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Form **990-PF**

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

OMB No 1545-0052

2012

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

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

For calendar year 2012 or tax year beginning

, 2012, and ending

, 20

Name of foundation

Judge and Mrs. Carl B. Felger Memorial Trust

Number and street (or P O box number if mail is not delivered to street address)

Room/suite

P.O. Box 910

City or town, state, and ZIP code

Piqua, OH 45356-0910

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

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

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$ 3,910,121.38
 J Accounting method: ☒ Cash ☐ Accrual
☐ Other (specify) _____
 (Part I, column (d) must be on cash basis.)

A Employer identification number

31-6539962

B Telephone number (see instructions)

937/773-3212

C If exemption application is pending, check here ▶ ☐D 1. Foreign organizations, check here ▶ ☐2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

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)	0.00			
	2	Check ☐ if the foundation is not required to attach Sch B				
	3	Interest on savings and temporary cash investments	1.63	1.63	1.63	
	4	Dividends and interest from securities	80,489.23	80,489.23	80,489.23	
	5a	Gross rents	0.00	0.00	0.00	
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	109,997.64			
	b	Gross sales price for all assets on line 6a 2,740,765.23				
	7	Capital gain net income (from Part IV, line 2)		109,997.64		
	8	Net short-term capital gain			130,451.92	
	9	Income modifications			0.00	
	10a	Gross sales less returns and allowances				
Operating and Administrative Expenses	b	Less: Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)	0.00		0.00	
	11	Other income (attach schedule)	0.00	0.00	0.00	
	12	Total. Add lines 1 through 11	190,488.50	190,488.50	210,942.78	
	13	Compensation of officers, directors, trustees, etc.	18,016.00	18,016.00	18,016.00	18,016.00
	14	Other employee salaries and wages	0.00	0.00	0.00	0.00
	15	Pension plans, employee benefits	0.00	0.00	0.00	0.00
	16a	Legal fees (attach schedule)	8,437.70	8,437.70	8,437.70	8,437.70
	b	Accounting fees (attach schedule)	0.00	0.00	0.00	0.00
	c	Other professional fees (attach schedule)	0.00	0.00	0.00	0.00
	17	Interest	0.00	0.00	0.00	0.00
	18	Taxes (attach schedule) (see instructions)	0.00	0.00	0.00	0.00
	19	Depreciation (attach schedule) and depletion	0.00	0.00	0.00	
	20	Occupancy	0.00	0.00	0.00	0.00
	21	Travel, conferences, and meetings	0.00	0.00	0.00	0.00
	22	Printing and publications	0.00	0.00	0.00	0.00
	23	Other expenses (attach schedule)	30,519.97	30,519.97	30,519.97	30,519.97
	24	Total operating and administrative expenses. Add lines 13 through 23	56,973.67	56,973.67	56,973.67	56,973.67
	25	Contributions, gifts, grants paid	217,457.30			217,457.30
	26	Total expenses and disbursements. Add lines 24 and 25	274,430.97	56,973.67	56,973.67	274,430.97
	27	Subtract line 26 from line 12:				
	a	Excess of revenue over expenses and disbursements	0.00			
	b	Net investment income (if negative, enter -0-)		133,514.83		
	c	Adjusted net income (if negative, enter -0-)			153,969.11	

For Paperwork Reduction Act Notice, see instructions.

Cat No 11289X

Form 990-PF (2012)

21

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	0.00	0.00	0.00
	2 Savings and temporary cash investments	124,615.86	192,783.34	192,783.34
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶	0.00	0.00	0.00
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶	0.00	0.00	0.00
	5 Grants receivable	0.00	0.00	0.00
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)	0.00	0.00	0.00
	7 Other notes and loans receivable (attach schedule) ▶			
	Less: allowance for doubtful accounts ▶	0.00	0.00	0.00
	8 Inventories for sale or use	0.00	0.00	0.00
	9 Prepaid expenses and deferred charges	0.00	0.00	0.00
	10a Investments—U.S. and state government obligations (attach schedule)	0.00	0.00	0.00
	b Investments—corporate stock (attach schedule)	3,138,861.81	3,023,900.56	3,613,922.04
	c Investments—corporate bonds (attach schedule)	100,000.00	100,000.00	103,416.00
Liabilities	11 Investments—land, buildings, and equipment: basis ▶			
	Less: accumulated depreciation (attach schedule) ▶	0.00	0.00	0.00
	12 Investments—mortgage loans	0.00	0.00	0.00
	13 Investments—other (attach schedule)	0.00	0.00	0.00
	14 Land, buildings, and equipment: basis ▶			
	Less: accumulated depreciation (attach schedule) ▶	0.00	0.00	0.00
	15 Other assets (describe ▶)	0.00	0.00	0.00
	16 Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I)	3,363,477.67	3,316,683.90	3,910,121.38
	17 Accounts payable and accrued expenses	16,321.00	17,275.00	
	18 Grants payable	49,039.54	43,491.46	
Net Assets or Fund Balances	19 Deferred revenue	0.00	0.00	
	20 Loans from officers, directors, trustees, and other disqualified persons	0.00	0.00	
	21 Mortgages and other notes payable (attach schedule)	0.00	0.00	
	22 Other liabilities (describe ▶)	0.00	0.00	
	23 Total liabilities (add lines 17 through 22)	65,360.54	60,766.46	
	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	0.00	0.00	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.00	0.00	
	29 Retained earnings, accumulated income, endowment, or other funds	3,298,117.13	3,255,917.44	
	30 Total net assets or fund balances (see instructions)	3,298,117.13	3,255,917.44	
	31 Total liabilities and net assets/fund balances (see instructions)	3,363,477.67	3,316,683.90	

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	3,298,117.13
2 Enter amount from Part I, line 27a	2	0.00
3 Other increases not included in line 2 (itemize) ▶	3	0.00
4 Add lines 1, 2, and 3	4	3,298,117.13
5 Decreases not included in line 2 (itemize) ▶ Adjustment to cost basis	5	-42,199.69
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	3,255,917.44

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 (see attached)				
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 2,740,765.23	b 0.00	c 2,630,767.59	d 109,997.64	
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))	
a				
b				
c				
d				
e				
2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }			2	109,997.64
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	130,451.92

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.

(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	248,722.98	3,715,992.71	.0669
2010	209,700.31	3,715,992.71	.0564
2009	136,342.66	3,375,788.70	.0404
2008	167,466.00	3,513,258.18	.0477
2007	157,772.64	4,220,496.05	.0374
2 Total of line 1, column (d)			2 0.2488
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 .0497
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5			4 3,663,449.76
5 Multiply line 4 by line 3			5 182,073.45
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 235.00
7 Add lines 5 and 6			7 182,308.45
8 Enter qualifying distributions from Part XII, line 4			8 274,430.97

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	1,335	00
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	0	00
3	Add lines 1 and 2	3	1,335	00
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0	00
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	1,335	00
6	Credits/Payments:			
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a		
b	Exempt foreign organizations—tax withheld at source	6b		
c	Tax paid with application for extension of time to file (Form 8868)	6c		
d	Backup withholding erroneously withheld	6d		
7	Total credits and payments. Add lines 6a through 6d	7	0	00
8	Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8	0	00
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	1,335	00
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	0	00
11	Enter the amount of line 10 to be Credited to 2013 estimated tax Refunded	11	0	00

Part VII-A Statements Regarding Activities

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?	Yes	No
1a			✓
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?		✓
1b			✓
	<i>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.</i>		
c	Did the foundation file Form 1120-POL for this year?		✓
1c			✓
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? <i>If "Yes," attach a detailed description of the activities.</i>		✓
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? <i>If "Yes," attach a conformed copy of the changes.</i>		✓
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?		✓
4b	If "Yes," has it filed a tax return on Form 990-T for this year?		✓
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i>		✓
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?		✓
7	Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV</i>		✓
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶		
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 <i>General Instruction G</i> ? <i>If "No," attach explanation</i>		✓
8b			✓
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)? <i>If "Yes," complete Part XIV</i>		✓
10	Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		✓

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		✓
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		✓
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	✓	
Website address ► N/A				
14	The books are in care of ► William B. McNeil	Telephone no. ►	937/773-3212	
	Located at ► 123 Market St., 2nd Flr, Piqua	ZIP+4 ►	45356-0910	
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		
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	Yes	No
	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	
	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	✓
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a	At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? ☐ Yes ☒ No		
	If "Yes," list the years ► 20____, 20____, 20____, 20____		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions.)	2b	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► 20____, 20____, 20____, 20____		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No		
b	If "Yes," did it have excess business holdings in 2012 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012.)	3b	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	✓
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	✓

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to:

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☐ Yes ☒ No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?**5b**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**6b****b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ Yes ☒ No

If "Yes" to 6b, file Form 8870.

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No**7b****b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?**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
Paul P. Gutmann P.O. Box 910, Piqua, OH 45356-0910	Trustee 1hr	\$6,005.34	0.00	0.00
William B. McNeil P.O. Box 910, Piqua, OH 45356-0910	Trustee 3hrs	\$6,005.33	0.00	0.00
Jack L. Neuenschwander P.O. Box 910, Piqua, OH 45356-0910	Trustee 1hr	\$6,005.33	0.00	0.00

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

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

Total number of other employees paid over \$50,000 ☐

0

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors *(continued)***3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE."**

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
McCulloch, Felger, Fite & Gutmann Co., L.P.A. P.O. Box 910, Piqua, OH 45356-0910	Legal Services	8,437.70
Total number of others receiving over \$50,000 for professional services		8,437.70

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 The trust was created by the Last Will and Testament of Edith M. Felger. The purpose of the Trust is to invest the assets which were distributed from the estate and to pay the net income to designated charities.	
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	
Total. Add lines 1 through 3	0

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	3,455,564.74
b	Average of monthly cash balances	1b	158,699.60
c	Fair market value of all other assets (see instructions)	1c	104,974.00
d	Total (add lines 1a, b, and c)	1d	3,719,238.34
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	0.00
3	Subtract line 2 from line 1d	3	3,719,238.34
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	55,788.58
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	3,663,449.76
6	Minimum investment return. Enter 5% of line 5	6	183,172.49

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	183,172.49
2a	Tax on investment income for 2012 from Part VI, line 5	2a	1,335.00
b	Income tax for 2012. (This does not include the tax from Part VI.)	2b	0.00
c	Add lines 2a and 2b	2c	1,335.00
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	181,837.49
4	Recoveries of amounts treated as qualifying distributions	4	0.00
5	Add lines 3 and 4	5	181,837.49
6	Deduction from distributable amount (see instructions)	6	0.00
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	181,837.49

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	274,430.97
b	Program-related investments—total from Part IX-B	1b	0.00
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	0.00
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	0.00
b	Cash distribution test (attach the required schedule)	3b	0.00
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	274,430.97
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	0.00
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	274,430.97

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				181,837.49
2 Undistributed income, if any, as of the end of 2012:				
a Enter amount for 2011 only			0.00	
b Total for prior years: 20____, 20____, 20____		0.00		
3 Excess distributions carryover, if any, to 2012:				
a From 2007				
b From 2008				
c From 2009				
d From 2010				
e From 2011 165,832.46				
f Total of lines 3a through e	165,832.46			
4 Qualifying distributions for 2012 from Part XII, line 4: ► \$ 274,430.97				
a Applied to 2011, but not more than line 2a			0.00	
b Applied to undistributed income of prior years (Election required—see instructions)		0.00		
c Treated as distributions out of corpus (Election required—see instructions)	0.00			
d Applied to 2012 distributable amount				181,837.49
e Remaining amount distributed out of corpus	92,593.48			
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.00			0.00
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	258,425.94			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.00		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.00		
d Subtract line 6c from line 6b. Taxable amount—see instructions		0.00		
e Undistributed income for 2011. Subtract line 4a from line 2a. Taxable amount—see instructions			0.00	
f Undistributed income for 2012. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013				0.00
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	0.00			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)	0.00			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	258,425.94			
10 Analysis of line 9:				
a Excess from 2008				
b Excess from 2009				
c Excess from 2010				
d Excess from 2011 165,832.46				
e Excess from 2012 92,593.48				

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

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	N/A				
b	Check box to indicate whether the foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)					
2a	Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed	Tax year (a) 2012	Prior 3 years (b) 2011 (c) 2010 (d) 2009			(e) Total
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).)

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.

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

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

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

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

c Any submission deadlines:

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

Part XV **Supplementary Information** (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	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
Name and address (home or business)				
a <i>Paid during the year</i>				
Total			▶ 3a	
b <i>Approved for future payment</i>				
Total			▶ 3b	

Enter gross amounts unless otherwise indicated.

(See worksheet in line 13 instructions to verify calculations.)

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.)
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[illegible]

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?	Yes	No
a	Transfers from the reporting foundation to a noncharitable exempt organization of:		
	(1) Cash	1a(1)	✓
	(2) Other assets	1a(2)	✓
b	Other transactions.		
	(1) Sales of assets to a noncharitable exempt organization	1b(1)	✓
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)	✓
	(3) Rental of facilities, equipment, or other assets	1b(3)	✓
	(4) Reimbursement arrangements	1b(4)	✓
	(5) Loans or loan guarantees	1b(5)	✓
	(6) Performance of services or membership or fundraising solicitations	1b(6)	✓
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c	✓
d	If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.		

[illegible]

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

b If "Yes," complete the following schedule.

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

**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.

William G McNeil
Signature of officer or trustee

9/15/13
Date

	Co-Trustees
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

William B. McNeil

Preparer's signature

William G M Nail

Date

4/15/13

Check ☐ if self-employed

PTIN

P01220665

Firm's name ► **McCulloch, Felger, Fite & Gutmann Co., L.P.A.**

Firm's EIN ▶	31-0972978
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Firm's address ► P.O. Box 910, Piqua, OH 45356-0910

Phone no	937/773-3212
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SCHEDULE D
(Form 1041)

Department of the Treasury
Internal Revenue Service

Continuation Sheet for Schedule D
(Form 1041)

▶ See instructions for Schedule D (Form 1041)
▶ Attach to Schedule D to list additional transactions for lines 1a and 6a

OMB No 1545-0092

2012

Name of estate or trust

Judge and Mrs. Carl B. Felger Memorial Trust

Employer identification number

31-6539962

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

1a	(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 (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (Loss) Subtract (e) from (d)
	111 shares 3M Company (FTS 023-313831) - sold 111 shs	08/29/1996	08/31/2012	10,267.79	8,165.38	2,102.41
	78 shares 3M Company (FTS 023-313831) - sold 78 shs	08/29/1996	08/31/2012	7,214.80	5,759.75	1,455.05
	165 shares Accenture PLC Cls A (FTS 023 -313831) - sold 165 shs	08/29/1996	06/26/2012	9,398.53	8,291.08	1,107.45
	173 shares Accenture PLC Cls A (FTS 023 -313831) - sold 173 shs	08/29/1996	06/28/2012	9,732.79	8,693.08	1,039.71
	53 shares Affiliated Managers Group (FTS 023-313815) - sold 53 shs	08/29/1996	07/20/2012	5,807.45	4,300.90	1,506.55
	20 shares Affiliated Managers Group (FTS 023-313815) - sold 20 shs	08/29/1996	07/20/2012	2,191.31	1,623.20	568.11
	30 shares AFLAC Inc (FTS 023-313807) - sold 30 shs	08/29/1996	09/04/2012	1,392.65	948.53	444.12
	30 shares AFLAC Inc (FTS 023-313807) - sold 30 shs	08/29/1996	09/04/2012	1,392.65	1,282.12	110.53
	65 shares AFLAC Inc (FTS 023-313807) - sold 65 shs	08/29/1996	09/04/2012	3,016.52	2,622.72	393.80
	Aflac Inc (FTS 023-313831) - sold 228 shs	08/29/1996	07/31/2012	9,420.64	10,974.73	-1,554.09
	Aflac Inc (FTS 023-313831) - sold 15 shs	08/29/1996	07/31/2012	619.55	714.88	-95.33
	Aflac Inc (FTS 023-313831) - sold 133 shs	08/29/1996	08/31/2012	6,162.06	6,338.61	-176.55
	Aflac Inc (FTS 023-313831) - sold 121 shs	08/29/1996	08/31/2012	5,605.82	5,432.27	173.55

SCHEDULE D
(Form 1041)

Department of the Treasury
Internal Revenue Service

Continuation Sheet for Schedule D
(Form 1041)

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OMB No 1545-0092

2012

Name of estate or trust

Judge and Mrs. Carl B. Felger Memorial Trust

Employer identification number

31-6539962

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

1a	(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 (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (Loss) Subtract (e) from (d)
	136 shares Air Products & Chem (FTS 023-313831) - sold 136 shs	08/29/1996	04/30/2012	11,609.52	10,436.64	1,172.88
	65 shares Air Products & Chem (FTS 023-313831) - sold 65 shs	08/29/1996	05/15/2012	5,432.05	4,988.10	443.95
	63 shares Air Products & Chem (FTS 023-313831) - sold 63 shs	08/29/1996	05/15/2012	5,264.67	5,284.68	-20.01
	Alliance Data Sys Corp (FTS 023-313815) - sold 74 shs	08/29/1996	07/18/2012	9,792.94	9,303.84	489.10
	436 shares Allstate Corp (FTS 023-313831) - sold 436 shs	08/29/1996	11/21/2012	16,836.63	16,283.29	553.34
	400 shares Ameren Corp (FTS 023-313831) - sold 400 shs	08/29/1996	11/21/2012	11,674.93	13,195.28	-1,520.35
	Anglo American ADR (FTS 023-313823) - sold 255 shs	08/29/1996	08/23/2012	3,819.22	4,002.99	-183.77
	260 shares Apollo Group Inc Cl A (FTS 023-313807) - sold 260 shs	08/29/1996	09/04/2012	6,905.47	8,431.46	-1,525.99
	188 shares AT&T Inc (FTS 023-313831) - sold 188 shs	08/29/1996	08/31/2012	6,916.59	6,192.16	724.43
	35 shares AT&T Inc (FTS 023-313831) - sold 35 shs	08/29/1996	12/07/2012	1,188.44	1,152.79	35.65
	339 shares AT&T Inc (FTS 023-313831) - sold 339 shs	08/29/1996	12/07/2012	11,510.85	11,224.05	286.80
	104 shares AT&T Inc (FTS 023-313831) - sold 104 shs	08/29/1996	12/07/2012	3,530.97	3,757.00	-226.03

SCHEDULE D
(Form 1041)

Department of the Treasury
Internal Revenue Service

Continuation Sheet for Schedule D
(Form 1041)

OMB No 1545-0092

2012

▶ See instructions for Schedule D (Form 1041)

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Name of estate or trust

Employer identification number

Judge and Mrs. Carl B. Felger Memorial Trust

31-6539962

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

1a	(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 (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (Loss) Subtract (e) from (d)
	40 shares Baxter Intl Inc (FTS 023-313807) - sold 40 shs	08/29/1996	06/05/2012	2,029.71	2,191.93	-162.22
	30 shares Baxter Intl Inc (FTS 023-313807) - sold 30 shs	08/29/1996	06/05/2012	1,522.21	1,626.23	-104.02
	30 shares Bio Rad Laboratories Inc Cl A (FTS 023-313807) - sold 30 shs	08/29/1996	09/04/2012	3,054.54	3,011.88	42.66
	57 shares Blackrock Inc (FTS 023-313831) - sold 57 shs	09/28/2011	07/13/2012	9,836.73	8,350.39	1,486.34
	53 shares Blackrock Inc (FTS 023-313831) - sold 53 shs	09/28/2011	08/31/2012	9,487.01	7,764.39	1,722.62
	27 shares Blackrock Inc (FTS 023-313831) - sold 27 shs	08/29/1996	08/31/2012	4,832.67	4,201.83	630.84
	310 shares Blackstone Group LP (FTS 023 -313807) - sold 310 shs	08/29/1996	09/04/2012	4,306.30	3,922.65	383.65
	290 shares Blackstone Group LP (FTS 023 -313807) - sold 290 shs	08/29/1996	09/04/2012	4,028.48	4,032.97	-4.49
	250 shares Blackstone Group LP (FTS 023 -313807) - sold 250 shs	08/29/1996	09/04/2012	3,472.83	3,049.68	423.15
	215 shares Blackstone Group LP (FTS 023 -313807) - sold 215 shs	08/29/1996	09/04/2012	2,986.63	3,005.28	-18.65
	275 shares Blackstone Group LP (FTS 023 -313807) - sold 275 shs	08/29/1996	09/04/2012	3,820.11	4,005.98	-185.87
	260 shares Blackstone Group LP (FTS 023 -313807) - sold 260 shs	08/29/1996	09/04/2012	3,611.74	3,125.20	486.54

SCHEDULE D
(Form 1041)

Department of the Treasury
Internal Revenue Service

Continuation Sheet for Schedule D
(Form 1041)

▶ See instructions for Schedule D (Form 1041)
▶ Attach to Schedule D to list additional transactions for lines 1a and 6a

OMB No 1545-0092

2012

Name of estate or trust

Judge and Mrs. Carl B. Felger Memorial Trust

Employer identification number

31-6539962

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

1a	(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 (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (Loss) Subtract (e) from (d)
	235 shares Blackstone Group LP (FTS 023 -313807) - sold 235 shs	08/29/1996	09/04/2012	3,263.87	3,110.93	152.94
	413 shares C S X Corp (FTS 023-313831) - sold 413 shs	08/29/1996	01/27/2012	8,983.49	8,840.27	143.22
	431 shares C S X Corp (FTS 023-313831) - sold 431 shs	08/29/1996	01/27/2012	9,374.67	9,924.16	-549.49
	361 shares Cardinal Health Inc (FTS 023 -313831) - sold 361 shs	08/29/1996	08/31/2012	14,306.94	14,915.80	-608.86
	109 shares Cardinal Health Inc (FTS 023 -313831) - sold 109 shs	08/29/1996	08/31/2012	4,319.40	4,677.53	-358.13
	421 shares Carefusion Corp (FTS 023 -313815) - sold 421 shs	08/29/1996	03/27/2012	10,681.37	10,195.78	485.59
	65 shares Carnival Corp (FTS 023-313807) - sold 65 shs	08/29/1996	09/04/2012	2,286.54	1,919.33	367.21
	55 shares CBRE Group Inc CI A (FTS 023 -313807) - sold 55 shs	08/29/1996	02/06/2012	1,064.80	1,361.52	-296.72
	70 shares CBS Corp New CI B (FTS 023 -313807) - sold 70 shs	08/29/1996	01/26/2012	2,007.61	1,511.19	496.42
	45 shares CBS Corp New CI B (FTS 023 -313807) - sold 45 shs	08/29/1996	02/06/2012	1,310.14	971.48	338.66
	69 shares CBS Corp New CI B (FTS 023 -313831) - sold 69 shs (st loss sale disallowed)	08/29/1996	10/09/2012	2,370.09	2,497.49	0.00
	96 shares Centene Corp (FTS 023-313807) - sold 96 shs	08/29/1996	10/09/2012	3,534.65	3,892.76	-358.11

SCHEDULE D
(Form 1041)Department of the Treasury
Internal Revenue Service**Continuation Sheet for Schedule D**
(Form 1041)

▶ See instructions for Schedule D (Form 1041)

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

OMB No 1545-0092

2012

Name of estate or trust

Employer identification number

Judge and Mrs. Carl B. Felger Memorial Trust

31-6539962

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

1a	(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 (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (Loss) Subtract (e) from (d)
	105 shares Chesapeake Energy Corporation (FTS 023-313807) - sold 105 shs	08/29/1996	09/04/2012	2,053.28	2,515.28	-462.00
	75 shares Chesapeake Energy Corporation (FTS 023-313807) - sold 75 shs	08/29/1996	09/04/2012	1,466.63	1,697.83	-231.20
	80 shares Chesapeake Energy Corporation (FTS 023-313807) - sold 80 shs	08/29/1996	09/04/2012	1,564.40	1,743.95	-179.55
	25 shares Chesapeake Energy Corporation (FTS 023-313807) - sold 25 shs	08/29/1996	09/04/2012	488.88	542.46	-53.58
	120 shares Chesapeake Energy Corporation (FTS 023-313807) - sold 120 shs	08/29/1996	09/04/2012	2,345.99	2,522.24	-176.25
	42 shares Chevron Corp New (FTS 023 -313831) - sold 42 shs	08/29/1996	03/30/2012	4,507.68	3,754.07	753.61
	8 shares Chevron Corp New (FTS 023 -313831) - sold 8 shs	08/29/1996	04/18/2012	811.67	715.06	96.61
	189 shares Chevron Corp New (FTS 023 -313831) - sold 189 shs	08/29/1996	08/31/2012	21,286.19	16,893.29	4,392.90
	144 shares Chubb Corp (FTS 023-313831) - sold 144 shs	08/29/1996	03/05/2012	9,791.72	9,330.98	460.74
	159 shares Coca Cola Co (FTS 023-313831) - sold 159 shs	08/29/1996	02/29/2012	10,949.68	10,638.53	311.15
	92 shares Coca Cola Co (FTS 023-313831) - sold 92 shs	08/29/1996	03/20/2012	6,448.56	6,155.63	292.93
	383 shares Coca Cola Co (FTS 023-313831) - sold 383 shs	08/29/1996	08/31/2012	11,505.52	10,983.44	522.08

**SCHEDULE D
(Form 1041)**Department of the Treasury
Internal Revenue Service**Continuation Sheet for Schedule D
(Form 1041)**

OMB No 1545-0092

2012

▶ See instructions for Schedule D (Form 1041)

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

Name of estate or trust

Employer identification number

Judge and Mrs. Carl B. Felger Memorial Trust

31-6539962

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

1a	(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 (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (Loss) Subtract (e) from (d)
	Coinstar Inc (FTS 023-313815) - sold 48 shs	08/29/1996	08/31/2012	2,437.86	2,987.46	-549.60
	Comcast Corp New CI A (FTS 023-313831) - sold 628 shs	08/29/1996	08/31/2012	21,334.54	18,254.58	3,079.96
	Comcast Corp New CI A (FTS 023-313831) - sold 212 shs	08/29/1996	08/31/2012	7,201.47	6,420.63	780.84
	196 shares Conocophillips (FTS 023-313831) - sold 196 shs	08/29/1996	02/15/2012	14,149.71	12,208.45	1,941.26
	71 shares Conocophillips (FTS 023-313831) - sold 71 shs	08/29/1996	02/15/2012	5,125.28	4,971.29	153.99
	609 shares Cypress Semiconductr Corp (FTS 023-313815) - sold 609 shs	08/29/1996	06/18/2012	7,902.33	10,450.99	-2,548.66
	208 shares D R Horton Inc (FTS 023-313831) - sold 208 shs	08/29/1996	10/09/2012	4,532.83	3,899.29	633.54
	708 shares D R Horton Inc (FTS 023-313831) - sold 708 shs	08/29/1996	12/07/2012	13,587.09	13,272.60	314.49
	427 shares D R Horton Inc (FTS 023-313831) - sold 427 shs	08/29/1996	12/07/2012	8,193.98	8,299.47	-105.49
	143 shares Deckers Outdoor (FTS 023 -313815) - sold 143 shs	08/29/1996	01/24/2012	12,062.85	14,422.75	-2,359.90
	214 shares Deere & Company (FTS 023 -313831) - sold 214 shs	08/29/1996	09/04/2012	15,899.28	14,400.60	1,498.68
	60 shares Dell Inc (FTS 023-313807) - sold 60 shs	08/29/1996	09/04/2012	653.34	842.92	-189.58

SCHEDULE D
(Form 1041)

Department of the Treasury
Internal Revenue Service

Continuation Sheet for Schedule D
(Form 1041)

► See instructions for Schedule D (Form 1041)
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OMB No 1545-0092

2012

Name of estate or trust

Judge and Mrs. Carl B. Felger Memorial Trust

Employer identification number

31-6539962

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

1a	(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 (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (Loss) Subtract (e) from (d)
	185 shares Dell Inc (FTS 023-313807) - sold 185 shs	08/29/1996	09/04/2012	2,014.47	2,345.42	-330.95
	215 shares Dell Inc (FTS 023-313807) - sold 215 shs	08/29/1996	09/04/2012	2,340.50	2,620.65	-280.15
	12 shares Desarrolladora Homex Sab DE CV Adr (FTS 023-313823) - sold 12 shs	08/29/1996	03/05/2012	217.99	319.73	-101.74
	170 shares DEVRY Inc. (FTS 023-313807) - sold 170 shs	08/29/1996	09/04/2012	3,163.84	5,675.36	-2,511.52
	105 shares DEVRY Inc. (FTS 023-313807) - sold 105 shs	08/29/1996	09/04/2012	1,954.13	3,851.40	-1,897.27
	265 shares DEVRY Inc. (FTS 023-313807) - sold 265 shs	08/29/1996	09/04/2012	4,931.86	9,329.14	-4,397.28
	70 shares DEVRY Inc. (FTS 023-313807) - sold 70 shs	08/29/1996	09/04/2012	1,302.38	1,470.62	-168.24
	261 shares DEVRY Inc. (FTS 023-313815) - sold 261 shs	08/29/1996	06/18/2012	7,053.16	10,270.98	-3,217.82
	93 shares Diageo (FTS 023-313831) - sold 93 shs	08/29/1996	03/20/2012	8,922.96	6,959.37	1,963.59
	8 shares Diageo (FTS 023-313831) - sold 8 shs	08/29/1996	04/18/2012	774.46	598.66	175.80
	111 shares Diageo (FTS 023-313831) - sold 111 shs	08/29/1996	07/25/2012	11,696.60	8,306.35	3,390.25
	229 shares Diamond Offshore Drilling Inc (FTS 023-313831) - sold 229 shs	08/29/1996	12/07/2012	15,834.01	15,249.71	584.30

**SCHEDULE D
(Form 1041)**

Department of the Treasury
Internal Revenue Service

**Continuation Sheet for Schedule D
(Form 1041)**

▶ See instructions for Schedule D (Form 1041)

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OMB No 1545-0092

2012

Name of estate or trust

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Employer identification number

31-6539962

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

1a	(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 (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (Loss) Subtract (e) from (d)
	75 shares Discover Finl Svcs (FTS 023-313831) - sold 75 shs	08/29/1996	10/09/2012	2,963.95	2,888.77	75.18
	Dolby Laboratories Inc Cl A (FTS 023-313815) - sold 46 shs	08/29/1996	07/18/2012	1,751.64	1,592.37	159.27
	Dolby Laboratories Inc Cl A (FTS 023-313815) - sold 108 shs	08/29/1996	08/31/2012	3,700.00	3,738.62	-38.62
	76 shares DSW Inc (FTS 023-313815) - sold 76 shs	08/29/1996	10/16/2012	5,187.65	4,406.33	781.32
	134 shares Exxon Mobil Corp (FTS 023-313831) - sold 134 shs	08/29/1996	08/31/2012	11,824.67	9,242.99	2,581.68
	65 shares Exxon Mobil Corp (FTS 023-313831) - sold 65 shs	08/29/1996	08/31/2012	5,735.45	5,645.02	90.43
	204 shares F5 Networks Inc (FTS 023-313815) - sold 204 shs	08/29/1996	03/13/2012	25,473.06	15,672.30	9,800.76
	88 shares Factset Research Sys Inc (FTS 023-313815) - sold 88 shs	08/29/1996	07/20/2012	8,059.77	8,083.68	-23.91
	125 shares First American Financial Corp (FTS 023-313807) - sold 125 shs	08/29/1996	09/04/2012	2,426.34	1,598.35	827.99
	250 shares First American Financial Corp (FTS 023-313807) - sold 250 sh	08/29/1996	09/04/2012	4,852.68	2,931.25	1,921.43
	285 shares First American Financial Corp (FTS 023-313807) - sold 285 shs	08/29/1996	09/04/2012	5,531.14	4,456.33	1,074.81
	38 shares Flowserve Corp (FTS 023-313807) - sold 38 shs	08/29/1996	10/09/2012	4,856.29	4,795.83	60.46

SCHEDULE D
(Form 1041)

Department of the Treasury
Internal Revenue Service

Continuation Sheet for Schedule D
(Form 1041)

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OMB No 1545-0092

2012

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31-6539962

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

1a	(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 (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (Loss) Subtract (e) from (d)
	25 shares Franklin Res Inc (FTS 023-313807) - sold 25 shs	08/29/1996	02/02/2012	2,646.69	3,232.53	-585.84
	25 shares Franklin Res Inc (FTS 023-313807) - sold 25 shs	08/29/1996	09/04/2012	2,958.41	2,427.57	530.84
	200 shares Gannett Co Inc (FTS 023-313807) - sold 200 shs	08/29/1996	01/26/2012	3,100.36	3,412.00	-311.64
	73 shares Gartner Inc (FTS 023-313815) - sold 73 shs	08/29/1996	10/09/2012	3,361.57	3,063.56	298.01
	216 shares Gen Probe Incorporated New (FTS 023-313815) - sold 216 shs	08/29/1996	05/03/2012	17,616.00	13,136.32	4,479.68
	127 shares General Mills Inc (FTS 023 -313831) - sold 127 shs	08/29/1996	08/31/2012	5,017.03	5,129.33	-112.30
	236 shares General Mills Inc (FTS 023 -313831) - sold 236 shs	08/29/1996	08/31/2012	9,322.66	9,244.12	78.54
	279 shares Harman Intl Inds Inc New (FTS 023-313815) - sold 279 shs	08/29/1996	06/18/2012	10,077.68	8,702.57	1,375.11
	164 shares Harman Intl Inds Inc New (FTS 023-313815) - sold 164 shs	08/29/1996	06/18/2012	5,923.43	6,775.92	-852.49
	159 shares Heinz H J Co (FTS 023-313831) - sold 159 shs	08/29/1996	08/31/2012	9,213.10	8,442.96	770.14
	159 shares Heinz H J Co (FTS 023-313831) - sold 159 shs	08/29/1996	08/31/2012	9,212.67	8,565.20	647.47
	182 shares Herbalife Ltd (FTS 023-313815) - sold 182 shs	08/29/1996	05/07/2012	9,628.11	10,512.18	-884.07

SCHEDULE D
(Form 1041)

Department of the Treasury
Internal Revenue Service

Continuation Sheet for Schedule D
(Form 1041)

▶ See instructions for Schedule D (Form 1041)
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OMB No 1545-0092

2012

Name of estate or trust

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31-6539962

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

1a	(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 (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (Loss) Subtract (e) from (d)
	236 shares Herbalife Ltd (FTS 023-313815) - sold 236 shs	08/29/1996	07/20/2012	11,752.39	13,631.17	-1,878.78
	188 shares Hertz Global Holdings Inc (FTS 023-313815) - sold 188 shs	08/29/1996	08/31/2012	2,698.28	1,802.47	895.81
	296 shares Home Inns & Hotel Management Inc (FTS 023-313815) - sold 296 shs	08/29/1996	01/18/2012	7,967.78	8,168.42	-200.64
	212 shares Honeywell Intl Inc (FTS 023 -313831) - sold 212 shs	08/29/1996	05/23/2012	11,691.89	8,960.71	2,731.18
	50 shares Hospira Inc (FTS 023-313807) - sold 50 shs	08/29/1996	06/26/2012	1,678.60	2,419.29	-740.69
	35 shares Hospira Inc (FTS 023-313807) - sold 35 shs	08/29/1996	07/06/2012	1,223.32	1,693.50	-470.18
	115 shares Hospira Inc (FTS 023-313807) - sold 115 shs	08/29/1996	09/04/2012	3,866.46	4,585.04	-718.58
	80 shares Hospira Inc (FTS 023-313807) - sold 80 shs	08/29/1996	09/04/2012	2,689.71	2,549.71	140.00
	70 shares Hospira Inc (FTS 023-313807) - sold 70 shs	08/29/1996	09/04/2012	2,353.50	2,414.67	-61.17
	75 shares Hospira Inc (FTS 023-313807) - sold 75 shs	08/29/1996	09/04/2012	2,521.61	2,528.68	-7.07
	85 shares Hospira Inc (FTS 023-313807) - sold 85 shs	08/29/1996	09/04/2012	2,857.37	2,772.50	84.87
	2,337 shares Huntington Bancshares Inc (FTS 023-313831) - sold 2337 shs	08/29/1996	11/21/2012	13,920.96	15,466.97	-1,546.01

**SCHEDULE D
(Form 1041)**

Department of the Treasury
Internal Revenue Service

**Continuation Sheet for Schedule D
(Form 1041)**

▶ See instructions for Schedule D (Form 1041)

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OMB No 1545-0092

2012

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

1a	(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 (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (Loss) Subtract (e) from (d)
	100 shares IAC - Interactivecorp (FTS 023 -131815) - sold 100 shs	08/29/1996	07/18/2012	4,631.00	4,047.00	584.00
	130 shares IAC - Interactivecorp (FTS 023 -131815) - sold 130 shs	08/29/1996	07/18/2012	6,020.06	5,259.54	760.52
	70 shares Illumina Inc (FTS 023-313815) - sold 70 shs	08/29/1996	08/31/2012	2,919.00	2,071.31	847.69
	129 shares Informatica Corp (FTS 023 -313815) - sold 129 shs	08/29/1996	06/18/2012	5,336.41	5,488.95	-152.54
	62 shares Informatica Corp (FTS 023-313815) - sold 62 shs	08/29/1996	06/18/2012	2,564.60	2,640.97	-76.37
	1,018 shares Intel Corp (FTS 023-313831) - sold 1018 shs	08/29/1996	01/24/2012	25,940.28	22,494.03	3,446.25
	361 shares Intel Corp (FTS 023-313831) - sold 361 shs	08/29/1996	08/31/2012	9,001.03	9,600.69	-599.66
	422 shares Intel Corp (FTS 023-313831) - sold 422 shs	08/29/1996	08/31/2012	10,521.54	11,389.53	-867.99
	25 shares International Business Machines (FTS 023-313831) - sold 25 shs	08/29/1996	11/21/2012	4,672.13	4,836.74	-164.61
	315 shares Interpublic Group Cos Inc Del (FTS 023-313807) - sold 315 shs	08/29/1996	01/20/2012	3,355.10	3,908.70	-553.60
	210 shares Interpublic Group Cos Inc Del (FTS 023-313807) - sold 210 shs	08/29/1996	02/16/2012	2,270.47	2,605.80	-335.33
	175 shares Interpublic Group Cos Inc Del (FTS 023-313807) - sold 175 shs	08/29/1996	09/04/2012	1,872.73	1,923.25	-50.52

SCHEDULE D
(Form 1041)

Department of the Treasury
Internal Revenue Service

Continuation Sheet for Schedule D
(Form 1041)

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

1a	(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 (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (Loss) Subtract (e) from (d)
	135 shares Interpublic Group Cos Inc Del (FTS 023-313807) - sold 135 shs	08/29/1996	09/04/2012	1,444.68	1,450.88	-6.20
	365 shares Interpublic Group Cos Inc Del (FTS 023-313807) - sold 365 shs	08/29/1996	09/04/2012	3,905.14	3,576.42	328.72
	245 shares Intl Game Technology (FTS 023 -313807) - sold 245 shs	08/29/1996	09/04/2012	2,994.24	3,638.25	-644.01
	240 shares Intl Game Technology (FTS 023 -313807) - sold 240 shs	08/29/1996	09/04/2012	2,933.14	2,704.36	228.78
	260 shares Intl Game Technology (FTS 023 -313807) - sold 260 shs	08/29/1996	09/04/2012	3,177.56	3,083.34	94.22
	195 shares Intl Game Technology (FTS 023 -313807) - sold 195 shs	08/29/1996	09/04/2012	2,382.59	2,301.00	81.59
	355 shares Intl Speedway CI A (FTS 023 -313807) - 355 shs	08/29/1996	09/04/2012	9,364.73	9,247.71	117.02
	265 shares Janus Cap Group Inc (FTS 023 -313807) - sold 265 shs	08/29/1996	02/02/2012	2,070.29	3,622.13	-1,551.84
	180 shares Janus Cap Group Inc (FTS 023 -313807) - sold 180 shs	08/29/1996	09/04/2012	1,566.25	1,580.40	-14.15
	565 shares Janus Cap Group Inc (FTS 023 -313807) - sold 565 shs	08/29/1996	09/04/2012	4,916.29	3,411.41	1,504.88
	410 shares Janus Cap Group Inc (FTS 023 -313807) - sold 410 shs	08/29/1996	09/04/2012	3,566.96	2,955.90	611.06
	216 shares Johnson & Johnson (FTS 023 -313831) - sold 216 shs	08/29/1996	08/31/2012	14,612.42	13,355.02	1,257.40

**SCHEDULE D
(Form 1041)**

Department of the Treasury
Internal Revenue Service

**Continuation Sheet for Schedule D
(Form 1041)**

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31-6539962

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1a	(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 (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (Loss) Subtract (e) from (d)
	129 shares Johnson & Johnson (FTS 023 -313831) - sold 129 shs	08/29/1996	08/31/2012	8,726.33	8,127.18	599.15
	5 shares Jones Lang Lasalle Inc (FTS 023 -313807) - sold 5 shs	08/29/1996	02/06/2012	400.84	511.45	-110.61
	35 shares Jones Lang Lasalle Inc (FTS 023 -313807) - sold 35 shs	08/29/1996	02/29/2012	2,844.81	3,580.14	-735.33
	10 shares Jones Lang Lasalle Inc (FTS 023 -313807) - sold 10 shs	08/29/1996	09/04/2012	719.37	505.63	213.74
	155 shares KKR & Co LP (FTS 023-313807) - sold 155 shs	08/29/1996	09/04/2012	2,247.50	2,000.65	246.85
	135 shares KKR & Co LP (FTS 023-313807) - sold 135 shs	08/29/1996	09/04/2012	1,957.04	1,849.24	107.80
	KOC Holding UNSP ADR (FTS 023-313823) - cash in lieu of fractional shares	08/29/1996	06/20/2012	7.19	0.00	7.19
	3 shares KUMBA IRON ORE LTD ADR (FTS 023-313823) - sold 3 shs	08/29/1996	01/26/2012	200.64	212.37	-11.73
	55 shares Lazard LTD Com Class A (FTS 023 -313807) - sold 55 shs	08/29/1996	09/04/2012	1,561.02	1,275.69	285.33
	190 shares Lazard LTD Com Class A (FTS 023-313807) - sold 190 shs	08/29/1996	09/04/2012	5,391.72	4,794.39	597.33
	87 shares Lender Processing Svcs Inc (FTS 023-313815) - sold 87 shs	08/29/1996	08/31/2012	2,428.11	1,284.82	1,143.29
	220 shares Life Technologies Corp (FTS 023 -313807) - sold 220 shs	08/29/1996	09/04/2012	10,538.02	9,269.66	1,268.36

**SCHEDULE D
(Form 1041)**Department of the Treasury
Internal Revenue Service**Continuation Sheet for Schedule D
(Form 1041)**

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1a	(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 (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (Loss) Subtract (e) from (d)
	365 shares Lilly Eli & Co (FTS 023-313831) - sold 365 shs	08/29/1996	11/07/2012	17,825.40	16,486.58	1,338.82
	Lowes Companies (FTS 023-313831) - sold 323 shs	08/29/1996	08/31/2012	9,012.59	8,944.65	67.94
	30 shares Madison Square Garden Inc Cl A (FTS 023-313807) - sold 30 shs	08/29/1996	09/04/2012	1,272.02	886.80	385.22
	13 shares Massmart Hldgs LTD (FTS 023 -313823) - sold 13 shs	08/29/1996	07/19/2012	529.88	647.40	-117.52
	29 shares Massmart Hldgs LTD (FTS 023 -313823) - sold 29 shs	08/29/1996	07/19/2012	1,182.00	1,186.97	-4.97
	105 shares Mattel Inc (FTS 023-313807) - sold 105 shs	08/29/1996	01/26/2012	3,042.21	2,648.94	393.27
	95 shares Mattel Inc (FTS 023-313807) - sold 95 shs	08/29/1996	02/01/2012	2,794.05	2,396.66	397.39
	105 shares McDonalds Corp (FTS 023 -313831) - sold 105 shs	08/29/1996	08/31/2012	9,379.94	9,121.09	258.85
	124 shares McDonalds Corp (FTS 023 -313831) - sold 124 shs	08/29/1996	08/31/2012	11,076.81	11,159.64	-82.83
	75 shares Meadwestvaco Corp (FTS 023 -313807) - sold 75 shs	08/29/1996	10/09/2012	2,328.32	2,150.78	177.54
	40 shares Mercadolibre Inc (FTS 023-313815) - sold 40 shs	08/29/1996	08/31/2012	3,169.12	2,300.16	868.96
	87 shares Mettler-Toledo Intl (FTS 023 -313815) - sold 87 shs	08/29/1996	02/09/2012	15,698.19	12,541.05	3,157.14

SCHEDULE D
(Form 1041)

Department of the Treasury
Internal Revenue Service

Continuation Sheet for Schedule D
(Form 1041)

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1a	(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 (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (Loss) Subtract (e) from (d)
	181 shares Microchip Tech Inc (FTS 023 -313831) - sold 181 shs	08/29/1996	03/05/2012	6,569.37	5,860.81	708.56
	290 shares Microchip Tech Inc (FTS 023 -313831) - sold 290 shs	08/29/1996	05/17/2012	9,197.23	9,389.79	-192.56
	853 shares Microsoft Corp (FTS 023-313831) - sold 853 shs	08/29/1996	08/31/2012	26,177.98	21,263.24	4,914.74
	Momenta Pharmaceuticals Inc (FTS 023 -313815) - sold 215 shs	08/29/1996	08/10/2012	2,978.97	4,169.11	-1,190.14
	200 shares National Oilwell Varco Inc (FTS 023-313831) - sold 200 shs	08/29/1996	11/13/2012	14,242.88	15,439.40	-1,196.52
	41 shares Nordson Corp (FTS 023-313815) - sold 41 shs	08/29/1996	08/31/2012	2,441.90	1,679.12	762.78
	171 shares Norfolk Southern Crp (FTS 023 -313831) - sold 171 shs	08/29/1996	01/24/2012	13,264.45	10,487.09	2,777.36
	30 shares Northern Tr Corp (FTS 023-313807) - sold 30 shs	08/29/1996	09/04/2012	1,391.42	1,013.63	377.79
	15 shares Northern Tr Corp (FTS 023-313807) - sold 15 shs	08/29/1996	09/04/2012	694.90	663.71	31.19
	228 shares Nu Skin Enterprises Inc Cl A (FTS 023-313815) - sold 228 shs	08/29/1996	05/07/2012	10,947.47	9,713.25	1,234.22
	74 shares Nu Skin Enterprises Inc Cl A (FTS 023-313815) - sold 74 shs	08/29/1996	05/08/2012	3,363.22	3,152.55	210.67
	200 shares Nu Skin Enterprises Inc Cl A (FTS 023-313815) - sold 200 shs	08/29/1996	07/20/2012	9,448.86	8,520.40	928.46

**SCHEDULE D
(Form 1041)**

Department of the Treasury
Internal Revenue Service

**Continuation Sheet for Schedule D
(Form 1041)**

OMB No 1545-0092

2012

▶ See instructions for Schedule D (Form 1041)

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

Name of estate or trust

Judge and Mrs. Carl B. Felger Memorial Trust

Employer identification number

31-6539962

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

1a	(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 (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (Loss) Subtract (e) from (d)
	1,090 shares NVIDIA Corp (FTS 023-313831) - sold 1090 shs	08/29/1996	11/21/2012	12,301.46	15,618.28	-3,316.82
	102 shares OGE Energy Corp Holding Co (FTS 023-313807) - sold 102 shs	08/29/1996	10/22/2012	5,859.13	5,523.81	335.32
	507 shares Oracle Corporation (FTS 023 -313831) - sold 507 shs	08/29/1996	11/13/2012	15,696.36	15,985.66	-289.30
	16 shares Panera Bread Company Cl A (FTS 023-313815) - sold 16 shs	08/29/1996	08/31/2012	2,512.42	1,775.71	736.71
	77 shares Pentair Ltd Com (FTS 023-313807) - sold 77 shs	08/29/1996	10/09/2012	3,399.47	3,215.50	183.97
	208 shares Pentair Ltd Com (FTS 023-313807) - sold 208 shs	08/29/1996	12/13/2012	10,023.29	8,686.04	1,337.25
	143 shares Pepsico Inc (FTS 023-313831) - sold 143 shs	08/29/1996	08/31/2012	10,467.60	9,380.00	1,087.60
	116 shares Pepsico Inc (FTS 023-313831) - sold 116 shs	08/29/1996	08/31/2012	8,491.20	7,324.43	1,166.77
	63 shares Pepsico Inc (FTS 023-313831) - sold 63 shs	08/29/1996	08/31/2012	4,611.07	4,326.14	284.93
	32 shares Petsmart Inc (FTS 023-313815) - sold 32 shs	08/29/1996	07/18/2012	2,204.11	1,405.82	798.29
	105 shares Petsmart Inc (FTS 023-313815) - sold 105 shs	08/29/1996	07/18/2012	7,231.18	4,612.86	2,618.32
	238 shares Procter & Gamble Co (FTS 023 -313831) - sold 238 shs	08/29/1996	03/08/2012	15,917.27	14,476.59	1,440.68

SCHEDULE D
(Form 1041)Department of the Treasury
Internal Revenue Service**Continuation Sheet for Schedule D**
(Form 1041)

OMB No 1545-0092

2012

▶ See instructions for Schedule D (Form 1041)

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

Name of estate or trust

Employer identification number

Judge and Mrs. Carl B. Felger Memorial Trust

31-6539962

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

1a	(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 (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (Loss) Subtract (e) from (d)
	194 shares Procter & Gamble Co (FTS 023 -313831) - sold 194 shs	08/29/1996	08/31/2012	13,019.36	12,462.72	556.64
	89 shares Procter & Gamble Co (FTS 023 -313831) - sold 89 shs	08/29/1996	08/31/2012	5,972.37	5,767.53	204.84
	132 shares Qualcomm Inc (FTS 023-313831) - sold 132 shs	08/29/1996	05/22/2012	7,550.10	6,596.99	953.11
	204 shares Qualcomm Inc (FTS 023-313831) - sold 204 shs	08/29/1996	08/31/2012	12,648.28	10,195.35	2,452.93
	66 shares Rackspace Hosting Inc (FTS 023 -313815) - sold 66 shs	08/29/1996	05/08/2012	3,873.45	2,287.56	1,585.89
	221 shares Raytheon Co (FTS 023-313831) - sold 221 shs	08/29/1996	08/31/2012	12,468.94	12,437.61	31.33
	546 shares Riverbed Technology Inc (FTS 023-313815) - sold 546 shs	08/29/1996	03/27/2012	14,991.09	11,485.87	3,505.22
	284 shares Ryder System Inc (FTS 023 -313815) - sold 284 shs	08/29/1996	06/18/2012	11,790.84	11,189.03	601.81
	324 shares Sensata Technologies Hldgs NV (FTS 023-313815) - sold 324 shs	08/29/1996	07/20/2012	8,648.66	9,268.28	-619.62
	66 shares Signet Jewelers Ltd (FTS 023 -313815) - sold 66 shs	08/29/1996	08/31/2012	3,029.09	2,279.30	749.79
	147 shares Silgan Holdings Inc (FTS 023 -313815) - sold 147 shs	08/29/1996	06/27/2012	6,396.33	5,302.13	1,094.20
	62 shares Silgan Holdings Inc (FTS 023 -313815) - sold 62 shs	08/29/1996	08/31/2012	2,568.60	2,236.27	332.33

**SCHEDULE D
(Form 1041)**Department of the Treasury
Internal Revenue Service**Continuation Sheet for Schedule D
(Form 1041)**

▶ See instructions for Schedule D (Form 1041)

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

OMB No 1545-0092

2012

Name of estate or trust

Judge and Mrs. Carl B. Felger Memorial Trust

Employer identification number

31-6539962**Part I Short-Term Capital Gains and Losses—Assets Held One Year or Less**

1a	(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 (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (Loss) Subtract (e) from (d)
	100 shares Sirona Dental Sys Inc (FTS 023 -313815) - sold 100 shs	08/29/1996	07/20/2012	4,484.48	4,235.00	249.48
	159 shares Sirona Dental Sys Inc (FTS 023 -313815) - sold 159 shs	08/29/1996	07/20/2012	7,130.05	6,736.83	393.22
	150 shares Snap On Inc (FTS 023-313807) - sold 150 shs	08/29/1996	09/04/2012	10,423.65	9,372.28	1,051.37
	35 shares Snap On Inc (FTS 023-313807) - 35 shs	08/29/1996	09/04/2012	2,432.19	2,104.76	327.43
	30 shares Snap On Inc (FTS 023-313807) - sold 30 shs	08/29/1996	09/04/2012	2,084.73	1,802.86	281.87
	40 shares Snap On Inc (FTS 023-313807) - sold 40 shs	08/29/1996	09/04/2012	2,779.64	2,384.37	395.27
	50 shares Snap On Inc (FTS 023-313807) - sold 50 shs	08/29/1996	09/04/2012	3,474.07	3,093.10	380.97
	61 shares Solarwinds Inc (FTS 023-313815) - sold 61 shs	08/29/1996	05/08/2012	2,879.13	1,406.75	1,472.38
	276 shares Solarwinds Inc (FTS 023-313815) - sold 276 shs	08/29/1996	09/18/2012	16,187.66	6,364.95	9,822.71
	125 shares Sothebys Hldgs Inc Delaware (FTS 023-313807) - sold 125 shs	08/29/1996	09/04/2012	3,958.64	3,456.32	502.32
	130 shares St Jude Medical Inc (FTS 023 -313807) - sold 130 shs	08/29/1996	09/04/2012	4,950.73	4,291.06	659.67
	70 shares St Jude Medical Inc (FTS 023 -313807) - sold 70 shs	08/29/1996	09/04/2012	2,665.78	2,929.85	-264.07

SCHEDULE D
(Form 1041)

Department of the Treasury
Internal Revenue Service

Continuation Sheet for Schedule D
(Form 1041)

► See instructions for Schedule D (Form 1041)
► Attach to Schedule D to list additional transactions for lines 1a and 6a

OMB No 1545-0092

2012

Name of estate or trust

Judge and Mrs. Carl B. Felger Memorial Trust

Employer identification number

31-6539962

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

1a	(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 (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (Loss) Subtract (e) from (d)
	45 shares St Jude Medical Inc (FTS 023 -313807) - sold 45 shs	08/29/1996	09/04/2012	1,713.07	1,665.79	47.28
	20 shares T Rowe Price Group Inc (FTS 023 -313807) - sold 20 shs	08/29/1996	01/12/2012	1,175.03	1,270.95	-95.92
	30 shares T Rowe Price Group Inc (FTS 023 -313807) - sold 30 shs	08/29/1996	02/02/2012	1,738.83	1,906.42	-167.59
	10 shares T Rowe Price Group Inc (FTS 023 -313807) - sold 10 shs	08/29/1996	07/02/2012	605.31	635.47	-30.16
	T Rowe Price Group Inc (FTS 023-313831) - sold 269 shs	08/29/1996	08/31/2012	16,702.13	17,347.16	-645.03
	Target Corp (FTS 023-313831) - sold 187 shs	08/29/1996	08/31/2012	11,985.47	10,921.40	1,064.07
	Target Corp (FTS 023-313831) - sold 90 shs	08/29/1996	08/31/2012	5,768.41	5,158.03	610.38
	Target Corp (FTS 023-313831) - sold 52 shs	08/29/1996	08/31/2012	3,332.37	3,179.51	152.86
	181 shares Tempur Pedic Intl Inc (FTS 023 -313815) - sold 181 shs	08/29/1996	09/06/2012	5,649.68	10,471.77	-4,822.09
	50 shares Tempur Pedic Intl Inc (FTS 023 -313815) - sold 50 shs	08/29/1996	09/06/2012	1,560.51	3,116.97	-1,556.46
	989 shares Teradyne Inc (FTS 023-313831) - sold 989 shs	08/29/1996	11/07/2012	15,136.11	15,455.10	-318.99
	429 shares Tesoro Corp (FTS 023-313831) - sold 429 shs	08/29/1996	11/15/2012	16,375.55	16,845.11	-469.56
	Texas Instruments Inc (FTS 023-313831) - sold 322 shs	08/29/1996	06/06/2012	8,767.51	10,881.19	-2,113.68

SCHEDULE D
(Form 1041)

Department of the Treasury
Internal Revenue Service

Continuation Sheet for Schedule D
(Form 1041)

▶ See instructions for Schedule D (Form 1041)
▶ Attach to Schedule D to list additional transactions for lines 1a and 6a

OMB No 1545-0092

2012

Name of estate or trust

Judge and Mrs. Carl B. Felger Memorial Trust

Employer identification number

31-6539962

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

1a	(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 (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (Loss) Subtract (e) from (d)
	Texas Instruments Inc (FTS 023-313831) - sold 288 shs	08/29/1996	06/13/2012	8,185.75	9,732.24	-1,546.49
	50 shares Thermo Fisher Scientific Inc (FTS 023-313807) - sold 50 shs	08/29/1996	09/04/2012	2,857.85	2,592.45	265.40
	276 shares Thor Inds Inc (FTS 023-313807) - sold 276 shs	08/29/1996	10/22/2012	10,589.88	8,562.02	2,027.86
	130 shares Tiffany & Co New (FTS 023 -313807) - sold 130 shs	08/29/1996	09/04/2012	8,154.38	6,995.86	1,158.52
	30 shares Tiffany & Co New (FTS 023-313807) - sold 30 shs	08/29/1996	09/04/2012	1,881.55	1,617.83	263.72
	38 shares Timken Co (FTS 023-313807) - sold 38 shs	08/29/1996	10/09/2012	1,443.96	1,506.13	-62.17
	100 shares Timken Co (FTS 023-313807) - sold 100 shs	08/29/1996	10/09/2012	3,800.91	3,963.50	-162.59
	108 shares Timken Co (FTS 023-313807) - sold 108 shs	08/29/1996	12/05/2012	4,878.79	4,280.58	598.21
	67 shares Tractor SupplyCo (FTS 023 -313807) - sold 67 shs	08/29/1996	09/07/2012	6,650.27	6,421.91	228.36
	139 shares Tractor SupplyCo (FTS 023 -313815) - sold 139 shs	08/29/1996	01/24/2012	11,201.08	9,345.11	1,855.97
	165 shares Travelers Cos Inc (FTS 023 -313831) - sold 165 shs	08/29/1996	03/08/2012	9,644.85	9,018.94	625.91
	140 shares Trinity Inds Inc Del (FTS 023 -313807) - sold 140 shs	08/29/1996	10/22/2012	4,485.06	3,889.14	595.92

SCHEDULE D
(Form 1041)

Department of the Treasury
Internal Revenue Service

Continuation Sheet for Schedule D
(Form 1041)

▶ See instructions for Schedule D (Form 1041)

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

OMB No. 1545-0092

2012

Name of estate or trust

Employer identification number

Judge and Mrs. Carl B. Felger Memorial Trust

31-6539962

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

1a	(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 (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (Loss) Subtract (e) from (d)
	123 shares Tripadvisor Inc (FTS 023-313815) - sold 123 shs	08/29/1996	05/08/2012	4,990.38	3,551.75	1,438.63
	11 shares Tripadvisor Inc (FTS 023-313815) - sold 11 shs	08/29/1996	05/08/2012	446.16	315.64	130.52
	189 shares Tripadvisor Inc (FTS 023-313815) - sold 189 shs	08/29/1996	07/20/2012	8,681.56	5,423.19	3,258.37
	118 shares Tripadvisor Inc (FTS 023-313815) - sold 118 shs	08/29/1996	07/20/2012	5,419.92	3,005.39	2,414.53
	100 shares ULTA Salon Cosmetics & Fragrance Inc (FTS 023-313815) - sold 100 shs	08/29/1996	01/24/2012	7,706.43	6,870.20	836.23
	32 shares ULTA Salon Cosmetics & Fragrance Inc (FTS 023-313815) - sold 32 shs	08/29/1996	08/31/2012	3,028.09	2,198.46	829.63
	170 shares Under Armour Inc Cl A (FTS 023- 313815) - sold 170 shs	08/29/1996	01/24/2012	12,377.51	12,686.08	-308.57
	128 shares Union Pacific Corp (FTS 023- 313831) - sold 128 shs	08/29/1996	11/07/2012	15,963.72	15,720.58	243.14
	179 shares United Parcel Svc Inc Cl B (FTS 023-313831) - sold 179 shs	08/29/1996	07/30/2012	13,283.59	10,972.27	2,311.32
	214 shares United Rentals Inc (FTS 023- 313815) - sold 214 shs	08/29/1996	03/06/2012	9,106.73	3,767.68	5,339.05
	156 shares United Rentals Inc (FTS 023- 313815) - sold 156 shs	08/29/1996	07/20/2012	5,364.77	2,746.54	2,618.23
	163 shares United Technologies Corp (FTS 023-313831) - sold 163 shs	08/29/1996	08/31/2012	13,161.30	11,209.46	1,951.84

**SCHEDULE D
(Form 1041)**Department of the Treasury
Internal Revenue Service**Continuation Sheet for Schedule D
(Form 1041)**

▶ See instructions for Schedule D (Form 1041)

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

OMB No 1545-0092

2012

Name of estate or trust

Employer identification number

Judge and Mrs. Carl B. Felger Memorial Trust**31-6539962****Part I Short-Term Capital Gains and Losses—Assets Held One Year or Less**

1a	(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 (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (Loss) Subtract (e) from (d)
	135 shares United Technologies Corp (FTS 023-313831) - sold 135 shs	08/29/1996	08/31/2012	10,899.93	10,809.95	89.98
	65 shares URS Corp New (FTS 023-313807) - sold 65 shs	08/29/1996	10/09/2012	2,334.10	2,362.95	-28.85
	62 shares Verifone Systems Inc (FTS 023-313815) - sold 62 shs	08/29/1996	07/20/2012	2,212.77	2,300.19	-87.42
	400 shares Verifone Systems Inc (FTS 023-313815) - sold 400 shs	08/29/1996	07/20/2012	14,275.55	14,840.00	-564.45
	VF Corp (FTS 023-313831) - sold 71 shs	08/29/1996	08/31/2012	10,831.51	9,596.54	1,234.97
	VF Corp (FTS 023-313831) - sold 53 shs	08/29/1996	08/31/2012	8,085.07	7,792.44	292.63
	86 shares Volcano Corp (FTS 023-313815) - sold 86 shs	08/29/1996	08/31/2012	2,407.08	2,604.97	-197.89
	133 shares Walter Energy Inc (FTS 023-313815) - sold 133 shs	08/29/1996	03/13/2012	7,745.59	8,545.25	-799.66
	Weichai Power Co (FTS 023-313823) - cash in lieu of frx sh	08/29/1996	09/13/2012	2.38	0.00	2.38
	520 shares Western Un Co Com (FTS 023-313807) - sold 520 shs	08/29/1996	09/04/2012	9,111.39	8,512.23	599.16
	255 shares Western Un Co Com (FTS 023-313807) - sold 255 shs	08/29/1996	09/04/2012	4,468.08	4,232.62	235.46
	230 shares Western Un Co Com (FTS 023-313807) - sold 230 shs	08/29/1996	09/04/2012	4,030.04	4,163.73	-133.69
	170 shares Western Un Co Com (FTS 023-313807) - sold 170 shs	08/29/1996	09/04/2012	2,978.25	2,964.78	13.47

**SCHEDULE D
(Form 1041)**

Department of the Treasury
Internal Revenue Service

**Continuation Sheet for Schedule D
(Form 1041)**

OMB No 1545-0092

2012

▶ See instructions for Schedule D (Form 1041)

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

Name of estate or trust

Employer identification number

Judge and Mrs. Carl B. Felger Memorial Trust

31-6539962

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

1a	(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 (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (Loss) Subtract (e) from (d)
	175 shares Whole Foods Mkt Inc (FTS 023 -313831) - sold 175 shs	08/29/1996	11/21/2012	15,808.88	16,978.15	-1,169.27
	320 shares Williams Cos Inc (FTS 023 -313831) - sold 320 shs	08/29/1996	05/14/2012	10,325.23	6,501.39	3,823.84
	49 shares Williams Cos Inc (FTS 023-313831) - sold 49 shs	08/29/1996	08/31/2012	1,595.48	979.60	615.88
	206 shares Williams Cos Inc (FTS 023 -313831) - sold 206 shs	08/29/1996	08/31/2012	6,707.55	4,994.75	1,712.80
	193 shares Williams Cos Inc (FTS 023 -313831) - sold 193 shs	08/29/1996	08/31/2012	6,284.25	5,513.55	770.70
	209 shares Williams Cos Inc (FTS 023 -313831) - sold 209 shs	08/29/1996	08/31/2012	6,804.75	5,888.70	916.05
	225 shares Wisconsin Energy CP (FTS 023 -313831) - sold 225 shs	08/29/1996	07/23/2012	9,264.80	6,987.13	2,277.67
	322 shares Wisconsin Energy CP (FTS 023 -313831) - sold 322 shs	08/29/1996	08/31/2012	12,336.51	9,999.35	2,337.16
	Woolworths Hldgs (FTS 023-312823) - sold 2 shs	08/29/1996	07/30/2012	122.10	130.00	-7.90
	24 shares Woolworths Hldgs (FTS 023 -312823) - sold 24 shs	08/29/1996	11/26/2012	1,819.70	1,560.00	259.70
	191 shares WPX Energy Inc (FTS 023-313831) - sold 191 shs	08/29/1996	01/24/2012	2,802.08	2,818.33	-16.25
	73 shares Wyndham Worldwide Corp (FTS 023-313815) - sold 73 shs	08/29/1996	05/08/2012	3,752.11	2,197.45	1,554.66

SCHEDULE D
(Form 1041)

Department of the Treasury
Internal Revenue Service

Continuation Sheet for Schedule D
(Form 1041)

▶ See instructions for Schedule D (Form 1041)

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

OMB No 1545-0092

2012

Name of estate or trust

Judge and Mrs. Carl B. Felger Memorial Trust

Employer identification number

31-6539962

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

1a	(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 (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (Loss) Subtract (e) from (d)
	253 shares Wyndham Worldwide Corp (FTS 023-313815) - sold 253 shs	08/29/1996	09/18/2012	13,624.57	7,615.80	6,008.77
1b	Total. Combine the amounts in column (f). Enter here and on Schedule D, line 1b					1,812,023.76 1,681,699.24 130,451.92

Name of estate or trust as shown on Form 1041

Employer identification number

Judge and Mrs. Carl B. Felger Memorial Trust

31-6539962

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

6a	(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 (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (Loss) Subtract (e) from (d)
	65 shares Accenture PLC Cls A (FTS 023 -313807) - sold 65 shs	08/29/1996	05/25/2012	3,837.57	3,407.07	430.50
	55 shares Accenture PLC Cls A (FTS 023 -313807) - sold 55 shs	08/29/1996	06/04/2012	3,171.56	2,882.91	288.65
	20 shares Accenture PLC Cls A (FTS 023 -313807) - sold 20 shs	08/29/1996	07/17/2012	1,138.20	1,048.33	89.87
	70 shares Accenture PLC Cls A (FTS 023 -313807) - sold 70 shs	08/29/1996	07/26/2012	4,044.50	3,669.16	375.34
	145 shares Accenture PLC Cls A (FTS 023 -313807) - sold 145 shs	08/29/1996	09/04/2012	8,866.70	7,600.39	1,266.31
	50 shares AFLAC Inc (FTS 023-313807) - sold 50 shs	08/29/1996	07/17/2012	2,115.18	2,849.39	-734.21
	460 shares AFLAC Inc (FTS 023-313807) - sold 460 shs	08/29/1996	09/04/2012	21,353.89	26,214.34	-4,860.45
	85 shares AFLAC Inc (FTS 023-313807) - sold 85 shs	08/29/1996	09/04/2012	3,945.83	4,289.52	-343.69
	55 shares AFLAC Inc (FTS 023-313807) - sold 55 shs	08/29/1996	09/04/2012	2,553.18	2,459.01	94.17
	20 shares AFLAC Inc (FTS 023-313807) - sold 20 shs	08/29/1996	09/04/2012	928.43	901.73	26.70
	20 shares AFLAC Inc (FTS 023-313807) - sold 20 shs	08/29/1996	09/04/2012	928.43	745.17	183.26
	65 shares AFLAC Inc (FTS 023-313807) - sold 65 shs	08/29/1996	09/04/2012	3,017.40	2,320.18	697.22

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Employer identification number

Judge and Mrs. Carl B. Felger Memorial Trust

31-6539962

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

6a	(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 (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (Loss) Subtract (e) from (d)
	28 shares AKBANK Turk Anonim Sirketi (FTS 023-313823) - sold 28 shs	08/29/1996	07/19/2012	209.09	234.36	-25.27
	16 shares America Movil Sab De CV (FTS 023-313823) - sold 16 shs	08/29/1996	07/19/2012	425.53	360.14	65.39
	202 shares Banco Do Brasil Sa (Cayman Island) (FTS 023-313823) - sold 202 shs (wash sale LTCL \$1,204.01 disallowed - added to cost basis)	08/29/1996	08/21/2012	2,361.32	2,379.47	-18.15
	165 shares Baxter Intl Inc (FTS 023-313807) - sold 165 shs	08/29/1996	06/05/2012	8,372.37	8,545.00	-172.63
	26 shares Bidvest Group Ltd (FTS 023-313823) - sold 26 shs	08/29/1996	10/31/2012	1,222.13	1,127.72	94.41
	10 shares Bidvest Group Ltd (FTS 023-313823) - sold 10 shs	08/29/1996	12/03/2012	463.18	433.74	29.44
	125 shares Bio Rad Laboratories Inc Cl A (FTS 023-313807) - sold 125 shs	08/29/1996	09/04/2012	12,728.75	13,744.38	-1,015.63
	60 shares Carnival Corp (FTS 023-313807) - sold 60 shs	08/29/1996	05/07/2012	1,980.65	2,806.06	-825.41
	100 shares Carnival Corp (FTS 023-313807) - sold 100 shs	08/29/1996	06/04/2012	3,193.31	4,676.77	-1,483.46
	75 shares Carnival Corp (FTS 023-313807) - sold 75 shs	08/29/1996	07/06/2012	2,572.60	3,507.58	-934.98
	85 shares Carnival Corp (FTS 023-313807) - sold 85 shs	08/29/1996	08/06/2012	2,872.10	3,975.25	-1,103.15
	85 shares Carnival Corp (FTS 023-313807) - sold 85 shs	08/29/1996	08/30/2012	2,861.22	3,975.26	-1,114.04

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	265 shares Carnival Corp (FTS 023-313807) - sold 265 shs	08/29/1996	09/04/2012	9,323.63	12,393.44	-3,069.81
	70 shares Carnival Corp (FTS 023-313807) - sold 70 shs	08/29/1996	09/04/2012	2,462.85	2,212.53	250.32
	55 shares Carnival Corp (FTS 023-313807) - sold 55 shs	08/29/1996	09/04/2012	1,935.09	1,661.41	273.68
	25 shares Carnival Corp (FTS 023-313807) - sold 25 shs	08/29/1996	09/04/2012	879.59	757.70	121.89
	135 shares CBRE Group Inc CI A (FTS 023 -313807) - sold 135 shs	08/29/1996	03/20/2012	2,789.09	3,341.93	-552.84
	685 shares CBRE Group Inc CI A (FTS 023 -313807) - sold 685 shs	08/29/1996	09/04/2012	11,912.84	16,957.17	-5,044.33
	50 shares CBRE Group Inc CI A (FTS 023 -313807) - sold 50 shs	08/29/1996	09/04/2012	869.55	864.91	4.64
	150 shares CBRE Group Inc CI A (FTS 023 -313807) - sold 150 shs	08/29/1996	09/04/2012	2,608.30	2,103.79	504.51
	100 shares CBS Corp New CI B (FTS 023 -313807) - sold 100 shs	08/29/1996	03/20/2012	3,150.28	2,158.85	991.43
	160 shares CBS Corp New CI B (FTS 023 -313807) - sold 160 shs	08/29/1996	04/25/2012	5,348.68	3,454.16	1,894.52
	95 shares CBS Corp New CI B (FTS 023 -313807) - sold 95 shs	08/29/1996	05/07/2012	3,278.54	2,050.91	1,227.63
	60 shares CBS Corp New CI B (FTS 023 -313807) - sold 60 shs	08/29/1996	05/25/2012	1,887.25	1,295.31	591.94

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	65 shares CBS Corp New CI B (FTS 023 -313807) - sold 65 shs	08/29/1996	06/06/2012	1,989.79	1,403.25	586.54
	95 shares CBS Corp New CI B (FTS 023 -313807) - sold 95 shs	08/29/1996	08/27/2012	3,422.11	2,050.91	1,371.20
	585 shares CBS Corp New CI B (FTS 023 -313807) - sold 585 shs	08/29/1996	09/04/2012	21,200.75	12,629.27	8,571.48
	65 shares CBS Corp New CI B (FTS 023 -313807) - sold 65 shs	08/29/1996	09/04/2012	2,355.11	1,396.69	958.42
	300 shares Chesapeake Energy Corporation (FTS 023-313807) - sold 300 shs	08/29/1996	09/04/2012	5,866.50	9,746.37	-3,879.87
	55 shares Chesapeake Energy Corporation (FTS 023-313807) - sold 55 shs	08/29/1996	09/04/2012	1,075.53	1,764.90	-689.37
	135 shares Chesapeake Energy Corporation (FTS 023-313807) - sold 135 shs	08/29/1996	09/04/2012	2,639.93	4,092.99	-1,453.06
	105 shares Chesapeake Energy Corporation (FTS 023-313807) - sold 105 shs	08/29/1996	09/04/2012	2,053.28	3,068.92	-1,015.64
	45 shares Chesapeake Energy Corporation (FTS 023-313807) - sold 45 shs	08/29/1996	09/04/2012	879.98	1,351.29	-471.31
	115 shares Chesapeake Energy Corporation (FTS 023-313807) - sold 115 shs	08/29/1996	09/04/2012	2,248.83	3,266.98	-1,018.15
	55 shares Chesapeake Energy Corporation (FTS 023-313807) - sold 55 shs	08/29/1996	09/04/2012	1,075.53	1,506.45	-430.92
	55 shares Chesapeake Energy Corporation (FTS 023-313807) - sold 55 shs	08/29/1996	09/04/2012	1,075.53	1,549.22	-473.69

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31-6539962

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6a	(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 (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (Loss) Subtract (e) from (d)
	13 shares China Construction Bank (FTS 023-313823) - sold 13 shs (LT loss \$59.19 disallowed due to wash sale of 07/16/12)	08/29/1996	07/19/2012	159.58	218.77	0.00
	28 shares CIA Energetica Minas Gerais-Cemig Spon ADR (FTS 023-313823) - sold 28 shs	08/29/1996	06/04/2012	481.72	336.72	145.00
	102 shares CIA Energetica Minas Gerais-Cemig Spon ADR (FTS 023-313823) - sold 102 shs	08/29/1996	07/30/2012	1,893.12	1,226.98	666.14
	11 shares CIA Energetica Minas Gerais-Cemig Spon ADR (FTS 023-313823) - sold 11 shs	08/29/1996	07/30/2012	204.16	118.05	86.11
	101 shares CIA Energetica Minas Gerais-Cemig Spon ADR (FTS 023-313823) - sold 101 shs	08/29/1996	07/30/2012	1,874.56	1,406.78	467.78
	20 shares CIA Energetica Minas Gerais-Cemig Spon ADR (FTS 023-313823) - sold 20 shs	08/29/1996	07/30/2012	371.76	300.70	71.06
	109 shares CIA Energetica Minas Gerais-Cemig Spon ADR (FTS 023-313823) - sold 109 shs	08/29/1996	03/12/2012	2,427.83	1,661.72	766.11
	102 shares CIA Energetica Minas Gerais-Cemig Spon ADR (FTS 023-313823) - sold 102 shs	08/29/1996	04/10/2012	2,498.72	1,554.69	944.03
	CIA Energetica Minas Gerais-Cemig Spon ADR (FTS 023-313823) - cash in lieu of fractional shares	08/29/1996	05/14/2012	8.49	0.00	8.49

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31-6539962

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6a	(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 (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (Loss) Subtract (e) from (d)
	35 shares CIA Energetica Minas Gerais- Cemig Spon Adr (FTS 023-313823) - sold 35 shs	08/29/1996	06/04/2012	602.19	427.30	174.89
	23 shares Cielo SA (FTS 023-313823) - sold 23 shs	08/29/1996	02/28/2012	789.16	486.83	302.33
	53 shares Cielo SA (FTS 023-313823) - sold 53 shs	08/29/1996	02/28/2012	1,818.44	1,225.67	592.77
	Cielo SA (FTS 023-313823) - cash in lieu of fractional shares	08/29/1996	05/03/2012	6.06	0.00	6.06
	77 shares Cielo SA (FTS 023-313823) - sold 77 shs	08/29/1996	07/30/2012	2,384.38	1,317.66	1,066.72
	2 shares Cielo SA (FTS 023-313823) - sold 2 shs	08/29/1996	07/30/2012	61.87	45.68	16.19
	7 shares Cielo SA (FTS 023-313823) - sold 7 shs	08/29/1996	09/20/2012	198.31	138.52	59.79
	295 shares City Natl Corp (FTS 023-313807) - sold 295 shs	08/29/1996	09/04/2012	15,227.90	17,722.98	-2,495.08
	60 shares City Natl Corp (FTS 023-313807) - sold 60 shs	08/29/1996	09/04/2012	3,096.78	2,532.43	564.35
	556 shares Commercial Intl Bank (Egypt) S.A. E (FTS 023-313823) - sold 556 shs	08/29/1996	07/30/2012	2,418.54	3,183.10	-764.56
	2 shares Companhia DE Bebidas Das Americas Spons Adr (FTS 023-313823) - sold 2 shs	08/29/1996	05/03/2012	84.49	55.19	29.30

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6a	(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 (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (Loss) Subtract (e) from (d)
	53 shares Companhia DE Bebidas Das Americas Spons ADR (FTS 023-313823) - sold 53 shs	08/29/1996	05/03/2012	2,240.52	1,614.71	625.81
	102 shares Companhia Siderurgica Nacional CSN Spons ADR (FTS 023-313823) - sold 102 shs	08/29/1996	12/10/2012	500.35	1,655.76	-1,155.41
	20 shares Companhia Siderurgica Nacional CSN Spons ADR (FTS 023-313823) - sold 20 shs	08/29/1996	12/10/2012	98.11	332.14	-234.03
	20 shares Companhia Siderurgica Nacional CSN Spons ADR (FTS 023-313823) - sold 20 shs	08/29/1996	12/10/2012	98.11	311.00	-212.89
	75 shares Companhia Siderurgica Nacional CSN Spons ADR (FTS 023-313823) - sold 75 shs	08/29/1996	12/10/2012	367.83	891.52	-523.69
	261 shares Companhia Siderurgica Nacional CSN Spons ADR (FTS 023-313823) - sold 261 shs	08/29/1996	12/10/2012	1,280.30	4,242.31	-2,962.01
	1,905 shares Dell Inc (FTS 023-313807) - sold 1905 shs	08/29/1996	09/04/2012	20,743.55	26,345.01	-5,601.46
	180 shares Dell Inc (FTS 023-313807) - sold 180 shs	08/29/1996	09/04/2012	1,960.02	2,822.40	-862.38
	113 shares Desarrolladora Homex Sab DE CV ADR (FTS 023-313823) - sold 113 shs	08/29/1996	03/05/2012	2,053.21	3,411.26	-1,358.05
	290 shares DEVRY Inc. (FTS 023-313807) - sold 290 shs	08/29/1996	09/04/2012	5,397.13	15,228.70	-9,831.57

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	870 shares First American Financial Corp (FTS 023-313807) - sold 870 shs	08/29/1996	09/04/2012	16,887.31	14,478.00	2,409.31
	125 shares First American Financial Corp (FTS 023-313807) - sold 125 shs	08/29/1996	09/04/2012	2,426.34	2,051.88	374.46
	235 shares First American Financial Corp (FTS 023-313807) - sold 235 shs	08/29/1996	09/04/2012	4,561.51	3,764.28	797.23
	125 shares First American Financial Corp (FTS 023-313807) - sold 125 shs	08/29/1996	09/04/2012	2,426.34	1,859.58	566.76
	45 shares First American Financial Corp (FTS 023-313807) - sold 45 shs	08/29/1996	09/04/2012	873.48	633.83	239.65
	25 shares Franklin Res Inc (FTS 023-313807) - sold 25 shs	08/29/1996	08/03/2012	2,870.33	3,232.53	-362.20
	175 shares Franklin Res Inc (FTS 023-313807) - sold 175 shs	08/29/1996	09/04/2012	20,712.83	22,627.73	-1,914.90
	10 shares Franklin Res Inc (FTS 023-313807) - sold 10 shs	08/29/1996	09/04/2012	1,183.59	1,122.60	60.99
	1,560 shares Gannett Co Inc (FTS 023 -313807) - sold 1560 shs	08/29/1996	09/04/2012	23,653.13	26,613.60	-2,960.47
	25 shares Honeywell Intl Inc (FTS 023 -313831) - sold 25 shs	08/29/1996	11/23/2012	1,509.46	1,056.69	452.77
	100 shares Hospira Inc (FTS 023-313807) - sold 100 shs	08/29/1996	09/04/2012	3,362.14	4,838.59	-1,476.45
	15 shares Hospira Inc (FTS 023-313807) - sold 15 shs	08/29/1996	09/04/2012	504.32	659.25	-154.93

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31-6539962

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	40 shares Hospira Inc (FTS 023-313807) - sold 40 shs	08/29/1996	09/04/2012	1,344.86	1,377.36	-32.50
	60 shares Illinois Tool Works (FTS 023 -313807) - sold 60 shs	08/29/1996	06/06/2012	3,282.72	3,273.90	8.82
	45 shares Illinois Tool Works (FTS 023 -313807) - sold 45 shs	08/29/1996	07/30/2012	2,381.18	2,455.43	-74.25
	155 shares Illinois Tool Works (FTS 023 -313807) - sold 155 shs	08/29/1996	09/04/2012	9,193.36	8,457.57	735.79
	85 shares Illinois Tool Works (FTS 023 -313807) - sold 85 shs	08/29/1996	09/04/2012	5,041.20	4,409.38	631.82
	6 shares Infosys Technologies Spon Adr (FTS 023-313823) - sold 6 shs	08/29/1996	07/19/2012	235.97	334.48	-98.51
	69 shares Infosys Technologies Spon Adr (FTS 023-313823) - sold 69 shs	08/29/1996	10/31/2012	2,951.28	3,846.46	-895.18
	6 shares Infosys Technologies Spon Adr (FTS 023-313823) - sold 6 shs	08/29/1996	10/31/2012	256.56	405.82	-149.26
	85 shares International Business Machines (FTS 023-313831) - sold 85 shs	08/29/1996	11/21/2012	15,886.82	14,272.35	1,614.47
	215 shares Interpublic Group Cos Inc Del (FTS 023-313807) - sold 215 shs	08/29/1996	03/06/2012	2,529.09	2,667.84	-138.75
	1,755 shares Interpublic Group Cos Inc Del (FTS 023-313807) - sold 1755 shs	08/29/1996	09/04/2012	18,780.78	21,777.01	-2,996.23
	205 shares Interpublic Group Cos Inc Del (FTS 023-313807) - sold 205 shs	08/29/1996	09/04/2012	2,193.77	2,425.13	-231.36

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Judge and Mrs. Carl B. Felger Memorial Trust

31-6539962

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	275 shares Interpublic Group Cos Inc Del (FTS 023-313807) - sold 275 shs	08/29/1996	09/04/2012	2,942.86	2,736.09	206.77
	475 shares Interpublic Group Cos Inc Del (FTS 023-313807) - sold 475 shs	08/29/1996	09/04/2012	5,083.12	3,994.45	1,088.67
	1,215 shares Intl Game Technology (FTS 023 -313807) - sold 1215 shs	08/29/1996	09/04/2012	14,849.00	20,809.39	-5,960.39
	170 shares Janus Cap Group Inc (FTS 023 -313807) - sold 170 shs	08/29/1996	03/02/2012	1,492.75	2,323.63	-830.88
	165 shares Janus Cap Group Inc (FTS 023 -313807) - sold 165 shs	08/29/1996	03/29/2012	1,549.39	2,255.29	-705.90
	315 shares Janus Cap Group Inc (FTS 023 -313807) - sold 315 shs	08/29/1996	08/30/2012	2,719.24	4,305.55	-1,586.31
	1,080 shares Janus Cap Group Inc (FTS 023 -313807) - sold 1080 shs	08/29/1996	09/04/2012	9,397.51	14,761.87	-5,364.36
	475 shares Janus Cap Group Inc (FTS 023 -313807) - sold 475 shs	08/29/1996	09/04/2012	4,133.17	3,544.39	588.78
	255 shares Janus Cap Group Inc (FTS 023 -313807) - sold 255 shs	08/29/1996	09/04/2012	2,218.86	1,710.45	508.41
	140 shares Janus Cap Group Inc (FTS 023 -313807) - sold 140 shs	08/29/1996	09/04/2012	1,218.20	957.38	260.82
	310 shares Jones Lang Lasalle Inc (FTS 023 -313807) - sold 310 shs	08/29/1996	09/04/2012	22,320.00	31,709.79	-9,389.79
	40 shares Jones Lang Lasalle Inc (FTS 023 -313807) - sold 40 shs	08/29/1996	09/04/2012	2,880.00	2,821.80	58.20

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Judge and Mrs. Carl B. Felger Memorial Trust

31-6539962

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	25 shares Jones Lang Lasalle Inc (FTS 023 -313807) - sold 25 shs	08/29/1996	09/04/2012	1,800.00	1,629.87	170.13
	1,125 shares KKR & Co LP (FTS 023-313807) - sold 1125 shs	08/29/1996	09/04/2012	16,312.50	12,324.45	3,988.05
	Kraft Foods Group Inc NPV (FTS 023-015580 - cash in lieu of fractional shs	08/29/1996	10/05/2012	15.52	0.00	15.52
	15 shares KUMBA IRON ORE LTD ADR (FTS 023-313823) - sold 15 shs	08/29/1996	01/26/2012	1,003.33	688.50	314.83
	620 shares Lazard LTD Com Class A (FTS 023-313807) - sold 620 shs	08/29/1996	09/04/2012	17,596.90	27,938.05	-10,341.15
	100 shares Lazard LTD Com Class A (FTS 023-313807) - sold 100 shs	08/29/1996	09/04/2012	2,838.21	3,949.72	-1,111.51
	50 shares Lazard LTD Com Class A (FTS 023 -313807) - sold 50 shs	08/29/1996	09/04/2012	1,419.11	2,160.32	-741.21
	55 shares Lazard LTD Com Class A (FTS 023 -313807) - sold 55 shs	08/29/1996	09/04/2012	1,561.02	1,993.75	-432.73
	95 shares Lazard LTD Com Class A (FTS 023 -313807) - sold 95 shs	08/29/1996	09/04/2012	2,696.30	3,212.02	-515.72
	105 shares Lazard LTD Com Class A (FTS 023-313807) - sold 105 shs	08/29/1996	09/04/2012	2,980.12	3,317.98	-337.86
	55 shares Lazard LTD Com Class A (FTS 023 -313807) - sold 55 shs	08/29/1996	09/04/2012	1,561.02	1,642.61	-81.59
	35 shares Lazard LTD Com Class A (FTS 023 -313807) - sold 35 shs	08/29/1996	09/04/2012	993.37	1,010.27	-16.90

Name of estate or trust as shown on Form 1041	Employer identification number
Judge and Mrs. Carl B. Felger Memorial Trust	31-6539962

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

6a	(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 (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (Loss) Subtract (e) from (d)
	80 shares Life Technologies Corp (FTS 023 -313807) - sold 80 shs	08/29/1996	09/04/2012	3,831.68	3,392.60	439.08
	95 shares Madison Square Garden Inc Cl A (FTS 023-313807) - sold 95 shs	08/29/1996	05/18/2012	3,654.64	2,564.05	1,090.59
	20 shares Madison Square Garden Inc Cl A (FTS 023-313807) - sold 20 shs	08/29/1996	06/06/2012	730.92	539.80	191.12
	35 shares Madison Square Garden Inc Cl A (FTS 023-313807) - sold 35 shs	08/29/1996	07/02/2012	1,291.96	944.65	347.31
	65 shares Madison Square Garden Inc Cl A (FTS 023-313807) - sold 65 shs	08/29/1996	07/17/2012	2,362.22	1,754.35	607.87
	315 shares Madison Square Garden Inc Cl A (FTS 023-313807) - sold 315 shs	08/29/1996	09/04/2012	13,360.76	8,501.83	4,858.93
	100 shares Madison Square Garden Inc Cl A (FTS 023-313807) - sold 100 shs	08/29/1996	09/04/2012	4,241.51	2,716.50	1,525.01
	15 shares Massmart Hldgs LTD (FTS 023 -313823) - sold 15 shs	08/29/1996	07/19/2012	611.38	651.14	-39.76
	119 shares McGraw-Hill Cos Inc (FTS 023 -313831) - sold 119 shs	08/29/1996	06/19/2012	5,052.52	4,140.98	911.54
	48 shares McGraw-Hill Cos Inc (FTS 023 -313831) - sold 48 shs	08/29/1996	08/31/2012	2,396.78	1,670.31	726.47
	70 shares McGraw-Hill Cos Inc (FTS 023 -313831) - sold 70 shs	08/29/1996	08/31/2012	3,495.31	2,412.75	1,082.56
	70 shares McGraw-Hill Cos Inc (FTS 023 -313831) - sold 70 shs	08/29/1996	08/31/2012	3,495.31	2,034.80	1,460.51

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Employer identification number

Judge and Mrs. Carl B. Felger Memorial Trust

31-6539962

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

6a	(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 (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (Loss) Subtract (e) from (d)
	70 shares McGraw-Hill Cos Inc (FTS 023 -313831) - sold 70 shs	08/29/1996	08/31/2012	3,495.02	1,952.18	1,542.84
	18 shares Mobile Telesystems OJSC ADR (FTS 023-313823) - sold 18 shs	08/29/1996	07/19/2012	318.59	370.63	-52.04
	20 shares Mohawk Inds Inc (FTS 023-313807) - sold 20 shs	08/29/1996	05/08/2012	1,368.89	1,162.16	206.73
	45 shares Mohawk Inds Inc (FTS 023-313807) - sold 45 shs	08/29/1996	05/18/2012	3,287.56	2,614.86	672.70
	50 shares Mohawk Inds Inc (FTS 023-313807) - sold 50 shs	08/29/1996	06/04/2012	3,412.72	2,905.39	507.33
	30 shares Mohawk Inds Inc (FTS 023-313807) - sold 30 shs	08/29/1996	06/21/2012	2,064.86	1,743.24	321.62
	10 shares Mohawk Inds Inc (FTS 023-313807) - sold 10 shs	08/29/1996	07/06/2012	694.06	581.08	112.98
	90 shares Mohawk Inds Inc (FTS 023-313807) - sold 90 shs	08/29/1996	07/26/2012	6,431.68	5,229.71	1,201.97
	20 shares Mohawk Inds Inc (FTS 023-313807) - sold 20 shs	08/29/1996	08/13/2012	1,360.62	1,162.16	198.46
	35 shares Mohawk Inds Inc (FTS 023-313807) - sold 35 shs	08/29/1996	08/30/2012	2,527.29	2,033.78	493.51
	125 shares Mohawk Inds Inc (FTS 023 -313807) - sold 125 shs	08/29/1996	09/04/2012	9,048.76	7,263.48	1,785.28
	60 shares Mohawk Inds Inc (FTS 023-313807) - sold 60 shs	08/29/1996	09/04/2012	4,343.11	3,569.52	773.59

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Judge and Mrs. Carl B. Felger Memorial Trust

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

6a	(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 (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (Loss) Subtract (e) from (d)
	6 shares NEDBANK LIMITED SPON ADR (FTS 023-313823) - sold 6 shs	08/29/1996	07/30/2012	127.13	95.97	31.16
	5 shares NETEASE.COM INC ADR (FTS 023 -313823) - sold 5 shs	08/29/1996	07/19/2012	285.07	187.74	97.33
	645 shares Newell Rubbermaid Inc (FTS 023 -313807) - sold 645 shs	08/29/1996	09/04/2012	11,295.24	9,423.58	1,871.66
	50 shares Newell Rubbermaid Inc (FTS 023 -313807) - sold 50 shs	08/29/1996	09/04/2012	875.60	772.95	102.65
	50 shares Newell Rubbermaid Inc (FTS 023 -313807) - sold 50 shs	08/29/1996	09/04/2012	875.30	586.90	288.40
	35 shares Nordstrom Inc (FTS 023-313807) - sold 35 shs	08/29/1996	08/13/2012	1,855.52	1,605.38	250.14
	55 shares Nordstrom Inc (FTS 023-313807) - sold 55 shs	08/29/1996	08/30/2012	3,155.53	2,522.75	632.78
	155 shares Nordstrom Inc (FTS 023-313807) - sold 155 shs	08/29/1996	09/04/2012	8,941.06	7,109.56	1,831.50
	605 shares Northern Tr Corp (FTS 023 -313807) - sold 605 shs	08/29/1996	09/04/2012	28,060.38	31,964.21	-3,903.83
	75 shares Northern Tr Corp (FTS 023-313807) - sold 75 shs	08/29/1996	09/04/2012	3,478.56	2,765.47	713.09
	60 shares Northern Tr Corp (FTS 023-313807) - sold 60 shs	08/29/1996	09/04/2012	2,782.85	2,183.24	599.61
	105 shares Omnicom Group (FTS 023 -313807) - sold 105 shs	08/29/1996	05/07/2012	5,397.03	5,079.42	317.61

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

6a	(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 (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (Loss) Subtract (e) from (d)
	90 shares Omnicom Group (FTS 023-313807) - sold 90 shs	08/29/1996	05/09/2012	4,608.89	4,353.78	255.11
	55 shares Omnicom Group (FTS 023-313807) - sold 55 shs	08/29/1996	05/18/2012	2,781.28	2,660.65	120.63
	40 shares Omnicom Group (FTS 023-313807) - sold 40 shs	08/29/1996	05/25/2012	2,011.20	1,935.02	76.18
	240 shares Omnicom Group (FTS 023 -313807) - sold 240 shs	08/29/1996	09/04/2012	12,315.12	11,610.09	705.03
	65 shares Omnicom Group (FTS 023-313807) - sold 65 shs	08/29/1996	09/04/2012	3,334.99	3,026.24	308.75
	6 shares Orascom Constructions Industry (FTS 023-313823 - sold 6 shs)	08/29/1996	07/19/2012	245.15	281.52	-36.37
	Perusahaan Gas Negara(PGN) (FTS 023 -313823) - sold 49 shs	08/29/1996	07/30/2012	977.26	1,120.64	-143.38
	Perusahaan Gas Negara(PGN) (FTS 023 -313823) - sold 62 shs	08/29/1996	07/30/2012	1,236.53	1,450.31	-213.78
	Perusahaan Gas Negara(PGN) (FTS 023 -313823) - sold 3 shs	08/29/1996	07/30/2012	59.83	71.78	-11.95
	Perusahaan Gas Negara(PGN) (FTS 023 -313823) - sold 48 shs	08/29/1996	07/30/2012	957.31	1,133.02	-175.71
	Perusahaan Gas Negara(PGN) (FTS 023 -313823) - sold 52 shs	08/29/1996	07/30/2012	1,036.99	1,204.36	-167.37
	15 shares Philippine Long Distance Telephone (FTS 023-313823) - sold 15 shs	08/29/1996	03/08/2012	999.58	822.88	176.70

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

6a	(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 (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (Loss) Subtract (e) from (d)
	3 shares Philippine Long Distance Telephone (FTS 023-313823) - sold 3 shs	08/29/1996	07/30/2012	188.27	164.58	23.69
	PTT Exploration & Production Public (FTS 023-313823) - sold 23 shs	08/29/1996	07/19/2012	248.39	276.37	-27.98
	30 shares Rackspace Hosting Inc (FTS 023 -313815) - sold 30 shs	08/29/1996	10/16/2012	2,016.87	1,039.80	977.07
	100 shares Rackspace Hosting Inc (FTS 023 -313815) - sold 100 shs	08/29/1996	10/16/2012	6,722.89	3,466.00	3,256.89
	120 shares Rackspace Hosting Inc (FTS 023 -313815) - sold 120 shs	08/29/1996	10/16/2012	8,067.09	4,158.36	3,908.73
	522 shares Rollins Incorporated (FTS 023 -313815) - sold 522 shs	08/29/1996	10/25/2012	11,600.51	9,962.89	1,637.62
	29 shares Semen Gresik(Persero) Usnp ADR (FTS 023-313823) - sold 29 shs	08/29/1996	02/02/2012	1,761.98	1,305.76	456.22
	6 shares Semen Gresik(Persero) Usnp ADR (FTS 023-313823) - sold 6 shs	08/29/1996	02/02/2012	364.55	320.83	43.72
	12 shares Semen Gresik(Persero) Usnp ADR (FTS 023-313823) - sold 12 shs	08/29/1996	02/02/2012	729.04	645.92	83.12
	2 shares Shinhan Financial Group Co Ltd (FTS 023-313823) - sold 2 shs	08/29/1996	07/19/2012	128.93	149.45	-20.52
	41 shares Shoprite Holdings (FTS 023 -313823) - sold 41 shs	08/29/1996	05/07/2012	1,410.61	826.15	584.46
	22 shares Shoprite Holdings (FTS 023 -313823) - sold 22 shs	08/29/1996	10/31/2012	894.32	443.30	451.02

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6a	(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 (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (Loss) Subtract (e) from (d)
	35 shares Smucker, JM Co Com New (FTS 023-313807) - sold 35 shs	08/29/1996	08/27/2012	2,939.00	2,201.05	737.95
	215 shares Smucker, JM Co Com New (FTS 023-313807) - sold 215 shs	08/29/1996	09/04/2012	18,272.76	13,520.73	4,752.03
	146 shares Solarwinds Inc (FTS 023-313815) - sold 146 shs	08/29/1996	10/16/2012	7,745.12	3,366.96	4,378.16
	230 shares Sothebys Hldgs Inc Delaware (FTS 023-313807) - sold 230 shs	08/29/1996	09/04/2012	7,284.45	10,244.75	-2,960.30
	35 shares Sothebys Hldgs Inc Delaware (FTS 023-313807) - sold 35 shs	08/29/1996	09/04/2012	1,108.50	1,180.20	-71.70
	20 shares Sothebys Hldgs Inc Delaware (FTS 023-313807) - sold 20 shs	08/29/1996	09/04/2012	633.43	682.41	-48.98
	15 shares St Jude Medical Inc (FTS 023-313807) - sold 15 shs (LT disallowed loss \$119.18 - wash sale of 7/2/12)	08/29/1996	07/06/2012	595.38	595.38	0.00
	490 shares St Jude Medical Inc (FTS 023-313807) - sold 490 shs	08/29/1996	09/04/2012	18,660.43	23,461.64	-4,801.21
	45 shares Stanley Black & Decker Inc (FTS 023-313807) - sold 45 shs	08/29/1996	05/25/2012	3,096.85	3,293.87	-197.02
	20 shares Stanley Black & Decker Inc (FTS 023-313807) - sold 20 shs	08/29/1996	06/06/2012	1,277.62	1,463.94	-186.32
	220 shares Stanley Black & Decker Inc (FTS 023-313807) - sold 220 shs	08/29/1996	09/04/2012	14,635.61	16,103.37	-1,467.76
	170 shares T Rowe Price Group Inc (FTS 023-313807) - sold 170 sh	08/29/1996	09/04/2012	10,427.82	10,803.06	-375.24

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	17 shares Taiwan Semiconductor Manufacturing (FTS 023-313823) - sold 17 shs	08/29/1996	07/19/2012	215.79	171.01	44.78
	10 shares Thermo Fisher Scientific Inc (FTS 023-313807) - sold 10 shs	08/29/1996	07/17/2012	510.58	564.68	-54.10
	45 shares Thermo Fisher Scientific Inc (FTS 023-313807) - sold 45 shs	08/29/1996	07/30/2012	2,430.95	2,541.05	-110.10
	425 shares Thermo Fisher Scientific Inc (FTS 023-313807) - sold 425 shs	08/29/1996	09/04/2012	24,297.68	23,998.85	298.83
	70 shares Thermo Fisher Scientific Inc (FTS 023-313807) - sold 70 shs	08/29/1996	09/04/2012	4,001.97	3,854.87	147.10
	66 shares Tiger Brands Spon (FTS 023 -313823) - sold 66 shs	08/29/1996	02/07/2012	2,199.24	1,478.40	720.84
	17 shares Turkcell Iletisim Hizmet (FTS 023 -313823) - sold 17 shs	08/29/1996	07/19/2012	218.71	274.31	-55.60
	74 shares United Rentals Inc (FTS 023 -313815) - sold 74 shs	08/29/1996	10/09/2012	2,372.70	1,302.84	1,069.86
	17 shares United Tractors Unsp (FTS 023 -313823) - sold 17 shs	08/29/1996	01/31/2012	1,053.19	623.90	429.29
	60 shares Viacom Inc New CI B (FTS 023 -313807) - sold 60 shs	08/29/1996	06/01/2012	2,896.93	2,703.52	193.41
	35 shares Viacom Inc New CI B (FTS 023 -313807) - sold 35 shs	08/29/1996	06/06/2012	1,634.98	1,577.05	57.93
	45 shares Viacom Inc New CI B (FTS 023 -313807) - sold 45 shs	08/29/1996	06/21/2012	2,141.95	2,027.64	114.31

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

6a	(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 (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (Loss) Subtract (e) from (d)
	595 shares Viacom Inc New CI B (FTS 023 -313807) - sold 595 shs	08/29/1996	09/04/2012	29,939.90	26,809.94	3,129.96
	.66648 share WPX Energy Inc (FTS 023 -313831) - cash in lieu of fractional shares .666475 shs	08/29/1996	01/09/2012	11.33	9.83	1.50
	35 shares Zimmer Holdings Inc (FTS 023 -313807) - sold 35 shs	08/29/1996	07/02/2012	2,185.27	2,120.34	64.93
	30 shares Zimmer Holdings Inc (FTS 023 -313807) - sold 30 shs	08/29/1996	07/17/2012	1,880.87	1,817.44	63.43
	330 shares Zimmer Holdings Inc (FTS 023 -313807) - sold 330 shs	08/29/1996	09/04/2012	20,485.08	19,991.81	493.27
	55 shares Zimmer Holdings Inc (FTS 023 -313807) - sold 55 shs	08/29/1996	09/04/2012	3,413.64	3,345.51	68.13
6b Total.	Combine the amounts in column (f) Enter here and on Schedule D, line 6b			928,741.47	949,254.94	-20,454.28

PRINCIPAL BALANCE ON HAND

<u># Units</u>	<u>Description</u>	<u>Current Value 12/31/2012 or as Noted</u>	<u>Fiduciary Acquisition Value</u>
<u>Cash</u>			
	Fifth Third Bank PCA Ckg. #94705289	8,425.35	8,425.35
	Fifth Third Prime MMK Fd #16021109	56,147.08	56,147.08
	Fifth Third Securities #023-313793	0.78	0.78
	Fifth Third Securities #023-313807	65,027.19	65,027.19
	Fifth Third Securities #023-313815	48,299.35	48,299.35
	Fifth Third Securities #023-313823	9,722.55	9,722.55
	Fifth Third Securities #023-313831	5,161.04	5,161.04
	Total Cash	192,783.34	192,783.34
<u>Assets</u>			
197.00000	Ace Limited (FTS 023-313831)	15,720.60	14,508.46
321.00000	Affiliated Managers Group (FTS 023-313807)	41,778.15	37,567.27
80.00000	Affiliated Managers Group (FTS 023-313815)	10,412.00	6,492.80
1,018.00000	AGCO Corp (FTS 023-313807)	50,004.16	42,828.18
451.00000	Akamai Tech (FTS 023-313815)	18,450.41	12,541.81
324.00000	AKBANK Turk Anonim Sirketi (FTS 023-313823)	4,191.35	2,711.88
101.00000	AKBANK Turk Anonim Sirketi (FTS 023-313823)		885.35
227.00000	Albemarle Corp (FTS 023-313815)	14,101.24	9,430.49
72.00000	Alliance Data Sys Corp (FTS 023-313815)	18,963.56	9,052.38
59.00000	Alliance Data Sys Corp (FTS 023-313815)		7,731.89
665.00000	Altria Group, Inc. (FTS 023-015580)	20,907.60	5,745.93
267.00000	America Movil Sab De CV (FTS 023-313823)	6,548.62	6,009.92
16.00000	America Movil Sab De CV (FTS 023-313823)		448.54
100,000.00000	American Express Cr Corp Inter FR, 100M, due 09/15/2013 (FTS 023-015580)	103,416.00	100,000.00
178.00000	Amgen Inc (FTS 023-313831)	15,343.60	15,451.57
199.00000	Autoliv Inc (FTS 023-312815)	19,138.76	9,853.96
85.00000	Autoliv Inc (FTS 023-312815)		5,229.78
348.00000	Autonation Inc (FTS 023-312815)	13,815.60	11,923.32
34.00000	BAIDU Inc (FTS 023-313823)	3,409.86	3,891.08
223.00000	Banco Do Brasil Sa (Cayman Island) (FTS 023-313823)	9,577.30	5,160.03
47.00000	Banco Do Brasil Sa (Cayman Island) (FTS 023-313823)		862.45

PRINCIPAL BALANCE ON HAND
Continued

<u># Units</u>	<u>Description</u>	<u>Current Value 12/31/2012 or as Noted</u>	<u>Fiduciary Acquisition Value</u>
39.00000	Banco Do Brasil Sa (Cayman Island) (FTS 023-313823)		683.20
135.00000	Banco Do Brasil Sa (Cayman Island) (FTS 023-313823)		1,728.00
199.00000	Banco Do Brasil Sa (Cayman Island) (FTS 023-313823)		1,924.33
123.00000	Banco Do Brasil Sa (Cayman Island) (FTS 023-313823)		1,291.50
101.00000	Banco Macro S.A. (FTS 023-313823)	3,174.50	2,804.24
22.00000	Banco Macro S.A. (FTS 023-313823)		867.90
18.00000	Banco Macro S.A. (FTS 023-313823)		664.01
34.00000	Banco Macro S.A. (FTS 023-313823)		1,014.85
260.00000	Bank Mandiri(Persero) (FTS 023-313823)	6,135.65	1,889.67
437.00000	Bank Mandiri(Persero) (FTS 023-313823)		3,054.67
33.00000	Bank Mandiri(Persero) (FTS 023-313823)		249.61
43.00000	Bidvest Group Ltd (FTS 023-313823)	5,384.48	1,865.06
32.00000	Bidvest Group Ltd (FTS 023-313823)		1,443.33
10.00000	Bidvest Group Ltd (FTS 023-313823)		451.47
21.00000	Bidvest Group Ltd (FTS 023-313823)		967.83
8,134.20200	Black Rock Large Cap Core - Institutional Class	100,945.45	100,301.21
2,160.00000	Bristol Myers Squibb Co (FTS 023-015580)	70,394.40	47,284.28
1,786.00000	Broadridge Financial Solutions LLC (FTS 023-313807)	40,863.68	42,163.89
224.00000	Cardtronics Inc (FTS 023-313815)	5,317.76	5,888.40
951.00000	CBRE Group Inc CI A (FTS 023-313815)	18,924.90	13,362.31
418.00000	CBS Corp New CI B (FTS 023-313831)	24,504.20	15,129.72
226.00000	CBS Corp New CI B (FTS 023-313831)		7,992.56
1,152.00000	Centene Corp (FTS 023-313807)	47,232.00	46,713.14
1,163.00000	Chicago Bridge & Iron Company N.V. (FTS 023-313807)	53,905.05	42,504.98
100.00000	China Construction Bank (FTS 023-313823)	10,352.25	1,682.83
57.00000	China Construction Bank (FTS 023-313823)		945.37
68.00000	China Construction Bank (FTS 023-313823)		1,051.56
18.00000	China Construction Bank (FTS 023-313823)		322.78
119.00000	China Construction Bank (FTS 023-313823)		1,836.68
136.00000	China Construction Bank (FTS 023-313823)		2,107.32
72.00000	China Construction Bank (FTS 023-313823)		903.60
75.00000	China Construction Bank (FTS 023-313823)		987.71
50.00000	China Mobile Ltd (FTS 023-313823)	8,749.28	2,565.34
54.00000	China Mobile Ltd (FTS 023-313823)		2,740.28

PRINCIPAL BALANCE ON HAND
Continued

<u># Units</u>	<u>Description</u>	<u>Current Value 12/31/2012 or as Noted</u>	<u>Fiduciary Acquisition Value</u>
45.00000	China Mobile Ltd (FTS 023-313823)		2,433.09
89.00000	Cielo SA (FTS 023-313823)	8,906.88	1,761.25
81.00000	Cielo SA (FTS 023-313823)		1,490.12
57.00000	Cielo SA (FTS 023-313823)		1,004.30
93.00000	Cielo SA (FTS 023-313823)		2,473.80
2,073.00000	Cincinnati Financial Corp (FTS 023-015580)	81,178.68	34,863.37
146.00000	Clicks Group Ltd (FTS 023-313823)	6,395.82	3,677.17
63.00000	Clicks Group Ltd (FTS 023-313823)		1,570.06
21.00000	CNOOC Limited (FTS 023-313823)	5,720.00	4,065.18
1.00000	CNOOC Limited (FTS 023-313823)		190.66
4.00000	CNOOC Limited (FTS 023-313823)		832.58
185.00000	Coinstar Inc (FTS 023-313815)	15,394.96	11,514.16
111.00000	Coinstar Inc (FTS 023-313815)		7,069.59
660.00000	Columbia Sportswear Co (FTS 023-313807)	35,217.60	34,300.13
271.00000	Commercial Intl Bank (Egypt) S.A.E (FTS 023-313823)	3,166.86	1,551.47
312.00000	Commercial Intl Bank (Egypt) S.A.E (FTS 023-313823)		1,519.44
67.00000	Companhia DE Bebidas Das Americas Spons Adr (FTS 023-313823)	5,836.61	1,848.94
49.00000	Companhia DE Bebidas Das Americas Spons Adr (FTS 023-313823)		1,519.00
23.00000	Companhia DE Bebidas Das Americas Spons Adr (FTS 023-313823)		882.25
589.00000	Conagra Foods Inc (FTS 023-313831)	17,375.50	14,866.36
244.00000	Cullen Frost Bankers Inc (FTS 023-313815)	13,241.88	11,321.40
2,268.00000	Darling Intl Inc (FTS 023-313807)	39,522.56	37,508.18
196.00000	Darling Intl Inc (FTS 023-313807)		3,257.32
1,023.00000	Dean Foods Co (FTS 023-313831)	23,014.94	16,694.13
371.00000	Dean Foods Co (FTS 023-313831)		6,139.27
588.00000	Dice Hldgs Inc (FTS 023-313815)	5,397.84	5,097.76
120.00000	Dillard Inc (FTS 023-313815)	10,052.40	9,346.75
371.00000	Discover Finl Svcs (FTS 023-313831)	22,513.20	14,289.81
213.00000	Discover Finl Svcs (FTS 023-313831)		8,086.80
4,638.02500	Dodge & Cox International Stock Fund	160,661.19	181,480.15
93.00000	Dolby Laboratories Inc Cl A (FTS 023-313815)	9,473.59	3,219.36
230.00000	Dolby Laboratories Inc Cl A (FTS 023-313815)		10,133.80

PRINCIPAL BALANCE ON HAND
Continued

<u># Units</u>	<u>Description</u>	<u>Current Value 12/31/2012 or as Noted</u>	<u>Fiduciary Acquisition Value</u>
92.00000	DSW Inc (FTS 023-313815)	9,459.36	5,333.97
52.00000	DSW Inc (FTS 023-313815)		3,366.54
8,996.33400	DWS Technology Fund-A	132,516.00	116,031.61
226.00000	Eagle Materials Inc (FTS 023-313815)	13,221.00	8,588.84
189.00000	Energys (FTS 023-313815)	7,112.07	6,504.06
1,170.00000	Entegris Inc (FTS 023-313815)	10,740.60	8,197.72
136.00000	EOG Resources Inc (FTS 023-313831)	16,427.44	15,702.76
123.00000	Expedia Inc (FTS 023-313815)	19,845.12	3,551.75
200.00000	Expedia Inc (FTS 023-313815)		5,812.69
139.00000	FEI Company (FTS 023-313815)	7,710.33	6,153.88
188.00000	Fleetcor Technologies Inc (FTS 023-313815)	10,086.20	7,604.79
298.00000	Flowserve Corp (FTS 023-313807)	43,746.40	37,609.42
301.00000	FMC Corp New (FTS 023-313831)	17,614.52	16,270.04
120.00000	Frontier Communications Corp (FTS 023-015580)	513.60	1,670.20
160.00000	Gartner Inc (FTS 023-313815)	17,533.62	6,714.66
94.00000	Gartner Inc (FTS 023-313815)		4,305.34
127.00000	Gartner Inc (FTS 023-313815)		6,279.29
316.00000	Gazprom O A O (FTS 023-313823)	5,004.34	3,668.87
98.00000	Gazprom O A O (FTS 023-313823)		1,123.15
115.00000	Gazprom O A O (FTS 023-313823)		1,029.02
125.00000	Genomic Health Inc (FTS 023-313815)	3,405.00	4,285.49
195.00000	Grupo Televisa SA DE CV ADR (FTS 023-313823)	5,634.96	3,834.91
17.00000	Grupo Televisa SA DE CV ADR (FTS 023-313823)		403.04
165.00000	Hanger Inc (FTS 023-313815)	4,514.40	4,311.45
281.00000	Heartland Pmt Sys Inc (FTS 023-313815)	8,289.50	5,902.24
237.00000	Helmerich & Payne (FTS 023-313815)	13,274.37	10,394.80
226.00000	Hershey Co (FTS 023-313831)	16,321.72	16,336.86
1,182.00000	Hertz Global Holdings Inc (FTS 023-313815)	19,231.14	11,332.54
153.00000	Honeywell Intl Inc (FTS 023-313831)	20,564.28	8,325.71
171.00000	Honeywell Intl Inc (FTS 023-313831)		9,956.92
189.00000	IAC - Interactivecrp (FTS 023-131815)	14,881.23	7,646.56
126.00000	IAC - Interactivecrp (FTS 023-131815)		5,662.86
911.00000	Idex Corp (FTS 023-313807)	42,388.83	35,993.15
409.00000	Illumina Inc (FTS 023-313815)	22,736.31	12,102.35

PRINCIPAL BALANCE ON HAND
Continued

<u># Units</u>	<u>Description</u>	<u>Current Value 12/31/2012 or as Noted</u>	<u>Fiduciary Acquisition Value</u>
288.00000	Incyte Corp (FTS 023-313815)	4,783.68	4,183.14
238.00000	Informatica Corp (FTS 023-313815)	7,216.16	10,128.53
338.00000	Ingersoll-Rand PLC (FTS 023-313831)	16,210.48	15,586.80
337.00000	Integrus Energy Group Inc (FTS 023-313831)	17,598.14	17,744.50
400.00000	Iron Mountain Inc (FTS 023-313815)	13,506.75	13,035.20
35.00000	Iron Mountain Inc (FTS 023-313815)		1,150.45
581.00000	IXIA (FTS 023-313815)	9,865.38	9,453.63
261.00000	Jabil Circuit Inc (FTS 023-313815)	14,544.66	6,343.44
493.00000	Jabil Circuit Inc (FTS 023-313815)		12,606.45
248.00000	Jarden Corp (FTS 023-313815)	12,821.60	9,849.96
294.00000	Kapstone Paper & Packaging Corp (FTS 023-313815)	6,523.86	4,316.51
38.00000	KB Financial Group Inc (FTS 023-313823)	6,677.40	1,446.36
34.00000	KB Financial Group Inc (FTS 023-313823)		1,254.26
48.00000	KB Financial Group Inc (FTS 023-313823)		1,476.48
48.00000	KB Financial Group Inc (FTS 023-313823)		1,613.81
14.00000	KB Financial Group Inc (FTS 023-313823)		515.14
4.00000	KB Financial Group Inc (FTS 023-313823)		132.52
1,894.00000	Keycorp New (FTS 023-313831)	15,947.48	15,831.19
516.00000	Kimberly-Clark De Mexico SAB DE CV (FTS 023-313823)	6,941.17	4,248.40
27.00000	Kimberly-Clark De Mexico SAB DE CV (FTS 023-313823)		263.88
127.00000	KOC Holding UNSP ADR (FTS 023-313823)	6,537.64	2,026.75
112.00000	KOC Holding UNSP ADR (FTS 023-313823)		2,119.72
13.00000	KOC Holding UNSP ADR (FTS 023-313823)		238.55
153.00000	Kraft Foods Group Inc NPV (FTS 023-015580)	6,956.91	2,065.93
664.00000	Kroger Co (FTS 023-313831)	17,277.28	14,713.38
120.00000	Lender Processing Svcs Inc (FTS 023-313815)	9,749.52	1,772.16
276.00000	Lender Processing Svcs Inc (FTS 023-313815)		5,221.01
157.00000	Linkedin Corp (FTS 023-313831)	18,026.74	16,114.89
414.00000	LKQ Corp (FTS 023-313815)	8,735.40	7,386.63
170.00000	Lockheed Martin Corp (FTS 023-313831)	15,689.30	15,625.89
64.00000	Lukoil Oil Co (FTS 023-313823)	5,434.59	3,583.11
19.00000	Lukoil Oil Co (FTS 023-313823)		1,100.26
165.00000	M&T Bank Corp (FTS 023-313831)	16,247.55	15,951.28
407.00000	Macys Inc (FTS 023-313831)	15,881.14	16,341.21

PRINCIPAL BALANCE ON HAND
Continued

<u># Units</u>	<u>Description</u>	<u>Current Value 12/31/2012 or as Noted</u>	<u>Fiduciary Acquisition Value</u>
1,252.00000	Meadwestvaco Corp (FTS 023-313807)	39,901.24	35,903.60
215.00000	Mercadolibre Inc (FTS 023-313815)	16,888.25	12,363.36
1,684.00000	METROPCS Communications Inc (FTS 023-313831)	16,738.96	16,395.93
184.00000	Mobile Telesystems OJSC ADR (FTS 023-313823)	7,683.80	3,788.66
156.00000	Mobile Telesystems OJSC ADR (FTS 023-313823)		3,345.69
31.00000	Mobile Telesystems OJSC ADR (FTS 023-313823)		623.81
41.00000	Mobile Telesystems OJSC ADR (FTS 023-313823)		720.37
460.00000	Mondelez Intl Inc (FTS 023-015580)	11,708.38	3,826.63
293.00000	Motorola Solutions Inc (FTS 023-313831)	16,314.24	15,718.83
171.00000	Myriad Genetics Inc (FTS 023-313815)	4,659.75	4,351.63
246.00000	NEDBANK LIMITED SPON ADR (FTS 023-313823)	6,071.29	3,934.77
28.00000	NEDBANK LIMITED SPON ADR (FTS 023-313823)		554.50
78.00000	NETEASE.COM INC ADR (FTS 023-313823)	3,317.34	2,928.67
1,324.00000	Newfield Exploration Co (FTS 023-313807)	35,456.72	41,741.48
484.00000	Nordson Corp (FTS 023-313807)	30,550.08	28,376.87
233.00000	Nordson Corp (FTS 023-313815)	14,706.96	9,542.33
508.00000	NXP Semiconductors N V (FTS 023-313815)	13,370.56	8,544.97
615.00000	OGE Energy Corp Holding Co (FTS 023-313807)	34,630.65	33,305.33
2,260.00000	Oneok Inc New (FTS 023-015580)	96,615.00	25,119.48
63.00000	Onyx Pharmaceuticals Inc (FTS 023-313815)	4,758.39	4,304.77
76.00000	Orascom Constructions Industry (FTS 023-313823)	4,599.63	3,717.64
40.00000	Orascom Constructions Industry (FTS 023-313823)		1,645.20
148.00000	Oriflame Cosmetics SA (FTS 023-313823)	4,668.43	4,403.00
46.00000	Oriflame Cosmetics SA (FTS 023-313823)		1,546.65
69.00000	Oriflame Cosmetics SA (FTS 023-313823)		1,966.91
31.00000	Oriflame Cosmetics SA (FTS 023-313823)		794.83
85.00000	Panera Bread Company CI A (FTS 023-313815)	13,500.55	9,433.43
359.00000	Parexel Intl Corp (FTS 023-313815)	15,919.42	9,909.41
179.00000	Parexel Intl Corp (FTS 023-313815)		5,600.87
226.00000	Penn Natl Gaming Inc (FTS 023-313815)	11,098.86	9,817.46
656.00000	Pentair Ltd Com (FTS 023-313807)	32,242.40	27,394.43
224.00000	Petsmart Inc (FTS 023-313815)	15,308.16	9,840.77
665.00000	Philip Morris Intl Inc (FTS 023-015580)	55,620.60	13,091.51
88.00000	Philippine Long Distance Telephone (FTS 023-313823)	7,602.44	4,827.54

PRINCIPAL BALANCE ON HAND
Continued

<u># Units</u>	<u>Description</u>	<u>Current Value 12/31/2012 or as Noted</u>	<u>Fiduciary Acquisition Value</u>
30.00000	Philippine Long Distance Telephone (FTS 023-313823)		1,684.19
6.00000	Philippine Long Distance Telephone (FTS 023-313823)		312.48
331.00000	Phillips 66 Com (FTS 023-313831)	17,576.10	16,445.37
340.00000	Polaris Inds Inc (FTS 023-313807)	28,611.00	25,467.97
137.00000	Polaris Inds Inc (FTS 023-313815)	14,137.20	8,625.16
31.00000	Polaris Inds Inc (FTS 023-313815)		2,412.00
389.00000	PPC Limited (FTS 023-313823)	3,337.67	3,306.50
25.00000	PPC Limited (FTS 023-313823)		191.85
92.00000	PTT Exploration & Production Public (FTS 023-313823)	3,227.62	1,131.32
162.00000	PTT Exploration & Production Public (FTS 023-313823)		1,803.38
13.00000	PTT Exploration & Production Public (FTS 023-313823)		143.46
34.00000	PTT Exploration & Production Public (FTS 023-313823)		347.74
101.00000	PVH Corporation Com (FTS 023-313815)	11,212.01	9,356.66
180.00000	Rackspace Hosting Inc (FTS 023-313815)	13,368.60	6,238.47
307.00000	Robert Half Intl Inc (FTS 023-313815)	9,768.74	8,646.41
343.00000	Ryder System Inc (FTS 023-313831)	17,125.99	15,818.30
2,047.00000	Safeway Inc (FTS 023-313807)	37,030.23	31,989.70
277.00000	Sally Beauty Hldgs Inc (FTS 023-313815)	6,528.89	7,358.78
369.00000	Sandisk Corp (FTS 023-313831)	16,051.50	16,113.23
87.00000	Sandridge Energy Inc (FTS 023-313815)	8,172.45	535.83
200.00000	Sandridge Energy Inc (FTS 023-313815)		1,231.70
200.00000	Sandridge Energy Inc (FTS 023-313815)		1,231.88
800.00000	Sandridge Energy Inc (FTS 023-313815)		4,927.12
184.00000	Sanlam Adr (FTS 023-313823)	5,039.34	2,888.80
7.00000	Sanlam Adr (FTS 023-313823)		142.10
282.00000	Sberbank Russia (FTS 023-313823)	9,139.67	4,046.98
102.00000	Sberbank Russia (FTS 023-313823)		1,322.80
74.00000	Sberbank Russia (FTS 023-313823)		815.06
101.00000	Sberbank Russia (FTS 023-313823)		1,052.90
66.00000	Sberbank Russia (FTS 023-313823)		707.26
64.00000	Sberbank Russia (FTS 023-313823)		689.86
62.00000	Sberbank Russia (FTS 023-313823)		737.38
404.00000	Select Medical Holdings Corp (FTS 023-313815)	3,809.72	4,334.56
72.00000	Semen Gresik(Persero) Usnp Adr (FTS 023-313823)	3,782.58	1,560.97

PRINCIPAL BALANCE ON HAND
Continued

<u># Units</u>	<u>Description</u>	<u>Current Value 12/31/2012 or as Noted</u>	<u>Fiduciary Acquisition Value</u>
43.00000	Semen Gresik(Persero) Usnp Adr (FTS 023-313823)		855.97
130.00000	Shinhan Financial Group Co Ltd (FTS 023-313823)	6,961.60	4,857.24
8.00000	Shinhan Financial Group Co Ltd (FTS 023-313823)		355.22
18.00000	Shinhan Financial Group Co Ltd (FTS 023-313823)		845.23
34.00000	Shinhan Financial Group Co Ltd (FTS 023-313823)		1,101.89
89.00000	Shoprite Holdings (FTS 023-313823)	5,977.54	1,793.35
35.00000	Shoprite Holdings (FTS 023-313823)		1,015.90
34.00000	Signet Jewelers Ltd (FTS 023-313815)	20,025.00	1,174.18
341.00000	Signet Jewelers Ltd (FTS 023-313815)		11,773.23
325.00000	Silgan Holdings Inc (FTS 023-313815)	13,500.50	11,722.39
1,837.00000	Smithfield Foods Inc (FTS 023-313807)	39,624.09	34,992.28
207.00000	Solarwinds Inc (FTS 023-313815)	10,857.15	4,773.71
455.00000	Southwestern Energy Co Delaware (FTS 023-313831)	15,201.55	15,946.75
294.00000	Standard Bank Group Limited Spon (FTS 023-313823)	4,567.91	4,117.47
32.00000	Standard Bank Group Limited Spon (FTS 023-313823)		462.08
292.00000	Taiwan Semiconductor Manufacturing (FTS 023-313823)	9,335.04	2,937.31
107.00000	Taiwan Semiconductor Manufacturing (FTS 023-313823)		1,111.69
32.00000	Taiwan Semiconductor Manufacturing (FTS 023-313823)		395.49
113.00000	Taiwan Semiconductor Manufacturing (FTS 023-313823)		1,481.43
113.00000	Telekomunikasi Indonesia(Persero) (FTS 023-313823)	7,944.25	4,139.68
80.00000	Telekomunikasi Indonesia(Persero) (FTS 023-313823)		2,978.27
18.00000	Telekomunikasi Indonesia(Persero) (FTS 023-313823)		602.46
4.00000	Telekomunikasi Indonesia(Persero) (FTS 023-313823)		147.32
263.00000	Thermo Fisher Scientific Inc (FTS 023-313831)	16,774.14	15,939.25
873.00000	Thor Inds Inc (FTS 023-313807)	32,676.39	27,082.03
682.00000	TIBCO Software Inc (FTS 023-313815)	14,990.36	16,015.82
89.00000	Tiger Brands Spon (FTS 023-313823)	5,060.22	1,993.60
43.00000	Tiger Brands Spon (FTS 023-313823)		1,141.04
1,006.00000	Timken Co (FTS 023-313807)	48,116.98	39,872.81
351.00000	TJX Companies Inc (FTS 023-313831)	14,899.95	16,369.59
551.00000	Total Sys Svcs Inc (FTS 023-313815)	14,972.58	12,942.16
148.00000	Total Sys Svcs Inc (FTS 023-313815)		3,599.15
290.00000	Towers Watson & Co (FTS 023-313815)	16,300.90	17,602.16
157.00000	Tractor SupplyCo (FTS 023-313815)	13,872.52	10,556.15

PRINCIPAL BALANCE ON HAND
Continued

<u># Units</u>	<u>Description</u>	<u>Current Value 12/31/2012 or as Noted</u>	<u>Fiduciary Acquisition Value</u>
381.00000	Transocean Limited Com (FTS 023-313831)	17,015.46	17,783.82
234.00000	Travelers Cos Inc (FTS 023-313831)	16,805.88	15,990.11
1,428.00000	Trinity Inds Inc Del (FTS 023-313807)	51,150.96	39,669.27
302.00000	Turkcell Iletisim Hizmet (FTS 023-313823)	7,747.20	4,873.01
45.00000	Turkcell Iletisim Hizmet (FTS 023-313823)		590.22
52.00000	Turkcell Iletisim Hizmet (FTS 023-313823)		769.91
81.00000	Turkcell Iletisim Hizmet (FTS 023-313823)		1,122.64
105.00000	ULTA Salon Cosmetics & Fragrance Inc (FTS 023-313815)	10,317.30	7,213.71
300.00000	United Rentals Inc (FTS 023-313815)	21,713.04	5,281.80
177.00000	United Rentals Inc (FTS 023-313815)		5,735.28
80.00000	United Therapeutics Corp (FTS 023-313815)	8,600.62	4,278.42
81.00000	United Therapeutics Corp (FTS 023-313815)		4,663.62
41.00000	United Tractors Unsp (FTS 023-313823)	4,497.02	1,504.70
6.00000	United Tractors Unsp (FTS 023-313823)		326.70
42.00000	United Tractors Unsp (FTS 023-313823)		1,942.50
21.00000	United Tractors Unsp (FTS 023-313823)		882.61
290.00000	Unitedhealth Group (FTS 023-313831)	15,729.60	15,852.44
315.00000	Universal Health Svcs Inc Cl B (FTS 023-313815)	15,230.25	12,913.71
1,279.00000	URS Corp New (FTS 023-313807)	50,213.54	46,495.62
157.00000	VALE S A (FTS 023-313823)	7,588.46	3,882.31
69.00000	VALE S A (FTS 023-313823)		1,963.05
29.00000	VALE S A (FTS 023-313823)		661.96
36.00000	VALE S A (FTS 023-313823)		750.49
38.00000	VALE S A (FTS 023-313823)		1,133.01
45.00000	VALE S A (FTS 023-313823)		986.36
64.00000	Valmont Inds Inc (FTS 023-313815)	13,518.45	7,556.81
35.00000	Valmont Inds Inc (FTS 023-313815)		4,590.27
598.32100	Vanguard Mid-Cap Index Fund - Admiral Shares	61,010.79	29,372.35
737.22000	Vanguard PRIMECAP Fund	51,229.42	35,854.06
4,174.79600	Vanguard Small Cap Index Fund - Admiral	161,815.09	105,815.37
500.00000	Verizon Communications (FTS 023-015580)	21,635.00	25,540.69
270.00000	Vodacom Group Limited (FTS 023-313823)	3,946.05	3,234.11
477.00000	Volcano Corp (FTS 023-313815)	11,261.97	14,448.47
170.00000	Wabtec (FTS 023-313815)	14,881.80	9,258.88

PRINCIPAL BALANCE ON HAND
Continued

<u># Units</u>	<u>Description</u>	<u>Current Value 12/31/2012 or as Noted</u>	<u>Fiduciary Acquisition Value</u>
148.50000	Weichai Power Co (FTS 023-313823)	5,343.65	3,088.95
96.00000	Weichai Power Co (FTS 023-313823)		1,889.08
56.50000	Weichai Power Co (FTS 023-313823)		1,018.72
465.00000	Western Refng Inc (FTS 023-313815)	13,108.35	6,475.78
699.00000	Western Un Co Com (FTS 023-313807)	9,513.39	9,050.65
650.00000	Weyerhaeuser Co (FTS 023-313831)	18,083.00	17,775.42
235.00000	Williams Sonoma Inc (FTS 023-313815)	10,285.95	10,333.68
63.00000	Woolworths Hldgs (FTS 023-312823)	5,272.03	4,095.00
290.00000	Wyndham Worldwide Corp (FTS 023-313815)	15,430.90	8,729.58
352.00000	Wyndham Worldwide Corp (FTS 023-313831)	25,115.12	18,353.63
120.00000	Wyndham Worldwide Corp (FTS 023-313831)		6,194.40
110.00000	Wynn Macau Ltd (FTS 023-313823)	2,973.19	3,080.00
576.00000	XL Group PLC (FTS 023-313815)	14,434.56	11,034.89
1,002.00000	Yahoo Inc (FTS 023-313831)	19,939.80	14,875.19
5.00000	YPF Sociedad Anonima (FTS 023-313823)	1,876.95	232.63
117.00000	YPF Sociedad Anonima (FTS 023-313823)		4,970.34
7.00000	YPF Sociedad Anonima (FTS 023-313823)		293.32
238.00000	Zimmer Holdings Inc (FTS 023-313831)	15,865.08	14,774.33
Total Assets		3,717,338.04	3,124,064.94
		3,910,121.38	3,316,848.28