Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

OMB No 1545-0052

2012

Open to Public Inspection

For calendar year 2012 or tax year beginning , 2012, and ending , 20

Name of foundation: SHINNICK, WILLIAM M TRUST UA R57970007

A Employer identification number: 31-6024875

Number and street (or P O box number if mail is not delivered to street address): 10 S DEARBORN IL1-0117

Room/suite:

B Telephone number (see instructions): 866- 888-5157

City or town, state, and ZIP code: CHICAGO, IL 60603

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 [X] Address change [ ] Name change

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

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

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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶ $ 10,606,180.

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

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

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Part I **Analysis of Revenue and Expenses** *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions).)*	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue				
1 Contributions, gifts, grants, etc., received (attach schedule)				
2 Check ▶ [X] if the foundation is **not** required to attach Sch B				
3 Interest on savings and temporary cash investments				
4 Dividends and interest from securities	176,712.	175,794.		
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	205,896.			
b Gross sales price for all assets on line 6a 5,172,050.				
7 Capital gain net income (from Part IV, line 2)		205,896.		
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) (attach schedule)				
11 Other income (attach schedule)	-6,797.	-1,092.		STMT 1
12 **Total.** Add lines 1 through 11	375,811.	380,598.		
Operating and Administrative Expenses				
13 Compensation of officers, directors, trustees, etc	23,991.	17,993.		5,998.
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees (attach schedule)				
b Accounting fees (attach schedule) STMT 2	825.	413.	NONE	413.
c Other professional fees (attach schedule)				
17 Interest				
18 Taxes (attach schedule) (see instructions) STMT 3	15,146.	1,561.		
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule) STMT 4	202.	2.		200.
24 **Total operating and administrative expenses.** Add lines 13 through 23	40,164.	19,969.	NONE	6,611.
25 Contributions, gifts, grants paid	514,610.			514,610.
26 **Total expenses and disbursements** Add lines 24 and 25	554,774.	19,969.	NONE	521,221.
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	-178,963.			
b **Net investment income** (if negative, enter -0-)		360,629.		
c **Adjusted net income** (if negative, enter -0-)				

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

			Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing	10,423.		
	2	Savings and temporary cash investments	436,678.	614,452.	614,452.
	3	Accounts receivable ▶			
		Less: allowance for doubtful accounts ▶			
	4	Pledges receivable ▶			
		Less: allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶			
		Less: allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10 a	Investments - U S and state government obligations (attach schedule)			
	b	Investments - corporate stock (attach schedule)	7,158,972.	7,270,968.	8,066,103.
	c	Investments - corporate bonds (attach schedule)	2,305,480.	1,879,746.	1,925,625.
	11	Investments - land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	12	Investments - mortgage loans			
	13	Investments - other (attach schedule)			
	14	Land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	15	Other assets (describe ▶)			
	16	**Total assets** (to be completed by all filers - see the instructions Also, see page 1, item I)	9,911,553.	9,765,166.	10,606,180.
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities** (add lines 17 through 22)		NONE	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ ☒			
	27	Capital stock, trust principal, or current funds	9,911,553.	9,765,166.	
	28	Paid-in or capital surplus, or land, bldg, and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	**Total net assets or fund balances** (see instructions)	9,911,553.	9,765,166.	
	31	**Total liabilities and net assets/fund balances** (see instructions)	9,911,553.	9,765,166.	

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	9,911,553.
2	Enter amount from Part I, line 27a	2	-178,963.
3	Other increases not included in line 2 (itemize) ▶ PRIOR PERIOD ADJUSTMENT	3	32,576.
4	Add lines 1, 2, and 3	4	9,765,166.
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	9,765,166.

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	PUBLICLY TRADED SECURITIES			
b				
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	5,172,009.		4,966,154.	205,855.
b				
c				
d				
e				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a				205,855.
b				
c				
d				
e				

2 Capital gain net income or (net capital loss)	If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7	2	205,896.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6). If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8		3	

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	505,750.	10,602,818.	0.047700
2010	460,683.	10,173,743.	0.045282
2009	535,402.	9,194,592.	0.058230
2008	615,456.	10,800,140.	0.056986
2007	554,753.	12,672,761.	0.043775

2 **Total** of line 1, column (d)	2	0.251973
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.050395
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	10,337,959.
5 Multiply line 4 by line 3	5	520,981.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	3,606.
7 Add lines 5 and 6	7	524,587.
8 Enter qualifying distributions from Part XII, line 4	8	521,221.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 . . . Date of ruling or determination letter ________________ (attach copy of letter if necessary - see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b	1	7,213.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	
3	Add lines 1 and 2	3	7,213.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	NONE
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-	5	7,213.
6	Credits/Payments:		
a	2012 estimated tax payments and 2011 overpayment credited to 2012 — 6a: 8,480.		
b	Exempt foreign organizations - tax withheld at source — 6b: NONE		
c	Tax paid with application for extension of time to file (Form 8868) — 6c: 9,000.		
d	Backup withholding erroneously withheld — 6d:		
7	Total credits and payments. Add lines 6a through 6d	7	17,480.
8	Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	10,267.
11	Enter the amount of line 10 to be: **Credited to 2013 estimated tax** ▶ 7,216. **Refunded** ▶	11	3,051.

Part VII-A Statements Regarding Activities

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

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

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

Website address ▶ N/A

14 The books are in care of ▶ JPMORGAN CHASE BANK NA Telephone no ▶ (866)888-5157

Located at ▶ 10 S DEARBORN ST;MC:IL1-0117, CHICAGO, IL ZIP+4 ▶ 60603

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

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

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

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

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

			Yes	No
1a	During the year did the foundation (either directly or indirectly):			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ 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)?	1b		X
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?	1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? ☐ Yes ☒ No If "Yes," list the years ▶ ____, ____, ____, ____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions)	2b		X
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)*	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?	4b		X

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

		Yes	No
5a	During the year did the foundation pay or incur any amount to:		
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? . . . . . . ☐ Yes ☒ No		
	(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? . . . . . . ☐ Yes ☒ No		
	(3) Provide a grant to an individual for travel, study, or other similar purposes? . . . . . . ☐ Yes ☒ No		
	(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) . . . . . . ☐ Yes ☒ No		
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? . . . . . . ☐ Yes ☒ No		
b	If any answer is "Yes" to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? **5b**		
	Organizations relying on a current notice regarding disaster assistance check here . . . . . . ▶ ☐		
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? . . . . . . ☐ Yes ☐ No		
	If "Yes," attach the statement required by Regulations section 53.4945-5(d).		
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? . . . . . . ☐ Yes ☒ No		
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b**		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? **7b**		

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
JPMORGAN CHASE BANK NA 10 S DEARBORN ST;MC:IL1-0117, CHICAGO, IL 60603	TRUSTEE 2	23,991.	-0-	-0-

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

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

Total number of other employees paid over $50,000 . . . . . . ▶ NONE

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

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE."

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		NONE
Total number of others receiving over $50,000 for professional services ▶		NONE

Part IX-A **Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 NONE	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	
2	
All other program-related investments See instructions 3 NONE	
Total. Add lines 1 through 3 ▶	

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	10,069,879.
b	Average of monthly cash balances	1b	425,511.
c	Fair market value of all other assets (see instructions)	1c	NONE
d	**Total** (add lines 1a, b, and c)	1d	10,495,390.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	10,495,390.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	157,431.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	10,337,959.
6	**Minimum investment return.** Enter 5% of line 5	6	516,898.

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	516,898.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	7,213.		
b	Income tax for 2012. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	7,213.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	509,685.
4	Recoveries of amounts treated as qualifying distributions			4	NONE
5	Add lines 3 and 4			5	509,685.
6	Deduction from distributable amount (see instructions)			6	NONE
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1			7	509,685.

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	521,221.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	**Qualifying distributions** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	521,221.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	N/A
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	521,221.

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2011	(c) 2011	(d) 2012
1 Distributable amount for 2012 from Part XI, line 7				509,685.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			514,610.	
b Total for prior years 20____,20____,20____		NONE		
3 Excess distributions carryover, if any, to 2012:				
a From 2007 ... NONE				
b From 2008 ... NONE				
c From 2009 ... NONE				
d From 2010 ... NONE				
e From 2011 ... NONE				
f **Total** of lines 3a through e	NONE			
4 Qualifying distributions for 2012 from Part XII, line 4: ▶ $ 521,221.				
a Applied to 2011, but not more than line 2a			514,610.	
b Applied to undistributed income of prior years (Election required - see instructions)		NONE		
c Treated as distributions out of corpus (Election required - see instructions)	NONE			
d Applied to 2012 distributable amount				6,611.
e Remaining amount distributed out of corpus	NONE			
5 Excess distributions carryover applied to 2012 *(If an amount appears in column (d), the same amount must be shown in column (a).)*	NONE			NONE
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e. Subtract line 5	NONE			
b Prior years' undistributed income Subtract line 4b from line 2b		NONE		
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		NONE		
d Subtract line 6c from line 6b Taxable amount - see instructions		NONE		
e Undistributed income for 2011 Subtract line 4a from line 2a. Taxable amount - see instructions				
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013				503,074.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	NONE			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)	NONE			
9 **Excess distributions carryover to 2013.** Subtract lines 7 and 8 from line 6a	NONE			
10 Analysis of line 9				
a Excess from 2008 ... NONE				
b Excess from 2009 ... NONE				
c Excess from 2010 ... NONE				
d Excess from 2011 ... NONE				
e Excess from 2012 ... NONE				

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9) NOT APPLICABLE

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

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

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

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

1 **Information Regarding Foundation Managers:**

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

N/A

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

N/A

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

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

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

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
GENESIS HEALTHCARE FDN 1135 MAPLE AVE ZANESVILLE OH 43701-3030	NONE	PUBLIC	GENERAL	102,922.
ZANESVILLE WELFARE ASSN 18 BEAUMONT ST ZANESVILLE OH 43701	NONE	PUBLIC	GENERAL	102,922.
ZANESVILLE DAY NURSERY 505 LINDEN AVE ZANESVILLE OH 43701-3352	NONE	PUBLIC	GENERAL	102,922.
HELEN PURCELL HOME 1854 NORWOOD BLVD ZANESVILLE OH 43701-2337	NONE	PUBLIC	GENERAL	102,922.
WILLIAM SHINNICK EDUCATIONAL FUND 601 UNDERWOOD STREET ZANESVILLE OH 43701-107	NONE	PUBLIC	GENERAL	102,922.
Total ▶ 3a				514,610.
b *Approved for future payment*				
Total ▶ 3b				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income (See instructions)
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	176,712.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	205,896.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b DEFERRED INCOME			14	-6,797.	
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)				375,811.	

13 **Total.** Add line 12, columns (b), (d), and (e) . . . 13 375,811.

(See worksheet in line 13 instructions to verify calculations)

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

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

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

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

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

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements

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

b If "Yes," complete the following schedule

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

Sign Here

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

Anthony Ward — 10/01/2013 —

Signature of officer or trustee | Date | Title

May the IRS discuss this return with the preparer shown below (see instructions)? ☐ Yes ☐ No

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
Firm's name ▶			Firm's EIN ▶	
Firm's address ▶			Phone no	

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
DEFERRED INCOME	-6,797.	
POWERSHARES K-1		-1,092.
TOTALS	-6,797.	-1,092.

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
TAX PREPARATION FEE (NON-ALLOC	825.	413.		413.
TOTALS	825.	413.	NONE	413.

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN TAXES	57.	57.
FEDERAL TAX PAYMENT - PRIOR YE	5,105.	
FEDERAL ESTIMATES - INCOME	8,480.	
FOREIGN TAXES ON QUALIFIED FOR	1,234.	1,234.
FOREIGN TAXES ON NONQUALIFIED	270.	270.
TOTALS	15,146.	1,561.

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
OH ATTORNEY GENERAL FILING FEE	200.		200.
MISC INVESTMENT FEE	2.	2.	
TOTALS	202.	2.	200.

990PF, PART VII-A LINE 8b - EXPLANATION OF NON-FILING WITH A.G. STMT.
==

OH AG FILING IS ONLINE AND A COPY OF FORM 990PF IS NOT REQUIRED.

SCHEDULE D (Form 1041)

Department of the Treasury
Internal Revenue Service

Capital Gains and Losses

▶ Attach to Form 1041, Form 5227, or Form 990-T.
▶ Information about Schedule D (Form 1041) and its separate instructions is at *www.irs.gov/form1041*

OMB No 1545-0092

2012

Name of estate or trust: SHINNICK, WILLIAM M TRUST UA R57970007

Employer identification number: 31-6024875

Note: *Form 5227 filers need to complete only Parts I and II*

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

	(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
1a						

b	Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b	1b	-21,025.
2	Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824	2	
3	Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts	3	
4	Short-term capital loss carryover. Enter the amount, if any, from line 9 of the 2011 Capital Loss Carryover Worksheet	4	( )
5	**Net short-term gain or (loss).** Combine lines 1a through 4 in column (f). Enter here and on line 13, column (3) on the back ▶	5	-21,025.

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

	(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
6a	LONG-TERM CAPITAL GAIN DIVIDENDS					36,152.

b	Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b	6b	190,769.
7	Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824	7	
8	Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts	8	
9	Capital gain distributions	9	
10	Gain from Form 4797, Part I	10	
11	Long-term capital loss carryover. Enter the amount, if any, from line 14 of the 2011 Capital Loss Carryover Worksheet	11	( )
12	**Net long-term gain or (loss).** Combine lines 6a through 11 in column (f) Enter here and on line 14a, column (3) on the back ▶	12	226,921.

Part III **Summary of Parts I and II**
Caution: *Read the instructions* ***before*** *completing this part.*

			(1) Beneficiaries' (see instr.)	(2) Estate's or trust's	(3) Total
13	**Net short-term gain or (loss)**	13			-21,025.
14	**Net long-term gain or (loss):**				
a	Total for year	14a			226,921.
b	Unrecaptured section 1250 gain (see line 18 of the wrksht.)	14b			
c	28% rate gain	14c			43,122.
15	**Total net gain or (loss).** Combine lines 13 and 14a ▶	15			205,896.

Note: *If line 15, column (3), is a net gain, enter the gain on Form 1041, line 4 (or Form 990-T, Part I, line 4a). If lines 14a and 15, column (2), are net gains, go to Part V, and* ***do not*** *complete Part IV. If line 15, column (3), is a net loss, complete Part IV and the* ***Capital Loss Carryover Worksheet,*** *as necessary*

Part IV **Capital Loss Limitation**

16 Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the **smaller** of:
a The loss on line 15, column (3) **or** b $3,000 . . . 16 ( )

Note: *If the loss on line 15, column (3), is more than $3,000,* ***or*** *if Form 1041, page 1, line 22 (or Form 990-T, line 34), is a loss, complete the* ***Capital Loss Carryover Worksheet*** *in the instructions to figure your capital loss carryover*

Part V **Tax Computation Using Maximum Capital Gains Rates**

Form 1041 filers. Complete this part **only** if both lines 14a and 15 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), **and** Form 1041, line 22, is more than zero.

Caution: *Skip this part and complete the* ***Schedule D Tax Worksheet*** *in the instructions if:*

- *Either line 14b, col. (2) or line 14c, col. (2) is more than zero, or*
- *Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero.*

Form 990-T trusts. Complete this part **only** if both lines 14a and 15 are gains, or qualified dividends are included in income in Part I of Form 990-T, **and** Form 990-T, line 34, is more than zero. Skip this part and complete the **Schedule D Tax Worksheet** in the instructions if either line 14b, col. (2) or line 14c, col. (2) is more than zero.

17	Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34)			17			
18	Enter the **smaller** of line 14a or 15 in column (2) but not less than zero	18					
19	Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T)	19					
20	Add lines 18 and 19	20					
21	If the estate or trust is filing Form 4952, enter the amount from line 4g; otherwise, enter -0- ▶	21					
22	Subtract line 21 from line 20. If zero or less, enter -0-			22			
23	Subtract line 22 from line 17. If zero or less, enter -0-			23			
24	Enter the **smaller** of the amount on line 17 or $2,400			24			
25	Is the amount on line 23 equal to or more than the amount on line 24? ☐ **Yes.** Skip lines 25 and 26; go to line 27 and check the "No" box ☐ **No.** Enter the amount from line 23			25			
26	Subtract line 25 from line 24			26			
27	Are the amounts on lines 22 and 26 the same? ☐ **Yes.** Skip lines 27 thru 30, go to line 31 ☐ **No.** Enter the smaller of line 17 or line 22			27			
28	Enter the amount from line 26 (If line 26 is blank, enter -0-)			28			
29	Subtract line 28 from line 27			29			
30	Multiply line 29 by 15% (.15)					30	
31	Figure the tax on the amount on line 23. Use the 2012 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)					31	
32	Add lines 30 and 31					32	
33	Figure the tax on the amount on line 17 Use the 2012 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)					33	
34	**Tax on all taxable income.** Enter the **smaller** of line 32 or line 33 here and on Form 1041, Schedule G, line 1a (or Form 990-T, line 36)					34	

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SCHEDULE D-1 (Form 1041)

Department of the Treasury
Internal Revenue Service

Continuation Sheet for Schedule D (Form 1041)

▶ Attach to Schedule D to list additional transactions for lines 1a and 6a.
▶ Information about Schedule D (Form 1041) and its separate instructions is at www.irs.gov/form1041

OMB No 1545-0092

2012

Name of estate or trust: SHINNICK, WILLIAM M TRUST UA R57970007

Employer identification number: 31-6024875

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example: 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a 100. WPX ENERGY INC	VAR	01/04/2012	1,800.00	1,673.00	127.00
21. WPX ENERGY INC	VAR	01/04/2012	372.00	334.00	38.00
115. BROADCOM CORP CL A	06/14/2011	01/06/2012	3,370.00	3,822.00	-452.00
77. CONOCOPHILLIPS	VAR	01/19/2012	5,486.00	5,134.00	352.00
150. JOHNSON & JOHNSON	VAR	01/19/2012	9,743.00	9,113.00	630.00
100. GLOBAL PMTS INC	02/04/2011	01/20/2012	4,809.00	4,860.00	-51.00
125. JOHNSON & JOHNSON	04/26/2011	01/26/2012	8,211.00	8,134.00	77.00
100. COCA-COLA CO	11/02/2011	02/01/2012	6,796.00	6,779.00	17.00
30. COCA-COLA CO	11/08/2011	02/03/2012	2,045.00	2,052.00	-7.00
13135.882 JOHN HANCOCK II-	VAR	02/07/2012	137,664.00	144,514.00	-6,850.00
69. MONSANTO CO NEW	VAR	02/07/2012	5,523.00	4,774.00	749.00
100. BAKER HUGHES INC	11/08/2011	02/10/2012	4,822.00	5,933.00	-1,111.00
100. DARDEN RESTAURANTS IN	10/05/2011	02/21/2012	5,096.00	4,235.00	861.00
22. DOMINION RES INC VA NE	10/14/2011	02/21/2012	1,103.00	1,109.00	-6.00
108. DOMINION RES INC VA N	10/14/2011	02/21/2012	5,419.00	5,443.00	-24.00
13. MICROS SYS INC	10/24/2011	02/21/2012	667.00	648.00	19.00
6. MICROS SYS INC	10/24/2011	02/22/2012	305.00	299.00	6.00
22. MICROS SYS INC	10/24/2011	02/22/2012	1,125.00	1,097.00	28.00
10900.026 JPMORGAN TR I MK SEL	02/07/2012	02/23/2012	160,775.00	160,121.00	654.00
10. MICROS SYS INC	10/24/2011	02/23/2012	514.00	499.00	15.00
9. MICROS SYS INC	10/24/2011	02/23/2012	461.00	449.00	12.00
11. CARNIVAL CORPORATION	08/09/2011	02/28/2012	330.00	334.00	-4.00
31. CARNIVAL CORPORATION	08/09/2011	02/28/2012	924.00	940.00	-16.00
11. CARNIVAL CORPORATION	08/09/2011	02/28/2012	330.00	334.00	-4.00

1b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 1b . . . .

SCHEDULE D-1 (Form 1041)

Department of the Treasury Internal Revenue Service

Continuation Sheet for Schedule D (Form 1041)

▶ Attach to Schedule D to list additional transactions for lines 1a and 6a.

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OMB No 1545-0092

2012

Name of estate or trust: SHINNICK, WILLIAM M TRUST UA R57970007

Employer identification number 31-6024875

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a 19. CARNIVAL CORPORATION	08/09/2011	02/28/2012	567.00	576.00	-9.00
63. CARNIVAL CORPORATION	VAR	02/29/2012	1,903.00	1,895.00	8.00
3238.205 JPMORGAN INTERNAT CURRENCY	05/11/2011	03/01/2012	36,138.00	37,563.00	-1,425.00
84. SOUTHWESTERN ENERGY CO	08/16/2011	03/05/2012	2,734.00	3,315.00	-581.00
140. NEXTERA ENERGY INC	VAR	03/16/2012	8,412.00	8,020.00	392.00
2. TARGET CORP	06/14/2011	03/20/2012	116.00	95.00	21.00
74. TARGET CORP	06/14/2011	03/20/2012	4,294.00	3,498.00	796.00
47. TARGET CORP	VAR	03/21/2012	2,731.00	2,223.00	508.00
16. TARGET CORP	06/14/2011	03/21/2012	923.00	757.00	166.00
9. TARGET CORP	VAR	03/21/2012	520.00	424.00	96.00
22. TARGET CORP	08/09/2011	03/22/2012	1,268.00	1,037.00	231.00
1. CAMPBELL SOUP CO	07/12/2011	04/12/2012	33.00	35.00	-2.00
49. CAMPBELL SOUP CO	07/12/2011	04/13/2012	1,621.00	1,704.00	-83.00
110. XILINX INC	11/01/2011	04/18/2012	3,881.00	3,627.00	254.00
306. TEXAS INSTRS INC	VAR	05/07/2012	9,405.00	10,125.00	-720.00
2437.942 JPMORGAN ASIA EQU	VAR	05/14/2012	71,480.00	73,690.00	-2,210.00
65. AMERIPRISE FINANCIAL I	02/03/2012	06/01/2012	2,992.00	3,464.00	-472.00
27. AMERIPRISE FINANCIAL I	02/03/2012	06/04/2012	1,231.00	1,439.00	-208.00
28. AMERIPRISE FINANCIAL I	VAR	06/04/2012	1,282.00	1,512.00	-230.00
3626.841 JPM EX-G4 CURR ST	03/01/2012	06/07/2012	35,362.00	37,356.00	-1,994.00
18135.91 JPMORGAN INTERNAT CURRENCY	12/27/2011	06/07/2012	195,505.00	196,412.00	-907.00
4512.59 MANNING & NAPIER F	10/24/2011	06/13/2012	78,925.00	83,167.00	-4,242.00
530. GENERAL ELEC CO	09/16/2011	06/15/2012	10,497.00	8,621.00	1,876.00
3. WILLIAMS COS INC	07/15/2011	06/29/2012	86.00	74.00	12.00

1b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 1b . . . .

SCHEDULE D-1 (Form 1041)

Department of the Treasury Internal Revenue Service

Continuation Sheet for Schedule D (Form 1041)

▶ Attach to Schedule D to list additional transactions for lines 1a and 6a.

▶ Information about Schedule D (Form 1041) and its separate instructions is at www.irs.gov/form1041

OMB No 1545-0092

2012

Name of estate or trust: SHINNICK, WILLIAM M TRUST UA R57970007

Employer identification number: 31-6024875

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a 6. WILLIAMS COS INC	07/15/2011	06/29/2012	171.00	147.00	24.00
3. WILLIAMS COS INC	07/15/2011	06/29/2012	86.00	74.00	12.00
9. WILLIAMS COS INC	07/15/2011	06/29/2012	258.00	221.00	37.00
3. WILLIAMS COS INC	07/15/2011	06/29/2012	86.00	74.00	12.00
43. EQT CORPORATION	VAR	07/02/2012	2,308.00	2,257.00	51.00
14. EQT CORPORATION	02/22/2012	07/03/2012	763.00	732.00	31.00
20. EQT CORPORATION	VAR	07/03/2012	1,091.00	1,046.00	45.00
8. EQT CORPORATION	03/05/2012	07/03/2012	438.00	420.00	18.00
5. EQT CORPORATION	VAR	07/05/2012	274.00	262.00	12.00
12. EQT CORPORATION	03/05/2012	07/05/2012	659.00	625.00	34.00
10. EQT CORPORATION	03/05/2012	07/06/2012	540.00	521.00	19.00
110. CVS CORP	VAR	07/09/2012	5,188.00	4,568.00	620.00
78. MARRIOTT INTL INC NEW	01/26/2012	07/11/2012	2,959.00	2,721.00	238.00
26. CAMERON INTERNATIONAL	02/10/2012	07/18/2012	1,170.00	1,477.00	-307.00
24. CAMERON INTERNATIONAL	02/10/2012	07/18/2012	1,073.00	1,364.00	-291.00
5684.326 MANNING & NAPIER	10/24/2011	07/19/2012	103,853.00	104,762.00	-909.00
108. JOHNSON & JOHNSON	VAR	07/27/2012	7,480.00	7,332.00	148.00
3. AUTOZONE INC	08/18/2011	08/03/2012	1,103.00	859.00	244.00
44. MARRIOTT INTL INC NEW	01/26/2012	08/13/2012	1,622.00	1,535.00	87.00
124. MARRIOTT INTL INC NEW	VAR	08/14/2012	4,580.00	4,378.00	202.00
211. WALGREEN CO	VAR	09/07/2012	7,358.00	6,295.00	1,063.00
21693. ISHARES INC MSCI JA	03/08/2012	09/14/2012	203,947.00	215,004.00	-11,057.00
80. CBS CORP	10/06/2011	09/26/2012	2,852.00	1,725.00	1,127.00
2.476 ADT CORPORATION	06/15/2012	10/05/2012	93.00	22.00	71.00

1b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 1b . . . .

SCHEDULE D-1 (Form 1041)

Department of the Treasury Internal Revenue Service

Continuation Sheet for Schedule D (Form 1041)

▶ Attach to Schedule D to list additional transactions for lines 1a and 6a.
▶ Information about Schedule D (Form 1041) and its separate instructions is at *www.irs.gov/form1041*

OMB No 1545-0092

2012

Name of estate or trust: SHINNICK, WILLIAM M TRUST UA R57970007

Employer identification number: 31-6024875

Part I **Short-Term Capital Gains and Losses - Assets Held One Year or Less**

	(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a	10. MARATHON PETROLEUM COR	07/18/2012	10/16/2012	552.00	468.00	84.00
	12. MARATHON PETROLEUM COR	07/18/2012	10/16/2012	661.00	562.00	99.00
	3. MARATHON PETROLEUM CORP	07/18/2012	10/16/2012	165.00	140.00	25.00
	12. MARATHON PETROLEUM COR	07/18/2012	10/16/2012	663.00	562.00	101.00
	57. MARATHON PETROLEUM COR	VAR	10/16/2012	3,121.00	2,671.00	450.00
	30. MARATHON PETROLEUM COR	VAR	10/17/2012	1,669.00	1,410.00	259.00
	44. MARATHON PETROLEUM COR	VAR	10/17/2012	2,449.00	2,078.00	371.00
	1. MARATHON PETROLEUM CORP	07/31/2012	10/17/2012	55.00	48.00	7.00
	5. MARATHON PETROLEUM CORP	07/31/2012	10/17/2012	280.00	239.00	41.00
	13. MARATHON PETROLEUM COR	VAR	10/17/2012	717.00	621.00	96.00
	19. ABBOTT LABS	VAR	10/18/2012	1,253.00	1,140.00	113.00
	76. ABBOTT LABS	VAR	10/18/2012	4,973.00	4,673.00	300.00
	13. ABBOTT LABS	04/27/2012	10/18/2012	852.00	807.00	45.00
	79. ABBOTT LABS	VAR	10/18/2012	5,187.00	5,304.00	-117.00
	5. CAPITAL ONE FINL CORP	12/05/2011	10/23/2012	298.00	235.00	63.00
	12. CAPITAL ONE FINL CORP	12/05/2011	10/23/2012	709.00	564.00	145.00
	9. CAPITAL ONE FINL CORP	12/05/2011	10/23/2012	536.00	423.00	113.00
	1. CAPITAL ONE FINL CORP	12/05/2011	10/23/2012	59.00	47.00	12.00
	58. CAPITAL ONE FINL CORP	12/05/2011	10/23/2012	3,449.00	2,724.00	725.00
	10. CAPITAL ONE FINL CORP	12/05/2011	10/23/2012	600.00	470.00	130.00
	2. CAPITAL ONE FINL CORP	12/05/2011	10/23/2012	120.00	94.00	26.00
	4. CAPITAL ONE FINL CORP	12/05/2011	10/23/2012	240.00	188.00	52.00
	1. CAPITAL ONE FINL CORP	12/05/2011	10/23/2012	60.00	47.00	13.00
	18. CAPITAL ONE FINL CORP	12/05/2011	10/24/2012	1,083.00	846.00	237.00

1b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 1b . . . .

SCHEDULE D-1 (Form 1041)

Department of the Treasury
Internal Revenue Service

Continuation Sheet for Schedule D (Form 1041)

▶ Attach to Schedule D to list additional transactions for lines 1a and 6a.
▶ Information about Schedule D (Form 1041) and its separate instructions is at *www.irs.gov/form1041*

OMB No 1545-0092

2012

Name of estate or trust: SHINNICK, WILLIAM M TRUST UA R57970007

Employer identification number: 31-6024875

Part I **Short-Term Capital Gains and Losses - Assets Held One Year or Less**

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a 163. ALTERA CORP	VAR	10/26/2012	4,945.00	6,171.00	-1,226.00
16. LAM RESEARCH CORPORATI	01/06/2012	11/16/2012	548.00	600.00	-52.00
41. LAM RESEARCH CORPORATI	VAR	11/19/2012	1,423.00	1,523.00	-100.00
37. LAM RESEARCH CORPORATI	07/06/2012	11/19/2012	1,281.00	1,307.00	-26.00
20. LAM RESEARCH CORPORATI	07/06/2012	11/20/2012	684.00	706.00	-22.00
18. CSX CORP	05/24/2012	12/04/2012	352.00	384.00	-32.00
79. CSX CORP	VAR	12/04/2012	1,551.00	1,684.00	-133.00
29. CSX CORP	05/25/2012	12/05/2012	575.00	617.00	-42.00
11. FREEPORT-MCMORAN COPPE B	01/19/2012	12/05/2012	361.00	492.00	-131.00
17. FREEPORT-MCMORAN COPPE B	01/19/2012	12/05/2012	559.00	760.00	-201.00
1. CARNIVAL CORPORATION	09/07/2012	12/12/2012	38.00	37.00	1.00
14. CARNIVAL CORPORATION	09/07/2012	12/12/2012	532.00	517.00	15.00
1. CARNIVAL CORPORATION	09/07/2012	12/12/2012	38.00	37.00	1.00
1. CARNIVAL CORPORATION	09/07/2012	12/12/2012	38.00	37.00	1.00
12. CARNIVAL CORPORATION	09/07/2012	12/13/2012	454.00	443.00	11.00
102. ALTERA CORP	VAR	12/14/2012	3,355.00	3,905.00	-550.00
69. ALTERA CORP	04/18/2012	12/14/2012	2,283.00	2,640.00	-357.00
7. CARNIVAL CORPORATION	09/07/2012	12/14/2012	265.00	259.00	6.00
7. CARNIVAL CORPORATION	09/07/2012	12/17/2012	266.00	259.00	7.00
9. CARNIVAL CORPORATION	09/07/2012	12/17/2012	347.00	333.00	14.00
21. CARNIVAL CORPORATION	VAR	12/17/2012	800.00	775.00	25.00
24. CARNIVAL CORPORATION	09/10/2012	12/17/2012	924.00	883.00	41.00
9. INTERCONTINENTAL EXCHAN	01/23/2012	12/17/2012	1,149.00	1,067.00	82.00
46. CARNIVAL CORPORATION	09/10/2012	12/18/2012	1,790.00	1,693.00	97.00

1b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 1b . . . .

SCHEDULE D-1 (Form 1041)

Department of the Treasury Internal Revenue Service

Continuation Sheet for Schedule D (Form 1041)

▶ Attach to Schedule D to list additional transactions for lines 1a and 6a.
▶ Information about Schedule D (Form 1041) and its separate instructions is at www.irs.gov/form1041

OMB No 1545-0092

2012

Name of estate or trust: SHINNICK, WILLIAM M TRUST UA R57970007

Employer identification number: 31-6024875

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a 12. CARNIVAL CORPORATION	VAR	12/18/2012	470.00	442.00	28.00
11. CARNIVAL CORPORATION	09/26/2012	12/18/2012	430.00	406.00	24.00
56. CARNIVAL CORPORATION	VAR	12/18/2012	2,197.00	2,065.00	132.00
11. INTERCONTINENTAL EXCHA	01/23/2012	12/18/2012	1,408.00	1,304.00	104.00

1b Total. Combine the amounts in column (f) Enter here and on Schedule D, line 1b . . . . -21,025.00

Name of estate or trust as shown on Form 1041 Do not enter name and employer identification number if shown on the other side	Employer identification number
SHINNICK, WILLIAM M TRUST UA R57970007	31-6024875

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 195. ABBOTT LABS	VAR	01/09/2012	10,854.00	9,437.00	1,417.00
. WPX ENERGY INC		01/12/2012	11.00		11.00
170. CONOCOPHILLIPS	VAR	01/19/2012	12,112.00	8,265.00	3,847.00
40. OCCIDENTAL PETE CORP	VAR	02/01/2012	3,969.00	2,102.00	1,867.00
364. ISHARES TR S & P MIDC FD	09/11/2009	02/07/2012	35,318.00	24,835.00	10,483.00
13117.72 JPMORGAN INTERNAT CURRENCY	04/23/2010	02/07/2012	146,787.00	142,983.00	3,804.00
2821. THORNBURG VALUE FUND	04/23/2010	02/07/2012	94,588.00	96,563.00	-1,975.00
60. NORFOLK SOUTHN CORP	VAR	02/08/2012	4,344.00	3,137.00	1,207.00
110000. CS BREN EAFE 2/15/	01/28/2011	02/15/2012	105,138.00	108,900.00	-3,762.00
5818.751 HIGHBRIDGE DYNAMI COMMODITIES	06/24/2010	02/24/2012	107,763.00	82,684.00	25,079.00
17. CARNIVAL CORPORATION	01/08/2010	02/28/2012	510.00	561.00	-51.00
102. CARNIVAL CORPORATION	VAR	02/28/2012	3,054.00	3,891.00	-837.00
11. CARNIVAL CORPORATION	04/07/2010	02/28/2012	330.00	428.00	-98.00
6424.357 JPMORGAN INTERNAT CURRENCY	04/23/2010	03/01/2012	71,696.00	70,025.00	1,671.00
16617.423 JPMORGAN STRATEG OPPTYS FUND SEL	08/12/2009	03/07/2012	191,433.00	187,112.00	4,321.00
110000. SG BREN EAFE 3/7/1	02/18/2011	03/07/2012	103,860.00	108,900.00	-5,040.00
6036.588 HIGHBRIDGE DYNAMI COMMODITIES	06/24/2010	03/20/2012	109,383.00	85,780.00	23,603.00
14. NORFOLK SOUTHN CORP	08/02/2007	03/20/2012	942.00	760.00	182.00
38. NORFOLK SOUTHN CORP	VAR	03/20/2012	2,547.00	1,886.00	661.00
30. AMAZON COM INC	VAR	04/09/2012	5,764.00	2,714.00	3,050.00
200. CAMPBELL SOUP CO	VAR	04/12/2012	6,623.00	7,203.00	-580.00
5. MERCK & CO INC	09/14/2009	04/13/2012	190.00	164.00	26.00
7. MERCK & CO INC	09/14/2009	04/13/2012	265.00	230.00	35.00
6. MERCK & CO INC	09/14/2009	04/13/2012	228.00	197.00	31.00
3. MERCK & CO INC	09/14/2009	04/13/2012	114.00	99.00	15.00

6b Total. Combine the amounts in column (f) Enter here and on Schedule D, line 6b . . . .

Name of estate or trust as shown on Form 1041 Do not enter name and employer identification number if shown on the other side: SHINNICK, WILLIAM M TRUST UA R57970007

Employer identification number: 31-6024875

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 10. MERCK & CO INC	09/14/2009	04/13/2012	379.00	329.00	50.00
95. XILINX INC	12/22/2010	04/13/2012	3,363.00	2,689.00	674.00
3. MERCK & CO INC	09/14/2009	04/16/2012	114.00	99.00	15.00
5. MERCK & CO INC	09/14/2009	04/16/2012	190.00	164.00	26.00
8. MERCK & CO INC	09/14/2009	04/16/2012	304.00	263.00	41.00
1. MERCK & CO INC	09/14/2009	04/16/2012	38.00	33.00	5.00
19. MERCK & CO INC	09/14/2009	04/16/2012	721.00	625.00	96.00
6. MERCK & CO INC	09/14/2009	04/16/2012	228.00	197.00	31.00
15. MERCK & CO INC	09/14/2009	04/16/2012	570.00	493.00	77.00
2. MERCK & CO INC	09/14/2009	04/16/2012	76.00	66.00	10.00
6. MERCK & CO INC	09/14/2009	04/16/2012	228.00	197.00	31.00
12. MERCK & CO INC	09/14/2009	04/16/2012	456.00	395.00	61.00
52. XILINX INC	VAR	04/16/2012	1,834.00	1,567.00	267.00
14. MERCK & CO INC	09/14/2009	04/17/2012	533.00	461.00	72.00
4. MERCK & CO INC	09/14/2009	04/17/2012	152.00	132.00	20.00
36. MERCK & CO INC	09/14/2009	04/17/2012	1,376.00	1,184.00	192.00
6. MERCK & CO INC	09/14/2009	04/17/2012	229.00	197.00	32.00
21. XILINX INC	03/16/2011	04/17/2012	749.00	674.00	75.00
. TIME WARNER INC		04/18/2012	31.00		31.00
54. XILINX INC	03/16/2011	04/18/2012	1,905.00	1,733.00	172.00
2219.256 HIGHBRIDGE DYNAMI COMMODITIES	06/24/2010	04/20/2012	39,658.00	31,536.00	8,122.00
185. JUNIPER NETWORKS INC	VAR	04/23/2012	3,745.00	3,363.00	382.00
11. MERCK & CO INC	09/14/2009	04/23/2012	421.00	362.00	59.00
2. MERCK & CO INC	09/14/2009	04/23/2012	76.00	66.00	10.00
65. DEVON ENERGY CORP NEW	11/04/2010	04/24/2012	4,342.00	4,532.00	-190.00

6b Total. Combine the amounts in column (f) Enter here and on Schedule D, line 6b . . . .

Name of estate or trust as shown on Form 1041 Do not enter name and employer identification number if shown on the other side: SHINNICK, WILLIAM M TRUST UA R57970007

Employer identification number: 31-6024875

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 11. MERCK & CO INC	09/14/2009	04/24/2012	421.00	362.00	59.00
1. MERCK & CO INC	09/14/2009	04/24/2012	38.00	33.00	5.00
22. MERCK & CO INC	09/14/2009	04/25/2012	842.00	724.00	118.00
1. MERCK & CO INC	09/14/2009	04/26/2012	38.00	33.00	5.00
4. MERCK & CO INC	09/14/2009	04/26/2012	153.00	132.00	21.00
18. MERCK & CO INC	09/14/2009	04/26/2012	691.00	592.00	99.00
15. MERCK & CO INC	09/14/2009	04/27/2012	580.00	493.00	87.00
21. MERCK & CO INC	09/14/2009	04/27/2012	807.00	691.00	116.00
1118.993 JPMORGAN ASIA EQU	04/30/2007	05/14/2012	32,809.00	38,087.00	-5,278.00
. QWEST COMMUNICATIONS INT		05/15/2012	13.00		13.00
14480.108 PAYDEN HIGH INCO	08/12/2009	05/23/2012	101,650.00	96,293.00	5,357.00
2727. POWERSHARES DB COMMO TRACKING FUND	03/10/2010	05/23/2012	70,714.00	76,492.00	-5,778.00
38. NORFOLK SOUTHN CORP	08/10/2007	05/24/2012	2,558.00	1,881.00	677.00
1147. POWERSHARES DB COMMO TRACKING FUND	03/10/2010	05/24/2012	29,764.00	32,172.00	-2,408.00
9. NORFOLK SOUTHN CORP	08/10/2007	05/25/2012	605.00	446.00	159.00
13. NORFOLK SOUTHN CORP	08/10/2007	05/25/2012	870.00	644.00	226.00
6. NORFOLK SOUTHN CORP	VAR	05/25/2012	400.00	302.00	98.00
2. NORFOLK SOUTHN CORP	01/28/2008	05/25/2012	133.00	102.00	31.00
3. NORFOLK SOUTHN CORP	01/28/2008	05/25/2012	200.00	154.00	46.00
6. NORFOLK SOUTHN CORP	01/28/2008	05/25/2012	398.00	307.00	91.00
53. NORFOLK SOUTHN CORP	VAR	05/29/2012	3,541.00	2,582.00	959.00
18. NORFOLK SOUTHN CORP	VAR	05/29/2012	1,210.00	744.00	466.00
33. NORFOLK SOUTHN CORP	01/15/2009	05/30/2012	2,161.00	1,307.00	854.00
10. NORFOLK SOUTHN CORP	VAR	05/30/2012	655.00	418.00	237.00
28. NORFOLK SOUTHN CORP	08/12/2009	05/31/2012	1,830.00	1,316.00	514.00

6b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 6b . . . .

Name of estate or trust as shown on Form 1041 Do not enter name and employer identification number if shown on the other side: SHINNICK, WILLIAM M TRUST UA R57970007

Employer identification number: 31-6024875

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 19. NORFOLK SOUTHN CORP	08/12/2009	05/31/2012	1,247.00	893.00	354.00
104. US BANCORP DEL NEW	12/20/2007	06/05/2012	3,029.00	3,287.00	-258.00
35. US BANCORP DEL NEW	VAR	06/05/2012	1,023.00	884.00	139.00
101. US BANCORP DEL NEW	04/02/2009	06/05/2012	2,947.00	1,589.00	1,358.00
59. US BANCORP DEL NEW	VAR	06/05/2012	1,723.00	1,241.00	482.00
13. US BANCORP DEL NEW	08/12/2009	06/05/2012	380.00	288.00	92.00
13. US BANCORP DEL NEW	08/12/2009	06/05/2012	379.00	288.00	91.00
6636.235 JPMORGAN INTERNAT CURRENCY	05/11/2011	06/07/2012	71,539.00	76,980.00	-5,441.00
. GLOBAL CROSSING LTD		06/07/2012	12.00		12.00
4737.27 ARTISAN INTL VALUE	01/31/2011	06/13/2012	119,474.00	129,233.00	-9,759.00
19211.576 JPM TR I INFL MA FD - SEL	05/25/2011	06/13/2012	205,564.00	202,874.00	2,690.00
3390.314 JPMORGAN GROWTH A FUND	01/21/2011	06/13/2012	31,733.00	30,174.00	1,559.00
2751.748 JPMORGAN LARGE CA FUND	01/10/2011	06/13/2012	63,318.00	58,282.00	5,036.00
4814. POWERSHARES DB COMMO TRACKING FUND	03/10/2010	06/13/2012	118,764.00	129,550.00	-10,786.00
10698.136 THORNBURG VALUE	VAR	06/13/2012	306,395.00	334,333.00	-27,938.00
9. NIKE INC	01/07/2008	06/15/2012	908.00	556.00	352.00
23. NIKE INC	01/07/2008	06/15/2012	2,330.00	1,421.00	909.00
14. NIKE INC	01/07/2008	06/15/2012	1,404.00	865.00	539.00
5. NIKE INC	VAR	06/18/2012	504.00	303.00	201.00
37. EXXON MOBIL CORP	01/07/2010	06/21/2012	3,050.00	2,580.00	470.00
59. PROCTER & GAMBLE CO	07/25/2005	06/21/2012	3,534.00	3,247.00	287.00
78. CVS CORP	VAR	06/22/2012	3,565.00	2,338.00	1,227.00
17. CVS CORP	07/28/2010	06/22/2012	778.00	542.00	236.00
35. CVS CORP	07/28/2010	06/22/2012	1,601.00	1,115.00	486.00
1. WILLIAMS COS INC	05/05/2011	06/22/2012	28.00	25.00	3.00

6b Total. Combine the amounts in column (f) Enter here and on Schedule D, line 6b . . . .

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Employer identification number: 31-6024875

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

	(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a	3. WILLIAMS COS INC	05/05/2011	06/22/2012	85.00	75.00	10.00
	5. WILLIAMS COS INC	05/05/2011	06/22/2012	141.00	125.00	16.00
	5. WILLIAMS COS INC	05/05/2011	06/22/2012	141.00	125.00	16.00
	4. WILLIAMS COS INC	05/05/2011	06/22/2012	113.00	100.00	13.00
	1. WILLIAMS COS INC	05/05/2011	06/22/2012	28.00	25.00	3.00
	19. WILLIAMS COS INC	05/05/2011	06/22/2012	539.00	476.00	63.00
	1. WILLIAMS COS INC	05/05/2011	06/25/2012	28.00	25.00	3.00
	1. WILLIAMS COS INC	05/05/2011	06/25/2012	27.00	25.00	2.00
	1. WILLIAMS COS INC	05/05/2011	06/25/2012	28.00	25.00	3.00
	2. WILLIAMS COS INC	05/05/2011	06/25/2012	55.00	50.00	5.00
	1. WILLIAMS COS INC	05/05/2011	06/25/2012	28.00	25.00	3.00
	1. WILLIAMS COS INC	05/05/2011	06/25/2012	27.00	25.00	2.00
	10. WILLIAMS COS INC	05/05/2011	06/25/2012	273.00	250.00	23.00
	6. WILLIAMS COS INC	05/05/2011	06/25/2012	164.00	150.00	14.00
	4. WILLIAMS COS INC	05/05/2011	06/25/2012	109.00	100.00	9.00
	3. WILLIAMS COS INC	05/05/2011	06/26/2012	83.00	75.00	8.00
	4. WILLIAMS COS INC	05/05/2011	06/26/2012	110.00	100.00	10.00
	2. WILLIAMS COS INC	05/05/2011	06/26/2012	55.00	50.00	5.00
	13. WILLIAMS COS INC	05/05/2011	06/26/2012	359.00	326.00	33.00
	20. WILLIAMS COS INC	VAR	06/26/2012	556.00	501.00	55.00
	110000. BARC BREN EAFE 06	06/10/2011	06/27/2012	97,357.00	108,900.00	-11,543.00
	3. WILLIAMS COS INC	05/05/2011	06/27/2012	84.00	75.00	9.00
	8. WILLIAMS COS INC	05/05/2011	06/27/2012	226.00	200.00	26.00
	2. WILLIAMS COS INC	05/05/2011	06/27/2012	56.00	50.00	6.00
	1. WILLIAMS COS INC	05/05/2011	06/27/2012	28.00	25.00	3.00

6b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 6b . . . .

Name of estate or trust as shown on Form 1041 Do not enter name and employer identification number if shown on the other side	Employer identification number
SHINNICK, WILLIAM M TRUST UA R57970007	31-6024875

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 16. WILLIAMS COS INC	05/05/2011	06/27/2012	450.00	401.00	49.00
1. WILLIAMS COS INC	05/05/2011	06/27/2012	28.00	25.00	3.00
1. WILLIAMS COS INC	05/05/2011	06/27/2012	28.00	25.00	3.00
3. WILLIAMS COS INC	05/05/2011	06/27/2012	84.00	75.00	9.00
7. WILLIAMS COS INC	05/05/2011	06/27/2012	196.00	175.00	21.00
5. WILLIAMS COS INC	05/05/2011	06/27/2012	141.00	125.00	16.00
2. WILLIAMS COS INC	05/05/2011	06/27/2012	56.00	50.00	6.00
2. WILLIAMS COS INC	05/05/2011	06/27/2012	56.00	50.00	6.00
3. WILLIAMS COS INC	05/05/2011	06/28/2012	84.00	75.00	9.00
9. WILLIAMS COS INC	05/05/2011	06/28/2012	252.00	226.00	26.00
6. WILLIAMS COS INC	05/05/2011	06/28/2012	167.00	150.00	17.00
9. WILLIAMS COS INC	05/05/2011	06/28/2012	252.00	226.00	26.00
10. WILLIAMS COS INC	05/05/2011	06/28/2012	281.00	251.00	30.00
3. WILLIAMS COS INC	05/05/2011	06/28/2012	84.00	75.00	9.00
200000. SG CONT BUFF EQ SP	12/17/2010	06/29/2012	212,232.00	197,500.00	14,732.00
1. WILLIAMS COS INC	05/05/2011	06/29/2012	29.00	25.00	4.00
1. WILLIAMS COS INC	05/05/2011	06/29/2012	29.00	25.00	4.00
300. EMC CORP	VAR	07/06/2012	7,108.00	6,121.00	987.00
35. CVS CORP	07/28/2010	07/09/2012	1,651.00	1,115.00	536.00
131. CISCO SYS INC	VAR	07/11/2012	2,151.00	2,804.00	-653.00
7. HUMANA INC	04/08/2011	07/11/2012	522.00	490.00	32.00
3. HUMANA INC	04/08/2011	07/11/2012	224.00	210.00	14.00
17. YUM BRANDS INC	01/09/2008	07/11/2012	1,055.00	630.00	425.00
12. HUMANA INC	04/08/2011	07/12/2012	884.00	840.00	44.00
36. YUM BRANDS INC	01/09/2008	07/12/2012	2,250.00	1,335.00	915.00

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SHINNICK, WILLIAM M TRUST UA R57970007	31-6024875

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 3. HUMANA INC	04/08/2011	07/16/2012	224.00	210.00	14.00
1. HUMANA INC	04/08/2011	07/16/2012	75.00	70.00	5.00
2. HUMANA INC	04/08/2011	07/17/2012	147.00	140.00	7.00
34. CAMERON INTERNATIONAL	VAR	07/18/2012	1,531.00	1,852.00	-321.00
51. CAMERON INTERNATIONAL	VAR	07/18/2012	2,296.00	2,668.00	-372.00
123. DU PONT E I DE NEMOUR	VAR	07/18/2012	5,979.00	4,527.00	1,452.00
5. HUMANA INC	04/08/2011	07/18/2012	366.00	350.00	16.00
1. HUMANA INC	04/08/2011	07/18/2012	73.00	70.00	3.00
2. HUMANA INC	04/08/2011	07/18/2012	146.00	140.00	6.00
1. HUMANA INC	04/08/2011	07/19/2012	74.00	70.00	4.00
1. HUMANA INC	04/08/2011	07/19/2012	74.00	70.00	4.00
1. HUMANA INC	04/08/2011	07/19/2012	75.00	70.00	5.00
1. HUMANA INC	04/08/2011	07/20/2012	74.00	70.00	4.00
3. HUMANA INC	04/08/2011	07/20/2012	222.00	210.00	12.00
94. COLGATE PALMOLIVE CO	VAR	07/27/2012	10,068.00	7,787.00	2,281.00
44. EXXON MOBIL CORP	VAR	07/27/2012	3,793.00	2,794.00	999.00
200000. BNP CONT BUFF EQ S	07/15/2011	08/01/2012	210,611.00	198,000.00	12,611.00
43. COGNIZANT TECHNOLOGY S A	02/26/2010	08/03/2012	2,473.00	2,072.00	401.00
12. COGNIZANT TECHNOLOGY S A	02/26/2010	08/03/2012	687.00	578.00	109.00
46. EXXON MOBIL CORP	10/18/2010	09/07/2012	4,128.00	3,033.00	1,095.00
2. NIKE INC	10/08/2008	09/18/2012	195.00	112.00	83.00
2. NIKE INC	10/08/2008	09/18/2012	194.00	112.00	82.00
25. NIKE INC	VAR	09/18/2012	2,443.00	1,404.00	1,039.00
8. APPLE COMPUTER INC	04/07/2006	09/19/2012	5,610.00	554.00	5,056.00
12. NIKE INC	08/12/2009	09/19/2012	1,199.00	687.00	512.00

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Employer identification number: 31-6024875

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 9. NIKE INC	VAR	09/19/2012	891.00	534.00	357.00
13. NIKE INC	03/31/2011	09/20/2012	1,263.00	993.00	270.00
3. NIKE INC	03/31/2011	09/20/2012	294.00	229.00	65.00
1. NIKE INC	03/31/2011	09/21/2012	97.00	76.00	21.00
4. NIKE INC	03/31/2011	09/25/2012	384.00	305.00	79.00
371. CBS CORP	VAR	09/26/2012	13,224.00	10,468.00	2,756.00
1. NIKE INC	03/31/2011	09/26/2012	96.00	76.00	20.00
2. NIKE INC	03/31/2011	09/27/2012	192.00	153.00	39.00
680. SPDR GOLD TRUST	03/10/2010	10/02/2012	116,933.00	73,852.00	43,081.00
18. ADT CORPORATION	06/02/2010	10/04/2012	693.00	889.00	-196.00
4. ADT CORPORATION	06/02/2010	10/05/2012	154.00	198.00	-44.00
37.524 ADT CORPORATION	VAR	10/05/2012	1,416.00	2,015.00	-599.00
. PENTAIR LTD		10/11/2012	24.00		24.00
37. KRAFT FOODS GROUP INC	VAR	10/15/2012	1,745.00	1,346.00	399.00
11. KRAFT FOODS GROUP INC	08/04/2011	10/15/2012	519.00	402.00	117.00
4. KRAFT FOODS GROUP INC	08/04/2011	10/15/2012	188.00	146.00	42.00
25. KRAFT FOODS GROUP INC	VAR	10/15/2012	1,184.00	918.00	266.00
68. KRAFT FOODS GROUP INC	VAR	10/16/2012	3,186.00	2,471.00	715.00
40. DU PONT E I DE NEMOURS	VAR	10/17/2012	1,990.00	1,428.00	562.00
100000. CS BREN ASIA BASKE	09/30/2011	10/18/2012	118,900.00	99,000.00	19,900.00
30. DU PONT E I DE NEMOURS	06/02/2010	10/18/2012	1,506.00	1,067.00	439.00
29. DU PONT E I DE NEMOURS	06/02/2010	10/18/2012	1,446.00	1,031.00	415.00
15. CENTERPOINT ENERGY INC	03/10/2011	10/19/2012	321.00	241.00	80.00
64. CENTERPOINT ENERGY INC	03/10/2011	10/19/2012	1,369.00	1,029.00	340.00
1. CAPITAL ONE FINL CORP	08/10/2011	10/22/2012	60.00	41.00	19.00

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Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

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6a 1. CAPITAL ONE FINL CORP	08/10/2011	10/22/2012	60.00	41.00	19.00
16. CAPITAL ONE FINL CORP	VAR	10/22/2012	960.00	662.00	298.00
43. CAPITAL ONE FINL CORP	VAR	10/22/2012	2,577.00	1,870.00	707.00
1. CENTERPOINT ENERGY INC	03/10/2011	10/22/2012	21.00	16.00	5.00
53. CENTERPOINT ENERGY INC	VAR	10/22/2012	1,125.00	853.00	272.00
170. CENTERPOINT ENERGY IN	VAR	10/22/2012	3,606.00	2,736.00	870.00
3. CENTERPOINT ENERGY INC	03/14/2011	10/22/2012	64.00	48.00	16.00
4. CENTERPOINT ENERGY INC	03/14/2011	10/22/2012	85.00	63.00	22.00
. KRAFT FOODS GROUP INC		10/22/2012	16.00		16.00
. APPLE COMPUTER INC		10/23/2012	36.00		36.00
6. CAPITAL ONE FINL CORP	08/12/2011	10/23/2012	358.00	270.00	88.00
6. CAPITAL ONE FINL CORP	VAR	10/23/2012	357.00	270.00	87.00
137. LOWES COS INC	VAR	10/24/2012	4,448.00	3,164.00	1,284.00
20. LOWES COS INC	02/19/2010	10/24/2012	645.00	461.00	184.00
13. LOWES COS INC	02/19/2010	10/25/2012	414.00	300.00	114.00
15. LOWES COS INC	02/19/2010	10/25/2012	485.00	346.00	139.00
12. COVIDIEN PLC NEW	12/17/2008	10/26/2012	659.00	453.00	206.00
1. COVIDIEN PLC NEW	12/17/2008	10/26/2012	55.00	38.00	17.00
. TIME WARNER INC		10/30/2012	11.00		11.00
8. COVIDIEN PLC NEW	12/17/2008	10/31/2012	439.00	302.00	137.00
5. COVIDIEN PLC NEW	VAR	11/01/2012	277.00	187.00	90.00
2. COVIDIEN PLC NEW	06/08/2009	11/01/2012	111.00	72.00	39.00
14. COVIDIEN PLC NEW	06/08/2009	11/02/2012	783.00	502.00	281.00
53. AT&T INC	01/10/2008	11/05/2012	1,832.00	2,059.00	-227.00
11. EOG RESOURCES INC	04/12/2010	11/05/2012	1,279.00	1,175.00	104.00

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Employer identification number: 31-6024875

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

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6a 6. EOG RESOURCES INC	04/12/2010	11/05/2012	697.00	641.00	56.00
120. LAUDER ESTEE COS INC	VAR	11/05/2012	7,129.00	6,092.00	1,037.00
19. PIONEER NAT RES CO	08/10/2011	11/05/2012	2,025.00	1,414.00	611.00
6. COVIDIEN PLC NEW	06/08/2009	11/05/2012	333.00	215.00	118.00
1. COVIDIEN PLC NEW	06/08/2009	11/06/2012	56.00	36.00	20.00
23. CENTERPOINT ENERGY INC	03/14/2011	11/07/2012	478.00	365.00	113.00
46. CENTERPOINT ENERGY INC	03/14/2011	11/07/2012	961.00	730.00	231.00
100000. GS BREN EEM 11/05/	10/19/2011	11/07/2012	115,234.00	99,000.00	16,234.00
. MICRON TECHNOLOGY INC		11/07/2012	128.00		128.00
6. CENTERPOINT ENERGY INC	03/14/2011	11/08/2012	124.00	95.00	29.00
179. CENTERPOINT ENERGY IN	VAR	11/08/2012	3,708.00	3,411.00	297.00
31. CENTERPOINT ENERGY INC	VAR	11/08/2012	635.00	577.00	58.00
54. CENTERPOINT ENERGY INC	08/11/2011	11/08/2012	1,122.00	997.00	125.00
5. GOLDMAN SACHS GROUP INC	04/04/2008	11/08/2012	581.00	889.00	-308.00
3. GOLDMAN SACHS GROUP INC	04/04/2008	11/08/2012	348.00	533.00	-185.00
1. GOLDMAN SACHS GROUP INC	04/04/2008	11/08/2012	117.00	178.00	-61.00
7. GOLDMAN SACHS GROUP INC	04/04/2008	11/08/2012	813.00	1,244.00	-431.00
3. GOLDMAN SACHS GROUP INC	04/04/2008	11/08/2012	347.00	533.00	-186.00
6. GOLDMAN SACHS GROUP INC	VAR	11/09/2012	691.00	692.00	-1.00
11. GOLDMAN SACHS GROUP IN	VAR	11/09/2012	1,277.00	1,215.00	62.00
18. JOHNSON CTLS INC	07/20/2006	11/15/2012	452.00	425.00	27.00
46. JOHNSON CTLS INC	07/20/2006	11/15/2012	1,155.00	1,086.00	69.00
18. JOHNSON CTLS INC	07/20/2006	11/15/2012	452.00	425.00	27.00
16. LAM RESEARCH CORPORATI	10/28/2011	11/15/2012	556.00	702.00	-146.00
89. JOHNSON CTLS INC	07/20/2006	11/16/2012	2,230.00	2,100.00	130.00

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6a	31. LAM RESEARCH CORPORATI	10/28/2011	11/16/2012	1,068.00	1,360.00	-292.00
	23. LAM RESEARCH CORPORATI	10/28/2011	11/16/2012	788.00	1,009.00	-221.00
	56. DU PONT E I DE NEMOURS	VAR	12/03/2012	2,398.00	2,029.00	369.00
	48. DU PONT E I DE NEMOURS	VAR	12/03/2012	2,050.00	1,765.00	285.00
	78. DU PONT E I DE NEMOURS	VAR	12/03/2012	3,319.00	3,501.00	-182.00
	5. DU PONT E I DE NEMOURS	08/05/2011	12/04/2012	212.00	239.00	-27.00
	44. DU PONT E I DE NEMOURS	VAR	12/04/2012	1,871.00	2,003.00	-132.00
	11857.717 JPMORGAN US REAL	03/04/2005	12/04/2012	210,712.00	235,470.00	-24,758.00
	. BANK OF AMERICA CORPORAT		12/05/2012	8.00		8.00
	181. FREEPORT-MCMORAN COPP B	VAR	12/05/2012	5,937.00	6,984.00	-1,047.00
	200000. GS CONT BUFF EQ SP	11/18/2011	12/05/2012	232,992.00	198,000.00	34,992.00
	. ASML HOLDING N.V.		12/10/2012	35.00		35.00
	33. AT&T INC	01/10/2008	12/14/2012	1,124.00	1,282.00	-158.00
	101. AT&T INC	VAR	12/14/2012	3,444.00	3,439.00	5.00
	3. INTERCONTINENTAL EXCHAN	08/10/2011	12/14/2012	387.00	337.00	50.00
	13. INTERCONTINENTAL EXCHA	08/10/2011	12/14/2012	1,665.00	1,450.00	215.00
	. CASH RECEIPT SECURITIES		12/14/2012	120.00		120.00
	11. INTERCONTINENTAL EXCHA	08/10/2011	12/17/2012	1,407.00	1,227.00	180.00
	1. INTERCONTINENTAL EXCHAN	08/10/2011	12/17/2012	128.00	112.00	16.00
	118. AT&T INC	VAR	12/20/2012	4,006.00	3,443.00	563.00
	121. AT&T INC	VAR	12/21/2012	4,088.00	3,741.00	347.00
	100000. HSBC BREN EAFE 12	12/09/2011	12/24/2012	117,748.00	99,000.00	18,748.00

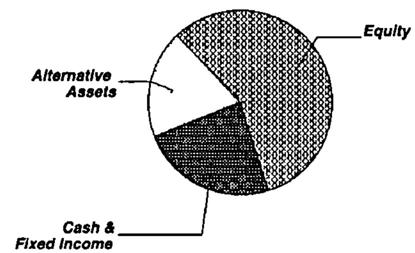
6b Total. Combine the amounts in column (f) Enter here and on Schedule D, line 6b 190,769.00

Account Summary

PRINCIPAL

Asset Allocation	Beginning Market Value	Ending Market Value	Change In Value	Estimated Annual Income	Current Allocation
Equity	6,176,538 98	5,995,235.46	(181,303.52)	56,157.87	57%
Alternative Assets	2,075,267.27	2,070,867.52	(4,399.75)	37,363 85	19%
Cash & Fixed Income	2,318,097 58	2,516,684.62	198,587 04	60,302.24	24%
Market Value	**$10,569,903.83**	**$10,582,787.60**	**$12,883.77**	**$153,823.96**	**100%**

Asset Allocation



INCOME

Cash Position	Beginning Market Value	Ending Market Value	Change In Value
Cash Balance	14,386 37	23,392.45	9,006.08
Accruals	7,819 81	6,012.10	(1,807.71)
Market Value	**$22,206.18**	**$29,404.55**	**$7,198.37**

Account Summary CONTINUED

Portfolio Activity	PRINCIPAL Current Period Value	PRINCIPAL Year-to-Date Value	INCOME Current Period Value	INCOME Year-to-Date Value
Beginning Market Value	**10,569,903.83**	**10,025,831.74**	**14,386.37**	**10,421.42**
Withdrawals & Fees	(73,981.65)	(399,584.88)	(58,113.49)	(153,685 51)
Securities Transferred In		6,745.68	--	--
Securities Transferred Out		(8,354.25)	--	--
Net Additions/Withdrawals	**($73,981.65)**	**($401,193.45)**	**($58,113.49)**	**($153,685.51)**
Income	2,306 26	5,263.81	67,119.57	166,656 54
Change In Investment Value	84,559.16	952,885.50		
Ending Market Value	**$10,582,787.60**	**$10,582,787.60**	**$23,392.45**	**$23,392.45**
Accruals	--	--	6,012 10	6,012.10
Market Value with Accruals	**--**	**--**	**$29,404.55**	**$29,404.55**

Account Summary CONTINUED

Tax Summary	Current Period Value	Year-to-Date Value
Domestic Dividends/Distributions	67,040 79	165,601 10
Foreign Dividends	2,164.17	3,736 90
Interest Income	9.42	145.79
Original Issue Discount	211.45	2,436.56
Taxable Income	**$69,425.83**	**$171,920.35**

	Current Period Value	Year-to-Date Value
LT Capital Gain Distributions	32,645 01	32,645.01
ST Realized Gain/Loss	(856 31)	(21,017 94)
LT Realized Gain/Loss	29,628.13	223,336 46
Realized Gain/Loss	**$61,416.83**	**$234,963.53**

	To-Date Value
Unrealized Gain/Loss	**$841,014.88**

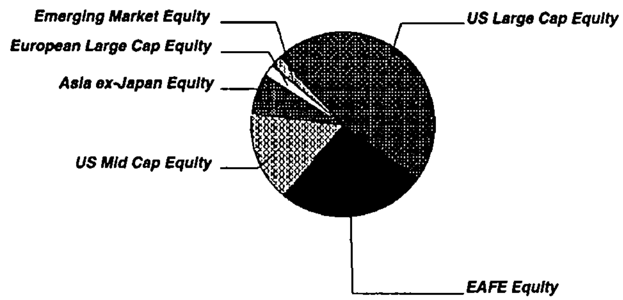
Cost Summary	Cost
Equity	5,189,175 78
Cash & Fixed Income	2,470,804 89
Total	**$7,659,980.67**

Equity Summary

Asset Categories	Beginning Market Value	Ending Market Value	Change In Value	Current Allocation
US Large Cap Equity	3,090,939.19	2,868,580.95	(222,358.24)	27%
US Mid Cap Equity	915,121.52	905,204.80	(9,916.72)	9%
EAFE Equity	1,503,249.24	1,538,436.38	35,187.14	15%
European Large Cap Equity	109,649.10	111,915.10	2,266 00	1%
Asia ex-Japan Equity	421,981.10	429,144.13	7,163 03	4%
Emerging Market Equity	135,598.83	141,954.10	6,355.27	1%
Concentrated & Other Equity	0.00	0.00	0.00	
Total Value	**$6,176,538.98**	**$5,995,235.46**	**($181,303.52)**	**57%**

Market Value/Cost	Current Period Value
Market Value	5,995,235.46
Tax Cost	5,189,175 78
Unrealized Gain/Loss	806,059.68
Estimated Annual Income	56,157.87
Accrued Dividends	1,044.83
Yield	0.93%

Asset Categories



Equity as a percentage of your portfolio - 57 %

Equity Detail

	Price	Quantity	Value	Adjusted Tax Cost / Original Cost	Unrealized Gain/Loss	Est. Annual Inc. / Accrued Div.	Yield
US Large Cap Equity							
ACE LTD NEW H0023R-10-5 ACE	79.80	241.000	19,231.80	14,354.81	4,876.99	472.36	2.46%
ADOBE SYSTEMS INC 00724F-10-1 ADBE	37.68	161.000	6,066 48	5,275.10	791.38		
ADT CORPORATION 00101J-10-6 ADT	46 49	85.000	3,951.65	743.33	3,208.32	42.50	1 08%
ALLERGAN INC 018490-10-2 AGN	91 73	110 000	10,090.30	9,511.46	578.84	22.00	0 22%
AMAZON COM INC 023135-10-6 AMZN	250.87	90.000	22,578.30	13,687.54	8,890.76		
AMERICAN EXPRESS CO 025816-10-9 AXP	57.48	106.000	6,092 88	5,932.64	160.24	84.80	1 39%
ANADARKO PETROLEUM CORP 032511-10-7 APC	74.31	140.000	10,403.40	10,346.24	57.16	50.40	0.48%
APPLE INC. 037833-10-0 AAPL	532.17	132.000	70,246.84	27,953.74	42,293 10	1,399.20	1.99%
ASML HOLDING N.V. N07059-21-0 ASML	64.39	150 000	9,658 50	10,355.35	(696.85)	100.95	1 05%
AUTOZONE INC 053332-10-2 AZO	354.43	27.000	9,569.61	8,588.79	980.82		
BAIDU INC SPONS ADR 056752-10-8 BIDU	100 29	67.000	6,719 43	6,633.97	85 46		

	Price	Quantity	Value	Adjusted Tax Cost / Original Cost	Unrealized Gain/Loss	Est Annual Inc / Accrued Div.	Yield
US Large Cap Equity							
BANK OF AMERICA CORP 060505-10-4 BAC	11.61	1,759.000	20,421.99	24,655.09	(4,233.10)	70.36	0.34%
BIOGEN IDEC INC 09062X-10-3 BIIB	146.37	122 000	17,857.14	7,983.02	9,874.12		
BNP REN SPX 07/11/13 2 XLEV- 10.75%CAP- 21.5%MAXPYMT INITIAL LEVEL-06/22/12 SPX·1335.02 05567L-5X-1	109.05	200,000.000	218,109.19	198,000.00	20,109.19		
BROADCOM CORP CL A 111320-10-7 BRCM	33.21	307.000	10,195.47	10,240.70	(45 23)	122 80	1 20%
CAMERON INTERNATIONAL CORPORATION 13342B-10-5 CAM	56.46	164 000	9,259.44	8,904 29	355 15		
CARDINAL HEALTH INC 14149Y-10-8 CAH	41.18	310.000	12,765.80	9,285.53	3,480 27	341.00 85 25	2 67%
CAREFUSION CORPORATION 14170T-10-1 CFN	28.58	347.000	9,917.26	9,140 61	776 65		
CBS CORP CLASS B W/I 124857-20-2 CBS	38.05	284.000	10,806.20	10,170.45	635.75	136.32 34.08	1.26%
CELGENE CORPORATION 151020-10-4 CELG	78.47	175 000	13,732.25	9,165.25	4,567.00		
CERNER CORP 156782-10-4 CERN	77.51	65.000	5,038.15	5,149.61	(111.46)		
CHENIERE ENERGY INC 16411R-20-8 LNG	18.78	369.000	6,929 82	5,961.18	968 64		

	Price	Quantity	Value	Adjusted Tax Cost / Original Cost	Unrealized Gain/Loss	Est Annual Inc. / Accrued Div.	Yield

US Large Cap Equity

	Price	Quantity	Value	Adjusted Tax Cost / Original Cost	Unrealized Gain/Loss	Est Annual Inc. / Accrued Div.	Yield
CISCO SYSTEMS INC 17275R-10-2 CSCO	19 65	1,098.000	21,574 60	20,561.17	1,013.43	614 88	2 85%
CITIGROUP INC NEW 172967-42-4 C	39.56	554.000	21,916.24	20,460.44	1,455.80	22.16	0 10%
CITRIX SYSTEMS INC 177376-10-0 CTXS	65.62	113.000	7,415.06	6,827.55	587 51		
CME GROUP INC CLASS A COMMON STOCK 12572Q-10-5 CME	50.67	273 000	13,832.91	15,403.55	(1,570 64)	491.40	3.55%
COGNIZANT TECHNOLOGY SOLUTIONS CORP CL A 192446-10-2 CTSH	73.88	192.000	14,185 34	10,585.48	3,599.86		
COMCAST CORP CL A 20030N-10-1 CMCS A	37.36	599.000	22,378.64	13,256.43	9,122.21	389.35 97.34	1.74%
COSTCO WHOLESALE CORP 22160K-10-5 COST	98.73	61.000	6,022.53	5,556.43	466 10	67.10	1.11%
COVIDIEN PLC NEW G2554F-11-3 COV	57.74	226.000	13,049.24	10,609.14	2,440.10	235.04	1 80%
CSX CORP 126408-10-3 CSX	19.73	437 000	8,622.01	9,359.96	(737.95)	244.72	2.84%
DAVITA HEALTHCARE PARTNERS, INC 23918K-10-8 DVA	110.53	80.000	8,842.40	8,976.17	(133 77)		
DB MARKET PLUS SPX 04/15/13 72.5% CONTIN BARRIER- 0%CPN ,UNCAPPED INITIAL LEVEL-10/07/11 SPX·1155.46 2515A1-DJ-7	123.22	200,000.000	246,430.00	197,500.00	48,930.00		

	Price	Quantity	Value	Adjusted Tax Cost / Original Cost	Unrealized Gain/Loss	Est. Annual Inc / Accrued Div.	Yield
US Large Cap Equity							
DISH NETWORK CORP CL A 25470M-10-9 DISH	36.40	113.000	4,113 20	4,142.48	(29.28)		
DOW CHEMICAL CO 260543-10-3 DOW	32.33	244.000	7,888.28	7,437.66	450.62	312.32	3 96%
EMERSON ELECTRIC CO 291011-10-4 EMR	52.96	332.000	17,582.72	17,132.16	450.56	544 48	3 10%
ENSCO PLC G3157S-10-6 ESV	59.28	197.000	11,678.16	9,556.59	2,121.57	295.50	2 53%
EOG RESOURCES INC 26875P-10-1 EOG	120.79	107.000	12,924.53	11,207.37	1,717 16	72.76	0 56%
EXXON MOBIL CORP 30231G-10-2 XOM	86 55	375 000	32,456 25	28,800 68	3,655.57	855 00	2 63%
FLUOR CORP 343412-10-2 FLR	58.74	250.000	14,685.00	12,781.30	1,903.70	160.00	1 09%
FREEPORT-MCMORAN COPPER & GOLD INC CL B 35671D-85-7 FCX	34.20	206.000	7,045.20	8,860.99	(1,815.79)	257.50	3.65%
GENERAL MILLS INC 370334-10-4 GIS	40.42	386 000	15,602.12	13,046.27	2,555.85	509.52	3.27%
GENERAL MOTORS CO 37045V-10-0 GM	28.83	634.000	18,278.22	19,093.42	(815.20)		
GOLDMAN SACHS GROUP INC 38141G-10-4 GS	127.56	124.000	15,817.44	12,180 73	3,636.71	248.00	1.57%
GOOGLE INC CL A 38259P-50-8 GOOG	707.38	33.000	23,343 54	20,521.34	2,822.20		

	Price	Quantity	Value	Adjusted Tax Cost / Original Cost	Unrealized Gain/Loss	Est Annual Inc / Accrued Div.	Yield

US Large Cap Equity

	Price	Quantity	Value	Adjusted Tax Cost / Original Cost	Unrealized Gain/Loss	Est Annual Inc / Accrued Div.	Yield
HARTFORD CAPITAL APPRECIATION FUND 416649-30-9 ITHI X	34.38	6,761.557	232,462.33	201,963.30	30,499.03	2,339 49	1 01%
HOME DEPOT INC 437076-10-2 HD	61.85	274.000	16,946.90	10,413.84	6,533.06	317.84	1 88%
HONEYWELL INTERNATIONAL INC 438516-10-6 HON	63.47	299 000	18,977.53	13,512.87	5,464.66	490 36	2.58%
HUMANA INC 444859-10-2 HUM	68 63	127.000	8,716.01	10,220.95	(1,504 94)	132 08 33 02	1 52%
INVESCO LTD G491BT-10-8 IVZ	26.09	502.000	13,097.18	10,227.93	2,869.25	346.38	2 64%
JOHNSON & JOHNSON 478160-10-4 JNJ	70.10	192 000	13,459.20	13,860.65	(401.45)	468 48	3.48%
JOHNSON CONTROLS INC 478366-10-7 JCI	30.67	494.000	15,150.98	12,199.01	2,951.97	375.44	2.48%
JPM LARGE CAP GROWTH FD - SEL FUND 3118 4812C0-53-0 SEEG X	23.95	12,976 157	310,778.96	272,110.97	38,667.99	1,362.49 69 81	0.44%
JPM TR I GROWTH ADVANTAGE FD - SEL FUND 1567 4812A3-71-8 JGAS X	10.03	21,323.311	213,872 81	189,777.47	24,095 34		
JUNIPER NETWORKS INC 48203R-10-4 JNPR	19.67	365 000	7,179.55	9,617.32	(2,437.77)		
KINDER MORGAN INC 49456B-10-1 KMI	35.33	188.000	6,642 04	5,862 00	780 04	270.72	4 08%
LENNAR CORP 526057-10-4 LEN	38.67	290 000	11,214.30	4,343.12	6,871.18	46.40	0.41%

	Price	Quantity	Value	Adjusted Tax Cost / Original Cost	Unrealized Gain/Loss	Est Annual Inc / Accrued Div.	Yield
US Large Cap Equity							
LINKEDIN CORP - A 53578A-10-8 LNKD	114 82	59.000	6,774.38	5,841.97	932 41		
LOWES COMPANIES INC 548661-10-7 LOW	35.52	538 000	19,109.76	11,419.13	7,690 63	344.32	1 80%
MASCO CORP 574599-10-6 MAS	16.66	662.000	11,028 92	9,077.90	1,951.02	198.60	1.80%
MASTERCARD INC - CLASS A 57636Q-10-4 MA	491 28	30.000	14,738 40	8,441.51	6,296.89	36.00	0 24%
MERCK AND CO INC 58933Y-10-5 MRK	40.94	629.000	25,751.26	22,531.41	3,219.85	1,081.88 270.47	4.20%
METLIFE INC 59156R-10-8 MET	32.94	536 000	17,655.84	19,302.76	(1,646.92)	396.64	2.25%
MICROSOFT CORP 594918-10-4 MSFT	26.71	1,566.000	41,827.86	41,340.01	487.85	1,440.72	3 44%
MONDELEZ INTERNATIONAL-W/I 609207-10-5 MDLZ	25.45	551.000	14,024.60	12,906.04	1,118.56	286.52 71.63	2.04%
NETAPP INC 64110D-10-4 NTAP	33.55	258.000	8,655.90	9,609.30	(953.40)		
NEUBERGER BERMAN MULTI CAP OPPORTUNITIES FUND 64122Q-30-9 NMUL X	10.97	29,143.435	319,703.48	297,519 10	22,184 38	3,934.36	1.23%
OCCIDENTAL PETROLEUM CORP 674599-10-5 OXY	76.61	277 000	21,220.97	23,025.05	(1,804.08)	598.32	2.82%
ORACLE CORP 68389X-10-5 ORCL	33.32	815.000	27,155.80	19,832.93	7,322.87	195.60	0.72%
PACCAR INC 693718-10-8 PCAR	45.21	381 000	17,225.01	13,989.21	3,235.80	304.80	1 77%

	Price	Quantity	Value	Adjusted Tax Cost / Original Cost	Unrealized Gain/Loss	Est. Annual Inc. / Accrued Div.	Yield
US Large Cap Equity							
PENTAIR LTD SHS H6169Q-10-8 PNR	49.15	70.000	3,440 50	2,115.14	1,325.36	61.60	1.79%
PEPSICO INC 713448-10-8 PEP	68.43	163.000	11,154.09	11,781.11	(627.02)	350.45 87.61	3.14%
PFIZER INC 717081-10-3 PFE	25.08	1,123.000	28,163.72	18,095.51	10,068 21	1,078.08	3.83%
PHILIP MORRIS INTERNATIONAL 718172-10-9 PM	83.64	188.000	15,724.32	15,591.26	133.06	639.20 159.80	4 07%
PHILLIPS 66 718546-10-4 PSX	53.10	228.000	12,106.80	11,098.60	1,008.20	228 00	1.88%
PIONEER NATURAL RESOURCES CO 723787-10-7 PXD	106 59	78 000	8,314 02	7,340.13	973 89	6 24	0 08%
PROCTER & GAMBLE CO 742718-10-9 PG	67.89	331 000	22,471 59	20,807.35	1,664.24	744.08	3.31%
PRUDENTIAL FINANCIAL INC 744320-10-2 PRU	53 33	255.000	13,599.15	10,831.90	2,767.25	408.00	3 00%
QUALCOMM INC 747525-10-3 QCOM	61.86	436.000	26,970.96	21,105.26	5,865.70	436.00	1.62%
SCHLUMBERGER LTD 806857-10-8 SLB	69.30	339.000	23,492.36	27,881.34	(4,388.98)	372.90 93.23	1 59%
TARGET CORP 87612E-10-6 TGT	59.17	204.000	12,070.68	13,079.97	(1,009.29)	293.76	2.43%
TD AMERITRADE HOLDING CORPORATION 87236Y-10-8 AMTD	16.81	288.000	4,841.28	4,769.08	72.20	103 68	2 14%

US Large Cap Equity

	Price	Quantity	Value	Adjusted Tax Cost / Original Cost	Unrealized Gain/Loss	Est. Annual Inc. / Accrued Div	Yield
TIME WARNER INC NEW 887317-30-3 TWX	47.83	791.000	37,833 53	21,566.08	16,267 45	822 64	2.17%
TIME WARNER CABLE INC 88732J-20-7 TWC	97.19	72.000	6,997 68	6,088.68	909.00	161.28	2.30%
TYCO INTERNATIONAL LTD H89128-10-4 TYC	29.25	294.000	8,599.50	5,913.57	2,685.93	176.40	2.05%
UNITEDHEALTH GROUP INC 91324P-10-2 UNH	54.24	270.000	14,644 80	11,777.31	2,867 49	229.50	1.57%
UNITED TECHNOLOGIES CORP 913017-10-9 UTX	82.01	386.000	31,655.86	24,817.92	6,837.94	826.04	2 61%
VERIZON COMMUNICATIONS INC 92343V-10-4 VZ	43.27	405 000	17,524 35	13,969 80	3,554 55	834 30	4 76%
VERTEX PHARMACEUTICALS INC 92532F-10-0 VRTX	41.90	140.000	5,866 00	3,982.50	1,883.50		
WALTER ENERGY INC 93317Q-10-5 WLT	35.88	187.000	6,709.56	10,286.59	(3,577.03)	93 50	1 39%
WELLS FARGO & CO 949746-10-1 WFC	34.18	1,212.000	41,426.16	33,129.14	8,297.02	1,066.56	2.57%
WILLIAMS COMPANIES INC 969457-10-0 WMB	32.74	251.000	8,217 74	6,580.96	1,636.78	326.30	3.97%
YUM BRANDS INC 988498-10-1 YUM	66.40	272.000	18,060.80	9,462 89	8,597.91	364.48	2.02%
Total US Large Cap Equity			**$2,868,580.95**	**$2,456,913.85**	**$411,667.10**	**$32,752.85** **$1,002.24**	**1.14%**

	Price	Quantity	Value	Adjusted Tax Cost / Original Cost	Unrealized Gain/Loss	Est. Annual Inc / Accrued Div	Yield
US Mid Cap Equity							
ASTON OPTIMUM MID CAP FUND I 00078H-15-8 ABMI X	33.84	11,379.549	385,083 94	313,995.82	71,088 12		
ISHARES CORE S&P MID-CAP ETF 464287-50-7 IJH	101.70	2,203.000	224,045.10	150,307.82	73,737.28	3,196 55	1 43%
JPM MARKET EXPANSION INDEX FD - SEL FUND 3708 4812C1-63-7 PGMI X	10.61	27,905.350	296,075.76	271,918.38	24,157.38	3,264 92	1.10%
Total US Mid Cap Equity			**$905,204.80**	**$736,222.02**	**$168,982.78**	**$6,461.47**	**0.71%**
EAFE Equity							
ARTISAN INTL VALUE FUND - INV 04314H-88-1 ARTK X	30 38	15,942 051	484,319 51	407,547.19	76,772 32		
BNP BREN EAFE 07/10/13 10%BUFFER-2 XLEV- 11.3%CAP 22.6%MAXRTRN INITIAL LEVEL-06/22/12·SX5E·2186 81 UKX 5513.69 TPX:750.92 05567L-5V-5	113 79	100,000.000	113,794.61	99,000.00	14,794.61		
CS EAFE BREN 02/27/13 10% BUF - 9.75% CAP - 19.50% MAX INITIAL LEVEL-02/10/12 SX5E·2480 76 UKX:5852 39 - TPX:779.07 22546T-MP-3	108.29	100,000.000	108,288 20	99,000.00	9,288.20		

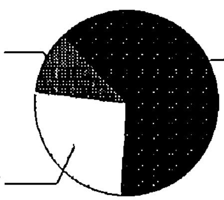
	Price	Quantity	Value	Adjusted Tax Cost / Original Cost	Unrealized Gain/Loss	Est. Annual Inc. / Accrued Div	Yield
EAFE Equity							
GS BREN EAFE 01/10/14 10%BUFFER-2 XLEV- 7 65%CAP 15.3%MAXRTRN INITIAL LEVEL-12/21/12.SX5E·2651 09 UKX:5939.99 TPX 832.72 38141G-LJ-1	100 00 12/21/12	115,000.000	115,000.00	113,850.00	1,150.00		
HSBC BREN EAFE 03/27/13 10%BUFFER-2 XLEV- 9.6%CAP 19 2%MAXRTRN INITIAL LEVEL-03/09/12.SX5E:2515.95 UKX.5887 49 TPX.848.71 4042K1-ZT-3	105 78	100,000.000	105,780 00	99,000 00	6,780.00		
ISHARES MSCI EAFE INDEX FUND 464287-46-5 EFA	56.86	3,926.000	223,232.36	212,882.78	10,349.58	6,905.83	3.09%
MFS INTL VALUE-I 55273E-82-2 MINI X	28.17	3,117.022	87,806.51	75,244.91	12,561.60	1,602 14	1.82%
RS INTERNATIONAL GROWTH FUND 74972H-42-4 RSIG X	18 04	16,641.640	300,215 19	268,397 69	31,817 50	2,529 52	0.84%
Total EAFE Equity			**$1,538,436.38**	**$1,374,922.57**	**$163,513.81**	**$11,037.49**	**0.72%**
European Large Cap Equity							
DB MARKET PLUS SX5E 03/19/14 80% CONTIN BARRIER- 7.6%CPN ,UNCAPPED INITIAL LEVEL-09/14/12 SX5E·2594.56 2515A1-LR-0	101 74	110,000.000	111,915.10	108,625.00	3,290.10		

	Price	Quantity	Value	Adjusted Tax Cost / Original Cost	Unrealized Gain/Loss	Est. Annual Inc. / Accrued Div.	Yield
Asia ex-Japan Equity							
COLUMBIA FDS SER TR II MASS ASIA PC JP R5 19763P-57-2 TAPR X	13.07	15,984.943	208,923.21	187,307.93	21,615.28	4,092.14	1.96%
CS BREN ASIA BSKT 10/30/13 10%BUFFER-2 XLEV- 6.25%CAP 12.5%MAXRTRN INITIAL LEVEL-10/12/12 INITIAL STRIKE.100.00 22546T-D6-5	103.90	100,000.000	103,903.30	99,000.00	4,903.30		
T ROWE PRICE INTERNATIONAL FUNDS INC NEW ASIA FUND 77956H-50-0 PRAS X	16.81	6,919.549	116,317.62	105,315 54	11,002 08	1,107.12	0.95%
Total Asia ex-Japan Equity			**$429,144.13**	**$391,623.47**	**$37,520.66**	**$5,199.26**	**1.21%**
Emerging Market Equity							
JPM EM MKTS EQUITY FD - SEL FUND 1235 4812A0-62-3 JEMS X	23.90	5,939.502	141,954.10	120,868.87	21,085 23	706 80 42 59	0 50%

Alternative Assets Summary

Asset Categories	Beginning Estimated Value	Ending Estimated Value	Change In Value	Current Allocation
Hedge Funds	1,291,618 11	1,286,859.61	(4,758.50)	12%
Real Estate & Infrastructure	209,525.86	216,456.24	6,930 38	2%
Hard Assets	574,123.30	567,551.67	(6,571.63)	5%
Total Value	**$2,075,267.27**	**$2,070,867.52**	**($4,399.75)**	**19%**

Asset Categories



Alternative Assets as a percentage of your portfolio - 19 %

Alternative Assets Detail

	Price	Quantity	Estimated Value	Cost
Hedge Funds				
ARBITRAGE FUNDS - I CL I 03875R-20-5 ARBN X	12.77	37,777.282	482,415 89	495,899.96
EATON VANCE MUT FDS TR GB MACRO ABSOLUTE RTN I 277923-72-8 EIGM X	9 83	45,171.525	444,036 09	462,980.15

	Price	Quantity	Estimated Value	Cost
Hedge Funds				
GATEWAY FUND - Y 367829-88-4 GTEY X	27.11	13,294.269	360,407.63	354,570.83
Total Hedge Funds			**$1,286,859.61**	**$1,313,450.94**

	Quantity/Original Commitment Amount	Cost/Net Capital Called Since Inception	Net Distributions Since Inception	Estimated Value	Est. Annual Inc. / Accrued Div.	Yield
Real Estate & Infrastructure						
ISHARES COHEN & STEERS REALTY MAJORS INDEX FUND 464287-56-4 ICF	2,756.00	211,417.97		216,456 24	6,548 25	3 03%

Amounts shown above under "Estimated Value" for private equity funds are estimates based on the latest fund values received from each underlying fund, which value may be as of a date (underlying fund value date) prior to the period covered by this statement. The values provided by the underlying fund have been adjusted for any cash flows between your account and such fund that have occurred subsequent to the underlying fund value date to derive the "Estimated Value". Therefore, such "Estimated Value" may not reflect the value of your interest shown on any fund's actual books and records as of the date of this statement. For additional information, please contact your J P. Morgan representative.

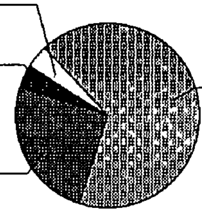
For private equity funds, Estimated Values are based on estimates provided by the underlying funds that are generally presented on a US GAAP basis, which records investments at fair value, or "marked-to-market". Most of these underlying funds also present their audited financial statements on a US GAAP basis (i.e., "marked-to-market"). However, some of these underlying funds present their audited financial statements using the Income Tax Basis of Accounting, which records investments "at cost" based on the accrual basis of accounting for Federal income taxes. Where the underlying fund provides periodic estimates on a "marked-to-market" basis but reflects investments "at cost" in its audited financial statements, the marked-to-market Estimated Value shown herein for a private equity fund may be materially different from the value reflected on such fund's audited financial statements (which are also based on the audited financial statements of the underlying fund).

	Price	Quantity	Estimated Value	Cost
Hard Assets				
BARC BRENT CBEN 07/31/13 LNKD TO CO1 80% BARRIER, 13.95% CPN, 13 95% CAP 7/20/12; INITIAL STRIKE: 106.83 06741T-CW-5	106.04	110,000.000	116,644.00	108,900.00
BARC PARTICIPATING GOLD NOTE 10/09/13 LNKD TO GOLDLNPM 85%BARRIER, 17 50%MAXRTN 9/28/12; INITIAL STRIKE: 1776.00 06741T-HL-4	96.82	110,000.000	106,502.00	108,900.00
PIMCO COMMODITIES PLUS STRATEGY P 72201P-16-7 PCLP X	10.89	22,520.609	245,249.43	255,335.52
SPDR GOLD TRUST 78463V-10-7 GLD	162.02	612.000	99,156.24	83,787 62
Total Hard Assets			**$567,551.67**	**$556,923.14**

Cash & Fixed Income Summary

Asset Categories	Beginning Market Value	Ending Market Value	Change In Value	Current Allocation
Cash	393,770 74	591,059.23	197,288 49	6%
US Fixed Income	1,704,221.44	1,704,750.84	529.40	16%
Complementary Structured Strategies	150,243.50	151,149.50	906.00	1%
Foreign Exchange & Non-USD Fixed Income	69,861.90	69,725.05	(136 85)	1%
Total Value	**$2,318,097.58**	**$2,516,684.62**	**$198,587.04**	**24%**

Asset Categories



Cash & Fixed Income as a percentage of your portfolio - 24 %

Market Value/Cost	Current Period Value
Market Value	2,516,684.62
Tax Cost	2,470,804 89
Unrealized Gain/Loss	45,879.73
Estimated Annual Income	60,302.24
Accrued Interest	3,482.74
Yield	2.39 %

SUMMARY BY MATURITY

Cash & Fixed Income	Market Value	% of Bond Portfolio
0-6 months[1]	2,444,857.12	98%
6-12 months[1]	71,827.50	2%
Total Value	**$2,516,684.62**	**100%**

[1] The years indicate the number of years until the bond is scheduled to mature based on the statement end date. Some bonds may be called, or paid in full, before their stated maturity.

SUMMARY BY TYPE

Cash & Fixed Income	Market Value	% of Bond Portfolio
Cash	591,059.23	23%
International Bonds	314,225.22	12%
Mutual Funds	1,390,525 62	57%
Complementary Structure	151,149.50	6%
Other	69,725.05	2%
Total Value	**$2,516,684.62**	**100%**

Note: O - Bonds purchased at a discount show accretion.
[1] This is the Annual Percentage Yield (APY) which is the rate earned if balances remain on deposit for a full year with compounding, there is no change in the interest rate and all interest is left in the account.

Cash & Fixed Income Detail

	Price	Quantity	Value	Adjusted Tax Cost / Original Cost	Unrealized Gain/Loss	Est. Annual Income / Accrued Interest	Yield
Cash							
US DOLLAR PRINCIPAL	1.00	591,059.23	591,059.23	591,059.23		177.31	0.03 % [1]
US Fixed Income							
PAYDEN HIGH INCOME FUND 704329-57-2	7 36	30,620.74	225,368 64	207,081.07	18,287 57	15,616.57	6.93 %
JPM STR INC OPP FD FUND 3844 4812A4-35-1	11.83	26,561.73	314,225.22	308,163.54	6,061.68	11,102.80 1,089.03	3 53 %
DOUBLELINE FDS TR TTL RTN BD I 258620-10-3	11.33	13,418.32	152,029 55	150,241 23	1,788.32	9,647 77 756.23	6.35 %
JPM CORE BOND FD - SEL FUND 3720 4812C0-38-1	12.06	18,978.94	228,885.98	202,524.76	26,361.22	6,699 56 588.35	2.93 %
JPM SHORT DURATION BOND FD - SEL FUND 3133 4812C1-33-0	10.99	50,101.84	550,619.19	551,570.14	(950.95)	7,014 25 651 32	1.27 %
JPMORGAN TR I FLOAT RATE INC 4.24% 48121L-51-0	9.99	7,505.91	74,984.00	72,206.82	2,777 18	3,535.28 397.81	4.71 %

	Price	Quantity	Value	Adjusted Tax Cost Original Cost	Unrealized Gain/Loss	Est Annual Income Accrued Interest	Yield
US Fixed Income							
VANGUARD FI SECS F INTR TRM CP PT FUND 71 922031-88-5	10.32	15,371.92	158,638 26	156,429.38	2,208.88	5,687 61	3.59%
Total US Fixed Income			**$1,704,750.84**	**$1,648,216.94**	**$56,533.90**	**$59,303.84** **$3,482.74**	**3.48%**
Complementary Structured Strategies							
O **DB 95% PPN FX BASKET 2/1/13** LNKED TO MXN INR CNY & RUB VS USD 1.40XLEV, UNCAPPED 7/29/11 2515A1-B5-9	93 32	85,000 00	79,322 00	84,995 85 83,937.50	(5,673 85)		
O **BARC 93% PPN CURRENCY BASKET 9/13/13** LNKED TO 3 CURRENCY BSKTS 50% 35% & 15% WEIGHT,UNCAPPED 9/9/11 06738K-UP-4	95.77	75,000 00	71,827.50	76,055.14 73,875.00	(4,227 64)		
Total Complementary Structured Strategies			**$151,149.50**	**$161,050.99** **$157,812.50**	**($9,901.49)**	**$0.00**	**0.00%**
Foreign Exchange & Non-USD Fixed Income							
JPMORGAN TR I EX-G4 CRSG SEL 46636U-30-6	10 19	6,842.50	69,725.05	70,477.73	(752.68)	821.09	1.18%

Portfolio Activity Summary

Transactions	PRINCIPAL Current Period Value	PRINCIPAL Year-To-Date Value*	INCOME Current Period Value	INCOME Year-To-Date Value*
Beginning Cash Balance	**393,770.74**	--	**14,386.37**	--
INFLOWS				
Income	2,094.81	2,827.25	67,119.57	166,656.54
Total Inflows	**$2,094.81**	**$2,827.25**	**$67,119.57**	**$166,656.54**
OUTFLOWS **				
Withdrawals	(73,981.65)	(399,172.38)	(54,020.33)	(115,440.05)
Fees & Commissions		(412 50)	(1,961.41)	(24,603.09)
Tax Payments			(2,131.75)	(13,642 37)
Total Outflows	**($73,981.65)**	**($399,584.88)**	**($58,113.49)**	**($153,685.51)**
TRADE ACTIVITY				
Settled Sales/Maturities/Redemptions	646,476.88	5,168,545.86		
Settled Securities Purchased	(377,301.55)	(4,617,407.09)		
Total Trade Activity	**$269,175.33**	**$551,138.77**	**$0.00**	**$0.00**
Ending Cash Balance	**$591,059.23**	--	**$23,392.45**	--

Securities Transferred In/Out	Current Period Value	Year-To-Date Value*
Securities Transferred In		6,745.68
Securities Transferred Out		(8,354.25)