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Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

OMB No 1545-0052

2012

Open to Public Inspection

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

Name of foundation
The Timothy and Susanne Sullivan Family Foundation

A Employer identification number
20-3367664

Number and street (or P O box number if mail is not delivered to street address) | Room/suite
Foundation Source 501 Silverside Rd

B Telephone number (see instructions)
(800) 839-1754

City or town, state, and ZIP code
Wilmington, DE 198091377

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)*▶$ 3,867,203

J Accounting method ☑ Cash ☐ Accrual ☐ Other (specify) _
(Part I, column (d) must be on cash basis.)

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

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

			(a) Revenue and expenses per books	**(b)** Net investment income	**(c)** Adjusted net income	**(d)** Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)	3,262,411			
	2	Check ▶ ☐ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments				
	4	Dividends and interest from securities	5,794	5,794		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	10,627			
	b	Gross sales price for all assets on line 6a 12,695				
	7	Capital gain net income (from Part IV, line 2)		11,245		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)				
	12	**Total.** Add lines 1 through 11	3,278,832	17,039		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc				
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)				
	c	Other professional fees (attach schedule)				
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	847			
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)	7,020			7,020
	24	**Total operating and administrative expenses.** Add lines 13 through 23	7,867	0		7,020
	25	Contributions, gifts, grants paid	0			0
	26	**Total expenses and disbursements.** Add lines 24 and 25	7,867	0		7,020
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	3,270,965			
	b	**Net investment income** (if negative, enter -0-)		17,039		
	c	**Adjusted net income** (if negative, enter -0-)				

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

			Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing			
	2	Savings and temporary cash investments	131,517	163,737	163,737
	3	Accounts receivable ▶ Less allowance for doubtful accounts ▶			
	4	Pledges receivable ▶ Less allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ Less allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)	394,683	3,633,428	3,703,466
	c	Investments—corporate bonds (attach schedule)			
	11	Investments—land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)			
	14	Land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
	15	Other assets (describe ▶)			
	16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	526,200	3,797,165	3,867,203
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities** (add lines 17 through 22)		0	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here** ▶ ☐ **and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☑ **and complete lines 27 through 31.**			
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	526,200	3,797,165	
	30	**Total net assets or fund balances** (see page 17 of the instructions)	526,200	3,797,165	
	31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	526,200	3,797,165	

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	526,200
2	Enter amount from Part I, line 27a	2	3,270,965
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	3,797,165
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	3,797,165

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)
1 a	Publicly-traded Securities			
b				
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	12,695		2,068	11,245
b				
c				
d				
e				

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				
	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
a				11,245
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	11,245
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8	3	

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

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

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

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

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

1 Enter the appropriate amount in each column for each year, see page 18 of the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2011	230,997	490,293	000 471141
2010	335,634	776,492	000 432244
2009	144,569	845,875	000 170911
2008	15,944	1,007,954	000 015818
2007	18,714	1,140,001	000 016416

2	**Total** of line 1, column (d).	2	001 106530
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	000 221306
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5.	4	800,036
5	Multiply line 4 by line 3.	5	177,053
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	170
7	Add lines 5 and 6.	7	177,223
8	Enter qualifying distributions from Part XII, line 4.	8	7,020

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ 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	341
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)				
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			2	
3	Add lines 1 and 2			3	341
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			4	
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-			5	341
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	379		
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments Add lines 6a through 6d			7	379
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached			8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	38
11	Enter the amount of line 10 to be **Credited to 2013 estimated tax** ▶ 38	**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?	1a		No
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		No
	If the answer is "Yes" to ***1a*** *or* ***1b,*** *attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ▶ $ ____________ **(2)** On foundation managers ▶ $ ____________			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ____________			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		No
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		No
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		No
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ ____________			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? *If "No," attach explanation*	8b	Yes	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		No
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10	Yes	

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		No
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		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	

Website address ▶

14 The books are in care of ▶co Foundation Source Telephone no ▶(800) 839-1754

Located at ▶501 Silverside Road Suite 123 Wilmington DE ZIP +4 ▶198091377

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** —Check here ▶ ☐
and enter the amount of tax-exempt interest received or accrued during the year ▶ | 15 |

16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		No

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

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

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

			Yes	No
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☑ 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 page 20 of the instructions)?	1b		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?	1c		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? ☐ Yes ☑ No			
	If "Yes," list the years ▶ 20____ , 20____ , 20____ , 20____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see instructions)	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ 20____ , 20____ , 20____ , 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☑ No			
b	If "Yes," did it have excess business holdings in 2012 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012.)*	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?	4b		No

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

5a	During the year did the foundation pay or incur any amount to			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ 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)?	**5b**		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No			
	If "Yes," attach the statement required by Regulations section 53.4945–5(d).			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☐ No			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	**6b**		No
	If "Yes" to 6b, file Form 8870.			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☑ No			
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	**7b**		

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	**(b)** Title, and average hours per week devoted to position	**(c)** Compensation **(If not paid, enter -0-)**	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
Susanne Sullivan Foundation Source 501 Silverside Rd Wilmington, DE 19809	VP / Dir 001 00	0		
Timothy P Sullivan Foundation Source 501 Silverside Rd Wilmington, DE 19809	Pres / Dir / Sec 001 00	0		

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

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

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

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
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	
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	
2	
All other program-related investments See page 24 of the 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	681,987
b	Average of monthly cash balances	1b	130,232
c	Fair market value of all other assets (see instructions)	1c	0
d	**Total** (add lines 1a, b, and c)	1d	812,219
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) — 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	812,219
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	12,183
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	800,036
6	**Minimum investment return.** Enter 5% of line 5	6	40,002

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	40,002
2a	Tax on investment income for 2012 from Part VI, line 5	2a	341		
b	Income tax for 2012 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	341
3	Distributable amount before adjustments Subtract line 2c from line 1			3	39,661
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	39,661
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	39,661

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	7,020
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	7,020
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions)	5	
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	7,020

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				39,661
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only.				
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. 102,467				
d From 2010. 297,071				
e From 2011. 208,776				
f **Total** of lines 3a through e.	608,314			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ $ 7,020				
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.				7,020
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).)*	32,641			32,641
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	575,673			
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				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions) . . .				
9 **Excess distributions carryover to 2013.** Subtract lines 7 and 8 from line 6a	575,673			
10 Analysis of line 9				
a Excess from 2008. . . .				
b Excess from 2009. . . . 69,826				
c Excess from 2010. . . . 297,071				
d Excess from 2011. . . . 208,776				
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 organization is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

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

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

1 Information Regarding Foundation Managers:

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

See Additional Data Table

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

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

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

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

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

c Any submission deadlines

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

Part XV Supplementary Information (continued)

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

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

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
1 Program service revenue	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments. . . .					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities. . . .			14	5,794	
5 Net rental income or (loss) from real estate					
a Debt-financed property.					
b Not debt-financed property.					
6 Net rental income or (loss) from personal property					
7 Other investment income.					
8 Gain or (loss) from sales of assets other than inventory			18	10,627	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory. .					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e). .				16,421	

13 **Total.** Add line 12, columns (b), (d), and (e). 13 16,421

(See worksheet in line 13 instructions to verify calculations)

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

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

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

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

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

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

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

b If "Yes," complete the following schedule

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

Sign Here

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

******	2013-11-12	******	May the IRS discuss this return with the preparer shown below (see instr)? ☑ Yes ☐ No
Signature of officer or trustee	Date	Title	

Paid Preparer Use Only

Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ☐	PTIN
Jeffrey D Haskell	Jeffrey D Haskell	2013-11-12		
Firm's name	Foundation Source		Firm's EIN	
Firm's address	One Hollow Lane Suite 212 Lake Success, NY 11042		Phone no (800) 839-1754	

Form 990PF Part XV Line 1a - 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).

Susanne Sullıvan
Tımothy P Sullıvan

Schedule B

(Form 990, 990-EZ, or 990-PF)

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

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

OMB No 1545-0047

2012

Name of the organization
The Timothy and Susanne Sullivan Family Foundation

Employer identification number
20-3367664

Organization type (check one)

Filers of:	**Section:**
Form 990 or 990-EZ	☐ 501(c)( ) (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	☐ 527 political organization
Form 990-PF	☑ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule.**
Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule See instructions

General Rule

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

Special Rules

☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the $33\frac{1}{3}$% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of **(1)** $5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1 Complete Parts I and II

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than $1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals Complete Parts I, II, and III

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc , purposes, but these contributions did not total to more than $1,000 If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc , purpose Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc , contributions of $5,000 or more during the year . . . . ▶ $ ____________

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

Name of organization	Employer identification number
The Timothy and Susanne Sullivan Family Foundation	20-3367664

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

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	Timothy P Sullivan Revocable Trust 1049 Locust Road Wilmette, IL 60091	$ 3,262,411	Person ☑ Payroll ☐ Noncash ☑ (Complete Part II if there is a noncash contribution)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)

Name of organization	Employer identification number
The Timothy and Susanne Sullivan Family Foundation	20-3367664

Part II **Noncash Property** (see Instructions) Use duplicate copies of Part II if additional space is needed

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

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

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

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

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

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

Name of organization	**Employer identification number**
The Timothy and Susanne Sullivan Family Foundation	20-3367664

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

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

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

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

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

Additional Data

Software ID:	12000057
Software Version:	12.19.1011.1
EIN:	20-3367664
Name:	The Timothy and Susanne Sullivan Family Foundation

Form 990 Schedule B, Part II - Noncash Property (see Instructions) Use duplicate copies of Part II if additional space is needed

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	CHICOS FAS INC CHS, 375 sh	$ 6,641	2012-12-27
1	RENT A CTR INC RCII, 65 sh	$ 2,225	2012-12-27
1	STEEL DYNAMICS INC STLD, 1036 sh	$ 13,893	2012-12-27
1	WESTAR ENERGY INC WR, 155 sh	$ 4,407	2012-12-27
1	SPX CORP SPW, 80 sh	$ 5,436	2012-12-27
1	REGIS CORP MINN RGS, 312 sh	$ 5,203	2012-12-27
1	VOXX INTERNATIONAL CORPORATION VOXX, 102 sh	$ 666	2012-12-27
1	WEX, INC WEX, 75 sh	$ 5,537	2012-12-27
1	PDC ENERGY INC PDCE, 98 sh	$ 3,197	2012-12-27
1	PERRY ELLIS INTERNATIONAL INC PERY, 69 sh	$ 1,319	2012-12-27
1	PIONEER ENERGY SERVICES CORP PES, 100 sh	$ 708	2012-12-27
1	RADISYS CORP RSYS, 125 sh	$ 341	2012-12-27
1	SIMMONS FIRST NATIONAL CORP SFNC, 97 sh	$ 2,439	2012-12-27
1	STANDEX INTERNATIONAL CORP SXI, 25 sh	$ 1,217	2012-12-27
1	LYDALL INC LDL, 40 sh	$ 562	2012-12-27
1	LUMOS NETWORKS CORPORATION LMOS, 82 sh	$ 797	2012-12-27
1	MONARCH CASINO AND RESORT INC MCRI, 63 sh	$ 695	2012-12-27
1	NBT BANCORP NBTB, 180 sh	$ 3,591	2012-12-27
1	NCI INC NCIT, 43 sh	$ 229	2012-12-27
1	PC TEL INC PCTI, 100 sh	$ 697	2012-12-27
1	GENERAL COMMUNICATION INC GNCMA, 95 sh	$ 886	2012-12-27
1	HOME BANCSHARES INC HOMB, 33 sh	$ 1,081	2012-12-27
1	FRAC RAYONIER INC RT HFE907109, 50000 sh	$ 0	2012-12-27
1	HAVERTY FURNITURE COMPANIES INC HVT, 40 sh	$ 623	2012-12-27
1	HAWKINS INC HWKN, 10 sh	$ 381	2012-12-27
1	KAPSTONE PAPER AND PACKAGING CORP KS, 90 sh	$ 1,943	2012-12-27
1	ESC GERBER SCIENTIFIC INC 37373ESC5, 55 sh	$ 0	2012-12-27
1	ALLIANCE ONE INTERNATIONAL INC AOI, 510 sh	$ 1,793	2012-12-27
1	APPROACH RESOURCES INC AREX, 50 sh	$ 1,212	2012-12-27
1	AMERICAN VANGUARD CORPORATION AVD, 45 sh	$ 1,384	2012-12-27

Form 990 Schedule B, Part II - Noncash Property (see Instructions) Use duplicate copies of Part II if additional space is needed

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	BIGLARI HOLDINGS INC BH, 2 sh	$ 769	2012-12-27
1	ENZO BIOCHEM INC ENZ, 107 sh	$ 281	2012-12-27
1	AEGION CORPORATION AEGN, 75 sh	$ 1,602	2012-12-27
1	ENGILITY HOLDING INC EGL, 43 sh	$ 815	2012-12-27
1	STEPAN CO SCL, 20 sh	$ 1,093	2012-12-27
1	BLUCORA INC BCOR, 80 sh	$ 1,219	2012-12-27
1	TRUSTCO BK CORP NY TRST, 508 sh	$ 2,634	2012-12-27
1	PERICOM SEMICONDUCTOR CORP PSEM, 117 sh	$ 914	2012-12-27
1	CDI CORP CDI, 75 sh	$ 1,265	2012-12-27
1	BJS RESTAURANTS INC BJRI, 45 sh	$ 1,531	2012-12-27
1	HANNI FINANCIAL CORP HAFC, 120 sh	$ 1,607	2012-12-27
1	BBCN BBCN, 45 sh	$ 518	2012-12-27
1	FIFTH AND PACIFIC COMPANIES INC FNP, 195 sh	$ 2,360	2012-12-27
1	ALEXANDER AND BALDWIN HOLDINGS INC ALEX, 85 sh	$ 2,100	2012-12-27
1	AMC NETWORKS INC AMCX, 60 sh	$ 2,952	2012-12-27
1	FORTUNE BRANDS HOME SECURITY, INC FBHS, 320 sh	$ 9,240	2012-12-27
1	MARRIOTT VACATIONS WORLDWIDE CORP VAC, 155 sh	$ 6,177	2012-12-27
1	MTS SYSTEMS CORPORATION MTSC, 30 sh	$ 1,509	2012-12-27
1	EXELIS, INC XLS, 846 sh	$ 9,627	2012-12-27
1	VIRTUSA CORPORATION VRTU, 20 sh	$ 321	2012-12-27
1	F N B CORPORATION FNB, 280 sh	$ 2,969	2012-12-27
1	MOVADA GROUP INC MOV, 35 sh	$ 1,013	2012-12-27
1	ALBANY INTERNATIONAL CORP AIN, 154 sh	$ 3,391	2012-12-27
1	CASCADE CORP CASC, 20 sh	$ 1,287	2012-12-27
1	HOLLYFRONTIER CORP HFC, 572 sh	$ 26,115	2012-12-27
1	QUINSTREET, INC QNST, 50 sh	$ 320	2012-12-27
1	COHU INC COHU, 133 sh	$ 1,385	2012-12-27
1	LSB INDUSTRIES INC LXU, 35 sh	$ 1,190	2012-12-27
1	INSPERITY INC NSP, 55 sh	$ 1,769	2012-12-27
1	HUNTINGTON INGALLS INDUSTRIES HII, 100 sh	$ 4,266	2012-12-27

Form 990 Schedule B, Part II - Noncash Property (see Instructions) Use duplicate copies of Part II if additional space is needed

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	SYMMETRY MEDICAL INC SMA, 205 sh	$ 2,158	2012-12-27
1	CALAVO GROWERS, INC CVGW, 25 sh	$ 602	2012-12-27
1	EMPLOYERS HOLDINGS, INC EIG, 100 sh	$ 2,055	2012-12-27
1	GLACIER BANCORP INC GBCI, 420 sh	$ 6,098	2012-12-27
1	GEOSPACE TECHNOLOGIES CORP GEOS, 20 sh	$ 1,675	2012-12-27
1	ASCENA RETAIL GROUP, INC ASNA, 196 sh	$ 3,537	2012-12-27
1	CLOUD PEAK ENERGY INC CLD, 262 sh	$ 4,990	2012-12-27
1	NORTHWEST NAT GAS CO NWN, 60 sh	$ 2,610	2012-12-27
1	WILSHIRE BANCORP INC WIBC, 345 sh	$ 1,977	2012-12-27
1	CANTEL MEDICAL CORPORATION CMN, 30 sh	$ 870	2012-12-27
1	HILLENBRAND, INC HI, 50 sh	$ 1,116	2012-12-27
1	VICOR CORP VICR, 51 sh	$ 274	2012-12-27
1	PERFICIENT INC PRFT, 70 sh	$ 798	2012-12-27
1	MEDCATH CORP MDTH, 35 sh	$ 272	2012-12-27
1	CIRRUS LOGIC INC CRUS, 116 sh	$ 3,181	2012-12-27
1	FIRST AMERICAN CORP FAF, 615 sh	$ 14,597	2012-12-27
1	AAON, INC AAON, 45 sh	$ 898	2012-12-27
1	MATSON INC MATX, 234 sh	$ 6,662	2012-12-27
1	DIME COMMUNITY BANCSHARES INC DCOM, 158 sh	$ 2,169	2012-12-27
1	LIQUIDITY SERVICES INC LQDT, 40 sh	$ 1,569	2012-12-27
1	PROSPECT CAPITAL CORPORATION PSEC, 630 sh	$ 6,747	2012-12-27
1	COLUMBIA BANKING SYSTEM, INC COLB, 219 sh	$ 3,875	2012-12-27
1	HI-TECH PHARMACAL CO , INC HITK, 20 sh	$ 695	2012-12-27
1	NORTHWEST BANCSHARES INC NWBI, 529 sh	$ 6,388	2012-12-27
1	MWI VETERINARY SUPPLY, INC MWIV, 20 sh	$ 2,175	2012-12-27
1	PINNACLE FINANCIAL PARTNERS INC PNFP, 60 sh	$ 1,115	2012-12-27
1	NEUTRAL TANDEM, INC IQNT, 48 sh	$ 125	2012-12-27
1	POLYONE CORP POL, 185 sh	$ 3,677	2012-12-27
1	VIASAT, INC VSAT, 55 sh	$ 2,099	2012-12-27
1	INTERNATIONAL BANCSHARES CORPORATION IBOC, 301 sh	$ 5,427	2012-12-27

Form 990 Schedule B, Part II - Noncash Property (see Instructions) Use duplicate copies of Part II if additional space is needed

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	AMCOL INTERNATIONAL CORP ACO, 40 sh	$ 1,218	2012-12-27
1	AOL INC AOL, 245 sh	$ 7,272	2012-12-27
1	DIGITAL GENERATION INC DGIT, 155 sh	$ 1,645	2012-12-27
1	ST BANCORP, INC STBA, 158 sh	$ 2,797	2012-12-27
1	COMFORT SYSTEMS USA INC FIX, 206 sh	$ 2,426	2012-12-27
1	FIRST FINANCIAL BANCORP FFBC, 90 sh	$ 1,297	2012-12-27
1	STERLING BANCORP STL, 175 sh	$ 1,596	2012-12-27
1	SENECA FOODS CORP SENEA, 10 sh	$ 293	2012-12-27
1	LACLEDE GROUP INC LG, 122 sh	$ 4,598	2012-12-27
1	FRANKLIN STREET PROPERTIES CORP FSP, 420 sh	$ 5,101	2012-12-27
1	BIO-REFERENCE LABORATORIES, INC BRLI, 50 sh	$ 1,443	2012-12-27
1	BLACK BOX CORPORATION BBOX, 93 sh	$ 2,290	2012-12-27
1	SCHWEITZER MAUDIT SWM, 60 sh	$ 2,332	2012-12-27
1	EBIX INC EBIX, 60 sh	$ 963	2012-12-27
1	ACXIOM CORPORATION ACXM, 165 sh	$ 2,835	2012-12-27
1	NATIONAL RETAIL PROPERTIES INC NNN, 145 sh	$ 4,532	2012-12-27
1	HITTITE MICROWAVE CORPORATION HITT, 35 sh	$ 2,143	2012-12-27
1	INFINITY PROPERTY AND CASUALTY CORP IPCC, 30 sh	$ 1,716	2012-12-27
1	CYBERONICS, INC CYBX, 60 sh	$ 3,089	2012-12-27
1	HMS HOLDINGS CORP HMSY, 120 sh	$ 3,056	2012-12-27
1	CLEARWATER PAPER CP CLW, 50 sh	$ 1,962	2012-12-27
1	BANK OF THE OZARKS OZRK, 60 sh	$ 2,016	2012-12-27
1	HOT TOPIC, INC HOTT, 125 sh	$ 1,173	2012-12-27
1	CH ENERGY GROUP, INC CHG, 45 sh	$ 2,930	2012-12-27
1	MEDNAX, INC MD, 25 sh	$ 2,005	2012-12-27
1	ACI WORLDWIDE INC ACIW, 70 sh	$ 3,006	2012-12-27
1	GREEN MOUNTAIN COFFEE ROASTERS, INC GMCR, 156 sh	$ 6,487	2012-12-27
1	SPARTAN STORES, INC SPTN, 120 sh	$ 1,878	2012-12-27
1	HILL-ROM HOLDINGS, INC HRC, 130 sh	$ 3,713	2012-12-27
1	NORDSON CP NDSN, 120 sh	$ 7,463	2012-12-27

Form 990 Schedule B, Part II - Noncash Property (see Instructions) Use duplicate copies of Part II if additional space is needed

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	URSTADT BIDDLE PROPERTIES INC UBA, 40 sh	$ 768	2012-12-27
1	FIRST COMMONWEALTH FINANCIAL CORP FCF, 610 sh	$ 4,053	2012-12-27
1	WATTS WATER TECHNOLOGIES INC WTS, 50 sh	$ 2,121	2012-12-27
1	SOUTH JERSEY INDS INC SJI, 60 sh	$ 2,989	2012-12-27
1	BIG 5 SPORTING GOODS CORPORATION BGFV, 130 sh	$ 1,619	2012-12-27
1	ALMOST FAMILY INC AFAM, 35 sh	$ 688	2012-12-27
1	HANGER INC HGR, 55 sh	$ 1,481	2012-12-27
1	NATIONAL PRESTO INDUSTRIES, INC NPK, 5 sh	$ 342	2012-12-27
1	JOHN BEAN TECH CORP JBT, 41 sh	$ 721	2012-12-27
1	COMMVAULT SYSTEMS, INC CVLT, 90 sh	$ 6,170	2012-12-27
1	BASIC ENERGY SERVICES INC BAS, 106 sh	$ 1,185	2012-12-27
1	MEREDITH CORP MDP, 210 sh	$ 6,932	2012-12-27
1	HSN, INC HSNI, 80 sh	$ 4,308	2012-12-27
1	INTERVAL LEISURE GROUP, INC IILG, 85 sh	$ 1,637	2012-12-27
1	GENESCO INC GCO, 40 sh	$ 2,106	2012-12-27
1	HNI CORP HNI, 75 sh	$ 2,211	2012-12-27
1	SYNNEX CORP SNX, 35 sh	$ 1,184	2012-12-27
1	WOODWARD INC WWD, 65 sh	$ 2,439	2012-12-27
1	NETSCOUT SYSTEMS, INC NTCT, 65 sh	$ 1,631	2012-12-27
1	BALCHEM CORP BCPC, 52 sh	$ 1,912	2012-12-27
1	BOSTON BEER CO INC SAM, 20 sh	$ 2,711	2012-12-27
1	HANCOCK HOLDING COMPANY HBHC, 82 sh	$ 2,570	2012-12-27
1	QUAKER CHEM CP KWR, 20 sh	$ 1,055	2012-12-27
1	CLEAN HARBORS, INC CLH, 50 sh	$ 2,602	2012-12-27
1	UNIFIRST CP UNF, 10 sh	$ 731	2012-12-27
1	PENN VIRGINIA CORP PVA, 260 sh	$ 1,148	2012-12-27
1	APPLIED IDNS TECH AIT, 80 sh	$ 3,287	2012-12-27
1	COMMUNITY BK SYS INC CBU, 65 sh	$ 1,747	2012-12-27
1	NATIONAL PENN BANCSHARES, INC NPBC, 437 sh	$ 4,005	2012-12-27
1	PACWEST BANCORP PACW, 130 sh	$ 3,210	2012-12-27

Form 990 Schedule B, Part II - Noncash Property (see Instructions) Use duplicate copies of Part II if additional space is needed

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	FIRST NIAGARA FINANCIAL GROUP INC FNFG, 1949 sh	$ 15,290	2012-12-27
1	BUCKLE INC BKE, 45 sh	$ 1,933	2012-12-27
1	MEADOWBROOK INS GRP MIG, 275 sh	$ 1,576	2012-12-27
1	CUBIST PHARMACEUTICALS, INC CBST, 60 sh	$ 2,532	2012-12-27
1	ORION MARINE GROUP INC ORN, 155 sh	$ 1,121	2012-12-27
1	ENPRO INDUSTRIES INC NPO, 40 sh	$ 1,601	2012-12-27
1	UNITED COMMUNITY BANKS, INC UCBI, 254 sh	$ 2,372	2012-12-27
1	MOLINA HEALTHCARE MOH, 37 sh	$ 1,002	2012-12-27
1	CAL-MAINE FOODS, INC CALM, 25 sh	$ 1,139	2012-12-27
1	GENCORP INC GY, 105 sh	$ 936	2012-12-27
1	CORR CP OF AM CXW, 195 sh	$ 6,737	2012-12-27
1	TREDEGAR CORP TG, 127 sh	$ 2,508	2012-12-27
1	AZZ INCORPORATED AZZ, 60 sh	$ 2,134	2012-12-27
1	BROWN SHOE CO INC BWS, 245 sh	$ 4,276	2012-12-27
1	HUB GROUP, INC HUBG, 25 sh	$ 824	2012-12-27
1	KAISER ALUMINUM CORPORATION KALU, 89 sh	$ 5,390	2012-12-27
1	KOPPERS HOLDINGS INC KOP, 40 sh	$ 1,507	2012-12-27
1	LUFKIN INDUSTRIES, INC LUFK, 50 sh	$ 2,791	2012-12-27
1	PROASSURANCE CORP PRA, 55 sh	$ 4,636	2012-12-27
1	FORESTAR REAL ESTATE GROUP INC FOR, 189 sh	$ 3,222	2012-12-27
1	LUMBER LIQUIDATORS LL, 50 sh	$ 2,534	2012-12-27
1	PETROQUEST ENERGY PQ, 323 sh	$ 1,568	2012-12-27
1	UNDER ARMOUR INC UA, 140 sh	$ 6,691	2012-12-27
1	KULICKE AND SOFFA INDUSTRIES, INC KLIC, 30 sh	$ 349	2012-12-27
1	AMSURG CORP AMSG, 10 sh	$ 298	2012-12-27
1	ALASKA AIR GROUP INC ALK, 150 sh	$ 6,500	2012-12-27
1	NAVIGATORS GROUP, INC NAVG, 25 sh	$ 1,253	2012-12-27
1	SIGMA DESIGNS, INC SIGM, 180 sh	$ 940	2012-12-27
1	EXPONENT, INC EXPO, 30 sh	$ 1,585	2012-12-27
1	HEARTLAND PYMT SYS HPY, 55 sh	$ 1,607	2012-12-27

Form 990 Schedule B, Part II - Noncash Property (see Instructions) Use duplicate copies of Part II if additional space is needed

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	UNITED BANKSHARES, INC UBSI, 251 sh	$ 6,067	2012-12-27
1	SUNCOKE ENERGY INC SXC, 272 sh	$ 4,254	2012-12-27
1	MUELLER IND INC MLI, 30 sh	$ 1,476	2012-12-27
1	EXTERRAN HOLDINGS INC EXH, 365 sh	$ 7,729	2012-12-27
1	SOVRAN STORAGE SSS, 50 sh	$ 3,078	2012-12-27
1	APOGEE ENTERPRISES, INC APOG, 159 sh	$ 3,649	2012-12-27
1	NATUS MEDICAL INCORPORATED BABY, 55 sh	$ 581	2012-12-27
1	AIR METHODS CORPORATION AIRM, 25 sh	$ 2,772	2012-12-27
1	SPARTAN MOTORS, INC SPAR, 65 sh	$ 335	2012-12-27
1	ABAXIS, INC ABAX, 20 sh	$ 730	2012-12-27
1	SHUFFLE MASTER, INC SHFL, 135 sh	$ 1,889	2012-12-27
1	FARO TECHNOLOGIES, INC FARO, 35 sh	$ 1,212	2012-12-27
1	DARLING INTERNATIONAL INC DAR, 170 sh	$ 2,649	2012-12-27
1	SYMMETRICOM, INC SYMM, 140 sh	$ 790	2012-12-27
1	OLD NATIONAL BANCORP ONB, 180 sh	$ 2,117	2012-12-27
1	INTERACTIVE INTELLIGENCE, INC ININ, 30 sh	$ 1,000	2012-12-27
1	NCI BLDG SYS INC NCS, 30 sh	$ 406	2012-12-27
1	C T S CP CTS, 70 sh	$ 705	2012-12-27
1	STURM RUGER AND CO RGR, 35 sh	$ 1,511	2012-12-27
1	PHARMERICA CORP PMC, 160 sh	$ 2,243	2012-12-27
1	DREW INDUSTRIES INC DW, 40 sh	$ 1,287	2012-12-27
1	SVB FINANCIAL GROUP SIVB, 85 sh	$ 4,747	2012-12-27
1	VALUECLICK INC VCLK, 160 sh	$ 3,097	2012-12-27
1	CATHAY GENERAL BANCORP CATY, 221 sh	$ 4,232	2012-12-27
1	TRIUMPH GROUP INC TGI, 60 sh	$ 3,851	2012-12-27
1	ARBITRON INC ARB, 55 sh	$ 2,561	2012-12-27
1	CITY HOLDING COMPANY CHCO, 35 sh	$ 1,194	2012-12-27
1	HORNBECK OFFSHR SRVS HOS, 45 sh	$ 1,544	2012-12-27
1	AECOM TECHNOLOGY CORPORATION ACM, 615 sh	$ 14,742	2012-12-27
1	NASH-FINCH COMPANY NAFC, 68 sh	$ 1,436	2012-12-27

Form 990 Schedule B, Part II - Noncash Property (see Instructions) Use duplicate copies of Part II if additional space is needed

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	OMNICELL, INC OMCL, 60 sh	$ 902	2012-12-27
1	BG FOODS INC BGS, 80 sh	$ 2,250	2012-12-27
1	DYCOM INDS INC DY, 186 sh	$ 3,624	2012-12-27
1	EAST WEST BANCORP, INC EWBC, 305 sh	$ 6,501	2012-12-27
1	WASTE CONNECTIONS WCN, 202 sh	$ 6,735	2012-12-27
1	GEO GROUP INC GEO, 346 sh	$ 9,584	2012-12-27
1	RTI INTL METALS INC RTI, 60 sh	$ 1,606	2012-12-27
1	GETTY RLTY HLDG CO GTY, 154 sh	$ 2,699	2012-12-27
1	OLIN CP OLN, 140 sh	$ 2,988	2012-12-27
1	PAREXEL INTERNATIONAL CORPORATION PRXL, 95 sh	$ 2,762	2012-12-27
1	REGENERON PHARMACEUTICALS, INC REGN, 29 sh	$ 4,882	2012-12-27
1	SIGNATURE BANK SBNY, 75 sh	$ 5,291	2012-12-27
1	AMERISAFE INC AMSF, 40 sh	$ 1,056	2012-12-27
1	SWS GROUP INC SWS, 165 sh	$ 815	2012-12-27
1	LITTELFUSE, INC LFUS, 45 sh	$ 2,687	2012-12-27
1	MARINEMAX INC HZO, 35 sh	$ 297	2012-12-27
1	METHODE ELECTRONICS, INC MEI, 201 sh	$ 1,968	2012-12-27
1	MONRO MUFFLER BRAKE, INC MNRO, 52 sh	$ 1,741	2012-12-27
1	PROSPERITY BANC SHARES, INC PB, 90 sh	$ 3,762	2012-12-27
1	ROCHE HOLDING AG GENUSSCHEIN ROG, 35 sh	$ 1,694	2012-12-27
1	LHC GROUP LHCG, 50 sh	$ 1,035	2012-12-27
1	MAIDENFORM BRANDS MFB, 35 sh	$ 656	2012-12-27
1	SUPER MICRO COMPUTER INC SMCI, 143 sh	$ 1,411	2012-12-27
1	GENTIVA HEALTH SERVICES, INC GTIV, 180 sh	$ 1,768	2012-12-27
1	HORACE MANN EDUCATOR HMN, 235 sh	$ 4,541	2012-12-27
1	INDEPENDENT BANK CORP INDB, 50 sh	$ 1,441	2012-12-27
1	NOVATEL WIRELESS, INC NVTL, 183 sh	$ 239	2012-12-27
1	AMN HEALTHCARE SVCS AHS, 235 sh	$ 2,684	2012-12-27
1	WGL HOLDINGS INC WGL, 141 sh	$ 5,478	2012-12-27
1	EL PASO ELECTRIC CO EE, 95 sh	$ 2,980	2012-12-27

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(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	SUPERIOR ENERGY SV SPN, 160 sh	$ 3,264	2012-12-27
1	J J SNACK FOODS CORP JJSF, 40 sh	$ 2,487	2012-12-27
1	HOLOGIC, INC HOLX, 66 sh	$ 1,326	2012-12-27
1	TEXAS ROADHOUSE, INC TXRH, 100 sh	$ 1,658	2012-12-27
1	HIBBETT SPORTS, INC HIBB, 55 sh	$ 2,818	2012-12-27
1	COGNEX CORPORATION CGNX, 70 sh	$ 2,524	2012-12-27
1	UNIVERSAL FOREST PRODUCTS, INC UFPI, 40 sh	$ 1,503	2012-12-27
1	GULF ISLAND FABRICATION, INC GIFI, 30 sh	$ 688	2012-12-27
1	TRUSTMARK CORPORATION TRMK, 110 sh	$ 2,443	2012-12-27
1	LKQ CORPORATION LKQ, 530 sh	$ 11,130	2012-12-27
1	ELECTRO SCIENTIFIC INDUSTRIES, INC ESIO, 55 sh	$ 539	2012-12-27
1	APOLLO INVESTMENT CORP AINV, 1145 sh	$ 9,549	2012-12-27
1	CENTRAL GARDEN AND PET CO - A CENTA, 120 sh	$ 1,250	2012-12-27
1	REGAL BELOITE CP RBC, 60 sh	$ 4,156	2012-12-27
1	FLOWERS FOODS INC FLO, 160 sh	$ 3,718	2012-12-27
1	CAMBREX CP CBM, 70 sh	$ 781	2012-12-27
1	CUBIC CP CUB, 20 sh	$ 955	2012-12-27
1	MERCURY COMPUTER SYSTEMS MRCY, 35 sh	$ 312	2012-12-27
1	SKYWORKS SOLUTIONS, INC SWKS, 290 sh	$ 5,751	2012-12-27
1	OFFICEMAX INC OMX, 486 sh	$ 4,539	2012-12-27
1	ATMOS ENERGY CORP ATO, 85 sh	$ 2,957	2012-12-27
1	CROCS INC CROX, 175 sh	$ 2,375	2012-12-27
1	TEXAS CAPITAL BANCSHARES, INC TCBI, 70 sh	$ 3,105	2012-12-27
1	FINISH LINE, INC FINL, 135 sh	$ 2,503	2012-12-27
1	MYERS INDS INC MYE, 55 sh	$ 790	2012-12-27
1	VEECO INSTRUMENTS INC VECO, 60 sh	$ 1,743	2012-12-27
1	GREIF INC - A GEF, 70 sh	$ 3,138	2012-12-27
1	ASSOCIATED BANC-CORP ASBC, 1010 sh	$ 13,241	2012-12-27
1	COMMERCE BANCSHARES, INC CBSH, 140 sh	$ 4,908	2012-12-27
1	NEWPORT CORPORATION NEWP, 210 sh	$ 2,695	2012-12-27

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(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	KBR INC KBR, 710 sh	$ 20,910	2012-12-27
1	CYTEC IND INC CYT, 100 sh	$ 6,917	2012-12-27
1	MATTHEWS INTERNATIONAL CORPORATION MATW, 75 sh	$ 2,383	2012-12-27
1	DINEEQUITY INC DIN, 35 sh	$ 2,365	2012-12-27
1	CORVEL CORP CRVL, 20 sh	$ 882	2012-12-27
1	APTAR GROUP INC ATR, 120 sh	$ 5,708	2012-12-27
1	EXTRA SPACE STORAGE EXR, 180 sh	$ 6,478	2012-12-27
1	BUFFALO WILD WINGS, INC BWLD, 20 sh	$ 1,419	2012-12-27
1	EHEALTH INC EHTH, 50 sh	$ 1,386	2012-12-27
1	BANK OF HAWAII CORP BOH, 100 sh	$ 4,430	2012-12-27
1	SEACOR HOLDINGS INC CKH, 40 sh	$ 3,300	2012-12-27
1	ACUITY BRANDS INC AYI, 60 sh	$ 3,943	2012-12-27
1	MATRIX SERVICE CO MTRX, 142 sh	$ 1,605	2012-12-27
1	PRIVATEBANCORP, INC PVTB, 128 sh	$ 1,952	2012-12-27
1	ROCK-TENN CO RKT, 75 sh	$ 5,204	2012-12-27
1	MATERION CORP MTRN, 111 sh	$ 2,803	2012-12-27
1	II VI INC IIVI, 80 sh	$ 1,448	2012-12-27
1	GARTNER INC IT, 110 sh	$ 4,935	2012-12-27
1	STANDARD MOTOR PRODS SMP, 35 sh	$ 760	2012-12-27
1	JAKKS PACIFIC, INC JAKK, 124 sh	$ 1,536	2012-12-27
1	CBEYOND, INC CBEY, 174 sh	$ 1,536	2012-12-27
1	DEALERTRACK HOLDINGS INC TRAK, 70 sh	$ 1,973	2012-12-27
1	FEI CO FEIC, 80 sh	$ 4,356	2012-12-27
1	ASTEC INDUSTRIES, INC ASTE, 116 sh	$ 3,724	2012-12-27
1	DIAMONDROCK HOSP CO DRH, 1075 sh	$ 9,675	2012-12-27
1	VIROPHARMA INCORPORATED VPHM, 145 sh	$ 3,284	2012-12-27
1	ALIGN TECHNOLOGY, INC ALGN, 120 sh	$ 3,268	2012-12-27
1	ZALE CP ZLC, 146 sh	$ 573	2012-12-27
1	MICREL, INCORPORATED MCRL, 150 sh	$ 1,426	2012-12-27
1	HANESBRANDS INC HBI, 165 sh	$ 5,806	2012-12-27

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(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	MID AMER APT COMMUN MAA, 40 sh	$ 2,581	2012-12-27
1	NCR CP NCR, 320 sh	$ 8,085	2012-12-27
1	ANDERSONS, INC ANDE, 40 sh	$ 1,742	2012-12-27
1	MARCUS CP MCS, 110 sh	$ 1,332	2012-12-27
1	UMB FINANCIAL CORPORATION UMBF, 60 sh	$ 2,586	2012-12-27
1	BOB EVANS FARMS, INC BOBE, 50 sh	$ 1,998	2012-12-27
1	CORP OFFICE PPTY TR OFC, 393 sh	$ 9,597	2012-12-27
1	MKS INSTRUMENTS, INC MKSI, 105 sh	$ 2,675	2012-12-27
1	WORLD FUEL SVCS CP INT, 110 sh	$ 4,518	2012-12-27
1	HANOVER INS GROUP THG, 265 sh	$ 10,116	2012-12-27
1	JOS A BANK CLOTHIERS, INC JOSB, 45 sh	$ 1,883	2012-12-27
1	OLYMPIC STEEL INC ZEUS, 49 sh	$ 1,048	2012-12-27
1	AMER FIN GRP HLD AFG, 145 sh	$ 5,704	2012-12-27
1	SOUTHWEST GAS CP SWX, 90 sh	$ 3,772	2012-12-27
1	CARBO CERAMICS INC CRR, 30 sh	$ 2,313	2012-12-27
1	MEDICAL PROPERTIES TRUST, INC MPW, 766 sh	$ 8,981	2012-12-27
1	PALOMAR MEDICAL TECHNOLOGIES PMTI, 98 sh	$ 883	2012-12-27
1	ACADIA RLTY TR AKR, 81 sh	$ 2,008	2012-12-27
1	SOTHEBYS BID, 135 sh	$ 4,392	2012-12-27
1	CLARCOR INC CLC, 20 sh	$ 946	2012-12-27
1	STRATASYS, INC SSYS, 40 sh	$ 3,041	2012-12-27
1	ICONIX BRAND GROUP, INC ICON, 150 sh	$ 3,286	2012-12-27
1	BOYD GAMING CORP BYD, 296 sh	$ 1,971	2012-12-27
1	MAGELLAN HEALTH SERVICES, INC MGLN, 70 sh	$ 3,633	2012-12-27
1	UNIVERSAL HLTH SVC B UHS, 160 sh	$ 7,682	2012-12-27
1	ALLSCRIPTS HEALTHCARE SOLUTIONS MDRX, 138 sh	$ 1,259	2012-12-27
1	OSHKOSH CORP OSK, 412 sh	$ 11,905	2012-12-27
1	LIFE TIME FITNESS LTM, 75 sh	$ 3,592	2012-12-27
1	PARAMETRIC TECHNOLOGY CORP PMTC, 61 sh	$ 1,388	2012-12-27
1	ANALOGIC CORPORATION ALOG, 30 sh	$ 2,201	2012-12-27

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(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	COWEN GROUP INC COWN, 104 sh	$ 249	2012-12-27
1	SAFETY INSURANCE GROUP INC SAFT, 85 sh	$ 3,884	2012-12-27
1	ON ASSIGNMENT, INC ASGN, 75 sh	$ 1,461	2012-12-27
1	BANK MUTUAL CORPORATION BKMU, 270 sh	$ 1,137	2012-12-27
1	SUPERIOR IND INTL SUP, 128 sh	$ 2,486	2012-12-27
1	CIRCOR INTL INC CIR, 35 sh	$ 1,346	2012-12-27
1	KEMPER CORP KMPR, 301 sh	$ 8,762	2012-12-27
1	ATWOOD OCEANICS INC ATW, 110 sh	$ 4,912	2012-12-27
1	FOSSIL INC COM FOSL, 95 sh	$ 8,531	2012-12-27
1	SAUL CENTERS, INC BFS, 21 sh	$ 871	2012-12-27
1	SALIX PHARMACEUTICALS SLXP, 75 sh	$ 3,047	2012-12-27
1	CON-WAY INC CNW, 85 sh	$ 2,389	2012-12-27
1	BRADY CP CL A BRC, 110 sh	$ 3,627	2012-12-27
1	AARONS INC AAN, 152 sh	$ 4,362	2012-12-27
1	MONSTER BEVERAGE CORP MNST, 82 sh	$ 4,277	2012-12-27
1	LITHIA MOTORS INC CI A LAD, 45 sh	$ 1,607	2012-12-27
1	CRANE CO CR, 100 sh	$ 4,582	2012-12-27
1	INSIGHT ENTERPRISES, INC NSIT, 95 sh	$ 1,644	2012-12-27
1	WAUSAU PAPER CORP WPP, 100 sh	$ 861	2012-12-27
1	GIBRALTAR INDS INC ROCK, 166 sh	$ 2,556	2012-12-27
1	RESOURCES CONNECTION, INC RECN, 90 sh	$ 1,012	2012-12-27
1	INTEVAC INC IVAC, 130 sh	$ 599	2012-12-27
1	EXZCORP INC EZPW, 100 sh	$ 1,972	2012-12-27
1	INTERFACE INC CL A TILE, 120 sh	$ 1,895	2012-12-27
1	AAR CORP AIR, 220 sh	$ 4,003	2012-12-27
1	GROUP 1 AUTOMOTIVE INC GPI, 50 sh	$ 2,990	2012-12-27
1	VERTEX PHARMCTLS INC VRTX, 185 sh	$ 7,697	2012-12-27
1	ENCORE WIRE CORP WIRE, 40 sh	$ 1,213	2012-12-27
1	PANERA BREAD CO CL A PNRA, 65 sh	$ 10,149	2012-12-27
1	BIO RAD LABS INC CL A BIO, 10 sh	$ 1,049	2012-12-27

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1	ROBBINS MYERS INC RBN, 60 sh	$ 3,562	2012-12-27
1	COMMUNITY HEALTH CYH, 525 sh	$ 15,771	2012-12-27
1	SKYWEST, INC SKYW, 277 sh	$ 3,450	2012-12-27
1	KIRBY CORPORATION KEX, 24 sh	$ 1,469	2012-12-27
1	RUDOLPH TECHNOLOGIES INC RTEC, 60 sh	$ 788	2012-12-27
1	TETRA TECH INC TTEK, 90 sh	$ 2,360	2012-12-27
1	ASPEN INSURANCE HLDG AHL, 397 sh	$ 12,611	2012-12-27
1	NATIONAL FINL PARTNERS CORP NFP, 227 sh	$ 3,877	2012-12-27
1	SUSQUEHANNA BANCSHARES, INC SUSQ, 1050 sh	$ 10,962	2012-12-27
1	WD-40 COMPANY WDFC, 30 sh	$ 1,382	2012-12-27
1	CHRISTOPHER BANKS CBK, 200 sh	$ 1,018	2012-12-27
1	HEALTH NET INC HNT, 270 sh	$ 6,673	2012-12-27
1	ANIXTER INTL INC AXE, 65 sh	$ 4,080	2012-12-27
1	LIVE NATION INC LYV, 277 sh	$ 2,517	2012-12-27
1	TRUE RELIGION APPAREL INC TRLG, 35 sh	$ 866	2012-12-27
1	FOOT LOCKER INC FL, 325 sh	$ 10,270	2012-12-27
1	DREAMWORKS ANIMATION DWA, 130 sh	$ 2,158	2012-12-27
1	BANCORPSOUTH INC BXS, 470 sh	$ 6,705	2012-12-27
1	KENNAMETAL INC KMT, 160 sh	$ 6,306	2012-12-27
1	OWENS AND MINOR INC OMI, 87 sh	$ 2,450	2012-12-27
1	MEDICINES COMPANY MDCO, 110 sh	$ 2,638	2012-12-27
1	THOR INDS INC THO, 50 sh	$ 1,868	2012-12-27
1	ICU MEDICAL, INC ICUI, 25 sh	$ 1,531	2012-12-27
1	CHIPOLTE MEX GRILL CMG, 30 sh	$ 8,789	2012-12-27
1	POLYCOM, INC PLCM, 240 sh	$ 2,532	2012-12-27
1	NTELOS HOLDINGS CORP NTLS, 83 sh	$ 1,075	2012-12-27
1	DIGI INTERNATIONAL INC DGII, 143 sh	$ 1,341	2012-12-27
1	GK SERVICES, INC GK, 103 sh	$ 3,467	2012-12-27
1	MAXIMUS INC MMS, 60 sh	$ 3,711	2012-12-27
1	NEOGEN CORPORATION NEOG, 45 sh	$ 2,061	2012-12-27

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1	ROLLINS INC ROL, 90 sh	$ 1,978	2012-12-27
1	SEMTECH CORPORATION SMTC, 110 sh	$ 3,116	2012-12-27
1	GARDNER DENVER INC GDI, 85 sh	$ 5,783	2012-12-27
1	TUESDAY MORNING CORP TUES, 238 sh	$ 1,417	2012-12-27
1	CARTERS INC CRI, 115 sh	$ 6,177	2012-12-27
1	NEUSTAR, INC CL A NSR, 130 sh	$ 5,340	2012-12-27
1	CREE, INC CREE, 165 sh	$ 5,524	2012-12-27
1	CHEMED CORP CHE, 40 sh	$ 2,697	2012-12-27
1	SYNOVUS FINL CP SNV, 4550 sh	$ 11,170	2012-12-27
1	MONSTER WORLDWIDE, INC MWW, 382 sh	$ 2,147	2012-12-27
1	TRACTOR SUPPLY CO TSCO, 100 sh	$ 8,725	2012-12-27
1	FIRST CASH FINL SERVICES INC FCFS, 65 sh	$ 3,123	2012-12-27
1	FORWARD AIR CORP FWRD, 60 sh	$ 2,058	2012-12-27
1	CONCUR TECHNOLOGIES CNQR, 40 sh	$ 2,712	2012-12-27
1	PLEXUS CORPORATION INC PLXS, 70 sh	$ 1,754	2012-12-27
1	SELECT COMFORT CORPORATION SCSS, 120 sh	$ 2,960	2012-12-27
1	BE AEROSPACE, INC BEAV, 205 sh	$ 10,008	2012-12-27
1	VCA ANTECH, INC WOOF, 180 sh	$ 3,742	2012-12-27
1	WINTRUST FINANCIAL CORPORATION WTFC, 210 sh	$ 7,662	2012-12-27
1	TOWER GROUP INC TWGP, 190 sh	$ 3,432	2012-12-27
1	OXFORD INDUSTRIES OXM, 25 sh	$ 1,129	2012-12-27
1	PROGRESS SOFTWARE CORP PRGS, 120 sh	$ 2,500	2012-12-27
1	QUICKSILVER INC ZQK, 674 sh	$ 2,703	2012-12-27
1	SELECTIVE INS GROUP INC SIGI, 309 sh	$ 5,856	2012-12-27
1	KAMAN CORPORATION KAMN, 40 sh	$ 1,447	2012-12-27
1	GEN CABLE CP BGC, 270 sh	$ 7,969	2012-12-27
1	GREENHILL COMPANY INC GHL, 60 sh	$ 3,103	2012-12-27
1	GATX CORP GMT, 100 sh	$ 4,286	2012-12-27
1	NATL FUEL GAS CO NFG, 165 sh	$ 8,328	2012-12-27
1	CATO CORP CL A CATO, 80 sh	$ 2,099	2012-12-27

Form 990 Schedule B, Part II - Noncash Property (see Instructions) Use duplicate copies of Part II if additional space is needed

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	DIODES DIOD, 70 sh	$ 1,226	2012-12-27
1	OLD DOMINION FREIGHT LINES ODFL, 90 sh	$ 3,070	2012-12-27
1	VALLEY NATL BANCORP VLY, 1074 sh	$ 10,042	2012-12-27
1	ALLIANCE DATA SYSTEM CORP ADS, 95 sh	$ 13,671	2012-12-27
1	UNIVERSAL TECH INST UTI, 47 sh	$ 457	2012-12-27
1	ATMI INC ATMI, 70 sh	$ 1,432	2012-12-27
1	INVESTMENT TEC ITG, 221 sh	$ 1,988	2012-12-27
1	LASALLE HOTEL PROP LHO, 297 sh	$ 7,507	2012-12-27
1	AMEDISYS INC AMED, 175 sh	$ 1,958	2012-12-27
1	ARRIS GROUP INC ARRS, 132 sh	$ 1,980	2012-12-27
1	CASEYS GENERAL STORES, INC CASY, 70 sh	$ 3,632	2012-12-27
1	CADENCE DESIGN SYSTEMS INC CDNS, 495 sh	$ 6,640	2012-12-27
1	HEIDRICKSTRUGGLES INTL HSII, 91 sh	$ 1,385	2012-12-27
1	INLAND REAL ESTATE CORP IRC, 310 sh	$ 2,582	2012-12-27
1	THE HAIN CELESTIAL GROUP, INC HAIN, 40 sh	$ 2,127	2012-12-27
1	HAWAIIAN ELEC INDS HE, 185 sh	$ 4,629	2012-12-27
1	BLACK HILLS CORP BKH, 80 sh	$ 2,870	2012-12-27
1	CALAMOS ASSET MANAGEMENT A CLMS, 111 sh	$ 1,137	2012-12-27
1	INGREDION INC INGR, 155 sh	$ 10,019	2012-12-27
1	JETBLUE AIRWAYS CORPORATION JBLU, 312 sh	$ 1,782	2012-12-27
1	POTLATCH CORP PCH, 70 sh	$ 2,705	2012-12-27
1	COLDWATER CREEK INC CWTR, 120 sh	$ 605	2012-12-27
1	UNITED THERAPEUTICS CORP UTHR, 60 sh	$ 3,146	2012-12-27
1	FIRST MIDWEST BANCORP, INC FMBI, 435 sh	$ 5,455	2012-12-27
1	BOSTON PRIVATE FINANCIAL HOLDINGS, INC BPFH, 135 sh	$ 1,207	2012-12-27
1	ORBITAL SCIENCES CORP ORB, 320 sh	$ 4,286	2012-12-27
1	WEBSENSE INC WBSN, 30 sh	$ 453	2012-12-27
1	GUESS INC GES, 115 sh	$ 2,799	2012-12-27
1	TANGER FACTORY OUTLT CENREIT SKT, 110 sh	$ 3,756	2012-12-27
1	TELEDYNE TECH INC TDY, 70 sh	$ 4,487	2012-12-27

Form 990 Schedule B, Part II - Noncash Property (see Instructions) Use duplicate copies of Part II if additional space is needed

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	CONS GRAPHICS INC CGX, 25 sh	$ 824	2012-12-27
1	CORPORATE EXEC BOARD CO CEB, 75 sh	$ 3,460	2012-12-27
1	SKECHERS U S A INC CL A SKX, 207 sh	$ 3,699	2012-12-27
1	MICROSEMI CORP MSCC, 165 sh	$ 3,384	2012-12-27
1	COMTECH TELECMNS CRP CMTL, 99 sh	$ 2,512	2012-12-27
1	ENERGEN CRP EGN, 50 sh	$ 2,191	2012-12-27
1	SMITH A O CORP AOS, 60 sh	$ 3,692	2012-12-27
1	FIRST BANCORP P R FBP, 388 sh	$ 1,688	2012-12-27
1	EQUITY ONE REIT EQY, 70 sh	$ 1,470	2012-12-27
1	INVACARE CORP IVC, 160 sh	$ 2,595	2012-12-27
1	PROVIDENT FINL SVCS INC PFS, 310 sh	$ 4,569	2012-12-27
1	SAKS INC SKS, 290 sh	$ 2,926	2012-12-27
1	PERRIGO CO PRGO, 140 sh	$ 14,474	2012-12-27
1	HUNT J B JBHT, 155 sh	$ 9,067	2012-12-27
1	SUPERVALU INC SVU, 1156 sh	$ 2,907	2012-12-27
1	UNIVL CORP UVV, 120 sh	$ 5,945	2012-12-27
1	ST MARY LD EXPL CO SM, 130 sh	$ 6,716	2012-12-27
1	PLAINS EXPL AND PRODCTN PXP, 289 sh	$ 13,379	2012-12-27
1	ANN INC ANN, 95 sh	$ 3,028	2012-12-27
1	MERCURY GENL CORP MCY, 196 sh	$ 7,871	2012-12-27
1	OCEANERING INTL INC OII, 190 sh	$ 10,070	2012-12-27
1	INFORMATICA CORPORATION INFA, 155 sh	$ 4,705	2012-12-27
1	DIAMOND FOODS, INC DMND, 48 sh	$ 665	2012-12-27
1	WADDELLREED FIN INC WDR, 175 sh	$ 6,094	2012-12-27
1	TELLABS, INC TLAB, 603 sh	$ 1,441	2012-12-27
1	TREEHOUSE FOODS INC THS, 60 sh	$ 3,087	2012-12-27
1	CIBER INC CBR, 368 sh	$ 1,205	2012-12-27
1	BROOKS AUTOMATION, INC BRKS, 135 sh	$ 1,082	2012-12-27
1	MOBILE MINI, INC MINI, 198 sh	$ 3,988	2012-12-27
1	TETRA TECHNOLOGIES TTI, 429 sh	$ 3,175	2012-12-27

Form 990 Schedule B, Part II - Noncash Property (see Instructions) Use duplicate copies of Part II if additional space is needed

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	BRISTOW GROUP BRS, 80 sh	$ 4,258	2012-12-27
1	MANTECH INTERNATIONAL CORPORATION MANT, 58 sh	$ 1,516	2012-12-27
1	CENTENE CORPORATION CNC, 105 sh	$ 4,217	2012-12-27
1	UNITED FIRE GROUP UFCS, 116 sh	$ 2,479	2012-12-27
1	THE WENDYS CO WEN, 260 sh	$ 1,227	2012-12-27
1	VISHAY INTERTECH VSH, 365 sh	$ 3,705	2012-12-27
1	NORTHEAST UTIL NU, 52 sh	$ 2,011	2012-12-27
1	CYMER INC CYMI, 60 sh	$ 5,303	2012-12-27
1	KINDRED HEALTHCARE, INC KND, 260 sh	$ 2,798	2012-12-27
1	BUCKEYE TECH INC BKI, 80 sh	$ 2,275	2012-12-27
1	PARKWAY PROP INC PKY, 125 sh	$ 1,721	2012-12-27
1	KILROY REALTY CP KRC, 85 sh	$ 3,978	2012-12-27
1	BRE PPTYS INC CL A BRE, 110 sh	$ 5,515	2012-12-27
1	LINCOLN EDUCATIONAL SERVICES CORP LINC, 125 sh	$ 728	2012-12-27
1	WABTEC WAB, 75 sh	$ 6,512	2012-12-27
1	FAIRCHILD SEMI INTL FCS, 255 sh	$ 3,596	2012-12-27
1	USA MOBILITY INC USMO, 120 sh	$ 1,343	2012-12-27
1	PINNACLE ENTERTAINMENT INC PNK, 339 sh	$ 5,397	2012-12-27
1	SERVICE CP INTL SCI, 525 sh	$ 7,295	2012-12-27
1	ALLEGHANY CP Y, 9 sh	$ 2,979	2012-12-27
1	QUANEX CP NX, 210 sh	$ 4,158	2012-12-27
1	K-SWISS INC KSWS, 155 sh	$ 526	2012-12-27
1	OSI SYSTEMS, INC OSIS, 35 sh	$ 2,210	2012-12-27
1	BLACKBAUD INC BLKB, 55 sh	$ 1,232	2012-12-27
1	OMEGA HEALTHCARE INV OHI, 160 sh	$ 3,793	2012-12-27
1	POLARIS INDUSTRIES PII, 110 sh	$ 9,046	2012-12-27
1	COMMERCIAL METALS CMC, 631 sh	$ 9,364	2012-12-27
1	KORN FERRY INTL KFY, 260 sh	$ 4,072	2012-12-27
1	SILGAN HOLDINGS, INC SLGN, 36 sh	$ 1,491	2012-12-27
1	TOLL BROTHERS INC TOL, 290 sh	$ 9,044	2012-12-27

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(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	SMITHFIELD FOODS SFD, 479 sh	$ 10,035	2012-12-27
1	UNITED RENTALS INC URI, 125 sh	$ 5,434	2012-12-27
1	DOMTAR LTD UFS, 73 sh	$ 6,163	2012-12-27
1	CABELAS INC CAB, 85 sh	$ 3,423	2012-12-27
1	COLONIAL PPTYS TR SH BEN INT CLP, 353 sh	$ 7,489	2012-12-27
1	MINERAL TECH INC MTX, 60 sh	$ 2,361	2012-12-27
1	RADIOSHACK CORP RSH, 542 sh	$ 1,179	2012-12-27
1	BELDEN INC BDC, 95 sh	$ 4,162	2012-12-27
1	RED ROBIN GOURMET BURGERS, INC RRGB, 30 sh	$ 1,038	2012-12-27
1	UNIT CP UNT, 95 sh	$ 4,213	2012-12-27
1	UNITED NATURAL FOODS, INC UNFI, 85 sh	$ 4,552	2012-12-27
1	ALPHA NATURAL RES ANR, 1062 sh	$ 9,972	2012-12-27
1	TRINITY INDUSTRIES, INC TRN, 198 sh	$ 6,983	2012-12-27
1	LINDSAY CORP LNN, 20 sh	$ 1,535	2012-12-27
1	WOLVERINE WORLDWIDE WWW, 70 sh	$ 2,807	2012-12-27
1	JONES LANG LASALLE JLL, 85 sh	$ 7,064	2012-12-27
1	GRACO INC GGG, 125 sh	$ 6,466	2012-12-27
1	ALLETE INC ALE, 45 sh	$ 1,824	2012-12-27
1	KB HOME KBH, 415 sh	$ 6,298	2012-12-27
1	PATTERSON-UTI ENERGY INC PTEN, 598 sh	$ 10,955	2012-12-27
1	GRANITE CONSTRUC INC GVA, 190 sh	$ 6,280	2012-12-27
1	LIFEPOINT HOSPITALS, INC LPNT, 179 sh	$ 6,715	2012-12-27
1	MICROS SYSTEMS, INC MCRS, 20 sh	$ 840	2012-12-27
1	PORTFOLIO RECOVERY ASSOCIATES, INC PRAA, 20 sh	$ 2,064	2012-12-27
1	ROFIN-SINAR TECHNOLOGIES, INC RSTI, 80 sh	$ 1,704	2012-12-27
1	POOL CORPORATION POOL, 95 sh	$ 3,950	2012-12-27
1	CONMED CORPORATION CNMD, 60 sh	$ 1,652	2012-12-27
1	MINE SAFETY APPL MSA, 50 sh	$ 2,086	2012-12-27
1	ARKANSAS BEST CORPORATION ABFS, 132 sh	$ 1,226	2012-12-27
1	HELIX ENERGY SOLUTIONS GROUP INC HLX, 205 sh	$ 4,127	2012-12-27

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(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	DECKERS OUTDOOR CORPORATION DECK, 60 sh	$ 2,208	2012-12-27
1	DIGITAL RIVER, INC DRIV, 197 sh	$ 2,749	2012-12-27
1	CHILDRENS PLACE PLCE, 40 sh	$ 1,729	2012-12-27
1	PEP BOYS MANNY MOE JACK PBY, 85 sh	$ 816	2012-12-27
1	BRUNSWICK CORPORATION BC, 180 sh	$ 4,917	2012-12-27
1	DICKS SPORTING GDS DKS, 130 sh	$ 5,831	2012-12-27
1	HIGHWOODS PRPTY INC HIW, 110 sh	$ 3,673	2012-12-27
1	CARLISLE COS INC CSL, 95 sh	$ 5,474	2012-12-27
1	QUICKSILVER RES INC KWK, 668 sh	$ 2,007	2012-12-27
1	OFFICE DEPOT INC ODP, 1545 sh	$ 5,029	2012-12-27
1	BENCHMARK ELECTRS INC BHE, 274 sh	$ 4,446	2012-12-27
1	CITY NATL CP CYN, 85 sh	$ 4,198	2012-12-27
1	MDU RESOURCES GROUP MDU, 237 sh	$ 4,998	2012-12-27
1	A K STEEL HLDG CORP AKS, 600 sh	$ 2,676	2012-12-27
1	M D C HLDGS MDC, 215 sh	$ 7,559	2012-12-27
1	MSC INDUSTRIAL DRCT MSM, 35 sh	$ 2,602	2012-12-27
1	ENDO PHARMACEUTICALS HOLDINGS INC ENDP, 205 sh	$ 5,316	2012-12-27
1	NETGEAR INC NTGR, 70 sh	$ 2,692	2012-12-27
1	IDEX CP IEX, 165 sh	$ 7,596	2012-12-27
1	CHURCH DWIGHT CHD, 200 sh	$ 10,725	2012-12-27
1	PENN REAL ESTATE INV TRUST PEI, 320 sh	$ 5,608	2012-12-27
1	FULLER H B CO FUL, 55 sh	$ 1,862	2012-12-27
1	ALBEMARLE CP ALB, 145 sh	$ 8,907	2012-12-27
1	ETHAN ALLEN INTERIOR ETH, 55 sh	$ 1,381	2012-12-27
1	DAKTRONICS, INC DAKT, 200 sh	$ 2,138	2012-12-27
1	CABOT CP CBT, 135 sh	$ 5,292	2012-12-27
1	UMPQUA HOLDINGS CORPORATION UMPQ, 615 sh	$ 7,177	2012-12-27
1	MEMC ELECTRONICS MATERIALS INC WFR, 1253 sh	$ 3,903	2012-12-27
1	ADVANCE AUTO PARTS INC AAP, 30 sh	$ 2,124	2012-12-27
1	PACKAGING CORP AMER PKG, 160 sh	$ 6,118	2012-12-27

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(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	DELTIC TIMBER CP DEL, 25 sh	$ 1,761	2012-12-27
1	CIMAREX ENERGY CO XEC, 145 sh	$ 8,197	2012-12-27
1	CORINTHIAN COLLEGES COCO, 464 sh	$ 1,128	2012-12-27
1	RUBY TUESDAY INC RT, 346 sh	$ 2,751	2012-12-27
1	BRIGGS STRATTON CORP BGG, 85 sh	$ 1,794	2012-12-27
1	HARSCO CORP HSC, 436 sh	$ 10,006	2012-12-27
1	BIOMED RLTY TR INC BMR, 165 sh	$ 3,150	2012-12-27
1	MENS WEARHOUSE MW, 105 sh	$ 3,156	2012-12-27
1	CARPENTER TECH CRS, 90 sh	$ 4,570	2012-12-27
1	ALLIANT TECH SYS INC ATK, 89 sh	$ 5,505	2012-12-27
1	WELLCARE HEALTH PLANS INC WCG, 80 sh	$ 3,902	2012-12-27
1	HEALTHWAYS, INC HWAY, 195 sh	$ 2,036	2012-12-27
1	U G I CP UGI, 326 sh	$ 10,515	2012-12-27
1	TIBCO SOFTWARE TIBX, 320 sh	$ 6,952	2012-12-27
1	N V R INC NVR, 10 sh	$ 9,291	2012-12-27
1	CINCINNATI BELL INC CBB, 470 sh	$ 2,460	2012-12-27
1	SCHULMAN A INC SHLM, 160 sh	$ 4,540	2012-12-27
1	SYNOPSYS, INC SNPS, 50 sh	$ 1,580	2012-12-27
1	LENNOX INTL INC LII, 80 sh	$ 4,114	2012-12-27
1	CURTISS WRIGHT CP CW, 90 sh	$ 2,903	2012-12-27
1	KAYDON CORP KDN, 109 sh	$ 2,583	2012-12-27
1	STAGE STORES INC SSI, 75 sh	$ 1,770	2012-12-27
1	URS CORP URS, 423 sh	$ 16,499	2012-12-27
1	INTERMEC INC IN, 291 sh	$ 2,865	2012-12-27
1	VIAD CORP VVI, 115 sh	$ 3,110	2012-12-27
1	STEIN MART, INC SMRT, 153 sh	$ 1,102	2012-12-27
1	NV ENERGY INC NVE, 460 sh	$ 8,349	2012-12-27
1	CHECKPOINT SYSTMS SC CKP, 220 sh	$ 2,284	2012-12-27
1	NEENAH PAPER INC NP, 30 sh	$ 842	2012-12-27
1	GREAT PLAINS ENERGY GXP, 398 sh	$ 8,008	2012-12-27

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(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	RES INC CRK, 269 sh	$ 4,057	2012-12-27
1	FEDERAL SIGNAL CORP FSS, 365 sh	$ 2,679	2012-12-27
1	SHAW GROUP INC SHAW, 105 sh	$ 4,852	2012-12-27
1	VALMONT INDUSTRIES INC VMI, 30 sh	$ 4,022	2012-12-27
1	GENTEX CORPORATION GNTX, 175 sh	$ 3,269	2012-12-27
1	HELEN OF TROY LIMITED HELE, 60 sh	$ 1,954	2012-12-27
1	MENTOR GRAPHICS CORP MENT, 195 sh	$ 3,274	2012-12-27
1	TEXAS INDUSTRIES TXI, 160 sh	$ 7,980	2012-12-27
1	RELIANCE STL ALMN RS, 120 sh	$ 7,360	2012-12-27
1	CAREER EDUCATION CORPORATION CECO, 290 sh	$ 940	2012-12-27
1	IDACORP INC HLDG CO IDA, 90 sh	$ 3,863	2012-12-27
1	COMERICA INC CMA, 48 sh	$ 1,442	2012-12-27
1	LA Z BOY INC LZB, 90 sh	$ 1,235	2012-12-27
1	RESMED INC RMD, 100 sh	$ 4,106	2012-12-27
1	WARNACO GROUP INC WRC, 20 sh	$ 1,420	2012-12-27
1	WINNEBAGO INDUSTRIES INC WGO, 165 sh	$ 2,751	2012-12-27
1	AGCO CP AGCO, 190 sh	$ 9,225	2012-12-27
1	LOUISIANA PACIFIC CP LPX, 455 sh	$ 8,443	2012-12-27
1	UNITED ONLINE INC UNTD, 509 sh	$ 2,866	2012-12-27
1	BERKLEY W R CP WRB, 185 sh	$ 6,984	2012-12-27
1	PNM RESOURCES INC PNM, 165 sh	$ 3,382	2012-12-27
1	PVH CORP PVH, 105 sh	$ 11,408	2012-12-27
1	PROTECTIVE LIFE CORPORATION PL, 475 sh	$ 13,509	2012-12-27
1	RAYMOND JAMES FINANCIAL INC RJF, 200 sh	$ 7,651	2012-12-27
1	SCHOLASTIC CORPORATION SCHL, 30 sh	$ 867	2012-12-27
1	WMS INDUSTRIES INC WMS, 108 sh	$ 1,828	2012-12-27
1	EPR PROPERTIES EPR, 95 sh	$ 4,348	2012-12-27
1	FREDS INC FRED, 110 sh	$ 1,456	2012-12-27
1	JEFFERIES GROUP INC JEF, 818 sh	$ 15,153	2012-12-27
1	KELLY SERVICES INC KELYA, 155 sh	$ 2,410	2012-12-27

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(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	MERITAGE CORP MTH, 75 sh	$ 2,716	2012-12-27
1	MOOG INC MOG-A, 50 sh	$ 2,008	2012-12-27
1	VENTAS INC VTR, 24 sh	$ 1,539	2012-12-27
1	WEINGARTEN REALTY INVESTORS SBI WRI, 205 sh	$ 5,481	2012-12-27
1	ATMEL CORPORATION ATML, 740 sh	$ 4,562	2012-12-27
1	OIL STATES INTL INC OIS, 100 sh	$ 6,980	2012-12-27
1	WATSCO INC WSO, 55 sh	$ 4,073	2012-12-27
1	COOPER COMPANIES INC COO, 95 sh	$ 8,757	2012-12-27
1	EASTGROUP PROPERTIES INC EGP, 60 sh	$ 3,226	2012-12-27
1	HOSPITALITY PROPERTIES TRUST HPT, 506 sh	$ 11,673	2012-12-27
1	LTC PROPERTIES INC LTC, 55 sh	$ 1,916	2012-12-27
1	LEXINGTON REALTY TRUST LXP, 775 sh	$ 7,921	2012-12-27
1	POST PROPERTIES INC PPS, 80 sh	$ 3,973	2012-12-27
1	REALTY INCOME CORP O, 180 sh	$ 7,292	2012-12-27
1	AGL RESOURCES INC GAS, 50 sh	$ 1,992	2012-12-27
1	OGE ENERGY CORP OGE, 190 sh	$ 10,540	2012-12-27
1	KITE RLTY GROUP TRUST KRG, 365 sh	$ 1,993	2012-12-27
1	RAYONIER INC RYN, 232 sh	$ 11,824	2012-12-27
1	ALEXANDRIA REAL ESTATE EQUITIES INC ARE, 90 sh	$ 6,168	2012-12-27
1	CEDAR SHOPPING CENTERS INC CDR, 325 sh	$ 1,675	2012-12-27
1	CENTURY ALUMINUM COMPANY CENX, 294 sh	$ 2,450	2012-12-27
1	CASTLE CAS, 91 sh	$ 1,296	2012-12-27
1	NEW MARKET CORP NEU, 25 sh	$ 6,555	2012-12-27
1	SONIC AUTOMOTIVE INC CL A SAH, 70 sh	$ 1,420	2012-12-27
1	MANHATTAN ASSOCIATES INC MANH, 50 sh	$ 2,954	2012-12-27
1	TEREX CORP TEX, 485 sh	$ 12,860	2012-12-27
1	INTEGRATED DEVICE TECHNOLOGY INC IDTI, 150 sh	$ 1,068	2012-12-27
1	AVISTA CORP AVA, 221 sh	$ 5,248	2012-12-27
1	BLYTH INC BTH, 24 sh	$ 351	2012-12-27
1	CACI INTL INC CACI, 40 sh	$ 2,150	2012-12-27

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(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	TORO CO TTC, 120 sh	$ 4,993	2012-12-27
1	GRIFFON CORP GFF, 253 sh	$ 2,711	2012-12-27
1	STEWART INFORMATION SVCS CORP STC, 110 sh	$ 2,767	2012-12-27
1	SYNAPTICS INC SYNA, 60 sh	$ 1,792	2012-12-27
1	STANDARD PACIFIC CORP SPF, 585 sh	$ 4,142	2012-12-27
1	SANDERSON FARMS INC SAFM, 25 sh	$ 1,225	2012-12-27
1	OM GROUP INC OMG, 182 sh	$ 3,960	2012-12-27
1	M/I HOMES, INC MHO, 105 sh	$ 2,608	2012-12-27
1	EAGLE MATERIALS INC EXP, 90 sh	$ 5,106	2012-12-27
1	LAM RESEARCH CORP LRCX, 120 sh	$ 4,319	2012-12-27
1	CULLEN FROST BANKERS INC CFR, 85 sh	$ 4,593	2012-12-27
1	ITRON INC ITRI, 55 sh	$ 2,424	2012-12-27
1	INGRAM MICRO INC - CL A IM, 754 sh	$ 12,618	2012-12-27
1	WORLD ACCEPTANCE CORP WRLD, 35 sh	$ 2,534	2012-12-27
1	ENERGIZER HOLDINGS INC ENR, 15 sh	$ 1,191	2012-12-27
1	CONVERGYS CP CVG, 170 sh	$ 2,752	2012-12-27
1	DRIL QUIP INC DRQ, 55 sh	$ 3,889	2012-12-27
1	VECTREN CORP VVC, 275 sh	$ 8,026	2012-12-27
1	BRINKS CO BCO, 100 sh	$ 2,819	2012-12-27
1	HENRY SCHEIN INC HSIC, 50 sh	$ 4,016	2012-12-27
1	TUPPERWARE COPR TUP, 115 sh	$ 7,189	2012-12-27
1	EVEREST RE GROUP LTD RE, 138 sh	$ 15,053	2012-12-27
1	PS BUSINESS PARKS, INC PSB, 30 sh	$ 1,950	2012-12-27
1	ANSYS INC ANSS, 138 sh	$ 9,321	2012-12-27
1	AMER GREETINGS CL-A AM, 235 sh	$ 3,935	2012-12-27
1	ASHLAND INC ASH, 135 sh	$ 10,685	2012-12-27
1	CHEESECAKE FACTORY INC CAKE, 125 sh	$ 4,100	2012-12-27
1	PRESIDENTIAL LIFE CORPORATION PLFE, 120 sh	$ 1,679	2012-12-27
1	SENIOR HOUSING PPTYS TR REIT SNH, 115 sh	$ 2,705	2012-12-27
1	UDR INC UDR, 295 sh	$ 6,981	2012-12-27

Form 990 Schedule B, Part II - Noncash Property (see Instructions) Use duplicate copies of Part II if additional space is needed

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	HEALTH MGMT ASSOC INC HMA, 620 sh	$ 5,611	2012-12-27
1	AFFILIATED MANAGERS GROUP AMG, 80 sh	$ 10,281	2012-12-27
1	GALLAGHER ARTHUR J CO AJG, 180 sh	$ 6,242	2012-12-27
1	HUBBELL CLASS B HUB-B, 125 sh	$ 10,426	2012-12-27
1	LINCOLN ELECTRIC HOLDING INC LECO, 130 sh	$ 6,232	2012-12-27
1	LANCASTER COLONY CORPORATION LANC, 30 sh	$ 2,027	2012-12-27
1	SEI INVESTMENTS SEIC, 235 sh	$ 5,487	2012-12-27
1	SENSIENT TECHNOLOGIES SXT, 95 sh	$ 3,411	2012-12-27
1	ESSEX PRTY TR INC ESS, 60 sh	$ 8,844	2012-12-27
1	MACK CALI RLTY CORP CLI, 329 sh	$ 8,501	2012-12-27
1	DUKE REALTY CORPORATION DRE, 1060 sh	$ 14,607	2012-12-27
1	SONOCO PRODUCTS COMPANY SON, 150 sh	$ 4,449	2012-12-27
1	WORTHINGTON INDUSTRIES INC WOR, 120 sh	$ 3,022	2012-12-27
1	RPM INTERNATIONAL INC RPM, 220 sh	$ 6,379	2012-12-27
1	COUSINS PPTYS INC CUZ, 606 sh	$ 5,018	2012-12-27
1	MACERICH CO MAC, 220 sh	$ 12,777	2012-12-27
1	RYLAND GROUP INC RYL, 130 sh	$ 4,653	2012-12-27
1	UIL HOLDINGS CORP UIL, 50 sh	$ 1,783	2012-12-27
1	DELUXE CORPORATION DLX, 110 sh	$ 3,515	2012-12-27
1	PIPER JAFFRAY COMPANIES PJC, 85 sh	$ 2,619	2012-12-27
1	CYPRESS SEMICONDUCTR CY, 505 sh	$ 5,434	2012-12-27
1	PETSMART INC PETM, 205 sh	$ 13,846	2012-12-27
1	ARROW ELECTRONICS INC ARW, 250 sh	$ 9,428	2012-12-27
1	MOHAWK INDS INC MHK, 151 sh	$ 13,479	2012-12-27
1	SL GREEN RLTY CORP SLG, 160 sh	$ 12,167	2012-12-27
1	CAMDEN PPTY TR CPT, 100 sh	$ 6,783	2012-12-27
1	LEXMARK INTL INC LXK, 389 sh	$ 8,984	2012-12-27
1	JANUS CAPITAL GROUP INC JNS, 1080 sh	$ 9,034	2012-12-27
1	KANSAS CITY SOUTHERN KSU, 170 sh	$ 13,969	2012-12-27
1	OMNICARE INC OCR, 180 sh	$ 6,415	2012-12-27

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(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	PENTAIR INC PNR, 75 sh	$ 3,614	2012-12-27
1	EMCOR GROUP INC EME, 150 sh	$ 5,141	2012-12-27
1	STANCORP FINANCIAL GROUP INC SFG, 241 sh	$ 8,787	2012-12-27
1	AVNET INC AVT, 225 sh	$ 6,848	2012-12-27
1	TECH DATA CORP TECD, 100 sh	$ 4,499	2012-12-27
1	LIBERTY PROPERTY TRUST SBI LRY, 190 sh	$ 6,847	2012-12-27
1	PROLOGIS PLD, 170 sh	$ 6,117	2012-12-27
1	REGENCY CENTERS CORP REG, 115 sh	$ 5,354	2012-12-27
1	FIRSTMERIT CORPORATION FMER, 230 sh	$ 3,251	2012-12-27
1	R F MICRO DEVICES INC RFMD, 535 sh	$ 2,314	2012-12-27
1	TIMKEN CO COM TKR, 115 sh	$ 5,335	2012-12-27
1	HOME PPTYS INC HME, 55 sh	$ 3,363	2012-12-27
1	UNISOURCE ENERGY CRPHLD CO UNS, 91 sh	$ 3,868	2012-12-27
1	HEADWATERS INC HW, 210 sh	$ 1,781	2012-12-27
1	BROWN BROWN INC BRO, 150 sh	$ 3,817	2012-12-27
1	EATON VANCE CORP EV, 100 sh	$ 3,199	2012-12-27
1	REINSURANCE GROUP AMER INC RGA, 323 sh	$ 17,127	2012-12-27
1	WASHINGTON FED INC WAFD, 290 sh	$ 4,788	2012-12-27
1	FAIR ISSAC CO INC FICO, 105 sh	$ 4,375	2012-12-27
1	ZEBRA TECHNOLOGIES CORP ZBRA, 85 sh	$ 3,320	2012-12-27
1	TIDEWATER INC TDW, 40 sh	$ 1,771	2012-12-27
1	VALSPAR CORP VAL, 200 sh	$ 12,291	2012-12-27
1	CSG SYST INTL INC CSGS, 90 sh	$ 1,637	2012-12-27
1	DONALDSON CO INC DCI, 320 sh	$ 10,459	2012-12-27
1	FACTSET RESH SYST INC FDS, 20 sh	$ 1,749	2012-12-27
1	COPART INC CPRT, 88 sh	$ 2,594	2012-12-27
1	TRIMBLE NAV LTD TRMB, 110 sh	$ 6,466	2012-12-27
1	ULTRATECH STEPPER INC UTEK, 40 sh	$ 1,401	2012-12-27
1	CLECO CORP CNL, 90 sh	$ 3,596	2012-12-27
1	FULTON FIN CORP FULT, 1051 sh	$ 10,126	2012-12-27

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(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	ARCH COAL INC ACI, 1157 sh	$ 8,394	2012-12-27
1	STONE ENERGY CORP SGY, 100 sh	$ 2,015	2012-12-27
1	INPUT/OUTPUT INC IO, 260 sh	$ 1,626	2012-12-27
1	HCC INS HLDGS INC HCC, 434 sh	$ 16,062	2012-12-27
1	WEBSTER FINL CORP WBS, 283 sh	$ 5,727	2012-12-27
1	FORRESTER RESEARCH INC FORR, 35 sh	$ 926	2012-12-27
1	INTERNATIONAL RECTIFIER CORP IRF, 384 sh	$ 6,691	2012-12-27
1	PLANTRONICS INC PLT, 95 sh	$ 3,456	2012-12-27
1	CALLAWAY GOLF CO ELY, 368 sh	$ 2,317	2012-12-27
1	CRACKER BARREL OLD COUNTRY STORE INC CBRL, 45 sh	$ 2,842	2012-12-27
1	HARTE-HANKS COMMUNICATIONS INC HHS, 80 sh	$ 465	2012-12-27
1	UNIVERSAL ELECTRONICS UEIC, 81 sh	$ 1,479	2012-12-27
1	BROWN TOM INC TBI, 90 sh	$ 1,389	2012-12-27
1	FOREST OIL CORP FST, 642 sh	$ 4,224	2012-12-27
1	ESTERLINE CORP ESL, 65 sh	$ 4,122	2012-12-27
1	MILLER HERMAN INC MLHR, 110 sh	$ 2,301	2012-12-27
1	UNITED STATIONERS INC USTR, 158 sh	$ 4,795	2012-12-27
1	WATSON WYATT CO HOLDINGS TW, 20 sh	$ 1,142	2012-12-27
1	AMERICAN EAGLES OUTFITTERS INC AEO, 175 sh	$ 3,424	2012-12-27
1	BORG WARNER INC BWA, 165 sh	$ 11,542	2012-12-27
1	NEW YORK TIMES CO NYT, 684 sh	$ 5,691	2012-12-27
1	MARTIN MARIETTA MATLS INC MLM, 70 sh	$ 6,589	2012-12-27
1	SCOTTS CO SMG, 70 sh	$ 3,059	2012-12-27
1	ACTUANT CORP ATU, 140 sh	$ 3,854	2012-12-27
1	AMETEK INC AME, 415 sh	$ 15,409	2012-12-27
1	CROSS CTRY HEALTHCARE INC CCRN, 177 sh	$ 810	2012-12-27
1	FIDELITY NATIONAL FINANCIAL INC FNF, 594 sh	$ 14,155	2012-12-27
1	NEW YORK COMNTY BANCORP INC NYCB, 2040 sh	$ 26,398	2012-12-27
1	TCF FINANCIAL TCB, 733 sh	$ 8,847	2012-12-27
1	INTERSIL CORPORATION ISIL, 502 sh	$ 4,064	2012-12-27

Form 990 Schedule B, Part II - Noncash Property (see Instructions) Use duplicate copies of Part II if additional space is needed

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	METTLER-TOLEDO INTL MTD, 60 sh	$ 11,435	2012-12-27
1	SCRIPPS E W CO SSP, 60 sh	$ 623	2012-12-27
1	DST SYS INC DST, 70 sh	$ 4,215	2012-12-27
1	MANPOWER INC MAN, 233 sh	$ 9,780	2012-12-27
1	BRINKER INTL INC EAT, 210 sh	$ 6,406	2012-12-27
1	DOLLAR TREE INC DLTR, 464 sh	$ 18,347	2012-12-27
1	LAMAR ADVERTISING CO LAMR, 160 sh	$ 6,150	2012-12-27
1	WILLIAMS SONOMA INC WSM, 175 sh	$ 7,473	2012-12-27
1	FEDERAL RLTY INVT TR FRT, 76 sh	$ 7,951	2012-12-27
1	IDEXX CORP IDXX, 110 sh	$ 10,184	2012-12-27
1	DIEBOLD INC DBD, 60 sh	$ 1,816	2012-12-27
1	ALLIANT CORP LNT, 195 sh	$ 8,541	2012-12-27
1	CORELOGIC INC CLGX, 140 sh	$ 3,774	2012-12-27
1	OLD REP INTL CORP ORI, 1407 sh	$ 14,872	2012-12-27
1	BARNES GPOUP INC B, 60 sh	$ 1,322	2012-12-27
1	HILSHIRE BRANDS CO HSH, 77 sh	$ 2,132	2012-12-27
1	TELEPHONE DATA SYS INC TDS, 558 sh	$ 12,496	2012-12-27
1	ABM INDS INC ABM, 120 sh	$ 2,378	2012-12-27
1	SWIFT ENERGY CO SFY, 122 sh	$ 1,845	2012-12-27
1	ASTORIA FINL CORP AF, 490 sh	$ 4,559	2012-12-27

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

TY 2012 Gain/Loss from Sale of Other Assets Schedule

Name: The Timothy and Susanne Sullivan Family Foundation

EIN: 20-3367664

Software ID: 12000057

Software Version: 12.19.1011.1

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
Publicly-traded Securities					12,695	2,068			10,627	

TY 2012 General Explanation Attachment

Name: The Timothy and Susanne Sullivan Family Foundation

EIN: 20-3367664

Software ID: 12000057

Software Version: 12.19.1011.1

TY 2012 Investments Corporate Stock Schedule

Name: The Timothy and Susanne Sullivan Family Foundation
EIN: 20-3367664
Software ID: 12000057
Software Version: 12.19.1011.1

Name of Stock	End of Year Book Value	End of Year Fair Market Value
600 shares of A K STEEL HLDG CORP	2,676	2,760
45 shares of AAON, INC	898	939
220 shares of AAR CORP	4,003	4,110
152 shares of AARONS INC.	4,362	4,299
20 shares of ABAXIS, INC	730	742
120 shares of ABM INDS INC.	2,378	2,394
81 shares of ACADIA RLTY TR	2,008	2,031
70 shares of ACI WORLDWIDE INC	3,006	3,058
140 shares of ACTUANT CORP CL A	3,854	3,907
60 shares of ACUITY BRANDS INC	3,943	4,064
165 shares of ACXIOM CORPORATION	2,835	2,881
30 shares of ADVANCE AUTO PARTS INC	2,124	2,171
615 shares of AECOM TECHNOLOGY CORPORATION	14,741	14,636
75 shares of AEGION CORPORATION	1,602	1,664
80 shares of AFFILIATED MANAGERS GROUP	10,281	10,412
190 shares of AGCO CP	9,225	9,333
50 shares of AGL RESOURCES INC.	1,992	1,999
75 shares of AIR METHODS CORPORATION	2,772	2,768
150 shares of ALASKA AIR GROUP INC	6,500	6,464
154 shares of ALBANY INTERNATIONAL CORP	3,391	3,493
145 shares of ALBEMARLE CP	8,907	9,007
85 shares of ALEXANDER AND BALDWIN HOLDINGS INC	2,100	2,496
90 shares of ALEXANDRIA REAL ESTATE EQUITIES INC	6,168	6,239
120 shares of ALIGN TECHNOLOGY, INC.	3,268	3,330
9 shares of ALLEGHANY CP	2,979	3,019
45 shares of ALLETE INC	1,824	1,844
95 shares of ALLIANCE DATA SYSTEM CORP	13,671	13,752
510 shares of ALLIANCE ONE INTERNATIONAL INC	1,793	1,856
195 shares of ALLIANT CORP	8,541	8,562
89 shares of ALLIANT TECH SYS INC	5,505	5,514

Name of Stock	End of Year Book Value	End of Year Fair Market Value
138 shares of ALLSCRIPTS HEALTHCARE SOLUTIONS	1,259	1,300
35 shares of ALMOST FAMILY INC	688	709
1062 shares of ALPHA NATURAL RES	9,972	10,344
60 shares of AMC NETWORKS INC	2,952	2,970
40 shares of AMCOL INTERNATIONAL CORP	1,218	1,227
175 shares of AMEDISYS INC	1,958	1,979
145 shares of AMER FIN GRP HLD	5,704	5,730
235 shares of AMER GREETINGS CL-A	3,935	3,969
175 shares of AMERICAN EAGLES OUTFITTERS INC.	3,424	3,589
45 shares of AMERICAN VANGUARD CORPORATION	1,384	1,398
40 shares of AMERISAFE INC.	1,056	1,090
415 shares of AMETEK INC.	15,408	15,591
235 shares of AMN HEALTHCARE SVCS	2,684	2,714
10 shares of AMSURG CORP	298	300
30 shares of ANALOGIC CORPORATION	2,201	2,229
40 shares of ANDERSONS, INC.	1,742	1,716
65 shares of ANIXTER INTL INC	4,080	4,159
95 shares of ANN INC	3,028	3,215
138 shares of ANSYS INC.	9,321	9,293
245 shares of AOL INC	7,272	7,254
159 shares of APOGEE ENTERPRISES, INC.	3,649	3,811
1145 shares of APOLLO INVESTMENT CORP	9,549	9,572
80 shares of APPLIED IDNS TECH	3,287	3,361
50 shares of APPROACH RESOURCES INC	1,212	1,251
120 shares of APTAR GROUP INC	5,708	5,726
55 shares of ARBITRON INC	2,561	2,567
1157 shares of ARCH COAL INC.	8,394	8,469
132 shares of ARKANSAS BEST CORPORATION	1,226	1,261
132 shares of ARRIS GROUP INC	1,980	1,972
250 shares of ARROW ELECTRONICS INC.	9,428	9,520

Name of Stock	End of Year Book Value	End of Year Fair Market Value
196 shares of ASCENA RETAIL GROUP, INC.	3,537	3,620
135 shares of ASHLAND INC.	10,685	10,855
397 shares of ASPEN INSURANCE HLDG	12,611	12,736
1010 shares of ASSOCIATED BANC-CORP	13,241	13,251
116 shares of ASTEC INDUSTRIES, INC.	3,724	3,870
490 shares of ASTORIA FINL CORP	4,559	4,586
740 shares of ATMEL CORPORATION	4,562	4,847
70 shares of ATMI INC.	1,432	1,462
85 shares of ATMOS ENERGY CORP	2,957	2,985
110 shares of ATWOOD OCEANICS INC.	4,912	5,037
221 shares of AVISTA CORP	5,248	5,328
225 shares of AVNET INC.	6,848	6,887
60 shares of AZZ INCORPORATED	2,134	2,306
80 shares of BG FOODS INC	2,250	2,265
52 shares of BALCHEM CORP	1,912	1,895
470 shares of BANCORPSOUTH INC	6,705	6,834
270 shares of BANK MUTUAL CORPORATION	1,137	1,161
100 shares of BANK OF HAWAII CORP	4,430	4,405
60 shares of BANK OF THE OZARKS	2,016	2,008
60 shares of BARNES GPOUP INC	1,322	1,348
106 shares of BASIC ENERGY SERVICES INC	1,185	1,209
45 shares of BBCN	518	521
205 shares of BE AEROSPACE, INC.	10,008	10,127
95 shares of BELDEN INC	4,162	4,274
274 shares of BENCHMARK ELECTRS INC	4,446	4,554
185 shares of BERKLEY W R CP	6,984	6,982
130 shares of BIG 5 SPORTING GOODS CORPORATION	1,619	1,703
2 shares of BIGLARI HOLDINGS INC	769	780
10 shares of BIO RAD LABS INC CL A	1,049	1,051
50 shares of BIO-REFERENCE LABORATORIES, INC	1,443	1,432

Name of Stock	End of Year Book Value	End of Year Fair Market Value
165 shares of BIOMED RLTY TR INC	3,150	3,189
45 shares of BJS RESTAURANTS INC	1,531	1,481
93 shares of BLACK BOX CORPORATION	2,290	2,264
80 shares of BLACK HILLS CORP	2,870	2,907
55 shares of BLACKBAUD INC	1,232	1,256
80 shares of BLUCORA, INC.	1,219	1,257
24 shares of BLYTH INC S2	351	373
50 shares of BOB EVANS FARMS, INC.	1,998	2,010
165 shares of BORG WARNER INC.	11,542	11,817
20 shares of BOSTON BEER CO INC	2,711	2,689
135 shares of BOSTON PRIVATE FINANCIAL HOLDINGS, INC	1,207	1,216
296 shares of BOYD GAMING CORP	1,971	1,965
110 shares of BRADY CP CL A	3,627	3,674
110 shares of BRE PPTYS INC CL A	5,515	5,591
85 shares of BRIGGS STRATTON CORP	1,794	1,792
210 shares of BRINKER INTL INC.	6,406	6,508
100 shares of BRINKS CO	2,819	2,853
80 shares of BRISTOW GROUP	4,258	4,293
135 shares of BROOKS AUTOMATION, INC	1,082	1,087
150 shares of BROWN BROWN INC.	3,817	3,819
245 shares of BROWN SHOE CO INC	4,276	4,501
90 shares of BROWN TOM INC	1,389	1,418
180 shares of BRUNSWICK CORPORATION	4,917	5,236
80 shares of BUCKEYE TECH INC	2,275	2,297
45 shares of BUCKLE INC	1,933	2,009
20 shares of BUFFALO WILD WINGS, INC.	1,419	1,456
70 shares of C T S CP	705	744
85 shares of CABELAS INC	3,423	3,549
135 shares of CABOT CP	5,292	5,372
40 shares of CACI INTL INC	2,150	2,201

Name of Stock	End of Year Book Value	End of Year Fair Market Value
495 shares of CADENCE DESIGN SYSTEMS INC.	6,640	6,687
25 shares of CAL-MAINE FOODS, INC.	1,139	1,006
111 shares of CALAMOS ASSET MANAGEMENT A	1,137	1,173
25 shares of CALAVO GROWERS, INC	602	630
368 shares of CALLAWAY GOLF CO.	2,317	2,392
70 shares of CAMBREX CP	781	797
100 shares of CAMDEN PPTY TR	6,783	6,821
30 shares of CANTEL MEDICAL CORPORATION	870	892
30 shares of CARBO CERAMICS INC	2,313	2,350
290 shares of CAREER EDUCATION CORPORATION	940	1,018
95 shares of CARLISLE COS INC	5,474	5,582
90 shares of CARPENTER TECH	4,570	4,647
115 shares of CARTERS INC	6,177	6,400
20 shares of CASCADE CORP	1,287	1,286
70 shares of CASEYS GENERAL STORES, INC.	3,632	3,717
91 shares of CASTLE	1,296	1,344
221 shares of CATHAY GENERAL BANCORP	4,232	4,316
80 shares of CATO CORP CL A	2,099	2,194
174 shares of CBEYOND, INC.	1,536	1,573
75 shares of CDI CORP	1,265	1,285
325 shares of CEDAR SHOPPING CENTERS INC	1,675	1,716
105 shares of CENTENE CORPORATION	4,217	4,305
120 shares of CENTRAL GARDEN AND PET CO - A	1,250	1,256
294 shares of CENTURY ALUMINUM COMPANY	2,450	2,575
45 shares of CH ENERGY GROUP, INC	2,930	2,935
220 shares of CHECKPOINT SYSTMS SC	2,284	2,363
125 shares of CHEESECAKE FACTORY INC	4,100	4,089
40 shares of CHEMED CORP	2,697	2,744
375 shares of CHICOS FAS INC	6,641	6,923
40 shares of CHILDRENS PLACE	1,729	1,772

Name of Stock	End of Year Book Value	End of Year Fair Market Value
30 shares of CHIPOLTE MEX GRILL	8,789	8,924
200 shares of CHRISTOPHER BANKS	1,018	1,090
200 shares of CHURCH DWIGHT	10,725	10,714
368 shares of CIBER INC	1,205	1,229
145 shares of CIMAREX ENERGY CO	8,197	8,371
470 shares of CINCINNATI BELL INC	2,460	2,576
35 shares of CIRCOR INTL INC	1,346	1,386
116 shares of CIRRUS LOGIC INC	3,181	3,361
35 shares of CITY HOLDING COMPANY	1,194	1,220
85 shares of CITY NATL CP	4,198	4,209
20 shares of CLARCOR INC	946	956
50 shares of CLEAN HARBORS, INC.	2,602	2,751
50 shares of CLEARWATER PAPER CP	1,962	1,958
90 shares of CLECO CORP	3,596	3,601
262 shares of CLOUD PEAK ENERGY INC	4,990	5,064
70 shares of COGNEX CORPORATION	2,524	2,575
133 shares of COHU INC	1,385	1,442
120 shares of COLDWATER CREEK INC	605	577
353 shares of COLONIAL PPTYS TR SH BEN INT	7,489	7,544
6124 shares of COLUMBIA ACORN FUND CLASS Z	180,633	186,483
219 shares of COLUMBIA BANKING SYSTEM, INC.	3,875	3,929
48 shares of COMERICA INC	1,442	1,456
206 shares of COMFORT SYSTEMS USA INC.	2,426	2,505
140 shares of COMMERCE BANCSHARES, INC.	4,908	4,908
631 shares of COMMERCIAL METALS	9,364	9,377
65 shares of COMMUNITY BK SYS INC	1,747	1,778
525 shares of COMMUNITY HEALTH	15,770	16,138
90 shares of COMMVAULT SYSTEMS, INC.	6,170	6,269
269 shares of COMSTOCK RES INC	4,057	4,067
99 shares of COMTECH TELECMNS CRP	2,512	2,513

Name of Stock	End of Year Book Value	End of Year Fair Market Value
85 shares of CON-WAY INC	2,389	2,365
40 shares of CONCUR TECHNOLOGIES	2,712	2,701
60 shares of CONMED CORPORATION	1,652	1,677
25 shares of CONS GRAPHICS INC	824	873
170 shares of CONVERGYS CP	2,752	2,790
95 shares of COOPER COMPANIES INC	8,757	8,786
88 shares of COPART INC.	2,594	2,596
140 shares of CORELOGIC INC	3,774	3,769
464 shares of CORINTHIAN COLLEGES	1,128	1,137
393 shares of CORP OFFICE PPTY TR	9,597	9,817
75 shares of CORPORATE EXEC BOARD CO	3,460	3,560
195 shares of CORR CP OF AM	6,737	6,917
20 shares of CORVEL CORP.	882	897
606 shares of COUSINS PPTYS INC	5,018	5,060
104 shares of COWEN GROUP INC	249	255
45 shares of CRACKER BARREL OLD COUNTRY STORE INC	2,842	2,892
100 shares of CRANE CO	4,582	4,628
165 shares of CREE, INC.	5,524	5,607
175 shares of CROCS INC	2,375	2,518
177 shares of CROSS CTRY HEALTHCARE INC.	810	850
90 shares of CSG SYST INTL INC.	1,637	1,636
20 shares of CUBIC CP	955	959
60 shares of CUBIST PHARMACEUTICALS, INC.	2,532	2,523
85 shares of CULLEN FROST BANKERS INC	4,593	4,613
90 shares of CURTISS WRIGHT CP	2,903	2,955
60 shares of CYBERONICS, INC.	3,089	3,152
60 shares of CYMER INC	5,303	5,426
505 shares of CYPRESS SEMICONDUCTR	5,434	5,474
100 shares of CYTEC IND INC	6,917	6,883
200 shares of DAKTRONICS, INC	2,138	2,216

Name of Stock	End of Year Book Value	End of Year Fair Market Value
170 shares of DARLING INTERNATIONAL INC	2,649	2,727
70 shares of DEALERTRACK HOLDINGS INC	1,973	2,010
60 shares of DECKERS OUTDOOR CORPORATION	2,208	2,416
25 shares of DELTIC TIMBER CP	1,761	1,766
110 shares of DELUXE CORPORATION	3,515	3,546
48 shares of DIAMOND FOODS, INC.	665	656
1075 shares of DIAMONDROCK HOSP CO	9,675	9,675
130 shares of DICKS SPORTING GDS	5,831	5,914
60 shares of DIEBOLD INC.	1,816	1,837
143 shares of DIGI INTERNATIONAL INC.	1,341	1,354
155 shares of DIGITAL GENERATION INC	1,645	1,691
197 shares of DIGITAL RIVER, INC	2,749	2,833
158 shares of DIME COMMUNITY BANCSHARES INC	2,169	2,195
35 shares of DINEEQUITY INC	2,365	2,345
70 shares of DIODES	1,226	1,215
464 shares of DOLLAR TREE INC.	18,346	18,819
73 shares of DOMTAR LTD	6,163	6,097
320 shares of DONALDSON CO	10,459	10,509
130 shares of DREAMWORKS ANIMATION	2,158	2,154
40 shares of DREW INDUSTRIES INC	1,287	1,290
55 shares of DRIL QUIP INC	3,889	4,018
70 shares of DST SYS INC	4,215	4,242
1060 shares of DUKE REALTY CORPORATION	14,606	14,701
186 shares of DYCOM INDS INC	3,624	3,683
90 shares of EAGLE MATERIALS INC	5,106	5,265
305 shares of EAST WEST BANCORP, INC.	6,501	6,554
60 shares of EASTGROUP PROPERTIES INC	3,226	3,229
100 shares of EATON VANCE CORP	3,199	3,185
60 shares of EBIX INC	963	967
50 shares of EHEALTH INC	1,386	1,374

Name of Stock	End of Year Book Value	End of Year Fair Market Value
95 shares of EL PASO ELECTRIC CO	2,980	3,031
55 shares of ELECTRO SCIENTIFIC INDUSTRIES, INC.	539	547
150 shares of EMCOR GROUP INC.	5,141	5,192
100 shares of EMPLOYERS HOLDINGS, INC	2,055	2,058
40 shares of ENCORE WIRE CORP	1,213	1,212
205 shares of ENDO PHARMACEUTICALS HOLDINGS INC	5,316	5,377
50 shares of ENERGEN CRP	2,191	2,255
15 shares of ENERGIZER HOLDINGS INC	1,191	1,200
43 shares of ENGILITY HOLDING INC.	815	828
40 shares of ENPRO INDUSTRIES INC	1,601	1,636
107 shares of ENZO BIOCHEM INC	281	289
95 shares of EPR PROPERTIES	4,348	4,380
70 shares of EQUITY ONE REIT	1,470	1,471
60 shares of ESSEX PRTY TR INC	8,844	8,799
65 shares of ESTERLINE CORP	4,122	4,135
55 shares of ETHAN ALLEN INTERIOR	1,381	1,414
138 shares of EVEREST RE GROUP LTD	15,052	15,172
846 shares of EXELIS, INC	9,627	9,534
30 shares of EXPONENT, INC	1,585	1,675
365 shares of EXTERRAN HOLDINGS INC	7,729	8,001
180 shares of EXTRA SPACE STORAGE	6,478	6,550
100 shares of EXZCORP INC	1,972	1,989
280 shares of F.N.B CORPORATION	2,969	2,974
20 shares of FACTSET RESH SYST INC.	1,749	1,761
105 shares of FAIR ISSAC CO INC.	4,375	4,413
255 shares of FAIRCHILD SEMI INTL	3,596	3,672
35 shares of FARO TECHNOLOGIES, INC.	1,212	1,249
76 shares of FEDERAL RLTY INVT TR	7,951	7,906
365 shares of FEDERAL SIGNAL CORP	2,679	2,778
80 shares of FEI CO.	4,356	4,438

Name of Stock	End of Year Book Value	End of Year Fair Market Value
594 shares of FIDELITY NATIONAL FINANCIAL INC	14,154	13,988
195 shares of FIFTH AND PACIFIC COMPANIES INC	2,360	2,428
135 shares of FINISH LINE, INC	2,503	2,556
615 shares of FIRST AMERICAN CORP	14,596	14,814
388 shares of FIRST BANCORP P.R.	1,688	1,777
65 shares of FIRST CASH FINL SERVICES INC	3,123	3,225
610 shares of FIRST COMMONWEALTH FINANCIAL CORP	4,053	4,160
90 shares of FIRST FINANCIAL BANCORP	1,297	1,316
435 shares of FIRST MIDWEST BANCORP, INC.	5,455	5,446
1949 shares of FIRST NIAGARA FINANCIAL GROUP INC.	15,289	15,455
230 shares of FIRSTMERIT CORPORATION	3,251	3,264
160 shares of FLOWERS FOODS INC	3,718	3,723
325 shares of FOOT LOCKER INC	10,270	10,439
642 shares of FOREST OIL CORP	4,224	4,295
189 shares of FORESTAR REAL ESTATE GROUP INC	3,222	3,275
35 shares of FORRESTER RESEARCH INC.	926	938
320 shares of FORTUNE BRANDS HOME SECURITY, INC.	9,240	9,350
60 shares of FORWARD AIR CORP	2,058	2,101
95 shares of FOSSIL INC	8,531	8,845
420 shares of FRANKLIN STREET PROPERTIES CORP	5,101	5,170
110 shares of FREDS INC	1,456	1,464
55 shares of FULLER H B CO	1,862	1,915
1051 shares of FULTON FIN CORP	10,126	10,100
103 shares of GK SERVICES, INC.	3,467	3,517
180 shares of GALLAGHER ARTHUR J CO.	6,242	6,237
85 shares of GARDNER DENVER INC	5,783	5,823
110 shares of GARTNER INC	4,935	5,062
100 shares of GATX CORP	4,286	4,330
270 shares of GEN CABLE CP	7,969	8,211
105 shares of GENCORP INC	936	961

Name of Stock	End of Year Book Value	End of Year Fair Market Value
95 shares of GENERAL COMMUNICATION INC	886	911
40 shares of GENESCO INC	2,106	2,200
175 shares of GENTEX CORPORATION	3,269	3,299
180 shares of GENTIVA HEALTH SERVICES, INC.	1,768	1,809
399 shares of GEO GROUP INC	9,195	11,240
20 shares of GEOSPACE TECHNOLOGIES CORP	1,675	1,777
154 shares of GETTY RLTY HLDG CO	2,699	2,781
166 shares of GIBRALTAR INDS INC	2,556	2,648
420 shares of GLACIER BANCORP INC	6,098	6,178
125 shares of GRACO INC	6,466	6,436
190 shares of GRANITE CONSTRUC INC	6,280	6,388
398 shares of GREAT PLAINS ENERGY	8,008	8,083
156 shares of GREEN MOUNTAIN COFFEE ROASTERS, INC.	6,487	6,449
60 shares of GREENHILL COMPANY INC	3,103	3,119
70 shares of GREIF INC	3,138	3,115
253 shares of GRIFFON CORP	2,711	2,899
50 shares of GROUP 1 AUTOMOTIVE INC	2,990	3,100
115 shares of GUESS INC	2,799	2,822
30 shares of GULF ISLAND FABRICATION, INC.	688	721
82 shares of HANCOCK HOLDING COMPANY	2,570	2,602
165 shares of HANESBRANDS INC	5,806	5,910
55 shares of HANGER INC	1,481	1,505
120 shares of HANNI FINANCIAL CORP	1,607	1,631
265 shares of HANOVER INS GROUP	10,116	10,266
436 shares of HARSCO CORP	10,006	10,246
80 shares of HARTE-HANKS COMMUNICATIONS INC.	465	472
40 shares of HAVERTY FURNITURE COMPANIES INC	623	652
185 shares of HAWAIIAN ELEC INDS	4,629	4,651
10 shares of HAWKINS INC	381	386
434 shares of HCC INS HLDGS INC.	16,061	16,148

Name of Stock	End of Year Book Value	End of Year Fair Market Value
210 shares of HEADWATERS INC	1,781	1,798
620 shares of HEALTH MGMT ASSOC INC	5,611	5,778
270 shares of HEALTH NET INC	6,673	6,561
195 shares of HEALTHWAYS, INC	2,036	2,087
55 shares of HEARTLAND PYMT SYS	1,607	1,623
91 shares of HEIDRICKSTRUGGLES INTL	1,385	1,389
60 shares of HELEN OF TROY LIMITED	1,954	2,005
205 shares of HELIX ENERGY SOLUTIONS GROUP INC	4,127	4,231
50 shares of HENRY SCHEIN INC	4,016	4,021
20 shares of HI-TECH PHARMACAL CO., INC.	695	700
55 shares of HIBBETT SPORTS, INC.	2,818	2,899
110 shares of HIGHWOODS PRPTY INC	3,673	3,680
130 shares of HILL-ROM HOLDINGS, INC	3,713	3,705
50 shares of HILLENBRAND, INC	1,116	1,131
77 shares of HILSHIRE BRANDS CO	2,132	2,167
35 shares of HITTITE MICROWAVE CORPORATION	2,143	2,172
120 shares of HMS HOLDINGS CORP	3,056	3,110
75 shares of HNI CORP	2,211	2,255
572 shares of HOLLYFRONTIER CORP	26,114	26,626
66 shares of HOLOGIC, INC	1,326	1,321
33 shares of HOME BANCSHARES INC	1,081	1,090
55 shares of HOME PPTYS INC	3,363	3,372
235 shares of HORACE MANN EDUCATOR	4,541	4,691
45 shares of HORNBECK OFFSHR SRVS	1,544	1,545
506 shares of HOSPITALITY PROPERTIES TRUST	11,673	11,851
125 shares of HOT TOPIC, INC.	1,173	1,204
80 shares of HSN, INC	4,308	4,406
25 shares of HUB GROUP, INC.	824	840
125 shares of HUBBELL CLASS B	10,426	10,579
155 shares of HUNT J B	9,067	9,255

Name of Stock	End of Year Book Value	End of Year Fair Market Value
100 shares of HUNTINGTON INGALLS INDUSTRIES	4,266	4,334
150 shares of ICONIX BRAND GROUP, INC	3,286	3,348
25 shares of ICU MEDICAL, INC.	1,531	1,523
90 shares of IDACORP INC HLDG CO	3,863	3,902
165 shares of IDEX CP	7,596	7,677
110 shares of IDEXX CORP	10,184	10,208
80 shares of II VI INC	1,448	1,458
50 shares of INDEPENDENT BANK CORP	1,441	1,448
30 shares of INFINITY PROPERTY AND CASUALTY CORPORATION	1,716	1,747
155 shares of INFORMATICA CORPORATION	4,705	4,700
754 shares of INGRAM MICRO INC - CL A	12,618	12,758
155 shares of INGREDION INC.	10,019	9,987
310 shares of INLAND REAL ESTATE CORP	2,582	2,598
260 shares of INPUT/OUTPUT INC.	1,626	1,693
95 shares of INSIGHT ENTERPRISES, INC.	1,644	1,650
55 shares of INSPERITY INC	1,769	1,791
150 shares of INTEGRATED DEVICE TECHNOLOGY INC	1,068	1,095
30 shares of INTERACTIVE INTELLIGENCE, INC	1,000	1,006
120 shares of INTERFACE INC CL A	1,895	1,928
291 shares of INTERMEC INC	2,865	2,869
301 shares of INTERNATIONAL BANCSHARES CORPORATION	5,427	5,445
384 shares of INTERNATIONAL RECTIFIER CORP	6,691	6,808
502 shares of INTERSIL CORPORATION	4,064	4,162
85 shares of INTERVAL LEISURE GROUP, INC.	1,637	1,648
130 shares of INTEVAC INC	599	594
160 shares of INVACARE CORP	2,595	2,608
221 shares of INVESTMENT TEC	1,988	1,989
596 shares of ISHARES SP MIDCAP 400 BARRA VALUE	45,251	52,530
610 shares of ISHARES SP MIDCAP 400 GROWTH INDEX FUND	47,058	69,789
1243 shares of ISHARES TRUST MSCI EAFE INDEX FUND	85,179	70,676

Name of Stock	End of Year Book Value	End of Year Fair Market Value
55 shares of ITRON INC	2,424	2,450
40 shares of J J SNACK FOODS CORP.	2,487	2,555
124 shares of JAKKS PACIFIC, INC.	1,536	1,552
1080 shares of JANUS CAPITAL GROUP INC.	9,034	9,202
818 shares of JEFFERIES GROUP INC	15,152	15,189
312 shares of JETBLUE AIRWAYS CORPORATION	1,782	1,785
41 shares of JOHN BEAN TECH CORP	721	729
85 shares of JONES LANG LASALLE	7,064	7,135
45 shares of JOS. A. BANK CLOTHIERS, INC.	1,883	1,916
155 shares of K-SWISS INC	526	521
89 shares of KAISER ALUMINUM CORPORATION	5,390	5,490
40 shares of KAMAN CORPORATION	1,447	1,472
170 shares of KANSAS CITY SOUTHERN	13,969	14,191
90 shares of KAPSTONE PAPER AND PACKAGING CORPORATION	1,943	1,997
109 shares of KAYDON CORP	2,583	2,608
415 shares of KB HOME	6,298	6,557
710 shares of KBR INC	20,909	21,242
155 shares of KELLY SERVICES INC CL A	2,410	2,440
301 shares of KEMPER CORP.	8,762	8,880
160 shares of KENNAMETAL INC	6,306	6,400
85 shares of KILROY REALTY CP	3,978	4,026
260 shares of KINDRED HEALTHCARE, INC.	2,798	2,813
24 shares of KIRBY CORPORATION	1,469	1,485
365 shares of KITE RLTY GROUP TRUST	1,993	2,040
40 shares of KOPPERS HOLDINGS INC	1,507	1,526
260 shares of KORN FERRY INTL	4,072	4,124
30 shares of KULICKE AND SOFFA INDUSTRIES, INC.	349	360
90 shares of LA Z BOY INC	1,235	1,274
122 shares of LACLEDE GROUP INC	4,598	4,710
120 shares of LAM RESEARCH CORP	4,319	4,336

Name of Stock	End of Year Book Value	End of Year Fair Market Value
160 shares of LAMAR ADVERTISING CO CL A	6,150	6,200
30 shares of LANCASTER COLONY CORPORATION	2,027	2,076
297 shares of LASALLE HOTEL PROP	7,507	7,541
80 shares of LENNOX INTL INC	4,114	4,202
775 shares of LEXINGTON REALTY TRUST	7,921	8,099
389 shares of LEXMARK INTL INC	8,984	9,021
50 shares of LHC GROUP	1,035	1,065
190 shares of LIBERTY PROPERTY TRUST SBI	6,847	6,800
75 shares of LIFE TIME FITNESS	3,592	3,691
179 shares of LIFEPOINT HOSPITALS, INC	6,715	6,757
125 shares of LINCOLN EDUCATIONAL SERVICES CORPORATION	728	699
130 shares of LINCOLN ELECTRIC HOLDING INC.	6,232	6,328
20 shares of LINDSAY CORP	1,535	1,602
40 shares of LIQUIDITY SERVICES INC	1,569	1,634
45 shares of LITHIA MOTORS INC CL A	1,607	1,684
45 shares of LITTELFUSE, INC.	2,687	2,777
277 shares of LIVE NATION INC	2,517	2,579
530 shares of LKQ CORPORATION	11,130	11,183
455 shares of LOUISIANA PACIFIC CP	8,443	8,791
35 shares of LSB INDUSTRIES INC	1,190	1,240
55 shares of LTC PROPERTIES INC	1,916	1,935
50 shares of LUFKIN INDUSTRIES, INC.	2,791	2,907
50 shares of LUMBER LIQUIDATORS	2,534	2,642
82 shares of LUMOS NETWORKS CORPORATION	797	822
40 shares of LYDALL INC	562	574
215 shares of M.D.C. HLDGS	7,559	7,903
105 shares of M/I HOMES, INC	2,608	2,783
220 shares of MACERICH CO	12,777	12,826
329 shares of MACK CALI RLTY CORP	8,501	8,590
70 shares of MAGELLAN HEALTH SERVICES, INC.	3,633	3,430

Name of Stock	End of Year Book Value	End of Year Fair Market Value
35 shares of MAIDENFORM BRANDS	656	682
50 shares of MANHATTAN ASSOCIATES INC	2,954	3,017
233 shares of MANPOWER INC	9,780	9,889
58 shares of MANTECH INTERNATIONAL CORPORATION	1,516	1,505
110 shares of MARCUS CP	1,332	1,372
35 shares of MARINEMAX INC	297	313
155 shares of MARRIOTT VACATIONS WORLDWIDE CORP	6,177	6,459
70 shares of MARTIN MARIETTA MATLS INC.	6,589	6,600
111 shares of MATERION CORP	2,803	2,862
142 shares of MATRIX SERVICE CO	1,605	1,633
234 shares of MATSON INC	6,662	5,784
75 shares of MATTHEWS INTERNATIONAL CORPORATION	2,383	2,408
60 shares of MAXIMUS INC	3,711	3,793
237 shares of MDU RESOURCES GROUP	4,998	5,034
275 shares of MEADOWBROOK INS GRP	1,576	1,590
35 shares of MEDCATH CORP	272	272
766 shares of MEDICAL PROPERTIES TRUST, INC	8,981	9,161
110 shares of MEDICINES COMPANY	2,638	2,637
25 shares of MEDNAX, INC.	2,005	1,988
1253 shares of MEMC ELECTRONICS MATERIALS INC	3,903	4,022
105 shares of MENS WEARHOUSE	3,156	3,272
195 shares of MENTOR GRAPHICS CORP	3,274	3,319
35 shares of MERCURY COMPUTER SYSTEMS	312	322
196 shares of MERCURY GENL CORP	7,871	7,779
210 shares of MEREDITH CORP	6,932	7,235
75 shares of MERITAGE CORPORATION	2,716	2,801
201 shares of METHODE ELECTRONICS, INC.	1,968	2,016
60 shares of METTLER-TOLEDO INTL	11,435	11,598
150 shares of MICREL, INCORPORATED	1,426	1,425
20 shares of MICROS SYSTEMS, INC	840	849

Name of Stock	End of Year Book Value	End of Year Fair Market Value
165 shares of MICROSEMI CORP	3,384	3,472
40 shares of MID AMER APT COMMUN	2,581	2,590
110 shares of MILLER HERMAN INC.	2,301	2,361
50 shares of MINE SAFETY APPL	2,086	2,136
60 shares of MINERAL TECH INC	2,361	2,395
105 shares of MKS INSTRUMENTS, INC	2,675	2,707
198 shares of MOBILE MINI, INC	3,988	4,128
151 shares of MOHAWK INDS INC	13,479	13,661
37 shares of MOLINA HEALTHCARE	1,002	1,001
63 shares of MONARCH CASINO AND RESORT INC	695	687
52 shares of MONRO MUFFLER BRAKE, INC	1,741	1,815
82 shares of MONSTER BEVERAGE CORP	4,277	4,333
382 shares of MONSTER WORLDWIDE, INC	2,147	2,147
50 shares of MOOG INC CL A	2,008	2,052
35 shares of MOVADA GROUP INC	1,013	1,074
35 shares of MSC INDUSTRIAL DRCT	2,602	2,638
30 shares of MTS SYSTEMS CORPORATION	1,509	1,528
30 shares of MUELLER IND INC	1,476	1,501
20 shares of MWI VETERINARY SUPPLY, INC	2,175	2,200
55 shares of MYERS INDS INC	790	833
10 shares of N V R INC.	9,291	9,200
68 shares of NASH-FINCH COMPANY	1,436	1,447
227 shares of NATIONAL FINL PARTNERS CORP	3,877	3,891
437 shares of NATIONAL PENN BANCSHARES, INC.	4,005	4,073
5 shares of NATIONAL PRESTO INDUSTRIES, INC.	342	346
145 shares of NATIONAL RETAIL PROPERTIES INC	4,532	4,524
165 shares of NATL FUEL GAS CO	8,328	8,364
55 shares of NATUS MEDICAL INCORPORATED	581	614
25 shares of NAVIGATORS GROUP, INC	1,253	1,277
180 shares of NBT BANCORP	3,591	3,649

Name of Stock	End of Year Book Value	End of Year Fair Market Value
30 shares of NCI BLDG SYS INC	406	417
43 shares of NCI INC	229	202
320 shares of NCR CP	8,085	8,154
30 shares of NEENAH PAPER INC	842	854
45 shares of NEOGEN CORPORATION	2,061	2,039
70 shares of NETGEAR INC	2,692	2,760
65 shares of NETSCOUT SYSTEMS, INC.	1,631	1,689
130 shares of NEUSTAR, INC. CL A	5,340	5,451
48 shares of NEUTRAL TANDEM, INC.	125	123
25 shares of NEW MARKET CORP	6,555	6,555
2040 shares of NEW YORK COMNTY BANCORP INC.	26,397	26,723
684 shares of NEW YORK TIMES CO CL A	5,691	5,835
210 shares of NEWPORT CORPORATION	2,695	2,825
120 shares of NORDSON CP	7,463	7,574
52 shares of NORTHEAST UTIL	2,011	2,032
529 shares of NORTHWEST BANCSHARES INC	6,388	6,422
60 shares of NORTHWEST NAT GAS CO	2,610	2,652
183 shares of NOVATEL WIRELESS, INC.	239	243
83 shares of NTELOS HOLDINGS CORP	1,075	1,088
460 shares of NV ENERGY INC	8,349	8,344
190 shares of OCEANERING INTL INC	10,070	10,220
1545 shares of OFFICE DEPOT INC	5,029	5,068
486 shares of OFFICEMAX INC	4,539	4,743
190 shares of OGE ENERGY CORP	10,540	10,699
100 shares of OIL STATES INTL INC	6,980	7,154
90 shares of OLD DOMINION FREIGHT LINES	3,070	3,085
180 shares of OLD NATIONAL BANCORP	2,117	2,137
1407 shares of OLD REP INTL CORP	14,871	14,984
140 shares of OLIN CP	2,988	3,023
49 shares of OLYMPIC STEEL INC	1,048	1,085

Name of Stock	End of Year Book Value	End of Year Fair Market Value
182 shares of OM GROUP INC	3,960	4,040
160 shares of OMEGA HEALTHCARE INV	3,793	3,816
180 shares of OMNICARE INC.	6,415	6,498
60 shares of OMNICELL, INC.	902	892
75 shares of ON ASSIGNMENT, INC.	1,461	1,521
320 shares of ORBITAL SCIENCES CORP	4,286	4,406
155 shares of ORION MARINE GROUP INC	1,121	1,133
412 shares of OSHKOSH CORP	11,905	12,216
35 shares of OSI SYSTEMS, INC	2,210	2,241
87 shares of OWENS AND MINOR INC	2,450	2,480
25 shares of OXFORD INDUSTRIES	1,129	1,159
160 shares of PACKAGING CORP AMER	6,118	6,155
130 shares of PACWEST BANCORP	3,210	3,220
98 shares of PALOMAR MEDICAL TECHNOLOGIES	883	903
65 shares of PANERA BREAD CO. CL. A.	10,149	10,324
61 shares of PARAMETRIC TECHNOLOGY CORP	1,388	1,373
95 shares of PAREXEL INTERNATIONAL CORPORATION	2,762	2,811
125 shares of PARKWAY PROP INC.	1,721	1,749
598 shares of PATTERSON-UTI ENERGY INC	10,955	11,141
100 shares of PC TEL INC	697	720
98 shares of PDC ENERGY INC	3,197	3,255
320 shares of PENN REAL ESTATE INV TRUST	5,608	5,645
260 shares of PENN VIRGINIA CORP.	1,148	1,147
75 shares of PENTAIR INC. COM	3,614	3,686
85 shares of PEP BOYS MANNY MOE JACK	816	836
70 shares of PERFICIENT INC	798	825
117 shares of PERICOM SEMICONDUCTOR CORP	914	940
140 shares of PERRIGO CO	14,473	14,563
69 shares of PERRY ELLIS INTERNATIONAL INC	1,319	1,377
323 shares of PETROQUEST ENERGY	1,568	1,599

Name of Stock	End of Year Book Value	End of Year Fair Market Value
205 shares of PETSMART INC	13,846	14,009
160 shares of PHARMERICA CORP	2,243	2,278
339 shares of PINNACLE ENTERTAINMENT INC	5,397	5,366
60 shares of PINNACLE FINANCIAL PARTNERS INC.	1,115	1,130
100 shares of PIONEER ENERGY SERVICES CORP	708	726
85 shares of PIPER JAFFRAY COMPANIES	2,619	2,731
289 shares of PLAINS EXPL AND PRODCTN	13,379	13,566
95 shares of PLANTRONICS INC.	3,456	3,503
70 shares of PLEXUS CORPORATION INC	1,754	1,806
165 shares of PNM RESOURCES INC	3,382	3,384
110 shares of POLARIS INDUSTRIES	9,046	9,257
240 shares of POLYCOM, INC.	2,532	2,510
185 shares of POLYONE CORP.	3,677	3,778
95 shares of POOL CORPORATION	3,950	4,020
20 shares of PORTFOLIO RECOVERY ASSOCIATES, INC	2,064	2,137
80 shares of POST PROPERTIES INC	3,973	3,996
70 shares of POTLATCH CORP	2,705	2,741
128 shares of PRIVATEBANCORP, INC.	1,952	1,961
110 shares of PROASSURANCE CORP	4,636	4,641
120 shares of PROGRESS SOFTWARE CORP	2,500	2,519
170 shares of PROLOGIS	6,117	6,203
630 shares of PROSPECT CAPITAL CORPORATION	6,747	6,848
90 shares of PROSPERITY BANC SHARES, INC	3,762	3,780
475 shares of PROTECTIVE LIFE CORPORATION	13,509	13,576
310 shares of PROVIDENT FINL SVCS INC	4,569	4,625
30 shares of PS BUSINESS PARKS, INC.	1,950	1,949
105 shares of PVH CORP	11,408	11,656
20 shares of QUAKER CHEM CP	1,055	1,077
210 shares of QUANEX CP	4,158	4,286
674 shares of QUICKSILVER INC	2,703	2,865

Name of Stock	End of Year Book Value	End of Year Fair Market Value
668 shares of QUICKSILVER RES INC	2,007	1,910
50 shares of QUINSTREET, INC.	320	336
535 shares of R F MICRO DEVICES INC	2,314	2,397
542 shares of RADIOSHACK CORP	1,179	1,149
125 shares of RADISYS CORP	341	373
200 shares of RAYMOND JAMES FINANCIAL INC	7,651	7,706
232 shares of RAYONIER INC	11,824	12,025
180 shares of REALTY INCOME CORP	7,292	7,238
30 shares of RED ROBIN GOURMET BURGERS, INC	1,038	1,059
60 shares of REGAL BELOITE CP	4,156	4,228
115 shares of REGENCY CENTERS CORP	5,354	5,419
29 shares of REGENERON PHARMACEUTICALS, INC	4,882	4,961
312 shares of REGIS CORP	5,203	5,279
323 shares of REINSURANCE GROUP AMER INC.	17,126	17,286
120 shares of RELIANCE STL ALMN	7,360	7,452
65 shares of RENT A CTR INC	2,225	2,233
100 shares of RESMED INC	4,106	4,157
90 shares of RESOURCES CONNECTION, INC.	1,012	1,074
60 shares of ROBBINS MYERS INC	3,562	3,567
35 shares of ROCHE HOLDING AG GENUSSCHEIN	1,694	1,738
75 shares of ROCK-TENN CO.	5,204	5,243
80 shares of ROFIN-SINAR TECHNOLOGIES, INC	1,704	1,734
90 shares of ROLLINS INC	1,978	1,984
220 shares of RPM INTERNATIONAL INC.	6,379	6,459
60 shares of RTI INTL METALS INC	1,606	1,654
346 shares of RUBY TUESDAY INC	2,751	2,720
60 shares of RUDOLPH TECHNOLOGIES INC	788	806
130 shares of RYLAND GROUP INC.	4,653	4,745
158 shares of ST BANCORP, INC.	2,797	2,855
85 shares of SAFETY INSURANCE GROUP INC	3,884	3,924

Name of Stock	End of Year Book Value	End of Year Fair Market Value
290 shares of SAKS INC	2,926	3,048
75 shares of SALIX PHARMACEUTICALS	3,047	3,035
25 shares of SANDERSON FARMS INC	1,225	1,189
21 shares of SAUL CENTERS, INC	871	899
30 shares of SCHOLASTIC CORPORATION	867	887
160 shares of SCHULMAN A INC	4,540	4,630
60 shares of SCHWEITZER MAUDIT	2,332	2,342
70 shares of SCOTTS CO. CLASS A	3,059	3,084
60 shares of SCRIPPS E W CO OHIO CL A	623	649
40 shares of SEACOR HOLDINGS INC	3,300	3,352
235 shares of SEI INVESTMENTS	5,487	5,485
120 shares of SELECT COMFORT CORPORATION	2,960	3,140
309 shares of SELECTIVE INS GROUP INC.	5,856	5,954
110 shares of SEMTECH CORPORATION	3,116	3,185
10 shares of SENECA FOODS CORP.	293	304
115 shares of SENIOR HOUSING PPTYS TR REIT	2,705	2,719
95 shares of SENSIENT TECHNOLOGIES	3,411	3,378
525 shares of SERVICE CP INTL	7,295	7,250
105 shares of SHAW GROUP INC	4,852	4,894
135 shares of SHUFFLE MASTER, INC	1,889	1,958
180 shares of SIGMA DESIGNS, INC.	940	927
75 shares of SIGNATURE BANK	5,291	5,351
36 shares of SILGAN HOLDINGS, INC	1,491	1,495
97 shares of SIMMONS FIRST NATIONAL CORP	2,439	2,460
207 shares of SKECHERS U S A INC CL A	3,699	3,830
277 shares of SKYWEST, INC.	3,450	3,451
290 shares of SKYWORKS SOLUTIONS, INC	5,751	5,887
160 shares of SL GREEN RLTY CORP	12,167	12,264
60 shares of SMITH A O CORP DEL COM	3,692	3,784
479 shares of SMITHFIELD FOODS	10,035	10,332

Name of Stock	End of Year Book Value	End of Year Fair Market Value
70 shares of SONIC AUTOMOTIVE INC CL A	1,420	1,462
150 shares of SONOCO PRODUCTS COMPANY	4,449	4,460
135 shares of SOTHEBYS	4,392	4,539
60 shares of SOUTH JERSEY INDS INC	2,989	3,020
90 shares of SOUTHWEST GAS CP	3,772	3,817
50 shares of SOVRAN STORAGE	3,078	3,105
65 shares of SPARTAN MOTORS, INC.	335	320
120 shares of SPARTAN STORES, INC.	1,878	1,843
354 shares of SPDR SP 500 ETF TRUST	47,965	50,412
80 shares of SPX CORP	5,436	5,612
130 shares of ST MARY LD EXPL CO	6,716	6,787
75 shares of STAGE STORES INC	1,770	1,859
241 shares of STANCORP FINANCIAL GROUP INC	8,787	8,837
35 shares of STANDARD MOTOR PRODS	760	778
585 shares of STANDARD PACIFIC CORP	4,142	4,300
25 shares of STANDEX INTERNATIONAL CORP	1,217	1,282
1036 shares of STEEL DYNAMICS INC.	13,893	14,223
153 shares of STEIN MART, INC.	1,102	1,154
20 shares of STEPAN CO	1,093	1,111
175 shares of STERLING BANCORP	1,596	1,594
110 shares of STEWART INFORMATION SVCS CORP	2,767	2,860
100 shares of STONE ENERGY CORP	2,015	2,052
40 shares of STRATASYS, INC.	3,041	3,206
35 shares of STURM RUGER AND CO	1,511	1,589
272 shares of SUNCOKE ENERGY INC	4,254	4,240
143 shares of SUPER MICRO COMPUTER INC	1,411	1,459
160 shares of SUPERIOR ENERGY SV	3,264	3,315
128 shares of SUPERIOR IND INTL	2,486	2,611
1156 shares of SUPERVALU INC	2,907	2,855
1050 shares of SUSQUEHANNA BANCSHARES, INC.	10,962	11,004

Name of Stock	End of Year Book Value	End of Year Fair Market Value
85 shares of SVB FINANCIAL GROUP	4,747	4,757
122 shares of SWIFT ENERGY CO.	1,845	1,878
165 shares of SWS GROUP INC	815	873
140 shares of SYMMETRICOM, INC.	790	808
205 shares of SYMMETRY MEDICAL INC	2,158	2,157
60 shares of SYNAPTICS INC	1,792	1,798
35 shares of SYNNEX CORP	1,184	1,203
50 shares of SYNOPSYS, INC.	1,580	1,592
4550 shares of SYNOVUS FINL CP	11,170	11,148
110 shares of TANGER FACTORY OUTLT CENREIT	3,756	3,762
733 shares of TCF FINANCIAL	8,847	8,906
100 shares of TECH DATA CORP	4,499	4,553
70 shares of TELEDYNE TECH INC	4,487	4,555
558 shares of TELEPHONE DATA SYS INC.	12,496	12,354
603 shares of TELLABS, INC.	1,441	1,375
485 shares of TEREX CORP	12,860	13,633
90 shares of TETRA TECH INC	2,360	2,382
429 shares of TETRA TECHNOLOGIES	3,175	3,256
70 shares of TEXAS CAPITAL BANCSHARES, INC.	3,105	3,137
160 shares of TEXAS INDUSTRIES	7,980	8,162
100 shares of TEXAS ROADHOUSE, INC.	1,658	1,680
40 shares of THE HAIN CELESTIAL GROUP, INC	2,127	2,169
260 shares of THE WENDYS CO	1,227	1,222
50 shares of THOR INDS INC	1,868	1,872
320 shares of TIBCO SOFTWARE	6,952	7,034
40 shares of TIDEWATER INC.	1,771	1,787
115 shares of TIMKEN CO COM	5,335	5,500
290 shares of TOLL BROTHERS INC	9,044	9,376
120 shares of TORO CO	4,993	5,158
190 shares of TOWER GROUP INC	3,432	3,380

Name of Stock	End of Year Book Value	End of Year Fair Market Value
100 shares of TRACTOR SUPPLY CO	8,725	8,836
127 shares of TREDEGAR CORP	2,508	2,593
60 shares of TREEHOUSE FOODS INC	3,087	3,128
110 shares of TRIMBLE NAV LTD	6,466	6,576
198 shares of TRINITY INDUSTRIES, INC	6,983	7,092
60 shares of TRIUMPH GROUP INC	3,851	3,918
35 shares of TRUE RELIGION APPAREL INC	866	890
508 shares of TRUSTCO BK CORP	2,634	2,682
110 shares of TRUSTMARK CORPORATION	2,443	2,471
238 shares of TUESDAY MORNING CORP.	1,417	1,488
115 shares of TUPPERWARE COPR	7,189	7,372
326 shares of U G I CP	10,515	10,663
295 shares of UDR INC	6,981	7,015
50 shares of UIL HOLDINGS CORP	1,783	1,791
40 shares of ULTRATECH STEPPER INC.	1,401	1,492
60 shares of UMB FINANCIAL CORPORATION	2,586	2,629
615 shares of UMPQUA HOLDINGS CORPORATION	7,177	7,251
140 shares of UNDER ARMOUR INC	6,691	6,794
10 shares of UNIFIRST CP	731	733
91 shares of UNISOURCE ENERGY CRPHLD CO	3,868	3,860
95 shares of UNIT CP	4,213	4,280
251 shares of UNITED BANKSHARES, INC.	6,067	6,109
254 shares of UNITED COMMUNITY BANKS, INC.	2,372	2,398
116 shares of UNITED FIRE GROUP	2,479	2,533
85 shares of UNITED NATURAL FOODS, INC	4,552	4,555
509 shares of UNITED ONLINE INC	2,866	2,845
125 shares of UNITED RENTALS INC	5,434	5,690
158 shares of UNITED STATIONERS INC.	4,795	4,896
60 shares of UNITED THERAPEUTICS CORP	3,146	3,205
81 shares of UNIVERSAL ELECTRONICS	1,479	1,567

Name of Stock	End of Year Book Value	End of Year Fair Market Value
40 shares of UNIVERSAL FOREST PRODUCTS, INC.	1,503	1,522
160 shares of UNIVERSAL HLTH SVC B	7,682	7,736
47 shares of UNIVERSAL TECH INST	457	472
120 shares of UNIVL CORP	5,945	5,989
423 shares of URS CORP	16,498	16,606
40 shares of URSTADT BIDDLE PROPERTIES INC	768	787
120 shares of USA MOBILITY INC	1,343	1,402
1074 shares of VALLEY NATL BANCORP	10,042	9,988
30 shares of VALMONT INDUSTRIES INC	4,022	4,097
200 shares of VALSPAR CORP	12,291	12,480
160 shares of VALUECLICK INC	3,097	3,106
180 shares of VCA ANTECH, INC	3,742	3,789
275 shares of VECTREN CORP	8,026	8,085
60 shares of VEECO INSTRUMENTS INC.	1,743	1,769
24 shares of VENTAS INC	1,539	1,553
185 shares of VERTEX PHARMCTLS INC	7,697	7,752
115 shares of VIAD CORP	3,110	3,123
55 shares of VIASAT, INC.	2,099	2,140
51 shares of VICOR CORP	274	276
145 shares of VIROPHARMA INCORPORATED	3,284	3,300
20 shares of VIRTUSA CORPORATION	321	329
365 shares of VISHAY INTERTECH	3,705	3,880
102 shares of VOXX INTERNATIONAL CORPORATION	666	686
75 shares of WABTEC	6,512	6,566
175 shares of WADDELLREED FIN INC	6,094	6,094
20 shares of WARNACO GROUP INC	1,420	1,431
290 shares of WASHINGTON FED INC.	4,788	4,892
202 shares of WASTE CONNECTIONS	6,735	6,826
55 shares of WATSCO INC	4,073	4,120
20 shares of WATSON WYATT CO. HOLDINGS	1,142	1,124

Name of Stock	End of Year Book Value	End of Year Fair Market Value
50 shares of WATTS WATER TECHNOLOGIES INC	2,121	2,150
100 shares of WAUSAU PAPER CORP	861	866
30 shares of WD-40 COMPANY	1,382	1,413
30 shares of WEBSENSE INC	453	451
283 shares of WEBSTER FINL CORP	5,727	5,816
205 shares of WEINGARTEN REALTY INVESTORS SBI	5,481	5,488
80 shares of WELLCARE HEALTH PLANS INC	3,902	3,895
155 shares of WESTAR ENERGY INC.	4,407	4,436
75 shares of WEX, INC.	5,537	5,653
141 shares of WGL HOLDINGS INC	5,478	5,526
175 shares of WILLIAMS SONOMA INC.	7,473	7,660
345 shares of WILSHIRE BANCORP INC	1,977	2,025
165 shares of WINNEBAGO INDUSTRIES INC	2,751	2,826
210 shares of WINTRUST FINANCIAL CORPORATION	7,662	7,707
108 shares of WMS INDUSTRIES INC	1,828	1,890
70 shares of WOLVERINE WORLDWIDE	2,807	2,869
65 shares of WOODWARD INC	2,439	2,478
35 shares of WORLD ACCEPTANCE CORP	2,534	2,610
110 shares of WORLD FUEL SVCS CP	4,518	4,529
120 shares of WORTHINGTON INDUSTRIES INC.	3,022	3,119
146 shares of ZALE CP	573	600
85 shares of ZEBRA TECHNOLOGIES CORP	3,320	3,341

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TY 2012 Other Expenses Schedule

Name: The Timothy and Susanne Sullivan Family Foundation

EIN: 20-3367664

Software ID: 12000057

Software Version: 12.19.1011.1

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Administrative Fees	6,995			6,995
State or Local Filing Fees	25			25

TY 2012 Substantial Contributors Schedule

Name: The Timothy and Susanne Sullivan Family Foundation

EIN: 20-3367664

Software ID: 12000057

Software Version: 12.19.1011.1

Name	Address
Timothy P Sullivan Revocable Tr	1049 Locust Road Wilmette, IL 60091

efile GRAPHIC print - DO NOT PROCESS | As Filed Data - | DLN: 93491316006993

TY 2012 Taxes Schedule

Name: The Timothy and Susanne Sullivan Family Foundation

EIN: 20-3367664

Software ID: 12000057

Software Version: 12.19.1011.1

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Excise Tax for 2011	847			