Form **990-PF** Department of the Treasury Internal Revenue Service

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

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

OMB No 1545-0052 **2012** **Open to Public Inspection**

For calendar year 2012 or tax year beginning , 2012, and ending , 20

Name of foundation: HAGEDORN FUND P63105004

A Employer identification number: 13-6048718

Number and street (or P O box number if mail is not delivered to street address): 10 S DEARBORN IL1-0117 — Room/suite:

B Telephone number (see instructions): 866- 888-5157

City or town, state, and ZIP code: CHICAGO, IL 60603

C If exemption application is pending, check here ▶ [ ]

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

D 1. Foreign organizations, check here ▶ [ ]
2. Foreign organizations meeting the 85% test, check here and attach computation ▶ [ ]

H Check type of organization: [X] 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) ▶ $ 51,167,261.

J Accounting method: [X] Cash [ ] Accrual [ ] Other (specify) (Part I, column (d) must be on cash basis.)

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ [ ]

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions).)

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check ▶ [X] if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	2,158,824.	2,156,378.		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	133,543.			
	b Gross sales price for all assets on line 6a 5,814,954.				
	7 Capital gain net income (from Part IV, line 2)		133,543.		
	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)	-2,695.			STMT 1
	12 **Total.** Add lines 1 through 11	2,289,672.	2,289,921.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	413,886.	206,943.		206,943.
	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) STMT 2	4,528.	4,528.		
	17 Interest STMT 3	33.	33.		
	18 Taxes (attach schedule) (see instructions) STMT 4	27,705.	2,205.		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule) STMT 5	2,380.			2,380.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	448,532.	213,709.		209,323.
	25 Contributions, gifts, grants paid	2,136,000.			2,136,000.
	26 **Total expenses and disbursements** Add lines 24 and 25	2,584,532.	213,709.		2,345,323.
	27 Subtract line 26 from line 12:				
	a **Excess of revenue over expenses and disbursements**	-294,860.			
	b **Net investment income** (if negative, enter -0-)		2,076,212.		
	c **Adjusted net income** (if negative, enter -0-)				

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Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions.)

			Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing			
	2	Savings and temporary cash investments	840,859.	387,744.	387,744.
	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 instructions)			
	7	Other notes and loans receivable (attach schedule) ▶			
		Less allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10 a	Investments - U S and state government obligations (attach schedule)			
	b	Investments - corporate stock (attach schedule) STMT 6	6,491,847.	7,186,193.	8,670,374.
	c	Investments - corporate bonds (attach schedule) STMT 7	6,101,734.	5,582,343.	5,918,424.
	11	Investments - land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	12	Investments - mortgage loans			
	13	Investments - other (attach schedule) STMT 8	2,266,246.	2,266,246.	2,684,909.
	14	Land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	15	Other assets (describe ▶ CLOSELY HELD - SEE ATTACHED)	1,323,747.	1,323,747.	33,505,810.
	16	**Total assets** (to be completed by all filers - see the instructions. Also, see page 1, item I)	17,024,433.	16,746,273.	51,167,261.
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 (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities** (add lines 17 through 22)		NONE	
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	17,024,433.	16,746,273.	
	28	Paid-in or capital surplus, or land, bldg, and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	**Total net assets or fund balances** (see instructions)	17,024,433.	16,746,273.	
	31	**Total liabilities and net assets/fund balances** (see instructions)	17,024,433.	16,746,273.	

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	17,024,433.
2	Enter amount from Part I, line 27a	2	-294,860.
3	Other increases not included in line 2 (itemize) ▶ RECOVERY OF PREVIOUS CHARITABLE DISTRIBUTIONS	3	20,000.
4	Add lines 1, 2, and 3	4	16,749,573.
5	Decreases not included in line 2 (itemize) ▶ PRIOR PERIOD ADJUSTMENT	5	3,300.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	16,746,273.

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	PUBLICLY TRADED SECURITIES			
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	5,814,954.		5,681,411.	133,543.
b				
c				
d				
e				

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				133,543.
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	133,543.
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 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	2,000,059.	42,913,129.	0.046607
2010	1,778,644.	39,696,870.	0.044806
2009	1,620,943.	39,907,261.	0.040618
2008	2,064,956.	42,759,641.	0.048292
2007	2,201,508.	44,751,157.	0.049194

2 **Total** of line 1, column (d)	2	0.229517
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	0.045903
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	50,485,259.
5 Multiply line 4 by line 3	5	2,317,425.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	20,762.
7 Add lines 5 and 6	7	2,338,187.
8 Enter qualifying distributions from Part XII, line 4	8	2,345,323.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ [ ] and enter "N/A" on line 1. Date of ruling or determination letter ________ (attach copy of letter if necessary - see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ [X] and enter 1% of Part I, line 27b	1	20,762.
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	20,762.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	NONE
5	**Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-	5	20,762.
6	Credits/Payments		
a	2012 estimated tax payments and 2011 overpayment credited to 2012 — 6a: 22,950.		
b	Exempt foreign organizations - tax withheld at source — 6b: NONE		
c	Tax paid with application for extension of time to file (Form 8868) — 6c: 45,000.		
d	Backup withholding erroneously withheld — 6d:		
7	Total credits and payments Add lines 6a through 6d	7	67,950.
8	Enter any **penalty** for underpayment of estimated tax. Check here [X] 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	47,188.
11	Enter the amount of line 10 to be: **Credited to 2013 estimated tax** ▶ 43,000. **Refunded** ▶	11	4,188.

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?	1b		X
	If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation. ▶ $ ______ (2) On foundation managers ▶ $ ______			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ ______			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		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*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		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?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ 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	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 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		X

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

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
	Website address ▶ N/A			
14	The books are in care of ▶ JPMORGAN CHASE BANK, NA Telephone no ▶ (866)888-5157			
	Located at ▶ 10 S DEARBORN IL1-0117, CHICAGO, IL ZIP+4 ▶ 60603			
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		X
	See the instructions for exceptions and filing requirements for Form TD F 90-22 1. If "Yes," enter the name of the foreign country ▶			

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

	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.		Yes	No
1a	During the year did the foundation (either directly or indirectly):			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b		X
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?	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 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? ☐ Yes ☒ No			
	If "Yes," list the years ▶ ____ , ____ , ____ , ____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions)	2b		X
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 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		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 2012?	4b		X

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

5a	During the year did the foundation pay or incur any amount to:			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	Yes [ ] No [X]		
	(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 [X]		
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	Yes [ ] No [X]		
	(4) Provide a grant to an organization other than a charitable, etc, organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions)	Yes [ ] No [X]		
	(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 [X]		
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	
	Organizations relying on a current notice regarding disaster assistance check here ▶ [ ]			
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?	Yes [ ] No [ ]		
	If "Yes," attach the statement required by Regulations section 53 4945-5(d).			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	Yes [ ] No [X]		
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		6b	X (No)
	If "Yes" to 6b, file Form 8870			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	Yes [ ] No [X]		
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
JPMORGAN CHASE BANK, NA 270 PARK AVE, NEW YORK, NY 10017	TRUSTEE 10	301,623.	-0-	-0-
JOHN J. KINDRED III BOX 282, HAINES FALLS, NY 12436-0282	TRUSTEE 5	56,132.		
MALCOLM MARTIN 30 ROCKEFELLER, NEW YORK, NY 10112	TRUSTEE 5	56,132.		

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

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

Total number of other employees paid over $50,000 ▶ NONE

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

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

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		NONE
Total number of others receiving over $50,000 for professional services ▶		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	Expenses
1 NONE	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	
2	
All other program-related investments See instructions 3 NONE	
Total. Add lines 1 through 3 ▶	

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	50,067,231.
b	Average of monthly cash balances	1b	1,186,839.
c	Fair market value of all other assets (see instructions)	1c	NONE
d	**Total** (add lines 1a, b, and c)	1d	51,254,070.
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	NONE
3	Subtract line 2 from line 1d	3	51,254,070.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	768,811.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	50,485,259.
6	**Minimum investment return.** Enter 5% of line 5	6	2,524,263.

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	2,524,263.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	20,762.		
b	Income tax for 2012. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	20,762.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	2,503,501.
4	Recoveries of amounts treated as qualifying distributions			4	20,000.
5	Add lines 3 and 4			5	2,523,501.
6	Deduction from distributable amount (see instructions)			6	NONE
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1			7	2,523,501.

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	2,345,323.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	2,345,323.
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	20,762.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	2,324,561.

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				2,523,501.
2	Undistributed income, if any, as of the end of 2012:				
a	Enter amount for 2011 only			NONE	
b	Total for prior years 20 10 ,20 ,20		NONE		
3	Excess distributions carryover, if any, to 2012:				
a	From 2007 ... NONE				
b	From 2008 ... NONE				
c	From 2009 ... NONE				
d	From 2010 ... 237,703.				
e	From 2011 ... NONE				
f	**Total** of lines 3a through e	237,703.			
4	Qualifying distributions for 2012 from Part XII, line 4: ▶ $ 2,345,323.				
a	Applied to 2011, but not more than line 2a			NONE	
b	Applied to undistributed income of prior years (Election required - see instructions)		NONE		
c	Treated as distributions out of corpus (Election required - see instructions)	NONE			
d	Applied to 2012 distributable amount				2,345,323.
e	Remaining amount distributed out of corpus	NONE			
5	Excess distributions carryover applied to 2012 *(If an amount appears in column (d), the same amount must be shown in column (a).)*	178,178.			178,178.
6	**Enter the net total of each column as indicated below:**				
a	Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	59,525.			
b	Prior years' undistributed income Subtract line 4b from line 2b		NONE		
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		NONE		
d	Subtract line 6c from line 6b. Taxable amount - see instructions		NONE		
e	Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount - see instructions			NONE	
f	Undistributed income for 2012. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013				
7	Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	NONE			
8	Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)	NONE			
9	**Excess distributions carryover to 2013.** Subtract lines 7 and 8 from line 6a	59,525.			
10	Analysis of line 9:				
a	Excess from 2008 ... NONE				
b	Excess from 2009 ... NONE				
c	Excess from 2010 ... 59,525.				
d	Excess from 2011 ... NONE				
e	Excess from 2012 ... NONE				

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9) NOT APPLICABLE

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 ▶

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

	Tax year	Prior 3 years			(e) Total
	(a) 2012	(b) 2011	(c) 2010	(d) 2009	
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 foundation had $5,000 or more in assets at any time during the year - see instructions.)

1 Information Regarding Foundation Managers:

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

NONE

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

NONE

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

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

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

SEE STATEMENT 9

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

SEE ATTACHED STATEMENT FOR LINE 2

c Any submission deadlines:

SEE ATTACHED STATEMENT FOR LINE 2

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

SEE ATTACHED STATEMENT FOR LINE 2

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SEE STATEMENT 33				2,136,000.
Total . . . . ▶ **3a**				2,136,000.
b *Approved for future payment*				
Total . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions.)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	2,158,824.	
5 Net rental income or (loss) from real estate.					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	133,543.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue. a					
b DEFERRED REVENUE			14	-2,695.	
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)				2,289,672.	

13 **Total.** Add line 12, columns (b), (d), and (e) . . . 13 2,289,672.

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

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes). (See instructions.)
	NOT APPLICABLE

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

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

d If the answer to any of the above is "Yes," complete the following schedule. Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received.

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

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

b If "Yes," complete the following schedule.

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

Sign Here

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

Anthony Ward | 10/09/2013 | ▶

Signature of officer or trustee | Date | Title

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

Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
	Firm's name ▶			Firm's EIN ▶	
	Firm's address ▶			Phone no	

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS
DEFERRED REVENUE		-2,695.
	TOTALS	-2,695.

STATEMENT 1

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
INVESTMENT MGMT FEES-SUBJECT T	4,528.	4,528.
TOTALS	4,528.	4,528.

FORM 990PF, PART I - INTEREST EXPENSE

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
INVESTMENT EXPENSE	33.	33.
TOTALS	33.	33.

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN TAXES	142.	142.
FEDERAL TAX PAYMENT - PRIOR YE	24,000.	
FEDERAL ESTIMATES - PRINCIPAL	1,500.	
FOREIGN TAXES ON QUALIFIED FOR	1,432.	1,432.
FOREIGN TAXES ON NONQUALIFIED	631.	631.
TOTALS	27,705.	2,205.

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	CHARITABLE PURPOSES
ATTORNEY GENERAL FEE	2,250.	2,250.
OTHER EXPENSES	130.	130.
TOTALS	2,380.	2,380.

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION		ENDING BOOK VALUE	ENDING FMV
SEE ATTACHED		7,186,193.	8,670,374.
	TOTALS	7,186,193.	8,670,374.

FORM 990PF, PART II - CORPORATE BONDS

DESCRIPTION		ENDING BOOK VALUE	ENDING FMV
SEE ATTACHED		5,582,343.	5,918,424.
	TOTALS	5,582,343.	5,918,424.

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	COST/ FMV C OR F	ENDING BOOK VALUE	ENDING FMV
HEDGE FUNDS	C		
HARD ASSETS	C		
SEE ATTACHED	C	2,266,246.	2,684,909.
TOTALS		2,266,246.	2,684,909.

FORM 990PF, PART XV - LINES 2a - 2d
===================================

RECIPIENT NAME:
SANDY KNOWLES
ADDRESS:
270 PARK AVE
NEW YORK, NY 10017
RECIPIENT'S PHONE NUMBER: 212-464-2588
FORM, INFORMATION AND MATERIALS:
NONE
SUBMISSION DEADLINES:
NONE
RESTRICTIONS OR LIMITATIONS ON AWARDS:
NONE

STATEMENT 9

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:
NEW YORK UNIVERSITY HOSPITALS
CENTER
ADDRESS:
.
NEW YORK, NY
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 50,000.

RECIPIENT NAME:
ABRAHAM HOUSE, INC.
ADDRESS:
.
BRONX, NY
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 20,000.

RECIPIENT NAME:
ADVOCATES FOR CHILDREN OF NEW YORK
ADDRESS:
.
NEW YORK, NY
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 20,000.

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

==

RECIPIENT NAME:
AMERICAN FOUNDATION FOR AIDS RESEARCH
ADDRESS:
.
NEW YORK, NY
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 35,000.

RECIPIENT NAME:
BAILEY HOUSE, INC.
ADDRESS:
.
NEW YORK, NY
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 20,000.

RECIPIENT NAME:
BIG APPLE CIRCUS
ADDRESS:
.
NEW YORK, NY
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 30,000.

STATEMENT 11

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:
BIG BROTHERS AND BIG SISTERS OF
NEW YORK CITY, INC.
ADDRESS:
.
NEW YORK, NY
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 35,000.

RECIPIENT NAME:
BRONX RIVER ALLIANCE
ADDRESS:
.
BRONX, NY
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 20,000.

RECIPIENT NAME:
BRONXWORKS, INC.
ADDRESS:
.
BRONX, NY
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 20,000.

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:
BROOKLYN BOTANIC GARDEN CORPORATION
ADDRESS:
.
BROOKLYN, NY
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 25,000.

RECIPIENT NAME:
BROOKLYN BUREAU OF COMMUNITY
SERVICE
ADDRESS:
.
BROOKLYN, NY
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 25,000.

RECIPIENT NAME:
CALVARY HOSPITAL FUND INC.
ADDRESS:
.
BRONX, NY
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 35,000.

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID
==

RECIPIENT NAME:
CANCER CARE, INC.
ADDRESS:
.
NEW YORK, NY
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 35,000.

RECIPIENT NAME:
CANCER RESEARCH INSTITUTE, INC.
ADDRESS:
.
NEW YORK, NY
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 35,000.

RECIPIENT NAME:
CATHEDRAL CHURCH OF ST. JOHN THE
DIVINCE
ADDRESS:
.
NEW YORK, NY
RELATIONSHIP:
ONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 25,000.

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID
==

RECIPIENT NAME:
CENTRAL PARK CONSERVANCY
ADDRESS:
.
NEW YORK, NY
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 30,000.

RECIPIENT NAME:
CHILDREN'S AID SOCIETY
ADDRESS:
.
NEW YORK, NY
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 25,000.

RECIPIENT NAME:
CHURCH OF THE HOLY APOSTLES
(HOLY APOSTLES SOUP KITCHEN)
ADDRESS:
.
NEW YORK, NY
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 45,000.

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

==

RECIPIENT NAME:
CITYMEALS-ON-WHEELS
ADDRESS:
.
NEW YORK, NY
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 100,000.

RECIPIENT NAME:
COMMUNITY ACCESS, INC.
ADDRESS:
.
NEW YORK, NY
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 25,000.

RECIPIENT NAME:
COMMUNITY SERVICE SOCIETY OF NEW
YORK
ADDRESS:
.
NEW YORK, NY
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 30,000.

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:
CRESTON AVENUE BAPTIST CHURCH
ADDRESS:
.
BRONX, NY
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 1,000.

RECIPIENT NAME:
DONORSCHOOSE.ORG
ADDRESS:
.
NEW YORK, NY
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 30,000.

RECIPIENT NAME:
EAST SIDE HOUSE, INC.
ADDRESS:
.
BRONX, NY
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 25,000.

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID
==

RECIPIENT NAME:
FEDERATION OF PROTESTANT WELFARE AGENCIES
ADDRESS:
.
NEW YORK, NY
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 25,000.

RECIPIENT NAME:
FOOD BANK FOR NEW YORK CITY
ADDRESS:
.
NEW YORK, NY
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 95,000.

RECIPIENT NAME:
FOUNDATION FIGHTING BLINDNESS, INC.
ADDRESS:
.
OWINGS MILLS, MD
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 30,000.

RECIPIENT NAME:
FRIENDS OF VAN CORTLANDT PARK
ADDRESS:
.
BRONX, NY
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 15,000.

RECIPIENT NAME:
GAY MEN'S HEALTH CRISIS
ADDRESS:
.
NEW YORK, NY
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 20,000.

RECIPIENT NAME:
GODDARD RIVERSIDE COMMUNITY CENTER
ADDRESS:
.
NEW YORK, NY
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 30,000.

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

==

RECIPIENT NAME:
GOOD SHEPHERD SERVICES
ADDRESS:
.
NEW YORK, NY
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 25,000.

RECIPIENT NAME:
HEALTHCARE CHAPLAINCY, INC.
ADDRESS:
.
NEW YORK, NY
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 40,000.

RECIPIENT NAME:
HIGHBRIDGE COMMUNITY LIFE
ADDRESS:
.
BRONX, NY
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 25,000.

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID
==

RECIPIENT NAME:
INNER-CITY SCHOLARSHIP FUND, INC.
ADDRESS:
.
NEW YORK, NY
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 30,000.

RECIPIENT NAME:
INWOOD HOUSE
ADDRESS:
.
NEW YORK, NY
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 10,000.

RECIPIENT NAME:
KINGSBRIDGE HEIGHTS COMMUNITY
CENTER
ADDRESS:
.
BRONX, NY
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 20,000.

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID
==

RECIPIENT NAME:
LENOX HILL NEIGHBORHOOD HOUSE, INC.
ADDRESS:
.
NW YORK, NY
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 35,000.

RECIPIENT NAME:
NEIGHBORHOOD COALITION FOR SHELTER,
INC.
ADDRESS:
.
NEW YORK, NY
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 25,000.

RECIPIENT NAME:
NEIGHBORHOOD HOUSEING SERVICES OF
NEW YORK CITY, INC.
ADDRESS:
.
NEW YORK, NY
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 25,000.

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:
NEW YORK BOTANICAL GARDEN
ADDRESS:
.
BRONX, NY
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 30,000.

RECIPIENT NAME:
NEW YORK PUBLIC LIBRARY
ADDRESS:
.
NEW YORK, NY
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 35,000.

RECIPIENT NAME:
NEW YORK UNIVERISTY SCHOOL OF
MEDICINE
ADDRESS:
.
NEW YORK, NY
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 20,000.

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

===

RECIPIENT NAME:
PARTNERSHIP FOR THE HOMELESS, INC.
ADDRESS:
.
NEW YORK, NY
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 25,000.

RECIPIENT NAME:
PER SCHOLAS
ADDRESS:
.
BRONX, NY
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 25,000.

RECIPIENT NAME:
PLANNED ARENTHOOD OF NEW YORK CITY,
INC.
ADDRESS:
.
NEW YORK, NY
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 25,000.

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID
==

RECIPIENT NAME:
RIVERDALE NEIGHBORHOOD HOUSE
ADDRESS:
.
BRONX, NY
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 15,000.

RECIPIENT NAME:
RIVERDALE PRESBYTERIAN CHURCH
ADDRESS:
.
BRONX, NY
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 20,000.

RECIPIENT NAME:
ROCKEFELLER UNIVERSITY
ADDRESS:
.
NEW YORK, NY
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 50,000.

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID
==

RECIPIENT NAME:
ROCKING THE BOAT
ADDRESS:
.
BRONX, NY
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 15,000.

RECIPIENT NAME:
ST. DOMINIC'S HOME, INC.
ADDRESS:
.
BRONX, NY
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 15,000.

RECIPIENT NAME:
ST. VINCENT'S SERVICES, INC.
ADDRESS:
.
BROOKLYN, NY
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 35,000.

RECIPIENT NAME:
THE SALVATION ARMY OF GREATER NEW
YORK
ADDRESS:
.
NEW YORK, NY
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBILC
AMOUNT OF GRANT PAID .... 80,000.

RECIPIENT NAME:
SOUTH BRONX OVERALL EDONOMIC
DEVELOPMENT CORPORATION
ADDRESS:
.
BRONX, NY
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 30,000.

RECIPIENT NAME:
STUDENT SPONSOR PARTNERSHIP, INC.
ADDRESS:
.
NEW YORK, NY
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 15,000.

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:
TRUST FOR PUBLIC LAND
ADDRESS:
.
NEW YORK, NY
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 20,000.

RECIPIENT NAME:
UNION THEOLOGICAL SEMINARY
ADDRESS:
.
NEW YORK, NY
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 25,000.

RECIPIENT NAME:
UNITED NEGRO COLLEGE FUND, INC.
ADDRESS:
.
NEW YORK, NY
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 40,000.

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID
==

RECIPIENT NAME:
UNITED NEIGHBORHOOD HOUSES OF NY
ADDRESS:
.
NEW YORK, NY
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 40,000.

RECIPIENT NAME:
VENTURE HOUSE, INC.
ADDRESS:
.
JAMAICA, NY
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 25,000.

RECIPIENT NAME:
WAVE HILL INCORPORATED
ADDRESS:
.
BRONX, NY
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 25,000.

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:
WELLS COLLEGE
ADDRESS:
.
AURORA, NY
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 50,000.

RECIPIENT NAME:
WILDLIFE CONSERVATION SOCIETY
ADDRESS:
.
BRONX, NY
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 35,000.

RECIPIENT NAME:
WOMEN'S HOUSING AND ECONOMIC
DEVELOPMENT CORPORATION
ADDRESS:
.
BRONX, NY
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 30,000.

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID
==

RECIPIENT NAME:
BRIDGE BUILDERS COMMUNITY
PARTNERSHIP, INC.
ADDRESS:
.
BRONX, NY
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 20,000.

RECIPIENT NAME:
CHILDREN'S VILLAGE, INC.
ADDRESS:
.
BRONX, NY
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 20,000.

RECIPIENT NAME:
MAYOR'S FUND TO ADVANCE NEW YORK
CITY
ADDRESS:
.
NEW YORK, NY
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 50,000.

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:
MEALS ON WHEELS PROGRAMS & SERVICES
OF ROCKLAND, INC.
ADDRESS:
.
NANUET, NY
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 15,000.

RECIPIENT NAME:
NEW SETTLEMENT APARTMENTS
ADDRESS:
.
BRONX, NY
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 30,000.

RECIPIENT NAME:
UNITED WAY OF NEW YORK CITY
ADDRESS:
.
NEW YORK, NY
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 50,000.

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

==

RECIPIENT NAME:
WNET
ADDRESS:
.
NEW YORK, NY
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLI
AMOUNT OF GRANT PAID .... 35,000.

TOTAL GRANTS PAID: 2,136,000.

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SCHEDULE D (Form 1041)

Department of the Treasury
Internal Revenue Service

Capital Gains and Losses

▶ Attach to Form 1041, Form 5227, or Form 990-T.
▶ Information about Schedule D (Form 1041) and its separate instructions is at *www.irs.gov/form1041*.

OMB No 1545-0092

2012

Name of estate or trust	Employer identification number
HAGEDORN FUND P63105004	13-6048718

Note: *Form 5227 filers need to complete **only** Parts I and II.*

Part I **Short-Term Capital Gains and Losses - Assets Held One Year or Less**

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
1a					

b	Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b	1b	2,970.
2	Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824	2	
3	Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts	3	
4	Short-term capital loss carryover. Enter the amount, if any, from line 9 of the 2011 Capital Loss Carryover Worksheet	4	( )
5	**Net short-term gain or (loss).** Combine lines 1a through 4 in column (f). Enter here and on line 13, column (3) on the back ▶	5	2,970.

Part II **Long-Term Capital Gains and Losses - Assets Held More Than One Year**

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
6a LONG-TERM CAPITAL GAIN DIVIDENDS					29,586.

b	Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b	6b	100,961.
7	Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824	7	
8	Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts	8	
9	Capital gain distributions	9	26.
10	Gain from Form 4797, Part I	10	
11	Long-term capital loss carryover Enter the amount, if any, from line 14 of the 2011 Capital Loss Carryover Worksheet	11	( )
12	**Net long-term gain or (loss).** Combine lines 6a through 11 in column (f). Enter here and on line 14a, column (3) on the back ▶	12	130,573.

Part III **Summary of Parts I and II**
Caution: *Read the instructions* ***before*** *completing this part.*

			(1) Beneficiaries' (see instr.)	(2) Estate's or trust's	(3) Total
13	**Net short-term gain or (loss)**	13			2,970.
14	**Net long-term gain or (loss):**				
a	Total for year	14a			130,573.
b	Unrecaptured section 1250 gain (see line 18 of the wrksht.)	14b			26.
c	28% rate gain	14c			
15	**Total net gain or (loss).** Combine lines 13 and 14a ▶	15			133,543.

Note: *If line 15, column (3), is a net gain, enter the gain on Form 1041, line 4 (or Form 990-T, Part I, line 4a) If lines 14a and 15, column (2), are net gains, go to Part V, and* ***do not*** *complete Part IV. If line 15, column (3), is a net loss, complete Part IV and the* ***Capital Loss Carryover Worksheet,*** *as necessary.*

Part IV **Capital Loss Limitation**

16 Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the **smaller** of:
a The loss on line 15, column (3) **or** b $3,000 . . . 16 ( )

Note: *If the loss on line 15, column (3), is more than $3,000,* ***or*** *if Form 1041, page 1, line 22 (or Form 990-T, line 34), is a loss, complete the* ***Capital Loss Carryover Worksheet*** *in the instructions to figure your capital loss carryover*

Part V **Tax Computation Using Maximum Capital Gains Rates**

Form 1041 filers. Complete this part **only** if both lines 14a and 15 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), **and** Form 1041, line 22, is more than zero.

Caution: *Skip this part and complete the* ***Schedule D Tax Worksheet*** *in the instructions if:*
- *Either line 14b, col. (2) or line 14c, col. (2) is more than zero, or*
- *Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero.*

Form 990-T trusts. Complete this part **only** if both lines 14a and 15 are gains, or qualified dividends are included in income in Part I of Form 990-T, **and** Form 990-T, line 34, is more than zero. Skip this part and complete the **Schedule D Tax Worksheet** in the instructions if either line 14b, col. (2) or line 14c, col. (2) is more than zero.

17	Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34)			17			
18	Enter the **smaller** of line 14a or 15 in column (2) but not less than zero	18					
19	Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T)	19					
20	Add lines 18 and 19	20					
21	If the estate or trust is filing Form 4952, enter the amount from line 4g; otherwise, enter -0- ▶	21					
22	Subtract line 21 from line 20. If zero or less, enter -0-			22			
23	Subtract line 22 from line 17. If zero or less, enter -0-			23			
24	Enter the **smaller** of the amount on line 17 or $2,400			24			
25	Is the amount on line 23 equal to or more than the amount on line 24? ☐ **Yes.** Skip lines 25 and 26; go to line 27 and check the "No" box. ☐ **No.** Enter the amount from line 23			25			
26	Subtract line 25 from line 24			26			
27	Are the amounts on lines 22 and 26 the same? ☐ **Yes.** Skip lines 27 thru 30, go to line 31 ☐ **No.** Enter the smaller of line 17 or line 22			27			
28	Enter the amount from line 26 (If line 26 is blank, enter -0-)			28			
29	Subtract line 28 from line 27			29			
30	Multiply line 29 by 15% (.15)					30	
31	Figure the tax on the amount on line 23. Use the 2012 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)					31	
32	Add lines 30 and 31					32	
33	Figure the tax on the amount on line 17. Use the 2012 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)					33	
34	**Tax on all taxable income.** Enter the **smaller** of line 32 or line 33 here and on Form 1041, Schedule G, line 1a (or Form 990-T, line 36)					34	

SCHEDULE D-1 (Form 1041)

Department of the Treasury Internal Revenue Service

Continuation Sheet for Schedule D (Form 1041)

▶ Attach to Schedule D to list additional transactions for lines 1a and 6a.

▶ Information about Schedule D (Form 1041) and its separate instructions is at www irs.gov/form1041

OMB No 1545-0092

2012

Name of estate or trust: HAGEDORN FUND P63105004

Employer identification number: 13-6048718

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example: 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a 200. WPX ENERGY INC	VAR	01/04/2012	3,599.00	3,356.00	243.00
100. WPX ENERGY INC	VAR	01/04/2012	1,768.00	1,639.00	129.00
43. WPX ENERGY INC	08/16/2011	01/04/2012	761.00	671.00	90.00
314. BROADCOM CORP CL A	06/14/2011	01/06/2012	9,202.00	10,437.00	-1,235.00
420. JOHNSON & JOHNSON	VAR	01/19/2012	27,281.00	27,169.00	112.00
200. GLOBAL PMTS INC	VAR	01/20/2012	9,617.00	9,688.00	-71.00
100. GLOBAL PMTS INC	02/03/2011	01/23/2012	4,805.00	4,767.00	38.00
369. JOHNSON & JOHNSON	VAR	01/26/2012	24,238.00	22,094.00	2,144.00
6771.398 DODGE & INTERNATI FUND	02/09/2011	01/30/2012	209,575.00	250,000.00	-40,425.00
14. AMAZON COM INC	06/30/2011	01/31/2012	2,692.00	2,864.00	-172.00
100. ANADARKO PETE CORP	VAR	01/31/2012	8,097.00	8,144.00	-47.00
15. APPLE COMPUTER INC	08/10/2011	01/31/2012	6,814.00	5,506.00	1,308.00
15. AUTOZONE INC	08/19/2011	01/31/2012	5,213.00	4,354.00	859.00
100. BAKER HUGHES INC	11/08/2011	01/31/2012	5,013.00	5,933.00	-920.00
400. CBS CORP	VAR	01/31/2012	11,384.00	11,655.00	-271.00
200. CVS CORP	VAR	01/31/2012	8,347.00	8,306.00	41.00
100. CAMERON INTERNATIONAL	VAR	01/31/2012	5,357.00	5,551.00	-194.00
200. CAPITAL ONE FINL CORP	VAR	01/31/2012	9,096.00	9,376.00	-280.00
90. CARDINAL HEALTH INC	09/16/2011	01/31/2012	3,877.00	3,885.00	-8.00
74. CELGENE CORP.	03/30/2011	01/31/2012	5,369.00	4,202.00	1,167.00
500. CENTERPOINT ENERGY IN	VAR	01/31/2012	9,170.00	9,504.00	-334.00
500. CISCO SYS INC	VAR	01/31/2012	9,842.00	8,694.00	1,148.00
100. COCA-COLA CO	VAR	01/31/2012	6,738.00	6,804.00	-66.00
100. COGNIZANT TECHNOLOGY A	08/11/2011	01/31/2012	7,143.00	6,196.00	947.00

1b Total Combine the amounts in column (f). Enter here and on Schedule D, line 1b . . . .

SCHEDULE D-1 (Form 1041)

Department of the Treasury
Internal Revenue Service

Continuation Sheet for Schedule D (Form 1041)

▶ Attach to Schedule D to list additional transactions for lines 1a and 6a.
▶ Information about Schedule D (Form 1041) and its separate instructions is at *www.irs.gov/form1041*

OMB No 1545-0092

2012

Name of estate or trust: HAGEDORN FUND P63105004

Employer identification number: 13-6048718

Part I **Short-Term Capital Gains and Losses - Assets Held One Year or Less**

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a 100. COMCAST CORP NEW CL A	09/30/2011	01/31/2012	2,640.00	2,142.00	498.00
100. DOMINION RES INC VA N	10/14/2011	01/31/2012	4,993.00	5,040.00	-47.00
200. EMERSON ELEC CO	VAR	01/31/2012	10,272.00	11,197.00	-925.00
300. EXXON MOBIL CORP	VAR	01/31/2012	25,167.00	25,990.00	-823.00
200. FREEPORT-MCMORAN COPP B	VAR	01/31/2012	9,228.00	9,446.00	-218.00
300. GENERAL ELEC CO	09/16/2011	01/31/2012	5,630.00	4,880.00	750.00
100. HUMANA INC	10/31/2011	01/31/2012	8,894.00	8,626.00	268.00
350. JUNIPER NETWORKS INC	VAR	01/31/2012	7,392.00	10,129.00	-2,737.00
200. KRAFT FOODS INC CL A	VAR	01/31/2012	7,631.00	6,962.00	669.00
100. LENNAR CORP	10/21/2011	01/31/2012	2,155.00	1,692.00	463.00
200. MARRIOTT INTL INC NEW	01/26/2012	01/31/2012	6,860.00	6,977.00	-117.00
400. MERCK & CO INC	VAR	01/31/2012	15,438.00	15,069.00	369.00
279. METLIFE INC	VAR	01/31/2012	9,913.00	12,229.00	-2,316.00
100. OCCIDENTAL PETE CORP	VAR	01/31/2012	9,927.00	8,636.00	1,291.00
180. ORACLE CORP	01/06/2012	01/31/2012	5,102.00	4,784.00	318.00
47. PRUDENTIAL FINL INC	08/12/2011	01/31/2012	2,698.00	2,427.00	271.00
100. QUALCOMM INC	09/29/2011	01/31/2012	5,889.00	5,085.00	804.00
200. SCHLUMBERGER LTD	VAR	01/31/2012	15,198.00	16,725.00	-1,527.00
100. SOUTHWESTERN ENERGY C	08/16/2011	01/31/2012	3,113.00	3,946.00	-833.00
100. TARGET CORP	VAR	01/31/2012	5,040.00	4,770.00	270.00
100. UNITED TECHNOLOGIES C	12/05/2011	01/31/2012	7,810.00	7,758.00	52.00
200. UNITEDHEALTH GROUP IN	VAR	01/31/2012	10,432.00	10,323.00	109.00
100. VERTEX PHARMACEUTICAL	VAR	01/31/2012	3,745.00	3,095.00	650.00
200. WILLIAMS COS INC	01/04/2012	01/31/2012	5,741.00	5,360.00	381.00

1b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 1b . . . .

SCHEDULE D-1 (Form 1041)

Department of the Treasury
Internal Revenue Service

Continuation Sheet for Schedule D (Form 1041)

▶ Attach to Schedule D to list additional transactions for lines 1a and 6a.
▶ Information about Schedule D (Form 1041) and its separate instructions is at *www.irs.gov/form1041*

OMB No 1545-0092

2012

Name of estate or trust: HAGEDORN FUND P63105004

Employer identification number: 13-6048718

Part I — Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example: 100 sh. 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a 200. XILINX INC	11/01/2011	01/31/2012	7,148.00	6,595.00	553.00
100. COVIDIEN PLC NEW	VAR	01/31/2012	5,169.00	5,028.00	141.00
300. INVESCO LTD SHS	VAR	01/31/2012	6,765.00	6,268.00	497.00
100. ACE LTD NEW	01/09/2012	01/31/2012	6,924.00	7,001.00	-77.00
200. COCA-COLA CO	VAR	02/01/2012	13,592.00	13,576.00	16.00
97. OCCIDENTAL PETE CORP	VAR	02/01/2012	9,611.00	7,750.00	1,861.00
80. COCA-COLA CO	11/02/2011	02/02/2012	5,424.00	5,423.00	1.00
200. MONSANTO CO NEW	VAR	02/03/2012	16,423.00	13,857.00	2,566.00
190. BAKER HUGHES INC	VAR	02/10/2012	9,162.00	10,996.00	-1,834.00
270. DARDEN RESTAURANTS IN	10/05/2011	02/21/2012	13,760.00	11,436.00	2,324.00
48. DOMINION RES INC VA NE	10/14/2011	02/21/2012	2,407.00	2,419.00	-12.00
232. DOMINION RES INC VA N	10/14/2011	02/21/2012	11,640.00	11,692.00	-52.00
38. MICROS SYS INC	10/24/2011	02/21/2012	1,949.00	1,895.00	54.00
17. MICROS SYS INC	10/24/2011	02/22/2012	865.00	848.00	17.00
61. MICROS SYS INC	VAR	02/22/2012	3,119.00	2,918.00	201.00
29. MICROS SYS INC	10/20/2011	02/23/2012	1,492.00	1,368.00	124.00
25. MICROS SYS INC	10/20/2011	02/23/2012	1,282.00	1,180.00	102.00
44. CARNIVAL CORPORATION	08/09/2011	02/28/2012	1,311.00	1,360.00	-49.00
23. CARNIVAL CORPORATION	08/09/2011	02/28/2012	689.00	711.00	-22.00
40. CARNIVAL CORPORATION	VAR	02/28/2012	1,194.00	1,230.00	-36.00
133. CARNIVAL CORPORATION	08/10/2011	02/29/2012	4,018.00	3,995.00	23.00
138. SOUTHWESTERN ENERGY C	08/16/2011	03/05/2012	4,492.00	5,445.00	-953.00
78. ALLERGAN INC	01/19/2012	03/13/2012	7,242.00	6,786.00	456.00
44. AMERIPRISE FINANCIAL I	02/09/2012	03/13/2012	2,470.00	2,405.00	65.00

1b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 1b . . . .

SCHEDULE D-1 (Form 1041)

Department of the Treasury Internal Revenue Service

Continuation Sheet for Schedule D (Form 1041)

▶ Attach to Schedule D to list additional transactions for lines 1a and 6a.
▶ Information about Schedule D (Form 1041) and its separate instructions is at www.irs.gov/form1041

OMB No 1545-0092

2012

Name of estate or trust: HAGEDORN FUND P63105004

Employer identification number: 13-6048718

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example. 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a 6. AUTOZONE INC	VAR	03/13/2012	2,280.00	1,738.00	542.00
43. BIOGEN IDEC INC	08/16/2011	03/13/2012	5,193.00	3,907.00	1,286.00
25. CME GROUP INC	02/14/2012	03/13/2012	6,718.00	7,240.00	-522.00
200. CISCO SYS INC	VAR	03/13/2012	4,002.00	3,249.00	753.00
25. CITRIX SYS INC	09/28/2011	03/13/2012	1,969.00	1,451.00	518.00
9. COGNIZANT TECHNOLOGY SO	08/11/2011	03/13/2012	672.00	558.00	114.00
100. COMCAST CORP NEW CL A	09/30/2011	03/13/2012	2,977.00	2,142.00	835.00
65. EOG RESOURCES INC	01/19/2012	03/13/2012	7,546.00	6,882.00	664.00
100. EQT CORPORATION	VAR	03/13/2012	5,093.00	5,254.00	-161.00
110. EMERSON ELEC CO	05/18/2011	03/13/2012	5,631.00	5,951.00	-320.00
110. EXXON MOBIL CORP	01/19/2012	03/13/2012	9,503.00	9,506.00	-3.00
100. FREEPORT-MCMORAN COPP B	01/19/2012	03/13/2012	3,898.00	4,471.00	-573.00
117. GENERAL ELEC CO	09/16/2011	03/13/2012	2,255.00	1,903.00	352.00
25. HOME DEPOT INC	09/29/2011	03/13/2012	1,224.00	845.00	379.00
44. HUMANA INC	10/31/2011	03/13/2012	3,797.00	3,765.00	32.00
35. INTERCONTINENTAL EXCHA	01/20/2012	03/13/2012	4,894.00	4,101.00	793.00
125. KRAFT FOODS INC CL A	09/09/2011	03/13/2012	4,802.00	4,314.00	488.00
175. LAM RESEARCH CORPORAT	10/28/2011	03/13/2012	7,500.00	7,677.00	-177.00
80. LAUDER ESTEE COS INC C	10/28/2011	03/13/2012	4,862.00	4,091.00	771.00
75. LENNAR CORP	10/20/2011	03/13/2012	1,965.00	1,206.00	759.00
70. MARRIOTT INTL INC NEW	02/28/2012	03/13/2012	2,663.00	2,476.00	187.00
275. MERCK & CO INC	VAR	03/13/2012	10,455.00	9,623.00	832.00
69. NETAPP INC	09/20/2011	03/13/2012	2,991.00	2,459.00	532.00
103. NEXTERA ENERGY INC	VAR	03/13/2012	6,241.00	5,922.00	319.00

1b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 1b . . . .

SCHEDULE D-1 (Form 1041)

Department of the Treasury Internal Revenue Service

Continuation Sheet for Schedule D (Form 1041)

▶ Attach to Schedule D to list additional transactions for lines 1a and 6a.

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OMB No 1545-0092

2012

Name of estate or trust: HAGEDORN FUND P63105004

Employer identification number: 13-6048718

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example. 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a 46. NIKE INC	03/30/2011	03/13/2012	5,063.00	3,535.00	1,528.00
40. PHILIP MORRIS INTERNAT	VAR	03/13/2012	3,401.00	3,301.00	100.00
54. PIONEER NAT RES CO	01/19/2012	03/13/2012	5,805.00	5,448.00	357.00
50. PROCTER & GAMBLE CO	02/01/2012	03/13/2012	3,384.00	3,174.00	210.00
10. QUALCOMM INC	09/29/2011	03/13/2012	646.00	509.00	137.00
100. SCHLUMBERGER LTD	05/12/2011	03/13/2012	7,448.00	8,326.00	-878.00
150. TEXAS INSTRS INC	02/01/2012	03/13/2012	4,818.00	4,963.00	-145.00
10. UNITED TECHNOLOGIES CO	12/05/2011	03/13/2012	856.00	776.00	80.00
85. WALTER INDS INC	VAR	03/13/2012	5,172.00	6,243.00	-1,071.00
117. WELLS FARGO & CO NEW	06/13/2011	03/13/2012	3,726.00	3,130.00	596.00
125. WILLIAMS COS INC	05/05/2011	03/13/2012	3,760.00	3,159.00	601.00
65. COVIDIEN PLC NEW	07/25/2011	03/13/2012	3,461.00	3,262.00	199.00
58. ACE LTD NEW	VAR	03/13/2012	4,183.00	4,029.00	154.00
297. NEXTERA ENERGY INC	VAR	03/16/2012	17,846.00	16,987.00	859.00
5. TARGET CORP	06/14/2011	03/20/2012	290.00	237.00	53.00
166. TARGET CORP	06/14/2011	03/20/2012	9,633.00	7,858.00	1,775.00
105. TARGET CORP	06/14/2011	03/21/2012	6,102.00	4,971.00	1,131.00
38. TARGET CORP	VAR	03/21/2012	2,193.00	1,797.00	396.00
20. TARGET CORP	06/14/2011	03/21/2012	1,155.00	945.00	210.00
49. TARGET CORP	06/14/2011	03/22/2012	2,824.00	2,316.00	508.00
100. BRISTOL MYERS SQUIBB	09/21/2011	04/04/2012	3,363.00	3,155.00	208.00
20. CHEVRON CORP	09/21/2011	04/04/2012	2,111.00	1,942.00	169.00
35. DIAGEO PLC SPONSORED A	09/21/2011	04/04/2012	3,377.00	2,709.00	668.00
120. DOMINION RES INC VA N	09/21/2011	04/04/2012	6,189.00	6,094.00	95.00

1b **Total.** Combine the amounts in column (f). Enter here and on Schedule D, line 1b . . . .

SCHEDULE D-1 (Form 1041)
Department of the Treasury
Internal Revenue Service

Continuation Sheet for Schedule D (Form 1041)

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OMB No 1545-0092

2012

Name of estate or trust: HAGEDORN FUND P63105004

Employer identification number: 13-6048718

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example. 100 sh. 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr.)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a 80. MICROSOFT CORP	07/26/2011	04/04/2012	2,494.00	2,242.00	252.00
70. NEXTERA ENERGY INC	09/21/2011	04/04/2012	4,367.00	3,924.00	443.00
50. PHILIP MORRIS INTERNAT	09/21/2011	04/04/2012	4,467.00	3,406.00	1,061.00
120. VERIZON COMMUNICATION	09/21/2011	04/04/2012	4,600.00	4,378.00	222.00
177. CAMPBELL SOUP CO	VAR	04/12/2012	5,861.00	6,173.00	-312.00
73. CAMPBELL SOUP CO	07/12/2011	04/13/2012	2,415.00	2,539.00	-124.00
11. MERCK & CO INC	04/18/2011	04/13/2012	417.00	374.00	43.00
15. MERCK & CO INC	04/18/2011	04/13/2012	568.00	510.00	58.00
13. MERCK & CO INC	04/18/2011	04/13/2012	493.00	442.00	51.00
6. MERCK & CO INC	04/18/2011	04/13/2012	228.00	204.00	24.00
23. MERCK & CO INC	04/18/2011	04/13/2012	873.00	783.00	90.00
100. XILINX INC	11/01/2011	04/13/2012	3,540.00	3,297.00	243.00
8. MERCK & CO INC	04/18/2011	04/16/2012	304.00	272.00	32.00
10. MERCK & CO INC	04/18/2011	04/16/2012	380.00	340.00	40.00
18. MERCK & CO INC	04/18/2011	04/16/2012	683.00	613.00	70.00
2. MERCK & CO INC	04/18/2011	04/16/2012	76.00	68.00	8.00
41. MERCK & CO INC	04/18/2011	04/16/2012	1,557.00	1,395.00	162.00
14. MERCK & CO INC	04/18/2011	04/16/2012	532.00	476.00	56.00
33. MERCK & CO INC	04/18/2011	04/16/2012	1,253.00	1,123.00	130.00
4. MERCK & CO INC	04/18/2011	04/16/2012	152.00	136.00	16.00
13. MERCK & CO INC	04/18/2011	04/16/2012	494.00	442.00	52.00
6. MERCK & CO INC	04/18/2011	04/16/2012	228.00	204.00	24.00
263. JUNIPER NETWORKS INC	10/05/2011	04/23/2012	5,324.00	4,862.00	462.00
626. TEXAS INSTRS INC	VAR	05/07/2012	19,241.00	20,713.00	-1,472.00

1b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 1b . . . .

SCHEDULE D-1 (Form 1041)

Department of the Treasury Internal Revenue Service

Continuation Sheet for Schedule D (Form 1041)

▶ Attach to Schedule D to list additional transactions for lines 1a and 6a.
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OMB No 1545-0092

2012

Name of estate or trust: HAGEDORN FUND P63105004

Employer identification number: 13-6048718

Part I **Short-Term Capital Gains and Losses - Assets Held One Year or Less**

(a) Description of property (Example 100 sh. 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a 127. AMERIPRISE FINANCIAL	VAR	06/01/2012	5,845.00	6,817.00	-972.00
55. AMERIPRISE FINANCIAL I	VAR	06/04/2012	2,507.00	2,924.00	-417.00
54. AMERIPRISE FINANCIAL I	02/03/2012	06/04/2012	2,472.00	2,870.00	-398.00
15000. BANK OF AMERICA NA	VAR	06/12/2012	15,342.00	15,224.00	118.00
40. PHILLIPS 66	09/21/2011	06/13/2012	1,315.00	1,214.00	101.00
15000. MORGAN STANLEY	01/05/2012	06/14/2012	14,741.00	14,416.00	325.00
1083. GENERAL ELEC CO	09/16/2011	06/15/2012	21,449.00	17,616.00	3,833.00
120. CVS CORP	01/09/2012	06/22/2012	5,484.00	4,980.00	504.00
12. WILLIAMS COS INC	07/15/2011	06/28/2012	334.00	294.00	40.00
19. WILLIAMS COS INC	07/15/2011	06/28/2012	533.00	466.00	67.00
22. WILLIAMS COS INC	07/15/2011	06/28/2012	618.00	540.00	78.00
6. WILLIAMS COS INC	07/15/2011	06/28/2012	169.00	147.00	22.00
3. WILLIAMS COS INC	07/15/2011	06/29/2012	86.00	74.00	12.00
8. WILLIAMS COS INC	07/15/2011	06/29/2012	228.00	196.00	32.00
13. WILLIAMS COS INC	07/15/2011	06/29/2012	371.00	319.00	52.00
7. WILLIAMS COS INC	07/15/2011	06/29/2012	200.00	172.00	28.00
19. WILLIAMS COS INC	07/15/2011	06/29/2012	544.00	466.00	78.00
6. WILLIAMS COS INC	07/15/2011	06/29/2012	171.00	147.00	24.00
61. EQT CORPORATION	VAR	07/02/2012	3,273.00	3,193.00	80.00
20. EQT CORPORATION	02/22/2012	07/03/2012	1,090.00	1,045.00	45.00
29. EQT CORPORATION	VAR	07/03/2012	1,582.00	1,512.00	70.00
11. EQT CORPORATION	03/05/2012	07/03/2012	603.00	573.00	30.00
7. EQT CORPORATION	03/05/2012	07/05/2012	383.00	365.00	18.00
17. EQT CORPORATION	03/05/2012	07/05/2012	934.00	885.00	49.00

1b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 1b . . . .

SCHEDULE D-1
(Form 1041)
Department of the Treasury
Internal Revenue Service

Continuation Sheet for Schedule D (Form 1041)

▶ Attach to Schedule D to list additional transactions for lines 1a and 6a.
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OMB No 1545-0092

2012

Name of estate or trust: HAGEDORN FUND P63105004

Employer identification number: 13-6048718

Part I **Short-Term Capital Gains and Losses - Assets Held One Year or Less**

(a) Description of property (Example 100 sh. 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo., day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a 15. EQT CORPORATION	VAR	07/06/2012	810.00	780.00	30.00
359. CISCO SYS INC	VAR	07/11/2012	5,894.00	5,768.00	126.00
12. HUMANA INC	10/31/2011	07/11/2012	895.00	1,027.00	-132.00
5. HUMANA INC	10/31/2011	07/11/2012	373.00	428.00	-55.00
154. MARRIOTT INTL INC NEW	02/28/2012	07/11/2012	5,842.00	5,448.00	394.00
9. HUMANA INC	10/31/2011	07/12/2012	663.00	770.00	-107.00
223. JOHNSON & JOHNSON	VAR	07/27/2012	15,444.00	15,139.00	305.00
13. AUTOZONE INC	08/18/2011	08/03/2012	4,778.00	3,723.00	1,055.00
87. COGNIZANT TECHNOLOGY S A	05/07/2012	08/03/2012	5,004.00	5,076.00	-72.00
22. COGNIZANT TECHNOLOGY S A	05/07/2012	08/03/2012	1,259.00	1,283.00	-24.00
90. MARRIOTT INTL INC NEW	02/28/2012	08/13/2012	3,318.00	3,184.00	134.00
255. MARRIOTT INTL INC NEW	VAR	08/14/2012	9,419.00	8,927.00	492.00
433. WALGREEN CO	VAR	09/07/2012	15,099.00	12,918.00	2,181.00
90. BRISTOL MYERS SQUIBB C	09/21/2011	09/14/2012	2,987.00	2,840.00	147.00
30000. MORGAN STANLEY	01/05/2012	09/24/2012	30,639.00	28,983.00	1,656.00
230. CBS CORP	10/06/2011	09/26/2012	8,198.00	4,966.00	3,232.00
36. ADT CORPORATION	VAR	10/04/2012	1,386.00	1,254.00	132.00
6.917 ADT CORPORATION	06/15/2012	10/05/2012	261.00	241.00	20.00
90. ADT CORPORATION	06/15/2012	10/10/2012	3,373.00	865.00	2,508.00
34. ADT CORPORATION	06/15/2012	10/15/2012	1,240.00	327.00	913.00
51. ADT CORPORATION	06/15/2012	10/16/2012	1,904.00	490.00	1,414.00
21. MARATHON PETROLEUM COR	VAR	10/16/2012	1,159.00	1,004.00	155.00
24. MARATHON PETROLEUM COR	VAR	10/16/2012	1,322.00	1,145.00	177.00
7. MARATHON PETROLEUM CORP	VAR	10/16/2012	386.00	332.00	54.00

1b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 1b . . . .

SCHEDULE D-1 (Form 1041)

Department of the Treasury Internal Revenue Service

Continuation Sheet for Schedule D (Form 1041)

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2012

Name of estate or trust: HAGEDORN FUND P63105004

Employer identification number: 13-6048718

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a 25. MARATHON PETROLEUM COR	VAR	10/16/2012	1,382.00	1,184.00	198.00
117. MARATHON PETROLEUM CO	VAR	10/16/2012	6,407.00	5,504.00	903.00
63. MARATHON PETROLEUM COR	VAR	10/17/2012	3,505.00	2,954.00	551.00
89. MARATHON PETROLEUM COR	07/18/2012	10/17/2012	4,954.00	4,168.00	786.00
1. MARATHON PETROLEUM CORP	07/18/2012	10/17/2012	55.00	47.00	8.00
11. MARATHON PETROLEUM COR	07/18/2012	10/17/2012	615.00	515.00	100.00
26. MARATHON PETROLEUM COR	07/18/2012	10/17/2012	1,434.00	1,218.00	216.00
38. ABBOTT LABS	VAR	10/18/2012	2,507.00	2,641.00	-134.00
158. ABBOTT LABS	VAR	10/18/2012	10,339.00	10,357.00	-18.00
26. ABBOTT LABS	VAR	10/18/2012	1,704.00	1,610.00	94.00
162. ABBOTT LABS	VAR	10/18/2012	10,638.00	9,885.00	753.00
1. CAPITAL ONE FINL CORP	12/05/2011	10/22/2012	60.00	47.00	13.00
27. CAPITAL ONE FINL CORP	12/05/2011	10/22/2012	1,620.00	1,261.00	359.00
75. CAPITAL ONE FINL CORP	VAR	10/22/2012	4,496.00	3,469.00	1,027.00
10. CAPITAL ONE FINL CORP	12/05/2011	10/23/2012	596.00	462.00	134.00
17. CAPITAL ONE FINL CORP	12/05/2011	10/23/2012	1,013.00	786.00	227.00
331. ALTERA CORP	VAR	10/26/2012	10,042.00	12,686.00	-2,644.00
25. COVIDIEN PLC NEW	07/27/2012	10/26/2012	1,372.00	1,371.00	1.00
16. COVIDIEN PLC NEW	07/27/2012	10/31/2012	879.00	877.00	2.00
10. COVIDIEN PLC NEW	07/27/2012	11/01/2012	553.00	548.00	5.00
5. COVIDIEN PLC NEW	07/27/2012	11/01/2012	278.00	274.00	4.00
20. COVIDIEN PLC NEW	07/27/2012	11/02/2012	1,118.00	1,096.00	22.00
21. EOG RESOURCES INC	VAR	11/05/2012	2,441.00	2,386.00	55.00
11. EOG RESOURCES INC	09/07/2012	11/05/2012	1,278.00	1,239.00	39.00

1b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 1b . . . .

SCHEDULE D-1 (Form 1041)

Department of the Treasury Internal Revenue Service

Continuation Sheet for Schedule D (Form 1041)

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OMB No 1545-0092

2012

Name of estate or trust: HAGEDORN FUND P63105004

Employer identification number: 13-6048718

Part I **Short-Term Capital Gains and Losses - Assets Held One Year or Less**

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr.)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a 36. PIONEER NAT RES CO	04/19/2012	11/05/2012	3,837.00	3,811.00	26.00
2. GOLDMAN SACHS GROUP INC	01/26/2012	11/09/2012	232.00	217.00	15.00
17. LAM RESEARCH CORPORATI	01/06/2012	11/15/2012	590.00	638.00	-48.00
65. LAM RESEARCH CORPORATI	01/06/2012	11/16/2012	2,240.00	2,439.00	-199.00
80. LAM RESEARCH CORPORATI	VAR	11/16/2012	2,741.00	2,953.00	-212.00
85. LAM RESEARCH CORPORATI	07/06/2012	11/19/2012	2,950.00	3,002.00	-52.00
77. LAM RESEARCH CORPORATI	07/06/2012	11/19/2012	2,666.00	2,719.00	-53.00
39. LAM RESEARCH CORPORATI	07/06/2012	11/20/2012	1,335.00	1,377.00	-42.00
35. CSX CORP	05/29/2012	12/04/2012	684.00	756.00	-72.00
158. CSX CORP	VAR	12/04/2012	3,102.00	3,404.00	-302.00
58. CSX CORP	VAR	12/05/2012	1,149.00	1,246.00	-97.00
270. FREEPORT-MCMORAN COPP B	VAR	12/05/2012	8,856.00	11,047.00	-2,191.00
33. FREEPORT-MCMORAN COPPE B	03/20/2012	12/05/2012	1,086.00	1,288.00	-202.00
1. CARNIVAL CORPORATION	09/07/2012	12/12/2012	38.00	37.00	1.00
28. CARNIVAL CORPORATION	09/07/2012	12/12/2012	1,063.00	1,035.00	28.00
2. CARNIVAL CORPORATION	09/07/2012	12/12/2012	76.00	74.00	2.00
2. CARNIVAL CORPORATION	09/07/2012	12/12/2012	76.00	74.00	2.00
24. CARNIVAL CORPORATION	09/07/2012	12/13/2012	909.00	887.00	22.00
211. ALTERA CORP	VAR	12/14/2012	6,940.00	7,995.00	-1,055.00
143. ALTERA CORP	VAR	12/14/2012	4,732.00	5,398.00	-666.00
15. CARNIVAL CORPORATION	09/07/2012	12/14/2012	567.00	554.00	13.00
6. INTERCONTINENTAL EXCHAN	01/20/2012	12/14/2012	774.00	703.00	71.00
19. INTERCONTINENTAL EXCHA	01/20/2012	12/14/2012	2,434.00	2,226.00	208.00
14. CARNIVAL CORPORATION	09/07/2012	12/17/2012	532.00	517.00	15.00

1b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 1b . . . .

SCHEDULE D-1 (Form 1041)

Department of the Treasury Internal Revenue Service

Continuation Sheet for Schedule D (Form 1041)

▶ Attach to Schedule D to list additional transactions for lines 1a and 6a.
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OMB No 1545-0092

2012

Name of estate or trust: HAGEDORN FUND P63105004

Employer identification number: 13-6048718

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

	(a) Description of property (Example 100 sh. 7% preferred of "Z" Co.)	(b) Date acquired (mo., day, yr)	(c) Date sold (mo., day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a	19. CARNIVAL CORPORATION	09/07/2012	12/17/2012	732.00	702.00	30.00
	44. CARNIVAL CORPORATION	VAR	12/17/2012	1,676.00	1,625.00	51.00
	50. CARNIVAL CORPORATION	09/26/2012	12/17/2012	1,924.00	1,845.00	79.00
	95. CARNIVAL CORPORATION	VAR	12/18/2012	3,698.00	3,502.00	196.00
	25. CARNIVAL CORPORATION	09/10/2012	12/18/2012	980.00	920.00	60.00
	22. CARNIVAL CORPORATION	09/10/2012	12/18/2012	860.00	810.00	50.00
	114. CARNIVAL CORPORATION	VAR	12/18/2012	4,473.00	4,196.00	277.00

1b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 1b 2,970.00

For Paperwork Reduction Act Notice, see the Instructions for Form 1041. **Schedule D-1 (Form 1041) 2012**

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Name of estate or trust as shown on Form 1041 Do not enter name and employer identification number if shown on the other side: HAGEDORN FUND P63105004

Employer identification number: 13-6048718

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example: 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 45000. MORGAN STANLEY	10/07/2009	01/05/2012	44,429.00	45,193.00	-764.00
168. ABBOTT LABS	VAR	01/09/2012	9,351.00	9,305.00	46.00
200. ABBOTT LABS	VAR	01/09/2012	11,138.00	10,290.00	848.00
200. ABBOTT LABS	06/08/2009	01/09/2012	11,145.00	8,940.00	2,205.00
. WPX ENERGY INC		01/12/2012	5.00		5.00
700. CONOCOPHILLIPS	10/05/2009	01/19/2012	49,874.00	33,316.00	16,558.00
13438.081 DODGE & INTERNAT FUND	09/20/2007	01/30/2012	415,909.00	650,000.00	-234,091.00
400. AT&T INC	01/17/2008	01/31/2012	11,796.00	15,064.00	-3,268.00
21. AMAZON COM INC	09/28/2010	01/31/2012	4,038.00	3,337.00	701.00
50. APPLE COMPUTER INC	VAR	01/31/2012	22,714.00	12,391.00	10,323.00
1200. BANK OF AMERICA CORP	VAR	01/31/2012	8,550.00	30,178.00	-21,628.00
200. CAMPBELL SOUP CO	VAR	01/31/2012	6,295.00	7,216.00	-921.00
110. CARDINAL HEALTH INC	VAR	01/31/2012	4,738.00	3,675.00	1,063.00
200. CARNIVAL CORPORATION	VAR	01/31/2012	6,006.00	7,295.00	-1,289.00
26. CELGENE CORP.	VAR	01/31/2012	1,887.00	1,449.00	438.00
400. CITIGROUP INC NEW	VAR	01/31/2012	12,309.00	16,235.00	-3,926.00
200. DU PONT E I DE NEMOUR	05/12/2010	01/31/2012	10,132.00	7,742.00	2,390.00
100. EMC CORP	10/19/2010	01/31/2012	2,585.00	2,105.00	480.00
100. GENERAL MLS INC	VAR	01/31/2012	3,973.00	3,634.00	339.00
400. GENERAL MOTORS CO	VAR	01/31/2012	9,590.00	14,005.00	-4,415.00
100. GOLDMAN SACHS GROUP I	VAR	01/31/2012	11,188.00	12,096.00	-908.00
100. HONEYWELL INTL INC	03/19/2010	01/31/2012	5,784.00	4,383.00	1,401.00
500. JOHNSON CTLS INC	02/07/2008	01/31/2012	15,831.00	16,810.00	-979.00
150. JUNIPER NETWORKS INC	09/09/2009	01/31/2012	3,168.00	3,918.00	-750.00
400. LOWES COS INC	VAR	01/31/2012	10,772.00	9,501.00	1,271.00

6b Total. Combine the amounts in column (f) Enter here and on Schedule D, line 6b . . . .

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Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example: 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 121. METLIFE INC	04/22/2010	01/31/2012	4,299.00	5,654.00	-1,355.00
900. MICROSOFT CORP	VAR	01/31/2012	26,527.00	27,856.00	-1,329.00
100. NORFOLK SOUTHN CORP	VAR	01/31/2012	7,280.00	5,457.00	1,823.00
120. ORACLE CORP	09/10/2010	01/31/2012	3,401.00	2,982.00	419.00
200. PACCAR INC	VAR	01/31/2012	8,808.00	8,368.00	440.00
200. PFIZER INC	VAR	01/31/2012	4,255.00	3,081.00	1,174.00
100. PROCTER & GAMBLE CO	11/24/1992	01/31/2012	6,298.00	1,363.00	4,935.00
53. PRUDENTIAL FINL INC	12/11/2009	01/31/2012	3,042.00	2,579.00	463.00
200. TD AMERITRADE HOLDING	VAR	01/31/2012	3,218.00	3,164.00	54.00
600. TIME WARNER INC	VAR	01/31/2012	22,159.00	18,854.00	3,305.00
300. US BANCORP DEL NEW	01/17/2008	01/31/2012	8,499.00	9,162.00	-663.00
100. VERIZON COMMUNICATION	08/30/1991	01/31/2012	3,764.00	2,206.00	1,558.00
500. WELLS FARGO & CO NEW	03/06/2008	01/31/2012	14,655.00	14,305.00	350.00
100. YUM BRANDS INC	VAR	01/31/2012	6,328.00	3,615.00	2,713.00
100. TYCO INTERNATIONAL LT	VAR	01/31/2012	5,073.00	3,907.00	1,166.00
3. OCCIDENTAL PETE CORP	01/28/2010	02/01/2012	297.00	234.00	63.00
40. OCCIDENTAL PETE CORP	VAR	02/01/2012	3,969.00	3,115.00	854.00
240. NORFOLK SOUTHN CORP	08/06/2007	02/08/2012	17,377.00	12,089.00	5,288.00
11000. BOEING CAPITAL CORP 6.500% DUE 02/15/12	06/26/2009	02/15/2012	11,000.00	12,101.00	-1,101.00
5000. BNP PARIBAS SA	07/26/2010	02/23/2012	5,013.00	5,024.00	-11.00
36. CARNIVAL CORPORATION	01/08/2010	02/28/2012	1,079.00	1,189.00	-110.00
216. CARNIVAL CORPORATION	VAR	02/28/2012	6,468.00	7,131.00	-663.00
45. CARNIVAL CORPORATION	01/08/2010	02/28/2012	1,349.00	1,485.00	-136.00
23. CARNIVAL CORPORATION	01/08/2010	02/28/2012	686.00	759.00	-73.00
50. AT&T INC	01/17/2008	03/13/2012	1,575.00	1,883.00	-308.00

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Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example. 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr.)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 35. AMAZON COM INC	VAR	03/13/2012	6,412.00	5,385.00	1,027.00
42. APPLE COMPUTER INC	VAR	03/13/2012	23,678.00	9,023.00	14,655.00
28. BAIDU.COM-ADR	09/21/2010	03/13/2012	3,902.00	2,577.00	1,325.00
27. BIOGEN IDEC INC	03/19/2010	03/13/2012	3,261.00	1,619.00	1,642.00
100. CAMPBELL SOUP CO	VAR	03/13/2012	3,280.00	3,588.00	-308.00
41. CELGENE CORP.	02/05/2009	03/13/2012	3,084.00	2,234.00	850.00
75. CITIGROUP INC NEW	07/23/2010	03/13/2012	2,652.00	3,017.00	-365.00
36. COGNIZANT TECHNOLOGY S A	VAR	03/13/2012	2,686.00	1,942.00	744.00
80. COLGATE PALMOLIVE CO	09/21/2010	03/13/2012	7,589.00	6,286.00	1,303.00
48. DEVON ENERGY CORP NEW	08/10/2010	03/13/2012	3,429.00	3,149.00	280.00
100. DU PONT E I DE NEMOUR	05/12/2010	03/13/2012	5,205.00	3,871.00	1,334.00
175. EMC CORP	10/19/2010	03/13/2012	5,115.00	3,684.00	1,431.00
79. GENERAL MLS INC	01/10/2011	03/13/2012	3,035.00	2,837.00	198.00
91. HONEYWELL INTL INC	VAR	03/13/2012	5,466.00	3,959.00	1,507.00
125. JOHNSON CTLS INC	02/07/2008	03/13/2012	3,971.00	4,202.00	-231.00
200. LOWES COS INC	VAR	03/13/2012	6,040.00	4,611.00	1,429.00
9. MASTERCARD INC - CLASS	05/05/2009	03/13/2012	3,777.00	1,645.00	2,132.00
219. MICROSOFT CORP	10/17/2003	03/13/2012	7,099.00	6,358.00	741.00
29. NIKE INC	02/07/2008	03/13/2012	3,192.00	1,754.00	1,438.00
57. NORFOLK SOUTHN CORP	08/06/2007	03/13/2012	3,794.00	2,871.00	923.00
50. OCCIDENTAL PETE CORP	08/10/2010	03/13/2012	4,947.00	3,888.00	1,059.00
239. ORACLE CORP	09/10/2010	03/13/2012	7,179.00	5,940.00	1,239.00
55. PACCAR INC	VAR	03/13/2012	2,573.00	2,080.00	493.00
350. PFIZER INC	VAR	03/13/2012	7,675.00	5,041.00	2,634.00
25. PROCTER & GAMBLE CO	11/24/1992	03/13/2012	1,692.00	341.00	1,351.00

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Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 sh 7% preferred of "Z" Co.)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 45. PRUDENTIAL FINL INC	12/11/2009	03/13/2012	2,781.00	2,190.00	591.00
90. QUALCOMM INC	12/07/2007	03/13/2012	5,817.00	3,626.00	2,191.00
268. TIME WARNER INC	VAR	03/13/2012	9,785.00	8,372.00	1,413.00
110. UNITED TECHNOLOGIES C	08/07/2002	03/13/2012	9,414.00	3,596.00	5,818.00
149. VERIZON COMMUNICATION	08/30/1991	03/13/2012	5,856.00	3,286.00	2,570.00
108. WELLS FARGO & CO NEW	03/06/2008	03/13/2012	3,439.00	3,090.00	349.00
124. YUM BRANDS INC	07/18/2008	03/13/2012	8,414.00	4,353.00	4,061.00
97. TYCO INTERNATIONAL LTD	11/10/2010	03/13/2012	5,088.00	3,779.00	1,309.00
30. NORFOLK SOUTHN CORP	08/06/2007	03/20/2012	2,020.00	1,511.00	509.00
83. NORFOLK SOUTHN CORP	08/06/2007	03/20/2012	5,563.00	4,181.00	1,382.00
160. GENERAL ELEC CO	05/05/2010	04/04/2012	3,156.00	2,934.00	222.00
10. VERIZON COMMUNICATIONS	05/05/2010	04/04/2012	383.00	269.00	114.00
60. AMAZON COM INC	VAR	04/09/2012	11,527.00	7,624.00	3,903.00
122. CAMPBELL SOUP CO	07/16/2010	04/12/2012	4,040.00	4,373.00	-333.00
110. XILINX INC	12/22/2010	04/13/2012	3,894.00	3,146.00	748.00
20. MERCK & CO INC	09/14/2009	04/16/2012	759.00	655.00	104.00
116. XILINX INC	12/22/2010	04/16/2012	4,091.00	3,318.00	773.00
31. MERCK & CO INC	09/14/2009	04/17/2012	1,180.00	1,015.00	165.00
8. MERCK & CO INC	09/14/2009	04/17/2012	305.00	262.00	43.00
78. MERCK & CO INC	09/14/2009	04/17/2012	2,982.00	2,554.00	428.00
13. MERCK & CO INC	09/14/2009	04/17/2012	497.00	426.00	71.00
47. XILINX INC	12/22/2010	04/17/2012	1,677.00	1,344.00	333.00
365. XILINX INC	12/22/2010	04/18/2012	12,877.00	10,439.00	2,438.00
4700. ISHARES BARCLAYS TIP	03/26/2008	04/19/2012	559,441.00	507,491.00	51,950.00
50. JUNIPER NETWORKS INC	03/23/2009	04/23/2012	1,012.00	811.00	201.00

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6a 23. MERCK & CO INC	09/14/2009	04/23/2012	880.00	753.00	127.00
5. MERCK & CO INC	09/14/2009	04/23/2012	191.00	164.00	27.00
124. DEVON ENERGY CORP NEW	VAR	04/24/2012	8,283.00	7,845.00	438.00
23. MERCK & CO INC	09/14/2009	04/24/2012	880.00	753.00	127.00
2. MERCK & CO INC	09/14/2009	04/24/2012	77.00	65.00	12.00
45. MERCK & CO INC	09/14/2009	04/25/2012	1,721.00	1,473.00	248.00
2. MERCK & CO INC	09/14/2009	04/26/2012	77.00	65.00	12.00
9. MERCK & CO INC	09/14/2009	04/26/2012	345.00	295.00	50.00
37. MERCK & CO INC	09/14/2009	04/26/2012	1,421.00	1,211.00	210.00
31. MERCK & CO INC	09/14/2009	04/27/2012	1,199.00	1,015.00	184.00
43. MERCK & CO INC	09/14/2009	04/27/2012	1,653.00	1,408.00	245.00
30000. HOUSEHOLD FINANCE C	06/16/2009	05/15/2012	30,000.00	31,083.00	-1,083.00
11000. COMERICA BANK	07/28/2009	05/22/2012	11,000.00	11,000.00	
78. NORFOLK SOUTHN CORP	08/06/2007	05/24/2012	5,251.00	3,929.00	1,322.00
19. NORFOLK SOUTHN CORP	08/06/2007	05/25/2012	1,277.00	957.00	320.00
26. NORFOLK SOUTHN CORP	08/06/2007	05/25/2012	1,740.00	1,310.00	430.00
12. NORFOLK SOUTHN CORP	08/06/2007	05/25/2012	800.00	604.00	196.00
3. NORFOLK SOUTHN CORP	08/06/2007	05/25/2012	200.00	151.00	49.00
6. NORFOLK SOUTHN CORP	08/06/2007	05/25/2012	400.00	302.00	98.00
12. NORFOLK SOUTHN CORP	08/06/2007	05/25/2012	797.00	604.00	193.00
109. NORFOLK SOUTHN CORP	VAR	05/29/2012	7,283.00	4,966.00	2,317.00
37. NORFOLK SOUTHN CORP	VAR	05/29/2012	2,488.00	1,555.00	933.00
68. NORFOLK SOUTHN CORP	01/14/2009	05/30/2012	4,453.00	2,686.00	1,767.00
20. NORFOLK SOUTHN CORP	01/14/2009	05/30/2012	1,311.00	790.00	521.00
60. NORFOLK SOUTHN CORP	01/14/2009	05/31/2012	3,920.00	2,370.00	1,550.00

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6a 38. NORFOLK SOUTHN CORP	01/14/2009	05/31/2012	2,494.00	1,501.00	993.00
211. US BANCORP DEL NEW	VAR	06/05/2012	6,145.00	5,645.00	500.00
70. US BANCORP DEL NEW	04/02/2009	06/05/2012	2,045.00	1,063.00	982.00
204. US BANCORP DEL NEW	04/02/2009	06/05/2012	5,952.00	3,098.00	2,854.00
120. US BANCORP DEL NEW	04/02/2009	06/05/2012	3,505.00	1,822.00	1,683.00
27. US BANCORP DEL NEW	04/02/2009	06/05/2012	789.00	410.00	379.00
27. US BANCORP DEL NEW	04/02/2009	06/05/2012	788.00	410.00	378.00
10000. GOLDMAN SACHS GROUP 10/15/13	06/29/2009	06/08/2012	10,412.00	10,259.00	153.00
5000. BANK OF AMERICA CORP	03/21/2011	06/11/2012	5,786.00	5,853.00	-67.00
15000. CITIGROUP INC	07/02/2009	06/11/2012	15,836.00	13,929.00	1,907.00
155. PHILLIPS 66	05/05/2010	06/13/2012	5,097.00	4,019.00	1,078.00
21. NIKE INC	02/07/2008	06/15/2012	2,118.00	1,270.00	848.00
55. NIKE INC	VAR	06/15/2012	5,572.00	3,305.00	2,267.00
32. NIKE INC	10/08/2008	06/15/2012	3,208.00	1,798.00	1,410.00
12. NIKE INC	10/08/2008	06/18/2012	1,210.00	674.00	536.00
61. EXXON MOBIL CORP	11/27/2002	06/21/2012	5,029.00	2,133.00	2,896.00
163. PROCTER & GAMBLE CO	11/24/1992	06/21/2012	9,763.00	2,222.00	7,541.00
58. CVS CORP	11/05/2009	06/22/2012	2,651.00	1,717.00	934.00
39. CVS CORP	VAR	06/22/2012	1,784.00	1,121.00	663.00
79. CVS CORP	01/28/2009	06/22/2012	3,613.00	2,229.00	1,384.00
50224.54 MANNING & NAPIER	VAR	06/22/2012	339,518.00	400,000.00	-60,482.00
1. WILLIAMS COS INC	05/05/2011	06/22/2012	28.00	25.00	3.00
7. WILLIAMS COS INC	05/05/2011	06/22/2012	197.00	177.00	20.00
11. WILLIAMS COS INC	05/05/2011	06/22/2012	310.00	278.00	32.00
11. WILLIAMS COS INC	05/05/2011	06/22/2012	311.00	278.00	33.00

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6a 9. WILLIAMS COS INC	05/05/2011	06/22/2012	255.00	227.00	28.00
2. WILLIAMS COS INC	05/05/2011	06/22/2012	57.00	51.00	6.00
40. WILLIAMS COS INC	VAR	06/22/2012	1,135.00	1,010.00	125.00
2. WILLIAMS COS INC	05/05/2011	06/25/2012	56.00	50.00	6.00
2. WILLIAMS COS INC	05/05/2011	06/25/2012	55.00	50.00	5.00
1. WILLIAMS COS INC	05/05/2011	06/25/2012	27.00	25.00	2.00
2. WILLIAMS COS INC	05/05/2011	06/25/2012	56.00	50.00	6.00
4. WILLIAMS COS INC	05/05/2011	06/25/2012	110.00	101.00	9.00
3. WILLIAMS COS INC	05/05/2011	06/25/2012	83.00	76.00	7.00
2. WILLIAMS COS INC	05/05/2011	06/25/2012	55.00	50.00	5.00
20. WILLIAMS COS INC	05/05/2011	06/25/2012	546.00	505.00	41.00
12. WILLIAMS COS INC	05/05/2011	06/25/2012	328.00	303.00	25.00
7. WILLIAMS COS INC	05/05/2011	06/25/2012	191.00	177.00	14.00
6. WILLIAMS COS INC	05/05/2011	06/26/2012	166.00	151.00	15.00
8. WILLIAMS COS INC	05/05/2011	06/26/2012	221.00	202.00	19.00
3. WILLIAMS COS INC	05/05/2011	06/26/2012	83.00	76.00	7.00
27. WILLIAMS COS INC	VAR	06/26/2012	747.00	678.00	69.00
42. WILLIAMS COS INC	05/05/2011	06/26/2012	1,167.00	1,055.00	112.00
6. WILLIAMS COS INC	05/05/2011	06/27/2012	168.00	151.00	17.00
17. WILLIAMS COS INC	05/05/2011	06/27/2012	480.00	427.00	53.00
3. WILLIAMS COS INC	05/05/2011	06/27/2012	84.00	75.00	9.00
3. WILLIAMS COS INC	05/05/2011	06/27/2012	84.00	75.00	9.00
35. WILLIAMS COS INC	05/05/2011	06/27/2012	985.00	879.00	106.00
3. WILLIAMS COS INC	05/05/2011	06/27/2012	85.00	75.00	10.00
3. WILLIAMS COS INC	05/05/2011	06/27/2012	85.00	75.00	10.00

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6a 6. WILLIAMS COS INC	05/05/2011	06/27/2012	168.00	151.00	17.00
16. WILLIAMS COS INC	05/05/2011	06/27/2012	447.00	402.00	45.00
10. WILLIAMS COS INC	05/05/2011	06/27/2012	282.00	251.00	31.00
5. WILLIAMS COS INC	05/05/2011	06/27/2012	141.00	126.00	15.00
3. WILLIAMS COS INC	05/05/2011	06/27/2012	84.00	75.00	9.00
6. WILLIAMS COS INC	05/05/2011	06/28/2012	169.00	151.00	18.00
18. WILLIAMS COS INC	05/05/2011	06/28/2012	505.00	452.00	53.00
27000. AT&T CORP	06/25/2009	06/29/2012	29,183.00	29,653.00	-470.00
703. EMC CORP	VAR	07/06/2012	16,656.00	14,195.00	2,461.00
297. CVS CORP	VAR	07/09/2012	14,008.00	7,979.00	6,029.00
50. YUM BRANDS INC	07/18/2008	07/11/2012	3,103.00	1,755.00	1,348.00
10. HUMANA INC	05/18/2011	07/12/2012	737.00	792.00	-55.00
106. YUM BRANDS INC	VAR	07/12/2012	6,624.00	3,702.00	2,922.00
5000. TYCO INTERNATIONAL F	06/06/2011	07/13/2012	6,902.00	6,397.00	505.00
5. HUMANA INC	05/18/2011	07/16/2012	373.00	396.00	-23.00
2. HUMANA INC	05/18/2011	07/16/2012	149.00	158.00	-9.00
3. HUMANA INC	05/18/2011	07/17/2012	221.00	237.00	-16.00
1. HUMANA INC	05/18/2011	07/17/2012	74.00	79.00	-5.00
37. CAMERON INTERNATIONAL	04/28/2011	07/18/2012	1,666.00	1,960.00	-294.00
84. CAMERON INTERNATIONAL	VAR	07/18/2012	3,781.00	4,450.00	-669.00
26. CAMERON INTERNATIONAL	05/02/2011	07/18/2012	1,162.00	1,377.00	-215.00
322. DU PONT E I DE NEMOUR	VAR	07/18/2012	15,652.00	12,027.00	3,625.00
8. HUMANA INC	05/18/2011	07/18/2012	586.00	633.00	-47.00
2. HUMANA INC	05/18/2011	07/18/2012	147.00	158.00	-11.00
4. HUMANA INC	05/18/2011	07/18/2012	293.00	317.00	-24.00

6b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 6b . . . .

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Employer identification number: 13-6048718

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo., day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 1. HUMANA INC	05/18/2011	07/19/2012	74.00	79.00	-5.00
2. HUMANA INC	05/18/2011	07/19/2012	148.00	158.00	-10.00
2. HUMANA INC	05/18/2011	07/19/2012	150.00	158.00	-8.00
2. HUMANA INC	05/18/2011	07/20/2012	148.00	158.00	-10.00
4. HUMANA INC	05/18/2011	07/20/2012	295.00	317.00	-22.00
186. COLGATE PALMOLIVE CO	VAR	07/27/2012	19,921.00	14,613.00	5,308.00
89. EXXON MOBIL CORP	11/27/2002	07/27/2012	7,673.00	3,113.00	4,560.00
4. COGNIZANT TECHNOLOGY SO	05/13/2010	08/03/2012	229.00	211.00	18.00
2000. RIO TINTO FIN USA LT	04/18/2011	08/22/2012	2,492.00	2,314.00	178.00
1000. RIO TINTO FIN USA LT	04/18/2011	08/22/2012	1,246.00	1,157.00	89.00
2000. RIO TINTO FIN USA LT	04/18/2011	08/22/2012	2,491.00	2,314.00	177.00
95. EXXON MOBIL CORP	11/27/2002	09/07/2012	8,526.00	3,323.00	5,203.00
65833.562 JPMORGAN SHORT D FUND	03/22/2010	09/10/2012	725,486.00	717,586.00	7,900.00
93. EXXON MOBIL CORP	11/27/2002	09/13/2012	8,489.00	3,253.00	5,236.00
305. BRISTOL MYERS SQUIBB	05/05/2010	09/14/2012	10,123.00	7,674.00	2,449.00
11000. ASTRAZENECA PLC	07/21/2009	09/17/2012	11,000.00	12,002.00	-1,002.00
395. BRISTOL MYERS SQUIBB	05/05/2010	09/17/2012	13,036.00	9,938.00	3,098.00
15000. ALLSTATE LF GLB FN	06/18/2009	09/18/2012	15,458.00	15,476.00	-18.00
4. NIKE INC	10/08/2008	09/18/2012	390.00	225.00	165.00
4. NIKE INC	10/08/2008	09/18/2012	389.00	225.00	164.00
51. NIKE INC	10/08/2008	09/18/2012	4,984.00	2,866.00	2,118.00
22. APPLE COMPUTER INC	06/13/2006	09/19/2012	15,429.00	1,292.00	14,137.00
24. NIKE INC	10/08/2008	09/19/2012	2,397.00	1,349.00	1,048.00
19. NIKE INC	10/08/2008	09/19/2012	1,882.00	1,068.00	814.00
27. NIKE INC	10/08/2008	09/20/2012	2,624.00	1,517.00	1,107.00

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Employer identification number
13-6048718

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example: 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 6. NIKE INC	10/08/2008	09/20/2012	588.00	337.00	251.00
2. NIKE INC	10/08/2008	09/21/2012	193.00	112.00	81.00
8. NIKE INC	10/08/2008	09/25/2012	768.00	450.00	318.00
669. CBS CORP	VAR	09/26/2012	23,847.00	18,506.00	5,341.00
3. NIKE INC	10/08/2008	09/26/2012	288.00	169.00	119.00
3. NIKE INC	10/08/2008	09/27/2012	288.00	169.00	119.00
7. ADT CORPORATION	06/01/2010	10/05/2012	270.00	346.00	-76.00
77.083 ADT CORPORATION	VAR	10/05/2012	2,909.00	1,916.00	993.00
. ADT CORPORATION		10/11/2012	19.00		19.00
. PENTAIR LTD		10/11/2012	7.00		7.00
78. KRAFT FOODS GROUP INC	VAR	10/15/2012	3,679.00	2,833.00	846.00
23. KRAFT FOODS GROUP INC	08/16/2011	10/15/2012	1,084.00	831.00	253.00
8. KRAFT FOODS GROUP INC	08/16/2011	10/15/2012	376.00	289.00	87.00
53. KRAFT FOODS GROUP INC	08/16/2011	10/15/2012	2,510.00	1,915.00	595.00
141. KRAFT FOODS GROUP INC	08/16/2011	10/16/2012	6,606.00	5,095.00	1,511.00
81. DU PONT E I DE NEMOURS	VAR	10/17/2012	4,030.00	2,958.00	1,072.00
61. DU PONT E I DE NEMOURS	05/21/2010	10/18/2012	3,063.00	2,184.00	879.00
60. DU PONT E I DE NEMOURS	05/21/2010	10/18/2012	2,992.00	2,148.00	844.00
30. CENTERPOINT ENERGY INC	08/11/2011	10/19/2012	642.00	554.00	88.00
131. CENTERPOINT ENERGY IN	VAR	10/19/2012	2,802.00	2,116.00	686.00
3. CENTERPOINT ENERGY INC	03/11/2011	10/22/2012	64.00	48.00	16.00
108. CENTERPOINT ENERGY IN	03/11/2011	10/22/2012	2,293.00	1,739.00	554.00
349. CENTERPOINT ENERGY IN	VAR	10/22/2012	7,404.00	5,616.00	1,788.00
6. CENTERPOINT ENERGY INC	03/10/2011	10/22/2012	127.00	96.00	31.00
8. CENTERPOINT ENERGY INC	03/10/2011	10/22/2012	170.00	129.00	41.00

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Employer identification number
13-6048718

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo., day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 20000. PRINCIPAL LIFE INC	08/26/2009	10/22/2012	20,495.00	20,559.00	-64.00
3. CAPITAL ONE FINL CORP	08/12/2011	10/23/2012	179.00	135.00	44.00
22. CAPITAL ONE FINL CORP	08/12/2011	10/23/2012	1,300.00	991.00	309.00
16. CAPITAL ONE FINL CORP	VAR	10/23/2012	953.00	720.00	233.00
3. CAPITAL ONE FINL CORP	08/12/2011	10/23/2012	178.00	135.00	43.00
103. CAPITAL ONE FINL CORP	VAR	10/23/2012	6,125.00	4,488.00	1,637.00
18. CAPITAL ONE FINL CORP	VAR	10/23/2012	1,080.00	753.00	327.00
3. CAPITAL ONE FINL CORP	08/10/2011	10/23/2012	180.00	125.00	55.00
7. CAPITAL ONE FINL CORP	VAR	10/23/2012	420.00	291.00	129.00
2. CAPITAL ONE FINL CORP	VAR	10/23/2012	120.00	82.00	38.00
30. CAPITAL ONE FINL CORP	08/10/2011	10/24/2012	1,805.00	1,229.00	576.00
15000. GOLDMAN SACHS GROUP 10/15/13	06/29/2009	10/24/2012	15,651.00	15,389.00	262.00
256. LOWES COS INC	02/19/2010	10/24/2012	8,312.00	5,901.00	2,411.00
38. LOWES COS INC	02/19/2010	10/24/2012	1,226.00	876.00	350.00
24. LOWES COS INC	02/19/2010	10/25/2012	764.00	553.00	211.00
28. LOWES COS INC	02/19/2010	10/25/2012	906.00	645.00	261.00
5000. DELL INC	09/17/2009	11/02/2012	5,811.00	5,260.00	551.00
9. COVIDIEN PLC NEW	07/25/2011	11/02/2012	503.00	452.00	51.00
240. LAUDER ESTEE COS INC	VAR	11/05/2012	14,257.00	12,138.00	2,119.00
10. COVIDIEN PLC NEW	07/25/2011	11/05/2012	556.00	502.00	54.00
3. COVIDIEN PLC NEW	07/25/2011	11/06/2012	168.00	151.00	17.00
47. CENTERPOINT ENERGY INC	03/10/2011	11/07/2012	976.00	756.00	220.00
94. CENTERPOINT ENERGY INC	03/10/2011	11/07/2012	1,964.00	1,511.00	453.00
2000. DELL INC	09/17/2009	11/07/2012	2,328.00	2,104.00	224.00
3000. DELL INC	09/17/2009	11/07/2012	3,489.00	3,156.00	333.00

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Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

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6a 12. CENTERPOINT ENERGY INC	03/10/2011	11/08/2012	248.00	193.00	55.00
370. CENTERPOINT ENERGY IN	VAR	11/08/2012	7,665.00	5,943.00	1,722.00
64. CENTERPOINT ENERGY INC	03/14/2011	11/08/2012	1,310.00	1,016.00	294.00
111. CENTERPOINT ENERGY IN	03/14/2011	11/08/2012	2,305.00	1,762.00	543.00
11. GOLDMAN SACHS GROUP IN	09/18/2008	11/08/2012	1,278.00	1,217.00	61.00
1. GOLDMAN SACHS GROUP INC	09/18/2008	11/08/2012	116.00	111.00	5.00
8. GOLDMAN SACHS GROUP INC	09/18/2008	11/08/2012	929.00	885.00	44.00
3. GOLDMAN SACHS GROUP INC	09/18/2008	11/08/2012	350.00	332.00	18.00
16. GOLDMAN SACHS GROUP IN	09/18/2008	11/08/2012	1,858.00	1,771.00	87.00
7. GOLDMAN SACHS GROUP INC	09/18/2008	11/08/2012	810.00	775.00	35.00
14. GOLDMAN SACHS GROUP IN	09/18/2008	11/09/2012	1,612.00	1,549.00	63.00
25. GOLDMAN SACHS GROUP IN	09/18/2008	11/09/2012	2,902.00	2,767.00	135.00
27. JOHNSON CTLS INC	VAR	11/15/2012	677.00	903.00	-226.00
68. JOHNSON CTLS INC	10/28/2011	11/15/2012	1,707.00	2,270.00	-563.00
27. JOHNSON CTLS INC	10/28/2011	11/15/2012	678.00	901.00	-223.00
15. LAM RESEARCH CORPORATI	10/28/2011	11/15/2012	521.00	658.00	-137.00
130. JOHNSON CTLS INC	VAR	11/16/2012	3,258.00	4,337.00	-1,079.00
57613.169 JPMORGAN CORE BO	VAR	11/19/2012	700,000.00	622,725.00	77,275.00
116. DU PONT E I DE NEMOUR	05/21/2010	12/03/2012	4,968.00	4,154.00	814.00
99. DU PONT E I DE NEMOURS	VAR	12/03/2012	4,229.00	3,544.00	685.00
161. DU PONT E I DE NEMOUR	06/01/2010	12/03/2012	6,851.00	5,761.00	1,090.00
28854.081 JPMORGAN CORE BO	VAR	12/03/2012	350,000.00	310,154.00	39,846.00
10. DU PONT E I DE NEMOURS	06/01/2010	12/04/2012	423.00	358.00	65.00
90. DU PONT E I DE NEMOURS	06/01/2010	12/04/2012	3,827.00	3,221.00	606.00
. BANK OF AMERICA CORPORAT		12/05/2012	33.00		33.00

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6a 120. FREEPORT-MCMORAN COPP B	11/08/2011	12/05/2012	3,936.00	4,997.00	-1,061.00
. ASML HOLDING N.V.		12/10/2012	38.00		38.00
71. AT&T INC	01/17/2008	12/14/2012	2,419.00	2,674.00	-255.00
213. AT&T INC	01/17/2008	12/14/2012	7,263.00	8,022.00	-759.00
9. INTERCONTINENTAL EXCHAN	VAR	12/14/2012	1,153.00	1,011.00	142.00
25. INTERCONTINENTAL EXCHA	08/10/2011	12/17/2012	3,197.00	2,788.00	409.00
22. INTERCONTINENTAL EXCHA	08/10/2011	12/17/2012	2,809.00	2,453.00	356.00
24. INTERCONTINENTAL EXCHA	08/10/2011	12/18/2012	3,073.00	2,676.00	397.00
244. AT&T INC	VAR	12/20/2012	8,283.00	7,911.00	372.00
251. AT&T INC	VAR	12/21/2012	8,481.00	7,750.00	731.00

6b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 6b 100,961.00

Account Summary

Asset Allocation	Beginning Market Value	Ending Market Value	Change In Value	Estimated Annual Income	Current Allocation
Equity	926,302 35	926,437 77	135 42	35,090 88	100%
Market Value	**$926,302.35**	**$926,437.77**	**$135.42**	**$35,090.88**	**100%**
Accruals	3,933.13	2,608 41	(1,324 72)		
Market Value with Accruals	**$930,235.48**	**$929,046.18**	**($1,189.30)**		

Portfolio Activity	Current Period Value	Year-to-Date Value
Beginning Market Value	**926,302.35**	**866,258.62**
Withdrawals & Fees	(3,837.60)	(40,046 81)
Net Contributions/Withdrawals	**($3,837.60)**	**($40,046.81)**
Income & Distributions	4,040.00	35,540.70
Change In Investment Value	(66 98)	64,685.26
Ending Market Value	**$926,437.77**	**$926,437.77**
Accruals	2,608.41	2,608.41
Market Value with Accruals	**$929,046.18**	**$929,046.18**

Account Summary CONTINUED

Tax Summary	Current Period Value	Year-to-Date Value
Domestic Dividends/Distributions	3,208.18	27,253.57
Foreign Dividends	831.52	8,283 71
Interest Income	0 30	3.42
Taxable Income	**$4,040.00**	**$35,540.70**

	Current Period Value	Year-to-Date Value
ST Realized Gain/Loss		3,368 13
LT Realized Gain/Loss		6,961 65
Realized Gain/Loss		**$10,329.78**

	To-Date Value
Unrealized Gain/Loss	**$169,021.13**

Cost Summary	Cost
Equity	757,416 64
Total	**$757,416.64**

Equity Summary

Asset Categories	Beginning Market Value	Ending Market Value	Change In Value	Current Allocation
US Large Cap Equity	926,302.35	926,437.77	135 42	100%

Market Value/Cost	Current Period Value
Market Value	926,437.77
Tax Cost	757,416.64
Unrealized Gain/Loss	169,021 13
Estimated Annual Income	35,090 88
Accrued Dividends	2,608.41
Yield	3 78%

Note: [1] This is the Annual Percentage Yield (APY) which is the rate earned if balances remain on deposit for a full year with compounding, there is no change in the interest rate and all interest is left in the account

Equity Detail

	Price	Quantity	Value	Adjusted Tax Cost / Original Cost	Unrealized Gain/Loss	Est Annual Inc / Accrued Div	Yield
US Large Cap Equity							
ALTRIA GROUP INC 02209S-10-3 MO	31.44	960 000	30,182.40	21,750.20	8,432.20	1,689.60 422.40	5.60%
ASTRAZENECA PLC SPONS ADR 046353-10-8 AZN	47.27	630 000	29,780.10	27,607.86	2,172.24	1,795 50	6 03%
AT&T INC 00206R-10-2 T	33 71	830 000	27,979.30	21,779 70	6,199.60	1,494 00	5 34%
BOEING CO 097023-10-5 BA	75.36	320 000	24,115.20	22,294.98	1,820.22	620.80	2.57%
CHEVRON CORP 166764-10-0 CVX	108.14	250.000	27,035.00	20,628.67	6,406.33	900.00	3 33%
CISCO SYSTEMS INC 17275R-10-2 CSCO	19.65	960.000	18,863.04	18,778.46	84.58	537.60	2.85%
CONOCOPHILLIPS 20825C-10-4 COP	57.99	530.000	30,734.70	25,223.32	5,511.38	1,399.20	4 55%
DIAGEO P L C SPONS ADR NEW 25243Q-20-5 DEO	116.58	275 000	32,059.50	18,069.27	13,990.23	762.85	2 38%
DOMINION RESOURCES INC VA 25746U-10-9 D	51.80	350 000	18,130.00	14,749.49	3,380.51	738 50	4.07%
E I DU PONT DE NEMOURS & CO 263534-10-9 DD	44 98	520 000	23,389.08	21,263.00	2,126.08	894 40	3.82%

	Price	Quantity	Value	Adjusted Tax Cost / Original Cost	Unrealized Gain/Loss	Est. Annual Inc. / Accrued Div.	Yield
US Large Cap Equity							
ELI LILLY & CO 532457-10-8 LLY	49.32	740.000	36,496 80	26,551.21	9,945.59	1,450.40	3.97%
GENERAL ELECTRIC CO 369604-10-3 GE	20 99	1,340.000	28,126.60	22,953.13	5,173 47	1,018 40 254.60	3 62%
GENUINE PARTS CO 372460-10-5 GPC	63.58	390 000	24,796.20	17,673.43	7,122.77	772.20 193.05	3 11%
H J HEINZ CO 423074-10-3 HNZ	57 68	520 000	29,993 60	24,841.00	5,152 60	1,071 20	3 57%
HCP, INC 40414L-10-9 HCP	45.16	640 000	28,902 40	21,464.60	7,437.80	1,280 00	4.43%
HEALTH CARE REIT INC 42217K-10-6 HCN	61.29	470.000	28,806.30	20,985.21	7,821.09	1,391.20	4 83%
HSBC HOLDINGS PLC SPONS ADR 404280-40-6 HBC	53.07	600.000	31,842.00	27,342.16	4,499.84	1,500.00	4.71%
INTEL CORP 458140-10-0 INTC	20.62	1,050.000	21,651.00	23,277.75	(1,626 75)	945.00	4.36%
JOHNSON & JOHNSON 478160-10-4 JNJ	70.10	440.000	30,844.00	28,437.86	2,406.14	1,073.60	3.48%
JP MORGAN CHASE & CO 46625H-10-0 JPM	43.97	385 000	16,928 07	17,581.26	(653.19)	462 00	2 73%
KIMBERLY-CLARK CORP 494368-10-3 KMB	84.43	340.000	28,706.20	21,224.43	7,481.77	1,006.40 251.60	3.51%
KRAFT FOODS GROUP INC COM 50076Q-10-6 KRFT	45.47	270.000	12,276 90	8,797.97	3,478 93	540 00 135 00	4 40%

	Price	Quantity	Value	Adjusted Tax Cost Original Cost	Unrealized Gain/Loss	Est. Annual Inc. Accrued Div.	Yield
US Large Cap Equity							
MERCK AND CO INC 58933Y-10-5 MRK	40.94	710.000	29,067.40	23,575.12	5,492.28	1,221 20 305 30	4 20%
MICROSOFT CORP 594918-10-4 MSFT	26 71	900 000	24,039.00	23,181.61	857.39	828 00	3.44%
MONDELEZ INTERNATIONAL-W/I 609207-10-5 MDLZ	25.45	810 000	20,616.93	16,274.63	4,342.30	421.20 105.30	2.04%
NEXTERA ENERGY INC 65339F-10-1 NEE	69 19	430 000	29,751.70	22,424 08	7,327.62	1,032 00	3 47%
PHILIP MORRIS INTERNATIONAL 718172-10-9 PM	83.64	300 000	25,092.00	15,778.31	9,313 69	1,020.00 255.00	4.07%
RAYTHEON CO 755111-50-7 RTN	57.56	510.000	29,355.60	26,716.90	2,638.70	1,020.00 255 00	3.47%
ROYAL DUTCH SHELL PLC ADR 780259-10-7 RDS B	70.89	370.000	26,229.30	25,976.25	253.05	1,272.80	4.85%
THE TRAVELERS COMPANIES INC. 89417E-10-9 TRV	71.82	440.000	31,600.80	22,277.20	9,323.60	809.60	2.56%
UNILEVER N V 904784-70-9 UN	38.30	770.000	29,491.00	22,932.12	6,558.88	802.34	2.72%
US DOLLAR PRINCIPAL	1.00	24,769.350	24,769.35	24,769 35		2.47 0.31	0 01%
US DOLLAR INCOME	1.00	202.400	202.40	202.40		0.02	0.01%
VERIZON COMMUNICATIONS INC 92343V-10-4 VZ	43.27	640.000	27,692 80	17,208.06	10,484 74	1,318.40	4.76%
VODAFONE GROUP PLC SPONS ADR 92857W-20-9 VOD	25.19	940.000	23,678.60	21,309.95	2,368.65	1,410.00 430.85	5.95%

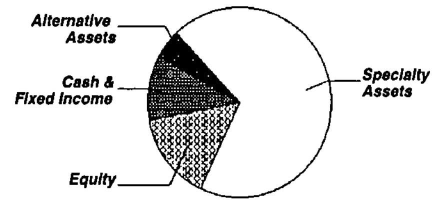
	Price	Quantity	Value	Adjusted Tax Cost / Original Cost	Unrealized Gain/Loss	Est Annual Inc / Accrued Div.	Yield
US Large Cap Equity							
3M CO 88579Y-10-1 MMM	92 85	250.000	23,212.50	21,515.70	1,696.80	590.00	2.54%
Total US Large Cap Equity			**$926,437.77**	**$757,416.64**	**$169,021.13**	**$35,090.88** **$2,608.41**	**3.79%**

Account Summary

PRINCIPAL

Asset Allocation	Beginning Market Value	Ending Market Value	Change In Value	Estimated Annual Income	Current Allocation
Equity	7,733,815.07	7,768,907.85	35,092.78	110,233 25	15%
Alternative Assets	2,685,605.82	2,684,908.80	(697.02)	10,279.38	5%
Cash & Fixed Income	5,409,696 05	5,047,631.82	(362,064.23)	225,879 64	11%
Specialty Assets	33,505,810.10	33,505,810 10	0 00	1,702,000 00	69%
Market Value	**$49,334,927.04**	**$49,007,258.57**	**($327,668.47)**	**$2,048,392.27**	**100%**

Asset Allocation



INCOME

Cash Position	Beginning Market Value	Ending Market Value	Change In Value
Cash Balance	1,714,149 96	86,742 18	(1,627,407.78)
Accruals	18,729.69	15,448.78	(3,280.91)
Market Value	**$1,732,879.65**	**$102,190.96**	**($1,630,688.69)**

Account Summary CONTINUED

Portfolio Activity	PRINCIPAL Current Period Value	PRINCIPAL Year-to-Date Value	INCOME Current Period Value	INCOME Year-to-Date Value
Beginning Market Value	**49,334,927.04**	**47,654,378.50**	**1,714,149.96**	**96,394.07**
Additions			14,095.22	1,807,639.77
Withdrawals & Fees	(395,002.26)	(399,252.26)	(1,721,002.76)	(2,179,769.25)
Securities Transferred In		14,053.50	--	--
Securities Transferred Out		(17,360 25)	--	--
Net Additions/Withdrawals	**($395,002.26)**	**($402,559.01)**	**($1,706,907.54)**	**($372,129.48)**
Income	3,477 83	3,477.83	79,499.76	362,477.59
Change In Investment Value	63,855.96	1,751,961.25		
Ending Market Value	**$49,007,258.57**	**$49,007,258.57**	**$86,742.18**	**$86,742.18**
Accruals	--	--	15,448 78	15,448.78
Market Value with Accruals	**--**	**--**	**$102,190.96**	**$102,190.96**

Account Summary CONTINUED

Tax Summary	Current Period Value	Year-to-Date Value
Domestic Dividends/Distributions	78,445 37	357,652 89
Foreign Dividends	4,491.30	7,947.02
Interest Income	40.92	355 51
Taxable Income	**$82,977.59**	**$365,955.42**

	Current Period Value	Year-to-Date Value
LT Capital Gain Distributions	28,224.48	28,324 48
ST Realized Gain/Loss	(3,480.99)	(7,314 38)
LT Realized Gain/Loss	43,507.65	96,625 40
Realized Gain/Loss	**$68,251.14**	**$117,635.50**

	To-Date Value
Unrealized Gain/Loss	**$1,545,882.96**

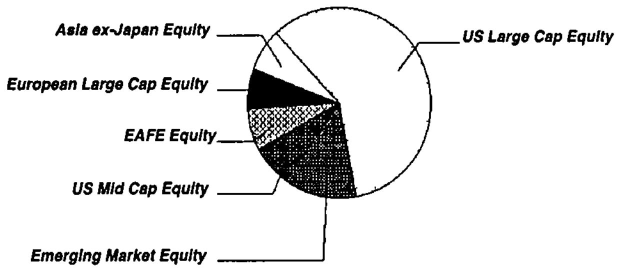
Cost Summary	Cost
Equity	6,453,748 51
Cash & Fixed Income	4,797,150.81
Total	**$11,250,899.32**

Equity Summary

Asset Categories	Beginning Market Value	Ending Market Value	Change In Value	Current Allocation
US Large Cap Equity	4,528,467.18	4,519,194.56	(9,272.62)	9%
US Mid Cap Equity	545,911 23	538,730.74	(7,180.49)	1%
EAFE Equity	714,456.56	726,655.18	12,198.62	1%
European Large Cap Equity	362,741.75	367,987.20	5,245.45	1%
Asia ex-Japan Equity	694,198 08	706,351.61	12,153 53	1%
Emerging Market Equity	888,040.27	909,988.56	21,948.29	2%
Concentrated & Other Equity	0.00	0.00	0.00	
Total Value	**$7,733,815.07**	**$7,768,907.85**	**$35,092.78**	**15%**

Market Value/Cost	Current Period Value
Market Value	7,768,907.85
Tax Cost	6,453,748.51
Unrealized Gain/Loss	1,315,159.34
Estimated Annual Income	110,233.25
Accrued Dividends	4,324 02
Yield	1 41%

Asset Categories



Equity as a percentage of your portfolio - 15 %

Equity Detail

	Price	Quantity	Value	Adjusted Tax Cost / Original Cost	Unrealized Gain/Loss	Est. Annual Inc. / Accrued Div	Yield
US Large Cap Equity							
ACE LTD NEW H0023R-10-5 ACE	79.80	494.000	39,421.20	27,087.85	12,333 35	968.24	2.46%
ADOBE SYSTEMS INC 00724F-10-1 ADBE	37 68	333.000	12,547.44	10,910 39	1,637.05		
ALLERGAN INC 018490-10-2 AGN	91.73	232.000	21,281.36	19,526.63	1,754.73	46.40	0.22%
AMAZON COM INC 023135-10-6 AMZN	250.87	184 000	46,160.08	18,921.89	27,238.19		
AMERICAN EXPRESS CO 025816-10-9 AXP	57.48	218 000	12,530.64	12,200.39	330 25	174 40	1 39%
ANADARKO PETROLEUM CORP 032511-10-7 APC	74.31	350 000	26,008.50	25,172.70	835.80	126.00	0 48%
APPLE INC. 037833-10-0 AAPL	532.17	272.000	144,751.06	15,977.28	128,773.78	2,883.20	1.99%
ASML HOLDING N.V. N07059-21-0 ASML	64.39	310 000	19,960.90	21,373.49	(1,412.59)	208 63	1 05%
AUTOZONE INC 053332-10-2 AZO	354.43	56.000	19,848.08	17,750 32	2,097.76		
BAIDU INC SPONS ADR 056752-10-8 BIDU	100.29	138.000	13,840.02	13,561.26	278.76		
BANK OF AMERICA CORP 060505-10-4 BAC	11 61	3,646 000	42,330.06	38,477.09	3,852 97	145 84	0 34%

	Price	Quantity	Value	Adjusted Tax Cost / Original Cost	Unrealized Gain/Loss	Est Annual Inc. / Accrued Div	Yield
US Large Cap Equity							
BIOGEN IDEC INC 09062X-10-3 BIIB	146.37	273.000	39,959.01	14,239.84	25,719.17		
BROADCOM CORP CL A 111320-10-7 BRCM	33.21	637.000	21,154 77	21,228.52	(73 75)	254.80	1.20%
CAMERON INTERNATIONAL CORPORATION 13342B-10-5 CAM	56.46	340 000	19,196.40	18,453.83	742.57		
CARDINAL HEALTH INC 14149Y-10-8 CAH	41.18	673 000	27,714.14	18,396.16	9,317.98	740.30 185.08	2 67%
CAREFUSION CORPORATION 14170T-10-1 CFN	28.58	714.000	20,406.12	18,810.06	1,596.06		
CBS CORP CLASS B W/I 124857-20-2 CBS	38.05	588 000	22,373 40	21,057.20	1,316 20	282.24 70.56	1 26%
CELGENE CORPORATION 151020-10-4 CELG	78 47	358.000	28,092 26	17,388.73	10,703 53		
CERNER CORP 156782-10-4 CERN	77.51	136 000	10,541.36	10,775 04	(233 68)		
CHENIERE ENERGY INC 16411R-20-8 LNG	18.78	765 000	14,366 70	12,361 66	2,005.04		
CISCO SYSTEMS INC 17275R-10-2 CSCO	19.65	2,278.000	44,760.42	23,207.49	21,552.93	1,275.68	2 85%
CITIGROUP INC NEW 172967-42-4 C	39.56	1,143.000	45,217.08	40,229.91	4,987.17	45.72	0.10%
CITRIX SYSTEMS INC 177376-10-0 CTXS	65.62	235.000	15,420.70	13,908.30	1,512 40		

	Price	Quantity	Value	Adjusted Tax Cost / Original Cost	Unrealized Gain/Loss	Est. Annual Inc / Accrued Div.	Yield
US Large Cap Equity							
CME GROUP INC CLASS A COMMON STOCK 12572Q-10-5 CME	50.67	567 000	28,729.89	31,595.25	(2,865.36)	1,020 60	3 55%
COGNIZANT TECHNOLOGY SOLUTIONS CORP CL A 192446-10-2 CTSH	73.88	394.000	29,109.51	19,866.44	9,243 07		
COMCAST CORP CL A 20030N-10-1 CMCS A	37 36	1,229.000	45,915 44	25,386.69	20,528 75	798.85 199.71	1.74%
COSTCO WHOLESALE CORP 22160K-10-5 COST	98.73	126 000	12,439.98	11,477.21	962.77	138.60	1.11%
COVIDIEN PLC NEW G2554F-11-3 COV	57.74	468 000	27,022.32	17,896.26	9,126.06	486.72	1 80%
CSX CORP 126408-10-3 CSX	19.73	905.000	17,855.65	19,326 73	(1,471.08)	506.80	2.84%
DAVITA HEALTHCARE PARTNERS, INC 23918K-10-8 DVA	110.53	166 000	18,347.98	18,354.52	(6.54)		
DISH NETWORK CORP CL A 25470M-10-9 DISH	36.40	233 000	8,481 20	8,541.57	(60.37)		
DOW CHEMICAL CO 260543-10-3 DOW	32.33	506.000	16,358.47	15,427.13	931.34	647.68	3.96%
EMERSON ELECTRIC CO 291011-10-4 EMR	52.96	683.000	36,171.68	33,822.57	2,349 11	1,120 12	3.10%
ENSCO PLC G3157S-10-6 ESV	59.28	404.000	23,949.12	19,600.84	4,348.28	606.00	2 53%

	Price	Quantity	Value	Adjusted Tax Cost / Original Cost	Unrealized Gain/Loss	Est. Annual Inc. / Accrued Div.	Yield
US Large Cap Equity							
EOG RESOURCES INC 26875P-10-1 EOG	120.79	223.000	26,936.17	17,341.62	9,594.55	151.64	0 56%
EXXON MOBIL CORP 30231G-10-2 XOM	86.55	677.000	58,594.35	23,678 08	34,916 27	1,543 56	2.63%
FLUOR CORP 343412-10-2 FLR	58.74	518.000	30,427.32	26,481.67	3,945.65	331.52	1.09%
FREEPORT-MCMORAN COPPER & GOLD INC CL B 35671D-85-7 FCX	34.20	428.000	14,637.60	7,024.95	7,612 65	535 00	3.65%
GENERAL MILLS INC 370334-10-4 GIS	40.42	790.000	31,931.80	24,773.17	7,158.63	1,042.80	3.27%
GENERAL MOTORS CO 37045V-10-0 GM	28.83	1,314.000	37,882.62	37,635.66	246 96		
GOLDMAN SACHS GROUP INC 38141G-10-4 GS	127.56	258.000	32,910.48	23,605.16	9,305 32	516.00	1 57%
GOOGLE INC CL A 38259P-50-8 GOOG	707.38	68.000	48,101 84	42,366.84	5,735.00		
HOME DEPOT INC 437076-10-2 HD	61.85	562.000	34,759.70	21,910 58	12,849.12	651.92	1.88%
HONEYWELL INTERNATIONAL INC 438516-10-6 HON	63.47	615.000	39,034.05	26,881.74	12,152.31	1,008.60	2 58%
HUMANA INC 444859-10-2 HUM	68.63	262 000	17,981.06	18,656.20	(675.14)	272 48 68.12	1 52%
INVESCO LTD G491BT-10-8 IVZ	26.09	1,041 000	27,159 69	20,747 03	6,412.66	718.29	2 64%

	Price	Quantity	Value	Adjusted Tax Cost / Original Cost	Unrealized Gain/Loss	Est Annual Inc. / Accrued Div	Yield

US Large Cap Equity

	Price	Quantity	Value	Adjusted Tax Cost / Original Cost	Unrealized Gain/Loss	Est Annual Inc. / Accrued Div	Yield
JOHNSON & JOHNSON 478160-10-4 JNJ	70.10	395.000	27,689.50	28,514.95	(825.45)	963.80	3.48%
JOHNSON CONTROLS INC 478366-10-7 JCI	30.67	1,023 000	31,375.41	23,508.71	7,866.70	777 48	2 48%
JPM EQUITY INCOME FD - SEL FUND 3128 4812C0-49-8 HLIE X	10.29	42,787.286	440,281.17	350,000.00	90,281.17	16,216.38 2,239.49	3.68%
JPM LARGE CAP GROWTH FD - SEL FUND 3118 4812C0-53-0 SEEG X	23.95	29,136.897	697,828 68	700,000.00	(2,171.32)	5,856.51 156.76	0.84%
JUNIPER NETWORKS INC 48203R-10-4 JNPR	19 67	750.000	14,752.50	12,025 51	2,726.99		
KINDER MORGAN INC 49456B-10-1 KMI	35.33	385 000	13,602 05	12,007.29	1,594.76	554.40	4.08%
LENNAR CORP 526057-10-4 LEN	38.67	675 000	26,102 25	9,831.73	16,270.52	108.00	0.41%
LINKEDIN CORP - A 53578A-10-8 LNKD	114 82	120 000	13,778.40	11,881.98	1,896.42		
LOWES COMPANIES INC 548661-10-7 LOW	35.52	1,114.000	39,569.28	21,818.99	17,750 29	712 96	1 80%
MASCO CORP 574599-10-6 MAS	16.66	1,373 000	22,874.18	18,857.07	4,017.11	411.90	1.80%
MASTERCARD INC - CLASS A 57636Q-10-4 MA	491.28	62.000	30,459.36	16,297.61	14,161.75	74.40	0.24%
MERCK AND CO INC 58933Y-10-5 MRK	40.94	1,291.000	52,853.54	39,830.45	13,023 09	2,220.52 555.13	4 20%

	Price	Quantity	Value	Adjusted Tax Cost / Original Cost	Unrealized Gain/Loss	Est. Annual Inc / Accrued Div	Yield
US Large Cap Equity							
METLIFE INC 59156R-10-8 MET	32.94	1,098.000	36,168.12	33,228.58	2,939.54	812.52	2 25%
MICROSOFT CORP 594918-10-4 MSFT	26.71	3,220.000	86,006.20	76,564.55	9,441.65	2,962 40	3.44%
MONDELEZ INTERNATIONAL-W/I 609207-10-5 MDLZ	25.45	1,136.000	28,914.61	26,464.29	2,450.32	590.72 147.68	2 04%
NETAPP INC 64110D-10-4 NTAP	33 55	531.000	17,815 05	19,697 95	(1,882.90)		
OCCIDENTAL PETROLEUM CORP 674599-10-5 OXY	76.61	619.000	47,421 59	44,023.65	3,397.94	1,337 04	2 82%
ORACLE CORP 68389X-10-5 ORCL	33.32	1,671.000	55,677.72	37,442.84	18,234 88	401.04	0 72%
PACCAR INC 693718-10-8 PCAR	45.21	789.000	35,670.69	26,386.24	9,284 45	631.20	1.77%
PENTAIR LTD SHS H6169Q-10-8 PNR	49.15	145 000	7,126.75	4,270 77	2,855.98	127 60	1.79%
PEPSICO INC 713448-10-8 PEP	68.43	335.000	22,924.05	24,211 64	(1,287.59)	720.25 180.06	3.14%
PFIZER INC 717081-10-3 PFE	25.08	2,647.000	66,384.11	36,889.37	29,494.74	2,541 12	3 83%
PHILIP MORRIS INTERNATIONAL 718172-10-9 PM	83.64	386 000	32,285.04	32,002.53	282 51	1,312.40 328.10	4 07%
PHILLIPS 66 718546-10-4 PSX	53.10	472 000	25,063.20	22,989.04	2,074 16	472.00	1.88%
PIONEER NATURAL RESOURCES CO 723787-10-7 PXD	106 59	162.000	17,267.58	13,296.30	3,971 28	12.96	0.08%

	Price	Quantity	Value	Adjusted Tax Cost / Original Cost	Unrealized Gain/Loss	Est. Annual Inc. / Accrued Div.	Yield
US Large Cap Equity							
PROCTER & GAMBLE CO 742718-10-9 PG	67.89	680.000	46,165.20	9,270.23	36,894 97	1,528.64	3.31%
PRUDENTIAL FINANCIAL INC 744320-10-2 PRU	53.33	523.000	27,891.59	18,932.45	8,959.14	836.80	3.00%
QUALCOMM INC 747525-10-3 QCOM	61.86	903.000	55,859.58	40,790.23	15,069.35	903.00	1.62%
SCHLUMBERGER LTD 806857-10-8 SLB	69 30	703 000	48,717.20	56,753 97	(8,036 77)	773 30 193 33	1 59%
SIT MUT FDS INC DIVIDEND GRWTH 82980D-70-7 SDVG X	14.50	43,572.985	631,808.28	600,000.00	31,808 28	10,936 81	1 73%
TARGET CORP 87612E-10-6 TGT	59.17	422.000	24,969 74	27,052.48	(2,082 74)	607.68	2.43%
TD AMERITRADE HOLDING CORPORATION 87236Y-10-8 AMTD	16.81	609 000	10,237.29	9,402.71	834 58	219.24	2.14%
TIME WARNER INC NEW 887317-30-3 TWX	47.83	1,648.000	78,823.84	41,704.85	37,118.99	1,713.92	2.17%
TIME WARNER CABLE INC 88732J-20-7 TWC	97.19	149.000	14,481.31	12,600.19	1,881.12	333.76	2 30%
TYCO INTERNATIONAL LTD H89128-10-4 TYC	29.25	605.000	17,696.25	11,940.37	5,755.88	363.00	2 05%
UNITEDHEALTH GROUP INC 91324P-10-2 UNH	54.24	570.000	30,916.80	23,265.61	7,651.19	484.50	1 57%
UNITED TECHNOLOGIES CORP 913017-10-9 UTX	82.01	795.000	65,197.95	28,809.48	36,388.47	1,701.30	2 61%
VERIZON COMMUNICATIONS INC 92343V-10-4 VZ	43.27	900 000	38,943.00	19,849.57	19,093 43	1,854 00	4 76%

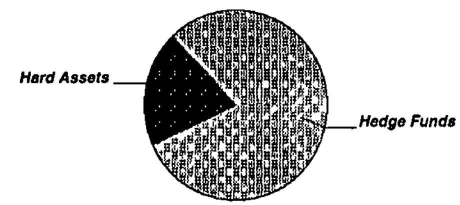
	Price	Quantity	Value	Adjusted Tax Cost / Original Cost	Unrealized Gain/Loss	Est. Annual Inc. / Accrued Div	Yield
US Large Cap Equity							
VERTEX PHARMACEUTICALS INC 92532F-10-0 VRTX	41 90	290.000	12,151.00	7,909 25	4,241.75		
WALTER ENERGY INC 93317Q-10-5 WLT	35 88	384 000	13,777.92	18,967.31	(5,189.39)	192 00	1.39%
WELLS FARGO & CO 949746-10-1 WFC	34.18	2,485.000	84,937.30	57,329.45	27,607 85	2,186 80	2 57%
WILLIAMS COMPANIES INC 969457-10-0 WMB	32.74	519.000	16,992 06	13,248.05	3,744 01	674.70	3 97%
YUM BRANDS INC 988498-10-1 YUM	66.40	559.000	37,117.60	19,168.40	17,949 20	749.06	2.02%
Total US Large Cap Equity			**$4,519,194.56**	**$3,622,450.58**	**$896,743.98**	**$85,124.74** **$4,324.02**	**1.88%**
US Mid Cap Equity							
JPM MID CAP VALUE FD - SEL FUND 1100 339183-10-5 JMVS X	27 76	19,406.727	538,730 74	449,208.45	89,522 29	8,674 80	1.61%
EAFE Equity							
ARTISAN INTL VALUE FUND - INV 04314H-88-1 ARTK X	30.38	23,918.867	726,655 18	625,000.00	101,655.18		

	Price	Quantity	Value	Adjusted Tax Cost / Original Cost	Unrealized Gain/Loss	Est. Annual Inc. / Accrued Div.	Yield
European Large Cap Equity							
CS MARKET PLUS SX5E 04/16/14 80% CONTIN BARRIER- 7%CPN ,UNCAPPED INITIAL LEVEL-10/12/12 SX5E:2469 09 22546T-D3-2	105 14	350,000 000	367,987 20	345,625 00	22,362.20		
Asia ex-Japan Equity							
MATTHEWS PACIFIC TIGER INSTL FUND 577130-83-4 MIPT X	24.41	28,936.977	706,351.61	584,101.12	122,250 49	5,845.26	0.83%
Emerging Market Equity							
VANGUARD MSCI EMERGING MARKETS ETF 922042-85-8 VWO	44.53	6,000.000	267,180.00	264,363.36	2,816.64	5,850.00	2.19%
VIRTUS INSIGHT TR VIRTUS EMRG FD I 92828T-88-9 HIEM X	10.31	62,348.066	642,808.56	563,000 00	79,808.56	4,738.45	0.74%
Total Emerging Market Equity			**$909,988.56**	**$827,363.36**	**$82,625.20**	**$10,588.45**	**1.17%**

Alternative Assets Summary

Asset Categories	Beginning Estimated Value	Ending Estimated Value	Change In Value	Current Allocation
Hedge Funds	2,187,455 82	2,198,848.80	11,392 98	4%
Hard Assets	498,150.00	486,060.00	(12,090.00)	1%
Total Value	**$2,685,605.82**	**$2,684,908.80**	**($697.02)**	**5%**

Asset Categories



Alternative Assets as a percentage of your portfolio - 5 %

Alternative Assets Detail

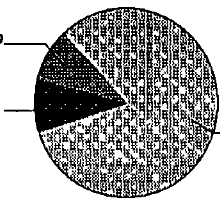
	Price	Quantity	Estimated Value	Cost
Hedge Funds				
ATLAS GLOBAL INVESTMENTS, LTD. CLASS D - NEW ISSUES INELIGIBLE NON-SELF DEALING FIDUCIARY INVESTORS - LEAD SERIES N/O Client 149913-92-3	1,656 23 11/30/12	364 820	604,226 49	500,000.00
EATON VANCE MUT FDS TR GB MACRO ABSOLUTE RTN I 277923-72-8 EIGM X	9.83	26,493.256	260,428.71	275,000.00
OCH-ZIFF OZOFII PRIVATE INVESTORS OFFSHORE LTD. CLASS G PRIME - NEW ISSUES INELIGIBLE NON-SELF DEALING FIDUCIARY INVESTORS N/O Client 986903-92-0	141.45 11/30/12	4,101.510	580,139 30	500,000.00
YORK CREDIT OPPORTUNITIES UNIT TRUST CLASS B - NEW ISSUES INELIGIBLE NON-SELF DEALING FIDUCIARY INVESTORS - LEAD SERIES N/O Client 984593-94-7	59.93 11/30/12	12,582.595	754,054.30	500,000.00
Total Hedge Funds			**$2,198,848.80**	**$1,775,000.00**

	Price	Quantity	Estimated Value	Cost
Hard Assets				
SPDR GOLD TRUST 78463V-10-7 GLD	162.02	3,000.000	486,060.00	491,246.10

Cash & Fixed Income Summary

Asset Categories	Beginning Market Value	Ending Market Value	Change In Value	Current Allocation
Cash	274,139.88	269,529.61	(4,610.27)	1%
US Fixed Income	4,792,982.70	4,441,335.07	(351,647.63)	9%
Global Fixed Income	342,573.47	336,767.14	(5,806.33)	1%
Total Value	**$5,409,696.05**	**$5,047,631.82**	**($362,064.23)**	**11%**

Asset Categories



Cash & Fixed Income as a percentage of your portfolio - 11 %

Market Value/Cost	Current Period Value
Market Value	5,047,631.82
Tax Cost	4,797,150.81
Unrealized Gain/Loss	250,481 01
Estimated Annual Income	225,879.64
Accrued Interest	10,254.03
Yield	4 47%

SUMMARY BY MATURITY

Cash & Fixed Income	Market Value	% of Bond Portfolio
0-6 months[1]	5,047,631 82	100%

[1] The years indicate the number of years until the bond is scheduled to mature based on the statement end date. Some bonds may be called, or paid in full, before their stated maturity.

SUMMARY BY TYPE

Cash & Fixed Income	Market Value	% of Bond Portfolio
Cash	269,529.61	5%
International Bonds	842,755.17	16%
Mutual Funds	3,935,347.04	79%
Total Value	**$5,047,631.82**	**100%**

Note: [1] This is the Annual Percentage Yield (APY) which is the rate earned if balances remain on deposit for a full year with compounding, there is no change in the interest rate and all interest is left in the account.

Cash & Fixed Income Detail

	Price	Quantity	Value	Adjusted Tax Cost Original Cost	Unrealized Gain/Loss	Est. Annual Income Accrued Interest	Yield
Cash							
US DOLLAR PRINCIPAL	1.00	269,529 61	269,529 61	269,529.61		80.85 15.06	0 03% [1]
US Fixed Income							
HARBOR HIGH YIELD BOND FUND - INS 411511-55-3	11.11	31,645.57	351,582 28	350,000.00	1,582.28	20,601.26	5.86%
PAYDEN HIGH INCOME FUND 704329-57-2	7.36	50,167.22	369,230.77	300,000.00	69,230.77	25,585.28	6.93%
JPM STR INC OPP FD FUND 3844 4812A4-35-1	11.83	42,771.60	505,988.03	500,000.00	5,988 03	20,402.05 1,753.64	4 03%
DOUBLELINE FDS TR TTL RTN BD I 258620-10-3	11.33	63,932.98	724,360.67	725,000.00	(639 33)	45,967.81 3,603.13	6.35%
EATON VANCE FLOATING RATE I 277911-49-1	9.12	66,688.74	608,201.34	600,000 00	8,201.34	27,008.94 2,228.85	4.44%
JPM CORE BOND FD - SEL FUND 3720 4812C0-38-1	12.06	64,096.32	773,001.63	667,621.20	105,380.43	23,779.73 1,986 99	3.08%
JPM TR I INFL MANAGED BD - SEL 48121A-56-3	10.81	51,258.16	554,100 66	550,000.00	4,100.66	13,327.12 666.36	2 41%

	Price	Quantity	Value	Adjusted Tax Cost / Original Cost	Unrealized Gain/Loss	Est. Annual Income / Accrued Interest	Yield
US Fixed Income							
BLACKROCK HIGH YIELD BOND 091929-63-8	8.09	68,587.11	554,869.69	500,000.00	54,869.69	34,156.37	6.16%
Total US Fixed Income			**$4,441,335.07**	**$4,192,621.20**	**$248,713.87**	**$210,828.56** **$10,238.97**	**4.75%**
Global Fixed Income							
TEMPLETON GLOBAL BD FD-AD 880208-40-0	13.34	25,244.91	336,767.14	335,000.00	1,767.14	14,970 23	4 45%

Specialty Assets Summary

Asset Categories	Beginning Estimated Value	Ending Estimated Value	Change In Value	Current Allocation
Closely Held	33,505,810.10	33,505,810.10	0.00	69%

Note: ** Unrealized Gain/Loss is shown as "N/A" in cases where we do not have appropriate cost information for all tax lots comprising the position. Please contact your J P. Morgan team for additional information.

Specialty Assets Detail

	Price	Quantity	Value	Adjusted Tax Cost / Original Cost	Unrealized Gain/Loss	Est. Annual Inc. / Accrued Div.	Yield
Closely Held							
DORNHAGE REALTY CO INC CAPITAL RESTRICTED N/O Other 258992-00-7	6,970.00 12/31/11	583.330	4,065,810.10	N/A **	N/A	202,000.00	4.97%
HAGEDORN FORDHAM ROAD SANY 20353 405990-91-2	294,400.00 12/31/11	100.000	29,440,000 00	N/A **	N/A	1,500,000.00	5.10%
Total Closely Held			**$33,505,810.10**	**$0.00**	**$0.00**	**$1,702,000.00**	**5.08%**

Account Summary

PRINCIPAL

Asset Allocation	Beginning Market Value	Ending Market Value	Change In Value	Estimated Annual Income	Current Allocation
Cash & Fixed Income	1,150,707 64	1,146,497.42	(4,210 22)	50,987.53	100%
Market Value	**$1,150,707.64**	**$1,146,497.42**	**($4,210.22)**	**$50,987.53**	**100%**

INCOME

Cash Position	Beginning Market Value	Ending Market Value	Change In Value
Cash Balance	7,084.64	325 00	(6,759.64)
Accruals	13,226.55	14,000.13	773.58
Market Value	**$20,311.19**	**$14,325.13**	**($5,986.06)**

Portfolio Activity	PRINCIPAL Current Period Value	PRINCIPAL Year-to-Date Value	INCOME Current Period Value	INCOME Year-to-Date Value
Beginning Market Value	**1,150,707.64**	**1,111,002.57**	**7,084.64**	**0.00**
Withdrawals & Fees			(10,294 12)	(51,040 96)
Net Additions/Withdrawals	**$0.00**	**$0.00**	**($10,294.12)**	**($51,040.96)**
Income		2,484.62	3,534 48	51,365.96
Change In Investment Value	(4,210 22)	33,010.23		
Ending Market Value	**$1,146,497.42**	**$1,146,497.42**	**$325.00**	**$325.00**
Accruals	--	--	14,000.13	14,000 13
Market Value with Accruals	**--**	**--**	**$14,325.13**	**$14,325.13**

Account Summary CONTINUED

Tax Summary	Current Period Value	Year-to-Date Value
Interest Income	3,594 83	54,670.63
Ordinary Income		2,484.62
Accrued Interest Current Year		(2,799.23)
Accrued Interest Subsequent Year	(60 35)	(505.44)
Taxable Income	**$3,534.48**	**$53,850.58**

	Current Period Value	Year-to-Date Value
ST Realized Gain/Loss		2,098 00
LT Realized Gain/Loss		(203 13)
Realized Gain/Loss		**$1,894.87**

	To-Date Value
Unrealized Gain/Loss	**$85,600.60**

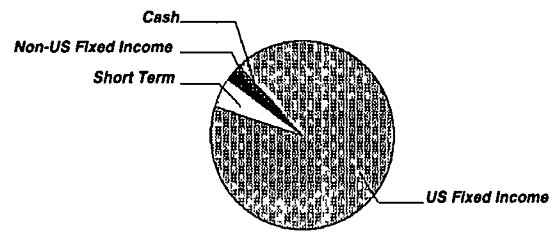
Cost Summary	Cost
Cash & Fixed Income	1,060,896 82
Total	**$1,060,896.82**

Cash & Fixed Income Summary

Asset Categories	Beginning Market Value	Ending Market Value	Change In Value	Current Allocation
Cash	6,175.18	6,175.18	0.00	1%
Short Term	57,366.77	57,154.31	(212.46)	5%
US Fixed Income	1,069,856 26	1,065,964.78	(3,891 48)	92%
Non-US Fixed Income	17,309.43	17,203 15	(106.28)	2%
Total Value	**$1,150,707.64**	**$1,146,497.42**	**($4,210.22)**	**100%**

Market Value/Cost	Current Period Value
Market Value	1,146,497.42
Tax Cost	1,060,896.82
Unrealized Gain/Loss	85,600 60
Estimated Annual Income	50,987 53
Accrued Interest	14,000 13
Yield	1.67%

Asset Categories



Cash & Fixed Income as a percentage of your portfolio - 100%

SUMMARY BY MATURITY

Cash & Fixed Income	Market Value	% of Bond Portfolio
0-6 months[1]	26,242.38	2%
6-12 months[1]	37,087.11	3%
1-5 years[1]	529,212.70	46%
5-10 years[1]	549,985 11	48%
10+ years[1]	3,970.12	1%
Total Value	**$1,146,497.42**	**100%**

[1] The years indicate the number of years until the bond is scheduled to mature based on the statement end date. Some bonds may be called, or paid in full, before their stated maturity.

SUMMARY BY TYPE

Cash & Fixed Income	Market Value	% of Bond Portfolio
Cash	6,175.18	1%
Corporate Bonds	966,515.43	84%
International Bonds	173,806.81	15%
Total Value	**$1,146,497.42**	**100%**

Note: [1] This is the Annual Percentage Yield (APY) which is the rate earned if balances remain on deposit for a full year with compounding, there is no change in the interest rate and all interest is left in the account.

Cash & Fixed Income Detail

	Price	Quantity	Value	Adjusted Tax Cost / Original Cost	Unrealized Gain/Loss	Est. Annual Income / Accrued Interest	Yield
Cash							
US DOLLAR PRINCIPAL	1 00	6,175.18	6,175.18	6,175.18		1 85 0 34	0 03%[1]

	Price	Quantity	Value	Adjusted Tax Cost Original Cost	Unrealized Gain/Loss	Est. Annual Income Accrued Interest	Yield
Short Term							
WELLS FARGO COMPANY SR NOTES 4 3/8% JAN 31 2013 01/31/2008 949746-NY-3 A+ /A2	100.34	20,000.00	20,067.20	20,150.40	(83 20)	875 00 367.00	0.20%
CME GROUP INC MEDIUM TERM NOTES 5.4% AUG 01 2013 DTD 08/12/2008 12572Q-AA-3 AA- /AA3	102.90	15,000.00	15,435.00	15,913.35	(478.35)	810 00 337.50	0.42%
KIMBERLY-CLARK CORP 5% AUG 15 2013 DTD 8/5/2003 494368-AX-1 A /A2	102.97	11,000 00	11,326 81	11,499 07	(172 26)	550 00 207.76	0 22%
PUBLIC SERVICE EL & GAS MEDIUM TERM NOTE 5 3/8% SEP 01 2013 DTD 09/08/2003 74456Q-AL-0 A- /A1	103 25	10,000 00	10,325.30	10,733 30	(408.00)	537.50 179 16	0 48%
Total Short Term			**$57,154.31**	**$58,296.12**	**($1,141.81)**	**$2,772.50** **$1,091.42**	**0.31%**
US Fixed Income							
PACCAR INC NOTES 6 7/8% FEB 15 2014 DTD 02/13/2009 69373U-AA-5 A+ /A1	107.19	15,000.00	16,078.35	16,891 50	(813 15)	1,031.25 389.58	0.45%
BHP BILLION FIN USA LTD 5 1/2% APR 01 2014 DTD 03/25/2009 055451-AG-3 A+ /A1	106 09	11,000.00	11,670.12	11,876.70	(206 58)	605 00 151 25	0.61%

	Price	Quantity	Value	Adjusted Tax Cost / Original Cost	Unrealized Gain/Loss	Est. Annual Income / Accrued Interest	Yield

US Fixed Income

	Price	Quantity	Value	Adjusted Tax Cost / Original Cost	Unrealized Gain/Loss	Est. Annual Income / Accrued Interest	Yield
ABBEY NATL TREASURY SERV FLOATING RATE APR 25 2014 DTD 04/27/2011 002799-AH-7 A /A2	100.00	10,000 00	9,999 60	10,044 40	(44 80)	189 32 34 78	1.89%
SOUTHERN CO 4 15% MAY 15 2014 DTD 05/19/2009 842587-CE-5 A- /BAA	104.78	10,000.00	10,478.30	10,125 10	353.20	415.00 53 02	0.64%
US BANCORP SR NOTES 4 2% MAY 15 2014 DTD 05/14/2009 91159H-GR-5 A+ /A1	105.13	11,000 00	11,564 74	11,331 54	233 20	462.00 59 02	0 44%
STATE STREET CORP SR NOTES 4 3% MAY 30 2014 DTD 05/22/2009 857477-AE-3 A+ /A1	105.52	11,000.00	11,606.98	10,989.33	617.65	473 00 40.72	0.38%
DEUTSCHE BANK AG LONDON 3 7/8% AUG 18 2014 DTD 08/18/2009 2515A0-Q3-0 A+ /A2	104 93	11,000.00	11,542 19	11,128 59	413 60	426 25 157.46	0 83%
PRAXAIR INC 5 1/4% NOV 15 2014 DTD 11/13/2007 74005P-AQ-7 A /A2	108.85	11,000.00	11,973.83	11,802.01	171.82	577.50 73.78	0 49%
CREDIT SUISSE FB USA INC NOTES 4 7/8% JAN 15 2015 DTD 12/15/2004 22541L-AR-4 A+ /A1	107.96	25,000 00	26,990.00	26,250.50	739.50	1,218.75 561 97	0.92%

	Price	Quantity	Value	Adjusted Tax Cost Original Cost	Unrealized Gain/Loss	Est. Annual Income Accrued Interest	Yield
US Fixed Income							
NATIONAL CITY CORP 4 9% JAN 15 2015 DTD 01/12/2005 635405-AQ-6 A- /A3	108.39	11,000 00	11,923.12	10,616 32	1,306.80	539 00 248.53	0 74%
TOYOTA MOTOR CREDIT CORP MEDIUM TERM NOTES 3.2% JUN 17 2015 DTD 06/17/2010 89233P-4B-9 AA- /AA3	106.20	10,000 00	10,619.70	10,018 30	601 40	320.00 12.44	0.66%
HSBC FINANCE CORP 5% JUN 30 2015 DTD 6/27/2005 40429C-CS-9 A /BAA	108.81	13,000.00	14,145.82	13,892 58	253 24	650.00 1.79	1 40%
RABOBANK NEDERLAND 2 1/8% OCT 13 2015 DTD 10/13/2010 21685W-BL-0 AA- /AA2	102.80	5,000.00	5,140 20	4,822.70	317.50	106 25 23 02	1.10%
WACHOVIA CORPORATION FLOATING RATE NOTE OCT 28 2015 DTD 10/28/2005 929903-AR-3 A /A3	98 50	25,000.00	24,624 50	19,776 25	4,848.25	163 31 28 12	1.19%
FPL GROUP CAPITAL INC 7 7/8% DEC 15 2015 DTD 12/12/2008 302570-BC-9 BBB /BAA	119.34	10,000.00	11,934.30	11,964 50	(30 20)	787.50 35 00	1.19%
CITIGROUP INC SENIOR NOTES 5.3% JAN 7 2016 DTD 12/8/2005 172967-DE-8 A- /BAA	110.80	30,000.00	33,240.30	26,095.80	7,144.50	1,590.00 768 48	1.62%

	Price	Quantity	Value	Adjusted Tax Cost / Original Cost	Unrealized Gain/Loss	Est. Annual Income / Accrued Interest	Yield
US Fixed Income							
WYETH 5 1/2% FEB 15 2016 DTD 11/14/2005 983024-AJ-9 AA /A1	114.34	19,000 00	21,724.98	20,404 86	1,320.12	1,045 00 394.76	0.84%
CISCO SYSTEMS NOTES 5 1/2% FEB 22 2016 DTD 2/22/2006 17275R-AC-6 A+ /A1	114.63	11,000.00	12,609.52	11,804.65	804 87	605.00 216.78	0.78%
BB&T CORPORATION MTN 3.2% MAR 15 2016 DTD 03/07/2011 05531F-AG-8 A- /A2	106 50	16,000 00	17,040 32	15,908 80	1,131 52	512 00 150.75	1 13%
TOTAL CAPITAL SA 2 3% MAR 15 2016 DTD 09/15/2010 89152U-AE-2 AA- /AA1	104.90	15,000.00	15,735.60	14,568 90	1,166 70	345 00 101 58	0 75%
VODAFONE GROUP PLC 5 5/8% FEB 27 2017 DTD 02/27/2007 92857W-AP-5 A- /A3	117.85	10,000.00	11,785.00	11,723.50	61.50	562.50 193 75	1.21%
COSTCO WHOLESALE CORP SR NOTES 5 1/2% MAR 15 2017 DTD 2/20/2007 22160K-AC-9 A+ /A1	117.95	5,000.00	5,897.70	5,923.80	(26.10)	275.00 80 97	1.12%
HONEYWELL INTL INC SR NT DTD 03/15/2007 5.30% DUE 03/15/2017 438516-AS-5 A /A2	117.72	8,000.00	9,417.68	9,326.96	90.72	424 00 124 84	0.99%

US Fixed Income

	Price	Quantity	Value	Adjusted Tax Cost / Original Cost	Unrealized Gain/Loss	Est. Annual Income / Accrued Interest	Yield
MORGAN STANLEY 4 3/4% MAR 22 2017 DTD 03/22/2012 61747Y-DT-9 A- /BAA	109.05	30,000 00	32,716 20	32,219.40	496 80	1,425.00 391 86	2.48%
AMERICAN EXPRESS CREDIT MTN 2 3/8% MAR 24 2017 DTD 03/26/2012 0258M0-DD-8 A- /A2	104.79	17,000.00	17,814.81	17,231.40	583 41	403 75 108.78	1.21%
AT&T INC 1.7% JUN 01 2017 DTD 06/14/2012 00206R-BF-8 A- /A2	101 63	14,000 00	14,227.64	14,246 12	(18 48)	238 00 19.82	1 32%
EOG RESOURCES INC 5 7/8% SEP 15 2017 DTD 09/10/2007 26875P-AA-9 A- /A3	120.98	11,000.00	13,307.80	11,794.86	1,512.94	646 25 190 27	1.27%
GENERAL ELEC CAP CORP MEDIUM TERM NOTES 5 5/8% SEP 15 2017 DTD 09/24/2007 36962G-3H-5 AA+ /A1	117.93	60,000 00	70,759.80	59,742 90	11,016 90	3,375 00 993.72	1 65%
NYSE EURONEXT 2% OCT 05 2017 DTD 10/05/2012 629491-AB-7 A+ /A3	101 64	10,000.00	10,164.20	10,187.90	(23.70)	200 00 47.77	1.64%
DIAGEO CAPITAL PLC NOTES 5 3/4% OCT 23 2017 DTD 10/26/2007 25243Y-AM-1 A- /A3	120.72	11,000.00	13,278.65	11,450.67	1,827.98	632.50 119 47	1 30%

	Price	Quantity	Value	Adjusted Tax Cost / Original Cost	Unrealized Gain/Loss	Est Annual Income / Accrued Interest	Yield

US Fixed Income

	Price	Quantity	Value	Adjusted Tax Cost / Original Cost	Unrealized Gain/Loss	Est Annual Income / Accrued Interest	Yield
NUCOR CORPORATION NOTES 5 3/4% DEC 01 2017 DTD 12/03/2007 670346-AG-0 A /A3	119 98	10,000.00	11,997.60	10,571.50	1,426.10	575.00 47 91	1.52%
AT&T INC 5 1/2% FEB 01 2018 DTD 02/01/2008 00206R-AJ-1 A- /A2	118.98	6,000.00	7,138 56	7,246.62	(108.06)	330 00 137.49	1.60%
ACE INA HOLDINGS 5.8% MAR 15 2018 DTD 02/14/2008 00440E-AK-3 A /A3	121.35	11,000.00	13,348.72	10,700 58	2,648.14	638 00 187.84	1 52%
ORACLE CORP 5 3/4% APR 15 2018 DTD 04/09/2008 68389X-AC-9 A+ /A1	122.11	11,000.00	13,432.10	11,672.32	1,759.78	632.50 133.51	1.40%
BERKSHIRE HATHAWAY FIN 5.4% MAY 15 2018 DTD 11/15/2008 084664-BE-0 AA+ /AA2	120.24	11,000.00	13,226.18	11,435.60	1,790.58	594 00 75.90	1 47%
EATON CORP NOTES 5.6% MAY 15 2018 DTD 05/20/2008 278058-DD-1 A- /BAA	118.15	11,000.00	12,995 95	10,695.52	2,300.43	616 00 78.70	2 02%
BAXTER INTERNATIONAL INC 5 3/8% JUN 01 2018 DTD 05/22/2008 071813-AY-5 A /A3	120 62	10,000 00	12,061 60	10,601.00	1,460 60	537.50 44.79	1.41%

	Price	Quantity	Value	Adjusted Tax Cost / Original Cost	Unrealized Gain/Loss	Est. Annual Income / Accrued Interest	Yield

US Fixed Income

	Price	Quantity	Value	Adjusted Tax Cost / Original Cost	Unrealized Gain/Loss	Est. Annual Income / Accrued Interest	Yield
E.I. DU PONT DE NEMOURS SR NOTES 6% JUL 15 2018 DTD 07/28/2008 263534-BT-5 A /A2	123.96	11,000.00	13,635.93	11,867.13	1,768.80	660.00 304.32	1.48%
TRANS-CANADA PIPELINES SR NOTES 6 1/2% AUG 15 2018 DTD 08/11/2008 89352H-AF-6 A- /A3	125.70	10,000.00	12,570.40	10,728.10	1,842.30	650.00 245.55	1.69%
NATIONAL RURAL UTIL CORP 10 3/8% NOV 01 2018 DTD 10/30/2008 637432-LR-4 A+ /A1	148 42	10,000.00	14,842 10	13,821.50	1,020.60	1,037 50 172.91	1 64%
DUKE ENERGY CAROLINAS 7% NOV 15 2018 DTD 11/17/2008 26442C-AG-9 A /A1	130 88	10,000.00	13,088.20	11,660.10	1,428.10	700 00 89 44	1.49%
ANHEUSER BUSCH INBEV WOR 7 3/4% JAN 15 2019 DTD 01/15/2011 03523T-BE-7 A /A3	133 44	11,000.00	14,678.73	14,562 90	115 83	852 50 393.09	1 87%
AMGEN INC SR NOTES 5.7% FEB 01 2019 DTD 01/16/2009 031162-AZ-3 A+ /BAA	120.72	11,000.00	13,279.09	11,598 51	1,680 58	627.00 261.25	2.06%
CONOCOPHILLIPS NOTES 5 3/4% FEB 01 2019 DTD 02/03/2009 20825C-AR-5 A /A1	122.93	16,000.00	19,668.96	16,687.20	2,981.76	920.00 383.32	1 76%

	Price	Quantity	Value	Adjusted Tax Cost Original Cost	Unrealized Gain/Loss	Est. Annual Income Accrued Interest	Yield
US Fixed Income							
NOVARTIS SECS INVEST LTD 5 1/8% FEB 10 2019 DTD 02/10/2009 66989G-AA-8 AA- /AA2	119.10	15,000.00	17,864.25	15,312.30	2,551.95	768.75 301.08	1.81 %
CATERPILLAR FINACIAL SE MEDIUM TERM NOTE 7.15% FEB 15 2019 DTD 02/12/2009 14912L-4E-8 A /A2	130.96	18,000.00	23,572.80	18,917.64	4,655.16	1,287 00 486.19	1.79 %
GOLDMAN SACHS GROUP INC SR NOTES 7 1/2% FEB 15 2019 DTD 02/05/2009 38141E-A2-5 A- /A3	125 70	34,000 00	42,739 36	38,708 10	4,031 26	2,550 00 963.32	2.89 %
SIMON PROPERTY GROUP LP SR NOTES 10.35% APR 01 2019 DTD 03/25/2009 828807-CA-3 A- /A3	144.02	11,000.00	15,842 31	15,418.08	424 23	1,138.50 284.62	2 66 %
RIO TINTO FIN USA LTD 9% MAY 01 2019 DTD 04/17/2009 767201-AH-9 A- /A3	135 97	4,000 00	5,438 80	5,491.04	(52 24)	360 00 60 00	2 77 %
AFLAC INC SR NOTES 8 1/2% MAY 15 2019 DTD 05/21/2009 001055-AC-6 A- /A3	135.93	9,000.00	12,233.34	11,491.02	742 32	765.00 97.74	2.39 %
BANK OF AMERICA CORP SR NOTES 7 5/8% JUN 01 2019 DTD 06/02/2009 06051G-DZ-9 A- /BAA	128 10	35,000.00	44,834.65	40,973 10	3,861.55	2,668.75 222.39	2 81 %

	Price	Quantity	Value	Adjusted Tax Cost Original Cost	Unrealized Gain/Loss	Est. Annual Income Accrued Interest	Yield
US Fixed Income							
TRAVELLERS COS INC SR NOTES 5 9% JUN 02 2019 DTD 06/02/2009 89417E-AF-6 A /A2	123.67	11,000 00	13,603 15	11,433 29	2,169.86	649.00 52 27	1.96%
HALLIBURTON COMPANY NOTES 6.15% SEP 15 2019 DTD 3/13/2009 406216-AX-9 A /A2	126.22	8,000.00	10,097 20	9,950.96	146 24	492 00 144.86	1.96%
ANHEUSER BUSCH INBEV WOR 6 7/8% NOV 15 2019 DTD 11/15/2010 03523T-BH-0 A /A3	130 72	4,000.00	5,228 64	5,191.00	37 64	275 00 35 13	2 06%
WESTPAC BANKING CORP NOTES 4 7/8% NOV 19 2019 DTD 11/19/2009 961214-BK-8 AA- /AA2	116.31	8,000 00	9,304.80	7,994.32	1,310.48	390.00 45 49	2.30%
TD AMERITRADE HOLDING CO 5 6% DEC 01 2019 DTD 11/25/2009 87236Y-AA-6 A /BAA	118.88	5,000 00	5,944 20	5,953.95	(9 75)	280.00 23 33	2.60%
BLACKROCK INC 5% DEC 10 2019 DTD 12/10/2009 09247X-AE-1 A+ /A1	119.58	10,000.00	11,957.50	11,083 70	873.80	500.00 29.16	1.97%
AMERIPRISE FINANCIAL INC 5 3% MAR 15 2020 DTD 03/11/2010 03076C-AE-6 A /A3	118.72	10,000.00	11,872.30	11,443.60	428.70	530.00 156 05	2.45%

	Price	Quantity	Value	Adjusted Tax Cost Original Cost	Unrealized Gain/Loss	Est Annual Income Accrued Interest	Yield
US Fixed Income							
WAL MART STORES INC SR NOTES 3 1/4% OCT 25 2020 DTD 10/25/2010 931142-CZ-4 AA /AA2	108.70	15,000.00	16,305.45	13,895.40	2,410.05	487.50 89 37	2.04%
UNITED PARCEL SERVICE 3 1/8% JAN 15 2021 DTD 11/12/2010 911312-AM-8 A+ /AA3	107.78	10,000.00	10,777.80	10,695.40	82.40	312.50 144.09	2.07%
BP CAPITAL MARKETS PLC 4.742% MAR 11 2021 DTD 03/11/2011 05565Q-BR-8 A /NR	116 36	15,000.00	17,454.00	15,000.00	2,454.00	711 30 217.33	2 52%
HEWLETT PACKARD CO SR NOTES 4 3/8% SEP 15 2021 DTD 09/19/2011 428236-BQ-5 BBB /BAA	98.32	15,000.00	14,748.60	15,143.56	(394.96)	656 25 193 21	4.61%
INTEL CORP 3 3% OCT 01 2021 DTD 09/19/2011 458140-AJ-9 A+ /A1	106.01	11,000 00	11,660 99	11,815 43	(154.44)	363.00 90.75	2 53%
LOWE'S COMPANIES INC 3.8% NOV 15 2021 DTD 11/23/2011 548661-CV-7 A- /A3	110.35	10,000.00	11,035.40	10,099.50	935 90	380.00 48.55	2.49%
UNITEDHEALTH GROUP INC 3 3/8% NOV 15 2021 DTD 11/10/2011 91324P-BT-8 A /A3	106.19	10,000.00	10,619.00	10,200 30	418.70	337 50 43.12	2 59%

	Price	Quantity	Value	Adjusted Tax Cost Original Cost	Unrealized Gain/Loss	Est. Annual Income Accrued Interest	Yield
US Fixed Income							
HSBC HOLDINGS PLC 4 875% JAN 14 2022 DTD 11/17/2011 404280-AL-3 A+ /AA3	116 30	27,000.00	31,399.65	30,095 01	1,304.64	1,316.25 610 57	2.82%
JOHN DEERE CAPITAL CORP MTN 2 3/4% MAR 15 2022 DTD 02/27/2012 24422E-RM-3 A /A2	101.96	11,000.00	11,215.60	11,025.21	190 39	302.50 89.06	2.51%
ABB FINANCE USA INC 2 875% MAY 08 2022 DTD 05/08/2012 00037B-AB-8 A /A2	102 69	10,000.00	10,268 80	10,350 70	(81 90)	287 50 42.32	2.55%
PRINCIPAL FINANCIAL GROU 3 125% 05/15/2023 DTD 11/16/2012 74251V-AH-5 BBB /A3	99.25	4,000.00	3,970.12	3,994.32	(24.20)	125.00 15 62	3 21%
Total US Fixed Income			**$1,065,964.78**	**$979,686.35**	**$86,278.43**	**$47,546.43** **$12,815.72**	**1.76%**
Non-US Fixed Income							
ROYAL BANK OF CANADA 1.2% SEP 19 2017 DTD 09/19/2012 78011D-AC-8 AAA /AAA	100.23	4,000 00	4,009 20	3,999 60	9.60	48 00 13.60	1.15%

	Price	Quantity	Value	Adjusted Tax Cost / Original Cost	Unrealized Gain/Loss	Est. Annual Income / Accrued Interest	Yield
Non-US Fixed Income							
AMERICA MOVIL SAB DE CV 5 5/8% NOV 15 2017 DTD 10/30/2007 02364W-AN-5 A- /A2	119.95	11,000.00	13,193.95	12,739 57	454 38	618 75 79 05	1.38%
Total Non-US Fixed Income			**$17,203.15**	**$16,739.17**	**$463.98**	**$666.75** **$92.65**	**1.33%**