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 , **and ending**

Name of foundation: HELEN C. COLE CHARITABLE TRUST

A Employer identification number: 34-7178399

Number and street (or P.O. box number if mail is not delivered to street address): 200 PUBLIC SQUARE #2800 — Room/suite

B Telephone number: 216.621.0150

City or town, state, and ZIP code: CLEVELAND, OH 44114-2316

C If exemption application is pending, check here ▶ ☐

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

D 1. Foreign organizations, check here ▶ ☐

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

H Check type of organization: ☐ Section 501(c)(3) exempt private foundation
[X] 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) ▶$ 24,809,993.

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).)

		(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			N/A	
	2 Check ▶ [X] if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments	121,702.	121,702.		STATEMENT 1
	4 Dividends and interest from securities	511,763.	510,346.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	482,959.			
	b Gross sales price for all assets on line 6a 17,672,938.				
	7 Capital gain net income (from Part IV, line 2)		482,959.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss)				
	11 Other income	-2,053.	-2,053.		STATEMENT 3
	12 **Total.** Add lines 1 through 11	1,114,371.	1,112,954.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees STMT 4	119,896.	119,896.		0.
	b Accounting fees				
	c Other professional fees STMT 5	151,623.	151,623.		0.
	17 Interest				
	18 Taxes STMT 6	11,233.	11,233.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses STMT 7	28,781.	28,581.		200.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	311,533.	311,333.		200.
	25 Contributions, gifts, grants paid	1,250,000.			1,250,000.
	26 **Total expenses and disbursements.** Add lines 24 and 25	1,561,533.	311,333.		1,250,200.
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-447,162.			
	b **Net investment income** (if negative, enter -0-)		801,621.		
	c **Adjusted net income** (if negative, enter -0-)			N/A	

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

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	899,156.	3,223,039.	3,223,039.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock STMT 10	22,991,063.	19,765,820.	21,189,403.
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment: basis ▶			
	Less: accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 11	0.	397,918.	397,551.
	14 Land, buildings, and equipment: basis ▶			
	Less: accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 **Total assets** (to be completed by all filers)	23,890,219.	23,386,777.	24,809,993.
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			
	22 Other liabilities (describe ▶)			
	23 **Total liabilities** (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ [X] and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	0.	0.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	23,890,219.	23,386,777.	
	30 **Total net assets or fund balances**	23,890,219.	23,386,777.	
	31 **Total liabilities and net assets/fund balances**	23,890,219.	23,386,777.	

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	23,890,219.
2	Enter amount from Part I, line 27a	2	-447,162.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 8	3	328,557.
4	Add lines 1, 2, and 3	4	23,771,614.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 9	5	384,837.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	23,386,777.

Part IV Capital Gains and Losses for Tax on Investment Income

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

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a				
b				
c				
d				
e	17,672,938.		16,976,263.	482,959.

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

	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a				
b				
c				
d				
e				482,959.

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	482,959.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8		3	N/A

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2011	1,250,600.	23,696,450.	.052776
2010	1,198,687.	23,324,636.	.051391
2009	1,246,908.	21,739,689.	.057356
2008	1,535,952.	26,005,319.	.059063
2007	1,434,372.	30,269,121.	.047387

2 Total of line 1, column (d)	2	.267973
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	.053595
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	23,676,290.
5 Multiply line 4 by line 3	5	1,268,931.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	8,016.
7 Add lines 5 and 6	7	1,276,947.
8 Enter qualifying distributions from Part XII, line 4	8	1,250,200.

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	16,032.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3	Add lines 1 and 2		3	16,032.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-		5	16,032.
6	Credits/Payments:			
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a 36,800.		
b	Exempt foreign organizations - tax withheld at source	6b		
c	Tax paid with application for extension of time to file (Form 8868)	6c		
d	Backup withholding erroneously withheld	6d		
7	Total credits and payments. Add lines 6a through 6d		7	36,800.
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	20,768.
11	Enter the amount of line 10 to be. **Credited to 2013 estimated tax** ▶	9,411. **Refunded** ▶	11	11,357.

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 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. ▶ $ 0. (2) On foundation managers. ▶ $ 0.			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ 0.			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	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? N/A	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV.*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ OH			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	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 ▶ MARK F. SWARY Telephone no. ▶216.621.0150

Located at ▶200 PUBLIC SQUARE SUITE 2800, CLEVELAND, OH ZIP+4 ▶44114-2316

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

and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 | 0.

			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 [X] No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes [X] No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes [X] No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes [X] 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 [X] 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 [X] 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)? N/A	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 [X] 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.) N/A	2b		
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ▶ ______, ______, ______, ______			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes [X] No			
b	If "Yes," did it have excess business holdings in 2012 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012.)* N/A	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?	4b		X

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

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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? ☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? N/A **5b**

Organizations relying on a current notice regarding disaster assistance check here ▶ ☐

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

If "Yes," attach the statement required by Regulations section 53.4945-5(d).

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** No: X

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

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? N/A **7b**

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

1 List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
MARK F. SWARY 200 PUBLIC SQUARE #2800 CLEVELAND, OH 44114	TRUSTEE 0.00	0.	0.	0.

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

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

Total number of other employees paid over $50,000 ▶ 0

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

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

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over $50,000 for professional services ▶		0

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

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 N/A	
2	
3	
4	

Part IX-B **Summary of Program-Related Investments**

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	
2	
All other program-related investments. See instructions. 3	
Total. Add lines 1 through 3 ▶	0.

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	24,036,843.
b	Average of monthly cash balances	1b	
c	Fair market value of all other assets	1c	
d	**Total** (add lines 1a, b, and c)	1d	24,036,843.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) — 1e: 0.		
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	24,036,843.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	360,553.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	23,676,290.
6	**Minimum investment return.** Enter 5% of line 5	6	1,183,815.

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	1,183,815.
2a	Tax on investment income for 2012 from Part VI, line 5 — 2a: 16,032.		
b	Income tax for 2012. (This does not include the tax from Part VI) — 2b:		
c	Add lines 2a and 2b	2c	16,032.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	1,167,783.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	1,167,783.
6	Deduction from distributable amount (see instructions)	6	0.
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	1,167,783.

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	1,250,200.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the.		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	1,250,200.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	1,250,200.

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				1,167,783.
2 Undistributed income, if any, as of the end of 2012:				
a Enter amount for 2011 only			835,838.	
b Total for prior years: ___ , ___ , ___		0.		
3 Excess distributions carryover, if any, to 2012:				
a From 2007				
b From 2008				
c From 2009				
d From 2010				
e From 2011				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2012 from Part XII, line 4: ▶ $ 1,250,200.				
a Applied to 2011, but not more than line 2a			835,838.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2012 distributable amount				414,362.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e. Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2011 Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013				753,421.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7	0.			
9 **Excess distributions carryover to 2013.** Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9				
a Excess from 2008				
b Excess from 2009				
c Excess from 2010				
d Excess from 2011				
e Excess from 2012				

223581
12-05-12

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

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

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

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

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

1 Information Regarding Foundation Managers:

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

NONE

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

NONE

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

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

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

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
THE CLEVELAND FOUNDATION 1422 EUCLID AVE. CLEVELAND, OH 44115	NONE	501(C)(3) PUBLIC CHARITY	GENERAL PURPOSES	625,000.
LAUREL SCHOOL ONE LYMAN CIRCLE SHAKER HTS, OH 44112	NONE	501(C)(3) PUBLIC CHARITY		57,500.
WELLESLEY COLLEGE 106 CENTRAL STREET WELLESLEY, MA 02481	NONE	501(C)(3) PUBLIC CHARITY	GENERAL PURPOSES	57,500.
SCRIPPS COLLEGE STEEL HALL, 3RD FLOOR, 1030 COLUMBIA AVE. CLAREMONT, CA 91711	NONE	501(C)(3) PUBLIC CHARITY	GENERAL PURPOSES	57,500.
CLEVELAND INSTITUTE OF ART 11141 EAST BLVD. CLEVELAND, OH 44106	NONE	501(C)(3) PUBLIC CHARITY	GENERAL PURPOSES	57,500.
Total SEE CONTINUATION SHEET(S)			▶ 3a	1,250,000.
b Approved for future payment NONE				
Total			▶ 3b	0.

Form **990-PF** (2012)

223611
12-05-12

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
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			14	121,702.	
4 Dividends and interest from securities			14	511,763.	
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			14	-2,053.	
8 Gain or (loss) from sales of assets other than inventory			18	482,959.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)		0.		1,114,371.	0.

13 Total. Add line 12, columns (b), (d), and (e) 13 1,114,371.

(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).
	N/A

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
		N/A	

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

b If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

Sign Here

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

Signature of officer or trustee — Date 11/6/2013 — Title Trustee

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
DOUGLAS C. CARLSON		11/6/13		P01029264

Firm's name ▶ HAHN LOESER & PARKS LLP — Firm's EIN ▶ 34-0410308

Firm's address ▶ 200 PUBLIC SQUARE SUITE 2800 CLEVELAND, OH 44114 — Phone no. 216-621-0150

Form **990-PF** (2012)

223622
12-05-12

HELEN C COLE CHARITABLE TR
MARK F SWARY TTEE
U/A DTD 11/18/1994

DECEMBER 1 - DECEMBER 31, 2012
ACCOUNT NUMBER: 4376-7251

Additional information

	THIS PERIOD	THIS YEAR
Gross proceeds	0.00	250,587.71

Portfolio detail

Other Assets

Managed Futures/Hedge Funds

These positions are not held in your account with First Clearing and are not protected by SIPC. First Clearing is not responsible for the information provided, including valuations. When unit valuations are not available, First Clearing may be provided with estimated valuations to assist investors in understanding their average returns. Positions are provided for informational purposes only as we have not confirmed with the issuer that you continue to own any of these assets. If you no longer hold an investment included below, please notify us so we can update your statement. The liquidity of these products is limited and there may be additional charges and restrictions when attempting to sell your position. Prices for certain funds may be provided on a delayed basis. Contact Your Financial Advisor for the most recent valuation available.

DESCRIPTION	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	ESTIMATED ANNUAL YIELD (%)
GAIF II CL 0 BLENDED STRATEGIES PORTFOLIO *Acquired 12/30/09 nc*	1,106.53970	135.55	150,000.00	114.0700	126,222.98	-23,777.02	N/A	N/A
Total Managed Futures/Hedge Funds			**$150,000.00**		**$126,222.98**	**-$23,777.02**		

nc Cost information for this tax lot is not covered by IRS reporting requirements. Unless indicated, cost for all other lots will be reported to the IRS.

Total Other Assets	**$126,222.98**

Activity detail

DATE	ACCOUNT TYPE	TRANSACTION	QUANTITY	DESCRIPTION	PRICE	AMOUNT	CASH AND SWEEP BALANCES
12/01				BEGINNING BALANCE			3,268.24
12/04	Cash	ASSET TRF		TRANSFER CASH BALANCE		-3,268.24	0.00

PARADIGM MASTER FUND LIQUIDATING TRUST

Statement of Activity
Quarter Ending December 31, 2012 (Unaudited)

Investor Statement

Attn: Mark Swary
Helen Cole Charitable Trust Hahn, Loeser & Parks
200 Public Square, Suite 2800
Cleveland, OH, 44114

mfswary@hahnlaw.com
eweishar@hahnlaw.com

Transaction Description	Quarter to Date	Year to Date
Beginning Balance	$ 395,932.85	$ 384,030.63
Capital Contributions	0.00	0.00
Capital Withdrawals	0.00	0.00
Change in Value	1,618.56	13,520.79
Ending Balance	$ 397,551.42	$ 397,551.42

For additional information regarding your investment, please contact Kinetic Partners US LLP at (646) 867-7872.

Account summary
November 1, 2012 - December 31, 2012

Investment Manager For Mark F. Swary
Trustee Under Trust Agreement Of
Helen C. Cole Dated November 18,
1994 U/A Dated November 20, 2012-
Charitable Trust-Mid Cap-Sub Account
Account number 10260222100

Account activity

Market value

Market value as of November 1, 2012:	$ 0.00
Additions	1,335,823 50
Withdrawals	-111,670.69
Change in investment value (Net of fees, includes income)	24,862.65
Market value as of December 31, 2012:	$ 1,249,015.46
Accrued income as of December 31, 2012:	1,230.30
Total market value plus accrued income	$ 1,250,245.76

Cash and money market activity

Cash/money market balance as of November 1, 2012:			$ 0.00
Income	1,447 11		
Receipts	28,914.18	Disbursements	0 00
Sales/Maturities	0 00	Purchases	0.00
Cash/money market balance as of December 31, 2012:			$ 30,361.29

Income summary

Income summary	This period	Year to date
Interest tax exempt	$ 0.00	$ 0 00
Interest taxable	0 00	0 00
Dividends	1,447 11	1,447.11
Other asset income	0 00	0.00
Total income	$ 1,447 11	$ 1,447 11

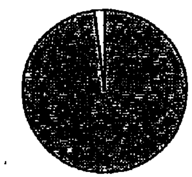
	Short term	Long term
Year to date realized net gain/loss	$0 00	$0 00

(For annual tax preparation please refer to your annual tax letter)

Account profile

Investment objective
Maximum growth

Asset allocation



2% Cash and cash equivalents
98% Equities

Asset summary

	Market value
Cash and cash equivalents (Includes income cash of $ 1,447.11)	$ 30,361.29
Fixed income	0.00
Equities	1,218,654.17
Alternatives investments	0.00
Other assets	0 00
Liabilities	0.00
Total assets	$ 1,249,015 46

Estimated annual income $ 18,828.10

Asset detail

Cash and cash equivalents

	Description	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Current yield	Pct of holdings
30,360.33	BNY Mellon Natl Muni Money Mkt FD M (Principal Holding)	$ 30,360 33	$ 30,360.33		$ 0 00	0.0%	2.4%
	Principal Cash	-1,446 15					
	Income Cash	1,447.11					
Total cash and cash equivalents		$ 30,361 29	$ 30,360.33	$ 0.00	$ 0.00		2.4%

Equities

U S. large cap

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Current yield	Pct of holdings
171	Eaton Corp PLC (ETN)	$ 54.1800	$ 9,264.78	$ 8,875.85	$ 388 93	$ 259 92	2 8%	0.7%
133	Nxp Semiconductors N V (NXPI)	26 3201	3,500 57	3,431.41	69.16	0 00	0 0	0.3
930	Agilent Technologies Inc (A)	40 9400	38,074 20	32,528.64	5,545.56	372.00	1.0	3.1
119	Allstate Corp (ALL)	40.1700	4,780.23	3,680.11	1,100.12	104 72	2 2	0.4
149	Ametek Inc New (AME)	37.5700	5,597.93	5,306.49	291 44	35 76	0.6	0.5
85	Borg-Warner Automotive Inc (BWA)	71 6200	6,087 70	5,406.43	681 27	0.00	0.0	0.5
2,843	Brocade Communications Systems Inc (BRCD)	5 3300	15,153.19	13,774.62	1,378 57	0 00	0.0	1.2
12	CF Industries Holdings Inc (CF)	203.1600	2,437 92	2,361.40	76.52	19 20	0.8	0.2
70	Cerner Corp (CERN)	77.5100	5,425 70	5,380.90	44.80	0 00	0 0	0.4
188	Comerica Inc (CMA)	30 3400	5,703 92	5,690 82	13 10	112 80	2.0	0.5
81	Davita Inc (DVA)	110.5300	8,952 93	9,094.19	-141.26	0.00	0.0	0.7
136	Digital Realty Trust Inc (DLR)	67.8900	9,233.04	8,848.51	384.53	397.12	4.3	0.7
142	Discovery Communications Inc (DISCA)	63 4800	9,014 16	6,446.14	2,568.02	0 00	0.0	0.7
236	Discover Financial Services (DFS)	38 5500	9,097.80	4,108 75	4,989.05	132 16	1.5	0 7
94	Ecolab Inc (ECL)	71 9000	6,758 60	6,489.38	269.22	86.48	1 3	0 5
63	Expedia,Inc (EXPE)	61 4400	3,870 72	3,688 41	182.31	32.76	0.9	0.3

Equities

U S large cap
continued

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Current yield	Pct of holdings
81	Expeditors Intl Wash Inc (EXPD)	39 5500	3,203.55	2,974.04	229.51	45.36	1.4	0.3
108	Family Dlr Stores Inc (FDO)	63 4100	6,848.28	7,153.90	-305 62	90.72	1 3	0.6
217	Fidelity National Information (FIS) Services, Inc.	34 8100	7,553.77	7,125.82	427 95	173 60	2.3	0.6
737	Fifth Third Bancorp (FITB)	15 2000	11,202.40	~~unknown~~ 10,542.18	unknown	294.80	2.6	0.9
77	Fiserv Inc (FISV)	79 0300	6,085 31	5,782 70	302 61	0.00	0.0	0 5
10	Intuitive Surgical Inc (ISRG)	490 3700	4,903.70	5,370.00	-466 30	0 00	0 0	0.4
314	KBR Inc (KBR)	29.9200	9,394 88	10,209 61	-814.73	100 48	1.1	0.8
101	Kansas City Southern (KSU)	83 4800	8,431.48	8,160.40	271 08	78 78	0 9	0.7
623	Keycorp New (KEY)	8.4200	5,245.66	~~unknown~~ 5,145.87	unknown	124.60	2 4	0.4
84	Liberty Media Corporation-Liberty (LMCA) Capital	116 0100	9,744 84	9,358 61	386.23	0 00	0.0	0 8
152	Limited Brands Inc (LTD)	47 0600	7,153.12	7,201.46	-48.34	152.00	2 1	0 6
856	Lincoln Natl Corp Ind (LNC)	25 9000	22,170 40	21,298 25	872 15	410.88	1 9	1.8
129	Macy's Inc (M)	39 0200	5,033.58	~~unknown~~ 4,492.30	unknown	103 20	2 1	0 4
170	Microchip Technology Inc (MCHP)	32.5900	5,540.30	5,407.11	133.19	239.36	4.3	0.4
106	Molson Coors Brewing Co (TAP) Cl B	42 7900	4,535.74	4,649.11	-113 37	135.68	3.0	0.4
119	Monster Beverage Corporation (MNST)	52 8400	6,287.96	5,356.86	931.10	0 00	0 0	0 5
267	Newell Rubbermaid Inc (NWL)	22.2700	5,946 09	5,313 00	633.09	160.20	2 7	0 5
132	Northern TR Corp (NTRS)	50 1600	6,621.12	6,214.72	406.40	158.40	2.4	0.5
185	Nucor Corp (NUE)	43 1600	7,984 60	7,207 14	777.46	271.95	3.4	0.6
35	P P G Industries Inc (PPG)	135 3500	4,737 25	3,725 12	1,012.13	82 60	1.7	0 4
32	Precision Castparts Corp (PCP)	189 4200	6,061 44	5,443 01	618.43	3 84	0.1	0.5
138	Red Hat Inc (RHT)	52.9600	7,308 48	6,907 55	400.93	0.00	0.0	0 6
489	Riverbed Technology Inc (RVBD)	19.7200	9,643 08	10,607.21	-964.13	0.00	0.0	0.8
120	Ross Stores Inc (ROST)	54.0900	6,490 80	3,258 95	3,231.85	67.20	1.0	0 5

Equities

U.S. large cap
continued

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Current yield	Pct of holdings
103	Smucker J M Co (SJM)	56 2400	8,882 72	8,822 69	60.03	214.24	2.4	0.7
103	Stanley Black & Decker Inc (SWK)	73 9700	7,618 91	7,109 47	509 44	201.88	2.7	0.6
225	Suntrust Banks Inc (STI)	28.3500	6,378.75	~~unknown~~ 6,108.15	unknown	45 00	0.7	0.5
162	Terex Corp New (TEX)	28.1100	4,553.82	3,585.71	968.11	0.00	0.0	0.4
639	Xerox Corp (XRX)	6.8200	4,357 98	4,137 53	220.45	108 63	2.5	0.4
Total U S. large cap			$ 352,873.40	~~$ 304,691.80*~~ 331,481.92	$ 48,181.60*	$ 4,816.32		28.3%

U.S. mid cap

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Current yield	Pct of holdings
72	Jazz Pharmaceuticals PLC (JAZZ)	$ 53.2501	$ 3,834 01	$ 3,839 78	$ -5.77	$ 0.00	0.0%	0.3%
102	Check Point Software Technology Ord (CHKP)	47.6400	4,859.28	4,518.60	340.68	0.00	0.0	0.4
130	Agco Corp (AGCO)	49.1200	6,385.60	6,090 46	295.14	0.00	0.0	0 5
90	Affiliated Managers Group Inc (AMG)	130 1500	11,713.50	11,334 60	378.90	0 00	0 0	0 9
107	Airgas Inc (ARG)	91.2900	9,768.03	9,260.21	507.82	171.20	1.8	0.8
585	American Capital Ltd (ACAS)	12 0205	7,031 99	6,930.96	101.03	0 00	0.0	0.6
397	American Finl Group Inc Ohio (AFG)	39 5200	15,689.44	13,068.04	2,621 40	309.66	2 0	1.3
101	American Water Works Co Inc (AWK)	37 1300	3,750.13	2,517.74	1,232.39	101 00	2.7	0.3
264	Ascena Retail Group Inc (ASNA)	18.4700	4,876 08	4,952.81	-76 73	0 00	0.0	0 4
85	Ashland Inc (ASH)	80.4100	6,834.85	5,360.90	1,473.95	76.50	1.1	0 6
116	Atwood Oceanics Inc (ATW)	45 7900	5,311 64	5,507.45	-195.81	0.00	0 0	0.4
75	Bemis Inc (BMS)	33.4600	2,509 50	2,504.57	4 93	75.00	3.0	0.2
130	Biomarin Pharmaceutical Inc (BMRN)	49 2000	6,396 00	5,001.10	1,394.90	0.00	0.0	0 5
830	C&j Energy Services,Inc. (CJES)	21.4400	17,795 20	14,644.35	3,150.85	0.00	0.0	1.4
223	Cleco Corp New (CNL)	40 0100	8,922.23	~~unknown~~ 8,900.05	unknown	301 05	3.4	0.7
420	C M S Energy Corp (CMS)	24.3800	10,239 60	7,955 71	2,283.89	403.20	3.9	0 8
882	Cadence Design Sys Inc (CDNS)	13 5100	11,915 82	9,438.87	2,476 95	0.00	0 0	1.0
157	Charles Riv Laboratories Intl Inc (CRL)	37 4700	5,882 79	~~unknown~~ 5,233.77	unknown	0 00	0 0	0.5

U S. mid cap
continued

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Current yield	Pct of holdings
154	Church & Dwight Inc (CHD)	53.5700	8,249.78	7,730.78	519.00	147.84	1.8	0.7
317	Cinemark Holdings Inc (CNK)	25 9800	8,235 66	7,747.45	488.21	266.28	3.2	0 7
280	Coinstar Inc (CSTR)	52 0100	14,562.80	15,408.09	-845 29	0 00	0.0	1 2
78	Cooper Cos Inc (COO)	92.4800	7,213.44	6,091 02	1,122.42	4.68	0.1	0 6
98	Corelogic Inc (CLGX)	26.9200	2,638.16	2,374.26	263.90	0.00	0.0	0 2
221	Crown Hldgs Inc (CCK)	36.8100	8,135 01	8,490.55	-355.54	0 00	0.0	0 7
41	Cytec Inds Inc (CYT)	68 8300	2,822.03	2,465.41	356.62	20.50	0.7	0.2
292	Denbury Res Inc New (DNR)	16 2000	4,730.40	4,480 87	249 53	0.00	0.0	0.4
660	Deluxe Corp (DLX)	32.2400	21,278 40	14,864.70	6,413.70	660.00	3 1	1.7
173	Dentsply International Inc (XRAY)	39.6100	6,852 53	6,490.61	361.92	38.06	0.6	0.6
366	Diebold Inc (DBD)	30.6100	11,203.26	14,443.75	-3,240 49	417.24	3.7	0 9
338	Energen Corp (EGN)	45 0900	15,240 42	17,716.67	-2,476.25	189 28	1.2	1.2
559	Enersys (ENS) Com	37 6300	21,035.17	14,263.67	6,771.50	0.00	0 0	1 7
188	Ezcorp Inc (EZPW)	19 8900	3,739 32	3,684.80	54 52	0.00	0 0	0 3
95	Fei Co (FEIC)	55.4704	5,269 69	4,549.96	719 73	30.40	0.6	0.4
211	Fidelity National Financial Inc (FNF)	23 5500	4,969 05	4,881 45	87.60	135.04	2 7	0.4
450	First Niagara Finl Group Inc (FNFG)	7 9300	3,568 50	3,721 50	-153 00	144 00	4.0	0 3
369	Foot Locker Inc (FL)	32.1200	11,852 28	8,257.19	3,595.09	265.68	2 2	1.0
284	Fortune Brands Home & Security Inc (FBHS)	29.2200	8,298 48	7,942 91	355.57	0 00	0.0	0.7
54	Fossil Inc (FOSL)	93.1000	5,027.40	4,763.45	263.95	0.00	0 0	0 4
261	G N C Holdings Inc (GNC)	33 2800	8,686.08	9,168.93 ~~unknown~~	unknown	114 84	1.3	0 7
89	Green Mountain Coffee Roaste (GMCR)	41 3400	3,679 26	2,161 14	1,518.12	0 00	0 0	0 3
90	H C C Insurance Holdings Inc (HCC)	37 2100	3,348.90	2,973.05	375 85	59 40	1.8	0 3
79	Hain Celestial Group Inc (HAIN)	54.2200	4,283.38	4,761.33 ~~unknown~~	unknown	0 00	0.0	0.3
256	Healthsouth Corporation (HLS)	21 1100	5,404.16	5,641.61	-237.45	0.00	0 0	0 4
745	Health Mgmt Assoc Inc New Cl A (HMA)	9.3200	6,943.40	5,377.52	1,565 88	0.00	0 0	0 6
321	Hertz Global Holdings Inc (HTZ)	16.2700	5,222.67	3,957.51	1,265.16	0 00	0.0	0.4

U.S. mid cap
continued

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Current yield	Pct of holdings
229	Hollyfrontier Corporation (HFC)	46.5500	10,659 95	7,685.12	2,974.83	183.20	1 7	0.9
66	Ihs Inc-Class A (IHS)	96 0000	6,336.00	5,630.59	705.41	0 00	0.0	0 5
1,391	Iron Mtn Inc PA (IRM)	31.0500	43,190 55	33,320.74	9,869.81	1,502.28	3.5	3 5
95	ITC Holdings Corp (ITC)	76 9100	7,306.45	7,542 04	-235 59	143 45	2.0	0.6
94	Kirby Corp (KEX)	61 8900	5,817.66	5,511.22	306 44	0.00	0.0	0 5
460	Lkq Corp (LKQ)	21 1000	9,706.00	9,522.46	183.54	0.00	0.0	0.8
101	M D C Holdings Inc (MDC)	36 7600	3,712 76	~~unknown~~ 3,556.24	unknown	101 00	2 7	0 3
35	Marathon Petroleum Corp (MPC)	63.0000	2,205 00	1,447.46	757.54	49.00	2.2	0 2
164	Marriott International Inc (MAR)	37 2700	6,112.28	5,987.64	124.64	85 28	1.4	0.5
368	Mentor Graphics Corp (MENT)	17.0200	6,263 36	5,659.10	604 26	0.00	0 0	0 5
35	Mettler-Toledo Intl Inc (MTD)	193.3000	6,765.50	5,804 89	960.61	0 00	0.0	0.5
141	Micros Sys Inc (MCRS)	42 4400	5,984 04	6,502.92	-518 88	0.00	0.0	0.5
901	Nisource Inc (NI)	24 8900	22,425.89	~~unknown~~ 21,785.03	unknown	864.96	3.9	1 8
276	Northern Oil And Gas Inc (NOG)	16.8200	4,642 32	4,253.33	388.99	0 00	0.0	0.4
146	Northwestern Corp (NWE)	34.7300	5,070.58	5,173 95	-103 37	216.08	4 3	0.4
57	Nu Skin Enterprises Inc Class A (NUS)	37.0500	2,111 85	2,450.50	-338.65	45 60	2.2	0.2
121	Oceaneering Intl Inc (OII)	53 7900	6,508 59	6,239.46	269 13	87 12	1 3	0 5
680	Ocwen Financial Corporation (OCN)	34 5900	23,521 20	9,206.45	14,314.75	0.00	0.0	1 9
85	Oil Sts Intl Inc (OIS)	71.5400	6,080 90	6,113.37	-32.47	0 00	0.0	0 5
275	Peabody Energy Corporation (BTU)	26.6100	7,317.75	~~unknown~~ 6,405.25	unknown	93.50	1.3	0.6
185	Perkinelmer Inc (PKI)	31 7400	5,871.90	4,998.65	873 25	51 80	0 9	0.5
352	Pier 1 Imports Inc (PIR)	20.0000	7,040.00	~~unknown~~ 6,154.88	unknown	70.40	1 0	0.6
284	Plains Exploration & PR-W/I (PXP)	46.9400	13,330 96	11,014.84	2,316.12	0.00	0.0	1.1
720	Qlogic Corp (QLGC)	9.7300	7,005.60	12,507.71	-5,502.11	0 00	0.0	0 6
202	Raymond James Finl Inc (RJF)	38.5300	7,783.06	~~unknown~~ 7,685.50	unknown	113.12	1.5	0.6
1,792	Regions Finl Corp New (RF)	7.1300	12,776 96	~~unknown~~ 11,112.63	unknown	71.68	0.6	1.0
125	Reinsurance Group Of America (RGA) Incorporated	53 5200	6,690 00	6,601.55	88 45	120 00	1.8	0.5

U.S. mid cap
continued

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Current yield	Pct of holdings
224	Ryder System Inc (R)	49 9300	11,184.32	11,290 74	-106.42	277.76	2.5	0.9
252	Slm Corp (SLM)	17.1300	4,316 76	3,920.05	396 71	126 00	2.9	0 4
272	Sally Beauty Company Inc (SBH)	23 5700	6,411 04	6,411 01	0 03	0 00	0 0	0.5
412	Schweitzer-Mauduit Intl Inc (SWM)	39 0300	16,080 36	13,960 91	2,119 45	185.40	1 2	1.3
1,499	Select Medical Holdings Corp (SEM)	9.4300	14,135 57	13,764 12	371 45	0.00	0 0	1.1
84	Signature Bank (SBNY)	71.3400	5,992 56	6,008.52	-15.96	0.00	0.0	0.5
135	Sirona Dental Systems Inc (SIRO)	64 4600	8,702.10	~~unknown~~ 8,452.35	unknown	0 00	0.0	0.7
23	Snap On Inc (SNA)	78.9900	1,816.77	1,441.99	374 78	34 96	1.9	0 2
145	Solera Holdings Inc (SLH)	53 4700	7,753.15	6,790 21	962.94	72.50	0 9	0.6
367	Spectrum Brands Holdings Inc (SPB)	44.9300	16,489 31	14,989.27	1,500.04	0.00	0 0	1.3
73	Stericycle Inc (SRCL)	93.2800	6,809 44	6,891.05	-81.61	0.00	0.0	0.6
133	Thor Industries Inc (THO)	37.4300	4,978 19	~~unknown~~ 5,031.98	unknown	287.28	5 8	0.4
79	Toll Bros Inc (TOL)	32 3300	2,554 07	2,708 04	-153.97	0.00	0 0	0 2
74	Treehouse Foods Inc (THS)	52 1300	3,857.62	4,056.72	-199 10	0 00	0.0	0.3
129	Triumph Group Inc New (TGI)	65.3000	8,423.70	6,696.96	1,726.74	20.64	0.2	0.7
129	Tupperware Brands Corp (TUP)	64.1000	8,268 90	7,480 58	788 32	185.76	2 3	0 7
133	Tyson Foods Inc Class A (TSN)	19 4000	2,580 20	2,542 49	37 71	26.60	1.0	0 2
242	United Rentals Inc (URI)	45 5200	11,015 84	9,428.17	1,587.67	0 00	0.0	0 9
269	Valueclick Inc (VCLK)	19.4100	5,221 29	4,975.55	245 74	0.00	0.0	0.4
93	Wabco Holdings Inc-W/I (WBC)	65 1900	6,062 67	5,437 90	624 77	0 00	0.0	0.5
Total U.S mid cap			$ 761,096 29	$ ~~595,644.06~~* 696,075.22	$ 165,452.23*	$ 8,946.22		61.0%

U.S. small cap

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Current yield	Pct of holdings
2,108	Pdl Biopharma Inc (PDLI)	$ 7 0400	$ 14,840.32	$ 13,644 66	$ 1,195.66	$ 1,264 80	8 5%	1 2%
Total U.S small cap			$ 14,840.32	$ 13,644 66	$ 1,195 66	$ 1,264 80		1 2%

[redacted]

Developed international

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Current yield	Pct of holdings
78	Renaissance Re Hldgs Ltd ADR (RNR)	$ 61 2600	$ 6,338 28	$ 6,259 50	$ 78 78	$ 84 24	1.3%	0.5%
326	Validus Holdings Limited (VR)	34 5800	11,273.08	10,396.26	876 82	326.00	2 9	0.9
Total developed international			$ 17,611.36	$ 16,655.76	$ 955.60	$ 410.24		1.4%

Equity reits

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Current yield	Pct of holdings
448	Biomed Realty Trust Inc (BMR)	$ 19 3300	$ 8,659 84	$ 8,029 83	$ 630.01	$ 421 12	4.9%	0.7%
791	Brandywine Realty Trust Reit (BDN)	12.1900	9,642 29	7,408.75	2,233.54	474.60	4.9	0.8
287	C B L & Associates Properties Inc (CBL)	21 2100	6,087 27	4,728.08	1,359.19	252.56	4 2	0.5
111	Dupont Fabros Technology Inc (DFT)	24.1600	2,681 76	2,915.56	-233 80	88.80	3.3	0 2
33	Essex Property Trust Inc Reit (ESS)	146 6500	4,839.45	4,790 20	49 25	145 20	3.0	0.4
34	Home Properties Inc (HME)	61 3100	2,084.54	1,948 11	136 43	89 76	4 3	0 2
225	Kilroy Realty Corp Reit (KRC)	47 3700	10,658 25	10,167.90	490.35	315.00	3.0	0.9
152	Macerich Company (The) (MAC)	58 3000	8,861.60	8,656.95	204.65	352 64	4 0	0.7
674	Omega Healthcare Investors Inc (OHI)	23 8500	16,074.90	14,370 08	1,704.82	1,186 24	7 4	1 3
95	Weyerhaeuser Company (WY)	27.8200	2,642.90	2,134.91	507.99	64.60	2 4	0.2
Total equity reits			$ 72,232 80	$ 65,150 37	$ 7,082.43	$ 3,390.52		5.8%
Total equities			$ 1,218,654 17	~~$ 995,786.65*~~ 1,123,016.93	$ 222,867.52*	$ 18,828.10		97.6%
Total assets			$ 1,249,015.46	~~$ 1,026,146.98*~~	$ 222,867.52*	$ 18,828 10		100 0%

(*tax cost for one or more lots is unknown)

1,153,377.26

Account summary
November 1, 2012 - December 31, 2012

Investment Manager For Mark F. Swary
Trustee Under Trust Agreement Of
Helen C. Cole Dated November 18,
1994 Under Agreement Dated November
20, 2012-Char Trust-Call-Sub Account
Account number 10260222230

Account activity

Market value

Market value as of November 1, 2012:	$ 0.00
Additions	2,033,990 20
Withdrawals	0 00
Change in investment value (Net of fees, includes income)	-18,235.09
Market value as of December 31, 2012:	$ 2,015,755 11
Accrued income as of December 31, 2012:	89.63
Total market value plus accrued income	$ 2,015,844 74

Cash and money market activity

Cash/money market balance as of November 1, 2012:			$ 0.00
Income	0 00		
Receipts	0 00	Disbursements	0.00
Sales/Maturities	0 00	Purchases	0.00
Cash/money market balance as of December 31, 2012:			$ 0 00

Income summary

	This period	Year to date
Interest tax exempt	$ 0.00	$ 0 00
Interest taxable	0.00	0 00
Dividends	0 00	0.00
Other asset income	0.00	0.00
Total income	$ 0 00	$ 0.00

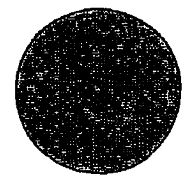
	Short term	Long term
Year to date realized net gain/loss	$0.00	$0 00

(For annual tax preparation please refer to your annual tax letter)

Account profile

Investment objective
Growth

Asset allocation



100% - Equities

Asset summary

	Market value
Cash and cash equivalents (Includes income cash of $ 0.00)	$ 0.00
Fixed income	0.00
Equities	2,015,755.11
Alternatives investments	0.00
Other assets	0.00
Liabilities	0.00
Total assets	$ 2,015,755.11

Estimated annual income	$ 25,214.05

Asset detail

Equities

U S large cap

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Current yield	Pct of holdings
353	Invesco Limited (IVZ)	$ 26 0900	$ 9,209 77	$ 8,547.90	$ 661.87	$ 243 57	2.6%	0.5%
426	Apple Inc (AAPL)	532 1730	226,705.70	149,244.77	77,460.93	4,515.60	2.0	11.3
1,034	Bed Bath & Beyond Inc (BBBY)	55.9100	57,810.94	49,984.61	7,826.33	0.00	0.0	2.9
896	Berkshire Hathaway Inc Del Cl B (BRK.B)	89.7000	80,371.20	73,505.89	6,865.31	0.00	0.0	4.0
1,521	Broadcom Corp Cl A (BRCM)	33.2100	50,512 41	49,529.65	982.76	608 40	1 2	2.5
865	The Walt Disney Company (DIS)	49 7900	43,068.35	34,730.82	8,337 53	648 75	1.5	2.1
1,573	Dollar General Corp (DG)	44.0900	69,353.57	68,769.29	584.28	0.00	0.0	3 4
741	Express Scripts Holdings, Inc. (ESRX)	54 0000	40,014 00	36,921 00	3,093.00	0.00	0 0	2.0
717	Gap Inc (GPS)	31 0400	22,255 68	13,395 24	8,860.44	358 50	1.6	1.1
1,651	Gilead Sciences Inc (GILD)	73 4500	121,265.95	72,638.83	48,627.12	0 00	0.0	6.0
865	Halliburton Co (HAL)	34 6900	30,006 85	29,552 83	454.02	311 40	1.0	1 5
514	Liberty Media Corporation-Liberty (LMCA) Capital	116.0100	59,629.14	54,764.27	4,864.87	0.00	0.0	3.0
518	Lululemon Athletica Inc (LULU)	76.2300	39,487 14	27,232 02	12,255 12	0 00	0.0	2 0
953	Metlife Inc (MET)	32.9400	31,391.82	29,179.76	2,212 06	705 22	2.3	1.6
485	Pioneer Natural Resources Company (PXD)	106.5900	51,696.15	47,931.98	3,764 17	38 80	0 1	2 6
242	Salesforce Com Inc (CRM)	168 1000	40,680.20	38,259.98	2,420 22	0.00	0.0	2 0
120	Valero Energy Corp New (VLO)	34 1200	4,094.40	3,494.35	600.05	84.00	2.1	0.2
591	Visa Inc-Class A Shrs (V)	151 5800	89,583.78	57,740 67	31,843.11	780.12	0.9	4 4
3,876	Wells Fargo & Company (WFC)	34 1800	132,481.68	104,689.80	27,791 88	3,410.88	2 6	6 6
12,462	ISHARES Russell 1000 Growth (IWF)	65 4900	816,136 38	747,715 01	68,421.37	13,508.81	1.7	40 5
Total U S. large cap			$ 2,015,755.11	$ 1,697,828.67	$ 317,926 44	$ 25,214 05		100 0%
Total equities			$ 2,015,755.11	$ 1,697,828 67	$ 317,926.44	$ 25,214 05		100 0%
Total assets			$ 2,015,755.11	$ 1,697,828 67	$ 317,926.44	$ 25,214 05		100.0%

Portfolio manager Ron Ulle
216 593 2019

Activity summary

Description	Principal cash	Income cash
Beginning balances	$ 0 00	$ 0 00
Ending balances	$ 0 00	$ 0.00

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Account summary
November 1, 2012 - December 31, 2012

Investment Manager For Mark F. Swary
Trustee Under Trust Agreement Of
Helen C. Cole Dated 11/18/1994 U/A
Dated 11/20/2012-Charitable Trust-
International-Sub Account
Account number 10260222110

Account activity

Market value

Market value as of November 1, 2012:	$ 0 00
Additions	817,458 41
Withdrawals	-212,958.60
Change in investment value (Net of fees, includes income)	-5,615.78
Market value as of December 31, 2012:	$ 598,884.03
Accrued income as of December 31, 2012:	0.00
Total market value plus accrued income	$ 598,884.03

Cash and money market activity

Cash/money market balance as of November 1, 2012:			$ 0.00
Income	0.00		
Receipts	0 00	Disbursements	0 00
Sales/Maturities	0.00	Purchases	0.00
Cash/money market balance as of December 31, 2012:			$ 0 00

Income summary

Income summary	This period	Year to date
Interest tax exempt	$ 0 00	$ 0.00
Interest taxable	0.00	0 00
Dividends	0.00	0.00
Other asset income	0.00	0.00
Total income	$ 0 00	$ 0 00

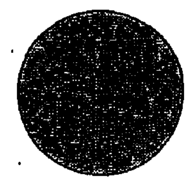
	Short term	Long term
Year to date realized net gain/loss	$0 00	$0.00

(For annual tax preparation please refer to your annual tax letter)

Account profile

Investment objective
Growth

Asset allocation



100% Equities

Asset summary

	Market value
Cash and cash equivalents	$ 0 00
(Includes income cash of $ 0.00)	
Fixed income	0.00
Equities	598,884.03
Alternatives investments	0.00
Other assets	0 00
Liabilities	0.00
Total assets	$ 598,884 03

Estimated annual income $ 15,177.70

[redacted]41[redacted]

Asset detail

Equities

U S. large cap

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Current yield	Pct of holdings
891	Novartis AG (NVS)	$ 63 3000	$ 56,400.30	$ 51,193.66	$ 5,206 64	$ 1,876.45	3 3%	9.4%
1,548	Sanofi-Aventis ADR (SNY)	47.3800	73,344.24	56,207.03	17,137.21	2,215.19	3.0	12.3
1,354	Unilever PLC (UL) Spnsrd ADR New	38.7200	52,426.88	42,448.68	9,978.20	1,660.00	3.2	8.8
Total U.S. large cap			$ 182,171.42	$ 149,849.37	$ 32,322 05	$ 5,751.64		30 4%

Developed international

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Current yield	Pct of holdings
568	Anheuser Busch Inbev Spn (BUD)	$ 87.4100	$ 49,648 88	$ 50,481.42	$ -832 54	$ 734.42	1 5%	8 3%
1,855	BG PLC (BRGYY) ADR Final Installment New	16.7100	30,997.05	37,799.37	-6,802.32	460.04	1.5	5.2
743	BHP Ltd (BHP) Sponsored ADR	78 4200	58,266 06	61,759.36	-3,493.30	1,664 32	2 9	9.7
570	British American Tobacco PLC (BTI) Sponsored ADR	101.2500	57,712.50	45,020.50	12,692.00	2,400.84	4.2	9.6
541	Diageo PLC Sponsored ADR New (DEO)	116.5800	63,069 78	39,310.74	23,759.04	1,500 73	2.4	10.5
1,060	Fanuc Limited (FANUY)	31.0700	32,934.20	25,375 79	7,558.41	362.52	1 1	5 5
2,022	Inpex Corporation (IPXHY) Unsponsored ADR	13.2300	26,751.06	31,575.87	-4,824.81	370.03	1 4	4 5
1,480	KDDI Corporation (KDDIY) Unsponsored ADR	17.6200	26,077 60	24,409 76	1,667.84	645.28	2.5	4.4
993	Newcrest Mng Ltd (NCMGY) Sponsored ADR	23 6100	23,444.73	26,735.83	-3,291 10	300.88	1 3	3 9

Developed international
continued

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Current yield	Pct of holdings
1,175	Potash Corp Of Saskatchewan Inc (POT)	40.6900	47,810.75	55,107.33	-7,296.58	987.00	2.1	8.0
Total developed international			$ 416,712 61	$ 397,575.97	$ 19,136.64	$ 9,426.06		69 6%
Total equities			$ 598,884.03	$ 547,425 34	$ 51,458 69	$ 15,177 70		100.0%
Total assets			$ 598,884 03	$ 547,425.34	$ 51,458.69	$ 15,177.70		100.0%

Account summary
November 1, 2012 - December 31, 2012

Investment Manager For Mark F. Swary
Trustee Under Trust Agreement Of
Helen C. Cole Dated 11/18/1994 U/A
Dated 11/20/2012-Charitable Trust-
Dividend And Equity-Sub Account
Account number 10260222090

Account activity

Market value

Market value as of November 1, 2012:	$ 0 00
Additions	603,896 26
Withdrawals	0 00
Change in investment value (Net of fees, includes income)	-10,571.24
Market value as of December 31, 2012:	$ 593,325.02
Accrued income as of December 31, 2012:	550.64
Total market value plus accrued income	$ 593,875.66

Cash and money market activity

Cash/money market balance as of November 1, 2012:			$ 0.00
Income	0.00		
Receipts	0.00	Disbursements	0.00
Sales/Maturities	0 00	Purchases	0.00
Cash/money market balance as of December 31, 2012:			$ 0.00

Income summary

	This period	Year to date
Interest tax exempt	$ 0.00	$ 0 00
Interest taxable	0.00	0 00
Dividends	0 00	0 00
Other asset income	0.00	0.00
Total income	$ 0.00	$ 0 00

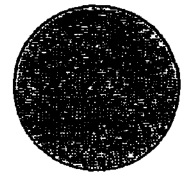
	Short term	Long term
Year to date realized net gain/loss	$0 00	$0 00

(For annual tax preparation please refer to your annual tax letter)

Account profile

Investment objective
Growth

Asset allocation



100% Equities

Asset summary

	Market value
Cash and cash equivalents	$ 0.00
(Includes income cash of $ 0.00)	
Fixed income	0 00
Equities	593,325 02
Alternatives investments	0 00
Other assets	0.00
Liabilities	0.00
Total assets	$ 593,325 02

Estimated annual income	$ 14,313.65

Asset detail

Equities

U.S. large cap

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Current yield	Pct of holdings
326	Air Products & Chemicals Inc (APD)	$ 84.0200	$ 27,390.52	$ 28,359.18	$ -968.66	$ 834.56	3.1%	4.6%
63	Autozone Inc (AZO)	354.4300	22,329.09	23,446.50	-1,117 41	0.00	0.0	3.8
720	CVS Caremark Corporation (CVS)	43.3500	34,812.00	21,327 94	13,484.06	648.00	1.9	5.9
1,800	General Electric Company (GE)	20.3900	37,782.00	32,040.60	5,741.40	1,368.00	3.6	6.4
65	Google Inc (GOOG)	707 3800	45,979 70	32,406.93	13,572.77	0 00	0 0	7 8
601	Hewlett Packard Co (HPQ)	14.2500	8,564.25	22,986.15	-14,421 90	317 33	3 7	1 4
1,549	Limited Brands Inc (LTD)	47.0600	72,895.94	75,746.11	-2,850.17	1,549 00	2.1	12.3
1,991	Loews Corp (L)	40.7500	81,133 25	75,510.87	5,622 38	497.75	0.6	13.7
1,628	Microsoft Corporation (MSFT)	26 7097	43,483 39	42,693.90	789.49	1,497 76	3.4	7.3
1,045	Pfizer Inc (PFE)	25 0793	26,207.87	20,134.74	6,073.13	1,003.20	3 8	4.4
2,749	Progressive Corp Ohio (PGR)	21 1000	58,003.90	57,225.09	778.81	1,118.84	1 9	9.8
697	Royal Dutch Shell PLC (RDS.A) ADR	68.9500	48,058 15	46,718.44	1,339.71	2,038.03	4.2	8.1
1,136	Texas Instruments Inc (TXN)	30 8900	35,091 04	31,271 80	3,819.24	954.24	2 7	5.9
992	Total S A. ADR (TOT)	52 0100	51,593 92	50,945.03	648.89	2,486.94	4.8	8.7
Total U.S. large cap			$ 593,325 02	$ 560,813.28	$ 32,511.74	$ 14,313.65		100.0%
Total equities			$ 593,325 02	$ 560,813 28	$ 32,511 74	$ 14,313.65		100.0%
Total assets			$ 593,325.02	$ 560,813.28	$ 32,511.74	$ 14,313 65		100.0%

Portfolio manager Ron Ulle
216 593 2019

Account summary
November 1, 2012 - December 31, 2012

Investment Manager For Mark F. Swary
Trustee Under Trust Agreement Of
Helen C. Cole Dated November 18,
1994 Under Agreement Dated November
20, 2012-Charitable Trust
Account number 10260536950

Account activity

Market value

Market value as of November 1, 2012:	$ 0 00
Additions	23,233,432 20
Withdrawals	-3,813,538 74
Change in investment value (Net of fees, includes income)	407,681.11
Market value as of December 31, 2012:	$ 19,827,574.57
Accrued income as of December 31, 2012:	27,739.71
Total market value plus accrued income	$ 19,855,314.28

Cash and money market activity

Cash/money market balance as of November 1, 2012:			$ 0.00
Income	76,327.77		
Receipts	4,109,087 06	Disbursements	-82,996.99
Sales/Maturities	1,108,103.54	Purchases	-2,019,508.57
Cash/money market balance as of December 31, 2012:			$ 3,191,012 81

Income summary

	This period	Year to date
Interest tax exempt	$ 0 00	$ 0 00
Interest taxable	5,900 06	5,900.06
Dividends	70,427 71	70,427 71
Other asset income	0.00	0.00
Total income	$ 76,327 77	$ 76,327.77

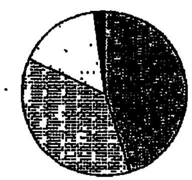
	Short term	Long term
Year to date realized net gain/loss	$7,638 93	$24,829 92

(For annual tax preparation please refer to your annual tax letter)

Account profile

Investment objective
Growth & income

Asset allocation



16%	Cash and cash equivalents
37%	Fixed income
45%	Equities
1%	Alternatives investments
1%	Other assets

Asset summary

	Market value
Cash and cash equivalents (Includes income cash of $ 75,944 41)	$ 3,191,012.81
Fixed income	7,308,453.92
Equities	8,942,598 58
Alternatives investments	264,509.11
Other assets	121,000.15
Liabilities	0.00
Total assets	$ 19,827,574 57

Bond maturities

Less than 1 year	1 to 5 years	5 to 10 years	over 10 years	
$ 0.00	$ 622,000.00	$ 728,079 70	$ 1,801,192.07	Par value
0 0%	19.7%	23.1%	57 2%	% of par value

Estimated annual income $ 384,155.48

Asset detail

Cash and cash equivalents

	Description	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Current yield	Pct of holdings
3,181,138.07	BNY Mellon Natl Muni Money Mkt FD M (Principal Holding)	$ 3,181,138 07	$ 3,181,138.07		$ 0.00	0.0%	16.1%
	Principal Cash	-66,069.67					
	Income Cash	75,944 41					
Total cash and cash equivalents		$ 3,191,012.81	$ 3,181,138 07	$ 0 00	$ 0 00		16.1%

Fixed income

Taxable

Individual securities

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Current yield	Pct of holdings
225,000	United States Treasury Note DTD 8/15/2012 0.25% 8/15/2015 Moody's: AAA S&P: AA+	$ 99 8200	$ 224,595 00	$ 224,508.57	$ 86.43	$ 562.50	0.3%	1.1%
397,000	United States Treasury Note DTD 10/31/2012 0.75% 10/31/2017 Moody's: AAA S&P: AA+	100.3280	398,302.16	398,318.16	-16.00	2,977.50	0.8	2.0
193,000	United States Treasury Note DTD 2/29/2012 1.375% 2/28/2019 Moody's: AAA S&P. AA+	102 4770	197,780.61	192,095.31	5,685.30	2,653.75	1 3	1 0
351,000	United States Treasury Note DTD 11/15/2011 2% 11/15/2021 Moody's: AAA S&P: AA+	103 7890	364,299 39	354,649.92	9,649 47	7,020 00	1 9	1 8
184,079.70	United States Treasury Inflation Indexed Bond DTD 7/15/2012 0 125% 7/15/2022 Moody's. AAA S&P: AA+	108 5550	199,827.72	199,784.76 ~~unknown~~	unknown	230.10	0 1	1 0
42,018.99	US Treasury Inflation Indexed Bond DTD 1/15/2009 2.5% 1/15/2029 Moody's: AAA S&P: AA+	142 6250	59,929.58	60,294.33 ~~unknown~~	unknown	1,050.47	1.8	0.3

Fixed income

Taxable

Individual securities
continued

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Current yield	Pct of holdings
6,319.78	Federal Home Loan Mortgage Corp Gold Passthru CTF Pool Number G01853 DTD 7/1/2005 4 5% 8/1/2035 Moody's: N/A S&P: N/A	107.4970	6,793.57	6,831.82	-38.25	284.39	4.2	0.0
61,022.04	Federal National Mortgage Assn Passthru CTF Pool Number 735893 DTD 9/1/2005 5% 10/1/2035 Moody's: N/A S&P. N/A	108 8380	66,415.17	67,690.03	-1,274.86	3,051 10	4.6	0 3
156,455.33	Federal National Mortgage Assn Passthru CTF Pool Number 972295 DTD 2/1/2008 5 5% 2/1/2038 Moody's N/A S&P: N/A	108.6530	169,993.41	190,706.10	-20,712.69	8,605.04	5.1	0 9
3,098.01	Federal Home Loan Mortgage Corp Gold Passthru CTF Pool Number G04688 DTD 9/1/2008 5 5% 9/1/2038 Moody's N/A S&P: N/A	107.9650	3,344.77	3,514.40	-169 63	170 39	5.1	0.0
48,290.53	Federal National Mortgage Assn Passthru CTF Pool Number 889982 DTD 10/1/2008 5 5% 11/1/2038 Moody's: N/A S&P: N/A	108 6690	52,476.84	57,095.24	-4,618.40	2,655.98	5.1	0.3
224,527.86	Federal National Mortgage Assn Passthru CTF Pool Number Aa5224 DTD 3/1/2009 4 5% 3/1/2039 Moody's: N/A S&P: N/A	108.0570	242,618.07	244,473.78	-1,855.71	10,103.75	4.2	1 2
6,643 38	Federal National Mortgage Assn Passthru CTF Pool Number Ae0233 DTD 7/1/2010 5 5% 7/1/2039 Moody's: N/A S&P: N/A	109.3630	7,265.40	7,336.79	-71.39	365.39	5.0	0.0
122,990.91	Federal National Mortgage Assn Passthru CTF Pool Number 932848 DTD 11/1/2010 4% 12/1/2040 Moody's: N/A S&P: N/A	107.3060	131,976.63	132,605.54	-628.91	4,919.64	3.7	0.7

Fixed income

Taxable

Individual securities
continued

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Current yield	Pct of holdings
31,306.22	Federal National Mortgage Assn Passthru CTF Pool Number Ab3314 DTD 6/1/2011 4 5% 7/1/2041 Moody's: N/A S&P: N/A	108.5570	33,985 09	34,058.79	-73.70	1,408.78	4 1	0 2
83,807.32	Federal National Mortgage Assn Passthru CTF Pool Number Al0789 DTD 9/1/2011 4% 9/1/2041 Moody's: N/A S&P: N/A	109.9000	92,104.24	91,240.57	863.67	3,352.29	3 6	0.5
208,157.33	Federal National Mortgage Assn Passthru CTF Pool Number Ab4115 DTD 11/1/2011 4% 12/1/2041 Moody's: N/A S&P: N/A	107.3370	223,429 83	223,361.78	68.05	8,326 29	3.7	1.1
152,782 46	Federal National Mortgage Assn Passthru CTF Pool Number Ab4297 DTD 12/1/2011 3 5% 1/1/2042 Moody's: N/A S&P: N/A	106.7000	163,018.88	158,210.15	4,808.73	5,347.39	3.3	0.8
168,251.51	Federal National Mortgage Assn Passthru CTF Pool Number Ab5468 DTD 5/1/2012 3.5% 6/1/2042 Moody's: N/A S&P: N/A	106.9180	179,891 15	177,034.75	2,856.40	5,888.80	3.3	0.9
289,953.75	Federal National Mortgage Assn Passthru CTF Pool Number Ab5670 DTD 6/1/2012 3 5% 7/1/2042 Moody's: N/A S&P: N/A	107 1060	310,557.86	311,016 67	-458.81	10,148 38	3.3	1.6
195,566.65	Federal National Mortgage Assn Passthru CTF Pool Number Ab7079 DTD 11/1/2012 3% 11/1/2042 Moody's: N/A S&P: N/A	104.8880	205,125 95	206,124.20	-998 25	5,867.00	2 9	1 0
Total taxable individual securities			$ 3,333,731.32	$ ~~3,080,872.57~~* 3,340,951.66	$ 252,858 75*	$ 84,988.93		16.8%

Pooled vehicle

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Current yield	Pct of holdings
25,159	ISHARES Barclays Aggregate Bond Fund	$ 111 0800	$ 2,794,661.72	$ 2,671,625 90	$ 123,035.82	$ 71,149 65	2 6%	14 1%
Total taxable pooled vehicle			$ 2,794,661 72	$ 2,671,625.90	$ 123,035 82	$ 71,149 65		14.1%
Total taxable fixed income			$ 6,128,393.04	$ ~~5,752,498.47~~* 6,012,577.56	$ 375,894.57*	$ 156,138.58		30.9%

High yield

Pooled vehicle

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Current yield	Pct of holdings
94,170.403	Dreyfus High Yield Fund	$ 6.6700	$ 628,116.59	$ 630,000.00	$ -1,883.41	$ 42,094.17	6.7%	3.2%
Total high yield pooled vehicle			$ 628,116 59	$ 630,000 00	$ -1,883 41	$ 42,094.17		3.2%
Total high yield fixed income			$ 628,116.59	$ 630,000 00	$ -1,883.41	$ 42,094.17		3.2%

Emerging markets

Pooled vehicle

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Current yield	Pct of holdings
18,111.254	Dreyfus Emerging Markets Debt Local Currency Fund	$ 15.3400	$ 277,826.64	$ 280,000.00	$ -2,173.36	$ 1,648.12	0.6%	1.4%
29,411.765	Tcw Emerging Markets Income Fund-I	9.3200	274,117.65	280,000 00	-5,882 35	15,294 12	5.6	1 4
Total emerging markets pooled vehicle			$ 551,944.29	$ 560,000.00	$ -8,055.71	$ 16,942.24		2 8%
Total emerging markets fixed income			$ 551,944.29	$ 560,000.00	$ -8,055.71	$ 16,942.24		2.8%
Total fixed income			$ 7,308,453 92	$ ~~6,942,498.47~~* 7,202,577.56	$ 365,955 45*	$ 215,174 99		36 9%

Equities

U.S. large cap

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Current yield	Pct of holdings
384	Amdocs Ltd Ord (DOX)	$ 33 9900	$ 13,052 16	$ 11,665.41	$ 1,386.75	$ 199.68	1.5%	0.1%
386	Accenture PLC (ACN)	66 5000	25,669.00	23,820 77	1,848 23	625.32	2 4	0 1
300	ACE Ltd (ACE)	79 8000	23,940.00	23,119.91	820.09	588.00	2.5	0 1
168	Noble Corporation (NE)	34.8200	5,849 76	6,262 45	-412.69	91.06	1.6	0.0
372	Lyondellbasell Industries NV (LYB)	57.0900	21,237.48	18,135.86	3,101.62	595.20	2.8	0.1
730	The A D T Corporation (ADT)	46 4900	33,937 70	27,091.52	6,846 18	365 00	1.1	0 2
989	Abbott Laboratories (ABT)	65.5000	64,779 50	60,555.48	4,224.02	553 84	0 9	0.3
418	Alexion Pharmaceuticals Inc (ALXN)	93.7400	39,183.32	22,896.07	16,287.25	0 00	0.0	0.2
573	Allergan Inc (AGN)	91 7300	52,561.29	53,459.47	-898.18	114.60	0 2	0.3
294	Amazon Com Inc (AMZN)	250 8700	73,755 78	70,973.05	2,782 73	0 00	0.0	0.4
2,146	American Express Company (AXP)	57.4800	123,352.08	97,074.23	26,277.85	1,716 80	1 4	0.6
1,296	Ameriprise Financial Inc (AMP)	62.6300	81,168.48	73,230.42	7,938.06	2,332.80	2 9	0.4
321	Anadarko Petroleum Corp (APC)	74 3100	23,853.51	20,633.88	3,219.63	115.56	0.5	0.1
215	Baidu Com Inc. (BIDU)	100.2900	21,562.35	28,658.51	-7,096 16	0.00	0.0	0.1
1,242	C B S Corp (CBS) Class B	38 0500	47,258.10	45,496.94	1,761 16	596.16	1.3	0.2
1,851	CVS Caremark Corporation (CVS)	48 3500	89,495 85	61,259 65	28,236.20	1,665 90	1.9	0.5
253	Calpine Corporation (CPN)	18.1300	4,586 89	4,327.59	259.30	0.00	0 0	0.0
659	Capital One Financial Corporation (COF)	57.9300	38,175.87	39,361.60	-1,185.73	131 80	0.3	0.2
700	Citigroup Inc (C)	39.5600	27,692.00	23,270.93	4,421 07	28.00	0.1	0.1
896	Coca - Cola Co (KO)	36 2500	32,480.00	27,131 79	5,348.21	913.92	2.8	0 2
165	Coca-Cola Enterprises Inc (CCE)	31 7300	5,235.45	4,831.94	403 51	105.60	2.0	0 0
104	Cognizant Technology Solutions Corp (CTSH) Cl A	73.8823	7,683 76	6,874.60	809.16	0 00	0.0	0.0
69	Concho Resources Inc (CXO)	80.5600	5,558.64	6,018.18	-459.54	0.00	0.0	0 0
553	Conocophillips (COP)	57.9900	32,068.47	30,285 99	1,782.48	1,459.92	4.6	0.2
1,376	Costco Whsl Corp New (COST)	98.7300	135,852.48	91,154 42	44,698.06	1,513 60	1 1	0.7

Equities

U.S. large cap
continued

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Current yield	Pct of holdings
1,154	Crown Castle Intl Corp (CCI)	72 1600	83,272.64	62,587.19	20,685 45	0 00	0 0	0.4
463	Cummins Inc (CMI)	108.3500	50,166.05	47,209.87	2,956.18	926.00	1.9	0.3
1,184	Danaher Corp (DHR)	55.9000	66,185.60	62,236 74	3,948.86	118.40	0.2	0.3
847	Devon Energy Corporation New (DVN)	52.0400	44,077 88	59,645 03	-15,567 15	677.60	1 5	0 2
1,045	E M C Corp Mass (EMC)	25.3000	26,438 50	25,617 42	821 08	0.00	0 0	0.1
920	E O G Res Inc (EOG)	120 7900	111,126 80	88,476 67	22,650 13	625.60	0.6	0.6
1,971	EBAY Inc (EBAY)	50.9977	100,516.47	65,522.92	34,993 55	0 00	0.0	0.5
538	Exxon Mobil Corp (XOM)	86.5500	46,563.90	44,550.63	2,013.27	1,226 64	2.6	0 2
200	Google Inc (GOOG)	707.3800	141,476 00	~~unknown~~ 134,904.93	unknown	0 00	0.0	0.7
38	Grainger W W Inc (GWW)	202 3700	7,690 06	7,965.74	-275.68	121 60	1 6	0.0
1,166	Harley Davidson Inc (HOG)	48.8300	56,935.78	36,118 43	20,817.35	722.92	1.3	0.3
1,391	Hartford Finl Svcs Group Inc (HIG)	22.4400	31,214 04	35,548.98	-4,334.94	556.40	1.8	0.2
615	Hershey Co (HSY)	72.2200	44,415.30	44,198.72	216.58	1,033.20	2.3	0.2
722	Home Depot Inc (HD)	61.8500	44,655 70	39,037.16	5,618 54	837.52	1.9	0.2
590	Intel Corp (INTC)	20 6200	12,165 80	15,305.41	-3,139.61	531 00	4.4	0 1
93	Intuitive Surgical Inc (ISRG)	490.3700	45,604.41	46,065.39	-460.98	0 00	0.0	0.2
798	JP Morgan Chase & Co (JPM)	43.9691	35,087 34	34,232.47	854 87	957 60	2.7	0.2
939	Juniper Networks Inc (JNPR)	19 6700	18,470 13	20,540.41	-2,070.28	0.00	0 0	0.1
337	Linkedin Corporation (LNKD)	114.8200	38,694 34	~~unknown~~ 35,532.00	unknown	0.00	0.0	0.2
1,268	Monsanto Co New (MON)	94 6500	120,016.20	91,133 17	28,883 03	1,902 00	1 6	0 6
193	Northeast Utilities (NU)	39.0800	7,542.44	7,612.93	-70.49	264.80	3.5	0.0
415	Novartis AG (NVS)	63 3000	26,269 50	23,337.78	2,931.72	873 99	3 3	0.1
1,075	Occidental Petroleum Corp (OXY)	76 6100	82,355.75	90,823.53	-8,467.78	2,322 00	2 8	0 4
550	Oracle Corp (ORCL)	33 3200	18,326.00	15,366.01	2,959.99	132.00	0.7	0 1
176	Ppl Corp (PPL)	28 6300	5,038 88	5,079.35	-40.47	253.44	5.0	0 0
43	P V H Corp (PVH)	111 0100	4,773.43	2,753.14	2,020.29	6.45	0.1	0 0

Equities

U.S. large cap
continued

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Current yield	Pct of holdings
406	Philip Morris International Inc (PM)	83 6400	33,957 84	23,239 29	10,718.55	1,380 40	4.1	0 2
382	Precision Castparts Corp (PCP)	189.4200	72,358.44	55,107.17	17,251.27	45.84	0.1	0.4
68	Priceline.Com Inc (PCLN)	620.3900	42,186.52	34,174.91	8,011.61	0.00	0.0	0.2
846	Qualcomm Inc (QCOM)	61.8596	52,333.22	49,307.61	3,025.61	846 00	1.6	0.3
136	SBA Communications Corp (SBAC)	70 9800	9,653.28	8,927 43	725 85	0 00	0.0	0.1
560	Sanofi-Aventis ADR (SNY)	47.3800	26,532 80	18,506.48	8,026.32	801.36	3 0	0.1
2,540	Schwab Charles Corp New (SCHW)	14 3600	36,474.40	31,068 51	5,405.89	609.60	1.7	0 2
723	Skyworks Solutions Inc (SWKS)	20 3000	14,676.90	17,155.99	-2,479.09	0 00	0.0	0.1
1,608	Starbucks Corp (SBUX)	53.6300	86,237.04	76,525.82	9,711.22	1,350.72	1.6	0.4
1,470	T J X Companies Inc (TJX)	42.4500	62,401 50	49,708.61 ~~unknown~~	unknown	676.20	1.1	0.3
896	Thermo Fisher Scientific Inc. (TMO)	63.7800	57,146.88	46,839.56	10,307 32	537.60	0.9	0 3
700	Unilever PLC (UL) Spnsrd ADR New	38 7200	27,104.00	19,712 00	7,392 00	858.20	3.2	0.1
593	Union Pac Corp (UNP)	125.7200	74,551 96	61,610.09	12,941.87	1,636.68	2.2	0.4
791	Unitedhealth Group Inc (UNH)	54.2400	42,903.84	43,270.33	-366.49	672.35	1.6	0 2
604	Vmware Inc (VMW)	94 1400	56,860 56	57,038 03	-177.47	0.00	0.0	0 3
704	Whole Foods Mkt Inc (WFM)	91.1600	64,176.64	62,754.53	1,422 11	563.20	0.9	0 3
1,284	Williams Cos Inc (WMB)	32.7400	42,038.16	40,536.51	1,501.65	1,669.20	4.0	0.2
457	Yum! Brands Inc (YUM)	66 4000	30,344.80	31,207 97	-863 17	612.38	2 0	0.2
12,411	ISHARES Russell 1000 Value Index FD (IWD)	72 8200	903,769.02	844,568.55	59,200 47	20,800.84	2.3	4.6
Total U S large cap			$ 4,034,776.66	~~$ 3,414,631.49*~~ 3,634,777.03	$ 620,145 17*	$ 60,862.49		20.4%

U S. mid cap

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Current yield	Pct of holdings
277	Transocean Ltd (RIG)	$ 44 6600	$ 12,370.82	$ 17,429.99	$ -5,059.17	$ 0.00	0.0%	0.1%
77	Alleghany Corp Del (Y)	335 4200	25,827.34	21,586.76	4,240.58	0.00	0.0	0.1
150	Amerco (UHAL)	126 8100	19,021.50	13,590 30	5,431 20	0 00	0.0	0.1

U S. mid cap
continued

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Current yield	Pct of holdings
700	Buckeye Technologies Inc (BKI)	28.7100	20,097.00	16,651.38	3,445.62	252.00	1.3	0.1
623	Cvr Energy Inc (CVI)	48.7900	30,396.17	13,206.65	17,189.52	0.00	0.0	0.2
280	Caci Intl Inc Cl A (CACI)	55.0300	15,408.40	14,443.83	964.57	0.00	0.0	0.1
2,057	Capitalsource Inc (CSE)	7.5800	15,592.06	14,742.11	849.95	82.28	0.5	0.1
218	Chemed Corp New (CHE)	68.5900	14,952.62	13,526.42	1,426.20	156.96	1.1	0.1
935	Chemtura Corporation (CHMT)	21.2600	19,878.10	13,690.64	6,187.46	0.00	0.0	0.1
505	Cirrus Logic Inc (CRUS)	28.9700	14,629.85	8,527.63	6,102.22	0.00	0.0	0.1
545	Coeur D'Alene Mines Corporation (CDE)	24.6000	13,407.00	14,509.64	-1,102.64	0.00	0.0	0.1
1,200	Community Health Sys Inc New (CYH)	30.7400	36,888.00	29,718.68	7,169.32	0.00	0.0	0.2
383	Cyberonics Inc (CYBX)	52.5300	20,118.99	14,618.77	5,500.22	0.00	0.0	0.1
580	Delek US Holdings Inc (DK)	25.3200	14,685.60	14,787.51	-101.91	232.00	1.6	0.1
504	Emcor Group Inc (EME)	34.6100	17,443.44	13,773.39	3,670.05	120.96	0.7	0.1
450	Fbl Financial Group Inc (FFG)	34.2100	15,394.50	14,165.88	1,228.62	180.00	1.2	0.1
499	Francesca's Holdings Corp (FRAN)	25.9300	12,939.07	14,948.19	-2,009.12	0.00	0.0	0.1
283	Harman International Inds Inc New (HAR)	44.6400	12,633.12	12,756.28	-123.16	169.80	1.3	0.1
593	Healthsouth Corporation (HLS)	21.1100	12,518.23	14,398.46	-1,880.23	0.00	0.0	0.1
3,434	Hertz Global Holdings Inc (HTZ)	16.2700	55,871.18	52,190.01	3,681.17	0.00	0.0	0.3
429	Illumina Inc (ILMN)	55.5900	23,848.11	18,218.68	5,629.43	0.00	0.0	0.1
523	J 2 Global, Inc. (JCOM)	30.6000	16,003.80	13,659.46	2,344.34	470.70	2.9	0.1
1,170	Level 3 Communications Inc (LVLT)	23.1100	27,038.70	22,500.25	4,538.45	0.00	0.0	0.1
568	Life Time Fitness Inc (LTM)	49.2100	27,951.28	22,578.51	5,372.77	0.00	0.0	0.1
330	Liquidity Services Inc (LQDT)	40.8600	13,483.80	12,775.85	707.95	0.00	0.0	0.1
216	Mednax Inc (MD)	79.5200	17,176.32	13,044.39	4,131.93	0.00	0.0	0.1
612	Old Dominion Fght Line (ODFL)	34.2800	20,979.36	14,783.84	6,195.52	0.00	0.0	0.1
289	Opentable Inc (OPEN)	48.8000	14,103.20	12,425.40	1,677.80	0.00	0.0	0.1
546	Portland General Electric Company (POR)	27.3600	14,938.56	13,144.68	1,793.88	589.68	4.0	0.1
418	Proassurance Corp (PRA)	42.1900	17,635.42	13,000.13	4,635.29	2,612.50	14.8	0.1

[redacted]

U.S. mid cap
continued

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Current yield	Pct of holdings
1,810	Sealed Air Corp New (SEE)	17 5100	31,693 10	42,203.47	-10,510.37	941 20	3 0	0 2
1,349	Service Corp International (SCI)	13.8100	18,629.69	13,824.82	4,804.87	323 76	1.7	0.1
322	Stancorp Financial Group Inc (SFG)	36 6700	11,807 74	12,940 25	-1,132 51	299 46	2 5	0.1
231	Tesla Motors Inc (TSLA)	33 8700	7,823.97	6,792.09	1,031 88	0 00	0 0	0 0
277	Tupperware Brands Corp (TUP)	64 1000	17,755 70	14,646.51	3,109 19	398.88	2.3	0.1
220	Unifirst Corp Mass (UNF)	73.3200	16,130.40	14,353.94	1,776.46	33 00	0 2	0 1
862	Western Refining Inc (WNR)	28 1900	24,299.78	14,999 55	9,300 23	275 84	1.1	0 1
4,202	ISHARES Russell Midcap Value (IWS) Value Index FD	50.2400	211,108.48	199,655.45	11,453 03	4,416.30	2 1	1.1
5,581	ISHARES Russell Midcap Growth Index (IWP) Fund	62 8000	350,486 80	336,671.44	13,815.36	4,609.91	1.3	1 8
Total U.S. mid cap			$ 1,282,967.20	$ 1,155,481.23	$ 127,485.97	$ 16,165.23		6.5%

U S. small cap

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Current yield	Pct of holdings
17,706.132	Dreyfus Select Managers Small Cap (DSGIX) Growth Fund	$ 18 9300	$ 335,177.08	$ 335,000.00	$ 177.08	$ 0.00	0.0%	1.7%
Total U S small cap			$ 335,177.08	$ 335,000.00	$ 177 08	$ 0 00		1 7%

Developed international

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Current yield	Pct of holdings
749	Delphi Automotive PLC (DLPH)	$ 38 2500	$ 28,649.25	$ 22,652.93	$ 5,996.32	$ 0 00	0.0%	0.1%
270	Herbalife Ltd (HLF)	32.9400	8,893.80	8,193.02	700.78	324.00	3.6	0.0
1,055	Nielsen Holdings B.V. (NLSN)	30.5900	32,272.45	29,503.04	2,769.41	0 00	0.0	0.2
1,150	Anheuser Busch Inbev Spn (BUD)	87.4100	100,521.50	70,976.12	29,545.38	1,486 95	1.5	0 5
3,177	Assa Abloy Ab (ASAZY)	18 5100	58,806 27	41,770 16	17,036 11	800 60	1.4	0 3
4,802	Atlantia Spa (ATASY)	9 0300	43,362.06	45,392 41	-2,030.35	1,637 48	3.8	0 2
1,664	Bnp Paribas (BNPQY) Sponsored ADR Repstg 1/4 Sh	29.2100	48,605.44	53,616.87	-5,011.43	870.27	1.8	0.3

Developed international
continued

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Current yield	Pct of holdings
514	Bayer A G Sponsored ADR (BAYRY)	95 9200	49,302 88	33,342.36	15,960 52	801.84	1.6	0 3
1,154	Bayerische Motoren Werke (Bmw) AG (BAMXY)	32 6000	37,620.40	34,089.02	3,531.38	769 72	2 1	0 2
210	BHP Ltd (BHP) Sponsored ADR	78.4200	16,468.20	13,565 12	2,903 08	470 40	2 9	0 1
140	British American Tobacco PLC (BTI) Sponsored ADR	101.2500	14,175 00	10,458 68	3,716.32	589.68	4.2	0.1
446	British Sky Broadcasting Group PLC (BSYBY) Sponsored ADR	50.3900	22,473 94	19,170.56	3,303.38	722 97	3 2	0 1
1,592	Canadian Nat Res Ltd (CNQ)	28 8700	45,961.04	60,747.75	-14,786.71	671 82	1.5	0.2
844	Canon Inc ADR (CAJ)	39.2100	33,093.24	39,713 06	-6,619.82	1,190.04	3.6	0.2
1,664	Daito Trust Construction Co (DITFY)	23.5300	39,153.92	29,361.09	9,792.83	1,327.87	3.4	0.2
1,539	Experian Group Ltd (EXPGY) ADR	16.0600	24,716.34	24,201.10	515.24	449.39	1.8	0 1
897	Getinge Ab ADR (GNGBY)	34 0000	30,498 00	27,057 02	3,440 98	677.24	2.2	0.2
885	Honda Motor Ltd ADR (HMC)	36 9400	32,691.90	32,356 69	335.21	682.34	2.1	0 2
2,724	Informa PLC (IFPJY)	14.8600	40,478.64	37,140 79	3,337.85	1,389 24	3.4	0.2
4,801	I N G Groep N V Sponsored ADR (ING)	9.4900	45,561.49	47,821.23	-2,259.74	0.00	0 0	0.2
1,411	Komatsu Ltd Sponsored ADR New (KMTUY)	25 7100	36,276 81	40,806.28	-4,529.47	656.12	1.8	0 2
1,773	Koninklijke Ahold NV (AHONY)	13 6000	24,112 80	22,331.82	1,780 98	773 03	3.2	0.1
787	Lvmh Moet Hennessy Louis Vuitton SA (LVMUY) ADR	37.6900	29,662 03	25,619.21	4,042.82	437.57	1.5	0.2
850	Lixil Group Corporation (JSGRY)	44.5100	37,833.50	39,619.31	-1,785.81	697.85	1.8	0 2
1,125	Merck Kgaa (MKGAY)	43.9500	49,443.75	36,133.86	13,309.89	490.50	1 0	0.3
831	Orica Limited (OCLDY)	26.2500	21,813 75	23,604.38	-1,790 63	722.14	3 3	0 1
2,638	Petrofac Limited (POFCY)	13 2900	35,059.02	32,988.57	2,070 45	691.16	2.0	0 2
1,239	Petroleum Geo-Svcs Asa (PGSVY) Sponsored ADR	17 4100	21,570 99	17,118.45	4,452.54	162.31	0.8	0.1
1,945	Prudential PLC (PUK) ADR	28 5500	55,529.75	41,659.36	13,870.39	1,579 34	2.8	0.3

Developed international
continued

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Current yield	Pct of holdings
1,734	Red Electrica Cor-Unspon ADR (RDEIY)	9.9500	17,253.30	15,577.56	1,675 74	700.54	4.1	0 1
1,330	Rexam PLC (REXMY) Sponsored ADR	35.7400	47,534.20	40,308.25	7,225.95	1,521.52	3.2	0.2
793	Rogers Communications Inc Class B (RCI)	45.5200	36,097.36	29,545 22	6,552 14	1,262 46	3 5	0.2
930	Ryanair Holdings PLC Sponsored ADR (RYAAY)	34.2800	31,880 40	24,918.28	6,962 12	0 00	0.0	0.2
2,510	Sampo Oyj-A Shs-Unsp ADR (SAXPY)	16.0300	40,235 30	34,545 85	5,689.45	1,548.67	3.9	0.2
568	Sands China Ltd (SCHYY)	44 8000	25,446 40	22,019 49	3,426 91	792.36	3.1	0 1
1,771	Sandvik Ab (SDVKY) ADR	16.1500	28,601 65	24,929.11	3,672.54	678.29	2.4	0.1
1,219	Sap Akiengesellschaft Sponsored ADR (SAP)	80 3800	97,983 22	63,788.37	34,194.85	822.83	0 8	0 5
474	Seven & I Holdings Co Ltd (SVNDY)	56 3500	26,709 90	31,736.81	-5,026.91	678 77	2.5	0 1
1,459	Sierra Wireless Inc (SWIR)	7 9400	11,584 46	14,081.10	-2,496 64	0.00	0 0	0 1
2,196	Softbank Corp (SFTBY)	18.1500	39,857 40	37,684 23	2,173.17	432 61	1.1	0.2
7,303	Sumitomo Mitsui Financial Group Inc	7.3400	53,604.02	47,973.04	5,630.98	1,657 78	3.1	0.3
974	Swatch Group AG ADR (SWGAY)	25 4000	24,739.60	21,698 09	3,041.51	341 87	1.4	0 1
1,289	Swedbank Ab (SWDBY) ADR	19 8000	25,522 20	22,402 88	3,119 32	849.45	3 3	0.1
1,109	Technip-SA (TKPPY) Sponsored ADR	29.4700	32,682.23	28,342.52	4,339 71	473.54	1.5	0.2
995	Telstra Corp ADR (TLSYY)	22 7500	22,636 25	15,788.85	6,847.40	1,401.96	6.2	0.1
1,695	Tullow Oil PLC (TUWOY)	10 4200	17,661.90	17,842.16	-180.26	135.60	0.8	0.1
423	Valeant Pharmaceuticals (VRX) International Inc	59 7700	25,282 71	22,290.87	2,991 84	0 00	0.0	0.1
1,092	Valeo SA (VLEEY) Sponsored ADR	25.7000	28,064.40	27,082.48	981.92	788.42	2.8	0.1
820	Vodafone Group PLC (VOD) Sponsored ADR	25 1900	20,655 80	21,922 79	-1,266.99	1,230 00	6.0	0 1
972	William Morrison Supermarkets (MRWSY) ADR	21 3800	20,781 36	22,739.49	-1,958.13	772.74	3 7	0 1
7,434 087	Wolseley PLC (WOSYD)	4 7300	35,163.23	24,080.90	11,082 33	602.16	1 7	0.2

Developed international
continued

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Current yield	Pct of holdings
2,444	Yahoo! Japan Corp ADR (YAHOY)	10 7600	26,297.44	30,219 76	-3,922 32	290.84	1 1	0 1
14,292	ISHARES MSCI Eafe Index FD (EFA)	56.8600	812,643.12	860,937.84	-48,294.72	25,139 63	3 1	4 1
Total developed international			$ 2,613,526 01	$ 2,463,466.20	$ 150,059.81	$ 63,193.91		13.1%

Equity reits

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Current yield	Pct of holdings
337	Post Properties Inc (PPS)	$ 49.9500	$ 16,833.15	$ 14,939.55	$ 1,893.60	$ 337.00	2.0%	0 1%
Total equity reits			$ 16,833.15	$ 14,939.55	$ 1,893 60	$ 337 00		0.1%

Other equity

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Current yield	Pct of holdings
7,786	ISHARES TR (IWV) Russell 3000 Index FD	$ 84 6800	$ 659,318 48	$ 610,494 03	$ 48,824.45	$ 12,839.11	2.0%	3.3%
Total other equity			$ 659,318.48	$ 610,494.03	$ 48,824 45	$ 12,839 11		3.3%
Total equities			$ 8,942,598.58	$ ~~7,994,812.50*~~ 8,214,158.04	$ 948,586.08*	$ 153,397.74		45.1%

Alternative investments

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Current yield	Pct of holdings
18,934.081	Highbridge Dynamic Commodities Strategy Fund - E	$ 13.9700	$ 264,509.11	$ 270,000.00	$ -5,490 89	$ 15,582.75	5.9%	1.3%
Total alternative investments			$ 264,509 11	$ 270,000 00	$ -5,490 89	$ 15,582 75		1.3%

Other assets

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Current yield	Pct of holdings
1,106.54	Graham Alt Inv Fund *	$ 109 3500	$ 121,000 15	unknown	unknown	$ 0.00	0.0%	0.6%
Total other assets			$ 121,000.15	$ 0 00*	$ 121,000 15*	$ 0.00		0 6%
Total assets			$ 19,827,574.57	~~$ 18,387,649.04*~~ 18,867,873.67	$ 1,430,050.79*	$ 384,155.48		100 0%

(*tax cost for one or more lots is unknown)

* Security posted to acct, but not yet transferred from Wells Fargo Acct # 4376-7251

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	WELLS FARGO #7251 SEE ATTACHED SCHEDULE	P	VARIOUS	VARIOUS
b	WELLS FARGO #0216 SEE ATTACHED SCHEDULE	P	VARIOUS	VARIOUS
c	WELLS FARGO #0216 SEE ATTACHED SCHEDULE	P	VARIOUS	VARIOUS
d	WELLS FARGO #0216 SEE ATTACHED SCHEDULE	P	VARIOUS	VARIOUS
e	WELLS FARGO #0072 SEE ATTACHED SCHEDULE	P	VARIOUS	VARIOUS
f	WELLS FARGO #0072 SEE ATTACHED SCHEDULE	P	VARIOUS	VARIOUS
g	WELLS FARGO #0072 SEE ATTACHED SCHEDULE	P	VARIOUS	VARIOUS
h	WELLS FARGO #0421 SEE ATTACHED SCHEDULE	P	VARIOUS	VARIOUS
i	WELLS FARGO #0421 SEE ATTACHED SCHEDULE	P	VARIOUS	VARIOUS
j	WELLS FARGO #0421 SEE ATTACHED SCHEDULE	P	VARIOUS	VARIOUS
k	WELLS FARGO #5772 SEE ATTACHED SCHEDULE	P	VARIOUS	VARIOUS
l	WELLS FARGO #5772 SEE ATTACHED SCHEDULE	P	VARIOUS	VARIOUS
m	WELLS FARGO #5772 SEE ATTACHED SCHEDULE	P	VARIOUS	VARIOUS
n	WELLS FARGO #7286 SEE ATTACHED SCHEDULE	P	VARIOUS	VARIOUS
o	WELLS FARGO #7286 SEE ATTACHED SCHEDULE	P	VARIOUS	VARIOUS

	(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	250,588.		242,088.	8,500.
b	337,670.		377,477.	-39,807.
c	289,709.		375,913.	-86,204.
d	211,013.		221,455.	-10,442.
e	10,395.		10,241.	154.
f	59,303.		54,705.	4,598.
g	178,410.		160,272.	18,138.
h	190,133.		209,277.	-19,144.
i	172,553.		176,619.	-4,066.
j	93,911.		75,518.	18,393.
k	157,655.		184,343.	-26,688.
l	130,585.		141,135.	-10,550.
m	238,876.		221,964.	16,912.
n	238,335.		226,494.	11,841.
o	117,255.		105,596.	11,659.

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a				8,500.
b				-39,807.
c				-86,204.
d				-10,442.
e				154.
f				4,598.
g				18,138.
h				-19,144.
i				-4,066.
j				18,393.
k				-26,688.
l				-10,550.
m				16,912.
n				11,841.
o				11,659.

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	
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8	3	

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Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	WELLS FARGO #7286 SEE ATTACHED SCHEDULE	P	VARIOUS	VARIOUS
b	WELLS FARGO #8144 SEE ATTACHED SCHEDULE	P	VARIOUS	VARIOUS
c	WELLS FARGO #8144 SEE ATTACHED SCHEDULE	P	VARIOUS	VARIOUS
d	WELLS FARGO #8144 SEE ATTACHED SCHEDULE	P	VARIOUS	VARIOUS
e	WELLS FARGO #2700 SEE ATTACHED SCHEDULE	P	VARIOUS	VARIOUS
f	WELLS FARGO #2700 SEE ATTACHED SCHEDULE	P	VARIOUS	VARIOUS
g	WELLS FARGO #2700 SEE ATTACHED SCHEDULE	P	VARIOUS	VARIOUS
h	WELLS FARGO #1305 SEE ATTACHED SCHEDULE	P	VARIOUS	VARIOUS
i	WELLS FARGO #1305 SEE ATTACHED SCHEDULE	P	VARIOUS	VARIOUS
j	BNY MELLON #2090 SEE ATTACHED SCHEDULE	P	VARIOUS	VARIOUS
k	BNY MELLON #2090 SEE ATTACHED SCHEDULE	P	VARIOUS	VARIOUS
l	BNY MELLON #2090 SEE ATTACHED SCHEDULE	P	VARIOUS	VARIOUS
m	BNY MELLON #2110 SEE ATTACHED SCHEDULE	P	VARIOUS	VARIOUS
n	BNY MELLON #2110 SEE ATTACHED SCHEDULE	P	VARIOUS	VARIOUS
o	BNY MELLON #2110 SEE ATTACHED SCHEDULE	P	VARIOUS	VARIOUS

	(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	273,548.		200,909.	72,639.
b	1,362,603.		1,338,196.	24,407.
c	322,526.		297,004.	25,522.
d	469,895.		335,294.	134,601.
e	251,335.		251,555.	-220.
f	87,680.		82,663.	5,017.
g	113,099.		93,848.	19,251.
h	1,735,026.		1,685,106.	49,920.
i	4,563,641.		4,409,690.	153,951.
j	133,798.		141,555.	-7,757.
k	166,972.		161,498.	5,474.
l	227,387.		209,134.	18,253.
m	96,684.		99,933.	-3,249.
n	197,038.		201,445.	-4,407.
o	156,724.		124,986.	31,738.

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a				72,639.
b				24,407.
c				25,522.
d				134,601.
e				-220.
f				5,017.
g				19,251.
h				49,920.
i				153,951.
j				-7,757.
k				5,474.
l				18,253.
m				-3,249.
n				-4,407.
o				31,738.

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	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) If (loss), enter "-0-" in Part I, line 8	3	

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Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs MLC Co.	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	BNY MELLON #2100 SEE ATTACHED SCHEDULE	P	VARIOUS	VARIOUS
b	BNY MELLON #2100 SEE ATTACHED SCHEDULE	P	VARIOUS	VARIOUS
c	BNY MELLON #2100 SEE ATTACHED SCHEDULE	P	VARIOUS	VARIOUS
d	BNY MELLON #6950 SEE ATTACHED SCHEDULE	P	VARIOUS	VARIOUS
e	BNY MELLON #6950 SEE ATTACHED SCHEDULE	P	VARIOUS	VARIOUS
f	BNY MELLON #6950 SEE ATTACHED SCHEDULE	P	VARIOUS	VARIOUS
g	BNY MELLON #6950 SEE ATTACHED SCHEDULE	P	VARIOUS	VARIOUS
h	PARADIGM MASTER FUND LIQUIDATING TRUST - SHORT TE			
i	PARADIGM MASTER FUND LIQUIDATING TRUST - LONG TER			
j	PARADIGM MASTER FUND LIQUIDATING TRUST - SECTION			
k	PARADIGM MASTER FUND LIQUIDATING TRUST - SECTION			
l	PARADIGM MASTER FUND LIQUIDATING TRUST - SECTION			
m	WELLS FARGO #1305 SEE ATTACHED SCHEDULE	P	VARIOUS	VARIOUS
n	CAPITAL GAINS DIVIDENDS			
o				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	721,468.		686,389.	35,079.
b	202,336.		166,640.	35,696.
c	91,224.		63,408.	27,816.
d	926,879.		892,297.	34,582.
e	77,167.		82,651.	-5,484.
f	1,565,361.		1,492,303.	73,058.
g	548,568.		472,236.	76,332.
h				219.
i				-213,387.
j				88.
k				856.
l				-1,492.
m	704,426.		704,426.	0.
n	1,162.			1,162.
o				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a				35,079.
b				35,696.
c				27,816.
d				34,582.
e				-5,484.
f				73,058.
g				76,332.
h				219.
i				-213,387.
j				88.
k				856.
l				-1,492.
m				0.
n				1,162.
o				

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7; If (loss), enter "-0-" in Part I, line 7 }	2	482,959.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8	3	N/A

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Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
CLEVELAND MUSEUM OF ART 11150 EAST BLVD. CLEVELAND, OH 44106	NONE	501(C)(3) PUBLIC CHARITY	GENERAL PURPOSES	57,500.
AMERICAN RED CROSS 3747 EUCLID AVE. CLEVELAND, OH 44115	NONE	501(C)(3) PUBLIC CHARITY	GENERAL PURPOSES	37,500.
CLEVELAND MUSEUM OF NATURAL HISTORY 10600 EAST BLVD. CLEVELAND, OH 44106	NONE	501(C)(3) PUBLIC CHARITY	GENERAL PURPOSES	37,500.
BENJAMIN ROSE INSTITUTE 11900 FAIRHILL RD. #300 CLEVELAND, OH 44120	NONE	501(C)(3) PUBLIC CHARITY	GENERAL PURPOSES	37,500.
CHURCH OF THE COVENANT 11205 EUCLID AVE. CLEVELAND, OH 44106	NONE	501(C)(3) PUBLIC CHARITY	GENERAL PURPOSES	37,500.
VOCATIONAL GUIDANCE SERVICES 2239 EAST 55TH STREET CLEVELAND, OH 44103	NONE	501(C)(3) PUBLIC CHARITY	GENERAL PURPOSES	37,500.
CLEVELAND SIGHT CENTER OF CLEVELAND SOCIETY FOR THE BLIND 1901 EAST 101ST STREET CLEVELAND, OH 44106	NONE	501(C)(3) PUBLIC CHARITY	GENERAL PURPOSES	37,500.
MUSICAL ARTS ASSOCIATION 11001 EUCLID AVE. CLEVELAND, OH 44106	NONE	501(C)(3) PUBLIC CHARITY	GENERAL PURPOSES	37,500.
CLEVELAND HEARING AND SPEECH CENTER 11206 EUCLID AVE. CLEVELAND, OH 44106	NONE	501(C)(3) PUBLIC CHARITY	GENERAL PURPOSES	37,500.
CLEVELAND MUSIC SCHOOL SETTLEMENT 11125 MAGNOLIA DRIVE CLEVELAND, OH 44106	NONE	501(C)(3) PUBLIC CHARITY	GENERAL PURPOSES	37,500.
Total from continuation sheets				395,000.

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

SOURCE	AMOUNT
BNY MELLON #6950	13,319.
BNY MELLON #9989	1.
PARADIGM MASTER FUND LIQUIDATING TRUST	6,177.
US TREASURY	112.
WELLS FARGO #0072	71.
WELLS FARGO #0216	34.
WELLS FARGO #0257	24.
WELLS FARGO #0421	8.
WELLS FARGO #1305 - INTEREST	97,234.
WELLS FARGO #1305 - OID	4,555.
WELLS FARGO #2700	7.
WELLS FARGO #5772	47.
WELLS FARGO #7251	71.
WELLS FARGO #7286	3.
WELLS FARGO #8144	39.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	121,702.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
BNY MELLON #2100	1,514.	0.	1,514.
BNY MELLON #6950	95,194.	1,001.	94,193.
PARADIGM MASTER FUND LIQUIDATING TRUST	14,104.	0.	14,104.
WELLS FARGO #0072	38,421.	0.	38,421.
WELLS FARGO #0216	15,071.	0.	15,071.
WELLS FARGO #0421	11,793.	33.	11,760.
WELLS FARGO #1305	114,010.	0.	114,010.
WELLS FARGO #2700	9,441.	69.	9,372.
WELLS FARGO #5772	66,574.	0.	66,574.
WELLS FARGO #7251	121,354.	0.	121,354.
WELLS FARGO #7286	6,077.	59.	6,018.
WELLS FARGO #8144	19,372.	0.	19,372.
TOTAL TO FM 990-PF, PART I, LN 4	512,925.	1,162.	511,763.

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
PARADIGM MASTER FUND LIQUIDATING TRUST - OTHER PORTFOLIO INCOME	630.	630.	
PARADIGM MASTER FUND LIQUIDATING TRUST - CANCELLATION OF DEBT	3.	3.	
PARADIGM MASTER FUND LIQUIDATING TRUST - ORDINARY GAIN	157.	157.	
PARADIGM MASTER FUND LIQUIDATING TRUST - OTHER INCOME	197.	197.	
PARADIGM MASTER FUND LIQUIDATING TRUST - SECTION 988 GAIN	5,153.	5,153.	
PARADIGM MASTER FUND LIQUIDATING TRUST - ORDINARY INCOME	-7,460.	-7,460.	
PARADIGM MASTER FUND LIQUIDATING TRUST - NET RENTAL REAL ESTATE INCOME	-796.	-796.	
PARADIGM MASTER FUND LIQUIDATING TRUST - GUARANTEED PAYMENTS	2.	2.	
PARADIGM MASTER FUND LIQUIDATING TRUST - OTHER RENTAL INCOME	63.	63.	
PARADIGM MASTER FUND LIQUIDATING TRUST -ROYALTIES	-2.	-2.	
TOTAL TO FORM 990-PF, PART I, LINE 11	-2,053.	-2,053.	

FORM 990-PF LEGAL FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
HAHN LOESER & PARKS LLP - LEGAL FEES	119,896.	119,896.		0.
TO FM 990-PF, PG 1, LN 16A	119,896.	119,896.		0.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
WELLS FARGO -INVESTMENT MANAGEMENT FEES	150,930.	150,930.		0.
BNY MELLON - INVESTMENT FEE	693.	693.		0.
TO FORM 990-PF, PG 1, LN 16C	151,623.	151,623.		0.

FORM 990-PF TAXES STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES	10,828.	10,828.		0.
PARADIGM MASTER FUND LIQUIDATING TRUST - FOREIGN TAXES	405.	405.		0.
TO FORM 990-PF, PG 1, LN 18	11,233.	11,233.		0.

FORM 990-PF OTHER EXPENSES STATEMENT 7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
WIDELY HELD MORTGAGE TRUSTS - INVESTMENT EXPENSES	6,916.	6,916.		0.
BANK CHARGES	15.	15.		0.
HAHN LOESER & PARKS - COSTS ADVANCED	556.	556.		0.
STATE OF OHIO - FILING FEES	200.	0.		200.
PARADIGM MASTER FUND LIQUIDATING TRUST - PORTFOLIO EXPENSES	16,130.	16,130.		0.
PARADIGM MASTER FUND LIQUIDATING TRUST - OTHER DEDUCTIONS	379.	379.		0.
PARADIGM MASTER FUND LIQUIDATING TRUST - INTEREST EXPENSE	4,585.	4,585.		0.
	28,781.	28,581.		200.

TO FORM 990-PF, PG 1, LN 23

FORM 990-PF	OTHER INCREASES IN NET ASSETS OR FUND BALANCES	STATEMENT 8

DESCRIPTION	AMOUNT
INCOME TAXES IN 2011, RECEIVED IN 2012	22,866.
PRINCIPAL PAYMENTS REPORTED IN 2011, RECEIVED IN 2012	51,078.
COST BASIS ADJUSTMENTS	20,386.
US TREASURY - TAX REFUND	2,929.
PARADIGM MASTER FUND LIQUIDATING TRUST - UNREALIZED GAIN	230,617.
EXPENSES DEDUCTED IN 2012, PAID IN 2013	681.
TOTAL TO FORM 990-PF, PART III, LINE 3	328,557.

FORM 990-PF	OTHER DECREASES IN NET ASSETS OR FUND BALANCES	STATEMENT 9

DESCRIPTION	AMOUNT
DISALLOWED LOSSES	170.
US TREASURY - TAX PAYMENTS	68,623.
CAPITAL GAINS TAXED IN 2012, RECEIVED IN 2013	302,159.
PARADIGM MASTER FUND LIQUIDATING TRUST - NON DEDUCTIBLE EXPENSES	21.
INCOME TAXED IN 2012, RECEIVED 2013	13,658.
NON DEDUCTIBLE INTEREST PAID ON PURCHASE OF BOND	206.
TOTAL TO FORM 990-PF, PART III, LINE 5	384,837.

FORM 990-PF	CORPORATE STOCK	STATEMENT 10

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
WELLS FARGO	150,000.	126,223.
BNY MELLON	19,615,820.	21,063,180.
TOTAL TO FORM 990-PF, PART II, LINE 10B	19,765,820.	21,189,403.

FORM 990-PF OTHER INVESTMENTS STATEMENT 11

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
PARADIGM LIQUIDATING TRUST	COST	397,918.	397,551.
TOTAL TO FORM 990-PF, PART II, LINE 13		397,918.	397,551.

• If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** and check this box ▶ [X]

Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.

• If you are filing for an **Automatic 3-Month Extension, complete only Part I** (on page 1).

Part II Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed).

Enter filer's identifying number, see instructions

Type or print	Name of exempt organization or other filer, see instructions	Employer identification number (EIN) or
File by the due date for filing your return. See instructions.	HELEN C. COLE CHARITABLE TRUST	34-7178399
	Number, street, and room or suite no. If a P.O. box, see instructions. 200 PUBLIC SQUARE #2800	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. CLEVELAND, OH 44114-2316	

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

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

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

• The books are in the care of ▶ MARK F. SWARY 200 PUBLIC SQUARE SUITE 2800 - CLEVELAND, OH 44114-2316

Telephone No. ▶ 216.621.0150 FAX No. ▶

• If the organization does not have an office or place of business in the United States, check this box ▶ [ ]

• If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ______ . If this is for the whole group, check this box ▶ [ ] . If it is for part of the group, check this box ▶ [ ] and attach a list with the names and EINs of all members the extension is for.

4 I request an additional 3-month extension of time until NOVEMBER 15, 2013.

5 For calendar year 2012 , or other tax year beginning ______ , and ending ______ .

6 If the tax year entered in line 5 is for less than 12 months, check reason: [ ] Initial return [ ] Final return [ ] Change in accounting period

7 State in detail why you need the extension

THE TRUST IS A BENEFICIARY OF THE PARADIGM MASTER FUND LIQUIDATING TRUST THE TRUST HAS NOT YET ISSUED THE 2012 SCHEDULE K-1.

8a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	8a	$ 0.
b	If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	8b	$ 0.
c	**Balance due.** Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	8c	$ 0.

Signature and Verification must be completed for Part II only.

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form.

Signature ▶ Title ▶ ATTORNEY Date ▶