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

Department of the Treasury
 Internal Revenue Service

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

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

Name of foundation
RICHARD ROTH FOUNDATION

Number and street (or P O box number if mail is not delivered to street address) Room/suite
C/O PRICEWATERHOUSECOOPERS LLP
2020 MAIN STREET, SUITE 400

City or town, state, and ZIP code
IRVINE, CA 92614

A Employer identification number
 20-5706189

B Telephone number (see instructions)
 (949) 437-5200

C If exemption application is pending, check here

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

E If private foundation status was terminated under section 507(b)(1)(A), check here

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

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

H Check type of organization Section 501(c)(3) exempt private foundation
 Section 4947(a)(1) nonexempt charitable trust Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, col (c), line 16) **\$ 1,884,506.**

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

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)
1 Contributions, gifts, grants, etc., received (attach schedule)					
2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments		83.	83.		
4 Dividends and interest from securities		44,665.	44,665.		
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		49,214.			
b Gross sales price for all assets on line 6a 675,444.					
7 Capital gain net income (from Part IV, line 2)			49,214.		
8 Net short-term capital gain					
9 Income modifications					
10 a 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		93,962.	93,962.		
13 Compensation of officers, directors, trustees, etc.		0			
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees (attach schedule)					
b Accounting fees (attach schedule)		2,100.	1,050.		1,050.
c Other professional fees (attach schedule) *		11,398.	11,398.		
17 Interest					
18 Taxes (attach schedule) (see instructions) ATCH. 2		820.	820.		
19 Depreciation (attach schedule) and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses (attach schedule) ATCH. 3		755.	755.		
24 Total operating and administrative expenses. Add lines 13 through 23		15,073.	14,023.		1,050.
25 Contributions, gifts, grants paid		105,250.			105,250.
26 Total expenses and disbursements. Add lines 24 and 25		120,323.	14,023.		106,300.
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements		-26,361.			
b Net investment income (if negative, enter -0-)			79,939.		
c Adjusted net income (if negative, enter -0-)					

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing			
	2	Savings and temporary cash investments	18,280.	6,042.	6,042.
	3	Accounts receivable ▶ Less allowance for doubtful accounts ▶			
	4	Pledges receivable ▶ Less allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ Less allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10 a	Investments - U.S. and state government obligations (attach schedule),			
	b	Investments - corporate stock (attach schedule) ATCH 4	1,050,965.	1,019,910.	1,110,478.
	c	Investments - corporate bonds (attach schedule) ATCH 5	670,952.	688,134.	727,774.
	11	Investments - land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
	12	Investments - mortgage loans			
	13	Investments - other (attach schedule) ATCH 6	39,933.	39,670.	40,168.
	14	Land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
15	Other assets (describe ▶ ATCH 7)	31.	44.	44.	
16	Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	1,780,161.	1,753,800.	1,884,506.	
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	0		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>				
	and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ <input checked="" type="checkbox"/>				
	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	1,780,161.	1,753,800.		
30	Total net assets or fund balances (see instructions)	1,780,161.	1,753,800.		
31	Total liabilities and net assets/fund balances (see instructions)	1,780,161.	1,753,800.		

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 1,780,161.
2	Enter amount from Part I, line 27a	2 -26,361.
3	Other increases not included in line 2 (itemize) ▶	3
4	Add lines 1, 2, and 3	4 1,753,800.
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 1,753,800.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a SEE PART IV SCHEDULE				
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				
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))	
(i) 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		
a				
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 49,214.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8		{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }		3 0

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

(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	121,299.	1,891,609.	0.064125
2010	47,943.	845,560.	0.056700
2009	41,799.	746,925.	0.055961
2008	41,420.	910,641.	0.045484
2007	35,905.	1,037,172.	0.034618
2 Total of line 1, column (d)			2 0.256888
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years			3 0.051378
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5			4 1,865,812.
5 Multiply line 4 by line 3			5 95,862.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 799.
7 Add lines 5 and 6			7 96,661.
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions			8 106,300.

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

Table with 11 rows for excise tax calculations. Includes sub-rows 6a-6d for credits and payments. Total tax due is 2,614.

Part VII-A Statements Regarding Activities

Table with 10 rows of activity statements and Yes/No columns. Includes questions about political activities, unrelated business income, and substantial contributors.

Part VII-A Statements Regarding Activities (continued)

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions) 11 X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions) 12 X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? 13 X
Website address N/A
14 The books are in care of PRICEWATERHOUSECOOPERS, LLP Telephone no 949-437-5200
Located at 2020 MAIN STREET, SUITE 400 IRVINE, CA ZIP+4 92614
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here 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 Yes No X
See the instructions for exceptions and filing requirements for Form TD F 90-221 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.

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 X No
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? Yes X No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? Yes X No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? Yes X 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 X 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 X No
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? 1b
Organizations relying on a current notice regarding disaster assistance check here
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012? 1c X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))
a At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? Yes X No
If "Yes," list the years
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions) 2b
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? Yes X No
b If "Yes," did it have excess business holdings in 2012 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012) 3b
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? 4a X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012? 4b X

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

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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? Yes No

(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)? Yes No

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? Yes 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? Yes No

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
ATCH 8		0	0	0

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

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

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
NONE		

Total number of others receiving over \$50,000 for professional services ▶

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 N/A	
2	
3	
4	

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

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

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes.		
a	Average monthly fair market value of securities	1a	1,875,524.
b	Average of monthly cash balances	1b	18,701.
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	1,894,225.
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	1,894,225.
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	28,413.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	1,865,812.
6	Minimum investment return. Enter 5% of line 5	6	93,291.

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	93,291.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	799.
b	Income tax for 2012. (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	799.
3	Distributable amount before adjustments Subtract line 2c from line 1	3	92,492.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	92,492.
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	92,492.

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	106,300.
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	106,300.
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	799.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	105,501.

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				92,492.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only				
b Total for prior years 20 10 , 20 09 , 20 08				
3 Excess distributions carryover, if any, to 2012				
a From 2007				
b From 2008				
c From 2009				
d From 2010				
e From 2011				1,594.
f Total of lines 3a through e	1,594.			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ 106,300.				
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				92,492.
e Remaining amount distributed out of corpus	13,808.			
5 Excess distributions carryover applied to 2012. (If an amount appears in column (d), the same amount must be shown in column (a).)				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	15,402.			
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				
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	15,402.			
10 Analysis of line 9				
a Excess from 2008				
b Excess from 2009				
c Excess from 2010				
d Excess from 2011				1,594.
e Excess from 2012				13,808.

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

NOT APPLICABLE

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

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

Table with 5 columns: Tax year (a) 2012, Prior 3 years (b) 2011, (c) 2010, (d) 2009, (e) Total. Rows include 2a (Adjusted net income), 2b (85% of line 2a), 2c (Qualifying distributions from Part XII), 2d (Amounts included in line 2c not used directly for active conduct of exempt activities), 2e (Qualifying distributions made directly for active conduct of exempt activities), 3 (Alternative tests: Assets, Endowment, Support).

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

1 Information Regarding Foundation Managers:

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

NOT APPLICABLE

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

NOT APPLICABLE

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

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

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

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:

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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
<p>a Paid during the year</p> <p>ATCH 9</p>				
Total ▶ 3a				105,250.
<p>b Approved for future payment</p>				
Total ▶ 3b				

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Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Table with 5 main columns: (a) Business code, (b) Amount, (c) Exclusion code, (d) Amount, (e) Related or exempt function income. Rows include categories like Program service revenue, Interest on savings, Dividends, Net rental income, etc.

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

Table with 2 columns: 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.

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

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

Table with columns Yes and No for items 1a(1) through 1c. All 'No' boxes are checked.

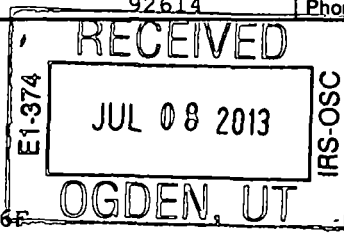
Table with 4 columns: (a) Line no, (b) Amount involved, (c) Name of noncharitable exempt organization, (d) Description of transfers, transactions, and sharing arrangements. All entries are N/A.

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... Yes No

Table with 3 columns: (a) Name of organization, (b) Type of organization, (c) Description of relationship. All cells are empty.

Sign Here Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge. Signature of officer or trustee: [Signature] Date: 6/27/13 Title: pres.

Paid Preparer Use Only Print/Type preparer's name: KATHLEEN MCMANUS Preparer's signature: Kathleen McManus Date: MAY 30 2013 Check self-employed: [] PTIN: Firm's name: PRICEWATERHOUSECOOPERS LLP Firm's EIN: 13-4008324 Firm's address: 2020 MAIN STREET, SUITE 400 IRVINE, CA 92614 Phone no: 949-437-5200



FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		TOTAL LONG-TERM COMMON TRUST FUND AND PARTNERSHIP, S CORPORATION, AND OTHER ESTATES OR TRUST GAIN OR LOSS					10.	
		TOTAL CAPITAL GAIN DISTRIBUTIONS					2,118.	
265,327.		ST #977560 SEE ATTACHED DETAIL PROPERTY TYPE: SECURITIES 254,877.				P	VARIOUS 10,450.	VARIOUS
12,988.		LT #977560 SEE ATTACHED DETAIL PROPERTY TYPE: SECURITIES 10,893.				P	VARIOUS 2,095.	VARIOUS
282,593.		ST #977552 SEE ATTACHED DETAIL PROPERTY TYPE: SECURITIES 259,728.				P	VARIOUS 22,865.	VARIOUS
14,447.		LT #977552 SEE ATTACHED DETAIL PROPERTY TYPE: SECURITIES 13,056.				P	VARIOUS 1,391.	VARIOUS
4,916.		ST #977570 SEE ATTACHED DETAIL PROPERTY TYPE: SECURITIES 3,999.				P	VARIOUS 917.	VARIOUS
93,045.		LT #977570 SEE ATTACHED DETAIL PROPERTY TYPE: SECURITIES 83,677.				P	VARIOUS 9,368.	VARIOUS
TOTAL GAIN (LOSS)							<u>49,214.</u>	

REALIZED GAINS AND LOSSES

Supplemental Information - Consult your Form 1099 for tax reporting purposes

REALIZED GAIN AND LOSS SUMMARY

SHORT-TERM GAINS (LOSSES)		LONG-TERM GAINS (LOSSES)		ORDINARY GAINS (LOSSES)	
Net Covered Short-Term Gains (Losses)	10,449.82	Net Covered Long-Term Gains (Losses)	2,095.15	Net Ordinary Gains (Losses)	0.00
Net NonCovered Short-Term Gains (Losses)	0.00	Net NonCovered Long-Term Gains (Losses)	0.00		
Net 1099B Non Reportable Short-Term Gains (Losses)	0.00	Net 1099B Non Reportable Long-Term Gains (Losses)	0.00		
Net Miscellaneous Short-Term Gains (Losses)	0.00	Net Miscellaneous Long-Term Gains (Losses)	0.00	Net Miscellaneous Ordinary Gains (Losses)	0.00
Net Regulated Futures Contract Short-Term Gains (Losses)	0.00	Net Regulated Futures Contract Long-Term Gains (Losses)	0.00		
Total Short-Term Gains (Losses)	10,449.82	Total Long-Term Gains (Losses)	2,095.15	Total Ordinary Gains (Losses)	0.00

SHORT-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds*	Total Accretion (Amortization)	Cost Basis*	Total Gain (Loss)
Covered Short-Term Gains (Losses)							
3M COMPANY CMN (88579Y101)	11/11/2011	01/11/2012	33.00	2,755.06	0.00	2,701.05	54.01
3M COMPANY CMN (88579Y101)	11/11/2011	01/12/2012	27.00	2,268.96	0.00	2,209.95	59.01
STARBUCKS CORP CMN (855244109)	11/11/2011	01/13/2012	40.00	1,888.05	0.00	1,772.00	116.05
TIFFANY & CO CMN (886547108)	12/27/2011	01/18/2012	18.00	1,083.61	0.00	1,213.05	(129.44)
TIFFANY & CO CMN (886547108)	12/28/2011	01/18/2012	37.00	2,227.41	0.00	2,473.97	(246.56)
NESTLE SA SPONSORED ADR (REP 1/20 CHF 10 REGD SHS) (641069406)	11/11/2011	01/23/2012	105.00	6,002.80	0.00	5,922.00	80.80
STARBUCKS CORP CMN (855244109)	11/11/2011	01/23/2012	32.00	1,511.08	0.00	1,417.60	93.48
YUM BRANDS, INC CMN (988498101)	11/11/2011	01/23/2012	25.00	1,550.36	0.00	1,381.95	168.41
3M COMPANY CMN (88579Y101)	11/11/2011	01/24/2012	45.00	3,847.70	0.00	3,683.25	164.45
NESTLE SA SPONSORED ADR (REP 1/20 CHF 10 REGD SHS) (641069406)	11/11/2011	01/26/2012	66.00	3,832.79	0.00	3,722.40	110.39
NIKE CLASS-B CMN CLASS B (654106103)	11/11/2011	02/02/2012	15.00	1,544.56	0.00	1,432.50	112.06
STARBUCKS CORP CMN (855244109)	11/11/2011	02/02/2012	36.00	1,712.05	0.00	1,594.80	117.25
YUM BRANDS, INC CMN (988498101)	11/11/2011	02/02/2012	25.00	1,593.67	0.00	1,381.95	211.72
EXPEDITORS INTL WASH INC CMN (302130109)	11/11/2011	02/03/2012	62.00	2,748.80	0.00	2,817.74	(68.94)
STARBUCKS CORP CMN (855244109)	11/11/2011	02/03/2012	31.00	1,498.28	0.00	1,373.30	124.98
3M COMPANY CMN (88579Y101)	11/11/2011	02/08/2012	44.00	3,867.44	0.00	3,601.40	266.04

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 † Sale Proceeds may have been adjusted by an option premium due to an option assignment.



Realized and unrealized gains and loss values do not include securities for which cost basis is unavailable. The recognition of any loss reflected herein may be disallowed or deferred by the application of capital loss limitations, wash sale rules or other special tax rules, and you are strongly urged to consult your own outside tax and other advisors about this and all tax-related matters addressed in any way herein. All information regarding the cost basis and acquisition dates of securities that you acquired elsewhere and that were subsequently delivered into your Goldman Sachs account(s) were provided by you and/or a third party and Goldman Sachs makes no representation as to the accuracy and completeness of such information and it should not be relied upon as such.

REALIZED GAINS AND LOSSES (Continued)

Supplemental Information - Consult your Form 1099 for tax reporting purposes

SHORT-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds ⁴	Total accretion (Amortization)	Cost Basis ⁴	Total Gain (Loss)
Covered Short-Term Gains (Losses)							
3M COMPANY CMN (88579101)	11/11/2011	02/10/2012	18 00	1,567.38	0.00	1,473.30	94.08
EXPEDITORS INTL WASH INC CMN (302130109)	11/11/2011	02/15/2012	80 00	3,468.67	0.00	3,635.79	(167.12)
EXPEDITORS INTL WASH INC CMN (302130109)	11/11/2011	02/27/2012	35 00	1,516.18	0.00	1,590.66	(74.48)
EXPEDITORS INTL WASH INC CMN (302130109)	11/11/2011	02/29/2012	9 00	383.55	0.00	410.34	(26.79)
EXPEDITORS INTL WASH INC CMN (302130109)	11/11/2011	02/29/2012	22 00	937.57	0.00	999.84	(62.27)
EXPEDITORS INTL WASH INC CMN (302130109)	11/11/2011	03/01/2012	8 00	352.43	0.00	364.75	(12.32)
EXPEDITORS INTL WASH INC CMN (302130109)	11/29/2011	03/01/2012	28 00	1,233.49	0.00	1,154.30	79.19
ALLERGAN INC CMN (018490102)	11/11/2011	03/02/2012	21 00	1,864.08	0.00	1,766.10	117.98
APPLE, INC. CMN (037833100)	11/11/2011	03/02/2012	8 00	4,352.56	0.00	3,083.92	1,268.64
BAIDU, INC. SPONSORED ADR CMN (056752108)	01/11/2012	03/02/2012	7 00	978.65	0.00	895.95	82.70
BAKER HUGHES INC CMN (057224107)	11/11/2011	03/02/2012	29 00	1,470.43	0.00	1,684.90	(214.47)
CELGENE CORPORATION CMN (151020104)	11/11/2011	03/02/2012	36 00	2,645.59	0.00	2,332.74	312.85
COGNIZANT TECHNOLOGY SOLUTIONS CORP CLASS A (192446102)	11/11/2011	03/02/2012	27 00	1,932.08	0.00	1,851.66	80.42
DISCOVERY COMMUNICATIONS, INC. CMN SERIES A (25470F104)	11/11/2011	03/02/2012	25 00	1,171.22	0.00	1,066.25	104.97
DOLLAR GENERAL CORPORATION CMN (256677105)	11/11/2011	03/02/2012	37 00	1,587.79	0.00	1,436.42	151.37
EMC CORPORATION MASS CMN (268648102)	01/23/2012	03/02/2012	35 00	995.38	0.00	816.75	178.63
EXPEDITORS INTL WASH INC CMN (302130109)	11/29/2011	03/02/2012	3 00	132.09	0.00	123.68	8.41
F5 NETWORKS INC CMN (315616102)	11/11/2011	03/02/2012	11 00	1,407.53	0.00	1,201.14	206.39
FAMILY DOLLAR STORES INC CMN (307000109)	01/13/2012	03/02/2012	12 00	652.18	0.00	644.85	7.33
FRANKLIN RESOURCES INC CMN (354613101)	11/11/2011	03/02/2012	9 00	1,069.36	0.00	971.46	97.90
GENERAL ELECTRIC CO CMN (369604103)	11/11/2011	03/02/2012	101 00	1,926.03	0.00	1,653.37	272.66
GOOGLE, INC. CMN CLASS A (38259P508)	11/11/2011	03/02/2012	2 00	1,243.25	0.00	1,201.36	41.89
INTUITIVE SURGICAL, INC. CMN (46120E602)	11/11/2011	03/02/2012	2 00	1,041.20	0.00	869.20	172.00
LAS VEGAS SANDS CORP CMN (517834107)	11/11/2011	03/02/2012	26 00	1,487.69	0.00	1,151.34	336.35
MONSANTO COMPANY CMN (61166W101)	11/21/2011	03/02/2012	18 00	1,442.85	0.00	1,276.19	166.66

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⁵ Sale Proceeds may have been adjusted by an option premium due to an option assignment.



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REALIZED GAINS AND LOSSES (Continued)

Supplemental Information - Consult your Form 1099 for tax reporting purposes

SHORT-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds ¹	Total accretion (Amortization)	Cost Basis ²	Total Gain (Loss)
Covered Short-Term Gains (Losses)							
NETAPP, INC CMN (64110D104)	11/11/2011	03/02/2012	26.00	1,125.51	0.00	1,099.80	25.71
NIKE CLASS-B CMN CLASS B (654106103)	11/11/2011	03/02/2012	7.00	762.63	0.00	668.50	94.13
PHILIP MORRIS INTL INC CMN (718172109)	11/11/2011	03/02/2012	20.00	1,679.16	0.00	1,439.40	239.76
PRAXAIR, INC CMN SERIES (74005P104)	11/11/2011	03/02/2012	10.00	1,098.08	0.00	1,016.80	81.28
PRICELINE COM INC CMN (741503403)	11/11/2011	03/02/2012	2.00	1,280.37	0.00	1,066.80	213.57
SABMILLER PLC SPONSORED ADR (78572M105)	11/11/2011	03/02/2012	30.00	1,233.57	0.00	1,078.80	154.77
SCHLUMBERGER LTD CMN (806857108)	11/11/2011	03/02/2012	24.00	1,875.80	0.00	1,808.81	66.99
SHIRE LIMITED SPONSORED ADR CMN (82481R106)	11/11/2011	03/02/2012	20.00	2,111.90	0.00	1,943.20	168.70
STARBUCKS CORP. CMN (855244109)	11/11/2011	03/02/2012	11.00	535.25	0.00	487.30	47.95
TENCENT HOLDINGS LIMITED UNSPONSORED ADR CMN (88032Q109)	11/11/2011	03/02/2012	46.00	1,179.41	0.00	937.48	241.93
VISA INC. CMN CLASS A (92826C839)	11/11/2011	03/02/2012	22.00	2,557.23	0.00	2,082.30	474.93
YUM BRANDS, INC CMN (988498101)	11/11/2011	03/02/2012	10.00	660.08	0.00	552.78	107.30
EXPEDITORS INTL WASH INC CMN (302130109)	11/29/2011	03/06/2012	34.00	1,480.03	0.00	1,401.66	78.37
NIKE CLASS-B CMN CLASS B (654106103)	11/11/2011	03/23/2012	61.00	6,538.77	0.00	5,825.50	713.27
BAKER HUGHES INC CMN (057224107)	11/11/2011	03/27/2012	118.00	4,973.56	0.00	6,855.80	(1,882.24)
ECOLAB INC CMN (278865100)	02/08/2012	03/27/2012	12.00	738.87	0.00	740.30	(1.43)
ECOLAB INC CMN (278865100) Disallowed Loss							1.43
BAKER HUGHES INC CMN (057224107)	01/26/2012	03/28/2012	31.00	1,264.82	0.00	1,490.43	(225.61)
BAKER HUGHES INC CMN (057224107)	11/11/2011	03/28/2012	86.00	3,508.87	0.00	4,996.60	(1,487.73)
FS NETWORKS INC CMN (315616102)	11/11/2011	04/17/2012	32.00	3,985.45	0.00	3,494.23	491.22
NETAPP, INC CMN (64110D104)	11/11/2011	04/26/2012	15.00	589.31	0.00	706.18	(116.87)
NETAPP, INC CMN (64110D104)	11/15/2011	04/26/2012	58.00	2,278.64	0.00	2,428.87	(150.23)
NETAPP, INC CMN (64110D104)	11/11/2011	04/26/2012	142.00	5,578.73	0.00	6,006.60	(427.87)
STARBUCKS CORP. CMN (855244109)	11/11/2011	04/27/2012	88.00	5,036.82	0.00	3,898.40	1,138.42
PRICELINE COM INC CMN (741503403)	11/11/2011	05/31/2012	6.00	3,723.02	0.00	3,200.40	522.62

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REALIZED GAINS AND LOSSES (Continued)

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SHORT-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds*	Total accretion (Amortization)	Cost Basis*	Total Gain (Loss)
Covered Short-Term Gains (Losses)							
PRAXAIR, INC CMN SERIES (74005P104)	11/11/2011	06/05/2012	16 00	1,642 78	0 00	1,626 88	15 90
PRICELINE COM INC CMN (741503403)	11/11/2011	06/14/2012	3 00	1,931 73	0 00	1,600 20	331 53
PRICELINE COM INC CMN (741503403)	11/11/2011	06/19/2012	5 00	3,394 04	0 00	2,667 00	727 04
FRANKLIN RESOURCES INC CMN (354613101)	02/02/2012	06/21/2012	12 00	1,267 46	0 00	1,353 08	(85 62)
FRANKLIN RESOURCES INC CMN (354613101)	01/26/2012	06/21/2012	17 00	1,795 56	0 00	1,816 59	(21 03)
FRANKLIN RESOURCES INC CMN (354613101)	11/11/2011	06/21/2012	52 00	5,492 31	0 00	5,612 88	(120 57)
AMERICAN EXPRESS CO CMN (025816109)	03/28/2012	07/19/2012	42 00	2,359 12	0 00	2,466 78	(107 66)
AMERICAN EXPRESS CO CMN (025816109) Disallowed Loss							76 90
PRICELINE COM INC CMN (741503403)	11/11/2011	07/19/2012	2 00	1,343 80	0 00	1,066 80	277 00
COGNIZANT TECHNOLOGY SOLUTIONS CORP CLASS A (192446102)	11/11/2011	07/23/2012	71 00	4,002 64	0 00	4,869 18	(866 54)
COGNIZANT TECHNOLOGY SOLUTIONS CORP CLASS A (192446102)	11/11/2011	07/26/2012	32 00	1,821 90	0 00	2,194 56	(372 66)
VISA INC CMN CLASS A (92826C839)	11/11/2011	08/01/2012	32 00	4,091 55	0 00	3,028 80	1,062 75
AMERICAN EXPRESS CO CMN (025816109)	04/19/2012	08/03/2012	11 00	633 69	0 00	632 35	1 34
AMERICAN EXPRESS CO CMN (025816109)	03/28/2012	08/03/2012	25 00	1,440 20	0 00	1,468 32	(28 12)
AMERICAN EXPRESS CO CMN (025816109)	03/28/2012	08/03/2012	30 00	1,728 25	0 00	1,795 63	(67 38)
AMERICAN EXPRESS CO CMN (025816109)	04/02/2012	08/03/2012	40 00	2,304 33	0 00	2,323 35	(19 02)
AMERICAN EXPRESS CO CMN (025816109)	04/19/2012	08/06/2012	22 00	1,262 77	0 00	1,264 71	(1 94)
AMERICAN EXPRESS CO CMN (025816109)	04/27/2012	08/06/2012	42 00	2,410 74	0 00	2,558 01	(147 27)
VISA INC CMN CLASS A (92826C839)	11/11/2011	08/07/2012	28 00	3,638 95	0 00	2,650 20	988 75
VISA INC CMN CLASS A (92826C839)	11/11/2011	08/09/2012	32 00	4,095 90	0 00	3,028 80	1,067 10
BAIDU, INC SPONSORED ADR CMN (056752108)	01/11/2012	08/23/2012	11 00	1,255 28	0 00	1,407 91	(152 63)
BAIDU, INC SPONSORED ADR CMN (056752108)	01/19/2012	08/23/2012	12 00	1,369 40	0 00	1,489 02	(119 62)
BAIDU, INC SPONSORED ADR CMN (056752108)	04/25/2012	08/23/2012	13 00	1,483 51	0 00	1,702 38	(218 87)
BAIDU, INC SPONSORED ADR CMN (056752108)	01/20/2012	08/23/2012	14 00	1,597 63	0 00	1,730 37	(132 74)
BAIDU, INC SPONSORED ADR CMN (056752108)	07/24/2012	08/23/2012	16 00	1,825 86	0 00	1,873 10	(47 24)

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REALIZED GAINS AND LOSSES (Continued)

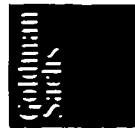
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SHORT-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds*	Total accretion (Amortization)	Cost Basis*	Total Gain (Loss)
Covered Short-Term Gains (Losses)							
BAIDU, INC SPONSORED ADR CMN (056752108)	01/12/2012	08/23/2012	18 00	2,054 10	0 00	2,308 11	(254 01)
ALLERGAN INC CMN (018490102)	11/11/2011	08/30/2012	5 00	428 69	0 00	420 50	8 19
APPLE, INC CMN (037833100)	11/11/2011	08/30/2012	2 00	1,328 71	0 00	770 98	557 73
CELGENE CORPORATION CMN (151020104)	11/11/2011	08/30/2012	7 00	495 52	0 00	453 59	41 93
COGNIZANT TECHNOLOGY SOLUTIONS CORP CLASS A (192446102)	11/11/2011	08/30/2012	4 00	255 59	0 00	274 32	(18 73)
DISCOVERY COMMUNICATIONS, INC CMN SERIES A (25470F104)	11/11/2011	08/30/2012	5 00	270 25	0 00	213 25	57 00
DOLLAR GENERAL CORPORATION CMN (256677105)	11/11/2011	08/30/2012	9 00	444 77	0 00	349 40	95 37
EBAY INC CMN (278642103)	06/04/2012	08/30/2012	9 00	418 93	0 00	351 10	67 83
ECOLAB INC CMN (278865100)	02/08/2012	08/30/2012	5 00	321 04	0 00	308 46	12 58
EMC CORPORATION MASS CMN (268648102)	01/23/2012	08/30/2012	10 00	263 19	0 00	233 36	29 83
F5 NETWORKS INC CMN (315616102)	11/11/2011	08/30/2012	1 00	97 55	0 00	109 20	(11 65)
FAMILY DOLLAR STORES INC CMN (307000109)	01/13/2012	08/30/2012	3 00	192 83	0 00	161 21	31 62
GENERAL ELECTRIC CO CMN (369804103)	11/11/2011	08/30/2012	22 00	454 61	0 00	360 14	94 47
GOOGLE, INC CMN CLASS A (38259P508)	11/11/2011	08/30/2012	1 00	680 47	0 00	600 68	79 79
LAS VEGAS SANDS CORP. CMN (517834107)	11/11/2011	08/30/2012	8 00	333 91	0 00	354 26	(20 35)
LAS VEGAS SANDS CORP. CMN (517834107) Disallowed Loss							20 35
MONSANTO COMPANY CMN (61166W101)	11/21/2011	08/30/2012	6 00	521 98	0 00	425 40	96 58
PHILIP MORRIS INTL INC CMN (718172109)	11/11/2011	08/30/2012	4 00	362 43	0 00	287 88	74 55
PRAXAIR, INC CMN SERIES (74005P104)	11/11/2011	08/30/2012	2 00	209 53	0 00	203 36	6 17
PRECISION CASTPARTS CORP CMN (740189105)	08/07/2012	08/30/2012	2 00	322 81	0 00	318 37	4 44
SABMILLER PLC SPONSORED ADR (78572M105)	11/11/2011	08/30/2012	7 00	310 09	0 00	251 72	58 37
SCHLUMBERGER LTD CMN (806857108)	11/11/2011	08/30/2012	5 00	358 24	0 00	376 84	(18 60)
SHIRE LIMITED SPONSORED ADR CMN (82481R106)	11/11/2011	08/30/2012	5 00	451 36	0 00	485 80	(34 44)
STARBUCKS CORP CMN (855244109)	08/01/2012	08/30/2012	5 00	248 04	0 00	220 88	27 16
TENCENT HOLDINGS LIMITED UNSPONSORED ADR CMN (880320109)	11/11/2011	08/30/2012	10 00	302 99	0 00	203 80	99 19

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REALIZED GAINS AND LOSSES (Continued)

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SHORT-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds ¹	Total accretion (Amortization)	Cost Basis ²	Total Gain (Loss)
Covered Short-Term Gains (Losses)							
VISA INC CMN CLASS A (92826C839)	11/11/2011	08/30/2012	2 00	253 87	0 00	189 30	64 57
W W GRAINGER INCORPORATED CMN (384802104)	06/20/2012	08/30/2012	2 00	407 89	0 00	375 78	32 11
WALT DISNEY COMPANY (THE) CMN (254687106)	03/23/2012	08/30/2012	6 00	296 81	0 00	261 71	35 10
YUM BRANDS, INC. CMN (898498101)	11/11/2011	08/30/2012	4 00	253 83	0 00	221 11	32 72
PRICELINE COM INC CMN (741503403)	11/11/2011	08/31/2012	7 00	4,226 32	0 00	3,733 80	492 52
F5 NETWORKS INC CMN (315616102)	11/11/2011	09/11/2012	27 00	2,591 62	0 00	2,948 26	(356 64)
F5 NETWORKS INC CMN (315616102)	11/11/2011	09/12/2012	27 00	2,623 76	0 00	2,948 25	(324 49)
SHIRE LIMITED SPONSORED ADR CMN (82481R106)	11/11/2011	09/19/2012	71 00	6,519 01	0 00	6,898 36	(379 35)
PHILIP MORRIS INTL INC CMN (718172109)	11/11/2011	10/10/2012	33 00	3,025 40	0 00	2,375 01	650 39
PHILIP MORRIS INTL INC CMN (718172109)	11/11/2011	10/15/2012	21 00	1,934 57	0 00	1,511 37	423 20
SHIRE LIMITED SPONSORED ADR CMN (82481R106)	11/11/2011	10/15/2012	16 00	1,380 54	0 00	1,554 56	(174 02)
PHILIP MORRIS INTL INC CMN (718172109)	11/11/2011	10/17/2012	20 00	1,841 53	0 00	1,439 40	402 13
WALT DISNEY COMPANY (THE) CMN (254687106)	03/23/2012	10/18/2012	28 00	1,471 08	0 00	1,221 31	249 77
DISCOVERY COMMUNICATIONS, INC CMN SERIES A (25470F104)	11/11/2011	10/23/2012	11 00	655 46	0 00	469 15	186 31
SCHLUMBERGER LTD CMN (806857108)	11/11/2011	10/25/2012	38 00	2,685 09	0 00	2,863 95	(178 86)
EMC CORPORATION MASS CMN (268648102)	01/23/2012	10/26/2012	120 00	2,874 02	0 00	2,800 30	73 72
EMC CORPORATION MASS CMN (268648102)	01/24/2012	10/26/2012	136 00	3,257 22	0 00	3,375 99	(118 77)
EMC CORPORATION MASS CMN (268648102)	01/24/2012	11/01/2012	19 00	478 60	0 00	471 65	6 95
EMC CORPORATION MASS CMN (268648102)	04/27/2012	11/01/2012	81 00	2,040 32	0 00	2,311 68	(271 36)
PRAXAIR, INC CMN SERIES (74005P104)	11/11/2011	11/05/2012	31 00	3,376 05	0 00	3,152 08	223 97
SCHLUMBERGER LTD CMN (806857108)	11/11/2011	11/05/2012	28 00	1,947 38	0 00	2,110 28	(162 90)
COGNIZANT TECHNOLOGY SOLUTIONS CORP CLASS A (192446102)	11/11/2011	11/07/2012	41 00	2,738 55	0 00	2,811 78	(73 23)
COGNIZANT TECHNOLOGY SOLUTIONS CORP CLASS A (192446102)							53 58
Disallowed Loss							
PRAXAIR, INC CMN SERIES (74005P104)	11/11/2011	11/09/2012	30 00	3,230 06	0 00	3,050 40	179 66

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REALIZED GAINS AND LOSSES (Continued)

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SHORT-TERM GAINS (LOSSES)

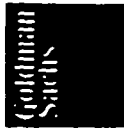
Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds *	Total accretion (Amortization)	Cost Basis *	Total Gain (Loss)
Covered Short-Term Gains (Losses)							
WALT DISNEY COMPANY (THE) CMN (254687106)	03/26/2012	11/28/2012	5 00	242 88	0 00	221 24	21 64
WALT DISNEY COMPANY (THE) CMN (254687106)	03/23/2012	11/28/2012	24 00	1,165 79	0 00	1,046 83	118 96
UNILEVER N V NY SHS (NEW) ADR CMN (904784709)	10/05/2012	12/04/2012	26 00	991 71	0 00	950 82	40 89
UNILEVER N V NY SHS (NEW) ADR CMN (904784709)	10/04/2012	12/04/2012	54 00	2,059 69	0 00	1,953 07	106 62
UNILEVER N V NY SHS (NEW) ADR CMN (904784709)	10/05/2012	12/06/2012	27 00	1,019 94	0 00	987 39	32 55
UNILEVER N V NY SHS (NEW) ADR CMN (904784709)	10/11/2012	12/06/2012	73 00	2,757 59	0 00	2,631 91	125 68
WALT DISNEY COMPANY (THE) CMN (254687106)	03/27/2012	12/17/2012	42 00	2,055 53	0 00	1,857 18	198 35
WALT DISNEY COMPANY (THE) CMN (254687106)	03/26/2012	12/17/2012	52 00	2,544 93	0 00	2,308 86	244 07
WALT DISNEY COMPANY (THE) CMN (254687106)	03/27/2012	12/21/2012	19 00	951 05	0 00	840 15	110 90
WALT DISNEY COMPANY (THE) CMN (254687106)	05/09/2012	12/21/2012	42 00	2,102 33	0 00	1,888 75	213 58
YUM BRANDS, INC CMN (988498101)	06/14/2012	12/21/2012	22 00	1,401 62	0 00	1,411 83	(10 21)
YUM BRANDS, INC CMN (988498101) Disallowed Loss							7 89
Net Covered Short-Term Disallowed Losses							160.15
Net Covered Short-Term Gains (Losses)				265,326.80	0.00	255,037.13	10,449.82

LONG-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds *	Total accretion (Amortization)	Cost Basis *	Total Gain (Loss)
Covered Long-Term Gains (Losses)							
PHILIP MORRIS INTL INC CMN (718172109)	11/11/2011	12/07/2012	11 00	982 63	0 00	791 67	190 96
PHILIP MORRIS INTL INC CMN (718172109)	11/11/2011	12/11/2012	22 00	1,961 23	0 00	1,583 34	377 89
PHILIP MORRIS INTL INC CMN (718172109)	11/11/2011	12/19/2012	50 00	4,236 44	0 00	3,598 50	637 94
YUM BRANDS, INC CMN (988498101)	11/11/2011	12/20/2012	55 00	3,641 95	0 00	3,040 28	601 67
YUM BRANDS, INC CMN (988498101)	11/11/2011	12/21/2012	34 00	2,166 14	0 00	1,879 45	286 69
Net Covered Long-Term Gains (Losses)				12,988.39	0.00	10,893.24	2,095.15

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REALIZED GAINS AND LOSSES

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REALIZED GAIN AND LOSS SUMMARY

SHORT-TERM GAINS (LOSSES)		LONG-TERM GAINS (LOSSES)		ORDINARY GAINS (LOSSES)	
Net Covered Short-Term Gains (Losses)	22,435.91	Net Covered Long-Term Gains (Losses)	1,263.26	Net Ordinary Gains (Losses)	0.00
Net NonCovered Short-Term Gains (Losses)	428.80	Net NonCovered Long-Term Gains (Losses)	127.62		
Net 1099B Non Reportable Short-Term Gains (Losses)	0.00	Net 1099B Non Reportable Long-Term Gains (Losses)	0.00		
Net Miscellaneous Short-Term Gains (Losses)	0.00	Net Miscellaneous Long-Term Gains (Losses)	0.00	Net Miscellaneous Ordinary Gains (Losses)	0.00
Net Regulated Futures Contract Short-Term Gains (Losses)	0.00	Net Regulated Futures Contract Long-Term Gains (Losses)	0.00		
Total Short-Term Gains (Losses)	22,864.71	Total Long-Term Gains (Losses)	1,390.68	Total Ordinary Gains (Losses)	0.00

SHORT-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds *	Total accretion (Amortization)	Cost Basis *	Total Gain (Loss)
Covered Short-Term Gains (Losses)							
M&T BANK CORPORATION CMN (55261F104)	11/11/2011	01/12/2012	19.00	1,529.22	0.00	1,400.49	128.73
M&T BANK CORPORATION CMN (55261F104)	11/11/2011	01/13/2012	10.00	823.41	0.00	737.10	86.31
CHEVRON CORPORATION CMN (166764100)	11/11/2011	01/18/2012	20.00	2,128.25	0.00	2,136.60	(8.35)
M&T BANK CORPORATION CMN (55261F104)	11/11/2011	01/18/2012	33.00	2,666.48	0.00	2,432.43	234.05
FORD MOTOR COMPANY CMN (345370860)	11/11/2011	01/19/2012	187.00	2,362.17	0.00	2,081.31	280.86
HELMERICH & PAYNE INC. CMN (423452101)	11/11/2011	01/19/2012	11.00	668.63	0.00	608.52	60.11
HONEYWELL INTL INC CMN (438516106)	11/11/2011	01/19/2012	40.00	2,334.26	0.00	2,194.40	139.86
WATSON PHARMACEUTICALS, INC. CMN (942683103)	11/11/2011	01/19/2012	7.00	420.15	0.00	460.81	(40.66)
WESTERN DIGITAL CORPORATION CMN (958102105)	12/19/2011	01/19/2012	15.00	508.12	0.00	465.54	42.58
MICROSOFT CORPORATION CMN (594918104)	11/11/2011	01/30/2012	23.00	680.59	0.00	620.49	60.10
VISA INC. CMN CLASS A (82826C839)	11/15/2011	01/30/2012	18.00	1,794.45	0.00	1,705.99	88.46
WATSON PHARMACEUTICALS, INC. CMN (942683103)	11/11/2011	01/31/2012	58.00	3,452.87	0.00	3,818.14	(365.27)
WESTERN DIGITAL CORPORATION CMN (958102105)	12/29/2011	02/01/2012	19.00	724.02	0.00	587.09	136.93
WESTERN DIGITAL CORPORATION CMN (958102105)	12/19/2011	02/01/2012	29.00	1,105.08	0.00	900.03	205.05
WESTERN DIGITAL CORPORATION CMN (958102105)	12/19/2011	02/01/2012	42.00	1,600.46	0.00	1,303.51	296.95
CAPITAL ONE FINANCIAL CORP CMN (14040H105)	11/11/2011	02/07/2012	70.00	3,324.78	0.00	3,151.40	173.38

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REALIZED GAINS AND LOSSES (Continued)

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SHORT-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds ^a	Total accretion (Amortization)	Cost Basis ^a	Total Gain (Loss)
Covered Short-Term Gains (Losses)							
UNITEDHEALTH GROUP INCORPORATE CMN (91324P102)	11/11/2011	02/07/2012	28 00	1,450 47	0 00	1,321 60	128 87
BIOGEN IDEC INC CMN (09062X103)	11/11/2011	02/09/2012	24 00	2,871 68	0 00	2,725 92	145 76
ARMSTRONG WORLD INDUSTRIES, INC CMN (04247X102)	11/11/2011	02/15/2012	74 00	3,626 54	0 00	2,966 28	660 26
HEWLETT-PACKARD CO CMN (428236103)	11/11/2011	02/23/2012	81 00	2,210 92	0 00	2,239 65	(28 73)
ALLIED WORLD ASSURANCE COMPANY CMN (H01531104)	11/21/2011	02/27/2012	13 00	874 24	0 00	778 21	96 03
AT&T INC CMN (00206R102)	11/11/2011	02/27/2012	34 00	1,031 88	0 00	998 24	33 64
MACY'S INC. CMN (55616P104)	11/11/2011	02/27/2012	23 00	846 38	0 00	711 39	134 99
VERIZON COMMUNICATIONS INC CMN (92343V104)	11/11/2011	02/27/2012	34 00	1,289 99	0 00	1,272 62	17 37
CBS CORPORATION CMN CLASS B (124857202)	11/11/2011	03/01/2012	60 00	1,821 05	0 00	1,576 80	244 25
SYMANTEC CORP CMN (871503108)	11/11/2011	03/01/2012	118 00	2,108 57	0 00	2,020 16	88 41
ACTIVISION BLIZZARD INC CMN (00507V109)	11/11/2011	03/02/2012	324 00	3,776 02	0 00	4,153 68	(377 66)
ALASKA AIR GROUP INC(DEL HLDG) CMN (011659109)	11/11/2011	03/02/2012	3 00	206 81	0 00	203 61	3 20
ALLIED WORLD ASSURANCE COMPANY CMN (H01531104)	11/21/2011	03/02/2012	3 00	199 16	0 00	179 59	19 57
ALLSTATE CORPORATION COMMON STOCK (020002101)	02/27/2012	03/02/2012	11 00	344 62	0 00	344 15	0 47
AMERICAN FINANCIAL GROUP INC CMN (025932104)	11/11/2011	03/02/2012	9 00	335 87	0 00	324 90	10 97
AMERIPRISE FINANCIAL, INC CMN (03076C106)	11/11/2011	03/02/2012	11 00	615 21	0 00	518 32	96 89
AMERISOURCEBERGEN CORPORATION CMN (03073E105)	11/11/2011	03/02/2012	7 00	256 19	0 00	277 62	(21 43)
AMGEN INC CMN (031162100)	11/11/2011	03/02/2012	5 00	339 04	0 00	289 78	49 26
APPLE, INC CMN (037833100)	01/30/2012	03/02/2012	1 00	545 08	0 00	452 86	92 22
AT&T INC CMN (00206R102)	11/11/2011	03/02/2012	23 00	710 91	0 00	675 28	35 63
BANK OF AMERICA CORP CMN (060505104)	11/11/2011	03/02/2012	50 00	407 74	0 00	310 00	97 74
BERKSHIRE HATHAWAY INC CLASS B (084670702)	11/11/2011	03/02/2012	4 00	313 03	0 00	306 96	6 07
BRISTOL-MYERS SQUIBB COMPANY CMN (110122108)	11/11/2011	03/02/2012	13 00	423 79	0 00	413 14	10 65
CBS CORPORATION CMN CLASS B (124857202)	11/11/2011	03/02/2012	12 00	363 83	0 00	315 36	48 47
CELGENE CORPORATION CMN (151020104)	11/22/2011	03/02/2012	6 00	442 97	0 00	370 19	72 78

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REALIZED GAINS AND LOSSES (Continued)

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SHORT-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds ⁴	Total accretion (Amortization)	Cost Basis ⁵	Total Gain (Loss)
Covered Short-Term Gains (Losses)							
CENTERPOINT ENERGY, INC CMN (15189T107)	11/11/2011	03/02/2012	18 00	350 99	0 00	355 50	(4 51)
CHEVRON CORPORATION CMN (166764100)	11/11/2011	03/02/2012	7 00	767 53	0 00	747 81	19 72
CHUBB CORP CMN (171232101)	11/11/2011	03/02/2012	4 00	269 75	0 00	270 64	(0 89)
CISCO SYSTEMS, INC CMN (17275R102)	11/11/2011	03/02/2012	39 00	769 45	0 00	742 17	27 28
CITIGROUP INC CMN (172967424)	11/11/2011	03/02/2012	31 00	1,059 87	0 00	908 61	151 26
CMS ENERGY CORPORATION CMN (125896100)	11/11/2011	03/02/2012	14 00	299 73	0 00	296 10	3 63
COMCAST CORPORATION CMN CLASS A VOTING (20030N101)	11/11/2011	03/02/2012	23 00	673 42	0 00	518 19	155 23
COMERICA INCORPORATED CMN (200340107)	02/07/2012	03/02/2012	14 00	414 11	0 00	421 47	(7 36)
CONOCOPHILLIPS CMN (20825C104)	11/11/2011	03/02/2012	6 00	466 07	0 00	432 78	33 29
CONSOLIDATED EDISON INC CMN (209115104)	11/11/2011	03/02/2012	9 00	524 69	0 00	535 86	(11 17)
COOPER COMPANIES INC (NEW) CMN (216648402)	11/11/2011	03/02/2012	3 00	235 73	0 00	201 53	34 20
CUMMINS INC COMMON STOCK (231021106)	11/11/2011	03/02/2012	2 00	238 63	0 00	197 72	40 91
DEVON ENERGY CORPORATION (NEW) CMN (25179M103)	11/11/2011	03/02/2012	8 00	584 06	0 00	547 28	36 78
DIRECTV CMN (25490A101)	11/11/2011	03/02/2012	7 00	326 33	0 00	321 16	5 17
DISCOVER FINANCIAL SERVICES CMN (254709108)	11/11/2011	03/02/2012	19 00	580 81	0 00	469 11	111 70
OTE ENERGY COMPANY CMN (233331107)	11/11/2011	03/02/2012	8 00	434 31	0 00	416 56	17 75
EAST WEST BANCORP INC CMN (27579R104)	11/11/2011	03/02/2012	16 00	359 67	0 00	314 56	45 11
EXXON MOBIL CORPORATION CMN (30231G102)	11/11/2011	03/02/2012	5 00	431 69	0 00	397 75	33 94
FREEMONT-MCMORAN COPPER & GOLD CMN (35671D857)	11/11/2011	03/02/2012	9 00	377 90	0 00	358 65	19 25
GENERAL ELECTRIC CO CMN (369604103)	11/11/2011	03/02/2012	39 00	739 81	0 00	636 09	103 72
GENERAL MOTORS COMPANY CMN (37045V100)	02/21/2012	03/02/2012	10 00	264 59	0 00	270 42	(5 83)
GENERAL MOTORS COMPANY CMN (37045V100) Disallowed Loss							5 83
HELMERICH & PAYNE INC CMN (423452101)	11/11/2011	03/02/2012	4 00	242 27	0 00	221 28	20 99
HEWLETT-PACKARD CO CMN (428236103)	11/11/2011	03/02/2012	13 00	329 67	0 00	359 45	(29 78)
IAC/INTERACTIVECORP CMN (44919F508)	11/11/2011	03/02/2012	8 00	374 71	0 00	331 51	43 20

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REALIZED GAINS AND LOSSES (Continued)

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SHORT-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds ⁵	Total accretion (Amortization)	Cost Basis ⁴	Total Gain (Loss)
Covered Short-Term Gains (Losses)							
INTEL CORPORATION CMN (458140100)	11/11/2011	03/02/2012	34.00	914.58	0.00	844.85	69.73
JOHNSON & JOHNSON CMN (478160104)	11/11/2011	03/02/2012	10.00	647.98	0.00	652.80	(4.82)
JPMORGAN CHASE & CO CMN (46625H100)	11/11/2011	03/02/2012	25.00	1,017.48	0.00	828.50	188.98
KEYCORP CMN (493267108)	12/20/2011	03/02/2012	32.00	255.03	0.00	236.44	18.59
LYONDELBASELL INDUSTRIES N.V. CMN CLASS A (N53745100)	11/11/2011	03/02/2012	16.00	701.42	0.00	502.54	198.88
MACY'S INC. CMN (55616P104)	11/11/2011	03/02/2012	13.00	498.41	0.00	402.09	96.32
MARATHON OIL CORPORATION CMN (565849106)	11/11/2011	03/02/2012	22.00	737.42	0.00	623.26	114.16
MCKESSON CORPORATION CMN (581550103)	11/11/2011	03/02/2012	4.00	327.99	0.00	331.16	(3.17)
MICROSOFT CORPORATION CMN (594918104)	11/11/2011	03/02/2012	16.00	512.47	0.00	431.65	80.82
NASDAQ OMX GROUP, INC CMN (631103108)	11/11/2011	03/02/2012	15.00	391.94	0.00	397.65	(5.71)
NATIONAL OILWELL VARCO, INC COMMON STOCK CMN (637071101)	11/11/2011	03/02/2012	8.00	655.58	0.00	567.72	87.86
PARKER-HANNIFIN CORP CMN (701094104)	11/11/2011	03/02/2012	6.00	531.65	0.00	505.32	26.33
PRIZER INC. CMN (717081103)	11/11/2011	03/02/2012	30.00	641.98	0.00	599.70	42.28
PHILIP MORRIS INTL INC CMN (718172109)	11/11/2011	03/02/2012	6.00	507.29	0.00	429.42	77.87
PNC FINANCIAL SERVICES GROUP CMN (693475105)	11/11/2011	03/02/2012	8.00	476.87	0.00	429.76	47.11
PROCTER & GAMBLE COMPANY (THE) CMN (742718109)	11/11/2011	03/02/2012	10.00	666.48	0.00	639.10	27.38
PRUDENTIAL FINANCIAL INC CMN (744320102)	11/11/2011	03/02/2012	10.00	614.28	0.00	539.40	74.88
RAYMOND JAMES FINANCIAL INC CMN (754730109)	11/11/2011	03/02/2012	16.00	572.14	0.00	482.88	89.26
STATE STREET CORPORATION (NEW) CMN (857477103)	01/19/2012	03/02/2012	11.00	461.99	0.00	451.56	10.43
SYMANTEC CORP CMN (871503108)	11/11/2011	03/02/2012	15.00	265.79	0.00	256.80	8.99
SYNOPSYS INC CMN (871607107)	01/23/2012	03/02/2012	10.00	298.89	0.00	291.85	7.04
TECO ENERGY INC CMN (872375100)	11/11/2011	03/02/2012	15.00	269.09	0.00	281.55	(12.46)
THE HERSHEY COMPANY CMN (427866108)	11/11/2011	03/02/2012	4.00	245.91	0.00	228.29	17.62
THE HOME DEPOT, INC CMN (437076102)	11/11/2011	03/02/2012	13.00	616.18	0.00	494.78	121.40
THE TRAVELERS COMPANIES, INC CMN (89417E109)	11/11/2011	03/02/2012	7.00	405.82	0.00	408.38	(2.56)

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REALIZED GAINS AND LOSSES (Continued)

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SHORT-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds ⁵	Total accretion (Amortization)	Cost Basis ⁴	Total Gain (Loss)
Covered Short-Term Gains (Losses)							
TIME WARNER INC CMN (887317303)	11/11/2011	03/02/2012	19.00	707.54	0.00	668.80	38.74
UNION PACIFIC CORP. CMN (907818108)	02/03/2012	03/02/2012	6.00	664.42	0.00	695.72	(31.30)
UNION PACIFIC CORP. CMN (907818108) Disallowed Loss							31.30
UNITEDHEALTH GROUP INCORPORATE CMN (91324P102)	11/11/2011	03/02/2012	8.00	446.15	0.00	377.60	68.55
VERIZON COMMUNICATIONS INC. CMN (92343V104)	11/11/2011	03/02/2012	22.00	850.28	0.00	823.46	26.82
VISA INC. CMN CLASS A (92826C839)	11/15/2011	03/02/2012	4.00	464.35	0.00	379.11	85.24
WELLS FARGO & CO (NEW) CMN (949746101)	11/11/2011	03/02/2012	15.00	469.94	0.00	383.70	86.24
WHITING PETROLEUM CORPORATION CMN (966387102)	01/18/2012	03/02/2012	4.00	231.68	0.00	202.95	28.73
COMCAST CORPORATION CMN CLASS A VOTING (20030N101)	11/11/2011	03/05/2012	43.00	1,249.01	0.00	968.79	280.22
HEWLETT-PACKARD CO. CMN (428236103)	11/11/2011	03/05/2012	119.00	2,967.17	0.00	3,290.35	(323.18)
CONOCOPHILLIPS CMN (20825C104)	11/11/2011	03/07/2012	27.00	2,069.69	0.00	1,947.51	122.18
PHILIP MORRIS INTL INC CMN (718172109)	11/11/2011	03/07/2012	11.00	926.30	0.00	787.27	139.03
CENTERPOINT ENERGY, INC. CMN (15189T107)	11/11/2011	03/09/2012	164.00	3,162.71	0.00	3,239.00	(76.29)
WHITING PETROLEUM CORPORATION CMN (966387102)	01/18/2012	03/13/2012	26.00	1,461.93	0.00	1,319.14	142.79
WHITING PETROLEUM CORPORATION CMN (966387102)	01/18/2012	03/13/2012	27.00	1,503.35	0.00	1,369.88	133.47
A&T INC CMN (00206R102)	11/11/2011	03/15/2012	84.00	2,651.06	0.00	2,466.24	184.82
PRUDENTIAL FINANCIAL INC CMN (744320102)	11/11/2011	03/15/2012	61.00	3,860.45	0.00	3,290.34	570.11
EAST WEST BANCORP INC CMN (27579R104)	11/11/2011	03/19/2012	24.00	575.21	0.00	471.84	103.37
BANK OF AMERICA CORP CMN (060505104)	11/11/2011	03/29/2012	309.00	2,967.38	0.00	1,915.80	1,051.58
VERIZON COMMUNICATIONS INC. CMN (92343V104)	11/11/2011	03/29/2012	34.00	1,281.95	0.00	1,272.62	9.33
SYMANTEC CORP CMN (871503108)	11/11/2011	04/02/2012	164.00	3,076.91	0.00	2,807.68	269.23
THE HERSHEY COMPANY CMN (427866108)	11/11/2011	04/02/2012	44.00	2,723.22	0.00	2,511.20	212.02
CBS CORPORATION CMN CLASS B (124857202)	11/11/2011	04/10/2012	11.00	352.75	0.00	283.76	68.99
CBS CORPORATION CMN CLASS B (124857202)	11/15/2011	04/10/2012	29.00	929.98	0.00	741.11	188.87
CBS CORPORATION CMN CLASS B (124857202)	11/11/2011	04/10/2012	79.00	2,533.38	0.00	2,076.12	457.26

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REALIZED GAINS AND LOSSES (Continued)

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SHORT-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds ⁴	Total accretion (Amortization)	Cost Basis ⁴	Total Gain (Loss)
Covered Short-Term Gains (Losses)							
DEVON ENERGY CORPORATION (NEW) CMN (25179M103)	11/11/2011	04/13/2012	17.00	1,160.06	0.00	1,162.97	(2.91)
MARATHON OIL CORPORATION CMN (565849106)	11/11/2011	04/13/2012	33.00	985.39	0.00	934.89	50.50
PHILIP MORRIS INTL INC CMN (718172109)	11/11/2011	04/16/2012	19.00	1,655.04	0.00	1,359.83	295.21
UNITEDHEALTH GROUP INCORPORATE CMN (91324P102)	11/11/2011	04/16/2012	28.00	1,618.47	0.00	1,321.60	296.87
VISA INC CMN CLASS A (92826C839)	11/29/2011	04/16/2012	3.00	362.64	0.00	279.75	82.89
VISA INC CMN CLASS A (92826C839)	11/15/2011	04/16/2012	13.00	1,571.44	0.00	1,232.10	339.34
UNITEDHEALTH GROUP INCORPORATE CMN (91324P102)	11/11/2011	04/18/2012	57.00	3,268.15	0.00	2,690.40	577.75
GENERAL ELECTRIC CO CMN (369604103)	11/11/2011	04/20/2012	131.00	2,536.10	0.00	2,136.61	399.49
APPLE, INC CMN (037833100)	01/30/2012	04/23/2012	4.00	2,291.79	0.00	1,811.44	480.35
EAST WEST BANCORP INC CMN (27579R104)	11/11/2011	04/23/2012	126.00	2,730.73	0.00	2,477.16	253.57
MACY'S INC CMN (55616P104)	11/11/2011	04/23/2012	40.00	1,551.91	0.00	1,237.20	314.71
CISCO SYSTEMS, INC CMN (17275R102)	11/11/2011	04/26/2012	96.00	1,887.80	0.00	1,826.88	60.92
CISCO SYSTEMS, INC CMN (17275R102)	11/11/2011	04/26/2012	108.00	2,106.73	0.00	2,055.24	51.49
GENERAL ELECTRIC CO CMN (369604103)	11/11/2011	05/08/2012	47.00	897.81	0.00	766.57	131.24
UNION PACIFIC CORP. CMN (907818108)	02/03/2012	05/08/2012	9.00	1,007.67	0.00	1,043.58	(35.91)
NASDAQ OMX GROUP, INC CMN (631103108)	11/11/2011	05/10/2012	8.00	189.93	0.00	212.47	(22.54)
NASDAQ OMX GROUP, INC CMN (631103108)	11/21/2011	05/10/2012	22.00	522.30	0.00	551.04	(28.74)
NASDAQ OMX GROUP, INC CMN (631103108)	11/11/2011	05/10/2012	103.00	2,445.34	0.00	2,730.53	(285.19)
CELGENE CORPORATION CMN (151020104)	11/22/2011	05/18/2012	20.00	1,368.55	0.00	1,233.96	134.59
UNITED PARCEL SERVICE, INC CLASS B COMMON STOCK (911312106)	03/12/2012	05/18/2012	14.00	1,043.31	0.00	1,082.61	(39.30)
PHILLIPS 66 CMN (718546104)	11/11/2011	05/22/2012	2.00	64.15	0.00	64.16	(0.01)
PHILLIPS 66 CMN (718546104)	12/14/2011	05/22/2012	9.00	288.67	0.00	298.55	(9.88)
PHILLIPS 66 CMN (718546104)	11/11/2011	05/22/2012	12.00	384.90	0.00	380.08	4.82
DEVON ENERGY CORPORATION (NEW) CMN (25179M103)	11/11/2011	05/23/2012	3.00	180.01	0.00	207.36	(27.35)
DEVON ENERGY CORPORATION (NEW) CMN (25179M103)	11/11/2011	05/23/2012	16.00	960.03	0.00	1,094.56	(134.53)

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REALIZED GAINS AND LOSSES (Continued)

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SHORT-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds*	Total accretion (Amortization)	Cost Basis*	Total Gain (Loss)
Covered Short-Term Gains (Losses)							
INTEL CORPORATION CMN (458140100)	11/11/2011	05/24/2012	41 00	1,052 01	0 00	1,018 79	33 22
MARATHON OIL CORPORATION CMN (565849106)	11/11/2011	05/30/2012	33 00	807 32	0 00	934 89	(127 57)
DEVON ENERGY CORPORATION (NEW) CMN (25179M103)	11/30/2011	06/01/2012	6 00	349 24	0 00	390 94	(41 70)
DEVON ENERGY CORPORATION (NEW) CMN (25179M103)	12/13/2011	06/01/2012	15 00	873 10	0 00	955 11	(82 01)
DEVON ENERGY CORPORATION (NEW) CMN (25179M103)	12/08/2011	06/01/2012	16 00	931 31	0 00	1,032 95	(101 64)
DEVON ENERGY CORPORATION (NEW) CMN (25179M103)	01/05/2012	06/01/2012	17 00	989 51	0 00	1,109 04	(119 53)
CUMMINS INC COMMON STOCK (231021106)	11/11/2011	06/08/2012	29 00	2,801 87	0 00	2,866 94	(65 07)
THE TRAVELERS COMPANIES, INC CMN (89417E109)	11/11/2011	06/08/2012	18 00	1,113 04	0 00	1,050 12	62 92
THE HOME DEPOT, INC CMN (437076102)	11/11/2011	06/15/2012	16 00	828 66	0 00	608 96	219 70
UNION PACIFIC CORP. CMN (907818108)	02/03/2012	06/15/2012	15 00	1,720 45	0 00	1,739 29	(18 84)
VISA INC CMN CLASS A (92826C839)	11/29/2011	06/19/2012	9 00	1,092 21	0 00	839 26	252 95
INTEL CORPORATION CMN (458140100)	11/11/2011	06/20/2012	112 00	3,079 81	0 00	2,783 05	296 76
INTEL CORPORATION CMN (458140100)	11/11/2011	06/22/2012	67 00	1,798 95	0 00	1,664 86	134 09
VISA INC CMN CLASS A (92826C839)	11/29/2011	06/22/2012	6 00	722 73	0 00	569 51	163 22
VISA INC CMN CLASS A (92826C839)	11/29/2011	06/22/2012	15 00	1,806 81	0 00	1,397 27	409 54
WALT DISNEY COMPANY (THE) CMN (254687106)	03/02/2012	06/22/2012	31 00	1,460 93	0 00	1,314 71	146 22
UNION PACIFIC CORP CMN (907818108)	02/03/2012	06/25/2012	4 00	454 17	0 00	472 38	(18 21)
UNION PACIFIC CORP CMN (907818108)	02/03/2012	06/25/2012	11 00	1,248 96	0 00	1,275 48	(26 52)
INTEL CORPORATION CMN (458140100)	01/30/2012	06/27/2012	3 00	78 75	0 00	79 01	(0 26)
INTEL CORPORATION CMN (458140100)	11/11/2011	06/27/2012	27 00	708 78	0 00	670 91	37 87
PROCTER & GAMBLE COMPANY (THE) CMN (742718109)	11/11/2011	06/27/2012	38 00	2,275 44	0 00	2,428 58	(153 14)
UNION PACIFIC CORP CMN (907818108)	02/03/2012	07/02/2012	2 00	235 98	0 00	236 19	(0 21)
UNION PACIFIC CORP CMN (907818108)	02/16/2012	07/02/2012	8 00	943 93	0 00	869 73	74 20
UNION PACIFIC CORP CMN (907818108)	02/13/2012	07/02/2012	14 00	1,651 88	0 00	1,580 29	71 59
BALL CORPORATION CMN (058498106)	03/21/2012	07/09/2012	28 00	1,127 98	0 00	1,155 64	(27 66)

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REALIZED GAINS AND LOSSES (Continued)

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SHORT-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds*	Total recapture (Amortization)	Cost Basis*	Total Gain (Loss)
Covered Short-Term Gains (Losses)							
INTEL CORPORATION CMN (458140100)	01/30/2012	07/09/2012	36.00	933.12	0.00	948.13	(15.01)
MACY'S INC CMN (55616P104)	11/11/2011	07/13/2012	105.00	3,538.02	0.00	3,247.65	290.37
IAC/INTERACTIVECORP CMN (44919P508)	11/11/2011	07/25/2012	22.00	1,143.70	0.00	911.66	232.04
UNITED PARCEL SERVICE, INC. CLASS B COMMON STOCK (911312106)	03/12/2012	07/30/2012	46.00	3,498.50	0.00	3,557.14	(58.64)
BALL CORPORATION CMN (058498106)	03/26/2012	08/01/2012	23.00	945.62	0.00	952.11	(6.49)
BALL CORPORATION CMN (058498106)	03/21/2012	08/01/2012	40.00	1,644.56	0.00	1,650.92	(6.36)
CONSOLIDATED EDISON INC CMN (209115104)	11/11/2011	08/03/2012	20.00	1,290.95	0.00	1,190.80	100.15
BRISTOL-MYERS SQUIBB COMPANY CMN (110122108)	11/11/2011	08/07/2012	26.00	846.93	0.00	826.28	20.65
COMCAST CORPORATION CMN CLASS A VOTING (20030N101)	11/11/2011	08/07/2012	43.00	1,489.65	0.00	968.79	520.86
PVH CORP CMN (653656100)	06/22/2012	08/23/2012	34.00	2,961.70	0.00	2,716.08	245.62
CONSTELLATION BRANDS INC CMN CLASS A (21036P108)	05/24/2012	08/27/2012	54.00	1,755.16	0.00	1,032.02	723.14
RAYMOND JAMES FINANCIAL INC CMN (754730109)	11/11/2011	08/27/2012	101.00	3,484.57	0.00	3,048.18	436.39
LYONDELBASELL INDUSTRIES N.V. CMN CLASS A (N53745100)	11/11/2011	08/28/2012	17.00	810.73	0.00	531.04	279.69
3M COMPANY CMN (88579Y101)	05/08/2012	08/30/2012	2.00	184.01	0.00	174.85	9.16
ALASKA AIR GROUP INC (DEL HLDG) CMN (011659109)	11/11/2011	08/30/2012	4.00	134.51	0.00	135.74	(1.23)
ALLIED WORLD ASSURANCE COMPANY CMN (H01531104)	11/21/2011	08/30/2012	2.00	156.94	0.00	119.73	37.21
ALLSTATE CORPORATION COMMON STOCK (020002101)	02/27/2012	08/30/2012	5.00	186.24	0.00	156.43	29.81
AMERICAN FINANCIAL GROUP INC CMN (025932104)	11/11/2011	08/30/2012	4.00	149.23	0.00	144.40	4.83
AMERIPRISE FINANCIAL, INC CMN (03076C106)	11/11/2011	08/30/2012	4.00	219.23	0.00	188.48	30.75
AMERISOURCEBERGEN CORPORATION CMN (03073E105)	11/11/2011	08/30/2012	6.00	228.77	0.00	237.96	(9.19)
AT&T INC CMN (00206R102)	11/11/2011	08/30/2012	4.00	147.15	0.00	117.44	29.71
BERKSHIRE HATHAWAY INC. CLASS B (084670702)	11/11/2011	08/30/2012	1.00	84.26	0.00	76.74	7.52
BRISTOL-MYERS SQUIBB COMPANY CMN (110122108)	11/11/2011	08/30/2012	3.00	98.81	0.00	95.34	3.47
BUNGE LIMITED ORD CMN (G16962105)	04/19/2012	08/30/2012	2.00	127.05	0.00	133.24	(6.19)
CBS CORPORATION CMN CLASS B (124857202)	04/10/2012	08/30/2012	3.00	108.08	0.00	93.91	14.17

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REALIZED GAINS AND LOSSES (Continued)

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SHORT-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds*	Total accretion (Amortization)	Cost Basis*	Total Gain (Loss)
Covered Short-Term Gains (Losses)							
CELGENE CORPORATION CMN (151020104)	11/22/2011	08/30/2012	2.00	142.05	0.00	123.40	18.65
CHEVRON CORPORATION CMN (166764100)	11/11/2011	08/30/2012	3.00	333.77	0.00	320.49	13.28
CHUBB CORP CMN (171232101)	11/11/2011	08/30/2012	2.00	147.21	0.00	135.32	11.89
CISCO SYSTEMS, INC CMN (17275R102)	11/11/2011	08/30/2012	6.00	113.93	0.00	114.18	(0.25)
CISCO SYSTEMS, INC CMN (17275R102) Disallowed Loss							0.25
CITIGROUP INC. CMN (172967424)	11/11/2011	08/30/2012	4.00	118.67	0.00	117.24	1.43
CMS ENERGY CORPORATION CMN (125896100)	11/11/2011	08/30/2012	7.00	160.78	0.00	148.05	12.73
COMCAST CORPORATION CMN CLASS A VOTING (20030N101)	11/11/2011	08/30/2012	5.00	168.49	0.00	112.65	55.84
COMERICA INCORPORATED CMN (200340107)	02/07/2012	08/30/2012	7.00	217.34	0.00	210.73	6.61
CONOCOPHILLIPS CMN (20825C104)	11/11/2011	08/30/2012	3.00	168.84	0.00	166.82	2.02
CONSOLIDATED EDISON INC CMN (209115104)	11/11/2011	08/30/2012	3.00	182.60	0.00	178.62	3.98
CONSTELLATION BRANDS INC CMN CLASS A (21036P108)	05/24/2012	08/30/2012	3.00	98.55	0.00	57.34	41.21
COOPER COMPANIES INC (NEW) CMN (21664B402)	11/11/2011	08/30/2012	2.00	166.90	0.00	134.36	32.54
DISCOVER FINANCIAL SERVICES CMN (254709108)	11/11/2011	08/30/2012	4.00	154.15	0.00	99.76	55.39
DTE ENERGY COMPANY CMN (233331107)	11/11/2011	08/30/2012	2.00	117.39	0.00	104.14	13.25
EASTMAN CHEM CO CMN (277432100)	07/03/2012	08/30/2012	2.00	109.41	0.00	100.94	8.47
EASTMAN CHEM CO CMN (277432100)	07/03/2012	08/30/2012	18.00	984.30	0.00	908.43	75.87
EXXON MOBIL CORPORATION CMN (30231G102)	11/11/2011	08/30/2012	4.00	350.07	0.00	318.20	31.87
GENERAL ELECTRIC CO CMN (369604103)	11/11/2011	08/30/2012	8.00	165.63	0.00	130.48	35.15
GENERAL MOTORS COMPANY CMN (37045V100)	02/21/2012	08/30/2012	4.00	84.67	0.00	108.17	(23.50)
HELMERICH & PAYNE INC CMN (423452101)	11/11/2011	08/30/2012	3.00	134.75	0.00	165.96	(31.21)
JOHNSON & JOHNSON CMN (478160104)	11/11/2011	08/30/2012	2.00	134.63	0.00	130.56	4.07
JPMORGAN CHASE & CO CMN (46625H100)	11/11/2011	08/30/2012	7.00	258.99	0.00	231.98	27.01
KEYCORP CMN (493267108)	12/20/2011	08/30/2012	17.00	142.96	0.00	125.61	17.35
KROGER COMPANY CMN (501044101)	04/02/2012	08/30/2012	6.00	133.49	0.00	145.59	(13.10)

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REALIZED GAINS AND LOSSES (Continued)

Supplemental Information - Consult your Form 1099 for tax reporting purposes

SHORT-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds *	Total accretion (Amortization)	Cost Basis *	Total Gain (Loss)
Covered Short-Term Gains (Losses)							
LYONDELBASSELL INDUSTRIES N.V. CMN CLASS A (N53745100)	11/11/2011	08/30/2012	7.00	341.52	0.00	217.93	123.59
MARATHON OIL CORPORATION CMN (565849106)	11/11/2011	08/30/2012	4.00	109.39	0.00	113.32	(3.93)
MARATHON OIL CORPORATION CMN (565849106) Disallowed Loss							3.93
MCKESSON CORPORATION CMN (581550103)	11/11/2011	08/30/2012	2.00	173.89	0.00	165.58	8.31
MERCK & CO., INC. CMN (58933Y105)	05/18/2012	08/30/2012	5.00	215.89	0.00	189.14	26.75
METLIFE, INC. CMN (59156R108)	04/23/2012	08/30/2012	4.00	136.31	0.00	141.65	(5.34)
METLIFE, INC. CMN (59156R108) Disallowed Loss							5.34
MICRON TECHNOLOGY, INC. CMN (595112103)	05/15/2012	08/30/2012	16.00	98.95	0.00	98.57	0.38
MICROSOFT CORPORATION CMN (594918104)	11/11/2011	08/30/2012	4.00	121.55	0.00	107.91	13.64
NATIONAL OILWELL VARCO, INC. COMMON STOCK CMN (637071101)	11/11/2011	08/30/2012	4.00	305.27	0.00	283.86	21.41
NORTHROP GRUMMAN CORP CMN (666807102)	11/11/2011	08/30/2012	4.00	266.91	0.00	237.08	29.83
ORACLE CORPORATION CMN (68389X105)	03/29/2012	08/30/2012	3.00	93.89	0.00	87.54	6.35
PARKER-HANNIFIN CORP. CMN (701094104)	11/11/2011	08/30/2012	2.00	159.07	0.00	168.44	(9.37)
PFIZER INC. CMN (717081103)	11/11/2011	08/30/2012	10.00	238.89	0.00	199.90	38.99
PHILIP MORRIS INTL INC. CMN (718172109)	11/11/2011	08/30/2012	1.00	90.89	0.00	71.57	19.32
PNC FINANCIAL SERVICES GROUP CMN (693475105)	11/11/2011	08/30/2012	3.00	186.47	0.00	161.16	25.31
PROCTER & GAMBLE COMPANY (THE) CMN (742718109)	11/11/2011	08/30/2012	2.00	133.77	0.00	127.82	5.95
STATE STREET CORPORATION (NEW) CMN (857477103)	01/19/2012	08/30/2012	5.00	206.54	0.00	205.25	1.29
SYNOPOSYS INC CMN (871607107)	01/23/2012	08/30/2012	4.00	131.79	0.00	116.74	15.05
TECO ENERGY INC. CMN (872375100)	11/11/2011	08/30/2012	5.00	87.09	0.00	93.85	(6.76)
THE HOME DEPOT, INC. CMN (437076102)	11/11/2011	08/30/2012	4.00	226.35	0.00	152.24	74.11
TIME WARNER INC. CMN (887317303)	11/11/2011	08/30/2012	5.00	207.89	0.00	176.00	31.89
VERIZON COMMUNICATIONS INC. CMN (92343V104)	11/11/2011	08/30/2012	5.00	214.34	0.00	187.15	27.19
WALT DISNEY COMPANY (THE) CMN (254687106)	03/02/2012	08/30/2012	4.00	197.99	0.00	169.64	28.35
WATSON PHARMACEUTICALS, INC. CMN (942683103)	06/27/2012	08/30/2012	2.00	163.41	0.00	142.64	20.77

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REALIZED GAINS AND LOSSES (Continued)

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SHORT-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds ¹	Total accretion (Amortization)	Cost Basis ²	Total Gain (Loss)
Covered Short-Term Gains (Losses)							
WELLS FARGO & CO (NEW) CMN (949746101)	11/11/2011	08/30/2012	11 00	373 66	0 00	281 38	92 28
AMGEN INC CMN (031162100)	11/11/2011	09/05/2012	31 00	2,611 39	0 00	1,796 65	814 74
THE HOME DEPOT, INC. CMN (437076102)	11/28/2011	09/07/2012	15 00	856 16	0 00	561 46	294 70
PARKER-HANNIFIN CORP. CMN (701094104)	11/11/2011	09/10/2012	12 00	1,006 50	0 00	1,010 64	(4 14)
WALT DISNEY COMPANY (THE) CMN (254687106)	03/02/2012	09/10/2012	14 00	723 40	0 00	593 74	129 66
CBS CORPORATION CMN CLASS B (124857202)	04/10/2012	09/13/2012	97 00	3,496 64	0 00	3,036 43	460 21
GENERAL MOTORS COMPANY CMN (37045V100)	03/19/2012	09/14/2012	10 00	240 37	0 00	259 07	(18 70)
GENERAL MOTORS COMPANY CMN (37045V100)	03/29/2012	09/14/2012	16 00	384 59	0 00	405 18	(20 59)
GENERAL MOTORS COMPANY CMN (37045V100)	02/21/2012	09/14/2012	97 00	2,331 58	0 00	2,623 12	(291 54)
CISCO SYSTEMS, INC CMN (17275R102)	11/11/2011	09/20/2012	4 00	76 19	0 00	73 91	2 28
CISCO SYSTEMS, INC CMN (17275R102)	11/11/2011	09/20/2012	34 00	647 61	0 00	647 02	0 59
CONSTELLATION BRANDS INC CMN CLASS A (21036P108)	05/24/2012	10/01/2012	44 00	1,433 37	0 00	840 91	592 46
MARATHON OIL CORPORATION CMN (565849106)	11/11/2011	10/01/2012	44 00	1,319 19	0 00	1,246 52	72 67
MICRON TECHNOLOGY, INC CMN (595112103)	05/15/2012	10/02/2012	426 00	2,471 68	0 00	2,624 33	(152 65)
CONSTELLATION BRANDS INC CMN CLASS A (21036P108)	05/24/2012	10/04/2012	59 00	2,024 02	0 00	1,127 58	896 44
LYONDELLBASELL INDUSTRIES N V CMN CLASS A (N53745100)	11/11/2011	10/08/2012	27 00	1,411 26	0 00	840 58	570 68
THE HOME DEPOT, INC. CMN (437076102)	11/28/2011	10/09/2012	30 00	1,833 73	0 00	1,122 92	710 81
WALT DISNEY COMPANY (THE) CMN (254687106)	03/02/2012	10/10/2012	18 00	920 91	0 00	763 38	157 53
EASTMAN CHEM CO CMN (277432100)	07/03/2012	10/15/2012	27 00	1,467 97	0 00	1,362 65	105 32
TIME WARNER INC CMN (887317303)	11/11/2011	10/15/2012	23 00	1,022 54	0 00	809 60	212 94
TECO ENERGY INC CMN (872375100)	11/11/2011	10/16/2012	53 00	937 58	0 00	994 81	(57 23)
PHILIP MORRIS INTL INC CMN (718172109)	11/11/2011	10/18/2012	9 00	798 90	0 00	644 13	154 77
COOPER COMPANIES INC (NEW) CMN (216648402)	11/11/2011	10/22/2012	10 00	949 03	0 00	671 78	277 25
PLAINS EXPL & PROD CO LP CMN (726505100)	06/08/2012	10/22/2012	24 00	883 11	0 00	827 64	55 47
PLAINS EXPL & PROD CO LP CMN (726505100)	06/08/2012	10/22/2012	44 00	1,619 05	0 00	1,561 13	57 92

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REALIZED GAINS AND LOSSES (Continued)

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SHORT-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds*	Total Recession (Amortization)	Cost Basis*	Total Gain (Loss)
Covered Short-Term Gains (Losses)							
PARKER-HANNIFIN CORP. CMN (701094104)	11/11/2011	10/23/2012	46.00	3,525.50	0.00	3,874.12	(348.62)
PLAINS EXPL & PRODD CO LP CMN (726505100)	06/08/2012	10/23/2012	32.00	1,136.43	0.00	1,103.52	32.91
TECO ENERGY INC. CMN (872375100)	11/11/2011	10/23/2012	110.00	1,926.56	0.00	2,064.70	(138.14)
ALLSTATE CORPORATION COMMON STOCK (020002101)	02/27/2012	11/02/2012	47.00	1,828.99	0.00	1,470.46	358.53
CHUBB CORP CMN (171232101)	11/11/2011	11/02/2012	15.00	1,127.71	0.00	1,014.90	112.81
PLAINS EXPL & PRODD CO LP CMN (726505100)	06/08/2012	11/05/2012	15.00	545.34	0.00	517.28	28.06
PLAINS EXPL & PRODD CO LP CMN (726505100)	06/11/2012	11/05/2012	27.00	981.60	0.00	948.11	33.49
NVIDIA CORP CMN (67066G104)	09/06/2012	11/13/2012	140.00	1,684.29	0.00	1,947.38	(263.09)
SPDR S&P 500 ETF TRUST (78462103)	11/16/2012	11/23/2012	93.00	13,091.31	0.00	12,633.12	458.19
COOPER COMPANIES INC (NEW) CMN (216648402)	11/23/2012	12/07/2012	1.00	92.78	0.00	94.93	(2.15)
BUNGE LIMITED ORD CMN (G16962105)	04/19/2012	12/13/2012	16.00	1,163.25	0.00	1,065.89	97.36
APACHE CORP. CMN (037411105)	10/22/2012	12/17/2012	25.00	1,939.95	0.00	2,127.13	(187.18)
APACHE CORP. CMN (037411105) Disallowed Loss							14.98
NVIDIA CORP CMN (67066G104)	09/27/2012	12/17/2012	72.00	895.56	0.00	952.52	(56.96)
NVIDIA CORP CMN (67066G104)	09/06/2012	12/17/2012	84.00	1,044.83	0.00	1,168.43	(123.60)
WATSON PHARMACEUTICALS, INC CMN (942683103)	06/27/2012	12/28/2012	11.00	987.56	0.00	784.51	203.05
Net Covered Short-Term Disallowed Losses							61.63
Net Covered Short-Term Gains (Losses)				278,122.14	0.00	255,747.86	22,435.91

NonCovered Short-Term Gains (Losses)

ALEXANDRIA REAL ESTATE EQUITIES, INC (015271109)	11/11/2011	03/02/2012	6.00	429.47	0.00	410.52	18.95
PUBLIC STORAGE CMN (74460D109)	11/17/2011	03/02/2012	3.00	399.77	0.00	371.51	28.26
SIMON PROPERTY GROUP INC CMN (828806109)	11/11/2011	03/02/2012	3.00	411.56	0.00	383.22	28.34
PUBLIC STORAGE CMN (74460D109)	11/17/2011	06/20/2012	20.00	2,789.34	0.00	2,476.72	312.62
ALEXANDRIA REAL ESTATE EQUITIES, INC (015271109)	11/11/2011	08/30/2012	2.00	148.11	0.00	136.84	11.27
SIMON PROPERTY GROUP INC CMN (828806109)	11/11/2011	08/30/2012	1.00	157.47	0.00	127.74	29.73

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REALIZED GAINS AND LOSSES (Continued)

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SHORT-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds *	Total accretion (Amortization)	Cost Basis *	Total Gain (Loss)
NonCovered Short-Term Gains (Losses)							
ALEXANDRIA REAL ESTATE EQUITIES, INC (015271109)	11/23/2012	11/27/2012	2.00	135.09	0.00	135.46	(0.37)
Net NonCovered Short-Term Gains (Losses)				4,470.81	0.00	4,042.01	428.80

LONG-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds *	Total accretion (Amortization)	Cost Basis *	Total Gain (Loss)
Covered Long-Term Gains (Losses)							
NATIONAL OILWELL VARCO, INC COMMON STOCK CMN (637071101)	11/11/2011	11/19/2012	20.00	1,459.91	0.00	1,419.30	40.61
CHEVRON CORPORATION CMN (166764100)	11/11/2011	11/28/2012	10.00	1,028.82	0.00	1,068.30	(39.48)
CHEVRON CORPORATION CMN (166764100) Disallowed Loss							15.79
COOPER COMPANIES INC (NEW) CMN (216648402)	11/11/2011	12/07/2012	37.00	3,432.80	0.00	2,485.57	947.23
MICROSOFT CORPORATION CMN (594918104)	11/11/2011	12/07/2012	39.00	1,030.50	0.00	1,052.14	(21.64)
CHUBB CORP CMN (171232101)	11/11/2011	12/12/2012	26.00	2,013.78	0.00	1,759.16	254.62
AMERICAN FINANCIAL GROUP INC CMN (025932104)	11/11/2011	12/28/2012	21.00	824.23	0.00	758.10	66.13
Net Covered Long-Term Disallowed Losses				9,790.04	0.00	8,542.57	1,247.47
Net Covered Long-Term Gains (Losses)							

NonCovered Long-Term Gains (Losses)

ALEXANDRIA REAL ESTATE EQUITIES, INC (015271109)	11/11/2011	11/27/2012	55.00	3,714.90	0.00	3,763.11	(48.21)
SIMON PROPERTY GROUP INC CMN (828806109)	11/11/2011	12/28/2012	6.00	942.27	0.00	766.44	175.83
Net NonCovered Long-Term Gains (Losses)				4,657.17	0.00	4,529.55	127.62

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REALIZED GAINS AND LOSSES (Continued)

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SHORT-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds*	Total accretion (Amortization)	Cost Basis*	Total Gain (Loss)
Covered Short-Term Gains (Losses)							
DEVON ENERGY CORPORATION (NEW) CMN (25179M103)	11/11/2011	04/13/2012	17.00	1,160.06	0.00	1,162.97	(2.91)
MARATHON OIL CORPORATION CMN (565849106)	11/11/2011	04/13/2012	33.00	985.39	0.00	934.89	50.50
PHILIP MORRIS INTL INC CMN (718172109)	11/11/2011	04/16/2012	19.00	1,655.04	0.00	1,359.83	295.21
UNITEDHEALTH GROUP INCORPORATE CMN (91324P102)	11/11/2011	04/16/2012	28.00	1,618.47	0.00	1,321.60	296.87
VISA INC. CMN CLASS A (92826C839)	11/29/2011	04/16/2012	3.00	362.64	0.00	279.75	82.89
VISA INC. CMN CLASS A (92826C839)	11/15/2011	04/16/2012	13.00	1,571.44	0.00	1,232.10	339.34
UNITEDHEALTH GROUP INCORPORATE CMN (91324P102)	11/11/2011	04/18/2012	57.00	3,288.15	0.00	2,690.40	577.75
GENERAL ELECTRIC CO CMN (369604103)	11/11/2011	04/20/2012	131.00	2,536.10	0.00	2,136.61	399.49
APPLE, INC. CMN (037833100)	01/30/2012	04/23/2012	4.00	2,291.79	0.00	1,811.44	480.35
EAST WEST BANCORP INC CMN (27579R104)	11/11/2011	04/23/2012	126.00	2,730.73	0.00	2,477.16	253.57
MACY'S INC. CMN (55616P104)	11/11/2011	04/23/2012	40.00	1,551.91	0.00	1,237.20	314.71
CISCO SYSTEMS, INC. CMN (17275R102)	11/11/2011	04/26/2012	96.00	1,887.80	0.00	1,826.88	60.92
CISCO SYSTEMS, INC. CMN (17275R102)	11/11/2011	04/26/2012	108.00	2,106.73	0.00	2,055.24	51.49
GENERAL ELECTRIC CO CMN (369604103)	11/11/2011	05/08/2012	47.00	897.81	0.00	766.57	131.24
UNION PACIFIC CORP. CMN (907818108)	02/03/2012	05/08/2012	9.00	1,007.67	0.00	1,043.58	(35.91)
NASDAQ OMX GROUP, INC. CMN (631103108)	11/11/2011	05/10/2012	8.00	189.93	0.00	212.47	(22.54)
NASDAQ OMX GROUP, INC. CMN (631103108)	11/21/2011	05/10/2012	22.00	522.30	0.00	551.04	(28.74)
NASDAQ OMX GROUP, INC. CMN (631103108)	11/11/2011	05/10/2012	103.00	2,445.34	0.00	2,730.53	(285.19)
CELGENE CORPORATION CMN (151020104)	11/22/2011	05/18/2012	20.00	1,368.55	0.00	1,233.96	134.59
UNITED PARCEL SERVICE, INC. CLASS B COMMON STOCK (911312106)	03/12/2012	05/18/2012	14.00	1,043.31	0.00	1,082.61	(39.30)
PHILLIPS 66 CMN (718546104)	11/11/2011	05/22/2012	2.00	64.15	0.00	64.16	(0.01)
PHILLIPS 66 CMN (718546104)	12/14/2011	05/22/2012	9.00	288.67	0.00	298.55	(9.88)
PHILLIPS 66 CMN (718546104)	11/11/2011	05/22/2012	12.00	384.90	0.00	380.08	4.82
DEVON ENERGY CORPORATION (NEW) CMN (25179M103)	11/11/2011	05/23/2012	3.00	180.01	0.00	207.36	(27.35)
DEVON ENERGY CORPORATION (NEW) CMN (25179M103)	11/11/2011	05/23/2012	16.00	960.03	0.00	1,094.56	(134.53)

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REALIZED GAINS AND LOSSES (Continued)

Supplemental Information - Consult your Form 1099 for tax reporting purposes

SHORT-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds*	Total accretion (Amortization)	Cost Basis*	Total Gain (Loss)
Covered Short-Term Gains (Losses)							
INTEL CORPORATION CMN (458140100)	11/11/2011	05/24/2012	41 00	1,052 01	0 00	1,018 79	33 22
MARATHON OIL CORPORATION CMN (565849106)	11/11/2011	05/30/2012	33 00	807 32	0 00	934 89	(127 57)
DEVON ENERGY CORPORATION (NEW) CMN (25179M103)	11/30/2011	06/01/2012	6 00	349 24	0 00	390 94	(41 70)
DEVON ENERGY CORPORATION (NEW) CMN (25179M103)	12/13/2011	06/01/2012	15 00	873 10	0 00	955 11	(82 01)
DEVON ENERGY CORPORATION (NEW) CMN (25179M103)	12/08/2011	06/01/2012	16 00	931 31	0 00	1,032 95	(101 64)
DEVON ENERGY CORPORATION (NEW) CMN (25179M103)	01/05/2012	06/01/2012	17 00	989 51	0 00	1,109 04	(119 53)
CUMMINS INC COMMON STOCK (231021106)	11/11/2011	06/08/2012	29 00	2,801 87	0 00	2,866 94	(65 07)
THE TRAVELERS COMPANIES, INC CMN (89417E109)	11/11/2011	06/08/2012	18 00	1,113 04	0 00	1,050 12	62 92
THE HOME DEPOT, INC CMN (437076102)	11/11/2011	06/15/2012	16 00	828 66	0 00	608 96	219 70
UNION PACIFIC CORP CMN (907818108)	02/03/2012	06/15/2012	15 00	1,720 45	0 00	1,739 29	(18 84)
VISA INC CMN CLASS A (92826C839)	11/29/2011	06/19/2012	9 00	1,092 21	0 00	839 26	252 95
INTEL CORPORATION CMN (458140100)	11/11/2011	06/20/2012	112 00	3,079 81	0 00	2,783 05	296 76
INTEL CORPORATION CMN (458140100)	11/11/2011	06/22/2012	67 00	1,798 95	0 00	1,664 86	134 09
VISA INC CMN CLASS A (92826C839)	11/29/2011	06/22/2012	6 00	722 73	0 00	559 51	163 22
VISA INC CMN CLASS A (92826C839)	11/29/2011	06/22/2012	15 00	1,806 81	0 00	1,397 27	409 54
WALT DISNEY COMPANY (THE) CMN (254687106)	03/02/2012	06/22/2012	31 00	1,460 93	0 00	1,314 71	146 22
UNION PACIFIC CORP CMN (907818108)	02/03/2012	06/25/2012	4 00	454 17	0 00	472 38	(18 21)
UNION PACIFIC CORP CMN (907818108)	02/03/2012	06/25/2012	11 00	1,248 96	0 00	1,275 48	(26 52)
INTEL CORPORATION CMN (458140100)	01/30/2012	06/27/2012	3 00	78 75	0 00	79 01	(0 26)
INTEL CORPORATION CMN (458140100)	11/11/2011	06/27/2012	27 00	708 78	0 00	670 91	37 87
PROCTER & GAMBLE COMPANY (THE) CMN (742718109)	11/11/2011	06/27/2012	38 00	2,275 44	0 00	2,428 58	(153 14)
UNION PACIFIC CORP CMN (907818108)	02/03/2012	07/02/2012	2 00	235 98	0 00	236 19	(0 21)
UNION PACIFIC CORP CMN (907818108)	02/16/2012	07/02/2012	8 00	943 93	0 00	869 73	74 20
UNION PACIFIC CORP CMN (907818108)	02/13/2012	07/02/2012	14 00	1,651 88	0 00	1,580 29	71 59
BALL CORPORATION CMN (058498106)	03/21/2012	07/09/2012	28 00	1,127 98	0 00	1,155 64	(27 66)

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REALIZED GAINS AND LOSSES (Continued)

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SHORT-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds ⁴	Total accretion (Amortization)	Cost Basis ⁵	Total Gain (Loss)
Covered Short-Term Gains (Losses)							
INTEL CORPORATION CMN (458140100)	01/30/2012	07/09/2012	36.00	933.12	0.00	948.13	(15.01)
MACY'S INC. CMN (55616P104)	11/11/2011	07/13/2012	105.00	3,538.02	0.00	3,247.65	290.37
IAC/INTERACTIVECORP CMN (44919P508)	11/11/2011	07/25/2012	22.00	1,143.70	0.00	911.66	232.04
UNITED PARCEL SERVICE, INC. CLASS B COMMON STOCK (911312106)	03/12/2012	07/30/2012	46.00	3,498.50	0.00	3,557.14	(58.64)
BALL CORPORATION CMN (058498106)	03/26/2012	08/01/2012	23.00	945.62	0.00	952.11	(6.49)
BALL CORPORATION CMN (058498106)	03/21/2012	08/01/2012	40.00	1,644.56	0.00	1,650.92	(6.36)
CONSOLIDATED EDISON INC CMN (209115104)	11/11/2011	08/03/2012	20.00	1,290.95	0.00	1,190.80	100.15
BRISTOL-MYERS SQUIBB COMPANY CMN (110122108)	11/11/2011	08/07/2012	26.00	846.93	0.00	826.28	20.65
COMCAST CORPORATION CMN CLASS A VOTING (20030N101)	11/11/2011	08/07/2012	43.00	1,489.65	0.00	968.79	520.86
PVH CORP CMN (693656100)	06/22/2012	08/23/2012	34.00	2,961.70	0.00	2,716.08	245.62
CONSTELLATION BRANDS INC CMN CLASS A (21036P108)	05/24/2012	08/27/2012	54.00	1,755.16	0.00	1,032.02	723.14
RAYMOND JAMES FINANCIAL INC CMN (754730109)	11/11/2011	08/27/2012	101.00	3,484.57	0.00	3,048.18	436.39
LYONDELBASELL INDUSTRIES N.V. CMN CLASS A (NS3745100)	11/11/2011	08/28/2012	17.00	810.73	0.00	531.04	279.69
3M COMPANY CMN (88579Y101)	05/08/2012	08/30/2012	2.00	184.01	0.00	174.85	9.16
ALASKA AIR GROUP INCIDEL HLDG) CMN (011659109)	11/11/2011	08/30/2012	4.00	134.51	0.00	135.74	(1.23)
ALLIED WORLD ASSURANCE COMPANY CMN (H01531104)	11/21/2011	08/30/2012	2.00	156.94	0.00	119.73	37.21
ALLSTATE CORPORATION COMMON STOCK (020002101)	02/27/2012	08/30/2012	5.00	186.24	0.00	156.43	29.81
AMERICAN FINANCIAL GROUP INC CMN (025932104)	11/11/2011	08/30/2012	4.00	149.23	0.00	144.40	4.83
AMERIPRISE FINANCIAL, INC CMN (03076C106)	11/11/2011	08/30/2012	4.00	219.23	0.00	188.48	30.75
AMERISOURCEBERGEN CORPORATION CMN (03073E105)	11/11/2011	08/30/2012	6.00	228.77	0.00	237.96	(9.19)
AT&T INC CMN (00206R102)	11/11/2011	08/30/2012	4.00	147.15	0.00	117.44	29.71
BERKSHIRE HATHAWAY INC. CLASS B (084670702)	11/11/2011	08/30/2012	1.00	84.26	0.00	76.74	7.52
BRISTOL-MYERS SQUIBB COMPANY CMN (110122108)	11/11/2011	08/30/2012	3.00	98.81	0.00	95.34	3.47
BUNGE LIMITED DRD CMN (G16962105)	04/19/2012	08/30/2012	2.00	127.05	0.00	133.24	(6.19)
CBS CORPORATION CMN CLASS B (124857202)	04/10/2012	08/30/2012	3.00	108.08	0.00	93.91	14.17

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REALIZED GAINS AND LOSSES (Continued)

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SHORT-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds ⁴	Total accretion (Amortization)	Cost Basis ⁴	Total Gain (Loss)
Covered Short-Term Gains (Losses)							
CELGENE CORPORATION CMN (151020104)	11/22/2011	08/30/2012	2.00	142.05	0.00	123.40	18.65
CHEVRON CORPORATION CMN (166764100)	11/11/2011	08/30/2012	3.00	333.77	0.00	320.49	13.28
CHUBB CORP CMN (171232101)	11/11/2011	08/30/2012	2.00	147.21	0.00	135.32	11.89
CISCO SYSTEMS, INC CMN (17275R102)	11/11/2011	08/30/2012	6.00	113.93	0.00	114.18	(0.25)
CISCO SYSTEMS, INC. CMN (17275R102) Disallowed Loss							0.25
CITIGROUP INC CMN (172957424)	11/11/2011	08/30/2012	4.00	118.67	0.00	117.24	1.43
CMS ENERGY CORPORATION CMN (125896100)	11/11/2011	08/30/2012	7.00	160.78	0.00	148.05	12.73
COMCAST CORPORATION CMN CLASS A VOTING (20030N101)	11/11/2011	08/30/2012	5.00	168.49	0.00	112.65	55.84
COMERICA INCORPORATED CMN (200340107)	02/07/2012	08/30/2012	7.00	217.34	0.00	210.73	6.61
CONDOPHILLIPS CMN (20825C104)	11/11/2011	08/30/2012	3.00	168.84	0.00	166.82	2.02
CONSOLIDATED EDISON INC CMN (209115104)	11/11/2011	08/30/2012	3.00	182.60	0.00	178.62	3.98
CONSTELLATION BRANDS INC CMN CLASS A (21036P108)	05/24/2012	08/30/2012	3.00	98.55	0.00	57.34	41.21
COOPER COMPANIES INC (NEW) CMN (216648402)	11/11/2011	08/30/2012	2.00	166.90	0.00	134.36	32.54
DISCOVER FINANCIAL SERVICES CMN (254709108)	11/11/2011	08/30/2012	4.00	154.15	0.00	98.76	55.39
DTE ENERGY COMPANY CMN (233331107)	11/11/2011	08/30/2012	2.00	117.39	0.00	104.14	13.25
EASTMAN CHEM CO CMN (277432100)	07/03/2012	08/30/2012	2.00	109.41	0.00	100.94	8.47
EASTMAN CHEM CO CMN (277432100)	07/03/2012	08/30/2012	18.00	984.30	0.00	908.43	75.87
EXXON MOBIL CORPORATION CMN (30231G102)	11/11/2011	08/30/2012	4.00	350.07	0.00	318.20	31.87
GENERAL ELECTRIC CO CMN (369604103)	11/11/2011	08/30/2012	8.00	165.63	0.00	130.48	35.15
GENERAL MOTORS COMPANY CMN (37045V100)	02/21/2012	08/30/2012	4.00	84.67	0.00	108.17	(23.50)
HELMERICH & PAYNE INC CMN (423452101)	11/11/2011	08/30/2012	3.00	134.75	0.00	165.96	(31.21)
JOHNSON & JOHNSON CMN (478160104)	11/11/2011	08/30/2012	2.00	134.63	0.00	130.56	4.07
JPMORGAN CHASE & CO CMN (46625H100)	11/11/2011	08/30/2012	7.00	259.99	0.00	231.98	27.01
KEYCORP CMN (493267108)	12/20/2011	08/30/2012	17.00	142.96	0.00	125.61	17.35
KROGER COMPANY CMN (501044101)	04/02/2012	08/30/2012	6.00	133.49	0.00	146.59	(13.10)

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REALIZED GAINS AND LOSSES (Continued)

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SHORT-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds*	Total accretion (Amortization)	Cost Basis*	Total Gain (Loss)
Covered Short-Term Gains (Losses)							
LYONDELBASELL INDUSTRIES N.V. CMN CLASS A (N53745100)	11/11/2011	08/30/2012	7.00	341.52	0.00	217.93	123.59
MARATHON OIL CORPORATION CMN (565849106)	11/11/2011	08/30/2012	4.00	109.39	0.00	113.32	(3.93)
MARATHON OIL CORPORATION CMN (565849106) Disallowed Loss							3.93
MACKESSON CORPORATION CMN (581550103)	11/11/2011	08/30/2012	2.00	173.89	0.00	165.58	8.31
MERCK & CO., INC. CMN (58933Y105)	05/18/2012	08/30/2012	5.00	215.89	0.00	189.14	26.75
METLIFE, INC. CMN (59156R108)	04/23/2012	08/30/2012	4.00	136.31	0.00	141.65	(5.34)
METLIFE, INC. CMN (59156R108) Disallowed Loss							5.34
MICRON TECHNOLOGY, INC. CMN (595112103)	05/15/2012	08/30/2012	16.00	98.95	0.00	98.57	0.38
MICROSOFT CORPORATION CMN (594918104)	11/11/2011	08/30/2012	4.00	121.55	0.00	107.91	13.64
NATIONAL OILWELL VARCO, INC. COMMON STOCK CMN (637071101)	11/11/2011	08/30/2012	4.00	305.27	0.00	283.86	21.41
NORTHROP GRUMMAN CORP CMN (666807102)	11/11/2011	08/30/2012	4.00	266.91	0.00	237.08	29.83
ORACLE CORPORATION CMN (68389X105)	03/29/2012	08/30/2012	3.00	93.89	0.00	87.54	6.35
PARKER-HANIFIN CORP. CMN (70109A104)	11/11/2011	08/30/2012	2.00	159.07	0.00	168.44	(9.37)
PFIZER INC. CMN (717081103)	11/11/2011	08/30/2012	10.00	238.89	0.00	199.90	38.99
PHILIP MORRIS INTL INC. CMN (718172109)	11/11/2011	08/30/2012	1.00	90.89	0.00	71.57	19.32
PNC FINANCIAL SERVICES GROUP CMN (693475105)	11/11/2011	08/30/2012	3.00	186.47	0.00	161.16	25.31
PROCTER & GAMBLE COMPANY (THE) CMN (742718109)	11/11/2011	08/30/2012	2.00	133.77	0.00	127.82	5.95
STATE STREET CORPORATION (NEW) CMN (857477103)	01/19/2012	08/30/2012	5.00	206.54	0.00	205.25	1.29
SYNOPSIS INC CMN (871607107)	01/23/2012	08/30/2012	4.00	131.79	0.00	116.74	15.05
TECO ENERGY INC. CMN (872375100)	11/11/2011	08/30/2012	5.00	87.09	0.00	93.85	(6.76)
THE HOME DEPOT, INC. CMN (437076102)	11/11/2011	08/30/2012	4.00	226.35	0.00	152.24	74.11
TIME WARNER INC. CMN (887317303)	11/11/2011	08/30/2012	5.00	207.89	0.00	176.00	31.89
VERIZON COMMUNICATIONS INC. CMN (92343V104)	11/11/2011	08/30/2012	5.00	214.34	0.00	187.15	27.19
WALT DISNEY COMPANY (THE) CMN (254687106)	03/02/2012	08/30/2012	4.00	197.99	0.00	169.64	28.35
WATSON PHARMACEUTICALS, INC. CMN (942683103)	06/27/2012	08/30/2012	2.00	163.41	0.00	142.64	20.77

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REALIZED GAINS AND LOSSES (Continued)

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SHORT-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds *	Total accretion (Amortization)	Cost Basis *	Total Gain (Loss)
Covered Short-Term Gains (Losses)							
WELLS FARGO & CO (NEW) CMN (949746101)	11/11/2011	08/30/2012	11 00	373 66	0 00	281 38	92 28
AMGEN INC CMN (031162100)	11/11/2011	09/05/2012	31 00	2,611 39	0 00	1,796 65	814 74
THE HOME DEPOT, INC. CMN (437076102)	11/28/2011	09/07/2012	15 00	856 16	0 00	561 46	294 70
PARKER-HANNIFIN CORP CMN (701094104)	11/11/2011	09/10/2012	12 00	1,006 50	0 00	1,010 64	(4 14)
WALT DISNEY COMPANY (THE) CMN (254687106)	03/02/2012	09/10/2012	14 00	723 40	0 00	593 74	129 66
CBS CORPORATION CMN CLASS B (124857202)	04/10/2012	09/13/2012	97 00	3,496 64	0 00	3,036 43	460 21
GENERAL MOTORS COMPANY CMN (37045V100)	03/19/2012	09/14/2012	10 00	240 37	0 00	259 07	(18 70)
GENERAL MOTORS COMPANY CMN (37045V100)	03/29/2012	09/14/2012	16 00	384 59	0 00	405 18	(20 59)
GENERAL MOTORS COMPANY CMN (37045V100)	02/21/2012	09/14/2012	97 00	2,331 58	0 00	2,623 12	(291 54)
CISCO SYSTEMS, INC CMN (17275R102)	11/11/2011	09/20/2012	4 00	76 19	0 00	73 91	2 28
CISCO SYSTEMS, INC CMN (17275R102)	11/11/2011	09/20/2012	34 00	647 61	0 00	647 02	0 59
CONSTELLATION BRANDS INC CMN CLASS A (21036P108)	05/24/2012	10/01/2012	44 00	1,433 37	0 00	840 91	592 46
MARATHON OIL CORPORATION CMN (565849106)	11/11/2011	10/01/2012	44 00	1,319 19	0 00	1,246 52	72 67
MICRON TECHNOLOGY, INC CMN (595112103)	05/15/2012	10/02/2012	426 00	2,471 68	0 00	2,624 33	(152 65)
CONSTELLATION BRANDS INC CMN CLASS A (21036P108)	05/24/2012	10/04/2012	59 00	2,024 02	0 00	1,127 58	896 44
LYONDELLBASELL INDUSTRIES N V CMN CLASS A (N53745100)	11/11/2011	10/08/2012	27 00	1,411 26	0 00	840 58	570 68
THE HOME DEPOT, INC CMN (437076102)	11/28/2011	10/09/2012	30 00	1,833 73	0 00	1,122 92	710 81
WALT DISNEY COMPANY (THE) CMN (254687106)	03/02/2012	10/10/2012	18 00	920 91	0 00	763 38	157 53
EASTMAN CHEM CO CMN (277432100)	07/03/2012	10/15/2012	27 00	1,467 97	0 00	1,362 65	105 32
TIME WARNER INC CMN (887317303)	11/11/2011	10/15/2012	23 00	1,022 54	0 00	809 60	212 94
TECO ENERGY INC. CMN (872375100)	11/11/2011	10/16/2012	53 00	937 58	0 00	994 81	(57 23)
PHILIP MORRIS INTL INC CMN (718172109)	11/11/2011	10/18/2012	9 00	799 90	0 00	644 13	154 77
COOPER COMPANIES INC (NEW) CMN (216648402)	11/11/2011	10/22/2012	10 00	949 03	0 00	671 78	277 25
PLAINS EXPL & PROD CO LP CMN (726505100)	06/08/2012	10/22/2012	24 00	883 11	0 00	827 64	55 47
PLAINS EXPL & PROD CO LP CMN (726505100)	06/08/2012	10/22/2012	44 00	1,619 05	0 00	1,561 13	57 92

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5 Sale Proceeds may have been adjusted by an option premium due to an option assignment.



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REALIZED GAINS AND LOSSES (Continued)

Supplemental Information - Consult your Form 1099 for tax reporting purposes

SHORT-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds ⁴	Total accretion (Amortization)	Cost Basis ⁵	Total Gain (Loss)
Covered Short-Term Gains (Losses)							
PARKER-HANINFIN CORP CMN (701094104)	11/11/2011	10/23/2012	46.00	3,525.50	0.00	3,874.12	(348.62)
PLAINS EXPL & PROD CO LP CMN (726505100)	06/08/2012	10/23/2012	32.00	1,136.43	0.00	1,103.52	32.91
TECO ENERGY INC CMN (872375100)	11/11/2011	10/23/2012	110.00	1,926.56	0.00	2,064.70	(138.14)
ALLSTATE CORPORATION COMMON STOCK (020002101)	02/27/2012	11/02/2012	47.00	1,828.99	0.00	1,470.46	358.53
CHUBB CORP CMN (171232101)	11/11/2011	11/02/2012	15.00	1,127.71	0.00	1,014.90	112.81
PLAINS EXPL & PROD CO LP CMN (726505100)	06/08/2012	11/05/2012	15.00	545.34	0.00	517.28	28.06
PLAINS EXPL & PROD CO LP CMN (726505100)	06/11/2012	11/05/2012	27.00	981.60	0.00	948.11	33.49
NVIDIA CORP CMN (67066G104)	09/06/2012	11/13/2012	140.00	1,684.29	0.00	1,947.38	(263.09)
SPDR S&P 500 ETF TRUST (78462F103)	11/16/2012	11/23/2012	93.00	13,091.31	0.00	12,633.12	458.19
COOPER COMPANIES INC (NEW) CMN (216548402)	11/23/2012	12/07/2012	1.00	92.78	0.00	94.93	(2.15)
BUNGE LIMITED ORD CMN (G16962105)	04/19/2012	12/13/2012	16.00	1,163.25	0.00	1,065.89	97.36
APACHE CORP CMN (037411105)	10/22/2012	12/17/2012	25.00	1,939.95	0.00	2,127.13	(187.18)
APACHE CORP. CMN (037411105) Disallowed Loss							14.98
NVIDIA CORP CMN (67066G104)	09/27/2012	12/17/2012	72.00	895.56	0.00	952.52	(56.96)
NVIDIA CORP CMN (67066G104)	09/06/2012	12/17/2012	84.00	1,044.83	0.00	1,168.43	(123.60)
WATSON PHARMACEUTICALS, INC CMN (942683103)	06/27/2012	12/28/2012	11.00	987.56	0.00	784.51	203.05
Net Covered Short-Term Disallowed Losses				278,122.14	0.00	255,747.86	61.63
Net Covered Short-Term Gains (Losses)							22,435.91
NonCovered Short-Term Gains (Losses)							
ALEXANDRIA REAL ESTATE EQUITIES, INC (015271109)	11/11/2011	03/02/2012	6.00	429.47	0.00	410.52	18.95
PUBLIC STORAGE CMN (74460D109)	11/17/2011	03/02/2012	3.00	399.77	0.00	371.51	28.26
SIMON PROPERTY GROUP INC CMN (828806109)	11/11/2011	03/02/2012	3.00	411.56	0.00	383.22	28.34
PUBLIC STORAGE CMN (74460D109)	11/17/2011	06/20/2012	20.00	2,789.34	0.00	2,476.72	312.62
ALEXANDRIA REAL ESTATE EQUITIES, INC (015271109)	11/11/2011	08/30/2012	2.00	148.11	0.00	136.84	11.27
SIMON PROPERTY GROUP INC CMN (828806109)	11/11/2011	08/30/2012	1.00	157.47	0.00	127.74	29.73

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REALIZED GAINS AND LOSSES (Continued)

Supplemental Information - Consult your Form 1099 for tax reporting purposes

SHORT-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds *	Total accretion (Amortization)	Cost Basis *	Total Gain (Loss)
NonCovered Short-Term Gains (Losses)							
ALEXANDRIA REAL ESTATE EQUITIES, INC (015271109)	11/23/2012	11/27/2012	2 00	135 09	0 00	135 46	(0 37)
Net NonCovered Short-Term Gains (Losses)				4,470.81	0.00	4,042.01	428.80

LONG-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds *	Total accretion (Amortization)	Cost Basis *	Total Gain (Loss)
Covered Long-Term Gains (Losses)							
NATIONAL OILWELL VARCO, INC COMMON STOCK CMN (637071101)	11/11/2011	11/19/2012	20 00	1,459 91	0 00	1,419 30	40 61
CHEVRON CORPORATION CMN (166764100)	11/11/2011	11/28/2012	10 00	1,028 82	0 00	1,068 30	(39 48)
CHEVRON CORPORATION CMN (166764100) Disallowed Loss							15 79
COOPER COMPANIES INC (NEW) CMN (216648402)	11/11/2011	12/07/2012	37 00	3,432 80	0 00	2,485 57	947 23
MICROSOFT CORPORATION CMN (594918104)	11/11/2011	12/07/2012	39 00	1,030 50	0 00	1,052 14	(21 64)
CHUBB CORP CMN (171232101)	11/11/2011	12/12/2012	26 00	2,013 78	0 00	1,759 16	254 62
AMERICAN FINANCIAL GROUP INC CMN (025932104)	11/11/2011	12/28/2012	21 00	824 23	0 00	758 10	66 13
Net Covered Long-Term Disallowed Losses				9,790.04	0.00	8,542.57	1,263.26
Net Covered Long-Term Gains (Losses)							

NonCovered Long-Term Gains (Losses)

ALEXANDRIA REAL ESTATE EQUITIES, INC (015271109)	11/11/2011	11/27/2012	55 00	3,714 90	0 00	3,763 11	(48 21)
SIMON PROPERTY GROUP INC CMN (828806109)	11/11/2011	12/28/2012	6 00	942 27	0 00	766 44	175 83
Net NonCovered Long-Term Gains (Losses)				4,657.17	0.00	4,529.55	127.62

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5. Sale Proceeds may have been adjusted by an option premium due to an option assignment.

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REALIZED GAINS AND LOSSES

Supplemental Information - Consult your Form 1099 for tax reporting purposes

REALIZED GAIN AND LOSS SUMMARY

SHORT-TERM GAINS (LOSSES)		LONG-TERM GAINS (LOSSES)		ORDINARY GAINS (LOSSES)	
Net Covered Short-Term Gains (Losses)	917.11	Net Covered Long-Term Gains (Losses)	0.00	Net Ordinary Gains (Losses)	0.00
Net Non-Covered Short-Term Gains (Losses)	0.00	Net Non-Covered Long-Term Gains (Losses)	9,367.78		
Net 1099B Non Reportable Short-Term Gains (Losses)	0.00	Net 1099B Non Reportable Long-Term Gains (Losses)	0.00		
Net Miscellaneous Short-Term Gains (Losses)	0.00	Net Miscellaneous Long-Term Gains (Losses)	0.00	Net Miscellaneous Ordinary Gains (Losses)	0.00
Net Regulated Futures Contract Short-Term Gains (Losses)	0.00	Net Regulated Futures Contract Long-Term Gains (Losses)	0.00		
Total Short-Term Gains (Losses)	917.11	Total Long-Term Gains (Losses)	9,367.78	Total Ordinary Gains (Losses)	0.00

SHORT-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds *	Total accretion (Amortization)	Cost Basis *	Total Gain (Loss)
Covered Short-Term Gains (Losses)							
SPDR EURO STOXX 50 FD ETF (78463X202)	06/05/2012	09/06/2012	76.00	2,383.74	0.00	1,999.56	384.18
SPDR EURO STOXX 50 FD ETF (78463X202)	06/05/2012	09/14/2012	76.00	2,532.49	0.00	1,999.56	532.93
Net Covered Short-Term Gains (Losses)				4,916.23	0.00	3,999.12	917.11

LONG-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds *	Total accretion (Amortization)	Cost Basis *	Total Gain (Loss)
Non-Covered Long-Term Gains (Losses)							
GS CORE FIXED INCOME FUND INSTITUTIONAL SHARES (38141W810)	11/15/2006	06/05/2012	948.77	10,000.00	0.00	9,354.84	645.16
GS HIGH YIELD FUND INSTITUTIONAL SHARES (38141W679)	10/31/2008	11/16/2012	49.35	358.77	0.00	261.55	97.22
GS HIGH YIELD FUND INSTITUTIONAL SHARES (38141W679)	11/28/2008	11/16/2012	55.77	405.43	0.00	272.15	133.28
GS HIGH YIELD FUND INSTITUTIONAL SHARES (38141W679)	10/07/2008	11/16/2012	707.33	5,142.30	0.00	4,265.21	877.09
GS HIGH YIELD FUND INSTITUTIONAL SHARES (38141W679)	12/24/2008	11/16/2012	981.91	7,138.49	0.00	4,831.00	2,307.49
GS CORE FIXED INCOME FUND INSTITUTIONAL SHARES (38141W810)	11/30/2006	12/13/2012	18.70	200.11	0.00	185.90	14.21
GS CORE FIXED INCOME FUND INSTITUTIONAL SHARES (38141W810)	11/30/2006	12/13/2012	2,328.67	24,916.77	0.00	23,146.98	1,769.79

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REALIZED GAINS AND LOSSES (Continued)

Supplemental Information - Consult your Form 1099 for tax reporting purposes

LONG-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds ^a	Total accretion (Amortization)	Cost Basis ^a	Total Gain (Loss)
NonCovered Long-Term Gains (Losses)							
GS CORE FIXED INCOME FUND INSTITUTIONAL SHARES (38141W810)	11/15/2006	12/13/2012	4,194.68	44,883.12	0.00	41,359.58	3,523.54
Net NonCovered Long-Term Gains (Losses)				93,044.99	0.00	83,577.21	9,367.78

^a Basis may have been increased by accruals of market discount and/or original issue discount or decreased by premium amortization. This increase or decrease of basis assumes the investor has elected to include market discount in income currently and/or amortize premium currently. You should consult with your own tax advisor to determine your correct basis.
^b Sale Proceeds may have been adjusted by an option premium due to an option assignment.

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ATTACHMENT 1

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
INVESTMENT FEES	11,398.	11,398.
TOTALS	<u>11,398.</u>	<u>11,398.</u>

ATTACHMENT 2

FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
FOREIGN TAXES	820.	820.
TOTALS	<u>820.</u>	<u>820.</u>

ATTACHMENT 3

FORM 990PF, PART I - OTHER EXPENSES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
MISCELLANEOUS EXPENSE	452.	452.
PORTFOLIO DEDUCTIONS	303.	303.
TOTALS	<u>755.</u>	<u>755.</u>

RICHARD ROTH FOUNDATION

ATTACHMENT 4

FORM 990PF, PART II - CORPORATE STOCK

	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
GOLDMAN SACHS #XXX755-2	361,302.	402,539.
GOLDMAN SACHS #XXX756-0	326,180.	379,616.
GOLDMAN SACHS #XXX857-0	332,428.	328,323.
TOTALS	<u>1,019,910.</u>	<u>1,110,478.</u>

DESCRIPTION

GOLDMAN SACHS #XXX755-2
 GOLDMAN SACHS #XXX756-0
 GOLDMAN SACHS #XXX857-0

TOTALS



Statement Detail
RICHARD ROTH FND. ROTHSCHILD: LCV
Holdings

Period Ended December 31, 2012

PUBLIC EQUITY		Quantity	Market Price	Market Value / Accrued Income	Unit Cost	Adjusted Cost / Original Cost	Unrealized Gain (Loss)	Yield to Maturity / Current Yield	Estimated Annual Income
US EQUITY									
ROTHSCHILD LARGE CAP VALUE		(229.65)	1 0000	(229.65)		(229.65)			
U S DOLLAR		5,174.98	1 0000	5,174.98	1.0000	5,174.98		0.1545	8.00
GOLDMAN SACHS BANK DEPOSIT (BDA) (*BDANOW) ¹⁴									
		Quantity	Market Price	Market Value / Accrued Income	Unit Cost	Cost Basis	Unrealized Gain (Loss)	Dividend Yield	Estimated Annual Income
3M COMPANY CMN (MMM)		61.00	92.8500	5,663.85	87.2338	5,321.26	342.59	2.5417	143.95
ALASKA AIR GROUP INC(DEL HLDG) CMN (ALK)		124.00	43.0900	5,343.16	34.2067	4,241.63	1,101.53		
ALLSTATE CORPORATION COMMON STOCK (ALL)		123.00	40.1700	4,940.91	32.7693	4,030.63	910.28	2.1907	108.24
AMERICAN FINANCIAL GROUP INC CMN (AFG)		73.00	39.5200	2,864.96	36.2312	2,644.88	240.08	1.9737	56.94
AMERICAN INTL GROUP, INC CMN (AIG)		149.00	35.3000	5,259.70	35.4173	5,277.18	(17.48)		
AMERIPRISE FINANCIAL, INC CMN (AMP)		100.00	62.6300	6,263.00	47.1200	4,712.00	1,551.00	2.8740	180.00
AMERISOURCEBERGEN CORPORATION CMN (ABC)		133.00	43.1800	5,742.94	39.8341	5,297.94	445.00	1.9453	111.72
APACHE CORP. CMN (APA)		38.00	78.5000	2,983.00	84.1468	3,197.58	(214.58)	0.8662	25.84
APPLE, INC CMN (AAPL)		7.00	532.1729	3,725.21	483.7386	3,386.17	339.04	1.9918	74.20
AT&T INC CMN (T)		211.00	33.7100	7,112.81	31.9954	6,751.03	361.78	5.3397	379.80
BERKSHIRE HATHAWAY INC CLASS B (BRKB)		42.00	89.7000	3,767.40	77.0045	3,234.19	533.21		
BRISTOL-MYERS SQUIBB COMPANY CMN (BMY)		118.00	32.5900	3,845.62	31.8147	3,754.14	91.48	4.2958	165.20
BUNGE LIMITED ORD CMN (BG)		47.00	72.6900	3,416.43	64.5117	3,032.05	384.38	1.4858	50.76
CELGENE CORPORATION CMN (CELG)		59.00	78.4700	4,629.73	62.3779	3,680.30	949.43		
CHEVRON CORPORATION CMN (CVX)		141.00	108.1400	15,247.74	108.4243	15,287.83	(40.09)	3.3290	507.60
CISCO SYSTEMS, INC CMN (CSCO)		522.00	19.6494	10,256.99	19.1767	10,010.25	246.74	2.8500	292.32
CITIGROUP INC. CMN (C)		189.00	39.5600	7,476.84	29.5192	5,579.13	1,897.71		
CMS ENERGY CORPORATION CMN (CMS)		266.00	24.3800	6,485.08	22.0627	5,868.68	616.40	3.9377	255.36
COMCAST CORPORATION CMN CLASS A VOTING (CMCSA)		231.00	37.3600	8,630.16	24.0981	5,566.65	3,063.51	1.7398	150.15
				37.54					
COMERICA INCORPORATED CMN (CMA)		167.00	30.3400	5,066.78	30.0786	5,023.12	43.66	1.9776	100.20
				25.05					
CONAGRA INC CMN (CAG)		224.00	29.5000	6,608.00	28.0444	6,281.94	326.06	3.3898	224.00
CONOCOPHILLIPS CMN (COP)		121.00	57.9900	7,016.79	54.0741	6,542.97	473.82	4.5525	319.44

¹⁴This represents a bank deposit of an affiliated bank reflected here for your convenience and is not cash held in your brokerage or custody account. Please see the enclosed Bank Statement page(s) for specific information related to your bank deposit. Not a Deposit. Not FDIC insured. May Lose Value (Excluding Goldman Sachs Bank Deposit Account and Certificates of Deposit). Brokerage and securities services provided by Goldman, Sachs & Co. Bank Deposit Account and Certificate of Deposit Account offered by Goldman Sachs Bank USA, Member FDIC.



Statement Detail
RICHARD ROTH FND. ROTHSCCHILD: LCV
Holdings (Continued)

Period Ended December 31, 2012

PUBLIC EQUITY (Continued)									
	Quantity	Market Price	Market Value / Accrued Income	Unit Cost	Cost Basis	Unrealized Gain (Loss)	Dividend Yield	Estimated Annual Income	
US EQUITY									
ROTHSCCHILD LARGE CAP VALUE									
CONSOLIDATED EDISON INC CMN (ED)	96 00	55 5400	5,331 84	59 3502	5,697 62	(365 78)	4 3572	232 32	
CORNING INCORPORATED CMN (GLW)	286 00	12 6200	3,609 32	12 5159	3,579 55	29 77	2 8526	102 96	
DIRECTV CMN (DTV)	66 00	50 1600	3,310 56	45 8800	3,028 08	282 48			
DISCOVER FINANCIAL SERVICES CMN (DFS)	133 00	38 5500	5,127 15	25 1889	3,350 13	1,777 02	1 4527	74 48	
			18 62						
DOMTAR CORPORATION CMN CLASS (UFS)	54 00	83 5200	4,510 08	76 9357	4,154 53	355 55	2 1552	97 20	
			24 30						
DTE ENERGY COMPANY CMN (DTE)	110 00	60 0500	6,605 50	54 0515	5,945 67	659 83	4 1299	272 80	
			68 20						
EASTMAN CHEM CO CMN (EMN)	44 00	68 0500	2,994 20	51 4811	2,265 17	729 03	1 7634	52 80	
ENERGIZER HOLDINGS, INC CMN (ENR)	45 00	79 9800	3,599 10	78 9411	3,552 35	46 75	2 0005	72 00	
EOG RESOURCES INC CMN (EOG)	43 00	120 7900	5,193 97	120 2244	5,169 65	24 32	0 5630	29 24	
EXXON MOBIL CORPORATION CMN (XOM)	189 00	86 5500	16,357 95	84 4642	15,963 74	394 21	2 6343	430 92	
FLOWSERVE CORPORATION CMN (FLS)	32 00	146 8000	4,697 60	139 4200	4,461 44	236 16	0 9809	46 08	
			11 52						
FRANKLIN RESOURCES INC CMN (BEN)	38 00	125 7000	4,776 60	129 2361	4,910 97	(134 37)	0 9228	44 08	
FREEMONT-MCMORAN COPPER & GOLD CMN (FCX)	142 00	34 2000	4,856 40	40 2987	5,722 41	(866 01)	3 6550	177 50	
GENERAL ELECTRIC CO CMN (GE)	268 00	20 9900	5,625 32	16 4479	4,408 04	1,217 28	3 6208	203 68	
			50 92						
HELMERICH & PAYNE INC CMN (HP)	79 00	56 0100	4,424 79	55 4618	4,381 48	43 31	1 0712	47 40	
IAC/INTERACTIVECORP CMN (IAC)	60 00	47 2420	2,834 52	41 4389	2,486 34	348 18	2 0321	57 60	
INTEL CORPORATION CMN (INTC)	100 00	20 6200	2,062 00	27 2736	2,727 36	(665 36)	4 3647	90 00	
JOHNSON & JOHNSON CMN (JNJ)	95 00	70 1000	6,659 50	65 4514	6,217 88	441 62	3 4807	231 80	
JPMORGAN CHASE & CO CMN (JPM)	304 00	43 9691	13,366 61	36 8931	11,215 51	2,151 10	2 7292	364 80	
KEYCORP CMN (KEY)	354 00	8 4200	2,980 68	7 5102	2,658 61	322 07	2 3753	70 80	
KROGER COMPANY CMN (KR)	177 00	26 0200	4,605 54	23 9323	4,236 01	369 53	2 3059	106 20	

Portfolio No XXX-XX755-2



Statement Detail
RICHARD ROTH FND. ROTHSCHILD: LCV
Holdings (Continued)

Period Ended December 31, 2012

PUBLIC EQUITY (Continued)

US EQUITY

	Quantity	Market Price	Market Value / Accrued Income	Unit Cost	Cost Basis	Unrealized Gain (Loss)	Dividend Yield	Estimated Annual Income
ROTHSCHILD LARGE CAP VALUE								
LEAR CORPORATION CMN (LEA)	124 00	46 8400	5,808 16	40 3690	5,005 75	802 41	1 1956	63 44
MARATHON OIL CORPORATION CMN (MRO)	212 00	30 6600	6,499 92	27 9010	5,915 01	584 91	2 2179	144 16
MCKESSON CORPORATION CMN (MCK)	73 00	96 9600	7,078 08	84 3667	6,158 77	919 31	0 8251	58 40
			14 60					
MERCK & CO., INC CMN (MRK)	137 00	40 9400	5,608 78	40 9465	5,609 67	(0 89)	4 2013	235 64
			58 91					
METLIFE, INC CMN (MET)	176 00	32 9400	5,797 44	35 3586	6,223 11	(425 67)	2 2465	130 24
MICROSOFT CORPORATION CMN (MSFT)	120 00	26 7097	3,205 16	26 9779	3,237 35	(32 18)	3 4444	110 40
NATIONAL OILWELL VARCO, INC COMMON STOCK CMN (NOV)	68 00	68 3500	4,647 80	70 9994	4,827 96	(180 16)	0 7608	35 36
NORTHROP GRUMMAN CORP CMN (NOC)	53 00	67 5800	3,581 74	62 3711	3,305 67	276 07	3 2554	116 60
ORACLE CORPORATION CMN (ORCL)	163 00	33 3200	5,431 16	29 5386	4,814 79	616 37	0 7203	39 12
PFIZER INC CMN (PFE)	330 00	25 0793	8,276 17	20 1382	6,645 59	1,630 58	3 8279	316 80
PHILIP MORRIS INTL INC CMN (PM)	32 00	83 6400	2,676 48	72 0644	2,306 06	370 42	4 0650	108 80
			27 20					
PNC FINANCIAL SERVICES GROUP CMN (PNC)	82 00	58 3100	4,781 42	53 7634	4,408 60	372 82	2 7440	131 20
PROCTER & GAMBLE COMPANY (THE) CMN (PG)	77 00	67 8900	5,227 53	64 0536	4,932 13	295 40	3 3112	173 10
RAYTHEON CO CMN (RTN)	63 00	57 5600	3,626 28	56 2678	3,544 87	81 41	3 4746	126 00
			31 50					
STATE STREET CORPORATION (NEW) CMN (STT)	115 00	47 0100	5,406 15	41 2101	4,739 16	666 99	2 0421	110 40
			27 60					
SYNOPSIS INC CMN (SNPS)	129 00	31 8354	4,106 77	29 4974	3,805 17	301 60		
THE TRAVELERS COMPANIES, INC CMN (TRV)	61 00	71 8200	4,381 02	58 3400	3,558 74	822 28	2 5620	112 24
TIME WARNER INC CMN (TWX)	172 00	47 8300	8,226 76	35 1772	6,050 47	2,176 29	2 1744	178 88
TRW AUTOMOTIVE HOLDINGS CORP. CMN (TRW)	74 00	53 6100	3,967 14	47 1726	3,490 77	476 37		
VERIZON COMMUNICATIONS INC CMN (VZ)	160 00	43 2700	6,923 20	37 6228	6,019 65	903 55	4 7608	329 60
WALT DISNEY COMPANY (THE) CMN (DIS)	127 00	49 7900	6,323 33	42 8425	5,441 00	882 33	1 5063	95 25
WATSON PHARMACEUTICALS INC CMN (WPI)	65 00	86 0000	5,590 00	73 6949	4,790 17	799 83		
WELLS FARGO & CO (NEW) CMN (WFC)	364 00	34 1800	12,441 52	29 9206	10,891 09	1,550 43	2 5746	320 32
THE HOME DEPOT, INC CMN (HD)	72 00	61 8500	4,453 20	38 9958	2,807 70	1,645 50	1 8755	83 52



Statement Detail
RICHARD ROTH FND. ROTHSCCHILD: LCV
Holdings (Continued)

Period Ended December 31, 2012

PUBLIC EQUITY (Continued)

	Quantity	Market Price	Market Value / Accrued Income	Unit Cost	Cost Basis	Unrealized Gain (Loss)	Dividend Yield	Estimated Annual Income
US EQUITY								
ROTHSCCHILD - LARGE CAP VALUE								
PLUM CREEK TIMBER COMPANY INC CMN (PCL)	103 00	44 3700	4,570 11	40 7470	4,196 94	373 17	3 7863	173 04
SIMON PROPERTY GROUP INC CMN (SPG)	29 00	158 0900	4,584 61	126 6500	3,672 85	911 76	2 7832	127 60
ALLIED WORLD ASSURANCE COMPANY CMN (AWH)	33 00	78 8000	2,600 40	61 0710	2,015 34	585 06		
LYONDELBASELL INDUSTRIES N V CMN CLASS A (LYB)	96 00	57 0900	5,480 64	32 1706	3,088 37	2,392 27	2 8026	153 60
TOTAL ROTHSCCHILD - LARGE CAP VALUE			402,142 63		361,302 17	40,840 47	2 6488	9,438 09
			395 96					
TOTAL PORTFOLIO								
			Market Value	Adjusted Cost / ^a	Original Cost	Unrealized		Estimated
			402,538 59	361,302 17	40,840 47	Gain (Loss)		Annual Income
								9,438 09

^a Original Cost is price paid by purchaser adjusted for annual original issue discount inclusions and/or return of capital adjustments, if applicable. Adjusted Cost reflects adjustments to Original Cost for market discount accretion and/or premium amortization. Adjusted cost for GMS Portfolios and Alternative Investments are determined by inception to date contributions minus inception to date distributions.

Portfolio No XXX-XX755-2



Statement Detail
RICHARD ROTH FND. DSM: LCG
Holdings

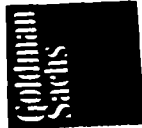
Period Ended December 31, 2012

PUBLIC EQUITY

	Quantity	Market Price	Market Value / Accrued Income	Unit Cost	Adjusted Cost / Original Cost	Unrealized Gain (Loss)	Yield to Maturity / Current Yield	Estimated Annual Income
US EQUITY								
DSM- LARGE CAP GROWTH	(2,434 94)	1 0000	(2,434 94)	1 0000	(2,434 94)			
U S DOLLAR	11,590 07	1 0000	11,590 07	1 0000	11,590 07		0 1639	19 00
GOLDMAN SACHS BANK DEPOSIT (BDA) ("BDANOW") ¹⁴								
	Quantity	Market Price	Market Value / Accrued Income	Unit Cost	Cost Basis	Unrealized Gain (Loss)	Dividend Yield	Estimated Annual Income
ALLERGAN INC CMN (AGN)	192 00	91 7300	17,612 16	85 7493	16,463 87	1,148 29	0 2180	38 40
APPLE, INC CMN (AAPL)	62 00	532 1729	32,994 72	385 4900	23,900 38	9,094 34	1 9918	657 20
CELGENE CORPORATION CMN (CELG)	286 00	78 4700	22,442 42	64 7984	18,532 34	3,910 08		
COGNIZANT TECHNOLOGY SOLUTIONS CORP CLASS A (CTSH)	160 00	73 8823	11,821 17	67 6576	10,825 22	995 95		
DAVITA HEALTHCARE PARTNERS INC CMN (DVA)	21 00	110 5300	2,321 13	112 0748	2,353 57	(32 44)		
DISCOVERY COMMUNICATIONS, INC CMN SERIES A (DISCA)	183 00	63 4800	11,616 84	43 2059	7,906 68	3,710 16		
DOLLAR GENERAL CORPORATION CMN (DG)	363 00	44 0900	16,004 67	40 1987	14,592 12	1,412 55		
EBAY INC. CMN (EBAY)	352 00	50 9977	17,951 19	43 7328	15,393 96	2,557 23		
ECOLAB INC CMN (ECL)	207 00	71 9000	14,883 30	63 3283	13,108 96	1,774 34	1 2796	190 44
ESTEE LAUDER COS INC CL-A CMN CLASS A (EL)	158 00	59 8600	9,457 88	59 2745	9,365 37	92 51	1 2028	113 76
FACEBOOK, INC CMN CLASS A (FB)	272 00	26 6197	7,240 56	20 8240	5,664 12	1,576 44		
FAMILY DOLLAR STORES INC CMN (FDO)	110 00	63 4100	6,975 10	57 2035	6,292 39	682 71	1 3247	92 40
GENERAL ELECTRIC CO CMN (GE)	808 00	20 9900	16,959 92	16 8814	13,640 20	3,319 72	3 6208	614 08
			153 52					
GOOGLE, INC CMN CLASS A (GOOG)	16 00	707 3800	11,318 08	607 0231	9,712 37	1,605 71		
INTUITIVE SURGICAL, INC CMN (ISRG)	26 00	490 3700	12,749 62	452 6981	11,770 15	979 47		
LAS VEGAS SANDS CORP CMN (LVS)	302 00	46 1600	13,940 32	44 3329	13,388 54	551 78	2 1664	302 00
MONSANTO COMPANY CMN (MON)	202 00	94 6500	19,119 30	71 9031	14,524 43	4,594 87	1 5848	303 00
PRECISION CASTPARTS CORP CMN (PCP)	87 00	189 4200	16,479 54	167 0675	14,534 87	1,944 67	0 0634	10 44
SCHLUMBERGER LTD CMN (SLB)	130 00	69 2986	9,008 82	75 3671	9,797 72	(788 91)	1 5873	143 00
			35 75					
STARBUCKS CORP CMN (SBUX)	228 00	53 6300	12,227 64	45 1600	10,296 48	1,931 16	1 5663	191 52
TJX COMPANIES INC (NEW) CMN (TJX)	291 00	42 4500	12,352 95	42 8023	12,455 48	(102 53)	1 0836	133 86

¹⁴This represents a bank deposit of an affiliated bank reflected here for your convenience and is not cash held in your brokerage or custody account. Please see the enclosed Bank Statement page(s) for specific information related to your bank deposit. Not a Deposit. Not FDIC insured. May Lose Value (Excluding Goldman Sachs Bank Deposit Account and Certificates of Deposit). Brokerage and securities services provided by Goldman, Sachs & Co. Bank Deposit Account and Certificate of Deposit Account offered by Goldman Sachs Bank USA, Member FDIC. Portfolio No XXX-XX756-0

Statement Detail



RICHARD ROTH FND. DSM: LCG
Holdings (Continued)

Period Ended December 31, 2012

	Quantity	Market Price	Market Value / Accrued Income	Unit Cost	Cost Basis	Unrealized Gain (Loss)	Dividend Yield	Estimated Annual Income
PUBLIC EQUITY (Continued)								
DISCOUNTED								
DSM LARGE CAP GROWTH	99.00	125.7200	12,446.28 68.31	123.2635	12,203.09	243.19	2.1954	273.24
UNION PACIFIC CORP CMN (UNP)								
VISA INC CMN CLASS A (V)	93.00	151.5800	14,096.94	94.6500	8,802.45	5,294.49	0.8708	122.76
W W GRAINGER INCORPORATED CMN (GWW)	45.00	202.3700	9,106.65	192.3758	8,656.91	449.74	1.5813	144.00
YUM BRANDS, INC CMN (YUM)	108.00	66.4000	7,171.20	66.1558	7,144.83	26.37	2.0181	144.72
SABMILLER PLC SPONSORED ADR (SBMRY)	262.00	45.9200	12,031.04	36.7476	9,627.87	2,403.17	1.9752	237.64
SHIRE LIMITED SPONSORED ADR CMN (SHPG)	87.00	92.1800	8,019.66	98.2811	8,550.46	(530.80)	0.4986	39.99
TENCENT HOLDINGS LIMITED UNSPONSORED ADR CMN (TCEHY)	369.00	32.1260	11,854.49	20.3800	7,520.22	4,334.27	0.2694	31.94
TOTAL DSM LARGE CAP GROWTH			379,358.72 257.58		326,180.18	53,178.53	1.4174	3,803.39
TOTAL PORTFOLIO								
			Market Value	Adjusted Cost / ^a Original Cost	Unrealized Gain (Loss)	Estimated Annual Income		
			379,616.30	326,180.18	53,178.53	3,803.39		

^a Original Cost is price paid by purchaser adjusted for annual original issue discount inclusions and/or return of capital adjustments, if applicable. Adjusted Cost reflects adjustments to Original Cost for market discount accretion and/or premium amortization. Adjusted cost for GWS Portfolios and Alternative Investments are determined by inception to date contributions minus inception to date distributions.

Portfolio No XXX-XXX56-0



Statement Detail
RICHARD ROTH FND.
Holdings (Continued)

Period Ended December 31, 2012

PUBLIC EQUITY		Quantity	Market Price	Market Value / Accrued Income	Unit Cost	Cost Basis	Unrealized / Economic Gain (Loss)	Dividend Yield	Estimated Annual Income
US EQUITY									
GS GROWTH OPPORTUNITIES FUND									
GS GROWTH OPPORTUNITES FUND INSTITUTIONAL SHARES (GGOIX)	1,033,893	24,7100	25,547.50	22,3432	23,100.43	2,447.07	0.0162	4.14	10,847.51
NON-US EQUITY									
MSCI EAFE INDEX FUND (ISHARES)									
ISHARES TR-ISHARES MSCI EAFE INDEX FUND ETF (EFA)	4,191.00	56.8600	238,300.26	60,2864	252,660.26	(14,360.00)	3.0929	7,370.35	
EURO STOXX 50 INDEX FUND (SPDR)									
SPDR EURO STOXX 50 FD ETF (FEZ)	153.00	34.6600	5,302.98	26,3100	4,025.43	1,277.55	3.6443	193.26	27.74
MSCI EMERGING MARKETS INDEX FUND (ISHARES)									
ISHARES MSCI EMERGING MKT INDEX FUND ETF (EEM)	1,118.00	44.3500	49,583.30	39,9044	44,613.17	4,970.13	1.6796	832.82	15.91
OTHER NON-US EQUITIES									
WISDOM TREE JAPAN HEDGED EQUITY FUND (DXJ)	260.00	36.8800	9,588.80	30,8800	8,028.80	1,560.00	1.4970	143.55	
TOTAL NON-US EQUITY			302,775.34		309,327.66	(6,552.32)	2.8206	8,539.97	
TOTAL PUBLIC EQUITY			328,322.84		332,428.09	(4,105.25)	2.6023	8,544.11	43.65

Portfolio No XXX-XX857-0

ATTACHMENT 5

FORM 990PF, PART II - CORPORATE BONDS

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
MUTUAL FUNDS	688,134.	727,774.
TOTALS	<u>688,134.</u>	<u>727,774.</u>



Statement Detail
RICHARD ROTH FND.
Holdings

Period Ended December 31, 2012

CASH, DEPOSITS & MONEY MARKET FUNDS									
	Quantity	Market Price	Market Value / Accrued Income	Unit Cost	Adjusted Cost / Original Cost	Unrealized Gain (Loss)	Yield to Maturity / Current Yield	Estimated Annual Income	
CASH									
U S DOLLAR	385.93	1.0000	385.93		385.93				
DEPOSITS & MONEY MARKET FUNDS									
DEPOSITS									
GOLDMAN SACHS BANK DEPOSIT (BDA) ^{1*}	3,801.32	1.0000	3,801.32	1.0000	3,801.32	0.00	0.1647	6.26	
TOTAL CASH, DEPOSITS & MONEY MARKET FUNDS			4,187.25		4,187.25			6.26	
FIXED INCOME									
INVESTMENT GRADE FIXED INCOME									
GS CORE FIXED INCOME FUND									
GS CORE FIXED INCOME FUND INSTITUTIONAL SHARES	60,787.738	10.7000	650,428.80	10.0846	613,023.00	37,405.80 120,418.80		14,467.48	
OTHER FIXED INCOME									
GS HIGH YIELD FUND									
GS HIGH YIELD FUND INSTITUTIONAL SHARES	5,461.445	7.3100	39,923.16	6.7830	37,045.19	2,877.98 22,088.16		2,621.49	
EMERGING MARKETS LOCAL DEBT FUND (WISDOMTREE)									
WISDOMTREE TRUST CMN CLASS E Not Rated	700.00	53.4600	37,422.00	54.3800	38,066.00	(644.00)		1,346.90	
TOTAL OTHER FIXED INCOME			77,345.16		75,111.19	2,233.98		3,968.39	
TOTAL FIXED INCOME			727,773.96		688,134.19	29,639.78		18,435.87	

^{1*}This represents a bank deposit of an affiliated bank reflected here for your convenience and is not cash held in your brokerage or custody account. Please see the enclosed Bank Statement page(s) for specific information related to your bank deposit. Not a Deposit. Not FDIC insured. May Lose Value (Excluding Goldman Sachs Bank Deposit Account and Certificates of Deposit). Brokerage and securities services provided by Goldman Sachs & Co. Bank Deposit Account and Certificates of Deposit Account offered by Goldman Sachs Bank USA. Member FDIC. Portfolio No XXX-XX857-0

RICHARD ROTH FOUNDATION

ATTACHMENT 6

FORM 990PF, PART II - OTHER INVESTMENTS

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
ISHARES S&P GSCI INDEX FUND	39,670.	40,168.
TOTALS	<u>39,670.</u>	<u>40,168.</u>

RICHARD ROTH FOUNDATION

ATTACHMENT 7

FORM 990PF, PART II - OTHER ASSETS

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
2012 DIVIDENDS PAID IN 2013	44.	44.
TOTALS	<u>44.</u>	<u>44.</u>

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

ATTACHMENT 8

TITLE AND AVERAGE HOURS PER
WEEK DEVOTED TO POSITION

NAME AND ADDRESS

RICHARD ROTH
9302 S GARFIELD AVE
SOUTH GATE, CA 90280

TRUSTEE
1.00

0 0 0

GRAND TOTALS

FORM 990FE - PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 9

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
CARNEGIE HALL SOCIETY 881 SEVENTH AVENUE NEW YORK, NY 10019	NONE PUBLIC CHARITY	GENERAL OPERATIONS	3,500.
MUSEUM OF MODERN ART 11 WEST 53 STREET NEW YORK, NY 10019-5497	NONE PUBLIC CHARITY	GENERAL OPERATIONS	51,750
AMERICAN FRIENDS OF KESHET EILON INC 25 TRINITY PASS POUND RIDGE, NY 10576	NONE PUBLIC CHARITY	GENERAL OPERATIONS	1,000
DOCTORS WITHOUT BORDERS USA INC 333 SEVENTH AVE, 2ND FLOOR NEW YORK, NY 10001	NONE PUBLIC CHARITY	GENERAL OPERATIONS	5,000.
ASSOCIATION FOR FIRE FIGHTERS AND PARAMEDICS 1720 EAST GARRY AVENUE SANTA ANA, CA 92705	NONE PUBLIC CHARITY	GENERAL OPERATIONS	100.
LIGHTHOUSE INTERNATIONAL 111 EAST 59TH STREET NEW YORK, NY 10022	NONE PUBLIC CHARITY	GENERAL OPERATIONS	1,000.

FORM 990EF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 9 (CONT'D)

RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR
AND

FOUNDATION STATUS OF RECIPIENT

PURPOSE OF GRANT OR CONTRIBUTION

AMOUNT

RECIPIENT NAME AND ADDRESS

THE METROPOLITAN MUSEUM OF ART
1000 FIFTH AVENUE
NEW YORK, NY 10028

NONE
PUBLIC CHARITY

GENERAL OPERATIONS

2,400

NEUE GALERIE
1048 5TH AVE
NEW YORK, NY 10028

NONE
PRIVATE OPERATING FND.

GENERAL OPERATIONS

500.

THE JULLIARD SCHOOL
60 LINCOLN CENTER PLAZA
NEW YORK, NY 10023

NONE
PUBLIC CHARITY

GENERAL OPERATIONS

2,000

COLUMBIA UNIVERSITY SCHOOL OF THE ARTS
622 WEST 113TH STREET
MAIL CODE 4524
NEW YORK, NY 10025

NONE
PUBLIC CHARITY

GENERAL OPERATIONS

3,000

NEW YORK PUBLIC LIBRARY
FIFTH AVENUE AND 42ND STREET
NEW YORK, NY 10018

NONE
PUBLIC CHARITY

LITERARY PROGRAM

25,000.

SOLOMON R. GUGGENHEIM MUSEUM AND FOUNDATION
1071 FIFTH AVENUE
NEW YORK, NY 10128

NONE
PUBLIC CHARITY

GENERAL OPERATIONS

10,000.

TOTAL CONTRIBUTIONS PAID

105,250.

**SCHEDULE D
(Form 1041)**

Department of the Treasury
Internal Revenue Service

Capital Gains and Losses

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

OMB No 1545-0092

2012

Name of estate or trust

RICHARD ROTH FOUNDATION

Employer identification number

20-5706189

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

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

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

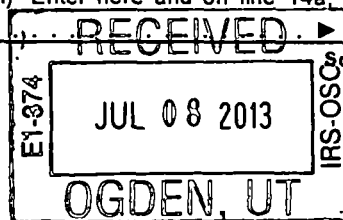
b Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b	1b	34,232.
2 Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824	2	
3 Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts	3	
4 Short-term capital loss carryover. Enter the amount, if any, from line 9 of the 2011 Capital Loss Carryover Worksheet	4	()
5 Net short-term gain or (loss). Combine lines 1a through 4 in column (f). Enter here and on line 13, column (3) on the back.	5	34,232.

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

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

b Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b	6b	12,854.
7 Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824	7	
8 Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts	8	10.
9 Capital gain distributions	9	2,118.
10 Gain from Form 4797, Part I	10	
11 Long-term capital loss carryover. Enter the amount, if any, from line 14 of the 2011 Capital Loss Carryover Worksheet	11	()
12 Net long-term gain or (loss). Combine lines 6a through 11 in column (f). Enter here and on line 14a, column (3) on the back.	12	14,982.

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.



Schedule D (Form 1041) 2012

Part III Summary of Parts I and II		(1) Beneficiaries' (see instr)	(2) Estate's or trust's	(3) Total
Caution: Read the instructions before completing this part.				
13	Net short-term gain or (loss)	13		34,232.
14	Net long-term gain or (loss):			
a	Total for year	14a		14,982.
b	Unrecaptured section 1250 gain (see line 18 of the wrksht)	14b		
c	28% rate gain	14c		
15	Total net gain or (loss). Combine lines 13 and 14a	15		49,214.

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

Part IV Capital Loss Limitation

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

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

Part V Tax Computation Using Maximum Capital Gains Rates

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

Caution: Skip this part and complete the Schedule D Tax Worksheet in the instructions if

- Either line 14b, col (2) or line 14c, col (2) is more than zero, or
- Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero

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

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

