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Form

990-PFDepartment of the Treasury
Internal Revenue Service**Return of Private Foundation
or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation**

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

OMB No 1545-0052

2012

Open to Public Inspection

For calendar year 2012 or tax year beginning

, 2012, and ending

, 20

Name of foundation The Coleman Foundation, Inc.		A Employer identification number 36-3025967
Number and street (or P O box number if mail is not delivered to street address) 651 W. Washington Blvd.	Room/suite 306	B Telephone number (see instructions) 312-902-7120
City or town, state, and ZIP code Chicago, IL 60661-2134		C If exemption application is pending, check here ☐
G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change		D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐
H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 142,934,063	J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

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

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue				
1 Contributions, gifts, grants, etc., received (attach schedule)				
2 Check ☐ if the foundation is not required to attach Sch. B				
3 Interest on savings and temporary cash investments				
4 Dividends and interest from securities	3,142,261	3,142,261		
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	5,346,457			
b Gross sales price for all assets on line 6a 44,544,637				
7 Capital gain net income (from Part IV, line 2)		5,346,457		
8 Net short-term capital gain				
9 Income modifications				
10a Gross sales less returns and allowances				
b Less: Cost of goods sold				
c Gross profit or (loss) (attach schedule)				
11 Other income (attach schedule)	50,284	50,284		
12 Total. Add lines 1 through 11	8,539,002	8,539,002		
Operating and Administrative Expenses				
13 Compensation of officers, directors, trustees, etc.	483,077	95,267		387,810
14 Other employee salaries and wages	231,179			231,179
15 Pension plans, employee benefits	205,145			205,145
16a Legal fees (attach schedule)	1,744			1,744
b Accounting fees (attach schedule)	19,542	4,827		14,715
c Other professional fees (attach schedule)	556,819	556,819		
17 Interest				
18 Taxes (attach schedule) (see instructions)	141,791	4,577		32,214
19 Depreciation (attach schedule) and depletion	3,386			
20 Occupancy	64,012			64,012
21 Travel, conferences, and meetings	7,457			7,457
22 Printing and publications				
23 Other expenses (attach schedule)	211,261			211,261
24 Total operating and administrative expenses. Add lines 13 through 23	1,925,413	661,490		1,155,537
25 Contributions, gifts, grants paid	6,080,108			5,893,359
26 Total expenses and disbursements. Add lines 24 and 25	8,005,521	661,490		7,048,896
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	533,481			
b Net investment income (if negative, enter -0-)		7,877,512		
c Adjusted net income (if negative, enter -0-)				

For Paperwork Reduction Act Notice, see instructions.

Cat No 11289X

Form 990-PF (2012)

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only. (See instructions.)		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing			
	2 Savings and temporary cash investments	8,960,212	12,854,222	12,854,222
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach schedule) ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments—U.S. and state government obligations (attach schedule)	2,477,221	1,912,513	1,943,538
	b Investments—corporate stock (attach schedule)	77,253,130	72,983,949	85,581,405
	c Investments—corporate bonds (attach schedule)	24,752,896	27,612,262	28,916,033
	11 Investments—land, buildings, and equipment: basis ▶			
Liabilities	Less: accumulated depreciation (attach schedule) ▶			
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)	11,378,712	10,282,830	13,631,152
	14 Land, buildings, and equipment: basis ▶			
	Less: accumulated depreciation (attach schedule) ▶	6,099	2,713	2,713
	15 Other assets (describe ▶ Rent Deposit)	5,000	5,000	5,000
	16 Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I)	124,833,270	125,653,489	142,934,063
	17 Accounts payable and accrued expenses			
	18 Grants payable	3,345,211	3,631,949	
	19 Deferred revenue			
Net Assets or Fund Balances	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)	3,345,211	3,631,949	
	Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	121,488,059	122,021,540	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 Total net assets or fund balances (see instructions)	121,488,059	122,021,540	
	31 Total liabilities and net assets/fund balances (see instructions)	124,833,270	125,653,489	

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	121,488,059
2 Enter amount from Part I, line 27a	2	533,481
3 Other increases not included in line 2 (itemize) ▶	3	
4 Add lines 1, 2, and 3	4	122,021,540
5 Decreases not included in line 2 (itemize) ▶	5	
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	122,021,540

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 See Schedule Attached					
b					
c					
d					
e					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
a					
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69					
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
a					
b					
c					
d					
e					
2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }			2	5,346,457	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8			3	704,279	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No
 If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2011	6,624,667	137,629,200	0.048134
2010	5,982,638	130,562,259	0.045822
2009	7,181,024	142,923,982	0.059729
2008	7,749,074	120,227,417	0.054218
2007	6,880,200	163,095,820	0.042185
2 Total of line 1, column (d)			2 .250088
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 .050018
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5			4 137,916,741
5 Multiply line 4 by line 3			5 6,898,320
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 78,775
7 Add lines 5 and 6			7 6,977,095
8 Enter qualifying distributions from Part XII, line 4 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.			8 7,048,896

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	78,775	
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2		
3	Add lines 1 and 2	3	78,775	
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4		
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5		
6	Credits/Payments:			
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a	109,705	
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	109,705	
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	30,930	
11	Enter the amount of line 10 to be: Credited to 2013 estimated tax 30,930 Refunded	11		

Part VII-A Statements Regarding Activities

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

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		✓
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		✓
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	✓	
Website address ► <u>www.colemanfoundation.org</u>				
14	The books are in care of ► <u>Trevor C. Davies</u>	Telephone no. ►	<u>312-902-7120</u>	
	Located at ► <u>651 W. Washington Blvd., Suite 306, Chicago, IL</u>	ZIP+4 ►	<u>60661-2134</u>	
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here.	►	☐	
	and enter the amount of tax-exempt interest received or accrued during the year	►	15	
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►			✓

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

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

		Yes	No
1a	During the year did the foundation (either directly or indirectly):		
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No		
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No		
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No		
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No		
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No		
	(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No		
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b	✓
	Organizations relying on a current notice regarding disaster assistance check here ► ☐		
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?	1c	✓
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a	At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? ☐ Yes ☒ No		
	If "Yes," list the years ► 20____, 20____, 20____, 20____		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions.)	2b	✓
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► 20____, 20____, 20____, 20____		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No		
b	If "Yes," did it have excess business holdings in 2012 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (<i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012.</i>)	3b	✓
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	✓
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?	4b	✓

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

- 5a** During the year did the foundation pay or incur any amount to:
- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☒ Yes ☐ No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No
- b** If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? **5b** ☐ ☒
- Organizations relying on a current notice regarding disaster assistance check here ☐
- c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☒ Yes ☐ No
- If "Yes," attach the statement required by Regulations section 53.4945–5(d).
- 6a** Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No
- b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** ☐ ☒
- If "Yes" to 6b, file Form 8870.
- 7a** At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No
- b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? **7b** ☐ ☐

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1 List all officers, directors, trustees, foundation managers and their compensation** (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
See Schedule Attached				

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Rosa Berardi				
651 W. Washington Blvd., Suite 306, Chicago IL. 60661	Program Manager	76,179	11,427	
Clark A. McCain				
651 W. Washington Blvd., Suite 306, Chicago IL. 60661	Program Manager	106,562	15,984	
All Employee listed work at least 40 Hours per Week				
Total number of other employees paid over \$50,000				0

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
C.S. McKee, L.P. One Gateway Center, Pittsburgh, PA 15222	Investment Management	97,039
Earnest Partners, LLC 1180 Peachtree Street, Suite 2300, Atlanta, GA 30309	Investment Management	123,792
Pinnacle Associates Ltd. 335 Madison Avenue, 11th Floor, New York, N.Y. 10017	Investment Management	115,744
Wasmer, Schroeder & Company 600 Fifth Avenue, Suite 210, Naples, FL 34102	Investment Management	65,719
Westfield Capital Management One Financial Management, Boston, MA 02111	Investment Management	65,978
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		
2		
3		
4		

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2

Amount

1		
2		
All other program-related investments. See instructions.		
3		
Total. Add lines 1 through 3		

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	139,957,098
b	Average of monthly cash balances	1b	49,927
c	Fair market value of all other assets (see instructions)	1c	9,971
d	Total (add lines 1a, b, and c)	1d	140,016,996
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	140,016,996
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	2,100,255
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	137,916,741
6	Minimum investment return. Enter 5% of line 5	6	6,895,837

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	6,895,837
2a	Tax on investment income for 2012 from Part VI, line 5	2a	78,775
b	Income tax for 2012. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	78,775
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	6,817,062
4	Recoveries of amounts treated as qualifying distributions	4	99,989
5	Add lines 3 and 4	5	6,917,051
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	6,917,051

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	7,048,895
b	Program-related investments—total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
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	7,048,895
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	78,775
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	6,969,668

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				6,917,051
2 Undistributed income, if any, as of the end of 2012:				
a Enter amount for 2011 only			6,595,248	
b Total for prior years: 20____, 20____, 20____		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: ► \$ 7,048,895				
a Applied to 2011, but not more than line 2a			6,595,248	
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				453,647
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 instructions			0	
f Undistributed income for 2012. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013				6,463,404
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	0			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)	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	0			
b Excess from 2009	0			
c Excess from 2010	0			
d Excess from 2011	0			
e Excess from 2012	0			

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

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

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

2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

Tax year	Prior 3 years			(e) Total
(a) 2012	(b) 2011	(c) 2010	(d) 2009	
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 $\frac{2}{3}$ of minimum investment return shown in Part X, line 6 for each year listed				
c "Support" alternative test—enter:				
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)				
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)				
(3) Largest amount of support from an exempt organization				
(4) Gross investment income				

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

1 Information Regarding Foundation Managers:

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

N/A

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

N/A

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

Check here ☐ 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:

SEE SCHEDULE ATTACHED

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 <i>Paid during the year</i> See Schedule Attached				
Total			▶ 3a	5,893,359
b <i>Approved for future payment</i> See Schedule Attached				
Total			▶ 3b	3,631,949

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions.)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1	Program service revenue:					
a						
b						
c						
d						
e						
f						
g	Fees and contracts from government agencies					
2	Membership dues and assessments					
3	Interest on savings and temporary cash investments					
4	Dividends and interest from securities			14	3,142,261	
5	Net rental income or (loss) from real estate:					
a	Debt-financed property					
b	Not debt-financed property					
6	Net rental income or (loss) from personal property					
7	Other investment income					
8	Gain or (loss) from sales of assets other than inventory			18	5,346,457	
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory					
11	Other revenue: a <u>Security Class Action Suits</u>			14	3,385	
b	<u>Brickman Fund V, LP</u>			14	46,899	
c						
d						
e						
12	Subtotal. Add columns (b), (d), and (e)				8,539,002	
13	Total. Add line 12, columns (b), (d), and (e)				13	8,539,002

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

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

[illegible]

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) | ✓ |
| | (2) Other assets | 1a(2) | ✓ |
| b | Other transactions: | | |
| | (1) Sales of assets to a noncharitable exempt organization | 1b(1) | ✓ |
| | (2) Purchases of assets from a noncharitable exempt organization | 1b(2) | ✓ |
| | (3) Rental of facilities, equipment, or other assets | 1b(3) | ✓ |
| | (4) Reimbursement arrangements | 1b(4) | ✓ |
| | (5) Loans or loan guarantees | 1b(5) | ✓ |
| | (6) Performance of services or membership or fundraising solicitations | 1b(6) | ✓ |
| c | Sharing of facilities, equipment, mailing lists, other assets, or paid employees | 1c | ✓ |
| d | If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received. | | |

[illegible]

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

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

**Sign
Here**

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

Theron C. Daniels
Signature of officer or trustee

8/6/13
Date

Treasurer
Title

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

**Paid
Preparer
Use Only**

Print/Type preparer's name

Preparer's signature _____

Date

Check ☐ if self-employed

PTIN

A.T. Ruzicka PR

[Signature]

8-5-B

Firm's name ▶ *Ruzicka & Associates, Ltd*

Firm's EIN ▶ 36-3182496

Phone no 847-446-6403

THE COLEMAN FOUNDATION, INC.
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		Part 1 Column (a) Amount Paid Per Books	Part 1 Column (b) Net Investment Income	Part 1 Column (d) Disbursements Charitable Purpose
PAGE 1, Part 1 - LINE 11 - Other Income:				
Securities Class Action Suits		\$ 3,385	\$ 3,385	
Brickman Fund V, L.P. (Loss)		\$ 46,899	\$ 46,899	
Total Part 1, Line 16(b)		\$ 50,284	\$ 50,284	
PAGE 1, Part 1 - LINE 16(a) - Legal Fees:				
<u>Name of Provider</u>	<u>Type of Service Provided</u>			
Quarles & Brady LLC	General Legal Services	\$ 1,744		\$ 1,744
PAGE 1, Part 1 - LINE 16(b) - Accounting Fees:				
<u>Name of Provider</u>	<u>Type of Service Provided</u>			
Ruzicka & Associates	Auditing & Mgt. Advisory Service	\$ 9,654	\$ 4,827	\$ 4,827
Topal Foramn	General Computer Services	\$ 1,576		\$ 1,576
Microedge, Inc	General Computer Services	\$ 5,719		\$ 5,719
Computer Security Solutions	Computer Security Software	\$ 93		\$ 93
GuideStar	Nonprofit Financial Analysis	\$ 2,500		\$ 2,500
Total Part 1, Line 16(b)		\$ 19,542	\$ 4,827	\$ 14,715
PAGE 1, Part 1 - LINE 16(c) - Other Professional Fees				
<u>Name of Provider</u>	<u>Type of Service Provided</u>			
Private Bank	Bank Services and Custody Charges	\$ 45,659	\$ 45,659	
Wanzenberg Partners LLC	Investment Performance Services	\$ 18,500	\$ 18,500	
C S McKee, L P	Investment Management Services	\$ 97,039	\$ 97,039	
Earnest Partners, LLC	Investment Management Services	\$ 123,792	\$ 123,792	
Westfield Capital Management	Investment Management Services	\$ 65,978	\$ 65,978	
Wasmer, Schroeder & Company, Inc.	Investment Management Services	\$ 65,719	\$ 65,719	
Pinnacle Associates Ltd.	Investment Management Services	\$ 115,744	\$ 115,744	
Dana Investment Advisors, Inc.	Investment Management Services	\$ 24,388	\$ 24,388	
Total Part 1, Line 16(c)		\$ 556,819	\$ 556,819	\$ -
PAGE 1, Part 1 - LINE 18 - Taxes				
Federal Excise Tax		\$ 105,000		
Payroll Taxes		\$ 36,791	\$ 4,577	\$ 32,214
Total Part 1, Line 18		\$ 141,791	\$ 4,577	\$ 32,214
PAGE 1, Part 1 - LINE 23 - Other Expenses:				
Dues & Memberships		\$ 23,918		\$ 23,918
Electricity		\$ 2,652		\$ 2,652
Insurance		\$ 9,643		\$ 9,643
Meals		\$ 1,566		\$ 1,566
Office Supplies		\$ 4,667		\$ 4,667
Website/Internet Expense		\$ 7,563		\$ 7,563
Postage		\$ 2,517		\$ 2,517
Program Support		\$ 152,932		\$ 152,932
Seminars Fee Expense		\$ 1,300		\$ 1,300
Telephone		\$ 4,503		\$ 4,503
Total Part 1, Line 23		\$ 211,261	\$ -	\$ 211,261

THE COLEMAN FOUNDATION, INC.

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PAGE 1 - LINE 19 - Depreciation:

<u>Description</u>	<u>Date</u> <u>Acquired</u>	<u>Cost</u>	<u>Depreciation</u> <u>Prior Years</u>	<u>Method</u>	<u>Life</u>	<u>Depreciation</u> <u>This Year</u>
Office Furniture	1992/93	29,396.90	29,396.90	SL	5 YRS	0.00
Office Furniture	1994	2,551.06	2,551.06	SL	5 YRS	0.00
Office Furniture	1998	359.00	359.00	SL	5 YRS	0.00
Office Furniture	1999	1,723.00	1,723.00	SL	5 YRS	0.00
Office Furniture	2001	699.00	699.00	SL	5 YRS	0.00
Office Furniture (Telephone)	2002	7,246.35	7,246.35	SL	5 YRS	0.00
Office Furniture	2005	943.93	943.93	SL	5 YRS	0.00
Office Furniture	2006	5,561.82	5,561.82	SL	5 YRS	0.00
		<u>48,481.06</u>	<u>48,481.06</u>			<u>0.00</u>
Computer Equipment	2001	1,719.50	1,719.50	SL	5 YRS	0.00
Computer Equipment	2002	7,412.58	7,412.58	SL	5 YRS	0.00
Computer Equipment	2003	3,754.76	3,754.76	SL	5 YRS	0.00
Computer Equipment	2004	1,819.99	1,819.99	SL	5 YRS	0.00
Computer Equipment	2005	3,340.27	3,340.27	SL	5 YRS	0.00
Computer Equipment	2006	1,647.52	1,647.52	SL	5 YRS	0.00
Computer Equipment	2007	10,533.00	9,477.00	SL	5 YRS	1,056.00
Computer Equipment	2008	9,071.75	6,350.26	SL	5 YRS	1,814.36
Computer Equipment	2011	2,579.95	258.00	SL	5 YRS	515.99
		<u>41,879.32</u>	<u>35,779.88</u>			<u>3,386.35</u>
Totals		<u>90,360.38</u>	<u>84,260.94</u>			<u>3,386.35</u>

THE COLEMAN FOUNDATION, INC

36-3025967

FORM 990-PF - 2012

PART II - BALANCE SHEET

Line 10(a) - U. S. and State Government Securities -

<u>U. S. and State Government Securities -</u>	<u>Due Date</u>	<u>Par</u>	<u>Book Value</u>	<u>Market Value</u>
FREDDIE MAC POOL #G01783 6.5%	2/1/2035	\$ 116,521	\$ 124,720.58	\$ 133,799.32
FREDDIE MAC POOL #G00936 8.5%	8/1/2027	\$ 46,216	\$ 51,732.68	\$ 56,919.53
FREDDIE MAC POOL #G12334 5%	9/1/2021	\$ 18,951	\$ 18,358.04	\$ 20,410.16
FREDDIE MAC POOL #G12895 6%	11/1/2022	\$ 33,029	\$ 34,651.18	\$ 36,312.37
FED HOME LN MTG CORP POOL #E01010 7%	7/1/2016	\$ 67,816	\$ 73,558.64	\$ 73,500.08
FGCI POL #B13908 5.5%	5/1/2019	\$ 22,539	\$ 22,927.38	\$ 24,465.65
FEDERAL FARM CREDIT BANK 4.71%	3/6/2015	\$ 200,000	\$ 206,416.28	\$ 219,016.00
FANNIE MAE .875%	8/28/2017	\$ 200,000	\$ 200,119.50	\$ 200,576.00
FNCT POOL# 256297 6%	6/1/2016	\$ 30,159	\$ 31,306.14	\$ 31,569.49
FNMA POOL# 257369 5.5%	9/1/2018	\$ 58,128	\$ 59,744.86	\$ 62,472.18
FNMA POOL# 555816 6.5%	4/1/2018	\$ 48,725	\$ 51,438.50	\$ 52,128.87
FNMA POOL# AL0471 5.5%	7/1/2025	\$ 201,750	\$ 219,529.06	\$ 217,234.15
FNMA POOL# AO4073 2.5%	5/1/2027	\$ 460,796	\$ 479,372.05	\$ 482,204.79
FNMA POOL# 725169 8%	3/1/2013	\$ 94	\$ 113.38	\$ 94.17
FNMA POOL# 725194 6%	12/1/2018	\$ 31,187	\$ 32,512.72	\$ 33,144.35
FANNIE MAE POOL# 889383 6.5%	3/1/2023	\$ 46,277	\$ 51,834.27	\$ 49,509.18
FNMA POOL# 995400 7%	6/1/2023	\$ 229,394	\$ 254,177.64	\$ 250,181.36
Total U. S. and State Government Securities, Line 10(a)			<u>\$ 1,912,512.90</u>	<u>\$ 1,943,537.65</u>

Line 10(b) Corporate Stocks and Securities:**Corporate Stocks**

	<u>Shares</u>	<u>Book Value</u>	<u>Market Value</u>
AAR CORP.	14,350	\$ 281,369.65	\$ 268,058.00
AFLAC INC	5,200	\$ 273,439.92	\$ 276,224.00
AGCO CORP	2,850	\$ 133,690.37	\$ 139,992.00
AMC NETWORKS INC A	2,350	\$ 49,372.98	\$ 116,325.00
AT&T INC	26,050	\$ 713,095.04	\$ 878,145.50
ABBOTT LABORATORIES	4,560	\$ 285,243.23	\$ 298,680.00
AGILENT TECHNOLOGIES INC	8,400	\$ 325,285.14	\$ 343,896.00
ALLEGHENY TECHNOLOGIES INC	4,900	\$ 263,861.93	\$ 148,764.00
ALLIANCE DATA SYS CORP	1,500	\$ 189,632.55	\$ 217,140.00
ALLSTATE CORP	9,625	\$ 223,262.59	\$ 386,636.25
AMAZON.COM	1,000	\$ 184,545.48	\$ 250,870.00
AMERICAN CAPITAL AGENC	8,200	\$ 254,578.38	\$ 236,980.00
AMERICAN EXPRESS CO	9,200	\$ 394,976.44	\$ 528,816.00
AMERICAN TOWER CORP	8,200	\$ 367,196.14	\$ 633,614.00
AMERISOURCEBERGEN CORP	14,500	\$ 325,845.75	\$ 626,110.00
AMGEN INC	3,690	\$ 311,316.44	\$ 318,078.00
APACHE CORP	5,950	\$ 297,551.82	\$ 467,075.00
APPLE INC	2,450	\$ 528,616.35	\$ 1,303,823.61
ARRIS GROUP INC	10,800	\$ 103,795.83	\$ 161,352.00
ASTORIA FINL CORP	14,435	\$ 222,415.13	\$ 135,111.60
ATEMEL CORP	42,399	\$ 205,623.18	\$ 277,713.45
AUTODESK INC	6,225	\$ 228,951.22	\$ 220,053.75
AVNET INC	7,700	\$ 192,911.45	\$ 235,697.00
BCE INC	3,480	\$ 140,155.96	\$ 149,431.20
BALL CORPORATION	3,000	\$ 133,955.10	\$ 134,250.00
BANK NEW YORK MELLON CORP	15,700	\$ 505,861.26	\$ 403,490.00
BAXTER INTERNATIONAL INC.	9,500	\$ 437,950.38	\$ 633,270.00
BEAM INC	5,650	\$ 301,921.31	\$ 345,158.50
BELO CORP	22,500	\$ 93,737.35	\$ 172,575.00
BLACKROCK INC	600	\$ 117,325.98	\$ 124,026.00
BORG WARNER INC	11,150	\$ 660,972.29	\$ 798,563.00
BRINK'S CO	3,800	\$ 78,494.93	\$ 108,414.00
CAE INC	17,100	\$ 133,072.16	\$ 173,565.00
CBS CORP (NEW) CL B	16,400	\$ 547,169.84	\$ 624,020.00
CMS ENERGY CORP	7,400	\$ 175,861.00	\$ 180,412.00
CVS CAREMARK CORPORATION	6,200	\$ 275,332.00	\$ 299,770.00
CABLEVISION SYSTEMS CORP NY GROUP	14,900	\$ 208,442.51	\$ 222,606.00
CABOT MICROELECTRONICS CORP	4,500	\$ 211,812.56	\$ 159,795.00
CAMECO CORP	16,000	\$ 465,689.35	\$ 315,520.00
CAREFUSION CORPORATION	11,060	\$ 317,062.55	\$ 316,094.80
CASH AMERICA INTERNATIONAL INC	6,150	\$ 268,786.48	\$ 243,970.50
CATERPILLAR INC	1,660	\$ 172,475.33	\$ 148,750.11
CENTENE CORP	7,200	\$ 209,822.40	\$ 295,200.00
CHEVRON CORPORATION	10,300	\$ 713,905.13	\$ 1,113,842.00
CINCINNATI BELL INC	60,600	\$ 225,533.15	\$ 332,088.00
CISCO SYSTEMS INC	31,340	\$ 573,485.69	\$ 615,812.20
COGNEX CORPORATION	3,500	\$ 61,002.47	\$ 128,765.35
CONAGRA FOODS INC	4,700	\$ 138,652.82	\$ 138,650.00
CONOCOPHILLIPS	12,400	\$ 664,007.29	\$ 719,076.00
COVANCE INC	3,960	\$ 219,724.31	\$ 228,769.20
CUMMINS INC	11,300	\$ 674,683.61	\$ 1,224,355.00
DR HORTON INC	16,850	\$ 270,475.22	\$ 333,293.00
DARDEN RESTAURANTS INC	4,175	\$ 178,462.48	\$ 188,167.25

Line 10(b) Corporate Stocks and Securities:

<u>Corporate Stocks</u>	<u>Shares</u>	<u>Book Value</u>	<u>Market Value</u>
DEERE & CO	5,700	\$ 423,716.49	\$ 492,594 00
DIEBOLD INC	2,900	\$ 74,054.01	\$ 88,769 00
DISCOVER FINL SVCS	7,400	\$ 249,201.85	\$ 285,270 00
DISCOVERY COMM INC NEW SER C	9,150	\$ 166,161.23	\$ 535,275.00
DODGE & COX INTERNATIONAL STOCK FUND	408,283	\$ 16,031,620.34	\$ 14,142,927 87
DOVER CORPORATION	9,150	\$ 374,529 28	\$ 601,246.50
EMC CORP. MASS	23,300	\$ 506,657.45	\$ 589,490.00
EASTMAN CHEMICAL CO.	10,910	\$ 472,915.98	\$ 742,425.50
EATON VANCE CORP	6,830	\$ 191,613.33	\$ 217,535 50
EBAY INC	10,600	\$ 246,592.04	\$ 540,575 62
ENTEGRIS INC	22,979	\$ 211,551.67	\$ 210,947 22
EXPRESS SCRIPTS HOLDING CO	7,700	\$ 395,226.37	\$ 415,800.00
EXXON MOBIL CORP	3,200	\$ 273,281.10	\$ 276,960 00
FLIR SYSTEMS INC	10,920	\$ 275,327 07	\$ 243,687 44
FIFTH THIRD BANCORP	19,000	\$ 273,012.14	\$ 288,800 00
FOOT LOCKER INC	7,600	\$ 243,391 40	\$ 244,112 00
FREEMPORT-MCMORAN COPPER & GOLD INC	16,830	\$ 549,476 04	\$ 575,586 00
GANNETT CO INC.	20,500	\$ 275,029.97	\$ 369,205 00
GENERAL ELECTRIC CO	69,530	\$ 954,492 94	\$ 1,459,434.70
GLOBAL PAYMENTS INC	5,090	\$ 204,290.64	\$ 230,577 00
GOLDMAN SACHS GROUP INC	3,100	\$ 413,270.40	\$ 395,436 00
GOOGLE INC	1,630	\$ 821,621.11	\$ 1,153,029.40
HALLIBURTON CO	11,300	\$ 406,370.21	\$ 391,997 00
HARMONIC INC	23,900	\$ 167,950.67	\$ 121,173 00
HARSCO CORPORATION	6,330	\$ 225,331.66	\$ 148,755 00
HELIX ENERGY SOLUTIONS GROUP INC	18,000	\$ 295,938.74	\$ 371,520 00
HELMERICH & PAYNE INC	5,400	\$ 142,927 86	\$ 302,454.00
HERSHEY COMPANY	12,190	\$ 659,954 33	\$ 880,361 80
HESS CORP	9,700	\$ 554,984.09	\$ 513,712 00
HEXCEL CORP	15,150	\$ 299,837 17	\$ 408,444 00
HOME DEPOT INC	5,000	\$ 261,408 95	\$ 309,250 00
HONEYWELL INTERNATIONAL INC	7,700	\$ 277,274 56	\$ 488,719 00
IAC/INTERACTIVECORP	3,200	\$ 53,327 81	\$ 151,174 40
IMMUNOGEN INC	6,200	\$ 49,892 80	\$ 79,050 00
INGREDION INC	3,080	\$ 176,999 90	\$ 198,444.40
INTEL CORP	17,050	\$ 309,751 31	\$ 351,571 00
IBM CORP	2,200	\$ 397,335 62	\$ 421,410 00
INTERNATIONAL PAPER CO.	5,000	\$ 172,327.05	\$ 199,200.00
INTERNATIONAL RECTIFIER CORP	7,355	\$ 219,458.20	\$ 130,404 15
INTUIT	4,800	\$ 199,202.29	\$ 285,481.92
ION GEOPHYSICAL CORP	12,900	\$ 135,498.71	\$ 83,979 00
ISIS PHARMACEUTICALS	12,000	\$ 156,433.49	\$ 125,280 00
JDS UNIPHASE CORP	8,700	\$ 113,231.37	\$ 117,450 00
JP MORGAN CHASE & CO	14,700	\$ 533,594.62	\$ 646,345 77
JANUS CAPITAL GROUP INC	13,800	\$ 105,975.41	\$ 117,576 00
JEFFERIES GROUP INC	9,145	\$ 237,732.06	\$ 169,822 65
JOY GLOBAL INC	3,374	\$ 207,680.16	\$ 215,193 72
KLA-TENCOR CORP	3,540	\$ 188,229.94	\$ 169,070 40
KANSAS CITY SOUTHERN INDS INC NEW	4,000	\$ 64,166.12	\$ 333,920 00
KEYCORP NEW	25,600	\$ 217,187.11	\$ 215,552 00
KIMBERLY-CLARK CORP	3,200	\$ 267,296.00	\$ 270,176 00

Line 10(b) Corporate Stocks and Securities:**Corporate Stocks**

	<u>Shares</u>	<u>Book Value</u>	<u>Market Value</u>
KOHL'S CORP	5,800	\$ 317,999.71	\$ 249,284 00
KROGER CO.	11,400	\$ 274,092.63	\$ 296,628 00
LSI CORPORATION	25,300	\$ 106,815.92	\$ 178,871.00
LABORATORY CORP OF AMERICA HOLDINGS	3,850	\$ 150,645.88	\$ 333,487 00
LAM RESEARCH CORP	13,187	\$ 368,140.40	\$ 476,446 31
LAS VEGAS SANDS CORP	18,250	\$ 446,136.08	\$ 842,420 00
LEVEL 3 COMMUNICATIONS INC	7,846	\$ 116,630.67	\$ 181,321 06
LIBERTY MEDIA CORP	2,300	\$ 27,257.76	\$ 266,823 00
LOCKHEED-MARTIN CORP	1,900	\$ 168,639.44	\$ 175,351 00
MACY'S INC	7,000	\$ 234,584.08	\$ 273,140 00
MADISON SQUARE GARDEN COMPANY	2,350	\$ 35,296.72	\$ 104,222.50
MARATHON PETROLEUM CORP	5,200	\$ 226,396.30	\$ 327,600 00
MASCO CORPORATION	14,350	\$ 216,401.83	\$ 239,071.00
MASTERCARD INC CLA	1,320	\$ 371,978.03	\$ 648,489 60
MATTEL INC	7,400	\$ 252,760.05	\$ 270,988 00
MCDERMOTT INTL INC	7,400	\$ 81,451.80	\$ 81,548 00
MEADWESTVACO CORP	4,800	\$ 101,022.36	\$ 152,976 00
MEDICAL PROPERTIES TRUST INC	16,200	\$ 196,738 45	\$ 193,752 00
MEDICINES COMPANY	3,100	\$ 67,786.32	\$ 74,307.00
MEDNAX INC	2,584	\$ 205,045.28	\$ 205,479.68
MICROSOFT CORP	38,900	\$ 1,023,068.62	\$ 1,039,007 33
MOOG INC CLASS A	5,000	\$ 194,061.33	\$ 205,150 00
MOSAIC CO	12,100	\$ 596,771.91	\$ 685,223.00
MYLAN INC	11,200	\$ 306,623 52	\$ 307,440 00
MYRIAD GENETICS INC	8,100	\$ 154,103.88	\$ 220,725 00
NII HOLDINGS INC CL B	9,800	\$ 161,173.35	\$ 69,874 00
NEWFIELD EXPLORATION COMPANY	6,600	\$ 381,226.46	\$ 176,748.00
NEXTERA ENERGY INC	10,200	\$ 468,312.80	\$ 705,738 00
NORTH AMERICAN ENERGY PARTNERS	6,900	\$ 66,998 27	\$ 23,460 00
OCCIDENTAL PETROLEUM CORPORATION	6,800	\$ 570,187.16	\$ 520,948 00
OIL STATES INTERNATIONAL INC.	3,400	\$ 266,468.20	\$ 243,236 00
ONEOK INC	8,170	\$ 160,351.71	\$ 349,267 50
ONYX PHARMACEUTICALS INC.	5,300	\$ 142,636 66	\$ 400,309 00
ORACLE CORP CORPORATION	20,200	\$ 656,622.53	\$ 673,064 00
PALL CORPORATION PALL CORPORATION	6,300	\$ 178,135.29	\$ 379,638 00
PHILIP MORRIS INTL INC	6,700	\$ 300,330.24	\$ 560,388 00
PHILLIPS 66	1,250	\$ 45,075.27	\$ 66,375 00
PRECISION CASTPARTS CORP	5,480	\$ 529,265.32	\$ 1,038,021 60
PROCTER & GAMBLE CO	5,950	\$ 388,381.49	\$ 403,945 50
PROTECTIVE LIFE CORP	6,430	\$ 124,619.29	\$ 183,769 40
PUBLIC SERVICE ENTERPRISE GROUP INC	14,000	\$ 402,757.75	\$ 428,400 00
PULTE CORP	27,475	\$ 293,382.48	\$ 498,946 00
QUEST DIAGNOSTICS INC DIAGNOSTICS INC	8,780	\$ 505,803.56	\$ 511,610 60
RTI INTL METALS INC	6,100	\$ 180,989.40	\$ 168,116 00
RF MICRO DEVICES INC	33,850	\$ 173,056.61	\$ 151,648 00
RAYMOND JAMES FINANCIAL INC	11,285	\$ 253,241.04	\$ 434,811 05
REGENERON PHARMACEUTICALS	4,300	\$ 77,950.28	\$ 735,601 00
REINSURANCE GROUP AMER INC CL A	4,480	\$ 199,883 74	\$ 239,769.60
REPUBLIC SERVICES INC	12,050	\$ 350,859.85	\$ 353,426 50
ROBERT HALF INTERNATIONAL INC	4,600	\$ 130,895.00	\$ 146,372.00
SBA COMMUNICATIONS CORP	5,600	\$ 195,864.00	\$ 397,488 00

Line 10(b) Corporate Stocks and Securities:**Corporate Stocks**

	<u>Shares</u>	<u>Book Value</u>	<u>Market Value</u>
SAKS INC	11,900	\$ 121,670.74	\$ 125,069.00
SANDISK CORP	8,400	\$ 419,065.72	\$ 365,400.00
THE SCOTTS MIRACLE-GRO CO.	3,005	\$ 123,684.90	\$ 132,370.25
SEACHANGE INTERNATIONAL INC.	17,300	\$ 125,725.82	\$ 167,291.00
SEALED AIR CORP NEW	10,950	\$ 199,759.56	\$ 191,734.50
SEATTLE GENETICS INC	9,100	\$ 83,978.79	\$ 210,847.00
SHAW GROUP INC	4,400	\$ 146,355.88	\$ 205,084.00
SINCLAIR BROADCAST GROUP INC	15,500	\$ 79,923.10	\$ 195,610.00
SNAP-ON INC.	3,570	\$ 126,534.13	\$ 281,994.30
SOTHEBY'S	5,600	\$ 180,516.17	\$ 188,272.00
SOUTH JERSEY INDUSTRIES INC.	3,950	\$ 177,482.97	\$ 198,803.50
STILLWATER MINING CO	16,000	\$ 124,711.55	\$ 204,480.00
SWIFT ENERGY CO.	8,650	\$ 271,586.63	\$ 133,123.50
SYNOPSIS INC	7,150	\$ 182,299.55	\$ 227,623.11
TW TELECOM INC	11,000	\$ 167,236.99	\$ 280,170.00
TEL & DATA SYS INC.	4,800	\$ 119,200.32	\$ 106,272.00
TIME WARNER CABLE INC.	5,000	\$ 261,284.00	\$ 485,950.00
TIMKEN CO	6,830	\$ 228,392.17	\$ 326,678.90
TRIMBLE NAV LTD	8,600	\$ 230,839.48	\$ 514,108.00
TRIQUINT SEMICONDUCTOR INC	23,700	\$ 120,215.25	\$ 114,471.00
TRUSTMARK CORP	7,650	\$ 185,227.48	\$ 171,819.00
US BANCORP NEW	19,650	\$ 582,566.73	\$ 627,621.00
UNIFI INC	7,200	\$ 67,760.12	\$ 93,672.00
UNION PACIFIC CORP	1,600	\$ 170,159.68	\$ 201,152.00
UNITED BANKSHARES INC	6,850	\$ 178,381.82	\$ 166,729.00
UNITED NATURAL FOODS	4,600	\$ 192,820.16	\$ 246,514.00
US CELLULAR CORP UNITED STATES	3,100	\$ 160,124.89	\$ 109,244.00
US STEEL CORP	2,800	\$ 148,089.74	\$ 66,780.00
UNITED TECHNOLOGIES CORP	5,950	\$ 330,668.33	\$ 487,959.50
UNITED HEALTH GROUP	5,620	\$ 312,916.72	\$ 304,828.80
VALERO ENERGY CORP	20,750	\$ 497,704.02	\$ 707,990.00
VALSPAR CORP	12,585	\$ 318,350.20	\$ 785,304.00
VERIZON COMMUNICATIONS	3,720	\$ 139,760.40	\$ 160,964.40
VISHAY INTERTECHNOLOGY INC	13,700	\$ 136,297.80	\$ 145,631.00
WGL HOLDINGS INC	5,150	\$ 186,807.51	\$ 201,828.50
WADDELL & REED FINANCIAL INC CL A	5,500	\$ 90,150.44	\$ 191,510.00
WAL-MART STORES INC	13,700	\$ 758,628.75	\$ 934,751.00
WATSON PHARMACEUTICALS INC	5,200	\$ 140,683.92	\$ 447,200.00
WELLS FARGO & COMPANY	38,060	\$ 1,073,991.77	\$ 1,300,890.80
WHITING PETROLEUM CORP	3,900	\$ 239,323.59	\$ 169,143.00
WYNDHAM WORLDWIDE CORP	5,100	\$ 241,934.28	\$ 271,371.00
XCEL ENERGY INC	6,400	\$ 169,022.08	\$ 170,944.00
XILINX INC.	6,650	\$ 203,295.90	\$ 238,475.65
INGERSOLL-RAND PLC	4,600	\$ 206,034.00	\$ 220,616.00
LAZARD LTD	3,800	\$ 133,782.85	\$ 113,392.00
NABORS INDUSTRIES LTD	9,450	\$ 184,128.52	\$ 136,552.50
ORIENT EXPRESS HOTELS LTD A	28,800	\$ 290,470.34	\$ 336,672.00
ROWAN COS PLC	7,300	\$ 199,864.78	\$ 228,271.00
SEADRILL LTD	6,600	\$ 266,710.62	\$ 242,880.00
SEAGATE TECHNOLOGY PLC	7,400	\$ 197,466.78	\$ 225,108.00
WARNER CHILCOTT PLC	33,340	\$ 755,322.39	\$ 401,413.60

Line 10(b) Corporate Stocks and Securities:**Corporate Stocks**

	<u>Shares</u>	<u>Book Value</u>	<u>Market Value</u>
ACE LTD	3,000	\$ 218,691 02	\$ 239,400.00
FOSTER WHEELER AG	15,200	\$ 336,302.06	\$ 369,664 00
INTERXION HOLDINGS NV	5,200	\$ 66,820 49	\$ 123,552 00
ROYAL CARIBBEAN CRUISES LTD	11,100	\$ 230,577 53	\$ 377,400 00
FLEXTRONICS INTL LTD	25,775	\$ 180,989.51	\$ 160,062 75
Total Corporate Stocks and Securities, Line 10(b)		<u>\$72,983,948 64</u>	<u>\$85,581,405.02</u>

THE COLEMAN FOUNDATION, INC.

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PART II - BALANCE SHEET

<u>Line 10(c) - Corporate Bonds Securities -</u>	<u>Due Date</u>	<u>Par</u>	<u>Book Value</u>	<u>Market Value</u>
AT&T INC 2.5%	8/15/2015	\$ 200,000	\$ 202,504.09	\$ 208,516.00
ALLSTATE LIFE GLB FN TRST 5.375%	4/30/2013	\$ 200,000	\$ 199,874.00	\$ 203,312.00
ALUM ROCK CA UN ELEM SCH -SER B 5.15%	6/1/2015	\$ 200,000	\$ 200,000.00	\$ 201,796.00
AMERICAN EXPRESS CREDIT CO 2.8%	9/19/2016	\$ 250,000	\$ 265,912.50	\$ 264,512.50
AMERICAN INTERNATIONAL GROUP 4.875%	6/1/2022	\$ 250,000	\$ 256,037.64	\$ 285,405.00
AMERICAN MUN PWR OHIO SER A 3.944%	2/15/2015	\$ 200,000	\$ 200,586.42	\$ 209,136.00
ARIZONA BRD REGENTS UNIV SYS SER B 1.29%	6/1/2015	\$ 225,000	\$ 225,000.00	\$ 226,388.25
BHP BILLITON FIN USA LTD 6.5%	4/1/2019	\$ 150,000	\$ 165,983.29	\$ 191,295.00
BP CAPITAL MARKETS PLC 3.875%	3/10/2015	\$ 250,000	\$ 258,511.16	\$ 266,337.50
BP CAPITAL MARKETS PLC 4.742%	3/11/2021	\$ 300,000	\$ 354,444.00	\$ 351,309.00
BANK OF AMERICA CORP 6.5%	8/1/2016	\$ 350,000	\$ 370,695.70	\$ 404,166.00
BANK OF NEW YORK MELLON 3.55%	9/23/2021	\$ 200,000	\$ 199,866.00	\$ 217,912.00
BEAR STEARNS COMM MTG AAB 5.87705%	9/11/2038	\$ 173,282	\$ 178,805.79	\$ 175,809.04
BEAR STEARNS COMM MTG A2 5.85268%	6/11/2040	\$ 403,632	\$ 417,759.47	\$ 413,482.58
BECTON DICKINSON & CO. 5%	5/15/2019	\$ 250,000	\$ 299,887.50	\$ 296,327.50
BERKSHIRE HATHAWAY 3.75%	8/15/2021	\$ 250,000	\$ 248,557.50	\$ 275,390.00
BLACKROCK INC 6.25%	9/15/2017	\$ 125,000	\$ 124,962.50	\$ 152,761.25
BROWARD CNTY FL WTR & SWR SER C 1.06%	10/1/2015	\$ 205,000	\$ 205,000.00	\$ 206,441.15
CME GROUP INC 5.75%	2/15/2014	\$ 200,000	\$ 205,579.82	\$ 211,210.00
CA CMNTY COLL FING AUTH LEASE REV 5.097%	6/1/2020	\$ 200,000	\$ 200,000.00	\$ 215,202.00
CA ST BUILD AM BONDS-TXB-VAR PURP 7.5%	4/1/2034	\$ 125,000	\$ 130,715.03	\$ 173,843.75
CA ST PUB WKS PUB WKS BRD LEASE 3.624%	3/1/2014	\$ 150,000	\$ 150,000.00	\$ 152,827.50
CA ST UNIV REV SER B 2.785%	11/1/2022	\$ 150,000	\$ 150,000.00	\$ 152,538.00
CATERPILLAR FINANCIAL SERV 6.125%	2/17/2014	\$ 100,000	\$ 100,131.61	\$ 106,615.00
CLARK CNTY NEV BUILD AM BONDS-SER B 4.2%	11/1/2013	\$ 100,000	\$ 100,876.94	\$ 102,781.00
COMCAST CORP 5.15%	3/1/2020	\$ 250,000	\$ 252,204.09	\$ 296,315.00
COMMONWEALTH FING AUTH PA REV 3.733%	6/1/2014	\$ 215,000	\$ 219,810.95	\$ 223,503.25
COMMONWEALTH FING AUTH PA REV 5.133%	6/1/2019	\$ 200,000	\$ 233,312.00	\$ 230,288.00
CONNECTICUT ST SER A 4.55%	3/15/2016	\$ 200,000	\$ 200,000.00	\$ 221,882.00
CREDIT SUISSE MTG CAPITAL A2 5.8588%	3/15/2039	\$ 237,056	\$ 243,278.76	\$ 245,256.99
CUYAHOGA CNTY OH ECON DEV REV SER G 5%	12/1/2019	\$ 200,000	\$ 196,720.33	\$ 226,720.00
DEERE & CO 2.6%	6/8/2022	\$ 175,000	\$ 174,555.50	\$ 177,205.00
DOUGLAS CNTY NEV SCH DIST 6.421%	4/1/2027	\$ 200,000	\$ 200,000.00	\$ 229,532.00
DURHAM NC CTFS PARTN 6.4%	6/1/2023	\$ 150,000	\$ 151,082.87	\$ 153,208.50
ENERGY NORTHWEST WA ELEC SER C 1.264%	7/1/2015	\$ 240,000	\$ 240,000.00	\$ 241,437.60
FLORIDA ST DEPT ENVIR REV 7.045%	7/1/2029	\$ 150,000	\$ 153,402.77	\$ 175,633.50
FORT LAUDERDALE FL SPL OBLG 3.024%	1/1/2020	\$ 350,000	\$ 350,000.00	\$ 350,616.00
FRESNO CNTY CA SER A 4.658%	8/15/2018	\$ 150,000	\$ 134,003.88	\$ 156,510.00
GAINESVILLE FL UTILS SYS REV SER-A 4.49%	10/1/2014	\$ 55,000	\$ 56,149.68	\$ 58,265.90
GENERAL ELECTRIC CAP CORP 5.625%	5/1/2018	\$ 350,000	\$ 366,680.61	\$ 415,635.50
GOLDMAN SACHS GROUP INC 6%	6/15/2020	\$ 250,000	\$ 271,048.47	\$ 297,052.50
GREATER ARIZ SER A 6.848%	8/1/2019	\$ 100,000	\$ 101,007.03	\$ 119,796.00
HEWLETT PACKARD CO 2.35%	3/15/2015	\$ 300,000	\$ 299,931.00	\$ 301,335.00
HONEYWELL INTERNATIONAL 5.3%	3/1/2018	\$ 250,000	\$ 277,964.37	\$ 298,845.00
ILLINOIS HSG DEV AUTH MULTI -SER H 5.408%	1/1/2013	\$ 200,000	\$ 200,000.00	\$ 200,000.00
ILLINOIS ST TAXABLE 4.071%	1/1/2014	\$ 250,000	\$ 251,259.71	\$ 257,330.00
JP MORGAN CHASE & CO 3.7%	1/20/2015	\$ 165,000	\$ 166,193.05	\$ 173,725.20
JP MORGAN CHASE COMM MTG A3 5.447%	6/12/2047	\$ 190,453	\$ 201,761.03	\$ 196,967.33
JP MORGAN CHASE COMM MTG A3 6.288%	2/12/2051	\$ 249,340	\$ 260,950.23	\$ 259,315.43
LAS VEGAS NEV CITH HALL PROJ SER B 6.684%	9/1/2022	\$ 250,000	\$ 250,000.00	\$ 290,360.00
LOS ANGELES CALIF UNI SCH DIST 5.755%	7/1/2029	\$ 160,000	\$ 148,482.23	\$ 186,785.60

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PART II - BALANCE SHEET

<u>Line 10(c) - Corporate Bonds Securities -</u>	<u>Due Date</u>	<u>Par</u>	<u>Book Value</u>	<u>Market Value</u>
MERRILL LYNCH COMM MTG A2 5.331%	3/12/2051	\$ 433,839	\$ 449,294.44	\$ 445,581.65
MADISON WIS REDEV LEASE MONONA C 7.125% 10	10/1/2022	\$ 150,000	\$ 150,000.00	\$ 150,757.50
MERRILL LYNCH MTG TRUST A2 4.96%	7/12/2038	\$ 161,590	\$ 165,275.97	\$ 164,608.84
MERRILL LYNCH MTG TRUST A2 5.93426%	6/12/2050	\$ 278,998	\$ 283,270.58	\$ 283,930.00
METLIFE INC 6.817%	8/15/2018	\$ 115,000	\$ 115,806.24	\$ 144,873.55
METLIFE INC 4.75%	2/8/2021	\$ 210,000	\$ 212,897.68	\$ 243,835.20
MIAMI-DADE CNTY FL EDL FACS SER B 2.758%	4/1/2020	\$ 225,000	\$ 225,000.00	\$ 224,446.50
MINNESOTA ST HSG FIN AGY 6.51%	1/1/2032	\$ 155,000	\$ 157,817.44	\$ 162,568.65
MISSISSIPPI ST TAXABLE SER D 2.88%	11/1/2017	\$ 250,000	\$ 250,000.00	\$ 269,990.00
MORGAN STANLEY .60313%	1/9/2014	\$ 275,000	\$ 266,302.59	\$ 273,058.50
MORGAN STANLEY 5.625%	9/23/2019	\$ 250,000	\$ 258,285.38	\$ 282,745.00
MORGAN STANLEY CAPITAL CLASS A2 5.61%	4/15/2049	\$ 243,484	\$ 252,614.99	\$ 251,543.90
NASSAU CNTY NY INTERIM FIN SECD 1.776%	11/15/2018	\$ 250,000	\$ 250,000.00	\$ 251,362.50
NEBRASKA PUB PWR DIST REV SER A 5.14%	1/1/2014	\$ 200,000	\$ 200,000.00	\$ 208,210.00
NEW JERSEY ECONOMIC DEV AUTH 3.25%	6/15/2014	\$ 150,000	\$ 150,191.04	\$ 153,928.50
NEW YORK NY SUBSER I-2 5.96%	4/1/2016	\$ 150,000	\$ 153,047.05	\$ 174,769.50
NEW YORK NY CITY FIN AUTH REV 5.267%	5/1/2024	\$ 200,000	\$ 226,712.77	\$ 243,130.00
NEW YORK CITY HSG DEV SER E 1.44%	11/1/2016	\$ 160,000	\$ 160,000.00	\$ 159,702.40
NEW YORK ST ST PRESINCOME TAX B-2 6.45%	3/15/2018	\$ 150,000	\$ 150,000.00	\$ 173,424.00
NORTHERN WASCO CNTY 2.551%	12/1/2019	\$ 165,000	\$ 165,000.00	\$ 168,420.45
OAKLAND CALIF SER A-2 4.69%	1/1/2014	\$ 200,000	\$ 200,000.00	\$ 206,900.00
OHIO STATE DEV ASSISTANCE SER B 5.46%	10/1/2018	\$ 200,000	\$ 201,805.93	\$ 211,516.00
OHIO ST 4.48%	10/1/2018	\$ 200,000	\$ 200,000.00	\$ 229,380.00
PEPSICO INC 7.9%	11/1/2018	\$ 100,000	\$ 99,786.00	\$ 134,945.00
PETROBRAS INTL FIN CO 3.5%	2/6/2017	\$ 300,000	\$ 300,632.05	\$ 314,625.00
PHOENIX CIVIC IMPT CORP 2.648%	7/1/2019	\$ 250,000	\$ 250,000.00	\$ 254,592.50
PORT AUTH N Y & N J CONS-4.875%	6/15/2017	\$ 200,000	\$ 214,508.48	\$ 229,614.00
PRIVATEBANCORP IV 7.125%	10/30/2042	20,000	\$ 509,000.00	\$ 513,000.00
RILEY CNTY KANS SCH DIST # 383 SER C 4.88%	9/1/2016	\$ 100,000	\$ 100,000.00	\$ 113,555.00
RIO TINTO FIN USA LTD 2.5%	5/20/2016	\$ 250,000	\$ 248,765.00	\$ 260,982.50
SAN DIEGO CNTY CALIF SER A 5.648%	8/15/2016	\$ 150,000	\$ 151,993.55	\$ 168,591.00
SAN FRANCISCO CALIF CITY & CNTY 3.396%	5/1/2019	\$ 200,000	\$ 200,000.00	\$ 215,690.00
SAN LEANDRO PENSION OBLIG TAXABLE 3.62%	6/1/2018	\$ 150,000	\$ 150,000.00	\$ 153,795.00
SANTA CRUZ PENSION OBLIG 3.716%	6/1/2015	\$ 200,000	\$ 200,000.00	\$ 207,032.00
SIMON PROPERTY GROUP LP 4.2%	2/1/2015	\$ 125,000	\$ 124,751.25	\$ 132,562.50
SIMON PROPERTY GROUP LP 2.8%	1/30/2017	\$ 125,000	\$ 124,710.00	\$ 131,898.75
STATE STREET CORP 2.875%	3/7/2016	\$ 200,000	\$ 199,170.00	\$ 212,178.00
TEMPLETON GLOBAL BD FD-AD	N/A	517,887	\$ 6,779,029.47	\$ 6,908,606.38
TOTAL CAPITAL INTL SA 1.55%	6/28/2017	\$ 200,000	\$ 199,626.00	\$ 203,084.00
TUCSON ARIZ WTR SYS REVENUE TXBL 1.178%	7/1/2014	\$ 200,000	\$ 200,000.00	\$ 200,526.00
UNIVERSITY CINCINNATI GENRCPTS 4.716%	6/1/2020	\$ 240,000	\$ 240,000.00	\$ 265,771.20
VALDOSTA-LOWNDES CNTY GA 6.95%	2/1/2019	\$ 150,000	\$ 150,000.00	\$ 174,643.50
VERIZON COMMUNICATIONS 3%	4/1/2016	\$ 300,000	\$ 298,440.00	\$ 319,443.00
VERMONT MUN BD BK 4 17%	12/1/2019	\$ 215,000	\$ 215,000.00	\$ 237,108.45
VIRGINIA COLLEGE BLDG AUTH 3.875%	2/1/2017	\$ 200,000	\$ 204,412.76	\$ 221,014.00
VORNADO REALTY TRUST	N/A	2,500	\$ 62,500.00	\$ 67,700.00
WACHOVIA BANK COMMERCIAL MTG 5.93196%	6/15/2049	\$ 233,507	\$ 240,074.25	\$ 239,488.39
WASHINGTON ST HSG FIN COMMN 5.1%	7/20/2014	\$ 25,000	\$ 25,051.90	\$ 25,550.50
WASHOE CNTY NEV SCH DIST CONSTR 3.797%	5/1/2015	\$ 195,000	\$ 195,000.00	\$ 206,528.40
WELLS FARGO CAP XII 7.875%	N/A	3,000	\$ 75,000.00	\$ 75,990.00
Total Corporate Bond Securities, Line 10(c)			\$ 27,612,262.33	\$ 28,916,033.03

THE COLEMAN FOUNDATION, INC

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PART II - BALANCE SHEET

Line 13 - Investments-Other:

	<u>Book Value</u>	<u>Market Value</u>
Portfolio Advisors Private Equity Fund IV (Offshore), L.P	\$ 4,982,983	\$ 6,437,970
Portfolio Advisors Private Equity Fund V (Offshore), L P	\$ 2,899,864	\$ 3,637,065
Portfolio Advisors Private Equity Secondary Fund(Offshore), L P.	\$ 1,776,103	\$ 2,779,948
Brickman Fund V, L P	\$ 623,880	\$ 776,169
Total Investments - Other, Line 13	<u>\$ 10,282,830</u>	<u>\$ 13,631,152</u>

PAGE 3 - PART IV - CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME SHORT TERM

(A) KIND OF PROPERTY		(B) HOW ACQUIRED	(C) DATE ACQUIRED	(D) DATE SOLD	(E) GROSS SALES PRICE	(F) BASIS AND EXP OF SALE	(H) GAIN OR LOSS LONG TERM
STOCKS:							
TARGET CORP	910 Shares Common Stock	P	8/18/2011	1/4/2012	\$45,721.16	\$45,694.20	\$26.96
TARGET CORP	530 Shares Common Stock	P	8/18/2011	1/4/2012	\$26,664.85	\$26,613.10	\$51.75
TARGET CORP	270 Shares Common Stock	P	8/18/2011	1/4/2012	\$13,437.98	\$13,437.90	\$146.08
TARGET CORP	1,190 Shares Common Stock	P	8/18/2011	1/4/2012	\$59,870.13	\$59,453.11	\$417.02
TARGET CORP	1,660 Shares Common Stock	P	8/18/2011	1/4/2012	\$83,516.31	\$83,446.37	\$69.94
TARGET CORP	280 Shares Common Stock	P	8/22/2011	1/4/2012	\$14,087.09	\$14,145.10	-\$58.01
TARGET CORP	210 Shares Common Stock	P	8/22/2011	1/4/2012	\$10,529.22	\$10,608.82	-\$79.60
TARGET CORP	90 Shares Common Stock	P	8/22/2011	1/4/2012	\$4,512.52	\$4,551.12	-\$38.60
TARGET CORP	630 Shares Common Stock	P	9/19/2011	1/4/2012	\$31,587.66	\$32,945.03	-\$1,357.37
TARGET CORP	1,580 Shares Common Stock	P	9/19/2011	1/4/2012	\$79,219.83	\$82,902.92	-\$3,683.09
TARGET CORP	1,400 Shares Common Stock	P	9/21/2011	1/4/2012	\$70,194.79	\$73,297.42	-\$3,102.63
HARRIS CORPORATION DEL	2,200 Shares Common Stock	P	2/24/2011	1/9/2012	\$82,635.91	\$101,049.74	-\$18,413.83
ELI LILLY & CO	220 Shares Common Stock	P	9/13/2011	1/19/2012	\$8,827.35	\$8,061.90	\$765.45
ELI LILLY & CO	1,590 Shares Common Stock	P	9/13/2011	1/19/2012	\$63,797.68	\$58,026.57	\$5,771.11
ELI LILLY & CO	720 Shares Common Stock	P	9/13/2011	1/19/2012	\$28,915.00	\$26,276.18	\$2,638.82
ELI LILLY & CO	1,350 Shares Common Stock	P	9/13/2011	1/20/2012	\$53,926.20	\$49,267.85	\$4,658.35
ELI LILLY & CO	500 Shares Common Stock	P	9/13/2011	1/20/2012	\$19,972.66	\$18,281.40	\$1,691.26
HOME DEPOT INC	20 Shares Common Stock	P	11/29/2011	1/20/2012	\$894.28	\$776.60	\$117.68
LOWE'S COMPANIES INC	460 Shares Common Stock	P	12/2/2011	1/20/2012	\$12,250.39	\$11,110.24	\$1,140.15
LOWE'S COMPANIES INC	510 Shares Common Stock	P	12/2/2011	1/20/2012	\$13,581.96	\$12,411.41	\$1,170.55
ELI LILLY & CO	360 Shares Common Stock	P	9/14/2011	1/20/2012	\$14,376.32	\$13,357.22	\$1,019.10
ELI LILLY & CO	1,080 Shares Common Stock	P	9/14/2011	1/20/2012	\$43,149.17	\$40,071.67	\$3,077.50
ELI LILLY & CO	1,810 Shares Common Stock	P	9/14/2011	1/20/2012	\$71,925.48	\$67,157.16	\$4,768.32
HOME DEPOT INC	1,330 Shares Common Stock	P	11/29/2011	1/20/2012	\$59,162.98	\$51,643.77	\$7,519.21
LOWE'S COMPANIES INC	390 Shares Common Stock	P	12/2/2011	1/20/2012	\$10,328.41	\$9,491.08	\$837.33
LOWE'S COMPANIES INC	1,040 Shares Common Stock	P	12/2/2011	1/20/2012	\$27,542.41	\$25,229.46	\$2,312.95
BANK OF AMERICA CORP	103,100 Shares Common Stock	P	12/30/2011	1/23/2012	\$751,584.52	\$575,298.00	\$176,286.52
LOWE'S COMPANIES INC	1,570 Shares Common Stock	P	12/2/2011	1/23/2012	\$40,992.70	\$38,086.79	\$2,905.91
HOME DEPOT INC	1,920 Shares Common Stock	P	11/29/2011	1/23/2012	\$85,079.70	\$74,553.40	\$10,526.30
LOWE'S COMPANIES INC	590 Shares Common Stock	P	12/2/2011	1/23/2012	\$15,364.01	\$14,312.87	\$1,051.14
ELI LILLY & CO	1,380 Shares Common Stock	P	9/14/2011	1/23/2012	\$54,366.81	\$51,202.69	\$3,164.12
ELI LILLY & CO	70 Shares Common Stock	P	9/14/2011	1/23/2012	\$2,757.74	\$2,577.75	\$179.99
ELI LILLY & CO	90 Shares Common Stock	P	9/15/2011	1/23/2012	\$3,545.66	\$3,339.45	\$206.21
ELI LILLY & CO	3,440 Shares Common Stock	P	9/15/2011	1/23/2012	\$135,523.07	\$128,484.00	\$7,039.07
ELI LILLY & CO	480 Shares Common Stock	P	9/15/2011	1/23/2012	\$2,757.74	\$2,597.35	\$160.39
ELI LILLY & CO	2,060 Shares Common Stock	P	9/16/2011	1/23/2012	\$81,329.50	\$77,733.48	\$3,596.02
DOVER CORPORATION	70 Shares Common Stock	P	12/2/2011	1/25/2012	\$4,261.65	\$3,918.53	\$343.12
DOVER CORPORATION	730 Shares Common Stock	P	12/2/2011	1/25/2012	\$44,198.10	\$40,864.67	\$3,333.43
CITRIX SYS INC	510 Shares Common Stock	P	3/7/2011	1/25/2012	\$34,402.05	\$36,339.69	-\$1,937.64
CITRIX SYS INC	1,000 Shares Common Stock	P	3/8/2011	1/25/2012	\$67,455.01	\$72,593.80	-\$5,138.79
CITRIX SYS INC	310 Shares Common Stock	P	3/9/2011	1/25/2012	\$20,911.05	\$22,521.53	-\$1,610.48
FORD MTR CO DEL NEW	8,530 Shares Common Stock	P	12/14/2011	1/27/2012	\$104,224.36	\$87,330.14	\$16,894.22
FORD MTR CO DEL NEW	2,450 Shares Common Stock	P	12/14/2011	1/27/2012	\$29,935.48	\$25,271.75	\$4,663.73
FORD MTR CO DEL NEW	4,270 Shares Common Stock	P	1/6/2012	1/27/2012	\$52,173.27	\$50,195.13	\$1,978.14
FORD MTR CO DEL NEW	4,180 Shares Common Stock	P	1/6/2012	1/27/2012	\$51,073.60	\$49,263.81	\$1,809.79
FORD MTR CO DEL NEW	320 Shares Common Stock	P	1/6/2012	1/27/2012	\$3,909.94	\$3,751.71	\$158.23
FORD MTR CO DEL NEW	1,210 Shares Common Stock	P	1/6/2012	1/27/2012	\$14,784.47	\$14,248.48	\$535.99

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(A)		(B)		(C)		(D)	(E)	(F)	(H)
KIND OF PROPERTY	DESCRIPTION	ACQUIRED	HOW	DATE	DATE	SOLD	GROSS SALES PRICE	BASIS AND EXP OF SALE	GAIN OR LOSS LONG TERM
VERTEX PHARMACEUTICALS INC	110 Shares Common Stock	9/13/2011	P	9/13/2011	2/17/2012		\$4,402.64	\$5,340.96	-\$938.32
VERTEX PHARMACEUTICALS INC	130 Shares Common Stock	9/13/2011	P	9/13/2011	2/17/2012		\$5,190.73	\$6,312.05	-\$1,121.32
VERTEX PHARMACEUTICALS INC	450 Shares Common Stock	9/13/2011	P	9/13/2011	2/17/2012		\$17,967.90	\$22,098.69	-\$4,130.79
VERTEX PHARMACEUTICALS INC	70 Shares Common Stock	9/13/2011	P	9/13/2011	2/17/2012		\$2,797.15	\$3,437.57	-\$640.42
VERTEX PHARMACEUTICALS INC	20 Shares Common Stock	9/14/2011	P	9/14/2011	2/17/2012		\$799.19	\$990.80	-\$191.61
VERTEX PHARMACEUTICALS INC	440 Shares Common Stock	9/15/2011	P	9/15/2011	2/17/2012		\$17,582.07	\$22,021.12	-\$4,439.05
VERTEX PHARMACEUTICALS INC	260 Shares Common Stock	9/15/2011	P	9/15/2011	2/17/2012		\$10,375.60	\$13,012.48	-\$2,636.88
VERTEX PHARMACEUTICALS INC	200 Shares Common Stock	9/15/2011	P	9/15/2011	2/17/2012		\$7,988.76	\$10,009.60	-\$2,020.84
VERTEX PHARMACEUTICALS INC	40 Shares Common Stock	9/15/2011	P	9/15/2011	2/17/2012		\$1,597.75	\$2,003.40	-\$405.65
VERTEX PHARMACEUTICALS INC	270 Shares Common Stock	9/15/2011	P	9/15/2011	2/17/2012		\$10,784.82	\$13,515.04	-\$2,730.22
VERTEX PHARMACEUTICALS INC	660 Shares Common Stock	9/19/2011	P	9/19/2011	2/17/2012		\$26,362.89	\$32,870.31	-\$6,507.42
VERTEX PHARMACEUTICALS INC	10 Shares Common Stock	9/19/2011	P	9/19/2011	2/17/2012		\$399.44	\$494.98	-\$95.54
DANAHER CORP	40 Shares Common Stock	4/12/2011	P	4/12/2011	2/21/2012		\$2,119.96	\$2,060.01	\$59.95
CHECK PT SOFTWARE	40 Shares Common Stock	6/1/2011	P	6/1/2011	2/21/2012		\$2,329.15	\$2,232.53	\$96.62
MACY'S INC	500 Shares Common Stock	10/24/2011	P	10/24/2011	2/21/2012		\$18,426.61	\$15,439.10	\$2,987.51
GENERAL MILLS INC	50 Shares Common Stock	4/20/2011	P	4/20/2011	2/21/2012		\$1,909.96	\$1,899.44	\$10.52
PRECISION CASTPARTS CORP	10 Shares Common Stock	8/19/2011	P	8/19/2011	2/21/2012		\$1,675.46	\$1,427.50	\$247.96
MACY'S INC	1,880 Shares Common Stock	10/24/2011	P	10/24/2011	2/21/2012		\$70,356.97	\$58,051.02	\$12,305.95
MACY'S INC	130 Shares Common Stock	10/24/2011	P	10/24/2011	2/21/2012		\$4,865.11	\$4,024.15	\$840.96
MACY'S INC	840 Shares Common Stock	10/24/2011	P	10/24/2011	2/21/2012		\$31,436.10	\$26,175.16	\$5,260.94
BRISTOL-MYERS SQUIBB CO	920 Shares Common Stock	1/19/2012	P	1/19/2012	2/21/2012		\$30,089.44	\$30,111.51	-\$22.07
BRISTOL-MYERS SQUIBB CO	2,680 Shares Common Stock	1/19/2012	P	1/19/2012	2/21/2012		\$87,651.83	\$87,703.00	-\$51.17
NEWMONT MINING CORP	1,040 Shares Common Stock	10/14/2011	P	2/25/2011	2/21/2012		\$63,855.05	\$69,213.25	-\$5,358.20
HERSHEY COMPANY	60 Shares Common Stock	3/4/2011	P	3/4/2011	2/21/2012		\$8,146.45	\$5,956.21	\$2,190.24
CELGENE CORP	110 Shares Common Stock	3/9/2011	P	3/9/2011	2/21/2012		\$4,411.72	\$4,359.01	\$52.71
CTRIX SYS INC	60 Shares Common Stock	7/25/2011	P	7/25/2011	2/21/2012		\$2,326.75	\$2,781.06	-\$454.31
CTTIGROUP INC	70 Shares Common Stock	10/14/2011	P	10/14/2011	2/21/2012		\$614.58	\$665.51	-\$50.93
NEWMONT MINING CORP	10 Shares Common Stock	1/19/2012	P	1/19/2012	2/21/2012		\$3,879.47	\$3,927.00	-\$47.53
BRISTOL-MYERS SQUIBB CO	120 Shares Common Stock	1/20/2012	P	1/20/2012	2/21/2012		\$118,000.55	\$119,365.59	-\$1,365.04
BRISTOL-MYERS SQUIBB CO	3,650 Shares Common Stock	4/25/2011	P	4/25/2011	2/21/2012		\$3,108.54	\$3,537.07	-\$428.53
DOW CHEMICAL CO COMPANY	90 Shares Common Stock	12/2/2011	P	12/2/2011	2/21/2012		\$833.38	\$727.77	\$105.61
LOWE'S COMPANIES INC	30 Shares Common Stock	12/2/2011	P	12/2/2011	2/21/2012		\$662.08	\$559.79	\$102.29
DOVER CORPORATION	10 Shares Common Stock	8/17/2011	P	8/17/2011	2/21/2012		\$1,519.17	\$1,378.96	\$140.21
BROADCOM CORP CL A	40 Shares Common Stock	9/19/2011	P	9/19/2011	2/21/2012		\$1,886.46	\$2,474.92	-\$588.46
VERTEX PHARMACEUTICALS INC	50 Shares Common Stock	12/2/2011	P	12/2/2011	2/21/2012		\$1,548.72	\$1,313.50	\$235.22
WELLS FARGO & COMPANY	50 Shares Common Stock	11/17/2011	P	11/17/2011	2/21/2012		\$512.39	\$463.95	\$48.44
TYCO INTERNATIONAL LTD	10 Shares Common Stock	10/24/2011	P	10/24/2011	2/21/2012		\$1,102.48	\$934.83	\$167.65
MACY'S INC	30 Shares Common Stock	1/20/2012	P	1/20/2012	2/22/2012		\$57,542.45	\$58,211.16	-\$668.71
BRISTOL-MYERS SQUIBB CO	170 Shares Common Stock	1/20/2012	P	1/20/2012	2/22/2012		\$5,495.63	\$5,544.40	-\$48.77
BRISTOL-MYERS SQUIBB CO	1,820 Shares Common Stock	1/23/2012	P	1/23/2012	2/22/2012		\$58,835.53	\$59,409.35	-\$573.82
BRISTOL-MYERS SQUIBB CO	1,320 Shares Common Stock	1/23/2012	P	1/23/2012	2/22/2012		\$42,545.73	\$43,088.10	-\$542.37
BRISTOL-MYERS SQUIBB CO	1,520 Shares Common Stock	1/23/2012	P	1/23/2012	2/22/2012		\$49,029.75	\$49,616.60	-\$586.85
BRISTOL-MYERS SQUIBB CO	930 Shares Common Stock	1/23/2012	P	1/23/2012	2/22/2012		\$29,998.47	\$30,434.25	-\$435.78
BRISTOL-MYERS SQUIBB CO	480 Shares Common Stock	9/19/2011	P	9/19/2011	2/23/2012		\$18,708.67	\$23,759.24	-\$5,050.57
VERTEX PHARMACEUTICALS INC	10 Shares Common Stock	9/19/2011	P	9/19/2011	2/23/2012		\$389.74	\$494.98	-\$105.24
VERTEX PHARMACEUTICALS INC	80 Shares Common Stock	9/20/2011	P	9/20/2011	2/23/2012		\$3,117.94	\$4,175.42	-\$1,057.48
VERTEX PHARMACEUTICALS INC	100 Shares Common Stock	9/20/2011	P	9/20/2011	2/23/2012		\$3,896.16	\$5,219.27	-\$1,323.11
VERTEX PHARMACEUTICALS INC	740 Shares Common Stock	9/20/2011	P	9/20/2011	2/29/2012		\$28,829.88	\$38,622.60	-\$9,792.72

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(A)		(B)	(C)	(D)	(E)	(F)	(H)
KIND OF PROPERTY	DESCRIPTION	HOW ACQUIRED	DATE ACQUIRED	DATE SOLD	GROSS SALES PRICE	BASIS AND EXP OF SALE	GAIN OR LOSS LONG TERM
WINN-DIXIE STORES INC	7 000 Shares Common Stock	P	12/13/2011	3/12/2012	\$66,500.00	\$37,580.90	\$28,919.10
WINN-DIXIE STORES INC	5,400 Shares Common Stock	P	12/14/2011	3/12/2012	\$51,300.00	\$30,240.00	\$21,060.00
BORG WARNER INC	1,200 Shares Common Stock	P	12/14/2011	3/12/2012	\$99,526.32	\$74,679.60	\$24,846.72
EMC CORP MASS	4,200 Shares Common Stock	P	8/23/2011	3/12/2012	\$120,841.06	\$88,354.56	\$32,486.50
EXPRESS SCRIPTS INC CL A	1,900 Shares Common Stock	P	1/24/2012	3/12/2012	\$101,534.17	\$97,523.39	\$4,010.78
GOLDMAN SACHS GROUP INC	800 Shares Common Stock	P	7/8/2011	3/12/2012	\$93,143.36	\$107,114.40	-\$13,971.04
HALLIBURTON CO	2,800 Shares Common Stock	P	9/22/2011	3/12/2012	\$96,272.34	\$92,855.28	\$3,417.06
HESS CORP	1,200 Shares Common Stock	P	7/15/2011	3/12/2012	\$74,674.77	\$87,326.04	-\$12,651.27
KOHL'S CORP	1,600 Shares Common Stock	P	5/11/2011	3/12/2012	\$80,766.70	\$85,313.92	-\$4,547.22
ORACLE CORP CORPORATION	1,400 Shares Common Stock	P	7/13/2011	3/12/2012	\$41,215.39	\$45,934.98	-\$4,719.59
WELLS FARGO & COMPANY	6,600 Shares Common Stock	P	4/28/2011	3/12/2012	\$205,718.95	\$193,327.86	\$12,391.09
MICROMET INC	8,400 Shares Common Stock	P	4/19/2011	4/2/2012	\$92,400.00	\$50,211.00	\$42,189.00
140 SHARES OF APOLLO GROUP INC CL A	140 Shares Common Stock	P	11/21/2011	4/12/2012	5 215.50	6 297.48	-1,081.98
670 SHARES OF APOLLO GROUP INC CL A	670 Shares Common Stock	P	11/22/2011	4/12/2012	24,959.90	30,055.66	-5,095.76
440 SHARES OF APOLLO GROUP INC CL A	440 Shares Common Stock	P	11/22/2011	4/12/2012	16,391.58	19,749.53	-3,357.95
490 SHARES OF APOLLO GROUP INC CL A	490 Shares Common Stock	P	11/23/2011	4/12/2012	18,254.26	22,142.95	-3,888.69
470 SHARES OF APOLLO GROUP INC CL A	470 Shares Common Stock	P	11/23/2011	4/12/2012	17,509.18	21,245.27	-3,736.09
110 SHARES OF APOLLO GROUP INC CL A	110 Shares Common Stock	P	11/25/2011	4/12/2012	4,097.89	4,958.53	-860.64
390 SHARES OF APOLLO GROUP INC CL A	390 Shares Common Stock	P	11/25/2011	4/12/2012	14,528.90	17,563.26	-3,034.36
330 SHARES OF APOLLO GROUP INC CL A	330 Shares Common Stock	P	11/28/2011	4/12/2012	12,293.68	15,120.14	-2,826.46
400 SHARES OF APOLLO GROUP INC CL A	400 Shares Common Stock	P	11/28/2011	4/12/2012	14,901.43	18,282.72	-3,381.29
590 SHARES OF APOLLO GROUP INC CL A	590 Shares Common Stock	P	11/29/2011	4/12/2012	21,979.61	27,867.12	-5,887.51
180 SHARES OF APOLLO GROUP INC CL A	180 Shares Common Stock	P	11/29/2011	4/12/2012	6 705.65	8 486.17	-1,780.52
450 SHARES OF APOLLO GROUP INC CL A	450 Shares Common Stock	P	11/29/2011	4/12/2012	16 764.12	21,310.20	-4,546.08
400 SHARES OF NEWMONT MINING CORP	400 Shares Common Stock	P	10/14/2011	4/12/2012	19,775.72	26,620.48	-6,844.76
470 SHARES OF NEWMONT MINING CORP	470 Shares Common Stock	P	10/17/2011	4/12/2012	23 236.47	31,141.82	-7 905.35
4330 SHARES OF NEWMONT MINING CORP	4,330 Shares Common Stock	P	10/17/2011	4/12/2012	214 072.18	287,657.06	-73,584.88
720 SHARES OF NEWMONT MINING CORP	720 Shares Common Stock	P	10/18/2011	4/12/2012	35 596.30	46 769.11	-11 172.81
260 SHARES OF STARBUCKS CORP	260 Shares Common Stock	P	11/21/2011	4/12/2012	15,604.93	10,874.32	4,730.61
1170 SHARES OF STARBUCKS CORP	1 170 Shares Common Stock	P	11/22/2011	4/12/2012	70 222.18	49,497.90	20,724.28
2320 SHARES OF STARBUCKS CORP	2 320 Shares Common Stock	P	11/22/2011	4/12/2012	139 243.97	97 907.71	41,336.26
550 SHARES OF STARBUCKS CORP	550 Shares Common Stock	P	11/22/2011	4/12/2012	33 010.43	22 972.57	10,037.86
120 SHARES OF STARBUCKS CORP	120 Shares Common Stock	P	11/23/2011	4/12/2012	7 202.27	5 038.20	2 164.07
520 SHARES OF STARBUCKS CORP	520 Shares Common Stock	P	11/23/2011	4/12/2012	31 209.86	21 730.54	9 479.32
380 SHARES OF STARBUCKS CORP	380 Shares Common Stock	P	11/23/2011	4/12/2012	22 807.20	15 804.62	7,002.58
1780 SHARES OF STARBUCKS CORP	1 780 Shares Common Stock	P	12/2/2011	4/12/2012	106 833.74	78 380.34	28,453.40
840 SHARES OF STARBUCKS CORP	840 Shares Common Stock	P	12/2/2011	4/12/2012	50 415.92	36 950.93	13 464.99
120 SHARES OF HOME DEPOT INC	120 Shares Common Stock	P	11/29/2011	4/12/2012	6 058.51	4 659.59	1,398.92
70 SHARES OF HOME DEPOT INC	70 Shares Common Stock	P	11/29/2011	4/12/2012	3,534.13	2 727.20	806.93
40 SHARES OF HOME DEPOT INC	40 Shares Common Stock	P	11/29/2011	4/12/2012	2 019.50	1 610.60	408.90
2210 SHARES OF HOME DEPOT INC	2 210 Shares Common Stock	P	12/2/2011	4/12/2012	111,577.53	88 771.94	22 805.59
320 SHARES OF HOME DEPOT INC	320 Shares Common Stock	P	12/2/2011	4/12/2012	16 156.02	12 841.79	3 314.23
1090 SHARES OF HOME DEPOT INC	1,090 Shares Common Stock	P	2/21/2012	4/12/2012	55 031.45	51 448.22	3 583.23
1600 SHARES OF HOME DEPOT INC	1 600 Shares Common Stock	P	2/21/2012	4/12/2012	80,780.11	75 721.12	5 058.99
2130 SHARES OF HOME DEPOT INC	2 130 Shares Common Stock	P	9/27/2011	4/12/2012	149 135.64	138 183.54	10 952.10
80 SHARES OF SCHLUMBERGER LTD	80 Shares Common Stock	P	9/27/2011	4/12/2012	5 601.33	5 204.40	396.93
COGNIZANT TECHNOLOGY SOLUTIONS CORP CL A	610 Shares Common Stock	P	9/14/2011	4/12/2012	46 727.88	38 873.10	7 854.78
COGNIZANT TECHNOLOGY SOLUTIONS CORP CL A	180 Shares Common Stock	P	9/14/2011	4/12/2012	13 788.55	11 480.40	2 308.15

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(A)		(B)	(C)	(D)	(E)	(F)	(H)
KIND OF PROPERTY	DESCRIPTION	HOW ACQUIRED	DATE ACQUIRED	DATE SOLD	GROSS SALES PRICE	BASIS AND EXP OF SALE	GAIN OR LOSS LONG TERM -
COGNIZANT TECHNOLOGY SOLUTIONS CORP CL A	360 Shares Common Stock	P	9/14/2011	4/12/2012	27,577.11	23,141.05	4,436.06
COGNIZANT TECHNOLOGY SOLUTIONS CORP CL A	360 Shares Common Stock	P	9/15/2011	4/12/2012	27,577.11	23,192.50	4,384.61
COGNIZANT TECHNOLOGY SOLUTIONS CORP CL A	270 Shares Common Stock	P	9/19/2011	4/12/2012	20,682.83	17,274.03	3,408.80
COGNIZANT TECHNOLOGY SOLUTIONS CORP CL A	60 Shares Common Stock	P	9/20/2011	4/12/2012	4,596.18	3,840.73	755.45
COGNIZANT TECHNOLOGY SOLUTIONS CORP CL A	570 Shares Common Stock	P	9/21/2011	4/12/2012	43,663.76	36,416.79	7,246.97
COGNIZANT TECHNOLOGY SOLUTIONS CORP CL A	570 Shares Common Stock	P	9/22/2011	4/12/2012	43,663.76	34,392.66	9,271.10
COGNIZANT TECHNOLOGY SOLUTIONS CORP CL A	30 Shares Common Stock	P	9/26/2011	4/12/2012	2,298.09	1,890.77	407.32
COGNIZANT TECHNOLOGY SOLUTIONS CORP CL A	460 Shares Common Stock	P	9/30/2011	4/12/2012	35,237.42	29,739.64	5,497.78
COGNIZANT TECHNOLOGY SOLUTIONS CORP CL A	170 Shares Common Stock	P	10/6/2011	4/12/2012	13,022.52	11,024.93	1,997.59
COGNIZANT TECHNOLOGY SOLUTIONS CORP CL A	180 Shares Common Stock	P	11/16/2011	4/12/2012	13,788.55	12,530.66	1,257.89
COGNIZANT TECHNOLOGY SOLUTIONS CORP CL A	950 Shares Common Stock	P	11/16/2011	4/12/2012	72,772.93	65,915.37	6,857.56
COGNIZANT TECHNOLOGY SOLUTIONS CORP CL A	260 Shares Common Stock	P	11/23/2011	4/12/2012	19,916.81	16,307.72	3,609.09
COGNIZANT TECHNOLOGY SOLUTIONS CORP CL A	20 Shares Common Stock	P	12/12/2011	4/12/2012	1,551.57	1,276.60	274.97
STANLEY BLACK & DECKER INC	1,250 Shares Common Stock	P	12/12/2011	4/12/2012	96,973.20	80,032.63	16,940.57
STANLEY BLACK & DECKER INC	1,580 Shares Common Stock	P	12/13/2011	4/12/2012	122,574.13	102,766.99	19,807.14
STANLEY BLACK & DECKER INC	130 Shares Common Stock	P	12/13/2011	4/12/2012	10,085.21	8,522.53	1,562.68
STANLEY BLACK & DECKER INC	270 Shares Common Stock	P	12/13/2011	4/12/2012	20,946.21	17,697.77	3,248.44
STANLEY BLACK & DECKER INC	1,040 Shares Common Stock	P	12/13/2011	4/12/2012	80,681.70	67,986.26	12,695.44
STANLEY BLACK & DECKER INC	180 Shares Common Stock	P	12/14/2011	4/12/2012	13,964.14	11,644.20	2,319.94
STANLEY BLACK & DECKER INC	780 Shares Common Stock	P	12/14/2011	4/12/2012	60,511.28	50,176.85	10,334.43
STANLEY BLACK & DECKER INC	290 Shares Common Stock	P	1/26/2012	4/12/2012	22,497.78	20,633.44	1,864.34
STANLEY BLACK & DECKER INC	420 Shares Common Stock	P	1/26/2012	4/12/2012	32,583.00	30,310.14	2,272.86
STANLEY BLACK & DECKER INC	80 Shares Common Stock	P	1/26/2012	4/12/2012	6,206.28	5,693.36	512.92
STANLEY BLACK & DECKER INC	80 Shares Common Stock	P	1/26/2012	4/12/2012	6,206.30	5,696.40	509.90
SUNCOR ENERGY INC	4,170 Shares Common Stock	P	5/26/2011	4/17/2012	132,811.52	173,835.21	-41,023.69
SUNCOR ENERGY INC	1,400 Shares Common Stock	P	5/27/2011	4/17/2012	44,588.99	59,313.10	-14,724.11
CHECK PT SOFTWARE	700 Shares Common Stock	P	6/1/2011	4/17/2012	45,100.42	39,069.24	6,031.18
CHECK PT SOFTWARE	370 Shares Common Stock	P	6/1/2011	4/17/2012	23,838.79	20,714.45	3,124.34
CHECK PT SOFTWARE	260 Shares Common Stock	P	6/2/2011	4/17/2012	16,751.58	14,448.15	2,303.43
CHECK PT SOFTWARE	20 Shares Common Stock	P	6/2/2011	4/17/2012	1,288.58	1,105.60	182.98
CHECK PT SOFTWARE	200 Shares Common Stock	P	6/2/2011	4/17/2012	12,885.83	11,100.34	1,785.49
CHECK PT SOFTWARE	370 Shares Common Stock	P	6/2/2011	4/17/2012	23,838.79	20,661.43	3,177.36
CHECK PT SOFTWARE	190 Shares Common Stock	P	6/2/2011	4/17/2012	12,241.54	10,548.80	1,692.74
CHECK PT SOFTWARE	870 Shares Common Stock	P	6/3/2011	4/17/2012	56,053.38	48,377.83	7,675.55
CHECK PT SOFTWARE	110 Shares Common Stock	P	6/3/2011	4/17/2012	7,087.21	6,120.40	966.81
CHECK PT SOFTWARE	1,500 Shares Common Stock	P	6/3/2011	4/17/2012	96,643.76	83,782.35	12,861.41
CHECK PT SOFTWARE	730 Shares Common Stock	P	6/6/2011	4/17/2012	47,033.29	40,030.06	7,003.23
CHECK PT SOFTWARE	730 Shares Common Stock	P	6/7/2011	4/17/2012	47,033.29	39,972.32	7,060.97
CHECK PT SOFTWARE	770 Shares Common Stock	P	6/8/2011	4/17/2012	49,610.48	41,947.91	7,662.57
LOWE'S COMPANIES INC	5,070 Shares Common Stock	P	12/2/2011	4/17/2012	162,998.36	122,993.64	40,004.72
LOWE'S COMPANIES INC	710 Shares Common Stock	P	12/14/2011	4/17/2012	22,826.20	17,398.55	5,427.65
LOWE'S COMPANIES INC	1,130 Shares Common Stock	P	12/14/2011	4/17/2012	36,329.02	27,414.14	8,914.88
LOWE'S COMPANIES INC	7,470 Shares Common Stock	P	12/14/2011	4/17/2012	240,157.36	182,571.28	57,586.08
LOWE'S COMPANIES INC	1,970 Shares Common Stock	P	9/27/2011	4/17/2012	64,438.04	69,503.96	-5,065.92
HALLIBURTON CO	530 Shares Common Stock	P	12/22/2011	4/17/2012	17,336.11	17,743.18	-407.07
DOW CHEMICAL CO COMPANY	1,660 Shares Common Stock	P	4/25/2011	4/17/2012	57,569.67	65,239.33	-7,669.66
DOW CHEMICAL CO COMPANY	2,690 Shares Common Stock	P	4/25/2011	4/17/2012	93,290.61	105,569.05	-12,278.44
DOW CHEMICAL CO COMPANY	1,160 Shares Common Stock	P	4/26/2011	4/17/2012	40,229.41	46,403.13	-6,173.72
DOW CHEMICAL CO COMPANY	1,140 Shares Common Stock	P	4/26/2011	4/17/2012	39,535.80	45,753.90	-6,218.10

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(A)		(B)	(C)	(D)	(E)	(F)	(H)
KIND OF PROPERTY	DESCRIPTION	HOW ACQUIRED	DATE ACQUIRED	DATE SOLD	GROSS SALES PRICE	BASIS AND EXP OF SALE	GAIN OR LOSS LONG TERM *
DOW CHEMICAL CO COMPANY	150 Shares Common Stock	P	5/2/2011	4/17/2012	5,202.08	6,301.02	-1,098.94
DOW CHEMICAL CO COMPANY	3,010 Shares Common Stock	P	5/2/2011	4/17/2012	104,388.37	125,844.19	-21,455.82
DOW CHEMICAL CO COMPANY	2,700 Shares Common Stock	P	5/2/2011	4/17/2012	93,637.41	112,363.20	-18,725.79
DOW CHEMICAL CO COMPANY	580 Shares Common Stock	P	5/2/2011	4/17/2012	20,114.69	24,012.00	-3,897.31
CITIGROUP INC	340 Shares Common Stock	P	7/25/2011	4/17/2012	11,999.21	13,507.99	-1,508.78
CITIGROUP INC	2,480 Shares Common Stock	P	7/25/2011	4/17/2012	87,523.68	99,121.63	-11,597.95
CITIGROUP INC	2,630 Shares Common Stock	P	10/3/2011	4/17/2012	92,817.46	66,978.21	25,839.25
CITIGROUP INC	1,530 Shares Common Stock	P	10/3/2011	4/17/2012	53,996.47	38,404.84	15,591.63
CITIGROUP INC	2,120 Shares Common Stock	P	10/6/2011	4/17/2012	74,818.63	54,727.38	20,091.25
CITIGROUP INC	200 Shares Common Stock	P	10/11/2011	4/17/2012	7,058.36	5,221.00	1,837.36
CITIGROUP INC	3,320 Shares Common Stock	P	10/11/2011	4/17/2012	117,168.80	88,287.76	28,881.04
CITIGROUP INC	320 Shares Common Stock	P	10/11/2011	4/17/2012	11,293.39	8,624.80	2,668.59
BROADCOM CORP CL A	1,600 Shares Common Stock	P	8/17/2011	4/25/2012	58,287.64	55,158.40	3,129.24
BROADCOM CORP CL A	1,610 Shares Common Stock	P	8/25/2011	4/25/2012	58,651.94	53,368.44	5,283.50
BROADCOM CORP CL A	1,450 Shares Common Stock	P	9/2/2011	4/25/2012	52,823.18	49,985.71	2,837.47
BROADCOM CORP CL A	360 Shares Common Stock	P	9/6/2011	4/25/2012	13,114.72	11,787.52	1,327.20
BROADCOM CORP CL A	360 Shares Common Stock	P	9/8/2011	4/25/2012	13,114.72	12,574.94	539.78
BROADCOM CORP CL A	1,090 Shares Common Stock	P	9/8/2011	4/25/2012	39,708.46	38,114.25	1,594.21
BROADCOM CORP CL A	130 Shares Common Stock	P	9/14/2011	4/25/2012	4,735.87	4,486.30	249.57
BROADCOM CORP CL A	3,030 Shares Common Stock	P	9/14/2011	4/25/2012	110,382.22	105,593.99	4,788.23
BROADCOM CORP CL A	1,170 Shares Common Stock	P	1/6/2012	4/25/2012	42,622.83	34,962.88	7,659.95
WEATHERFORD INTERNATIONAL LTD	3,280 Shares Common Stock	P	5/31/2011	4/25/2012	46,640.55	65,149.33	-18,508.78
WEATHERFORD INTERNATIONAL LTD	550 Shares Common Stock	P	12/2/2011	4/25/2012	7,820.83	7,902.79	-81.96
VERTEX PHARMACEUTICALS INC	840 Shares Common Stock	P	9/20/2011	4/25/2012	31,398.50	43,841.86	-12,443.36
VERTEX PHARMACEUTICALS INC	1,170 Shares Common Stock	P	9/21/2011	4/25/2012	43,733.62	62,416.46	-18,682.84
VERTEX PHARMACEUTICALS INC	80 Shares Common Stock	P	9/22/2011	4/25/2012	2,990.33	3,933.07	-942.74
VERTEX PHARMACEUTICALS INC	390 Shares Common Stock	P	9/22/2011	4/25/2012	14,577.87	19,800.81	-5,222.94
VERTEX PHARMACEUTICALS INC	1,070 Shares Common Stock	P	9/23/2011	4/25/2012	39,995.70	53,909.17	-13,913.47
VERTEX PHARMACEUTICALS INC	900 Shares Common Stock	P	9/30/2011	4/25/2012	33,641.25	40,224.33	-6,583.08
VERTEX PHARMACEUTICALS INC	230 Shares Common Stock	P	9/30/2011	4/25/2012	8,597.21	10,347.40	-1,750.19
VERTEX PHARMACEUTICALS INC	390 Shares Common Stock	P	9/30/2011	4/25/2012	14,577.87	17,601.13	-3,023.26
VERTEX PHARMACEUTICALS INC	30 Shares Common Stock	P	10/3/2011	4/25/2012	1,121.37	1,307.85	-186.48
VERTEX PHARMACEUTICALS INC	90 Shares Common Stock	P	10/3/2011	4/25/2012	3,364.12	3,903.30	-539.18
VERTEX PHARMACEUTICALS INC	490 Shares Common Stock	P	10/3/2011	4/25/2012	18,315.79	21,208.33	-2,892.54
VERTEX PHARMACEUTICALS INC	290 Shares Common Stock	P	10/3/2011	4/25/2012	10,839.96	12,550.48	-1,710.52
VERTEX PHARMACEUTICALS INC	720 Shares Common Stock	P	12/2/2011	4/25/2012	26,913.00	21,357.00	5,556.00
VERTEX PHARMACEUTICALS INC	1,470 Shares Common Stock	P	12/2/2011	4/25/2012	54,947.37	43,512.59	11,434.78
VERTEX PHARMACEUTICALS INC	410 Shares Common Stock	P	12/8/2011	4/25/2012	15,325.46	11,730.80	3,594.66
VERTEX PHARMACEUTICALS INC	1,210 Shares Common Stock	P	12/8/2011	4/25/2012	45,228.78	34,703.53	10,525.25
STATE STREET CORP	140 Shares Common Stock	P	2/27/2012	4/25/2012	6,381.14	5,641.47	739.67
STATE STREET CORP	760 Shares Common Stock	P	2/27/2012	4/25/2012	34,640.48	31,507.93	3,132.55
STATE STREET CORP	1,090 Shares Common Stock	P	2/27/2012	4/25/2012	49,681.74	44,731.86	4,949.88
STATE STREET CORP	1,010 Shares Common Stock	P	2/28/2012	4/25/2012	46,035.37	42,475.75	3,559.62
STATE STREET CORP	790 Shares Common Stock	P	2/28/2012	4/25/2012	36,007.87	32,994.35	3,013.52
STATE STREET CORP	440 Shares Common Stock	P	2/28/2012	4/25/2012	20,055.01	18,508.60	1,546.41
STATE STREET CORP	130 Shares Common Stock	P	2/29/2012	4/25/2012	5,925.35	5,560.75	364.60
STATE STREET CORP	1,970 Shares Common Stock	P	2/29/2012	4/25/2012	89,791.77	83,996.66	5,795.11
THIERMO FISHER SCIENTIFIC INC	1,120 Shares Common Stock	P	1/6/2012	4/25/2012	61,161.61	52,826.37	8,335.24
THIERMO FISHER SCIENTIFIC INC	190 Shares Common Stock	P	1/6/2012	4/25/2012	10,375.63	8,930.48	1,445.15

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(A)		(B)	(C)	(D)	(E)	(F)	(H)
KIND OF PROPERTY	DESCRIPTION	HOW ACQUIRED	DATE ACQUIRED	DATE SOLD	GROSS SALES PRICE	BASIS AND EXP OF SALE	GAIN OR LOSS LONG TERM*
THERMO FISHER SCIENTIFIC INC	560 Shares Common Stock	P	1/6/2012	4/25/2012	30,580.80	26,417.44	4,163.36
THERMO FISHER SCIENTIFIC INC	800 Shares Common Stock	P	1/10/2012	4/25/2012	43,686.86	39,318.40	4,368.46
THERMO FISHER SCIENTIFIC INC	370 Shares Common Stock	P	1/10/2012	4/25/2012	20,205.17	17,939.01	2,266.16
THERMO FISHER SCIENTIFIC INC	560 Shares Common Stock	P	1/11/2012	4/25/2012	30,580.80	27,714.40	2,866.40
THERMO FISHER SCIENTIFIC INC	1,210 Shares Common Stock	P	1/11/2012	4/25/2012	66,076.38	60,024.95	6,051.43
THERMO FISHER SCIENTIFIC INC	830 Shares Common Stock	P	1/12/2012	4/25/2012	45,325.12	41,406.71	3,918.41
THERMO FISHER SCIENTIFIC INC	940 Shares Common Stock	P	1/13/2012	4/25/2012	51,332.06	46,556.88	4,775.18
THERMO FISHER SCIENTIFIC INC	660 Shares Common Stock	P	1/17/2012	4/25/2012	36,041.66	32,930.70	3,110.96
THERMO FISHER SCIENTIFIC INC	60 Shares Common Stock	P	1/30/2012	4/25/2012	3,276.51	3,114.62	161.89
THERMO FISHER SCIENTIFIC INC	860 Shares Common Stock	P	1/30/2012	4/25/2012	46,963.38	45,011.88	1,951.50
CITRIX SYS INC	1,470 Shares Common Stock	P	6/20/2011	4/25/2012	111,268.28	109,275.24	1,993.04
CITRIX SYS INC	160 Shares Common Stock	P	6/20/2011	4/25/2012	12,110.83	11,856.67	254.16
CITRIX SYS INC	370 Shares Common Stock	P	6/20/2011	4/25/2012	28,006.30	27,379.22	627.08
CITRIX SYS INC	250 Shares Common Stock	P	8/2/2011	4/25/2012	18,923.18	17,218.75	1,704.43
CITRIX SYS INC	1,610 Shares Common Stock	P	8/2/2011	4/25/2012	121,865.25	111,426.81	10,438.44
CITRIX SYS INC	1,000 Shares Common Stock	P	8/22/2011	4/25/2012	75,692.70	52,714.40	22,978.30
DOVER CORPORATION	390 Shares Common Stock	P	12/2/2011	4/25/2012	24,007.24	21,831.81	2,175.43
DOVER CORPORATION	20 Shares Common Stock	P	12/2/2011	4/25/2012	1,231.14	1,127.00	104.14
DOVER CORPORATION	360 Shares Common Stock	P	12/2/2011	4/25/2012	22,160.53	20,239.20	1,921.33
DOVER CORPORATION	850 Shares Common Stock	P	12/5/2011	4/25/2012	52,323.47	48,735.43	3,588.04
DOVER CORPORATION	960 Shares Common Stock	P	12/6/2011	4/25/2012	59,094.74	55,214.98	3,879.76
DOVER CORPORATION	90 Shares Common Stock	P	12/7/2011	4/25/2012	5,540.13	5,127.55	412.58
DOVER CORPORATION	550 Shares Common Stock	P	12/7/2011	4/25/2012	33,856.36	31,841.76	2,014.60
DOVER CORPORATION	290 Shares Common Stock	P	12/15/2011	4/25/2012	17,851.54	16,206.65	1,644.89
DOVER CORPORATION	450 Shares Common Stock	P	12/15/2011	4/25/2012	27,700.66	25,175.12	2,525.54
DOVER CORPORATION	860 Shares Common Stock	P	12/16/2011	4/25/2012	52,939.04	48,677.46	4,261.58
DOVER CORPORATION	390 Shares Common Stock	P	12/16/2011	4/25/2012	24,007.22	22,044.95	1,962.27
AMAZON COM	1,095 Shares Common Stock	P	2/14/2012	4/27/2012	243,337.18	208,494.46	34,842.72
RADVISION LTD	7,600 Shares Common Stock	P	6/8/2011	5/22/2012	\$88,994.75	\$69,506.56	\$19,488.19
ADVANCED AUTO PARTS INC	2,000 Shares Common Stock	P	4/9/2012	6/11/2012	\$145,474.74	\$179,618.00	-\$34,143.26
JP MORGAN CHASE & CO	4,220 Shares Common Stock	P	4/9/2012	6/11/2012	\$139,712.20	\$185,975.40	-\$46,263.20
MACY'S INC	1,220 Shares Common Stock	P	10/24/2011	8/3/2012	45,859.26	38,016.29	7,842.97
MACY'S INC	4,110 Shares Common Stock	P	10/25/2011	8/3/2012	154,493.08	125,810.39	28,682.69
MACY'S INC	820 Shares Common Stock	P	10/25/2011	8/3/2012	30,823.44	25,116.11	5,707.33
MACY'S INC	1,350 Shares Common Stock	P	10/26/2011	8/3/2012	50,745.90	41,302.71	9,443.19
COMCAST CORP (NEW) CL A	2,580 Shares Common Stock	P	10/31/2011	8/3/2012	89,831.26	61,005.65	28,825.61
COMCAST CORP (NEW) CL A	910 Shares Common Stock	P	11/1/2011	8/3/2012	31,684.67	21,010.99	10,673.68
COMCAST CORP (NEW) CL A	1,640 Shares Common Stock	P	11/1/2011	8/3/2012	57,102.04	37,726.23	19,375.81
UNITED TECHNOLOGIES CORP	610 Shares Common Stock	P	8/15/2011	8/3/2012	46,765.15	44,332.91	2,432.24
UNITED TECHNOLOGIES CORP	1,110 Shares Common Stock	P	8/15/2011	8/3/2012	85,097.24	80,865.05	4,232.19
UNITED TECHNOLOGIES CORP	20 Shares Common Stock	P	8/15/2011	8/3/2012	1,533.28	1,455.90	77.38
INTERNATIONAL PAPER CO	4,260 Shares Common Stock	P	2/14/2012	8/3/2012	140,151.28	140,430.90	-279.62
INTERNATIONAL PAPER CO	1,960 Shares Common Stock	P	2/15/2012	8/3/2012	64,482.75	64,919.12	-436.37
INTERNATIONAL PAPER CO	200 Shares Common Stock	P	2/15/2012	8/3/2012	6,579.87	6,615.78	-35.91
INTERNATIONAL PAPER CO	140 Shares Common Stock	P	2/15/2012	8/3/2012	4,605.91	4,657.27	-51.36
INTERNATIONAL PAPER CO	1,010 Shares Common Stock	P	2/15/2012	8/3/2012	33,228.36	33,201.43	26.93
INTERNATIONAL PAPER CO	2,120 Shares Common Stock	P	2/16/2012	8/3/2012	69,746.65	71,148.47	-1,401.82
INTERNATIONAL PAPER CO	510 Shares Common Stock	P	2/16/2012	8/3/2012	16,778.67	17,251.52	-472.85
CELGENE, CORP	1,070 Shares Common Stock	P	8/3/2011	8/3/2012	74,034.32	62,146.88	11,887.44

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(A)		(B)	(C)	(D)	(E)	(F)	(H)
KIND OF PROPERTY		HOW ACQUIRED	DATE ACQUIRED	DATE SOLD	GROSS SALES PRICE	BASIS AND EXP OF SALE	GAIN OR LOSS LONG TERM *
CELGENE CORP	80 Shares Common Stock	P	8/3/2011	8/3/2012	5,535.28	4,633.71	901.57
CELGENE CORP	300 Shares Common Stock	P	8/4/2011	8/3/2012	20,757.28	17,284.23	3,473.05
CELGENE CORP	2,810 Shares Common Stock	P	8/4/2011	8/3/2012	194,426.56	160,688.45	33,738.11
EATON CORP	1,070 Shares Common Stock	P	2/3/2012	8/3/2012	47,387.53	54,642.33	-7,254.80
EATON CORP	160 Shares Common Stock	P	2/3/2012	8/3/2012	7,085.99	8,139.02	-1,053.03
EATON CORP	1,050 Shares Common Stock	P	2/6/2012	8/3/2012	46,501.78	53,857.55	-7,355.77
EATON CORP	20 Shares Common Stock	P	2/6/2012	8/3/2012	885.75	1,022.60	-136.85
EATON CORP	1,340 Shares Common Stock	P	2/7/2012	8/3/2012	59,345.13	68,549.44	-9,204.31
EATON CORP	640 Shares Common Stock	P	2/8/2012	8/3/2012	28,343.94	32,860.35	-4,516.41
EATON CORP	180 Shares Common Stock	P	2/9/2012	8/3/2012	7,971.73	9,299.75	-1,328.02
EATON CORP	330 Shares Common Stock	P	2/9/2012	8/3/2012	14,614.84	17,113.21	-2,498.37
EATON CORP	290 Shares Common Stock	P	2/10/2012	8/3/2012	12,843.35	14,856.00	-2,012.65
EATON CORP	1,070 Shares Common Stock	P	2/10/2012	8/3/2012	47,387.53	54,709.10	-7,321.57
EATON CORP	90 Shares Common Stock	P	2/13/2012	8/3/2012	3,985.87	4,640.19	-654.32
EATON CORP	720 Shares Common Stock	P	2/13/2012	8/3/2012	31,886.93	37,508.40	-5,621.47
EATON CORP	600 Shares Common Stock	P	2/13/2012	8/3/2012	26,572.44	30,996.78	-4,424.34
EATON CORP	810 Shares Common Stock	P	2/14/2012	8/3/2012	35,872.80	41,741.41	-5,868.61
EATON CORP	180 Shares Common Stock	P	2/14/2012	8/3/2012	7,971.73	9,278.10	-1,306.37
EATON CORP	180 Shares Common Stock	P	2/15/2012	8/3/2012	7,971.73	9,236.70	-1,264.97
EATON CORP	1,070 Shares Common Stock	P	2/15/2012	8/3/2012	47,387.52	55,013.84	-7,626.32
TYCO INTERNATIONAL LTD	3,850 Shares Common Stock	P	1/17/2011	8/3/2012	215,227.11	178,618.82	36,608.29
TYCO INTERNATIONAL LTD	3,090 Shares Common Stock	P	1/18/2011	8/3/2012	172,740.72	143,894.50	28,846.22
TYCO INTERNATIONAL LTD	520 Shares Common Stock	P	1/21/2011	8/3/2012	29,069.64	23,925.20	5,144.44
TYCO INTERNATIONAL LTD	720 Shares Common Stock	P	1/22/2011	8/3/2012	40,250.27	32,737.10	7,513.17
TYCO INTERNATIONAL LTD	40 Shares Common Stock	P	1/22/2011	8/3/2012	2,236.13	1,814.80	421.33
TYCO INTERNATIONAL LTD	610 Shares Common Stock	P	1/22/2011	8/3/2012	34,100.92	27,778.30	6,322.62
TYCO INTERNATIONAL LTD	1,030 Shares Common Stock	P	1/23/2011	8/3/2012	57,580.24	46,178.51	11,401.73
TYCO INTERNATIONAL LTD	360 Shares Common Stock	P	12/2/2011	8/3/2012	20,125.13	17,251.20	2,873.93
TYCO INTERNATIONAL LTD	2,050 Shares Common Stock	P	12/2/2011	8/3/2012	114,601.45	98,150.31	16,451.14
GENERAL MILLS INC	2,350 Shares Common Stock	P	8/8/2011	8/3/2012	90,999.83	85,280.56	5,719.27
GENERAL MILLS INC	140 Shares Common Stock	P	8/8/2011	8/3/2012	5,421.27	5,079.24	342.03
GENERAL MILLS INC	70 Shares Common Stock	P	8/8/2011	8/3/2012	2,710.62	2,550.45	160.17
COVIDIEN PLC	3,560 Shares Common Stock	P	4/9/2012	9/27/2012	\$212,786.04	\$188,827.03	\$23,959.01
COVIDIEN PLC	1,500 Shares Common Stock	P	8/9/2012	9/27/2012	\$89,657.04	\$84,919.05	\$4,737.99
AGILENT TECHNOLOGIES INC	4,260 Shares Common Stock	P	4/9/2012	9/27/2012	\$163,882.36	\$186,501.52	-\$22,619.16
AGILENT TECHNOLOGIES INC	3,140 Shares Common Stock	P	8/9/2012	9/27/2012	\$120,795.92	\$127,809.93	-\$7,014.01
TIMKEN CO	3,400 Shares Common Stock	P	4/9/2012	9/27/2012	\$127,024.89	\$168,572.00	-\$41,547.11
CARDINAL HEALTH INC	4,600 Shares Common Stock	P	4/9/2012	9/27/2012	\$182,228.60	\$191,703.16	-\$9,474.56
CARDINAL HEALTH INC	2,900 Shares Common Stock	P	8/9/2012	9/27/2012	\$114,883.24	\$116,580.00	-\$1,696.76
KRAFT FOODS INC CL A	4,700 Shares Common Stock	P	4/9/2012	9/27/2012	\$193,814.25	\$176,955.00	\$16,859.25
INTEL CORP	4,200 Shares Common Stock	P	4/9/2012	9/27/2012	\$96,872.92	\$116,907.00	-\$20,034.08
E I DU PONT DE NEMOURS	3,280 Shares Common Stock	P	4/9/2012	11/29/2012	\$142,749.94	\$170,674.80	-\$27,924.86
TORCHMARK CORP	3,820 Shares Common Stock	P	4/9/2012	11/29/2012	\$197,838.71	\$185,098.10	\$12,740.61
CA INC	6,900 Shares Common Stock	P	4/9/2012	11/29/2012	\$152,659.07	\$152,164.95	-\$495.12
MERCK & CO INC	4,860 Shares Common Stock	P	4/9/2012	11/29/2012	\$217,043.22	\$188,495.10	\$28,548.12
MERCK & CO INC	1,940 Shares Common Stock	P	8/9/2012	11/29/2012	\$86,638.65	\$85,942.00	\$696.65
DR PEPPER SNAPPLE GROUP INC	4,560 Shares Common Stock	P	9/27/2012	11/29/2012	\$203,928.66	\$202,606.27	\$1,322.39
PRUDENTIAL FINANCIAL INC	3,000 Shares Common Stock	P	4/9/2012	11/29/2012	\$156,146.80	\$183,756.00	-\$27,609.20
VIACOM INC - CLASS B	1,320 Shares Common Stock	P	3/2/2012	11/29/2012	\$67,833.15	\$63,938.29	\$3,894.86

PAGE 3 - PART IV - CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME - SHORT TERM

(A)		(B)	(C)	(D)	(E)	(F)	(H)
KIND OF PROPERTY		HOW	DATE	DATE	GROSS SALES	BASIS AND EXP	GAIN OR LOSS
DESCRIPTION		ACQUIRED	ACQUIRED	SOLD	PRICE	OF SALE	LONG TERM
VIACOM INC. - CLASS B	1,500 Shares Common Stock	P	8/9/2012	11/29/2012	\$77,083.12	\$74,850.00	\$2,233.12
INTEL CORP	2,600 Shares Common Stock	P	4/9/2012	11/29/2012	\$51,022.29	\$72,371.00	-\$21,348.71
APACHE CORP	1,940 Shares Common Stock	P	4/9/2012	11/29/2012	\$149,587.71	\$183,723.63	-\$34,135.92
TRUSTMARK CORP	150 Shares Common Stock	P	12/21/2011	11/30/2012	\$3,321.18	\$3,515.85	-\$194.67
UNITED NATURAL FOODS	100 Shares Common Stock	P	11/2/2012	11/30/2012	\$5,185.88	\$4,188.82	\$997.06
HERBALIFE LTD	3,800 Shares Common Stock	P	8/9/2012	12/26/2012	\$105,573.41	\$195,831.10	-\$90,257.69
DODGE & COX INTERNATIONAL STOCK FUND	Per 1099 Stock Fund	P	Per 1099		\$852.71	\$0.00	\$852.71
US GOVERNMENT NOTES AND CORPORATE BONDS:							
JP MORGAN CHASE COMM MTG SER 2007 5 447% 06/12/2047	\$ 97,607 PAR	P	7/1/2012	8/13/2012	\$97,606.56	\$103,401.95	-\$5,795.39
MERRILL LYNCH CW COMM MTG SER 2007 5 331% 03/12/2051	\$ 2,162 PAR	P	7/1/2012	8/14/2012	\$2,162.08	\$2,239.10	-\$77.02
WACHOVIA BANK COMM MTG TRUST SER 2007 5 73234% 06/15/2049	\$ 224,898 PAR	P	7/25/2012	8/20/2012	\$224,897.78	\$231,223.03	-\$6,325.25
JP MORGAN CHASE COMM MTG SER 2007 5 447% 06/12/2047	\$ 10,486 PAR	P	7/1/2012	9/12/2012	\$10,485.65	\$11,108.24	-\$622.59
JP MORGAN CHASE COMM MTG SER 2008 6 288% 02/12/2051	\$ 660 PAR	P	8/20/2012	9/12/2012	\$659.68	\$690.40	-\$30.72
BEAR STEARNS COMM MTG SEC SER 2007 5 66325% 06/11/2040	\$ 37,263 PAR	P	8/21/2012	9/14/2012	\$37,262.91	\$38,567.11	-\$1,304.20
MERRILL LYNCH CW COMM MTG SER 2007 5 331% 03/12/2051	\$ 2,173 PAR	P	7/1/2012	9/14/2012	\$2,172.93	\$2,250.34	-\$77.41
MORGAN STANLEY CAPITAL SER 2007 5 61% 04/15/2049	\$ 15,682 PAR	P	7/1/2012	9/17/2012	\$15,682.27	\$16,270.35	-\$588.08
CREDIT SUISSE MTG CAPITAL CERT SER 2006 5 67607% 03/15/2039	\$ 8,734 PAR	P	7/31/2012	9/18/2012	\$8,733.55	\$8,962.81	-\$229.26
WACHOVIA BANK COMM MTG TRUST SER 2007 5 73234% 06/15/2049	\$ 15,790 PAR	P	7/25/2012	9/18/2012	\$15,790.21	\$16,234.31	-\$444.10
BEAR STEARNS COMM MTG SEC SER 2006 5 68655% 09/11/2038	\$ 4,348 PAR	P	9/13/2012	10/11/2012	\$4,348.41	\$4,487.02	-\$138.61
JP MORGAN CHASE COMM MTG SER 2007 5 447% 06/12/2047	\$ 5,080 PAR	P	7/1/2012	10/12/2012	\$5,080.27	\$5,381.91	-\$301.64
MERRILL LYNCH CW COMM MTG SER 2007-6 5 331% 03/12/2051	\$ 2,310 PAR	P	7/1/2012	10/16/2012	\$2,310.13	\$2,392.43	-\$82.30
MERRILL LYNCH MTG TRUST SER 2007 5 74534% 06/12/2050	\$ 38,655 PAR	P	8/1/2012	10/16/2012	\$38,655.42	\$39,247.33	-\$591.91
WACHOVIA BANK COMM MTG TRUST SER 2007 5 73234% 06/15/2049	\$ 5,931 PAR	P	7/25/2012	10/18/2012	\$5,930.75	\$6,097.55	-\$166.80
CREDIT SUISSE MTG CAPITAL CERT SER 2006 5 67607% 03/15/2039	\$ 14,626 PAR	P	7/31/2012	10/18/2012	\$14,626.00	\$15,009.93	-\$383.93
MORGAN STANLEY CAPITAL SER 2007 5 61% 04/15/2049	\$ 17,512 PAR	P	7/1/2012	11/8/2012	\$17,511.77	\$18,168.46	-\$656.69
BEAR STEARNS COMM MTG SEC SER 2006 5 68655% 09/11/2038	\$ 3,887 PAR	P	9/13/2012	11/13/2012	\$3,886.80	\$4,010.69	-\$123.89
JP MORGAN CHASE COMM MTG SER 2007 5 447% 06/12/2047	\$ 54,410 PAR	P	7/1/2012	11/14/2012	\$54,409.61	\$57,640.18	-\$3,230.57
MERRILL LYNCH CW COMM MTG SER 2007-6 5 331% 03/12/2051	\$ 4,370 PAR	P	7/1/2012	11/15/2012	\$4,370.18	\$4,525.87	-\$155.69
MORGAN STANLEY CAPITAL SER 2007 2 5 61% 04/15/2049	\$ 29,549 PAR	P	7/1/2012	11/15/2012	\$29,548.51	\$30,656.58	-\$1,108.07
BEAR STEARNS COMM MTG SEC SER 2007 5 66325% 06/11/2040	\$ 34,973 PAR	P	8/21/2012	11/16/2012	\$34,973.06	\$36,197.12	-\$1,224.06
MERRILL LYNCH MTG TRUST SER 2007 5 74534% 06/12/2050	\$ 44,957 PAR	P	8/1/2012	11/16/2012	\$44,957.19	\$45,645.60	-\$688.41
WACHOVIA BANK COMM MTG TRUST SER 2007 5 73234% 06/15/2049	\$ 19,325 PAR	P	7/25/2012	11/19/2012	\$19,325.06	\$19,868.58	-\$543.52
CREDIT SUISSE MTG CAPITAL CERT SER 2006 5 67607% 03/15/2039	\$ 5,347 PAR	P	7/31/2012	11/20/2012	\$5,347.47	\$5,487.84	-\$140.37
BEAR STEARNS COMM MTG SEC SER 2006 5 68655% 09/11/2038	\$ 4,388 PAR	P	9/13/2012	12/1/2012	\$4,388.33	\$4,528.21	-\$139.88
MERRILL LYNCH MTG TRUST SER 2005 4 96% 07/12/2038	\$ 328 PAR	P	11/15/2012	12/1/2012	\$327.56	\$335.03	-\$7.47
JP MORGAN CHASE COMM MTG SER 2007 5 447% 06/12/2047	\$ 46,939 PAR	P	7/1/2012	12/13/2012	\$46,938.69	\$49,725.67	-\$2,786.98
BEAR STEARNS COMM MTG SEC SER 2007 5 66325% 06/11/2040	\$ 411 PAR	P	8/21/2012	12/14/2012	\$410.74	\$425.12	-\$14.38
MERRILL LYNCH CW COMM MTG SER 2007-6 5 331% 03/12/2051	\$ 2,397 PAR	P	7/1/2012	12/14/2012	\$2,396.56	\$2,481.94	-\$85.38
MERRILL LYNCH MTG TRUST SER 2007 5 74534% 06/12/2050	\$ 39,132 PAR	P	8/1/2012	12/14/2012	\$39,131.98	\$39,731.19	-\$599.21
CREDIT SUISSE MTG CAPITAL SER 2006-C2 5 67607% 03/15/2039	\$ 5,238 PAR	P	7/31/2012	12/18/2012	\$5,238.00	\$5,375.50	-\$137.50
WACHOVIA BANK COMM MTG TRUST SER 2007 5 73234% 06/15/2049	\$ 677 PAR	P	7/25/2012	12/18/2012	\$676.92	\$695.96	-\$19.04
FNMA POOL# AL0471 5 5% 07/01/2025	\$ 10,418 PAR	P	7/6/2011	1/25/2012	\$10,417.60	\$11,315.65	-\$918.05
FNMA POOL# AL0471 5 5% 07/01/2025	\$ 7,847 PAR	P	7/6/2011	2/27/2012	\$7,847.43	\$8,538.98	-\$691.55
FNMA POOL# AL0471 5 5% 07/01/2025	\$ 9,950 PAR	P	7/6/2011	3/26/2012	\$9,949.56	\$10,826.37	-\$876.81
FNMA POOL# AL0471 5 5% 07/01/2025	\$ 8,690 PAR	P	7/6/2011	4/25/2012	\$8,689.59	\$9,455.36	-\$765.77
FNMA POOL# AJ7717 3% 12/01/2026	\$ 3,076 PAR	P	3/20/2012	5/25/2012	\$3,076.18	\$3,169.43	-\$93.25
FNMA POOL# AL0471 5 5% 07/01/2025	\$ 8,305 PAR	P	7/6/2011	5/25/2012	\$8,304.73	\$9,036.58	-\$731.85
FNMA POOL# AJ7717 3% 12/01/2026	\$ 3,881 PAR	P	3/20/2012	6/25/2012	\$3,880.60	\$3,998.23	-\$117.63

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(A)		(B)	(C)	(D)	(E)	(F)	(H)
KIND OF PROPERTY	DESCRIPTION	HOW ACQUIRED	DATE ACQUIRED	DATE SOLD	GROSS SALES PRICE	BASIS AND EXP OF SALE	GAIN OR LOSS LONG TERM *
FNMA POOL# AL0471 5 5% 07/01/2025	\$ 8,700 PAR	P	7/6/2011	6/25/2012	\$8,700 31	\$9,467 03	-\$766 72
THERMO FISHER SCIENTIFIC INC 2 25% 08/15/2016	\$ 175,000 PAR	P	8/10/2011	7/18/2012	\$181,231 75	\$176,355 47	\$4,876 28
UNITED TECHNOLOGIES CORP 1 8% 06/01/2017	\$ 200,000 PAR	P	5/24/2012	7/19/2012	\$207,270 00	\$199,828 00	\$7,442 00
FNMA POOL# AJ7717 3% 12/01/2026	\$ 5,946 PAR	P	3/20/2012	7/25/2012	\$5,946 11	\$6 126 35	-\$180 24
FNMA POOL# AJ7717 3% 12/01/2026	\$ 7,459 PAR	P	3/20/2012	8/27/2012	\$7,459 10	\$7,685 20	-\$226 10
FNMA POOL# AJ7717 3% 12/01/2026	\$ 359,161 PAR	P	3/20/2012	9/18/2012	\$379,588 71	\$370,048 49	\$9,540 22
FNMA POOL# AJ7717 3% 12/01/2026	\$ 9,834 PAR	P	3/20/2012	9/25/2012	\$9,833 72	\$10,131 80	-\$298 08
FNMA POOL# AO4073 2 5% 05/01/2027	\$ 4,314 PAR	P	7/27/2012	9/25/2012	\$4,314 41	\$4,488 33	-\$173 92
FNMA POOL# AO4073 2 5% 05/01/2027	\$ 6,040 PAR	P	7/27/2012	10/25/2012	\$6 039 87	\$6,283 35	-\$243 48
FNMA POOL# AO4073 2 5% 05/01/2027	\$ 7,601 PAR	P	7/27/2012	11/26/2012	\$7,601 18	\$7,907 60	-\$306 42
FNMA POOL# AO4073 2 5% 05/01/2027	\$ 12,098 PAR	P	7/27/2012	12/26/2012	\$12,097 67	\$12,585 36	-\$487 69
GENERAL ELECTRIC CAP CORP 5 875% 02/15/2012	\$ 1,000,000 PAR	P	2/15/2012	8/15/2011	1,000,000 00	1,000,000 00	0 00
SBC COMMUNICATIONS 5 875% 08/15/2012	\$ 850,000 PAR	P	3/30/2012	8/29/2011	867,331 58	871,575 05	-4,243 47
NEW YORK NY TAXABLE SER J 5 3% 05/15/2012	\$ 1,000,000 PAR	P	5/15/2012	8/12/2011	1,000,000 00	1,000,000 00	0 00
					<u>\$21,773,701 39</u>	<u>\$21,069,422 36</u>	<u>\$704,279 03</u>
RECAP							
STOCKS							
US GOVERNMENT AND CORPORATE BONDS					\$17,223,878 26	\$16,501,516 38	\$722,361 88
TOTALS					<u>\$4,549,823 13</u>	<u>\$4,567,905 98</u>	<u>-\$18,082 85</u>
					<u>\$21,773,701 19</u>	<u>\$21,069,422 06</u>	<u>\$704,279 03</u>

PAGE 3 - PART IV - CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME - LONG TERM

(A) KIND OF PROPERTY		(B) HOW ACQUIRED	(C) DATE ACQUIRED	(D) DATE SOLD	(E) GROSS SALES PRICE	(F) BASIS AND EXP OF SALE	(H) GAIN OR LOSS LONG TERM
STOCKS:							
HEIDRICK & STRUGGLES INTL INC	500 Shares Common Stock	P	9/11/2006	1/3/2012	\$11,121.79	\$17,339.95	-\$6,218.16
AT&T INC	800 Shares Common Stock	P	7/30/2004	1/4/2012	\$24,447.53	\$15,349.67	\$9,097.86
ALLSTATE CORP	225 Shares Common Stock	P	1/9/2004	1/4/2012	\$6,226.98	\$9,846.92	-\$3,619.94
ALLSTATE CORP	975 Shares Common Stock	P	3/26/2004	1/4/2012	\$26,983.58	\$43,953.00	-\$16,969.42
CHEVRON CORPORATION	500 Shares Common Stock	P	6/17/2005	1/4/2012	\$55,008.99	\$29,311.55	\$25,697.44
GENERAL ELECTRIC CO	1,900 Shares Common Stock	P	12/2/2003	1/4/2012	\$34,826.52	\$55,290.00	-\$20,463.48
TIME WARNER CABLE INC	600 Shares Common Stock	P	3/29/2010	1/4/2012	\$39,077.66	\$31,354.08	\$7,723.58
GOODRICH CORPORATION	800 Shares Common Stock	P	9/11/2006	1/4/2012	\$98,689.30	\$31,575.92	\$67,113.38
GOODRICH CORPORATION	700 Shares Common Stock	P	9/12/2006	1/4/2012	\$86,353.14	\$27,355.93	\$58,997.21
GOODRICH CORPORATION	500 Shares Common Stock	P	9/13/2006	1/4/2012	\$61,680.82	\$19,671.25	\$42,009.57
HARRIS CORPORATION DEL	1,485 Shares Common Stock	P	9/26/2006	1/9/2012	\$55,779.24	\$66,899.25	-\$11,120.01
HARRIS CORPORATION DEL	280 Shares Common Stock	P	12/29/2006	1/9/2012	\$10,517.30	\$13,084.40	-\$2,567.10
HARRIS CORPORATION DEL	285 Shares Common Stock	P	5/9/2007	1/9/2012	\$10,705.11	\$14,367.20	-\$3,662.09
HARRIS CORPORATION DEL	500 Shares Common Stock	P	4/6/2009	1/9/2012	\$18,780.89	\$14,986.50	\$3,794.39
WHIRLPOOL CORP	300 Shares Common Stock	P	9/11/2006	1/20/2012	\$16,309.34	\$24,663.00	-\$8,353.66
WHIRLPOOL CORP	300 Shares Common Stock	P	9/13/2006	1/20/2012	\$16,309.34	\$26,247.00	-\$9,937.66
WHIRLPOOL CORP	200 Shares Common Stock	P	9/18/2006	1/20/2012	\$10,872.89	\$17,772.00	-\$6,899.11
WHIRLPOOL CORP	200 Shares Common Stock	P	9/19/2006	1/20/2012	\$10,872.89	\$17,600.00	-\$6,727.11
WHIRLPOOL CORP	300 Shares Common Stock	P	4/6/2009	1/20/2012	\$16,309.34	\$10,158.00	\$6,151.34
WHIRLPOOL CORP	200 Shares Common Stock	P	8/5/2009	1/20/2012	\$10,872.88	\$11,416.00	-\$543.12
HUMANA INC	500 Shares Common Stock	P	6/4/2008	1/24/2012	\$45,512.32	\$24,795.70	\$20,716.62
HUMANA INC	1,200 Shares Common Stock	P	10/7/2008	1/24/2012	\$109,229.58	\$44,363.64	\$64,865.94
HUMANA INC	1,000 Shares Common Stock	P	10/7/2008	1/25/2012	\$88,805.89	\$36,969.70	\$51,836.19
QUALCOMM INC	180 Shares Common Stock	P	4/22/2010	1/25/2012	\$10,630.33	\$7,196.78	\$3,433.55
QUALCOMM INC	450 Shares Common Stock	P	8/23/2010	1/25/2012	\$26,575.81	\$17,468.73	\$9,107.08
QUALCOMM INC	350 Shares Common Stock	P	8/23/2010	1/25/2012	\$20,548.14	\$13,586.79	\$6,961.35
QUALCOMM INC	260 Shares Common Stock	P	8/23/2010	1/25/2012	\$15,264.33	\$10,211.34	\$5,052.99
QUALCOMM INC	610 Shares Common Stock	P	8/23/2010	1/31/2012	\$35,861.09	\$23,957.39	\$11,903.70
QUALCOMM INC	100 Shares Common Stock	P	8/23/2010	2/1/2012	\$5,936.75	\$3,927.44	\$2,009.31
QUALCOMM INC	400 Shares Common Stock	P	7/30/2004	2/2/2012	\$36,859.29	\$15,651.52	\$21,207.77
LABORATORY CORPORATION OF AMERICA HOLDINGS	1 Shares Common Stock	P	9/11/2006	2/2/2012	\$13.01	\$18.77	-\$5.76
SUNCOR ENERGY INC	2,570 Shares Common Stock	P	12/8/2009	2/2/2012	\$88,411.70	\$86,806.89	\$1,604.81
SUNCOR ENERGY INC	1,250 Shares Common Stock	P	12/8/2009	2/2/2012	\$123,016.88	\$95,917.12	\$27,099.76
OCCIDENTAL PETROLEUM CORPORATION	100 Shares Common Stock	P	12/8/2009	2/3/2012	\$3,459.43	\$3,377.70	\$81.73
SUNCOR ENERGY INC	880 Shares Common Stock	P	12/8/2009	2/3/2012	\$30,438.17	\$29,723.76	\$714.41
SUNCOR ENERGY INC	8,290 Shares Common Stock	P	12/8/2009	2/14/2012	\$233,465.95	\$182,384.14	\$51,081.81
ORACLE CORP CORPORATION	400 Shares Common Stock	P	4/25/2006	2/16/2012	\$49,014.83	\$11,167.99	\$37,846.84
CUMMINS INC	30 Shares Common Stock	P	12/8/2009	2/21/2012	\$3,134.64	\$2,302.01	\$832.63
OCCIDENTAL PETROLEUM CORPORATION	90 Shares Common Stock	P	12/8/2009	2/21/2012	\$3,137.21	\$3,039.93	\$97.28
SUNCOR ENERGY INC	110 Shares Common Stock	P	12/20/2010	2/21/2012	\$3,197.64	\$2,412.56	\$785.08
COMCAST CORP (NEW) CL A	160 Shares Common Stock	P	2/12/2010	2/21/2012	\$4,353.52	\$2,709.04	\$1,644.48
EMC CORP MASS	120 Shares Common Stock	P	12/8/2009	2/21/2012	\$1,856.36	\$1,866.79	-\$10.43
WEATHERFORD INTERNATIONAL LTD	100 Shares Common Stock	P	12/8/2009	2/21/2012	\$1,655.97	\$2,542.48	-\$886.51
WARNER CHILCOTT PLC	100 Shares Common Stock	P	12/8/2009	2/21/2012	\$2,855.94	\$2,200.05	\$655.89
ORACLE CORP CORPORATION	100 Shares Common Stock	P	1/11/2011	2/21/2012	\$1,532.37	\$1,445.99	\$86.38
VALERO ENERGY CORP	60 Shares Common Stock	P	8/23/2010	2/21/2012	\$1,876.17	\$1,178.23	\$697.94
QUALCOMM INC	30 Shares Common Stock	P	8/23/2010	2/21/2012	\$2,501.55	\$1,558.67	\$942.88
QUALCOMM INC	40 Shares Common Stock	P	8/23/2010	2/21/2012	\$1,674.96	\$1,368.95	\$306.01
UNITED TECHNOLOGIES CORP	20 Shares Common Stock	P	2/24/2010	2/21/2012	\$5,090.00	\$1,901.70	\$3,188.30
APPLE INC	10 Shares Common Stock	P	12/8/2010	2/21/2012	\$1,354.47	\$1,176.49	\$177.98
GENERAL ELECTRIC CO	70 Shares Common Stock	P	6/29/2010	2/21/2012	\$1,216.47	\$1,296.52	-\$80.05
CISCO SYSTEMS INC	60 Shares Common Stock	P	12/8/2009	2/21/2012	\$2,894.94	\$1,820.33	\$1,074.61
VIACOM INC - CLASS B	60 Shares Common Stock	P	12/8/2009	2/21/2012	\$2,894.94	\$1,820.33	\$1,074.61

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(A)		(B)	(C)	(D)	(E)	(F)	(H)
KIND OF PROPERTY		HOW ACQUIRED	DATE ACQUIRED	DATE SOLD	GROSS SALES PRICE	BASIS AND EXP OF SALE	GAIN OR LOSS LONG TERM
EMC CORP MASS	830 Shares Common Stock	P	2/12/2010	2/22/2012	\$22,530.85	\$14,053.14	\$8,477.71
EMC CORP MASS	340 Shares Common Stock	P	2/12/2010	2/22/2012	\$9,229.51	\$5,822.91	\$3,406.60
EMC CORP MASS	1,120 Shares Common Stock	P	2/12/2010	2/22/2012	\$30,481.93	\$19,181.34	\$11,300.59
EMC CORP MASS	1,200 Shares Common Stock	P	2/12/2010	2/22/2012	\$32,596.93	\$20,551.44	\$12,045.49
INTERMEC INC	1,900 Shares Common Stock	P	4/17/2007	2/23/2012	\$14,386.73	\$42,593.06	-\$28,206.33
INTERMEC INC	500 Shares Common Stock	P	10/10/2007	2/23/2012	\$3,785.98	\$12,576.70	-\$8,790.72
EMC CORP MASS	240 Shares Common Stock	P	2/12/2010	2/23/2012	\$6,505.49	\$4,110.29	\$2,395.20
EMC CORP MASS	930 Shares Common Stock	P	2/12/2010	2/23/2012	\$25,208.77	\$15,971.26	\$9,237.51
INTERMEC INC	1,200 Shares Common Stock	P	10/10/2007	2/24/2012	\$9,245.47	\$30,184.08	-\$20,938.61
HEIDRICK & STRUGGLES INTL INC	200 Shares Common Stock	P	9/11/2006	2/24/2012	\$4,499.38	\$6,935.98	-\$2,436.60
HEIDRICK & STRUGGLES INTL INC	500 Shares Common Stock	P	9/13/2006	2/24/2012	\$11,248.45	\$18,209.95	-\$6,961.50
HEIDRICK & STRUGGLES INTL INC	600 Shares Common Stock	P	9/19/2006	2/24/2012	\$13,498.14	\$21,889.02	-\$8,390.88
HEIDRICK & STRUGGLES INTL INC	400 Shares Common Stock	P	4/6/2009	2/24/2012	\$8,998.76	\$7,350.24	\$1,648.52
HEIDRICK & STRUGGLES INTL INC	300 Shares Common Stock	P	7/27/2009	2/24/2012	\$6,749.07	\$6,405.00	\$344.07
HEIDRICK & STRUGGLES INTL INC	200 Shares Common Stock	P	8/5/2009	2/24/2012	\$4,499.37	\$4,053.64	\$445.73
INTERMEC INC	100 Shares Common Stock	P	10/10/2007	2/27/2012	\$765.99	\$2,515.34	-\$1,749.35
INTERMEC INC	1,400 Shares Common Stock	P	8/5/2008	2/27/2012	\$10,723.80	\$26,397.42	-\$15,673.62
INTERMEC INC	1,200 Shares Common Stock	P	4/3/2009	2/27/2012	\$9,191.83	\$13,764.00	-\$4,572.17
INTERMEC INC	600 Shares Common Stock	P	7/24/2009	2/27/2012	\$4,595.92	\$8,658.00	-\$4,062.08
INTERMEC INC	600 Shares Common Stock	P	8/5/2009	2/27/2012	\$4,595.91	\$7,936.98	-\$3,341.07
LABORATORY CORPORATION OF AMERICA HOLDINGS	300 Shares Common Stock	P	7/30/2004	3/1/2012	\$26,711.51	\$11,738.64	\$14,972.87
PROCTER & GAMBLE CO	600 Shares Common Stock	P	7/13/2007	3/1/2012	\$39,899.28	\$37,584.00	\$2,315.28
COMCAST CORP (NEW) CL A	1,520 Shares Common Stock	P	12/20/2010	3/2/2012	\$44,333.49	\$33,337.25	\$10,996.24
COMCAST CORP (NEW) CL A	1,420 Shares Common Stock	P	12/20/2010	3/2/2012	\$41,416.82	\$31,142.45	\$10,274.37
AT&T INC	1,048 Shares Common Stock	P	7/30/2004	3/12/2012	\$32,749.75	\$20,101.20	\$12,648.55
AT&T INC	4,252 Shares Common Stock	P	11/23/2004	3/12/2012	\$132,930.56	\$101,325.62	\$31,604.94
ALLSTATE CORP	1,505 Shares Common Stock	P	3/26/2004	3/12/2012	\$47,782.89	\$67,845.40	-\$20,062.51
AMERICAN EXPRESS CO	795 Shares Common Stock	P	7/30/2004	3/12/2012	\$25,240.79	\$37,357.05	-\$12,116.26
AMERISOURCEBERGEN CORP	1,300 Shares Common Stock	P	3/2/2011	3/12/2012	\$68,287.77	\$55,918.85	\$12,368.92
APACHE CORP	2,500 Shares Common Stock	P	6/8/2007	3/12/2012	\$94,732.29	\$62,027.84	\$32,704.45
BANK NEW YORK MELLON CORP	4,000 Shares Common Stock	P	7/30/2004	3/12/2012	\$179,376.86	\$79,186.00	\$100,190.86
BAXTER INTERNATIONAL INC	2,800 Shares Common Stock	P	6/2/2009	3/12/2012	\$89,358.79	\$138,604.00	-\$49,245.21
BEAM INC	1,400 Shares Common Stock	P	3/26/2004	3/12/2012	\$164,665.31	\$135,694.72	\$28,970.59
CHEVRON CORPORATION	1,700 Shares Common Stock	P	6/17/2005	3/12/2012	\$78,748.72	\$77,732.90	\$1,015.82
CONOCOPHILLIPS	1,418 Shares Common Stock	P	12/16/2005	3/12/2012	\$186,554.30	\$99,659.27	\$86,895.03
CONOCOPHILLIPS	682 Shares Common Stock	P	12/16/2005	3/12/2012	\$109,879.55	\$89,979.45	\$19,900.10
COVANCE INC	700 Shares Common Stock	P	4/26/2006	3/12/2012	\$52,847.57	\$46,001.24	\$6,846.33
DOVER CORPORATION	2,300 Shares Common Stock	P	12/22/2008	3/12/2012	\$33,914.45	\$28,693.91	\$5,220.54
EBAY INC	3,000 Shares Common Stock	P	3/9/2005	3/12/2012	\$144,715.00	\$91,895.12	\$52,819.88
EMERSON ELECTRONICS CO	1,400 Shares Common Stock	P	2/19/2010	3/12/2012	\$107,818.35	\$69,790.20	\$38,028.15
FREEPORT-MCMORAN COPPER & GOLD INC CL B	4,300 Shares Common Stock	P	11/22/2004	3/12/2012	\$69,930.28	\$47,173.00	\$22,757.28
GENERAL ELECTRIC CO	570 Shares Common Stock	P	8/14/2008	3/12/2012	\$165,476.06	\$188,089.52	-\$22,613.46
GENERAL ELECTRIC CO	4,470 Shares Common Stock	P	12/12/2003	3/12/2012	\$10,846.90	\$16,587.00	-\$5,740.10
GENERAL ELECTRIC CO	430 Shares Common Stock	P	12/19/2003	3/12/2012	\$85,062.57	\$137,676.00	-\$52,613.43
GENERAL ELECTRIC CO	1,430 Shares Common Stock	P	12/22/2003	3/12/2012	\$8,182.75	\$13,269.00	-\$5,086.25
GENERAL ELECTRIC CO	3,800 Shares Common Stock	P	1/9/2004	3/12/2012	\$27,212.41	\$45,795.70	-\$18,583.29
HONEYWELL INTERNATIONAL INC	60 Shares Common Stock	P	3/10/2009	3/12/2012	\$72,312.70	\$33,421.38	\$38,891.32
HONEYWELL INTERNATIONAL INC	2,140 Shares Common Stock	P	1/9/2004	3/12/2012	\$3,568.82	\$2,107.62	\$1,461.20
HUMANA INC	700 Shares Common Stock	P	3/26/2004	3/12/2012	\$127,287.90	\$71,056.56	\$56,231.34
INTEL CORP	4,900 Shares Common Stock	P	10/7/2008	3/12/2012	\$60,331.98	\$25,878.79	\$34,453.19
JP MORGAN CHASE & CO	2,630 Shares Common Stock	P	10/24/2005	3/12/2012	\$132,104.56	\$113,062.60	\$19,041.96
JP MORGAN CHASE & CO	1,670 Shares Common Stock	P	12/2/2003	3/12/2012	\$105,724.09	\$94,346.51	\$11,377.58
JP MORGAN CHASE & CO	1,670 Shares Common Stock	P	12/18/2003	3/12/2012	\$67,132.79	\$47,344.50	\$19,788.29

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(A)		(B)	(C)	(D)	(E)	(F)	(H)
KIND OF PROPERTY		HOW	DATE	DATE	GROSS SALES	BASIS AND EXP	GAIN OR LOSS
DESCRIPTION		ACQUIRED	ACQUIRED	SOLD	PRICE	OF SALE	LONG TERM
LABORATORY CORPORATION OF AMERICA HOLDINGS	900 Shares Common Stock	P	7/30/2004	3/12/2012	\$79,651.80	\$35,215.92	\$44,435.88
MICROSOFT CORP	5,500 Shares Common Stock	P	11/21/2008	3/12/2012	\$175,776.83	\$101,648.80	\$74,128.03
NEXTERA ENERGY INC	130 Shares Common Stock	P	12/22/2003	3/12/2012	\$7,853.17	\$4,184.61	\$3,668.56
NEXTERA ENERGY INC	870 Shares Common Stock	P	1/9/2004	3/12/2012	\$52,555.84	\$27,755.15	\$24,800.69
NEXTERA ENERGY INC	1,100 Shares Common Stock	P	3/26/2004	3/12/2012	\$66,449.91	\$36,661.52	\$29,788.39
PHILIP MORRIS INTL INC	500 Shares Common Stock	P	3/26/2004	3/12/2012	\$42,524.28	\$14,190.85	\$28,333.43
PROCTER & GAMBLE CO	2,200 Shares Common Stock	P	7/13/2007	3/12/2012	\$147,484.24	\$137,808.00	\$9,676.24
PUBLIC SERVICE ENTERPRISE GROUP INC	3,400 Shares Common Stock	P	6/7/2005	3/12/2012	\$103,188.48	\$98,217.50	\$4,970.98
QUEST DIAGNOSTICS INC DIAGNOSTICS INC	1,500 Shares Common Stock	P	4/2/2007	3/12/2012	\$87,748.56	\$74,828.70	\$12,919.86
SANDISK CORP	2,300 Shares Common Stock	P	2/8/2011	3/12/2012	\$113,831.85	\$114,513.09	-\$681.24
TIME WARNER CABLE INC	900 Shares Common Stock	P	3/29/2010	3/12/2012	\$71,770.73	\$47,031.12	\$24,739.61
US BANCORP NEW	2,600 Shares Common Stock	P	3/26/2004	3/12/2012	\$76,256.88	\$71,954.48	\$4,302.40
UNITED TECHNOLOGIES CORP	1,500 Shares Common Stock	P	12/18/2003	3/12/2012	\$125,615.23	\$57,476.25	\$68,138.98
WAL-MART STORES INC	2,900 Shares Common Stock	P	10/8/2009	3/12/2012	\$174,983.13	\$144,200.47	\$30,782.66
WATSON PHARMACEUTICALS INC	1,900 Shares Common Stock	P	9/18/2008	3/12/2012	\$113,580.14	\$51,403.74	\$62,176.40
MICROMET INC	300 Shares Common Stock	P	8/23/2010	4/2/2012	\$3,300.00	\$1,897.35	\$1,402.65
MICROMET INC	1,100 Shares Common Stock	P	10/20/2010	4/2/2012	\$12,100.00	\$8,108.65	\$3,991.35
MICROMET INC	6,500 Shares Common Stock	P	10/21/2010	4/2/2012	\$71,500.00	\$47,585.20	\$23,914.80
SCHLUMBERGER LTD	1,860 Shares Common Stock	P	12/1/2010	4/12/2012	130,231.12	149,567.44	-19,336.32
SCHLUMBERGER LTD	500 Shares Common Stock	P	12/1/2010	4/12/2012	35,008.37	39,715.80	-4,707.43
SCHLUMBERGER LTD	125 Shares Common Stock	P	12/1/2010	4/12/2012	8,752.09	9,983.13	-1,231.04
SUNCOR ENERGY INC	4,080 Shares Common Stock	P	12/8/2009	4/17/2012	129,945.09	137,810.16	-7,865.07
SUNCOR ENERGY INC	100 Shares Common Stock	P	12/9/2009	4/17/2012	3,184.93	3,375.00	-190.07
SUNCOR ENERGY INC	2,400 Shares Common Stock	P	4/5/2010	4/17/2012	76,438.29	84,025.20	-7,586.91
ORACLE CORP CORPORATION	8,900 Shares Common Stock	P	12/8/2009	4/17/2012	261,486.82	195,804.45	65,682.37
ORACLE CORP CORPORATION	400 Shares Common Stock	P	12/9/2009	4/17/2012	11,752.22	8,800.00	2,952.22
ORACLE CORP CORPORATION	1,400 Shares Common Stock	P	9/29/2010	4/17/2012	41,132.76	38,059.00	3,073.76
ORACLE CORP CORPORATION	2,700 Shares Common Stock	P	9/29/2010	4/17/2012	79,327.45	73,389.24	5,938.21
HALLIBURTON CO	1,750 Shares Common Stock	P	12/8/2009	4/17/2012	57,241.92	46,873.75	10,368.17
HALLIBURTON CO	800 Shares Common Stock	P	12/9/2009	4/17/2012	26,167.73	22,088.00	4,079.73
HALLIBURTON CO	1,900 Shares Common Stock	P	12/17/2009	4/17/2012	62,148.37	56,857.31	5,291.06
HALLIBURTON CO	1,300 Shares Common Stock	P	6/16/2010	4/17/2012	42,522.57	34,502.00	8,020.57
HALLIBURTON CO	200 Shares Common Stock	P	6/23/2010	4/17/2012	6,541.93	5,128.72	1,413.21
HALLIBURTON CO	100 Shares Common Stock	P	6/23/2010	4/17/2012	3,270.97	2,559.50	711.47
HALLIBURTON CO	100 Shares Common Stock	P	6/24/2010	4/17/2012	3,270.97	2,550.42	720.55
HALLIBURTON CO	900 Shares Common Stock	P	6/29/2010	4/17/2012	29,438.70	22,540.50	6,898.20
HALLIBURTON CO	600 Shares Common Stock	P	6/29/2010	4/17/2012	19,625.80	15,046.62	4,579.18
HALLIBURTON CO	1,900 Shares Common Stock	P	10/28/2010	4/17/2012	62,148.37	59,388.30	2,760.07
HALLIBURTON CO	1,100 Shares Common Stock	P	10/29/2010	4/17/2012	35,980.63	34,348.27	1,632.36
REGENERON PHARMACEUTICALS	600 Shares Common Stock	P	9/12/2006	4/20/2012	\$76,097.19	\$9,610.26	\$66,486.93
APPLE INC	935 Shares Common Stock	P	12/8/2009	4/25/2012	575,395.46	177,808.48	397,586.98
WEATHERFORD INTERNATIONAL LTD	6,030 Shares Common Stock	P	12/8/2009	4/25/2012	85,744.67	93,806.30	-8,061.63
WEATHERFORD INTERNATIONAL LTD	1,200 Shares Common Stock	P	12/9/2009	4/25/2012	17,063.62	19,484.00	-2,420.38
WEATHERFORD INTERNATIONAL LTD	800 Shares Common Stock	P	9/10/2010	4/25/2012	11,375.74	12,908.08	-1,532.34
WEATHERFORD INTERNATIONAL LTD	600 Shares Common Stock	P	9/10/2010	4/25/2012	8,531.81	9,679.56	-1,147.75
WEATHERFORD INTERNATIONAL LTD	5,300 Shares Common Stock	P	9/10/2010	4/25/2012	75,364.31	85,857.88	-10,493.57
OCCIDENTAL PETROLEUM CORPORATION	840 Shares Common Stock	P	12/8/2009	4/25/2012	74,419.22	64,456.31	9,962.91
OCCIDENTAL PETROLEUM CORPORATION	100 Shares Common Stock	P	12/9/2009	4/25/2012	8,859.43	7,674.00	1,185.43
OCCIDENTAL PETROLEUM CORPORATION	2,000 Shares Common Stock	P	4/8/2011	4/25/2012	177,188.62	206,239.00	-29,050.38
OCCIDENTAL PETROLEUM CORPORATION	270 Shares Common Stock	P	4/11/2011	4/25/2012	23,920.47	27,787.70	-3,867.23
CITRIX SYS INC	1,030 Shares Common Stock	P	3/9/2011	4/25/2012	77,963.49	74,829.60	3,133.89
ACCO BRANDS CORP	0 Shares Common Stock	P	9/11/2006	5/4/2012	\$3.58	\$3.02	\$0.56
DELPHI FINANCIAL GRP A	180 Shares Common Stock	P	6/20/2005	5/16/2012	\$7,875.56	\$5,337.13	\$2,538.43

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(A) KIND OF PROPERTY		(B) HOW ACQUIRED		(C) DATE ACQUIRED		(D) DATE SOLD		(E) GROSS SALES PRICE		(F) BASIS AND EXP OF SALE		(H) GAIN OR LOSS LONG TERM	
DELPHI FINANCIAL GRP A	563 Shares Common Stock	P		4/25/2006		5/16/2012		\$24,679.69		\$19,717.50		\$4,962.19	
DELPHI FINANCIAL GRP A	100 Shares Common Stock	P		9/5/2007		5/16/2012		\$4,387.50		\$4,017.50		\$370.00	
DELPHI FINANCIAL GRP A	100 Shares Common Stock	P		12/22/2008		5/16/2012		\$4,387.50		\$1,588.45		\$2,799.05	
DELPHI FINANCIAL GRP A	100 Shares Common Stock	P		12/23/2008		5/16/2012		\$4,387.50		\$1,606.81		\$2,780.69	
DELPHI FINANCIAL GRP A	100 Shares Common Stock	P		12/29/2008		5/16/2012		\$4,387.50		\$1,606.87		\$2,780.63	
DELPHI FINANCIAL GRP A	100 Shares Common Stock	P		12/30/2008		5/16/2012		\$4,387.50		\$1,690.51		\$2,696.99	
DELPHI FINANCIAL GRP A	600 Shares Common Stock	P		4/6/2009		5/16/2012		\$26,325.00		\$9,198.00		\$17,127.00	
DELPHI FINANCIAL GRP A	600 Shares Common Stock	P		7/23/2009		5/16/2012		\$26,325.00		\$13,074.18		\$13,250.82	
DELPHI FINANCIAL GRP A	500 Shares Common Stock	P		8/5/2009		5/16/2012		\$21,937.50		\$12,321.00		\$9,616.50	
DELPHI FINANCIAL GRP A	200 Shares Common Stock	P		2/25/2010		5/16/2012		\$8,775.00		\$4,268.00		\$4,507.00	
DELPHI FINANCIAL GRP A	5300 Shares Common Stock	P		2/24/2011		5/16/2012		\$232,537.50		\$159,237.97		\$73,299.53	
DELPHI FINANCIAL GRP A	1,100 Shares Common Stock	P		6/24/2008		5/18/2012		\$23,156.68		\$63,815.62		-\$40,658.94	
BILL BARRETT CORP	400 Shares Common Stock	P		7/15/2008		5/18/2012		\$8,420.61		\$19,578.64		-\$11,158.03	
BILL BARRETT CORP	300 Shares Common Stock	P		4/6/2009		5/18/2012		\$6,315.46		\$7,380.00		-\$1,064.54	
BILL BARRETT CORP	200 Shares Common Stock	P		7/27/2009		5/18/2012		\$4,210.31		\$6,230.00		-\$2,019.69	
BILL BARRETT CORP	200 Shares Common Stock	P		8/5/2009		5/18/2012		\$4,210.30		\$6,492.00		-\$2,281.70	
BILL BARRETT CORP	800 Shares Common Stock	P		5/19/2011		5/22/2012		\$9,367.87		\$7,712.56		\$1,655.31	
RADVISION LTD	400 Shares Common Stock	P		9/11/2006		5/23/2012		\$50,770.82		\$6,331.96		\$44,438.86	
REGENERON PHARMACEUTICALS	200 Shares Common Stock	P		9/12/2006		5/23/2012		\$25,385.41		\$3,203.42		\$22,181.99	
REGENERON PHARMACEUTICALS	1 Shares Common Stock	P		9/11/2006		6/4/2012		\$18.87		\$19.59		-\$0.72	
LAM RESEARCH CORP	300 Shares Common Stock	P		9/13/2006		6/13/2012		\$37,906.79		\$11,802.75		\$26,104.04	
GOODRICH CORPORATION	400 Shares Common Stock	P		9/15/2006		6/13/2012		\$50,542.39		\$15,429.96		\$35,112.43	
GOODRICH CORPORATION	700 Shares Common Stock	P		4/3/2009		6/13/2012		\$88,449.18		\$27,720.00		\$60,729.18	
GOODRICH CORPORATION	400 Shares Common Stock	P		7/24/2009		6/13/2012		\$50,542.39		\$19,972.00		\$30,570.39	
GOODRICH CORPORATION	300 Shares Common Stock	P		8/6/2009		6/13/2012		\$37,906.78		\$16,362.00		\$21,544.78	
AMERICAN TOWER CORP	1,200 Shares Common Stock	P		4/25/2006		6/14/2012		\$80,213.28		\$19,027.00		\$40,422.96	
LIN TV CORPORATION	2,500 Shares Common Stock	P		9/11/2006		6/18/2012		\$8,208.06		\$19,027.00		-\$10,818.94	
LIN TV CORPORATION	4,000 Shares Common Stock	P		9/13/2006		6/18/2012		\$13,132.90		\$30,995.20		-\$17,862.30	
LIN TV CORPORATION	900 Shares Common Stock	P		9/15/2006		6/18/2012		\$2,954.90		\$6,830.01		-\$3,875.11	
LIN TV CORPORATION	1,600 Shares Common Stock	P		4/23/2008		6/18/2012		\$5,253.16		\$15,411.52		-\$10,158.36	
LIN TV CORPORATION	1,000 Shares Common Stock	P		4/7/2009		6/18/2012		\$3,283.23		\$1,320.00		\$1,963.23	
LIN TV CORPORATION	900 Shares Common Stock	P		4/15/2009		6/18/2012		\$2,954.90		\$1,357.56		\$1,597.34	
LIN TV CORPORATION	1,400 Shares Common Stock	P		7/27/2009		6/18/2012		\$4,596.52		\$2,182.88		\$2,413.64	
LIN TV CORPORATION	800 Shares Common Stock	P		8/11/2009		6/18/2012		\$2,626.59		\$3,080.00		-\$453.41	
PROCTER & GAMBLE CO	1,050 Shares Common Stock	P		7/13/2007		6/28/2012		\$62,601.80		\$85,772.00		-\$3,170.20	
PROCTER & GAMBLE CO	2,250 Shares Common Stock	P		9/4/2007		6/28/2012		\$134,146.72		\$146,866.95		-\$12,720.23	
QUALCOMM INC	660 Shares Common Stock	P		8/23/2010		7/19/2012		38,508.82		25,718.09		12,790.73	
QUALCOMM INC	1,300 Shares Common Stock	P		9/3/2010		7/19/2012		75,850.70		52,428.09		23,422.61	
QUALCOMM INC	200 Shares Common Stock	P		9/7/2010		7/19/2012		11,669.34		8,025.34		3,644.00	
QUALCOMM INC	1,100 Shares Common Stock	P		9/7/2010		7/19/2012		64,181.36		44,212.30		19,969.06	
QUALCOMM INC	1,450 Shares Common Stock	P		2/28/2011		7/19/2012		84,602.70		86,568.34		-1,965.64	
QUALCOMM INC	1,300 Shares Common Stock	P		3/18/2011		7/19/2012		75,850.70		67,731.04		8,119.66	
QUALCOMM INC	1,140 Shares Common Stock	P		6/20/2011		7/19/2012		66,515.23		59,131.34		7,383.89	
QUALCOMM INC	1,090 Shares Common Stock	P		6/20/2011		7/19/2012		63,597.89		58,199.68		5,398.21	
VIACOM INC - CLASS B	6,430 Shares Common Stock	P		12/8/2009		8/3/2012		297,340.97		195,079.13		102,261.84	
VIACOM INC - CLASS B	700 Shares Common Stock	P		12/9/2009		8/3/2012		32,369.93		20,978.37		11,391.56	
VIACOM INC - CLASS B	200 Shares Common Stock	P		8/12/2010		8/3/2012		9,248.55		6,428.04		2,820.51	
VIACOM INC - CLASS B	620 Shares Common Stock	P		8/12/2010		8/3/2012		28,670.52		20,041.62		8,628.90	
EMC CORP MASS	2,370 Shares Common Stock	P		2/12/2010		8/3/2012		63,449.88		55,628.16		22,748.92	
EMC CORP MASS	3,200 Shares Common Stock	P		2/16/2010		8/3/2012		85,670.72		40,700.96		30,042.56	
EMC CORP MASS	1,400 Shares Common Stock	P		10/25/2010		8/3/2012		37,480.94		30,005.36		7,475.58	
EMC CORP MASS	2,300 Shares Common Stock	P		10/25/2010		8/3/2012		61,575.83		49,367.89		12,207.94	

PAGE 3 - PART IV - CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME LONG TERM

(A)		(B)	(C)	(D)	(E)	(F)	(H)
KIND OF PROPERTY		HOW ACQUIRED	DATE ACQUIRED	DATE SOLD	GROSS SALES PRICE	BASIS AND EXP OF SALE	GAIN OR LOSS LONG TERM
EMC CORP MASS	2,300 Shares Common Stock	P	10/25/2010	8/3/2012	61,575.83	48,291.53	12,284.30
EMC CORP MASS	3,200 Shares Common Stock	P	2/28/2011	8/3/2012	85,670.72	86,925.76	-1,255.04
EMC CORP MASS	350 Shares Common Stock	P	6/22/2011	8/3/2012	9,370.22	9,340.73	29.49
NATIONAL-OILWELL VARCO INC	6,400 Shares Common Stock	P	12/8/2009	8/3/2012	483,539.24	263,677.44	219,861.80
NATIONAL-OILWELL VARCO INC	200 Shares Common Stock	P	12/9/2009	8/3/2012	15,110.60	8,352.00	6,758.60
COMCAST CORP (NEW) CL A	3,080 Shares Common Stock	P	12/20/2010	8/3/2012	107,240.42	67,548.40	39,692.02
COMCAST CORP (NEW) CL A	300 Shares Common Stock	P	12/20/2010	8/3/2012	10,445.50	6,571.50	3,874.00
COMCAST CORP (NEW) CL A	1,400 Shares Common Stock	P	12/21/2010	8/3/2012	48,745.65	30,959.60	17,786.05
COMCAST CORP (NEW) CL A	2,400 Shares Common Stock	P	12/21/2010	8/3/2012	83,563.97	53,496.48	30,067.49
COMCAST CORP (NEW) CL A	4,800 Shares Common Stock	P	12/21/2010	8/3/2012	167,127.93	106,279.68	60,848.25
COMCAST CORP (NEW) CL A	400 Shares Common Stock	P	12/21/2010	8/3/2012	13,927.33	8,819.12	5,108.21
COMCAST CORP (NEW) CL A	1,400 Shares Common Stock	P	1/14/2011	8/3/2012	48,745.65	31,676.54	17,069.11
COMCAST CORP (NEW) CL A	1,700 Shares Common Stock	P	1/14/2011	8/3/2012	59,191.14	38,474.40	20,716.74
COMCAST CORP (NEW) CL A	2,600 Shares Common Stock	P	1/14/2011	8/3/2012	90,527.63	59,030.14	31,497.49
UNITED TECHNOLOGIES CORP	980 Shares Common Stock	P	2/24/2010	8/3/2012	75,130.90	67,078.65	8,052.25
UNITED TECHNOLOGIES CORP	700 Shares Common Stock	P	2/25/2010	8/3/2012	53,664.93	48,010.41	5,654.52
UNITED TECHNOLOGIES CORP	1,100 Shares Common Stock	P	2/25/2010	8/3/2012	84,330.60	74,173.00	10,157.60
UNITED TECHNOLOGIES CORP	1,200 Shares Common Stock	P	2/26/2010	8/3/2012	91,997.02	82,296.72	9,700.30
UNITED TECHNOLOGIES CORP	900 Shares Common Stock	P	10/21/2010	8/3/2012	68,997.76	67,479.39	1,518.37
UNITED TECHNOLOGIES CORP	200 Shares Common Stock	P	10/21/2010	8/3/2012	15,332.84	14,958.36	374.48
UNITED TECHNOLOGIES CORP	900 Shares Common Stock	P	10/21/2010	8/3/2012	68,997.76	67,568.04	1,429.72
CELGENE CORP	2,090 Shares Common Stock	P	3/4/2011	8/3/2012	144,609.09	113,168.07	31,441.02
CELGENE CORP	400 Shares Common Stock	P	3/4/2011	8/3/2012	27,676.38	21,613.60	6,062.78
CELGENE CORP	3,800 Shares Common Stock	P	3/7/2011	8/3/2012	262,925.61	204,763.00	58,162.61
CELGENE CORP	1,000 Shares Common Stock	P	3/7/2011	8/3/2012	69,190.95	54,128.00	15,062.95
CELGENE CORP	2,650 Shares Common Stock	P	3/11/2011	8/3/2012	183,356.02	139,008.14	44,347.88
CELGENE CORP	550 Shares Common Stock	P	3/11/2011	8/3/2012	38,055.02	28,626.29	9,428.73
CELGENE CORP	1,000 Shares Common Stock	P	3/11/2011	8/3/2012	69,190.95	52,048.80	17,142.15
CELGENE CORP	400 Shares Common Stock	P	3/14/2011	8/3/2012	27,676.38	21,604.56	6,071.82
DANAHER CORP	790 Shares Common Stock	P	4/12/2011	8/3/2012	42,345.03	40,685.24	1,659.79
DANAHER CORP	760 Shares Common Stock	P	4/13/2011	8/3/2012	40,736.99	39,564.92	1,172.07
DANAHER CORP	1,450 Shares Common Stock	P	4/26/2011	8/3/2012	77,721.88	78,191.69	-469.81
DANAHER CORP	70 Shares Common Stock	P	4/26/2011	8/3/2012	3,752.09	3,788.75	-36.66
DANAHER CORP	2,310 Shares Common Stock	P	4/27/2011	8/3/2012	123,819.00	127,122.07	-3,303.07
DANAHER CORP	800 Shares Common Stock	P	4/27/2011	8/3/2012	42,881.04	43,973.28	-1,092.24
DANAHER CORP	2,220 Shares Common Stock	P	6/14/2011	8/3/2012	118,994.88	114,885.00	4,109.88
DANAHER CORP	100 Shares Common Stock	P	6/20/2011	8/3/2012	5,360.13	5,178.30	181.83
DANAHER CORP	480 Shares Common Stock	P	6/20/2011	8/3/2012	25,728.62	24,957.60	771.02
DANAHER CORP	1,770 Shares Common Stock	P	6/20/2011	8/3/2012	94,874.30	92,076.82	2,797.48
GENERAL MILLS INC	2,890 Shares Common Stock	P	4/20/2011	8/3/2012	111,910.43	109,787.92	2,122.51
GENERAL MILLS INC	740 Shares Common Stock	P	4/20/2011	8/3/2012	28,655.27	28,175.35	479.92
GENERAL MILLS INC	1,750 Shares Common Stock	P	4/21/2011	8/3/2012	67,765.83	66,315.03	1,450.80
GENERAL MILLS INC	650 Shares Common Stock	P	4/21/2011	8/3/2012	25,170.17	24,625.64	544.53
GENERAL MILLS INC	3,680 Shares Common Stock	P	4/25/2011	8/3/2012	142,501.86	140,640.77	1,861.09
GENERAL MILLS INC	540 Shares Common Stock	P	4/25/2011	8/3/2012	20,910.60	20,665.26	245.34
PHILLIPS 66	3,400 Shares Common Stock	P	4/26/2006	8/20/2012	\$146,837.94	\$109,954.00	\$36,883.94
PHILLIPS 66	200 Shares Common Stock	P	4/26/2006	8/21/2012	\$9,635.54	\$6,467.89	\$2,167.65
HUMANA INC	1,900 Shares Common Stock	P	10/7/2008	8/24/2012	\$132,959.59	\$70,242.43	\$62,717.16
HUMANA INC	800 Shares Common Stock	P	10/7/2008	8/27/2012	\$55,988.10	\$29,575.76	\$26,412.34
ACCO BRANDS CORP	330 Shares Common Stock	P	9/11/2006	8/28/2012	\$2,293.05	\$2,803.81	-\$510.76
ACCO BRANDS CORP	198 Shares Common Stock	P	9/12/2006	8/28/2012	\$1,377.31	\$1,704.88	-\$327.57
ACCO BRANDS CORP	165 Shares Common Stock	P	9/13/2006	8/28/2012	\$1,147.76	\$1,426.27	-\$278.51
ACCO BRANDS CORP	99 Shares Common Stock	P	9/15/2006	8/28/2012	\$688.66	\$849.45	-\$160.79

PAGE 3 - PART IV - CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME LONG TERM

(A)		(B)	(C)	(D)	(E)	(F)	(H)
KIND OF PROPERTY		HOW ACQUIRED	DATE ACQUIRED	DATE SOLD	GROSS SALES PRICE	BASIS AND EXP OF SALE	GAIN OR LOSS LONG TERM
ACCO BRANDS CORP	330 Shares Common Stock	P	1/10/2008	8/28/2012	\$2,295.52	\$3,139.46	-\$843.94
ACCO BRANDS CORP	198 Shares Common Stock	P	4/6/2009	8/28/2012	\$1,377.31	\$859.08	\$518.23
ACCO BRANDS CORP	132 Shares Common Stock	P	7/27/2009	8/28/2012	\$918.20	\$848.46	\$69.74
ACCO BRANDS CORP	132 Shares Common Stock	P	8/10/2009	8/28/2012	\$918.20	\$934.31	-\$16.11
EMERSON ELECTRONICS CO	2,450 Shares Common Stock	P	11/22/2004	8/29/2012	\$126,212.35	\$82,552.75	\$43,659.60
INTEL CORP	5,000 Shares Common Stock	P	10/24/2006	8/29/2012	\$123,590.23	\$115,370.00	\$8,220.23
INTEL CORP	3,400 Shares Common Stock	P	10/24/2006	8/29/2012	\$84,041.35	\$73,916.00	\$10,125.35
MICROSOFT CORP	5,200 Shares Common Stock	P	11/21/2008	8/29/2012	\$159,164.79	\$96,104.32	\$63,060.47
EMERSON ELECTRONICS CO	4,100 Shares Common Stock	P	11/22/2004	8/30/2012	\$208,287.22	\$138,149.50	\$70,137.72
PHILLIPS 66	200 Shares Common Stock	P	4/26/2006	8/31/2012	\$8,575.08	\$6,467.88	\$2,107.20
EMERSON ELECTRONICS CO	800 Shares Common Stock	P	11/22/2004	8/31/2012	\$40,838.52	\$26,956.00	\$13,882.52
BROOKS	2,500 Shares Common Stock	P	9/11/2006	9/7/2012	\$19,951.05	\$32,149.75	-\$12,198.70
BROOKS	1,400 Shares Common Stock	P	9/12/2006	9/7/2012	\$11,172.59	\$18,004.98	-\$6,832.39
BROOKS	1,400 Shares Common Stock	P	9/13/2006	9/7/2012	\$11,172.59	\$18,808.44	-\$7,635.85
BROOKS	600 Shares Common Stock	P	9/15/2006	9/7/2012	\$4,788.25	\$8,099.40	-\$3,311.15
BROOKS	1,500 Shares Common Stock	P	4/3/2009	9/7/2012	\$11,970.63	\$7,585.95	\$4,384.68
BROOKS	1,200 Shares Common Stock	P	1/5/2010	9/7/2012	\$9,576.50	\$10,831.92	-\$1,255.42
WATSON PHARMACEUTICALS INC	1,600 Shares Common Stock	P	9/18/2008	9/28/2012	\$136,334.86	\$43,287.36	\$93,047.50
WATSON PHARMACEUTICALS INC	1,200 Shares Common Stock	P	9/18/2008	10/1/2012	\$102,579.10	\$32,465.52	\$70,113.58
COVANCE INC	800 Shares Common Stock	P	12/22/2008	10/2/2012	\$38,203.30	\$32,793.04	\$5,410.26
COVANCE INC	2,400 Shares Common Stock	P	12/22/2008	10/3/2012	\$115,053.42	\$98,379.12	\$16,674.30
COVANCE INC	1,600 Shares Common Stock	P	4/6/2009	10/3/2012	\$76,702.28	\$59,190.56	\$17,511.72
SUNOCO INC	476 Shares Common Stock	P	9/11/2006	10/5/2012	\$23,780.72	\$25,461.60	-\$1,680.88
SUNOCO INC	265 Shares Common Stock	P	9/12/2006	10/5/2012	\$13,239.27	\$14,161.75	-\$922.48
SUNOCO INC	212 Shares Common Stock	P	9/13/2006	10/5/2012	\$10,591.42	\$11,502.29	-\$910.87
SUNOCO INC	159 Shares Common Stock	P	9/19/2006	10/5/2012	\$7,943.56	\$8,450.51	-\$506.95
SUNOCO INC	424 Shares Common Stock	P	5/1/2008	10/5/2012	\$21,182.83	\$16,999.66	\$4,183.17
SUNOCO INC	318 Shares Common Stock	P	4/3/2009	10/5/2012	\$15,887.12	\$7,624.75	\$8,262.37
SUNOCO INC	212 Shares Common Stock	P	7/24/2009	10/5/2012	\$10,591.42	\$4,331.86	\$6,259.56
SUNOCO INC	159 Shares Common Stock	P	8/6/2009	10/5/2012	\$7,943.56	\$3,388.18	\$4,555.38
SUNCOKE ENERGY INC	476 Shares Common Stock	P	9/11/2006	10/8/2012	\$7,876.82	\$9,403.64	-\$1,526.84
SUNCOKE ENERGY INC	265 Shares Common Stock	P	9/12/2006	10/8/2012	\$4,384.74	\$5,229.66	-\$844.92
SUNCOKE ENERGY INC	212 Shares Common Stock	P	9/13/2006	10/8/2012	\$3,507.80	\$4,247.57	-\$739.77
SUNCOKE ENERGY INC	159 Shares Common Stock	P	9/19/2006	10/8/2012	\$2,630.84	\$3,120.61	-\$489.77
SUNCOKE ENERGY INC	424 Shares Common Stock	P	5/1/2008	10/8/2012	\$7,015.60	\$6,277.65	\$737.95
SUNCOKE ENERGY INC	318 Shares Common Stock	P	4/3/2009	10/8/2012	\$5,261.70	\$2,815.67	\$2,446.03
SUNCOKE ENERGY INC	100 Shares Common Stock	P	7/24/2009	10/8/2012	\$1,658.56	\$756.35	\$902.21
SUNCOKE ENERGY INC	112 Shares Common Stock	P	7/24/2009	10/9/2012	\$1,876.27	\$843.32	\$1,032.95
SUNCOKE ENERGY INC	159 Shares Common Stock	P	8/6/2009	10/9/2012	\$2,669.27	\$1,251.21	\$1,418.06
ENERGY TRANSFER PARTNERS LP	1 Shares Common Stock	P	9/11/2006	10/10/2012	\$29.17	\$33.88	-\$4.71
REGENERON PHARMACEUTICALS	100 Shares Common Stock	P	9/12/2006	10/16/2012	\$15,729.46	\$1,601.71	\$14,127.75
REGENERON PHARMACEUTICALS	200 Shares Common Stock	P	9/13/2006	10/16/2012	\$31,458.91	\$3,295.98	\$28,162.93
ORIENT EXPRESS HOTELS LTD A	1,000 Shares Common Stock	P	7/24/2009	10/25/2012	\$12,336.53	\$8,478.30	\$3,858.23
ORIENT EXPRESS HOTELS LTD A	1,000 Shares Common Stock	P	7/27/2009	10/25/2012	\$12,336.52	\$9,003.30	\$3,333.22
PVH CORP	195 Shares Common Stock	P	6/20/2005	11/8/2012	\$21,464.14	\$6,384.52	\$15,079.62
PVH CORP	25 Shares Common Stock	P	12/22/2005	11/8/2012	\$2,751.81	\$790.50	\$1,961.31
PVH CORP	130 Shares Common Stock	P	4/25/2006	11/8/2012	\$14,309.43	\$4,959.50	\$9,349.93
ENERGY TRANSFER PARTNERS LP	445 Shares Common Stock	P	9/11/2006	11/9/2012	\$18,791.00	\$22,646.20	-\$3,855.20
ENERGY TRANSFER PARTNERS LP	247 Shares Common Stock	P	9/12/2006	11/9/2012	\$10,430.40	\$12,128.14	-\$2,128.14
ENERGY TRANSFER PARTNERS LP	197 Shares Common Stock	P	9/13/2006	11/9/2012	\$8,344.32	\$10,200.14	-\$1,855.82
ENERGY TRANSFER PARTNERS LP	148 Shares Common Stock	P	9/19/2006	11/9/2012	\$6,258.24	\$7,493.85	-\$1,235.61
ENERGY TRANSFER PARTNERS LP	395 Shares Common Stock	P	5/1/2008	11/9/2012	\$16,688.65	\$15,075.17	\$1,613.48
ENERGY TRANSFER PARTNERS LP	296 Shares Common Stock	P	4/3/2009	11/9/2012	\$12,516.48	\$6,761.58	\$5,754.90

PAGE 3 - PART IV - CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME LONG TERM

(A)		(B)	(C)	(D)	(E)	(F)	(H)
KIND OF PROPERTY		HOW ACQUIRED	DATE ACQUIRED	DATE SOLD	GROSS SALES PRICE	BASIS AND EXP OF SALE	GAIN OR LOSS LONG TERM
PUGET SOUND ENERGY INC 6 74% 06/15/2018	\$ 125,000 PAR	P	8/9/2005	12/7/2012	\$151,875 00	\$133,681 59	\$18,193 41
FREDDIE MAC POOL #G00936 8 5% 08/01/2027	\$ 546 PAR	P	11/7/2006	12/17/2012	\$546 38	\$611 60	-\$65 22
FREDDIE MAC POOL #G12334 5% 09/01/2021	\$ 751 PAR	P	11/21/2006	12/17/2012	\$750 64	\$727 13	\$23 51
FREDDIE MAC POOL #G12895 6% 11/01/2022	\$ 815 PAR	P	12/12/2007	12/17/2012	\$814 70	\$854 71	-\$40 01
FED HOME LN MTG CORP POOL #E01010 7% 07/01/2016	\$ 1,642 PAR	P	3/26/2008	12/17/2012	\$1,642 25	\$1,781 32	-\$139 07
FGCI POL #B13908 5 5% 05/01/2019	\$ 725 PAR	P	12/1/2006	12/17/2012	\$725 38	\$737 89	-\$12 51
FREDDIE MAC POOL #G01783 6 5% 02/01/2035	\$ 2,459 PAR	P	4/4/2008	12/17/2012	\$2,459 43	\$2,632 51	-\$173 08
SCHWAB CHARLES CORP NEW 4 95% 06/01/2014	\$ 155,000 PAR	P	11/2/2010	12/21/2012	\$164,642 55	\$165,187 40	-\$544 85
FNCT POOL# 256297 6% 08/01/2016	\$ 814 PAR	P	9/20/2006	12/26/2012	\$814 18	\$845 15	-\$30 97
FNMA POOL# 257369 5 5% 09/01/2018	\$ 1,751 PAR	P	10/7/2008	12/26/2012	\$1,751 33	\$1,800 05	-\$48 72
FNMA POOL# 555816 6 5% 04/01/2018	\$ 1,748 PAR	P	7/23/2008	12/26/2012	\$1,748 39	\$1,845 74	-\$97 35
FNMA POOL# AL0471 5 5% 07/01/2025	\$ 6,824 PAR	P	7/6/2011	12/26/2012	\$6,824 32	\$7,425 71	-\$601 39
FNMA POOL# 725169 8% 03/01/2013	\$ 281 PAR	P	5/15/2007	12/26/2012	\$281 08	\$338 35	-\$57 27
FNMA POOL# 725194 6% 12/01/2018	\$ 1,135 PAR	P	11/6/2007	12/26/2012	\$1,134 85	\$1,183 10	-\$48 25
FANNIE MAE POOL# 889383 6 5% 03/01/2023	\$ 1,255 PAR	P	5/7/2008	12/26/2012	\$1,255 05	\$1,405 77	-\$150 72
FNMA POOL# 995400 7% 06/01/2023	\$ 6,237 PAR	P	5/4/2010	12/26/2012	\$6,237 33	\$6,911 22	-\$673 89
					\$ 22,770,936 09	\$ 18,128,758 32	\$ 4,642,177 77

RECAP

STOCKS	\$17,678,546 43	\$13,270,732 93	\$4,407,813 50
US GOVERNMENT AND F112CORPORATE BONDS	\$5,092,389 66	\$4,858,025 39	\$234,364 27
TOTALS	\$22,770,936 09	\$18,128,758 32	\$4,642,177 77

THE COLEMAN FOUNDATION, INC
36-3025967
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PAGE 5 - PART VIII - OFFICERS, DIRECTORS, TRUSTEES, FOUNDATION MANAGERS

<u>Name and Address</u>	<u>Title & Average Hours Per Week Devoted to Position</u>	<u>Directors Fees</u>	<u>Management Fees</u>	<u>Management Wages</u>	<u>Total</u>	<u>Contribution Employee Benefit Plan</u>	<u>Total</u>
Michael W Hennessy 651 W Washington Blvd , Ste 306 Chicago, IL 60661	President & Director 45	\$3,500	\$0	\$220,503	\$224,003	\$15,984	\$239,987
Trevor C Davies 651 W Washington Blvd , Ste 306 Chicago, IL 60661	Treasurer & Director 40	\$3,500	\$0	\$169,034	\$172,534	\$25,355	\$197,889
John E Hughes 651 W Washington Blvd , Ste 306 Chicago, IL 60661	Director 6	\$18,000	\$0	\$0	\$18,000	\$0	\$18,000
R Michael Furlong 651 W Washington Blvd , Ste 306 Chicago, IL 60661	Director 6	\$21,500	\$0	\$0	\$21,500	\$0	\$21,500
Daniel B Wanzenberg 651 W Washington Blvd , Ste 306 Chicago, IL 60661	Director 6	\$22,500	\$0	\$0	\$22,500	\$0	\$22,500
James H Jones 651 W Washington Blvd , Ste 306 Chicago, IL 60661	Director & Secretary 6	\$20,500	\$0	\$4,040	\$24,540	\$600	\$25,140
Totals		<u>\$89,500</u>	<u>\$0</u>	<u>\$393,577</u>	<u>\$483,077</u>	<u>\$41,939</u>	<u>\$525,016</u>

Only minor expense reimbursement

THE COLEMAN FOUNDATION, INC

36-3025967

FORM 990-PF - 2012

PART VII-B. Line 5c

Expenditure Responsibility

During 2012 The Coleman Foundaiton claimed exemption maintaining Expenditue Responsibility for the following Grant

Empact	\$ 10,000.00
16 Beechtree Lane Plaisboro, NJ 08536	

In support of a Conference to gather leaders in the field of entrepreneurhsip as well as emerging entrepreneurs
Goals included: building and leveraging relationships, developing partnerships, sparking new ideas;
identify the various and extensive segments of the entrepreneurship ecosystem;
highlight the top organizations and individuals that comprise each of the segments;
chart the connections among the organizations and segments.

Grant Paid 10-19-12, funds expended in 2012. Final Report received 11-29-12

To the knowledge of the Grantor, the grantee has not diverted any portion of the funds from the purpose of the Grant

PART XV Item 3 Cont'd :

Grants Paid during the Year or Approved for
Future Payment

Grants actually disbused in 2012	\$ 5,893,359
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Grants Approved for Future Payment as Qualifying Distributions	\$ 3,631,949
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Total Grants for 2012	\$ 9,525,308
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Foundation Status of Recipient.

Except for the Grant listed above, To our Knowledge, all Grants were made to organizations described
described in Section 509 (a), (1), (2) or (3) and 501(c)(3).



Foundation Fact Sheet

History

The Coleman Foundation is a private, independent foundation established in the state of Illinois in 1951 by Dorothy W. and J.D. Stetson Coleman. The Coleman's were committed entrepreneurs who wished to return value to society and make the community aware of opportunities that could improve quality of life. The Foundation became fully endowed in 1981, by the Coleman's estates.

Program Areas

Foundation's Directors developed core focus areas of interest which included:

- Entrepreneurship education
- Improving access to quality cancer treatment, patient education and support programs in the metro Chicago area
- Housing and vocational programs for the developmentally disabled
- Highly selective Chicago Metro educational programs

The Foundation Staff and Directors maintain an active relationship with Grantees, with the goal being to develop and encourage meaningful, sustainable programs that provide maximum community value.

With the exception of some programs in entrepreneurship, the Foundation maintains a regional focus, which includes metropolitan Chicago and other select parts of the Midwest.

Grant Guidelines

These guidelines apply to the foundation's core funding initiatives.

- Grants are made only to organizations that are certified by the IRS as tax exempt, non-profit organizations [501(c)3 or 509(a)1] and that are not private foundations.

- No grants are made to individuals, to for-profit businesses, for advertising books, or tickets. The Foundation does not support general solicitations or annual appeals.
- The Foundation's primary geographic focus is the Midwest region, particularly the state of Illinois and the Chicago metropolitan area. Historically, the Foundation has supported national organizations and associations that broadly promote and further Entrepreneurship education, as one of the Foundation's core initiatives. Other program initiatives are only occasionally considered outside of the primary geographic area.
- Only programs within the United States will be considered, which excludes all international programs.

Proposal Submission Process

Additional information on programs and the application process is available at the Foundation's website - www.colemanfoundation.org Organizations wishing to submit a request may contact the foundation through a concise letter of inquiry. To conserve Grantee's resources and time, full grant proposals should only be submitted upon invitation by the foundation.

The Coleman Foundation, Inc.

Form 990-PF-2012

ID # 36-3025967

Part XV - Item 3A - Grants and Contributions Paid During the Year

Recipient Name and Address	Payment Amount	Purpose of Grant
Advocate Charitable Foundation 205 W. Touhy Ave., Suite 125 Park Ridge, IL 60068	\$60,000	Program Support
Almost Home Kids 7 S. 721 Route 53 Naperville, IL 60540	\$108,300 <u>\$220,000</u> \$328,300	Capital Support Capital Support
American Cancer Society, Inc. 225 N. Michigan Ave., Suite 1200 Chicago, IL 60601	\$200,000	Program Support
Aspire of Illinois 9901 Derby Lane Westchester, IL 60154	\$20,000	Program Support
Aspiritech NFP 1950 Sheridan Rd, Suite #206 Highland Park, IL 60035	\$75,000	Program Support
Association of Small Foundations 1720 N Street, NW Washington, DC 20036	\$25,000	Program Support
Avenues to Independence 515 Busse Highway Park Ridge, IL 60068	\$25,000	Program Support
Barbara Olson Center of Hope 3206 North Central Avenue Rockford, IL 61101-1756	\$9,200 <u>\$10,000</u> \$19,200	Program Support Capital Support
Cal Poly Corporation Industrial Technology California Polytechnic State University San Luis Obispo, CA 93407	\$15,000	Program Support
California State University, Fresno Lyles Center for Innovation and Entrepreneurship 2743 E. Shaw, Suite 120 M/S OF126 Fresno, CA 93710-8205	\$20,000 \$25,000 \$50,600 \$22,000 <u>\$8,000</u> \$125,600	Program Support Program Support Program Support Program Support Program Support
Cancer Wellness Center 215 Revere Drive Northbrook, IL 60062-8010	\$80,000	Program Support

The Coleman Foundation, Inc.

Form 990-PF-2012

ID # 36-3025967

Part XV - Item 3A - Grants and Contributions Paid During the Year

Recipient Name and Address	Payment Amount	Purpose of Grant
Cancer Center for Healthy Living aka Hult Center for Healthy Living 5215 North Knoxville Avenue Peoria, IL 61614	\$79,500	Program Support
Canisius College 2001 Main Street Buffalo, NY 14208	\$18,000	Program Support
Cayuga Community College Foundation 197 Franklin St. Auburn, NY 13021	\$5,000	Program Support
Center for Independence through Conductive Education 100 Plainfield Road Countryside, IL 60525	\$75,000	General Operating Support
Center for Independent Futures 743 Main St. Evanston, IL 60202	\$10,170 <u>\$68,000</u> \$78,170	Program Support Program Support
Chicago Artists' Coalition 217 N. Carpenter Chicago, IL 60607	\$40,000	General Operating Support
Collegiate Entrepreneurs' Organization 3105 N. Ashland, Suite 228 Chicago, IL 60657	\$65,000 \$3,500 \$7,000 <u>\$25,000</u> \$100,500	Program Support Program Support Program Support Program Support
Colorado Mesa University 1100 North Avenue Grand Junction, CO 81501-3122	\$12,000 <u>\$2,000</u> \$14,000	Program Support Program Support
Consortium for Entrepreneurship Education 1601 West Fifth Ave # 199 Columbus, OH 43212	\$25,000	Program Support
Countryside Association for People with Disabilities 21154 W. Shirley Rd. Palatine, IL 60074	\$25,000 <u>\$50,000</u> \$75,000	Capital Support Capital Support
DePaul University 1 East Jackson Blvd. Chicago, IL 60604-2287	\$15,000	Program Support

The Coleman Foundation, Inc.

Form 990-PF-2012

ID # 36-3025967

Part XV - Item 3A - Grants and Contributions Paid During the Year

Recipient Name and Address	Payment Amount	Purpose of Grant
Donka, Inc. 400 North County Farm Road Wheaton, IL 60187	\$26,602	Program Support
Easter Seals Joliet Region, Inc. 212 Barney Dr. Joliet, IL 60435-5271	\$75,000	Capital Support
Economic Awareness Council 703 S. Stough St. Hinsdale, IL 60521-4350	\$20,000	Program Support
Empact 16 Beechtree Lane Plainsboro, NJ 08536	\$10,000	Program Support
Finlandia University 601 Quincy Street Hancock, MI 49930	\$2,000 <u>\$11,000</u> \$13,000	Program Support Program Support
Foundation for Women's Cancer 230 W. Monroe, Suite 2528 Chicago, IL 60606	\$15,000	Program Support
Future Founders Foundation 600 W. Chicago Ave., Suite 700 Chicago, IL 60654	\$25,000	Program Support
Generation E Institute Kellogg Community College Center for Entrepreneurship 15 Capital Ave. NE, Suite 49017 Battle Creek, MI 49017	\$85,000	Program Support
Gilda's Club Chicago 537 North Wells Street Chicago, IL 60611	\$100,000	General Operating Support
Helping Hand Center 9649 West 55th Street Countryside, IL 60525	\$120,000 \$49,000 <u>\$180,000</u> \$349,000	Program Support Program Support Capital Support
Hinds Community College Utica Campus 34175 Hwy. 18 Utica, MS 39175	\$5,000	Program Support

The Coleman Foundation, Inc.

Form 990-PF-2012

ID # 36-3025967

Part XV - Item 3A - Grants and Contributions Paid During the Year

Recipient Name and Address	Payment Amount	Purpose of Grant
Horizon Hospice and Palliative Care	\$100,000	Capital Support
833 West Chicago Avenue	<u>\$15,000</u>	Program Support
Chicago, IL 60622	\$115,000	
 Idea Village	 \$10,000	 Program Support
515 Girod St.		
New Orleans, LA 70130		
 Illinois State University	 \$2,000	 Program Support
Institute for Entrepreneurial Studies		
College of Business		
Campus Box 5500		
Normal, IL 61790-5500		
 Ivy Tech Foundation	 \$25,000	 General Operating Support
Gayle and Bill Cook Center for Entrepreneurship		
Ivy Tech Community College - Bloomington		
200 Daniels Way		
Bloomington, IN 47404		
 Jennifer S. Fallick Cancer Support Center	 \$80,000	 Program Support
2028 Elm Road		
Homewood, IL 60430		
 Juniata College	 \$20,000	 Program Support
419 14th Street		
Huntingdon, PA 16652		
 L'Arche Chicago	 \$12,500	 Program Support
2010 W. Carroll Ave.		
Chicago, IL 60612		
 Latino Alzheimer's & Memory Disorders Alliance	 \$25,000	 Program Support
222 N. LaSalle St., Suite 1450		
Chicago, IL 60601		
 Lawrence Technological University	 \$2,000	 Program Support
21000 W. Ten Mile Rd.	<u>\$17,000</u>	Program Support
Southfield, MI 48075-1058	\$19,000	
 Leukemia & Lymphoma Society - Illinois Chapter	 \$98,000	 Program Support
651 W. Washington Blvd, Suite 400		
Chicago, IL 60661		
 Lexington College	 \$21,000	 Program Support
310 S. Peoria Street		
Chicago, IL 60607		

The Coleman Foundation, Inc.

Form 990-PF-2012

ID # 36-3025967

Part XV - Item 3A - Grants and Contributions Paid During the Year

Recipient Name and Address	Payment Amount	Purpose of Grant
Little City Foundation 1760 W. Algonquin Rd. Palatine, IL 60067	\$60,000	Program Support
Little Friends, Inc. 140 N Wright St Naperville, IL 60540	\$85,000 <u>\$25,000</u> \$110,000	Program Support Program Support
LivingWell Cancer Resource Center 442 Williamsburg Ave. Geneva, IL 60134	\$85,000	Program Support
Mercy Hospital and Medical Center 2525 S. Michigan Ave. Chicago, IL 60616	\$115,000	Capital Support
Michael Reese Research & Education Foundation 2240 W. Ogden, 2nd Fl. Chicago, IL 60612-4220	\$25,000	Program Support
Midwest Palliative & Hospice CareCenter 2050 Claire Court Glenview, IL 60025	\$61,500	Program Support
Millikin University Center for Entrepreneurship 1184 West Main Street Decatur, IL 62522	\$40,635 \$60,000 \$4,000 \$21,000 <u>\$40,000</u> \$165,635	Program Support Program Support Program Support Program Support Program Support
National Association for Community College Entrepreneurship 1 Federal St. Bldg 101-R Springfield, MA 01105	\$25,000 \$250,000 \$71,000 <u>\$35,045</u> \$381,045	Program Support General Operating Support Program Support Program Support
Network For Teaching Entrepreneurship Chicago 222 S. Morgan, 4D Chicago, IL 60607	\$10,000 \$125,000 <u>\$80,000</u> \$215,000	Program Support General Operating Support Program Support
Neumann Family Services 5547 N. Ravenswood Ave. Chicago, IL 60640-1199	\$65,000	Program Support

The Coleman Foundation, Inc.

Form 990-PF-2012

ID # 36-3025967

Part XV - Item 3A - Grants and Contributions Paid During the Year

Recipient Name and Address	Payment Amount	Purpose of Grant
North Central College 30 North Brainard P.O. Box 3063 Naperville, IL 60566-7063	\$65,000	Program Support
Northeast DuPage Special Recreation Association 1770 W. Centennial Pl. Addison, IL 60101-1076	\$15,000	Program Support
NorthShore University HealthSystem 1033 University Place, Suite 450 Evanston, IL 60201	\$89,000	Program Support
Northwestern Michigan College 1701 E. Front St. Traverse City, MI 49686	\$5,000	Program Support
Northwestern University School of Law 357 East Chicago Avenue Chicago, IL 60611-3069	\$25,000	Program Support
Northwestern University Robert H. Lurie Comprehensive Cancer Center 303 East Chicago Avenue, Lurie 3-125 Chicago, IL 60611	\$61,107	Program Support
PACTT Learning Center P O. Box 492 Oak Park, IL 60303	\$55,000	Program Support
Prairie State College 202 South Halsted Street Chicago Heights, IL 60411	\$20,000	Program Support
Quincy University 1800 College Avenue Quincy, IL 62301	\$18,000	Program Support
Rancho Santiago Foundation Rancho Santiago Community College District 2323 N. Broadway, Suite 201 Santa Ana, CA 92706	\$5,000	Program Support
Ray Graham Association 901 Warrenville Rd., Suite 500 Lisle, IL 60532	\$47,100	Program Support

The Coleman Foundation, Inc.

Form 990-PF-2012

ID # 36-3025967

Part XV - Item 3A - Grants and Contributions Paid During the Year

Recipient Name and Address	Payment Amount	Purpose of Grant
Rush University Medical Center 1700 West Van Buren Street, Suite 250 Chicago, IL 60612	\$200,000	Program Support
SCORE Chicago Chapter 500 W. Madison St., Suite 1250 Chicago, IL 60661	\$6,000	Program Support
Seguin Services, Inc 3100 South Central Avenue Cicero, IL 60804-3987	\$17,000 \$200,000 <u>\$140,000</u> \$357,000	Program Support Program Support Program Support
Simmons College 300 The Fenway Boston, MA 02215-5898	\$16,000	Program Support
South Mountain Community College 7050S. 24th St. Phoenix, AZ 85042	\$3,750	Program Support
SouthSTAR Services 1005 West End Ave. Chicago Heights, IL 60411-2742	\$75,000	Capital Support
St. Louis University John Cook School of Business 3674 Lindell Blvd St. Louis, MO 63108	\$60,000 \$18,000 \$4,000 \$12,000 <u>\$75,000</u> \$169,000	Program Support Program Support Program Support Program Support Program Support
Stillwaters Cancer Support Services 2607 N. Grandview Blvd., Suite 110 Waukesha, WI 53188	\$74,400	Program Support
Teach For America - Chicago 300 W. Adams St., Suite 1000 Chicago, IL 60606	\$75,000	Program Support
Texas Christian University Neeley School of Business TCU Box 298530 Fort Worth, TX 76129	\$23,000 <u>\$60,000</u> \$83,000	Program Support Program Support
Trinity Services, Inc. 100 North Gougar Rd. Joliet, IL 60432	\$25,000	Program Support

The Coleman Foundation, Inc.

Form 990-PF-2012

ID # 36-3025967

Part XV - Item 3A - Grants and Contributions Paid During the Year

Recipient Name and Address	Payment Amount	Purpose of Grant
Turning Pointe Autism Foundation 1500 W. Ogden Ave. Naperville, IL 60540	\$75,200	Program Support
U. S. Assoc. for Small Business & Entrepreneurship Belmont University 1900 Belmont Blvd. Nashville, TN 37212-3757	\$15,000	Program Support
Ulster Community College Foundation Inc. SUNY Ulster Darlene L. Pfeiffer Center for Entrepreneurial Studies 491 Cottekill Rd. Stone Ridge, NY 12484	\$5,000	Program Support
University of Illinois at Chicago Institute for Entrepreneurial Studies (M/C 244) College of Business Administration 815 W. Van Buren, Suite 400 Chicago, IL 60607-7107	\$20,000	Program Support
University of Illinois at Chicago Dept of Disability and Human Development (MC 726) College of Applied Health Sciences 1640 W. Roosevelt Rd., Room 415 Chicago, IL 60608-6904	\$100,000	Program Support
University of North Carolina - Greensboro 1111 Spring Garden St. 1713 MHRA Building	\$18,000 \$2,000 <u>\$25,000</u> \$45,000	Program Support Program Support Program Support
Wellness House 131 N. County Line Rd. Hinsdale, IL 60521	\$77,250	Program Support
Wellness Place 1619 West Colonial Parkway Palatine, IL 60067	\$75,000	Program Support
West Shore Community College 3000 North Stiles Rd. Scottville, MI 49454	\$5,000	Program Support

The Coleman Foundation, Inc.

Form 990-PF-2012

ID # 36-3025967

Part XV - Item 3A - Grants and Contributions Paid During the Year

Recipient Name and Address	Payment Amount	Purpose of Grant
Wichita State University	\$2,000	Program Support
Center for Entrepreneurship	<u>\$27,000</u>	Program Support
1845 N. Fairmount	<u>\$29,000</u>	
Wichita, KS 67260-0147		
Worcester Polytechnic Institute	\$2,000	Program Support
100 Institute Road	<u>\$23,000</u>	Program Support
Worcester, MA 01609	<u>\$25,000</u>	
Grand Total	<u><u>\$5,893,359</u></u>	

The Coleman Foundation, Inc.

Form 990-PF-2012

ID # 36-302567

Part XV - Item 3B - Grants and Contributions Approved for Future Payment

Recipient Name and Address	Grant Liability at 12/31/2012	Purpose of Grant
Advocate Charitable Foundation 205 W. Touhy Ave , Suite 125 Park Ridge, IL 60068	\$60,000	Program Support
American Cancer Society, Inc. 225 N. Michigan Ave., Suite 1200 Chicago, IL 60601	\$200,000	Program Support
Aspiritech NFP 1950 Sheridan Rd, Suite #206 Highland Park, IL 60035	\$25,000	Program Support
California State University, Fresno Lyles Center for Innovation and Entrepreneurship 2743 E. Shaw, Suite 120 M/S OF126 Fresno, CA 93710-8205	\$10,000	Program Support
Cancer Center for Healthy Living aka Hult Center for Healthy Living 5215 North Knoxville Avenue Peoria, IL 61614	\$128,000	Program Support
Clearbrook 1835 West Central Road Arlington Heights, IL 60005	\$10,000	Program Support
Collegiate Entrepreneurs' Organization 3105 N. Ashland, Suite 228 Chicago, IL 60657	\$10,000	Program Support
Donka, Inc. 400 North County Farm Road Wheaton, IL 60187	\$27,225	Program Support
Gilda's Club Chicago 537 North Wells Street Chicago, IL 60611	\$125,000	General Operating Support
Helping Hand Center 9649 West 55th Street Countryside, IL 60525	\$21,000 <u>\$20,000</u> \$41,000	Program Support Capital Support

The Coleman Foundation, Inc.

Form 990-PF-2012

ID # 36-302567

Part XV - Item 3B - Grants and Contributions Approved for Future Payment

Recipient Name and Address	Grant Liability at 12/31/2012	Purpose of Grant
Illinois State University Institute for Entrepreneurial Studies College of Business Campus Box 5500 Normal, IL 61790-5500	\$20,000	Program Support
L'Arche Chicago 2010 W. Carroll Ave. Chicago, IL 60612	\$12,500	Program Support
Leukemia & Lymphoma Society - Illinois Chapter 651 W. Washington Blvd, Suite 400 Chicago, IL 60661	\$62,000	Program Support
Little Friends, Inc. 140 N Wright St Naperville, IL 60540	\$5,650	Program Support
Millikin University Center for Entrepreneurship 1184 West Main Street Decatur, IL 62522	\$23,500 <u>\$41,215</u> \$64,715	Program Support Program Support
National Association for Community College Entrepreneurship 1 Federal St. Bldg 101-R Springfield, MA 01105	\$380,000	General Operating Support
Network For Teaching Entrepreneurship - Chicago 222 S. Morgan, 4D Chicago, IL 60607	\$295,000	General Operating Support
Neumann Family Services 5547 N. Ravenswood Ave. Chicago, IL 60640-1199	\$10,000	Program Support
North Central College 30 North Brainard P.O. Box 3063 Naperville, IL 60566-7063	\$13,600	Program Support
NorthShore University HealthSystem 1033 University Place, Suite 450 Evanston, IL 60201	\$89,000	Program Support

The Coleman Foundation, Inc.

Form 990-PF-2012

ID # 36-302567

Part XV - Item 3B - Grants and Contributions Approved for Future Payment

Recipient Name and Address	Grant Liability at 12/31/2012	Purpose of Grant
Northwestern University Robert H. Lurie Comprehensive Cancer Center 303 East Chicago Avenue, Lurie 3-125 Chicago, IL 60611	\$1,267,382	Program Support
PACTT Learning Center P.O. Box 492 Oak Park, IL 60303	\$20,000	Program Support
Rush University Medical Center 1700 West Van Buren Street, Suite 250 Chicago, IL 60612	\$342,556	Program Support
Seguin Services, Inc 3100 South Central Avenue Cicero, IL 60804-3987	\$24,000 <u>\$145,721</u> \$169,721	Program Support Program Support
St. Louis University John Cook School of Business 3674 Lindell Blvd St. Louis, MO 63108	\$101,100	Program Support
Texas Christian University Neeley School of Business TCU Box 298530 Fort Worth, TX 76129	\$45,000	Program Support
Turning Pointe Autism Foundation 1500 W. Ogden Ave. Naperville, IL 60540	\$64,500	Program Support
University of Illinois at Chicago Dept of Disability and Human Development (MC 726) College of Applied Health Sciences 1640 W. Roosevelt Rd., Room 415 Chicago, IL 60608-6904	\$18,000	Program Support
University of North Carolina - Greensboro 1111 Spring Garden St. 1713 MHRA Building Greensboro, NC 27412	\$15,000	Program Support
Grand Total	<u><u>\$3,631,949</u></u>	

Application for Extension of Time To File an Exempt Organization Return

OMB No 1545-1709

► File a separate application for each return.

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

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

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

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

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

Part I only ☒

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

Type or print	Name of exempt organization or other filer, see instructions	Employer identification number (EIN) or
	COLEMAN FOUNDATION	36-3025967
File by the due date for filing your return. See instructions	Number, street, and room or suite no. If a P.O. box, see instructions.	Social security number (SSN)
	651 W WASHINGTON BLVD, NO. 306	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions.	
	CHICAGO, IL 60661	

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

07

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

TREVOR DAVIES

- The books are in the care of ► 651 W WASHINGTON BLVD - CHICAGO, IL 60661

Telephone No ► 312-902-7120

FAX No ►

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

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until NOVEMBER 15, 2013, to file the exempt organization return for the organization named above. The extension is for the organization's return for:

► ☒ calendar year 2012 or

► ☐ tax year beginning _____, and ending _____

MAY 15 2013

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

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	\$	80,050.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit	3b	\$	110,050.
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	\$	0.

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

LHA For Privacy Act and Paperwork Reduction Act Notice, see instructions.

Form 8868 (Rev 1-2013)