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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 BEELS KENNETH W-CHAR TR		A Employer identification number 25-6770248
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) (814) 874-5206
City or town, state, and ZIP code Pittsburgh PA 15230-0185		C If exemption application is pending, check here ☐
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 ☐
Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 5,223,573		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐
J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) _____		

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))

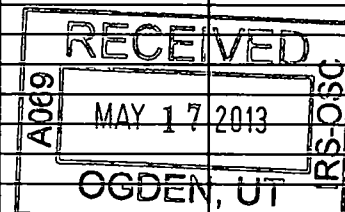
	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue				
1 Contributions, gifts, grants, etc., received (attach schedule)				
2 Check ☒ if the foundation is not required to attach Sch B				
3 Interest on savings and temporary cash investments				
4 Dividends and interest from securities	106,026	105,743		
5 a Gross rents				
b Net rental income or (loss)				
6 a Net gain or (loss) from sale of assets not on line 10	78,243			
b Gross sales price for all assets on line 6a 1,609,401				
7 Capital gain net income (from Part IV, line 2)		78,243		
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)	1,426			
12 Total. Add lines 1 through 11	185,695	183,986	0	
Operating and Administrative Expenses				
13 Compensation of officers, directors, trustees, etc	63,105	37,863		25,242
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)	2,577	2,577		
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule)	171	171		
24 Total operating and administrative expenses. Add lines 13 through 23	65,853	40,611	0	25,242
25 Contributions, gifts, grants paid	232,570			232,570
26 Total expenses and disbursements. Add lines 24 and 25	298,423	40,611	0	257,812
27 Subtract line 26 from line 12	-112,728			
a Excess of revenue over expenses and disbursements				
b Net investment income (if negative, enter -0-)		143,375		
c Adjusted net income (if negative, enter -0-)			0	

For Paperwork Reduction Act Notice, see instructions.

Form **990-PF** (2012)

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Form 990-PF (2012) BEELS KENNETH W-CHAR TR

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Part II Balance Sheets		Beginning of year	End of year	
			(a) Book Value	(b) Book Value
Assets	1 Cash—non-interest-bearing			
	2 Savings and temporary cash investments	25,564	499,746	499,746
	3 Accounts receivable ▶			
	Less allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach schedule) ▶			
	Less allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10 a Investments—U S and state government obligations (attach schedule)			
	b Investments—corporate stock (attach schedule)			
	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)	4,860,321	4,277,852	4,723,827
	14 Land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
	15 Other assets (describe ▶)			
	16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	4,885,885	4,777,598	5,223,573
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	4,885,885	4,777,598	
	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)	4,885,885	4,777,598	
	31 Total liabilities and net assets/fund balances (see instructions)	4,885,885	4,777,598	

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	4,885,885
2 Enter amount from Part I, line 27a	2	-112,728
3 Other increases not included in line 2 (itemize) ▶ See Attached Statement	3	4,933
4 Add lines 1, 2, and 3	4	4,778,090
5 Decreases not included in line 2 (itemize) ▶ COST BASIS ADJUSTMENT	5	492
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	4,777,598

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a See Attached Statement			
b See Attached Statement			
c See Attached Statement			
d See Attached Statement			
e See Attached Statement			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			0
b			0
c			0
d			0
e			0

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) FMV 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	78,243
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	275,945	5,312,313	0.051944
2010	254,890	5,113,309	0.049848
2009	170,886	4,661,772	0.036657
2008	359,352	5,646,731	0.063639
2007			0.000000

2 Total of line 1, column (d)	2	0.020288
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	0.050522
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	5,142,957
5 Multiply line 4 by line 3	5	259,832
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1,434
7 Add lines 5 and 6	7	261,266
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.	8	257,812

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

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-)

3 Add lines 1 and 2

4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)

5 Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-

6 Credits/Payments

a 2012 estimated tax payments and 2011 overpayment credited to 2012

b Exempt foreign organizations—tax withheld at source

c Tax paid with application for extension of time to file (Form 8868)

d Backup withholding erroneously withheld

7 Total credits and payments Add lines 6a through 6d

8 Enter any penalty for underpayment of estimated tax Check here ☐ if Form 2220 is attached

9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed

10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid

11 Enter the amount of line 10 to be Credited to 2013 estimated tax

Refunded

Part VII-A Statements Regarding Activities

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?

b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?

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?

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

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

4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?

b If "Yes," has it filed a tax return on Form 990-T for this year?

5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?

If "Yes," attach the statement required by General Instruction T

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?

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

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

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

10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses

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? Website address ▶ N/A	13	X	
14	The books are in care of ▶ BNY MELLON, N A Telephone no ▶ (814) 874-5206 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			
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? See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country ▶	16	Yes	No
				X

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)? Organizations relying on a current notice regarding disaster assistance check here ▶ ☐	1b	X
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**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 0	CO-TRUSTEE SEE ATTACHED	54,199	NONE	NONE
BNY Mellon, N A P O Box 185 Pittsburgh, PA 15230-0185	FEE REIMBURSEMENT	-17,918	N/A	N/A
ROBERT W MCFATE 3178B ROUTE 257 PO BOX 407 SENECA, PA	CO-TRUSTEE 1 00	26,824	NONE	NONE

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

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	5,182,246
b	Average of monthly cash balances	1b	39,030
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	5,221,276
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	5,221,276
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	78,319
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	5,142,957
6	Minimum investment return. Enter 5% of line 5	6	257,148

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	257,148
2a	Tax on investment income for 2012 from Part VI, line 5	2a	2,868
b	Income tax for 2012 (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	2,868
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	254,280
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	254,280
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	254,280

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	257,812
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	257,812
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	257,812

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				254,280
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	NONE			
b From 2008	18,973			
c From 2009	NONE			
d From 2010	2,341			
e From 2011	12,019			
f Total of lines 3a through e	33,333			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ 257,812				
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				254,280
e Remaining amount distributed out of corpus	3,532			
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	36,865			
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)				
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	36,865			
10 Analysis of line 9				
a Excess from 2008	18,973			
b Excess from 2009				
c Excess from 2010	2,341			
d Excess from 2011	12,019			
e Excess from 2012	3,532			

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 <i>Paid during the year</i> See Attached Statement				
Total			▶ 3a	232,570
b <i>Approved for future payment</i> NONE				
Total			▶ 3b	NONE

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

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	106,026	
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	78,243	
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory					
11	Other revenue a FEDERAL TAX REFUND				1,426	
b						
c						
d						
e						
12	Subtotal Add columns (b), (d), and (e)		0		185,695	0
13	Total. Add line 12, columns (b), (d), and (e) (See worksheet in line 13 instructions to verify calculations)				13 185,695	185,695

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

[illegible]

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

Check "X" to include in Part IV		Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Totals				Net Gain or Loss	
									Capital Gains/Losses		Other sales			
									Gross Sales		Cost, Other Basis and Expenses		Net Gain or Loss	
									1,609,401		1,531,158		76,243	
									0		0		0	
1	X	DIRECTV - CLASS A	25490A101			1/20/2012		7/24/2012	4,538	4,176			360	
2	X	DR PEPPER SNAPPLE GROUP	26138E109			6/15/2012		12/6/2012	2,588	2,453			135	
3	X	DR PEPPER SNAPPLE GROUP	26138E109			6/15/2012		12/7/2012	2,000	1,887			113	
4	X	DR PEPPER SNAPPLE GROUP	26138E109			6/15/2012		12/7/2012	1,182	1,119			63	
5	X	DR PEPPER SNAPPLE GROUP	26138E109			6/15/2012		12/7/2012	3,091	2,921			170	
6	X	DR PEPPER SNAPPLE GROUP	26138E109			6/15/2012		12/7/2012	1,000	945			55	
7	X	DR PEPPER SNAPPLE GROUP	26138E109			6/15/2012		12/7/2012	182	171			11	
8	X	DR PEPPER SNAPPLE GROUP	26138E109			6/15/2012		12/10/2012	1,329	1,242			87	
9	X	DREYFUS INFILN ADJ SEC IN	261967830			11/3/2011		12/19/2012	7,000	6,820			180	
10	X	DREYFUS GLOBAL REAL ES	261966582			11/3/2011		12/19/2012	54,000	45,501			8,499	
11	X	DU PONT (E.I.) DE NEMOURS	263534109			4/14/2009		3/29/2012	4,202	2,132			2,070	
12	X	DU PONT (E.I.) DE NEMOURS	263534109			4/14/2009		3/29/2012	1,051	536			515	
13	X	CITIGROUP INC	172967424			3/22/2012		5/14/2012	8,820	11,615			-2,795	
14	X	CITIGROUP INC	172967424			1/31/2011		5/14/2012	227	386			-159	
15	X	CITIGROUP INC	172967424			1/31/2011		5/14/2012	2,469	4,212			-1,743	
16	X	CITIGROUP INC	172967424			1/31/2011		5/14/2012	709	1,199			-490	
17	X	CITIGROUP INC	172967424			1/31/2011		5/14/2012	397	676			-278	
18	X	CITIGROUP INC	172967424			1/31/2011		5/14/2012	312	532			-220	
19	X	CITIGROUP INC	172967424			1/31/2011		5/14/2012	768	1,304			-536	
20	X	CITIGROUP INC	172967424			1/31/2011		5/14/2012	188	339			-140	
21	X	CITIGROUP INC	172967424			1/31/2011		5/14/2012	199	338			-139	
22	X	CITIGROUP INC	172967424			1/31/2011		5/14/2012	1,447	2,463			-1,016	
23	X	CITIGROUP INC	172967424			1/31/2011		5/14/2012	1,249	2,129			-880	
24	X	CITIGROUP INC	172967424			1/31/2011		5/14/2012	709	1,208			-499	
25	X	CITIGROUP INC	172967424			3/22/2012		5/14/2012	2,724	3,551			-827	
26	X	COCA-COLA ENTERPRISES IN	191221109			2/17/2012		12/19/2012	2,555	2,308			247	
27	X	COGNIZANT TECHNOLOGY S	192446102			3/30/2012		12/19/2012	2,934	3,081			147	
28	X	CONAGRA FOODS INC	205887102			12/6/2012		12/19/2012	1,498	1,483			15	
29	X	CONOCOPHILLIPS	20825C104			11/15/2001		12/19/2012	2,381	782			1,599	
30	X	CUMMINS INC	231021106			5/1/2009		6/7/2012	1,944	683			1,261	
31	X	CUMMINS INC	231021106			5/1/2009		6/8/2012	8,678	3,072			5,606	
32	X	CUMMINS INC	231021106			5/1/2009		12/19/2012	3,148	3,084			6,614	
33	X	DANAHER CORP	235851102			5/1/2005		12/19/2012	2,228	1,095			1,133	
34	X	WALT DISNEY CO/THE	254687106			6/6/2012		7/20/2012	4,014	3,674			340	
35	X	DIRECTV - CLASS A	25490A101			12/20/2012		7/20/2012	581	517			64	
36	X	DIRECTV - CLASS A	25490A101			12/20/2012		7/23/2012	10,788	9,822			966	
37	X	DIRECTV - CLASS A	25490A101			12/20/2012		7/24/2012	7,847	7,022			825	
38	X	DU PONT (E.I.) DE NEMOURS	263534109			4/14/2009		3/29/2012	1,523	771			752	
39	X	DU PONT (E.I.) DE NEMOURS	263534109			4/14/2009		3/29/2012	7,404	3,751			3,653	
40	X	E M C CORP MASS	268648102			5/2/2011		12/19/2012	2,866	3,123			-257	
41	X	E M C CORP MASS	268648102			4/16/2011		12/19/2012	1,042	1,112			-70	
42	X	E O G RES INC	26875P101			11/1/2011		12/19/2012	2,086	1,764			332	
43	X	EATON CORP ACTION	278058102			1/1/2012		12/19/2012	12,397	11,762			635	
44	X	ELECTRONIC ARTS INC	285512109			8/12/2011		6/14/2012	2,362	3,790			-1,428	
45	X	ELECTRONIC ARTS INC	285512109			8/12/2011		6/15/2012	431	691			-260	
46	X	ELECTRONIC ARTS INC	285512109			8/12/2011		6/15/2012	519	828			-310	
47	X	ELECTRONIC ARTS INC	285512109			8/12/2011		6/15/2012	7,551	12,060			-4,509	
48	X	ELECTRONIC ARTS INC	285512109			8/12/2011		6/15/2012	122	197			-75	
49	X	ENERGIZER HLDGS INC	29266R108			11/15/2010		6/7/2012	1,383	1,348			35	
50	X	ENERGIZER HLDGS INC	29266R108			11/15/2010		6/8/2012	2,937	2,779			158	
51	X	ENERGIZER HLDGS INC	29266R108			11/15/2010		6/8/2012	440	414			26	
52	X	ENERGIZER HLDGS INC	29266R108			11/15/2010		6/8/2012	6,240	6,009			231	
53	X	ENERGIZER HLDGS INC	29266R108			11/15/2010		6/8/2012	2,937	2,838			99	
54	X	EXXON MOBIL CORP	30231G102			12/24/2001		12/19/2012	4,438	1,964			2,474	
55	X	EXXON MOBIL CORP	30231G102			9/20/2001		12/19/2012	1,775	749			1,026	
56	X	FEDEX CORP	31428X106			12/6/2012		12/19/2012	4,737	4,631			106	
57	X	FLUOR CORP NEW	343412102			10/16/2012		12/19/2012	1,772	1,732			40	
58	X	FORD MOTOR CO	345370860			1/6/2011		12/19/2012	1,389	2,151			-762	
59	X	FORD MOTOR CO	345370860			1/6/2011		12/19/2012	948	1,307			-499	
60	X	GENERAL ELECTRIC COMPA	369604103			8/20/2001		12/19/2012	5,903	11,691			-5,788	
61	X	GENERAL ELECTRIC COMPA	369604103			8/20/2001		12/26/2012	207	418			-211	
62	X	GENERAL ELECTRIC COMPA	369604103			12/24/2001		12/26/2012	2,697	5,359			-2,662	
63	X	GENERAL ELECTRIC COMPA	369604103			3/31/2006		12/26/2012	4,149	6,986			-2,837	
64	X	GENERAL ELECTRIC COMPA	369604103			8/6/2004		12/27/2012	6,786	10,507			-3,721	
65	X	GENERAL ELECTRIC COMPA	369604103			3/31/2006		12/27/2012	208	349			-143	
66	X	GENERAL ELECTRIC COMPA	369604103			4/9/2004		12/27/2012	617	945			-328	
67	X	PENTAIR LTD	H6169Q108			3/16/2009		11/22/2012	36	12			24	
68	X	PENTAIR LTD	H6169Q108			3/16/2009		12/19/2012	490	153			-337	

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

Long Term CG Distributions										Amount		Totals										Gross Sales		Cost, Other Basis and Expenses		Net Gain or Loss	
Short Term CG Distributions										22,500		Capital Gains/Losses										1,609,401		1,531,158		78,243	
										0		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	PENTAIR LTD			3/16/2009		12/21/2012	3,184	1,011				0	2,173													
70	X	TYCO INTERNATIONAL LTD			2/5/2008		3/29/2012	2,797	2,019				0	778													
71	X	TYCO INTERNATIONAL LTD			3/16/2009		3/29/2012	8,949	3,115				0	5,834													
72	X	TYCO INTERNATIONAL LTD			3/16/2009		12/19/2012	1,173	381				0	792													
73	X	LYONDELLBASELL INDU-CL A D T CORP-WI			4/27/2012		12/19/2012	3,837	3,150				0	687													
74	X	00101J106			3/16/2009		12/19/2012	907	249				0	658													
75	X	AT&T INC			1/31/2007		12/19/2012	4,783	5,237				0	454													
76	X	AT&T INC			02/06R102		12/21/2012	10,735	11,970				0	-1,235													
77	X	ALLIANCE DATA SYS CORP			7/23/2008		12/19/2012	4,847	2,082				0	2,765													
78	X	ALLSCRIPTS HEALTHCARE S			8/17/2010		12/19/2012	859	1,382				0	-523													
79	X	AMAZON COM INC			5/2/2011		12/19/2012	3,355	2,613				0	742													
80	X	AMERICAN EXPRESS CO			6/21/2010		12/19/2012	3,991	2,974				0	1,017													
81	X	AMERICAN INTERNATIONAL C			9/12/2012		12/19/2012	2,828	2,704				0	124													
82	X	AMERICAN TOWER CORP			7/9/2012		12/19/2012	768	714				0	52													
83	X	AMERIPRISE FINANCIAL INC			1/5/2011		12/19/2012	1,011	956				0	55													
84	X	AMERIPRISE FINANCIAL INC			1/5/2011		12/19/2012	885	838				0	47													
85	X	AMERIPRISE FINANCIAL INC			12/1/2009		12/19/2012	1,264	383				0	881													
86	X	ANADARKO PETROLEUM CO			12/1/2012		12/19/2012	2,986	3,180				0	-184													
87	X	APACHE CORP			1/31/2007		12/19/2012	3,208	2,899				0	309													
88	X	APPLE INC			7/6/2008		12/19/2012	13,722	4,601				0	9,121													
89	X	BNY MELLON S/C MULTI-STR			12/6/2006		12/19/2012	23,454	28,050				0	-4,596													
90	X	BNY MELLON S/C MULTI-STR			3/6/2002		12/19/2012	183	201				0	-18													
91	X	AUTOLIV INC			1/23/2012		12/19/2012	1,963	1,917				0	46													
92	X	BNY MELLON LC MKT OPP-M			11/6/2011		12/19/2012	415,000	376,596				0	38,404													
93	X	BNY MELLON EMERGING MKT			12/22/2006		12/19/2012	31,148	63,599				0	-32,441													
94	X	BNY MELLON M/C MULTI-STR			3/6/2002		12/19/2012	27,000	28,444				0	-1,444													
95	X	BNY MELLON EMERGING MKT			12/21/2007		12/19/2012	13,852	27,526				0	-13,674													
96	X	BNY MELLON SMALL CAP ST			12/7/2005		6/15/2012	10,000	13,757				0	-3,757													
97	X	BNY MELLON INTERNATIONAL			8/31/2005		8/29/2012	272	471				0	-199													
98	X	BNY MELLON S/C MULTI-STR			12/7/2005		8/29/2012	5,000	6,451				0	-1,451													
99	X	BNY MELLON INTERNATIONAL			12/15/2005		8/29/2012	14,728	24,678				0	-9,950													
100	X	BNY MELLON S/C MULTI-STR			12/7/2005		12/19/2012	1,363	1,713				0	-350													
101	X	BNY MELLON INTERNATIONAL			12/15/2004		12/19/2012	9,472	14,378				0	-4,908													
102	X	BNY MELLON INTERNATIONAL			12/15/2005		12/19/2012	8,972	13,957				0	-4,985													
103	X	BNY MELLON INTERNATIONAL			12/19/2007		12/19/2012	54,643	78,855				0	-25,312													
104	X	BNY MELLON INTERNATIONAL			8/6/2003		12/19/2012	26,913	29,882				0	-2,969													
105	X	BANK OF AMERICA CORP			5/7/2009		12/19/2012	872	813				141	0													
106	X	BANK OF AMERICA CORP			6/15/2009		12/19/2012	1,456	1,760				303	-1													
107	X	BAXTER INTERNATIONAL INC			8/17/2011		6/14/2012	3,980	4,337				0	-357													
108	X	BAXTER INTERNATIONAL INC			8/10/2011		6/15/2012	8,852	9,240				0	-388													
109	X	BAXTER INTERNATIONAL INC			8/17/2011		6/15/2012	4,377	4,768				0	-389													
110	X	BAXTER INTERNATIONAL INC			8/18/2011		6/15/2012	10,820	11,543				0	-723													
111	X	BEAM INC			12/11/2012		12/19/2012	1,718	1,733				14	0													
112	X	BEAM INC			12/10/2012		12/19/2012	123	120				0	3													
113	X	CBS CORP-CLASS B W/I			12/7/2012		12/19/2012	1,465	1,155				0	310													
114	X	CBS CORP-CLASS B W/I			12/6/2012		12/19/2012	1,832	1,436				0	396													
115	X	CBE GROUP INC			12/11/2012		12/19/2012	1,720	1,691				0	29													
116	X	CBE GROUP INC			12/10/2012		12/19/2012	1,090	1,038				0	42													
117	X	CIGNA CORP			6/19/2009		12/18/2012	2,692	1,248				0	1,444													
118	X	CAPITAL ONE FINANCIAL CO			5/3/2012		12/19/2012	2,358	2,238				0	120													
119	X	CARNIVAL CORP			7/1/2010		12/19/2012	1,950	1,561				0	389													
120	X	CATERPILLAR INC			6/16/2010		12/4/2012	3,283	2,510				0	773													
121	X	CATERPILLAR INC			6/16/2010		12/5/2012	17,263	12,934				0	4,329													
122	X	CHUBB CORP			1/31/2007		1/20/2012	6,369	4,678				0	1,691													
123	X	CHUBB CORP			1/31/2007		1/20/2012	4,248	3,118				0	1,129													
124	X	CHUBB CORP			1/31/2007		12/19/2012	2,283	1,559				0	724													
125	X	PHILLIPS 66-W/I			11/15/2001		5/3/2012	4,045	1,578				0	2,467													
126	X	PHILLIPS 66-W/I			11/15/2001		5/3/2012	377	148				0	228													
127	X	PRAXAIR INC			2/8/2005		12/18/2012	2,611	1,074				0	1,537													
128	X	T ROWE PRICE GROUP INC			1/20/2012		12/19/2012	2,663	2,403				0	260													
129	X	PROCTER & GAMBLE CO			2/1/2002		3/22/2012	5,398	3,293				0	2,105													
130	X	PROCTER & GAMBLE CO			2/1/2002		3/27/2012	3,223	1,976				0	1,247													
131	X	PROCTER & GAMBLE CO			2/1/2002		3/27/2012	7,454	4,558				0	2,896													
132	X	PROCTER & GAMBLE CO			2/1/2002		3/27/2012	806	494				0	312													
133	X	PROCTER & GAMBLE CO			2/1/2002		3/28/2012	805	493				0	312													
134	X	PROCTER & GAMBLE CO			2/1/2002		3/28/2012	7,837	4,805				0	3,032													
135	X	QUALCOMM INC			1/6/2010		12/19/2012	5,646	4,325				0	1,321													
136	X	RALCORP HLDGS INC NEW			3/30/2012		11/27/2012	7,103	5,921				0	1,182													

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

Check "X" to include in Part IV	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Totals				Capital Gains/Losses				Other sales				Gross Sales				Cost, Other Basis and Expenses				Net Gain or Loss						
								Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss						Gross Sales	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss								
137	X	RALCORP HLDGS INC NEW	751028101		3/30/2012		11/27/2012	1,776	1,480					298						1,776	1,480						298							
138	X	RALCORP HLDGS INC NEW	751028101		3/30/2012		12/19/2012	1,784	1,480					304						1,784	1,480						304							
139	X	ROBERT HALF INTL INC	770323103		12/5/2011		12/19/2012	1,548	1,398					151						1,548	1,398						151							
140	X	GUGGENHEIM MANAGED FUND	78358A160		11/3/2011		12/19/2012	23,000	28,131					-3,131						23,000	28,131						-3,131							
141	X	ST JUDE MEDICAL INC	790849103		3/22/2011		7/18/2012	1,128	1,554					-428						1,128	1,554						-428							
142	X	ST JUDE MEDICAL INC	790849103		3/22/2011		7/18/2012	12,012	16,471					-4,459						12,012	16,471						-4,459							
143	X	ST JUDE MEDICAL INC	790849103		4/26/2011		7/18/2012	2,102	2,917					-815						2,102	2,917						-815							
144	X	ST JUDE MEDICAL INC	790849103		4/27/2011		7/18/2012	4,317	6,084					-1,767						4,317	6,084						-1,767							
145	X	ST JUDE MEDICAL INC	790849103		4/27/2011		7/18/2012	335	476					-141						335	476						-141							
146	X	SANOFI	80105N105		4/27/2011		12/19/2012	655	533					122						655	533						122							
147	X	SKYWORKS SOLUTIONS INC	8308BM102		7/25/2012		12/19/2012	5,898	4,739					1,159						5,898	4,739						1,159							
148	X	TARGET CORP	87612E106		12/5/2012		12/19/2012	1,673	1,873					-200						1,673	1,873						-200							
149	X	TERADATA CORPORATION	88076W103		12/8/2011		12/19/2012	2,468	2,153					315						2,468	2,153						315							
150	X	TERADATA CORPORATION	88076W103		3/3/2011		7/8/2012	1,303	1,000					303						1,303	1,000						303							
151	X	TERADATA CORPORATION	88076W103		3/3/2011		7/8/2012	459	350					109						459	350						109							
152	X	TERADATA CORPORATION	88076W103		3/3/2011		7/8/2012	7,404	5,644					1,760						7,404	5,644						1,760							
153	X	TERADATA CORPORATION	88076W103		3/3/2011		12/19/2012	1,878	1,496					382						1,878	1,496						382							
154	X	TRANSCANADA CORP	89353D107		10/18/2011		12/19/2012	945	859					86						945	859						86							
155	X	TRANSCANADA CORP	89353D107		10/18/2011		12/19/2012	1,417	1,281					136						1,417	1,281						136							
156	X	UNILEVER PLC ADR	904787704		10/19/2011		12/19/2012	3,534	2,891					643						3,534	2,891						643							
157	X	UNILEVER PLC ADR	904787704		12/14/2008		12/19/2012	2,356	1,854					502						2,356	1,854						502							
158	X	VALE SA-SP ADR	91912E105		5/10/2006		12/19/2012	2,228	1,873					355						2,228	1,873						355							
159	X	VALE SA-SP ADR	91912E105		5/10/2006		12/19/2012	10,407	8,502					1,905						10,407	8,502						1,905							
160	X	VMWARE INC-CLASS A	928563402		10/11/2011		12/19/2012	2,802	2,707					95						2,802	2,707						95							
161	X	WELLS FARGO & COMPANY	949746101		9/10/2010		12/19/2012	6,948	5,992					1,956						6,948	5,992						1,956							
162	X	ZIMMER HOLDINGS INC	98956P102		5/11/2011		10/12/2012	4,419	4,912					-493						4,419	4,912						-493							
163	X	ZIMMER HOLDINGS INC	98956P102		5/11/2011		10/15/2012	4,328	4,774					-446						4,328	4,774						-446							
164	X	ZIMMER HOLDINGS INC	98956P102		5/11/2011		10/15/2012	2,195	2,416					-221						2,195	2,416						-221							
165	X	ZIMMER HOLDINGS INC	98956P102		5/6/2011		10/16/2012	2,555	2,721					-166						2,555	2,721						-166							
166	X	ZIMMER HOLDINGS INC	98956P102		5/10/2011		10/16/2012	4,151	4,487					-336						4,151	4,487						-336							
167	X	COOPER PLC CORP ACTION	G24140108		1/12/2012		12/19/2012	34,838	28,084					6,754						34,838	28,084						6,754							
168	X	COVIDIEN PLC	G2554F113		1/4/2011		12/19/2012	2,312	944					1,368						2,312	944						1,368							
169	X	COVIDIEN PLC	G2554F113		1/3/2011		12/19/2012	1,156	944					212						1,156	944						212							
170	X	EATON CORP PLC	G28183103		11/30/2012		12/14/2012	47	47					0						47	47						0							
171	X	EATON CORP PLC	G29183103		11/30/2012		12/19/2012	3,807	3,616					191						3,807	3,616						191							
172	X	ENSCO PLC-CL A	G31575106		3/24/2011		12/19/2012	3,457	3,457					0						3,457	3,457						0							
173	X	GOOGLE INC - CL A	38259P508		6/5/2008		3/22/2012	10,316	7,081					3,235						10,316	7,081						3,235							
174	X	HESS CORP	42809H107		9/29/2004		12/6/2012	6,540	3,494					3,046						6,540	3,494						3,046							
175	X	HESS CORP	42809H107		9/29/2004		12/7/2012	7,158	3,817					3,341						7,158	3,817						3,341							
176	X	HESS CORP	42809H107		9/29/2004		12/7/2012	2,642	1,409					1,233						2,642	1,409						1,233							
177	X	HESS CORP	42809H107		9/29/2004		12/7/2012	938	499					439						938	499						439							
178	X	HONEYWELL INTL INC	439518106		4/16/2004		3/13/2012	24,691	14,757					9,934						24,691	14,757						9,934							
179	X	HONEYWELL INTL INC	439518106		4/16/2004		3/13/2012	3,011	1,740					1,271						3,011	1,740						1,271							
180	X	INFORMATICA CORP	45666G102		8/16/2010		12/19/2012	930	945					-15						930	945						-15							
181	X	INTERNATIONAL BUSINESS MACHINES CORP	45865V100		10/19/2011		12/19/2012	1,919	1,860					59						1,919	1,860						59							
182	X	INTERNATIONAL BUSINESS MACHINES CORP	45865V100		12/3/2008		12/19/2012	3,721	2,018					1,702						3,721	2,018						1,702							
183	X	INTUIT	46120Z103		10/12/2009		12/19/2012	1,875	1,563					312						1,875	1,563						312							
184	X	JP MORGAN CHASE & CO	46625H100		11/19/2002		12/19/2012	4,816	2,421					2,395						4,816	2,421						2,395							
185	X	JOHNSON & JOHNSON	478160104		6/15/2012		12/19/2012	3,547	3,294					253						3,547	3,294						253							
186	X	LIMITED BRANDS INC	532716107		10/6/2009		7/20/2012	509	199					310						509	199						310							
187	X	LIMITED BRANDS INC	532716107		10/6/2009		7/20/2012	6,897	2,654					4,243						6,897	2,654						4,243							
188	X	LIMITED BRANDS INC	532716107		10/5/2009		7/24/2012	4,136	1,603					2,533						4,136	1,603						2,533							
189	X	LIMITED BRANDS INC	532716107		10/5/2009		7/24/2012	3,142	1,213					1,929						3,142	1,213						1,929							
190	X	LIMITED BRANDS INC	532716107		10/6/2009		7/24/2012	2,334	939					1,39																				

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

Long Term CG Distributions										Amount				
Short Term CG Distributions										22,500				
										0				
Check "x" to include in Part IV	Description	CUSIP #	Purchaser	Check "x" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss
205	X MERCK & CO INC	58933Y105			1/31/2007		12/21/2012	8,540	5,114				0	3,426
206	X MERCK & CO INC	58933Y105			5/14/2012		12/21/2012	16,201	14,965				0	1,236
207	X MERCK & CO INC	58933Y105			1/31/2007		12/21/2012	1,039	624				0	415
208	X MOODY'S CORP	61536R105			12/5/2012		12/19/2012	4,611	4,453				0	158
209	X NATIONAL OILWELL VARCO INC	637071101			12/6/2011		12/19/2012	4,139	4,354				0	-215
210	X NETAPP INC	64110D104			8/19/2011		6/20/2012	186	216				0	-30
211	X NETAPP INC	64110D104			8/22/2011		6/20/2012	1,794	2,066				0	-272
212	X NETAPP INC	64110D104			8/23/2011		6/20/2012	2,779	3,320				0	-541
213	X NETAPP INC	64110D104			8/23/2011		6/20/2012	309	370				0	-61
214	X NETAPP INC	64110D104			10/18/2011		6/20/2012	926	1,187				0	-261
215	X NETAPP INC	64110D104			10/19/2011		6/20/2012	1,235	1,563				0	-328
216	X NETAPP INC	64110D104			8/18/2011		6/20/2012	710	829				0	-119
217	X NETAPP INC	64110D104			8/22/2011		6/21/2012	5,328	6,341				0	-1,013
218	X NETAPP INC	64110D104			8/22/2011		6/21/2012	424	499				0	-75
219	X NEWS CORP INC	65248E203			5/10/2006		12/19/2012	2,602	1,911				0	691
220	X NEWS CORP INC	65248E203			1/15/2004		12/19/2012	2,342	1,680				0	662
221	X NEXTERA ENERGY INC	65339F101			4/5/2011		12/19/2012	5,652	4,497				0	1,155
222	X NORFOLK SOUTHERN CORP	655844108			1/3/2009		2/16/2012	4,524	3,244				0	1,280
223	X NORFOLK SOUTHERN CORP	655844108			11/3/2009		2/16/2012	2,468	1,769				0	699
224	X NORFOLK SOUTHERN CORP	655844108			1/14/2009		2/16/2012	1,234	897				0	337
225	X NORFOLK SOUTHERN CORP	655844108			11/4/2009		2/16/2012	16,440	11,963				0	4,477
226	X OCCIDENTAL PETROLEUM CO	674589105			6/11/2010		12/19/2012	3,148	3,378				0	-230
227	X OMNICOM GROUP INC	681919106			1/31/2007		1/20/2012	5,244	5,856				0	-612
228	X OMNICOM GROUP INC	681919106			1/31/2007		1/20/2012	1,078	1,203				0	-124
229	X OMNICOM GROUP INC	681919106			1/31/2007		1/23/2012	7,478	8,471				0	-992
230	X OMNICOM GROUP INC	681919106			1/31/2007		1/24/2012	2,442	2,771				0	-329
231	X OMNICOM GROUP INC	681919106			1/6/2011		1/24/2012	2,765	2,842				0	-77
232	X OMNICOM GROUP INC	681919106			1/7/2011		1/24/2012	1,106	1,139				0	-33
233	X OMNICOM GROUP INC	681919106			1/7/2011		1/24/2012	2,581	2,832				0	-51
234	X OMNICOM GROUP INC	681919106			1/7/2011		1/25/2012	5,542	5,639				0	-97
235	X ORACLE CORP	68389X105			9/30/2010		3/30/2012	3,780	3,517				0	273
236	X ORACLE CORP	68389X105			1/31/2007		3/30/2012	11,953	7,005				0	4,948
237	X ORACLE CORP	68389X105			1/31/2007		12/18/2012	3,754	1,879				0	1,875
238	X PPL CORP	69351T106			4/4/2011		1/20/2012	12,373	11,638				0	735
239	X PPL CORP	69351T106			4/5/2011		1/20/2012	4,400	4,124				0	276
240	X P.V.H CORP	69356E100			11/2/2011		12/19/2012	3,248	2,174				0	1,075
241	X P.V.H CORP	69356E100			11/3/2011		12/19/2012	448	296				0	152
242	X PEPSICO INC	713448108			5/13/2011		12/19/2012	5,607	5,644				0	-37
243	X PFIZER INC	717081103			8/6/2003		12/19/2012	509	654				0	-145
244	X PFIZER INC	717081103			5/17/2002		12/19/2012	8,653	9,442				0	-789
245	X PHILIP MORRIS INTERNAT-W	718172109			10/31/2011		12/19/2012	5,956	4,977				0	979
246	X PHILLIPS 66-WI	718546104			11/15/2001		9/3/2012	316	123				0	183
247	X ISHARES LT GAIN/LOSS	000000000			1/1/2011		12/31/2012	0	1				0	-1

Part I, Line 11 (990-PF) - Other Income

		1,426	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income
1	FEDERAL TAX REFUND	1,426		

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

		2,577	2,577	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	FOREIGN TAX WITHHELD	2,577	2,577		

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

		171	171	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	INVESTMENT FEES	22	22		
2	ISHARES PORTFOLIO DEDUCTION	149	149		

Part II, Line 13 (990-PF) - Investments - Other

Asset Description		Basis of Valuation	Book Value Beg. of Year	Book Value End of Year	FMV End of Year
1	OTHER INVESTMENTS		4,860,321	4,277,852	4,723,827

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

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

1	LOSS ON CY SALES NOT SETTLED AT YEAR END	1	4,193
2	ISHARES PARTNERSHIP ADJUSTMENT	2	135
3	DISALLOWED LOSS DUE TO WASH SALE	3	605
4	Total	4	4,933

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

1	COST BASIS ADJUSTMENT	1	492
2	Total	2	492

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

Long Term CG Distributions										Short Term CG Distributions										Amount									
																				22,500									
																				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									
0										805										1,531,763									
55,743										0										0									
F M V as of 12/31/69										Gain or Loss										Excess of FMV Over Adj Basis									
Adjusted Basis as of 12/31/69																													
0										0										0									
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Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

Long Term CG Distributions										Amount		Short Term CG Distributions									
										22,500	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 12/31/89	Adjusted Basis as of 12/31/89	Excess of FMV Over Adj. Basis	Gain/Loss Minus Excess of FMV Over Adjusted Basis or Losses								
85 AMERIPSCO PETROLEUM INC	03076C106		12/12/2009	12/19/2012	1,294			383	881				55,743								
86 ANADARKO PETROLEUM CORP	032511107		12/12/2012	12/19/2012	2,696			3,180	-184												
87 APACHE CORP	037411105		13/12/2007	12/19/2012	3,208			2,859	309												
88 APPLE INC	037833100		7/8/2008	12/19/2012	13,772			4,601	9,121												
89 BNY MELLON SEC MULTI-STRATEGY FUND	05569M108		12/6/2008	12/19/2012	23,454			28,050	-4,596												
90 BNY MELLON SEC MULTI-STRATEGY FUND	05569M109		3/6/2009	12/19/2012	183			201	-18												
91 AUTOLIV INC	055600109		1/23/2012	12/19/2012	1,983			1,517	466												
92 BNY MELLON LG MKT OPP-M	05569M118		11/6/2012	12/19/2012	415,000			378,598	36,402												
93 BNY MELLON EMERGING MKTSM	05569M155		12/22/2008	12/19/2012	31,146			61,569	-32,441												
94 BNY MELLON SEC MULTI-STRATEGY FUND	05569M159		3/6/2009	12/19/2012	27,000			23,444	-1,444												
95 BNY MELLON EMERGING MKTSM	05569M155		12/21/2007	12/19/2012	13,852			27,526	-13,674												
96 BNY MELLON SMALL CAP STR-M	05569M106		12/7/2005	6/15/2012	10,000			13,757	-3,757												
97 BNY MELLON INTERNATIONAL-M	05569M171		8/31/2005	8/29/2012	272			471	-199												
98 BNY MELLON SEC MULTI-STRATEGY FUND	05569M106		12/7/2005	8/29/2012	5,000			6,451	-1,451												
99 BNY MELLON INTERNATIONAL-M	05569M171		12/15/2005	8/29/2012	14,728			24,878	-9,950												
100 BNY MELLON SEC MULTI-STRATEGY FUND	05569M106		12/7/2005	8/29/2012	1,363			1,713	-350												
101 BNY MELLON INTERNATIONAL-M	05569M171		12/15/2004	12/19/2012	9,472			14,378	-4,906												
102 BNY MELLON INTERNATIONAL-M	05569M171		12/15/2005	12/19/2012	8,872			13,957	-4,985												
103 BNY MELLON INTERNATIONAL-M	05569M171		12/19/2007	12/19/2012	54,843			78,955	-25,312												
104 BNY MELLON INTERNATIONAL-M	05569M171		8/6/2003	12/19/2012	26,913			28,882	-2,969												
105 BANK OF AMERICA CORP	060505104		5/7/2008	12/19/2012	672			813	0												
106 BANK OF AMERICA CORP	060505104		6/15/2009	12/19/2012	1,456			1,760	-1												
107 BAXTER INTERNATIONAL INC	071813109		8/17/2011	6/14/2012	3,980			4,337	-357												
108 BAXTER INTERNATIONAL INC	071813109		8/10/2011	6/15/2012	8,852			9,240	-388												
109 BAXTER INTERNATIONAL INC	071813109		8/17/2011	6/15/2012	4,377			4,768	-389												
110 BAXTER INTERNATIONAL INC	071813109		8/18/2011	6/15/2012	10,820			11,543	-723												
111 BEAM INC	073730103		12/11/2012	12/19/2012	1,719			1,733	0												
112 BEAM INC	073730103		12/10/2012	12/19/2012	123			120	3												
113 C B S CORP-CLASS B W/	124857202		12/7/2012	12/19/2012	1,465			1,155	310												
114 C B S CORP-CLASS B W/	124857202		12/6/2012	12/19/2012	1,832			1,436	396												
115 C B S CORP-CLASS B W/	125041109		12/11/2012	12/19/2012	1,720			1,891	-29												
116 C B S CORP-CLASS B W/	125041109		12/10/2012	12/19/2012	1,080			1,036	42												
117 CIGNA CORP	125508109		6/19/2009	12/19/2012	2,692			2,238	1,444												
118 CAPITAL ONE FINANCIAL CORP	14040H105		5/3/2012	12/19/2012	2,356			2,238	120												
119 CARNIVAL CORP	143658300		7/1/2010	12/19/2012	1,960			1,561	399												
120 CATERPILLAR INC	149123101		6/19/2010	12/4/2012	3,283			2,510	773												
121 CATERPILLAR INC	149123101		6/19/2010	12/4/2012	17,263			12,934	4,328												
122 CHUBB CORP	171232101		1/31/2007	12/20/2012	8,369			4,878	1,891												
123 CHUBB CORP	171232101		1/31/2007	12/20/2012	4,248			3,119	1,128												
124 CHUBB CORP	171232101		1/31/2007	12/19/2012	2,283			1,559	724												
125 PHILLIPS 66-W/	718548104		11/15/2001	5/2/2012	4,045			1,578	2,467												
126 PHILLIPS 66-W/	718548104		11/15/2001	5/2/2012	377			148	228												
127 PRAXAIR INC	74005P104		2/8/2005	12/19/2012	2,811			1,074	1,537												
128 T ROWE PRICE GROUP INC	74144T108		12/20/2012	12/19/2012	2,663			2,403	260												
129 PROCTER & GAMBLE CO	742718109		2/1/2002	3/22/2012	5,396			3,263	2,105												
130 PROCTER & GAMBLE CO	742718109		2/1/2002	3/27/2012	3,223			1,978	1,247												
131 PROCTER & GAMBLE CO	742718109		2/1/2002	3/27/2012	7,454			4,558	2,896												
132 PROCTER & GAMBLE CO	742718109		2/1/2002	3/27/2012	806			494	312												
133 PROCTER & GAMBLE CO	742718109		2/1/2002	3/28/2012	905			493	312												
134 PROCTER & GAMBLE CO	742718109		2/1/2002	3/28/2012	7,937			4,805	3,032												
135 QUALCOMM INC	747535103		1/6/2010	12/19/2012	5,646			4,225	1,321												
136 RALCO CORP HLDGS INC NEW	751030101		3/30/2012	12/17/2012	7,103			5,921	1,182												
137 RALCO CORP HLDGS INC NEW	751030101		3/30/2012	12/17/2012	1,726			1,460	266												
138 RALCO CORP HLDGS INC NEW	751030101		3/30/2012	12/17/2012	1,764			1,460	304												
139 RALCO CORP HLDGS INC NEW	751030101		3/30/2012	12/17/2012	1,549			1,398	151												
140 GUGENHEIM MANAGED FUTURE-Y	770323103		1/29/2011	12/19/2012	25,000			28,131	-3,131												
141 ROBERT HALF INTL INC	78358A160		3/22/2011	7/19/2012	1,126			1,554	-428												
142 ST JUDE MEDICAL INC	780649103		3/22/2011	7/19/2012	12,012			18,471	-4,459												
143 ST JUDE MEDICAL INC	780649103		4/26/2011	7/19/2012	2,102			2,917	-815												
144 ST JUDE MEDICAL INC	780649103		4/26/2011	7/19/2012	4,317			6,084	-1,767												
145 ST JUDE MEDICAL INC	780649103		4/26/2011	7/19/2012	335			478	-141												
146 SANOFI	8005N105		7/20/2012	12/19/2012	655			533	122												
147 SANOFI	8005N105		7/20/2012	12/19/2012	5,696			4,739	1,159												
148 SKYWORKS SOLUTIONS INC	80088M102		12/5/2012	12/19/2012	1,873			1,873	-200												
149 TARGET CORP	87812E108		12/5/2012	12/19/2012	2,468			2,153	315												
150 TERADATA CORPORATION	88078W103		3/3/2011	7/6/2012	1,303			1,000	303												
151 TERADATA CORPORATION	88078W103		3/3/2011	7/6/2012	459			350	109												
152 TERADATA CORPORATION	88078W103		3/3/2011	7/6/2012	7,404			5,844	1,760												
153 TERADATA CORPORATION	88078W103		3/3/2011	7/6/2012	1,878			1,486	382												
154 TRANSCANADA CORP	88353D107		5/16/2011	12/19/2012	945			859	86												
155 TRANSCANADA CORP	88353D107		5/16/2011	12/19/2012	1,417			1,281	136												
156 UNILEVER PLC ADP	904767704		5/10/2009	12/19/2012	3,534			2,881	643												
157 UNILEVER PLC ADP	904767704		5/10/2009	12/19/2012	2,356			1,854	502												
158 VALE SA SP ADP	91912E105		5/10/2008	12/4/2012	2,228			1,873	355												
159 VALE SA SP ADP	91912E105		5/10/2008	12/4/2012	10,407			8,502	1,905												
160 VMWARE INC-CLASS A	928565402		10/11/2011	12/19/2012	2,802			2,707	195												
161 WELLS FARGO & COMPANY	949746101		3/3/2011	12/19/2012	1,878			2,707	195												
162 ZIMMER HOLDINGS INC	98856P102		5/11/2011	10/12/2012	4,419			5,592	-1,356												
163 ZIMMER HOLDINGS INC	98856P102		5/11/2011	10/12/2012	4,419			5,592	-1,356												
164 ZIMMER HOLDINGS INC	98856P102		5/11/2011	10/15/2012	4,328			4,812	-483												
165 ZIMMER HOLDINGS INC	98856P102		5/11/2011	10/15/2012	2,195			2,416	-221												
166 ZIMMER HOLDINGS INC	98856P102		5/11/2011	10/16/2012	2,555			2,721	-166												
167 COOPER PLC CORP ACTION	924140108		1/1/2011	12/19/2012	34,836			4,467	-336												
168 COVIDIEN PLC	G2554F113		1/4/2011	12/19/2012	2,312			28,064	6,772												
								1,903	409												

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

Long Term CG Distributions										Amount		22,500		
Short Term CG Distributions										0		0		
Description of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	605	1,531,763	55,743	F M V as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	Gain/Loss Minus Excess of FMV Over Adj Basis
169 COVIDENT PLC	02554F113		12/20/11	12/19/2012	1,156	47		0	944	212	0	0	0	55,743
170 EATON CORP PLC	029183103		11/20/2012	12/14/2012	3,807			0	3,816	181	0	0	0	191
171 EATON CORP PLC	030183103		11/20/2012	12/19/2012	3,579			0	3,457	122	0	0	0	122
172 ENSO PLC-CL A	031575108		3/24/2011	12/16/2012	10,316			0	7,081	3,235	0	0	0	3,235
173 GOOGLE INC - CL A	06259P-906		6/5/2009	3/22/2012	6,540			0	3,494	3,046	0	0	0	3,046
174 HESS CORP	42608H107		9/26/2004	12/6/2012	7,169			0	3,817	3,352	0	0	0	3,352
175 HESS CORP	42608H107		9/26/2004	12/7/2012	2,642			0	1,409	1,233	0	0	0	1,233
176 HESS CORP	42608H107		9/26/2004	12/7/2012	938			0	499	439	0	0	0	439
177 HONEYWELL INTL INC	438518106		11/4/2004	31/3/2012	24,691			0	14,757	9,934	0	0	0	9,934
178 HONEYWELL INTL INC	438518106		4/8/2004	31/3/2012	3,011			0	1,740	1,271	0	0	0	1,271
179 INTERCONTINENTAL EXCHANGE INC	45985V102		8/16/2010	12/19/2012	930			0	645	-15	0	0	0	-15
180 INTERCONTINENTAL EXCHANGE INC	45985V102		10/19/2011	12/19/2012	1,919			0	1,860	59	0	0	0	59
181 INTERNATIONAL BUSINESS MACHINES	459200101		12/3/2008	12/19/2012	3,721			0	2,019	1,702	0	0	0	1,702
182 INTUIT	461202103		10/1/2011	12/19/2012	1,875			0	1,563	312	0	0	0	312
183 JPMORGAN CHASE & CO	46825H100		11/18/2002	12/18/2012	4,816			0	2,421	2,395	0	0	0	2,395
184 JOHNSON & JOHNSON	476160104		6/15/2012	12/18/2012	3,547			0	3,294	253	0	0	0	253
185 LIMITED BRANDS INC	532718107		10/6/2008	7/20/2012	509			0	199	310	0	0	0	310
187 LIMITED BRANDS INC	532718107		10/6/2008	7/20/2012	6,697			0	2,654	4,043	0	0	0	4,043
188 LIMITED BRANDS INC	532718107		10/5/2009	7/24/2012	4,136			0	1,603	2,533	0	0	0	2,533
189 LIMITED BRANDS INC	532718107		10/5/2009	7/24/2012	3,142			0	1,213	1,929	0	0	0	1,929
190 LIMITED BRANDS INC	532718107		10/5/2009	7/24/2012	2,334			0	939	1,395	0	0	0	1,395
191 LIMITED BRANDS INC	532718107		10/5/2009	7/24/2012	763			0	283	470	0	0	0	470
192 LINCOLN NATL CORP IND	534187109		8/12/2011	12/6/2012	2,087			0	2,273	-186	0	0	0	-186
193 LINCOLN NATL CORP IND	534187109		8/12/2011	12/7/2012	8,347			0	6,976	1,371	0	0	0	1,371
194 LINCOLN NATL CORP IND	534187109		8/12/2011	12/7/2012	5,436			0	5,851	-415	0	0	0	-415
195 LORILLARD INC	544147101		2/16/2012	9/12/2012	4,058			0	4,421	-362	0	0	0	-362
196 LORILLARD INC	544147101		8/22/2011	9/12/2012	2,203			0	2,068	135	0	0	0	135
197 LORILLARD INC	544147101		8/22/2011	9/12/2012	832			0	868	64	0	0	0	64
198 LORILLARD INC	544147101		8/22/2011	9/12/2012	13,402			0	12,518	884	0	0	0	884
199 MCKESSON CORPORATION	58155Q103		1/5/2010	4/27/2012	5,477			0	3,810	1,667	0	0	0	1,667
200 MCKESSON CORPORATION	58155Q103		1/4/2010	4/20/2012	4,514			0	3,198	1,315	0	0	0	1,315
201 MCKESSON CORPORATION	58155Q103		10/7/2009	4/30/2012	8,234			0	5,321	2,913	0	0	0	2,913
202 MCKESSON CORPORATION	58155Q103		10/7/2009	12/19/2012	985			0	591	394	0	0	0	394
203 MCKESSON CORPORATION	58155Q103		10/7/2009	12/19/2012	1,971			0	1,190	781	0	0	0	781
204 MERCK & CO INC	58933Y105		5/14/2012	12/19/2012	6,564			0	5,758	808	0	0	0	808
205 MERCK & CO INC	58933Y105		13/12/2007	12/21/2012	8,540			0	5,114	3,426	0	0	0	3,426
206 MERCK & CO INC	58933Y105		5/14/2012	12/21/2012	16,201			0	14,965	1,236	0	0	0	1,236
207 MERCK & CO INC	58933Y105		12/5/2012	12/21/2012	1,039			0	624	415	0	0	0	415
208 MOODY'S CORP	61536B105		12/5/2012	12/19/2012	4,611			0	4,453	158	0	0	0	158
209 NATIONAL OILWELL VARCO INC	637071101		12/9/2011	12/19/2012	4,139			0	4,354	-215	0	0	0	-215
210 NETAPP INC	64110D104		8/19/2011	6/20/2012	185			0	216	-30	0	0	0	-30
211 NETAPP INC	64110D104		6/22/2011	6/20/2012	1,794			0	2,066	-272	0	0	0	-272
212 NETAPP INC	64110D104		6/23/2011	6/20/2012	2,778			0	3,320	-541	0	0	0	-541
213 NETAPP INC	64110D104		6/23/2011	6/20/2012	308			0	370	-61	0	0	0	-61
214 NETAPP INC	64110D104		10/18/2011	6/20/2012	926			0	1,197	-261	0	0	0	-261
215 NETAPP INC	64110D104		10/19/2011	6/20/2012	1,235			0	1,563	-328	0	0	0	-328
216 NETAPP INC	64110D104		8/19/2011	6/20/2012	710			0	829	-118	0	0	0	-118
217 NETAPP INC	64110D104		8/22/2011	6/21/2012	5,328			0	6,341	-1,013	0	0	0	-1,013
218 NETAPP INC	64110D104		8/22/2011	6/21/2012	424			0	489	-75	0	0	0	-75
219 NEWS CORP INC	65248E203		5/10/2006	12/19/2012	2,602			0	1,811	691	0	0	0	691
220 NEWS CORP INC	65248E203		1/15/2004	12/19/2012	2,342			0	1,680	662	0	0	0	662
221 NEXTERA ENERGY INC	65539F101		4/5/2011	12/19/2012	5,652			0	4,497	1,155	0	0	0	1,155
222 NORFOLK SOUTHERN CORP	655844108		11/3/2009	2/16/2012	4,524			0	3,244	1,280	0	0	0	1,280
223 NORFOLK SOUTHERN CORP	655844108		11/3/2009	2/16/2012	2,468			0	1,769	699	0	0	0	699
224 NORFOLK SOUTHERN CORP	655844108		11/4/2009	2/16/2012	1,234			0	637	337	0	0	0	337
225 NORFOLK SOUTHERN CORP	655844108		6/1/2010	2/16/2012	16,440			0	11,983	4,457	0	0	0	4,457
226 OCCIDENTAL PETROLEUM CORP	674559105		1/31/2007	12/20/2012	3,146			0	3,378	-230	0	0	0	-230
227 OMNICO GROUP INC	681919106		1/31/2007	12/20/2012	5,244			0	5,858	-612	0	0	0	-612
228 OMNICO GROUP INC	681919106		1/31/2007	12/20/2012	1,079			0	1,203	-124	0	0	0	-124
229 OMNICO GROUP INC	681919106		1/31/2007	12/20/2012	7,478			0	8,471	-992	0	0	0	-992
230 OMNICO GROUP INC	681919106		1/31/2007	12/20/2012	2,442			0	2,771	-329	0	0	0	-329
231 OMNICO GROUP INC	681919106		1/2/2011	12/4/2012	2,782			0	2,842	-77	0	0	0	-77
232 OMNICO GROUP INC	681919106		1/7/2011	12/4/2012	1,108			0	1,139	-33	0	0	0	-33
233 OMNICO GROUP INC	681919106		1/7/2011	12/4/2012	2,581			0	2,832	-251	0	0	0	-251
234 OMNICO GROUP INC	681919106		1/7/2011	12/3/2012	5,542			0	5,639	-97	0	0	0	-97
235 ORACLE CORP	68389X105		9/30/2010	3/30/2012	3,790			0	3,517	273	0	0	0	273
236 ORACLE CORP	68389X105		1/31/2007	3/30/2012	11,953			0	7,005	4,948	0	0	0	4,948
237 ORACLE CORP	68389X105		1/31/2007	12/19/2012	3,754			0	1,879	1,875	0	0	0	1,875
238 PPL CORP	693511108		4/4/2011	12/20/2012	12,373			0	11,638	735	0	0	0	735
239 PPL CORP	693511108		4/9/2011	12/20/2012	4,400			0	4,124	276	0	0	0	276
240 P V H CORP	693565100		11/2/2011	12/19/2012	3,249			0	2,174	1,075	0	0	0	1,075
241 P V H CORP	693565100		11/2/2011	12/19/2012	448			0	286	152	0	0	0	152
242 PEPSICO INC	713448108		5/13/2011	12/19/2012	5,607			0	5,644	-37	0	0	0	-37
243 PFIZER INC	717081103		8/6/2003	12/19/2012	509			0	654	-145	0	0	0	-145
244 PFIZER INC	717081103		5/17/2002	12/19/2012	8,653			0	9,442	-789	0	0	0	-789
245 PHILIP MORRIS INTERNAT-WI	718172109		1/25/2011	12/19/2012	5,956			0	4,977	978	0	0	0	978
246 PHILLIPS 66-WI	718546104		11/15/2001	5/23/2012	316			0	123	193	0	0	0	193
247 ISHARES LT GAIN/LOSS	000000000		1/1/2011	12/12/2012	0			0	1	-1	0	0	0	-1

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

	Date	Amount
1 Credit from prior year return	1	845
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	845

BEELS KENNETH W-CHAR TR

25-6770248 Page 1 of 2

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

Recipient(s) paid during the year

Name

EDENBURG PRESBYTERIAN CHURCH

Street

PO BOX 458

City

KNOX

State

PA

Zip Code

16232

Foreign Country**Relationship**

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

GENERAL OPERATING

Amount

23,257

Name

CLARION UNIVERSITY FOUNDATION INC

Street

840 WOOD STREET

City

CLARION

State

PA

Zip Code

16214

Foreign Country**Relationship**

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

GENERAL OPERATING

Amount

23,257

Name

WESTMINSTER COLLEGE - SCHOOL OF MUSIC

Street

319 S MARKET ST

City

NEW WILMINGTON

State

PA

Zip Code

16172-0001

Foreign Country**Relationship**

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

GENERAL OPERATING

Amount

67,445

Name

WESTMINSTER COLLEGE - MEMORIAL

Street

319 S MARKET ST

City

NEW WILMINGTON

State

PA

Zip Code

16172-0001

Foreign Country**Relationship**

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

GENERAL OPERATING

Amount

23,257

Name

ROTARY FOUNDATION

Street

1560 SHERMAN AVENUE

City

EVANSTON

State

IL

Zip Code

60201

Foreign Country**Relationship**

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

GENERAL OPERATING

Amount

4,651

Name

PENNSYLVANIA STATE UNIVERSITY - MUSIC

Street

103 INNOVATION BLVD SUITE 212

City

UNIVERSITY PARK

State

PA

Zip Code

16802

Foreign Country**Relationship**

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

GENERAL OPERATING

Amount

30,235

BEELS KENNETH W-CHAR TR

25-6770248 Page 2 of 2

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

Recipient(s) paid during the year

Name

PENNSYLVANIA STATE UNIVERSITY - BUSINESS

Street

103 INNOVATION BLVD SUITE 212

City

UNIVERSITY PARK

State

PA

Zip Code

16802

Foreign Country**Relationship**

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

GENERAL OPERATING

Amount

37,211

Name

ST MARKS UNITED CHURCH OF CHRIST

Street

PO BOX 637

City

KNOX

State

PA

Zip Code

16232

Foreign Country**Relationship**

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

GENERAL OPERATING

Amount

23,257

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 Co-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.

ACCOUNT NO	ACCOUNT NAME	ASSET	CUSIP ID	SHORT NAME	SHARES	MARKET VALUE	FEDERAL TAX COST
102265222AR0	BEELS KENNETH W-CHAR TR	FOREIGN COMMON STOCK	G2554F113	COVIDIEN PLC	410.00	23,673.40	19,354.75
102265222AR0	BEELS KENNETH W-CHAR TR	FOREIGN COMMON STOCK	G29183103	EATON CORP PLC	510.00	27,631.80	26,344.03
102265222AR0	BEELS KENNETH W-CHAR TR	FOREIGN COMMON STOCK	G3157S106	ENSCO PLC-CL A	420.00	24,897.60	24,149.50
102265222AR0	BEELS KENNETH W-CHAR TR	FOREIGN COMMON STOCK	H89128104	TYCO INTERNATIONAL LTD	370.00	10,822.50	5,281.65
102265222AR0	BEELS KENNETH W-CHAR TR	FOREIGN COMMON STOCK	N53745100	LYONDELBASSELL INDU -CL A	470.00	26,832.30	20,845.68
102265222AR0	BEELS KENNETH W-CHAR TR	COMMON STOCK	00101J106	A D T CORP-WII	173.00	8,042.77	3,245.57
102265222AR0	BEELS KENNETH W-CHAR TR	COMMON STOCK	00206R102	AT&T INC	610.00	20,563.10	22,819.45
102265222AR0	BEELS KENNETH W-CHAR TR	COMMON STOCK	018581108	ALLIANCE DATA SYS CORP	231.00	33,439.56	13,504.78
102265222AR0	BEELS KENNETH W-CHAR TR	COMMON STOCK	01988P108	ALLSCRIPTS HEALTHCARE SOLUTIONS INC	590.00	5,557.80	10,039.78
102265222AR0	BEELS KENNETH W-CHAR TR	COMMON STOCK	023135106	AMAZON COM INC	92.00	23,080.04	18,484.02
102265222AR0	BEELS KENNETH W-CHAR TR	COMMON STOCK	025616109	AMERICAN EXPRESS CO	470.00	27,015.60	19,752.25
102265222AR0	BEELS KENNETH W-CHAR TR	COMMON STOCK	026874784	AMERICAN INTERNATIONAL GROUP	560.00	19,768.00	18,928.73
102265222AR0	BEELS KENNETH W-CHAR TR	COMMON STOCK	03027X100	AMERICAN TOWER CORP	110.00	8,499.70	7,825.90
102265222AR0	BEELS KENNETH W-CHAR TR	COMMON STOCK	03076C106	AMERIPRISE FINANCIAL INC	360.00	22,546.80	6,900.40
102265222AR0	BEELS KENNETH W-CHAR TR	COMMON STOCK	032511107	ANADARKO PETROLEUM CORP	270.00	20,063.70	14,433.99
102265222AR0	BEELS KENNETH W-CHAR TR	COMMON STOCK	037411105	APACHE CORP	280.00	21,980.00	20,291.88
102265222AR0	BEELS KENNETH W-CHAR TR	COMMON STOCK	037683100	APPLE INC	180.00	95,791.14	29,600.33
102265222AR0	BEELS KENNETH W-CHAR TR	COMMON STOCK	052800109	AUTOLIV INC	260.00	17,521.40	10,116.36
102265222AR0	BEELS KENNETH W-CHAR TR	MELLON FIXED INCOME MUT FUNDS	05569M368	BNY MELLON CORP BOND-M	7,704.16	100,385.22	100,000.00
102265222AR0	BEELS KENNETH W-CHAR TR	MELLON EQUITY/BALANCE MUT FND	05569M418	BNY MELLON LC MKT OPP-M	10,895.59	132,090.56	121,403.51
102265222AR0	BEELS KENNETH W-CHAR TR	MELLON EQUITY/BALANCE MUT FND	05569M442	BNY MELLON SMMID CAP-M	12,524.62	161,567.68	165,000.00
102265222AR0	BEELS KENNETH W-CHAR TR	MELLON EQUITY/BALANCE MUT FND	05569M509	BNY MELLON M/C MULTI-STRATEGY FUND	15,803.10	176,994.79	182,323.54
102265222AR0	BEELS KENNETH W-CHAR TR	MELLON EQUITY/BALANCE MUT FND	05569M806	BNY MELLON S/C MULTI-STRATEGY FUND	13,602.90	162,146.68	172,701.37
102265222AR0	BEELS KENNETH W-CHAR TR	MELLON FIXED INCOME MUT FUNDS	05569M814	BNY MELLON INTERMEDIATE BD-M	42,482.36	580,767.22	540,590.86
102265222AR0	BEELS KENNETH W-CHAR TR	MELLON FIXED INCOME MUT FUNDS	05569M830	BNY MELLON BOND FUND-M	44,615.83	605,883.00	580,649.49
102265222AR0	BEELS KENNETH W-CHAR TR	MELLON EQUITY/BALANCE MUT FND	05569M855	BNY MELLON EMERGING MKTS-M	37,938.49	388,849.11	372,977.43
102265222AR0	BEELS KENNETH W-CHAR TR	MELLON EQUITY/BALANCE MUT FND	05569M871	BNY MELLON INTERNATIONAL-M	24,961.11	250,859.19	271,794.19
102265222AR0	BEELS KENNETH W-CHAR TR	COMMON STOCK	060505104	BANK OF AMERICA CORP	2,570.00	29,837.70	30,467.64
102265222AR0	BEELS KENNETH W-CHAR TR	COMMON STOCK	073730103	BEAM INC	310.00	18,937.90	18,277.84
102265222AR0	BEELS KENNETH W-CHAR TR	COMMON STOCK	124854209	C B S CORP-CLASS B WI	710.00	27,015.50	19,243.69
102265222AR0	BEELS KENNETH W-CHAR TR	COMMON STOCK	125041102	C B R E GROUP INC	930.00	18,507.00	17,048.85
102265222AR0	BEELS KENNETH W-CHAR TR	COMMON STOCK	125509109	CIGNA CORP	280.00	14,968.80	6,885.64
102265222AR0	BEELS KENNETH W-CHAR TR	COMMON STOCK	14040H105	CARNIVAL ONE FINANCIAL CORP	290.00	16,799.70	12,135.93
102265222AR0	BEELS KENNETH W-CHAR TR	FOREIGN COMMON STOCK	143696300	CAPITAL ONE FINANCIAL CORP	310.00	11,398.70	9,681.23
102265222AR0	BEELS KENNETH W-CHAR TR	COMMON STOCK	171232101	CHUBB CORP	220.00	16,570.40	11,435.84
102265222AR0	BEELS KENNETH W-CHAR TR	COMMON STOCK	19122T109	COCA-COLA ENTERPRISES INC	620.00	19,672.60	17,835.74
102265222AR0	BEELS KENNETH W-CHAR TR	COMMON STOCK	192446102	COGNIZANT TECHNOLOGY SOLUTIONS CORP	270.00	19,948.22	18,814.80
102265222AR0	BEELS KENNETH W-CHAR TR	COMMON STOCK	205687102	CONAGRA FOODS INC	460.00	13,577.00	13,640.20
102265222AR0	BEELS KENNETH W-CHAR TR	COMMON STOCK	20825C104	CONOCOPHILLIPS	260.00	15,077.40	5,081.84
102265222AR0	BEELS KENNETH W-CHAR TR	COMMON STOCK	235651102	DANAHER CORP	270.00	15,093.00	7,370.45
102265222AR0	BEELS KENNETH W-CHAR TR	COMMON STOCK	254687106	WALT DISNEY CO/THE	640.00	31,865.60	29,378.09
102265222AR0	BEELS KENNETH W-CHAR TR	FIXED INCOME MUTUAL FUNDS	261967830	DREYFUS INFLTN ADJ SEC-INST	14,453.43	200,035.57	202,265.10
102265222AR0	BEELS KENNETH W-CHAR TR	FIXED INCOME MUTUAL FUNDS	261980759	DREYFUS HIGH YIELD-I	8,968.61	59,820.63	60,000.00
102265222AR0	BEELS KENNETH W-CHAR TR	EQUITY/BALANCED MUTUAL FUNDS	261986582	DREYFUS GLOBAL REAL ES SEC-I	7,654.41	62,230.36	54,469.41
102265222AR0	BEELS KENNETH W-CHAR TR	COMMON STOCK	268648102	E M C CORP MASS	1,030.00	26,059.00	16,715.28
102265222AR0	BEELS KENNETH W-CHAR TR	COMMON STOCK	26875P101	E O G RES INC	111.00	13,407.89	11,448.15
102265222AR0	BEELS KENNETH W-CHAR TR	COMMON STOCK	30231G102	EXXON MOBIL CORP	500.00	43,275.00	18,250.06
102265222AR0	BEELS KENNETH W-CHAR TR	COMMON STOCK	31428X108	FEDEX CORP	310.00	28,433.20	28,543.41
102265222AR0	BEELS KENNETH W-CHAR TR	COMMON STOCK	343412102	FLUOR CORP NEW	270.00	15,859.80	15,389.81
102265222AR0	BEELS KENNETH W-CHAR TR	COMMON STOCK	345370960	FORD MOTOR CO	1,370.00	17,741.50	22,726.04
102265222AR0	BEELS KENNETH W-CHAR TR	COMMON STOCK	368604103	GENERAL ELECTRIC COMPANY	1,620.00	34,003.80	40,156.59
102265222AR0	BEELS KENNETH W-CHAR TR	COMMON STOCK	45666G102	INFORMATICA CORP	280.00	8,489.60	8,401.26
102265222AR0	BEELS KENNETH W-CHAR TR	COMMON STOCK	45866V100	INTERNATIONALLEXCHANGE INC	98.00	12,133.38	12,137.35
102265222AR0	BEELS KENNETH W-CHAR TR	COMMON STOCK	459200101	INTERCONTINENTALBUSINESS MACHINES COR	132.00	25,284.60	14,027.60
102265222AR0	BEELS KENNETH W-CHAR TR	COMMON STOCK	461202103	INTUIT	260.00	15,463.60	13,437.60
102265222AR0	BEELS KENNETH W-CHAR TR	EQUITY/BALANCED CLOSED END FDS	46428R107	ISHARES S&P GSCI COMMODITY-IND	600.00	19,674.00	20,004.00
102265222AR0	BEELS KENNETH W-CHAR TR	COMMON STOCK	46825H100	JP MORGAN CHASE & CO	831.00	36,538.32	18,165.30
102265222AR0	BEELS KENNETH W-CHAR TR	COMMON STOCK	478160104	JOHNSON & JOHNSON	390.00	27,339.00	25,602.13
102265222AR0	BEELS KENNETH W-CHAR TR	EQUITY/BALANCED MUTUAL FUNDS	48121A670	HIGHBRIDGE DYNAMIC COMM STRAT FUND-	4,316.26	60,298.26	74,270.51
102265222AR0	BEELS KENNETH W-CHAR TR	COMMON STOCK	532457108	LILLY ELLI & CO	530.00	26,139.60	26,201.58
102265222AR0	BEELS KENNETH W-CHAR TR	COMMON STOCK	58155Q103	MCKESSON CORPORATION	180.00	17,452.84	6,336.94
102265222AR0	BEELS KENNETH W-CHAR TR	COMMON STOCK	58933Y105	MERCK & CO INC	493.00	20,183.42	12,298.87
102265222AR0	BEELS KENNETH W-CHAR TR	COMMON STOCK	615369105	MOODY'S CORP	590.00	29,688.80	25,802.31
102265222AR0	BEELS KENNETH W-CHAR TR	COMMON STOCK	637071101	NATIONAL OILWELL VARCO INC	410.00	28,023.50	28,721.84
102265222AR0	BEELS KENNETH W-CHAR TR	COMMON STOCK	65248E203	NEWS CORP INC	1,310.00	34,374.40	23,715.29
102265222AR0	BEELS KENNETH W-CHAR TR	COMMON STOCK	65339F101	NEXTERA ENERGY INC	560.00	38,746.40	30,895.62

10226522AR0	BEELS KENNETH W-CHAR TR	COMMON STOCK	674599105	OCCIDENTAL PETROLEUM CORP	280 00	21,450 80	16,406 15
10226522AR0	BEELS KENNETH W-CHAR TR	COMMON STOCK	68389X105	ORACLE CORP	830 00	27,655 60	14,180 55
10226522AR0	BEELS KENNETH W-CHAR TR	COMMON STOCK	693656100	P V H CORP	197 00	21,868 97	14,516 42
10226522AR0	BEELS KENNETH W-CHAR TR	COMMON STOCK	713448108	PEPSICO INC	590 00	40,373 70	29,986 69
10226522AR0	BEELS KENNETH W-CHAR TR	COMMON STOCK	717081103	PFIZER INC	2,638 00	63,651 26	48,010 29
10226522AR0	BEELS KENNETH W-CHAR TR	COMMON STOCK	718172109	PHILIP MORRIS INTERNAT-WII	430 00	35,965 20	19,621 72
10226522AR0	BEELS KENNETH W-CHAR TR	COMMON STOCK	74005P104	PRAXAIR INC	163 00	17,840 35	7,229 67
10226522AR0	BEELS KENNETH W-CHAR TR	COMMON STOCK	74144T108	T ROWE PRICE GROUP INC	260 00	16,930 45	15,612 47
10226522AR0	BEELS KENNETH W-CHAR TR	COMMON STOCK	747525103	QUALCOMM INC	570 00	35,259 97	23,006 70
10226522AR0	BEELS KENNETH W-CHAR TR	COMMON STOCK	751028101	RALCORP HLDGS INC NEW	150 00	13,447 50	11,053 80
10226522AR0	BEELS KENNETH W-CHAR TR	COMMON STOCK	770323103	ROBERT HALF INTL INC	390 00	12,409 80	10,594 96
10226522AR0	BEELS KENNETH W-CHAR TR	EQUITY/BALANCED MUTUAL FUNDS	78356A160	GUGGENHEIM MANAGED FUTURE-Y	3,007 07	64,381 50	71,869 12
10226522AR0	BEELS KENNETH W-CHAR TR	FOREIGN COMMON STOCK	80105N105	SANOFI	960 00	45,484 80	35,815 85
10226522AR0	BEELS KENNETH W-CHAR TR	COMMON STOCK	83088M102	SKYWORKS SOLUTIONS INC	550 00	11,165 00	12,878 85
10226522AR0	BEELS KENNETH W-CHAR TR	COMMON STOCK	87612E106	TARGET CORP	280 00	16,567 60	14,836 99
10226522AR0	BEELS KENNETH W-CHAR TR	COMMON STOCK	88076W103	TERADATA CORPORATION	170 00	10,521 30	8,153 66
10226522AR0	BEELS KENNETH W-CHAR TR	FOREIGN COMMON STOCK	89353D107	TRANSCANADA CORP	330 00	15,615 60	14,086 87
10226522AR0	BEELS KENNETH W-CHAR TR	FOREIGN COMMON STOCK	904767704	UNILEVER PLC ADR	1,040 00	40,268 80	30,185 02
10226522AR0	BEELS KENNETH W-CHAR TR	COMMON STOCK	928563402	VMWARE INC-CLASS A	190 00	17,886 60	16,773 95
10226522AR0	BEELS KENNETH W-CHAR TR	COMMON STOCK	949746101	WELLS FARGO & COMPANY	1,400 00	47,852 00	33,964 64
10226522AR0	BEELS KENNETH W-CHAR TR	CASH MANAGEMENT VEHICLES	991061052	CRA (BNY MELLON, N.A. MEMBER FDIC)	499,332 10	499,332 10	499,332 10
10226522AR0	BEELS KENNETH W-CHAR TR	CASH MANAGEMENT VEHICLES	991061052	CRA (BNY MELLON, N.A. MEMBER FDIC)	414 26	414 26	414 26
Grand Total						5,223,572 57	4,777,597 96