Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

OMB No 1545-0052

2012

Open to Public Inspection

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

Name of foundation ALEXANDER MCCAUSLAND CHARITABLE
485-6520858102

A Employer identification number 37-6437195

Number and street (or P O box number if mail is not delivered to street address) 1525 W W.T. HARRIS BLVD. D1114-044

Room/suite

B Telephone number (see instructions) 855- 739-2922

City or town, state, and ZIP code CHARLOTTE, NC 28288

C If exemption application is pending, check here ▶ ☐

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

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

H Check type of organization: ☒ 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)* ▶ $ 15,885,440.

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

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

ENVELOPE POSTMARK DATE MAY 03 2013

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

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)				
	2 Check ▶ ☒ if the foundation is **not** required to attach Sch B				
	3 Interest on savings and temporary cash investments	108.	108.		STMT 1
	4 Dividends and interest from securities	416,271.	416,205.		STMT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	567,315.			
	b Gross sales price for all assets on line 6a 6,951,085.				
	7 Capital gain net income (from Part IV, line 2)		567,315.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 **Total** Add lines 1 through 11	983,694.	983,628.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	176,663.	132,497.		44,166.
	14 Other employee salaries and wages		NONE	NONE	
	15 Pension plans, employee benefits		NONE	NONE	
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule) STMT 12	2,665.	2,665.		
	17 Interest				
	18 Taxes (attach schedule) (see instructions) STMT 13	20,756.	5,509.		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings		NONE	NONE	
	22 Printing and publications		NONE	NONE	
	23 Other expenses (attach schedule) STMT 14	1,694.	1,694.		
	24 **Total operating and administrative expenses.** Add lines 13 through 23	201,778.	142,365.	NONE	44,166.
	25 Contributions, gifts, grants paid	733,751.			733,751.
	26 **Total expenses and disbursements** Add lines 24 and 25	935,529.	142,365.	NONE	777,917.
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	48,165.			
	b **Net investment income** (if negative, enter -0-)		841,263.		
	c **Adjusted net income** (if negative, enter -0-)				

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JSA For Paperwork Reduction Act Notice, see instructions.
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Form 990-PF (2012)

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Part II Balance Sheets

		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing			
	2	Savings and temporary cash investments	977,338.	416,963.	416,963.
	3	Accounts receivable ▶ Less allowance for doubtful accounts ▶			
	4	Pledges receivable ▶ Less allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ Less allowance for doubtful accounts ▶ NONE			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10 a	Investments - U S and state government obligations (attach schedule) STMT 15	3,304,231.	3,038,308.	3,106,341.
	b	Investments - corporate stock (attach schedule) STMT 18	7,310,535.	7,287,527.	9,337,230.
	c	Investments - corporate bonds (attach schedule) STMT 42	1,938,097.	2,675,665.	2,823,993.
	11	Investments - land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
	12	Investments - mortgage loans			
	13	Investments - other (attach schedule)			
	14	Land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
	15	Other assets (describe ▶ STMT 45)	22,459.	200,169.	200,913.
	16	**Total assets** (to be completed by all filers - see the instructions Also, see page 1, item I)	13,552,660.	13,618,632.	15,885,440.
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities** (add lines 17 through 22)		NONE	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here and complete lines 27 through 31 ▶ ☒			
	27	Capital stock, trust principal, or current funds	13,552,660.	13,618,632.	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	**Total net assets or fund balances** (see instructions)	13,552,660.	13,618,632.	
	31	**Total liabilities and net assets/fund balances** (see instructions)	13,552,660.	13,618,632.	

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	13,552,660.
2	Enter amount from Part I, line 27a	2	48,165.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 46	3	19,816.
4	Add lines 1, 2, and 3	4	13,620,641.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 47	5	2,009.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	13,618,632.

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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	PUBLICLY TRADED SECURITIES			
b				
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	6,951,085.		6,383,770.	567,315.
b				
c				
d				
e				

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

	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col. (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a				567,315.
b				
c				
d				
e				

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 } 2 567,315.

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2011	744,706.	16,139,492.	0.046142
2010	420,985.	14,915,108.	0.028225
2009	142,671.	10,645,383.	0.013402
2008			
2007			

2	**Total** of line 1, column (d)	2	0.087769
3	Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.029256
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	16,003,007.
5	Multiply line 4 by line 3	5	468,184.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	8,413.
7	Add lines 5 and 6	7	476,597.
8	Enter qualifying distributions from Part XII, line 4	8	777,917.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 Date of ruling or determination letter ________________ (attach copy of letter if necessary - see instructions)				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☒ and enter 1% of Part I, line 27b			1	8,413.
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)				
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			2	
3	Add lines 1 and 2			3	8,413.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			4	NONE
5	**Tax based on investment income** Subtract line 4 from line 3. If zero or less, enter -0-			5	8,413.
6	Credits/Payments:				
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a	17,750.		
b	Exempt foreign organizations - tax withheld at source	6b	NONE		
c	Tax paid with application for extension of time to file (Form 8868)	6c	NONE		
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments Add lines 6a through 6d			7	17,750.
8	Enter any **penalty** for underpayment of estimated tax Check here ☒ if Form 2220 is attached			8	
9	**Tax due** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	
10	**Overpayment** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	9,337.
11	Enter the amount of line 10 to be **Credited to 2013 estimated tax** ▶ 8,416. **Refunded** ▶			11	921.

Part VII-A Statements Regarding Activities

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

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

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

Website address ▶ N/A

14 The books are in care of ▶ WELLS FARGO BANK NA Telephone no ▶ (855)739-2922

Located at ▶ 1 W 4TH ST D4000-062, WINSTON-SALEM, NC ZIP+4 ▶ 27101-3818

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

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

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

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

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

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

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

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

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

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

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

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

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)? **5b**

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

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

If "Yes," attach the statement required by Regulations section 53 4945-5(d).

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

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

If "Yes" to 6b, file Form 8870

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

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

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
WELLS FARGO BANK NA 1525 W WT HARRIS BLVD D1114-044, CHARLOTTE, NC 28288-	TRUSTEE 40	176,663.	-0-	-0-

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

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

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

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

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

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

Part IX-A Summary of Direct Charitable Activities

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

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

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes.		
a	Average monthly fair market value of securities	1a	15,204,726.
b	Average of monthly cash balances	1b	1,041,982.
c	Fair market value of all other assets (see instructions)	1c	NONE
d	Total (add lines 1a, b, and c)	1d	16,246,708.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	16,246,708.
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	243,701.
5	**Net value of noncharitable-use assets** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	16,003,007.
6	**Minimum investment return.** Enter 5% of line 5	6	800,150.

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	800,150.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	8,413.		
b	Income tax for 2012. (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	8,413.
3	Distributable amount before adjustments Subtract line 2c from line 1			3	791,737.
4	Recoveries of amounts treated as qualifying distributions			4	NONE
5	Add lines 3 and 4			5	791,737.
6	Deduction from distributable amount (see instructions)			6	NONE
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1			7	791,737.

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	777,917.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	**Qualifying distributions** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	777,917.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions)	5	8,413.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	769,504.

Note The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

Part XIII Undistributed Income (see instructions)

		(a) Corpus	(b) Years prior to 2011	(c) 2011	(d) 2012
1 Distributable amount for 2012 from Part XI, line 7					791,737.
2 Undistributed income, if any, as of the end of 2012					
a Enter amount for 2011 only				735,557.	
b Total for prior years 20 10 ,20____, 20____			NONE		
3 Excess distributions carryover, if any, to 2012:					
a From 2007	NONE				
b From 2008	NONE				
c From 2009	NONE				
d From 2010	NONE				
e From 2011	NONE				
f Total of lines 3a through e		NONE			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ $ 777,917.					
a Applied to 2011, but not more than line 2a				735,557.	
b Applied to undistributed income of prior years (Election required - see instructions)			NONE		
c Treated as distributions out of corpus (Election required - see instructions)		NONE			
d Applied to 2012 distributable amount					42,360.
e Remaining amount distributed out of corpus		NONE			
5 Excess distributions carryover applied to 2012 *(If an amount appears in column (d), the same amount must be shown in column (a).)*		NONE			NONE
6 **Enter the net total of each column as indicated below:**					
a Corpus Add lines 3f, 4c, and 4e Subtract line 5		NONE			
b Prior years' undistributed income Subtract line 4b from line 2b			NONE		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed			NONE		
d Subtract line 6c from line 6b Taxable amount - see instructions			NONE		
e Undistributed income for 2011. Subtract line 4a from line 2a Taxable amount - see instructions					
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013					749,377.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)		NONE			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)		NONE			
9 **Excess distributions carryover to 2013.** Subtract lines 7 and 8 from line 6a		NONE			
10 Analysis of line 9.					
a Excess from 2008	NONE				
b Excess from 2009	NONE				
c Excess from 2010	NONE				
d Excess from 2011	NONE				
e Excess from 2012	NONE				

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

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

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

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

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

1 **Information Regarding Foundation Managers:**

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

N/A

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

N/A

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

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

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

SEE STATEMENT 48

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

SEE ATTACHED STATEMENT FOR LINE 2

c Any submission deadlines

SEE ATTACHED STATEMENT FOR LINE 2

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

SEE ATTACHED STATEMENT FOR LINE 2

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 STATEMENT 56				733,751.
Total . . . . ▶ 3a				733,751.
b *Approved for future payment*				
Total . . . . ▶ 3b				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	108.	
4 Dividends and interest from securities			14	416,271.	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	567,315.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)				983,694.	

13 Total Add line 12, columns (b), (d), and (e) . . . . 13 983,694.

(See worksheet in line 13 instructions to verify calculations)

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

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

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

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

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

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

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

b If "Yes," complete the following schedule.

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

Sign Here

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

S V P.

▶ Wells Fargo Bank, N.A | 05/01/2013 | ▶ Trustee

Signature of officer or trustee | Date | Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN

Firm's name ▶

Firm's EIN ▶

Firm's address ▶

Phone no

FORM 990PF, PART I - INTEREST ON TEMPORARY CASH INVESTMENTS

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
WELLS FARGO - SECURED MARKET DEPOSIT ACC	108.	108.
TOTAL	108.	108.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
ABB LTD SPONSORED ADR	693.	693.
AFLAC INC 2.650% 2/15/17	468.	468.
AT&T INC 5.600% 5/15/18	4,536.	4,536.
ABBOTT LABS W/RIGHTS ATTACHED EXP 11/10/	1,835.	1,835.
ADECCO SA ADR	469.	469.
ADIDAS-AG ADR	465.	465.
ADVANCE AUTO PARTS COM	9.	9.
ADVISORS SER TR PIA BBB BOND	8,778.	8,778.
AGILENT TECHNOLOGIES INC COM	79.	79.
AIXTRON SE AKTIENGESELL HAFT SPN ADR	252.	252.
ALLIANZ AG-ADR COM	907.	907.
AMERICA MOVIL S A DE C V SPONSORED ADR R	86.	86.
AMERICAN EXPRESS CO COM	1,653.	1,653.
AMERICAN EXPRESS CO 2.750% 9/15/15	671.	671.
AMERICAN TOWER CORP	887.	887.
AMETEK INC (NEW) COM	76.	76.
AMGEN INC COM W/RTS ATTACHED EXP 03/21/2	2,019.	2,019.
AMGEN INC 3.875% 11/15/21	1,140.	1,140.
AMPHENOL CORP NEW CL A	105.	105.
ANGLO AMERN PLC ADR	403.	403.
ANHEUSER-BUSCH INBEV SPN ADR	429.	429.
AON CORP 3.125% 5/27/16	781.	781.
APACHE CORP COM RTS EXP 01/31/2006	255.	255.
APPLE COMPUTER INC COM	4,272.	4,272.
ARM HLDGS PLC SPONSORED ADR	105.	105.
ASAHI KASEI CORP ADR	405.	405.
ASHLAND INC NEW COM	135.	135.
ASSOCIATED ESTATES RLTY CORP COM W/RIGHT	58.	55.
AXA SPONSORED ADR	951.	951.
BASF AG COM	502.	502.
BG GROUP PLC- SPON ADR ISIN US0554342032	231.	231.
BHP BILLITON FIN USA 3.250% 11/21/21	1,183.	1,183.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
BP PLC SPONSORED ADR	213.	213.
BNP PARIBAS ADR COM	454.	454.
BAKER HUGHES INC COM	225.	225.
BANCO BILBAO VIZCAYA ARGENTARIA S A SPON	275.	275.
BANCO DO BRASIL SA ADR	493.	493.
BANK AMER CORP COM	14.	14.
BANK OF AMERICA NA 5.650% 5/01/18	1,978.	1,978.
BANK OF MONTREAL 2.500% 1/11/17	451.	451.
BANK MONTREAL QUE COM	391.	391.
BANK OF NOVA SCOTIA	728.	728.
BAYER A G-SPONS ADR	923.	923.
BAYERISCHE MOTOREN WERKE (BMW) ADR	552.	552.
BELLE INTERNAT-UNSPON ADR	144.	144.
BERKSHIRE HATHAWAY 4.850% 1/15/15	2,280.	2,280.
BHP LIMITED SPONS ADR COM	1,243.	1,243.
BOEING CO COM	3,152.	3,152.
BRISTOL-MYERS SQUIBB CO COM	5,712.	5,712.
BRITISH TELECOM PLC 2.000% 6/22/15	650.	650.
CME GROUP INC	4,500.	4,500.
CNOOC LTD SPONSORED ADR	70.	70.
CVS CORP COM	1,635.	1,635.
CVS CAREMARK CORP 3.250% 5/18/15	813.	813.
CAMECO CORP COM	272.	272.
CANON INC ADR REPSTG 5 SHS	942.	942.
CAPITAL ONE FINL CORP COM RTS EXP 11/29/	600.	600.
CARDINAL HLTH INC COM	1,358.	1,358.
CATERPILLAR INC COM W/RTS EXP 12/11/2006	1,463.	1,463.
CHEVRONTEXACO CORP COM	4,986.	4,986.
CHINA UNICOM LTD SPONSORED ADR	191.	191.
CHURCH & DWIGHT CO INC COM W/RIGHTS ATTA	34.	34.
CISCO SYS INC COM W/RIGHTS ATTACHED EXPI	832.	832.
CISCO SYSTEMS INC 4.450% 1/15/20	828.	828.
CITIGROUP INC 5.125% 5/05/14	1,332.	1,332.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
COACH INC COM W/RTS ATTACHED EXP 5/2/201	787.	787.
COCA-COLA CO COM	3,337.	3,337.
COMCAST CORP NEW CL A	1,845.	1,845.
COMERICA INC COM RT EXPS 07/01/2006	52.	52.
COMPAGNIE FINANCIERE - ADR	162.	162.
COMPANHIA ENERGETICA DE MINAS GERAIS NEW	1,033.	1,033.
CONOCOPHILLIPS COM	2,550.	2,550.
CONOCOPHILLIPS 4.600% 1/15/15	3,772.	3,772.
COSTCO WHOLESALE CORP COM	12,904.	12,904.
COSTCO WHOLESALE COR 5.500% 3/15/17	2,169.	2,169.
CREDIT SUISSE GROUP SPONSORED ADR	916.	916.
CULLEN FROST BANKERS INC COM W/RIGHTS AT	55.	55.
DAIMLER AG- SPN ADR	864.	864.
DANAHER CORP COM	220.	220.
DANONE ADR	332.	332.
DEERE & CO COM	1,160.	1,160.
LUFTHANSA-UNSPONSORED ADR SPONSORED ADR	294.	294.
DEVON ENERGY CORPORA 2.400% 7/15/16	484.	484.
DIAGEO PLC SPONSORED ADR NEW	3,213.	3,213.
DIRECTV HLDG/FIN INC 3.500% 3/01/16	875.	875.
DISCOVERY COMMUNICAT 3.300% 5/15/22	1,142.	1,142.
DOMINION RES INC VA NEW COM	240.	240.
DONALDSON INC COM	16.	16.
DOW CHEMICAL CO/THE 4.250% 11/15/20	1,063.	1,063.
DOW CHEMICAL CO/THE 4.125% 11/15/21	105.	105.
DR PEPPER SNAPPLE GR 2.900% 1/15/16	725.	725.
ENI S P A ADR	673.	673.
EOG RES INC COM	984.	984.
EQT CORPORATION	89.	89.
ECOLAB INC COM	1,162.	1,162.
EMERSON ELEC CO COM W/RTS ATTACHED EXP 1	1,048.	1,048.
EVERCORE PARTNERS INC	256.	256.
FEI CO COM	12.	12.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FANUC CORPORATION ADR	116.	116.
FHLMC POOL #G13585 4.500% 5/01/24	2,108.	2,108.
FHLMC POOL #E02735 3.500% 10/01/25	991.	991.
FEDERAL HOME LN MTG CORP BD DTD 07/16/20	1,076.	1,076.
FED HOME LN MTG CORP 4.500% 7/15/13	900.	900.
FED HOME LN MTG CORP 4.500% 1/15/14	8,775.	8,775.
FED NATL MTG ASSN 5.250% 9/15/16	2,625.	2,625.
FED NATL MTG ASSN 4.625% 10/15/14	4,625.	4,625.
FEDERAL RLTY INVT TR SH BEN INT NEW W/RI	146.	146.
FED HOME LN MTG CORP 4.125% 9/27/13	8,979.	8,979.
FED HOME LN MTG CORP 3.750% 3/27/19	3,750.	3,750.
FED HOME LN MTG CORP 2.000% 8/25/16	1,473.	1,473.
FED HOME LN MTG CORP 0.500% 4/17/15	19.	19.
FNMA POOL #AH6242 4.000% 4/01/26	1,996.	1,996.
FED NATL MTG ASSN 1.750% 5/07/13	1,664.	1,664.
FED NATL MTG ASSN 2.875% 12/11/13	2,156.	2,156.
FED NATL MTG ASSN 2.625% 11/20/14	3,840.	3,840.
FINISH LINE INC CL A	46.	46.
FIRST FINL BANCORP	245.	245.
FIRST REPUBLIC BANK/SAN FRANCI	51.	51.
FIRSTENERGY CORP COM 12/01/2004	278.	278.
FLOWERS FOODS INC-WI COM W/RTS ATTACHED	272.	272.
FORD CREDIT FLOORPLA 1.920% 1/15/19	1,144.	1,144.
FORD MTR CO DEL COM	800.	800.
FREEPORT-MCMORAN C 3.550% 3/01/22	759.	759.
FUJITSU LTD ADR 5	381.	381.
GDF SUEZ SPONSORED ADR	1,192.	1,192.
GARDNER DENVER INC COM RTS EXP 01/31/200	8.	8.
GENERAL ELEC CO COM	4,080.	4,080.
GENERAL ELEC CAP COR 5.400% 2/15/17	4,590.	4,590.
GENERAL ELEC CAP COR 4.800% 5/01/13	4,080.	4,080.
GLAXO SMITHKLINE SPONSORED PLC ADR	361.	361.
GLAXOSMITHKLINE CAPI 5.650% 5/15/18	1,170.	1,170.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
GOLDMAN SACHS GROUP 5.125% 1/15/15	1,794.	1,794.
GOLDMAN SACHS GROUP 6.150% 4/01/18	3,403.	3,403.
HCP INC 3.750% 2/01/16	938.	938.
HDFC BANK LTD-ADR COM	175.	175.
HSBC HLDGS PLC SPONSORED ADR NEW	1,453.	1,453.
HANNOVER RUECKVERSICHER-ADR	841.	841.
HARRIS CORP DEL COM	139.	139.
HEARTLAND EXPRESS INC COM	247.	247.
HEICO CORP-COM	207.	207.
HESS CORP	66.	66.
HEWLETT-PACKARD CO 5.250% 3/01/12	3,934.	3,934.
HOLCIM LTD - ADR	381.	381.
HOME DEPOT INC COM	1,955.	1,955.
HOME DEPOT INC 3.950% 9/15/20	988.	988.
HUNT J B TRANS SVCS INC COM	131.	131.
IAC/INTERACTIVECORP	278.	278.
IMPERIAL TOB GRP PLC SPONSORED ADR	484.	484.
INDUST AND COMM BK OF CHINA - ADR	1,293.	1,293.
INTEL CORP COM	2,610.	2,610.
INTL BUSINESS MACHINES CORP COM	2,591.	2,591.
IBM CORPORATION 4.750% 11/29/12	2,033.	2,033.
INTERNATIONAL GAME TECHNOLOGY COM	79.	79.
INTUIT COM W/RTS EXP 5/1/2008	719.	719.
ITAU UNIBANCO BANCO HOLDING S.A. ADR	701.	701.
ITC HLDGS CORP	216.	216.
JP MORGAN CHASE & CO COM	2,947.	2,947.
JP MORGAN CHASE & CO 4.750% 3/01/15	4,038.	4,038.
JPMORGAN CHASE & CO 4.500% 1/24/22	894.	894.
J P MORGAN CHASE 5.20824% 12/15/44	2,872.	2,872.
JOHNSON & JOHNSON COM	5,096.	5,096.
KOMATSU LTD SPONSORED ADR NEW	946.	946.
KONINKLIJKE AHOLD NV ADR	573.	573.
KONICA MINOLTA HLDS- UNS ADR	166.	166.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
KRAFT FOODS INC-A COM	4,176.	4,176.
KRAFT FOODS INC 4.125% 2/09/16	642.	642.
KURARAY CO LTD-UNSPON ADR	371.	371.
LI & FUNG LTD ADR	560.	560.
LASALLE HOTEL PPTYS COM SH BEN INT	203.	203.
LILLY ELI & CO COM W/RTS EXP 7/28/2008	375.	375.
LOCKHEED MARTIN CORP COM	400.	400.
LOWE'S COMPANIES INC 3.800% 11/15/21	1,457.	1,457.
MDC PARTNERS INC-A	60.	60.
MSC INDL DIRECT INC CL A	162.	162.
MANULIFE FINANCIAL CORP COM	521.	521.
MANULIFE FINANCIAL 3.400% 9/17/15	1,235.	1,235.
MARKETAXESS HLDGS INC	129.	66.
MCDONALDS CORP COM	4,207.	4,207.
MCKESSON HBOC INC COM	1,200.	1,200.
MENS WEARHOUSE INC COM	118.	118.
MERCK & CO INC NEW	3,026.	3,026.
MICROSOFT CORP COM	762.	762.
MID-AMER APT CMNTYS INC COM	283.	283.
MITSUBISHI CORP SPONSORED ADR	509.	509.
MITSUBISHI UFJ FINANCIAL GROUP INC ADR	96.	96.
MONOTYPE IMAGING HOLDINGS INC	29.	29.
MONRO MUFFLER BRAKE INC COM	40.	40.
MONSANTO CO NEW COM	75.	75.
MORNINGSTAR INC	13.	13.
MOSAIC CO 3.750% 11/15/21	1,342.	1,342.
MTN GROUP LTD ADR	605.	605.
NATIONAL AUSTRALIA BK SPONSORED ADR	503.	503.
NATIONAL OILWELL INC COM	360.	360.
NATIONAL RURAL UTILI 4.750% 3/01/14	1,900.	1,900.
NEWCREST MINING LIMITED - ADR	215.	215.
NEWMARKET CORP	11.	11.
NEXEN INC COM	132.	132.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
NEXTERA ENERGY INC	1,668.	1,668.
NISSAN MTR LTD SPONSORED ADR	204.	204.
NOVARTIS AG SPONSORED ADR	415.	415.
NOVO-NORDIST A S ADR	248.	248.
OCCIDENTAL PETE CORP COM	2,577.	2,577.
ORACLE CORP COM	2,462.	2,462.
ORACLE CORP 4.950% 4/15/13	4,208.	4,208.
OXFORD INDS INC COM	68.	68.
POSCO SPONSORED ADR	49.	49.
PALL CORP COM	187.	187.
PDG REALTY SA-SPON ADR	163.	163.
PEPSICO INC 4.650% 2/15/13	3,488.	3,488.
PERNOD-RICARD SA-UNSPON ADR	135.	135.
PETROLEO BRASILEIRO SA PETROBRAS ADR	271.	271.
PFIZER INC COM W/RTS ATTACHED EXP 10/15/	411.	411.
PFIZER INC 5.350% 3/15/15	4,227.	4,227.
PING AN INSURANCE-ADR	224.	224.
PIONEER NAT RES CO COM W/RIGHTS ATTACHED	3.	3.
POTASH CORP SASK INC COM W/RTS ATTACHED	339.	339.
PRECISION CASTPARTS CORP COM W/RIGHTS AT	63.	63.
PROASSURANCE CORPORATION COMMON	611.	611.
PROCTER & GAMBLE CO COM	5,262.	5,262.
PROGRESSIVE CORP OHIO COM	1,060.	1,060.
PROSPERITY BANCSHARES INC	32.	32.
PRUDENTIAL PLC ADR	1,463.	1,463.
PUBLIC SVC ENTERPRISE GRP INC COM	2,293.	2,293.
QUALCOMM INC COM W/RTS ATTACHED	2,509.	2,509.
RALPH LAUREN CORP	87.	87.
REED ELSEVIER N V ADR	572.	572.
RELIANCE STL & ALUM CO COM	200.	200.
REXAM PLC - ADR	461.	461.
RIO TINTO FIN USA LT 2.500% 5/20/16	625.	625.
RIO TINTO PLC SPONSORED ADR	450.	450.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
ROCHE HLDG LTD SPONSORED ADR	1,207.	1,207.
ROLLS-ROYCE PLC SPONSORED ADR	923.	923.
ROPER INDS INC NEW COM W/RTS ATTACHED EX	43.	43.
ROYAL DUTCH SHELL PLC ADR	643.	643.
ROYAL DUTCH SHELL PLC SPONSORED	593.	593.
ROYAL PTT NEDERLAND ROYAL KPN NV	210.	210.
RYDER SYSTEM INC 3.500% 6/01/17	700.	700.
SLM CORP COM	201.	201.
ST JUDE MED INC COM W/RTS ATTACHED EXP 0	161.	161.
SAIPEM SPA-UNSPON ADR	346.	346.
SCHLUMBERGER LTD COM	624.	624.
SIEMENS A G SPONSORED ADR	269.	269.
SINGAPORE TELECOMMUNICATIONS LTD ADR	502.	502.
SMITH & NEPHEW PLC SPDN ADR NEW	233.	233.
SOC. QUIMICA Y MINERA DE CHILE - ADR	78.	78.
STATOIL ASA SPONSORED ADR	547.	547.
STATOIL ASA 3.125% 8/17/17	1,563.	1,563.
SUMITOMO MITSUI TR-SPON ADR	371.	371.
SUNCOR ENERGY INC NEW F	209.	209.
SVENSKA CELLULOSA AB-SP ADR	532.	532.
TJX COS INC NEW COM	690.	690.
TARGET CORP COM	2,074.	2,074.
TELECOM IT CAP 5.250% 10/01/15	1,313.	1,313.
TELENOR ASA ADR	1,800.	1,800.
TENCENT HOLDINGS LTD-UNS ADR	99.	99.
TESCO PLC SPONSORED ADR	716.	716.
TEVA PHARMACEUTICAL INDS LTD ADR	581.	581.
TEXAS INSTRS INC COM	1,330.	1,330.
TEXAS ROADHOUSE, INC COMMON STOCK	86.	86.
3M CO COM	3,601.	3,601.
TIDEWATER INC COM W/RTS ATTACHED EXP 11/	91.	91.
TIM HORTONS INC	32.	32.
TIME WARNER CABLE IN 4.000% 9/01/21	1,297.	1,297.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
TORO CO COM RTS EXP 06/14/2008	12.	12.
TOTAL FINA ELF S A SPONSORED ADR	1,832.	1,832.
TOWERS WATSON & CO CL A	10.	10.
TOYOTA MTR CORP COM (ADR 2)	637.	637.
TOYOTA MOTOR CREDIT 2.000% 9/15/16	789.	789.
US BANCORP DEL COM NEW W/RIGHTS ATTACHED	1,151.	1,151.
UNILEVER N V NEW YORK SHS NEW	179.	179.
UNITED PARCEL SERVIC 5.500% 1/15/18	2,200.	2,200.
US TREASURY NOTES 4.000% 11/15/12	1,838.	1,838.
U S TREASURY NOTES 3.625% 5/15/13	196.	196.
U S TREASURY NOTE 4.000% 2/15/14	2,000.	2,000.
U S TREASURY NOTES 4.750% 5/15/14	1,361.	1,361.
U S TREASURY NOTE 4.250% 8/15/14	3,053.	3,053.
U S TREASURY NOTE 4.250% 8/15/15	10,074.	10,074.
U S TREASURY NOTES 4.500% 2/15/16	3,825.	3,825.
U S TREASURY NOTE 4.625% 11/15/16	10,869.	10,869.
U S TREASURY NOTES 4.625% 2/15/17	1,658.	1,658.
US TREASURY NOTE 4.250% 11/15/17	3,868.	3,868.
US TREASURY NOTE 3.125% 8/31/13	4,341.	4,341.
US TREASURY NOTE 1.750% 1/31/14	3,479.	3,479.
US TREASURY NOTE 3.125% 5/15/19	2,811.	2,811.
US TREASURY NOTE 3.625% 2/15/20	7,802.	7,802.
US TREASURY NOTE 1.375% 3/15/13	1,205.	1,205.
US TREASURY NOTE 2.625% 11/15/20	2,042.	2,042.
US TREASURY NOTE 3.125% 5/15/21	1,094.	1,094.
US TREASURY NOTE 2.125% 8/15/21	1,043.	1,043.
US TREASURY NOTE 2.000% 11/15/21	438.	438.
US TREASURY NOTE 1.750% 5/15/22	538.	538.
UNITED TECHNOLOGIES CORP COM	784.	784.
UNITEDHEALTH GRP INC COM	2,040.	2,040.
UNUMPROVIDENT CORP COM	1,155.	1,155.
VAIL RESORTS INC COM	28.	28.
VALSPAR CORP COM W/RIGHTS ATTACHED EXP 5	52.	52.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
VANGARD MSCI EMERGING MARKETS EFT	4,296.	4,296.
VERIZON COMMUNICATIO 2.000% 11/01/16	1,810.	1,810.
VODAFONE GROUP PLC SPONSORED ADR	3,356.	3,356.
VOLKSWAGEN A G SPONSORED ADR	386.	386.
WAL-MART DE MEXICO S A DE C V SPONSORED	209.	209.
WALGREEN CO 5.250% 1/15/19	2,363.	2,363.
WASTE CONNECTIONS INC COM	23.	23.
WASTE MANAGEMENT INC 2.600% 9/01/16	605.	605.
WESTAR ENERGY INC COM	72.	72.
WESTPAC BANKING CORP 4.875% 11/19/19	1,584.	1,584.
WILEY JOHN & SONS INC CL A	190.	190.
WOLVERINE WORLD WIDE INC. COM	20.	20.
WOODSIDE PETROLEUM LIMITED - ADR	594.	594.
WORLEYPARSONS LTD-UNSPON ADR	527.	527.
WYNDHAM WORLDWIDE CORP	188.	188.
WYNN RESORTS LTD	700.	700.
XSTRATA PLC ADR	703.	703.
ZURICH FINL SVCS SPONSORED ADR	1,218.	1,218.
ACCENTURE PLC	1,080.	1,080.
ENDURANCE SPECIALTY HOLDINGS	65.	65.
SEADRILL LIMITED	770.	770.
SIGNET JEWELERS LIMITED	73.	73.
ACE LIMITED	4,820.	4,820.
ALLIED WORLD ASSURANCE	391.	391.
TYCO INTERNATIONAL LTD NEW	244.	244.
AVAGO TECHNOLOGIES LTD	168.	168.
TOTAL	416,271.	416,205.

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
PHILADELPHIA INTL ADV - ADVISO	842.	842.
NATIXIS ASSET MGMT - ADVISOR F	1,153.	1,153.
EAGLE ASSET MGMT - ADVISOR FEE	670.	670.
TOTALS	2,665.	2,665.

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN TAXES	5,062.	5,062.
FEDERAL ESTIMATES - PRINCIPAL	15,247.	
FOREIGN TAXES ON QUALIFIED FOR	256.	256.
FOREIGN TAXES ON NONQUALIFIED	191.	191.
TOTALS	20,756.	5,509.

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
ADR FEES	1,583.	1,583.
TAX RECLAIM FEE	66.	66.
DEPOSITORY SERVICE FEE	45.	45.
TOTALS	1,694.	1,694.

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

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
3134A4QD9 FED HOME LN MTG		
3134A4TZ7 FED HOME LN MTG CORP	20,288.	20,469.
31359MW41 FED NATL MTG ASSN	55,560.	58,545.
31359MWJ8 FED NATL MTG ASSN	100,437.	107,738.
9128277L0 US TREASURY NOTE		
9128277B2 US TREASRY NOTE		
912828CT5 U S TREASURY NOTE	116,271.	111,801.
912828EW6 U S TREASURY NOTES	90,974.	95,804.
912828KQ2 US TREASURY NOTE	52,175.	60,023.
912828HH6 US TREASURY NOTE	104,362.	106,556.
912828PC8 US TREASURY NOTE	68,723.	76,825.
912828AP5 US TREASURY NOTE		
060505AR5 BANK OF AMERICA		
06406HBE8 BANK OF NEW YORK MEL		
079860AB8 BELLSOUTH CORPORATIO		
084664AT8 BERKSHIRE HATHAWAY		
36962G3T9 GENERAL ELEC CAP		
38141GEA8 GOLDMAN SACHS GROUP		
428236AL7 HEWLETT-PACKARD CO		
459200BA8 IBM CORPORATION		
637432DC6 NATIONAL RURAL UTILI		
68389XAD7 ORACLE CORP		
713448BG2 PEPSICO INC		
911312AH9 UNITED PARCEL SVC		
931422AE9 WALGREEN CO		
959802AB5 WESTERN UN		
3134A4UM4 FED HOME LN MTG CORP	200,248.	203,662.
3137EABY4 FED HOME LN		
31398AJ94 FED NATL		

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

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
912828EE6 U S TREASURY NOTE	157,917.	164,168.
912828FS4 US TREASURY NOTE		
912828FY1 U S TREASURY NOTE	265,273.	271,940.
912828BA7 US TREASURY NOTE		
912828AJ9 US TREASURY NOTE		
912828GH7 U S TREASURY NOTES	90,321.	89,754.
912828KB5 US TREASURY NOTE		
912828MP2 US TREASURY NOTE	227,351.	252,383.
00206RAM4 AT & T		
20825CAT1 CONOCOPHILLIPS		
36962G2G8 GENERAL ELEC CAP		
38141GFG4 GOLDMAN SACHS GROUP		
46625HCE8 JP MORGAN CHASE & CO		
717081DA8 PFIZER INC		
92343VAN4 VERZON COMMUNICATION		
465562106 ITAU UNIBANCO BANCO		
3137EACW7 FED HOME LN MTG CORP	114,338.	115,768.
313EABS7 FED HOME LN MTG CORP		
3137EACA5 FED HOME LN MTG CORP	109,726.	115,592.
3137EACA5 FED HOME LN MTG CORP		
31359MW41 FED HOME LN MTG CORP		
31359MWJ8 FED HOME LN MTG CORP		
31398AUJ9 FED NATL MTG ASSN	78,784.	76,922.
3138A755C8 FED NATL MTG ASSN		
912828CA6 U S TREASURY NOTE	54,449.	52,119.
912828CT5 U S TREASURY NOTE		
912828EE6 U S TREASURY NOTE		
912828FY1 U S TREASURY NOTE		
912828EW6 U S TREASURY NOTE		

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

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
912828BA7 U S TREASURY NOTE		
912858GH7 U S TREASURY NOTES		
912828JZ4 US TREASURY NOTE	81,549.	80,318.
912858MP2 U S TREASURY NOTE		
912828MT4 U S TREASURY NOTE		
912828KQ2 U S TREASURY NOTE		
912828QN3 US TREASURY NOTE	35,086.	39,689.
912828RC6 US TREASURY NOTE	55,462.	57,819.
912828JK7 U S TREASURY NOTE		
912828PC8 U S TREASURY NOTE		
912828RR3 US TREASURY NOTE	25,184.	25,947.
912828HH6 U S TREASURY NOTE		
912828AP5 U S TREASURY NOTE		
3128MCF26 FHLMC POOL #G13585	54,973.	54,825.
31294MBC4 FHLMC POOL #E02735	132,829.	132,594.
3137EABS7 FED HOME LN MTG CORP	184,910.	177,016.
3137EADD8 FED HOME LN MTG CORP	15,044.	15,061.
3138A75C8 FNMA POOL #AH6242	43,952.	45,165.
31398AZV7 FED NATL MTG ASSN	240,484.	238,173.
912828SV3 US TREASURY NOTE	92,062.	90,780.
912828TJ9 US TREASURY NOTE	169,576.	168,885.
TOTALS	3,038,308.	3,106,341.

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
59156R108 METLIFE INC		
075896100 BED BATH & BEYOND IN		
412822108 HARLEY DAVIDSON INC		
191216100 COCA COLA CO	89,422.	118,610.
22160K105 COSTCO WHOLESALE COR	83,268.	157,968.
126650100 CVS/CAREMARK CORPORA	76,837.	121,649.
718172109 PHILIP MORRIS INTERN	46,425.	43,911.
742718109 PROCTER & GAMBLE CO	171,328.	195,184.
25179M103 DEVON ENERGY CORP		
26875P101 EOG RESOURCES, INC	111,925.	177,441.
674599105 OCCIDENTAL PETE		
025816109 AMERICAN EXPRESS CO	45,339.	121,800.
03076C106 AMERIPRISE FINL		
064058100 BANK NEW YORK MELON		
084670702 BERKSHIRE HATHAWAY I	200,662.	239,230.
540424108 LOEWS CORP		
615369105 MOODYS CORP		
743315103 PROGRESSIVE CORP		
893521104 TRANSATLANTIC HLDGS		
071813109 BAXTER INTL		
075887109 BECTON DICKINSON & C		
302182100 EXPRESS SCRIPTS INC		
478160104 JOHNSON & JOHNSON	161,880.	174,199.
58933Y105 MERCK & CO INC NEW	44,884.	73,733.
717081103 PFIZER INC	48,695.	46,898.
462846106 IRON MOUNTAIN		
539830109 LOCKHEED MARTIN CORP		
00846U101 AGILENT TECHNOLOGIES		
38259P508 GOOGLE INC	9,977.	22,636.

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
428236103 HEWLETT PACKARD		
594918104 MICROSOFT CORP	19,260.	24,520.
882508104 TEXAS INSTRUMENTS IN		
61166W101 MONSANTO CO NEW	3,647.	5,584.
81211K100 SEALED AIR CORP		
136385101 CANADIAN NAT		
25243Q205 DIAGEO PLC - ADR	86,986.	154,002.
40049J206 GRUPO TELEVISA		
H8817H100 TRANSOCEAN LTD		
H89128104 TYCO INTERNATIONAL		
216831107 COOPER TIRE & RUBR		
26153C103 DREAMWORKS ANIMATION		
401617105 GUESS INC		
418056107 HASBRO INC		
46113M108 INTERVAL LEISURE GRO		
918204108 VF CORP		
92769L101 VIRGIN MEDIA		
968223206 WILEY JOHN & SONS IN		
978097103 WOLVERINE WORLD WIDE	8,198.	7,704.
423452101 HELMERICH & PAYNE IN		
626717102 MURPHY OIL CORP		
655044105 NOBLE ENERGY INC		
966387102 WHITING PETE CORP		
125581801 CIT GROUP		
12572Q105 CME GROUP INC	121,242.	114,008.
200340107 COMERICA INC		
254709108 DISCOVER FINANCIAL		
45865V100 INTERCONTINENTALEXCH		
74267C106 PROASSURANCE CORPORA	4,235.	7,932.

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FORM 990PF, PART II - CORPORATE STOCK
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DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
784117103 SEI INVESTMENT COMPA		
78442P106 SLM CORP		
090572207 BIO RAD LABS INC CL	6,497.	6,513.
116794108 BRUKER CORP		
441060100 HOSPIRA INC		
50540R409 LABORATORY CRP OF		
58502B106 MEDNAX INC		
790849103 ST JUDE MED		
00508X203 ACTUANT CORP-CL A	8,297.	8,094.
382388106 GOODRICH CORP		
443510201 HUBBELL INC		
451734107 IHS INC		
688239201 OSHKOSH CORP		
776696106 ROPER INDS		
879360105 TELEDYNE TECHNOLOGIE		
911363109 UNITED RENTAL INC		
941053100 WASTE CONNECTIONS IN	4,084.	4,190.
00846U101 AGILENT TECHNOLOGIES		
032095101 AMPHENOL CORP		
03662Q105 ANSYS INC		
25659T107 DOLBY LABORATORIES		
30241L109 FEI CO		
595017104 MICROCHIP TECHNOLOGY		
61022P100 MONOTYP IMAGING		
729132100 PLEXUS CORP		
743312100 PROGRESS SOFTWARE CO	8,190.	8,501.
74834T103 QUEST SOFTWARE		
871607107 SYNOPSYS INC		
012653101 ALBEMARL CORP		

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
228368106 CROWN HLDG		
772739207 ROCK-TENN		
834376501 SOLUTIA INC		
H01531104 ALLIED WORLD ASSURAN		
M22465104 CHECK POINT SOFTWARE		
G3075P101 ENSTAR GROUP		
45103T107 ICON PLC - ADR	6,038.	6,024.
G47791101 INGERSOLL-RAND		
88157K101 TESCO CORP		
G98290102 XL GROUP PLC		
754907103 RAYONIER INC		
437076102 HOME DEPOT INC	32,231.	104,217.
655664100 NORDSTROM INC		
708160106 PENNY JC INC		
731572103 POLO RALPH LAUREN		
887317303 TIME WARNER INC		
423074103 HEINZ HJ		
786514208 SAFEWAY INC		
427866108 THE HERSHEY CO		
20825C104 CONOCOPHILLIPS	69,172.	89,653.
42809H107 HESS CORP		
74733V100 QUESTAR MKT RESOURCE		
060505104 BANK OF AMERICA		
27579R104 EAST WEST BANCORP IN	7,776.	7,865.
46625H100 JPMORGAN CHASE & CO	164,425.	216,680.
55261F104 M & T BANK CORPORATI		
665859104 NORTHERN TRUST CORP		
808513105 SCHWAB CHARLES CORP		
989701107 ZION BANCORP		

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FORM 990PF, PART II - CORPORATE STOCK
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DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
002824100 ABBOTT LABS	44,207.	59,802.
071813109 BAXTER INTL		
532457108 ELI LILLY & CO COM	41,111.	37,730.
441060100 HOSPIRA INC		
097023105 BOEING CO	95,886.	134,970.
244199105 DEERE & CO	22,803.	56,000.
666807102 NORTHROP GRUMMAN		
784635104 SPX CORP		
037833100 APPLE INC	85,928.	428,931.
268648102 E M C CORP MASS	60,242.	139,504.
278642103 EBAY INC		
459200101 INTERNATIONAL BUSINE	92,983.	150,367.
461202103 INTUIT COM	35,123.	68,991.
608554200 MOLEX INC		
68389X105 ORACLE CORPORATION	127,421.	195,322.
882508104 TEXAS INSTRUMENTS		
260543103 DOW CHEMICAL CO		
65339F101 NEXTERA ENERGY INC	24,242.	48,087.
748356102 QUESTAR CORP		
05964H105 BANCO SANTANDER		
05964H105 BANCO SANTANDER		
25243Q205 DIAGEO PLC		
606822104 MITSUBISHI UF		
904784709 UNILEVER N.V. - ADR	20,978.	21,640.
92857W209 VODAFONE GROUP PLC N	64,479.	70,885.
H27013103 WEATHERFORD		
023135106 AMAZON COM INC COM	37,225.	137,728.
099724106 BORG WARNER		
189754104 COACH INC	20,317.	32,362.

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FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
580135101 MCDONALDS CORP	149,692.	145,105.
64110L106 NETFLIX.COM		
655664100 NORDSTROM		
741503403 PRICELINE COM INC	15,282.	46,529.
855244109 STARBUCKS CORP		
87612E106 TARGET CORP	79,931.	92,956.
918204108 V F CORP		
191216100 COCA COLA		
194162103 COLGATE PALMOLIVE		
582839106 MEAD JOHNSON NUTRITI		
742718109 PROCTER & GAMBLE		
13342B105 CAMERON INTL		
247916208 DENBURY RESOURCES		
26875P101 EOG RESOURCES		
75281A109 RANGE RES		
845467109 SOUTHWESTERN ENERGY		
12572Q105 CME GROUP		
46625H100 JPMORGAN CHASE & CO		
018490102 ALLERGAN INC		
031162100 AMGEN INC	76,278.	120,852.
151020104 CELGENE CORP		
302182100 EXPRESS SCRIPTS INC		
50540R409 LABORATORY CRP		
91324P102 UNITEDHEALTH GROUP I	98,523.	138,312.
097023105 BOEING CO		
149123101 CATERPILLAR INC	40,680.	52,869.
231021106 CUMMINS INC		
235851102 DANAHER CORP		
291011104 EMERSON ELECTRIC CO	23,210.	34,477.

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FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
740189105 PRECISION CASTPARTS	52,385.	79,556.
774341101 ROCKWELL COLLINS		
913017109 UNITED TECHNOLOGIES	19,829.	31,656.
88579Y101 3M CO	134,198.	141,689.
00724F101 ADOBE SYS		
037833100 APPLE INC		
17275R102 CISCO SYSTEMS INC	29,025.	32,677.
177376100 CITRIX SYS		
219350105 CORNING INC		
268648102 E M C CORP		
315616102 F5 NETWORK		
48203R104 JUNIPER NETWORKS		
64110D104 NETAPP INC		
79466L302 SALES FORCE		
80004C101 SANDISK CORP		
882508104 TEXAS INSTRUMENTS		
01741R102 ALLEGHENY TECHNOLOGI		
35671D857 FREE-MCMORAN COOPER		
029912201 AMERICAN TOWER SYS		
594918104 MICROSOFT CORP		
68389X105 ORACLE CORPORATION		
92826C839 VISA INC		
136385101 CANADIAN NAT		
M22465104 CHECK POINT SOFTWARE		
G2554F105 COVIDIEN PLC		
22943F100 CTRIP.COM		
73755L107 POTASH CORP		
806857108 SCHLUMBERGER LTD	40,872.	40,193.
007989577 ADVISOR SER TR		

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FORM 990PF, PART II - CORPORATE STOCK
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DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
000375204 ABB LTD		
00687A107 ADIDAS-AG		
009606104 AIXTRON AG		
03524A108 ANHEUSER-BUSH		
042068106 ARM HOLDINGS		
049255706 ATLAS COPCO		
03485P201 ANGLO AMERN PLC		
054536107 AXA-ADR		
064149107 BANK N S HALIFAX	30,402.	33,397.
072743206 BAYERISCHE MOTOREN		
055434203 BG GROUP PLC		
088606108 BHP BILLITON LIMITED	63,684.	70,578.
05565A202 BNP PARIBAS		
111013108 BRITISH SKY BROADCAS		
13321L108 CAMECO CORP		
138006309 CANON INC		
204319107 COMPAGNIE FINANCIERE		
204409601 COMPANHIA ENERGETICA		
225401108 CREDIT SUISSE GROUP		
12637N105 CLS LIMITED		
251542106 DEUTSCHE BOERSE AG A	16,848.	18,046.
29666V204 ESPRIT HOLDING		
307305102 FANUC		
40415F101 HDFC BANK LTD		
404280406 HSBC-ADR		
455807107 INDUSTRIAL AND COMME		
501897102 LI & FUNG LTD		
H50430232 LOGITECH INTERNATION		
55607P105 MACQUARE BK LTD		

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
56501R106 MANULIFE FINANCIAL		
L6388F110 MILLICOM INTL		
641069406 NESTLE S.A. REGISTER	53,373.	52,788.
647581107 NEW ORIENTAL ED		
66987V109 NOVARTIS AG - ADR	32,775.	37,220.
670100205 NOVO NORDISK		
71646E100 PETROCHINA COMPANY		
71654V408 PETROLEO BRASILEIRO		
74435K204 PRUDENTIAL PLC - ADR	14,770.	30,035.
767204100 RIO TINTO PLC		
771195104 ROCHE HOLDINGS LTD -	26,843.	35,451.
79376W208 SAIPEM SPA		
833635105 SOC QUIMICA MINERA		
835707100 SONY FINANCIAL		
867224107 SUNCORE ENERGY		
87944W105 TELENOR ASA - ADR	10,931.	17,250.
88032Q109 TENCENT HOLDIGNS		
881575302 TESCO PLC		
881624209 TEVA PHARMACEUTICAL		
89151E109 TOTAL S.A. - ADR	147,635.	164,612.
892331307 TOYOTA MOTOR CORP		
91912E105 VALE SA		
925458101 VESTAS WIND SYS		
93114W107 WAL-MART DE MEXICO		
368287207 GAZPROM LEVEL		
018805101 ALLIANZ SE ADR	32,918.	39,484.
043400100 ASAHI KASEI CORP		
046353108 ASTRAZENECA PLC ADR	34,265.	34,034.
054536107 AXA-ADR		

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
05523R107 BAE SYSTEMS PLC - AD	17,176.	18,604.
05946K101 BANCO BILBAO VIZAYA		
05964H105 BANCO SANTANDER.		
05964H105 BANCO SANTANDER		
06426M104 BANK OF CHINA		
055262505 BASF AKTIENGESELLSCH	25,554.	37,050.
055434203 BG GROUP PLC		
088606108 BHP BILLITON LIMITED		
05565A202 BNP PARIBAS		
153766100 CENTRAL JAPAN		
20441B407 COMP. PARANAENSE DE		
225401108 CREDIT SUISSE GROUP		
23304Y100 DBS GROUP HOLDINGS		
25030W100 DESARROLLADORA HOMEX		
256561304 DEUTSCHE LUFTHANSA		
26874R108 ENI SPA		
344419106 FOMENTO ECONOMICO		
359590304 FUJITSU LIMITED		
37733W105 GLAXOSMITHKLINE PLC	31,120.	29,560.
410693105 HANNOVER REINS		
448415208 HUTCHISON WHAMPOA		
48667L106 KDDI CORPORATIONS		
500467402 KONINKLUIJKE AHOLD		
505861401 LAFARGE ADR		
584469407 MEDIASET S P A		
606769305 MITSUBISHI CORPORATI		
62474M108 MTN GROUP LTD		
632525408 NATIONAL AUSTRAILIA		
64110W102 NETEASE.COM		

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
66987V109 NOVARTIS AG		
74435K204 PRUDENTIAL PLC		
758204200 REED ELSEVIER		
761655406 REXAM PLC		
771195104 ROCHE HOLDINGS LTD		
775781206 ROLLS ROYCE GROUP PL		
780259107 ROYAL DUTCH SHELL		
813113206 SECOM LTD UNSPONSORE		
83175M205 SMITH & NEWPHEW PLC		
83364L109 SOCIETE GENERALE-ADR		
85771P102 SATOIL ASA		
87425E103 TALISMAN ENERGY INC		
879382208 TELEFONICA SA		
87944W105 TELENOR ASA		
87260W101 TNT NV		
917302200 USINAS SIDERURGICA		
98418K105 XSTRATA PLC		
98982M107 ZURICH FINANCIAL SVC		
003881307 ACADIA RESEARCH		
51723800 AMAZON CON		
51723800 BED BATH AND BEYOND		
51723800 BORG WARNER INC COM		
6520856382 BORG WARNER INC CO		
1897554104 COACH INC		
20030N101 COMCAST CORP CLASS A	65,220.	114,882.
25470M109 DISH NETWORK CORP		
51723800 FORD MOTOR COMPANY		
349882100 FOSSIL INC COM		
437076102 HOME DEPOT INC		

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FORM 990PF, PART II - CORPORATE STOCK
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DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
530322106 LIBERTY MEDIA CORP		
580135101 MCDOLNALDS CORP		
741503403 PRICELINE COM INC		
751212101 RALPH LAUREN		
835989107 SOTHBYS		
87612E106 TARGET CORP		
891894107 TOWERS WATSON		
968223206 WILEY JOHN AND SONS		
978097103 WOLVERINE WORLD WIDE		
143130102 CARMAX INC		
98310W108 WINDHAM WORLDWIDE		
983134107 WYNN RESORTS		
171340102 CHURCH & DWIGHT INC		
191216100 COCA COLA CO		
22160K105 COSTCO WHOLESALE COR		
126650100 CVS CAREMARK CORP		
343498101 FLOWERS FOODS INC	8,008.	9,052.
50075N104 KRAFT FOODS		
742718109 PROCTOR AND GAMBLE		
057224107 BAKER HUGHES INC COM		
166764100 CHEVRON CORP	233,605.	245,478.
20825C104 CONOCO PHILLIPS		
25179M103 DEVON		
26875P101 EOG RESOURCES INC		
428094107 HESS CORP		
63707110 NATIONAL OILWELL VARC		
674599105 OCCIDENTAL PETE CORP		
678026105 OIL STATES INTERNATI	4,496.	4,435.
777779307 ROSETTA RESOURCES		

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
886423102 TIDEWATER INC	5,456.	5,406.
025816109 AMERICAN EXPRESS		
0606505104 BANK OF AMERICA		
084670702 BERKSHIRE HATHAWAY		
14040H105 CAPITAL ONE FINANCIA	152,294.	173,790.
14754D100 CASH AMERICA INTERNA		
200340107 COMERICA INC		
229899109 CULLEN FROST BANKERS		
29977A105 EVERCORE PARTNERS IN	12,198.	11,261.
345550107 FOREST CITY ENTERPRI		
45865V100 INTERCONTINETAL EXCH		
46625H100 JP MORGAN CHASE		
540424108 LOEWS CORP		
55261F104 M & T CORP		
74267C106 PROASSURANCE		
743315103 PROGRESSIVE CORP OHI		
78442P106 SLM CORP		
91529Y106 UNUM GROUP		
002824100 ABBOTT LABS		
031162100 AMGEN INC		
090572207 BIO		
090572207 BIO RAD LABS INC		
110122108 BRISTOL MYERS SQUIBB	143,762.	167,676.
14149Y108 CARDINAL HEALTH		
15670R107 CEPHEID		
23918K108 DAVITA INC		
478160104 JOHNSON & JOHNSON		
50540R409 LABORATORY CRP OF AM		
58155Q103 MCKESSON CORP	118,425.	145,440.

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FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
58405U102 MEDCO HEALTH SOLUTIO		
58502B106 MEDNAX INC		
58933Y105 MERCK & CO INC NEW		
780849103 ST JUDE MED INC		
91324P102 UNITEDHEALTH		
031100100 AMETEK INC COM		
073302101 BE AEROSPACE		
097023105 BOEING CO		
149123101 CATERPILLAR INC		
231021106 CUMMINS INC		
235851102 DANAHER CORP		
244199105 DEERE & CO		
291011104 EMERSON ELECTRIC CO		
365558105 GARDNER DENVER INC C	3,828.	3,768.
369604103 GENERAL ELECTRIC CO	96,300.	125,940.
445658107 HUNT J B TRANS SVCS		
539830109 LOCKHEED MARTIN CORP		
553530106 MSC INDL DIRECT INC	2,999.	3,618.
666807102 NORTHROP GRUMMAN		
696429307 PALL CORP		
740189105 PRECISION CASTPARTS		
87817A107 TEAM HEALTH HOLDINGS		
913017109 UNITED TECHNOLGIES C		
92345Y106 VERISK ANALYTICS		
941053100 WASTE CONNECTIONS		
88579Y101 3M CO COM		
00846U101 AGILENT TECHNOLGIES		
032095101 AMPHENOL CORP		
03662Q105 ANSYS INC		

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FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
037833100 APPLE INC		
045327103 ASPEN TECHNOLOGY		
053807103 AVNET INC		
17275R102 CISCO SYSTEMS		
177376100 CITRIX SYS INC COM		
268648102 E M C CORP MASS		
38259P508 GOOGLE INC		
44919P508 IAC INTERACTIVE CORP		
458140100 INTEL CORP	70,920.	61,860.
459200101 INTERNATIONAL B M		
461202103 INTUIT COM		
512807108 LAM RESEARCH CORP CO		
594918104 MICROSOFT CORP		
61022P100 MONOTYPE IMAGING		
68389X105 ORACLE CORP		
727493108 PLANTRONICS INC COM	8,120.	8,849.
747525103 QUALCOMM INC	132,014.	160,835.
88076W103 TERADATA CORP		
882508104 TEXAS INSTRUMENTS IN		
228368106 CROWN HOLDINGS		
278865100 ECOLAB INC	78,584.	100,660.
388689101 GRAPHIC PACKAGING		
61166W101 MONSANTO CO NEW		
759509102 RELIANCE STL AND ALU		
772739207 ROCK TENN CO CL A		
834376501 SOLUTIA INC NEW		
029912201 AMERICAN TOWER SYSTE		
26884L109 EQT CORPORATION		
465685105 ITC HLDGS CORP	3,454.	3,692.

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
65339F101 NEXTERA ENERGY INC		
744573106 PUBLIC SVC ENTERPRIS	25,323.	23,256.
748356102 QUESTAR CORP		
000375204 ABP LTD ADR		
G1151C101 ACCENTURE PLC		
H0023R105 ACE LIMITED	124,040.	159,600.
006754204 ADECCO SA		
00687A107 ADIDAS AG		
009606104 AIXTRON SE AKT		
018805101 ALLIANZ SE		
H01531104 ALLIED WORLD ASSURAN		
02365W105 AMERICA MOVIL		
03485P201 ANGLO AMERN PLC		
03524A108 ANHEUSER BUSCH		
042068106 ARM HOLDINGS PLC		
043400100 ASAHI KASEI CORP		
Y0486S104 AVAGO TECH		
054536107 AXA ADR		
05946K101 BANCO BILBAO		
064149107 BANK N S HALIFAX		
055262505 BASE AKTIENGESELLS		
072730302 BAYER AG ADR		
072730302 BAYER AG ADR		
072743206 BAYERISCHE MOTOREN		
055434203 BG GROUP PLC ADR		
088606108 BHP BILLITON LIMTED		
088606108 BHP BILLITON		
05565A202 BNP PARIBAS ADR		
111013108 BRISTISH SKY BROAD		

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
13321L108 CAMECO CORP C0		
138006309 CANON INC ADR		
M22465104 CHECK POINT SOFTWARE		
16945R104 CHINA UNICOM LTD		
204319107 COMPAGNIE FINANCIERE		
204409601 COMPANHIA ENERGECTIC		
225401108 CREDIT SUISSE GROUP		
233825108 DAIMLER AG SPN		
23636T100 DANONE		
25030W100 DESARROLLADORA		
251542106 DEUTSCHE BOERSE AG		
251561304 DEUTSCHE LUFTHANSA A		
25243Q205 DIAGEO PLC ADR		
307305102 FANUC CORPORATION		
344419106 FOMENTO ECONOMICO		
359590304 FUJITSU LIMITED		
36160B105 GDF SUEZ SPONSORED		
37733W105 GLAXOSMITHKLINE		
398438309 GRIFOLS SA		
410693105 HANNOVER REINS		
40415F101 HDFC BANK LTD		
434741203 HOLCIM LTD		
404280406 HSBC ADR		
404280406 HSBC ADR		
453142101 IMPERIAL TOBACCO GRO		
455807107 INDUSTRIAL AND COMME		
500458401 KOMATSU LIMITED		
500458401 KOMATSU LIMITED ADR		
500458401 KOMATSU LIMITED ADR		

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
50045B104 KONICA MINOLTA		
500467402 KONINKLIJKE AHOLD		
50127R103 KURARAY CO LTD		
501897102 LI & FUNG LTD		
56501R106 MANULIFE FINANCIAL		
552697104 MDC PARTNERS INC A		
606769305 MITSBUSHI CORP		
62474M108 MTN GROUP LTD		
632525408 NATIONAL AUSTRALIA B		
641069406 NESTLE S A REGIS		
647581107 NEW ORIENTAL ED & TE		
65334H102 NEXEN INC		
653656108 NICE SYSTEMS LTD. -	13,009.	12,789.
N63218106 NIELSEN HOLDINGS BV		
654624105 NIPPON TELEGRAPH		
66987V109 NOVARTIS AG ADR		
670100205 NOVO NORDISK		
71654V408 PETROLEO		
72341E304 PING AN INSURANCE		
73755L107 POTASH CORP		
74435K204 PRUDENTIAL PLC ADR		
74435K204 PRUDENTIAL PLC		
6520856337 REED ELSEVIER		
761655406 REXAM PLC		
767204100 RIO TINTO PLC ADR		
771195104 ROCHE HOLDINGS LTD A		
771195104 ROCHE HOLDINGS LTD A		
775781206 ROLLS ROYCE HOLDINGS		
775781206 ROLLS ROYCE HOLDINGS		

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FORM 990PF, PART II - CORPORATE STOCK
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DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
780259107 ROYAL DUTCH SHELL		
79376W208 SAIPEM SPA		
78404D109 SBM OFFSHORE		
806857108 SCHLUMBERGER		
G7945E105 SEADRILL LIMTED		
826197501 SIEMENS AG ADR		
82929R304 SINGAPORE TELE		
83175M205 SMITH & NEPHEW PLC A		
833635105 SOC QUIMICA		
86562X106 SUMITOMO		
867224107 SUNCOR ENERGY		
869587402 SVENSKA CELLULOSA		
87944W105 TELNOR ASA ADR		
87944W105 TELNOR ASA		
88032Q109 TENCENT HOLDIGNS LIM		
88157K101 TESCO CORP		
881575302 TESCO PLC ADR		
881624209 TEVA PHARM		
881624209 TEVA PHARM		
88706M103 TIM HORTONS		
892331307 TOYOTA MOTOR CORP		
H89128104 TYCO INTENA		
92857W209 VODAFONE		
928662303 VOLKSWAGON		
93114W107 WALMART		
H27013103 WEATHERFORD		
980228308 WOODSIDE PRETROL		
98161Q101 WORLEYPARSONS LIMITE		
98418K105 XSTRATA PLC		

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
98418K105 XSRATA PLC		
98982M107 ZURICH		
14161H108 CARDTRONICS		
004764106 ACME PACKET INC	7,632.	8,516.
008252108 AFFILIATED MANAGERS	137,094.	143,165.
009728106 AKORN INC	7,374.	7,335.
016255101 ALIGN TECHNOLOGY INC	5,307.	5,522.
03027X100 AMERICAN TOWER CORP	41,156.	76,188.
037411105 APACHE CORP	130,275.	117,750.
038336103 APTARGROUP INC COM	4,908.	4,915.
04351G101 ASCENA RETAIL GROUP	9,320.	8,736.
049560105 ATMOS ENERGY CORP	3,611.	3,617.
05545E209 BHP BILLITON PLC ADR	17,712.	19,000.
057665200 BALCHEM CORP CLASS B	6,972.	6,926.
063671101 BANK MONTREAL QUE CO	32,762.	33,102.
09063H107 BIOMED RLTY TR INC	5,465.	5,451.
110448107 BRITISH AMERICAN TOB	31,342.	30,881.
119848109 BUFFALO WILD WINGS I	6,127.	6,117.
136069101 CANADIAN IMPERIAL BK	16,615.	16,928.
144577103 CARRIZO OIL & GAS IN	5,583.	5,544.
147528103 CASEYS GEN STORES IN	7,089.	7,646.
178566105 CITY NATL CORP COM	4,440.	4,506.
179895107 CLARCOR INC	8,353.	8,600.
202712600 COMMONWEALTH BK AUS-	34,784.	38,516.
204166102 COMMVAULT SYSTEMS IN	7,077.	7,315.
210313102 CONSTANT CONTACT INC	4,298.	4,561.
217204106 COPART INC COM	6,034.	5,841.
22002T108 CORPORATE OFFICE PRO	6,482.	6,520.
23251P102 CYBERONICS INC COM	5,093.	5,148.

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
235825205 DANA HOLDING CORP	7,884.	8,601.
25746U109 DOMINION RES INC VA	24,370.	23,569.
262037104 DRIL-QUIP INC COM	6,432.	6,648.
26441C204 DUKE ENERGY HOLDING	20,763.	21,692.
297425100 ESTERLINE CORP	6,281.	6,488.
30219E103 EXPRESS INC	6,721.	6,866.
320867104 FIRST MIDWEST BANCOR	4,295.	4,282.
371559105 GENESEE & WYOMING IN	9,591.	9,966.
372460105 GENUINE PARTS CO	14,820.	15,259.
404132102 HCC INS HLDGS INC CO	9,428.	9,526.
40425J101 HMS HLDGS CORP	3,427.	3,810.
405024100 HAEMONETICS CORP MAS	5,515.	5,473.
405217100 HAIN CELESTIAL GROUP	8,820.	7,916.
413875105 HARRIS CORP DEL	17,610.	18,360.
421906108 HEALTHCARE SVCS GROU	6,422.	6,365.
422347104 HEARTLAND EXPRESS IN	3,353.	3,163.
422806109 HEICO CORP	8,533.	8,952.
426281101 HENRY JACK & ASSOC I	8,966.	9,069.
43365Y104 HITTITE MICROWAVE CO	7,342.	7,447.
437306103 HOME PROPERTIES INC	5,501.	5,702.
443320106 HUB GROUP INC	7,490.	7,829.
44930G107 ICU MED INC COM	3,257.	3,351.
451055107 ICONIX BRAND GROUP I	9,341.	10,223.
45167R104 IDEX CORP	10,131.	10,469.
457985208 INTEGRA LIFESCIENCES	7,534.	7,443.
48123V102 J2 GLOBAL INC	9,153.	9,333.
492051305 KEPPEL LTD ADR	16,180.	16,251.
492914106 KEY ENERGY SERVICES	5,959.	6,067.
494368103 KIMBERLY CLARK CORP	35,543.	34,194.

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
50076Q106 KRAFT FOODS GROUP IN	39,186.	54,564.
515098101 LANDSTAR SYS INC COM	5,134.	5,194.
549764108 LUFKIN INDS INC COM	7,646.	8,080.
55027E102 LUMINEX CORP	5,381.	5,224.
556269108 STEVEN MADDEN LTD	7,290.	8,327.
57060D108 MARKETAXESS HLDGS IN	3,066.	3,495.
574795100 MASIMO CORP	4,758.	4,811.
587118100 MENS WEARHOUSE INC C	7,827.	8,102.
59410T106 MICHELIN (CGDE) ADR	17,178.	20,150.
594901100 MICROS SYS INC	6,158.	5,984.
596278101 MIDDLEBY CORP	9,474.	9,488.
609207105 MONDELEZ INTERNATION	72,486.	91,632.
610236101 MONRO MUFFLER BRAKE	6,443.	7,015.
617700109 MORNINGSTAR INC	6,791.	6,660.
62855J104 MYRIAD GENETICS INC	6,857.	6,758.
62942M201 NTT DOCOMO, INC. - A	18,670.	16,932.
636274300 NATIONAL GRID PLC AD	21,931.	22,976.
64126X201 NEUSTAR INC	7,490.	7,799.
651587107 NEWMARKET CORP	3,752.	3,671.
670875509 OMV AG-BEARER SHRS A	18,250.	17,433.
683715106 OPEN TEXT CORP COM	11,111.	10,786.
69351T106 PPL CORPORATION	17,470.	16,605.
707569109 PENN NATIONAL GAMING	9,017.	8,594.
73640Q105 PORTFOLIO RECOVERY A	5,370.	5,770.
739276103 POWER INTERGRATIONS	7,211.	7,764.
743606105 PROSPERITY BANCSHARE	6,177.	6,300.
74733T105 QLIK TECHNOLOGIES IN	4,774.	5,321.
756255204 RECKITT BENCKIS/S AD	31,914.	34,614.
758205207 REED ELSEVIER P L C	23,086.	24,804.

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
758750103 REGAL BELOIT CORP	5,281.	5,356.
767744105 RITCHIE BROS AUCTION	7,188.	6,747.
774415103 ROCKWOOD HLDGS INC	4,835.	5,144.
775043102 ROFIN SINAR TECHNOLO	4,273.	4,314.
780259206 ROYAL DUTCH SHELL PL	45,084.	44,818.
78486Q101 SVB FINL GROUP	5,361.	5,373.
80105N105 SANOFI-ADR	15,189.	19,521.
816850101 SEMTECH CORP COM	9,990.	10,422.
81725T100 SENSIENT TECHNOLOGIE	8,188.	8,072.
82966C103 SIRONA DENTAL SYSTEM	8,567.	8,767.
83416B109 SOLARWINDS INC	3,996.	3,672.
858119100 STEEL DYNAMICS INC C	7,150.	7,579.
860630102 STIFEL FINANCIAL COR	7,359.	7,641.
86562M209 SUMITOMO TRUST AND B	25,233.	29,727.
868157108 SUPERIOR ENERGY SERV	6,102.	6,175.
872540109 TJX COS INC NEW	134,911.	127,350.
874060205 TAKEDA PHARMACEUTIC-	33,567.	32,301.
878377100 TECHNE CORP	7,623.	7,381.
87960M205 TELIASONERA AB-UNSPO	33,795.	32,624.
87969N204 TELSTRA CORP-ADR	27,513.	30,258.
882681109 TEXAS ROADHOUSE, INC	7,493.	7,560.
891092108 TORO CO	3,950.	3,782.
891160509 TORONTO DOMINION BK	32,042.	32,045.
89346D107 TRANSALTA CORP COM	14,797.	14,478.
89469A104 TREEHOUSE FOODS INC	4,843.	4,796.
902104108 II-VI INC COM	5,265.	5,524.
902973304 US BANCORP DEL NEW	130,910.	127,760.
907818108 UNION PACIFIC CORP	122,445.	125,720.
922042858 VANGUARD MSCI EMERGI	160,328.	175,804.

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
92343V104 VERIZON COMMUNICATIO	35,708.	33,751.
92849E101 VITAMIN SHOPPE INC	7,792.	7,514.
92852T201 VIVENDI SA-UNSPON AD	23,929.	26,574.
928645100 VOLCANO CORP	6,872.	5,879.
929740108 WABTEC CORP	4,000.	4,114.
955306105 WEST PHARMACEUTICAL	6,543.	6,625.
989825104 ZURICH INSURANCE GRO	26,969.	31,892.
G29183103 EATON CORP PLC	34,517.	36,030.
G30397106 ENDURANCE SPECIALTY	8,335.	8,295.
TOTALS	7,287,527.	9,337,230.

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FORM 990PF, PART II - CORPORATE BONDS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
0258MODA4 AMERICAN EXPRESS CO		
031162BM1 AMGEN INC	29,453.	32,945.
037389AY9 AON CORP	24,990.	26,319.
00206RAM4 AT&T INC	84,965.	97,709.
06051GDX4 BANK OF AMERICA NA	37,472.	40,720.
084664AT8 BERKSHIRE HATHAWAY	51,177.	50,990.
172967CK5 CITIGROUP INC	1,044.	1,053.
20825CAT1 CONOCOPHILLIPS	85,025.	88,617.
51723801 COSTCO WHOLESALE		
126650BT6 CVS CAREMARK CORP	25,927.	26,504.
25179MAJ2 DEVON ENERGY CORPORA	19,954.	20,715.
25459HAY1 DIRECTV HLDG/FIN INC	25,722.	26,485.
260543CC5 DOW CHEMICAL CO/THE	24,640.	27,793.
26138EAM1 DR PEPPER SNAPPLE GR	25,334.	26,342.
36962G3T9 GENERAL ELEC CAP COR	76,427.	86,238.
36962G2G8 GENERAL ELEC CAP COR	80,262.	97,759.
38141GEA8 GOLDMAN SACHS GROUP	30,370.	37,600.
40414LAC3 HCP INC	25,614.	26,533.
428236AL7 HEWLETT PACKARD CO		
437076A79 HOME DEPOT INC		
459200BA8 IBM CORP		
46625HCE8 JP MORGAN CHASE & CO	89,417.	91,700.
56501RAA4 MANULIFE FINANCIAL	40,312.	42,060.
637432DC6 NATIONAL RURAL UTILI	33,734.	41,922.
68389XAD7 ORACLE CORP	80,894.	86,091.
713448BG2 PEPSICO INC	72,153.	75,410.
717081DA8 PFIZER INC	90,777.	87,003.
767201AM8 RIO TINTO FIN USA LT	25,055.	26,098.
78355HJR1 RYDER SYSTEM INC	20,105.	21,290.

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FORM 990PF, PART II - CORPORATE BONDS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
85771PAB8 STATOIL ASA	49,696.	54,419.
87927VAQ1 TELECOM IT CAP	26,552.	26,600.
88732JBA5 TIME WARNER CABLE IN	61,080.	65,860.
89233P5E2 TOYOTA MOTOR CREDIT	39,776.	41,470.
911312AH9 UNITED PARCEL SERVIC	37,244.	48,060.
923343VBD5 VERIZON COMM		
931422AE9 WALGREEN CO	45,775.	52,781.
94106LAX7 WASTE MANAGEMENT INC	30,496.	31,427.
465562106 ITAU UNIBANCO		
6520856346 ADVISORS SER TR PIA		
978097103 WOLVERINE W W INC		
98310W108 WYNDHAM WORLDWIDE CO		
983134107 WYNN RESORTS		
001055AH5 AFLAC INC	40,650.	42,049.
0258M0DA4 AMERICAN EXPRESS CO	30,224.	31,451.
05545IAL2 BHP BILLITON FIN USA	51,787.	53,813.
06366QW86 BANK OF MONTREAL	51,286.	52,412.
071813BF5 BAXTER INTERNATIONAL	99,281.	98,929.
111021AG6 BRITISH TELECOM PLC	64,991.	66,821.
17275RAH5 CISCO SYSTEMS INC	58,243.	57,979.
219350AY1 CORNING INC	35,298.	35,138.
22160KAC9 COSTCO WHOLESALE COR	47,482.	47,157.
25470DAF6 DISCOVERY COMMUNICAT	69,417.	71,898.
260543CF8 DOW CHEMICAL CO/THE	43,765.	43,821.
26441CAE5 DUKE ENERGY CORP	79,782.	79,244.
35671DAU9 FREEPORT-MCMORAN C	69,852.	69,425.
377372AD9 GLAXOSMITHKLINE CAPI	42,417.	42,631.
38141GFM1 GOLDMAN SACHS GROUP	89,639.	97,506.
437076AT9 HOME DEPOT INC	25,003.	28,624.

FORM 990PF, PART II - CORPORATE BONDS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
46625HJD3 JPMORGAN CHASE & CO	52,923.	56,562.
50075NBB9 KRAFT FOODS INC	38,275.	38,133.
548661CV7 LOWE'S COMPANIES INC	80,677.	82,847.
61945CAA1 MOSAIC CO	73,574.	74,362.
92343VBD5 VERIZON COMMUNICATIO	90,953.	94,179.
961214BK8 WESTPAC BANKING CORP	48,704.	52,499.
TOTALS	2,675,665.	2,823,993.

FORM 990PF, PART II - OTHER ASSETS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
045604105 REITS		
517942108 REITS		
59522J103 REITS		
754907103 REITS		
34528QBP8 FORD CREDIT FLOORPLA	75,463.	77,009.
46625YXN8 J P MORGAN CHASE 5	124,706.	123,904.
TOTALS	200,169.	200,913.

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

DESCRIPTION	AMOUNT
ACCRUED INTEREST PAID 2011 EFFECTIVE 2012	2,834.
MUTUAL FUND POSTING CURRENT YR EFFECTIVE PRIOR YR	15,444.
DEFERRED INCOME	138.
NET CAPITAL LOSS POSTING NEXT TAX YR EFF CURRENT YR	1,400.
TOTAL	19,816.

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

DESCRIPTION	AMOUNT
MUTUAL FUND TAX EFFECTIVE DATE AFTER TYE	138.
ROC ADJUSTMENTS	114.
ROUNDING	27.
ACCRUED INTEREST PAID IN 2012 EFFECTIVE NEXT YR	858.
WASH SALES ADJUSTMENT	872.
TOTAL	2,009.

FORM 990PF, PART XV - LINES 2a - 2d
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RECIPIENT NAME:
Wells Fargo Philanthropic Services
ADDRESS:
One W 4th Street
Winston-Salem, NC 27101
RECIPIENT'S PHONE NUMBER: 888-234-1999
FORM, INFORMATION AND MATERIALS:
Apply online at www.wellsfargo.com/privatefoundationgrants/mccausland
SUBMISSION DEADLINES:
September 30
RESTRICTIONS OR LIMITATIONS ON AWARDS:
Limited to programs supporting the care, protection, and prevention of cruelty to animals. The trust does not support organizations that engage in euthanasia.

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID
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RECIPIENT NAME:
UNITED ANIMAL NATIONS
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
CONTRIBUTION
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY

RECIPIENT NAME:
ROANOKE VALLEY HORSE RESCUE
ADDRESS:
1725 EDWARDSVILLE ROAD
HARDY, VA 24101
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
NEW EQUIPMENT
FOUNDATION STATUS OF RECIPIENT:
PUBLIC EXEMPT
AMOUNT OF GRANT PAID .... 72,500.

RECIPIENT NAME:
ASPCA
ADDRESS:
424 E 92ND ST
NEW YORK, NY 10128
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PUBLIC EXEMPT
AMOUNT OF GRANT PAID .... 15,000.

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID
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RECIPIENT NAME:
UNIV. OF VA MEDICAL SCH. FDN.
ADDRESS:
378 BAYBERRY WAY
CHARLOTTESVILLE, VA 22908
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
FELLOWSHIP
FOUNDATION STATUS OF RECIPIENT:
PUBLIC EXEMPT
AMOUNT OF GRANT PAID .... 37,101.

RECIPIENT NAME:
BEDFORD HUMANE SOCIETY
ADDRESS:
1840 EAST LANCASTER AVE
FORT WORTH, TX 76106
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PUBLIC EXEMPT
AMOUNT OF GRANT PAID .... 50,000.

RECIPIENT NAME:
BARN CAT BUDDIES
ADDRESS:
PO BOX 777
HARDY, VA 24101
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
MOBILE SPAY-NEUTER TRANSPORTATION VEHICLE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC EXEMPT
AMOUNT OF GRANT PAID .... 20,000.

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FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:
GLOUCESTER-MATHEWS HUMANE SOCIETY
ADDRESS:
PO BOX 385
GLOUCESTER, VA 23061
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
HUNTING DOG RESCUE & REHABILITATION PROGRAM
FOUNDATION STATUS OF RECIPIENT:
PUBLIC EXEMPT
AMOUNT OF GRANT PAID .... 20,000.

RECIPIENT NAME:
DEFENDERS OF ANIMALS RIGHTS, INC.
ADDRESS:
14412 OLD YORK ROAD
PHOENIX, MD 21131
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUCCESS STORIES
FOUNDATION STATUS OF RECIPIENT:
PUBLIC EXEMPT
AMOUNT OF GRANT PAID .... 10,000.

RECIPIENT NAME:
PEOPLE FOR THE ETHICAL
TREATMENT OF ANIMALS
ADDRESS:
1536 16TH ST NE
WASHINGTON, DC 20036
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
STOP ANIMAL TESTS CHALLENGE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC EXEMPT
AMOUNT OF GRANT PAID .... 25,000.

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:
FLOYD COUNTY SPCA
ADDRESS:
431 MATHIS ROAD SE
ROME, GA 30161
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PUBLIC EXEMPT
AMOUNT OF GRANT PAID .... 35,000.

RECIPIENT NAME:
WORLD WILDLIFE FUND
ADDRESS:
1250 24TH STREET NW
WASHINGTON, DC 20090-7180
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PUBLIC EXEMPT
AMOUNT OF GRANT PAID .... 12,500.

RECIPIENT NAME:
HUMANE SOCIETY OF THE UNITED
STATES
ADDRESS:
2100 L ST NW 500
WASHINGTON, DC 20037
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
EQUINE RESCUE & PROTECTION TEAMS/SAFE STALLS
FOUNDATION STATUS OF RECIPIENT:
PUBLIC EXEMPT
AMOUNT OF GRANT PAID .... 100,000.

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:
NATIONAL HUMANE EDUCATION SOCIETY
ADDRESS:
3731 BERRYVILLE PIKE
CHARLES TOWN, WV 25414
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
HARTS HAVEN PET CEMETERY CONSTRUCTION
FOUNDATION STATUS OF RECIPIENT:
PUBLIC EXEMPT
AMOUNT OF GRANT PAID .... 5,000.

RECIPIENT NAME:
ROANOKE VALLEY SPCA
ADDRESS:
1340 BALDWIN AVE NE
ROANOKE, VA 24012
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
LOW-COST SPAY/NEUTER CLINIC
FOUNDATION STATUS OF RECIPIENT:
PUBLIC EXEMPT
AMOUNT OF GRANT PAID .... 85,000.

RECIPIENT NAME:
ROANOKE CATHOLIC HIGH SCHOOL
ADDRESS:
621 NORTH JEFFERSON STREET
ROANOKE, VA 24016
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
CONTRIBUTION
FOUNDATION STATUS OF RECIPIENT:
PUBLIC EXEMPT
AMOUNT OF GRANT PAID .... 6,650.

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:
MILL MOUNTAIN ZOO, INC.
ADDRESS:
2404 PROSPECT ROAD SE
ROANOKE, VA 24014
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PUBLIC EXEMPT
AMOUNT OF GRANT PAID .... 50,000.

RECIPIENT NAME:
SAINT FRANCIS SERVICE DOGS
ADDRESS:
8232 ENON DRIVE
ROAKNOKE, VA 24019
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PRISON PUP PROGRAM
FOUNDATION STATUS OF RECIPIENT:
PUBLIC EXEMPT
AMOUNT OF GRANT PAID .... 50,000.

RECIPIENT NAME:
LEAGUE OF ANIMAL PROTECTION
ADDRESS:
PO BOX 561
FINCASTLE, VA 24090
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PUBLIC EXEMPT
AMOUNT OF GRANT PAID .... 25,000.

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:
UNITED ANIMAL NATIONS
AKA REDROVER
ADDRESS:
1122 S ST
SACRAMENTO, CA 95811
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
REDROVER RESPONDERS PROGRAM
FOUNDATION STATUS OF RECIPIENT:
PUBLIC EXEMPT
AMOUNT OF GRANT PAID .... 20,000.

RECIPIENT NAME:
MOUNTAIN VIEW HUMANE SOCIETY
ADDRESS:
53 WEST MAIN STREET STE B
CHRISTIANSBURG, VA 24073
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PUBLIC EXEMPT
AMOUNT OF GRANT PAID .... 20,000.

RECIPIENT NAME:
FRANKLIN COUNTY HUMANE SOCIETY
ADDRESS:
1222 WEST MAIN ST
UNION, MO 63084
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PUBLIC EXEMPT
AMOUNT OF GRANT PAID .... 50,000.

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID
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RECIPIENT NAME:
AMERICAN HUMANE ASSOCIATION
ADDRESS:
1400 16TH STREET NW
WASHINGTON, DC 20036+
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
RED STAR EMERGENCY PROGRAM
FOUNDATION STATUS OF RECIPIENT:
PUBLIC EXEMPT
AMOUNT OF GRANT PAID .... 25,000.

TOTAL GRANTS PAID: 733,751.
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