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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

2012

Open to public inspection

For calendar year 2012 or tax year beginning

, and ending

Name of foundation A. LINDSAY & OLIVE B. O'CONNOR FOUNDATION, INC.		A Employer identification number 16-6063485
Number and street (or P.O. box number if mail is not delivered to street address) C/O CHEMUNG CANAL TRUST CO., -PO BOX 152		B Telephone number (607) 538-9248
City or town, state, and ZIP code ELMIRA, NY 14902		C If exemption application is pending, check here ☐
G Check all that apply ☐ Initial return ☐ Final return ☐ Address change ☐ Initial return of a former public charity ☐ Amended return ☐ Name change		D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐
H Check type of organization ☐ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☒ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 62,257,314.		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐
J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) _____		

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received				N/A	
2 Check ☒ if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments		2,780.	2,780.		STATEMENT 2
4 Dividends and interest from securities		1,778,963.	1,775,897.		STATEMENT 3
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		1,583,847.			STATEMENT 1
b Gross sales price for all assets on line 6a		22,326,085.			
7 Capital gain net income (from Part IV, line 2)			1,598,632.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income		14,612.	0.		STATEMENT 4
12 Total. Add lines 1 through 11		3,380,202.	3,377,309.		
13 Compensation of officers, directors, trustees, etc		115,319.	0.		115,319.
14 Other employee salaries and wages		30,162.	0.		30,162.
15 Pension plans, employee benefits		36,370.	0.		36,370.
16a Legal fees STMT 5		40,673.	20,337.		20,336.
b Accounting fees STMT 6		32,165.	16,083.		16,082.
c Other professional fees STMT 7		390,937.	390,937.		0.
17 Interest					
18 Taxes STMT 8		91,798.	7,972.		14,843.
19 Depreciation and depletion		10,866.	0.		
20 Occupancy					
21 Travel, conferences, and meetings		31,971.	0.		31,971.
22 Printing and publications					
23 Other expenses STMT 9		37,847.	0.		36,339.
24 Total operating and administrative expenses. Add lines 13 through 23		818,108.	435,329.		301,422.
25 Contributions, gifts, grants paid		2,586,242.			2,586,242.
26 Total expenses and disbursements. Add lines 24 and 25		3,404,350.	435,329.		2,887,664.
27 Subtract line 26 from line 12		-24,148.			
a Excess of revenue over expenses and disbursements			2,941,980.		
b Net investment income (if negative, enter -0-)					
c Adjusted net income (if negative, enter -0-)				N/A	

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

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	5,005.	2,630.	2,630.
	2 Savings and temporary cash investments	4,069,285.	2,351,416.	2,351,416.
	3 Accounts receivable ▶			
	Less allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶ 75,000.			
	Less allowance for doubtful accounts ▶ 0.	75,000.	75,000.	75,000.
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations STMT 10	4,035,894.	4,421,149.	4,530,076.
	b Investments - corporate stock STMT 11	20,594,190.	20,729,627.	24,949,399.
	c Investments - corporate bonds STMT 12	11,752,853.	12,752,908.	13,163,848.
Liabilities	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 13	16,256,993.	16,432,808.	17,155,164.
	14 Land, buildings, and equipment basis ▶ 90,948.			
	Less accumulated depreciation ▶ 61,167.	25,306.	29,781.	29,781.
	15 Other assets (describe ▶)			
	16 Total assets (to be completed by all filers)	56,814,526.	56,795,319.	62,257,314.
	17 Accounts payable and accrued expenses			
	18 Grants payable			
Net Assets or Fund Balances	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶ STATEMENT 14)	2,903.	7,844.	
23 Total liabilities (add lines 17 through 22)	2,903.	7,844.		
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	56,811,623.	56,787,475.	
	28 Paid-in or capital surplus, or land, bldg, and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	0.	0.	
30 Total net assets or fund balances	56,811,623.	56,787,475.		
31 Total liabilities and net assets/fund balances	56,814,526.	56,795,319.		

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	56,811,623.
2 Enter amount from Part I, line 27a	2	-24,148.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	56,787,475.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	56,787,475.

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 SALE OF SECURITIES	P	VARIOUS	VARIOUS
b SALE OF SECURITIES	P	VARIOUS	VARIOUS
c CAPITAL GAINS DIVIDENDS			
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 15,970,164.		14,402,200.	1,567,964.
b 6,309,914.		6,325,253.	-15,339.
c 46,007.			46,007.
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a			1,567,964.
b			-15,339.
c			46,007.
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	1,598,632.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)	If gain, also enter in Part I, line 8, column (c) If (loss), enter -0- in Part I, line 8	3	N/A

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

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

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

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

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

1 Enter the appropriate amount in each column for each year, see 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	2,702,275.	61,267,215.	.044106
2010	3,061,827.	58,095,631.	.052703
2009	3,198,557.	53,134,255.	.060198
2008	3,559,475.	64,899,414.	.054846
2007	3,165,097.	71,988,111.	.043967

2 Total of line 1, column (d)	2	.255820
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	.051164
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	60,854,787.
5 Multiply line 4 by line 3	5	3,113,574.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	29,420.
7 Add lines 5 and 6	7	3,142,994.
8 Enter qualifying distributions from Part XII, line 4	8	2,887,664.

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)		1	58,840.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b		2	0.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b).		3	58,840.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	0.
3 Add lines 1 and 2		5	58,840.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-			
6 Credits/Payments			
a 2012 estimated tax payments and 2011 overpayment credited to 2012	6a	61,344.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c	18,000.	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments Add lines 6a through 6d	7	79,344.	
8 Enter any penalty for underpayment of estimated tax Check here ☒ if Form 2220 is attached	8	54.	
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	20,450.	
11 Enter the amount of line 10 to be Credited to 2013 estimated tax ☐ Refunded ☐	11	0.	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation. \$ 0. (2) On foundation managers \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV.	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <u>NY</u>		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

N/A

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A. LINDSAY & OLIVE B. O'CONNOR
FOUNDATION, INC.

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>HTTP://WWW.THEOCONNORFOUNDATION.ORG</u>	13	X	
14	The books are in care of ► <u>CHEMUNG CANAL TRUST COMPANY, TRUST</u> Telephone no ► <u>607-737-3896</u> Located at ► <u>PO BOX 1522 - TRUST TAX DEPARTMENT, ELMIRA, NY</u> ZIP+4 ► <u>14902</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	15	N/A	
16	At any time during calendar year 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? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ► <u>OTHER COUNTRY</u>	16	X	

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

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

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

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

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

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

☒

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

N/A

☐ Yes ☐ No

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

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

☐ Yes ☒ No

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

6b

X

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

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

☐ Yes ☒ No

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

N/A

7b

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 15		115,319.	28,830.	0.

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

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

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

0

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

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

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

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

	Amount
1 N/A	
2	
All other program-related investments See instructions	
3	
Total. Add lines 1 through 3	0.

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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	58,985,403.
b	Average of monthly cash balances	1b	2,796,107.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	61,781,510.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	61,781,510.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	926,723.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	60,854,787.
6	Minimum investment return. Enter 5% of line 5	6	3,042,739.

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	3,042,739.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	58,840.
b	Income tax for 2012 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	58,840.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	2,983,899.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	2,983,899.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	2,983,899.

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	2,887,664.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	2,887,664.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	2,887,664.

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				2,983,899.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			1,647,900.	
b Total for prior years		0.		
3 Excess distributions carryover, if any, to 2012				
a From 2007				
b From 2008				
c From 2009				
d From 2010				
e From 2011				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ 2,887,664.				
a Applied to 2011, but not more than line 2a			1,647,900.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2012 distributable amount				1,239,764.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b Taxable amount - see instructions		0.		
e Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount - see instr			0.	
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013				1,744,135.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9				
a Excess from 2008				
b Excess from 2009				
c Excess from 2010				
d Excess from 2011				
e Excess from 2012				

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

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

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 ATTACHED GRANT APPLICATION NOTES

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

SEE ATTACHED APPLICATION FORM

c Any submission deadlines

SEE ATTACHED GRANT APPLICATION NOTES

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

SEE ATTACHED GRANT APPLICATION NOTES

Part XV ' Supplementary Information (continued)

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

Recipient Name and address (home or business)		If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year					
SEE ATTACHED SCHEDULE					2,586,242.
Total				▶ 3a	2,586,242.
b Approved for future payment					
SEE ATTACHED SCHEDULE					3,639,775.
Total				▶ 3b	3,639,775.

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclu- sion 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			14	2,780.		
4 Dividends and interest from securities			14	1,778,963.		
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			01	14,612.		
8 Gain or (loss) from sales of assets other than inventory			18	1,583,847.		
9 Net income or (loss) from special events						
10 Gross profit or (loss) from sales of inventory						
11 Other revenue						
a _____						
b _____						
c _____						
d _____						
e _____						
12 Subtotal. Add columns (b), (d), and (e)		0.		3,380,202.		0.
13 Total. Add line 12, columns (b), (d), and (e)					13	3,380,202.

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

[illegible]

Part XVII

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

- | | | | |
|----------|--|--------------|------------|
| 1 | Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations? | | Yes |
| a | Transfers from the reporting foundation to a noncharitable exempt organization of | | |
| | (1) Cash | 1a(1) | |
| | (2) Other assets | 1a(2) | |
| b | Other transactions | | |
| | (1) Sales of assets to a noncharitable exempt organization | 1b(1) | |
| | (2) Purchases of assets from a noncharitable exempt organization | 1b(2) | |
| | (3) Rental of facilities, equipment, or other assets | 1b(3) | |
| | (4) Reimbursement arrangements | 1b(4) | |
| | (5) Loans or loan guarantees | 1b(5) | |
| | (6) Performance of services or membership or fundraising solicitations | 1b(6) | |
| c | Sharing of facilities, equipment, mailing lists, other assets, or paid employees | 1c | |
| 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. | | |

	Yes	No
1a(1)		X
1a(2)		X
1b(1)		X
1b(2)		X
1b(3)		X
1b(4)		X
1b(5)		X
1b(6)		X
1c		X

[illegible]

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

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

**Sign
Here**

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

Signature of officer or trustee

Date _____

Title

May the IRS discuss this return with the preparer shown below (see instr)?

☒ Yes ☐ No**Paid
Preparer
Use Only**

Print/Type preparer's name

CATHERINE A.
MALIWACKI, CPA

Preparer's signature

CATHERINE A. MALI

Date _____

11/05/13

Check ☐ self-employed

PTIN

P00051450

Firm's name ▶ **DAVIDSON, FOX & COMPANY, LLP**

Firm's EIN ► 15-0544726

Firm's address ► 53 CHENANGO STREET
BINGHAMTON, NY 13901

Phone no (607) 722-5386

Form **990-PF** (2012)

THE A LINDSAY & OLIVE B. O'CONNOR FOUNDATION INC
FORM 990PF SUPPORTING SCHEDULE
PART I, LINE 6a- GAIN/LOSS
2012
16-6063485

Page 1 of 1

	PROCEEDS OF SALE	COST	GAIN OR LOSS
SHORT TERM			
Chemung Canal Trust			
Hospital Account	149,899	157,507	(7,608)
Custody Account	1,984,286	2,044,027	(59,741)
Merrill Lynch			
Account D02	172,634	175,616	(2,982)
Account E33	10,767	11,976	(1,209)
Account E38	3,117,829	3,058,435	59,394
Account E38-Supplemental	668,036	668,036	-
Account C78	206,463	211,084	(4,621)
Total Merrill Lynch	4,175,729	4,125,147	50,582
Total Short Term	6,309,914	6,326,681	(16,767)
LONG TERM			
Chemung Canal Trust			
Hospital Account	887,812	551,230	336,582
Custody Account	9,143,275	8,243,204	900,071
Custody Account	196,144	196,144	-
Merrill Lynch			
Account D02	195,641	207,526	(11,885)
Account E33	153,171	192,843	(39,672)
Account E37	267,544	267,376	168
Account E38	7,967	3,070	4,897
Account E38-Supplemental	1,010,871	1,007,594	3,277
Account E38	4,107,739	3,746,570	361,169
Total Merrill Lynch	5,742,933	5,424,979	317,954
Total Long Term	15,970,164	14,415,557	1,554,607
CAPITAL GAIN/LOSS FROM INVESTMENT:	22,280,078	20,742,238	1,537,840
CAPITAL GAINS DIVIDENDS	46,007	-	46,007
	22,326,085	20,742,238	1,583,847

PART II, LINE 10 & 13

	US GOVERNMENT		CORPORATE STOCK		CORPORATE BONDS	
	COST	MARKET	COST	MARKET	COST	MARKET

CHEMUNG CANAL TRUST

Custody Account	1,099,843	1,171,183	pg 4	9,543,090	12,459,523	pg 11	10,796,354	11,101,156	pg 4
Hospital Account				2,031,396	2,227,317	pg 16	652,259	705,275	pg 13

MERRILL LYNCH

Account E37	3,321,306	3,358,893	pg 29	9,155,141	10,262,559	pg 79	1,304,295	1,357,417	pg 24
Account E38	4,421,149	4,530,076		20,729,627	24,949,399		12,752,908	13,163,848	

PART II, LINE 13

	MUTUAL FUNDS		LIMITED PARTNERSHIP		ALTERNATIVE INVESTMENTS		Options	
	COST	MARKET	COST	MARKET	COST	MARKET	COST	MARKET

CHEMUNG CANAL TRUST

Custody Account	11,900,278	12,466,969	pg 12	325,000	336,780	pg 11	-	-
Hospital Account	631,293	660,006	pg 16				-	-

MERRILL LYNCH

Account 02027							5,385	456	pg 18
Account C78							-	-	
Account E33	552,017	587,415	pg 20						
Account E38	2,669,684	2,749,942	pg 80						
	15,753,272	16,464,332		325,000	336,780				
							349,151	353,596	pg 17
							-	-	
							-	-	
							5,385	456	pg 18
							-	-	
							5,385	456	



Chemung Canal Trust Company

Account Number: Custody

Statement Period: December 01, 2012 Through December 31, 2012

Description	Rating	Par Value	Total Market/ Total Cost	Market Price/ Cost Price	Est Annual Income/ Accrued Inc	Yield Current/ Maturity
Fixed Income						
Corporate						
AMERICAN EXPRESS CREDIT DTD 03/26/2012 FC 09/24/2012 2.375% 03/24/2017	A-	400,000.000	418,528.00 404,095.00	104.63 101.02	9,500.00 2,559.72	2.27 1.93
AMGEN INC DTD 05/15/2012 FC 11/15/2012 2.125% 05/15/2017	A+	300,000.000	310,782.00 298,341.00	103.59 99.45	6,375.00 814.58	2.05 2.15
ANHEUSER BUSCH COS LLC DTD 03/11/2003 FC 10/01/2003 CALL @ MAKE WHOLE +25BP LONG 1ST CPN 4.5% 04/01/2018	A	400,000.000	454,324.00 455,355.00	113.58 113.84	18,000.00 4,500.00	3.96 2.56



Chemung Canal Trust Company

3 of 80

Account Number:

Custody

Statement Period, December 01, 2012 Through December 31, 2012

Principal Portfolio Statement (Continued)

Description	Ticker	Shares	Total Market/ Total Cost	Market Price/ Cost Price	Est Annual Income/ Accrued Inc	Current Yield
Equities						
CAMERON INTERNATIONAL CORP	CAM	550,000	31,053.00 29,922.15	56.46 54.40		
CARDINAL HEALTH INC	CAH	2,200,000	90,596.00 82,826.01	41.18 37.65	2,420.00 605.00	2.67
CAREFUSION CORPORATION W/I	CFN	1,755,000	50,157.90 49,105.72	28.58 27.98		
CELGENE CORP	CELG	1,660,000	130,260.20 83,480.51	78.47 50.29		
CEPHEID INC	CPHD	1,170,000	39,616.20 48,894.70	33.86 41.79		
CHEVRON CORPORATION	CVX	2,675,000	289,274.50 192,332.18	108.14 71.90	9,630.00	3.33
CISCO	CSCO	2,890,000	56,786.77 55,420.68	19.65 19.18	1,618.40	2.85
CITIGROUP INC	C	4,439,000	175,606.84 164,969.27	39.56 37.16	177.56	0.10
CITRIX SYSTEMS INC	CTXS	1,050,000	68,901.00 77,636.15	65.62 73.94		
COACH INC	COH	910,000	50,514.10 59,778.48	55.51 65.69	1,092.00	2.16
COLGATE PALMOLIVE	CL	410,000	42,861.40 35,297.78	104.54 86.09	1,016.80	2.17
COMCAST CORP CL A	CMCSA	4,190,000	156,538.40 132,767.57	37.36 31.69	2,723.50 680.88	1.74
CONCHO RESOURCES INC	CXO	250,000	20,140.00 25,921.29	80.56 103.69		
CONOCOPHILLIPS	COP	840,000	48,711.60 45,636.65	57.99 54.33	2,217.60	4.55
CONTINENTAL RESOURCES INC/OK	CLR	500,000	36,745.00 37,559.50	73.49 75.12		
THE COOPER COMPANIES INC		655,000	60,574.40 48,591.94	92.48 74.19	39.30	0.06
COSTCO	COST	1,240,000	122,425.20 101,665.49	98.73 81.99	1,364.00	1.11
DARDEN RESTAURANTS INC COM	DRI	855,000	38,534.85 39,711.12	45.07 46.45	1,710.00	4.44
DEAN FOODS COMPANY	DF	4,400,000	72,644.00 74,868.24	16.51 17.02		
DICKS SPORTING GOODS INC	DKS	1,135,000	51,631.15 32,290.04	45.49 28.45	567.50	1.10
BNP PARIBAS DTD 06/29/12 FC 06/30/14 0% 06/30/2014		375,000,000	397,875.00 375,015.00	106.10 100.00		
HSBC USA INC 0% 04/30/2013		475,000,000	538,982.50 475,015.00	113.47 100.00		



Chemung Canal Trust Company

Account Number: Custody

Statement Period: December 01, 2012 Through December 31, 2012

Principal Portfolio Statement (Continued)

Description	Rating	Par Value	Total Market/ Total Cost	Market Price/ Cost Price	Est Annual Income/ Accrued Inc	Yield Current/ Maturity
Corporate						
TOYOTA TOYOTA MOTOR CREDIT CORP DTD 01/12/2012 FC 07/12/2012 2.05% 01/12/2017	AA-	400,000.000	413,704.00 406,943.00	103.43 101.74	8,200.00 3,849.44	1.98 1.82
UNITED TECHNOLOGIES CORP DTD 6/1/12 F/C 12/1/12 3.1% 06/01/2022	A	240,000.000	254,157.60 256,891.80	105.90 107.04	-7,440.00 620.00	2.93 3.36
VERIZON COMMUNICATIONS INC DTD 03/28/11 F/C 10/01/11 3% 04/01/2016	A-	400,000.000	425,924.00 403,747.00	106.48 100.94	12,000.00 3,000.00	2.82 1.47
WACHOVIA CORP DTD 01/31/2008 F/C 08/01/2008 5.75% 02/01/2018	A+	400,000.000	479,216.00 469,007.00	119.80 117.25	23,000.00 9,583.33	4.80 2.36
** Total Corporate		Sub- Total	11,101,156.10 10,796,354.25		379,350.00 127,047.28	3.73
US Bonds						
US TREASURY N/B DTD 05/15/2007 F/C 11/15/2007 4.5% 05/15/2017	NR	350,000.000	408,761.50 341,181.64	116.79 97.48	15,750.00 2,044.89	3.85 1.09
NEW JERSEY ECONOMIC DEV AUTH REV REF TAXABLE SCH FACS DTD 02/22/2011 FC 09/01/2011 BOOK ENTRY ST APPROP 3.102% 09/01/2013	A+	250,000.000	254,237.50 250,009.97	101.70 100.00	7,755.00 2,585.00	3.05 0.49
ORANGE CNTY CA SANTN DIST WSTWTR REVENUE REF SER B DTD 08/16/2012 FC 02/01/2013 BOOK ENTRY 5% 02/01/2021	AAA	400,000.000	508,184.00 508,651.00	127.05 127.16	20,000.00 7,500.00	3.94 1.44
Total US Bonds		Sub- Total	1,171,183.00 1,099,842.61			



Chemung Canal Trust Company

Account Number: Custody

Statement Period: December 01, 2012 Through December 31, 2012

Principal Portfolio Statement (Continued)

Description	Ticker	Shares	Total Market/ Total Cost	Market Price/ Cost Price	Est Annual Income/ Accrued Inc	Current Yield
Equities						
AT&T INC	T	1,575.000	53,093.25 47,132.79	33.71 29.93	2,835.00	5.34
ABBOTT LAB	ABT	680.000	44,540.00 35,867.06	65.50 52.75	380.80	0.85
AMAZON COM INC	AMZN	100.000	25,087.00 25,908.37	250.87 259.08		
AMERICAN ELEC POWER	AEP	705.000	30,089.40 26,772.02	42.68 37.97	1,325.40	4.40
AMERICAN TOWER CORP REIT	AMT	2,710.000	209,401.70 103,729.15	77.27 38.28	2,601.60	1.24
AMERICAN WATER WORKS	AWK	2,950.000	109,533.50 85,677.38	37.13 29.04	2,950.00	2.69
AMERIPRISE FINANCIAL INC	AMP	3,365.000	210,749.95 104,514.39	62.63 31.06	6,057.00	2.87
AMETEK INC	AME	2,238.000	84,081.66 31,758.45	37.57 14.19	537.12	0.64
ANADARKO PETROLEUM CORP	APC	2,295.000	170,541.45 109,574.85	74.31 47.75	826.20	0.48
APARTMENT INVESTMENT & MANAGEMENT COMPANY	ATV	1,000.000	27,060.00 26,449.00	27.06 26.45	800.00	2.96
APPLE INC	AAPL	1,086.000	577,939.77 136,002.58	532.17 125.23	11,511.60	1.99
AUTOMATIC DATA PROCESSING	ADP	790.000	44,974.70 42,361.90	56.93 53.62	1,374.60 343.65	3.06
BALL CORP	BLL	910.000	40,722.50 17,187.50	44.75 18.89	364.00	0.89
BANK OF NEW YORK MELLON CORP	BK	1,405.000	36,108.50 35,756.95	25.70 25.45	730.60	2.02
BEAM INC	BEAM	1,180.000	72,086.20 70,447.69	61.09 59.70	967.60	1.34
BED BATH & BEYOND INC	BBBY	835.000	46,684.85 49,107.98	55.91 58.81		
BLACKROCK INC-CLASS A	BLK	235.000	48,576.85 42,121.69	206.71 179.24	1,410.00	2.90
BORGWARNER INC	BWA	560.000	40,107.20 26,030.35	71.62 46.48	268.80	0.67
BRINKER INTERNATIONAL INC RETAIL-RESTAURANTS	EAT	1,125.000	34,863.75 40,522.12	30.99 36.02	900.00	2.58
BROADCOM CORP	BRCM	400.000	13,284.00 11,956.61	33.21 29.89	160.00	1.20



Chemung Canal Trust Company

Account Number: Custody

Statement Period: December 01, 2012 Through December 31, 2012

Principal Portfolio Statement (Continued)

Description	Ticker	Shares	Total Market/ Total Cost	Market Price/ Cost Price	Est Annual Income/ Accrued Inc	Current Yield
Equities						
CAMERON INTERNATIONAL CORP	CAM	550 000	31,053 00 29,922 15	56 46 54 40		
CARDINAL HEALTH INC	CAH	2,200 000	90,596.00 82,826.01	41.18 37 65	2,420.00 605.00	2.67
CAREFUSION CORPORATION W/I	CFN	1,755 000	50,157 90 49,105 72	28 58 27 98		
CELGENE CORP	CELG	1,660.000	130,260 20 83,480.51	78 47 50 29		
CEPHEID INC	CPHD	1,170.000	39,616 20 48,894.70	33 86 41.79		
CHEVRON CORPORATION	CVX	2,675 000	289,274 50 192,332 18	108 14 71 90	9,630 00	3 33
CISCO	CSCO	2,890.000	56,786 77 55,420.68	19 65 19.18	1,618 40	2 85
CITIGROUP INC	C	4,439 000	175,606 84 164,969.27	39 56 37 16	177 56	0 10
CITRIX SYSTEMS INC	CTXS	1,050.000	68,901 00 77,636 15	65.62 73.94		
COACH INC	COH	910 000	50,514.10 59,778.48	55.51 65.69	1,092.00	2.16
COLGATE PALMOLIVE	CL	410.000	42,861.40 35,297 78	104.54 86 09	1,016 80	2 37
COMCAST CORP CL A	CMCSA	4,190.000	156,538.40 132,767.57	37 36 31.69	2,723 50 680 88	1 74
CONCHO RESOURCES INC	CXO	250.000	20,140.00 25,921 29	80.56 103.69		
CONOCOPHILLIPS	COP	840.000	48,711.60 45,636.65	57 99 54.33	2,217.60	4 55
CONTINENTAL RESOURCES INC/OK	CLR	500.000	36,745 00 37,559 50	73 49 75 12		
THE COOPER COMPANIES INC		655 000	60,574 40 48,591 94	92 48 74.19	39 30	0.06
COSTCO	COST	1,240 000	122,425 20 101,665.49	98 73 81 99	1,364.00	1.11
DARDEN RESTAURANTS INC COM	DRI	855.000	38,534.85 39,711 12	45.07 46 45	1,710.00	4 44
DEAN FOODS COMPANY	DF	4,400 000	72,644 00 74,868.24	16.51 17.02		
DICKS SPORTING GOODS INC	DKS	1,135 000	51,631 15 32,290.04	45 49 28 45	567.50	1 10



Chemung Canal Trust Company

Account Number: Custody

Statement Period: December 01, 2012 Through December 31, 2012

Principal Portfolio Statement (Continued)

Description	Ticker	Shares	Total Market/ Total Cost	Market Price/ Cost Price	Est Annual Income/ Accrued Inc	Current Yield
Equities						
DISCOVER FINANCIAL SERVICES	DFS	5,605.000	216,072.75 107,070.63	38.55 19.10	3,138.80 784.70	1.45
DOVER	DOV	970.000	63,738.70 63,335.86	65.71 65.29	1,358.00	2.13
EMC CORP	EMC	5,405.000	136,746.50 88,675.71	25.30 16.41		
EOG RESOURCES INC	EOG	1,045.000	126,225.55 89,133.75	120.79 85.30	710.60	0.56
EBAY INC	EBAY	3,890.000	198,381.05 126,678.45	51.00 32.57		
ECOLAB INC	ECL	960.000	69,024.00 49,455.02	71.90 51.52	883.20	1.28
EDISON INTERNATIONAL	EIX	1,820.000	82,245.80 64,601.81	45.19 35.50	2,457.00 614.25	2.99
EXELON CORP	EXC	650.000	19,331.00 24,508.97	29.74 37.71	1,365.00	7.06
EXPRESS SCRIPTS HOLDING CO	ESRX	3,365.000	181,710.00 101,720.84	54.00 30.23		
EXTRA SPACE STORAGE INC REIT	EXR	850.000	30,931.50 25,273.38	36.39 29.73	850.00	2.75
EXXON MOBIL CORP	XOM	2,287.000	197,939.85 184,505.91	86.55 80.68	5,214.36	2.63
FREEPORT MCMORAN COPPER & GOLD INC CLASS B	FCX	2,175.000	74,385.00 81,858.44	34.20 37.64	2,718.75	3.65
GNC HOLDINGS INC	GNC	740.000	24,627.20 26,367.20	33.28 35.63	325.60	1.32
GENERAL ELECTRIC	GE	17,965.000	377,085.35 340,549.47	20.99 18.96	13,653.40 6,826.70	3.62
GENERAL MOTORS CO	GM	1,375.000	39,641.25 32,404.44	28.83 23.57		
GILEAD SCIENCES INC	GILD	1,815.000	133,311.75 54,212.27	73.45 29.87		
GOOGLE INC-CL A	GOOG	210.000	148,549.80 121,955.16	707.38 580.74		
HILLSHIRE BRANDS CO	HSB	1,550.000	43,617.00 42,459.26	28.14 27.39	775.00	1.78
HOME DEPOT INC	HD	2,485.000	153,697.25 74,797.91	61.85 30.10	2,882.60	1.88
IDEX CORPORATION	IEX	2,265.000	105,390.45 72,604.69	46.53 32.06	1,812.00	1.72



Chemung Canal Trust Company

Account Number:

Custody

Statement Period: December 01, 2012 Through December 31, 2012

Principal Portfolio Statement (Continued)

Description	Ticker	Shares	Total Market/ Total Cost	Market Price/ Cost Price	Est Annual Income/ Accrued Inc	Current Yield
Equities						
INGREDION INC	INGR	1,250,000	80,537.50 60,643.89	64.43 48.52	1,300.00 325.00	1.61
INTEL CORP	INTC	3,900,000	80,418.00 89,751.73	20.62 23.01	3,510.00	4.36
INTERNATIONAL BUSINESS MACHINES	IBM	430,000	82,366.50 50,009.99	191.55 116.30	1,462.00	1.77
JP MORGAN CHASE & COMPANY	JPM	6,410,000	281,841.93 166,156.95	43.97 25.92	7,692.00	2.73
JOHNSON & JOHNSON	JNJ	1,900,000	133,190.00 118,885.84	70.10 62.57	4,636.00	3.48
KELLOGG	K	630,000	35,185.50 33,008.27	55.85 52.39	1,108.80	3.15
KRAFT FOODS GROUP INC	KRFT	1,943,000	88,348.21 77,898.16	45.47 40.09	3,886.00 971.50	4.40
ELI LILLY & CO	LLY	1,240,000	61,156.80 47,247.81	49.32 38.10	2,430.40	3.97
LIMITED BRANDS INC		1,635,000	76,943.10 28,469.18	47.06 17.41	1,635.00	2.12
M&T BANK CORP	MTB	390,000	38,403.30 29,883.04	98.47 76.62	1,092.00	2.84
MACYS INC	M	1,405,000	54,823.10 47,287.47	39.02 33.66	1,124.00 281.00	2.05
MARATHON OIL CORP	MRO	585,000	17,936.10 17,076.52	30.66 29.19	397.80	2.22
MCDONALDS CORP	MCD	1,695,000	149,515.95 88,967.40	88.21 52.49	5,220.60	3.49
MCKESSON CORPORATION	MCK	700,000	67,872.00 44,094.92	96.96 62.99	560.00 140.00	0.83
MEAD JOHNSON NUTRITION CO	MJN	900,000	59,301.00 63,952.62	65.89 71.06	1,080.00 225.00	1.82
MEDIVATION INC	MDVN	910,000	46,555.60 42,510.88	51.16 46.72		
MERCK & CO INC	MRK	3,030,000	124,048.20 114,381.25	40.94 37.75	5,211.60 1,302.90	4.20
METLIFE	MET	3,695,000	121,713.30 140,544.07	32.94 38.04	2,734.30	2.25
METTLER-TOLEDO INTERNATIONAL INC	MTD	245,000	47,358.50 19,473.91	193.30 79.49		
MICROSOFT	MSFT	6,675,000	178,287.25 168,485.93	26.71 25.24	6,141.00	3.44

Chemung Canal Trust Company

Account Number: Custody

Statement Period: December 01, 2012 Through December 31, 2012

Principal Portfolio Statement (Continued)

Description	Ticker	Shares	Total Market/ Total Cost	Market Price/ Cost Price	Est Annual Income/ Accrued Inc	Current Yield
Equities						
MONDELEZ INTERNATIONAL INC-A	MDLZ	2,060 000	52,433.59 51,381.65	25.45 24.94	1,071.20 267.80	2.04
MONSANTO CO	MON	1,380 000	130,617.00 105,515.68	94.65 76.46	2,070.00	1.58
NATIONAL OILWELL VARCO INC	NOV	755.000	51,604.25 53,578.01	68.35 70.96	392.60	0.76
NEWS CORP INC CL A	NWSA	6,270 000	159,947.70 115,415.10	25.51 18.41	1,065.90	0.67
NEXTERA ENERGY, INC	NEE	2,220 000	153,601.80 118,314.93	69.19 53.30	5,328.00	3.47
NIKE INC CL B	NKE	1,515.000	78,174.00 108,817.71	51.60 71.83	636.30	0.81
NORFOLK SOUTHERN CORP	NSC	2,680 000	165,731.20 136,115.67	61.84 50.79	5,360.00	3.23
OCCIDENTAL PETROLEUM	OXY	1,545 000	118,362.45 108,264.73	76.61 70.07	3,337.20 834.30	2.82
ORACLE	ORCL	4,805.000	160,102.60 106,534.77	33.32 22.17	1,153.20	0.72
PARKER HANNIFIN CORP	PH	1,390 000	118,233.40 98,792.71	85.06 71.07	2,279.60	1.93
PEOPLE'S UNITED FINANCIAL	PBCT	2,865.000	34,637.85 36,851.36	12.09 12.86	1,833.60	5.29
PEPSICO	PEP	1,850.000	126,595.50 116,507.22	68.43 62.98	3,977.50 994.38	3.14
PFIZER	PFE	8,740 000	219,193.08 156,542.23	25.08 17.91	8,390.40	3.83
PLAINS EXPLORATION & PRODUCT	PXP	800 000	37,552.00 29,918.13	46.94 37.40		
T ROWE PRICE GROUP INC	TROW	3,250 000	211,630.58 179,327.67	65.12 55.18	4,420.00	2.09
PROCTER & GAMBLE	PG	2,300 000	156,147.00 142,405.86	67.89 61.92	5,170.40	3.31
PRUDENTIAL FINANCIAL INC	PRU	2,680.000	142,924.40 150,393.88	53.33 56.12	4,288.00	3.00
QUALCOMM INC	QCOM	3,080.000	190,527.57 131,951.81	61.86 42.84	3,080.00	1.62
REGAL BELOIT CORPORATION	RBC	965 000	68,003.55 65,214.84	70.47 67.58	733.40 183.35	1.08
ROCKWELL COLLINS	COL	230.000	13,379.10 13,283.65	58.17 57.76	276.00	2.06



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Chemung Canal Trust Company

Account Number: Custody

Statement Period: December 01, 2012 Through December 31, 2012

Principal Portfolio Statement (Continued)

Description	Ticker	Shares	Total Market/ Total Cost	Market Price/ Cost Price	Est Annual Income/ Accrued Inc	Current Yield
Equities						
ROPER INDUSTRIES INC	ROP	670 000	74,691 60 34,284 64	111.48 51 17	442 20	0 59
SPX CORP	SPW	1,390.000	97,508 50 100,602 64	70.15 72.38	1,390.00	1 43
ST JUDE MEDICAL INC	STJ	1,985 000	71,737 90 84,847.77	36 14 42 74	1,826 20 456 55	2 55
SALLY BEAUTY HOLDINGS INC	SBH	1,705 000	40,186.85 37,102 21	23 57 21 76		
SCHLUMBERGER LTD	SLB	1,975 000	136,864 74 122,246 62	69 30 61.90	2,172 50 460 63	1 59
SKYWORKS SOLUTIONS INC	SWKS	860.000	17,458 00 21,433.28	20.30 24 92		
SOLERA HOLDINGS INC	SLH	470.000	25,130 90 18,974.37	53.47 40.37	235 00	0 94
SPECTRA ENERGY CORP	SE	1,930.000	52,843.40 46,207 33	27.38 23 94	2,354 60	4 46
STARWOOD HOTELS & RESORTS	HOT	1,110.000	63,669 60 66,424 46	57.36 59.84	1,387 50	2 18
STERICYCLE INC	SRCL	445 000	41,509 60 16,674 16	93.28 37.47		
TIJX	TIJX	3,190.000	135,415.50 33,800 52	42.45 10 60	1,467 40	1 08
TERADYNE INC	TER	750.000	12,667.50 12,634 23	16.89 16 85		
TEXAS INSTRUMENTS	TXN	3,735 000	115,374 15 122,112 38	30 89 32 69	3,137 40	2 72
THERMO FISHER SCIENTIFIC INC	TMO	2,160 000	137,764.80 100,964 67	63 78 46.74	1,296 00 324.00	0 94
TRANSDIGM GROUP INC	TDG	450 000	61,362 00 20,594 78	136 36 45 77		
THE TRAVELERS COMPANIES INC	TRV	1,000 000	71,820 00 71,981.80	71.82 71 98	1,840 00	2.56
US BANCORP	USB	1,460.000	46,632.40 26,490.50	31 94 18.14	1,138 80 284 70	2 44
UNITED TECHNOLOGIES	UTX	490.000	40,184.90 39,446 34	82.01 80.50	1,048 60	2 61
UNITEDHEALTH GROUP INC	UNH	720 000	39,052 80 17,656.52	54 24 24.52	612.00	1.57
V F CORP	VFC	375 000	56,613 75 27,065 12	150 97 72 17	1,305 00	2 31



Chemung Canal Trust Company

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Account Number:

Custody

Statement Period: December 01, 2012 Through December 31, 2012

Principal Portfolio Statement (Continued)

Description	Ticker	Shares	Total Market/ Total Cost	Market Price/ Cost Price	Est Annual Income/ Accrued Inc	Current Yield
Equities						
VODAFONE GROUP PLC-SP ADR	VOD	3,435 000	86,527.65 98,710.38	25.19 28.74	5,152.50 1,745.09	5.95
WAL-MART STORES INC	WMT	1,170 000	79,829.10 63,142.43	68.23 53.97	1,860.30	2.33
WELLS FARGO COMPANY	WFC	5,945 000	203,200.10 168,825.59	34.18 28.40	5,231.60	2.57
WHOLE FOODS MARKET INC	WFM	1,130,000	103,010.80 74,974.86	91.16 66.35	904.00	0.88
WYNN RESORTS LTD	WYNN	200 000	22,498.00 24,402.68	112.49 122.01	400.00	1.78
XYLEM INC	XYL	2,280,000	61,788.00 63,639.73	27.10 27.91	923.40	1.49
ACCENTURE PLC-CL A	ACN	1,675 000	111,387.50 77,612.43	66.50 46.34	2,713.50	2.44
ENSCO PLC-CL A	ESV	515 000	30,529.20 28,839.48	59.28 56.00	772.50	2.53
INVESCO LTD	IVZ	4,970,000	129,667.30 109,777.47	26.09 22.09	3,429.30	2.64
CHECK POINT SOFTWARE TECH LTD	CHKP	1,115 000	53,118.60 37,707.76	47.64 33.82		
LYONDELLBASELL INDUSTRIES NV -CL A	LYB	850 000	48,526.50 40,332.10	57.09 47.45	1,360.00	2.80
* Total Equities			12,459,522.59 9,543,090.16		249,206.39 18,651.38	2.00
LIMITED PARTNERSHIP						
TITAN GLOBAL EQUITY OFFSHORE		312.030	336,779.75	1,079.32		
HEDGE FUND			325,000.00	1,041.57		
TOTAL LIMITED PARTNERSHIP			336,779.75 325,000.00			
Mutual Funds Equity						
INVESCO EUROPEAN GROWTH FUND-Y	AEDYX	45,003 679	1,483,321.26 1,211,299.53	32.96 26.92	29,972.45	2.02
EATON VANCE STRUCTURED EMERGING MARKETS FUND - I	EIEMX	118,774 901	1,776,872.52 1,600,000.00	14.96 13.47	26,249.25	1.48
ISHARES MSCI PACIFIC EX JPN	BPP	30,015 000	1,414,907.10 1,249,487.79	47.14 41.63	59,489.73	4.20
ISHARES RUSSELL 2000 INDEX FUND	IWM	8,480,000	715,014.94 650,246.40	84.32 76.68	14,305.76	2.00
ARTIO GLOBAL HIGH INCOME-I	JHYIX	51,818 836	515,078.23 500,000.00	9.94 9.65	38,915.95	7.56
PIMCO EMERGING LOCAL BOND-LS	PELBX	27,548 209	302,479.33 300,000.00	10.98 10.89	13,085.40	4.33



Chemung Canal Trust Company

Account Number: Custody

Statement Period: December 01, 2012 Through December 31, 2012

Principal Portfolio Statement (Continued)

Description	Ticker	Shares	Total Market/ Total Cost	Market Price/ Cost Price	Est Annual Income/ Accrued Inc	Current Yield
Mutual Funds Equity						
JANUS TRITON FUND-I	JSMGX	11,671 777	211,492 60 188,394.57	18 12 16.14	805.35	0.38
DEUTSCHE BANK PRIVATE EQUITY GLOBAL SELECT FUND (INT'L) FUND #7297 - HEDGE FUND		960,000 000	583,905.60 704,937 06	0 61 0.73		
DEUTSCHE BANK PRIVATE EQUITY GLOBAL SELECT FUND II (INT'L) FUND #7257 - HEDGE FUND		870,000.000	750,469.83 862,852 11	0.86 0 99		
TOPIARY TRUST CLASS I/A - HEDGE FUND		1,174 979	82,329 02 69,492.32	70.07 59 14		
DEUTSCHE BANK PRIVATE EQUITY GLOBAL SELECT FUND IV (INTERNATIONAL) FUND #7205 - HEDGE FUND		820,000 000	794,941.62 790,766 68	0 97 0 96		
DB PRIVATE EQUITY ASIA SELECT FUND III (INTERNATIONAL),L.P. FUND #7288 - HEDGE FUND		760,000.000	693,145.08 780,000 00	0.91 1.03		
CCI HEALTHCARE PARTNERS, LTD HEDGE FUND		402 966	597,790 53 500,000.00	1,483 48 1,240.80		
GARGOYLE HEDGE VALUE CI FD II 11/2/11		1,458 998	1,606,575.65 1,484,995.00	1,101 15 1,017 82		
IPATH DOW JONES-UBS COMMDTY	DJP	22,700.000	938,645 00 1,007,806.99	41 35 44 40		
* TOTAL MUTUAL FUNDS			12,466,969.31 11,900,278.45			



Chemung Canal Trust Company

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Account Number: Hospital

Statement Period: December 01, 2012 Through December 31, 2012

Description	Rating	Par Value	Total Market/ Total Cost	Market Price/ Cost Price	Est Annual Income/ Accrued Inc	Yield Current/ Maturity
Fixed Income						
Corporate						
CISCO SYSTEMS DTD 02/22/2006 F/C 08/22/2006 5.5% 02/22/2016	A+	100,000.000	114,305.00 101,738.00	114.31 101.74	5,500.00 1,970.83	4.81 0.87
HSBC FINANCE CORP DTD 4/20/2005 F/C 10/15/2005 5.25% 04/15/2015	A	50,000.000	54,214.50 49,092.00	108.43 98.18	2,625.00 554.17	4.84 1.49
MERRILL LYNCH & CO DTD 07/19/2004 F/C 01/15/2005 5.45% 07/15/2014	A-	100,000.000	105,963.00 97,784.00	105.96 97.78	5,450.00 2,513.06	5.14 1.58
MORGAN STANLEY DTD 12/28/2007 F/C 06/28/2008 5.95% 12/28/2017	A-	100,000.000	113,240.00 99,750.00	113.24 99.75	5,950.00 49.58	5.25 2.67
POTASH CORP -SASKATCHEWAN DTD 9/28/2009 FC 3/30/2010 3.75% 09/30/2015	A-	100,000.000	107,556.00 101,645.00	107.56 101.65	3,750.00 947.92	3.49 0.88
RYDER SYSTEM INC DTD 02/24/2011 FC 09/01/2011 3.15% 03/02/2015	BBB	100,000.000	103,280.00 101,720.00	103.28 101.72	3,150.00 1,050.00	3.05 1.61
WRIGLEY JR CO DTD 07/14/2005 F/C 01/15/2006 4.65% 07/15/2015	NR	100,000.000	106,716.00 100,530.00	106.72 100.53	4,650.00 2,144.17	4.36 1.93
** Total Corporate		Sub- Total	705,274.50 652,259.00		31,075.00 9,229.73	4.41



Chemung Canal Trust Company

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Account Number: Hospital

Statement Period: December 01, 2012 Through December 31, 2012

Principal Portfolio Statement (Continued)

Description	Ticker	Shares	Total Market/ Total Cost	Market Price/ Cost Price	Est Annual Income/ Accrued Inc	Current Yield
Equities						
ALLERGAN INC	AGN	590.000	54,120.70 51,715.13	91.73 87.65	118.00	0.22
AMERICAN EXPRESS	AXP	790.000	45,409.20 34,193.37	57.48 43.28	632.00	1.39
APPLE INC	AAPL	120.000	63,860.75 71,017.57	532.17 591.81	1,272.00	1.99
APPLIED MATERIALS INC	AMAT	3,600.000	41,184.00 47,739.77	11.44 13.26	1,296.00	3.15
BANK OF AMERICA CORP	BAC	7,750.000	89,977.50 70,361.47	11.61 9.08	310.00	0.34
BOEING	BA	1,045.000	78,751.20 77,304.85	75.36 73.98	2,027.30	2.57
CHEVRON CORPORATION	CVX	345.000	37,308.30 23,895.16	108.14 69.26	1,242.00	3.33
CISCO	CSCO	3,470.000	68,183.42 67,619.82	19.65 19.49	1,943.20	2.85
COCA-COLA	KO	1,400.000	50,750.00 37,597.57	36.25 26.86	1,428.00	2.81
COLGATE PALMOLIVE	CL	370.000	38,679.80 34,519.47	104.54 93.30	917.60	2.37
CORNING INC COM	GLW	1,875.000	23,662.50 27,366.02	12.62 14.60	675.00	2.85
DR HORTON INC	DHI	2,900.000	57,362.00 37,973.58	19.78 13.09	435.00	0.76
EMC CORP	EMC	1,980.000	50,094.00 44,060.23	25.30 22.25		
EMERSON ELECTRIC	EMR	850.000	45,016.00 44,215.27	52.96 52.02	1,394.00	3.10
ENZO BIOCHEM INC	ENZ	5,450.000	14,715.00 54,254.15	2.70 9.95		
EXXON MOBIL CORP	XOM	440.000	38,082.00 36,240.97	86.55 82.37	1,003.20	2.63
FORD MOTOR COMPANY	F	9,870.000	127,816.50 127,804.31	12.95 12.95	1,974.00	1.54
FREEPORT MCMORAN COPPER & GOLD INC CLASS B	FCX	1,120.000	38,304.00 41,335.89	34.20 36.91	1,400.00	3.65
GENERAL ELECTRIC	GE	2,600.000	54,574.00 31,909.24	20.99 12.27	1,976.00 494.00	3.62
HEWLETT-PACKARD	HPQ	1,770.000	25,222.50 22,011.90	14.25 12.44	934.56 233.64	3.71



Chemung Canal Trust Company

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Account Number: Hospital

Statement Period: December 01, 2012 Through December 31, 2012

Principal Portfolio Statement (Continued)

Description	Ticker	Shares	Total Market/ Total Cost	Market Price/ Cost Price	Est Annual Income/ Accrued Inc	Current Yield
Equities						
HOLOGIC INC	HOLX	2,580.000	51,626.06 54,200.31	20.01 21.01		
HOME DEPOT INC	HD	1,010.000	62,468.50 36,140.97	61.85 35.78	1,171.60	1.88
INTEL CORP	INTC	2,230.000	45,982.60 47,639.56	20.62 21.36	2,007.00	4.36
JP MORGAN CHASE & COMPANY	JPM	1,330.000	58,478.90 49,855.45	43.97 37.49	1,596.00	2.73
JOHNSON & JOHNSON	JNJ	650.000	45,565.00 41,981.01	70.10 64.59	1,586.00	3.48
M&T BANK CORP	MTB	540.000	53,173.80 44,584.75	98.47 82.56	1,512.00	2.84
MERCK & CO INC	MRK	1,000.000	40,940.00 37,105.16	40.94 37.11	1,720.00 430.00	4.20
MICROSOFT	MSFT	1,970.000	52,618.11 48,055.48	26.71 24.39	1,812.40	3.44
NATIONAL OILWELL VARCO INC	NOV	910.000	62,198.50 42,824.99	68.35 47.06	473.20	0.76
PEPSICO	PEP	600.000	41,058.00 37,022.41	68.43 61.70	1,290.00 322.50	3.14
PFIZER	PFE	2,980.000	74,736.31 51,630.10	25.08 17.33	2,860.80	3.83
PROCTER & GAMBLE	PG	485.000	32,926.65 30,567.62	67.89 63.03	1,090.28	3.31
QUALCOMM INC	QCOM	1,060.000	65,571.18 57,147.04	61.86 53.91	1,060.00	1.62
SANDISK CORP	SNDK	1,645.000	71,557.50 71,953.83	43.50 43.74		
SIGMA DESIGNS INC	SIGM	4,010.000	20,654.71 36,410.32	5.15 9.08		
SUNCOR ENERGY INC	SU	1,020.000	33,639.60 33,683.90	32.98 33.02	534.48	1.59
TEVA PHARMACEUTICAL-SP ADR	TEVA	820.000	30,618.80 33,035.36	37.34 40.29	659.28	2.15
TOLL BROTHERS INC	TOL	1,700.000	54,961.00 39,593.32	32.33 23.29		
THE TRAVELERS COMPANIES INC	TRV	610.000	43,810.20 35,290.49	71.82 57.85	1,122.40	2.56
UNITED STATES STEEL CORP	X	3,040.000	72,504.00 82,530.29	23.85 27.15	608.00	0.84



Chemung Canal Trust Company

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Account Number: Hospital

Statement Period: December 01, 2012 Through December 31, 2012

Principal Portfolio Statement (Continued)

Description	Ticker	Shares	Total Market/ Total Cost	Market Price/ Cost Price	Est Annual Income/ Accrued Inc	Current Yield
Equities						
UNITED TECHNOLOGIES	UTX	680.000	55,766.80 36,241.88	82.01 53.30	1,455.20	2.61
WAL-MART STORES INC	WMT	690.000	47,078.70 40,390.23	68.23 58.54	1,097.10	2.33
WELLS FARGO COMPANY	WFC	1,940.000	66,309.20 60,376.19	34.18 31.12	1,707.20	2.57
* Total Equities			2,227,317.49 2,031,396.40		46,340.80 1,480.14	2.08
Mutual Funds						
LOOMIS SAYLES INST HIGH INC	LSHIX	25,553.663	190,885.86 150,000.00	7.47 5.87	12,853.49	6.73
VANGUARD S/T INVEST GR-ADM	VFSUX	9,208.103	99,723.76 100,000.00	10.83 10.86	2,338.86 423.57	2.35
ALLIANZ NACM INTL GRW OPPORTUNITY FUND	ALOPX	1,414.013	45,729.18 50,787.57	32.34 35.92	171.10	0.37
ARTISAN INTERNATIONAL FUND-INT	ARTIX	988.767	24,313.78 25,845.51	24.59 26.14	278.83	1.15
DODGE & COX INTL STOCK FUND	DODFX	525.389	18,199.47 21,146.25	34.64 40.25	392.47	2.16
FEDERATED STRAT VAL DVD-INST	SVALX	51,785.127	258,407.78 250,127.73	4.99 4.83	10,305.24	3.99
GMO FOREIGN FUND III	GMOFX	1,990.064	22,746.43 33,385.51	11.43 16.78	728.36	3.20
* Total Mutual Funds			660,006.26 631,292.57			

A L&O B O'CONNOR FDN INC

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ALTERNATIVE INVESTMENTS

Description	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Current Yield%
ACP POWER AND ENERGY REAL ASSET FUND A CLASS A EST MKT PRICE AS OF 09/28/12	07/12/11	70	1,017.8571	71,250.00	875.0000	61,250.00			
CHILTON SMALL CAP ACCESS LTD CLASS I (H) EST MKT PRICE AS OF 11/30/12	12/01/09	124,091	1.6117	199,999.65	1.8450	228,947.90	28,948.25		
COAST ACCESS LTD (.0160 FRACTIONAL SHARE) CLASS A UL EST MKT PRICE AS OF 10/31/12	08/01/08 08/01/08	12,943	1.2537 1.2500	16,226.64 0.02	1.0543 1.0543	13,645.80 02	(2,580.84)		
Subtotal		12,943.0160		16,226.66		13,645.82	(2,580.84)		
COAST ACCESS LTD (.1840 FRACTIONAL SHARE) CLASS C UL EST MKT PRICE AS OF 10/31/12	07/01/08 07/01/08	48,863	1.2621 1.2500	61,674.86 0.23	1.0182 1.0182	49,752.31 19	(11,922.55) (0.04)		
Subtotal		48,863.1840		61,675.09		49,752.50	(11,922.59)		
TOTAL				349,151.40		353,596.22	14,444.82		

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PRIVATE BANKING &
INVESTMENT GROUP

02027

24-Hour Assistance: (800) MERRILL

OPTIONS		Quantity	Unit		Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Current Annual Income	Yield%
Description	Acquired		Cost Basis	Cost Basis						
PUT FAS 00090.000	09/06/12	6	8.9750	5,385.05	0.7600	456.00	(4,929.05)			
DIREXION SHS ETF TR EXP 01-19-2013										
TOTAL				5,385.05		456.00	(4,929.05)			

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MUTUAL FUNDS/CLOSED END FUNDS/UIT									
Description	Quantity	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Total Client Investment	Cumulative Investment Return (\$)	Estimated Annual Current Income	Yield%
AMERICAN EURO PACIFIC	4,292	177,642.94	41.1500	176,615.80	(1,027.14)	177,642	(1,027)	3,501	1.98
GROWTH FUND CL F2									
SYMBOL AEPEX									
Equity 100%									
Initial Purchase. 11/19/10									

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A L&O B O'CONNOR FDN INC

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MUTUAL FUNDS/CLOSED END FUNDS/UIT Description	(continued) Quantity	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Total Client Investment	Cumulative Investment Return (\$)	Estimated Annual Current Income	Yield%
ARTISAN INTERNATIONAL FUND INVESTOR CL SYMBOL: ARTIX Initial Purchase: 11/19/10 Equity 100%	2,396	52,424.48	24.5900	58,917.64	6,493.16	52,424	6,493	676	1.14
HARBOR INTERNATIONAL FUND INSTL CL SYMBOL: HAINX Initial Purchase: 11/19/10 Equity 100%	2,832	170,111.96	62.1200	175,923.84	5,811.88	170,111	5,811	3,556	2.02
THOMAS WHITE INTERNATIONAL FUND INV SYMBOL: TWWDX Initial Purchase: 05/21/12 Equity 100%	10,072	151,837.70	17.4700	175,957.84	24,120.14	151,837	24,120	2,849	1.61
Subtotal (Equities)		552,017.08		587,415.12	35,398.04		35,397	10,582	1.80
TOTAL									

A L&O B O'CONNOR FDN INC

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YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

December 01, 2012 - December 31, 2012

CORPORATE BONDS Description	Acquired	Quantity	Adjusted/Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Accrued Interest	Estimated Current Annual Income	Yield%
AUD QUEENSLAND TREASURY 6.000% AUG 14 2013 MOODY'S: AAA S&P AAA CINS: Q7944UCE7	10/30/09	45,000	41,542.28	105.8201	47,619.05	6,076.77	1,058.79	2,804	5.88
AUD QUEENSLAND TREASURY 11/18/10	11/18/10	10,000	10,052.63	105.8201	10,582.01	529.38	235.29	623	5.88
Subtotal		55,000	51,594.91		58,201.06	6,606.15	1,294.08	3,427	5.88
JPY JPN FIN MUNI ENT 26NOV13 QT.350% MOODY'S: AA3 S&P AA- CINS: J2820C9M9	03/25/11	7,000,000	88,603.45	1.1688	81,816.00	(6,787.45)	104.79	1,120	1.36
NZD NEW ZEALAND GOVT 6.000% APR 15 2015 MOODY'S: AAA S&P AA+ CINS: Q6750XHL5	06/16/11	40,000	34,537.42	88.7697	35,507.88	970.46	418.85	1,980	5.57
NOK NORWEGIAN GOVT 5.000% MAY 15 2015 MOODY'S: AAA S&P AAA CINS: R63339FS0 EST MKT PRICE AS OF 12/27/12	02/15/11	320,000	59,361.52	19.4133	62,122.56	2,761.04	1,811.63	2,874	4.62
MXN MEXICAN BONDS BONDS SER M 08 000% DEC 17 2015 MOODY'S: BAA1 S&P A- CINS: P9767GZZ7	04/07/10	3,200	27,428.21	8.3469	26,710.08	(718.13)	.11	1,972	7.37
MXN MEXICAN BONDS 11/18/10	11/18/10	1,000	8,955.30	8.3469	8,346.90	(608.40)	.03	616	7.37
Subtotal		4,200	36,383.51		35,056.98	(1,326.53)	.14	2,588	7.37

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A L&O B O'CONNOR FDN INC

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YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

December 01, 2012 - December 31, 2012

Corporate Bonds (continued)	Description	Acquired	Quantity	Adjusted/Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Accrued Interest	Estimated Current Annual Income	Yield%
EUR REP OF AUSTRIA	4 000% SEP 15 2016	10/26/09	45,000	70,598.48	149.3035	67,186.58	(3,411.90)	695.68	2,374	3.53
	MOODY'S: AAA S&P: AA+ CINS: A5260RFB4									
EUR REP OF AUSTRIA	11/18/10	10,000	14,795.42	149.3035	14,930.35	154.60	134.93	154.60	528	3.53
	Subtotal	55,000	85,393.90		82,116.93	850.28	(3,276.97)	850.28	2,902	3.53
JPY EUROPEAN INTV BK	10/30/09	5,000,000	55,669.96	1.2101	60,505.00	24.40	4,835.04	24.40	800	1.32
	SER INTL 1.400% JUN 20 2017									
	MOODY'S: AAA S&P: AAA- CINS: L3247WCN1									
JPY EUROPEAN INTV BK	11/18/10	4,000,000	49,790.44	1.2101	48,404.00	19.52	(1,386.44)	19.52	640	1.32
	Subtotal	9,000,000	105,460.40		108,909.00	43.92	3,448.60	43.92	1,440	1.32
EUR POLAND GOVT BOND	10/26/09	20,000	32,014.40	160.1197	32,023.94	788.33	9.54	788.33	1,484	4.63
	5.625% JUN 20 2018									
	MOODY'S: A2 S&P: A- CINS: X6650PMW5									
	EST MKT PRICE AS OF 12/28/12									
EUR POLAND GOVT BOND	11/18/10	10,000	15,384.95	160.1197	16,011.97	394.17	627.02	394.17	742	4.63
	Subtotal	30,000	47,399.35		48,035.91	1,182.50	636.56	1,182.50	2,226	4.63
SEK SWEDISH GOVERNMENT	10/30/09	200,000	30,902.61	18.1495	36,299.00	1,045.28	5,396.39	1,045.28	1,306	3.59
	SER 1052 4.250% MAR 12 2019									
	MOODY'S: AAA S&P: AAA CINS: W9478GSX2									
SEK SWEDISH GOVERNMENT	11/18/10	100,000	16,083.36	18.1495	18,149.50	522.64	2,066.14	522.64	653	3.59
	Subtotal	300,000	46,985.97		54,448.50	1,567.92	7,462.53	1,567.92	1,959	3.59
CAD CANADIAN GOVERNMENT	10/29/09	55,000	52,556.58	113.8575	62,621.63	169.52	10,065.05	169.52	2,071	3.30
	BONDS 03.750% JUN 01 2019									
	MOODY'S: AAA S&P: AAA CUSIP: 135087YR9									
CAD CANADIAN GOVERNMENT	11/18/10	20,000	20,747.81	113.8575	22,771.50	61.64	2,023.69	61.64	754	3.30
	Subtotal	75,000	73,304.39		85,393.13	231.16	12,088.74	231.16	2,825	3.30

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A L&O B O'CONNOR FDN INC

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YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

December 01, 2012 - December 31, 2012

CORPORATE BONDS (continued)	Quantity	Adjusted/Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Accrued Interest	Estimated Current Annual Income	Yield%
EUR FINNISH GOVT 4.375% JUL 04 2019 MOODY'S: AAA S&P: AAA CINS X7331AGZ3	25,000	37,351.60	160.8692	40,217.30	2,865.70	711.12	1,442	3.58
EUR FINNISH GOVT 11/18/10	10,000	15,232.46	160.8692	16,086.92	854.46	284.45	577	3.58
Subtotal	35,000	52,584.06		56,304.22	3,720.16	995.57	2,019	3.58
EUR NETHERLANDS GOVT 4.000% JUL 15 2019 MOODY'S: AAA S&P: *** CINS: N4581OCT8	45,000	69,305.94	157.2587	70,766.42	1,460.48	1,098.79	2,374	3.35
EUR NETHERLANDS GOVT 11/18/10	10,000	14,867.58	157.2587	15,725.87	858.29	244.17	528	3.35
Subtotal	55,000	84,173.52		86,492.29	2,318.77	1,342.96	2,902	3.35
DKK DENMARK - BULLET 3.000% NOV 15 2021 MOODY'S: AAA S&P: AAA CINS: K5675SKZ1 EST MKT PRICE AS OF 12/28/12	320,000	64,174.49	20.5757	65,842.24	1,667.75	213.79	1,696	2.57
GBP TREASURY 4.000% MAR 07 2022 MOODY'S: AAA S&P: *** CINS: G924504T2	40,000	77,116.43	194.8081	77,923.24	806.81	826.22	2,601	3.33
EUR DEUTSCHLAND REP 1 750% JUL 04 2022 MOODY'S: AAA S&P: *** CINS: D206592A1 EST MKT PRICE AS OF 12/28/12	45,000	57,275.75	137.5618	61,902.81	4,627.06	745.26	1,039	1.67
EUR BELGIUM KINGDOM 4.250% SEP 28 2022 MOODY'S: *** S&P: *** CINS: B7108WAB9 EST MKT PRICE AS OF 12/28/12	40,000	59,615.42	156.8369	62,734.76	3,119.34	577.21	2,242	3.57

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A L&O B O'CONNOR FDN INC

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December 01, 2012 - December 31, 2012

YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

CORPORATE BONDS (continued)	Description	Acquired	Quantity	Adjusted/Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Accrued Interest	Estimated Current Annual Income	Yield%
JPY DEVELOPMNT BK OF JPN 1.050% JUN 20 2023 MOODY'S: AA3 S&P: AA- CINS: J12168AR1		11/25/09	5,000,000	52,826.96	1.1758	58,790.00	5,963.04	18.30	600	1.02
JPY DEVELOPMNT BK OF JPN Subtotal		11/18/10	4,000,000 9,000,000	45,790.92 98,617.88	1.1758	47,032.00 105,822.00	1,241.08 7,204.12	14.64 32.94	480 1,080	1.02 1.02
JPY KFW 2.050% FEB 16 2026 MOODY'S: AAA S&P: AAA- CUSIP: 500769BN3		10/30/09	7,000,000	77,265.24	1.2739	89,173.00	11,907.76	622.93	1,680	1.88
JPY KFW Subtotal		11/18/10	2,000,000 9,000,000	25,074.84 102,340.08	1.2739	25,478.00 114,651.00	403.16 12,310.92	177.98 800.91	480 2,160	1.88 1.88
JPY EUROPEAN INVT BK 2.150% JAN 18 2027 MOODY'S: AAA S&P: AAA- CINS: L32484XJ8		01/25/12	6,000,000	79,372.20	1.2356	74,136.00	(5,236.20)	678.54	1,500	2.02
TOTAL			41,414,200	1,304,294.65		1,357,416.51	53,121.86	13,718.67	40,580	2.99

A L&O B O'CONNOR FDN INC

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MERRILL LYNCH UNIFIED MANAGED ACCOUNT

December 01, 2012 - December 31, 2012

GOVERNMENT AND AGENCY SECURITIES ¹

Description	Acquired	Quantity	Adjusted/Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Accrued Interest	Estimated Current Annual Income	Yield%
U.S. TREASURY NOTE	11/23/12	371,000	372,259.97✓	100.3280	372,216.88	(43.09)	468.87	2,783	.74
0.750% OCT 31 2017									
MOODY'S: AAA S&P: *** CUSIP: 912828TW0									
ORIGINAL UNIT/TOTAL COST	100 3465/372,285.52								

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A L&O B O'CONNOR FDN INC

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YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

December 01, 2012 - December 31, 2012

GOVERNMENT AND AGENCY SECURITIES * (continued)									
Description	Acquired	Quantity	Adjusted/Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Accrued Interest	Estimated Current Annual Income	Yield%
U.S. TREASURY NOTE	12/13/12	373,000	374,471.25 ✓	100.3280	374,223.44	(247.81)	471.40	2,798	.74
ORIGINAL UNIT/TOTAL COST: 100.3984/374,486.17									
Subtotal		744,000	746,731.22		746,440.32	(290.90)	940.27	5,581	.74
U.S. TREASURY NOTE	03/01/12	178,000	177,304.69 ✓	102.4770	182,409.06	5,104.37	824.85	2,448	1.34
1.375% FEB 28 2019									
MOODY'S: AAA S&P *** CUSIP: 912828SH4									
U.S. TREASURY NOTE	03/09/12	3,000	2,991.09 ✓	102.4770	3,074.31	83.22	13.90	42	1.34
Subtotal		181,000	180,295.78		185,483.37	5,187.59	838.75	2,490	1.34
U.S. TRSY INFLATION NTE	07/24/12	172,000	187,044.67 ✓	108.5550	187,816.22	771.55	98.73	217	.11
0.125% JUL 15 2022 INFL ADJ PRIN 173.014									
MOODY'S: AAA S&P *** CUSIP: 912828TEO									
ORIGINAL UNIT/TOTAL COST: 108.4650/186,559.88									
U.S. TRSY INFLATION NTE	11/28/12	123,000	135,229.59 ✓	108.5550	134,310.43	(919.16)	70.61	155	.11
INFL ADJ PRIN 123.725									
ORIGINAL UNIT/TOTAL COST 110.0432/135,353.22									
Subtotal		295,000	322,274.26		322,126.65	(147.61)	169.34	372	.11
U.S. TRSY INFLATION BOND	12/07/12	74,000	124,756.22 ✓	134.8980	122,502.65	(2,253.57)	807.11	2,157	1.76
2.375% JAN 15 2025 INFL ADJ PRIN 90.811									
MOODY'S: AAA S&P *** CUSIP: 912810FR4									
ORIGINAL UNIT/TOTAL COST: 168.8593/124,955.91									
U.S. TRSY INFLATION BON	07/11/12	36,000	54,887.32 ✓	142.6250	55,319.62	432.30	413.31	970	1.75
2.500% JAN 15 2029 INFL ADJ PRIN 38.786									
MOODY'S: AAA S&P *** CUSIP: 912810PZ5									
ORIGINAL UNIT/TOTAL COST: 153.1666/55,140.01									

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A L&O B O'CONNOR FDN INC

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YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

December 01, 2012 - December 31, 2012

GOVERNMENT AND AGENCY SECURITIES ¹ (continued)	Quantity	Adjusted/Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Accrued Interest	Estimated Current Annual Income	Yield%
X U.S. TRSRY INFLATION BON INFL ADJ PRIN 127,134 ORIGINAL UNIT/TOTAL COST: 157 8830/186,302.00	118,000	186,041.92✓	142.6250	181,325.41	(4,716.51)	1,354.75	3,179	1.75
Subtotal	154,000	240,929.24		236,645.03	(4,284.21)	1,768.06	4,149	1.75
X FNMA P735580 05%2035 AMORTIZED FACTOR 0.212880300 AMORTIZED VALUE 71,102 MOODY'S: *** S&P: *** CUSIP: 31402RFFV6	334,000	70,057.71✓	109.1573	77,613.05	7,555.34		3,556	4.58
X FNMA P735580 05%2035 AMORTIZED VALUE 5,960 Subtotal	28,000	6,147.39✓	109.1573	6,506.48	359.09		299	4.58
X FHLMC GO 4062 06%2038 AMORTIZED FACTOR 0.199734730 AMORTIZED VALUE 8,788 MOODY'S: *** S&P: *** CUSIP: 3128M5Z37	44,000	9,030.01✓	108.8248	9,563.88	533.87	70.93	528	5.51
X FNMA P889579 06%2038 AMORTIZED FACTOR 0.184084800 AMORTIZED VALUE 45,100 MOODY'S: *** S&P: *** CUSIP: 31410KJY1	245,000	46,002.80✓	109.5204	49,394.55	3,391.75	288.28	2,707	5.47
X FNMA P889579 06%2038 AMORTIZED VALUE 20,065 Subtotal	109,000	21,062.23✓	109.5204	21,975.53	913.30	128.26	1,204	5.47
X FNMA P992033 06%2038 AMORTIZED FACTOR 0.059604460 AMORTIZED VALUE 16,212 MOODY'S: *** S&P: *** CUSIP: 31415XBA8	272,000	67,065.03		71,370.08	4,305.05	416.54	3,911	5.47
X FNMA P992033 06%2038 AMORTIZED VALUE 20,065 Subtotal	354,000	16,593.66✓	109.2623	17,714.06	1,120.40		973	5.49
X FNMA P995672 04 50%2039 AMORTIZED FACTOR 0.317216410 AMORTIZED VALUE 64,712 MOODY'S: *** S&P: *** CUSIP: 31416CCH7	204,000	68,251.10✓	108.0564	69,925.62	1,674.52	504.44	2,912	4.16

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A L&O B O'CONNOR FDN INC

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YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

December 01, 2012 - December 31, 2012

GOVERNMENT AND AGENCY SECURITIES ¹ (continued)	Quantity	Adjusted/Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Accrued Interest	Estimated Current Annual Income	Yield%
✓ FHLMC GO 5937 04 50%2040 AMORTIZED FACTOR 0 485488640 AMORTIZED VALUE 59,229 MOODY'S: *** S&P: *** CUSIP: 3128M74W3	122,000	63,144.32 ✓	107.6841	63,780.88	636.56		2,666	4.17
✓ FHLMC A9 6409 03 50%2041 AMORTIZED FACTOR 0 791744490 AMORTIZED VALUE 152,806 MOODY'S: *** S&P: *** CUSIP: 312945DN5	193,000	160,172.45 ✓	106.4221	162,620.08	2,447.63	531.98	5,349	3.28
✓ FNMA PAH2683 04%2041 AMORTIZED FACTOR 0 667700120 AMORTIZED VALUE 223,011 MOODY'S: *** S&P: *** CUSIP: 3138A36V4	334,000	236,044.09 ✓	107.3058	239,304.64	3,260.55	933.12	8,921	3.72
✓ FHLMC A9 6807 04%2041 AMORTIZED FACTOR 0 706584000 AMORTIZED VALUE 160,394 MOODY'S: *** S&P: *** CUSIP: 312945R42	227,000	171,346.51 ✓	106.8494	171,380.63	34.12	533.92	6,416	3.74
✓ FNMA PAL0065 04 50%2041 AMORTIZED FACTOR 0 708194860 AMORTIZED VALUE 174,215 MOODY'S: *** S&P: *** CUSIP: 3138EGCB8	246,000	175,781.16 ✓	108.3689	188,795.89	13,014.73		7,840	4.15
✓ FHLMC Q0 4649 03 50%2041 AMORTIZED FACTOR 0 761589300 AMORTIZED VALUE 761 MOODY'S: *** S&P: *** CUSIP: 3132GKZN9	1,000	788.11 ✓	106.4221	810.50	22.39	2.68	27	3.28
✓ FNMA PAB4102 03 50%2041 AMORTIZED FACTOR 0 801948200 AMORTIZED VALUE 142,141 MOODY'S: *** S&P: *** CUSIP: 31417ARY7	177,245	146,305.70 ✓	106.6994	151,663.92	5,358.22	491.76	4,975	3.28
✓ FNMA PA09925 03 50%2042 AMORTIZED FACTOR 0 931474850 AMORTIZED VALUE 302,569 MOODY'S: *** S&P: *** CUSIP: 3138M2A30	318,000	323,701.55 ✓	106.9182	323,501.33	(200.22)	882.49	10,590	3.27

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A L&O B O'CONNOR FDN INC

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YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

December 01, 2012 - December 31, 2012

GOVERNMENT AND AGENCY SECURITIES ¹ (continued)		Quantity	Adjusted/Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Accrued Interest	Estimated Current Annual Income	Yield%
Description	Acquired								
FNMA PAP7553 03%2042	11/07/12	184,000	191,890.41	104.8875	191,144.38	(746.03)	455.59	5,468	2.86
AMORTIZED FACTOR 0 990421330 AMORTIZED VALUE 182,237									
MOODY'S: *** S&P: *** CUSIP: 3138MBMB9									
TOTAL		4,486,245	3,321,305.92		3,358,893.44	37,587.52	9,346.98	79,180	2.36

PLEASE REFER TO NOTES BELOW FOR INFORMATION REGARDING CREDIT RATINGS.

EQUITIES		Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Current Annual Income	Yield%
Description	Symbol								
AN S Y S INC COM	ANSS	44	48.2895	2,124.74	67.3400	2,962.96	838.22		
		9	57.5177	517.66	67.3400	606.06	88.40		
		53		2,642.40		3,569.02	926.62		
Subtotal									
ABBOTT LABS	ABT	86	45.6930	3,929.60	65.5000	5,633.00	1,703.40	49	.85
		292	45.0692	13,160.21	65.5000	19,126.00	5,965.79	164	.85
		22	51.3095	1,128.81	65.5000	1,441.00	312.19	13	.85
		282	55.1997	15,566.32	65.5000	18,471.00	2,904.68	158	.85
		350	46.8999	16,414.97	65.5000	22,925.00	6,510.03	197	.85
		1,032		50,199.91		67,596.00	17,396.09	581	.85
Subtotal									
ACCENTURE PLC SHS	ACN	8	36.4737	291.79	66.5000	532.00	240.21	13	2.43
		161	32.4440	5,223.50	66.5000	10,706.50	5,483.00	261	2.43
		335	31.2300	10,462.05	66.5000	22,277.50	11,815.45	543	2.43
		135	39.3082	5,306.62	66.5000	8,977.50	3,670.88	219	2.43
		404	39.4706	15,946.16	66.5000	26,866.00	10,919.84	655	2.43
		350	43.9250	15,373.75	66.5000	23,275.00	7,901.25	567	2.43
		376	58.9743	22,174.34	66.5000	25,004.00	2,829.66	610	2.43
		125	55.7168	6,984.60	66.5000	8,312.50	1,347.90	203	2.43

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A L&O B O'CONNOR FDN INC

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YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

December 01, 2012 - December 31, 2012

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss) Annual	Estimated Current Income Yield%
ACCENTURE PLC SHS	ACN	07/12/12	62	57.3209	3,553.90	66.5000	4,123.00	569.10	101 2.43
		07/24/12	64	57.0215	3,649.38	66.5000	4,256.00	606.62	104 2.43
		12/20/12	69	68.1372	4,701.47	66.5000	4,588.50	(112.97)	112 2.43
Subtotal			2,089		93,647.56		138,918.50	45,270.94	3,388 2.43
ACE LIMITED	ACE	09/08/10	91	55.0035	5,005.32	79.8000	7,261.80	2,256.48	179 2.45
		09/09/10	111	55.4810	6,158.40	79.8000	8,857.80	2,699.40	218 2.45
		11/22/10	75	59.9250	4,494.38	79.8000	5,985.00	1,490.62	147 2.45
		02/02/11	241	62.4790	15,057.44	79.8000	19,231.80	4,174.36	473 2.45
		02/03/11	81	62.3664	5,051.68	79.8000	6,463.80	1,412.12	159 2.45
		05/17/11	202	68.1450	13,765.29	79.8000	16,119.60	2,354.31	396 2.45
		03/21/12	296	73.7337	21,825.18	79.8000	23,620.80	1,795.62	581 2.45
Subtotal			1,097		71,357.69		87,540.60	16,182.91	2,153 2.45
ACORDA THERAPEUTICS INC	ACOR	10/08/12	85	26.0716	2,216.09	24.8600	2,113.10	(102.99)	
		10/09/12	8	25.7662	206.13	24.8600	198.88	(7.25)	
		12/13/12	15	25.4820	382.23	24.8600	372.90	(9.33)	
		12/14/12	30	25.3123	759.37	24.8600	745.80	(13.57)	
		12/17/12	12	25.4191	305.03	24.8600	298.32	(6.71)	
Subtotal			150		3,868.85		3,729.00	(139.85)	
ACTUANT CORP CL A	ATU	03/07/12	172	27.4179	4,715.88	27.9100	4,800.52	84.64	7 1.14
ADIDAS AG SPONSORED ADR	ADDYY	05/04/11	133	37.2684	4,956.71	44.8000	5,958.40	1,001.69	61 1.01
		05/06/11	100	38.5303	3,853.03	44.8000	4,480.00	626.97	46 1.01
		05/17/11	126	36.2958	4,573.28	44.8000	5,644.80	1,071.52	58 1.01
		06/23/11	116	36.9541	4,286.68	44.8000	5,196.80	910.12	53 1.01
		08/11/11	95	33.1210	3,146.50	44.8000	4,256.00	1,109.50	44 1.01
		02/29/12	75	39.7900	2,984.25	44.8000	3,360.00	375.75	35 1.01
		09/04/12	53	39.4471	2,090.70	44.8000	2,374.40	283.70	25 1.01
Subtotal			698		25,891.15		31,270.40	5,379.25	322 1.01

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A L&O B O'CONNOR FDN INC

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YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

December 01, 2012 - December 31, 2012

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Annual Income	Estimated Current Yield%
ADT CORP SHS	ADT	11/29/12	412	44.7376	18,431.93	46.4900	19,153.88	721.95	206	1.07
		11/30/12	440	45.5052	20,022.29	46.4900	20,455.60	433.31	220	1.07
Subtotal			852		38,454.22		39,609.48	1,155.26	426	1.07
AIA GROUP LTD SPONSORED ADR	AAGY	09/10/12	1,054	14.6627	15,454.59	15.8300	16,684.82	1,230.23	163	.97
		10/08/12	479	15.4396	7,395.57	15.8300	7,582.57	187.00	74	.97
		12/19/12	515	15.8478	8,161.62	15.8300	8,152.45	(9.17)	80	.97
Subtotal			2,048		31,011.78		32,419.84	1,408.06	317	.97
ALLERGAN INC	AGN	10/18/12	405	94.8901	38,430.53	91.7300	37,150.65	(1,279.88)	81	.21
ALTERRA CAPITAL HOLDINGS LTD	ALTE	05/06/09	67	16.0480	1,075.22	28.1900	1,888.73	813.51	43	2.27
		07/06/10	195	18.2450	3,557.78	28.1900	5,497.05	1,939.27	125	2.27
		09/08/10	93	19.0008	1,767.08	28.1900	2,621.67	854.59	60	2.27
		10/25/11	76	22.3043	1,695.13	28.1900	2,142.44	447.31	49	2.27
		09/20/12	97	24.0934	2,337.06	28.1900	2,734.43	397.37	63	2.27
Subtotal			528		10,432.27		14,884.32	4,452.05	340	2.27
AMAZON COM INC COM	AMZN	11/22/10	36	167.7900	6,040.44	250.8700	9,031.32	2,990.88		
		08/23/11	102	191.0529	19,487.40	250.8700	25,588.74	6,101.34		
		02/10/12	156	185.6655	28,963.83	250.8700	39,135.72	10,171.89		
		03/27/12	95	206.8152	19,647.45	250.8700	23,832.65	4,185.20		
		05/08/12	68	224.7435	15,282.56	250.8700	17,059.16	1,776.60		
		06/06/12	98	216.9432	21,260.44	250.8700	24,585.26	3,324.82		
Subtotal			555		110,682.12		139,232.85	28,550.73		
AMERICAN EQUITY INVT LIFE HLDG CO	AEL	05/12/09	726	6.7974	4,934.92	12.2100	8,864.46	3,929.54	109	1.22
AMERICAN INTERNATIONAL GROUP INC	AIG	08/16/12	338	34.5578	11,680.57	35.3000	11,931.40	250.83		
		08/17/12	767	34.6146	26,549.40	35.3000	27,075.10	525.70		
		10/10/12	1,052	35.7351	37,593.43	35.3000	37,135.60	(457.83)		
Subtotal			2,157		75,823.40		76,142.10	318.70		

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A L&O B O'CONNOR FDN INC

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YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

December 01, 2012 - December 31, 2012

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Annual Income	Current Yield%
ANHEUSER-BUSCH INBEV ADR	BUD	08/29/12	129	83.8075	10,811.17	87.4100	11,275.89	464.72	167	1.47
		08/30/12	162	83.4553	13,519.77	87.4100	14,160.42	640.65	210	1.47
		08/31/12	142	84.1783	11,953.33	87.4100	12,412.22	458.89	184	1.47
		09/04/12	21	86.2652	1,811.57	87.4100	1,835.61	24.04	28	1.47
		10/12/12	233	86.9820	20,266.81	87.4100	20,366.53	99.72	302	1.47
		10/15/12	169	86.9459	14,693.86	87.4100	14,772.29	78.43	219	1.47
Subtotal			856		73,056.51		74,822.96	1,766.45	1,110	1.47
APPLE INC	APPL	10/22/08	26	99.2596	2,580.75	532.1729	13,836.50	11,255.75	276	1.99
		11/24/08	153	88.8807	13,598.76	532.1729	81,422.45	67,823.69	1,622	1.99
		12/09/08	76	99.9050	7,592.78	532.1729	40,445.14	32,852.36	806	1.99
		06/26/09	17	142.0847	2,415.44	532.1729	9,046.94	6,631.50	181	1.99
		06/29/09	13	142.5346	1,852.95	532.1729	6,918.25	5,065.30	138	1.99
		10/30/09	25	195.1196	4,877.99	532.1729	13,304.32	8,426.33	265	1.99
		02/05/10	25	193.1540	4,828.85	532.1729	13,304.32	8,475.47	265	1.99
		11/22/10	125	309.0200	38,627.50	532.1729	66,521.61	27,894.11	1,325	1.99
Subtotal			460		76,375.02		244,799.53	168,424.51	4,878	1.99
ARIAD P NEW COM\$0.001RTD	ARIA	03/15/12	163	15.5063	2,527.54	19.1800	3,126.34	598.80		
		05/14/12	41	17.0048	697.20	19.1800	786.38	89.18		
		05/31/12	68	16.2144	1,102.58	19.1800	1,304.24	201.66		
Subtotal			272		4,327.32		5,216.96	889.64		
ARM HLDGS PLC SPD ADR	ARMH	11/22/10	491	18.4671	9,067.35	37.8300	18,574.53	9,507.18	78	.41
		02/29/12	25	27.5016	687.54	37.8300	945.75	258.21	4	.41
Subtotal			516		9,754.89		19,520.28	9,765.39	82	.41
ASML HLDG NV NY REG SHS	ASML	10/31/11	311	54.9027	17,074.75	64.3900	20,025.29	2,950.54	209	1.04
		12/06/11	372	53.9470	20,068.29	64.3900	23,953.08	3,884.79	250	1.04
		12/08/11	113	54.0395	6,106.47	64.3900	7,276.07	1,169.60	76	1.04
		05/01/12	144	66.7306	9,609.21	64.3900	9,272.16	(337.05)	97	1.04
		06/13/12	137	64.4453	8,829.01	64.3900	8,821.43	(7.58)	93	1.04
		06/14/12	40	63.8512	2,554.05	64.3900	2,575.60	21.55	27	1.04

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A L&O B O'CONNOR EDN INC

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YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

December 01, 2012 - December 31, 2012

EQUITIES (continued)	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Annual Income	Estimated Current Yield%
ASML HLDG NV NY REG SHS	ASML	10/12/12	113	69.3556	7,837.19	64.3900	7,276.07	(561.12)	76	1.04
		10/19/12	57	67.7868	3,863.85	64.3900	3,670.23	(193.62)	39	1.04
		12/06/12	159	62.4945	9,936.63	64.3900	10,238.01	301.38	107	1.04
		12/14/12	84	63.5777	5,340.53	64.3900	5,408.76	68.23	57	1.04
Subtotal			1,530		91,219.98		98,516.70	7,296.72	1,031	1.04
ASPEN INSURANCE HLDS LTD	AHL	01/31/12	271	26.5643	7,198.93	32.0800	8,693.68	1,494.75	185	2.11
ASSA ABLOY AB ADR	ASAZ	12/23/10	849	14.1751	12,034.66	18.5100	15,714.99	3,680.33	214	1.35
		01/07/11	184	14.0485	2,584.94	18.5100	3,405.84	820.90	47	1.35
		01/24/11	349	13.5838	4,740.75	18.5100	6,459.99	1,719.24	88	1.35
		07/14/11	301	12.4666	3,752.45	18.5100	5,571.51	1,819.06	76	1.35
		02/29/12	100	15.2800	1,528.00	18.5100	1,851.00	323.00	26	1.35
Subtotal			1,783		24,640.80		33,003.33	8,362.53	451	1.35
AT&T INC	T	11/11/09	368	26.4688	9,740.52	33.7100	12,405.28	2,664.76	663	5.33
		11/22/10	925	28.1099	26,001.66	33.7100	31,181.75	5,180.09	1,666	5.33
		08/16/12	515	36.9706	19,039.91	33.7100	17,360.65	(1,679.26)	928	5.33
Subtotal			1,808		54,782.09		60,947.68	6,165.59	3,257	5.33
ATLAS AIR WORLDWIDE HLDS NEW COM STOC	AAWW	11/22/10	75	56.3100	4,223.25	44.3200	3,324.00	(899.25)		
ATWOOD OCEANICS INC	ATW	10/12/11	52	39.2142	2,039.14	45.7900	2,381.08	341.94		
BAIDU INC SPON ADR	BIDU	04/26/12	27	132.3881	3,574.48	100.2900	2,707.83	(866.65)		
		04/26/12	33	135.5824	4,474.22	100.2900	3,309.57	(1,164.65)		
		05/08/12	31	126.7719	3,929.93	100.2900	3,108.99	(820.94)		
		05/23/12	28	120.6303	3,377.65	100.2900	2,808.12	(569.53)		
		11/02/12	30	105.6343	3,169.03	100.2900	3,008.70	(160.33)		
		11/28/12	17	94.3529	1,604.00	100.2900	1,704.93	100.93		
Subtotal			166		20,129.31		16,648.14	(3,481.17)		
BALLY TECHNOLOGIES INC	BYI	11/22/10	150	39.3088	5,896.02	44.7100	6,706.50	810.48		

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YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

December 01, 2012 - December 31, 2012

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Annual Income	Estimated Current Yield%
BANK NEW YORK MELLON CORP	BK	10/10/08	63	24.0833	1,517.25	25.7000	1,619.10	101.85	33	2.02
		10/07/09	337	28.5676	9,627.31	25.7000	8,660.90	(966.41)	176	2.02
		10/14/09	154	28.1400	4,333.56	25.7000	3,957.80	(375.76)	81	2.02
		02/03/10	454	28.7724	13,062.67	25.7000	11,667.80	(1,394.87)	237	2.02
		03/31/10	283	30.8374	8,727.01	25.7000	7,273.10	(1,453.91)	148	2.02
		11/22/10	900	27.2563	24,530.67	25.7000	23,130.00	(1,400.67)	468	2.02
		11/16/11	1,083	20.1344	21,805.56	25.7000	27,833.10	6,027.54	564	2.02
Subtotal			3,274		83,604.03		84,141.80	537.77	1,707	2.02
BANK OF THE OZARKS INC	OZRK	09/26/11	100	20.8036	2,080.36	33.4700	3,347.00	1,266.64	56	1.67
		09/28/11	99	21.4708	2,125.61	33.4700	3,313.53	1,187.92	56	1.67
Subtotal			199		4,205.97		6,660.53	2,454.56	112	1.67
BELDEN INC	BDC	05/07/09	171	18.3015	3,129.56	44.9900	7,693.29	4,563.73	35	.44
BERRY PETE SF CALIF CL A	BRV	11/22/10	125	37.8855	4,735.69	33.5500	4,193.75	(541.94)	40	.95
		12/22/11	25	40.7676	1,019.19	33.5500	838.75	(180.44)	8	.95
		09/20/12	69	40.6115	2,802.20	33.5500	2,314.95	(487.25)	23	.95
Subtotal			219		8,557.08		7,347.45	(1,209.63)	71	.95
BG GROUP PLC SPON ADR	BRGY	04/19/11	1,180	24.3176	28,694.86	16.7100	19,717.80	(8,977.06)	293	1.48
		02/29/12	75	24.3428	1,825.71	16.7100	1,253.25	(572.46)	19	1.48
Subtotal			1,255		30,520.57		20,971.05	(9,549.52)	312	1.48
BIOGEN IDEC INC	BIIB	11/03/11	5	113.7600	568.80	146.3700	731.85	163.05		
		11/23/11	151	110.7598	16,724.74	146.3700	22,101.87	5,377.13		
		02/01/12	99	121.5697	12,035.41	146.3700	14,490.63	2,455.22		
		02/02/12	61	122.5734	7,476.98	146.3700	8,928.57	1,451.59		
Subtotal			316		36,805.93		46,252.92	9,446.99		
BIOMARIN PHARMACEUTICALS	BMRN	11/22/10	61	26.6568	1,626.07	49.2000	3,001.20	1,375.13		
BJ'S RESTAURANTS INC	BJRI	11/22/10	123	35.2600	4,336.98	32.9000	4,046.70	(290.28)		

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YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

December 01, 2012 - December 31, 2012

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Annual Income	Current Yield%
BLACKBAUD INC	BLKB	08/08/12 09/20/12	178 79	24.2102 24.2802	4,309.42 1,918.14	22.8300 22.8300	4,063.74 1,803.57	(245.68) (114.57)	86 38	2.10 2.10
Subtotal			257		6,227.56		5,867.31	(360.25)	124	2.10
BLACKROCK INC	BLK	07/26/11 07/27/11 01/11/12	142 75 65	184.7159 180.1930 183.0067	26,229.67 13,514.48 11,895.44	206.7100 206.7100 206.7100	29,352.82 15,503.25 13,436.15	3,123.15 1,988.77 1,540.71	852 450 390	2.90 2.90 2.90
Subtotal			282		51,639.59		58,292.22	6,652.63	1,692	2.90
BOB EVANS FARMS INC	BOBE	05/06/09	238	25.6121	6,095.70	40.2000	9,567.60	3,471.90	262	2.73
BOEING COMPANY	BA	07/22/10 11/22/10 12/02/11	139 200 245	66.7528 63.2526 71.3759	9,278.64 12,650.52 17,487.10	75.3600 75.3600 75.3600	10,475.04 15,072.00 18,463.20	1,196.40 2,421.48 976.10	270 388 476	2.57 2.57 2.57
Subtotal			584		39,476.26		44,010.24	4,593.98	1,134	2.57
BORG WARNER INC	BWA	11/22/10 10/28/11 12/05/11	102 130 261	60.7226 75.8010 69.7529	6,193.71 9,854.14 18,205.53	71.6200 71.6200 71.6200	7,305.24 9,310.60 18,692.82	1,111.53 (543.54) 487.29		
Subtotal			493		34,253.38		35,308.66	1,055.28		
BRANDYWINE RLTY T SBI NEW REIT	BDN	11/05/09 03/11/10	251 406	9.7027 11.5832	2,435.40 4,702.78	12.1900 12.1900	3,059.69 4,949.14	624.29 246.36	151 244	4.92 4.92
Subtotal			657		7,138.18		8,008.83	870.65	395	4.92
BRINKS CO	BCO	05/07/09 09/28/09 07/08/11 07/11/11 09/20/12	112 112 69 27 84	28.1641 26.2900 31.1579 30.8974 25.1090	3,154.39 2,944.48 2,149.90 834.23 2,109.16	28.5300 28.5300 28.5300 28.5300 28.5300	3,195.36 3,195.36 1,968.57 770.31 2,396.52	40.97 250.88 (181.33) (63.92) 287.36	45 45 28 11 34	1.40 1.40 1.40 1.40 1.40
Subtotal			404		11,192.16		11,526.12	333.96	163	1.40

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YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

December 01, 2012 - December 31, 2012

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Annual Income	Estimated Current Yield%
BRISTOL-MYERS SQUIBB CO	BMJ	08/27/12	1,747	32.8202	57,337.06	32.5900	56,934.73	(402.33)	2,446	4.29
		09/21/12	211	33.6327	7,096.50	32.5900	6,876.49	(220.01)	296	4.29
		09/24/12	384	33.6394	12,917.53	32.5900	12,514.56	(402.97)	538	4.29
Subtotal			2,342		77,351.09		76,325.78	(1,025.31)	3,280	4.29
BRISTOW GROUP INC	BRS	06/27/11	27	46.3362	1,251.08	53.6600	1,448.82	197.74	22	1.49
		06/28/11	64	47.7304	3,054.75	53.6600	3,434.24	379.49	52	1.49
		07/08/11	76	51.1531	3,887.64	53.6600	4,078.16	190.52	61	1.49
		07/11/11	21	50.3785	1,057.95	53.6600	1,126.86	68.91	17	1.49
		07/10/12	70	40.9891	2,869.24	53.6600	3,756.20	886.96	56	1.49
Subtotal			258		12,120.66		13,844.28	1,723.62	208	1.49
BROADSOFT INC	BSFT	10/11/11	62	33.5977	2,083.06	36.3300	2,252.46	169.40		
		12/20/11	11	34.7345	382.08	36.3300	399.63	17.55		
Subtotal			73		2,465.14		2,652.09	186.95		
BUCKEYE TECHNOLOGIES INC	BKI	07/14/11	269	27.8237	7,484.60	28.7100	7,722.99	238.39	97	1.25
		07/15/11	32	27.9343	893.90	28.7100	918.72	24.82	12	1.25
		07/06/12	32	28.2228	903.13	28.7100	918.72	15.59	12	1.25
Subtotal			333		9,281.63		9,560.43	278.80	121	1.25
BUFFALO WILD WINGS INC	BWLD	08/28/12	18	77.4000	1,393.20	72.8200	1,310.76	(82.44)		
		08/29/12	43	78.0086	3,354.37	72.8200	3,131.26	(223.11)		
Subtotal			61		4,747.57		4,442.02	(305.55)		
BURBERRY GROUP PLC-SP ADR	BURBY	10/23/12	213	36.2246	7,715.84	40.7800	8,686.14	970.30	166	1.90
		11/29/12	87	42.3814	3,687.19	40.7800	3,547.86	(139.33)	68	1.90
		11/29/12	71	42.3815	3,009.09	40.7800	2,895.38	(113.71)	56	1.90
Subtotal			371		14,412.12		15,129.38	717.26	290	1.90
CABOT CORP	CBT	12/04/09	118	24.3405	2,872.18	39.7900	4,695.22	1,823.04	95	2.01

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PRIVATE BANKING &
INVESTMENT GROUP

A L&O B O'CONNOR FDN INC

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YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

December 01, 2012 - December 31, 2012

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Annual Income	Estimated Current Yield%
CAMERON INTL CORP	CAM	12/17/12	258	54.0865	13,954.34	56.4600	14,566.68	612.34		
		12/18/12	88	54.6429	4,808.58	56.4600	4,968.48	159.90		
Subtotal			346		18,762.92		19,535.16	772.24		
CANADIAN NATL RAILWAY CO	CNI	08/10/07	293	53.4300	15,655.01	91.0100	26,665.93	11,010.92	443	1.65
		09/03/08	37	51.8027	1,916.70	91.0100	3,367.37	1,450.67	56	1.65
		02/29/12	25	76.9296	1,923.24	91.0100	2,275.25	352.01	38	1.65
Subtotal			355		19,494.95		32,308.55	12,813.60	537	1.65
CARNIVAL CORP PAIRED SHS	CCL	11/22/10	950	41.9058	39,810.51	36.7700	34,931.50	(4,879.01)	950	2.71
		02/29/12	50	30.2654	1,513.27	36.7700	1,838.50	325.23	50	2.71
Subtotal			1,000		41,323.78		36,770.00	(4,553.78)	1,000	2.71
CASEYS GEN STORES INC	CASY	09/22/11	44	44.0911	1,940.01	53.1000	2,336.40	396.39	30	1.24
		09/26/11	47	45.2751	2,127.93	53.1000	2,495.70	367.77	32	1.24
		12/23/11	25	52.2424	1,306.06	53.1000	1,327.50	21.44	17	1.24
		04/02/12	44	55.9695	2,462.66	53.1000	2,336.40	(126.26)	30	1.24
Subtotal			160		7,836.66		8,496.00	659.34	109	1.24
CASH AMERICAN INTL INC	CSH	05/06/09	94	23.7963	2,236.86	39.6700	3,728.98	1,492.12	14	.35
		11/22/10	125	36.0900	4,511.25	39.6700	4,958.75	447.50	18	.35
		02/07/12	52	46.9301	2,440.37	39.6700	2,062.84	(377.53)	8	.35
		03/30/12	24	48.1045	1,154.51	39.6700	952.08	(202.43)	4	.35
		09/20/12	42	38.1311	1,601.51	39.6700	1,666.14	64.63	6	.35
Subtotal			337		11,944.50		13,368.79	1,424.29	50	.35
CATAMARAN CORP SHS	CTRX	11/22/10	132	32.9382	4,347.85	47.1000	6,217.20	1,869.35		
CAVIUM INC	CAVM	01/20/12	64	34.9740	2,238.34	31.2100	1,997.44	(240.90)		
		03/09/12	84	33.3935	2,805.06	31.2100	2,621.64	(183.42)		
Subtotal			148		5,043.40		4,619.08	(424.32)		

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A L&O B O'CONNOR FDN INC

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YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

December 01, 2012 - December 31, 2012

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss) Annual	Estimated Current Income Yield%
CEC ENTMT INC KANS \$0.1	CEC	02/22/12	48	37.6150	1,805.52	33.1900	1,593.12	(212.40)	47 2.89
		02/23/12	17	38.8611	660.64	33.1900	564.23	(96.41)	17 2.89
		03/28/12	64	38.4157	2,458.61	33.1900	2,124.16	(334.45)	62 2.89
		05/25/12	60	35.8396	2,150.38	33.1900	1,991.40	(158.98)	58 2.89
		05/29/12	39	35.9030	1,400.22	33.1900	1,294.41	(105.81)	38 2.89
Subtotal			228		8,475.37		7,567.32	(908.05)	222 2.89
CERNER CORP COM	CERN	11/21/11	172	56.8851	9,784.24	77.5100	13,331.72	3,547.48	
		04/30/12	130	81.1609	10,550.92	77.5100	10,076.30	(474.62)	
		05/09/12	181	79.4503	14,380.52	77.5100	14,029.31	(351.21)	
Subtotal			483		34,715.68		37,437.33	2,721.65	
CHART INDS INC	GTLS	11/02/12	18	64.8900	1,168.02	66.6891	1,200.40	32.38	
		11/05/12	18	64.3788	1,158.82	66.6891	1,200.40	41.58	
Subtotal			36		2,326.84		2,400.80	73.96	
CHECK POINT SOFTWARE TECH	CHKP	11/10/11	122	57.7404	7,044.33	47.6400	5,812.08	(1,232.25)	
		11/17/11	70	54.7724	3,834.07	47.6400	3,334.80	(499.27)	
		12/22/11	72	54.5598	3,928.31	47.6400	3,430.08	(498.23)	
		04/24/12	72	59.8783	4,311.24	47.6400	3,430.08	(881.16)	
		05/24/12	76	52.5431	3,993.28	47.6400	3,620.64	(372.64)	
Subtotal			412		23,111.23		19,627.68	(3,483.55)	
CHEMTURA CORP.	CHMT	04/09/12	125	16.6799	2,084.99	21.2600	2,657.50	572.51	
COM STK		04/10/12	21	16.5600	347.76	21.2600	446.46	98.70	
Subtotal			146		2,432.75		3,103.96	671.21	
CHEVRON CORP	CVX	08/07/08	92	84.0789	7,735.26	108.1400	9,948.88	2,213.62	332 3.32
		10/14/09	38	75.5200	2,869.76	108.1400	4,109.32	1,239.56	137 3.32
		10/28/09	198	75.9184	15,031.86	108.1400	21,411.72	6,379.86	713 3.32
		01/06/10	172	79.3690	13,651.47	108.1400	18,600.08	4,948.61	620 3.32
		11/22/10	325	82.8258	26,918.39	108.1400	35,145.50	8,227.11	1,170 3.32
Subtotal			825		66,206.74		89,215.50	23,008.76	2,972 3.32

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A L&O B O'CONNOR FDN INC

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YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

December 01, 2012 - December 31, 2012

EQUITIES (continued)		Symbol	Acquired	Quantity	Unit		Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Annual Income	Current Yield%
Description	COM				Cost Basis	Market Price						
CHICOS FAS INC	COM	CHS	02/23/12	158	14.9346	18.4600	2,359.67	18,4600	2,916.68	557.01	34	1.13
CIE GENERALE DES		MGDDY	03/13/12	890	14.5198	19.1900	12,922.71	19.1900	17,079.10	4,156.39	348	2.03
ETABLISSEMENTS MICHELIN			08/10/12	144	13.9493	19.1900	2,008.71	19.1900	2,763.36	754.65	57	2.03
			09/10/12	287	15.2662	19.1900	4,381.40	19.1900	5,507.53	1,126.13	113	2.03
Subtotal				1,321			19,312.82		25,349.99	6,037.17	518	2.03
CMINTY BANK SYS INC DEL		CBU	07/24/09	69	16.3201	27.3600	1,126.09	27.3600	1,887.84	761.75	75	3.94
			03/05/10	89	22.3606	27.3600	1,990.10	27.3600	2,435.04	444.94	97	3.94
			05/31/11	64	24.8895	27.3600	1,592.93	27.3600	1,751.04	158.11	70	3.94
Subtotal				222			4,709.12		6,073.92	1,364.80	242	3.94
CNOOC LTD ADR		CEO	03/14/08	15	156.6340	220.0000	2,349.51	220.0000	3,300.00	950.49	75	2.26
			03/25/08	8	138.8700	220.0000	1,110.96	220.0000	1,760.00	649.04	40	2.26
			12/29/08	80	89.7057	220.0000	7,176.46	220.0000	17,600.00	10,423.54	400	2.26
			08/10/11	28	184.9264	220.0000	5,177.94	220.0000	6,160.00	982.06	140	2.26
Subtotal				131			15,814.87		28,820.00	13,005.13	655	2.26
COCA COLA COM		KO	11/22/10	468	31.9429	36.2500	14,949.28	36.2500	16,965.00	2,015.72	478	2.81
			05/18/11	886	34.0037	36.2500	30,127.28	36.2500	32,117.50	1,990.22	904	2.81
			06/23/11	896	32.6796	36.2500	29,280.97	36.2500	32,480.00	3,199.03	914	2.81
			06/27/12	888	38.0314	36.2500	33,771.97	36.2500	32,190.00	(1,581.97)	906	2.81
Subtotal				3,138			108,129.50		113,752.50	5,623.00	3,202	2.81
COCA COLA ENTERPRISES INC NEW		CCE	10/31/12	249	31.4661	31.7300	7,835.08	31.7300	7,900.77	65.69	160	2.01
			11/01/12	383	31.8344	31.7300	12,192.61	31.7300	12,152.59	(40.02)	246	2.01
			11/09/12	505	30.4843	31.7300	15,394.62	31.7300	16,023.65	629.03	324	2.01
			11/12/12	178	30.6433	31.7300	5,454.51	31.7300	5,647.94	193.43	114	2.01
Subtotal				1,315			40,876.82		41,724.95	848.13	844	2.01
COGNEX CORP		CGNX	08/25/11	60	32.8343	36.7901	1,970.06	36.7901	2,207.41	237.35	27	1.19
			08/30/11	55	36.0852	36.7901	1,984.69	36.7901	2,023.46	38.77	25	1.19
Subtotal				115			3,954.75		4,230.87	276.12	52	1.19

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A L&O B O'CONNOR FDN INC

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YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

December 01, 2012 - December 31, 2012

EQUITIES (continued)	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Annual Income	Current Yield%
COHERENT INC CAL	COHR	11/22/10	133	42.6813	5,676.62	50.6323	6,734.10	1,057.48		
COLFAX CORP	CFX	02/08/12	146	32.9939	4,817.11	40.3500	5,891.10	1,073.99		
		08/09/12	69	32.3328	2,230.97	40.3500	2,784.15	553.18		
Subtotal			215		7,048.08		8,675.25	1,627.17		
COMCAST CRP NEW CL A SPL	CMCSK	07/14/11	778	23.9370	18,622.99	35.9200	27,945.76	9,322.77	506	1.80
		07/27/11	884	24.0191	21,232.97	35.9200	31,753.28	10,520.31	575	1.80
		08/10/11	892	19.9914	17,832.33	35.9200	32,040.64	14,208.31	580	1.80
Subtotal			2,554		57,688.29		91,739.68	34,051.39	1,661	1.80
COMPASS GROUP PLC ADR	CMPGY	12/10/12	911	11.9120	10,851.92	11.9800	10,913.78	61.86	256	2.34
		12/11/12	467	12.0510	5,627.82	11.9800	5,594.66	(33.16)	132	2.34
Subtotal			1,378		16,479.74		16,508.44	28.70	388	2.34
COMPASS MINERALS INTL INC	CMP	04/23/12	33	72.0969	2,379.20	74.7100	2,465.43	86.23	66	2.65
		04/30/12	31	76.5183	2,372.07	74.7100	2,316.01	(56.06)	62	2.65
		07/06/12	31	77.3835	2,398.89	74.7100	2,316.01	(82.88)	62	2.65
		09/20/12	43	74.7995	3,216.38	74.7100	3,212.53	(3.85)	86	2.65
Subtotal			138		10,366.54		10,309.98	(56.56)	276	2.65
CONCUR TECHNOLOGIES INC	CNQR	08/12/11	27	37.6485	1,016.51	67.5200	1,823.04	806.53		
		12/29/11	36	51.6338	1,858.82	67.5200	2,430.72	571.90		
Subtotal			63		2,875.33		4,253.76	1,378.43		
CROWN CASTLE INTL CORP	CCI	04/27/12	433	56.6003	24,507.93	72.1600	31,245.28	6,737.35		
		04/30/12	393	56.5582	22,227.41	72.1600	28,358.88	6,131.47		
		05/01/12	65	56.6969	3,685.30	72.1600	4,690.40	1,005.10		
		06/11/12	448	56.3556	25,247.31	72.1600	32,327.68	7,080.37		
Subtotal			1,339		75,667.95		96,622.24	20,954.29		

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A L&O B O'CONNOR FDN INC

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December 01, 2012 - December 31, 2012

YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)/Annual	Estimated Current Income	Yield%
CTS CORPORATION	CTS	03/19/10	34	9.4955	322.85	10.6300	361.42	38.57	5	1.31
		06/07/10	170	10.1262	1,721.47	10.6300	1,807.10	85.63	24	1.31
		06/08/10	220	9.8645	2,170.21	10.6300	2,338.60	168.39	31	1.31
Subtotal			424		4,214.53		4,507.12	292.59	60	1.31
CUBESMART COM	CUBE	06/22/12	274	11.1251	3,048.30	14.5700	3,992.18	943.88	121	3.01
		06/25/12	143	11.0481	1,579.89	14.5700	2,083.51	503.62	63	3.01
		07/09/12	207	11.8115	2,445.00	14.5700	3,015.99	570.99	92	3.01
Subtotal			624		7,073.19		9,091.68	2,018.49	276	3.01
CUBIC CORP DEL	CUB	09/23/11	6	37.3683	224.21	47.9700	287.82	63.61	2	.50
		09/26/11	21	37.8842	795.57	47.9700	1,007.37	211.80	6	.50
		09/28/11	27	40.0581	1,081.57	47.9700	1,295.19	213.62	7	.50
		02/17/12	25	49.0988	1,227.47	47.9700	1,199.25	(28.22)	6	.50
		02/21/12	22	49.4272	1,087.40	47.9700	1,055.34	(32.06)	6	.50
		07/06/12	50	48.7372	2,436.86	47.9700	2,398.50	(38.36)	12	.50
Subtotal			151		6,853.08		7,243.47	390.39	39	.50
CUBIST PHARMACEUTICALS	CBST	11/22/11	56	35.9719	2,014.43	42.0500	2,354.80	340.37		
		12/06/11	58	37.9434	2,200.72	42.0500	2,438.90	238.18		
Subtotal			114		4,215.15		4,793.70	578.55		
CURTISS WRIGHT	CW	03/03/11	141	37.8461	5,336.31	32.8300	4,629.03	(707.28)	51	1.09
CVS CAREMARK CORP	CVS	01/04/12	378	41.6779	15,754.25	48.3500	18,276.30	2,522.05	341	1.86
		01/11/12	327	41.8169	13,674.13	48.3500	15,810.45	2,136.32	295	1.86
		02/01/12	474	42.8851	20,327.58	48.3500	22,917.90	2,590.32	427	1.86
		02/02/12	204	42.6995	8,710.70	48.3500	9,863.40	1,152.70	184	1.86
		02/03/12	250	43.2160	10,804.00	48.3500	12,087.50	1,283.50	225	1.86
		03/21/12	459	44.8906	20,604.79	48.3500	22,192.65	1,587.86	414	1.86
		11/14/12	459	45.5594	20,911.81	48.3500	22,192.65	1,280.84	414	1.86
Subtotal			2,551		110,787.26		123,340.85	12,553.59	2,300	1.86

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YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

December 01, 2012 - December 31, 2012

EQUITIES (continued)	Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Annual Income	Estimated Current Yield%
CYPRESS SEMICONDTR	PV1CTS	CY	07/09/12	376	12.7955	4,811.11	10.8400	4,075.84	(735.27)	166	4.05
DANAHER CORP	DEL COM	DHR	03/02/11	364	50.1346	18,249.03	55.9000	20,347.60	2,098.57	37	.17
			05/16/11	254	54.0931	13,739.65	55.9000	14,198.60	458.95	26	.17
			05/17/11	495	53.4791	26,472.20	55.9000	27,670.50	1,198.30	50	.17
			07/27/11	430	49.4710	21,272.57	55.9000	24,037.00	2,764.43	43	.17
			08/24/11	389	43.1243	16,775.39	55.9000	21,745.10	4,969.71	39	.17
			05/09/12	152	53.9578	8,201.60	55.9000	8,496.80	295.20	16	.17
			05/10/12	190	54.0475	10,269.04	55.9000	10,621.00	351.96	19	.17
Subtotal				2,274		114,979.48		127,116.60	12,137.12	230	.17
DASSAULT SYS SA SPN ADR		DASTY	11/22/10	173	73.3500	12,689.55	113.0900	19,564.57	6,875.02	106	.53
DEL FRISCOS RESTAURANT GROUP INC		DFRG	07/30/12	95	13.1008	1,244.58	15.5900	1,481.05	236.47		
			07/31/12	45	13.1482	591.67	15.5900	701.55	109.88		
Subtotal				140		1,836.25		2,182.60	346.35		
DELPHI AUTOMOTIVE PLC		DLPH	05/16/12	803	28.1689	22,619.63	38.2500	30,714.75	8,095.12		
			05/23/12	404	27.7445	11,208.78	38.2500	15,453.00	4,244.22		
			06/06/12	614	29.2084	17,933.96	38.2500	23,485.50	5,551.54		
			09/18/12	546	31.5658	17,234.93	38.2500	20,884.50	3,649.57		
			09/19/12	123	31.8543	3,918.09	38.2500	4,704.75	786.66		
Subtotal				2,490		72,915.39		95,242.50	22,327.11		
DEUTSCHE BK AG REG SHS		DB	10/31/12	323	45.7308	14,771.08	44.2900	14,305.67	(465.41)	299	2.08
			11/01/12	37	45.8589	1,696.78	44.2900	1,638.73	(58.05)	35	2.08
Subtotal				360		16,467.86		15,944.40	(523.46)	334	2.08
DIAGEO PLC SPSPD ADR NEW		DEO	05/29/08	137	78.5998	10,768.18	116.5800	15,971.46	5,203.28	380	2.37
			06/05/08	118	79.5477	9,386.63	116.5800	13,756.44	4,369.81	328	2.37
			10/14/09	62	61.6448	3,821.98	116.5800	7,227.96	3,405.98	172	2.37
			11/22/10	175	75.5645	13,223.79	116.5800	20,401.50	7,177.71	486	2.37
Subtotal				492		37,200.58		57,357.36	20,156.78	1,366	2.37

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A L&O B O'CONNOR FDN INC

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YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

December 01, 2012 - December 31, 2012

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Annual Income	Current Yield%
DISCOVERY COMMUNICATN INC SERIES A	DISCA	06/26/12	405	52.8756	21,414.62	63.4800	25,709.40	4,294.78		
Subtotal		06/27/12	277	53.5889	14,844.15	63.4800	17,583.96	2,739.81		
			682		36,258.77		43,293.36	7,034.59		
DISNEY (WALT) CO COM STK	DIS	08/08/12	671	50.4225	33,833.56	49.7900	33,409.09	(424.47)	504	1.50
		08/09/12	108	50.3294	5,435.58	49.7900	5,377.32	(58.26)	81	1.50
		08/22/12	398	49.8378	19,835.48	49.7900	19,816.42	(19.06)	299	1.50
		09/05/12	384	50.8728	19,535.16	49.7900	19,119.36	(415.80)	288	1.50
Subtotal			1,561		78,639.78		77,722.19	(917.59)	1,172	1.50
DOMINOS PIZZA INC	DPZ	08/15/12	46	34.2095	1,573.64	43.5500	2,003.30	429.66		
		08/16/12	22	34.3568	755.85	43.5500	958.10	202.25		
Subtotal			68		2,329.49		2,961.40	631.91		
DUFF AND PHELPS CORP NEW CL A	DUF	11/22/10	150	13.5400	2,031.00	15.6200	2,343.00	312.00	54	2.30
DUPONT FABROS TECHNOLOGY	DFT	02/03/12	253	25.8041	6,528.44	24.1600	6,112.48	(415.96)	203	3.31
		12/11/12	24	24.4629	587.11	24.1600	579.84	(7.27)	20	3.31
		12/12/12	35	24.4925	857.24	24.1600	845.60	(11.64)	28	3.31
Subtotal			312		7,972.79		7,537.92	(434.87)	251	3.31
E M C CORPORATION MASS	EMC	06/03/09	805	12.4813	10,047.45	25.3000	20,366.50	10,319.05		
		06/26/09	73	13.4198	979.65	25.3000	1,846.90	867.25		
		06/29/09	55	13.5780	746.79	25.3000	1,391.50	644.71		
		10/30/09	416	16.8731	7,019.21	25.3000	10,524.80	3,505.59		
		11/22/10	400	21.5975	8,639.00	25.3000	10,120.00	1,481.00		
		02/29/12	25	28.3000	707.50	25.3000	632.50	(75.00)		
		08/01/12	617	26.1876	16,157.75	25.3000	15,610.10	(547.65)		
		08/10/12	328	26.8715	8,813.88	25.3000	8,298.40	(515.48)		
Subtotal			2,719		53,111.23		68,790.70	15,679.47		

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A L&O B O'CONNOR FDN INC

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YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

December 01, 2012 - December 31, 2012

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Annual Income	Estimated Current Yield%
EDWARDS LIFESCIENCES CRP	EW	12/06/12	210	90.9836	19,106.56	90.1700	18,935.70	(170.86)		
		12/07/12	198	91.3466	18,086.63	90.1700	17,853.66	(232.97)		
Subtotal			408		37,193.19		36,789.36	(403.83)		
EL PASO ELECTRIC CO NEW	EE	05/15/12	65	30.0010	1,950.07	31.9100	2,074.15	124.08	65	3.13
		05/16/12	53	30.2449	1,602.98	31.9100	1,691.23	88.25	53	3.13
		09/20/12	64	33.9868	2,175.16	31.9100	2,042.24	(132.92)	64	3.13
		09/21/12	50	34.1648	1,708.24	31.9100	1,595.50	(112.74)	50	3.13
Subtotal			232		7,436.45		7,403.12	(33.33)	232	3.13
ELEKTA B SHS UNSPOND ADR	EKTAY	12/10/12	417	15.2831	6,373.09	15.9600	6,655.32	282.23	50	.74
		12/11/12	626	15.6815	9,816.62	15.9600	9,990.96	174.34	75	.74
Subtotal			1,043		16,189.71		16,646.28	456.57	125	.74
EMBRAER S A SPONSRD ADR	ERJ	11/22/10	850	28.9482	24,605.97	28.5100	24,233.50	(372.47)		
		08/10/11	184	22.5291	4,145.37	28.5100	5,245.84	1,100.47		
		02/29/12	50	29.7808	1,489.04	28.5100	1,425.50	(63.54)		
		07/27/12	94	25.1693	2,365.92	28.5100	2,679.94	314.02		
Subtotal			1,178		32,606.30		33,584.78	978.48		
ENDURANCE SPECIALTY HLDG	ENH	09/22/10	156	39.3255	6,134.79	39.6900	6,191.64	56.85	194	3.12
		07/08/11	54	41.6892	2,251.22	39.6900	2,143.26	(107.96)	67	3.12
		07/11/11	88	41.1322	3,619.64	39.6900	3,492.72	(126.92)	110	3.12
Subtotal			298		12,005.65		11,827.62	(178.03)	371	3.12
EOG RESOURCES INC	EOG	11/16/12	107	116.5267	12,468.36	120.7900	12,924.53	456.17	73	.56
		11/19/12	140	119.3984	16,715.78	120.7900	16,910.60	194.82	96	.56
Subtotal			247		29,184.14		29,835.13	650.99	169	.56

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A L&O B O'CONNOR FDN INC

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YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

December 01, 2012 - December 31, 2012

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit		Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Annual Income	Yield%
				Cost Basis	Estimated Market Price						
EXPRESS SCRIPTS HLDG CO	ESRX	06/14/10	357	53.4015	54.0000	19,064.37	54.0000	19,278.00	213.63		
		11/22/10	150	53.2889	54.0000	7,993.34	54.0000	8,100.00	106.66		
		05/16/11	283	59.7455	54.0000	16,908.00	54.0000	15,282.00	(1,626.00)		
		05/17/11	37	59.5348	54.0000	2,202.79	54.0000	1,998.00	(204.79)		
		11/06/12	505	54.8807	54.0000	27,714.80	54.0000	27,270.00	(444.80)		
Subtotal			1,332			73,883.30		71,928.00	(1,955.30)		
EXXON MOBIL CORP COM	XOM	08/10/07	498	83.8861	86.5500	41,775.29	86.5500	43,101.90	1,326.61	1,136	2.63
		05/21/08	30	94.7100	86.5500	2,841.30	86.5500	2,596.50	(244.80)	69	2.63
		01/28/09	32	78.3184	86.5500	2,506.19	86.5500	2,769.60	263.41	73	2.63
		10/14/09	44	71.7979	86.5500	3,159.11	86.5500	3,808.20	649.09	101	2.63
		11/22/10	175	69.5058	86.5500	12,163.52	86.5500	15,146.25	2,982.73	399	2.63
		12/08/10	270	71.9122	86.5500	19,416.32	86.5500	23,368.50	3,952.18	616	2.63
		03/10/11	193	82.1595	86.5500	15,856.80	86.5500	16,704.15	847.35	441	2.63
		09/26/12	203	91.4276	86.5500	18,559.82	86.5500	17,569.65	(990.17)	463	2.63
Subtotal			1,445			116,278.35		125,064.75	8,786.40	3,298	2.63
EZCHIP SEMICONDUCTOR LTD	EZCH	11/07/11	70	31.6755	33.0700	2,217.29	33.0700	2,314.90	97.61		
		08/08/12	88	29.6536	33.0700	2,609.52	33.0700	2,910.16	300.64		
Subtotal			158			4,826.81		5,225.06	398.25		
FACEBOOK INC	FB	05/18/12	439	40.9931	26.6197	17,996.01	26.6197	11,686.05	(6,309.96)		
CLASS A COMMON STOCK		11/19/12	408	23.6003	26.6197	9,628.96	26.6197	10,860.84	1,231.88		
Subtotal			847			27,624.97		22,546.89	(5,078.08)		
FAMILY DOLLAR STORES	FDO	10/19/11	477	57.7750	63.4100	27,558.68	63.4100	30,246.57	2,687.89	401	1.32
		10/20/11	115	57.6106	63.4100	6,625.22	63.4100	7,292.15	666.93	97	1.32
		12/02/11	87	58.8365	63.4100	5,118.78	63.4100	5,516.67	397.89	74	1.32
		12/05/11	191	59.3213	63.4100	11,330.37	63.4100	12,111.31	780.94	161	1.32
		05/08/12	245	67.3957	63.4100	16,511.95	63.4100	15,535.45	(976.50)	206	1.32
Subtotal			1,115			67,145.00		70,702.15	3,557.15	939	1.32

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A L&O B O'CONNOR FDN INC

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YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

December 01, 2012 - December 31, 2012

EQUITIES (continued)	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Annual Income	Estimated Current Yield%
FANUC LTD-UNSP	FANUY	11/02/10	1,013	24.0712	24,384.20	31.0700	31,473.91	7,089.71	346	1.09
		02/29/12	50	30.7750	1,538.75	31.0700	1,553.50	14.75	18	1.09
Subtotal			1,063		25,922.95		33,027.41	7,104.46	364	1.09
FEDEX CORP DELAWARE COM	FDX	01/13/12	94	90.2227	8,480.94	91.7200	8,621.68	140.74	53	.61
		01/17/12	291	89.7727	26,123.88	91.7200	26,690.52	566.64	163	.61
		01/18/12	22	90.5104	1,991.23	91.7200	2,017.84	26.61	13	.61
Subtotal			407		36,596.05		37,330.04	733.99	229	.61
FINISH LINE INC CL A	FINL	01/07/10	149	12.1609	1,811.98	18.9300	2,820.57	1,008.59	36	1.26
		09/24/10	295	14.0363	4,140.71	18.9300	5,584.35	1,443.64	71	1.26
Subtotal			444		5,952.69		8,404.92	2,452.23	107	1.26
FIRSTMERIT CORP	FMER	12/21/12	534	14.2196	7,593.27	14.1900	7,577.46	(15.81)	342	4.51
FLSMIDTH AND CO A/S ADR	FLIDY	11/22/10	1,875	9.0000	16,875.00	5.7700	10,818.75	(6,056.25)	405	3.74
		05/11/11	655	8.5265	5,584.92	5.7700	3,779.35	(1,805.57)	142	3.74
		02/29/12	125	8.0800	1,010.00	5.7700	721.25	(288.75)	27	3.74
Subtotal			2,655		23,469.92		15,319.35	(8,150.57)	574	3.74
FORTINET INC	FINT	10/07/11	108	18.0209	1,946.26	21.0200	2,270.16	323.90		
		12/29/11	86	21.6746	1,864.02	21.0200	1,807.72	(56.30)		
		11/01/12	160	20.2556	3,240.90	21.0200	3,363.20	122.30		
		12/11/12	52	20.2505	1,053.03	21.0200	1,093.04	40.01		
		12/12/12	70	20.5422	1,437.96	21.0200	1,471.40	33.44		
Subtotal			476		9,542.17		10,005.52	463.35		
FRANKLIN EL CO PV10CT INDIANA	FELE	07/28/10	80	31.7508	2,540.07	62.0307	4,962.46	2,422.39	47	.93
FRESENIUS MEDICAL CARE AG & CO SPON ADR	FMS	11/22/10	964	29.6685	28,600.44	34.3000	33,065.20	4,464.76	302	.91
		02/29/12	50	35.3750	1,768.75	34.3000	1,715.00	(53.75)	16	.91
Subtotal			1,014		30,369.19		34,780.20	4,411.01	318	.91

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A L&O B O'CONNOR EDN INC

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YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

December 01, 2012 - December 31, 2012

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)/Annual	Estimated Current Income	Yield%
FRESH MKT INC	TFM	11/22/10	86	33.5783	2,887.74	48.0900	4,135.74	1,248.00		
COMMON STOCK		04/28/11	57	41.7682	2,380.79	48.0900	2,741.13	360.34		
Subtotal			143		5,268.53		6,876.87	1,608.34		
FULTON FINL CORP PA	FULT	05/25/10	67	9.4168	630.93	9.6100	643.87	12.94	22	3.32
		05/28/10	334	9.9955	3,338.53	9.6100	3,209.74	(128.79)	107	3.32
		08/19/10	354	8.5124	3,013.39	9.6100	3,401.94	388.55	114	3.32
		08/04/11	133	9.9452	1,322.72	9.6100	1,278.13	(44.59)	43	3.32
Subtotal			888		8,305.57		8,533.68	228.11	286	3.32
FUSION-IO INC COM	FIO	04/13/12	86	27.9413	2,402.96	22.9300	1,971.98	(430.98)		
		04/27/12	94	28.0513	2,636.83	22.9300	2,155.42	(481.41)		
		11/01/12	37	24.6562	912.28	22.9300	848.41	(63.87)		
		11/02/12	76	24.5618	1,866.70	22.9300	1,742.68	(124.02)		
Subtotal			293		7,818.77		6,718.49	(1,100.28)		
GENERAL ELECTRIC	GE	11/02/12	1,917	21.3357	40,900.54	20.9900	40,237.83	(662.71)	1,457	3.62
		11/05/12	709	21.2593	15,072.91	20.9900	14,881.91	(191.00)	539	3.62
Subtotal			2,626		55,973.45		55,119.74	(853.71)	1,996	3.62
GENERAL MILLS	GIS	10/15/09	221	32.5753	7,199.15	40.4200	8,932.82	1,733.67	292	3.26
		10/16/09	278	32.7484	9,104.07	40.4200	11,236.76	2,132.69	367	3.26
		04/14/10	428	35.3289	15,120.81	40.4200	17,299.76	2,178.95	565	3.26
		11/22/10	575	35.1462	20,209.12	40.4200	23,241.50	3,032.38	759	3.26
		12/16/10	554	36.5622	20,255.46	40.4200	22,392.68	2,137.22	732	3.26
		02/22/12	422	38.6486	16,309.71	40.4200	17,057.24	747.53	558	3.26
		02/23/12	11	38.7100	425.81	40.4200	444.62	18.81	15	3.26
Subtotal			2,489		88,624.13		100,605.38	11,981.25	3,288	3.26
GENESCO INC	GCO	11/22/10	227	35.6700	8,097.09	55.0000	12,485.00	4,387.91		

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YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

December 01, 2012 - December 31, 2012

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)/Annual Income	Estimated Current Yield%
GEO GROUP INC	GEO	11/22/10 10/28/11 12/31/12	194 20 32	24.1298 19.0895 28.3200	4,681.20 381.79 906.24	28.2000 28.2000 28.2000	5,470.80 564.00 902.40	789.60 182.21 (3.84)	156 2.83 16 2.83 26 2.83
Subtotal			246		5,969.23		6,937.20	967.97	198 2.83
GEO GROUP INC	XVIVF	N/A	214	N/A	N/A	N/A	N/A	N/A	
GEOSPACE TECHNOLOGIES CORP SHS	GEOS	11/22/10 10/28/11	82 20	33.3950 39.8815	2,738.39 797.63	88.8700 88.8700	7,287.34 1,777.40	4,548.95 979.77	
Subtotal			102		3,536.02		9,064.74	5,528.72	
GILEAD SCIENCES INC COM	GILD	11/12/12 11/13/12	249 242	72.5885 75.0188	18,074.54 18,154.55	73.4500 73.4500	18,289.05 17,774.90	214.51 (379.65)	
Subtotal			491		36,229.09		36,063.95	(165.14)	
GLIMCHER REALTY TR SBI REIT	GRT	07/05/12 07/06/12	411 26	10.5242 10.3484	4,325.45 269.06	11.0900 11.0900	4,557.99 288.34	232.54 19.28	165 3.60 11 3.60
Subtotal			437		4,594.51		4,846.33	251.82	176 3.60
GOLDMAN SACHS GROUP INC	GS	07/29/10 11/22/10 03/02/11 05/04/11 05/17/11 01/11/12 05/02/12	125 225 114 141 143 114 183	149.4599 159.4016 162.3264 151.6324 139.3955 100.0518 113.4163	18,682.49 35,865.36 18,505.22 21,380.17 19,933.56 11,405.91 20,755.20	127.5600 127.5600 127.5600 127.5600 127.5600 127.5600 127.5600	15,945.00 28,701.00 14,541.84 17,985.96 18,241.08 14,541.84 23,343.48	(2,737.49) (7,164.36) (3,963.38) (3,394.21) (1,692.48) 3,135.93 2,588.28	250 1.56 450 1.56 228 1.56 282 1.56 286 1.56 228 1.56 366 1.56
Subtotal			1,045		146,527.91		133,300.20	(13,227.71)	2,090 1.56

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A L&O B O'CONNOR FDN INC

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YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

December 01, 2012 - December 31, 2012

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Annual Income	Estimated Current Yield%
GOOGLE INC CL A	GOOG	02/23/11	10	612.1370	6,121.37	707.3800	7,073.80	952.43		
		02/23/11	25	606.7280	15,168.20	707.3800	17,684.50	2,516.30		
		04/01/11	21	594.0076	12,474.16	707.3800	14,854.98	2,380.82		
		04/28/11	19	537.7663	10,217.56	707.3800	13,440.22	3,222.66		
		05/04/11	34	537.2958	18,268.06	707.3800	24,050.92	5,782.86		
		08/03/11	25	600.0352	15,000.88	707.3800	17,684.50	2,683.62		
		11/30/11	38	596.7910	22,678.06	707.3800	26,880.44	4,202.38		
Subtotal			172		99,928.29		121,669.36	21,741.07		
GOVT PPTYS INCOME TR	GOV	04/05/10	34	26.3102	894.55	23.9700	814.98	(79.57)		59 7.17
		05/03/10	69	27.2337	1,879.13	23.9700	1,653.93	(225.20)		119 7.17
		06/30/10	65	25.5441	1,660.37	23.9700	1,558.05	(102.32)		112 7.17
		09/28/10	79	26.2377	2,072.78	23.9700	1,893.63	(179.15)		136 7.17
Subtotal			247		6,506.83		5,920.59	(586.24)		426 7.17
GULFMARK OFSHRE INC CLA	GLF	12/12/12	74	33.2543	2,460.82	34.4500	2,549.30	88.48		
GULFPORT ENERGY NEW\$0.01	GPOR	10/20/11	68	30.0635	2,044.32	38.2200	2,598.96	554.64		
		08/10/12	109	25.9713	2,830.88	38.2200	4,165.98	1,335.10		
Subtotal			177		4,875.20		6,764.94	1,889.74		
HANG LUNG PROPERTIES ADR	HLPPY	11/22/10	875	22.9902	20,116.43	20.1500	17,631.25	(2,485.18)		557 3.15
		02/29/12	75	18.9300	1,419.75	20.1500	1,511.25	91.50		48 3.15
		10/08/12	184	17.3379	3,190.19	20.1500	3,707.60	517.41		118 3.15
Subtotal			1,134		24,726.37		22,850.10	(1,876.27)		723 3.15
HATTERAS FINL CORP	HTS	03/21/12	216	27.9208	6,030.91	24.8100	5,358.96	(671.95)		605 11.28
HECLA MINING CO DEL	HL	09/20/12	760	6.6068	5,021.17	5.8300	4,430.80	(590.37)		69 1.54
HENNES AND MAURITZ AB-ADR	HNNMY	11/22/10	4,891	6.7500	33,014.25	6.9100	33,796.81	782.56		1,008 2.98
		02/29/12	400	7.2322	2,892.88	6.9100	2,764.00	(128.88)		83 2.98
Subtotal			5,291		35,907.13		36,560.81	653.68		1,091 2.98

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YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

December 01, 2012 - December 31, 2012

EQUITIES (continued)	Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Annual Income	Estimated Current Yield%
HERBALIFE LTD		HLF	11/22/10	72	34.5708	2,489.10	32.9400	2,371.68	(117.42)	87	3.64
HEXCEL CORP NEW COM		HXL	10/07/11	88	22.5056	1,980.50	26.9600	2,372.48	391.98		
			10/11/11	85	23.5287	1,999.94	26.9600	2,291.60	291.66		
Subtotal				173		3,980.44		4,664.08	683.64		
HONEYWELL INTL INC DEL		HON	05/26/10	518	42.5626	22,047.43	63.4700	32,877.46	10,830.03	850	2.58
			08/11/10	318	42.2445	13,433.78	63.4700	20,183.46	6,749.68	522	2.58
Subtotal			11/22/10	275	49.4262	13,592.23	63.4700	17,454.25	3,862.02	451	2.58
				1,111		49,073.44		70,515.17	21,441.73	1,823	2.58
HONG KONG EXCHANGES AND CLEARING LTD SHS		HKEXCY	11/22/10	1,150	23.3700	26,875.50	17.2600	19,849.00	(7,026.50)	528	2.65
			02/29/12	50	18.8200	941.00	17.2600	863.00	(78.00)	23	2.65
Subtotal				1,200		27,816.50		20,712.00	(7,104.50)	551	2.65
HSBC HLDG PLC SP ADR		HBC	02/29/12	189	44.5060	8,411.65	53.0700	10,030.23	1,618.58	473	4.71
			04/27/12	154	45.5996	7,022.34	53.0700	8,172.78	1,150.44	385	4.71
			04/30/12	200	45.2164	9,043.28	53.0700	10,614.00	1,570.72	500	4.71
Subtotal			12/14/12	79	51.9943	4,107.55	53.0700	4,192.53	84.98	198	4.71
				622		28,584.82		33,009.54	4,424.72	1,556	4.71
HUNTSMAN CORP		HUN	11/22/10	484	13.6057	6,585.20	15.9000	7,695.60	1,110.40	194	2.51
ILLUMINA INC COM		ILMN	05/02/11	67	71.5597	4,794.50	55.5900	3,724.53	(1,069.97)		
			05/03/11	113	71.3678	8,064.57	55.5900	6,281.67	(1,782.90)		
			07/29/11	312	61.6811	19,244.53	55.5900	17,344.08	(1,900.45)		
Subtotal			04/18/12	630	43.8736	27,640.37	55.5900	35,021.70	7,381.33		
				1,122		59,743.97		62,371.98	2,628.01		
INDUSTRIAL AND COMMRCIAL BNK OF CHN		IDCBY	11/22/10	1,537	15.4458	23,740.33	14.4800	22,255.76	(1,484.57)	810	3.63
			01/27/11	148	15.0189	2,222.81	14.4800	2,143.04	(79.77)	78	3.63
			01/28/11	226	14.9261	3,373.30	14.4800	3,272.48	(100.82)	120	3.63
Subtotal			03/01/12	75	14.5550	1,091.63	14.4800	1,086.00	(5.63)	40	3.63
				1,986		30,428.07		28,757.28	(1,670.79)	1,048	3.63

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YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

December 01, 2012 - December 31, 2012

EQUITIES (continued)	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Annual Income	Current Yield%
INNPHOS HLDGS INC	IPHS	09/24/10	115	30.9903	3,563.89	46.5000	5,347.50	1,783.61	161	3.01
INTEL CORP	INTC	05/19/11	79	23.5068	1,857.04	20.6200	1,628.98	(228.06)	72	4.36
		05/19/11	1,375	23.3386	32,090.58	20.6200	28,352.50	(3,738.08)	1,238	4.36
Subtotal			1,454		33,947.62		29,981.48	(3,966.14)	1,310	4.36
INTERSIL CORP CL A	ISIL	04/16/12	451	10.6650	4,809.96	8.2900	3,738.79	(1,071.17)	217	5.79
		07/06/12	233	10.4627	2,437.83	8.2900	1,931.57	(506.26)	112	5.79
		09/20/12	150	9.0567	1,358.51	8.2900	1,243.50	(115.01)	72	5.79
Subtotal			834		8,606.30		6,913.86	(1,692.44)	401	5.79
INTL BUSINESS MACHINES CORP IBM	IBM	07/28/10	54	128.9907	6,965.50	191.5500	10,343.70	3,378.20	184	1.77
		11/03/10	101	143.6178	14,505.40	191.5500	19,346.55	4,841.15	344	1.77
		11/22/10	175	144.3300	25,257.75	191.5500	33,521.25	8,263.50	595	1.77
		09/05/12	243	195.2607	47,448.37	191.5500	46,546.65	(901.72)	827	1.77
		09/21/12	91	207.3282	18,866.87	191.5500	17,431.05	(1,435.82)	310	1.77
Subtotal			664		113,043.89		127,189.20	14,145.31	2,260	1.77
INTREPID POTASH INC	IPI	12/22/09	7	28.0614	196.43	21.2900	149.03	(47.40)		
		12/30/09	114	29.3050	3,340.78	21.2900	2,427.06	(913.72)		
Subtotal			121		3,537.21		2,576.09	(961.12)		
IPG PHOTONICS CORP DEL	IPGP	11/07/11	42	51.7235	2,172.39	66.6500	2,799.30	626.91		
		04/03/12	37	54.5083	2,016.81	66.6500	2,466.05	449.24		
Subtotal			79		4,189.20		5,265.35	1,076.15		
ITAU UNIBANCO BANCO HOLD SA SPONSORED ADR	ITUB	03/11/10	877	21.4338	18,797.45	16.4600	14,435.42	(4,362.03)	78	.53
		03/11/10	25	21.3416	533.54	16.4600	411.50	(122.04)	3	.53
		02/03/11	182	21.3741	3,890.09	16.4600	2,995.72	(894.37)	17	.53
		05/04/11	279	22.4558	6,265.17	16.4600	4,592.34	(1,672.83)	25	.53
		07/21/11	179	21.2974	3,812.24	16.4600	2,946.34	(865.90)	16	.53

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YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

December 01, 2012 - December 31, 2012

EQUITIES (continued)	Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Annual Income	Current Yield%
	ITAU UNIBANCO BANCO HOLD	ITUB	09/01/11	213	18.7571	3,995.28	16.4600	3,505.98	(489.30)	19	.53
			02/29/12	75	21.4877	1,611.58	16.4600	1,234.50	(377.08)	7	.53
			04/25/12	181	15.8945	2,876.92	16.4600	2,979.26	102.34	16	.53
	Subtotal			2,011		41,782.27		33,101.06	(8,681.21)	181	.53
	JETBLUE AIRWAYS CORP DEL	JBLU	11/22/10	525	6.7700	3,554.25	5.7200	3,003.00	(551.25)		
	JOHNSON AND JOHNSON COM	JNJ	11/22/10	134	63.4037	8,496.10	70.1000	9,393.40	897.30	327	3.48
			05/12/11	619	66.5550	41,197.55	70.1000	43,391.90	2,194.35	1,511	3.48
			06/23/11	593	65.0963	38,602.11	70.1000	41,569.30	2,967.19	1,447	3.48
			07/20/11	337	66.3148	22,348.12	70.1000	23,623.70	1,275.58	823	3.48
			10/17/12	679	71.0578	48,248.25	70.1000	47,597.90	(650.35)	1,657	3.48
			12/06/12	296	70.0733	20,741.70	70.1000	20,749.60	7.90	723	3.48
			12/19/12	290	71.1355	20,629.32	70.1000	20,329.00	(300.32)	708	3.48
	Subtotal			2,948		200,263.15		206,654.80	6,391.65	7,196	3.48
	JOHNSON CONTROLS INC	JCI	05/26/10	376	28.1739	10,593.42	30.6700	11,531.92	938.50	286	2.47
			11/22/10	125	36.8251	4,603.14	30.6700	3,833.75	(769.39)	95	2.47
			12/02/10	503	39.0171	19,625.65	30.6700	15,427.01	(4,198.64)	383	2.47
			03/23/11	505	40.2345	20,318.47	30.6700	15,488.35	(4,830.12)	384	2.47
	Subtotal			1,509		55,140.68		46,281.03	(8,859.65)	1,148	2.47
	JONES (THE) GROUP INC	JNY	10/26/11	507	10.9389	5,546.07	11.0600	5,607.42	61.35	102	1.80
			02/17/12	208	9.9225	2,063.88	11.0600	2,300.48	236.60	42	1.80
	Subtotal			715		7,609.95		7,907.90	297.95	144	1.80
	JOY GLOBAL INC DEL COM	JOY	01/25/12	396	90.7796	35,948.76	63.7800	25,256.88	(10,691.88)	278	1.09
			02/06/12	132	95.2018	12,566.65	63.7800	8,418.96	(4,147.69)	93	1.09
			02/07/12	101	93.1657	9,409.74	63.7800	6,441.78	(2,967.96)	71	1.09
			03/01/12	126	88.5904	11,162.40	63.7800	8,036.28	(3,126.12)	89	1.09
			05/17/12	142	59.4181	8,437.38	63.7800	9,056.76	619.38	100	1.09
			05/18/12	140	60.4234	8,459.28	63.7800	8,929.20	469.92	98	1.09
	Subtotal			1,037		85,984.21		66,139.86	(19,844.35)	729	1.09

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December 01, 2012 - December 31, 2012

YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Annual Income	Estimated Current Yield%
JPMORGAN CHASE & CO	JPM	06/03/09	10	37.8240	378.24	43.9691	439.69	61.45		12 2.72
		06/10/09	178	38.7496	6,897.44	43.9691	7,826.50	929.06		214 2.72
		06/26/09	41	37.6436	1,543.39	43.9691	1,802.73	259.34		50 2.72
		06/29/09	21	37.8038	793.88	43.9691	923.35	129.47		26 2.72
		10/14/09	46	50.5113	2,323.52	43.9691	2,022.58	(300.94)		56 2.72
		04/15/10	52	51.3721	2,671.35	43.9691	2,286.39	(384.96)		63 2.72
		11/22/10	249	38.3675	9,553.51	43.9691	10,948.31	1,394.80		299 2.72
		02/02/11	438	45.7755	20,049.67	43.9691	19,258.47	(791.20)		526 2.72
		02/25/11	416	46.5125	19,349.20	43.9691	18,291.15	(1,058.05)		500 2.72
		08/03/11	669	39.4285	26,377.67	43.9691	29,415.33	3,037.66		803 2.72
		12/02/11	804	32.4363	26,078.79	43.9691	35,351.16	9,272.37		965 2.72
		12/05/11	879	33.8118	29,720.66	43.9691	38,648.84	8,928.18		1,055 2.72
		03/02/12	448	40.6531	18,212.63	43.9691	19,698.16	1,485.53		538 2.72
Subtotal			4,251		163,949.95		186,972.66	22,962.71		5,107 2.72
KDDI CORP SHS	KDDIY	05/11/11	1,008	17.7113	17,853.04	17.6200	17,760.96	(92.08)		440 2.47
		03/01/12	25	16.0508	401.27	17.6200	440.50	39.23		11 2.47
Subtotal			1,033		18,254.31		18,201.46	(52.85)		451 2.47
KINDER MORGAN INC. DEL	KMI	08/02/12	399	35.3540	14,106.25	35.3300	14,096.67	(9.58)		575 4.07
		08/03/12	529	35.8164	18,946.88	35.3300	18,689.57	(257.31)		762 4.07
		08/06/12	613	36.1008	22,129.85	35.3300	21,657.29	(472.56)		883 4.07
Subtotal			1,541		55,182.98		54,443.53	(739.45)		2,220 4.07
KINGFISHER PLC SP ADR	KGFHY	11/22/10	3,975	7.9096	31,440.66	9.2400	36,729.00	5,288.34		1,054 2.86
		02/29/12	325	9.0444	2,939.46	9.2400	3,003.00	63.54		87 2.86
Subtotal			4,300		34,380.12		39,732.00	5,351.88		1,141 2.86

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YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

December 01, 2012 - December 31, 2012

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Annual Income	Estimated Current Yield%
KOMATSU NEW NEW SPNSDADR	KMTUY	02/24/10	773	20.1158	15,549.59	25.7100	19,873.83	4,324.24	360	1.80
		11/22/10	225	27.5000	6,187.50	25.7100	5,784.75	(402.75)	105	1.80
		02/29/12	50	30.4466	1,522.33	25.7100	1,285.50	(236.83)	24	1.80
		07/30/12	291	22.0576	6,418.79	25.7100	7,481.61	1,062.82	136	1.80
		09/20/12	156	21.0716	3,287.17	25.7100	4,010.76	723.59	73	1.80
Subtotal			1,495		32,965.38		38,436.45	5,471.07	698	1.80
KRAFT FOODS GROUP INC SHS	KRFT	04/27/12	216	41.5125	8,966.70	45.4700	9,821.52	854.82	432	4.39
		05/02/12	277	41.9220	11,612.40	45.4700	12,595.19	982.79	554	4.39
		06/20/12	126	41.0115	5,167.45	45.4700	5,729.22	561.77	252	4.39
		10/10/12	402	46.8106	18,817.90	45.4700	18,278.94	(538.96)	804	4.39
Subtotal			1,021		44,564.45		46,424.87	1,860.42	2,042	4.39
KRATON PERFORMANCE POLYMERS INC	KRA	06/09/11	19	38.7657	736.55	24.0300	456.57	(279.98)		
		06/10/11	97	38.0593	3,691.76	24.0300	2,330.91	(1,360.85)		
		01/31/12	14	28.1271	393.78	24.0300	336.42	(57.36)		
Subtotal			130		4,822.09		3,123.90	(1,698.19)		
LANDSTAR SYS INC COM	LSTR	11/22/10	88	37.7750	3,324.20	52.4600	4,616.48	1,292.28	22	.47
LAS VEGAS SANDS CORP	LVS	02/02/12	196	51.1638	10,028.11	46.1600	9,047.36	(980.75)	196	2.16
		03/22/12	81	57.9524	4,694.15	46.1600	3,738.96	(955.19)	81	2.16
		05/10/12	127	51.7069	6,566.78	46.1600	5,862.32	(704.46)	127	2.16
		06/01/12	59	44.9298	2,650.86	46.1600	2,723.44	72.58	59	2.16
		07/24/12	94	38.4157	3,611.08	46.1600	4,339.04	727.96	94	2.16
Subtotal			557		27,550.98		25,711.12	(1,839.86)	557	2.16
LI & FUNG LTD-UNSP ADR	LFUGY	09/02/11	737	3.6883	2,718.28	3.5800	2,638.46	(79.82)	75	2.82
		09/16/11	1,442	3.7173	5,360.49	3.5800	5,162.36	(198.13)	146	2.82
		09/20/11	2,410	3.4587	8,335.47	3.5800	8,627.80	292.33	244	2.82
		02/29/12	250	4.5600	1,140.00	3.5800	895.00	(245.00)	26	2.82
		07/26/12	1,324	3.6379	4,816.71	3.5800	4,739.92	(76.79)	134	2.82
Subtotal			6,163		22,370.95		22,063.54	(307.41)	625	2.82

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YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

December 01, 2012 - December 31, 2012

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Annual Income	Estimated Current Yield%
LINKEDIN CORP	LNKD	05/17/12	171	110.8356	18,952.90	114.8200	19,634.22	681.32		
CLASS A COMMON STOCK		05/25/12	117	98.1837	11,487.50	114.8200	13,433.94	1,946.44		
		07/13/12	94	105.7059	9,936.36	114.8200	10,793.08	856.72		
		07/16/12	37	105.7259	3,911.86	114.8200	4,248.34	336.48		
Subtotal			419		44,288.62		48,109.58	3,820.96		
LIQUIDITY SVCS INC	LQDT	11/30/12	59	39.5981	2,336.29	40.8600	2,410.74	74.45		
LOCKHEED MARTIN CORP	LMT	08/10/07	418	95.2700	39,822.87	92.2900	38,577.22	(1,245.65)	1,923	4.98
		08/10/07	100	97.2211	9,722.11	92.2900	9,229.00	(493.11)	460	4.98
		03/26/08	23	101.0700	2,324.61	92.2900	2,122.67	(201.94)	106	4.98
		05/21/08	40	107.2600	4,290.40	92.2900	3,691.60	(598.80)	184	4.98
		11/05/08	105	85.6701	8,995.37	92.2900	9,690.45	695.08	483	4.98
		01/28/09	42	82.0942	3,447.96	92.2900	3,876.18	428.22	194	4.98
		03/04/09	121	62.4638	7,558.13	92.2900	11,167.09	3,608.96	557	4.98
		08/26/09	216	74.6147	16,116.78	92.2900	19,934.64	3,817.86	994	4.98
		10/14/09	89	75.1900	6,691.91	92.2900	8,213.81	1,521.90	410	4.98
		11/04/09	144	70.8681	10,205.01	92.2900	13,289.76	3,084.75	663	4.98
		11/22/10	400	68.4142	27,365.68	92.2900	36,916.00	9,550.32	1,840	4.98
		07/06/11	138	81.5005	11,247.08	92.2900	12,736.02	1,488.94	635	4.98
Subtotal			1,836		147,787.91		169,444.44	21,656.53	8,449	4.98
LORILLARD INC	LO	11/01/11	28	134.4221	3,763.82	116.6700	3,266.76	(497.06)	174	5.31
		11/02/11	162	134.8059	21,838.57	116.6700	18,900.54	(2,938.03)	1,005	5.31
		04/04/12	157	135.4543	21,266.34	116.6700	18,317.19	(2,949.15)	974	5.31
		04/11/12	151	135.9274	20,525.04	116.6700	17,617.17	(2,907.87)	937	5.31
		05/30/12	142	123.2685	17,504.14	116.6700	16,567.14	(937.00)	881	5.31
		09/12/12	164	118.5515	19,442.46	116.6700	19,133.88	(308.58)	1,017	5.31
Subtotal			804		104,340.37		93,802.68	(10,537.69)	4,988	5.31

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A L&O B O'CONNOR FDN INC

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YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

December 01, 2012 - December 31, 2012

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Annual Income	Estimated Current Yield%
LOUISIANA PAC CORP	LPIX	06/22/12	430	10.3673	4,457.94	19.3200	8,307.60	3,849.66		
		07/30/12	183	10.9661	2,006.80	19.3200	3,535.56	1,528.76		
Subtotal			613		6,464.74		11,843.16	5,378.42		
LTC PROPERTIES INC	LTC	10/21/10	112	27.7462	3,107.58	35.1900	3,941.28	833.70		209 5.28
REITS-HEALTH CARE		05/27/11	40	29.0857	1,163.43	35.1900	1,407.60	244.17		75 5.28
		05/31/11	11	29.4963	324.46	35.1900	387.09	62.63		21 5.28
		10/21/11	54	26.5538	1,433.91	35.1900	1,900.26	466.35		101 5.28
Subtotal			217		6,029.38		7,636.23	1,606.85		406 5.28
LUFKIN INDS INC	LUFK	11/22/10	153	50.4500	7,718.85	58.1300	8,893.89	1,175.04		77 .86
LVMH MOET HENNESSY ADR	LVMUY	11/22/10	927	32.6000	30,220.20	37.6900	34,938.63	4,718.43		516 1.47
		03/16/11	169	28.5279	4,821.22	37.6900	6,369.61	1,548.39		94 1.47
		09/23/11	178	28.2238	5,023.85	37.6900	6,708.82	1,684.97		99 1.47
		02/29/12	25	34.0164	850.41	37.6900	942.25	91.84		14 1.47
Subtotal			1,299		40,915.68		48,959.31	8,043.63		723 1.47
MADDEN STEVEN LTD	SHOO	11/22/10	162	29.2453	4,737.75	42.2700	6,847.74	2,109.99		
MAXIMUS INC	MMS	09/27/10	113	29.7721	3,364.25	63.2200	7,143.86	3,779.61		41 .56
		01/31/11	92	33.8439	3,113.64	63.2200	5,816.24	2,702.60		34 .56
Subtotal			205		6,477.89		12,960.10	6,482.21		75 .56
MEDASSETS INC	MDAS	11/22/10	175	16.7750	2,935.63	16.7700	2,934.75	(0.88)		
		12/10/10	116	18.8612	2,187.90	16.7700	1,945.32	(242.58)		
Subtotal			291		5,123.53		4,880.07	(243.46)		
MEDIDATA SOLUTIONS INC	MDSO	12/28/10	35	24.1631	845.71	39.1800	1,371.30	525.59		
		01/03/11	52	23.9419	1,244.98	39.1800	2,037.36	792.38		
		01/04/11	5	23.6520	118.26	39.1800	195.90	77.64		
		03/15/11	109	21.3147	2,323.31	39.1800	4,270.62	1,947.31		
		10/28/11	17	18.5582	315.49	39.1800	666.06	350.57		
Subtotal			218		4,847.75		8,541.24	3,693.49		

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YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

December 01, 2012 - December 31, 2012

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss) Annual	Estimated Current Income Yield%
MERCADOLIBRE INC	MELI	09/19/11 09/23/11 09/28/11 11/28/12	103 58 52 51 264	67.3812 59.6005 58.1155 70.6333	6,940.27 3,456.83 3,022.01 3,602.30 17,021.41	78.5500 78.5500 78.5500 78.5500	8,090.65 4,555.90 4,084.60 4,006.05 20,737.20	1,150.38 1,099.07 1,062.59 403.75 3,715.79	45 .55 26 .55 23 .55 23 .55 117 .55
Subtotal									
MERIDIAN BIOSCIENCE INC	VIVO	05/06/09 04/27/10 04/11/12 04/12/12	204 118 56 14 392	17.5620 19.3037 18.2203 18.3750	3,582.65 2,277.84 1,020.34 257.25 7,138.08	20.2500 20.2500 20.2500 20.2500	4,131.00 2,389.50 1,134.00 283.50 7,938.00	548.35 111.66 113.66 26.25 799.92	156 3.75 90 3.75 43 3.75 11 3.75 300 3.75
Subtotal									
METLIFE INC COM	MET	08/10/07 02/12/08 03/26/08 05/21/08 06/23/08 10/22/08 10/14/09 09/01/10 11/22/10 01/19/11	670 27 23 39 195 327 90 245 550 511 2,677	61.5122 57.9900 60.3700 59.4900 56.3387 31.3307 38.1698 39.4166 38.3963 45.8884	41,213.20 1,565.73 1,388.51 2,320.11 10,986.05 10,245.17 3,435.29 9,657.07 21,117.97 23,449.02 125,378.12	32.9400 32.9400 32.9400 32.9400 32.9400 32.9400 32.9400 32.9400 32.9400 32.9400	22,069.80 889.38 757.62 1,284.66 6,423.30 10,771.38 2,964.60 8,070.30 18,117.00 16,832.34 88,180.38	(19,143.40) (676.35) (630.89) (1,035.45) (4,562.75) 526.21 (470.69) (1,586.77) (3,000.97) (6,616.68) (37,197.74)	496 2.24 20 2.24 18 2.24 29 2.24 145 2.24 242 2.24 67 2.24 182 2.24 407 2.24 379 2.24 1,985 2.24
Subtotal									
MICROSOFT CORP	MSFT	08/09/11 08/18/11 03/02/12 04/20/12 05/17/12 07/12/12 08/01/12	762 1,912 712 166 571 352 349 4,824	25.2053 24.8833 32.3797 32.7704 29.9981 28.8428 29.5334	19,206.44 47,577.06 23,054.35 5,439.90 17,128.97 10,152.67 10,307.19 132,866.58	26.7097 26.7097 26.7097 26.7097 26.7097 26.7097 26.7097	20,352.79 51,068.95 19,017.31 4,433.81 15,251.24 9,401.81 9,321.69 128,847.60	1,146.35 3,491.89 (4,037.04) (1,006.09) (1,877.73) (750.86) (985.50) (4,018.98)	702 3.44 1,760 3.44 656 3.44 153 3.44 526 3.44 324 3.44 322 3.44 4,443 3.44
Subtotal									

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A L&O B O'CONNOR FDN INC

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YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

December 01, 2012 - December 31, 2012

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Annual Income	Estimated Current Yield%
MTSUSHI UFJ FINL GRP INC	MTU	05/21/10	477	4.9871	2,378.85	5.4200	2,585.34	206.49	64	2.45
		09/21/10	1,373	4.8232	6,622.39	5.4200	7,441.66	819.27	183	2.45
		10/06/10	903	4.8832	4,409.53	5.4200	4,894.26	484.73	121	2.45
		10/07/10	641	4.9241	3,156.35	5.4200	3,474.22	317.87	86	2.45
		02/03/11	719	5.3763	3,865.63	5.4200	3,896.98	31.35	96	2.45
		02/29/12	150	5.1937	779.06	5.4200	813.00	33.94	20	2.45
Subtotal			4,263		21,211.81		23,105.46	1,893.65	570	2.45
MONDELEZ INTERNATIONAL INC	MDLZ	04/27/12	649	25.5967	16,612.32	25.4532	16,519.13	(93.19)	338	2.04
		05/02/12	832	25.8493	21,506.62	25.4532	21,177.06	(329.56)	433	2.04
		06/20/12	378	25.2855	9,557.93	25.4532	9,621.31	63.38	197	2.04
Subtotal			1,859		47,676.87		47,317.50	(359.37)	968	2.04
MONSANTO CO NEW DEL COM	MON	06/01/11	203	70.5210	14,315.77	94.6500	19,213.95	4,898.18	305	1.58
		06/30/11	279	72.0486	20,101.56	94.6500	26,407.35	6,305.79	419	1.58
		10/14/11	252	73.8684	18,614.84	94.6500	23,851.80	5,236.96	378	1.58
		01/06/12	172	77.5869	13,344.96	94.6500	16,279.80	2,934.84	258	1.58
		01/09/12	27	77.8337	2,101.51	94.6500	2,555.55	454.04	41	1.58
		04/12/12	228	77.8785	17,756.30	94.6500	21,580.20	3,823.90	342	1.58
Subtotal			1,161		86,234.94		109,888.65	23,653.71	1,743	1.58
MONSTER WORLDWIDE INC	MWW	11/22/10	175	19.7557	3,457.26	5.6200	983.50	(2,473.76)		
		09/02/11	290	8.6892	2,519.87	5.6200	1,629.80	(890.07)		
		03/02/12	145	7.7253	1,120.18	5.6200	814.90	(305.28)		
		04/09/12	177	9.1698	1,623.07	5.6200	994.74	(628.33)		
		05/18/12	228	8.6395	1,959.81	5.6200	1,281.36	(688.45)		
Subtotal			1,015		10,690.19		5,704.30	(4,985.89)		

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YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

December 01, 2012 - December 31, 2012

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Annual Income	Estimated Current Yield%
MOODY'S CORP	MCO	10/10/12	234	43.7305	10,232.94	50.3200	11,774.88	1,541.94	188	1.58
		10/11/12	169	44.4028	7,504.09	50.3200	8,504.08	999.99	136	1.58
		10/12/12	188	44.4186	8,350.70	50.3200	9,460.16	1,109.46	151	1.58
		10/15/12	49	44.6534	2,188.02	50.3200	2,465.68	277.66	40	1.58
		11/09/12	461	46.0524	21,230.16	50.3200	23,197.52	1,967.36	369	1.58
Subtotal			1,101		49,505.91		55,402.32	5,896.41	884	1.58
MWI VETERINARY SUPPLY IN	MWV	11/08/11	19	70.1826	1,333.47	110.0000	2,090.00	756.53		
		11/09/11	12	68.2625	819.15	110.0000	1,320.00	500.85		
Subtotal			31		2,152.62		3,410.00	1,257.38		
NESTLE S A REP RG SH ADR	NSRGY	02/12/08	40	43.0800	1,723.20	65.1700	2,606.80	883.60	71	2.71
		05/21/08	36	48.1055	1,731.80	65.1700	2,346.12	614.32	64	2.71
		10/08/08	200	39.6689	7,933.78	65.1700	13,034.00	5,100.22	355	2.71
		08/19/09	207	39.9045	8,260.25	65.1700	13,490.19	5,229.94	367	2.71
		10/14/09	66	42.9900	2,837.34	65.1700	4,301.22	1,463.88	117	2.71
		03/12/10	374	50.7160	18,967.82	65.1700	24,373.58	5,405.76	663	2.71
		04/27/10	224	49.3625	11,057.20	65.1700	14,598.08	3,540.88	397	2.71
		08/24/10	94	50.5777	4,754.31	65.1700	6,125.98	1,371.67	167	2.71
		11/22/10	75	56.0200	4,201.50	65.1700	4,887.75	686.25	133	2.71
Subtotal			1,316		61,467.20		85,763.72	24,296.52	2,334	2.71
NEXTERA ENERGY INC SHS	NEE	10/12/12	364	69.4706	25,287.30	69.1900	25,185.16	(102.14)	874	3.46
		10/15/12	288	69.5264	20,023.63	69.1900	19,926.72	(96.91)	692	3.46
		10/16/12	31	70.0890	2,172.76	69.1900	2,144.89	(27.87)	75	3.46
Subtotal			683		47,483.69		47,256.77	(226.92)	1,641	3.46
NICE SYSTS LTD SP5D ADR	NICE	03/27/12	65	39.4915	2,566.95	33.4800	2,176.20	(390.75)		

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YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

December 01, 2012 - December 31, 2012

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Annual Income	Estimated Current Yield%
NORTHROP GRUMMAN CORP	NOC	07/29/09 10/14/09 11/22/10	72 106 400	40.6343 46.1141 55.9323	2,925.67 4,888.10 22,372.93	67.5800 67.5800 67.5800	4,865.76 7,163.48 27,032.00	1,940.09 2,275.38 4,659.07	159 234 880	3.25 3.25 3.25
Subtotal			578		30,186.70		39,061.24	8,874.54	1,273	3.25
NORTHWEST PIPE CO	NWPX	11/22/10	125	21.3964	2,674.55	23.8600	2,982.50	307.95		
NOVARTIS ADR	NVS	09/01/10 09/30/10 12/08/10	213 257 85	53.2158 57.4835 54.6175	11,334.97 14,773.26 4,642.49	63.3000 63.3000 63.3000	13,482.90 16,268.10 5,380.50	2,147.93 1,494.84 738.01	449 542 180	3.32 3.32 3.32
Subtotal			555		30,750.72		35,131.50	4,380.78	1,171	3.32
NOVO NORDISK A S ADR	NVO	02/04/08 02/15/08 02/19/08 07/21/08 09/03/08	5 26 65 103 69	61.9960 65.3746 65.8356 62.4968 55.0013	309.98 1,699.74 4,279.32 6,437.18 3,795.09	163.2100 163.2100 163.2100 163.2100 163.2100	816.05 4,243.46 10,608.65 16,810.63 11,261.49	506.07 2,543.72 6,329.33 10,373.45 7,466.40	10 48 120 189 127	1.12 1.12 1.12 1.12 1.12
Subtotal			268		16,521.31		43,740.28	27,218.97	494	1.12
O'REILLY AUTOMOTIVE INC	ONLY	07/16/12 07/17/12 07/18/12 07/19/12	93 220 213 77	90.6177 92.3218 94.1841 95.7341	8,427.45 20,310.80 20,061.23 7,371.53	89.4200 89.4200 89.4200 89.4200	8,316.06 19,672.40 19,046.46 6,885.34	(111.39) (638.40) (1,014.77) (486.19)		
Subtotal			603		56,171.01		53,920.26	(2,250.75)		
OASIS PETE INC NEW	OAS	08/25/11 10/31/11	81 76	24.0767 30.5609	1,950.22 2,322.63	31.8000 31.8000	2,575.80 2,416.80	625.58 94.17		
Subtotal			157		4,272.85		4,992.60	719.75		

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YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

December 01, 2012 - December 31, 2012

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Annual Income	Estimated Current Yield%
OCCIDENTAL PETE CORP CAL	OXY	06/15/11	43	103.0139	4,429.60	76.6100	3,294.23	(1,135.37)	93	2.81
		08/31/11	227	88.0581	19,989.21	76.6100	17,390.47	(2,598.74)	491	2.81
		02/03/12	164	102.5710	16,821.66	76.6100	12,564.04	(4,257.62)	355	2.81
		02/06/12	215	102.5434	22,046.85	76.6100	16,471.15	(5,575.70)	465	2.81
		02/14/12	195	104.3526	20,348.76	76.6100	14,938.95	(5,409.81)	422	2.81
Subtotal			844		83,636.08		64,658.84	(18,977.24)	1,826	2.81
ONYX PHARMACEUTICALS	ONXX	11/23/11	52	38.3336	1,993.35	75.5300	3,927.56	1,934.21		
		12/20/11	51	40.6862	2,075.00	75.5300	3,852.03	1,777.03		
Subtotal			103		4,068.35		7,779.59	3,711.24		
OPNET TECHNOLOGIES INC		11/11/11	59	36.3025	2,141.85	41.8600	2,469.74	327.89	36	1.43
EST MKT PRICE AS OF 12/18/12		02/16/12	37	29.5421	1,093.06	41.8600	1,548.82	455.76	23	1.43
Subtotal			96		3,234.91		4,018.56	783.65	59	1.43
ORACLE CORP \$0.01 DEL	ORCL	11/22/10	229	27.9449	6,399.40	33.3200	7,630.28	1,230.88	55	.72
		12/15/10	617	30.4095	18,762.72	33.3200	20,558.44	1,795.72	149	.72
		04/13/11	580	33.6952	19,543.22	33.3200	19,325.60	(217.62)	140	.72
		06/29/11	681	32.5248	22,149.39	33.3200	22,690.92	541.53	164	.72
		09/22/11	292	28.5316	8,331.23	33.3200	9,729.44	1,398.21	71	.72
Subtotal			2,399		75,185.96		79,934.68	4,748.72	579	.72
OWENS & MINOR INC NEW COM	OMI	05/06/09	234	22.8320	5,342.71	28.5100	6,671.34	1,328.63	206	3.08
PACIFIC DRILLING S.A.	PACD	02/21/12	65	10.9612	712.48	9.4400	613.60	(98.88)		
REG SHS		02/22/12	153	11.0254	1,686.90	9.4400	1,444.32	(242.58)		
Subtotal			218		2,399.38		2,057.92	(341.46)		
PANTRY INC	PTRY	03/02/12	38	12.3678	469.98	12.1300	460.94	(9.04)		
		03/05/12	100	12.0410	1,204.10	12.1300	1,213.00	8.90		
		03/06/12	40	11.7895	471.58	12.1300	485.20	13.62		
		03/07/12	9	11.7677	105.91	12.1300	109.17	3.26		
Subtotal			187		2,251.57		2,268.31	16.74		

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YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

December 01, 2012 - December 31, 2012

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Annual Income	Estimated Current Yield%
PAREXEL INTRNL CORP	PRXL	12/20/10	95	21.2610	2,019.80	29.5900	2,811.05	791.25		
		10/11/11	60	21.0588	1,263.53	29.5900	1,775.40	511.87		
Subtotal			155		3,283.33		4,586.45	1,303.12		
PARK ELECTROCHEMICAL	PKE	07/14/10	110	26.3750	2,901.26	25.7300	2,830.30	(70.96)		44 1.55
PEARSON SPONSORED ADR	PSO	02/03/12	225	19.1767	4,314.76	19.5400	4,396.50	81.74		157 3.55
		02/06/12	563	19.1185	10,763.77	19.5400	11,001.02	237.25		391 3.55
		02/29/12	50	19.1574	957.87	19.5400	977.00	19.13		35 3.55
		04/30/12	100	18.9089	1,890.89	19.5400	1,954.00	63.11		70 3.55
		05/01/12	63	18.8290	1,186.23	19.5400	1,231.02	44.79		44 3.55
		05/24/12	207	17.8585	3,696.71	19.5400	4,044.78	348.07		144 3.55
Subtotal			1,208		22,810.23		23,604.32	794.09		841 3.55
PFIZER INC	PFE	04/08/09	91	13.6072	1,238.26	25.0793	2,282.22	1,043.96		88 3.82
		08/05/09	643	15.7828	10,148.40	25.0793	16,125.99	5,977.59		618 3.82
		10/07/09	732	16.7013	12,225.42	25.0793	18,358.05	6,132.63		703 3.82
		10/14/09	185	17.4491	3,228.10	25.0793	4,639.67	1,411.57		178 3.82
		11/11/09	909	17.7460	16,131.20	25.0793	22,797.08	6,665.88		873 3.82
		09/29/10	493	17.4447	8,600.24	25.0793	12,364.09	3,763.85		474 3.82
		11/22/10	1,100	16.5782	18,236.02	25.0793	27,587.23	9,351.21		1,057 3.82
		01/05/11	1,107	17.9528	19,873.86	25.0793	27,762.79	7,888.93		1,063 3.82
		02/08/12	1,053	20.9809	22,092.99	25.0793	26,408.50	4,315.51		1,011 3.82
		07/13/12	2,385	22.8476	54,491.53	25.0793	59,814.13	5,322.60		2,290 3.82
Subtotal			8,698		166,266.02		218,139.75	51,873.73		8,355 3.82
PHILIP MORRIS INTL INC	PM	11/22/10	974	59.2075	57,668.11	83.6400	81,465.36	23,797.25		3,312 4.06
		01/25/12	157	74.9750	11,771.08	83.6400	13,131.48	1,360.40		534 4.06
		02/10/12	306	80.2295	24,550.23	83.6400	25,593.84	1,043.61		1,041 4.06
		02/13/12	657	81.4410	53,506.80	83.6400	54,951.48	1,444.68		2,234 4.06
		06/12/12	289	85.0079	24,567.31	83.6400	24,171.96	(395.35)		983 4.06
		06/20/12	175	88.4218	15,473.82	83.6400	14,637.00	(836.82)		595 4.06
Subtotal			2,558		187,537.35		213,951.12	26,413.77		8,699 4.06

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YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

December 01, 2012 - December 31, 2012

EQUITIES (continued)	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Annual Income	Current Yield%
PINNACLE ENTMT INC COM	PNK	10/28/11	204	11.2927	2,303.73	15.8300	3,229.32	925.59		
PLANTRONICS INC NEW COM	PLT	12/20/10	48	37.1479	1,783.10	36.8700	1,769.76	(13.34)	20	1.08
		03/15/11	87	33.7572	2,936.88	36.8700	3,207.69	270.81	35	1.08
		05/12/11	58	37.6505	2,183.73	36.8700	2,138.46	(45.27)	24	1.08
		09/15/11	75	31.3810	2,353.58	36.8700	2,765.25	411.67	30	1.08
		09/16/11	98	31.0877	3,046.60	36.8700	3,613.26	566.66	40	1.08
		10/28/11	32	34.5643	1,106.06	36.8700	1,179.84	73.78	13	1.08
Subtotal			398		13,409.95		14,674.26	1,264.31	162	1.08
PNC FINCL SERVICES GROUP	PNC	05/11/11	123	63.5974	7,822.49	58.3100	7,172.13	(650.36)	197	2.74
		05/17/11	288	62.3619	17,960.23	58.3100	16,793.28	(1,166.95)	461	2.74
		08/31/11	394	50.1742	19,768.67	58.3100	22,974.14	3,205.47	631	2.74
Subtotal			805		45,551.39		46,939.55	1,388.16	1,289	2.74
PORTLAND GEN ELEC CO	POR	03/10/11	102	23.4904	2,396.03	27.3600	2,790.72	394.69	111	3.94
		03/11/11	201	23.5583	4,735.22	27.3600	5,499.36	764.14	218	3.94
		09/22/11	90	23.1281	2,081.53	27.3600	2,462.40	380.87	98	3.94
Subtotal			393		9,212.78		10,752.48	1,539.70	427	3.94
POTASH CORP SASKATCHEWAN	POT	12/16/10	224	46.5650	10,430.57	40.6900	9,114.56	(1,316.01)	189	2.06
		01/06/11	210	55.3197	11,617.15	40.6900	8,544.90	(3,072.25)	177	2.06
		04/20/11	99	58.5753	5,798.96	40.6900	4,028.31	(1,770.65)	84	2.06
		11/30/11	85	44.2355	3,760.02	40.6900	3,458.65	(301.37)	72	2.06
		02/29/12	25	47.1500	1,178.75	40.6900	1,017.25	(161.50)	21	2.06
Subtotal			643		32,785.45		26,163.67	(6,621.78)	543	2.06

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YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

December 01, 2012 - December 31, 2012

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss) Annual	Estimated Current Income Yield%
PPG INDUSTRIES INC SHS	PPG	09/12/07	19	74.2589	1,410.92	135.3500	2,571.65	1,160.73	45 1.74
		02/12/08	51	65.4701	3,338.98	135.3500	6,902.85	3,563.87	121 1.74
		05/21/08	45	63.2400	2,845.80	135.3500	6,090.75	3,244.95	107 1.74
		10/14/09	52	61.5494	3,200.57	135.3500	7,038.20	3,837.63	123 1.74
		11/22/10	200	77.0459	15,409.18	135.3500	27,070.00	11,660.82	472 1.74
		02/25/11	229	87.4489	20,025.82	135.3500	30,995.15	10,969.33	541 1.74
Subtotal			596		46,231.27		80,668.60	34,437.33	1,409 1.74
PRECISION CASTPARTS	PCP	07/28/10	170	122.5095	20,826.63	189.4200	32,201.40	11,374.77	21 .06
		08/19/10	112	119.6059	13,395.87	189.4200	21,215.04	7,819.17	14 .06
		10/21/10	110	135.9353	14,952.89	189.4200	20,836.20	5,883.31	14 .06
		11/22/10	75	134.1300	10,059.75	189.4200	14,206.50	4,146.75	10 .06
		06/12/12	60	166.2366	9,974.20	189.4200	11,365.20	1,391.00	8 .06
Subtotal			527		69,209.34		99,824.34	30,615.00	67 .06
PROASSURANCE CORP	PRA	06/08/12	25	89.3580	2,233.95	42.1900	1,054.75		25 2.37
		07/25/12	9	90.0511	810.46	42.1900	379.71		9 2.37
		07/26/12	2	90.7550	181.51	42.1900	84.38		2 2.37
		N/A	36	N/A	N/A	42.1900	1,518.84		36 2.37
Subtotal			72		3,225.92		3,037.68	N/A	72 2.37
PROCTER & GAMBLE CO	PG	05/12/11	115	66.4274	7,639.16	67.8900	7,807.35	168.19	259 3.31
		05/17/11	309	67.1898	20,761.65	67.8900	20,978.01	216.36	695 3.31
		06/22/11	194	64.3042	12,475.03	67.8900	13,170.66	695.63	437 3.31
		10/23/12	203	67.4091	13,684.05	67.8900	13,781.67	97.62	457 3.31
		10/24/12	339	67.9674	23,040.95	67.8900	23,014.71	(26.24)	763 3.31
Subtotal			1,160		77,600.84		78,752.40	1,151.56	2,611 3.31
PROTECTIVE LIFE CORP COM	PL	09/29/10	45	21.7560	979.02	28.5800	1,286.10	307.08	33 2.51
		09/22/11	173	15.2290	2,634.63	28.5800	4,944.34	2,309.71	125 2.51
		09/23/11	31	15.3425	475.62	28.5800	885.98	410.36	23 2.51
Subtotal			249		4,089.27		7,116.42	3,027.15	181 2.51

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YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

December 01, 2012 - December 31, 2012

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss) Annual	Estimated Current Income	Yield%
PRUDENTIAL FINANCIAL INC	PRU	12/16/09	95	51.6260	4,904.47	53.3300	5,066.35	161.88	152	3.00
		01/27/10	287	50.0487	14,363.98	53.3300	15,305.71	941.73	460	3.00
		02/24/10	272	51.2938	13,951.94	53.3300	14,505.76	553.82	436	3.00
		11/22/10	300	52.7063	15,811.89	53.3300	15,999.00	187.11	480	3.00
Subtotal			954		49,032.28		50,876.82	1,844.54	1,528	3.00
PUBLICIS GROUPE SPON ADR	PUBGY	11/22/10	1,950	11.6250	22,668.75	15.1600	29,562.00	6,893.25	334	1.12
		02/29/12	50	13.7700	688.50	15.1600	758.00	69.50	9	1.12
Subtotal			2,000		23,357.25		30,320.00	6,962.75	343	1.12
QLIK TECHNOLOGIES INC	QLIK	03/01/11	182	25.9456	4,722.10	21.7200	3,953.04	(769.06)		
		02/22/12	65	29.2970	1,904.31	21.7200	1,411.80	(492.51)		
Subtotal			247		6,626.41		5,364.84	(1,261.57)		
QUAKER CHEMICAL CORP	KWR	05/05/11	68	41.2044	2,801.90	53.8600	3,662.48	860.58	67	1.81
QUALCOMM INC	QCOM	07/21/11	618	56.9283	35,181.75	61.8596	38,229.23	3,047.48	619	1.61
		07/22/11	83	57.1083	4,739.99	61.8596	5,134.35	394.36	83	1.61
		11/18/11	290	55.8465	16,195.49	61.8596	17,939.28	1,743.79	291	1.61
		03/23/12	277	66.6493	18,461.88	61.8596	17,135.11	(1,326.77)	278	1.61
		04/18/12	211	67.0799	14,153.86	61.8596	13,052.38	(1,101.48)	211	1.61
Subtotal			1,479		88,732.97		91,490.35	2,757.38	1,482	1.61
RANGE RESOURCES CORP DEL	RRC	05/01/08	115	64.3168	7,396.44	62.8300	7,225.45	(170.99)	19	.25
		09/05/08	131	42.6738	5,590.27	62.8300	8,230.73	2,640.46	21	.25
		12/18/09	99	50.6176	5,011.15	62.8300	6,220.17	1,209.02	16	.25
		11/22/10	125	43.0763	5,384.54	62.8300	7,853.75	2,469.21	20	.25
		04/19/12	301	58.6491	17,653.38	62.8300	18,911.83	1,258.45	49	.25
		04/20/12	334	57.8453	19,320.36	62.8300	20,985.22	1,664.86	54	.25
		06/18/12	311	57.8385	17,987.80	62.8300	19,540.13	1,552.33	50	.25
Subtotal			1,416		78,343.94		88,967.28	10,623.34	229	.25

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YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

December 01, 2012 - December 31, 2012

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Annual Income	Estimated Current Yield%
RECKITT BENCKISER GROUP PLC SHS SPONSORE ADR	RBGLY	11/22/10 03/16/11 02/29/12	2,025 517 300	11.4924 9.8641 11.0244	23,272.11 5,099.74 3,307.32	12.8200 12.8200 12.8200	25,960.50 6,627.94 3,846.00	2,688.39 1,528.20 538.68	723 185 108	2.78 2.78 2.78
Subtotal			2,842		31,679.17		36,434.44	4,755.27	1,016	2.78
REGAL BELOIT CORP WIS	RBC	11/22/10 11/28/11	100 6	57.1320 50.3100	5,713.20 301.86	70.4700 70.4700	7,047.00 422.82	1,333.80 120.96	76 5	1.07 1.07
Subtotal			106		6,015.06		7,469.82	1,454.76	81	1.07
REGIS CORP MINN	RGS	07/01/09 03/12/10	127 267	18.2355 16.8153	2,315.92 4,489.71	16.9200 16.9200	2,148.84 4,517.64	(167.08) 27.93	31 65	1.41 1.41
Subtotal			394		6,805.63		6,666.48	(139.15)	96	1.41
RIVERBED TECHNOLOGY INC COM	RVBD	11/22/10 05/31/12	185 92	32.8581 16.0126	6,078.75 1,473.16	19.7200 19.7200	3,648.20 1,814.24	(2,430.55) 341.08		
Subtotal			277		7,551.91		5,462.44	(2,089.47)		
ROYAL BK SCOTLAND GR ADR	RBS	12/18/12 12/19/12 12/19/12 12/20/12 12/20/12 12/21/12 12/21/12 12/24/12 12/26/12	634 106 129 100 160 74 290 66 15	10.1018 10.2761 10.2761 10.3761 10.3761 10.2148 10.2148 10.3101 10.3653	6,404.60 1,089.27 1,325.62 1,037.61 1,660.18 755.90 2,962.32 680.47 155.48	10.7900 10.7900 10.7900 10.7900 10.7900 10.7900 10.7900 10.7900 10.7900	6,840.86 1,143.74 1,391.91 1,079.00 1,726.40 798.46 3,129.10 712.14 161.85	436.26 54.47 66.29 41.39 66.22 42.56 166.78 31.67 6.37		
Subtotal			1,574		16,071.45		16,983.46	912.01		
RTI INTL METALS INC OHIO	RTI	07/15/11 09/27/12	86 37	32.4801 23.9900	2,793.29 887.63	27.5600 27.5600	2,370.16 1,019.72	(423.13) 132.09		
Subtotal			123		3,680.92		3,389.88	(291.04)		

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YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

December 01, 2012 - December 31, 2012

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Annual Income	Estimated Current Yield%
RYLAND GROUP INC	RYL	09/21/12	111	33.6363	3,733.63	36.5000	4,051.50	317.87	14	.32
		10/18/12	40	32.4255	1,297.02	36.5000	1,460.00	162.98	5	.32
		11/20/12	40	34.2112	1,368.45	36.5000	1,460.00	91.55	5	.32
Subtotal			191		6,399.10		6,971.50	572.40	24	.32
SABMILLER PLC SPON ADR	SBMR	11/22/10	392	33.7050	13,212.36	46.7900	18,341.68	5,129.32	356	1.93
		02/29/12	25	41.1400	1,028.50	46.7900	1,169.75	141.25	23	1.93
Subtotal			417		14,240.86		19,511.43	5,270.57	379	1.93
SALIX PHARMCTCLS LTD COM	SLXP	11/22/10	50	43.1900	2,159.50	40.4717	2,023.59	(135.91)		
		02/28/11	71	33.7387	2,395.45	40.4717	2,873.49	478.04		
Subtotal			121		4,554.95		4,897.08	342.13		
SANDISK CORP INC	SNDK	01/27/12	388	46.8140	18,163.87	43.5000	16,878.00	(1,285.87)		
		03/02/12	361	50.9952	18,409.27	43.5000	15,703.50	(2,705.77)		
Subtotal			749		36,573.14		32,581.50	(3,991.64)		
SAP AG SHS	SAP	11/22/10	281	49.2065	13,827.03	80.3800	22,586.78	8,759.75	190	.83
		12/09/10	110	48.9828	5,388.11	80.3800	8,841.80	3,453.69	75	.83
		01/10/12	64	53.8329	3,445.31	80.3800	5,144.32	1,699.01	44	.83
		02/29/12	50	68.1212	3,406.06	80.3800	4,019.00	612.94	34	.83
Subtotal			505		26,066.51		40,591.90	14,525.39	343	.83
SAPIENT CORP	SAPE	12/27/10	71	12.3109	874.08	10.5600	749.76	(124.32)		
		08/08/11	145	11.9413	1,731.49	10.5600	1,531.20	(200.29)		
Subtotal			216		2,605.57		2,280.96	(324.61)		
SBERBANK SPONSORED ADR	SBRC	09/13/11	1,330	10.6412	14,152.80	12.5600	16,704.80	2,552.00	257	1.53
SCHLUMBERGER LTD	SLB	11/22/10	512	75.7697	38,794.09	69.2986	35,480.88	(3,313.21)	564	1.58
		02/04/11	218	88.7743	19,352.80	69.2986	15,107.09	(4,245.71)	240	1.58
		09/23/11	67	61.2535	4,103.99	69.2986	4,643.01	539.02	74	1.58
		10/26/11	287	68.7282	19,725.02	69.2986	19,888.70	163.68	316	1.58
		11/30/11	224	74.4812	16,683.79	69.2986	15,522.89	(1,160.90)	247	1.58
Subtotal			1,308		98,659.69		90,642.57	(8,017.12)	1,441	1.58

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YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

December 01, 2012 - December 31, 2012

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Annual Income	Estimated Current Yield%
SCHWEITZER MAUDIT INTL	SWM	05/23/11	78	24.2597	1,892.26	39.0300	3,044.34	1,152.08	47	1.53
		05/24/11	134	23.9337	3,207.12	39.0300	5,230.02	2,022.90	81	1.53
		07/20/11	76	28.0177	2,129.35	39.0300	2,966.28	836.93	46	1.53
		07/27/11	36	28.3902	1,022.05	39.0300	1,405.08	383.03	22	1.53
		07/28/11	12	28.4800	341.76	39.0300	468.36	126.60	8	1.53
		09/20/12	37	33.2127	1,228.87	39.0300	1,444.11	215.24	23	1.53
Subtotal			373		9,821.41		14,558.19	4,736.78	227	1.53
SEATTLE GENETICS INC COM	SGEN	11/22/10	123	14.9443	1,838.16	23.1700	2,849.91	1,011.75		
SENSIENT TECHNOLOGY CORP	SXT	04/25/11	26	36.8503	958.11	35.5600	924.56	(33.55)	23	2.47
		04/26/11	22	37.3490	821.68	35.5600	782.32	(39.36)	20	2.47
		05/13/11	70	37.6690	2,636.83	35.5600	2,489.20	(147.63)	62	2.47
		09/14/11	84	34.9039	2,931.93	35.5600	2,987.04	55.11	74	2.47
		04/03/12	28	38.0107	1,064.30	35.5600	995.68	(68.62)	25	2.47
Subtotal			230		8,412.85		8,178.80	(234.05)	204	2.47
SHERWIN WILLIAMS	SHW	08/09/12	267	141.1783	37,694.61	153.8200	41,069.94	3,375.33	417	1.01
SHFL ENTERTAINMENT INC	SHFL	11/22/10	342	10.8579	3,713.41	14.5000	4,959.00	1,245.59		
		01/24/12	36	12.6283	454.62	14.5000	522.00	67.38		
Subtotal			378		4,168.03		5,481.00	1,312.97		
SIEMENS AG ADR	SI	01/11/11	15	118.3240	1,774.86	109.4700	1,642.05	(132.81)	43	2.61
		02/03/11	29	128.4679	3,725.57	109.4700	3,174.63	(550.94)	84	2.61
		03/10/11	39	127.5928	4,976.12	109.4700	4,269.33	(706.79)	112	2.61
		05/10/11	33	137.5466	4,539.04	109.4700	3,612.51	(926.53)	95	2.61
		08/31/11	43	103.4565	4,448.63	109.4700	4,707.21	258.58	124	2.61
		09/15/11	42	96.7109	4,061.86	109.4700	4,597.74	535.88	121	2.61
		07/26/12	34	81.9461	2,786.17	109.4700	3,721.98	935.81	98	2.61
Subtotal			235		26,312.25		25,725.45	(586.80)	677	2.61

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YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

December 01, 2012 - December 31, 2012

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Annual Income	Estimated Current Yield%
SIRONA DENTAL SYSTEMS INC	SIRO	11/22/10 12/01/10	100 58 158	36.4347 39.5579	3,643.47 2,294.36 5,937.83	64.4600 64.4600	6,446.00 3,738.68 10,184.68	2,802.53 1,444.32 4,246.85		
Subtotal					5,929.05	33.6200	4,740.42	(1,188.63)		57 1.18
SOTHEBY'S (DELAWARE)	BID	11/22/10	141	42.0500	5,929.05	37.8500	8,404.92	1,578.42		824 9.79
SOUTHERN COPPER CORP	SCCO	12/12/11 09/07/12	222 113 335	30.7500 34.2885	6,826.50 3,874.61 10,701.11	37.8600	4,278.18	403.57		420 9.79
Subtotal					10,701.11	36.1400	26,562.90	1,988.03	1,981.99	1,244 9.79
ST JUDE MEDICAL INC	STJ	12/21/11 03/07/12 04/11/12	735 441 481 1,657	33.4351 40.9112 39.3907	24,574.87 18,041.84 18,946.93 61,563.64	36.1400	15,937.74	(2,104.10)		677 2.54
Subtotal					61,563.64	36.1400	17,383.34	(1,563.59)		443 2.54
STAGE STORES INC COM NEW	SSI	05/06/09	225	11.3355	2,550.49	24.7800	5,575.50	3,025.01		90 1.61
STANCORP FINANCL GRP INC	SFG	05/07/09 02/10/12	134 49 183	30.3664 38.8367	4,069.10 1,903.00 5,972.10	36.6700	4,913.78	844.68		125 2.53
Subtotal					5,972.10	36.6700	1,796.83	(106.17)		46 2.53
STANLEY BLACK & DECKER INC	SWK	11/22/10 05/04/11 09/07/11 09/14/11	54 187 260 341 842	59.4053 72.2311 58.8556 55.8421	3,207.89 13,507.23 15,302.48 19,042.16 51,059.76	73.9700	3,994.38	786.49		106 2.64
Subtotal					51,059.76	73.9700	13,832.39	325.16		367 2.64
STARBUCKS CORP	SBUX	05/13/10 09/27/10 11/22/10 12/06/12	255 566 375 651 1,847	27.6270 26.2824 30.8477 53.4456	7,044.91 14,875.84 11,567.89 34,793.09 68,281.73	53.6300	13,675.65	6,630.74		215 1.56
Subtotal					68,281.73	53.6300	30,354.58	15,478.74		476 1.56
						53.6300	20,111.25	8,543.36		315 1.56
						53.6300	34,913.13	120.04		547 1.56
							99,054.61	30,772.88		1,553 1.56

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YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

December 01, 2012 - December 31, 2012

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Current Annual Income	Yield%
STIFEL FINANCIAL CORP	SF	08/29/11 08/30/11	67 2	30.4259 30.5200	2,038.54 61.04	31.9700 31.9700	2,141.99 63.94	103.45 2.90		
Subtotal			69		2,099.58		2,205.93	106.35		
SWATCH GROUP AG UNSPOND ADR	SWGAY	10/12/11 10/19/11	360 113	19.6656 19.4953	7,079.62 2,202.97	25.4000 25.4000	9,144.00 2,870.20	2,064.38 667.23	127 40	1.38 1.38
		11/08/11 12/15/11	185 204	21.0152 17.4380	3,887.83 3,557.37	25.4000 25.4000	4,699.00 5,181.60	811.17 1,624.23	65 72	1.38 1.38
		02/29/12 09/04/12	50 198	23.0000 20.7476	1,150.00 4,108.04	25.4000 25.4000	1,270.00 5,029.20	120.00 921.16	18 70	1.38 1.38
Subtotal			1,110		21,985.83		28,194.00	6,208.17	392	1.38
SYNGENTA AG ADR	SYT	03/26/12 03/27/12	153 88	68.2971 67.8863	10,449.47 5,974.00	80.8000 80.8000	12,362.40 7,110.40	1,912.93 1,136.40	221 128	1.78 1.78
Subtotal			241		16,423.47		19,472.80	3,049.33	349	1.78
TAIWAN S MANUFACTURING ADR	TSM	07/26/12 08/31/12	574 189	13.3900 14.6540	7,685.86 2,769.62	17.1600 17.1600	9,849.84 3,243.24	2,163.98 473.62	228 76	2.31 2.31
		09/20/12	286	14.8795	4,255.54	17.1600	4,907.76	652.22	114	2.31
Subtotal			1,049		14,711.02		18,000.84	3,289.82	418	2.31
TANGER FACTORY OUTLET CEN REIT	SKT	08/07/12	138	33.6483	4,643.47	34.2000	4,719.60	76.13	116	2.45
TARGET CORP COM	TGT	01/12/11 02/02/11	184 379	55.5346 53.4378	10,218.37 20,252.93	59.1700 59.1700	10,887.28 22,425.43	668.91 2,172.50	265 546	2.43 2.43
		03/02/11 11/02/11	172 567	52.3831 53.8089	9,009.91 30,509.65	59.1700 59.1700	10,177.24 33,549.39	1,167.33 3,039.74	248 817	2.43 2.43
Subtotal			1,302		69,990.86		77,039.34	7,048.48	1,876	2.43

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A L&O B O'CONNOR FDN INC

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YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

December 01, 2012 - December 31, 2012

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss) Annual Income	Estimated Current Yield%
TENCENT HOLDINGS LTD ADR	TCEHY	11/22/10	631	22.6800	14,311.08	32.6500	20,602.15	6,291.07	55 .26
		01/10/11	67	23.0807	1,546.41	32.6500	2,187.55	641.14	6 .26
		01/11/11	120	23.1325	2,775.90	32.6500	3,918.00	1,142.10	11 .26
		11/21/11	78	19.3915	1,512.54	32.6500	2,546.70	1,034.16	7 .26
		11/22/11	107	20.2341	2,165.05	32.6500	3,493.55	1,328.50	10 .26
		11/23/11	40	19.8462	793.85	32.6500	1,306.00	512.15	4 .26
		02/29/12	50	26.1200	1,306.00	32.6500	1,632.50	326.50	5 .26
Subtotal			1,093		24,410.83		35,686.45	11,275.62	98 .26
TERADATA CORP DEL	TDC	07/03/12	260	72.0750	18,739.50	61.8900	16,091.40	(2,648.10)	
		07/13/12	146	65.5512	9,570.48	61.8900	9,035.94	(534.54)	
		07/16/12	152	64.8428	9,856.12	61.8900	9,407.28	(448.84)	
Subtotal			558		38,166.10		34,534.62	(3,631.48)	
TERADYNE INC	TER	11/22/10	275	12.4300	3,418.25	16.8900	4,644.75	1,226.50	
↓ TEREX CORP DEL NEW COM	TEX	01/27/12	110	20.5247	2,257.72	28.1100	3,092.10	834.38	
		03/30/12	109	22.4388	2,445.84	28.1100	3,063.99	618.15	
Subtotal			219		4,703.56		6,156.09	1,452.53	
TEVA PHARMACTCL INDS ADR	TEVA	01/10/08	165	47.2858	7,802.17	37.3400	6,161.10	(1,641.07)	133 2.15
		09/03/08	105	47.5484	4,992.59	37.3400	3,920.70	(1,071.89)	85 2.15
		01/28/10	106	56.8647	6,027.66	37.3400	3,958.04	(2,069.62)	86 2.15
		11/22/10	225	50.1376	11,280.98	37.3400	8,401.50	(2,879.48)	181 2.15
		03/17/11	125	47.7980	5,974.75	37.3400	4,667.50	(1,307.25)	101 2.15
		02/29/12	25	45.1180	1,127.95	37.3400	933.50	(194.45)	21 2.15
Subtotal			751		37,206.10		28,042.34	(9,163.76)	607 2.15
TEXAS INDUST INC	TXI	10/05/12	56	42.7492	2,393.96	51.0100	2,856.56	462.60	

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YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

December 01, 2012 - December 31, 2012

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss) Annual	Estimated Current Income Yield%
THERMO FISHER SCIENTIFIC INC	TMO	08/10/11 08/17/11 09/07/11	385 261 257	50.7795 54.2867 53.4189	19,550.11 14,168.83 13,728.68	63.7800 63.7800 63.7800	24,555.30 16,646.58 16,391.46	5,005.19 2,477.75 2,662.78	231 .94 157 .94 155 .94
<i>Subtotal</i>			903		47,447.62		57,593.34	10,145.72	543 .94
THERMON GROUP HLDGS INC	THR	09/27/12 09/28/12 10/01/12	68 21 9	24.9069 24.8690 26.0388	1,693.67 522.25 234.35	22.5300 22.5300 22.5300	1,532.04 473.13 202.77	(161.63) (49.12) (31.58)	
<i>Subtotal</i>			98		2,450.27		2,207.94	(242.33)	
THORATEC CORP COM NEW	THOR	11/22/10 10/11/11 11/27/12	96 12 28	25.8900 34.0050 38.6285	2,485.44 408.06 1,081.60	37.5200 37.5200 37.5200	3,601.92 450.24 1,050.56	1,116.48 42.18 (31.04)	
<i>Subtotal</i>			136		3,975.10		5,102.72	1,127.62	
TIBCO SOFTWARE INC	TIBX	11/22/10 02/29/12	132 25	19.4990 29.3300	2,573.88 733.25	21.9800 21.9800	2,901.36 549.50	327.48 (183.75)	
<i>Subtotal</i>			157		3,307.13		3,450.86	143.73	
TIDEWATER INC COM NEW	TDW	09/24/09 09/24/10 07/08/11 07/06/12	43 80 49 59	45.4765 43.6387 54.9820 47.0518	1,955.49 3,491.10 2,694.12 2,776.06	44.6800 44.6800 44.6800 44.6800	1,921.24 3,574.40 2,189.32 2,636.12	(34.25) 83.30 (504.80) (139.94)	43 2.23 80 2.23 49 2.23 59 2.23
<i>Subtotal</i>			231		10,916.77		10,321.08	(595.69)	231 2.23
TITANIUM METALS CORP NEW	TIE	11/22/10 05/31/11	250 137	17.4766 18.5353	4,369.15 2,539.34	16.5100 16.5100	4,127.50 2,261.87	(241.65) (277.47)	75 1.81 42 1.81
<i>Subtotal</i>			387		6,908.49		6,389.37	(519.12)	117 1.81
TORO CO	TTC	05/06/09	152	15.6664	2,381.30	42.9800	6,532.96	4,151.66	86 1.30
TOYOTA MOTOR CORP ADR	TM	11/22/10 02/10/11	391 59	78.0680 89.0518	30,524.59 5,254.06	93.2500 93.2500	36,460.75 5,501.75	5,936.16 247.69	538 1.47 82 1.47
<i>Subtotal</i>			450		35,778.65		41,962.50	6,183.85	620 1.47

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YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

December 01, 2012 - December 31, 2012

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Annual Income	Estimated Current Yield%
TRAVELERS COS INC	TRV	04/02/09	6	41.3450	248.07	71.8200	430.92	182.85	12	2.56
		10/14/09	43	48.5595	2,088.06	71.8200	3,088.26	1,000.20	80	2.56
		11/04/09	281	51.3039	14,416.42	71.8200	20,181.42	5,765.00	518	2.56
		02/10/10	266	49.6036	13,194.56	71.8200	19,104.12	5,909.56	490	2.56
		11/22/10	275	54.9016	15,097.94	71.8200	19,750.50	4,652.56	507	2.56
		02/09/11	357	58.6226	20,928.30	71.8200	25,639.74	4,711.44	657	2.56
Subtotal			1,228		65,973.35		88,194.96	22,221.61	2,264	2.56
TRIUMPH GROUP INC NEW	TGI	08/27/09	22	21.9659	483.25	65.3000	1,436.60	953.35	4	.24
		09/28/09	36	24.5827	884.98	65.3000	2,350.80	1,465.82	6	.24
		09/29/09	96	24.6704	2,368.36	65.3000	6,268.80	3,900.44	16	.24
Subtotal			154		3,736.59		10,056.20	6,319.61	26	.24
TRUSTMARK CORP COM	TRMK	11/22/10	200	22.0000	4,400.00	22.4600	4,492.00	92.00	184	4.09
		08/05/11	70	20.5448	1,438.14	22.4600	1,572.20	134.06	65	4.09
Subtotal			270		5,838.14		6,064.20	226.06	249	4.09
TULLOW OIL PLC SHS	TUWOY	12/17/12	1,668	9.7926	16,334.22	10.4200	17,380.56	1,046.34	132	.75
TUMI HLDGS INC	TUMI	11/09/12	155	21.1716	3,281.60	20.8500	3,231.75	(49.85)		
TURKIYE GRTI BK SPN ADR	TKGBY	11/03/10	2,634	6.1651	16,238.88	5.2000	13,696.80	(2,542.08)	148	1.07
		12/02/10	715	5.8931	4,213.57	5.2000	3,718.00	(495.57)	41	1.07
Subtotal			3,349		20,452.45		17,414.80	(3,037.65)	189	1.07
TWO HARBORS INVT CORP SHS	TWO	07/28/11	351	9.9650	3,497.75	11.0800	3,889.08	391.33	773	19.85
		02/23/12	123	10.0008	1,230.11	11.0800	1,362.84	132.73	271	19.85
		02/29/12	25	10.3700	259.25	11.0800	277.00	17.75	55	19.85
Subtotal			499		4,987.11		5,528.92	541.81	1,099	19.85

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YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

December 01, 2012 - December 31, 2012

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Annual Income	Estimated Current Yield%
TYCO INTL LTD NAMEN-AKT	TYC	11/16/11 03/07/12 11/29/12 12/06/12	451 374 715 645 2,185	23.7705 25.6730 28.5655 28.6030	10,720.53 9,601.71 20,424.40 18,448.94 59,195.58	29.2500 29.2500 29.2500 29.2500	13,191.75 10,939.50 20,913.75 18,866.25 63,911.25	2,471.22 1,337.79 489.35 417.31 4,715.67	271 225 429 387 1,312	2.05 2.05 2.05 2.05 2.05
Subtotal										
U S AWYS GROUP INC	LCC	09/11/12	206	11.9218	2,455.91	13.5000	2,781.00	325.09		
UMB FINANCIAL CORP	UMBF	11/22/10	50	36.9500	1,847.50	43.8200	2,191.00	343.50	43	1.96
UNILEVER NV NY REG SHS	UN	10/18/12	1,033	37.0030	38,224.10	38.3000	39,563.90	1,339.80	1,077	2.72
UNION PACIFIC CORP	UNP	10/06/11 10/07/11 10/10/11 07/30/12	171 176 36 175 558	89.0159 89.0918 90.3288 122.8661	15,221.72 15,680.16 3,251.84 21,501.57 55,655.29	125.7200 125.7200 125.7200 125.7200	21,498.12 22,126.72 4,525.92 22,001.00 70,151.76	6,276.40 6,446.56 1,274.08 499.43 14,496.47	472 486 100 484 1,542	2.19 2.19 2.19 2.19 2.19
Subtotal										
UNITED NAT FOODS INC	UNFI	12/28/11 01/09/12	53 51 104	39.9171 40.8403	2,115.61 2,082.86 4,198.47	53.5900 53.5900	2,840.27 2,733.09 5,573.36	724.66 650.23 1,374.89		
Subtotal										
UNITED PARCEL SVC CL B	UPS	07/05/12 07/11/12 07/12/12 07/25/12	247 202 46 255 750	79.9914 78.7106 78.5823 74.2876	19,757.88 15,899.56 3,614.79 18,943.34 58,215.57	73.7300 73.7300 73.7300 73.7300	18,211.31 14,893.46 3,391.58 18,801.15 55,297.50	(1,546.57) (1,006.10) (223.21) (142.19) (2,918.07)	584 461 105 582 1,712	3.09 3.09 3.09 3.09 3.09
Subtotal										
UNITED TECHS CORP COM	UTX	05/21/09 06/26/09 06/29/09 07/20/09 09/10/09	73 28 17 115 84	50.3523 51.4446 52.3694 54.3835 61.8478	3,675.72 1,440.45 890.28 6,254.11 5,195.22	82.0100 82.0100 82.0100 82.0100 82.0100	5,986.73 2,296.28 1,394.17 9,431.15 6,888.84	2,311.01 855.83 503.89 3,177.04 1,693.62	157 60 37 247 180	2.60 2.60 2.60 2.60 2.60

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YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

December 01, 2012 - December 31, 2012

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Annual Income	Estimated Current Yield%
UNITED TECHS CORP COM	UTX	10/14/09	33	63.7778	2,104.67	82.0100	2,706.33	601.66	71	2.60
		11/22/10	275	74.7358	20,552.35	82.0100	22,552.75	2,000.40	589	2.60
		12/15/10	308	79.1994	24,393.42	82.0100	25,259.08	865.66	660	2.60
Subtotal			933		64,506.22		76,515.33	12,009.11	2,001	2.60
UNITED THERAPEUTICS CORP	UTHR	11/21/11	50	40.6278	2,031.39	53.4200	2,671.00	639.61		
		12/01/11	54	40.8461	2,205.69	53.4200	2,884.68	678.99		
		02/15/12	44	47.6259	2,095.54	53.4200	2,350.48	254.94		
Subtotal			148		6,332.62		7,906.16	1,573.54		
UNITEDHEALTH GROUP INC	UNH	10/26/10	261	37.3470	9,747.59	54.2400	14,156.64	4,409.05	222	1.56
		11/22/10	275	36.2053	9,956.46	54.2400	14,916.00	4,959.54	234	1.56
Subtotal			536		19,704.05		29,072.64	9,368.59	456	1.56
UNIVERSAL ELECTRONICS INC	UEIC	11/22/10	178	27.4200	4,880.76	19.3500	3,444.30	(1,436.46)		
		08/01/12	32	13.1687	421.40	19.3500	619.20	197.80		
Subtotal			210		5,302.16		4,063.50	(1,238.66)		
UNS ENERGY CORP	UNS	05/15/12	27	36.1888	977.10	42.4200	1,145.34	168.24	47	4.05
		05/16/12	72	36.3455	2,616.88	42.4200	3,054.24	437.36	124	4.05
		06/04/12	57	37.2473	2,123.10	42.4200	2,417.94	294.84	99	4.05
		06/05/12	21	37.3904	785.20	42.4200	890.82	105.62	37	4.05
		06/06/12	14	37.2785	521.90	42.4200	593.88	71.98	25	4.05
Subtotal			191		7,024.18		8,102.22	1,078.04	332	4.05
USG CORP COM NEW	USG	07/25/12	128	16.9952	2,175.39	28.0700	3,592.96	1,417.57		
		08/09/12	137	17.6542	2,418.63	28.0700	3,845.59	1,426.96		
Subtotal			265		4,594.02		7,438.55	2,844.53		
V F CORPORATION	VFC	07/16/10	21	75.0633	1,576.33	150.9700	3,170.37	1,594.04	74	2.30
		10/28/10	96	83.2044	7,987.63	150.9700	14,493.12	6,505.49	335	2.30
		11/22/10	100	83.1300	8,313.00	150.9700	15,097.00	6,784.00	348	2.30
Subtotal			217		17,876.96		32,760.49	14,883.53	757	2.30

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YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

December 01, 2012 - December 31, 2012

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss) Annual	Estimated Current Income Yield%
VEECO INSTRUMENTS INC	VECO	11/22/10 08/17/12	100 14 114	43.3560 36.6200	4,335.60 512.68 4,848.28	29.4900 29.4900	2,949.00 412.86 3,361.86	(1,386.60) (99.82) (1,486.42)	
Subtotal									
VERIZON COMMUNICATIONS COM	VZ	04/26/12 06/12/12 07/27/12	1,476 1,345 433 3,254	39.9572 42.6444 44.9042	58,976.83 57,356.72 19,443.56 135,777.11	43.2700 43.2700 43.2700	63,866.52 58,198.15 18,735.91 140,800.58	4,889.69 841.43 (707.65) 5,023.47	3,041 4.76 2,771 4.76 892 4.76 6,704 4.76
Subtotal									
VERTEX PHARMCTLS INC	VRTX	05/30/12 05/31/12 06/29/12 11/02/12	346 259 370 665 1,640	60.1476 60.1130 53.6878 44.0152	20,811.07 15,569.29 19,864.52 29,270.17 85,515.05	41.9000 41.9000 41.9000 41.9000	14,497.40 10,852.10 15,503.00 27,863.50 68,716.00	(6,313.67) (4,717.19) (4,361.52) (1,406.67) (16,799.05)	
Subtotal									
VIACOM INC NEW CL B	VIAB	03/16/11 06/01/11 09/28/11	164 418 414 996	43.6709 50.8634 41.7728	7,162.03 21,260.94 17,293.94 45,716.91	52.7400 52.7400 52.7400	8,649.36 22,045.32 21,834.36 52,529.04	1,487.33 784.38 4,540.42 6,812.13	181 2.08 460 2.08 456 2.08 1,097 2.08
Subtotal									
VITAMIN SHOPPE INC	VSI	11/22/10 01/03/12	195 13 208	30.4620 40.6807	5,940.09 528.85 6,468.94	57.3600 57.3600	11,185.20 745.68 11,930.88	5,245.11 216.83 5,461.94	
Subtotal									
VODAFONE GROU PLC SP ADR	VOD	07/31/09 10/14/09 11/11/09 11/25/11 01/19/12 01/25/12 09/12/12	224 155 310 252 727 280 706 2,654	20.6620 21.8500 22.3586 25.7098 27.1741 27.3392 27.9483	4,628.31 3,386.75 6,931.17 6,478.87 19,755.64 7,655.00 19,731.57 68,567.31	25.1900 25.1900 25.1900 25.1900 25.1900 25.1900 25.1900	5,642.56 3,904.45 7,808.90 6,347.88 18,313.13 7,053.20 17,784.14 66,854.26	1,014.25 517.70 877.73 (130.99) (1,442.51) (601.80) (1,947.43) (1,713.05)	336 5.95 233 5.95 465 5.95 378 5.95 1,091 5.95 420 5.95 1,059 5.95 3,982 5.95
Subtotal									

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A L&O B O'CONNOR FDN INC

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YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

December 01, 2012 - December 31, 2012

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Annual Income	Estimated Current Yield%
WABCO HOLDINGS INC	WBC	11/22/10	100	49.7204	4,972.04	65.1900	6,519.00	1,546.96		
WAL-MART DE MEX SPNADR V	WMMV	08/10/09	27	18.2585	492.98	32.7800	885.06	392.08	9	.97
SA DE CV		10/01/09	566	17.0783	9,666.37	32.7800	18,553.48	8,887.11	182	.97
		02/29/12	25	31.8332	795.83	32.7800	819.50	23.67	9	.97
Subtotal			618		10,955.18		20,258.04	9,302.86	200	.97
WASHINGTON FEDL INC	WAFD	09/21/12	154	16.9868	2,615.97	16.8700	2,597.98	(17.99)	50	1.89
		10/17/12	145	16.6260	2,410.78	16.8700	2,446.15	35.37	47	1.89
Subtotal			299		5,026.75		5,044.13	17.38	97	1.89
WASTE CONNECTIONS INC	WCN	08/09/07	41	21.5665	884.23	33.7900	1,385.39	501.16	17	1.18
		06/08/09	43	17.6672	759.69	33.7900	1,452.97	693.28	18	1.18
		06/08/09	21	17.6671	371.01	33.7900	709.59	338.58	9	1.18
		09/03/09	56	17.9055	1,002.71	33.7900	1,892.24	889.53	23	1.18
		09/03/09	28	17.9053	501.35	33.7900	946.12	444.77	12	1.18
		11/17/09	32	21.8434	698.99	33.7900	1,081.28	382.29	13	1.18
		11/17/09	16	21.8431	349.49	33.7900	540.64	191.15	7	1.18
Subtotal			237		4,567.47		8,008.23	3,440.76	99	1.18
WEB COM GROUP INC	WWW	06/04/12	140	15.2290	2,132.07	14.8000	2,072.00	(60.07)		
WEBSTER FINL CP PV \$0.01	WBS	02/23/12	270	22.9075	6,185.05	20.5500	5,548.50	(636.55)	108	1.94
WELLCARE HLTH PLANS INC	WCG	08/20/12	83	55.1350	4,576.21	48.6900	4,041.27	(534.94)		
		09/11/12	37	61.2427	2,265.98	48.6900	1,801.53	(464.45)		
Subtotal			120		6,842.19		5,842.80	(999.39)		
WELLS FARGO & CO NEW DEL	WFC	12/12/12	1,267	33.6968	42,693.85	34.1800	43,306.06	612.21	1,115	2.57

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A L & O B O'CONNOR FDN INC

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YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

December 01, 2012 - December 31, 2012

EQUITIES (continued)	Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Annual Income	Estimated Current Yield%
WEST PHARMAC	ACTL SVCS INC	WST	07/11/11	79	45.0959	3,562.58	54.7500	4,325.25	762.67	61	1.38
			07/12/11	35	45.3685	1,587.90	54.7500	1,916.25	328.35	27	1.38
			07/13/11	101	46.0635	4,652.42	54.7500	5,529.75	877.33	77	1.38
			09/14/11	61	40.0167	2,441.02	54.7500	3,339.75	898.73	47	1.38
			09/20/12	27	50.4837	1,363.06	54.7500	1,478.25	115.19	21	1.38
	Subtotal			303		13,606.98		16,589.25	2,982.27	233	1.38
WESTAMERICA	BANCORP	WABC	05/06/09	106	54.0578	5,730.13	42.5900	4,514.54	(1,215.59)	157	3.47
			08/19/10	65	50.9470	3,311.56	42.5900	2,768.35	(543.21)	97	3.47
			09/14/11	33	40.7300	1,344.09	42.5900	1,405.47	61.38	49	3.47
			09/15/11	9	40.9522	368.57	42.5900	383.31	14.74	14	3.47
				213		10,754.35		9,071.67	(1,682.68)	317	3.47
WESTERN UN	CO	WU	01/13/12	100	18.8309	1,883.09	13.6100	1,361.00	(522.09)	50	3.67
			01/19/12	879	19.0402	16,736.42	13.6100	11,963.19	(4,773.23)	440	3.67
			01/20/12	141	19.1056	2,693.89	13.6100	1,919.01	(774.88)	71	3.67
			01/25/12	738	19.4181	14,330.63	13.6100	10,044.18	(4,286.45)	369	3.67
			02/08/12	1,264	18.2118	23,019.84	13.6100	17,203.04	(5,816.80)	633	3.67
			02/22/12	384	17.9989	6,911.58	13.6100	5,226.24	(1,685.34)	192	3.67
			02/23/12	103	18.0401	1,858.14	13.6100	1,401.83	(456.31)	52	3.67
				3,609		67,433.59		49,118.49	(18,315.10)	1,807	3.67
WINTRUST FINL	CP ILL COM	WTFC	05/07/09	82	20.0160	1,641.32	36.7000	3,009.40	1,368.08	15	.49
			01/24/11	52	33.4065	1,737.14	36.7000	1,908.40	171.26	10	.49
				134		3,378.46		4,917.80	1,539.34	25	.49
YANDEX NV	CL A	YNDX	05/31/11	99	35.0545	3,470.40	21.5400	2,132.46	(1,337.94)		
			06/03/11	100	33.4426	3,344.26	21.5400	2,154.00	(1,190.26)		
			06/16/11	156	30.4608	4,751.90	21.5400	3,360.24	(1,391.66)		
			06/17/11	158	30.8929	4,881.08	21.5400	3,403.32	(1,477.76)		
			01/26/12	215	20.4506	4,396.90	21.5400	4,631.10	234.20		
			02/29/12	25	21.7244	543.11	21.5400	538.50	(4.61)		
				753		21,387.65		16,219.62	(5,168.03)		

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A L&O B O'CONNOR FDN INC

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YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

December 01, 2012 - December 31, 2012

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Annual Income	Estimated Current Yield%
YUM BRANDS INC	YUM	03/08/12	119	66.1861	7,876.15	66.4000	7,901.60	25.45	160	2.01
		03/20/12	115	70.2640	8,080.36	66.4000	7,636.00	(444.36)	155	2.01
		06/08/12	62	64.0185	3,969.15	66.4000	4,116.80	147.65	84	2.01
		06/29/12	51	64.0766	3,267.91	66.4000	3,386.40	118.49	69	2.01
Subtotal			347		23,193.57		23,040.80	(152.77)	468	2.01
ZILLOW INC SHS CLA	Z	11/05/12	69	34.4833	2,379.35	27.7500	1,914.75	(464.60)		
3M COMPANY	MMM	06/10/10	233	77.3582	18,024.48	92.8500	21,634.05	3,609.57	550	2.54
		11/22/10	250	84.5216	21,130.40	92.8500	23,212.50	2,082.10	590	2.54
		03/23/11	220	92.1188	20,266.14	92.8500	20,427.00	160.86	520	2.54
Subtotal			703		59,421.02		65,273.55	5,852.53	1,660	2.54
TOTAL					9,155,141.20		10,262,559.10	1,107,606.14	209,272	2.04

MUTUAL FUNDS/CLOSED END FUNDS/UIT

Description	Quantity	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Total Client Investment	Cumulative Investment Return (\$)	Estimated Annual Current Income	Estimated Current Yield%
FIXED INCOME SHARES SERIES C F CL INSTL SYMBOL: FXICX Initial Purchase. 11/29/10 Fixed Income 100%	100,989	1,360,756.35	13.5000	1,363,351.50	2,595.15	1,360,756	2,595	62,715	4.60
FIXED INCOME SHARES SERIES M F CL INSTL SYMBOL: FXIMX Initial Purchase. 11/29/10 Fixed Income 100%	123,582	1,308,927.51	11.2200	1,386,590.04	77,662.53	1,308,927	77,662	66,598	4.80
Subtotal (Fixed Income)				2,749,941.54					

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A L&O B O'CONNOR FDN INC

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YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

December 01, 2012 - December 31, 2012

MUTUAL FUNDS/CLOSED END FUNDS/UIT Description	(continued) Quantity	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Total Client Investment	Cumulative Investment Return (\$)	Estimated Annual Current Income	Current Yield%
TOTAL		2,669,683.86		2,749,941.54	80,257.68		80,257	129,313	4.70

The A Lindsay & Olive B O'Connor Foundation Inc
 FORM 990PF SUPPORTING SCHEDULE
 PART II, LINE 14
 2012
 16-6063485

<u>ASSET</u>	<u>COST BASIS</u>	<u>ACCUM. DEPREC.</u>	<u>NET OF DEPREC.</u>
COPIER - 2000	5,063	5,063	-
COPIER - 2012	5,948	694	5,254
STAPLER FOR COPIER - 2012	1,807	211	1,596
COMPUTER - 2004	3,119	3,119	-
NOTEBOOK COMPUTER-2006	2,315	2,315	-
COMPUTER - 2007	2,662	2,662	-
COMPUTER - 2007	4,162	4,162	-
BACK UP BATTERY	797	783	13
DELL COMPUTER-2008	8,010	6,809	1,201
BTO-MACBK COMPUTER- 2009	2,327	1,784	543
DELL COMPUTER -2009	1,600	1,200	400
DELL COMPUTER-2009	2,357	1,768	589
MACBOOK COMPUTER-2009	4,538	3,101	1,437
APPLE-COMPUTER-2009	3,279	1,968	1,312
DELL SMALL BUSINESS COMPUTER - 2010	3,715	2,229	1,486
APPLE COMPUTER - 2010	3,541	1,889	1,653
HP COMPUTER - 2010	4,842	2,017	2,825
COMPUTER - 2012	2,554	298	2,256
COMPUTER WITH DOCKING STATION- 2012	2,057	34	2,022
PRINTER - 2003	803	803	-
PRINTER - 2005	2,767	2,767	-
PRINTER - 2005	299	299	-
PRINTER - 2006	232	232	-
PRINTER-2008	649	595	54
PRINTER-2009	858	658	200
APPLE PRINTER - 2010	238	119	119
XEROX PRINTER - 2011	1,148	383	765
PRINTER INK - 2011	1,251	417	834
FILE CABINET	1,125	1,125	-
CHAIR - 2012	803	107	696
FAX MACHINE - 2010	285	138	147
SCANNER - 2001	2,925	2,925	-
SCANNER - 2009	3,227	2,044	1,183
SCANNER - 2012	3,679	552	3,127
SOFTWARE - 2008	1,135	1,135	-
SOFTWARE - 2009	3,699	3,699	-
SOFTWARE - BACKUP ASSIST - 2010	356	287	69
SOFTWARE - WINDOWS 7 - 2010	776	776	-
	<u>90,948</u>	<u>61,167</u>	<u>29,781</u>

THE A LINDSAY & OLIVE B. O'CONNOR FOUNDATION INC
FORM 990PF SUPPORTING SCHEDULE
PART IV, LINE 1a and b- GAIN/LOSS
2012
16-6063485

Page 1 of 1

	PROCEEDS OF SALE	COST	GAIN OR LOSS
SHORT TERM			
Chemung Canal Trust			
Hospital Account	149,899	157,507	(7,608)
Custody Account	1,984,286	2,044,027	(59,741)
Merrill Lynch			
Account D02	172,634	175,616	(2,982)
Account E33	10,767	11,976	(1,209)
Account E38	3,117,829	3,057,007	60,822
Account E38-Supplementa	668,036	668,036	-
Account C78	206,463	211,084	(4,621)
Total Merrill Lynch	4,175,729	4,123,719	52,010
Total Short Term Gain (Loss)	6,309,914	6,325,253	(15,339)
LONG TERM			
Chemung Canal Trust			
Hospital Account	887,812	551,230	336,582
Custody Account	9,143,275	8,243,204	900,071
Custody Account	196,144	196,144	-
Merrill Lynch			
Account D02	195,641	207,526	(11,885)
Account E33	153,171	192,843	(39,672)
Account E37	267,544	267,376	168
Account E38	7,967	3,070	4,897
Account E38-Supplementa	1,010,871	1,007,594	3,277
Account E38	4,107,739	3,733,213	374,526
Total Merrill Lynch	5,742,933	5,411,622	331,311
Total Long Term Gain (Loss)	15,970,164	14,402,200	1,567,964
Capital Gain Dividends	46,007	-	46,007
CAPITAL GAIN/LOSS FROM INVESTMENTS	22,326,085	20,727,453	1,598,632

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FORM 990 PF SUPPORTING SCHEDULE
PART XV. LINE 2
O'CONNOR FOUNDATION # 16-6063485
GRANT APPLICATION INSTRUCTIONS

2012

1. Please condense the information about your proposal so that it fits within the space allowed on the application form.

You may submit additional information as an addendum to the proposal, but it is essential that all pertinent information be included on the application form within the space provided.

2. Before the Board of Directors can consider any application, proof of Federal Charitable Tax Exempt Status [section 501 (c)(3) Internal Revenue Code, or other appropriate section], or proof that the applicant is a bona fide unit of Government must be on file in the Foundation's office.
3. It is the policy of the O'Connor Foundation to generally restrict our geographic area of program to proposals that have direct impact on the quality of life in Delaware and the 7 contiguously surrounding counties in rural upstate New York (Broome, Chenango, Greene, Otsego, Schoharie, Sullivan and Ulster).
4. Proposals in amounts not exceeding \$5,000 will be considered on a monthly basis (deadline is the first of each month) upon the following conditions:
 - (a) The organization must be located in Delaware County, or directly benefit Delaware County
 - (b) A recipient of a grant cannot reapply for a period of three years for the same project
 - (c) There shall be a required \$1.00 for \$1.00 match on all such grants - if the proposal is approved, match shall be "new money" raised after the date of the approval letter
5. It is preferred, but not required, to have sketches or drawings submitted on legal size or smaller paper.
6. As a general rule, this Foundation will not make grants for meeting annual operating expenditures, or retiring existing debts and prefers to make grants of a non-recurring nature.
7. In almost all cases, a site visit will be arranged after the full application has been filed.
8. Applications should be directed to:

Donald F. Bishop, II
Executive Director
A. Lindsay & Olive B. O'Connor Foundation
Box D, Hobart, NY 13788

IMPORTANT: — The O'Connor Foundation scans all proposals.
 — Please use only one side of the page.
 — Do not staple or bind grant proposals.

Should you have any questions, do not hesitate to call (607) 538-9248
Monday-Friday, 9 a.m. - 3 p.m.

O'CONNOR FOUNDATION
APPLICATION FORM

Page 2

Phone (607) 538-9248 Fax (607) 538-1650

Email office@theoconnorfoundation.org Web www.theoconnorfoundation.org

YOUR ORGANIZATION:

DATE _____

NAME:

ADDRESS:

PROOF OF TAX EXEMPTION - attach an Internal Revenue Service Exemption Letter (Form 1045); or if your organization is part of a municipality, attach a copy of the Minutes forming the organization

FOUNDERS:

CURRENT OFFICERS:

MEMBERSHIP: (actual number) Active _____ Inactive _____ Total _____

CORPORATE PURPOSE:

PRINCIPAL ACTIVITY:

O'CONNOR FOUNDATION APPLICATION FORM

Organization _____ page 3

ORGANIZATION'S ANNUAL BUDGET - Summarize the last two year's balance sheets and income statements to show sources of income, expenses, reserves, and savings. NOTE - THESE ARE TO BE SUMMARIZED ON THIS PAGE ONLY.

O'CONNOR FOUNDATION APPLICATION FORM

Organization _____ page 4

THIS PROPOSAL

CONTACT PERSON:

ADDRESS:

PHONE:

SUMMARY OF THIS PROPOSAL AND THE NEED OR PROBLEM IT ADDRESSES:

PROJECT COST - EXPLAIN WITH DETAILED BUDGET - SHOW ANY LOCAL, STATE
OR FEDERAL SUPPORT

AMOUNT OF O'CONNOR FOUNDATION GRANT PROPOSED \$ _____

TIME SCHEDULE TO CARRY OUT PROJECT - INCLUDING FUNDING SCHEDULE

Organization _____ page 5

GOALS AND OBJECTIVES OF THIS PROPOSAL:

SPECIFIC DETAILED EXPLANATION OF METHODS TO ACHIEVE PROPOSED OBJECTIVES:

WHAT WILL BE THE LONG-TERM BENEFIT OF THIS PROPOSAL?

EVALUATION - HOW WILL SUCCESS OF THE PROJECT BE MEASURED -
(over what time period and by what means)?

HOW WILL PROJECT BE FINANCED IN THE FUTURE?

O'CONNOR FOUNDATION APPLICATION FORM

Organization _____ page 6

HAS THIS PROPOSAL BEEN OR IS IT BEING CONSIDERED BY OTHER FUNDING SOURCES?

DOES THIS PROJECT DUPLICATE ANY EXISTING SERVICE OR AGENCY?

WHY IS YOUR ORGANIZATION QUALIFIED TO UNDERTAKE THIS WORK?

LIST QUALIFIED INDIVIDUALS WHO ENDORSE THE PROJECT: (names & addresses)

THE A. LINDSAY & OLIVE B. O'CONNOR FOUNDATION, INC.
 EIN 16-6063485
 FORM 990 PF SCHEDULE
 PART XV, LINE 3(a)

2012

GRANTS PAID OUT IN 2012

Payment Date	Organization	Location	Purpose	Status	Payment Amount
January 2012					
1/5/2012	Catskill Revitalization Corporation	Stamford	I Love New York	501(C)(3) Not fo	\$50,000.00
1/5/2012	Catskill Revitalization Corporation	Stamford	2012 Operating Expenses	501(C)(3) Not fo	\$80,000.00
1/5/2012	College Foundation at Delhi, Inc.	Delhi	Olive B. Price Reading Room deadline 12/	501(C)(3) Not fo	\$7,000.00
1/5/2012	Delaware County Planning Board	Delhi	Data conversion upgrades deadline 12/11	Municipality	\$42,250.00
1/5/2012	Hanford Mills Museum	East Meredith	I Love new York	501(C)(3) Not fo	\$50,000.00
1/10/2012	Albany Law School	Albany	Scholarships	School	\$7,500.00
1/10/2012	Broome Community College Foundation, Inc.	Binghamton	Scholarships	School	\$17,500.00
1/10/2012	Cazenovia College	Cazenovia	Scholarships	School	\$5,000.00
1/10/2012	Cobleskill Ag & Tech College Foundation, Inc.	Cobleskill	Scholarships	School	\$23,500.00
1/10/2012	Colgate University	Hamilton	Scholarships	School	\$5,000.00
1/10/2012	College Foundation at Delhi, Inc.	Delhi	Scholarships	501(C)(3) Not fo	\$10,000.00
1/10/2012	College Foundation at Delhi, Inc.	Delhi	Scholarships	501(C)(3) Not fo	\$15,000.00
1/10/2012	Cornell University	Ithaca	Scholarships	School	\$13,500.00
1/10/2012	Empire State College Foundation	Saratoga Springs	Scholarships	School	\$14,500.00
1/10/2012	Foundation of the SUNY at Binghamton	Binghamton	Scholarships	School	\$16,500.00
1/10/2012	Hartwick College	Oneonta	Scholarships	School	\$7,500.00
1/10/2012	Paul Smith's College	Paul Smiths	Scholarships	501(C)(3) Not fo	\$5,000.00
1/10/2012	Rensselaer Polytechnic Institute	Troy	Scholarships	School	\$12,500.00
1/10/2012	Sage Colleges	Troy	Scholarships	School	\$5,000.00
1/10/2012	State University College at Oneonta Foundation	Oneonta	Scholarships	501(C)(3) Not fo	\$9,000.00
1/10/2012	State University College at Oneonta Foundation	Oneonta	Scholarships	501(C)(3) Not fo	\$22,000.00

Payment Date	Organization	Location	Purpose	Status	Payment Amount
1/10/2012	Syracuse University	Syracuse	Scholarships	School	\$7,500.00
1/18/2012	Association of Small Foundations	Washington	Operating Expenses	501(C)(3) Not fo	\$500.00
1/18/2012	Catskill Development Foundation, Inc.	Delhi	Senior Computer Training	501(C)(3) Not fo	\$2,000.00
1/18/2012	Delhi Community Fund, Inc.	Delhi	Heating Fuel	501(C)(3) Not fo	\$500.00
1/18/2012	M-ARK Project, Inc.	Arkville	Main Street Program	501(C)(3) Not fo	\$2,087.00
1/18/2012	M-ARK Project, Inc.	Arkville	Creating Art Together	501(C)(3) Not fo	\$2,250.00
1/18/2012	Mary Imogene Bassett Hospital Bassett Healthc	Cooperstown	Partnership for Nursing Opportunities Prog	501(C)(3) Not fo	\$10,635.00
1/18/2012	Sidney Center Improvement Group	Sidney Center	Christmas Event	501(C)(3) Not fo	\$900.00
1/18/2012	South Kortright Central School	South Kortright	Cameras	School	\$700.00
1/23/2012	Christ Church	Walton	Pillars	Religious	\$5,000.00
1/23/2012	Hudson River Maritime Museum	Kingston	Projector Redes toward computer, exhibit	501(C)(3) Not fo	\$900.00
1/23/2012	Hudson River Maritime Museum	Kingston	Audio-Visual Equipment dedes toward co	501(C)(3) Not fo	\$2,092.00
1/23/2012	Mythic Bridge	New York	General Expenses	501(C)(3) Not fo	\$15,000.00
1/23/2012	St. Paul the Apostle Church	Hancock	Scholarships	Religious	\$5,000.00
1/23/2012	West Kortright Centre, Inc.	East Meredith	Endowment	501(C)(3) Not fo	\$1,750.00
January 2012 Total					\$475,064.00
					18.38 %
February 2012					
2/7/2012	Book Trust	Fort Collins	Books	501(C)(3) Not fo	\$3,550.00
2/7/2012	Book Trust	Fort Collins	Books	501(C)(3) Not fo	\$1,050.00
2/7/2012	Community Foundation of N. Colorado	Fort Collins	Books Delaware County Kindergarten Clas	501(C)(3) Not fo	(\$1,050.00)
2/7/2012	Community Foundation of N. Colorado	Fort Collins	Books - K-1 Delaware County Schools Dea	501(C)(3) Not fo	\$3,550.00
2/7/2012	Community Foundation of N. Colorado	Fort Collins	Books - K-1 Delaware County Schools Dea	501(C)(3) Not fo	(\$3,550.00)
2/7/2012	Community Foundation of N. Colorado	Fort Collins	Books Delaware County Kindergarten Clas	501(C)(3) Not fo	\$1,050.00
2/7/2012	Hanford Mills Museum	East Meredith	2003 Operating Expenses Capital & Specia	501(C)(3) Not fo	\$2,010.00
2/7/2012	Hanford Mills Museum	East Meredith	Intern Salary Deadline 12/12 3/11 red towa	501(C)(3) Not fo	\$2,105.00
2/7/2012	Hanford Mills Museum	East Meredith	2009 Projects deadline 2013 redesignated s	501(C)(3) Not fo	\$4,140.00
2/3/12	Hobart Community Foundation	Hobart	Accounting Fees	501(C)(3) Not for Profit	\$425.00

Payment Date	Organization	Location	Purpose	Status	Payment Amount
2/7/2012	Hanford Mills Museum	East Meredith	2012 Operating Expenses	501(C)(3) Not fo	\$15,000.00
2/7/2012	Town of Lexington Historical Society	Lexington	Painting	Municipality	\$5,000.00
2/7/2012	United Ministry of Delhi	Delhi	Operating Expenses	Religious	\$5,000.00
2/7/2012	Woodchuck Lodge, Inc.	Roxbury	Equipment	501(C)(3) Not fo	\$720.00
2/7/2012	Zadock Pratt Museum, Inc.	Prattsville	Flood repairs 8/12 - toward paper conserva	501(C)(3) Not fo	\$270.00
2/10/2012	Andes Society for History & Culture	Andes	Endowment Deadline 12/16	501(C)(3) Not fo	\$2,800.00
2/10/2012	Delaware Valley Arts Alliance	Narrowsburg	Porch Repairs	501(C)(3) Not fo	\$3,250.00
2/10/2012	Township United Methodist Church	Hobart	Roof	Religious	\$4,000.00
2/10/2012	Village of Delhi	Delhi	Renovations	Municipality	\$5,000.00
2/13/2012	Kirkside of Roxbury, Inc.	Roxbury	2012 Maintenance Contingency	501(C)(3) Not fo	\$1,500.00
2/15/2012	Immaculate Heart of Mary Parish	Philadelphia	Microphones and backdrop	Religious	\$3,000.00
2/22/2012	West Davenport Free Baptist Church	West Davenport	Insulation	Religious	\$5,000.00
February 2012 Total					\$63,820.00
March 2012					2.45%
3/2/2012	Delaware Opportunities, Inc.	Hamden	Big Buddy Program	Municipality	\$1,667.00
3/2/2012	First Presbyterian Church of Delhi	Delhi	Chapel Renovations	Religious	\$4,565.00
3/2/2012	Hanford Mills Museum	East Meredith	2012 Operating Expenses	501(C)(3) Not fo	\$15,000.00
3/8/2012	SUNY Research Foundation	Delhi	2012 O'Connor Center	School	\$30,000.00
3/19/2012	William B. Ogdan Free Library	Walton	Reading Group	501(C)(3) Not fo	\$500.00
3/21/2012	Greater Delhi Area Foundation	Delhi	Endowment deadline 12/16	Pending	\$3,534.00
3/21/2012	Hanford Mills Museum	East Meredith	Endowment - deadline 12/16	501(C)(3) Not fo	\$1,820.00
3/21/2012	Kirkside of Roxbury, Inc.	Roxbury	Endowment deadline 12/12	501(C)(3) Not fo	\$7,500.00
3/21/2012	Zadock Pratt Museum, Inc.	Prattsville	Flood repairs 8/12 - toward paper conserva	501(C)(3) Not fo	\$2,467.00
3/26/2012	Delaware County Local Development Corp.	Delhi	St. Patrick's Day Parade	501(C)(3) Not fo	\$3,000.00
3/26/2012	Hanford Mills Museum	East Meredith	2012 Operating Expenses	501(C)(3) Not fo	\$25,000.00
3/26/2012	M-ARK Project, Inc.	Arkville	Main Street Program	501(C)(3) Not fo	\$1,900.00

Payment Date	Organization	Location	Purpose	Status	Payment Amount
<u>April 2012</u>					
4/5/2012	Catskill Forest Association	Arkville	2012 Operating Expenses	501(C)(3) Not fo	\$96,953.00
4/5/2012	Hanford Mills Museum	East Meredith	2009 Projects deadline 2013 redesignated s	501(C)(3) Not fo	\$62,500.00
4/5/2012	Kirkside of Roxbury, Inc.	Roxbury	2012 Maintenance Contingency	501(C)(3) Not fo	\$9,519.00
4/25/2012	Hanford Mills Museum	East Meredith	2012 Operating Expenses	501(C)(3) Not fo	\$1,500.00
4/25/2012	M-ARK Project, Inc.	Arkville	Maple Festival	501(C)(3) Not fo	\$27,000.00
4/25/2012	M-ARK Project, Inc.	Arkville	Porch	501(C)(3) Not fo	\$5,000.00
4/25/2012	Roxbury Central School	Roxbury	Therapy	School	\$5,000.00
4/25/2012	Roxbury Central School	Roxbury	Books	School	\$4,500.00
4/25/2012	Roxbury Central School	Roxbury	Battle of the Books	School	\$1,000.00
4/25/2012	Third Sector New England, Inc. Resource Gene	Boston	General Expenses	501(C)(3) Not fo	\$1,000.00
4/25/2012	Tri Valley Central School	Grahamsville	Kindle Fires	School	\$10,000.00
4/25/2012	Walton Dollars for Scholars	Walton	Scholarships	School	\$500.00
4/25/2012	Wesleyan University		Class of 1962	501(C)(3) Not fo	\$5,000.00
4/26/2012	Little Victory Players	East Branch	Production Expenses	501(C)(3) Not fo	\$10,000.00
			<u>April 2012 Total</u>		\$4,960.00
					\$147,479.00
					5.71%
<u>May 2012</u>					
5/29/2012	Andes Central School	Andes	Trip	School	\$1,000.00
5/29/2012	Andes Society for History & Culture	Andes	Art Workshops	501(C)(3) Not fo	\$500.00
5/29/2012	Broome Center Chapel Church	Gilboa	Renovations	Religious	\$10,000.00
5/29/2012	Catskill Revitalization Corporation	Stamford	Legal Right of Way	501(C)(3) Not fo	\$3,000.00
5/29/2012	Catskill Revitalization Corporation	Stamford	2012 Operating Expenses	501(C)(3) Not fo	\$80,000.00
5/29/2012	Catskill Revitalization Corporation	Stamford	Ballast	501(C)(3) Not fo	\$37,000.00
5/29/2012	Franklin Central School	Franklin	Fitness Equipment	School	\$1,750.00

Payment Date	Organization	Location	Purpose	Status	Payment Amount
5/29/2012	Hanford Mills Museum	East Meredith	2012 Operating Expenses	501(C)(3) Not fo	\$28,000.00
5/29/2012	Headwaters Soccer Club	North Blenheim	Transportation	501(C)(3) Not fo	\$3,125.00
5/29/2012	Kirkside of Roxbury, Inc.	Roxbury	2012 Maintenance Contingency	501(C)(3) Not fo	\$1,500.00
5/29/2012	Kirkside of Roxbury, Inc.	Roxbury	Contingency Fund & Upgrades Deadline 1	501(C)(3) Not fo	\$376.00
5/29/2012	Kirkside of Roxbury, Inc.	Roxbury	Furniture	501(C)(3) Not fo	\$1,500.00
5/29/2012	Little Delaware Youth Ensemble	Oneonta	Workshops	501(C)(3) Not fo	\$1,000.00
5/29/2012	Oneonta City School District	Oneonta	German Class Trip - re-sedignated 8/05 to	School	\$393.00
5/29/2012	Roxbury Arts Group, Inc.	Roxbury	Flood Repairs	501(C)(3) Not fo	\$13,815.00
5/29/2012	Roxbury Arts Group, Inc.	Roxbury	Operating Expenses	501(C)(3) Not fo	\$13,400.00
5/29/2012	Roxbury Arts Group, Inc.	Roxbury	Operating Expenses & Equipment	501(C)(3) Not fo	\$12,320.00
5/29/2012	South Kortright Central School	South Kortright	Kindergarten Books Deadline 12/12	School	\$470.00
5/29/2012	South Kortright Central School	South Kortright	Games	School	\$425.00
5/29/2012	South Kortright Central School	South Kortright	Resource Officer Deadline 12/12 8/10 rede	School	\$600.00
5/29/2012	South Kortright Central School	South Kortright	Learning Kits	School	\$650.00
5/29/2012	South Kortright Central School	South Kortright	College Course Tuition Assistance Deadlin	School	\$1,500.00
5/29/2012	Village of Fleischmanns	Fleischmanns	Library	Municipality	\$5,000.00
5/29/2012	Village of Hobart	Hobart	Library Books	Municipality	\$1,000.00
5/29/2012	Zadock Pratt Museum, Inc.	Prattsville	Flood repairs 8/12 - toward paper conserva	501(C)(3) Not fo	\$4,785.00
<u>May 2012 Total</u>					\$223,109.00
<u>June 2012</u>					8.63%
6/18/2012	Catskill Forest Association	Arkville	2012 Operating Expenses	501(C)(3) Not fo	\$62,500.00
6/18/2012	Delaware Academy and Central School	Delhi	Resource Officer Deadline 12/12	School	\$5,000.00
6/18/2012	Delaware County Historical Assoc.	Delhi	Exhibit and Calendar	501(C)(3) Not fo	\$2,400.00
6/18/2012	Delaware County Historical Assoc.	Delhi	Advertising	501(C)(3) Not fo	\$3,972.00
6/18/2012	Delhi Campus Ministry	Delhi	Annual Grant	Religious	\$10,000.00
6/18/2012	Downsville Central School	Downsville	After Prom Parties	School	\$1,000.00

Payment Date	Organization	Location	Purpose	Status	Payment Amount
6/18/2012	First United Methodist Church of Walton	Walton	Community Ministry Projects	Religious	\$5,000.00
6/18/2012	Hanford Mills Museum	East Meredith	2012 Operating Expenses	501(C)(3) Not fo	\$28,000.00
6/18/2012	Kirkside of Roxbury, Inc.	Roxbury	2012 Maintenance Contingency	501(C)(3) Not fo	\$3,000.00
6/18/2012	Margaretville Central School Dollars for Schola	Margaretville	Scholarships	501(C)(3) Not fo	\$5,000.00
6/18/2012	Phoenicia Festival the Voice Foundation	Phoenicia	Madama Butterfly	501(C)(3) Not fo	\$5,000.00
6/19/2012	Delaware County Historical Assoc.	Delhi	4th Grade Programs	501(C)(3) Not fo	\$1,000.00
<u>July 2012</u>					
<u>June 2012 Total</u>					\$131,872.00 5.10%
7/6/2012	Delaware County Historical Assoc.	Delhi	Art Workshop	501(C)(3) Not fo	\$1,000.00
7/6/2012	Hobart Historical Society	Hobart	Attic Repairs	501(C)(3) Not fo	\$2,000.00
7/6/2012	M-ARK Project, Inc.	Arkville	Walk, Run, Ride Event	501(C)(3) Not fo	\$4,000.00
7/6/2012	M-ARK Project, Inc.	Arkville	Main Street Program	501(C)(3) Not fo	\$888.00
7/6/2012	M-ARK Project, Inc.	Arkville	SOLART Project	501(C)(3) Not fo	\$5,000.00
7/6/2012	M-ARK Project, Inc.	Arkville	Music Festival 6/12 redesignated toward B	501(C)(3) Not fo	\$5,000.00
7/6/2012	M-ARK Project, Inc.	Arkville	Workshops	501(C)(3) Not fo	\$3,475.00
7/6/2012	Performance Plus of Stamford, NY, Inc.	Stamford	Play Expenses	501(C)(3) Not fo	\$1,000.00
7/6/2012	SGC Junior Golf, Inc.	Stamford	Equipment	501(C)(3) Not fo	\$2,000.00
7/6/2012	Sidney Dollars for Scholars	Sidney	Scholarships	501(C)(3) Not fo	\$8,000.00
7/6/2012	Todd Mountain Theater Project, Inc.	Arkville	Production Expenses	501(C)(3) Not fo	\$2,900.00
7/6/2012	William B. Ogden Free Library	Walton	World War I Discussion Group	501(C)(3) Not fo	\$850.00
7/9/2012	Gilboa Conesville Central School	Gilboa	Flood Displays and Books	School	\$4,542.00
7/11/2012	Catskill Mountain Christian Center	Margaretville	Bluegrass Concerts	501(C)(3) Not fo	\$5,000.00
7/11/2012	Mary Imogene Bassett Hospital Bassett Healthc	Cooperstown	Partnership for Nursing Opportunities Prog	501(C)(3) Not fo	\$11,257.00
7/23/2012	Catskill Center for Conservation and Develop	Arkville	Appraisal	501(C)(3) Not fo	\$1,325.00
7/23/2012	First Night Oneonta	Oneonta	Hometown 4th of July	501(C)(3) Not fo	\$14,050.00
7/23/2012	Foundation for the Open Eye	Margaretville	Workshops	501(C)(3) Not fo	\$1,000.00

Payment Date	Organization	Location	Purpose	Status	Payment Amount
7/23/2012	Foundation for the Open Eye	Margaretville	School Programming	501(C)(3) Not fo	\$1,615.00
7/23/2012	Hanford Mills Museum	East Meredith	2006 Operating Exp & projects- waterwhee	501(C)(3) Not fo	\$365.00
7/23/2012	Hanford Mills Museum	East Meredith	Site Signage deadline 12/13	501(C)(3) Not fo	\$369.00
7/23/2012	Hanford Mills Museum	East Meredith	2009 Projects deadline 2013 redesignated s	501(C)(3) Not fo	\$5,300.00
7/23/2012	Hanford Mills Museum	East Meredith	2012 Operating Expenses	501(C)(3) Not fo	\$28,000.00
7/23/2012	Woodchuck Lodge, Inc.	Roxbury	Equipment	501(C)(3) Not fo	\$1,070.00
7/26/2012	Belleayre Conservatory, Inc.	Hightmount	Donor Tracking	501(C)(3) Not fo	\$4,750.00
7/26/2012	Belleayre Conservatory, Inc.	Hightmount	Jazz Workshop	501(C)(3) Not fo	\$5,000.00
7/26/2012	Belleayre Conservatory, Inc.	Hightmount	2012 Jazz Festival	501(C)(3) Not fo	\$20,000.00
7/26/2012	Delaware County Office of Employment and Tr	Delhi	2012 Summer Youth Program	Municipality	\$44,000.00
7/26/2012	Franklin Stock Company at Chapel Hall, Inc.	Franklin	Advertising	501(C)(3) Not fo	\$5,000.00
7/26/2012	Orpheus Theatre	Oneonta	Workshops	501(C)(3) Not fo	\$3,695.00
7/26/2012	St. Paul's Episcopal Church	Franklin	Bell Tower	Religious	\$4,305.00
7/26/2012	Town of Roxbury	Roxbury	Purchase Stone Terrace 10/05 Work with C Municipality		\$32,500.00
7/26/2012	Zadock Pratt Museum, Inc.	Prattsville	Flood repairs 8/12 - toward paper conserva	501(C)(3) Not fo	\$4,978.00
July 2012 Total					\$234,234.00
August 2012					9.06 %
8/2/2012	Bovina United Presbyterian Church	Bovina Center	Roof	Religious	\$10,000.00
8/2/2012	Catskill Revitalization Corporation	Stamford	2012 Operating Expenses	501(C)(3) Not fo	\$80,000.00
8/2/2012	Catskill Revitalization Corporation	Stamford	Ballast	501(C)(3) Not fo	\$33,400.00
8/2/2012	Foundation for the Open Eye	Margaretville	2012-2013 Operating Expenses	501(C)(3) Not fo	\$5,997.00
8/6/2012	Beaverkill Area Neighbors Association	Roscoe	Survey	501(C)(3) Not fo	\$3,350.00
8/6/2012	Congregation B'nai Israel	Fleischmanns	Concert	Religious	\$1,200.00
8/6/2012	Foothills Performing Arts Center, Inc.	Oneonta	Foothills Food Festival	501(C)(3) Not fo	\$10,000.00
8/6/2012	M-ARK Project, Inc.	Arkville	Tourism Events	501(C)(3) Not fo	\$2,120.00
8/6/2012	M-ARK Project, Inc.	Arkville	Roxbury Nine Expenses	501(C)(3) Not fo	\$2,506.00

Payment Date	Organization	Location	Purpose	Status	Payment Amount
8/6/2012	Stamford Central School Dollars for Scholars	Stamford	Scholarships	501(C)(3) Not fo	\$5,000.00
8/14/2012	Association of Small Foundations	Washington	2013 Operating Expenses	501(C)(3) Not fo	\$1,000.00
8/14/2012	First Night Oneonta	Oneonta	Hometown 4th of July	501(C)(3) Not fo	\$950.00
8/14/2012	New York Women in Film Inc.	New York	Feature Film	501(C)(3) Not fo	\$4,000.00
8/14/2012	Sidney Area Youth Advocate Program, Inc.	Sidney	Skateboard Park	501(C)(3) Not fo	\$5,000.00
8/14/2012	Town of Roxbury	Roxbury	Turn of the Century Expenses 5/12 reded to Municipality	501(C)(3) Not fo	\$3,600.00
8/14/2012	Ulster & Delaware Railroad Historical Society,	Margaretville	Former Ulster & Delaware Railroad Depot	501(C)(3) Not fo	\$4,110.00
8/16/2012	Franklin Central School	Franklin	Computer Equipment	School	\$5,000.00
8/16/2012	Franklin Stock Company at Chapel Hall, Inc.	Franklin	Asbestos	501(C)(3) Not fo	\$10,427.00
8/16/2012	Hanford Mills Museum	East Meredith	Turbine Project	501(C)(3) Not fo	\$30,024.00
8/16/2012	Hanford Mills Museum	East Meredith	2012 Operating Expenses	501(C)(3) Not fo	\$28,000.00
8/16/2012	Roxbury Arts Group, Inc.	Roxbury	Endowment Deadline 12/16	501(C)(3) Not fo	\$20,125.00
8/16/2012	Town of Roxbury	Roxbury	Barn Project Deadline 12/12	Municipality	\$37,882.00
8/16/2012	Walton Central School Middle School	Walton	iPads	School	\$8,550.00
8/16/2012	Zadock Pratt Museum, Inc.	Prattsville	Flood repairs 8/12 - toward paper conserva	501(C)(3) Not fo	\$7,116.00
8/22/2012	Albany Law School	Albany	Scholarships	School	\$2,500.00
8/22/2012	Broome Community College Foundation, Inc.	Binghamton	Scholarships	School	\$20,000.00
8/22/2012	Cazenovia College	Cazenovia	Scholarships	School	\$2,500.00
8/22/2012	Cobleskill Ag & Tech College Foundation, Inc.	Cobleskill	Scholarships	School	\$27,500.00
8/22/2012	Colgate University	Hamilton	Scholarships	School	\$2,500.00
8/22/2012	College Foundation at Delhi, Inc.	Delhi	Scholarships	501(C)(3) Not fo	\$15,000.00
8/22/2012	College Foundation at Delhi, Inc.	Delhi	Scholarships	501(C)(3) Not fo	\$10,000.00
8/22/2012	Cornell University	Ithaca	Scholarships	School	\$17,500.00
8/22/2012	Empire State College Foundation	Saratoga Springs	Scholarships	School	\$14,500.00
8/22/2012	Foundation of the SUNY at Binghamton	Binghamton	Scholarships	School	\$5,000.00
8/22/2012	Foundation of the SUNY at Binghamton	Binghamton	Scholarships	School	\$17,500.00

Payment Date	Organization	Location	Purpose	Status	Payment Amount
8/22/2012	Hartwick College	Oneonta	Scholarships	School	\$12,500.00
8/22/2012	Paul Smith's College	Paul Smiths	Scholarships	501(C)(3) Not fo	\$17,500.00
8/22/2012	Rensselaer Polytechnic Institute	Troy	Scholarships	School	\$2,500.00
8/22/2012	Sage Colleges	Troy	Scholarships	School	\$2,500.00
8/22/2012	State University College at Oneonta Foundation	Oneonta	Scholarships	501(C)(3) Not fo	\$12,500.00
8/22/2012	State University College at Oneonta Foundation	Oneonta	Scholarships	501(C)(3) Not fo	\$25,000.00
8/22/2012	Syracuse University	Syracuse	Scholarships	School	\$2,500.00
8/22/2012	Wells College	Aurora	Scholarships	501(C)(3) Not fo	\$5,000.00
8/30/2012	Iroquois Indian Museum	Howes Cave	Fourth Grade Events	501(C)(3) Not fo	\$5,000.00
8/30/2012	Otschodela Council, Inc. Boy Scouts of Americ	Oneonta	Annual Grant	501(C)(3) Not fo	\$4,000.00
8/30/2012	Performance Plus of Stamford, NY, Inc.	Stamford	Summer Jam Camp	501(C)(3) Not fo	\$2,445.00
8/30/2012	Stamford Christmas Feeling Fund	Stamford	Annual Grant	501(C)(3) Not fo	\$3,000.00
<u>September 2012</u>					<u>\$548,302.00</u>
9/7/2012	Bright Hill Press/Word Thursdays	Treadwell	Smart Boards	501(C)(3) Not fo	\$5,000.00
9/7/2012	Delancey United Presbyterian Church	De Lancey	Stained Glass Windows	Religious	\$5,000.00
9/7/2012	Delhi Community Fund, Inc.	Delhi	Equipment	501(C)(3) Not fo	\$2,045.00
9/7/2012	Kirkside of Roxbury, Inc.	Roxbury	2012 Maintenance Contingency	501(C)(3) Not fo	\$3,000.00
9/7/2012	Margaretville Central School	Margaretville	SmartBoard	School	\$3,790.00
9/7/2012	Otsego-Northern Catskill BOCES	Stamford	New Science Room deadline 10/09 Dell Co Religious	Religious	\$13,335.00
9/7/2012	Sacred Heart Church	Stamford	Grand Gorge Church Repairs	Religious	\$20,000.00
9/14/2012	Bloomville Fire Department	Bloomville	Fireworks	Municipality	\$3,000.00
9/14/2012	College Foundation at Delhi, Inc.	Delhi	Software System for Accounting and Fund-	501(C)(3) Not fo	\$4,347.00
9/14/2012	College Foundation at Delhi, Inc.	Delhi	Musical Concert Redes to AmeriCorp 10/0	501(C)(3) Not fo	\$4,784.00
9/14/2012	Delaware Opportunities, Inc.	Hamden	School Supplies	Municipality	\$1,000.00
9/14/2012	Foundation for the Open Eye	Margaretville	2012-2013 Operating Expenses	501(C)(3) Not fo	\$3,312.00
9/5/12	Hobart Community Foundation	Hobart	Accounting Fees	501(C)(3) Not for Profit	\$825.00
<u>August 2012 Total</u>					<u>\$548,302.00</u>
					21.21 %

Payment Date	Organization	Location	Purpose	Status	Payment Amount
9/14/2012	Franklin Central School	Franklin	Tennis Courts	School	\$5,000.00
9/14/2012	Girls on the Run Cooperstown LTD	Fly Creek	Registration Fees	501(C)(3) Not fo	\$1,000.00
9/14/2012	Greater Delhi Area Foundation	Delhi	2012 Art & Soul of the Catskills	Pending	\$2,900.00
9/14/2012	Village of Margaretville	Margaretville	Pedestrian Bridges deadline 12/12 5/12 red Municipality		\$5,000.00
9/14/2012	Zadock Pratt Museum, Inc.	Prattsville	2012 - 2014 Salary	501(C)(3) Not fo	\$1,750.00
9/21/2012	Catskill Forest Association	Arkville	2012 Operating Expenses	501(C)(3) Not fo	\$62,500.00
9/21/2012	Kirkside of Roxbury, Inc.	Roxbury	2012 Maintenance Contingency	501(C)(3) Not fo	\$1,500.00
9/21/2012	Margaretville Methodist Church	Margaretville	Oil Tank and Trees 10/12 use \$625 toward Religious		\$525.00
September 2012 Total					\$149,613.00
October 2012					5.76 %
10/5/2012	Aslans Cats, Inc.	Catskill	Electrical and Insulation	501(C)(3) Not fo	\$1,000.00
10/5/2012	Catskill Revitalization Corporation	Stamford	2012 Operating Expenses	501(C)(3) Not fo	\$79,500.00
10/5/2012	Delaware County Historical Assoc.	Delhi	System Upgrades 6/12 redes toward shutter	501(C)(3) Not fo	\$1,700.00
10/5/2012	Delhi Community Fund, Inc.	Delhi	Equipment	501(C)(3) Not fo	\$2,040.00
10/5/2012	Hanford Mills Museum	East Meredith	2012 Operating Expenses	501(C)(3) Not fo	\$28,000.00
10/5/2012	M-ARK Project, Inc.	Arkville	Technology upgrades	501(C)(3) Not fo	\$5,000.00
10/5/2012	M-ARK Project, Inc.	Arkville	Tourism Events	501(C)(3) Not fo	\$1,453.00
10/5/2012	Mary Imogene Bassett Hospital Bassett Healthc	Cooperstown	Partnership for Nursing Opportunities Prog	501(C)(3) Not fo	\$9,299.00
10/5/2012	SGC Junior Golf, Inc.	Stamford	Equipment	501(C)(3) Not fo	\$500.00
10/5/2012	Sherman Bible Chapel	Deposit	Concerts	Religious	\$5,000.00
10/5/2012	Zadock Pratt Museum, Inc.	Prattsville	2012 - 2014 Salary	501(C)(3) Not fo	\$4,271.00
10/11/2012	Hunter Foundation, Incorporated	Tannersville	Flood Assistance	501(C)(3) Not fo	\$10,500.00
10/19/2012	Andes Public Library	Andes	Library Renovations & Expansion Deadlin	Municipality	\$6,000.00
10/19/2012	Conservation Alliance of New York	Oneonta	Annual Grant	501(C)(3) Not fo	\$5,000.00
10/19/2012	Hanford Mills Museum	East Meredith	2012 Operating Expenses	501(C)(3) Not fo	\$28,000.00
10/19/2012	Zadock Pratt Museum, Inc.	Prattsville	Historic Structures Report	501(C)(3) Not fo	\$5,500.00

Payment Date	Organization	Location	Purpose	Status	Payment Amount
10/22/2012	Kirkside of Roxbury, Inc.	Roxbury	Shades 6/12 reded toward vehicle repairs	501(C)(3) Not fo	\$2,548.00
10/22/2012	Walton United Presbyterian Church	Walton	Food Supplies	Religious	\$1,000.00
10/25/2012	Aslans Cats, Inc.	Catskill	Electrical and Insulation	501(C)(3) Not fo	\$3,005.00
10/25/2012	Delaware County Historical Assoc.	Delhi	Events	501(C)(3) Not fo	\$4,145.00
10/25/2012	Delhi Beautification Corporation	Delhi	Christmas Decorations	501(C)(3) Not fo	\$5,000.00
10/25/2012	Margaretville Methodist Church	Margaretville	Oil Tank and Trees 10/12 use \$625 toward	Religious	\$675.00
10/25/2012	William B. Ogden Free Library	Walton	Summer Programming	501(C)(3) Not fo	\$1,000.00
November 2012					\$210,136.00
October 2012 Total					8.13 %
11/1/2012	Town of Roxbury	Roxbury	Barn Project Deadline 12/12	Municipality	\$12,118.00
11/19/2012	Andes Central School	Andes	Field Trip	School	\$5,000.00
11/19/2012	Aslans Cats, Inc.	Catskill	Electrical and Insulation	501(C)(3) Not fo	\$1,100.00
11/19/2012	Bovina Public Library	Bovina Center	Lost Income	501(C)(3) Not fo	\$2,500.00
11/19/2012	Catskill Center for Conservation and Develop	Arkville	Website	501(C)(3) Not fo	\$2,914.00
11/19/2012	Charlotte Valley Central School Dollars for Sch	East Meredith	Scholarships	501(C)(3) Not fo	\$5,000.00
11/19/2012	Christ Church	Walton	Porch Repairs	Religious	\$1,184.00
11/19/2012	Grand Gorge Community Action Group	Grand Gorge	Little League Equipment	501(C)(3) Not fo	\$995.00
11/19/2012	Hanford Mills Museum	East Meredith	2012 Operating Expenses	501(C)(3) Not fo	\$25,000.00
11/19/2012	Jay Gould Memorial Reformed Church	Roxbury	Boiler	Religious	\$3,380.00
11/19/2012	Little Delaware Youth Ensemble	Oneonta	Rent	501(C)(3) Not fo	\$1,666.00
11/19/2012	Pine Hill Community Center	Pine Hill	Senior Citizen Exercise Classes	501(C)(3) Not fo	\$2,000.00
11/19/2012	Pine Hill Community Center	Pine Hill	Youth Art Workshops	501(C)(3) Not fo	\$5,000.00
11/19/2012	Walton Historical Society	Walton	Paving	501(C)(3) Not fo	\$2,500.00
11/19/2012	West Kortright Centre, Inc.	East Meredith	2012 & 2013 Programming	501(C)(3) Not fo	\$25,000.00
11/19/2012	West Kortright Centre, Inc.	East Meredith	Endowment	501(C)(3) Not fo	\$530.00
11/19/2012	West Kortright Centre, Inc.	East Meredith	Paint and Clapboard Repairs	501(C)(3) Not fo	\$4,700.00

Payment Date	Organization	Location	Purpose	Status	Payment Amount
11/19/2012	West Kortright Centre, Inc.	East Meredith	Endowment	501(C)(3) Not fo	\$1,030.00
11/19/2012	Zadock Pratt Museum, Inc.	Prattsville	2012 - 2014 Salary	501(C)(3) Not fo	\$3,026.00
11/20/2012	Dorothy & Lewis Cullman Child Dev Center	Sidney	Equipment	501(C)(3) Not fo	\$5,000.00
November 2012 Total					\$109,643.00
December 2012					4.24%
12/3/2012	American Red Cross Greater NY Chapter	New York	Hurricane Sandy Assistance	501(C)(3) Not fo	\$10,000.00
12/3/2012	Andes Central School	Andes	Ski Club	School	\$1,000.00
12/3/2012	Delaware County Historical Assoc.	Delhi	Endowment	501(C)(3) Not fo	\$5,125.00
12/3/2012	Delhi Art Group, Inc.	Delhi	Art Workshops	501(C)(3) Not fo	\$1,000.00
12/3/2012	Town of Hamden	Hamden	Ground Cover	Municipality	\$2,500.00
12/4/2012	Aslans Cats, Inc.	Catskill	Electrical and Insulation	501(C)(3) Not fo	\$1,395.00
12/4/2012	Cornell Cooperative Extension Assoc. of Delaw	Hamden	Science Equipment	501(C)(3) Not fo	\$2,500.00
12/4/2012	Delaware County Department of Social Service	Delhi	Annual Grant	Municipality	\$3,000.00
12/4/2012	Delaware County Department of Social Service	Delhi	Annual Grant	Municipality	\$3,000.00
12/4/2012	Foundation for the Open Eye	Margaretville	2012-2013 Operating Expenses	501(C)(3) Not fo	\$3,691.00
12/4/2012	Hunter Foundation, Incorporated	Tannersville	Flood Assistance	501(C)(3) Not fo	\$8,003.00
12/4/2012	Woodchuck Lodge, Inc.	Roxbury	Equipment	501(C)(3) Not fo	\$1,490.00
12/19/2012	American Cancer Society Delaware County Uni	Johnson City	Annual Grant	501(C)(3) Not fo	\$5,000.00
12/19/2012	American Heart Association Mid-State New Yo	Binghamton	Annual Grant	501(C)(3) Not fo	\$5,000.00
12/19/2012	American Red Cross in Delaware County South	Endicott	Annual Grant	501(C)(3) Not fo	\$5,000.00
12/19/2012	American Red Cross in Delaware County South	Endicott	Annual Grant	501(C)(3) Not fo	\$10,000.00
12/19/2012	Catskill Forest Association	Arkville	2013 Operating Expenses	501(C)(3) Not fo	\$62,940.00
12/19/2012	Delaware County Historical Assoc.	Delhi	Endowment	501(C)(3) Not fo	\$1,925.00
12/19/2012	Delaware County Youth Bureau	Delhi	Annual Grant	Municipality	\$1,000.00
12/19/2012	Delhi Community Fund, Inc.	Delhi	Annual Grant	501(C)(3) Not fo	\$3,000.00
12/19/2012	Gilboa Conesville Central School	Gilboa	Flood Displays and Books	School	\$598.00

Payment Date	Organization	Location	Purpose	Status	Payment Amount
12/19/2012	Girl Scouts - Seven Lakes Council, Inc.	Johnson City	Annual Grant	501(C)(3) Not fo	\$4,000.00
12/19/2012	Girl Scouts - Seven Lakes Council, Inc.	Johnson City	Annual Grant	501(C)(3) Not fo	\$20,000.00
12/19/2012	Hobart Fire Department	Hobart	Annual Grant	Municipality	\$2,000.00
12/19/2012	Hobart Historical Society	Hobart	Annual Grant	501(C)(3) Not fo	\$1,000.00
12/19/2012	Hobart Presbyterian Church	Hobart	Annual Grant	Religious	\$2,000.00
12/19/2012	Hobart St. Peter's Protestant Episcopal Church	Hobart	Annual Grant	Religious	\$2,000.00
12/19/2012	Hobart United Methodist Church	Hobart	Annual Grant	Religious	\$4,000.00
12/19/2012	Little Delaware Youth Ensemble	Oneonta	Computer and Supplies	501(C)(3) Not fo	\$850.00
12/19/2012	Otschodela Council, Inc. Boy Scouts of Americ	Oneonta	Annual Grant	501(C)(3) Not fo	\$10,000.00
12/19/2012	The Foundation Center	New York	Annual Grant	501(C)(3) Not fo	\$4,000.00
12/19/2012	The Salvation Army	Syracuse	Annual Grant	501(C)(3) Not fo	\$1,000.00
12/19/2012	United Ministry of Delhi	Delhi	Annual Grant	Religious	\$3,000.00
12/19/2012	Village of Sidney	Sidney	Consultant Expenses	Municipality	\$5,000.00
<u>December 2012 Total</u>					<u>\$196,017.00</u>
<u>Grand Total:</u>					<u>\$2,586,242.00</u>
					7.58%

THE A. LINDSAY & OLIVE B. O'CONNOR FOUNDATION, INC.

EIN 16-6063485

FORM 990 PF SCHEDULE

PART XV, LINE 3(b)

2012

FUTURE GRANTS

00-Jan-13

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<u>1998</u>	<u>Approved</u>	<u>Paid to Date</u>	<u>Balance</u>
15-Jun-98	\$80,000.00	\$0.00	\$80,000.00
Delhi -- Delaware County Planning Board			
U&D Railroad Historical Society - Roxbury Train Station deadline 12/13			
1998 Subtotals	\$80,000.00	\$0.00	\$80,000.00
	1.44%	0.00%	100.00%
<u>1999</u>	<u>Approved</u>	<u>Paid to Date</u>	<u>Balance</u>
23-Jun-99	\$54,500.00	\$27,250.00	\$27,250.00
Delhi -- Delaware County Planning Board			
TPAS Program deadline 12/13 9/08 redes toward County Comprehensive Plan			
28-Sep-99	\$50,000.00	\$22,304.00	\$27,696.00
Delhi -- Greater Delhi Area Foundation			
Endowment deadline 12/16			
23-Jun-99	\$84,420.00	\$0.00	\$84,420.00
Stamford -- Western Catskills Com. Revitalization Council			
South Gilboa Train Station 10/05 deadline to 12/14 work with Catskill Revitalization			
1999 Subtotals	\$188,920.00	\$49,554.00	\$139,366.00
	3.40%	26.23%	73.77%
<u>2000</u>	<u>Approved</u>	<u>Paid to Date</u>	<u>Balance</u>
19-Jun-00	\$55,500.00	\$27,750.00	\$27,750.00
Delhi -- Delaware County Department of Planning and Economic Development			
TPAS Program - 2001 Grant extended to 12/13 9/08 redes toward Economic Developm			

O'Connor Foundation Grants with Remaining Balances

08-Jan-13

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21-Sep-00	\$80,000.00	\$0.00	\$80,000.00
Delhi -- Greater Delhi Area Foundation Purchase Building and Property - 10/07 redes per proposal from Del Cty Industrial Dev			
19-Jun-00	\$50,000.00	\$13,901.00	\$36,099.00
East Meredith -- Hanford Mills Museum Endowment - deadline 12/16			
2000 Subtotals	\$185,500.00	\$41,651.00	\$143,849.00
	3.33%	22.45%	77.55%

<u>2001</u>	<u>Approved</u>	<u>Paid to Date</u>	<u>Balance</u>
10-Oct-01	\$18,000.00	\$4,784.00	\$13,216.00
Delhi -- College Foundation at Delhi, Inc. Musical Concert Redes to AmeriCorp 10/07 Blackbaud Software Matching removed. D			
18-Jul-01	\$64,000.00	\$32,000.00	\$32,000.00
Delhi -- Delaware County Planning Board Town Planning Advisory Service (TPAS) 2002 deadline 12/13 9/08 redes toward GIS I			
2001 Subtotals	\$82,000.00	\$36,784.00	\$45,216.00
	1.47%	44.86%	55.14%

<u>2002</u>	<u>Approved</u>	<u>Paid to Date</u>	<u>Balance</u>
17-Jun-02	\$108,960.00	\$72,337.00	\$36,623.00
Cooperstown -- Mary Imogene Bassett Hospital Bassett Healthcare Partnership for Nursing Opportunities Program deadline 12/22 Redes 2/12 toward O'Co			
17-Jun-02	\$57,000.00	\$28,500.00	\$28,500.00
Delhi -- Delaware County Planning Board 2003 Town Planning Advisory Service deadline 12/14 9/08 redes toward Ag Farmland			

O'Connor Foundation Grants with Remaining Balances**08-Jan-13****Page 3**

17-Jun-02	\$10,000.00	\$8,000.00	\$2,000.00
Denver -- Denver/Vega Preservation Committee Roof Repair, Signboard and 2002 Music Festival deadline 12/13 Redes toward Incinole			
17-Jun-02	\$295,000.00	\$289,392.00	\$5,608.00
East Meredith -- Hanford Mills Museum 2003 Operating Expenses Capital & Special Projects, Redes to development deadline			
03-May-02	\$3,000.00	\$680.00	\$2,320.00
Hamden -- Town of Hamden Hamden Action Association - Sign Project deadline 12/12 for O&W signs			
2002 Subtotals	\$473,960.00	\$398,909.00	\$75,051.00
	8.52%	84.17%	15.83%

<u>2003</u>	<u>Approved</u>	<u>Paid to Date</u>	<u>Balance</u>
04-Nov-03	\$56,000.00	\$28,000.00	\$28,000.00
Delhi -- Delaware County Planning Board Town Planning Advisory Service deadline 12/14 9/08 redes toward Legal Assistance P			
2003 Subtotals	\$56,000.00	\$28,000.00	\$28,000.00
	1.01%	50.00%	50.00%

<u>2004</u>	<u>Approved</u>	<u>Paid to Date</u>	<u>Balance</u>
06-Aug-04	\$25,000.00	\$0.00	\$25,000.00
Delhi -- Village of Delhi Community Open Air Pavilion deadline 10/13 6/12 redes toward handicapped access,			
23-Mar-04	\$2,500.00	\$981.00	\$1,519.00
East Meredith -- Hanford Mills Museum Site Signage deadline 12/13			

O'Connor Foundation Grants with Remaining Balances

08-Jan-13

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2004 Subtotals	\$27,500.00	\$981.00	\$26,519.00
	0.49%	3.57%	96.43%

<u>2005</u>	<u>Approved</u>	<u>Paid to Date</u>	<u>Balance</u>
11-Oct-05 East Meredith -- Hanford Mills Museum 2006 Operating Exp & projects- waterwheel, steam engine, turbine, feedmill, apprentice	\$265,000.00	\$235,365.00	\$29,635.00
12-Oct-05 Stamford -- Catskill Revitalization Corporation Pullman Railroad Car Deadline 12/13	\$100,000.00	\$70,000.00	\$30,000.00
2005 Subtotals	\$365,000.00	\$305,365.00	\$59,635.00
	6.56%	83.66%	16.34%

<u>2006</u>	<u>Approved</u>	<u>Paid to Date</u>	<u>Balance</u>
13-Feb-06 Arkville -- M-ARK Project, Inc. Belleayre Repertory Orchestra Re-des \$2,000 to community projects Deadline 12/12	\$5,000.00	\$3,750.00	\$1,250.00
02-Oct-06 East Meredith -- Hanford Mills Museum Steam Engine deadline 12/14	\$50,000.00	\$0.00	\$50,000.00
24-Aug-06 Halcottsville -- Halcottsville Fire Department Documentary Film Deadline 12/12	\$5,000.00	\$0.00	\$5,000.00
02-Oct-06 Oneonta -- Foothills Performing Arts Center, Inc. Endowment deadline extended to 12/14	\$100,000.00	\$0.00	\$100,000.00

O'Connor Foundation Grants with Remaining Balances*08-Jan-13**Page 5*

02-Oct-06	\$27,000.00	\$23,000.00	\$4,000.00
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Roxbury -- Kirkside of Roxbury, Inc.
2007 Maintenance Contingency & Projects Deadline 12/13 5/12 redes full amount towa

14-Jun-06	\$24,000.00	\$22,384.00	\$1,616.00
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Roxbury -- Roxbury Arts Group, Inc.
Endowment Deadline 12/16

2006 Subtotals	\$211,000.00	\$49,134.00	\$161,866.00
	3.79%	23.29%	76.71%

<u>2007</u>	<u>Approved</u>	<u>Paid to Date</u>	<u>Balance</u>
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24-Oct-07	\$200,000.00	\$103,106.00	\$96,894.00
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Andes -- Andes Public Library
Library Renovations & Expansion Deadline 12/15

24-Oct-07	\$25,000.00	\$9,857.00	\$15,143.00
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Andes -- Andes Society for History & Culture
Endowment Deadline 12/16

24-Oct-07	\$30,000.00	\$0.00	\$30,000.00
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East Meredith -- Hanford Mills Museum
Steam Engine - contingent on funds to complete a phase Deadline 12/14

24-Oct-07	\$50,000.00	\$0.00	\$50,000.00
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Oneonta -- Little Delaware Youth Ensemble
Endowment Deadline 12/13

24-Oct-07	\$10,000.00	\$0.00	\$10,000.00
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Prattsville -- Zadock Pratt Museum, Inc.
Matching Endowment Deadline 12/16

O'Connor Foundation Grants with Remaining Balances

08-Jan-13

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16-May-07	\$5,000.00	\$1,465.00	\$3,535.00
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Roxbury -- Kirkside of Roxbury, Inc.

Projects Deadline 12/13 5/12 redes toward tv, refrigerators, stand, cables

24-Oct-07	\$200,000.00	\$0.00	\$200,000.00
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Stamford -- Catskill Revitalization Corporation

O&W Dairy Museum Construction Costs Roxbury Depot Deadline 12/14, Redes 12/12 t

2007 Subtotals	\$520,000.00	\$114,428.00	\$405,572.00
	9.35%	22.01%	77.99%

<u>2008</u>	<u>Approved</u>	<u>Paid to Date</u>	<u>Balance</u>
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31-Oct-08	\$25,000.00	\$6,694.00	\$18,306.00
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Arkville -- Catskill Center for Conservation and Development

Energy Conservation Project Erpf House Awaiting plans deadline 12/13

31-Oct-08	\$100,000.00	\$64,819.00	\$35,181.00
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East Meredith -- Hanford Mills Museum

2009 Projects deadline 2013 redesignated stabilization, exhibits, alarms, etc.

31-Oct-08	\$250,000.00	\$0.00	\$250,000.00
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Fly Creek -- The Walter Rich Charitable Foundation

Endowment deadline 12/15

16-Jul-08	\$5,000.00	\$0.00	\$5,000.00
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Meridale -- Meredith Historical Society

Endowment deadline 12/16

06-Jun-08	\$11,200.00	\$8,998.00	\$2,202.00
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Roxbury -- Kirkside of Roxbury, Inc.

2008 Projects deadline 12/12

O'Connor Foundation Grants with Remaining Balances**08-Jan-13****Page 7**

31-Mar-08	\$1,000.00	\$0.00	\$1,000.00
Roxbury -- Roxbury Central School			
Ski Club deadline 12/12			
2008 Subtotals	\$392,200.00	\$80,511.00	\$311,689.00
	7.05%	20.53%	79.47%

<u>2009</u>	<u>Approved</u>	<u>Paid to Date</u>	<u>Balance</u>
13-Oct-09	\$10,000.00	\$0.00	\$10,000.00
Albany -- Parks & Trails New York, Inc.			
Trail Expansion 10/12 deadline 12/14			
13-Oct-09	\$20,000.00	\$0.00	\$20,000.00
Arkville -- Catskill Center for Conservation and Development			
Quilting Room Handicap Access			
04-Nov-09	\$4,000.00	\$3,532.00	\$468.00
Arkville -- M-ARK Project, Inc.			
2009 Holiday Event			
23-Jan-09	\$5,000.00	\$3,432.00	\$1,568.00
Delhi -- Delhi Community Fund, Inc.			
Heating Fuel			
23-Jan-09	\$995.00	\$0.00	\$995.00
Deposit -- Deposit Central School			
Broadway Trip			
21-Aug-09	\$5,000.00	\$4,266.00	\$734.00
Fleischmanns -- Village of Fleischmanns			
Roof			

O'Connor Foundation Grants with Remaining Balances**08-Jan-13****Page 8**

23-Jan-09	\$1,500.00	\$0.00	\$1,500.00
Hobart -- Hobart Historical Society Electrical Work			
13-Oct-09	\$8,400.00	\$0.00	\$8,400.00
Hobart -- Project Independence, Inc. Car - deadline extended to December 2013.			
14-Jul-09	\$2,175.00	\$0.00	\$2,175.00
Margaretville -- Christ Community Church of the Catskills Catskill Mountain Christian C Educational Training			
21-Aug-09	\$2,460.00	\$1,950.00	\$510.00
Margaretville -- Margaretville Health Foundation Training Meeting 5/12 redes toward case statement printings			
15-Dec-09	\$3,000.00	\$1,982.00	\$1,018.00
Mount Morris -- Finger Lakes Trail Conference, Inc. Shelter redes 1/12 toward trail			
31-Mar-09	\$5,000.00	\$2,500.00	\$2,500.00
Oneonta -- Oneonta Dollars for Scholars Scholarships			
15-Apr-09	\$1,000.00	\$0.00	\$1,000.00
Roxbury -- Kirkside of Roxbury, Inc. Ramp			
15-Jun-09	\$7,500.00	\$3,000.00	\$4,500.00
Stamford -- Catskill Revitalization Corporation Legal Right of Way			

O'Connor Foundation Grants with Remaining Balances

08-Jan-13

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2009 Subtotals	\$76,030.00	\$20,662.00	\$55,368.00
	1.37%	27.18%	72.82%

<u>2010</u>	<u>Approved</u>	<u>Paid to Date</u>	<u>Balance</u>
10-Mar-10 Andes -- CitiHope International Computers	\$3,750.00	\$0.00	\$3,750.00
10-Mar-10 Center Barnstead -- Hampstead Stage Company School Plays	\$2,943.00	\$2,166.00	\$777.00
04-Aug-10 Delhi -- Rotary Club of Delhi After Prom Parties	\$5,000.00	\$1,667.00	\$3,333.00
14-Sep-10 Delhi -- United Ministry of Delhi Special Music	\$1,000.00	\$0.00	\$1,000.00
10-Nov-10 Delhi -- Village of Delhi Planning Study	\$5,000.00	\$0.00	\$5,000.00
14-Apr-10 Deposit -- Deposit Community Theatre and Performing Arts Center, Inc. Sound Equipment	\$3,685.00	\$2,233.00	\$1,452.00
14-Apr-10 Fleischmanns -- Village of Fleischmanns Website	\$5,000.00	\$2,978.00	\$2,022.00

O'Connor Foundation Grants with Remaining Balances**08-Jan-13****Page 10**

14-Jul-10	\$3,625.00	\$0.00	\$3,625.00
Margaretville -- Catskill Mountain Christian Center Youth Conference			
14-Sep-10	\$5,000.00	\$0.00	\$5,000.00
Oneonta -- Foothills Performing Arts Center, Inc. Operating Expenses			
24-Mar-10	\$916.00	\$0.00	\$916.00
South Kortright -- South Kortright Central School Trout & Science Class Equipment			
14-Jul-10	\$5,000.00	\$2,500.00	\$2,500.00
South Kortright -- South Kortright Central School Garden			
2010 Subtotals	\$40,919.00	\$11,544.00	\$29,375.00
	0.74%	28.21%	71.79%

<u>2011</u>	<u>Approved</u>	<u>Paid to Date</u>	<u>Balance</u>
07-Nov-11	\$5,000.00	\$4,875.00	\$125.00
Arkville -- M-ARK Project, Inc. Main Street Program			
10-Mar-11	\$1,000.00	\$0.00	\$1,000.00
Bloomville -- Bloomville United Methodist Church Youth Group			
14-Dec-11	\$30,000.00	\$10,000.00	\$20,000.00
Boston -- Third Sector New England, Inc. Resource Generation General Expenses			

O'Connor Foundation Grants with Remaining Balances**08-Jan-13****Page 11**

14-Jun-11	\$5,000.00	\$3,000.00	\$2,000.00
Delhi -- Catskill Development Foundation, Inc. Senior Computer Training			
09-Feb-11	\$3,000.00	\$2,000.00	\$1,000.00
Delhi -- Delhi Art Group, Inc. Art Workshops			
04-Oct-11	\$5,000.00	\$0.00	\$5,000.00
Delhi -- Lake Delaware Boys' Camp, Inc. Scholarships			
10-Mar-11	\$1,000.00	\$0.00	\$1,000.00
Deposit -- Deposit Central School Prom Party			
07-Dec-11	\$1,000.00	\$0.00	\$1,000.00
Deposit -- Deposit Central School Broadway Play			
14-Jun-11	\$5,000.00	\$2,000.00	\$3,000.00
Downsville -- Downsville Central School After Prom Parties			
03-Oct-11	\$300,000.00	\$275,000.00	\$25,000.00
East Meredith -- Hanford Mills Museum 2012 Operating Expenses			
03-Oct-11	\$62,000.00	\$30,024.00	\$31,976.00
East Meredith -- Hanford Mills Museum Turbine Project			

O'Connor Foundation Grants with Remaining Balances**08-Jan-13****Page 12**

09-Feb-11	\$5,000.00	\$1,667.00	\$3,333.00
Hamden -- Delaware Opportunities, Inc. Big Buddy Program			
14-Jun-11	\$2,425.00	\$1,200.00	\$1,225.00
Margaretville -- Margaretville Methodist Church Oil Tank and Trees 10/12 use \$625 toward sidewalk repairs			
09-Feb-11	\$2,520.00	\$2,050.00	\$470.00
New Kingston -- New Kingston Valley Association Film Festival			
03-Oct-11	\$18,000.00	\$12,000.00	\$6,000.00
Roxbury -- Kirkside of Roxbury, Inc. 2012 Maintenance Contingency			
11-Jul-11	\$5,000.00	\$0.00	\$5,000.00
Roxbury -- Roxbury Arts Group, Inc. Concert			
09-Feb-11	\$5,000.00	\$3,334.00	\$1,666.00
South Kortright -- South Kortright Central School Field Trips - 3 years			
07-Nov-11	\$3,292.00	\$0.00	\$3,292.00
South Kortright -- South Kortright Central School Vending Machine			
13-Jun-11	\$200,000.00	\$0.00	\$200,000.00
Stamford -- Catskill Revitalization Corporation Trail Redes 12/12 toward cost of Ulster Cty RR			

O'Connor Foundation Grants with Remaining Balances**08-Jan-13****Page 13**

03-Oct-11	\$100,000.00	\$70,400.00	\$29,600.00
Stamford -- Catskill Revitalization Corporation			
Ballast			
03-Oct-11	\$50,000.00	\$0.00	\$50,000.00
Stamford -- Catskill Revitalization Corporation			
Riprap			
13-Jun-11	\$10,500.00	\$0.00	\$10,500.00
Stamford -- Greater Stamford Area Trust			
Trail Signs			
10-Aug-11	\$2,000.00	\$1,184.00	\$816.00
Walton -- Christ Church			
Porch Repairs			
26-Jan-11	-\$500.00	\$0.00	\$500.00
Washington -- Council on Foundations			
Administration			
2011 Subtotals	\$822,237.00	\$418,734.00	\$403,503.00
	14.78%	50.93%	49.07%

<u>2012</u>	<u>Approved</u>	<u>Paid to Date</u>	<u>Balance</u>
19-Mar-12	\$5,000.00	\$2,500.00	\$2,500.00
Albany -- Albany Law School			
Scholarships			
20-Mar-12	\$1,000.00	\$0.00	\$1,000.00
Andes -- Andes Central School			
Keyboards			

O'Connor Foundation Grants with Remaining Balances**08-Jan-13****Page 14**

20-Mar-12	\$1,000.00	\$0.00	\$1,000.00
Andes -- Andes Central School Travel Club			

20-Mar-12	\$1,000.00	\$0.00	\$1,000.00
Andes -- Andes Central School Workshops			

19-Mar-12	\$5,000.00	\$0.00	\$5,000.00
Andes -- Andes Dollars for Scholars Scholarships			

03-Jul-12	\$5,000.00	\$0.00	\$5,000.00
Arkville -- Catskill Center for Conservation and Development Exhibit Expenses			

31-Aug-12	\$5,000.00	\$2,914.00	\$2,086.00
Arkville -- Catskill Center for Conservation and Development Website			

11-Jun-12	\$251,750.00	\$62,940.00	\$188,810.00
Arkville -- Catskill Forest Association 2013 Operating Expenses			

20-Mar-12	\$1,000.00	\$0.00	\$1,000.00
Arkville -- M-ARK Project, Inc. Workshops			

20-Mar-12	\$1,000.00	\$0.00	\$1,000.00
Arkville -- M-ARK Project, Inc. Workshops			

O'Connor Foundation Grants with Remaining Balances**08-Jan-13****Page 15**

11-Jun-12	\$5,000.00	\$3,475.00	\$1,525.00
Arkville -- M-ARK Project, Inc. Workshops			
03-Jul-12	\$5,000.00	\$3,573.00	\$1,427.00
Arkville -- M-ARK Project, Inc. Tourism Events			
31-Aug-12	\$5,000.00	\$0.00	\$5,000.00
Arkville -- M-ARK Project, Inc. Website			
05-Dec-12	\$5,000.00	\$0.00	\$5,000.00
Arkville -- M-ARK Project, Inc. Artists Studio Tour			
05-Dec-12	\$4,940.00	\$0.00	\$4,940.00
Arkville -- M-ARK Project, Inc. Food Bank Equipment			
05-Dec-12	\$5,000.00	\$0.00	\$5,000.00
Arkville -- M-ARK Project, Inc. Home and Garden Festival			
19-Mar-12	\$10,000.00	\$5,000.00	\$5,000.00
Aurora -- Wells College Scholarships			
19-Mar-12	\$40,000.00	\$20,000.00	\$20,000.00
Binghamton -- Broome Community College Foundation, Inc. Scholarships			

O'Connor Foundation Grants with Remaining Balances*08-Jan-13**Page 16*

19-Mar-12	\$35,000.00	\$17,500.00	\$17,500.00
Binghamton -- Foundation of the SUNY at Binghamton Scholarships			
12-Oct-12	\$1,500.00	\$0.00	\$1,500.00
Bloomville -- Bloomville Fire Department Stair Chair			
19-Mar-12	\$5,000.00	\$2,500.00	\$2,500.00
Cazenovia -- Cazenovia College Scholarships			
19-Mar-12	\$55,000.00	\$27,500.00	\$27,500.00
Cobleskill -- Cobleskill Ag & Tech College Foundation, Inc. Scholarships			
07-Nov-12	\$1,500.00	\$0.00	\$1,500.00
De Lancey -- Delancey United Presbyterian Church Organ			
31-Aug-12	\$4,350.00	\$0.00	\$4,350.00
Delhi -- Catskill Ag Inc. Harvest Days			
19-Mar-12	\$20,000.00	\$10,000.00	\$10,000.00
Delhi -- College Foundation at Delhi, Inc. Scholarships			
19-Mar-12	\$30,000.00	\$15,000.00	\$15,000.00
Delhi -- College Foundation at Delhi, Inc. Scholarships			

O'Connor Foundation Grants with Remaining Balances**08-Jan-13***Page 17*

07-Nov-12	\$5,000.00	\$0.00	\$5,000.00
Delhi -- Delaware Academy and Central School Spanish Club Trip			
19-Mar-12	\$3,000.00	\$0.00	\$3,000.00
Delhi -- Delaware County Department of Social Services Annual Grant			
21-Mar-12	\$5,000.00	\$4,145.00	\$855.00
Delhi -- Delaware County Historical Assoc. Events			
11-Jun-12	\$30,000.00	\$7,050.00	\$22,950.00
Delhi -- Delaware County Historical Assoc. Endowment			
21-Mar-12	\$5,000.00	\$4,085.00	\$915.00
Delhi -- Delhi Community Fund, Inc. Equipment			
11-Jun-12	\$30,000.00	\$0.00	\$30,000.00
Delhi -- SUNY Research Foundation 2013 Operating Expenses			
05-Dec-12	\$5,000.00	\$0.00	\$5,000.00
Delhi -- Village of Delhi Reader Meters			
19-Mar-12	\$5,000.00	\$0.00	\$5,000.00
Denver -- Roxbury Chapter Dollars for Scholars Scholarships			

O'Connor Foundation Grants with Remaining Balances**08-Jan-13****Page 18**

11-Jun-12	\$1,100.00	\$0.00	\$1,100.00
Deposit -- Deposit Community Center, Inc. Fence and Gate			
05-Dec-12	\$5,000.00	\$0.00	\$5,000.00
Deposit -- Deposit Community Theatre and Performing Arts Center, Inc. Projector			
11-Jun-12	\$50,000.00	\$0.00	\$50,000.00
East Meredith -- Hanford Mills Museum I Love New York			
11-Jun-12	\$285,000.00	\$0.00	\$285,000.00
East Meredith -- Hanford Mills Museum Operating Expenses			
11-Jun-12	\$47,500.00	\$25,000.00	\$22,500.00
East Meredith -- West Kortright Centre, Inc. 2012 & 2013 Programming			
11-Jun-12	\$25,000.00	\$530.00	\$24,470.00
East Meredith -- West Kortright Centre, Inc. Endowment			
05-Dec-12	\$4,055.00	\$0.00	\$4,055.00
Fleischmanns -- Fleischmanns Community Church Boiler			
06-Feb-12	\$6,000.00	\$5,140.00	\$860.00
Gilboa -- Gilboa Conesville Central School Flood Displays and Books			

O'Connor Foundation Grants with Remaining Balances**08-Jan-13***Page 19*

16-May-12	\$3,000.00	\$0.00	\$3,000.00
Hamden -- Hamden Presbyterian Church Roof & Driveway Repairs			
19-Mar-12	\$5,000.00	\$2,500.00	\$2,500.00
Hamilton -- Colgate University Scholarships			
06-Feb-12	\$1,000.00	\$0.00	\$1,000.00
Hawley -- Delaware Highlands Conservatory Workshop			
12-Oct-12	\$5,000.00	\$0.00	\$5,000.00
Hobart -- Hobart Fire Department Uniforms			
11-Jan-12	\$5,000.00	\$2,000.00	\$3,000.00
Hobart -- Hobart Historical Society Attic Repairs			
31-Aug-12	\$500.00	\$0.00	\$500.00
Hobart -- Village of Hobart Decorations			
31-Aug-12	\$1,000.00	\$0.00	\$1,000.00
Hobart -- Village of Hobart Library Supplies			
19-Mar-12	\$35,000.00	\$17,500.00	\$17,500.00
Ithaca -- Cornell University Scholarships			

O'Connor Foundation Grants with Remaining Balances

*08-Jan-13**Page 20*

20-Mar-12	\$1,000.00	\$0.00	\$1,000.00
Johnson City -- Girl Scouts - Seven Lakes Council, Inc. Heath Awareness			
11-Jun-12	\$10,000.00	\$0.00	\$10,000.00
Margaretville -- Foundation for the Open Eye Roof			
11-Jun-12	\$3,500.00	\$0.00	\$3,500.00
Margaretville -- Historical Society of Middletown Water Treatment System			
20-Mar-12	\$996.00	\$0.00	\$996.00
Margaretville -- Margaretville Central School Calculators			
06-Feb-12	\$2,000.00	\$0.00	\$2,000.00
Margaretville -- Town of Middletown Technology Upgrades			
19-Mar-12	\$5,000.00	\$0.00	\$5,000.00
Meridale -- Meridale Fire Department Annual Grant - Dairy Festival			
31-Aug-12	\$5,000.00	\$0.00	\$5,000.00
Middleburgh -- Middleburgh Reformed Church Sound System			
12-Oct-12	\$5,000.00	\$0.00	\$5,000.00
Oneonta -- Foothills Performing Arts Center, Inc. Concert			

O'Connor Foundation Grants with Remaining Balances**08-Jan-13****Page 21**

19-Mar-12	\$25,000.00	\$12,500.00	\$12,500.00
Oneonta -- Hartwick College Scholarships			
21-Mar-12	\$4,000.00	\$0.00	\$4,000.00
Oneonta -- Oneonta Concert Association Art Field Days			
19-Mar-12	\$50,000.00	\$25,000.00	\$25,000.00
Oneonta -- State University College at Oneonta Foundation Scholarships			
19-Mar-12	\$25,000.00	\$12,500.00	\$12,500.00
Oneonta -- State University College at Oneonta Foundation Scholarships			
05-Dec-12	\$4,000.00	\$0.00	\$4,000.00
Otego -- Athelas Therapeutic Riding, Inc. Equipment			
05-Dec-12	\$1,500.00	\$0.00	\$1,500.00
Otego -- Unatego Central School District Computers			
19-Mar-12	\$2,000.00	\$0.00	\$2,000.00
Otego -- Unatego Dollars for Scholars Scholarships			
19-Mar-12	\$35,000.00	\$17,500.00	\$17,500.00
Paul Smiths -- Paul Smith's College Scholarships			

O'Connor Foundation Grants with Remaining Balances*08-Jan-13**Page 22*

11-Jun-12	\$36,000.00	\$9,047.00	\$26,953.00
Prattsville -- Zadock Pratt Museum, Inc. 2012 - 2014 Salary			
11-Jun-12	\$48,250.00	\$5,500.00	\$42,750.00
Prattsville -- Zadock Pratt Museum, Inc. Historic Structures Report			
11-Jun-12	\$3,650.00	\$3,350.00	\$300.00
Roscoe -- Beaverkill Area Neighbors Association Survey			
20-Mar-12	\$1,000.00	\$0.00	\$1,000.00
Roxbury -- Roxbury Arts Group, Inc. Summer Camp Programs			
21-Mar-12	\$1,550.00	\$0.00	\$1,550.00
Roxbury -- Roxbury Arts Group, Inc. Events			
11-Jun-12	\$41,000.00	\$0.00	\$41,000.00
Roxbury -- Roxbury Arts Group, Inc. 2012 Operating Expenses			
11-Jun-12	\$41,000.00	\$0.00	\$41,000.00
Roxbury -- Roxbury Arts Group, Inc. 76 Main!			
20-Mar-12	\$850.00	\$0.00	\$850.00
Roxbury -- Writers In the Mountains Workshops			

O'Connor Foundation Grants with Remaining Balances**08-Jan-13****Page 23**

19-Mar-12	\$29,000.00	\$14,500.00	\$14,500.00
Saratoga Springs -- Empire State College Foundation Scholarships			
20-Mar-12	\$2,000.00	\$0.00	\$2,000.00
South Kortright -- South Kortright Central School Peer Mediation			
12-Oct-12	\$3,175.00	\$0.00	\$3,175.00
South Kortright -- South Kortright Central School Computers			
19-Mar-12	\$5,000.00	\$0.00	\$5,000.00
South Kortright -- South Kortright Central School Dollars for Scholars Scholarships			
11-Jun-12	\$303,525.00	\$0.00	\$303,525.00
Stamford -- Catskill Revitalization Corporation 2013 Operating Expenses			
11-Jun-12	\$70,000.00	\$0.00	\$70,000.00
Stamford -- Catskill Revitalization Corporation Backhoe			
11-Jun-12	\$50,000.00	\$0.00	\$50,000.00
Stamford -- Catskill Revitalization Corporation I Love New York			
03-Jul-12	\$2,000.00	\$0.00	\$2,000.00
Stamford -- Friends of Music of Stamford, NY Concert			

O'Connor Foundation Grants with Remaining Balances*08-Jan-13**Page 24*

31-Aug-12	\$5,000.00	\$0.00	\$5,000.00
Stamford -- Mt Utsayantha Regional Art League Equipment			
12-Oct-12	\$4,000.00	\$0.00	\$4,000.00
Stamford -- Stamford Rural Fire District Medicine Safety Equipment			
11-Jan-12	\$2,500.00	\$0.00	\$2,500.00
Stamford -- Western Catskills Community Revitalization Council, Inc. Insulation			
11-Jun-12	\$9,500.00	\$0.00	\$9,500.00
Stamford -- Western Catskills Community Revitalization Council, Inc. Cyr Center			
19-Mar-12	\$5,000.00	\$2,500.00	\$2,500.00
Syracuse -- Syracuse University Scholarships			
11-Jun-12	\$100,000.00	\$18,503.00	\$81,497.00
Tannersville -- Hunter Foundation, Incorporated Flood Assistance			
07-Nov-12	\$4,777.00	\$0.00	\$4,777.00
Tannersville -- Kaaterskill United Methodist Church Window Repair			
19-Mar-12	\$5,000.00	\$2,500.00	\$2,500.00
Troy -- Rensselaer Polytechnic Institute Scholarships			

O'Connor Foundation Grants with Remaining Balances**08-Jan-13****Page 25**

19-Mar-12	\$5,000.00	\$2,500.00	\$2,500.00
Troy -- Sage Colleges Scholarships			
20-Mar-12	\$700.00	\$0.00	\$700.00
Walton -- Walton Central High School Special Education Programs			
20-Mar-12	\$625.00	\$0.00	\$625.00
Walton -- Walton Central School Middle School Motivational Program			
20-Mar-12	\$625.00	\$0.00	\$625.00
Walton -- Walton Central School Townsend Elementary School Motivational Program			
11-Jun-12	\$600.00	\$0.00	\$600.00
Walton -- William B. Ogden Free Library Discussion Group			
31-Aug-12	\$5,000.00	\$0.00	\$5,000.00
Whitney Point -- Rural Health Network of South Central New York, Inc. Growing Health events			
2012 Subtotals	\$2,041,518.00	\$366,752.00	\$1,674,766.00
	36.70%	17.96%	82.04%
	<u>Approved</u>	<u>Paid to Date</u>	<u>Balance</u>
<u>Grand Totals:</u>	\$5,562,784.00	\$1,923,009.00	\$3,639,775.00
	100.00%	34.57%	65.43%

FORM 990-PF GAIN OR (LOSS) FROM SALE OF ASSETS STATEMENT 1

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
SALE OF SECURITIES					
	15,970,164.	14,415,557.	0.	0.	1,554,607.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
SALE OF SECURITIES					
	6,309,914.	6,326,681.	0.	0.	-16,767.

CAPITAL GAINS DIVIDENDS FROM PART IV	46,007.
TOTAL TO FORM 990-PF, PART I, LINE 6A	1,583,847.

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 2

SOURCE	AMOUNT
INTEREST INCOME-CASH EQUIVALENTS	2,780.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	2,780.

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES	STATEMENT	3
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SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
DIVIDEND INCOME	960,458.	46,007.	914,451.
INTEREST INCOME	858,827.	0.	858,827.
INTEREST INCOME-OID	4,559.	0.	4,559.
INTEREST INCOME-US TIPS	1,126.	0.	1,126.
TOTAL TO FM 990-PF, PART I, LN 4	1,824,970.	46,007.	1,778,963.

FORM 990-PF	OTHER INCOME	STATEMENT	4
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DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
MISCELLANEOUS COST ADJUSTMENT FOR BOOK	14,612.	0.	
TOTAL TO FORM 990-PF, PART I, LINE 11	14,612.	0.	

FORM 990-PF	LEGAL FEES	STATEMENT	5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL	40,673.	20,337.		20,336.
TO FM 990-PF, PG 1, LN 16A	40,673.	20,337.		20,336.

FORM 990-PF	ACCOUNTING FEES	STATEMENT	6
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING	32,165.	16,083.		16,082.
TO FORM 990-PF, PG 1, LN 16B	32,165.	16,083.		16,082.

FORM 990-PF	OTHER PROFESSIONAL FEES	STATEMENT	7
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BANK FEES	390,937.	390,937.		0.
TO FORM 990-PF, PG 1, LN 16C	390,937.	390,937.		0.

FORM 990-PF	TAXES	STATEMENT	8
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PAYROLL TAXES	14,843.	0.		14,843.
FOREIGN TAXES	5,858.	5,858.		0.
EXCISE TAXES	68,983.	0.		0.
TAXES PAID AT SOURCE	2,114.	2,114.		0.
TO FORM 990-PF, PG 1, LN 18	91,798.	7,972.		14,843.

FORM 990-PF	OTHER EXPENSES	STATEMENT	9
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INSURANCE	7,695.	0.		7,695.
POSTAGE	1,102.	0.		1,102.
NYS FILING FEE	1,500.	0.		1,500.
OFFICE SUPPLIES	1,514.	0.		1,514.
TELEPHONE	3,912.	0.		3,912.
DUES & SUBSCRIPTIONS	9,350.	0.		9,350.
MISCELLANEOUS EXPENSE	600.	0.		600.
REPAIRS & MAINTENANCE	4,728.	0.		4,728.
INTERNET EXPENSE	1,017.	0.		1,017.
COMPUTER EXPENSE	1,558.	0.		1,558.
LEASE EXPENSE	1,730.	0.		1,730.
CERTIFICATION FEE	1,633.	0.		1,633.
AMORTIZATION	1,508.	0.		0.
TO FORM 990-PF, PG 1, LN 23	37,847.	0.		36,339.

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS	STATEMENT	10
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DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
US OBLIGATIONS-SEE SCHEDULE	X		4,421,149.	4,530,076.
TOTAL U.S. GOVERNMENT OBLIGATIONS			4,421,149.	4,530,076.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			4,421,149.	4,530,076.

FORM 990-PF	CORPORATE STOCK	STATEMENT	11
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE STOCK-SEE SCHEDULE	20,729,627.	24,949,399.
TOTAL TO FORM 990-PF, PART II, LINE 10B	20,729,627.	24,949,399.

FORM 990-PF	CORPORATE BONDS	STATEMENT 12
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE BONDS-SEE SCHEDULE	12,752,908.	13,163,848.
TOTAL TO FORM 990-PF, PART II, LINE 10C	12,752,908.	13,163,848.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT 13
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
MUTUAL FUND-SEE SCHEDULE	COST	15,753,272.	16,464,332.
LIMITED PARTNERSHIP - SEE SCHEDULE	COST	325,000.	336,780.
ALTERNATIVE INVESTMENTS - SEE SCHEDULE	COST	349,151.	353,596.
OPTIONS	COST	5,385.	456.
TOTAL TO FORM 990-PF, PART II, LINE 13		16,432,808.	17,155,164.

FORM 990-PF	OTHER LIABILITIES	STATEMENT 14
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DESCRIPTION	BOY AMOUNT	EOY AMOUNT
PAYROLL LIABILITIES	646.	4,360.
CREDIT CARD LIABILITIES	2,257.	3,484.
TOTAL TO FORM 990-PF, PART II, LINE 22	2,903.	7,844.

FORM 990-PF

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

STATEMENT 15

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
DONALD F. BISHOP II HOBART, NY 13788	CHAIR/EXEC DIR 35.00	94,281.	23,570.	0.
CHARLOTTE BISHOP HILL DELHI, NY 13753	VICE-CHAIR 21.00	21,038.	5,260.	0.
PAMELA HILL DELHI, NY 13753	EXEC SECR/TREAS 0.00	0.	0.	0.
SUZANNE HILL DELHI, NY 13753	DIRECTOR 0.00	0.	0.	0.
EUGENE PECKHAM BINGHAMTON, NY 13901	DIRECTOR 0.00	0.	0.	0.
AMY BISHOP WARNER SOMMERVILLE, MA 02144	DIRECTOR 0.00	0.	0.	0.
LINDSAY BISHOP KEY COLONY BEACH, FL 33051-0513	DIRECTOR 0.00	0.	0.	0.
ROBERT L. BISHOP, II KEY COLONY BEACH, FL 33051-0513	DIRECTOR 0.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		115,319.	28,830.	0.

Form **4562**Department of the Treasury
Internal Revenue Service (99)

Name(s) shown on return

Depreciation and Amortization 990PF
(Including Information on Listed Property)

▶ See separate instructions.

▶ Attach to your tax return.

OMB No 1545-0172

2012Attachment
Sequence No **179**A. LINDSAY & OLIVE B. O'CONNOR
FOUNDATION, INC.

FORM 990-PF PAGE 1

Identifying number
16-6063485**Part I Election To Expense Certain Property Under Section 179** Note: If you have any listed property, complete Part V before you complete Part I.

1	Maximum amount (see instructions)	1	500,000.
2	Total cost of section 179 property placed in service (see instructions)	2	
3	Threshold cost of section 179 property before reduction in limitation	3	2,000,000.
4	Reduction in limitation. Subtract line 3 from line 2. If zero or less, enter -0-	4	
5	Dollar limitation for tax year. Subtract line 4 from line 1. If zero or less, enter -0-. If married filing separately, see instructions	5	
6	(a) Description of property	(b) Cost (business use only)	(c) Elected cost
7	Listed property. Enter the amount from line 29	7	
8	Total elected cost of section 179 property. Add amounts in column (c), lines 6 and 7	8	
9	Tentative deduction. Enter the smaller of line 5 or line 8	9	
10	Carryover of disallowed deduction from line 13 of your 2011 Form 4562	10	
11	Business income limitation. Enter the smaller of business income (not less than zero) or line 5	11	
12	Section 179 expense deduction. Add lines 9 and 10, but do not enter more than line 11	12	
13	Carryover of disallowed deduction to 2013. Add lines 9 and 10, less line 12	13	

Note: Do not use Part II or Part III below for listed property. Instead, use Part V.

Part II Special Depreciation Allowance and Other Depreciation (Do not include listed property.)

14	Special depreciation allowance for qualified property (other than listed property) placed in service during the tax year	14	
15	Property subject to section 168(f)(1) election	15	
16	Other depreciation (including ACRS)	16	10,431.

Part III MACRS Depreciation (Do not include listed property) (See instructions)**Section A**

17	MACRS deductions for assets placed in service in tax years beginning before 2012	17	435.
18	If you are electing to group any assets placed in service during the tax year into one or more general asset accounts, check here		

Section B - Assets Placed in Service During 2012 Tax Year Using the General Depreciation System

(a) Classification of property	(b) Month and year placed in service	(c) Basis for depreciation (business/investment use only - see instructions)	(d) Recovery period	(e) Convention	(f) Method	(g) Depreciation deduction
19a 3-year property						
b 5-year property						
c 7-year property						
d 10-year property						
e 15-year property						
f 20-year property						
g 25-year property			25 yrs.		S/L	
h Residential rental property	/		27.5 yrs.	MM	S/L	
	/		27.5 yrs.	MM	S/L	
i Nonresidential real property	/		39 yrs.	MM	S/L	
	/			MM	S/L	

Section C - Assets Placed in Service During 2012 Tax Year Using the Alternative Depreciation System

20a Class life					S/L	
b 12-year			12 yrs.		S/L	
c 40-year	/		40 yrs.	MM	S/L	

Part IV Summary (See instructions.)

21	Listed property. Enter amount from line 28	21	
22	Total. Add amounts from line 12, lines 14 through 17, lines 19 and 20 in column (g), and line 21. Enter here and on the appropriate lines of your return. Partnerships and S corporations - see instr.	22	10,866.
23	For assets shown above and placed in service during the current year, enter the portion of the basis attributable to section 263A costs	23	

216251
12-28-12 LHA For Paperwork Reduction Act Notice, see separate instructions.

Form 4562 (2012)

**A. LINDSAY & OLIVE B. O'CONNOR
FOUNDATION, INC.**

Form 4562 (2012)

16-6063485 Page 2

Part V Listed Property (Include automobiles, certain other vehicles, certain computers, and property used for entertainment, recreation, or amusement.)

Note: For any vehicle for which you are using the standard mileage rate or deducting lease expense, complete **only** 24a, 24b, columns (a) through (c) of Section A, all of Section B, and Section C, if applicable.

Section A - Depreciation and Other Information (Caution: See the instructions for limits for passenger automobiles.)

24a Do you have evidence to support the business/investment use claimed? ☐ Yes ☐ No **24b** If "Yes," is the evidence written? ☐ Yes ☐ No

(a) Type of property (list vehicles first)	(b) Date placed in service	(c) Business/ investment use percentage	(d) Cost or other basis	(e) Basis for depreciation (business/investment use only)	(f) Recovery period	(g) Method/ Convention	(h) Depreciation deduction	(i) Elected section 179 cost
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25 Special depreciation allowance for qualified listed property placed in service during the tax year and used more than 50% in a qualified business use

25

26 Property used more than 50% in a qualified business use:

		%						
		%						
		%						

27 Property used 50% or less in a qualified business use:

		%			S/L			
		%			S/L			
		%			S/L			

28 Add amounts in column (h), lines 25 through 27. Enter here and on line 21, page 1

28

29 Add amounts in column (i), line 26. Enter here and on line 7, page 1

29

Section B - Information on Use of Vehicles

Complete this section for vehicles used by a sole proprietor, partner, or other "more than 5% owner," or related person.

If you provided vehicles to your employees, first answer the questions in Section C to see if you meet an exception to completing this section for those vehicles.

	(a) Vehicle		(b) Vehicle		(c) Vehicle		(d) Vehicle		(e) Vehicle		(f) Vehicle	
30 Total business/investment miles driven during the year (do not include commuting miles)												
31 Total commuting miles driven during the year												
32 Total other personal (noncommuting) miles driven												
33 Total miles driven during the year. Add lines 30 through 32												
34 Was the vehicle available for personal use during off-duty hours?	Yes	No	Yes	No	Yes	No	Yes	No	Yes	No	Yes	No
35 Was the vehicle used primarily by a more than 5% owner or related person?												
36 Is another vehicle available for personal use?												

Section C - Questions for Employers Who Provide Vehicles for Use by Their Employees

Answer these questions to determine if you meet an exception to completing Section B for vehicles used by employees who are not more than 5% owners or related persons.

37 Do you maintain a written policy statement that prohibits all personal use of vehicles, including commuting, by your employees?	Yes	No
38 Do you maintain a written policy statement that prohibits personal use of vehicles, except commuting, by your employees? See the instructions for vehicles used by corporate officers, directors, or 1% or more owners		
39 Do you treat all use of vehicles by employees as personal use?		
40 Do you provide more than five vehicles to your employees, obtain information from your employees about the use of the vehicles, and retain the information received?		
41 Do you meet the requirements concerning qualified automobile demonstration use?		

Note: If your answer to 37, 38, 39, 40, or 41 is "Yes," do not complete Section B for the covered vehicles.

Part VI Amortization

(a) Description of costs	(b) Date amortization begins	(c) Amortizable amount	(d) Code section	(e) Amortization period or percentage	(f) Amortization for this year
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42 Amortization of costs that begins during your 2012 tax year.

43 Amortization of costs that began before your 2012 tax year

43

1,508.

44 Total. Add amounts in column (f). See the instructions for where to report

44

1,508.

Application for Extension of Time To File an Exempt Organization Return

OMB No. 1545-1709

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

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

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

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

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

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

Part I only ☐

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

Type or print File by the due date for filing your return. See instructions.	Name of exempt organization or other filer, see instructions A. LINDSAY & OLIVE B. O'CONNOR FOUNDATION, INC.	Employer identification number (EIN) or 16-6063485
	Number, street, and room or suite no. If a P.O. box, see instructions. C/O CHEMUNG CANAL TRUST CO., -PO BOX 1522	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. ELMIRA, NY 14902	

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

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

CHEMUNG CANAL TRUST COMPANY, TRUST

- The books are in the care of ► **PO BOX 1522 - TRUST TAX DEPARTMENT - ELMIRA, NY 14902**
Telephone No. ► **607-737-3896** FAX No. ►

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

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

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

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	\$	79,344.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$	61,344.
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	\$	18,000.

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

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

Form **8868** (Rev. 1-2013)

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

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

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

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

Enter filer's identifying number, see instructions

Type or print File by the due date for filing your return. See instructions.	Name of exempt organization or other filer, see instructions A. LINDSAY & OLIVE B. O'CONNOR FOUNDATION, INC.	Employer identification number (EIN) or 16-6063485
	Number, street, and room or suite no. If a P.O. box, see instructions. C/O CHEMUNG CANAL TRUST CO., -PO BOX 1522	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. ELMIRA, NY 14902	

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

04

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01		
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

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

CHEMUNG CANAL TRUST COMPANY, TRUST

- The books are in the care of **PO BOX 1522 - TRUST TAX DEPARTMENT - ELMIRA, NY 14902**
Telephone No. **607-737-3896** FAX No.

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

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

5 For calendar year **2012**, or other tax year beginning , and ending .

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

7 State in detail why you need the extension

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

8a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	8a	\$	79,344.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	8b	\$	79,344.
c Balance due. Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions	8c	\$	0.

Signature and Verification must be completed for Part II only.

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

Signature **Catherine M. Maloney CPA**

Date **8/9/13**

Form 8868 (Rev. 1-2013)