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**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

For calendar year 2012 or tax year beginning , and ending

Name of foundation MICHAEL E HORN FAMILY FOUNDATION INC		A Employer identification number 26-1375584
Number and street (or P.O. box number if mail is not delivered to street address) P.O. BOX 1944	Room/suite	B Telephone number (see instructions) (270) 313-0245
City or town, state, and ZIP code OWENSBORO KY 42302		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) \$ 8,457,282	J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) _____	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	313,687	313,687		
5 a Gross rents				
b Net rental income or (loss)				
6 a Net gain or (loss) from sale of assets not on line 10	-3,724			
b Gross sales price for all assets on line 6a 1,395,095				
7 Capital gain net income (from Part IV, line 2)				
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)	4,932			
12 Total. Add lines 4 through 11	314,895	313,687	0	
Operating and Administrative Expenses				
13 Compensation of officers, directors, trustees, etc.	87,022	26,107		60,915
14 Other employee salaries and wages				
15 Pension plans, employee benefits	6,657	1,997		4,660
16 a Legal fees (attach schedule)				
b Accounting fees (attach schedule)	5,985			5,985
c Other professional fees (attach schedule)	75,813	75,813		
17 Interest				
18 Taxes (attach schedule) (see instructions)	2,359	683		25
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings	21,479			21,479
22 Printing and publications				
23 Other expenses (attach schedule)	10,875	315		10,560
24 Total operating and administrative expenses. Add lines 13 through 23	210,190	104,915	0	103,624
25 Contributions, gifts, grants paid	410,425			410,425
26 Total expenses and disbursements. Add lines 24 and 25	620,615	104,915	0	514,049
27 Subtract line 26 from line 12				
a Excess of revenue over expenses and disbursements	-305,720			
b Net investment income (if negative, enter -0-)		208,772		
c Adjusted net income (if negative, enter -0-)			0	

Part II Balance Sheets		Beginning of year (a) Book Value	End of year	
			(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing	67,763	5,959	5,959
	2 Savings and temporary cash investments	2,425,828	93,022	93,022
	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)	924,155	763,483	825,896
	b Investments—corporate stock (attach schedule)	1,629,935	2,621,941	2,988,388
	c Investments—corporate bonds (attach schedule)	1,608,118	1,486,878	1,570,628
Liabilities	11 Investments—land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)	1,536,721	2,915,517	2,973,389
	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)	8,192,520	7,886,800	8,457,282
	17 Accounts payable and accrued expenses			
	18 Grants payable			
Net Assets or Fund Balances	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	
	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	8,192,520	7,886,800	
	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)	8,192,520	7,886,800	
	31 Total liabilities and net assets/fund balances (see instructions)	8,192,520	7,886,800	

Part III Analysis of Changes in Net Assets or Fund Balances

1 Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	8,192,520
2 Enter amount from Part I, line 27a	2	-305,720
3 Other increases not included in line 2 (itemize) ▶	3	
4 Add lines 1, 2, and 3	4	7,886,800
5 Decreases not included in line 2 (itemize) ▶	5	
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	7,886,800

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs. MLC Co.)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a Capital Gains Distributions				
b SEE ATTACHED				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a			0	
b 1,390,202		1,398,819	-8,617	
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))	
(i) 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			-8,617	
c				
d				
e				
2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }			2	-3,724
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	406,304	8,896,621	0.045669
2010	408,820	8,549,864	0.047816
2009	394,236	7,753,751	0.050845
2008	451,995	8,358,374	0.054077
2007	0	9,855,076	0.000000
2 Total of line 1, column (d)			2 0.198407
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 0.039681
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5			4 8,463,060
5 Multiply line 4 by line 3			5 335,823
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 2,088
7 Add lines 5 and 6			7 337,911
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.			8 514,049

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	2,088	
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)				
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0	
3 Add lines 1 and 2		3	2,088	
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	2,088	
6 Credits/Payments				
a 2012 estimated tax payments and 2011 overpayment credited to 2012	6a	2,400		
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	2,400		
8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8			
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	0		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	312		
11 Enter the amount of line 10 to be Credited to 2013 estimated tax ☐ 312 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?		X
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		X
c Did the foundation file Form 1120-POL for this year?		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		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		X
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?	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		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?		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	X	
8 a Enter the states to which the foundation reports or with which it is registered (see instructions) ☐ KY		
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	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		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		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? Website address ► WWW.HORNFAMILYFOUNDATION.ORG	13	X	
14	The books are in care of ► ORACLE CAPITAL STRATEGIES, LLC Telephone no. ► (410) 878-7002 Located at ► 2330 W JOPPA ROAD, SUITE 107-A LUTHERVILLE MD ZIP+4 ► 21093			
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		☐
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**

X

Organizations relying on a current notice regarding disaster assistance check here

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

If "Yes," attach the statement required by Regulations section 53.4945–5(d)

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

X

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

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**7b**

N/A

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?**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
See Attached Statement	00	0		
	00	0		
	00	0		
	00	0		
	00	0		

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

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

Total number of other employees paid over \$50,000

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors *(continued)***3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE."**

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

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 N/A	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2

	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3	0

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	7,699,210
b	Average of monthly cash balances	1b	892,729
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	8,591,939
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	8,591,939
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	128,879
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	8,463,060
6	Minimum investment return. Enter 5% of line 5	6	423,153

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	423,153
2a	Tax on investment income for 2012 from Part VI, line 5	2a	2,088
b	Income tax for 2012. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	2,088
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	421,065
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	421,065
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	421,065

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	514,049
b	Program-related investments—total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	514,049
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	2,088
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	511,961

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				421,065
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			7,177	
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2012				
a From 2007				
b From 2008				
c From 2009				
d From 2010				
e From 2011				
f Total of lines 3a through e	0			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ 514,049				
a Applied to 2011, but not more than line 2a			7,177	
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				421,065
e Remaining amount distributed out of corpus	85,807			
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.	85,807			
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	85,807			
10 Analysis of line 9				
a Excess from 2008				
b Excess from 2009				
c Excess from 2010				
d Excess from 2011				
e Excess from 2012	85,807			

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)

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

Tax year	Prior 3 years			(e) Total
	(a) 2012	(b) 2011	(c) 2010	(d) 2009
				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

KATHRYN CROWE P.O. BOX 1944 OWENSBORO, KY 42302 (270) 313-0245

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

GRANT AND SCHOLARSHIP APPLICATIONS - SPECIFIC INFORMATION TO INCLUDE IS STATED IN THE APPLICATION

c Any submission deadlines

SCHOLARSHIP APPLICATION DEADLINE IS MARCH 1ST, FOUNDATION GRANT DEADLINE IS OCTOBER 15TH

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

THE FOUNDATION WILL HAVE A PARTICULAR INTEREST IN THE OWENSBORO & DAVIESS COUNTY AND SURROUNDING AREAS TO

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

- | | | | |
|---|---|-------|---|
| 1 | Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations? | | Y |
| a | Transfers from the reporting foundation to a noncharitable exempt organization of | | |
| | (1) Cash | 1a(1) | |
| | (2) Other assets | 1a(2) | |
| b | Other transactions | | |
| | (1) Sales of assets to a noncharitable exempt organization | 1b(1) | |
| | (2) Purchases of assets from a noncharitable exempt organization | 1b(2) | |
| | (3) Rental of facilities, equipment, or other assets | 1b(3) | |
| | (4) Reimbursement arrangements | 1b(4) | |
| | (5) Loans or loan guarantees | 1b(5) | |
| | (6) Performance of services or membership or fundraising solicitations | 1b(6) | |
| c | Sharing of facilities, equipment, mailing lists, other assets, or paid employees | 1c | |
| 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 | | |

[illegible]

- 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

[illegible]

**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 _____

Title

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

**Paid
Preparer
Use Only**

Print/Type preparer's name

Preparer's signature

Date _____

PTIN

MARY BOWDEN

MARY BOWDEN

5/1/2013

Check ☐ if self-employed

P00285275

Firm's name ► ORACLE CAPITAL STRATEGIES, LLC

Firm's EIN ▶ 26-2913689

Firm's address ► 2330 W JOPPA RD , SUITE 107-A, LUTHERVILLE, MD 21093

Phone no	(410) 878-7002
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Part I, Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

									Totals					
											Gross Sales	Cost, Other Basis and Expenses		Net Gain or Loss
		Long Term CG Distributions	Amount						Capital Gains/Losses		1,395,095	1,398,819		-3,724
		Short Term CG Distributions							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	SEE ATTACHED						1,390,202	1,398,819					-8,617

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

		4,932	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income
1	NONDIVIDEND DISTRIBUTIONS	4,932	0	

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

		5,985	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income
1	ORACLE CAPITAL STRATEGIES, LLC	5,985		

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

		5,985
Description		Revenue and Expenses per Books
1	Disbursements for Charitable Purposes (Cash Basis Only)	5,985

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

		75,813	75,813	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income
1	ROCHDALE INVESTMENT MANAGEMENT	75,813	75,813	

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

		0
Description		Revenue and Expenses per Books
1	Disbursements for Charitable Purposes (Cash Basis Only)	

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

		2,359	683	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income
1	2012 ESTIMATED PAYMENT	1,645		
2	FOREIGN TAX WITHHELD	683	683	
3	KENTUCKY FILING REPORT	25		
		6		

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

	25
	Disbursements for Charitable Purposes
1	
2	
3	25
4	

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

		10,875	315	0
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income
1	BANK FEES	87		
2	BOARD MEETING EXPENSES	404		
3	DUES & SUBSCRIPTIONS	2,035		
4	INSURANCE	1,174		
5	POSTAGE & DELIVERY	110		
6	SUPPLIES	4,370		
7	TELEPHONE	1,486		
8	INVESTMENT EXPENSES	315	315	
9	WEBSITE	894		

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

	10,560
	Disbursements for Charitable Purposes
1	87
2	404
3	2,035
4	1,174
5	110
6	4,370
7	1,486
8	
9	894

Part II, Line 10a (990-PF) - Investments - U.S. and State Government Obligations

		Federal	853,908	693,236	892,643	739,867	
		State/Local	70,247	70,247	78,640	86,029	
Description		Num Shares/ Face Value	Book Value Beg. of Year	Book Value End of Year	FMV Beg of Year	FMV End of Year	State/Local Obligation
1	US GOVERNMENT OBLIGATIONS		853,908	693,236	892,643	739,867	
2	STATE MUNICIPAL BONDS		70,247	70,247	78,640	86,029	X

Part II, Line 10b (990-PF) - Investments - Corporate Stock

			1,629,935	2,621,941	1,862,173	2,988,388
Description		Num Shares/ Face Value	Book Value Beg of Year	Book Value End of Year	FMV Beg of Year	FMV End of Year
1	CORPORATE STOCK		1,629,935	2,621,941	1,862,173	2,988,388

Part II, Line 10c (990-PF) - Investments - Corporate Bonds

				1,608,118	1,486,878	1,651,263	1,570,628
Description		Interest Rate	Maturity Date	Book Value Beg of Year	Book Value End of Year	FMV Beg of Year	FMV End of Year
1	CORPORATE BONDS			1,608,118	1,486,878	1,651,263	1,570,628

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

			1,536,721	2,915,517	2,973,389
Asset Description		Basis of Valuation	Book Value Beg. of Year	Book Value End of Year	FMV End of Year
1	MUTUAL FUNDS	AT COST	1,536,721	2,915,517	2,973,389

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

		Amount											
Long Term CG Distributions		4,893											
Short Term CG Distributions		0											
		1,390,202001,398,819-8,617000-8,617											
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	FM 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
1 Capital Gains Distributions								0	0	0	0	0	0
2 SEE ATTACHED					1,390,202			1,398,819	-8,617	0	0	0	-8,617

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

87,02200												
Name		Check "X" if Business	Street	City	State	Zip Code	Foreign Country	Title	Avg Hrs Per Week	Compensation	Benefits	Expense Account
1	MICHAEL E HORN		PO BOX 1944	OWENSBORO	KY	42302		DIRECTOR	1 00			.
2	PAULA K HORN		PO BOX 1944	OWENSBORO	KY	42302		DIRECTOR	1 00			
3	MICHAEL ANDREW HORN		PO BOX 1944	OWENSBORO	KY	42302		DIRECTOR	1 00			
4	KAYLA NICOLE HORN		PO BOX 1944	OWENSBORO	KY	42302		DIRECTOR	20 00	35,022		
5	KATHRYN R CROWE		PO BOX 1944	OWENSBORO	KY	42302		DIRECTOR	40 00	52,000		

MICHAEL E. HORN FAMILY FOUNDATION, INC.

EIN: 26-1375584

TOTAL ASSETS

December 31, 2012

Date	Quantity	Security	Unit Cost	Total Cost	Price	Market Value
COMMON STOCK - US DOLLARS						
03-30-12	140	3M CO COM (mmm)	89.20	12,487.72	92.85	12,999.00
03-16-12	210	ABBOTT LABS COM (abt)	59.33	12,458.88	65.50	13,755.00
06-16-11	330	ACCENTURE PLC IRELAND SHS CLASS A (acn)	54.83	18,092.94	66.50	21,945.00
11-20-12	160	ACE LTD SHS (ace)	78.32	12,531.17	79.80	12,768.00
03-06-12	140	ALLERGAN INC COM (agn)	88.41	12,377.32	91.73	12,842.20
08-25-11	2,340	ALTRIA GROUP INC COM (mo)	26.03	60,921.20	31.44	73,569.60
09-22-11	740	AMERICAN ELEC PWR INC COM (aep)	37.04	27,406.20	42.68	31,583.20
03-06-12	240	AMERICAN EXPRESS CO COM (axp)	51.76	12,423.36	57.48	13,795.20
02-12-08	305	APACHE CORP COM (apa)	97.63	29,777.09	78.50	23,942.50
04-24-12	20	APPLE INC COM (aapl)	561.00	11,219.99	532.17	10,643.46
01-06-11	1,900	AT&T INC COM (t)	28.85	54,819.48	33.71	64,049.00
06-14-12	780	ATMOS ENERGY CORP COM (ato)	34.11	26,605.33	35.12	27,393.60
09-28-12	210	BED BATH & BEYOND INC COM (bbby)	62.74	13,174.71	55.91	11,741.10
12-16-10	1,460	BRISTOL MYERS SQUIBB CO COM (bmy)	26.73	39,023.90	32.59	47,581.40
03-30-12	430	BROADCOM CORP CL A (brcm)	38.97	16,755.90	33.21	14,280.30
03-30-12	240	CAMERON INTERNATIONAL CORP COM (cam)	53.11	12,745.46	56.46	13,550.40
10-23-12	360	CAPITAL ONE FINL CORP COM (cof)	60.08	21,630.42	57.93	20,854.80
11-03-10	230	CATERPILLAR INC DEL COM (cat)	64.35	14,800.08	89.61	20,609.96
08-28-12	181	CELGENE CORP COM (celg)	71.98	13,028.02	78.47	14,203.07
03-30-12	700	CENTURYLINK INC COM (ctl)	38.72	27,103.02	39.12	27,384.00
11-03-10	310	CIGNA CORPORATION COM (ci)	24.44	7,575.69	53.46	16,572.60
02-28-12	750	CINCINNATI FINL CORP COM (cinf)	35.52	26,640.00	39.16	29,370.00
06-01-12	320	CITIGROUP INC COM NEW (c)	25.42	8,135.20	39.56	12,659.20
11-03-10	450	CONOCOPHILLIPS COM (cop)	52.85	23,783.75	57.99	26,095.50
06-14-12	1,860	CONSOLIDATED COMM HLDGS INC COM (cnsi)	14.33	26,661.61	15.91	29,592.60
03-16-12	310	COVIDIEN PLC SHS (cov)	54.01	16,742.60	57.74	17,899.40
03-30-12	340	DIRECTV COM (dtv)	49.46	16,815.65	50.16	17,054.40
03-30-12	390	DISNEY WALT CO COM DISNEY (dis)	43.53	16,976.08	49.79	19,418.10
11-29-10	640	DOMINION RES INC VA NEW COM (d)	41.38	26,481.98	51.80	33,152.00
02-28-12	700	DR PEPPER SNAPPLE GROUP INC COM (dps)	38.38	26,864.46	44.18	30,926.00
11-03-10	540	DU PONT E I DE NEMOURS & CO COM (dd)	39.38	21,265.47	44.98	24,288.39
12-16-10	1,003	DUKE ENERGY CORP NEW COM NEW (duk)	51.53	51,687.97	63.80	63,991.40
11-03-10	640	E M C CORP MASS COM (emc)	13.71	8,774.68	25.30	16,192.00
04-04-12	360	EBAY INC COM (ebay)	35.64	12,830.47	51.00	18,359.17
07-01-11	350	ENSCO PLC SHS CLASS A (esv)	53.05	18,567.19	59.28	20,748.00
03-16-12	590	EPR PPTYS COM SH BEN INT (epr)	46.28	27,307.21	46.11	27,204.90
11-03-10	700	EXXON MOBIL CORP COM (xom)	82.15	57,506.16	86.55	60,585.00
11-16-10	1,860	FIRSTENERGY CORP COM (fe)	41.33	76,866.85	41.76	77,673.60
06-14-12	770	GALLAGHER ARTHUR J & CO COM (ajg)	34.21	26,341.70	34.65	26,680.50
03-16-12	30	GOOGLE INC CL A (goog)	624.88	18,746.40	707.38	21,221.40
11-16-10	1,150	GOVERNMENT PPTYS INCOME TR COM SHS BEN INT	24.85	28,577.21	23.97	27,565.50
11-18-10	840	HAWAIIAN ELEC INDUSTRIES COM (he)	22.31	18,739.73	25.14	21,117.60
12-20-10	570	HEALTH CARE REIT INC COM (hcn)	45.52	25,945.32	61.29	34,935.30
03-30-12	240	HEINZ H J CO COM (hnz)	53.58	12,858.72	57.68	13,843.20
11-03-10	64	INTERNATIONAL BUSINESS MACHS COM (ibm)	110.65	7,081.65	191.55	12,259.20
03-30-12	480	INTL PAPER CO COM (ip)	35.08	16,837.68	39.84	19,123.20
09-26-12	300	INTUIT COM (intu)	57.87	17,362.08	59.48	17,842.62
03-30-12	520	JOHNSON CTLS INC COM (jci)	32.47	16,883.36	30.67	15,948.40
03-16-12	480	JPMORGAN CHASE & CO COM (jpm)	44.42	21,320.64	43.97	21,105.17
11-16-10	1,170	KIMBERLY CLARK CORP COM (kmb)	67.67	79,168.98	84.43	98,783.10
11-29-10	440	KRAFT FOODS GROUP INC COM (krft)	31.25	13,750.12	45.47	20,006.80
06-01-12	320	LENNAR CORP CL A (len)	24.93	7,976.54	38.67	12,374.40
11-18-10	800	LIBERTY PPTY TR SH BEN INT (lry)	32.09	25,673.30	35.79	28,632.00
02-28-12	880	LTC PPTYS INC COM (ltc)	31.75	27,940.00	35.19	30,967.20
03-30-12	150	M & T BK CORP COM (mtb)	86.53	12,979.62	98.47	14,770.50
11-03-10	390	MCKESSON CORP COM (mck)	50.76	19,796.70	96.96	37,814.40
03-16-12	160	MEAD JOHNSON NUTRITION CO COM (mjn)	79.80	12,767.76	65.89	10,542.40
11-03-10	682	MERCK & CO INC NEW COM (mrk)	20.16	13,750.97	40.94	27,921.08
03-16-12	660	METLIFE INC COM (met)	38.45	25,374.69	32.94	21,740.40
11-29-10	1,320	MONDELEZ INTL INC CL A (mdlz)	19.41	25,617.16	25.45	33,598.22

11-03-10	1 MOTOROLA SOLUTIONS INC COM NEW (msi)	32 32	32.31	55.68	55 67
03-30-12	210 NATIONAL OILWELL VARCO INC COM (nov)	79 45	16,683.85	68 35	14,353.50
04-06-11	3,070 NATIONAL RETAIL PPTYS INC COM (nnn)	26 35	80,893.42	31 20	95,784.00
11-03-10	340 NORFOLK SOUTHERN CORP COM (nsc)	49 55	16,846.46	61 84	21,025.60
01-06-11	1,679 NORTHEAST UTILS COM (nu)	32 02	53,754.41	39 08	65,615.32
03-30-12	760 NORTHWESTERN CORP COM NEW (nwe)	35.57	27,032.74	34 73	26,394.80
03-30-12	180 OCCIDENTAL PETE CORP DEL COM (oxy)	95.16	17,128.55	76 61	13,789.80
03-30-12	860 PAYCHEX INC COM (payx)	31.22	26,847.65	31.10	26,746.00
04-04-12	320 PEPSICO INC COM (pep)	66 45	21,263.20	68 43	21,897.60
11-03-10	2,460 PFIZER INC COM (pfe)	14 80	36,410.58	25 08	61,695.08
11-03-10	520 PHILIP MORRIS INTL INC COM (pm)	48 70	25,324.91	83 64	43,492.80
11-03-10	225 PHILLIPS 66 COM (psx)	33.33	7,499.42	53 10	11,947.50
12-08-10	1,540 PPL CORP COM (ppl)	25.17	38,759.80	28 63	44,090.20
11-03-10	1,030 PUBLIC SVC ENTERPRISE GROUP COM (peg)	31.45	32,394.22	30 60	31,518.00
06-01-12	150 QUALCOMM INC COM (qcom)	55 20	8,279.40	61.86	9,278.94
03-16-12	600 SCANA CORP NEW COM (scg)	44 71	26,825.10	45 64	27,384.00
03-30-12	180 SCHLUMBERGER LTD COM (slb)	70.03	12,604.72	69.30	12,473.75
03-30-12	270 SNAP ON INC COM (sna)	61.17	16,515.68	78.99	21,327.30
04-06-11	1,080 SPECTRA ENERGY CORP COM (se)	27.08	29,244.02	27 38	29,570.40
03-16-12	900 SYSCO CORP COM (syy)	29.59	26,629.56	31 66	28,494.00
11-03-10	500 THERMO FISHER SCIENTIFIC INC COM (tmo)	43 66	21,827.62	63 78	31,890.00
11-03-10	200 TIME WARNER INC COM NEW (twx)	19.93	3,986.88	47.83	9,566.00
11-18-10	660 TRANSCANADA CORP COM (trp)	36.06	23,799.02	47.32	31,231.20
03-16-12	200 TRAVELERS COMPANIES INC COM (trv)	59.28	11,855.68	71 82	14,364.00
08-18-11	980 UGI CORP NEW COM (ugi)	27.43	26,879.73	32 71	32,055.80
08-18-11	840 UIL HLDG CORP COM (uil)	31.89	26,790.49	35 81	30,080.40
03-30-12	200 UNITED TECHNOLOGIES CORP COM (utx)	82 89	16,577.72	82 01	16,402.00
10-23-12	310 UNITEDHEALTH GROUP INC COM (unh)	56.22	17,427.12	54 24	16,814.40
12-08-10	1,030 VECTREN CORP COM (vvc)	25.08	25,831.37	29.40	30,282.00
12-08-10	582 VENTAS INC COM (vtr)	44.91	26,139.69	64.72	37,667.04
09-22-11	1,150 VERIZON COMMUNICATIONS INC COM (vz)	35 44	40,758.88	43.27	49,760.50
12-16-10	110 VISA INC COM CL A (v)	76 91	8,460.43	151 58	16,673.80
04-04-12	620 WELLS FARGO & CO NEW COM (wfc)	33 96	21,053.96	34 18	21,191.60
08-18-11	1,090 WESTAR ENERGY INC COM (wr)	25 08	27,337.20	28 62	31,195.80
08-18-11	1,170 XCEL ENERGY INC COM (xel)	23.27	27,223.21	26 71	31,250.70
03-30-12	240 YUM BRANDS INC COM (yum)	70.91	17,017.44	66.40	15,936.00
			2,260,291.97		2,623,361.14
PREFERRED STOCK - US DOLLARS					
03-19-12	1,220 DTE ENERGY CO JR SB DB6.5%61 (233331602)	27.46	33,497.17	27 29	33,293.80
11-16-10	810 HSBC HLDGS PLC SUB CAP 8.125% (404280703)	27.47	22,249.73	25.37	20,549.70
03-30-12	1,350 NATIONAL RETAIL PPTYS INC PFD SER D (637417601)	25 14	33,936.30	26 55	35,842.50
08-18-11	1,340 NEXTERA ENERGY CAP HLDGS INC JR SB DB-A 66	25.43	34,073.52	25 02	33,526.80
02-28-12	1,270 QWEST CORP NT 7 375% 51 (74913g204)	26 72	33,940.37	26.81	34,048.70
02-28-12	1,320 REALTY INCOME CORP MONTHLY INCOME F	25 66	33,877.40	26.52	35,006.40
09-28-12	1,400 SENIOR HSG PPTYS TR NT 42 (81721m208)	24 79	34,712.86	24.61	34,454.00
03-30-12	1,280 UNITED STATES CELLULAR CORP CALL SR NT 60	26 45	33,850.75	27.53	35,238.40
11-29-10	1,390 VORNADO RLTY TR PFD G 6.625% (929042802)	23 85	33,145.66	25.14	34,944.60
09-28-12	1,380 VORNADO RLTY TR PFD SER K 5 700% CALLABLE	25 05	34,565.69	25 53	35,231.40
03-30-12	1,300 XCEL ENERGY INC 7.6% JR SUB 68 (98389b886)	26.00	33,798.96	25.30	32,890.00
			361,648.41		365,026.30
EXCHANGE TRADED FUNDS - US DOLLARS					
03-30-12	6,195 ISHARES TR BARCLYS 1-3YR CR (csj)	105 32	652,472.38	105.48	653,448.63
			652,472.38		653,448.63
MUTUAL FUNDS - US DOLLARS					
12-30-11	11,633 FEDERATED EQUITY FDS INTRCONTNTAL A (rmax)	44 58	518,547.84	49 57	576,655.13
			518,547.84		576,655.13
CITY NATIONAL ROCHDALE FUNDS - US DOLLARS					
12-21-10	64,091 ROCHDALE INVT TR FXD INCM OPPTN (771193877)	27.22	1,744,497.00	27 20	1,743,285.25
			1,744,497.00		1,743,285.25
CORPORATE BONDS - US DOLLARS					
11-03-10	15,000 NYSE EURONEXT (629491aa9) 4.800% Due 06-28-13	106 83	16,024.70	102 09	15,314.10
11-03-10	15,000 CRH AMER INC (12626pae3) 5 300% Due 10-15-13	97.15	14,573.25	103 30	15,495.45
02-18-11	100,000 HEALTH CARE PPTY INVS INC (421915eh8) 5.650%	109.75	109,750.00	104.60	104,599.00
11-03-10	10,000 ROGERS WIRELESS INC (77531qad0) 6 375% Due 03-	105.45	10,545.20	106.54	10,653.70

11-03-10	20,000	MORGAN STANLEY (61748aae6) 4.750% Due 04-01-14	95.94	19,187.80	103 55	20,709.60
12-10-12	100,000	TELECOM ITALIA CAP (87927vaw8) 6.175% Due 06-18-	106.00	106,000.00	105.40	105,400.00
11-03-10	5,000	JPMORGAN CHASE & CO (46625hbw1) 5 125% Due 09-	105.03	5,251.30	106.35	5,317 70
04-11-11	50,000	MORGAN STANLEY (61747yck9) 4.200% Due 11-20-14	103.72	51,858 50	104.34	52,169.50
11-03-10	10,000	TD AMERITRADE HLDG CORP (87236yab4) 4 150% Due	100.38	10,037.90	106 57	10,657.50
11-03-10	10,000	SOUTHERN CALIF EDISON CO (842400eu3) 4.650%	99.47	9,947 00	108.99	10,898.90
11-03-10	15,000	HSBC FINANCE CORP (40429ccs9) 5.000% Due 06-30-	97.48	14,622 45	108.40	16,259 70
11-03-10	10,000	TIME WARNER INC (887317aj4) 3.150% Due 07-15-15	100 17	10,016.60	105.75	10,574 90
11-03-10	10,000	PRUDENTIAL FINL INC MTNS BOOK (74432qbj3)	99.77	9,976.70	109 61	10,961 50
11-03-10	15,000	NEWS AMER HLDGS INC (652478ay4) 7.600% Due 10-	113.46	17,019.15	117 39	17,608 95
11-03-10	20,000	TYCO INTL GROUP S A (902118bn7) 3 375% Due 10-15-	99 68	19,935.20	106 07	21,214 80
11-03-10	15,000	JOHNSON CTLS INC (478366ar8) 5.500% Due 01-15-16	105 59	15,838.90	112 88	16,931 85
03-23-11	75,000	PITNEY BOWES INC GLBL MTN (72447xaa5) 4.750%	105 74	79,306.50	102 92	77,193 00
11-03-10	10,000	CITICORP SYS INC (17275rac6) 5.500% Due 02-22-16	103 20	10,319.90	114 31	11,430.50
11-03-10	15,000	COMCAST CORP NEW (20030nal5) 5.900% Due 03-15-	100.06	15,008.70	114.89	17,233.95
03-23-11	75,000	BANK AMER CHRLT NC MTN (06050tjp8) 6 000% Due	108.05	81,038 25	113.27	84,949.50
03-31-11	75,000	WHIRLPOOL CORP (963320an6) 6 500% Due 06-15-16	111.02	83,265.00	114.69	86,017.50
11-03-10	25,000	BANK OF AMERICA CORPORATION (060505cl6)	102.13	25,532 75	109 35	27,338 25
12-26-12	100,000	WESTERN UN CO (959802ab5) 5.930% Due 10-01-16	110.20	110,202 00	109.87	109,867 00
11-03-10	15,000	BLACKROCK INC (09247xac5) 6.250% Due 09-15-17	103.48	15,521 70	122 21	18,331 35
11-03-10	15,000	GENERAL ELEC CAP CORP MTN BE (36962g3h5)	93.76	14,064 60	117 97	17,695 80
11-03-10	10,000	CITIGROUP INC (172967em9) 6 125% Due 11-21-17	102.89	10,289 30	119 02	11,901 60
11-03-10	20,000	VERIZON COMMUNICATIONS INC (92343val8) 5 500%	93.59	18,717.05	120 09	24,017 40
11-03-10	20,000	ORACLE CORP (68389xac9) 5.750% Due 04-15-18	99.95	19,990.60	121 70	24,340 20
11-03-10	15,000	AT&T INC (00206rar3) 5.800% Due 02-15-19	107 18	16,076.55	122 70	18,405 45
11-03-10	10,000	GENERAL MLS INC (370334bh6) 5.650% Due 02-15-19	101.56	10,155.85	121.58	12,158 20
11-03-10	15,000	METLIFE INC (59156rat5) 7.717% Due 02-15-19	102.39	15,358.40	131.10	19,665.15
11-03-10	15,000	PEPSICO INC (713448bn7) 4 500% Due 01-15-20	99 85	14,977.65	115.64	17,346.60
11-03-10	15,000	SIMON PPTY GROUP LP (828807cd7) 5 650% Due 02-	99 62	14,943.15	120.00	18,000.15
11-03-10	15,000	KRAFT FOODS INC (50075nba1) 5.375% Due 02-10-20	110 41	16,561.20	120.73	18,108.90
11-03-10	10,000	NEWS AMER INC (652482bn9) 6 150% Due 03-01-37	93 73	9,372.60	122 73	12,272 70
11-03-10	15,000	GOLDMAN SACHS GROUP INC (38141gfd1) 6.750%	94.61	14,192 10	113 33	16,999 95
				1,035,478 50		1,088,040 30
FOREIGN BONDS - US DOLLARS						
11-03-10	15,000	DIAGEO FIN BV (25244sad3) 5 500% Due 04-01-13	105.10	15,765 00	101 25	15,187 80
11-03-10	15,000	TELEFONICA EMISIONES S A U (87938waj2) 4 949%	101.20	15,179 50	104 75	15,712 50
11-03-10	15,000	ROYAL BK SCOTLAND PLC (78010xac5) 4.875% Due 03-	99.95	14,991 85	107 41	16,111 20
11-03-10	25,000	BARCLAYS BK PLC (06739fgf2) 5.000% Due 09-22-16	99.87	24,967 75	112 09	28,022 25
11-03-10	20,000	ONTARIO PROV CDA (6832348d3) 4.000% Due 10-07-19	99.83	19,965 60	114.79	22,958.20
				90,869 70		97,991.95
GOVERNMENT BONDS - US DOLLARS						
11-04-10	20,000	FEDERAL NATL MTG ASSN (31359msl8) 4.375% Due 07-	108.25	21,649 00	102 26	20,451.20
11-04-10	110,000	UNITED STATES TREAS NTS (912828bh2) 4.250% Due	107.45	118,189 92	102.53	112,779.70
11-04-10	20,000	UNITED STATES TREAS NTS (912828lc2) 2 625% Due	105.57	21,114.13	103.76	20,752.40
11-04-10	15,000	FEDERAL NATL MTG ASSN (31398ayy2) 3 000% Due 09-	99.73	14,959.50	104 75	15,711.90
11-04-10	35,000	UNITED STATES TREAS NTS (912828je1) 1 375% Due	99.19	34,717.92	116 41	43,704.46
11-04-10	5,000	UNITED STATES TREAS BDS (912810eq7) 6.250% Due	119.54	5,977.15	143 38	7,168.75
11-04-10	15,000	UNITED STATES TREAS BDS (912810qh4) 4.375% Due	107.43	16,114.12	130 17	19,525.80
				232,721.74		240,094.21
GOVERNMENT AGENCIES - US DOLLARS						
11-04-10	60,000	UNITED STATES TREAS NTS (912828mp2) 3 625% Due	100 73	60,436.18	116.84	70,106 40
				60,436.18		70,106 40
TREASURY NOTES - US DOLLARS						
11-04-10	16,416	UNITED STATES TREAS NTS (912828hw3) 0 625% Due	90 01	14,775.47	99 88	16,395 48
11-04-10	75,000	UNITED STATES TREAS NTS (912828nu0) 0 750% Due	100 52	75,386 97	100 38	75,281 25
11-04-10	50,000	UNITED STATES TREAS NTS (912828ny2) 0.750% Due	100 10	50,048 55	100 42	50,209 00
11-04-10	20,000	UNITED STATES TREAS NTS (912828pb0) 0 500% Due	99 81	19,961.42	100 26	20,051 60
11-04-10	25,000	UNITED STATES TREAS NTS (912828br0) 4.250% Due	108 68	27,169 62	103 52	25,880.75
11-04-10	5,000	UNITED STATES TREAS NTS (912828lq1) 2.375% Due	104 06	5,202 75	103 71	5,185 55
11-04-10	10,674	UNITED STATES TREAS NTS (912828my3) 0 500% Due	94 87	10,126 73	104 34	11,137.78
11-04-10	50,000	UNITED STATES TREAS NTS (912828np1) 1 750% Due	100 83	50,416.31	103.66	51,828.00
11-04-10	34,412	UNITED STATES TREAS NTS (912828gd6) 2.375% Due	101 26	34,846.07	116.23	39,995.45
11-04-10	20,000	UNITED STATES TREAS NTS (912828nr7) 2.375% Due	103 38	20,675.00	107.84	21,567.20
11-04-10	5,000	UNITED STATES TREAS NTS (912828kq2) 3.125% Due	105.82	5,290 84	113.25	5,662.50
11-04-10	16,046	UNITED STATES TREAS NTS (912828mf4) 1 375% Due	96 43	15,473 39	118.54	19,020.35

11-04-10	25,000	UNITED STATES TREAS NTS (912828nd8) 3.500% Due	105.94	26,484.09	116.10	29,025.50
11-04-10	10,000	UNITED STATES TREAS NTS (912828nt3) 2.625% Due	101.21	10,121.13	109.81	10,981.30
11-04-10	34,412	UNITED STATES TREAS BDS (912810ps1) 2.375% Due	99.09	34,100.07	137.88	47,444.86
				<u>400,078.41</u>		<u>429,666.57</u>
MUNICIPAL BONDS - US DOLLARS						
11-03-10	15,000	ILLINOIS ST (4521518v8) 4.421% Due 01-01-15	100.00	15,000.00	106.02	15,902.85
11-03-10	10,000	WASHINGTON ST (93974cq5) 3 547% Due 08-01-17	100.00	10,000.00	110.88	11,088.30
11-03-10	15,000	NEW YORK N Y (64966h4l1) 5 817% Due 10-01-31	100.00	15,000.00	116.45	17,466.90
11-03-10	30,000	CALIFORNIA ST (13063a7d0) 7.300% Due 10-01-39	100.82	30,246.90	138.57	41,571.00
				<u>70,246.90</u>		<u>86,029.05</u>
GNMA - US DOLLARS						
11-15-10	11,840	GNMA PASS-THRU X PLATINUM 30YR (36241kks6)	99.59	11,791.27	109.93	13,014.86
				<u>11,791.27</u>		<u>13,014.86</u>
FNMA - US DOLLARS						
11-04-10	4,986	FNMA PASS-THRU INT 15 YEAR (31410fyk5) 5.000%	100.03	4,987.54	108.67	5,418.48
11-04-10	7,446	FNMA PASS-THRU INT 15 YEAR (31414crw0) 4 500%	102.92	7,663.28	107.63	8,013.62
11-04-10	4,169	FNMA PASS-THRU INT 15 YEAR (31410g7c1) 5 000%	103.73	4,324.88	108.39	4,519.10
11-04-10	2,557	FNMA PASS-THRU INT 15 YEAR (31415rvf8) 5 000%	105.62	2,700.58	108.28	2,768.54
11-04-10	4,307	FNMA PASS-THRU INT 15 YEAR (31412pey3) 4 000%	101.84	4,385.94	107.14	4,614.15
11-04-10	11,972	FNMA PASS-THRU INT 15 YEAR (31416rrq8) 4 500%	103.98	12,448.14	107.61	12,882.96
11-04-10	9,106	FNMA PASS-THRU INT 15 YEAR (31417kvn4) 4 000%	101.50	9,242.58	109.55	9,975.52
11-04-10	5,935	FNMA PASS-THRU INT 15 YEAR (31417vrs4) 4 000%	101.90	6,047.80	107.11	6,357.14
11-04-10	1,544	FNMA REMIC TRUST 2003-64 (31393dka8) 5.500% Due	104.75	1,617.82	100.07	1,545.57
11-04-10	2,687	FNMA PASS-THRU LNG 30 YEAR (31410f2l8) 4 500%	100.25	2,694.06	108.37	2,912.31
11-04-10	11,619	FNMA PASS-THRU LNG 30 YEAR (31403dwh8) 6.500%	109.44	12,716.13	112.18	13,034.59
11-04-10	2,779	FNMA PASS-THRU ARM MN SRV 30 (31411x5d3)	98.80	2,745.81	107.99	3,001.30
11-04-10	4,745	FNMA PASS-THRU LNG 30 YEAR (31410grk1) 6 500%	110.03	5,220.93	112.18	5,323.05
11-04-10	33,252	FNMA PASS-THRU LNG 30 YEAR (31410gty9) 6.000%	103.49	34,411.73	114.20	37,973.22
11-04-10	30,638	FNMA PASS-THRU LNG 30 YEAR (31414hkv8) 5 500%	100.08	30,661.76	110.62	33,892.21
11-04-10	44,912	FNMA PASS-THRU LNG 30 YEAR (31414cgl6) 5.500%	99.78	44,810.89	110.62	49,682.49
11-04-10	10,973	FNMA PASS-THRU LNG 30 YEAR (31410kmr2) 6 000%	99.98	10,970.65	109.26	11,989.15
11-04-10	15,928	FNMA PASS-THRU LNG 30 YEAR (31412pg96) 4.500%	100.69	16,037.74	108.06	17,211.66
11-04-10	8,693	FNMA PASS-THRU LNG 30 YEAR (31416skb6) 4 500%	98.11	8,528.95	109.54	9,522.68
11-04-10	11,764	FNMA PASS-THRU LNG 30 YEAR (31418tjs7) 4.500%	101.07	11,890.07	108.37	12,748.74
				<u>234,107.28</u>		<u>253,386.46</u>
FEDERAL HOME LOAN MORTGAGE - US DOLLARS						
11-04-10	1,518	FHLMC PC GOLD COMB 15 (3128m1bf5) 4.500%	99.77	1,514.23	106.74	1,620.07
11-04-10	5,918	FHLMC PC GOLD COMB 15 (3128mbee3) 5 000%	106.22	6,286.47	107.64	6,370.29
11-04-10	5,233	FHLMC PC GOLD CASH 20 (3128p7kf9) 5 000%	99.21	5,191.40	107.68	5,634.71
11-04-10	4,376	FHLMC PC GOLD COMB 30 (3128l1kb5) 6 000%	102.17	4,470.66	108.82	4,761.80
11-04-10	4,735	FHLMC PC GOLD COMB 30 (3128m6ha9) 6 000%	103.53	4,902.43	108.82	5,153.17
11-04-10	8,872	FHLMC PC GOLD COMB 30 (3128m7q90) 6.500%	106.62	9,459.34	113.81	10,096.94
11-04-10	4,872	FHLMC PC GOLD COMB 30 (3128m7n28) 6 000%	103.99	5,066.14	108.82	5,301.69
11-04-10	9,387	FHLMC PC GOLD COMB 30 (312938nj8) 5.000%	104.13	9,774.24	110.36	10,358.65
11-04-10	25,504	FHLMC PC GOLD COMB 30 (312941d20) 5 000%	106.19	27,081.42	108.54	27,682.54
11-04-10	23,384	FHLMC PC GOLD COMB 30 (312941j99) 5.000%	107.54	25,146.52	108.54	25,381.76
				<u>98,892.84</u>		<u>102,361.63</u>
CMO - ASSET BACKED SECURITY - REMIC - US DOLLARS						
11-03-10	10,050	AMERICREDIT AUTO REC 2010-3 (03063pac6) 1 140%	99.98	10,048.17	100.19	10,069.19
11-03-10	5,000	ALLY AUTO REC TR 2010-3 (02005mae2) 1.550% Due	99.96	4,998.21	101.15	5,057.45
11-03-10	705	LB CMBS 2007-C3 (50177aab5) 5 840% Due 07-15-44	98.09	691.81	100.17	706.42
				<u>15,738.18</u>		<u>15,833.06</u>
CASH AND EQUIVALENTS - US DOLLARS						
BB&T CHECKING				5,959.41		5,959.41
GOVT OBLIG TAX MANAGED SH (gotsxx)				93,022.11		93,022.11
				<u>98,981.52</u>		<u>98,981.52</u>
TOTAL PORTFOLIO				<u>7,886,800.13</u>		<u>8,457,282.44</u>

REALIZED GAINS AND LOSSES
MICHAEL E. HORN FAMILY FOUNDATION, INC.
26-1375584
From 01-01-12 To 12-31-12

Open Date	Close Date	Quantity	Security	Cost Basis	Proceeds
11-03-10	01-10-12	1,184.620	GE CAP CMBS 2004-C3 (36828qhv1) 4.865% Due 07-10-39	1,217.47	1,184.62
11-04-10	01-17-12	383.210	FHLMC PC GOLD CASH 20 (3128p7kf9) 5.000% Due 07-01-28	380.18	383.21
11-04-10	01-17-12	366.130	FHLMC PC GOLD COMB 15 (3128mbee3) 5.000% Due 04-01-22	388.90	366.13
11-04-10	01-17-12	106.370	FHLMC PC GOLD COMB 15 (3128m1bf5) 4.500% Due 03-01-21	106.13	106.37
11-04-10	01-17-12	490.900	FHLMC PC GOLD COMB 30 (3128m6ha9) 6.000% Due 05-01-38	508.23	490.90
11-04-10	01-17-12	215.650	FHLMC PC GOLD COMB 30 (3128m7n28) 6.000% Due 06-01-39	224.25	215.65
11-04-10	01-17-12	338.800	FHLMC PC GOLD COMB 30 (3128m7q90) 6.500% Due 04-01-39	361.24	338.80
11-04-10	01-17-12	18.950	FHLMC PC GOLD COMB 30 (312938nj8) 5.000% Due 12-01-39	19.73	18.95
11-04-10	01-17-12	574.850	FHLMC PC GOLD COMB 30 (312941d20) 5.000% Due 07-01-40	610.42	574.85
11-04-10	01-17-12	455.040	FHLMC PC GOLD COMB 30 (312941j99) 5.000% Due 07-01-40	489.34	455.04
11-04-10	01-17-12	275.360	FHLMC PC GOLD COMB 30 (312811kb5) 6.000% Due 12-01-37	281.34	275.36
11-15-10	01-17-12	334.960	GNMA PASS-THRU X PLATINUM 30YR (36241kks6) 5.000% Due 03-15-36	333.59	334.96
11-03-10	01-18-12	40.580	LB-UBS CMBS 2003-C7 (52108huk8) 4.064% Due 09-15-27	40.82	40.58
11-03-10	01-19-12	12.050	LB CMBS 2007-C3 (50177aab5) 5.840% Due 07-15-44	11.82	12.05
11-04-10	01-25-12	282.510	FNMA PASS-THRU ARM MN SRV 30 (31411x5d3) 0.000% Due 05-01-37	279.12	282.51
11-04-10	01-25-12	423.660	FNMA PASS-THRU INT 15 YEAR (31412pey3) 4.000% Due 04-01-24	431.47	423.66
11-04-10	01-25-12	255.220	FNMA PASS-THRU INT 15 YEAR (31410g7c1) 5.000% Due 04-01-23	264.75	255.22
11-04-10	01-25-12	196.600	FNMA PASS-THRU INT 15 YEAR (31414crw0) 4.500% Due 03-01-23	202.34	196.60
11-04-10	01-25-12	254.950	FNMA PASS-THRU INT 15 YEAR (31415rvf8) 5.000% Due 07-01-23	269.29	254.95
11-04-10	01-25-12	875.690	FNMA PASS-THRU INT 15 YEAR (31416rrq8) 4.500% Due 07-01-24	910.54	875.69
11-04-10	01-25-12	262.600	FNMA PASS-THRU INT 15 YEAR (31417kvn4) 4.000% Due 09-01-24	266.54	262.60
11-04-10	01-25-12	396.250	FNMA PASS-THRU INT 15 YEAR (31417vrs4) 4.000% Due 01-01-25	403.78	396.25
11-04-10	01-25-12	232.380	FNMA PASS-THRU INT 15 YEAR (31410fyk5) 5.000% Due 03-01-21	232.45	232.38
11-04-10	01-25-12	144.810	FNMA PASS-THRU LNG 30 YEAR (31410f2l8) 4.500% Due 01-01-36	145.17	144.81
11-04-10	01-25-12	166.240	FNMA PASS-THRU LNG 30 YEAR (31410grk1) 6.500% Due 10-01-37	182.92	166.24
11-04-10	01-25-12	567.720	FNMA PASS-THRU LNG 30 YEAR (31410gty9) 6.000% Due 12-01-37	587.53	567.72
11-04-10	01-25-12	466.550	FNMA PASS-THRU LNG 30 YEAR (31418tjs7) 4.500% Due 05-01-40	471.54	466.55
11-04-10	01-25-12	726.720	FNMA PASS-THRU LNG 30 YEAR (31416skb6) 4.500% Due 06-01-39	712.99	726.72
11-04-10	01-25-12	1,204.200	FNMA PASS-THRU LNG 30 YEAR (31414hkv8) 5.500% Due 02-01-38	1,205.14	1,204.20
11-04-10	01-25-12	612.290	FNMA PASS-THRU LNG 30 YEAR (31410kmr2) 6.000% Due 06-01-38	612.17	612.29
11-04-10	01-25-12	1,493.900	FNMA PASS-THRU LNG 30 YEAR (31412pg96) 4.500% Due 04-01-39	1,504.16	1,493.90
11-04-10	01-25-12	476.320	FNMA PASS-THRU LNG 30 YEAR (31414cgl6) 5.500% Due 03-01-38	475.25	476.32
11-04-10	01-25-12	348.460	FNMA PASS-THRU LNG 30 YEAR (31403dwh8) 6.500% Due 10-01-36	381.37	348.46
11-04-10	01-25-12	556.600	FNMA REMIC TRUST 2003-64 (31393dka8) 5.500% Due 03-25-30	583.04	556.60
11-03-10	02-13-12	100.920	GE CAP CMBS 2004-C3 (36828qhv1) 4.865% Due 07-10-39	103.72	100.92
11-29-10	02-15-12	1,230.000	AT&T INC 6.375% NT PFD SHS (00211g208)	33,183.56	30,750.00
11-04-10	02-15-12	386.700	FHLMC PC GOLD CASH 20 (3128p7kf9) 5.000% Due 07-01-28	383.65	386.70
11-04-10	02-15-12	279.110	FHLMC PC GOLD COMB 15 (3128mbee3) 5.000% Due 04-01-22	296.47	279.11
11-04-10	02-15-12	83.010	FHLMC PC GOLD COMB 15 (3128m1bf5) 4.500% Due 03-01-21	82.82	83.01
11-04-10	02-15-12	64.050	FHLMC PC GOLD COMB 30 (3128m6ha9) 6.000% Due 05-01-38	66.31	64.05
11-04-10	02-15-12	209.310	FHLMC PC GOLD COMB 30 (3128m7n28) 6.000% Due 06-01-39	217.66	209.31
11-04-10	02-15-12	294.260	FHLMC PC GOLD COMB 30 (3128m7q90) 6.500% Due 04-01-39	313.75	294.26
11-04-10	02-15-12	173.410	FHLMC PC GOLD COMB 30 (312938nj8) 5.000% Due 12-01-39	180.57	173.41
11-04-10	02-15-12	554.660	FHLMC PC GOLD COMB 30 (312941d20) 5.000% Due 07-01-40	588.98	554.66
11-04-10	02-15-12	318.140	FHLMC PC GOLD COMB 30 (312941j99) 5.000% Due 07-01-40	342.12	318.14
11-04-10	02-15-12	8.050	FHLMC PC GOLD COMB 30 (312811kb5) 6.000% Due 12-01-37	8.22	8.05
11-15-10	02-15-12	346.550	GNMA PASS-THRU X PLATINUM 30YR (36241kks6) 5.000% Due 03-15-36	345.13	346.55
11-03-10	02-17-12	11.650	LB CMBS 2007-C3 (50177aab5) 5.840% Due 07-15-44	11.43	11.65
11-03-10	02-17-12	584.690	LB-UBS CMBS 2003-C7 (52108huk8) 4.064% Due 09-15-27	588.16	584.69
11-04-10	02-27-12	0.620	FNMA PASS-THRU ARM MN SRV 30 (31411x5d3) 0.000% Due 05-01-37	0.61	0.62

11-04-10	02-27-12	219.230 FNMA PASS-THRU	INT 15 YEAR (31412pey3) 4.000% Due 04-01-24	223.27	219.23
11-04-10	02-27-12	241.900 FNMA PASS-THRU	INT 15 YEAR (31410g7c1) 5.000% Due 04-01-23	250.93	241.90
11-04-10	02-27-12	449.480 FNMA PASS-THRU	INT 15 YEAR (31414crw0) 4.500% Due 03-01-23	462.61	449.48
11-04-10	02-27-12	232.530 FNMA PASS-THRU	INT 15 YEAR (31415rvf8) 5.000% Due 07-01-23	245.61	232.53
11-04-10	02-27-12	381.850 FNMA PASS-THRU	INT 15 YEAR (31416rrq8) 4.500% Due 07-01-24	397.05	381.85
11-04-10	02-27-12	107.640 FNMA PASS-THRU	INT 15 YEAR (31417kvn4) 4.000% Due 09-01-24	109.25	107.64
11-04-10	02-27-12	286.670 FNMA PASS-THRU	INT 15 YEAR (31417vrs4) 4.000% Due 01-01-25	292.12	286.67
11-04-10	02-27-12	218.870 FNMA PASS-THRU	INT 15 YEAR (31410fyk5) 5.000% Due 03-01-21	218.94	218.87
11-04-10	02-27-12	108.330 FNMA PASS-THRU	LNG 30 YEAR (31410f2l8) 4.500% Due 01-01-36	108.60	108.33
11-04-10	02-27-12	147.160 FNMA PASS-THRU	LNG 30 YEAR (31410grk1) 6.500% Due 10-01-37	161.92	147.16
11-04-10	02-27-12	570.050 FNMA PASS-THRU	LNG 30 YEAR (31410gty9) 6.000% Due 12-01-37	589.94	570.05
11-04-10	02-27-12	482.710 FNMA PASS-THRU	LNG 30 YEAR (31418tjs7) 4.500% Due 05-01-40	487.88	482.71
11-04-10	02-27-12	207.040 FNMA PASS-THRU	LNG 30 YEAR (31416skb6) 4.500% Due 06-01-39	203.13	207.04
11-04-10	02-27-12	494.930 FNMA PASS-THRU	LNG 30 YEAR (31414hkv8) 5.500% Due 02-01-38	495.32	494.93
11-04-10	02-27-12	571.550 FNMA PASS-THRU	LNG 30 YEAR (31410kmr2) 6.000% Due 06-01-38	571.44	571.55
11-04-10	02-27-12	438.820 FNMA PASS-THRU	LNG 30 YEAR (31403dwh8) 6.500% Due 10-01-36	480.26	438.82
11-04-10	02-27-12	1,174.310 FNMA PASS-THRU	LNG 30 YEAR (31412pg96) 4.500% Due 04-01-39	1,182.38	1,174.31
11-04-10	02-27-12	888.810 FNMA PASS-THRU	LNG 30 YEAR (31414cgl6) 5.500% Due 03-01-38	886.81	888.81
11-04-10	02-27-12	632.830 FNMA REMIC TRUST 2003-64	(31393dka8) 5.500% Due 03-25-30	662.89	632.83
11-03-10	03-13-12	99.150 GE CAP CMBS 2004-C3	(36828qhv1) 4.865% Due 07-10-39	101.90	99.15
11-03-10	03-15-12	15,000.000 DEERE JOHN CAPITAL CORP	(244217bg9) 7.000% Due 03-15-12	16,776.60	15,000.00
11-04-10	03-15-12	66.890 FHLMC PC	GOLD CASH 20 (3128p7kf9) 5.000% Due 07-01-28	66.36	66.89
11-04-10	03-15-12	374.390 FHLMC PC	GOLD COMB 15 (3128mbec3) 5.000% Due 04-01-22	397.67	374.39
11-04-10	03-15-12	73.450 FHLMC PC	GOLD COMB 15 (3128m1bf5) 4.500% Due 03-01-21	73.28	73.45
11-04-10	03-15-12	63.010 FHLMC PC	GOLD COMB 30 (3128m6ha9) 6.000% Due 05-01-38	65.23	63.01
11-04-10	03-15-12	237.430 FHLMC PC	GOLD COMB 30 (3128m7n28) 6.000% Due 06-01-39	246.90	237.43
11-04-10	03-15-12	316.530 FHLMC PC	GOLD COMB 30 (3128m7q90) 6.500% Due 04-01-39	337.50	316.53
11-04-10	03-15-12	132.210 FHLMC PC	GOLD COMB 30 (312938nj8) 5.000% Due 12-01-39	137.67	132.21
11-04-10	03-15-12	678.180 FHLMC PC	GOLD COMB 30 (312941d20) 5.000% Due 07-01-40	720.14	678.18
11-04-10	03-15-12	926.960 FHLMC PC	GOLD COMB 30 (312941j99) 5.000% Due 07-01-40	996.83	926.96
11-04-10	03-15-12	140.570 FHLMC PC	GOLD COMB 30 (3128l1kb5) 6.000% Due 12-01-37	143.62	140.57
11-15-10	03-15-12	356.960 GNMA PASS-THRU X PLATINUM	30YR (36241kks6) 5.000% Due 03-15-36	355.50	356.96
11-03-10	03-15-12	15,000.000 INTUIT (461202aa1)	5.400% Due 03-15-12	15,376.05	15,000.00
11-03-10	03-15-12	14,089.850 LB CMBS 2007-C3	(50177aab5) 5.840% Due 07-15-44	13,821.26	14,089.85
11-03-10	03-15-12	0.050 LB-UBS CMBS 2003-C7	(52108huk8) 4.064% Due 09-15-27	0.05	0.05
11-03-10	03-16-12	53.158 LB-UBS CMBS 2003-C7	(52108huk8) 4.064% Due 09-15-27	53.47	53.16
11-04-10	03-26-12	1.320 FNMA PASS-THRU	ARM MN SRV 30 (31411x5d3) 0.000% Due 05-01-37	1.30	1.32
11-04-10	03-26-12	391.620 FNMA PASS-THRU	INT 15 YEAR (31412pey3) 4.000% Due 04-01-24	398.84	391.62
11-04-10	03-26-12	258.520 FNMA PASS-THRU	INT 15 YEAR (31410g7c1) 5.000% Due 04-01-23	268.17	258.52
11-04-10	03-26-12	278.450 FNMA PASS-THRU	INT 15 YEAR (31414crw0) 4.500% Due 03-01-23	286.59	278.45
11-04-10	03-26-12	71.870 FNMA PASS-THRU	INT 15 YEAR (31417kvn4) 4.000% Due 09-01-24	72.95	71.87
11-04-10	03-26-12	282.270 FNMA PASS-THRU	INT 15 YEAR (31417vrs4) 4.000% Due 01-01-25	287.63	282.27
11-04-10	03-26-12	209.690 FNMA PASS-THRU	INT 15 YEAR (31410fyk5) 5.000% Due 03-01-21	209.76	209.69
11-04-10	03-26-12	213.940 FNMA PASS-THRU	INT 15 YEAR (31415rvf8) 5.000% Due 07-01-23	225.97	213.94
11-04-10	03-26-12	345.640 FNMA PASS-THRU	INT 15 YEAR (31416rrq8) 4.500% Due 07-01-24	359.40	345.64
11-04-10	03-26-12	303.720 FNMA PASS-THRU	LNG 30 YEAR (31416skb6) 4.500% Due 06-01-39	297.98	303.72
11-04-10	03-26-12	459.110 FNMA PASS-THRU	LNG 30 YEAR (31403dwh8) 6.500% Due 10-01-36	502.46	459.11
11-04-10	03-26-12	119.140 FNMA PASS-THRU	LNG 30 YEAR (31410f2l8) 4.500% Due 01-01-36	119.44	119.14
11-04-10	03-26-12	182.880 FNMA PASS-THRU	LNG 30 YEAR (31410grk1) 6.500% Due 10-01-37	201.23	182.88
11-04-10	03-26-12	586.750 FNMA PASS-THRU	LNG 30 YEAR (31410gty9) 6.000% Due 12-01-37	607.22	586.75
11-04-10	03-26-12	678.250 FNMA PASS-THRU	LNG 30 YEAR (31418tjs7) 4.500% Due 05-01-40	685.51	678.25
11-04-10	03-26-12	76.680 FNMA PASS-THRU	LNG 30 YEAR (31414hkv8) 5.500% Due 02-01-38	76.74	76.68
11-04-10	03-26-12	700.140 FNMA PASS-THRU	LNG 30 YEAR (31410kmr2) 6.000% Due 06-01-38	700.00	700.14
11-04-10	03-26-12	1,351.520 FNMA PASS-THRU	LNG 30 YEAR (31412pg96) 4.500% Due 04-01-39	1,360.81	1,351.52
11-04-10	03-26-12	930.910 FNMA PASS-THRU	LNG 30 YEAR (31414cgl6) 5.500% Due 03-01-38	928.82	930.91
11-04-10	03-26-12	669.270 FNMA REMIC TRUST 2003-64	(31393dka8) 5.500% Due 03-25-30	701.06	669.27
11-03-10	03-30-12	10,000.000 SBC COMMUNICATIONS INC	(78387gak9) 5.875% Due 08-15-12	10,644.30	10,203.90
11-03-10	04-10-12	106.540 GE CAP CMBS 2004-C3	(36828qhv1) 4.865% Due 07-10-39	109.49	106.54
01-06-11	04-10-12	0.680 NORTHEAST UTILS COM (nu)		21.42	24.41

11-04-10	04-16-12	367.650 FHLMC PC	GOLD CASH 20 (3128p7kf9) 5 000% Due 07-01-28	364 75	367 65
11-04-10	04-16-12	280.950 FHLMC PC	GOLD COMB 15 (3128mbee3) 5 000% Due 04-01-22	298 42	280.95
11-04-10	04-16-12	76.830 FHLMC PC	GOLD COMB 15 (3128m1bf5) 4.500% Due 03-01-21	76 65	76.83
11-04-10	04-16-12	413.030 FHLMC PC	GOLD COMB 30 (3128m6ha9) 6 000% Due 05-01-38	427 61	413.03
11-04-10	04-16-12	257.950 FHLMC PC	GOLD COMB 30 (3128m7n28) 6 000% Due 06-01-39	268 24	257.95
11-04-10	04-16-12	472.750 FHLMC PC	GOLD COMB 30 (3128m7q90) 6 500% Due 04-01-39	504 07	472 75
11-04-10	04-16-12	274.530 FHLMC PC	GOLD COMB 30 (3128l1kb5) 6 000% Due 12-01-37	280 49	274 53
11-04-10	04-16-12	143.180 FHLMC PC	GOLD COMB 30 (312938nj8) 5.000% Due 12-01-39	149.09	143.18
11-04-10	04-16-12	568.760 FHLMC PC	GOLD COMB 30 (312941d20) 5.000% Due 07-01-40	603.95	568.76
11-04-10	04-16-12	721.640 FHLMC PC	GOLD COMB 30 (312941j99) 5 000% Due 07-01-40	776.04	721.64
11-15-10	04-16-12	459.750 GNMA PASS-THRU X PLATINUM 30YR (36241kks6) 5.000% Due 03-15-36		457 87	459 75
11-03-10	04-17-12	3,143.980 LB CMBS 2007-C3 (50177aab5) 5.840% Due 07-15-44		3,084 05	3,143.98
03-16-12	04-20-12	1,330.000 CCT CAP LTD COM (20030n408)		33,682.92	33,250 00
11-04-10	04-25-12	1.510 FNMA PASS-THRU ARM MN SRV 30 (31411x5d3) 0.000% Due 05-01-37		1 49	1.51
11-04-10	04-25-12	326.090 FNMA PASS-THRU INT 15 YEAR (31412pey3) 4 000% Due 04-01-24		332 10	326.09
11-04-10	04-25-12	198.830 FNMA PASS-THRU INT 15 YEAR (31410g7c1) 5.000% Due 04-01-23		206.26	198.83
11-04-10	04-25-12	244.340 FNMA PASS-THRU INT 15 YEAR (31414crw0) 4 500% Due 03-01-23		251 48	244 34
11-04-10	04-25-12	137.840 FNMA PASS-THRU INT 15 YEAR (31417kvn4) 4 000% Due 09-01-24		139 91	137 84
11-04-10	04-25-12	308.710 FNMA PASS-THRU INT 15 YEAR (31417vrs4) 4 000% Due 01-01-25		314.58	308.71
11-04-10	04-25-12	241.660 FNMA PASS-THRU INT 15 YEAR (31410fyk5) 5.000% Due 03-01-21		241.74	241.66
11-04-10	04-25-12	180.140 FNMA PASS-THRU INT 15 YEAR (31415rvf8) 5 000% Due 07-01-23		190.27	180.14
11-04-10	04-25-12	1,262.110 FNMA PASS-THRU INT 15 YEAR (31416rrq8) 4.500% Due 07-01-24		1,312.34	1,262.11
11-04-10	04-25-12	957.990 FNMA PASS-THRU LNG 30 YEAR (31416skb6) 4 500% Due 06-01-39		939.88	957 99
11-04-10	04-25-12	146.320 FNMA PASS-THRU LNG 30 YEAR (31410f2l8) 4.500% Due 01-01-36		146 68	146.32
11-04-10	04-25-12	204.730 FNMA PASS-THRU LNG 30 YEAR (31410grk1) 6 500% Due 10-01-37		225 27	204 73
11-04-10	04-25-12	682.410 FNMA PASS-THRU LNG 30 YEAR (31410gty9) 6 000% Due 12-01-37		706 22	682 41
11-04-10	04-25-12	544.140 FNMA PASS-THRU LNG 30 YEAR (31403dwh8) 6.500% Due 10-01-36		595.52	544 14
11-04-10	04-25-12	522.830 FNMA PASS-THRU LNG 30 YEAR (31418tjs7) 4 500% Due 05-01-40		528 42	522.83
11-04-10	04-25-12	1,294.640 FNMA PASS-THRU LNG 30 YEAR (31414hkv8) 5.500% Due 02-01-38		1,295.65	1,294.64
11-04-10	04-25-12	569.890 FNMA PASS-THRU LNG 30 YEAR (31410kmr2) 6.000% Due 06-01-38		569 78	569 89
11-04-10	04-25-12	1,485.010 FNMA PASS-THRU LNG 30 YEAR (31412pg96) 4.500% Due 04-01-39		1,495 21	1,485.01
11-04-10	04-25-12	810.840 FNMA PASS-THRU LNG 30 YEAR (31414cgl6) 5.500% Due 03-01-38		809.02	810 84
11-04-10	04-25-12	681.940 FNMA REMIC TRUST 2003-64 (31393dka8) 5 500% Due 03-25-30		714.33	681 94
11-29-10	04-27-12	1,670.000 FIRST POTOMAC RLTY TR COM (fpo)		26,381.32	20,696 01
02-16-12	04-27-12	220.000 FIRST POTOMAC RLTY TR COM (fpo)		3,184.96	2,726 42
11-04-10	04-30-12	70,000.000 UNITED STATES TREAS NTS (912828nb2) 1.000% Due 04-30-12		70,746 48	70,000 00
11-03-10	05-10-12	93.410 GE CAP CMBS 2004-C3 (36828qhv1) 4 865% Due 07-10-39		96 00	93 41
11-04-10	05-15-12	461.900 FHLMC PC	GOLD CASH 20 (3128p7kf9) 5.000% Due 07-01-28	458.25	461.90
11-04-10	05-15-12	285.580 FHLMC PC	GOLD COMB 15 (3128mbee3) 5 000% Due 04-01-22	303 34	285.58
11-04-10	05-15-12	76.510 FHLMC PC	GOLD COMB 15 (3128m1bf5) 4.500% Due 03-01-21	76.33	76 51
11-04-10	05-15-12	52.020 FHLMC PC	GOLD COMB 30 (3128m6ha9) 6.000% Due 05-01-38	53 86	52 02
11-04-10	05-15-12	304.480 FHLMC PC	GOLD COMB 30 (3128m7n28) 6.000% Due 06-01-39	316 63	304 48
11-04-10	05-15-12	429.180 FHLMC PC	GOLD COMB 30 (3128m7q90) 6.500% Due 04-01-39	457 61	429 18
11-04-10	05-15-12	184.760 FHLMC PC	GOLD COMB 30 (312938nj8) 5.000% Due 12-01-39	192.39	184 76
11-04-10	05-15-12	447 790 FHLMC PC	GOLD COMB 30 (312941d20) 5 000% Due 07-01-40	475.49	447 79
11-04-10	05-15-12	504 220 FHLMC PC	GOLD COMB 30 (312941j99) 5.000% Due 07-01-40	542.23	504 22
11-04-10	05-15-12	7.340 FHLMC PC	GOLD COMB 30 (3128l1kb5) 6.000% Due 12-01-37	7.50	7.34
11-15-10	05-15-12	382 440 GNMA PASS-THRU X PLATINUM 30YR (36241kks6) 5.000% Due 03-15-36		380.88	382.44
11-03-10	05-18-12	1,064 180 LB CMBS 2007-C3 (50177aab5) 5 840% Due 07-15-44		1,043.89	1,064.18
11-04-10	05-25-12	102.450 FNMA PASS-THRU ARM MN SRV 30 (31411x5d3) 0 000% Due 05-01-37		101 22	102.45
11-04-10	05-25-12	298 810 FNMA PASS-THRU INT 15 YEAR (31412pey3) 4 000% Due 04-01-24		304 32	298.81
11-04-10	05-25-12	457.330 FNMA PASS-THRU INT 15 YEAR (31414crw0) 4.500% Due 03-01-23		470 69	457.33
11-04-10	05-25-12	134 950 FNMA PASS-THRU INT 15 YEAR (31415rvf8) 5.000% Due 07-01-23		142 54	134.95
11-04-10	05-25-12	195.980 FNMA PASS-THRU INT 15 YEAR (31416rrq8) 4 500% Due 07-01-24		203 78	195.98
11-04-10	05-25-12	295 600 FNMA PASS-THRU INT 15 YEAR (31417kvn4) 4 000% Due 09-01-24		300 03	295 60
11-04-10	05-25-12	288 550 FNMA PASS-THRU INT 15 YEAR (31417vrs4) 4 000% Due 01-01-25		294 03	288 55
11-04-10	05-25-12	198.540 FNMA PASS-THRU INT 15 YEAR (31410g7c1) 5.000% Due 04-01-23		205 95	198 54
11-04-10	05-25-12	257 820 FNMA PASS-THRU INT 15 YEAR (31410fyk5) 5 000% Due 03-01-21		257 90	257 82
11-04-10	05-25-12	162 490 FNMA PASS-THRU LNG 30 YEAR (31410f2l8) 4.500% Due 01-01-36		162 89	162 49

11-04-10	05-25-12	233.260 FNMA PASS-THRU LNG 30 YEAR (31410grk1) 6.500% Due 10-01-37	256.66	233.26
11-04-10	05-25-12	694.820 FNMA PASS-THRU LNG 30 YEAR (31410gty9) 6.000% Due 12-01-37	719.06	694.82
11-04-10	05-25-12	662.540 FNMA PASS-THRU LNG 30 YEAR (31410kmr2) 6.000% Due 06-01-38	662.41	662.54
11-04-10	05-25-12	500.120 FNMA PASS-THRU LNG 30 YEAR (31418tjs7) 4.500% Due 05-01-40	505.47	500.12
11-04-10	05-25-12	668.700 FNMA PASS-THRU LNG 30 YEAR (31416skb6) 4.500% Due 06-01-39	656.06	668.70
11-04-10	05-25-12	1,674.220 FNMA PASS-THRU LNG 30 YEAR (31414hkv8) 5.500% Due 02-01-38	1,675.53	1,674.22
11-04-10	05-25-12	819.860 FNMA PASS-THRU LNG 30 YEAR (31412pg96) 4.500% Due 04-01-39	825.49	819.86
11-04-10	05-25-12	853.090 FNMA PASS-THRU LNG 30 YEAR (31414cgl6) 5.500% Due 03-01-38	851.17	853.09
11-04-10	05-25-12	673.780 FNMA PASS-THRU LNG 30 YEAR (31403dwh8) 6.500% Due 10-01-36	737.41	673.78
11-04-10	05-25-12	686.460 FNMA REMIC TRUST 2003-64 (31393dka8) 5.500% Due 03-25-30	719.07	686.46
03-30-12	05-29-12	190.000 DAVITA HEALTHCARE PARTNERS, INC. (dva)	17,065.42	15,702.32
11-03-10	06-01-12	200.000 INTERNATIONAL BUSINESS MACHS COM (ibm)	22,130.14	37,797.27
03-16-12	06-01-12	80.000 TRAVELERS COMPANIES INC COM (trv)	4,742.27	4,860.25
12-16-10	06-01-12	100.000 VISA INC COM CL A (v)	7,691.30	11,246.90
11-03-10	06-08-12	496.860 AMERICREDIT AUTO REC 2010-3 (03063pac6) 1.140% Due 04-08-15	496.78	496.86
11-03-10	06-11-12	91.710 GE CAP CMBS 2004-C3 (36828qhv1) 4.865% Due 07-10-39	94.25	91.71
11-04-10	06-15-12	230.480 FHLMC PC GOLD CASH 20 (3128p7kf9) 5.000% Due 07-01-28	228.66	230.48
11-04-10	06-15-12	248.070 FHLMC PC GOLD COMB 15 (3128mbee3) 5.000% Due 04-01-22	263.50	248.07
11-04-10	06-15-12	63.350 FHLMC PC GOLD COMB 15 (3128m1bf5) 4.500% Due 03-01-21	63.20	63.35
11-04-10	06-15-12	603.140 FHLMC PC GOLD COMB 30 (3128m6ha9) 6.000% Due 05-01-38	624.43	603.14
11-04-10	06-15-12	340.380 FHLMC PC GOLD COMB 30 (3128m7n28) 6.000% Due 06-01-39	353.96	340.38
11-04-10	06-15-12	314.390 FHLMC PC GOLD COMB 30 (3128m7q90) 6.500% Due 04-01-39	335.22	314.39
11-04-10	06-15-12	119.670 FHLMC PC GOLD COMB 30 (312938nj8) 5.000% Due 12-01-39	124.61	119.67
11-04-10	06-15-12	648.740 FHLMC PC GOLD COMB 30 (312941d20) 5.000% Due 07-01-40	688.88	648.74
11-04-10	06-15-12	1,042.940 FHLMC PC GOLD COMB 30 (312941j99) 5.000% Due 07-01-40	1,121.56	1,042.94
11-04-10	06-15-12	188.230 FHLMC PC GOLD COMB 30 (3128l1kb5) 6.000% Due 12-01-37	192.32	188.23
11-15-10	06-15-12	192.400 GNMA PASS-THRU X PLATINUM 30YR (36241kks6) 5.000% Due 03-15-36	191.61	192.40
11-03-10	06-18-12	12,897.880 LB CMBS 2007-C3 (50177aab5) 5.840% Due 07-15-44	12,652.01	12,897.88
03-30-12	06-20-12	170.000 EDWARDS LIFESCIENCES CORP COM (ew)	12,427.66	17,349.90
11-04-10	06-25-12	176.900 FNMA PASS-THRU ARM MN SRV 30 (31411x5d3) 0.000% Due 05-01-37	174.78	176.90
11-04-10	06-25-12	300.870 FNMA PASS-THRU INT 15 YEAR (31412pey3) 4.000% Due 04-01-24	306.42	300.87
11-04-10	06-25-12	193.370 FNMA PASS-THRU INT 15 YEAR (31410g7c1) 5.000% Due 04-01-23	200.59	193.37
11-04-10	06-25-12	197.900 FNMA PASS-THRU INT 15 YEAR (31417kvn4) 4.000% Due 09-01-24	200.87	197.90
11-04-10	06-25-12	257.180 FNMA PASS-THRU INT 15 YEAR (31417vrs4) 4.000% Due 01-01-25	262.07	257.18
11-04-10	06-25-12	232.590 FNMA PASS-THRU INT 15 YEAR (31410fyk5) 5.000% Due 03-01-21	232.66	232.59
11-04-10	06-25-12	897.550 FNMA PASS-THRU INT 15 YEAR (31414crw0) 4.500% Due 03-01-23	923.77	897.55
11-04-10	06-25-12	206.360 FNMA PASS-THRU INT 15 YEAR (31415rvf8) 5.000% Due 07-01-23	217.97	206.36
11-04-10	06-25-12	693.360 FNMA PASS-THRU INT 15 YEAR (31416rrq8) 4.500% Due 07-01-24	720.96	693.36
11-04-10	06-25-12	479.660 FNMA PASS-THRU LNG 30 YEAR (31416skb6) 4.500% Due 06-01-39	470.59	479.66
11-04-10	06-25-12	1,226.260 FNMA PASS-THRU LNG 30 YEAR (31414hkv8) 5.500% Due 02-01-38	1,227.22	1,226.26
11-04-10	06-25-12	117.250 FNMA PASS-THRU LNG 30 YEAR (31410f2l8) 4.500% Due 01-01-36	117.54	117.25
11-04-10	06-25-12	250.060 FNMA PASS-THRU LNG 30 YEAR (31410grk1) 6.500% Due 10-01-37	275.15	250.06
11-04-10	06-25-12	631.130 FNMA PASS-THRU LNG 30 YEAR (31410gty9) 6.000% Due 12-01-37	653.15	631.13
11-04-10	06-25-12	481.350 FNMA PASS-THRU LNG 30 YEAR (31418tjs7) 4.500% Due 05-01-40	486.50	481.35
11-04-10	06-25-12	756.360 FNMA PASS-THRU LNG 30 YEAR (31410kmr2) 6.000% Due 06-01-38	756.21	756.36
11-04-10	06-25-12	711.320 FNMA PASS-THRU LNG 30 YEAR (31403dwh8) 6.500% Due 10-01-36	778.49	711.32
11-04-10	06-25-12	1,327.070 FNMA PASS-THRU LNG 30 YEAR (31412pg96) 4.500% Due 04-01-39	1,336.19	1,327.07
11-04-10	06-25-12	792.760 FNMA PASS-THRU LNG 30 YEAR (31414cgl6) 5.500% Due 03-01-38	790.98	792.76
11-04-10	06-25-12	841.500 FNMA REMIC TRUST 2003-64 (31393dka8) 5.500% Due 03-25-30	881.47	841.50
03-30-12	07-02-12	1,310.000 PUBLIC STORAGE PFD DP 1/1000N (74460d190)	33,889.96	32,750.00
03-30-12	07-02-12	PUBLIC STORAGE PFD DP 1/1000N (74460d190)	-	6.37
12-16-10	07-03-12	0.790 DUKE ENERGY CORP NEW COM NEW (duk)	41.80	54.39
11-03-10	07-10-12	1,679.080 AMERICREDIT AUTO REC 2010-3 (03063pac6) 1.140% Due 04-08-15	1,678.83	1,679.08
11-03-10	07-10-12	95.770 GE CAP CMBS 2004-C3 (36828qhv1) 4.865% Due 07-10-39	98.43	95.77
12-20-10	07-12-12	1,210.000 JPMORGAN CHASE CAP XXVIII GTD SEC 7.2%BB (48124y204)	32,617.61	30,250.00
11-04-10	07-16-12	436.240 FHLMC PC GOLD CASH 20 (3128p7kf9) 5.000% Due 07-01-28	432.79	436.24
11-04-10	07-16-12	219.900 FHLMC PC GOLD COMB 15 (3128mbee3) 5.000% Due 04-01-22	233.57	219.90
11-04-10	07-16-12	57.140 FHLMC PC GOLD COMB 15 (3128m1bf5) 4.500% Due 03-01-21	57.01	57.14
11-04-10	07-16-12	356.540 FHLMC PC GOLD COMB 30 (3128m6ha9) 6.000% Due 05-01-38	369.13	356.54

11-04-10	07-16-12	277.030 FHLMC PC	GOLD COMB 30 (3128m7n28) 6 000% Due 06-01-39	288.08	277.03
11-04-10	07-16-12	390.270 FHLMC PC	GOLD COMB 30 (3128m7q90) 6 500% Due 04-01-39	416.12	390.27
11-04-10	07-16-12	149.620 FHLMC PC	GOLD COMB 30 (312938nj8) 5 000% Due 12-01-39	155.80	149.62
11-04-10	07-16-12	456.350 FHLMC PC	GOLD COMB 30 (312941d20) 5.000% Due 07-01-40	484.58	456.35
11-04-10	07-16-12	146.490 FHLMC PC	GOLD COMB 30 (312941j99) 5 000% Due 07-01-40	157.53	146.49
11-04-10	07-16-12	138.200 FHLMC PC	GOLD COMB 30 (3128l1kb5) 6.000% Due 12-01-37	141.20	138.20
11-15-10	07-16-12	412.680 GNMA PASS-THRU X PLATINUM 30YR (36241kks6) 5.000% Due 03-15-36		410.99	412.68
11-03-10	07-18-12	111.890 LB CMBS 2007-C3 (50177aab5) 5 840% Due 07-15-44		109.76	111.89
11-04-10	07-25-12	3.290 FNMA PASS-THRU ARM MN SRV 30 (31411x5d3) 0 000% Due 05-01-37		3.25	3.29
11-04-10	07-25-12	304.290 FNMA PASS-THRU INT 15 YEAR (31412pey3) 4 000% Due 04-01-24		309.90	304.29
11-04-10	07-25-12	225.870 FNMA PASS-THRU INT 15 YEAR (31410g7c1) 5 000% Due 04-01-23		234.30	225.87
11-04-10	07-25-12	163.430 FNMA PASS-THRU INT 15 YEAR (31414crw0) 4.500% Due 03-01-23		168.21	163.43
11-04-10	07-25-12	145.160 FNMA PASS-THRU INT 15 YEAR (31417kvn4) 4.000% Due 09-01-24		147.34	145.16
11-04-10	07-25-12	278.900 FNMA PASS-THRU INT 15 YEAR (31417vrs4) 4 000% Due 01-01-25		284.20	278.90
11-04-10	07-25-12	118.160 FNMA PASS-THRU INT 15 YEAR (31410fyk5) 5.000% Due 03-01-21		118.20	118.16
11-04-10	07-25-12	193.950 FNMA PASS-THRU INT 15 YEAR (31415rvf8) 5 000% Due 07-01-23		204.86	193.95
11-04-10	07-25-12	678.640 FNMA PASS-THRU INT 15 YEAR (31416rrq8) 4.500% Due 07-01-24		705.65	678.64
11-04-10	07-25-12	615.840 FNMA PASS-THRU LNG 30 YEAR (31416skb6) 4 500% Due 06-01-39		604.20	615.84
11-04-10	07-25-12	644.300 FNMA PASS-THRU LNG 30 YEAR (31403dwh8) 6.500% Due 10-01-36		705.14	644.30
11-04-10	07-25-12	151.630 FNMA PASS-THRU LNG 30 YEAR (31410f2l8) 4 500% Due 01-01-36		152.01	151.63
11-04-10	07-25-12	280.680 FNMA PASS-THRU LNG 30 YEAR (31410grk1) 6 500% Due 10-01-37		308.84	280.68
11-04-10	07-25-12	792.890 FNMA PASS-THRU LNG 30 YEAR (31410gty9) 6.000% Due 12-01-37		820.56	792.89
11-04-10	07-25-12	411.800 FNMA PASS-THRU LNG 30 YEAR (31418tjs7) 4 500% Due 05-01-40		416.21	411.80
11-04-10	07-25-12	2,440.520 FNMA PASS-THRU LNG 30 YEAR (31414hkv8) 5 500% Due 02-01-38		2,442.42	2,440.52
11-04-10	07-25-12	550.770 FNMA PASS-THRU LNG 30 YEAR (31410kmr2) 6.000% Due 06-01-38		550.66	550.77
11-04-10	07-25-12	836.150 FNMA PASS-THRU LNG 30 YEAR (31412pg96) 4 500% Due 04-01-39		841.89	836.15
11-04-10	07-25-12	1,717.320 FNMA PASS-THRU LNG 30 YEAR (31414cgl6) 5 500% Due 03-01-38		1,713.46	1,717.32
11-04-10	07-25-12	733.370 FNMA REMIC TRUST 2003-64 (31393dka8) 5.500% Due 03-25-30		768.21	733.37
12-08-10	07-27-12	1,260.000 WASHINGTON REAL ESTATE INVT TR SH BEN INT (wre)		38,967.89	33,064.43
11-09-11	07-27-12	630.000 WASHINGTON REAL ESTATE INVT TR SH BEN INT (wre)		17,815.08	16,532.21
03-23-11	08-01-12	1,310.000 GENPACT LIMITED SHS (g)		18,059.53	22,422.24
11-03-10	08-01-12	10,000.000 GOLDMAN SACHS GRP INC MTN BE (38141ea41) 3 625% Due 08-01-12		10,251.40	10,000.00
11-03-10	08-08-12	1,510.550 AMERICREDIT AUTO REC 2010-3 (03063pac6) 1.140% Due 04-08-15		1,510.32	1,510.55
11-04-10	08-10-12	15,000.000 FEDERAL AGRIC MTG CORP MNTS B (31315pmd8) 2.100% Due 08-10-12		15,000.00	15,000.00
11-03-10	08-13-12	89.580 GE CAP CMBS 2004-C3 (36828qhv1) 4.865% Due 07-10-39		92.06	89.58
11-04-10	08-15-12	277.400 FHLMC PC	GOLD CASH 20 (3128p7kf9) 5.000% Due 07-01-28	275.21	277.40
11-04-10	08-15-12	256.490 FHLMC PC	GOLD COMB 15 (3128mbee3) 5 000% Due 04-01-22	272.44	256.49
11-04-10	08-15-12	54.830 FHLMC PC	GOLD COMB 15 (3128m1bf5) 4 500% Due 03-01-21	54.70	54.83
11-04-10	08-15-12	597.450 FHLMC PC	GOLD COMB 30 (3128m6ha9) 6.000% Due 05-01-38	618.54	597.45
11-04-10	08-15-12	205.020 FHLMC PC	GOLD COMB 30 (3128m7n28) 6.000% Due 06-01-39	213.20	205.02
11-04-10	08-15-12	369.360 FHLMC PC	GOLD COMB 30 (3128m7q90) 6.500% Due 04-01-39	393.83	369.36
11-04-10	08-15-12	365.270 FHLMC PC	GOLD COMB 30 (312938nj8) 5 000% Due 12-01-39	380.36	365.27
11-04-10	08-15-12	649.980 FHLMC PC	GOLD COMB 30 (312941d20) 5.000% Due 07-01-40	690.19	649.98
11-04-10	08-15-12	469.120 FHLMC PC	GOLD COMB 30 (312941j99) 5 000% Due 07-01-40	504.48	469.12
11-04-10	08-15-12	6.980 FHLMC PC	GOLD COMB 30 (3128l1kb5) 6.000% Due 12-01-37	7.13	6.98
11-15-10	08-15-12	485.020 GNMA PASS-THRU X PLATINUM 30YR (36241kks6) 5 000% Due 03-15-36		483.04	485.02
11-03-10	08-17-12	28.940 LB CMBS 2007-C3 (50177aab5) 5 840% Due 07-15-44		28.39	28.94
03-30-12	08-20-12	280.000 LAM RESEARCH CORP COM (lrcx)		12,521.07	9,847.45
11-04-10	08-27-12	2.160 FNMA PASS-THRU ARM MN SRV 30 (31411x5d3) 0 000% Due 05-01-37		2.13	2.16
11-04-10	08-27-12	202.580 FNMA PASS-THRU INT 15 YEAR (31412pey3) 4.000% Due 04-01-24		206.32	202.58
11-04-10	08-27-12	194.280 FNMA PASS-THRU INT 15 YEAR (31410fyk5) 5 000% Due 03-01-21		194.34	194.28
11-04-10	08-27-12	187.680 FNMA PASS-THRU INT 15 YEAR (31417kvn4) 4 000% Due 09-01-24		190.50	187.68
11-04-10	08-27-12	251.140 FNMA PASS-THRU INT 15 YEAR (31417vrs4) 4 000% Due 01-01-25		255.91	251.14
11-04-10	08-27-12	186.930 FNMA PASS-THRU INT 15 YEAR (31410g7c1) 5.000% Due 04-01-23		193.91	186.93
11-04-10	08-27-12	299.790 FNMA PASS-THRU INT 15 YEAR (31414crw0) 4 500% Due 03-01-23		308.55	299.79
11-04-10	08-27-12	108.840 FNMA PASS-THRU INT 15 YEAR (31415rvf8) 5 000% Due 07-01-23		114.96	108.84
11-04-10	08-27-12	238.040 FNMA PASS-THRU INT 15 YEAR (31416rrq8) 4.500% Due 07-01-24		247.51	238.04
11-04-10	08-27-12	217.070 FNMA PASS-THRU LNG 30 YEAR (31416skb6) 4.500% Due 06-01-39		212.97	217.07
11-04-10	08-27-12	1,219.910 FNMA PASS-THRU LNG 30 YEAR (31414hkv8) 5.500% Due 02-01-38		1,220.86	1,219.91

11-04-10	08-27-12	562.260 FNMA PASS-THRU LNG 30 YEAR (31410kmr2) 6 000% Due 06-01-38	562 15	562.26
11-04-10	08-27-12	550.420 FNMA PASS-THRU LNG 30 YEAR (31418tjs7) 4 500% Due 05-01-40	556 31	550.42
11-04-10	08-27-12	223.730 FNMA PASS-THRU LNG 30 YEAR (31410f2l8) 4 500% Due 01-01-36	224.28	223 73
11-04-10	08-27-12	260.550 FNMA PASS-THRU LNG 30 YEAR (31410grk1) 6 500% Due 10-01-37	286 69	260 55
11-04-10	08-27-12	824.240 FNMA PASS-THRU LNG 30 YEAR (31410gty9) 6.000% Due 12-01-37	853.00	824 24
11-04-10	08-27-12	1,240.830 FNMA PASS-THRU LNG 30 YEAR (31412pg96) 4.500% Due 04-01-39	1,249.35	1,240.83
11-04-10	08-27-12	590.580 FNMA PASS-THRU LNG 30 YEAR (31414cgl6) 5.500% Due 03-01-38	589.25	590.58
11-04-10	08-27-12	727.210 FNMA PASS-THRU LNG 30 YEAR (31403dwh8) 6.500% Due 10-01-36	795.88	727.21
11-04-10	08-27-12	798 750 FNMA REMIC TRUST 2003-64 (31393dka8) 5.500% Due 03-25-30	836.69	798 75
11-04-11	08-28-12	190.000 ISHARES TR BARCLYS 1-3YR CR (csj)	19,890.78	19,987.57
11-04-10	08-31-12	40,000 000 UNITED STATES TREAS NTS (912828ph7) 0 375% Due 08-31-12	39,953 13	40,000 00
11-03-10	09-11-12	1,801.810 AMERICREDIT AUTO REC 2010-3 (03063pac6) 1 140% Due 04-08-15	1,801.54	1,801.81
11-03-10	09-11-12	90 010 GE CAP CMBS 2004-C3 (36828qhv1) 4 865% Due 07-10-39	92.51	90.01
11-04-10	09-17-12	340.290 FHLMC PC GOLD CASH 20 (3128p7kf9) 5.000% Due 07-01-28	337.60	340 29
11-04-10	09-17-12	251.390 FHLMC PC GOLD COMB 15 (3128mbee3) 5.000% Due 04-01-22	267.02	251 39
11-04-10	09-17-12	69.050 FHLMC PC GOLD COMB 15 (3128m1bf5) 4.500% Due 03-01-21	68.89	69 05
11-04-10	09-17-12	133.470 FHLMC PC GOLD COMB 30 (3128m6ha9) 6 000% Due 05-01-38	138 18	133.47
11-04-10	09-17-12	254.560 FHLMC PC GOLD COMB 30 (3128m7n28) 6.000% Due 06-01-39	264.72	254.56
11-04-10	09-17-12	379.800 FHLMC PC GOLD COMB 30 (3128m7q90) 6 500% Due 04-01-39	404 96	379.80
11-04-10	09-17-12	582.900 FHLMC PC GOLD COMB 30 (312938nj8) 5.000% Due 12-01-39	606.97	582 90
11-04-10	09-17-12	833.880 FHLMC PC GOLD COMB 30 (312941d20) 5.000% Due 07-01-40	885.47	833 88
11-04-10	09-17-12	726.190 FHLMC PC GOLD COMB 30 (312941j99) 5.000% Due 07-01-40	780.93	726 19
11-04-10	09-17-12	7.080 FHLMC PC GOLD COMB 30 (3128l1kb5) 6.000% Due 12-01-37	7.23	7.08
11-15-10	09-17-12	447.580 GNMA PASS-THRU X PLATINUM 30YR (36241kks6) 5.000% Due 03-15-36	445.75	447.58
11-03-10	09-18-12	54.960 LB CMBS 2007-C3 (50177aab5) 5 840% Due 07-15-44	53.91	54.96
03-30-12	09-25-12	340 000 ASML HOLDING N V NY REG SHS (n07059186)	17,015 27	18,246 91
11-04-10	09-25-12	238 650 FNMA PASS-THRU ARM MN SRV 30 (31411x5d3) 0 000% Due 05-01-37	235 79	238.65
11-04-10	09-25-12	331 590 FNMA PASS-THRU INT 15 YEAR (31412pey3) 4.000% Due 04-01-24	337 70	331 59
11-04-10	09-25-12	416 160 FNMA PASS-THRU INT 15 YEAR (31414crw0) 4.500% Due 03-01-23	428 32	416.16
11-04-10	09-25-12	101 950 FNMA PASS-THRU INT 15 YEAR (31415rvf8) 5.000% Due 07-01-23	107.68	101 95
11-04-10	09-25-12	260 310 FNMA PASS-THRU INT 15 YEAR (31416rrq8) 4 500% Due 07-01-24	270 67	260 31
11-04-10	09-25-12	169 170 FNMA PASS-THRU INT 15 YEAR (31410g7c1) 5.000% Due 04-01-23	175.49	169.17
11-04-10	09-25-12	173 240 FNMA PASS-THRU INT 15 YEAR (31410fyk5) 5 000% Due 03-01-21	173.29	173 24
11-04-10	09-25-12	197 530 FNMA PASS-THRU INT 15 YEAR (31417kvn4) 4 000% Due 09-01-24	200.49	197.53
11-04-10	09-25-12	320.710 FNMA PASS-THRU INT 15 YEAR (31417vrs4) 4 000% Due 01-01-25	326 80	320.71
11-04-10	09-25-12	437.760 FNMA PASS-THRU LNG 30 YEAR (31418tjs7) 4 500% Due 05-01-40	442 44	437.76
11-04-10	09-25-12	712.270 FNMA PASS-THRU LNG 30 YEAR (31403dwh8) 6.500% Due 10-01-36	779 53	712 27
11-04-10	09-25-12	215 860 FNMA PASS-THRU LNG 30 YEAR (31410f2l8) 4 500% Due 01-01-36	216 39	215.86
11-04-10	09-25-12	223.720 FNMA PASS-THRU LNG 30 YEAR (31410grk1) 6 500% Due 10-01-37	246 17	223 72
11-04-10	09-25-12	743.360 FNMA PASS-THRU LNG 30 YEAR (31410gty9) 6 000% Due 12-01-37	769 30	743.36
11-04-10	09-25-12	333.510 FNMA PASS-THRU LNG 30 YEAR (31410kmr2) 6 000% Due 06-01-38	333 44	333 51
11-04-10	09-25-12	868.210 FNMA PASS-THRU LNG 30 YEAR (31416skb6) 4.500% Due 06-01-39	851 80	868 21
11-04-10	09-25-12	1,599.660 FNMA PASS-THRU LNG 30 YEAR (31414hkv8) 5.500% Due 02-01-38	1,600 91	1,599.66
11-04-10	09-25-12	1,353.110 FNMA PASS-THRU LNG 30 YEAR (31412pg96) 4.500% Due 04-01-39	1,362 41	1,353.11
11-04-10	09-25-12	903.630 FNMA PASS-THRU LNG 30 YEAR (31414cgl6) 5.500% Due 03-01-38	901 60	903.63
11-04-10	09-25-12	939.010 FNMA REMIC TRUST 2003-64 (31393dka8) 5.500% Due 03-25-30	983 61	939.01
11-04-11	09-28-12	757.000 ISHARES TR BARCLYS 1-3YR CR (csj)	79,249 05	80,050 19
11-04-10	10-01-12	35,000.000 UNITED STATES TREAS NTS (912828nx4) 0.375% Due 09-30-12	34,972 09	35,000.00
11-03-10	10-09-12	1,511.400 AMERICREDIT AUTO REC 2010-3 (03063pac6) 1.140% Due 04-08-15	1,511.17	1,511.40
11-03-10	10-10-12	97.050 GE CAP CMBS 2004-C3 (36828qhv1) 4.865% Due 07-10-39	99.74	97 05
03-23-11	10-11-12	75,000.000 BEST BUY INC (086516ak7) 3.750% Due 03-15-16	75,607.50	73,125 00
11-04-10	10-15-12	272.360 FHLMC PC GOLD CASH 20 (3128p7kf9) 5 000% Due 07-01-28	270.21	272 36
11-04-10	10-15-12	243.440 FHLMC PC GOLD COMB 15 (3128mbee3) 5 000% Due 04-01-22	258.58	243.44
11-04-10	10-15-12	56.960 FHLMC PC GOLD COMB 15 (3128m1bf5) 4.500% Due 03-01-21	56.83	56 96
11-04-10	10-15-12	237.490 FHLMC PC GOLD COMB 30 (3128m6ha9) 6 000% Due 05-01-38	245 87	237 49
11-04-10	10-15-12	186.420 FHLMC PC GOLD COMB 30 (3128m7n28) 6 000% Due 06-01-39	193 86	186 42
11-04-10	10-15-12	402.070 FHLMC PC GOLD COMB 30 (3128m7q90) 6.500% Due 04-01-39	428 70	402.07
11-04-10	10-15-12	481.890 FHLMC PC GOLD COMB 30 (312938nj8) 5.000% Due 12-01-39	501 79	481.89
11-04-10	10-15-12	831.670 FHLMC PC GOLD COMB 30 (312941d20) 5 000% Due 07-01-40	883.13	831.67

11-04-10	10-15-12	304 090 FHLMC PC	GOLD COMB 30 (312941j99) 5.000% Due 07-01-40	327.01	304 09
11-04-10	10-15-12	150 800 FHLMC PC	GOLD COMB 30 (312811kb5) 6 000% Due 12-01-37	154.07	150 80
11-15-10	10-15-12	536 960 GNMA PASS-THRU X PLATINUM 30YR (36241kks6) 5 000% Due 03-15-36	534.77	536.96	
11-03-10	10-18-12	1,920 600 LB CMBS 2007-C3 (50177aab5) 5 840% Due 07-15-44	1,883 99	1,920 60	
03-30-12	10-19-12	290.000 ST JUDE MED INC COM (stj)	12,863.94	11,508 59	
03-30-12	10-22-12	150.000 PARKER HANNIFIN CORP COM (ph)	12,715.80	11,633 81	
03-06-12	10-24-12	190.000 VARIAN MED SYS INC COM (var)	12,295.34	10,867.05	
11-04-10	10-25-12	302.840 FNMA PASS-THRU ARM MN SRV 30 (31411x5d3) 0 000% Due 05-01-37	299.21	302.84	
11-04-10	10-25-12	237.960 FNMA PASS-THRU INT 15 YEAR (31412pey3) 4.000% Due 04-01-24	242.35	237.96	
11-04-10	10-25-12	163.050 FNMA PASS-THRU INT 15 YEAR (31410g7c1) 5.000% Due 04-01-23	169.14	163.05	
11-04-10	10-25-12	127.820 FNMA PASS-THRU INT 15 YEAR (31410fyk5) 5 000% Due 03-01-21	127.86	127 82	
11-04-10	10-25-12	237.220 FNMA PASS-THRU INT 15 YEAR (31414crw0) 4.500% Due 03-01-23	244.15	237.22	
11-04-10	10-25-12	87.280 FNMA PASS-THRU INT 15 YEAR (31415rvf8) 5.000% Due 07-01-23	92.19	87.28	
11-04-10	10-25-12	511 130 FNMA PASS-THRU INT 15 YEAR (31416rrq8) 4 500% Due 07-01-24	531.47	511.13	
11-04-10	10-25-12	292 750 FNMA PASS-THRU INT 15 YEAR (31417kvn4) 4 000% Due 09-01-24	297.14	292 75	
11-04-10	10-25-12	275 270 FNMA PASS-THRU INT 15 YEAR (31417vrs4) 4 000% Due 01-01-25	280.50	275 27	
11-04-10	10-25-12	494 240 FNMA PASS-THRU LNG 30 YEAR (31418tjs7) 4.500% Due 05-01-40	499.53	494.24	
11-04-10	10-25-12	734 400 FNMA PASS-THRU LNG 30 YEAR (31416skb6) 4.500% Due 06-01-39	720 52	734.40	
11-04-10	10-25-12	1,616 480 FNMA PASS-THRU LNG 30 YEAR (31414hkv8) 5 500% Due 02-01-38	1,617 74	1,616.48	
11-04-10	10-25-12	188 040 FNMA PASS-THRU LNG 30 YEAR (31410f2l8) 4.500% Due 01-01-36	188.51	188 04	
11-04-10	10-25-12	188 090 FNMA PASS-THRU LNG 30 YEAR (31410grk1) 6 500% Due 10-01-37	206 96	188 09	
11-04-10	10-25-12	744.610 FNMA PASS-THRU LNG 30 YEAR (31410gty9) 6.000% Due 12-01-37	770.59	744.61	
11-04-10	10-25-12	578.190 FNMA PASS-THRU LNG 30 YEAR (31410kmr2) 6 000% Due 06-01-38	578.07	578.19	
11-04-10	10-25-12	435.230 FNMA PASS-THRU LNG 30 YEAR (31403dwh8) 6.500% Due 10-01-36	476.33	435 23	
11-04-10	10-25-12	962.150 FNMA PASS-THRU LNG 30 YEAR (31412pg96) 4.500% Due 04-01-39	968.76	962 15	
11-04-10	10-25-12	977.110 FNMA PASS-THRU LNG 30 YEAR (31414cgl6) 5 500% Due 03-01-38	974.91	977 11	
11-04-10	10-25-12	694.640 FNMA REMIC TRUST 2003-64 (31393dka8) 5 500% Due 03-25-30	727 64	694 64	
11-03-10	11-09-12	1,552.840 AMERICREDIT AUTO REC 2010-3 (03063pac6) 1 140% Due 04-08-15	1,552.60	1,552.84	
11-04-11	11-14-12	1,443 000 ISHARES TR BARCLYS 1-3YR CR (csj)	151,065.22	152,048.81	
03-30-12	11-14-12	929 000 ISHARES TR BARCLYS 1-3YR CR (csj)	97,726.80	97,888.68	
11-04-10	11-15-12	420 120 FHLMC PC	GOLD CASH 20 (3128p7kf9) 5 000% Due 07-01-28	416.80	420.12
11-04-10	11-15-12	280 400 FHLMC PC	GOLD COMB 15 (3128mbee3) 5 000% Due 04-01-22	297.84	280 40
11-04-10	11-15-12	79 570 FHLMC PC	GOLD COMB 15 (3128m1bf5) 4 500% Due 03-01-21	79.39	79 57
11-04-10	11-15-12	182 050 FHLMC PC	GOLD COMB 30 (3128m6ha9) 6 000% Due 05-01-38	188 48	182.05
11-04-10	11-15-12	228 750 FHLMC PC	GOLD COMB 30 (3128m7n28) 6 000% Due 06-01-39	237 88	228 75
11-04-10	11-15-12	353.890 FHLMC PC	GOLD COMB 30 (3128m7q90) 6 500% Due 04-01-39	377 33	353 89
11-04-10	11-15-12	349 150 FHLMC PC	GOLD COMB 30 (312938nj8) 5.000% Due 12-01-39	363.57	349 15
11-04-10	11-15-12	768.400 FHLMC PC	GOLD COMB 30 (312941d20) 5.000% Due 07-01-40	815 94	768 40
11-04-10	11-15-12	522 220 FHLMC PC	GOLD COMB 30 (312941j99) 5 000% Due 07-01-40	561.59	522 22
11-04-10	11-15-12	6.920 FHLMC PC	GOLD COMB 30 (312811kb5) 6 000% Due 12-01-37	7 07	6 92
11-03-10	11-15-12	88.150 GE CAP CMBS 2004-C3 (36828qhv1) 4.865% Due 07-10-39	90.59	88.15	
11-15-10	11-15-12	360.940 GNMA PASS-THRU X PLATINUM 30YR (36241kks6) 5.000% Due 03-15-36	359 47	360 94	
11-03-10	11-19-12	17.120 LB CMBS 2007-C3 (50177aab5) 5.840% Due 07-15-44	16 79	17 12	
11-04-10	11-26-12	331.340 FNMA PASS-THRU ARM MN SRV 30 (31411x5d3) 0.000% Due 05-01-37	327.36	331 34	
11-04-10	11-26-12	231.750 FNMA PASS-THRU INT 15 YEAR (31412pey3) 4.000% Due 04-01-24	236.02	231 75	
11-04-10	11-26-12	551.450 FNMA PASS-THRU INT 15 YEAR (31414crw0) 4.500% Due 03-01-23	567.56	551 45	
11-04-10	11-26-12	135.240 FNMA PASS-THRU INT 15 YEAR (31415rvf8) 5.000% Due 07-01-23	142.85	135 24	
11-04-10	11-26-12	274.990 FNMA PASS-THRU INT 15 YEAR (31416rrq8) 4.500% Due 07-01-24	285 93	274 99	
11-04-10	11-26-12	154.070 FNMA PASS-THRU INT 15 YEAR (31410g7c1) 5.000% Due 04-01-23	159.82	154 07	
11-04-10	11-26-12	145.940 FNMA PASS-THRU INT 15 YEAR (31410fyk5) 5.000% Due 03-01-21	145 99	145.94	
11-04-10	11-26-12	190 330 FNMA PASS-THRU INT 15 YEAR (31417kvn4) 4.000% Due 09-01-24	193.18	190.33	
11-04-10	11-26-12	267.310 FNMA PASS-THRU INT 15 YEAR (31417vrs4) 4.000% Due 01-01-25	272 39	267.31	
11-04-10	11-26-12	582 670 FNMA PASS-THRU LNG 30 YEAR (31418tjs7) 4.500% Due 05-01-40	588 90	582.67	
11-04-10	11-26-12	567.790 FNMA PASS-THRU LNG 30 YEAR (31403dwh8) 6.500% Due 10-01-36	621 41	567 79	
11-04-10	11-26-12	159 530 FNMA PASS-THRU LNG 30 YEAR (31410f2l8) 4 500% Due 01-01-36	159.93	159 53	
11-04-10	11-26-12	238 070 FNMA PASS-THRU LNG 30 YEAR (31410grk1) 6.500% Due 10-01-37	261 96	238 07	
11-04-10	11-26-12	679.990 FNMA PASS-THRU LNG 30 YEAR (31410gty9) 6.000% Due 12-01-37	703 72	679 99	
11-04-10	11-26-12	493 120 FNMA PASS-THRU LNG 30 YEAR (31410kmr2) 6.000% Due 06-01-38	493 02	493 12	
11-04-10	11-26-12	677.410 FNMA PASS-THRU LNG 30 YEAR (31416skb6) 4 500% Due 06-01-39	664 61	677 41	

11-04-10	11-26-12	58 100 FNMA PASS-THRU LNG 30 YEAR (31414hkv8) 5 500% Due 02-01-38	58.15	58.10
11-04-10	11-26-12	1,141.550 FNMA PASS-THRU LNG 30 YEAR (31412pg96) 4 500% Due 04-01-39	1,149.39	1,141.55
11-04-10	11-26-12	1,116 340 FNMA PASS-THRU LNG 30 YEAR (31414cgl6) 5.500% Due 03-01-38	1,113.83	1,116.34
11-04-10	11-26-12	778.910 FNMA REMIC TRUST 2003-64 (31393dka8) 5.500% Due 03-25-30	815 91	778.91
11-03-10	12-10-12	49 470 GE CAP CMBS 2004-C3 (36828qhv1) 4 865% Due 07-10-39	50.84	49 46
03-30-12	12-10-12	1,423 000 ISHARES TR BARCLYS 1-3YR CR (csj)	149,693.48	149,924.20
11-03-10	12-11-12	1,397.770 AMERICREDIT AUTO REC 2010-3 (03063pac6) 1 140% Due 04-08-15	1,397.56	1,397.77
11-04-10	12-17-12	381 600 FHLMC PC GOLD CASH 20 (3128p7kf9) 5.000% Due 07-01-28	378.59	381.60
11-04-10	12-17-12	275 890 FHLMC PC GOLD COMB 15 (3128mbec3) 5.000% Due 04-01-22	293 05	275.89
11-04-10	12-17-12	69.570 FHLMC PC GOLD COMB 15 (3128m1bf5) 4.500% Due 03-01-21	69 41	69 57
11-04-10	12-17-12	70.270 FHLMC PC GOLD COMB 30 (3128m6ha9) 6 000% Due 05-01-38	72.75	70 27
11-04-10	12-17-12	181.190 FHLMC PC GOLD COMB 30 (3128m7n28) 6 000% Due 06-01-39	188.42	181.19
11-04-10	12-17-12	416.720 FHLMC PC GOLD COMB 30 (3128m7q90) 6.500% Due 04-01-39	444.32	416.72
11-04-10	12-17-12	225.960 FHLMC PC GOLD COMB 30 (312938nj8) 5.000% Due 12-01-39	235.29	225 96
11-04-10	12-17-12	535 960 FHLMC PC GOLD COMB 30 (312941d20) 5.000% Due 07-01-40	569.12	535 96
11-04-10	12-17-12	926 400 FHLMC PC GOLD COMB 30 (312941j99) 5.000% Due 07-01-40	996 23	926.40
11-04-10	12-17-12	6 950 FHLMC PC GOLD COMB 30 (3128h1kb5) 6.000% Due 12-01-37	7 10	6.95
11-15-10	12-17-12	500 060 GNMA PASS-THRU X PLATINUM 30YR (36241kks6) 5.000% Due 03-15-36	498.02	500 06
11-03-10	12-18-12	424.390 LB CMBS 2007-C3 (50177aab5) 5 840% Due 07-15-44	416.30	424 39
02-28-12	12-19-12	1,190.000 AMERICAN ELEC PWR CO INC JR SUB8.75% 63 (02557t208)	33,765.30	30,237.60
11-04-10	12-26-12	334.650 FNMA PASS-THRU ARM MN SRV 30 (31411x5d3) 0 000% Due 05-01-37	330.63	334.65
11-04-10	12-26-12	233.320 FNMA PASS-THRU INT 15 YEAR (31412pey3) 4 000% Due 04-01-24	237 62	233.32
11-04-10	12-26-12	206.280 FNMA PASS-THRU INT 15 YEAR (31410g7c1) 5 000% Due 04-01-23	213.98	206.28
11-04-10	12-26-12	302 470 FNMA PASS-THRU INT 15 YEAR (31414crw0) 4.500% Due 03-01-23	311 31	302 47
11-04-10	12-26-12	150.840 FNMA PASS-THRU INT 15 YEAR (31410fyk5) 5 000% Due 03-01-21	150.89	150.84
11-04-10	12-26-12	144 310 FNMA PASS-THRU INT 15 YEAR (31415rvf8) 5 000% Due 07-01-23	152 43	144.31
11-04-10	12-26-12	458.960 FNMA PASS-THRU INT 15 YEAR (31416rrq8) 4 500% Due 07-01-24	477.23	458.96
11-04-10	12-26-12	186 280 FNMA PASS-THRU INT 15 YEAR (31417kvn4) 4.000% Due 09-01-24	189 07	186.28
11-04-10	12-26-12	206.430 FNMA PASS-THRU INT 15 YEAR (31417vrs4) 4.000% Due 01-01-25	210.35	206.43
11-04-10	12-26-12	456.460 FNMA PASS-THRU LNG 30 YEAR (31418tjs7) 4.500% Due 05-01-40	461 34	456.46
11-04-10	12-26-12	604.500 FNMA PASS-THRU LNG 30 YEAR (31416skb6) 4 500% Due 06-01-39	593.08	604.50
11-04-10	12-26-12	154.040 FNMA PASS-THRU LNG 30 YEAR (31410f2l8) 4 500% Due 01-01-36	154 42	154.04
11-04-10	12-26-12	208.160 FNMA PASS-THRU LNG 30 YEAR (31410grk1) 6 500% Due 10-01-37	229.04	208.16
11-04-10	12-26-12	717.400 FNMA PASS-THRU LNG 30 YEAR (31410gty9) 6 000% Due 12-01-37	742.43	717.40
11-04-10	12-26-12	542.150 FNMA PASS-THRU LNG 30 YEAR (31403dwh8) 6.500% Due 10-01-36	593 35	542 15
11-04-10	12-26-12	427 760 FNMA PASS-THRU LNG 30 YEAR (31414hkv8) 5.500% Due 02-01-38	428.09	427.76
11-04-10	12-26-12	619 450 FNMA PASS-THRU LNG 30 YEAR (31410kmr2) 6.000% Due 06-01-38	619 33	619.45
11-04-10	12-26-12	981 140 FNMA PASS-THRU LNG 30 YEAR (31412pg96) 4 500% Due 04-01-39	987.88	981.14
11-04-10	12-26-12	1,642 110 FNMA PASS-THRU LNG 30 YEAR (31414cgl6) 5.500% Due 03-01-38	1,638 42	1,642.11
11-04-10	12-26-12	876 740 FNMA REMIC TRUST 2003-64 (31393dka8) 5 500% Due 03-25-30	918.39	876 74

TOTAL REALIZED GAIN/LOSS:

(8,617.73)

1,398,819.36

1,390,201.62

MEHorn Family Foundation, Inc Scholarships
2012

Name	SS#	Address	Amount		College
			Jan-12	Jul-12	
Ryan D. Brewer		2426 Quarry Point Owensboro, KY. 42303	1,000 00	1,000 00	Kentucky Wesleyan College
Samantha Lynn Coomes		10798 Green Street Whitesville, KY 42378	500 00	500 00	Owensboro Community & Technical College
Evan Joseph Ehrenheim		4427 Taylor Drive Owensboro, KY. 42303	1,000 00	1,000 00	Southern Illinois University
Catherine Marie Gerteisen		7800 Knottsville Mt-Zion Rd Philpot, KY 42366	1,000 00	1,000 00	Eastern Ky University
Derek Austin		10709 US Hwy 431 Utica, KY 42376		1,000 00	Brescia University
Katelyn Suzanne Hayden		5601 Wayne Bridge Road Owensboro, KY 42301	1,000 00	1,000 00	University of Kentucky
Mary Caitlin Higgins		2631 Avenue of the Parks Owensboro, KY. 42303	1,000 00	1,000 00	Univ of KY-Jan Owensboro Comm & Tech College Jul 2012
Katelyn McNulty (OCHS)		3334 Audubon Ridge Dr Louisville, KY 40213	1,000 00	1,000 00	University of Kentucky
Jenna Riney (OCHS)		9200 Hwy 56 Owensboro, KY 42301	1,000 00	1,000 00	Murray State University
Daniel Best		3306 Placid Pl Owensboro, KY 42303		1,000 00	Murray State University
Samantha Jo Roby (Trinity)		9145 Jack Hinton Rd Philpot, KY 42366	500 00	0 00	Owensboro Community & Technical College
Sean Allen Southard		1534 Hickory Lane Owensboro, KY. 42303	1,000 00	1,000 00	University of Louisville
Amber L Thomas (OCHS)		10100 Hall School Rd Owensboro, KY 42301	500 00	0 00	Murray State University
Kathryn Ducker		4103 Fairfax Court Owensboro, KY 42303	1,000 00	1,000 00	Univ of Evansville Indiana
Phillip Blair		2200 Locust St Owensboro, KY 42301		1,000 00	University of Kentucky
Seth Bland		9954 State Rt. 764 Whitesville, KY 42378		1,000 00	Western KY University
Emily Castlen		2573 Wrights Landing Rd Owensboro, KY 42303		1,000 00	Western KY University
Meagan Cook		4519 Honeysuckle Ln Owensboro, KY 42303		1,000 00	Kentucky Wesleyan College
Alfred Mattingly		4387 Ireland Dr Owensboro, KY 42303		1,000 00	Asbury University
Morgan Miller		521 Stockton Dr. Owensboro, KY 42303		1,000 00	Murray State University
Katelyn Orth		201 E. 24th St. Owensboro, KY 42301		1,000 00	University of Kentucky
Elizabeth Owen		12050 Redhill-Maxwell Rd Utica, KY 42376		1,000 00	Western KY University
Allison Payne		2304 Woodland Dr. Owensboro, KY 42301		1,000 00	Western KY University
Jordan Roberts		2239 Becklynn Dr. Owensboro, Ky 42303		1,000.00	Kentucky Wesleyan College
Kalie Winkler		10509 Main Cross Street Whitesville, KY 42378		1,000 00	Lindsey Wilson College
Adam Witherspoon		6300 Wayne Bridge Road Owensboro, Ky 42301		1,000 00	University of Kentucky
Jonathan Rhodes		11929 St. Rt. 764 Whitesville, KY 42378	1,000 00		Brescia University
Erica Morris		6259 Boston-Laffoon Rd. Philpot, KY. 42366	500 00		Owensboro Community & Technical College
			<u>12,000 00</u>	<u>23,500 00</u>	
		TOTAL SCHOLARSHIPS PAID IN 2012		<u>35,500 00</u>	

2012 GRANTS

<u>Recipient Name</u>	<u>Grant Amount</u>	<u>Purpose</u>
1 Carenet Pregnancy Center of Owensboro 922 Triplett Street Owensboro, KY 42303 Attention Hannah Goebel Tax ID# 20-073619	15,000 00	Education
2 Carmel Home -Carmelite Sisters DCJ 2501 Old Hartford Rd Owensboro, KY. 42303 Attention Sister M Francis Teresa, DCJ Tax ID # 61-0487564	50,000 00 10,000 00	Capital Building Renovation Director Donation
3 Catholic Men's Conference of Western KY PO Box 727 Owensboro, KY 42302-0727 Attn Randy Clemens Tax ID # 45-2583711	2,500 00	Education
4 CRU-Campus Crusade for Christ, Inc Orlando, Florida 95-6006173	10,000 00	Education & Admin Costs
5 Daviess Co Public Schools Foundation 1622 Southeastern Pkwy Owensboro, KY 42303 Attention Wendy Morgan, RN Tax ID # 61-1346930	6,000 00	Education/Conferences
6 Diocese of Owensboro Youth Ministry 610 Locust Street Owensboro, KY 42301 Attention Melinda Prutny Tax ID # 53-0196617	1,000 00	Youth Rally
7 Dreamrdrers of Kentucky PO Box 172 Philpot, KY 42366 Attention Misty Jones, President Tax ID # 01-0802025	1,500 00	Therapy Horse
8 Fellowship Of Christian Athletes 3000 Frederica St Owensboro, KY 42301 Attention Rusty Tichenor Tax ID # 44-0610626	1,000 00	Ed Materials
9 Friends of Sinners, Inc 324 Clay Street Owensboro, KY 42303 Attention. Roger Chilton Tax ID #27-0332382	10,000 00	Ed Material & Remodel Upgrades
10 Green River Area Down Syndrome Association PO Box 2031 Owensboro, KY 42302 Attention Carla Renfrow Tax ID # 61-1312541	5,000 00	Parent Outreach Ed workshops
11 Hospice of Western Kentucky 3419 Wathens Crossing Owensboro, KY 42301-7009 Attention Rod McFain, President Tax ID # 31-1010160	10,000 00	Inpatient Clinic Construction

12 International Bluegrass Music Museum 207 East Second Street Owensboro, KY 42303 Attention Gabrielle Gray Tax ID# 61-1229037	15,000 00	Ed Material
13 Kentucky Wesleyan College 3000 Fredenca Street Owensboro, KY 42301-6057 Attention W Craig Turner, President Tax ID # 61-0466713	10,000 00 10,000 00	Track & Field Equipment Scholarships
14 Youth 2000/Marian Shrine/Youth Ministries 2638 Woodhaven Owensboro, KY 42303 Attention Cathy Graham Tax ID # 53-0196617 (US Catholic Conf of Bishops)	5,000 00	Education Material/Conferences
15 Maximilian Montessori Academy 1401 B Spring Bank Dr Owensboro, KY 42303 Attention Amy Kemper Tax ID # 26-2559147	25,000 00	Tuition Suppliment Assistance
16 Mentor Kids Kentucky 2815 Veach Road Owensboro, KY 42303 Attention Matt Woodfall Tax ID # 61-1222299	10,000 00	Building Repairs
17 Owensboro Catholic Consolidated Schools 1524 West Parrish Avenue (School Health Program) Owensboro, KY 42301 Attention Sherry Krampee, RN, BSN Tax ID # 53-0196617	2,000.00	Ed & Supplies
18 Owensboro Catholic Consolidated Schools 1524 West Parrish Avenue Owensboro, KY 42301 Attention Ken Rasp Tax ID # 53-0196617	20,000 00	Tuition Suppliment Assistance
19 Owensboro Catholic High School 1524 West Parrish Avenue Owensboro, KY 42301 Attention Gates Settle Tax ID # 53-0196617	1,000 00 10,000 00 10,000 00 6,425 00	Project Graduation Ed Programs for AP Classes School Health Administrative Costs OCHS-RTL
20 Owensboro Catholic Middle School 2540 Christie Place Owensboro, KY. 42301 Attention Ann Flaherty, Principal Tax ID # 53-0196617	5,200 00	Bus for Rally in Washington
21 Owensboro Museum of Fine Arts 901 Frederica St Owensboro, KY 42301 Attention Mary Bryan Hood Tax ID# 31-0896672	10,000.00	Ed Materials for Artland
22 Pleasant Valley Community Church 800 Pleasant Valley Rd Owensboro, KY 42303 Attention Jamus Edwards Tax ID # 31-1571467	30,300 00 8,000 00	Building Repairs Love Loud Back to School Project

23 Puzzle Pieces, Inc 1512 Frederica Street Owensboro, KY 42301 Attention Amanda Owens Tax ID #45-3042804	5,000 00	Remodel Project to ADA code
24 RiverPark Center 101 Daviess Street Owensboro, KY 42303 Attention Lisa Tullis Tax ID # 61-1147328	5,000 00	Scholarship for low income students
25 St Bernard Preparatory School, Inc 1600 St Bernard Drive SE Cullman, AL 35055 Attention Fr Marcus J Voss, OSB Tax ID# 53-0196617	10,000 00	Performing Arts Center
26 St Mary of the Woods Catholic Church 10534 Main Cross Street Whitesville, KY 42378 Attention Rev Gerald H Baker Tax ID # 53-0196617	5,000 00	Church Sound System
27 St Mary of the Woods Catholic School 10521 Franklin Street Whitesville, KY 42378 Attention Sr Suzanne Sims Tax ID # 53-0196617	6,000 00	New Phone System
28 St Stephen Cathedral 610 Locust Street Owensboro, KY 42301-2130 Attention Father John Vaughan Tax ID # 53-0196617	10,000 00	Building Renovation
29 Trinity High School 10510 Main Cross Street Whitesville, KY 42378 Attn Connie Morgan Tax ID# 53-0196617	25,000 00	Tuition Suppliment Assistance
30 Ursuline Sisters of Mount St Joseph 8001 Cummings Road Maple Mount, KY 42356-9999 Attention Sr Amelia Stenger, OSU Tax ID# 53-0196617	2,500 00	Repair of Rosary Walk
31 Family Y of Owensboro 900 Kentucky Parkway Owensboro, KY 42301 Attention Arthur Harreld 61-0561344	6,500 00	Scholarship Financial Assistance

374,925 00