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Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2012

Open to Public Inspection

For calendar year 2012 or tax year beginning , and ending

Name of foundation: HITCHCOCK MARGARET M FDN

A Employer identification number: 25-6018992

Number and street (or P O box number if mail is not delivered to street address): BNY Mellon, N A - P O Box 185 | Room/suite:

B Telephone number (see instructions): (412) 234-5892

City or town, state, and ZIP code: Pittsburgh PA 15230-0185

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)* ▶ $ 4,847,430

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

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

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

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)				
	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	95,322	97,632		
	5 a Gross rents				
	b Net rental income or (loss)				
	6 a Net gain or (loss) from sale of assets not on line 10	95,208			
	b Gross sales price for all assets on line 6a 561,876				
	7 Capital gain net income (from Part IV, line 2)		95,208		
	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	190,530	192,840	0	
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	16,040	9,624		6,416
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16 a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	2,080	2,080		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	5	5		
	24 **Total operating and administrative expenses.** Add lines 13 through 23	18,125	11,709	0	6,416
	25 Contributions, gifts, grants paid	228,500			228,500
	26 **Total expenses and disbursements** Add lines 24 and 25	246,625	11,709	0	234,916
	27 Subtract line 26 from line 12				
	a **Excess of revenue over expenses and disbursements**	-56,095			
	b **Net investment income** (if negative, enter -0-)		181,131		
	c **Adjusted net income** (if negative, enter -0-)			0	

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For Paperwork Reduction Act Notice, see instructions.

15

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	4,012	5,498	5,498
	2	Savings and temporary cash investments	67,713	179,064	179,064
	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)	3,500,586	3,331,311	4,019,596
	b	Investments—corporate stock (attach schedule)			
	c	Investments—corporate bonds (attach schedule)			
	11	Investments—land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)			
	14	Land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	15	Other assets (describe ▶ OTHER ASSETS)	500,000	500,000	643,272
	16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	4,072,311	4,015,873	4,847,430
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	4,072,311	4,015,873	
	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)	4,072,311	4,015,873	
	31	**Total liabilities and net assets/fund balances** (see instructions)	4,072,311	4,015,873	

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	4,072,311
2	Enter amount from Part I, line 27a	2	-56,095
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	4,016,216
5	Decreases not included in line 2 (itemize) ▶ See Attached Statement	5	343
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	4,015,873

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			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a				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	95,208
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	312,123	5,013,639	0 062255
2010	306,146	4,747,286	0 064489
2009	266,636	4,234,537	0 062967
2008	255,851	5,106,164	0 050106
2007	328,966	6,053,592	0 054342

2 **Total** of line 1, column (d) .	2	0 294159
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 058832
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5 .	4	4,808,826
5 Multiply line 4 by line 3 .	5	282,913
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1,811
7 Add lines 5 and 6 . .	7	284,724
8 Enter qualifying distributions from Part XII, line 4 . . .	8	234,916

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	3,623
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	3,623
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	3,623
6	Credits/Payments			
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a 986		
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	986
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	2,637
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶		10	0
11	Enter the amount of line 10 to be **Credited to 2013 estimated tax** ▶	**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) ▶ PA			
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)*

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 ▶ BNY MELLON, N A Telephone no ▶ (412) 234-5892

Located at ▶ P O BOX 185, PITTSBURGH, PA ZIP+4 ▶ 15230-0185

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

			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.

			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
	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
BNY Mellon, N A P O Box 185 Pittsburgh, PA 15230-0185	TRUSTEE SEE ATTACHED	24,251	NONE	NONE
BNY Mellon N A P O Box 185 Pittsburgh, PA 15230-0185	FEE REIMBURSEMENT	-8,211	N/A	N/A

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 ▶ NONE

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 ▶		NONE

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 ▶	NONE

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	4,650,414
b	Average of monthly cash balances			1b	231,643
c	Fair market value of all other assets (see instructions)			1c	
d	**Total** (add lines 1a, b, and c) .			1d	4,882,057
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	4,882,057
4	Cash deemed held for charitable activities Enter 1 ½ % of line 3 (for greater amount, see instructions)			4	73,231
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4			5	4,808,826
6	**Minimum investment return.** Enter 5% of line 5			6	240,441

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	240,441
2a	Tax on investment income for 2012 from Part VI, line 5	2a	3,623		
b	Income tax for 2012 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	3,623
3	Distributable amount before adjustments Subtract line 2c from line 1			3	236,818
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	236,818
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	236,818

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	234,916
b	Program-related investments—total from Part IX-B	1b	NONE
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	234,916
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions)	5	
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	234,916

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					236,818
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	39,227				
b	From 2008	3,455				
c	From 2009	56,533				
d	From 2010	72,662				
e	From 2011	63,349				
f	**Total** of lines 3a through e		235,226			
4	Qualifying distributions for 2012 from Part XII, line 4 ▶ $ 234,916					
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					234,916
e	Remaining amount distributed out of corpus					
5	Excess distributions carryover applied to 2012 *(If an amount appears in column (d), the same amount must be shown in column (a))*		1,902			1,902
6	**Enter the net total of each column as indicated below:**					
a	Corpus Add lines 3f, 4c, and 4e Subtract line 5		233,324			
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)		37,325			
9	**Excess distributions carryover to 2013.** Subtract lines 7 and 8 from line 6a		195,999			
10	Analysis of line 9					
a	Excess from 2008	3,455				
b	Excess from 2009	56,533				
c	Excess from 2010	72,662				
d	Excess from 2011	63,349				
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 (a) 2012	Prior 3 years (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))

NONE

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

KELLY POPOVEC BNY MELLON, N A , P O BOX 185 PITTSBURGH, PA 15230-0185

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

AVAILABLE UPON REQUEST

c Any submission deadlines

AVAILABLE UPON REQUEST

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

AVAILABLE UPON REQUEST

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	228,500
b *Approved for future payment* NONE				
Total			▶ 3b	NONE

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	95,322	
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	95,208	
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		190,530	0
13 **Total.** Add line 12, columns (b), (d), and (e)				13	190,530

(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 nonchantable 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 of officer or trustee | Date 4/29/2013 | Title VICE PRESIDENT

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
Shawn P Hanlon	CPA	4/29/2013		P00965923
Firm's name ▶ PRICEWATERHOUSECOOPERS LLP			Firm's EIN ▶ 13-4008324	
Firm's address ▶ 600 GRANT STREET, PITTSBURGH, PA 15219			Phone no (412) 355-6000	

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

	Amount
Long Term CG Distributions	17,727
Short Term CG Distributions	0

Totals	Gross Sales	Cost, Other Basis and Expenses	Net Gain or Loss
Capital Gains/Losses	561,876	466,668	95,208
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	AT&T INC	00206R102			2/6/2007		1/25/2012	1,808	2,256				0	-448
2	X	ALLIANCE DATA SYS CORP	018581108			5/28/2008		1/25/2012	1,113	598				0	515
3	X	ALLIANCE DATA SYS CORP	018581108			5/28/2008		1/25/2012	556	297				0	259
4	X	ALLSCRIPTS HEALTHCARE S	01988P108			8/10/2010		1/25/2012	728	665				0	63
5	X	ALLSCRIPTS HEALTHCARE S	01988P108			8/10/2010		1/25/2012	19	17				0	2
6	X	AMAZON COM INC	023135106			5/2/2011		1/25/2012	1,118	1,206				0	-88
7	X	AMERICAN EXPRESS CO	025816109			6/21/2010		1/25/2012	1,502	1,274				0	228
8	X	AMERIPRISE FINANCIAL INC	03076C106			1/21/2009		1/25/2012	1,084	383				0	701
9	X	ANADARKO PETROLEUM COF	032511107			6/18/2010		1/25/2012	806	425				0	381
10	X	APACHE CORP	037411105			2/6/2007		1/25/2012	1,966	1,395				0	571
11	X	APPLE INC	037833100			7/8/2008		1/25/2012	893	354				0	539
12	X	APPLE INC	037833100			9/4/2009		1/25/2012	4,465	1,680				0	2,785
13	X	AUTOLIV INC	052800109			1/23/2012		1/25/2012	1,265	1,278				13	0
14	X	BNY MELLON MID CAP STOCI	05569M509			10/26/2005		1/25/2012	35,066	43,999				0	-8,933
15	X	BNY MELLON MID CAP STOCI	05569M509			4/1/1997		1/25/2012	64,934	65,214				0	-280
16	X	BAXTER INTERNATIONAL INC	071813109			8/17/2011		1/25/2012	1,628	1,606				0	22
17	X	BAXTER INTERNATIONAL INC	071813109			8/18/2011		6/14/2012	983	1,049				0	-66
18	X	BAXTER INTERNATIONAL INC	071813109			8/10/2011		6/15/2012	3,934	4,107				0	-173
19	X	BAXTER INTERNATIONAL INC	071813109			8/18/2011		6/15/2012	1,967	2,099				0	-132
20	X	CBS CORP-CLASS BW/I	124857202			5/5/2011		1/25/2012	858	805				0	53
21	X	CIGNA CORP	125509109			6/22/2009		1/25/2012	914	488				0	426
22	X	CAPITAL ONE FINANCIAL COF	14040H105			9/30/2010		1/25/2012	456	396				0	60
23	X	CARNIVAL CORP	143658300			7/1/2010		1/25/2012	620	625				0	-5
24	X	CATERPILLAR INC	149123101			6/16/2010		1/25/2012	1,197	708				0	489
25	X	CATERPILLAR INC	149123101			6/16/2010		12/4/2012	842	643				0	199
26	X	CATERPILLAR INC	149123101			6/16/2010		12/5/2012	4,208	3,153				0	1,055
27	X	CHUBB CORP	171232101			11/21/2007		1/20/2012	1,416	1,042				0	374
28	X	CHUBB CORP	171232101			11/21/2007		1/20/2012	1,415	1,042				0	373
29	X	CHUBB CORP	171232101			11/21/2007		1/25/2012	702	521				0	181
30	X	CHUBB CORP	171232101			11/21/2007		1/25/2012	702	521				0	181
31	X	CITIGROUP INC	172967424			1/31/2011		1/25/2012	30	48				0	-18
32	X	CITIGROUP INC	172967424			1/31/2011		1/25/2012	269	435				0	-166
33	X	CITIGROUP INC	172967424			3/22/2012		5/14/2012	2,191	2,885				0	-694
34	X	CITIGROUP INC	172967424			1/31/2011		5/14/2012	114	193				0	-79
35	X	CITIGROUP INC	172967424			1/31/2011		5/14/2012	397	672				0	-275
36	X	CITIGROUP INC	172967424			1/31/2011		5/14/2012	227	386				0	-159
37	X	CITIGROUP INC	172967424			1/31/2011		5/14/2012	426	724				0	-298
38	X	CITIGROUP INC	172967424			1/31/2011		5/14/2012	114	193				0	-79
39	X	CITIGROUP INC	172967424			1/31/2011		5/14/2012	823	1,402				0	-579
40	X	CITIGROUP INC	172967424			1/31/2011		5/14/2012	114	193				0	-79
41	X	CITIGROUP INC	172967424			3/22/2012		5/14/2012	624	814				0	-190
42	X	COACH INC	189754104			11/9/1998		12/5/2012	86,188	5,523				0	80,665
43	X	COGNIZANT TECHNOLOGY S	192446102			10/11/2011		1/25/2012	717	675				0	42
44	X	CONOCOPHILLIPS	20825C104			12/23/2002		1/25/2012	1,396	500				0	896
45	X	CUMMINS INC	231021106			5/1/2009		1/25/2012	1,087	341				0	746
46	X	CUMMINS INC	231021106			5/1/2009		6/7/2012	486	170				0	316
47	X	CUMMINS INC	231021106			5/1/2009		6/8/2012	4,339	1,534				0	2,805
48	X	DANAHER CORP	235851102			3/11/2005		1/25/2012	528	272				0	256
49	X	DIRECTV - CLASS A	25490A101			1/20/2012		1/25/2012	1,331	1,292				0	39
50	X	DIRECTV - CLASS A	25490A101			1/20/2012		7/20/2012	145	129				0	16
51	X	LINCOLN NATL CORP IND	534187109			8/12/2011		1/27/2012	1,967	2,115				0	-148
52	X	LINCOLN NATL CORP IND	534187109			8/12/2011		1/30/2012	1,296	1,395				0	-99
53	X	LORILLARD INC	544147101			12/6/2011		1/25/2012	913	894				0	19
54	X	LORILLARD INC	544147101			2/16/2012		9/12/2012	928	1,011				0	-83
55	X	LORILLARD INC	544147101			12/6/2011		9/12/2012	580	559				0	21
56	X	LORILLARD INC	544147101			8/22/2011		9/13/2012	117	109				0	8
57	X	LORILLARD INC	544147101			8/22/2011		9/13/2012	2,564	2,397				0	167
58	X	LORILLARD INC	544147101			12/6/2011		9/13/2012	816	782				0	34
59	X	MCKESSON CORPORATION	58155Q103			10/7/2009		1/25/2012	1,554	1,180				0	374
60	X	MCKESSON CORPORATION	58155Q103			2/4/2009		4/27/2012	1,826	911				0	915
61	X	MCKESSON CORPORATION	58155Q103			2/4/2009		4/30/2012	2,745	1,367				0	1,378
62	X	MERCK & CO INC	58933Y105			2/6/2007		1/25/2012	1,546	994				0	552
63	X	MORGAN STANLEY CHINA A S	617468103			12/6/2007		12/5/2012	19,937	54,965				0	-35,028
64	X	MORGAN STANLEY CHINA A S	617468103			1/31/2008		12/5/2012	4,130	8,975				0	-4,845
65	X	NATIONAL OILWELL VARCO I	637071101			12/9/2011		1/25/2012	1,526	1,451				0	75
66	X	NETAPP INC	64110D104			8/19/2011		1/25/2012	226	216				0	10
67	X	NETAPP INC	64110D104			8/22/2011		1/25/2012	904	855				0	49
68	X	NETAPP INC	64110D104			8/22/2011		6/20/2012	1,421	1,639				0	-218

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

	Amount
Long Term CG Distributions	17,727
Short Term CG Distributions	0

Totals	Gross Sales	Cost Other Basis and Expenses	Net Gain or Loss
Capital Gains/Losses	561,876	466,668	95,208
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	NETAPP INC	64110D104			8/22/2011		6/20/2012	464	534				0	-70
70	X	NETAPP INC	64110D104			8/22/2011		6/21/2012	91	107				0	-16
71	X	NETAPP INC	64110D104			8/22/2011		6/21/2012	1,257	1,496				0	-239
72	X	NEWS CORP INC	65248E203			6/23/2004		1/25/2012	1,554	1,424				0	130
73	X	NEXTERA ENERGY INC	65339F101			8/24/2010		1/25/2012	1,796	1,641				0	155
74	X	NORFOLK SOUTHERN CORP	655844108			11/4/2009		1/25/2012	1,498	997				0	501
75	X	NORFOLK SOUTHERN CORP	655844108			11/3/2009		2/16/2012	2,056	1,474				0	582
76	X	NORFOLK SOUTHERN CORP	655844108			11/3/2009		2/16/2012	1,370	983				0	387
77	X	VALE SA-SP ADR	91912E105			5/10/2006		1/25/2012	1,005	576				0	429
78	X	VALE SA-SP ADR	91912E105			5/10/2006		12/4/2012	548	461				0	87
79	X	VALE SA-SP ADR	91912E105			5/10/2006		12/5/2012	2,611	2,133				0	478
80	X	VMWARE INC-CLASS A	928563402			9/9/2011		1/25/2012	1,843	1,759				0	84
81	X	WELLS FARGO & COMPANY	949746101			9/2/2010		1/25/2012	1,801	1,489				0	312
82	X	WELLS FARGO & COMPANY	949746101			3/5/2001		1/25/2012	901	737				0	164
83	X	ZIMMER HOLDINGS INC	98956P102			5/11/2011		1/25/2012	1,148	1,384				0	-236
84	X	ZIMMER HOLDINGS INC	98956P102			5/11/2011		10/12/2012	1,058	1,176				0	-118
85	X	ZIMMER HOLDINGS INC	98956P102			5/11/2011		10/15/2012	188	208				0	-20
86	X	ZIMMER HOLDINGS INC	98956P102			5/10/2011		10/15/2012	1,443	1,588				0	-145
87	X	ZIMMER HOLDINGS INC	98956P102			5/9/2011		10/16/2012	1,277	1,360				0	-83
88	X	ZIMMER HOLDINGS INC	98956P102			5/10/2011		10/16/2012	447	483				0	-36
89	X	COOPER PLC CORP ACTION	G24140108			1/1/2012		12/3/2012	7,917	6,379				0	1,538
90	X	COVIDIEN PLC	G2554F113			1/3/2011		1/25/2012	989	944				0	45
91	X	EATON CORP PLC	G29183103			11/30/2012		12/14/2012	25	25				0	0
92	X	PENTAIR LTD	H6169Q108			3/16/2009		11/2/2012	9	3				0	6
93	X	TYCO INTERNATIONAL LTD	H89128104			3/16/2009		1/25/2012	1,494	584				0	910
94	X	TYCO INTERNATIONAL LTD	H89128104			3/16/2009		3/29/2012	2,797	973				0	1,824
95	X	DIRECTV - CLASS A	25490A101			1/20/2012		7/23/2012	2,602	2,370				0	232
96	X	DIRECTV - CLASS A	25490A101			1/20/2012		7/24/2012	1,830	1,680				0	150
97	X	DIRECTV - CLASS A	25490A101			1/20/2012		7/24/2012	1,076	991				0	85
98	X	DR PEPPER SNAPPLE GROUP	26138E109			6/15/2012		12/6/2012	499	473				0	26
99	X	DR PEPPER SNAPPLE GROUP	26138E109			6/14/2012		12/7/2012	409	386				0	23
100	X	DR PEPPER SNAPPLE GROUP	26138E109			6/15/2012		12/7/2012	227	215				0	12
101	X	DR PEPPER SNAPPLE GROUP	26138E109			6/15/2012		12/7/2012	636	601				0	35
102	X	DR PEPPER SNAPPLE GROUP	26138E109			6/15/2012		12/7/2012	182	172				0	10
103	X	DR PEPPER SNAPPLE GROUP	26138E109			6/14/2012		12/7/2012	45	43				0	2
104	X	DR PEPPER SNAPPLE GROUP	26138E109			6/14/2012		12/10/2012	275	257				0	18
105	X	DU PONT (E I) DE NEMOURS	263534109			4/14/2009		1/25/2012	503	266				0	237
106	X	DU PONT (E I) DE NEMOURS	263534109			4/14/2009		3/29/2012	1,733	878				0	855
107	X	DU PONT (E I) DE NEMOURS	263534109			4/14/2009		3/29/2012	1,943	984				0	959
108	X	E M C CORP MASS	268648102			7/16/2009		1/25/2012	511	275				0	236
109	X	E M C CORP MASS	268648102			7/16/2009		1/25/2012	1,277	687				0	590
110	X	EOG RES INC	26875P101			11/11/2011		1/25/2012	106	104				0	2
111	X	EOG RES INC	26875P101			11/14/2011		1/25/2012	635	617				0	18
112	X	EATON CORP ACTION	278058102			1/1/2012		12/5/2012	3,099	2,941				0	158
113	X	ELECTRONIC ARTS INC	285512109			8/12/2011		1/25/2012	893	987				0	-94
114	X	ELECTRONIC ARTS INC	285512109			8/12/2011		6/14/2012	590	947				0	-357
115	X	ELECTRONIC ARTS INC	285512109			8/12/2011		6/15/2012	1,854	2,961				0	-1,107
116	X	ELECTRONIC ARTS INC	285512109			8/12/2011		6/15/2012	111	178				0	-67
117	X	ELECTRONIC ARTS INC	285512109			8/12/2011		6/15/2012	37	59				0	-22
118	X	ELECTRONIC ARTS INC	285512109			8/12/2011		6/15/2012	124	197				0	-73
119	X	ENERGIZER HLDGS INC	29266R108			11/15/2010		1/25/2012	791	707				0	84
120	X	ENERGIZER HLDGS INC	29266R108			11/15/2010		6/7/2012	364	353				0	11
121	X	ENERGIZER HLDGS INC	29266R108			11/12/2010		6/8/2012	2,202	2,084				0	118
122	X	ENERGIZER HLDGS INC	29266R108			11/12/2010		6/8/2012	220	207				0	13
123	X	ENERGIZER HLDGS INC	29266R108			11/15/2010		6/8/2012	881	848				0	33
124	X	ENSCO PLC	29358Q109			3/24/2011		1/25/2012	1,603	1,728				0	-125
125	X	EXXON MOBIL CORP	30231G102			11/9/1998		1/25/2012	2,603	725				0	1,878
126	X	FORD MOTOR CO	345370860			11/22/2010		1/25/2012	1,158	1,484				0	-326
127	X	GENERAL ELECTRIC COMPAN	369604103			11/9/1998		1/25/2012	2,475	2,471				0	4
128	X	GENERAL ELEC CAP COR 5 8	36962GXS8			3/24/2009		2/15/2012	100,000	99,822				0	178
129	X	GOOGLE INC - CL A	38259P508			6/5/2009		1/25/2012	571	443				0	128
130	X	GOOGLE INC - CL A	38259P508			6/5/2009		3/22/2012	2,579	1,770				0	809
131	X	HESS CORP	42809H107			9/29/2004		1/25/2012	1,148	587				0	561
132	X	HESS CORP	42809H107			9/29/2004		1/26/2012	1,594	851				0	743
133	X	HESS CORP	42809H107			9/29/2004		1/27/2012	221	117				0	104
134	X	HESS CORP	42809H107			9/29/2004		1/27/2012	1,710	910				0	800
135	X	HESS CORP	42809H107			9/29/2004		1/27/2012	660	352				0	308
136	X	HONEYWELL INTL INC	438516106			1/14/2004		1/25/2012	1,739	1,080				0	659

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

	Amount
Long Term CG Distributions	17,727
Short Term CG Distributions	0

Totals	Gross Sales	Cost, Other Basis and Expenses	Net Gain or Loss
Capital Gains/Losses	561,876	466,668	95,208
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	HONEYWELL INTL INC	438516106			1/14/2004		3/13/2012	6,624	3,959				0	2,665
138	X	INFORMATICA CORP	45666Q102			8/12/2010		1/25/2012	393	296				0	97
139	X	INTERCONTINENTALEXCHAN	45865V100			10/19/2011		1/25/2012	825	868				0	-43
140	X	INTERNATIONAL BUSINESS M	459200101			1/23/2008		1/25/2012	1,726	956				0	770
141	X	INTUIT	461202103			10/12/2011		1/25/2012	1,149	1,035				0	114
142	X	JP MORGAN CHASE & CO	46625H100			11/19/2002		1/25/2012	2,250	1,311				0	939
143	X	LIMITED BRANDS INC	532716107			10/6/2009		1/25/2012	836	361				0	475
144	X	LIMITED BRANDS INC	532716107			10/5/2009		1/25/2012	418	173				0	245
145	X	LIMITED BRANDS INC	532716107			10/5/2009		7/20/2012	93	35				0	58
146	X	LIMITED BRANDS INC	532716107			10/5/2009		7/23/2012	1,276	485				0	791
147	X	LIMITED BRANDS INC	532716107			10/5/2009		7/23/2012	273	103				0	170
148	X	LIMITED BRANDS INC	532716107			10/5/2009		7/24/2012	978	379				0	599
149	X	LIMITED BRANDS INC	532716107			10/5/2009		7/24/2012	1,436	552				0	884
150	X	LINCOLN NATL CORP IND	534187109			8/12/2011		1/25/2012	1,088	1,125				0	-37
151	X	LINCOLN NATL CORP IND	534187109			8/12/2011		1/26/2012	496	540				0	-44
152	X	NORFOLK SOUTHERN CORP	655844108			11/4/2009		2/16/2012	2,260	1,645				0	615
153	X	NORFOLK SOUTHERN CORP	655844108			11/3/2009		2/16/2012	479	344				0	135
154	X	OCCIDENTAL PETROLEUM C(	674599105			4/23/2009		1/25/2012	2,155	1,166				0	989
155	X	OMNICOM GROUP INC	681919106			2/6/2007		1/20/2012	328	367				0	-39
156	X	OMNICOM GROUP INC	681919106			2/6/2007		1/20/2012	1,545	1,729				0	-184
157	X	OMNICOM GROUP INC	681919106			2/6/2007		1/23/2012	923	1,048				0	-125
158	X	OMNICOM GROUP INC	681919106			1/7/2011		1/23/2012	508	522				0	-14
159	X	OMNICOM GROUP INC	681919106			1/6/2011		1/23/2012	785	805				0	-20
160	X	OMNICOM GROUP INC	681919106			1/6/2011		1/24/2012	599	616				0	-17
161	X	OMNICOM GROUP INC	681919106			1/7/2011		1/24/2012	2,028	2,068				0	-40
162	X	OMNICOM GROUP INC	681919106			1/7/2011		1/25/2012	1,616	1,645				0	-29
163	X	ORACLE CORP	68389X105			2/6/2007		1/25/2012	2,266	1,360				0	906
164	X	ORACLE CORP	68389X105			2/6/2007		3/30/2012	3,790	2,211				0	1,579
165	X	PPL CORP	69351T106			4/4/2011		1/20/2012	3,025	2,845				0	180
166	X	PPL CORP	69351T106			4/5/2011		1/20/2012	1,925	1,804				0	121
167	X	P V H CORP	693656100			11/3/2011		1/25/2012	775	737				0	38
168	X	PEPSICO INC	713448108			1/9/2001		1/25/2012	2,662	1,887				0	775
169	X	PFIZER INC	717081103			7/7/2009		1/25/2012	2,379	1,617				0	762
170	X	PHILIP MORRIS INTERNAT-W/	718172109			2/6/2007		1/25/2012	2,290	1,355				0	935
171	X	PHILLIPS 66-W/I	718546104			12/23/2002		5/3/2012	1,011	383				0	628
172	X	PHILLIPS 66-W/I	718546104			12/23/2002		5/3/2012	94	36				0	58
173	X	PRAXAIR INC	74005P104			2/4/2005		1/25/2012	1,059	441				0	618
174	X	T ROWE PRICE GROUP INC	74144T108			1/20/2012		1/25/2012	1,216	1,201				0	15
175	X	PROCTER & GAMBLE CO	742718109			2/1/2002		1/25/2012	1,296	821				0	475
176	X	PROCTER & GAMBLE CO	742718109			2/1/2002		3/22/2012	1,350	821				0	529
177	X	PROCTER & GAMBLE CO	742718109			2/1/2002		3/27/2012	2,485	1,519				0	966
178	X	PROCTER & GAMBLE CO	742718109			2/1/2002		3/27/2012	201	123				0	78
179	X	PROCTER & GAMBLE CO	742718109			2/1/2002		3/28/2012	201	123				0	78
180	X	PROCTER & GAMBLE CO	742718109			2/1/2002		3/28/2012	1,808	1,109				0	699
181	X	QUALCOMM INC	747525103			8/11/2010		1/25/2012	1,765	1,177				0	588
182	X	QUALCOMM INC	747525103			8/11/2010		1/25/2012	588	392				0	196
183	X	ROBERT HALF INTL INC	770323103			12/2/2011		1/25/2012	602	542				0	60
184	X	ST JUDE MEDICAL INC	790849103			3/22/2011		1/25/2012	1,199	1,544				0	-345
185	X	ST JUDE MEDICAL INC	790849103			3/22/2011		7/18/2012	4,805	6,588				0	-1,783
186	X	ST JUDE MEDICAL INC	790849103			3/22/2011		7/18/2012	74	103				0	-29
187	X	TARGET CORP	87612E106			12/8/2011		1/25/2012	1,020	1,077				0	-57
188	X	TERADATA CORPORATION	88076W103			3/3/2011		1/25/2012	643	599				0	44
189	X	TERADATA CORPORATION	88076W103			3/3/2011		1/25/2012	428	399				0	29
190	X	TRANSCANADA CORP	89353D107			10/19/2011		1/25/2012	828	854				0	-26
191	X	UNILEVER PLC ADR	904767704			12/11/2009		1/25/2012	1,943	1,840				0	103
192	X	UNILEVER PLC ADR	904767704			5/27/2010		1/25/2012	324	272				0	52

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

	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
		2,080	2,080	0	0
1	FOREIGN TAXES PAID	2,080	2,080		

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

	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
		5	5	0	0
1	ADR FEES	5	5		

Part II, Line 15 (990-PF) - Other Assets

	Asset Description	Book Value Beg of Year	Book Value End of Year	FMV End of Year
		500,000	500,000	643,272
1	OTHER ASSETS		500,000	643,272

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

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

1	WASH SALE DISALLOWED LOSS	1	13
2	COST BASIS ADJUSTMENT	2	330
3	Total	3	343

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

	Amount
Long Term CG Distributions	17,727
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
						544,149	0	13	466 681	77,481	0	0	0	77,481
1	AT&T INC	00206R102		2/6/2007	1/25/2012	1 808		0	2,256	-448	0	0	0	-448
2	ALLIANCE DATA SYS CORP	018581108		5/28/2008	1/25/2012	1,113		0	598	515	0	0	0	515
3	ALLIANCE DATA SYS CORP	018581108		5/28/2008	1/25/2012	556		0	297	259	0	0	0	259
4	ALLSCRIPTS HEALTHCARE SOLUTIONS	01988P108		8/10/2010	1/25/2012	728		0	665	63	0	0	0	63
5	ALLSCRIPTS HEALTHCARE SOLUTIONS	01988P108		8/10/2010	1/25/2012	19		0	17	2	0	0	0	2
6	AMAZON COM INC	023135106		5/2/2011	1/25/2012	1,118		0	1 206	-88	0	0	0	-88
7	AMERICAN EXPRESS CO	025816109		6/21/2010	1/25/2012	1,502		0	1 274	228	0	0	0	228
8	AMERIPRISE FINANCIAL INC	03076C106		1/21/2009	1/25/2012	1,084		0	383	701	0	0	0	701
9	ANADARKO PETROLEUM CORP	032511107		6/18/2010	1/25/2012	806		0	425	381	0	0	0	381
10	APACHE CORP	037411105		2/6/2007	1/25/2012	1,966		0	1,395	571	0	0	0	571
11	APPLE INC	037833100		7/8/2008	1/25/2012	893		0	354	539	0	0	0	539
12	APPLE INC	037833100		9/4/2009	1/25/2012	4 465		0	1 680	2 785	0	0	0	2,785
13	AUTOLIV INC	052800109		1/23/2012	1/25/2012	1 265		13	1 278	0	0	0	0	0
14	BNY MELLON MID CAP STOCK-M	05569M509		10/26/2005	1/25/2012	35,066		0	43 999	-8 933	0	0	0	-8 933
15	BNY MELLON MID CAP STOCK-M	05569M509		4/1/1997	1/25/2012	64,934		0	65 214	-280	0	0	0	-280
16	BAXTER INTERNATIONAL INC	071813109		8/17/2011	1/25/2012	1 628		0	1 606	22	0	0	0	22
17	BAXTER INTERNATIONAL INC	071813109		8/18/2011	6/14/2012	983		0	1 049	-66	0	0	0	-66
18	BAXTER INTERNATIONAL INC	071813109		8/10/2011	6/15/2012	3 934		0	4 107	-173	0	0	0	-173
19	BAXTER INTERNATIONAL INC	071813109		8/18/2011	6/15/2012	1,967		0	2 099	-132	0	0	0	-132
20	CBS CORP-CLASS BW/I	124857202		5/5/2011	1/25/2012	858		0	805	53	0	0	0	53
21	CIGNA CORP	125509109		6/22/2009	1/25/2012	914		0	488	426	0	0	0	426
22	CAPITAL ONE FINANCIAL CORP	14040H105		9/30/2010	1/25/2012	456		0	396	60	0	0	0	60
23	CARNIVAL CORP	143658300		7/1/2010	1/25/2012	620		0	625	5	0	0	0	-5
24	CATERPILLAR INC	149123101		6/16/2010	1/25/2012	1 197		0	708	489	0	0	0	489
25	CATERPILLAR INC	149123101		6/16/2010	12/4/2012	842		0	643	199	0	0	0	199
26	CATERPILLAR INC	149123101		6/16/2010	12/5/2012	4 208		0	3 153	1 055	0	0	0	1 055
27	CHUBB CORP	171232101		11/21/2007	1/20/2012	1 416		0	1 042	374	0	0	0	374
28	CHUBB CORP	171232101		11/21/2007	1/20/2012	1 415		0	1,042	373	0	0	0	373
29	CHUBB CORP	171232101		11/21/2007	1/25/2012	702		0	521	181	0	0	0	181
30	CHUBB CORP	171232101		11/21/2007	1/25/2012	702		0	521	181	0	0	0	181
31	CITIGROUP INC	172967424		1/31/2011	1/25/2012	30		0	48	-18	0	0	0	-18
32	CITIGROUP INC	172967424		1/31/2011	1/25/2012	269		0	435	-166	0	0	0	-166
33	CITIGROUP INC	172967424		3/22/2012	5/14/2012	2 191		0	2,885	-694	0	0	0	-694
34	CITIGROUP INC	172967424		1/31/2011	5/14/2012	114		0	193	-79	0	0	0	-79
35	CITIGROUP INC	172967424		1/31/2011	5/14/2012	397		0	672	-275	0	0	0	-275
36	CITIGROUP INC	172967424		1/31/2011	5/14/2012	227		0	386	-159	0	0	0	-159
37	CITIGROUP INC	172967424		1/31/2011	5/14/2012	426		0	724	-298	0	0	0	-298
38	CITIGROUP INC	172967424		1/31/2011	5/14/2012	114		0	193	-79	0	0	0	79
39	CITIGROUP INC	172967424		1/31/2011	5/14/2012	823		0	1 402	-579	0	0	0	-579
40	CITIGROUP INC	172967424		1/31/2011	5/14/2012	114		0	193	-79	0	0	0	-79
41	CITIGROUP INC	172967424		3/22/2012	5/14/2012	624		0	814	-190	0	0	0	-190
42	COACH INC	189754104		11/9/1998	12/5/2012	86,188		0	5 523	80 665	0	0	0	80,665
43	COGNIZANT TECHNOLOGY SOLUTIONS	192446102		10/11/2011	1/25/2012	717		0	675	42	0	0	0	42
44	CONOCOPHILLIPS	20825C104		12/23/2002	1/25/2012	1,396		0	500	896	0	0	0	896
45	CUMMINS INC	231021106		5/1/2009	1/25/2012	1 087		0	341	746	0	0	0	746
46	CUMMINS INC	231021106		5/1/2009	6/7/2012	486		0	170	316	0	0	0	316
47	CUMMINS INC	231021106		5/1/2009	6/8/2012	4 339		0	1 534	2 805	0	0	0	2 805
48	DANAHER CORP	235851102		3/11/2005	1/25/2012	528		0	272	256	0	0	0	256
49	DIRECTV - CLASS A	25490A101		1/20/2012	1/25/2012	1,331		0	1 292	39	0	0	0	39
50	DIRECTV - CLASS A	25490A101		1/20/2012	7/20/2012	145		0	129	16	0	0	0	16
51	LINCOLN NATL CORP IND	534187109		8/12/2011	1/27/2012	1 967		0	2 115	-148	0	0	0	-148
52	LINCOLN NATL CORP IND	534187109		8/12/2011	1/30/2012	1 296		0	1 395	-99	0	0	0	-99
53	LORILLARD INC	544147101		12/6/2011	1/25/2012	913		0	894	19	0	0	0	19
54	LORILLARD INC	544147101		2/16/2012	9/12/2012	928		0	1,011	-83	0	0	0	83
55	LORILLARD INC	544147101		12/6/2011	9/12/2012	580		0	559	21	0	0	0	21
56	LORILLARD INC	544147101		8/22/2011	9/13/2012	117		0	109	8	0	0	0	8
57	LORILLARD INC	544147101		8/22/2011	9/13/2012	2 564		0	2 397	167	0	0	0	167
58	LORILLARD INC	544147101		12/6/2011	9/13/2012	816		0	782	34	0	0	0	34
59	MCKESSON CORPORATION	58155Q103		10/7/2009	1/25/2012	1 554		0	1 180	374	0	0	0	374
60	MCKESSON CORPORATION	58155Q103		2/4/2009	4/27/2012	1,826		0	911	915	0	0	0	915
61	MCKESSON CORPORATION	58155Q103		2/4/2009	4/30/2012	2,745		0	1 367	1,378	0	0	0	1,378
62	MERCK & CO INC	58933Y105		2/6/2007	1/25/2012	1,546		0	994	552	0	0	0	552
63	MORGAN STANLEY CHINA A SHARE	617468103		12/6/2007	12/5/2012	19,937		0	54 965	35 028	0	0	0	-35 028
64	MORGAN STANLEY CHINA A SHARE	617468103		1/31/2008	12/5/2012	4,130		0	8 975	-4 845	0	0	0	-4 845
65	NATIONAL OILWELL VARCO INC	637071101		12/9/2011	1/25/2012	1,526		0	1 451	75	0	0	0	75
66	NETAPP INC	64110D104		8/19/2011	1/25/2012	226		0	216	10	0	0	0	10
67	NETAPP INC	64110D104		8/22/2011	1/25/2012	904		0	855	49	0	0	0	49
68	NETAPP INC	64110D104		8/22/2011	6/20/2012	1 421		0	1 639	-218	0	0	0	-218
69	NETAPP INC	64110D104		8/22/2011	6/20/2012	464		0	534	-70	0	0	0	-70
70	NETAPP INC	64110D104		8/22/2011	6/21/2012	91		0	107	-16	0	0	0	-16
71	NETAPP INC	64110D104		8/22/2011	6/21/2012	1 257		0	1 496	-239	0	0	0	-239
72	NEWS CORP INC	65248E203		6/23/2004	1/25/2012	1,554		0	1 424	130	0	0	0	130
73	NEXTERA ENERGY INC	65339F101		8/24/2010	1/25/2012	1,796		0	1 641	155	0	0	0	155
74	NORFOLK SOUTHERN CORP	655844108		11/4/2009	1/25/2012	1,498		0	997	501	0	0	0	501
75	NORFOLK SOUTHERN CORP	655844108		11/3/2009	2/16/2012	2,056		0	1 474	582	0	0	0	582
76	NORFOLK SOUTHERN CORP	655844108		11/3/2009	2/16/2012	1 370		0	983	387	0	0	0	387
77	VALE SA-SP ADR	91912E105		5/10/2006	1/25/2012	1 005		0	576	429	0	0	0	429
78	VALE SA-SP ADR	91912E105		5/10/2006	12/4/2012	548		0	461	87	0	0	0	87
79	VALE SA-SP ADR	91912E105		5/10/2006	12/5/2012	2 611		0	2 133	478	0	0	0	478
80	VMWARE INC-CLASS A	928563402		9/9/2011	1/25/2012	1 843		0	1 759	84	0	0	0	84
81	WELLS FARGO & COMPANY	949746101		9/2/2010	1/25/2012	1,801		0	1 489	312	0	0	0	312
82	WELLS FARGO & COMPANY	949746101		3/5/2001	1/25/2012	901		0	737	164	0	0	0	164
83	ZIMMER HOLDINGS INC	98956P102		5/11/2011	1/25/2012	1,148		0	1 384	-236	0	0	0	236
84	ZIMMER HOLDINGS INC	98956P102		5/11/2011	10/12/2012	1 058		0	1 176	-118	0	0	0	118

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

	Amount
Long Term CG Distributions	17,727
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
						544,149	0	13	466,681	77,481	0	0	0	77,481
85	ZIMMER HOLDINGS INC	98956P102		5/11/2011	10/15/2012	188		0	208	-20	0	0	0	20
86	ZIMMER HOLDINGS INC	98956P102		5/10/2011	10/15/2012	1,443		0	1,588	-145	0	0	0	-145
87	ZIMMER HOLDINGS INC	98956P102		5/9/2011	10/16/2012	1 277		0	1 360	-83	0	0	0	-83
88	ZIMMER HOLDINGS INC	98956P102		5/10/2011	10/16/2012	447		0	483	36	0	0	0	-36
89	COOPER PLC CORP ACTION	G24140108		1/1/2012	12/3/2012	7 917		0	6 379	1 538	0	0	0	1 538
90	COVIDIEN PLC	G2554F113		1/3/2011	1/25/2012	989		0	944	45	0	0	0	45
91	EATON CORP PLC	G29183103		11/30/2012	12/14/2012	25		0	25	0	0	0	0	0
92	PENTAIR LTD	H6169Q108		3/16/2009	11/2/2012	9		0	3	6	0	0	0	6
93	TYCO INTERNATIONAL LTD	H89128104		3/16/2009	1/25/2012	1,494		0	584	910	0	0	0	910
94	TYCO INTERNATIONAL LTD	H89128104		3/16/2009	3/29/2012	2 797		0	973	1 824	0	0	0	1,824
95	DIRECTV - CLASS A	25490A101		1/20/2012	7/23/2012	2 602		0	2 370	232	0	0	0	232
96	DIRECTV - CLASS A	25490A101		1/20/2012	7/24/2012	1,830		0	1 680	150	0	0	0	150
97	DIRECTV - CLASS A	25490A101		1/20/2012	7/24/2012	1 076		0	991	85	0	0	0	85
98	DR PEPPER SNAPPLE GROUP-W/I	26138E109		6/15/2012	12/6/2012	499		0	473	26	0	0	0	26
99	DR PEPPER SNAPPLE GROUP-W/I	26138E109		6/14/2012	12/7/2012	409		0	386	23	0	0	0	23
100	DR PEPPER SNAPPLE GROUP-W/I	26138E109		6/15/2012	12/7/2012	227		0	215	12	0	0	0	12
101	DR PEPPER SNAPPLE GROUP-W/I	26138E109		6/15/2012	12/7/2012	636		0	601	35	0	0	0	35
102	DR PEPPER SNAPPLE GROUP-W/I	26138E109		6/15/2012	12/7/2012	182		0	172	10	0	0	0	10
103	DR PEPPER SNAPPLE GROUP-W/I	26138E109		6/14/2012	12/7/2012	45		0	43	2	0	0	0	2
104	DR PEPPER SNAPPLE GROUP-W/I	26138E109		6/14/2012	12/10/2012	275		0	257	18	0	0	0	18
105	DU PONT (E I) DE NEMOURS	263534109		4/14/2009	1/25/2012	503		0	266	237	0	0	0	237
106	DU PONT (E I) DE NEMOURS	263534109		4/14/2009	3/29/2012	1 733		0	878	855	0	0	0	855
107	DU PONT (E I) DE NEMOURS	263534109		4/14/2009	3/29/2012	1 943		0	984	959	0	0	0	959
108	E M C CORP MASS	268648102		7/16/2009	1/25/2012	511		0	275	236	0	0	0	236
109	E M C CORP MASS	268648102		7/16/2009	1/25/2012	1 277		0	687	590	0	0	0	590
110	EOG RES INC	26875P101		11/11/2011	1/25/2012	106		0	104	2	0	0	0	2
111	EOG RES INC	26875P101		11/14/2011	1/25/2012	635		0	617	18	0	0	0	18
112	EATON CORP ACTION	278058102		1/1/2012	12/5/2012	3,099		0	2 941	158	0	0	0	158
113	ELECTRONIC ARTS INC	285512109		8/12/2011	1/25/2012	893		0	987	94	0	0	0	-94
114	ELECTRONIC ARTS INC	285512109		8/12/2011	6/14/2012	590		0	947	-357	0	0	0	-357
115	ELECTRONIC ARTS INC	285512109		8/12/2011	6/15/2012	1 854		0	2,961	1 107	0	0	0	-1,107
116	ELECTRONIC ARTS INC	285512109		8/12/2011	6/15/2012	111		0	178	-67	0	0	0	-67
117	ELECTRONIC ARTS INC	285512109		8/12/2011	6/15/2012	37		0	59	-22	0	0	0	-22
118	ELECTRONIC ARTS INC	285512109		8/12/2011	6/15/2012	124		0	197	-73	0	0	0	-73
119	ENERGIZER HLDGS INC	29266R108		11/15/2010	1/25/2012	791		0	707	84	0	0	0	84
120	ENERGIZER HLDGS INC	29266R108		11/15/2010	6/7/2012	364		0	353	11	0	0	0	11
121	ENERGIZER HLDGS INC	29266R108		11/12/2010	6/8/2012	2,202		0	2,084	118	0	0	0	118
122	ENERGIZER HLDGS INC	29266R108		11/12/2010	6/8/2012	220		0	207	13	0	0	0	13
123	ENERGIZER HLDGS INC	29266R108		11/15/2010	6/8/2012	881		0	848	33	0	0	0	33
124	ENSCO PLC	29358Q109		3/24/2011	1/25/2012	1 603		0	1 728	125	0	0	0	-125
125	EXXON MOBIL CORP	30231G102		11/9/1998	1/25/2012	2 603		0	725	1 878	0	0	0	1,878
126	FORD MOTOR CO	345370860		11/22/2010	1/25/2012	1 158		0	1 484	326	0	0	0	-326
127	GENERAL ELECTRIC COMPANY	369604103		11/9/1998	1/25/2012	2,475		0	2 471	4	0	0	0	4
128	GENERAL ELEC CAP COR 5 875% 2/15/	36962GXS8		3/24/2009	2/15/2012	100,000		0	99 822	178	0	0	0	178
129	GOOGLE INC - CL A	38259P508		6/5/2009	1/25/2012	571		0	443	128	0	0	0	128
130	GOOGLE INC - CL A	38259P508		6/5/2009	3/22/2012	2 579		0	1,770	809	0	0	0	809
131	HESS CORP	42809H107		9/29/2004	1/25/2012	1 148		0	587	561	0	0	0	561
132	HESS CORP	42809H107		9/29/2004	1/26/2012	1 594		0	851	743	0	0	0	743
133	HESS CORP	42809H107		9/29/2004	1/27/2012	221		0	117	104	0	0	0	104
134	HESS CORP	42809H107		9/29/2004	1/27/2012	1 710		0	910	800	0	0	0	800
135	HESS CORP	42809H107		9/29/2004	1/27/2012	660		0	352	308	0	0	0	308
136	HONEYWELL INTL INC	438516106		1/14/2004	1/25/2012	1 739		0	1,080	659	0	0	0	659
137	HONEYWELL INTL INC	438516106		1/14/2004	3/13/2012	6 624		0	3 959	2 665	0	0	0	2 665
138	INFORMATICA CORP	45666Q102		8/12/2010	1/25/2012	393		0	296	97	0	0	0	97
139	INTERCONTINENTALEXCHANGE INC	45865V100		10/19/2011	1/25/2012	825		0	868	-43	0	0	0	-43
140	INTERNATIONAL BUSINESS MACHINES	459200101		1/23/2008	1/25/2012	1,726		0	956	770	0	0	0	770
141	INTUIT	461202103		10/12/2011	1/25/2012	1 149		0	1 035	114	0	0	0	114
142	JP MORGAN CHASE & CO	46625H100		11/19/2002	1/25/2012	2 250		0	1,311	939	0	0	0	939
143	LIMITED BRANDS INC	532716107		10/6/2009	1/25/2012	836		0	361	475	0	0	0	475
144	LIMITED BRANDS INC	532716107		10/5/2009	1/25/2012	418		0	173	245	0	0	0	245
145	LIMITED BRANDS INC	532716107		10/5/2009	7/20/2012	93		0	35	58	0	0	0	58
146	LIMITED BRANDS INC	532716107		10/5/2009	7/23/2012	1 276		0	485	791	0	0	0	791
147	LIMITED BRANDS INC	532716107		10/5/2009	7/23/2012	273		0	103	170	0	0	0	170
148	LIMITED BRANDS INC	532716107		10/5/2009	7/24/2012	978		0	379	599	0	0	0	599
149	LIMITED BRANDS INC	532716107		10/5/2009	7/24/2012	1 436		0	552	884	0	0	0	884
150	LINCOLN NATL CORP IND	534187109		8/12/2011	1/25/2012	1,088		0	1 125	-37	0	0	0	-37
151	LINCOLN NATL CORP IND	534187109		8/12/2011	1/26/2012	496		0	540	-44	0	0	0	-44
152	NORFOLK SOUTHERN CORP	655844108		11/4/2009	2/16/2012	2 260		0	1 645	615	0	0	0	615
153	NORFOLK SOUTHERN CORP	655844108		11/3/2009	2/16/2012	479		0	344	135	0	0	0	135
154	OCCIDENTAL PETROLEUM CORP	674599105		4/23/2009	1/25/2012	2,155		0	1 166	989	0	0	0	989
155	OMNICOM GROUP INC	681919106		2/6/2007	1/20/2012	328		0	367	39	0	0	0	-39
156	OMNICOM GROUP INC	681919106		2/6/2007	1/20/2012	1 545		0	1,729	184	0	0	0	-184
157	OMNICOM GROUP INC	681919106		2/6/2007	1/23/2012	923		0	1 048	125	0	0	0	-125
158	OMNICOM GROUP INC	681919106		1/7/2011	1/23/2012	508		0	522	-14	0	0	0	-14
159	OMNICOM GROUP INC	681919106		1/6/2011	1/23/2012	785		0	805	-20	0	0	0	-20
160	OMNICOM GROUP INC	681919106		1/6/2011	1/24/2012	599		0	616	-17	0	0	0	-17
161	OMNICOM GROUP INC	681919106		1/7/2011	1/24/2012	2 028		0	2,068	-40	0	0	0	-40
162	OMNICOM GROUP INC	681919106		1/7/2011	1/25/2012	1 616		0	1 645	29	0	0	0	-29
163	ORACLE CORP	68389X105		2/6/2007	1/25/2012	2 266		0	1 360	906	0	0	0	906
164	ORACLE CORP	68389X105		2/6/2007	3/30/2012	3 790		0	2,211	1,579	0	0	0	1,579
165	PPL CORP	69351T106		4/4/2011	1/20/2012	3,025		0	2,845	180	0	0	0	180
166	PPL CORP	69351T106		4/5/2011	1/20/2012	1,925		0	1 804	121	0	0	0	121
167	P V H CORP	693656100		11/3/2011	1/25/2012	775		0	737	38	0	0	0	38
168	PEPSICO INC	713448108		1/9/2001	1/25/2012	2,662		0	1 887	775	0	0	0	775

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

	Amount
Long Term CG Distributions	17,727
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
						544,149	0	13	466,681	77,481	0	0	0	77,481
169	PFIZER INC	717081103		7/7/2009	1/25/2012	2 379		0	1 617	762	0	0	0	762
170	PHILIP MORRIS INTERNAT-W/I	718172109		2/6/2007	1/25/2012	2 290		0	1 355	935	0	0	0	935
171	PHILLIPS 66-W/I	718546104		12/23/2002	5/3/2012	1,011		0	383	628	0	0	0	628
172	PHILLIPS 66-W/I	718546104		12/23/2002	5/3/2012	94		0	36	58	0	0	0	58
173	PRAXAIR INC	74005P104		2/4/2005	1/25/2012	1 059		0	441	618	0	0	0	618
174	T ROWE PRICE GROUP INC	74144T108		1/20/2012	1/25/2012	1 216		0	1 201	15	0	0	0	15
175	PROCTER & GAMBLE CO	742718109		2/1/2002	1/25/2012	1 296		0	821	475	0	0	0	475
176	PROCTER & GAMBLE CO	742718109		2/1/2002	3/22/2012	1,350		0	821	529	0	0	0	529
177	PROCTER & GAMBLE CO	742718109		2/1/2002	3/27/2012	2 485		0	1,519	966	0	0	0	966
178	PROCTER & GAMBLE CO	742718109		2/1/2002	3/27/2012	201		0	123	78	0	0	0	78
179	PROCTER & GAMBLE CO	742718109		2/1/2002	3/28/2012	201		0	123	78	0	0	0	78
180	PROCTER & GAMBLE CO	742718109		2/1/2002	3/28/2012	1 808		0	1 109	699	0	0	0	699
181	QUALCOMM INC	747525103		8/11/2010	1/25/2012	1,765		0	1 177	588	0	0	0	588
182	QUALCOMM INC	747525103		8/11/2010	1/25/2012	588		0	392	196	0	0	0	196
183	ROBERT HALF INTL INC	770323103		12/2/2011	1/25/2012	602		0	542	60	0	0	0	60
184	ST JUDE MEDICAL INC	790849103		3/22/2011	1/25/2012	1,199		0	1 544	-345	0	0	0	-345
185	ST JUDE MEDICAL INC	790849103		3/22/2011	7/18/2012	4,805		0	6,588	1,783	0	0	0	-1,783
186	ST JUDE MEDICAL INC	790849103		3/22/2011	7/18/2012	74		0	103	29	0	0	0	-29
187	TARGET CORP	87612E106		12/8/2011	1/25/2012	1,020		0	1,077	-57	0	0	0	-57
188	TERADATA CORPORATION	88076W103		3/3/2011	1/25/2012	643		0	599	44	0	0	0	44
189	TERADATA CORPORATION	88076W103		3/3/2011	1/25/2012	428		0	399	29	0	0	0	29
190	TRANSCANADA CORP	89353D107		10/19/2011	1/25/2012	828		0	854	-26	0	0	0	-26
191	UNILEVER PLC ADR	904767704		12/11/2009	1/25/2012	1,943		0	1 840	103	0	0	0	103
192	UNILEVER PLC ADR	904767704		5/27/2010	1/25/2012	324		0	272	52	0	0	0	52

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
										16,040	0	0
1	BNY Mellon, N A		P O Box 185	Pittsburgh	PA	15230-0185		TRUSTEE	SEE ATTAC	24 251	NONE	NONE
2	BNY Mellon N A		P O Box 185	Pittsburgh	PA	15230-0185		FEE	REIMBURS	-8,211	N/A	N/A

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

		Date		Amount
1	Credit from prior year return		1	986
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	0
7	Total		7	986

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

Recipient(s) paid during the year

Name				
METROPOLITAN OPERA ASSOCIATION				
Street				
LINCOLN CENTER				
City	**State**	**Zip Code**	**Foreign Country**	
NEW YORK	NY	10023		
Relationship	**Foundation Status**			
NONE	PUBLIC			
Purpose of grant/contribution				**Amount**
GENERAL OPERATIONAL				10,000

Name				
CONSERVATION FUND				
Street				
1655 N FORT MYER DRIVE				
City	**State**	**Zip Code**	**Foreign Country**	
ARLINGTON	VA	22209-3199		
Relationship	**Foundation Status**			
NONE	PUBLIC			
Purpose of grant/contribution				**Amount**
GENERAL OPERATIONAL				2,000

Name				
HELEN KELLER INTERNATIONAL				
Street				
352 PARK AVENUE SOUTH				
City	**State**	**Zip Code**	**Foreign Country**	
NEW YORK	NY	10010		
Relationship	**Foundation Status**			
NONE	PUBLIC			
Purpose of grant/contribution				**Amount**
GENERAL OPERATIONAL				1,000

Name				
LAUGHLIN CENTER				
Street				
424 FREDERICK AVENUE				
City	**State**	**Zip Code**	**Foreign Country**	
SEWICKLEY	PA	15143		
Relationship	**Foundation Status**			
NONE	PUBLIC			
Purpose of grant/contribution				**Amount**
GENERAL OPERATIONAL				5,000

Name				
LENOX HILL HOSPITAL				
Street				
100 EAST 77TH STREET				
City	**State**	**Zip Code**	**Foreign Country**	
NEW YORK	NY	10075		
Relationship	**Foundation Status**			
NONE	PUBLIC			
Purpose of grant/contribution				**Amount**
GENERAL OPERATIONAL				5,000

Name				
LYFORD CAY FOUNDATION				
Street				
521 FIFTH AVENUE, 10TH FLOOR				
City	**State**	**Zip Code**	**Foreign Country**	
NEW YORK	NY	10175		
Relationship	**Foundation Status**			
NONE	PUBLIC			
Purpose of grant/contribution				**Amount**
GENERAL OPERATIONAL				10,000

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

Recipient(s) paid during the year

Name				
NATIONAL GALLERY OF ART				
Street				
2000B SOUTH CLUB DRIVE				
City	**State**	**Zip Code**	**Foreign Country**	
LANDOVER	MD	20785		
Relationship	**Foundation Status**			
NONE	PUBLIC			
Purpose of grant/contribution				**Amount**
GENERAL OPERATIONAL				15,000

Name				
NEW YORK WEILL CORNELL MEDICAL CENTER				
Street				
525 E 68TH STREET, BOX 123				
City	**State**	**Zip Code**	**Foreign Country**	
NEW YORK	NY	10065		
Relationship	**Foundation Status**			
NONE	PUBLIC			
Purpose of grant/contribution				**Amount**
GENERAL OPERATIONAL				10,000

Name				
THE GRANT FOUNDATION				
Street				
P O BOX 81946				
City	**State**	**Zip Code**	**Foreign Country**	
PITTSBURGH	PA	15217		
Relationship	**Foundation Status**			
NONE	PUBLIC			
Purpose of grant/contribution				**Amount**
GENERAL OPERATIONAL				9,000

Name				
YELLOWSTONE PARK FOUNDATION				
Street				
222 EAST MAIN STREET				
City	**State**	**Zip Code**	**Foreign Country**	
BOZEMAN	MT	59715-9925		
Relationship	**Foundation Status**			
NONE	PUBLIC			
Purpose of grant/contribution				**Amount**
GENERAL OPERATIONAL				2,000

Name				
HITCHCOCK WOODS FOUNDATION				
Street				
444 S BOUNDARY AVENUE SOUTH				
City	**State**	**Zip Code**	**Foreign Country**	
AIKEN	SC	29801-4885		
Relationship	**Foundation Status**			
NONE	PUBLIC			
Purpose of grant/contribution				**Amount**
GENERAL OPERATIONAL				7,000

Name				
PITTSBURGH MUSKOKA FOUNDATION				
Street				
535 SMITHFIELD STREET				
City	**State**	**Zip Code**	**Foreign Country**	
PITTSBURGH	PA	15222-2393		
Relationship	**Foundation Status**			
NONE	PUBLIC			
Purpose of grant/contribution				**Amount**
GENERAL OPERATIONAL				7,000

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
BE PRESENT INC	4151 MEMORIAL DRIVE	DECATUR	GA	30032		NONE	PUBLIC	GENERAL OPERATIONAL	7,500
NATIONAL MUSEUM OF POLO AND HALL OF FAME	9011 LAKE WORTH ROAD	WELLINGTON	FL	33467		NONE	PUBLIC	GENERAL OPERATIONAL	2,000
ARIZONA FRIENDS OF TIBET	P O BOX 31956	TUCSON	AZ	85701		NONE	PUBLIC	GENERAL OPERATIONAL	2,000
ASPHALT GREEN, INC	555 EAST 90TH STREET	NEW YORK	NY	10128-6834		NONE	PUBLIC	GENERAL OPERATIONAL	2,000
THE EPISCOPAL CHURCH OF BETHESDA BY THE SEA	SO COUNTY ROAD AND BARTON AVENUE	PALM BEACH	FL	33480		NONE	PUBLIC	GENERAL OPERATIONAL	1,000
BROOKS SCHOOL	1160 GREAT POND ROAD	NORTH ANDOVER	MA	01845-1298		NONE	PUBLIC	GENERAL OPERATIONAL	1,000

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
CAPOEIRA ARTS FOUNDATION, INC	1901 SAN PABLO AVENUE	BERKELEY	CA	94702		NONE	PUBLIC	GENERAL OPERATIONAL	2,000
CARL SCHURZ PARK ASSOCIATION	217 EAST 85TH STREET PMB 116	NEW YORK	NY	10028-3062		NONE	PUBLIC	GENERAL OPERATIONAL	3,000
CARNEGIE MELLON UNIVERSITY	5000 FORBES AVENUE	PITTSBURGH	PA	15213		NONE	PUBLIC	GENERAL OPERATIONAL	2,000
THE CHILDREN'S STOREFRONT	70 EAST 129TH STREET	NEW YORK	NY	10035		NONE	PUBLIC	GENERAL OPERATIONAL	1,000
DUTCHESS LAND CONSERVANCY	P O BOX 138, 4289 ROUTE 82	MILLBROOK	NY	12545		NONE	PUBLIC	GENERAL OPERATIONAL	4,000
NEW YORK MARBLE CEMETERY, INC	53 FEARING ROAD	HINGHAM	MA	02043-1836		NONE	PUBLIC	GENERAL OPERATIONAL	1,000

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

Recipient(s) paid during the year

Name				
NEW YORK-PRESBYTERIAN HOSPITAL				
Street				
525 EAST 68TH STREET BOX 123				
City	**State**	**Zip Code**	**Foreign Country**	
NEW YORK	NY	10065		
Relationship	**Foundation Status**			
NONE	PUBLIC			
Purpose of grant/contribution				**Amount**
GENERAL OPERATIONAL				2,000

Name				
THE SOCIETY OF THE FOUR ARTS				
Street				
2 FOUR ARTS PLAZA				
City	**State**	**Zip Code**	**Foreign Country**	
PALM BEACH	FL	33480		
Relationship	**Foundation Status**			
NONE	PUBLIC			
Purpose of grant/contribution				**Amount**
GENERAL OPERATIONAL				1,000

Name				
TOWN OF GREENWICH				
Street				
101 FIELD POINT ROAD				
City	**State**	**Zip Code**	**Foreign Country**	
GREENWICH	CT	06830		
Relationship	**Foundation Status**			
NONE	PUBLIC			
Purpose of grant/contribution				**Amount**
GENERAL OPERATIONAL				1,000

Name				
XANADU, INC				
Street				
100 EAST SAN FRANCISCO STREET				
City	**State**	**Zip Code**	**Foreign Country**	
SANTA FE	NM	87501-2110		
Relationship	**Foundation Status**			
NONE	PUBLIC			
Purpose of grant/contribution				**Amount**
GENERAL OPERATIONAL				3,000

Name				
HOSPICE FOUNDATION, INC				
Street				
5300 EAST AVENUE				
City	**State**	**Zip Code**	**Foreign Country**	
WEST PALM BEACH	FL	33407		
Relationship	**Foundation Status**			
NONE	PUBLIC			
Purpose of grant/contribution				**Amount**
GENERAL OPERATIONAL				1,000

Name				
THE POINT COMMUNITY DEVELOPMENT CORP				
Street				
940 GARRISON AVENUE				
City	**State**	**Zip Code**	**Foreign Country**	
BRONX	NY	10474		
Relationship	**Foundation Status**			
NONE	PUBLIC			
Purpose of grant/contribution				**Amount**
GENERAL OPERATIONAL				3,000

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
THE AMERICAN HOSPITAL OF PARIS FOUNDATION						NONE	PUBLIC	GENERAL OPERATIONAL	500
ARIZONA FRIENDS OF TIBET	P O BOX 31956	TUCSON	AZ	85701		NONE	PUBLIC	GENERAL OPERATIONAL	2,000
BREAST CANCER RESEARCH FOUNDATION						NONE	PUBLIC	GENERAL OPERATIONAL	500
CHAPIN SCHOOL, ALUMNAE ASSOCIATION						NONE	PUBLIC	GENERAL OPERATIONAL	500
CHILDREN'S STOREFRONT	70 EAST 129TH STRET	NEW YORK	NY	10035		NONE	PUBLIC	GENERAL OPERATIONAL	1,000
CROSBY FUND FOR HAITIAN EDUCATION						NONE	PUBLIC	GENERAL OPERATIONAL	1,000

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
ERIC CARLE MUSEUM	125 WEST BAY ROAD	AMHERST	MA	01002		NONE	PUBLIC	GENERAL OPERATIONAL	1,000
HMS SCHOOL	3450 N KELVIN BLVD	TUCSON	AZ	85716		NONE	PUBLIC	GENERAL OPERATIONAL	1,000
HOSPITAL ALBERT SCHWEITZER HAITI						NONE	PUBLIC	GENERAL OPERATIONAL	50,000
TOWN OF PALM BEACH UNITED WAY						NONE	PUBLIC	GENERAL OPERATIONAL	1,000
VAMOS						NONE	PUBLIC	GENERAL OPERATIONAL	2,000
AMERICAN CIVIL LIBERTIES UNION	125 BROAD STREET, 18TH FLOOR	NEW YORK	NY	10004-2400		NONE	PUBLIC	GENERAL OPERATIONAL	1,000

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
GLOBAL CAMPUSES FOUNDATION	43 SOUTH MAIN, SUITE 3	RANDOLPH	VT	05060		NONE	PUBLIC	GENERAL OPERATIONAL	500
LEAGUE OF CONSERVATION VOTERS	1920 L STREET NW, SUITE 800	WASHINGTON	DC	20036		NONE	PUBLIC	GENERAL OPERATIONAL	1,000
HABITAT FOR HUMANITY TUCSON	621 W LESTER STREET	TUCSON	AZ	85705-6432		NONE	PUBLIC	GENERAL OPERATIONAL	1,000
HEFFTER RESEARCH INSTITUTE	369 MONTEZUMA AVE, NO 153	SANTA FE	NM	87501-2626		NONE	PUBLIC	GENERAL OPERATIONAL	3,000
IF	160 SUNFLOWER LANE	WATSONVILLE	CA	95076		NONE	PUBLIC	GENERAL OPERATIONAL	1,000
NONVIOLENT PEACEFORCE USA	425 OAK GROVE STREET	MINNEAPOLIS	MN	55403		NONE	PUBLIC	GENERAL OPERATIONAL	1,000

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
PRIMAVER FOUNDATION INC	702 SOUTH 6TH AVENUE	TUCSON	AZ	85701-2602		NONE	PUBLIC	GENERAL OPERATIONAL	1,000
SOUTHERN PARTNERS FUND	1776 PEACHTREE STREET, NW	ATLANTA	GA	30309		NONE	PUBLIC	GENERAL OPERATIONAL	1,000
TUCSON BOTANICAL GARDENS	2150 NORTH ALVERNON WAY	TUCSON	AZ	85712-3153		NONE	PUBLIC	GENERAL OPERATIONAL	1,000
UNIVERSITY OF NORTH CAROLINA SCHOOL OF MUSIC	P O BOX 26170	GREENSBORO	NC	27402-6170		NONE	PUBLIC	GENERAL OPERATIONAL	2,000
BAINBRIDGE GRADUATE INSTITUTE	284 NE MADRONA WAY, SUITE 124	BAINBRIDGE ISLAND	WA	98110		NONE	PUBLIC	GENERAL OPERATIONAL	500
CHILDREN'S MOVEMENT FOR CREATIVE EDUCATION	540 PRESIDENT ST , 3RD FLOOR	BROOKLYN	NY	11215		NONE	PUBLIC	GENERAL OPERATIONAL	1,000

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
GREEN EARTH FOUNDATION	P O BOX 327	EL VERANO	CA	95433		NONE	PUBLIC	GENERAL OPERATIONAL	1,000
MISS PORTER'S SCHOOL	60 MAIN STREET	FARMINGTON	CT	06032		NONE	PUBLIC	GENERAL OPERATIONAL	500
BRYN MAWR COLLEGE	101 N MARION AVENUE	BRYN MAWR	PA	19010		NONE	PUBLIC	GENERAL OPERATIONAL	1,000
THE BREARLEY SCHOOL	610 E 83RD STREET	NEW YORK	NY	10028		NONE	PUBLIC	GENERAL OPERATIONAL	1,000
ARIZONA CENTER FOR INTEGRATIVE MEDICINE	P O BOX 245153	TUCSON	AZ	85724-5153		NONE	PUBLIC	GENERAL OPERATIONAL	5,000
PARK DAY SCHOOL	360 42ND ST	OAKLAND	CA	94609		NONE	PUBLIC	GENERAL OPERATIONAL	1,000

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
MINDFUL SCHOOLS	1944 EMARACADERO EAST	OAKLAND	CA	94606		NONE	PUBLIC	GENERAL OPERATIONAL	500
DOCTORS WITHOUT BORDERS	333 SEVENTH AVE , 2ND FLOOR	NEW YORK	NY	10001		NONE	PUBLIC	GENERAL OPERATIONAL	1,000
BLACK BOX VOTING	330 SW 43RD ST, SUITE K	RENTON	WA	98057		NONE	PUBLIC	GENERAL OPERATIONAL	6,500
CASA DE LOS NINAS	1101 N 4TH AVENUE	TUCSON	AZ	85705		NONE	PUBLIC	GENERAL OPERATIONAL	1,000
ARIZONA OPERA COMPANY	4600 N 12TH STREET	PHOENIX	AZ	85014		NONE	PUBLIC	GENERAL OPERATIONAL	1,000
ANGEL CHARITY	P O. BOX 14225	TUCSON	AZ	85732		NONE	PUBLIC	GENERAL OPERATIONAL	1,000

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
ARIZONA THEATER COMPANY	343 S SCOTT AVENUE	TUCSON	AZ	85701		NONE	PUBLIC	GENERAL OPERATIONAL	1,000
HUMANE SOCIETY OF SOUTHERN ARIZONA	3450 N KELVIN BLVD	TUCSON	AZ	85716		NONE	PUBLIC	GENERAL OPERATIONAL	1,000
CARONDELET FOUNDATION	120 N RICSON BLVD	TUCSON	AZ	85716-4710		NONE	PUBLIC	GENERAL OPERATIONAL	1,000
SOCIETY OF FRIENDS	4836 ELLSWORTH AVENUE	PITTSBURGH	PA	15213-2805		NONE	PUBLIC	GENERAL OPERATIONAL	1,000
HAWAIIAN REFORESTATION PROGRAM FOUNDATION INC	P O BOX 711734	MT VIEW	HI	96771		NONE	PUBLIC	GENERAL OPERATIONAL	1,000
WHITE EARTH LAND RECOVERY PROJECT	607 MAIN ST	CALLAWAY	MN	56521		NONE	PUBLIC	GENERAL OPERATIONAL	2,500

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

Recipient(s) paid during the year

Name				
NORTHERN JAGUAR PROJECT				
Street				
2114 WEST GRANT ROAD, SUITE 121				
City	**State**	**Zip Code**	**Foreign Country**	
TUCSON	AZ	85745		
Relationship	**Foundation Status**			
NONE	PUBLIC			
Purpose of grant/contribution				**Amount**
GENERAL OPERATIONAL				2,500

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**

Attachment to Form 990-PF Part VIII, Column (b) Title and average hours per week devoted to position

As Trustee, BNY Mellon, N.A. provides administrative services such as acting as investment manager for the named organization. These services require numerous individual bank employees' involvement in the activities of the organization and thus cannot be quantified on an hourly basis. Therefore, the Trustee's fees are not based upon an hourly basis but are calculated based upon factors such as the market value of the account and in accordance with our agreement with the client.

TAX MARKET VALUE DETAIL REPORT FOR PFSO TO MOBIUS

ACCOUNT NO	ACCOUNT NAME	CUSIP ID	ASSET SHORT NAME	SHARES	MARKET VALUE	FEDERAL TAX COST
	HITCHCOCK MARGA		CASH	0.00	5,498 07	5,498.07
	HITCHCOCK MARGA	G2554F113	COVIDIEN PLC	120.00	6,928 80	5,664 59
	HITCHCOCK MARGA	G29183103	EATON CORP PLC	137.00	7,422.66	7,076.74
	HITCHCOCK MARGA	G3157S106	ENSCO PLC-CL A	120.00	7,113.60	6,505.93
	HITCHCOCK MARGA	H6169Q108	PENTAIR LTD	19.00	933.85	291.17
	HITCHCOCK MARGA	H89128104	TYCO INTERNATIONAL LTD	80.00	2,340.00	761 29
	HITCHCOCK MARGA	N53745100	LYONDELLBASELL INDU -CL A	130.00	7,421.70	5,794.14
	HITCHCOCK MARGA	00101J106	A D T CORP-W/I	40.00	1,859.60	502.09
	HITCHCOCK MARGA	00206R102	AT&T INC	260.00	8,764.60	9,775.24
	HITCHCOCK MARGA	00209TAA3	AT&T BROADBAND COR 8 375% 3/	38,000 00	38,599.26	36,694.26
	HITCHCOCK MARGA	018581108	ALLIANCE DATA SYS CORP	65 00	9,409.40	3,858.27
	HITCHCOCK MARGA	01988P108	ALLSCRIPTS HEALTHCARE SOLUTI	160 00	1,507.20	2,699.56
	HITCHCOCK MARGA	023135106	AMAZON.COM INC	26.00	6,522.62	5,226.57
	HITCHCOCK MARGA	025816109	AMERICAN EXPRESS CO	130.00	7,472.40	5,416.43
	HITCHCOCK MARGA	026874784	AMERICAN INTERNATIONAL GROUP	150.00	5,295 00	5,070 20
	HITCHCOCK MARGA	03076C106	AMERIPRISE FINANCIAL INC	100.00	6,263.00	1,916.78
	HITCHCOCK MARGA	032511107	ANADARKO PETROLEUM CORP	70.00	5,201 70	3,715.62
	HITCHCOCK MARGA	037411105	APACHE CORP	80.00	6,280 00	5,579 20
	HITCHCOCK MARGA	037833100	APPLE INC	50.00	26,608.65	7,920 07
	HITCHCOCK MARGA	052800109	AUTOLIV INC	70.00	4,717.30	2,555.01
	HITCHCOCK MARGA	05569M509	BNY MELLON M/C MULTI-STRATEG	19,219.19	215,254 93	223,517.66
	HITCHCOCK MARGA	05569M616	BNY MELLON MONEY MARKET FUND	179,063.69	179,063.69	179,063.69
	HITCHCOCK MARGA	05569M814	BNY MELLON INTERMEDIATE BD-M	9,169.55	121,038.17	118,044.83
	HITCHCOCK MARGA	05569M855	BNY MELLON EMERGING MKTS-M	35,957.51	368,564.55	318,863.71
	HITCHCOCK MARGA	073730103	BEAM INC	120.00	7,330 80	7,092.49
	HITCHCOCK MARGA	124857202	C B S CORP-CLASS B W/I	200.00	7,610 00	5,463.32
	HITCHCOCK MARGA	12504L109	C B R E GROUP INC	440.00	8,756 00	8,235.79
	HITCHCOCK MARGA	125509109	CIGNA CORP	80.00	4,276.80	1,952.88
	HITCHCOCK MARGA	14040H105	CAPITAL ONE FINANCIAL CORP	80.00	4,634.40	3,494.60
	HITCHCOCK MARGA	143658300	CARNIVAL CORP	90.00	3,309 30	2,810 68
	HITCHCOCK MARGA	149123BQ3	CATERPILLAR INC 7.9%	100,000.00	135,646 00	116,376.00
	HITCHCOCK MARGA	171232101	CHUBB CORP	60.00	4,519 20	3,124 05
	HITCHCOCK MARGA	189754104	COACH INC	4,000.00	222,040 00	14,728.72
	HITCHCOCK MARGA	19122T109	COCA-COLA ENTERPRISES INC	170.00	5,394.10	4,892.38
	HITCHCOCK MARGA	192446102	COGNIZANT TECHNOLOGY SOLUTIO	80.00	5,910.58	5,589.51
	HITCHCOCK MARGA	205887102	CONAGRA FOODS INC	50.00	1,475.00	1,483.35
	HITCHCOCK MARGA	20825C104	CONOCOPHILLIPS	70.00	4,059.30	1,329.41
	HITCHCOCK MARGA	235851102	DANAHER CORP	80.00	4,472.00	2,179.80
	HITCHCOCK MARGA	254687106	WALT DISNEY CO/THE	180.00	8,962.20	8,263.11
	HITCHCOCK MARGA	256206103	DODGE & COX INTL STOCK FUND	4,526.90	156,811.82	212,778 00
	HITCHCOCK MARGA	261980759	DREYFUS HIGH YIELD-I	8,503.40	56,717.68	50,000.00
	HITCHCOCK MARGA	268648102	E M C CORP MASS	290.00	7,337.00	3,977.65
	HITCHCOCK MARGA	26875P101	E O G RES INC	31.00	3,744.49	3,189.66

HITCHCOCK MARGA	30231G102	EXXON MOBIL CORP	139 00	12,030.45	3,361.02
HITCHCOCK MARGA	31428X106	FEDEX CORP	80 00	7,337.60	7,375 88
HITCHCOCK MARGA	32076V103	FIRST MAJESTIC SILVER CORP	15,500 00	312,945.00	192,254.25
HITCHCOCK MARGA	343412102	FLUOR CORP NEW	70.00	4,111.80	3,993.45
HITCHCOCK MARGA	345370860	FORD MOTOR CO	380 00	4,921 00	6,246.65
HITCHCOCK MARGA	369604103	GENERAL ELECTRIC COMPANY	549.00	11,523.51	10,434.65
HITCHCOCK MARGA	45666Q102	INFORMATICA CORP	80 00	2,425.60	2,359.47
HITCHCOCK MARGA	45865V100	INTERCONTINENTALEXCHANGE INC	27.00	3,342.87	3,342.48
HITCHCOCK MARGA	459200101	INTERNATIONAL BUSINESS MACHI	37.00	7,087.35	3,931 99
HITCHCOCK MARGA	461202103	INTUIT	70.00	4,163.28	3,586 48
HITCHCOCK MARGA	464287804	ISHARES CORE S&P SMALL-CAP E	2,980 00	232,738.00	199,995.68
HITCHCOCK MARGA	46429B663	ISHARES HIGH DIVIDEND EQUITY	5,500 00	323,180.00	297,004.95
HITCHCOCK MARGA	46625H100	JP MORGAN CHASE & CO	229.00	10,068.92	4,979.75
HITCHCOCK MARGA	478160104	JOHNSON & JOHNSON	110.00	7,711.00	7,225.06
HITCHCOCK MARGA	58155Q103	MCKESSON CORPORATION	50 00	4,848.00	2,278 47
HITCHCOCK MARGA	58933Y105	MERCK & CO INC	305.00	12,486.70	9,335.47
HITCHCOCK MARGA	615369105	MOODYS CORP	280 00	14,089 60	13,087.69
HITCHCOCK MARGA	637071101	NATIONAL OILWELL VARCO INC.	120.00	8,202 00	8,385.93
HITCHCOCK MARGA	65248E203	NEWS CORP INC	370.00	9,708 80	6,465.27
HITCHCOCK MARGA	65339F101	NEXTERA ENERGY INC	160 00	11,070.40	8,738.98
HITCHCOCK MARGA	674599105	OCCIDENTAL PETROLEUM CORP	79.00	6,052.19	4,386.55
HITCHCOCK MARGA	68389X105	ORACLE CORP	230.00	7,663.60	3,911.26
HITCHCOCK MARGA	693656100	P V H CORP	60.00	6,660 60	4,418.41
HITCHCOCK MARGA	713448108	PEPSICO INC	160.00	10,948.80	7,158.50
HITCHCOCK MARGA	717081103	PFIZER INC	710.00	17,806 30	12,298.98
HITCHCOCK MARGA	718172109	PHILIP MORRIS INTERNAT-W/I	120.00	10,036 80	5,421.18
HITCHCOCK MARGA	74005P104	PRAXAIR INC	46 00	5,034 70	2,028.98
HITCHCOCK MARGA	74144T108	T ROWE PRICE GROUP INC	70 00	4,558.20	4,203.11
HITCHCOCK MARGA	741481105	T ROWE PRICE HIGH YIELD FD I	8,925.82	62,302 23	50,089.13
HITCHCOCK MARGA	747525103	QUALCOMM INC	160 00	9,897.54	6,235.60
HITCHCOCK MARGA	751028101	RALCORP HLDGS INC NEW	60.00	5,379.00	4,425.15
HITCHCOCK MARGA	770323103	ROBERT HALF INTL INC	110.00	3,500.20	2,981.63
HITCHCOCK MARGA	77956H872	T ROWE PRICE EMERGING MKT BD	9,021.82	128,290.41	100,948.05
HITCHCOCK MARGA	80105N105	SANOFI	260.00	12,318.80	9,712.01
HITCHCOCK MARGA	817418106	SEQUOIA INCOME FUND	994 12	167,321.01	150,000.00
HITCHCOCK MARGA	83088M102	SKYWORKS SOLUTIONS INC	260.00	5,278.00	6,088 19
HITCHCOCK MARGA	85207H104	SPROTT PHYSICAL GOLD TRUST	16,000.00	227,360 00	196,060 80
HITCHCOCK MARGA	86271F727	DREYFUS US EQUITY FUND-I	20,979 02	326,433.57	300,000.00
HITCHCOCK MARGA	86271F768	DREYFUS PRE STRAT INTER ST-I	9,478.67	137,440.74	100,000 00
HITCHCOCK MARGA	87234N765	TCW EMERGING MARKETS INCOME	12,077.29	112,560.40	100,000.00
HITCHCOCK MARGA	87612E106	TARGET CORP	80.00	4,733.60	4,203 12
HITCHCOCK MARGA	88076W103	TERADATA CORPORATION	80.00	4,951 20	3,846 75
HITCHCOCK MARGA	89353D107	TRANSCANADA CORP	90.00	4,258.80	3,841 88
HITCHCOCK MARGA	904767704	UNILEVER PLC ADR	290 00	11,228 80	7,876 70
HITCHCOCK MARGA	922042858	VANGUARD MSCI EMERGING MARKE	4,200 00	187,026.00	198,631 86
HITCHCOCK MARGA	928563402	VMWARE INC-CLASS A	50.00	4,707.00	4,384.39
HITCHCOCK MARGA	949746101	WELLS FARGO & COMPANY	390.00	13,330.20	9,364.83
HITCHCOCK MARGA	99RR89601	OPTIMA FUND LIMITED	4,127.00	317,655 19	250,000 00
HITCHCOCK MARGA	999S14649	THE PLATINUM TAX-EXEMPT FUND	22,762.45	325,616 86	250,000.00

TOTAL	4,847,430.04	4,015,873 15