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Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2012
Open to Public Inspection

For calendar year 2012, or tax year beginning 01-01-2012 , and ending 12-31-2012

Name of foundation THE TODD BROCK FAMILY FOUNDATION		A Employer identification number 26-2049780	
Number and street (or P O box number if mail is not delivered to street address) PO BOX 3528		B Telephone number (see instructions) (409) 833-6226	
City or town, state, and ZIP code BEAUMONT, TX 77704		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) \$ 3,696,221		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐	
J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) (Part I, column (d) must be on cash basis.)			

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	133,410	132,628		
	4 Dividends and interest from securities.	35,240	35,240		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	355,272			
	b Gross sales price for all assets on line 6a _____ 4,063,979				
	7 Capital gain net income (from Part IV, line 2)		356,346		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	54,807	40,140		
	12 Total. Add lines 1 through 11	578,729	564,354		
	13 Compensation of officers, directors, trustees, etc				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	2,499	2,499		
	c Other professional fees (attach schedule)	97,036	97,036		
	17 Interest	8	8		
	18 Taxes (attach schedule) (see instructions)	37	37		
	19 Depreciation (attach schedule) and depletion . . .				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	7,469	7,469		
	24 Total operating and administrative expenses. Add lines 13 through 23	107,049	107,049		0
	25 Contributions, gifts, grants paid	919,550			919,550
	26 Total expenses and disbursements. Add lines 24 and 25	1,026,599	107,049		919,550
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-447,870			
	b Net investment income (if negative, enter -0-)		457,305		
	c Adjusted net income (if negative, enter -0-)				

Part II

Balance Sheets

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

		Beginning of year	End of year		
		(a) Book Value	(b) Book Value	(c) Fair Market Value	
Assets	1	Cash—non-interest-bearing	550,338	549,331	549,332
	2	Savings and temporary cash investments	42,393	14,552	14,552
	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 page 15 of the 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			
	10a	Investments—U S and state government obligations (attach schedule)	677,231	646,370	657,500
	b	Investments—corporate stock (attach schedule)	1,047,701	 754,642	825,287
	c	Investments—corporate bonds (attach schedule).	1,249,922	 1,398,771	1,481,454
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	124,448	 166,470	168,096
	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)	3,692,033	3,530,136	3,696,221	
Liabilities	17	Accounts payable and accrued expenses		300,000	
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶ _____)	 19,537	 5,510	
	23	Total liabilities (add lines 17 through 22)	19,537	305,510	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	3,672,496	3,224,626	
	30	Total net assets or fund balances (see page 17 of the instructions)	3,672,496	3,224,626	
31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	3,692,033	3,530,136		

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	3,672,496
2	Enter amount from Part I, line 27a	2	-447,870
3	Other increases not included in line 2 (itemize) ▶ _____	3	
4	Add lines 1, 2, and 3	4	3,224,626
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	3,224,626

Part IV Capital Gains and Losses for Tax on Investment Income

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

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

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

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

2	Capital gain net income or (net capital loss)	If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	2	356,346
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	129,513

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 page 18 of 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	514,750	4,252,733	0 121040
2010	474,125	4,017,887	0 118004
2009	1,299,882	4,471,761	0 290687
2008	1,383,611	4,960,329	0 278935
2007			

2	Total of line 1, column (d).	2	0 808666
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 202167
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5.	4	3,689,266
5	Multiply line 4 by line 3.	5	745,848
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	4,573
7	Add lines 5 and 6.	7	750,421
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	919,550

Part VIExcise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)

1a		Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1				
		Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)				
b		Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b		1	4,573	
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		
3		Add lines 1 and 2.		3	4,573	
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	4,573	
6		Credits/Payments				
a		2012 estimated tax payments and 2011 overpayment credited to 2012	6a	3,391		
b		Exempt foreign organizations—tax withheld at source	6b			
c		Tax paid with application for extension of time to file (Form 8868)	6c	3,200		
d		Backup withholding erroneously withheld	6d			
7		Total credits and payments Add lines 6a through 6d.		7	6,591	
8		Enter any penalty for underpayment of estimated tax Check here ☒ if Form 2220 is attached		8	15	
9		Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed		9		
10		Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid.		10	2,003	
11		Enter the amount of line 10 to be Credited to 2013 estimated tax	2,003	Refunded	11	

Part VII-AStatements Regarding Activities

1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		Yes	No
		1a		No
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?			No
	If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.			
c	Did the foundation file Form 1120-POL for this year?	1c		No
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?	2		No
	If "Yes," attach a detailed description of the activities.			
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	3		No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on Form 990-T for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year?	5		No
	If "Yes," attach the statement required by General Instruction T.			
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either - By language in the governing instrument, or - By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes	
7	Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) _____			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation .	8b	Yes	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? If "Yes," complete Part XIV	9		No
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		No

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		No
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		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	
Website address ▶N/A				
14	The books are in care of ▶PAUL L PEVETO Telephone no ▶(409) 833-6226 Located at ▶PO BOX 3528 BEAUMONT TX ZIP +4 ▶77704			
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?	16		No
See instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes", enter the name of the foreign country ▶				

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			Yes	No
1a	During the year did the foundation (either directly or indirectly) (1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?. ☐ Yes ☒ No (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?. ☐ Yes ☒ No (6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?. . . Organizations relying on a current notice regarding disaster assistance check here. ▶ ☐	1b		
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		
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		
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? (<i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012.</i>).	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
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		No

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	
	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		
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		6b	No
	If "Yes" to 6b, file Form 8870.			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	☐ Yes ☒ No		
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?		7b	

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
TODD BROCK PO BOX 3528 BEAUMONT, TX 77704	PRESIDENT 5 00	0	0	0
DIANA BROCK PO BOX 3528 BEAUMONT, TX 77704	SECRETARY/TR 2 00	0	0	0
BRENNIN BROCK PO BOX 3528 BEAUMONT, TX 77704	VICE PRESIDE 1 00	0	0	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

[illegible]

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		
2		
3		
4		

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 page 24 of the instructions	
3	

Form **990-PF** (2012)

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	3,532,337
b	Average of monthly cash balances.	1b	112,389
c	Fair market value of all other assets (see instructions).	1c	100,722
d	Total (add lines 1a, b, and c).	1d	3,745,448
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	3,745,448
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	56,182
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	3,689,266
6	Minimum investment return. Enter 5% of line 5.	6	184,463

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	184,463
2a	Tax on investment income for 2012 from Part VI, line 5.	2a	4,573
b	Income tax for 2012 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	4,573
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	179,890
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	179,890
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	179,890

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	919,550
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	919,550
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	4,573
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	914,977
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				179,890
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only.				
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2012				
a From 2007.				
b From 2008.	1,136,737			
c From 2009.	1,077,630			
d From 2010.	283,206			
e From 2011.	308,645			
f Total of lines 3a through e.	2,806,218			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ 919,550				
a Applied to 2011, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see instructions).				
c Treated as distributions out of corpus (Election required—see instructions).				
d Applied to 2012 distributable amount.				179,890
e Remaining amount distributed out of corpus	739,660			
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	3,545,878			
b Prior years' undistributed income Subtract line 4b from line 2b.				
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				
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.	3,545,878			
10 Analysis of line 9				
a Excess from 2008. . . .	1,136,737			
b Excess from 2009. . . .	1,077,630			
c Excess from 2010. . . .	283,206			
d Excess from 2011. . . .	308,645			
e Excess from 2012. . . .	739,660			

Part XIV

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

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))

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

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 TODD O BROCK PO BOX 3528 BEAUMONT, TX 77704 (409) 833-6226
b	The form in which applications should be submitted and information and materials they should include NONE
c	Any submission deadlines NONE
d	Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors NONE

Part XV

Supplementary Information (continued)

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year See Additional Data Table				
Total			3a	919,550
b Approved for future payment				
Total			3b	

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1	Program service revenue					
a	_____					
b	_____					
c	_____					
d	_____					
e	_____					
f	_____					
g	Fees and contracts from government agencies					
2	Membership dues and assessments. . . .					
3	Interest on savings and temporary cash investments					133,410
4	Dividends and interest from securities. . . .					35,240
5	Net rental income or (loss) from real estate					
a	Debt-financed property.					
b	Not debt-financed property.					
6	Net rental income or (loss) from personal property					
7	Other investment income.					40,140
8	Gain or (loss) from sales of assets other than inventory					355,272
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory. .					
	FEDERAL INCOME TAX					
11	Other revenue a REFUND					713
b	UTOPIA FILMS LLC					9,015
c	EV ENERGY PARTNERS, LP					79
d	WOODBINE HOLDINGS LLC					4,860
e	_____					
12	Subtotal Add columns (b), (d), and (e). . .					578,729
13	Total. Add line 12, columns (b), (d), and (e).				13	578,729

(See worksheet in line 13 instructions to verify calculations)

[illegible]

Part XVII

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?		Yes	No
a	Transfers from the reporting foundation to a noncharitable exempt organization of			
	(1) Cash.	1a(1)		No
	(2) Other assets.	1a(2)		No
b	Other transactions			
	(1) Sales of assets to a noncharitable exempt organization.	1b(1)		No
	(2) Purchases of assets from a noncharitable exempt organization.	1b(2)		No
	(3) Rental of facilities, equipment, or other assets.	1b(3)		No
	(4) Reimbursement arrangements.	1b(4)		No
	(5) Loans or loan guarantees.	1b(5)		No
	(6) Performance of services or membership or fundraising solicitations.	1b(6)		No
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees.	1c		No

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

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

*****	2013-11-14	*****	May the IRS discuss this return with the preparer shown below (see instr)? ☐ Yes ☒ No
Signature of officer or trustee	Date	Title	

Paid Preparer Use Only	Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ☒	PTIN
	JEFFREY R DAVIS	JEFFREY R DAVIS	2013-11-14		
	Firm's name ☐	DAVIS ACCOUNTING FIRM PC		Firm's EIN ☐	
		4349 CROW RD			
	Firm's address ☐	BEAUMONT, TX 77706		Phone no (409) 924-9100	

TY 2012 Accounting Fees Schedule

Name: THE TODD BROCK FAMILY FOUNDATION

EIN: 26-2049780

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INDIRECT ACCOUNTING FEES	2,499	2,499		

TY 2012 Compensation Explanation**Name:** THE TODD BROCK FAMILY FOUNDATION**EIN:** 26-2049780

Person Name	Explanation
TODD BROCK	
DIANA BROCK	
BRENNIN BROCK	

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2012 Gain/Loss from Sale of Other Assets Schedule

Name: THE TODD BROCK FAMILY FOUNDATION

EIN: 26-2049780

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
SECTION 1231 LOSS	2012-01	PURCHASE	2012-12			1,074			-1,074	

TY 2012 Investments Corporate Bonds Schedule

Name: THE TODD BROCK FAMILY FOUNDATION

EIN: 26-2049780

Name of Bond	End of Year Book Value	End of Year Fair Market Value
196,000 HERO 3.375% 6/1/2038		
BG CCSINC 11.00% 11/15/2015	14,330	16,240
315,000 LNG 2.25% 8/1/12		
54,000 ALTMES 9.625% 10/15/2018		
118,000 GFIELD 13.00% 11/15/2016		
BG NFREGY 9.75% 02/15/2017	218,993	245,760
89,425 PLATEN 14.25% 3/01/2015		
16 WTS WOODBINE ACQUISITION CORP		
BG WDBNAC 12.00% 5/15/2016	248,143	260,162
BG CCS INC 11.00% 11/15/2015	117,736	112,665
BG GDP 5% 10/01/2029	112,518	115,940
BG ROCKIE 7.5% 7/15/2038	68,605	69,005
BG ROCKIE 6.875% 4/15/2040	306,413	332,120
BG VQ 11.5% 10/01/2017	90,235	93,375
BG VQ 8.875% 2/15/2019	221,798	236,187

**TY 2012 Investments Corporate
Stock Schedule****Name:** THE TODD BROCK FAMILY FOUNDATION**EIN:** 26-2049780

Name of Stock	End of Year Book Value	End of Year Fair Market Value
2,487 SHS PETROQUEST ENERGY INC		
BLACK GOLD		15,407
SEE ATTACHMENT ML8910 VALUES		
STATEMENT 6 - ML46237 VALUES	754,642	809,880

TY 2012 Investments - Other Schedule**Name:** THE TODD BROCK FAMILY FOUNDATION**EIN:** 26-2049780

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
9 PUT SPY MAR 105 3/17/2012	AT COST		
21 PUT USO MAR 34 3/17/2012	AT COST		
20 PUT XOP MAR 40 3/17/2012	AT COST		
UTOPIA FILMS LLC	AT COST	103,681	103,681
STATEMENT 6 - ML46237 VALUES	AT COST	62,789	64,415

TY 2012 Other Expenses Schedule**Name:** THE TODD BROCK FAMILY FOUNDATION**EIN:** 26-2049780

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXPENSES				
BANK SERVICE CHARGES	75	75		
EV ENERGY PARTNERS - IDC	102	102		
WOODBINE HOLDINGS - IDC	7,292	7,292		

TY 2012 Other Income Schedule**Name:** THE TODD BROCK FAMILY FOUNDATION**EIN:** 26-2049780

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
MERRILL LYNCH	11,795	11,795	
BLACK GOLD	28,343	28,343	
EV ENERGY PARTNERS, LP	2	2	
FEDERAL INCOME TAX REFUND	713		
UTOPIA FILMS LLC	9,015		
EV ENERGY PARTNERS, LP	79		
WOODBINE HOLDINGS LLC	4,860		

TY 2012 Other Liabilities Schedule

Name: THE TODD BROCK FAMILY FOUNDATION

EIN: 26-2049780

Description	Beginning of Year - Book Value	End of Year - Book Value
OTHER MISCELLANEOUS	19,537	5,510

TY 2012 Other Professional Fees Schedule**Name:** THE TODD BROCK FAMILY FOUNDATION**EIN:** 26-2049780

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
MANAGEMENT FEES	91,484	91,484		
BG INVESTMENT EXPENSES	5,552	5,552		

TY 2012 Taxes Schedule

Name: THE TODD BROCK FAMILY FOUNDATION

EIN: 26-2049780

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES PAID	37	37		

statement 4

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DISCLAIMER

Please note that this data is subject to all terms & conditions of use, privacy statement, and product disclaimer for MLX. References to "Merrill Lynch" are references to any company in the Merrill Lynch & Co., Inc. group of companies, which are wholly-owned by Bank of America Corporation.

Symbol	Security Description	Quantity	Aquisition Cost	Liquidation Amount	Realized Gain/Loss	Short Term Gain/Loss	Long Term Gain/Loss
AAPL	APPLE INC	110	39012.81	62634.71	23621.9	17833.27	5788.63
ABT	ABBOTT LABS	343	18035.95	20419.81	2383.86	2383.86	0
AXP	AMER EXPRESS COMPANY	491	21120.01	26116.53	4996.52	0	4996.52
AZO	AUTOZONE INC NEVADA COM	31	9787.87	11506.27	1718.4	1718.4	0
BBBY	BED BATH & BEYOND INC	197	9694.49	11827.81	2133.32	1663.12	470.2
BBT	BB&T CORPORATION	416	11181.66	12692.76	1511.1	1511.1	0
BHP	BHP BILLITON LTD ADR	124	6184	9722.2	3538.2	0	3538.2
BIIB	BIOGEN IDEC INC	68	8126.07	8595.04	468.97	468.97	0
BLL	BALL CORP COM	161	5073.19	6681.09	1607.9	1607.9	0
BMJ	BRISTOL-MYERS SQUIBB CO	130	3466.23	4175.51	709.28	709.28	0
BRCM	BROADCOM CORP CALIF CL A	220	8042.63	8663.44	620.81	620.81	0
BRKB	BERKSHIRE HATHAWAY INC	173	13421.54	14064.11	642.57	642.57	0
CAT	CATERPILLAR INC DEL	253	20948.14	27839.33	6891.19	0	6891.19
CB	CHUBB CORP	187	9918.89	12838.02	2919.13	0	2919.13
CELG	CELGENE CORP COM	238	15507.68	18245.7	2738.02	2738.02	0
CJES	C&J ENERGY SVCS INC	513	11216.85	9190.17	-2026.68	-2026.68	0
CMCSA	COMCAST CORP NEW CL A	282	8133.33	8521.88	388.55	388.55	0
CMI	CUMMINS INC COM	67	8019.52	8247.55	228.03	228.03	0
COH	COACH INC	189	13128.2	14413.39	1285.19	1285.19	0
COP	CONOCOPHILLIPS	267	14347.62	18972.74	4625.12	0	4625.12
COST	COSTCO WHOLESALE CRP DEL	204	12057.99	16573.01	4515.02	0	4515.02
CSCO	CISCO SYSTEMS INC COM	1506	26428.91	30849.7	4420.79	4420.79	0
CVS	CVS CAREMARK CORP	183	8034.18	8331.83	297.65	297.65	0
CVX	CHEVRON CORP	119	8634.58	12667.02	4032.44	324.38	3708.06
CXO	CONCHO RESOURCES INC	112	11303.43	11637.79	334.36	334.36	0
DD	DU PONT E I DE NEMOURS	143	7389.5	7475.88	86.38	86.38	0
DE	DEERE CO	153	14696.93	12896.65	-1915.57	-372.93	-1542.64
DHI	D R HORTON INC	338	4894.07	5380.86	486.79	486.79	0
EMC	E M C CORPORATION MASS	641	16521.05	17469.15	948.1	515.66	432.44
EOG	EOG RESOURCES INC	129	13425.83	14360.45	934.62	934.62	0
F	FORD MOTOR CO	1308	15746.75	16392.05	645.3	645.3	0
GE	GENERAL ELECTRIC	311	5853.55	5909.19	55.64	55.64	0
GOOG	GOOGLE INC CL A	70	36672.91	42770.16	6097.25	-517.58	6614.83
HAL	HALLIBURTON COMPANY	242	11011.72	8280.83	-2730.89	-18.89	-2712
HD	HOME DEPOT INC	521	11373.48	25371.76	13998.28	0	13998.28
IBM	INTL BUSINESS MACHINES	249	39693.68	48985.94	9292.26	7011.45	2280.81
ICE	INTERCONTINENTALEXCHANGE	82	9866.99	9274.13	-592.86	-592.86	0
INTC	INTEL CORP	239	4694.29	6343.62	1649.33	0	1649.33
JNJ	JOHNSON AND JOHNSON COM	302	18675.68	19696.72	1021.04	0	1021.04
JPM	JPMORGAN CHASE & CO	761	22614.85	32734.6	10119.75	0	10119.75
KO	COCA COLA COM	203	11284.04	13967.28	2683.24	251.96	2431.28
MA	MASTERCARD INC	113	36062.38	39053.26	2990.88	2990.88	0
MCD	MCDONALDS CORP COM	348	20527.91	34629.34	14101.43	0	14101.43
MON	MONSANTO CO NEW DEL COM	138	11147.83	11010.63	-137.2	-137.2	0
MRK	MERCK AND CO INC SHS	98	3253.8	3744.5	490.7	490.7	0

MSFT	MICROSOFT CORP	738	19549.27	23156.74	3607.47	0	3607.47
NKE	NIKE INC CL B	108	11308.08	11548.74	240.66	240.66	0
NOV	NATIONAL-OILWELL VARCO	98	8053.07	7683.06	-370.01	-370.01	0
NSC	NORFOLK SOUTHERN CORP	144	11232.19	9790.93	-1441.26	-1441.26	0
NTRS	NORTHN TRUST CORP	290	10245	13512.8	3267.8	3267.8	0
NVS	NOVARTIS ADR	187	8975.76	10499.09	1523.33	0	1523.33
PCLN	PRICELINE COM INC	14	8083.34	10273.43	2190.09	2190.09	0
PEP	PEPSICO INC	350	21966.3	22864.3	898	227.9	670.1
PFE	PFIZER INC	479	8322.72	10080.28	1757.56	0	1757.56
PG	PROCTER & GAMBLE CO	184	11282.86	11720.85	437.99	437.99	0
PM	PHILIP MORRIS INTL INC	433	19285.82	33191.29	13905.47	0	13905.47
PNC	PNC FINCL SERVICES GROUP	182	11045.2	11429.15	383.95	383.95	0
PX	PRAXAIR INC	53	5242.47	5621.61	379.14	379.14	0
PXD	PIONEER NATURAL RES CO	73	8097.81	7765.6	-332.21	-332.21	0
QCOM	QUALCOMM INC	215	11151.9	14255.74	3103.84	0	3103.84
SBUX	STARBUCKS CORP	429	13586.48	22057.2	8470.72	1866.36	6604.36
SLB	SCHLUMBERGER LTD	224	19106.68	16354.97	-2751.71	-2751.71	0
T	AT&T INC	551	15768.69	16521.73	753.04	753.04	0
UN	UNILEVER NV NY REG SHS	305	10057.41	10129.68	72.27	72.27	0
UNH	UNITEDHEALTH GROUP INC	321	16307.64	17316.99	1009.35	1009.35	0
UNP	UNION PACIFIC CORP	102	11143.94	11407.24	263.3	263.3	0
UPS	UNITED PARCEL SVC CL B	170	9411.34	13483.28	4071.94	0	4071.94
USB	US BANCORP (NEW)	515	13769.62	16045.12	2275.5	2275.5	0
UTX	UNITED TECHS CORP COM	254	13017.68	20927.97	7910.29	0	7910.29
V	VISA INC CL A SHRS	129	11413.38	14980.45	3567.07	3567.07	0
VZ	VERIZON COMMUNICATNS COM	302	11246.15	11463.7	217.55	217.55	0
WAG	WALGREEN CO	693	24342.8	23094.2	-1248.6	-1248.6	0
WFC	WELLS FARGO & CO NEW DEL	1062	31179.09	35202.47	4023.38	4023.38	0
WFM	WHOLE FOODS MKT INC COM	99	8094.87	8319.81	224.94	224.94	0
WFT	WEATHERFORD INTL LTD	641	11902.73	10527.1	-1537.43	-1537.43	0
WMT	WAL-MART STORES INC	438	22387.8	26852.78	4464.98	0	4464.98
XOM	EXXON MOBIL CORP COM	492	33117.85	42502.43	9384.58	0	9384.58
	LIMITED BRANDS INC	179	8025.57	8912.24	886.67	886.67	0
	WATSON PHARMACEUTICALS	187	13260.04	11648.27	-1611.77	-1611.77	0
						61973.46	142850.55

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61160344 - The Todd Brock Family Foundation

Realized Gain/Loss - YTD

Report Date:12/31/2012

Page 1 of 12
Base Currency: USD

Close Date	Open Date	Tran Type	Settle Ccy	Lot ID	Quantity	Unit Cost	Total Cost	Unit Proceeds	Proceeds	ST Gain/Loss	LT Gain/Loss	FX Gain/Loss	Total Gain/Loss
Trading Activity													
021332ACS													
ALTMES 9.625000% 10/15/2018													
01/19/2012	03/31/2011	Sell	USD	412211	8,000	102.07	8,165.33	96.95	7,756.19	(409.14)	0.00	0.00	(409.14)
01/19/2012	04/05/2011	Sell	USD	4138238	10,000	102.85	10,285.00	96.95	9,695.24	(589.76)	0.00	0.00	(589.76)
01/19/2012	05/04/2011	Sell	USD	4232617	3,000	103.28	3,098.33	96.95	2,908.57	(189.76)	0.00	0.00	(189.76)
01/31/2012	05/04/2011	Sell	USD	4232617	33,000	103.28	34,081.67	93.97	31,010.00	(3,071.67)	0.00	0.00	(3,071.67)
Total 021332ACS					54,000.00	103.02	55,630.33	95.13	51,370.00	(4,260.33)	0.00	0.00	(4,260.33)
12500VAA9													
CCSINC 11.000000% 11/15/2015													
05/03/2012	11/12/2010	Sell	USD	3678268	37,000	92.27	34,140.21	104.37	38,615.05	0.00	4,474.84	0.00	4,474.84
05/03/2012	11/15/2010	Sell	USD	3682613	48,000	92.27	44,290.00	104.37	50,095.20	0.00	5,805.20	0.00	5,805.20
05/03/2012	12/06/2010	Sell	USD	3741429	15,000	90.29	13,543.75	104.37	15,654.75	0.00	2,111.00	0.00	2,111.00
08/01/2012	02/03/2011	Sell	USD	3960853	24,000	98.26	23,583.00	103.86	24,925.79	0.00	1,342.79	0.00	1,342.79
08/01/2012	12/06/2010	Sell	USD	3741429	9,000	90.29	8,126.25	103.86	9,347.17	0.00	1,220.92	0.00	1,220.92
08/01/2012	12/07/2010	Sell	USD	3745486	24,000	90.92	21,820.00	103.86	24,925.79	0.00	3,105.79	0.00	3,105.79
08/14/2012	02/03/2011	Sell	USD	3960853	14,000	98.26	13,756.75	103.68	14,515.00	0.00	758.25	0.00	758.25
09/13/2012	02/03/2011	Sell	USD	3960853	18,000	98.26	17,687.25	103.94	18,710.00	0.00	1,022.75	0.00	1,022.75
10/04/2012	02/03/2011	Sell	USD	3960853	24,000	98.26	23,583.00	102.71	24,650.00	0.00	1,067.00	0.00	1,067.00
11/06/2012	03/02/2011	Sell	USD	4019339	3,000	102.08	3,062.50	102.34	3,070.31	0.00	7.81	0.00	7.81
11/06/2012	04/05/2011	Sell	USD	4138227	6,000	103.17	6,190.00	102.34	6,140.63	0.00	(49.37)	0.00	(49.37)
11/06/2012	04/08/2011	Sell	USD	4149968	10,000	103.10	10,310.00	102.34	10,234.37	0.00	(75.63)	0.00	(75.63)
11/06/2012	05/18/2011	Sell	USD	4289189	2,000	105.00	2,100.00	102.34	2,046.88	0.00	(53.12)	0.00	(53.12)
11/06/2012	06/02/2011	Sell	USD	4338219	11,000	107.26	11,799.14	102.34	11,257.81	0.00	(541.33)	0.00	(541.33)
Total 12500VAA9					245,000.00	95.51	233,991.85	103.75	254,188.75	0.00	20,196.90	0.00	20,196.90
15941RAN0													
CHAPAR 9.875000% 10/01/2020													
02/06/2012	01/09/2012	Sell	USD	5087540	8,000	110.00	8,800.00	109.88	8,790.00	(10.00)	0.00	0.00	(10.00)
Total 15941RAN0:					8,000.00	110.00	8,800.00	109.88	8,790.00	(10.00)	0.00	0.00	(10.00)
15942RAB5													
CHAPAR 8.250000% 09/01/2021													
02/06/2012	01/04/2012	Sell	USD	5079623	16,000	103.06	16,490.00	105.25	16,840.00	350.00	0.00	0.00	350.00
Total 15942RAB5:					16,000.00	103.06	16,490.00	105.25	16,840.00	350.00	0.00	0.00	350.00
16411RAE9													
LNG 2.250000% 08/01/2012													
03/01/2012	02/18/2011	Sell	USD	3978768	50,000	85.76	42,879.00	98.23	49,115.00	0.00	6,236.00	0.00	6,236.00
03/02/2012	02/18/2011	Sell	USD	3978768	30,000	85.76	25,727.40	98.13	29,437.50	0.00	3,710.10	0.00	3,710.10
03/06/2012	02/18/2011	Sell	USD	3978768	45,000	85.76	38,591.10	97.99	44,095.50	0.00	5,504.40	0.00	5,504.40
03/06/2012	03/01/2011	Sell	USD	4012524	21,000	85.30	17,912.50	97.99	20,577.90	0.00	2,665.40	0.00	2,665.40
03/06/2012	05/31/2011	Sell	USD	4325717	8,000	91.25	7,300.00	97.99	7,839.20	539.20	0.00	0.00	539.20
03/06/2012	05/31/2011	Sell	USD	4325730	23,000	91.29	20,997.50	97.99	22,537.70	1,540.20	0.00	0.00	1,540.20
03/06/2012	06/01/2011	Sell	USD	4325903	3,000	93.50	2,805.00	97.99	2,939.70	134.70	0.00	0.00	134.70

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Report Date 12/31/2012

Base Currency: USD

Close Date	Open Date	Tran Type	Settle Ccy	Lot ID	Quantity	Unit Cost	Total Cost	Unit Proceeds	Proceeds	ST Gain/Loss	LT Gain/Loss	FX Gain/Loss	Total Gain/Loss
16411RAE9 LNG 2.250000% 08/01/2012													
03/14/2012	06/01/2011	Sell	USD	4325903	37,000	93.50	34,595.00	99.50	36,815.00	2,220.00	0.00	0.00	2,220.00
03/14/2012	07/25/2011	Sell	USD	4511066	96,000	90.25	86,640.00	99.50	95,520.00	8,880.00	0.00	0.00	8,880.00
03/14/2012	12/19/2011	Sell	USD	5036093	2,000	94.13	1,882.50	99.50	1,990.00	107.50	0.00	0.00	107.50
Total 16411RAE9:					315,000.00	88.68	279,330.00	98.69	310,867.50	13,421.60	18,115.90	0.00	31,537.50
382410603 GOODRICH PETROLEUM CORP													
03/01/2012	12/19/2011	Sell	USD	5043427	794	29.61	23,508.34	36.00	28,583.56	5,075.22	0.00	0.00	5,075.22
03/02/2012	01/04/2012	Sell	USD	5076446	32	33.26	1,064.36	36.25	1,159.98	95.62	0.00	0.00	95.62
03/02/2012	12/19/2011	Sell	USD	5043427	197	29.61	5,832.68	36.25	7,141.12	1,308.44	0.00	0.00	1,308.44
03/02/2012	12/30/2011	Sell	USD	5070226	89	31.49	2,802.38	36.25	3,226.19	423.81	0.00	0.00	423.81
03/13/2012	01/04/2012	Sell	USD	5076446	848	33.26	28,205.64	35.82	30,375.58	2,169.94	0.00	0.00	2,169.94
03/13/2012	01/23/2012	Sell	USD	5136298	54	33.27	1,796.54	35.82	1,934.29	137.75	0.00	0.00	137.75
Total 382410603:					2,014.00	31.39	63,209.94	35.96	72,420.72	9,210.78	0.00	0.00	9,210.78
382410AF5 GDP 8.875000% 03/15/2019													
11/27/2012	11/16/2012	Sell	USD	6150623	8,000	90.58	7,246.67	94.13	7,530.00	283.33	0.00	0.00	283.33
11/29/2012	11/16/2012	Sell	USD	6150623	4,000	90.58	3,623.33	94.15	3,766.00	142.67	0.00	0.00	142.67
11/29/2012	11/19/2012	Sell	USD	6152486	6,000	91.25	5,475.00	94.15	5,649.00	174.00	0.00	0.00	174.00
11/29/2012	11/19/2012	Sell	USD	6152486	2,000	91.25	1,825.00	94.15	1,883.00	58.00	0.00	0.00	58.00
11/29/2012	11/27/2012	Sell	USD	6166866	8,000	92.54	7,403.20	94.15	7,532.00	128.80	0.00	0.00	128.80
12/03/2012	11/27/2012	Sell	USD	6166866	17,000	92.54	15,731.80	94.82	16,118.75	386.95	0.00	0.00	386.95
Total 382410AF5:					45,000.00	91.79	41,305.00	94.40	42,478.75	1,173.75	0.00	0.00	1,173.75
39304K114 WTS GREEN FIELD ENERGY SVCS													
03/01/2012	11/09/2011	Sell	USD	4923451	18	0.00	0.00	64.44	1,160.00	1,160.00	0.00	0.00	1,160.00
03/01/2012	11/09/2011	Sell	USD	4923451	16	0.00	0.00	64.38	1,030.00	1,030.00	0.00	0.00	1,030.00
03/21/2012	11/09/2011	Sell	USD	4923451	14	0.00	0.00	59.29	830.00	830.00	0.00	0.00	830.00
03/22/2012	11/09/2011	Sell	USD	4923451	38	0.00	0.00	49.86	1,894.57	1,894.57	0.00	0.00	1,894.57
03/22/2012	12/01/2011	Sell	USD	4988677	16	0.00	0.00	49.86	797.72	797.72	0.00	0.00	797.72
03/22/2012	12/01/2011	Sell	USD	4991795	16	0.00	0.00	49.86	797.71	797.71	0.00	0.00	797.71
Total 39304K114					118.00	0.00	0.00	55.17	6,510.00	6,510.00	0.00	0.00	6,510.00
39304KAA4 GFIELD 13.000000% 11/15/2016													
03/01/2012	11/09/2011	Sell	USD	4923451	18,000	99.00	17,820.00	98.50	17,730.00	(90.00)	0.00	0.00	(90.00)
03/01/2012	11/09/2011	Sell	USD	4923451	16,000	99.00	15,840.00	98.50	15,760.00	(80.00)	0.00	0.00	(80.00)
03/21/2012	11/09/2011	Sell	USD	4923451	14,000	99.00	13,860.00	98.00	13,720.00	(140.00)	0.00	0.00	(140.00)
03/22/2012	11/09/2011	Sell	USD	4923451	38,000	99.00	37,620.00	98.49	37,424.57	(195.43)	0.00	0.00	(195.43)
03/22/2012	12/01/2011	Sell	USD	4988677	16,000	101.25	16,200.00	98.49	15,757.72	(442.28)	0.00	0.00	(442.28)
03/22/2012	12/01/2011	Sell	USD	4991795	16,000	101.19	16,190.00	98.49	15,757.71	(432.29)	0.00	0.00	(432.29)
Total 39304KAA4					118,000.00	99.60	117,530.00	98.43	116,150.00	(1,380.00)	0.00	0.00	(1,380.00)

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427093AD1 HERO 3.375000% 06/01/2038													
04/25/2012	01/28/2011	Sell	USD	3908160	7,000	83.33	5,832.88	99.12	6,938.05	0.00	1,105.17	0.00	1,105.17
04/25/2012	02/14/2011	Sell	USD	3964298	80,000	92.14	73,710.00	99.12	79,292.00	0.00	5,582.00	0.00	5,582.00
04/25/2012	02/16/2011	Sell	USD	3972600	4,000	92.00	3,680.00	99.12	3,964.60	0.00	284.60	0.00	284.60
04/25/2012	03/21/2011	Sell	USD	4086869	9,000	94.16	8,474.35	99.12	8,920.35	0.00	446.00	0.00	446.00
05/18/2012	01/25/2012	Sell	USD	5142310	110,000	93.63	102,997.50	99.90	109,884.66	6,887.16	0.00	0.00	6,887.16
05/18/2012	03/21/2011	Sell	USD	4086869	20,000	94.16	18,831.90	99.90	19,979.03	0.00	1,147.13	0.00	1,147.13
05/18/2012	04/01/2011	Sell	USD	4124821	14,000	95.20	13,327.50	99.90	13,985.32	0.00	657.82	0.00	657.82
05/18/2012	04/28/2011	Sell	USD	4209605	16,000	94.69	15,150.00	99.90	15,983.22	0.00	833.22	0.00	833.22
05/18/2012	05/23/2011	Sell	USD	4301300	4,000	94.75	3,790.00	99.90	3,995.81	205.81	0.00	0.00	205.81
05/18/2012	11/15/2011	Sell	USD	4941341	6,000	88.42	5,305.00	99.90	5,993.71	688.71	0.00	0.00	688.71
05/18/2012	11/16/2011	Sell	USD	4945303	16,000	88.31	14,130.00	99.90	15,983.22	1,853.22	0.00	0.00	1,853.22
05/18/2012	12/08/2011	Sell	USD	5005532	4,000	89.00	3,560.00	99.90	3,995.81	435.81	0.00	0.00	435.81
05/18/2012	12/19/2011	Sell	USD	5036106	1,000	91.63	916.25	99.90	998.95	82.70	0.00	0.00	82.70
05/18/2012	12/15/2011	Sell	USD	5024450	15,000	89.69	13,453.75	99.90	14,984.27	1,530.52	0.00	0.00	1,530.52
Total 427093AD1					306,000.00	92.54	283,159.13	99.64	304,899.00	11,683.93	10,055.94	0.00	21,739.87
427093AE9 HERO 10.250000% 04/01/2019													
08/01/2012	03/27/2012	Sell	USD	5365271	77,000	100.01	77,006.26	98.24	75,642.50	(1,363.76)	0.00	0.00	(1,363.76)
08/01/2012	03/27/2012	Sell	USD	5365271	31,000	100.01	31,002.52	98.09	30,408.75	(593.77)	0.00	0.00	(593.77)
08/01/2012	03/27/2012	Sell	USD	5365271	15,000	100.01	15,001.22	97.93	14,690.00	(311.22)	0.00	0.00	(311.22)
08/02/2012	03/28/2012	Sell	USD	5365260	31,000	99.53	30,855.00	97.97	30,370.00	(485.00)	0.00	0.00	(485.00)
Total 427093AE9					154,000.00	99.91	153,865.00	98.12	151,111.25	(2,753.75)	0.00	0.00	(2,753.75)
62910TAA3 NFRGY 9.750000% 02/15/2017													
08/08/2012	12/01/2011	Sell	USD	4986914	19,000	88.55	16,825.00	86.96	16,522.69	(302.31)	0.00	0.00	(302.31)
08/08/2012	01/13/2012	Sell	USD	5105768	7,000	91.50	6,405.00	86.96	6,087.31	(317.69)	0.00	0.00	(317.69)
10/15/2012	02/23/2012	Sell	USD	5254005	53,000	80.76	42,803.32	90.99	48,222.84	5,419.52	0.00	0.00	5,419.52
10/15/2012	01/30/2012	Sell	USD	5158032	17,000	85.06	14,460.00	90.99	15,467.70	1,007.70	0.00	0.00	1,007.70
10/15/2012	01/27/2012	Sell	USD	5166373	4,000	85.25	3,410.00	90.99	3,639.46	229.46	0.00	0.00	229.46
11/30/2012	02/23/2012	Sell	USD	5254005	32,000	80.76	25,843.52	92.47	29,590.00	3,746.48	0.00	0.00	3,746.48
12/18/2012	02/23/2012	Sell	USD	5254005	6,000	80.76	4,845.66	97.94	5,876.67	1,031.01	0.00	0.00	1,031.01
12/18/2012	03/01/2012	Sell	USD	5270760	12,000	83.25	9,990.00	97.94	11,753.33	1,763.33	0.00	0.00	1,763.33
12/19/2012	03/01/2012	Sell	USD	5270760	7,000	83.25	5,827.50	97.97	6,857.81	1,030.31	0.00	0.00	1,030.31
12/19/2012	03/07/2012	Sell	USD	5296625	25,000	83.25	20,812.50	97.97	24,492.19	3,679.69	0.00	0.00	3,679.69
Total 62910TAA3					182,000.00	83.09	151,222.50	92.59	168,510.00	17,287.50	0.00	0.00	17,287.50
62912XAB0 NGPLCO 7.119000% 12/15/2017													
05/29/2012	04/24/2012	Sell	USD	5453532	50,000	96.51	48,256.49	95.73	47,865.00	(391.49)	0.00	0.00	(391.49)
05/29/2012	04/24/2012	Sell	USD	5453532	27,000	96.51	26,058.51	95.86	25,880.85	(177.66)	0.00	0.00	(177.66)
05/29/2012	04/25/2012	Sell	USD	5463086	23,000	97.52	22,429.42	95.86	22,046.65	(382.77)	0.00	0.00	(382.77)

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62912XAB0 NGPLCO 7.119000% 12/15/2017													
05/29/2012	04/25/2012	Sell	USD	5463086	29,000	97.52	28,280.58	96.47	27,975.00	(305.58)	0.00	0.00	(305.58)
Total 62912XAB0:					129,000.00	96.92	125,025.00	95.94	123,767.50	(1,257.50)	0.00	0.00	(1,257.50)
707882AC0 PVA 7.250000% 04/15/2019													
07/19/2012	07/17/2012	Sell	USD	5755456	45,000	82.52	37,135.00	82.48	37,115.00	(20.00)	0.00	0.00	(20.00)
Total 707882AC0:					45,000.00	82.52	37,135.00	82.48	37,115.00	(20.00)	0.00	0.00	(20.00)
716748207 PETROQUEST ENERGY INC													
08/20/2012	05/05/2011	Sell	USD	4241497	115	42.23	4,856.55	37.46	4,308.20	0.00	(548.35)	0.00	(548.35)
08/20/2012	05/11/2011	Sell	USD	4278724	150	42.60	6,389.97	37.46	5,619.39	0.00	(770.58)	0.00	(770.58)
08/20/2012	08/03/2011	Sell	USD	4552511	289	41.28	11,931.25	37.46	10,826.68	0.00	(1,104.57)	0.00	(1,104.57)
08/20/2012	08/12/2010	Sell	USD	3398750	710	31.39	22,286.25	37.46	26,598.43	0.00	4,312.18	0.00	4,312.18
08/20/2012	08/17/2011	Sell	USD	4618610	317	41.53	13,165.50	37.46	11,875.53	0.00	(1,289.87)	0.00	(1,289.87)
08/20/2012	12/15/2011	Sell	USD	5027457	276	35.54	9,807.99	37.46	10,339.67	531.68	0.00	0.00	531.68
08/21/2012	12/15/2011	Sell	USD	5027457	155	35.54	5,508.11	37.37	5,791.65	283.54	0.00	0.00	283.54
08/21/2012	12/15/2011	Sell	USD	5027471	142	35.77	5,079.79	37.37	5,305.90	226.11	0.00	0.00	226.11
08/22/2012	02/08/2012	Sell	USD	5194332	169	34.56	5,840.50	36.93	6,241.04	400.54	0.00	0.00	400.54
08/22/2012	12/15/2011	Sell	USD	5027471	290	35.77	10,374.21	36.93	10,709.48	335.27	0.00	0.00	335.27
08/22/2012	12/19/2011	Sell	USD	5036079	43	36.11	1,552.63	36.93	1,587.96	35.33	0.00	0.00	35.33
Total 716748207:					2,656.00	36.44	96,792.75	37.35	99,204.03	1,812.47	598.81	0.00	2,411.28
727663AB2 PLATEN 14.250000% 03/01/2015													
08/24/2012	06/14/2012	Sell	USD	5629992	4,000	80.13	3,205.00	49.00	1,960.00	(1,245.00)	0.00	0.00	(1,245.00)
Total 727663AB2:					4,000.00	80.13	3,205.00	49.00	1,960.00	(1,245.00)	0.00	0.00	(1,245.00)
727663AE6 PLATEN 14.250000% 03/01/2015													
03/26/2012	08/02/2011	Sell	USD	4552048	38,000	105.53	40,100.00	95.48	36,282.96	(3,817.04)	0.00	0.00	(3,817.04)
03/26/2012	08/04/2011	Sell	USD	4558785	16,000	105.30	16,848.42	95.48	15,277.04	(1,571.38)	0.00	0.00	(1,571.38)
04/12/2012	08/04/2011	Sell	USD	4558786	3,000	105.30	3,159.08	95.47	2,864.15	(294.93)	0.00	0.00	(294.93)
04/12/2012	08/05/2011	Sell	USD	4565844	20,000	104.30	20,860.00	95.47	19,094.36	(1,765.64)	0.00	0.00	(1,765.64)
04/12/2012	09/01/2011	Sell	USD	4701271	5,425	100.01	5,425.29	95.47	5,179.34	(245.95)	0.00	0.00	(245.95)
04/12/2012	12/16/2011	Sell	USD	5031370	7,000	100.77	7,053.75	95.47	6,683.03	(370.72)	0.00	0.00	(370.72)
Total 727663AE6:					89,425.00	104.50	93,446.54	95.48	85,380.88	(8,065.66)	0.00	0.00	(8,065.66)
727663AH9 PLATEN 14.250000% 03/01/2015													
03/29/2012	01/04/2012	Sell	USD	5079596	5,000	101.84	5,092.05	95.30	4,765.00	(327.05)	0.00	0.00	(327.05)
04/12/2012	01/04/2012	Sell	USD	5079596	1,000	101.84	1,018.41	94.50	945.00	(73.41)	0.00	0.00	(73.41)
06/05/2012	01/04/2012	Sell	USD	5079596	5,000	101.84	5,092.04	79.55	3,977.50	(1,114.54)	0.00	0.00	(1,114.54)
Total 727663AH9					11,000.00	101.84	11,202.50	88.07	9,687.50	(1,515.00)	0.00	0.00	(1,515.00)
74837RAF1 KWK 11.750000% 01/01/2016													

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74837RAF1 KWK 11.750000% 01/01/2016													
08/07/2012	07/17/2012	Sell	USD	5754178	34,000	96.26	32,729.47	95.47	32,460.00	(269.47)	0.00	0.00	(269.47)
09/14/2012	07/17/2012	Sell	USD	5754178	15,000	96.26	14,439.48	101.93	15,290.00	850.52	0.00	0.00	850.52
09/14/2012	07/17/2012	Sell	USD	5754178	15,000	96.26	14,439.47	102.18	15,327.50	888.03	0.00	0.00	888.03
09/17/2012	07/17/2012	Sell	USD	5754178	12,000	96.26	11,551.58	101.93	12,232.00	680.42	0.00	0.00	680.42
09/17/2012	08/03/2012	Sell	USD	5816711	3,000	96.67	2,900.00	101.93	3,058.00	158.00	0.00	0.00	158.00
09/18/2012	08/07/2012	Sell	USD	5827897	15,000	95.02	14,252.73	102.25	15,337.50	1,084.77	0.00	0.00	1,084.77
09/18/2012	08/03/2012	Sell	USD	5816711	3,000	96.67	2,900.00	102.06	3,061.75	161.75	0.00	0.00	161.75
09/18/2012	08/07/2012	Sell	USD	5827897	12,000	95.02	11,402.18	102.06	12,247.00	844.82	0.00	0.00	844.82
09/19/2012	08/07/2012	Sell	USD	5827897	17,000	95.02	16,153.09	101.44	17,245.00	1,091.91	0.00	0.00	1,091.91
09/24/2012	08/07/2012	Sell	USD	5827897	11,000	95.02	10,452.00	101.00	11,110.00	658.00	0.00	0.00	658.00
Total 74837RAF1:					137,000.00	95.78	131,220.00	100.27	137,368.75	6,148.75	0.00	0.00	6,148.75
77340RAM9 ROCKIE 6.875000% 04/15/2040													
05/09/2012	02/28/2012	Sell	USD	5274115	61,000	82.02	50,030.00	84.49	51,536.87	1,506.87	0.00	0.00	1,506.87
05/09/2012	02/28/2012	Sell	USD	5274125	14,000	82.02	11,483.04	84.49	11,828.13	345.09	0.00	0.00	345.09
07/20/2012	02/28/2012	Sell	USD	5274125	32,000	82.02	26,246.96	89.99	28,797.12	2,550.16	0.00	0.00	2,550.16
07/20/2012	03/05/2012	Sell	USD	5289119	31,000	82.53	25,585.00	89.99	27,897.21	2,312.21	0.00	0.00	2,312.21
07/20/2012	03/07/2012	Sell	USD	5298561	47,000	82.02	38,550.00	89.99	42,295.76	3,745.76	0.00	0.00	3,745.76
07/20/2012	03/08/2012	Sell	USD	5304531	1,000	82.25	822.50	89.99	899.91	77.41	0.00	0.00	77.41
Total 77340RAM9:					186,000.00	82.11	152,717.50	87.77	163,255.00	10,537.50	0.00	0.00	10,537.50
978699AC0 WDBNAC 12.000000% 05/15/2016													
08/09/2012	07/08/2011	Sell	USD	4456995	39,000	85.29	33,263.85	107.35	41,866.25	8,602.40	0.00	0.00	8,602.40
11/05/2012	01/04/2012	Sell	USD	5082400	2,000	91.71	1,834.28	106.97	2,139.47	305.19	0.00	0.00	305.19
11/05/2012	07/08/2011	Sell	USD	4456995	9,000	85.29	7,676.27	106.97	9,627.63	1,951.36	0.00	0.00	1,951.36
11/05/2012	08/29/2011	Sell	USD	4654982	11,000	82.47	9,071.63	106.97	11,767.11	2,695.48	0.00	0.00	2,695.48
11/05/2012	12/06/2011	Sell	USD	4998929	16,000	102.06	16,330.00	106.97	17,115.79	785.79	0.00	0.00	785.79
Total 978699AC0:					77,000.00	88.54	68,176.03	107.16	82,516.25	1,090.98	13,249.24	0.00	14,340.22
978715126 WTS WOODBINE ACQUISITION CORP													
03/21/2012	07/08/2011	Sell	USD	4456995	13	183.54	2,386.01	349.22	4,539.91	2,153.90	0.00	0.00	2,153.90
03/22/2012	07/08/2011	Sell	USD	4456995	17	183.54	3,120.17	349.41	5,939.89	2,819.72	0.00	0.00	2,819.72
08/10/2012	07/08/2011	Sell	USD	4456995	18	183.54	3,303.70	514.46	9,260.31	5,956.61	0.00	0.00	5,956.61
08/10/2012	08/29/2011	Sell	USD	4654982	1	177.47	177.47	514.46	514.46	336.99	0.00	0.00	336.99
08/16/2012	08/29/2011	Sell	USD	4654982	10	177.47	1,774.65	474.67	4,746.66	2,972.01	0.00	0.00	2,972.01
08/16/2012	12/06/2011	Sell	USD	4999935	16	0.64	10.16	474.67	7,594.67	7,584.51	0.00	0.00	7,584.51
08/16/2012	01/04/2012	Sell	USD	5082400	5	197.36	986.79	474.67	2,373.33	1,386.54	0.00	0.00	1,386.54
Total 978715126:					80.00	146.99	11,758.95	437.12	34,969.23	17,253.67	5,956.61	0.00	23,210.28
CCSCTLPVT CCSCTLPVT													
03/15/2012	02/27/2012	Sell	USD	5281417	19,288	96.63	18,637.03	96.94	18,697.98	60.95	0.00	0.00	60.95

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61160344 - The Todd Brock Family Foundation

Report Date:12/31/2012

Base Currency: USD

Close Date	Open Date	Tran Type	Settle Ccy	Lot ID	Quantity	Unit Cost	Total Cost	Unit Proceeds	Proceeds	ST Gain/Loss	LT Gain/Loss	FX Gain/Loss	Total Gain/Loss
CCSCTLPVT													
03/15/2012	09/14/2011	Sell	USD	4705595	110,869	95.24	105,610.00	96.94	107,496.91	1,886.91	0.00	0.00	1,886.91
Total CCSCTLPVT:					130,177.00	95.44	124,247.83	96.94	126,194.89	1,947.86	0.00	0.00	1,947.86
CHK													
CHESAPEAKE ENERGY CORP													
02/17/2012	01/20/2012	CoverShort	USD	5129060	(112)	20.69	(2,317.25)	24.74	(2,771.17)	(453.92)	0.00	0.00	(453.92)
02/21/2012	01/20/2012	CoverShort	USD	5129060	(524)	20.69	(10,841.44)	24.72	(12,953.44)	(2,112.00)	0.00	0.00	(2,112.00)
02/21/2012	01/26/2012	CoverShort	USD	5149159	(521)	22.43	(11,685.98)	24.72	(12,879.27)	(1,193.29)	0.00	0.00	(1,193.29)
04/18/2012	01/26/2012	CoverShort	USD	5149159	(288)	22.43	(6,459.81)	18.14	(5,225.61)	1,234.20	0.00	0.00	1,234.20
04/18/2012	01/27/2012	CoverShort	USD	5153856	(397)	21.99	(8,729.14)	18.14	(7,203.37)	1,525.77	0.00	0.00	1,525.77
05/11/2012	01/27/2012	CoverShort	USD	5153856	(70)	21.99	(1,539.14)	16.90	(1,183.07)	356.07	0.00	0.00	356.07
05/11/2012	01/31/2012	CoverShort	USD	5165937	(486)	21.49	(10,441.90)	16.90	(8,213.92)	2,227.98	0.00	0.00	2,227.98
05/11/2012	02/01/2012	CoverShort	USD	5171877	(112)	20.91	(2,342.04)	16.90	(1,892.92)	449.12	0.00	0.00	449.12
Total CHK:					(2,510.00)	21.66	(54,356.70)	20.85	(52,322.77)	2,033.93	0.00	0.00	2,033.93
CXO120519P80.00													
PUT CXO MAY 80.00000 05/19/2012													
05/18/2012	05/09/2012	Expire	USD	5503956	(3)	0.28	(83.52)	0.00	0.00	83.52	0.00	0.00	83.52
Total CXO120519P80.00					(3.00)	0.28	(83.52)	0.00	0.00	83.52	0.00	0.00	83.52
CXO120519P85.00													
PUT CXO MAY 85.00000 05/19/2012													
05/18/2012	05/08/2012	Expire	USD	5501968	(5)	0.65	(323.21)	0.00	0.00	323.21	0.00	0.00	323.21
05/18/2012	05/09/2012	Expire	USD	5503257	(8)	1.02	(812.91)	0.00	0.00	812.91	0.00	0.00	812.91
05/18/2012	05/11/2012	Expire	USD	5512895	(4)	0.58	(232.48)	0.00	0.00	232.48	0.00	0.00	232.48
Total CXO120519P85.00:					(17.00)	0.81	(1,368.60)	0.00	0.00	1,368.60	0.00	0.00	1,368.60
DPRXX													
DREYFUS TREASURY PRIME CASH PART SH													
01/05/2012	09/22/2011	Sell	USD	4741268	2,802	1.00	2,802.38	1.00	2,802.38	0.00	0.00	0.00	0.00
01/09/2012	09/22/2011	Sell	USD	4741268	37,626	1.00	37,625.85	1.00	37,625.85	0.00	0.00	0.00	0.00
01/09/2012	09/28/2011	Sell	USD	4765784	14,738	1.00	14,738.12	1.00	14,738.12	0.00	0.00	0.00	0.00
01/09/2012	10/03/2011	Sell	USD	4783482	4,618	1.00	4,618.21	1.00	4,618.21	0.00	0.00	0.00	0.00
01/09/2012	10/05/2011	Sell	USD	4795898	1,836	1.00	1,836.25	1.00	1,836.25	0.00	0.00	0.00	0.00
01/09/2012	10/07/2011	Sell	USD	4805193	824	1.00	824.25	1.00	824.25	0.00	0.00	0.00	0.00
01/09/2012	10/18/2011	Sell	USD	4836857	3,075	1.00	3,075.09	1.00	3,075.09	0.00	0.00	0.00	0.00
01/09/2012	10/20/2011	Sell	USD	4846410	5,209	1.00	5,209.32	1.00	5,209.32	0.00	0.00	0.00	0.00
01/12/2012	10/20/2011	Sell	USD	4846410	5,282	1.00	5,281.93	1.00	5,281.93	0.00	0.00	0.00	0.00
01/12/2012	10/31/2011	Sell	USD	4886887	8,836	1.00	8,835.96	1.00	8,835.96	0.00	0.00	0.00	0.00
01/19/2012	10/31/2011	Sell	USD	4886887	4,061	1.00	4,061.12	1.00	4,061.12	0.00	0.00	0.00	0.00
01/19/2012	11/01/2011	Sell	USD	4893257	0	1.00	0.01	1.00	0.01	0.00	0.00	0.00	0.00
01/19/2012	11/02/2011	Sell	USD	4899018	19,857	1.00	19,856.58	1.00	19,856.58	0.00	0.00	0.00	0.00
01/23/2012	11/02/2011	Sell	USD	4899018	586	1.00	585.92	1.00	585.92	0.00	0.00	0.00	0.00
01/26/2012	11/02/2011	Sell	USD	4899018	1,797	1.00	1,796.54	1.00	1,796.54	0.00	0.00	0.00	0.00
01/27/2012	11/02/2011	Sell	USD	4899018	94,988	1.00	94,987.73	1.00	94,987.73	0.00	0.00	0.00	0.00

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Close Date	Open Date	Tran Type	Settle Ccy	Lot ID	Quantity	Unit Cost	Total Cost	Unit Proceeds	Proceeds	ST Gain/Loss	LT Gain/Loss	FX Gain/Loss	Total Gain/Loss
DPRXX DREYFUS TREASURY PRIME CASH PART SH													
01/30/2012	11/02/2011	Sell	USD	4899018	23,712	1.00	23,711.98	1.00	23,711.98	0.00	0.00	0.00	0.00
01/30/2012	11/03/2011	Sell	USD	4904184	16,294	1.00	16,293.88	1.00	16,293.88	0.00	0.00	0.00	0.00
01/30/2012	11/07/2011	Sell	USD	4914566	849	1.00	848.96	1.00	848.96	0.00	0.00	0.00	0.00
01/30/2012	11/14/2011	Sell	USD	4935348	33,318	1.00	33,317.68	1.00	33,317.68	0.00	0.00	0.00	0.00
01/30/2012	11/17/2011	Sell	USD	4949227	29,814	1.00	29,814.05	1.00	29,814.05	0.00	0.00	0.00	0.00
01/30/2012	11/21/2011	Sell	USD	4958746	4,262	1.00	4,262.31	1.00	4,262.31	0.00	0.00	0.00	0.00
01/31/2012	11/21/2011	Sell	USD	4958746	8,267	1.00	8,266.76	1.00	8,266.76	0.00	0.00	0.00	0.00
02/01/2012	11/21/2011	Sell	USD	4958746	11,732	1.00	11,731.68	1.00	11,731.68	0.00	0.00	0.00	0.00
02/02/2012	11/21/2011	Sell	USD	4958746	11,685	1.00	11,685.15	1.00	11,685.15	0.00	0.00	0.00	0.00
02/14/2012	11/21/2011	Sell	USD	4958746	3,472	1.00	3,471.62	1.00	3,471.62	0.00	0.00	0.00	0.00
02/14/2012	11/22/2011	Sell	USD	4962641	5,394	1.00	5,394.38	1.00	5,394.38	0.00	0.00	0.00	0.00
02/16/2012	11/22/2011	Sell	USD	4962641	12,116	1.00	12,116.44	1.00	12,116.44	0.00	0.00	0.00	0.00
02/16/2012	11/23/2011	Sell	USD	4966458	19,884	1.00	19,883.64	1.00	19,883.64	0.00	0.00	0.00	0.00
02/17/2012	11/23/2011	Sell	USD	4966458	1,755	1.00	1,754.50	1.00	1,754.50	0.00	0.00	0.00	0.00
02/17/2012	11/28/2011	Sell	USD	4973004	10,252	1.00	10,251.95	1.00	10,251.95	0.00	0.00	0.00	0.00
02/17/2012	11/29/2011	Sell	USD	4977579	1,578	1.00	1,578.35	1.00	1,578.35	0.00	0.00	0.00	0.00
02/21/2012	11/29/2011	Sell	USD	4977579	1,765	1.00	1,764.98	1.00	1,764.98	0.00	0.00	0.00	0.00
02/21/2012	12/01/2011	Sell	USD	4987132	3,036	1.00	3,036.14	1.00	3,036.14	0.00	0.00	0.00	0.00
02/21/2012	12/01/2011	Sell	USD	4987133	0	1.00	0.02	1.00	0.02	0.00	0.00	0.00	0.00
02/21/2012	12/02/2011	Sell	USD	4991970	2,970	1.00	2,970.00	1.00	2,970.00	0.00	0.00	0.00	0.00
02/21/2012	12/08/2011	Sell	USD	5007335	31,749	1.00	31,749.00	1.00	31,749.00	0.00	0.00	0.00	0.00
02/21/2012	12/12/2011	Sell	USD	5016010	1,196	1.00	1,195.87	1.00	1,195.87	0.00	0.00	0.00	0.00
02/21/2012	12/13/2011	Sell	USD	5019864	5,580	1.00	5,579.50	1.00	5,579.50	0.00	0.00	0.00	0.00
02/21/2012	12/16/2011	Sell	USD	5033199	19,640	1.00	19,640.38	1.00	19,640.38	0.00	0.00	0.00	0.00
02/21/2012	12/19/2011	Sell	USD	5038780	7,244	1.00	7,244.29	1.00	7,244.29	0.00	0.00	0.00	0.00
02/21/2012	12/21/2011	Sell	USD	5046389	2,163	1.00	2,163.38	1.00	2,163.38	0.00	0.00	0.00	0.00
02/21/2012	12/27/2011	Sell	USD	5056633	1,338	1.00	1,338.37	1.00	1,338.37	0.00	0.00	0.00	0.00
02/21/2012	12/28/2011	Sell	USD	5060004	16,747	1.00	16,746.71	1.00	16,746.71	0.00	0.00	0.00	0.00
02/21/2012	12/28/2011	Sell	USD	5060004	3,767	1.00	3,766.96	1.00	3,766.96	0.00	0.00	0.00	0.00
02/22/2012	12/28/2011	Sell	USD	5060004	15,176	1.00	15,176.27	1.00	15,176.27	0.00	0.00	0.00	0.00
02/24/2012	12/28/2011	Sell	USD	5060004	3,992	1.00	3,991.95	1.00	3,991.95	0.00	0.00	0.00	0.00
02/24/2012	02/06/2012	Sell	USD	5188626	910	1.00	909.54	1.00	909.54	0.00	0.00	0.00	0.00
02/24/2012	02/01/2012	Sell	USD	5172602	0	1.00	0.01	1.00	0.01	0.00	0.00	0.00	0.00
02/24/2012	01/25/2012	Sell	USD	5146520	20,916	1.00	20,915.84	1.00	20,915.84	0.00	0.00	0.00	0.00
02/24/2012	01/20/2012	Sell	USD	5129812	1,305	1.00	1,304.69	1.00	1,304.69	0.00	0.00	0.00	0.00
02/24/2012	01/18/2012	Sell	USD	5119783	2,137	1.00	2,137.33	1.00	2,137.33	0.00	0.00	0.00	0.00
02/24/2012	01/04/2012	Sell	USD	5078761	2,776	1.00	2,776.48	1.00	2,776.48	0.00	0.00	0.00	0.00
02/24/2012	01/03/2012	Sell	USD	5074015	0	1.00	0.01	1.00	0.01	0.00	0.00	0.00	0.00
02/24/2012	01/03/2012	Sell	USD	5074014	5,452	1.00	5,452.15	1.00	5,452.15	0.00	0.00	0.00	0.00

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Close Date	Open Date	Tran Type	Settle Ccy	Lot ID	Quantity	Unit Cost	Total Cost	Unit Proceeds	Proceeds	ST Gain/Loss	LT Gain/Loss	FX Gain/Loss	Total Gain/Loss
DPRXX DREYFUS TREASURY PRIME CASH PART SH													
02/27/2012	02/06/2012	Sell	USD	5188626	2,805	1.00	2,804.56	1.00	2,804.56	0.00	0.00	0.00	0.00
02/28/2012	02/10/2012	Sell	USD	5206171	36,623	1.00	36,622.60	1.00	36,622.60	0.00	0.00	0.00	0.00
02/28/2012	02/09/2012	Sell	USD	5201645	10,083	1.00	10,083.00	1.00	10,083.00	0.00	0.00	0.00	0.00
02/28/2012	02/06/2012	Sell	USD	5188626	27,107	1.00	27,107.30	1.00	27,107.30	0.00	0.00	0.00	0.00
02/29/2012	02/10/2012	Sell	USD	5206171	23,203	1.00	23,203.02	1.00	23,203.02	0.00	0.00	0.00	0.00
02/29/2012	02/13/2012	Sell	USD	5211196	3,068	1.00	3,067.52	1.00	3,067.52	0.00	0.00	0.00	0.00
02/29/2012	02/15/2012	Sell	USD	5221574	277	1.00	276.97	1.00	276.97	0.00	0.00	0.00	0.00
Total DPRXX:					653,543.43	1.00	653,543.43	1.00	653,543.43	0.00	0.00	0.00	0.00
EVEP EV ENERGY PARTNER LP													
02/06/2012	01/24/2012	Sell	USD	5141778	297	64.99	19,302.73	68.87	20,455.81	1,153.08	0.00	0.00	1,153.08
02/06/2012	01/25/2012	Sell	USD	5145772	66	64.12	4,231.90	68.87	4,545.74	313.84	0.00	0.00	313.84
02/06/2012	01/26/2012	Sell	USD	5149178	121	65.51	7,927.09	68.87	8,333.85	406.76	0.00	0.00	406.76
02/07/2012	01/26/2012	Sell	USD	5149178	5	65.51	327.57	68.91	344.56	16.99	0.00	0.00	16.99
02/07/2012	01/27/2012	Sell	USD	5153479	85	64.14	5,452.08	68.91	5,857.54	405.46	0.00	0.00	405.46
02/08/2012	01/27/2012	Sell	USD	5153479	47	64.14	3,014.68	68.89	3,237.69	223.01	0.00	0.00	223.01
06/28/2012	06/15/2012	Sell	USD	5640383	900	54.17	48,750.25	48.33	43,499.43	(5,250.82)	0.00	0.00	(5,250.82)
Total EVEP:					1,521.00	58.52	89,006.30	56.72	86,274.62	(2,731.68)	0.00	0.00	(2,731.68)
EVEP121222P50.00 PUT EVEP DEC 50.00000 12/22/2012													
12/21/2012	11/15/2012	Expire	USD	6136502	(11)	0.88	(968.65)	0.00	0.00	968.65	0.00	0.00	968.65
Total EVEP121222P50.00:					(11.00)	0.88	(968.65)	0.00	0.00	968.65	0.00	0.00	968.65
GEOI GEORESOURCES INC													
05/22/2012	05/18/2012	Sell	USD	5544331	300	34.90	10,470.08	35.37	10,612.16	142.08	0.00	0.00	142.08
Total GEOI:					300.00	34.90	10,470.08	35.37	10,612.16	142.08	0.00	0.00	142.08
GEOI120616P35.00 PUT GEOI JUN 35.00000 06/16/2012													
06/15/2012	05/08/2012	Expire	USD	5501949	(3)	0.72	(214.92)	0.00	0.00	214.92	0.00	0.00	214.92
Total GEOI120616P35.00					(3.00)	0.72	(214.92)	0.00	0.00	214.92	0.00	0.00	214.92
NGPLTLCO NGPL PIPECO LLC (5/12)													
07/23/2012	07/17/2012	Sell	USD	5747951	64,000	98.00	62,720.00	98.88	63,280.00	560.00	0.00	0.00	560.00
07/26/2012	07/17/2012	Sell	USD	5747951	26,000	98.00	25,480.00	98.88	25,707.50	227.50	0.00	0.00	227.50
07/26/2012	07/24/2012	Sell	USD	5785105	13,000	87.00	11,310.00	98.88	12,853.75	1,543.75	0.00	0.00	1,543.75
07/26/2012	07/17/2012	Sell	USD	5747951	58,000	98.00	56,840.00	98.75	57,275.00	435.00	0.00	0.00	435.00
08/13/2012	07/24/2012	Sell	USD	5785105	26,000	87.00	22,620.00	99.06	25,754.77	3,134.77	0.00	0.00	3,134.77
08/13/2012	07/24/2012	Sell	USD	5786306	58,000	96.75	56,115.00	99.06	57,452.94	1,337.94	0.00	0.00	1,337.94
Total NGPLTLCO:					245,000.00	95.95	235,085.00	98.91	242,323.96	7,238.96	0.00	0.00	7,238.96
OIH MARKET VECTORS ETF TR OIL SVCS ETF													

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Jefferies

Realized Gain/Loss - YTD

Report Date:12/31/2012

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Base Currency: USD

61160344 - The Todd Brock Family Foundation

Close Date	Open Date	Tran Type	Settle Ccy	Lot ID	Quantity	Unit Cost	Total Cost	Unit Proceeds	Proceeds	ST Gain/Loss	LT Gain/Loss	FX Gain/Loss	Total Gain/Loss
OIH MARKET VECTORS ETF TR OIL SVCS ETF													
02/03/2012	02/02/2012	CoverShort	USD	5185634	(56)	107.30	(6,008.52)	128.24	(7,181.50)	(1,172.98)	0.00	0.00	(1,172.98)
02/03/2012	09/26/2011	CoverShort	USD	4749408	(22)	107.27	(2,359.91)	128.24	(2,821.30)	(461.39)	0.00	0.00	(461.39)
02/06/2012	02/02/2012	CoverShort	USD	5185634	(22)	107.30	(2,360.49)	129.93	(2,858.55)	(498.06)	0.00	0.00	(498.06)
Total OIH:					(100.00)	107.29	(10,728.92)	128.61	(12,861.35)	(2,132.43)	0.00	0.00	(2,132.43)
OIHYL OIL SVC HOLDERS TR													
02/03/2012	02/02/2012	Sell	USD	5185595	78	0.00	0.00	129.27	10,083.00	10,083.00	0.00	0.00	10,083.00
Total OIHYL					78.00	0.00	0.00	129.27	10,083.00	10,083.00	0.00	0.00	10,083.00
SPY SPDR S&P 500 ETF TRUST													
10/26/2012	06/07/2012	CoverShort	USD	5601681	(430)	133.13	(57,244.53)	141.34	(60,777.60)	(3,533.07)	0.00	0.00	(3,533.07)
11/08/2012	06/07/2012	CoverShort	USD	5601681	(430)	133.13	(57,244.53)	140.02	(60,210.00)	(2,965.47)	0.00	0.00	(2,965.47)
11/28/2012	06/07/2012	CoverShort	USD	5601681	(861)	133.13	(114,622.19)	140.49	(120,958.98)	(6,336.79)	0.00	0.00	(6,336.79)
12/06/2012	11/23/2012	CoverShort	USD	6159145	(861)	141.25	(121,612.13)	141.36	(121,708.82)	(96.69)	0.00	0.00	(96.69)
Total SPY:					(2,562.00)	135.83	(350,723.38)	140.84	(363,655.40)	(12,932.02)	0.00	0.00	(12,932.02)
SPY120317P105.00 PUT SPY MAR 105.0000 03/17/2012													
03/16/2012	12/12/2011	Expire	USD	5015223	2	2.36	470.05	0.00	0.00	(470.05)	0.00	0.00	(470.05)
03/16/2012	12/16/2011	Expire	USD	5032191	7	2.05	1,438.16	0.00	0.00	(1,438.16)	0.00	0.00	(1,438.16)
Total SPY120317P105.00:					9.00	2.12	1,908.21	0.00	0.00	(1,908.21)	0.00	0.00	(1,908.21)
SPY120519P115.00 PUT SPY MAY 115.0000 05/19/2012													
05/18/2012	02/16/2012	Expire	USD	5223353	9	1.31	1,176.80	0.00	0.00	(1,176.80)	0.00	0.00	(1,176.80)
Total SPY120519P115.00					9.00	1.31	1,176.80	0.00	0.00	(1,176.80)	0.00	0.00	(1,176.80)
SPY120616P135.00 PUT SPY JUN 135.0000 06/16/2012													
05/09/2012	04/17/2012	Sell	USD	5427651	9	2.60	2,341.23	3.46	3,112.70	771.47	0.00	0.00	771.47
Total SPY120616P135.00:					9.00	2.60	2,341.23	3.46	3,112.70	771.47	0.00	0.00	771.47
SPY120721P105.00 PUT SPY JUL 105.0000 07/21/2012													
06/04/2012	05/23/2012	CoverShort	USD	5553887	(9)	0.46	(412.76)	0.45	(406.23)	6.53	0.00	0.00	6.53
Total SPY120721P105.00					(9.00)	0.46	(412.76)	0.45	(406.23)	6.53	0.00	0.00	6.53
SPY120721P115.00 PUT SPY JUL 115.0000 07/21/2012													
06/04/2012	06/01/2012	CoverShort	USD	5581730	(16)	1.15	(1,843.40)	1.37	(2,192.39)	(348.99)	0.00	0.00	(348.99)
Total SPY120721P115.00:					(16.00)	1.15	(1,843.40)	1.37	(2,192.39)	(348.99)	0.00	0.00	(348.99)
SPY120721P130.00 PUT SPY JUL 130.0000 07/21/2012													
06/04/2012	05/22/2012	Sell	USD	5550045	8	3.45	2,762.19	5.82	4,652.18	1,889.99	0.00	0.00	1,889.99
06/04/2012	05/29/2012	Sell	USD	5569716	8	2.99	2,393.95	5.82	4,652.18	2,258.23	0.00	0.00	2,258.23
Total SPY120721P130.00					16.00	3.22	5,156.14	5.82	9,304.36	4,148.22	0.00	0.00	4,148.22

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Jefferies

Realized Gain/Loss - YTD

Report Date: 12/31/2012

Base Currency: USD

Close Date	Open Date	Tran Type	Settle Ccy	Lot ID	Quantity	Unit Cost	Total Cost	Unit Proceeds	Proceeds	ST Gain/Loss	LT Gain/Loss	FX Gain/Loss	Total Gain/Loss
SPY120818P125.00 PUT SPY AUG 125.0000 08/18/2012													
06/04/2012	05/30/2012	Sell	USD	5572040	8	3.14	2,510.19	4.78	3,821.71	1,311.52	0.00	0.00	1,311.52
08/17/2012	06/07/2012	Expire	USD	5601831	4	2.54	1,014.11	0.00	0.00	(1,014.11)	0.00	0.00	(1,014.11)
Total SPY120818P125.00:					12.00	2.94	3,524.30	3.18	3,821.71	297.41	0.00	0.00	297.41
SPY121117P125.00 PUT SPY NOV 125.0000 11/17/2012													
10/19/2012	08/08/2012	Sell	USD	5829902	13	1.41	1,837.53	0.14	181.62	(1,655.91)	0.00	0.00	(1,655.91)
10/19/2012	08/09/2012	Sell	USD	5833006	13	1.35	1,749.15	0.14	181.61	(1,567.54)	0.00	0.00	(1,567.54)
Total SPY121117P125.00					26.00	1.38	3,586.68	0.14	363.23	(3,223.45)	0.00	0.00	(3,223.45)
SPY130119P130.00 PUT SPY JAN 130.0000 01/19/2013													
11/09/2012	10/01/2012	Sell	USD	5987975	10	1.50	1,504.81	1.89	1,889.66	384.85	0.00	0.00	384.85
12/21/2012	10/01/2012	Sell	USD	5987975	20	1.50	3,009.62	0.37	738.76	(2,270.86)	0.00	0.00	(2,270.86)
Total SPY130119P130.00:					30.00	1.50	4,514.43	0.88	2,628.42	(1,886.01)	0.00	0.00	(1,886.01)
TLT ISHARES LEHMAN 20+ YR TREAS													
08/17/2012	05/14/2012	CoverShort	USD	5517314	(65)	121.04	(7,867.77)	121.60	(7,904.25)	(36.48)	0.00	0.00	(36.48)
Total TLT:					(65.00)	121.04	(7,867.77)	121.60	(7,904.25)	(36.48)	0.00	0.00	(36.48)
ULTETLPVT ULTERRA TERM LOAN DRILLING													
03/29/2012	06/10/2011	Sell	USD	4361355	2,805	98.00	2,748.90	100.00	2,805.00	56.10	0.00	0.00	56.10
06/29/2012	06/10/2011	Sell	USD	4361355	4,208	98.00	4,123.84	100.00	4,208.00	0.00	84.16	0.00	84.16
08/30/2012	02/27/2012	Sell	USD	5281420	32,581	99.62	32,458.82	100.00	32,581.00	122.18	0.00	0.00	122.18
08/30/2012	06/10/2011	Sell	USD	4361355	154,212	98.00	151,127.76	100.00	154,212.00	0.00	3,084.24	0.00	3,084.24
08/30/2012	07/26/2011	Sell	USD	4516042	25,000	98.29	24,572.61	100.00	25,000.00	0.00	427.39	0.00	427.39
Total ULTETLPVT:					218,806.00	98.28	215,031.93	100.00	218,806.00	178.28	3,595.79	0.00	3,774.07
USO120317P34.00 PUT USO MAR 34.00000 03/17/2012													
03/16/2012	11/21/2011	Expire	USD	4959684	2	2.23	445.38	0.00	0.00	(445.38)	0.00	0.00	(445.38)
03/16/2012	11/22/2011	Expire	USD	4961563	3	2.02	605.51	0.00	0.00	(605.51)	0.00	0.00	(605.51)
03/16/2012	11/23/2011	Expire	USD	4965306	3	2.35	706.07	0.00	0.00	(706.07)	0.00	0.00	(706.07)
03/16/2012	11/25/2011	Expire	USD	4967878	10	2.28	2,282.96	0.00	0.00	(2,282.96)	0.00	0.00	(2,282.96)
03/16/2012	12/16/2011	Expire	USD	5032204	3	2.14	643.07	0.00	0.00	(643.07)	0.00	0.00	(643.07)
Total USO120317P34.00					21.00	2.23	4,682.99	0.00	0.00	(4,682.99)	0.00	0.00	(4,682.99)
VARETLTPVT VAREL INTERNATIONAL TERM LOAN													
07/31/2012	04/11/2011	Sell	USD	4151178	27,079	95.08	25,747.61	100.00	27,079.00	0.00	1,331.39	0.00	1,331.39
Total VARETLTPVT:					27,079.00	95.08	25,747.61	100.00	27,079.00	0.00	1,331.39	0.00	1,331.39
VQ121222P10.00 PUT VQ DEC 10.00000 12/22/2012													
10/11/2012	09/19/2012	Expire	USD	5949905	(13)	0.39	(506.60)	0.00	0.00	506.60	0.00	0.00	506.60
10/11/2012	09/25/2012	Expire	USD	5970074	(20)	0.37	(747.20)	0.00	0.00	747.20	0.00	0.00	747.20

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61160344 - The Todd Brock Family Foundation

Close Date	Open Date	Tran Type	Settle Ccy	Lot ID	Quantity	Unit Cost	Total Cost	Unit Proceeds	Proceeds	ST Gain/Loss	LT Gain/Loss	FX Gain/Loss	Total Gain/Loss
Total VQ121222P10.00:					(33.00)	0.38	(1,253.80)	0.00	0.00	1,253.80	0.00	0.00	1,253.80
XOP120317P40.00 PUT XOP MAR 40.000000 03/17/2012													
03/16/2012	11/22/2011	Expire	USD	4962443	2	2.20	440.05	0.00	0.00	(440.05)	0.00	0.00	(440.05)
03/16/2012	11/23/2011	Expire	USD	4965325	4	2.32	928.09	0.00	0.00	(928.09)	0.00	0.00	(928.09)
03/16/2012	11/25/2011	Expire	USD	4967891	10	2.61	2,608.27	0.00	0.00	(2,608.27)	0.00	0.00	(2,608.27)
03/16/2012	12/12/2011	Expire	USD	5015235	4	1.55	618.09	0.00	0.00	(618.09)	0.00	0.00	(618.09)
Total XOP120317P40.00:					20.00	2.30	4,594.50	0.00	0.00	(4,594.50)	0.00	0.00	(4,594.50)
Total Trading Activity:							3,090,007.26		3,234,165.20	71,057.36	73,100.58	0.00	144,157.94
Total 61160344							3,090,007.26		3,234,165.20	71,057.36	73,100.58	0.00	144,157.94

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1001 10th Street



Fiscal Statement

TODD BROCK FAMILY FOUNDATION

CURRENT PORTFOLIO SUMMARY

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 12/31/12	Unrealized Gain or (Loss)	Est Accrued Interest	Est Annual Income
Cash and Money Funds							
	CASH		0.53	0.53			
14,552	BIF TREASURY FUND		14,552.00	14,552.00			5.82
	Total Cash and Money Funds		14,552.53	14,552.53			5.82

CURRENT PORTFOLIO SUMMARY

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 12/31/12	Unrealized Gain or (Loss)	Est Annual Income
Equities						
1,454	ALTRIA GROUP INC	03/27/12	44,550.27	45,713.76	1,163.49	2,560.00
998	AT&T INC	03/27/12	31,646.28	33,642.58	1,996.30	1,797.00
298	BRISTOL-MYERS SQUIBB CO	03/31/11	7,945.66	9,711.82	1,766.16	418.00
75	BRISTOL-MYERS SQUIBB CO	03/27/12	2,528.63	2,444.25	(84.38)	105.00
159	CONSOLIDATED EDISON INC	03/27/12	9,165.99	8,830.86	(335.13)	385.00
111	CANADIAN IMPERIAL BANK OF COMM	04/18/12	8,416.10	8,947.71	531.61	421.00
95	CHEVRON CORP	10/13/08	6,192.84	10,273.30	4,080.46	342.00
76	CHEVRON CORP	09/14/11	7,339.73	8,218.64	878.91	274.00

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TODD BROCK FAMILY FOUNDATION

CURRENT PORTFOLIO SUMMARY

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 12/31/12	Unrealized Gain or (Loss)	Est Annual Income
Equities						
49	CHEVRON CORP	08/10/12	5,526.54	5,298.86	(227.68)	177.00
905	CENTERPOINT ENERGY INC	03/27/12	17,728.59	17,421.25	(307.34)	734.00
357	CONOCOPHILLIPS	03/27/12	21,215.87	20,702.43	(513.44)	943.00
379	CINEMARK HLDGS INC	04/24/12	8,513.93	9,846.42	1,332.49	319.00
473	CISCO SYSTEMS INC COM	08/30/12	8,943.11	9,294.17	351.06	265.00
164	COCA COLA COM	03/25/11	5,358.72	5,945.00	586.28	168.00
138	COCA COLA COM	07/29/11	4,737.91	5,002.50	264.59	141.00
319	CONAGRA FOODS INC	10/24/12	8,944.44	9,410.50	466.06	319.00
225	DOMINION RES INC NEW VA	03/27/12	11,470.50	11,655.00	184.50	475.00
187	DR PEPPER SNAPPLE GROUP INC	03/27/12	7,220.07	8,261.66	1,041.59	255.00
22	DR PEPPER SNAPPLE GROUP INC	05/09/12	901.65	971.96	70.31	30.00
244	DUKE ENERGY CORP NEW	03/27/12	15,414.62	15,567.20	152.58	747.00
131	DUKE ENERGY CORP NEW	03/27/12	7,990.91	8,357.80	366.89	401.00
101	DU PONT E I DE NEMOURS	03/25/11	5,485.16	4,542.83	(942.33)	174.00
39	DU PONT E I DE NEMOURS	03/25/11	2,063.57	1,754.16	(309.41)	68.00
28	DU PONT E I DE NEMOURS	08/16/11	1,305.42	1,259.40	(46.02)	49.00

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TODD BROCK FAMILY FOUNDATION

CURRENT PORTFOLIO SUMMARY

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 12/31/12	Unrealized Gain or (Loss)	Est Annual Income
Equities						
126	EXXON MOBIL CORP COM	05/09/12	10,538.79	10,905.30	366.51	288.00
28	EXXON MOBIL CORP COM	05/14/12	2,303.83	2,423.40	119.57	64.00
51	EXXON MOBIL CORP COM	08/13/12	4,480.96	4,414.05	(66.91)	117.00
280	GLAXOSMITHKLINE PLC ADR	03/27/12	12,782.00	12,171.60	(610.40)	650.00
709	GENERAL ELECTRIC	01/30/12	13,344.58	14,881.91	1,537.33	539.00
310	GENERAL ELECTRIC	03/27/12	6,242.84	6,506.90	264.06	236.00
174	GENERAL ELECTRIC	07/31/12	3,631.21	3,652.26	21.05	133.00
146	GENUINE PARTS CO	03/27/12	9,130.84	9,282.68	151.84	290.00
456	HCP INC	03/27/12	18,262.80	20,592.96	2,330.16	912.00
241	HASBRO INC COM	08/10/12	9,034.95	8,651.90	(383.05)	348.00
275	HEINZ H J CO PV 25CT	03/27/12	14,654.75	15,862.00	1,207.25	567.00
33	HEINZ H J CO PV 25CT	05/14/12	1,817.72	1,903.44	85.72	68.00
546	INTEL CORP	02/10/10	10,842.14	11,258.52	416.38	492.00
165	INTEL CORP	03/27/12	4,656.30	3,402.30	(1,254.00)	149.00
248	INTL PAPER CO	03/27/12	8,893.28	9,880.32	987.04	298.00
117	JPMORGAN CHASE & CO	02/17/09	2,619.30	5,144.38	2,525.08	141.00
108	JPMORGAN CHASE & CO	06/03/09	3,727.47	4,748.66	1,021.19	130.00

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TODD BROCK FAMILY FOUNDATION

CURRENT PORTFOLIO SUMMARY

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 12/31/12	Unrealized Gain or (Loss)	Est Annual Income
Equities						
66	JPMORGAN CHASE & CO	05/14/12	2,394.60	2,901.96	507.36	80.00
142	KRAFT FOODS GROUP INC SHS	03/27/12	5,753.61	6,456.74	703.13	284.00
52	KRAFT FOODS GROUP INC SHS	11/19/12	2,322.49	2,364.44	41.95	104.00
	(.9999 FRACTIONAL SHARE)	03/27/12	40.51	45.47	4.96	2.00
	(.0001 FRACTIONAL SHARE)	10/08/12		0.00		
154	KIMBERLY CLARK	03/27/12	11,362.03	13,002.22	1,640.19	456.00
150	LOCKHEED MARTIN CORP	03/27/12	13,648.50	13,843.50	195.00	690.00
354	ELI LILLY & CO	03/27/12	14,276.78	17,459.28	3,182.50	694.00
238	MARATHON OIL CORP	03/27/12	7,696.66	7,297.08	(399.58)	162.00
265	MEADWESTVACO CORP	03/27/12	7,447.03	8,445.55	998.52	265.00
43	MEADWESTVACO CORP	05/09/12	1,187.21	1,370.41	183.20	43.00
225	MERCK AND CO INC SHS	03/31/11	7,470.45	9,211.50	1,741.05	387.00
51	MERCK AND CO INC SHS	03/27/12	1,982.12	2,087.94	105.82	88.00
429	MONDELEZ INTERNATIONAL INC	03/27/12	10,718.04	10,919.42	201.38	224.00
275	MARSH & MCLENNAN COS INC	03/27/12	9,085.01	9,479.25	394.24	253.00

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TODD BROCK FAMILY FOUNDATION

CURRENT PORTFOLIO SUMMARY

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 12/31/12	Unrealized Gain or (Loss)	Est Annual Income
Equities						
308	MAXIM INTEGRATED PRODS	11/14/12	8,666 10	9,055.20	389 10	296 00
53	MCDONALDS CORP COM	06/03/09	3,223 69	4,675.13	1 451 44	164 00
36	MCDONALDS CORP COM	03/27/12	3,514 32	3,175 56	(338 76)	111 00
144	MICROSOFT CORP	11/04/10	3,916 34	3,846 20	(70 14)	133 00
294	MICROSOFT CORP	11/16/10	7,592 02	7 852 65	260 63	271 00
306	NATIONAL RETAIL PPTYS INC	03/27/12	8,347 68	9,547.20	1,199 52	484 00
149	NATIONAL RETAIL PPTYS INC	08/10/12	4,433 76	4,648.80	215 04	236 00
345	PHILIP MORRIS INTL INC	10/13/08	15,366 30	28,855 80	13,489 50	1 173 00
29	PHILIP MORRIS INTL INC	03/27/12	2,549 97	2,425 56	(124.41)	99 00
94	PFIZER INC	11/04/10	1,633 27	2,357.45	724 18	91 00
402	PFIZER INC	01/11/12	8,780 69	10,081 88	1,301 19	386 00
356	PFIZER INC	03/27/12	8,026 77	8,928 23	901 46	342 00
163	PINNACLE WEST CAP CORP	03/27/12	7,804 44	8,309.74	505 30	356 00
203	PROCTER & GAMBLE CO	03/27/12	13,641.07	13 781 67	140 60	457 00
887	REYNOLDS AMERICAN INC	03/27/12	36,783 36	36 748.41	(34 95)	2 094 00

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TODD BROCK FAMILY FOUNDATION

CURRENT PORTFOLIO SUMMARY

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 12/31/12	Unrealized Gain or (Loss)	Est Annual Income
Equities						
354	ROYAL DUTCH SHEL PLC SPONS ADR B	03/27/12	25,332.24	25,095.06	(237.18)	1,218.00
14	ROYAL DUTCH SHEL PLC SPONS ADR B	08/10/12	1,026.35	992.46	(33.89)	49.00
163	SCANA CORP NEW COM	03/27/12	7,380.64	7,439.32	58.68	323.00
349	SOUTHERN COMPANY	03/27/12	15,663.12	14,940.69	(722.43)	685.00
206	SYSCO CORPORATION	03/27/12	6,182.06	6,521.96	339.90	231.00
94	SYSCO CORPORATION	08/13/12	2,819.53	2,976.04	156.51	106.00
95	TIME WARNER CABLE INC SHS	11/19/12	8,710.80	9,233.05	522.25	213.00
191	VENTAS INC REIT	03/27/12	10,948.12	12,361.52	1,413.40	474.00
814	VERIZON COMMUNICATNS COM	03/27/12	31,664.52	35,221.78	3,557.26	1,677.00
372	VODAFONE GROU PLC SP ADR	03/27/12	10,388.84	9,370.68	(1,018.16)	558.00
253	WALGREEN CO	08/29/12	8,968.62	9,363.53	394.91	279.00
315	WEINGARTEN RLTY INVS SBI REIT	03/27/12	8,322.30	8,432.55	110.25	366.00
Total Equities			754,642.23	809,879.52	55,237.29	33,593.00

PLEASE SEE REVERSE SIDE



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Statement Period
Year Ending 12/31/12

Account No
16H-46237

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Fiscal Statement

TODD BROCK FAMILY FOUNDATION

CURRENT PORTFOLIO SUMMARY

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 12/31/12	Unrealized Gain or (Loss)	Est Annual Income
Mutual Funds/Closed End Funds/UIT						
156	ISHARES IBOXX \$ INVT GRADE CORP BD FUND	03/27/12	18,069.80	18,874.44	804.64	722.00
485	S&P US PFD STK INDEX FD ISHARES	03/27/12	18,972.96	19,215.70	242.74	1,156.00
282	ISHARES IBOXX\$ HIGH YIEL CORPORATE BOND FUND	03/27/12	25,746.49	26,324.70	578.21	1,738.00
Total Mutual Funds/Closed End Funds/UIT			62,789.25	64,414.84	1,625.59	3,616.00

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Statement Period
Year Ending 12/31/12

Account No
16H-46237



Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
STATEMENT 1 ML98909	P	2012-01-01	2012-12-31
STATEMENT 1 ML98909	P	2012-01-01	2012-12-31
STATEMENT 2 ML98911	P	2012-01-01	2012-12-31
STATEMENT 2 ML98911	P	2011-01-01	2012-12-31
STATEMENT 2 ML98911	P	2012-01-01	2012-12-31
STATEMENT 2 ML98911	P	2011-01-01	2012-12-31
STATEMENT 2 ML98911	P	2012-01-01	2012-12-31
STATEMENT 3 ML46237	P	2012-01-01	2012-12-31
STATEMENT 3 ML46237	P	2011-01-01	2012-12-31
STATEMENT 3 ML46237	P	2011-01-01	2012-12-31
STATEMENT 4 ML98910	P	2012-01-01	2012-12-31
STATEMENT 4 ML98910	P	2011-01-01	2012-12-31
STATEMENT 5 BLACK GOLD	P	2011-01-01	2012-12-31
STATEMENT 5 BLACK GOLD	P	2012-01-01	2012-12-31

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
10,246		10,294	-48
280,000		280,000	
64,018		63,620	398
101,651		96,783	4,868
21,280		22,286	-1,006
50,736		49,012	1,724
8,686		8,686	
69,904		72,765	-2,861
10,077		8,888	1,189
8,289		5,292	2,997
61,973			61,973
142,851			142,851
888,726		815,625	73,101
2,345,439		2,274,382	71,057

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-48
			398
			4,868
			-1,006
			1,724
			-2,861
			1,189
			2,997
			61,973
			142,851
			73,101
			71,057

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
BREAKAWAY MINISTRIES PO BOX 9727 PO BOX 9727 COLLEGE STATION,TX 77842	N/A	501(C)(3)	FUNDING OF MINISTRY PROJECTS	20,000
CLAYTON DABNEY FOUNDATION 12335 KINGSRIDE 347 12335 KINGSRIDE 347 HOUSTON,TX 77024	N/A	501(C)(3)	DONATIONS FOR KIDS WITH CANCER	15,000
DARE 2 SHARE PO BOX 745323 PO BOX 745323 ARVADA,CO 80006	N/A	501(C)(3)	FUNDING FOR YOUTH MINISTRY	33,000
FELLOWSHIP OF CHRISTIAN ATHLETES 8701 LEEDS RD 8701 LEEDS RD KANSAS CITY,MO 64129	N/A	501(C)(3)	FUNDING FOR CHRISTIAN ATHLETES	30,000
FOR ALL MAN KIND MOVEMENT PO BOX 7484 PO BOX 7484 BEAUMONT,TX 77726	N/A	501(C)(3)	FUNDING TO SUPPORT THE MINISTRY	160,000
JH RANCH CALIFORNIA 402 OFFICE PARK DR 310 402 OFFICE PARK DR 310 BIRMINGHAM,AL 35223	N/A	501(C)(3)	FUNDING RANCH MINISTRY	3,000
LEGACY CHRISTIAN ACADEMY 8200 HIGHWAY 105 8200 HIGHWAY 105 BEAUMONT,TX 77713	N/A	501(C)(3)	FUNDING FOR CHILD SPONSORSHIP	8,550
MEMORIAL HIGH SCHOOL BOOS 935 ECHO LANE 935 ECHO LANE HOUSTON,TX 77024	N/A	501(C)(3)	FUNDING FOR ANNUAL GOLF TOURNAMENT	2,500
OZONE MINISTRIES 155 CAMP OZARK DR 155 CAMP OZARK DR MOUNT IDA,AR 71957	N/A	501(C)(3)	DONATION FOR YOUTH MINISTRY	2,500
SECOND BAPTIST CHURCH 6400 WOODWAY 6400 WOODWAY HOUSTON,TX 77057	N/A	501(C)(3)	DONATIONS FOR CHURCH	600,000
SHOW HOPE PO BOX 647 PO BOX 647 FRANKLIN,TN 37065	N/A	501(C)(3)	DONATION	15,000
STAR OF HOPE 6897 ARDMORE ST 6897 ARDMORE ST HOUSTON,TX 77054	N/A	501(C)(3)	FUNDING TO HELP HOMELESS	25,000
YELLOWSTONE ACADEMY 3000 TRULLEY ST 3000 TRULLEY ST HOUSTON,TX 77004	N/A	501(C)(3)	FUNDING ANNUAL GOLF TOURNAMENT	5,000
Total  3a				919,550