STUDENT UNION 9831 WEST PICO BLVD., #101 LOS ANGELES, CA 90035	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	5,000.
JEWS FOR JUDAISM 9911 WEST PICO BLVD. #1240 LOS ANGELES, CA 90035	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	10,000.
MUSIC CENTER FOUNDERS 135 NORTH GRAND AVENUE LONG BEACH, CA 90012	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	1,000.
NATIONAL CENTER FOR JEWISH FILM BRANDEIS UNIVERSITY, LOWN 102 MS053 WALTHAM, MA 02454	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	2,500.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
NESHAMA CENTER PO BOX 8064 ASPEN, CO 81612	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	1,800.
NEW COMMUNITY JEWISH HIGH SCHOOL 7353 VALLEY CIRCLE BLVD. WEST HILLS, CA 91304	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	53,600.
LOS ANGELES WALK 2012 - ALZHEIMER'S 31915 RANCHO CALIFORNIA ROAD #200-438 TEMECULA, CA 92591	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	120.
LOS ANGELES JEWISH FILM FESTIVAL 3580 WILSHIRE BLVD., SUITE 1510 LOS ANGELES, CA 90010	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	5,000.
LOS ANGELES JEWISH HOME FOR THE AGING 7150 TAMPA AVENUE RESEDA, CA 91335	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	120,000.
LOS ANGELES MUSEUM OF THE HOLOCAUST 100 S. THE GROVE DRIVE LOS ANGELES, CA 90036	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	135,000.
LOS ANGELES OPERA 135 NORTH GRAND AVENUE LOS ANGELES, CA 90012	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	5,000.
MARCH OF THE LIVING 3415 S. SEPULVEDA BLVD., SUITE 640 LOS ANGELES, CA 90034	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	10,000.
MUSEUM OF THE HISTORY OF POLISH JEWS 401 BROADWAY, SUITE 1200 NEW YORK, NY 10013	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	10,000.
MEMORIAL MEDICAL CENTER FOUNDATION 2801 ATLANTIC AVE., P.O. BOX 1428 LONG BEACH, CA 90801	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	1,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
ONE HEART SOURCE P.O. BOX 24293 LOS ANGELES, CA 90024	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	1,000.
PEDAL ON THE PIER / HAROLD ROBINSON FOUNDATION 10008 NATIONAL BLVD., SUITE 324 LOS ANGELES, CA 90034	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	2,500.
REVLON RUN/WALK (EIF) 1801 W. OLYMPIC BLVD. PASADENA, CA 91199	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	100.
NYAKA PO BOX 339 EAST LANSING, MI 48826	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	18,000.
SAVE A CHILD'S HEART FOUNDATION, INC. 10050 CHAPEL ROAD, SUITE 18 POTOMAC, MD 20854	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	360.
S.T.A.R.T (SHELTER TRANSPORT AND RESCUE TEAM) P.O. BOX 4792 VALLEY VILLAGE, CA 91617	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	500.
SHEBA MEDICAL CENTER - ISRAEL CTR NEWBORN SCREENING 9911 WEST PICO BLVD. #1220 LOS ANGELES, CA 90035	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	10,000.
SINAI TEMPLE 10400 WILSHIRE BLVD LOS ANGELES, CA 90024	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	51,000.
STAND WITH US P.O. BOX 341069 LOS ANGELES, CA 90034	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	5,700.
STEPHEN S WISE TEMPLE 15500 STEPHEN S. WISE DR LOS ANGELES, CA 90077	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	5,055.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
TEACHERS ACROSS BORDERS 427 DETROIT STREET DENVER, CO 80206	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	150.
THE ARCHER SCHOOL FOR GIRLS 11725 SUNSET BLVD LOS ANGELES, CA 90049	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	5,000.
THE CHESTNUT FOUNDATION 5150 OVERLAND AVENUE CULVER CITY, CA 90230	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	50,000.
THE MAYTIV FOUNDATION 5150 OVERLAND AVENUE CULVER CITY, CA 90230	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	50,000.
THE JUNE FOUNDATION 5150 OVERLAND AVENUE CULVER CITY, CA 90230	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	50,000.
THE RIMON FOUNDATION 710 N. MAPLE DRIVE BEVERLY HILLS, CA 90210	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	50,000.
THEATRE ASPEN 110 E. HALLAM STREET ASPEN, CO 81611	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	5,205.
VISTA DEL MAR 3200 MOTOR AVENUE LOS ANGELES, CA 90034	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	10,000.
UJA/ASPEN COMMUNITY CAMPAIGN 210 UNIVERSITY BLVD., #600 DENVER, CO 80206	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	25,000.
UNIVERSITY HERITAGE SOCIETY 48 WEST PARKWAY CLIFTON, NJ 07014	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	500.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
WALK TO END ALZHEIMER'S 360 LEXINGTON AVENUE, 4TH FLOOR NEW YORK, NY 10017	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	2,750.
YAD VASHEM 500 5TH AVENUE, 42ND FLOOR NEW YORK, NY 10110	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	100,000.
YAD EZRA VESHULAMIT 3470 WILSHIRE BLVD., SUITE 1020 LOS ANGELES, CA 90010	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	500.
YESHIVA GEDOLAH OF LOS ANGELES 5444 WEST OLYMPIC BLVD LOS ANGELES, CA 90036	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	50,000.
YESHIVA AHARON YAAKOV-OHR ELIYAHU 241 SOUTH DETROIT STREET LOS ANGELES, CA 90036	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	400.
Total from continuation sheets				

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	CREDIT SUISSE 216-570986 (SEE STATEMENT ATTACHED)	P		
b	CHARLES SCHWAB 3102-3209 (SEE STATEMENT ATTACHED)	P		
c	CHARLES SCHWAB 3102-3209 (SEE STATEMENT ATTACHED)	P		
d	LUMINOUS CAPITAL 674-072516 (SEE STATEMENT ATTACHED)	P		
e	LUMINOUS CAPITAL 674-072516 (SEE STATEMENT ATTACHED)	P		
f	LUMINOUS CAPITAL 674-423572 (SEE STATEMENT ATTACHED)	P		
g	LUMINOUS CAPITAL 674-423572 (SEE STATEMENT ATTACHED)	P		
h	LUMINOUS CAPITAL 674-350990 (SEE STATEMENT ATTACHED)	P		
i	LUMINOUS CAPITAL 674-350990 (SEE STATEMENT ATTACHED)	P		
j	LUMINOUS CAPITAL 674-359122 (SEE STATEMENT ATTACHED)	P		
k	LUMINOUS CAPITAL 674-359122 (SEE STATEMENT ATTACHED)	P		
l	LUMINOUS CAPITAL 674-351032 (SEE SCHEDULE ATTACHED)	P		
m	LUMINOUS CAPITAL 674-351032 (SEE SCHEDULE ATTACHED)	P		
n	K-1 LC SENIOR CREDIT FUND LP	P		
o	K-1 LC SENIOR CREDIT FUND LP	P		

(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 154,553.		153,746.	807.
b 3,222,906.		3,270,118.	<47,212.>
c 3,191,836.		3,102,060.	89,776.
d 20,166,640.		20,204,724.	<38,084.>
e 12,857,194.		11,728,745.	1,128,449.
f 1,256,199.		1,249,891.	6,308.
g 1,004,997.		1,052,538.	<47,541.>
h 1,557,350.		1,548,459.	8,891.
i 2,788,986.		2,578,305.	210,681.
j 446,626.		443,448.	3,178.
k 1,976,436.		1,595,912.	380,524.
l 432,691.		416,577.	16,114.
m 3,694,655.		3,284,767.	409,888.
n 70,403.			70,403.
o 8,832.			8,832.

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			807.
b			<47,212.>
c			89,776.
d			<38,084.>
e			1,128,449.
f			6,308.
g			<47,541.>
h			8,891.
i			210,681.
j			3,178.
k			380,524.
l			16,114.
m			409,888.
n			70,403.
o			8,832.

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 }3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6).
If gain, also enter in Part I, line 8, column (c).
If (loss), enter "-0-" in Part I, line 8

2

3

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	LC SENIOR CREDIT FUND LP	P		
b	LC SPECIAL SITUATIONS FUND LP-STCG	P		
c	LC SPECIAL SITUATIONS FUND LP-LTCG	P		
d	LC PERMAL INVESTMENT PTRS LP-STCG	P		
e	LC PERMAL INVESTMENT PTRS LP-LTCG	P		
f	LC PERMAL INVESTMENT PTRS LP-SEC 1231	P		
g	LC PERMAL INVESTMENT PTRS LP	P		
h	LC PERMAL INVESTMENT PTRS LP-SEC 1256	P		
i	LC SPECIAL SITUATIONS FUND LP-SEC 1231	P		
j	US T-BILLS 00% 12/22/11 -FIDELITY #674-350990	P		
k	US T-BILLS 00% 12/22/11 -FIDELITY #674-350990	P		
l	CAPITAL GAINS DIVIDENDS			
m				
n				
o				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a		3,403.	<3,403.>
b	1,048.		1,048.
c	7,557.		7,557.
d	2,536.		2,536.
e	34,682.		34,682.
f	<18.>		<18.>
g	8,375.		8,375.
h	641.		641.
i	<593.>		<593.>
j	129,000.	129,000.	0.
k	71,000.	71,000.	0.
l	151,197.		151,197.
m			
n			
o			

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			<3,403.>
b			1,048.
c			7,557.
d			2,536.
e			34,682.
f			<18.>
g			8,375.
h			641.
i			<593.>
j			0.
k			0.
l			151,197.
m			
n			
o			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2	2,403,036.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8 }	3	N/A

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

SOURCE	AMOUNT
ISRAEL DISCOUNT BANK	20,120.
UNION BANK OF CALIFORNIA	1,638.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	21,758.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
CHARLES SCHWAB #3102-3209	618,356.	4,200.	614,156.
CREDIT SUISSE #216-570986	157,977.	641.	157,336.
K-1 - LUMINOUS CAPITAL LC RIMROCK LP-INTEREST	6.	0.	6.
K-1 - LUMINOUS CAPITAL SENIOR CREDIT FUND, LP-DIVIDEND	25,963.	0.	25,963.
K-1 - LUMINOUS CAPITAL SENIOR CREDIT FUND, LP-INTEREST	168,497.	0.	168,497.
K-1 - LUMINOUS CAPITAL SPECIAL SITUATION FUND LP-DIVIDEND	66,332.	0.	66,332.
K-1 - LUMINOUS CAPITAL SPECIAL SITUATION FUND LP-INTEREST	30,074.	0.	30,074.
K-1 - PERMAL INVESTMENT PARTNERS, L.P.-DIVIDENDS	6,279.	0.	6,279.
K-1 - PERMAL INVESTMENT PARTNERS, L.P.-INTEREST	725.	0.	725.
LUMINOUS CAPITAL (FIDELITY #674-072516)	1,705,278.	146,002.	1,559,276.
LUMINOUS CAPITAL (FIDELITY #674-350990)	93,698.	0.	93,698.
LUMINOUS CAPITAL (FIDELITY #674-351032)	151,289.	0.	151,289.
LUMINOUS CAPITAL (FIDELITY #674-359122)	11,250.	0.	11,250.
LUMINOUS CAPITAL (FIDELITY #674-423572)	18,450.	0.	18,450.
LUMINOUS CAPITAL (FIDELITY #674-433403)	1,227.	354.	873.
YESHIVA GEDOLA OF LOS ANGELES	21,779.	0.	21,779.
TOTAL TO FM 990-PF, PART I, LN 4	3,077,180.	151,197.	2,925,983.

FORM 990-PF	OTHER INCOME		STATEMENT	3
DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	
K-1 - LUMINOUS CAPITAL SPECIAL SITUATIONS FUND, LP	33,016.	33,016.		
K-1 LUMINOUS CAPITAL SENIOR CREDIT FUND, LP	<24,578.>	<24,578.>		
K-1 PERMAL PARTNERS, LP	16,649.	16,649.		
OTHER INCOME-CHARLES SCHWAB	300.	300.		
LITIGATION SETTLEMENT INCOME	989.	989.		
OTHER INCOME-LUMINOUS CAPITAL #072516	5,828.	5,828.		
BOOK/TAX ADJUSTMENT LC RIMROCK LP	57.	57.		
IRS REFUND	12.	12.		
TOTAL TO FORM 990-PF, PART I, LINE 11	32,273.	32,273.		

FORM 990-PF	LEGAL FEES		STATEMENT	4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	1,264.	0.		1,264.
TO FM 990-PF, PG 1, LN 16A	1,264.	0.		1,264.

FORM 990-PF	ACCOUNTING FEES		STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	32,775.	0.		32,775.
TO FORM 990-PF, PG 1, LN 16B	32,775.	0.		32,775.

FORM 990-PF	TAXES			STATEMENT	6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
FOREIGN WITHHOLDING TAX	11,696.	11,696.			0.
TO FORM 990-PF, PG 1, LN 18	11,696.	11,696.			0.

FORM 990-PF	OTHER EXPENSES			STATEMENT	7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
INVESTMENT EXPENSE	180,848.	180,848.			0.
FILING FEES	245.	0.			245.
PORTFOLIO DEDUCTIONS-LC SENIOR CREDIT FUND LP K-1	57,151.	57,151.			0.
PORTFOLIO DEDUCTIONS-LC RIMROCK LP K-1	89,075.	89,075.			0.
PORTFOLIO DEDUCTIONS-LC SPECIAL SITUATIONS FUND FUND LP K-1	33,156.	33,156.			0.
PORTFOLIO DEDUCTIONS-PERMANENT INVESTMENT PARTNERS LP K-1	6,514.	6,514.			0.
OTHER EXPENSES	341.	341.			0.
BANK CHARGES	210.	0.			210.
POSTAGE & DELIVERY	25.	0.			25.
CONTRIBUTIONS GIVEN PER K-1	4.	0.			4.
TO FORM 990-PF, PG 1, LN 23	367,569.	367,085.			484.

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS	STATEMENT	8
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DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
INVESTMENT IN U.S. GOVERNMENT BONDS	X		2,975,074.	3,061,827.
INVESTMENT IN STATE AND MUNICIPAL BONDS		X	2,349,391.	2,494,294.
TOTAL U.S. GOVERNMENT OBLIGATIONS			2,975,074.	3,061,827.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS			2,349,391.	2,494,294.
TOTAL TO FORM 990-PF, PART II, LINE 10A			5,324,465.	5,556,121.

FORM 990-PF	CORPORATE STOCK	STATEMENT	9
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
INVESTMENT IN CORPORATE STOCKS	15,227,775.	16,852,188.
TOTAL TO FORM 990-PF, PART II, LINE 10B	15,227,775.	16,852,188.

FORM 990-PF	CORPORATE BONDS	STATEMENT	10
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
INVESTMENT IN CORPORATE BONDS	4,854,316.	5,189,226.
TOTAL TO FORM 990-PF, PART II, LINE 10C	4,854,316.	5,189,226.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	11
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
INVESTMENT IN MUTUAL FUNDS	COST	42,206,648.	43,860,084.
INVESTMENT IN ALTERNATIVE INVESTMENTS	COST	14,245,887.	17,396,363.
TOTAL TO FORM 990-PF, PART II, LINE 13		56,452,535.	61,256,447.

FORM 990-PF

PART VIII - LIST OF OFFICERS, DIRECTORS
TRUSTEES AND FOUNDATION MANAGERS

STATEMENT 12

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
JONA GOLDRICH 5150 OVERLAND AVENUE CULVER CITY, CA 90230	PRESIDENT 2.00	0.	0.	0.
ANDREA GOLDRICH CAYTON 5150 OVERLAND AVENUE CULVER CITY, CA 90230	SECRETARY 2.00	0.	0.	0.
MELINDA GOLDRICH 5150 OVERLAND AVENUE CULVER CITY, CA 90230	TREASURER 2.00	0.	0.	0.
DORETTA GOLDRICH 5150 OVERLAND AVENUE CULVER CITY, CA 90230	DIRECTOR 2.00	0.	0.	0.
BARRY CAYTON 5150 OVERLAND AVENUE CULVER CITY, CA 90230	DIRECTOR 2.00	0.	0.	0.
DAVID ROCHKIND 5150 OVERLAND AVENUE CULVER CITY, CA 90230	CFO 2.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.

Realized Gain/Loss Statement:

Credit Suisse 0986

Realized Gain/Loss Statement:

Charles Schwab 3209

- Charles SCHWAB

3102-3209 GOLDRICH FAMILY FOUNDATION
Charity Nonprof 5150 OVERLAND AVE
CULVER CITY CA

Total Known Realized Gain/(Loss) \$/ % Total Known Short-Term Gain/(Loss) Total Known Long-Term Gain/(Loss)
\$42,564.89/0.67% (\$47,211.57) \$89,776.46
Total Known Proceeds Total Known Cost Basis
\$6,414,742.13 \$6,372,177.24

Cost Basis - Realized Gain/(Loss) - Filtered by: From 12/01/2011 Through 11/30/2012											Results: 47
Symbol	Name	Sold/ Closed	Acquired/ Opened	Quantity Sold	Total Proceeds	Cost Basis ³	Short-Term	Long-Term	Total	Total %	Notes!
⊕ ABB	ABB LTD ADR FSPONSORED ADR 1 ADR REP 1 REG SH	09/19/2012	View Lots	4,000.00000	\$78,989.68	\$99,387.59	(\$20,397.91)	(\$20,397.91)	(\$20,397.91)	(20.52%)	
MDRX	ALLSCRIPTS HEALTHCARE	04/27/2012	11/12/2010	4,750.00000	\$46,872.50	\$87,284.50	(\$40,412.00)	(\$40,412.00)	(\$40,412.00)	(46.30%)	
⊕ AVP	AVON PRODUCTS INC	04/05/2012	View Lots	3,500.00000	\$81,381.38	\$113,990.39	(\$3,865.21)	(\$28,743.80)	(\$32,609.01)	(28.61%)	
124857AB9	CBS CORP 8.2XXX** CALLED **DUE 05/15/14@ 113% EFF 07/01/2012	07/11/2012	06/01/2011	50,000.00000	\$56,552.00	\$55,637.88	\$914.12	\$914.12	\$914.12	1.64%	
EVR	EVERCORE PARTNERS INC A CLASS A	11/02/2012	05/11/2012	180.00000	\$5,117.34	\$4,599.25	\$518.09	\$518.09	\$518.09	11.26%	
EVR	EVERCORE PARTNERS INC A CLASS A	11/05/2012	05/11/2012	2,025.00000	\$57,373.81	\$51,741.54	\$5,632.27	\$5,632.27	\$5,632.27	10.89%	
EVR	EVERCORE PARTNERS INC A CLASS A	11/06/2012	05/11/2012	295.00000	\$8,345.50	\$7,537.66	\$807.84	\$807.84	\$807.84	10.72%	
⊕ 3133EAD5	FED FARM CR BK 2XXX** CALLED **DUE 08/15/19@ PAR EFF 07/17/2012	07/17/2012	View Lots	490,000.00000	\$490,000.00	\$489,566.00	\$434.00	\$434.00	\$434.00	0.09%	
31331KGG9	FED FARM CR BK 3XXX** CALLED **DUE 03/30/17@ PAR EFF 03/30/2012	03/30/2012	03/25/2011	300,000.00000	\$300,000.00	\$299,793.00	\$207.00	\$207.00	\$207.00	0.07%	
3133EANU8	FED FARM CR BK 2.4XXX** CALLED **DUE 02/01/21@ PAR EFF 08/01/2012	08/01/2012	05/17/2012	100,000.00000	\$100,000.00	\$100,016.47	(\$16.47)	(\$16.47)	(\$16.47)	(0.02%)	

Symbol	Name	Sold/ Closed	Acquired/ Opened	Quantity Sold	Total Proceeds	Cost Basis ³	Short Term	Long Term	Total	Total %	Notes
31331K3L2	FED FARM CR BK 2.24XXX** CALLED **DUE 12/19/18@ PAR EFF 03/19/2012	03/19/2012	12/13/2011	150,000.0000 0	\$150,000.00	\$149,905.50	\$94.50		\$94.50	0.06%	
31331KGH7	FED FARM CR BK 2.54XXX** CALLED **DUE 03/30/16@ PAR EFF 03/30/2012	03/30/2012	04/14/2011	75,000.00000	\$75,000.00	\$74,943.00	\$57.00		\$57.00	0.08%	
31331KYN4	FED FARM CR BK 2.93XXX** CALLED **DUE 09/20/21@ PAR EFF 09/20/2012	09/20/2012	09/13/2011	50,000.00000	\$50,000.00	\$49,900.00	\$100.00		\$100.00	0.20%	
31331JA86	FED FARM CR BK 3.54XXX** CALLED **DUE 09/09/24@ PAR EFF 01/23/2012	01/23/2012	08/24/2010	250,000.0000 0	\$250,000.00	\$250,016.60	(\$16.60)		(\$16.60)	(0.01%)	
313371G67	FED HOME LN BK 2XXX** CALLED **DUE 04/27/18@ PAR EFF 01/27/2012	01/27/2012	08/25/2011	300,000.0000 0	\$300,000.00	\$300,890.77	(\$890.77)		(\$890.77)	(0.30%)	
313375DE4	FED HOME LN BK 1.2XXX** CALLED **DUE 09/08/15PRORATA 15% EFF 6/29/12	06/29/2012	08/26/2011	100,000.0000 0	\$0.00	\$0.00	\$0.00		\$0.00	0.00%	
313375MB0	FED HOME LN BK 1.8XXX** CALLED **DUE 03/29/17@ PAR EFF 01/20/2012	01/20/2012	08/31/2011	100,000.0000 0	\$100,000.00	\$100,017.03	(\$17.03)		(\$17.03)	(0.02%)	
313376SL0	FED HOME LN BK 2.5XXX** CALLED **DUE 11/03/20@ PAR EFF 06/14/2012	06/14/2012	01/13/2012	300,000.0000 0	\$300,000.00	\$300,011.76	(\$11.76)		(\$11.76)	0.00%	
3133787K1	FED HOME LN BK 2.7XXX** CALLED **DUE 02/28/22@ PAR EFF 08/28/2012	08/28/2012	02/09/2012	250,000.0000 0	\$250,000.00	\$250,017.21	(\$17.21)		(\$17.21)	(0.01%)	
313375KM8	FED HOME LN BK 1.57XXX** CALLED **DUE 09/23/16@ PAR EFF 01/24/2012	01/24/2012	08/25/2011	250,000.0000 0	\$250,000.00	\$250,016.83	(\$16.83)		(\$16.83)	(0.01%)	
3133793X5	FED HOME LN BK 2.08XXX** CALLED **DUE 11/14/19@ PAR EFF 10/12/2012	10/12/2012	05/07/2012	100,000.0000 0	\$100,000.00	\$100,017.08	(\$17.08)		(\$17.08)	(0.02%)	
313378DE8	FED HOME LN BK 2.64XXX** CALLED **DUE 03/07/22@ PAR EFF 09/07/2012	09/07/2012	View Lots	400,000.0000 0	\$400,000.00	\$398,098.50	\$1,901.50		\$1,901.50	0.48%	

Symbol	Name	Sold/ Closed	Acquired/ Opened	Quantity Sold	Total Proceeds	Cost Basis ³	Short Term	Long Term	Total	Total % Notes ¹
313376PZ2	FED HOME LN BK 2.75XXX** CALLED **DUE 01/13/21@ PAR EFF 05/16/12	05/16/2012	12/19/2011	250,000.0000 0	\$250,000.00	\$250,017.39	(\$17.39)		(\$17.39)	(0.01%)
3133XHZB1	FED HOME LN BK 5.25XXX** CALLED **DUE 12/05/16@ PAR EFF 12/05/11	12/05/2011	10/27/2010	250,000.0000 0	\$250,000.00	\$260,958.34		(\$10,958.34)	(\$10,958.34)	(4.20%)
313376CH6	FED HOME LN BK 1.125XXX** CALLED **DUE 11/23/15@ PAR EFF 04/24/2012	04/24/2012	12/01/2011	100,000.0000 0	\$100,000.00	\$99,807.14	\$192.86		\$192.86	0.19%
36962GR97	GE CAPITAL CORP 5.375XXX** CALLED **DUE 07/29/20@ PAR EFF 01/29/2012	01/30/2012	09/09/2010	100,000.0000 0	\$100,000.00	\$101,532.31		(\$1,532.31)	(\$1,532.31)	(1.51%)
GPC	GENUINE PARTS CO	05/17/2012	05/24/2010	2,450.00000	\$150,390.73	\$96,708.49		\$53,682.24	\$53,682.24	55.51%
38141GEV2	GOLDMAN SACHS GP 5.30XXX**MATURED** DUE 02/14/12	02/14/2012	01/27/2009	300,000.0000 0	\$300,000.00	\$300,000.00	\$0.00		\$0.00	0.00%
[+] HBC	HSBC HLDGS PLC ADR NEW FSPONSORED ADR 1 ADR REPS 5 ORD	08/03/2012	View Lots	2,200.00000	\$96,238.89	\$115,371.45		(\$19,132.56)	(\$19,132.56)	(16.58%)
[+] ITW	ILLINOIS TOOL WORKS INC	03/09/2012	View Lots	1,750.00000	\$97,498.42	\$85,990.08	(\$662.54)	\$12,170.88	\$11,508.34	13.38%
[+] FXI	ISHARES FTSE CHINA 25 FTSE CHINA 25 INDEX FD	03/09/2012	View Lots	2,500.00000	\$97,866.79	\$110,996.90	(\$2,434.59)	(\$10,695.52)	(\$13,130.11)	(11.83%)
[+] EWA	ISHARES MSCI AUS IDX FD AUSTRALIA INDEX FUND	05/11/2012	View Lots	3,250.00000	\$73,085.16	\$76,867.65		(\$3,782.49)	(\$3,782.49)	(4.92%)
[+] EWG	ISHARES MSCI GRMNY IDX GERMANY INDEX FUND	01/27/2012	View Lots	3,000.00000	\$65,004.30	\$61,780.73	(\$2,949.25)	\$6,172.82	\$3,223.57	5.22%
KRFT	KRAFT FOODS GROUP	10/02/2012	05/06/2011	0.66667	\$30.57	\$24.00		\$6.57	\$6.57	27.38%
[+] MTB	M & T BANK CORPORATION	10/24/2012	View Lots	1,200.00000	\$125,806.43	\$84,646.20		\$41,160.23	\$41,160.23	48.63%
[+] OMC	OMNICOM GROUP INC	03/09/2012	View Lots	2,500.00000	\$121,718.11	\$96,584.61	\$104.04	\$25,029.46	\$25,133.50	26.02%
[+] PSX	PHILLIPS 66	05/24/2012	View Lots	1,100.00000	\$33,997.68	\$31,597.10	\$91.81	\$2,108.77	\$2,200.58	6.94%
724479AG5	PITNEY BOWES INC 5%15NOTES DUE 03/15/15	11/20/2012	02/26/2010	250,000.0000 0	\$262,040.00	\$259,610.35		\$2,429.65	\$2,429.65	0.94%
735422KL0	PORT TACOMA WASH 4.25%29GO LTX DUE 12/01/29 OLD NPFG	07/19/2012	03/21/2012	100,000.0000 0	\$104,832.00	\$102,987.09	\$1,844.91		\$1,844.91	1.79%

Symbol	Name	Sold/Closed	Acquired/Opened	Quantity Sold	Total Proceeds	Cost Basis ³	Short Term	Long Term	Total	Total %	Notes
ROP	ROPER INDUSTRIES INC	09/26/2012	06/28/2011	1,400.00000	\$153,035.62	\$114,910.03		\$38,125.59	\$38,125.59	33.18%	
☒ TROW	ROWE T PRICE GROUP INC	05/24/2012	View Lots	1,500.00000	\$86,601.21	\$70,366.45		\$16,234.76	\$16,234.76	23.07%	
☒ SYV	SYSCO CORPORATION	01/12/2012	View Lots	4,000.00000	\$117,157.20	\$117,632.98	(\$636.10)	\$160.32	(\$475.78)	(0.40%)	
☒ RIG	TRANSOCEAN INC NEW F	02/21/2012	View Lots	1,700.00000	\$84,649.53	\$131,987.69	(\$47,338.16)		(\$47,338.16)	(35.87%)	
912828DV9	US TREAS NT 4.125% 05/15/15 S T NOTE DUE 05/15/15	10/31/2012	07/22/2005	150,000.00000	\$164,279.30	\$148,788.60		\$15,490.70	\$15,490.70	10.41%	
VZ	VERIZON COMMUNICATIONS	05/11/2012	03/19/2010	300.00000	\$12,336.67	\$8,531.93		\$3,804.74	\$3,804.74	44.59%	
92344UAA3	VERIZON NEW JER 5.875XXX**MATURED** DUE 01/17/12	01/17/2012	01/15/2009	100,000.00000	\$100,000.00	\$100,000.00		\$0.00	\$0.00	0.00%	
☒ WPX	WPX ENERGY INC	03/09/2012	View Lots	1,000.00000	\$18,641.31	\$10,991.17		\$7,650.14	\$7,650.14	69.60%	

Disclosures

The Realized Gain/Loss page provides summary information of closed transactions. Not all closed transactions appear on this page.

We calculate cost basis using data that you or your client have provided to us or that we have obtained from market data supplied by third party sources. We may also display cost basis data that we have not calculated but that has been supplied by you or your client, a prior custodian or another third party source. Because the accuracy of cost basis data depends upon these third party inputs, we are not able to guarantee the availability, accuracy or completeness of such cost basis data.

Only covered transactions will be reported to the IRS. Schwab does not provide tax or legal advice. Please have your clients consult with a tax advisor regarding their specific tax situation.

Footnotes apply where indicated on the data view.

Missing: Indicates cost basis has not been provided for this security.

Not Tracked: Indicates original cost basis is not available.

1. a Data for this holding has been edited or provided by the Advisor
e Data for this holding has been edited or provided by the end client.
t Data for this holding has been edited or provided by a third party.
w Cost Basis adjusted due to a wash sale.

3. Cost Basis for fixed income securities is now adjusted to reflect amortized/accreted values. Click the acquired/opened date to view original cost in the Details page. Note: Some securities, including variable rate/term instruments and mortgage backed securities, may only reflect original cost even when the amortization/accretion preference is on
8. Total excludes missing cost basis information, or values not tracked by Schwab.

(0307-0369)

Realized Gain/Loss Statement:

Luminous 2516

Luminous 2516
12/31/2012

CUSIP/SEDOL	Symbol	Description	Date of Sale	Date Acquired	Quantity	Proceeds	Cost	Realized Gain/Loss	Holding Period
'464287101	OEF	ISHARES S&	1/25/2012	12/7/2010	26,841.00	\$1,605,179.07	\$1,489,127.77	\$116,051.30	Long
'543487250	NEZYX	LOOMIS SAY	1/25/2012	12/21/2010	3,766.52	\$55,819.75	\$54,991.12	\$828.63	Long
'543487250	NEZYX	LOOMIS SAY	1/25/2012	11/23/2010	3,401.45	\$50,409.49	\$49,933.28	\$476.21	Long
'543487250	NEZYX	LOOMIS SAY	1/25/2012	10/26/2010	4,196.16	\$62,187.02	\$62,354.86	(\$167.84)	Long
'543487250	NEZYX	LOOMIS SAY	1/25/2012	9/21/2010	4,335.52	\$64,252.44	\$63,255.27	\$997.17	Long
'543487250	NEZYX	LOOMIS SAY	1/25/2012	8/24/2010	4,077.83	\$60,433.40	\$58,312.93	\$2,120.47	Long
'543487250	NEZYX	LOOMIS SAY	1/25/2012	7/27/2010	4,923.66	\$72,968.69	\$70,309.91	\$2,658.78	Long
'543487250	NEZYX	LOOMIS SAY	1/25/2012	6/22/2010	4,553.13	\$67,477.45	\$63,880.47	\$3,596.98	Long
'543487250	NEZYX	LOOMIS SAY	1/25/2012	5/26/2010	4,526.53	\$67,083.12	\$62,466.06	\$4,617.06	Long
'543487250	NEZYX	LOOMIS SAY	1/25/2012	4/27/2010	4,358.94	\$64,599.52	\$62,899.54	\$1,699.98	Long
'543487250	NEZYX	LOOMIS SAY	1/25/2012	3/23/2010	4,228.65	\$62,668.53	\$60,427.35	\$2,241.18	Long
'543487250	NEZYX	LOOMIS SAY	1/25/2012	2/23/2010	4,598.69	\$68,152.62	\$63,737.87	\$4,414.75	Long
'543487250	NEZYX	LOOMIS SAY	1/25/2012	1/26/2010	4,839.59	\$71,722.71	\$67,173.50	\$4,549.21	Long
'543487250	NEZYX	LOOMIS SAY	1/25/2012	12/22/2009	4,911.98	\$72,795.47	\$67,343.18	\$5,452.29	Long
'543487250	NEZYX	LOOMIS SAY	1/25/2012	12/1/2009	219,138.06	\$3,247,626.00	\$3,000,000.00	\$247,626.00	Long
'543487250	NEZYX	LOOMIS SAY	1/25/2012	11/24/2009	3,447.38	\$51,090.14	\$47,022.24	\$4,067.90	Long
'543487250	NEZYX	LOOMIS SAY	1/25/2012	10/27/2009	3,507.39	\$51,979.46	\$47,244.49	\$4,734.97	Long
'543487250	NEZYX	LOOMIS SAY	1/25/2012	9/22/2009	3,212.37	\$47,607.38	\$42,628.20	\$4,979.18	Long
'543487250	NEZYX	LOOMIS SAY	1/25/2012	8/25/2009	3,799.09	\$56,302.51	\$48,666.34	\$7,636.17	Long
'543487250	NEZYX	LOOMIS SAY	1/25/2012	7/28/2009	3,584.74	\$53,125.77	\$44,522.41	\$8,603.36	Long
'543487250	NEZYX	LOOMIS SAY	1/25/2012	6/23/2009	3,460.09	\$51,278.59	\$41,278.92	\$9,999.67	Long
'543487250	NEZYX	LOOMIS SAY	1/25/2012	5/27/2009	3,560.22	\$52,762.52	\$40,728.96	\$12,033.56	Long
'543487250	NEZYX	LOOMIS SAY	1/25/2012	4/28/2009	3,616.50	\$53,596.59	\$38,949.75	\$14,646.84	Long
'543487250	NEZYX	LOOMIS SAY	1/25/2012	3/24/2009	4,053.53	\$60,073.33	\$41,791.90	\$18,281.43	Long
'543487250	NEZYX	LOOMIS SAY	1/25/2012	2/24/2009	3,779.99	\$56,019.39	\$39,500.85	\$16,518.54	Long
'543487250	NEZYX	LOOMIS SAY	1/25/2012	1/27/2009	4,036.38	\$59,819.14	\$43,189.25	\$16,629.89	Long
'72200Q182	PAUIX	PIMCO ALL	1/25/2012	1/8/2009	78,187.05	\$1,158,732.13	\$849,893.27	\$308,838.86	Long
'72200Q182	PAUIX	PIMCO ALL	1/25/2012	12/31/2010	3,473.85	\$36,266.97	\$36,718.57	(\$451.60)	Long
'72200Q182	PAUIX	PIMCO ALL	1/25/2012	12/8/2010	216.015	\$2,255.20	\$2,352.40	(\$97.20)	Long
'72200Q182	PAUIX	PIMCO ALL	1/25/2012	9/16/2010	799.83	\$8,350.23	\$8,782.13	(\$431.90)	Long
'72200Q182	PAUIX	PIMCO ALL	1/25/2012	6/17/2010	793.851	\$8,287.80	\$8,414.82	(\$127.02)	Long
'72200Q182	PAUIX	PIMCO ALL	1/25/2012	3/18/2010	628.503	\$6,561.57	\$6,541.29	\$20.28	Long
'72200Q182	PAUIX	PIMCO ALL	1/25/2012	3/5/2010	40,469.35	\$422,500.00	\$422,407.64	\$92.36	Long
'72200Q182	PAUIX	PIMCO ALL	1/25/2012	2/5/2010	40,314.89	\$420,887.40	\$422,407.99	(\$1,520.59)	Long
'258620103	DBLTX	DOUBLELINE	11/28/2012	9/30/2011	1,990.16	\$22,687.83	\$22,289.80	\$398.03	Long
'258620103	DBLTX	DOUBLELINE	11/28/2012	8/31/2011	1,816.86	\$20,712.17	\$20,330.63	\$381.54	Long

Luminous 2516
12/31/2012

CUSIP/SEDOL	Symbol	Description	Date of Sale	Date Acquired	Quantity	Proceeds	Cost	Realized Gain/Loss	Holding Period
'30254T759	FPACX	FPA CRESC	11/28/2012	7/29/2011	5,456.53	\$156,111.32	\$150,000.00	\$6,111.32	Long
'30254T759	FPACX	FPA CRESC	11/28/2012	7/7/2011	566.912	\$16,219.35	\$15,873.53	\$345.82	Long
'30254T759	FPACX	FPA CRESC	11/28/2012	7/7/2011	107.983	\$3,089.39	\$3,023.53	\$65.86	Long
'30254T759	FPACX	FPA CRESC	11/28/2012	12/17/2010	31,930.88	\$913,542.45	\$850,000.00	\$63,542.45	Long
'30254T759	FPACX	FPA CRESC	11/28/2012	12/17/2010	692.718	\$19,818.66	\$18,357.03	\$1,461.63	Long
'30254T759	FPACX	FPA CRESC	11/28/2012	12/17/2010	241.646	\$6,913.49	\$6,403.61	\$509.88	Long
'30254T759	FPACX	FPA CRESC	11/28/2012	12/17/2010	32.22	\$921.81	\$853.82	\$67.99	Long
'30254T759	FPACX	FPA CRESC	11/28/2012	7/7/2010	332.837	\$9,522.47	\$7,991.42	\$1,531.05	Long
'30254T759	FPACX	FPA CRESC	11/28/2012	7/7/2010	297.802	\$8,520.12	\$7,150.22	\$1,369.90	Long
'30254T759	FPACX	FPA CRESC	11/28/2012	6/14/2010	8,460.92	\$242,066.89	\$210,000.00	\$32,066.89	Long
'30254T759	FPACX	FPA CRESC	11/28/2012	3/5/2010	16,549.16	\$473,471.41	\$422,500.00	\$50,971.41	Long
'30254T759	FPACX	FPA CRESC	11/28/2012	2/5/2010	17,050.04	\$487,801.64	\$422,500.00	\$65,301.64	Long
'45070A206	IVWIX	IWA WORLDW	11/28/2012	7/29/2011	5,763.69	\$93,775.22	\$100,000.00	(\$6,224.78)	Long
'45070A206	IVWIX	IWA WORLDW	11/28/2012	12/17/2010	51,297.53	\$834,610.75	\$850,000.00	(\$15,389.25)	Long
'45070A206	IVWIX	IWA WORLDW	11/28/2012	12/15/2010	992.214	\$16,143.32	\$16,440.98	(\$297.66)	Long
'45070A206	IVWIX	IWA WORLDW	11/28/2012	12/15/2010	810.638	\$13,189.08	\$13,432.27	(\$243.19)	Long
'45070A206	IVWIX	IWA WORLDW	11/28/2012	12/15/2010	443.183	\$7,210.59	\$7,343.54	(\$132.95)	Long
'45070A206	IVWIX	IWA WORLDW	11/28/2012	6/14/2010	14,028.06	\$228,236.47	\$210,000.00	\$18,236.47	Long
'45070A206	IVWIX	IWA WORLDW	11/28/2012	3/5/2010	28,110.45	\$457,356.96	\$422,500.00	\$34,856.96	Long
'45070A206	IVWIX	IWA WORLDW	11/28/2012	2/5/2010	29,158.04	\$474,401.31	\$422,500.00	\$51,901.31	Long
Long Term Gain						\$12,857,194.10	\$11,728,744.91	\$1,128,449.19	
'48121A670	HDCSX	JPMORGAN H	1/25/2012	12/23/2011	2,515.93	\$44,532.01	\$43,148.25	\$1,383.76	Short
'48121A670	HDCSX	JPMORGAN H	1/25/2012	12/23/2011	126.403	\$2,237.33	\$2,167.82	\$69.51	Short
'48121A670	HDCSX	JPMORGAN H	1/25/2012	12/16/2011	181.636	\$3,214.96	\$3,229.49	(\$14.53)	Short
'48121A670	HDCSX	JPMORGAN H	1/25/2012	4/6/2011	52,231.72	\$924,501.43	\$1,100,000.00	(\$175,498.57)	Short
'543487250	NEZYX	LOOMIS SAY	1/25/2012	1/25/2012	1,505.85	\$22,316.67	\$22,196.20	\$120.47	Short
'543487250	NEZYX	LOOMIS SAY	1/25/2012	12/20/2011	5,155.87	\$76,409.93	\$73,367.98	\$3,041.95	Short
'543487250	NEZYX	LOOMIS SAY	1/25/2012	11/22/2011	2,555.70	\$37,875.44	\$36,418.70	\$1,456.74	Short
'543487250	NEZYX	LOOMIS SAY	1/25/2012	10/25/2011	1,845.01	\$27,342.97	\$27,213.83	\$129.14	Short
'543487250	NEZYX	LOOMIS SAY	1/25/2012	9/20/2011	1,907.17	\$28,264.19	\$27,997.18	\$267.01	Short
'543487250	NEZYX	LOOMIS SAY	1/25/2012	8/23/2011	1,949.56	\$28,892.46	\$28,892.47	(\$0.01)	Short
'543487250	NEZYX	LOOMIS SAY	1/25/2012	7/26/2011	1,832.24	\$27,153.77	\$28,436.34	(\$1,282.57)	Short
'543487250	NEZYX	LOOMIS SAY	1/25/2012	6/21/2011	1,837.87	\$27,237.17	\$28,064.22	(\$827.05)	Short
'543487250	NEZYX	LOOMIS SAY	1/25/2012	5/24/2011	1,843.54	\$27,321.31	\$28,464.31	(\$1,143.00)	Short

Luminous 2516
12/31/2012

CUSIP/SEDOL	Symbol	Description	Date of Sale	Date Acquired	Quantity	Proceeds	Cost	Realized Gain/Loss	Holding Period
'543487250	NEZYX	LOOMIS SAY	1/25/2012	4/26/2011	1,810.61	\$26,833.23	\$27,973.91	(\$1,140.68)	Short
'543487250	NEZYX	LOOMIS SAY	1/25/2012	3/22/2011	2,629.60	\$38,970.63	\$39,496.54	(\$525.91)	Short
'543487250	NEZYX	LOOMIS SAY	1/25/2012	2/22/2011	2,722.13	\$40,341.95	\$40,831.93	(\$489.98)	Short
'543487250	NEZYX	LOOMIS SAY	1/25/2012	1/25/2011	2,704.92	\$40,086.94	\$40,411.54	(\$324.60)	Short
'72200Q182	PAUIX	PIMCO ALL	1/25/2012	12/28/2011	6,141.24	\$64,114.59	\$61,289.62	\$2,824.97	Short
'72200Q182	PAUIX	PIMCO ALL	1/25/2012	9/15/2011	1,269.05	\$13,248.91	\$13,477.34	(\$228.43)	Short
'72200Q182	PAUIX	PIMCO ALL	1/25/2012	8/2/2011	22,482.01	\$234,712.23	\$250,000.00	(\$15,287.77)	Short
'72200Q182	PAUIX	PIMCO ALL	1/25/2012	6/16/2011	929.125	\$9,700.07	\$10,071.72	(\$371.65)	Short
'72200Q182	PAUIX	PIMCO ALL	1/25/2012	3/17/2011	580.305	\$6,058.38	\$6,191.85	(\$133.47)	Short
'78462F103	SPY	SPDR S&P 5	1/25/2012	8/11/2011	6,790.00	\$896,534.38	\$803,256.32	\$93,278.06	Short
'87234N880	TGLMX	TCW TOTAL	1/25/2012	12/29/2011	1,801.95	\$17,569.05	\$17,388.86	\$180.19	Short
'87234N880	TGLMX	TCW TOTAL	1/25/2012	12/29/2011	409.535	\$3,992.96	\$3,952.01	\$40.95	Short
'87234N880	TGLMX	TCW TOTAL	1/25/2012	12/29/2011	327.628	\$3,194.37	\$3,161.61	\$32.76	Short
'87234N880	TGLMX	TCW TOTAL	1/25/2012	11/30/2011	1,782.56	\$17,379.95	\$17,290.82	\$89.13	Short
'87234N880	TGLMX	TCW TOTAL	1/25/2012	11/1/2011	1,758.09	\$17,141.38	\$17,194.12	(\$52.74)	Short
'87234N880	TGLMX	TCW TOTAL	1/25/2012	9/30/2011	1,732.41	\$16,890.95	\$17,098.84	(\$207.89)	Short
'87234N880	TGLMX	TCW TOTAL	1/25/2012	8/31/2011	1,715.89	\$16,729.92	\$17,004.46	(\$274.54)	Short
'87234N880	TGLMX	TCW TOTAL	1/25/2012	7/29/2011	1,708.13	\$16,654.30	\$16,910.52	(\$256.22)	Short
'87234N880	TGLMX	TCW TOTAL	1/25/2012	6/30/2011	1,705.55	\$16,629.10	\$16,816.71	(\$187.61)	Short
'87234N880	TGLMX	TCW TOTAL	1/25/2012	5/31/2011	1,677.48	\$16,355.40	\$16,724.45	(\$369.05)	Short
'87234N880	TGLMX	TCW TOTAL	1/25/2012	4/29/2011	1,673.28	\$16,314.50	\$16,632.42	(\$317.92)	Short
'87234N880	TGLMX	TCW TOTAL	1/25/2012	3/31/2011	1,670.76	\$16,289.92	\$16,540.53	(\$250.61)	Short
'87234N880	TGLMX	TCW TOTAL	1/25/2012	3/28/2011	135,406.22	\$1,320,210.64	\$1,350,000.00	(\$29,789.36)	Short
'87234N880	TGLMX	TCW TOTAL	1/25/2012	3/21/2011	165,330.66	\$1,611,973.94	\$1,650,000.00	(\$38,026.06)	Short
'97717W851	DXJ	WISDOMTREE	1/25/2012	4/4/2011	25,891.00	\$851,080.37	\$953,816.67	(\$102,736.30)	Short
'302544101	FPNIX	FPA NEW IN	6/27/2012	4/3/2012	3,045.80	\$32,529.18	\$32,376.89	\$152.29	Short
'302544101	FPNIX	FPA NEW IN	6/27/2012	2/3/2012	173,220.97	\$1,850,000.00	\$1,850,000.00	\$0.00	Short
'302544101	FPNIX	FPA NEW IN	6/27/2012	1/25/2012	231,490.16	\$2,472,314.90	\$2,470,000.00	\$2,314.90	Short
'464288588	MBB	ISHARES MB	6/27/2012	1/25/2012	39,967.00	\$4,331,940.48	\$4,319,601.39	\$12,339.09	Short
'72201F490	PIMIX	PIMCO INCO	6/27/2012	5/31/2012	2,603.46	\$29,679.41	\$29,549.24	\$130.17	Short
'72201F490	PIMIX	PIMCO INCO	6/27/2012	4/30/2012	2,588.52	\$29,509.10	\$29,405.57	\$103.53	Short
'72201F490	PIMIX	PIMCO INCO	6/27/2012	3/30/2012	362.85	\$4,136.49	\$4,085.69	\$50.80	Short
'464287242	LQD	ISHARES IB	8/29/2012	11/9/2011	25,645.00	\$3,074,774.06	\$2,928,816.46	\$145,957.60	Short
'72201F490	PIMIX	PIMCO INCO	9/10/2012	8/31/2012	2,499.54	\$29,944.43	\$29,669.48	\$274.95	Short
'72201F490	PIMIX	PIMCO INCO	9/10/2012	7/31/2012	2,528.18	\$30,287.62	\$29,529.17	\$758.45	Short
'72201F490	PIMIX	PIMCO INCO	9/10/2012	6/29/2012	2,589.87	\$31,026.58	\$29,653.95	\$1,372.63	Short

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CUSIP/SEDOL	Symbol	Description	Date of Sale	Date Acquired	Quantity	Proceeds	Cost	Realized Gain/Loss	Holding Period
'72201F490	PIMIX	PIMCO INCO	9/10/2012	3/30/2012	2,236.02	\$26,787.46	\$25,177.53	\$1,609.93	Short
'72201F490	PIMIX	PIMCO INCO	9/10/2012	2/29/2012	580.46	\$6,953.91	\$6,501.15	\$452.76	Short
'72201F490	PIMIX	PIMCO INCO	9/12/2012	2/29/2012	249.169	\$3,000.00	\$2,790.69	\$209.31	Short
'30254T759	FPACX	FPA CRESCE	11/28/2012	7/3/2012	494.331	\$14,142.81	\$13,618.82	\$523.99	Short
'30254T759	FPACX	FPA CRESCE	11/28/2012	7/3/2012	370.748	\$10,607.10	\$10,214.11	\$392.99	Short
'30254T759	FPACX	FPA CRESCE	11/28/2012	7/3/2012	123.583	\$3,535.71	\$3,404.70	\$131.01	Short
'30254T759	FPACX	FPA CRESCE	11/28/2012	1/25/2012	30,018.06	\$858,816.61	\$831,200.00	\$27,616.61	Short
'30254T759	FPACX	FPA CRESCE	11/28/2012	12/21/2011	1,445.01	\$41,341.59	\$38,408.23	\$2,933.36	Short
'30254T759	FPACX	FPA CRESCE	11/28/2012	12/21/2011	307.448	\$8,796.11	\$8,171.96	\$624.15	Short
'45070A206	IVWIX	IVA WORLDW	11/28/2012	1/25/2012	8,753.13	\$142,413.47	\$139,700.00	\$2,713.47	Short
'45070A206	IVWIX	IVA WORLDW	11/28/2012	12/14/2011	5,193.82	\$84,503.44	\$78,270.85	\$6,232.59	Short
'45070A206	IVWIX	IVA WORLDW	11/28/2012	12/14/2011	2,177.89	\$35,434.19	\$32,820.73	\$2,613.46	Short
'45070A206	IVWIX	IVA WORLDW	11/28/2012	12/14/2011	1,398.77	\$22,757.97	\$21,079.45	\$1,678.52	Short
'543916688	LLDYX	LORD ABBET	11/28/2012		5,764.33	--	(\$57.64)	\$57.64	Short
'543916688	LLDYX	LORD ABBET	11/28/2012	10/31/2012	5,764.33	\$26,746.49	\$26,804.13	(\$57.64)	Short
'543916688	LLDYX	LORD ABBET	11/28/2012	9/28/2012	1,153.77	\$5,353.51	\$5,353.51	\$0.00	Short
'72201F490	PIMIX	PIMCO INCO	11/28/2012	10/31/2012	2,391.91	\$29,540.03	\$29,348.68	\$191.35	Short
'72201F490	PIMIX	PIMCO INCO	11/28/2012	9/28/2012	2,403.44	\$29,682.47	\$29,370.03	\$312.44	Short
'72201F490	PIMIX	PIMCO INCO	11/28/2012	2/29/2012	1,770.11	\$21,860.82	\$19,825.20	\$2,035.62	Short
'72201F490	PIMIX	PIMCO INCO	11/28/2012	1/31/2012	518.698	\$6,405.92	\$5,747.17	\$658.75	Short
'72201F490	PIMIX	PIMCO INCO	11/28/2012	1/25/2012	9,709.37	\$119,910.76	\$106,706.00	\$13,204.76	Short
'87234N880	TGLMX	TCW TOTAL	11/28/2012	10/31/2012	3,037.88	\$31,320.55	\$31,199.04	\$121.51	Short
'87234N880	TGLMX	TCW TOTAL	11/28/2012	9/28/2012	3,029.03	\$31,229.33	\$31,047.59	\$181.74	Short
'87234N880	TGLMX	TCW TOTAL	11/28/2012	9/10/2012	5,281.29	\$54,450.12	\$53,605.11	\$845.01	Short
'742935489	OSTIX	THE OSTERW	11/28/2012		2,442.36	--	(\$24.42)	\$24.42	Short
'742935489	OSTIX	THE OSTERW	11/28/2012	9/10/2012	2,442.36	\$28,600.00	\$28,624.42	(\$24.42)	Short

Short Term Loss **\$20,166,640.32** **\$20,204,724.46** **(\$38,084.14)**

Grand Totals **\$33,023,834.42** **\$31,933,469.37** **\$1,090,365.05**

Realized Gain/Loss Statement:

Luminous 3572

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12/31/2012

CUSIP/SEDOL	Symbol	Description	Date of Sale	Date Acquired	Quantity	Proceeds	Cost	Realized Gain/Loss	Holding Period
'958102105	WDC	WESTERN DI	12/6/2011	10/7/2010	277	\$8,750.28	\$7,864.64	\$885.64	Long
'931142103	WMT	WALMART ST	12/7/2011	11/4/2009	111	\$6,544.51	\$5,915.61	\$628.90	Long
'931142103	WMT	WALMART ST	12/7/2011	6/16/2010	27	\$1,591.91	\$1,384.81	\$207.10	Long
'931142103	WMT	WALMART ST	12/7/2011	10/6/2009	145	\$8,549.13	\$7,158.65	\$1,390.48	Long
'85771P102	STO	STATOIL AS	12/22/2011	11/3/2010	48	\$1,219.94	\$986.78	\$233.16	Long
'85771P102	STO	STATOIL AS	12/22/2011	10/20/2010	425	\$10,801.57	\$9,193.73	\$1,607.84	Long
'85771P102	STO	STATOIL AS	12/22/2011	5/25/2010	173	\$4,396.87	\$3,200.40	\$1,196.47	Long
'931142103	WMT	WALMART ST	12/22/2011	6/16/2010	173	\$10,243.29	\$8,873.03	\$1,370.26	Long
'539830109	LMT	LOCKHEED M	12/29/2011	9/1/2010	63	\$5,137.61	\$4,415.71	\$721.90	Long
'539830109	LMT	LOCKHEED M	12/29/2011	8/18/2010	18	\$1,467.89	\$1,322.57	\$145.32	Long
'85771P102	STO	STATOIL AS	1/4/2012	11/3/2010	482	\$12,709.56	\$9,908.92	\$2,800.64	Long
'931142103	WMT	WALMART ST	1/4/2012	6/16/2010	107	\$6,367.55	\$5,487.95	\$879.60	Long
'824551105	SHECY	SHIN-ETSU	1/13/2012	10/29/2010	744	\$8,882.68	\$9,432.97	(\$550.29)	Long
'824551105	SHECY	SHIN-ETSU	1/13/2012	10/26/2010	696	\$8,309.60	\$9,057.90	(\$748.30)	Long
'031162100	AMGN	AMGEN INC	1/18/2012	10/22/2009	36	\$2,482.52	\$2,035.62	\$446.90	Long
'031162100	AMGN	AMGEN INC	1/18/2012	10/20/2009	119	\$8,206.09	\$7,001.49	\$1,204.60	Long
'018805101	AZSEY	ALLIANZ SE	1/25/2012	9/1/2010	406	\$4,555.23	\$4,178.59	\$376.64	Long
'031162100	AMGN	AMGEN INC	1/25/2012	10/22/2009	80	\$5,546.55	\$4,523.60	\$1,022.95	Long
'035128206	AU	ANGLOGOLD	1/25/2012	1/20/2010	28	\$1,244.30	\$1,090.88	\$153.42	Long
'035128206	AU	ANGLOGOLD	1/25/2012	9/21/2009	188	\$8,354.55	\$7,892.24	\$462.31	Long
'039483102	ADM	ARCHER DAN	1/25/2012	11/5/2010	185	\$5,566.98	\$5,797.68	(\$230.70)	Long
'039483102	ADM	ARCHER DAN	1/25/2012	4/5/2010	167	\$5,025.32	\$4,784.21	\$241.11	Long
'067901108	ABX	BARRICK GO	1/25/2012	1/20/2010	175	\$8,484.19	\$6,611.14	\$1,873.05	Long
'067901108	ABX	BARRICK GO	1/25/2012	9/21/2009	465	\$22,543.71	\$16,984.68	\$5,559.03	Long
'13321L108	CCJ	CAMECO COR	1/25/2012	6/28/2010	442	\$10,520.00	\$10,094.94	\$425.06	Long
'13321L108	CCJ	CAMECO COR	1/25/2012	4/6/2010	780	\$18,564.71	\$21,178.95	(\$2,614.24)	Long
'15234Q108	EBRB	CENTRAIS E	1/25/2012	9/21/2009	591	\$8,564.81	\$8,173.39	\$391.42	Long
'15234Q108	EBRB	CENTRAIS E	1/25/2012	6/25/2008	268	\$3,883.88	\$4,381.80	(\$497.92)	Long
'15234Q108	EBRB	CENTRAIS E	1/25/2012	5/19/2008	57	\$826.05	\$872.10	(\$46.05)	Long
'15234Q207	EBR	CENTRAIS E	1/25/2012	4/19/2010	1,124.00	\$11,397.59	\$16,411.64	(\$5,014.05)	Long
'15234Q207	EBR	CENTRAIS E	1/25/2012	9/21/2009	217	\$2,200.43	\$3,346.14	(\$1,145.71)	Long
'234064301	DSEY	DAIWA SECS	1/25/2012	9/15/2009	2,350.00	\$8,506.83	\$13,538.84	(\$5,032.01)	Long
'242370104	DF	DEAN FOODS	1/25/2012	1/11/2011	1,139.00	\$12,471.81	\$11,020.28	\$1,451.53	Long
'285039103	ECIFY	ELECTRICIT	1/25/2012	5/22/2009	407	\$1,819.25	\$3,817.88	(\$1,998.63)	Long
'285039103	ECIFY	ELECTRICIT	1/25/2012	4/30/2010	1,739.00	\$7,773.18	\$18,635.47	(\$10,862.29)	Long
'285039103	ECIFY	ELECTRICIT	1/25/2012	9/21/2009	279	\$1,247.11	\$3,278.25	(\$2,031.14)	Long

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CUSIP/SEDOL	Symbol	Description	Date of Sale	Date Acquired	Quantity	Proceeds	Cost	Realized Gain/Loss	Holding Period
'G36738105	FDP	FRESH DEL	1/25/2012	11/9/2010	210	\$5,164.08	\$4,739.87	\$424.21	Long
'G36738105	FDP	FRESH DEL	1/25/2012	11/8/2010	51	\$1,254.13	\$1,143.41	\$110.72	Long
'368287207	OGZPY	GAZPROM O	1/25/2012	10/20/2010	486	\$5,982.54	\$5,156.46	\$826.08	Long
'368287207	OGZPY	GAZPROM O	1/25/2012	9/1/2010	660	\$8,124.44	\$6,812.26	\$1,312.18	Long
'368287207	OGZPY	GAZPROM O	1/25/2012	6/25/2010	222	\$2,732.77	\$2,207.25	\$525.52	Long
'38059T106	GFI	GOLD FIELD	1/25/2012	1/20/2010	47	\$768.11	\$592.16	\$175.95	Long
'38059T106	GFI	GOLD FIELD	1/25/2012	9/21/2009	347	\$5,670.98	\$4,771.25	\$899.73	Long
'403227101	GULRY	GUOCO GROU	1/25/2012	1/21/2010	266	\$5,519.39	\$5,679.23	(\$159.84)	Long
'496902404	KGC	KINROSS GO	1/25/2012		858 --		(\$1,868.47)	\$1,868.47	Long
'496902404	KGC	KINROSS GO	1/25/2012	7/29/2010	858	\$9,636.58	\$13,822.34	(\$4,185.76)	Long
'496902404	KGC	KINROSS GO	1/25/2012		348 --		(\$2,146.57)	\$2,146.57	Long
'496902404	KGC	KINROSS GO	1/25/2012	2/3/2010	348	\$3,908.54	\$6,055.11	(\$2,146.57)	Long
'500631106	KEP	KOREA ELEC	1/25/2012	7/21/2010	352	\$4,242.55	\$4,656.72	(\$414.17)	Long
'500631106	KEP	KOREA ELEC	1/25/2012	9/23/2009	508	\$6,122.77	\$7,432.04	(\$1,309.27)	Long
'48268K101	KT	KT CORPORA	1/25/2012		432 --		(\$1,476.60)	\$1,476.60	Long
'48268K101	KT	KT CORPORA	1/25/2012	7/29/2010	432	\$6,634.29	\$8,110.89	(\$1,476.60)	Long
'532457108	LLY	LILLY ELI	1/25/2012	1/11/2011	188	\$7,505.04	\$6,561.17	\$943.87	Long
'539830109	LMT	LOCKHEED M	1/25/2012	9/1/2010	55	\$4,504.97	\$3,854.98	\$649.99	Long
'606827202	MITSY	MITSUMI & C	1/25/2012	8/16/2010	27	\$8,926.30	\$7,425.00	\$1,501.30	Long
'606827202	MITSY	MITSUMI & C	1/25/2012	5/13/2010	24	\$7,934.49	\$7,225.36	\$709.13	Long
'606827202	MITSY	MITSUMI & C	1/25/2012	5/11/2010	4	\$1,322.41	\$1,199.20	\$123.21	Long
'553491101	MSADY	MS&AD INS	1/25/2012	2/27/2010	312	\$3,085.62	\$3,952.61	(\$866.99)	Long
'553491101	MSADY	MS&AD INS	1/25/2012	2/24/2010	439	\$4,341.62	\$5,413.40	(\$1,071.78)	Long
'62474M108	MTNOY	MTN GROUP	1/25/2012	5/7/2010	505	\$8,751.48	\$6,794.52	\$1,956.96	Long
'651191108	NCMGY	NEWCREST M	1/25/2012		667 --		(\$795.06)	\$795.06	Long
'651191108	NCMGY	NEWCREST M	1/25/2012	1/20/2011	667	\$23,744.74	\$25,185.78	(\$1,441.04)	Long
'651639106	NEM	NEWMONT MN	1/25/2012	1/7/2011	291	\$17,518.72	\$16,772.86	\$745.86	Long
'651639106	NEM	NEWMONT MN	1/25/2012	4/27/2010	248	\$14,930.04	\$13,076.64	\$1,853.40	Long
'651639106	NEM	NEWMONT MN	1/25/2012	3/15/2010	13	\$782.62	\$650.21	\$132.41	Long
'65334H102	NTDOY	NINTENDO C	1/25/2012	10/20/2010	105	\$1,931.10	\$2,272.58	(\$341.48)	Long
'654445303	NTDOY	NINTENDO C	1/25/2012	8/16/2010	133	\$2,327.45	\$4,348.97	(\$2,021.52)	Long
'654445303	NTDOY	NINTENDO C	1/25/2012	8/3/2010	128	\$2,239.96	\$4,503.04	(\$2,263.08)	Long
'654624105	NTT	NIPPON TEL	1/25/2012	1/24/2011	279	\$6,941.70	\$6,456.37	\$485.33	Long
'654624105	NTT	NIPPON TEL	1/25/2012	1/3/2011	192	\$4,777.08	\$4,418.96	\$358.12	Long
'654624105	NTT	NIPPON TEL	1/25/2012	11/12/2009	145	\$3,607.69	\$3,030.17	\$577.52	Long
'62942M201	DCM	NTT DCOMO	1/25/2012	9/21/2009	187	\$3,362.27	\$3,033.14	\$329.13	Long

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CUSIP/SEDOL	Symbol	Description	Date of Sale	Date Acquired	Quantity	Proceeds	Cost	Realized Gain/Loss	Holding Period
'71646J109	PZE	PETROBRAS	1/25/2012	3/23/2010	190	\$3,222.01	\$3,074.35	\$147.66	Long
'71654V101	PBRA	PETROLEO B	1/25/2012	11/22/2010	277	\$8,111.06	\$8,320.91	(\$209.85)	Long
'73180Y203	PLZLY	POLYUS GOL	1/25/2012	7/12/2010	4,184.00	\$13,514.06	\$13,094.11	\$419.95	Long
'81783H105	SVNDY	SEVEN & I	1/25/2012	2/3/2010	4	\$219.80	\$177.80	\$42.00	Long
'81783H105	SVNDY	SEVEN & I	1/25/2012	9/21/2009	135	\$7,418.10	\$6,210.00	\$1,208.10	Long
'78440P108	SKM	SK TELECOM	1/25/2012	4/27/2010	486	\$6,834.87	\$8,758.49	(\$1,923.62)	Long
'86562X106	SUTNY	SUMITOMO M	1/25/2012	8/20/2010	2,339.23	\$7,345.03	\$8,587.74	(\$1,242.71)	Long
'86562X106	SUTNY	SUMITOMO M	1/25/2012	9/23/2009	200.7728	\$630.41	\$708.79	(\$78.38)	Long
'715684106	TLK	TELEKOMUNI	1/25/2012	1/10/2011	36	\$1,122.56	\$1,165.88	(\$43.32)	Long
'715684106	TLK	TELEKOMUNI	1/25/2012	11/8/2010	327	\$10,196.54	\$11,821.44	(\$1,624.90)	Long
'900111204	TKC	TURKCELL I	1/25/2012	8/16/2010	730	\$9,077.37	\$10,961.68	(\$1,884.31)	Long
'900111204	TKC	TURKCELL I	1/25/2012	9/21/2009	64	\$795.82	\$1,105.77	(\$309.95)	Long
'031162100	AMGN	AMGEN INC	1/31/2012	10/28/2009	33	\$2,243.95	\$1,791.90	\$452.05	Long
'031162100	AMGN	AMGEN INC	1/31/2012	10/22/2009	9	\$611.99	\$508.91	\$103.08	Long
'039483102	ADM	ARCHER DAN	2/8/2012	4/5/2010	90	\$2,720.84	\$2,578.32	\$142.52	Long
'500631106	KEP	KOREA ELEC	2/9/2012	9/23/2009	4	\$46.74	\$52.46	(\$5.72)	Long
'500631106	KEP	KOREA ELEC	2/9/2012	7/21/2010	210	\$2,453.59	\$2,778.15	(\$324.56)	Long
'242370104	DF	DEAN FOODS	2/17/2012	1/11/2011	43	\$520.89	\$416.04	\$104.85	Long
'38059T106	GFI	GOLD FIELD	2/21/2012	1/20/2010	220	\$3,496.83	\$2,771.82	\$725.01	Long
'38059T106	GFI	GOLD FIELD	2/22/2012	1/20/2010	515	\$8,192.37	\$6,488.59	\$1,703.78	Long
'553491101	MSADY	MS&AD INS	2/27/2012	2/24/2010	647	\$6,803.53	\$7,978.28	(\$1,174.75)	Long
'018805101	AZSEY	ALLIANZ SE	3/15/2012	9/1/2010	798	\$9,644.45	\$8,213.10	\$1,431.35	Long
'031162100	AMGN	AMGEN INC	3/15/2012	10/28/2009	87	\$5,924.59	\$4,724.10	\$1,200.49	Long
'035128206	AU	ANGLOGOLD	3/15/2012	1/20/2010	99	\$3,829.81	\$3,857.03	(\$27.22)	Long
'039483102	ADM	ARCHER DAN	3/15/2012	4/5/2010	6	\$189.90	\$171.89	\$18.01	Long
'039483102	ADM	ARCHER DAN	3/15/2012	3/12/2010	141	\$4,462.75	\$4,037.84	\$424.91	Long
'067901108	ABX	BARRICK GO	3/15/2012	9/21/2009	415	\$18,251.99	\$15,158.38	\$3,093.61	Long
'067901108	ABX	BARRICK GO	3/15/2012	7/14/2009	249	\$10,951.20	\$8,167.05	\$2,784.15	Long
'067901108	ABX	BARRICK GO	3/15/2012	4/16/2009	11	\$483.79	\$310.53	\$173.26	Long
'144430204	CRRFY	CARREFOUR	3/15/2012	12/1/2010	1,104.00	\$5,400.67	\$9,364.13	(\$3,963.46)	Long
'15234Q108	EBRB	CENTRAIS E	3/15/2012	9/21/2009	229	\$3,120.62	\$3,167.01	(\$46.39)	Long
'234064301	DSEY	DAIWA SECS	3/15/2012	10/2/2009	1,193.00	\$4,962.79	\$6,393.05	(\$1,430.26)	Long
'234064301	DSEY	DAIWA SECS	3/15/2012	6/25/2010	1,305.00	\$5,428.71	\$5,788.85	(\$360.14)	Long
'234064301	DSEY	DAIWA SECS	3/15/2012	1/21/2010	1,270.00	\$5,283.10	\$6,813.75	(\$1,530.65)	Long
'234064301	DSEY	DAIWA SECS	3/15/2012	10/2/2009	1,967.00	\$8,182.57	\$9,642.34	(\$1,459.77)	Long
'242370104	DF	DEAN FOODS	3/15/2012	3/14/2011	30	\$367.86	\$293.95	\$73.91	Long

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CUSIP/SEDOL	Symbol	Description	Date of Sale	Date Acquired	Quantity	Proceeds	Cost	Realized Gain/Loss	Holding Period
'242370104	DF	DEAN FOODS	3/15/2012	3/10/2011	240	\$2,942.87	\$2,351.33	\$591.54	Long
'285039103	ECIFY	ELECTRICIT	3/15/2012	11/30/2010	574	\$2,726.45	\$4,787.05	(\$2,060.60)	Long
'285039103	ECIFY	ELECTRICIT	3/15/2012	11/29/2010	1,252.00	\$5,946.89	\$10,585.66	(\$4,638.77)	Long
'285039103	ECIFY	ELECTRICIT	3/15/2012	11/11/2010	1,217.00	\$5,780.65	\$10,781.89	(\$5,001.24)	Long
'285039103	ECIFY	ELECTRICIT	3/15/2012	5/22/2009	136	\$645.99	\$1,275.76	(\$629.77)	Long
'285039103	ECIFY	ELECTRICIT	3/15/2012	5/24/2010	1,182.00	\$5,614.40	\$10,089.91	(\$4,475.51)	Long
'345838106	FRX	FOREST LAB	3/15/2012	3/2/2011	73	\$2,464.57	\$2,334.24	\$130.33	Long
'G36738105	FDP	FRESH DEL	3/15/2012	11/8/2010	189	\$4,297.06	\$4,237.32	\$59.74	Long
'G36738105	FDP	FRESH DEL	3/15/2012	5/25/2010	297	\$6,752.52	\$5,827.14	\$925.38	Long
'403227101	GULRY	GUOCO GROU	3/15/2012	7/30/2010	448	\$8,240.37	\$8,825.51	(\$585.14)	Long
'403227101	GULRY	GUOCO GROU	3/15/2012	1/21/2010	22	\$404.66	\$469.71	(\$65.05)	Long
'403227101	GULRY	GUOCO GROU	3/15/2012	9/21/2009	146	\$2,685.48	\$2,861.60	(\$176.12)	Long
'403227101	GULRY	GUOCO GROU	3/15/2012	6/19/2009	103	\$1,894.54	\$1,766.20	\$128.34	Long
'496902404	KGC	KINROSS GO	3/15/2012	7/29/2010	731	\$7,287.94	\$11,681.84	(\$4,393.90)	Long
'496902404	KGC	KINROSS GO	3/15/2012	7/29/2010	205	\$2,043.81	\$3,302.54	(\$1,258.73)	Long
'500631106	KEP	KOREA ELEC	3/15/2012	11/23/2010	443	\$4,563.47	\$5,454.79	(\$891.32)	Long
'500631106	KEP	KOREA ELEC	3/15/2012	9/23/2009	383	\$3,945.40	\$5,022.64	(\$1,077.24)	Long
'500631106	KEP	KOREA ELEC	3/15/2012	9/20/2010	448	\$4,614.98	\$5,821.22	(\$1,206.24)	Long
'48268K101	KT	KT CORPORA	3/15/2012	7/29/2010	432	\$6,043.83	\$7,922.04	(\$1,878.21)	Long
'532457108	LLY	LILLY ELI	3/15/2012	2/10/2011	898	\$36,173.18	\$32,058.24	\$4,114.94	Long
'606827202	MITSY	MITSUMI & C	3/15/2012	8/16/2010	4	\$1,348.86	\$1,100.00	\$248.86	Long
'553491101	MSADY	MS&AD INS	3/15/2012	2/7/2011	438	\$4,633.26	\$5,292.66	(\$659.40)	Long
'553491101	MSADY	MS&AD INS	3/15/2012	12/10/2010	282	\$2,983.06	\$3,354.11	(\$371.05)	Long
'553491101	MSADY	MS&AD INS	3/15/2012	2/24/2010	441	\$4,664.99	\$5,438.06	(\$773.07)	Long
'651191108	NCMGY	NEWCREST M	3/15/2012	1/20/2011	368	\$11,751.50	\$12,590.27	(\$838.77)	Long
'651191108	NCMGY	NEWCREST M	3/15/2012	1/20/2011	212	\$6,769.88	\$8,005.08	(\$1,235.20)	Long
'651191108	NCMGY	NEWCREST M	3/15/2012	5/21/2010	263	\$8,398.49	\$6,849.80	\$1,548.69	Long
'651639106	NEM	NEWMONT MN	3/15/2012	3/4/2011	114	\$6,138.99	\$6,246.87	(\$107.88)	Long
'651639106	NEM	NEWMONT MN	3/15/2012	3/15/2010	223	\$12,008.74	\$11,153.52	\$855.22	Long
'651639106	NEM	NEWMONT MN	3/15/2012	9/21/2009	232	\$12,493.39	\$10,254.40	\$2,238.99	Long
'65334H102	NXY	NEXEN INC	3/15/2012	10/20/2010	323	\$6,347.47	\$6,990.88	(\$643.41)	Long
'62913F201	NIHD	NII HLDGS	3/15/2012	3/8/2011	63	\$1,051.45	\$2,442.12	(\$1,390.67)	Long
'654445303	NTDOY	NINTENDO C	3/15/2012	10/4/2010	343	\$6,405.75	\$10,881.19	(\$4,475.44)	Long
'654445303	NTDOY	NINTENDO C	3/15/2012	8/16/2010	120	\$2,241.08	\$3,923.88	(\$1,682.80)	Long
'654445303	NTDOY	NINTENDO C	3/15/2012	1/5/2010	131	\$2,446.51	\$4,126.50	(\$1,679.99)	Long
'654624105	NTT	NIPPON TEL	3/15/2012	11/12/2009	1,075.00	\$25,079.38	\$22,465.02	\$2,614.36	Long

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CUSIP/SEDOL	Symbol	Description	Date of Sale	Date Acquired	Quantity	Proceeds	Cost	Realized Gain/Loss	Holding Period
'62942M201	DCM	NTT DOCOMO	3/15/2012	9/21/2009	330	\$5,585.46	\$5,352.60	\$232.86	Long
'716461109	PZE	PETROBRAS	3/15/2012	3/23/2010	523	\$6,863.09	\$8,462.56	(\$1,599.47)	Long
'71654V101	PBRA	PETROLEO B	3/15/2012	12/1/2010	161	\$4,339.14	\$4,797.59	(\$458.45)	Long
'71654V101	PBRA	PETROLEO B	3/15/2012	11/22/2010	28	\$754.63	\$841.10	(\$86.47)	Long
'71654V101	PBRA	PETROLEO B	3/15/2012	10/22/2010	322	\$8,678.27	\$9,282.84	(\$604.57)	Long
'73180Y203	PLZY	POLYUS GOL	3/15/2012	7/12/2010	7,505.00	\$23,490.22	\$23,487.42	\$2.80	Long
'466294105	RSHY	RUSHYDRO J	3/15/2012	3/2/2011	945	\$3,704.33	\$4,847.85	(\$1,143.52)	Long
'466294105	RSHY	RUSHYDRO J	3/15/2012	3/2/2011	335	\$1,313.18	\$1,698.92	(\$385.74)	Long
'466294105	RSHY	RUSHYDRO J	3/15/2012	2/14/2011	2,028.00	\$7,949.62	\$10,414.59	(\$2,464.97)	Long
'81783H105	SVNDY	SEVEN & I	3/15/2012	2/3/2010	217	\$12,199.52	\$9,645.65	\$2,553.87	Long
'78440P108	SKM	SK TELECOM	3/15/2012	3/4/2011	163	\$2,219.41	\$2,949.37	(\$729.96)	Long
'78440P108	SKM	SK TELECOM	3/15/2012	3/3/2011	1,085.00	\$14,773.41	\$19,333.83	(\$4,560.42)	Long
'78440P108	SKM	SK TELECOM	3/15/2012	4/27/2010	23	\$313.17	\$414.50	(\$101.33)	Long
'86562X106	SUTNY	SUMITOMO M	3/15/2012	9/23/2009	3,729.00	\$12,678.37	\$13,164.53	(\$486.16)	Long
'715684106	TLK	TELEKOMUNI	3/15/2012	2/17/2011	161	\$4,745.03	\$5,382.97	(\$637.94)	Long
'715684106	TLK	TELEKOMUNI	3/15/2012	1/10/2011	201	\$5,923.92	\$6,509.48	(\$585.56)	Long
'715684106	TLK	TELEKOMUNI	3/15/2012	5/24/2010	211	\$6,218.65	\$6,510.32	(\$291.67)	Long
'881624209	TEVA	TEVA PHARM	3/15/2012	3/2/2011	93	\$4,052.04	\$4,684.20	(\$632.16)	Long
'890747207	TONPY	TOPPAN PRI	3/15/2012	5/14/2007	47	\$1,756.35	\$2,490.18	(\$733.83)	Long
'890747207	TONPY	TOPPAN PRI	3/15/2012	5/11/2007	20	\$747.39	\$1,052.90	(\$305.51)	Long
'900111204	TKC	TURKCELL I	3/15/2012	3/4/2011	350	\$4,592.84	\$4,839.20	(\$246.36)	Long
'900111204	TKC	TURKCELL I	3/15/2012	3/3/2011	400	\$5,248.95	\$5,445.40	(\$196.45)	Long
'953432101	WJRY	WEST JAPAN	3/15/2012	3/1/2011	145	\$5,901.39	\$5,984.04	(\$82.65)	Long
Long Term Loss						\$1,004,997.35	\$1,052,538.19	(\$47,540.84)	
'086516101	BBY	BEST BUY I	12/1/2011		165 --		(\$268.06)	\$268.06	Short
'086516101	BBY	BEST BUY I	12/1/2011	4/1/2011	165	\$4,475.29	\$4,743.35	(\$268.06)	Short
'086516101	BBY	BEST BUY I	12/2/2011	8/2/2011	62	\$1,698.21	\$1,673.17	\$25.04	Short
'086516101	BBY	BEST BUY I	12/2/2011	8/2/2011	163	\$4,464.65	\$4,369.22	\$95.43	Short
'086516101	BBY	BEST BUY I	12/2/2011		52 --		(\$70.58)	\$70.58	Short
'086516101	BBY	BEST BUY I	12/2/2011	4/1/2011	52	\$1,424.30	\$1,494.88	(\$70.58)	Short
'958102105	WDC	WESTERN DI	12/6/2011	9/8/2011	104	\$3,285.31	\$2,938.32	\$346.99	Short
'820280105	SHAW	SHAW GROUP	12/8/2011	7/20/2011	409	\$9,943.61	\$10,482.26	(\$538.65)	Short
'457153104	IM	INGRAM MIC	12/8/2011	11/21/2011	235	\$4,281.38	\$4,213.93	\$67.45	Short
'58933Y105	MRK	MERCK & CO	12/15/2011	10/12/2011	578	\$21,091.05	\$18,876.24	\$2,214.81	Short

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'242370104	DF	DEAN FOODS	12/22/2011	1/11/2011	148	\$1,634.04	\$1,431.96	\$202.08	Short
'242370104	DF	DEAN FOODS	12/22/2011	1/7/2011	181	\$1,998.38	\$1,647.48	\$350.90	Short
'532457108	LLY	LILLY ELI	12/23/2011	1/11/2011	360	\$14,882.13	\$12,563.95	\$2,318.18	Short
'273202101	EJPRY	EAST JAPAN	1/4/2012	3/4/2011	898	\$9,500.03	\$10,606.46	(\$1,106.43)	Short
'273202101	EJPRY	EAST JAPAN	1/4/2012	3/2/2011	362	\$3,829.63	\$4,220.88	(\$391.25)	Short
'85771P102	STO	STATOIL AS	1/4/2012	9/30/2011	289	\$7,620.46	\$6,314.73	\$1,305.73	Short
'931142103	WMT	WALMART ST	1/4/2012	2/23/2011	54	\$3,213.53	\$2,870.50	\$343.03	Short
'026874784	AIG	AMERICAN I	1/9/2012	7/20/2011	539	\$12,750.06	\$15,244.92	(\$2,494.86)	Short
'931142103	WMT	WALMART ST	1/9/2012	9/8/2011	75	\$4,437.06	\$3,941.92	\$495.14	Short
'931142103	WMT	WALMART ST	1/9/2012	2/23/2011	78	\$4,614.55	\$4,146.28	\$468.27	Short
'594918104	MSFT	MICROSOFT	1/20/2012	5/3/2011	564	\$16,665.88	\$14,511.72	\$2,154.16	Short
'680223104	ORI	OLD REPUB	1/20/2012	8/10/2011	411	\$3,821.65	\$3,967.34	(\$145.69)	Short
'680223104	ORI	OLD REPUB	1/20/2012	8/9/2011	327	\$3,040.58	\$3,145.25	(\$104.67)	Short
'680223104	ORI	OLD REPUB	1/20/2012	3/23/2011	280	\$2,603.56	\$3,445.88	(\$842.32)	Short
'680223104	ORI	OLD REPUB	1/20/2012	3/22/2011	380	\$3,533.40	\$4,686.84	(\$1,153.44)	Short
'680223104	ORI	OLD REPUB	1/20/2012	3/22/2011	175	\$1,627.22	\$2,158.42	(\$531.20)	Short
'026874784	AIG	AMERICAN I	1/25/2012	8/2/2011	243	\$6,152.91	\$6,769.77	(\$616.86)	Short
'026874784	AIG	AMERICAN I	1/25/2012	7/20/2011	576	\$14,584.67	\$16,291.41	(\$1,706.74)	Short
'039380100	ACI	ARCH COAL	1/25/2012	1/13/2012	409	\$5,955.50	\$5,871.02	\$84.48	Short
'05967A107	BSBR	BANCO SANT	1/25/2012	1/5/2012	458	\$4,314.70	\$3,771.45	\$543.25	Short
'05967A107	BSBR	BANCO SANT	1/25/2012	12/7/2011	595	\$5,605.33	\$4,940.58	\$664.75	Short
'086516101	BBY	BEST BUY I	1/25/2012	4/21/2011	52	\$1,337.99	\$1,272.73	\$65.26	Short
'086516101	BBY	BEST BUY I	1/25/2012	4/22/2011	165	\$4,245.54	\$4,082.58	\$162.96	Short
'086516101	BBY	BEST BUY I	1/25/2012	9/8/2011	358	\$9,211.54	\$8,655.58	\$555.96	Short
'086516101	BBY	BEST BUY I	1/25/2012	8/18/2011	83	\$2,135.63	\$1,980.76	\$154.87	Short
'086516101	BBY	BEST BUY I	1/25/2012	8/2/2011	208	\$5,351.96	\$5,613.21	(\$261.25)	Short
'133211108	CCJ	CAMECO COR	1/25/2012	3/15/2011	23	\$547.42	\$732.61	(\$185.19)	Short
'165167107	CHK	CHESAPEAKE	1/25/2012		343 --		(\$34.03)	\$34.03	Short
'165167107	CHK	CHESAPEAKE	1/25/2012	12/13/2011	343	\$8,036.33	\$8,070.36	(\$34.03)	Short
'205363104	CSC	COMPUTER S	1/25/2012	12/14/2011	61	\$1,608.65	\$1,503.51	\$105.14	Short
'205363104	CSC	COMPUTER S	1/25/2012	8/5/2011	299	\$7,885.02	\$9,787.65	(\$1,902.63)	Short
'225401108	CS	CREDIT SUI	1/25/2012	9/12/2011	266	\$7,089.36	\$5,937.09	\$1,152.27	Short
'226406106	CRESY	CRESUD S.A	1/25/2012	1/13/2012	367	\$4,686.48	\$4,209.49	\$476.99	Short
'273202101	EJPRY	EAST JAPAN	1/25/2012	3/2/2011	410	\$4,099.92	\$4,780.56	(\$680.64)	Short
'273202101	EJPRY	EAST JAPAN	1/25/2012	3/16/2011	679	\$6,789.87	\$6,094.91	\$694.96	Short
'318027208	FINMY	FINMECCANI	1/25/2012	8/3/2011	2,525.00	\$5,782.13	\$9,039.75	(\$3,257.62)	Short

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'345838106	FRX	FOREST LAB	1/25/2012	3/2/2011	189	\$6,021.80	\$6,043.45	(\$21.65)	Short
'368287207	OGZPY	GAZPROM O	1/25/2012	7/21/2011	461	\$5,674.80	\$6,544.81	(\$870.01)	Short
'452553308	IMPUY	IMPALA PLA	1/25/2012		256 --		(\$749.86)	\$749.86	Short
'452553308	IMPUY	IMPALA PLA	1/25/2012	7/13/2011	256	\$5,716.37	\$6,466.23	(\$749.86)	Short
'452553308	IMPUY	IMPALA PLA	1/25/2012		19 --		(\$56.04)	\$56.04	Short
'452553308	IMPUY	IMPALA PLA	1/25/2012	7/13/2011	19	\$424.26	\$480.30	(\$56.04)	Short
'452553308	IMPUY	IMPALA PLA	1/25/2012	11/21/2011	322	\$6,147.95	\$5,773.98	\$373.97	Short
'457153104	IM	INGRAM MIC	1/25/2012	4/18/2011	143	\$10,919.27	\$11,138.74	(\$219.47)	Short
'471100206	JPSWY	JAPAN STEE	1/25/2012	4/15/2011	50	\$3,817.92	\$3,876.88	(\$58.96)	Short
'471100206	JPSWY	JAPAN STEE	1/25/2012		391 --		(\$1,787.98)	\$1,787.98	Short
'48268K101	KT	KT CORPORA	1/25/2012	5/23/2011	391	\$6,004.65	\$7,792.63	(\$1,787.98)	Short
'48268K101	KT	KT CORPORA	1/25/2012	2/10/2011	266	\$10,618.84	\$9,496.09	\$1,122.75	Short
'532457108	LLY	LILLY ELI	1/25/2012	8/2/2011	113	\$9,255.68	\$8,438.59	\$817.09	Short
'539830109	LMT	LOCKHEED M	1/25/2012	9/27/2011	526	\$5,712.25	\$4,998.16	\$714.09	Short
'56824R106	MNHVY	MARINE HAR	1/25/2012	8/17/2011	834	\$9,057.06	\$9,936.44	(\$879.38)	Short
'56824R106	MNHVY	MARINE HAR	1/25/2012	12/7/2011	190	\$5,616.54	\$4,860.01	\$756.53	Short
'594918104	MSFT	MICROSOFT	1/25/2012	5/3/2011	330	\$9,755.04	\$8,490.90	\$1,264.14	Short
'594918104	MSFT	MICROSOFT	1/25/2012	2/24/2011	419	\$7,261.13	\$7,096.77	\$164.36	Short
'62474M108	MTNOY	MTN GROUP	1/25/2012	3/8/2011	211	\$4,218.59	\$8,179.16	(\$3,960.57)	Short
'62913F201	NIHD	NII HLDGS	1/25/2012	6/1/2011	1,477.00	\$7,786.30	\$9,866.36	(\$2,080.06)	Short
'654902204	NOK	NOKIA OYI	1/25/2012	8/9/2011	828	\$7,832.81	\$7,964.12	(\$131.31)	Short
'680223104	ORI	OLD REPUB	1/25/2012	4/4/2011	690	\$2,470.15	\$3,632.78	(\$1,162.63)	Short
'466294105	RSHYY	RUSHYDRO J	1/25/2012	4/1/2011	709	\$2,538.18	\$3,641.49	(\$1,103.31)	Short
'466294105	RSHYY	RUSHYDRO J	1/25/2012	3/4/2011	804	\$2,878.26	\$4,143.49	(\$1,265.23)	Short
'466294105	RSHYY	RUSHYDRO J	1/25/2012	2/17/2011	1,958.00	\$7,009.50	\$10,122.08	(\$3,112.58)	Short
'82823L106	SSRI	SILVER STA	1/25/2012	11/4/2011	342	\$5,691.45	\$6,505.93	(\$814.48)	Short
'844741108	LUV	SOUTHWEST	1/25/2012	10/11/2011	1,110.00	\$10,544.79	\$8,871.90	\$1,672.89	Short
'844741108	LUV	SOUTHWEST	1/25/2012	10/11/2011	708	\$6,725.87	\$5,650.12	\$1,075.75	Short
'844741108	LUV	SOUTHWEST	1/25/2012	9/29/2011	1,090.00	\$10,354.80	\$9,359.94	\$994.86	Short
'85771P102	STO	STATOIL AS	1/25/2012	9/30/2011	242	\$6,173.87	\$5,287.77	\$886.10	Short
'87927Y201	TIA	TELECOM IT	1/25/2012	1/25/2012	413	\$3,572.38	\$3,554.32	\$18.06	Short
'881624209	TEVA	TEVA PHARM	1/25/2012	3/2/2011	23	\$1,060.31	\$1,158.46	(\$98.15)	Short
'881624209	TEVA	TEVA PHARM	1/25/2012	2/14/2011	302	\$13,922.36	\$15,567.62	(\$1,645.26)	Short
'87262N109	TNTEY	TNT EXPRES	1/25/2012	7/18/2011	313	\$2,507.08	\$3,144.62	(\$637.54)	Short
'H8817H100	RIG	TRANSOCEAN	1/25/2012	12/16/2011	209	\$9,894.37	\$8,317.13	\$1,577.24	Short
'900111204	TKC	TURKCELL I	1/25/2012	3/4/2011	387	\$4,812.26	\$5,350.78	(\$538.52)	Short

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CUSIP/SEDOL	Symbol	Description	Date of Sale	Date Acquired	Quantity	Proceeds	Cost	Realized Gain/Loss	Holding Period
'953432101	WJRY	WEST JAPAN	1/25/2012	3/1/2011	58	\$2,372.15	\$2,393.61	(\$21.46)	Short
'958102105	WDC	WESTERN DI	1/25/2012	10/17/2011	393	\$14,701.84	\$10,453.23	\$4,248.61	Short
'958102105	WDC	WESTERN DI	1/25/2012	9/8/2011	304	\$11,372.42	\$8,588.94	\$2,783.48	Short
'H8817H100	RIG	TRANSOCEAN	1/27/2012	12/16/2011	128	\$6,139.08	\$5,093.75	\$1,045.33	Short
'958102105	WDC	WESTERN DI	1/31/2012	11/1/2011	133	\$4,835.78	\$3,481.87	\$1,353.91	Short
'958102105	WDC	WESTERN DI	1/31/2012	10/17/2011	12	\$436.31	\$319.18	\$117.13	Short
'594918104	MSFT	MICROSOFT	2/2/2012	12/7/2011	197	\$5,876.74	\$5,039.07	\$837.67	Short
'026874784	AIG	AMERICAN I	2/7/2012	8/2/2011	260	\$6,961.59	\$7,243.38	(\$281.79)	Short
'85771P102	STO	STATOIL AS	2/9/2012	9/30/2011	238	\$6,394.93	\$5,200.37	\$1,194.56	Short
'H8817H100	RIG	TRANSOCEAN	2/16/2012	12/16/2011	124	\$6,105.92	\$4,934.57	\$1,171.35	Short
'242370104	DF	DEAN FOODS	2/17/2012	3/14/2011	200	\$2,427.25	\$1,959.66	\$467.59	Short
'242370104	DF	DEAN FOODS	2/17/2012	3/14/2011	12	\$145.36	\$117.58	\$27.78	Short
'87262N109	TNTEY	TNT EXPRES	2/17/2012	8/30/2011	6	\$75.42	\$55.68	\$19.74	Short
'87262N109	TNTEY	TNT EXPRES	2/17/2012	7/18/2011	741	\$9,314.35	\$7,444.60	\$1,869.75	Short
'242370104	DF	DEAN FOODS	2/21/2012	3/14/2011	95	\$1,146.32	\$930.84	\$215.48	Short
'026874784	AIG	AMERICAN I	2/29/2012	8/8/2011	21	\$612.61	\$473.95	\$138.66	Short
'026874784	AIG	AMERICAN I	2/29/2012	8/2/2011	250	\$7,292.99	\$6,964.79	\$328.20	Short
'05967A107	BSBR	BANCO SANT	2/29/2012	1/5/2012	685	\$7,295.59	\$5,640.70	\$1,654.89	Short
'05967A107	BSBR	BANCO SANT	3/2/2012	1/5/2012	13	\$145.11	\$107.05	\$38.06	Short
'05967A107	BSBR	BANCO SANT	3/2/2012	12/8/2011	567	\$6,329.19	\$4,638.68	\$1,690.51	Short
'018804104	ATK	ALLIANT TE	3/15/2012	2/28/2012	52	\$2,799.75	\$3,094.78	(\$295.03)	Short
'018804104	ATK	ALLIANT TE	3/15/2012	2/27/2012	54	\$2,907.43	\$3,234.99	(\$327.56)	Short
'018804104	ATK	ALLIANT TE	3/15/2012	2/21/2012	50	\$2,692.07	\$2,994.70	(\$302.63)	Short
'018804104	ATK	ALLIANT TE	3/15/2012	2/2/2012	53	\$2,853.60	\$3,083.40	(\$229.80)	Short
'026874784	AIG	AMERICAN I	3/15/2012	8/8/2011	644	\$18,135.71	\$14,534.57	\$3,601.14	Short
'035128206	AU	ANGLOGOLD	3/15/2012	5/23/2011	302	\$11,682.86	\$13,504.75	(\$1,821.89)	Short
'039380100	ACI	ARCH COAL	3/15/2012	2/22/2012	329	\$4,073.02	\$4,581.26	(\$508.24)	Short
'039380100	ACI	ARCH COAL	3/15/2012	1/31/2012	417	\$5,162.46	\$5,971.57	(\$809.11)	Short
'039380100	ACI	ARCH COAL	3/15/2012	1/13/2012	827	\$10,238.26	\$11,871.23	(\$1,632.97)	Short
'039483102	ADM	ARCHER DAN	3/15/2012	6/17/2011	259	\$8,197.54	\$7,787.61	\$409.93	Short
'067901108	ABX	BARRICK GO	3/15/2012	12/29/2011	255	\$11,215.08	\$11,232.75	(\$17.67)	Short
'086516101	BBY	BEST BUY I	3/15/2012	12/22/2011	751	\$18,760.56	\$17,361.84	\$1,398.72	Short
'086516101	BBY	BEST BUY I	3/15/2012	8/18/2011	412	\$10,292.08	\$9,832.22	\$459.86	Short
'133211108	CCJ	CAMECO COR	3/15/2012	8/25/2011	191	\$4,406.47	\$4,266.98	\$139.49	Short
'133211108	CCJ	CAMECO COR	3/15/2012	6/27/2011	220	\$5,075.52	\$5,446.25	(\$370.73)	Short
'133211108	CCJ	CAMECO COR	3/15/2012	4/12/2011	555	\$12,804.15	\$15,622.77	(\$2,818.62)	Short

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'133211L108	CCJ	CAMECO COR	3/15/2012	3/15/2011	800	\$18,456.43	\$25,481.92	(\$7,025.49)	Short
'15234Q108	EBRB	CENTRAIS E	3/15/2012	8/25/2011	1,417.00	\$19,309.67	\$18,248.55	\$1,061.12	Short
'165167107	CHK	CHESAPEAKE	3/15/2012	2/10/2012	285	\$7,005.64	\$6,283.91	\$721.73	Short
'165167107	CHK	CHESAPEAKE	3/15/2012	1/31/2012	318	\$7,816.84	\$6,782.82	\$1,034.02	Short
'165167107	CHK	CHESAPEAKE	3/15/2012	12/13/2011	343	\$8,431.35	\$7,702.43	\$728.92	Short
'165167107	CHK	CHESAPEAKE	3/15/2012	1/11/2012	119	\$2,925.16	\$2,660.46	\$264.70	Short
'165167107	CHK	CHESAPEAKE	3/15/2012	12/13/2011	53	\$1,302.80	\$1,247.02	\$55.78	Short
'205363104	CSC	COMPUTER S	3/15/2012	12/14/2011	289	\$9,268.39	\$7,123.21	\$2,145.18	Short
'205363104	CSC	COMPUTER S	3/15/2012	11/30/2011	277	\$8,883.55	\$6,619.55	\$2,264.00	Short
'225401108	CS	CREDIT SUI	3/15/2012	9/12/2011	223	\$6,491.95	\$4,977.34	\$1,514.61	Short
'226406106	CRESY	CRESUD S.A	3/15/2012	1/13/2012	465	\$5,572.68	\$5,333.55	\$239.13	Short
'242370104	DF	DEAN FOODS	3/15/2012	8/11/2011	372	\$4,561.45	\$3,127.93	\$1,433.52	Short
'242370104	DF	DEAN FOODS	3/15/2012	8/10/2011	370	\$4,536.92	\$3,124.43	\$1,412.49	Short
'273202101	EJPRY	EAST JAPAN	3/15/2012	4/14/2011	1,314.00	\$14,046.41	\$11,791.44	\$2,254.97	Short
'273202101	EJPRY	EAST JAPAN	3/15/2012	3/16/2011	1,070.00	\$11,438.09	\$9,604.64	\$1,833.45	Short
'285039103	ECIFY	ELECTRICIT	3/15/2012	8/25/2011	2,160.00	\$10,259.81	\$13,151.81	(\$2,892.00)	Short
'285039103	ECIFY	ELECTRICIT	3/15/2012	8/19/2011	1,010.00	\$4,797.41	\$5,786.39	(\$988.98)	Short
'285039103	ECIFY	ELECTRICIT	3/15/2012	4/7/2011	1,609.00	\$7,642.61	\$12,659.77	(\$5,017.16)	Short
'285039103	ECIFY	ELECTRICIT	3/15/2012	3/16/2011	2,220.00	\$10,544.81	\$17,848.80	(\$7,303.99)	Short
'318027208	FINMY	FINMECCANI	3/15/2012	11/10/2011	2,106.00	\$5,079.57	\$6,186.59	(\$1,107.02)	Short
'318027208	FINMY	FINMECCANI	3/15/2012	8/3/2011	469	\$1,131.21	\$1,679.07	(\$547.86)	Short
'345838106	FRX	FOREST LAB	3/15/2012	12/22/2011	208	\$7,022.34	\$6,233.59	\$788.75	Short
'368287207	OGZPY	GAZPROM O	3/15/2012	9/30/2011	848	\$11,398.61	\$8,217.04	\$3,181.57	Short
'368287207	OGZPY	GAZPROM O	3/15/2012	7/21/2011	241	\$3,239.46	\$3,421.48	(\$182.02)	Short
'368287207	OGZPY	GAZPROM O	3/15/2012	5/23/2011	856	\$11,506.14	\$11,565.16	(\$59.02)	Short
'452553308	IMPUY	IMPALA PLA	3/15/2012	2/22/2012	331	\$6,936.97	\$6,928.36	\$8.61	Short
'452553308	IMPUY	IMPALA PLA	3/15/2012	8/5/2011	275	\$5,763.34	\$6,544.02	(\$780.68)	Short
'452553308	IMPUY	IMPALA PLA	3/15/2012	2/17/2012	210	\$4,401.10	\$4,381.84	\$19.26	Short
'452553308	IMPUY	IMPALA PLA	3/15/2012	12/21/2011	268	\$5,616.65	\$5,360.05	\$256.60	Short
'452553308	IMPUY	IMPALA PLA	3/15/2012	7/13/2011	134	\$2,808.32	\$3,384.66	(\$576.34)	Short
'456463108	IBA	INDUSTRIAS	3/15/2012	7/20/2011	458	\$9,479.50	\$10,355.38	(\$875.88)	Short
'457153104	IM	INGRAM MIC	3/15/2012	11/22/2011	441	\$8,362.37	\$7,900.03	\$462.34	Short
'457153104	IM	INGRAM MIC	3/15/2012	11/21/2011	28	\$530.94	\$502.08	\$28.86	Short
'450047204	IRS	IRSA INVER	3/15/2012	2/16/2012	279	\$3,040.62	\$3,025.76	\$14.86	Short
'450047204	IRS	IRSA INVER	3/15/2012	1/31/2012	295	\$3,215.00	\$2,989.56	\$225.44	Short
'471100206	JPSWY	JAPAN STEE	3/15/2012	6/1/2011	169	\$11,780.77	\$12,392.60	(\$611.83)	Short

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'471100206	JPSWY	JAPAN STEE	3/15/2012	4/15/2011	65	\$4,531.07	\$5,039.94	(\$508.87)	Short
'496902404	KGC	KINROSS GO	3/15/2012	3/16/2011	664	\$6,619.96	\$9,933.36	(\$3,313.40)	Short
'501044101	KR	KROGER CO	3/15/2012	2/29/2012	522	\$12,700.50	\$12,449.08	\$251.42	Short
'48268K101	KT	KT CORPORA	3/15/2012	5/23/2011	391	\$5,470.22	\$7,621.70	(\$2,151.48)	Short
'48268K101	KT	KT CORPORA	3/15/2012	1/24/2012	123	\$1,720.81	\$1,835.16	(\$114.35)	Short
'48268K101	KT	KT CORPORA	3/15/2012	5/23/2011	216	\$3,021.91	\$4,304.88	(\$1,282.97)	Short
'56824R106	MNHVY	MARINE HAR	3/15/2012	12/19/2011	333	\$3,704.89	\$2,837.39	\$867.50	Short
'56824R106	MNHVY	MARINE HAR	3/15/2012	12/16/2011	485	\$5,396.01	\$4,030.69	\$1,365.32	Short
'56824R106	MNHVY	MARINE HAR	3/15/2012	9/27/2011	564	\$6,274.95	\$5,359.24	\$915.71	Short
'594918104	MSFT	MICROSOFT	3/15/2012	12/7/2011	117	\$3,839.02	\$2,992.74	\$846.28	Short
'594918104	MSFT	MICROSOFT	3/15/2012	3/31/2011	489	\$16,045.14	\$12,466.23	\$3,578.91	Short
'606827202	MITSY	MITSUJI & C	3/15/2012	5/23/2011	32	\$10,790.84	\$10,702.72	\$88.12	Short
'651639106	NEM	NEWMONT MN	3/15/2012	3/6/2012	52	\$2,800.24	\$2,931.24	(\$131.00)	Short
'651639106	NEM	NEWMONT MN	3/15/2012	3/16/2011	330	\$17,770.78	\$17,131.79	\$638.99	Short
'62913F201	NIHD	NII HLDGS	3/15/2012	10/28/2011	289	\$4,823.32	\$7,238.38	(\$2,415.06)	Short
'62913F201	NIHD	NII HLDGS	3/15/2012	8/19/2011	243	\$4,055.60	\$8,972.60	(\$4,917.00)	Short
'654445303	NTDOY	NINTENDO C	3/15/2012	8/2/2011	430	\$8,030.53	\$8,341.96	(\$311.43)	Short
'654902204	NOK	NOKIA OVI	3/15/2012	8/2/2011	1,219.00	\$6,387.87	\$6,638.06	(\$250.19)	Short
'654902204	NOK	NOKIA OVI	3/15/2012	6/17/2011	916	\$4,800.07	\$5,568.09	(\$768.02)	Short
'654902204	NOK	NOKIA OVI	3/15/2012	6/1/2011	131	\$686.47	\$875.08	(\$188.61)	Short
'66987E206	NG	NOVAGOLD R	3/15/2012	2/9/2012	723	\$5,169.35	\$6,181.94	(\$1,012.59)	Short
'680223104	ORI	OLD REPUB	3/15/2012	11/28/2011	1,201.00	\$13,344.24	\$9,055.30	\$4,288.94	Short
'680223104	ORI	OLD REPUB	3/15/2012	8/9/2011	60	\$666.66	\$577.11	\$89.55	Short
'466294105	RSHYY	RUSHYDRO J	3/15/2012	9/19/2011	724	\$2,838.03	\$2,993.74	(\$155.71)	Short
'466294105	RSHYY	RUSHYDRO J	3/15/2012	8/9/2011	1,574.00	\$6,169.97	\$6,676.44	(\$506.47)	Short
'466294105	RSHYY	RUSHYDRO J	3/15/2012	8/8/2011	1,340.00	\$5,252.70	\$5,923.74	(\$671.04)	Short
'466294105	RSHYY	RUSHYDRO J	3/15/2012	4/1/2011	636	\$2,493.07	\$3,266.56	(\$773.49)	Short
'82823L106	SSRI	SILVER STA	3/15/2012	11/10/2011	188	\$2,771.64	\$2,840.51	(\$68.87)	Short
'82823L106	SSRI	SILVER STA	3/15/2012	11/4/2011	177	\$2,609.46	\$3,367.11	(\$757.65)	Short
'844741108	LUV	SOUTHWEST	3/15/2012	10/11/2011	335	\$2,824.25	\$2,673.44	\$150.81	Short
'844741108	LUV	SOUTHWEST	3/15/2012	10/10/2011	1,525.00	\$12,856.67	\$12,059.24	\$797.43	Short
'845467109	SWN	SOUTHWESTE	3/15/2012	2/28/2012	186	\$6,257.20	\$6,212.72	\$44.48	Short
'85771P102	STO	STATOIL AS	3/15/2012	9/30/2011	230	\$6,408.26	\$5,025.56	\$1,382.70	Short
'86562X106	SUTNY	SUMITOMO M	3/15/2012	4/21/2011	1,953.00	\$6,640.08	\$6,811.67	(\$171.59)	Short
'87927Y201	TIA	TELECOM IT	3/15/2012	1/25/2012	694	\$6,498.76	\$5,972.63	\$526.13	Short
'881624209	TEVA	TEVA PHARM	3/15/2012	8/2/2011	142	\$6,186.99	\$6,192.50	(\$5.51)	Short

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CUSIP/SEDOL	Symbol	Description	Date of Sale	Date Acquired	Quantity	Proceeds	Cost	Realized Gain/Loss	Holding Period
'881624209	TEVA	TEVA PHARM	3/15/2012	4/26/2011	152	\$6,622.70	\$6,991.82	(\$369.12)	Short
'900111204	TKC	TURKCELL I	3/15/2012	9/26/2011	569	\$7,466.64	\$6,580.20	\$886.44	Short
'900111204	TKC	TURKCELL I	3/15/2012	9/9/2011	600	\$7,873.43	\$6,799.02	\$1,074.41	Short
'900435108	TRQ	TURQUOISE	3/15/2012	2/9/2012	380	\$6,782.87	\$6,293.71	\$489.16	Short
'92852T201	VIVHY	VIVENDI SA	3/15/2012	3/9/2012	360	\$6,592.20	\$6,674.83	(\$82.63)	Short
'92852T201	VIVHY	VIVENDI SA	3/15/2012	2/8/2012	285	\$5,218.82	\$6,177.60	(\$958.78)	Short
'958102105	WDC	WESTERN DI	3/15/2012	11/1/2011	657	\$25,604.66	\$17,199.94	\$8,404.72	Short
'30161N101	EXC	EXELON COR	3/20/2012	1/30/2012	305	\$11,843.74	\$12,060.92	(\$217.18)	Short
			Short Term Gain			\$1,256,198.78	\$1,249,891.41	\$6,307.37	
			Grand Totals			\$2,261,196.13	\$2,302,429.60	(\$41,233.47)	

Realized Gain/Loss Statement:

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CUSIP/SEDOL	Description	Date of Sale	Date Acquired	Quantity	Proceeds	Cost	Realized Gain/Loss	Holding Period
'912828KY5	UNITED STA	12/2/2011	3/1/2010	28,000.00	\$29,616.68	\$28,466.99	\$1,149.69	Long
'31292K7K7	FEDL HOME	12/15/2011	12/1/2010	0	\$6,427.81	\$6,488.07	(\$60.26)	Long
'31292K7K7	FEDL HOME	1/15/2012	12/1/2010	0	\$3,477.27	\$3,509.87	(\$32.60)	Long
'046353AB4	ASTRAZENE	1/26/2012	1/21/2009	15,000.00	\$18,211.80	\$16,267.32	\$1,944.48	Long
'136385AK7	CANADIAN N	1/26/2012	1/21/2009	15,000.00	\$17,820.00	\$13,325.60	\$4,494.40	Long
'126650BH2	CVS CAREMA	1/26/2012	1/21/2009	15,000.00	\$17,660.70	\$15,141.97	\$2,518.73	Long
'233835AW7	DAIMLER CH	1/26/2012	2/3/2009	10,000.00	\$10,852.00	\$9,919.45	\$932.55	Long
'36962G3K8	GENERAL EL	1/26/2012	1/21/2009	10,000.00	\$10,301.00	\$10,026.90	\$274.10	Long
'377372AD9	GLAXOSMITH	1/26/2012	2/2/2009	15,000.00	\$18,300.00	\$16,029.64	\$2,270.36	Long
'46625HCE8	JPMORGAN C	1/26/2012	1/21/2009	15,000.00	\$16,125.00	\$15,104.02	\$1,020.98	Long
'717081DB6	PFIZER INC	1/26/2012	3/19/2009	15,000.00	\$18,680.55	\$15,674.57	\$3,005.98	Long
'911312AH9	UNITED PAR	1/26/2012	1/21/2009	15,000.00	\$18,150.00	\$15,884.05	\$2,265.95	Long
'9128277L0	UNITED STA	1/26/2012	9/10/2009	200,000.00	\$200,492.19	\$200,396.51	\$95.68	Long
'912828KQ2	UNITED STA	1/26/2012	9/1/2010	155,000.00	\$173,600.00	\$162,619.26	\$10,980.74	Long
'912828KY5	UNITED STA	1/26/2012	3/31/2010	28,000.00	\$29,587.60	\$28,256.95	\$1,330.65	Long
'31292K7K7	FEDL HOME	2/15/2012	12/1/2010	0	\$3,903.73	\$3,940.33	(\$36.60)	Long
'244217BG9	DEERE JOHN	3/15/2012	1/26/2009	50,000.00	\$50,000.00	\$50,000.00	\$0.00	Long
'31292K7K7	FEDL HOME	3/15/2012	12/1/2010	0	\$5,115.11	\$5,163.06	(\$47.95)	Long
'31292K7K7	FEDL HOME	4/15/2012	12/1/2010	0	\$3,039.63	\$3,068.13	(\$28.50)	Long
'31292K7K7	FEDL HOME	5/15/2012	12/1/2010	0	\$3,881.74	\$3,918.13	(\$36.39)	Long
'87938WAN3	TELEFONICA	5/17/2012	2/9/2011	35,000.00	\$32,987.50	\$34,975.85	(\$1,988.35)	Long
'31292K7K7	FEDL HOME	6/15/2012	12/1/2010	0	\$4,484.52	\$4,526.56	(\$42.04)	Long
'31292K7K7	FEDL HOME	7/15/2012	12/1/2010	0	\$2,189.19	\$2,209.71	(\$20.52)	Long
'31292K7K7	FEDL HOME	8/15/2012	12/1/2010	0	\$5,989.44	\$6,045.59	(\$56.15)	Long
'20825CAS3	CONOCOPHIL	8/17/2012	2/4/2009	24,000.00	\$25,397.88	\$24,133.79	\$1,264.09	Long
'20825CAS3	CONOCOPHIL	8/23/2012	2/4/2009	3,000.00	\$3,174.73	\$3,016.72	\$158.01	Long
'912828HE3	UNITED STA	8/31/2012	9/24/2009	300,000.00	\$300,801.80	\$300,613.72	\$188.08	Long
'912828KQ2	UNITED STA	8/31/2012	6/28/2011	90,000.00	\$102,667.59	\$93,305.71	\$9,361.88	Long
'912828KQ2	UNITED STA	8/31/2012	3/31/2011	25,000.00	\$28,518.78	\$25,016.06	\$3,502.72	Long
'912828KQ2	UNITED STA	8/31/2012	12/30/2010	56,000.00	\$63,882.06	\$56,340.46	\$7,541.60	Long
'912828KQ2	UNITED STA	8/31/2012	9/1/2010	7,000.00	\$7,985.26	\$7,317.84	\$667.42	Long

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CUSIP/SEDOL	Description	Date of Sale	Date Acquired	Quantity	Proceeds	Cost	Realized Gain/Loss	Holding Period
'912828KQ2	UNITED STA	8/31/2012	5/28/2010	22,000.00	\$25,096.55	\$21,790.22	\$3,306.33	Long
'912828ME7	UNITED STA	8/31/2012	7/15/2011	50,000.00	\$52,724.90	\$52,129.38	\$595.52	Long
'912828PC8	UNITED STA	8/31/2012	6/30/2011	40,000.00	\$44,234.92	\$38,754.05	\$5,480.87	Long
'912828PC8	UNITED STA	8/31/2012	4/29/2011	46,000.00	\$50,870.16	\$43,897.46	\$6,972.70	Long
'912828QN3	UNITED STA	8/31/2012	6/14/2011	72,000.00	\$82,530.00	\$72,230.95	\$10,299.05	Long
'912828QV5	UNITED STA	8/31/2012	7/29/2011	100,000.00	\$114,928.41	\$104,119.11	\$10,809.30	Long
'002824AT7	ABBOTT LAB	9/4/2012	1/21/2009	45,000.00	\$53,085.60	\$47,468.01	\$5,617.59	Long
'046353AB4	ASTRAZENE	9/4/2012	1/21/2009	35,000.00	\$42,757.05	\$37,957.08	\$4,799.97	Long
'10138MAH8	BOTTLING G	9/4/2012	2/9/2009	30,000.00	\$32,784.60	\$31,581.97	\$1,202.63	Long
'136385AK7	CANADIAN N	9/4/2012	1/21/2009	35,000.00	\$41,463.10	\$31,093.08	\$10,370.02	Long
'14912L4E8	CATERPILLA	9/4/2012	9/10/2009	30,000.00	\$39,306.00	\$33,603.95	\$5,702.05	Long
'20030NAU5	COMCAST CO	9/4/2012	1/21/2009	30,000.00	\$36,894.00	\$30,258.08	\$6,635.92	Long
'20825CAS3	CONOCOPHIL	9/4/2012	2/4/2009	8,000.00	\$8,447.04	\$8,141.68	\$305.36	Long
'126650BH2	CVS CAREMA	9/4/2012	1/21/2009	35,000.00	\$41,892.20	\$35,298.62	\$6,593.58	Long
'233835AW7	DAIMLER CH	9/4/2012	2/3/2009	55,000.00	\$58,668.50	\$54,705.58	\$3,962.92	Long
'25459HAY1	DIRECTV HL	9/4/2012	3/16/2011	35,000.00	\$37,302.65	\$35,420.70	\$1,881.95	Long
'29379VAP8	ENTERPRISE	9/4/2012	4/14/2011	35,000.00	\$40,805.80	\$36,241.13	\$4,564.67	Long
'30161NAD3	EXELON COR	9/4/2012	1/22/2009	35,000.00	\$38,243.45	\$33,393.04	\$4,850.41	Long
'36962G3K8	GENERAL EL	9/4/2012	1/21/2009	60,000.00	\$60,276.00	\$60,026.46	\$249.54	Long
'377372AD9	GLAXOSMITH	9/4/2012	2/2/2009	35,000.00	\$42,855.40	\$37,200.50	\$5,654.90	Long
'38141EA58	GOLDMAN SA	9/4/2012	5/3/2011	35,000.00	\$37,788.10	\$36,440.35	\$1,347.75	Long
'459200BA8	INTERNATIO	9/4/2012	1/21/2009	50,000.00	\$50,342.00	\$50,217.75	\$124.25	Long
'46625HCE8	JPMORGAN C	9/4/2012	1/21/2009	55,000.00	\$59,662.35	\$55,311.30	\$4,351.05	Long
'50075NBA1	KRAFT FOOD	9/4/2012	2/17/2010	35,000.00	\$42,037.10	\$35,449.87	\$6,587.23	Long
'717081DB6	PFIZER INC	9/4/2012	3/19/2009	35,000.00	\$44,653.70	\$36,463.47	\$8,190.23	Long
'88732JAP3	TIME WARNE	9/4/2012	2/3/2009	30,000.00	\$40,521.30	\$32,914.67	\$7,606.63	Long
'887317AF2	TIME WARNE	9/4/2012	8/13/2010	35,000.00	\$40,143.25	\$37,183.03	\$2,960.22	Long
'911312AH9	UNITED PAR	9/4/2012	1/21/2009	35,000.00	\$42,339.50	\$36,877.93	\$5,461.57	Long
'92343VAL8	VERIZON CO	9/4/2012	9/10/2009	35,000.00	\$42,303.80	\$36,595.44	\$5,708.36	Long
'931142CJ0	WAL-MART S	9/4/2012	1/21/2009	45,000.00	\$55,917.90	\$48,434.90	\$7,483.00	Long
'31292K7K7	FEDL HOME	9/5/2012	12/1/2010	200,000.00	\$149,591.86	\$141,155.88	\$8,435.98	Long

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CUSIP/SEDOL	Description	Date of Sale	Date Acquired	Quantity	Proceeds	Cost	Realized Gain/Loss	Holding Period
'31292K7K7	FEDL HOME	9/15/2012	12/1/2010	0	\$5,197.27	\$5,245.99	(\$48.72)	Long
Long Term Gain					\$2,788,986.02	\$2,578,304.46	\$210,681.56	
'3129413N5	FEDL HOME	12/15/2011	8/25/2011	0	\$4,840.14	\$5,112.40	(\$272.26)	Short
'912828MA5	UNITED STA	1/9/2012	1/31/2011	7,000.00	\$7,645.64	\$7,146.70	\$498.94	Short
'3129413N5	FEDL HOME	1/15/2012	8/25/2011	0	\$4,587.53	\$4,845.58	(\$258.05)	Short
'912828LB4	UNITED STA	1/26/2012	9/30/2011	125,000.00	\$125,785.00	\$126,367.13	(\$582.13)	Short
'912828PC8	UNITED STA	1/26/2012	9/30/2011	29,000.00	\$31,069.44	\$31,034.63	\$34.81	Short
'912828QN3	UNITED STA	1/26/2012	12/30/2011	20,000.00	\$22,182.00	\$22,305.70	(\$123.70)	Short
'912828QN3	UNITED STA	1/26/2012	11/1/2011	33,000.00	\$36,600.30	\$36,290.11	\$310.19	Short
'912828QV5	UNITED STA	1/26/2012	7/29/2011	30,000.00	\$32,836.24	\$30,859.23	\$1,977.01	Short
'912828QN3	UNITED STA	2/10/2012	12/1/2011	9,000.00	\$9,984.38	\$9,858.89	\$125.49	Short
'3129413N5	FEDL HOME	2/15/2012	11/1/2011	28,000.00	\$31,062.50	\$30,778.80	\$283.70	Short
'912828QN3	UNITED STA	3/7/2012	8/25/2011	0	\$4,227.34	\$4,465.13	(\$237.79)	Short
'3129413N5	FEDL HOME	3/15/2012	8/25/2011	0	\$5,059.03	\$5,343.60	(\$284.57)	Short
'3129413N5	FEDL HOME	4/15/2012	8/25/2011	0	\$4,737.17	\$5,003.64	(\$266.47)	Short
'3129413N5	FEDL HOME	5/15/2012	8/25/2011	0	\$4,356.60	\$4,601.66	(\$245.06)	Short
'3129413N5	FEDL HOME	6/15/2012	8/25/2011	0	\$3,297.79	\$3,483.29	(\$185.50)	Short
'3129413N5	FEDL HOME	7/15/2012	8/25/2011	0	\$4,024.16	\$4,250.52	(\$226.36)	Short
'912828LB4	UNITED STA	7/16/2012	12/22/2011	100,000.00	\$100,000.00	\$100,828.10	(\$828.10)	Short
'912828LB4	UNITED STA	7/16/2012	9/30/2011	175,000.00	\$175,000.00	\$176,914.12	(\$1,914.12)	Short
'3129413N5	FEDL HOME	8/14/2012	8/25/2011	196,595.00	\$127,632.44	\$126,376.15	\$1,256.29	Short
'3129413N5	FEDL HOME	8/15/2012	8/25/2011	0	\$4,334.64	\$4,578.46	(\$243.82)	Short
'912828HV5	UNITED STA	8/31/2012	8/17/2012	50,000.00	\$50,650.59	\$50,722.66	(\$72.07)	Short
'912828HV5	UNITED STA	8/31/2012	7/31/2012	200,000.00	\$202,602.80	\$203,125.00	(\$522.20)	Short
'912828ME7	UNITED STA	8/31/2012	7/31/2012	30,000.00	\$31,634.95	\$31,682.17	(\$47.22)	Short
'912828ME7	UNITED STA	8/31/2012	5/17/2012	35,000.00	\$36,907.43	\$36,823.48	\$83.95	Short
'912828PC8	UNITED STA	8/31/2012	9/30/2011	13,000.00	\$14,376.35	\$13,853.88	\$522.47	Short
'912828PC8	UNITED STA	8/31/2012	8/31/2011	51,000.00	\$56,399.48	\$53,168.97	\$3,230.51	Short

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CUSIP/SEDOL	Description	Date of Sale	Date Acquired	Quantity	Proceeds	Cost	Realized Gain/Loss	Holding Period
'912828QN3	UNITED STA	8/31/2012	12/1/2011	6,000.00	\$6,877.47	\$6,540.99	\$336.48	Short
'912828SS0	UNITED STA	8/31/2012	6/29/2012	36,000.00	\$36,483.95	\$36,271.28	\$212.67	Short
'912828SS0	UNITED STA	8/31/2012	5/31/2012	74,000.00	\$74,994.78	\$74,775.68	\$219.10	Short
'912828SS0	UNITED STA	8/31/2012	4/30/2012	34,000.00	\$34,457.13	\$34,128.83	\$328.30	Short
'912828TF7	UNITED STA	8/31/2012	8/14/2012	109,000.00	\$108,715.48	\$108,744.53	(\$29.05)	Short
'00206RBD3	AT&T INC G	9/4/2012	2/10/2012	30,000.00	\$31,388.40	\$30,037.10	\$1,351.30	Short
'064159AM8	BANK OF NO	9/4/2012	1/9/2012	35,000.00	\$36,878.45	\$35,336.00	\$1,542.45	Short
'05565QBX5	BP CAPITAL	9/4/2012	12/2/2011	37,000.00	\$37,745.92	\$37,112.04	\$633.88	Short
'500472AF2	PHILIPS EL	9/4/2012	3/7/2012	28,000.00	\$30,215.92	\$28,322.00	\$1,893.92	Short
Short Term Gain					\$1,557,349.69	\$1,548,458.74	\$8,890.95	
Grand Totals					\$4,346,335.71	\$4,126,763.20	\$439,145.02	

Realized Gain/Loss Statement:

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CUSIP/SEDOL	Symbol	Description	Date of Sale	Date Acquired	Quantity	Proceeds	Cost	Realized Gain/Loss	Holding Period
'718172109	PM	PHILIP MOR	12/1/2011	9/21/2009	19	\$1,456.50	\$915.61	\$540.89	Long
'718172109	PM	PHILIP MOR	12/1/2011	10/23/2008	162	\$12,418.60	\$6,647.18	\$5,771.42	Long
'620076307	MSI	MOTOROLA S	12/13/2011	11/18/2008	13	\$606.43	\$206.52	\$399.91	Long
'620076307	MSI	MOTOROLA S	12/16/2011	11/18/2008	140	\$6,509.89	\$2,224.08	\$4,285.81	Long
'031162100	AMGN	AMGEN INC	12/20/2011	5/25/2010	297	\$18,089.17	\$15,506.08	\$2,583.09	Long
'031162100	AMGN	AMGEN INC	12/20/2011	9/21/2009	575	\$35,021.12	\$35,576.60	(\$555.48)	Long
'620076307	MSI	MOTOROLA S	12/20/2011	11/18/2008	260	\$12,182.21	\$4,130.43	\$8,051.78	Long
'42809H107	HES	HESS CORP	1/4/2012	9/21/2009	328	\$19,156.23	\$17,973.40	\$1,182.83	Long
'42809H107	HES	HESS CORP	1/4/2012	11/18/2008	244	\$14,250.36	\$12,629.44	\$1,620.92	Long
'92553P201	VIAB	VIACOM INC	1/5/2012	9/21/2009	266	\$12,326.69	\$7,421.40	\$4,905.29	Long
'035128206	AU	ANGLOGOLD	1/25/2012	1/18/2011	810	\$36,055.04	\$36,417.13	(\$362.09)	Long
'035128206	AU	ANGLOGOLD	1/25/2012	9/21/2009	479	\$21,321.43	\$19,993.46	\$1,327.97	Long
'035128206	AU	ANGLOGOLD	1/25/2012	11/18/2008	984	\$43,800.19	\$15,684.96	\$28,115.23	Long
'037389103	AON	AON CORP	1/25/2012	12/3/2009	424	\$20,124.02	\$16,298.57	\$3,825.45	Long
'037389103	AON	AON CORP	1/25/2012	9/21/2009	784	\$37,210.45	\$32,630.08	\$4,580.37	Long
'037389103	AON	AON CORP	1/25/2012	11/18/2008	170	\$8,068.59	\$7,258.34	\$810.25	Long
'037411105	APA	APACHE COR	1/25/2012	9/21/2009	443	\$44,127.99	\$40,694.41	\$3,433.58	Long
'037411105	APA	APACHE COR	1/25/2012	11/18/2008	461	\$45,921.00	\$35,183.91	\$10,737.09	Long
'067901108	ABX	BARRICK GO	1/25/2012	9/21/2009	1,082.00	\$52,661.92	\$39,265.78	\$13,396.14	Long
'067901108	ABX	BARRICK GO	1/25/2012	9/10/2009	21	\$1,022.09	\$782.46	\$239.63	Long
'067901108	ABX	BARRICK GO	1/25/2012	11/18/2008	461	\$22,437.29	\$9,935.93	\$12,501.36	Long
'12673P105	CA	CA INC COM	1/25/2012	5/17/2010	699	\$17,532.04	\$14,266.57	\$3,265.47	Long
'12673P105	CA	CA INC COM	1/25/2012	9/21/2009	1,894.00	\$47,504.57	\$42,520.30	\$4,984.27	Long
'12673P105	CA	CA INC COM	1/25/2012	11/18/2008	2,362.00	\$59,242.76	\$37,627.66	\$21,615.10	Long
'136385101	CNQ	CANADIAN N	1/25/2012	1/26/2010	660	\$26,439.98	\$21,753.78	\$4,686.20	Long
'136385101	CNQ	CANADIAN N	1/25/2012	11/20/2009	982	\$39,339.48	\$32,270.80	\$7,068.68	Long
'172967424	C	CITIGROUP	1/25/2012	12/17/2009	1,255.61	\$37,757.10	\$40,065.23	(\$2,308.13)	Long
'126650100	CVS	CVS CAREMA	1/25/2012	9/21/2009	267	\$11,283.91	\$9,657.39	\$1,626.52	Long
'126650100	CVS	CVS CAREMA	1/25/2012	7/10/2009	392	\$16,566.63	\$12,087.34	\$4,479.29	Long
'37045V100	GM	GENERAL MO	1/25/2012	11/23/2010	1,025.00	\$25,619.27	\$34,405.63	(\$8,786.36)	Long
'37247D106	GNW	GENWORTH F	1/25/2012	12/7/2010	1,109.00	\$8,944.46	\$14,039.90	(\$5,095.44)	Long
'37247D106	GNW	GENWORTH F	1/25/2012	10/29/2010	2,423.00	\$19,542.30	\$27,444.97	(\$7,902.67)	Long

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CUSIP/SEDOL	Symbol	Description	Date of Sale	Date Acquired	Quantity	Proceeds	Cost	Realized Gain/Loss	Holding Period
'37247D106	GNW	GENWORTH F	1/25/2012	6/28/2010	1,362.00	\$10,984.99	\$19,078.94	(\$8,093.95)	Long
'38141G104	GS	GOLDMAN SA	1/25/2012	8/26/2010	142	\$15,372.95	\$20,437.69	(\$5,064.74)	Long
'406216101	HAL	HALLIBURTO	1/25/2012	9/21/2009	286	\$10,400.18	\$7,953.66	\$2,446.52	Long
'406216101	HAL	HALLIBURTO	1/25/2012	11/18/2008	308	\$11,200.19	\$5,478.01	\$5,722.18	Long
'416515104	HIG	HARTFORD F	1/25/2012	12/22/2009	168	\$3,058.02	\$3,910.50	(\$852.48)	Long
'416515104	HIG	HARTFORD F	1/25/2012	11/18/2008	1,718.00	\$31,271.94	\$16,467.44	\$14,804.50	Long
'G47791101	IR	INGERSOLL-	1/25/2012	9/21/2009	161	\$5,767.02	\$4,966.85	\$800.17	Long
'G47791101	IR	INGERSOLL-	1/25/2012	11/18/2008	834	\$29,873.88	\$11,500.86	\$18,373.02	Long
'46625H100	JPM	JPMORGAN C	1/25/2012	10/20/2008	321	\$12,076.35	\$14,990.47	(\$2,914.12)	Long
'46625H100	JPM	JPMORGAN C	1/25/2012	11/10/2008	63	\$2,370.13	\$3,004.97	(\$634.84)	Long
'46625H100	JPM	JPMORGAN C	1/25/2012	9/21/2009	427	\$16,064.18	\$18,971.61	(\$2,907.43)	Long
'46625H100	JPM	JPMORGAN C	1/25/2012	11/18/2008	205	\$7,712.31	\$6,738.35	\$973.96	Long
'534187109	LNC	LINCOLN NA	1/25/2012	6/23/2010	1,195.00	\$26,332.06	\$32,201.56	(\$5,869.50)	Long
'540424108	L	LOEWS CORP	1/25/2012	9/21/2009	893	\$34,122.66	\$31,022.82	\$3,099.84	Long
'540424108	L	LOEWS CORP	1/25/2012	3/20/2009	302	\$11,539.80	\$6,809.83	\$4,729.97	Long
'540424108	L	LOEWS CORP	1/25/2012	11/18/2008	317	\$12,112.97	\$8,319.65	\$3,793.32	Long
'58933Y105	MRK	MERCK & CO	1/25/2012	10/26/2009	326	\$12,632.71	\$10,451.96	\$2,180.75	Long
'58933Y105	MRK	MERCK & CO	1/25/2012	9/21/2009	674	\$26,117.94	\$21,500.60	\$4,617.34	Long
'59156R108	MET	METLIFE IN	1/25/2012	12/6/2010	387	\$13,917.03	\$15,790.51	(\$1,873.48)	Long
'59156R108	MET	METLIFE IN	1/25/2012	12/3/2009	398	\$14,312.60	\$13,610.82	\$701.78	Long
'59156R108	MET	METLIFE IN	1/25/2012	9/21/2009	137	\$4,926.70	\$5,268.02	(\$341.32)	Long
'59156R108	MET	METLIFE IN	1/25/2012	11/18/2008	1,130.00	\$40,636.27	\$21,782.53	\$18,853.74	Long
'594918104	MSFT	MICROSOFT	1/25/2012	9/21/2009	1,286.00	\$38,041.30	\$32,535.80	\$5,505.50	Long
'620076307	MSI	MOTOROLA S	1/25/2012	2/1/2010	179,4286	\$8,097.81	\$4,569.58	\$3,528.23	Long
'620076307	MSI	MOTOROLA S	1/25/2012	12/2/2009	344,8571	\$15,563.78	\$11,501.20	\$4,062.58	Long
'620076307	MSI	MOTOROLA S	1/25/2012	9/21/2009	139,5714	\$6,299.01	\$4,959.47	\$1,339.54	Long
'620076307	MSI	MOTOROLA S	1/25/2012	11/18/2008	146,1429	\$6,595.59	\$2,321.67	\$4,273.92	Long
'655044105	NBL	NOBLE ENER	1/25/2012	9/21/2009	589	\$60,333.26	\$39,856.70	\$20,476.56	Long
'629377508	NRG	NRG ENERGY	1/25/2012	10/20/2008	176	\$3,043.27	\$6,408.15	(\$3,364.88)	Long
'629377508	NRG	NRG ENERGY	1/25/2012	9/21/2009	598	\$10,340.21	\$16,542.68	(\$6,202.47)	Long
'629377508	NRG	NRG ENERGY	1/25/2012	11/18/2008	371	\$6,415.09	\$8,384.60	(\$1,969.51)	Long
'674599105	OXY	OCCIDENTAL	1/25/2012	4/14/2010	282	\$29,254.92	\$24,054.41	\$5,200.51	Long

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CUSIP/SEDOL	Symbol	Description	Date of Sale	Date Acquired	Quantity	Proceeds	Cost	Realized Gain/Loss	Holding Period
'674599105	OXY	OCCIDENTAL	1/25/2012	4/12/2010	80	\$8,299.27	\$6,939.99	\$1,359.28	Long
'717081103	PFE	PFIZER INC	1/25/2012	12/28/2010	1,835.00	\$39,867.56	\$32,359.67	\$7,507.89	Long
'717081103	PFE	PFIZER INC	1/25/2012	4/26/2010	742	\$16,120.83	\$12,576.78	\$3,544.05	Long
'717081103	PFE	PFIZER INC	1/25/2012	4/14/2010	1,451.00	\$31,524.70	\$24,693.46	\$6,831.24	Long
'717081103	PFE	PFIZER INC	1/25/2012	3/29/2010	1,964.00	\$42,670.24	\$33,951.49	\$8,718.75	Long
'718172109	PM	PHILIP MOR	1/25/2012	9/21/2009	437	\$33,556.58	\$21,059.03	\$12,497.55	Long
'724479100	PBI	PITNEY BOW	1/25/2012	9/21/2009	1,115.00	\$21,609.19	\$28,399.05	(\$6,789.86)	Long
'755111507	RTN	RAYTHEON C	1/25/2012	9/21/2009	604	\$30,039.63	\$28,756.44	\$1,283.19	Long
'80105N105	SNY	SANOFI SPO	1/25/2012	11/30/2010	703	\$25,773.27	\$21,373.33	\$4,399.94	Long
'80105N105	SNY	SANOFI SPO	1/25/2012	5/5/2010	499	\$18,294.26	\$16,506.84	\$1,787.42	Long
'80105N105	SNY	SANOFI SPO	1/25/2012	9/21/2009	757	\$27,753.01	\$28,213.39	(\$460.38)	Long
'80105N105	SNY	SANOFI SPO	1/25/2012	11/18/2008	691	\$25,333.34	\$20,773.46	\$4,559.88	Long
'87425E103	TLM	TALISMAN E	1/25/2012	9/21/2009	368	\$4,478.91	\$6,414.24	(\$1,935.33)	Long
'87425E103	TLM	TALISMAN E	1/25/2012	11/18/2008	1,420.00	\$17,282.76	\$12,311.40	\$4,971.36	Long
'887317303	TWX	TIME WARNE	1/25/2012	12/22/2010	441	\$16,877.37	\$14,204.61	\$2,672.76	Long
'887317303	TWX	TIME WARNE	1/25/2012	10/14/2010	1,099.00	\$42,059.49	\$34,328.04	\$7,731.45	Long
'907818108	UNP	UNION PACI	1/25/2012	9/21/2009	396	\$44,965.41	\$24,460.92	\$20,504.49	Long
'907818108	UNP	UNION PACI	1/25/2012	11/18/2008	75	\$8,516.18	\$4,312.50	\$4,203.68	Long
'91529Y106	UNM	UNUM GROUP	1/25/2012	9/17/2010	1,053.00	\$24,430.53	\$23,392.08	\$1,038.45	Long
'91529Y106	UNM	UNUM GROUP	1/25/2012	5/21/2010	1,433.00	\$33,246.86	\$31,652.34	\$1,594.52	Long
'92553P201	VIAB	VIACOM INC	1/25/2012	9/21/2009	674	\$32,669.50	\$18,804.60	\$13,864.90	Long
'92553P201	VIAB	VIACOM INC	1/25/2012	11/18/2008	1,308.00	\$63,400.15	\$20,190.33	\$43,209.82	Long
'949746101	WFC	WELLS FARG	1/25/2012	12/14/2008	743	\$22,409.27	\$21,535.03	\$874.24	Long
'949746101	WFC	WELLS FARG	1/25/2012	9/21/2009	79	\$2,382.68	\$2,248.34	\$134.34	Long
'949746101	WFC	WELLS FARG	1/25/2012	3/2/2009	1,046.00	\$31,547.91	\$11,547.84	\$20,000.07	Long
Long Term Gain								\$380,523.28	
\$1,976,435.73								\$1,595,912.45	
'031162100	AMGN	AMGEN INC	12/20/2011	3/22/2011	137	\$8,344.17	\$7,236.20	\$1,107.97	Short
'12673P105	CA	CA INC COM	1/25/2012	1/26/2011	241	\$6,044.67	\$5,634.35	\$410.32	Short
'17275R102	CSCO	CISCO SYS	1/25/2012	9/8/2011	1,273.00	\$25,221.31	\$20,660.79	\$4,560.52	Short
'17275R102	CSCO	CISCO SYS	1/25/2012	5/12/2011	2,283.00	\$45,231.92	\$38,458.05	\$6,773.87	Short

Luminous 9122
12/31/2012

CUSIP/SEDOL	Symbol	Description	Date of Sale	Date Acquired	Quantity	Proceeds	Cost	Realized Gain/Loss	Holding Period
'172967424	C	CITIGROUP	1/25/2012	6/1/2011	239	\$7,186.89	\$9,564.42	(\$2,377.53)	Short
'172967424	C	CITIGROUP	1/25/2012	5/12/2011	233	\$7,006.46	\$9,758.00	(\$2,751.54)	Short
'172967424	C	CITIGROUP	1/25/2012	3/31/2011	368.3866	\$11,077.62	\$16,287.70	(\$5,210.08)	Short
'126650100	CVS	CVS CAREMA	1/25/2012	2/4/2011	707	\$29,879.11	\$23,045.71	\$6,833.40	Short
'268648102	EMC	E M C CORP	1/25/2012	1/23/2012	1,038.00	\$26,656.67	\$24,209.95	\$2,446.72	Short
'37045V100	GM	GENERAL MO	1/25/2012	2/22/2011	430	\$10,747.59	\$15,435.74	(\$4,688.15)	Short
'38141G104	GS	GOLDMAN SA	1/25/2012	7/1/2011	93	\$10,068.21	\$12,665.26	(\$2,597.05)	Short
'38141G104	GS	GOLDMAN SA	1/25/2012	5/23/2011	66	\$7,145.17	\$9,034.07	(\$1,888.90)	Short
'38141G104	GS	GOLDMAN SA	1/25/2012	5/6/2011	62	\$6,712.13	\$9,300.00	(\$2,587.87)	Short
'38141G104	GS	GOLDMAN SA	1/25/2012	4/15/2011	107	\$11,583.84	\$16,585.00	(\$5,001.16)	Short
'416515104	HIG	HARTFORD F	1/25/2012	11/17/2011	988	\$17,984.10	\$16,855.61	\$1,128.49	Short
'416515104	HIG	HARTFORD F	1/25/2012	9/22/2011	1,149.00	\$20,914.71	\$18,371.80	\$2,542.91	Short
'594918104	MSFT	MICROSOFT	1/25/2012	8/15/2011	682	\$20,174.32	\$17,329.62	\$2,844.70	Short
'620076307	MSI	MOTOROLA S	1/25/2012	8/12/2011	136	\$6,137.83	\$5,416.20	\$721.63	Short
'693718108	PCAR	PACCAR INC	1/25/2012	9/30/2011	281	\$12,816.16	\$9,593.21	\$3,222.95	Short
'693718108	PCAR	PACCAR INC	1/25/2012	9/9/2011	628	\$28,642.53	\$22,144.29	\$6,498.24	Short
'755111507	RTN	RAYTHEON C	1/25/2012	8/17/2011	376	\$18,700.16	\$15,606.58	\$3,093.58	Short
'87425E103	TLM	TALISMAN E	1/25/2012	11/10/2011	847	\$10,308.82	\$11,290.98	(\$982.16)	Short
'87425E103	TLM	TALISMAN E	1/25/2012	10/24/2011	783	\$9,529.86	\$10,978.55	(\$1,448.69)	Short
'87425E103	TLM	TALISMAN E	1/25/2012	7/29/2011	877	\$10,673.93	\$16,163.12	(\$5,489.19)	Short
'87425E103	TLM	TALISMAN E	1/25/2012	7/1/2011	679	\$8,264.08	\$13,958.27	(\$5,694.19)	Short
'881624209	TEVA	TEVA PHARM	1/25/2012	9/20/2011	382	\$17,601.12	\$13,997.36	\$3,603.76	Short
'881624209	TEVA	TEVA PHARM	1/25/2012	6/23/2011	341	\$15,712.00	\$16,203.91	(\$491.91)	Short
'881624209	TEVA	TEVA PHARM	1/25/2012	6/9/2011	497	\$22,899.89	\$24,769.65	(\$1,869.76)	Short
'949746101	WFC	WELLS FARG	1/25/2012	5/2/2011	443	\$13,361.11	\$12,893.36	\$467.75	Short
Short Term Gain								\$3,178.63	
Grand Totals								\$383,701.91	

Realized Gain/Loss Statement:

Luminous 1032

Luminous 1032

12/31/2012

CUSIP/SEDOL	Description	Date of Sale	Date Acquired	Quantity	Proceeds	Cost	Realized Gain/Loss	Holding Period
'3133XHRK0	FEDERAL HO	12/9/2011	11/5/2008	100,000.00	\$100,000.00	\$100,000.00	\$0.00	Long
'73723REJ8	PORTSMOUTH	12/23/2011	11/14/2008	100,000.00	\$102,480.00	\$100,696.22	\$1,783.78	Long
'3133XFPR1	FEDERAL HO	1/26/2012	11/19/2008	100,000.00	\$118,760.00	\$101,453.36	\$17,306.64	Long
'3133XMQ87	FEDERAL HO	1/26/2012	12/3/2008	150,000.00	\$181,739.10	\$161,548.94	\$20,190.16	Long
'3133XMQ87	FEDERAL HO	1/26/2012	11/13/2008	25,000.00	\$30,289.90	\$24,753.63	\$5,536.27	Long
'419787EC6	HAWAII ST	1/27/2012	12/4/2008	75,000.00	\$88,610.00	\$75,001.60	\$13,608.40	Long
'516228PU1	LANSE CREU	1/27/2012	4/29/2010	100,000.00	\$113,890.00	\$100,002.63	\$13,887.37	Long
'649902NP4	NEW YORK S	1/27/2012	12/1/2008	50,000.00	\$55,233.00	\$49,287.17	\$5,945.83	Long
'73723REJ8	PORTSMOUTH	1/27/2012	11/14/2008	55,000.00	\$56,101.00	\$55,313.98	\$787.02	Long
'751396M41	RAMAPO N Y	1/27/2012	10/30/2008	150,000.00	\$153,410.00	\$149,802.19	\$3,607.81	Long
'797646NJ1	SAN FRANCI	1/27/2012	3/10/2010	75,000.00	\$83,795.00	\$75,000.00	\$8,795.00	Long
'8371473J4	SOUTH CARO	1/27/2012	12/16/2008	50,000.00	\$55,449.50	\$51,264.96	\$4,184.54	Long
'955686QT0	WEST ST PA	1/27/2012	12/3/2008	50,000.00	\$59,773.00	\$50,424.24	\$9,348.76	Long
'083763DP4	BERGEN CNT	8/30/2012	10/30/2008	150,000.00	\$183,573.50	\$150,003.98	\$33,569.52	Long
'31331Y4S6	FEDERAL FA	8/30/2012	12/2/2008	150,000.00	\$182,285.00	\$153,265.77	\$29,019.23	Long
'3133XFPR1	FEDERAL HO	8/30/2012	11/19/2008	50,000.00	\$58,636.00	\$50,636.71	\$7,999.29	Long
'3133XMQ87	FEDERAL HO	8/30/2012	11/13/2008	125,000.00	\$151,477.50	\$123,768.22	\$27,709.28	Long
'364195BJ5	GALVESTON	8/30/2012	9/10/2009	155,000.00	\$177,792.05	\$155,003.60	\$22,788.45	Long
'419787EC6	HAWAII ST	8/30/2012	12/4/2008	75,000.00	\$87,954.50	\$75,001.42	\$12,953.08	Long
'516228PU1	LANSE CREU	8/30/2012	4/29/2010	100,000.00	\$114,362.00	\$100,002.45	\$14,359.55	Long
'57586CV2	MASSACHUSE	8/30/2012	12/12/2008	150,000.00	\$180,779.00	\$151,937.24	\$28,841.76	Long
'648516L91	NEW ROCHEL	8/30/2012	11/4/2008	150,000.00	\$153,216.50	\$149,710.00	\$3,506.50	Long
'649902NP4	NEW YORK S	8/30/2012	12/1/2008	100,000.00	\$109,262.00	\$98,869.40	\$10,392.60	Long
'64986AK75	NEW YORK S	8/30/2012	1/26/2011	170,000.00	\$192,968.90	\$171,051.00	\$21,917.90	Long
'677521DL7	OHIO STATE	8/30/2012	8/27/2010	125,000.00	\$132,310.00	\$127,238.68	\$5,071.32	Long
'73358TR78	PORT AUTH	8/30/2012	12/18/2008	150,000.00	\$164,826.50	\$148,089.59	\$16,736.91	Long
'746189QZ5	PURDUE UNI	8/30/2012	12/2/2010	100,000.00	\$102,389.00	\$100,002.50	\$2,386.50	Long
'797646NJ1	SAN FRANCI	8/30/2012	3/10/2010	100,000.00	\$116,240.00	\$100,000.00	\$16,240.00	Long
'8371473J4	SOUTH CARO	8/30/2012	12/16/2008	100,000.00	\$107,608.00	\$101,771.57	\$5,836.43	Long
'914716UJ2	UNIVERSITY	8/30/2012	11/24/2008	135,000.00	\$154,809.35	\$133,077.14	\$21,732.21	Long
'955686QT0	WEST ST PA	8/30/2012	12/3/2008	100,000.00	\$124,635.00	\$100,788.87	\$23,846.13	Long

Luminous 1032
12/31/2012

CUSIP/SEDOL	Description	Date of Sale	Date Acquired	Quantity	Proceeds	Cost	Realized Gain/Loss	Holding Period
			Long Term Gain		\$3,694,655.30	\$3,284,767.06	\$409,888.24	
'5178402H6	LAS VEGAS	8/30/2012	9/29/2011	125,000.00	\$132,141.25	\$125,008.56	\$7,132.69	Short
'57582PWK2	MASSACHUSETTS	8/30/2012	12/22/2011	120,000.00	\$136,419.20	\$131,549.77	\$4,869.43	Short
'649906VW1	NEW YORK S	8/30/2012	5/4/2012	50,000.00	\$49,696.50	\$50,009.05	(\$312.55)	Short
'875231KC5	TAMPA FLA	8/30/2012	12/15/2011	110,000.00	\$114,434.00	\$110,009.54	\$4,424.46	Short
			Short Term Gain		\$432,690.95	\$416,576.92	\$16,114.03	
			Grand Totals		\$4,127,346.25	\$3,701,343.98	\$426,002.27	

941340

Form **8868**
(Rev. January 2012)Department of the Treasury
Internal Revenue Service**Application for Extension of Time To File an
Exempt Organization Return**

OMB No. 1545-1709

► **File a separate application for each return.**

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box ☒ **X**
- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form).

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.

Electronic filing (e-file). You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transferees Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit www.irs.gov/efile and click on *e-file for Charities & Nonprofits*.

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete Part I only ☐

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

Type or print File by the due date for filing your return. See instructions.	Name of exempt organization or other filer, see instructions. THE GOLDRICH FAMILY FOUNDATION	Employer identification number (EIN) or ☒ 95-4155986
	Number, street, and room or suite no. If a P.O. box, see instructions. 5150 OVERLAND AVENUE	Social security number (SSN) ☐
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. CULVER CITY, CA 90230	

Enter the Return code for the return that this application is for (file a separate application for each return)

01

Application Is For	Return Code	Application Is For	Return Code
Form 990	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 990-EZ	01	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

JONA GOLDRICH C/O GOLDRICH & KEST

- The books are in the care of ► **5150 OVERLAND AVENUE - CULVER CITY, CA 90230**

Telephone No. ► **310-204-2050**

FAX No. ►

- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) . If this is for the whole group, check this box ☐ . If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for.

- 1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until **JULY 15, 2013**, to file the exempt organization return for the organization named above. The extension is for the organization's return for:

► ☐ calendar year _____ or► ☒ tax year beginning **DEC 1, 2011**, and ending **NOV 30, 2012**

- 2 If the tax year entered in line 1 is for less than 12 months, check reason: ☐ Initial return ☐ Final return
☐ Change in accounting period

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	\$	53,244.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$	53,244.
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	\$	0.

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.

LHA For Privacy Act and Paperwork Reduction Act Notice, see Instructions.

Form 8868 (Rev. 1-2012)

**Application for Extension of Time To File an
Exempt Organization Return**

OMB No. 1545-1709

► **File a separate application for each return.**

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box ☐ ►
- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form).

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.

Electronic filing (e-file). You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit www.irs.gov/efile and click on **e-file for Charities & Nonprofits**.

Part I: Automatic 3-Month Extension of Time. Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete

Part I only

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

Type or print	Name of exempt organization or other filer, see instructions.	Employer identification number (EIN) or
	THE GOLDRICH FAMILY FOUNDATION	☒ 95-4155986
	Number, street, and room or suite no. If a P.O. box, see instructions.	Social security number (SSN)
File by the due date for filing your return. See instructions	5150 OVERLAND AVENUE	☐
	City, town or post office, state, and ZIP code. For a foreign address, see instructions.	
	CULVER CITY, CA 90230	

Enter the Return code for the return that this application is for (file a separate application for each return)

Application Is For	Return Code	Application Is For	Return Code
Form 990	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 990-EZ	01	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

JONA GOLDRICH C/O GOLDRICH & KEST

- The books are in the care of ► **5150 OVERLAND AVENUE - CULVER CITY, CA 90230**
- Telephone No. ► **310-204-2050** FAX No. ►

- If the organization does not have an office or place of business in the United States, check this box ☐ ►
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) . If this is for the whole group, check this box ☐ . If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for.

- 1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until **OCTOBER 15, 2013**, to file the exempt organization return for the organization named above. The extension is for the organization's return for:
- ☐ calendar year _____ or
- ☒ tax year beginning **DEC 1, 2011**, and ending **NOV 30, 2012**

- 2 If the tax year entered in line 1 is for less than 12 months, check reason: ☐ Initial return ☐ Final return
- ☐ Change in accounting period

3a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	\$	1,631.
b	If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$	1,631.
c	Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	\$	0.

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.

LHA For Privacy Act and Paperwork Reduction Act Notice, see Instructions.

Form **8868** (Rev. 1-2012)

• If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** and check this box ☒ **X**

Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.

• If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** (on page 1).

Part II Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed).

Enter filer's identifying number, see instructions	
Type or print	Name of exempt organization or other filer, see instructions
File by the due date for filing your return. See instructions	Employer identification number (EIN) or
	☒ 95-4155986
	Number, street, and room or suite no. If a P.O. box, see instructions.
	C/O NSBN LLP - 9454 WILSHIRE BLVD, 4TH FLR
	City, town or post office, state, and ZIP code. For a foreign address, see instructions.
	BEVERLY HILLS, CA 90212

Enter the Return code for the return that this application is for (file a separate application for each return)

04

Application Is For	Return Code	Application Is For	Return Code
Form 990	01		
Form 990-BL	02	Form 1041-A	08
Form 990-EZ	01	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

JONA GOLDRICH C/O GOLDRICH & KEST

• The books are in the care of ☒ 5150 OVERLAND AVENUE - CULVER CITY, CA 90230

Telephone No ☒ 310-204-2050

FAX No. ☐

• If the organization does not have an office or place of business in the United States, check this box ☐

• If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ☐. If this is for the whole group, check this box ☐. If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for.

4 I request an additional 3-month extension of time until OCTOBER 15, 2013.

5 For calendar year DEC 1, 2011, or other tax year beginning DEC 1, 2011, and ending NOV 30, 2012

6 If the tax year entered in line 5 is for less than 12 months, check reason: ☐ Initial return ☐ Final return

☐ Change in accounting period

7 State in detail why you need the extension

ADDITIONAL TIME IS NEEDED TO OBTAIN THE NECESSARY INFORMATION TO FILE A COMPLETE AND ACCURATE TAX RETURN.

8a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	8a	\$	103,244.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	8b	\$	103,244.
c Balance due. Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	8c	\$	0.

Signature and Verification must be completed for Part II only.

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form.

Signature Jayuh D Title CPA

Date 7/10/13