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

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

2012

Open to public inspection

For calendar year 2012 or tax year beginning

, and ending

Name of foundation RAYMOND AND IRENE WILBORN CHARITABLE FOUNDATION C/O JOHN WILBORN, TRUSTEE		A Employer identification number 31-1560453
Number and street (or P.O. box number if mail is not delivered to street address) 2102 ASHCRAFT LANE		B Telephone number 502-426-3768
City or town, state, and ZIP code LOUISVILLE, KY 40242		C If exemption application is pending, check here ☐
G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change		D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐
H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 1,535,461. (Part I, column (d) must be on cash basis.)	J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

Part I Analysis of Revenue and Expenses

(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)

	(a) Revenue and expenses per books	(b) Net Investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received			N/A	
2 Check ☒ if the foundation is not required to attach Sch. B				
3 Interest on savings and temporary cash investments	15.	15.		STATEMENT 1
4 Dividends and interest from securities	55,881.	55,881.		STATEMENT 2
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	214,849.			
b Gross sales price for all assets on line 6a	732,675.			
7 Capital gain net income (from Part IV, line 2)		214,849.		
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	357.	357.		STATEMENT 3
12 Total. Add lines 1 through 11	271,102.	271,102.		
13 Compensation of officers, directors, trustees, etc.	5,000.	0.		0.
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees				
b Accounting fees	1,985.	0.		0.
c Other professional fees	13,746.	13,746.		0.
17 Interest				
18 Taxes	3,240.	454.		0.
19 Depreciation and depletion				
20 Occupancy				
21 Travel, conferences, and meetings	566.	0.		0.
22 Printing and publications				
23 Other expenses	278.	0.		0.
24 Total operating and administrative expenses. Add lines 13 through 23	24,815.	14,200.		0.
25 Contributions, gifts, grants paid	333,250.			333,250.
26 Total expenses and disbursements. Add lines 24 and 25	358,065.	14,200.		333,250.
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	-86,963.			
b Net investment income (if negative, enter -0-)		256,902.		
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			
	2	Savings and temporary cash investments	83,263.	52,206.	52,206.
	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	1,400.	2,800.	2,800.
	10a	Investments - U.S. and state government obligations STMT 8	203,056.	177,527.	183,982.
	b	Investments - corporate stock STMT 9	711,004.	643,539.	1,008,568.
	c	Investments - corporate bonds STMT 10	53,393.	75,143.	85,376.
Liabilities	11	Investments - land, buildings, and equipment basis ▶			
		Less: accumulated depreciation ▶			
	12	Investments - mortgage loans			
	13	Investments - other STMT 11	181,967.	195,912.	202,407.
	14	Land, buildings, and equipment basis ▶			
		Less: accumulated depreciation ▶			
	15	Other assets (describe ▶ STATEMENT 12)	129.	122.	122.
	16	Total assets (to be completed by all filers)	1,234,212.	1,147,249.	1,535,461.
	17	Accounts payable and accrued expenses			
	18	Grants payable			
Net Assets or Fund Balances	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable			
	22	Other liabilities (describe ▶)			
	23	Total liabilities (add lines 17 through 22)	0.	0.	
		Foundations that follow SFAS 117, check here ▶ ☐			
		and complete lines 24 through 26 and lines 30 and 31.			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
Net Assets or Fund Balances		Foundations that do not follow SFAS 117, check here ▶ ☒			
		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	1,234,212.	1,147,249.	
	30	Total net assets or fund balances	1,234,212.	1,147,249.	
	31	Total liabilities and net assets/fund balances	1,234,212.	1,147,249.	

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	1,234,212.
2	Enter amount from Part I, line 27a	2	-86,963.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	1,147,249.
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	1,147,249.

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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			

(a) 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 732,675.		517,826.	214,849.

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			214,849.

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	214,849.
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	103,000.	1,649,852.	.062430
2010	187,123.	1,547,759.	.120899
2009	290,464.	1,511,151.	.192214
2008	108,500.	1,966,769.	.055167
2007	193,952.	2,263,976.	.085669

2 Total of line 1, column (d)	2	.516379
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	.103276
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	1,476,557.
5 Multiply line 4 by line 3	5	152,493.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	2,569.
7 Add lines 5 and 6	7	155,062.
8 Enter qualifying distributions from Part XII, line 4	8	333,250.

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.

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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 ☒ and enter 1% of Part I, line 27b	1	2,569.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	0.
3	Add lines 1 and 2	3	2,569.
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	2,569.
6	Credits/Payments:		
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a	2,800.
b	Exempt foreign organizations - tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d	7	2,800.
8	Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8	6.
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	225.
11	Enter the amount of line 10 to be: Credited to 2013 estimated tax ☒ 225. Refunded ☒ 0.	11	0.

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

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N / A	13	X	
14	The books are in care of ► JOHN WILBORN, TRUSTEE Telephone no ► 502-426-3768 Located at ► 2102 ASHCRAFT LANE, LOUISVILLE, KY ZIP+4 ► 40242			
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			
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country ►	16	Yes	No X

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

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

1a	During the year did the foundation (either directly or indirectly):		Yes	No
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☒ No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☒ Yes ☐ No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No		
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	☐ Yes ☒ No		
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ► ☐	1b		X
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?	1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):			
a	At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? If "Yes," list the years ►	☐ Yes ☒ No		
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 ☒ 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

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

5a During the year did the foundation pay or incur any amount to:

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No
- (2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? ☐ 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 13		5,000.	0.	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 N/A	
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	
2	
All other program-related investments. See instructions	
3	
Total. Add lines 1 through 3	0.

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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	1,436,187.
b Average of monthly cash balances	1b	62,856.
c Fair market value of all other assets	1c	
d Total (add lines 1a, b, and c)	1d	1,499,043.
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	1,499,043.
4 Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	22,486.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,476,557.
6 Minimum investment return. Enter 5% of line 5	6	73,828.

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	73,828.
2a Tax on investment income for 2012 from Part VI, line 5	2a	2,569.
b Income tax for 2012 (This does not include the tax from Part VI.)	2b	
c Add lines 2a and 2b	2c	2,569.
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	71,259.
4 Recoveries of amounts treated as qualifying distributions	4	0.
5 Add lines 3 and 4	5	71,259.
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	71,259.

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	333,250.
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	333,250.
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	2,569.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	330,681.

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.

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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				71,259.
2 Undistributed Income, if any, as of the end of 2012				
a Enter amount for 2011 only			0.	
b Total for prior years		0.		
3 Excess distributions carryover, if any, to 2012.				
a From 2007	85,303.			
b From 2008	11,013.			
c From 2009	215,578.			
d From 2010	112,489.			
e From 2011	23,293.			
f Total of lines 3a through e	447,676.			
4 Qualifying distributions for 2012 from Part XII, line 4. ▶ \$	333,250.			
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				71,259.
e Remaining amount distributed out of corpus	261,991.			
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	709,667.			
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				0.
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	85,303.			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	624,364.			
10 Analysis of line 9:				
a Excess from 2008	11,013.			
b Excess from 2009	215,578.			
c Excess from 2010	112,489.			
d Excess from 2011	23,293.			
e Excess from 2012	261,991.			

N/A

- [illegible]

1 Information Regarding Foundation Managers:

- NONE

- NONE**

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

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
ALBERT PIKE SCOTTISH RITE 200 E. GRAY STREET LOUISVILLE, KY 40202	NONE	501-C-3	DONATION	1,000.
APPALACHIAN COMMUNITY FUND 507 S. GAY STREET, SUITE 1120 KNOXVILLE, TN 37902	NONE	501-C-3	DONATION	500.
ARTS ASSOCAITION OF OLDHAM COUNTY 104 E. MAIN STREET LAGRANGE, KY 40031	NONE	501-C-3	DONATION	2,000.
BACKBONE CAMPAIGN P.O. BOX 278 VASHON, WA 98070	NONE	501-C-3	DONATION	750.
CAMP JOY 3325 SWAMP CREEK ROAD SCWENKSVILLE, PA 19473	NONE	501-C-3	DONATION	7,500.
Total	SEE CONTINUATION SHEET(S)			333,250.
b Approved for future payment				
NONE				
Total				0.

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 | | X |
| | (2) Other assets | | X |
| b | Other transactions: | | |
| | (1) Sales of assets to a noncharitable exempt organization | | X |
| | (2) Purchases of assets from a noncharitable exempt organization | | X |
| | (3) Rental of facilities, equipment, or other assets | | X |
| | (4) Reimbursement arrangements | | X |
| | (5) Loans or loan guarantees | | X |
| | (6) Performance of services or membership or fundraising solicitations | | X |
| c | Sharing of facilities, equipment, mailing lists, other assets, or paid employees | | 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. | | |

[illegible]

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

(a) Name of organization	(b) Type of organization	(c) Description of relationship
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.				May the IRS discuss this return with the preparer shown below (see instr.)? ☒ Yes ☐ No	
	Signature of officer or trustee <i>John R. Wilton</i>		Date 5/22/13		Title TRUSTEE	
Paid Preparer Use Only	Print/Type preparer's name R. LAMARR MOORE		Preparer's signature <i>R. LAMARR MOORE</i>		Date 5-15-13	
	Check ☐ if self-employed		PTIN P00322344		Firm's EIN ▶ 61-1233932	
	Firm's name ▶ R. L. MOORE, PSC		Firm's address ▶ 12100 LAGRANGE ROAD LOUISVILLE, KY 40223		Phone no 502-244-9955	

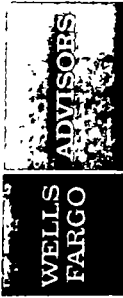
Part IV Capital Gains and Losses for Tax on Investment Income

(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 BROWN FORMAN (3,500 SHARES)		P	VARIOUS	02/08/12
b WELLS FARGO #7737-9138		P	VARIOUS	VARIOUS
c WELLS FARGO #7737-9138		P	VARIOUS	VARIOUS
d WELLS FARGO #7737-9138		P	VARIOUS	VARIOUS
e WELLS FARGO #7737-9138		P	VARIOUS	VARIOUS
f CAPITAL GAINS DIVIDENDS				
g				
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 286,649.		90,300.	196,349.
b 138,871.		144,841.	-5,970.
c 21,841.		21,989.	-148.
d 61,518.		62,609.	-1,091.
e 222,057.		198,087.	23,970.
f 1,739.			1,739.
g			
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) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			196,349.
b			-5,970.
c			-148.
d			-1,091.
e			23,970.
f			1,739.
g			
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	214,849.
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



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RAYMOND AND IRENE WILBORN
CHARITABLE FOUNDATION
C/O JOHN R WILBORN

Realized Gain/Loss Detail

SHORT TERM GAINS OR LOSSES FOR COVERED SECURITIES

Description	Share Quantity	Adjusted Price/ Original Price	Open Date/ Acquisition Date	Date of Sale or Exchange	Proceeds	Adjusted Cost/ Original Cost	Gain or Loss Amount
ACE LIMITED CUSIP H0023R105							
	3.00000	62.4975	08/18/11	07/02/12	222.32	187.49	34.83
	10.00000	60.3353	08/19/11	07/02/12	741.07	603.35	137.72
	12.00000	62.2328	08/26/11	07/02/12	889.28	746.79	142.49
	2.00000	62.0425	10/17/11	07/02/12	148.22	124.09	24.13
Subtotal	27.00000				2,000.89	1,661.72	339.17
ACME PACKET INC CUSIP 004764106							
	9.00000	82.7745	04/29/11	01/12/12	245.25	744.97	-499.72
	2.00000	79.5880	05/09/11	01/18/12	56.17	159.18	-103.01
	2.00000	75.5244	06/03/11	01/18/12	56.17	151.05	-94.88
	1.00000	65.1464	06/21/11	01/18/12	28.09	65.15	-37.06
	2.00000	65.1464	06/21/11	02/10/12	66.58	130.29	-63.71
	3.00000	63.2338	07/22/11	02/10/12	99.88	189.70	-89.82
	7.00000	35.2315	10/27/11	02/10/12	233.06	246.62	-13.56
	5.00000	38.3727	11/04/11	02/10/12	166.48	191.86	-25.38
Subtotal	31.00000				951.68	1,878.82	-927.14
AECOM TECHNOLOGY CORP CUSIP 00766T100							
	2.00000	21.4709	09/20/12	11/26/12	43.98	42.95	1.03
AEROPOSTALE INC CUSIP 007865108							
	36.00000	16.6470	12/05/11	04/17/12	768.51	599.29	169.22
AFFILIATED MANAGERS GROUP							
CUSIP 008252108	1.00000	111.4280	07/31/12	10/31/12	126.41	111.43	14.98
AGCO CORP CUSIP 001084102							
	5.00000	54.2325	03/25/11	01/05/12	229.40	271.15	-41.75
	14.00000	51.1460	01/17/12	02/29/12	728.80	716.05	12.75
	13.00000	51.1460	01/17/12	04/03/12	611.56	664.89	-53.33
Subtotal	32.00000				1,569.76	1,652.09	-82.33
ALERE INC CUSIP 01449J105							
	4.00000	24.2754	11/18/11	05/16/12	73.05	97.10	-24.05
ALTERA CORPORATION CUSIP 021441100							
	13.00000	40.6693	01/19/12	06/08/12	431.23	528.71	-97.48
	4.00000	40.6693	01/19/12	06/22/12	133.86	162.67	-28.81

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 RAYMOND AND IRENE WILBORN
 CHARITABLE FOUNDATION
 C/O JOHN R WILBORN

Realized Gain/Loss

SHORT TERM GAINS OR LOSSES FOR COVERED SECURITIES

Description	Share Quantity	Adjusted Price/ Original Price	Open Date/ Acquisition Date	Date of Sale or Exchange	Proceeds	Adjusted Cost/ Original Cost	Gain or Loss Amount
<i>Continued</i>							
AMEREN CORP CUSIP 023608102	1.00000	39.9568	01/25/12	06/22/12	33.47	39.96	-6.49
AMERICAN TOWER CORP REIT	7.00000	39.9568	01/25/12	08/23/12	247.76	279.69	-31.93
CUSIP 03027X100	21.00000	39.8513	02/01/12	08/23/12	743.30	836.88	-93.58
AMERN EAGLE OUTFITTERS INC NEW	16.00000	37.3998	03/08/12	10/05/12	537.73	598.40	-60.67
CUSIP 02555E106	15.00000	37.3998	03/08/12	10/08/12	500.57	560.99	-60.42
	1.00000	39.2765	03/26/12	10/08/12	33.38	39.28	-5.90
	6.00000	39.2765	03/26/12	10/15/12	195.66	235.66	-40.00
	12.00000	33.5513	05/23/12	10/15/12	391.33	402.62	-11.29
	10.00000	33.5513	05/23/12	12/06/12	311.92	335.51	-23.59
Subtotal	106.00000				3,560.21	4,020.37	-460.16
AMERSONS INC CUSIP 034164103	45.00000	28.6188	01/28/11	01/09/12	1,437.86	1,287.84	150.02
APPLE INC CUSIP 037833100	5.00000	50.2862	06/13/11	02/28/12	315.63	251.43	64.20
	7.00000	22.3268	10/16/12	11/16/12	129.95	156.29	-26.34
	14.00000	22.5324	10/17/12	11/16/12	259.90	315.45	-55.55
	6.00000	22.6699	10/18/12	11/16/12	111.38	136.02	-24.64
	8.00000	22.6099	10/19/12	11/16/12	148.52	180.88	-32.36
	10.00000	21.4762	11/02/12	11/16/12	185.65	214.76	-29.11
Subtotal	45.00000				835.40	1,003.40	-168.00
ANDERSONS INC CUSIP 034164103	29.00000	50.0021	04/17/12	09/17/12	1,150.17	1,450.06	-299.89
APPLE INC CUSIP 037833100	1.00000	326.3500	06/24/11	03/01/12	543.01	326.35	216.66



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 RAYMOND AND IRENE WILBORN
 CHARITABLE FOUNDATION
 C/O JOHN R WILBORN

Realized Gain/Loss

SHORT TERM GAINS OR LOSSES FOR COVERED SECURITIES

Description	Share Quantity	Adjusted Price/ Original Price	Open Date/ Acquisition Date	Date of Sale or Exchange	Proceeds	Adjusted Cost/ Original Cost	Gain or Loss Amount
<i>Continued</i>							
Subtotal							
ARCHER-DANIELS-MIDLAND CO CUSIP 039483102	2.00000	326.3500	06/24/11	03/07/12	1,048.30	652.70	395.60
	1.00000	390.0516	07/20/11	03/07/12	524.15	390.05	134.10
	4.00000				2,115.46	1,369.10	746.36
Subtotal							
ARCOS DORADOS HOLDINGS INC CLASS A CUSIP G0457F107	1.00000	30.8553	04/13/12	11/26/12	26.59	30.86	-4.27
	21.00000	30.8553	04/13/12	12/21/12	580.55	647.96	-67.41
	43.00000	27.8617	07/09/12	12/21/12	1,188.76	1,198.05	-9.29
	65.00000				1,795.90	1,876.87	-80.97
Subtotal							
ARM HOLDINGS PLC SPONSORED ADR CUSIP 042068106	13.00000	22.1238	10/21/11	03/12/12	248.61	287.61	-39.00
	6.00000	22.1238	10/21/11	03/13/12	114.48	132.74	-18.26
	2.00000	22.1865	10/21/11	03/13/12	38.16	44.37	-6.21
	5.00000	23.2374	10/31/11	03/13/12	95.40	116.19	-20.79
	9.00000	23.2374	10/31/11	03/14/12	172.65	209.13	-36.48
	5.00000	22.0073	11/04/11	03/14/12	95.93	110.04	-14.11
	40.00000				765.23	900.08	-134.85
Subtotal							
ASHFORD HOSPITALITY TR CUSIP 044103109	5.00000	27.9857	04/11/12	09/12/12	133.58	139.93	-6.35
Subtotal							
	110.00000	13.5573	06/01/11	03/06/12	920.53	1,491.31	-570.78
		13.8574				1,524.31	
	58.00000	8.8924	01/24/12	03/06/12	485.38	515.76	-30.38
	168.00000				1,405.91	2,007.07	-601.16
Subtotal							

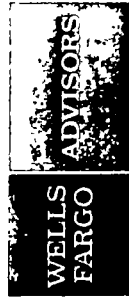
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 RAYMOND AND IRENE WILBORN
 CHARITABLE FOUNDATION
 C/O JOHN R WILBORN

Realized Gain/Loss

SHORT TERM GAINS OR LOSSES FOR COVERED SECURITIES									
Description	Share Quantity	Adjusted Price/ Original Price	Open Date/ Acquisition Date	Date of Sale or Exchange	Proceeds	Adjusted Cost/ Original Cost	Gain or Loss Amount		
ASSURANT INC CUSIP 04621X108	29.00000	40.5670	04/02/12	06/22/12	994.45	1,176.45	-182.00		
ATMEL CORP CUSIP 049513104	12.00000	13.4037	03/29/11	01/25/12	116.01	160.84	-44.83		
	25.00000	14.7800	04/21/11	01/25/12	241.69	369.50	-127.81		
Subtotal	37.00000				357.70	530.34	-172.64		
AUTOZONE INC CUSIP 053332102	1.00000	378.6400	07/23/12	12/12/12	356.81	378.64	-21.83		
	2.00000	376.7480	07/24/12	12/12/12	713.64	753.50	-39.86		
Subtotal	3.00000				1,070.45	1,132.14	-61.69		
AVAGO TECHNOLOGIES LTD CUSIP Y0486S104	3.00000	29.3046	12/23/11	08/17/12	111.80	87.92	23.88		
	8.00000	29.3046	12/23/11	08/20/12	286.57	234.43	52.14		
Subtotal	11.00000				398.37	322.35	76.02		
BAKER HUGHES INC CUSIP 057224107	13.00000	58.5477	11/11/11	03/06/12	609.73	761.12	-151.39		
	3.00000	58.5477	11/11/11	03/12/12	142.69	175.65	-32.96		
	4.00000	58.5477	11/11/11	03/16/12	194.05	234.18	-40.13		
	7.00000	56.7390	11/15/11	03/16/12	339.60	397.17	-57.57		
Subtotal	27.00000				1,286.07	1,568.12	-282.05		
BAYER AG SPONSORED ADR CUSIP 072730302	16.00000	54.4702	09/15/11	01/18/12	1,122.48	871.53	250.95		
BEST BUY CO INC CUSIP 086516101	3.00000	24.7572	03/29/12	11/26/12	36.60	74.28	-37.68		
BIOMARIN PHARMACEUTICAL INC CUSIP 09061G101	3.00000	33.3274	10/27/11	07/09/12	126.03	99.99	26.04		





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Realized Gain/Loss

SHORT TERM GAINS OR LOSSES FOR COVERED SECURITIES

Description	Share Quantity	Adjusted Price/ Original Price	Open Date/ Acquisition Date	Date of Sale or Exchange	Proceeds	Adjusted Cost/ Original Cost	Gain or Loss Amount
<i>Continued</i>							
Subtotal	12.00000				497.51	406.27	91.24
BRINKER INTL INC CUSIP 109641100	7.00000	22.9387	11/08/11	08/17/12	236.24	160.57	75.67
BROADCOM CORP CL A CUSIP 111320107	12.00000	39.7275 39.9977	04/06/11	02/01/12	437.54	476.73 479.97	-39.19
	1.00000	34.0800 34.3453	05/12/11	02/01/12	36.47	34.08 34.35	2.39
Subtotal	13.00000				474.01	510.81 514.32	-36.80
BROCADE COMMUNICATIONS							
SYSTEMS CUSIP 111621306	4.00000	5.6200	04/04/12	11/26/12	22.60	22.48	0.12
CABOT OIL & GAS CUSIP 127097103	4.00000	34.6922	10/20/11	06/28/12	157.81	138.77	19.04
CAPITAL ONE FINANCIAL							
CORP CUSIP 14040H105	6.00000	52.2274	05/26/11	05/14/12	320.42	313.36	7.06
	12.00000	52.5464	07/12/11	05/14/12	640.84	630.56	10.28
	5.00000	42.8230	08/18/11	05/14/12	267.01	214.12	52.89
	12.00000	41.7416	10/13/11	05/14/12	640.84	500.90	139.94
	7.00000	41.6902	10/14/11	05/14/12	373.82	291.83	81.99
	4.00000	40.5270	10/17/11	05/14/12	213.62	162.11	51.51
	4.00000	40.3460	10/17/11	05/14/12	213.62	161.38	52.24

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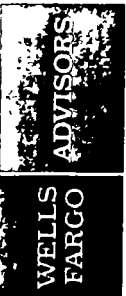
Account Number: 7737-9138
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 C/O JOHN R WILBORN

Realized Gain/Loss

SHORT TERM GAINS OR LOSSES FOR COVERED SECURITIES

Description	Share Quantity	Adjusted Price/ Original Price	Open Date/ Acquisition Date	Date of Sale or Exchange	Proceeds	Adjusted Cost/ Original Cost	Gain or Loss Amount
Subtotal	2.00000	41.1360	10/18/11	05/14/12	106.81	82.27	24.54
CARDINAL HEALTH INC	52.00000				2,776.98	2,356.53	420.45
CUSIP 14149Y108							
Subtotal	3.00000	42.9666	09/19/11	05/09/12	126.89	128.89	-2.00
	4.00000	43.5410	09/20/11	05/09/12	169.19	174.17	-4.98
	5.00000	43.5410	09/20/11	05/10/12	210.96	217.70	-6.74
	3.00000	40.2290	10/07/11	05/10/12	126.59	120.69	5.90
	3.00000	40.2290	10/07/11	05/11/12	127.53	120.68	6.85
	5.00000	42.3387	10/19/11	05/11/12	212.55	211.69	0.86
Subtotal	23.00000				973.71	973.82	-0.11
CBS CORP CL B							
CUSIP 124857202	4.00000	26.9641	05/11/11	02/16/12	117.50	107.86	9.64
	3.00000	26.9641	05/11/11	04/30/12	101.23	80.90	20.33
Subtotal	7.00000				218.73	188.76	29.97
CHART INDUSTRIES INC							
CUSIP 16115Q308	3.00000	73.9908	08/17/12	11/09/12	182.48	221.97	-39.49
CHECK POINT SOFTWARE TECH LTD							
CUSIP M2246S104	2.00000	54.1866	11/17/11	04/09/12	124.72	108.38	16.34
	1.00000	54.1866	11/17/11	07/09/12	45.48	54.19	-8.71
	5.00000	54.1866	11/17/11	07/10/12	224.82	270.92	-46.10
	2.00000	53.0711	11/22/11	07/10/12	89.94	106.15	-16.21
	7.00000	53.0711	11/22/11	07/10/12	312.32	371.49	-59.17
Subtotal	17.00000				797.28	911.13	-113.85
CHIPOTLE MEXICAN GRILL CL A							
CUSIP 169656105	1.00000	364.2383	02/02/12	07/23/12	307.04	364.24	-57.20





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Account Number: 7737-9138
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C/O JOHN R WILBORN

Realized Gain/Loss

SHORT TERM GAINS OR LOSSES FOR COVERED SECURITIES

Description	Share Quantity	Adjusted Price/ Original Price	Open Date/ Acquisition Date	Date of Sale or Exchange	Proceeds	Adjusted Cost/ Original Cost	Gain or Loss Amount
<i>Continued</i>							
Subtotal	1.00000	364.2383	02/02/12	07/24/12	302.94	364.24	-61.30
CIGNA CORPORATION CUSIP 125509109	2.00000				609.98	728.48	-118.50
CME GROUP INC CUSIP 12572Q105	6.00000	42.0280	11/21/11	03/19/12	282.68	252.17	30.51
Subtotal							
COGNIZANT TECHNOLOGY SOLUTIONS CORP CL A CUSIP 192446102	2.00000	306.5738	03/01/11	01/10/12	459.94	613.15	-153.21
Subtotal							
COINSTAR INC CUSIP 19259P300	1.00000	239.8640	11/18/11	01/10/12	229.97	239.86	-9.89
Subtotal							
COLFAX CORP CUSIP 164014106	1.00000	239.8857	11/21/11	01/10/12	229.97	239.89	-9.92
Subtotal							
COMMUNIVULT SYSTEMS INC CUSIP 204166102	4.00000				919.88	1,092.90	-173.02
Subtotal							
COINSTAR INC CUSIP 19259P300	3.00000	76.9960	03/26/12	09/24/12	205.45	230.99	-25.54
Subtotal							
COLFAX CORP CUSIP 164014106	7.00000	55.0289	07/25/11	06/26/12	456.00	385.21	70.79
Subtotal							
COMMUNIVULT SYSTEMS INC CUSIP 204166102	6.00000	34.3097	02/29/12	06/01/12	162.20	205.86	-43.66
Subtotal							
COINSTAR INC CUSIP 19259P300	3.00000	49.6407	03/30/12	10/31/12	185.90	148.92	36.98
Subtotal							
COINSTAR INC CUSIP 19259P300	1.00000	49.4994	04/02/12	10/31/12	61.97	49.50	12.47
Subtotal							
COINSTAR INC CUSIP 19259P300	1.00000	49.4994	04/02/12	11/01/12	64.11	49.50	14.61
Subtotal							
COINSTAR INC CUSIP 19259P300	2.00000	50.7392	04/03/12	11/01/12	128.23	101.48	26.75
Subtotal							
COINSTAR INC CUSIP 19259P300	1.00000	50.7392	04/03/12	12/18/12	71.67	50.74	20.93
Subtotal							
COINSTAR INC CUSIP 19259P300	1.00000	50.5249	04/04/12	12/18/12	71.67	50.53	21.14
Subtotal							
CONSOLIDATED EDISON INC CUSIP 209115104	9.00000				583.55	450.67	132.88
Subtotal							
CONSOLIDATED EDISON INC CUSIP 209115104	7.00000	59.1578	02/10/12	09/20/12	416.31	414.11	2.20

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Description	Share Quantity	Adjusted Price/ Original Price	Open Date/ Acquisition Date	Date of Sale or Exchange	Proceeds	Adjusted Cost/ Original Cost	Gain or Loss Amount
<i>Continued</i>							
COPA HOLDINGS SA CL A CUSIP P31076105	1.00000	81.0521	05/01/12	10/31/12	89.60	81.06	8.54
	1.00000	81.0521	05/01/12	11/12/12	95.00	81.05	13.95
	1.00000	81.0521	05/01/12	11/13/12	95.75	81.05	14.70
Subtotal	3.00000				280.35	243.16	37.19
CORELOGIC INC CUSIP 21871D103	3.00000	23.6362	10/25/12	10/31/12	69.88	70.91	-1.03
COVANCE INC CUSIP 222816100	2.00000	48.1553	10/19/11	01/06/12	95.58	96.31	-0.73
	2.00000	48.0640	10/20/11	01/06/12	95.58	96.13	-0.55
	1.00000	49.6214	10/21/11	01/11/12	48.81	49.62	-0.81
	1.00000	50.4480	10/24/11	01/11/12	48.81	50.45	-1.64
	2.00000	50.6810	10/25/11	01/12/12	91.65	101.36	-9.71
	1.00000	50.6810	10/25/11	01/19/12	46.23	50.68	-4.45
	1.00000	47.4769	11/04/11	01/19/12	46.24	47.48	-1.24
	3.00000	47.4769	11/04/11	01/23/12	137.99	142.43	-4.44
	5.00000	45.5307	12/02/11	01/23/12	230.00	227.65	2.35
Subtotal	18.00000				840.89	862.11	-21.22
CUBIST PHARMACEUTICALS INC CUSIP 229678107	2.00000	41.7920	05/10/12	10/04/12	96.42	83.59	12.83
	3.00000	41.7920	05/10/12	10/05/12	143.86	125.37	18.49
Subtotal	5.00000				240.28	208.96	31.32
CUMMINS INC CUSIP 231021106	3.00000	111.6434	02/08/11	01/13/12	293.53	334.93	-41.40
	2.00000	98.6899	08/03/11	05/17/12	193.89	197.38	-3.49



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Description	Share Quantity	Adjusted Price/ Original Price	Open Date/ Acquisition Date	Date of Sale or Exchange	Proceeds	Adjusted Cost/ Original Cost	Gain or Loss Amount
<i>Continued</i>							
Daimler AG	1.00000	81.8072	10/04/11	05/17/12	96.95	81.81	15.14
SPONSORED ADR	6.00000				584.37	614.12	-29.75
CUSIP 233825108							
DECKERS OUTDOOR CORP	12.00000	44.3255	12/21/11	11/05/12	565.79	531.91	33.88
CUSIP 243537107							
Subtotal							
DELL INC	7.00000	92.7440	08/15/11	04/11/12	440.04	649.21	-209.17
CUSIP 24702R101	1.00000	92.7440	08/15/11	04/12/12	62.95	92.74	-29.79
Subtotal	2.00000	79.3330	08/19/11	04/12/12	125.91	158.67	-32.76
DELTA AIR LINES INC NEW	1.00000	83.3174	08/24/11	04/12/12	62.95	83.32	-20.37
CUSIP 247361702	1.00000	99.3332	10/06/11	04/12/12	62.95	99.33	-36.38
Subtotal	2.00000	89.9305	12/19/11	04/12/12	125.92	179.86	-53.94
DELL INC	14.00000				880.72	1,263.13	-382.41
CUSIP 24702R101							
Subtotal	28.00000	15.9300	06/24/11	02/08/12	502.31	446.04	56.27
DELTA AIR LINES INC NEW	10.00000	13.6736	08/18/11	02/08/12	179.40	136.74	42.66
CUSIP 247361702	38.00000				681.71	582.78	98.93
Subtotal							
DESARROLLADORA HOMEX	1.00000	10.1900	05/18/12	11/26/12	9.81	10.19	-0.38
SA DE CV							
CUSIP 25030W100	18.00000	18.3976	01/13/12	11/05/12	231.67	331.16	-99.49
Subtotal	9.00000	18.4427	01/13/12	11/05/12	115.84	165.99	-50.15
DISCOVER FINANCIAL	27.00000				347.51	497.15	-149.64
CUSIP 254709108							
Subtotal							
DISCOVER FINANCIAL	9.00000	23.1987	06/16/11	02/27/12	269.94	208.79	61.15
CUSIP 254709108	9.00000	23.1987	06/16/11	03/05/12	273.00	208.79	64.21

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Description	Share Quantity	Adjusted Price/ Original Price	Open Date/ Acquisition Date	Date of Sale or Exchange	Proceeds	Adjusted Cost/ Original Cost	Gain or Loss Amount
Subtotal	18.00000				542.94	417.58	125.36
EDWARDS LIFESCIENCE CORP CUSIP 28176E108							
	4.00000	73.1143	02/07/12	03/27/12	300.97	292.46	8.51
	3.00000	73.9507	02/08/12	03/27/12	225.73	221.85	3.88
	2.00000	73.9507	02/08/12	03/27/12	149.93	147.90	2.03
	1.00000	73.8250	02/09/12	03/27/12	74.97	73.83	1.14
	3.00000	73.8250	02/09/12	03/28/12	218.43	221.47	-3.04
	1.00000	73.0880	02/10/12	04/18/12	71.73	73.09	-1.36
	1.00000	74.5711	02/15/12	04/18/12	71.73	74.58	-2.85
	3.00000	74.5711	02/15/12	06/11/12	266.60	223.71	42.89
	1.00000	74.5711	02/15/12	06/14/12	96.82	74.57	22.25
	2.00000	71.3340	03/22/12	06/14/12	193.65	142.67	50.98
Subtotal	21.00000				1,670.56	1,546.13	124.43
ENDO HEALTH SOLUTIONS INC CUSIP 29264F205							
	4.00000	32.2722	11/21/11	06/13/12	117.07	129.09	-12.02
	1.00000	31.5424	09/28/12	11/26/12	28.16	31.55	-3.39
Subtotal	5.00000				145.23	160.64	-15.41
ENERGY XXI BERMUDA LTD CUSIP G10082140							
	4.00000	34.2734	04/24/12	09/27/12	138.88	137.10	1.78
ENERSYS INC CUSIP 29275Y102							
	1.00000	25.5164	12/05/11	11/20/12	32.82	25.52	7.30
ENSCO PLC SPONSORED ADR CUSIP 29358Q109							
	4.00000	49.4102	10/24/11	03/27/12	214.93	197.64	17.29
	4.00000	48.8670	10/25/11	03/27/12	214.93	195.48	19.45
	1.00000	48.8670	10/25/11	05/11/12	49.43	48.86	0.57

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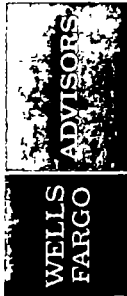
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SHORT TERM GAINS OR LOSSES FOR COVERED SECURITIES									
Description	Share Quantity	Adjusted Price/ Original Price	Open Date/ Acquisition Date	Date of Sale or Exchange	Proceeds	Adjusted Cost/ Original Cost	Gain or Loss Amount		
Subtotal	28.00000				785.98	628.04	157.94		
FORTINET INC CUSIP 34959E109	3.00000	24.0000	11/07/11	03/05/12	79.83	72.00	7.83		
	5.00000	24.0000	11/07/11	05/10/12	119.09	120.00	-0.91		
Subtotal	8.00000				198.92	192.00	6.92		
FREEPORT-MCMORAN COPPER & GOLD INC CLASS B CUSIP 35671D857	19.00000	41.9396	11/08/11	08/13/12	678.48	796.85	-118.37		
	8.00000	36.4661	11/29/11	08/13/12	285.68	291.73	-6.05		
	1.00000	38.9959	12/01/11	08/13/12	35.71	39.00	-3.29		
	1.00000	38.9959	12/01/11	11/26/12	38.50	39.00	-0.50		
Subtotal	29.00000				1,038.37	1,166.58	-128.21		
FUJITSU LTD ADR NEW CUSIP 359590304	24.00000	21.1600	08/22/12	10/05/12	453.96	507.84	-53.88		
F5 NETWORKS INC CUSIP 315616102	2.00000	107.8740	06/22/11	02/16/12	253.71	215.75	37.96		
	1.00000	107.8740	06/22/11	05/10/12	125.22	107.88	17.34		
	1.00000	104.9860	12/23/11	10/04/12	107.43	104.99	2.44		
	2.00000	108.9300	01/18/12	10/04/12	214.86	217.86	-3.00		
Subtotal	6.00000				701.22	646.48	54.74		
GARDNER DENVER INC CUSIP 365558105	3.00000	80.4977	06/28/11	03/01/12	208.44	241.49	-33.05		
	1.00000	81.3875	06/29/11	03/01/12	69.49	81.39	-11.90		
	3.00000	81.3875	06/29/11	03/21/12	197.13	244.16	-47.03		
	1.00000	84.1166	06/30/11	03/21/12	65.71	84.12	-18.41		
	2.00000	84.1166	06/30/11	03/22/12	126.19	168.23	-42.04		





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SHORT TERM GAINS OR LOSSES FOR COVERED SECURITIES

Description	Share Quantity	Adjusted Price/ Original Price	Open Date/ Acquisition Date	Date of Sale or Exchange	Proceeds	Adjusted Cost/ Original Cost	Gain or Loss Amount
<i>Continued</i>							
	3.00000	84.1520	06/30/11	03/22/12	189.30	252.46	-63.16
	4.00000	85.8069	07/01/11	04/09/12	246.15	343.23	-97.08
	3.00000	85.8069	07/01/11	04/10/12	183.38	257.42	-74.04
	1.00000	85.9989	07/13/11	04/10/12	61.13	86.00	-24.87
Subtotal	21.00000				1,346.92	1,758.50	-411.58
GDF SUEZ SPON ADR							
CUSIP 36160B105	36.00000	26.1613	03/15/12	12/14/12	715.80	941.81	-226.01
GILEAD SCIENCES INC							
CUSIP 375558103	9.00000	37.1157	08/19/11	01/13/12	400.58	334.04	66.54
	7.00000	37.1157	08/19/11	01/20/12	329.85	259.81	70.04
	12.00000	37.1157	08/19/11	06/22/12	607.10	445.39	161.71
	10.00000	37.1157	08/19/11	07/13/12	510.25	371.15	139.10
	2.00000	46.4965	02/17/12	07/13/12	102.05	93.00	9.05
	9.00000	46.4965	02/17/12	11/28/12	668.27	418.46	249.81
	1.00000	75.2300	11/26/12	11/28/12	74.26	75.23	-0.97
Subtotal	50.00000				2,692.36	1,997.08	695.28
GNC HOLDINGS INC							
CUSIP 36191G107	10.00000	33.4960	03/14/12	07/05/12	420.14	334.97	85.17
	1.00000	33.4960	03/14/12	10/31/12	38.49	33.50	4.99
Subtotal	11.00000				458.63	368.47	90.16
GOODRICH PETE CORP							
NEW							
CUSIP 382410405	79.00000	20.4241	04/13/11	03/06/12	1,267.34	1,613.50	-346.16
HARLEY DAVIDSON INC							
CUSIP 412822108	4.00000	53.9800	05/01/12	06/29/12	182.29	215.92	-33.63
	4.00000	53.9800	05/01/12	07/02/12	182.63	215.92	-33.29

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Description	Share Quantity	Adjusted Price/ Original Price	Open Date/ Acquisition Date	Date of Sale or Exchange	Proceeds	Adjusted Cost/ Original Cost	Gain or Loss Amount
<i>Continued</i>							
	7.00000	53.4838	05/01/12	07/02/12	319.60	374.39	-54.79
	5.00000	47.1065	05/31/12	07/02/12	228.30	235.53	-7.23
Subtotal	20.00000				912.82	1,041.76	-128.94
HELMERICH & PAYNE INC CUSIP 423452101	3.00000	53.8614	12/15/11	03/01/12	187.03	161.59	25.44
	2.00000	53.8614	12/15/11	03/02/12	121.13	107.73	13.40
	6.00000	53.8614	12/15/11	04/23/12	308.80	323.16	-14.36
Subtotal	11.00000				616.96	592.48	24.48
HERSHEY COMPANY CUSIP 427866108	3.00000	71.5896	06/29/12	10/10/12	212.83	214.77	-1.94
	5.00000	71.6066	07/02/12	10/11/12	351.49	358.04	-6.55
	1.00000	71.6066	07/02/12	10/11/12	70.62	71.60	-0.98
	2.00000	72.4320	07/03/12	10/11/12	141.26	144.87	-3.61
	2.00000	72.4320	07/03/12	10/12/12	140.06	144.86	-4.80
	1.00000	72.5865	07/05/12	10/12/12	70.03	72.59	-2.56
	3.00000	72.5865	07/05/12	10/15/12	208.82	217.76	-8.94
	1.00000	70.7963	07/23/12	10/15/12	69.61	70.80	-1.19
Subtotal	18.00000				1,264.72	1,295.29	-30.57
HEWLETT-PACKARD COMPANY CUSIP 428236103	29.00000	30.4599	08/18/11	04/04/12	674.52	883.34	-208.82
HUMAN GENOME SCIENCES INC CUSIP 444903108	24.00000	20.7692	07/29/11	07/16/12	340.98	498.45	-157.47
	35.00000	13.8944	08/22/11	07/16/12	497.27	486.30	10.97
	45.00000	9.4800	02/16/12	07/16/12	639.36	426.60	212.76
Subtotal	104.00000				1,477.61	1,411.35	66.26



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Description	Share Quantity	Adjusted Price/ Original Price	Open Date/ Acquisition Date	Date of Sale or Exchange	Proceeds	Adjusted Cost/ Original Cost	Gain or Loss Amount
<i>Continued</i>							
HUMANA INC CUSIP 444859102	2.00000	64.3842	03/04/11	01/06/12	184.98	128.77	56.21
	3.00000	63.0300	03/16/11	01/09/12	278.98	189.09	89.89
	2.00000	68.7482	03/30/11	03/19/12	173.77	137.50	36.27
	1.00000	70.1935	04/08/11	03/19/12	86.89	70.20	16.69
	2.00000	73.7219	08/02/11	07/31/12	128.78	147.44	-18.66
	6.00000	86.7426	01/26/12	07/31/12	386.34	520.46	-134.12
Subtotal	16.00000				1,239.74	1,193.46	46.28
IDACORP INC CUSIP 451107106	16.00000	41.6883	01/11/12	03/05/12	643.91	667.01	-23.10
ILLUMINA INC CUSIP 452327109	3.00000	71.1797	06/16/11	03/01/12	153.92	213.54	-59.62
	3.00000	76.0004	06/29/11	03/01/12	153.93	228.00	-74.07
	4.00000	76.0004	06/29/11	04/12/12	204.04	304.00	-99.96
	2.00000	59.3017	08/03/11	04/12/12	102.03	118.60	-16.57
Subtotal	12.00000				613.92	854.14	-250.22
IMPERIAL TOB GROUP PLC SPONSORED ADR CUSIP 453142101	8.00000	61.5738	02/02/11	01/11/12	583.99	492.59	91.40
	7.00000	61.5738	02/02/11	01/11/12	510.74	431.02	79.72
	4.00000	61.5738	02/02/11	01/19/12	275.17	246.29	28.88
	2.00000	61.5470	02/03/11	01/19/12	137.59	123.10	14.49
Subtotal	21.00000				1,507.49	1,293.00	214.49
ING GROEP N V SPON ADR CUSIP 456837103	42.00000	9.0471	02/17/12	08/22/12	306.76	379.98	-73.22

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Description	Share Quantity	Adjusted Price/ Original Price	Open Date/ Acquisition Date	Continued Date of Sale or Exchange	Proceeds	Adjusted Cost/ Original Cost	Gain or Loss Amount
INTEL CORP							
CUSIP 458140100	6.00000	24.4500	10/19/11	05/23/12	151.08	146.70	4.38
	26.00000	24.4500	10/19/11	06/22/12	699.48	635.70	63.78
Subtotal	32.00000				850.56	782.40	68.16
INTUIT INC							
CUSIP 461202103	4.00000	44.4368	08/23/11	04/09/12	235.26	177.75	57.51
	4.00000	44.4368	08/23/11	04/10/12	235.80	177.75	58.05
	12.00000	44.4368	08/23/11	05/21/12	655.49	533.24	122.25
	3.00000	47.6131	09/29/11	05/21/12	163.88	142.85	21.03
Subtotal	23.00000				1,290.43	1,031.59	258.84
INTUITIVE SURGICAL INC							
COM NEW							
CUSIP 46120E602	1.00000	438.7372	01/20/12	06/22/12	545.11	438.74	106.37
ITRON INC							
CUSIP 465741106	1.00000	43.0716	09/28/12	11/26/12	41.95	43.08	-1.13
JOY GLOBAL INC							
CUSIP 481165108	5.00000	74.8579	04/04/12	08/17/12	279.82	374.29	-94.47
	2.00000	75.9896	04/05/12	08/17/12	111.94	151.98	-40.04
	3.00000	75.9896	04/05/12	08/20/12	168.07	227.97	-59.90
	3.00000	77.1020	04/12/12	08/20/12	168.08	231.31	-63.23
Subtotal	13.00000				727.91	985.55	-257.64
KIRBY CORP							
CUSIP 497266106	2.00000	67.6792	01/17/12	05/21/12	110.11	135.36	-25.25
	2.00000	68.1877	01/18/12	05/21/12	110.11	136.38	-26.27
	2.00000	69.0130	01/19/12	05/31/12	108.37	138.03	-29.66
	2.00000	69.9370	01/20/12	05/31/12	108.38	139.87	-31.49
	1.00000	69.8898	01/23/12	05/31/12	54.19	69.89	-15.70





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Realized Gain/Loss

SHORT TERM GAINS OR LOSSES FOR COVERED SECURITIES

Description	Share Quantity	Adjusted Price/ Original Price	Open Date/ Acquisition Date	Date of Sale or Exchange	Proceeds	Adjusted Cost/ Original Cost	Gain or Loss Amount
<i>Continued</i>							
KODIAK OIL & GAS CORP CUSIP 50015Q100	1.00000	69.8898	01/23/12	06/01/12	51.30	69.89	-18.59
	3.00000	68.1699	01/24/12	06/01/12	153.91	204.51	-50.60
	4.00000	67.6980	01/25/12	06/05/12	202.51	270.79	-68.28
	1.00000	66.8295	01/31/12	06/05/12	50.63	66.83	-16.20
	2.00000	63.1599	02/03/12	06/05/12	101.26	126.32	-25.06
	20.00000				1,050.77	1,357.87	-307.10
LABORATORY CORP OF AMER HLDGS CUSIP 50540R409	40.00000	9.1803	01/30/12	06/05/12	288.84	367.22	-78.38
	14.00000	9.1803	01/30/12	06/06/12	108.44	128.52	-20.08
	29.00000	8.8658	02/07/12	06/06/12	224.65	257.11	-32.46
	83.00000				621.93	752.85	-130.92
LAM RESEARCH CORP CUSIP 512807108	2.00000	95.1000	07/14/11	01/18/12	176.67	190.20	-13.53
	1.00000	97.0096	07/20/11	01/18/12	88.34	97.01	-8.67
	2.00000	83.3253	06/04/12	07/17/12	184.52	166.65	17.87
	1.00000	83.3253	06/04/12	07/19/12	87.90	83.33	4.57
	3.00000	83.3253	06/04/12	08/01/12	264.30	249.97	14.33
	5.00000	84.1100	06/05/12	09/04/12	435.27	420.55	14.72
	14.00000				1,237.00	1,207.71	29.29
Subtotal	18.00000	40.8074	03/08/12	12/07/12	635.42	734.53	-99.11
	8.00000	35.4369	08/21/12	12/07/12	282.40	283.50	-1.10
	9.00000	32.5573	10/15/12	12/07/12	317.72	293.02	24.70
	35.00000				1,235.54	1,311.05	-75.51

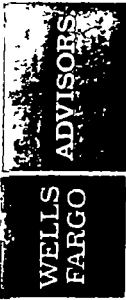
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 RAYMOND AND IRENE WILBORN
 CHARITABLE FOUNDATION
 C/O JOHN R WILBORN

Realized Gain/Loss

SHORT TERM GAINS OR LOSSES FOR COVERED SECURITIES

Description	Share Quantity	Adjusted Price/ Original Price	Open Date/ Acquisition Date	Date of Sale or Exchange	Proceeds	Adjusted Cost/ Original Cost	Gain or Loss Amount
<i>Continued</i>							
LENNAR CORPORATION CLASS A							
CUSIP 526057104	14.00000	24.0650	02/15/12	08/14/12	436.87	336.91	99.96
	7.00000	38.7461	10/17/12	11/13/12	252.80	271.22	-18.42
	1.00000	38.1045	10/17/12	11/13/12	36.12	38.11	-1.99
	6.00000	38.1045	10/17/12	11/13/12	218.39	228.62	-10.23
Subtotal	28.00000				944.18	874.86	69.32
LIQUIDITY SERVICES INC							
CUSIP 53635B107	4.00000	58.4806	06/18/12	08/03/12	161.89	233.92	-72.03
	4.00000	59.9884	06/19/12	08/06/12	162.78	239.95	-77.17
	2.00000	52.9211	06/20/12	08/06/12	81.40	105.84	-24.44
Subtotal	10.00000				406.07	579.71	-173.64
LORILLARD INC							
CUSIP 544147101	1.00000	106.8732	07/25/11	07/05/12	135.69	106.87	28.82
	1.00000	107.4437	08/18/11	07/05/12	135.69	107.44	28.25
	2.00000	109.2200	08/26/11	07/05/12	271.38	218.44	52.94
Subtotal	4.00000				542.76	432.75	110.01
LSI CORP							
CUSIP 502161102	14.00000	8.2986	02/10/12	05/10/12	106.68	116.19	-9.51
	13.00000	8.2986	02/10/12	05/11/12	101.79	107.88	-6.09
	4.00000	8.2986	02/10/12	05/24/12	27.67	33.19	-5.52
	30.00000	8.3602	02/13/12	05/24/12	207.60	250.81	-43.21
	32.00000	8.3993	02/14/12	05/25/12	218.60	268.78	-50.18
	2.00000	8.8900	03/26/12	05/25/12	13.67	17.78	-4.11
	35.00000	8.8900	03/26/12	05/29/12	236.91	311.15	-74.24
Subtotal	130.00000				912.92	1,105.78	-192.86



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SHORT TERM GAINS OR LOSSES FOR COVERED SECURITIES

Description	Share Quantity	Adjusted Price/ Original Price	Open Date/ Acquisition Date	Date of Sale or Exchange	Proceeds	Adjusted Cost/ Original Cost	Gain or Loss Amount
<i>Continued</i>							
LULULEMON ATHLETICA INC CUSIP 550021109	4.00000	58.2400	09/15/11	01/10/12	243.41	232.96	10.45
	1.00000	58.2400	09/15/11	03/05/12	70.19	58.24	11.95
	1.00000	57.4686	09/16/11	03/05/12	70.19	57.47	12.72
Subtotal	6.00000				383.79	348.67	35.12
MARVELL TECHNOLOGY GROUP LTD CUSIP G5876H105	43.00000	10.6191	08/21/12	10/15/12	377.96	456.63	-78.67
MASTEC INC CUSIP 576323109	73.00000	21.8719	05/10/11	01/24/12	1,186.89	1,596.65	-409.76
MATERION CORP CUSIP 576690101	39.00000	39.0082	06/01/11	05/24/12	887.60	1,521.32	-633.72
MEAD JOHNSON NUTRITION CO CUSIP 582839106	4.00000	79.3058	06/05/12	08/07/12	292.59	317.22	-24.63
	2.00000	79.3058	06/05/12	08/15/12	145.06	158.61	-13.55
	3.00000	86.4310	06/22/12	08/15/12	217.59	259.29	-41.70
	5.00000	86.6522	06/25/12	08/15/12	362.66	433.26	-70.60
Subtotal	14.00000				1,017.90	1,168.38	-150.48
MEDIFAST INC CUSIP 58470H101	15.00000	20.5157	07/25/11	04/17/12	304.68	307.74	-3.06
	20.00000	20.4669	07/26/11	04/17/12	406.25	409.34	-3.09
	41.00000	20.1601	07/27/11	04/17/12	832.82	826.56	6.26
Subtotal	76.00000				1,543.75	1,543.64	0.11
MELLANOX TECHNOLOGY LTD CUSIP M51363113	4.00000	106.7241	09/20/12	12/14/12	264.94	426.90	-161.96
	3.00000	108.5340	09/21/12	12/14/12	198.70	325.60	-126.90

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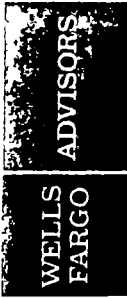
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 C/O JOHN R WILBORN

Realized Gain/Loss

SHORT TERM GAINS OR LOSSES FOR COVERED SECURITIES

Description	Share Quantity	Adjusted Price/ Original Price	Open Date/ Acquisition Date	Date of Sale or Exchange	Proceeds	Adjusted Cost/ Original Cost	Gain or Loss Amount
<i>Continued</i>							
	3.00000	78.4704	10/18/12	12/14/12	198.70	235.41	-36.71
	2.00000	79.1991	10/18/12	12/14/12	132.48	158.40	-25.92
Subtotal	12.00000				794.82	1,146.31	-351.49
MERCADOLIBRE INC CUSIP 58733R102	2.00000	76.8629	06/21/11	02/16/12	191.59	153.73	37.86
METLIFE INC CUSIP 59156R108	9.00000	40.9900	06/24/11	04/02/12	340.42	368.91	-28.49
	9.00000	36.2864	08/05/11	04/02/12	340.42	326.58	13.84
	7.00000	27.4882	09/26/11	04/02/12	264.77	192.42	72.35
	4.00000	29.0559	09/29/11	04/02/12	151.30	116.22	35.08
	12.00000	29.7100	11/21/11	04/02/12	453.90	356.52	97.38
	7.00000	34.0199	01/26/12	04/02/12	264.79	238.14	26.65
Subtotal	48.00000				1,815.60	1,598.79	216.81
MICROCHIP TECHNOLOGY INC CUSIP 595017104	5.00000	29.8520	08/22/11	01/23/12	186.93	149.26	37.67
		30.1985				151.00	
	15.00000	29.5013	08/22/11	03/26/12	549.75	442.52	107.23
		30.1985				452.97	
	12.00000	33.1300	10/14/11	03/26/12	439.81	397.56	42.25
		33.8278				405.93	
Subtotal	32.00000				1,176.49	989.34	187.15
						1,009.90	
MMODAL INC CUSIP 60689B107	165.00000	7.4673	10/11/11	07/18/12	2,370.14	1,232.10	1,138.04
MOMENTA PHARMACEUTICALS INC							
CUSIP 60877T100	95.00000	14.4204	11/07/11	05/24/12	1,302.52	1,369.94	-67.42





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SHORT TERM GAINS OR LOSSES FOR COVERED SECURITIES

SHORT TERM GAINS OR LOSSES FOR COVERED SECURITIES						
Description	Share Quantity	Adjusted Price/ Original Price	Open Date/ Acquisition Date	Date of Sale or Exchange	Proceeds	Adjusted Cost/ Original Cost
MONSTER BEVERAGE CORP CUSIP 611740101						Gain or Loss Amount
	2.00000	48.4368	01/13/12	04/12/12	125.98	96.87
	1.00000	50.1149	01/17/12	06/22/12	73.79	50.12
	5.00000	50.1149	01/17/12	10/22/12	229.55	250.57
	2.00000	49.9649	01/17/12	10/22/12	91.83	99.93
	2.00000	52.4250	01/24/12	10/23/12	85.83	104.85
	2.00000	53.3925	01/25/12	10/23/12	85.83	106.79
	3.00000	53.0175	02/07/12	10/23/12	128.76	159.06
	1.00000	53.0175	02/07/12	10/23/12	40.74	53.01
	1.00000	54.4044	02/08/12	10/23/12	40.74	54.41
	1.00000	54.4044	02/08/12	10/24/12	46.55	54.40
	1.00000	59.5035	03/15/12	10/24/12	46.56	59.51
	5.00000	59.5035	03/15/12	11/12/12	226.39	297.51
	4.00000	58.4196	08/15/12	11/12/12	181.12	233.68
	1.00000	44.6400	10/31/12	11/12/12	45.28	44.64
Subtotal	31.00000				1,448.95	1,665.35
MORGAN STANLEY & CO CUSIP 617446448						-216.40
	28.00000	15.9798	01/04/12	03/14/12	522.19	447.44
	18.00000	15.9798	01/04/12	05/14/12	259.80	287.64
Subtotal	46.00000				781.99	735.08
NABORS INDUSTRIES LTD CUSIP G6359F103						74.75
	12.00000	20.2301	11/08/11	03/01/12	263.14	242.76
	9.00000	19.4034	11/09/11	03/01/12	197.37	174.63
Subtotal	21.00000				460.51	417.39
NAVISTAR INTL CORP NEW CUSIP 63934E108						20.38
	7.00000	56.7690	07/06/11	07/02/12	189.04	397.38
						22.74
						43.12
						-208.34

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Realized Gain/Loss

SHORT TERM GAINS OR LOSSES FOR COVERED SECURITIES

Description	Share Quantity	Adjusted Price/ Original Price	Open Date/ Acquisition Date	Date of Sale or Exchange	Proceeds	Adjusted Cost/ Original Cost	Gain or Loss Amount
<i>Continued</i>							
NETSUITE INC	22.00000	30.8609	10/04/11	09/06/12	516.39	678.94	-162.55
CUSIP 64118Q107	4.00000	44.5371	10/28/11	09/06/12	93.89	178.15	-84.26
Subtotal	33.00000				799.32	1,254.47	-455.15
NEW JERSEY RES CORP	2.00000	45.2880	05/25/12	06/28/12	102.60	90.58	12.02
CUSIP 646025106	2.00000	46.4916	05/29/12	06/28/12	102.60	92.98	9.62
NEWMONT MINING CORP NEW	2.00000	46.4399	05/30/12	06/28/12	102.61	92.88	9.73
CUSIP 651639106	2.00000	46.0960	05/31/12	06/29/12	106.29	92.19	14.10
NEXEN INC	3.00000	45.9017	06/01/12	06/29/12	159.45	137.71	21.74
Subtotal	11.00000				573.55	506.34	67.21
NEW JERSEY RES CORP	28.00000	44.7470	10/11/11	05/24/12	1,185.20	1,252.92	-67.72
CUSIP 651639106	11.00000	62.6990	09/07/11	04/18/12	526.27	689.69	-163.42
NIPPON TELEGRAPH & TELEPHONE CORP SPONSORED ADR	13.00000	15.6554	12/22/11	07/27/12	332.25	203.52	128.73
CUSIP 654624105	67.00000	22.5829	03/17/11	02/21/12	1,576.80	1,513.04	63.76
NORTHEAST UTILITIES	8.00000	35.2792	02/10/12	07/23/12	317.22	282.24	34.98
CUSIP 664397106	7.00000	35.2792	02/10/12	08/23/12	264.52	246.95	17.57
Subtotal	15.00000				581.74	529.19	52.55
OCCIDENTAL PETE CORP	9.00000	99.4206	11/15/11	01/17/12	895.03	894.79	0.24
CUSIP 674599105	3.00000	99.4206	11/15/11	02/15/12	312.41	298.26	14.15



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SHORT TERM GAINS OR LOSSES FOR COVERED SECURITIES

Description	Share Quantity	Adjusted Price/ Original Price	Open Date/ Acquisition Date	Date of Sale or Exchange	Proceeds	Adjusted Cost/ Original Cost	Gain or Loss Amount
Subtotal	12.00000				1,207.44	1,193.05	14.39
ORBITAL SCIENCES CORP CUSIP 685564106	95.00000	13.5158	10/11/11	08/09/12	1,270.97	1,284.00	-13.03
PDG REALTY SA EMPRENDIMENTOS E PARTICIPACOES-UNSP ADR CUSIP 70454K109	34.00000	7.5436	01/10/12	07/10/12	101.72	256.48	-154.76
	92.00000	7.6426	01/11/12	07/10/12	275.27	703.13	-427.86
	3.00000	7.6426	01/11/12	08/17/12	10.41	22.92	-12.51
Subtotal	129.00000				387.40	982.53	-595.13
PENNEY J C CO INC CUSIP 708160106	7.00000	38.7104	01/26/12	04/04/12	247.66	270.97	-23.31
	5.00000	41.0021	01/27/12	04/04/12	176.90	205.01	-28.11
	7.00000	42.3471	02/08/12	04/04/12	247.68	296.43	-48.75
Subtotal	19.00000				672.24	772.41	-100.17
PENTAIR INC CUSIP 709631105	0.07017	32.3152	10/17/11	10/01/12	2.99	2.27	0.72
PLAINS EXPLORATION & PRODUCTION CO CUSIP 726505100	6.00000	44.9268	03/08/12	06/25/12	184.35	269.56	-85.21
	6.00000	45.9917	03/09/12	06/25/12	184.35	275.95	-91.60
	5.00000	46.4446	03/09/12	06/25/12	153.62	232.22	-78.60
	3.00000	43.6123	03/22/12	06/25/12	92.18	130.84	-38.66
Subtotal	20.00000				614.50	908.57	-294.07
PNM RESOURCES INC CUSIP 69349H107	107.00000	14.6954	03/11/11	01/24/12	1,865.83	1,572.41	293.42
PPL CORPORATION CUSIP 69351T106	11.00000	28.1290	08/29/11	02/10/12	309.64	309.42	0.22

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Description	Share Quantity	Adjusted Price/ Original Price	Open Date/ Acquisition Date	Date of Sale or Exchange	Proceeds	Adjusted Cost/ Original Cost	Gain or Loss Amount
Subtotal	19.00000	29.2599	12/07/11	02/10/12	534.84	555.94	-21.10
PRICELINE COM INC	30.00000				844.48	865.36	-20.88
COM NEW							
CUSIP 741503403	1.00000	500.7935	11/04/11	06/01/12	606.77	500.79	105.98
PULTE GROUP INC							
CUSIP 745867101	2.00000	15.4500	10/01/12	11/26/12	33.92	30.90	3.02
QUALCOMM INC							
CUSIP 747525103	5.00000	55.2538	07/29/11	03/07/12	311.95	276.27	35.68
	4.00000	50.9653	08/05/11	03/07/12	249.57	203.87	45.70
Subtotal	9.00000				561.52	480.14	81.38
RACKSPACE HOSTING INC							
CUSIP 750086100	1.00000	44.6565	06/26/12	09/17/12	65.34	44.66	20.68
	1.00000	44.6565	06/26/12	09/20/12	65.54	44.66	20.88
	1.00000	44.6565	06/26/12	10/31/12	63.32	44.66	18.66
Subtotal	3.00000				194.20	133.98	60.22
RALPH LAUREN CORP							
CLASS A							
CUSIP 751212101	1.00000	143.8307	10/11/11	05/10/12	158.79	143.83	14.96
	1.00000	144.7925	10/12/11	05/16/12	147.42	144.80	2.62
	1.00000	144.7925	10/12/11	05/21/12	143.88	144.79	-0.91
	1.00000	144.7925	10/12/11	05/22/12	149.25	144.79	4.46
	2.00000	145.6080	10/18/11	05/22/12	298.51	291.22	7.29
	3.00000	141.3859	11/23/11	05/22/12	447.78	424.16	23.62
Subtotal	9.00000				1,345.63	1,293.59	52.04
REALOGY HOLDINGS CORP							
CUSIP 75605Y106	3.00000	33.5000	10/11/12	12/07/12	111.36	100.50	10.86



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SHORT TERM GAINS OR LOSSES FOR COVERED SECURITIES

Description	Share Quantity	Adjusted Price/ Original Price	Open Date/ Acquisition Date	Date of Sale or Exchange	Proceeds	Adjusted Cost/ Original Cost	Gain or Loss Amount
<i>Continued</i>							
RED HAT INC	7.00000	36.9586	10/17/12	12/07/12	259.86	258.71	1.15
CUSIP 756577102	4.00000	37.5540	10/17/12	12/07/12	148.49	150.22	-1.73
	1.00000	34.9700	10/31/12	12/07/12	37.13	34.97	2.16
Subtotal	15.00000				556.84	544.40	12.44
REINSURANCE GROUP OF AMERICA INC	5.00000	44.6971	04/18/11	02/08/12	239.01	223.49	15.52
CUSIP 759351604	1.00000	53.3048	06/21/12	09/11/12	57.95	53.31	4.64
	1.00000	53.3048	06/21/12	09/12/12	57.06	53.31	3.75
Subtotal	7.00000				354.02	330.11	23.91
REXAM PLC-SPONSORED ADR	6.00000	62.4920	07/22/11	03/28/12	356.78	374.95	-18.17
CUSIP 761655406	3.00000	33.6700	08/22/12	09/18/12	102.91	101.01	1.90
ROBBINS & MYERS INC	29.00000	50.1897	04/17/12	10/10/12	1,730.95	1,455.50	275.45
CUSIP 770196103	9.00000	37.8813	09/01/11	02/07/12	463.43	340.94	122.49
ROSS STORES INC (CALIF)	3.00000	69.6496	08/21/12	11/02/12	171.51	208.95	-37.44
CUSIP 778296103	5.00000	69.6496	08/21/12	11/05/12	289.24	348.25	-59.01
	3.00000	69.9048	08/22/12	11/05/12	173.55	209.71	-36.16
	2.00000	64.3915	10/10/12	11/05/12	115.70	128.78	-13.08
	3.00000	64.5481	10/11/12	11/05/12	173.55	193.64	-20.09
Subtotal	25.00000				1,386.98	1,430.27	-43.29

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Description	Share Quantity	Adjusted Price/ Original Price	Open Date/ Acquisition Date	Date of Sale or Exchange	Proceeds	Adjusted Cost/ Original Cost	Gain or Loss Amount
<i>Continued</i>							
ROYAL KPN N V							
SPN ADR							
CUSIP 780641205	100.00000	8.9506	06/25/12	12/20/12	473.92	895.06	-421.14
	103.00000	9.0342	07/13/12	12/20/12	488.14	930.52	-442.38
	3.00000	8.4290	08/22/12	12/20/12	14.22	25.29	-11.07
Subtotal	206.00000				976.28	1,850.87	-874.59
SALESFORCE.COM							
CUSIP 79466L302	2.00000	125.2499	03/24/11	02/23/12	260.90	250.50	10.40
SANDRIDGE ENERGY INC							
CUSIP 80007P307	12.00000	12.1261	03/29/11	01/20/12	90.60	145.50	-54.90
	10.00000	12.2180	03/30/11	01/20/12	75.50	122.19	-46.69
	33.00000	12.2180	03/30/11	01/23/12	262.18	403.19	-141.01
	4.00000	12.2180	03/30/11	01/30/12	31.86	48.87	-17.01
	24.00000	10.5612	05/06/11	01/30/12	191.20	253.47	-62.27
	17.00000	11.6520	05/26/11	01/30/12	135.43	198.08	-62.65
	18.00000	10.4732	07/14/11	01/30/12	143.41	188.52	-45.11
Subtotal	118.00000				930.18	1,359.82	-429.64
SBM OFFSHORE NV-UNSP ADR							
CUSIP 78404D109	2.00000	23.6932	08/01/11	07/17/12	23.78	47.39	-23.61
	19.00000	23.6932	08/01/11	07/19/12	224.62	450.17	-225.55
	9.00000	23.6932	08/01/11	07/20/12	105.10	213.24	-108.14
	11.00000	23.6932	08/01/11	07/24/12	120.62	260.62	-140.00
Subtotal	41.00000				474.12	971.42	-497.30
SEADRILL LTD							
CUSIP G7945E105	22.00000	32.5513	08/31/11	06/14/12	728.23	716.13	12.10
SELECT COMFORT CORP							
CUSIP 81616X103	7.00000	32.2531	04/23/12	06/06/12	144.54	225.78	-81.24



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Description	Share Quantity	Adjusted Price/ Original Price	Open Date/ Acquisition Date	Date of Sale or Exchange	Proceeds	Adjusted Cost/ Original Cost	Gain or Loss Amount
<i>Continued</i>							
	2.00000	32.2531	04/23/12	06/21/12	40.77	64.50	-23.73
	4.00000	30.7655	04/24/12	06/21/12	81.56	123.06	-41.50
	4.00000	30.7655	04/24/12	06/22/12	80.09	123.06	-42.97
	7.00000	31.6452	04/24/12	06/25/12	138.39	221.52	-83.13
	3.00000	29.1048	05/01/12	06/25/12	59.32	87.32	-28.00
	8.00000	29.1048	05/01/12	06/26/12	153.07	232.83	-79.76
	3.00000	27.9172	05/25/12	06/26/12	57.41	83.75	-26.34
Subtotal	38.00000				755.15	1,161.82	-406.67
SEMPRA ENERGY CUSIP 816851109	7.00000	55.6340	01/09/12	11/26/12	465.77	389.44	76.33
SHIRE PLC CUSIP 82481R106	1.00000	94.6845	11/21/11	06/11/12	87.53	94.68	-7.15
	2.00000	94.0987	11/23/11	06/12/12	173.80	188.20	-14.40
	1.00000	94.0987	11/23/11	06/13/12	88.84	94.10	-5.26
	1.00000	92.8794	11/25/11	07/27/12	90.00	92.88	-2.88
	1.00000	98.9416	12/13/11	07/31/12	86.39	98.94	-12.55
	1.00000	102.1490	12/28/11	07/31/12	86.39	102.15	-15.76
	2.00000	102.1490	12/28/11	10/25/12	172.03	204.30	-32.27
	1.00000	98.9299	01/06/12	10/25/12	86.01	98.93	-12.92
	1.00000	101.0000	01/10/12	10/25/12	86.02	101.00	-14.98
	2.00000	100.5000	01/11/12	10/25/12	172.04	201.00	-28.96
	1.00000	100.6370	01/12/12	10/25/12	86.02	100.64	-14.62
	1.00000	102.4100	03/22/12	10/25/12	86.02	102.41	-16.39
Subtotal	15.00000				1,301.09	1,479.23	-178.14

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Description	Share Quantity	Adjusted Price/ Original Price	Open Date/ Acquisition Date	Date of Sale or Exchange	Proceeds	Adjusted Cost/ Original Cost	Gain or Loss Amount
SILVER STANDARD RES INC							
CUSIP 82823L106	5.00000	29.3274	07/25/11	05/03/12	67.13	146.64	-79.51
	49.00000	29.3999	07/26/11	05/03/12	657.98	1,440.60	-782.62
Subtotal	54.00000				725.11	1,587.24	-862.13
SINGAPORE							
TELECOMMUNICATIONS-ADR							
CUSIP 82929R304	4.00000	23.9397	03/09/11	01/18/12	96.09	95.76	0.33
SKYWORKS SOLUTIONS INC							
CUSIP 83088M102	7.00000	29.4180	08/16/12	12/05/12	161.24	205.93	-44.69
	1.00000	29.7545	08/17/12	12/05/12	23.04	29.76	-6.72
Subtotal	8.00000				184.28	235.69	-51.41
SMITHFIELD FOODS INC							
CUSIP 832248108	1.00000	24.2539	12/08/11	11/26/12	22.15	24.26	-2.11
SPECTRUM							
PHARMACEUTICALS INC							
CUSIP 84763A108	1.00000	14.8735	12/05/11	11/20/12	11.24	14.88	-3.64
STD MOTOR PRODUCTS COM							
CUSIP 853666105	1.00000	19.6633	12/05/11	11/20/12	18.30	19.67	-1.37
SUNTRUST BANKS INC							
CUSIP 867914103	14.00000	29.5567	03/09/11	02/09/12	317.99	413.79	-95.80
SUPERIOR ENERGY SVCS INC							
CUSIP 868157108	6.00000	29.8065	03/02/12	06/04/12	115.41	178.84	-63.43
SUSSER HOLDINGS CORP							
CUSIP 869233106	38.00000	38.3460	08/09/12	11/29/12	1,364.46	1,457.15	-92.69
	1.00000	36.8500	11/20/12	11/29/12	35.91	36.85	-0.94
Subtotal	39.00000				1,400.37	1,494.00	-93.63





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SHORT TERM GAINS OR LOSSES FOR COVERED SECURITIES									
Description	Share Quantity	Adjusted Price/ Original Price	Open Date/ Acquisition Date	Date of Sale or Exchange	Proceeds	Adjusted Cost/ Original Cost	Gain or Loss Amount		
SVENSKA CELLULOSE AB SP ADR CUSIP 869587402	29.00000	14.3126	08/03/11	01/26/12	489.47	415.07	74.40		
	20.00000	14.3126	08/03/11	06/15/12	296.41	286.25	10.16		
	33.00000	14.3126	08/03/11	06/20/12	488.58	472.30	16.28		
	71.00000	13.7296	08/04/11	06/20/12	1,051.21	974.80	76.41		
Subtotal	153.00000				2,325.67	2,148.42	177.25		
TASER INTERNATIONAL INC CUSIP 87651B104	66.00000	5.9686	09/17/12	11/29/12	552.37	393.93	158.44		
TD AMERITRADE HOLDING INC CUSIP 87236Y108	7.00000	21.8826	03/10/11	01/24/12	120.09	153.18	-33.09		
	6.00000	21.8826	03/10/11	01/25/12	103.41	131.29	-27.88		
	1.00000	21.8826	03/10/11	03/06/12	18.28	21.88	-3.60		
	12.00000	21.5608	03/11/11	03/06/12	219.47	258.74	-39.27		
Subtotal	26.00000				461.25	565.09	-103.84		
TEAM HEALTH HOLDINGS INC CUSIP 87817A107	2.00000	24.1107	06/29/12	10/31/12	53.04	48.23	4.81		
TEMPUR-PEDIC INTL INC CUSIP 88023U101	2.00000	57.4707	04/18/11	01/25/12	136.81	114.94	21.87		
	1.00000	58.3358	04/19/11	01/25/12	68.41	58.34	10.07		
	1.00000	58.3358	04/19/11	02/23/12	77.36	58.34	19.02		
	1.00000	58.3358	04/19/11	03/02/12	81.18	58.34	22.84		
	2.00000	58.3358	04/19/11	03/09/12	164.50	116.66	47.84		
	1.00000	58.2978	04/19/11	03/14/12	82.45	58.30	24.15		
	2.00000	61.0462	05/03/11	04/24/12	128.48	122.10	6.38		

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Description	Share Quantity	Adjusted Price/ Original Price	Open Date/ Acquisition Date	Date of Sale or Exchange	Proceeds	Adjusted Cost/ Original Cost	Gain or Loss Amount
<i>Continued</i>							
Subtotal	3.00000	61.0462	05/03/11	04/24/12	182.77	183.13	-0.36
Subtotal	13.00000				921.96	770.15	151.81
TERADATA CORP CUSIP 88076W103	1.00000	76.7900	05/03/12	12/26/12	61.12	76.79	-15.67
TIBCO SOFTWARE INC CUSIP 88632Q103	2.00000	32.2166	04/05/12	11/15/12	47.64	64.44	-16.80
	5.00000	32.2166	04/05/12	11/16/12	120.17	161.08	-40.91
	2.00000	32.2166	04/05/12	11/28/12	50.98	64.43	-13.45
	4.00000	30.1314	09/04/12	11/28/12	101.96	120.53	-18.57
	5.00000	30.5014	09/05/12	11/28/12	127.46	152.51	-25.05
Subtotal	18.00000				448.21	562.99	-114.78
TOLL BROTHERS CUSIP 889478103	7.00000	23.1370	01/12/12	08/14/12	213.77	161.96	51.81
TOWERS WATSON & CO CL A CUSIP 891894107	12.00000	58.3376	10/04/11	03/05/12	768.70	700.05	68.65
TRACTOR SUPPLY COMPANY CUSIP 892356106	1.00000	87.7595	06/15/12	10/12/12	96.97	87.76	9.21
	1.00000	87.7595	06/15/12	10/12/12	97.21	87.76	9.45
	2.00000	87.2974	06/18/12	10/15/12	190.95	174.60	16.35
	1.00000	87.2974	06/18/12	10/16/12	96.74	87.29	9.45
	2.00000	90.4399	06/20/12	10/17/12	193.62	180.88	12.74
	4.00000	93.6328	08/20/12	10/17/12	387.24	374.53	12.71
	2.00000	96.8910	09/18/12	10/18/12	192.32	193.78	-1.46
	2.00000	96.8910	09/18/12	10/19/12	190.60	193.78	-3.18
	1.00000	97.0074	09/20/12	10/22/12	93.22	97.01	-3.79
Subtotal	16.00000				1,538.87	1,477.39	61.48

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SHORT TERM GAINS OR LOSSES FOR COVERED SECURITIES

Description	Share Quantity	Adjusted Price/ Original Price	Open Date/ Acquisition Date	Date of Sale or Exchange	Proceeds	Adjusted Cost/ Original Cost	Gain or Loss Amount
<i>Continued</i>							
TRIMBLE NAVIGATION LTD CUSIP 896239100	7.00000	44.0779	12/13/11	06/21/12	332.48	308.55	23.93
	7.00000	44.0779	12/13/11	06/22/12	327.25	308.55	18.70
	2.00000	44.0779	12/13/11	06/25/12	90.93	88.15	2.78
	5.00000	43.3804	12/19/11	06/25/12	227.34	216.90	10.44
	1.00000	40.9302	01/09/12	06/25/12	45.47	40.93	4.54
	5.00000	40.9302	01/09/12	06/29/12	230.61	204.65	25.96
	2.00000	44.4240	01/23/12	06/29/12	92.50	88.85	3.65
	2.00000	43.9550	01/24/12	06/29/12	92.50	87.91	4.59
Subtotal	31.00000				1,439.08	1,344.49	94.59
TRIPADVISOR INC CUSIP 896945201	6.00000	44.4512	06/22/12	09/27/12	200.82	266.71	-65.89
	1.00000	44.7398	06/25/12	09/27/12	33.48	44.74	-11.26
	4.00000	44.7398	06/25/12	09/28/12	130.79	178.96	-48.17
	5.00000	43.5958	06/28/12	09/28/12	163.49	217.98	-54.49
	3.00000	43.8799	07/12/12	09/28/12	98.10	131.64	-33.54
	1.00000	43.8799	07/12/12	10/01/12	32.03	43.88	-11.85
	3.00000	44.0000	07/12/12	10/01/12	96.12	132.00	-35.88
	3.00000	43.9899	07/23/12	10/01/12	96.12	131.97	-35.85
	6.00000	44.1383	07/24/12	10/01/12	192.24	264.83	-72.59
Subtotal	32.00000				1,043.19	1,412.71	-369.52
TRIUMPH GROUP INC NEW CUSIP 896818101	1.00000	55.0000	11/09/11	10/31/12	64.55	55.00	9.55
TYSON FOODS INC CL A CUSIP 902494103	16.00000	18.6045	10/18/11	09/19/12	266.92	297.67	-30.75

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Description	Share Quantity	Adjusted Price/ Original Price	Open Date/ Acquisition Date	Date of Sale or Exchange	Proceeds	Adjusted Cost/ Original Cost	Gain or Loss Amount
<i>Continued</i>							
Subtotal	9.00000	18.7151	10/19/11	09/19/12	150.15	168.44	-18.29
UGI CORP NEW	25.00000				417.07	466.11	-49.04
CUSIP 902681105							
ULTA SALON COSMETICS & FRAGRANCE INC	2.00000	28.5721	12/02/11	11/26/12	64.76	57.15	7.61
CUSIP 90384S303							
Subtotal							
1.00000	74.0000		01/17/12	04/24/12	87.70	74.00	13.70
2.00000	74.0000		01/17/12	06/29/12	182.10	148.00	34.10
1.00000	74.6662		01/18/12	06/29/12	91.05	74.67	16.38
2.00000	74.6662		01/18/12	07/05/12	188.66	149.33	39.33
2.00000	79.2019		02/07/12	07/23/12	169.70	158.41	11.29
1.00000	79.2019		02/07/12	08/22/12	91.78	79.20	12.58
1.00000	79.2019		02/07/12	08/23/12	91.60	79.20	12.40
Subtotal	10.00000				902.59	762.81	139.78
UNDER ARMOUR INC CLASS A							
CUSIP 904311107							
Subtotal							
2.00000	56.2758		08/18/11	03/05/12	184.13	112.56	71.57
2.00000	56.2758		08/18/11	03/21/12	195.90	112.55	83.35
6.00000	28.1379		08/18/11	07/26/12	332.52	168.82	163.70
1.00000	36.9549		12/19/11	07/26/12	55.42	36.96	18.46
2.00000	36.9549		12/19/11	10/31/12	104.94	73.91	31.03
Subtotal	13.00000				872.91	504.80	368.11
UNIFIRST CORP							
CUSIP 904708104							
UNION PACIFIC CORP	1.00000	65.2452	07/18/12	11/20/12	70.03	65.25	4.78
CUSIP 907818108							
Subtotal							
2.00000	109.0926		01/17/12	05/17/12	223.29	218.19	5.10
5.00000	109.0926		01/17/12	06/22/12	580.63	545.47	35.16
Subtotal	7.00000				803.92	763.66	40.26





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SHORT TERM GAINS OR LOSSES FOR COVERED SECURITIES

SHORT TERM GAINS OR LOSSES FOR COVERED SECURITIES						
Description	Share Quantity	Adjusted Price/ Original Price	Open Date/ Acquisition Date	Continued Date of Sale or Exchange	Proceeds	Adjusted Cost/ Original Cost
UNITED CONTINENTAL HOLDINGS INC CUSIP 910047109	16.00000	22.2698	04/28/11	01/12/12	291.25	356.32
	8.00000	23.1655	06/27/11	01/12/12	145.63	185.32
Subtotal	24.00000				436.88	541.64
VALERO ENERGY CORP NEW (VALERO REFIN & MKTING) CUSIP 91913Y100	7.00000	23.9458	10/26/11	08/24/12	205.68	167.62
VALIDUS HOLDINGS LTD CUSIP G9319H102	1.00000	30.8982	12/22/11	11/26/12	34.84	30.90
VERIFONE SYSTEMS INC CUSIP 92342Y109	7.00000	36.2299	05/30/12	06/18/12	224.36	253.61
	7.00000	36.1862	05/31/12	06/18/12	224.38	253.30
Subtotal	14.00000				448.74	506.91
VERISK ANALYTICS INC CLASS A CUSIP 92345Y106	2.00000	39.0000	12/16/11	10/31/12	100.22	78.00
	1.00000	39.0000	12/19/11	10/31/12	50.11	39.00
Subtotal	3.00000				150.33	117.00
VERIZON COMMUNICATIONS COM CUSIP 92343V104	12.00000	37.0654	10/19/11	04/09/12	450.52	444.78
VERTEX PHARMACEUTICALS INC CUSIP 92532F100	5.00000	55.3641	05/25/11	03/09/12	208.96	276.82
	3.00000	56.1895	05/25/11	03/09/12	125.39	168.57
Subtotal	8.00000				334.35	445.39
VISHAY INTERTECHNOLOGY CUSIP 928298108	14.00000	10.2252	10/26/11	06/25/12	126.35	143.15

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Description	Share Quantity	Adjusted Price/ Original Price	Open Date/ Acquisition Date	Date of Sale or Exchange	Proceeds	Adjusted Cost/ Original Cost	Gain or Loss Amount
<i>Continued</i>							
Subtotal	17.00000	10.5865	11/02/11	06/25/12	153.43	179.97	-26.54
WEIGHT WATCHERS INTL INC	31.00000				279.78	323.12	-43.34
CUSIP 948626106							
Subtotal	2.00000	69.2412	11/15/11	02/02/12	145.37	138.48	6.89
	1.00000	69.2412	11/15/11	02/15/12	75.99	69.24	6.75
	4.00000	62.7430	11/18/11	02/15/12	304.00	250.97	53.03
	3.00000	57.4900	11/23/11	02/15/12	228.00	172.47	55.53
	4.00000	57.4900	11/23/11	02/15/12	308.13	229.96	78.17
	4.00000	56.8240	12/20/11	02/15/12	308.14	227.30	80.84
Subtotal	18.00000				1,369.63	1,088.42	281.21
WELLPOINT INC							
CUSIP 94973V107	4.00000	67.4693	03/19/12	06/22/12	281.45	269.88	11.57
WESCO INTERNATIONAL INC							
CUSIP 95082P105	1.00000	60.7132	03/22/11	02/10/12	65.00	60.72	4.28
WHOLE FOODS MARKET INC							
CUSIP 966837106	2.00000	55.6796	08/09/11	02/10/12	163.00	111.36	51.64
WILLIAMS SONOMA INC							
CUSIP 969904101	2.00000	37.0353	02/10/11	01/17/12	66.65	74.07	-7.42
	3.00000	37.5035	02/11/11	01/17/12	99.99	112.51	-12.52
	3.00000	38.0134	02/14/11	01/17/12	99.99	114.04	-14.05
	4.00000	38.1137	02/15/11	01/17/12	133.32	152.46	-19.14
	2.00000	38.1772	02/16/11	01/17/12	66.66	76.36	-9.70
	2.00000	38.1772	02/16/11	01/19/12	70.02	76.35	-6.33
	3.00000	38.4703	02/17/11	01/19/12	105.05	115.41	-10.36
	3.00000	38.2895	02/18/11	01/26/12	103.51	114.87	-11.36

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SHORT TERM GAINS OR LOSSES FOR COVERED SECURITIES

Description	Share Quantity	Adjusted Price/ Original Price	Open Date/ Acquisition Date	Date of Sale or Exchange	Proceeds	Adjusted Cost/ Original Cost	Gain or Loss Amount
<i>Continued</i>							
Subtotal							
XEROX CORP	11.00000	37.9573	02/22/11	01/26/12	379.55	417.53	-37.98
CUSIP 984121103	33.00000				1,124.74	1,253.60	-128.86
XILINX INC	80.00000	9.8900	06/24/11	04/09/12	626.37	791.20	-164.83
CUSIP 983919101							
	13.00000	32.0745	04/06/11	03/08/12	472.40	416.98	55.42
	7.00000	34.6400	06/24/11	05/23/12	219.59	242.48	-22.89
	18.00000	33.1882	10/27/11	05/23/12	564.66	597.39	-32.73
Subtotal	38.00000				1,256.65	1,256.85	-0.20
XSTRATA PLC -ADR	4.00000	2.8390	08/22/12	10/05/12	12.14	11.36	0.78
CUSIP 98418K105							
ZIONS BANCORP	15.00000	23.2551	07/22/11	01/25/12	262.83	348.83	-86.00
CUSIP 989701107							
TOTAL SHORT TERM GAINS OR LOSSES FOR COVERED SECURITIES					\$138,870.75	\$144,840.84	-\$5,970.09

SHORT TERM GAINS OR LOSSES FOR NONCOVERED SECURITIES

Description	Share Quantity	Adjusted Price/ Original Price	Open Date/ Acquisition Date	Date of Sale or Exchange	Proceeds	Adjusted Cost/ Original Cost	Gain or Loss Amount
<i>Continued</i>							
Subtotal							
US TREASURY	10,000.00000	105.9222	10/04/11	01/25/12	10,556.61	10,592.23	-35.62
NOTES							
CPN 2.375% DUE 10/31/14							
DTD 10/31/09 FC 04/30/10							
CUSIP 912828LS7							
US TREASURY							
NOTES							
CPN 2.250% DUE 05/31/14							
DTD 05/31/09 FC 11/30/09							
CUSIP 912828KV1							
Subtotal	2,000.00000	103.1370	11/01/12	12/11/12	2,058.83	2,062.74	-3.91

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 RAYMOND AND IRENE WILBORN
 CHARITABLE FOUNDATION
 C/O JOHN R WILBORN

Realized Gain/Loss

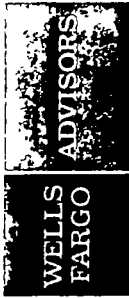
SHORT TERM GAINS OR LOSSES FOR NONCOVERED SECURITIES

Description	Share Quantity	Adjusted Price/ Original Price	Open Date/ Acquisition Date	Date of Sale or Exchange	Proceeds	Adjusted Cost/ Original Cost	Gain or Loss Amount
US TREASURY NOTES							
CPN 2.500% DUE 03/31/13							
DTD 03/31/08 FC 09/30/08							
CUSIP 912828HV5							
	6,000.00000	103.7151	03/23/11	02/14/12	6,153.26	6,222.91	-69.65
	3,000.00000	103.7151	03/23/11	03/06/12	3,072.88	3,111.46	-38.58
Subtotal	9,000.00000				9,226.14	9,334.37	-108.23
TOTAL SHORT TERM GAINS OR LOSSES FOR NONCOVERED SECURITIES					\$21,841.58	\$21,989.34	-\$147.76

LONG TERM GAINS OR LOSSES FOR COVERED SECURITIES

Description	Share Quantity	Adjusted Price/ Original Price	Open Date/ Acquisition Date	Date of Sale or Exchange	Proceeds	Adjusted Cost/ Original Cost	Gain or Loss Amount
ACE LIMITED							
CUSIP H0023R105	12.00000	63.9500	06/24/11	07/02/12	889.27	767.40	121.87
ADT CORP/THE							
CUSIP 00101J106	0.50000	29.2100	03/30/11	11/26/12	21.52	14.60	6.92
	4.50000	29.2100	03/30/11	11/26/12	193.77	131.44	62.33
Subtotal	5.00000				215.29	146.04	69.25
ADVANCED ENERGY INDS INC							
CUSIP 007973100	3.00000	15.2641	05/10/11	11/20/12	36.25	45.80	-9.55
AIRGAS INC							
CUSIP 009363102	2.00000	63.8983	01/21/11	08/03/12	161.22	127.80	33.42
	2.00000	63.8983	01/21/11	08/06/12	161.94	127.80	34.14
	2.00000	63.8983	01/21/11	09/20/12	168.14	127.80	40.34
	3.00000	63.8983	01/21/11	09/24/12	251.07	191.69	59.38
Subtotal	9.00000				742.37	575.09	167.28
ALASKA AIR GROUP INC							
CUSIP 011659109	1.00000	31.9897	01/13/11	11/26/12	42.48	31.99	10.49
ALERE INC							
CUSIP 01449J105	5.00000	38.0380	01/05/11	05/14/12	92.92	190.19	-97.27





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C/O JOHN R WILBORN

Realized Gain/Loss

LONG TERM GAINS OR LOSSES FOR COVERED SECURITIES

Description	Share Quantity	Adjusted Price/ Original Price	Open Date/ Acquisition Date	Date of Sale or Exchange	Proceeds	Adjusted Cost/ Original Cost	Gain or Loss Amount
<i>Continued</i>							
Subtotal	19.00000				349.66	727.15	-377.49
AMERIPRISE FINANCIAL INC							
CUSIP 03076C106	1.00000	57.2462	06/29/11	12/03/12	61.10	57.25	3.85
ANNALY CAPITAL MANAGEMENT INC REIT							
CUSIP 035710409	2.00000	17.4499	03/29/11	11/26/12	29.40	34.90	-5.50
APPLIED INDL TECH INC							
CUSIP 03820C105	25.00000	35.3733	05/10/11	07/18/12	925.04	884.33	40.71
	19.00000	35.1420	05/11/11	07/18/12	703.04	667.70	35.34
Subtotal	44.00000				1,628.08	1,552.03	76.05
ARM HOLDINGS PLC SPONSORED ADR							
CUSIP 042068106	1.00000	24.0213	01/12/11	09/11/12	26.45	24.02	2.43
	6.00000	25.5628	01/13/11	09/11/12	158.70	153.38	5.32
	12.00000	26.9230	02/01/11	09/11/12	317.41	323.08	-5.67
	4.00000	29.2160	03/01/11	09/11/12	105.81	116.87	-11.06
	1.00000	29.2160	03/01/11	09/12/12	26.71	29.21	-2.50
	12.00000	25.8184	03/17/11	09/12/12	320.58	309.82	10.76
	3.00000	27.1197	06/20/11	09/12/12	80.14	81.36	-1.22
Subtotal	39.00000				1,035.80	1,037.74	-1.94
AUTODESK INC							
CUSIP 052769106	7.00000	39.5880	03/18/11	08/24/12	211.05	277.12	-66.07

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LONG TERM GAINS OR LOSSES FOR COVERED SECURITIES

Description	Share Quantity	Adjusted Price/ Original Price	Open Date/ Acquisition Date	Date of Sale or Exchange	Proceeds	Adjusted Cost/ Original Cost	Gain or Loss Amount
<i>Continued</i>							
	11.00000	39.5880	03/18/11	08/24/12	329.93	435.47	-105.54
	5.00000	39.5880	03/18/11	08/27/12	149.06	197.93	-48.87
	1.00000	44.4545	05/02/11	08/27/12	29.82	44.46	-14.64
	4.00000	44.4545	05/02/11	11/26/12	128.09	177.82	-49.73
Subtotal	28.00000				847.95	1,132.80	-284.85
AVAGO TECHNOLOGIES LTD							
CUSIP Y0486S104							
	1.00000	28.0657	01/05/11	02/07/12	34.37	28.06	6.31
	2.00000	28.2149	01/06/11	02/07/12	68.75	56.43	12.32
	2.00000	28.2149	01/06/11	02/22/12	71.44	56.43	15.01
	6.00000	28.2249	01/07/11	02/22/12	214.34	169.35	44.99
	2.00000	28.2249	01/07/11	06/05/12	62.23	56.45	5.78
	1.00000	28.3496	01/07/11	06/05/12	31.12	28.35	2.77
	2.00000	28.3496	01/07/11	06/26/12	68.41	56.70	11.71
	1.00000	28.3496	01/07/11	08/07/12	37.14	28.35	8.79
	4.00000	28.4991	01/10/11	08/07/12	148.59	114.00	34.59
	4.00000	29.0652	01/11/11	08/13/12	145.95	116.26	29.69
	2.00000	29.2200	01/12/11	08/13/12	72.98	58.44	14.54
	2.00000	29.2200	01/12/11	08/14/12	72.58	58.44	14.14
	4.00000	28.2988	01/12/11	08/14/12	145.17	113.20	31.97
	1.00000	28.4254	01/13/11	08/14/12	36.30	28.43	7.87
	3.00000	28.4254	01/13/11	08/16/12	111.00	85.27	25.73
	4.00000	27.6943	01/19/11	08/16/12	148.02	110.78	37.24
	4.00000	27.6943	01/19/11	08/17/12	149.05	110.77	38.28
Subtotal	45.00000				1,617.44	1,275.71	341.73

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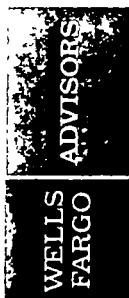
Realized Gain/Loss

LONG TERM GAINS OR LOSSES FOR COVERED SECURITIES									
Description	Share Quantity	Adjusted Price/ Original Price	Open Date/ Acquisition Date	Date of Sale or Exchange	Proceeds	Adjusted Cost/ Original Cost	Gain or Loss Amount		
	4.00000	49.0323	05/05/11	06/01/12	178.90	196.13	-17.23		
	2.00000	49.0323	05/05/11	07/23/12	90.69	98.06	-7.37		
	4.00000	49.5376	05/09/11	07/23/12	181.39	198.15	-16.76		
	10.00000	50.1314	07/14/11	07/23/12	453.49	501.32	-47.83		
Subtotal	37.00000				1,675.30	1,896.35	-221.05		
CAPITAL ONE FINANCIAL									
CORP	15.00000	45.3463	01/07/11	04/10/12	790.79	680.20	110.59		
CUSIP 14040H105	1.00000	45.3463	01/07/11	05/14/12	53.40	45.34	8.06		
Subtotal	16.00000				844.19	725.54	118.65		
CBS CORP CL B									
CUSIP 124857202	3.00000	26.9641	05/11/11	06/29/12	97.16	80.89	16.27		
	3.00000	26.9641	05/11/11	07/12/12	90.74	80.88	9.86		
	3.00000	26.6181	05/12/11	10/02/12	105.24	79.86	25.38		
	5.00000	26.6181	05/12/11	10/04/12	179.35	133.09	46.26		
	4.00000	26.6181	05/12/11	10/10/12	138.05	106.47	31.58		
	3.00000	26.6181	05/12/11	12/18/12	109.03	79.85	29.18		
	9.00000	26.3975	05/13/11	12/18/12	327.09	237.58	89.51		
	1.00000	26.4168	05/13/11	12/18/12	36.34	26.42	9.92		
	6.00000	26.0366	05/17/11	12/18/12	218.08	156.23	61.85		
Subtotal	37.00000				1,301.08	981.27	319.81		
CIRRUS LOGIC INC									
CUSIP 172755100	23.00000	18.0110	04/13/11	05/03/12	618.99	414.26	204.73		
	16.00000	18.0110	04/13/11	09/17/12	694.82	288.18	406.64		
Subtotal	39.00000				1,313.81	702.44	611.37		



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Realized Gain/Loss

LONG TERM GAINS OR LOSSES FOR COVERED SECURITIES							
Description	Share Quantity	Adjusted Price/ Original Price	Open Date/ Acquisition Date	Date of Sale or Exchange	Proceeds	Adjusted Cost/ Original Cost	Gain or Loss Amount
Continued							
CISCO SYSTEMS INC CUSIP 17275R102	6.00000	18.2800	10/28/11	11/26/12	113.49	109.68	3.81
CITRIX SYSTEM INC CUSIP 177376100	3.00000	72.7753	02/14/11	10/25/12	186.70	218.33	-31.63
	1.00000	87.2016	05/27/11	10/25/12	62.24	87.20	-24.96
	2.00000	82.4879	06/07/11	10/25/12	124.48	164.98	-40.50
	2.00000	71.9598	07/27/11	10/25/12	121.92	143.92	-22.00
	4.00000	71.9598	07/27/11	10/26/12	253.51	287.84	-34.33
Subtotal	12.00000				748.85	902.27	-153.42
CLOUD PEAK ENERGY INC CUSIP 18911Q102	67.00000	22.3931	01/19/11	10/10/12	1,230.12	1,500.34	-270.22
COGNIZANT TECHNOLOGY SOLUTIONS CORP CL A CUSIP 192446102	3.00000	73.7999	06/06/11	09/21/12	207.99	221.40	-13.41
	3.00000	71.4266	06/21/11	09/24/12	205.44	214.28	-8.84
Subtotal	6.00000				413.43	435.68	-22.25
CONCHO RESOURCES INC CUSIP 20605P101	4.00000	95.2037	05/06/11	05/10/12	364.01	380.82	-16.81
CUBIC CORPORATION COMMON CUSIP 229669106	32.00000	42.0712	08/29/11	09/17/12	1,608.22	1,346.28	261.94
DAIMLER AG SPONSORED ADR CUSIP 233825108	31.00000	48.8037	09/15/11	11/05/12	1,461.61	1,512.91	-51.30
DELL INC CUSIP 24702R101	13.00000	13.6736	08/18/11	10/11/12	121.73	177.75	-56.02
DISCOVER FINANCIAL CUSIP 254709108	8.00000	23.1987	06/16/11	09/25/12	307.22	185.59	121.63
	2.00000	23.1987	06/16/11	11/26/12	82.30	46.40	35.90

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Realized Gain/Loss

LONG TERM GAINS OR LOSSES FOR COVERED SECURITIES

Description	Share Quantity	Adjusted Price/ Original Price	Open Date/ Acquisition Date	Date of Sale or Exchange	Proceeds	Adjusted Cost/ Original Cost	Gain or Loss Amount
<i>Continued</i>							
Subtotal	4.00000	23.1987	06/16/11	12/03/12	165.81	92.80	73.01
DISCOVERY COMMUNICATIONS	14.00000				555.33	324.79	230.54
INC							
CUSIP 25470F302							
	2.00000	38.6687	02/14/11	04/30/12	99.76	77.33	22.43
	3.00000	39.0278	02/15/11	04/30/12	149.64	117.09	32.55
	3.00000	39.0278	02/15/11	05/03/12	149.74	117.09	32.65
	1.00000	39.0278	02/15/11	06/26/12	49.34	39.02	10.32
	2.00000	39.3736	02/16/11	06/26/12	98.68	78.75	19.93
	2.00000	39.3736	02/16/11	06/29/12	99.94	78.75	21.19
	3.00000	39.3736	02/16/11	07/12/12	136.80	118.12	18.68
	3.00000	38.9155	02/17/11	07/17/12	136.93	116.75	20.18
	2.00000	38.9155	02/17/11	07/27/12	97.05	77.83	19.22
	2.00000	38.9155	02/17/11	07/30/12	96.16	77.83	18.33
	1.00000	38.8278	02/18/11	07/30/12	48.09	38.83	9.26
	1.00000	38.8278	02/18/11	10/02/12	56.03	38.83	17.20
	2.00000	38.8278	02/18/11	10/10/12	112.11	77.66	34.45
Subtotal	27.00000				1,330.27	1,053.88	276.39
DOLLAR GENERAL CORP							
CUSIP 256677105	2.00000	34.6915	09/09/11	10/31/12	96.50	69.39	27.11
EATON CORPORATION							
CUSIP 278058102	5.00000	48.4790	06/07/11	11/26/12	255.48	242.40	13.08
EATON CORPORATION CHG							
CUSIP 278058102	5.00000	48.4790	06/07/11	12/03/12	259.52	242.39	17.13
	20.00000	38.7574	08/23/11	12/03/12	1,038.11	775.15	262.96
Subtotal	25.00000				1,297.63	1,017.54	280.09

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Realized Gain/Loss

LONG TERM GAINS OR LOSSES FOR COVERED SECURITIES

Description	Share Quantity	Adjusted Price/ Original Price	Open Date/ Acquisition Date	Date of Sale or Exchange	Proceeds	Adjusted Cost/ Original Cost	Gain or Loss Amount
<i>Continued</i>							
ENDO HEALTH SOLUTIONS INC							
CUSIP 29264F205	24.00000	34.3753	03/16/11	06/13/12	702.38	825.01	-122.63
EOG RESOURCES INC							
CUSIP 26875P101	1.00000	68.2930	10/04/11	11/26/12	116.70	68.30	48.40
FIFTH THIRD BANCORP							
CUSIP 316773100	1.00000	11.9883	11/04/11	11/26/12	14.70	11.99	2.71
FIRSTENERGY CORP							
CUSIP 337932107	1.00000	45.5972	10/21/11	11/26/12	41.66	45.60	-3.94
FOOT LOCKER INC							
CUSIP 344849104	8.00000	22.6788	06/16/11	06/22/12	234.05	181.42	52.63
FORD MOTOR COMPANY							
CUSIP 345370860	3.00000	18.2700	01/07/11	11/26/12	33.12	54.81	-21.69
	41.00000	18.2700	01/07/11	12/07/12	469.86	749.07	-279.21
	10.00000	11.4790	10/17/11	12/07/12	114.60	114.79	-0.19
Subtotal	54.00000				617.58	918.67	-301.09
FREEPORT-MCMORAN COPPER & GOLD INC							
CLASS B							
CUSIP 35671D857	3.00000	48.8494	03/10/11	08/13/12	107.12	146.55	-39.43
	17.00000	55.2323	03/28/11	08/13/12	607.05	938.95	-331.90
Subtotal	20.00000				714.17	1,085.50	-371.33
FREESCALE SEMICONDUCTOR LTD							
CUSIP G3727Q101	17.00000	17.0916	06/24/11	08/21/12	195.18	290.56	-95.38
F5 NETWORKS INC							
CUSIP 315616102	1.00000	107.8740	06/22/11	07/12/12	90.01	107.88	-17.87
	1.00000	107.8740	06/22/11	08/23/12	99.69	107.88	-8.19

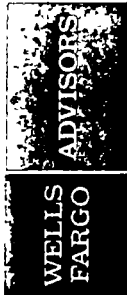
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Realized Gain/Loss

LONG TERM GAINS OR LOSSES FOR COVERED SECURITIES

Description	Share Quantity	Adjusted Price/ Original Price	Open Date/ Acquisition Date	Date of Sale or Exchange	Proceeds	Adjusted Cost/ Original Cost	Gain or Loss Amount
	1.00000	107.8740	06/22/11	09/11/12	95.19	107.87	-12.68
	4.00000	107.8740	06/22/11	09/27/12	422.96	431.48	-8.52
	1.00000	109.9645	06/29/11	09/27/12	105.74	109.97	-4.23
	1.00000	109.9645	06/29/11	10/04/12	107.43	109.96	-2.53
	3.00000	117.9492	07/07/11	10/04/12	322.29	353.85	-31.56
Subtotal	12.00000				1,243.31	1,328.89	-85.58
GAMESTOP CORP CLASS A							
CUSIP 36467W109	15.00000	25.8271	04/29/11	06/22/12	264.63	387.41	-122.78
	6.00000	25.1971	05/19/11	06/22/12	105.86	151.19	-45.33
Subtotal	21.00000				370.49	538.60	-168.11
GARTNER INC NEW							
CUSIP 366651107	4.00000	37.5006	02/24/11	04/09/12	169.92	150.00	19.92
	2.00000	37.5006	02/24/11	06/26/12	84.04	75.00	9.04
	1.00000	38.5183	03/04/11	06/26/12	42.02	38.52	3.50
	2.00000	38.5183	03/04/11	07/05/12	92.93	77.03	15.90
	2.00000	38.4700	03/16/11	07/05/12	92.93	76.94	15.99
	3.00000	38.4700	03/16/11	07/09/12	136.74	115.41	21.33
	1.00000	38.4700	03/16/11	07/17/12	45.68	38.47	7.21
	2.00000	38.3600	03/17/11	07/17/12	91.37	76.72	14.65
	2.00000	38.3600	03/17/11	08/02/12	88.07	76.72	11.35
	1.00000	38.3600	03/17/11	08/07/12	47.69	38.36	9.33
	1.00000	42.0076	04/01/11	08/07/12	47.69	42.01	5.68
	3.00000	42.0076	04/01/11	09/13/12	148.50	126.03	22.47
	2.00000	42.0076	04/01/11	09/19/12	97.80	84.01	13.79
	2.00000	42.0076	04/01/11	09/26/12	91.78	84.01	7.77



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Realized Gain/Loss

LONG TERM GAINS OR LOSSES FOR COVERED SECURITIES

Description	Share Quantity	Adjusted Price/ Original Price	Open Date/ Acquisition Date	Date of Sale or Exchange	Proceeds	Adjusted Cost/ Original Cost	Gain or Loss Amount
<i>Continued</i>							
GDF SUEZ SPON ADR CUSIP 36160B105	2.00000	40.1293	05/06/11	10/04/12	91.82	80.26	11.56
	2.00000	40.1293	05/06/11	10/10/12	94.10	80.26	13.84
	2.00000	37.9335	05/17/11	10/17/12	94.34	75.87	18.47
	1.00000	37.9335	05/17/11	10/31/12	45.93	37.94	7.99
Subtotal	35.00000				1,603.35	1,373.56	229.79
GRAINGER W W INC CUSIP 384802104	13.00000	28.4161	08/09/11	08/22/12	320.58	369.41	-48.83
	19.00000	28.4161	08/09/11	12/14/12	377.77	539.90	-162.13
	35.00000	29.5172	08/16/11	12/14/12	695.90	1,033.10	-337.20
	67.00000				1,394.25	1,942.41	-548.16
HERTZ GLOBAL HLDGS INC CUSIP 42805T105	2.00000	159.2625	09/28/11	12/17/12	380.81	318.53	62.28
	8.00000	14.7050	01/05/11	03/05/12	112.90	117.64	-4.74
	3.00000	14.6899	01/06/11	03/05/12	42.35	44.07	-1.72
	2.00000	14.6899	01/06/11	10/31/12	26.92	29.38	-2.46
Subtotal	13.00000				182.17	191.09	-8.92
HUMANA INC CUSIP 444859102	12.00000	63.0300	03/16/11	03/19/12	1,042.59	756.36	286.23
	3.00000	70.1935	04/08/11	07/31/12	193.16	210.57	-17.41
	2.00000	76.1285	04/27/11	07/31/12	128.77	152.26	-23.49
	2.00000	77.9140	05/26/11	07/31/12	128.78	155.83	-27.05
Subtotal	19.00000				1,493.30	1,275.02	218.28
INTERACTIVE BROKERS GRP CUSIP 45841N107	5.00000	15.9810	04/13/11	11/20/12	71.48	79.91	-8.43

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 C/O JOHN R WILBORN

Realized Gain/Loss

LONG TERM GAINS OR LOSSES FOR COVERED SECURITIES

Description	Share Quantity	Adjusted Price/ Original Price	Open Date/ Acquisition Date	Date of Sale or Exchange	Proceeds	Adjusted Cost/ Original Cost	Gain or Loss Amount
<i>Continued</i>							
MICROSOFT CORP CUSIP 594918104	8.00000	28.8669	01/27/11	11/19/12	212.97	230.94	-17.97
NETAPP INC CUSIP 64110D104	10.00000	52.2870	02/25/11	05/11/12	362.49	522.87	-160.38
	3.00000	47.0119	03/16/11	05/11/12	108.75	141.04	-32.29
Subtotal	13.00000				471.24	663.91	-192.67
NEXEN INC CUSIP 65334H102	64.00000	23.9959	01/20/11	07/23/12	1,657.17	1,535.74	121.43
	57.00000	23.9959	01/20/11	07/27/12	1,456.78	1,367.75	89.03
Subtotal	121.00000				3,113.95	2,903.49	210.46
NEXTERA ENERGY INC CUSIP 65339F101	2.00000	52.1085	08/11/11	11/26/12	135.16	104.22	30.94
OCWEN FINL CORP CUSIP 675746309	31.00000	13.5389	08/29/11	10/10/12	1,093.67	419.71	673.96
	5.00000	13.5389	08/29/11	11/20/12	171.97	67.70	104.27
Subtotal	36.00000				1,265.64	487.41	778.23
OIL STATES INTL INC CUSIP 678026105	4.00000	78.0362	04/08/11	06/25/12	243.59	312.14	-68.55
	5.00000	80.1850	04/21/11	06/25/12	304.50	400.93	-96.43
Subtotal	9.00000				548.09	713.07	-164.98
OLD DOMINION FREIGHT LINE INC CUSIP 679580100	2.00000	24.1566	06/01/11	11/20/12	66.60	48.32	18.28
	4.00000	24.1566	06/01/11	11/29/12	133.39	96.63	36.76
Subtotal	6.00000				199.99	144.95	55.04
PENTAIR INC CUSIP 709631105	0.07017	33.2900	03/30/11	10/01/12	2.99	2.34	0.65

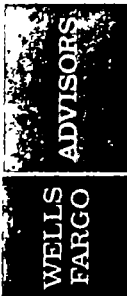
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 RAYMOND AND IRENE WILBORN
 CHARITABLE FOUNDATION
 C/O JOHN R WILBORN

Realized Gain/Loss

LONG TERM GAINS OR LOSSES FOR COVERED SECURITIES

Description	Share Quantity	Adjusted Price/ Original Price	Open Date/ Acquisition Date	Date of Sale or Exchange	Proceeds	Adjusted Cost/ Original Cost	Gain or Loss Amount
<i>Continued</i>							
Subtotal	0.03119	35.6103	05/26/11	10/01/12	1.33	1.11	0.22
PETROLEO BRASILEIRO - SPON ADR - PETROBRAS CUSIP 71654V408	0.01559	29.9075	08/11/11	10/01/12	0.67	0.47	0.20
POPULAR INC	0.16374	28.0846	08/19/11	10/01/12	6.99	4.60	2.39
Subtotal	0.00781	44.9247	03/30/11	10/01/12	0.33	0.26	0.07
PETROLEO BRASILEIRO - SPON ADR - PETROBRAS CUSIP 71654V408	0.28850				12.31	8.78	3.53
PROLOGIS INC	3.00000	38.2247	02/04/11	08/22/12	65.82	114.68	-48.86
CUSIP 733174106	162.00000	3.2000	01/07/11	04/10/12	301.31	518.40	-217.09
PRUDENTIAL FINANCIAL INC	6.00000	34.4453	06/24/11	11/16/12	195.14	206.67	-11.53
CUSIP 744320102	5.00000	60.7425	01/03/11	08/24/12	272.40	303.71	-31.31
QUALCOMM INC	1.00000	50.9653	08/05/11	11/26/12	62.46	50.96	11.50
CUSIP 747525103	5.00000	49.8805	08/12/11	11/26/12	312.31	249.40	62.91
Subtotal	1.00000	47.3782	08/23/11	11/26/12	62.47	47.38	15.09
RED HAT INC	7.00000				437.24	347.74	89.50
CUSIP 756577102	6.00000	41.2070	01/28/11	02/08/12	286.81	247.24	39.57
ROCKWELL AUTOMATION INC	6.00000	85.7412	05/06/11	08/20/12	432.40	514.45	-82.05
CUSIP 773903109	1.00000	37.8813	09/01/11	10/31/12	60.61	37.88	22.73
ROSS STORES INC (CALIF)	8.00000	37.8813	09/01/11	11/02/12	457.32	303.04	154.28
CUSIP 778296103	2.00000	40.7211	10/06/11	11/02/12	114.33	81.44	32.89



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LONG TERM GAINS OR LOSSES FOR COVERED SECURITIES							
Description	Share Quantity	Adjusted Price/ Original Price	Open Date/ Acquisition Date	Continued Date of Sale or Exchange	Proceeds	Adjusted Cost/ Original Cost	Gain or Loss Amount
Subtotal	11.00000				632.26	422.36	209.90
SALESFORCE.COM							
CUSIP 78466L302	2.00000	137.9120	01/03/11	02/23/12	259.14	275.82	-16.68
	1.00000	143.4540	01/06/11	02/23/12	130.44	143.45	-13.01
Subtotal	3.00000				389.58	419.27	-29.69
SBM OFFSHORE NV-UNSP ADR							
CUSIP 78404D109	10.00000	29.0273	03/31/11	07/12/12	122.51	290.28	-167.77
	7.00000	29.0273	03/31/11	07/13/12	85.45	203.19	-117.74
	23.00000	29.0273	03/31/11	07/16/12	278.26	667.62	-389.36
	12.00000	29.0273	03/31/11	07/17/12	142.66	348.32	-205.66
Subtotal	52.00000				628.88	1,509.41	-880.53
SEADRILL LTD							
CUSIP G7945E105	39.00000	36.7283	03/30/11	06/14/12	1,290.95	1,432.40	-141.45
SEMPRA ENERGY							
CUSIP 816851109	21.00000	55.4682	05/03/11	11/26/12	1,397.27	1,164.83	232.44
SIEMENS A G - ADR							
CUSIP 826197501	3.00000	133.2936	06/01/11	08/22/12	278.36	399.88	-121.52
SINGAPORE							
TELECOMMUNICATIONS-ADR							
CUSIP 82929R304	19.00000	23.9397	03/09/11	08/15/12	504.54	454.86	49.68
	15.00000	23.9397	03/09/11	08/24/12	396.63	359.10	37.53
	4.00000	23.9397	03/09/11	08/27/12	106.09	95.75	10.34
	25.00000	22.8342	03/15/11	08/27/12	663.12	570.86	92.26
Subtotal	63.00000				1,670.38	1,480.57	189.81
SUMITOMO MITSUI TRUST							
HOLDINGS INC SPON ADR							
CUSIP 86562X106	5.00000	3.5000	04/01/11	08/22/12	13.65	17.50	-3.85

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LONG TERM GAINS OR LOSSES FOR COVERED SECURITIES						
Description	Share Quantity	Adjusted Price/ Original Price	Open Date/ Acquisition Date	Date of Sale or Exchange	Proceeds	Adjusted Cost/ Original Cost
						Gain or Loss Amount
Subtotal						
TRANSDIGM GROUP INC	6.00000	24.8777	06/20/11	11/15/12	145.70	149.27
CUSIP 893641100	2.00000	24.8777	06/20/11	11/15/12	47.64	49.75
	34.00000				851.31	809.36
						-3.57
						-2.11
						41.95
TRW AUTOMOTIVE HOLDINGS CORP	1.00000	74.0288	01/04/11	11/16/12	125.80	74.03
CUSIP 87264S106	1.00000	56.5279	03/11/11	09/12/12	46.54	56.53
TYCO INTERNATIONAL LTD SHS	1.00000	22.3321	03/30/11	10/11/12	27.95	22.35
CUSIP H89128104	2.00000	56.1895	05/25/11	09/27/12	110.10	112.38
VERTEX PHARMACEUTICALS INC	5.00000	45.8425	08/18/11	09/27/12	275.27	229.21
CUSIP 92532F100	3.00000	31.6055	11/11/11	11/27/12	120.68	94.82
	6.00000	31.6055	11/11/11	12/07/12	234.49	189.64
	1.00000	31.6055	11/11/11	12/07/12	38.95	31.60
	4.00000	31.8051	11/11/11	12/07/12	155.80	127.23
Subtotal	21.00000				935.29	784.88
						28.57
						150.41
VISHAY INTERTECHNOLOGY CUSIP 928298108	20.00000	17.3890	03/16/11	06/25/12	180.49	347.78
VOLKSWAGEN A G SPONSORED ADR	11.00000	30.5994	01/21/11	08/22/12	366.95	336.60
CUSIP 928662303	2.00000	60.7132	03/22/11	06/26/12	108.38	121.43
WESCO INTERNATIONAL INC CUSIP 95082P105	2.00000	60.7132	03/22/11	07/18/12	112.59	121.43
						-13.05
						-8.84

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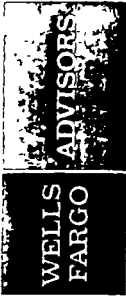
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LONG TERM GAINS OR LOSSES FOR COVERED SECURITIES							
Description	Share Quantity	Adjusted Price/ Original Price	Open Date/ Acquisition Date	Date of Sale or Exchange	Proceeds	Adjusted Cost/ Original Cost	Gain or Loss Amount
	2.00000	60.7132	03/22/11	09/06/12	118.13	121.42	-3.29
	1.00000	60.7132	03/22/11	09/07/12	58.93	60.71	-1.78
	1.00000	60.8534	03/23/11	09/07/12	58.93	60.86	-1.93
	4.00000	60.8534	03/23/11	10/15/12	225.72	243.41	-17.69
	4.00000	60.8534	03/23/11	10/16/12	224.30	243.41	-19.11
	8.00000	61.8421	03/25/11	10/16/12	448.62	494.74	-46.12
	1.00000	59.2782	04/14/11	10/16/12	56.08	59.28	-3.20
Subtotal	25.00000				1,411.68	1,526.69	-115.01
WESTERN REFINING INC							
CUSIP 959319104	19.00000	17.7835	04/13/11	11/20/12	506.91	337.89	169.02
WHOLE FOODS MARKET INC							
CUSIP 966837106	1.00000	55.6796	08/09/11	10/31/12	94.52	55.68	38.84
XILINX INC							
CUSIP 983919101	2.00000	32.0745	04/06/11	05/23/12	62.74	64.14	-1.40
TOTAL LONG TERM GAINS OR LOSSES FOR COVERED SECURITIES					\$61,517.93	\$62,609.33	-\$1,091.40
LONG TERM GAINS OR LOSSES FOR NONCOVERED SECURITIES							
Description	Share Quantity	Adjusted Price/ Original Price	Open Date/ Acquisition Date	Date of Sale or Exchange	Proceeds	Adjusted Cost/ Original Cost	Gain or Loss Amount
ACE LIMITED							
CUSIP H0023R105	7.00000	53.2000	06/25/10	05/23/12	504.84	372.40	132.44
	1.00000	53.2000	06/25/10	07/02/12	74.10	53.20	20.90
	3.00000	53.6070	06/28/10	07/02/12	222.31	160.82	61.49
	3.00000	59.8170	11/22/10	07/02/12	222.31	179.45	42.86
Subtotal	14.00000				1,023.56	765.87	257.69
ADT CORP/THE							
CUSIP 00101J106	8.50000	32.0837	07/18/07	10/18/12	327.78	272.71	55.07





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Realized Gain/Loss

LONG TERM GAINS OR LOSSES FOR NONCOVERED SECURITIES

Description	Share Quantity	Adjusted Price/ Original Price	Open Date/ Acquisition Date	Date of Sale or Exchange	Proceeds	Adjusted Cost/ Original Cost	Gain or Loss Amount
<i>Continued</i>							
AEROPOSTALE INC CUSIP 007865108	7.50000	17.5404	05/28/09	10/18/12	289.21	131.55	157.66
	7.00000	24.3408	09/29/10	10/18/12	269.94	170.38	99.56
	5.50000	24.2953	10/08/10	10/18/12	212.09	133.62	78.47
	4.50000	24.4956	10/14/10	10/18/12	173.54	110.23	63.31
	33.00000				1,272.56	818.49	454.07
AES CORP CUSIP 00130H105	27.00000	18.8803	01/06/09	04/17/12	576.37	339.84	236.53
	18.00000	33.6199	05/28/09	04/17/12	384.24	403.44	-19.20
	45.00000				960.61	743.28	217.33
AGILENT TECH INC CUSIP 00846U101	1.00000	9.8600	06/25/10	11/26/12	10.13	9.86	0.27
	6.00000	31.3298	02/26/10	03/09/12	266.05	187.98	78.07
	4.00000	31.3298	02/26/10	03/22/12	173.58	125.32	48.26
	10.00000	31.3298	02/26/10	07/13/12	371.66	313.30	58.36
	2.00000	31.3298	02/26/10	07/23/12	73.60	62.66	10.94
	5.00000	33.9563	03/24/10	07/23/12	184.02	169.78	14.24
	2.00000	28.0657	08/30/10	07/23/12	73.61	56.13	17.48
	1.00000	27.0176	08/31/10	07/23/12	36.81	27.02	9.79
	9.00000	27.0176	08/31/10	07/24/12	321.86	243.16	78.70
	39.00000				1,501.19	1,185.35	315.84
	5.00000	36.0455	12/22/10	05/02/12	113.29	180.23	-66.94
ALERE INC CUSIP 01449J105	5.00000	36.0455	12/22/10	05/10/12	111.00	180.22	-69.22
	2.00000	35.9636	12/23/10	05/14/12	37.16	71.93	-34.77
	3.00000	35.9404	12/27/10	05/14/12	55.75	107.82	-52.07

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LONG TERM GAINS OR LOSSES FOR NONCOVERED SECURITIES									
Description	Share Quantity	Adjusted Price/ Original Price	Open Date/ Acquisition Date	Date of Sale or Exchange	Proceeds	Adjusted Cost/ Original Cost	Gain or Loss Amount		
Subtotal	15.00000				317.20	540.20	-223.00		
ALEXION PHARMACEUTICALS INC CUSIP 015351109									
	4.00000	23.3050	01/21/10	02/07/12	315.14	93.21		221.93	
	1.00000	27.0856	03/24/10	04/02/12	92.72	27.09		65.63	
	2.00000	27.0856	03/24/10	04/12/12	180.46	54.18		126.28	
	1.00000	27.0856	03/24/10	06/20/12	98.11	27.09		71.02	
	1.00000	27.0856	03/24/10	08/03/12	107.34	27.09		80.25	
	1.00000	27.0856	03/24/10	08/17/12	101.68	27.09		74.59	
	1.00000	27.0856	03/24/10	09/26/12	113.57	27.08		86.49	
	1.00000	27.0856	03/24/10	10/02/12	116.09	27.08		89.01	
Subtotal	12.00000				1,125.11	309.91	815.20		
ALLIANCE DATA SYSTEMS CORP CUSIP 018581108									
	1.00000	63.9000	06/25/10	03/30/12	126.91	63.90		63.01	
	2.00000	60.8656	09/03/10	03/30/12	253.83	121.73		132.10	
Subtotal	3.00000				380.74	185.63	195.11		
ALLIANZ SE-ADR CUSIP 018805101									
AMC NETWORKS INC CLASS A CUSIP 00164V103									
	18.00000	22.4900	04/25/07	08/22/12	196.76	404.82		-208.06	
AMERCO CUSIP 023586100									
	5.00000	29.9267	04/25/07	11/26/12	255.48	149.64		105.84	
AMERICAN ELECTRIC POWER INC CUSIP 025537101									
	1.00000	80.5575	08/16/10	11/20/12	112.71	80.56		32.15	
	2.00000	42.5003	05/23/08	11/26/12	82.68	85.00		-2.32	



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LONG TERM GAINS OR LOSSES FOR NONCOVERED SECURITIES

Description	Share Quantity	Adjusted Price/ Original Price	Open Date/ Acquisition Date	Date of Sale or Exchange	Proceeds	Adjusted Cost/ Original Cost	Gain or Loss Amount
<i>Continued</i>							
AMERICAN FINL GROUP INC OHIO CUSIP 025932104	3.00000	22.7815	06/02/09	11/20/12	115.59	68.35	47.24
AMERICAN TOWER CORP REIT CUSIP 03027X100	5.00000	39.1663	04/25/07	02/10/12	316.66	195.83	120.83
	4.00000	39.1663	04/25/07	02/27/12	251.86	156.65	95.21
	8.00000	31.1980	05/28/09	02/27/12	503.73	249.59	254.14
	7.00000	31.1980	05/28/09	02/28/12	441.87	218.38	223.49
Subtotal	24.00000				1,514.12	820.45	693.67
AMERIPRISE FINANCIAL INC CUSIP 03076C106	2.00000	29.9680	09/09/09	06/22/12	102.17	59.93	42.24
	2.00000	38.3560	11/23/09	06/22/12	102.17	76.72	25.45
	3.00000	38.3560	11/23/09	07/06/12	152.71	115.07	37.64
	3.00000	38.3560	11/23/09	08/16/12	163.50	115.06	48.44
	3.00000	38.3470	06/28/10	09/13/12	171.77	115.05	56.72
	1.00000	38.3470	06/28/10	10/31/12	58.82	38.34	20.48
	3.00000	52.3960	10/29/10	11/02/12	180.60	157.19	23.41
	1.00000	51.7124	11/22/10	11/02/12	60.20	51.72	8.48
	3.00000	51.7124	11/22/10	12/03/12	183.29	155.13	28.16
Subtotal	21.00000				1,175.23	884.21	291.02
AMGEN INC CUSIP 031162100	4.00000	50.2360	05/28/09	08/29/12	335.77	200.95	134.82
	6.00000	50.2360	05/28/09	11/26/12	522.68	301.42	221.26
Subtotal	10.00000				858.45	502.37	356.08

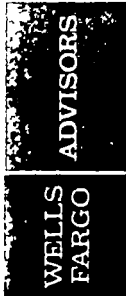
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LONG TERM GAINS OR LOSSES FOR NONCOVERED SECURITIES						
Description	Share Quantity	Adjusted Price/ Original Price	Open Date/ Acquisition Date	Date of Sale or Exchange	Proceeds	Adjusted Cost/ Original Cost
Continued						
Gain or Loss Amount						
ANADARKO PETROLEUM CORP CUSIP 032511107	7.00000	45.2170	06/04/10	11/26/12	518.17	316.52
ANIXTER INTL INC CUSIP 035290105	28.00000	44.2024	07/16/10	08/09/12	1,678.45	1,237.67
APACHE CORP COMMON CUSIP 037411105	1.00000	103.5541	10/14/10	11/26/12	76.46	103.56
AT & T INC CUSIP 00206R102	45.00000	38.6788	09/10/07	06/22/12	1,586.67	1,740.54
	32.00000	24.7779	05/28/09	06/22/12	1,128.31	792.90
	3.00000	24.7779	05/28/09	11/26/12	101.67	74.34
Subtotal	80.00000				2,816.65	2,607.76
AUTODESK INC CUSIP 052769106	2.00000	31.9915	04/21/10	05/10/12	71.69	63.98
	2.00000	31.9915	04/21/10	08/24/12	60.29	63.98
	12.00000	33.9351	04/28/10	08/24/12	361.79	407.22
	3.00000	30.5742	05/07/10	08/24/12	90.45	91.72
Subtotal	19.00000				584.22	626.90
BANCO BILBAO VIZCAYA ARGENTARIA, S.A. ADR CUSIP 05946K101	46.00000	13.1029	09/17/10	07/20/12	257.59	602.72
BANK OF AMERICA CORP CUSIP 060505104	3.00000	17.1500	09/16/09	06/22/12	23.72	51.45
	16.00000	16.1175	12/04/09	06/22/12	126.56	257.88
	39.00000	19.1741	04/14/10	06/22/12	308.49	747.80
	7.00000	19.1741	04/14/10	11/26/12	68.76	134.22
Subtotal	65.00000				527.53	1,191.35
						-663.82
						-345.13
						-27.73
						-131.32
						-439.31
						-65.46
						-663.82





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CHARITABLE FOUNDATION
C/O JOHN R WILBORN

Realized Gain/Loss

LONG TERM GAINS OR LOSSES FOR NONCOVERED SECURITIES									
Description	Share Quantity	Adjusted Price/ Original Price	Open Date/ Acquisition Date	Date of Sale or Exchange	Proceeds	Adjusted Cost/ Original Cost	Gain or Loss Amount		
BED BATH & BEYOND INC CUSIP 075896100	10.00000	41.8072	04/25/07	06/15/12	726.72	418.07	308.65		
BELLSOUTH CORP GLOBAL BONDS CALLABLE CPN 5.200% DUE 09/15/14 DTD 09/13/04 FC 03/15/05 CUSIP 079860AG7	9,000.00000	98.4330	04/27/07	08/29/12	9,787.95	8,858.97	928.98		
BHP BILLITON LTD SPON ADR CUSIP 088606108	4.00000	41.3027	03/17/09	08/22/12	275.83	165.20	110.63		
BIG LOTS INC CUSIP 089302103	14.00000	39.9849	04/14/10	10/10/12	423.24	559.79	-136.55		
	5.00000	39.3984	04/20/10	10/10/12	151.15	196.99	-45.84		
	3.00000	35.9888	05/07/10	10/10/12	90.69	107.97	-17.28		
	14.00000	32.2445	08/05/10	10/10/12	423.26	451.42	-28.16		
Subtotal	36.00000				1,088.34	1,316.17	-227.83		
BIOGEN IDEC INC CUSIP 09062X103	17.00000	48.0670	04/25/07	11/26/12	2,515.93	817.12	1,698.81		
	8.00000	51.2447	05/28/09	11/26/12	1,183.98	409.96	774.02		
Subtotal	25.00000				3,699.91	1,227.08	2,472.83		
BORG WARNER INC CUSIP 099724106	2.00000	39.0476	04/01/10	05/31/12	141.04	78.10	62.94		
	4.00000	39.0476	04/01/10	06/05/12	259.75	156.18	103.57		
	2.00000	39.1398	04/01/10	06/21/12	131.96	78.28	53.68		
	4.00000	39.1398	04/01/10	07/12/12	249.12	156.56	92.56		
	3.00000	39.1398	04/01/10	08/07/12	209.23	117.42	91.81		
	2.00000	39.1398	04/01/10	08/31/12	135.48	78.28	57.20		

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Realized Gain/Loss

LONG TERM GAINS OR LOSSES FOR NONCOVERED SECURITIES									
Description	Share Quantity	Adjusted Price/ Original Price	Open Date/ Acquisition Date	Date of Sale or Exchange	Proceeds	Adjusted Cost/ Original Cost	Gain or Loss	Amount	
Subtotal	2.00000	43.9840	07/30/10	08/31/12	135.49	87.97		47.52	
BRANDYWINE REALTY TRUST	19.00000				1,262.07	752.79		509.28	
REIT SH BEN INT									
CUSIP 105368203									
BROADCOM CORP	3.00000	10.2466	07/13/10	11/26/12	35.22	30.74		4.48	
CL A		10.6986				32.10			
CUSIP 111320107									
BUCKEYE TECHNOLOGIES INC	3.00000	29.0433	01/21/10	01/19/12	102.61	87.13		15.48	
		29.7269				89.17			
CACI INTL INC CLASS A	4.00000	33.0200	03/19/10	01/19/12	136.82	132.08		4.74	
		33.6194				134.48			
CAPITAL ONE FINANCIAL	9.00000	33.0188	03/19/10	02/01/12	328.15	297.17		30.98	
		33.6194				302.57			
Subtotal	16.00000				567.58	516.38		51.20	
						526.22			
BUCKEYE TECHNOLOGIES INC	20.00000	19.8999	12/06/10	11/20/12	527.91	398.00		129.91	
CUSIP 118255108									
CACI INTL INC CLASS A	5.00000	41.7498	11/06/08	11/20/12	257.37	208.75		48.62	
CUSIP 127190304									
CAPITAL ONE FINANCIAL	1.00000	37.0661	11/22/10	04/10/12	52.71	37.06		15.65	
		38.5862	12/06/10	04/10/12	210.87	154.34		56.53	
Subtotal	5.00000				263.58	191.40		72.18	
CERNER CORP	2.00000	42.2044	10/01/10	02/10/12	136.66	84.41		52.25	
CUSIP 156782104									
	2.00000	42.2044	10/01/10	07/27/12	146.80	84.41		62.39	
	3.00000	42.8496	10/04/10	10/03/12	238.82	128.55		110.27	

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Realized Gain/Loss

LONG TERM GAINS OR LOSSES FOR NONCOVERED SECURITIES

Description	Share Quantity	Adjusted Price/ Original Price	Open Date/ Acquisition Date	Date of Sale or Exchange	Proceeds	Adjusted Cost/ Original Cost	Gain or Loss Amount
Subtotal	7.00000				522.28	297.37	224.91
CHART INDUSTRIES INC CUSIP 16115Q308	9.00000	21.8327	08/07/09	05/03/12	692.13	196.49	495.64
	20.00000	21.8327	08/07/09	05/24/12	1,311.72	436.64	875.08
Subtotal	29.00000				2,003.85	633.13	1,370.72
CHEMED CORP CUSIP 16359R103	3.00000	36.6420	06/17/08	11/20/12	199.29	109.93	89.36
CIGNA CORPORATION CUSIP 125509109	12.00000	32.4095	08/27/10	03/19/12	565.34	388.91	176.43
	4.00000	35.5462	10/18/10	03/19/12	188.45	142.18	46.27
Subtotal	16.00000				753.79	531.09	222.70
CISCO SYSTEMS INC CUSIP 17275R102	45.00000	26.8500	04/25/07	05/29/12	746.98	1,208.25	-461.27
	30.00000	26.8500	04/25/07	07/10/12	492.16	805.50	-313.34
	20.00000	26.8500	04/25/07	11/06/12	350.40	537.00	-186.60
	1.00000	26.8500	04/25/07	11/26/12	18.91	26.85	-7.94
Subtotal	96.00000				1,608.45	2,577.60	-969.15
CITIGROUP INC NEW CUSIP 172967424	1.00000	39.1921	09/27/10	11/26/12	35.51	39.20	-3.69
	6.00000	39.1921	09/27/10	12/03/12	205.59	235.15	-29.56
Subtotal	7.00000				241.10	274.35	-33.25
CITRIX SYSTEM INC CUSIP 177376100	1.00000	58.1944	08/09/10	03/13/12	79.18	58.19	20.99
	3.00000	57.5563	08/16/10	03/13/12	237.54	172.67	64.87
	1.00000	58.1869	08/17/10	05/10/12	79.42	58.19	21.23
	1.00000	58.1869	08/17/10	07/02/12	83.85	58.19	25.66
	2.00000	58.1869	08/17/10	10/05/12	145.73	116.37	29.36

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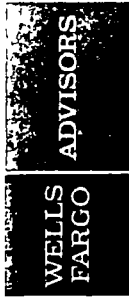
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Realized Gain/Loss

LONG TERM GAINS OR LOSSES FOR NONCOVERED SECURITIES

Description	Share Quantity	Adjusted Price/ Original Price	Open Date/ Acquisition Date	Date of Sale or Exchange	Proceeds	Adjusted Cost/ Original Cost	Gain or Loss Amount
<i>Continued</i>							
	1.00000	58.4140	08/20/10	10/05/12	72.87	58.42	14.45
	2.00000	58.4140	08/20/10	10/08/12	141.80	116.82	24.98
	2.00000	63.4089	09/08/10	10/08/12	141.80	126.82	14.98
	2.00000	63.4089	09/08/10	10/17/12	133.61	126.82	6.79
	2.00000	63.0777	09/09/10	10/18/12	129.60	126.16	3.44
	1.00000	63.0777	09/09/10	10/25/12	62.23	63.07	-0.84
Subtotal	18.00000				1,307.63	1,081.72	225.91
COGNIZANT TECHNOLOGY SOLUTIONS CORP CL A CUSIP 192446102	3.00000	43.5573	11/10/09	05/16/12	181.65	130.67	50.98
	2.00000	43.5573	11/10/09	09/19/12	137.40	87.11	50.29
	1.00000	44.8600	11/25/09	09/19/12	68.70	44.86	23.84
	4.00000	44.8600	11/25/09	09/21/12	277.31	179.44	97.87
Subtotal	10.00000				665.06	442.08	222.98
COMCAST CORP CL A SPL NEW CUSIP 20030N200	22.00000	27.7390	04/25/07	11/26/12	781.22	610.26	170.96
CONSTELLATION BRANDS INC CL A CUSIP 21036P108	7.00000	16.0100	06/25/10	07/05/12	199.25	112.07	87.18
	5.00000	16.0100	06/25/10	07/09/12	141.52	80.05	61.47
	7.00000	16.0100	06/25/10	08/24/12	228.96	112.07	116.89
	6.00000	16.0100	06/25/10	12/11/12	215.71	96.06	119.65
Subtotal	25.00000				785.44	400.25	385.19
CRANE COMPANY CUSIP 224399105	38.00000	33.2282	03/04/10	08/09/12	1,531.59	1,262.67	268.92





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Realized Gain/Loss

LONG TERM GAINS OR LOSSES FOR NONCOVERED SECURITIES

Description	Share Quantity	Adjusted Price/ Original Price	Open Date/ Acquisition Date	Date of Sale or Exchange	Proceeds	Adjusted Cost/ Original Cost	Gain or Loss Amount
CREDIT SUISSE GROUP SPON ADR							
CUSIP 225401108	8.00000	38.6167	06/01/10	08/22/12	151.92	308.94	-157.02
CREE INC							
CUSIP 225447101	1.00000	73.7176	04/30/10	11/26/12	31.68	73.72	-42.04
CUMMINS INC							
CUSIP 231021106	3.00000	89.9224	09/28/10	01/13/12	293.52	269.77	23.75
	4.00000	89.5604	10/26/10	01/13/12	391.36	358.24	33.12
Subtotal	7.00000				684.88	628.01	56.87
CVS CAREMARK CORP							
CUSIP 126650100	1.00000	28.6275	10/22/08	11/26/12	45.41	28.63	16.78
DELUXE CORP							
CUSIP 248019101	13.00000	15.0803	05/11/09	11/20/12	384.78	196.05	188.73
DESARROLLADORA HOMEX SA DE CV							
CUSIP 25030W100	34.00000	27.3266	05/14/10	11/05/12	437.59	929.10	-491.51
DEUTSCHE LUFTHANSA A G SPONSORED ADR							
CUSIP 251561304	7.00000	12.1600	02/18/09	08/22/12	85.89	85.12	0.77
	7.00000	13.7200	05/28/09	08/22/12	85.90	96.04	-10.14
Subtotal	14.00000				171.79	181.16	-9.37
DIRECTV							
CUSIP 25490A309	5.00000	19.4898	03/27/08	11/26/12	244.99	97.45	147.54
DISNEY WALT COMPANY							
CUSIP 254687106	2.00000	23.9475	05/28/09	11/26/12	98.06	47.90	50.16
EBAY INC							
CUSIP 278642103	6.00000	33.9300	04/25/07	11/26/12	307.71	203.58	104.13

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Realized Gain/Loss

LONG TERM GAINS OR LOSSES FOR NONCOVERED SECURITIES									
Description	Share Quantity	Adjusted Price/ Original Price	Open Date/ Acquisition Date	Date of Sale or Exchange	Proceeds	Adjusted Cost/ Original Cost	Gain or Loss Amount		
Continued									
ENDO HEALTH SOLUTIONS INC									
CUSIP 29264F205	5.00000	22.3100	06/25/10	06/13/12	146.33	111.55			34.78
ENDURANCE SPECIALTY HLDG CUSIP G30397106	27.00000	36.6000	11/12/09	06/04/12	1,037.65	988.20			49.45
ENGILITY HOLDINGS INC INC									
CUSIP 29285W104	0.33330	17.4617	05/28/09	07/19/12	5.86	5.82			0.04
	0.66670	21.6889	04/25/07	07/19/12	11.72	14.46			-2.74
	1.16670	14.8110	03/03/09	07/19/12	20.51	17.28			3.23
	0.83330	17.4847	05/28/09	07/19/12	14.64	14.57			0.07
Subtotal	3.00000				52.73	52.13			0.60
EQUINIX INC (NEW) CUSIP 29444U502									
	1.00000	89.5912	08/07/07	01/23/12	115.23	89.59			25.64
	2.00000	73.0000	05/28/09	01/23/12	230.47	146.00			84.47
	2.00000	73.0000	05/28/09	01/27/12	240.35	146.00			94.35
	1.00000	73.0000	05/28/09	02/07/12	126.94	73.00			53.94
	1.00000	94.3164	02/26/10	02/07/12	126.95	94.32			32.63
	1.00000	101.6650	03/24/10	03/05/12	137.54	101.67			35.87
	3.00000	101.3222	04/26/10	03/16/12	425.09	303.97			121.12
	2.00000	101.3222	04/26/10	06/29/12	351.70	202.64			149.06
	2.00000	80.0291	07/07/10	07/23/12	325.35	160.06			165.29
Subtotal	15.00000				2,079.62	1,317.25			762.37
EXELON CORPORATION CUSIP 30161N101									
	5.00000	40.2170	06/14/10	06/01/12	181.99	201.08			-19.09
	6.00000	38.9292	06/28/10	06/01/12	218.40	233.58			-15.18
	5.00000	38.0280	06/29/10	06/01/12	182.00	190.14			-8.14



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Realized Gain/Loss

LONG TERM GAINS OR LOSSES FOR NONCOVERED SECURITIES

Description	Share Quantity	Adjusted Price/ Original Price		Open Date/ Acquisition Date	Date of Sale or Exchange	Proceeds	Adjusted Cost/ Original Cost		Gain or Loss Amount
Subtotal	16.00000					582.39	624.80		-42.41
EZCORP INC CL A NON VTG CUSIP 302301106	44.00000	22.4760		11/04/10	06/25/12	977.78	988.94		-11.16
FEDERAL HOME LOAN MTG NOTES CPN 4.875% DUE 11/15/13 DTD 10/17/03 FC 05/15/04 CUSIP 31344AUK8	33,000.00000	110.2300		08/11/11	11/06/12	34,565.19	36,375.90		-1,810.71
FEDL NATL MTG ASSN BENCHMARK NOTES SHORT 1ST CPN CPN 4.375% DUE 03/15/13 DTD 03/28/03 FC 09/15/03 CUSIP 31359MRG0	21,000.00000	107.6782		12/16/10	05/08/12	21,739.75	22,612.42		-872.67
FOMENTO ECONOMICO MEXICANO S.A.B DE C V (NEW) CUSIP 344419106	7.00000	45.9809		03/16/10	01/19/12	492.22	321.86		170.36
	7.00000	45.9809		03/16/10	03/05/12	521.76	321.86		199.90
Subtotal	14.00000					1,013.98	643.72		370.26
FRESH DEL MONTE PRODUCE INC CUSIP G36738105	8.00000	17.1790		05/28/09	03/29/12	181.84	137.42		44.42
	13.00000	17.6475		05/28/09	03/29/12	295.49	229.42		66.07
	1.00000	22.6100		08/27/09	03/29/12	22.74	22.61		0.13
Subtotal	22.00000					500.07	389.45		110.62
FUJITSU LTD ADR NEW CUSIP 359590304	2.00000	32.9954		03/31/10	10/04/12	38.58	65.99		-27.41
	8.00000	33.1885		04/09/10	10/04/12	154.36	265.51		-111.15

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Realized Gain/Loss

LONG TERM GAINS OR LOSSES FOR NONCOVERED SECURITIES						
Description	Share Quantity	Adjusted Price/ Original Price	Open Date/ Acquisition Date	Date of Sale or Exchange	Proceeds	Adjusted Cost/ Original Cost
						Gain or Loss Amount
Subtotal						
GAMESTOP CORP CLASS A	42.00000	33.1885	04/09/10	10/05/12	794.41	1,393.92
CUSIP 36467W109	13.00000	32.4124	11/30/10	10/05/12	245.89	421.36
	65.00000				1,233.24	2,146.78
Subtotal						
GENERAL ELECTRIC COMPANY	9.00000	18.5472	10/20/10	06/22/12	158.77	166.91
CUSIP 369604103	9.00000	20.1773	11/19/10	06/22/12	158.77	181.60
	18.00000				317.54	348.51
Subtotal						
GLAXOSMITHKLINE PLC-ADR	2.00000	27.5637	07/09/08	11/26/12	41.90	55.13
CUSIP 37733W105	11.00000	27.5637	07/09/08	12/21/12	228.55	303.19
	5.00000	29.3305	08/18/08	12/21/12	103.90	146.66
	18.00000				374.35	504.98
Subtotal						
GOLDMAN SACHS GROUP INC	22.00000	58.7200	04/25/07	01/10/12	971.72	1,291.84
CUSIP 38141G104	8.00000	58.7200	04/25/07	02/17/12	358.85	469.76
	20.00000	33.5075	05/28/09	02/17/12	897.14	670.15
	10.00000	40.2000	09/20/10	02/17/12	448.58	402.00
	60.00000				2,676.29	2,833.75
Subtotal						
HANNOVER RUECKVERSICHER	1.00000	169.8240	09/09/09	11/26/12	120.46	169.82
ADR						
CUSIP 410693105	8.00000	15.0900	02/18/09	12/06/12	295.40	120.72
	23.00000	18.4679	05/28/09	12/06/12	849.29	424.77
	31.00000				1,144.69	545.49
Subtotal						
HOME DEPOT INC	10.00000	39.6750	04/25/07	01/04/12	427.59	396.75
CUSIP 437076102						
						30.84



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Realized Gain/Loss

LONG TERM GAINS OR LOSSES FOR NONCOVERED SECURITIES

Description	Share Quantity	Adjusted Price/ Original Price	Open Date/ Acquisition Date	Date of Sale or Exchange	Proceeds	Adjusted Cost/ Original Cost	Gain or Loss Amount
Subtotal	15.00000				749.80	595.13	154.67
HOSPITALITY PROPERTIES REIT TRUST COM SH BEN INT CUSIP 44106M102	5.00000	39.6750	04/25/07	11/26/12	322.21	198.38	123.83
Subtotal	7.00000	39.1369	09/10/07	04/04/12	187.81	273.94	-86.13
HUMANA INC CUSIP 444859102	8.00000	31.7699	05/23/08	06/21/12	190.62	254.16	-63.54
IMMUNOGEN INC CUSIP 45253H101	6.00000	13.7650	05/28/09	07/20/12	149.23	82.59	66.64
Subtotal	21.00000				527.66	610.69	-83.03
INTERDIGITAL INC CUSIP 45867G101	1.00000	55.4362	10/18/10	01/06/12	92.49	55.43	37.06
INTERNATIONAL BUSINESS MACHINE CORP CUSIP 459200101	8.00000	7.3859	10/14/10	11/26/12	94.08	59.09	34.99
Subtotal	22.00000	28.4494	04/27/10	05/03/12	578.90	625.87	-46.97
JOHNSON & JOHNSON CUSIP 478160104	1.00000	137.5624	10/05/10	09/28/12	208.25	137.56	70.69
JUNIPER NETWORK INC CUSIP 48203R104	2.00000	143.7800	11/22/10	09/28/12	416.52	287.56	128.96
Subtotal	3.00000				624.77	425.12	199.65
JOHNSON & JOHNSON CUSIP 478160104	3.00000	64.9479	09/20/07	11/26/12	207.10	194.85	12.25
JUNIPER NETWORK INC CUSIP 48203R104	2.00000	14.9171	02/19/09	11/26/12	33.63	29.83	3.80
Subtotal	2.00000	23.0027	05/06/09	11/26/12	33.63	46.01	-12.38
J2 GLOBAL INC CUSIP 48123V102	4.00000				67.26	75.84	-8.58
Subtotal	3.00000	19.8089	02/04/09	11/20/12	87.39	59.43	27.96

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Realized Gain/Loss

LONG TERM GAINS OR LOSSES FOR NONCOVERED SECURITIES

Description	Share Quantity	Adjusted Price/ Original Price	Open Date/ Acquisition Date	Continued Date of Sale or Exchange	Proceeds	Adjusted Cost/ Original Cost	Gain or Loss Amount
KANSAS CITY SOUTHERN NEW CUSIP 485170302	3.00000	46.0000	11/09/10	01/17/12	215.25	138.00	77.25
	4.00000	45.4369	11/09/10	01/18/12	289.36	181.75	107.61
	2.00000	45.6842	11/10/10	01/18/12	144.68	91.37	53.31
Subtotal	9.00000				649.29	411.12	238.17
KIMBERLY-CLARK CORP CUSIP 494368103	5.00000	61.4700	06/25/10	06/22/12	407.49	307.35	100.14
	1.00000	61.4700	06/25/10	09/12/12	82.45	61.47	20.98
	2.00000	61.9724	06/28/10	09/12/12	164.90	123.94	40.96
	3.00000	61.6262	11/22/10	09/12/12	247.35	184.88	62.47
Subtotal	11.00000				902.19	677.64	224.55
KONINKLIJKE AHOLD ADR CUSIP 500467402	4.00000	12.4434	10/12/09	08/22/12	51.60	49.78	1.82
LABORATORY CORP OF AMER HLDGS CUSIP 50540R409	3.00000	73.9797	09/08/10	01/17/12	264.60	221.94	42.66
	2.00000	73.9797	09/08/10	01/18/12	176.66	147.96	28.70
	2.00000	74.9660	09/14/10	01/18/12	176.67	149.93	26.74
	2.00000	74.9900	09/15/10	01/18/12	176.67	149.98	26.69
Subtotal	9.00000				794.60	669.81	124.79
LIBERTY INTERACTIVE RTS CORP-SUB RT EXP 10/09/12 PUR LIB VENTURES-SER A CUSIP 53071M112	1.00000	16.8666	04/25/07	09/14/12	13.38	15.46	-2.08
	0.27273	16.8666	04/25/07	09/19/12	3.24	4.21	-0.97
	0.72727	10.5363	03/14/08	09/19/12	8.66	7.02	1.64
Subtotal	2.00000				25.28	26.69	-1.41



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ADVISORS

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 C/O JOHN R WILBORN

Realized Gain/Loss

LONG TERM GAINS OR LOSSES FOR NONCOVERED SECURITIES

Description	Share Quantity	Adjusted Price/ Original Price	Open Date/ Acquisition Date	Date of Sale or Exchange	Proceeds	Adjusted Cost/ Original Cost	Gain or Loss Amount
<i>Continued</i>							
LIBERTY INTERACTIVE CORP VENTURES-SERIES A CUSIP 53071M880	0.31818	58.8822	04/25/07	08/15/12	13.76	18.73	-4.97
	0.18182	36.7831	03/14/08	08/15/12	7.87	6.69	1.18
	3.18182	58.8822	04/25/07	08/17/12	132.71	187.35	-54.64
	1.81818	36.7831	03/14/08	08/17/12	75.84	66.87	8.97
Subtotal	5.50000				230.18	279.64	-49.46
LIBERTY INTERACTIVE CORP CUSIP 53071M104	58.00000	22.2717	04/25/07	11/26/12	1,110.85	1,291.77	-180.92
LIBERTY MEDIA CORP LIBERTY CAPITAL-SERIES A CUSIP 530322106	16.00000	15.0000	06/24/08	11/26/12	1,736.33	240.00	1,496.33
MEADOWBROOK INS GROUP INC CUSIP 58319P108	80.00000	6.6275	07/06/09	10/19/12	484.51	530.20	-45.69
	69.00000	6.7394	07/07/09	10/19/12	417.89	465.02	-47.13
Subtotal	149.00000				902.40	995.22	-92.82
MEDNAX INC CUSIP 58502B106	4.00000	52.2571	09/18/09	11/20/12	304.51	209.03	95.48
MERCK & CO INC NEW CUSIP 58933Y105	9.00000	34.3591	07/01/10	11/28/12	398.72	309.23	89.49
METLIFE INC CUSIP 59156R108	7.00000	44.1268	12/13/10	04/02/12	264.77	308.88	-44.11
MICROSOFT CORP CUSIP 594918104	22.00000	29.8400	07/26/07	04/18/12	686.07	656.48	29.59
	18.00000	29.8400	07/26/07	05/29/12	533.13	537.12	-3.99
	7.00000	20.5860	05/28/09	05/29/12	207.34	144.11	63.23
	13.00000	20.5860	05/28/09	11/19/12	346.06	267.61	78.45

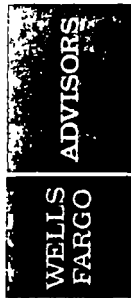
2012 SUMMARY AMENDMENT

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 RAYMOND AND IRENE WILBORN
 CHARITABLE FOUNDATION
 C/O JOHN R WILBORN

Realized Gain/Loss

LONG TERM GAINS OR LOSSES FOR NONCOVERED SECURITIES									
Description	Share Quantity	Adjusted Price/ Original Price	Open Date/ Acquisition Date	Date of Sale or Exchange	Continued	Proceeds	Adjusted Cost/ Original Cost	Gain or Loss Amount	
Subtotal	5.00000	28.6980	01/29/10	11/19/12		133.10	143.49	-10.39	
MITSUBISHI CORP ADR CUSIP 606769305	65.00000					1,905.70	1,748.81	156.89	
Subtotal	3.00000	43.3000	04/25/07	08/22/12		118.08	129.90	-11.82	
NATIONAL AUSTRALIA BANK LTD SPONSORED ADR NEW CUSIP 632525408	8.00000	11.4900	02/18/09	01/27/12		204.80	91.92	112.88	
	32.00000	17.1100	05/28/09	01/27/12		819.24	547.52	271.72	
	37.00000	17.1100	05/28/09	12/24/12		956.47	633.07	323.40	
Subtotal	77.00000					1,980.51	1,272.51	708.00	
NATIONAL OILWELL VARCO INC CUSIP 637071101	2.00000	44.4295	02/22/10	11/26/12		142.33	88.86	53.47	
Subtotal	15.00000	37.8982	05/04/09	02/17/12		847.96	568.46	279.50	
NOVARTIS AG SPON ADR CUSIP 66987V109	7.00000	39.5424	05/28/09	02/17/12		395.72	276.80	118.92	
Subtotal	22.00000					1,243.68	845.26	398.42	
OIL STATES INTL INC CUSIP 678026105	3.00000	44.2416	03/22/10	03/16/12		247.33	132.73	114.60	
	3.00000	44.2416	03/22/10	04/12/12		232.65	132.72	99.93	
	10.00000	44.2416	03/22/10	06/25/12		608.97	442.40	166.57	
	5.00000	63.0102	12/08/10	06/25/12		304.49	315.05	-10.56	
Subtotal	21.00000					1,393.44	1,022.90	370.54	
ORACLE CORPORATION CUSIP 68389X105	10.00000	28.7211	10/19/10	06/14/12		269.94	287.22	-17.28	
	1.00000	28.7211	10/19/10	11/26/12		30.79	28.73	2.06	





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Description	Share Quantity	Adjusted Price/ Original Price	Open Date/ Acquisition Date	Date of Sale or Exchange	Proceeds	Adjusted Cost/ Original Cost	Gain or Loss Amount
Subtotal	11.00000				300.73	315.95	-15.22
PALL CORP CUSIP 686429307	6.00000	41.4900	04/25/07	11/26/12	367.10	248.94	118.16
PARKER-HANNIFIN CORP CUSIP 701094104	2.00000	77.1704	10/25/10	01/13/12	164.38	154.34	10.04
	1.00000	77.1704	10/25/10	09/18/12	84.79	77.17	7.62
	1.00000	80.3634	11/22/10	09/18/12	84.80	80.37	4.43
	1.00000	80.3634	11/22/10	11/26/12	81.19	80.36	0.83
Subtotal	5.00000				415.16	392.24	22.92
PENTAIR INC CUSIP 709631105	0.13255	49.3444	07/18/07	10/01/12	5.66	4.85	0.81
	0.11696	26.9769	05/28/09	10/01/12	4.99	2.34	2.65
	0.10916	37.4360	09/29/10	10/01/12	4.66	3.03	1.63
	0.08577	37.3660	10/08/10	10/01/12	3.66	2.37	1.29
	0.07017	37.6740	10/14/10	10/01/12	2.99	1.96	1.03
Subtotal	0.51461				21.96	14.55	7.41
PFIZER INCORPORATED CUSIP 717081103	12.00000	15.9600	08/20/10	01/13/12	261.61	191.52	70.09
	24.00000	15.9600	08/20/10	06/22/12	546.74	383.04	163.70
	10.00000	15.9600	08/20/10	08/29/12	240.54	159.60	80.94
Subtotal	46.00000				1,048.89	734.16	314.73
PIONEER NAT RES CO CUSIP 723787107	3.00000	42.6830	12/01/09	02/07/12	318.58	128.05	190.53
	1.00000	42.6830	12/01/09	02/16/12	114.65	42.68	71.97
	2.00000	42.6830	12/01/09	06/01/12	181.92	85.36	96.56
	1.00000	42.6830	12/01/09	10/31/12	105.75	42.68	63.07

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Realized Gain/Loss

LONG TERM GAINS OR LOSSES FOR NONCOVERED SECURITIES									
Description	Share Quantity	Adjusted Price/ Original Price	Open Date/ Acquisition Date	Date of Sale or Exchange	Proceeds	Adjusted Cost/ Original Cost	Gain or Loss Amount		
Subtotal	7.00000				720.90	298.77	422.13		
PNC FINANCIAL SERVICES GROUP CUSIP 693475105									
	1.00000	67.9502	09/10/07	08/16/12	61.30	67.95	-6.65		
	6.00000	42.9955	05/28/09	08/16/12	367.80	257.98	109.82		
	6.00000	42.9955	05/28/09	09/17/12	395.61	257.97	137.64		
Subtotal	13.00000				824.71	583.90	240.81		
PRICELINE COM INC COM NEW CUSIP 741503403									
	1.00000	163.9500	09/18/09	03/30/12	725.76	163.95	561.81		
	1.00000	173.6050	10/27/09	04/16/12	705.03	173.61	531.42		
Subtotal	2.00000				1,430.79	337.56	1,093.23		
PROASSURANCE CORP CUSIP 74267C106									
	3.00000	50.3336	06/17/08	11/20/12	262.78	151.01	111.77		
PROCTER & GAMBLE CO CUSIP 742718109									
	10.00000	63.4500	04/25/07	05/09/12	638.10	634.50	3.60		
PROTECTIVE LIFE CORP CUSIP 743674103									
	1.00000	24.9200	11/09/10	11/26/12	26.43	24.92	1.51		
PRUDENTIAL FINANCIAL INC CUSIP 744320102									
	2.00000	57.8175	06/28/10	08/24/12	108.95	115.63	-6.68		
	5.00000	55.2078	11/12/10	08/24/12	272.40	276.04	-3.64		
Subtotal	7.00000				381.35	391.67	-10.32		
PRUDENTIAL PLC SPON ADR CUSIP 74435K204									
	36.00000	30.5099	04/25/07	12/05/12	1,052.75	1,098.35	-45.60		
QLOGIC CORP CUSIP 747277101									
	1.00000	11.6936	02/04/09	11/20/12	8.99	11.70	-2.71		
	45.00000	11.6936	02/04/09	11/29/12	424.91	526.19	-101.28		



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Realized Gain/Loss

LONG TERM GAINS OR LOSSES FOR NONCOVERED SECURITIES

Description	Share Quantity	Continued		Proceeds	Adjusted Cost/ Original Cost	Gain or Loss Amount
		Open Date/ Acquisition Date	Date of Sale or Exchange			
Subtotal	20.00000	05/28/09	11/29/12	188.86	265.80	-76.94
RED HAT INC CUSIP 756577102	66.00000			622.76	803.69	-180.93
Subtotal	3.00000	08/03/10	02/07/12	144.39	95.88	48.51
REXAM PLC-SPONSORED ADR CUSIP 761655406	5.00000	08/04/10	02/07/12	240.67	163.14	77.53
	5.00000	08/19/10	02/07/12	240.67	156.50	84.17
	3.00000	08/19/10	02/08/12	143.40	93.89	49.51
Subtotal	16.00000			769.13	509.41	259.72
Subtotal	11.00000	04/25/07	04/18/12	379.66	595.43	-215.77
ROCHE HOLDINGS LTD ADR CUSIP 771195104	9.00000	04/25/07	08/30/12	300.05	487.17	-187.12
	23.00000	05/28/09	08/30/12	766.81	569.01	197.80
	7.00000	05/28/09	09/18/12	240.11	173.17	66.94
Subtotal	19.00000	08/11/10	09/18/12	651.76	446.88	204.88
ROCKWELL AUTOMATION INC CUSIP 773903109	69.00000			2,338.39	2,271.66	66.73
Subtotal	29.00000	06/16/09	01/18/12	1,257.07	963.31	293.76
Subtotal	5.00000	02/11/10	08/07/12	352.24	252.06	100.18
ROLLS ROYCE HOLDING PLC SPONSORED ADR CUSIP 775781206	3.00000	02/26/10	08/07/12	211.35	161.13	50.22
	2.00000	02/26/10	08/17/12	147.40	107.41	39.99
	4.00000	03/24/10	08/17/12	294.81	225.56	69.25
Subtotal	1.00000	03/24/10	08/20/12	72.06	56.39	15.67
Subtotal	15.00000			1,077.86	802.55	275.31
Subtotal	20.00000	05/28/09	07/12/12	1,326.32	510.40	815.92

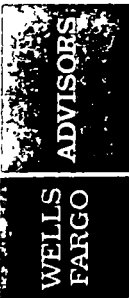
2012 SUMMARY AMENDMENT

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 RAYMOND AND IRENE WILBORN
 CHARITABLE FOUNDATION
 C/O JOHN R WILBORN

Realized Gain/Loss

LONG TERM GAINS OR LOSSES FOR NONCOVERED SECURITIES						
Description	Share Quantity	Adjusted Price/ Original Price	Open Date/ Acquisition Date	Date of Sale or Exchange	Proceeds	Adjusted Cost/ Original Cost
						Gain or Loss Amount
Subtotal	18.00000	25.5200	05/28/09	07/13/12	1,223.00	459.36
ROYAL DUTCH SHELL PLC	38.00000				2,549.32	969.76
ADR B						763.64
CUSIP 780259107	14.00000	52.4363	05/14/10	01/12/12	1,015.58	734.11
SALESFORCE.COM	1.00000	84.8809	07/01/10	02/16/12	129.79	84.88
CUSIP 79466L302	2.00000	84.8809	07/01/10	02/23/12	259.13	169.76
Subtotal	3.00000				388.92	254.64
SALLY BEAUTY CO INC						134.28
CUSIP 79546E104	21.00000	7.6293	10/16/09	03/06/12	507.76	160.22
	14.00000	7.6293	10/16/09	05/24/12	371.64	106.81
	60.00000	7.6293	10/16/09	06/25/12	1,593.00	457.73
Subtotal	95.00000				2,472.40	724.76
SANDISK CORPORATION						1,747.64
CUSIP 80004C101	8.00000	44.0700	04/25/07	03/07/12	388.77	352.56
	9.00000	44.0700	04/25/07	05/23/12	291.72	396.63
Subtotal	17.00000				680.49	749.19
SANMINA CORP COM						36.21
CUSIP 801056102	13.00000	10.9023	09/15/10	11/20/12	117.53	141.73
SCHLUMBERGER LTD						-24.20
CUSIP 806857108	1.00000	57.8753	06/10/10	11/26/12	70.21	57.88
SCHWAB CHARLES CORP NEW						12.33
CUSIP 808513105	19.00000	12.9997	02/19/09	09/13/12	271.12	247.00
	36.00000	12.9997	02/19/09	09/26/12	457.87	467.98
	1.00000	15.3137	11/10/10	09/26/12	12.72	15.32
Subtotal	56.00000				741.71	730.30
						11.41
						24.12
						-10.11
						-2.60
						11.41





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Realized Gain/Loss

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Description	Share Quantity	Adjusted Price/ Original Price	Open Date/ Acquisition Date	Date of Sale or Exchange	Proceeds	Adjusted Cost/ Original Cost	Gain or Loss Amount
<i>Continued</i>							
SEAGATE TECHNOLOGY PLC CUSIP G7945M107	23.00000	13.6000	08/27/09	11/26/12	626.67	312.80	313.87
	41.00000	15.4411	09/16/09	11/26/12	1,117.12	633.09	484.03
	4.00000	16.8484	11/13/09	11/26/12	108.99	67.40	41.59
Subtotal	68.00000				1,852.78	1,013.29	839.49
SMITH & NEPHEW PLC ADR CUSIP 83175M205	8.00000	46.4805	12/02/10	02/21/12	392.94	371.84	21.10
	5.00000	46.7704	12/06/10	02/21/12	245.59	233.85	11.74
	6.00000	47.8677	12/07/10	02/21/12	294.72	287.21	7.51
Subtotal	19.00000				933.25	892.90	40.35
STANCORP FINANCIAL GROUP CUSIP 852891100	2.00000	41.8718	10/16/09	11/20/12	65.36	83.75	-18.39
TELENOR ASA-ADS CUSIP 87944W105	4.00000	24.0900	05/28/09	04/18/12	211.44	96.36	115.08
	11.00000	24.0900	05/28/09	06/25/12	509.56	264.99	244.57
Subtotal	15.00000				721.00	361.35	359.65
TEXAS INSTRUMENTS INC CUSIP 882508104	20.00000	33.7376	08/21/07	06/05/12	544.47	674.75	-130.28
	11.00000	33.7376	08/21/07	06/22/12	309.26	371.11	-61.85
Subtotal	31.00000				853.73	1,045.86	-192.13
TIBCO SOFTWARE INC CUSIP 88632Q103	17.00000	6.3800	05/28/09	05/03/12	572.09	108.46	463.63
	6.00000	6.3800	05/28/09	06/05/12	156.10	38.28	117.82
	7.00000	6.3800	05/28/09	06/21/12	181.20	44.66	136.54
	4.00000	6.3800	05/28/09	08/09/12	113.64	25.52	88.12
	10.00000	17.7383	10/21/10	08/09/12	284.11	177.38	106.73
	10.00000	18.4659	10/22/10	08/09/12	284.11	184.66	99.45

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Realized Gain/Loss

LONG TERM GAINS OR LOSSES FOR NONCOVERED SECURITIES

Description	Share Quantity	Adjusted Price/ Original Price	Open Date/ Acquisition Date	Date of Sale or Exchange	Proceeds	Adjusted Cost/ Original Cost	Gain or Loss Amount
<i>Continued</i>							
TIME WARNER CABLE CUSIP 88732J207	9.00000	19.4194	10/25/10	08/09/12	255.70	174.77	80.93
	9.00000	19.0487	10/26/10	08/09/12	255.70	171.44	84.26
	10.00000	19.0970	10/27/10	08/09/12	284.12	190.97	93.15
	3.00000	19.0970	10/27/10	09/20/12	91.26	57.29	33.97
Subtotal	85.00000				2,478.03	1,173.43	1,304.60
TRANSIGM GROUP INC CUSIP 893641100	13.00000	51.0892	05/11/10	06/22/12	1,015.48	684.15	351.33
TRW AUTOMOTIVE HOLDINGS CORP CUSIP 87264S106	1.00000	69.4140	12/06/10	01/17/12	97.80	69.41	28.39
	1.00000	70.0812	12/07/10	01/17/12	97.81	70.08	27.73
	1.00000	70.0812	12/07/10	01/18/12	98.00	70.08	27.92
	1.00000	70.2739	12/08/10	01/18/12	98.00	70.27	27.73
	2.00000	70.5839	12/09/10	01/18/12	196.01	141.17	54.84
	1.00000	69.9888	12/10/10	05/04/12	127.38	69.99	57.39
	1.00000	70.5633	12/13/10	10/31/12	135.67	70.57	65.10
	1.00000	70.5633	12/13/10	11/01/12	137.01	70.56	66.45
	1.00000	70.8374	12/14/10	11/12/12	135.53	70.84	64.69
	10.00000				1,123.21	702.97	420.24
TUPPERWARE CORP CUSIP 899896104	9.00000	48.1884	11/18/10	02/14/12	374.71	433.70	-58.99
	3.00000	48.1884	11/18/10	09/12/12	139.59	144.56	-4.97
	12.00000				514.30	578.26	-63.96
Subtotal	2.00000	37.2759	06/17/08	11/20/12	128.04	74.55	53.49



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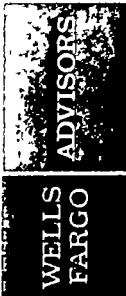
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Realized Gain/Loss

LONG TERM GAINS OR LOSSES FOR NONCOVERED SECURITIES

Description	Share Quantity	Adjusted Price/ Original Price	Open Date/ Acquisition Date	Date of Sale or Exchange	Proceeds	Adjusted Cost/ Original Cost	Gain or Loss Amount
US TREASURY	25.00000				1,398.85	648.89	749.96
NOTES							
CPN 3.500% DUE 05/15/20							
DTD 05/15/10 FC 11/15/10							
CUSIP 912828ND8	6,000.00000	100.8871	02/03/11	03/06/12	6,886.15	6,053.23	832.92
US TREASURY WI							
NOTES							
CPN 2.250% DUE 05/31/14							
DTD 05/31/09 FC 11/30/09							
CUSIP 912828KV1	18,000.00000	105.0940	09/23/11	12/11/12	18,529.38	18,916.94	-387.56
US TREASURY NOTES							
CPN 2.500% DUE 03/31/13							
DTD 03/31/08 FC 09/30/08							
CUSIP 912828HV5	10,000.00000	103.7151	03/23/11	06/25/12	10,174.97	10,371.51	-196.54
VEECO INSTRUMENTS INC							
DEL							
CUSIP 922417100	33.00000	43.7175	11/04/10	04/17/12	937.65	1,442.68	-505.03
VIOPHARMA INC							
CUSIP 928241108	27.00000	13.3551	08/16/10	01/24/12	791.40	360.59	430.81
	62.00000	13.3551	08/16/10	05/03/12	1,245.55	828.01	417.54
Subtotal	89.00000				2,036.95	1,188.60	848.35
VISA INC CLASS A							
CUSIP 92826C839	4.00000	72.1328	06/29/10	11/26/12	587.93	288.53	299.40
WAL-MART STORES INC							
CUSIP 931142103	4.00000	53.2500	02/18/10	03/27/12	244.76	213.00	31.76
	5.00000	55.5599	03/26/10	03/27/12	305.97	277.80	28.17
	2.00000	55.5599	03/26/10	06/22/12	135.03	111.12	23.91
Subtotal	11.00000				685.76	601.92	83.84





2012 SUMMARY AMENDMENT

Account Number: 7737-9138
RAYMOND AND IRENE WILBORN
CHARITABLE FOUNDATION
C/O JOHN R WILBORN

Realized Gain/Loss

LONG TERM GAINS OR LOSSES FOR NONCOVERED SECURITIES

Description	Share Quantity	Adjusted Price/ Original Price	Open Date/ Acquisition Date	Continued Date of Sale or Exchange	Proceeds	Adjusted Cost/ Original Cost	Gain or Loss Amount
WARNER CHILCOTT PLC CL A							
CUSIP 994368100	4.00000	25.1799	03/25/10	04/30/12	87.80	100.72	-12.92
	5.00000	24.5095	05/07/10	04/30/12	109.75	122.55	-12.80
	22.00000	23.7800	06/25/10	04/30/12	482.95	523.16	-40.21
Subtotal	31.00000				680.50	746.43	-65.93
WHIRLPOOL CORP							
CUSIP 963320106	1.00000	95.4465	06/28/10	01/06/12	49.49	95.44	-45.95
	2.00000	91.2450	06/29/10	01/06/12	98.98	182.49	-83.51
	4.00000	89.3918	07/07/10	01/06/12	197.97	357.57	-159.60
	2.00000	76.4640	11/22/10	01/06/12	98.98	152.93	-53.95
	2.00000	81.6740	12/06/10	01/06/12	98.99	163.35	-64.36
Subtotal	11.00000				544.41	951.78	-407.37
WORLD ACCEP CORP S C NEW							
CUSIP 981419104	1.00000	40.4727	01/21/10	11/29/12	73.35	40.48	32.87
WYNDHAM WORLDWIDE CORP							
CUSIP 98310W108	4.00000	21.9323	05/20/10	02/14/12	175.58	87.73	87.85
	3.00000	21.9323	05/20/10	05/17/12	144.91	65.80	79.11
	1.00000	21.9323	05/20/10	11/26/12	49.18	21.93	27.25
Subtotal	8.00000				369.67	175.46	194.21
XILINX INC							
CUSIP 983919101	10.00000	28.6999	12/10/10	03/08/12	363.37	287.00	76.37
XL GROUP PLC SHS							
CUSIP G98290102	8.00000	18.3200	12/03/09	02/13/12	151.39	146.56	4.83
	24.00000	17.3900	06/25/10	02/13/12	454.18	417.36	36.82
	14.00000	17.3900	06/25/10	02/29/12	290.38	243.46	46.92
Subtotal	46.00000				895.95	807.38	88.57

2012 SUMMARY AMENDMENT

65,674

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Account Number: 7737-9138
RAYMOND AND IRENE WILBORN
CHARITABLE FOUNDATION
C/O JOHN R WILBORN

Realized Gain/Loss

LONG TERM GAINS OR LOSSES FOR NONCOVERED SECURITIES									
Description	Share Quantity	Adjusted Price/ Original Price	Open Date/ Acquisition Date	Date of Sale or Exchange	Proceeds	Adjusted Cost/ Original Cost	Gain or Loss Amount		
XSTRATA PLC-ADR									
CUSIP 98418K105	263.00000	3.9000	04/16/10	10/04/12	790.34	1,025.70			-235.36
	132.00000	3.5600	04/27/10	10/04/12	396.68	469.92			-73.24
	48.00000	3.5600	04/27/10	10/05/12	145.64	170.88			-25.24
	155.00000	3.2780	05/13/10	10/05/12	470.33	508.09			-37.76
Subtotal	598.00000				1,802.99	2,174.59			-371.60
ZURICH INSURANCE GROUP									
ADR									
CUSIP 989825104	7.00000	29.6500	04/25/07	08/22/12	168.36	207.55			-39.19
TOTAL LONG TERM GAINS OR LOSSES FOR NONCOVERED SECURITIES					\$222,052.26	\$198,086.91			\$23,965.35
						\$138,599.41			



WELLS
FARGO

ADVISORS

2012 SUMMARY AMENDMENT

65,513

Page 1 of 162

Your Financial Advisor :
JEROME LYNCH
101 S 5TH STREET STE 3800
LOUISVILLE KY 40202
(502) 561-5000



001145 CGKM117
RAYMOND AND IRENE WILBORN
CHARITABLE FOUNDATION
C/O JOHN R WILBORN
2102 ASHCRAFT LANE
LOUISVILLE KY 40242-3304



AMENDMENT TO SUMMARY FORM

This package may contain amendments to your 2012 Year-End Summary, and is provided as a courtesy to you for informational purposes only. This information is not reported to the IRS.

Please retain other statement information from original tax package.

Any changes are usually caused by dividend reclassification information received since your original form, or previously amended form, was printed.

Corrections are marked with an "X" for your convenience. Certain conditions may result in updates not being marked. If there is nothing marked on this Amendment, please compare this form to your original to determine the change(s).

RAYMOND AND IRENE WILBORN CHARITABLE
FOUNDATION C/O JOHN WILBORN, TRUSTEE

31-1560453

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
CITY OF LAGRANGE PARK BOARD 307 W. JEFFERSON ST LAGRANGE, KY 40031	NONE	GOVNT UNIT	SKATE PARK/PLAYGROUND EQUIPMENT	275,000.
COAL RIVER MOUNTAIN WATCH P.O. BOX 651 WHITESVILLE, WV 25209	NONE	501-C-3	DONATION	250.
COMMUNITY FARM ALLIANCE 614 SHELBY STREET FRANKFORT, KY 40601	NONE	501-C-3	DONATION	250.
SHELBY COUNTY PARKS & REC. 717 BURKS BRANC ROAD SHELBYVILLE, KY 40065	NONE	501-C-3	DONATION	250.
EAGLE CREEK GOLF COURSE 28200 S. HIGHWAY 53 LAGRANGE, KY 40031	NONE	GOVNT UNIT	REFURBISH MUNICIPAL GOLF COURSE	8,500.
THE HEALING PLACE 1020 W. MARKET STREET LOUISVILLE, KY 40202	NONE	501-C-3	DONATION	1,000.
FAMILY SCHOLAR HOUSE 403 REG SMITH CIRCLE LOUISVILLE, KY 40208	NONE	501-C-3	DONATION	750.
GALLIEAN HOME MINITRIES P.O. BOX 880 LIBERTY, KY 42539	NONE	501-C-3	DONATION	1,000.
FELLOWSHIP OF RECONCILIATION P.O. BOX 271 NYACK, NY 10960	NONE	501-C-3	DONATION	500.
GOOD SHEPHERD CHURCH	NONE	501-C-3	DONATION	1,000.
Total from continuation sheets				321,500.

RAYMOND AND IRENE WILBORN CHARITABLE
FOUNDATION C/O JOHN WILBORN, TRUSTEE

31-1560453

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
KENTUCKY COALITION	NONE	501-C-3	DONATION	500.
KENTUCKY YOUTH ADVOCATES 11001 BLUEGRASS PARKWAY, SUITE 100 LOUISVILLE, KY 40299	NONE	501-C-3	DONATION	500.
LAGRANGE ELEMENTARY SCHOOL 500 W. JEFFERSON ST. LAGRANGE, MT 40031	NONE	501-C-3	DONATION	2,500.
THE CENTER FOR COURAGEOUS KIDS 1501 BURNLEY ROAD SCOTTSVILLE, KY 42164	NONE	501-C-3	DONATION	1,000.
MADRE 121 WEST 27TH STREET, ROOM 301 NEW YORK, NY 10001	NONE	501-C-3	DONATION	1,000.
MIDDLE EAST CHILDREN'S ALLIANCE 1101 EIGHTH STREET, SUITE 100 BERKLEY, CA 94710	NONE	501-C-3	DONATION	1,000.
MUD CREEK COMMUNITY RESOURCES	NONE	501-C-3	DONATION	1,000.
OHIO VALLEY ENVIRONMENTAL COALITION P.O. BOX 6753 HUNTINGTON, WV 25773	NONE	501-C-3	DONATION	500.
OLDHAM COUNTY FFA	NONE	501-C-3	DONATION	1,000.
OLDHAM COUNTY HISTORICAL SOCIETY 106 N. SECOND AVENUE LAGRANGE, KY 40031	NONE	501-C-3	DONATION	2,250.
Total from continuation sheets				

RAYMOND AND IRENE WILBORN CHARITABLE
FOUNDATION C/O JOHN WILBORN, TRUSTEE

31-1560453

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
ONEIDA BAPTIST INSTITUTE P.O. BOX 67 ONEIDA, KY 40972	NONE	501-C-3	DONATION	1,000.
OLDHAM COUNTY PROJECT GRADUATION	NONE	501-C-3	DONATION	2,500.
THE AFGHAN WOMEN'S MISSION P.O. BOX 40846 PASADENA, CA 91114	NONE	501-C-3	DONATION	750.
THE KENTUCKY RESOURCES COUNCIL P.O. BOX 1070 FRANKFORT, KY 40602	NONE	501-C-3	DONATION	500.
INDIAN SUMMER CAMP P.O. BOX 24337 LOUISVILLE, KY 40224	NONE	501-C-3	DONATION	4,500.
THE UNIVERSITY OF LOUISVILLE - BRADEN INSTITUTE GRAWEMEYER HALL LOUISVILLE, KY 40292	NONE	501-C-3	DONATION	500.
UNITED MOUNTAIN DEFENSE P.O. BOX 20636 KNOXVILLE, TN 37920	NONE	501-C-3	DONATION	250.
OPERATION PARENT, INC. 13029 MIDDLETOWN INDUSTRIAL BLVD LOUISVILLE, KY 40223	NONE	501-C-3	DONATION	500.
YMCA OF GREATER LOUISVILLE 545 S SECOND STREET LOUISVILLE, KY 40202	NONE	501-C-3	DONATION	3,800.
LAGRANGE DOWNTOWN DEVELOPMENT	NONE	501-C-3	DONATION	2,000.
Total from continuation sheets				

RAYMOND AND IRENE WILBORN CHARITABLE
FOUNDATION C/O JOHN WILBORN, TRUSTEE

31-1560453

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
PRICHARD COMMITTEE FOR ACEDAMIC EXCELLENCE 271 W. SHORT STREET LEXINGTON, KY 40507	NONE	501-C-3	DONATION	500.
KENTUCKY GOVERNOR'S SCHOLARS PROGRAM 1024 CAPITAL CENTER DRIVE FRANKFORT, KY 40601	NONE	501-C-3	DONATION	500.
OLDHAM COUNTY TEACHERS' ASSOC.	NONE	501-C-3	DONATION	1,500.
WEST END SCHOOL 3628 VIRGINIA AVENUE LOUISVILLE, KY 40211	NONE	501-C-3	DONATION	500.
BUCKNER ALTERNATIVE HIGH SCHOOL 1350 NORTH HWY 393 LAGRANGE, KY 40031	NONE	501-C-3	DONATION	750.
TRENT DIGIURO FOUNDATION 1510 GOSHEN LANE GOSHEN, KY 40026	NONE	501-C-3	DONATION	500.
GHEENS SCIENCE HALL UNIVERSITY OF LOUISVILLE LOUISVILLE, KY 40292	NONE	501-C-3	DONATION	1,000.
HOPE HEALTH CLINIC 1025 SANIBEL WAY LAGRANGE, KY 40031	NONE	501-C-3	DONATION	200.
Total from continuation sheets				

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

<u>SOURCE</u>	<u>AMOUNT</u>
BANK OF OLDHAM	15.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	15.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

<u>SOURCE</u>	<u>GROSS AMOUNT</u>	<u>CAPITAL GAINS DIVIDENDS</u>	<u>COLUMN (A) AMOUNT</u>
WACHOVIA #6384-6097 - DIVIDENDS	30,060.	0.	30,060.
WACHOVIA #6384-6097 - INTEREST	4.	0.	4.
WACHOVIA #7737-9138 - ACCRUED INTEREST PAID/RECEIVABLE	-464.	0.	-464.
WACHOVIA #7737-9138 - DIVIDENDS	17,640.	1,739.	15,901.
WACHOVIA #7737-9138 - INTEREST	10,380.	0.	10,380.
TOTAL TO FM 990-PF, PART I, LN 4	57,620.	1,739.	55,881.

FORM 990-PF OTHER INCOME STATEMENT 3

<u>DESCRIPTION</u>	<u>(A) REVENUE PER BOOKS</u>	<u>(B) NET INVEST- MENT INCOME</u>	<u>(C) ADJUSTED NET INCOME</u>
NON DIVIDEND DISTRIBUTIONS	280.	280.	
MISCELLANEOUS	77.	77.	
TOTAL TO FORM 990-PF, PART I, LINE 11	357.	357.	

FORM 990-PF	ACCOUNTING FEES			STATEMENT	4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
PROFESSIONAL FEES	1,985.	0.		0.	
TO FORM 990-PF, PG 1, LN 16B	1,985.	0.		0.	

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
BROKERAGE FEES	13,746.	13,746.		0.	
TO FORM 990-PF, PG 1, LN 16C	13,746.	13,746.		0.	

FORM 990-PF	TAXES			STATEMENT	6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
FOREIGN TAXES	454.	454.		0.	
EXISCE TAX	2,786.	0.		0.	
TO FORM 990-PF, PG 1, LN 18	3,240.	454.		0.	

FORM 990-PF	OTHER EXPENSES			STATEMENT	7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
MISCELLANEOUS	278.	0.		0.	
TO FORM 990-PF, PG 1, LN 23	278.	0.		0.	

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS			STATEMENT	8
DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE	
WACHOVIA - GOVERNMENT BONDS	X		177,527.	183,982.	
TOTAL U.S. GOVERNMENT OBLIGATIONS			177,527.	183,982.	
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS					
TOTAL TO FORM 990-PF, PART II, LINE 10A			177,527.	183,982.	

FORM 990-PF	CORPORATE STOCK	STATEMENT	9
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE	
BROWN FOREMAN	103,200.	379,500.	
US BANCORP	15,000.	15,000.	
UNITED CITIZENS	4,000.	4,000.	
WACHOVIA - STOCKS & OPTIONS	521,339.	610,068.	
TOTAL TO FORM 990-PF, PART II, LINE 10B	643,539.	1,008,568.	

FORM 990-PF	CORPORATE BONDS	STATEMENT	10
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE	
WACHOVIA - CORPORATE BONDS	75,143.	85,376.	
TOTAL TO FORM 990-PF, PART II, LINE 10C	75,143.	85,376.	

FORM 990-PF	OTHER INVESTMENTS	STATEMENT 11
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
OCEDA - BADGETT OPTION	COST	140,000.	140,000.
WACHOVIA - MUTUAL FUNDS	COST	55,912.	62,407.
TOTAL TO FORM 990-PF, PART II, LINE 13		195,912.	202,407.

FORM 990-PF	OTHER ASSETS	STATEMENT 12
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DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
DIVIDENDS RECEIVABLE	129.	122.	122.
TO FORM 990-PF, PART II, LINE 15	129.	122.	122.

FORM 990-PF

PART VIII - LIST OF OFFICERS, DIRECTORS
TRUSTEES AND FOUNDATION MANAGERS

STATEMENT 13

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
JOHN R. WILBORN 2102 ASHCRAFT LANE LOUISVILLE, KY 40242	TRUSTEE 1.00	5,000.	0.	0.
CLARENCE CRAIGMYLE 2401 S. HWY 53 LAGRANGE, KY 40031	ADVISORY BOARD MEMBER 1.00	0.	0.	0.
BLAKE HASELTON 2644 SHEFFIELD COURT LAGRANGE, KY 40031	ADVISORY BOARD MEMBER 1.00	0.	0.	0.
TOM TEMPLE, SR. 3605 W. HWY 22 CRESTWOOD, KY 40014	ADVISORY BOARD MEMBER 1.00	0.	0.	0.
ELSIE CARTER 410 WEST MAIN STREET LAGRANGE, KY 40031	ADVISORY BOARD MEMBER 1.00	0.	0.	0.
EARL HEDGESPEETH 2607 ABBEYDALE CT LAGRANGE, KY 40031	ADVISORY BOARD MEMBER 1.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		5,000.	0.	0.

**Application for Extension of Time To File an
Exempt Organization Return**

OMB No. 1545-1709

► **File a separate application for each return.**

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box ☐
- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form).

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.

Electronic filing (e-file). You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit www.irs.gov/efile and click on *e-file for Charities & Nonprofits*.

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension—check this box and complete Part I only ☐

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

Enter filer's identifying number, see instructions

Type or print File by the due date for filing your return. See instructions.	Name of exempt organization or other filer, see instructions. RAYMOND AND IRENE WILBORN CHARITABLE FDN.	Employer identification number (EIN) or 31-1560453
	Number, street, and room or suite no. If a P.O. box, see instructions. C/O J. WILBORN 2102 ASHCRAFT LANE	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. LOUISVILLE, KY 40242	

Enter the Return code for the return that this application is for (file a separate application for each return) ☐ 0 ☐ 4

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

- The books are in the care of ► **JOHN WILBORN**

Telephone No. ► _____ FAX No. ► _____

- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____. If this is for the whole group, check this box ☐. If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for.

- 1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until **8-15-** 20 **13**, to file the exempt organization return for the organization named above. The extension is for the organization's return for:
- ☒ calendar year 20 **12** or

► ☐ tax year beginning _____, 20 _____, and ending _____, 20 _____.

- 2 If the tax year entered in line 1 is for less than 12 months, check reason: ☐ Initial return ☐ Final return
☐ Change in accounting period

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	\$
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	\$ -0-

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.