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

2012

Department of the Treasury
Internal Revenue Service

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

For calendar year 2012, or tax year beginning , 2012, and ending

THE WEBB FAMILY CHARITABLE TRUST
P.O. BOX 4213
CARMEL, CA 93921

A Employer identification number
30-6001974

B Telephone number (see the instructions)

C If exemption application is pending, check here

D 1 Foreign organizations, check here
2 Foreign organizations meeting the 85% test, check here and attach computation

E If private foundation status was terminated under section 507(b)(1)(A), check here

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

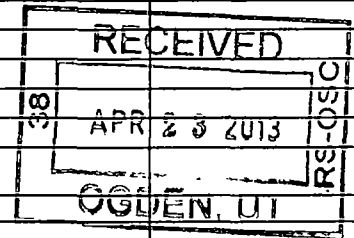
G Check all that apply. Initial return Initial return of a former public charity
 Final return Amended return
 Address change Name change

H Check type of organization: Section 501(c)(3) exempt private foundation
 Section 4947(a)(1) nonexempt charitable trust Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, column (c), line 16)
\$ 1,527,283.

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

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
REVENUE	1 Contributions, gifts, grants, etc. received (att sch)				
	2 Ck <input checked="" type="checkbox"/> if the foundn is not req to att Sch B				
	3 Interest on savings and temporary cash investments	16,175.	16,175.	16,175.	
	4 Dividends and interest from securities	26,946.	26,946.	26,946.	
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain/(loss) from sale of assets not on line 10	20,551.			
	b Gross sales price for all assets on line 6a 343,562.				
	7 Capital gain net income (from Part IV, line 2)		20,551.		
	8 Net short-term capital gain			5,561.	
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit/(loss) (att sch)					
11 Other income (attach schedule)					
12 Total. Add lines 1 through 11	63,672.	63,672.	48,682.		
EXPENSES	13 Compensation of officers, directors, trustees, etc	0.			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach sch) SEE ST 1	4,590.	4,590.		
	c Other prof fees (attach sch) SEE ST 2	14,228.	14,228.		
	17 Interest				
	18 Taxes (attach schedule)(see instrs) SEE STM 3	317.	317.		
	19 Depreciation (attach sch) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule) SEE STATEMENT 4	1,843.	1,843.		
	24 Total operating and administrative expenses. Add lines 13 through 23	20,978.	20,978.		
	25 Contributions, gifts, grants paid PART XV	78,180.			78,180.
26 Total expenses and disbursements. Add lines 24 and 25	99,158.	20,978.	0.	78,180.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements.	-35,486.				
b Net investment income (if negative, enter -0-)		42,694.			
c Adjusted net income (if negative, enter -0-)			48,682.		



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17

Part II	Balance Sheets	Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
ASSETS	1	Cash – non-interest-bearing			
	2	Savings and temporary cash investments	49,009.	79,622.	
	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 sch) ▶			
		Less: allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments – U.S. and state government obligations (attach schedule) STATEMENT 5	519,636.	430,935.	449,073.
	b	Investments – corporate stock (attach schedule) STATEMENT 6	885,310.	905,908.	1,078,210.
	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)				
14	Land, buildings, and equipment basis ▶				
	Less: accumulated depreciation (attach schedule) ▶				
15	Other assets (describe ▶ SEE STATEMENT 7)		2,004.		
16	Total assets (to be completed by all filers – see the instructions. Also, see page 1, item I)	1,453,955.	1,418,469.	1,527,283.	
LIABILITIES	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, & 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. <input type="checkbox"/>				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input checked="" type="checkbox"/>				
	27	Capital stock, trust principal, or current funds	1,453,955.	1,418,469.	
	28	Paid-in or capital surplus, or land, building, and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
30	Total net assets or fund balances (see instructions)	1,453,955.	1,418,469.		
31	Total liabilities and net assets/fund balances (see instructions)	1,453,955.	1,418,469.		

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	1,453,955.
2	Enter amount from Part I, line 27a	2	-35,486.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3.	4	1,418,469.
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 30	6	1,418,469.

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 shares MLC Company)	(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1 a SEE STATEMENT 8			
b			
c			
d			
e			

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	
a			
b			
c			
d			
e			

2 Capital gain net income or (net capital loss) [If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7]	2	20,551.
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	5,561.

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) N/A

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.

(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 (column (b) divided by column (c))
2011			
2010			
2009			
2008			
2007			

2 Total of line 1, column (d)	2	
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	
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	
5 Multiply line 4 by line 3	5	
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	
7 Add lines 5 and 6	7	
8 Enter qualifying distributions from Part XII, line 4	8	

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 <input type="checkbox"/> and enter 'N/A' on line 1 Date of ruling or determination letter: _____ (attach copy of letter if necessary – see instrs)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b	1	854.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (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	854.
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	854.
6	Credits/Payments		
a	2012 estimated tax pmts and 2011 overpayment credited to 2012	6 a	1,800.
b	Exempt foreign organizations – tax withheld at source	6 b	
c	Tax paid with application for extension of time to file (Form 8868)	6 c	
d	Backup withholding erroneously withheld	6 d	
7	Total credits and payments. Add lines 6a through 6d	7	1,800.
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> 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	946.
11	Enter the amount of line 10 to be credited to 2013 estimated tax	11	0.
			946. Refunded

Part VII-A Statements Regarding Activities

	Yes	No
1 a		X
1 b		X
1 c		X
d		
e		
2		X
3		X
4 a		X
4 b		N/A
5		X
6	X	
7	X	
8 a		
8 b	X	
9		X
10		X

BAA

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If 'Yes', attach schedule (see instructions)			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)			X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address <u>WWW.GUIDESTAR.ORG</u>	X		
14	The books are in care of <u>MICHELE A COOK, CPA</u> Telephone no. <u>408-293-3004</u> Located at <u>1530 THE ALAMEDA #200 SAN JOSE CA</u> ZIP + 4 <u>95126</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here <u>N/A</u> and enter the amount of tax-exempt interest received or accrued during the year <u>15</u>			N/A
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If 'Yes,' enter the name of the foreign country		Yes	No
		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
1 a 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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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 <input type="checkbox"/>	1 b	N/A
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?	1 c	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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If 'Yes,' list the years <u>20__ , 20__ , 20__ , 20__</u>		
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)	2 b	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. <u>20__ , 20__ , 20__ , 20__</u>		
3 a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)	3 b	N/A
4 a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4 a	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?	4 b	X

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

5 a 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)? Yes No

Organizations relying on a current notice regarding disaster assistance check here

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

If 'Yes,' attach the statement required by Regulations section 53.4945-5(d) N/A

6 a 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? Yes No

If 'Yes' to 6b, file Form 8870. 6b X

7 a 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? Yes No

If 'Yes,' attach the statement required by Regulations section 53.4945-5(d) 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 (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
JOAN D WEBB P.O. BOX 4213 CARMEL, CA 93921	TRUSTEE 0	0.	0.	0.
PAUL WEBB 210 GROVE AVENUE #4 PACIFIC GROVE, CA 93950	TRUSTEE 0	0.	0.	0.
MARK WEBB 20573 WILLOW SPRINGS ROAD SOULSBYVILLE, CA 95372	TRUSTEE 0	0.	0.	0.
ELLEN WYNN 18010 RED RIDGE LANE PRUNEDALE, CA 93907	TRUSTEE 0	0.	0.	0.

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

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

Total number of other employees paid over \$50,000 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	1 a	1,608,175.
b	Average of monthly cash balances	1 b	
c	Fair market value of all other assets (see instructions)	1 c	
d	Total (add lines 1a, b, and c)	1 d	1,608,175.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1 e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	1,608,175.
4	Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	24,123.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,584,052.
6	Minimum investment return. Enter 5% of line 5	6	79,203.

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	79,203.
2a	Tax on investment income for 2012 from Part VI, line 5	2 a	854.
b	Income tax for 2012 (This does not include the tax from Part VI)	2 b	
c	Add lines 2a and 2b	2 c	854.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	78,349.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	78,349.
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	78,349.

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	1 a	78,180.
b	Program-related investments – total from Part IX-B	1 b	
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)	3 a	
b	Cash distribution test (attach the required schedule)	3 b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	78,180.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	78,180.

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				78,349.
2 Undistributed income, if any, as of the end of 2012:				
a Enter amount for 2011 only			0.	
b Total for prior years: 20__, 20__, 20__		0.		
3 Excess distributions carryover, if any, to 2012:				
a From 2007	3,118.			
b From 2008	16,914.			
c From 2009	1,822.			
d From 2010	1,058.			
e From 2011	2,065.			
f Total of lines 3a through e	24,977.			
4 Qualifying distributions for 2012 from Part XII, line 4: ▶ \$ 78,180.				
a Applied to 2011, but not more than line 2a			0.	
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				78,180.
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))	169.			169.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e. Subtract line 5.	24,808.			
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 instructions.			0.	
f Undistributed income for 2012. Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	0.			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)	2,949.			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	21,859.			
10 Analysis of line 9:				
a Excess from 2008	16,914.			
b Excess from 2009	1,822.			
c Excess from 2010	1,058.			
d Excess from 2011	2,065.			
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)

2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

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

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
<i>a</i> Paid during the year SEE STATEMENT 9				
Total				▶ 3 a 78,180.
<i>b</i> Approved for future payment				
Total				▶ 3 b

CLIENT 4173

THE WEBB FAMILY CHARITABLE TRUST

30-6001974

4/04/13

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STATEMENT 1
FORM 990-PF, PART I, LINE 16B
ACCOUNTING FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	\$ 4,590.	\$ 4,590.		
TOTAL	<u>\$ 4,590.</u>	<u>\$ 4,590.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>

STATEMENT 2
FORM 990-PF, PART I, LINE 16C
OTHER PROFESSIONAL FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MANAGEMENT FEES	\$ 14,228.	\$ 14,228.		
TOTAL	<u>\$ 14,228.</u>	<u>\$ 14,228.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>

STATEMENT 3
FORM 990-PF, PART I, LINE 18
TAXES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAX	\$ 317.	\$ 317.		
TOTAL	<u>\$ 317.</u>	<u>\$ 317.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>

STATEMENT 4
FORM 990-PF, PART I, LINE 23
OTHER EXPENSES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FILING FEES	\$ 10.	\$ 10.		
LICENSES & FEES	25.	25.		
MISCELLANEOUS	128.	128.		
TAXES-FEDERAL	1,680.	1,680.		
TOTAL	<u>\$ 1,843.</u>	<u>\$ 1,843.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>

4/04/13

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**STATEMENT 5
FORM 990-PF, PART II, LINE 10A
INVESTMENTS - U.S. AND STATE GOVERNMENT OBLIGATIONS**

<u>U.S. GOVERNMENT OBLIGATIONS</u>	<u>VALUATION METHOD</u>	<u>BOOK VALUE</u>	<u>FAIR MARKET VALUE</u>
MERRILL LYNCH A/C 245-04434	COST	\$ 430,935.	\$ 449,073.
		\$ 430,935.	\$ 449,073.
	TOTAL	<u>\$ 430,935.</u>	<u>\$ 449,073.</u>

**STATEMENT 6
FORM 990-PF, PART II, LINE 10B
INVESTMENTS - CORPORATE STOCKS**

<u>CORPORATE STOCKS</u>	<u>VALUATION METHOD</u>	<u>BOOK VALUE</u>	<u>FAIR MARKET VALUE</u>
MERRILL LYNCH A/C 245-04431	COST	\$ 505,684.	\$ 611,068.
MERRILL LYNCH A/C 245-04432	COST	184,396.	218,778.
MERRILL LYNCH A/C 245-04433	COST	215,828.	248,364.
	TOTAL	<u>\$ 905,908.</u>	<u>\$ 1,078,210.</u>

**STATEMENT 7
FORM 990-PF, PART II, LINE 15
OTHER ASSETS**

	<u>BOOK VALUE</u>	<u>FAIR MARKET VALUE</u>
ACCRUED INTEREST	\$ 2,004.	
TOTAL	<u>\$ 2,004.</u>	<u>\$ 0.</u>

**STATEMENT 8
FORM 990-PF, PART IV, LINE 1
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME**

<u>ITEM</u>	<u>(A) DESCRIPTION</u>	<u>(B) HOW ACQUIRED</u>	<u>(C) DATE ACQUIRED</u>	<u>(D) DATE SOLD</u>	<u>(E) GROSS SALES</u>	<u>(F) DEPREC. ALLOWED</u>	<u>(G) COST BASIS</u>	<u>(H) GAIN (LOSS)</u>	<u>(I) FMV 12/31/69</u>	<u>(J) ADJ. BAS. 12/31/69</u>	<u>(K) EXCESS (I) - (J)</u>	<u>(L) GAIN (LOSS)</u>
1	MERRILL LYNCH ACCT#254-04431	PURCHASED	VARIOUS	VARIOUS								
2	MERRILL LYNCH ACCT#245-04431	PURCHASED	VARIOUS	VARIOUS								
3	MERRILL LYNCH ACCT#245-04432	PURCHASED	VARIOUS	VARIOUS								
4	MERRILL LYNCH ACCT#245-04432	PURCHASED	VARIOUS	VARIOUS								
5	MERRILL LYNCH ACCT#245-04433	PURCHASED	VARIOUS	VARIOUS								
6	MERRILL LYNCH ACCT#245-04433	PURCHASED	VARIOUS	VARIOUS								
7	MERRILL LYNCH ACCT#245-04434	PURCHASED	VARIOUS	VARIOUS								
8	MERRILL LYNCH	PURCHASED	VARIOUS	VARIOUS								
8	CAPITAL GAIN DIVIDENDS											
1					4,710.		4,569.	141.				\$ 141.

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THE WEBB FAMILY CHARITABLE TRUST

30-6001974

4/04/13

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STATEMENT 8 (CONTINUED)
FORM 990-PF, PART IV, LINE 1
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

ITEM	(E) GROSS SALES	(F) DEPREC. ALLOWED	(G) COST BASIS	(H) GAIN (LOSS)	(I) FMV 12/31/69	(J) ADJ. BAS. 12/31/69	(K) EXCESS (I) - (J)	(L) GAIN (LOSS)
2	11,274.		13,083.	-1,809.				\$ -1,809.
3	49,143.		46,012.	3,131.				3,131.
4	68,377.		61,693.	6,684.				6,684.
5	13,626.		15,360.	-1,734.				-1,734.
6	60,443.		55,948.	4,495.				4,495.
7	130,369.		126,346.	4,023.				4,023.
8	5,620.		0.	5,620.				5,620.
							TOTAL	\$ 20,551.

STATEMENT 9
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND- ATION STATUS	PURPOSE OF GRANT	AMOUNT
FOOD BANK FOR MONTEREY COUNTY 815 WEST MARKET STREET #5 SALINAS, CA 93901	NONE	501C3	FUNDS TO BE USED IN THE ORGANIZATIONS FOOD ASSISTANCE PROGRAMS TO LOW-AND-NO INCOME FAMILIES AND INDIVIDUALS.	\$ 17,130.
PLANNED PARENTHOOD 316 N MAIN ST SALINAS, CA 93901	NONE	501C3	FUNDS TO BE USED IN THE OPERATIONS OF THE ORGANIZATION TO PROVIDE QUALITY REPRODUCTIVE HEALTH CARE SERVICES.	5,000.
RED CROSS OF AMERICA P.O. BOX AR CARMEL, CA 93921	NONE	501C3	FUNDS TO BE USED IN THE ORGANIZATIONS MISSION TO PROVIDE RELIEF TO VICTIMS OF THE DISASTER IN JAPAN AND JOPLIN MISSOURI.	10,000.

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THE WEBB FAMILY CHARITABLE TRUST

30-6001974

4/04/13

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STATEMENT 9 (CONTINUED)
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

<u>NAME AND ADDRESS</u>	<u>DONEE RELATIONSHIP</u>	<u>FOUND- ATION STATUS</u>	<u>PURPOSE OF GRANT</u>	<u>AMOUNT</u>
ATCAA FOOD BANK 427 HIGHWAY 49 STE 305 SONORA, CA 95370	NONE	501C3	FUNDS TO BE USED IN THE ORGANIZATIONS FOOD ASSISTANCE PROGRAMS.	\$ 5,000.
REDWING HORSE SANCTUARY P.O. BOX 58 LOCKWOOD, CA 93932	NONE	501C3	FUNDS TO BE USED IN ORGANIZATIONS EFFORTS TO AID HORSES.	1,050.
SIERRA SENIOR PROVIDERS 540 GREENLEY ROAD SONORA, CA 95370	NONE	501C3	FUNDS TO BE USED TO PROVIDE NUTRITIOUS MEALS TO SENIOR CITIZENS OF TUOLOMNE COUNTY.	15,000.
CASTROVILLE COALITION P.O. BOX 57 CASTROVILLE, CA 95012	NONE	501C3	FUNDS TO BE USED IN ORGANIZATION PROJECT CONSTRUCTING A PUBLIC FAMILY RESOURCE CENTER AND JAPANESE SCHOOL HOUSE IN CASTROVILLE, CA.	5,000.
RICE PLUS PROJECT P.O. BOX 1264 CARMEL, CA 93921	NONE	501C3	PROVIDE NUTRITIOUS MEALS TO CITIZENS OF MONTEREY COUNTY.	5,000.
SF COALITION ON HOMELESSNESS 468 TURK STREET SAN FRANCISCO, CA 94102	NONE	501C3	FUNDS TO BE USED IN PROGRAMS THAT FOSTER PARTICIPATION OF HOMELESS AND LOW-INCOME S.F. RESIDENTS IN THE STRUGGLE FOR ECONOMIC & SOCIAL JUSTICE.	5,000.

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THE WEBB FAMILY CHARITABLE TRUST

30-6001974

4/04/13

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STATEMENT 9 (CONTINUED)
 FORM 990-PF, PART XV, LINE 3A
 RECIPIENT PAID DURING THE YEAR

<u>NAME AND ADDRESS</u>	<u>DONEE RELATIONSHIP</u>	<u>FOUND- ATION STATUS</u>	<u>PURPOSE OF GRANT</u>	<u>AMOUNT</u>
ACTION COUNCIL OF MONTEREY COUNTY 369 MAIN STREET SUITE 206 SALINAS, CA 93901	NONE	501C3	FUNDS TO BE USED IN THE ORGANIZATIONS PROGRAMS TO ENHANCE THE QUALITY OF LIFE AND EMPOWER THE PEOPLE OF MONTEREY COUNTY.	\$ 5,000.
MEALS ON WHEELS 40 CLARK ST SALINAS, CA 93901	NONE	501C3	FUNDS TO BE USED IN THE ORGANIZATIONS EFFORTS TO PROVIDE MEALS TO THE SENIORS.	5,000.
			TOTAL	\$ <u>78,180.</u>



ALLEN & COOK CPA

EMASM Fiscal Statement

FISCAL YEAR ACTIVITY

Date	Transaction	Quantity	Description	Price	Debit	Credit
10/04/12	Fgn Div Tax		UNILEVER NV NY REG SHS			6.53
10/18/12	Fgn Div Tax		TOTAL S.A. SP ADR	35.18		
10/29/12	Fgn Div Tax		BANK OF NOVA SCOTIA	11.61		
10/31/12	Fgn Div Tax		TORONTO DOMINION BANK	8.77		
12/03/12	Fgn Div Tax		ENBRIDGE INC COM	8.65		
12/12/12	Fgn Div Tax		UNILEVER NV NY REG SHS	14.46		
12/31/12	Fgn Div Tax		CANADIAN NATL RAILWAY CO	5.19		
	Net Total			6,335.05		33.30

REALIZED CAPITAL GAIN AND LOSS SUMMARY

Quantity	Security Description	Date of Acquisition	Date of Liquidation	Sale Amount	Cost Basis	Gain or (Loss)
43.0000	BHP BILLITON LTD ADR	06/30/08	03/13/12	3,221.62	3,685.77	(464.15) LT
129.0000	CITIGROUP INC COM NEW	03/13/12	03/16/12	4,709.70	4,568.60	141.10 ST
18.0000	KIMBERLY CLARK	06/30/08	03/13/12	1,308.69	1,081.24	227.45 LT
15.0000	PRAXAIR INC	06/30/08	03/13/12	1,657.76	1,421.68	236.08 LT
20.0000	VERIZON COMMUNICATNS COM	01/09/06	03/13/12	785.83	565.91	219.92 LT
27.0000	ACCO BRANDS CORP	06/30/08	07/31/12	228.80	212.78	16.02 LT
32.0000	ACCO BRANDS CORP	07/01/08	07/31/12	271.19	256.43	14.76 LT
19.0000	ABBOTT LABS	05/18/06	08/30/12	1,244.79	797.60	447.19 LT
88.0000	CAMECO CORP COM	08/30/08	09/19/12	1,895.77	3,743.11	(1,847.34) LT
31.0000	CAMECO CORP COM	06/30/08	09/20/12	659.40	1,318.60	(659.20) LT

PLEASE SEE REVERSE SIDE
 Page 34 of 36
 Statement Period Year Ending 12/31/12
 Account No. 245-04431





ALLEN & COOK CPA

EMASM Fiscal Statement

FISCAL YEAR ACTIVITY

Date	Transaction	Quantity	Description	Price	Debit	Credit
12/20/12	Fgn Div Tax		ROYAL DUTCH SHELL PLC		4.13	
	Net Total				2,167.82	2.05

REALIZED CAPITAL GAIN AND LOSS SUMMARY

Quantity	Security Description	Date of Acquisition	Date of Liquidation	Sale Amount	Cost Basis	Gain or (Loss)
8.0000	FLUOR CORP NEW DEL COM	12/29/09	01/19/12	451.65	363.97	87.68 LT
6.0000	FLUOR CORP NEW DEL COM	04/21/10	01/19/12	338.73	315.51	23.22 LT
10.0000	FLUOR CORP NEW DEL COM	06/22/10	01/19/12	564.56	455.87	108.69 LT
8.0000	FLUOR CORP NEW DEL COM	11/07/11	01/19/12	451.66	436.44	15.22 ST
2.0000	ACUITY BRANDS INC	07/23/10	02/23/12	126.88	84.14	42.74 LT
11.0000	CENTURYLINK INC SHS	03/29/11	02/23/12	434.49	456.25	(21.76) ST
15.0000	EXPRESS SCRIPTS INC COM	04/28/11	02/23/12	789.40	905.10	(115.70) ST
14.0000	HARSCO CORPORATION	11/29/10	02/23/12	324.29	339.54	(15.25) LT
50.0000	INTEL CORP	10/26/10	02/02/12	1,332.35	1,003.99	328.36 LT
13.0000	INTEL CORP	10/26/10	02/23/12	346.71	261.04	85.67 LT
8.0000	MONSANTO CO NEW DEL COM	05/23/11	02/23/12	622.45	532.14	90.31 ST
24.0000	MACYS INC	05/06/10	02/23/12	887.35	543.11	344.24 LT
7.0000	MICHAEL KORS HLDGS LTD	01/24/12	02/02/12	222.04	206.14	15.90 ST
41.0000	MICHAEL KORS HLDGS LTD	01/24/12	02/15/12	1,807.17	1,207.38	599.79 ST
10.0000	MICHAEL KORS HLDGS LTD	01/24/12	02/23/12	410.31	294.48	115.83 ST
15.0000	MICHAEL KORS HLDGS LTD	01/25/12	02/23/12	615.47	448.50	166.97 ST
25.0000	MCDONALDS CORP COM	08/18/11	01/27/12	2,460.31	2,149.65	310.66 ST
4.0000	PALL CORP PV \$0.10	11/04/11	02/23/12	252.69	205.93	46.76 ST
18.0000	QUALCOMM INC	12/08/09	02/02/12	1,098.44	810.48	287.96 LT
1.0000	QUALCOMM INC	12/08/09	02/23/12	63.54	45.03	18.51 LT
2.0000	QUALCOMM INC	01/05/10	02/23/12	127.08	95.68	31.40 LT
6.0000	QUALCOMM INC	04/21/10	02/23/12	381.26	254.77	126.49 LT
4.0000	RALCORP HLDGS INC NEW	08/25/11	01/27/12	355.63	336.32	19.31 ST
4.0000	SBA COMMUNICATIONS CRP A	07/10/09	02/23/12	187.96	93.07	94.89 LT
36.0000	SEAGATE TECH PLC SHS	10/20/11	02/23/12	974.44	422.22	552.22 ST
18.0000	TEVA PHARMACTCL INDS ADR	10/20/09	01/27/12	808.80	922.59	(113.79) LT
2.0000	TEVA PHARMACTCL INDS ADR	12/07/09	01/27/12	89.86	107.32	(17.46) LT
2.0000	TEVA PHARMACTCL INDS ADR	04/01/10	01/27/12	89.86	127.58	(37.72) LT
2.0000	TEVA PHARMACTCL INDS ADR	09/01/10	01/27/12	89.86	103.54	(13.68) LT
5.0000	TEVA PHARMACTCL INDS ADR	11/02/10	01/27/12	224.67	250.78	(26.11) LT



PLEASE SEE REVERSE SIDE

Page 46 of 52

Statement Period Year Ending 12/31/12

Account No. 245-04432



ALLEN & COOK CPA

EMASM Fiscal Statement

REALIZED CAPITAL GAIN AND LOSS SUMMARY

Quantity	Security Description	Date of Acquisition	Date of Liquidation	Sale Amount	Cost Basis	Gain or (Loss)
19.0000	TEVA PHARMACTCL INDS ADR	10/12/11	01/27/12	853.77	740.26	113.51 ST
15.0000	TRAVELERS COS INC	08/04/11	01/27/12	864.63	809.71	54.92 ST
15.0000	TRINITY INDUS INC DEL	12/17/10	02/23/12	539.15	359.51	179.64 LT
2.0000	UNION PACIFIC CORP	10/20/09	02/23/12	223.90	128.82	95.08 LT
9.0000	WYNDHAM WORLDWIDE CORP W	01/21/10	01/27/12	359.79	204.02	155.77 LT
48.0000	ALTRIA GROUP INC	08/04/11	02/27/12	1,440.80	1,243.84	196.96 ST
13.0000	A N S Y S INC COM	03/18/09	02/28/12	828.74	305.66	523.08 LT
1.0000	A N S Y S INC COM	03/25/09	02/28/12	63.75	24.49	39.26 LT
26.0000	JABIL CIRCUIT INC	05/04/10	03/14/12	705.86	391.24	314.62 LT
14.0000	JABIL CIRCUIT INC	08/18/10	03/14/12	380.08	168.14	211.94 LT
20.0000	QUALCOMM INC	04/21/10	03/14/12	1,300.41	849.24	451.17 LT
41.0000	SEAGATE TECH PLC SHS	10/20/11	03/14/12	1,141.45	480.86	660.59 ST
22.0000	ALTRIA GROUP INC	08/04/11	04/19/12	696.10	570.09	126.01 ST
7.0000	MACYS INC	05/06/10	04/19/12	275.46	158.41	117.05 LT
26.0000	MICHAEL KORS HLDGS LTD	01/25/12	04/19/12	1,093.67	777.39	316.28 ST
36.0000	ST JUDE MEDICAL INC	02/01/11	04/16/12	1,372.92	1,476.86	(103.94) LT
59.0000	SEAGATE TECH PLC SHS	10/20/11	04/19/12	1,691.35	691.98	999.37 ST
25.0000	STARBUCKS CORP	01/10/11	04/19/12	1,469.22	807.73	661.49 LT
6.0000	WYNDHAM WORLDWIDE CORP W	01/21/10	04/19/12	286.51	136.01	150.50 LT
7.0000	WYNDHAM WORLDWIDE CORP W	01/25/10	04/19/12	334.28	152.50	181.78 LT
35.0000	AETNA INC NEW	01/27/12	05/02/12	1,569.31	1,523.70	45.61 ST
23.0000	AETNA INC NEW	02/23/12	05/02/12	1,031.27	1,075.18	(43.91) ST
1.0000	APPLE INC	12/01/08	05/22/12	565.89	89.28	476.61 LT
7.0000	COMCAST CORP NEW CL A	10/28/10	05/07/12	207.54	146.49	61.05 LT
14.0000	CENTURYLINK INC SHS	03/29/11	05/07/12	539.00	580.68	(41.68) LT
14.0000	CITIGROUP INC COM NEW	08/12/09	05/22/12	379.78	552.96	(173.18) LT
4.0000	CITIGROUP INC COM NEW	08/12/09	05/22/12	108.51	166.50	(57.99) LT
1.0000	CITIGROUP INC COM NEW	01/06/10	05/22/12	27.12	37.85	(10.73) LT
7.0000	CITIGROUP INC COM NEW	03/12/10	05/22/12	189.91	285.59	(95.68) LT
15.0000	JPMORGAN CHASE & CO	10/01/08	05/22/12	513.20	723.82	(210.62) LT
5.0000	JPMORGAN CHASE & CO	10/01/08	05/22/12	171.06	253.00	(81.94) LT
25.0000	JPMORGAN CHASE & CO	11/24/08	05/22/12	855.35	635.74	219.61 LT
2.0000	LIBERTY MEDIA CORP	12/01/09	05/16/12	167.78	111.26	56.52 LT
10.0000	MACYS INC	05/06/10	05/16/12	372.75	226.30	146.45 LT
16.0000	REGAL ENTMT GROUP CL A	09/21/10	05/16/12	228.21	204.40	23.81 LT
33.0000	SCHLUMBERGER LTD	11/04/11	05/16/12	2,157.80	2,515.15	(357.35) ST
3.0000	SCHLUMBERGER LTD	11/07/11	05/16/12	196.17	223.88	(27.71) ST
3.0000	STARBUCKS CORP	01/10/11	05/07/12	166.48	96.93	69.55 LT
1.0000	WYNDHAM WORLDWIDE CORP W	01/25/10	05/16/12	50.02	21.78	28.24 LT
3.0000	WYNDHAM WORLDWIDE CORP W	04/28/10	05/16/12	150.07	78.28	71.79 LT



PLEASE SEE REVERSE SIDE
 Page 47 of 52
 Statement Period Year Ending 12/31/12
 Account No. 245-04432



Merrill Lynch

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Fiscal Statement

REALIZED CAPITAL GAIN AND LOSS SUMMARY

Quantity	Security Description	Date of Acquisition	Date of Liquidation	Sale Amount	Cost Basis	Gain or (Loss)
10.0000	COOPER INDUSTRIES PLC	12/17/10	06/05/12	681.82	586.05	95.77 LT
23.0000	COOPER INDUSTRIES PLC	12/29/10	06/05/12	1,568.21	1,353.26	214.95 LT
26.0000	FIFTH THIRD BANCORP	06/20/11	06/21/12	339.91	326.27	13.64 LT
64.0000	HCA HOLDINGS INC SHS	10/20/11	06/15/12	1,675.42	1,387.93	287.49 ST
15.0000	JPMORGAN CHASE & CO	10/01/08	05/22/12	513.20	723.82	210.62 LT
4.0000	JPMORGAN CHASE & CO	10/01/08	05/22/12	136.85	193.02	N/C
11.0000	JPMORGAN CHASE & CO	10/01/08	05/22/12	376.35	530.80	(154.45) LT
97.0000	PROCTER & GAMBLE CO	02/27/12	06/21/12	5,809.07	6,486.31	(677.24) ST
25.0000	ROYAL DUTCH SHELL PLC	09/22/10	06/13/12	1,604.84	1,478.78	126.06 LT
15.0000	TRINITY INDUS INC DEL	12/17/10	06/05/12	358.49	359.51	(1.02) LT
34.0000	TRINITY INDUS INC DEL	12/29/10	06/05/12	812.60	892.87	(80.27) LT
11.0000	TRINITY INDUS INC DEL	05/23/11	06/05/12	262.90	338.84	(75.94) LT
75.0000	ALTRIA GROUP INC	08/04/11	07/12/12	2,634.07	1,943.50	690.57 ST
11.0000	ALTRIA GROUP INC	11/07/11	07/12/12	386.33	300.17	86.16 ST
22.0000	ALTRIA GROUP INC	06/21/12	07/12/12	772.67	747.07	25.60 ST
48.0000	INTL GAME TECHNOLOGY	12/15/09	07/12/12	727.17	911.83	(184.66) LT
5.0000	INTL GAME TECHNOLOGY	01/06/10	07/12/12	75.74	94.34	(18.60) LT
54.0000	INTL GAME TECHNOLOGY	02/25/10	07/12/12	818.07	940.25	(122.18) LT
8.0000	INTL GAME TECHNOLOGY	09/16/10	07/12/12	121.19	121.50	(0.31) LT
28.0000	INTL GAME TECHNOLOGY	02/23/12	07/12/12	424.20	423.29	0.91 ST
39.0000	MYLAN INC	06/29/11	07/26/12	879.09	940.18	(61.09) LT
111.0000	NEWELL RUBBERMAID INC	01/27/12	07/12/12	1,937.74	2,033.61	(95.87) ST
9.0000	POST HOLDINGS INC SHS	08/25/11	07/12/12	268.51	230.04	38.47 ST
1.0000	POST HOLDINGS INC SHS	10/31/11	07/12/12	29.84	24.59	5.25 ST
40.0000	REGAL ENTMT GROUP CL A	09/21/10	07/12/12	546.55	511.01	35.54 LT
33.0000	REGAL ENTMT GROUP CL A	11/23/10	07/12/12	450.91	448.15	2.76 LT
37.0000	REGAL ENTMT GROUP CL A	11/29/10	07/12/12	505.57	489.41	16.16 LT
45.0000	CARDINAL HEALTH INC OHIO	06/29/11	08/03/12	1,803.29	2,025.72	(222.43) LT
11.0000	CARDINAL HEALTH INC OHIO	07/07/11	08/03/12	440.81	516.06	(75.25) LT
65.0000	ADOBE SYS DEL PV\$ 0.001	03/31/11	09/07/12	2,114.28	2,153.25	(38.97) LT
20.0000	ADOBE SYS DEL PV\$ 0.001	07/25/11	09/07/12	650.54	594.75	55.79 LT
30.0000	ADOBE SYS DEL PV\$ 0.001	06/20/12	09/07/12	975.83	963.79	12.04 ST
99.0000	AT&T INC	06/03/11	09/12/12	3,752.37	3,031.54	720.83 LT
28.0000	AT&T INC	06/20/11	09/12/12	1,061.27	867.38	193.89 LT
11.0000	AT&T INC	06/21/12	09/12/12	416.94	391.60	25.34 ST
26.0000	COMCAST CORP NEW CL A	10/28/10	09/21/12	947.70	544.10	403.60 LT
9.0000	CBS CORP NEW CL B	04/19/12	09/21/12	341.99	297.98	44.01 ST
35.0000	DU PONT E I DE NEMOURS	06/20/11	09/12/12	1,771.91	1,767.55	4.36 LT
20.0000	DU PONT E I DE NEMOURS	08/04/11	09/12/12	1,012.53	964.89	47.64 LT
12.0000	LOWE'S COMPANIES INC	04/19/12	09/21/12	358.48	382.58	(24.10) ST

PLEASE SEE REVERSE SIDE

Page 48 of 52
Statement Period Year Ending 12/31/12

Account No. 245-04432

00613889

00-17-60603-IPS5000 05-2011





ALLEN & COOK CPA

EMASM Fiscal Statement

REALIZED CAPITAL GAIN AND LOSS SUMMARY

Quantity	Security Description	Date of Acquisition	Date of Liquidation	Sale Amount	Cost Basis	Gain or (Loss)
13.0000	MACYS INC	05/06/10	09/21/12	500.37	294.18	206.19 LT
11.0000	NETAPP INC	03/14/12	09/21/12	393.90	476.07	76.07
18.0000	QUALCOMM INC	04/21/10	09/07/12	1,119.56	764.32	355.24 LT
20.0000	QUALCOMM INC	04/23/10	09/07/12	1,243.95	768.96	474.99 LT
2.0000	QUALCOMM INC	09/01/10	09/07/12	124.39	80.05	44.34 LT
6.0000	QUALCOMM INC	09/16/10	09/07/12	373.19	251.82	121.37 LT
4.0000	QUALCOMM INC	11/02/10	09/07/12	248.79	182.00	66.79 LT
6.0000	QUALCOMM INC	05/23/11	09/07/12	373.20	336.71	36.49 LT
9.0000	WYNDHAM WORLDWIDE CORP W	04/28/10	09/21/12	481.67	234.83	246.84 LT
2.0000	ARCH COAL INC	06/01/10	10/16/12	15.76	42.76	(27.00) LT
6.0000	ARCH COAL INC	08/03/10	10/16/12	47.29	151.01	(103.72) LT
10.0000	ARCH COAL INC	09/13/10	10/16/12	78.83	235.21	(156.38) LT
14.0000	ARCH COAL INC	09/22/10	10/16/12	110.36	349.23	(238.87) LT
10.0000	ARCH COAL INC	05/19/11	10/16/12	78.83	292.27	(213.44) LT
24.0000	ARCH COAL INC	06/03/11	10/16/12	189.20	655.82	(466.62) LT
34.0000	DOVER CORP	02/01/11	10/09/12	1,934.86	2,238.50	(303.64) LT
6.0000	DOVER CORP	06/21/12	10/09/12	341.45	332.12	9.33 ST
5.0000	EXPRESS SCRIPTS HLDG CO	04/28/11	10/16/12	320.94	301.71	19.23 LT
7.0000	EXPRESS SCRIPTS HLDG CO	05/03/11	10/16/12	449.33	408.38	40.95 LT
9.0000	HARSCO CORPORATION	11/29/10	10/16/12	184.01	218.27	(34.26) LT
19.0000	HARSCO CORPORATION	05/06/11	10/16/12	388.47	651.02	(262.55) LT
18.0000	HARSCO CORPORATION	05/09/11	10/16/12	368.04	617.80	(249.76) LT
118.0000	INTEL CORP	10/26/10	10/16/12	2,626.07	2,369.41	256.66 LT
31.0000	INTEL CORP	02/01/11	10/16/12	689.90	667.77	22.13 LT
18.0000	INTEL CORP	06/20/11	10/16/12	400.59	384.01	16.58 LT
15.0000	INTEL CORP	11/07/11	10/16/12	333.83	355.93	(22.10) ST
35.0000	LAM RESEARCH CORP COM	02/02/12	10/16/12	1,168.13	1,559.28	(391.15) ST
91.0000	LOWE'S COMPANIES INC	04/19/12	10/19/12	3,019.46	2,901.20	118.26 ST
28.0000	MONSANTO CO NEW DEL COM	05/23/11	10/16/12	2,537.16	1,862.51	674.65 LT
25.0000	MONSTER BEVERAGE CORP	07/12/12	10/23/12	1,021.36	1,800.85	(779.49) ST
18.0000	RALCORP HLDGS INC NEW	08/25/11	10/16/12	1,332.16	1,283.40	48.76 LT
2.0000	RALCORP HLDGS INC NEW	10/31/11	10/16/12	148.02	137.22	10.80 ST
1.0000	TRANSDIGM GROUP INC	01/13/11	10/16/12	150.74	76.35	74.39 LT
1.0000	TRANSDIGM GROUP INC	01/14/11	10/16/12	150.74	76.76	73.98 LT
9.0000	ABBOTT LABS	05/07/12	11/08/12	574.27	564.43	9.84 ST
12.0000	BEAM INC COM	10/31/11	11/08/12	658.04	593.78	64.26 LT
27.0000	BEAM INC COM	11/01/11	11/08/12	1,480.61	1,327.97	152.64 LT
31.0000	COCA COLA ENTERPRISES	10/15/10	11/08/12	937.23	742.65	194.58 LT
5.0000	COCA COLA ENTERPRISES	10/15/10	11/08/12	151.17	119.84	31.33 LT
60.0000	EXELON CORPORATION	06/23/11	11/02/12	1,950.64	2,464.01	(513.37) LT



PLEASE SEE REVERSE SIDE
 Page 49 of 52
 Statement Period Year Ending 12/31/12
 Account No. 245-04432



ALLEN & COOK CPA



REALIZED CAPITAL GAIN AND LOSS SUMMARY

Quantity	Security Description	Date of Acquisition	Date of Liquidation	Sale Amount	Cost Basis	Gain or (Loss)
15.0000	GILEAD SCIENCES INC COM	06/15/12	11/08/12	972.50	753.94	218.56 ST
7.0000	PHILIP MORRIS INTL INC	07/12/12	11/08/12	603.56	631.38	(27.82) ST
43.0000	FREOPT-MCMRAN CPR & GLD	09/12/12	12/05/12	1,422.58	1,707.19	(284.61) ST
18.0000	FLUOR CORP NEW DEL COM	05/16/12	12/06/12	980.04	927.23	52.81 ST
21.0000	NATIONAL-OILWELL VARCO	10/20/09	12/04/12	1,434.00	1,013.83	420.17 LT
4.0000	NATIONAL-OILWELL VARCO	08/03/10	12/04/12	273.14	163.91	109.23 LT
2.0000	NATIONAL-OILWELL VARCO	09/16/10	12/04/12	136.57	81.86	54.71 LT
2.0000	NATIONAL-OILWELL VARCO	05/23/11	12/04/12	136.58	133.80	2.78 LT

PLEASE SEE REVERSE SIDE
 Page 50 of 52
 Statement Period Year Ending 12/31/12
 Account No. 245-04432





Merrill Lynch

ALLEN & COOK CPA

EMASM Fiscal Statement

REALIZED CAPITAL GAIN AND LOSS SUMMARY

Quantity	Security Description	Date of Acquisition	Date of Liquidation	Sale Amount	Cost Basis	Gain or (Loss)
15.0000	ARROW ELECTRONICS	10/23/07	01/05/12	541.77	601.74	(59.97) LT
8.0000	ARROW ELECTRONICS	10/26/07	01/05/12	288.95	316.51	(27.56) LT
16.0000	CASEYS GEN STORES INC	05/03/11	01/05/12	818.02	613.64	204.38 ST
10.0000	CASEYS GEN STORES INC	05/04/11	01/05/12	511.27	384.95	126.32 ST
14.0000	CASEYS GEN STORES INC	05/04/11	01/25/12	739.85	538.94	200.91 ST
8.0000	CASEYS GEN STORES INC	08/18/11	01/25/12	422.78	326.99	95.79 ST
2.0000	MIDDLEBY CORP COM	06/18/09	01/09/12	187.45	92.49	94.96 LT
3.0000	MIDDLEBY CORP COM	06/19/09	01/09/12	281.18	138.67	142.51 LT
30.0000	TEXAS CAP BNCSHS INC	07/30/09	01/05/12	932.66	495.00	437.66 LT
7.0000	TREEHOUSE FOODS INC COM	02/05/10	01/09/12	446.51	268.89	177.62 LT
9.0000	TREEHOUSE FOODS INC COM	02/11/10	01/09/12	574.09	359.08	215.01 LT
22.0000	CASEYS GEN STORES INC	08/18/11	02/01/12	1,130.20	899.21	230.99 ST
2.0000	COHERENT INC CAL	01/11/07	02/06/12	114.99	59.91	55.08 LT
4.0000	COHERENT INC CAL	02/02/07	02/06/12	230.00	120.62	109.38 LT
102.0000	NORTHWEST BANCSHARES INC	12/18/09	02/02/12	1,282.51	1,139.45	143.06 LT
6.0000	NORTHWEST BANCSHARES INC	12/18/09	02/03/12	76.35	67.03	9.32 LT
154.0000	PMC SIERRA INC	01/28/11	02/16/12	1,079.04	1,220.05	(141.01) LT
13.0000	TEXAS CAP BNCSHS INC	07/30/09	01/30/12	411.09	214.50	196.59 LT
5.0000	TEXAS CAP BNCSHS INC	08/07/09	01/30/12	158.11	88.41	69.70 LT
14.0000	TEXAS CAP BNCSHS INC	08/11/09	01/30/12	442.72	245.46	197.26 LT
85.0000	WESTERN ALLIANCE	08/20/09	02/01/12	692.75	606.29	86.46 LT
90.0000	WESTERN ALLIANCE	10/21/09	02/01/12	733.50	521.90	211.60 LT
51.0000	WESTERN ALLIANCE	10/23/09	02/01/12	415.65	284.91	130.74 LT
1.0000	WESTERN ALLIANCE	10/26/09	02/01/12	8.16	5.16	3.00 LT
17.0000	BOB EVANS FARMS INC	09/23/10	03/13/12	649.60	485.47	164.13 LT
10.0000	GUESS INC COM	05/23/11	03/12/12	364.98	403.15	N/C
9.0000	ROYAL GOLD INC COM	11/09/09	03/14/12	586.98	458.94	128.04 LT
5.0000	ROYAL GOLD INC COM	12/14/09	03/14/12	326.10	252.80	73.30 LT
14.0000	ROYAL GOLD INC COM	12/15/09	03/14/12	913.09	713.06	200.03 LT
30.0000	ROYAL GOLD INC COM	03/07/11	03/14/12	1,956.63	1,502.64	453.99 LT
19.0000	ROYAL GOLD INC COM	03/07/11	03/15/12	1,237.61	951.68	285.93 LT
8.0000	ROYAL GOLD INC COM	01/11/12	03/15/12	521.11	544.42	(23.31) ST
22.0000	ROYAL GOLD INC COM	01/11/12	03/21/12	1,421.91	1,497.15	(75.24) ST
27.0000	SALIX PHRMCTCLS LTD COM	07/11/11	02/29/12	1,359.32	1,038.17	321.15 ST
55.0000	ARCH COAL INC	08/30/11	04/20/12	525.03	1,112.28	(587.25) ST
55.0000	ARCH COAL INC	08/30/11	04/20/12	525.03	1,097.01	(571.98) ST
107.0000	ARCH COAL INC	08/31/11	04/20/12	1,021.44	2,151.49	(1,130.05) ST
24.0000	HORMEL FOODS CORP	01/15/10	04/02/12	709.62	462.55	247.07 LT
3.0000	HORMEL FOODS CORP	04/12/10	04/02/12	88.71	62.72	25.99 LT



PLEASE SEE REVERSE SIDE

Statement Period 12/31/12
Year Ending 245-04433

Account No. 245-04433

Page 42 of 47

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00813715



Merrill Lynch

ALLEN & COOK CPA

EMASM Fiscal Statement

REALIZED CAPITAL GAIN AND LOSS SUMMARY

Quantity	Security Description	Date of Acquisition	Date of Liquidation	Sale Amount	Cost Basis	Gain or (Loss)
42.0000	PEOPLES UNITED FNL INC	12/06/07	04/20/12	520.79	711.72	(190.93) LT
12.0000	PEOPLES UNITED FNL INC	12/07/07	04/20/12	148.80	203.77	(54.97) LT
13.0000	WESCO INTERNATIONAL INC	10/05/07	04/25/12	866.07	594.20	271.87 LT
41.0000	VERTEX PHARMCTLS INC	11/23/11	05/08/12	2,493.73 ✓	1,135.52	1,358.21 ST
49.0000	ARROW ELECTRONICS	10/26/07	07/13/12	1,555.52	1,938.61	(383.09) LT
2.0000	AVNET INC	01/22/08	07/12/12	59.91	61.16	(1.25) LT
55.0000	AVNET INC	04/16/08	07/12/12	1,647.73	1,553.88	93.85 LT
25.0000	AVNET INC	05/05/08	07/12/12	748.98	679.22	69.76 LT
2.0000	AVNET INC	05/05/08	07/13/12	59.87	54.34	5.53 LT
159.0000	BROCADE COMMUNICATIONS	07/24/08	07/17/12	712.12	1,070.00	(357.88) LT
165.0000	BROCADE COMMUNICATIONS	09/25/08	07/17/12	739.00	943.67	(204.67) LT
78.0000	BROCADE COMMUNICATIONS	09/26/08	07/17/12	349.34	439.58	(90.24) LT
81.0000	BROCADE COMMUNICATIONS	11/25/09	07/17/12	362.78	579.92	(217.14) LT
104.0000	BROCADE COMMUNICATIONS	02/24/10	07/17/12	465.81	551.78	(85.97) LT
77.0000	BROCADE COMMUNICATIONS	02/24/10	07/18/12	348.11	408.53	(60.42) LT
30.0000	BROCADE COMMUNICATIONS	05/21/10	07/18/12	135.64	158.58	(22.94) LT
177.0000	BROCADE COMMUNICATIONS	05/21/10	07/25/12	840.73	935.60	(94.87) LT
180.0000	BROCADE COMMUNICATIONS	05/21/10	07/26/12	864.48	951.46	(86.98) LT
171.0000	BROCADE COMMUNICATIONS	11/04/10	07/26/12	821.26	1,059.88	(238.62) LT
15.0000	CIRCOR INTERNATIONAL INC	06/03/09	07/26/12	449.99	385.25	64.74 LT
10.0000	CIRCOR INTERNATIONAL INC	07/06/09	07/26/12	299.99	236.12	63.87 LT
20.0000	CIRCOR INTERNATIONAL INC	07/07/09	07/26/12	600.01	468.92	131.09 LT
18.0000	PEOPLES UNITED FNL INC	12/07/07	07/26/12	206.87	305.66	(98.79) LT
157.0000	PEOPLES UNITED FNL INC	05/01/08	07/26/12	1,804.40	2,754.00	(949.60) LT
81.0000	PEOPLES UNITED FNL INC	08/05/10	07/26/12	930.94	1,107.42	(176.48) LT
18.0000	TEXAS CAP BNCSHS INC	08/11/09	07/20/12	743.12	315.59	427.53 LT
1.0000	TREEHOUSE FOODS INC COM	02/11/10	07/16/12	59.79	39.90	19.89 LT
2.0000	TREEHOUSE FOODS INC COM	08/05/10	07/16/12	119.60	84.80	34.80 LT
10.0000	TREEHOUSE FOODS INC COM	08/05/10	07/18/12	586.60	424.00	162.60 LT
195.0000	THOMPSON CREEK METALS CO	04/06/11	07/13/12	561.29	2,618.99	(2,057.70) LT
167.0000	THOMPSON CREEK METALS CO	04/14/11	07/13/12	480.71	2,005.02	(1,524.31) LT
55.0000	THOMPSON CREEK METALS CO	04/14/11	07/17/12	140.05	660.33	(520.28) LT
48.0000	THOMPSON CREEK METALS CO	04/25/11	07/17/12	122.22	588.90	(466.68) LT
56.0000	THOMPSON CREEK METALS CO	04/26/11	07/17/12	142.60	687.81	(545.21) LT
112.0000	THOMPSON CREEK METALS CO	05/03/11	07/17/12	285.20	1,352.99	(1,067.79) LT
373.0000	THOMPSON CREEK METALS CO	10/04/11 ✓	07/17/12	949.84 ✓	2,177.46 ✓	(1,227.62) ST
8.0000	TIMKEN COMPANY	03/27/09	07/10/12	336.30	117.96	218.34 LT
42.0000	TIMKEN COMPANY	07/29/09	07/10/12	1,765.59	785.88	979.71 LT
5.0000	TIMKEN COMPANY	11/07/11 ✓	07/10/12	210.19 ✓	213.65 ✓	(3.46) ST
1.0000	CIRCOR INTERNATIONAL INC	07/07/09	07/27/12	30.33	23.45	6.88 LT



00-17-6060B-IPSS000 05-2011

PLEASE SEE REVERSE SIDE
 Page 43 of 47
 Statement Period Year Ending 12/31/12
 Account No. 245-04433

00513718





Merrill Lynch

ALLEN & COOK CPA



Fiscal Statement

REALIZED CAPITAL GAIN AND LOSS SUMMARY

Quantity	Security Description	Date of Acquisition	Date of Liquidation	Sale Amount	Cost Basis	Gain or (Loss)
15.0000	CIRCOR INTERNATIONAL INC	08/14/09	07/27/12	455.03	389.30	65.73 LT
12.0000	CIRCOR INTERNATIONAL INC	09/02/09	07/27/12	364.03	303.93	60.10 LT
11.0000	CIRCOR INTERNATIONAL INC	09/02/09	08/16/12	383.26	278.61	104.65 LT
5.0000	CIRCOR INTERNATIONAL INC	10/30/09	08/16/12	174.21	137.03	37.18 LT
20.0000	CIRCOR INTERNATIONAL INC	11/02/09	08/16/12	696.85	531.67	165.18 LT
2.0000	CIRCOR INTERNATIONAL INC	11/03/09	08/16/12	69.69	52.51	17.18 LT
4.0000	CIRCOR INTERNATIONAL INC	11/03/09	08/17/12	139.60	105.02	34.58 LT
23.0000	ELIZABETH ARDEN INC COM	10/15/08	08/16/12	1,059.56	382.88	676.68 LT
41.0000	PEOPLES UNITED FNL INC	08/05/10	07/27/12	472.11	560.55	(88.44) LT
17.0000	BOB EVANS FARMS INC	09/23/10	09/25/12	681.51	485.46	196.05 LT
5.0000	CASEYS GEN STORES INC	08/18/11	09/12/12	292.45	204.37	88.08 LT
24.0000	CASEYS GEN STORES INC	09/09/11	09/12/12	1,403.78	1,019.77	384.01 LT
7.0000	CASEYS GEN STORES INC	09/09/11	09/13/12	419.38	297.43	121.95 LT
14.0000	CASEYS GEN STORES INC	09/09/11	09/14/12	834.42	594.86	239.56 LT
3.0000	ELIZABETH ARDEN INC COM	10/15/08	08/29/12	140.21	49.94	90.27 LT
24.0000	ELIZABETH ARDEN INC COM	10/23/08	08/29/12	1,121.69	378.82	742.87 LT
2.0000	ELIZABETH ARDEN INC COM	11/26/08	08/29/12	93.48	26.69	66.79 LT
5.0000	ALLIED WORLD ASSURANCE	06/25/09	10/03/12	393.42	199.62	193.80 LT
11.0000	ALLIED WORLD ASSURANCE	06/26/09	10/03/12	865.53	445.80	419.73 LT
1.0000	ALLIED WORLD ASSURANCE	06/26/09	10/03/12	78.92	40.53	38.39 LT
7.0000	ALLIED WORLD ASSURANCE	06/30/09	10/03/12	552.51	286.33	266.18 LT
8.0000	ALLIED WORLD ASSURANCE	06/30/09	10/12/12	640.14	327.24	312.90 LT
2.0000	ALLIED WORLD ASSURANCE	06/30/09	10/15/12	160.17	81.81	78.36 LT
8.0000	ALLIED WORLD ASSURANCE	08/07/09	10/15/12	640.68	341.22	299.46 LT
12.0000	ALLIED WORLD ASSURANCE	08/07/09	10/24/12	974.46	511.84	462.62 LT
4.0000	ALLIED WORLD ASSURANCE	04/07/10	10/24/12	324.82	177.87	146.95 LT
73.0000	ALPHA NATURAL RESOURCES	04/19/12	10/11/12	611.37 ✓	1,226.18 ✓	(614.81) ST
22.0000	SALIX PHRMCTCLS LTD COM	07/11/11	10/04/12	903.30	845.91	57.39 LT
14.0000	SALIX PHRMCTCLS LTD COM	07/11/11	10/05/12	572.25	538.31	33.94 LT
15.0000	SALIX PHRMCTCLS LTD COM	07/20/11	10/05/12	613.13	577.22	35.91 LT
21.0000	SALIX PHRMCTCLS LTD COM	07/20/11	10/16/12	856.00	808.10	47.90 LT
30.0000	SALIX PHRMCTCLS LTD COM	08/01/11	10/16/12	1,222.86	1,152.21	70.65 LT
8.0000	ALLIED WORLD ASSURANCE	04/07/10	11/14/12	626.79	355.75	271.04 LT
8.0000	ALLIED WORLD ASSURANCE	05/03/11	11/14/12	626.80	519.62	107.18 LT
5.0000	ARROW ELECTRONICS	10/26/07	11/15/12	178.54	197.82	(19.28) LT
16.0000	ARROW ELECTRONICS	01/16/08	11/15/12	571.36	510.20	61.16 LT
6.0000	MIDDLEBY CORP COM	06/19/09	11/02/12	749.50	277.34	472.16 LT
5.0000	MIDDLEBY CORP COM	06/19/09	11/07/12	626.08	231.12	394.96 LT
2.0000	MIDDLEBY CORP COM	08/13/09	11/07/12	250.44	94.31	156.13 LT
3.0000	MIDDLEBY CORP COM	08/13/09	11/15/12	378.97	141.47	237.50 LT



PLEASE SEE REVERSE SIDE

Page 44 of 47

Statement Period 12/31/12

Account No. 245-04433



ALLEN & COOK CPA

EMA Fiscal Statement

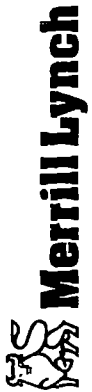
REALIZED CAPITAL GAIN AND LOSS SUMMARY

Quantity	Security Description	Date of Acquisition	Date of Liquidation	Sale Amount	Cost Basis	Gain or (Loss)
50.0000	TERADYNE INC	03/22/10	11/15/12	745.27	553.19	192.08 LT
36.0000	TERADYNE INC	03/22/10	11/16/12	536.75	398.30	138.45 LT
2.0000	TERADYNE INC	03/25/10	11/16/12	29.82	22.44	7.38 LT
9.0000	CIRCOR INTERNATIONAL INC	11/03/09	11/28/12	313.77	236.29	77.48 LT
26.0000	CIRCOR INTERNATIONAL INC	11/03/09	11/29/12	931.38	682.62	248.76 LT



PLEASE SEE REVERSE SIDE
 Page 45 of 47
 Statement Period Year Ending 12/31/12
 Account No. 245-04433

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ALLEN & COOK CPA

EMASM Fiscal Statement

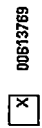
FISCAL YEAR ACTIVITY

Date	Transaction	Quantity	Description	Price	Debit	Credit
			Income Total			
10/31/12	Bank Interest		ML Bus. Deposit Program			1.00
	Income Total		BANK DEPOSIT INTEREST			0.30
11/30/12	Bank Interest		ML Bus. Deposit Program			2.00
	Income Total		BANK DEPOSIT INTEREST			0.63
12/31/12	Bank Interest		ML Bus. Deposit Program			1.00
	Income Total		BANK DEPOSIT INTEREST			0.72
			ML Bus. Deposit Program			2.00
			Sub Total			30.78
			Net Total			16,914.58
			Dividends and Interest			
			Other Activity			
01/10/12	Journal Entry		ML CONSULTS FEE 1Q2012		934.75	
03/13/12	Journal Entry		TR TO 24504429		10,000.00	
04/03/12	Journal Entry		ML CONSULTS FEE 2Q2012		913.39	
04/03/12	Journal Entry		TR TO 24504429		10,000.00	
04/04/12	Journal Entry		TR TO 24504429		3,000.00	
04/10/12	Journal Entry		TR TO 24504429		60,000.00	
07/03/12	Journal Entry		ML CONSULTS FEE 3Q2012		819.78	
10/02/12	Journal Entry		ML CONSULTS FEE 4Q2012		827.38	
			Net Total		86,495.30	

REALIZED CAPITAL GAIN AND LOSS SUMMARY

Quantity	Security Description	Date of Acquisition	Date of Liquidation	Sale Amount	Cost Basis	Gain or (Loss)
25,000.0000	FEDERAL NATL MTG ASSOC	02/03/11	01/18/12	29,137.00	27,434.56	1,702.44 ST
10,000.0000	FEDERAL NATL MTGE ASSOC	10/18/11	01/18/12	10,740.40	10,729.58	10.82 ST
14,000.0000	FEDERAL NATL MTG ASSOC	11/08/11	02/07/12	16,353.40	16,213.10	140.30 ST
5,000.0000	FEDERAL NATL MTG ASSOC	11/22/11	02/28/12	5,826.75	5,757.52	69.23 ST
5,000.0000	FEDERAL NATL MTG ASSOC	11/30/11	02/28/12	5,826.75	5,764.58	62.17 ST

PLEASE SEE REVERSE SIDE
 Page 49 of 52
 Statement Period Year Ending 12/31/12
 Account No. 245-04434





ALLEN & COOK CPA



Fiscal Statement

REALIZED CAPITAL GAIN AND LOSS SUMMARY

Quantity	Security Description	Date of Acquisition	Date of Liquidation	Sale Amount	Cost Basis	Gain or (Loss)
1,000.0000	FEDERAL NATL MTG 1.12% 17	02/28/12	04/05/12	992.60	1,000.38	(7.78) ST
38,000.0000	FNMA P555531 05 50%2033 COR	08/29/03	04/09/12	5,352.50	4,898.30	N/C
14,000.0000	FNMA P555591 05 50%2033 COR	07/29/03	04/09/12	1,974.16	1,817.91	N/C
34,000.0000	FNMA P555876 05 50%2033 COR	12/23/03	04/09/12	6,033.57	5,602.51	N/C
5,000.0000	FNMA PAE0981 03 50%2041 COR	09/23/11	04/09/12	4,622.52	4,631.51	N/C
16,077.0000	FHLMC A9 7474 04%2041 COR	03/29/11	04/09/12	14,849.95	13,902.37	N/C
5,000.0000	FHLMC Q0 4087 03 50%2041 COR	09/01/11	04/09/12	4,708.40	4,610.11	N/C
1,000.0000	US TSY 6.125% AUG 15 2029	11/30/11	04/09/12	5,075.50	5,036.19	N/C
2,000.0000	US TSY 6.125% AUG 15 2029	07/07/10	04/05/12	1,441.71	1,301.73	139.98 LT
2,000.0000	US TSY 6.125% AUG 15 2029	02/03/11	04/05/12	2,883.45	2,435.53	447.92 LT
1,000.0000	US TSY 4.000% AUG 15 2018	02/28/11	04/05/12	2,323.44	2,130.06	193.38 LT
4,000.0000	US TSY 4.000% AUG 15 2018	02/28/11	04/24/12	1,174.33	1,064.62	109.71 LT
4,000.0000	US TSY 4.000% AUG 15 2018	04/29/11	04/24/12	4,697.33	4,298.60	398.73 ST
2,000.0000	US TSY 3.125% SEP 30 2013	07/26/11	04/24/12	4,697.33	4,428.29	269.04 ST
1,000.0000	US TSY 4.500% FEB 15 2036	11/15/10	04/05/12	2,082.50	2,069.53	12.97 LT
2,000.0000	US TSY 4.500% FEB 15 2036	11/28/08	04/05/12	1,226.40	1,147.13	79.27 LT
1,000.0000	US TSY 4.500% FEB 15 2036	05/21/09	04/05/12	2,452.82	2,075.92	376.90 LT
6,000.0000	US TSY 1.250% AUG 31 2015	07/30/10	04/05/12	1,226.41	1,092.85	133.56 LT
1,000.0000	FEDERAL HOME LN MTG CORP	07/19/11	04/05/12	6,127.97	6,036.86	91.11 ST
4,000.0000	US TSY 6.125% AUG 15 2029	03/01/12	04/05/12	1,127.68	1,135.34	(7.66) ST
5,000.0000	US TSY 4.000% AUG 15 2018	02/03/11	05/17/12	6,163.11	4,867.43	1,295.68 LT
3,000.0000	US TSY 6.125% AUG 15 2029	01/31/12	05/23/12	5,925.78	5,883.28	42.50 ST
5,000.0000	FEDERAL NATL MTG 1.12% 17	02/03/11	06/22/12	4,650.47	3,647.91	1,002.56 LT
19,000.0000	US TSY 1.250% AUG 31 2015	02/28/12	08/20/12	5,055.35	5,001.73	53.62 ST
1,000.0000	US TSY 6.125% AUG 15 2029	07/19/11	10/09/12	19,495.72	19,099.72	396.00 LT
2,000.0000	US TSY 6.125% AUG 15 2029	02/03/11	11/06/12	1,521.24	1,212.80	308.44 LT
2,000.0000	US TSY 6.125% AUG 15 2029	08/01/11	11/06/12	3,042.51	2,605.17	437.34 LT
1,000.0000	US TSY 6.125% AUG 15 2029	08/01/11	11/20/12	3,080.86	2,604.18	476.68 LT
6,000.0000	US TSY 6.125% AUG 15 2029	09/30/11	11/20/12	1,540.43	1,478.58	61.85 LT
1,000.0000	US TSY 6.125% AUG 15 2029	09/30/11	11/27/12	9,245.60	8,868.86	376.74 LT
3,000.0000	US TSY 6.125% AUG 15 2029	01/31/12	12/11/12	1,534.64	1,477.27	57.37 LT
2,000.0000	US TSY 1.250% AUG 31 2015	07/19/11	12/11/12	4,603.95	4,481.99	121.96 ST
7,000.0000	US TSY 1.250% AUG 31 2015	07/26/11	12/11/12	2,050.61	2,009.88	40.73 ST
				7,177.17	7,026.14	151.03 LT



PLEASE SEE REVERSE SIDE
 Page 50 of 52
 Statement Period Year Ending 12/31/12
 Account No. 245-04434