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: TAUCK FAMILY FOUNDATION, INC.

A Employer identification number: 27-0729341

Number and street (or P O box number if mail is not delivered to street address): P.O. BOX 5020 | Room/suite

B Telephone number: 203 899-6824

City or town, state, and ZIP code: NORWALK, CT 06856

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 [X] 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)* ▶$ 18,767,149.

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

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

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

	Line	(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	60,797.		N/A	
	2 Check ▶ ☐ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	103,002.	103,002.		STATEMENT 1
	4 Dividends and interest from securities	492,888.	492,888.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	264,621.			
	b Gross sales price for all assets on line 6a 3,370,263.				
	7 Capital gain net income (from Part IV, line 2)		264,621.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss)				
	11 Other income	<94,653.>	1,472.		STATEMENT 3
	12 **Total.** Add lines 1 through 11	826,655.	861,983.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	100,208.	0.		100,208.
	14 Other employee salaries and wages	34,790.	0.		34,790.
	15 Pension plans, employee benefits	2,453.	0.		2,453.
	16a Legal fees STMT 4	6,839.	0.		6,839.
	b Accounting fees STMT 5	8,054.	0.		8,054.
	c Other professional fees STMT 6	64,026.	24,548.		39,478.
	17 Interest				
	18 Taxes STMT 7	22,089.	5,094.		10,995.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings	10,171.	0.		10,171.
	22 Printing and publications				
	23 Other expenses STMT 8	391,067.	2,246.		388,821.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	639,697.	31,888.		601,809.
	25 Contributions, gifts, grants paid	292,333.			292,333.
	26 **Total expenses and disbursements** Add lines 24 and 25	932,030.	31,888.		894,142.
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	<105,375.>			
	b **Net investment income** (if negative, enter -0-)		830,095.		
	c **Adjusted net income** (if negative, enter -0-)			N/A	

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Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	62,467.	37,207.	37,207.
	2 Savings and temporary cash investments	1,757,370.	2,186,166.	2,186,166.
	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			
	7 Other notes and loans receivable ▶			
	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			
	b Investments - corporate stock STMT 9	13,608,079.	13,099,168.	16,543,776.
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other			
	14 Land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 **Total assets** (to be completed by all filers)	15,427,916.	15,322,541.	18,767,149.
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			
	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	0.	0.	
	28 Paid-in or capital surplus, or land, bldg, and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	15,427,916.	15,322,541.	
	30 **Total net assets or fund balances**	15,427,916.	15,322,541.	
	31 **Total liabilities and net assets/fund balances**	15,427,916.	15,322,541.	

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	15,427,916.
2 Enter amount from Part I, line 27a	2	<105,375.>
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	15,322,541.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	15,322,541.

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				
b	SEE ATTACHED STATEMENT			
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				
b				
c				
d				
e	3,370,263.		3,105,642.	264,621.

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				
b				
c				
d				
e				264,621.

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 — 264,621.

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) If (loss), enter -0- in Part I, line 8 — 3 — N/A

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	913,248.	17,903,756.	.051009
2010	824,698.	16,584,707.	.049726
2009	780,714.	15,254,760.	.051178
2008	728,925.	17,519,498.	.041607
2007	819,324.	18,767,486.	.043657

2	Total of line 1, column (d)	2	.237177
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	.047435
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	18,448,592.
5	Multiply line 4 by line 3	5	875,109.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	8,301.
7	Add lines 5 and 6	7	883,410.
8	Enter qualifying distributions from Part XII, line 4	8	894,142.

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)

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 ▶ [X] and enter 1% of Part I, line 27b		1	8,301.
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	8,301.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 **Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-		5	8,301.
6 Credits/Payments			
a 2012 estimated tax payments and 2011 overpayment credited to 2012	6a 8,268.		
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	8,268.
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	33.
10 **Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶		10	
11 Enter the amount of line 10 to be: **Credited to 2013 estimated tax** ▶	Refunded ▶	11	

Part VII-A Statements Regarding Activities

		Yes	No
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?	1a		X
b Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for 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. ▶ $ 0. (2) On foundation managers. ▶ $ 0.			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ 0.			
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
4a 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? N/A	4b		
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	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ CT			
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 ▶ WWW.TAUCKFAMIYFOUNDATION.ORG

14 The books are in care of ▶ ARTHUR C. TAUCK, JR Telephone no ▶203 899-6824

Located at ▶P.O. BOX 5020, NORWALK, CT ZIP+4 ▶06856

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here ▶ ☐

and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 N/A

			Yes	No
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes," enter the name of the foreign country ▶			

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

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

			Yes	No
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes [X] No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes [X] No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes [X] No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? [X] 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 [X] 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 [X] No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b		X
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?	1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? ☐ Yes [X] No			
	If "Yes," list the years ▶ ______, ______, ______, ______			
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) N/A	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 ▶ ______, ______, ______, ______			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes [X] 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)* N/A	3b		
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)*

			Yes	No
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)?	☐ 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)?	N/A	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? N/A	☐ Yes ☐ No			
If "Yes," attach the statement required by Regulations section 53 4945-5(d)				
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	☐ Yes ☒ No			
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		6b		X
If "Yes" to 6b, file Form 8870.				
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	☐ Yes ☒ No			
b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	N/A	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.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 10		100,208.	1,333.	0.

2 Compensation of five highest-paid employees (other than those included on line 1). 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. 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 ▶		0

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 SPARKS YOUTH TRAVEL PROGRAM - TRAVEL EDUCATION PROGRAM, WITH COLLABORATION OF SEVEN YOUTH AGENCIES WORKING WITH MIDDLE SCHOOL STUDENTS FROM LOW-INCOME FAMILIES.	311,667.
2	
3	
4	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	0.
2	
All other program-related investments See instructions	
3	
Total. Add lines 1 through 3 ▶	0.

Form **990-PF** (2012)

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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	16,425,593.
b	Average of monthly cash balances	1b	2,303,942.
c	Fair market value of all other assets	1c	
d	**Total** (add lines 1a, b, and c)	1d	18,729,535.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) — 1e: 0.		
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	18,729,535.
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	280,943.
5	**Net value of noncharitable-use assets** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	18,448,592.
6	**Minimum investment return.** Enter 5% of line 5	6	922,430.

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	922,430.
2a	Tax on investment income for 2012 from Part VI, line 5 — 2a: 8,301.		
b	Income tax for 2012 (This does not include the tax from Part VI) — 2b:		
c	Add lines 2a and 2b	2c	8,301.
3	Distributable amount before adjustments Subtract line 2c from line 1	3	914,129.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	914,129.
6	Deduction from distributable amount (see instructions)	6	0.
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	914,129.

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	894,142.
b	Program-related investments - total from Part IX-B	1b	0.
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	894,142.
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	5	8,301.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	885,841.

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				914,129.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			57,689.	
b Total for prior years ______ , ______ , ______		0.		
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 ▶ $ 894,142.				
a Applied to 2011, but not more than line 2a			57,689.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2012 distributable amount				836,453.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
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		0.		
d Subtract line 6c from line 6b Taxable amount - see instructions		0.		
e Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount - see instr			0.	
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013				77,676.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7	0.			
9 **Excess distributions carryover to 2013.** Subtract lines 7 and 8 from line 6a	0.			
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			
	(a) 2012	(b) 2011	(c) 2010	(d) 2009	(e) Total
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon a "Assets" alternative test - enter (1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
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)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

1 **Information Regarding Foundation Managers:**

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

NONE

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest

NONE

2 **Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:**

Check here ▶ ☐ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds If the foundation makes gifts, grants, etc (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

a The name, address, and telephone number or e-mail of the person to whom applications should be addressed

EDEN WERRING, TAUCK FAMILY FOUNDATION, INC.
P.O. BOX 5020, NORWALK, CT 06856

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

SEE WWW.TAUCKFAMILYFOUNDATION.ORG

c Any submission deadlines

SEE WWW.TAUCKFAMILYFOUNDATION.ORG

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

SEE WWW.TAUCKFAMILYFOUNDATION.ORG

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 11		501(C)(3)	CHARITABLE	292,333.
Total			▶ 3a	292,333.
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
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			14	103,002.	
4 Dividends and interest from securities			14	492,888.	
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			14	1,472.	
8 Gain or (loss) from sales of assets other than inventory			18	264,621.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue					
a K-1 INCOME	900099	<96,125.>			
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)		<96,125.>		861,983.	0.

13 Total. Add line 12, columns (b), (d), and (e) 13 765,858.

(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)

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
		N/A	

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 [X] No

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

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

Signature of officer or trustee: [signature] Date: 5/10/13 Title: CHAIRMAN

May the IRS discuss this return with the preparer shown below (see instr)? [X] Yes ☐ No

Paid Preparer Use Only				
Print/Type preparer's name: ELIZABETH SOLECKI	Preparer's signature: [signature]	Date: 5/9/13	Check ☐ if self-employed	PTIN: P00235171
Firm's name ▶ BLUM, SHAPIRO & COMPANY, P.C., CPA'S			Firm's EIN ▶ 06-1009205	
Firm's address ▶ 29 S. MAIN STREET, P.O. BOX 272000 WEST HARTFORD, CT 06127-2000			Phone no 860 561-4000	

Schedule B
(Form 990, 990-EZ, or 990-PF)
Department of the Treasury
Internal Revenue Service

Schedule of Contributors

▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.

OMB No 1545-0047

2012

Name of the organization	Employer identification number
TAUCK FAMILY FOUNDATION, INC.	27-0729341

Organization type (check one)·

Filers of:	Section:
Form 990 or 990-EZ	☐ 501(c)( ) (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	☐ 527 political organization
Form 990-PF	☒ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule.**
Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, $5,000 or more (in money or property) from any one contributor. Complete Parts I and II.

Special Rules

☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of **(1)** $5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1 Complete Parts I and II

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than $1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals Complete Parts I, II, and III.

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc , purposes, but these contributions did not total to more than $1,000 If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of $5,000 or more during the year ▶ $ ____________

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990; or check the box on line H of its Form 990-EZ or on Part I, line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

Name of organization	Employer identification number
TAUCK FAMILY FOUNDATION, INC.	27-0729341

Part I **Contributors** (see instructions). Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	FRANCES LITTEN P.O. BOX 5020 NORWALK, CT 06856	$ 20,000.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
2	ELIZABETH T. WALTERS P.O. BOX 5020 NORWALK, CT 06856	$ 40,797.	Person [ ] Payroll [ ] Noncash [X] (Complete Part II if there is a noncash contribution)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)

Name of organization	Employer identification number
TAUCK FAMILY FOUNDATION, INC.	27-0729341

Part II **Noncash Property** (see instructions). Use duplicate copies of Part II if additional space is needed

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
2	1,456 SHARES OF NEUBERGER BERMAN	$ 40,797.	11/01/12
		$	
		$	
		$	
		$	
		$	

Name of organization	Employer identification number
TAUCK FAMILY FOUNDATION, INC.	27-0729341

Part III *Exclusively* religious, charitable, etc , individual contributions to section 501(c)(7), (8), or (10) organizations that total more than $1,000 for the year. Complete columns (a) through (e) and the following line entry For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc , contributions of $1,000 or less for the year (Enter this information once) ▶ $

Use duplicate copies of Part III if additional space is needed.

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

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	FIDELITY/AMERITRADE SHORT-TERM SALES (SEE ATTACHE	P	VARIOUS	VARIOUS
b	FIDELITY/AMERITRADE LONG-TERM SALES (SEE ATTACHED	P	VARIOUS	VARIOUS
c	MORGAN STANLEY #059256 SHORT-TERM SALES (SEE ATTA	P	VARIOUS	VARIOUS
d	MORGAN STANLEY #059256 LONG-TERM SALES (SEE ATTAC	P	VARIOUS	VARIOUS
e	MORGAN STANLEY #059211 SHORT-TERM SALES (SEE ATTA	P	VARIOUS	VARIOUS
f	MORGAN STANLEY #059211 LONG-TERM SALES (SEE ATTAC	P	VARIOUS	VARIOUS
g	CAPITAL GAINS DIVIDENDS			
h				
i				
j				
k				
l				
m				
n				
o				

	(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	68,490.		92,453.	<23,963.>
b	530,337.		293,801.	236,536.
c	1,312,563.		1,295,260.	17,303.
d	1,123,539.		1,091,401.	32,138.
e	93,711.		97,204.	<3,493.>
f	241,466.		235,523.	5,943.
g	157.			157.
h				
i				
j				
k				
l				
m				
n				
o				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a				<23,963.>
b				236,536.
c				17,303.
d				32,138.
e				<3,493.>
f				5,943.
g				157.
h				
i				
j				
k				
l				
m				
n				
o				

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	264,621.
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) If (loss), enter "-0-" in Part I, line 8		3	N/A

223591
05-01-12

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	AMOUNT
AMERITRADE	59.
BUCKEYE PARTNERS, L.P.	15.
ENERGY TRANSFER PARTNERS, L.P.	643.
FIDELITY	1,901.
KINDER MORGAN ENERGY PARTNERS, L.P.	646.
MARKWEST ENGERGY PARTNERS, L.P.	563.
MORGAN STANLEY	102,415.
MORGAN STANLEY: LESS ACCRUED INTEREST	<3,394.>
NUSTAR ENGERY, L.P.	102.
ONEOK PARTNERS, L.P.	3.
PLAINS ALL-AMERICAN PIPELINE, L.P.	7.
SUBURBAN PROPANE PARTNERS, L.P.	42.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	103,002.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
AMERITRADE	132,917.	101.	132,816.
BUCKEYE PARTNERS, L.P.	23.	0.	23.
ENERGY TRANSFER PARTNERS, L.P.	1,539.	0.	1,539.
FIDELITY	283,419.	0.	283,419.
KINDER MORGAN ENERGY PARTNERS, L.P.	339.	0.	339.
MARKWEST ENGERGY PARTNERS, L.P.	2,410.	0.	2,410.
MORGAN STANLEY	72,347.	56.	72,291.
NUSTAR ENGERY, L.P.	31.	0.	31.
PLAINS ALL-AMERICAN PIPELINE, L.P.	18.	0.	18.
SUBURBAN PROPANE PARTNERS, L.P.	2.	0.	2.
TOTAL TO FM 990-PF, PART I, LN 4	493,045.	157.	492,888.

FORM 990-PF | OTHER INCOME | STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
MORGAN STANLEY	4,553.	4,553.	
AMERITRADE	0.	0.	
K-1 INCOME	<5,861.>	<5,861.>	
K-1 INCOME	2,780.	2,780.	
K-1 INCOME	<96,125.>	0.	
TOTAL TO FORM 990-PF, PART I, LINE 11	<94,653.>	1,472.	

FORM 990-PF | LEGAL FEES | STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	6,839.	0.		6,839.
TO FM 990-PF, PG 1, LN 16A	6,839.	0.		6,839.

FORM 990-PF | ACCOUNTING FEES | STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	8,054.	0.		8,054.
TO FORM 990-PF, PG 1, LN 16B	8,054.	0.		8,054.

FORM 990-PF | OTHER PROFESSIONAL FEES | STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BANK FEES	222.	222.		0.
INVESTMENT MANAGEMENT FEES	24,326.	24,326.		0.
CONSULTING FEES	25,478.	0.		25,478.
MANAGEMENT FEES	14,000.	0.		14,000.
TO FORM 990-PF, PG 1, LN 16C	64,026.	24,548.		39,478.

FORM 990-PF | TAXES | STATEMENT 7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES ON DIVIDENDS	5,094.	5,094.		0.
EXCISE TAX ON INVESTMENT INCOME	6,000.	0.		0.
PAYROLL TAXES	10,995.	0.		10,995.
TO FORM 990-PF, PG 1, LN 18	22,089.	5,094.		10,995.

FORM 990-PF | OTHER EXPENSES | STATEMENT 8

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ASSOCIATION EXPENSE	900.	0.		900.
INSURANCE	2,819.	0.		2,819.
OFFICE SUPPLIES	449.	0.		449.
K-1 OTHER DEDUCTIONS	2,246.	2,246.		0.
WEBSITE, INTERNET, FAX	24,936.	0.		24,936.
OTHER DEDUCTIONS	550.	0.		550.
PAYROLL SERVICE	3,463.	0.		3,463.
SPARKS YOUTH TRAVEL PROGRAM	311,667.	0.		311,667.
YOUTH OUTCOME RESEARCH	44,037.	0.		44,037.
TO FORM 990-PF, PG 1, LN 23	391,067.	2,246.		388,821.

FORM 990-PF CORPORATE STOCK STATEMENT 9

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SECURITIES	13,099,168.	16,543,776.
TOTAL TO FORM 990-PF, PART II, LINE 10B	13,099,168.	16,543,776.

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS STATEMENT 10

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN-SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
ARTHUR C. TAUCK, JR P.O. BOX 5020 NORWALK, CT 06856	CHAIRMAN, TREASURER & SECRETARY 1.00	0.	0.	0.
ELIZABETH T. WALTERS P.O. BOX 5020 NORWALK, CT 06856	PRESIDENT & ASST. SECRETARY 10.00	0.	0.	0.
CHRISTOPHER DUERRMEIER P.O. BOX 5020 NORWALK, CT 06856	DIRECTOR 1.00	0.	0.	0.
ARTHUR C. TAUCK, III P.O. BOX 5020 NORWALK, CT 06856	DIRECTOR 1.00	0.	0.	0.
PETER F. TAUCK P.O. BOX 5020 NORWALK, CT 06856	DIRECTOR 1.00	0.	0.	0.
ROBLEY TAUCK P.O. BOX 5020 NORWALK, CT 06856	DIRECTOR 1.00	0.	0.	0.
COLLEEN R. LETH P.O. BOX 5020 NORWALK, CT 06856	DIRECTOR 1.00	0.	0.	0.
CHRISTEN ROMANO P.O. BOX 5020 NORWALK, CT 06856	DIRECTOR 1.00	0.	0.	0.

TYLER TAUCK P.O. BOX 5020 NORWALK, CT 06856	DIRECTOR 1.00	0.	0.	0.
EDEN WERRING P.O. BOX 5020 NORWALK, CT 06856	EXECUTIVE DIRECTOR 30.00	100,208.	1,333.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		100,208.	1,333.	0.

Tauck Family Foundation, Inc. (EIN: 27-0729341)
Charitable Grants
1/1/2012 through 12/31/2012

Name	Address	If Individual, Relationship	Status of Recipient	Purpose of Grant	Amount
CT Council For Philanthropy	221 Main St, Hartford, CT 06106	None	501(c)(3)	Unrestricted	$900
National Center For Family Philanthropy	1101 Connecticut Avenue, NW, Suite 220, Washington, DC 20036	None	501(c)(3)	Unrestricted	$400
Council on Foundations	2121 Crystal Drive, Suite 700, Arlington, VA 22202	None	501(c)(3)	Unrestricted	$1,216
Music For Youth	PO Box 403, Westport, CT 06881	None	501(c)(3)	Unrestricted	$1,000
Norwalk Hospital Foundation	34 Maple Street, Norwalk, CT 06856	None	501(c)(3)	Unrestricted	$20,000
Al's Angels	342 Greens Farms Road, Westport, CT 06880	None	501(c)(3)	Unrestricted	$200
Columbia University	622 W 113th St, New York, NY 10025	None	501(c)(3)	Rowing Endowment	$2,500
Milton Academy	170 Centre Street, Milton, MA 02186	None	501(c)(3)	Annual Fund	$100
Barnard College	3009 Broadway, New York, NY 10027	None	501(c)(3)	Annual Fund Faculty Support	$500
Adirondack Mountain Club	814 Goggins Road, Lake George, NY 12845	None	501(c)(3)	Public Lands Campaign	$750
Cystic Fibrosis Foundation - Rochester Chapter	P O Box 368, Pittsford, NY 14534	None	501(c)(3)	Unrestricted	$500
Edible Schoolyard NYC	55 Washington Street, Suite 257, Brooklyn, NY 11201	None	501(c)(3)	Unrestricted	$300
Summer Search NYC	90 Broad Street, Suite 202, New York, NY 10004	None	501(c)(3)	Unrestricted	$100
The Montessori School	34 Whipple Road, Wilton, CT 06897	None	501(c)(3)	Unrestricted	$150
Hands for Hope	PO Box 11053, Greenwich, CT 06831	None	501(c)(3)	Unrestricted	$150
St Luke's Lifeworks	141 Franklin Street, Stamford, CT 06901	None	501(c)(3)	Unrestricted	$500
Franklin & Marshall College	PO Box 3003, Lancaster, PA 17604	None	501(c)(3)	Fund for Financial Aid	$100
Mill River Collaborative	PO Box 1401, Stamford, CT 06904	None	501(c)(3)	Unrestricted	$100
Analy Band Wagon	PO Box 2154, Sebastopol, CA 95473	None	501(c)(3)	Unrestricted	$250
YWCA Darien/Norwalk	49 Old Kings Highway, Darien, CT 06820	None	501(c)(3)	Unrestricted	$130
Appalachian Mountain Club	Five Joy Street, Boston, MA 02108	None	501(c)(3)	Unrestricted	$100
Food Bank of Lower Fairfield County	461 Glenbrook Road, Stamford, CT 06906	None	501(c)(3)	Unrestricted	$1,000
Neighbors Link Stamford	75 Selleck Street, Stamford, CT 06902	None	501(c)(3)	Hiring Site Program	$212
Bowdoin College	4100 College Station, Brunswick, ME 04011	None	501(c)(3)	Scholarship and Financial Aid Fund	$100
University of Pittsburgh	140 Alumni Hall, 4227 Fifth Avenue, Pittsburgh, PA 15260	None	501(c)(3)	Unrestricted	$100
Hispanics in Philanthropy	55 2nd Street, Suite 1500, San Francisco, CA 94105	None	501(c)(3)	Unrestricted	$125
Domus	83 Lockwood Ave, Stamford, CT 06902	None	501(c)(3)	Unrestricted	$500
Stamford Kiwanis Trust Fund	P O Box 3404, Stamford CT 06905	None	501(c)(3)	Unrestricted	$150
Person to Person	1864 Post Road, Darien, CT 06820	None	501(c)(3)	Unrestricted	$500
Community Fund of Darien	701 Post Road, Darien, CT 06820	None	501(c)(3)	Unrestricted	$100
Neighbors Link Stamford	75 Selleck Street, Stamford CT 06902	None	501(c)(3)	Hiring Site Program	$250
Boys and Girls Club of Stamford	347 Stillwater Avenue, Stamford CT 06902	None	501(c)(3)	Unrestricted	$250
Southern Connecticut Animal Trust	P O Box 4717, Stamford, CT 06907	None	501(c)(3)	Unrestricted	$100
Wakeman Boys & Girls Club	385 Center Street, Southport, CT 06890	None	501(c)(3)	Smilow-Burroughs Clubhouse	$35,000
Boys & Girls Club of South Puget Sound	3875 S 66th St, Ste 101, Tacoma, WA 98409	None	501(c)(3)	Torch Club Park Restoration	$8,000
Horizons at Greens Farms Academy	35 Beachside Ave , Greens Farms, CT 06838	None	501(c)(3)	Summer Program	$11,000
Sterling House	2283 Main St , Stratford, CT 06615	None	501(c)(3)	Summer of Service Program	$7,000
Treehouse	2100 24th Avenue South, Suite 200, Seattle, Washington 98144	None	501(c)(3)	Summer Academy Program	$20,000
NatureBridge/Olympic Park Institute	111 Barnes Point Road, Port Angeles, Washington 98363	None	501(c)(3)	Summer and Fall Field Science Education Program	$15,000
Squash Haven	70 Tower Parkway, New Haven, CT 06520	None	501(c)(3)	Unrestricted	$20,000
Common Ground	358 Springside Avenue, New Haven, CT 06515	None	501(c)(3)	After School Program	$24,000
Nativity Preparatory Academy of Rochester	15 Whalin Street, Rochester, NY 14620	None	501(c)(3)	After School Program	$18,000
Summer Search Seattle	1109 First Ave, Suite 205, Seattle, WA 98101	None	501(c)(3)	High School Mentorship Program	$20,000
Solar Youth	53 Wayfarer Street, New Haven, CT 06515	None	501(c)(3)	Citycology program	$20,000
Achievement First Bridgeport Academy	403 James Street, New Haven, CT 06513	None	501(c)(3)	After School Program	$25,000
Center for Children's Advocacy	65 Elizabeth Street, Hartford, CT 06105	None	501(c)(3)	Educational Advocacy Program	$15,000
Creative Youth Productions, Inc	23 Cedarhurst Trail, Sandy Hook, CT 06482	None	501(c)(3)	2012-2013 programs	$20,000
Creative Youth Productions, Inc	23 Cedarhurst Trail, Sandy Hook, CT 06482	None	501(c)(3)	Unrestricted	$1,000
				Total 2012 Grants:	**$292,333**

TAUCK FAMILY FOUNDATION
EIN: 27-0729341

FIDELITY #Z70-247294
AMERITRADE #756-894520

2012 SALES 2012 2012 2012 2012

2012 SALES SHORT

DESCRIPTION	DATE ACQUIRED	NUM. SHARES	COST	DATE SOLD	PROCEEDS	GAIN/ (LOSS)	
NEWBERER-BERMAN PA	12/28/2011	1657	40,513.65	07/27/2012	42,826.53	2,312.88	SHORT
OTTELCO	09/16/2011	1000	16,207.95	08/03/2012	7,244.42	(8,963 53)	SHORT
OTTELCO	09/22/2011	1500	23,002.95	09/04/2012	2,544 33	(20,458.62)	SHORT
TIERRA NITROGEN	08/23/2011	60	9,811.35	01/24/2012	11,271 83	1,460.48	SHORT
TJX COMPANIES	11/21/2011	100	2,916.64	08/03/2012	4,506.34	1,589.70	SHORT
			92,453		68,393	(24,059) SHORT	
Duke Energy			0		46	46	
Express Scripts			0		51	51	
			92,453		68,490	<23,963>	

TANCH FAMILY FOUNDATION FIDELITY #Z70-247294
EIN: 27-0729341 AMERITRADE #756-894520

2012 SALES LONG

DESCRIPTION	DATE ACQUIRED	NUM. SHARES	COST	DATE SOLD	PROCEEDS	GAIN/ (LOSS)	
AETNA	04/28/2004	500	10,967.68	02/13/2012	23,116 60	12,148.92	LONG
BAXTER INTERNATIONAL	04/26/2010	500	24,658.98	02/24/2012	28,741 53	4,082 55	LONG
CATAPILLAR	10/22/2008	100	3,820 60	03/13/2012	11,089.85	7,269 25	LONG
CATAPILLAR	08/17/2009	30	1,332.18	09/14/2012	2,755 98	1,423 80	LONG
CATAPILLAR	08/17/2009	30	1,332 18	09/12/2012	2,691 98	1,359.80	LONG
CHEVRONTEXACO	02/11/92	300	4,931.25	09/06/2012	33,891.29	28,960.04	LONG
CHEVRONTEXACO	02/11/92	500	8,218 75	03/13/2012	55,166.05	46,947.30	LONG
CHEVRONTEXACO	02/11/92	200	3,287.50	08/03/2012	22,207.15	18,919.65	LONG
DEVON ENERGY	01/22/2002	440	39,067 60	03/07/2012	31,590.81	(7,476 79)	LONG
DEVON ENERGY	01/22/2002	1000	18,180 00	10/01/2012	61148.64	42,968 64	LONG
DEVON ENERGY	10/24/2008	200	12,929 98	03/07/2012	14,359 46	1,429.48	LONG
EMERSON ELECTRIC	09/18/2001	1060	26,235.00	10/01/2012	51,186.86	24,951.86	LONG
EXXOM MOBILE CORP	02/10/98	100	3,558.00	08/03/2012	8,718.01	5,160 01	LONG
FORD	12/11/2009	500	4,495.80	08/03/2012	4,542 94	47.14	LONG
FORD	12/11/2009	1000	8,991.60	03/20/2012	12,991.81	4,000.21	LONG
GILEAD SCIENCES	11/02/2002	350	3,109.09	08/03/2012	19,922.76	16,813 67	LONG
GILEAD SCIENCES	11/02/2002	500	4,441.55	02/02/2012	24,489.53	20,047 98	LONG
MEDCO HEALTH SOLUTI	08/20/2003	50	1,316 05	03/09/2012	3426 49	2,110 44	LONG
MICROSOFT	07/06/94	400	1,221.50	08/03/2012	11,904 98	10,683 48	LONG
NEWBERER-BERMAN PA	12/17/2010	1860	51,261.60	07/27/2012	48,331 70	(2,929 90)	LONG
NOBEL ENERGY	12/02/99	200	2,152.00	08/03/2012	17,440 01	15,288.01	LONG
OTTELCO	11/08/2007	700	12,608.00	09/11/2012	1,182 77	(11,425 23)	LONG
OTTELCO	08/24/2009	73	931.58	09/11/2012	123.35	(808.23)	LONG
OTTELCO	08/24/2009	627	8,001.42	09/04/2012	1,063 53	(6,937 89)	LONG
OTTELCO	04/29/2010	1000	16,007 50	02/03/2012	12,594.41	(3,413.09)	LONG
OTTELCO	11/22/2010	500	8,807.95	02/03/2012	6,297.22	(2,510.73)	LONG
P P G INDUSTRIES	01/09/2009	150	6,463.86	02/27/2012	13,866.80	7,402.94	LONG
			288,329		524,843	236,513	
ADDITIONAL SALES:							
MEDCO			5,472		5,472	0	
DUKE ENERGY			0		22	22	
			293,801		530,337	236,535	

Morgan Stanley Account #723-059256-11
2012 Realized Gain/Loss Schedule

SECURITY	QUANTITY	DATE ACQUIRED	DATE SOLD	UNIT COST ($)	TOTAL COST ($)	ADJUSTED COST ($)	PROCEEDS($)	G/L AMOUNT ($)	HOLDING PERIOD
Aegon Nv 8% 8.000 2-15-42 | G/L Amount. $392.17									
	4,000 00	1/24/2012	3/6/2012	25	100,000 00	100,000 00	100,392 17	392 17	short
Bac Cap Tr Xiii 4.000 1-18-53 | G/L Amount $0.00									
	50,000 00	3/30/2011	3/15/2012	72 01	50,000 00	50,000 00	50,000 00	0	short
Bank New York Mellon 5.20% -C | G/L Amount: -$27.62									
	2,000 00	9/12/2012	10/8/2012	25	50,000 00	50,000 00	49,972 38	-27 62	short
Capital One Financial 6% -B | G/L Amount $432.37									
	2,000 00	8/13/2012	10/16/2012	25	50,000 00	50,000 00	50,432 37	432 37	short
Costamare Inc | G/L Amount. -$11.89									
	2,000 00	10/16/2012	11/27/2012	14	28,000 00	28,000 00	27,999 37	-0 63	short
	1,857 00	10/16/2012	11/27/2012	14	25,998 00	25,998 00	25,997 41	-0 59	short
	143	10/16/2012	11/27/2012	14	2,002 00	2,002 00	1,991 33	-10 67	short
SubTotal	4,000 00			$14 00	$56,000 00	$56,000 00	$55,988 11	($11 89)	
Delta Air Lines 6 417-7-02-12 | G/L Amount: $0.00									
	100,000 00	10/5/2011	7/2/2012	101 65	101,650 00	100,000 00	100,000 00	0	short
Discover Financial Svs 6.5% -B | G/L Amount· $1,271.22									
	4,000 00	10/9/2012	10/18/2012	25	100,000 00	100,000 00	101,271 22	1,271 22	short
Escrow Lehman Bro 7.000 10-04-32 | G/L Amount. $0.00									
	50,000 00	10/1/2012	10/1/2012	0	0	0 00	1,966 93	1,966 93	short
Jpmorgan Chase & Co 5.5% -O | G/L Amount. $132.37									
	2,000 00	8/20/2012	10/9/2012	25	50,000 00	50,000 00	50,132 37	132 37	short
Kimco Realty Corp 5.50% Ser-J | G/L Amount· $92.57									
	2,000 00	7/16/2012	10/8/2012	25	50,000 00	50,000 00	50,092 57	92 57	short
Kkr Finl Hldgs 7 1/2 3-20-42 | G/L Amount: -$524.58									
	4,000 00	3/13/2012	4/9/2012	25	100,000 00	100,000 00	99,475 42	-524 58	short
Kkr Finl Hldgs 8 3/8 11-15-41 | G/L Amount· $3,344.41									
	4,000 00	11/7/2011	3/13/2012	25	100,000 00	100,000 00	103,344 41	3,344 41	short
Lehman Bros Hldg 7.000 10-04-32 | G/L Amount· $0.00									
	50,000 00	4/18/2012	4/18/2012	0	0	0 00	3,092 29	3,092 29	short
Nextel Comm E 13 6 7/8 10-31-13 | G/L Amount· $238.00									
	50,000 00	9/30/2011	3/19/2012	99 26	49,631 00	49,631 00	49,869 00	238	short
Nextera Ener Cap 5.700 3-01-72 | G/L Amount: $379.94									
	95	3/20/2012	4/13/2012	25	2,350 00	2,375 00	2,406 92	31 92	short
	1,905 00	3/20/2012	4/13/2012	25	47,600 00	47,625 00	47,973 02	348 02	short
SubTotal	2,000 00			$25 00	$49,950 00	$50,000 00	$50,379 94	$379 94	
Pnc Finl Services Grp 5.375-Q | G/L Amount: $192.57									
	2,000 00	9/14/2012	10/8/2012	25	50,000 00	50,000 00	50,192 57	192 57	short
Pnc Finl-P 6.125% Flts 5/01/22 | G/L Amount. $259.36									
	2,000 00	4/19/2012	5/1/2012	25	50,000 00	50,000 00	50,259 36	259 36	short
Qwest Corporation 7 1/2 9-15-51 | G/L Amount: $3,749.50									
	4,000 00	9/14/2011	6/14/2012	25	100,000 00	100,000 00	103,749 50	3,749 50	short
Royal Bk Scotland Ser Q 6.75% | G/L Amount: $3,212.46									
	1,000 00	5/11/2012	9/17/2012	19 16	19,164 45	19,164 45	20,854 53	1,690 08	short
	1,000 00	5/11/2012	9/17/2012	19 16	19,164 45	19,164 45	20,686 83	1,522 38	short
SubTotal	2,000 00			$19 16	$38,328 90	$38,328 90	$41,541 36	$3,212 46	
Sce Trust I 5.625% -F | G/L Amount -$1,047.61									
	2,000 00	5/10/2012	6/8/2012	25	50,000 00	50,000 00	48,952 39	-1,047 61	short
Sprott Physical Silver Tr | G/L Amount: $52.90									
	2,000 00	11/9/2012	11/19/2012	13 15	26,300 00	26,300 00	26,352 90	52 9	short
Stanley Blk Ser-I 5 3/4 7-25-52 | G/L Amount: $112.93									
	1,000 00	7/18/2012	7/19/2012	25	25,000 00	25,000 00	25,112 93	112 93	short
Wells Fargo 5 2% -N | G/L Amount: -$7.62									
	2,000 00	8/9/2012	8/14/2012	25	50,000 00	50,000 00	49,992 38	-7 62	short
Short Term Total					$1,296,859 90	$1,295,259 90	$1,312,562 57	$17,302 67	

Morgan Stanley Account #723-059256-11
2012 Realized Gain/Loss Schedule

SECURITY	QUANTITY	DATE ACQUIRED	DATE SOLD	UNIT COST ($)	TOTAL COST ($)	ADJUSTED COST ($)	PROCEEDS($)	G/L AMOUNT ($)	HOLDING PERIOD

SECURITY	QUANTITY	DATE ACQUIRED	DATE SOLD	UNIT COST ($)	TOTAL COST ($)	ADJUSTED COST ($)	PROCEEDS($)	G/L AMOUNT ($)	HOLDING PERIOD
Contl Airlines 7.339 4-19-14 | G/L Amount: -$502.31									
	7,202 87	11/22/2010	4/19/2012	103 5	0	7,454 90	7,202 87	-252 03	long
	7,152 92	11/22/2010	10/19/2012	103 5	0	7,403 20	7,152 92	-250 28	long
SubTotal	14,355 79			$103 50	$0 00	$14,858 10	$14,355 79	($502 31)	
Fmcc 3.147 1-13-12 | G/L Amount· $1,494.00									
	100,000 00	7/13/2010	1/13/2012	98 51	98,506 00	98,506 00	100,000 00	1,494 00	long
Gs Capital Iii 4.000 1-18-53 | G/L Amount: $0.00									
	50,000 00	1/27/2011	9/1/2012	76 51	50,000 00	50,000 00	50,000 00	0	long
Hj Heinz Finance 6.000 3-15-12 | G/L Amount $0.00									
	100,000 00	6/20/2007	3/15/2012	101 36	101,362 25	100,000 00	100,000 00	0	long
Merck & Co Inc New Com | G/L Amount. $1;568.35									
	1,050 00	3/2/2009	7/27/2012	42 37	44,485 74	44,485 74	46,054 09	1,568 35	long
Ml Spx .000 5-10-12 | G/L Amount $637.00									
	5,000 00	5/4/2005	5/10/2012	10	50,000 00	50,000 00	50,637 00	637	long
Morgan Stanley .540 4-19-12 | G/L Amount· $2,369.75									
	100,000 00	11/4/2009	4/19/2012	97 63	97,630 25	97,630 25	100,000 00	2,369 75	long
Ms Hyb Range 10.000 2-26-25 | G/L Amount: $0 00									
	50,000 00	2/24/2010	2/27/2012	100	50,000 00	50,000 00	50,000 00	0	long
Nova Chemicals Co 3.854 11-15-13 | G/L Amount $744.00									
	100,000 00	9/21/2011	10/25/2012	99 26	99,256 00	99,256 00	100,000 00	744	long
Protective Life 4.080 7-10-12 | G/L Amount: $0 00									
	100,000 00	3/12/2008	7/10/2012	101 11	101,108 25	100,000 00	100,000 00	0	long
Rali 2006-Qs16 A9 6.000 11-25-36 | G/L Amount· $0.00									
	537 53	1/4/2007	1/25/2012	0	0	0	537 53	0	long
	185 26	1/4/2007	2/25/2012	0	0	0	185 26	0	long
	317 91	1/4/2007	3/25/2012	0	0	0	317 91	0	long
	392 31	1/4/2007	4/25/2012	0	0	0	392 31	0	long
	604 87	1/4/2007	5/25/2012	0	0	0	604 87	0	long
	509 26	1/4/2007	6/25/2012	0	0	0	509 26	0	long
	412 63	1/4/2007	7/25/2012	0	0	0	412 63	0	long
	355 86	1/4/2007	8/25/2012	0	0	0	355 86	0	long
	459 72	1/4/2007	9/25/2012	0	0	0	459 72	0	long
	345 96	1/4/2007	10/25/2012	0	0	0	345 96	0	long
	364 33	1/4/2007	11/25/2012	0	0	0	364 33	0	long
	490 02	1/4/2007	12/25/2012	0	0	0	490 02	0	long
SubTotal	4,975 66			N/A	$0 00	$0 00	$4,975 66	4,975 68	
Regions Finl Corp .643 6-26-12 | G/L Amount· $1,744.00									
	100,000 00	5/12/2011	6/26/2012	98 26	98,256 00	98,256 00	100,000 00	1,744 00	long
Regions Finl Corp 6 3/8 5-15-12 | G/L Amount· $0.00									
	100,000 00	2/3/2011	5/15/2012	103 63	103,625 00	100,000 00	100,000 00	0	long
Slm Corp Ser Bed1 4.874 3-15-12 | G/L Amount· $6,027.50									
	59,000 00	2/8/2010	3/15/2012	89 78	52,972 50	52,972 50	59,000 00	6,027 50	long
Transocean Tdr 1 1/2 12-15-37 | G/L Amount: $994.00									
	100,000 00	10/27/2011	12/17/2012	99 01	99,006 00	99,006 00	100,000 00	994	long
Wachovia Captl Tr 5.569 7-31-52 | G/L Amount· $12,085.48									
	50,000 00	3/15/2011	7/12/2012	72 86	36,430 53	36,430 53	48,516 01	12,085 48	long
Long Term Total					$1,082,638 52	$1,091,401 12	$1,123,538 55	$32,137 45	
Grand Total					$2,379,498 42	$2,386,661 02	$2,436,101 12	$49,440 12	

Morgan Stanley Account #723-059211-111
2012 Realized Gain/Loss Schedule

SECURITY	QUANTITY	DATE ACQUIRED	DATE SOLD	UNIT COST ($)	TOTAL COST ($)	ADJUSTED COST ($)	PROCEEDS($)	G/L AMOUNT ($)	HOLDING PERIOD
Agnico Eagle Mines Ltd | G/L Amount: $246.94									
	11	10/14/2011	9/20/2012	58 56	644 1	644 1	571 35	-72 75	short
	20	10/14/2011	9/20/2012	58 56	1,171 14	1,171 14	1,038 85	-132 29	short
	2	12/16/2011	9/20/2012	36 82	73 64	73 64	103 88	30 24	short
	13	12/16/2011	11/23/2012	36 82	478 63	478 63	734 91	256 28	short
	9	1/30/2012	11/23/2012	38 15	343 32	343 32	508 78	165 46	short
SubTotal	55			$49 29	$2,710 83	$2,710 83	$2,957 77	$246 94	
Becton Dickinson & Co | G/L Amount -$9 54									
	9	2/7/2012	8/20/2012	77 5	697 53	697 53	687 99	-9 54	short
Ca Incorporated | G/L Amount $176.25									
	66	2/7/2011	1/30/2012	24 97	1,647 83	1,647 83	1,681 43	33 6	short
	22	4/25/2011	2/27/2012	24 15	531 24	531 24	596 01	64 77	short
	24	5/19/2011	5/4/2012	23 05	553 2	553 2	631 08	77 88	short
SubTotal	112			$24 40	$2,732 27	$2,732 27	$2,908 52	$176 25	
Cal Dive International, Inc | G/L Amount· -$2,245 79									
	333	5/16/2011	1/6/2012	6 09	2,026 57	2,026 57	865 35	-1,161 22	short
	123	6/9/2011	1/6/2012	6 2	762 49	762 49	319 63	-442 86	short
	6	6/10/2011	1/6/2012	6 2	37 17	37 17	15 59	-21 58	short
	104	6/23/2011	1/6/2012	5 54	576 19	576 19	270 26	-305 93	short
	119	8/3/2011	1/6/2012	5 04	599 76	599 76	309 24	-290 52	short
	135	8/23/2011	1/6/2012	2 77	374 49	374 49	350 81	-23 68	short
SubTotal	820			$5 34	$4,376 67	$4,376 67	$2,130 88	($2,245 79)	
Cameron Intnl Corp | G/L Amount: $6.78									
	3	5/6/2011	4/10/2012	47 89	143 66	143 66	150 44	6 78	short
Cerner Corp | G/L Amount: $17.43									
	21	6/4/2012	6/27/2012	76 78	1,612 35	1,612 35	1,629 78	17 43	short
Check Point Software Tech Ltd | G/L Amount -$201.64									
	25	8/24/2012	10/23/2012	49 51	1,237 68	1,237 68	1,075 07	-162 61	short
	6	8/24/2012	10/23/2012	49 51	297 04	297 04	258 01	-39 03	short
SubTotal	31			$49 51	$1,534 72	$1,534 72	$1,333 08	($201 64)	
Cincinnati Financial Ohio | G/L Amount. $464.32									
	82	9/8/2011	2/2/2012	27 4	2,246 58	2,246 58	2,710 90	464 32	short
Citi Trends Inc | G/L Amount $128.73									
	30	9/21/2011	6/20/2012	11 71	351 38	351 38	480 11	128 73	short
Con-Way Inc | G/L Amount -$37.95									
	6	2/7/2012	11/8/2012	30 85	185 1	185 1	168 66	-16 44	short
	9	8/24/2012	11/8/2012	30 5	274 5	274 5	252 99	-21 51	short
SubTotal	15			$30 64	$459 60	$459 60	$421 65	($37 95)	
Cons Edison Inc (Hldg Co) | G/L Amount: $286.50									
	75	9/8/2011	1/4/2012	56 12	4,208 66	4,208 66	4,495 16	286 5	short
Devon Energy Corp New | G/L Amount· -$44.57									
	11	1/24/2012	5/25/2012	64 21	706 26	706 26	661 69	-44 57	short
Dolby Cla A Com Stk | G/L Amount. $806.61									
	23	8/19/2011	4/27/2012	31 89	733 41	733 41	905 79	172 38	short
	41	8/19/2011	5/7/2012	31 89	1,307 38	1,307 38	1,812 32	504 94	short
	4	8/19/2011	6/12/2012	31 89	127 55	127 55	166 54	38 99	short
	4	9/23/2011	6/12/2012	28 15	112 58	112 58	166 53	53 95	short
	18	11/1/2011	10/31/2012	28 85	519 21	519 21	555 56	36 35	short
SubTotal	90			$31 11	$2,800 13	$2,800 13	$3,606 74	$806 61	
Dominion Res Inc (New) | G/L Amount $259.14									
	69	9/8/2011	1/4/2012	48 26	3,329 75	3,329 75	3,588 89	259 14	short
Dresser-Rand Group Inc | G/L Amount: $20.22									
	11	3/14/2011	1/30/2012	50 17	551 91	551 91	572 13	20 22	short
Du Pont Ei De Nemours & Co | G/L Amount. -$87.23									
	14	8/24/2012	11/2/2012	50 35	704 85	704 85	617 62	-87 23	short
Duke Energy Corp New | G/L Amount: $4.04									
	0 333	9/8/2011	6/29/2012	56 59	18 79	18 79	22 83	4 04	short
Erste Group Bank Ag Spons Adr | G/L Amount $15.61									
	91	1/4/2012	7/17/2012	9 08	826 25	826 25	841 86	15 61	short
Exelis Inc Com | G/L Amount: $2.25									
	6	8/19/2011	5/24/2012	10 05	60 28	60 28	62 53	2 25	short
Exelon Corp | G/L Amount: -$2,152.41									
	141	7/19/2012	12/3/2012	39 05	5,505 53	5,505 53	4,141 75	-1,363 78	short
	91	8/8/2012	12/3/2012	38 04	3,461 67	3,461 67	2,673 04	-788 63	short
SubTotal	232			$38 65	$8,967 20	$8,967 20	$6,814 79	($2,152 41)	

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SECURITY	QUANTITY	DATE ACQUIRED	DATE SOLD	UNIT COST ($)	TOTAL COST ($)	ADJUSTED COST ($)	PROCEEDS($)	G/L AMOUNT ($)	HOLDING PERIOD
Formfactor Inc | G/L Amount. -$404.85									
	51	7/5/2011	1/12/2012	9 17	467 54	467 54	255 22	-212 32	short
	62	8/29/2011	1/12/2012	8 11	502 81	502 81	310 28	-192 53	short
SubTotal	113			$8 59	$970 35	$970 35	$565 50	($404 85)	
Foster Wheeler Ag Com | G/L Amount: $25.34									
	13	8/24/2012	11/5/2012	21 05	273 65	273 65	298 99	25 34	short
Gamestop Corp Cl A New | G/L Amount $12.31									
	3	2/27/2012	12/19/2012	23 18	69 54	69 54	81 85	12 31	short
Garmin Ltd Shs | G/L Amount $676.12									
	59	8/22/2011	5/30/2012	31 66	1,868 21	1,868 21	2,544 33	676 12	short
Hasbro Inc | G/L Amount $99.76									
	24	10/14/2011	9/20/2012	33 98	815 41	815 41	915 17	99 76	short
Hologic Inc | G/L Amount. $81.87									
	46	8/17/2011	5/7/2012	16 67	766 79	766 79	786 63	19 84	short
	32	10/13/2011	5/7/2012	15 16	485 18	485 18	547 21	62 03	short
SubTotal	78			$16 05	$1,251 97	$1,251 97	$1,333 84	$81 87	
Hoya Corp Spons Adr | G/L Amount· -$176.36									
	53	8/2/2012	12/4/2012	22 59	1,197 52	1,197 52	1,021 16	-176 36	short
Ingersoll-Rand Plc Shs | G/L Amount· $942.95									
	11	10/14/2011	2/24/2012	29 89	328 77	328 77	444 66	115 89	short
	50	10/14/2011	9/7/2012	29 57	1,478 43	1,478 43	2,305 49	827 06	short
SubTotal	61			$29 63	$1,807 20	$1,807 20	$2,750 15	$942 95	
Itt Corp New | G/L Amount· $16.36									
	3	8/19/2011	5/4/2012	16 55	49 66	49 66	66 02	16 36	short
Juniper Networks | G/L Amount· -$897.03									
	131	7/29/2011	5/21/2012	23 6	3,092 10	3,092 10	2,330 12	-761 98	short
	39	3/15/2012	5/21/2012	21 25	828 75	828 75	693 7	-135 05	short
SubTotal	170			$23 06	$3,920 85	$3,920 85	$3,023 82	($897 03)	
Jupiter Telecom Adr | G/L Amount· -$2.11									
	4	2/7/2012	5/25/2012	66 65	266 6	266 6	264 49	-2 11	short
Kimberly Clark Corp | G/L Amount· $1,193.65									
	40	9/8/2011	7/19/2012	68 37	2,734 72	2,734 72	3,438 92	704 2	short
	33	9/8/2011	8/8/2012	68 37	2,256 14	2,256 14	2,745 59	489 45	short
SubTotal	73			$68 37	$4,990 86	$4,990 86	$6,184 51	$1,193 65	
Metro Pcs Communications | G/L Amount $534.15									
	79	10/17/2011	2/24/2012	9 04	713 81	713 81	945 25	231 44	short
	133	10/17/2011	9/10/2012	9 04	1,201 72	1,201 72	1,308 92	107 2	short
	73	11/1/2011	9/10/2012	7 87	574 22	574 22	718 43	144 21	short
	46	1/30/2012	9/10/2012	8 73	401 4	401 4	452 7	51 3	short
SubTotal	331			$8 74	$2,891 15	$2,891 15	$3,425 30	$534 15	
Newfield Expl Co | G/L Amount: -$700.43									
	21	1/30/2012	11/5/2012	38 66	811 8	811 8	559 01	-252 79	short
	28	2/24/2012	11/5/2012	36 69	1,027 32	1,027 32	745 35	-281 97	short
	20	4/9/2012	11/5/2012	34 9	698 07	698 07	532 4	-165 67	short
SubTotal	69			$36 77	$2,537 19	$2,537 19	$1,836 76	($700 43)	
Novartis Ag Adr | G/L Amount: $34.92									
	5	3/15/2012	9/24/2012	54 39	271 95	271 95	306 87	34 92	short
Phillips 66 Com | G/L Amount· $67.25									
	53	9/8/2011	5/3/2012	30 07	1,593 73	1,593 73	1,660 98	67 25	short
Procter & Gamble | G/L Amount· $56.56									
	18	9/8/2011	4/11/2012	63 27	1,138 82	1,138 82	1,195 38	56 56	short
Research In Motion | G/L Amount· -$258.44									
	52	2/27/2012	11/5/2012	14 58	758 37	758 37	460 38	-297 99	short
	21	9/20/2012	11/5/2012	6 97	146 37	146 37	185 92	39 55	short
SubTotal	73			$12 39	$904 74	$904 74	$646 30	($258 44)	
Rockwell Collins Inc | G/L Amount: $185.48									
	17	5/20/2011	2/27/2012	61 96	1,053 25	1,053 25	1,015 54	-37 71	short
	10	7/29/2011	2/27/2012	55 1	550 97	550 97	597 38	46 41	short
	15	8/17/2011	2/27/2012	47 95	719 28	719 28	896 06	176 78	short
SubTotal	42			$55 32	$2,323 50	$2,323 50	$2,508 98	$185 48	
Smart Tech Cl A Sub Vtg Shs | G/L Amount· -$1,963.54									
	245	3/14/2011	1/27/2012	9 31	2,280 53	2,280 53	1,016 02	-1,264 51	short
	42	5/13/2011	1/27/2012	9 85	413 83	413 83	174 17	-239 66	short
	155	5/19/2011	1/27/2012	7 12	1,103 01	1,103 01	642 79	-460 22	short
	46	1/24/2012	1/27/2012	4 13	189 91	189 91	190 76	0 85	short
SubTotal	488			$8 17	$3,987 28	$3,987 28	$2,023 74	($1,963 54)	

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St Jude Medical Inc | G/L Amount -$1,203.53									
	102	5/18/2011	3/14/2012	52 59	5,364 53	5,364 53	4,305 48	-1,059 05	short
	52	7/29/2011	3/14/2012	46 9	2,438 90	2,438 90	2,194 95	-243 95	short
	27	1/24/2012	3/14/2012	38 53	1,040 21	1,040 21	1,139 68	99 47	short
SubTotal	181			$48 86	$8,843 64	$8,843 64	$7,640 11	($1,203 53)	
T Rowe Price Group Inc | G/L Amount. $23.30									
	14	7/29/2011	2/6/2012	57 01	798 1	798 1	821 4	23 3	short
Talisman Energy Inc | G/L Amount $106.81									
	35	6/14/2012	9/20/2012	11 2	391 92	391 92	498 73	106 81	short
Telefonica Sa Adr | G/L Amount -$2,332.76									
	352	9/8/2011	5/18/2012	19 06	6,710 84	6,710 84	4,378 08	-2,332 76	short
Terex Cp New Del | G/L Amount. $2,024.00									
	56	9/26/2011	1/30/2012	11 11	622 23	622 23	1,134 83	512 6	short
	25	9/26/2011	3/15/2012	11 11	277 78	277 78	646 92	369 14	short
	50	9/26/2011	9/10/2012	11 11	555 57	555 57	1,165 51	609 94	short
	39	9/26/2011	9/19/2012	11 11	433 34	433 34	965 66	532 32	short
SubTotal	170			$11 11	$1,888 92	$1,888 92	$3,912 92	$2,024 00	
The Scotts Miracle-Gro Company | G/L Amount. -$26.69									
	6	8/24/2012	11/9/2012	42 13	252 78	252 78	250 38	-2 4	short
	16	9/10/2012	11/9/2012	43 25	691 96	691 96	667 67	-24 29	short
SubTotal	22			$42 94	$944 74	$944 74	$918 05	($26 69)	
Vca Antech Inc | G/L Amount: $262.89									
	14	10/14/2011	6/13/2012	17 67	247 44	247 44	287 89	40 45	short
	92	10/14/2011	9/24/2012	17 67	1,626 00	1,626 00	1,848 44	222 44	short
SubTotal	106			$17 67	$1,873 44	$1,873 44	$2,136 33	$262 89	
Ventas Inc | G/L Amount: $436 30									
	50	4/11/2012	8/8/2012	55 23	2,761 56	2,761 56	3,197 86	436 3	short
Walgreen Co | G/L Amount. $36.98									
	24	1/24/2012	9/19/2012	34 22	821 24	821 24	858 22	36 98	short
Short Term Total					$97,204 25	$97,204 25	$93,711 20	($3,493 05)	

SECURITY	QUANTITY	DATE ACQUIRED	DATE SOLD	UNIT COST ($)	TOTAL COST ($)	ADJUSTED COST ($)	PROCEEDS($)	G/L AMOUNT ($)	HOLDING PERIOD
Abbott Laboratories | G/L Amount $1,843.31									
	43	4/29/2008	7/19/2012	53 58	2,303 85	2,303 85	2,820 88	517 03	long
	34	4/29/2008	8/8/2012	53 58	1,821 65	1,821 65	2,244 02	422 37	long
	3	4/27/2010	8/8/2012	49 78	149 34	149 34	198	48 66	long
	43	4/27/2010	10/11/2012	49 78	2,140 54	2,140 54	2,995 79	855 25	long
SubTotal	123			$52 16	$6,415 38	$6,415 38	$8,258 69	$1,843 31	
Aetna Inc (New)(Ct) | G/L Amount $117.59									
	7	4/27/2010	2/24/2012	30 1	210 7	210 7	328 29	117 59	long
Air Liquide Adr | G/L Amount: $6.90									
	0	9/5/2007	6/29/2012	0	0	0	6 9	6 9	cash in lieu
Alliant Techsystem | G/L Amount. -$1,139 62									
	15	5/10/2010	5/30/2012	77 75	1,166 28	1,166 28	741 97	-424 31	long
	11	5/10/2010	9/12/2012	77 75	855 28	855 28	539 52	-315 76	long
	8	6/4/2010	9/12/2012	68 09	544 69	544 69	392 37	-152 32	long
	6	6/4/2010	11/5/2012	68 09	408 51	408 51	351 87	-56 64	long
	10	6/22/2010	11/5/2012	65 65	656 54	656 54	586 46	-70 08	long
	10	2/4/2011	11/5/2012	70 7	706 97	706 97	586 46	-120 51	long
SubTotal	60			$72 30	$4,338 27	$4,338 27	$3,198 65	($1,139 62)	
Amphenol Corp New Cl A | G/L Amount: $215.93									
	11	8/22/2011	9/20/2012	42 45	466 93	466 93	682 86	215 93	long
Arm Holdings Plc Ads | G/L Amount. $5,931.06									
	60	5/13/2010	8/29/2012	11 15	668 88	668 88	1,637.74	968 86	long
	77	5/13/2010	12/13/2012	11 15	858 4	858 4	2,813.32	1,954 92	long
	18	7/13/2010	12/13/2012	13 98	251 59	251 59	657 66	406 07	long
	5	7/13/2010	12/20/2012	13 98	69 88	69 88	191 72	121 84	long
	6	10/14/2010	12/20/2012	18 71	112 26	112 26	230 07	117 81	long
	92	10/15/2010	12/20/2012	18 8	1,729 54	1,729 54	3,527 73	1,798 19	long
	4	12/1/2011	12/20/2012	28 09	112 35	112 35	153 38	41 03	long
	19	12/1/2011	12/20/2012	28 09	533 65	533 65	728 55	194 9	long
	34	12/1/2011	12/21/2012	28 09	954 95	954 95	1,282 39	327 44	long
SubTotal	315			$16 80	$5,291 50	$5,291 50	$11,222 56	$5,931 06	
At&T Inc | G/L Amount: $744 60									
	72	4/27/2010	10/11/2012	26 07	1,876 82	1,876 82	2,621 42	744 6	long

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Becton Dickinson & Co | G/L Amount· -$26.36									
	32	4/27/2010	8/20/2012	75 88	2,428 16	2,428 16	2,446 17	18 01	long
	36	4/27/2010	8/20/2012	75 88	2,731 61	2,731 61	2,751 94	20 33	long
	16	2/16/2011	8/20/2012	80 49	1,287 79	1,287 79	1,223 09	-64 7	long
SubTotal	84			$76 76	$6,447 56	$6,447 56	$6,421 20	($26 36)	
Best Buy Co | G/L Amount: -$1,439.88									
	28	1/10/2011	11/5/2012	35 66	998 48	998 48	410 11	-588 37	long
	18	3/1/2011	11/5/2012	32 3	581 31	581 31	263 65	-317 66	long
	36	3/28/2011	11/5/2012	29 48	1,061 14	1,061 14	527 29	-533 85	long
SubTotal	82			$32 21	$2,640 93	$2,640 93	$1,201 05	($1,439 88)	
Boston Scientific Corp | G/L Amount -$823 54									
	185	4/27/2010	5/29/2012	7 11	1,314 98	1,314 98	1,098 87	-216 11	long
	336	4/27/2010	11/5/2012	7 11	2,388 29	2,388 29	1,780 86	-607 43	long
SubTotal	521			$7 11	$3,703 27	$3,703 27	$2,879 73	($823 54)	
Ca Incorporated | G/L Amount. $119.16									
	11	2/7/2011	2/27/2012	24 97	274 64	274 64	298	23 36	long
	11	4/25/2011	5/4/2012	24 15	265 62	265 62	289 24	23 62	long
	20	5/19/2011	9/20/2012	23 05	461	461	533 18	72 18	long
SubTotal	42			$23 84	$1,001 26	$1,001 26	$1,120 42	$119 16	
Cameron Intnl Corp | G/L Amount $787.83									
	17	6/4/2010	2/24/2012	33 21	564 54	564 54	964 27	399 73	long
	3	7/30/2010	2/24/2012	39 08	117 25	117 25	170 17	52 92	long
	22	7/30/2010	4/10/2012	39 08	859 83	859 83	1,103 20	243 37	long
	10	5/6/2011	9/20/2012	47 89	478 87	478 87	570 68	91 81	long
SubTotal	52			$38 86	$2,020 49	$2,020 49	$2,808 32	$787 83	
Canon Inc Adr New | G/L Amount: -$1,071 82									
	28	9/12/2007	7/31/2012	53 17	1,488 64	1,488 64	937 29	-551 35	long
	35	4/17/2008	7/31/2012	48 76	1,706 54	1,706 54	1,171 61	-534 93	long
	40	10/31/2008	7/31/2012	34	1,360 14	1,360 14	1,338 98	-21 16	long
	6	2/5/2009	7/31/2012	27 54	165 23	165 23	200 85	35 62	long
SubTotal	109			$43 31	$4,720 55	$4,720 55	$3,648 73	($1,071 82)	
Carnival Cp New Paired Com | G/L Amount -$172.51									
	62	9/8/2010	5/10/2012	34 4	2,133 10	2,133 10	1,960 59	-172 51	long
Cerner Corp | G/L Amount: $1,724 83									
	66	3/11/2011	6/27/2012	51 47	3,397 32	3,397 32	5,122 15	1,724 83	long
Charles Schwab New | G/L Amount· $368.30									
	145	8/19/2011	11/5/2012	11 41	1,654 40	1,654 40	2,022 70	368 3	long
Check Point Software Tech Ltd | G/L Amount: -$1,555.96									
	25	8/17/2011	8/29/2012	57 46	1,436 56	1,436 56	1,196 44	-240 12	long
	91	8/17/2011	10/23/2012	57 46	5,229 08	5,229 08	3,913 24	-1,315 84	long
SubTotal	116			$57 46	$6,665 64	$6,665 64	$5,109 68	($1,555 96)	
China Res Enter Ltd-Spons Adr | G/L Amount. -$101.21									
	295	4/27/2010	4/5/2012	7 15	2,109 25	2,109 25	2,008 04	-101 21	long
Cisco Sys Inc | G/L Amount: $244.14									
	413	6/20/2011	8/2/2012	15 14	6,250 84	6,250 84	6,494 98	244 14	long
Citi Trends Inc | G/L Amount· $227.92									
	98	9/21/2011	12/12/2012	11 71	1,147 84	1,147 84	1,307 04	159 2	long
	36	9/21/2011	12/13/2012	11 71	421 66	421 66	490 38	68 72	long
SubTotal	134			$11 71	$1,569 50	$1,569 50	$1,797 42	$227.92	
Con-Way Inc | G/L Amount: -$460.57									
	35	2/3/2011	11/8/2012	33 45	1,170 61	1,170 61	983 86	-186 75	long
	25	4/7/2011	11/8/2012	39 06	976 58	976 58	702 76	-273 82	long
SubTotal	60			$35 79	$2,147 19	$2,147 19	$1,686 62	($460 57)	
Dassault Systems Sa Ads | G/L Amount· $581.20									
	32	4/27/2010	2/16/2012	63 3	2,025 60	2,025 60	2,606 80	581 2	long
Deere & Co | G/L Amount· $1,117.39									
	39	3/30/2010	8/16/2012	61 14	2,384 44	2,384 44	2,924 99	540 55	long
	41	4/27/2010	8/16/2012	59 77	2,450 50	2,450 50	3,074 99	624 49	long
	12	7/29/2011	8/16/2012	78 97	947 65	947 65	900	-47 65	long
SubTotal	92			$62 85	$5,782 59	$5,782 59	$6,899 98	$1,117 39	
Devon Energy Corp New | G/L Amount -$722.09									
	83	6/11/2010	5/25/2012	67 76	5,624 13	5,624 13	4,992 77	-631 36	long
	15	8/4/2010	5/25/2012	66 2	993 04	993 04	902 31	-90 73	long
SubTotal	98			$67 52	$6,617 17	$6,617 17	$5,895 08	($722 09)	
Dolby Cla A Com Stk | G/L Amount: $53.66									
	10	9/23/2011	10/31/2012	28 15	281 45	281 45	308 64	27 19	long
	18	10/14/2011	10/31/2012	29 39	529 08	529 08	555 55	26 47	long
SubTotal	28			$28 95	$810 53	$810 53	$864 19	$53 66	

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Dresser-Rand Group Inc | G/L Amount -$90.13									
	41	3/14/2011	5/7/2012	50 17	2,057 11	2,057 11	1,966 98	-90 13	long
Du Pont Ei De Nemours & Co | G/L Amount· -$1,546.80									
	131	2/18/2011	11/2/2012	55 92	7,325 97	7,325 97	5,779 17	-1,546 80	long
Eli Lilly & Co | G/L Amount $1,391 50									
	91	9/8/2011	10/22/2012	36 99	3,366 09	3,366 09	4,757 59	1,391 50	long
Erste Group Bank Ag Spons Adr | G/L Amount -$3,651.01									
	198	4/27/2010	7/17/2012	22 3	4,415 40	4,415 40	1,831 75	-2,583 65	long
	107	5/17/2010	7/17/2012	19 23	2,057 25	2,057 25	989 89	-1,067 36	long
SubTotal	305			$21 22	$6,472 65	$6,472 65	$2,821 64	($3,651 01)	
Exelis Inc Com | G/L Amount: -$195 54									
	69	4/27/2010	5/24/2012	13 07	902 16	902 16	718 99	-183 17	long
	18	7/30/2010	5/24/2012	10 9	196 22	196 22	187 56	-8 66	long
	7	11/3/2010	5/24/2012	10 95	76 65	76 65	72 94	-3 71	long
SubTotal	94			$12 50	$1,175 03	$1,175 03	$979 49	($195 54)	
Fastenal Co | G/L Amount: $3,518.61									
	175	4/27/2010	2/7/2012	27 48	4,809 52	4,809 52	8,328 13	3,518 61	long
Formfactor Inc | G/L Amount -$1,326.11									
	277	11/3/2010	1/12/2012	9 79	2,712 33	2,712 33	1,386 22	-1,326 11	long
Foster Wheeler Ag Com | G/L Amount: -$878.71									
	13	5/23/2011	9/20/2012	32 4	421 15	421 15	308 31	-112 84	long
	29	5/23/2011	9/20/2012	32 4	939 52	939 52	687 77	-251 75	long
	30	5/23/2011	11/5/2012	32 4	971 9	971 9	689 99	-281 91	long
	18	6/23/2011	11/5/2012	29 11	524 06	524 06	413 99	-110 07	long
	32	8/1/2011	11/5/2012	27 01	864 3	864 3	735 99	-128 31	long
	12	8/19/2011	11/5/2012	22 49	269 83	269 83	276	6 17	long
SubTotal	134			$29 78	$3,990 76	$3,990 76	$3,112 05	($878 71)	
Gamestop Corp Cl A New | G/L Amount: $744.85									
	85	4/4/2011	11/23/2012	22 68	1,927 77	1,927 77	2,326 08	398 31	long
	2	4/4/2011	12/19/2012	22 68	45 36	45 36	54 56	9 2	long
	27	7/29/2011	12/19/2012	23 58	636 71	636 71	736 61	99 9	long
	26	8/3/2011	12/19/2012	22 97	597 33	597 33	709 33	112	long
	20	8/19/2011	12/19/2012	21 01	420 2	420 2	545 64	125 44	long
SubTotal	160			$22 67	$3,627 37	$3,627 37	$4,372 22	$744 85	
Guess Inc | G/L Amount. -$745.43									
	45	5/23/2011	11/5/2012	40 86	1,838 92	1,838 92	1,093 49	-745 43	long
Hologic Inc | G/L Amount: $238.31									
	45	5/4/2010	5/7/2012	16 17	727 63	727 63	769 53	41 9	long
	65	7/30/2010	5/7/2012	14 08	915 13	915 13	1,111 54	196 41	long
SubTotal	110			$14 93	$1,642 76	$1,642 76	$1,881 07	$238 31	
Hoya Corp Spons Adr | G/L Amount· -$1,562.17									
	70	11/21/2006	12/4/2012	36 85	2,579 50	2,579 50	1,348 70	-1,230 80	long
	15	5/21/2007	12/4/2012	33	495	495	289 01	-205 99	long
	20	9/29/2008	12/4/2012	20 62	412 4	412 4	385 34	-27 06	long
	30	10/15/2008	12/4/2012	18 92	567 71	567 71	578 01	10 3	long
	32	2/27/2009	12/4/2012	18 35	587 2	587 2	616 55	29 35	long
	16	4/27/2010	12/4/2012	27 89	446 24	446 24	308 27	-137 97	long
SubTotal	183			$27 80	$5,088 05	$5,088 05	$3,525 88	($1,562 17)	
Itt Corp New | G/L Amount: $66.01									
	34	4/27/2010	5/4/2012	21 86	743 39	743 39	748 18	4 79	long
	9	7/30/2010	5/4/2012	17 97	161 69	161 69	198 05	36 36	long
	4	11/3/2010	5/4/2012	15 79	63 16	63 16	88 02	24 86	long
SubTotal	47			$20 60	$968 24	$968 24	$1,034 25	$66 01	
Juniper Networks | G/L Amount· -$2,004.78									
	176	4/27/2010	5/21/2012	29 18	5,135 33	5,135 33	3,130 55	-2,004 78	long
Jupiter Telecom Adr | G/L Amount: -$76.50									
	39	4/29/2010	5/25/2012	68 09	2,655 33	2,655 33	2,578 83	-76 5	long
Kraft Foods Group Inc Com | G/L Amount. $5.42									
	0 335	4/27/2010	10/1/2012	31 3	10 43	10 43	15 85	5 42	long
Legg Mason Inc | G/L Amount· -$3,215.24									
	9	12/4/2007	5/25/2012	73 92	665 32	665 32	229 67	-435 65	long
	39	2/1/2008	5/25/2012	73 53	2,867 49	2,867 49	995 26	-1,872 23	long
	13	2/1/2008	9/20/2012	73 53	955 83	955 83	334 78	-621 05	long
	62	4/27/2010	9/20/2012	30 37	1,882 94	1,882 94	1,596 63	-286 31	long
SubTotal	123			$51 80	$6,371 58	$6,371 58	$3,156 34	($3,215 24)	

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SECURITY	QUANTITY	DATE ACQUIRED	DATE SOLD	UNIT COST ($)	TOTAL COST ($)	ADJUSTED COST ($)	PROCEEDS($)	G/L AMOUNT ($)	HOLDING PERIOD
Mc Donalds Corp | G/L Amount $2,199.47									
	25	4/27/2010	1/4/2012	70 76	1,768 95	1,768 95	2,489 75	720 8	long
	15	4/27/2010	1/4/2012	70 76	1,061 38	1,061 38	1,493 85	432 47	long
	6	4/27/2010	10/3/2012	70 76	424 55	424 55	543 95	119 4	long
	2	10/26/2010	10/3/2012	78 81	157 63	157 63	181 32	23 69	long
	13	10/26/2010	10/3/2012	78 81	1,024 57	1,024 57	1,178 57	154	long
	1	11/17/2010	10/3/2012	78 23	78 23	78 23	90 66	12 43	long
	2	11/17/2010	10/3/2012	78 23	156 45	156 45	181 32	24 87	long
	1	11/17/2010	10/3/2012	78 23	78 23	78 23	90 66	12 43	long
	6	11/17/2010	10/3/2012	78 23	469 36	469 36	543 95	74 59	long
	18	4/6/2011	10/3/2012	76 7	1,380 64	1,380 64	1,631 86	251 22	long
	21	4/27/2011	10/3/2012	77 78	1,633 43	1,633 43	1,903 84	270 41	long
	8	11/17/2010	10/3/2012	78 23	625 82	625 82	725 26	99 44	long
	1	9/8/2011	10/3/2012	88 8	88 8	88 8	90 66	1 86	long
	1	9/8/2011	10/3/2012	88 8	88 8	88 8	90 66	1 86	long
SubTotal	120			$75 31	$9,036 84	$9,036 84	$11,236 31	$2,199 47	
Mead Johnson Nutrition Company | G/L Amount -$478 33									
	95	8/17/2011	12/19/2012	71 11	6,755 36	6,755 36	6,277 03	-478 33	long
Molson Coors Brewing Co Cl B | G/L Amount $89.60									
	44	3/15/2011	9/14/2012	43 3	1,905 20	1,905 20	2,016 85	111 65	long
	11	4/25/2011	9/14/2012	48 04	528 43	528 43	504 21	-24 22	long
	4	5/4/2011	9/14/2012	45 29	181 18	181 18	183 35	2 17	long
SubTotal	59			$44 32	$2,614 81	$2,614 81	$2,704 41	$89 60	
Mtn Grp Ltd Spons Adr | G/L Amount $374 22									
	120	4/27/2010	2/9/2012	14 55	1,746 00	1,746 00	2,120 22	374 22	long
Newfield Expl Co | G/L Amount. -$856.49									
	20	4/27/2010	9/20/2012	56 41	1,128 20	1,128 20	658 98	-469 22	long
	13	4/27/2010	11/5/2012	56 41	733 33	733 33	346 06	-387 27	long
SubTotal	33			$56 41	$1,861 53	$1,861 53	$1,005 04	($856 49)	
Novartis Ag Adr | G/L Amount: $252.06									
	43	4/12/2011	9/24/2012	55 51	2,387 06	2,387 06	2,639 12	252 06	long
Occidental Petroleum Corp De | G/L Amount -$1,010.91									
	32	5/7/2010	11/2/2012	80 3	2,569 60	2,569 60	2,496 72	-72 88	long
	15	6/8/2011	11/2/2012	102 63	1,539 52	1,539 52	1,170 34	-369 18	long
	17	6/15/2011	11/2/2012	103 12	1,753 07	1,753 07	1,326 38	-426 69	long
	16	8/31/2011	11/2/2012	86 91	1,390 51	1,390 51	1,248 35	-142 16	long
SubTotal	80			$90 66	$7,252 70	$7,252 70	$6,241 79	($1,010 91)	
People's United Financial Inc. | G/L Amount -$683 47									
	35	4/27/2010	5/31/2012	15 69	549 05	549 05	408 95	-140 1	long
	145	4/27/2010	11/5/2012	15 69	2,274 64	2,274 64	1,731 27	-543 37	long
SubTotal	180			$15 69	$2,823 69	$2,823 69	$2,140 22	($683 47)	
Petroleo Brasileiro Sa Adr | G/L Amount. -$1,804.87									
	81	4/27/2010	10/4/2012	36 56	2,961 16	2,961 16	1,785 36	-1,175 80	long
	53	2/2/2011	10/4/2012	33 91	1,797 27	1,797 27	1,168 20	-629 07	long
SubTotal	134			$35 51	$4,758 43	$4,758 43	$2,953 56	($1,804 87)	
Philip Morris Intl Inc | G/L Amount $4,089 04									
	13	1/21/2009	4/11/2012	41	533 03	533 03	1,136 49	603 46	long
	72	1/21/2009	7/19/2012	41	2,952 14	2,952 14	6,437 72	3,485 58	long
SubTotal	85			$41 00	$3,485 17	$3,485 17	$7,574 21	$4,089 04	
Pioneer Natural Resources Co | G/L Amount. $1,253.31									
	4	4/27/2010	1/30/2012	63 05	252 2	252 2	386 51	134 31	long
	6	4/27/2010	2/24/2012	63 05	378 3	378 3	696 51	318 21	long
	18	4/27/2010	4/9/2012	63 05	1,134 90	1,134 90	1,935 69	800 79	long
SubTotal	28			$63 05	$1,765 40	$1,765 40	$3,018 71	$1,253 31	
Quest Diagnostics Inc | G/L Amount. -$12.05									
	7	3/11/2011	6/12/2012	57 09	399 66	399 66	387 61	-12 05	long
Research In Motion | G/L Amount -$2,452.41									
	76	6/22/2011	11/5/2012	28 05	2,131 52	2,131 52	672 86	-1,458 66	long
	36	7/29/2011	11/5/2012	25	899 99	899 99	318 73	-581 26	long
	36	10/31/2011	11/5/2012	20 31	731 22	731 22	318 73	-412 49	long
SubTotal	148			$25 42	$3,762 73	$3,762 73	$1,310 32	($2,452 41)	
Safeway Inc Com New | G/L Amount -$487 25									
	57	4/27/2010	1/30/2012	25 39	1,447 12	1,447 12	1,273 90	-173 22	long
	63	4/27/2010	3/26/2012	25 39	1,599 45	1,599 45	1,285 42	-314 03	long
SubTotal	120			$25 39	$3,046 57	$3,046 57	$2,559 32	($487 25)	
Smucker Jm Co Com New | G/L Amount. $836.22									
	75	4/27/2010	2/17/2012	61 68	4,626 19	4,626 19	5,462 41	836 22	long

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SECURITY	QUANTITY	DATE ACQUIRED	DATE SOLD	UNIT COST ($)	TOTAL COST ($)	ADJUSTED COST ($)	PROCEEDS($)	G/L AMOUNT ($)	HOLDING PERIOD
Southwestern Energy Company | G/L Amount· -$168.22									
	55	1/10/2011	11/5/2012	37 78	2,077 85	2,077 85	1,966 20	-111 65	long
	16	2/4/2011	11/5/2012	39 29	628 56	628 56	571 99	-56 57	long
SubTotal	71			$38 12	$2,706 41	$2,706 41	$2,538 19	($168 22)	
Starbucks Corp Washington | G/L Amount· $4,393.40									
	176	6/18/2010	5/21/2012	28 14	4,952 40	4,952 40	9,132 36	4,179 96	long
	8	8/4/2010	5/21/2012	25 21	201 67	201 67	415 11	213 44	long
SubTotal	184			$28 01	$5,154 07	$5,154 07	$9,547 47	$4,393 40	
Symantec Corp | G/L Amount. $47.06									
	24	4/27/2010	9/20/2012	16 94	406 52	406 52	453 58	47 06	long
T Rowe Price Group Inc | G/L Amount: $207 68									
	114	4/27/2010	2/6/2012	56 85	6,480 84	6,480 84	6,688 52	207 68	long
Teradata Corp | G/L Amount· $1,671.24									
	126	9/29/2011	10/24/2012	55 13	6,946 88	6,946 88	8,618 12	1,671 24	long
The Scotts Miracle-Gro Company | G/L Amount: -$331.58									
	18	6/23/2011	11/9/2012	51 25	922 44	922 44	751 14	-171 3	long
	12	8/1/2011	11/9/2012	50 64	607 69	607 69	500 76	-106 93	long
	14	8/17/2011	11/9/2012	45 54	637 57	637 57	584 22	-53 35	long
SubTotal	44			$49 27	$2,167 70	$2,167 70	$1,836 12	($331 58)	
Unilever Plc (New) Ads | G/L Amount· $685.82									
	9	7/10/2007	10/22/2012	33 66	302 9	302 9	331 49	28 59	long
	65	9/26/2008	10/22/2012	28 19	1,832 57	1,832 57	2,394 13	561 56	long
	21	9/8/2011	10/22/2012	32 28	677 82	677 82	773 49	95 67	long
SubTotal	95			$29 61	$2,813 29	$2,813 29	$3,499 11	$685 82	
Valero Energy Cp Dela New | G/L Amount $535.66									
	16	9/16/2010	1/30/2012	17 32	277 13	277 13	387 26	110 13	long
	49	9/16/2010	6/12/2012	17 32	848 71	848 71	1,099 20	250 49	long
	39	11/3/2010	6/12/2012	17 94	699 84	699 84	874 88	175 04	long
SubTotal	104			$17 56	$1,825 68	$1,825 68	$2,361 34	$535 66	
Wal-Mart De Mexico Sa Spon Adr | G/L Amount $235.14									
	65	4/27/2010	4/24/2012	24 96	1,622 40	1,622 40	1,784 76	162 36	long
	100	4/27/2010	5/10/2012	24 96	2,496 00	2,496 00	2,568 78	72 78	long
SubTotal	165			$24 96	$4,118 40	$4,118 40	$4,353 54	$235 14	
Walgreen Co | G/L Amount: $143.05									
	182	8/22/2011	9/19/2012	34 97	6,365 14	6,365 14	6,508 19	143 05	long
Western Un Co | G/L Amount: -$26.98									
	35	10/13/2009	9/20/2012	19 18	671 37	671 37	644 39	-26 98	long
Long Term Total					$235,522 70	$235,522 70	$241,465 65	$5,942 95	
Grand Total					$332,726 95	$332,726 95	$335,176 85	$2,449 90	