Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2012

Open to Public Inspection

For calendar year 2012 or tax year beginning , and ending

Name of foundation CIVITAS FOUNDATION	**A** Employer identification number 22-3594586
Number and street (or P O box number if mail is not delivered to street address) P O BOX 1501, NJ2-130-03-31 — Room/suite	**B** Telephone number (see instructions) 609-274-6834
City or town, state, and ZIP code PENNINGTON NJ 08534-1501	**C** If exemption application is pending, check here ▶ ☐
G Check all that apply ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change	**D** 1. Foreign organizations, check here ▶ ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐
H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation	**E** If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐
I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ $ 715,935 — **J** Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) (Part I, column (d) must be on cash basis)	**F** If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

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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))*

	Line	Description	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)	250,000			
	2	Check ▶ ☐ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments				
	4	Dividends and interest from securities	17,120	13,610		
	5 a	Gross rents				
	b	Net rental income or (loss)				
	6 a	Net gain or (loss) from sale of assets not on line 10	22,894			
	b	Gross sales price for all assets on line 6a 294,503				
	7	Capital gain net income (from Part IV, line 2)		22,894		
	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	290,014	36,504	0	
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	30,000			30,000
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16 a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)	1,500			1,500
	c	Other professional fees (attach schedule)	6,455	3,873		2,582
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	1,029	91		
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)	2	2		
	24	**Total operating and administrative expenses.** Add lines 13 through 23	38,986	3,966	0	34,082
	25	Contributions, gifts, grants paid	149,600			149,600
	26	**Total expenses and disbursements.** Add lines 24 and 25	188,586	3,966	0	183,682
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	101,428			
	b	**Net investment income** (if negative, enter -0-)		32,538		
	c	**Adjusted net income** (if negative, enter -0-)			0	

For Paperwork Reduction Act Notice, see instructions.

HTA

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	44	79	79
	2	Savings and temporary cash investments	18,691	257,671	257,671
	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)	221,470	170,495	176,823
	b	Investments—corporate stock (attach schedule)	175,764	126,186	146,074
	c	Investments—corporate bonds (attach schedule)	167,769	128,039	135,288
	11	Investments—land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)			
	14	Land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	15	Other assets (describe ▶)			
	16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	583,738	682,470	715,935
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 ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds	583,738	682,470	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	**Total net assets or fund balances** (see instructions)	583,738	682,470	
	31	**Total liabilities and net assets/fund balances** (see instructions)	583,738	682,470	

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	583,738
2	Enter amount from Part I, line 27a	2	101,428
3	Other increases not included in line 2 (itemize) ▶ See Attached Statement	3	1,429
4	Add lines 1, 2, and 3	4	686,595
5	Decreases not included in line 2 (itemize) ▶ See Attached Statement	5	4,125
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	682,470

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 Attached Statement			
b	See Attached Statement			
c	See Attached Statement			
d	See Attached Statement			
e	See Attached Statement			

	(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				0
b				0
c				0
d				0
e				0

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

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

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	22,894
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8	3	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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2011	263,172	513,662	0 512345
2010	276,700	661,627	0 418211
2009	133,408	759,500	0 175652
2008	150,570	1,020,146	0 147597
2007	130,727	1,323,200	0.098796

2	**Total** of line 1, column (d)	2	1 352601
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 270520
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	561,686
5	Multiply line 4 by line 3	5	151,947
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	325
7	Add lines 5 and 6	7	152,272
8	Enter qualifying distributions from Part XII, line 4	8	183,682

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

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

1 a Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 Date of ruling or determination letter ________________ (attach copy of letter if necessary—see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☒ and enter 1% of Part I, line 27b		1	325
c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		2	0
3 Add lines 1 and 2		3	325
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	
5 **Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-		5	325
6 Credits/Payments			
a 2012 estimated tax payments and 2011 overpayment credited to 2012	6a 633		
b Exempt foreign organizations—tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments Add lines 6a through 6d		7	633
8 Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached		8	
9 **Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶		9	0
10 **Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶		10	308
11 Enter the amount of line 10 to be **Credited to 2013 estimated tax** ▶ 308 **Refunded** ▶		11	0

Part VII-A Statements Regarding Activities

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

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

		Line	Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ MLTC, A DIVISION OF BANK OF AMERICA, N A. Telephone no ▶ 609-274-6834

Located at ▶ 1300 MERRILL LYNCH DRIVE PENNINGTON NJ ZIP+4 ▶ 08534-1501

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041**—Check here ▶ ☐

and enter the amount of tax-exempt interest received or accrued during the year ▶ 15

		Line	Yes	No
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes," enter the name of the foreign country ▶			

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

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

			Line	Yes	No
1a	During the year did the foundation (either directly or indirectly)				
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☒ Yes ☐ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)–(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?		1b		X
	Organizations relying on a current notice regarding disaster assistance check here	▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?		1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))				
a	At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012?	☐ Yes ☒ No			
	If "Yes," list the years ▶ 20______ , 20______ , 20______ , 20______				
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see instructions)		2b	N/A	
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ 20______ , 20______ , 20______ , 20______				
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2012 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012)*		3b	N/A	
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)? **5b** N/A

Organizations relying on a current notice regarding disaster assistance check here ▶ ☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A ☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53 4945–5(d)

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** X (No)

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? **7b** N/A

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
JOHN G QUIGLY 22 CHAMBERS ST #302 PRINCETON, NJ 085	DIRECTOR 2 00	15,000		
KATHRYN A QUIGLEY 22 CHAMBERS ST #302 PRINCETON, NJ 085	DIRECTOR 2 00	15,000		

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

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

Total number of other employees paid over $50,000 ▶ 0

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

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

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

Part IX-A **Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 NONE	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	
2	
All other program-related investments See instructions 3 NONE	
Total. Add lines 1 through 3 ▶	0

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	541,318
b	Average of monthly cash balances	1b	28,922
c	Fair market value of all other assets (see instructions)	1c	
d	**Total** (add lines 1a, b, and c)	1d	570,240
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	570,240
4	Cash deemed held for charitable activities Enter 1 ½ % of line 3 (for greater amount, see instructions)	4	8,554
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	561,686
6	**Minimum investment return.** Enter 5% of line 5	6	28,084

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	28,084
2a	Tax on investment income for 2012 from Part VI, line 5	2a	325		
b	Income tax for 2012 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	325
3	Distributable amount before adjustments Subtract line 2c from line 1			3	27,759
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	27,759
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	27,759

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	183,682
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	183,682
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	325
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	183,357

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					27,759
2 Undistributed income, if any, as of the end of 2012					
a Enter amount for 2011 only				0	
b Total for prior years 20____, 20____, 20____					
3 Excess distributions carryover, if any, to 2012					
a From 2007	66,218				
b From 2008	99,675				
c From 2009	95,833				
d From 2010	244,635				
e From 2011	238,755				
f Total of lines 3a through e		745,116			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ $ 183,682					
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					27,759
e Remaining amount distributed out of corpus		155,923			
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		901,039			
b Prior years' undistributed income Subtract line 4b from line 2b			0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed					
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				0	
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013					0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)					
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)		66,218			
9 **Excess distributions carryover to 2013.** Subtract lines 7 and 8 from line 6a		834,821			
10 Analysis of line 9					
a Excess from 2008	99,675				
b Excess from 2009	95,833				
c Excess from 2010	244,635				
d Excess from 2011	238,755				
e Excess from 2012	155,923				

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

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

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

	Tax year	Prior 3 years			
	(a) 2012	(b) 2011	(c) 2010	(d) 2009	(e) Total
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					0
b 85% of line 2a					0
c Qualifying distributions from Part XII, line 4 for each year listed					0
d Amounts included in line 2c not used directly for active conduct of exempt activities					0
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					0
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test—enter (1) Value of all assets					0
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					0
b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					0
c "Support" alternative test—enter (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					0
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					0
(3) Largest amount of support from an exempt organization					0
(4) Gross investment income					0

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))

JOHN G QUIGLEY

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

NONE

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

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

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

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

c Any submission deadlines

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year* See Attached Statement				
Total . . . . ▶ 3a				149,600
b *Approved for future payment* NONE				
Total . . . . ▶ 3b				0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	Related or exempt function income (See instructions)
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	17,120	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	22,894	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)		0		40,014	0

13 **Total.** Add line 12, columns (b), (d), and (e) 13 40,014

(See worksheet in line 13 instructions to verify calculations)

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

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

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

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

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

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
		Not Applicable	

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

b If "Yes," complete the following schedule.

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

Sign Here

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

[signature] 5/1/2013 President

Signature of officer or trustee | Date | Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☒ if self-employed	PTIN
DONALD J ROMAN	[signature]	5/1/2013		P00364310
Firm's name ▶ PricewaterhouseCoopers, LLP			Firm's EIN ▶ 13-4008324	
Firm's address ▶ 600 GRANT STREET, PITTSBURGH, PA 15219			Phone no 412-355-6000	

Schedule B
(Form 990, 990-EZ, or 990-PF)
Department of the Treasury
Internal Revenue Service

Schedule of Contributors

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

OMB No 1545-0047

2012

Name of the organization	**Employer identification number**
CIVITAS FOUNDATION	22-3594586

Organization type (check one):

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

Check if your organization is covered by the **General Rule** or a **Special Rule.**

Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule See instructions.

General Rule

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

Special Rules

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

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

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

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

Name of organization	Employer identification number
CIVITAS FOUNDATION	22-3594586

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

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	JOHN & KATHRYN QUIGLEY 22 CHAMBERS ST #302 PRINCETON NJ 08542-3719 Foreign State or Province Foreign Country	$ 250,000	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
	Foreign State or Province Foreign Country	$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
	Foreign State or Province Foreign Country	$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
	Foreign State or Province Foreign Country	$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
	Foreign State or Province Foreign Country	$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
	Foreign State or Province Foreign Country	$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)

Name of organization	Employer identification number
CIVITAS FOUNDATION	22-3594586

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

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

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

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

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

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

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

Name of organization	Employer identification number
CIVITAS FOUNDATION	22-3594586

Part III ***Exclusively*** **religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations total more than $1,000 for the year.** Complete columns **(a)** through **(e)** and the following line entry
For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc, contributions of **$1,000 or less** for the year. (Enter this information once. See instructions) ▶ $ 0
Use duplicate copies of Part III if additional space is needed.

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee
For Prov Country	

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee
For Prov Country	

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee
For Prov Country	

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee
For Prov Country	

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name	Street	City	State	Zip Code	Foreign Country	Relationship	Foundation Status	Purpose of grant/contribution	Amount
YALE UNIVERSITY	P O Box 2038	NEW HAVEN	CT	06521		NONE	501(c)3	GENERAL OPERATING	1,000
TEACHERS COLLEGE COLUMBIA UNIVERSITY	525 W 120TH St	NEW YORK	NY	10027		NONE	501(c)3	GENERAL OPERATING	7,500
AMERICAN JEWISH HERITAGE ORGANIZATION	2440 BROADWAY	NEW YORK	NY	10024		NONE	501(c)3	GENERAL OPERATING	1,700
THE GEANCO FOUNDATION	350 S GRAND AVENUE	LOS ANGELES	CA	90071		NONE	501(c)3	GENERAL OPERATING	2,500
DISTINGUISHED CITIZENS SOCIETY INTERNATIONAL EASTERN USA	9 COLTS RUN RD	PRINCETON	NJ	08540		NONE	501(c)3	GENERAL OPERATING	1,000
PRINCETON UNIVERSITY	701 CARNEGIE CENTER STE 154	PRINCETON	NJ	08540		NONE	501(c)3	GENERAL OPERATING	1,300

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name					
JUNIOR ACHIEVEMENT OF NEW JERSEY					
Street					
4365 ROUTE 1 SOUTH					
City		**State**	**Zip Code**	**Foreign Country**	
PRINCETON		NJ	08540		
Relationship	**Foundation Status**				
NONE	501(c)3				
Purpose of grant/contribution					**Amount**
GENERAL OPERATING					1,000

Name					
NEW JERSEY SCHOLARS PROGRAM					
Street					
PO BOX 6008					
City		**State**	**Zip Code**	**Foreign Country**	
LAWRENCEVILLE		NJ	08648		
Relationship	**Foundation Status**				
NONE	501(c)3				
Purpose of grant/contribution					**Amount**
GENERAL OPERATING					1,250

Name					
JOHN HOPKINS UNIVERSITY					
Street					
3910 KESWICK ROAD N-4327B					
City		**State**	**Zip Code**	**Foreign Country**	
BALTIMORE		MD	21211		
Relationship	**Foundation Status**				
NONE	501(c)3				
Purpose of grant/contribution					**Amount**
GENERAL OPERATING					5,000

Name					
WOODSTOCK THEOLOGICAL CENTER					
Street					
GEORGETOWN UNIVERSITY					
City		**State**	**Zip Code**	**Foreign Country**	
WASHINGTON		DC	20057		
Relationship	**Foundation Status**				
NONE	501(c)3				
Purpose of grant/contribution					**Amount**
GENERAL OPERATING					750

Name					
PRINCETON AREA COMMUNITY FOUNDATION					
Street					
15 PRINCESS RD					
City		**State**	**Zip Code**	**Foreign Country**	
LAWRENCEVILLE		NJ	08648		
Relationship	**Foundation Status**				
NONE	501(c)3				
Purpose of grant/contribution					**Amount**
GENERAL OPERATING					16,000

Name					
WASHINGTON JESUIT ACADEMY					
Street					
900 VARNUM STREET					
City		**State**	**Zip Code**	**Foreign Country**	
WASHINGTON		DC	20017		
Relationship	**Foundation Status**				
NONE	501(c)3				
Purpose of grant/contribution					**Amount**
GENERAL OPERATING					42,500

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name					
UNITED STATES CONFERENCE OF CATHOLIC BISHOPS					
Street					
3211 4TH ST NE					
City		**State**	**Zip Code**	**Foreign Country**	
WASHINGTON		DC	20017		
Relationship	**Foundation Status**				
NONE	501(c)3				
Purpose of grant/contribution					**Amount**
GENERAL OPERATING					20,000

Name					
BIG BROTHERS BIG SISTERS OF SOUTHWEST COLORADO					
Street					
PO BOX 2154					
City		**State**	**Zip Code**	**Foreign Country**	
DURANGO		CO	81302		
Relationship	**Foundation Status**				
NONE	501(c)3				
Purpose of grant/contribution					**Amount**
GENERAL OPERATING					5,500

Name					
FELDENKRAIS RESEARCH FOUNDATION					
Street					
134 W 26TH ST FL2					
City		**State**	**Zip Code**	**Foreign Country**	
NEW YORK		NY	10001		
Relationship	**Foundation Status**				
NONE	501(c)3				
Purpose of grant/contribution					**Amount**
GENERAL OPERATING					2,000

Name					
STANFORD UNIVERSITY BOARD OF TRUSTEES					
Street					
3145 PORTER DR					
City		**State**	**Zip Code**	**Foreign Country**	
PALO ALTO		CA	94304		
Relationship	**Foundation Status**				
NONE	501(c)3				
Purpose of grant/contribution					**Amount**
GENERAL OPERATING					4,250

Name					
STANFORD PUBLIC INTEREST LAW FOUNDATION					
Street					
559 NATHAN ABBOTT WAY					
City		**State**	**Zip Code**	**Foreign Country**	
STANFORD		CA	94305		
Relationship	**Foundation Status**				
NONE	501(c)3				
Purpose of grant/contribution					**Amount**
GENERAL OPERATING					36,000

Name					
HOLY NAME OF CAMDEN MINISTRIES					
Street					
509 STATE ST					
City		**State**	**Zip Code**	**Foreign Country**	
CAMDEN		NJ	08102		
Relationship	**Foundation Status**				
NONE	501(c)3				
Purpose of grant/contribution					**Amount**
GENERAL OPERATING					100

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name					
MOUNT MANRESA CENTENNIAL FUND					
Street					
239 FINGERBOARD ROAD					
City		**State**	**Zip Code**	**Foreign Country**	
STATEN ISLAND		NY	10305		
Relationship	**Foundation Status**				
NONE	501(c)3				
Purpose of grant/contribution					**Amount**
GENERAL OPERATING					250

Name					
Street					
City		**State**	**Zip Code**	**Foreign Country**	
Relationship	**Foundation Status**				
Purpose of grant/contribution					**Amount**

Name					
Street					
City		**State**	**Zip Code**	**Foreign Country**	
Relationship	**Foundation Status**				
Purpose of grant/contribution					**Amount**

Name					
Street					
City		**State**	**Zip Code**	**Foreign Country**	
Relationship	**Foundation Status**				
Purpose of grant/contribution					**Amount**

Name					
Street					
City		**State**	**Zip Code**	**Foreign Country**	
Relationship	**Foundation Status**				
Purpose of grant/contribution					**Amount**

Name					
Street					
City		**State**	**Zip Code**	**Foreign Country**	
Relationship	**Foundation Status**				
Purpose of grant/contribution					**Amount**

Part I, Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

	Amount
Long Term CG Distributions	51
Short Term CG Distributions	0

Totals	Gross Sales	Cost, Other Basis and Expenses	Net Gain or Loss
Capital Gains/Losses	294,503	271,609	22,894
Other sales	0	0	0

	Check "X" to include in Part IV	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss
1	X	UNITED TECHS CORP COM	913017109			5/5/2009		8/9/2012	295	212					83
2	X	UNITED TECHS CORP COM	913017109			7/23/2008		3/8/2012	335	263				4	76
3	X	U S TREASURY NOTE	912828SW1			6/12/2012		8/2/2012	8,004	7,996				0	8
4	X	U S TREASURY NOTE	912828SW1			6/12/2012		7/16/2012	7,003	6,996				0	7
5	X	U S TREASURY NOTE	912828SF8			2/27/2012		12/4/2012	1,045	1,007				0	38
6	X	U S TREASURY NOTE	912828SF8			2/27/2012		8/9/2012	1,035	1,007				0	28
7	X	U S TREASURY NOTE	912828SF8			2/27/2012		6/6/2012	2,084	2,015				0	69
8	X	U S TREASURY NOTE	912828SF8			2/27/2012		5/18/2012	1,029	1,007				0	22
9	X	U S TREASURY NOTE	912828SF8			2/27/2012		3/9/2012	996	1,008				0	-12
10	X	U S TREASURY NOTE	912828RM4			11/17/2011		12/4/2012	1,022	1,005				0	17
11	X	U S TREASURY NOTE	912828RM4			11/17/2011		8/9/2012	1,017	1,006				0	11
12	X	U S TREASURY NOTE	912828RM4			11/17/2011		8/2/2012	3,066	3,017				0	49
13	X	U S TREASURY NOTE	912828RM4			11/17/2011		6/6/2012	1,018	1,006				0	12
14	X	U S TREASURY NOTE	912828RM4			11/17/2011		5/18/2012	1,016	1,006				0	10
15	X	U S TREASURY NOTE	912828RC6			8/25/2011		12/4/2012	1,062	990				0	72
16	X	U S TREASURY NOTE	912828RC6			8/25/2011		6/6/2012	1,058	990				0	68
17	X	U S TREASURY NOTE	912828QF0			5/27/2011		12/4/2012	1,055	1,011				0	44
18	X	U S TREASURY NOTE	912828QF0			5/27/2011		8/9/2012	1,056	1,012				0	44
19	X	U S TREASURY NOTE	912828QF0			5/27/2011		6/6/2012	2,115	2,024				0	91
20	X	U S TREASURY NOTE	912828PA2			8/2/2012		8/9/2012	1,055	1,062				0	-7
21	X	U S TREASURY NOTE	912828NZ9			3/3/2011		10/26/2012	3,074	2,888				0	186
22	X	U S TREASURY NOTE	912828NZ9			12/20/2011		10/26/2012	1,025	1,020				0	5
23	X	U S TREASURY NOTE	912828NZ9			3/3/2011		9/10/2012	5,138	4,814				0	324
24	X	U S TREASURY NOTE	912828NZ9			10/28/2010		8/9/2012	1,026	1,000				0	26
25	X	U S TREASURY NOTE	912828NZ9			12/30/2010		8/9/2012	1,026	969				0	57
26	X	U S TREASURY NOTE	912828NZ9			10/28/2010		6/6/2012	2,056	2,001				0	55
27	X	U S TREASURY NOTE	912828NZ9			10/28/2010		3/9/2012	1,024	1,001				0	23
28	X	U S TREASURY NOTE	912828NT3			10/28/2010		8/9/2012	1,099	995				0	104
29	X	U S TREASURY NOTE	912828NT3			10/28/2010		6/6/2012	1,108	995				0	113
30	X	U S TREASURY NOTE	912828ND8			6/24/2010		8/9/2012	1,166	1,028				0	138
31	X	U S TREASURY NOTE	912828ND8			6/24/2010		6/6/2012	1,177	1,028				0	149
32	X	U S TREASURY NOTE	912828ND8			6/24/2010		5/18/2012	1,165	1,029				0	136
33	X	U S TREASURY NOTE	912828MP2			3/3/2011		2/27/2012	5,796	5,082				0	714
34	X	U S TREASURY NOTE	912828MP2			3/16/2010		2/27/2012	3,478	2,987				0	491
35	X	U S TREASURY NOTE	912828MP2			12/20/2011		2/27/2012	5,796	5,778				0	18
36	X	U S TREASURY NOTE	912828LK4			2/11/2011		11/13/2012	1,038	1,013				0	25
37	X	U S TREASURY NOTE	912828LK4			2/11/2011		2/27/2012	7,349	7,128				0	221
38	X	U S TREASURY BOND	912810QU5			2/24/2012		12/4/2012	1,074	1,003				0	71
39	X	U S TREASURY BOND	912810QU5			2/24/2012		11/13/2012	1,090	1,003				0	87
40	X	U S TREASURY BOND	912810QU5			2/24/2012		6/6/2012	2,206	2,006				0	200
41	X	U S TREASURY BOND	912810QU5			2/24/2012		5/18/2012	2,137	2,006				0	131
42	X	U S TREASURY BOND	912810QU5			2/24/2012		3/9/2012	983	1,003				0	-20
43	X	U S TREASURY BOND	912810QD3			2/11/2011		2/27/2012	5,055	3,790				0	1,265
44	X	U S TREASURY BOND	912810QD3			12/20/2011		2/27/2012	3,791	3,887				0	-96
45	X	U S TREASURY BOND	912810QA9			3/3/2011		2/24/2012	7,586	5,753				0	1,833
46	X	U S TREASURY BOND	912810QA9			12/20/2011		2/24/2012	5,419	5,617				0	-198
47	X	U S TREASURY BOND	912810FT0			3/3/2011		8/9/2012	1,346	991				0	355
48	X	U S TREASURY BOND	912810FT0			3/3/2011		6/6/2012	1,376	991				0	385
49	X	U S TREASURY BOND	912810FT0			3/3/2011		5/18/2012	1,339	991				0	348
50	X	UNILEVER NV NY REG SHS	904784709			7/23/2008		11/30/2012	189	146				0	43
51	X	UNILEVER NV NY REG SHS	904784709			7/23/2008		8/9/2012	554	469				0	85
52	X	UNILEVER NV NY REG SHS	904784709			7/23/2008		3/8/2012	368	322				0	46
53	X	US BANCORP (NEW)	902973304			10/29/2008		8/9/2012	463	424				0	39
54	X	US BANCORP (NEW)	902973304			10/29/2008		3/8/2012	262	273				0	-11
55	X	TRAVELERS COS INC	89417E109			3/11/2008		11/30/2012	212	144				0	68
56	X	TRAVELERS COS INC	89417E109			3/11/2008		8/9/2012	511	383				0	128
57	X	TRAVELERS COS INC	89417E109			3/11/2008		6/5/2012	182	144				0	38
58	X	TRAVELERS COS INC	89417E109			3/11/2008		3/8/2012	342	287				0	55
59	X	TOTAL S A SP ADR	89151E109			7/23/2008		11/30/2012	150	228				0	-78
60	X	TOTAL S A SP ADR	89151E109			7/23/2008		8/9/2012	394	607				0	-213
61	X	TOTAL S A SP ADR	89151E109			7/23/2008		3/8/2012	334	455				0	-121
62	X	TORONTO DOMINION BANK	891160509			7/27/2011		11/30/2012	166	163				0	3
63	X	TORONTO DOMINION BANK	891160509			7/27/2011		8/9/2012	159	163				4	0
64	X	TORONTO DOMINION BANK	891160509			7/27/2011		6/5/2012	225	245				0	-20
65	X	3M COMPANY	88579Y101			6/30/2009		11/30/2012	182	120				0	62
66	X	3M COMPANY	88579Y101			6/30/2009		8/9/2012	274	180				0	94
67	X	3M COMPANY	88579Y101			6/30/2009		6/5/2012	248	180				0	68
68	X	SOUTHERN COMPANY	842587107			7/23/2008		8/9/2012	468	352				0	116

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Part I, Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

	Amount
Long Term CG Distributions	51
Short Term CG Distributions	0

Totals	Gross Sales	Cost, Other Basis and Expenses	Net Gain or Loss
Capital Gains/Losses	294,503	271,609	22,894
Other sales	0	0	0

	Check "X" to include in Part IV	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss
69	X	SOUTHERN COMPANY	842587107			7/23/2008		3/8/2012	269	211				0	58
70	X	SHELL INTERNATIONAL FIN	822582AJ1			3/25/2011		12/4/2012	1,161	1,026				0	135
71	X	SHELL INTERNATIONAL FIN	822582AJ1			3/25/2011		8/9/2012	1,165	1,027				0	138
72	X	SHELL INTERNATIONAL FIN	822582AJ1			3/25/2011		6/6/2012	2,310	2,056				0	254
73	X	SEMPRA ENERGY	816851109			10/6/2009		8/9/2012	207	153				0	54
74	X	SEMPRA ENERGY	816851109			10/6/2009		6/5/2012	193	153				0	40
75	X	SCHLUMBERGER LTD	806857108			2/19/2008		8/9/2012	223	262				0	-39
76	X	SCHLUMBERGER LTD	806857108			2/19/2008		6/5/2012	186	262				0	-76
77	X	RIO TINTO PLC SPNSRD ADR	767204100			7/23/2008		8/9/2012	202	382				0	-180
78	X	RIO TINTO PLC SPNSRD ADR	767204100			7/23/2008		6/5/2012	171	382				0	-211
79	X	RAYTHEON CO DELAWARE N	755111507			7/23/2008		11/30/2012	170	171				0	-1
80	X	RAYTHEON CO DELAWARE N	755111507			7/23/2008		8/9/2012	503	512				0	-9
81	X	RAYTHEON CO DELAWARE N	755111507			7/23/2008		3/8/2012	361	398				0	-37
82	X	PUB SVC ENTERPRISE GRP	744573106			3/6/2009		8/9/2012	163	126				0	37
83	X	PUB SVC ENTERPRISE GRP	744573106			3/6/2009		6/5/2012	220	176				0	44
84	X	PRUDENTIAL FINANCIAL INC	744320102			6/10/2010		6/5/2012	183	229				0	-46
85	X	PROCTER & GAMBLE CO	742718109			7/23/2008		11/30/2012	209	194				0	15
86	X	PROCTER & GAMBLE CO	742718109			7/23/2008		8/9/2012	534	518				0	16
87	X	PROCTER & GAMBLE CO	742718109			7/23/2008		3/8/2012	335	324				0	11
88	X	PRAXAIR INC	74005P104			7/23/2008		11/30/2012	107	96				0	11
89	X	PRAXAIR INC	74005P104			3/25/2009		11/30/2012	107	68				0	39
90	X	PRAXAIR INC	74005P104			7/23/2008		8/9/2012	324	288				0	36
91	X	PRAXAIR INC	74005P104			7/23/2008		3/15/2012	552	481				0	71
92	X	PRAXAIR INC	74005P104			7/23/2008		3/8/2012	330	288				0	42
93	X	PHILLIPS 66 SHS	718546104			4/14/2003		11/30/2012	156	35				0	121
94	X	PHILLIPS 66 SHS	718546104			12/20/2011		5/24/2012	16	5				0	11
95	X	PHILIP MORRIS INTL INC	718172109			10/29/2008		11/30/2012	180	87				0	93
96	X	PHILIP MORRIS INTL INC	718172109			10/29/2008		8/9/2012	640	303				0	337
97	X	PHILIP MORRIS INTL INC	718172109			10/29/2008		6/5/2012	246	130				0	116
98	X	PHILIP MORRIS INTL INC	718172109			10/29/2008		3/8/2012	508	260				0	248
99	X	PFIZER INC	717081103			10/19/2009		11/30/2012	150	105				0	45
100	X	PFIZER INC	717081103			4/23/2008		8/9/2012	240	200				0	40
101	X	PFIZER INC	717081103			10/19/2009		8/9/2012	240	176				0	64
102	X	PFIZER INC	717081103			4/23/2008		3/8/2012	236	220				0	16
103	X	PEPSICO INC	713448BH0			12/20/2011		6/12/2012	6,985	6,917				0	68
104	X	PEPSICO INC	713448BH0			3/3/2011		6/12/2012	8,150	7,520				0	630
105	X	PEPSICO INC	713448BH0			3/3/2011		6/7/2012	1,167	1,074				0	93
106	X	PEPSICO INC	713448BH0			12/30/2010		3/9/2012	1,173	1,082				0	91
107	X	PEABODY ENERGY CORP CC	704549104			7/23/2008		8/9/2012	207	570				0	-363
108	X	OCCIDENTAL PETE CORP CA	674599105			7/23/2008		11/30/2012	150	146				0	4
109	X	OCCIDENTAL PETE CORP CA	674599105			7/23/2008		8/9/2012	544	438				0	106
110	X	OCCIDENTAL PETE CORP CA	674599105			7/23/2008		3/8/2012	303	219				0	84
111	X	NORTHROP GRUMMAN CORF	666807102			7/23/2008		8/9/2012	273	246				0	27
112	X	NORTHROP GRUMMAN CORF	666807102			7/23/2008		6/5/2012	172	184				0	-12
113	X	NORTHEAST UTILITIES COM	664397106			7/23/2008		8/9/2012	196	125				0	71
114	X	NORTHEAST UTILITIES COM	664397106			7/23/2008		6/5/2012	254	175				0	79
115	X	NEXTERA ENERGY INC SHS	65339F101			10/22/2004		11/30/2012	205	103				0	102
116	X	NEXTERA ENERGY INC SHS	65339F101			10/22/2004		8/9/2012	346	172				0	174
117	X	NEXTERA ENERGY INC SHS	65339F101			10/22/2004		6/5/2012	196	103				0	93
118	X	NEXTERA ENERGY INC SHS	65339F101			10/22/2004		3/8/2012	239	138				0	101
119	X	MICROSOFT CORP	594918104			7/15/2010		8/9/2012	396	334				0	62
120	X	MICROSOFT CORP	594918104			7/15/2010		3/8/2012	224	180				0	44
121	X	MERCK AND CO INC SHS	58933Y105			7/23/2008		8/9/2012	531	383				0	148
122	X	MERCK AND CO INC SHS	58933Y105			7/23/2008		3/8/2012	225	192				0	33
123	X	MEADWESTVACO CORP	583334107			7/23/2008		8/9/2012	222	176				0	46
124	X	MEADWESTVACO CORP	583334107			7/23/2008		6/5/2012	214	176				0	38
125	X	MCDONALDS CORP COM	580135101			10/29/2008		11/30/2012	260	177				0	83
126	X	MCDONALDS CORP COM	580135101			10/29/2008		8/9/2012	436	295				0	141
127	X	MCDONALDS CORP COM	580135101			10/29/2008		6/5/2012	347	236				0	111
128	X	MCDONALDS CORP COM	580135101			10/29/2008		3/8/2012	291	177				0	114
129	X	MARATHON PETROLEUM CO	56585A102			2/28/2008		8/9/2012	295	263				0	32
130	X	MARATHON OIL CORP	565849106			2/28/2008		8/9/2012	166	194				0	-28
131	X	MARATHON OIL CORP	565849106			2/28/2008		6/5/2012	167	227				0	-60
132	X	LORILLARD INC	544147101			3/5/2009		8/9/2012	370	172				0	198
133	X	LORILLARD INC	544147101			3/5/2009		3/8/2012	391	172				0	219
134	X	LIMITED BRANDS INC	532716107			2/17/2011		11/30/2012	155	100				0	55
135	X	LIMITED BRANDS INC	532716107			2/17/2011		8/9/2012	445	299				0	146
136	X	LIMITED BRANDS INC	532716107			2/17/2011		3/8/2012	231	166				0	65

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Part I, Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

	Amount
Long Term CG Distributions	51
Short Term CG Distributions	0

Totals	Gross Sales	Cost, Other Basis and Expenses	Net Gain or Loss
Capital Gains/Losses	294,503	271,609	22,894
Other sales	0	0	0

	Check "X" to include in Part IV	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss
137	X	KIMBERLY CLARK	494368103			7/23/2008		8/9/2012	331	227				0	104
138	X	KIMBERLY CLARK	494368103			7/23/2008		3/14/2012	508	397				0	111
139	X	KIMBERLY CLARK	494368103			7/23/2008		3/8/2012	215	170				0	45
140	X	JOHNSON CONTROLS INC	478366107			3/14/2011		8/9/2012	258	406				0	-148
141	X	JOHNSON AND JOHNSON CO	478160104			2/24/2009		8/9/2012	137	109				0	28
142	X	JOHNSON AND JOHNSON CO	478160104			3/25/2009		8/9/2012	273	212				0	61
143	X	JOHNSON AND JOHNSON CO	478160104			2/24/2009		3/8/2012	195	164				0	31
144	X	JPMORGAN CHASE & CO	46625HBV1			2/17/2009		12/4/2012	1,067	966				0	101
145	X	JPMORGAN CHASE & CO	46625HBV1			2/17/2009		11/13/2012	2,135	1,931				0	204
146	X	JPMORGAN CHASE & CO	46625HBV1			2/17/2009		6/6/2012	1,049	966				0	83
147	X	JPMORGAN CHASE & CO	46625HBV1			2/17/2009		3/9/2012	1,072	966				0	106
148	X	JPMORGAN CHASE & CO	46625H100			10/10/2008		11/30/2012	287	261				0	26
149	X	JPMORGAN CHASE & CO	46625H100			10/10/2008		8/9/2012	481	485				0	-4
150	X	JPMORGAN CHASE & CO	46625H100			10/10/2008		6/5/2012	351	410				0	-59
151	X	JPMORGAN CHASE & CO	46625H100			10/10/2008		3/8/2012	484	448				0	36
152	X	IBM CORP	459200BA8			3/25/2011		11/29/2012	6,000	6,000				0	0
153	X	IBM CORP	459200BA8			12/20/2011		11/29/2012	6,000	6,000				0	0
154	X	IBM CORP	459200BA8			3/25/2011		8/9/2012	2,022	2,023				0	-1
155	X	IBM CORP	459200BA8			3/25/2011		6/6/2012	1,020	1,018				0	2
156	X	IBM CORP	459200BA8			3/25/2011		3/9/2012	1,030	1,028				0	2
157	X	INTL BUSINESS MACHINES	459200101			7/23/2008		11/30/2012	190	130				0	60
158	X	INTL BUSINESS MACHINES	459200101			7/23/2008		8/9/2012	396	259				0	137
159	X	INTL BUSINESS MACHINES	459200101			7/23/2008		6/5/2012	189	130				0	59
160	X	INTL BUSINESS MACHINES	459200101			7/23/2008		3/8/2012	399	259				0	140
161	X	INTEL CORP	458140100			9/16/2009		8/9/2012	240	178				0	62
162	X	INTEL CORP	458140100			9/16/2009		6/5/2012	305	237				0	68
163	X	HONEYWELL INTL INC DEL	438516106			4/6/2011		8/9/2012	354	354				0	0
164	X	HOME DEPOT INC	437076102			4/9/2010		11/30/2012	194	100				0	94
165	X	HOME DEPOT INC	437076102			4/9/2010		8/9/2012	478	299				0	179
166	X	HOME DEPOT INC	437076102			4/9/2010		3/8/2012	191	133				0	58
167	X	GOLDMAN SACHS GROUP INC	38141GEE0			10/31/2006		11/13/2012	1,106	989				0	117
168	X	GOLDMAN SACHS GROUP INC	38141GEE0			1/20/2006		8/9/2012	2,160	2,002				0	158
169	X	GOLDMAN SACHS GROUP INC	38141GEE0			1/20/2006		6/6/2012	1,041	1,001				0	40
170	X	GOLDMAN SACHS GROUP INC	38141GEE0			1/20/2006		3/9/2012	1,062	1,001				0	61
171	X	GENERAL MILLS	370334104			3/31/2009		8/9/2012	193	126				0	67
172	X	GENERAL MILLS	370334104			3/31/2009		6/5/2012	227	151				0	76
173	X	GENERAL ELEC CAP CORP	36962G4H4			6/7/2011		12/4/2012	1,002	1,002				0	0
174	X	GENERAL ELEC CAP CORP	36962G4H4			6/7/2011		8/9/2012	2,018	2,014				0	4
175	X	GENERAL ELEC CAP CORP	36962G4H4			6/7/2011		6/6/2012	1,011	1,010				0	1
176	X	GENERAL ELECTRIC	369604103			10/23/2006		11/30/2012	169	285				0	-116
177	X	GENERAL ELECTRIC	369604103			10/23/2006		8/9/2012	610	1,034				0	-424
178	X	GENERAL ELECTRIC	369604103			10/23/2006		3/8/2012	323	606				0	-283
179	X	GENL DYNAMICS CORP COM	369550108			7/23/2008		8/9/2012	253	356				0	-103
180	X	GENL DYNAMICS CORP COM	369550108			7/23/2008		3/8/2012	216	267				0	-51
181	X	FIRSTENERGY CORP	337932107			7/23/2008		8/9/2012	184	296				0	-112
182	X	FIRSTENERGY CORP	337932107			7/23/2008		6/5/2012	236	370				0	-134
183	X	FEDERAL NATL MTG ASSOC	31398AUJ9			2/11/2011		8/2/2012	1,035	1,020				0	15
184	X	FEDERAL NATL MTG ASSOC	31398AUJ9			12/20/2011		8/2/2012	11,387	11,361				0	26
185	X	FEDERAL NATL MTG ASSOC	31398AUJ9			2/11/2011		6/12/2012	12,455	12,265				0	190
186	X	FEDERAL NATL MTG ASSOC	31398AUJ9			2/11/2011		6/6/2012	2,077	2,045				0	32
187	X	FEDERAL NATL MTG ASSOC	31398AUJ9			2/11/2011		3/9/2012	1,043	1,026				0	17
188	X	FEDERAL NATL MTG ASSOC	31398ADM1			2/17/2009		12/4/2012	1,208	1,083				0	125
189	X	FEDERAL NATL MTG ASSOC	31398ADM1			2/17/2009		8/9/2012	1,211	1,089				0	122
190	X	FEDERAL NATL MTG ASSOC	31398ADM1			2/17/2009		6/6/2012	1,211	1,092				0	119
191	X	FEDERAL NATL MTG ASSOC	31398ADM1			6/27/2007		5/21/2012	1,212	991				0	221
192	X	FEDERAL NATL MTG ASSOC	31398ADM1			6/27/2007		3/9/2012	1,210	991				0	219
193	X	FEDERAL NATL MTG ASSOC	3135G0BA0			8/2/2012		12/4/2012	1,063	1,061				0	2
194	X	FEDERAL NATL MTG ASSOC	3135G0BA0			8/2/2012		11/13/2012	1,063	1,062				0	1
195	X	FEDERAL NATL MTG ASSOC	3135G0BA0			8/2/2012		8/13/2012	1,064	1,067				0	-3
196	X	FEDERAL HOME LN MTG COR	3134A4UK8			2/17/2009		8/9/2012	3,172	3,092				0	80
197	X	FEDERAL HOME LN MTG COR	3134A4UK8			2/17/2009		6/6/2012	1,065	1,035				0	30
198	X	FEDERAL HOME LN MTG COR	3134A4UK8			2/17/2009		3/9/2012	1,075	1,041				0	34
199	X	EXXON MOBIL CORP COM	30231G102			4/3/2008		11/30/2012	352	357				0	-5
200	X	EXXON MOBIL CORP COM	30231G102			4/3/2008		8/9/2012	794	804				0	-10
201	X	EXXON MOBIL CORP COM	30231G102			4/3/2008		6/5/2012	232	268				0	-36
202	X	EXXON MOBIL CORP COM	30231G102			10/22/2004		3/8/2012	424	246				0	178
203	X	ENBRIDGE INC COM	29250N105			7/23/2008		11/30/2012	161	85				0	76
204	X	ENBRIDGE INC COM	29250N105			7/23/2008		8/9/2012	434	235				0	199

Part I, Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

	Amount
Long Term CG Distributions	51
Short Term CG Distributions	0

Totals	Gross Sales	Cost, Other Basis and Expenses	Net Gain or Loss
Capital Gains/Losses	294,503	271,609	22,894
Other sales	0	0	0

	Check "X" to include in Part IV	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss
205	X	ENBRIDGE INC COM	29250N105			7/23/2008		3/8/2012	309	171				0	138
206	X	EQT CORP	26884L109			7/23/2008		8/9/2012	230	224				0	6
207	X	EQT CORP	26884L109			7/23/2008		6/5/2012	222	279				0	-57
208	X	DU PONT E I DE NEMOURS	263534109			1/23/2008		11/30/2012	174	177				0	-3
209	X	DU PONT E I DE NEMOURS	263534109			1/23/2008		8/9/2012	507	442				0	65
210	X	DU PONT E I DE NEMOURS	263534109			1/23/2008		6/5/2012	189	177				0	12
211	X	DU PONT E I DE NEMOURS	263534109			1/23/2008		3/8/2012	408	353				0	55
212	X	DOW CHEMICAL CO	260543103			6/6/2011		8/9/2012	300	352				0	-52
213	X	DOMINION RES INC NEW VA	25746U109			7/9/2009		11/30/2012	203	132				0	71
214	X	DOMINION RES INC NEW VA	25746U109			7/9/2009		8/9/2012	590	363				0	227
215	X	DOMINION RES INC NEW VA	25746U109			7/9/2009		3/8/2012	303	198				0	105
216	X	DIAGEO PLC SPSD ADR NEW	25243Q205			7/23/2008		11/30/2012	239	147				0	92
217	X	DIAGEO PLC SPSD ADR NEW	25243Q205			7/23/2008		8/9/2012	534	366				0	168
218	X	DIAGEO PLC SPSD ADR NEW	25243Q205			7/23/2008		6/5/2012	187	147				0	40
219	X	DIAGEO PLC SPSD ADR NEW	25243Q205			7/23/2008		3/8/2012	385	293				0	92
220	X	DEERE & COMPANY	244199BE4			6/12/2012		12/4/2012	1,024	1,005				0	19
221	X	DEERE & COMPANY	244199BE4			6/12/2012		11/13/2012	1,018	1,005				0	13
222	X	DEERE & COMPANY	244199BE4			6/12/2012		8/13/2012	1,028	1,005				0	23
223	X	DEERE CO	244199105			7/23/2008		11/30/2012	168	145				0	23
224	X	DEERE CO	244199105			7/23/2008		8/9/2012	550	507				0	43
225	X	DEERE CO	244199105			7/23/2008		3/8/2012	320	289				0	31
226	X	CREDIT SUISSE FB USA INC	22541LAR4			3/25/2011		12/4/2012	1,080	1,046				0	34
227	X	CREDIT SUISSE FB USA INC	22541LAR4			3/25/2011		6/6/2012	1,074	1,056				0	18
228	X	CREDIT SUISSE FB USA INC	22541LAR4			3/25/2011		5/18/2012	1,076	1,057				0	19
229	X	CONSOL ENERGY INC COM	20854P109			7/23/2008		8/9/2012	337	801				0	-464
230	X	CONOCOPHILLIPS	20825C104			4/14/2003		8/9/2012	286	99				0	187
231	X	CONOCOPHILLIPS	20825C104			1/29/2003		8/9/2012	57	18				0	39
232	X	CONOCOPHILLIPS	20825C104			1/29/2003		3/8/2012	232	72				0	160
233	X	COMCAST CRP NEW CL A SP	20030N200			2/16/2011		8/9/2012	270	192				0	78
234	X	COMCAST CRP NEW CL A SP	20030N200			2/16/2011		6/5/2012	228	192				0	36
235	X	COCA COLA COM	191216100			3/23/2009		11/30/2012	151	87				0	64
236	X	COCA COLA COM	191216100			3/23/2009		8/9/2012	475	260				0	215
237	X	COCA COLA COM	191216100			3/23/2009		3/8/2012	277	173				0	104
238	X	CITIGROUP INC	172967FT3			11/17/2011		12/4/2012	1,128	957				0	171
239	X	CITIGROUP INC	172967FT3			11/17/2011		6/6/2012	1,011	957				0	54
240	X	CITIGROUP INC	172967FT3			11/17/2011		3/9/2012	1,025	957				0	68
241	X	CISCO SYSTEMS INC	17275RAE2			6/7/2011		11/13/2012	1,201	1,077				0	124
242	X	CISCO SYSTEMS INC	17275RAE2			6/7/2011		8/9/2012	1,190	1,079				0	111
243	X	CISCO SYSTEMS INC	17275RAE2			6/7/2011		6/6/2012	1,179	1,081				0	98
244	X	CISCO SYSTEMS INC	17275RAE2			6/7/2011		5/18/2012	1,174	1,082				0	92
245	X	CHUBB CORP	171232101			7/23/2008		11/30/2012	153	98				0	55
246	X	CHUBB CORP	171232101			7/23/2008		8/9/2012	506	341				0	165
247	X	CHUBB CORP	171232101			7/23/2008		3/8/2012	202	146				0	56
248	X	CHEVRON CORP	166764100			4/14/2003		11/30/2012	211	64				0	147
249	X	CHEVRON CORP	166764100			4/14/2003		8/9/2012	677	193				0	484
250	X	CHEVRON CORP	166764100			4/14/2003		6/5/2012	289	97				0	192
251	X	CHEVRON CORP	166764100			4/14/2003		3/8/2012	440	129				0	311
252	X	CENTURYLINK INC SHS	156700106			1/5/2010		8/9/2012	256	164				0	92
253	X	CENTURYLINK INC SHS	156700106			1/5/2010		6/5/2012	262	191				0	71
254	X	CATERPILLAR INC DEL	149123101			10/15/2009		11/30/2012	171	108				0	63
255	X	CATERPILLAR INC DEL	149123101			10/15/2009		8/9/2012	530	325				0	205
256	X	CATERPILLAR INC DEL	149123101			7/23/2008		6/5/2012	84	73				0	11
257	X	CATERPILLAR INC DEL	149123101			10/15/2009		6/5/2012	84	54				0	30
258	X	CATERPILLAR INC DEL	149123101			7/23/2008		3/8/2012	440	290				0	150
259	X	CANADIAN NATL RAILWAY CO	136375102			8/27/2009		8/9/2012	449	247				0	202
260	X	CANADIAN NATL RAILWAY CO	136375102			8/27/2009		3/8/2012	230	148				0	82
261	X	CAMECO CORP COM	13321L108			7/23/2008		9/18/2012	326	555				0	-229
262	X	CAMECO CORP COM	13321L108			7/23/2008		9/17/2012	303	518				0	-215
263	X	BRISTOL-MYERS SQUIBB CO	110122108			4/7/2009		11/30/2012	163	103				0	60
264	X	BRISTOL-MYERS SQUIBB CO	110122108			4/7/2009		8/9/2012	447	287				0	160
265	X	BRISTOL-MYERS SQUIBB CO	110122108			4/7/2009		6/5/2012	169	103				0	66
266	X	BRISTOL-MYERS SQUIBB CO	110122108			4/7/2009		3/8/2012	164	103				0	61
267	X	BRISTOL-MYERS SQUIBB CO	110122108			3/7/2007		3/8/2012	230	190				0	40
268	X	BHP BILLITON LTD ADR	088606108			7/23/2008		11/30/2012	145	146				0	-1
269	X	BHP BILLITON LTD ADR	088606108			7/23/2008		8/9/2012	557	583				0	-26
270	X	BHP BILLITON LTD ADR	088606108			7/23/2008		3/14/2012	958	948				0	10
271	X	BHP BILLITON LTD ADR	088606108			7/23/2008		3/8/2012	443	438				0	5
272	X	BANK OF NOVA SCOTIA	064149107			7/23/2008		8/9/2012	366	349				0	17

Part I, Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

	Amount
Long Term CG Distributions	51
Short Term CG Distributions	0

Totals	Gross Sales	Cost, Other Basis and Expenses	Net Gain or Loss
Capital Gains/Losses	294,503	271,609	22,894
Other sales	0	0	0

	Check "X" to include in Part IV	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss
273	X	BANK OF NOVA SCOTIA	064149107			7/23/2008		3/8/2012	270	249				0	21
274	X	ANHEUSER-BUSCH INBEV W(	03523TBP2			7/16/2012		12/4/2012	1,007	1,014				0	-7
275	X	AMER EXPRESS COMPANY	025816109			12/15/2010		8/9/2012	170	140				0	30
276	X	AMER EXPRESS COMPANY	025816109			12/15/2010		6/5/2012	215	186				0	29
277	X	ABBOTT LABS	002824100			5/18/2006		8/29/2012	394	253				0	141
278	X	ABBOTT LABS	002824100			5/18/2006		8/9/2012	395	253				0	142
279	X	ABBOTT LABS	002824100			5/18/2006		3/8/2012	230	168				0	62
280	X	AT&T INC	00206RAJ1			2/17/2009		11/13/2012	1,199	1,000				0	199
281	X	AT&T INC	00206RAJ1			2/17/2009		8/9/2012	1,254	1,000				0	254
282	X	AT&T INC	00206RAJ1			2/17/2009		6/6/2012	1,182	1,000				0	182
283	X	AT&T INC	00206R102			7/23/2008		11/30/2012	204	200				0	4
284	X	AT&T INC	00206R102			7/23/2008		8/9/2012	484	433				0	51
285	X	AT&T INC	00206R102			7/23/2008		6/5/2012	171	166				0	5
286	X	AT&T INC	00206R102			7/23/2008		3/8/2012	310	333				0	-23
287	X	ACCO BRANDS CORP	00081T108			12/20/2011		7/30/2012	68	77				0	-9
288	X	ACCO BRANDS CORP	00081T108			7/23/2008		7/30/2012	102	99				0	3
289	X	ACCO BRANDS CORP	00081T108			12/20/2011		5/17/2012	1	1				0	0
290	X	WELLS FARGO & CO NEW DE	949746101			7/23/2008		8/9/2012	575	528				0	47
291	X	WELLS FARGO & CO NEW DE	949746101			7/23/2008		6/5/2012	182	186				0	-4
292	X	WELLS FARGO & CO NEW DE	949746101			7/23/2008		3/8/2012	501	496				0	5
293	X	WAL-MART STORES INC	931142103			12/4/2006		8/9/2012	369	233				0	136
294	X	WAL-MART STORES INC	931142103			12/4/2006		6/5/2012	263	186				0	77
295	X	VODAFONE GROP PLC SP AD	92857W209			7/23/2008		8/9/2012	238	216				0	22
296	X	VODAFONE GROP PLC SP AD	92857W209			7/23/2008		6/5/2012	242	243				0	-1
297	X	VERIZON COMMUNICATIONS	92343VAY0			8/25/2011		12/4/2012	1,069	1,029				0	40
298	X	VERIZON COMMUNICATIONS	92343VAY0			8/25/2011		8/9/2012	1,073	1,032				0	41
299	X	VERIZON COMMUNICATIONS	92343VAY0			8/25/2011		6/6/2012	2,130	2,066				0	64
300	X	VERIZON COMMUNICATIONS	92343VAY0			8/25/2011		3/9/2012	1,065	1,035				0	30
301	X	VERIZON COMMUNICATNS C(	92343V104			4/20/2006		11/30/2012	264	177				0	87
302	X	VERIZON COMMUNICATNS C(	92343V104			4/20/2006		8/9/2012	842	561				0	281
303	X	VERIZON COMMUNICATNS C(	92343V104			4/20/2006		3/14/2012	514	384				0	130
304	X	VERIZON COMMUNICATNS C(	92343V104			4/20/2006		3/8/2012	549	413				0	136
305	X	V F CORPORATION	918204108			3/5/2009		11/30/2012	161	48				0	113
306	X	V F CORPORATION	918204108			3/5/2009		8/9/2012	595	193				0	402
307	X	V F CORPORATION	918204108			3/5/2009		3/8/2012	292	96				0	196
308	X	UNITED TECHS CORP COM	913017109			5/5/2009		11/30/2012	240	155				0	85
309	X	UNITED TECHS CORP COM	913017109			7/23/2008		8/9/2012	307	263				0	44
310	X	ACE LIMITED	H0023R105			10/6/2011		11/30/2012	237	182				0	55
311	X	ACE LIMITED	H0023R105			10/5/2011		6/5/2012	70	61				0	9
312	X	ACE LIMITED	H0023R105			10/6/2011		6/5/2012	141	122				0	19
313	X	WEYERHAEUSER CO	962166104			9/2/2010		11/30/2012	163	94				0	69
314	X	WEYERHAEUSER CO	962166104			9/2/2010		8/9/2012	376	250				0	126
315	X	WEYERHAEUSER CO	962166104			8/6/2008		3/8/2012	105	257				0	-152
316	X	WEYERHAEUSER CO	962166104			9/2/2010		3/8/2012	84	62				0	22
317	X	WELLS FARGO & CO NEW DE	949746101			7/23/2008		11/30/2012	230	217				0	13
318															0

Part I, Line 16b (990-PF) - Accounting Fees

		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
		1,500	0	0	1,500
	Description				
1	TAX PREPARATION FEES	1,500			1,500

Part I, Line 16c (990-PF) - Other Professional Fees

	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
		6,455	3,873	0	2,582
1	MERRILL LYNCH FEES AS AGENT	6,455	3,873		2,582

Part I, Line 18 (990-PF) - Taxes

	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
		1,029	91	0	0
1	FOREIGN TAX WITHHELD	91	91		
2	PY EXCISE TAX DUE	305			
3	ESTIMATED EXCISE PAYMENTS	633			

Part I, Line 23 (990-PF) - Other Expenses

		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
		2	2	0	0
	Description				
1	ADR FEES	2	2		

Part III (990-PF) - Changes in Net Assets or Fund Balances

Line 3 - Other increases not included in Part III, Line 2

1	PURCHASE OF ACCRUED INTEREST CO FROM PY	1	1,359
2	COST BASIS ADJUSTMENT	2	70
3	Total	3	1,429

Line 5 - Decreases not included in Part III, Line 2

1	BOND AMORTIZATION	1	3,510
2	PURCHASE OF ACCRUED INTEREST CO TO NEXT YEAR	2	615
3	Total	3	4,125

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Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

	Amount
Long Term CG Distributions	51
Short Term CG Distributions	0

	Description of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses
						294,452	0	8	271,617	22,843	0	0	0	22,843
1	UNITED TECHS CORP COM	913017109		5/5/2009	8/9/2012	295			212	83	0	0	0	83
2	UNITED TECHS CORP COM	913017109		7/23/2008	3/8/2012	335		4	263	76	0	0	0	76
3	U S TREASURY NOTE	912828SW1		6/12/2012	8/2/2012	8,004		0	7,996	8	0	0	0	8
4	U S TREASURY NOTE	912828SW1		6/12/2012	7/16/2012	7,003		0	6,996	7	0	0	0	7
5	U S TREASURY NOTE	912828SF8		2/27/2012	12/4/2012	1,045		0	1,007	38	0	0	0	38
6	U S TREASURY NOTE	912828SF8		2/27/2012	8/9/2012	1,035		0	1,007	28	0	0	0	28
7	U S TREASURY NOTE	912828SF8		2/27/2012	6/6/2012	2,084		0	2,015	69	0	0	0	69
8	U S TREASURY NOTE	912828SF8		2/27/2012	5/18/2012	1,029		0	1,007	22	0	0	0	22
9	U S TREASURY NOTE	912828SF8		2/27/2012	3/9/2012	996		0	1,008	-12	0	0	0	-12
10	U S TREASURY NOTE	912828RM4		11/17/2011	12/4/2012	1,022		0	1,005	17	0	0	0	17
11	U S TREASURY NOTE	912828RM4		11/17/2011	8/9/2012	1,017		0	1,006	11	0	0	0	11
12	U S TREASURY NOTE	912828RM4		11/17/2011	8/2/2012	3,066		0	3,017	49	0	0	0	49
13	U S TREASURY NOTE	912828RM4		11/17/2011	6/6/2012	1,018		0	1,006	12	0	0	0	12
14	U S TREASURY NOTE	912828RM4		11/17/2011	5/18/2012	1,016		0	1,006	10	0	0	0	10
15	U S TREASURY NOTE	912828RC6		8/25/2011	12/4/2012	1,062		0	990	72	0	0	0	72
16	U S TREASURY NOTE	912828RC6		8/25/2011	6/6/2012	1,058		0	990	68	0	0	0	68
17	U S TREASURY NOTE	912828QF0		5/27/2011	12/4/2012	1,055		0	1,011	44	0	0	0	44
18	U S TREASURY NOTE	912828QF0		5/27/2011	8/9/2012	1,056		0	1,012	44	0	0	0	44
19	U S TREASURY NOTE	912828QF0		5/27/2011	6/6/2012	2,115		0	2,024	91	0	0	0	91
20	U S TREASURY NOTE	912828PA2		8/2/2012	8/9/2012	1,055		0	1,062	-7	0	0	0	-7
21	U S TREASURY NOTE	912828NZ9		3/3/2011	10/26/2012	3,074		0	2,888	186	0	0	0	186
22	U S TREASURY NOTE	912828NZ9		12/20/2011	10/26/2012	1,025		0	1,020	5	0	0	0	5
23	U S TREASURY NOTE	912828NZ9		3/3/2011	9/10/2012	5,138		0	4,814	324	0	0	0	324
24	U S TREASURY NOTE	912828NZ9		10/28/2010	8/9/2012	1,026		0	1,000	26	0	0	0	26
25	U S TREASURY NOTE	912828NZ9		12/30/2010	8/9/2012	1,026		0	969	57	0	0	0	57
26	U S TREASURY NOTE	912828NZ9		10/28/2010	6/6/2012	2,056		0	2,001	55	0	0	0	55
27	U S TREASURY NOTE	912828NZ9		10/28/2010	3/9/2012	1,024		0	1,001	23	0	0	0	23
28	U S TREASURY NOTE	912828NT3		10/28/2010	8/9/2012	1,099		0	995	104	0	0	0	104
29	U S TREASURY NOTE	912828NT3		10/28/2010	6/6/2012	1,108		0	995	113	0	0	0	113
30	U S TREASURY NOTE	912828ND8		6/24/2010	8/9/2012	1,166		0	1,028	138	0	0	0	138
31	U S TREASURY NOTE	912828ND8		6/24/2010	6/6/2012	1,177		0	1,028	149	0	0	0	149
32	U S TREASURY NOTE	912828ND8		6/24/2010	5/18/2012	1,165		0	1,029	136	0	0	0	136
33	U S TREASURY NOTE	912828MP2		3/3/2011	2/27/2012	5,796		0	5,082	714	0	0	0	714
34	U S TREASURY NOTE	912828MP2		3/16/2010	2/27/2012	3,478		0	2,987	491	0	0	0	491
35	U S TREASURY NOTE	912828MP2		12/20/2011	2/27/2012	5,796		0	5,778	18	0	0	0	18
36	U S TREASURY NOTE	912828LK4		2/11/2011	11/13/2012	1,038		0	1,013	25	0	0	0	25
37	U S TREASURY NOTE	912828LK4		2/11/2011	2/27/2012	7,349		0	7,128	221	0	0	0	221
38	U S TREASURY BOND	912810QU5		2/24/2012	12/4/2012	1,074		0	1,003	71	0	0	0	71
39	U S TREASURY BOND	912810QU5		2/24/2012	11/13/2012	1,090		0	1,003	87	0	0	0	87
40	U S TREASURY BOND	912810QU5		2/24/2012	6/6/2012	2,206		0	2,006	200	0	0	0	200
41	U S TREASURY BOND	912810QU5		2/24/2012	5/18/2012	2,137		0	2,006	131	0	0	0	131
42	U S TREASURY BOND	912810QU5		2/24/2012	3/9/2012	983		0	1,003	-20	0	0	0	-20
43	U S TREASURY BOND	912810QD3		2/11/2011	2/27/2012	5,055		0	3,790	1,265	0	0	0	1,265
44	U S TREASURY BOND	912810QD3		12/20/2011	2/27/2012	3,791		0	3,887	-96	0	0	0	-96
45	U S TREASURY BOND	912810QA9		3/3/2011	2/24/2012	7,586		0	5,753	1,833	0	0	0	1,833
46	U S TREASURY BOND	912810QA9		12/20/2011	2/24/2012	5,419		0	5,617	-198	0	0	0	-198
47	U S TREASURY BOND	912810FT0		3/3/2011	8/9/2012	1,346		0	991	355	0	0	0	355
48	U S TREASURY BOND	912810FT0		3/3/2011	6/6/2012	1,376		0	991	385	0	0	0	385
49	U S TREASURY BOND	912810FT0		3/3/2011	5/18/2012	1,339		0	991	348	0	0	0	348
50	UNILEVER NV NY REG SHS	904784709		7/23/2008	11/30/2012	189		0	146	43	0	0	0	43
51	UNILEVER NV NY REG SHS	904784709		7/23/2008	8/9/2012	554		0	469	85	0	0	0	85
52	UNILEVER NV NY REG SHS	904784709		7/23/2008	3/8/2012	368		0	322	46	0	0	0	46
53	US BANCORP (NEW)	902973304		10/29/2008	8/9/2012	463		0	424	39	0	0	0	39
54	US BANCORP (NEW)	902973304		10/29/2008	3/8/2012	262		0	273	-11	0	0	0	-11
55	TRAVELERS COS INC	89417E109		3/11/2008	11/30/2012	212		0	144	68	0	0	0	68
56	TRAVELERS COS INC	89417E109		3/11/2008	8/9/2012	511		0	383	128	0	0	0	128
57	TRAVELERS COS INC	89417E109		3/11/2008	6/5/2012	182		0	144	38	0	0	0	38
58	TRAVELERS COS INC	89417E109		3/11/2008	3/8/2012	342		0	287	55	0	0	0	55
59	TOTAL S A SP ADR	89151E109		7/23/2008	11/30/2012	150		0	228	-78	0	0	0	-78
60	TOTAL S A SP ADR	89151E109		7/23/2008	8/9/2012	394		0	607	-213	0	0	0	-213
61	TOTAL S A SP ADR	89151E109		7/23/2008	3/8/2012	334		0	455	-121	0	0	0	-121
62	TORONTO DOMINION BANK	891160509		7/27/2011	11/30/2012	166		0	163	3	0	0	0	3
63	TORONTO DOMINION BANK	891160509		7/27/2011	8/9/2012	159		4	163	0	0	0	0	0
64	TORONTO DOMINION BANK	891160509		7/27/2011	6/5/2012	225		0	245	-20	0	0	0	-20
65	3M COMPANY	88579Y101		6/30/2009	11/30/2012	182		0	120	62	0	0	0	62
66	3M COMPANY	88579Y101		6/30/2009	8/9/2012	274		0	180	94	0	0	0	94
67	3M COMPANY	88579Y101		6/30/2009	6/5/2012	248		0	180	68	0	0	0	68
68	SOUTHERN COMPANY	842587107		7/23/2008	8/9/2012	468		0	352	116	0	0	0	116
69	SOUTHERN COMPANY	842587107		7/23/2008	3/8/2012	269		0	211	58	0	0	0	58
70	SHELL INTERNATIONAL FIN	822582AJ1		3/25/2011	12/4/2012	1,161		0	1,026	135	0	0	0	135
71	SHELL INTERNATIONAL FIN	822582AJ1		3/25/2011	8/9/2012	1,165		0	1,027	138	0	0	0	138
72	SHELL INTERNATIONAL FIN	822582AJ1		3/25/2011	6/6/2012	2,310		0	2,056	254	0	0	0	254
73	SEMPRA ENERGY	816851109		10/6/2009	8/9/2012	207		0	153	54	0	0	0	54
74	SEMPRA ENERGY	816851109		10/6/2009	6/5/2012	193		0	153	40	0	0	0	40
75	SCHLUMBERGER LTD	806857108		2/19/2008	8/9/2012	223		0	262	-39	0	0	0	-39
76	SCHLUMBERGER LTD	806857108		2/19/2008	6/5/2012	186		0	262	-76	0	0	0	-76
77	RIO TINTO PLC SPNSRD ADR	767204100		7/23/2008	8/9/2012	202		0	382	-180	0	0	0	-180
78	RIO TINTO PLC SPNSRD ADR	767204100		7/23/2008	6/5/2012	171		0	382	-211	0	0	0	-211
79	RAYTHEON CO DELAWARE NEW	755111507		7/23/2008	11/30/2012	170		0	171	-1	0	0	0	-1
80	RAYTHEON CO DELAWARE NEW	755111507		7/23/2008	8/9/2012	503		0	512	-9	0	0	0	-9
81	RAYTHEON CO DELAWARE NEW	755111507		7/23/2008	3/8/2012	361		0	398	-37	0	0	0	-37
82	PUB SVC ENTERPRISE GRP	744573106		3/6/2009	8/9/2012	163		0	126	37	0	0	0	37
83	PUB SVC ENTERPRISE GRP	744573106		3/6/2009	6/5/2012	220		0	176	44	0	0	0	44
84	PRUDENTIAL FINANCIAL INC	744320102		6/10/2010	6/5/2012	183		0	229	-46	0	0	0	-46

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	Amount
Long Term CG Distributions	51
Short Term CG Distributions	0

	Description of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses
						294,452	0	8	271,617	22,843	0	0	0	22,843
85	PROCTER & GAMBLE CO	742718109		7/23/2008	11/30/2012	209		0	194	15	0	0	0	15
86	PROCTER & GAMBLE CO	742718109		7/23/2008	8/9/2012	534		0	518	16	0	0	0	16
87	PROCTER & GAMBLE CO	742718109		7/23/2008	3/8/2012	335		0	324	11	0	0	0	11
88	PRAXAIR INC	74005P104		7/23/2008	11/30/2012	107		0	96	11	0	0	0	11
89	PRAXAIR INC	74005P104		3/25/2009	11/30/2012	107		0	68	39	0	0	0	39
90	PRAXAIR INC	74005P104		7/23/2008	8/9/2012	324		0	288	36	0	0	0	36
91	PRAXAIR INC	74005P104		7/23/2008	3/15/2012	552		0	481	71	0	0	0	71
92	PRAXAIR INC	74005P104		7/23/2008	3/8/2012	330		0	288	42	0	0	0	42
93	PHILLIPS 66 SHS	718546104		4/14/2003	11/30/2012	156		0	35	121	0	0	0	121
94	PHILLIPS 66 SHS	718546104		12/20/2011	5/24/2012	16		0	5	11	0	0	0	11
95	PHILIP MORRIS INTL INC	718172109		10/29/2008	11/30/2012	180		0	87	93	0	0	0	93
96	PHILIP MORRIS INTL INC	718172109		10/29/2008	8/9/2012	640		0	303	337	0	0	0	337
97	PHILIP MORRIS INTL INC	718172109		10/29/2008	6/5/2012	246		0	130	116	0	0	0	116
98	PHILIP MORRIS INTL INC	718172109		10/29/2008	3/8/2012	508		0	260	248	0	0	0	248
99	PFIZER INC	717081103		10/19/2009	11/30/2012	150		0	105	45	0	0	0	45
100	PFIZER INC	717081103		4/23/2008	8/9/2012	240		0	200	40	0	0	0	40
101	PFIZER INC	717081103		10/19/2009	8/9/2012	240		0	176	64	0	0	0	64
102	PFIZER INC	717081103		4/23/2008	3/8/2012	236		0	220	16	0	0	0	16
103	PEPSICO INC	713448BH0		12/20/2011	6/12/2012	6,985		0	6,917	68	0	0	0	68
104	PEPSICO INC	713448BH0		3/3/2011	6/12/2012	8,150		0	7,520	630	0	0	0	630
105	PEPSICO INC	713448BH0		3/3/2011	6/7/2012	1,167		0	1,074	93	0	0	0	93
106	PEPSICO INC	713448BH0		12/30/2010	3/9/2012	1,173		0	1,082	91	0	0	0	91
107	PEABODY ENERGY CORP COM	704549104		7/23/2008	8/9/2012	207		0	570	-363	0	0	0	-363
108	OCCIDENTAL PETE CORP CAL	674599105		7/23/2008	11/30/2012	150		0	146	4	0	0	0	4
109	OCCIDENTAL PETE CORP CAL	674599105		7/23/2008	8/9/2012	544		0	438	106	0	0	0	106
110	OCCIDENTAL PETE CORP CAL	674599105		7/23/2008	3/8/2012	303		0	219	84	0	0	0	84
111	NORTHROP GRUMMAN CORP	666807102		7/23/2008	8/9/2012	273		0	246	27	0	0	0	27
112	NORTHROP GRUMMAN CORP	666807102		7/23/2008	6/5/2012	172		0	184	-12	0	0	0	-12
113	NORTHEAST UTILITIES COM	664397106		7/23/2008	8/9/2012	196		0	125	71	0	0	0	71
114	NORTHEAST UTILITIES COM	664397106		7/23/2008	6/5/2012	254		0	175	79	0	0	0	79
115	NEXTERA ENERGY INC SHS	65339F101		10/22/2004	11/30/2012	205		0	103	102	0	0	0	102
116	NEXTERA ENERGY INC SHS	65339F101		10/22/2004	8/9/2012	346		0	172	174	0	0	0	174
117	NEXTERA ENERGY INC SHS	65339F101		10/22/2004	6/5/2012	196		0	103	93	0	0	0	93
118	NEXTERA ENERGY INC SHS	65339F101		10/22/2004	3/8/2012	239		0	138	101	0	0	0	101
119	MICROSOFT CORP	594918104		7/15/2010	8/9/2012	396		0	334	62	0	0	0	62
120	MICROSOFT CORP	594918104		7/15/2010	3/8/2012	224		0	180	44	0	0	0	44
121	MERCK AND CO INC SHS	58933Y105		7/23/2008	8/9/2012	531		0	383	148	0	0	0	148
122	MERCK AND CO INC SHS	58933Y105		7/23/2008	3/8/2012	225		0	192	33	0	0	0	33
123	MEADWESTVACO CORP	583334107		7/23/2008	8/9/2012	222		0	176	46	0	0	0	46
124	MEADWESTVACO CORP	583334107		7/23/2008	6/5/2012	214		0	176	38	0	0	0	38
125	MCDONALDS CORP COM	580135101		10/29/2008	11/30/2012	260		0	177	83	0	0	0	83
126	MCDONALDS CORP COM	580135101		10/29/2008	8/9/2012	436		0	295	141	0	0	0	141
127	MCDONALDS CORP COM	580135101		10/29/2008	6/5/2012	347		0	236	111	0	0	0	111
128	MCDONALDS CORP COM	580135101		10/29/2008	3/8/2012	291		0	177	114	0	0	0	114
129	MARATHON PETROLEUM CORP	56585A102		2/28/2008	8/9/2012	295		0	263	32	0	0	0	32
130	MARATHON OIL CORP	565849106		2/28/2008	8/9/2012	166		0	194	-28	0	0	0	-28
131	MARATHON OIL CORP	565849106		2/28/2008	6/5/2012	167		0	227	-60	0	0	0	-60
132	LORILLARD INC	544147101		3/5/2009	8/9/2012	370		0	172	198	0	0	0	198
133	LORILLARD INC	544147101		3/5/2009	3/8/2012	391		0	172	219	0	0	0	219
134	LIMITED BRANDS INC	532716107		2/17/2011	11/30/2012	155		0	100	55	0	0	0	55
135	LIMITED BRANDS INC	532716107		2/17/2011	8/9/2012	445		0	299	146	0	0	0	146
136	LIMITED BRANDS INC	532716107		2/17/2011	3/8/2012	231		0	166	65	0	0	0	65
137	KIMBERLY CLARK	494368103		7/23/2008	8/9/2012	331		0	227	104	0	0	0	104
138	KIMBERLY CLARK	494368103		7/23/2008	3/14/2012	508		0	397	111	0	0	0	111
139	KIMBERLY CLARK	494368103		7/23/2008	3/8/2012	215		0	170	45	0	0	0	45
140	JOHNSON CONTROLS INC	478366107		3/14/2011	8/9/2012	258		0	406	-148	0	0	0	-148
141	JOHNSON AND JOHNSON COM	478160104		2/24/2009	8/9/2012	137		0	109	28	0	0	0	28
142	JOHNSON AND JOHNSON COM	478160104		3/25/2009	8/9/2012	273		0	212	61	0	0	0	61
143	JOHNSON AND JOHNSON COM	478160104		2/24/2009	3/8/2012	195		0	164	31	0	0	0	31
144	JPMORGAN CHASE & CO	46625HBV1		2/17/2009	12/4/2012	1,067		0	966	101	0	0	0	101
145	JPMORGAN CHASE & CO	46625HBV1		2/17/2009	11/13/2012	2,135		0	1,931	204	0	0	0	204
146	JPMORGAN CHASE & CO	46625HBV1		2/17/2009	6/6/2012	1,049		0	966	83	0	0	0	83
147	JPMORGAN CHASE & CO	46625HBV1		2/17/2009	3/9/2012	1,072		0	966	106	0	0	0	106
148	JPMORGAN CHASE & CO	46625H100		10/10/2008	11/30/2012	287		0	261	26	0	0	0	26
149	JPMORGAN CHASE & CO	46625H100		10/10/2008	8/9/2012	481		0	485	-4	0	0	0	-4
150	JPMORGAN CHASE & CO	46625H100		10/10/2008	6/5/2012	351		0	410	-59	0	0	0	-59
151	JPMORGAN CHASE & CO	46625H100		10/10/2008	3/8/2012	484		0	448	36	0	0	0	36
152	IBM CORP	459200BA8		3/25/2011	11/29/2012	6,000		0	6,000	0	0	0	0	0
153	IBM CORP	459200BA8		12/20/2011	11/29/2012	6,000		0	6,000	0	0	0	0	0
154	IBM CORP	459200BA8		3/25/2011	8/9/2012	2,022		0	2,023	-1	0	0	0	-1
155	IBM CORP	459200BA8		3/25/2011	6/6/2012	1,020		0	1,018	2	0	0	0	2
156	IBM CORP	459200BA8		3/25/2011	3/9/2012	1,030		0	1,028	2	0	0	0	2
157	INTL BUSINESS MACHINES	459200101		7/23/2008	11/30/2012	190		0	130	60	0	0	0	60
158	INTL BUSINESS MACHINES	459200101		7/23/2008	8/9/2012	396		0	259	137	0	0	0	137
159	INTL BUSINESS MACHINES	459200101		7/23/2008	6/5/2012	189		0	130	59	0	0	0	59
160	INTL BUSINESS MACHINES	459200101		7/23/2008	3/8/2012	399		0	259	140	0	0	0	140
161	INTEL CORP	458140100		9/16/2009	8/9/2012	240		0	178	62	0	0	0	62
162	INTEL CORP	458140100		9/16/2009	6/5/2012	305		0	237	68	0	0	0	68
163	HONEYWELL INTL INC DEL	438516106		4/6/2011	8/9/2012	354		0	354	0	0	0	0	0
164	HOME DEPOT INC	437076102		4/9/2010	11/30/2012	194		0	100	94	0	0	0	94
165	HOME DEPOT INC	437076102		4/9/2010	8/9/2012	478		0	299	179	0	0	0	179
166	HOME DEPOT INC	437076102		4/9/2010	3/8/2012	191		0	133	58	0	0	0	58
167	GOLDMAN SACHS GROUP INC	38141GEE0		10/31/2006	11/13/2012	1,106		0	989	117	0	0	0	117
168	GOLDMAN SACHS GROUP INC	38141GEE0		1/20/2006	8/9/2012	2,160		0	2,002	158	0	0	0	158

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	Amount
Long Term CG Distributions	51
Short Term CG Distributions	0

#	Description of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses
						294,452	0	8	271,617	22,843	0	0	0	22,843
169	GOLDMAN SACHS GROUP INC	38141GEE0		1/20/2006	6/6/2012	1,041		0	1,001	40	0	0	0	40
170	GOLDMAN SACHS GROUP INC	38141GEE0		1/20/2006	3/9/2012	1,062		0	1,001	61	0	0	0	61
171	GENERAL MILLS	370334104		3/31/2009	8/9/2012	193		0	126	67	0	0	0	67
172	GENERAL MILLS	370334104		3/31/2009	6/5/2012	227		0	151	76	0	0	0	76
173	GENERAL ELEC CAP CORP	36962G4H4		6/7/2011	12/4/2012	1,002		0	1,002	0	0	0	0	0
174	GENERAL ELEC CAP CORP	36962G4H4		6/7/2011	8/9/2012	2,018		0	2,014	4	0	0	0	4
175	GENERAL ELEC CAP CORP	36962G4H4		6/7/2011	6/6/2012	1,011		0	1,010	1	0	0	0	1
176	GENERAL ELECTRIC	369604103		10/23/2008	11/30/2012	169		0	285	-116	0	0	0	-116
177	GENERAL ELECTRIC	369604103		10/23/2008	8/9/2012	610		0	1,034	-424	0	0	0	-424
178	GENERAL ELECTRIC	369604103		10/23/2008	3/8/2012	323		0	606	-283	0	0	0	-283
179	GENL DYNAMICS CORP COM	369550108		7/23/2008	8/9/2012	253		0	356	-103	0	0	0	-103
180	GENL DYNAMICS CORP COM	369550108		7/23/2008	3/8/2012	216		0	267	-51	0	0	0	-51
181	FIRSTENERGY CORP	337932107		7/23/2008	8/9/2012	184		0	296	-112	0	0	0	-112
182	FIRSTENERGY CORP	337932107		7/23/2008	6/5/2012	236		0	370	-134	0	0	0	-134
183	FEDERAL NATL MTG ASSOC	31398AUJ9		2/11/2011	8/2/2012	1,035		0	1,020	15	0	0	0	15
184	FEDERAL NATL MTG ASSOC	31398AUJ9		12/20/2011	8/2/2012	11,387		0	11,361	26	0	0	0	26
185	FEDERAL NATL MTG ASSOC	31398AUJ9		2/11/2011	6/12/2012	12,455		0	12,265	190	0	0	0	190
186	FEDERAL NATL MTG ASSOC	31398AUJ9		2/11/2011	6/6/2012	2,077		0	2,045	32	0	0	0	32
187	FEDERAL NATL MTG ASSOC	31398AUJ9		2/11/2011	3/9/2012	1,043		0	1,026	17	0	0	0	17
188	FEDERAL NATL MTG ASSOC	31398ADM1		2/17/2009	12/4/2012	1,208		0	1,083	125	0	0	0	125
189	FEDERAL NATL MTG ASSOC	31398ADM1		2/17/2009	8/9/2012	1,211		0	1,089	122	0	0	0	122
190	FEDERAL NATL MTG ASSOC	31398ADM1		2/17/2009	6/6/2012	1,211		0	1,092	119	0	0	0	119
191	FEDERAL NATL MTG ASSOC	31398ADM1		6/27/2007	5/21/2012	1,212		0	991	221	0	0	0	221
192	FEDERAL NATL MTG ASSOC	31398ADM1		6/27/2007	3/9/2012	1,210		0	991	219	0	0	0	219
193	FEDERAL NATL MTG ASSOC	3135G0BA0		8/2/2012	12/4/2012	1,063		0	1,061	2	0	0	0	2
194	FEDERAL NATL MTG ASSOC	3135G0BA0		8/2/2012	11/13/2012	1,063		0	1,062	1	0	0	0	1
195	FEDERAL NATL MTG ASSOC	3135G0BA0		8/2/2012	8/13/2012	1,064		0	1,067	-3	0	0	0	-3
196	FEDERAL HOME LN MTG CORP	3134A4UK8		2/17/2009	8/9/2012	3,172		0	3,092	80	0	0	0	80
197	FEDERAL HOME LN MTG CORP	3134A4UK8		2/17/2009	6/6/2012	1,065		0	1,035	30	0	0	0	30
198	FEDERAL HOME LN MTG CORP	3134A4UK8		2/17/2009	3/9/2012	1,075		0	1,041	34	0	0	0	34
199	EXXON MOBIL CORP COM	30231G102		4/3/2008	11/30/2012	352		0	357	-5	0	0	0	-5
200	EXXON MOBIL CORP COM	30231G102		4/3/2008	8/9/2012	794		0	804	-10	0	0	0	-10
201	EXXON MOBIL CORP COM	30231G102		4/3/2008	6/5/2012	232		0	268	-36	0	0	0	-36
202	EXXON MOBIL CORP COM	30231G102		10/22/2004	3/8/2012	424		0	246	178	0	0	0	178
203	ENBRIDGE INC COM	29250N105		7/23/2008	11/30/2012	161		0	85	76	0	0	0	76
204	ENBRIDGE INC COM	29250N105		7/23/2008	8/9/2012	434		0	235	199	0	0	0	199
205	ENBRIDGE INC COM	29250N105		7/23/2008	3/8/2012	309		0	171	138	0	0	0	138
206	EQT CORP	26884L109		7/23/2008	8/9/2012	230		0	224	6	0	0	0	6
207	EQT CORP	26884L109		7/23/2008	6/5/2012	222		0	279	-57	0	0	0	-57
208	DU PONT E I DE NEMOURS	263534109		1/23/2008	11/30/2012	174		0	177	-3	0	0	0	-3
209	DU PONT E I DE NEMOURS	263534109		1/23/2008	8/9/2012	507		0	442	65	0	0	0	65
210	DU PONT E I DE NEMOURS	263534109		1/23/2008	6/5/2012	189		0	177	12	0	0	0	12
211	DU PONT E I DE NEMOURS	263534109		1/23/2008	3/8/2012	408		0	353	55	0	0	0	55
212	DOW CHEMICAL CO	260543103		6/6/2011	8/9/2012	300		0	352	-52	0	0	0	-52
213	DOMINION RES INC NEW VA	25746U109		7/9/2009	11/30/2012	203		0	132	71	0	0	0	71
214	DOMINION RES INC NEW VA	25746U109		7/9/2009	8/9/2012	590		0	363	227	0	0	0	227
215	DOMINION RES INC NEW VA	25746U109		7/9/2009	3/8/2012	303		0	198	105	0	0	0	105
216	DIAGEO PLC SPSD ADR NEW	25243Q205		7/23/2008	11/30/2012	239		0	147	92	0	0	0	92
217	DIAGEO PLC SPSD ADR NEW	25243Q205		7/23/2008	8/9/2012	534		0	366	168	0	0	0	168
218	DIAGEO PLC SPSD ADR NEW	25243Q205		7/23/2008	6/5/2012	187		0	147	40	0	0	0	40
219	DIAGEO PLC SPSD ADR NEW	25243Q205		7/23/2008	3/8/2012	385		0	293	92	0	0	0	92
220	DEERE & COMPANY	244199BE4		6/12/2012	12/4/2012	1,024		0	1,005	19	0	0	0	19
221	DEERE & COMPANY	244199BE4		6/12/2012	11/13/2012	1,018		0	1,005	13	0	0	0	13
222	DEERE & COMPANY	244199BE4		6/12/2012	8/13/2012	1,028		0	1,005	23	0	0	0	23
223	DEERE CO	244199105		7/23/2008	11/30/2012	168		0	145	23	0	0	0	23
224	DEERE CO	244199105		7/23/2008	8/9/2012	550		0	507	43	0	0	0	43
225	DEERE CO	244199105		7/23/2008	3/8/2012	320		0	289	31	0	0	0	31
226	CREDIT SUISSE FB USA INC	22541LAR4		3/25/2011	12/4/2012	1,080		0	1,046	34	0	0	0	34
227	CREDIT SUISSE FB USA INC	22541LAR4		3/25/2011	6/6/2012	1,074		0	1,056	18	0	0	0	18
228	CREDIT SUISSE FB USA INC	22541LAR4		3/25/2011	5/18/2012	1,076		0	1,057	19	0	0	0	19
229	CONSOL ENERGY INC COM	20854P109		7/23/2008	8/9/2012	337		0	801	-464	0	0	0	-464
230	CONOCOPHILLIPS	20825C104		4/14/2003	8/9/2012	286		0	99	187	0	0	0	187
231	CONOCOPHILLIPS	20825C104		1/29/2003	8/9/2012	57		0	18	39	0	0	0	39
232	CONOCOPHILLIPS	20825C104		1/29/2003	3/8/2012	232		0	72	160	0	0	0	160
233	COMCAST CRP NEW CL A SPL	20030N200		2/16/2011	8/9/2012	270		0	192	78	0	0	0	78
234	COMCAST CRP NEW CL A SPL	20030N200		2/16/2011	6/5/2012	228		0	192	36	0	0	0	36
235	COCA COLA COM	191216100		3/23/2009	11/30/2012	151		0	87	64	0	0	0	64
236	COCA COLA COM	191216100		3/23/2009	8/9/2012	475		0	260	215	0	0	0	215
237	COCA COLA COM	191216100		3/23/2009	3/8/2012	277		0	173	104	0	0	0	104
238	CITIGROUP INC	172967FT3		11/17/2011	12/4/2012	1,128		0	957	171	0	0	0	171
239	CITIGROUP INC	172967FT3		11/17/2011	6/6/2012	1,011		0	957	54	0	0	0	54
240	CITIGROUP INC	172967FT3		11/17/2011	3/9/2012	1,025		0	957	68	0	0	0	68
241	CISCO SYSTEMS INC	17275RAE2		6/7/2011	11/13/2012	1,201		0	1,077	124	0	0	0	124
242	CISCO SYSTEMS INC	17275RAE2		6/7/2011	8/9/2012	1,190		0	1,079	111	0	0	0	111
243	CISCO SYSTEMS INC	17275RAE2		6/7/2011	6/6/2012	1,179		0	1,081	98	0	0	0	98
244	CISCO SYSTEMS INC	17275RAE2		6/7/2011	5/18/2012	1,174		0	1,082	92	0	0	0	92
245	CHUBB CORP	171232101		7/23/2008	11/30/2012	153		0	98	55	0	0	0	55
246	CHUBB CORP	171232101		7/23/2008	8/9/2012	506		0	341	165	0	0	0	165
247	CHUBB CORP	171232101		7/23/2008	3/8/2012	202		0	146	56	0	0	0	56
248	CHEVRON CORP	166764100		4/14/2003	11/30/2012	211		0	64	147	0	0	0	147
249	CHEVRON CORP	166764100		4/14/2003	8/9/2012	677		0	193	484	0	0	0	484
250	CHEVRON CORP	166764100		4/14/2003	6/5/2012	289		0	97	192	0	0	0	192
251	CHEVRON CORP	166764100		4/14/2003	3/8/2012	440		0	129	311	0	0	0	311
252	CENTURYLINK INC SHS	156700106		1/5/2010	8/9/2012	256		0	164	92	0	0	0	92

Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

	Amount
Long Term CG Distributions	51
Short Term CG Distributions	0

	Description of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses
						294,452	0	8	271,617	22,843	0	0	0	22,843
253	CENTURYLINK INC SHS	156700106		1/5/2010	6/5/2012	262		0	191	71	0	0	0	71
254	CATERPILLAR INC DEL	149123101		10/15/2009	11/30/2012	171		0	108	63	0	0	0	63
255	CATERPILLAR INC DEL	149123101		10/15/2009	8/9/2012	530		0	325	205	0	0	0	205
256	CATERPILLAR INC DEL	149123101		7/23/2008	6/5/2012	84		0	73	11	0	0	0	11
257	CATERPILLAR INC DEL	149123101		10/15/2009	6/5/2012	84		0	54	30	0	0	0	30
258	CATERPILLAR INC DEL	149123101		7/23/2008	3/8/2012	440		0	290	150	0	0	0	150
259	CANADIAN NATL RAILWAY CO	136375102		8/27/2009	8/9/2012	449		0	247	202	0	0	0	202
260	CANADIAN NATL RAILWAY CO	136375102		8/27/2009	3/8/2012	230		0	148	82	0	0	0	82
261	CAMECO CORP COM	13321L108		7/23/2008	9/18/2012	326		0	555	-229	0	0	0	-229
262	CAMECO CORP COM	13321L108		7/23/2008	9/17/2012	303		0	518	-215	0	0	0	-215
263	BRISTOL-MYERS SQUIBB CO	110122108		4/7/2009	11/30/2012	163		0	103	60	0	0	0	60
264	BRISTOL-MYERS SQUIBB CO	110122108		4/7/2009	8/9/2012	447		0	287	160	0	0	0	160
265	BRISTOL-MYERS SQUIBB CO	110122108		4/7/2009	6/5/2012	169		0	103	66	0	0	0	66
266	BRISTOL-MYERS SQUIBB CO	110122108		4/7/2009	3/8/2012	164		0	103	61	0	0	0	61
267	BRISTOL-MYERS SQUIBB CO	110122108		3/7/2007	3/8/2012	230		0	190	40	0	0	0	40
268	BHP BILLITON LTD ADR	088606108		7/23/2008	11/30/2012	145		0	146	-1	0	0	0	-1
269	BHP BILLITON LTD ADR	088606108		7/23/2008	8/9/2012	557		0	583	-26	0	0	0	-26
270	BHP BILLITON LTD ADR	088606108		7/23/2008	3/14/2012	958		0	948	10	0	0	0	10
271	BHP BILLITON LTD ADR	088606108		7/23/2008	3/8/2012	443		0	438	5	0	0	0	5
272	BANK OF NOVA SCOTIA	064149107		7/23/2008	8/9/2012	366		0	349	17	0	0	0	17
273	BANK OF NOVA SCOTIA	064149107		7/23/2008	3/8/2012	270		0	249	21	0	0	0	21
274	ANHEUSER BUSCH INBEV WOR	03523TBP2		7/16/2012	12/4/2012	1,007		0	1,014	-7	0	0	0	-7
275	AMER EXPRESS COMPANY	025816109		12/15/2010	8/9/2012	170		0	140	30	0	0	0	30
276	AMER EXPRESS COMPANY	025816109		12/15/2010	6/5/2012	215		0	186	29	0	0	0	29
277	ABBOTT LABS	002824100		5/18/2006	8/29/2012	394		0	253	141	0	0	0	141
278	ABBOTT LABS	002824100		5/18/2006	8/9/2012	395		0	253	142	0	0	0	142
279	ABBOTT LABS	002824100		5/18/2006	3/8/2012	230		0	168	62	0	0	0	62
280	AT&T INC	00206RAJ1		2/17/2009	11/13/2012	1,199		0	1,000	199	0	0	0	199
281	AT&T INC	00206RAJ1		2/17/2009	8/9/2012	1,254		0	1,000	254	0	0	0	254
282	AT&T INC	00206RAJ1		2/17/2009	6/6/2012	1,182		0	1,000	182	0	0	0	182
283	AT&T INC	00206R102		7/23/2008	11/30/2012	204		0	200	4	0	0	0	4
284	AT&T INC	00206R102		7/23/2008	8/9/2012	484		0	433	51	0	0	0	51
285	AT&T INC	00206R102		7/23/2008	6/5/2012	171		0	166	5	0	0	0	5
286	AT&T INC	00206R102		7/23/2008	3/8/2012	310		0	333	-23	0	0	0	-23
287	ACCO BRANDS CORP	00081T108		12/20/2011	7/30/2012	68		0	77	-9	0	0	0	-9
288	ACCO BRANDS CORP	00081T108		7/23/2008	7/30/2012	102		0	99	3	0	0	0	3
289	ACCO BRANDS CORP	00081T108		12/20/2011	5/17/2012	1		0	1	0	0	0	0	0
290	WELLS FARGO & CO NEW DEL	949746101		7/23/2008	8/9/2012	575		0	528	47	0	0	0	47
291	WELLS FARGO & CO NEW DEL	949746101		7/23/2008	6/5/2012	182		0	186	-4	0	0	0	-4
292	WELLS FARGO & CO NEW DEL	949746101		7/23/2008	3/8/2012	501		0	496	5	0	0	0	5
293	WAL-MART STORES INC	931142103		12/4/2006	8/9/2012	369		0	233	136	0	0	0	136
294	WAL-MART STORES INC	931142103		12/4/2006	6/5/2012	263		0	186	77	0	0	0	77
295	VODAFONE GROP PLC SP ADR	92857W209		7/23/2008	8/9/2012	238		0	216	22	0	0	0	22
296	VODAFONE GROP PLC SP ADR	92857W209		7/23/2008	6/5/2012	242		0	243	-1	0	0	0	-1
297	VERIZON COMMUNICATIONS	92343VAY0		8/25/2011	12/4/2012	1,069		0	1,029	40	0	0	0	40
298	VERIZON COMMUNICATIONS	92343VAY0		8/25/2011	8/9/2012	1,073		0	1,032	41	0	0	0	41
299	VERIZON COMMUNICATIONS	92343VAY0		8/25/2011	6/6/2012	2,130		0	2,066	64	0	0	0	64
300	VERIZON COMMUNICATIONS	92343VAY0		8/25/2011	3/9/2012	1,065		0	1,035	30	0	0	0	30
301	VERIZON COMMUNICATNS COM	92343V104		4/20/2006	11/30/2012	264		0	177	87	0	0	0	87
302	VERIZON COMMUNICATNS COM	92343V104		4/20/2006	8/9/2012	842		0	561	281	0	0	0	281
303	VERIZON COMMUNICATNS COM	92343V104		4/20/2006	3/14/2012	514		0	384	130	0	0	0	130
304	VERIZON COMMUNICATNS COM	92343V104		4/20/2006	3/8/2012	549		0	413	136	0	0	0	136
305	V F CORPORATION	918204108		3/5/2009	11/30/2012	161		0	48	113	0	0	0	113
306	V F CORPORATION	918204108		3/5/2009	8/9/2012	595		0	193	402	0	0	0	402
307	V F CORPORATION	918204108		3/5/2009	3/8/2012	292		0	96	196	0	0	0	196
308	UNITED TECHS CORP COM	913017109		5/5/2009	11/30/2012	240		0	155	85	0	0	0	85
309	UNITED TECHS CORP COM	913017109		7/23/2008	8/9/2012	307		0	263	44	0	0	0	44
310	ACE LIMITED	H0023R105		10/6/2011	11/30/2012	237		0	182	55	0	0	0	55
311	ACE LIMITED	H0023R105		10/5/2011	6/5/2012	70		0	61	9	0	0	0	9
312	ACE LIMITED	H0023R105		10/6/2011	6/5/2012	141		0	122	19	0	0	0	19
313	WEYERHAEUSER CO	962166104		9/2/2010	11/30/2012	163		0	94	69	0	0	0	69
314	WEYERHAEUSER CO	962166104		9/2/2010	8/9/2012	376		0	250	126	0	0	0	126
315	WEYERHAEUSER CO	962166104		8/6/2008	3/8/2012	105		0	257	-152	0	0	0	-152
316	WEYERHAEUSER CO	962166104		9/2/2010	3/8/2012	84		0	62	22	0	0	0	22
317	WELLS FARGO & CO NEW DEL	949746101		7/23/2008	11/30/2012	230		0	217	13	0	0	0	13

Part VIII, Line 1 (990-PF) - Compensation of Officers, Directors, Trustees and Foundation Managers

	Name	Check "X" if Business	Street	City	State	Zip Code	Foreign Country	Title	Avg Hrs Per Week	Compensation	Benefits	Expense Account
										30,000	0	0
1	JOHN G QUIGLY		22 CHAMBERS ST #302	PRINCETON	NJ	08540		DIRECTOR	2 00	15,000	0	0
2	KATHRYN A QUIGLEY		22 CHAMBERS ST #302	PRINCETON	NJ	08540		DIRECTOR	2 00	15,000		

Part VI, Line 6a (990-PF) - Estimated Tax Payments

		Date		Amount
1	Credit from prior year return		1	0
2	First quarter estimated tax payment		2	
3	Second quarter estimated tax payment		3	
4	Third quarter estimated tax payment		4	
5	Fourth quarter estimated tax payment		5	
6	Other payments		6	633
7	Total		7	633

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Bank of America Corporation

MERRILL LYNCH TRUST COMPANY,
A DIVISION OF BANK OF AMERICA, N.A.
AGENT OF THE
CIVITAS FOUNDATION
TUA DTD 04/30/01

Net Portfolio Value: **$718,709.19**

Your Financial Advisor:
712 INVESTMENT GROUP
560 LEXINGTON AVE 2ND FLOOR
NEW YORK NY 10022
1-888-775-3752

Trust Officer:
JILL DAMATO
609-274-2751

THE CIVITAS FDN

Your Investment Manager - Private Investors / BLACKROCK EQTY DIV BAL (R)

December 01, 2012 - December 31, 2012

ASSETS	*December 31*	*November 30*
Cash/Money Accounts	**265,091.00**	32,647.00
Fixed Income	**312,111.00**	317,364.63
Equities	**146,073.63**	151,416.52
Mutual Funds	-	-
Options	-	-
Other	-	-
Subtotal (Long Portfolio)	**723,275.63**	501,428.15
Estimated Accrued Interest	**2,854.06**	2,679.74
TOTAL ASSETS	**$726,129.69**	$504,107 89

LIABILITIES		
Debit Balance	**(7,420.50)**	(4,986.15)
Short Market Value	-	-
NET PORTFOLIO VALUE	**$718,709.19**	$499,121.74

CASH FLOW	*This Statement*	*Year to Date*
Opening Cash/Money Accounts	**$27,660.85**	
CREDITS		
Funds Received	-	-
Electronic Transfers	-	-
Other Credits	-	-
Subtotal	-	-
DEBITS		
Electronic Transfers	-	-
Other Debits	**(22,716.12)**	(152,130.68)
ML Trust Fees	**(499.43)**	(6,701.79)
Non ML Trust Fees	**(7,500.00)**	(30,000.00)
Bill Payment	**250,000.00**	250,000.00
Subtotal	**$219,284.45**	$61,167.53
Net Cash Flow	**$219,284.45**	$61,167.53
Dividends/Interest Income	**1,484.06**	18,444 64
Security Purchases/Debits	**(14,202.53)**	(135,111.47)
Security Sales/Credits	**23,443.67**	294,435 16
Closing Cash/Money Accounts	**$257,670.50**	
Securities You Transferred In/Out	-	-

THE CIVITAS FDN

YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

December 01, 2012 - December 31, 2012

CASH/MONEY ACCOUNTS Description	Quantity	Total Cost Basis	Estimated Market Price	Estimated Market Value	Estimated Annual Income	Est. Annual Yield%
BIF MONEY FUND	262,782.00	262,782.00	1.0000	**262,782.00**	**105**	.04

GOVERNMENT AND AGENCY SECURITIES [1] Description	Acquired	Quantity	Adjusted/Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Accrued Interest	Estimated Annual Income	Current Yield%
Δ FEDERAL HOME LN MTG CORP *NOTES 04.875% NOV 15 2013* *MOODY'S: AAA S&P: AA+ CUSIP: 3134A4UK8* *ORIGINAL UNIT/TOTAL COST: 110.4476/3,313.43*	03/26/09	3,000	3,061.82	104.1310	3,123.93	62.11	18.69	147	4.68
Δ FEDERAL HOME LN MTG CORP *ORIGINAL UNIT/TOTAL COST: 110.4620/1,104.62*	12/30/10	1,000	1,032.22	104.1310	1,041.31	9.09	6.23	49	4.68
Δ FEDERAL HOME LN MTG CORP *ORIGINAL UNIT/TOTAL COST: 109.3895/4,375.58*	02/11/11	4,000	4,120.73	104.1310	4,165.24	44.51	24.92	195	4.68
Δ FEDERAL HOME LN MTG CORP *ORIGINAL UNIT/TOTAL COST: 108.4548/8,676.39*	12/20/11	8,000	8,312.00	104.1310	8,330.48	18.48	49.83	390	4.68
Subtotal		16,000	16,526.77		**16,660.96**	134.19	99.67	**781**	4.68
Δ U.S. TREASURY NOTE *2.375% AUG 31 2014 02.375% AUG 31 2014* *MOODY'S: AAA S&P: *** CUSIP: 912828LK4* *ORIGINAL UNIT/TOTAL COST: 102.5705/2,051 41*	02/11/11	2,000	2,024.52	103 5390	2,070.78	46.26	16 01	48	2.29
Δ U.S. TREASURY NOTE *ORIGINAL UNIT/TOTAL COST: 105.3480/5,267.40*	12/20/11	5,000	5,165.53	103.5390	5,176.95	11.42	40.02	119	2.29
Subtotal		7,000	7,190.05		**7,247.73**	57.68	56.03	**167**	2.29
Δ U.S. TREASURY NOTE *1.250% SEP 30 2015 01.250% SEP 30 2015* *MOODY'S: AAA S&P: *** CUSIP: 912828NZ9* *ORIGINAL UNIT/TOTAL COST: 102.5275/7,176 93*	12/20/11	7,000	7,129.16	102.5000	**7,175.00**	45.84	22 12	**88**	1.21

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THE CIVITAS FDN

YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

December 01, 2012 - December 31, 2012

GOVERNMENT AND AGENCY SECURITIES [1] (continued) Description	Acquired	Quantity	Adjusted/Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Accrued Interest	Estimated Annual Income	Current Yield%
Δ FEDERAL NATL MTG ASSOC NOTES 02.375% APR 11 2016 MOODY'S: AAA S&P: AA+ CUSIP: 3135G0BA0 ORIGINAL UNIT/TOTAL COST: 106.7490/12,809.88	08/02/12	12,000	12,722.49	106.2810	**12,753.72**	31.23	63.33	**285**	2.23
Δ U.S. TREASURY NOTE 2.000% APR 30 2016 02.000% APR 30 2016 MOODY'S: AAA S&P: *** CUSIP: 912828QF0 ORIGINAL UNIT/TOTAL COST: 101.5083/6,090.50	05/27/11	6,000	6,062.15	105.2110	6,312.66	250.51	20.22	120	1.90
Δ U.S. TREASURY NOTE ORIGINAL UNIT/TOTAL COST: 105 5003/6,330.02	12/20/11	6,000	6,253.18	105.2110	6,312.66	59.48	20.22	120	1.90
Subtotal		12,000	12,315.33		**12,625.32**	309.99	40.44	**240**	1.90
Δ U.S. TREASURY NOTE 1.000% OCT 31 2016 01.000% OCT 31 2016 MOODY'S: AAA S&P: *** CUSIP: 912828RM4 ORIGINAL UNIT/TOTAL COST: 100.6445/4,025.78	11/17/11	4,000	4,020 08	101.9060	4,076.24	56.16	6 74	40	.98
Δ U.S. TREASURY NOTE ORIGINAL UNIT/TOTAL COST: 100.7151/6,042.91	12/20/11	6,000	6,033.99	101.9060	6,114.36	80.37	10.11	60	.98
Subtotal		10,000	10,054.07		**10,190.60**	136.53	16.85	**100**	.98
Δ FEDERAL NATL MTG ASSOC NOTES 05.375% JUN 12 2017 MOODY'S: AAA S&P: AA+ CUSIP: 31398ADM1 ORIGINAL UNIT/TOTAL COST: 114.4450/1,144.45	02/17/09	1,000	1,082.24	120.2480	1,202.48	120.24	2.84	54	4.46
Δ FEDERAL NATL MTG ASSOC ORIGINAL UNIT/TOTAL COST: 112.2823/3,368.47	03/26/09	3,000	3,213.20	120.2480	3,607.44	394.24	8.51	162	4.46
Δ FEDERAL NATL MTG ASSOC ORIGINAL UNIT/TOTAL COST: 114.3750/2,287.50	12/30/10	2,000	2,204.19	120.2480	2,404.96	200.77	5.67	108	4.46

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YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

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GOVERNMENT AND AGENCY SECURITIES [1] (continued) Description	Acquired	Quantity	Adjusted/Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Accrued Interest	Estimated Annual Income	Current Yield%
Δ FEDERAL NATL MTG ASSOC	12/20/11	7,000	8,186.15	120 2480	8,417.36	231.21	19.86	377	4.46
ORIGINAL UNIT/TOTAL COST: 120.6915/8,448.41									
Subtotal		13,000	14,685.78		**15,632.24**	946 46	36.88	**701**	4 46
Δ U.S. TREASURY NOTE	08/02/12	7,000	7,404.76	105 5940	**7,391.58**	(13.18)	33.17	**132**	1.77
1.875% SEP 30 2017 01.875% SEP 30 2017									
*MOODY'S: AAA S&P: *** CUSIP: 912828PA2*									
ORIGINAL UNIT/TOTAL COST: 106.2660/7,438.62									
Δ U.S. TREASURY NOTE	06/24/10	1,000	1,026.70	116 1020	1,161.02	134.32	4 45	35	3 01
3.500% MAY 15 2020 03.500% MAY 15 2020									
*MOODY'S: AAA S&P: *** CUSIP: 912828ND8*									
ORIGINAL UNIT/TOTAL COST: 103.4490/1,034.49									
Δ U S. TREASURY NOTE	12/30/10	1,000	1,014 53	116 1020	1,161.02	146.49	4.45	35	3.01
ORIGINAL UNIT/TOTAL COST: 101.7890/1,017.89									
Δ U S. TREASURY NOTE	03/03/11	4,000	4,015.77	116 1020	4,644.08	628 31	17.79	140	3.01
ORIGINAL UNIT/TOTAL COST: 100.4770/4,019.08									
Δ U.S. TREASURY NOTE	12/20/11	6,000	6,794.46	116.1020	6,966.12	171.66	26.69	210	3.01
ORIGINAL UNIT/TOTAL COST: 114.9651/6,897 91									
Subtotal		12,000	12,851.46		**13,932.24**	1,080.78	53.38	**420**	3.01
U.S. TREASURY NOTE	10/28/10	2,000	1,989.77	109.8130	2,196.26	206 49	19.69	53	2.39
2.625% AUG 15 2020 02.625% AUG 15 2020									
*MOODY'S: AAA S&P: *** CUSIP: 912828NT3*									
U.S. TREASURY NOTE	12/30/10	1,000	941.45	109.8130	1,098.13	156.68	9.84	27	2.39
Δ U S. TREASURY NOTE	12/20/11	3,000	3,204.27	109 8130	3,294.39	90.12	29 53	79	2.39
ORIGINAL UNIT/TOTAL COST: 107.6606/3,229.82									
Subtotal		6,000	6,135.49		**6,588.78**	453.29	59.06	**159**	2.39

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December 01, 2012 - December 31, 2012

GOVERNMENT AND AGENCY SECURITIES ¹ (continued) Description	Acquired	Quantity	Adjusted/Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Accrued Interest	Estimated Annual Income	Current Yield%
U.S. TREASURY NOTE 2.125% AUG 15 2021 02.125% AUG 15 2021 MOODY'S: AAA S&P: *** CUSIP: 912828RC6	08/25/11	3,000	2,970 48	105.1250	3,153.75	183.27	23.91	64	2.02
Δ U.S. TREASURY NOTE ORIGINAL UNIT/TOTAL COST: 102.2503/3,067.51	12/20/11	3,000	3,060.90	105.1250	3,153.75	92.85	23.91	64	2.02
Δ U S. TREASURY NOTE ORIGINAL UNIT/TOTAL COST: 104.6996/5,234.98	10/26/12	5,000	5,230.76	105.1250	5,256.25	25.49	39.84	107	2.02
Subtotal		11,000	11,262.14		11,563.75	301.61	87.66	235	2.02
Δ U.S. TREASURY NOTE 2.000% FEB 15 2022 02.000% FEB 15 2022 MOODY'S: AAA S&P: *** CUSIP: 912828SF8 ORIGINAL UNIT/TOTAL COST: 100.7543/17,128.24	02/27/12	17,000	17,118.35	103.4140	17,580.38	462.03	127.50	340	1.93
U.S. TREASURY BOND 4.500% FEB 15 2036 04.500% FEB 15 2036 MOODY'S: AAA S&P: AAA< CUSIP: 912810FT0	03/03/11	5,000	4,957.05	131.6090	6,580.45	1,623.40	84.38	225	3.41
Δ U.S. TREASURY BOND ORIGINAL UNIT/TOTAL COST: 130.6371/7,838.23	12/20/11	6,000	7,782.34	131.6090	7,896.54	114.20	101.25	270	3 41
Subtotal		11,000	12,739.39		14,476.99	1,737.60	185.63	495	3.41
Δ U S. TREASURY BOND 3.125% FEB 15 2042 03.125% FEB 15 2042 MOODY'S: AAA S&P: *** CUSIP: 912810QU5 ORIGINAL UNIT/TOTAL COST: 100.2972/17,050 54	02/24/12	17,000	17,049.67	104.5630	17,775.71	726 04	199.22	532	2.98
Δ U.S. TREASURY BOND ORIGINAL UNIT/TOTAL COST: 106.2464/5,312.32	09/10/12	5,000	5,310.26	104.5630	5,228.15	(82.11)	58.59	157	2.98
Subtotal		22,000	22,359.93		23,003.86	643.93	257.81	689	2.98
TOTAL		163,000	170,495.17		176,823.15	6,327.98	1.139 53	4,832	2.73

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CORPORATE BONDS Description	Acquired	Quantity	Adjusted/Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Accrued Interest	Estimated Annual Income	Current Yield%
Δ GENERAL ELEC CAP CORP GLB 02.800% JAN 08 2013 MOODY'S: A1 S&P: AA+ CUSIP: 36962G4H4 ORIGINAL UNIT/TOTAL COST: 102.7310/6,163.86	06/07/11	6,000	6,002.04	100.0280	6,001.68	(0.36)	80.73	168	2.79
Δ GENERAL ELEC CAP CORP ORIGINAL UNIT/TOTAL COST: 102.0590/1,020.59	06/20/11	1,000	1,000.36✦	100.0280	1,000.28	(0.08)	13.46	28	2.79
Δ GENERAL ELEC CAP CORP ORIGINAL UNIT/TOTAL COST: 101.9140/4,076.56	12/20/11	4,000	4,001.44	100.0280	4,001.12	(0.32)	53.82	112	2.79
Subtotal		*11,000*	*11,003.84*		**11,003.08**	*(0.76)*	*148.01*	**308**	*2.79*
JPMORGAN CHASE & CO SUBORDINATED GLB 05.125% SEP 15 2014 MOODY'S: A3 S&P: A- CUSIP: 46625HBV1	03/26/09	4,000	3,573.56	106.3540	4,254.16	680.60	60.36	205	4.81
Δ JPMORGAN CHASE & CO ORIGINAL UNIT/TOTAL COST: 106.7330/1,067.33	12/30/10	1,000	1,032.02	106.3540	1,063.54	31.52	15.09	52	4.81
Δ JPMORGAN CHASE & CO ORIGINAL UNIT/TOTAL COST: 104.8920/6,293.52	12/20/11	6,000	6,186.36	106.3540	6,381.24	194.88	90.54	308	4.81
Subtotal		*11,000*	*10,791.94*		**11,698.94**	*907.00*	*165.99*	**565**	*4.81*
Δ CREDIT SUISSE FB USA INC BANK GUARANTEED GLB 04.875% JAN 15 2015 MOODY'S: A1 S&P: A+ CUSIP: 22541LAR4 ORIGINAL UNIT/TOTAL COST: 108.0440/5,402.20	03/25/11	5,000	5,221.16	107.7780	5,388.90	167.74	112.40	244	4.52
Δ CREDIT SUISSE FB USA INC ORIGINAL UNIT/TOTAL COST: 107.1170/1,071.17	04/07/11	1,000	1,033.73✦	107.7780	1,077.78	44.05	22.48	49	4.52
Δ CREDIT SUISSE FB USA INC ORIGINAL UNIT/TOTAL COST: 104.9850/3,149.55	12/20/11	3,000	3,101.17	107.7780	3,233.34	132.17	67.44	147	4.52
Subtotal		*9,000*	*9,356.06*		**9,700.02**	*343.96*	*202.32*	**440**	*4.52*

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CORPORATE BONDS (continued) Description	Acquired	Quantity	Adjusted/Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Accrued Interest	Estimated Annual Income	Current Yield%
GOLDMAN SACHS GROUP INC GLB 05.350% JAN 15 2016 MOODY'S: A3 S&P: A- CUSIP: 38141GEE0	02/26/09	1,000	891.52	110.5390	1,105.39	213.87	24.67	54	4.83
GOLDMAN SACHS GROUP INC	03/26/09	3,000	2,700 78	110.5390	3,316.17	615.39	74.01	161	4.83
Δ GOLDMAN SACHS GROUP INC ORIGINAL UNIT/TOTAL COST: 108.2290/1,082.29	12/30/10	1,000	1,051.43	110.5390	1,105.39	53.96	24.67	54	4.83
Δ GOLDMAN SACHS GROUP INC ORIGINAL UNIT/TOTAL COST: 102.3670/7,165.69	12/20/11	7,000	7,126.86	110 5390	7,737.73	610 87	172.69	375	4.83
Subtotal		12,000	11,770.59		**13,264.68**	1,494.09	296.04	**644**	4.83
Δ VERIZON COMMUNICATIONS GLB 03.000% APR 01 2016 MOODY'S: A3 S&P: A- CUSIP: 92343VAY0 ORIGINAL UNIT/TOTAL COST: 103.9410/5,197.05	08/25/11	5,000	5,141.54	106.4810	5,324.05	182.51	37.50	150	2.81
Δ VERIZON COMMUNICATIONS ORIGINAL UNIT/TOTAL COST: 104.9030/7,343.21	12/20/11	7,000	7,263.40	106.4810	7,453.67	190.27	52.50	210	2.81
Subtotal		12,000	12,404.94		**12,777.72**	372.78	90.00	**360**	2.81
Δ CHEVRON CORP GLB 01.104% DEC 05 2017 MOODY'S: AA1 S&P: AA CUSIP: 166764AA8 PAR CALL DATE: 11/05/17 PAR CALL PRICE: 100.00 ORIGINAL UNIT/TOTAL COST: 101.0000/13,130 00	12/03/12	13,000	13,128.23	100.6980	**13,090.74**	(37 49)	10.37	**144**	1.09
Δ AT&T INC GLB 05.500% FEB 01 2018 MOODY'S: A2 S&P: A- CUSIP: 00206RAJ1 ORIGINAL UNIT/TOTAL COST: 100.0310/2,000.62	02/17/09	2,000	2,000.40	119.1290	2,382.58	382.18	45.83	110	4.61
AT&T INC	03/26/09	3,000	2,931.54	119.1290	3,573 87	642.33	68.75	165	4.61

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CORPORATE BONDS (continued) Description	Acquired	Quantity	Adjusted/Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Accrued Interest	Estimated Annual Income	Current Yield%
Δ AT&T INC ORIGINAL UNIT/TOTAL COST: 110.5550/1,105 55	12/30/10	1,000	1,078.60	119 1290	1,191.29	112.69	22.92	55	4.61
Δ AT&T INC ORIGINAL UNIT/TOTAL COST: 115.6550/5,782.75	12/20/11	5,000	5,660.37	119 1290	5,956 45	296.08	114.58	275	4.61
Subtotal		11,000	11,670.91		**13,104.19**	1,433.28	252.08	**605**	4 61
Δ CISCO SYSTEMS INC GLB 04.950% FEB 15 2019 MOODY'S: A1 S&P: A+ CUSIP: 17275RAE2 ORIGINAL UNIT/TOTAL COST: 109.1894/5,459.47	06/07/11	5,000	5,375.98	118 3820	5,919.10	543.12	93.50	248	4.18
Δ CISCO SYSTEMS INC ORIGINAL UNIT/TOTAL COST: 116.0640/6,963 84	12/20/11	6,000	6,835.99	118.3820	7,102.92	266.93	112.20	297	4.18
Subtotal		11,000	12,211.97		**13,022.02**	810.05	205.70	**545**	4.18
Δ SHELL INTERNATIONAL FIN COMPANY GUARNT GLB 04.300% SEP 22 2019 MOODY'S: AA1 S&P: AA< CUSIP: 822582AJ1 ORIGINAL UNIT/TOTAL COST: 103.1770/6,190.62	03/25/11	6,000	6,156.08	115.8500	6,951.00	794.92	70.95	258	3.71
Δ SHELL INTERNATIONAL FIN ORIGINAL UNIT/TOTAL COST: 115.5770/5,778 85	12/21/11	5,000	5,683.97	115 8500	5,792.50	108.53	59.13	215	3.71
Subtotal		11,000	11,840.05		**12,743.50**	903.45	130.08	**473**	3.71
CITIGROUP INC GLB 04.500% JAN 14 2022 MOODY'S: BAA2 S&P: A- CUSIP: 172967FT3	11/17/11	3,000	2,871.54	111.5700	3,347.10	475.56	62.63	135	4.03
CITIGROUP INC	12/20/11	3,000	2,852.04	111.5700	3,347.10	495.06	62.63	135	4 03
Subtotal		6,000	5,723.58		**6,694.20**	970.62	125.26	**270**	4.03
Δ DEERE & COMPANY 02.600% JUN 08 2022 MOODY'S: A2 S&P: A CUSIP: 244199BE4	06/12/12	12,000	12,055.97	101.2600	**12,151.20**	95.23	19.93	**312**	2 56

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CORPORATE BONDS (continued) Description	Acquired	Quantity	Adjusted/Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Accrued Interest	Estimated Annual Income	Current Yield%
PAR CALL DATE: 03/08/22 PAR CALL PRICE: 100.00									
ORIGINAL UNIT/TOTAL COST: 100.4900/12,058 80									
Δ ANHEUSER-BUSCH INBEV WOR	07/16/12	6,000	6,080.62	100.6260	**6,037.56**	(43.06)	68.75	**150**	2.48
COMPANY GUARNT GLB 02.500% JUL 15 2022									
MOODY'S: A3 S&P: A< CUSIP: 03523TBP2									
ORIGINAL UNIT/TOTAL COST: 101.4000/6,084.00									
TOTAL		125,000	128,038 70		**135,287.85**	7,249.15	1,714 53	**4,816**	3.56

PLEASE REFER TO NOTES BELOW FOR INFORMATION REGARDING CREDIT RATINGS.

EQUITIES Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Current Yield%
ABBOTT LABS	ABT	05/18/06	7	42 0385	294.27	65.5000	458.50	164.23	4	.85
		12/20/11	16	54.8300	877.28	65.5000	1,048.00	170.72	9	.85
Subtotal			23		1,171.55		**1,506.50**	334.95	**13**	.85
ACE LIMITED	ACE	10/06/11	6	60.7016	364.21	79.8000	478.80	114.59	12	2.45
		12/20/11	8	67.9300	543 44	79.8000	638.40	94.96	16	2.45
Subtotal			14		907.65		**1,117.20**	209.55	**28**	2.45
AMER EXPRESS COMPANY	AXP	12/15/10	11	46 5600	512.16	57.4800	632.28	120 12	9	1.39
		12/20/11	11	46 8600	515.46	57.4800	632.28	116.82	9	1.39
Subtotal			22		1,027.62		**1,264.56**	236.94	**18**	1.39
AT&T INC	T	07/23/08	15	33.2380	498 57	33.7100	505.65	7.08	27	5.33
		08/06/08	16	32.9687	527.50✦	33.7100	539.36	11.86	29	5.33
		03/25/09	15	26.4000	396.00	33.7100	505.65	109 65	27	5.33
		12/20/11	27	28.9300	781.11	33.7100	910.17	129.06	49	5.33
Subtotal			73		2,203.18		**2,460.83**	257.65	**132**	5.33

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EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Current Yield%
BANK OF NOVA SCOTIA	BNS	07/23/08	15	49.7306	745.96	57.8800	868.20	122.24	35	3.97
		08/06/08	8	50.5012	404.01✦	57.8800	463.04	59.03	19	3.97
		12/20/11	10	48.3500	483.50	57.8800	578.80	95.30	23	3.97
Subtotal			33		1,633.47		**1,910.04**	276.57	**77**	3.97
BHP BILLITON LTD ADR	BHP	07/23/08	1	72.8600	72.86	78.4200	78.42	5.56	3	2.85
		03/25/09	10	46.0200	460.20	78.4200	784.20	324.00	23	2.85
		12/20/11	26	70.4600	1,831.96	78.4200	2,038.92	206.96	59	2.85
Subtotal			37		2,365.02		**2,901.54**	536.52	**85**	2.85
BRISTOL-MYERS SQUIBB CO	BMY	04/07/09	32	20.4681	654.98	32.5900	1,042.88	387.90	45	4.29
		12/20/11	47	34.7100	1,631.37	32.5900	1,531.73	(99.64)	66	4.29
Subtotal			79		2,286.35		**2,574.61**	288.26	**111**	4.29
CANADIAN NATL RAILWAY CO	CNI	08/27/09	11	49.3063	542.37	91.0100	1,001.11	458.74	17	1.65
		12/20/11	12	74.8600	898.32	91.0100	1,092.12	193.80	19	1.65
Subtotal			23		1,440.69		**2,093.23**	652.54	**36**	1.65
CATERPILLAR INC DEL	CAT	10/15/09	11	54.0409	594.45	89.6085	985.69	391.24	23	2.32
		12/23/10	5	94.1500	470.75	89.6085	448.04	(22.71)	11	2.32
		12/20/11	18	90.1800	1,623.24	89.6085	1,612.95	(10.29)	38	2.32
Subtotal			34		2,688.44		**3,046.68**	358.24	**72**	2.32
CENTURYLINK INC SHS	CTL	01/05/10	16	27.2525	436.04	39.1200	625.92	189.88	47	7.41
		12/20/11	19	35.6500	677.35	39.1200	743.28	65.93	56	7.41
Subtotal			35		1,113.39		**1,369.20**	255.81	**103**	7.41
CHEVRON CORP	CVX	04/14/03	10	32.1650	321.65	108.1400	1,081.40	759.75	36	3.32
		03/25/09	5	70.0400	350.20	108.1400	540.70	190.50	18	3.32
		12/20/11	20	102.7800	2,055.60	108.1400	2,162.80	107.20	72	3.32
Subtotal			35		2,727.45		**3,784.90**	1,057.45	**128**	3.32

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EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Current Yield%
CHUBB CORP	CB	07/23/08	11	48.6990	535.69	75.3200	828.52	292.83	19	2.17
		12/20/11	16	67.7000	1,083.20	75.3200	1,205.12	121.92	27	2.17
Subtotal			27		1,618 89		**2,033.64**	414.75	**46**	2.17
COCA COLA COM	KO	03/25/09	20	22.3550	447.10	36.2500	725.00	277.90	21	2.81
		12/20/11	30	34.0300	1,020.90	36.2500	1,087.50	66.60	31	2.81
Subtotal			50		1,468.00		**1,812.50**	344.50	**52**	2.81
COMCAST CRP NEW CL A SPL	CMCSK	02/16/11	21	23 9595	503.15	35.9200	754 32	251.17	14	1.80
		03/02/11	9	24.3600	219.24✦	35.9200	323.28	104.04	6	1.80
		12/20/11	15	23.3300	349.95	35.9200	538 80	188.85	10	1.80
Subtotal			45		1,072.34		**1,616.40**	544.06	**30**	1.80
CONOCOPHILLIPS	COP	04/14/03	11	19.7500	217.25	57.9900	637.89	420.64	30	4 55
		12/20/11	14	53 6000	750.40	57.9900	811.86	61.46	37	4.55
Subtotal			25		967.65		**1,449.75**	482.10	**67**	4.55
CONSOL ENERGY INC COM	CNX	07/23/08	9	80.0600	720.54	32.1000	288.90	(431.64)	5	1.55
		08/06/08	6	75.3716	452.23✦	32.1000	192.60	(259.63)	3	1.55
		12/20/11	6	36 4300	218.58	32.1000	192.60	(25.98)	3	1.55
Subtotal			21		1,391.35		**674.10**	(717.25)	**11**	1.55
DEERE CO	DE	07/23/08	13	72.3000	939.90	86.4200	1,123.46	183.56	24	2.12
		12/20/11	18	75.6100	1,360.98	86 4200	1,555.56	194.58	34	2.12
Subtotal			31		2,300.88		**2,679.02**	378.14	**58**	2.12
DIAGEO PLC SPSD ADR NEW	DEO	07/23/08	10	73.2050	732.05	116.5800	1,165.80	433.75	28	2.37
		12/20/11	16	84 8900	1,358 24	116 5800	1,865.28	507 04	45	2.37
Subtotal			26		2,090.29		**3,031.08**	940.79	**73**	2.37
DOMINION RES INC NEW VA	D	07/09/09	19	32.9031	625 16	51.8000	984.20	359 04	41	4.07
		12/20/11	26	51.5100	1,339 26	51 8000	1,346.80	7.54	55	4.07
Subtotal			45		1,964.42		**2,331.00**	366.58	**96**	4.07

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EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Current Yield%
DOW CHEMICAL CO	DOW	06/06/11	13	35.1300	456.69	32.3294	420.28	(36 41)	17	3.95
		06/20/11	7	33.6514	235.56◆	32.3294	226 31	(9.25)	9	3.95
		12/20/11	8	26 7200	213 76	32.3294	258.64	44.88	11	3.95
Subtotal			28		906 01		**905.23**	*(0.78)*	**37**	3 95
DU PONT E I DE NEMOURS	DD	01/23/08	24	44.1083	1,058 60	44.9785	1,079.48	20.88	42	3 82
		12/20/11	33	44.4100	1,465 53	44 9785	1,484.29	18.76	57	3 82
Subtotal			57		*2,524.13*		**2,563.77**	*39.64*	**99**	3 82
ENBRIDGE INC COM	ENB	07/23/08	19	21.2884	404 48	43.3200	823.08	418.60	25	2.93
		12/20/11	29	35.5500	1,030.95	43.3200	1,256.28	225 33	37	2.93
Subtotal			48		*1,435.43*		**2,079.36**	*643.93*	**62**	2.93
EQT CORP	EQT	07/23/08	10	55 8160	558.16	58 9800	589.80	31.64	9	1.49
		12/20/11	12	54.8300	657 96	58.9800	707.76	49.80	11	1.49
Subtotal			22		*1,216.12*		**1,297.56**	*81.44*	**20**	1.49
EXXON MOBIL CORP COM	XOM	04/03/08	14	89 2200	1,249 08	86.5500	1,211.70	(37.38)	32	2.63
		03/25/09	5	70 9600	354 80	86.5500	432.75	77.95	12	2.63
		12/20/11	27	81.2800	2,194.56	86.5500	2,336 85	142.29	62	2.63
Subtotal			46		*3,798.44*		**3,981.30**	*182.86*	**106**	2.63
FIFTH THIRD BANCORP	FITB	12/20/12	20	15 1920	303 84	15.2000	304.00	.16	8	2.63
		12/21/12	51	15 1558	772.95	15.2000	775.20	2.25	21	2.63
Subtotal			71		*1,076.79*		**1,079.20**	*2.41*	**29**	2.63
FIRSTENERGY CORP	FE	07/23/08	12	74 0250	888.30	41.7600	501 12	(387.18)	27	5.26
		08/06/08	4	72.0275	288.11◆	41.7600	167.04	(121.07)	9	5.26
		12/20/11	10	43.0900	430.90	41.7600	417.60	(13 30)	22	5.26
Subtotal			26		*1,607.31*		**1,085.76**	*(521 55)*	**58**	5.26

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EQUITIES (continued) *Description*	*Symbol*	*Acquired*	*Quantity*	*Unit Cost Basis*	*Total Cost Basis*	*Estimated Market Price*	*Estimated Market Value*	*Unrealized Gain/(Loss)*	*Estimated Annual Income*	*Current Yield%*
GENERAL ELECTRIC	GE	10/23/06	24	35.6029	854.47	20.9900	503.76	(350.71)	19	3.62
		11/06/06	30	36.1630	1,084.89✦	20.9900	629.70	(455.19)	23	3.62
		12/14/10	15	17.8006	267.01	20.9900	314.85	47.84	12	3.62
		12/23/10	10	18.0900	180.90	20.9900	209.90	29.00	8	3.62
		12/20/11	42	17.3100	727.02	20.9900	881.58	154.56	32	3.62
Subtotal			121		3,114.29		**2,539.79**	(574.50)	**94**	3.62
GENERAL MILLS	GIS	03/31/09	12	25.1668	302.00	40.4200	485.04	183.04	16	3.26
		12/20/11	16	38.8650	621.84	40.4200	646.72	24.88	22	3.26
Subtotal			28		923.84		**1,131.76**	207.92	**38**	3.26
GENL DYNAMICS CORP COM	GD	07/23/08	10	88.9450	889.45	69.2700	692 70	(196.75)	21	2.94
		08/06/08	3	87.3100	261.93✦	69.2700	207.81	(54.12)	7	2.94
		12/20/11	8	64.3900	515.12	69.2700	554.16	39 04	17	2.94
Subtotal			21		1,666.50		**1,454.87**	(211.83)	**45**	2.94
HOME DEPOT INC	HD	04/09/10	15	33.1886	497.83	61.8500	927.75	429.92	18	1.87
		12/20/11	21	41.5000	871.50	61.8500	1,298.85	427.35	25	1.87
Subtotal			36		1,369.33		**2,226.60**	857.27	**43**	1.87
HONEYWELL INTL INC DEL	HON	04/06/11	9	58.9711	530.74	63.4700	571.23	40.49	15	2.58
		04/20/11	3	58.0633	174.19✦	63.4700	190.41	16.22	5	2.58
		12/20/11	7	53.8500	376.95	63.4700	444.29	67.34	12	2.58
Subtotal			19		1,081.88		**1,205.93**	124.05	**32**	2.58
INTEL CORP	INTC	09/16/09	27	19.7070	532.09	20.6200	556.74	24.65	25	4.36
		12/20/11	32	23.8000	761.60	20.6200	659 84	(101.76)	29	4.36
Subtotal			59		1,293.69		**1,216.58**	(77.11)	**54**	4.36
INTL BUSINESS MACHINES *CORP IBM*	IBM	07/23/08	6	129.5533	777.32	191.5500	1,149.30	371.98	21	1.77
		12/20/11	8	185.8700	1,486.96	191.5500	1,532 40	45 44	28	1.77
Subtotal			14		2,264.28		**2,681.70**	417.42	**49**	1.77

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December 01, 2012 - December 31, 2012

EQUITIES (continued) *Description*	*Symbol*	*Acquired*	*Quantity*	*Unit Cost Basis*	*Total Cost Basis*	*Estimated Market Price*	*Estimated Market Value*	*Unrealized Gain/(Loss)*	*Estimated Annual Income*	*Current Yield%*
JOHNSON AND JOHNSON COM	JNJ	03/25/09	1	53.0200	53.02	70.1000	70.10	17.08	3	3 48
		05/17/11	9	66 3777	597.40	70.1000	630.90	33.50	22	3.48
		12/20/11	13	64 2400	835.12	70.1000	911.30	76.18	32	3.48
		08/29/12	6	67 7266	406 36	70.1000	420.60	14.24	15	3.48
Subtotal			29		1,891.90		**2,032.90**	*141.00*	**72**	*3.48*
JOHNSON CONTROLS INC	JCI	03/14/11	4	40.5425	162.17	30.6700	122.68	(39.49)	4	2.47
		03/15/11	8	39 0512	312.41	30.6700	245.36	(67.05)	7	2.47
		03/28/11	6	37.3650	224.19✦	30 6700	184.02	(40.17)	5	2.47
		12/20/11	9	29.1000	261.90	30.6700	276.03	14.13	7	2.47
Subtotal			27		960.67		**828.09**	*(132.58)*	**23**	*2.47*
JPMORGAN CHASE & CO	JPM	10/10/08	6	37 2466	223.48	43 9691	263.81	40.33	8	2.72
		10/24/08	23	35.6269	819.42✦	43.9691	1,011.29	191.87	28	2.72
		05/05/09	38	35.0315	1,331.20	43 9691	1,670.83	339.63	46	2.72
		12/20/11	33	31.7400	1,047.42	43.9691	1,450.98	403.56	40	2.72
Subtotal			100		3,421.52		**4,396.91**	*975.39*	**122**	*2.72*
KIMBERLY CLARK	KMB	03/25/09	5	47 0500	235.25	84.4300	422.15	186 90	15	3.50
		12/20/11	13	72.0000	936.00	84.4300	1,097.59	161.59	39	3.50
Subtotal			18		1,171.25		**1,519.74**	*348.49*	**54**	*3.50*
LIMITED BRANDS INC	LTD	02/17/11	6	33 2116	199.27	47.0600	282.36	83.09	6	2.12
		08/23/11	10	35.3200	353.20	47.0600	470 60	117 40	10	2.12
		12/20/11	21	38.5000	808.50	47.0600	988.26	179 76	21	2.12
Subtotal			37		1,360.97		**1,741.22**	*380.25*	**37**	*2.12*
LORILLARD INC	LO	03/05/09	6	57.1750	343.05	116 6700	700.02	356.97	38	5.31
		12/20/11	9	110.2600	992.34	116.6700	1,050.03	57 69	56	5.31
Subtotal			15		1,335.39		**1,750.05**	*414 66*	**94**	*5.31*

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EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Current Yield%
MARATHON OIL CORP	MRO	02/28/08	9	32 3433	291.09	30 6600	275.94	(15.15)	7	2.21
		03/13/08	13	31.2246	405 92✦	30.6600	398.58	(7.34)	9	2.21
		03/25/09	10	16.1770	161.77	30.6600	306.60	144.83	7	2.21
		12/20/11	7	27.4100	191.87	30.6600	214.62	22.75	5	2.21
Subtotal			39		*1,050.65*		***1,195.74***	*145.09*	***28***	*2.21*
MARATHON PETROLEUM CORP	MPC	02/28/08	5	43.7580	218.79	63.0000	315 00	96.21	7	2.22
		03/13/08	6	41.4900	248 94✦	63.0000	378.00	129.06	9	2.22
		03/25/09	5	21.8840	109.42	63 0000	315.00	205.58	7	2.22
		12/20/11	4	32.3100	129.24	63.0000	252.00	122.76	6	2.22
Subtotal			20		*706.39*		***1,260.00***	*553 61*	***29***	*2.22*
MCDONALDS CORP COM	MCD	10/29/08	13	58.9946	766.93	88.2100	1,146 73	379 80	41	3.49
		12/20/11	19	98 4500	1,870.55	88.2100	1,675.99	(194.56)	59	3.49
Subtotal			32		*2,637.48*		***2,822.72***	*185.24*	***100***	*3.49*
MEADWESTVACO CORP	MWV	07/23/08	21	21.9057	480 02	31.8700	669.27	209.25	21	3.13
		12/20/11	24	25.8320	619.97	31.8700	764.88	144.91	24	3.13
Subtotal			45		*1,079.99*		***1,434.15***	*354.16*	***45***	*3.13*
MERCK AND CO INC SHS	MRK	07/23/08	2	31.8650	63.73	40.9400	81.88	18.15	4	4.20
		01/05/10	19	37.2536	707.82	40.9400	777.86	70.04	33	4.20
		12/20/11	26	36.6900	953.94	40 9400	1,064 44	110.50	45	4.20
Subtotal			47		*1,725.49*		***1,924.18***	*198.69*	***82***	*4.20*
MICROSOFT CORP	MSFT	07/15/10	9	25.6311	230.68	26 7097	240 39	9.71	9	3.44
		12/07/11	15	25 5660	383.49	26.7097	400.65	17.16	14	3.44
		12/20/11	31	25.9300	803 83	26.7097	828 00	24.17	29	3.44
Subtotal			55		*1,418.00*		***1,469.04***	*51.04*	***52***	*3.44*

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EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Current Yield%
NEXTERA ENERGY INC SHS	NEE	10/22/04	7	34.3614	240.53	69.1900	484.33	243.80	17	3 46
		03/25/09	5	51.9500	259.75	69 1900	345.95	86.20	12	3 46
		12/20/11	19	58 4600	1,110.74	69.1900	1,314.61	203.87	46	3 46
Subtotal			*31*		*1,611.02*		***2,144.89***	533.87	***75***	3.46
NORTHEAST UTILITIES COM	NU	07/23/08	15	24 8806	373.21	39 0800	586.20	212.99	21	3 51
		12/20/11	18	34 9500	629.10	39.0800	703.44	74.34	25	3.51
Subtotal			*33*		*1,002.31*		***1,289.64***	*287.33*	***46***	3 51
NORTHROP GRUMMAN CORP	NOC	07/23/08	9	61.3211	551.89	67.5800	608.22	56.33	20	3 25
		08/06/08	4	60.4825	241.93✦	67.5800	270.32	28 39	9	3 25
		12/20/11	7	56.8600	398.02	67.5800	473.06	75.04	16	3 25
Subtotal			*20*		*1,191.84*		***1,351.60***	159.76	***45***	3.25
OCCIDENTAL PETE CORP CAL	OXY	07/23/08	6	72.9483	437.69	76.6100	459 66	21 97	13	2.81
		03/25/09	5	59.2500	296.25	76.6100	383.05	86.80	11	2.81
		12/20/11	14	90.7500	1,270.50	76 6100	1,072.54	(197.96)	31	2.81
Subtotal			*25*		*2,004.44*		***1,915.25***	*(89.19)*	***55***	2.81
PEABODY ENERGY CORP COM	BTU	07/23/08	10	63.3150	633.15	26.6100	266 10	(367 05)	4	1.27
		08/06/08	6	57.3766	344.26✦	26 6100	159.66	(184.60)	3	1.27
		12/20/11	6	32.5900	195.54	26.6100	159.66	(35.88)	3	1.27
Subtotal			*22*		*1,172.95*		***585.42***	*(587.53)*	***10***	*1.27*
PFIZER INC	PFE	10/19/09	30	17.5150	525.45	25.0793	752.38	226.93	29	3.82
		12/20/11	48	21.3300	1,023.84	25.0793	1,203.81	179 97	47	3.82
Subtotal			*78*		*1,549.29*		***1,956.19***	406.90	***76***	3.82
PHILIP MORRIS INTL INC	PM	10/29/08	7	43.2171	302.52	83.6400	585 48	282 96	24	4.06
		03/25/09	10	39.2300	392.30	83.6400	836.40	444 10	34	4.06
		12/20/11	23	76.2500	1,753.75	83.6400	1,923.72	169 97	79	4.06
Subtotal			*40*		*2,448.57*		***3,345.60***	897.03	**137**	4.06

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EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Current Yield%
PHILLIPS 66 SHS	PSX	04/14/03	5	11.7380	58 69	53.1000	265.50	206.81	5	1.88
		12/20/11	7	31 8585	223.01	53.1000	371.70	148 69	7	1.88
Subtotal			12		281.70		**637.20**	355.50	**12**	1.88
PRAXAIR INC	PX	03/25/09	4	68.1300	272.52	109.4500	437.80	165.28	9	2.01
		12/20/11	12	105 0100	1,260.12	109.4500	1,313.40	53.28	27	2.01
Subtotal			16		1,532.64		**1,751.20**	218.56	**36**	2.01
PROCTER & GAMBLE CO	PG	07/23/08	14	64.6900	905 66	67.8900	950 46	44.80	32	3.31
		12/20/11	20	65.6500	1,313.00	67.8900	1,357.80	44.80	45	3.31
Subtotal			34		2,218.66		**2,308.26**	89.60	**77**	3.31
PRUDENTIAL FINANCIAL INC	PRU	06/10/10	10	57 1410	571.41	53.3300	533.30	(38.11)	16	3.00
		12/20/11	8	48 3200	386.56	53.3300	426.64	40.08	13	3.00
		08/29/12	10	54 5980	545.98	53.3300	533.30	(12.68)	16	3.00
Subtotal			28		1,503.95		**1,493.24**	(10.71)	**45**	3.00
PUB SVC ENTERPRISE GRP	PEG	03/06/09	15	25.1306	376.96	30.6000	459.00	82.04	22	4.64
		12/20/11	18	31.0300	558.54	30.6000	550.80	(7.74)	26	4.64
Subtotal			33		935.50		**1,009.80**	74.30	**48**	4.64
RAYTHEON CO DELAWARE NEW	RTN	07/23/08	16	56.8593	909.75	57.5600	920.96	11.21	32	3.47
		08/06/08	10	57.7500	577 50◆	57.5600	575.60	(1.90)	20	3.47
		12/20/11	15	46.7000	700.50	57.5600	863.40	162.90	30	3.47
Subtotal			41		2,187.75		**2,359.96**	172.21	**82**	3.47
RIO TINTO PLC SPNSRD ADR	RIO	07/23/08	13	95.5592	1,242 27	58 0900	755.17	(487.10)	22	2.84
		08/06/08	4	91.4425	365.77◆	58 0900	232 36	(133 41)	7	2.84
		12/20/11	9	48.7300	438 57	58.0900	522.81	84.24	15	2.84
Subtotal			26		2,046.61		**1,510.34**	(536.27)	**44**	2.84

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EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Current Yield%
SCHLUMBERGER LTD	SLB	02/19/08	10	87.1420	871.42	69.2986	692.99	(178 43)	11	1 58
		03/04/08	2	77.9900	155 98✦	69 2986	138.60	(17.38)	3	1.58
		12/20/11	8	67.8300	542.64	69.2986	554.39	11.75	9	1 58
Subtotal			20		*1,570.04*		**1,385.98**	(184.06)	**23**	1 58
SEMPRA ENERGY	SRE	10/06/09	8	50.9950	407.96	70 9400	567.52	159.56	20	3 38
		12/20/11	9	52.7700	474.93	70.9400	638.46	163.53	22	3 38
Subtotal			17		*882.89*		**1,205.98**	323.09	**42**	3.38
SOUTHERN COMPANY	SO	07/23/08	9	35.1455	316.31	42.8100	385.29	68 98	18	4.57
		03/25/09	10	30.8600	308 60	42.8100	428.10	119.50	20	4.57
		12/20/11	24	45.0000	1,080.00	42.8100	1,027.44	(52.56)	48	4 57
Subtotal			43		*1,704.91*		**1,840.83**	135.92	**86**	4.57
TORONTO DOMINION BANK	TD	07/27/11	4	81.5675	326.27	84.3300	337.32	11.05	13	3 68
		08/10/11	2	81.0350	162.07✦	84.3300	168.66	6.59	7	3 68
		08/17/11	2	83.3750	166.75✦	84.3300	168 66	1.91	7	3 68
		12/20/11	5	72.0500	360.25	84.3300	421.65	61.40	16	3.68
		08/30/12	4	81.3700	325.48	84.3300	337 32	11.84	13	3.68
Subtotal			17		*1,340.82*		**1,433.61**	92.79	**56**	3.68
TOTAL S.A. SP ADR	TOT	07/23/08	11	75.8409	834.25	52.0100	572 11	(262.14)	28	4.81
		08/06/08	7	72.3714	506.80✦	52.0100	364 07	(142.53)	18	4.81
		03/25/09	5	53.0600	265.30	52 0100	260.05	(5 25)	13	4.81
		12/20/11	15	48.4900	727 35	52.0100	780.15	52.80	38	4.81
Subtotal			38		*2,333.50*		**1,976.38**	(357.12)	**97**	4.81
TRAVELERS COS INC	TRV	03/11/08	19	47.7826	907.87	71.8200	1,364.58	456.71	35	2.56
		12/20/11	27	58.0100	1,566.27	71.8200	1,939.14	372.87	50	2.56
Subtotal			46		*2,474.14*		**3,303.72**	829.58	**85**	2.56

Merrill Lynch Wealth Management
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THE CIVITAS FDN

YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

December 01, 2012 - December 31, 2012

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Current Yield%
UNILEVER NV NY REG SHS	UN	07/23/08	29	29.2382	847.91	38.3000	1,110.70	262.79	31	2.72
		12/20/11	42	33 4000	1,402.80	38.3000	1,608.60	205.80	44	2.72
Subtotal			71		*2,250.71*		***2,719.30***	*468.59*	***75***	*2.72*
UNITED TECHS CORP COM	UTX	05/05/09	16	51.6006	825.61	82.0100	1,312.16	486.55	35	2 60
		12/20/11	19	73.8900	1,403.91	82.0100	1,558.19	154.28	41	2.60
Subtotal			35		*2,229.52*		***2,870.35***	*640.83*	***76***	*2.60*
US BANCORP (NEW)	USB	10/29/08	14	30.2435	423.41	31.9400	447.16	23.75	11	2.44
		11/12/08	19	30.1536	572.92◆	31.9400	606.86	33.94	15	2.44
		03/25/09	15	15.5700	233.55	31.9400	479.10	245 55	12	2.44
		12/20/11	17	26.1600	444 72	31.9400	542.98	98.26	14	2.44
Subtotal			65		*1,674.60*		***2,076.10***	*401.50*	***52***	*2.44*
V F CORPORATION	VFC	03/05/09	3	48 1733	144.52	150.9700	452.91	308.39	11	2.30
		03/25/09	5	59 3100	296.55	150.9700	754.85	458.30	18	2.30
		12/20/11	9	130.6500	1,175.85	150.9700	1,358.73	182.88	32	2.30
Subtotal			17		*1,616.92*		***2,566.49***	*949.57*	***61***	*2.30*
VERIZON COMMUNICATNS COM	VZ	04/20/06	20	29.4645	589.29	43.2700	865.40	276.11	42	4.76
		03/25/09	10	28 5330	285.33	43.2700	432.70	147.37	21	4.76
		12/20/11	56	38.9550	2,181.48	43.2700	2,423.12	241.64	116	4.76
Subtotal			86		*3,056.10*		***3,721.22***	*665.12*	***179***	*4.76*
VODAFONE GROP PLC SP ADR	VOD	07/23/08	21	26.9604	566.17	25.1900	528.99	(37.18)	32	5.95
		12/20/11	26	27.3600	711.36	25.1900	654.94	(56.42)	39	5.95
Subtotal			47		*1,277.53*		***1,183.93***	*(93.60)*	***71***	*5.95*
WAL-MART STORES INC	WMT	12/04/06	12	46.4566	557.48	68 2300	818.76	261.28	20	2.33
		12/20/11	14	58.7900	823.06	68.2300	955.22	132.16	23	2 33
Subtotal			26		*1,380.54*		***1,773.98***	*393.44*	***43***	*2.33*

THE CIVITAS FDN

YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

December 01, 2012 - December 31, 2012

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Current Yield%
WELLS FARGO & CO NEW DEL	WFC	07/23/08	44	30.9702	1,362.69	34 1800	1,503.92	141.23	39	2.57
		08/06/08	20	30.1505	603.01✦	34.1800	683.60	80.59	18	2.57
		12/20/11	40	25 8600	1,034.40	34.1800	1,367.20	332.80	36	2.57
Subtotal			104		3,000.10		**3,554.72**	554.62	**93**	2.57
WEYERHAEUSER CO	WY	09/02/10	32	15.5400	497.28	27.8200	890.24	392.96	22	2.44
		12/20/11	34	16.9300	575.62	27.8200	945.88	370.26	24	2.44
Subtotal			66		1,072.90		**1,836.12**	763.22	**46**	2.44
3M COMPANY	MMM	06/30/09	6	59.9850	359.91	92.8500	557.10	197.19	15	2.54
		12/20/11	10	79.7700	797.70	92.8500	928.50	130 80	24	2.54
Subtotal			16		1,157.61		**1,485.60**	327 99	**39**	2.54
TOTAL					126,186.43		**146,073.63**	19,887.20	**4,650**	3.18
TOTAL PRINCIPAL INVESTMENTS					687,502.30		**720,966.63**	33,464 33	**14,403**	2.00

Notes

Δ Debt Instruments purchased at a premium show amortization θ Debt Instruments purchased at a discount show accretion

[1] Some agency securities are not backed by the full faith and credit of the United States government.

< Derived from Moody's and/or S & P ratings for other debt securities of this issuer and provided by a third party vendor.

✦Cost basis has been adjusted by the deferred loss amount from a previous "Wash Sale" and the acquisition date has been adjusted to include the holding period of the lot closed by that previous "Wash Sale".

For Credit Ratings: S&P and Moody's provide credit ratings on the credit quality of certain bonds and preferred stocks. For a credit enhanced security, Moody's and S&P publish and provide third party vendors the higher of the rating on the credit enhancer (guarantor) or the stand alone rating on the underlying security.

Principal Debit Balance **7,499.49**

Merrill Lynch
Wealth Management
Bank of America Corporation

THE CIVITAS FDN

YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF INCOME INVESTMENTS December 01, 2012 - December 31, 2012

CASH/MONEY ACCOUNTS Description	Quantity	Total Cost Basis	Estimated Market Price	Estimated Market Value	Estimated Annual Income	Est. Annual Yield%
CASH	78.99	78.99		78.99		
BIF MONEY FUND	2,309.00	2,309.00	1.0000	2,309.00	1	.04
TOTAL		2,387.99		**2,387.99**	1	.04
TOTAL INCOME INVESTMENTS		2,387.99		**2,387.99**		.04

LONG PORTFOLIO	Adjusted/Total Cost Basis	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Accrued Interest	Estimated Annual Income	Current Yield%
TOTAL PRINCIPAL/INCOME INVESTMENTS	689,890.29	**723,354.62**	33,464.33	2,854.06	**14,404**	1.99

YOUR TRUST MANAGEMENT ACCOUNT TRANSACTIONS

REALIZED GAINS/(LOSSES)

	Description	Quantity	Acquired Date	Liquidation Date	Sale Amount	Cost Basis	Gains/(Losses) * This Statement	Gains/(Losses) * Year to Date
	CITIGROUP INC 4 50% 2022	1000.0000	11/17/11	12/04/12	1,127.94	957.18	170 76	
Δ	CREDIT SUISSE FB 4 87% 15	1000.0000	03/25/11	12/04/12	1,080.38	1,045.64	34.74	
Δ	GENL ELEC CAP COR 2 80% 13	1000.0000	06/07/11	12/04/12	1,001.86	1,001.50	.36	
	JPMORGAN CHASE & 5.12% 14	1000.0000	02/17/09	12/04/12	1,066.85	965.55	101.30	
Δ	VERIZON COMMUN 3 00% 2016	1000.0000	08/25/11	12/04/12	1,069.45	1,028.87	40.58	
Δ	SHELL INTL FIN 4.30% 2019	1000.0000	03/25/11	12/04/12	1,161.00	1,026.25	134.75	
Δ	FEDERAL NATL MTG ASSOC	1000.0000	02/17/09	12/04/12	1,208.12	1,083.40	124.72	
Δ	US TSY 1.000% OCT 31 2016	1000.0000	11/17/11	12/04/12	1,021.91	1,005.11	16.80	
Δ	US TSY 2 000% APR 30 2016	1000.0000	05/27/11	12/04/12	1,055.23	1,010.57	44.66	
	US TSY 2.125% AUG 15 2021	1000.0000	08/25/11	12/04/12	1,061.60	990.16	71.44	
	AT&T INC	6.0000	07/23/08	11/30/12	203.63	199.79	3.84	
	BHP BILLITON LTD ADR	2.0000	07/23/08	11/30/12	144.60	145.84	(1.24)	
	BRISTOL-MYERS SQUIBB CO	5 0000	04/07/09	11/30/12	163.19	102.64	60 55	
	CHEVRON CORP	2 0000	04/14/03	11/30/12	210 99	64.45	146 54	
	CATERPILLAR INC DEL	2.0000	10/15/09	11/30/12	170.95	108.20	62 75	

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