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: RICHARD C MARQUARDT FAMILY FOUNDATION

A Employer identification number: 23-2896467

Number and street (or P O box number if mail is not delivered to street address): PO BOX 26

Room/suite:

B Telephone number: 570-563-1140

City or town, state, and ZIP code: WAVERLY, PA 18471-0026

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) ▶$ 1,481,859.

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

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

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

	Line		(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	1,413.		N/A	
	2	Check ▶ ☒ if the foundation is not required to attach Sch B				
	3	Interest on savings and temporary cash investments	15.	15.		STATEMENT 1
	4	Dividends and interest from securities	41,905.	41,905.		STATEMENT 2
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	67,439.			
	b	Gross sales price for all assets on line 6a 744,892.				
	7	Capital gain net income (from Part IV, line 2)		67,439.		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss)				
	11	Other income				
	12	**Total.** Add lines 1 through 11	110,772.	109,359.		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	0.	0.		0.
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees STMT 3	925.	0.		0.
	b	Accounting fees STMT 4	2,900.	0.		0.
	c	Other professional fees				
	17	Interest				
	18	Taxes STMT 5	1,115.	0.		0.
	19	Depreciation and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses STMT 6	11,505.	0.		0.
	24	**Total operating and administrative expenses.** Add lines 13 through 23	16,445.	0.		0.
	25	Contributions, gifts, grants paid	36,520.			36,520.
	26	**Total expenses and disbursements** Add lines 24 and 25	52,965.	0.		36,520.
	27	Subtract line 26 from line 12				
	a	Excess of revenue over expenses and disbursements	57,807.			
	b	**Net investment income** (if negative, enter -0-)		109,359.		
	c	**Adjusted net income** (if negative, enter -0-)			N/A	

RECEIVED MAY 28 2013 OGDEN, UT 803 IRS-OSC

SCANNED MAY 30 2013

223501 12-05-12 LHA **For Paperwork Reduction Act Notice, see instructions.** Form **990-PF** (2012)

G14 09

Part II Balance Sheets

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

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	62,416.	63,515.	63,515.
	2 Savings and temporary cash investments			
	3 Accounts receivable ▶			
	Less allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges	243.	840.	840.
	10a Investments - U S and state government obligations STMT 7	344,036.	323,480.	342,509.
	b Investments - corporate stock STMT 8	723,317.	751,965.	874,660.
	c Investments - corporate bonds STMT 9	143,707.	191,726.	200,335.
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other			
	14 Land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 Total assets (to be completed by all filers)	1,273,719.	1,331,526.	1,481,859.
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			
	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	0.	0.	
	28 Paid-in or capital surplus, or land, bldg , and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	1,273,719.	1,331,526.	
	30 Total net assets or fund balances	1,273,719.	1,331,526.	
	31 Total liabilities and net assets/fund balances	1,273,719.	1,331,526.	

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	1,273,719.
2	Enter amount from Part I, line 27a	2	57,807.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	1,331,526.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	1,331,526.

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	SALES OF SECURITIES	P		
b				
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	744,892.		677,453.	67,439.
b				
c				
d				
e				

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

	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a				67,439.
b				
c				
d				
e				

2 Capital gain net income or (net capital loss)	If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	2	67,439.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) If (loss), enter -0- in Part I, line 8		3	N/A

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2011	93,741.	1,461,670.	.064133
2010	103,314.	1,414,845.	.073021
2009	98,762.	1,355,721.	.072848
2008	44,675.	1,575,326.	.028359
2007	49,025.	1,755,493.	.027927

2 Total of line 1, column (d)	2	.266288
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	.053258
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	1,442,158.
5 Multiply line 4 by line 3	5	76,806.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1,094.
7 Add lines 5 and 6	7	77,900.
8 Enter qualifying distributions from Part XII, line 4	8	36,520.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 Date of ruling or determination letter ______ (attach copy of letter if necessary-see instructions)			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b		1	2,187.
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	2,187.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	0.
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-		5	2,187.
6	Credits/Payments			
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a 840.		
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	840.
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	1,347.
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶		10	
11	Enter the amount of line 10 to be **Credited to 2013 estimated tax** ▶	Refunded ▶	11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for 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 ▶ $ 0. (2) On foundation managers ▶ $ 0.			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ 0.			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	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
4a	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? N/A	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		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	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ NONE			
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 ▶ DEBRA L. JOHNSON, CPA Telephone no ▶570-563-1140

Located at ▶1310 LACKAWANNA TRAIL, CLARKS SUMMIT, PA ZIP+4 ▶18411

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

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

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

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

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

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

(3) Provide a grant to an individual for travel, study, or other similar purposes? [ ] Yes [X] No

(4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? [ ] Yes [X] 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 [X] No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)? N/A | 5b |

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

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

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

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? | 6b | | X |

If "Yes" to 6b, file Form 8870

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

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

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SALLY W. MARQUARDT PO BOX 26 WAVERLY, PA 18471	PRESIDENT & TREASURER 0.00	0.	0.	0.
RICHARD C. MARQUARDT, JR PO BOX 26 WAVERLY, PA 18471	VICE PRESIDENT & SECRETARY 0.00	0.	0.	0.
JUDY GRAZIANO PO BOX 26 WAVERLY, PA 18471	DIRECTOR 0.00	0.	0.	0.

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

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

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

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

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

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

Total number of others receiving over $50,000 for professional services ▶ 0

Part IX-A Summary of Direct Charitable Activities

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

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	
2	
All other program-related investments See instructions	
3	
Total. Add lines 1 through 3 ▶	0.

Form **990-PF** (2012)

223561
12-05-12

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities	1a	1,422,222.
b	Average of monthly cash balances	1b	41,898.
c	Fair market value of all other assets	1c	
d	**Total** (add lines 1a, b, and c)	1d	1,464,120.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) — 1e: 0.		
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	1,464,120.
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	21,962.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	1,442,158.
6	**Minimum investment return** Enter 5% of line 5	6	72,108.

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	72,108.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	2,187.		
b	Income tax for 2012 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	2,187.
3	Distributable amount before adjustments Subtract line 2c from line 1			3	69,921.
4	Recoveries of amounts treated as qualifying distributions			4	0.
5	Add lines 3 and 4			5	69,921.
6	Deduction from distributable amount (see instructions)			6	0.
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1			7	69,921.

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	36,520.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	36,520.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b	5	0.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	36,520.

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				69,921.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			0.	
b Total for prior years ___ , ___ , ___		0.		
3 Excess distributions carryover, if any, to 2012				
a From 2007				
b From 2008				
c From 2009 31,852.				
d From 2010 33,834.				
e From 2011 22,275.				
f Total of lines 3a through e	87,961.			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ $ 36,520.				
a Applied to 2011, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2012 distributable amount				36,520.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a))	33,401.			33,401.
6 **Enter the net total of each column as indicated below.**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	54,560.			
b Prior years' undistributed income Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b Taxable amount - see instructions		0.		
e Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount - see instr			0.	
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7	0.			
9 **Excess distributions carryover to 2013.** Subtract lines 7 and 8 from line 6a	54,560.			
10 Analysis of line 9				
a Excess from 2008				
b Excess from 2009				
c Excess from 2010 32,285.				
d Excess from 2011 22,275.				
e Excess from 2012				

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

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

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

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

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

1 **Information Regarding Foundation Managers:**

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

SALLY W. MARQUARDT

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

NONE

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

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

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

SEE STATEMENT 10

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				
THE VNA & HOSPICE FOUNDATION 1110 35TH LN #1 VERO BEACH, FL 32960		PUBLIC	TO FURTHER DESIGNATED WORK OF ORGANIZATIONS	500.
COVENANT PRESBYTERIAN CHURCH 550 MADISON AVENUE SCRANTON, PA 18510		PUBLIC	TO FURTHER DESIGNATED WORK OF ORGANIZATIONS	20,000.
AMOS LODGE #136 601 JEFFERSON AVENUE SCRANTON, PA 18510		PUBLIC	TO FURTHER DESIGNATED WORK OF ORGANIZATIONS	220.
EVERHART MUSEUM 1901 MULBERRY STREET SCRANTON, PA 18510		PUBLIC	TO FURTHER DESIGNATED WORK OF ORGANIZATIONS	250.
WVIA PUBLIC BROADCASTING 100 WVIA WAY PITTSTON, PA 18640		PUBLIC	TO FURTHER DESIGNATED WORK OF ORGANIZATIONS	250.
Total SEE CONTINUATION SHEET(S)			▶ 3a	36,520.
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 (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	15.	
4 Dividends and interest from securities			14	41,905.	
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	67,439.	
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.		109,359.	0.
13 Total Add line 12, columns (b), (d), and (e)				13	109,359.

(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)

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
		N/A	

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

b If "Yes," complete the following schedule

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

Sign Here

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

Frank W. Marquardt | Date | PRESIDENT & TREASURER

Signature of officer or trustee | Date | Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
FRANCIS J. MERKEL, CPA	FJMerkel	05/13/13		P01249556
Firm's name ▶ MCGRAIL MERKEL QUINN & ASSOCIATES, P.C.			Firm's EIN ▶ 23-2226550	
Firm's address ▶ 1173 CLAY AVENUE SCRANTON, PA 18510			Phone no (570) 961-0345	

Form **990-PF** (2012)

223622
12-05-12

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	AMOUNT
MERRILL LYNCH	15.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	15.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
MERRILL LYNCH	41,905.	0.	41,905.
TOTAL TO FM 990-PF, PART I, LN 4	41,905.	0.	41,905.

FORM 990-PF LEGAL FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	925.	0.		0.
TO FM 990-PF, PG 1, LN 16A	925.	0.		0.

FORM 990-PF ACCOUNTING FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	2,900.	0.		0.
TO FORM 990-PF, PG 1, LN 16B	2,900.	0.		0.

FORM 990-PF TAXES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES PAID	299.	0.		0.
TAX ON INVESTMENT INCOME	816.	0.		0.
TO FORM 990-PF, PG 1, LN 18	1,115.	0.		0.

FORM 990-PF OTHER EXPENSES STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MERRILL LYNCH INVESTMENT EXPENSES	11,505.	0.		0.
TO FORM 990-PF, PG 1, LN 23	11,505.	0.		0.

FORM 990-PF U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS STATEMENT 7

DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
MERRILL LYNCH ACCOUNT 6UY-04035 - GOVERNMENT	X		323,480.	342,509.
TOTAL U.S. GOVERNMENT OBLIGATIONS			323,480.	342,509.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			323,480.	342,509.

FORM 990-PF CORPORATE STOCK STATEMENT 8

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
MERRILL LYNCH ACCOUNT 6UY-04034 - STOCK	581,762.	684,273.
MERRILL LYNCH ACCOUNT 6UY-04105 - STOCK	170,203.	190,387.
TOTAL TO FORM 990-PF, PART II, LINE 10B	751,965.	874,660.

FORM 990-PF CORPORATE BONDS STATEMENT 9

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
MERRILL LYNCH ACCOUNT 6UY-04035 - CORPORATE	191,726.	200,335.
TOTAL TO FORM 990-PF, PART II, LINE 10C	191,726.	200,335.

FORM 990-PF GRANT APPLICATION SUBMISSION INFORMATION STATEMENT 10
PART XV, LINES 2A THROUGH 2D

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

CAWLEY, JOHNSON & SANDERS, P.C. C/O DEBRA JOHNSON, CPA
1310 LACKAWANNA TRAIL
CLARKS SUMMIT, PA 18411

TELEPHONE NUMBER

570-563-1140

FORM AND CONTENT OF APPLICATIONS

REQUESTS ON LETTERHEAD OF ORGANIZATION, DIRECT MAIL SOLICITATIONS, PHONE SOLICITATIONS ALL FOLLOWED BY RECEIPT OF LETTER OF ACKNOWLEDGMENT FROM THE ORGANIZATION AS REQUIRED BY THE IRS SUBSTANTIATION RULES

ANY SUBMISSION DEADLINES

NONE

RESTRICTIONS AND LIMITATIONS ON AWARDS

NONE

RICHARD C. MARQUARDT FAMILY FOUNDATION
INVESTMENT SUMMARY
DECEMBER 31, 2012

	SALES		
	AMOUNT	GROSS PROCEEDS	GAIN (LOSS)
SECURITIES			
6UY-04034	330,660.52	377,027.38	46,366.86
6UY-04035	215,316.78	231,339.32	16,022.54
6UY-04105	131,476.07	136,525.39	5,049.32
	677,453.37	**744,892.09**	**67,438.72**

THE RICHARD C MARQUARDT

EMA Fiscal Statement

REALIZED CAPITAL GAIN AND LOSS SUMMARY

Quantity	Security Description	Date of Acquisition	Date of Liquidation	Sale Amount	Cost Basis	Gain or (Loss)
155.0000	AIR PRODUCTS&CHEM	10/31/11	01/10/12	13,537.44	13,620.24	(82.80) ST
380.0000	SAP AG SHS Sold in 2011	08/26/10	12/29/11	19,797.62	16,705.18	3,092.44 LT
100.0000	SAP AG SHS	08/26/10	12/29/11	5,210.90	4,396.10	814.80 LT
94.0000	AMERICAN WTR WKS CO INC	12/28/09	02/10/12	3,195.94	2,103.64	1,092.30 LT
260.0000	AUTOMATIC DATA PROC	11/12/10	02/10/12	14,048.77	11,813.49	2,235.28 LT
115.0000	AUTOMATIC DATA PROC	02/15/11	02/10/12	6,213.89	5,695.55	518.34 ST
48.0000	CVS CAREMARK CORP	09/02/11	02/10/12	2,058.68	1,704.96	353.72 ST
14.0000	COSTCO WHOLESALE CRP DEL	04/23/10	02/10/12	1,172.62	841.92	330.70 LT
27.0000	CATERPILLAR INC DEL	09/28/10	02/10/12	3,009.09	2,153.25	855.84 LT
8.0000	COVIDIEN PLC SHS NEW	12/09/09	02/10/12	411.67	374.48	37.19 LT
16.0000	DIGITAL RLTY TR INC	12/09/09	02/10/12	1,102.86	768.95	333.91 LT
285.0000	DR PEPPER SNAPPLE GROUP	05/11/11	02/10/12	10,858.57	11,539.65	(681.08) ST
400.0000	DR PEPPER SNAPPLE GROUP	05/11/11	02/10/12	15,240.12	16,198.60	(958.48) ST
74.0000	ENBRIDGE INC COM	12/09/09	02/10/12	2,874.22	1,647.55	1,226.67 LT
26.0000	ENBRIDGE INC COM	01/13/10	02/10/12	1,009.86	586.30	423.56 LT
220.0000	ENBRIDGE INC COM	02/15/11	02/10/12	8,544.99	6,396.73	2,148.26 ST
18.0000	INTL BUSINESS MACHINES	02/12/07	02/10/12	3,448.91	1,776.00	1,672.91 LT
7.0000	MCDONALDS CORP COM	12/09/09	02/10/12	695.58	425.67	269.91 LT

PLEASE SEE REVERSE SIDE

Fiscal Statement

THE RICHARD C MARQUARDT

REALIZED CAPITAL GAIN AND LOSS SUMMARY

Quantity	Security Description	Date of Acquisition	Date of Liquidation	Sale Amount	Cost Basis	Gain or (Loss)
31.0000	NIKE INC CL B	05/04/11	02/10/12	3,259.28	2,550.06	709.22 ST
200.0000	PRICE T ROWE GROUP INC	08/10/10	02/10/12	11,815.77	9,796.88	2,018.89 LT
105.0000	PRICE T ROWE GROUP INC	08/10/10	02/10/12	6,204.16	5,143.36	1,060.80 LT
7.0000	ACE LIMITED	04/27/09	02/10/12	512.46	313.58	198.88 LT
100.0000	CARDINAL HEALTH INC OHIO	12/09/09	04/10/12	4,114.91	3,154.95	959.96 LT
550.0000	CARDINAL HEALTH INC OHIO	12/09/09	04/10/12	22,634.74	17,352.23	5,282.51 LT
22.0000	CARDINAL HEALTH INC OHIO	02/10/12	04/10/12	905.39	920.04	(14.65) ST
109.0000	INTL BUSINESS MACHINES	02/12/07	04/10/12	22,107.97	10,754.67	11,353.30 LT
22.0000	INTL BUSINESS MACHINES	05/26/09	04/10/12	4,462.16	2,300.03	2,162.13 LT
16.0000	INTL BUSINESS MACHINES	12/09/09	04/10/12	3,245.21	2,037.44	1,207.77 LT
55.0000	COSTCO WHOLESALE CRP DEL	04/23/10	06/22/12	5,014.80	3,307.55	1,707.25 LT
100.0000	TIFFANY & CO NEW	09/16/11	06/14/12	5,399.08	7,469.00	(2,069.92) ST
165.0000	TIFFANY & CO NEW	09/16/11	06/14/12	8,911.44	12,323.85	(3,412.41) ST
65.0000	TIFFANY & CO NEW	02/10/12	06/14/12	3,510.58	4,144.40	(633.82) ST
61.0000	AMER EXPRESS COMPANY	06/18/10	07/18/12	3,561.71	2,563.68	998.03 LT
77.0000	CVS CAREMARK CORP	09/02/11	07/18/12	3,731.35	2,735.04	996.31 ST
30.0000	DIAGEO PLC SPSD ADR NEW	02/10/12	07/18/12	3,160.13	2,802.60	357.53 ST
35.0000	DIGITAL RLTY TR INC	12/09/09	07/18/12	2,639.64	1,682.09	957.55 LT
300.0000	VIACOM INC NEW CL B	05/25/11	07/18/12	14,261.68	15,075.00	(813.32) LT
10.0000	VIACOM INC NEW CL B	05/25/11	07/18/12	475.44	502.50	(27.06) LT
90.0000	VIACOM INC NEW CL B	02/10/12	07/18/12	4,279.02	4,421.85	(142.83) ST
27.0000	VIACOM INC NEW CL B	02/10/12	07/18/12	1,283.79	1,326.55	(42.76) ST
153.0000	AIR PRODUCTS&CHEM	02/10/12	07/31/12	12,301.15	13,822.02	(1,520.87) ST
170.0000	WELLPOINT INC	09/16/11	07/31/12	9,049.76	11,265.05	(2,215.29) ST
100.0000	WELLPOINT INC	09/16/11	07/31/12	5,323.39	6,628.00	(1,304.61) ST
58.0000	WELLPOINT INC	02/10/12	07/31/12	3,087.57	3,714.32	(626.75) ST
48.0000	AMERICAN WTR WKS CO INC	12/28/09	10/19/12	1,783.64	1,074.20	709.44 LT
71.0000	COMCAST CORP NEW CL A	07/18/12	10/19/12	2,609.91	2,292.27	317.64 ST
53.0000	CATERPILLAR INC DEL	09/28/10	10/19/12	4,436.53	4,226.74	209.79 LT
7.0000	CATERPILLAR INC DEL	09/28/10	10/19/12	585.96	558.25	27.71 LT
53.0000	COVIDIEN PLC SHS NEW	12/09/09	10/19/12	2,997.29	2,480.92	516.37 LT
15.0000	DIAGEO PLC SPSD ADR NEW	02/10/12	10/19/12	1,693.46	1,401.30	292.16 ST
48.0000	DIGITAL RLTY TR INC	12/09/09	10/19/12	3,134.81	2,306.86	827.95 LT
20.0000	HONEYWELL INTL INC DEL	12/09/09	10/19/12	1,249.84	802.59	447.25 LT
40.0000	HOME DEPOT INC	06/14/12	10/19/12	2,472.34	2,075.20	397.14 ST
21.0000	INTUIT INC COM	12/29/11	10/19/12	1,256.82	1,105.67	151.15 ST
133.0000	MARATHON OIL CORP	11/12/10	10/19/12	4,078.36	2,680.42	1,397.94 LT
90.0000	ORACLE CORP $0.01 DEL	04/10/12	10/19/12	2,746.74	2,544.86	201.88 ST
340.0000	UNITED PARCEL SVC CL B	03/01/10	10/19/12	24,513.45	20,130.52	4,382.93 LT
28.0000	UNITED PARCEL SVC CL B	02/10/12	10/19/12	2,018.76	2,137.24	(118.48) ST

EMA Fiscal Statement

THE RICHARD C MARQUARDT

REALIZED CAPITAL GAIN AND LOSS SUMMARY

Quantity	Security Description	Date of Acquisition	Date of Liquidation	Sale Amount	Cost Basis	Gain or (Loss)
21.0000	VODAFONE GROP PLC SP ADR	06/23/11	10/19/12	596.18	552.72	43.46 LT
33.0000	VISA INC CL A SHRS	01/10/12	10/19/12	4,623.86	3,296.70	1,327.16 ST
19.0000	ACE LIMITED	04/27/09	10/19/12	1,526.43	851.13	675.30 LT
62.0000	WISCONSIN ENERGY CORP	03/01/10	10/19/12	2,381.99	1,525.66	856.33 LT
65.0000	WELLS FARGO & CO NEW DEL	02/10/12	10/19/12	2,221.65	1,964.61	257.04 ST
110.0000	AGILENT TECHNOLOGIES INC	04/10/12	12/12/12	4,420.25	4,631.62	(211.37) ST
25.0000	AMER EXPRESS COMPANY	06/18/10	12/12/12	1,440.97	1,050.69	390.28 LT
38.0000	AMERICAN WTR WKS CO INC	12/28/09	12/12/12	1,451.95	850.40	601.55 LT
31.0000	COMCAST CORP NEW CL A	07/18/12	12/12/12	1,160.30	1,000.85	159.45 ST
35.0000	CVS CAREMARK CORP	09/02/11	12/12/12	1,661.06	1,243.20	417.86 LT
21.0000	COSTCO WHOLESALE CRP DEL	04/23/10	12/12/12	2,066.77	1,262.88	803.89 LT
21.0000	CATERPILLAR INC DEL	09/28/10	12/12/12	1,852.58	1,674.75	177.83 LT
13.0000	C.H. ROBINSON WORLDWIDE,	10/19/12	12/12/12	806.63	789.59	17.04 ST
26.0000	COVIDIEN PLC SHS NEW	12/09/09	12/12/12	1,521.49	1,217.05	304.44 LT
10.0000	CITIGROUP INC COM NEW	10/19/12	12/12/12	372.49	372.80	(0.31) ST
21.0000	DIAGEO PLC SPSD ADR NEW	02/10/12	12/12/12	2,494.95	1,961.82	533.13 ST
16.0000	DIGITAL RLTY TR INC	12/09/09	12/12/12	1,055.66	768.95	286.71 LT
10.0000	HONEYWELL INTL INC DEL	12/09/09	12/12/12	613.89	401.29	212.60 LT
20.0000	HOME DEPOT INC	06/14/12	12/12/12	1,256.50	1,037.60	218.90 ST
25.0000	INTUIT INC COM	12/29/11	12/12/12	1,520.97	1,316.28	204.69 ST
26.0000	MCKESSON CORPORATION COM	07/31/12	12/12/12	2,533.64	2,364.18	169.46 ST
8.0000	MONSANTO CO NEW DEL COM	07/31/12	12/12/12	721.90	685.11	36.79 ST
26.0000	MARATHON OIL CORP	11/12/10	12/12/12	788.56	523.99	264.57 LT
9.0000	MCDONALDS CORP COM	12/09/09	12/12/12	805.66	547.29	258.37 LT
11.0000	MICROSOFT CORP	07/18/05	12/12/12	300.73	281.93	18.80 LT
9.0000	NIKE INC CL B	05/04/11	12/12/12	894.22	740.34	153.88 LT
75.0000	ORACLE CORP $0.01 DEL	04/10/12	12/12/12	2,404.45	2,120.71	283.74 ST
4.0000	SCHLUMBERGER LTD	09/28/10	12/12/12	291.95	240.21	51.74 LT
27.0000	UNITED TECHS CORP COM	12/09/09	12/12/12	2,191.81	1,808.39	383.42 LT
739.0000	VODAFONE GROP PLC SP ADR	06/23/11	12/12/12	19,222.21	19,450.48	(228.27) LT
11.0000	VODAFONE GROP PLC SP ADR	02/10/12	12/12/12	286.13	300.85	(14.72) ST
14.0000	VISA INC CL A SHRS	01/10/12	12/12/12	2,081.19	1,398.60	682.59 ST
4.0000	ACE LIMITED	04/27/09	12/12/12	321.67	179.19	142.48 LT
10.0000	WISCONSIN ENERGY CORP	03/01/10	12/12/12	376.60	246.07	130.53 LT
15.0000	WELLS FARGO & CO NEW DEL	02/10/12	12/12/12	506.39	453.37	53.02 ST
				402,035.90	351,783.34	
		480 SHS OF SAP AG SOLD IN 2011		(25,008.52)	(21,101.28)	
		DIGITAL REALTY COST BASIS ADJ PER 1099		-	(21.54)	
			TOTAL	377,027.38	330,660.52	46,366.86

PLEASE SEE REVERSE SIDE

EMA Fiscal Statement

THE RICHARD C MARQUARDT

REALIZED CAPITAL GAIN AND LOSS SUMMARY

Quantity	Security Description	Date of Acquisition	Date of Liquidation	Sale Amount	Cost Basis	Gain or (Loss)
5,000.0000	CREDIT SUISSE FB 6.50% 12	05/03/10	01/17/12	5,000.00	5,000.00	0.00
5,000.0000	USD ONTARIO PROVI 2.62% 12	07/12/10	01/20/12	5,000.00	5,000.00	0.00
1,000.0000	TARGET CORP 5.87%MAR01 12	02/28/06	02/01/12	1,003.95	1,000.58	3.37 LT
1,000.0000	TARGET CORP 5.87%MAR01 12	03/09/06	02/01/12	1,003.95	1,000.44	3.51 LT
3,000.0000	TARGET CORP 5.87%MAR01 12	05/07/08	02/01/12	3,011.85	3,003.11	8.74 LT
16,000.0000	FEDERAL NATL MTG ASSOC	03/25/10	02/01/12	16,024.00	15,940.62	83.38 LT
5,000.0000	US TSY 4.500% MAY 15 2038	08/19/08	02/01/12	6,491.00	5,030.08	1,460.92 LT
3,000.0000	US TSY 4.500% MAY 15 2038	08/19/08	03/07/12	3,827.44	3,018.02	809.42 LT
6,000.0000	US TSY 4.500% MAY 15 2038	10/29/09	03/07/12	7,654.91	6,149.39	1,505.52 LT
19,000.0000	US TSY 1.875% SEP 30 2017	10/28/10	04/20/12	19,880.90	18,880.58	1,000.32 LT
6,000.0000	US TSY 6.250% AUG 15 2023	05/09/07	04/04/12	8,283.72	6,710.47	1,573.25 LT
3,000.0000	US TSY 6.250% AUG 15 2023	05/07/08	04/04/12	4,141.87	3,454.04	687.83 LT
84,000.0000	FNMA P725690 06%2034	07/16/08	04/24/12	14,345.34	12,984.59	N/C
36,000.0000	FNMA P982892 04 50%2023	06/18/08	05/23/12	3,789.13	3,419.85	N/C
3,000.0000	ANHEUSER-BUSCH IN 3.00% 12	07/12/10	06/06/12	3,026.43	3,013.90	12.53 LT
5,000.0000	EKSPORTFINANS A/S 3.00% 14	01/06/10	06/06/12	4,740.50	4,952.40	(211.90) LT
5,000.0000	PEPSICO INC 4.65%FEB15 13	11/21/08	06/06/12	5,141.60	5,006.54	135.06 LT
17,000.0000	FEDERAL HOME LN MTG CORP	02/19/08	06/06/12	17,787.26	17,130.35	656.91 LT
2,000.0000	FEDERAL HOME LN MTG CORP	05/07/08	06/06/12	2,092.63	2,014.50	78.13 LT
12,000.0000	US TSY 2.625% AUG 15 2020	10/28/10	06/06/12	13,266.05	11,938.65	1,327.40 LT
20,000.0000	FNMA P888129 05 50%2037 COR	06/21/07	06/18/12	5,284.19	4,439.39	N/C
41,000.0000	FNMA P190379 05 50%2037 COR	09/13/10	06/18/12	10,537.03	9,851.40	N/C
5,000.0000	CONOCOPHILLIPS 4.60% 2015	05/21/09	07/19/12	5,492.30	5,067.69	424.61 LT
5,000.0000	JPMORGAN CHASE & 4.62% 21	02/01/12	07/19/12	5,532.90	5,226.84	306.06 ST
5,000.0000	DOW CHEMICAL CO/T 4.12% 21	02/01/12	08/13/12	5,470.75	5,257.87	212.88 ST
5,000.0000	USD BARRICK GOLD COR	12/06/11	07/31/12	5,256.70	5,102.66	154.04 ST
12,000.0000	US TSY 0.125% SEP 30 2013	06/18/12	07/30/12	11,989.18	11,979.42	9.76 ST
17,000.0000	FNMA P995265 05 50%2024 COR	06/19/09	08/20/12	4,327.58	4,006.20	N/C
5,000.0000	TARGET CORP 2.90%JAN15 22	01/12/12	10/16/12	5,354.65	4,999.55	355.10 ST
10,000.0000	US TSY 0.250% MAR 31 2014	04/04/12	10/25/12	9,998.01	9,980.89	17.12 ST
6,000.0000	CITIGROUP INC 4.50% 2022	12/06/11	11/07/12	6,637.98	5,842.56	795.42 ST
5,000.0000	MACYS RETAIL HLDG 3.87% 22	02/01/12	11/16/12	5,379.60	5,128.26	251.34 ST
4,000.0000	US TSY 3.125% MAY 15 2019	06/19/09	11/16/12	4,565.92	3,785.94	779.98 LT
				231,339.32	215,316.78	16,022.54

EMA Fiscal Statement

THE RICHARD C MARQUARDT

REALIZED CAPITAL GAIN AND LOSS SUMMARY

Quantity	Security Description	Date of Acquisition	Date of Liquidation	Sale Amount	Cost Basis	Gain or (Loss)
41.0000	ASSA ABLOY AB ADR	10/19/11	01/20/12	544.07	458.80	85.27 ST
66.0000	COMCAST CORP NEW CL A	07/25/11	01/26/12	1,755.68	1,649.34	106.34 ST
190.0000	FORTUM CORP SHS	07/29/11	01/20/12	790.74	1,002.72	(211.98) ST
126.0000	FORTUM CORP SHS	07/29/11	01/23/12	521.89	664.97	(143 08) ST
88.0000	FORTUM CORP SHS	08/01/11	01/23/12	364.50	466.87	(102 37) ST
32.0000	L OREAL CO ADR	09/22/11	01/19/12	671.98	615.86	56.12 ST
7.0000	L OREAL CO ADR	10/19/11	01/19/12	147.00	153.79	(6.79) ST
8.0000	PRAXAIR INC	07/09/08	01/18/12	875.91	742.48	133.43 LT
9.0000	PRAXAIR INC	03/18/10	01/18/12	985.41	737.53	247 88 LT
2.0000	TIFFANY & CO NEW	01/07/10	01/10/12	120.13	92.70	27 43 LT
25.0000	TIFFANY & CO NEW	07/07/10	01/10/12	1,501.76	932.51	569 25 LT
2.0000	AUTOZONE INC NEVADA COM	09/01/11	02/07/12	701.81	621.48	80.33 ST
1.0000	AUTOZONE INC NEVADA COM	09/01/11	02/08/12	348.07	310.74	37.33 ST
30.0000	CHINA CONSTRUCT UNSPN AD	02/26/10	02/09/12	486.12	439.42	46.70 LT
12.0000	MTN GROUP LTD-SPONS ADR	10/02/09	02/14/12	208.75	205.26	3.49 LT
22.0000	MTN GROUP LTD-SPONS ADR	10/02/09	02/15/12	384.22	376.32	7.90 LT
13.0000	MTN GROUP LTD-SPONS ADR	08/23/10	02/15/12	227.05	216.96	10 09 LT
27.0000	MTN GROUP LTD-SPONS ADR	08/23/10	02/16/12	457.11	450.61	6.50 LT
23.0000	MTN GROUP LTD-SPONS ADR	08/23/10	02/17/12	395.75	383.85	11.90 LT
4.0000	MTN GROUP LTD-SPONS ADR	03/31/11	02/17/12	68.83	81.20	(12 37) ST
26.0000	MTN GROUP LTD-SPONS ADR	03/31/11	02/21/12	454.54	527.82	(73.28) ST
17.0000	MTN GROUP LTD-SPONS ADR	03/31/11	02/21/12	293.80	345.12	(51.32) ST
4.0000	MERCADOLIBRE INC	08/03/10	02/07/12	373.40	242.55	130.85 LT
25.0000	ROGERS COMMUNICATIONS B	09/16/10	01/27/12	962.73	930.50	32 23 LT
69.0000	SCHNEIDER ELEC SA ADR	03/23/11	02/08/12	872.46	1,142.43	(269.97) ST
29.0000	SANDS CHINA LTD UNSP ADR	10/29/10	02/01/12	984.10	618.39	365.71 LT
10.0000	SANDS CHINA LTD UNSP ADR	10/29/10	02/09/12	363.01	213.24	149.77 LT
46.0000	KASIKORNBANK PCL (F)	11/01/11	02/09/12	200.09	187.81	12.28 ST
69.0000	KASIKORNBANK PCL (F)	11/02/11	02/09/12	300.14	283.80	16.34 ST
37.0000	ACTIVISION BLIZZARD INC	07/22/10	03/19/12	457.26	433.38	23.88 LT
93.0000	ACTIVISION BLIZZARD INC	08/06/10	03/19/12	1,149.33	1,022.36	126.97 LT
1.0000	APPLE INC	12/18/08	03/07/12	535.74	90.44	445.30 LT
40.0000	COMCAST CORP NEW CL A	07/25/11	03/27/12	1,212.94	999.60	213.34 ST
27.0000	E M C CORPORATION MASS	07/27/11	03/15/12	780.72	725.02	55 70 ST
11.0000	LAZARD LTD CL A	02/02/10	03/14/12	340.53	439.27	N/C
30.0000	LAZARD LTD CL A	08/25/10	03/14/12	928.73	981.77	N/C
3.0000	LAZARD LTD CL A	07/22/11	03/14/12	92.88	109.17	N/C
12.0000	LAZARD LTD CL A	07/22/11	03/15/12	360.00	436.68	N/C
24.0000	NITTO DENKO CORP ADR	01/15/10	03/19/12	993.82	1,005.91	(12 09) LT

PLEASE SEE REVERSE SIDE

Fiscal Statement

THE RICHARD C MARQUARDT

REALIZED CAPITAL GAIN AND LOSS SUMMARY

Quantity	Security Description	Date of Acquisition	Date of Liquidation	Sale Amount	Cost Basis	Gain or (Loss)
21.0000	NITTO DENKO CORP ADR	01/15/10	03/21/12	852.38	880.18	(27.80) LT
8.0000	NITTO DENKO CORP ADR	01/15/10	03/22/12	324.48	335.30	(10.82) LT
22.0000	ORACLE CORP $0.01 DEL	10/29/10	03/21/12	679.57	648.39	31.18 LT
8.0000	RIO TINTO PLC SPNSRD ADR	06/10/10	03/20/12	438.62	380.09	58.53 LT
23.0000	RIO TINTO PLC SPNSRD ADR	09/01/10	03/20/12	1,261.07	1,240.70	20.37 LT
2.0000	VERIZON COMMUNICATNS COM	08/16/10	03/27/12	78.22	60.16	18.06 LT
24.0000	VERIZON COMMUNICATNS COM	08/31/10	03/27/12	938.75	708.97	229.78 LT
711.0000	CHANGSHA ZOOMLION HEAVY	02/09/12	03/21/12	987.37	1,027.32	(39.95) ST
38.0000	ASSA ABLOY AB ADR	10/19/11	04/23/12	561.36	425.23	136.13 ST
1.0000	APPLE INC	12/18/08	04/11/12	632.40	90.45	541.95 LT
11.0000	GOLDMAN SACHS GROUP INC	08/25/10	04/17/12	1,303.02	1,586.44	(283.42) LT
3.0000	GOLDMAN SACHS GROUP INC	01/12/12	04/17/12	355.37	302.34	53.03 ST
53.0000	INFINEON TECHS AG SPDADR	11/18/11	04/13/12	507.97	425.77	82.20 ST
58.0000	INFINEON TECHS AG SPDADR	11/18/11	04/23/12	545.72	465.94	79.78 ST
15.0000	ING GP NV SPSD ADR	01/27/11	03/30/12	122.82	174.69	(51.87) LT
110.0000	ING GP NV SPSD ADR	06/03/11	03/30/12	900.73	1,292.24	(391.51) ST
34.0000	ING GP NV SPSD ADR	01/12/12	03/30/12	278.42	271.66	6.76 ST
17.0000	JPMORGAN CHASE & CO	10/03/11	04/25/12	733.55	495.62	237.93 ST
34.0000	LINDE AG SHS SP ADR	10/12/11	04/13/12	565.54	516.81	48.73 ST
35.0000	LINDE AG SHS SP ADR	10/13/11	04/13/12	582.18	530.46	51.72 ST
88.0000	L OREAL CO ADR	10/19/11	04/19/12	2,122.24	1,933.40	188.84 ST
73.0000	ORACLE CORP $0.01 DEL	10/29/10	04/11/12	2,070.50	2,151.47	(80.97) LT
27.0000	ORACLE CORP $0.01 DEL	12/29/11	04/11/12	765.81	695.77	70.04 ST
48.0000	SCHNEIDER ELEC SA ADR	03/23/11	04/23/12	566.97	794.73	(227.76) LT
9.0000	ANHEUSER-BUSCH INBEV ADR	11/22/11	05/15/12	637.53	522.23	115.30 ST
59.0000	ASSA ABLOY AB ADR	10/19/11	05/15/12	768.30	660.22	108.08 ST
29.0000	ASSA ABLOY AB ADR	10/19/11	05/24/12	377.05	324.51	52.54 ST
31.0000	ASSA ABLOY AB ADR	11/07/11	05/24/12	403.05	385.47	17.58 ST
9.0000	ASSA ABLOY AB ADR	11/08/11	05/24/12	117.02	110.65	6.37 ST
32.0000	ASSA ABLOY AB ADR	11/08/11	05/25/12	415.88	393.40	22.48 ST
23.0000	FOSTER WHEELER AG	12/21/10	05/04/12	514.64	794.12	(279.48) LT
10.0000	INFINEON TECHS AG SPDADR	11/18/11	05/17/12	81.17	80.33	0.84 ST
89.0000	INFINEON TECHS AG SPDADR	11/18/11	05/18/12	704.49	714.97	(10.48) ST
33.0000	INFINEON TECHS AG SPDADR	12/05/11	05/18/12	261.22	279.64	(18.42) ST
37.0000	JPMORGAN CHASE & CO	10/03/11	05/04/12	1,562.16	1,078.70	483.46 ST
9.0000	JPMORGAN CHASE & CO	01/12/12	05/04/12	379.99	329.08	50.91 ST
22.0000	LAM RESEARCH CORP COM	10/24/11	05/15/12	904.38	929.52	(25.14) ST
5.0000	MERCADOLIBRE INC	08/03/10	05/04/12	461.26	303.19	158.07 LT
4.0000	SPX CORP COM	02/26/10	05/04/12	291.38	240.33	51.05 LT
10.0000	VEECO INSTRUMENTS INC	12/10/10	05/16/12	359.39	476.82	(117.43) LT

PLEASE SEE REVERSE SIDE

THE RICHARD C MARQUARDT

EMA Fiscal Statement

REALIZED CAPITAL GAIN AND LOSS SUMMARY

Quantity	Security Description	Date of Acquisition	Date of Liquidation	Sale Amount	Cost Basis	Gain or (Loss)
91.0000	VALLOUREC SA	02/08/12	05/11/12	781.93	1,300.93	(519.00) ST
50.0000	VALLOUREC SA	02/09/12	05/11/12	429.64	730.29	(300 65) ST
10.0000	VERTEX PHARMCTLS INC	04/16/09	05/09/12	628.40	274.60	353.80 LT
9.0000	VERTEX PHARMCTLS INC	04/16/09	05/15/12	576.19	247.14	329 05 LT
118.0000	KASIKORNBANK PCL (F)	11/02/11	05/16/12	560.87	485.33	75.54 ST
3.0000	AGILENT TECHNOLOGIES INC	04/27/12	06/08/12	118.31	127.71	Wash N/C
4.0000	ANHEUSER-BUSCH INBEV ADR	11/22/11	06/08/12	271.48	232.10	39 38 ST
3.0000	ACTIVISION BLIZZARD INC	08/06/10	06/08/12	35.30	32.98	2 32 LT
8.0000	ACTIVISION BLIZZARD INC	09/28/10	06/08/12	94.16	87.85	6 31 LT
3.0000	ANADARKO PETE CORP	08/07/09	06/08/12	190.88	149.16	41 72 LT
1.0000	APPLE INC	12/18/08	06/08/12	578.18	90.44	487 74 LT
14.0000	ATMEL CORP COM	03/20/12	06/08/12	99.95	140.74	(40.79) ST
1.0000	AUTOZONE INC NEVADA COM	09/01/11	06/08/12	385.53	310.74	74.79 ST
4.0000	AVON PROD INC	05/11/12	06/08/12	63.67	84.08	(20.41) ST
1.0000	BRITISH AMN TOBACO SPADR	07/09/08	06/08/12	96.46	71.55	24.91 LT
2.0000	BRITISH AMN TOBACO SPADR	01/06/09	06/08/12	192.94	107.66	85.28 LT
6.0000	BNP PARIBAS SPONSORD ADR	12/05/11	06/08/12	107.63	134.36	(26.73) ST
2.0000	BERKSHIRE HATHAWAYINC	05/09/12	06/08/12	161.85	163.29	Wash (1.44) ST
12.0000	COMCAST CORP NEW CL A	07/25/11	06/08/12	362.15	299.88	62.27 ST
3.0000	COGNIZANT TECH SOLUTNS A	12/16/09	06/08/12	176.24	132.54	43.70 LT
3.0000	CHECK POINT SOFTWRE TECH	03/19/12	06/08/12	160.84	185.33	(24.49) ST
2.0000	CHEVRON CORP	04/07/10	06/08/12	201.31	155.58	45 73 LT
4.0000	CHINA CONSTRUCT UNSPN AD	02/26/10	06/08/12	54.55	58.59	(4.04) LT
2.0000	DBS GROUP HLDGS SPN ADR	03/19/12	06/08/12	81.67	92.23	(10 56) ST
4.0000	DISCOVERY COMMUNICATN	03/27/12	06/08/12	203.35	197.43	5 92 ST
1.0000	DONGFENG MOTOR GRP H UNS	05/03/12	06/08/12	83.69	94.89	(11.20) ST
6.0000	DIRECTV GROUP HLDNGS CLA	02/01/11	06/08/12	264.05	257.31	6.74 LT
8.0000	E M C CORPORATION MASS	07/27/11	06/08/12	197.03	214.82	(17.79) ST
3.0000	FOSTER WHEELER AG	12/21/10	06/15/12	51.94	103.58	(51.64) LT
44.0000	FOSTER WHEELER AG	05/17/11	06/15/12	761.90	1,437.92	(676.02) LT
2.0000	HALLIBURTON COMPANY	06/29/11	06/08/12	55.63	99.21	(43.58) ST
5.0000	IMPERIAL TOB GRP SPS ADR	03/23/11	06/08/12	368.49	309.61	58.88 LT
31.0000	INFINEON TECHS AG SPDADR	12/05/11	06/15/12	231.01	262.69	(31.68) ST
78.0000	INFINEON TECHS AG SPDADR	01/23/12	06/15/12	581.28	711.50	(130.22) ST
4.0000	JPMORGAN CHASE & CO	03/14/12	06/08/12	134.23	174.06	Wash N/C
7.0000	JOHNSON AND JOHNSON COM	08/11/11	06/08/12	440.50	434.66	5.84 ST
20.0000	LAM RESEARCH CORP COM	10/24/11	06/01/12	738.18	845.01	(106.83) ST
1.0000	LAM RESEARCH CORP COM	10/24/11	06/08/12	37.57	42.25	(4.68) ST
2.0000	LAM RESEARCH CORP COM	12/05/11	06/08/12	75.16	86.95	(11.79) ST
11.0000	LAM RESEARCH CORP COM	12/05/11	06/12/12	410.73	478.20	(67.47) ST

EMA Fiscal Statement

THE RICHARD C MARQUARDT

REALIZED CAPITAL GAIN AND LOSS SUMMARY

Quantity	Security Description	Date of Acquisition	Date of Liquidation	Sale Amount	Cost Basis	Gain or (Loss)
35.0000	LAM RESEARCH CORP COM	01/18/12	06/12/12	1,306.88	1,429.08	(122.20) ST
9.0000	LINDE AG SHS SP ADR	10/13/11	06/08/12	134.09	136.40	(2.31) ST
1.0000	MERCADOLIBRE INC	08/03/10	06/08/12	71.35	60.64	10.71 LT
6.0000	MASCO CORP	06/01/12	06/08/12	80.51	72.94	7.57 ST
10.0000	NIDEC CORPORATION ADR	06/20/11	06/08/12	203.79	226.47	(22.68) ST
26.0000	NIDEC CORPORATION ADR	06/20/11	06/25/12	501.56	588.81	(87.25) LT
24.0000	NIDEC CORPORATION ADR	06/20/11	06/26/12	457.17	543.51	(86.34) LT
6.0000	NISSAN MTR LTD SPN ADR	09/02/10	06/08/12	113.51	94.79	18.72 LT
3.0000	NATIONAL-OILWELL VARCO	01/11/12	06/08/12	199.13	221.06	(21.93) ST
2.0000	NOVARTIS ADR	09/09/10	06/08/12	104.83	107.20	(2.37) LT
5.0000	NOVARTIS ADR	09/21/10	06/08/12	262.10	282.69	(20.59) LT
9.0000	NTT DOCOMO INC SPD ADR	11/28/11	06/08/12	142.28	157.97	(15.69) ST
13.0000	OGX PETROLEO E-SPON ADR	07/07/10	06/08/12	64.08	140.99	(76.91) LT
31.0000	OGX PETROLEO E-SPON ADR	07/07/10	06/11/12	142.01	336.19	(194.18) LT
56.0000	OGX PETROLEO E-SPON ADR	07/07/10	06/12/12	248.54	607.32	(358.78) LT
34.0000	OGX PETROLEO E-SPON ADR	09/02/10	06/12/12	150.90	404.26	(253.36) LT
41.0000	OGX PETROLEO E-SPON ADR	01/27/11	06/12/12	181.98	459.72	(277.74) LT
4.0000	PHILIP MORRIS INTL INC	08/20/10	06/08/12	334.93	208.45	126.48 LT
23.0000	PFIZER INC	11/10/11	06/08/12	507.37	453.82	53.55 ST
2.0000	PRAXAIR INC	03/18/10	06/08/12	211.33	163.90	47.43 LT
3.0000	ROYAL DUTCH SHEL PLC	01/28/11	06/08/12	196.67	208.98	(12.31) LT
31.0000	RECKITT BENCKISER GR ADR	09/15/10	06/08/12	333.55	333.03	0.52 LT
6.0000	ROCHE HLDG LTD SPN ADR	12/16/11	06/08/12	240.29	254.83	(14.54) ST
7.0000	ROGERS COMMUNICATIONS B	09/16/10	06/08/12	242.19	260.54	(18.35) LT
2.0000	SPX CORP COM	02/26/10	06/08/12	141.41	120.17	21.24 LT
1.0000	SCHLUMBERGER LTD	06/02/10	06/08/12	64.26	54.47	9.79 LT
7.0000	SANOFI ADR	09/25/09	06/08/12	240.23	259.19	(18.96) LT
2.0000	SANOFI ADR	12/18/09	06/08/12	68.64	78.87	(10.23) LT
7.0000	SWATCH GROUP AG UNSPOND	11/02/10	06/08/12	136.35	137.99	(1.64) LT
8.0000	SCHNEIDER ELEC SA ADR	03/23/11	06/08/12	86.71	132.46	(45.75) LT
2.0000	SANDS CHINA LTD UNSP ADR	10/29/10	06/08/12	65.37	42.65	22.72 LT
4.0000	UNITED TECHS CORP COM	08/12/11	06/08/12	300.85	286.10	14.75 ST
4.0000	VEECO INSTRUMENTS INC	12/10/10	06/08/12	138.63	190.73	(52.10) LT
5.0000	VERIZON COMMUNICATNS COM	08/31/10	06/08/12	211.44	147.70	63.74 LT
17.0000	VODAFONE GROP PLC SP ADR	09/01/11	06/08/12	451.68	455.55	(3.87) ST
2.0000	VERTEX PHARMCTLS INC	04/16/09	06/08/12	114.11	54.92	59.19 LT
1.0000	WANT WANT CHINA-UNSPON	08/15/11	06/08/12	60.35	47.51	12.84 ST
1.0000	HENGAN INTL GROUP CO LTD	04/11/11	06/08/12	9.48	8.24	1.24 LT
10.0000	HENGAN INTL GROUP CO LTD	06/03/11	06/08/12	94.90	89.35	5.55 LT
66.0000	CHANGSHA ZOOMLION HEAVY	02/09/12	06/08/12	83.15	95.36	(12.21) ST

PLEASE SEE REVERSE SIDE

THE RICHARD C MARQUARDT

EMA Fiscal Statement

REALIZED CAPITAL GAIN AND LOSS SUMMARY

Quantity	Security Description	Date of Acquisition	Date of Liquidation	Sale Amount	Cost Basis	Gain or (Loss)
7.0000	XILINX INC	10/14/11	06/08/12	229.45	212.55	16 90 ST
16.0000	KASIKORNBANK PCL (F)	11/02/11	06/08/12	74.55	65.81	8 74 ST
7.0000	WELLS FARGO & CO NEW DEL	07/08/11	06/08/12	219.02	197.48	21 54 ST
25.0000	ANADARKO PETE CORP	08/07/09	07/05/12	1,661.37	1,242.98	418.39 LT
4.0000	DONGFENG MOTOR GRP H UNS	05/03/12	07/20/12	275.12	379.58	(104.46) ST
7.0000	DONGFENG MOTOR GRP H UNS	05/03/12	07/23/12	461.61	664.26	(202.65) ST
4.0000	DONGFENG MOTOR GRP H UNS	05/04/12	07/23/12	263.79	369.07	(105 28) ST
26.0000	JPMORGAN CHASE & CO	03/14/12	07/05/12	892.32	1,131.40	(239.08) ST
4.0000	JPMORGAN CHASE & CO	03/19/12	07/05/12	137.28	175.92	(38.64) ST
14.0000	JPMORGAN CHASE & CO	03/30/12	07/05/12	480.48	640.91	(160 43) ST
18.0000	JPMORGAN CHASE & CO	06/13/12	07/05/12	617.78	612.42	5.36 ST
1.0000	NIDEC CORPORATION ADR	06/20/11	06/27/12	19.17	22.65	(3 48) LT
17.0000	NIDEC CORPORATION ADR	06/21/11	06/27/12	325.93	388.91	(62 98) LT
31.0000	NIDEC CORPORATION ADR	06/21/11	06/28/12	586.35	709.18	(122 83) LT
35.0000	SANDS CHINA LTD UNSP ADR	10/29/10	07/25/12	994.43	746.33	248.10 LT
12.0000	SANDS CHINA LTD UNSP ADR	11/25/11	07/25/12	340.95	321.20	19.75 ST
298.0000	ZOOMLION HEAVY INDUSTRY	02/09/12	07/25/12	313.32	430.58	(117.26) ST
726.0000	ZOOMLION HEAVY INDUSTRY	02/09/12	07/26/12	779.00	1,049.00	(270 00) ST
5.0000	WELLS FARGO & CO NEW DEL	07/08/11	07/05/12	165.35	141.05	24.30 ST
23.0000	WELLS FARGO & CO NEW DEL	07/11/11	07/05/12	760.65	634.60	126.05 ST
4.0000	WELLS FARGO & CO NEW DEL	07/12/11	07/05/12	132.29	110.78	21.51 ST
2.0000	APPLE INC	12/18/08	07/27/12	1,146.09	180.89	965.20 LT
1.0000	APPLE INC	01/06/09	07/27/12	573.04	96.15	476.89 LT
5.0000	APPLE INC	07/01/10	07/27/12	2,865.24	1,240.33	1,624.91 LT
1.0000	APPLE INC	04/21/11	07/27/12	573.05	352.55	220.50 LT
86.0000	ATMEL CORP COM	03/20/12	08/10/12	505.75	864.58	(358.83) ST
104.0000	ATMEL CORP COM	03/20/12	08/13/12	603.68	1,045.53	(441.85) ST
70.0000	CHINA CONSTRUCT UNSPN AD	02/26/10	08/23/12	959.34	1,025.32	(65.98) LT
42.0000	CHINA CONSTRUCT UNSPN AD	06/03/11	08/23/12	575.61	768.92	(193.31) LT
17.0000	CHINA CONSTRUCT UNSPN AD	01/12/12	08/23/12	232.99	251.90	(18.91) ST
14.0000	NOVARTIS ADR	09/21/10	08/23/12	839.71	791.53	48.18 LT
7.0000	NOVARTIS ADR	10/08/10	08/23/12	419.86	406.58	13.28 LT
4.0000	VERIZON COMMUNICATNS COM	08/31/10	08/22/12	170.93	118.16	52.77 LT
32.0000	VERIZON COMMUNICATNS COM	09/09/10	08/22/12	1,367.47	986.22	381.25 LT
18.0000	VERIZON COMMUNICATNS COM	10/08/10	08/22/12	769.21	594.48	174.73 LT
14.0000	BAIDU INC SPON ADR	08/10/12	09/21/12	1,556.07	1,834.85	(278 78) ST
34.0000	BNP PARIBAS SPONSORD ADR	12/05/11	09/18/12	875.48	761.40	114 08 ST
25.0000	HALLIBURTON COMPANY	06/29/11	09/18/12	913.55	1,240.18	(326.63) LT

PLEASE SEE REVERSE SIDE

EMA Fiscal Statement

THE RICHARD C MARQUARDT

REALIZED CAPITAL GAIN AND LOSS SUMMARY

Quantity	Security Description	Date of Acquisition	Date of Liquidation	Sale Amount	Cost Basis	Gain or (Loss)
14.0000	JOHNSON AND JOHNSON COM	08/11/11	09/20/12	959.25	869.32	89.93 LT
22.0000	JOHNSON AND JOHNSON COM	08/11/11	09/24/12	1,518.94	1,366.07	152.87 LT
17.0000	NATIONAL-OILWELL VARCO	01/11/12	09/18/12	1,401.81	1,252.66	149.15 ST
3.0000	NOVARTIS ADR	10/08/10	09/18/12	180.11	174.25	5.86 LT
13.0000	NOVARTIS ADR	11/11/10	09/18/12	780.51	734.37	46.14 LT
3.0000	NOVARTIS ADR	04/20/11	09/18/12	180.12	173.10	7.02 LT
14.0000	UNITED TECHS CORP COM	08/12/11	09/18/12	1,141.72	1,001.35	140.37 LT
37.0000	ACTIVISION BLIZZARD INC	09/28/10	09/28/12	417.22	406.32	10.90 LT
46.0000	ACTIVISION BLIZZARD INC	09/28/10	10/01/12	513.00	505.16	7.84 LT
66.0000	ACTIVISION BLIZZARD INC	11/17/11	10/01/12	736.05	801.00	(64.95) ST
82.0000	ACTIVISION BLIZZARD INC	06/22/12	10/01/12	914.49	954.14	(39.65) ST
18.0000	AVON PROD INC	05/11/12	10/12/12	307.88	378.35	(70.47) ST
29.0000	AVON PROD INC	05/11/12	10/15/12	498.71	609.56	(110.85) ST
33.0000	AVON PROD INC	05/11/12	10/16/12	564.83	693.64	(128.81) ST
8.0000	AVON PROD INC	05/11/12	10/17/12	137.84	168.15	(30.31) ST
36.0000	CHECK POINT SOFTWRE TECH	03/19/12	10/17/12	1,490.11	2,224.01	(733.90) ST
16.0000	CHECK POINT SOFTWRE TECH	04/25/12	10/17/12	662.28	956.62	(294.34) ST
5.0000	JOHNSON AND JOHNSON COM	08/11/11	10/17/12	351.37	310.47	40.90 LT
17.0000	JOHNSON AND JOHNSON COM	08/12/11	10/17/12	1,194.70	1,084.65	110.05 LT
19.0000	LINDE AG SHS SP ADR	10/13/11	09/28/12	328.14	287.96	40.18 ST
21.0000	LINDE AG SHS SP ADR	10/14/11	09/28/12	362.69	323.84	38.85 ST
19.0000	LINDE AG SHS SP ADR	02/01/12	09/28/12	328.15	308.30	19.85 ST
13.0000	NOVARTIS ADR	04/20/11	10/12/12	801.67	750.08	51.59 LT
10.0000	NOVARTIS ADR	07/27/11	10/12/12	616.67	624.17	(7.50) LT
10.0000	NOVARTIS ADR	07/27/11	10/25/12	609.22	624.17	(14.95) LT
20.0000	NOVARTIS ADR	08/12/11	10/25/12	1,218.47	1,109.38	109.09 LT
25.0000	NTT DOCOMO INC SPD ADR	11/28/11	09/27/12	410.34	438.79	(28.45) ST
26.0000	NTT DOCOMO INC SPD ADR	11/28/11	09/28/12	424.12	456.35	(32.23) ST
29.0000	PFIZER INC	11/10/11	09/27/12	724.12	572.21	151.91 ST
51.0000	SCHNEIDER ELEC SA ADR	03/23/11	09/28/12	615.51	844.40	(228.89) LT
41.0000	SCHNEIDER ELEC SA ADR	03/23/11	09/28/12	494.82	663.67	(168.85) LT
45.0000	SCHNEIDER ELEC SA ADR	04/21/11	09/28/12	543.10	768.34	(225.24) LT
49.0000	SCHNEIDER ELEC SA ADR	09/30/11	09/28/12	591.39	538.02	53.37 ST
13.0000	UNITED TECHS CORP COM	08/12/11	10/25/12	1,013.41	929.82	83.59 LT
4.0000	UNITED TECHS CORP COM	09/02/11	10/25/12	311.83	285.15	26.68 LT
38.0000	KASIKORNBANK PCL (F)	11/02/11	10/18/12	215.51	156.29	59.22 ST
70.0000	KASIKORNBANK PCL (F)	11/03/11	10/18/12	397.00	282.44	114.56 ST
102.0000	KASIKORNBANK PCL (F)	11/03/11	10/22/12	571.70	411.55	160.15 ST
14.0000	KASIKORNBANK PCL (F)	01/13/12	10/22/12	78.48	52.27	26.21 ST
54.0000	KASIKORNBANK PCL (F)	01/13/12	10/19/12	305.95	201.61	104.34 ST

PLEASE SEE REVERSE SIDE

THE RICHARD C MARQUARDT

EMA Fiscal Statement

REALIZED CAPITAL GAIN AND LOSS SUMMARY

Quantity	Security Description	Date of Acquisition	Date of Liquidation	Sale Amount	Cost Basis	Gain or (Loss)
31.0000	COMCAST CORP NEW CL A	07/25/11	11/09/12	1,117.14	774.69	342.45 LT
4.0000	COMCAST CORP NEW CL A	07/25/11	11/27/12	145.91	99.96	45.95 LT
35.0000	COMCAST CORP NEW CL A	08/03/11	11/27/12	1,276.75	798.31	478.44 LT
6.0000	DIRECTV SHS	02/01/11	11/27/12	295.52	257.31	38.21 LT
16.0000	DIRECTV SHS	02/09/11	11/27/12	788.06	698.40	89.66 LT
18.0000	NTT DOCOMO INC SPD ADR	11/28/11	11/12/12	257.80	315.93	(58.13) ST
39.0000	NTT DOCOMO INC SPD ADR	11/28/11	11/12/12	562.36	684.52	(122.16) ST
1.0000	NTT DOCOMO INC SPD ADR	04/26/12	11/12/12	14.42	17.02	(2.60) ST
29.0000	NTT DOCOMO INC SPD ADR	04/26/12	11/13/12	414.40	493.64	(79.24) ST
27.0000	NTT DOCOMO INC SPD ADR	04/27/12	11/13/12	385.83	460.96	(75.13) ST
8.0000	SPX CORP COM	02/26/10	10/31/12	547.17	480.66	66.51 LT
10.0000	VERTEX PHARMCTLS INC	04/16/09	11/27/12	402.45	274.61	127.84 LT
24.0000	VERTEX PHARMCTLS INC	04/15/11	11/27/12	965.88	1,140.24	(174.36) LT
52.0000	ASML HOLDING NV ESCROESC	11/29/12	12/03/12	616.82	~~N/A~~	N/C
17.0000	IMPERIAL TOB GRP SPS ADR	03/23/11	11/30/12	1,359.35	1,052.69	306.66 LT
1.0000	JOHNSON AND JOHNSON COM	08/12/11	12/06/12	70.01	63.80	6.21 LT
12.0000	JOHNSON AND JOHNSON COM	08/19/11	12/06/12	840.17	761.30	78.87 LT
21.0000	JOHNSON AND JOHNSON COM	08/19/11	12/14/12	1,481.67	1,332.28	149.39 LT
60.0000	RECKITT BENCKISER GR ADR	09/15/10	12/12/12	760.13	644.58	115.55 LT
27.0000	ROGERS COMMUNICATIONS B	09/16/10	12/14/12	1,220.15	1,004.94	215.21 LT
1.0000	SPX CORP COM	02/26/10	12/11/12	62.93	60.08	2.85 LT
16.0000	SPX CORP COM	04/06/10	12/11/12	1,006.94	1,086.52	(79.58) LT
11.0000	SPX CORP COM	08/22/12	12/11/12	692.28	723.46	(31.18) ST
12.0000	SANOFI ADR	12/18/09	12/14/12	564.30	473.24	91.06 LT
12.0000	SANOFI ADR	12/18/09	12/17/12	562.86	473.24	89.62 LT
47.0000	SWATCH GROUP AG UNSPOND	11/02/10	12/12/12	1,150.61	926.53	224.08 LT
				136,522.86	130,993.16	
			52 SHS OF ASML HLDG - COST BASIS	-	530.79	
			ASML HLDG - CASH IN LIEU	2.53	2.79	
			WASH SALES LOSS DISALLOWED	-	(50.67)	
				136,525.39	131,476.07	5,049.32