Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

OMB No 1545-0052

2012

Open to Public Inspection

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

Name of foundation ROBINS JR, E. CLAIBORNE CHAR. 485-51558700	A Employer identification number 32-6140103
Number and street (or P O box number if mail is not delivered to street address) Room/suite 1525 W W.T. HARRIS BLVD. D1114-044	B Telephone number (see instructions) 336- 747-8274
City or town, state, and ZIP code CHARLOTTE, NC 28288	C If exemption application is pending, check here ▶ ☐

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

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

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

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

I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ $ 37,089,548.

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

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

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

	Line	Description	(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)	7,164,747.			
	2	Check ▶ ☐ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments				
	4	Dividends and interest from securities	714,609.	699,694.		STMT 1
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	42,984.			
	b	Gross sales price for all assets on line 6a 5,513,181.				
	7	Capital gain net income (from Part IV, line 2)		42,984.		
	8	Net short-term capital gain				
	9	Income modifications				
	10 a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)	1,479.	18,798.		STMT 7
	12	**Total** Add lines 1 through 11	7,923,819.	761,476.		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc				
	14	Other employee salaries and wages		NONE	NONE	
	15	Pension plans, employee benefits		NONE	NONE	
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)				
	c	Other professional fees (attach schedule) STMT 8	115,465.	115,465.		
	17	Interest				
	18	Taxes (attach schedule) (see instructions) STMT 9	11,218.	11,218.		
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings		NONE	NONE	
	22	Printing and publications		NONE	NONE	
	23	Other expenses (attach schedule) STMT 10	2.	2.		
	24	**Total operating and administrative expenses.** Add lines 13 through 23	126,685.	126,685.	NONE	
	25	Contributions, gifts, grants paid	881,500.			881,500.
	26	**Total expenses and disbursements** Add lines 24 and 25	1,008,185.	126,685.	NONE	881,500.
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	6,915,634.			
	b	**Net investment income** (if negative, enter -0-)		634,791.		
	c	**Adjusted net income** (if negative, enter -0-)				

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Part II Balance Sheets

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

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets				
1	Cash - non-interest-bearing	73,204.	2,814.	2,814.
2	Savings and temporary cash investments	860,429.	2,144,606.	2,144,606.
3	Accounts receivable ▶			
	Less allowance for doubtful accounts ▶			
4	Pledges receivable ▶			
	Less allowance for doubtful accounts ▶			
5	Grants receivable			
6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
7	Other notes and loans receivable (attach schedule) ▶			
	Less allowance for doubtful accounts ▶ NONE			
8	Inventories for sale or use			
9	Prepaid expenses and deferred charges			
10 a	Investments - U S and state government obligations (attach schedule) STMT 11	2,727,921.	2,977,541.	3,058,765.
b	Investments - corporate stock (attach schedule) STMT 13	610,475.	20,536,042.	21,454,461.
c	Investments - corporate bonds (attach schedule) STMT 19	2,580,774.	3,442,752.	3,532,608.
11	Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
12	Investments - mortgage loans			
13	Investments - other (attach schedule) STMT 22	22,424,744.	6,644,277.	6,519,333.
14	Land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
15	Other assets (describe ▶ STMT 24)		375,640.	376,961.
16	**Total assets** (to be completed by all filers - see the instructions Also, see page 1, item I)	29,277,547.	36,123,672.	37,089,548.
Liabilities				
17	Accounts payable and accrued expenses			
18	Grants payable			
19	Deferred revenue			
20	Loans from officers, directors, trustees, and other disqualified persons			
21	Mortgages and other notes payable (attach schedule)			
22	Other liabilities (describe ▶)			
23	**Total liabilities** (add lines 17 through 22)		NONE	
Net Assets or Fund Balances				
	Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.			
24	Unrestricted			
25	Temporarily restricted			
26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ X			
27	Capital stock, trust principal, or current funds	29,277,547.	36,123,672.	
28	Paid-in or capital surplus, or land, bldg, and equipment fund			
29	Retained earnings, accumulated income, endowment, or other funds			
30	**Total net assets or fund balances** (see instructions)	29,277,547.	36,123,672.	
31	**Total liabilities and net assets/fund balances** (see instructions)	29,277,547.	36,123,672.	

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	29,277,547.
2	Enter amount from Part I, line 27a	2	6,915,634.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 25	3	33,162.
4	Add lines 1, 2, and 3	4	36,226,343.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 26	5	102,671.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	36,123,672.

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1a	PUBLICLY TRADED SECURITIES			
b				
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	5,513,181.		5,470,197.	42,984.
b				
c				
d				
e				

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a				42,984.
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	42,984.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8	3	

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income)

If section 4940(d)(2) applies, leave this part blank

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

1 Enter the appropriate amount in each column for each year; see the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2011	993,231.	26,404,963.	0.037615
2010	NONE	26,945,530.	NONE
2009			
2008			
2007			

2	**Total** of line 1, column (d)	2	0.037615
3	Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.018808
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	31,222,424.
5	Multiply line 4 by line 3	5	587,231.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	6,348.
7	Add lines 5 and 6	7	593,579.
8	Enter qualifying distributions from Part XII, line 4	8	881,500.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ [ ] and enter "N/A" on line 1 . . . Date of ruling or determination letter ________________ (attach copy of letter if necessary - see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ [X] and enter 1% of Part I, line 27b	1	6,348.
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	
3	Add lines 1 and 2	3	6,348.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	NONE
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-	5	6,348.
6	Credits/Payments		
a	2012 estimated tax payments and 2011 overpayment credited to 2012 — 6a: 6,772.		
b	Exempt foreign organizations - tax withheld at source — 6b: NONE		
c	Tax paid with application for extension of time to file (Form 8868) — 6c: NONE		
d	Backup withholding erroneously withheld — 6d:		
7	Total credits and payments Add lines 6a through 6d	7	6,772.
8	Enter any **penalty** for underpayment of estimated tax. Check here [ ] if Form 2220 is attached	8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	424.
11	Enter the amount of line 10 to be **Credited to 2013 estimated tax** ▶ 424. **Refunded** ▶	11	

Part VII-A Statements Regarding Activities

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

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

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

Website address ▶ N/A

14 The books are in care of ▶ WELLS FARGO BANK NA Telephone no ▶ (336) 747-8274

Located at ▶ 1 WEST 4TH STREET, WINSTON SALEM, NC ZIP+4 ▶ 27101-3818

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

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

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

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

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

			Yes	No
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?	1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? ☐ Yes ☒ No			
	If "Yes," list the years ▶ ____, ____, ____, ____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions)	2b		X
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ ____, ____, ____, ____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2012 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012)*	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?	4b		X

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

			Yes	No
5a	During the year did the foundation pay or incur any amount to			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No			
	(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No			
	(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No			
	(4) Provide a grant to an organization other than a charitable, etc, organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☐ Yes ☒ No			
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No			
b	If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)?	5b		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No			
	If "Yes," attach the statement required by Regulations section 53 4945-5(d)			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	6b		X
	If "Yes" to 6b, file Form 8870			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No			
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	7b		

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
E CLAIBORNE ROBINS JR 9878 MAYLAND DRIVE, RICHMOND, VA 23233	TRUSTEE 5	-0-	-0-	-0-

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

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

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

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

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

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

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

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

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

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	29,949,177.
b	Average of monthly cash balances	1b	1,748,715.
c	Fair market value of all other assets (see instructions)	1c	NONE
d	**Total** (add lines 1a, b, and c)	1d	31,697,892.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	31,697,892.
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	475,468.
5	**Net value of noncharitable-use assets** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	31,222,424.
6	**Minimum investment return.** Enter 5% of line 5	6	1,561,121.

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	1,561,121.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	6,348.		
b	Income tax for 2012 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	6,348.
3	Distributable amount before adjustments Subtract line 2c from line 1			3	1,554,773.
4	Recoveries of amounts treated as qualifying distributions			4	NONE
5	Add lines 3 and 4			5	1,554,773.
6	Deduction from distributable amount (see instructions)			6	NONE
7	**Distributable amount** as adjusted. Subtract line 6 from line 5 Enter here and on Part XIII, line 1			7	1,554,773.

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	881,500.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	881,500.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions)	5	6,348.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	875,152.

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				1,554,773.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			443,858.	
b Total for prior years 20 10 ,20 ,20		NONE		
3 Excess distributions carryover, if any, to 2012				
a From 2007 NONE				
b From 2008 NONE				
c From 2009 NONE				
d From 2010 NONE				
e From 2011 NONE				
f Total of lines 3a through e	NONE			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ $ 881,500.				
a Applied to 2011, but not more than line 2a			443,858.	
b Applied to undistributed income of prior years (Election required - see instructions)		NONE		
c Treated as distributions out of corpus (Election required - see instructions)	NONE			
d Applied to 2012 distributable amount				437,642.
e Remaining amount distributed out of corpus	NONE			
5 Excess distributions carryover applied to 2012 *(If an amount appears in column (d), the same amount must be shown in column (a).)*	NONE			NONE
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	NONE			
b Prior years' undistributed income Subtract line 4b from line 2b		NONE		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		NONE		
d Subtract line 6c from line 6b Taxable amount - see instructions		NONE		
e Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount - see instructions				
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013				1,117,131.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	NONE			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)	NONE			
9 **Excess distributions carryover to 2013.** Subtract lines 7 and 8 from line 6a	NONE			
10 Analysis of line 9				
a Excess from 2008 NONE				
b Excess from 2009 NONE				
c Excess from 2010 NONE				
d Excess from 2011 NONE				
e Excess from 2012 NONE				

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

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

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

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

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

1 Information Regarding Foundation Managers:

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

N/A

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

N/A

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

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

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

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
SWEET MONDAY 1006 PUMP ROAD SUITE 100 RICHMOND VA 23238	NONE	PUBLIC EXE	GENERAL SUPPORT	10,000.
VIRGINIA WAR MEMORIAL EDUCATION FDN 621 S BELVIDERE ST. RICHMOND VA 23220	NONE	PUBLIC EXE	GENERAL SUPPORT	166,500.
VIRGINIA HISTORICAL SOCIETY PO BOX 7311 RICHMOND VA 23221	NONE	PUBLIC EXE	GENERAL SUPPORT	105,000.
RICHMOND SPCA 2519 HERMITAGE ROAD RICHMOND VA 23220	NONE	PUBLIC EXE	GENERAL SUPPORT	250,000.
CARMEL SCHOOL 9020 JERICHO ROAD, PO BOX 605 RUTHER GLEN VA	NONE	PUBLIC EXE	GENERAL SUPPORT	350,000.
Total . . . . . ▶ 3a				881,500.
b Approved for future payment				
Total . . . . . ▶ 3b				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income (See instructions)
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	714,609.	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	42,984.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b EXCISE TAX REFUND			1	1,479.	
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)				759,072.	

13 Total Add line 12, columns (b), (d), and (e) . . . 13 759,072.

(See worksheet in line 13 instructions to verify calculations)

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

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

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

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

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

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

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

b If "Yes," complete the following schedule.

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

Sign Here

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

E. Claiborne Robins | 07/02/2013 ▶ Trustee

Signature of officer or trustee | Date | Title

E. CLAIBORNE ROBINS, JR.

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
CYNTHIA PETERS	Cynthia Peters	07/02/2013		P00116953

Firm's name ▶ WELLS FARGO BANK, N.A. | Firm's EIN ▶ 94-3080771

Firm's address ▶ 1525 W W.[redacted]ARRIS BLVD. D1114-044
CHARLOTTE, NC 28288 | Phone no 800-691-8916

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

Schedule of Contributors

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

OMB No 1545-0047

2012

Name of the organization

ROBINS JR, E. CLAIBORNE CHAR. 485-51558700

Employer identification number

32-6140103

Organization type (check one):

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

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

General Rule

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

Special Rules

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

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

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

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

Name of organization: ROBINS JR, E. CLAIBORNE CHAR. 485-51558700

Employer identification number: 32-6140103

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

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	E C ROBINS MARITAL TRUST 1021 E CARY ST RICHMOND, VA 23219	$ 7,164,747.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
ADT CORP/THE	21.	
AFLAC INC 2.650% 2/15/17	878.	878.
AT&T INC 5.500% 2/01/18	2,750.	2,750.
ABBOTT LABORATORIES 4.125% 5/27/20	2,217.	2,217.
ABERCROMBIE & FITCH CO CL A	23.	23.
ABERDEEN EMERG MARKETS-INST #5840	7,132.	7,132.
ALLERGAN INC COM W/RIGHTS ATTACHED EXP 2	15.	15.
ALLY MASTER OWNER TR 1.540% 9/16/19	226.	226.
AMERICAN EXPRESS CO COM	52.	52.
AMERICAN EXPRESS CO 2.750% 9/15/15	2,063.	2,063.
AMGEN INC 2.300% 6/15/16	1,840.	1,840.
ANHEUSER-BUSCH INBEV 5.375% 1/15/20	2,150.	2,150.
APPLE COMPUTER INC COM	543.	543.
ARTISAN FDS INC INTL FD INVESTOR CLASS	15,307.	15,307.
BG GROUP PLC- SPON ADR ISIN US0554342032	38.	38.
BHP BILLITON FIN USA 1.625% 2/24/17	531.	531.
BANK OF AMERICA NA 5.650% 5/01/18	3,390.	3,390.
BEAR STEARNS COML MT 5.405% 12/11/40	6,216.	6,216.
BERKSHIRE HATHAWAY 3.200% 2/11/15	2,080.	2,080.
BLACKROCK INC 5.000% 12/10/19	2,500.	2,500.
BOEING CO COM	199.	199.
PEPSI BOTTLING GROUP 6.950% 3/15/14	3,475.	3,475.
BRISTOL-MYERS SQUIBB CO COM	156.	156.
BRITISH TELECOM PLC 2.000% 6/22/15	750.	750.
BRITISH TELECOM PLC 5.150% 1/15/13	3,348.	3,348.
CVS CAREMARK CORP 5.750% 6/01/17	2,380.	2,380.
CATERPILLAR INC 3.900% 5/27/21	2,925.	2,925.
CHEVRON CORP 3.950% 3/03/14	3,388.	3,388.
CISCO SYSTEMS INC 5.500% 2/22/16	2,750.	2,750.
CITIGROUP INC 6.125% 11/21/17	2,756.	2,756.
COACH INC COM W/RTS ATTACHED EXP 5/2/201	83.	83.
COCA-COLA CO COM	538.	538.

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
COMCAST CORP 5.150% 3/01/20	2,318.	2,318.
COMERICA INC COM RT EXPS 07/01/2006	91.	91.
DANAHER CORP COM	22.	22.
DEUTSCHE TELEKOM 5.250% 7/22/13	3,065.	3,065.
DEVON ENERGY CORPORA 3.250% 5/15/22	278.	278.
DIRECTV HLDG/FIN INC 3.500% 3/01/16	1,750.	1,750.
DISCOVERY COMMUNICAT 3.700% 6/01/15	2,035.	2,035.
DODGE & COX INT'L STOCK FD # 1048	17,121.	17,121.
DOW CHEMICAL CO/THE 4.250% 11/15/20	2,550.	2,550.
DR PEPPER SNAPPLE GR 2.900% 1/15/16	1,305.	1,305.
DREYFUS EMG MKT DEBT LOC C-I #6083	15,703.	15,703.
EOG RES INC COM	36.	36.
ENTERPRISE PRODUCTS 3.200% 2/01/16	1,280.	1,280.
FAMILY DLR STORES INC COM	208.	208.
FHLMC POOL #J05003 4.500% 6/01/22	2,480.	2,480.
FHLMC POOL #J12696 4.000% 8/01/25	3,979.	3,979.
FHLMC POOL #J16148 3.500% 7/01/26	763.	763.
FED FARM CR BK 4.875% 1/17/17	3,900.	3,900.
FED HOME LN BK 4.750% 12/16/16	2,607.	2,607.
FED HOME LN BK 5.500% 8/13/14	4,400.	4,400.
FED HOME LN MTG CORP 4.875% 11/15/13	7,069.	7,069.
FED HOME LN MTG CORP 0.625% 3/14/14	328.	328.
FED NATL MTG ASSN 0.500% 5/27/15	168.	168.
FED HOME LN MTG CORP 3.750% 3/27/19	2,063.	2,063.
FED NATL MTG ASSN 3.625% 2/12/13	5,380.	5,380.
FED NATL MTG ASSN 2.375% 7/28/15	4,085.	4,085.
FED NATL MTG ASSN 1.250% 8/20/13	1,125.	1,125.
FNMA POOL #889568 5.500% 3/01/20	2,268.	2,268.
FEDEX CORP COM	42.	42.
FIFTH THIRD BANCORP COM	21.	21.
FLEMING CAP MUTUAL FUND GROUP J P MORGAN	14,215.	14,215.
FORD CREDIT FLOORPLA 1.920% 1/15/19	458.	458.
GATEWAY FUND - Y #1986	1,664.	1,664.

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
GENERAL DYNAMICS COR 4.250% 5/15/13	3,833.	3,833.
GENERAL ELEC CAP COR 5.625% 5/01/18	2,813.	2,813.
GLAXOSMITHKLINE CAPI 4.850% 5/15/13	3,153.	3,153.
GOLDMAN SACHS GROUP 6.150% 4/01/18	3,383.	3,383.
HARBOR FD INTL FD	32,926.	32,926.
HARBOR FD CAP APPRECIATION	5,478.	5,478.
HOME DEPOT INC 5.400% 3/01/16	2,430.	2,430.
HONDA AUTO RECEIVABL 1.980% 5/23/16	1,948.	1,948.
INTEL CORP COM	134.	134.
INTL BUSINESS MACHINES CORP COM	55.	55.
ISHARES S&P 500 INDEX FUND	34,554.	34,554.
IVY ASSET STRATEGY FUND CLASS I #473	35,277.	35,277.
JP MORGAN CHASE & CO COM	193.	193.
JP MORGAN CHASE & CO 6.000% 1/15/18	3,600.	3,600.
JOHNSON & JOHNSON COM	174.	174.
JOY GLOBAL INC 00	128.	128.
JPMORGAN HIGH YIELD FUND SS #3580	40,023.	40,023.
KEELEY SMALL CAP VAL FD CL I #2251	3,101.	3,101.
KIMBERLY-CLARK CORP COM	65.	65.
KINDER MORGAN INC/DELAWARE	110.	110.
KOHLS CORP COM	44.	44.
KRAFT FOODS INC-A COM	213.	213.
KROGER CO/THE 3.900% 10/01/15	1,755.	1,755.
LAS VEGAS SANDS CORP	145.	145.
LAUDUS MONDRIAN INTL FI-INST #2940	13,338.	13,338.
MFS VALUE FUND-CLASS I #893	8,547.	8,547.
MCDONALDS CORP COM	94.	94.
MEAD JOHNSON NUTRITION CO	139.	139.
MEDTRONIC INC 3.000% 3/15/15	1,950.	1,950.
METLIFE INC 5.000% 6/15/15	3,250.	3,250.
MICROSOFT CORP COM	654.	654.
MONSANTO CO NEW COM	344.	344.
MORGAN STANLEY 5.375% 10/15/15	2,750.	2,750.

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
NATIONAL OILWELL INC COM	14.	14.
NATIONAL RURAL UTIL 3.050% 2/15/22	943.	943.
NEXTERA ENERGY INC	82.	82.
NIKE INC CL B COM	62.	62.
OCCIDENTAL PETE CORP COM	79.	79.
ORACLE CORP COM	101.	101.
OPPENHEIMER DEVELOPING MKT-Y #788	9,125.	9,125.
PIMCO FOREIGN BOND FUND-INST	2,782.	2,782.
PEPSICO INC COM	330.	330.
PFIZER INC COM W/RTS ATTACHED EXP 10/15/	209.	209.
PHILIP MORRIS INTERNATIONAL IN	600.	600.
PIMCO COMMODITY REAL RET STRAT-I#45	15,181.	15,181.
PRAXAIR INC COM	77.	77.
PRAXAIR INC 2.125% 6/14/13	1,381.	1,381.
PRECISION CASTPARTS CORP COM W/RIGHTS AT	15.	15.
PROCTER & GAMBLE CO COM	303.	303.
PRUDENTIAL FINANCIAL 3.000% 5/12/16	1,500.	1,500.
QUALCOMM INC COM W/RTS ATTACHED	253.	253.
RANGE RES CORP COM	34.	34.
RIDGEWORTH SEIX HY BD-I #5855	56,111.	56,111.
ROCKWELL INTL CORP NEW COM	144.	144.
ROWE T PRICE EQUITY INCOME FD SH BEN INT	11,852.	11,852.
ROWE T PRICE BLUE CHIP GROWTH FD INC	960.	960.
ROWE T PRICE SMALL CAP STOCK FD	2,042.	2,042.
ROWE T PRICE SHORT TERM BD FD INC	24,961.	24,961.
SPDR DJ WILSHIRE INTERNATIONAL REAL	62,448.	62,448.
SCHLUMBERGER LTD COM	227.	227.
CHARLES SCHWAB CORP 4.950% 6/01/14	3,396.	3,396.
SHERWIN WILLIAMS CO COM W/RTS ATTACHED E	41.	41.
SIGMA ALDRICH CORP COM	20.	20.
STARBUCKS CORP COM	174.	174.
TECK RESOURCES LIMIT 3.000% 3/01/19	305.	305.
TIME WARNER INC	53.	53.

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
TIME WARNER CABLE IN 5.850% 5/01/17	2,340.	2,340.
TYSON FOODS INC COM CL A	62.	62.
UNILEVER CAPITAL COR 3.650% 2/15/14	3,244.	3,244.
UNILEVER N V NEW YORK SHS NEW	64.	64.
UNION PAC CORP COM	247.	247.
U S TREASURY NOTE 4.000% 2/15/14	7,200.	7,200.
US TREASURY NOTE 3.500% 2/15/18	6,477.	6,477.
US TREASURY NOTE 2.625% 2/29/16	4,089.	4,089.
US TREASURY NOTE 1.375% 2/15/13	1,498.	1,498.
US TREASURY NOTE 3.625% 2/15/20	4,206.	4,206.
US TREASURY NOTE 1.250% 9/30/15	1,750.	1,750.
US TREASURY NOTE 2.625% 11/15/20	3,675.	3,675.
US TREASURY NOTE 3.625% 2/15/21	1,813.	1,813.
US TREASURY NOTE 3.125% 5/15/21	5,625.	5,625.
US TREASURY NOTE 2.125% 8/15/21	933.	933.
US TREASURY NOTE 2.000% 11/15/21	876.	876.
US TREASURY NOTE 2.000% 2/15/22	531.	531.
US TREASURY NOTE 1.750% 5/15/22	624.	624.
UNITED TECHNOLOGIES CORP COM	21.	21.
UNITED TECHNOLOGIES 4.500% 4/15/20	3,600.	3,600.
UNITEDHEALTH GRP INC COM	83.	83.
UNITEDHEALTH GROUP 6.000% 2/15/18	2,700.	2,700.
V F CORP COM W/RTS ATTACHED EXP 01/25/20	167.	167.
VANGARD MSCI EMERGING MARKETS EFT	25,628.	25,628.
VANGUARD REIT VIPER	46,625.	32,086.
VERIZON COMMUNICATIONS COM	607.	607.
VERIZON COMMUNICATIO 4.350% 2/15/13	5,177.	5,177.
VIACOM INC 3.500% 4/01/17	1,575.	1,575.
WAL MART STORES INC COM	30.	30.
WESTPAC BANKING CORP 4.875% 11/19/19	2,438.	2,438.
YUM! BRANDS INC COM	92.	92.
COVIDIEN PLC	157.	157.
TYCO INTERNATIONAL LTD NEW	41.	41.

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
ASML HOLDING NV0NY REG SHS ADR	121.	121.
FEDERATED TAX FREE OBLIGATIONS #15	355.	
BLACKROCK INSTL FUNDS T-FUND #60	35.	35.
TOTAL	714,609.	699,694.

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
12/11 EXCISE TAX REFUND	1,479.	
ENDOWMENT FUND TEI 20-2472055		18,798.
TOTALS	1,479.	18,798.

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
WELLS FARGO MANAGEMENT FEE	112,724.	112,724.
NEUBERGER BERMAN ADVISOR FEE	2,741.	2,741.
TOTALS	115,465.	115,465.

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN TAXES	59.	59.
FOREIGN TAXES ON QUALIFIED FOR	6,009.	6,009.
FOREIGN TAXES ON NONQUALIFIED	5,150.	5,150.
TOTALS	11,218.	11,218.

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
MISCELLANEOUS INVESTMENT FEES	2.	2.
TOTALS	2.	2.

FORM 990PF, PART II - U.S. AND STATE OBLIGATIONS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
3133XHZK1 FED HOME LN BK	190,391.	191,385.
3134A4UK8 FED HOME LN MTG CORP	159,726.	150,990.
3137EACA5 FED HOME LN MTG CORP	96,965.	104,033.
31398AKY7 FED NATL MTG ASSN	21,132.	20,077.
31398AU34 FED NATL MTG ASSN	185,900.	189,245.
912828CA6 U S TREASURY NOTE	195,272.	187,628.
912828HR4 US TREASURY NOTE	173,222.	187,881.
912828PC8 US TREASURY NOTE	130,480.	153,650.
912828PV6 US TNOTE 11/30/2012		
3128PGY1 FED HOME 06/01/22		
3128PR7H6 FHLMC POOL #J12696	76,707.	77,257.
31331XLG5 FED FARM CR BK	89,472.	93,702.
3133XLJP9 FED HOME LN BK	90,959.	86,850.
3134G2D66 FED HOME LN		
31398AX31 FED NATL MTG ASSN	90,560.	90,592.
912828KS8 US TREASURY NOTE	97,768.	101,658.
912828MN7 US TREASURY NOTES		
912828MP2 US TREASURY NOTE	82,863.	93,475.
912828NZ9 US TREASURY NOTE	135,997.	143,500.
912828PX2 US TREASURY NOTE	56,057.	58,692.
912828QN3 US TREASURY NOTE	187,375.	204,116.
912828RC6 US TREASURY NOTE	50,322.	52,563.
912828RR3 US TREASURY NOTE	50,352.	51,895.
3128PGRY1 FHLMC POOL #J05003	37,478.	38,262.
3128PVZM5 FHLMC POOL #J16148	173,961.	172,962.
3135G0KM4 FED NATL MTG ASSN	220,864.	220,799.
31410KJM7 FNMA POOL #889568	53,483.	52,708.
912828NP1 US TREASURY NOTE	72,559.	72,559.
912828SF8 US TREASURY NOTE	69,007.	72,390.

FORM 990PF, PART II - U.S. AND STATE OBLIGATIONS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
912828SV3 US TREASURY NOTE	75,232.	75,650.
912828TJ9 US TREASURY NOTE	113,437.	114,246.
TOTALS	2,977,541.	3,058,765.

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
023135106 AMAZON COM INC COM	21,235.	26,843.
099724106 BORG WARNER INC.	6,736.	6,876.
189754104 COACH INC		
580135101 MCDONALDS CORP		
64110L106 NETFLIX.COM INC		
655664100 NORDSTROM INC		
741503403 PRICELINE COM INC		
855244109 STARBUCKS CORP COM	14,733.	19,682.
87612E106 TARGET CORP		
918204108 V F CORP	3,548.	6,341.
191216100 COCA COLA CO	20,927.	22,403.
194162103 COLGATE PALMOLIVE CO		
582839106 MEAD JOHNSON NUTRITN		
742718109 PROCTER & GAMBLE CO	15,046.	15,479.
13342B105 CAMERON INTL CORP	3,760.	3,783.
247916208 DENBURY RESOURCES		
26875P101 EOG RESOURCES, INC	5,699.	5,919.
75281A109 RANGE RES CORP	14,366.	17,215.
845467109 SOUTHWESTERN ENERGY		
12572Q105 CME GROUP INCE		
46625H100 JPMORGAN CHASE & CO		
018490102 ALLERGAN INC	7,541.	7,338.
031162100 AMGEN INC		
151020104 CELGENE CORP		
302182100 EXPRESS SCRIPTS		
50540R409 LABORATORY CRP AMER		
91324P102 UNITEDHEALTH GROUP I	3,677.	5,587.
097023105 BOEING CO	7,640.	8,516.
149123101 CATERPILLAR INC		

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
231021106 CUMMINS INC		
235851102 DANAHER CORP	10,805.	11,236.
291011104 EMERSON ELECTRIC CO		
740189105 PRECISION CASTPARTS	15,054.	19,889.
774341101 ROCKWELL COLLINS		
913017109 UNITED TECHNOLOGIES		
88579Y101 3M CO		
00724F101 ADOBE SYS INC		
037833100 APPLE INC	29,315.	48,428.
17275R102 CISCO SYSTEMS INC		
177376100 CITRIX SYS INC		
219350105 CORNING INC		
268648102 E M C CORP MASS	12,986.	13,536.
315616102 F5 NETWORKS		
48203R104 JUNIPER NETWORKS INC		
64110D104 NETAPP INC		
68389X105 ORACLE CORP		
79466L302 SALESFORCE COM		
80004C101 SANDISK CORP COM	7,141.	6,482.
882508104 TEXAS INSTRUMENTS		
92826C839 VISA INC CLASS A		
01741R102 ALLEGHENY TECHNOLOGY		
35671D857 FREEPORT MCMORAN		
029912201 AMERICAN TOWER SYSTM		
136385101 CANADIAN NAT RES		
M22465104 CHECK POINT SOFTWARE		
G2554F105 COVIDIEN PLC		
22943F100 CTRIP.COM INTERNATL		
73755L107 POTASH CORP SASK		

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
806857107 SCHLUMBERGER LTD		
04314H204 ARTISAN INTERNATIONA	1,240,000.	1,370,213.
22544R305 CREDIT SUISSE COMM R	1,185,000.	1,023,929.
256206103 DODGE & COX INT'L ST	742,894.	724,818.
411511306 HARBOR INTERNATION F	1,364,000.	1,454,577.
411511504 HARBOR CAPITAL APRCT	1,193,747.	1,374,547.
464287200 ISHARES CORE S & P 5	1,555,714.	1,787,103.
466001864 IVY ASSET STRATEGY F	1,144,000.	1,198,886.
487300808 KEELEY SMALL CAP VAL	471,000.	548,763.
56063J302 MAINSTAY EP US EQUIT		
683974505 OPPENHEIMER DEVELOPI	1,080,000.	1,097,053.
722005667 PIMCO COMMODITY REAL	780,000.	573,016.
779547108 T ROWE PRICE EQUITY	971,000.	1,035,021.
78463X863 SPDR DJ WILSHIRE INT	1,011,121.	1,079,235.
87234N849 TCW SMALL CAP GROWTH		
900297763 TURNER MIDCAP GROWTH	475,223.	464,617.
922042858 VANGUARD MSCI EMERGI	1,094,606.	1,048,682.
922908553 VANGUARD REIT VIPER	1,251,603.	1,465,695.
961323409 WESTPORT SELECT CAP		
988498101 YUM BRANDS		
H89128104 TYCO INTERNATIONAL		
N07059186 ASML HOLDING		
002896207 ABERCROMBIE & FITCH		
307000109 FAMILY DLR STORES IN	12,999.	14,077.
500255104 KOHLS CORP		
517834107 LAS VEGAS SANDS		
85590A401 STARWOOD HOTELS		
887317303 TIME WARNER		
918204108 V F CORP		

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
518439104 ESTEE LAUDER COMPANY		
494368103 KIMBERLY CLARK CORP		
501044101 KROGER CO		
544147101 LORILLARD INC		
713448108 PEPSICO INC		
902494103 TYSON FOODS INC		
931142103 WALMART STORES		
637071101 NATIONAL OILWELL VAR		
025816109 AMERICAN EXPRESS CO		
200340107 COMERICA INC		
09062X103 BIOGEN IDEC INC	7,023.	9,075.
156782104 CERNER CORP COM	6,224.	7,363.
28176E108 EDWARDS LIFESCIENCES	7,278.	7,123.
302182100 EXPRESS SCRIPTS INC		
452327109 ILLUMINA INC	11,208.	12,452.
478160104 JOHNSON & JOHNSON	9,632.	9,393.
91324P102 UNITED HEALTH GROUP		
941848103 WATERS CORP		
773903109 ROCKWELL AUTOMATION		
858912108 STERICYCLE INC COM		
907818108 UNION PACIFIC CORP	10,962.	13,955.
38259P508 GOOGLE INC	19,148.	23,344.
458140100 INTEL CORP		
594918104 MICROSOFT CORP	26,041.	25,428.
747525103 QUALCOMM INC	17,112.	17,506.
92342Y109 VERIFON SYSTEMS		
61166W101 MONSANTO CO NEW	16,553.	21,864.
74005P104 PRAXAIR INC		
826552101 SIGMA ALDRICH CORP		

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
025537101 AMERICAN ELECTRIC PO		
00101J106 ADT CORP/THE	7,275.	7,671.
003021714 ABERDEEN EMERG MARKE	540,000.	574,319.
026874784 AMERICAN INTERNATION	15,121.	15,214.
03524A108 ANHEUSER-BUSCH INBEV	14,405.	14,772.
04314H600 ARTISAN MID CAP FUND	581,000.	584,071.
110122108 BRISTOL MYERS SQUIBB	15,305.	14,991.
228227104 CROWN CASTLE INTL CO	14,585.	18,834.
25470F104 DISCOVERY COMMUNICAT	7,225.	8,506.
30219G108 EXPRESS SCRIPTS HOLD	14,694.	14,202.
30303M102 FACEBOOK INC	5,393.	4,366.
31428X106 FEDEX CORPORATION	6,979.	7,062.
339128100 JP MORGAN MID CAP VA	836,744.	981,079.
367829884 GATEWAY FUND - Y #19	250,000.	251,112.
369604103 GENERAL ELECTRIC CO	11,047.	10,768.
375558103 GILEAD SCIENCES INC	6,987.	6,978.
459200101 INTERNATIONAL BUSINE	12,891.	12,451.
481165108 JOY GLOBAL INC	16,479.	13,011.
483438206 KALMAR GR W/VAL SM C	300,000.	297,612.
49456B101 KINDER MORGAN INC/DE	11,138.	10,776.
50076Q106 KRAFT FOODS GROUP IN	8,985.	9,321.
53578A108 LINKEDIN CORP	8,693.	9,415.
552983694 MFS VALUE FUND-CLASS	888,000.	890,272.
609207105 MONDELEZ INTERNATION	9,445.	9,367.
65339F101 NEXTERA ENERGY INC	9,562.	9,410.
67103H107 O'REILLY AUTOMOTIVE	10,840.	10,552.
717081103 PFIZER INC	10,934.	11,888.
718172109 PHILIP MORRIS INTERN	8,501.	8,866.
77954Q106 T ROWE PRICE BLUE CH	327,000.	324,632.

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
779572106 T ROWE PRICE SMALL C	593,000.	579,169.
806857108 SCHLUMBERGER LTD	11,668.	10,603.
824348106 SHERWIN WILLIAMS CO	7,498.	8,152.
88076W103 TERADATA CORP	7,621.	6,870.
904784709 UNILEVER N.V. - ADR	7,620.	7,813.
92343V104 VERIZON COMMUNICATIO	26,429.	27,520.
92532F100 VERTEX PHARMACEUTICA	16,594.	13,366.
N07059210 DEEMED REDEEMED ASML	12,087.	16,162.
TOTALS	20,536,042.	21,454,461.

FORM 990PF, PART II - CORPORATE BONDS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
4812C0803 JPMORGAN HIGH YIELD		
51855Q655 LAUDUS MONDRIAN INTL		
693390882 PIMCO FOREIGN BD FD		
76628T645 RIDGEWORTH SEIX HY B		
002824AW0 ABBOTT LABORATORIES		
0258M0DA4 AMERICAN EXPRESS CO	76,562.	78,629.
031162BF6 AMGEN INC	81,661.	83,172.
03523TAN8 ANHEUSER-BUSCH INBEV	43,412.	48,681.
00206RAJ1 AT&T INC	55,426.	59,565.
06051GDX4 BANK OF AMERICA NA	62,569.	69,806.
084670AV0 BERKSHIRE HATHAWAY	67,067.	68,431.
09247XAE1 BLACKROCK INC	52,677.	59,827.
11102AAB7 BRITISH TELECOM PLC	69,289.	65,090.
149123BV2 CATERPILLAR INC	81,081.	84,142.
808513AC9 CHARLES SCHWAB CORP		
166751AH0 CHEVRON CORP		
17275RAC6 CISCO SYSTEMS INC	115,141.	114,305.
172967EM9 CITIGROUP INC	49,550.	53,557.
20030NBA8 COMCAST CORP	47,087.	53,337.
126650BH2 CVS CAREMARK CORP	22,590.	23,911.
25156PAF0 DEUTSCHE TELEKOM	65,007.	61,534.
25459HAY1 DIRECTV HLDG/FIN INC	51,718.	52,971.
25470DAB5 DISCOVERY COMMUNICAT	56,953.	58,595.
260543CC5 DOW CHEMICAL CO/THE	60,755.	66,703.
26138EAM1 DR PEPPER SNAPPLE GR	44,950.	47,415.
29379VAS2 ENTERPRISE PRODUCTS	39,990.	42,266.
369550AK4 GENERAL DYNAMICS COR		
36962G3U6 GENERAL ELEC CAP COR	54,163.	59,377.
377372AC1 GLAXOSMITHKLINE CAPI	70,484.	66,091.

FORM 990PF, PART II - CORPORATE BONDS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
3814GFM1 GOLDMAN SACHS GROUP		
437076AP7 HOME DEPOT INC	50,410.	51,409.
46625HGY0 JP MORGAN CHASE & CO	114,969.	119,719.
501044CM1 KROGER CO/THE	47,213.	48,560.
585055AR7 MEDTRONIC INC	67,053.	68,300.
59156RAN8 METLIFE INC	70,519.	71,559.
61746SBR9 MORGAN STANLEY	90,731.	92,410.
10138MAH8 PEPSI BOTTLING GROUP	57,772.	53,764.
74005PAX2 PRAXAIR INC	66,612.	65,521.
74432QBR5 PRUDENTIAL FINANCIAL	50,278.	52,791.
88732JAH1 TIME WARNER CABLE IN	44,897.	47,253.
904764AJ6 UNILEVER CAPITAL COR	95,353.	93,056.
913017BR9 UNITED TECHNOLOGIES	85,393.	93,988.
91324PBJ0 UNITEDHEALTH GROUP	51,161.	54,774.
92343VAJ3 VERIZON COMMUNICATIO		
92553PAG7 VIACOM INC	44,613.	48,560.
961214BK8 WESTPAC BANKING CORP	52,866.	58,333.
001055AH5 AFLAC INC	76,219.	78,842.
055451AP3 BHP BILLITON FIN USA	70,203.	71,581.
06739FGF2 BARCLAYS BANK PLC	112,095.	112,089.
111021AG6 BRITISH TELECOM PLC	74,990.	77,102.
25179MAP8 DEVON ENERGY CORPORA	78,665.	78,277.
35671DAU9 FREEPORT-MCMORAN C	100,624.	99,178.
369550AV0 GENERAL DYNAMICS COR	85,085.	84,534.
38141GFM1 GOLDMAN SACHS GROUP	119,077.	123,351.
50075NBB9 KRAFT FOODS INC	82,550.	81,713.
637432MQ5 NATIONAL RURAL UTIL	70,615.	73,435.
713448CB2 PEPSICO INC	100,947.	100,376.
878744AA9 TECK RESOURCES LIMIT	19,941.	20,618.

FORM 990PF, PART II - CORPORATE BONDS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
89153VAB5 TOTAL CAPITAL INTL	103,428.	104,382.
92857WAY6 VODAFONE GROUP PLC	90,341.	89,728.
TOTALS	3,442,752.	3,532,608.

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	COST/ FMV C OR F	ENDING BOOK VALUE	ENDING FMV
261980494 DREYFUS EMG MKT DEBT	C	1,067,000.	1,125,660.
51855Q655 LAUDUS MONDRIAN INTL	C	1,032,500.	1,018,164.
76628T645 RIDGEWORTH SEIX HY B	C	855,000.	888,327.
77957P105 T ROWE PRICE SHORT T	C	1,496,000.	1,494,980.
38142Y401 GOLDMAN SACHS #1132	C		
411511504 HARBOR CAPITAL #2012	C		
464287200 ISHARES S&P 500 FD	C		
339128100 JPMORGAN MIDCAP #758	C		
487300808 KEELEY SML CAP #2251	C		
56063J302 MAINSTAY EPOCH #1204	C		
87234N849 TCW SMALL CAP #4724	C		
04314H204 ARTISAN INTL FD #661	C		
256206103 DODGE&COX INTL FD	C		
683974505 OPPENHEIMER FD #788	C		
922042858 VANGUARD EMERG MKTS	C		
22544R305 CREDIT SUISSE #2156	C		
722005667 PIMCO COMMOD FD #45	C		
78463X863 SPDR WILSHIRE RE FD	C		
922908553 VANGUARD REIT VIPER	C		
AMITE COUNTY MS T1N-R6E-S35	C		
GRA991003 GRAHAM ALT INV FUND	C	725,000.	562,543.
MI0236783 AMITE COUNTY, MS:	C	1.	1.
4812C0803 JPMORGAN HIGH YIELD	C	683,776.	680,320.
693390882 PIMCO FOREIGN BD FD	C	60,000.	61,018.
779547108 T ROWE PRICE EQITY	C		
900297763 TURNER MIDCAP GROWTH	C		
961323409 WESTPORT FUNDS SELEC	C		
411511306 HARBOR INTERNATIONAL	C		
ENDOWMENT TEI FUND	C		

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	COST/ FMV C OR F	ENDING BOOK VALUE	ENDING FMV
GRAHAM ALTERNATIVE INVEST	C		
466001864 IVY ASSET STRATEGY F	C		
07387BEB5 BEAR STEARNS COML	C		
43812BAH6 HONDA AUTO RECEIVABL	C		
N07059186 ASML HOLDING NVONY	C		
055434203 BG GROUP PLC - ADR	C		
G2554F113 COVIDIEN PLC	C		
806857108 SCHLUMBERGER LTD	C		
H89128104 TYCO INTERNATIONAL	C		
29299D464 ENDOWMENT TEI FUND L	C	725,000.	688,320.
TOTALS		6,644,277.	6,519,333.

FORM 990PF, PART II - OTHER ASSETS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
02005ACW6 ALLY MASTER OWNER TR	115,355.	115,409.
07387BEB5 BEAR STEARNS COML MT	126,019.	128,069.
34528QBP8 FORD CREDIT FLOORPLA	134,266.	133,483.
TOTALS	375,640.	376,961.

FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES

DESCRIPTION	AMOUNT
MUTUAL FUND TAX EFFECTIVE DATE BEFORE TYE	30,422.
ACCD INT POSTING PRIOR YR EFF CURRENT YR	1,242.
CAPITAL LOSS POSTING NEXT TAX YR EFF CURRENT TAX YEAR	1,498.
TOTAL	33,162.

FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES

DESCRIPTION	AMOUNT
MUTUAL FUND TAX EFFECTIVE DATE AFTER TYE	87,762.
ACCD INT POSTING CURRENT YR EFF NEXT YR	3,498.
ROC ADJUSTMENTS	11,410.
ROUNDING	1.
TOTAL	102,671.