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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

2012

Open to public inspection

For calendar year 2012 or tax year beginning

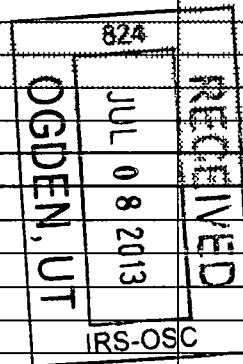
, and ending

Name of foundation HENRY M STALEY DECLARATION OF CHARITABLE TRUST		A Employer identification number 37-6055435
Number and street (or P.O. box number if mail is not delivered to street address) 2700 WESTPORT RD	Room/suite	B Telephone number 217-483-3205
City or town, state, and ZIP code SPRINGFIELD, IL 62711		C If exemption application is pending, check here ☐
G Check all that apply ☐ Initial return ☐ Final return ☐ Address change ☐ Initial return of a former public charity ☐ Amended return ☐ Name change		D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐
H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 3,767,034. (Part I, column (d) must be on cash basis)	J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received				N/A	
2 Check ☒ if the foundation is not required to attach Sch. B					
3 Interest on savings and temporary cash investments		26.	26.		STATEMENT 1
4 Dividends and interest from securities		93,326.	93,326.		STATEMENT 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		68,105.			
b Gross sales price for all assets on line 6a		1,110,405.			
7 Capital gain net income (from Part IV, line 2)			68,105.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income					
12 Total. Add lines 1 through 11		161,457.	161,457.		
13 Compensation of officers, directors, trustees, etc.		0.	0.		0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees STMT 3		4,500.	4,500.		0.
c Other professional fees STMT 4		18,640.	18,640.		0.
17 Interest					
18 Taxes STMT 5		3,108.	0.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses					
24 Total operating and administrative expenses. Add lines 13 through 23		26,248.	23,140.		0.
25 Contributions, gifts, grants paid		201,550.			201,550.
26 Total expenses and disbursements. Add lines 24 and 25		227,798.	23,140.		201,550.
27 Subtract line 26 from line 12		<66,341.>			
a Excess of revenue over expenses and disbursements					
b Net investment income (if negative, enter -0-)			138,317.		
c Adjusted net income (if negative, enter -0-)				N/A	

SCANNED JUL 12 2013

Operating and Administrative Expenses



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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing		457,035.	225,198.	225,198.
	2	Savings and temporary cash investments				
	3	Accounts receivable ▶				
		Less: allowance for doubtful accounts ▶				
	4	Pledges receivable ▶				
		Less: allowance for doubtful accounts ▶				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons				
	7	Other notes and loans receivable ▶				
		Less: allowance for doubtful accounts ▶				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10a	Investments - U S and state government obligations STMT 6	292,379.	292,379.	323,280.	
	b	Investments - corporate stock STMT 7	2,428,967.	2,591,863.	3,030,625.	
	c	Investments - corporate bonds STMT 8	176,636.	177,091.	186,306.	
11	Investments - land, buildings, and equipment basis ▶					
	Less: accumulated depreciation ▶					
12	Investments - mortgage loans					
13	Investments - other					
14	Land, buildings, and equipment basis ▶					
	Less: accumulated depreciation ▶					
15	Other assets (describe ▶ FEDERAL TAX DEPOSIT)	0.	1,625.	1,625.		
16	Total assets (to be completed by all filers)	3,355,017.	3,288,156.	3,767,034.		
Liabilities	17	Accounts payable and accrued expenses				
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable				
	22	Other liabilities (describe ▶ EXCISE TAX PAYABLE)	520.	0.		
23	Total liabilities (add lines 17 through 22)	520.	0.			
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ☐ and complete lines 24 through 26 and lines 30 and 31.					
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here ☒ and complete lines 27 through 31.					
	27	Capital stock, trust principal, or current funds	0.	0.		
	28	Paid-in or capital surplus, or land, bldg, and equipment fund	0.	0.		
	29	Retained earnings, accumulated income, endowment, or other funds	3,354,497.	3,288,156.		
	30	Total net assets or fund balances	3,354,497.	3,288,156.		
31	Total liabilities and net assets/fund balances	3,355,017.	3,288,156.			

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	3,354,497.
2	Enter amount from Part I, line 27a	2	<66,341.>
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	3,288,156.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	3,288,156.

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Part IV Capital Gains and Losses for Tax on Investment Income

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b			
c			
d			
e 1,110,405.		1,042,300.	68,105.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a			
b			
c			
d			
e			68,105.

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	68,105.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) If (loss), enter -0- in Part I, line 8 }	3	N/A

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2011	203,830.	3,808,779.	.053516
2010	188,250.	3,622,418.	.051968
2009	160,250.	3,337,245.	.048019
2008	161,395.	2,754,576.	.058592
2007	149,758.	3,031,437.	.049402

2 Total of line 1, column (d)	2	.261497
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	.052299
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	3,747,700.
5 Multiply line 4 by line 3	5	196,001.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1,383.
7 Add lines 5 and 6	7	197,384.
8 Enter qualifying distributions from Part XII, line 4	8	201,550.

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

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

1a. Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary-see instructions)			
b. Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b		1	1,383.
c. All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2. Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3. Add lines 1 and 2		3	1,383.
4. Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5. Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	1,383.
6. Credits/Payments			
a. 2012 estimated tax payments and 2011 overpayment credited to 2012	6a	3,000.	
b. Exempt foreign organizations - tax withheld at source	6b		
c. Tax paid with application for extension of time to file (Form 8868)	6c		
d. Backup withholding erroneously withheld	6d		
7. Total credits and payments. Add lines 6a through 6d	7	3,000.	
8. Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8	1.	
9. Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10. Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	1,616.	
11. Enter the amount of line 10 to be Credited to 2013 estimated tax ☒ 1,616. Refunded ☐	11	0.	

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?		X
b. Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for 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.		X
c. Did the foundation file Form 1120-POL for this year?		X
d. Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year. (1) On the foundation ☒ \$ 0. (2) On foundation managers ☒ \$ 0.		
e. Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ☒ \$ 0.		
2. Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		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		X
4a. Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b. If "Yes," has it filed a tax return on Form 990-T for this year?		
5. Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		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?	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	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	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		X
10. Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

N/A

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		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? Website address ► N/A	13	X	
14	The books are in care of ► GROSS KAPLAN & OSIOL, L.L.C. Telephone no ► 847-928-9820 Located at ► 9450 W BRYN MAWR AVE, #310, ROSEMONT, IL ZIP+4 ► 60018-5272			
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 N/A			
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? See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country ►	16	Yes	No X

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)? Organizations relying on a current notice regarding disaster assistance check here N/A ► ☐	1b	
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(i)(3) or 4942(i)(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) N/A	2b	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ►		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No		
b	If "Yes," did it have excess business holdings in 2012 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012.) N/A	3b	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?	4b	X

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

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

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

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

Organizations relying on a current notice regarding disaster assistance check here

N/A
▶ ☐

5b

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

☐ Yes ☐ No

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

☐ Yes ☒ No

6b

X

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

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

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

☐ Yes ☒ No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

7b

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
MARK E STALEY 2700 WESTPORT SPRINGFIELD, IL 62711	TRUSTEE 1.00	0.	0.	0.

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

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

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

▶ 0

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

Total number of others receiving over \$50,000 for professional services

0

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

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

	Expenses
1 N/A	
2	
3	
4	

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

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

	Amount
1 N/A	
2	
All other program-related investments See instructions	
3	

Total. Add lines 1 through 3

0.

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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	3,406,449.
b	Average of monthly cash balances	1b	398,323.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	3,804,772.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	3,804,772.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	57,072.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	3,747,700.
6	Minimum investment return. Enter 5% of line 5	6	187,385.

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	187,385.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	1,383.
b	Income tax for 2012 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	1,383.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	186,002.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	186,002.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	186,002.

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	201,550.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	201,550.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	1,383.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	200,167.

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

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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				186,002.
2 Undistributed income, if any, as of the end of 2012			0.	
a Enter amount for 2011 only			0.	
b Total for prior years		0.		
3 Excess distributions carryover, if any, to 2012				
a From 2007				
b From 2008	27,476.			
c From 2009				
d From 2010	9,301.			
e From 2011	18,831.			
f Total of lines 3a through e	55,608.			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ 201,550.				
a Applied to 2011, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2012 distributable amount				186,002.
e Remaining amount distributed out of corpus	15,548.			
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	71,156.			
b Prior years' undistributed income Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b Taxable amount - see instructions		0.		
e Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount - see instr			0.	
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2013 Subtract lines 7 and 8 from line 6a	71,156.			
10 Analysis of line 9				
a Excess from 2008	27,476.			
b Excess from 2009				
c Excess from 2010	9,301.			
d Excess from 2011	18,831.			
e Excess from 2012	15,548.			

HENRY M STALEY DECLARATION OF CHARITABLE

Form 990-PF (2012)

TRUST

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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				
(SEE SCHEDULE)			SUPPORT	201,550.
Total			3a	201,550.
b Approved for future payment				
NONE				
Total			3b	0.

Form 990-PF (2012)

Part XVI-A

Enter gross amounts unless otherwise indicated

(See worksheet in line 13 instructions to verify calculations)

Part XVI-B

223621
12-05-12

Form 990-PF (2012)

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

Form **990-PF** (2012)

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	678.695 VANGUARD SHORT TR GRADE/1	P	05/01/12	06/28/12
b	25,108.967 VANGUARD SHORT TERM GRADE/1	P	05/01/11	06/28/21
c	LITIGATION SETTLEMENT/1	P		06/01/12
d	(SEE SCHEDULE)/4	P		VARIOUS
e	(SEE SCHEDULE)/4	P		
f	(SEE SCHEDULE)/6	P		
g	(SEE SCHEDULE)/6	P		
h	(SEE SCHEDULE)/9	P		
i	(SEE SCHEDULE)/9	P		
j	(SEE SCHEDULE)/A10	P		
k	CAPITAL GAINS DIVIDENDS			
l				
m				
n				
o				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 7,289.		7,273.	16.
b 269,670.		265,428.	4,242.
c 31.			31.
d 44,946.		42,849.	2,097.
e 293,894.		271,431.	22,463.
f 244,703.		247,223.	<2,520.>
g 158,036.		113,630.	44,406.
h 27,479.		30,355.	<2,876.>
i 49,444.		53,355.	<3,911.>
j 14,049.		10,756.	3,293.
k 864.			864.
l			
m			
n			
o			

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

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a			16.
b			4,242.
c			31.
d			2,097.
e			22,463.
f			<2,520.>
g			44,406.
h			<2,876.>
i			<3,911.>
j			3,293.
k			864.
l			
m			
n			
o			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 } If (loss), enter "-0-" in Part I, line 7 }	2	68,105.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) If (loss), enter "-0-" in Part I, line 8 }	3	N/A

HENRY M. STALEY CHARITABLE TRUST
Schedule D - Capital Gains and Losses/4
As of: December 31, 2012

Quantity	Asset	Date Acquired	Date Sold	Proceeds	Tax Basis	Gain/Loss
Short-Term Capital Gains and Losses						
15	APPLE INC 031011/4_SLD#1 (1403)	Mar 10 11	Feb 15 12	7,660.96	5,187.30	2,473.66
60	AMERIGAS PTN 031111/4 (1170)	Mar 11 11	Feb 15 12	2,649.55	2,727.87	-78.32
190	AMERIGAS PTN 031111/4_SLD#1 (1562)	Mar 11 11	Feb 15 12	8,388.35	8,638.26	-249.91
300	ENCANA CORP 071911/4 (1264)	Jul 19 11	May 3 12	6,284.86	9,243.00	-2,958.14
100	WALGREEN CO 081811/4 (1283)	Aug 18 11	Mar 1 12	3,306.57	3,390.45	-83.88
1	CALL CB 0070 012112/4 (1293)	Jan 21 12	Jul 19 11	35.99	35.99	0.00
5	CALL CMCSA 0029 012112/4 (1294)	Jan 21 12	Jul 19 11	159.99	0.00	159.99
2	CALL DIS 0047 012112/4 (1291)	Jan 21 12	Jul 19 11	75.99	0.00	75.99
3	CALL ECA 0038 012112/4 (1290)	Jan 21 12	Jul 19 11	89.99	0.00	89.99
2	CALL ENB 0035 012112/4 (1295)	Jan 21 12	Jul 19 11	119.99	119.99	0.00
1	CALL EXC 0047 5012112/4 (1292)	Jan 21 12	Jul 19 11	39.99	0.00	39.99
1	CALL GS 0170 012112/4 (1287)	Jan 21 12	Jul 19 11	57.99	0.00	57.99
2	CALL TGT 0062 5012112/4 (1288)	Jan 21 12	Jul 19 11	59.99	0.00	59.99
2	CALL WAG 0050 012112/4 (1289)	Jan 21 12	Jul 19 11	79.99	0.00	79.99
1	CALL MHS 0057 5012112/4 (1299)	Jan 21 12	Sep 16 11	124.99	124.99	0.00
1	CALL SI 0140 012112/4 (1304)	Jan 21 12	Oct 28 11	39.99	0.00	39.99
2	CALL WM 0040 042112/4 (1306)	Feb 15 12	Oct 28 11	59.99	10.00	49.99
2	CALL HBC 00048.061612/4 (1345)	Feb 15 12	Dec 8 11	135.99	234.00	-98.01
1	CALL ACE 0075 021812/4 (1296)	Feb 21 12	Aug 24 11	79.99	0.00	79.99
1	CALL GD 0077 5021812/4 (1297)	Feb 21 12	Aug 24 11	49.99	0.00	49.99
100	COLGATE PALMOLIVE 30112/4 (1410)	Mar 1 12	Jul 20 12	10,080.77	9,319.00	761.77
0 66	KRAFT FOOD GROUP 030112/4_SLD#1 (1532)	Mar 1 12	Oct 16 12	31.31	26.47	4.84
2	CALL JPM 00040 031712/4 (1347)	Mar 19 12	Dec 8 11	109.99	109.99	0.00
1	CALL TD 0080 042112/4 (1346)	Apr 2 12	Dec 8 11	104.99	104.99	0.00
1	CALL QCOM 0065 042112/4 (1301)	Apr 19 12	Oct 28 11	72.99	10.00	62.99
1	CALL ALL 0030 041212/4 (1298)	Apr 23 12	Sep 16 11	74.99	74.99	0.00
1	CALL RIO 0080 042112/4 (1308)	Apr 23 12	Oct 24 11	59.99	0.00	59.99
1	CALL NKE 0120 042112/4 (1307)	Apr 23 12	Oct 28 11	69.99	0.00	69.99
5	CALL NOK 0010 042112/4 (1302)	Apr 23 12	Oct 28 11	84.99	0.00	84.99
1	CALL PEP 0070 042112/4 (1303)	Apr 23 12	Oct 28 11	49.99	0.00	49.99
2	CALL TXN 0036 042112/4 (1305)	Apr 23 12	Oct 28 11	149.99	0.00	149.99
1	CALL AXP 0060 042112/4 (1300)	Apr 23 12	Oct 31 11	124.99	0.00	124.99
2	CALL DLR 00075 042112/4 (1334)	Apr 23 12	Nov 6 11	149.99	0.00	149.99
100	PEABODY ENERGY CORP 50312/4_SLD#1 (1524)	May 3 12	Sep 25 12	2,248.29	3,088.55	-840.26
0 89	TELEFONICA SA 61512/4_SLD#1 (1455)	Jun 15 12	Jun 21 12	11.00	11.99	-0.99
2	CALL CMCSA 00032 072112/4 (1399)	Jul 2 12	Feb 15 12	109.99	109.99	0.00
1	CALL DIS 00048 072112/4 (1391)	Jul 2 12	Feb 15 12	55.99	55.99	0.00
1	CALL KMB 00077 5072112/4 (1396)	Jul 2 12	Feb 15 12	34.99	34.99	0.00
1	CALL TGT 00060 072112/4 (1393)	Jul 2 12	Feb 15 12	35.99	35.99	0.00
1	CALL CL 00100 081812/4 (1414)	Jul 20 12	Mar 12 12	80.99	80.99	0.00
2	CALL CSCO 00024 072112/4 (1400)	Jul 23 12	Feb 15 12	35.99	0.00	35.99
1	CALL GS 00150 072112/4 (1402)	Jul 23 12	Feb 15 12	64.99	0.00	64.99
1	CALL JCI 00040 072112/4 (1395)	Jul 23 12	Feb 15 12	39.99	0.00	39.99
2	CALL MSFT 00035 072112/4 (1389)	Jul 23 12	Feb 15 12	47.99	0.00	47.99
1	CALL WMT 00067 5092212/4 (1392)	Aug 8 12	Feb 15 12	72.99	72.99	0.00
1	CALL BAX 00065 081812/4 (1390)	Aug 20 12	Feb 15 12	55.99	0.00	55.99
1	CALL CAT 00145 081812/4 (1388)	Aug 20 12	Feb 15 12	92.99	0.00	92.99
1	CALL CVS 00050 081812/4 (1387)	Aug 20 12	Feb 15 12	66.99	0.00	66.99
1	CALL SLB 00095 081812/4 (1394)	Aug 20 12	Feb 15 12	118.99	0.00	118.99
1	CALL TMK 00055 081812/4 (1397)	Aug 20 12	Feb 15 12	74.99	0.00	74.99
1	CALL ACE 0082 081812/4 (1408)	Aug 20 12	Feb 24 12	64.99	0.00	64.99
1	CALL GD 0085 081812/4 (1407)	Aug 20 12	Feb 24 12	34.99	0.00	34.99
1	CALL APD 00110 092212/4 (1401)	Sep 24 12	Feb 15 12	49.99	0.00	49.99
1	CALL DHR 00062 5092212/4 (1386)	Sep 24 12	Feb 15 12	49.99	0.00	49.99

HENRY M. STALEY CHARITABLE TRUST
Schedule D - Capital Gains and Losses/4
As of: December 31, 2012

Quantity	Asset	Date Acquired	Date Sold	Proceeds	Tax Basis	Gain/Loss
1	CALL PM 00095 092212/4 (1398)	Sep 24 12	Feb 15 12	51 99	0 00	51.99
2	CALL KFT 00042 092212/4 (1413)	Sep 24 12	Mar 1 12	59 99	0 00	59 99
1	CALL JPM 00055 092212/4 (1415)	Sep 24 12	Mar 21 12	29 99	0 00	29 99
1	CALL QCOM 00075 102012/4 (1416)	Oct 22 12	Apr 19 12	84 99	0 00	84 99
1	CALL AXP 00070 102012/4 (1424)	Oct 22 12	Apr 27 12	65 99	0 00	65 99
2	CALL DLR 0085 102012/4 (1423)	Oct 22 12	Apr 27 12	79 99	0 00	79 99
1	CALL NKE 00130 102012/4 (1422)	Oct 22 12	Apr 27 12	89 99	0 00	89 99
1	CALL PEP 0072 5 102012/4 (1421)	Oct 22 12	Apr 27 12	25 99	0 00	25 99
1	CALL RIO 00080 102012/4 (1418)	Oct 22 12	Apr 27 12	24 99	0 00	24 99
1	CALL TD 00095 102012/4 (1426)	Oct 22 12	Apr 27 12	39 99	0 00	39 99
2	CALL TXN 00038 102012/4 (1420)	Oct 22 12	Apr 27 12	47 99	0 00	47 99
4	CALL INTC 00030 102012/4 (1450)	Oct 22 12	Jun 1 12	107 99	0 00	107 99
1	CALL BTU 00043 122212/4 (1437)	Dec 24 12	May 3 12	75 99	0 00	75 99
1	CALL EMR 00057 5 122212/4 (1503)	Dec 24 12	Aug 28 12	44 99	0 00	44 99
Total Short-term				44,946 07	42,848 77	2,097 30
Long-Term Capital Gains and Losses						
100	TARGET CORP 012704/4_SLD#2 (1472)	Jan 27 04	Jul 23 12	6,035 86	3,830 00	2,205 86
50	EXXON MOBIL 200 2-15-06/4_SLD#2 (1560)	Feb 15 06	Aug 13 12	4,398 40	2,953 50	1,444 90
25	CHEVRON CORP 400 2-15-06/4_SLD#2 (1559)	Feb 15 06	Sep 25 12	2,944 68	1,409 75	1,534 93
25	EXXON MOBIL 200 2-15-06/4_SLD#3 (1561)	Feb 15 06	Sep 25 12	2,307 31	1,476 75	830 56
100	MEDCO HLTH SOL 1-07/4 (227)	Jan 31 07	Jan 23 12	5,874 88	2,898 50	2,976 38
200	WASTE MGMT 013107/4 (238)	Jan 31 07	Feb 15 12	7,029 27	7,496 00	-466 73
200	JP MORGAN CHS 1-07/4 (224)	Jan 31 07	Mar 19 12	8,109 85	9,916 00	-1,806 15
100	ALLSTATE CORP 013107/4_SLD#1 (1417)	Jan 31 07	Apr 23 12	3,074 92	6,320 00	-3,245 08
100	AT & T INC 013107/4_SLD#3 (1511)	Jan 31 07	Sep 25 12	3,842 41	3,631 00	211 41
200	GENERAL ELECTRIC 013107/4_SLD#1 (1519)	Jan 31 07	Sep 25 12	4,529 90	7,204 00	-2,674 10
50	GENL DYNAMICS 013107/4_SLD#3 (1517)	Jan 31 07	Sep 25 12	3,320 43	3,875 50	-555 07
50	PHILIP MORRIS INTL/4_SLD#1 (1525)	Jan 31 07	Sep 25 12	4,559 90	2,326 06	2,233 84
50	PROCTER & GAMBLE 013107/4_SLD#1 (1526)	Jan 31 07	Sep 25 12	3,490 42	3,229 34	261 08
50	VERIZON COMMUN 013107/4_SLD#2 (1527)	Jan 31 07	Sep 25 12	2,294 95	1,744 54	550 41
200	ALLSTATE CORP 013107/4 (204)	Jan 31 07	Oct 22 12	7,503 82	12,640 00	-5,136 18
100	WALGREEN CO 103007/4 (512)	Oct 30 07	Mar 1 12	3,305 94	4,008 00	-702 06
50	JP MORGAN CHS 1-08/4_SLD#1 (1521)	Jan 30 08	Sep 25 12	2,058 95	2,204 50	-145 55
200	COMCAST CORP 5-08/4_SLD#2 (1470)	May 12 08	Jul 23 12	6,509 85	4,375 98	2,133 87
25	HEWLETT PACKARD 5 25%2012/4 (655)	Oct 17 08	Mar 1 12	25,000 00	24,718 75	281 25
25	PEPSICO INC 5 15%051512/4 (660)	Oct 17 08	May 15 12	25,000 00	25,125 00	-125 00
25	PITNEY BOWES 4 625%100112/4 (662)	Oct 17 08	Jul 2 12	25,279 50	24,824 75	454 75
25	GENL DYNAMICS 4 25 51513/4 (468)	Apr 24 09	Dec 7 12	25,422 75	26,000 00	-577 25
100	CHUBB CORP 72109/4_SLD#1 (1384)	Jul 21 09	Jan 23 12	7,035 86	4,082 95	2,952 91
100	TORCHMARK CORP 72109/4_SLD#1 (1385)	Jul 21 09	Jan 30 12	4,519 33	2,685 10	1,834 23
200	AUTOMATIC DATA 102009/4 (739)	Oct 20 09	Feb 15 12	10,781 83	8,055 62	2,726 21
100	ORACLE CORP 112409/4_SLD#1 (1523)	Nov 24 09	Sep 25 12	3,189 24	2,226 99	962 25
50	DANAHER CORP 122209/4_SLD#1 (1515)	Dec 22 09	Sep 25 12	2,735 94	1,912 12	823 82
100	WALGREEN CO 012010/4 (841)	Jan 25 10	Mar 1 12	3,306 57	3,694 00	-387 43
50	WALT DISNEY 032310/4_SLD#1 (1471)	Mar 26 10	Jul 23 12	2,427 95	1,699 00	728 95
50	WALT DISNEY 032310/4 (868)	Mar 26 10	Jul 23 12	2,427 93	1,698 50	729 43
200	ENBRIDGE INC 050410/4 (904)	May 7 10	Jan 23 12	7,119 86	4,811 99	2,307 87
200	NOVARTIS ADR 050610/4 (905)	May 11 10	Feb 15 12	11,284 64	9,791 48	1,493 16
100	MEDTRONIC 063010/4 (932)	Jul 6 10	Sep 25 12	4,378 77	3,640 00	738 77
98	HSBC HLDG 082510/4 (946)	Aug 30 10	Feb 15 12	4,408 58	4,780 17	-371 59
102	HSBC HLDG 082510/4_SLD#1 (1404)	Aug 30 10	Feb 15 12	4,587 88	4,975 27	-387 39
100	TORONTO DOM BNK 022311/4 (1140)	Feb 23 11	Apr 2 12	8,104 81	7,993 90	110 91
100	WAL-MART 031011/4_SLD#1 (1488)	Mar 10 11	Aug 8 12	6,822 84	5,251 00	1,571 84
10	APPLE INC 031011/4_SLD#2 (1513)	Mar 10 11	Sep 25 12	6,908 75	3,458 20	3,450 55
100	MERCK & CO 031111/4_SLD#1 (1522)	Mar 11 11	Sep 25 12	4,526 80	3,270 00	1,256 80

HENRY M. STALEY CHARITABLE TRUST
Schedule D - Capital Gains and Losses/4
As of: December 31, 2012

Quantity	Asset	Date Acquired	Date Sold	Proceeds	Tax Basis	Gain/Loss
50	AMER EXPRESS 031411/4_SLD#1 (1512)	Mar 14 11	Sep 25 12	2,908.93	2,169.12	739.81
25	GOLDMAN SACHS 031511/4_SLD#1 (1518)	Mar 15 11	Sep 25 12	2,917.43	3,882.25	-964.82
5	GOOGLE INC 041811/4_SLD#1 (1520)	Apr 18 11	Sep 25 12	3,820.91	2,631.00	1,189.91
100	KIMBERLY CLARK 042611/4 (1216)	Apr 26 11	Jul 23 12	7,784.82	6,514.00	1,270.82
	Total Long-term			293,893.66	271,430.58	22,463.08
	TOTAL CAPITAL GAINS			338,839.73	314,279.35	24,560.38

HENRY M. STALEY CHARITABLE TRUST
Schedule D - Capital Gains and Losses/6
As of: December 31, 2012

Quantity	Asset	Date Acquired	Date Sold	Proceeds	Tax Basis	Gain/Loss
<u>Short-Term Capital Gains and Losses</u>						
195	BAXTER INTL 070511/6 (1053)	Jul 7 11	Jan 4 12	9,711.73	11,818.07	-2,106.34
45	UNITEDHEALTH GR 071211/6_SLD#1 (1375)	Jul 12 11	Apr 4 12	2,649.24	2,307.78	341.46
180	UNITEDHEALTH GR 071211/6 (1059)	Jul 12 11	Jun 27 12	10,841.33	9,231.14	1,610.19
25	MARATHON PETE 100611/6 (1317)	Oct 6 11	Jan 4 12	839.36	682.20	157.16
310	BRISTOL MYERS 100611/6 (1314)	Oct 6 11	Jun 27 12	10,871.76	9,813.17	1,058.59
120	COSTCO 100611/6 (1315)	Oct 6 11	Jun 27 12	10,982.17	9,939.68	1,042.49
55	INTL BUS MACH 100611/6 (1316)	Oct 6 11	Jun 27 12	10,636.76	9,655.97	980.79
110	MCDONALDS 100611/6 (1318)	Oct 6 11	Jun 27 12	9,704.09	9,597.60	106.49
345	ARCHER DANIELS MIDLAND 010412/6 (1348)	Jan 4 12	Jun 27 12	9,974.24	10,073.66	-99.42
240	CVS CAREMARK CORP 010412/6 (1354)	Jan 4 12	Jun 27 12	11,020.79	10,005.02	1,015.77
405	INTEL CORP 010412/6 (1350)	Jan 4 12	Jun 27 12	10,622.95	10,060.44	562.51
310	JOHNSTON CTLS 010412/6 (1351)	Jan 4 12	Jun 27 12	8,320.52	10,099.46	-1,778.94
260	MERCK & CO 010412/6 (1355)	Jan 4 12	Jun 27 12	10,563.82	9,907.38	656.44
220	HCP INC 020712/6 (1357)	Feb 7 12	Apr 4 12	8,538.70	9,253.00	-714.30
90	NOBLE ENERGY INC 020712/6 (1359)	Feb 7 12	Apr 4 12	8,673.71	9,207.00	-533.29
205	SOUTHERN CO 020712/6 (1361)	Feb 7 12	Apr 4 12	9,258.98	9,120.57	138.41
80	UNION PAC CORP 207012/6 (1364)	Feb 7 12	Apr 4 12	8,665.81	9,124.04	-458.23
75	FS NETWORKS INC 020712/6 (1356)	Feb 7 12	Jun 27 12	7,337.08	9,495.81	-2,158.73
105	HUMANA INC 020712/6 (1358)	Feb 7 12	Jun 27 12	8,423.12	8,963.22	-540.10
110	O REILLY AUTOMOTIVE 020712/6 (1360)	Feb 7 12	Jun 27 12	9,102.30	9,125.60	-23.30
300	SPECTRA ENERGY CORP 20712/6 (1362)	Feb 7 12	Jun 27 12	8,439.11	9,332.91	-893.80
315	US BANCORP 020712/6 (1363)	Feb 7 12	Jun 27 12	9,869.04	9,278.86	590.18
70	VF CORP 20712/6 (1365)	Feb 7 12	Jun 27 12	9,700.38	9,462.89	237.49
355	COMCAST CORP 40412/6 (1371)	Apr 4 12	Jun 27 12	11,054.45	10,416.66	637.79
315	DISCOVER FINL SVCS 040412/6 (1372)	Apr 4 12	Jun 27 12	10,590.38	10,354.62	235.76
200	FASTENAL CO 40412/6 (1373)	Apr 4 12	Jun 27 12	7,683.86	10,569.82	-2,885.96
810	MASCO CORP 040412/6 (1374)	Apr 4 12	Jun 27 12	10,627.77	10,326.61	301.16
Total Short-term				244,703.45	247,223.18	-2,519.73
<u>Long-Term Capital Gains and Losses</u>						
390	ORACLE CORP/6 (349)	Oct 12 06	Jan 4 12	10,034.81	7,292.85	2,741.96
40	WAL MART 01-07/6_SLD#3 (1353)	Jan 22 07	Jan 4 12	2,381.58	1,907.73	473.85
115	WAL MART 01-07/6 (42)	Jan 22 07	Jun 27 12	7,869.39	5,484.73	2,384.66
95	SYSCO CORP 010609/6_SLD#1 (1352)	Jan 6 09	Jan 4 12	2,744.21	2,326.06	418.15
325	BEMIS INC 010609/6 (19)	Jan 6 09	Jun 27 12	10,201.85	8,423.58	1,778.27
140	BOEING CO 010609/6 (24)	Jan 6 09	Jun 27 12	10,020.97	6,488.06	3,532.91
150	CARDINAL HEALTH 010609/6 (30)	Jan 6 09	Jun 27 12	6,089.86	3,857.43	2,232.43
240	SYSCO CORP 010609/6 (65)	Jan 6 09	Jun 27 12	6,928.88	5,876.35	1,052.53
225	WALGREEN CO 010609/6 (82)	Jan 6 09	Jun 27 12	6,619.58	6,018.64	600.94
475	EMC CORP 40809/6 (125)	Apr 8 09	Jan 4 12	10,364.30	5,938.07	4,426.23
60	HOME DEPOT 40809/6_SLD#1 (1349)	Apr 8 09	Jan 4 12	2,559.10	1,497.81	1,061.29
235	HOME DEPOT 40809/6 (129)	Apr 8 09	Jun 27 12	12,114.21	5,866.42	6,247.79
10	APPLE INC 100609/6_SLD#3 (1370)	Oct 6 09	Apr 4 12	6,231.44	1,891.06	4,340.38
15	APPLE INC 100609/6 (732)	Oct 6 09	Jun 27 12	8,628.70	2,836.59	5,792.11
105	CARDINAL HEALTH 100609/6 (734)	Oct 6 09	Jun 27 12	4,262.90	2,782.92	1,479.98
105	MARATHON OIL 011110/6 (808)	Jan 11 10	Jan 4 12	3,251.03	2,065.31	1,185.72
115	MARATHON PETE 011110/6 (1060)	Jan 11 10	Jan 4 12	3,861.03	2,939.67	921.36
185	CONOCO PHILLIPS 1110/6 (811)	Jan 12 10	Jan 4 12	13,640.83	9,760.30	3,880.53
100	WALGREEN CO 071210/6 (831)	Jul 12 10	Jun 27 12	2,942.03	2,682.57	259.46
155	GENERAL DYNMCS 1111/6 (1040)	Jan 3 11	Jun 27 12	9,791.44	11,030.56	-1,239.12
130	TARGET CORP 010311/6 (1038)	Jan 3 11	Jun 27 12	7,459.39	7,850.30	-390.91
50	WAL MART 010311/6 (1039)	Jan 3 11	Jun 27 12	3,421.47	2,719.50	701.97
100	SYSCO CORP 040511/6 (1050)	Apr 5 11	Jun 27 12	2,887.04	2,803.05	83.99
65	TARGET CORP 040511/6 (1051)	Apr 5 11	Jun 27 12	3,729.70	3,290.79	438.91
Total Long-term				158,035.74	113,630.35	44,405.39

HENRY M STALEY DECLARATION OF CHARITABLE TRUST

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2012

CONTRIBUTIONS PAID DURING THE YEAR

<u>Name and address</u>	<u>Amount Support</u>
Alzheimer's Assoc PO Box 806457 Chicago, IL 60680-4125	2,000
American Cancer Society Macon County, Illinois	5,000
American Diabetes Assn 1701 N Beauregard St Alexandra, VA 22311	1,000
Amoyotrophic Lateral Sclerosis Assn 1275 K Street NW, Suite 10502 Washington, DC 20005	2,000
Arthritis Foundation 2621 N Knoxville Peoria, IL 61604-3623	500
Ashoka Innovators for the Public 1700 N Monroe St , Suite 2000 Arlington, VA 22209-9821	2,000
BBB Wise Giving Alliance 4200 Wilson Blvd #800 Arlington, VA 22203	500
Berea College Annual Fund CPO 2216 Berea, KY 40404	500
Boys & Girls Club 850 N Jasper St Decatur, IL 62521	5,000
CARE PO Box 1870 Merrifield, VA 22116-8070	1,000
Children's Advocacy Centers of Illinois 1133 S Second Springfield, IL 62704	1,000
Community Foundation Leaders Fund 125 N. Water St Decatur, IL 62525	16,000

Cumberland College 6178 College Station Dr Williamsburg, KY 40769	750
Decatur Choral Society 447 N Oakcrest Decatur, IL 62522	500
Decatur Christian School 137 S Grant St Forsyth, IL 62535	500
Decatur Macon County Animal Shelter PO Box 633 Decatur, IL 62525	2,000
Decatur Memorial Hospital Foundation 2300 N Edward Decatur, IL 62526	2,000
Decatur Score Chap 296 1184 W Main St Decatur, IL 62522	500
Delta Waterfowl P O Box 3128 Bismark, ND 58502	1,000
Doctors Without Borders 333 Seventh Ave , 2nd fl New York, NY 10001-5004	750
Dove Inc 788 E Clay St Decatur, IL 62521-2694	3,000
Ducks Unlimited One Waterfowl Way Memphis, TN 38120-2381	2,000
Easter Seal Society 2715 N 27th Decatur, IL 62526	2,000
Free Contress Foundaation 1423 Powhatan St #2 Alexandra, VA 22314	250
Friends of St Mary's Hospital 1800 E Lake Shore Drive Decatur, IL 62521	4,000
Girl Scouts of Central Illinois 1100 E Pershing Rd. Decatur, IL 62526	1,500

Good Samaritan Inn 902 N Union St Decatur, IL 62522	3,000
Governor's Academy 1 Elm Street, Suite 301 Decatur, IL 62523	2,000
Hieronymus Mueller Family Foundation 221 Southmoreland Place Decatur, IL 62521	3,000
Hillsdale College 33 E College St Hillsdale, MI 49242-9989	1,000
Independent Institute 100 Swan Way Oakland, CA 94621-1459	1,000
Junior Achievement 310 W William Decatur, IL 62522	1,250
Kemmerer Village 941 N 2500 E Rd Assumption, IL 62510	2,000
Kidzeum of Health & Science PO Box 9863 Springfield, IL 62791	1,000
Land of Lincoln Goodwill Industries Inc PO Box 8528 Springfield, IL 62702	1,000
Leadership Institute 1101 Highland St Arlington, VA 22201	300
Little Theatre on the Square 16 E Harrison St Sullivan, IL 61951-1905	500
Lutheran School Assn 2001 E Mound Rd Decatur, IL 62526-9305	2,000
Lyric Opera of Chicago 20 N Wacker Dr Chicago, IL 60606	500
Macon County Heart Association 2524 Farragut Dr, Suite A Springfield, IL 62704	15,000

Macon County Conservation Fdn 3939 Nearing Lane Decatur, IL 62521	3,000
March of Dimes 2060 W Iles, Suite D Springfield, IL 62704	1,000
Meals On Wheels 1430 N. 22nd St Decatur, IL 62576	3,000
Mercatus Center, George Mason Univ 3301 N Fairfax Dr , #450 Arlington, VA 22201-9787	5,000
Mifflin Dept of Athletic (UIF/UIS) 1305 W Green St Urbana, IL 61801-2962	500
Millikin University 1184 W Main Decatur, IL 62522	10,000
Nature Conservancy 4245 N Fairfax Dr , Suite 100 Arlington, VA 22203-1606	500
Northeast Community Fund 850 N Water St Decatur, IL 62523	2,000
Northwestern Univ Annual Fund 2020 Ridge Ave Evanston, IL 60201-9836	3,750
Our Saviours Lutheran Church 2645 Old Jacksonville Rd Springfield, IL 62704	3,000
Pulmonary Fibrosis Foundation 1332 N Halsted St Suite 201 Chicago, IL 60622	20,000
Richland Community College 1 College Park Decatur, IL 62526	4,000
Salvation Army 229 W Main Decatur, IL 62523	3,000
Ronald McDonald House Charities of IL 610 N 7th St Springfield, IL 62702	1,000

Sanfilippo Research Foundation PO Box 564 Belmont, MA	500	
Springfield Angel of Hope, NFP PO Box 9714 Springfield, IL 62794-9714	500	
St Jude Children's Hospital 501 St Jude Place Memphis, TN 38105	1,000	
St Patrick Catholic School 1800 S Grand Ave East Springfield, IL 62703	1,000	
St Paul's Lutheran Church 352 W Wood St Decatur, IL 62522-3197	1,500	
Staley Charitable Trust 2700 Westport Dr Springfield, IL 62711	3,000	
Theatre 7 P O Box 972 Decatur, IL 62525	500	
UCP Land of Lincoln 101 N 16th St Springfield, IL 62703	3,000	3,000
UIF/Friends of Will PO Box 3429 Champaign, IL 61826-3429	250	500
UIF/UIS Dept of Athletics 1305 W Green St Urbana, IL 61801-2962	1,500	
UIF/WUIS 1 University Plaza WUIS-130 Springfield, IL 62704	250	2,000
United Way of Decatur & Macon County 202 E Eldorado, Ste B Decatur, IL 62523	10,000	10,000
Univ of Illinois Foundation 1305 Green St Urbana, IL 61801	20,000	1,000
U S Term Limits Foundation 9900 Main St , Suite 303 Fairfax, VA 22031	1,000	1,000

2012

Westminster Presbyterian Church
1360 W. Main
Decatur, IL 62522

10,000

TOTAL

204,550

HENRY M. STALEY CHARITABLE TRUST
Schedule D - Capital Gains and Losses/A
As of: December 31, 2012

<u>Quantity</u>	<u>Asset</u>	<u>Date Acquired</u>	<u>Date Sold</u>	<u>Proceeds</u>	<u>Tax Basis</u>	<u>Gain/Loss</u>
Short-Term Capital Gains and Losses						
	Total Short-term			0 00	0 00	0.00
Long-Term Capital Gains and Losses						
125	COOPER IND 031711/A10 (1070)	Mar 17 11	Dec 3 12	9,847 15	7,732 49	2,114 66
0 84	EATON CORP 031711/A10_SLD#1 (1539)	Mar 17 11	Dec 7 12	44 12	42 97	1 15
25	CANADIAN PAC RY 3'11/A10_SLD#1 (1535)	Mar 17 11	Dec 10 12	2,523 69	1,597 25	926 44
25	NESTLE 031711/A10_SLD#1 (1536)	Mar 17 11	Dec 10 12	1,633 71	1,383 00	250 71
	Total Long-term			14,048 67	10,755 71	3,292 96
	TOTAL CAPITAL GAINS			14,048 67	10,755 71	3,292 96

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

SOURCE	AMOUNT
ADVANTAGE GOVT FUND/1	24.
SOY BANK & TRUST	2.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	26.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
MERRILL LYNCH (DIV) 626-12763/4	25,827.	0.	25,827.
MERRILL LYNCH (INT) 626-12763/4	15,570.	0.	15,570.
MERRILL LYNCH - CAPITAL GAIN DIVIDEND	4.	4.	0.
MERRILL LYNCH - PURCH INT APPLIED	<1,289.>	0.	<1,289.>
OPPENHEIMER & CO G40-1168625/1	39,820.	0.	39,820.
OPPENHEIMER & CO G40-1168625/1 CAP GAIN DIST	435.	435.	0.
OPPENHEIMER & CO G40-126244/6	3,305.	0.	3,305.
OPPENHEIMER & CO G40-1416479/9	5,536.	0.	5,536.
OPPENHEIMER & CO G40-1416479/9 CAP GAIN DIV	425.	425.	0.
OPPENHEIMER & CO G401416487/A10	4,557.	0.	4,557.
TOTAL TO FM 990-PF, PART I, LN 4	94,190.	864.	93,326.

FORM 990-PF ACCOUNTING FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING	4,500.	4,500.		0.
TO FORM 990-PF, PG 1, LN 16B	4,500.	4,500.		0.

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT 4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT ADVISORY FEE	18,572.	18,572.		0.
MISCELLANEOUS	23.	23.		0.
BANK FEE	45.	45.		0.
TO FORM 990-PF, PG 1, LN 16C	18,640.	18,640.		0.

FORM 990-PF	TAXES			STATEMENT 5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL EXCISE TAX	1,383.	0.		0.
FOREIGN TAX WITHHELD	1,725.	0.		0.
TO FORM 990-PF, PG 1, LN 18	3,108.	0.		0.

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS			STATEMENT 6
DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
(SEE SCHEDULE) UST /4	X		292,379.	323,280.
TOTAL U.S. GOVERNMENT OBLIGATIONS			292,379.	323,280.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			292,379.	323,280.

FORM 990-PF	CORPORATE STOCK	STATEMENT	7
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE	
(SEE SCHEDULE) /1	1,358,225.	1,716,341.	
(SEE SCHEDULE) /4	794,674.	884,934.	
(SEE SCHEDULE) /6	0.	0.	
(SEE SCHEDULE) /9	208,301.	222,023.	
(SEE SCHEDULE) /A10	230,663.	207,327.	
TOTAL TO FORM 990-PF, PART II, LINE 10B	2,591,863.	3,030,625.	

FORM 990-PF	CORPORATE BONDS	STATEMENT	8
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE	
(SEE SCHEDULE) BONDS /4	177,091.	186,306.	
TOTAL TO FORM 990-PF, PART II, LINE 10C	177,091.	186,306.	

Oppenheimer & Co. Inc.
85 Broad Street
New York, NY 10004
(212) 668-8000
Transacts Business on All P

STATEMENT OF ACCOUNT



LYNNE KAPLAN

GROSS KAPLAN & OSIOL LLC
9450 W BRYN MAWR AVE STE 310

DUPLICATE FOR:

HENRY M STALEY CHARITABLE
TRUST DATED 12/17/65

Page

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Account Number

G40-1168625

Financial Advisor

SLANSKY/GUTTILA/HAYES - G40

Period Ending

12/31/12

Portfolio Holdings

Some prices, current values and income estimates may be approximations, resulting in gains and losses not being accurately reflected. Unrealized gains and/or losses are computed from the supplied cost basis data and may not be accurate for tax reporting purposes. Items for which a cost basis was not available as of the statement period ending date are indicated by the symbol N/A. The total gains and/or losses do not reflect positions which we do not have cost information. Please contact your Financial Advisor if you believe any cost basis related data is inaccurate or if you require additional information.

Estimated Annual Income ("EAI") and Estimated Yield ("EY") are estimates only and do not indicate actual income or performance of investments. EAI and EY for certain types of securities could include a return of principal or capital gains, in which case the EAI and EY would be overstated. As EAI and EY are estimates, the actual income and yield might be lower or higher than the estimated amounts. EY reflects only the income generated by an investment and it does not reflect changes in its price, which may fluctuate.

Money Market Funds

(NOT FDIC INSURED)

Description	Account Type	Quantity	Symbol	Unit Cost	Current Price	Total Cost Basis	Current Value	EY	EAI	Portfolio Percent
DVANTAGE GOVERNMENT LIQ FD	CASH	61,435.4800	ADGXX	1.00000	1.00000	61,435.48	61,435.48	0.010%	6	3.46
TOTAL MONEY MARKET FUNDS.....										
						61,435.48	61,435.48		6	3.46

Actual Funds

Open End Funds

Description	Open Tran	Quantity	Average Price	Net Cost	Purchase Cost	Current Price	Market Value	Unrealized Gain/(Loss)	Net Value Increase/Decr	EY	EAI	Est Yield to Net Cost	Portfolio Percent
IMCO FDS		32,346	7660	368,520 53	360,000 00	11 48000	371,340 87	2,820	11,340	1 594%	5,920	1 60	20 89
UNCONSTRAINED BD FD INSTL CL													
OPEN END													
SYMBOL PFUX	Purchases	31,606	6730	360,000 00	360,000 00	368 520	362,844 60	2,845					
	Reinvestment	740	0930	8,520 53			8,496 26	(24)					
SUB-TOTAL OPEN END FUNDS				368,520 53			371,340.87	2,820			5,920		20.89

Exchange Traded Funds

Description	Account Type	Quantity	Symbol	Unit Cost	Current Price	Total Cost Basis	Current Value	Unrealized Gain/(Loss)	EY	EAI	Portfolio Percent
SHARES TR CORE S&P SCP ETF CLOSED END SBI/CBI ETF	CASH	3,989	IJR	54.61010	78.10000	217,839.67	311,540.90	93,701	1.655%	5,157	17.52
SHARES MSCI EAFE SMALL CAP INDEX FUND CLOSED END SBI/CBI ETF	CASH	4,325	SCZ	34.83250	40.71000	150,650.66	176,070.75	25,420	3.263%	5,745	9.90
SPDR S&P MIDCAP 400 ETF TR JTSER1 S&PDCRP CLOSED END SBI/CBI ETF	CASH	2,229	MDY	142.03150	185.71000	316,588.29	413,947.59	97,359	1.141%	4,725	23.28



Oppenheimer & Co. Inc.
85 Broad Street
New York, NY 10004
(212) 668-8000
Transacts Business on All Principal Exchanges

STATEMENT OF ACCOUNT



LYNNE KAPLAN
GROSS KAPLAN & OSIOL LLC
9450 W BRYN MAWR AVE STE 310

DUPLICATE FOR:
HENRY M STALEY CHARITABLE
TRUST DATED 12/17/65

Account Number
G40-1168625
Financial Advisor
SLANSKY/GUTTILLA/HAYES - G40
Period Ending
12/31/12

Page
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Exchange Traded Funds

Description	Account Type	Quantity	Symbol	Unit Cost	Current Price	Total Cost Basis	Current Value	Unrealized Gain/(Loss)	EY	EAI	Portfolio Percent
INGUARD INTL EQUITY INDEX FD	CASH	2.625	VWO	38.22540	44.53000	100,341.74	116,891.25	16,550	2.189%	2,559	6.58
3CI EMR MKT ETF											
POSED END SBI/CBI ETF											

SUB-TOTAL EXCHANGE TRADED FUNDS..... 785,420.36 1,018,450.49 233,030 18,187 57.28

closed End Funds

Description	Account Type	Quantity	Symbol	Unit Cost	Current Price	Total Cost Basis	Current Value	Unrealized Gain/(Loss)	EY	EAI	Portfolio Percent
DUCIARY CLAYMORE MLP OPP FD	CASH	15.000	FMO	20.02070	21.77000	204,312.46	326,550.00	26,240	7.110%	23,220	18.37
POSED END											

SUB-TOTAL CLOSED END FUNDS..... 326,550.00 26,240 18.37

TOTAL MUTUAL FUNDS..... 1,356,224.68 1,716,341.36 47,327 96.54

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MARK STALEY TTEE

Account Number: 626-12763

YOUR CMA FOR TRUST ASSETS

December 01 2012 - December 31 2012

CASH/MONEY ACCOUNTS		Quantity	Total Cost Basis	Estimated Market Price	Estimated Market Value	Estimated Annual Income	Est Annual Yield%
Description							
CASH		182.28	182.28		182.28		
ML BANK DEPOSIT PROGRAM		162,030.00	162,030.00	1.0000	162,030.00	162	.10
TOTAL			162,212.28		162,212.28	162	10

GOVERNMENT AND AGENCY SECURITIES		Quantity	Adjusted/Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Accrued Interest	Estimated Current Annual Income	Yield%
Description	Acquired								
Δ U S TREASURY NOTE	03/24/11	60,000 ✓	60,049.77	101.2420	60,745.20	695.43	221.69	750	1.23
1.250% MAR 15 2014 C1 250% MAR 15 2014									
MOODY'S AAA S&P ... CUSIP 912828PZ7									
ORIGINAL UNIT, TOTAL COST 106,203.1, 60,121.38									
U S TREASURY NOTE	03/23/10	7,000 ✓	6,993.16	104.5000	7,315.00	321.84	56.03	167	2.27
2.375% FEB 28 2015 02.375% FEB 28 2015									
MOODY'S AAA S&P ... CUSIP 912828MRS									
U S TREASURY NOTE	04/15/10	10,000 ✓	9,932.81	104.5000	10,450.00	517.19	80.04	238	2.27
1.750% JUL 31 2015 01.750% JUL 31 2015									
MOODY'S AAA S&P ... CUSIP 912828NF1									
U S TREASURY NOTE	12/21/10	15,000 ✓	14,960.70	103.6560	15,548.40	587.70	109.14	263	1.68
1.750% JUL 31 2015 01.750% JUL 31 2015									
MOODY'S AAA S&P ... CUSIP 912828NF1									
Δ U S TREASURY NOTE	03/18/09	25,000 ✓	25,068.83	107.0080	26,752.00	1,683.17	221.17	657	2.45
2.625% FEB 29 2016 02.625% FEB 29 2016									
MOODY'S AAA S&P ... CUSIP 912828K58									
ORIGINAL UNIT, TOTAL COST 100,578.1, 25,111.53									
U S TREASURY NOTE	03/18/11	50,000	49,779.30	107.8360	53,918.00	4,138.70	493.72	1,188	2.20
2.375% JUL 31 2017 02.375% JUL 31 2017									
MOODY'S AAA S&P ... CUSIP 912828NR7									

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MARK STALEY TTEE

Account Number: 626-12763

24-Hour Assistance: (800) MERRILL

YOUR CMA FOR TRUST ASSETS

December 01, 2012 - December 31, 2012

GOVERNMENT AND AGENCY SECURITIES * (continued)									
Description	Acquired	Quantity	Adjusted/Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Accrued Interest	Estimated Current Annual Income	Yield%
0 U S TRSY INFLATION NTE 1.375% JUL 15 2018 INFL ADJ PRIN 16 090 MOODY'S AAA S&P *** CUSIP 912828JE1 ORIGINAL UNIT/TOTAL COST: 97 1522/14,617 8.	08/26/09	15,000 ✓	15,725 28	116 4060	18,730.48	3,005 20	94 72	222	1 18
U S TREASURY NOTE 3.125% MAY 15 2019 03 125% MAY 15 2019 MOODY'S AAA S&P *** CUSIP 912828KQ2	05/21/09	20,000 ✓	19,934 38	113 2500	22,650.00	2 715 62	79 42	625	2 75
Δ U S. TREASURY NOTE 3.500% MAY 15 2020 03 500% MAY 15 2020 MOODY'S AAA S&P *** CUSIP 912828ND8 ORIGINAL UNIT/TOTAL COST 102 1900/40 876 00	03/22/11	40,000 ✓	40 725 18	116 1020	46,440.80	5,715 62	177 90	1,400	3 01
U S TREASURY NOTE 2.625% FEB 15 2021 03 625% FEB 15 2021 MOODY'S AAA S&P *** CUSIP 912828FX2	02/15/11	10,000 ✓	9,992 50	117 3830	11 738 30	1 745 80	135 94	363	3 08
Δ U S TREASURY NOTE ORIGINAL UNIT/TOTAL COST 101 5820.20 316 40 Subtotal	02/23/11	20,000 ✓	20 265 44	117 3830	23 476 60	3,211 16	271 88	725	3 08
U S TREASURY BOND 4.250% MAY 15 2039 04 250% MAY 15 2039 MOODY'S AAA S&P *** CUSIP 912810Q97	11/24/09	5,000 ✓	4 976 56	127 5780	6 378 90	1 402 34	27 00	213	3 33
U S TREASURY BOND U S TREASURY BOND Subtotal	03/23/10 11/18/10	5,000 ✓ 10,000 ✓ 20,000	4 725 98 9,928.91 19,631 45	127 5780 127 5780	6,378 90 12 757 80 25,515.60	1,652 92 2 828 89 5,884 15	27 00 54 01 108 01	213 425 851	3 33 3 33 3.33
TOTAL		292,000	293 058 80		323,280.38 ✓	30 221 58	2 049 66	7,449	2 30



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MARK STALEY TTEE

Account Number: 626-12763

YOUR CMA FOR TRUST ASSETS

December 01, 2012 - December 31, 2012

CORPORATE BONDS	Quantity	Adjusted/Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Accrued Interest	Estimated Current Annual Income	Yield%
Description	Acquired							
KELLOGG CO GLB 04250% MAR 06 2013 MOODY'S BAA1 S&P BBB+ CUSIP 487836DA5	25,000	24,755.25	100.6630	25,165.75	410.50	339.41	1,063	4.22
Δ JPMORGAN CHASE & CO GLB 02600% JAN 15 2016 MOODY'S A2 S&P A CUSIP 46625HHV6 ORIGINAL UNIT/TOTAL COST 10,871.0 20,371.20	20,000	20,325.39	103.9570	20,791.40	466.01	239.78	520	2.50
Δ AFLAC INC GLB 02650% FEB 15 2017 MOODY'S A3 S&P A- CUSIP 001055AH5 ORIGINAL UNIT/TOTAL COST 101,781.0 25,415.25	25,000	25,374.74	105.1220	26,280.50	905.76	250.28	663	2.52
FREEPORT-MCMORAN C & G GLB 02150% MAR 01 2017 MOODY'S BAA3 S&P BBB CUSIP 35671DAV5	20,000	19,966.00	100.5310	20,106.20	140.20	143.33	430	2.13
Δ WALGREEN CO GLB 05250% JAN 15 2019 MOODY'S BAA1 S&P BBB CUSIP 931422AL9 ORIGINAL UNIT/TOTAL COST 101,750.0 25,437.50	25,000	25,290.26	117.2920	29,323.00	4,032.74	605.21	1,313	4.47
Δ McDONALD'S CORP SER MIN 05000% FEB 01 2019 MOODY'S A2 S&P A CUSIP 5801EMEG5 ORIGINAL UNIT/TOTAL COST 105,039.2 25,774.82	25,000	25,511.94	116.4890	29,122.25	3,610.31	520.83	1,250	4.29
Δ STANCORP FINANCIAL GROUP 05000% AUG 15 2022 MOODY'S BAA2 S&P BBB+ CUSIP 862851AC4 ORIGINAL UNIT/TOTAL COST 112,500.0 10,256.00	10,000	10,249.57	105.0910	10,509.10	259.53	195.83	500	4.75

MARK STALEY TTEE

Account Number: 626-12763

24-Hour Assistance: (800) MERRILL

YOUR CMA FOR TRUST ASSETS

December 01 2012 - December 31 2012

CORPORATE BONDS (continued)									
Description	Acquired	Quantity	Adjusted/Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Accrued Interest	Estimated Annual Income	Estimated Current Yield%
Δ MARRIOTT INTERNATIONAL SLD 03/25/03 SEP 15 2022 MOODY'S BAA2 S&P BBB CUSIP 571903AP9 PAR CALL DATE 06/15/22 PAR CALL PRICE 100.00 ORIGINAL UNIT/TOTAL COST 100.1350/25,033.75	09/24/12	25,000 ✓	25,033.00	100.0300	25,007.50	(25.50)	250.52	813	3.24
TOTAL		175,000	176,506.15		186,305.70 ✓	9,799.55	2,545.19	6,552	3.52
PREFERRED STOCKS									
Description	Acquired	Quantity	Adjusted/Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Accrued Interest	Estimated Annual Income	Estimated Current Yield%
GEORGIA POWER COMPANY NEW MONEY SER 07-A 06 500% PERPETUAL MOODY'S BAA2 S&P BBB CUSIP 573334115 PAR CALL DATE 10/01/17 PAR CALL PRICE 100.00	12/21/10	75 ✓	7,912.50 ✓	112.0000	8,400.00	487.50		488	5.80
GOLDMAN SACHS GROUP INC 525 PAR SENIOR NOTES 6.125% NOV 01 2060 MOODY'S A3 S&P A- CUSIP 38145X114	03/01/12	200 ✓	5,098.00 ✓	26.1200	5,224.00	126.00		307	5.86
TOTAL		275	13,010.50		13,624.00	613.50		795	5.84

PLEASE REFER TO NOTES BELOW FOR INFORMATION REGARDING CREDIT RATINGS.

EQUITIES		Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Estimated Current Yield%
ABB LTD	SPON ADR	5/11/12 <i>5/11/12</i>	ABB 02/23/11	200	23,533.9	4,706.79 ✓	20,790.00	4,158.00	(548.79)	139	3.32
		08/10/11		100	20,912.8	2,091.28 ✓	20,790.00	2,079.00	(12.28)	70	3.32
		05/23/12		100	16,146.9	1,614.69 ✓	20,790.00	2,079.00	464.31	70	3.32
				400		8,412.76		8,316.00	(96.76)	279	3.32
Subtotal								7,980.00	3,020.18	196	2.45
ACE LIMITED		12/22/09	ACE 12/22/09	100 ✓	49,598.2	4,959.82 ✓	79,800.00	7,980.00	1,810.10	196	2.45
		08/24/11		100 ✓	61,699.0	6,169.90 ✓	79,800.00	7,980.00	4,830.28	392	2.45
				200		11,129.72		15,960.00			
Subtotal											



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MARK STALEY TTEE

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YOUR CMA FOR TRUST ASSETS

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Equities (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Annual Income	Estimated Current Yield%
AFLAC INC COM	AFL	05/23/12	✓ 100	39 2700	3,927 00 ✓	53.1200	5,312 00	1,385 00	140	2.63
		08/13/12	✓ 50	45 4800	2,274 00 ✓	53.1200	2,656 00	382 00	70	2.63
Subtotal			150		6,201 00		7,968.00	1,767 00	210	2.63
AIR PRODUCTS&CHEM	APD	02/04/10	✓ 100	74 1880	7,418 80 ✓	84 0200	8,402.00	983 20	256	3 04
ALLSTATE CORP DEL COM	ALL	11/24/09	✓ 100	29 1699	2,916 99 ✓	40 1700	4,017 00	1,100 01	88	2 19
		09/16/11	✓ 200	24 7950	4,959 00 ✓	40 1700	8,034 00	3,075 00	176	2 19
Subtotal			300		7,875 99		12,051.00	4,175 01	264	2 19
AMAZON COM INC COM	AMZN	07/06/12	✓ 20	227 3300	4,546 60 ✓	250 8700	5,017.40	470 80		
AMER EXPRESS COMPANY	AXP	03/14/11	✓ 250	43 3822	10 845 57 ✓	57 4800	14,370.00	3,524 43	200	1.39
AMERICAN TOWER REIT INC (HLDG CO) SHS	AMT	10/23/12	✓ 100	73 1900	7,319 00 ✓	77 2700	7,727.00	408 00	96	1 24
AMERICAN WTR WKS CO INC NEW	AWK	10/04/10	✓ 200	23 3951	4 679 02 ✓	37 1300	7,426.00	2,746 98	200	2.69
APPLE INC	AAPL	03/10/11	✓ 25	345 8200	8,645 50 ✓	532 1729	13,304.32	4,658 82	265	1 99
AT&T INC	T	01/26/07	✓ 300	36 3100	10 893 00 ✓	33 7100	10,113.00	(780 00)	540	5.33
BAXTER INTERNTL INC	BAX	06/22/10	✓ 250	42 5786	10,644 65 ✓	66 6600	16,665.00	6,020 35	450	2.70
CATERPILLAR INC DEL	CAT	05/25/11	✓ 100	102 6288	10 262 88 ✓	89 6085	8 960 85	(1 302 03)	208	2 32
		08/05/11	✓ 50	90 4580	4,522 90 ✓	89 6085	4 480 43	(42 47)	104	2 32
		08/28/12	✓ 25	86 1100	2,152 75 ✓	89 6085	2 240 21	87 46	52	2 32
Subtotal			175		16,938 53		15,681.49	(1 257 04)	364	2 32
CHEVRON CORP	CVX	02/10/06	75	56 3900	4,229 25	108 1400	8,110 50	3,881 25	270	3 32
		03/18/11	50	103 5500	5 177 50	108 1400	5 407 00	229 50	180	3 32
Subtotal			125		9,406 75		13,517.50	4,110 75	450	3.32
CHUBB CORP	CB	07/21/09	✓ 100	40 8295	4,082 95 ✓	75 3200	7,532.00	3 449 05	164	2 17

MARK STALEY TTEE

Account Number: 626-12763

24-Hour Assistance: (800) MERRILL

YOUR CMA FOR TRUST ASSETS

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EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Annual Income	Estimated Current Yield%
CISCO SYSTEMS INC COM	CSCO	02/16/05 08/18/11	✓ ✓ 700	17 7400 15 1364	8,870 01 3,027 28 11,897 29	✓ ✓ 19 6494 19 6494	9,824.70 3,929.88 13,754.58	954.69 902.60 1,857.29	280 112 392	2.85 2.85 2.85
Subtotal										
COCA COLA COM	KO	10/23/12	✓ 200	36 6650	7 333 00	✓ 36 2500	7,250.00	(83.00)	204	2.81
COMCAST CORP NEW CL A	CMCSA	05/07/08	✓ 300	21 8799	6,563.97	✓ 37 3600	11,208.00	4,644.03	195	1.73
CORNING INC	GLW	05/25/11 08/18/11	✓ ✓ 200 200 600	19 5000 14 5645	7 800 00 2,912.90 10,712.90	✓ ✓ 12 6200 12 6200	5,048.00 2,524.00 7,572.00	(2,752.00) (388.90) (3,140.90)	144 72 216	2.85 2.85 2.85
Subtotal										
CVS CAREMARK CORP	CVS	01/26/07	✓ 300	32 8300	9,849.00	✓ 48 3500	14,505.00	4,656.00	270	1.86
DANAHER CORP DEL COM	DHR	12/22/09 08/02/11	✓ ✓ 150 50 200	38,2422 46 9700	5,736.34 2,348.50 8,084.84	✓ ✓ 55 9000 55 9000	8,385.00 2,795.00 11,180.00	2,648.66 446.50 3,095.16	15 5 20	1.7 1.7 1.7
Subtotal										
DEERE CO	DE	03/15/11 07/27/11	✓ ✓ 100 50 150	85 4208 79 3800	8,542.08 3,969.00 12,511.08	✓ ✓ 86 4200 86 4200	8,642.00 4,321.00 12,963.00	99.92 352.00 451.92	184 92 276	2.12 2.12 2.12
Subtotal										
DIGITAL RLTY TR INC	DLR	03/14/11	✓ 200	55,8046	11,160.92	✓ 67 8900	13,578.00	2,417.08	584	4.30
DISNEY (WALT) CO COM STK	DIS	03/23/10 07/19/11	✓ ✓ 150 50 200	33 9800 39 3800	5,097.00 1,969.00 7,066.00	✓ ✓ 49 7900 49 7900	7,468.50 2,489.50 9,958.00	2,371.50 520.50 2,892.00	113 38 151	1.50 1.50 1.50
Subtotal										
DUKE ENERGY CORP NEW	DUK	11/15/12	✓ 100	59 9200	5,992.00	✓ 63 8000	6,380.00	388.00	306	4.79
EMERSON ELEC CO	EMR	01/26/07	✓ 300	43 9260	13,177.80	✓ 52 9600	15,888.00	2,710.20	492	3.09
ENERGIZER HLDGS INC COM	ENR	08/13/12	✓ 100	65 0632	6,506.32	✓ 79 9800	7,998.00	1,491.68	160	2.00
ENSCO PLC SHS CL A	ESV	03/18/11	✓ 100	55 9500	5,595.00	✓ 59 2800	5,928.00	333.00	150	2.53
EXELON CORPORATION	EXC	01/26/07 07/06/12	✓ ✓ 300 100 400	59 1300 37 2660	17,739.00 3,726.60 21,465.60	✓ ✓ 29 7400 29 7400	8,922.00 2,974.00 11,896.00	(8,817.00) (752.60) (9,569.60)	630 210 840	7.06 7.06 7.06
Subtotal										



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YOUR CMA FOR TRUST ASSETS

December 01, 2012 - December 31, 2012

EQUITIES (continued)		Symbol	Acquired	Quantity	Unit		Total	Estimated	Estimated	Unrealized	Estimated	Current
Description					Cost Basis	Market Price						
EXXON MOBIL CORP COM		XOM	02/10/06 03/10/11	75 100 175	59 0700 81 7988	86.5500 86.5500	4,430.25 8,179.88 12,610.13	✓	✓	2,061.00 475.12 2,536.12	171 228 399	2.63 2.63 2.63
Subtotal												
GENERAL ELECTRIC		GE	01/26/07 03/18/11 08/10/11	200 300 300 800	36 0200 19 7490 15 3145	20 9900 20 9900 20 9900	7,204.00 5,924.70 4,594.35 17,723.05	✓	✓	(3,006.00) 372.30 1,702.65 (931.05)	152 228 228 608	3.62 3.62 3.62 3.62
Subtotal												
GENL DYNAMICS CORP COM		GD	01/26/07 08/24/11 06/05/12	50 50 50 150	77 5100 60 1900 61 9700	69 2700 69 2700 69 2700	3,875.50 3,009.50 3,098.50 9,983.50	✓	✓	3,463.50 3,463.50 3,463.50 10,390.50	102 102 102 306	2.94 2.94 2.94 2.94
Subtotal												
GOLDMAN SACHS GROUP INC		GS	03/15/11 07/19/11	75 50 125	155 2900 126 2900	127 5600 127 5600	11,646.75 6,314.50 17,961.25	✓	✓	(2,079.75) 63.50 (2,016.25)	150 100 250	1.56 1.56 1.56
Subtotal												
GOOGLE INC CL A		GOOG	04/18/11	20	526 2000	707.3800	10,524.00	✓		3,623.60		
HONEYWELL INTL INC DEL		HON	02/11/10 06/15/11 08/02/11	100 100 50 250	38 0673 56 2864 51 6300	63 4700 63 4700 63 4700	3,806.73 5,628.64 2,581.50 12,016.87	✓	✓	2,540.27 718.36 592.00 3,850.63	164 164 82 410	2.58 2.58 2.58 2.58
Subtotal												
INTEL CORP		INTC	06/01/12 11/15/12	400 200 600	25 3266 20 1250	20 6200 20 6200	10,130.64 4,025.00 14,155.64	✓	✓	(1,882.64) 99.00 (1,783.64)	360 180 540	4.36 4.36 4.36
Subtotal												
INTL BUSINESS MACHINES CORP ISM		IBM	03/10/11	100	162 7300	191 5500	16,273.00	✓		2,882.00	340	1.77
JOHNSON AND JOHNSON COM		JNJ	07/26/06	200	61 9900	70 1000	12,398.00	✓		1,622.00	488	3.48

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Account Number: 626-12763

24-Hour Assistance: (800) MERRILL

YOUR CMA FOR TRUST ASSETS

December 01, 2012 - December 31, 2012

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Annual Income	Current Yield%
JOHNSON CONTROLS INC	JCI	06/03/11	200 ✓	37 6656	7,533.12	30.6700	6,134.00	(1,399.12)	152	2.47
		08/10/11	100 ✓	31 0020	3,100.20	30.6700	3,067.00	(33.20)	76	2.47
		07/30/12	100 ✓	24 7949	2,479.49	30.6700	3,067.00	587.51	76	2.47
Subtotal			400		13,112.81		12,268.00	(844.81)	304	2.47
JPMORGAN CHASE & CO	JPM	01/25/08	50 ✓	44 0900	2,204.50	43.9691	2,198.46	(6.04)	60	2.72
		06/15/11	50 ✓	40 7200	2,036.00	43.9691	2,198.46	162.46	60	2.72
Subtotal			100		4,240.50		4,396.92	156.42	120	2.72
KRAFT FOODS GROUP INC SHS	KRFT	03/01/12	66 ✓	40 1077	2,647.11	45.4700	3,001.02	353.91	132	4.39
LAS VEGAS SANDS CORP	LVS	07/30/12	200 ✓	37 2900	7,458.00	46.1600	9,232.00	1,774.00	200	2.16
MAGNA INTL INC CL A VTG	MGA	02/23/11	100 ✓	55 1845	5,518.45	50.0200	5,002.00	(516.45)	110	2.19
		03/15/11	100 ✓	48 5754	4,857.54	50.0200	5,002.00	144.46	110	2.19
		08/02/11	50 ✓	46 0500	2,302.50	50.0200	2,501.00	198.50	55	2.19
Subtotal			250		12,678.49		12,505.00	(173.49)	275	2.19
MCDONALDS CORP COM	MCD	03/22/11	100 ✓	73 6423	7,364.23	88.2100	8,821.00	1,456.77	308	3.49
MEDTRONIC INC COM	MDT	03/11/11	100 ✓	38 2955	3,829.55	41.0200	4,102.00	272.45	104	2.53
		08/18/11	100 ✓	31 1442	3,114.42	41.0200	4,102.00	987.58	104	2.53
		06/05/12	100 ✓	35 9399	3,593.99	41.0200	4,102.00	508.01	104	2.53
Subtotal			300		10,537.96		12,306.00	1,768.04	312	2.53
MERCK AND CO INC SHS	MRK	03/11/11	300 ✓	32 7000	9,810.00	40.9400	12,282.00	2,472.00	516	4.20
MICROSOFT CORP	MSFT	04/09/02	200 ✓	27 9900	5,598.00	26.7097	5,341.94	(256.06)	184	3.44
		02/04/10	100 ✓	27 8973	2,789.73	26.7097	2,670.97	(118.76)	92	3.44
		06/30/10	200 ✓	23 5965	4,719.30	26.7097	5,341.94	622.64	184	3.44
Subtotal			500		13,107.03		13,354.85	247.82	460	3.44
MONDELEZ INTERNATIONAL N/C	MDLZ	03/01/12	200 ✓	24 7306	4,946.12	25.4532	5,090.64	144.52	104	2.04
NEXTERA ENERGY INC SHS	NEE	08/24/06	200 ✓	43 7400	8,748.00	69.1900	13,838.00	5,090.00	480	3.46



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Account Number: 626-12763

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December 01 2012 - December 31 2012

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Annual Income	Estimated Current Yield%
NIKE INC CL B	NKE	03/14/11	300 ✓	42.8655	12,859.65	51.6000	15,480.00	2,620.35	127	.81
NOKIA CORP SPON ADR	NOK	02/05/08	100 ✓	34.7600	3,476.00	3.9500	395.00	(3,081.00)	18	4.45
		02/11/10	200 ✓	13.0194	2,603.88	3.9500	790.00	(1,813.88)	36	4.45
		04/20/11	200 ✓	8.5964	1,719.28	3.9500	790.00	(929.28)	36	4.45
Subtotal			500		7,799.16		1,975.00	(5,824.16)	90	4.45
NORFOLK SOUTHERN CORP	NSC	03/22/11	100 ✓	67.5426	6,754.26	61.8400	6,184.00	(570.26)	200	3.23
		08/05/11	50 ✓	69.3900	3,469.50	61.8400	3,092.00	(377.50)	100	3.23
Subtotal			150		10,223.76		9,276.00	(947.76)	300	3.23
OCCIDENTAL PETE CORP CAL	OXY	04/18/11	100 ✓	97.0564	9,705.64	76.6100	7,661.00	(2,044.64)	216	2.81
		08/05/11	50 ✓	88.3700	4,418.50	76.6100	3,830.50	(588.00)	108	2.81
		06/05/12	50 ✓	80.9400	4,047.00	76.6100	3,830.50	(216.50)	108	2.81
Subtotal			200		18,171.14		15,322.00	(2,849.14)	432	2.81
ORACLE CORP \$0.01 DEL	ORCL	11/24/09	100	22.2700	2,227.00	33.3200	3,332.00	1,105.00	24	72
		11/24/09	300	22.2699	6,680.97	33.3200	9,996.00	3,315.03	72	72
Subtotal			400		8,907.97		13,328.00	4,420.03	96	72
PEABODY ENERGY CORP COM	BTU	05/03/12	100 ✓	30.8855	3,088.55	26.6100	2,661.00	(427.55)	34	1.27
PEPSICO INC	PEP	01/26/07	200 ✓	64.5200	12,904.00	68.4300	13,686.00	782.00	430	3.14
PFIZER INC	PFE	04/09/02	800 ✓	38.7700	31,016.00	25.0793	20,063.44	(10,952.56)	769	3.82
PHILIP MORRIS INTL INC	PM	01/26/07	150 ✓	46.5212	6,978.18	83.6400	12,546.00	5,567.82	510	4.06
PROCTER & GAMBLE CO	PG	01/26/07	250 ✓	64.5866	16,146.67	67.8900	16,972.50	825.83	562	3.31
QUALCOMM INC	QCOM	01/26/07	200 ✓	37.6000	7,520.00	61.8596	12,371.92	4,851.92	200	1.61
		08/10/11	50 ✓	47.6700	2,383.50	61.8596	3,092.98	709.48	50	1.61
Subtotal			250		9,903.50		15,464.90	5,561.40	250	1.61
RIO TINTO PLC SPNSRD ADR	RIO	06/15/11	100 ✓	66.1527	6,615.27	58.0900	5,809.00	(806.27)	166	2.84
		04/27/12	50 ✓	57.0400	2,852.00	58.0900	2,904.50	52.50	83	2.84
Subtotal			150		9,467.27		8,713.50	(753.77)	249	2.84

MARK STALEY TTEE

Account Number 626-12763

24-Hour Assistance: (800) MERRILL

YOUR CMA FOR TRUST ASSETS

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Equities (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)/Annual Income	Estimated Current Yield%
ROYAL DUTCH SHEL PLC	RDSB	05/25/10	100 ✓	49 3300	4,933 00 ✓	70 8900	7,089 00	2,156.00	344 4 85
SFONS ADR B		08/05/11	50 ✓	64 8800	3,244 00 ✓	70 8900	3,544 50	300 50	172 4 85
		05/23/12	50 ✓	64 2900	3,214.50 ✓	70 8900	3,544 50	330 00	172 4 85
Subtotal			200		11,391 50		14,178.00	2,786.50	688 4 85
SANOFI ADR	SNY	02/11/10	100	35 9199	3,591 99 ✓	47 3800	4 738 00	1,146 01	143 3 01
		05/25/10	100	28 6385	2,863 85	47 3800	4 738 00	1 874.15	143 3 01
		03/22/11	100	33 6664	3,366 64	47 3800	4 738 00	1,371 36	143 3 01
Subtotal			300		9,822 48		14,214.00	4,391 52	429 3 01
SCHLUMBERGER LTD	SLB	02/05/08	200 ✓	77 0419	15,408 38 ✓	69 2986	13,859.72	(1,548 66)	220 1 58
SIEMENS AG ADR	SII	07/21/09	100 ✓	76 5664	7,656 64 ✓	109 4700	10 947 00	3 290 36	287 2 61
		05/23/12	25 ✓	83 4400	2,086 00 ✓	109 4700	2,736 75	650 75	72 2 61
Subtotal			125		9,742 64		13,683.75	3,941 11	359 2 61
SOUTHERN COMPANY	SO	03/11/11	400 ✓	38 2555	15 302 20 ✓	42 8100	17,124.00	1,821 80	785 4 57
TARGET CORP COM	TGT	01/22/04	100 ✓	38 3000	3,830 00 ✓	59 1700	5,917 00	2,087 00	144 2 43
		06/03/11	50	47 5100	2,375 50 ✓	59 1700	2,958 50	583 00	72 2 43
		07/19/11	50 ✓	50 9900	2,549 50 ✓	59 1700	2,958 50	409 00	72 2 43
Subtotal			200		8,755 00		11,834.00	3,079 00	288 2 43
TELEFONICA SA SPAIN ADR	TEF	05/11/11	200 ✓	24 4200	4,884 00 ✓	13 4900	2,698 00	(2,186 00)	332 12 27
		05/11/11	100 ✓	24 4146	2,441 46 ✓	13 4900	1,349 00	(1,092 46)	166 12 27
		06/15/12	7	15 1900	106 33	13 4900	94 43	(11 90)	12 12 27
Subtotal			307		7,431.79		4,141.43	(3,290 36)	510 12 27
TEVA PHARMACTCL INDS ADR	TEVA	01/26/07	200 ✓	34 6699	6 933 98 ✓	37 3400	7,468.00	534 02	161 2 15
TEXAS INSTRUMENTS	TXN	03/18/11	300 ✓	33 5344	10,060 32 ✓	30 8900	9,267 00	(793 32)	252 2 71
		08/10/11	100 ✓	26 4245	2 642 45 ✓	30 8900	3 089 00	446 55	84 2 71
Subtotal			400		12,702.77		12,356.00	(346 77)	336 2 71
THOMSON REUTERS CORP	TRI	05/03/12	200 ✓	30 6156	6 123 12 ✓	29 0600	5,812.00	(311 12)	256 4 40
TORCHMARK CORP COM	TMK	07/21/09	200	26 8510	5 370 20 ✓	51 6700	10,334.00	4 963 80	120 1 16



MARK STALEY TTEE

Account Number: 626-12763

24-Hour Assistance: (800) MERRILL

YOUR CMA FOR TRUST LIABILITIES

December 01 2012 December 31, 2012

SHORTS (continued) Description	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss) Annual Income	Estimated Current Yield%
MERCK AND CO INC SHS EXP 07-20-2013								
CALL ALL 00046 000	12/11/12	1	0 6399	63.99	0 5300	53.00	10.99	
ALLSTATE CORP DEL COM EXP 07-20-2013								
CALL AXP 00065 000	12/11/12	1	0 9999	99.99	1 3000	130.00	(30.01)	
AMER EXPRESS COMPANY EXP 07-20-2013								
CALL CB 00085 000	12/11/12	1	0 8799	87.99	0 6900	69.00	18.99	
CHUBB CORP EXP 07-20-2013								
CALL TEF 00015 000	12/11/12	1	0 3499	34.99	0 3500	35.00	(0.01)	
TELEFONICA SA SPAIN ADR EXP 06-22-2012								
CALL SNY 00050 000	12/11/12	1	0 9999	99.99	1 2000	120.00	(20.01)	
SANOFI ADR EXP 06-22-2013								
CALL MGA 00060 000	12/11/12	1	0 4999	49.99	0 5500	55.00	(5.01)	
MAGNA INTL INC CL A VIG EXP 05-22-2013								
CALL MCD 00100 000	12/11/12	1	0 5599	55.99	0 4150	41.50	14.49	
MCDONALDS CORP COM EXP 06-22-2013								
CALL ESV 00075 000	12/11/12	1	0 4999	49.99	0 4750	47.50	2.49	
ENSCO PLC SHS CL A EXP 06-22-2013								
CALL DHR 00062 500	12/11/12	1	0 4499	44.99	0 8250	82.50	(37.51)	
DANAHER CORP DEL COM EXP 06-22-2013								
CALL ABB 00023 000	12/11/12	2	0 2499	49.99	0 3500	70.00	(20.01)	
ABB LTD SPON ADR EXP 06-22-2013								
CALL PFE 00028 000	12/11/12	1	0 2799	27.99	0 1700	17.00	10.99	
PFIZER INC EXP 06-22-2013								
CALL AMT 00085 000	10/23/12	1	0 3999	39.99	0 4500	45.00	(5.01)	
AMERICAN TOYER REIT INC EXP 04-20-2013								
CALL QCOM 00075 000	12/11/12	1	0 5499	54.99	0 2750	27.50	27.49	
QUALCOMM INC EXP 04-20-2013								



MARK STALEY TTEE

Account Number: 626-12763

YOUR CMA FOR TRUST LIABILITIES

December 01 2012 - December 31, 2012

SHORTS (continued) Description	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Current Yield%
CALL WMT 00082 500	08/28/12	1	0 4399	43 99	0 0150	1.50	42 49		
WAL-MART STORES INC EXP 03-16-2013									
CALL HON 00070 000	08/28/12	1	0 5199	51 99	0 2300	23.00	28 99		
HONE AVELL INTL INC DEL EXP 04-16-2013									
CALL BAX 00065 000	08/28/12	1	0 8399	83 99	2 6500	265.00	(181 01)		
SAXTER INTERNATIONAL INC EXP 02-16-2013									
CALL AFL 00055 000	08/13/12	1	0 4699	46 99	0 9500	95.00	(48 01)		
AFLAC INC COM EXP 02-16-2013									
CALL CAT 00110 000	08/28/12	1	0 6699	66 99	0 0500	5.00	61 99		
CATERPILLAR INC DEL EXP 02-16-2013									
CALL SLB 00095 000	08/28/12	1	0 3899	38 99	0 0200	2.00	36 99		
SCHLUMBERGER LTD EXP 02-16-2013									
CALL TMK 00055 000	08/28/12	1	0 9999	99 99	0 1500	15.00	84 99		
TORCHMARK CORP COM EXP 02-16-2013									
CALL GD 00075 000	08/28/12	1	0 4499	44 99	0 3000	30.00	14 99		
GENL DYNAMICS CORP COM EXP 02-16-2013									
CALL ENR 00080 000	08/13/12	1	0 5999	59 99	3 0000	300.00	(240 01)		
ENERGIZER HLDGS INC COM EXP 02-16-2013									
CALL CVS 00050 000	08/28/12	1	0 7799	77 99	0 4600	46.00	31 99		
CVS CAREMARK CORP EXP 02-16-2013									
CALL ACE 00082 500	08/28/12	1	0 6499	64 99	0 7500	75.00	(10 01)		
ACE LIMITED EXP 02-16-2013									
CALL GE 00024 000	08/28/12	3	0 2199	65 99	0 0700	21.00	44 99		
GENERAL ELECTRIC EXP 03-16-2013									
CALL MDT 00044 000	06/05/12	1	0 4599	45 99	0 0700	7.00	38 99		
MEDTRONIC INC COM EXP 01-19-2013									

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MARK STALEY TTEE

Account Number: 626-12763

24-Hour Assistance: (800) MERRILL

YOUR CMA FOR TRUST LIABILITIES

December 01 2012 - December 31 2012

SHORTS (continued)	Description	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Current Yield%
CALL CMCSA 00037 000	COMCAST CORP NEW CL A EXP 01-19-2013	07/30/12	2	0.4499	89.99	0.8900	178.00	(88.01)		
CALL TGT 00067 500	TARGET CORP CCM EXP 01-19-2013	07/30/12	1	0.8399	83.99	0.0200	2.00	81.99		
CALL SI 00110 000	SIEMENS AG ACR EXP 01-19-2013	08/28/12	1	0.6999	69.99	1.2000	120.00	(50.01)		
CALL DIS 00055 000	DISNEY (WALT) CO COM STK EXP 01-19-2013	07/30/12	1	0.9999	99.99	0.0100	1.00	98.99		
CALL CVX 00125 000	CHEVRON CORP EXP 01-19-2013	08/13/12	1	0.7699	76.99	0.0100	1.00	75.99		
CALL JCI 00030 000	JOHNSON CONTROLS INC EXP 01-19-2013	07/30/12	1	0.3499	34.99	0.9300	93.00	(58.01)		
CALL OXY 00105 000	OCCIDENTAL PETE CORP CAL EXP 01-19-2013	06/05/12	1	1.5799	157.99	0.0100	1.00	156.99		
TOTAL					2,389.65		2,573.50	(183.85)		

YOUR CMA FOR TRUST TRANSACTIONS

DIVIDENDS/INTEREST INCOME TRANSACTIONS				Description	Income	Income Year To Date
Date	Transaction Type	Quantity				
12/07	Bond Interest			GENERAL DYNAMICS CORP	64.93	
				COMPANY GUARNT GLB		
				04 250% MAY 15 2013		
				PAY DATE 12/07/2012		
				CUSIP NUM 369550AK4		
				BANK DEPOSIT INTEREST	84	
12/31	Bank Interest			ML BANK DEPOSIT PROGRAM	12.00	
	Income Total					



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MARK STALEY TTEE

Account Number: 626-12763

YOUR CMA FOR TRUST ASSETS

December 01, 2012 - December 31 2012

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Annual Income	Estimated Current Yield%
TORONTO DOMINION BANK	TD	04/27/12	100	83.8260	8,382.60	84.3300	8,433.00	50.40	311	3.68
		11/15/12	50	78.7800	3,939.00	84.3300	4,216.50	277.50	156	3.68
Subtotal			150		12,321.60		12,649.50	327.90	467	3.68
UNITED TECHS CORP COM	UTX	03/11/11	200	80.9900	16,198.00	82.0100	16,402.00	204.00	428	2.60
VERIZON COMMUNICATIONS COM	VZ	01/26/07	150	34.8903	5,233.55	43.2700	6,490.50	1,256.95	309	4.76
WAL-MART STORES INC	WMT	03/10/11	100	52.5100	5,251.00	68.2300	6,823.00	1,572.00	159	2.33
		11/15/12	50	68.7000	3,435.00	68.2300	3,411.50	(23.50)	80	2.33
Subtotal			150		8,686.00		10,234.50	1,548.50	239	2.33
TOTAL					784,140.31		871,310.31	87,170.00	24,382	2.80

13,624 =
871,310.31
884,934.31



Oppenheimer & Co. Inc.
85 Broad Street
New York, NY 10004
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Transacts Business on All Principal Exchanges

STATEMENT OF ACCOUNT



LYNNE KAPLAN
GROSS KAPLAN & OSIOL LLC
9450 W BRYN MAWR AVE #310

DUPLICATE FOR:
HENRY M STALEY CHARITABLE TR
DTD 12/17/65 MARK E STALEY

Account Number
G40-1416479

Financial Advisor
SLANSKY/GUTTILLA/HAYES - G40

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Period Ending
12/31/12

Portfolio Holdings

Some prices, current values and income estimates may be approximations, resulting in gains and losses not being accurately reflected. Unrealized gains and/or losses are computed from the supplied cost basis data and may not be accurate for tax reporting purposes. Items for which a cost basis was not available as of the statement period ending date are indicated by the symbol N/A. The total gains and/or losses do not reflect positions which we do not have cost information. Please contact your Financial Advisor if you believe any cost basis related data is inaccurate or if you require additional information.

Estimated Annual Income ("EAI") and Estimated Yield ("EY") are estimates only and do not indicate actual income or performance of investments. EAI and EY for certain types of securities could include a return of principal or capital gains, in which case the EAI and EY would be overstated. As EAI and EY are estimates, the actual income and yield might be lower or higher than the estimated amounts. EY reflects only the income generated by an investment and it does not reflect changes in its price, which may fluctuate.

Money Market Funds

(NOT FDIC INSURED)

Description	Account Type	Quantity	Symbol	Unit Cost	Current Price	Total Cost Basis	Current Value	EY	EAI	Portfolio Percent
DVANTAGE GOVERNMENT LIQ FD	CASH	6,912.9400	ADGXX	1.00000	1.00000	6,912.94	6,912.94	0.010%		3.02
TOTAL MONEY MARKET FUNDS						6,912.94	6,912.94			3.02

Equities

Common Stock

Please note the following icon  appears to the right of the stock symbol of those securities which Oppenheimer has provided research coverage. If you wish to access such research you may visit the Client Access web site (www.opco.com) or speak with your Financial Advisor.

Description	Account Type	Quantity	Symbol	Unit Cost	Current Price	Total Cost Basis	Current Value	Unrealized Gain/(Loss)	EY	EAI	Portfolio Percent
DEUTSCHE BANK AG JAMEN AKT	(I) CASH	55	DB	43.43850	44.29000	2,389.12	2,435.95	47	2.087%	50	1.06
ACCENTURE PLC IRELAND SHS CLASS A	(P) CASH	44	ACN	57.76590	66.50000	2,541.70	2,926.00	384	2.436%	71	1.28
CHECK POINT SOFTWARE TECH LTD ORD	(Q) CASH	61	CHKP	55.29430	47.64000	3,372.95	2,906.04	(467)			1.27
ASML HOLDING N V N Y REGISTRY SHS	(Q) CASH	36	ASML	67.64060	64.39000	2,435.06	2,318.04	(117)	1.045%	24	1.01
YANDEX N V SHS CLASS A	(N) CASH	98	YNDX	27.24760	21.54000	2,670.26	2,110.92	(559)			0.92
AIA GROUP LTD SPONSORED ADR	(I) CASH	285	AAGIY	14.94660	15.61100	4,259.78	4,449.13	189	0.992%	44	1.94
ADIDAS AG ADR	(B) CASH	105	ADDYY	36.95150	44.38400	3,879.91	4,660.32	780	1.027%	47	2.04
SUBJECT TO CUSTODY FEE											
ARM HLDGS PLC SPONSORED ADR	(Q) CASH	77	ARMH	25.57000	37.83000	1,968.89	2,912.91	944	0.415%	12	1.27
ASSA ABLOY AB ADR	(C) CASH	235	ASAZY	12.75790	18.66900	2,968.10	4,387.21	1,369	1.349%	59	1.92



Oppenheimer & Co. Inc.
85 Broad Street
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STATEMENT OF ACCOUNT



LYNNE KAPLAN
GROSS KAPLAN & OSIOL LLC
9450 W. BRYN MAWR AVE #310

DUPLICATE FOR:
HENRY M STALEY CHARITABLE TR
DTD 12/17/65 MARK E STALEY

Account Number
G40-1416479

Financial Advisor
SLANSKY/GUTTILA/HAYES - G40

Period Ending
12/31/12

ormon Stock

Description	Account Type	Quantity	Symbol	Unit Cost	Current Price	Total Cost Basis	Current Value	Unrealized Gain/(Loss)	EY	EAI	Portfolio Percent
3 GROUP PLC DR FIN INST N	(G) CASH	176	BRGY	24 58800	16 45800	4,327 49	2,896 60	(1,431)	1 509%	43	1 27
AIDU INC PON ADR REPA UBJECT TO CUSTODY FEE	(N) CASH	25	BIDU	121 11760	100 29000	3,027 94	2,507 25	(521)			1 10
URBERRY GROUP PLC PONSORED ADR	(B) CASH	54	BURBY	38 99870	39 85700	2,105 93	2,152 27	46	1 948%	41	0 94
NOOC LTD PONSORED ADR	(G) CASH	18	CEO	214 00390	220 00000	3,852 07	3,960 00	108	2 267%	89	1 73
ANADIAN NATL RY CO	(S) CASH	46	CNI	72 09000	91 01000	3,316 14	4,186 46	870	1 658%	69	1 83
ARNIVAL CORP AIRED CTF	(S) CASH	129	CCL	39 19000	36 77000	5,055 51	4,743 33	(312)	2 719%	129	2 07
OMPASS GROUP PLC PON ADR NEW	(J) CASH	188	CMPGY	11 79120	11 78500	2,216 75	2,215 58	(1)	2 386%	52	0 97
ASSAULT SYS SA PONSORED ADR	(Q) CASH	27	DASTY	71 59000	111 04800	1,932 93	2,998 29	1,065	0 549%	16	1 31
LEKTA AB DR	(L) CASH	146	EKTAY	15 41420	15 58700	2,250 47	2,275 70	25	0 769%	17	0 99
MBRAER SA P ADR REP 4 COM	(S) CASH	151	ERJ	30 02360	28 51000	4,533 56	4,305 01	(229)			1 88
ANUC CORPORATION DR	(E) CASH	138	FANUY	24 29000	30 68700	3,352 02	4,234 80	883	1 114%	47	1 85
LSMIDTH & CO A S PONSORED ADR	(P) CASH	391	FLIDY	8 18610	5 78200	3,200 75	2,260 76	(940)	3 753%	84	0 99
RESENIUS MED CARE AG&CO KGAA PONSORED ADR	(L) CASH	129	FMS	32 32500	34 30000	4,169 93	4,424 70	255	0 913%	40	1 93
ISBC HLDGS PLC PON ADR NEW	(I) CASH	87	HBC	45 55490	53 07000	3,963 28	4 617 09	654	4 710%	217	2 02
IANG LUNG PPTYS LTD PONSORED ADR	(O) CASH	169	HLPPY	20 00240	19 86900	3,380 40	3,357 86	(23)	3 201%	107	1 47
IENNES & MAURITZ AB DR	(P) CASH	679	HNNMY	6 29000	6 90200	4,270 91	4,686 45	416	2 999%	140	2 05
IONG KONG EXCHANGES & CLEARING DR	(I) CASH	157	HKXCY	20 45000	17 01800	3,210 65	2,671 82	(539)	2 703%	72	1 17
TRIAL & COML BK CHINA	(I) CASH	256	IDCBY	15 43000	14 19200	3 950 08	3 633 15	(317)	3 715%	134	1 59



Oppenheimer & Co. Inc.
85 Broad Street
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STATEMENT OF ACCOUNT



LYNNE KAPLAN
GROSS KAPLAN & OSIOL LLC
9450 W BRYN MAWR AVE #310

DUPLICATE FOR:
HENRY M STALEY CHARITABLE TR
DTD 12/17/65 MARK E STALEY

Account Number
G40-1416479

Financial Advisor
SLANSKY/GUTTILAHAYES - G40

Period Ending
12/31/12

Common Stock

Description	Account Type	Quantity	Symbol	Unit Cost	Current Price	Total Cost Basis	Current Value	Unrealized Gain/(Loss)	EY	EAI	Portfolio Percent
TAU UNIBANCO HLDG SA PON ADR REP PFD	(I) CASH	307	ITUB	20 34930	16 46000	6,247 22	5,053 22	(1,194)	0 540%	27	2 21
DDI CORP DR	(R) CASH	152	KDDIY	17 13690	17 60800	2,604 81	2,676 41	72	2 477%	66	1 17
INGFISHER PLC PON ADR PAR	(P) CASH	563	KGFHY	7 64000	9 23600	4,301 32	5,199 86	899	2 870%	149	2 27
OMATSU LTD PON ADR NEW	(E) CASH	197	KMTUY	29 12360	25 25900	5,737 35	4,976 02	(761)	1 842%	91	2 17
I & FUNG LTD ADR	(B) CASH	762	LFUGY	3 64670	3 53000	2,778 79	2,689 86	(89)	2 862%	77	1 17
VMH MOET HENNESSY LOU VUITTON ADR	(J) CASH	172	LVMUY	28 92010	36 59900	4,974 26	6,295 02	1,321	1 520%	95	2 75
AS VEGAS SANDS CORP	(K) CASH	83	LVS	44 32520	46 16000	3,678 99	3,831 28	152	2 166%	83	1 67
AERCADOLIBRE INC	(P) CASH	39	MELI	64 30280	78 55000	2,507 81	3,063 45	556	0 555%	17	1 34
MICHELIN COMPAGNIE GENERALE DE ADR	(S) CASH	194	MGDDY	14 51630	18 87700	2,816 17	3,662 13	846	2 076%	76	1 60
MITSUBISHI UFJ FINL GROUP INC SPONSORED ADR	(I) CASH	691	MTU	4 64000	5 42000	3,206 24	3,745 22	539	2 472%	92	1 64
VESTLE S A SPONSORED ADR	(J) CASH	64	NSRGY	55 15000	65 11200	3,529 60	4,167 16	638	2 721%	113	1 82
VOVARTIS A G SPONSORED ADR	(L) CASH	74	NVS	53 76000	63 30000	3,978 24	4,684 20	706	3 327%	155	2 05
VOVO-NORDISK A S ADR	(L) CASH	35	NVO	120 27000	163 21000	4,209 45	5,712 35	1,503	1 122%	64	2 50
PEARSON PLC SPONSORED ADR	(M) CASH	183	PSO	18 83020	19 54000	3,445 93	3,575 82	130	3 556%	127	1 56
POTASH CORP SASK INC	(C) CASH	84	POT	53 85270	40 69000	4,523 63	3,417 96	(1,106)	2 064%	70	1 49
PUBLICIS S A NEW SPONSORED ADR	(M) CASH	253	PUBGY	12 94500	14 91400	3,275 09	3,773 24	498	1 153%	43	1 65
RECKITT BENCKISER PLC SPONSORED ADR	(L) CASH	375	RBGLY	9 82000	12 71200	3,682 50	4,767 00	1,085	2 810%	133	2 08
ROYAL BK SCOTLAND GROUP PLC SPONS ADR 20 ORD	(I) CASH	217	RBS	9 99460	10 79000	2,168 83	2,341 43	173			1 02
SABMILLER PLC SPONSORED ADR	(J) CASH	53	SBMRY	32 01000	45 92000	1,696 53	2,433 76	737	1 975%	48	1 06



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STATEMENT OF ACCOUNT



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9450 W BRYN MAWR AVE #310

DUPLICATE FOR:
HENRY M STALEY CHARITABLE TR
DTD 12/17/65 MARK E STALEY

Account Number
G40-1416479

Financial Advisor
SLANSKY/GUTTILAHAYES - G40

Period Ending
12/31/12

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Common Stock

Description	Account Type	Quantity	Symbol	Unit Cost	Current Price	Total Cost Basis	Current Value	Unrealized Gain/(Loss)	EY	EAI	Portfolio Percent
AP AG PONADR	(O) CASH	67	SAP	55 53130	80 38000	3,720 60	5,385 46	1,665	0 839%	45	2 35
BERBANK RUSSIA PONSORED ADR SUBJECT TO CUSTODY FEE	(I) CASH	187	SBRCY	10 62800	12 17000	1,987 43	2,275 79	288	1 594%	36	0 99
CHLUMBERGER LTD	(G) CASH	73	SLB	83 34050	69 29860	6,083 86	5,058 79	(1,025)	1 587%	80	2 21
HEMENS A G PONSORED ADR SUBJECT TO CUSTODY FEE	(T) CASH	35	SI	111 78570	109 47000	3,912 50	3,831 45	(81)	2 615%	100	1 67
OUTHERN COPPER CORP	(C) CASH	52	SCCO	32 37900	37 86000	1,683 71	1,968 72	285	9 799%	192	0 86
WATCH GROUP AG ADR	(C) CASH	166	SWGAY	19 26930	25 19300	3,198 71	4,182 03	983	1 394%	58	1 83
YNGENTAAG PONSORED ADR	(A) CASH	34	SYT	67 02790	80 80000	2,278 95	2,747 20	468	1 788%	49	1 20
AIWAN SEMICONDUCTOR MFG LTD PONSORED ADR	(Q) CASH	160	TSM	14 12740	17 16000	2,260 39	2,745 60	485	2 319%	63	1 20
INCENT HLDGS LTD ADR	(R) CASH	141	TCEHY	24 03060	32 12600	3,388 31	4,529 76	1,141	0 270%	12	1 98
TEVA PHARMACEUTICAL INDS LTD ADR	(L) CASH	100	TEVA	47 94990	37 34000	4,794 99	3,734 00	(1,061)	2 153%	80	1 63
TOYOTA MOTOR CORP 3P ADR REP2COM	(S) CASH	60	TM	81 66000	93 25000	4,899 60	5,595 00	695	1 474%	82	2 44
TULLOW OIL PLC ADR	(G) CASH	228	TUWOY	9 72560	10 24900	2,217 44	2,336 77	119	0 780%	18	1 02
TURKIYE GARANTI BANKASIA S SPONSORED ADR	(I) CASH	432	TKGBY	4 73000	5 18900	2,043 36	2,241 64	198	1 098%	24	0 98
VODAFONE GROUP PLC NEW SPONS ADR NEW	(R) CASH	84	VOD	26 84450	25 19000	2,254 94	2 115 96	(139)	5 955%	126	0 92
WAL MART DE MEXICO S A B DE CV SPON ADR REP V	(J) CASH	92	WMMVY	27 95000	32 48100	2,571 40	2 988 25	417	0 991%	29	1 31



Oppenheimer & Co. Inc.
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STATEMENT OF ACCOUNT



LYNNE KAPLAN
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9450 W BRYN MAWR AVE #310

DUPLICATE FOR:
HENRY M STALEY CHARITABLE TR
DTD 12/17/65 MARK E STALEY

Account Number: G40-1416479
Financial Advisor: SLANSKY/GUTTILLA/HAYES - G40
Period Ending: 12/31/12
Page: 7 of 14

Common Stock

Description	Account Type	Quantity	Symbol	Unit Cost	Current Price	Total Cost Basis	Current Value	Unrealized Gain/(Loss)	EY	EAI	Portfolio Percent
YUM BRANDS INC	(J) CASH	45	YUM	66.86780	66.40000	3,009.05	2,988.00	(21)	2.018%	60	1.31
SUB-TOTAL COMMON STOCK.....											
						208,300.58	222,023.45	13,721		4,208	96.98
TOTAL EQUITIES.....											
						208,300.58	222,023.45	13,721		4,208	96.98

COMMON STOCK DATA PRICE CURRENTLY NOT AVAILABLE





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STATEMENT OF ACCOUNT



LYNNE KAPLAN
GROSS KAPLAN & OSIOL LLC
9450 W BRYN MAWR AVE #310

DUPLICATE FOR:
HENRY M STALEY CHARITABLE TR
DTD 12/17/65 MARK E STALEY

Account Number
G40-1416487

Page
3 of 6

Financial Advisor
SLANSKY/GUTTILLA/HAYES - G40

Period Ending
12/31/12

Portfolio Holdings

Some prices, current values and income estimates may be approximations, resulting in gains and losses not being accurately reflected. Unrealized gains and/or losses are computed from the supplied cost basis data and may not be accurate for tax reporting purposes. Items for which a cost basis was not available as of the statement period ending date are indicated by the symbol N/A. The total gains and/or losses do not reflect positions which we do not have cost information. Please contact your Financial Advisor if you believe any cost basis related data is inaccurate or if you require additional information.

Estimated Annual Income ("EAI") and Estimated Yield ("EY") are estimates only and do not indicate actual income or performance of investments. EAI and EY for certain types of securities could include a return of principal or capital gains, in which case the EAI and EY would be overstated. As EAI and EY are estimates, the actual income and yield might be lower or higher than the estimated amounts. EY reflects only the income generated by an investment and it does not reflect changes in its price, which may fluctuate.

Money Market Funds

(NOT FDIC INSURED)

Description	Account Type	Quantity	Symbol	Unit Cost	Current Price	Total Cost Basis	Current Value	EY	EAI	Portfolio Percent
DVANTAGE GOVERNMENT LIQ FD	CASH	5,207.5000	ADGXX	1.00000	1.00000	5,207.50	5,207.50	0.010%		2.45
TOTAL MONEY MARKET FUNDS							5,207.50			2.45

Equities

Please note the following icon  appears to the right of the stock symbol of those securities which Oppenheimer has provided research coverage. If you wish to access such research you may visit the Client Access web site (www.opco.com) or speak with your Financial Advisor.

Common Stock

Description	Account Type	Quantity	Symbol	Unit Cost	Current Price	Total Cost Basis	Current Value	Unrealized Gain/(Loss)	EY	EAI	Portfolio Percent
ATON CORP PLC	(B) CASH	96 	ETN	51.15040	54.18000	4,910.44 	5,201.28	291	2.805%	145	2.45
INGERSOLL-RAND PLC	(Q) CASH	170 	IR	45.77640	47.96000	7,781.99	8,153.20	371	1.751%	142	3.84
LABORS INDUSTRIES LTD	(G) CASH	490 	NBR	27.31000	14.45000	13,381.90 	7,080.50	(6,301)			3.33
MARTNERRE LTD	(I) CASH	35 	PRE	72.72000	80.49000	2,545.20 	2,817.15	272	3.081%	88	1.33
WEATHERFORD INTERNATIONAL LTD REG SHS	(G) CASH	610 	WFT	20.38990	11.19000	12,437.84 	6,825.90	(5,612)			3.21
JOBLE CORPORATION BAAR JAMEN -AKT	(G) CASH	290 	NE	42.89290	34.82000	12,438.94 	10,097.80	(2,341)	1.556%	157	4.75
TRANSOCEAN LTD REG SHS	(G) CASH	160 	RIG	78.59990	44.66000	12,575.98 	7,145.60	(5,430)			3.36
JBSAG SHS NEW	(I) CASH	290 	UBS	18.31000	15.74000	5,309.90 	4,564.60	(745)	0.688%	31	2.15
MOORE LABORATORIES N V	(G) CASH	30 	CLB	98.17000	109.31000	2,945.10 	3,279.30	334	1.024%	33	1.54
AXA SA SPONSORED ADR	(I) CASH	130 	AXAHY	19.46000	17.60100	2,529.80 	2,288.13	(242)	4.161%	95	1.08
3ASF SE SPONSORED ADR	(C) CASH	65	BASFY	77.44000	93.80400	5,033.60	6,097.26	1,064	2.572%	156	2.87



Oppenheimer & Co. Inc.
85 Broad Street
New York, NY 10004
(212) 668-8000
Transacts Business on All Principal Exchanges

STATEMENT OF ACCOUNT



LYNNE KAPLAN
GROSS KAPLAN & OSIOL LLC
9450 W. BRYN MAWR AVE #310

DUPLICATE FOR:
HENRY M STALEY CHARITABLE TR
DTD 12/17/65 MARK E STALEY

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Account Number
G40-1416487

Financial Advisor
SLANSKY/GUTTILAHAYES - G40

Period Ending
12/31/12

Common Stock

Description	Account Type	Quantity	Symbol	Unit Cost	Current Price	Total Cost Basis	Current Value	Unrealized Gain/(Loss)	EY	EAI	Portfolio Percent
HP BILLITON LTD PONSORED ADR	(C) CASH	140 ✓	BHP ✓	87 37000	78 42000	12,231 80 ✓	10,978 80	(1,253)	2 856%	313	5 17
RITISH AMERN TOB PLC PONSORED ADR	(C) CASH	75 ✓	BTI	75 62000	101 25000	5,671 50 ✓	7,593 75	1,922	4 160%	315	3 57
ROCKFIELD ASSET MGMT INC LA LTD VT SH	(O) CASH	80 ✓	BAM	30 84000	36 65000	2,467 20 ✓	2,932 00	465	1 527%	44	1 38
ANADIAN NATL RY CO	(S) CASH	90 ✓	CNI	72 44000	91 01000	6,519 60 ✓	8,190 90	1,671	1 658%	135	3 85
ANADIAN NAT RES LTD	(G) CASH	195 ✓	CNQ	48 83990	28 87000	9,523 78 ✓	5,629 65	(3,894)	1 464%	82	2 65
ANADIAN PAC RY LTD	(S) CASH	115 ✓	CP	63 89000	101 62000	7,347 35 ✓	11,686 30	4,339	1 387%	162	5 50
IAGEO P L C PONSORED ADR	(J) CASH	85 ✓	DEO	73 25000	116 58000	6,226 25 ✓	9,909 30	3,683	2 379%	235	4 66
ANULIFE FINL CORP	(I) CASH	150 ✓	MFC	16 65000	13 59000	2,497 50 ✓	2,038 50	(459)	3 877%	79	0 96
ESTLE SA PONSORED ADR	(J) CASH	165 ✓	NSRGY	55 32000	65 11200	9,127 80 ✓	10,743 48	1,616	2 721%	292	5 05
QVARTISA G PONSORED ADR	(L) CASH	90 ✓	NVS	53 77000	63 30000	4,839 30 ✓	5,697 00	858	3 327%	189	2 68
OTASH CORP SASK INC	(C) CASH	205 ✓	POT	55 27990	40 69000	11,332 38 ✓	8,341 45	(2,991)	2 064%	172	3 92
IO TINTO PLC PONSORED ADR	(C) CASH	200 ✓	RIO	64 60000	58 05000	12 920 00 ✓	11,618 00	(1,302)	2 849%	331	5 47
CHLUMBERGER LTD	(G) CASH	150 ✓	SLB	87 10990	69 29860	13,066 49 ✓	10,394 79	(2,672)	1 587%	165	4 89
UNCOR ENERGY INC NEW	(G) CASH	290 ✓	SU	44 49660	32 98000	12,904 00 ✓	9,584 20	(3,340)	1 588%	151	4 50
ALISMAN ENERGY INC	(G) CASH	115 ✓	TLM	23 60000	11 33000	2 714 00 ✓	1,302 95	(1,411)	2 383%	31	0 61
ECK RESOURCES LTD LB	(C) CASH	60 ✓	TCK	35 18220	36 35000	2,110 93 ✓	2,181 00	70	2 470%	53	1 03
ENARIS SA PONSORED ADR	(C) CASH	240 ✓	TS	44 88000	41 92000	10 771 20 ✓	10,060 80	(710)	1 812%	182	4 73
NILEVER N V Y SHS NEW	(J) CASH	195 ✓	UN	29 50990	38 30000	5 754 43 ✓	7 488 50	1,714	2 720%	203	3 51
ALE SA DR	(C) CASH	320 ✓	VALE	31 55990	20 96000	10,099 17	6 707 20	(3,392)	1 479%	99	3 16



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STATEMENT OF ACCOUNT



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DUPLICATE FOR:
HENRY M STALEY CHARITABLE TR
DTD 12/17/65 MARK E STALEY

Account Number
G40-1416487

Financial Advisor
SLANSKY/GUTTILAHAYES - G40

Period Ending
12/31/12

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Common Stock

Description	Account Type	Quantity	Symbol	Unit Cost	Current Price	Total Cost Basis	Current Value	Unrealized Gain/(Loss)	EY	EAI	Portfolio Percent
ARA INTL ASA SPONSORED ADR	(A) CASH	15	YARIY	46.79000	49.19800	701.85	737.97	36	1.963%	14	0.35
SUB-TOTAL COMMON STOCK.....											
						230,717.22	207,327.26	(23,389)		4,105	97.55
TOTAL EQUITIES.....						230,717.22	207,327.26	(23,389)		4,105	97.55



FORM 990-PF

GRANT APPLICATION SUBMISSION INFORMATION
PART XV, LINES 2A THROUGH 2D

STATEMENT 9

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

MARK E STALEY, TRUSTEE
2700 WESTPORT
SPRINGFIELD, IL 62711

FORM AND CONTENT OF APPLICATIONS

STATEMENT OF PURPOSE, SPECIFIC NEEDS, SPECIFIC BUDGET, PROJECTED BENEFITS &
DETAILED PROGRAM.

ANY SUBMISSION DEADLINES

NONE

RESTRICTIONS AND LIMITATIONS ON AWARDS

LIMITED TO PUBLIC CHARITABLE ORGANIZATIONS FOR THE FURTHERANCE OF THEIR
SPECIFIED PURPOSES AND THAT, WHERE APPLICABLE, MEETS THE STANDARDS OF CBBB
AND/OR NCIB.

Application for Extension of Time To File an Exempt Organization Return

OMB No. 1545-1709

► **File a separate application for each return.**

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

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

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

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

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

Part I only

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

Type or print	Name of exempt organization or other filer, see instructions. HENRY M STALEY DECLARATION OF CHARITABLE TRUST	Employer identification number (EIN) or 37-6055435
	Number, street, and room or suite no. If a P.O. box, see instructions. 2700 WESTPORT RD	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. SPRINGFIELD, IL 62711	

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

04

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

GROSS KAPLAN & OSIOL, L.L.C.

- The books are in the care of ► **9450 W BRYN MAWR AVE, #310 - ROSEMONT, IL 60018-5272**
Telephone No. ► **847-928-9820** FAX No. ►

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

- 1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until **AUGUST 15, 2013**, to file the exempt organization return for the organization named above. The extension is for the organization's return for:
► ☒ calendar year **2012** or
► ☐ tax year beginning , and ending

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

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	\$	1,374.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$	3,000.
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	\$	0.

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

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

Form **8868** (Rev. 1-2013)