Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2012

Open to Public Inspection

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

Name of foundation SMITH CHARITABLE FDN INVESTMENT ACCT
V19066006

A Employer identification number 36-6078557

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

Room/suite

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

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

C If exemption application is pending, check here ▶ ☐

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

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

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

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

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ $ 3,419,134.

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

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

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

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)				
	2 Check ▶ [X] if the foundation is **not** required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	97,443.	92,703.		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	32,704.			
	b Gross sales price for all assets on line 6a 228,894.				
	7 Capital gain net income (from Part IV, line 2)		32,704.		
	8 Net short-term capital gain				
	9 Income modifications				
	10 a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	-3,415.	67.		STMT 1
	12 **Total.** Add lines 1 through 11	126,732.	125,474.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule) STMT 2	8,888.	8,888.		
	17 Interest				
	18 Taxes (attach schedule) (see instructions) STMT 3	2,901.	1,145.		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule) STMT 4	481.	466.		15.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	12,270.	10,499.		15.
	25 Contributions, gifts, grants paid	76,500.			76,500.
	26 **Total expenses and disbursements** Add lines 24 and 25	88,770.	10,499.		76,515.
	27 Subtract line 26 from line 12				
	a **Excess of revenue over expenses and disbursements**	37,962.			
	b **Net investment income** (if negative, enter -0-)		114,975.		
	c **Adjusted net income** (if negative, enter -0-)				

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Part II Balance Sheets

	Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets				
1	Cash - non-interest-bearing		3,236.	3,236.
2	Savings and temporary cash investments	255,299.	133,619.	133,619.
3	Accounts receivable ▶			
	Less allowance for doubtful accounts ▶			
4	Pledges receivable ▶			
	Less allowance for doubtful accounts ▶			
5	Grants receivable			
6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
7	Other notes and loans receivable (attach schedule) ▶			
	Less allowance for doubtful accounts ▶			
8	Inventories for sale or use			
9	Prepaid expenses and deferred charges			
10 a	Investments - U S and state government obligations (attach schedule)			
b	Investments - corporate stock (attach schedule) STMT 5	1,394,432.	1,591,627.	1,807,171.
c	Investments - corporate bonds (attach schedule) STMT 6	100,715.	68,718.	73,109.
11	Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
12	Investments - mortgage loans			
13	Investments - other (attach schedule) STMT 7		1,298,975.	1,401,999.
14	Land, buildings, and equipment: basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
15	Other assets (describe ▶)	1,308,548.		
16	**Total assets** (to be completed by all filers - see the instructions. Also, see page 1, item I)	3,058,994.	3,096,175.	3,419,134.
Liabilities				
17	Accounts payable and accrued expenses			
18	Grants payable			
19	Deferred revenue			
20	Loans from officers, directors, trustees, and other disqualified persons			
21	Mortgages and other notes payable (attach schedule)			
22	Other liabilities (describe ▶)			
23	**Total liabilities** (add lines 17 through 22)		NONE	
Net Assets or Fund Balances				
	Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.			
24	Unrestricted			
25	Temporarily restricted			
26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ ☒			
27	Capital stock, trust principal, or current funds	3,058,994.	3,096,175.	
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)	3,058,994.	3,096,175.	
31	**Total liabilities and net assets/fund balances** (see instructions)	3,058,994.	3,096,175.	

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	3,058,994.
2	Enter amount from Part I, line 27a	2	37,962.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	3,096,956.
5	Decreases not included in line 2 (itemize) ▶ PRIOR PERIOD ADJUSTMENT	5	781.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	3,096,175.

36-6078557

Part IV Capital Gains and Losses for Tax on Investment Income

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

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	228,892.		207,316.	21,576.
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				21,576.
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** 21,578.

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2011	158,764.	3,352,215.	0.047361
2010	127,782.	3,287,964.	0.038864
2009	181,520.	2,942,922.	0.061680
2008	195,993.	3,496,304.	0.056057
2007	159,796.	4,166,898.	0.038349

2	**Total** of line 1, column (d)	2	0.242311
3	Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.048462
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	3,231,557.
5	Multiply line 4 by line 3	5	156,608.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	1,150.
7	Add lines 5 and 6	7	157,758.
8	Enter qualifying distributions from Part XII, line 4	8	76,515.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 . . . Date of ruling or determination letter ________________ (attach copy of letter if necessary - see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b	1	2,300.
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	2,300.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	NONE
5	**Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-	5	2,300.
6	Credits/Payments		
a	2012 estimated tax payments and 2011 overpayment credited to 2012 — 6a: 158.		
b	Exempt foreign organizations - tax withheld at source — 6b: NONE		
c	Tax paid with application for extension of time to file (Form 8868) — 6c: NONE		
d	Backup withholding erroneously withheld — 6d:		
7	Total credits and payments. Add lines 6a through 6d	7	158.
8	Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8	49.
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	2,191.
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	
11	Enter the amount of line 10 to be **Credited to 2013 estimated tax** ▶ NONE **Refunded** ▶	11	

Part VII-A Statements Regarding Activities

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

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

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

Website address ▶ N/A

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

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

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

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

			Yes	No
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ▶			

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

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

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

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

		Yes	No
5a During the year did the foundation pay or incur any amount to			
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No			
(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No			
(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No			
(4) Provide a grant to an organization other than a charitable, etc, organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☐ Yes ☒ No			
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No			
b If any answer is "Yes" to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)?	5b		
Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No			
If "Yes," attach the statement required by Regulations section 53.4945-5(d)			
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No			
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	6b		X
If "Yes" to 6b, file Form 8870.			
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No			
b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	7b		

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
DANA VINCENT 8629 FISHER RD, HANOVER, IL 61041	TRUSTEE 2	-0-	-0-	-0-
S KINNEY SMITH JR 3 CAMERON, GROSSE POINTE, MI 48230	TRUSTEE 2			
SCOTT C SULLIVAN C/O WILLIAMS MCCARTHY PO BOX 219, ROCKFORD, IL 61105-	TRUSTEE 2			
TYLER B SMITH 113 LAWN PLACE, ROCKFORD, IL 61103	TRUSTEE 2			

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

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

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

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

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

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

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

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 N/A	
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 N/A	
2	
All other program-related investments See instructions 3 NONE	
Total. Add lines 1 through 3 ▶	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	3,084,767.
b	Average of monthly cash balances	1b	196,002.
c	Fair market value of all other assets (see instructions)	1c	NONE
d	**Total** (add lines 1a, b, and c)	1d	3,280,769.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) — 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	3,280,769.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	49,212.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	3,231,557.
6	**Minimum investment return.** Enter 5% of line 5	6	161,578.

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	161,578.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	2,300.		
b	Income tax for 2012. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	2,300.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	159,278.
4	Recoveries of amounts treated as qualifying distributions			4	NONE
5	Add lines 3 and 4			5	159,278.
6	Deduction from distributable amount (see instructions)			6	NONE
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1			7	159,278.

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	76,515.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	76,515.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	N/A
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	76,515.

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				159,278.
2	Undistributed income, if any, as of the end of 2012				
a	Enter amount for 2011 only			NONE	
b	Total for prior years: 20 10 ,20____,20____		NONE		
3	Excess distributions carryover, if any, to 2012:				
a	From 2007 NONE				
b	From 2008 NONE				
c	From 2009 20,372.				
d	From 2010 NONE				
e	From 2011 NONE				
f	**Total** of lines 3a through e	20,372.			
4	Qualifying distributions for 2012 from Part XII, line 4: ▶ $ 76,515.				
a	Applied to 2011, but not more than line 2a			NONE	
b	Applied to undistributed income of prior years (Election required - see instructions)		NONE		
c	Treated as distributions out of corpus (Election required - see instructions)	NONE			
d	Applied to 2012 distributable amount				76,515.
e	Remaining amount distributed out of corpus	NONE			
5	Excess distributions carryover applied to 2012 *(If an amount appears in column (d), the same amount must be shown in column (a).)*	20,372.			20,372.
6	**Enter the net total of each column as indicated below:**				
a	Corpus Add lines 3f, 4c, and 4e Subtract line 5	NONE			
b	Prior years' undistributed income Subtract line 4b from line 2b		NONE		
c	Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		NONE		
d	Subtract line 6c from line 6b. Taxable amount - see instructions		NONE		
e	Undistributed income for 2011. Subtract line 4a from line 2a Taxable amount - see instructions			NONE	
f	Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013				62,391.
7	Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	NONE			
8	Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)	NONE			
9	**Excess distributions carryover to 2013.** Subtract lines 7 and 8 from line 6a	NONE			
10	Analysis of line 9.				
a	Excess from 2008 NONE				
b	Excess from 2009 NONE				
c	Excess from 2010 NONE				
d	Excess from 2011 NONE				
e	Excess from 2012 NONE				

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

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

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

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

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

1 **Information Regarding Foundation Managers:**

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

N/A

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

N/A

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

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

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

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
UNIVERSITY OF WISCONSIN MADISON 500 LINCOLN DRIVE MADISON WI 53706	NONE	PUBLIC	GENERAL	50,000.
YMCA ROCK RIVER VALLEY 200 Y BOULEVARD ROCKFORD IL 61107	NONE	PUBLIC	GENERAL	10,000.
DISCOVERY CENTER MUSEUM 711 N MAIN ST ROCKFORD IL 61103	NONE	PUBLIC	GENERAL	5,000.
SEVERSON DELLS 8786 MONTAGUE RD WINNEBAGO IL 61102	NONE	PUBLIC	GENERAL	4,500.
ROCKFORD CORONADO CONCERT ASSOCIATION 2229 HARLEM BLVD ROCKFORD IL 61103	NONE	PUBLIC	GENERAL	7,000.
Total . . . . . . ▶ **3a**				76,500.
b *Approved for future payment*				
Total . . . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		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	97,443.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income			14	-3,415.	
8 Gain or (loss) from sales of assets other than inventory			18	32,704.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue: a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)				126,732.	

13 Total. Add line 12, columns (b), (d), and (e) . . . . 13 126,732.

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

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

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

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

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

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

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

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

b If "Yes," complete the following schedule

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

Sign Here

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

Signature of officer or trustee | Date 10/18/2013 | Title TRUSTEE

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
ANDREW J HAUBERT	Andrew J Haubert	10/18/13		P00386699

Firm's name ▶ JPMORGAN CHASE BANK, NA — Firm's EIN ▶ 13-4994650

Firm's address ▶ 10 S DEARBORN IL1-0117, CHICAGO, IL 60603 — Phone no

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FEDERAL TAX REFUND	980.	
DEFERRED REVENUE	-4,395.	
POWERSHARES K-1 INCOME		67.
TOTALS	-3,415.	67.

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
INVESTMENT MGMT FEES-SUBJECT T	8,888.	8,888.
TOTALS	8,888.	8,888.

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
EXCISE TAX PAID	1,598.	
ESTIMATED TAX PAID	158.	
FOREIGN TAX WITHHELD	1,145.	1,145.
TOTALS	2,901.	1,145.

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
INVESTMENT EXPENSES	466.	466.	
IL AF FILING FEE	15.		15.
TOTALS	481.	466.	15.

SMITH CHARITABLE FDN INVESTMENT ACCT 36-6078557

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION		ENDING BOOK VALUE	ENDING FMV
SEE ATTACHED		1,591,627.	1,807,171.
	TOTALS	1,591,627.	1,807,171.

SMITH CHARITABLE FDN INVESTMENT ACCT 36-6078557

FORM 990PF, PART II - CORPORATE BONDS

DESCRIPTION		ENDING BOOK VALUE	ENDING FMV
SEE ATTACHED		68,718.	73,109.
	TOTALS	68,718.	73,109.

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	COST/ FMV C OR F	ENDING BOOK VALUE	ENDING FMV
SEE ATTACHED	C	1,298,975.	1,401,999.
TOTALS		1,298,975.	1,401,999.

SCHEDULE D (Form 1041)

Department of the Treasury
Internal Revenue Service

Capital Gains and Losses

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

OMB No 1545-0092

2012

Name of estate or trust: SMITH CHARITABLE FDN INVESTMENT ACCT

Employer identification number: 36-6078557

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

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

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

b	Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b	1b	-2,463.
2	Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824	2	
3	Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts	3	
4	Short-term capital loss carryover. Enter the amount, if any, from line 9 of the 2011 Capital Loss Carryover Worksheet	4	( )
5	**Net short-term gain or (loss).** Combine lines 1a through 4 in column (f) Enter here and on line 13, column (3) on the back ▶	5	-2,463.

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

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
6a LONG-TERM CAPITAL GAIN DIVIDENDS					1,371.

b	Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b	6b	22,670.
7	Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824	7	
8	Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts	8	
9	Capital gain distributions	9	
10	Gain from Form 4797, Part I	10	
11	Long-term capital loss carryover. Enter the amount, if any, from line 14 of the 2011 Capital Loss Carryover Worksheet	11	( )
12	**Net long-term gain or (loss).** Combine lines 6a through 11 in column (f). Enter here and on line 14a, column (3) on the back ▶	12	24,041.

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Part III Summary of Parts I and II **Caution:** *Read the instructions **before** completing this part.*		(1) Beneficiaries' (see instr.)	(2) Estate's or trust's	(3) Total
13 **Net short-term gain or (loss)**	13			-2,463.
14 **Net long-term gain or (loss):**				
a Total for year	14a			24,041.
b Unrecaptured section 1250 gain (see line 18 of the wrksht.)	14b			
c 28% rate gain	14c			2.
15 **Total net gain or (loss).** Combine lines 13 and 14a ▶	15			21,578.

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

Part IV Capital Loss Limitation

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

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

Part V Tax Computation Using Maximum Capital Gains Rates

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

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

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

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

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

SCHEDULE D-1 (Form 1041)
Department of the Treasury
Internal Revenue Service

Continuation Sheet for Schedule D (Form 1041)

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

OMB No. 1545-0092

2012

Name of estate or trust: SMITH CHARITABLE FDN INVESTMENT ACCT

Employer identification number: 36-6078557

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

(a) Description of property (Example: 100 sh 7% preferred of "Z" Co.)	(b) Date acquired (mo., day, yr.)	(c) Date sold (mo., day, yr.)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a 21. WPX ENERGY INC	05/05/2011	01/04/2012	372.00	347.00	25.00
5. ANADARKO PETE CORP	09/20/2011	01/05/2012	404.00	381.00	23.00
5. BAKER HUGHES INC	11/10/2011	01/05/2012	253.00	286.00	-33.00
19. BROADCOM CORP CL A	06/14/2011	01/05/2012	557.00	632.00	-75.00
10. CBS CORP	06/03/2011	01/05/2012	280.00	273.00	7.00
5. CAMERON INTERNATIONAL C	04/28/2011	01/05/2012	248.00	264.00	-16.00
5. CAPITAL ONE FINL CORP	08/10/2011	01/05/2012	225.00	209.00	16.00
20. CENTERPOINT ENERGY INC	03/14/2011	01/05/2012	395.00	317.00	78.00
5. COCA-COLA CO	11/09/2011	01/05/2012	347.00	337.00	10.00
5. EMERSON ELEC CO	05/18/2011	01/05/2012	238.00	271.00	-33.00
10. GENERAL ELEC CO	09/16/2011	01/05/2012	185.00	163.00	22.00
5. HUMANA INC	04/08/2011	01/05/2012	457.00	350.00	107.00
10. JOHNSON & JOHNSON	04/11/2011	01/05/2012	654.00	599.00	55.00
260.896 JPM MID CAP CORE F	08/26/2011	01/05/2012	4,250.00	3,882.00	368.00
402.655 JPMORGAN INTERNATI FUND	10/27/2011	01/05/2012	4,550.00	5,194.00	-644.00
10. KRAFT FOODS INC CL A	08/04/2011	01/05/2012	377.00	343.00	34.00
3. LAUDER ESTEE COS INC CL	09/19/2011	01/05/2012	338.00	302.00	36.00
5. LENNAR CORP	09/30/2011	01/05/2012	103.00	69.00	34.00
5. SCHLUMBERGER LTD	05/12/2011	01/05/2012	340.00	418.00	-78.00
5. SOUTHWESTERN ENERGY CO	08/16/2011	01/05/2012	167.00	197.00	-30.00
5. TARGET CORP	06/14/2011	01/05/2012	243.00	236.00	7.00
5. VERTEX PHARMACEUTICALS	12/15/2011	01/05/2012	165.00	157.00	8.00
16. CONOCOPHILLIPS	08/04/2011	01/19/2012	1,140.00	1,069.00	71.00
21. JOHNSON & JOHNSON	04/11/2011	01/19/2012	1,364.00	1,315.00	49.00

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

SCHEDULE D-1 (Form 1041)

Department of the Treasury Internal Revenue Service

Continuation Sheet for Schedule D (Form 1041)

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

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

OMB No. 1545-0092

2012

Name of estate or trust: SMITH CHARITABLE FDN INVESTMENT ACCT

Employer identification number: 36-6078557

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

(a) Description of property (Example: 100 sh. 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a 15. GLOBAL PMTS INC	02/07/2011	01/23/2012	721.00	732.00	-11.00
19. JOHNSON & JOHNSON	04/26/2011	01/26/2012	1,248.00	1,236.00	12.00
18. COCA-COLA CO	11/09/2011	02/03/2012	1,227.00	1,212.00	15.00
12. MONSANTO CO NEW	07/27/2011	02/07/2012	957.00	846.00	111.00
13. BAKER HUGHES INC	11/10/2011	02/10/2012	630.00	743.00	-113.00
16. DARDEN RESTAURANTS INC	10/05/2011	02/21/2012	815.00	693.00	122.00
4. DOMINION RES INC VA NEW	10/14/2011	02/21/2012	201.00	202.00	-1.00
19. DOMINION RES INC VA NE	10/14/2011	02/21/2012	953.00	958.00	-5.00
2. MICROS SYS INC	10/25/2011	02/21/2012	103.00	100.00	3.00
1. MICROS SYS INC	10/25/2011	02/22/2012	51.00	50.00	1.00
4. MICROS SYS INC	10/25/2011	02/22/2012	205.00	201.00	4.00
2. MICROS SYS INC	10/25/2011	02/23/2012	103.00	100.00	3.00
1. MICROS SYS INC	10/25/2011	02/23/2012	51.00	50.00	1.00
10. SOUTHWESTERN ENERGY CO	08/16/2011	03/05/2012	325.00	395.00	-70.00
557.414 EATON VANCE MUT FD	03/22/2011	03/07/2012	5,000.00	5,056.00	-56.00
258.869 JOHN HANCOCK II-EM	07/19/2011	03/07/2012	2,700.00	3,047.00	-347.00
24. NEXTERA ENERGY INC	12/12/2011	03/16/2012	1,442.00	1,371.00	71.00
1. TARGET CORP	06/14/2011	03/20/2012	58.00	47.00	11.00
11. TARGET CORP	06/14/2011	03/20/2012	638.00	520.00	118.00
7. TARGET CORP	06/14/2011	03/21/2012	407.00	331.00	76.00
2. TARGET CORP	08/09/2011	03/21/2012	115.00	94.00	21.00
1. TARGET CORP	08/09/2011	03/21/2012	58.00	47.00	11.00
3. TARGET CORP	08/09/2011	03/22/2012	173.00	141.00	32.00
2. ALLERGAN INC	12/21/2011	04/03/2012	190.00	172.00	18.00

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

SCHEDULE D-1 (Form 1041)

Department of the Treasury Internal Revenue Service

Continuation Sheet for Schedule D (Form 1041)

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

OMB No. 1545-0092

2012

Name of estate or trust: SMITH CHARITABLE FDN INVESTMENT ACCT

Employer identification number: 36-6078557

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

(a) Description of property (Example 100 sh 7% preferred of "Z" Co.)	(b) Date acquired (mo., day, yr.)	(c) Date sold (mo., day, yr.)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a 3. AMERIPRISE FINANCIAL IN	02/09/2012	04/03/2012	171.00	163.00	8.00
2. ANADARKO PETE CORP	09/20/2011	04/03/2012	157.00	152.00	5.00
1. AUTOZONE INC	08/18/2011	04/03/2012	384.00	286.00	98.00
9. CBS CORP	06/03/2011	04/03/2012	304.00	246.00	58.00
1. CME GROUP INC	02/14/2012	04/03/2012	286.00	289.00	-3.00
3. CAMERON INTERNATIONAL C	04/28/2011	04/03/2012	159.00	158.00	1.00
4. CAPITAL ONE FINL CORP	08/11/2011	04/03/2012	224.00	175.00	49.00
1. CITRIX SYS INC	09/28/2011	04/03/2012	79.00	58.00	21.00
6. EMERSON ELEC CO	05/18/2011	04/03/2012	311.00	325.00	-14.00
12. GENERAL ELEC CO	09/16/2011	04/03/2012	239.00	195.00	44.00
5. HOME DEPOT INC	09/29/2011	04/03/2012	250.00	169.00	81.00
2. HUMANA INC	04/08/2011	04/03/2012	183.00	140.00	43.00
9. KRAFT FOODS INC CL A	08/04/2011	04/03/2012	345.00	312.00	33.00
6. LENNAR CORP	09/30/2011	04/03/2012	159.00	83.00	76.00
5. MARRIOTT INTL INC NEW C	01/26/2012	04/03/2012	190.00	174.00	16.00
3. PHILIP MORRIS INTERNATI	02/21/2012	04/03/2012	265.00	247.00	18.00
9. SCHLUMBERGER LTD	05/12/2011	04/03/2012	626.00	753.00	-127.00
6. TEXAS INSTRS INC	02/01/2012	04/03/2012	197.00	199.00	-2.00
16. WILLIAMS COS INC	05/05/2011	04/03/2012	496.00	400.00	96.00
6. CAMPBELL SOUP CO	07/12/2011	04/12/2012	199.00	209.00	-10.00
6. CAMPBELL SOUP CO	07/12/2011	04/13/2012	198.00	209.00	-11.00
18. XILINX INC	11/01/2011	04/18/2012	635.00	594.00	41.00
40. TEXAS INSTRS INC	02/01/2012	05/07/2012	1,229.00	1,324.00	-95.00
8. AMERIPRISE FINANCIAL IN	02/09/2012	06/01/2012	368.00	434.00	-66.00

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

SCHEDULE D-1 (Form 1041)

Department of the Treasury Internal Revenue Service

Continuation Sheet for Schedule D (Form 1041)

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

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

OMB No 1545-0092

2012

Name of estate or trust: SMITH CHARITABLE FDN INVESTMENT ACCT

Employer identification number: 36-6078557

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

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a 3. AMERIPRISE FINANCIAL IN	02/09/2012	06/04/2012	137.00	163.00	-26.00
4. AMERIPRISE FINANCIAL IN	02/09/2012	06/04/2012	183.00	217.00	-34.00
69. GENERAL ELEC CO	09/16/2011	06/15/2012	1,367.00	1,122.00	245.00
2283.951 MANNING & NAPIER	10/27/2011	06/15/2012	15,485.00	18,500.00	-3,015.00
1. WILLIAMS COS INC	07/15/2011	06/27/2012	28.00	25.00	3.00
1. WILLIAMS COS INC	07/15/2011	06/27/2012	28.00	25.00	3.00
1. WILLIAMS COS INC	07/15/2011	06/27/2012	28.00	25.00	3.00
1. WILLIAMS COS INC	07/15/2011	06/28/2012	28.00	25.00	3.00
1. WILLIAMS COS INC	07/15/2011	06/28/2012	28.00	25.00	3.00
1. WILLIAMS COS INC	07/15/2011	06/28/2012	28.00	25.00	3.00
2. WILLIAMS COS INC	07/15/2011	06/28/2012	56.00	49.00	7.00
1. WILLIAMS COS INC	07/15/2011	06/29/2012	29.00	25.00	4.00
1. WILLIAMS COS INC	07/15/2011	06/29/2012	28.00	25.00	3.00
1. WILLIAMS COS INC	07/15/2011	06/29/2012	29.00	25.00	4.00
1. WILLIAMS COS INC	07/15/2011	06/29/2012	29.00	25.00	4.00
1. WILLIAMS COS INC	07/15/2011	06/29/2012	29.00	25.00	4.00
6. EQT CORPORATION	02/21/2012	07/02/2012	322.00	315.00	7.00
2. EQT CORPORATION	02/22/2012	07/03/2012	109.00	105.00	4.00
3. EQT CORPORATION	02/22/2012	07/03/2012	164.00	157.00	7.00
1. EQT CORPORATION	03/05/2012	07/03/2012	55.00	52.00	3.00
1. EQT CORPORATION	03/05/2012	07/05/2012	55.00	52.00	3.00
2. EQT CORPORATION	03/05/2012	07/05/2012	110.00	104.00	6.00
2. EQT CORPORATION	03/05/2012	07/06/2012	108.00	104.00	4.00
19. CVS CORP	01/09/2012	07/09/2012	896.00	794.00	102.00

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

SCHEDULE D-1 (Form 1041)

Department of the Treasury Internal Revenue Service

Continuation Sheet for Schedule D (Form 1041)

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

OMB No 1545-0092

2012

Name of estate or trust: SMITH CHARITABLE FDN INVESTMENT ACCT

Employer identification number: 36-6078557

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

(a) Description of property (Example 100 sh 7% preferred of "Z" Co.)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a 10. MARRIOTT INTL INC NEW	01/26/2012	07/11/2012	379.00	349.00	30.00
7. CAMERON INTERNATIONAL C	02/10/2012	07/18/2012	315.00	398.00	-83.00
3. CAMERON INTERNATIONAL C	02/10/2012	07/18/2012	134.00	170.00	-36.00
14. JOHNSON & JOHNSON	07/09/2012	07/27/2012	970.00	950.00	20.00
1. AUTOZONE INC	08/18/2011	08/03/2012	368.00	286.00	82.00
6. MARRIOTT INTL INC NEW C	01/26/2012	08/13/2012	221.00	209.00	12.00
16. MARRIOTT INTL INC NEW	02/28/2012	08/14/2012	591.00	566.00	25.00
28. WALGREEN CO	06/22/2012	09/07/2012	976.00	835.00	141.00
1055. ISHARES INC MSCI JAP	03/08/2012	09/20/2012	9,804.00	10,456.00	-652.00
5. CBS CORP	10/06/2011	09/26/2012	178.00	108.00	70.00
3. ADT CORPORATION	06/15/2012	10/16/2012	112.00	104.00	8.00
1. MARATHON PETROLEUM CORP	07/18/2012	10/16/2012	55.00	47.00	8.00
2. MARATHON PETROLEUM CORP	07/18/2012	10/16/2012	110.00	94.00	16.00
2. MARATHON PETROLEUM CORP	07/18/2012	10/16/2012	111.00	94.00	17.00
7. MARATHON PETROLEUM CORP	07/18/2012	10/16/2012	383.00	328.00	55.00
4. MARATHON PETROLEUM CORP	07/27/2012	10/17/2012	223.00	188.00	35.00
5. MARATHON PETROLEUM CORP	07/30/2012	10/17/2012	278.00	236.00	42.00
1. MARATHON PETROLEUM CORP	07/31/2012	10/17/2012	56.00	48.00	8.00
2. MARATHON PETROLEUM CORP	07/31/2012	10/17/2012	110.00	96.00	14.00
2. ABBOTT LABS	04/23/2012	10/18/2012	132.00	119.00	13.00
10. ABBOTT LABS	04/24/2012	10/18/2012	654.00	614.00	40.00
2. ABBOTT LABS	04/27/2012	10/18/2012	131.00	124.00	7.00
10. ABBOTT LABS	04/27/2012	10/18/2012	657.00	668.00	-11.00
3. CAPITAL ONE FINL CORP	12/05/2011	10/22/2012	180.00	141.00	39.00

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

SCHEDULE D-1 (Form 1041)
Department of the Treasury Internal Revenue Service

Continuation Sheet for Schedule D (Form 1041)

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

OMB No 1545-0092

2012

Name of estate or trust: SMITH CHARITABLE FDN INVESTMENT ACCT

Employer identification number: 36-6078557

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

(a) Description of property (Example: 100 sh. 7% preferred of "Z" Co.)	(b) Date acquired (mo., day, yr)	(c) Date sold (mo., day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a 1. CAPITAL ONE FINL CORP	12/05/2011	10/23/2012	60.00	47.00	13.00
1. CAPITAL ONE FINL CORP	12/05/2011	10/23/2012	60.00	47.00	13.00
2. CAPITAL ONE FINL CORP	12/05/2011	10/23/2012	118.00	94.00	24.00
1. CAPITAL ONE FINL CORP	12/05/2011	10/23/2012	60.00	47.00	13.00
8. CAPITAL ONE FINL CORP	12/05/2011	10/23/2012	476.00	376.00	100.00
1. CAPITAL ONE FINL CORP	12/05/2011	10/23/2012	60.00	47.00	13.00
1. CAPITAL ONE FINL CORP	12/05/2011	10/23/2012	60.00	47.00	13.00
1. CAPITAL ONE FINL CORP	12/05/2011	10/23/2012	60.00	47.00	13.00
1. CAPITAL ONE FINL CORP	12/05/2011	10/24/2012	60.00	47.00	13.00
22. ALTERA CORP	04/13/2012	10/26/2012	667.00	834.00	-167.00
5. LAM RESEARCH CORPORATIO	01/05/2012	11/19/2012	174.00	187.00	-13.00
5. LAM RESEARCH CORPORATIO	07/06/2012	11/19/2012	173.00	177.00	-4.00
2. LAM RESEARCH CORPORATIO	07/06/2012	11/20/2012	68.00	71.00	-3.00
2. CSX CORP	05/24/2012	12/04/2012	39.00	43.00	-4.00
11. CSX CORP	05/24/2012	12/04/2012	216.00	234.00	-18.00
4. CSX CORP	05/25/2012	12/05/2012	79.00	85.00	-6.00
6. FREEPORT-MCMORAN COPPER	01/19/2012	12/05/2012	197.00	268.00	-71.00
2. FREEPORT-MCMORAN COPPER	01/19/2012	12/05/2012	66.00	89.00	-23.00
2. CARNIVAL CORPORATION	09/07/2012	12/12/2012	76.00	74.00	2.00
2. CARNIVAL CORPORATION	09/07/2012	12/13/2012	76.00	74.00	2.00
13. ALTERA CORP	04/18/2012	12/14/2012	428.00	497.00	-69.00
9. ALTERA CORP	04/18/2012	12/14/2012	298.00	344.00	-46.00
1. CARNIVAL CORPORATION	09/07/2012	12/14/2012	38.00	37.00	1.00
1. CARNIVAL CORPORATION	09/07/2012	12/17/2012	38.00	37.00	1.00

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

SCHEDULE D-1 (Form 1041)

Department of the Treasury
Internal Revenue Service

Continuation Sheet for Schedule D (Form 1041)

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

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

OMB No. 1545-0092

2012

Name of estate or trust: SMITH CHARITABLE FDN INVESTMENT ACCT

Employer identification number: 36-6078557

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

(a) Description of property (Example 100 sh 7% preferred of "Z" Co.)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr.)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a 1. CARNIVAL CORPORATION	09/07/2012	12/17/2012	39.00	37.00	2.00
4. CARNIVAL CORPORATION	09/07/2012	12/17/2012	152.00	147.00	5.00
3. CARNIVAL CORPORATION	09/10/2012	12/17/2012	115.00	110.00	5.00
1. INTERCONTINENTAL EXCHAN	01/23/2012	12/17/2012	128.00	119.00	9.00
7. CARNIVAL CORPORATION	09/10/2012	12/18/2012	272.00	258.00	14.00
1. CARNIVAL CORPORATION	09/26/2012	12/18/2012	39.00	37.00	2.00
1. CARNIVAL CORPORATION	09/26/2012	12/18/2012	39.00	37.00	2.00
6. CARNIVAL CORPORATION	09/26/2012	12/18/2012	235.00	221.00	14.00
1. INTERCONTINENTAL EXCHAN	01/23/2012	12/18/2012	128.00	119.00	9.00

1b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 1b . . . . -2,463.00

Name of estate or trust as shown on Form 1041. Do not enter name and employer identification number if shown on the other side

SMITH CHARITABLE FDN INVESTMENT ACCT

Employer identification number 36-6078557

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

	(a) Description of property (Example 100 sh. 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a	5. AT&T INC	03/20/2009	01/05/2012	152.00	129.00	23.00
	5. ABBOTT LABS	03/20/2009	01/05/2012	282.00	240.00	42.00
	4. AMAZON COM INC	09/10/2009	01/05/2012	708.00	332.00	376.00
	3. APPLE COMPUTER INC	11/26/2008	01/05/2012	1,253.00	275.00	978.00
	50. BANK OF AMERICA CORPOR	02/16/2006	01/05/2012	315.00	2,231.00	-1,916.00
	4. BIOGEN IDEC INC	03/22/2010	01/05/2012	460.00	239.00	221.00
	5. CVS CORP	03/12/2009	01/05/2012	208.00	142.00	66.00
	10. CAMPBELL SOUP CO	07/20/2010	01/05/2012	319.00	365.00	-46.00
	5. CARDINAL HEALTH INC	02/11/2010	01/05/2012	204.00	167.00	37.00
	5. CELGENE CORP.	04/02/2009	01/05/2012	343.00	197.00	146.00
	30. CISCO SYS INC	03/20/2009	01/05/2012	566.00	488.00	78.00
	15. CITIGROUP INC NEW	03/25/2010	01/05/2012	425.00	613.00	-188.00
	5. COGNIZANT TECHNOLOGY SO	02/26/2010	01/05/2012	336.00	241.00	95.00
	5. COMCAST CORP NEW CL A	12/07/2009	01/05/2012	124.00	85.00	39.00
	5. CONOCOPHILLIPS	10/02/2009	01/05/2012	366.00	258.00	108.00
	5. DEVON ENERGY CORP NEW	05/28/2010	01/05/2012	327.00	321.00	6.00
	135.962 DODGE & INTERNATIO FUND	06/11/2010	01/05/2012	4,000.00	3,989.00	11.00
	10. DU PONT E I DE NEMOURS	05/24/2010	01/05/2012	466.00	356.00	110.00
	10. EMC CORP	10/12/2010	01/05/2012	219.00	202.00	17.00
	5. EXXON MOBIL CORP	05/28/2010	01/05/2012	428.00	305.00	123.00
	5. FREEPORT-MCMORAN COPPER	06/02/2010	01/05/2012	196.00	168.00	28.00
	5. GENERAL MOTORS CO	11/18/2010	01/05/2012	110.00	176.00	-66.00
	5. HONEYWELL INTL INC	02/01/2010	01/05/2012	278.00	195.00	83.00
	30. ISHARES TR COHEN & STE MAJOR	12/02/2004	01/05/2012	2,078.00	1,993.00	85.00
	20. JOHNSON CTLS INC	03/20/2009	01/05/2012	659.00	230.00	429.00

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

Name of estate or trust as shown on Form 1041 Do not enter name and employer identification number if shown on the other side	Employer identification number
SMITH CHARITABLE FDN INVESTMENT ACCT	36-6078557

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

(a) Description of property (Example 100 sh. 7% preferred of "Z" Co.)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 10. JUNIPER NETWORKS INC	04/02/2009	01/05/2012	206.00	252.00	-46.00
25. LOWES COS INC	02/19/2010	01/05/2012	659.00	575.00	84.00
20. MERCK & CO INC	09/14/2009	01/05/2012	774.00	658.00	116.00
15. METLIFE INC	04/22/2010	01/05/2012	493.00	696.00	-203.00
35. MICROSOFT CORP	02/27/1997	01/05/2012	967.00	436.00	531.00
5. NORFOLK SOUTHN CORP	03/12/2009	01/05/2012	379.00	147.00	232.00
5. OCCIDENTAL PETE CORP	10/15/2009	01/05/2012	480.00	413.00	67.00
5. ORACLE CORP	10/13/2009	01/05/2012	132.00	105.00	27.00
10. PACCAR INC	03/12/2009	01/05/2012	402.00	230.00	172.00
10. PFIZER INC	09/14/2009	01/05/2012	216.00	164.00	52.00
5. PROCTER & GAMBLE CO	03/20/2009	01/05/2012	332.00	233.00	99.00
5. PRUDENTIAL FINL INC	06/02/2009	01/05/2012	262.00	209.00	53.00
5. QUALCOMM INC	04/25/2005	01/05/2012	280.00	172.00	108.00
5. TD AMERITRADE HOLDING C	02/04/2010	01/05/2012	81.00	85.00	-4.00
40. TIME WARNER INC	03/12/2009	01/05/2012	1,472.00	679.00	793.00
5. US BANCORP DEL NEW	03/20/2009	01/05/2012	140.00	72.00	68.00
5. UNITED TECHNOLOGIES COR	03/20/2009	01/05/2012	371.00	207.00	164.00
5. UNITEDHEALTH GROUP INC	12/02/2010	01/05/2012	263.00	189.00	74.00
10. VERIZON COMMUNICATIONS	04/09/2003	01/05/2012	388.00	303.00	85.00
25. WELLS FARGO & CO NEW	04/09/2003	01/05/2012	724.00	584.00	140.00
5. XILINX INC	12/22/2010	01/05/2012	162.00	142.00	20.00
10. YUM BRANDS INC	11/26/2008	01/05/2012	593.00	295.00	298.00
5. COVIDIEN PLC NEW	06/08/2009	01/05/2012	226.00	179.00	47.00
10. INVESCO LTD SHS	07/22/2010	01/05/2012	205.00	193.00	12.00
10. TYCO INTERNATIONAL LTD	06/02/2010	01/05/2012	482.00	362.00	120.00

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

Name of estate or trust as shown on Form 1041 Do not enter name and employer identification number if shown on the other side

SMITH CHARITABLE FDN INVESTMENT ACCT

Employer identification number 36-6078557

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

(a) Description of property (Example 100 sh. 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr.)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 29. ABBOTT LABS	03/20/2009	01/10/2012	1,627.00	1,324.00	303.00
21. CONOCOPHILLIPS	01/07/2010	01/19/2012	1,496.00	1,108.00	388.00
8. OCCIDENTAL PETE CORP	01/07/2010	02/01/2012	794.00	638.00	156.00
13. NORFOLK SOUTHN CORP	03/12/2009	02/08/2012	941.00	382.00	559.00
3. CARNIVAL CORPORATION	01/14/2010	02/28/2012	90.00	104.00	-14.00
15. CARNIVAL CORPORATION	01/14/2010	02/28/2012	449.00	575.00	-126.00
3. CARNIVAL CORPORATION	04/07/2010	02/28/2012	90.00	117.00	-27.00
5. CARNIVAL CORPORATION	04/07/2010	02/28/2012	149.00	194.00	-45.00
2. CARNIVAL CORPORATION	04/07/2010	02/28/2012	60.00	78.00	-18.00
3. CARNIVAL CORPORATION	04/07/2010	02/28/2012	90.00	120.00	-30.00
9. CARNIVAL CORPORATION	02/23/2011	02/29/2012	272.00	377.00	-105.00
35. ISHARES TR RUSSELL MID	11/20/2008	03/07/2012	3,751.00	1,644.00	2,107.00
96.123 JPMORGAN ASIA EQUIT	06/11/2010	03/07/2012	3,000.00	2,788.00	212.00
501.269 JPMORGAN HIGH YIEL	02/17/2010	03/07/2012	3,950.00	3,855.00	95.00
136.488 JPMORGAN SHORT DUR FUND	12/20/2010	03/07/2012	1,500.00	1,497.00	3.00
2. NORFOLK SOUTHN CORP	03/12/2009	03/20/2012	135.00	59.00	76.00
5. NORFOLK SOUTHN CORP	03/12/2009	03/20/2012	335.00	147.00	188.00
10. AT&T INC	03/20/2009	04/03/2012	314.00	259.00	55.00
2. AMAZON COM INC	09/10/2009	04/03/2012	401.00	166.00	235.00
4. APPLE COMPUTER INC	11/26/2008	04/03/2012	2,513.00	367.00	2,146.00
1. BAIDU.COM-ADR	09/21/2010	04/03/2012	147.00	92.00	55.00
6. CVS CORP	07/28/2010	04/03/2012	268.00	191.00	77.00
8. CAMPBELL SOUP CO	09/29/2010	04/03/2012	271.00	289.00	-18.00
7. CARDINAL HEALTH INC	02/11/2010	04/03/2012	297.00	235.00	62.00
2. CELGENE CORP.	04/02/2009	04/03/2012	158.00	79.00	79.00

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

Name of estate or trust as shown on Form 1041. Do not enter name and employer identification number if shown on the other side: SMITH CHARITABLE FDN INVESTMENT ACCT

Employer identification number: 36-6078557

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

(a) Description of property (Example: 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 8. CENTERPOINT ENERGY INC	03/14/2011	04/03/2012	158.00	127.00	31.00
14. CISCO SYS INC	03/20/2009	04/03/2012	291.00	228.00	63.00
3. COGNIZANT TECHNOLOGY SO	02/26/2010	04/03/2012	229.00	145.00	84.00
4. COLGATE PALMOLIVE CO	09/29/2010	04/03/2012	394.00	315.00	79.00
10. COMCAST CORP NEW CL A	12/07/2009	04/03/2012	296.00	170.00	126.00
9. DU PONT E I DE NEMOURS	06/02/2010	04/03/2012	479.00	320.00	159.00
5. EMC CORP	10/12/2010	04/03/2012	149.00	101.00	48.00
9. EXXON MOBIL CORP	10/18/2010	04/03/2012	773.00	593.00	180.00
7. FREEPORT-MCMORAN COPPER	06/02/2010	04/03/2012	271.00	251.00	20.00
6. GENERAL MLS INC	09/13/2010	04/03/2012	237.00	220.00	17.00
12. GENERAL MOTORS CO	11/24/2010	04/03/2012	309.00	406.00	-97.00
3. GOLDMAN SACHS GROUP INC	11/26/2008	04/03/2012	368.00	213.00	155.00
6. HONEYWELL INTL INC	02/01/2010	04/03/2012	364.00	253.00	111.00
7. JOHNSON CTLS INC	03/20/2009	04/03/2012	229.00	81.00	148.00
17. JUNIPER NETWORKS INC	09/09/2009	04/03/2012	377.00	444.00	-67.00
9. LOWES COS INC	02/19/2010	04/03/2012	281.00	207.00	74.00
1. MASTERCARD INC - CLASS	07/16/2009	04/03/2012	437.00	180.00	257.00
18. MERCK & CO INC	09/14/2009	04/03/2012	694.00	592.00	102.00
10. METLIFE INC	04/22/2010	04/03/2012	373.00	464.00	-91.00
27. MICROSOFT CORP	02/27/1997	04/03/2012	858.00	336.00	522.00
3. NIKE INC	11/26/2008	04/03/2012	328.00	147.00	181.00
4. NORFOLK SOUTHN CORP	03/12/2009	04/03/2012	264.00	118.00	146.00
5. OCCIDENTAL PETE CORP	03/16/2010	04/03/2012	481.00	412.00	69.00
16. ORACLE CORP	10/13/2009	04/03/2012	468.00	336.00	132.00
6. PACCAR INC	03/12/2009	04/03/2012	284.00	195.00	89.00

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

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SMITH CHARITABLE FDN INVESTMENT ACCT

Employer identification number
36-6078557

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

(a) Description of property (Example 100 sh. 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 22. PFIZER INC	09/14/2009	04/03/2012	494.00	360.00	134.00
7. PROCTER & GAMBLE CO	03/20/2009	04/03/2012	471.00	327.00	144.00
3. PRUDENTIAL FINL INC	12/11/2009	04/03/2012	190.00	147.00	43.00
7. QUALCOMM INC	04/25/2005	04/03/2012	476.00	241.00	235.00
7. TD AMERITRADE HOLDING C	02/04/2010	04/03/2012	139.00	119.00	20.00
7. TIME WARNER INC	03/12/2009	04/03/2012	261.00	119.00	142.00
6. US BANCORP DEL NEW	03/20/2009	04/03/2012	188.00	87.00	101.00
8. UNITED TECHNOLOGIES COR	03/20/2009	04/03/2012	656.00	332.00	324.00
6. UNITEDHEALTH GROUP INC	12/02/2010	04/03/2012	355.00	227.00	128.00
7. VERIZON COMMUNICATIONS	04/09/2003	04/03/2012	269.00	212.00	57.00
21. WELLS FARGO & CO NEW	04/09/2003	04/03/2012	722.00	490.00	232.00
8. XILINX INC	12/22/2010	04/03/2012	291.00	226.00	65.00
7. YUM BRANDS INC	09/10/2009	04/03/2012	495.00	235.00	260.00
4. COVIDIEN PLC NEW	07/01/2009	04/03/2012	216.00	148.00	68.00
9. INVESCO LTD SHS	07/22/2010	04/03/2012	239.00	174.00	65.00
4. ACE LTD NEW	04/29/2009	04/03/2012	293.00	189.00	104.00
3. TYCO INTERNATIONAL LTD	06/02/2010	04/03/2012	167.00	109.00	58.00
3. AMAZON COM INC	09/10/2009	04/09/2012	576.00	335.00	241.00
17. CAMPBELL SOUP CO	09/29/2010	04/12/2012	563.00	615.00	-52.00
1. MERCK & CO INC	09/14/2009	04/13/2012	38.00	33.00	5.00
1. MERCK & CO INC	09/14/2009	04/13/2012	38.00	33.00	5.00
1. MERCK & CO INC	09/14/2009	04/13/2012	38.00	33.00	5.00
1. MERCK & CO INC	09/14/2009	04/13/2012	38.00	33.00	5.00
13. XILINX INC	12/22/2010	04/13/2012	460.00	394.00	66.00
1. MERCK & CO INC	09/14/2009	04/16/2012	38.00	33.00	5.00

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

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SMITH CHARITABLE FDN INVESTMENT ACCT

Employer identification number

36-6078557

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

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 1. MERCK & CO INC	09/14/2009	04/16/2012	38.00	33.00	5.00
1. MERCK & CO INC	09/14/2009	04/16/2012	38.00	33.00	5.00
2. MERCK & CO INC	09/14/2009	04/16/2012	76.00	66.00	10.00
1. MERCK & CO INC	09/14/2009	04/16/2012	38.00	33.00	5.00
2. MERCK & CO INC	09/14/2009	04/16/2012	76.00	66.00	10.00
1. MERCK & CO INC	01/22/2010	04/16/2012	38.00	40.00	-2.00
1. MERCK & CO INC	01/22/2010	04/16/2012	38.00	40.00	-2.00
7. XILINX INC	03/16/2011	04/16/2012	247.00	225.00	22.00
2. MERCK & CO INC	01/22/2010	04/17/2012	76.00	80.00	-4.00
1. MERCK & CO INC	01/22/2010	04/17/2012	38.00	40.00	-2.00
4. MERCK & CO INC	01/22/2010	04/17/2012	153.00	160.00	-7.00
1. MERCK & CO INC	01/22/2010	04/17/2012	38.00	40.00	-2.00
3. XILINX INC	03/16/2011	04/17/2012	107.00	96.00	11.00
3. XILINX INC	03/16/2011	04/18/2012	106.00	96.00	10.00
20. JUNIPER NETWORKS INC	09/09/2009	04/23/2012	405.00	522.00	-117.00
1. MERCK & CO INC	01/22/2010	04/23/2012	38.00	40.00	-2.00
7. DEVON ENERGY CORP NEW	08/11/2010	04/24/2012	468.00	451.00	17.00
2. MERCK & CO INC	01/22/2010	04/24/2012	76.00	80.00	-4.00
3. MERCK & CO INC	01/22/2010	04/25/2012	115.00	114.00	1.00
1. MERCK & CO INC	06/10/2010	04/26/2012	38.00	34.00	4.00
2. MERCK & CO INC	06/10/2010	04/26/2012	77.00	69.00	8.00
2. MERCK & CO INC	06/10/2010	04/27/2012	77.00	69.00	8.00
3. MERCK & CO INC	06/10/2010	04/27/2012	115.00	103.00	12.00
2309.179 EATON VANCE MUT F	03/22/2011	05/24/2012	20,690.00	20,944.00	-254.00
269.284 JPMORGAN ASIA EQUI	06/11/2010	05/24/2012	7,564.00	7,809.00	-245.00

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

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SMITH CHARITABLE FDN INVESTMENT ACCT	36-6078557

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

	(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo., day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a	5. NORFOLK SOUTHN CORP	03/12/2009	05/24/2012	337.00	147.00	190.00
	1. NORFOLK SOUTHN CORP	03/12/2009	05/25/2012	67.00	29.00	38.00
	2. NORFOLK SOUTHN CORP	03/12/2009	05/25/2012	134.00	59.00	75.00
	1. NORFOLK SOUTHN CORP	03/12/2009	05/25/2012	67.00	29.00	38.00
	1. NORFOLK SOUTHN CORP	03/12/2009	05/25/2012	66.00	29.00	37.00
	7. NORFOLK SOUTHN CORP	03/12/2009	05/29/2012	468.00	206.00	262.00
	2. NORFOLK SOUTHN CORP	03/12/2009	05/29/2012	134.00	59.00	75.00
	5. NORFOLK SOUTHN CORP	03/12/2009	05/30/2012	327.00	147.00	180.00
	1. NORFOLK SOUTHN CORP	03/12/2009	05/30/2012	66.00	29.00	37.00
	4. NORFOLK SOUTHN CORP	03/12/2009	05/31/2012	261.00	118.00	143.00
	3. NORFOLK SOUTHN CORP	03/12/2009	05/31/2012	197.00	88.00	109.00
	14. US BANCORP DEL NEW	04/02/2009	06/05/2012	408.00	220.00	188.00
	5. US BANCORP DEL NEW	04/02/2009	06/05/2012	146.00	79.00	67.00
	14. US BANCORP DEL NEW	04/02/2009	06/05/2012	408.00	220.00	188.00
	7. US BANCORP DEL NEW	04/02/2009	06/05/2012	204.00	110.00	94.00
	2. US BANCORP DEL NEW	04/02/2009	06/05/2012	58.00	31.00	27.00
	2. US BANCORP DEL NEW	04/02/2009	06/05/2012	58.00	31.00	27.00
	130.529 DREYFUS/LAUREL FDS	04/23/2010	06/15/2012	1,800.00	1,850.00	-50.00
	813.364 JPMORGAN INTERNATI CURRENCY	02/17/2010	06/15/2012	8,825.00	8,719.00	106.00
	1. NIKE INC	11/26/2008	06/15/2012	101.00	49.00	52.00
	2. NIKE INC	11/26/2008	06/15/2012	203.00	98.00	105.00
	2. NIKE INC	11/26/2008	06/15/2012	201.00	98.00	103.00
	1. NIKE INC	11/26/2008	06/18/2012	101.00	49.00	52.00
	5. EXXON MOBIL CORP	10/18/2010	06/21/2012	412.00	338.00	74.00
	9. PROCTER & GAMBLE CO	03/20/2009	06/21/2012	539.00	420.00	119.00

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Employer identification number: 36-6078557

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

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr.)	(c) Date sold (mo , day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 10. CVS CORP	07/28/2010	06/22/2012	457.00	319.00	138.00
2. CVS CORP	07/28/2010	06/22/2012	91.00	64.00	27.00
5. CVS CORP	07/28/2010	06/22/2012	229.00	159.00	70.00
1. WILLIAMS COS INC	05/05/2011	06/22/2012	28.00	25.00	3.00
1. WILLIAMS COS INC	05/05/2011	06/22/2012	28.00	25.00	3.00
1. WILLIAMS COS INC	05/05/2011	06/22/2012	28.00	25.00	3.00
3. WILLIAMS COS INC	05/05/2011	06/22/2012	85.00	75.00	10.00
1. WILLIAMS COS INC	05/05/2011	06/25/2012	27.00	25.00	2.00
1. WILLIAMS COS INC	05/05/2011	06/25/2012	28.00	25.00	3.00
1. WILLIAMS COS INC	05/05/2011	06/25/2012	27.00	25.00	2.00
1. WILLIAMS COS INC	05/05/2011	06/25/2012	27.00	25.00	2.00
2. WILLIAMS COS INC	05/05/2011	06/26/2012	55.00	50.00	5.00
3. WILLIAMS COS INC	05/05/2011	06/26/2012	83.00	75.00	8.00
1. WILLIAMS COS INC	05/05/2011	06/27/2012	28.00	25.00	3.00
2. WILLIAMS COS INC	05/05/2011	06/27/2012	56.00	50.00	6.00
45. EMC CORP	10/12/2010	07/06/2012	1,066.00	931.00	135.00
80. ISHARES TR COHEN & STE MAJOR	12/02/2004	07/10/2012	6,285.00	5,889.00	396.00
16. CISCO SYS INC	03/20/2009	07/11/2012	263.00	286.00	-23.00
1. HUMANA INC	04/08/2011	07/11/2012	75.00	70.00	5.00
3. YUM BRANDS INC	09/10/2009	07/11/2012	186.00	101.00	85.00
1. HUMANA INC	04/08/2011	07/12/2012	74.00	70.00	4.00
5. YUM BRANDS INC	09/10/2009	07/12/2012	312.00	168.00	144.00
4. CAMERON INTERNATIONAL C	05/03/2011	07/18/2012	180.00	207.00	-27.00
3. CAMERON INTERNATIONAL C	05/03/2011	07/18/2012	135.00	155.00	-20.00
17. DU PONT E I DE NEMOURS	06/02/2010	07/18/2012	826.00	614.00	212.00

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Employer identification number: 36-6078557

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

(a) Description of property (Example 100 sh. 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo., day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 1. HUMANA INC	05/20/2011	07/18/2012	73.00	80.00	-7.00
1. HUMANA INC	05/20/2011	07/18/2012	73.00	80.00	-7.00
1. HUMANA INC	05/20/2011	07/19/2012	74.00	80.00	-6.00
12. COLGATE PALMOLIVE CO	09/29/2010	07/27/2012	1,285.00	1,004.00	281.00
6. EXXON MOBIL CORP	11/03/2010	07/27/2012	517.00	408.00	109.00
5. COGNIZANT TECHNOLOGY SO	02/26/2010	08/03/2012	288.00	241.00	47.00
2. COGNIZANT TECHNOLOGY SO	02/26/2010	08/03/2012	114.00	96.00	18.00
6. EXXON MOBIL CORP	11/03/2010	09/07/2012	538.00	408.00	130.00
6. EXXON MOBIL CORP	11/03/2010	09/13/2012	548.00	408.00	140.00
1. NIKE INC	11/26/2008	09/18/2012	98.00	49.00	49.00
3. NIKE INC	11/26/2008	09/18/2012	293.00	147.00	146.00
1. APPLE COMPUTER INC	11/26/2008	09/19/2012	701.00	92.00	609.00
2. NIKE INC	11/26/2008	09/19/2012	200.00	98.00	102.00
1. NIKE INC	03/31/2011	09/19/2012	99.00	76.00	23.00
2. NIKE INC	03/31/2011	09/20/2012	194.00	153.00	41.00
1. NIKE INC	03/31/2011	09/25/2012	96.00	76.00	20.00
55. CBS CORP	06/03/2011	09/26/2012	1,961.00	1,574.00	387.00
2. ADT CORPORATION	06/02/2010	10/04/2012	77.00	47.00	30.00
5. ADT CORPORATION	06/02/2010	10/05/2012	189.00	124.00	65.00
6. ADT CORPORATION	11/10/2010	10/10/2012	225.00	160.00	65.00
. PENTAIR LTD		10/11/2012	5.00		5.00
2. ADT CORPORATION	01/13/2011	10/15/2012	73.00	58.00	15.00
5. KRAFT FOODS GROUP INC	08/04/2011	10/15/2012	236.00	188.00	48.00
1. KRAFT FOODS GROUP INC	08/16/2011	10/15/2012	47.00	37.00	10.00
1. KRAFT FOODS GROUP INC	08/16/2011	10/15/2012	47.00	37.00	10.00

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

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SMITH CHARITABLE FDN INVESTMENT ACCT	36-6078557

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

(a) Description of property (Example. 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 3. KRAFT FOODS GROUP INC	09/19/2011	10/15/2012	142.00	114.00	28.00
1. ADT CORPORATION	01/13/2011	10/16/2012	37.00	29.00	8.00
8. KRAFT FOODS GROUP INC	08/16/2011	10/16/2012	375.00	302.00	73.00
5. DU PONT E I DE NEMOURS	06/10/2010	10/17/2012	249.00	184.00	65.00
4. DU PONT E I DE NEMOURS	06/24/2010	10/18/2012	201.00	147.00	54.00
4. DU PONT E I DE NEMOURS	06/24/2010	10/18/2012	199.00	147.00	52.00
2. CENTERPOINT ENERGY INC	03/14/2011	10/19/2012	43.00	32.00	11.00
8. CENTERPOINT ENERGY INC	03/14/2011	10/19/2012	171.00	127.00	44.00
2. CAPITAL ONE FINL CORP	08/12/2011	10/22/2012	120.00	89.00	31.00
2. CAPITAL ONE FINL CORP	08/12/2011	10/22/2012	120.00	90.00	30.00
1. CENTERPOINT ENERGY INC	03/14/2011	10/22/2012	21.00	16.00	5.00
7. CENTERPOINT ENERGY INC	03/14/2011	10/22/2012	149.00	111.00	38.00
22. CENTERPOINT ENERGY INC	03/14/2011	10/22/2012	467.00	349.00	118.00
. KRAFT FOODS GROUP INC		10/22/2012	31.00		31.00
16. LOWES COS INC	02/19/2010	10/24/2012	520.00	368.00	152.00
2. LOWES COS INC	01/28/2011	10/24/2012	65.00	51.00	14.00
1. LOWES COS INC	01/28/2011	10/25/2012	32.00	26.00	6.00
2. LOWES COS INC	01/28/2011	10/25/2012	65.00	51.00	14.00
2. COVIDIEN PLC NEW	07/01/2009	10/26/2012	110.00	74.00	36.00
1. COVIDIEN PLC NEW	07/01/2009	10/31/2012	55.00	37.00	18.00
1. COVIDIEN PLC NEW	07/01/2009	11/01/2012	55.00	37.00	18.00
1. COVIDIEN PLC NEW	07/01/2009	11/02/2012	56.00	37.00	19.00
7. AT&T INC	03/20/2009	11/05/2012	242.00	181.00	61.00
1. EOG RESOURCES INC	10/20/2010	11/05/2012	116.00	100.00	16.00
1. EOG RESOURCES INC	10/20/2010	11/05/2012	116.00	100.00	16.00

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Employer identification number: 36-6078557

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

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6a 14. LAUDER ESTEE COS INC C	09/19/2011	11/05/2012	832.00	711.00	121.00
3. PIONEER NAT RES CO	08/10/2011	11/05/2012	320.00	223.00	97.00
1. COVIDIEN PLC NEW	07/01/2009	11/05/2012	56.00	37.00	19.00
3. CENTERPOINT ENERGY INC	03/14/2011	11/07/2012	62.00	51.00	11.00
6. CENTERPOINT ENERGY INC	07/15/2011	11/07/2012	125.00	116.00	9.00
1. CENTERPOINT ENERGY INC	07/15/2011	11/08/2012	21.00	19.00	2.00
23. CENTERPOINT ENERGY INC	07/15/2011	11/08/2012	476.00	445.00	31.00
4. CENTERPOINT ENERGY INC	07/15/2011	11/08/2012	82.00	76.00	6.00
7. CENTERPOINT ENERGY INC	08/11/2011	11/08/2012	145.00	129.00	16.00
1. GOLDMAN SACHS GROUP INC	11/26/2008	11/08/2012	116.00	71.00	45.00
1. GOLDMAN SACHS GROUP INC	11/26/2008	11/08/2012	116.00	71.00	45.00
1. GOLDMAN SACHS GROUP INC	11/26/2008	11/09/2012	115.00	71.00	44.00
2. GOLDMAN SACHS GROUP INC	11/26/2008	11/09/2012	232.00	142.00	90.00
2. JOHNSON CTLS INC	03/20/2009	11/15/2012	50.00	23.00	27.00
7. JOHNSON CTLS INC	03/20/2009	11/15/2012	176.00	81.00	95.00
3. JOHNSON CTLS INC	03/20/2009	11/15/2012	75.00	35.00	40.00
3. LAM RESEARCH CORPORATIO	10/28/2011	11/15/2012	104.00	132.00	-28.00
12. JOHNSON CTLS INC	03/20/2009	11/16/2012	301.00	138.00	163.00
4. LAM RESEARCH CORPORATIO	10/28/2011	11/16/2012	138.00	175.00	-37.00
5. LAM RESEARCH CORPORATIO	10/28/2011	11/16/2012	171.00	219.00	-48.00
7. DU PONT E I DE NEMOURS	06/24/2010	12/03/2012	300.00	258.00	42.00
6. DU PONT E I DE NEMOURS	06/24/2010	12/03/2012	256.00	221.00	35.00
10. DU PONT E I DE NEMOURS	08/05/2011	12/03/2012	426.00	479.00	-53.00
1. DU PONT E I DE NEMOURS	08/05/2011	12/04/2012	42.00	48.00	-6.00
6. DU PONT E I DE NEMOURS	08/09/2011	12/04/2012	255.00	267.00	-12.00

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

Name of estate or trust as shown on Form 1041. Do not enter name and employer identification number if shown on the other side	Employer identification number
SMITH CHARITABLE FDN INVESTMENT ACCT	36-6078557

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

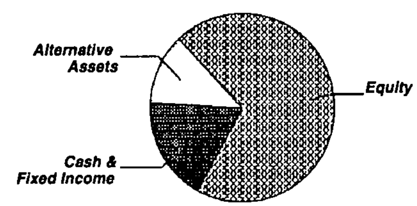
(a) Description of property (Example: 100 sh. 7% preferred of "Z" Co.)	(b) Date acquired (mo., day, yr.)	(c) Date sold (mo., day, yr.)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 20. FREEPORT-MCMORAN COPPE B	09/21/2010	12/05/2012	656.00	830.00	-174.00
. BANK OF AMERICA CORPORAT		12/06/2012	4.00		4.00
. ASML HOLDING N.V.		12/10/2012	53.00		53.00
4. AT&T INC	03/20/2009	12/14/2012	136.00	103.00	33.00
14. AT&T INC	03/20/2009	12/14/2012	477.00	362.00	115.00
2. INTERCONTINENTAL EXCHAN	08/10/2011	12/14/2012	256.00	224.00	32.00
2. INTERCONTINENTAL EXCHAN	08/10/2011	12/17/2012	256.00	223.00	33.00
1. INTERCONTINENTAL EXCHAN	08/10/2011	12/17/2012	128.00	112.00	16.00
15. AT&T INC	07/11/2011	12/20/2012	509.00	462.00	47.00
16. AT&T INC	07/12/2011	12/21/2012	541.00	496.00	45.00

6b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 6b 22,670.00

Account Summary

Asset Allocation	Beginning Market Value	Ending Market Value	Change In Value	Estimated Annual Income	Current Allocation
Equity	360,880.02	366,495.10	5,615 08	6,395 98	70%
Alternative Assets	59,771.18	59,486.20	(284.98)	1,080 44	12%
Cash & Fixed Income	90,139 57	93,921.72	3,782.15	2,982 60	18%
Market Value	**$510,790.77**	**$519,903.02**	**$9,112.25**	**$10,459.02**	**100%**
Accruals	709.79	435.18	(274 61)		
Market Value with Accruals	**$511,500.56**	**$520,338.20**	**$8,837.64**		

Asset Allocation



Portfolio Activity	Current Period Value	Year-to-Date Value
Beginning Market Value	**510,790.77**	**534,695.64**
Contributions		27,480.00
Withdrawals & Fees	(904 10)	(113,659 80)
Securities Transferred In		811.98
Securities Transferred Out		(1,066.50)
Net Contributions/Withdrawals	**($904.10)**	**($86,434.32)**
Income & Distributions	4,535 57	12,135 23
Change In Investment Value	5,480.78	59,506.47
Ending Market Value	**$519,903.02**	**$519,903.02**
Accruals	435 18	435 18
Market Value with Accruals	**$520,338.20**	**$520,338.20**

Account Summary CONTINUED

Tax Summary	Current Period Value	Year-to-Date Value
Domestic Dividends/Distributions	4,258 01	11,579.52
Foreign Dividends	277 47	495 19
Interest Income	0.09	60 52
Taxable Income	**$4,535.57**	**$12,135.23**

	Current Period Value	Year-to-Date Value
LT Capital Gain Distributions	1,255.18	1,315.97
ST Realized Gain/Loss	(170.18)	(2,459 61)
LT Realized Gain/Loss	210.51	22,674.64
Realized Gain/Loss	**$1,295.51**	**$21,531.00**

	To-Date Value
Unrealized Gain/Loss	**$52,585.16**

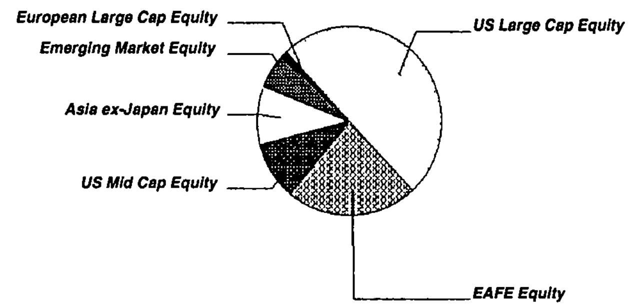
Cost Summary	Cost
Equity	317,948 73
Cash & Fixed Income	89,530 56
Total	**$407,479.29**

Equity Summary

Asset Categories	Beginning Market Value	Ending Market Value	Change In Value	Current Allocation
US Large Cap Equity	180,896 11	181,925.70	1,029 59	35%
US Mid Cap Equity	34,888 40	35,256.51	368 11	7%
EAFE Equity	81,477.45	83,585 11	2,107 66	16%
European Large Cap Equity	5,192 00	5,372.40	180.40	1%
Asia ex-Japan Equity	37,973.76	38,771.98	798.22	7%
Emerging Market Equity	20,452.30	21,583.40	1,131.10	4%
Concentrated & Other Equity	0 00	0 00	0.00	
Total Value	**$360,880.02**	**$366,495.10**	**$5,615.08**	**70%**

Market Value/Cost	Current Period Value
Market Value	366,495.10
Tax Cost	317,948.73
Unrealized Gain/Loss	48,546.37
Estimated Annual Income	6,395.98
Accrued Dividends	191 94
Yield	1 74%

Asset Categories



Equity as a percentage of your portfolio - 70 %

Equity Detail

	Price	Quantity	Value	Adjusted Tax Cost Original Cost	Unrealized Gain/Loss	Est. Annual Inc. Accrued Div.	Yield
US Large Cap Equity							
ACE LTD NEW H0023R-10-5 ACE	79 80	31.000	2,473 80	1,905.65	568.15	60 76	2.46%
ADOBE SYSTEMS INC 00724F-10-1 ADBE	37 68	21.000	791.28	688.44	102 84		
ALLERGAN INC 018490-10-2 AGN	91 73	15.000	1,375 95	1,296.65	79 30	3.00	0.22%
AMAZON COM INC 023135-10-6 AMZN	250.87	12.000	3,010 44	1,836.92	1,173 52		
AMERICAN EXPRESS CO 025816-10-9 AXP	57 48	14 000	804.72	783 20	21.52	11.20	1.39%
ANADARKO PETROLEUM CORP 032511-10-7 APC	74.31	22.000	1,634.82	1,604.38	30.44	7.92	0.48%
APPLE INC. 037833-10-0 AAPL	532.17	17.000	9,046 94	3,785.49	5,261.45	180 20	1.99%
ASML HOLDING N.V. N07059-21-0 ASML	64.39	20.000	1,287.80	1,426.01	(138 21)	13.46	1.05%
AUTOZONE INC 053332-10-2 AZO	354.43	4.000	1,417.72	1,320.77	96.95		
BAIDU INC SPONS ADR 056752-10-8 BIDU	100.29	9 000	902.61	892 06	10.55		
BANK OF AMERICA CORP 060505-10-4 BAC	11 61	230.000	2,670.30	4,088 20	(1,417.90)	9 20	0 34%

US Large Cap Equity

	Price	Quantity	Value	Adjusted Tax Cost / Original Cost	Unrealized Gain/Loss	Est. Annual Inc. / Accrued Div	Yield
BIOGEN IDEC INC 09062X-10-3 BIIB	146.37	17 000	2,488 29	1,203 44	1,284.85		
BROADCOM CORP CL A 111320-10-7 BRCM	33.21	40 000	1,328.40	1,334.80	(6 40)	16.00	1 20%
CAMERON INTERNATIONAL CORPORATION 13342B-10-5 CAM	56.46	22 000	1,242.12	1,192.43	49.69		
CARDINAL HEALTH INC 14149Y-10-8 CAH	41 18	41 000	1,688 38	1,399 12	289.26	45.10 11.28	2 67%
CAREFUSION CORPORATION 14170T-10-1 CFN	28.58	45.000	1,286.10	1,185.03	101 07		
CBS CORP CLASS B W/I 124857-20-2 CBS	38 05	37.000	1,407 85	1,325 35	82 50	17 76 4 44	1 26%
CELGENE CORPORATION 151020-10-4 CELG	78 47	23.000	1,804.81	1,287.74	517.07		
CERNER CORP 156782-10-4 CERN	77.51	9 000	697.59	714.01	(16.42)		
CHENIERE ENERGY INC 16411R-20-8 LNG	18.78	48.000	901.44	775.42	126.02		
CISCO SYSTEMS INC 17275R-10-2 CSCO	19 65	143.000	2,809 81	2,663 17	146 64	80.08	2.85%
CITIGROUP INC NEW 172967-42-4 C	39 56	72 000	2,848.32	2,768 04	80 28	2 88	0.10%
CITRIX SYSTEMS INC 177376-10-0 CTXS	65 62	15.000	984 30	893 96	90 34		

	Price	Quantity	Value	Adjusted Tax Cost / Original Cost	Unrealized Gain/Loss	Est Annual Inc / Accrued Div.	Yield
US Large Cap Equity							
CME GROUP INC CLASS A COMMON STOCK 12572Q-10-5 CME	50.67	36.000	1,824 12	2,020.09	(195 97)	64.80	3.55%
COGNIZANT TECHNOLOGY SOLUTIONS CORP CL A 192446-10-2 CTSH	73 88	25.000	1,847.05	1,431.32	415 73		
COMCAST CORP CL A 20030N-10-1 CMCS A	37.36	78 000	2,914.08	1,743.28	1,170.80	50.70 12.68	1.74%
COSTCO WHOLESALE CORP 22160K-10-5 COST	98 73	8.000	789 84	728 71	61.13	8.80	1.11%
COVIDIEN PLC NEW G2554F-11-3 COV	57.74	30 000	1,732 20	1,464 09	268.11	31 20	1 80%
CSX CORP 126408-10-3 CSX	19.73	57 000	1,124.61	1,220 86	(96.25)	31.92	2.84%
DAVITA HEALTHCARE PARTNERS, INC 23918K-10-8 DVA	110.53	10 000	1,105.30	1,105 03	0 27		
DISH NETWORK CORP CL A 25470M-10-9 DISH	36.40	15 000	546.00	549 89	(3.89)		
DOW CHEMICAL CO 260543-10-3 DOW	32 33	32.000	1,034 53	975.20	59.33	40.96	3.96%
EMERSON ELECTRIC CO 291011-10-4 EMR	52.96	43 000	2,277.28	2,212.54	64.74	70.52	3 10%
ENSCO PLC G3157S-10-6 ESV	59.28	26 000	1,541.28	1,261.78	279.50	39 00	2 53%

US Large Cap Equity

	Price	Quantity	Value	Adjusted Tax Cost / Original Cost	Unrealized Gain/Loss	Est. Annual Inc. / Accrued Div.	Yield
EOG RESOURCES INC 26875P-10-1 EOG	120.79	14 000	1,691.06	1,450 80	240 26	9.52	0 56%
EXXON MOBIL CORP 30231G-10-2 XOM	86.55	43 000	3,721.65	3,373 63	348.02	98.04	2 63%
FLUOR CORP 343412-10-2 FLR	58 74	33.000	1,938 42	1,686.57	251.85	21.12	1.09%
FREEPORT-MCMORAN COPPER & GOLD INC CL B 35671D-85-7 FCX	34 20	27.000	923 40	1,154.02	(230.62)	33 75	3.65%
GENERAL MILLS INC 370334-10-4 GIS	40.42	50.000	2,021 00	1,869.78	151.22	66 00	3.27%
GENERAL MOTORS CO 37045V-10-0 GM	28 83	83 000	2,392.89	2,435 08	(42 19)		
GOLDMAN SACHS GROUP INC 38141G-10-4 GS	127.56	16 000	2,040.96	1,610.99	429 97	32 00	1.57%
GOOGLE INC CL A 38259P-50-8 GOOG	707 38	4.000	2,829 52	2,464.78	364.74		
HOME DEPOT INC 437076-10-2 HD	61.85	36.000	2,226 60	1,466.42	760.18	41.76	1.88%
HONEYWELL INTERNATIONAL INC 438516-10-6 HON	63.47	39.000	2,475.33	1,847.54	627.79	63.96	2.58%
HUMANA INC 444859-10-2 HUM	68 63	17.000	1,166 71	1,426.31	(259 60)	17 68 4.42	1.52%
INVESCO LTD G491BT-10-8 IVZ	26 09	66.000	1,721 94	1,356.51	365 43	45 54	2.64%

	Price	Quantity	Value	Adjusted Tax Cost / Original Cost	Unrealized Gain/Loss	Est. Annual Inc. / Accrued Div.	Yield
US Large Cap Equity							
JOHNSON & JOHNSON 478160-10-4 JNJ	70 10	25.000	1,752 50	1,804 38	(51.88)	61.00	3.48%
JOHNSON CONTROLS INC 478366-10-7 JCI	30.67	64.000	1,962 88	1,965 30	(2.42)	48.64	2.48%
JUNIPER NETWORKS INC 48203R-10-4 JNPR	19 67	48 000	944.16	1,280.54	(336.38)		
KINDER MORGAN INC 49456B-10-1 KMI	35.33	25.000	883.25	779.62	103 63	36 00	4 08%
LENNAR CORP 526057-10-4 LEN	38 67	39 000	1,508.13	602.65	905.48	6.24	0.41%
LINKEDIN CORP - A 53578A-10-8 LNKD	114 82	8 000	918 56	792.13	126.43		
LOWES COMPANIES INC 548661-10-7 LOW	35.52	70.000	2,486.40	1,444.07	1,042.33	44.80	1.80%
MASCO CORP 574599-10-6 MAS	16.66	86.000	1,432.76	1,178 55	254.21	25.80	1.80%
MASTERCARD INC - CLASS A 57636Q-10-4 MA	491.28	4.000	1,965 12	1,317.27	647.85	4.80	0.24%
MERCK AND CO INC 58933Y-10-5 MRK	40.94	82 000	3,357 08	2,918 59	438.49	141.04 35.26	4.20%
METLIFE INC 59156R-10-8 MET	32.94	70.000	2,305.80	2,493 71	(187.91)	51.80	2.25%
MICROSOFT CORP 594918-10-4 MSFT	26.71	204.000	5,448 84	4,621.93	826.91	187.68	3 44%
MONDELEZ INTERNATIONAL-W/I 609207-10-5 MDLZ	25.45	72 000	1,832 62	1,691.63	140 99	37 44 9.36	2 04%

US Large Cap Equity

	Price	Quantity	Value	Adjusted Tax Cost / Original Cost	Unrealized Gain/Loss	Est. Annual Inc. / Accrued Div.	Yield
NETAPP INC 64110D-10-4 NTAP	33 55	34 000	1,140 70	1,277 47	(136.77)		
OCCIDENTAL PETROLEUM CORP 674599-10-5 OXY	76.61	39.000	2,987 79	3,293 16	(305.37)	84.24	2.82%
ORACLE CORP 68389X-10-5 ORCL	33.32	106.000	3,531.92	2,627 06	904 86	25.44	0.72%
PACCAR INC 693718-10-8 PCAR	45 21	50 000	2,260.50	1,992 49	268 01	40.00	1.77%
PENTAIR LTD SHS H6169Q-10-8 PNR	49.15	9.000	442.35	285 71	156.64	7.92	1.79%
PEPSICO INC 713448-10-8 PEP	68 43	21 000	1,437.03	1,516.55	(79 52)	45.15 11 29	3.14%
PFIZER INC 717081-10-3 PFE	25 08	161 000	4,037.72	2,749 99	1,287 73	154.56	3.83%
PHILIP MORRIS INTERNATIONAL 718172-10-9 PM	83 64	25.000	2,091.00	2,074 23	16.77	85.00 21 25	4.07%
PHILLIPS 66 718546-10-4 PSX	53.10	30.000	1,593 00	1,459 48	133.52	30.00	1 88%
PIONEER NATURAL RESOURCES CO 723787-10-7 PXD	106.59	10.000	1,065 90	917.91	147.99	0.80	0.08%
PROCTER & GAMBLE CO 742718-10-9 PG	67.89	43.000	2,919.27	2,372 00	547.27	96.66	3.31%
PRUDENTIAL FINANCIAL INC 744320-10-2 PRU	53.33	33 000	1,759 89	1,609.31	150.58	52 80	3 00%
QUALCOMM INC 747525-10-3 QCOM	61.86	57.000	3,526 02	2,627 22	898.80	57.00	1 62%

	Price	Quantity	Value	Adjusted Tax Cost / Original Cost	Unrealized Gain/Loss	Est Annual Inc / Accrued Div.	Yield
US Large Cap Equity							
SCHLUMBERGER LTD 806857-10-8 SLB	69.30	44.000	3,049.16	3,625 51	(576 35)	48.40 12.10	1.59%
SPDR S&P 500 ETF TRUST 78462F-10-3 SPY	142.41	60.000	8,544 60	7,958.40	586.20	186 18 61.31	2 18%
TARGET CORP 87612E-10-6 TGT	59 17	27.000	1,597.59	1,731.31	(133 72)	38.88	2.43%
TD AMERITRADE HOLDING CORPORATION 87236Y-10-8 AMTD	16 81	38.000	638 78	595.19	43.59	13 68	2 14%
TIME WARNER INC NEW 887317-30-3 TWX	47.83	104.000	4,974.32	3,142 89	1,831.43	108 16	2.17%
TIME WARNER CABLE INC 88732J-20-7 TWC	97.19	9 000	874.71	761.09	113 62	20.16	2.30%
TYCO INTERNATIONAL LTD H89128-10-4 TYC	29.25	38 000	1,111.50	798.80	312 70	22.80	2.05%
UNITEDHEALTH GROUP INC 91324P-10-2 UNH	54 24	35 000	1,898 40	1,525.34	373.06	29.75	1.57%
UNITED TECHNOLOGIES CORP 913017-10-9 UTX	82.01	50 000	4,100.50	2,679 09	1,421 41	107 00	2.61%
VERIZON COMMUNICATIONS INC 92343V-10-4 VZ	43.27	53 000	2,293 31	1,606.32	686.99	109.18	4 76%
VERTEX PHARMACEUTICALS INC 92532F-10-0 VRTX	41.90	19.000	796.10	595 87	200.23		
WALTER ENERGY INC 93317Q-10-5 WLT	35 88	24 000	861.12	1,410 98	(549.86)	12 00	1.39%
WELLS FARGO & CO 949746-10-1 WFC	34 18	158 000	5,400.44	4,467.63	932.81	139 04	2.57%

	Price	Quantity	Value	Adjusted Tax Cost / Original Cost	Unrealized Gain/Loss	Est. Annual Inc. / Accrued Div.	Yield
US Large Cap Equity							
WILLIAMS COMPANIES INC 969457-10-0 WMB	32.74	33.000	1,080.42	872.00	208.42	42.90	3.97%
YUM BRANDS INC 988498-10-1 YUM	66 40	35.000	2,324.00	1,211.29	1,112.71	46.90	2.02%
Total US Large Cap Equity			**$181,925.70**	**$153,900.16**	**$28,025.54**	**$3,464.67** **$183.39**	**1.90%**
US Mid Cap Equity							
ISHARES RUSSELL MIDCAP INDEX FUND 464287-49-9 IWR	113 10	125.000	14,137 50	5,872.77	8,264.73	256 50	1 81%
JPM MARKET EXPANSION INDEX FD - SEL FUND 3708 4812C1-63-7 PGMI X	10.61	967 713	10,267.43	9,206.54	1,060.89	113.22	1.10%
JPM TR I MIDCAP CORE - SEL 48121L-75-9 JMRS X	17 86	607.591	10,851.58	9,040.96	1,810.62	91.74 8 55	0.85%
Total US Mid Cap Equity			**$35,256.51**	**$24,120.27**	**$11,136.24**	**$461.46** **$8.55**	**1.31%**
EAFE Equity							
ARTISAN INTL VALUE FUND - INV 04314H-88-1 ARTK X	30.38	778.230	23,642.63	19,293 02	4,349.61		
DODGE & COX INTERNATIONAL STOCK 256206-10-3 DODF X	34 64	492 978	17,076.76	15,095.30	1,981.46	368 25	2 16%
ISHARES MSCI EAFE INDEX FUND 464287-46-5 EFA	56 86	330.000	18,763 80	19,205.01	(441 21)	580 47	3 09%

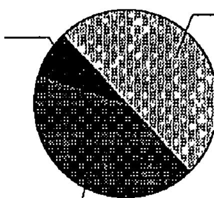
	Price	Quantity	Value	Adjusted Tax Cost / Original Cost	Unrealized Gain/Loss	Est. Annual Inc. / Accrued Div.	Yield
EAFE Equity							
JPM INTL VALUE FD - SEL FUND 1296 4812A0-56-5 JIES X	12.86	1,874.177	24,101 92	23,009.21	1,092 71	594.11	2.47%
Total EAFE Equity			**$83,585.11**	**$76,602.54**	**$6,982.57**	**$1,542.83**	**1.85%**
European Large Cap Equity							
VANGUARD MSCI EUROPE ETF 922042-87-4 VGK	48 84	110 000	5,372.40	5,266 43	105 97	161.59	3 01%
Asia ex-Japan Equity							
COLUMBIA FDS SER TR II MASS ASIA PC JP R5 19763P-57-2 TAPR X	13 07	1,495 429	19,545.26	16,836 74	2,708.52	382 82	1 96%
T ROWE PRICE INTERNATIONAL FUNDS INC NEW ASIA FUND 77956H-50-0 PRAS X	16.81	1,143 767	19,226.72	17,633.56	1,593.16	183 00	0 95%
Total Asia ex-Japan Equity			**$38,771.98**	**$34,470.30**	**$4,301.68**	**$565.82**	**1.46%**
Emerging Market Equity							
DELAWARE EMERGING MARKETS FUND 245914-81-7 DEMI X	14 41	478 859	6,900 36	7,765 22	(864.86)	67 99	0 99%

	Price	Quantity	Value	Adjusted Tax Cost / Original Cost	Unrealized Gain/Loss	Est. Annual Inc / Accrued Div.	Yield
Emerging Market Equity							
JOHN HANCOCK II-EMG MKTS-I 47804B-19-5 JEVI X	10.74	807 401	8,671.49	9,503.11	(831.62)		
VANGUARD MSCI EMERGING MARKETS ETF 922042-85-8 VWO	44 53	135.000	6,011 55	6,320.70	(309.15)	131 62	2.19%
Total Emerging Market Equity			**$21,583.40**	**$23,589.03**	**($2,005.63)**	**$199.61**	**0.93%**

Alternative Assets Summary

Asset Categories	Beginning Estimated Value	Ending Estimated Value	Change In Value	Current Allocation
Hedge Funds	29,476.50	29,335 03	(141 47)	6%
Real Estate & Infrastructure	4,583 40	4,712 40	129.00	1%
Hard Assets	25,711.28	25,438 77	(272.51)	5%
Total Value	**$59,771.18**	**$59,486.20**	**($284.98)**	**12%**

Asset Categories



Alternative Assets as a percentage of your portfolio - 12 %

Alternative Assets Detail

	Price	Quantity	Estimated Value	Cost
Hedge Funds				
AIM INVT FDS BAL RISK ALL Y 00141V-69-7 ABRY X	12 53	600.017	7,518 21	7,564.75
EATON VANCE MUT FDS TR GB MACRO ABSOLUTE RTN I 277923-72-8 EIGM X	9.83	1,236 682	12,156.58	12,749 27

	Price	Quantity	Estimated Value	Cost
Hedge Funds				
GATEWAY FUND - Y 367829-88-4 GTEY X	27 11	356 335	9,660.24	9,450.00
Total Hedge Funds			**$29,335.03**	**$29,764.02**

	Quantity/Original Commitment Amount	Cost/Net Capital Called Since Inception	Net Distributions Since Inception	Estimated Value	Est. Annual Inc Accrued Div.	Yield
Real Estate & Infrastructure						
ISHARES COHEN & STEERS REALTY MAJORS INDEX FUND 464287-56-4 ICF	60 00	4,847 40		4,712.40	142.56	3.03%

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

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

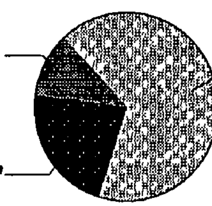
Hard Assets

	Price	Quantity	Estimated Value	Cost
PIMCO COMMODITIES PLUS STRATEGY P 72201P-16-7 PCLP X	10.89	1,328.344	14,465 67	14,890 00
POWERSHARES DB COMMODITY INDEX TRACKING FUND 73935S-10-5 DBC	27.78	395 000	10,973 10	10,337.15
Total Hard Assets			**$25,438.77**	**$25,227.15**

Cash & Fixed Income Summary

Asset Categories	Beginning Market Value	Ending Market Value	Change In Value	Current Allocation
Cash	17,188.47	20,812.83	3,624.36	4%
US Fixed Income	62,733.90	62,826.50	92.60	12%
Foreign Exchange & Non-USD Fixed Income	10,217.20	10,282 39	65 19	2%
Total Value	**$90,139.57**	**$93,921.72**	**$3,782.15**	**18%**

Asset Categories



Cash & Fixed Income as a percentage of your portfolio - 18 %

Market Value/Cost	Current Period Value
Market Value	93,921.72
Tax Cost	89,530.56
Unrealized Gain/Loss	4,391.16
Estimated Annual Income	2,982.60
Accrued Interest	202 63
Yield	3.17%

SUMMARY BY MATURITY

Cash & Fixed Income	Market Value	% of Bond Portfolio
0-6 months[1]	93,921 72	100%

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

SUMMARY BY TYPE

Cash & Fixed Income	Market Value	% of Bond Portfolio
Cash	20,812.83	22%
International Bonds	5,313.64	5%
Mutual Funds	67,795 25	73%
Total Value	**$93,921.72**	**100%**

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

Cash & Fixed Income Detail

	Price	Quantity	Value	Adjusted Tax Cost / Original Cost	Unrealized Gain/Loss	Est. Annual Income / Accrued Interest	Yield
Cash							
US DOLLAR PRINCIPAL	1.00	17,393.07	17,393.07	17,393 07		1.73	0.01 % [1]
US DOLLAR INCOME	1 00	3,419.76	3,419.76	3,419 76		0.34 0 15	0.01 % [1]
Total Cash			**$20,812.83**	**$20,812.83**	**$0.00**	**$2.07** **$0.15**	**0.01 %**
US Fixed Income							
DOUBLELINE FDS TR TTL RTN BD I 258620-10-3	11 33	843.00	9,551.16	9,450.00	101 16	606.11 47.51	6.35 %
JPM HIGH YIELD FD - SEL FUND 3580 4812C0-80-3	8 14	2,652.74	21,593.34	20,774.15	819 19	1,382.07 137.94	6.40 %
JPM SHORT DURATION BOND FD - SEL FUND 3133 4812C1-33-0	10.99	1,309 79	14,394.54	14,373.99	20 55	183 36 17.03	1 27 %
VANGUARD FI SECS F INTR TRM CP PT FUND 71 922031-88-5	10.32	1,675 14	17,287 46	14,450.53	2,836.93	619.80	3 59 %
Total US Fixed Income			**$62,826.50**	**$59,048.67**	**$3,777.83**	**$2,791.34** **$202.48**	**4.44 %**

	Price	Quantity	Value	Adjusted Tax Cost / Original Cost	Unrealized Gain/Loss	Est. Annual Income / Accrued Interest	Yield
Foreign Exchange & Non-USD Fixed Income							
JPM INTL CURRENCY INCOME FD 4812A3-29-6	11.27	440 88	4,968.75	4,764 26	204 49	115.07	2.32 %
DREYFUS LAUREL EMG MKT DEBT LOC C-1 261980-49-4	15 34	346 39	5,313 64	4,904.80	408.84	74.12	1 40 %
Total Foreign Exchange & Non-USD Fixed Income			**$10,282.39**	**$9,669.06**	**$613.33**	**$189.19**	**1.84 %**

MONTHLY STATEMENT

Reporting Period. **December 1 - 31, 2012**

Account 240-070554
B ALLDREDGE & T SMITH & D VINCENT &
S SMITH TRS FBO SMITH FOUNDATION
TR CHAR REM TR UA FEB 17, 1982
TRUST

ACCOUNT SUMMARY

Total Account Value: $2,898,093.33

YOUR INDEPENDENT ADVISOR

STONEBROOK CAPITAL MGMT INC
1101 Lake St
Ste 200
OAK PARK IL 60301-1046
(708) 763-9780

Questions about your statement
(866) 268-3758

CHANGE IN ACCOUNT VALUE

	This Month 12/1/12 - 12/31/12	Year to Date 1/1/12 - 12/31/12
BEGINNING VALUE	**$2,826,031.05**	**$2,639,529.65**
Dividends and Interest	**17,281.31**	94,176.35
Market Appreciation/(Depreciation)	**54,792.55**	189,329.65
Other Income or Expense	**(11.58)**	(24,942.32)
ENDING VALUE	**$2,898,093.33**	**$2,898,093.33**
CHANGE IN VALUE	**$72,062.28**	$258,563.68

Market Appreciation/ Depreciation
The change in value of investments due to the market assessment of their worth, which is separate from value added by corporate actions (such as the issuance of dividend or interest payments) and your own additions or withdrawals

Other Income or Expense
Miscellaneous expenses including management fees, as well as TD Ameritrade fees (such as for wire transfer or returned checks) and/or miscellaneous income credited to the account such as a margin interest adjustment, royalties, etc

SUMMARY OF HOLDINGS (does not represent an asset allocation)

	Market Value as of 12/31/12	Percent of Account
Cash and Cash Alternatives	$114,904.87	3.96%
Exchange Traded Funds (ETFs)	878,055.04	30.30
Mutual Funds	464,457.40	16.03
Stocks	1,440,676.02	49.71
TOTAL VALUE	**$2,898,093.33**	**100.0%**

TD Ameritrade Institutional

Account 240-070554
B ALLDREDGE & T SMITH & D VINCENT &
S SMITH TRS FBO SMITH FOUNDATION
TR CHAR REM TR UA FEB 17, 1982
TRUST

HOLDINGS DETAIL

CASH AND CASH ALTERNATIVES

Investment Description	Market Value
TD AMERITRADE CASH	$2,098.41
FDIC INSURED DEPOSIT ACCOUNT IDA12 NOT COVERED BY SIPC	112,806.46
TOTAL CASH & CASH ALTERNATIVES	**$114,904.87**

EXCHANGE TRADED FUNDS (ETFs)

Investment Description	Symbol/ CUSIP	Purchase Date	Quantity	Closing Price	Market Value	Cost Basis	Unrealized Gain/(Loss)
ALPS ETF TR ALERIAN MLP	AMLP	11/29/11	4,300	$15.95	$68,585.00	$68,465.99	$119.01
AMEX SPDR INDUSTRIAL SELECT INDEX	XLI	1/11/12	1,010	37.90	38,279.00	36,096.63	2,182.37
EGSHARES EMERGING MARKETS CONSUMER	ECON	7/7/11	3,600	26.64	95,904.00	87,846.06	8,057.94
ISHARES IBOXX HI YIELD CAP BOND	HYG	4/21/09	280	93.35	26,138.00	20,152.34	5,985 66
MORGAN STANLEY CHINA A SHARE FUND	CAF	11/30/11	3,126	24.05	75,180.30	68,719.47	6,460.83
PIMCO TOTAL RETURN ETF	BOND	4/10/12	1,950	109.05	212,647.50	201,242.64	11,404.86
SPDR BARCLAYS HIGH YIELD BOND ETF	JNK	4/22/09	6,205	40.71	252,605.55	231,799.18	20,806.37
SPDR GOLD TR GOLD SHS ETF	GLD	6/7/10	671	162.0204	108,715.69	92,787.19	15,928.50
TOTAL EXCHANGE TRADED FUNDS (ETFs)					**$878,055.04**	**$807,109.50**	**$70,945.54**
	TOTAL EXCHANGE TRADED FUNDS- LONG POSITION				**878,055.04**		

HOLDINGS DETAIL *(continued)*

MUTUAL FUNDS

Investment Description	Symbol/ CUSIP	Purchase Date	Quantity	Closing Price	Market Value	Cost Basis	Unrealized Gain/(Loss)
FIRST EAGLE SOGEN FDS INC OVERSEAS FD CL A	SGOVX	8/20/09	1,008 621	$22.02	$22,209.83	$18,720.00	$3,489.83
MATTHEWS FDS ASIAN GRTH & INC FD	MACSX	4/17/09	3,685.388	18.61	68,585.07	54,426.31	14,158.76
MATTHEWS INTL FDS ASIA SMALL COMPANIES FUND	MSMLX	11/1/12	3,229.527	18.13	58,551.32	56,000.00	2,551.32
MATTHEWS INTL FDS CHINA DIVIDEND INV	MCDFX	10/24/12	4,705.882	12.35	58,117.64	56,000.00	2,117.64
RIVERNORTH DOUBLE LINE STRAT INC R	RNDLX	10/12/11	5,865.658	11.23	65,871.34	62,000.00	3,871.34
TCW FUNDS EMERG MKTS INC FD CL N	TGINX	7/21/10	4,294.134	12.02	51,615.49	45,380.70	6,234.79
TEMPLETON FDS FRONTIER MARKEST FUND CL A	TFMAX	7/21/10	3,220.451	15.99	51,495.01	49,500.00	1,995.01
TR FOR PROFESSIONAL MGRS SCHOONER FUND A	SCNAX	1/20/12	1,474.305	21.90	32,287.28	35,000.00	(2,712.72)
VIRTUS FUNDS EMERG MKTS OPPO FD CL A	HEMZX	11/29/12	5,572.442	10.00	55,724.42	55,000.00	724.42
TOTAL MUTUAL FUNDS					**$464,457.40**	**$432,027.01**	**$32,430.39**

STOCKS

Investment Description	Symbol/ CUSIP	Purchase Date	Quantity	Closing Price	Market Value	Cost Basis	Unrealized Gain/(Loss)
A.F.P. PROVIDA S.A. ADR	PVD	5/14/10	156	$104.00	$16,224.00	$7,402.25	$8,821.75
ABERDEEN ASIA-PAC PRIME INC COM	FAX	5/3/04	9,045	7.74	70,008.30	56,858.81	13,149.49

HOLDINGS DETAIL *(continued)*

STOCKS

Investment Description	Symbol/ CUSIP	Purchase Date	Quantity	Closing Price	Market Value	Cost Basis	Unrealized Gain/(Loss)
AGIC CONV & INCOME FUND FUND	NCV	8/17/07	917	8.69	7,968.73	5,961.04	2,007.69
ALIGN TECHNOLOGIES INC COM	ALGN	4/25/12	2,149	27.75	59,634.75	67,945.29	(8,310.54)
AMERICAN TOWER CORP REIT	AMT	12/1/10	1,004	77.27	77,579.08	51,383.85	26,195.23
APACHE CORP COM	APA	5/29/07	215	78.50	16,877.50	15,663.00	1,214.50
APPLE INC COM	AAPL	3/5/10	93	532.1729	49,492.08	28,441.05	21,051.03
ARCOS DORADOS HOLDINGS COM	ARCO	6/28/11	4,620	11.96	55,255.20	91,634.68	(36,379.48)
BB&T CORPORATION COM	BBT	4/17/12	2,097	29.11	61,043.67	66,338.07	(5,294.40)
BONANZA CREEK ENERGY CORP COM	BCEI	8/22/12	3,042	27.79	84,537.18	67,228.71	17,308.47
CHEVRON CORP COM	CVX	12/20/11	400	108.14	43,256.00	41,444.87	1,811.13
COHEN & STEERS QUAL INC REALTY COM	RQI	4/15/10	6,454	10.16	65,572.64	50,931.25	14,641.39
CROSSTEX ENERGY COM	XTXI	12/11/12	2,600	14.34	37,284.00	35,744.13	1,539.87
EVERBANK FINANCIAL GROUP COM	EVER	9/5/12	4,743	14.91	70,718.13	63,344.38	7,373.75
FACEBOOK INC COM	FB	8/15/12	1,355	26.6197	36,069.69	28,247.51	7,822.18
FIRST TRUST SENIOR FLOATING RT INC FUND II	FCT	2/18/05	3,474.145	15.17	52,702.78	59,618.79	(6,916.01)
HOME PROPERTIES INC COM	HME	4/27/12	694	61.31	42,549.14	42,429.35	119.79

HOLDINGS DETAIL *(continued)*

STOCKS

Investment Description	Symbol/ CUSIP	Purchase Date	Quantity	Closing Price	Market Value	Cost Basis	Unrealized Gain/(Loss)
HUNTINGTON BANCSHARES INC COM	HBAN	4/25/12	6,264	6.39	40,026.96	41,853.51	(1,826.55)
LENNAR CORP COM	LEN	7/2/12	2,515	38.67	97,255.05	77,152.34	20,102.71
MICHAEL KORS HOLDINGS COM	KORS	4/25/12	1,404	51.03	71,646.12	61,218.29	10,427.83
NEUBERGER BERMAN HIGH YIELD STRATEGIES FUND INC	NHS	4/16/08	1,252	13.90	17,402.80	14,440.07	2,962.73
SOUFUN HOLDINGS LIMITED COM	SFUN	8/16/12	4,441	25.00	111,025.00	72,452.86	38,572.14
SPIRIT AIRLINES COM	SAVE	7/2/12	3,150	17.7305	55,851.08	64,052.96	(8,201.88)
TEMPLETON EMERGING MKTS INCOME COM	TEI	6/23/10	537	17.31	9,295.47	7,978.38	1,317.09
U S G CORP NEW	USG	6/29/12	3,225	28.07	90,525.75	63,332.65	27,193.10
VALERO ENERGY CORP NEW COM	VLO	8/24/12	940	34.12	32,072.80	27,627.10	4,445.70
WESTERN ASSET EMERGING MARKETS INCOME FUND INC COM	EMD	6/3/11	4,491	15.32	68,802.12	62,953.21	5,848.91
TOTAL STOCKS					**$1,440,676.02**	**$1,273,678.40**	**$166,997.62**
	TOTAL STOCKS- LONG POSITION				1,440,676.02		
TOTAL HOLDINGS					**$2,898,093.33**	**$2,512,814.91**	**$270,373.55**
TOTAL ACCOUNT VALUE					**$2,898,093.33**		

MONTHLY STATEMENT

Reporting Period: **December 1 - 31, 2012**

Account 240-070664
B ALLDREDGE & T SMITH & D VINCENT & S SMITH TRS FBO SMITH CHARITABLE FOUNDATION TR UA FEB 17, 1982 TRUST

ACCOUNT SUMMARY

Total Account Value: $1,137.69

YOUR INDEPENDENT ADVISOR

STONEBROOK CAPITAL MGMT INC
1101 Lake St
Ste 200
OAK PARK IL 60301-1046
(708) 763-9780

Questions about your statement
(866) 268-3758

CHANGE IN ACCOUNT VALUE

	This Month 12/1/12 - 12/31/12	Year to Date 1/1/12 - 12/31/12
BEGINNING VALUE	**$1,137.68**	**$1,137.57**
Dividends and Interest	**0.01**	0.12
Market Appreciation/(Depreciation)	-	-
ENDING VALUE	**$1,137.69**	**$1,137.69**
CHANGE IN VALUE	**$0.01**	$0.12

Market Appreciation/ Depreciation
The change in value of investments due to the market assessment of their worth, which is separate from value added by corporate actions (such as the issuance of dividend or interest payments) and your own additions or withdrawals

SUMMARY OF HOLDINGS (does not represent an asset allocation)

	Market Value as of 12/31/12	Percent of Account
Cash and Cash Alternatives	$1,137.69	100.00%
TOTAL VALUE	**$1,137.69**	**100.0%**

TD Ameritrade Institutional

Account 240-070664
**B ALLDREDGE & T SMITH & D VINCENT &
S SMITH TRS FBO SMITH CHARITABLE
FOUNDATION TR UA FEB 17, 1982
TRUST**

MONTHLY STATEMENT

Reporting Period: **December 1 - 31, 2012**

HOLDINGS DETAIL

CASH AND CASH ALTERNATIVES

Investment Description	Market Value
FDIC INSURED DEPOSIT ACCOUNT IDA12 NOT COVERED BY SIPC	$1,137.69
TOTAL CASH & CASH ALTERNATIVES	**$1,137.69**

TRANSACTIONS DETAIL

Transaction Date	Settlement Date	Activity Type	Description	Symbol/ CUSIP	Quantity	Price	Transaction Amount
12/31	12/31	Dividends and Interest	FDIC INSURED DEPOSIT ACCOUNT IDA12 NOT COVERED BY SIPC ON .01 SHARES INTEREST: INSURED DEPOSIT ACCOUNT PAYABLE: 12/31/2012 INSURED DEPOSIT ACCOUNT INTEREST 0.01	MMDA12	0.01	$ -	$0.01

INSURED DEPOSIT ACCOUNT TD AMERITRADE INTEREST CREDIT/EXPENSE

Begin Date	Balance	Number of Days	Interest Rate	Interest Accrued	MTD Accrued	MTD Paid
12/01	$1,137.68	31	0.0100	$0.01	$0.01	$ 0.01
TOTAL INTEREST INCOME						**$0.01**

Questions? Consult your Independent Advisor:
Stonebrook Capital Mgmt Inc (708) 763-9780

TD Ameritrade Institutional