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Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

OMB No 1545-0052

2012

Open to Public Inspection

For calendar year 2012 or tax year beginning , and ending

Name of foundation
DANIEL D'ANDREA CHARITABLE TRUST

A Employer identification number
26-6650444

Number and street (or P O box number if mail is not delivered to street address) | Room/suite
P.O BOX 1501, NJ2-130-03-31

B Telephone number (see instructions)
609-274-6834

City or town, state, and ZIP code
PENNINGTON NJ 08534-1501

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)* ▶ $ 947,240

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

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

MAY 09 2013

ENVELOPE POSTMARK DATE

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	21,627	21,217		
	5 a Gross rents				
	b Net rental income or (loss)				
	6 a Net gain or (loss) from sale of assets not on line 10	-31,199			
	b Gross sales price for all assets on line 6a 1,426,078				
	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)	-3,423			
	12 **Total.** Add lines 1 through 11	-12,995	21,217	0	
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	1,896			1,896
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16 a Legal fees (attach schedule)	2,470	2,223		247
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule)	11,321	6,793		4,528
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	377	283		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	360	260		100
	24 **Total operating and administrative expenses.** Add lines 13 through 23	16,424	9,559	0	6,771
	25 Contributions, gifts, grants paid	43,558			43,558
	26 **Total expenses and disbursements** Add lines 24 and 25	59,982	9,559	0	50,329
	27 Subtract line 26 from line 12				
	a **Excess of revenue over expenses and disbursements**	-72,977			
	b **Net investment income** (if negative, enter -0-)		11,658		
	c **Adjusted net income** (if negative, enter -0-)			0	

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HTA

Form **990-PF** (2012)

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 (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets	1 Cash—non-interest-bearing	498	857	857
	2 Savings and temporary cash investments	200,183	122,912	122,912
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach schedule) ▶			
	Less allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10 a Investments—U S and state government obligations (attach schedule)			
	b Investments—corporate stock (attach schedule)			
	c Investments—corporate bonds (attach schedule)			
	11 Investments—land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)	797,888	800,694	823,471
	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)	998,569	924,463	947,240
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶)			
	23 **Total liabilities** (add lines 17 through 22)	0	0	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ [X] and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	998,569	924,463	
	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)	998,569	924,463	
	31 **Total liabilities and net assets/fund balances** (see instructions)	998,569	924,463	

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	998,569
2	Enter amount from Part I, line 27a	2	-72,977
3	Other increases not included in line 2 (itemize) ▶ See Attached Statement	3	1,212
4	Add lines 1, 2, and 3	4	926,804
5	Decreases not included in line 2 (itemize) ▶ CY LATE POSTING MUTUAL FUNDS	5	2,341
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	924,463

Part IV Capital Gains and Losses for Tax on Investment Income

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

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			
	(i) 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				0
b				0
c				0
d				0
e				0

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 }	2	-31,199
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	49,311	1,038,232	0 047495
2010	44,650	1,009,382	0.044235
2009	16,412	942,100	0 017421
2008	0	895,739	0 000000
2007			0.000000

2	**Total** of line 1, column (d)	2	0.109151
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	0.027288
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	950,669
5	Multiply line 4 by line 3	5	25,942
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	117
7	Add lines 5 and 6	7	26,059
8	Enter qualifying distributions from Part XII, line 4	8	50,329

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

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

1 a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter. _____ (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☒ and enter 1% of Part I, line 27b	1	117
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	117
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	117
6	Credits/Payments		
a	2012 estimated tax payments and 2011 overpayment credited to 2012 — 6a: 651		
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	651
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	534
11	Enter the amount of line 10 to be: **Credited to 2013 estimated tax** ▶ 117 **Refunded** ▶	11	417

Part VII-A Statements Regarding Activities

			Yes	No
1 a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?	1b		X
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ▶ $ _____ (2) On foundation managers ▶ $ _____			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ _____			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4 a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b	N/A	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	X	
8 a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ NY			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		X

Part VII-A Statements Regarding Activities *(continued)*

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ MLTC, A DIVISION OF BANK OF AMERICA, N A Telephone no ▶ 609-274-6834
Located at ▶ 1300 MERRILL LYNCH DRIVE PENNINGTON NJ ZIP+4 ▶ 08534-1501

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

			Yes	No
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? 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		X

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

			Yes	No
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☒ No		
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No		
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No		
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☒ Yes ☐ No		
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No		
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	☐ Yes ☒ No		
b	If any answer is "Yes" to 1a(1)–(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ▶ ☐	1b		X
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?	1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? ☐ Yes ☒ No If "Yes," list the years ▶ 20_____, 20_____, 20_____, 20_____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see instructions)	2b	N/A	
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ 20_____, 20_____, 20_____, 20_____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2012 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012)*	3b	N/A	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?	4b		X

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

5a	During the year did the foundation pay or incur any amount to				
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	☐ Yes	☒ No		
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	☐ Yes	☒ No		
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	☐ Yes	☒ No		
	(4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions)	☐ Yes	☒ No		
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	☐ Yes	☒ No		
b	If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)?			5b	N/A
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐				
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A	☐ Yes	☐ No		
	If "Yes," attach the statement required by Regulations section 53 4945–5(d)				
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	☐ Yes	☒ No		
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? *If "Yes" to 6b, file Form 8870*			6b	X
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	☐ Yes	☒ No		
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?			7b	N/A

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
DANIEL D'ANDREA 114 COUNTRY PARKWAY WILLIAMSVILLE, N	TRUSTEE 2.00			
BRUCE D REINOSO 98 CHATHAM AVE BUFFALO, NY 14216	TRUSTEE 2 00	1,896		

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 ▶ 0

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

3 Five highest-paid independent contractors for professional services (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 NONE	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	
2	
All other program-related investments See instructions 3 NONE	
Total. Add lines 1 through 3 ▶	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	856,128
b	Average of monthly cash balances		1b	109,018
c	Fair market value of all other assets (see instructions)		1c	
d	**Total** (add lines 1a, b, and c)		1d	965,146
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	965,146
4	Cash deemed held for charitable activities Enter 1 ½ % of line 3 (for greater amount, see instructions)		4	14,477
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4		5	950,669
6	**Minimum investment return.** Enter 5% of line 5		6	47,533

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	47,533
2a	Tax on investment income for 2012 from Part VI, line 5	2a	117		
b	Income tax for 2012 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	117
3	Distributable amount before adjustments Subtract line 2c from line 1			3	47,416
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	47,416
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	47,416

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	50,329
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	50,329
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	117
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	50,212

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				47,416
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			38,212	
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 ► $ 50,329				
a Applied to 2011, but not more than line 2a			38,212	
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				12,117
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2012 *(If an amount appears in column (d), the same amount must be shown in column (a))*				
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
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				35,299
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				
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				

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

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

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

	Tax year	Prior 3 years			(e) Total
	(a) 2012	(b) 2011	(c) 2010	(d) 2009	
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					0
b 85% of line 2a					0
c Qualifying distributions from Part XII, line 4 for each year listed					0
d Amounts included in line 2c not used directly for active conduct of exempt activities					0
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					0
3 Complete 3a, b, or c for the alternative test relied upon a "Assets" alternative test—enter (1) Value of all assets					0
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					0
b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					0
c "Support" alternative test—enter. (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					0
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					0
(3) Largest amount of support from an exempt organization					0
(4) Gross investment income					0

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

1 **Information Regarding Foundation Managers:**

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

DANIEL DANDREA

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

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

c Any submission deadlines·

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year* See Attached Statement				
Total ▶ **3a**				43,558
b *Approved for future payment* NONE				
Total ▶ **3b**				0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	Related or exempt function income (See instructions)
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	21,627	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	-31,199	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a OTHER INCOME				-3,423	
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)		0		-12,995	0
13 **Total.** Add line 12, columns (b), (d), and (e)				13	-12,995

(See worksheet in line 13 instructions to verify calculations)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions)
	Not Applicable

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

		Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?		
a	Transfers from the reporting foundation to a noncharitable exempt organization of.		
	(1) Cash	1a(1)	X
	(2) Other assets	1a(2)	X
b	Other transactions		
	(1) Sales of assets to a noncharitable exempt organization	1b(1)	X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)	X
	(3) Rental of facilities, equipment, or other assets	1b(3)	X
	(4) Reimbursement arrangements	1b(4)	X
	(5) Loans or loan guarantees	1b(5)	X
	(6) Performance of services or membership or fundraising solicitations	1b(6)	X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c	X

d If the answer to any of the above is "Yes," complete the following schedule. Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
		Not Applicable	

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

b If "Yes," complete the following schedule.

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

Sign Here

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

Bruce D Remso, Trustee 4/29/13 Trustee

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	Check ☒ if self-employed	PTIN
DONALD J ROMAN		4/19/2013		P00364310

Firm's name ▶ PricewaterhouseCoopers, LLP Firm's EIN ▶ 13-4008324

Firm's address ▶ 600 GRANT STREET, PITTSBURGH, PA 15219 Phone no 412-355-6000

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

Recipient(s) paid during the year

Name	NIAGARA UNIVERSITY			
Street	5795 Lewiston Rd			
City	LEWISTON	**State** NY	**Zip Code** 14109	**Foreign Country**
Relationship	NONE	**Foundation Status**	501(C)3	
Purpose of grant/contribution	GENERAL OPERATING			**Amount** 33,558

Name	CRAIG HOSPITAL FOUNDATION			
Street	3425 S Clarkson St			
City	ENGLEWOOD	**State** CO	**Zip Code** 80113	**Foreign Country**
Relationship	NONE	**Foundation Status**	501(C)3	
Purpose of grant/contribution	GENERAL OPERATING			**Amount** 10,000

Name				
Street				
City		**State**	**Zip Code**	**Foreign Country**
Relationship		**Foundation Status**		
Purpose of grant/contribution				**Amount**

Name				
Street				
City		**State**	**Zip Code**	**Foreign Country**
Relationship		**Foundation Status**		
Purpose of grant/contribution				**Amount**

Name				
Street				
City		**State**	**Zip Code**	**Foreign Country**
Relationship		**Foundation Status**		
Purpose of grant/contribution				**Amount**

Name				
Street				
City		**State**	**Zip Code**	**Foreign Country**
Relationship		**Foundation Status**		
Purpose of grant/contribution				**Amount**

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

	Amount
Long Term CG Distributions	2,416
Short Term CG Distributions	0

	Totals	Gross Sales	Cost, Other Basis and Expenses	Net Gain or Loss
Capital Gains/Losses		1,426,078	1,457,277	-31,199
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 Improve-ments	Depreciation	Adjustments	Net Gain or Loss
1	X	AQR DIVERSIFIED	00203H602			6/12/2012		10/1/2012	6	6				0	0
2	X	AQR MANAGED FUTURES	00203H859			6/4/2012		8/29/2012	4	5				0	-1
3	X	AQR MANAGED FUTURES	00203H859			6/4/2012		8/29/2012	22,097	23,228				0	-1,131
4	X	ARBITRAGE FUNDS CL I	03875R205			6/12/2012		9/12/2012	23,506	23,416				0	90
5	X	ARBITRAGE FUNDS CL I	03875R205			6/12/2012		9/12/2012	6	6				0	0
6	X	GUGGENHEIM CHINA REAL	18383Q861			3/13/2012		5/7/2012	8,397	8,680				0	-283
7	X	GUGGENHEIM CHINA REAL	18383Q861			3/13/2012		5/8/2012	9,464	10,023				0	-559
8	X	WHFIT - SALE	23129U101			2/8/2012		5/17/2012	25,728	25,728				0	0
9	X	WHFIT - SALE	23129X105			3/19/2012		8/14/2012	13,932	13,932				0	0
10	X	WHFIT - SALE	23130C108			1/31/2011		1/27/2012	921	921				0	0
11	X	WHFIT - SALE	23130C108			8/9/2010		1/27/2012	27,624	27,624				0	0
12	X	WHFIT - SALE	23130M106			3/19/2012		3/23/2012	13,953	14,097				0	-144
13	X	FIRST TR HEALTH CARE	33734X143			5/29/2012		6/12/2012	23,309	23,513				0	-204
14	X	ING ALTERNATIVE BETA	44981N654			6/4/2012		12/10/2012	7	7				0	0
15	X	ALPS ALERIAN MLP ETF	00162Q866			8/14/2012		12/6/2012	9,064	9,090				0	-26
16	X	AQR DIVERSIFIED	00203H602			6/12/2012		10/1/2012	23,629	23,416				0	213
17	X	ING ALTERNATIVE BETA	44981N654			6/4/2012		12/10/2012	22,432	23,225				0	-793
18	X	IQ HEDGE MULTI-STRAT	45409B107			2/23/2011		1/27/2012	19,354	18,909				0	445
19	X	IQ HEDGE MULTI-STRAT	45409B107			2/23/2011		5/29/2012	981	968				0	13
20	X	IQ HEDGE MULTI-STRAT	45409B107			10/27/2011		5/29/2012	17,380	17,813				0	-433
21	X	IQ MERGER ARBITRAGE ETF	45409B800			1/27/2012		2/9/2012	18,365	18,439				0	-74
22	X	ISHARES MSCI BRAZIL FREE	464286400			8/20/2012		11/15/2012	22,019	23,916				0	-1,897
23	X	ISHARES MSCI PACIFIC	464286665			10/12/2011		1/27/2012	7,857	7,598				0	259
24	X	ISHARES MSCI PACIFIC	464286665			8/16/2011		1/27/2012	7,987	7,947				0	40
25	X	ISHARES MSCI JAPAN INDEX	464286848			10/27/2011		1/27/2012	11,150	11,580				0	-430
26	X	ISHARES MSCI HONG KONG	464286871			3/13/2012		5/14/2012	22,549	24,794				0	-2,245
27	X	ISHARES BARCLAYS TIPS BO	464287176			6/28/2010		1/27/2012	32,763	29,577				0	3,186
28	X	ISHARES BARCLAYS TIPS BO	464287176			6/28/2010		9/12/2012	1,325	1,175				0	150
29	X	ISHARES BARCLAYS TIPS BO	464287176			8/16/2011		9/12/2012	24,699	23,794				0	905
30	X	ISHARES BARCLAYS TIPS BO	464287176			9/22/2010		9/12/2012	2,289	2,086				0	203
31	X	ISHARES CORE TOTAL U S	464287226			5/20/2011		1/27/2012	31,068	30,064				0	1,004
32	X	ISHARES CORE TOTAL U S	464287226			5/25/2011		1/27/2012	3,317	3,214				0	103
33	X	ISHARES CORE TOTAL U S	464287226			5/25/2011		9/12/2012	28,016	26,887				0	1,129
34	X	ISHARES MSCI EMERGING	464287234			1/27/2012		10/31/2012	11,665	12,023				0	-358
35	X	ISHARES S&P GLOBAL INFO	464287291			2/28/2011		1/18/2012	3,233	3,430				0	-197
36	X	ISHARES S&P GLOBAL INFO	464287291			2/23/2011		1/18/2012	793	819				0	-26
37	X	ISHARES S&P GLOBAL INFO	464287291			8/3/2010		1/18/2012	3,538	3,178				0	360
38	X	ISHARES S&P GLOBAL INFO	464287291			10/10/2011		1/18/2012	18,602	17,720				0	882
39	X	ISHARES S&P LATIN AMERIC	464287390			8/16/2011		4/13/2012	2,158	2,106				0	52
40	X	ISHARES S&P LATIN AMERIC	464287390			8/16/2011		4/13/2012	13,914	14,849				0	-935
41	X	ISHARES S&P LATIN AMERIC	464287390			1/27/2012		4/13/2012	7,990	8,160				0	-170
42	X	ISHARES BARCLYS 1-3 YEAR	464287457			5/25/2011		1/27/2012	31,803	31,686				0	117
43	X	ISHARES BARCLYS 1-3 YEAR	464287457			5/25/2011		9/12/2012	27,701	27,641				0	60
44	X	ISHARES MSCI EAFE INDEX	464287465			1/27/2012		6/13/2012	45,722	49,219				0	-3,497
45	X	ISHARES DOW JONES US	464287739			2/8/2012		11/15/2012	18,595	18,663				0	-68
46	X	ISHARES MSCI EAFE SMALL	464288273			3/13/2012		5/7/2012	24,095	24,764				0	-669
47	X	ISHARES JP MORGAN EM BO	464288281			10/4/2010		1/27/2012	10,261	10,339				0	-78
48	X	ISHARES JP MORGAN EM BO	464288281			9/22/2010		1/27/2012	7,172	7,138				0	34
49	X	ISHARES JP MORGAN EM BO	464288281			10/25/2011		1/27/2012	12,468	12,324				0	144
50	X	ISHARES TR FTSE NAREIT	464288547			1/27/2012		2/1/2012	18,528	18,531				0	-3
51	X	ISHARES TR FTSE NAREIT	464288547			6/18/2012		11/13/2012	18,351	17,710				0	641
52	X	ISHARES TR DJ US BROKER	464288794			9/12/2012		11/15/2012	16,011	17,265				0	-1,254
53	X	ISHARES S&P MOD ALLOCAT	464289875			1/27/2012		3/13/2012	50,964	49,968				0	996
54	X	ISHARES S&P MOD ALLOCAT	464289875			1/27/2012		8/20/2012	20,352	19,938				0	414
55	X	ISHARES S&P MOD ALLOCAT	464289875			1/27/2012		9/12/2012	24,062	23,271				0	791
56	X	ISHARES S&P MOD ALLOCAT	464289875			7/2/2012		10/31/2012	18,532	18,146				0	386
57	X	ISHARES S&P MOD ALLOCAT	464289875			1/27/2012		10/31/2012	5,591	5,443				0	148
58	X	JP MORGAN HIGHBRIDGE	4812A2439			6/12/2012		8/29/2012	12	12				0	0
59	X	JP MORGAN HIGHBRIDGE	4812A2439			6/12/2012		8/29/2012	23,442	23,409				0	33
60	X	MARKET VECTORS RUSSIA	57060U506			9/12/2012		11/15/2012	15,674	17,244				0	-1,570
61	X	MARKET VECTORS HARD	57060U795			1/27/2012		5/7/2012	20,168	21,536				0	-1,368
62	X	PIMCO COMMODITY REAL	72201M842			10/27/2011		1/27/2012	7	8				0	-1
63	X	PIMCO COMMODITY REAL	72201M842			7/23/2010		1/27/2012	9,501	10,447				0	-946
64	X	PIMCO COMMODITY REAL	72201M842			7/23/2010		1/27/2012	0	0				0	0
65	X	PIMCO COMMODITY REAL	72201M842			3/8/2011		6/14/2012	16,537	26,244				0	-9,707
66	X	PIMCO COMMODITY REAL	72201M842			7/23/2010		6/14/2012	6	7				0	-1
67	X	PIMCO COMMODITY REAL	72201M842			9/27/2010		6/14/2012	6	8				0	-2
68	X	PIMCO COMMODITY REAL	72201M842			7/23/2010		6/14/2012	5,492	6,805				0	-1,313

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

	Amount
Long Term CG Distributions	2,416
Short Term CG Distributions	0

	Totals	Gross Sales	Cost, Other Basis and Expenses	Net Gain or Loss
Capital Gains/Losses		1,426,078	1,457,277	-31,199
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 Improve-ments	Depreciation	Adjustments	Net Gain or Loss
69	X	PIMCO COMMODITY REAL	72201M842			9/27/2010		6/14/2012	3,573	4,740				0	-1,167
70	X	PIMCO COMMODITY REAL	72201M842			3/8/2011		6/14/2012	6	9				0	-3
71	X	PIMCO COMMODITY REAL	72201M842			10/27/2011		6/14/2012	12,847	16,711				0	-3,864
72	X	DB US DOLLAR IND BULLISH	73936D107			1/27/2012		2/8/2012	27,594	27,700				0	-106
73	X	DB US DOLLAR IND BULLISH	73936D107			5/21/2012		5/29/2012	13,471	13,235				0	236
74	X	SPDR S&P 500 ETF TRUST	78462F103			8/1/2011		1/27/2012	1,578	1,547				0	31
75	X	SPDR S&P 500 ETF TRUST	78462F103			7/5/2011		1/27/2012	11,443	11,650				0	-207
76	X	WHFIT - TRUST ASSET SALE	78463V107			3/21/2011		1/11/2012	5	4				0	1
77	X	WHFIT - TRUST ASSET SALE	78463V107			11/11/2011		1/11/2012	4	4				0	0
78	X	WHFIT - TRUST ASSET SALE	78463V107			11/11/2011		1/11/2012	5	5				0	0
79	X	WHFIT - TRUST ASSET SALE	78463V107			3/21/2011		2/14/2012	4	4				0	0
80	X	WHFIT - TRUST ASSET SALE	78463V107			1/27/2012		2/14/2012	4	4				0	0
81	X	WHFIT - TRUST ASSET SALE	78463V107			11/11/2011		2/14/2012	3	3				0	0
82	X	WHFIT - TRUST ASSET SALE	78463V107			11/11/2011		2/14/2012	5	5				0	0
83	X	WHFIT - TRUST ASSET SALE	78463V107			3/21/2011		3/13/2012	5	4				0	1
84	X	WHFIT - TRUST ASSET SALE	78463V107			1/27/2012		3/13/2012	4	4				0	0
85	X	WHFIT - TRUST ASSET SALE	78463V107			11/11/2011		3/13/2012	3	4				0	-1
86	X	WHFIT - TRUST ASSET SALE	78463V107			11/11/2011		3/13/2012	5	5				0	0
87	X	WHFIT - SALE	78463V107			11/11/2011		3/19/2012	10,844	11,574				0	-730
88	X	WHFIT - SALE	78463V107			3/21/2011		3/19/2012	14,404	12,413				0	1,991
89	X	WHFIT - TRUST ASSET SALE	78463V107			1/27/2012		4/10/2012	4	5				0	-1
90	X	WHFIT - TRUST ASSET SALE	78463V107			11/11/2011		4/10/2012	5	6				0	-1
91	X	WHFIT - TRUST ASSET SALE	78463V107			1/27/2012		5/16/2012	5	5				0	0
92	X	WHFIT - TRUST ASSET SALE	78463V107			11/11/2011		5/16/2012	6	7				0	-1
93	X	WHFIT - TRUST ASSET SALE	78463V107			11/11/2011		6/12/2012	5	5				0	0
94	X	WHFIT - TRUST ASSET SALE	78463V107			1/27/2012		6/12/2012	4	4				0	0
95	X	WHFIT - TRUST ASSET SALE	78463V107			1/27/2012		7/6/2012	4	4				0	0
96	X	WHFIT - TRUST ASSET SALE	78463V107			11/11/2011		7/6/2012	5	5				0	0
97	X	WHFIT - TRUST ASSET SALE	78463V107			11/11/2011		8/10/2012	5	5				0	0
98	X	WHFIT - TRUST ASSET SALE	78463V107			1/27/2012		8/10/2012	4	4				0	0
99	X	WHFIT - TRUST ASSET SALE	78463V107			11/11/2011		9/12/2012	5	5				0	0
100	X	WHFIT - TRUST ASSET SALE	78463V107			1/27/2012		9/12/2012	4	4				0	0
101	X	WHFIT - TRUST ASSET SALE	78463V107			9/12/2012		10/8/2012	6	6				0	0
102	X	WHFIT - TRUST ASSET SALE	78463V107			11/11/2011		10/8/2012	6	6				0	0
103	X	WHFIT - TRUST ASSET SALE	78463V107			1/27/2012		10/8/2012	4	4				0	0
104	X	WHFIT - TRUST ASSET SALE	78463V107			10/31/2012		11/19/2012	20	20				0	0
105	X	WHFIT - TRUST ASSET SALE	78463V107			9/12/2012		11/19/2012	6	6				0	0
106	X	WHFIT - TRUST ASSET SALE	78463V107			11/11/2011		11/19/2012	5	5				0	0
107	X	WHFIT - TRUST ASSET SALE	78463V107			1/27/2012		11/19/2012	4	4				0	0
108	X	WHFIT - TRUST ASSET SALE	78463V107			9/12/2012		12/11/2012	6	6				0	0
109	X	WHFIT - TRUST ASSET SALE	78463V107			10/31/2012		12/11/2012	19	19				0	0
110	X	WHFIT - TRUST ASSET SALE	78463V107			11/11/2011		12/11/2012	5	5				0	0
111	X	WHFIT - TRUST ASSET SALE	78463V107			1/27/2012		12/11/2012	4	4				0	0
112	X	SPDR S P CHINA	78463X400			10/12/2011		1/27/2012	7,132	6,535				0	597
113	X	SPDR S P CHINA	78463X400			10/27/2011		5/17/2012	13,493	14,617				0	-1,124
114	X	SPDR S P CHINA	78463X400			10/12/2011		5/17/2012	8,558	8,777				0	-219
115	X	SPDR BARCLAYS INTL	78464A516			9/13/2010		1/27/2012	242	249				0	-7
116	X	SPDR S P METALS MINING	78464A755			9/12/2012		11/15/2012	15,898	17,234				0	-1,336
117	X	MATERIALS SELECT SECTOR	81369Y100			1/27/2012		5/14/2012	23,014	24,677				0	-1,663
118	X	SECTOR SPDR CONSMRS ST	81369Y308			5/29/2012		11/15/2012	23,548	23,590				0	-42
119	X	CONSUMER DISCRETIONARY	81369Y407			1/27/2012		6/4/2012	24,746	24,688				0	58
120	X	SECTOR SPDR FINANCIAL	81369Y605			1/27/2012		6/4/2012	440	469				0	-29
121	X	SECTOR SPDR FINANCIAL	81369Y605			1/18/2012		6/4/2012	22,875	23,952				0	-1,077
122	X	SECTOR SPDR INDUSTRIAL	81369Y704			1/27/2012		5/17/2012	553	585				0	-32
123	X	SECTOR SPDR INDUSTRIAL	81369Y704			1/18/2012		5/17/2012	22,809	23,747				0	-938
124	X	VANGUARD MSCI EUROPE	921943858			7/2/2012		10/31/2012	4,721	4,508				0	213
125	X	VANGUARD FTSE ALL WORLD	922042775			8/14/2012		10/10/2012	23 283	23,220				0	63
126	X	VANGUARD MSCI EUROPEAN	922042874			10/27/2011		1/27/2012	19,901	21,694				0	-1,793
127	X	VANGUARD MSCI EUROPEAN	922042874			10/12/2011		1/27/2012	3,566	3,645				0	-79
128	X	VANGUARD MSCI EUROPEAN	922042874			8/15/2011		1/27/2012	4,183	5,075				0	-892
129	X	VANGUARD MSCI EUROPEAN	922042874			3/9/2011		1/27/2012	881	1,082				0	-201
130	X	VANGUARD MSCI EUROPEAN	922042874			8/10/2010		1/27/2012	12,680	14,133				0	-1,453
131	X	VANGUARD MSCI EUROPEAN	922042874			3/8/2010		1/27/2012	1,145	1,271				0	-126
132	X	VANGUARD SMALL CAP	922908751			7/6/2011		1/27/2012	5,777	6,158				0	-381
133	X	VANGUARD SMALL CAP	922908751			12/1/2011		1/27/2012	16,056	15,016				0	1,040
134	X	VANGUARD SMALL CAP	922908751			8/1/2011		1/27/2012	17,782	17,706				0	76
135	X	WISDOMTREE EMERGING	97717W133			10/27/2011		1/27/2012	43,561	45,623				0	-2,062
136	X	WISDOMTREE EMERGING	97717W133			10/4/2010		1/27/2012	11,615	12,735				0	-1,120

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

	Amount
Long Term CG Distributions	2,416
Short Term CG Distributions	0

	Totals	Gross Sales	Cost, Other Basis and Expenses	Net Gain or Loss
Capital Gains/Losses		1,426,078	1,457,277	-31,199
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 Improve-ments	Depreciation	Adjustments	Net Gain or Loss
137	X	WISDOMTREE JAP S/C DVD F	97717W836			10/10/2011		1/27/2012	14,060	14,176				0	-116
138	X	WISDOMTREE JAP S/C DVD F	97717W836			8/3/2010		1/27/2012	3,504	3,262				0	242
139	X	WISDOMTREE JAP S/C DVD F	97717W836			4/12/2010		1/27/2012	1,730	1,709				0	21
140	X	WISDOMTREE JAP S/C DVD F	97717W836			2/22/2010		1/27/2012	1,817	1,646				0	171
141															0
142															0

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

		-3,423	0	0
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income
1	OTHER INCOME	-3,423		
2				

Part I, Line 16a (990-PF) - Legal Fees

		2,470	2,223	0	247
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	LEGAL FEES	2,470	2,223		247

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

		11,321	6,793	0	4,528
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	MERRILL LYNCH FEES AS AGENT	11,321	6,793		4,528

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

		377	283	0	0
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	FOREIGN TAXES WITHHELD	283	283		
2	ESTIMATED EXCISE PAYMENTS	94			
3					

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

		360	260	0	100
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	INVESTMENT FEES	244	244		
2	STATE AG FEES	100			100
3	PARTNERSHIP DEDUCTIONS	16	16		

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

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

1	PY LATE POSTING MUTUAL FUNDS	1	1,200
2	COST BASIS ADJUSTMENT	2	12
3	Total	3	1,212

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

1	CY LATE POSTING MUTUAL FUNDS	1	2,341
2	Total	2	2,341

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

	Amount
Long Term CG Distributions	2 416
Short Term CG Distributions	0

	Description of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses
						1 423 662	0	0	1 457 277	-33 615	0	0	0	-33,615
1	AQR DIVERSIFIED	00203H602		6/12/2012	10/1/2012	6		0	6	0	0	0	0	0
2	AQR MANAGED FUTURES	00203H859		6/4/2012	8/29/2012	4		0	5	-1	0	0	0	-1
3	AQR MANAGED FUTURES	00203H859		6/4/2012	8/29/2012	22,097		0	23,228	-1,131	0	0	0	-1,131
4	ARBITRAGE FUNDS CL I	03875R205		6/12/2012	9/12/2012	23 506		0	23,416	90	0	0	0	90
5	ARBITRAGE FUNDS CL I	03875R205		6/12/2012	9/12/2012	6		0	6	0	0	0	0	0
6	GUGGENHEIM CHINA REAL	18383Q861		3/13/2012	5/7/2012	8,397		0	8 680	-283	0	0	0	-283
7	GUGGENHEIM CHINA REAL	18383Q861		3/13/2012	5/8/2012	9,464		0	10,023	-559	0	0	0	-559
8	WHFIT - SALE	23129U101		2/8/2012	5/17/2012	25,728		0	25 728	0	0	0	0	0
9	WHFIT - SALE	23129X105		3/19/2012	8/14/2012	13 932		0	13 932	0	0	0	0	0
10	WHFIT - SALE	23130C108		1/31/2011	1/27/2012	921		0	921	0	0	0	0	0
11	WHFIT - SALE	23130C108		8/9/2010	1/27/2012	27 624		0	27 624	0	0	0	0	0
12	WHFIT - SALE	23130M106		3/19/2012	3/23/2012	13 953		0	14,097	-144	0	0	0	-144
13	FIRST TR HEALTH CARE	33734X143		5/29/2012	6/12/2012	23 309		0	23,513	-204	0	0	0	-204
14	ING ALTERNATIVE BETA	44981N654		6/4/2012	12/10/2012	7		0	7	0	0	0	0	0
15	ALPS ALERIAN MLP ETF	00162Q866		8/14/2012	12/6/2012	9 064		0	9 090	-26	0	0	0	-26
16	AQR DIVERSIFIED	00203H602		6/12/2012	10/1/2012	23,629		0	23 416	213	0	0	0	213
17	ING ALTERNATIVE BETA	44981N654		6/4/2012	12/10/2012	22,432		0	23,225	-793	0	0	0	-793
18	IQ HEDGE MULTI-STRAT	45409B107		2/23/2011	1/27/2012	19,354		0	18,909	445	0	0	0	445
19	IQ HEDGE MULTI-STRAT	45409B107		2/23/2011	5/29/2012	981		0	968	13	0	0	0	13
20	IQ HEDGE MULTI-STRAT	45409B107		10/27/2011	5/29/2012	17,380		0	17,813	-433	0	0	0	-433
21	IQ MERGER ARBITRAGE ETF	45409B800		1/27/2012	2/9/2012	18 365		0	18,439	-74	0	0	0	-74
22	ISHARES MSCI BRAZIL FREE	464286400		8/20/2012	11/15/2012	22,019		0	23 916	1 897	0	0	0	-1,897
23	ISHARES MSCI PACIFIC	464286665		10/12/2011	1/27/2012	7 857		0	7 598	259	0	0	0	259
24	ISHARES MSCI PACIFIC	464286665		8/16/2011	1/27/2012	7 987		0	7 947	40	0	0	0	40
25	ISHARES MSCI JAPAN INDEX	464286848		10/27/2011	1/27/2012	11 150		0	11 580	-430	0	0	0	-430
26	ISHARES MSCI HONG KONG	464286871		3/13/2012	5/14/2012	22 549		0	24 794	-2,245	0	0	0	-2 245
27	ISHARES BARCLAYS TIPS BO	464287176		6/28/2010	1/27/2012	32 763		0	29 577	3 186	0	0	0	3 186
28	ISHARES BARCLAYS TIPS BO	464287176		6/28/2010	9/12/2012	1,325		0	1,175	150	0	0	0	150
29	ISHARES BARCLAYS TIPS BO	464287176		8/16/2011	9/12/2012	24 699		0	23,794	905	0	0	0	905
30	ISHARES BARCLAYS TIPS BO	464287176		9/22/2010	9/12/2012	2,289		0	2,086	203	0	0	0	203
31	ISHARES CORE TOTAL U S	464287226		5/20/2011	1/27/2012	31,068		0	30 064	1,004	0	0	0	1,004
32	ISHARES CORE TOTAL U S	464287226		5/25/2011	1/27/2012	3 317		0	3,214	103	0	0	0	103
33	ISHARES CORE TOTAL U S	464287226		5/25/2011	9/12/2012	28 016		0	26,887	1,129	0	0	0	1,129
34	ISHARES MSCI EMERGING	464287234		1/27/2012	10/31/2012	11,665		0	12,023	-358	0	0	0	-358
35	ISHARES S&P GLOBAL INFO	464287291		2/28/2011	1/18/2012	3,233		0	3,430	-197	0	0	0	-197
36	ISHARES S&P GLOBAL INFO	464287291		2/23/2011	1/18/2012	793		0	819	26	0	0	0	-26
37	ISHARES S&P GLOBAL INFO	464287291		8/3/2010	1/18/2012	3 538		0	3,178	360	0	0	0	360
38	ISHARES S&P GLOBAL INFO	464287291		10/10/2011	1/18/2012	18 602		0	17 720	882	0	0	0	882
39	ISHARES S&P LATIN AMERIC	464287390		8/16/2011	4/13/2012	2,158		0	2 106	52	0	0	0	52
40	ISHARES S&P LATIN AMERIC	464287390		8/16/2011	4/13/2012	13 914		0	14 849	-935	0	0	0	-935
41	ISHARES S&P LATIN AMERIC	464287390		1/27/2012	4/13/2012	7 990		0	8 160	-170	0	0	0	-170
42	ISHARES BARCLYS 1-3 YEAR	464287457		5/25/2011	1/27/2012	31 803		0	31,686	117	0	0	0	117
43	ISHARES BARCLYS 1-3 YEAR	464287457		5/25/2011	9/12/2012	27 701		0	27,641	60	0	0	0	60
44	ISHARES MSCI EAFE INDEX	464287465		1/27/2012	6/13/2012	45 722		0	49,219	-3,497	0	0	0	-3 497
45	ISHARES DOW JONES US	464287739		2/8/2012	11/15/2012	18,595		0	18,663	-68	0	0	0	-68
46	ISHARES MSCI EAFE SMALL	464288273		3/13/2012	5/7/2012	24 095		0	24,764	-669	0	0	0	-669
47	ISHARES JP MORGAN EM BON	464288281		10/4/2010	1/27/2012	10 261		0	10,339	-78	0	0	0	-78
48	ISHARES JP MORGAN EM BON	464288281		9/22/2010	1/27/2012	7,172		0	7,138	34	0	0	0	34
49	ISHARES JP MORGAN EM BON	464288281		10/25/2011	1/27/2012	12 468		0	12,324	144	0	0	0	144
50	ISHARES TR FTSE NAREIT	464288547		1/27/2012	2/1/2012	18 528		0	18 531	-3	0	0	0	-3
51	ISHARES TR FTSE NAREIT	464288547		6/18/2012	11/13/2012	18,351		0	17 710	641	0	0	0	641
52	ISHARES TR DJ US BROKER	464288794		9/12/2012	11/15/2012	16,011		0	17 265	-1 254	0	0	0	-1 254
53	ISHARES S&P MOD ALLOCATI	464289875		1/27/2012	3/13/2012	50,964		0	49 968	996	0	0	0	996
54	ISHARES S&P MOD ALLOCATI	464289875		1/27/2012	8/20/2012	20,352		0	19 938	414	0	0	0	414
55	ISHARES S&P MOD ALLOCATI	464289875		1/27/2012	9/12/2012	24,062		0	23,271	791	0	0	0	791
56	ISHARES S&P MOD ALLOCATI	464289875		7/2/2012	10/31/2012	18 532		0	18 146	386	0	0	0	386
57	ISHARES S&P MOD ALLOCATI	464289875		1/27/2012	10/31/2012	5 591		0	5 443	148	0	0	0	148
58	JP MORGAN HIGHBRIDGE	4812A2439		6/12/2012	8/29/2012	12		0	12	0	0	0	0	0
59	JP MORGAN HIGHBRIDGE	4812A2439		6/12/2012	8/29/2012	23 442		0	23 409	33	0	0	0	33
60	MARKET VECTORS RUSSIA	57060U506		9/12/2012	11/15/2012	15 674		0	17,244	-1 570	0	0	0	-1,570
61	MARKET VECTORS HARD	57060U795		1/27/2012	5/7/2012	20 168		0	21 536	-1 368	0	0	0	-1,368
62	PIMCO COMMODITY REAL	72201M842		10/27/2011	1/27/2012	7		0	8	-1	0	0	0	-1
63	PIMCO COMMODITY REAL	72201M842		7/23/2010	1/27/2012	9 501		0	10 447	-946	0	0	0	-946
64	PIMCO COMMODITY REAL	72201M842		7/23/2010	1/27/2012	0		0	0	0	0	0	0	0
65	PIMCO COMMODITY REAL	72201M842		3/8/2011	6/14/2012	16 537		0	26 244	-9 707	0	0	0	-9 707
66	PIMCO COMMODITY REAL	72201M842		7/23/2010	6/14/2012	6		0	7	-1	0	0	0	-1
67	PIMCO COMMODITY REAL	72201M842		9/27/2010	6/14/2012	6		0	8	-2	0	0	0	-2
68	PIMCO COMMODITY REAL	72201M842		7/23/2010	6/14/2012	5 492		0	6 805	-1 313	0	0	0	-1 313
69	PIMCO COMMODITY REAL	72201M842		9/27/2010	6/14/2012	3 573		0	4 740	-1 167	0	0	0	-1,167
70	PIMCO COMMODITY REAL	72201M842		3/8/2011	6/14/2012	6		0	9	-3	0	0	0	-3
71	PIMCO COMMODITY REAL	72201M842		10/27/2011	6/14/2012	12 847		0	16 711	-3,864	0	0	0	-3,864
72	DB US DOLLAR IND BULLISH	73936D107		1/27/2012	2/8/2012	27 594		0	27 700	-106	0	0	0	-106
73	DB US DOLLAR IND BULLISH	73936D107		5/21/2012	5/29/2012	13,471		0	13,235	236	0	0	0	236
74	SPDR S&P 500 ETF TRUST	78462F103		8/1/2011	1/27/2012	1,578		0	1,547	31	0	0	0	31
75	SPDR S&P 500 ETF TRUST	78462F103		7/5/2011	1/27/2012	11 443		0	11 650	-207	0	0	0	-207
76	WHFIT - TRUST ASSET SALE	78463V107		3/21/2011	1/11/2012	5		0	4	1	0	0	0	1
77	WHFIT - TRUST ASSET SALE	78463V107		11/11/2011	1/11/2012	4		0	4	0	0	0	0	0
78	WHFIT - TRUST ASSET SALE	78463V107		11/11/2011	1/11/2012	5		0	5	0	0	0	0	0
79	WHFIT - TRUST ASSET SALE	78463V107		3/21/2011	2/14/2012	4		0	4	0	0	0	0	0
80	WHFIT - TRUST ASSET SALE	78463V107		1/27/2012	2/14/2012	4		0	4	0	0	0	0	0
81	WHFIT - TRUST ASSET SALE	78463V107		11/11/2011	2/14/2012	3		0	3	0	0	0	0	0
82	WHFIT - TRUST ASSET SALE	78463V107		11/11/2011	2/14/2012	5		0	5	0	0	0	0	0
83	WHFIT - TRUST ASSET SALE	78463V107		3/21/2011	3/13/2012	5		0	4	1	0	0	0	1
84	WHFIT - TRUST ASSET SALE	78463V107		1/27/2012	3/13/2012	4		0	4	0	0	0	0	0

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

	Amount
Long Term CG Distributions	2 416
Short Term CG Distributions	0

	Description of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses
						1 423 662	0	0	1,457 277	-33 615	0	0	0	-33 615
85	WHFIT - TRUST ASSET SALE	78463V107		11/11/2011	3/13/2012	3		0	4	-1	0	0	0	-1
86	WHFIT - TRUST ASSET SALE	78463V107		11/11/2011	3/13/2012	5		0	5	0	0	0	0	0
87	WHFIT - SALE	78463V107		11/11/2011	3/19/2012	10,644		0	11,574	-730	0	0	0	-730
88	WHFIT - SALE	78463V107		3/21/2011	3/19/2012	14 404		0	12 413	1,991	0	0	0	1 991
89	WHFIT - TRUST ASSET SALE	78463V107		1/27/2012	4/10/2012	4		0	5	-1	0	0	0	-1
90	WHFIT - TRUST ASSET SALE	78463V107		11/11/2011	4/10/2012	5		0	6	-1	0	0	0	-1
91	WHFIT - TRUST ASSET SALE	78463V107		1/27/2012	5/16/2012	5		0	5	0	0	0	0	0
92	WHFIT - TRUST ASSET SALE	78463V107		11/11/2011	5/16/2012	6		0	7	-1	0	0	0	-1
93	WHFIT - TRUST ASSET SALE	78463V107		11/11/2011	6/12/2012	5		0	5	0	0	0	0	0
94	WHFIT - TRUST ASSET SALE	78463V107		1/27/2012	6/12/2012	4		0	4	0	0	0	0	0
95	WHFIT - TRUST ASSET SALE	78463V107		1/27/2012	7/6/2012	4		0	4	0	0	0	0	0
96	WHFIT - TRUST ASSET SALE	78463V107		11/11/2011	7/6/2012	5		0	5	0	0	0	0	0
97	WHFIT - TRUST ASSET SALE	78463V107		11/11/2011	8/10/2012	5		0	5	0	0	0	0	0
98	WHFIT - TRUST ASSET SALE	78463V107		1/27/2012	8/10/2012	4		0	4	0	0	0	0	0
99	WHFIT - TRUST ASSET SALE	78463V107		11/11/2011	9/12/2012	5		0	5	0	0	0	0	0
100	WHFIT - TRUST ASSET SALE	78463V107		1/27/2012	9/12/2012	4		0	4	0	0	0	0	0
101	WHFIT - TRUST ASSET SALE	78463V107		9/12/2012	10/8/2012	6		0	6	0	0	0	0	0
102	WHFIT - TRUST ASSET SALE	78463V107		11/11/2011	10/8/2012	6		0	6	0	0	0	0	0
103	WHFIT - TRUST ASSET SALE	78463V107		1/27/2012	10/8/2012	4		0	4	0	0	0	0	0
104	WHFIT - TRUST ASSET SALE	78463V107		10/31/2012	11/19/2012	20		0	20	0	0	0	0	0
105	WHFIT - TRUST ASSET SALE	78463V107		9/12/2012	11/19/2012	6		0	6	0	0	0	0	0
106	WHFIT - TRUST ASSET SALE	78463V107		11/11/2011	11/19/2012	5		0	5	0	0	0	0	0
107	WHFIT - TRUST ASSET SALE	78463V107		1/27/2012	11/19/2012	4		0	4	0	0	0	0	0
108	WHFIT - TRUST ASSET SALE	78463V107		9/12/2012	12/11/2012	6		0	6	0	0	0	0	0
109	WHFIT - TRUST ASSET SALE	78463V107		10/31/2012	12/11/2012	19		0	19	0	0	0	0	0
110	WHFIT - TRUST ASSET SALE	78463V107		11/11/2011	12/11/2012	5		0	5	0	0	0	0	0
111	WHFIT - TRUST ASSET SALE	78463V107		1/27/2012	12/11/2012	4		0	4	0	0	0	0	0
112	SPDR S P CHINA	78463X400		10/12/2011	1/27/2012	7 132		0	6 535	597	0	0	0	597
113	SPDR S P CHINA	78463X400		10/27/2011	5/17/2012	13,493		0	14 617	-1,124	0	0	0	-1 124
114	SPDR S P CHINA	78463X400		10/12/2011	5/17/2012	8 558		0	8,777	-219	0	0	0	-219
115	SPDR BARCLAYS INTL	78464A516		9/13/2010	1/27/2012	242		0	249	-7	0	0	0	-7
116	SPDR S P METALS MINING	78464A755		9/12/2012	11/15/2012	15 898		0	17 234	-1,336	0	0	0	-1,336
117	MATERIALS SELECT SECTOR	81369Y100		1/27/2012	5/14/2012	23 014		0	24 677	-1,663	0	0	0	-1,663
118	SECTOR SPDR CONSMRS STPL	81369Y308		5/29/2012	11/15/2012	23,548		0	23,590	-42	0	0	0	-42
119	CONSUMER DISCRETIONARY	81369Y407		1/27/2012	6/4/2012	24,746		0	24,688	58	0	0	0	58
120	SECTOR SPDR FINANCIAL	81369Y605		1/27/2012	6/4/2012	440		0	469	-29	0	0	0	-29
121	SECTOR SPDR FINANCIAL	81369Y605		1/18/2012	6/4/2012	22 875		0	23 952	1 077	0	0	0	-1,077
122	SECTOR SPDR INDUSTRIAL	81369Y704		1/27/2012	5/17/2012	553		0	585	-32	0	0	0	-32
123	SECTOR SPDR INDUSTRIAL	81369Y704		1/18/2012	5/17/2012	22 809		0	23,747	-938	0	0	0	-938
124	VANGUARD MSCI EUROPE	921943858		7/2/2012	10/31/2012	4 721		0	4 508	213	0	0	0	213
125	VANGUARD FTSE ALL WORLD	922042775		8/14/2012	10/10/2012	23 283		0	23 220	63	0	0	0	63
126	VANGUARD MSCI EUROPEAN	922042874		10/27/2011	1/27/2012	19 901		0	21 694	-1 793	0	0	0	-1 793
127	VANGUARD MSCI EUROPEAN	922042874		10/12/2011	1/27/2012	3 566		0	3,645	-79	0	0	0	-79
128	VANGUARD MSCI EUROPEAN	922042874		8/15/2011	1/27/2012	4,183		0	5 075	-892	0	0	0	-892
129	VANGUARD MSCI EUROPEAN	922042874		3/9/2011	1/27/2012	881		0	1,082	-201	0	0	0	-201
130	VANGUARD MSCI EUROPEAN	922042874		8/10/2010	1/27/2012	12,680		0	14,133	-1,453	0	0	0	-1,453
131	VANGUARD MSCI EUROPEAN	922042874		3/8/2010	1/27/2012	1,145		0	1 271	-126	0	0	0	-126
132	VANGUARD SMALL CAP	922908751		7/6/2011	1/27/2012	5,777		0	6,158	-381	0	0	0	-381
133	VANGUARD SMALL CAP	922908751		12/1/2011	1/27/2012	16,056		0	15,016	1,040	0	0	0	1,040
134	VANGUARD SMALL CAP	922908751		8/1/2011	1/27/2012	17,782		0	17,706	76	0	0	0	76
135	WISDOMTREE EMERGING	97717W133		10/27/2011	1/27/2012	43 561		0	45,623	-2,062	0	0	0	-2 062
136	WISDOMTREE EMERGING	97717W133		10/4/2010	1/27/2012	11 615		0	12 735	-1 120	0	0	0	-1,120
137	WISDOMTREE JAP S/C DVD F	97717W836		10/10/2011	1/27/2012	14 060		0	14 176	-116	0	0	0	-116
138	WISDOMTREE JAP S/C DVD F	97717W836		8/3/2010	1/27/2012	3 504		0	3 262	242	0	0	0	242
139	WISDOMTREE JAP S/C DVD F	97717W836		4/12/2010	1/27/2012	1 730		0	1 709	21	0	0	0	21
140	WISDOMTREE JAP S/C DVD F	97717W836		2/22/2010	1/27/2012	1 817		0	1,646	171	0	0	0	171

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

										1,896	0	0
	Name	Check "X" if Business	Street	City	State	Zip Code	Foreign Country	Title	Avg Hrs Per Week	Compensation	Benefits	Expense Account
1												
2	DANIEL D ANDREA		114 COUNTRY PARKWAY	WILLIAMSVILLE	NY	14221		TRUSTEE	2 00			
3	BRUCE D REINOSO		98 CHATHAM AVE	BUFFALO	NY	14216		TRUSTEE	2 00	1,896		

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

		Date		Amount
1	Credit from prior year return		1	557
2	First quarter estimated tax payment		2	
3	Second quarter estimated tax payment		3	
4	Third quarter estimated tax payment		4	
5	Fourth quarter estimated tax payment		5	
6	Other payments		6	94
7	Total		7	651

Part XIII, Line 2a, Column C (990-PF) - Prior Year Undistributed Income

1	Distributable amounts for 2011 that remained undistributed at the beginning of the 2012 tax year	1	38,212
2		2	
3		3	
4		4	
5		5	
6		6	
7		7	
8		8	
9		9	
10	Total . . .	10	38,212

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MERRILL LYNCH TRUST COMPANY,
A DIVISION OF BANK OF AMERICA, N A
AGENT OF THE
DANIEL D'ANDREA CHARITABLE TR
TUA 11/13/2008
D'ANDREA & REINOSO TRUSTEES

Net Portfolio Value: $947,240.31

Your Financial Advisor:
AAMFAULRING
50 FOUNTAIN PLAZA SUITE 1100
BUFFALO NY 14202
1-800-283-0059

Trust Officer:
ELDRID TRUELOVE
609-274-5657

TRUST MANAGEMENT ACCOUNT

This account is enrolled in the Personal Investment Advisory Program

December 01, 2012 - December 31, 2012

ASSETS

	December 31	*November 30*
Cash/Money Accounts	**123,769.18**	135,025 80
Fixed Income	-	-
Equities	-	-
Mutual Funds	**823,471.13**	710,743 62
Options	-	-
Other	-	-
Alternative Investments	-	107,932 50
Subtotal (Long Portfolio)	***947,240.31***	*953,701.92*
TOTAL ASSETS	**$947,240.31**	$953 701 92

LIABILITIES

Debit Balance	-	-
Short Market Value	-	-
NET PORTFOLIO VALUE	**$947,240.31**	$953,701 92

CASH FLOW

	This Statement	*Year to Date*
Opening Cash/Money Accounts	**$135,025.80**	
CREDITS		
Funds Received	-	-
Electronic Transfers	-	-
Other Credits	-	912 00
Subtotal	-	*912 00*
DEBITS		
Electronic Transfers	-	-
Other Debits	**(10,000.00)**	(44,664 00)
ML Trust Fees	**(989.47)**	(12,100 53)
Non ML Trust Fees	-	(4,365 64)
Bill Payment	-	-
Subtotal	***($10,989.47)***	*($61,130 17)*
Net Cash Flow	**($10,989.47)**	($60,218 17)
Dividends/Interest Income	**8,143.90**	22,570 96
Security Purchases/Debits	**(39,913.38)**	(1,462,706 83)
Security Sales/Credits	**31,502.33**	1,423,442 63
Closing Cash/Money Accounts	**$123,769.18**	
Securities You Transferred In/Out	-	4.50

Merrill Lynch Wealth Management makes available products and services offered by Merrill Lynch, Pierce, Fenner & Smith Incorporated (MLPF&S) and other subsidiaries of Bank of America Corporation. MLPF&S is a registered broker-dealer, Member Securities Investor Protection Corporation (SIPC) and a wholly owned subsidiary of Bank of America Corporation. Investment products: **Are Not FDIC Insured** | **Are Not Bank Guaranteed** | **May Lose Value**

DANIEL D'ANDREA CHARITABLE TR

ACCOUNT INVESTMENT OBJECTIVE

December 01, 2012 - December 31, 2012

TOTAL RETURN: Objective is to strike a balance between fixed-income instruments for current income and equities for growth Despite the relatively balanced nature of the portfolio, the investor should be willing to assume the risk of price volatility and principal loss

If you have changes to your investment objective, please contact your Financial Advisor(s)

YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

CASH/MONEY ACCOUNTS Description	Quantity	Total Cost Basis	Estimated Market Price	Estimated Market Value	Estimated Annual Income	Est Annual Yield%
CASH	142 26	142 26		**142.26**		
BIF MONEY FUND	119,914.00	119,914 00	1 0000	**119,914.00**	**48**	04
TOTAL		120,056 26		**120,056.26**	**48**	.04

MUTUAL FUNDS/CLOSED END FUNDS/UIT Description	Quantity	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Total Client Investment	Cumulative Investment Return ($)	Estimated Annual Income	Current Yield%
ALPS ALERIAN MLP ETF *SYMBOL: AMLP Initial Purchase:08/14/12* *Equity 100%*	1,039	16,862 97	15 9500	**16,572.05**	(290 92)	16,862	**(290)**	**1,034**	6 23
HEALTH CARE SELECT SPDR *SYMBOL: XLV Initial Purchase.06/12/12* *Equity 100%*	962	35,184 09	39 8805	**38,365.04**	3,180 95	35,184	**3,180**	**772**	2.01
ISHARES BARCLAY 7-10 YR *TREAS INDEX FUND* *SYMBOL: IEF Initial Purchase.01/27/12* *Fixed Income 100%*	262	27,700 61	107 4900	**28,162.38**	461 77	27,700	**461**	**504**	1.78
ISHARES MSCI EMERGING *MKTS INDEX FD*	1,118	47,385 19	44 3500	**49,583.30**	2,198 11	47,385	**2,198**	**832**	1 67

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DANIEL D'ANDREA CHARITABLE TR

YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

December 01, 2012 - December 31, 2012

MUTUAL FUNDS/CLOSED END FUNDS/UIT (continued) Description	Quantity	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Total Client Investment	Cumulative Investment Return ($)	Estimated Annual Income	Current Yield%
SYMBOL EEM Initial Purchase:01/27/12									
Equity 100%									
ISHARES BARCLAYS TIPS BO	241	29,741 71	121.4100	**29,259.81**	(481 90)	29,741	**(481)**	**650**	2 21
PROTECTED SECS FD									
SYMBOL TIP Initial Purchase.12/06/12									
Fixed Income 100%									
ISHARES IBOXX$ HIGH YIEL	306	27,892 97	93 3500	**28,565.10**	672 13	27,892	**672**	**1,885**	6 59
CORPORATE BOND FUND									
SYMBOL HYG Initial Purchase:03/13/12									
Fixed Income 100%									
ISHARES S&P MOD ALLOCATI	1,529	47,025 00	31 7300	**48,515.17**	1,490.17	47,025	**1,490**	**1,022**	2 10
SYMBOL AOM Initial Purchase:07/02/12									
Fixed Income 48% Equity 52%									
ISHARES JP MORGAN EM BON	251	27,374 80	122 7900	**30,820.29**	3,445 49	27,374	**3,445**	**1,286**	4 17
SYMBOL EMB Initial Purchase:10/25/11									
Fixed Income 100%									
MAINSTAY MARKETFIELD	2,640	40,055 68	15 8400	**41,817.60**	1,761 92	40,055	**1,761**		
FUND CL I									
SYMBOL MFLDX Initial Purchase.06/12/12									
Alternative Investments 100%									
6210 Fractional Share		9 61	*15 8400*	**9.84**	23				
PIMCO ALL ASSET	3,294	40 407 92	12.6000	**41,504.40**	1,096 48	40,407	**1,096**	**2,062**	4 96
FUND CL P									

DANIEL D'ANDREA CHARITABLE TR

YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

December 01, 2012 - December 31, 2012

MUTUAL FUNDS/CLOSED END FUNDS/UIT (continued) Description	Quantity	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Total Client Investment	Cumulative Investment Return ($)	Estimated Annual Income	Current Yield%
SYMBOL PALPX Initial Purchase 01/27/12									
Alternative Investments 100%									
7010 Fractional Share		*8 61*	*12 6000*	***8.83***	*22*			***1***	*4 96*
PIMCO UNCONSTRAINED	2.323	26,317 54	11 4800	**26,668.04**	350.50	26,317	**350**	**398**	1 48
BOND FUND CL P									
SYMBOL PUCPX Initial Purchase 06/04/12									
Alternative Investments 100%									
6720 Fractional Share		*7 58*	*11 4800*	***7.71***	*.13*			***1***	*1 48*
ROBECO BP LONG SHORT	1,866	37,972 69	20 1700	**37,637.22**	(335 47)	37,972	**(335)**		
EQUITY FD CLASS INSTL									
SYMBOL: BPLSX Initial Purchase 11/04/11									
Alternative Investments 100%									
2000 Fractional Share		*4 07*	*20 1700*	***4.03***	*(0 04)*				
SECTOR SPDR ENERGY	322	23 222 09	71 4200	**22,997.24**	(224 85)	23,222	**(224)**	**419**	1.82
SYMBOL XLE Initial Purchase 08/14/12									
Equity 100%									
SPDR BARCLAYS INTL	459	28,616 61✦	61 0100	**28,003.59**	(613 02)	28,616	**(613)**	**568**	2 02
TREASURY BOND ETF									
SYMBOL: BWX Initial Purchase: 09/13/10									
Fixed Income 100%									
SPDR DB INTL GOV INFL	468	27,659 74	63 5400	**29,736.72**	2,076 98	27,659	**2,076**	**737**	2 47
SYMBOL WIP Initial Purchase 01/27/12									
Fixed Income 100%									

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DANIEL D'ANDREA CHARITABLE TR

YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

December 01, 2012 - December 31, 2012

MUTUAL FUNDS/CLOSED END FUNDS/UIT (continued) Description	Quantity	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Total Client Investment	Cumulative Investment Return ($)	Estimated Annual Income	Current Yield%
SPDR DJ WILSHIRE GLOBAL REAL ESTATE SYMBOL: RWO Initial Purchase.01/27/12 Equity 100%	761	29,681 41	42 1234	**32,055.91**	2,374.50	29,681	**2,374**	**1,273**	3.96
SPDR GOLD TRUST SYMBOL. GLD Initial Purchase 11/11/11 Alternative Investments 100%	650	109,226 33	162 0204	**105,313.26**	(3,913 07)	109,226	**(3,913)**		
STANDARD&POORS DEP RCPT SYMBOL. SPY Initial Purchase.08/01/11 Equity 100%	848	115,063 19	142.4100	**120,763.68**	5,700 49	115,063	**5,700**	**2,632**	2 17
VANGUARD MSCI EUROPE PACIFIC ETF SYMBOL. VEA Initial Purchase.07/02/12 Equity 100%	1,086	35.585 39	35 2300	**38,259.78**	2,674 39	35,585	**2,674**	**1,499**	3 91
VANGUARD INTRMDIATE-TERM CORPORATE BOND SYMBOL. VCIT Initial Purchase 01/27/12 Fixed Income 100%	329	27,688 38	87 6600	**28,840.14**	1,151.76	27,688	**1,151**	**936**	3 24
Subtotal (Fixed Income)				*226,675 31*					
Subtotal (Equities)				*343,824 89*					
Subtotal (Alternative Investments)				*252,970 93*					

DANIEL D'ANDREA CHARITABLE TR

YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

December 01, 2012 - December 31, 2012

MUTUAL FUNDS/CLOSED END FUNDS/UIT (continued) Description	Quantity	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Total Client Investment	Cumulative Investment Return ($)	Estimated Annual Income	Current Yield%
TOTAL		800,694 18		**823,471.13**	22,776 95		**22,772**	**18,511**	2 25
TOTAL PRINCIPAL INVESTMENTS		920,750 44		**943,527.39**	22,776 95			**18,559**	1 97

Total Client Investment: Cost of shares directly purchased and still held Does not include shares purchased through reinvestment.
Cumulative Investment Return: Estimated Market Value minus Total Client Investment Cumulative Investment Return is the dollar value of the capital appreciation (depreciation) of all shares purchased and still held, including shares acquired through reinvestment of dividends and distributions, which may be greater or less than the actual income distributed
Unrealized Gain or (Loss): Estimated Market Value minus Total Cost Basis (total cost of shares directly purchased and still held, as well as cost of shares acquired through reinvestment) Provided for Tax Planning purposes only and is not applicable to retirement accounts.
Initial Purchase: Date of your initial investment in this fund

Market Timing: Merrill Lynch's policies prohibit mutual fund market timing, which involves the purchase and sale of mutual fund shares within short periods of time with the intention of capturing short-term profits resulting from market volatility Market timing may result in lower returns for long-term fund shareholders because market timers capture short-term gains that would otherwise pass to all shareholders and due to increased transaction costs and fewer assets for investment due to the need to retain cash to satisfy redemptions

✦Cost basis has been adjusted by the deferred loss amount from a previous "Wash Sale" and the acquisition date has been adjusted to include the holding period of the lot closed by that previous "Wash Sale"

YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF INCOME INVESTMENTS

CASH/MONEY ACCOUNTS Description	Quantity	Total Cost Basis	Estimated Market Price	Estimated Market Value	Estimated Annual Income	Est Annual Yield%
CASH	714 92	714 92		**714.92**		
BIF MONEY FUND	2,998 00	2,998 00	1 0000	**2,998.00**	**1**	04
TOTAL		3,712 92		**3,712.92**	**1**	04
TOTAL INCOME INVESTMENTS		3,712 92		**3,712.92**	**1**	03

LONG PORTFOLIO	Adjusted/Total Cost Basis	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Accrued Interest	Estimated Annual Income	Current Yield%
TOTAL PRINCIPAL/INCOME INVESTMENTS	924,463 36	**947,240.31**	22,776 95		**18,560**	1 96