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Form 990-PF

Return of Private Foundation

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

2012

Open to Public
Inspection

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

For calendar year 2012, or tax year beginning 01-01-2012 , and ending 12-31-2012

Name of foundation THE PANETH FAMILY CHARITABLE TRUST % SAMUEL PANETH		A Employer identification number 11-6415770	
Number and street (or P O box number if mail is not delivered to street address) 3900 SHORE PARKWAY Suite		B Telephone number (see instructions)	
City or town, state, and ZIP code BROOKLYN, NY 11235		C If exemption application is pending, check here <input checked="" type="checkbox"/> <input type="checkbox"/>	
G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input checked="" type="checkbox"/> <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input checked="" type="checkbox"/> <input type="checkbox"/>	
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input checked="" type="checkbox"/> <input type="checkbox"/> F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input checked="" type="checkbox"/> <input type="checkbox"/>	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 7,182,006	J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis.)	(a) Revenue and expenses per books	
Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(b) Net investment income	
Revenue		(c) Adjusted net income	
1 Contributions, gifts, grants, etc , received (attach schedule)		10,000	
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B			
3 Interest on savings and temporary cash investments		205,586	205,586
4 Dividends and interest from securities.		420,237	417,521
5a Gross rents			
b Net rental income or (loss) _____			
6a Net gain or (loss) from sale of assets not on line 10		41,004	
b Gross sales price for all assets on line 6a 394,713			
7 Capital gain net income (from Part IV, line 2)			41,004
8 Net short-term capital gain			
9 Income modifications			
10a Gross sales less returns and allowances			
b Less Cost of goods sold			
c Gross profit or (loss) (attach schedule)			
11 Other income (attach schedule)			
12 Total. Add lines 1 through 11		676,827	664,111
Operating and Administrative Expenses		(d) Disbursements for charitable purposes (cash basis only)	
13 Compensation of officers, directors, trustees, etc		0	
14 Other employee salaries and wages			
15 Pension plans, employee benefits			
16a Legal fees (attach schedule)			
b Accounting fees (attach schedule)			
c Other professional fees (attach schedule)		25,068	25,068
17 Interest			
18 Taxes (attach schedule) (see instructions)		439	
19 Depreciation (attach schedule) and depletion			
20 Occupancy			
21 Travel, conferences, and meetings			
22 Printing and publications			
23 Other expenses (attach schedule)		168,839	168,589
24 Total operating and administrative expenses.			250
Add lines 13 through 23		194,346	193,657
25 Contributions, gifts, grants paid.		388,985	388,985
26 Total expenses and disbursements. Add lines 24 and 25		583,331	193,657
27 Subtract line 26 from line 12			
a Excess of revenue over expenses and disbursements		93,496	
b Net investment income (if negative, enter -0-)			470,454
c Adjusted net income (if negative, enter -0-)			

Part II Balance Sheets	Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
1 Cash—non-interest-bearing				
2 Savings and temporary cash investments		1,565,360	1,246,333	1,246,333
3 Accounts receivable ►				
Less allowance for doubtful accounts ►				
4 Pledges receivable ►				
Less allowance for doubtful accounts ►				
5 Grants receivable				
6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)				
7 Other notes and loans receivable (attach schedule) ►				
1,998,000		1,462,500	1,998,000	1,998,000
Less allowance for doubtful accounts ►				
8 Inventories for sale or use				
9 Prepaid expenses and deferred charges				
10a Investments—U S and state government obligations (attach schedule)		415,482	316,551	337,983
b Investments—corporate stock (attach schedule)		2,357,472	2,467,560	2,659,572
c Investments—corporate bonds (attach schedule)		499,619	491,530	502,896
11 Investments—land, buildings, and equipment basis ►				
Less accumulated depreciation (attach schedule) ►				
12 Investments—mortgage loans				
13 Investments—other (attach schedule)				
14 Land, buildings, and equipment basis ►				
Less accumulated depreciation (attach schedule) ►				
15 Other assets (describe ► _____)		563,267	437,222	437,222
16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)		6,863,700	6,957,196	7,182,006
17 Accounts payable and accrued expenses				
18 Grants payable				
19 Deferred revenue				
20 Loans from officers, directors, trustees, and other disqualified persons				
21 Mortgages and other notes payable (attach schedule)				
22 Other liabilities (describe ► _____)				
23 Total liabilities (add lines 17 through 22)			0	
Foundations that follow SFAS 117, check here ► <input type="checkbox"/> 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 ► <input checked="" type="checkbox"/> and complete lines 27 through 31.				
27 Capital stock, trust principal, or current funds				
28 Paid-in or capital surplus, or land, bldg , and equipment fund				
29 Retained earnings, accumulated income, endowment, or other funds		6,863,700	6,957,196	
30 Total net assets or fund balances (see page 17 of the instructions)		6,863,700	6,957,196	
31 Total liabilities and net assets/fund balances (see page 17 of the instructions)		6,863,700	6,957,196	

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	6,863,700
2 Enter amount from Part I, line 27a	2	93,496
3 Other increases not included in line 2 (itemize) ►	3	
4 Add lines 1, 2, and 3	4	6,957,196
5 Decreases not included in line 2 (itemize) ►	5	
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	6,957,196

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)
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1a See Additional Data Table

b

c

d

e

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
-----------------------	---	--	--

a See Additional Data Table

b

c

d

e

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

(i) FMV as of 12/31/69 (j) Adjusted basis as of 12/31/69 (k) Excess of col (i) over col (j), if any

(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))

a See Additional Data Table

b

c

d

e

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	41,004
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)	If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8	3	

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 page 18 of the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2011	1,704,086	6,725,088	0.253392
2010	572,800	7,934,175	0.072194
2009	230,420	5,981,696	0.038521
2008	890,093	7,474,710	0.119081
2007	315,807	7,045,684	0.044823

2 Total of line 1, column (d).

2 0.528011

3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years

3 0.105602

4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5.

4 6,758,698

5 Multiply line 4 by line 3.

5 713,732

6 Enter 1% of net investment income (1% of Part I, line 27b).

6 4,705

7 Add lines 5 and 6.

7 718,437

8 Enter qualifying distributions from Part XII, line 4.

8 389,235

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1	1	9,409
Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b		
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	
3	Add lines 1 and 2.	3	9,409
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	
5	Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-	5	9,409
6	Credits/Payments		
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a	10,901
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments Add lines 6a through 6d.	7	10,901
8	Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> 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 <input type="checkbox"/>	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid <input type="checkbox"/>	10	1,492
11	Enter the amount of line 10 to be Credited to 2013 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	11	

Part VII-A Statements Regarding Activities

		Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign? <input checked="" type="checkbox"/>	1a	No
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b	No
If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.			
c	Did the foundation file Form 1120-POL for this year?	1c	No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____		
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____		
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.	2	No
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 <input checked="" type="checkbox"/>	3	No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	No
b	If "Yes," has it filed a tax return on Form 990-T for this year?	4b	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T. <input checked="" type="checkbox"/>	5	No
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either ● By language in the governing instrument, or ● By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes
7	Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	7	Yes
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> NY		
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation .	8b	Yes
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 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? If "Yes," complete Part XIV	9	No
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10	No

Part VII-A Statements Regarding Activities (continued)

11		No
12		No
13	Yes	

Website address ►

14 The books are in care of ►SAMUEL PANETH Telephone no ►(973) 483-6800
Located at ►3900 SHORE PARKWAY BROOKLYN NY ZIP +4 ►11235

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

16 At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? ► 16

See instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes", enter the name of the foreign country ►

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ► Yes <input checked="" type="checkbox"/> No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ► Yes <input checked="" type="checkbox"/> No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ► Yes <input checked="" type="checkbox"/> No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ► Yes <input checked="" type="checkbox"/> 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 <input checked="" type="checkbox"/> 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 <input checked="" type="checkbox"/> No		
1b 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 page 20 of the instructions)? ► Organizations relying on a current notice regarding disaster assistance check here. ►	1b	
1c 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 2012? ►	1c	No
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 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? ► Yes <input checked="" type="checkbox"/> No If "Yes," list the years ► 20____, 20____, 20____, 20____	2a	
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions) ►	2b	No
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► 20____, 20____, 20____, 20____		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ► Yes <input checked="" type="checkbox"/> No	3a	
b If "Yes," did it have excess business holdings in 2012 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 2012.) ►	3b	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? ►	4a	No
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 2012? ►	4b	No

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))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions).	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?		5b	
c	Organizations relying on a current notice regarding disaster assistance check here. <input checked="" type="checkbox"/>			
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?	<input type="checkbox"/> Yes <input type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		6b	No
If "Yes" to 6b, file Form 8870.				
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?		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 (see instructions).**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SAMUEL PANETH 3900 SHORE PARKWAY BROOKLYN, NY 11235	TRUSTEE 0	0	0	0
THOMAS PANETH 3900 SHORE PARKWAY BROOKLYN, NY 11235	TRUSTEE 0	0	0	0
MORTON PANETH 3900 SHORE PARKWAY BROOKLYN, NY 11235	TRUSTEE 0	0	0	0
LEAH WERNER 3900 SHORE PARKWAY BROOKLYN, NY 11235	TRUSTEE 0	0	0	0

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Total number of other employees paid over \$50,000.				0

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

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

Part IX-A Summary of Direct Charitable Activities

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

1	
2	
3	
4	

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

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

1	NONE	
2		
All other program-related investments See page 24 of the instructions		
3		

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 3,346,162
b	Average of monthly cash balances.	1b 1,083,684
c	Fair market value of all other assets (see instructions).	1c 2,431,776
d	Total (add lines 1a, b, and c).	1d 6,861,622
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e
2	Acquisition indebtedness applicable to line 1 assets.	2 0
3	Subtract line 2 from line 1d.	3 6,861,622
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4 102,924
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5 6,758,698
6	Minimum investment return. Enter 5% of line 5.	6 337,935

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.	1 337,935
2a	Tax on investment income for 2012 from Part VI, line 5.	2a 9,409
b	Income tax for 2012 (This does not include the tax from Part VI).	2b
c	Add lines 2a and 2b.	2c 9,409
3	Distributable amount before adjustments Subtract line 2c from line 1.	3 328,526
4	Recoveries of amounts treated as qualifying distributions.	4
5	Add lines 3 and 4.	5 328,526
6	Deduction from distributable amount (see instructions).	6
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7 328,526

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 389,235
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 0
3	Amounts set aside for specific charitable projects that satisfy the	
a	Suitability test (prior IRS approval required).	3a 0
b	Cash distribution test (attach the required schedule).	3b 0
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4 389,235
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions).	5
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6 389,235

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 2011	(c) 2011	(d) 2012
1 Distributable amount for 2012 from Part XI, line 7				328,526
2 Undistributed income, if any, as of the end of 2012			0	
a Enter amount for 2011 only.				
b Total for prior years 2010, 2009, 2008				
3 Excess distributions carryover, if any, to 2012				
a From 2007.				
b From 2008.	316,907			
c From 2009.				
d From 2010.	182,737			
e From 2011.	1,374,160			
f Total of lines 3a through e.	1,873,804			
4 Qualifying distributions for 2012 from Part XII, line 4 ► \$ 389,235			0	
a Applied to 2011, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see instructions).				
c Treated as distributions out of corpus (Election required—see instructions).				
d Applied to 2012 distributable amount.				328,526
e Remaining amount distributed out of corpus	60,709			
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a).)				
6 Enter the net total of each column as indicated below:	1,934,513			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b.				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.				
d Subtract line 6c from line 6b Taxable amount—see instructions.				
e Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount—see instructions.			0	
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013.				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions).				
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions).				
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a.	1,934,513			
10 Analysis of line 9				
a Excess from 2008.	316,907			
b Excess from 2009.				
c Excess from 2010.	182,737			
d Excess from 2011.	1,374,160			
e Excess from 2012.	60,709			

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

1a	If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2012, enter the date of the ruling. <input type="text"/>			
b	Check box to indicate whether the organization is a private operating foundation described in section <input type="checkbox"/> 4942(j)(3) or <input type="checkbox"/> 4942(j)(5)			
2a	Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed.			
b	85% of line 2a.			
c	Qualifying distributions from Part XII, line 4 for each year listed.			
d	Amounts included in line 2c not used directly for active conduct of exempt activities.			
e	Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c.			
3	Complete 3a, b, or c for the alternative test relied upon			
a	"Assets" alternative test—enter			
(1)	Value of all assets.			
(2)	Value of assets qualifying under section 4942(j)(3)(B)(i).			
b	"Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed.			
c	"Support" alternative test—enter			
(1)	Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties).			
(2)	Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(III).			
(3)	Largest amount of support from an exempt organization			
(4)	Gross investment income			

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

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

MORTON PANETH LEAH WERNER SAMU

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

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

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

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

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

c Any submission deadlines

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

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
SEE ATTACHED STATEMENT 121 3900 SHORE PARKWAY BROOKLYN, NY 11235	NONE	TAX EXEMPT	CHARITABLE	388,985
Total			► 3a	388,985
b Approved for future payment				
Total			► 3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

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

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

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
30,000 SH EDISON MISSION ENERGY	P	2011-04-14	2012-03-07
50,000 SH GENERAL MTRS ACCEPT CORP BONDS	P	2011-08-18	2012-03-08
20,000 SH J C PENNEY CO INC	P	2011-10-27	2012-05-08
6000 SH PRUDENTIAL FINANCIAL INC	P	2012-09-25	2012-11-15
25,000 SH SEARS HOLDING CORP	P	2011-08-31	2012-05-09
50,000 SH ALLEN PARK MI SER A	P	2010-01-20	2012-03-07
50,000 SH CALIFORNIA POLLUTN CTL	P	2010-09-15	2012-05-03
15,000 SH EDISON MISSION ENERGY SR NOTES	P	2010-10-20	2012-03-07
2998 3 SH GOLDMAN SACHS TR FINL SQ MNY MKT FD	P	2011-05-18	2012-04-13
3095 31 SH GOLDMAN SACHS TR FINL SQ MNY MKT FD	P	2011-05-18	2012-10-12
28 SH GENL DYNAMICS CORP COM	P	2011-12-07	2012-02-01
14 SH MEDTRONIC INC	P	2011-12-07	2012-01-31
27 SH MERCK & CO INC NEW	P	2011-12-07	2012-05-14
51 SH WALGREEN CO	P	2011-12-07	2012-01-31
19 SH BECTON DICKINSON & CO	P	2011-12-07	2012-09-12
176 SH HUMAN GENOME SCIENCES INC	P	2012-01-01	2012-07-16
43 SH MCGRAW-HILL COMPANIES INC	P	2011-12-07	2012-11-09
25 SH MEDTRONIC INC	P	2011-12-07	2012-11-08
234 SH HUMAN GENOME SCIENCES INC	P	2011-03-01	2012-07-16
THRU WELLS FARGO LT - SEE ATCH D-1 3/3	P		
2195 SH TCW TOTAL RETURN BOND FUND CLI	P	2009-08-24	2012-06-04
CAPITAL GAIN DIVIDENDS	P		

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
19,030		27,096	-8,066
52,783		49,255	3,528
19,518		19,530	-12
6,000		6,041	-41
22,170		21,878	292
32,503		49,630	-17,127
52,514		49,755	2,759
8,789		12,035	-3,246
2,998		2,998	
3,095		3,095	
1,948		1,816	132
543		496	47
1,033		958	75
1,690		1,732	-42
1,484		1,385	99
2,501		3,013	-512
2,187		1,808	379
1,030		885	145
3,325		5,850	-2,525
128,467		72,567	55,900
21,687		21,886	-199
			9,418

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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

**(l) Gains (Col (h) gain minus
col (k), but not less than -0-) or
Losses (from col (h))**

(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))
			-8,066
			3,528
			-12
			-41
			292
			-17,127
			2,759
			-3,246
			132
			47
			75
			-42
			99
			-512
			379
			145
			-2,525
			55,900
			-199

2012

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

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

Name of the organization
THE PANETH FAMILY CHARITABLE TRUST**Employer identification number**

11-6415770

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 foundation

Check 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)

Name of organization

THE PANETH FAMILY CHARITABLE TRUST

Employer identification number

11-6415770

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
1	MORTON PANETH 1444 53RD STREET BROOKLYN, NY 11219	\$ 10,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)

Name of organization THE PANETH FAMILY CHARITABLE TRUST			Employer identification number 11-6415770
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
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received

Name of organization THE PANETH FAMILY CHARITABLE TRUST			Employer identification number 11-6415770
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 <i>exclusively religious, charitable, etc., contributions of \$1,000 or less</i> for the year (Enter this information once. See instructions) ► \$ 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	
—	—	—	—
(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	
—	—	—	—
(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	
—	—	—	—
(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	
—	—	—	—

**TY 2012 All Other Program
Related Investments Schedule**

Name: THE PANETH FAMILY CHARITABLE TRUST

EIN: 11-6415770

Category	Amount
NONE	

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2012 Depreciation Schedule

Name: THE PANETH FAMILY CHARITABLE TRUST

EIN: 11-6415770

**TY 2012 Investments Corporate
Bonds Schedule****Name:** THE PANETH FAMILY CHARITABLE TRUST**EIN:** 11-6415770

Name of Bond	End of Year Book Value	End of Year Fair Market Value
WELLS FARGO- SEE STMT 9.1 6/6	491,530	502,896

TY 2012 Investments Corporate Stock Schedule

Name: THE PANETH FAMILY CHARITABLE TRUST

EIN: 11-6415770

Name of Stock	End of Year Book Value	End of Year Fair Market Value
HSBC- DREYFUS STRUCTURED MID-C	44,861	71,973
HSBC- EUROPACIFIC GROWTH FUND	85,224	95,369
HSBC- GOLDMAN SACHS HIGH YIELD	94,568	103,346
HSBC- THE GROWTH FUND OF AMERI	83,280	111,398
HSBC- MFS VALUE FUND CLASS I	87,214	110,893
HSBC- AEW REAL ESTATE FUND CLA	31,262	47,723
HSBC- TCW TOTAL RETURN BOND FU	539,423	552,195
WELLS FARGO		
WELLS FARGO-SEE STMT 8.1 12/12	788,862	871,311
WELLS FARGO-SEE STMT 8.2 3/3	653,108	644,037
WELLS FARGO-CYS INVESTMENT INC	12,705	11,810
WELLS FARGO-PITNEY BOWES INC	20,762	15,960
WELLS FARGO-RR DONNELLEY & SON	16,291	13,485
WELLS FARGO & CO 5.2% PFD	10,000	10,072

TY 2012 Investments Government Obligations Schedule

Name: THE PANETH FAMILY CHARITABLE TRUST

EIN: 11-6415770

**US Government Securities - End of
Year Book Value:**

**US Government Securities - End of
Year Fair Market Value:**

**State & Local Government
Securities - End of Year Book
Value:** 316,551

**State & Local Government
Securities - End of Year Fair
Market Value:** 337,983

TY 2012 Land, Etc. Schedule**Name:** THE PANETH FAMILY CHARITABLE TRUST**EIN:** 11-6415770

TY 2012 Other Assets Schedule

Name: THE PANETH FAMILY CHARITABLE TRUST**EIN:** 11-6415770

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
ANNUITIES	221,283	116,000	116,000
CASH SURRENDER VALUE	336,090	317,776	317,776
DIVIDEND RECEIVABLE	5,894	3,446	3,446

TY 2012 Other Expenses Schedule

Name: THE PANETH FAMILY CHARITABLE TRUST

EIN: 11-6415770

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
BANK CHARGES	75	75		
INSURANCE	168,465	168,465		
OFFICE	49	49		
NYS FILING FEE	250			250

**TY 2012 Other Notes/Loans
Receivable Short Schedule****Name:** THE PANETH FAMILY CHARITABLE TRUST**EIN:** 11-6415770

Name of 501(c)(3) Organization	Balance Due
GEORGE KATZ- DBA WINDSOR HEALTHCARE SYS	200,000
YAAKOV STEFANSKY	8,000
A1 MANAGEMENT GROUP LLC	
694 FRANKLIN AVENUE LLC	
BUSHWICK LOFTS	250,000
TAAFFE RESIDENCE	200,000
683 STERLING PLACE REALTY	400,000
SOHO 06 INC	240,000
MENAHAN LOFTS	350,000
MENAHAN LOFTS	350,000

TY 2012 Other Professional Fees Schedule

Name: THE PANETH FAMILY CHARITABLE TRUST**EIN:** 11-6415770

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT ADVISORY FEES	25,068	25,068		

TY 2012 Taxes Schedule

Name: THE PANETH FAMILY CHARITABLE TRUST**EIN:** 11-6415770

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES	439			

THE PAN ETH FAM ILYCHARITABLE TRUST
EIN: 11-6415770
CONTRIBUTIONS PAID - 2012

Name	Address	Relationship	Purpose	Status	Amount
ACH TOV V CHESSED	123 S 8TH STREET, APT 7C BROOKLYN, NY 11211	None	Charitable	Exempt	1,800 00
AMER FRIENDS OF MERKAZ CHASIDEI VIZNITZ	285 LEE AVENUE BROOKLYN, NY 11206	None	Charitable	Exempt	2,500 00
AMERICAN FRIENDS BELZ	1301 47th Street Brooklyn, NY 11219	None	Charitable	Exempt	3,600 00
BEIS AVROHAM	1124 E 21st Street Brooklyn, NY 11210	None	Charitable	Exempt	1,800 00
BETH JACOB	5610 12TH AVENUE BROOKLYN, NY 11219	None	Charitable	Exempt	10,000 00
BETH MEDRASH GOVOHA	617 6TH STREET LAKWOOD, NJ 08701	None	Charitable	Exempt	1,150 00
BIKUR CHOLIM	5120 12TH AVE BROOKLYN, NY 11219	None	Charitable	Exempt	500 00
BNAI LEVY FUND	166 Ross Street Brooklyn, NY 11211	None	Charitable	Exempt	7,200 00
BONEI OLAM	4205 17th Ave Brooklyn, NY 11204	None	Charitable	Exempt	500 00
BORO PARK HATZOLAH	5215 - 16th Avenue Brooklyn, NY 11204	None	Charitable	Exempt	30,000 00
CATV	1347 42ed Street Brooklyn, NY 11219	None	Charitable	Exempt	2,500 00
CONG AHAVAT SHALOM	1601 42ND STREET BROOKLYN, NY 11204	None	Charitable	Exempt	7,500 00
CONG BAIS AVROHOM	1124 East 21st Street Brooklyn, NY 11210	None	Charitable	Exempt	8,900 00
CONG BAIS AVROHOM	1124 East 21st Street Brooklyn, NY 11210	None	Charitable	Exempt	11,000 00
CONG BEER YITZCHOK	5902 14TH AVE BROOKLYN, NY 11219	None	Charitable	Exempt	500 00
CONG BNOS MORDECHAI SEMINARY	1383 57TH STREET BROOKLYN, NY 11219	None	Charitable	Exempt	4,300 00
CONG CHAIM VOCHESED	169 Hewes Street Brooklyn, NY 11211	None	Charitable	Exempt	125 00
CONG CHAKAL YITZCHOK	1462 56TH STREET BROOKLYN, NY 11219	None	Charitable	Exempt	18,600 00
CONG HAYASHAR V'HATOV	1371 40th Street Brooklyn, NY 11211	None	Charitable	Exempt	25,000 00
CONG KAHAL UIREI HASHEM INC	1556 53RD STREET BROOKLYN, NY 11219	None	Charitable	Exempt	360 00
CONG KOLLEL TIFERETH ZVI	1417 49TH STREET BROOKLYN, NY 11219	None	Charitable	Exempt	1,000 00
CONG KOSON	1455 41ST STREET BROOKLYN, NY 11218	None	Charitable	Exempt	500 00
CONG MENUCHAT USHER	1426 45TH STREET BROOKLYN, NY 11219	None	Charitable	Exempt	1,000 00
CONG NACHLAS MAHARIM D CHASIDEI STRETIN	1811 47TH STREET BROOKLYN, NY 11204	None	Charitable	Exempt	5,000 00
CONG OHR SHOLEM	235 PENN STREET BROOKLYN, NY 11211	None	Charitable	Exempt	150 00
CONG SAAR SHOLEM	4303 15TH AVENUE BROOKLYN, NY 11219	None	Charitable	Exempt	1,000 00
CONG TOLDOS YEHUDA	5629 56th Street Brooklyn, NY 11219	None	Charitable	Exempt	1,000 00
CONG YESHIVAS ISRAEL	1320 54th Street Brooklyn, NY 11219	None	Charitable	Exempt	5,000 00
CONG YISROEL ZEV	1145 55TH STREET BROOKLYN, NY 11219	None	Charitable	Exempt	1,000 00
CONGREGATION DORG	814 East 3rd Street Brooklyn, NY 11218	None	Charitable	Exempt	23,500 00
CYS (SEAGATE) HURRICANE RELIEF FUND	3832 LYME AVE SEAGATE, NY 11224	None	Charitable	Exempt	1,000 00
GEMILAS CHESSED TORAS CHAIM	1460 56TH STREET BROOKLYN, NY 11219	None	Charitable	Exempt	1,000 00
IMREI YEHUDA SEKELHID	1274 49TH STREET, STE 100 BROOKLYN, NY 11219	None	Charitable	Exempt	360 00
KHAL SIEBENBURGEN	202 Hewes Street Brooklyn, NY 11211	None	Charitable	Exempt	20,000 00
KHAL TORAS CHAIM	1824 53RD STREET BROOKLYN, NY 11204	None	Charitable	Exempt	3,600 00
KOL SHEMA	199 LEE AVENUE BROOKLYN, NY 11211	None	Charitable	Exempt	250 00
KOLEL MATEH EFRAIM	1264 56TH STREET BROOKLYN, NY 11219	None	Charitable	Exempt	50 00
KOLEL SHOMRE HACHOMOS	18 HEYWARD STREET BROOKLYN, NY 11249	None	Charitable	Exempt	1,000 00
KOLEL SIEBENBURGEN	202 HEWES STREET BROOKLYN, NY 11211	None	Charitable	Exempt	25,000 00
KOLLEL MAREH YECHESKEL	1411 41ST STREET BROOKLYN, NY 11219	None	Charitable	Exempt	2,500 00
KOLLEL TOLDOS YOSEF PUPA	1137 53rd Street Brooklyn, NY 11219	None	Charitable	Exempt	250 00
KOLLEL ZICHRON SHNEUR WESLEY	8 MEADOW BROOK MONSEY, NY 10052	None	Charitable	Exempt	20,000 00
MEKOR CHAIM	1571 55TH STREET BROOKLYN, NY 11219	None	Charitable	Exempt	2,500 00
MERKAZ HAKOLILIM SKVER	5 Roosevelt Ave New Square, NY 10977	None	Charitable	Exempt	10,000 00
MESIVTA RABBI CHAIM BERLIN	1585 Coney Island Ave Brooklyn, NY 11230	None	Charitable	Exempt	1,000 00
MIKVAH ISRAEL OF BENSONHURST	48 BAY 28TH STREET BROOKLYN, NY 11214	None	Charitable	Exempt	5,000 00
MOSDOS BELZ	1601 42ND STREET BROOKLYN, NY 11204	None	Charitable	Exempt	5,000 00
MOSDOS TORAH VEYIRAH	320 ROEBLING ST, SUITE 228 BROOKLYN, NY 11211	None	Charitable	Exempt	25,000 00
MOSDOS VIZNITZ	5314 16TH AVE PMB 171 BROOKLYN, NY 11204	None	Charitable	Exempt	1,000 00
OHR L'AMI	149 EAST 8TH STREET LAKWOOD, NJ 08701	None	Charitable	Exempt	1,800 00
OHR SHARAYON	260 MARCY AVE BROOKLYN, NY 11211	None	Charitable	Exempt	5,000 00
OSEH TZEDOKE	16 NESHER CT MONSEY, NY 10952	None	Charitable	Exempt	500 00

Name	Address	Relationship	Purpose	Status	Amount
OST	1601 42ND STREET BROOKLYN, NY 11204	None	Charitable	Exempt	1,000 00
OUR PLACE IN NEW YORK INC	95 LAWRENCE AVE BROOKLYN, NY 11230	None	Charitable	Exempt	10,000 00
PEKIACH NEFES	1544 48th St Brooklyn, NY 11219	None	Charitable	Exempt	3,600 00
RIVKAH LAUFER BIKUR CHOLIM	1406 57TH STREET BROOKLYN, NY 11219	None	Charitable	Exempt	150 00
SAAREI CHAIM KASSO	21 WILSON ST BROOKLYN, NY 11249	None	Charitable	Exempt	360 00
SHEVES ACHIM	PO Box 191217 Brooklyn, NY 11219	None	Charitable	Exempt	1,000 00
SPINKA	1460 56TH STREET BROOKLYN, NY 11219	None	Charitable	Exempt	1,000 00
TOLDOS YEHUDA	5629 56th Street Brooklyn, NY 11219	None	Charitable	Exempt	28,000 00
TYY	101 WILSON AVE SPRING VALLEY, NY 10977	None	Charitable	Exempt	500 00
UJA	5301 14TH AVE BROOKLYN, NY 11219	None	Charitable	Exempt	500 00
VAAD HATZOLAH NICHE YISROEL	1673 51ST STREET BROOKLYN, NY 11204	None	Charitable	Exempt	500 00
VAAD HATZVIES DAISH	320 ROEBLING STREET BROOKLYN, NY 11211	None	Charitable	Exempt	1,000 00
WILLOWBROOK COMMUNITY KOLLEL	61 RUPERT AVE STATEN ISLAND, NY 10314	None	Charitable	Exempt	500 00
YAD EFRAIM	1274 49th Street Brooklyn, NY 11219	None	Charitable	Exempt	10,500 00
YAD ELIEZER FUND	1102 EAST 26TH STREET BROOKLYN, NY 11210	None	Charitable	Exempt	2,000 00
YESHIVA BAIS MEYER	1327 38th Street Brooklyn, NY 11218	None	Charitable	Exempt	2,000 00
YESHIVA CHASAM SOFER	169 Penn Street Brooklyn, NY 11211	None	Charitable	Exempt	360 00
YESHIVA ERLROY	1823 62ND STREET BROOKLYN, NY 11204	None	Charitable	Exempt	360 00
YESHIVA HARBOTZES TORAH	1049 EAST 15TH STREET BROOKLYN, NY 11230	None	Charitable	Exempt	500 00
YESHIVA IMREI YOSEF	1426 56th Street Brooklyn, NY 11219	None	Charitable	Exempt	6,000 00
YESHIVA KARLIN STOLIN	1818 54 th Street Brroklyn, NY 11204	None	Charitable	Exempt	1,000 00
YESHIVA MACHZIKEI HADAS	1301 47th Street Brooklyn, NY 11219	None	Charitable	Exempt	500 00
YESHIVA NOVOMINSK KOL YEHUDA	1690 60th Street Brooklyn, NY 11204	None	Charitable	Exempt	1,000 00
YESHIVA SHAAREI TORAH	91 WEST CARLTON RD SUFFERN, NY 10901	None	Charitable	Exempt	500 00
YESHIVA SLOBEDKA	169 PARKVILLE AVE BROOKLYN, NY 11230	None	Charitable	Exempt	500 00
YESHIVA TIFERES SHMUEL	1517 56st Street Brooklyn, NY 11219	None	Charitable	Exempt	500 00
YESHIVA TORAS EMES TORAH FUND	22 WISPERING PINES LANE LAKEWOOD, NJ 08701	None	Charitable	Exempt	5,000 00
YESHIVA VYELIPOL	860 EAST 27TH STREET BROOKYN, NY 11210	None	Charitable	Exempt	360 00
YETEV LEV	5215 14th Ave Brooklyn, NY 11219	None	Charitable	Exempt	1,000 00
					388,985 00

PANETH FAMILY CHARITABLE TR
SAMUEL PANETH TTEE ET AL
U/A DTD 01/01/2001

DECEMBER 1 - DECEMBER 31, 2012
ACCOUNT NUMBER 8872-8150

Additional information

	THIS PERIOD	THIS YEAR		THIS PERIOD	THIS YEAR
Gross proceeds	0 00	138,994 40	Foreign withholding	-8 39	-55 44

Portfolio detail

Cash and Sweep Balances

Bank Deposit Sweep - Consists of monies held at Wells Fargo Bank, N A and (if amounts exceed \$250,000) at one or more other Wells Fargo affiliated banks. These assets are not covered by SIPC, but are instead eligible for FDIC insurance of up to \$250,000 per depositor, per institution, in accordance with FDIC rules. For additional information on the Bank Deposit Sweep for your account, please contact Your Financial Advisor

DESCRIPTION	% OF ACCOUNT	ANNUAL PERCENTAGE YIELD EARNED*	CURRENT MARKET VALUE	ESTIMATED ANNUAL INCOME
Cash	0 00	0 00	25 50	0 00
BANK DEPOSIT SWEEP	5 19	0 04	47,676 37	19 07
Interest Period 12/01/12 - 12/31/12				
Total Cash and Sweep Balances	5.19		\$47,701.87	\$19.07

* APYE measures the total amount of the interest paid on an account based on the interest rate and the frequency of the compounding during the interest period. The annual percentage yield earned is expressed as an annualized rate, based on a 365 day year

Stocks, options & ETFs

Stocks and ETFs

DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	ANNUAL YIELD (%)
ABBOTT LABORATORIES									
ABT									
Acquired 10/28/11 L		26	54 18	1,408 84		1,703 00	294 16		
Acquired 12/01/11 L		18	54 73	985 29		1,179 00	193 71		
Acquired 12/07/11 L		24	54 12	1,298 88		1,572 00	273 12		
Total	0.48	68		\$3,693.01	65.5000	\$4,454.00	\$760.99	\$38.08	0.85
ADT CORP/THE									
ADT									
Acquired 12/31/10 L nc		1 20	238		26 90	6,404 44	46 4900	11,064 62	4,660 18
								119 00	1 07



DMA/CUSTOMIZED BLEND/MULTI-CAP GROWTH

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Stocks, options & ETFs

Stocks and ETFs continued

DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ESTIMATED	
								ANNUAL INCOME	ANNUAL YIELD (%)
AIR PRODUCTS & CHEMICALS INC APD									
Acquired 12/07/11 L	0.20	22	82.22	1,808.84	84.0200	1,848.44	39.60	56.32	3.04
ALTRIA GROUP INC MO									
Acquired 12/07/11 L	0.44	128	28.51	3,649.28	31.4400	4,024.32	375.04	225.28	5.59
AMC NETWORKS INC CLASS A AMCX									
Acquired 12/31/10 L nc	0.72	134	37.20	4,986.08	49.5000	6,633.00	1,646.92	N/A	N/A
AMERICAN EXPRESS COMPANY AXP									
Acquired 03/25/11 L		2	45.33	90.66		114.96	24.30		
Acquired 04/06/11 L		11	46.23	508.64		632.28	123.64		
Acquired 08/09/11 L		6	44.42	266.56		344.88	78.32		
Acquired 11/08/12 S		17	55.85	949.50		977.16	27.66		
Total	0.23	36		\$1,815.36	57.4800	\$2,069.28	\$253.92	\$28.80	1.39
ANADARKO PETROLEUM CORP APC									
Acquired 12/31/10 L nc		390	76.94	30,010.46		28,980.90	-1,029.56		
Acquired 11/26/12 S		71	74.34	5,278.21		5,276.01	-2.20		
Total	3.73	461		\$35,288.67	74.3100	\$34,256.91	-\$1,031.76	\$165.96	0.48
APACHE CORP COMMON APA									
Acquired 12/07/11 L	0.16	19	96.36	1,830.84	78.5000	1,491.50	-339.34	12.92	0.86
APPLE INC AAPL									
Acquired 03/17/10 L nc		17	225.93	3,840.85		9,046.93	5,206.08		
Acquired 10/25/11 L		3	402.18	1,206.55		1,596.52	389.97		
Acquired 11/14/11 L		2	378.74	757.48		1,064.35	306.87		
Acquired 02/01/12 S		1	456.12	456.13		532.17	76.04		
Total	1.33	23		\$6,261.01	532.1729	\$12,239.97	\$5,978.96	\$243.80	1.99

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PANETH FAMILY CHARITABLE TR
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Stocks, options & ETFs

Stocks and ETFs continued

DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ANNUAL INCOME	ANNUAL YIELD (%)	ESTIMATED
ARCOS DORADOS HOLDINGS INC CLASS A										
ARCO										
Acquired 12/07/11 L	0.05	42	21.79	915.18	11.9600	502.32	-412.86	10.02	1.99	
AUTODESK INC										
ADSK										
Acquired 12/31/10 L nc		440	38.09	16,761.88		15,554.00	-1,207.88			
Acquired 08/28/12 S		200	30.97	6,195.36		7,070.00	874.64			
Total	2.46	640		\$22,957.24	35.3500	\$22,624.00	-\$333.24			N/A
AUTOMATIC DATA PROCESSING										
ADP										
Acquired 12/07/11 L	0.22	35	51.09	1,788.15	56.9300	1,992.55	204.40	60.90	3.05	
BIOGEN IDEC INC										
BIIB										
Acquired 12/31/10 L nc		220	67.07	9,256.54	146.3700	20,199.06	10,942.52			
BLACKROCK INC										
BLK										
Acquired 12/07/11 L		5	171.50	857.50		1,033.55	176.05			
Acquired 02/01/12 S		5	182.95	914.76		1,033.55	118.79			
Total	0.22	10		\$1,772.26	206.7100	\$2,067.10	\$294.84			\$60.00
BROADCOM CORP										
CL A										
BRCM										
Acquired 12/31/10 L nc		420	43.20	18,148.16		13,948.20	-4,199.96			
			43.56	18,299.36						
Acquired 10/04/11 L		10	31.81	318.17		332.10	13.93			
			31.90	319.07						
Acquired 11/26/12 S		207	32.20	6,665.61		6,874.47	208.86			
Total	2.30	637		\$25,131.94	33.2100	\$21,154.77	-\$3,977.17			\$254.80
				\$25,284.04						1.20
CABLEVISION SYSTEMS										
NY GROUP CL A NEW										
CVC										
Acquired 12/31/10 L nc		710	24.57	17,447.40		10,607.40	-6,840.00			
Acquired 11/26/12 S		759	13.99	10,620.23		11,339.46	719.23			



DMA/CUSTOMIZED BLEND/MULTI-CAP GROWTH

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PANETH FAMILY CHARITABLE TR
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Stocks, options & ETFs

Stocks and ETFs continued

DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ANNUAL INCOME	ANNUAL YIELD (%)	ESTIMATED
Total	2.39	1,469		\$28,067.63	14.9400	\$21,946.86	-\$6,120.77	\$881.40	4.02	
CATERPILLAR INC CAT										
Acquired 12/07/11 L	0.38	39	94.34	3,679.26	89.6085	3,494.73	-184.53	81.12	2.32	
CHEVRON CORPORATION CVX										
Acquired 12/07/11 L	0.78	66	104.30	6,884.20	108.1400	7,137.24	253.04	237.60	3.32	
CITRIX SYSTEM INC CTXS										
Acquired 12/31/10 L nc		180	68.04	12,247.20		11,811.60	-435.60			
Acquired 10/19/12 S		25	65.20	1,630.12		1,640.50	10.38			
Acquired 11/26/12 S		15	62.16	932.48		984.30	51.82			
Total	1.57	220		\$14,809.80	65.6200	\$14,436.40	-\$373.40	N/A	N/A	
COCA-COLA COMPANY KO										
Acquired 03/17/10 L nc		60	26.80	1,608.19		2,175.00	566.81			
Acquired 12/07/11 L		162	33.15	5,370.69		5,872.50	501.81			
Acquired 02/01/12 S		30	34.16	1,024.97		1,087.50	62.53			
Total	0.99	252		\$8,003.85	36.2500	\$9,135.00	\$1,131.15	\$257.04	2.81	
COMCAST CORP CL A SPL NEW CMCSK										
Acquired 12/31/10 L nc	5.26	1,346	20.73	27,915.52	35.9200	48,348.32	20,432.80	874.90	1.80	
CONOCOPHILLIPS COP										
Acquired 12/07/11 L	0.48	76	55.42	4,212.51	57.9900	4,407.24	194.73	200.64	4.55	
COVIDIEN PLC COV										
Acquired 12/31/10 L nc	1.50	239	45.41	10,854.61	57.7400	13,799.86	2,945.25	248.56	1.80	
CREE INC CREE										
Acquired 12/31/10 L nc		280	65.75	18,410.78		9,514.40	-8,896.38			
Acquired 01/19/11 L		70	54.47	3,813.36		2,378.60	-1,434.76			
Acquired 04/20/11 L		140	39.24	5,494.73		4,757.20	-737.53			
Acquired 11/26/12 S		157	31.70	4,977.54		5,334.86	357.32			
Total	2.39	647		\$32,696.41	33.9800	\$21,985.06	-\$10,711.35	N/A	N/A	

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Stocks, options & ETFs

Stocks and ETFs continued

DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ESTIMATED	
								ANNUAL INCOME	ANNUAL YIELD (%)
DIAGEO PLC SPONSORED ORD NEW									
DEO Acquired 11/09/12 S	0.23	18	114.75	2,065.56	116.5800	2,098.44	32.88		49.93 2.37
DIRECTV									
DTV Acquired 12/31/10 L nc	1.52	279	39.82	11,111.56	50.1600	13,994.64	2,883.08		N/A N/A
DISNEY WALT COMPANY									
DIS Acquired 12/07/11 L	0.27	50	36.60	1,830.00	49.7900	2,489.50	659.50		37.50 1.50
DOLBY LABORATORIES INC									
CL A									
DLB									
Acquired 12/31/10 L nc		180	66.64	11,996.50		5,279.40	-6,717.10		
Acquired 02/07/11 L		45	56.66	2,549.87		1,319.85	-1,230.02		
Acquired 04/06/11 L		45	49.04	2,207.16		1,319.85	-887.31		
Acquired 08/07/12 S		134	33.43	4,480.00		3,930.22	-549.78		
Acquired 11/26/12 S		230	32.33	7,436.25		6,745.90	-690.35		
Total	2.02	634		\$28,669.78	29.3300	\$18,595.22	-\$10,074.56		N/A N/A
EXXON MOBIL CORP									
XOM									
Acquired 12/07/11 L	1.29	137	80.50	11,029.16	86.5500	11,857.35	828.19		312.36 2.63
FLUOR CORP (NEW)									
FLR									
Acquired 12/31/10 L nc		270	66.48	17,951.22		15,859.80	-2,091.42		
Acquired 10/04/11 L		30	45.89	1,376.71		1,762.20	385.49		
Acquired 11/26/12 S		81	53.72	4,351.98		4,757.94	405.96		
Total	2.44	381		\$23,679.91	58.7400	\$22,379.94	-\$1,299.97		\$243.84 1.09
FOREST LABS INC									
FRX									
Acquired 12/31/10 L nc		940	32.08	30,161.03		33,200.80	3,039.77		
Acquired 11/26/12 S		86	33.28	2,862.51		3,037.52	175.01		
Total	3.94	1,026		\$33,023.54	35.3200	\$36,238.32	\$3,214.78		N/A N/A
FRANKLIN RESOURCES INC									
BEN									
Acquired 12/07/11 L	0.25	18	98.99	1,781.82	125.7000	2,262.60	480.78		20.88 0.92



DMA/CUSTOMIZED BLEND/MULTI-CAP GROWTH



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PANETH FAMILY CHARITABLE TR
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Stocks, options & ETFs

Stocks and ETFs continued

DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ESTIMATED	
								ANNUAL INCOME	ANNUAL YIELD (%)
FREEPORT-MCMORAN COPPER & GOLD INC CLASS B FCX									
Acquired 03/10/11 L		200	46.95	9,391.80		6,840.00	-2,551.80		
Acquired 12/07/11 L		80	40.39	3,231.20		2,736.00	-495.20		
Acquired 11/26/12 S		58	38.63	2,240.54		1,983.60	-256.94		
Total	1.26	338		\$14,863.54	34.2000	\$11,559.60	-\$3,303.94	\$422.50	3.65
GENERAL ELECTRIC COMPANY GE									
Acquired 12/07/11 L	0.38	166	16.58	2,752.28	20.9900	3,484.34	732.06	126.16	3.62
HSBC HOLDINGS PLC-SPON ADR HBC									
Acquired 12/07/11 L	0.40	70	39.39	2,757.66	53.0700	3,714.90	957.24	175.00	4.71
IMMUNOGEN INC IMGN									
Acquired 12/31/10 L nc		515	9.33	4,808.24		6,566.25	1,758.01		
Acquired 02/11/11 L		62	8.71	540.40		790.50	250.10		
Total	0.80	577		\$5,348.64	12.7500	\$7,356.75	\$2,008.11	N/A	N/A
INTEL CORP INTC									
Acquired 12/07/11 L	0.33	146	25.23	3,684.37	20.6200	3,010.52	-673.85	131.40	4.36
INTERNATIONAL BUSINESS MACHINE CORP IBM									
Acquired 12/07/11 L		19	192.01	3,648.19		3,639.45	-8.74		
Acquired 09/12/12 S		12	203.59	2,443.17		2,298.60	-144.57		
Total	0.65	31		\$6,091.36	191.5500	\$5,938.05	-\$153.31	\$105.40	1.77
INTUITIVE SURGICAL INC COM NEW ISRG									
Acquired 12/07/11 L	0.21	4	434.10	1,736.40	490.3700	1,961.48	225.08	N/A	N/A
ISIS PHARMACEUTICALS ISIS									
Acquired 12/31/10 L nc		590	10.12	5,975.52		6,159.60	184.08		

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Stocks, options & ETFs

Stocks and ETFs continued

DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ESTIMATED	
								ANNUAL INCOME	ANNUAL YIELD (%)
Acquired 11/26/12 S		179	8 96	1,603 84		1,868 76	264 92		
Total	0.87	769		\$7,579.36	10.4400	\$8,028.36	\$449.00	N/A	N/A
JOHNSON & JOHNSON									
JNJ									
Acquired 01/18/05 L nc		3	62 92	188 76		210 30	21 54		
Acquired 05/26/05 L nc		25	67 50	1,687 55		1,752 50	64 95		
Acquired 12/07/11 L		59	63 67	3,756 88		4,135 90	379 02		
Total	0.66	87		\$5,633.19	70.1000	\$6,098.70	\$465.51	\$212.28	3.48
JPMORGAN CHASE & CO									
JPM									
Acquired 12/07/11 L		0 67	139	33 02	4,590 61	43 9691	6,111 70	1,521 09	
KRAFT FOODS GROUP									
KRFT									
Acquired 12/07/11 L		0 08	17	38 21	649 62	45 4700	772 99	123 37	
L-3 COMMUNICATIONS HLDGS									
INC									
LLL									
Acquired 12/31/10 L nc		340	67 85	23,069 54		26,050 80	2,981 26		
Acquired 11/26/12 S		16	76 65	1,226 42		1,225 92	~0 50		
Total	2.97	356		\$24,295.96	76.6200	\$27,276.72	\$2,980.76	\$712.00	2.61
LAUDER ESTEE COS INC									
CL A									
EL									
Acquired 12/07/11 L		0 21	32	55 93	1,789 76	59 8600	1,915 52	125 76	
LIBERTY INTERACTIVE CORP									
LINTA									
Acquired 12/31/10 L nc		1 53	713	13 63	9,719 57	19 6800	14,031 84	4,312 27	
LIBERTY MEDIA CORP									
LIBERTY CAPITAL-SERIES A									
LMCA									
Acquired 12/31/10 L nc		1 59	126	62 69	7,899 29	116 0100	14,617 26	6,717 97	
MCDONALDS CORP									
MCD									
Acquired 03/17/10 L nc		20	65 88	1,317 72		1,764 20	446 48		
Acquired 12/07/11 L		38	95 81	3,640 78		3,351 98	-288 80		
Total	0.56	58		\$4,958.50	88.2100	\$5,116.18	\$157.68	\$178.64	3.49



DMA/CUSTOMIZED BLEND/MULTI-CAP GROWTH



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Stocks, options & ETFs

Stocks and ETFs continued

DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ANNUAL INCOME	ANNUAL YIELD (%)	ESTIMATED
MERCK & CO INC NEW MRK										
Acquired 12/07/11 L	0.23	51	35.48	1,809.48	40.9400	2,087.94	278.46	87.72	4.20	
MONDELEZ INTL INC MDLZ										
Acquired 12/07/11 L	0.14	51	23.56	1,201.68	25.4532	1,298.11	96.43	26.52	2.04	
NATIONAL OILWELL VARCO INC NOV										
Acquired 12/31/10 L nc		180	67.61	12,170.95		12,303.00	132.05			
Acquired 11/26/12 S		12	71.03	852.37		820.20	-32.17			
Total	1.43	192		\$13,023.32	68.3500	\$13,123.20	\$99.88		\$99.84	0.76
NESTLE S A REG ADR NSRGY										
Acquired 12/07/11 L	0.71	100	55.43	5,543.00	65.1700	6,517.00	974.00	177.20	2.71	
NEWS CORP INC-CL A NWSA										
Acquired 12/07/11 L	0.29	103	17.52	1,805.14	25.5100	2,627.53	822.39	17.51	0.66	
NOVO NORDISK A S ADR NVO										
Acquired 12/07/11 L	0.43	24	114.74	2,753.76	163.2100	3,917.04	1,163.28	43.96	1.12	
NUCOR CORP NUE										
Acquired 12/31/10 L nc		410	43.91	18,005.64		17,695.60	-310.04			
Acquired 11/26/12 S		91	40.89	3,721.22		3,927.56	206.34			
Total	2.35	501		\$21,726.86	43.1600	\$21,623.16	-\$103.70		\$736.47	3.41
OCCIDENTAL PETE CORP OXY										
Acquired 03/17/10 L nc		14	83.11	1,163.64		1,072.54	-91.10			
Acquired 12/07/11 L		34	94.99	3,229.66		2,604.74	-624.92			
Total	0.40	48		\$4,393.30	76.6100	\$3,677.28	-\$716.02		\$103.68	2.82
ORACLE CORPORATION ORCL										
Acquired 05/16/12 S		53	26.98	1,430.26	33.3200	1,765.96	335.70	12.72	0.72	

PANETH FAMILY CHARITABLE TR
 SAMUEL PANETH TTEE ET AL
 U/A DTD 01/01/2001

DECEMBER 1 - DECEMBER 31, 2012
 ACCOUNT NUMBER 8872-8150

Stocks, options & ETFs

Stocks and ETFs continued

DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ESTIMATED	
								ANNUAL INCOME	ANNUAL YIELD (%)
PALL CORP									
PLL									
Acquired 12/31/10 L nc	2.20	335	49.60	16,617.34	60.2600	20,187.10	3,569.76	335.00	1.65
PENTAIR LTD									
PNR									
Acquired 12/31/10 L nc		175	30.66	5,366.91		8,601.25	3,234.34		
Acquired 11/26/12 S		40	47.66	1,906.75		1,966.00	59.25		
Total	1.15	215		\$7,273.66	49.1500	\$10,567.25	\$3,293.59	\$189.20	1.79
PEPSICO INCORPORATED									
PEP									
Acquired 03/22/06 L nc		22	59.84	1,316.48		1,505.46	188.98		
Acquired 03/17/10 L nc		35	66.19	2,317.00		2,395.05	78.05		
Total	0.42	57		\$3,633.48	68.4300	\$3,900.51	\$267.03	\$122.55	3.14
PHILIP MORRIS INTERNATIONAL INC									
PM									
Acquired 12/07/11 L	1.11	122	74.89	9,137.32	83.6400	10,204.08	1,066.76	414.80	4.06
PHILLIPS 66									
PSX									
Acquired 12/07/11 L	0.22	38	32.94	1,251.89	53.1000	2,017.80	765.91	38.00	1.88
PRAXAIR INC									
PX									
Acquired 03/17/10 L nc		15	81.07	1,216.14		1,641.75	425.61		
Acquired 02/07/11 L		3	95.19	285.59		328.35	42.76		
Acquired 02/23/11 L		9	97.50	877.57		985.05	107.48		
Total	0.32	27		\$2,379.30	109.4500	\$2,955.15	\$575.85	\$59.40	2.01
PROCTER & GAMBLE CO									
PG									
Acquired 03/22/06 L nc		19	59.44	1,129.36		1,289.91	160.55		
Acquired 03/17/10 L nc		11	63.69	700.68		746.79	46.11		
Acquired 09/16/11 L		14	64.17	898.42		950.46	52.04		
Acquired 12/07/11 L		41	64.70	2,652.70		2,783.49	130.79		
Total	0.63	85		\$5,381.16	67.8900	\$5,770.65	\$389.49	\$191.08	3.31
QUALCOMM INC									
QCOM									
Acquired 03/17/10 L nc		10	38.89	388.96		618.60	229.64		



DMA/CUSTOMIZED BLEND/MULTI-CAP GROWTH



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ATCH 8.1 9/12

PANETH FAMILY CHARITABLE TR
 SAMUEL PANETH TTEE ET AL
 U/A DTD 01/01/2001

DECEMBER 1 - DECEMBER 31, 2012
 ACCOUNT NUMBER 8872-8150

Stocks, options & ETFs

Stocks and ETFs continued

DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ANNUAL INCOME	ANNUAL YIELD (%)
Acquired 09/24/10 L nc		16	44.78	716.64		989.75	273.11		
Acquired 10/28/10 L nc		16	44.49	711.88		989.75	277.87		
Total	0.28	42		\$1,817.48	61.8596	\$2,598.10	\$780.62	\$42.00	1.62
RIO TINTO PLC SPONSORED ADR RIO									
Acquired 12/07/11 L	0.34	53	52.18	2,765.54	58.0900	3,078.77	313.23	87.71	2.84
ROCHE HOLDINGS LTD ADR RHHBY									
Acquired 12/07/11 L	0.38	69	39.96	2,757.24	50.5000	3,484.50	727.26	106.39	3.05
ROYAL DUTCH SHELL PLC ADR CL A RDS/A									
Acquired 12/07/11 L	0.49	65	70.88	4,607.59	68.9500	4,481.75	-125.84	190.06	4.24
SABMILLER PLC ADR SBMRY									
Acquired 03/19/12 S		10	41.65	416.58		467.90	51.32		
Acquired 03/20/12 S		15	40.98	614.74		701.85	87.11		
Total	0.13	25		\$1,031.32	46.7900	\$1,169.75	\$138.43	\$22.67	1.94
SANDISK CORPORATION SNDK									
Acquired 12/31/10 L nc		360	49.54	17,837.00		15,660.00	-2,177.00		
Acquired 11/26/12 S		145	40.61	5,888.45		6,307.50	419.05		
Total	2.39	505		\$23,725.45	43.5000	\$21,967.50	-\$1,757.95	N/A	N/A
SEAGATE TECHNOLOGY PLC STX									
Acquired 12/31/10 L nc	3.31	1,000	14.92	14,926.40	30.4200	30,420.00	15,493.60	1,520.00	4.99
TARGET CORP TGT									
Acquired 12/07/11 L	0.44	69	53.69	3,705.24	59.1700	4,082.73	377.49	99.36	2.43
TE CONNECTIVITY LTD TEL									
Acquired 12/31/10 L nc		690	35.17	24,271.99		25,612.80	1,340.81		
Acquired 11/26/12 S		93	34.87	3,242.93		3,452.16	209.23		
Total	3.16	783		\$27,514.92	37.1200	\$29,064.96	\$1,550.04	\$657.72	2.26

PANETH FAMILY CHARITABLE TR
SAMUEL PANETH TTEE ET AL
U/A DTD 01/01/2001

DECEMBER 1 - DECEMBER 31, 2012
ACCOUNT NUMBER 8872-8150

Stocks, options & ETFs

Stocks and ETFs continued

DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ESTIMATED								
								ANNUAL INCOME	ANNUAL YIELD (%)							
TEXAS INSTRUMENTS INC																
TXN																
Acquired 07/12/11 L		12	31.47	377.72		370.68	-7.04									
Acquired 09/02/11 L		18	25.15	452.70		556.02	103.32									
Acquired 12/07/11 L		61	30.09	1,835.86		1,884.29	48.43									
Total	0.31	91		\$2,666.28	30.8900	\$2,810.99	\$144.71		\$76.44	2.72						
TIME WARNER CABLE																
TWC																
Acquired 12/07/11 L	0.16	15	61.90	928.50	97.1900	1,457.85	529.35		33.60	2.30						
TOTAL S A SPONS ADR																
TOT																
Acquired 12/07/11 L	0.50	89	51.40	4,575.13	52.0100	4,628.89	53.76		223.12	4.82						
TYCO INTERNATIONAL LTD																
SHS																
TYC																
Acquired 12/31/10 L nc		730	20.57	15,018.43		21,352.50	6,334.07									
Acquired 11/26/12 S		12	27.50	330.08		351.00	20.92									
Total	2.36	742		\$15,348.51	29.2500	\$21,703.50	\$6,354.99		\$445.20	2.05						
UNITED TECHNOLOGIES CORP																
UTX																
Acquired 12/07/11 L	0.43	48	74.78	3,589.44	82.0100	3,936.48	347.04		102.72	2.60						
UNITEDHEALTH GROUP																
INC																
UNH																
Acquired 12/31/10 L nc	4.54	770	36.08	27,786.29	54.2400	41,764.80	13,978.51		654.50	1.56						
VERTEX PHARMACEUTICALS																
INC																
VRTX																
Acquired 12/31/10 L nc	1.54	337	35.09	11,827.03	41.9000	14,120.30	2,293.27		N/A	N/A						
WAL-MART STORES INC																
WMT																
Acquired 12/07/11 L	0.47	63	58.94	3,713.84	68.2300	4,298.49	584.65		100.17	2.33						
WALGREEN COMPANY																
WAG																
Acquired 12/07/11 L	0.23	58	33.96	1,969.95	37.0100	2,146.58	176.63		63.80	2.97						



PANETH FAMILY CHARITABLE TR
 SAMUEL PANETH TTEE ET AL
 U/A DTD 01/01/2001

DECEMBER 1 - DECEMBER 31, 2012
 ACCOUNT NUMBER 8872-8150

Stocks, options & ETFs

Stocks and ETFs continued

DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ESTIMATED	
								ANNUAL INCOME	ANNUAL YIELD (%)
WEATHERFORD INTERNATIONAL LTD REG									
WFT									
Acquired 12/31/10 L nc		1,300	22.85	29,716.00		14,547.00	-15,169.00		
Acquired 11/26/12 S		2,168	9.86	21,396.64		24,259.92	2,863.28		
Total	4.22	3,468		\$51,112.64	11.1900	\$38,806.92	-\$12,305.72	N/A	N/A
XILINX INC									
XLNX									
Acquired 05/15/12 S	0.09	23	32.87	756.12	35.8610	824.80	68.68	20.24	2.45
Total Stocks and ETFs	94.81			\$788,709.93		\$871,310.89	\$82,600.96	\$14,110.22	1.62
Total Stocks, options & ETFs	94.81			\$788,709.93		\$871,310.89	\$82,600.96	\$14,110.22	1.62

nc Cost information for this tax lot is not covered by IRS reporting requirements. Unless indicated, cost for all other lots will be reported to the IRS

Activity detail by date

DATE	ACCOUNT TYPE	TRANSACTION/ CHECK NUMBER	QUANTITY	DESCRIPTION	PRICE	AMOUNT	CASH AND SWEEP BALANCES
12/01				BEGINNING BALANCE			43,202.81
12/03	Cash	DIVIDEND		CONOCOPHILLIPS 120312 76	50.16		
12/03	Cash	DIVIDEND		INTEL CORP 120112 146 AS OF 12/01/12	32.85		
12/03	Cash	DIVIDEND		PHILLIPS 66 120312 38	9.50		43,295.32
12/10	Cash	DIVIDEND		BROADCOM CORP CL A 121012 430	43.00		
12/10	Cash	DIVIDEND		CHEVRON CORPORATION 121012 66	59.40		
12/10	Cash	DIVIDEND		EXXON MOBIL CORP 121012 137	78.09		

PANETH FAMILY CHARITABLE TR
 MORTON PANETH TTEE
 SAMUEL PANETH TTEE
 UIA DTD 06/29/1992
 DECEMBER 1 - DECEMBER 31, 2012
 ACCOUNT NUMBER 8010-5105

Additional information

	THIS PERIOD	THIS YEAR
Gross proceeds	0 00	6,093 61

Portfolio detail

Mutual Funds

Open End Mutual Funds

Open End Mutual Fund shares are priced at net asset value. Estimated Annual Income and Yield refer to Dividends and Interest Income only, and typically do not reflect Total return.

ESTIMATED

DESCRIPTION	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ANNUAL INCOME	ANNUAL YIELD (%)
BLACKROCK GLOBAL ALLOC GLOBAL ALLOCATION INSTIT MALOX								
Acquired 05/18/11 nc	4,286 42000	20 25	86,800 00		84,999 67	-1,800 33		
Reinvestments m	204 74800	18 75	3,840 48		4 060 19	219 71		
Total	4,491.16800		\$90,640.48	19.8300	\$89,059.88	-\$1,580.62	\$1,284.47	1.44
ROYCE FUND SMID-CAP VALUE FUND SERVICE CLASS RMVSX								
Acquired 05/18/11 nc	5,044 75200	12 29	62,000 00		58,821 76	-3,178 24		
Reinvestments nc	8 03800	10 23	82 23		93.77	11 54		
Total	5,052.79000		\$62,082.23	11.6600	\$58,915.53	-\$3,166.70	N/A	N/A
GOLDMAN SACHS TR FINL SQUARE MONEY MKT FD INSTL CLASS FSMXX								
Acquired 05/18/11 nc	2,646 99000	1 00	2,646 99		2,646 99	0 00		
Reinvestments m	17 29000	1 00	17 29		17 29	0 00		
Total	2,664.28000		\$2,664.28	1.0000	\$2,664.28	\$0.00	N/A	N/A



CUSTOMCHOICE

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PANETH FAMILY CHARITABLE TR
 MORTON PANETH TTEE
 SAMUEL PANETH TTEE
 U/A DTD 06/29/1992
 DECEMBER 1 - DECEMBER 31, 2012
 ACCOUNT NUMBER 8010-5105

Mutual Funds

Open End Mutual Funds continued

DESCRIPTION	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ESTIMATED	
							ANNUAL INCOME	ANNUAL YIELD (%)
IVY FDS INC ASSET STRATEGY FD CL I IVAFX								
Acquired 05/18/11 nc Reinvestments m	3,096 42700 138 91200	26 03 24 75	80,600 00 3,438 65		80,723 82 3,621 46	123 82 182 81		
Total	3,235.33900		\$84,038.65	26.0700	\$84,345.28	\$306.63	\$2,481.50	2.94
MANAGERS AMG FUNDS YACKTMAN FUND SERVICE CLASS YACKX								
Acquired 05/18/11 nc Reinvestments	4,094 66199 142 21001	18 17 18 17	74,400 00 2,584 38		78,289 90 2,719 09	3,889 90 134 71		
Total	4,236.87200		\$76,984.38	19.1200	\$81,008.99	\$4,024.61	\$1,067.69	1.32
PERMANENT PORTFOLIO FD PERM PORTFOLIO PORTFOLIO PRPFX								
Acquired 05/18/11 nc Reinvestments m	1,807 58000 51 24800	48 02 47 95	86,800 00 2,457 45		87,920 67 2,492 72	1,120 67 35 27		
Total	1,858.82800		\$89,257.45	48.6400	\$90,413.39	\$1,155.94	\$501.88	0.56
PIMCO REAL RETURN BOND REAL RETURN BOND FUND INSTL CLASS PRRIX								
Acquired 05/18/11 nc Reinvestments m	3,722 12700 409 02000	11 66 12 10	43,400 00 4,950 80		45,670 46 5,018 71	2,270 46 67 91		
Total	4,131.14700		\$48,350.80	12.2700	\$50,689.17	\$2,338.37	\$999.73	1.97
PIMCO FDS PAC INV MGMT SER-COMMODITY REAL RETURN STRAT FD INSTL CL PCRIX								
Acquired 05/18/11 nc Reinvestments m	5,254 23700 1,711 79400	9 44 7 33	49,600 00 12,550 64		34,888 08 11,366 36	-14,711 92 -1,184 28		
Total	6,966.03100		\$62,150.64	6.6400	\$46,254.44	-\$15,896.20	\$1,226.02	2.65

PANETH FAMILY CHARITABLE TR
 MORTON PANETH TTEE
 SAMUEL PANETH TTEE
 U/A DTD 06/29/1992
 DECEMBER 1 - DECEMBER 31, 2012
 ACCOUNT NUMBER 8010-5105

Mutual Funds

Open End Mutual Funds continued

DESCRIPTION	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ANNUAL INCOME	ANNUAL YIELD (%)	ESTIMATED
PIMCO FDS PAC INVT DIVERSIFIED INC FD INSTL PDIIX Acquired 05/18/11 nc Reinvestments m	5,312.76800 497 41900	11.67 11.73	62,000.00 5,837.46		65,028.23 6,088.45	3,028.23 250.99			
Total	5,810.18700		\$67,837.46	12.2400	\$71,116.68	\$3,279.22		\$3,201.41	4.50
TEMPLETON INCOME TR GLOBAL TOTAL RETURN FD ADVISOR CLASS TTRZX Acquired 05/18/11 nc Reinvestments m	4,558.82400 545 28800	13.60 13.02	62,000.00 7,101.61		62,136.73 7,432.31	136.73 330.70			
Total	5,104.11200		\$69,101.61	13.6300	\$69,589.04	\$487.43		\$3,067.57	4.41
Total Open End Mutual Funds			\$653,107.98		\$644,036.66	-\$9,071.32		\$13,830.27	2.15
Total Mutual Funds			\$653,107.98		\$644,036.66	-\$9,071.32		\$13,830.27	2.15

m This security contains multiple tax lots that may or may not include cost information that is reportable to the IRS

nc Cost information for this tax lot is not covered by IRS reporting requirements Unless indicated, cost for all other lots will be reported to the IRS

Activity detail

DATE	ACCOUNT TYPE	TRANSACTION	QUANTITY	DESCRIPTION	PRICE	AMOUNT	CASH AND SWEEP BALANCES
12/01				BEGINNING BALANCE			0.00
12/03	Cash	DIVIDEND		GOLDMAN SACHS TR FINL SQUARE MONEY MKT FD INSTL CLASS 113012 2,663.98000 AS OF 11/30/12	0.30		
12/03	Cash	DIVIDEND		PIMCO REAL RETURN BOND REAL RETURN BOND FUND INSTL CLASS 113012 4,003.61900 AS OF 11/30/12	84.08		



CUSTOMCHOICE

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ATCH 8.2 3/3

PANETH FAMILY CHARITABLE TR
 SAM PANETH TTEE
 THOMAS PANETH TTEE ET AL
 U/A DTD 06/29/1992
 DECEMBER 1 - DECEMBER 31, 2012
 ACCOUNT NUMBER 5761-4240

Fixed Income Securities

Corporate and municipal bonds and other fixed income securities are priced by a computerized pricing service or, for less actively traded issues, by utilizing a yield-based matrix system to arrive at an estimated market value

Corporate Bonds

DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ACCRUED INTEREST	ANNUAL INCOME	ESTIMATED ANNUAL YIELD (%)
PATRIOT COAL CORP SENIOR NOTES CALLABLE CPN 8.250% DUE 04/30/18 DTD 05/05/10 FC 10/30/10 CALL 04/30/14 @ 100 000 Moody WR, S&P NR CUSIP 70336TAC8 Acquired 10/12/11 L nc	0.95	25,000	93.59 92.50	23,397.62 23,130.00	49.2620	12,315.50	-11,082.12	N/A	N/A	N/A
RR DONNELLEY & SONS CO SENIOR NOTES CPN 7.250% DUE 05/15/18 DTD 06/01/11 FC 11/15/11 Moody BA3 S&P BB CUSIP 257867AX9 Acquired 10/18/12 S nc	1.86	25,000	103.02	25,760.00	97.0010	24,250.25	-1,509.75	231.60	1,812.50	7.47
SLM CORP STEP COUPON NOTES/SER A CALLABLE CPN 6.000% DUE 06/15/18 DTD 06/20/03 FC 12/15/03 CALL 06/15/13 @ 100 000 Moody BA1 S&P NR CUSIP 78442FAV0 Acquired 07/08/11 L nc	1.16	15,000	100.00	15,005.00	100.4970	15,074.55	69.55	40.00	900.00	5.97
GENL MOTORS ACCEPT CORP SMARTNOTES SEMI ANNUAL PAY CPN 6.900% DUE 07/15/18 DTD 07/15/03 FC 01/15/04 CALL 07/15/13 @ 100 000 Moody B1 S&P B+ CUSIP 37042G5R3 Acquired 06/17/11 L nc	0.38	5,000	99.85	4,997.70	99.0920	4,954.60	-43.10	159.08	345.00	6.96

PANETH FAMILY CHARITABLE TR
 SAM PANETH TTEE
 THOMAS PANETH TTEE ET AL
 U/A DTD 06/29/1992
 DECEMBER 1 - DECEMBER 31, 2012
 ACCOUNT NUMBER 5761-4240

Fixed Income Securities

Corporate Bonds continued

DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ACCRUED INTEREST	ANNUAL INCOME	ANNUAL YIELD (%)	ESTIMATED
SLM CORP STEP EDNOTES SEMI ANNUAL PAY CALLABLE CPN 5.500% DUE 03/15/19 DTD 01/23/04 FC 03/15/04 Moody BA1, S&P BBB- CUSIP 78490FJM2 Acquired 10/19/11 L nc	1.92	25,000	91.87	22,973.75	99.9510	24,987.75	2,014.00	404.86	1,375.00	5.50	
GENL MOTORS ACCEPT CORP SMARTNOTES CALLABLE SEMI ANNUAL PAY CPN 9.000% DUE 07/15/20 DTD 07/06/05 FC 01/15/06 CALL 07/15/13 @ 100.000 Moody B1, S&P B+ CUSIP 3704A0B92 Acquired 08/10/10 L nc	2.81	36,000	102.32	36,842.36	101.3570	36,488.52	-353.84	1,494.00	3,240.00	8.87	
CHESAPEAKE ENERGY CORP SR NT CPN 6.875% DUE 11/15/20 DTD 05/15/06 FC 11/15/06 Moody BA3, S&P BB- CUSIP 165167BU0 Acquired 05/03/12 S nc	4.20	50,000	98.46	49,237.50	109.2500	54,625.00	5,387.50	439.24	3,437.50	6.29	
SLM CORP STEP COUPON EDNOTES CALLABLE MONTHLY PAY CPN 7.000% DUE 03/15/21 DTD 02/03/05 FC 02/15/05 Moody BA1, S&P BBB- CUSIP 78490FSG5 Acquired 08/12/11 L nc	0.77	10,000	98.00	9,805.00	100.0740	10,007.40	202.40	31.11	700.00	6.99	



PANETH FAMILY CHARITABLE TR
 SAM PANETH TTEE
 THOMAS PANETH TTEE ET AL
 U/A DTD 06/29/1992
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Fixed Income Securities

Corporate Bonds continued

DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ACCURED INTEREST	ANNUAL INCOME	ANNUAL YIELD (%)	ESTIMATED
SLM CORP STEP CPN EDNOTES SEMI ANNUAL PAY CALLABLE CPN 6 000% DUE 06/15/24 DTD 04/22/04 FC 12/15/04 Moody BA1 , S&P BBB- CUSIP 78490FLR8 Acquired 06/24/10 L nc	1 54	20,000	76 50	15,305 00	100 1260	20,025 20	4,720 20	53 33	1,200 00	5 99	
GENL MOTORS ACCEPT CORP SMARTNOTES CALLABLE MONTHLY PAY CPN 7 000% DUE 11/15/24 DTD 11/30/04 FC 12/15/04 CALL 02/15/13 @ 100 000 Moody B1 , S&P B+ CUSIP 3704A0UC4 Acquired 08/07/12 S nc	0 76	10,000	99 95	10,000 00	99 3580	9,935 80	-64 20	31 11	700 00	7 04	
GENL MOTORS ACCEPT CORP SMART NOTES CALLABLE SEMI ANNUAL PAY CPN 7 250% DUE 02/15/25 DTD 02/23/05 FC 08/15/05 CALL 02/15/13 @ 100 000 Moody B1 , S&P B+ CUSIP 3704A0XJ6 Acquired 05/10/11 L nc	4 61	60,000	98 94	59,369 00	99 9970	59,998 20	629 20	1,643 33	4,350 00	7 25	
CROWN CORK & SEAL CO INC CPN 7 375% DUE 12/15/26 DTD 12/17/96 FC 06/15/97 Moody BA3 , S&P BB- CUSIP 228255AH8 Acquired 08/02/11 L nc	2 10	25,000	103 35	25,842 50	109 4910	27,372 75	1,530 25	81 94	1,843 75	6 73	

PANETH FAMILY CHARITABLE TR
 SAM PANETH TTEE
 THOMAS PANETH TTEE ET AL
 U/A DTD 06/29/1992
 DECEMBER 1 - DECEMBER 31, 2012
 ACCOUNT NUMBER 5761-4240

Fixed Income Securities

Corporate Bonds continued

DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ACCRUED INTEREST	ANNUAL INCOME	ANNUAL YIELD (%)	ESTIMATED
GOODYEAR TIRE & RUBBER NOTES CALL W/SPEC CIRCUM CPN 7 000% DUE 03/15/28 DTD 03/16/98 FC 09/15/98 Moody B2 , S&P B+ CUSIP 382550AD3 Acquired 05/20/11 L nc	1 63	21,000	100 75	21,162 50	101 1250	21,236 25	73 75	432 83	1,470 00	6 92	
SLM CORP EDNOTES SER BED1 CALLABLE MONTHLY PAY CPN 6 250% DUE 09/15/31 DTD 06/15/06 FC 07/15/06 Moody BA1 , S&P NR CUSIP 78490FYR4 Acquired 02/24/11 L nc	1 22	17,000	82 29 81 56	13,990 33 13,871 56	93 2800	15,857 60	1,867 27	47 22	1,062 50	6 70	
MEADWESTVACO CORP BONDS CALLABLE CPN 6 800% DUE 11/15/32 DTD 11/21/02 FC 05/15/03 Moody BAA3 , S&P BBB CUSIP 583334AB3 Acquired 03/08/11 L nc	4 11	50,000	93 76 93 54	46,883 39 46,778 50	106 9110	53,455 50	6,572 11	434 44	3,400 00	6 36	
U S WEST COMMUNICATIONS MBIA DEBENTURES CALLABLE 9/15/03@101 95 CPN 6 875% DUE 09/15/33 DTD 09/15/93 FC 03/15/94 CALL 09/15/13 @ 100 976 Moody BAA2 , S&P BBB CUSIP 912920AR6 Acquired 07/19/11 L nc	3 90	50,000	100 62	50,317 50	101 3550	50,677 50	360 00	1,012 15	3,437 50	6 78	



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PACIFIC BELL DEBENTURE EXTRAORDINARY CALL CPN 6.625% DUE 10/15/34 DTD 10/15/93 FC 04/15/94 CALL 10/15/13 @ 101.120 Moody A2, S&P A- CUSIP 694032AX1 Acquired 12/07/12 S nc	0.40	5,000	106.35	5,322.50	103.4300	5,171.50	-151.00	69.93	331.25	6.40
HEWLETT-PACKARD CO SENIOR NOTES CPN 6.000% DUE 09/15/41 DTD 09/19/11 FC 03/15/12 Moody BAA1, S&P BBB+ CUSIP 428236BR3 Acquired 11/09/12 S nc	2.30	30,000	100.30	30,095.00	99.5450	29,863.50	-231.50	530.00	1,800.00	6.02
Total Corporate Bonds	36.62	479,000		\$466,306.65 \$465,815.37		\$476,297.37		\$9,990.72	\$7,136.17	\$31,405.00
										6.59

nc Cost information for this tax lot is not covered by IRS reporting requirements Unless indicated, cost for all other lots will be reported to the IRS

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Fixed Income Securities

Foreign Bonds

Foreign Fixed Income securities may be denominated in currencies other than US dollars. If you own securities denominated in a foreign currency, the figures displayed for "Estimated Accrued Interest" and "Estimated Annual Income" below are in the foreign currency, not US dollars. As a result, the figures shown in "Estimated Annual Yield" are not accurate for bonds denominated in foreign currency. Please contact Your Financial Advisor if you own a Foreign Fixed Income security that is denominated in other than US dollars and have additional questions.

DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ACCRUED INTEREST	ANNUAL INCOME	ANNUAL YIELD (%)	ESTIMATED
TELECOM ITALIA CAPITAL GTD SR NOTES CALLABLE CPN 7 721% DUE 06/04/38 DTD 06/04/08 FC 12/04/08 Moody BAA2 , S&P BBB CUSIP 87927VAV0	2.05	25,000	102.83	25,714.50	106.3950	26,598.75	884.25	144.77	1,930.25	7.25	
Total Foreign Bonds	2.05	25,000		\$25,714.50		\$26,598.75		\$884.25	\$144.77	\$1,930.25	7.26
Total Fixed Income Securities	64.66			\$808,066.90		\$840,878.57		\$32,811.67	\$11,917.51	\$54,696.75	6.50
				\$808,080.62							

nc Cost information for this tax lot is not covered by IRS reporting requirements. Unless indicated, cost for all other lots will be reported to the IRS.

Preferreds/Fixed Rate Cap Securities

DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ANNUAL INCOME	ANNUAL YIELD (%)	ESTIMATED	
WELLS FARGO & CO 5 2%PFD DEP SHS RPSTG1/1000TH-A PERP-SER N-CALL 09/15/17 WFC'N	0.77	400	25.00	10,000.00	25.1800	10,072.00	72.00	520.00	5.16		
Total Preferreds/Fixed Rate Cap Securities	0.77			\$10,000.00		\$10,072.00		\$72.00		\$520.00	5.16

BOOK VALUE

\$ 465,815.37 (ATCH 9 1 5/6)
 25,714.50 (ATCH 9 1 6/6)
 491,529.87

FMV

\$ 476,297.37 (ATCH 9 1 5/6)
 26,598.75 (ATCH 9 1 6/6)
 502,896.12