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Form **990-PF**

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

OMB No 1545-0052

2012Department of the Treasury
Internal Revenue Service

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

Open to Public Inspection

For calendar year 2012 or tax year beginning

, and ending

Name of foundation L.W. COOPER EDUCATIONAL FOUNDATION		A Employer identification number 20-1260602
Number and street (or P.O. box number if mail is not delivered to street address) P.O. BOX 191	Room/suite	B Telephone number (see instructions) 850-244-3714
City or town, state and ZIP code DESTIN FL 32540		C If exemption application is pending, check here ☐
G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change		D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐
H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 2,076,692	J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check ☒ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	15,693	15,693	15,693	
	4 Dividends and interest on securities	30,845	30,845	30,845	
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 16	4,489			
	b Gross sales price for all assets on line 6a				
	7 Capital gain net income (from Part IV, line 16)		176		
	8 Net short-term capital gain			0	
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less: Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)					
12 Total. Add lines 1 through 11	51,027	46,714	46,538		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	0			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule) STMT 2	3,250			
	c Other professional fees (attach schedule) STMT 3	17,539			
	17 Interest				
	18 Taxes (attach schedule) (see instructions) STMT 4	1,691			
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (att. sch.) STMT 5	214			
	24 Total operating and administrative expenses. Add lines 13 through 23	22,694	0	0	0
	25 Contributions, gifts, grants paid	100,681			100,681
26 Total expenses and disbursements. Add lines 24 and 25	123,375	0	0	100,681	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	-72,348				
b Net investment income (if negative, enter -0-)		46,714			
c Adjusted net income (if negative, enter -0-)			46,538		

For Paperwork Reduction Act Notice, see instructions.

Form 990-PF (2012)

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash – non-interest-bearing				
	2	Savings and temporary cash investments		190,873	238,180	238,180
	3	Accounts receivable ▶				
		Less: allowance for doubtful accounts ▶				
	4	Pledges receivable ▶				
		Less: allowance for doubtful accounts ▶				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)				
	7	Other notes and loans receivable (att. schedule) ▶				
		Less: allowance for doubtful accounts ▶	0			
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10a	Investments – U.S. and state government obligations (attach schedule) STMT 6		624,561	553,715	559,600
	b	Investments – corporate stock (attach schedule) SEE STMT 7		1,007,923	894,034	994,688
	c	Investments – corporate bonds (attach schedule) SEE STMT 8		212,866	276,096	284,224
	11	Investments – land, buildings, and equipment basis ▶				
	Less: accumulated depreciation (attach sch.) ▶					
12	Investments – mortgage loans					
13	Investments – other (attach schedule)					
14	Land, buildings, and equipment basis ▶					
	Less: accumulated depreciation (attach sch.) ▶					
15	Other assets (describe ▶)					
16	Total assets (to be completed by all filers – see the instructions. Also, see page 1, item I)		2,036,223	1,962,025	2,076,692	
Liabilities	17	Accounts payable and accrued expenses				
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable (attach schedule)				
	22	Other liabilities (describe ▶) SEE STATEMENT 9)		1,411	1,473	
23	Total liabilities (add lines 17 through 22)		1,411	1,473		
Net Assets or Fund Balances		Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. ▶ ☒				
	24	Unrestricted		2,034,812	1,960,552	
	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				
	28	Paid-in or capital surplus, or land, bldg, and equipment fund				
	29	Retained earnings, accumulated income, endowment, or other funds				
	30	Total net assets or fund balances (see instructions)		2,034,812	1,960,552	
	31	Total liabilities and net assets/fund balances (see instructions)		2,036,223	1,962,025	

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year – Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	2,034,812
2	Enter amount from Part I, line 27a	2	-72,348
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	1,962,464
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 10	5	1,912
6	Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 30	6	1,960,552

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	ML 33810830			
b				
c				
d				
e				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 176			176
b			
c			
d			
e			

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

(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0- for Losses (from col. (h)))
a			176
b			
c			
d			
e			

2 Capital gain net income or (net capital loss)	If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	2	176
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8	If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8	3	

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

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

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

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

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2011	100,681	2,030,346	0.049588
2010	8,173	164,790	0.049596
2009		4,946	
2008		6,493	
2007		10,725	

2 Total of line 1, column (d)	2	0.099184
3 Average distribution ratio for the 5-year base period – divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.049592
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	2,083,288
5 Multiply line 4 by line 3	5	103,314
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	467
7 Add lines 5 and 6	7	103,781
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.	8	100,681

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b	1	934
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	0
3	Add lines 1 and 2	3	934
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	934
6	Credits/Payments:		
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a	
b	Exempt foreign organizations – tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d	7	
8	Enter any penalty for underpayment of estimated tax. Check here ☒ if Form 2220 is attached	8	19
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	953
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	
11	Enter the amount of line 10 to be: Credited to 2013 estimated tax ☐ Refunded ☐	11	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? If the answer is "Yes" to 1a or 1b , attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation ☐ \$ _____ (2) On foundation managers. ☐ \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ☐ \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
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) ☐ FL		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 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

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	X	
14	The books are in care of ► RICHARD LOWRY 133 HOSPITAL DRIVE NE Located at ► FORT WALTON BEACH	Telephone no ► 850-244-3714 FL ZIP+4 ► 32548		
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 – Check here and enter the amount of tax-exempt interest received or accrued during the year	► 15		
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►	16	Yes	No X

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

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

		Yes	No
1a	During the year did the foundation (either directly or indirectly):		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes	☒ No
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes	☒ No
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes	☒ No
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☒ Yes	☐ No
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes	☒ No
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	☐ Yes	☒ No
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here	► ☐	
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?	N/A	
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 ► 20 , 20 , 20	☐ Yes	☒ No
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement – see instructions.)	N/A	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► 20 , 20 , 20	N/A	
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

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

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

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

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

6b

X

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 (see instructions).**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SCHARLEAN COOPER 1210 SEVEN OAKS ROAD	DEFUNIAK SPRINGS FL 32433	PRESIDENT 1.00	0	0
WILLIAM THOMPSON 8188 ARMSTRONG RD	MILTON FL 32583	EXECUTIVE VP 1.00	0	0
RICHARD LOWRY P.O. BOX 191	DESTIN FL 32540	TREASURER 1.00	0	0

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

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

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

▶ 0

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

Total number of others receiving over \$50,000 for professional services ▶**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 (see instructions)

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 ▶

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	1,896,026
b	Average of monthly cash balances	1b	218,987
c	Fair market value of all other assets (see instructions)	1c	0
d	Total (add lines 1a, b, and c)	1d	2,115,013
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	2,115,013
4	Cash deemed held for charitable activities. Enter 1½% of line 3 (for greater amount, see instructions)	4	31,725
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,083,288
6	Minimum investment return. Enter 5% of line 5	6	104,164

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	104,164
2a	Tax on investment income for 2012 from Part VI, line 5	2a	934
b	Income tax for 2012. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	934
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	103,230
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	103,230
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	103,230

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. – total from Part I, column (d), line 26	1a	100,681
b	Program-related investments – total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
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	100,681
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	100,681

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				103,230
2 Undistributed income, if any, as of the end of 2012:				
a Enter amount for 2011 only			100,681	
b Total for prior years: 20____, 20____, 20____				
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				
4 Qualifying distributions for 2012 from Part XII, line 4: ► \$ 100,681			100,681	
a Applied to 2011, but not more than line 2a				
b Applied to undistributed income of prior years (Election required – see instructions)				
c Treated as distributions out of corpus (Election required – see instructions)				
d Applied to 2012 distributable amount				
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5				
b Prior years' undistributed income. Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b. Taxable amount – see instructions				
e Undistributed income for 2011. Subtract line 4a from line 2a. Taxable amount – see instructions				
f Undistributed income for 2012. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013				103,230
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a				
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)

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2012, enter the date of the ruling ▶

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

	Tax year	Prior 3 years			(e) Total
	(a) 2012	(b) 2011	(c) 2010	(d) 2009	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon:					
a "Assets" alternative test – enter:					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test – enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test – enter:					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year – see instructions.)

1 Information Regarding Foundation Managers:

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

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
N/A

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:
N/A

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

c Any submission deadlines:
N/A

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

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year B OF AMERICA CHARITABLE GIFT FUND PO BOX 55850 BOSTON MA 02205				100,681
Total			▶ 3a	100,681
b Approved for future payment N/A				
Total			▶ 3b	

Federal Statements

Statement 1 - Form 990-PF, Part I, Line 6a - Sale of Assets

Whom Sold	Description	Date Acquired	Date Sold	How Received		Cost	Expense	Depreciation	Net Gain / Loss
				Sale Price					
SEE ATTACHED MERRILL LYNCH AC 10830				PURCHASE \$ 343,566	\$	344,533	\$		\$ -967
SEE ATTACHED MERRILL LYNCH AC 10830				PURCHASE 204,514		199,234			5,280.
TOTAL				\$ 548,080	\$	543,767	\$ 0	\$ 0	\$ 4,313

Statement 2 - Form 990-PF, Part I, Line 16b - Accounting Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
TAX PREPARATION FEES	\$ 3,250	\$	\$	\$
TOTAL	\$ 3,250	\$ 0	\$ 0	\$ 0

Statement 3 - Form 990-PF, Part I, Line 16c - Other Professional Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
ML TRUST FEE 338-10830	\$ 17,539	\$	\$	\$
TOTAL	\$ 17,539	\$ 0	\$ 0	\$ 0

Federal Statements

Statement 4 - Form 990-PF, Part I, Line 18 - Taxes

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
ML 338-10830 FOREIGN TAXES	\$ 794	\$	\$	
2011 TAX	836			
LICENSE	61			
TOTAL	\$ 1,691	\$ 0	\$ 0	\$ 0

Statement 5 - Form 990-PF, Part I, Line 23 - Other Expenses

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
EXPENSES		\$	\$	
BANK CHARGES	150			
POST OFFICE BOX RENTAL	64			
TOTAL	\$ 214	\$ 0	\$ 0	\$ 0

Statement 6 - Form 990-PF, Part II, Line 10a - US and State Government Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
US GOVT SECURITIES	\$ 624,561	\$ 553,715	COST	\$ 559,600
TOTAL	\$ 624,561	\$ 553,715		\$ 559,600

Statement 7 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
82 SH ABBOTT LABS COMMON STOCK	\$ 5,917	\$ 4,271	COST	\$ 5,371
66 SH ACCENTURE COMMON STOCK	3,647		COST	
54 SH ACE LMT COMMON STOCK	3,646	3,280	COST	4,309
32 SH ALALERGAN COMMON STOCK	2,577		COST	
91 SH ALPHA NAT RES COMMON STOCK	4,695		COST	
35 SH AMAZON COMMON STOCK	7,796	6,876	COST	8,780

Federal Statements

Statement 7 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments (continued)

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
79 SH AMER EXP COMMON STOCK	\$ 4,129	3,814	COST	\$ 4,541
105 SH AMERISOURCEBER COMMON STOCK	4,528		COST	
39 SH ANADARKO PETE COMMON STOCK	6,251	2,872	COST	2,898
77 SH APOLLO GRP COMMON STOCK	3,850		COST	
40 SH APPLE INC COMMON STOCK	16,796	13,484	COST	21,287
278 SH AT&T COMMON STOCK	9,376	8,251	COST	9,371
117 SH BANK OF NOVA SCOTIA COMMON ST	7,716	6,750	COST	6,772
140 SH BHP BILLITON COMMON STOCK	18,005	12,431	COST	10,979
38 SH BIOGEN IDEC COMMON STOCK	3,698	3,513	COST	5,562
164 SH BOEING CO COMMON STOCK	10,394	12,326	COST	12,359
297 SH BRISTOL MYERS COMMON STOCK	9,484	8,483	COST	9,679
93 SH BROADCOM CORP COMMON STOCK	3,521	3,284	COST	3,089
114 SH CAMECO CORP COMMON STOCK	3,320		COST	
82 SH CANADIAN NATL COMMON STOCK	6,962	6,066	COST	7,463
127 SH CATERPILLAR INC COMMON STOCK	15,178	13,170	COST	11,380
60 SH CELANESE COMMON STOCK	2,755		COST	
128 SH CENTURYLINK COMMON STOCK	5,411	4,886	COST	5,007
93 SH CERNER CORP COMMON STOCK	5,361		COST	
91 SH CHECKPOINT SW COMMON STOCK	4,941		COST	
130 SH CHEVRON COMMON STOCK	14,892	13,256	COST	14,058
102 SH CHUBB CORP COMMON STOCK	7,154	6,376	COST	7,683
42 SH COACH INC COMMON STOCK	2,614		COST	
405 SH COCA COLA COMMON STOCK	14,731	13,516	COST	14,681
164 SH COMCAST CRP COMMON STOCK	4,079	3,695	COST	5,891
90 SH CONOCPhillips COMMON STOCK	7,225	5,029	COST	5,219
82 SH CONSOL ENERGY COMMON STOCK	4,352	3,954	COST	2,632
178 SH DANAHER CORP COMMON STOCK	10,276	9,398	COST	9,950
115 SH DEERE CO COMMON STOCK	11,195	9,849	COST	9,938
100 SH DIAGEO PLC COMMON STOCK	9,276	8,031	COST	11,658
173 SH DOMINION RES COMMON STOCK	9,220	8,154	COST	8,961
102 SH DOW CHEMICAL COMMON STOCK	3,631	3,279	COST	3,298
217 SH DUPONT COMMON STOCK	12,605	11,101	COST	9,760
146 SH EMC CORP COMMON STOCK		3,646	COST	3,694
105 SH EATON CORP COMMON STOCK	4,072	5,450	COST	5,689
105 SH EBAY COMMON STOCK	3,615	3,299	COST	5,355
183 SH ENBRIDGE COMMON STOCK	6,590	5,826	COST	7,928
82 SH EQT CORP COMMON STOCK	4,652	4,418	COST	4,836
176 SH EXXON MOBIL COMMON STOCK	21,201	13,380	COST	15,233
93 SH FIRST ENERGY COMMON STOCK	4,275	3,889	COST	3,884

Federal Statements

Statement 7 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments (continued)

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
471 SH GENERAL ELEC COMMON STOCK	\$ 9,484	\$ 8,617	COST	\$ 9,886
100 SH GENERAL MILLS COMMON STOCK	4,220	3,771	COST	4,042
75 SH GENL DYNAMICS COMMON STOCK	5,939	5,383	COST	5,195
13 SH GOOGLE COMMON STOCK	6,265	8,045	COST	9,195
24 SH GREEN MTN COFFEE COMMON STOCK	2,560		COST	
79 SH HALLIBURTON COMMON STOCK	3,743		COST	
214 SH HOME DEPOT COMMON STOCK	10,428	7,712	COST	13,236
67 SH HONEYWELL COMMON STOCK	4,042	3,634	COST	4,252
215 SH INTEL CORP COMMON STOCK	4,991	4,524	COST	4,433
53 SH IBM COMMON STOCK	9,969	8,805	COST	10,152
203 SH JEFFERIES GRP COMMON STOCK	3,905		COST	
102 SH JOHNSON & JOHN. COMMON STOCK	13,882	6,626	COST	7,150
92 SH JOHNSON CONTOLS COMMON STOCK	7,684	3,982	COST	3,006
376 SH JPMORGAN COMMON STOCK	17,303	15,343	COST	16,532
66 SH KIMBERLY CLK COMMON STOCK	6,274	4,448	COST	5,572
114 SH LAS VEGAS SANDS COMMON STOCK	5,804	5,010	COST	5,262
150 SH LIMITED BRANDS COMMON STOCK	5,714	5,526	COST	7,059
56 SH LORILLARD COMMON STOCK	6,178	5,782	COST	6,534
63 SH MANPOWERGRP COMMON STOCK	3,831		COST	
141 SH MARATHON OIL COMMON STOCK	4,401	4,106	COST	4,323
71 SH MARATHON PET COMMON STOCK	3,023	2,823	COST	4,473
182 SH MARVEL TECH COMMON STOCK	2,789		COST	
173 SH MCDONALDS CORP COMMON STOCK	11,561	14,789	COST	15,260
165 SH MEADWESTVACO COMMON STOCK	5,383	4,460	COST	5,259
279 SH MERCK & CO COMMON STOCK	6,513	10,682	COST	11,422
457 SH MICROSOFT COMMON STOCK	8,292	12,409	COST	12,206
50 SH MONSANTO COMMON STOCK	4,002	3,536	COST	4,733
57 SH NATIONAL OIL WELL COMMON STOCK	2,702	4,099	COST	3,896
120 SH NEXTERA ENERGY COMMON STOCK	7,757	6,699	COST	8,303
121 SH NORTHEAST UTILITIES COMMON ST	4,610	4,155	COST	4,729
73 SH NORTROP GRUMMAN COMMON STOCK	4,787	4,361	COST	4,933
155 SH NXP SEMICONDUCTORS COMMON STO	2,862		COST	
93 SH OCCIDENTAL PETE COMMON STOCK	10,362	8,949	COST	7,125
123 SH ORACLE COMMON STOCK	3,324	3,882	COST	4,098
80 SH PEABODY ENERGY COMMON STOCK	5,190	4,604	COST	2,129
462 SH PFIZER COMMON STOCK	10,743	9,417	COST	11,587
151 SH PHILLIP MORRIS COMMON STOCK	11,414	10,258	COST	12,630
63 SH PRAXAIR COMMON STOCK	8,608	6,319	COST	6,895
23 SH PRECISION CASTPARTS COMMON STO	2,640	3,909	COST	4,357

Federal Statements

Statement 7 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments (continued)

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
130 SH PROCTER & GAMBLE COMMON STOCK	\$ 18,104	\$ 8,327	COST	\$ 8,826
102 SH PRUDENTIAL FIN. COMMON STOCK	3,562	5,729	COST	5,440
120 SH PUB SVC ENTERPRISE COMMON STO	4,350	3,896	COST	3,672
192 SH QUALCOMM COMMON STOCK	13,976	10,750	COST	11,877
38 SH RANGE RESOURCES COMMON STOCK	2,468		COST	
154 SH RAYTHEON CO COMMON STOCK	8,270	7,220	COST	8,864
59 SH RED HAT COMMON STOCK	4,941	2,512	COST	3,125
92 SH RIO TINTO PLC COMMON STOCK	7,204	6,415	COST	5,344
36 SH SALESFORCE COMMON STOCK	5,245	4,974	COST	6,052
51 SH SANDISK CORP COMMON STOCK	2,712		COST	
71 SH SCHLUMBERGER COMMON STOCK	14,337	6,173	COST	4,920
61 SH SEMPRA ENERGY COMMON STOCK	3,625	3,246	COST	4,327
151 SH SOUTHERN CO COMMON STOCK	6,956	6,032	COST	6,464
79 SH STANLEY BLACK & DECKER COMMON	4,200	5,181	COST	5,844
90 SH STARBUCKS CORP COMMON STOCK	4,817	3,205	COST	4,827
123 SH TEREX CORP COMMON STOCK	2,882	3,980	COST	3,458
78 SH TESLA MTRS COMMON STOCK	2,833	2,630	COST	2,642
39 SH TIFFANY & CO COMMON STOCK	2,833		COST	
68 SH TORONTO DOMINION BANK	4,347	5,485	COST	5,734
144 SH TOTAL SA COMMON STOCK	8,879	7,858	COST	7,489
174 SH TRAVELERS COS COMMON STOCK	11,088	9,958	COST	12,497
269 SH UNILEVER COMMON STOCK	9,895	8,728	COST	10,303
130 SH UNITED TECH COMMON STOCK	12,070	10,494	COST	10,661
227 SH US BANCORP COMMON STOCK	6,248	5,526	COST	7,250
63 SH VF CORP COMMON STOCK	7,334	6,551	COST	9,511
83 SH VERIFONE COMMON STOCK	3,873		COST	
423 SH VERIZON COMMON STOCK	19,642	15,471	COST	18,303
31 SH VISA INC COMMON STOCK		3,749	COST	4,699
35 SH VMWARE COMMON STOCK	3,461	3,274	COST	3,295
168 SH VODAFONE COMMON STOCK	5,210	4,561	COST	4,232
95 SH WALMART COMMON STOCK	10,705	5,045	COST	6,482
533 SH WELLS FARGO COMMON STOCK	14,958	14,563	COST	18,218
252 SH WEYERHAEUSER COMMON STOCK	5,933	5,153	COST	7,011
27 SH WHOLE FOODS COMMON STOCK	3,027	1,582	COST	2,461
64 SH 3M COMPANY COMMON STOCK	6,230	5,671	COST	5,942
3237 SH ISHARES MSCI EAFE INDEX	182,920	165,598	COST	184,056
25 SH ALEXION PHARMS COMMON STOCK		2,720	COST	2,344
55 SH AMERICAN TOWER REIT		3,921	COST	4,250
150 SH COMCAST CORP NEW CL A COMMON		3,741	COST	5,604

Federal Statements

Statement 7 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments (continued)

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
80 SH COSTCO WHOLESALE COMMON STOCK	\$	7,353	COST	\$ 7,898
64 SH ELI LILLY COMMON STOCK		2,980	COST	3,156
122 SH EXPRESS SCRIPTS COMMON STOCK		6,920	COST	6,588
288 SH FIFTH THIRD COMMON STOCK		4,350	COST	4,378
92 SH FUSION IO COMMON STOCK		2,790	COST	2,110
34 SH F5 NETWORKS COMMON STOCK		3,214	COST	3,303
71 SH GILEAD SCIENCES COMMON STOCK		4,089	COST	5,215
27 SH GOLDMAN SACHS COMMON STOCK		3,331	COST	3,444
7 SH INTUITIVE SURGICAL COMMON STOCK		3,687	COST	3,433
57 SH MICHAEL KORS COMMON STOCK		2,714	COST	2,909
78 SH PEPSICO COMMON STOCK		5,458	COST	5,338
45 SH PHILLIPS 66 COMMON STOCK		1,497	COST	2,390
6 SH PRICELINE COM COMMON STOCK		4,244	COST	3,722
60 SH UNDER ARMOUR COMMON STOCK		3,029	COST	2,912
47 SH VALEANT PHARMACEUTICALS COMMON		2,491	COST	2,809
TOTAL	\$ 1,007,923	\$ 894,034		\$ 994,688

Statement 8 - Form 990-PF, Part II, Line 10c - Corporate Bond Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
TARGET CORP 5.875% MAR 01 2012	\$ 8,073		COST	\$
GOLDMAN SACHS GRP 5.45% NOV 01 2012	19,586		COST	
UNITED PARCEL SER 4.5% JAN 15 2013	18,756	17,026	COST	17,024
GENERAL ELEC CO 5% FEB 01 2013	14,579	14,046	COST	14,053
ORACLE 4.95% APR 15 2013	8,449	7,088	COST	7,090
COMCAST CORP 5.3% JAN 15 2014	7,596	7,310	COST	7,344
BANK OF NY 4.3% MAY 15 2014	8,610		COST	
PRUDENTIAL FIN 5.1% SEPT 2014	8,597	7,335	COST	7,492
CONOCOPHILLIPS 4.6% JAN 15, 2015	7,677		COST	
METLIFE INC 5. % JUNE 15 2015	7,728	7,550	COST	7,706
CRED SUIS FB 5.125% AUG 15 2015	8,616		COST	
JP MORGAN CHASE 5.15% OCT 1 2015	13,819	12,563	COST	13,190
KRAFT FOODS 4.125% FEB 09 2016	8,617	8,508	COST	8,716
DIRECT TV 3.5% MAR 01 2016	8,357	8,275	COST	8,475
USD BARRICK GOLD COR	8,219		COST	

Federal Statements

Statement 8 - Form 990-PF, Part II, Line 10c - Corporate Bond Investments (continued)

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
CITIGROUP 3.953% JUN 15 2016	\$ 8,184	8,145	COST	\$ 8,611
WELLS FARGO 2.625% DEC 15 2016	13,020	13,016	COST	13,720
JP MORGAN 6.% JAN 15 2018	7,895	7,841	COST	8,380
CHEVRON 4.95% MAR 03 2019	9,502		COST	
TIME WARNER 4.125% FEB 15 2021	8,133	8,120	COST	8,761
VERIZON COMM 4.6% APR 01 2021	8,853	11,129	COST	11,672
WELLS FARGO 1.25% FEB 13 2015		12,986	COST	13,122
ROYAL BANK 1.15% MAR 13 2015		13,014	COST	13,141
ENTERPRISE PRODUCTS 1.25% OCT 1 2015		10,025	COST	10,061
USD RABOBANK 3.375% JAN 19 2017		8,170	COST	8,594
BRISTOL MYERS .875% AUG 1 2017		8,935	COST	8,912
WATSON PHARMA 1.875% OCT 1 2017		13,153	COST	13,171
AETNA 1.5% NOV 15 2017		9,050	COST	9,018
COSTCO 1.7% DEC 15 2019		10,035	COST	10,069
HCP INC 2.625% FEB 1 2020		10,956	COST	10,957
NEWS AMERICA 4.5% FEB 15 2021		8,523	COST	9,140
GOLDMAN SACHS 5.25% JULY 27 2021		12,081	COST	13,681
OMNICOM GRP 3.625% MAY 1 2022		12,195	COST	12,501
KINDER MORGAN 3.95% SEP 1 2022		9,021	COST	9,623
TOTAL	\$ 212,866	\$ 276,096		\$ 284,224

Federal Statements**Statement 9 - Form 990-PF, Part II, Line 22 - Other Liabilities**

<u>Description</u>	<u>Beginning of Year</u>	<u>End of Year</u>
DUE TO LCOOPER ESTATE	\$ 1,350	\$ 1,350
DUE TO WIRELESS E	61	123
TOTAL	<u>\$ 1,411</u>	<u>\$ 1,473</u>

Statement 10 - Form 990-PF, Part III, Line 5 - Other Decreases

<u>Description</u>	<u>Amount</u>
ADJUST TO 1099	\$ 1,912
TOTAL	<u>\$ 1,912</u>

Federal Statements**Taxable Interest on Investments**

<u>Description</u>	<u>Amount</u>	<u>Unrelated Business Code</u>	<u>Exclusion Code</u>	<u>Postal Code</u>	<u>US Obs (\$ or %)</u>
ML 338-10830	\$ 15,621				4,076\$
ML 338-02018	72				
TOTAL	<u>\$ 15,693</u>				

Taxable Dividends from Securities

<u>Description</u>	<u>Amount</u>	<u>Unrelated Business Code</u>	<u>Exclusion Code</u>	<u>Postal Code</u>	<u>US Obs (\$ or %)</u>
ML 338-10830	\$ 30,845				
TOTAL	<u>\$ 30,845</u>				



Account No.
338-10830

Taxpayer No.
20-1260602

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BANK OF AMERICA (MLTC)

2012 ANNUAL STATEMENT SUMMARY

The following sections are provided to facilitate your review and the preparation of your tax return.

The 2012 Proceeds from Broker and Barter Exchange Transactions section includes both sales of positions for "covered securities" and "noncovered securities." A covered security includes those with a purchase date within the following timeline: Equities acquired on or after January 1, 2011 and Mutual Funds acquired on or after January 1, 2012. Legislation requires reporting the gross proceeds of the sales of "covered" and "noncovered" securities and the adjusted cost basis for "covered securities." Any sale of a security that is considered a "noncovered security" will still be included in this section with the adjusted cost basis (where available).

In calculating gain (loss), unless otherwise noted, it was assumed that the oldest position was liquidated first, and that you have made an election to amortize the premium paid on the purchase of taxable bonds. Under the Cost Basis Reporting Regulations, brokers need not track wash sale activity for substantially identical securities, transactions across accounts, or between covered and non-covered securities. However, you as a taxpayer still have to track and report wash sales as you have in the past which would include all of the aforementioned transaction types. Securities distributed from a retirement account reflect the tax basis on the date of distribution. Other methods for calculating gain (loss) are available. The cost basis for most Original Issue Discount ("OID") obligations includes the accretion of OID. For purposes of allocating original purchase price to the components of an equity unit consisting of a purchase contract and a debt security subject to a remarketing event, we assumed that the fair market value of the debt security on purchase date was equal to its adjusted issue price. The difference between your original cost and the amount allocable to the debt component was allocated to the purchase contract. In making adjustments to the cost basis of the purchase contract, it was assumed that the unit holder included contract adjustment payments in income when received.

1099-B

2012 PROCEEDS FROM BROKER & BARTER EXCHANGE TRANSACTIONS

1e. Quantity	Transaction Description	1b. Date of Acquisition	1a. Date of Sale or Exchange	2a. Amount	3. Cost Basis	5. Wash Sale Loss Disallowed	Gain or (Loss)	Remarks
SHORT TERM CAPITAL GAINS AND LOSSES - 1099-B Line 1c.								
COVERED TRANSACTIONS - 1099-B Line 6b. (cost basis reported to the IRS)								
APOLLO GROUP INC CL A								
51.0000	Sale	07/13/11	02/16/12	2,660.16	2,543.83	0.00	116.33	
26.0000	Sale	08/04/11	02/16/12	1,356.17	1,306.20	0.00	49.97	
	Security Subtotal			4,016.33	3,850.03	0.00	166.30	
ALEXION PHARMS INC								
2.0000	Sale	09/12/12	12/18/12	195.23	217.62	0.00	(22.39)	
ALLERGAN INC								
13.0000	Sale	05/11/11	02/16/12	1,143.43	1,065.35	0.00	78.08	
19.0000	Sale	06/10/11	02/16/12	1,671.17	1,511.83	0.00	159.34	
	Security Subtotal			2,814.60	2,577.18	0.00	237.42	
ACCENTURE PLC SHS								
66.0000	Sale	09/28/11	01/05/12	3,426.98	3,646.95	0.00	(219.97)	
AMERICAN TOWER REIT INC								
3.0000	Sale	09/28/12	12/18/12	229.88	213.87	0.00	16.01	

BANK OF AMERICA (MLTC)

2012 ANNUAL STATEMENT SUMMARY
2012 PROCEEDS FROM BROKER & BARTER EXCHANGE TRANSACTIONS

1099-B

1e. Quantity	Transaction Description	1b. Date of Acquisition	1a. Date of Sale or Exchange	2a. Amount	3. Cost Basis	5. Wash Sale Loss Disallowed	Gain or (Loss)	Remarks
ACCO BRANDS CORP								
	Cash/Lieu	CUSIP Number	00081T108					
19.0000	Sale	09/07/11	05/17/12	7.44	6.47	0.00	0.97	
		09/07/11	07/30/12	161.45	173.56	0.00	(12.11)	
	Security Subtotal			168.89	180.03	0.00	(11.14)	
ANADARKO PETE CORP								
15.0000	Sale	CUSIP Number	032511107	1,216.60	1,256.40	0.00	(39.80)	
		04/11/11	01/25/12					
APPLE INC								
4.0000	Sale	CUSIP Number	037833100	2,525.75	1,324.64	0.00	1,201.11	
		04/11/11	04/05/12					
BHP BILLITON LTD ADR								
9.0000	Sale	CUSIP Number	088606108	663.45	932.49	0.00	(269.04)	
		04/11/11	03/14/12					
COMCAST CORP NEW CL A								
10.0000	Sale	CUSIP Number	20030N101	358.59	249.42	0.00	109.17	
6.0000	Sale	01/05/12	10/02/12	228.35	149.65	0.00	78.70	
		01/05/12	12/18/12					
	Security Subtotal			586.94	399.07	0.00	187.87	
CHECK POINT SOFTWARE TECH								
40.0000	Sale	CUSIP Number	M22465104	2,363.55	2,215.20	0.00	148.35	
40.0000	Sale	05/11/11	04/27/12	2,363.56	2,162.40	0.00	201.16	
		06/10/11	04/27/12					
	Security Subtotal			4,727.11	4,377.60	0.00	349.51	
COSTCO WHOLESALE CRP DEL								
6.0000	Sale	CUSIP Number	22160K105	605.33	548.57	0.00	56.76	
6.0000	Sale	03/15/12	10/02/12	598.55	548.57	0.00	49.98	
		03/15/12	12/18/12					
	Security Subtotal			1,203.88	1,097.14	0.00	106.74	
COACH INC								
42.0000	Sale	CUSIP Number	189754104	2,376.45	2,614.06	0.00	(237.61)	
		10/12/11	09/21/12					
CELGENE CORP COM								
38.0000	Sale	CUSIP Number	151020104	2,552.30	2,886.45	0.00	(334.15)	
34.0000	Sale	03/15/12	07/26/12	2,283.64	2,253.83	0.00	29.81	
		06/15/12	07/26/12					
	Security Subtotal			4,835.94	5,140.28	0.00	(304.34)	

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1e. Quantity	Transaction Description	1b. Date of Acquisition	1a. Date of Sale or Exchange	2a. Amount	3. Cost Basis	5. Wash Sale Loss Disallowed	Gain or (Loss)	Remarks
CELANESE CORP DEL SER A								
28.0000	Sale	CUSIP Number 02/16/12	150870103 10/05/12	1,046.87	1,458.46	0.00	(411.59)	
60.0000	Sale	CUSIP Number 10/28/11	10/08/12	2,217.81	2,754.72	0.00	(536.91)	
	Security Subtotal			3,264.68	4,213.18	0.00	(948.50)	
CERNER CORP COM								
18.0000	Sale	CUSIP Number 11/30/11	156782104 10/26/12	1,371.31	1,088.53	0.00	282.78	
E M C CORPORATION MASS								
12.0000	Sale	CUSIP Number 06/15/12	268648102 12/18/12	309.23	299.65	0.00	9.58	
EATON CORP								
96.0000	Sale	CUSIP Number 12/16/11	278058102 12/03/12	4,982.94	4,071.66	0.00	911.28	
16.0000	Sale	CUSIP Number 02/16/12	12/03/12	830.49	809.54	0.00	20.95	
	Security Subtotal			5,813.43	4,881.20	0.00	932.23	
EXPRESS SCRIPTS HLDG CO								
	Cash/Lieu	CUSIP Number 02/16/12	30219G108 04/25/12	15.63	15.18	0.00	0.45	
6.0000	Sale	CUSIP Number 02/16/12	10/02/12	382.97	337.23	0.00	45.74	
7.0000	Sale	CUSIP Number 02/16/12	12/18/12	387.44	393.43	0.00	(5.99)	
	Security Subtotal			786.04	745.84	0.00	40.20	
EATON CORP PLC								
7.0000	Sale	CUSIP Number 12/10/12	G29183103 12/18/12	376.73	363.33	0.00	13.40	
FREEMT-MCMRAN CPR & GLD								
61.0000	Sale	CUSIP Number 01/25/12	35671D857 07/12/12	1,936.59	2,821.07	0.00	(884.48)	
F5 NETWORKS INC COM								
2.0000	Sale	CUSIP Number 07/26/12	315616102 10/02/12	210.67	189.28	0.00	21.39	
4.0000	Sale	CUSIP Number 07/26/12	12/18/12	387.35	378.57	0.00	8.78	
	Security Subtotal			598.02	567.85	0.00	30.17	
FUSION-IO INC COM								
9.0000	Sale	CUSIP Number 09/28/12	36112J107 12/18/12	219.05	272.96	0.00	(53.91)	
GREEN MOUNTN COFFEE ROS								
24.0000	Sale	CUSIP Number 09/28/11	393122106 05/03/12	676.78	2,560.12	0.00	(1,883.34)	

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1e. Quantity	Transaction Description	1b. Date of Acquisition	1a. Date of Sale or Exchange	2a. Amount	3. Cost Basis	5. Wash Sale Loss Disallowed	Gain or (Loss)	Remarks
GOLDMAN SACHS GROUP INC								
2.0000	Sale	CUSIP Number 03/15/12	38141G104 12/18/12	254.75	246.72	0.00	8.03	
GOOGLE INC CL A								
1.0000	Sale	CUSIP Number 06/10/11	38259P508 05/02/12	604.20	512.68	0.00	91.52	
5.0000	Sale	CUSIP Number 07/20/11	38259P508 05/02/12	3,021.00	2,983.87	0.00	37.13	
	Security Subtotal			3,625.20	3,496.55	0.00	128.65	
GILEAD SCIENCES INC COM								
5.0000	Sale	CUSIP Number 08/14/12	375558103 12/18/12	381.14	287.95	0.00	93.19	
HALLIBURTON COMPANY								
41.0000	Sale	CUSIP Number 04/11/11	406216101 03/15/12	1,399.24	1,976.20	0.00	(576.96)	
10.0000	Sale	CUSIP Number 05/11/11	406216101 03/15/12	341.27	473.40	0.00	(132.13)	
9.0000	Sale	CUSIP Number 06/10/11	406216101 03/15/12	307.16	435.24	0.00	(128.08)	
	Security Subtotal			2,047.67	2,884.84	0.00	(837.17)	
JEFFERIES GROUP INC NEW								
92.0000	Sale	CUSIP Number 10/28/11	472319102 09/28/12	1,253.78	1,355.60	0.00	(101.82)	
JOHNSON AND JOHNSON COM								
11.0000	Sale	CUSIP Number 03/09/11	478160104 01/25/12	717.68	664.40	0.00	53.28	
11.0000	Sale	CUSIP Number 04/11/11	478160104 01/25/12	717.68	660.00	0.00	57.68	
10.0000	Sale	CUSIP Number 05/11/11	478160104 01/25/12	652.44	664.90	0.00	(12.46)	
30.0000	Sale	CUSIP Number 06/10/11	478160104 01/25/12	1,957.32	1,989.30	0.00	(31.98)	
3.0000	Sale	CUSIP Number 07/27/11	478160104 01/25/12	195.74	195.79	0.00	(0.05)	
56.0000	Sale	CUSIP Number 07/27/11	478160104 03/15/12	3,644.11	3,654.76	0.00	(10.65)	
	Security Subtotal			7,884.97	7,829.15	0.00	55.82	
JOHNSON CONTROLS INC								
18.0000	Sale	CUSIP Number 04/11/11	478366107 03/21/12	583.83	720.36	0.00	(136.53)	
18.0000	Sale	CUSIP Number 05/11/11	478366107 03/21/12	583.83	712.26	0.00	(128.43)	
19.0000	Sale	CUSIP Number 06/10/11	478366107 03/21/12	616.27	680.20	0.00	(63.93)	
11.0000	Sale	CUSIP Number 06/29/11	478366107 03/21/12	356.79	454.18	0.00	(97.39)	
	Security Subtotal			2,140.72	2,567.00	0.00	(426.28)	
KIMBERLY CLARK								
10.0000	Sale	CUSIP Number 04/11/11	494368103 03/14/12	726.40	657.00	0.00	69.40	

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1e. Quantity	Transaction Description	1b. Date of Acquisition	1a. Date of Sale or Exchange	2a. Amount	3. Cost Basis	5. Wash Sale Loss Disallowed	Gain or (Loss)	Remarks
ELI LILLY & CO 5.0000 Sale		CUSIP Number 09/12/12	532457108 12/18/12	245.84	232.82	0.00	13.02	
MORGAN STANLEY 170.0000 Sale		CUSIP Number 01/05/12	617446448 03/15/12	3,301.34	2,760.58	0.00	540.76	
MARVELL TECHNOLOGY GROUP 182.0000 Sale 51.0000 Sale		CUSIP Number 10/06/11 01/25/12	G5876H105 06/15/12 06/15/12	2,100.92 588.73	2,788.68 819.41	0.00 0.00	(687.76) (230.68)	
Security Subtotal				2,689.65	3,608.09	0.00	(918.44)	
MONSANTO CO NEW DEL COM 15.0000 Sale		CUSIP Number 09/28/11	61166W101 02/29/12	1,161.56	970.82	0.00	190.74	
MEDCO HEALTH SOLUTIONS I 67.0000 Sale		CUSIP Number 02/16/12	58405U102 04/03/12	1,929.60	1,220.98	0.00	708.62	
MICHAEL KORS HLDGS LTD 4.0000 Sale		CUSIP Number 04/05/12	G60754101 12/18/12	209.55	190.43	0.00	19.12	
NATIONAL-OILWELL VARCO 3.0000 Sale		CUSIP Number 11/30/11	637071101 10/02/12	240.67	213.33	0.00	27.34	
NETAPP INC 83.0000 Sale		CUSIP Number 03/21/12	64110D104 07/12/12	2,346.84	3,837.41	0.00	(1,490.57)	
NXP SEMICONDUCTORS N V 81.0000 Sale 31.0000 Sale 43.0000 Sale		CUSIP Number 12/07/11 12/08/11 12/08/11	N6596X109 06/15/12 06/15/12 06/18/12	1,651.10 631.91 881.08	1,510.98 565.97 785.06	0.00 0.00 0.00	140.12 65.94 96.02	
Security Subtotal				3,164.09	2,862.01	0.00	302.08	
ORACLE CORP \$0.01 DEL 8.0000 Sale 97.0000 Sale 6.0000 Sale		CUSIP Number 05/11/11 06/10/11 08/29/12	68389X105 04/05/12 04/05/12 12/18/12	235.51 2,855.68 196.31	283.20 3,040.95 189.37	0.00 0.00 0.00	(47.69) (185.27) 6.94	
Security Subtotal				3,287.50	3,513.52	0.00	(226.02)	
PRICELINE COM INC 1.0000 Sale		CUSIP Number 04/27/12	741503403 12/18/12	633.29	763.04	0.00	(129.75)	



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1e. Quantity	Transaction Description	1b. Date of Acquisition	1a. Date of Sale or Exchange	2a. Amount	3. Cost Basis	5. Wash Sale Loss Disallowed	Gain or (Loss)	Remarks
PHILLIPS 66 SHS	Cash/Lieu	CUSIP Number 09/07/11	718546104 05/24/12	15.73	15.31	0.00	0.42	
PEPSICO INC	4.0000 Sale	CUSIP Number 07/12/12	713448108 10/02/12	283.48	279.87	0.00	3.61	
	3.0000 Sale	07/12/12	12/18/12	212.00	209.91	0.00	2.09	
	Security Subtotal			495.48	489.78	0.00	5.70	
PRAXAIR INC	5.0000 Sale	CUSIP Number 04/11/11	74005P104 03/15/12	551.78	510.95	0.00	40.83	
PROCTER & GAMBLE CO	38.0000 Sale	CUSIP Number 03/09/11	742718109 02/16/12	2,473.88	2,361.32	0.00	112.56	
	28.0000 Sale	04/11/11	02/16/12	1,822.86	1,747.48	0.00	75.38	
	31.0000 Sale	05/11/11	04/27/12	1,984.43	2,046.00	0.00	(61.57)	
	Security Subtotal			6,281.17	6,154.80	0.00	126.37	
QUALCOMM INC	44.0000 Sale	CUSIP Number 04/11/11	747525103 02/29/12	2,736.17	2,366.32	0.00	369.85	
RANGE RESOURCES CORP DEL	38.0000 Sale	CUSIP Number 09/23/11	75281A109 06/15/12	2,169.01	2,468.11	0.00	(299.10)	
	18.0000 Sale	01/25/12	06/15/12	1,027.44	1,078.41	0.00	(50.97)	
	Security Subtotal			3,196.45	3,546.52	0.00	(350.07)	
RED HAT INC	12.0000 Sale	CUSIP Number 04/11/11	756577102 03/15/12	605.95	542.52	0.00	63.43	
	36.0000 Sale	05/11/11	03/15/12	1,817.86	1,697.76	0.00	120.10	
	Security Subtotal			2,423.81	2,240.28	0.00	183.53	
RACKSPACE HOSTING INC	52.0000 Sale	CUSIP Number 03/15/12	750086100 09/28/12	3,417.72	2,933.52	0.00	484.20	
SANDISK CORP INC	51.0000 Sale	CUSIP Number 10/28/11	80004C101 02/16/12	2,431.40	2,712.03	0.00	(280.63)	



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1e. Quantity	Transaction Description	1b. Date of Acquisition	1a. Date of Sale or Exchange	2a. Amount	3. Cost Basis	5. Wash Sale Loss Disallowed	Gain or (Loss)	Remarks
STARBUCKS CORP								
32.0000	Sale	04/11/11	855244109 01/05/12	1,480.99	1,141.12	0.00	339.87	
2.0000	Sale	05/11/11	01/05/12	92.57	72.44	0.00	20.13	
	Security Subtotal			1,573.56	1,213.56	0.00	360.00	
TEXAS INSTRUMENTS								
109.0000	Sale	02/16/12	882508104 03/21/12	3,670.33	3,696.23	0.00	(25.90)	
TIFFANY & CO NEW								
39.0000	Sale	06/16/11	886547108 01/25/12	2,487.85	2,833.10	0.00	(345.25)	
UNDER ARMOUR INC								
4.0000	Sale	05/02/12	904311107 12/18/12	201.43	201.90	0.00	(0.47)	
VERIFONE SYSTEMS INC								
31.0000	Sale	10/28/11	92342Y109 08/14/12	1,045.67	1,329.81	0.00	(284.14)	
VALEANT PHARMACEUTICALS								
14.0000	Sale	02/29/12	91911K102 09/13/12	816.16	742.07	0.00	74.09	
4.0000	Sale	02/29/12	12/18/12	239.39	212.02	0.00	27.37	
	Security Subtotal			1,055.55	954.09	0.00	101.46	
ACE LIMITED								
3.0000	Sale	10/05/11	H0023R105 10/02/12	231.59	182.97	0.00	48.62	
WAL-MART STORES INC								
17.0000	Sale	04/11/11	931142103 03/15/12	1,037.84	897.94	0.00	139.90	
17.0000	Sale	05/11/11	03/15/12	1,037.85	939.08	0.00	98.77	
18.0000	Sale	06/10/11	03/15/12	1,098.90	958.14	0.00	140.76	
27.0000	Sale	08/24/11	03/15/12	1,648.36	1,436.21	0.00	212.15	
	Security Subtotal			4,822.95	4,231.37	0.00	591.58	
Covered Short Term Capital Gains and Losses Subtotal				118,503.09	120,751.47	0.00	(2,248.38)	

NONCOVERED TRANSACTIONS - 1099-B Line 6a. (cost basis not reported to the IRS)

AT&T INC 0.87% FEB13 15	CUSIP Number	00206RBB7	05/01/12	8,979.57	9,002.93	0.00	(23.36)
9000.0000	Sale						

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1e. Quantity	Transaction Description	1b. Date of Acquisition	CUSIP Number	1a. Date of Sale or Exchange	2a. Amount	3. Cost Basis	5. Wash Sale Loss Disallowed	Gain or (Loss)	Remarks
BK OF NEW YORK ME 4 30% 14 1000.0000 Sale		11/15/11	CUSIP Number 06406HBL2	11/06/12	1,057.30	1,052.38	0.00	4.92	
CRED SUIS FB USA 5 12% 15 8000.0000 Sale		09/08/11	CUSIP Number 22541LBK8	02/10/12	8,707.68	8,595.90	0.00	111.78	
CHEVRON CORP 4.95% MAR03 19 8000.0000 Sale		09/08/11	CUSIP Number 166751AJ6	02/21/12	9,558.00	9,473.25	0.00	84.75	
CONOCOPHILLIPS 4.60% 2015 7000.0000 Sale		09/08/11	CUSIP Number 20825CAT1	08/08/12	7,661.43	7,541.88	0.00	119.55	
ENTERPRISE PRODUC 1 25% 15 1000.0000 Sale		08/08/12	CUSIP Number 29379VAX1	12/18/12	1,005.09	1,002.58	0.00	2.51	
GOLDMAN SACHS GRO 5.25% 21 1000.0000 Sale		02/10/12	CUSIP Number 38141GGQ1	10/02/12	1,119.02	1,006.92	0.00	112.10	
GOLDMAN SACHS GRO 5.45% 12 17000.0000 Sale 2000.0000 Sale		09/08/11 11/15/11	CUSIP Number 38144LAC4	02/10/12 02/10/12	17,470.04 2,055.31	17,451.03 2,049.51	0.00 0.00	19.01 5.80	
Security Subtotal					19,525.35	19,500.54	0.00	24.81	
KINDER MORGAN ENE 3.95% 22 2000.0000 Sale		03/12/12	CUSIP Number 494550BL9	10/02/12	2,166.90	2,004.75	0.00	162.15	
OMNICOM GROUP INC 3.62% 22 1000.0000 Sale		05/01/12	CUSIP Number 681919AZ9	10/19/12	1,061.81	1,001.27	0.00	60.54	
TARGET CORP 2.90% JAN15 22 8000.0000 Sale 1000.0000 Sale		01/12/12 10/02/12	CUSIP Number 87612EAAZ9	10/16/12 10/16/12	8,567.44 1,070.93	7,999.28 1,072.07	0.00 0.00	568.16 (1.14)	
Security Subtotal					9,638.37	9,071.35	0.00	567.02	
TARGET CORP 5.87% MAR01 12 7000.0000 Sale 1000.0000 Sale		09/08/11 11/15/11	CUSIP Number 87612EAAH9	02/10/12 02/10/12	7,017.78 1,002.54	7,017.19 1,002.51	0.00 0.00	0.59 0.03	
Security Subtotal					8,020.32	8,019.70	0.00	0.62	

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1e. Quantity	Transaction Description	1b. Date of Acquisition	1a. Date of Sale or Exchange	2a. Amount	3. Cost Basis	5. Wash Sale Loss Disallowed	Gain or (Loss)	Remarks
WELLS FARGO & CO 1.25% 15 1000.0000 Sale		CUSIP Number 02/10/12	94974BFA3 10/19/12	1,008.98	997.95	0.00	11.03	
USD BARRICK GOLD COR 8000.0000 Sale		CUSIP Number 12/08/11	067901AF5 07/31/12	8,410.72	8,191.39	0.00	219.33	
FEDERAL HOME LN MTG CORP 1000.0000 Sale		CUSIP Number 06/07/12	3137EADH9 12/19/12	1,008.42	999.05	0.00	9.37	
FEDERAL HOME LN MTG CORP 20000.0000 Sale		CUSIP Number 09/08/11	3134A4JU6 06/07/12	21,920.20	21,880.79	0.00	39.41	
US TSY 0 250% FEB 28 2014 9000.0000 Sale		CUSIP Number 03/12/12	912828SG6 10/25/12	8,998.92	8,987.73	0.00	11.19	
US TSY 0 250% MAR 31 2014 1000.0000 Sale		CUSIP Number 04/04/12	912828SL5 12/18/12	1,000.54	998.09	0.00	2.45	
US TSY 1 000% MAR 31 2017 2000.0000 Sale		CUSIP Number 07/30/12	912828SM3 12/18/12	2,031.79	2,035.44	0.00	(3.65)	
US TSY 0 250% APR 30 2014 3000.0000 Sale		CUSIP Number 05/01/12	912828SR2 12/18/12	3,001.63	2,998.95	0.00	2.68	
US TSY 1 625% AUG 15 2022 1000.0000 Sale		CUSIP Number 10/25/12	912828TJ9 12/18/12	987.26	982.15	0.00	5.11	
US TSY 1 375% SEP 15 2012 31000.0000 Sale		CUSIP Number 09/08/11	912828LM0 06/07/12	31,102.82	31,383.97	0.00	(281.15)	
1000.0000 Sale		11/15/11	06/07/12	1,003.32	1,010.24	0.00	(6.92)	
Security Subtotal				32,106.14	32,394.21	0.00	(288.07)	
US TSY 3 375% NOV 15 2019 18000.0000 Sale		CUSIP Number 09/08/11	912828LY4 04/04/12	20,055.87	20,227.21	0.00	(171.34)	
US TSY 2 625% AUG 15 2020 3000.0000 Sale		CUSIP Number 09/08/11	912828NT3 03/12/12	3,215.73	3,184.21	0.00	31.52	
10000.0000 Sale		09/08/11	05/01/12	10,754.25	10,604.74	0.00	149.51	
1000 0000 Sale		11/15/11	05/01/12	1,075.43	1,064.89	0.00	10.54	
Security Subtotal				15,045.41	14,853.84	0.00	191.57	



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1e. Quantity	Transaction Description	1b. Date of Acquisition	1a. Date of Sale or Exchange	2a. Amount	3. Cost Basis	5. Wash Sale Loss Disallowed	Gain or (Loss)	Remarks
US TSY 1.250% APR 15 2014 1000.0000 Sale		CUSIP Number 10/16/12	912828QC7 12/18/12	1,013.55	1,013.06	0.00	0.49	
US TSY 0.125% SEP 30 2013 30000.0000 Sale		CUSIP Number 06/18/12	912828RK8 07/30/12	29,972.95	29,948.54	0.00	24.41	
Noncovered Short Term Capital Gains and Losses Subtotal				225,063.22	223,781.85	0.00	1,281.37	
NET SHORT TERM CAPITAL GAINS AND LOSSES				343,566.31	344,533.32	0.00	(967.01)	

LONG TERM CAPITAL GAINS AND LOSSES - 1099-B Line 1c.

COVERED TRANSACTIONS - 1099-B Line 6b. (cost basis reported to the IRS)

ABBOTT LABS 19.0000 Sale 6.0000 Sale 3.0000 Sale 5.0000 Sale Security Subtotal	CUSIP Number 03/09/11 04/11/11 04/11/11 04/11/11	002824100 08/29/12 08/29/12 10/19/12 12/18/12	1,249.15 394.48 200.84 329.99 2,174.46	933.09 305.52 152.76 254.60 1,645.97	0.00 0.00 0.00 0.00 0.00	316.06 88.96 48.08 75.39 528.49	
AMAZON COM INC COM 1.0000 Sale 4.0000 Sale Security Subtotal	CUSIP Number 04/11/11 04/11/11	023135106 10/02/12 12/18/12	251.76 1,048.86 1,300.62	184.01 736.04 920.05	0.00 0.00 0.00	67.75 312.82 380.57	
AMERISOURCEBERGEN CORP 105.0000 Sale Security Subtotal	CUSIP Number 07/06/11	03073E105 08/29/12	3,938.43	4,528.42	0.00	(589.99)	
ALPHA NATURAL RESOURCES 26.0000 Sale 32.0000 Sale 33.0000 Sale Security Subtotal	CUSIP Number 04/11/11 05/11/11 06/10/11	02076X102 06/29/12 06/29/12 06/29/12	224.84 276.73 285.39 786.96	1,436.53 1,738.09 1,520.31 4,694.93	0.00 0.00 0.00 0.00	(1,211.69) (1,461.36) (1,234.92) (3,907.97)	



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1e. Quantity	Transaction Description	1b. Date of Acquisition	1a. Date of Sale or Exchange	2a. Amount	3. Cost Basis	5. Wash Sale Loss Disallowed	Gain or (Loss)	Remarks
ACCO BRANDS CORP								
9,000	Sale	03/09/11	000811108	76.46	85.81	0.00	(9.35)	
10,000	Sale	04/11/11	07/30/12	84.96	104.33	0.00	(19.37)	
10,000	Sale	05/11/11	07/30/12	84.96	113.30	0.00	(28.34)	
10,000	Sale	06/10/11	07/30/12	84.96	107.86	0.00	(22.90)	
Security Subtotal				331.34	411.30	0.00	(79.96)	
AT&T INC								
15,000	Sale	03/09/11	00206R102	569.28	432.75	0.00	136.53	
24,000	Sale	03/09/11	12/18/12	823.66	692.40	0.00	131.26	
Security Subtotal				1,392.94	1,125.15	0.00	267.79	
AMER EXPRESS COMPANY								
7,000	Sale	03/09/11	025816109	406.34	314.44	0.00	91.90	
ANADARKO PETE CORP								
11,000	Sale	04/11/11	032511107	756.26	921.36	0.00	(165.10)	
13,000	Sale	05/11/11	08/14/12	893.77	976.30	0.00	(82.53)	
3,000	Sale	05/11/11	12/18/12	226.16	225.30	0.00	0.86	
Security Subtotal				1,876.19	2,122.96	0.00	(246.77)	
APPLE INC								
1,000	Sale	04/11/11	037833100	611.53	331.16	0.00	280.37	
1,000	Sale	04/11/11	10/02/12	661.15	331.16	0.00	329.99	
4,000	Sale	04/11/11	12/18/12	2,119.07	1,324.64	0.00	794.43	
Security Subtotal				3,391.75	1,986.96	0.00	1,404.79	
BROADCOM CORP CALIF CL A								
6,000	Sale	04/11/11	111320107	201.77	237.00	0.00	(35.23)	
BIOGEN IDEC INC								
2,000	Sale	09/07/11	09062X103	307.21	184.92	0.00	122.29	
BANK OF NOVA SCOTIA								
4,000	Sale	03/09/11	064149107	219.87	241.44	0.00	(21.57)	
12,000	Sale	03/09/11	12/18/12	699.22	724.32	0.00	(25.10)	
Security Subtotal				919.09	965.76	0.00	(46.67)	

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1e. Quantity	Transaction Description	1b. Date of Acquisition	1a. Date of Sale or Exchange	2a. Amount	3. Cost Basis	5. Wash Sale Loss Disallowed	Gain or (Loss)	Remarks
BHP BILLITON LTD ADR								
38.0000	Sale	03/09/11	088606108 03/14/12	2,801.21	3,501.70	0.00	(700.49)	
13.0000	Sale	04/11/11	12/18/12	1,009.56	1,346.93	0.00	(337.37)	
	Security Subtotal			3,810.77	4,848.63	0.00	(1,037.86)	
BOEING COMPANY								
12.0000	Sale	04/11/11	097023105 12/18/12	903.10	886.08	0.00	17.02	
BRISTOL-MYERS SQUIBB CO								
12.0000	Sale	03/09/11	110122108 10/02/12	409.42	316.08	0.00	93.34	
26.0000	Sale	03/09/11	12/18/12	857.46	684.84	0.00	172.62	
	Security Subtotal			1,266.88	1,000.92	0.00	265.96	
COMCAST CRP NEW CL A SPL								
8.0000	Sale	03/09/11	20030N200 10/19/12	289.11	192.24	0.00	96.87	
8.0000	Sale	03/09/11	12/18/12	294.15	192.24	0.00	101.91	
	Security Subtotal			583.26	384.48	0.00	198.78	
CENTURYLINK INC SHS								
8.0000	Sale	03/09/11	156700106 10/19/12	313.67	322.96	0.00	(9.29)	
5.0000	Sale	03/09/11	12/18/12	199.39	201.85	0.00	(2.46)	
	Security Subtotal			513.06	524.81	0.00	(11.75)	
CAMECO CORP COM								
32.0000	Sale	03/09/11	13321L108 09/17/12	692.77	1,229.12	0.00	(536.35)	
7.0000	Sale	04/11/11	09/17/12	151.54	205.45	0.00	(53.91)	
17.0000	Sale	05/11/11	09/17/12	368.05	482.97	0.00	(114.92)	
2.0000	Sale	05/11/11	09/18/12	43.50	56.82	0.00	(13.32)	
20.0000	Sale	06/10/11	09/18/12	435.09	522.00	0.00	(86.91)	
36.0000	Sale	09/07/11	09/18/12	783.18	824.04	0.00	(40.86)	
	Security Subtotal			2,474.13	3,320.40	0.00	(846.27)	
CANADIAN NATL RAILWAY CO								
4.0000	Sale	03/09/11	136375102 10/02/12	355.72	298.68	0.00	57.04	
8.0000	Sale	03/09/11	12/18/12	737.08	597.36	0.00	139.72	
	Security Subtotal			1,092.80	896.04	0.00	196.76	
CONSOL ENERGY INC COM								
8.0000	Sale	03/09/11	20854P109 12/18/12	274.23	398.16	0.00	(123.93)	



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1e. Quantity	Transaction Description	1b. Date of Acquisition	1a. Date of Sale or Exchange	2a. Amount	3. Cost Basis	5. Wash Sale Loss Disallowed	Gain or (Loss)	Remarks
CHECK POINT SOFTWARE TECH								
11 0000	Sale	CUSIP Number 04/11/11	M22465104 04/27/12	649.97	563.31	0.00	86.66	
CHEVRON CORP								
3.0000	Sale	CUSIP Number 03/09/11	166764100 10/02/12	351.96	306.72	0.00	45.24	
3.0000	Sale	CUSIP Number 03/09/11	166764100 10/19/12	343.61	306.72	0.00	36.89	
10.0000	Sale	CUSIP Number 03/09/11	166764100 12/18/12	1,097.48	1,022.40	0.00	75.08	
	Security Subtotal			1,793.05	1,635.84	0.00	157.21	
CONOCOPHILLIPS								
5.0000	Sale	CUSIP Number 03/09/11	20825C104 10/19/12	289.34	300.54	0.00	(11.20)	
4.0000	Sale	CUSIP Number 03/09/11	20825C104 12/18/12	235.87	240.43	0.00	(4.56)	
	Security Subtotal			525.21	540.97	0.00	(15.76)	
CATERPILLAR INC DEL								
4.0000	Sale	CUSIP Number 03/09/11	149123101 10/02/12	340.08	501.81	0.00 (Y)	(161.73)	
12.0000	Sale	CUSIP Number 03/09/11	149123101 12/18/12	1,089.58	1,505.45	0.00 (Y)	(415.87)	
	Security Subtotal			1,429.66	2,007.26	0.00	(577.60)	
CERNER CORP								
15.0000	COM Sale	CUSIP Number 03/09/11	156782104 09/13/12	1,072.34	778.80	0.00	293.54	
12.0000	Sale	CUSIP Number 04/11/11	156782104 09/13/12	857.88	657.84	0.00	200.04	
24.0000	Sale	CUSIP Number 05/11/11	156782104 09/13/12	1,715.76	1,436.64	0.00	279.12	
14.0000	Sale	CUSIP Number 06/10/11	156782104 09/13/12	1,000.87	816.48	0.00	184.39	
10 0000	Sale	CUSIP Number 06/10/11	156782104 10/26/12	761.83	583.20	0.00	178.63	
	Security Subtotal			5,408.68	4,272.96	0.00	1,135.72	
CHUBB CORP								
3 0000	Sale	CUSIP Number 03/09/11	171232101 10/02/12	231.77	179.55	0.00	52.22	
10.0000	Sale	CUSIP Number 03/09/11	171232101 12/18/12	771.68	598.50	0.00	173.18	
	Security Subtotal			1,003.45	778.05	0.00	225.40	
COCA COLA COM								
8.0000	Sale	CUSIP Number 03/09/11	191216100 10/02/12	307.21	262.56	0.00	44.65	
29.0000	Sale	CUSIP Number 03/09/11	191216100 12/18/12	1,087.03	951.78	0.00	135.25	
	Security Subtotal			1,394.24	1,214.34	0.00	179.90	



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1e. Quantity	Transaction Description	1b. Date of Acquisition	1a. Date of Sale or Exchange	2a. Amount	3. Cost Basis	5. Wash Sale Loss Disallowed	Gain or (Loss)	Remarks
DANAHER CORP DEL COM								
4.0000	Sale	03/09/11	10/02/12	224.89	206.60	0.00	18.29	
2.0000	Sale	03/09/11	12/18/12	112.05	103.30	0.00	8.75	
11.0000	Sale	04/11/11	12/18/12	616.32	567.93	0.00	48.39	
	Security Subtotal			953.26	877.83	0.00	75.43	
DIAGEO PLC SPSP ADR NEW								
7.0000	Sale	03/09/11	10/02/12	800.40	544.88	0.00	255.52	
2.0000	Sale	03/09/11	10/19/12	226.35	155.68	0.00	70.67	
7.0000	Sale	03/09/11	12/18/12	833.40	544.88	0.00	288.52	
	Security Subtotal			1,860.15	1,245.44	0.00	614.71	
DOMINION RES INC NEW VA								
9.0000	Sale	03/09/11	10/02/12	478.43	417.24	0.00	61.19	
4.0000	Sale	03/09/11	10/19/12	214.33	185.44	0.00	28.89	
10.0000	Sale	03/09/11	12/18/12	520.79	463.60	0.00	57.19	
	Security Subtotal			1,213.55	1,066.28	0.00	147.27	
DEERE CO								
5.0000	Sale	03/09/11	10/02/12	412.74	448.55	0.00	(35.81)	
10.0000	Sale	03/09/11	12/18/12	868.88	897.10	0.00	(28.22)	
	Security Subtotal			1,281.62	1,345.65	0.00	(64.03)	
DOW CHEMICAL CO								
10.0000	Sale	06/10/11	12/18/12	326.09	351.60	0.00	(25.51)	
DU PONT E I DE NEMOURS								
8.0000	Sale	03/09/11	10/02/12	397.63	429.68	0.00	(32.05)	
20.0000	Sale	03/09/11	12/18/12	897.58	1,074.20	0.00	(176.62)	
	Security Subtotal			1,295.21	1,503.88	0.00	(208.67)	
EBAY INC								
5.0000	Sale	09/23/11	10/02/12	241.99	158.09	0.00	83.90	
5.0000	Sale	09/23/11	12/18/12	260.64	158.09	0.00	102.55	
	Security Subtotal			502.63	316.18	0.00	186.45	

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1e. Quantity	Transaction Description	1b. Date of Acquisition	1a. Date of Sale or Exchange	2a. Amount	3. Cost Basis	5. Wash Sale Loss Disallowed	Gain or (Loss)	Remarks
ENBRIDGE INC COM								
10.0000	Sale	03/09/11	29250N105 10/02/12	394.84	294.00	0.00	100.84	
16.0000	Sale	03/09/11	12/18/12	688.14	470.40	0.00	217.74	
	Security Subtotal			1,082.98	764.40	0.00	318.58	
EXXON MOBIL CORP COM								
33.0000	Sale	03/09/11	30231G102 07/26/12	2,850.99	2,780.58	0.00	70.41	
32.0000	Sale	04/11/11	07/26/12	2,764.59	2,752.32	0.00	12.27	
6.0000	Sale	05/11/11	07/26/12	518.37	490.32	0.00	28.05	
6.0000	Sale	05/11/11	10/02/12	551.05	490.32	0.00	60.73	
3.0000	Sale	05/11/11	10/19/12	278.26	245.16	0.00	33.10	
13.0000	Sale	05/11/11	12/18/12	1,161.78	1,062.36	0.00	99.42	
	Security Subtotal			8,125.04	7,821.06	0.00	303.98	
EQT CORP								
5.0000	Sale	03/09/11	26884L109 12/18/12	290.04	234.20	0.00	55.84	
FIRSTENERGY CORP								
5.0000	Sale	03/09/11	337932107 10/02/12	221.19	193.25	0.00	27.94	
5.0000	Sale	03/09/11	12/18/12	207.29	193.25	0.00	14.04	
	Security Subtotal			428.48	386.50	0.00	41.98	
GENL DYNAMICS CORP COM								
3.0000	Sale	03/09/11	369550108 10/02/12	202.91	248.43	0.00 (Y)	(45.52)	
1.0000	Sale	03/09/11	12/18/12	68.54	82.82	0.00 (Y)	(14.28)	
3.0000	Sale	05/11/11	12/18/12	205.65	224.64	0.00	(18.99)	
	Security Subtotal			477.10	555.89	0.00	(78.79)	
GENERAL ELECTRIC								
15.0000	Sale	03/09/11	369604103 10/02/12	344.23	309.75	0.00	34.48	
27.0000	Sale	03/09/11	12/18/12	578.33	557.55	0.00	20.78	
	Security Subtotal			922.56	867.30	0.00	55.26	
GENERAL MILLS								
6.0000	Sale	03/09/11	370334104 10/19/12	241.61	224.46	0.00	17.15	
6.0000	Sale	03/09/11	12/18/12	249.59	224.46	0.00	25.13	
	Security Subtotal			491.20	448.92	0.00	42.28	



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1e. Quantity	Transaction Description	1b. Date of Acquisition	1a. Date of Sale or Exchange	2a. Amount	3. Cost Basis	5. Wash Sale Loss Disallowed	Gain or (Loss)	Remarks
GOOGLE INC CL A								
1.0000	Sale	CUSIP Number 07/20/11	38259P508 12/18/12	727.98	596.78	0.00	131.20	
HALLIBURTON COMPANY								
19.0000	Sale	CUSIP Number 03/09/11	406216101 03/15/12	648.42	858.23	0.00	(209.81)	
HONEYWELL INTL INC DEL								
4.0000	Sale	CUSIP Number 04/08/11	438516106 10/19/12	251.83	233.17	0.00	18.66	
3.0000	Sale		12/18/12	191.39	174.88	0.00	16.51	
	Security Subtotal			443.22	408.05	0.00	35.17	
HOME DEPOT INC								
26.0000	Sale	CUSIP Number 03/09/11	437076102 06/15/12	1,343.83	978.64	0.00	365.19	
25.0000	Sale		06/15/12	1,292.14	940.97	0.00	351.17	
2.0000	Sale		06/15/12	103.38	75.80	0.00	27.58	
6.0000	Sale		10/19/12	370.37	227.40	0.00	142.97	
13.0000	Sale		12/18/12	820.93	492.70	0.00	328.23	
	Security Subtotal			3,930.65	2,715.51	0.00	1,215.14	
INTEL CORP								
10.0000	Sale	CUSIP Number 03/09/11	458140100 10/19/12	214.29	212.50	0.00	1.79	
12.0000	Sale		12/18/12	250.55	255.00	0.00	(4.45)	
	Security Subtotal			464.84	467.50	0.00	(2.66)	
INTL BUSINESS MACHINES								
2.0000	Sale	CUSIP Number 03/09/11	459200101 10/02/12	419.84	332.56	0.00	87.28	
5.0000	Sale		12/18/12	975.38	831.40	0.00	143.98	
	Security Subtotal			1,395.22	1,163.96	0.00	231.26	
JEFFERIES GROUP INC NEW								
32.0000	Sale	CUSIP Number 04/11/11	472319102 09/28/12	436.09	792.96	0.00	(356.87)	
38.0000	Sale		09/28/12	517.85	902.12	0.00	(384.27)	
41.0000	Sale		09/28/12	558.74	854.03	0.00	(295.29)	
	Security Subtotal			1,512.68	2,549.11	0.00	(1,036.43)	
JPMORGAN CHASE & CO								
8.0000	Sale	CUSIP Number 03/09/11	46625H100 10/02/12	325.79	373.28	0.00	(47.49)	
34.0000	Sale		12/18/12	1,484.07	1,586.44	0.00	(102.37)	
	Security Subtotal			1,809.86	1,959.72	0.00	(149.86)	

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JOHNSON AND JOHNSON COM								
9.0000	Sale	CUSIP Number 08/17/11	478160104 12/18/12	638.27	577.07	0.00	61.20	
JOHNSON CONTROLS INC								
18.0000	Sale	CUSIP Number 03/18/11	478366107 03/21/12	583.83	722.34	0.00	(138.51)	
10.0000	Sale	06/29/11	12/18/12	292.39	412.89	0.00	(120.50)	
	Security Subtotal			876.22	1,135.23	0.00	(259.01)	
KIMBERLY CLARK								
15.0000	Sale	CUSIP Number 03/09/11	494368103 03/14/12	1,089.58	972.75	0.00	116.83	
3.0000	Sale	04/11/11	12/18/12	257.87	197.10	0.00	60.77	
	Security Subtotal			1,347.45	1,169.85	0.00	177.60	
LAS VEGAS SANDS CORP								
10.0000	Sale	CUSIP Number 04/11/11	517834107 10/02/12	460.59	441.00	0.00	19.59	
7.0000	Sale	04/11/11	12/18/12	327.59	308.70	0.00	18.89	
1.0000	Sale	05/11/11	12/18/12	46.80	44.47	0.00	2.33	
	Security Subtotal			834.98	794.17	0.00	40.81	
LORILLARD INC								
3.0000	Sale	CUSIP Number 03/09/11	544147101 10/02/12	348.27	237.63	0.00	110.64	
2.0000	Sale	03/09/11	12/18/12	233.51	158.42	0.00	75.09	
	Security Subtotal			581.78	396.05	0.00	185.73	
LIMITED BRANDS INC								
6.0000	Sale	CUSIP Number 03/09/11	532716107 12/18/12	290.39	188.04	0.00	102.35	
MONSANTO CO NEW DEL COM								
3.0000	Sale	CUSIP Number 09/28/11	61166W101 10/02/12	268.64	194.16	0.00	74.48	
4.0000	Sale	09/28/11	12/18/12	369.91	258.89	0.00	111.02	
	Security Subtotal			638.55	453.05	0.00	185.50	
MARATHON OIL CORP								
10.0000	Sale	CUSIP Number 03/09/11	565849106 12/18/12	309.59	294.97	0.00	14.62	
MEADWESTVACO CORP								
13.0000	Sale	CUSIP Number 03/09/11	583334107 12/18/12	405.64	331.30	0.00	74.34	

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MERCK AND CO INC SHS								
12.0000	Sale	03/09/11	58933Y105 10/02/12	545.86	399.60	0.00	146.26	
19.0000	Sale	03/09/11	12/18/12	841.68	632.70	0.00	208.98	
3.0000	Sale	04/11/11	12/18/12	132.90	101.04	0.00	31.86	
Security Subtotal				1,520.44	1,133.34	0.00	387.10	
MARATHON PETROLEUM CORP								
5.0000	Sale	03/09/11	56585A102 12/18/12	315.24	199.53	0.00	115.71	
MANPOWERGROUP								
2.0000	Sale	03/09/11	56418H100 09/28/12	73.86	129.98	0.00	(56.12)	
20.0000	Sale	04/11/11	09/28/12	738.63	1,255.80	0.00	(517.17)	
20.0000	Sale	05/11/11	09/28/12	738.64	1,290.40	0.00	(551.76)	
1.0000	Sale	06/10/11	09/28/12	36.94	54.97	0.00	(18.03)	
20.0000	Sale	06/10/11	10/01/12	734.34	1,099.40	0.00	(365.06)	
Security Subtotal				2,322.41	3,830.55	0.00	(1,508.14)	
MCDONALDS CORP COM								
7.0000	Sale	03/09/11	580135101 10/02/12	643.61	531.58	0.00	112.03	
15.0000	Sale	03/09/11	12/18/12	1,360.17	1,139.10	0.00	221.07	
Security Subtotal				2,003.78	1,670.68	0.00	333.10	
MICROSOFT CORP								
23.0000	Sale	03/09/11	594918104 12/18/12	630.64	593.63	0.00	37.01	
19.0000	Sale	04/11/11	12/18/12	520.97	495.33	0.00	25.64	
Security Subtotal				1,151.61	1,088.96	0.00	62.65	
NATIONAL-OILWELL VARCO								
3.0000	Sale	11/30/11	637071101 12/18/12	204.56	213.33	0.00	(8.77)	
NEXTERA ENERGY INC SHS								
8.0000	Sale	03/09/11	65339F101 10/02/12	564.25	445.28	0.00	118.97	
3.0000	Sale	03/09/11	10/19/12	215.96	166.98	0.00	48.98	
8.0000	Sale	03/09/11	12/18/12	567.99	445.28	0.00	122.71	
Security Subtotal				1,348.20	1,057.54	0.00	290.66	

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1e. Quantity	Transaction Description	1b. Date of Acquisition	1a. Date of Sale or Exchange	2a. Amount	3. Cost Basis	5. Wash Sale Loss Disallowed	Gain or (Loss)	Remarks
NORTHEAST UTILITIES COM								
6,000	Sale	03/09/11	10/02/12	233.03	210.30	0.00	22.73	
7,000	Sale	03/09/11	12/18/12	276.84	245.35	0.00	31.49	
	Security Subtotal			509.87	455.65	0.00	54.22	
NORTHROP GRUMMAN CORP								
3,000	Sale	03/09/11	10/19/12	211.79	182.58	0.00	29.21	
4,000	Sale	03/09/11	12/18/12	272.47	243.44	0.00	29.03	
	Security Subtotal			484.26	426.02	0.00	58.24	
OCCIDENTAL PETE CORP CAL								
3,000	Sale	03/09/11	10/02/12	257.26	302.67	0.00	(45.41)	
11,000	Sale	03/09/11	12/18/12	860.18	1,109.79	0.00	(249.61)	
	Security Subtotal			1,117.44	1,412.46	0.00	(295.02)	
PRUDENTIAL FINANCIAL INC								
7,000	Sale	03/09/11	12/18/12	367.77	451.08	0.00	(83.31)	
PEABODY ENERGY CORP COM								
9,000	Sale	03/09/11	12/18/12	244.34	586.62	0.00	(342.28)	
PHILIP MORRIS INTL INC								
6,000	Sale	03/09/11	10/02/12	550.15	385.38	0.00	164.77	
6,000	Sale	03/09/11	10/19/12	535.73	385.38	0.00	150.35	
6,000	Sale	03/09/11	12/18/12	520.97	385.38	0.00	135.59	
	Security Subtotal			1,606.85	1,156.14	0.00	450.71	
PHILLIPS 66 SHS								
4,000	Sale	03/09/11	12/18/12	212.23	142.90	0.00	69.33	
PFIZER INC								
29,000	Sale	03/09/11	10/02/12	734.10	569.27	0.00	164.83	
27,000	Sale	03/09/11	12/18/12	690.22	530.01	0.00	160.21	
11,000	Sale	04/11/11	12/18/12	281.21	227.04	0.00	54.17	
	Security Subtotal			1,705.53	1,326.32	0.00	379.21	

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1e. Quantity	Transaction Description	1b. Date of Acquisition	1a. Date of Sale or Exchange	2a. Amount	3. Cost Basis	5. Wash Sale Loss Disallowed	Gain or (Loss)	Remarks
PRAXAIR INC								
14.0000	Sale	03/09/11	03/15/12	1,544.95	1,369.06	0.00	175.89	
4.0000	Sale	04/11/11	12/18/12	435.91	408.76	0.00	27.15	
	Security Subtotal			1,980.86	1,777.82	0.00	203.04	
PRECISION CASTPARTS								
2.0000	Sale	09/14/11	12/18/12	374.19	329.99	0.00	44.20	
PROCTER & GAMBLE CO								
39.0000	Sale	04/11/11	04/27/12	2,496.53	2,433.99	0.00	62.54	
7.0000	Sale	05/11/11	10/02/12	486.43	462.00	0.00	24.43	
11.0000	Sale	05/11/11	12/18/12	772.18	726.00	0.00	46.18	
	Security Subtotal			3,755.14	3,621.99	0.00	133.15	
PUB SVC ENTERPRISE GRP								
7.0000	Sale	03/09/11	10/02/12	224.26	226.94	0.00	(2.68)	
7.0000	Sale	03/09/11	12/18/12	216.60	226.94	0.00	(10.34)	
	Security Subtotal			440.86	453.88	0.00	(13.02)	
QUALCOMM INC								
16.0000	Sale	04/11/11	12/18/12	1,013.42	860.48	0.00	152.94	
RIO TINTO PLC SPNSRD ADR								
4.0000	Sale	03/09/11	12/18/12	232.41	266.88	0.00	(34.47)	
1.0000	Sale	04/08/11	12/18/12	58.10	74.40	0.00	(16.30)	
6.0000	Sale	04/11/11	12/18/12	348.62	447.78	0.00	(99.16)	
	Security Subtotal			639.13	789.06	0.00	(149.93)	
RAYTHEON CO DELAWARE NEW								
5.0000	Sale	03/09/11	10/02/12	275.86	262.50	0.00	13.36	
15.0000	Sale	03/09/11	12/18/12	881.11	787.50	0.00	93.61	
	Security Subtotal			1,156.97	1,050.00	0.00	106.97	
RED HAT INC								
4.0000	Sale	05/11/11	12/18/12	208.51	188.64	0.00	19.87	

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1e. Quantity	Transaction Description	1b. Date of Acquisition	1a. Date of Sale or Exchange	2a. Amount	3. Cost Basis	5. Wash Sale Loss Disallowed	Gain or (Loss)	Remarks
SEMPRA ENERGY								
4.0000	Sale	CUSIP Number 03/09/11	816851109 10/19/12	273.42	216.56	0.00	56.86	
3.0000	Sale	03/09/11	12/18/12	217.43	162.42	0.00	55.01	
	Security Subtotal			490.85	378.98	0.00	111.87	
SCHLUMBERGER LTD								
33.0000	Sale	CUSIP Number 04/11/11	806857108 06/28/12	2,041.14	3,002.01	0.00	(960.87)	
34.0000	Sale	05/11/11	06/28/12	2,103.00	2,833.90	0.00	(730.90)	
20.0000	Sale	05/27/11	06/28/12	1,237.07	1,724.80	0.00	(487.73)	
3.0000	Sale	05/27/11	10/19/12	222.38	258.72	0.00	(36.34)	
4.0000	Sale	05/27/11	12/18/12	284.19	344.96	0.00	(60.77)	
	Security Subtotal			5,887.78	8,164.39	0.00	(2,276.61)	
SALESFORCE COM INC								
2.0000	Sale	CUSIP Number 04/11/11	79466L302 12/18/12	342.01	270.36	0.00	71.65	
STANLEY BLACK & DECKER								
4.0000	Sale	CUSIP Number 05/27/11	854502101 10/02/12	302.63	296.00	0.00	6.63	
5.0000	Sale	05/27/11	12/18/12	374.04	370.00	0.00	4.04	
	Security Subtotal			676.67	666.00	0.00	10.67	
SOUTHERN COMPANY								
10.0000	Sale	CUSIP Number 03/09/11	842587107 10/02/12	456.79	384.90	0.00	71.89	
14.0000	Sale	03/09/11	12/18/12	616.41	538.86	0.00	77.55	
	Security Subtotal			1,073.20	923.76	0.00	149.44	
STARBUCKS CORP								
6.0000	Sale	CUSIP Number 05/11/11	855244109 10/02/12	299.75	217.32	0.00	82.43	
5.0000	Sale	05/11/11	12/18/12	273.69	181.10	0.00	92.59	
	Security Subtotal			573.44	398.42	0.00	175.02	
TOTAL S.A. SP ADR								
4.0000	Sale	CUSIP Number 03/09/11	89151E109 10/02/12	202.55	240.28	0.00	(37.73)	
13.0000	Sale	03/09/11	12/18/12	671.04	780.91	0.00	(109.87)	
	Security Subtotal			873.59	1,021.19	0.00	(147.60)	
3M COMPANY								
6.0000	Sale	CUSIP Number 03/09/11	88579Y101 12/18/12	562.85	558.78	0.00	4.07	



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1e. Quantity	Transaction Description	1b. Date of Acquisition	1a. Date of Sale or Exchange	2a. Amount	3. Cost Basis	5. Wash Sale Loss Disallowed	Gain or (Loss)	Remarks
TRAVELERS COS INC								
4.0000	Sale	03/09/11	89417E109	274.82	237.84	0.00	36.98	
4.0000	Sale	03/09/11	10/02/12	295.08	237.84	0.00	57.24	
11.0000	Sale	03/09/11	10/19/12	816.29	654.06	0.00	162.23	
	Security Subtotal			1,386.19	1,129.74	0.00	256.45	
TESLA MTRS INC								
6.0000	Sale	11/11/11	88160R101	208.19	202.33	0.00	5.86	
TORONTO DOMINION BANK								
4.0000	Sale	07/27/11	891160509	332.51	326.03	0.00	6.48	
UNILEVER NV NY REG SHS								
15.0000	Sale	03/09/11	904784709	537.70	460.80	0.00	76.90	
23.0000	Sale	03/09/11	10/02/12	888.93	706.56	0.00	182.37	
	Security Subtotal			1,426.63	1,167.36	0.00	259.27	
US BANCORP (NEW)								
6.0000	Sale	03/09/11	902973304	204.65	166.74	0.00	37.91	
20.0000	Sale	03/09/11	10/19/12	649.99	555.80	0.00	94.19	
	Security Subtotal			854.64	722.54	0.00	132.10	
UNITED TECHS CORP COM								
5.0000	Sale	03/09/11	913017109	392.17	414.90	0.00	(22.73)	
14.0000	Sale	03/09/11	10/02/12	1,147.13	1,161.72	0.00	(14.59)	
	Security Subtotal			1,539.30	1,576.62	0.00	(37.32)	
V F CORPORATION								
2.0000	Sale	03/09/11	918204108	317.78	195.78	0.00	122.00	
6.0000	Sale	03/09/11	10/02/12	917.02	587.34	0.00	329.68	
	Security Subtotal			1,234.80	783.12	0.00	451.68	
VERIZON COMMUNICATIONS COM								
54.0000	Sale	03/09/11	92343V104	2,135.71	1,976.94	0.00	158.77	
13.0000	Sale	03/09/11	03/14/12	579.13	475.93	0.00	103.20	
41.0000	Sale	04/11/11	07/26/12	1,826.50	1,554.31	0.00	272.19	
24.0000	Sale	04/11/11	07/26/12	1,050.21	909.84	0.00	140.37	
6.0000	Sale	04/14/11	12/18/12	262.56	226.12	0.00	36.44	
	Security Subtotal			5,854.11	5,143.14	0.00	710.97	



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1e. Quantity	Transaction Description	1b. Date of Acquisition	1a. Date of Sale or Exchange	2a. Amount	3. Cost Basis	5. Wash Sale Loss Disallowed	Gain or (Loss)	Remarks
VERIFONE SYSTEMS INC								
1.0000	Sale	CUSIP Number 04/01/11	92342Y109 08/14/12	33.73	53.78	0.00	(20.05)	
16.0000	Sale	04/11/11	08/14/12	539.69	846.72	0.00	(307.03)	
17.0000	Sale	05/11/11	08/14/12	573.42	877.03	0.00	(303.61)	
18.0000	Sale	06/10/11	08/14/12	607.16	765.72	0.00	(158.56)	
	Security Subtotal			1,754.00	2,543.25	0.00	(789.25)	
VODAFONE GROU PLC SP ADR								
9.0000	Sale	CUSIP Number 03/09/11	92857W209 10/02/12	256.76	265.41	0.00	(8.65)	
13.0000	Sale	03/09/11	12/18/12	330.58	383.37	0.00	(52.79)	
	Security Subtotal			587.34	648.78	0.00	(61.44)	
VMWARE, INC								
2.0000	Sale	CUSIP Number 05/11/11	928563402 12/18/12	191.73	186.64	0.00	5.09	
ACE LIMITED								
3.0000	Sale	CUSIP Number 10/05/11	H0023R105 12/18/12	244.07	182.97	0.00	61.10	
WAL-MART STORES INC								
17.0000	Sale	CUSIP Number 03/09/11	931142103 03/15/12	1,037.84	897.43	0.00	140.41	
5.0000	Sale	08/24/11	10/02/12	371.27	265.97	0.00	105.30	
5.0000	Sale	08/24/11	12/18/12	347.54	265.97	0.00	81.57	
	Security Subtotal			1,756.65	1,429.37	0.00	327.28	
WEYERHAEUSER CO								
8.0000	Sale	CUSIP Number 03/09/11	962166104 10/02/12	210.09	188.56	0.00	21.53	
25.0000	Sale	03/09/11	12/18/12	704.83	589.25	0.00	115.58	
	Security Subtotal			914.92	777.81	0.00	137.11	
WHOLE FOODS MKT INC COM								
16.0000	Sale	CUSIP Number 03/09/11	966837106 07/12/12	1,492.22	940.00	0.00	552.22	
5.0000	Sale	04/11/11	07/12/12	466.32	315.55	0.00	150.77	
3.0000	Sale	04/11/11	12/18/12	274.04	189.33	0.00	84.71	
	Security Subtotal			2,232.58	1,444.88	0.00	787.70	

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1e. Quantity	Transaction Description	1b. Date of Acquisition	1a. Date of Sale or Exchange	2a. Amount	3. Cost Basis	5. Wash Sale Loss Disallowed	Gain or (Loss)	Remarks
	WELLS FARGO & CO NEW DEL	CUSIP Number	949746101					
10.0000	Sale	03/09/11	10/02/12	346.54	328.30	0.00	18.24	
7.0000	Sale	03/09/11	10/19/12	241.39	229.81	0.00	11.58	
39.0000	Sale	03/09/11	12/18/12	1,361.07	1,280.37	0.00	80.70	
	Security Subtotal			1,949.00	1,838.48	0.00	110.52	
	Covered Long Term Capital Gains and Losses Subtotal			133,885.90	132,961.75	0.00	924.15	

NONCOVERED TRANSACTIONS - 1099-B Line 6a. (cost basis not reported to the IRS)

BK OF NEW YORK ME 4.30% 14 7000.0000 Sale	CUSIP Number 09/08/11	06406HBL2 11/06/12	7,401.10	7,339.38	0.00	61.72
GENERAL ELEC CO 5.00% 2013 1000.0000 Sale	CUSIP Number 03/10/11	369604AY9 10/19/12	1,012.13	1,010.32	0.00	1.81
COMCAST CORP 5 30% JAN15 14 1000.0000 Sale	CUSIP Number 09/08/11	20030NAE1 10/19/12	1,057.38	1,051.35	0.00	6.03
JP MORGAN CHASE 5.15% 2015 1000 0000 Sale	CUSIP Number 09/08/11	46625HDF4 12/18/12	1,098.06	1,047.83	0.00	50.23
JP MORGAN CHASE & 6 00% 18 1000.0000 Sale	CUSIP Number 09/08/11	46625HGY0 12/18/12	1,197.03	1,109.06	0.00	87.97
KRAFT FOODS INC 4.12% 2016 1000.0000 Sale	CUSIP Number 09/08/11	50075NBB9 10/22/12	1,099.14	1,061.02	0.00	38.12
METLIFE INC 5 00% JUN15 15 1000.0000 Sale	CUSIP Number 09/08/11	59156RAN8 12/18/12	1,102.83	1,075.46	0.00	27.37
ORACLE CORP 4 95% APR15 13 1000.0000 Sale	CUSIP Number 09/08/11	68389XAD7 12/18/12	1,011.42	1,013.79	0.00	(2.37)
UNITED PARCEL SVC 4.50% 13 1000.0000 Sale	CUSIP Number 09/08/11	911312AG1 12/18/12	1,002.05	1,002.71	0.00	(0.66)
FEDERAL HOME LN MTG CORP 1000.0000 Sale	CUSIP Number 09/08/11	3134A4UU6 10/19/12	1,080.29	1,077.62	0.00	2.67



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1e. Quantity	Transaction Description	1b. Date of Acquisition	1a. Date of Sale or Exchange	2a. Amount	3. Cost Basis	5. Wash Sale Loss Disallowed	Gain or (Loss)	Remarks
PRUDENTIAL FINANCIAL INC 1000.0000	Sale	CUSIP Number 09/08/11	74432QAE5 12/18/12	1,071.13	1,047.35	0.00	23.78	
US TSY 3 125% MAY 15 2019 2000.0000	Sale	CUSIP Number 09/08/11	912828KQ2 12/18/12	2,256.71	2,194.24	0.00	62.47	
US TSY 2.750% FEB 15 2019 7000.0000	Sale	CUSIP Number 09/08/11	912828KD1 11/16/12	7,807.98	7,527.48	0.00	280.50	
1000.0000	Sale	CUSIP Number 09/08/11	12/18/12	1,103.86	1,074.42	0.00	29.44	
	Security Subtotal			8,911.84	8,601.90	0.00	309.94	
US TSY 2.375% OCT 31 2014 1000.0000	Sale	CUSIP Number 09/08/11	912828LS7 12/18/12	1,039.10	1,037.00	0.00	2.10	
US TSY 2.625% AUG 15 2020 10000.0000	Sale	CUSIP Number 03/10/11	912828NT3 03/12/12	10,719.10	9,365.66	0.00	1,353.44	
US TSY 1.250% SEP 30 2015 2000.0000	Sale	CUSIP Number 03/10/11	912828NZ9 12/18/12	2,049.13	1,939.23	0.00	109.90	
FEDERAL HOME LN MTG CORP 2000.0000	Sale	CUSIP Number 09/08/11	3137EACG2 12/18/12	2,001.26	2,001.07	0.00	0.19	
ISHARES MSCI EAFE INDEX 71.0000	Sale	CUSIP Number 09/07/11	464287465 10/19/12	4,186.02	3,933.88	0.00	252.14	
379.0000	Sale	CUSIP Number 09/07/11	12/18/12	21,331.99	19,362.88	0.00	1,969.11	
	Security Subtotal			25,518.01	23,296.76	0.00	2,221.25	
Noncovered Long Term Capital Gains and Losses Subtotal				70,627.71	66,271.75	0.00	4,355.96	
NET LONG TERM CAPITAL GAINS AND LOSSES				204,513.61	199,233.50	0.00	5,280.11	

TOTAL SALES PROCEEDS FOR CAPITAL GAINS AND LOSSES
548,079.92

TOTAL REPORTED SALES PROCEEDS
548,079.92

(Y) The gain or loss of this transaction includes an adjustment to basis for the disallowed loss amount on one or more previous "Wash Sales."

Form **8868**

(Rev. January 2013)

Department of the Treasury
Internal Revenue Service**Application for Extension of Time To File an
Exempt Organization Return**

OMB No 1545-1709

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

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box ☒
 - 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	Enter filer's identifying number, see instructions	
Name of exempt organization or other filer, see instructions.	Employer identification number (EIN) or	
L.W. COOPER EDUCATIONAL FOUNDATION	20-1260602	
Number, street, and room or suite no. If a P.O. box, see instructions.	Social security number (SSN)	
P.O. BOX 191		
City, town or post office, state, and ZIP code. For a foreign address, see instructions.		
DESTIN FL 32540		

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-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

LOWRY & WATSON, CPA'S
133 HOSPITAL DRIVE NE

- The books are in the care of ► **FORT WALTON BEACH**

FL 32548Telephone No. ► **850-244-3714**FAX No. ► **850-244-8467**

- 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 **08/15/13**, 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	\$	0
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	\$	0
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	\$	0

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

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

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

DAA