Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2012

Open to public Inspection

For calendar year 2012 or tax year beginning , and ending

Name of foundation: THE HAGEN FAMILY FOUNDATION

A Employer identification number: 38-3482329

Number and street (or P O box number if mail is not delivered to street address): 401 E. LINTON BLVD. #257 | Room/suite

B Telephone number: (561) 279-8042

City or town, state, and ZIP code: DELRAY BEACH, FL 33483

C If exemption application is pending, check here ▶ [ ]

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

D 1. Foreign organizations, check here ▶ [ ]

2 Foreign organizations meeting the 85% test, check here and attach computation ▶ [ ]

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

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

I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶$ 1,448,842.

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

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

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

	Line	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received			N/A	
	2 Check ▶ [X] if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	32,423.	32,423.		STATEMENT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	33,031.			
	b Gross sales price for all assets on line 6a 182,252.				
	7 Capital gain net income (from Part IV, line 2)		33,031.		
	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	376.	0.		STATEMENT 2
	12 **Total.** Add lines 1 through 11	65,830.	65,454.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees STMT 3	7,300.	3,650.		3,650.
	c Other professional fees				
	17 Interest				
	18 Taxes STMT 4	2,007.	1,007.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings	4,484.	2,242.		2,242.
	22 Printing and publications				
	23 Other expenses STMT 5	18,086.	17,889.		197.
	24 **Total operating and administrative expenses** Add lines 13 through 23	31,877.	24,788.		6,089.
	25 Contributions, gifts, grants paid	80,000.			80,000.
	26 **Total expenses and disbursements.** Add lines 24 and 25	111,877.	24,788.		86,089.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	-46,047.			
	b **Net investment income** (if negative, enter -0-)		40,666.		
	c **Adjusted net income** (if negative, enter -0-)			N/A	

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16500306 783984 16628-2 2012.03010 THE HAGEN FAMILY FOUNDATION 16628-21

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	115,955.	51,737.	51,737.
	2 Savings and temporary cash investments		67,557.	67,557.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock STMT 6	974,947.	1,147,303.	1,329,548.
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other	221,742.		
	14 Land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 Total assets (to be completed by all filers)	1,312,644.	1,266,597.	1,448,842.
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☒ 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	1,312,644.	1,266,597.	
	30 Total net assets or fund balances	1,312,644.	1,266,597.	
	31 Total liabilities and net assets/fund balances	1,312,644.	1,266,597.	

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	1,312,644.
2 Enter amount from Part I, line 27a	2	-46,047.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	1,266,597.
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	1,266,597.

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		VARIOUS	VARIOUS
b	CAPITAL GAINS DIVIDENDS			
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	181,778.		149,221.	32,557.
b	474.			474.
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				32,557.
b				474.
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 — 33,031.

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	86,139.	1,473,899.	.058443
2010	80,375.	1,465,885.	.054830
2009	100,888.	1,337,103.	.075453
2008	140,081.	1,705,628.	.082129
2007	122,550.	2,102,337.	.058292

2	**Total** of line 1, column (d)	2	.329147
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	.065829
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	1,417,285.
5	Multiply line 4 by line 3	5	93,298.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	407.
7	Add lines 5 and 6	7	93,705.
8	Enter qualifying distributions from Part XII, line 4	8	86,089.

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	813.
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	813.
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	813.
6 Credits/Payments:			
a 2012 estimated tax payments and 2011 overpayment credited to 2012	6a 1,249.		
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	1,249.
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	436.
11 Enter the amount of line 10 to be: **Credited to 2013 estimated tax** ▶	436. 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?	1a		X
b Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for definition)?	1b		X
*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities*			
c Did the foundation file **Form 1120-POL** for this year?	1c		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ▶ $ 0. (2) On foundation managers. ▶ $ 0.			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ 0.			
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	2		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7 Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ MI,FL			
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 ▶ WWW.HAGENFAMILYFOUNDATION.ORG

14 The books are in care of ▶ MR. DAVID HAGEN Telephone no. ▶ (561)279-8042

Located at ▶ 401 E. LINTON BLVD. #257, DELRAY BEACH, FL ZIP+4 ▶ 33483

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

			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

			Yes	No
	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			
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.) 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

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

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

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

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

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

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

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

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

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

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

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

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? | 6b | | X

If "Yes" to 6b, file Form 8870

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

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

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 7		0.	0.	0.

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

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

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

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

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

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

Part IX-A Summary of Direct Charitable Activities

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

Part IX-B Summary of Program-Related Investments

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	1,177,103.
b	Average of monthly cash balances	1b	261,765.
c	Fair market value of all other assets	1c	
d	**Total** (add lines 1a, b, and c)	1d	1,438,868.
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	1,438,868.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	21,583.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,417,285.
6	**Minimum investment return.** Enter 5% of line 5	6	70,864.

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	70,864.
2a	Tax on investment income for 2012 from Part VI, line 5 — 2a: 813.		
b	Income tax for 2012. (This does not include the tax from Part VI.) — 2b:		
c	Add lines 2a and 2b	2c	813.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	70,051.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	70,051.
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	70,051.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	86,089.
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	86,089.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	86,089.

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				70,051.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			0.	
b Total for prior years: ___ , ___ , ___		0.		
3 Excess distributions carryover, if any, to 2012.				
a From 2007 21,344.				
b From 2008 44,800.				
c From 2009 34,339.				
d From 2010 7,182.				
e From 2011 12,444.				
f Total of lines 3a through e	120,109.			
4 Qualifying distributions for 2012 from Part XII, line 4. ▶ $ 86,089.				
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				70,051.
e Remaining amount distributed out of corpus	16,038.			
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	136,147.			
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	21,344.			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	114,803.			
10 Analysis of line 9:				
a Excess from 2008 44,800.				
b Excess from 2009 34,339.				
c Excess from 2010 7,182.				
d Excess from 2011 12,444.				
e Excess from 2012 16,038.				

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

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

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

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

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

1 Information Regarding Foundation Managers:

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

SEE STATEMENT 8

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

NONE

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

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

a The name, address, and telephone number or e-mail of the person to whom applications should be addressed: SEE STATEMENT 10

SEE STATEMENT 9

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution **	Amount
a Paid during the year				
WARM BLANKETS ORPHAN CARE INTERNATIONAL 5105 TOLLVIEW DR. STE 155 ROLLING MEADOWS, IL 60008	NONE	PUBLIC	TO MEET CHILDREN'S PHYSICAL AND EMOTIONAL NEEDS IN OVERSEAS COUNTRIES.	10,000.
AUDUBON SOCIETY OF GREATER DENVER 9308 SOUTH WADSWORTH BLVD LITTLETON, CO 80128	NONE	PUBLIC	TO PROVIDE A CONNECTION TO THE ENVIRONMENT THROUGH EDUCATION, CONSERVATION, AND	5,000.
BROWARD CENTER FOR THE PERFORMING ARTS 201 SW FIFTH AVENUE FORT LAUDERDALE, FL 33312	NONE	PUBLIC	TO SUPPORT LIVE THEATER PERFORMANCES COMBINED WITH READING STRATEGIES TO ADDRESS LITERACY.	15,000.
CHILDREN'S HOME SOCIETY OF FLORIDA 1485 S. SEMORAN BLVD., SUITE 1448 WINTER PARK, FL 32792	NONE	PUBLIC	TO PREVENT ABUSE, NEGLECT OR ABANDONMENT OF CHILDREN.	3,900.
RESTORATION OUTREACH PROGRAMS 1540 BOSTON ST AURORA, CO 80010	NONE	PUBLIC	TO PROVIDE RESOURCES FOR CHILDREN AND TEENS INCLUDING COUNSELING, FOOD, CLOTHING, A 12-STEP ADDICTION	3,000.
Total SEE CONTINUATION SHEET(S)			▶ 3a	80,000.
b Approved for future payment				
NONE				
Total			▶ 3b	0.

Form **990-PF** (2012)

223611 12-05-12

** SEE PURPOSE OF GRANT CONTINUATIONS

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income (a) Business code	(b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	(d) Amount	(e) Related or exempt function income
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	32,423.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income			14	376.	
8 Gain or (loss) from sales of assets other than inventory			18	33,031.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0.		65,830.	0.

13 Total. Add line 12, columns (b), (d), and (e) 13 65,830.

(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).

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

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

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

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

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

b If "Yes," complete the following schedule.

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

Sign Here

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

David Hagen | 13-15-2013 | President

Signature of officer or trustee | Date | Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
LYNNE M. HUISMANN	Lynne M. Huismann	MAR 1 3 2013		P00053811

Firm's name ▶ PLANTE & MORAN, PLLC — Firm's EIN ▶ 38-1357951

Firm's address ▶ 2601 CAMBRIDGE CT., SUITE 500 AUBURN HILLS, MI 48326 — Phone no. 248-375-7100

Form 990-PF (2012)

223622 12-05-12

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
OLD DOMINION UNIVERSITY 5115 HAMPTON BLVD. NORFOLK, VA 23529	NONE	NONE	TO SUPPORT UNIVERSITY ACTIVITIES.	8,100.
BOCA HELPING HANDS 1500 NW 1ST COURT BOCA RATON, FL 33432	NONE	PUBLIC	TO SPONSOR FOOD PROGRAMS DELIVERYING MEALS TO FAMILIES IN NEED.	10,000.
UNITED METHODIST CHILDREN'S HOME 51 CHILDREN'S WAY ENTERPRISE, FL 32725	NONE	PUBLIC	TO SPONSOR THE CHURCH'S ACTIVITIES.	2,500.
EATON CONSERVATION DISTRICT 551 COURTHOUSE DR., SUITE 3 CHARLOTTE, MI 48813	NONE	PUBLIC	CONSERVE AND IMPROVE THE NATURAL RESOURCES IN EATON COUNTY.	5,000.
KIDS IN DISTRESS 819 NE 26TH STREET WILTON MANORS, FL 33305	NONE	PUBLIC	TO ASSIST IN PREVENTING CHILD ABUSE, PRESERVE THE FAMILY, AND TREAT ABUSED CHILDREN.	2,500.
CANINE ASSISTED THERAPY, INC 3554 NE 12TH AVE FORT LAUDERDALE, FL 33334	NONE	PUBLIC	TO SPONSOR THERAPY THROUGH THE USE OF CANINES.	5,000.
THE GREAT SWANEE RIVER CLEANUP P.O BOX 357098 GAINSVILLE, FL 32635	NONE	PUBLIC	TO HELP PRESERVE AND PROTECT THE WATER RESOURCES OF NORTH FLORIDA.	5,000.
YOUTH HAVEN INC P.O BOX 97 RIVES JUNCTION, MI 49277	NONE	PUBLIC	TO SPONSOR AN OUTREACH PROGRAM FOR DISADVANTAGED YOUTH.	5,000.
Total from continuation sheets				43,100.

223631
05-01-12

Part XV Supplementary Information

3a Grants and Contributions Paid During the Year Continuation of Purpose of Grant or Contribution

NAME OF RECIPIENT - AUDUBON SOCIETY OF GREATER DENVER

TO PROVIDE A CONNECTION TO THE ENVIRONMENT THROUGH EDUCATION, CONSERVATION, AND RESEARCH.

NAME OF RECIPIENT - RESTORATION OUTREACH PROGRAMS

TO PROVIDE RESOURCES FOR CHILDREN AND TEENS INCLUDING COUNSELING, FOOD, CLOTHING, A 12-STEP ADDICTION RECOVERY PROGRAM, AND ESL/GED TRAINING.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
OPPENHEIMER	23,923.	474.	23,449.
WACHOVIA	8,974.	0.	8,974.
TOTAL TO FM 990-PF, PART I, LN 4	32,897.	474.	32,423.

FORM 990-PF OTHER INCOME STATEMENT 2

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
NONDIVIDEND DISTRIBUTIONS	376.	0.	
TOTAL TO FORM 990-PF, PART I, LINE 11	376.	0.	

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 FEES	7,300.	3,650.		3,650.
TO FORM 990-PF, PG 1, LN 16B	7,300.	3,650.		3,650.

FORM 990-PF TAXES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES WITHHELD	1,007.	1,007.		0.
EXCISE TAX	1,000.	0.		0.
TO FORM 990-PF, PG 1, LN 18	2,007.	1,007.		0.

FORM 990-PF OTHER EXPENSES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT FEES	17,692.	17,692.		0.
WEBSITE FEES	394.	197.		197.
TO FORM 990-PF, PG 1, LN 23	18,086.	17,889.		197.

FORM 990-PF CORPORATE STOCK STATEMENT 6

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
WACHOVIA SECURITIES - SEE ATTACHMENT	276,363.	365,274.
OPPENHEIMER SEE ATTACHMENT	126,372.	155,887.
OPPENHEIMER SEE ATTACHMENT	204,149.	239,938.
OPPENHEIMER SEE ATTACHMENT	136,159.	168,469.
OPPENHEIMER SEE ATTACHMENT	276,101.	242,686.
OPPENHEIMER SEE ATTACHMENT	128,159.	157,294.
TOTAL TO FORM 990-PF, PART II, LINE 10B	1,147,303.	1,329,548.

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS STATEMENT 7

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN-SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
DAVID F. HAGEN 401 E. LINTON BLVD. #257 DELRAY BEACH, FL 33483	PRESIDENT/TREASURER 0.00	0.	0.	0.
VIRGINIA L. HAGEN 401 E. LINTON BLVD. #257 DELRAY BEACH, FL 33483	VICE PRESIDENT 0.00	0.	0.	0.
REV. ANDREW HAGEN 401 E. LINTON BLVD. #257 DELRAY BEACH, FL 33483	DIRECTOR 0.00	0.	0.	0.
PATRICIA H. BORN 401 E. LINTON BLVD. #257 DELRAY BEACH, FL 33483	SECRETARY/DIRECTOR 0.00	0.	0.	0.
LAURA C. HAGEN 401 E. LINTON BLVD. #257 DELRAY BEACH, FL 33483	DIRECTOR 0.00	0.	0.	0.
SUSAN DINGLE HAGEN 401 E. LINTON BLVD. #257 DELRAY BEACH, FL 33483	DIRECTOR 0.00	0.	0.	0.
DANE G. PATTERSON 401 E. LINTON BLVD. #257 DELRAY BEACH, FL 33483	DIRECTOR 0.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.

FORM 990-PF PART XV - LINE 1A LIST OF FOUNDATION MANAGERS STATEMENT 8

NAME OF MANAGER

DAVID F. HAGEN
VIRGINIA L. HAGEN

FORM 990-PF GRANT APPLICATION SUBMISSION INFORMATION STATEMENT 9
PART XV, LINES 2A THROUGH 2D

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

THE HAGEN FAMILY FOUNDATION
401 E. LINTON BLVD. #257
DELRAY BEACH, FL 33483

TELEPHONE NUMBER

(561)-279-8042

FORM AND CONTENT OF APPLICATIONS

BACKGROUND OF THE ORGANIZATION APPLYING FOR FUNDING

DESCRIPTION OF THE PROJECT FOR WHICH THE ORGANIZATION IS SEEKING FUNDS

QUALIFICATIONS OF THE PEOPLE WHO WILL BE DIRECTING THE PROJECT

EXPLANATION OF HOW THE SUCCESS OF THE PROJECT WILL BE MEASURED

ROLES OF OTHER ORGANIZATIONS YOU WILL BE WORKING WITH TO ACCOMPLISH YOUR OBJECTIVES

PLANS FOR THE FUTURE SUSTAINABILITY OF THE PROJECT

ANY SUBMISSION DEADLINES

MID JUNE. PLEASE REFER TO THE FOUNDATION WEBSITE ADDRESS FOR ADDITIONAL DEADLINE DETAILS.

RESTRICTIONS AND LIMITATIONS ON AWARDS

THE FOUNDATION DOES NOT CONSIDER CONTRIBUTIONS TO ANNUAL DRIVES, CAPITAL CAMPAIGNS, RESEARCH, OR OTHER SUPPORT OF ON-GOING PROGRAMS.

FORM 990-PF GRANT APPLICATION SUBMISSION INFORMATION STATEMENT 10
PART XV, LINES 2A - 2D (CONTINUATION)

FORM AND CONTENT OF APPLICATIONS

SPECIFIC DOLLAR AMOUNT BEING REQUESTED FROM THE FOUNDATION

OPERATING BUDGET FOR THE PROJECT SHOWING WHAT THE ORGANIZATION AND OTHER APPROPRIATE PARTIES ARE COMMITTING TO THE EFFORT

LISTING OF THE ORGANIZATION'S BOARD OF DIRECTORS

COPY OF THE ORGANIZATION'S IRS 501(C)(3) DETERMINATION LETTER

OPPENHEIMER

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

STATEMENT OF ACCOUNT

SIPC

DUPLICATE FOR:
HAGEN FAMILY FOUNDATION
ATTN: MR DAVID F HAGEN

Page	Account Number	Financial Advisor	Period Ending
3 of 6		ELMORE JR WILLIAM - G52	12/31/12

Mutual 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
INVESCO BALANCED RISK ALLOC FD CL C OPEN END		2,569.8920	12.73369	32,724 21	31,278.20	12.19000	31,326.98	(1,397)	48	1.981%	614	1.87	10.41
SYMBOL: ABRCX	Purchases	2,451.2700	12 75999	31,278.20	31,278.20		29,880.98	(1,397)					
	Reinvestment	118.6220	12 19006	1,446.01			1,446.00						
FIRST EAGLE HIGH YIELD FD CL C OPEN END		3,153.3940	10.01960	31,595.77	31,278.20	10 05000	31,691.60	96	413	4.845%	1,535	4 86	10.53
SYMBOL: FEHCX	Purchases	3,121.5770	10.01999	31,278.20	31,278.20		31,371.84	94					
	Reinvestment	31.8170	9 98114	317.57			319.76	2					
PYXIS FLOATING RATE OPPORTUNITIES FUND CLASS C OPEN END		6,368.8290	12.41000	79,037.17	79,037 17	7.27000	46,301.38	(32,736)	(32,735)	4 613%	2,136	2 69	15.38
SYMBOL. HFRCX	Purchases	6,368.8290	12.41000	79,037.17	79,037.17		46,301.38	(32,736)					
IVY HIGH INCM FD C OPEN END		3,746.8330	8.55949	32,071 01	31,278.20	8.54000	31,997.95	(73)	719	6.721%	2,150	6.70	10 63
SYMBOL: WRHIX	Purchases	3,653 9950	8.56000	31,278 20	31,278.20		31,205.11	(73)					
	Reinvestment	92.8380	8.53971	792.81			792.83						
IVY ASSET STRATEGY FD C OPEN END		1,286 4160	24.68236	31,751.81	31,278.20	25.24000	32,469.13	717	1,190	1.481%	481	1.51	10.78
SYMBOL: WASCX	Purchases	1,267.3500	24 68000	31,278.20	31,278.20		31,987.91	710					
	Reinvestment	19.0660	24.84055	473.61			481.22	8					

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STATEMENT OF ACCOUNT

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HAGEN FAMILY FOUNDATION
ATTN: MR DAVID F HAGEN

Page	Account Number	Financial Advisor	Period Ending
4 of 6		ELMORE JR. WILLIAM - G52	12/31/12

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
JPMORGAN SHORT DURATION BD FD C OPEN END		3,347 8110	11 06952	37,058.69	36,292.97	11 05000	36,993 31	(65)	700	0 552%	204	0 55	12.29
SYMBOL: OSTCX	Purchases	3,278.4980	11.06999	36,292 97	36,292 97		36,227 40	(66)					
	Reinvestment	69 3130	11 04727	765.72			765 90						
LOOMIS STRATEGIC INCM FD C OPEN END		2,050 4760	15 53912	31,862.60	31,278 20	15 56000	31,905.40	43	627	4 454%	1,421	4 45	10.59
SYMBOL: NECZX	Purchases	2,012 7540	15 54000	31,278.20	31,278.20		31,318 45	40					
	Reinvestment	37 7220	15 49228	584 40			586 95	3					
SUB-TOTAL OPEN END FUNDS				276,101.26			242,685.75	(33,415)			8,543		80 61
TOTAL MUTUAL FUNDS				276,101.26			242,685.75	(33,415)			8,543		80.61

	Total Cost Basis	Current Value	Unrealized Gain/(Loss)	EY	EAI	Portfolio Percent
Total Portfolio Holdings	$334,484.79	$301,069.28	$(33,415)	2.841%	8,555	100%

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ATTN MR DAVID F HAGEN

Page	Account Number	Financial Advisor	Period Ending
3 of 6			

... 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
EATON CORP PLC	(B) CASH	118	ETN	51.41600	54.18000	6,067.09	6,393.24	326	2.805%	179	2.49
INGERSOLL-RAND PLC	(Q) CASH	145	IR	38.64520	47.96000	5,603.56	6,954.20	1,351	1.751%	121	2 70
NABORS INDUSTRIES LTD	(G) CASH	680	NBR	25.76780	14.45000	17,522.13	9,826.00	(7,696)			3 82
PARTNERRE LTD	(I) CASH	30	PRE	67.08000	80 49000	2,012 40	2,414 70	402	3.081%	74	0 94
WEATHERFORD INTERNATIONAL LTD REG SHS	(G) CASH	680	WFT	19 06220	11.19000	12,962.30	7,609.20	(5,353)			2 96
NOBLE CORPORATION BAAR NAMEN -AKT	(G) CASH	395	NE	29.72880	34.82000	11,742.87	13,753.90	2,011	1.556%	214	5 35
TRANSOCEAN LTD REG SHS	(G) CASH	197	RIG	77.89270	44.66000	15,344.87	8,798.02	(6,547)			3.42
UBS AG SHS NEW	(I) CASH	259	UBS	29.03130	15.74000	7,519.11	4,076.66	(3,442)	0.688%	28	1 58
CORE LABORATORIES N V	(G) CASH	30	CLB	67.90170	109.31000	2,037.05	3,279.30	1,242	1 024%	33	1.27
AXA SA SPONSORED ADR	(I) CASH	135	AXAHY	26.77560	17.60100	3,614.70	2,376 13	(1,239)	4 161%	98	0 92
BASF SE SPONSORED ADR	(C) CASH	120	BASFY	40.58000	93.80400	4,869.60	11,256.48	6,387	2 572%	289	4 38

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STATEMENT OF ACCOUNT

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Page	Account Number	Financial Advisor	Period Ending
4 of 6		ELMORE JR WILLIAM - G52	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
BHP BILLITON LTD SPONSORED ADR	(C) CASH	170	BHP	37.66000	78 42000	6,402.20	13,331 40	6,929	2 856%	380	5 18
BRITISH AMERN TOB PLC SPONSORED ADR	(C) CASH	95	BTI	69.18710	101 25000	6,572 77	9,618 75	3,046	4 160%	400	3 74
BROOKFIELD ASSET MGMT INC CL A LTD VT SH	(O) CASH	75	BAM	29 43330	36 65000	2,207 50	2,748 75	541	1 527%	42	1 07
CANADIAN NATL RY CO	(S) CASH	110	CNI	41 61000	91 01000	4,577 10	10,011 10	5,434	1 658%	166	3.89
CANADIAN NAT RES LTD	(G) CASH	100	CNQ	21 30000	28 87000	2,130.00	2,887.00	757	1 464%	42	1 12
CANADIAN PAC RY LTD	(S) CASH	145	CP	59.73160	101 62000	8,661 08	14,734 90	6,074	1.387%	204	5 73
DIAGEO P L C SPON ADR NEW	(J) CASH	85	DEO	77 72910	116 58000	6,606 97	9,909 30	3,302	2 379%	235	3 85
MANULIFE FINL CORP	(I) CASH	195	MFC	19 51230	13 59000	3,804 89	2,650 05	(1,155)	3 877%	102	1 03
NESTLE S A SPONSORED ADR	(J) CASH	197	NSRGY	41 17340	65 11200	8,111 16	12,827 06	4,716	2 721%	349	4 99
NOVARTIS A G SPONSORED ADR	(L) CASH	80	NVS	58 68000	63 30000	4,694 40	5,064 00	370	3 327%	168	1 97
POTASH CORP SASK INC	(C) CASH	285	POT	11 55670	40 69000	3,293 66	11,596 65	8,303	2.064%	239	4.51
RIO TINTO PLC SPONSORED ADR	(C) CASH	230	RIO	47 42450	58 09000	10,907.64	13,360 70	2,453	2 849%	380	5 19
SCHLUMBERGER LTD	(G) CASH	185	SLB	58 06000	69.29860	10,741.10	12,820 24	2,079	1 587%	203	4.98
SUNCOR ENERGY INC NEW	(G) CASH	345	SU	33 74240	32 98000	11,641 12	11,378 10	(263)	1 588%	180	4 42
TALISMAN ENERGY INC	(G) CASH	140	TLM	15.20000	11 33000	2,128 00	1 586 20	(542)	2 383%	37	0 62
TECK RESOURCES LTD CL B	(C) CASH	70	TCK	35 18210	36 35000	2,462 75	2,544 50	82	2 470%	62	0 99
TENARIS S A SPONSORED ADR	(C) CASH	235	TS	36 05890	41 92000	8,473 83	9,851.20	1,377	1 812%	178	3 83
UNILEVER N V N Y SHS NEW	(J) CASH	205	UN	36 56960	38 30000	7,496 77	7,851 50	355	2 720%	213	3.05
VALE S A ADR	(C) CASH	320	VALE	10 68500	20 96000	3,419 20	6,707 20	3,288	1.479%	99	2 61

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HAGEN FAMILY FOUNDATION ATTN MR DAVID F HAGEN	5 of 6		ELMORE JR WILLIAM - G52	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
YARA INTL ASA SPONSORED ADR	(A) CASH	35	YARIY	14.90000	49 19800	521.50	1,721 93	1,200	1.963%	33	0.67
SUB-TOTAL COMMON STOCK						**204,149.32**	**239,938.36**	**35,788**		**4,761**	**93.27**
TOTAL EQUITIES						**204,149.32**	**239,938.36**	**35,788**		**4,761**	**93.27**

COMMON STOCK HOLDINGS SUMMARY BY INDUSTRY CODE

(B)	2%	APPAREL & ACCESSORIES	(Q)	2%	TECHNOLOGY	(G)	29%	ENERGY	(I)	4%	FINANCIAL	(C)	32%	BASIC INDUSTRY
(O)	1%	REAL ESTATE	(S)	10%	TRANSPORTATION	(J)	12%	FOOD & BEVERAGES	(L)	2%	HEALTHCARE	(A)	.77%	AGRICULTURE

	Total Cost Basis	Current Value	Unrealized Gain/(Loss)	EY	EAI	Portfolio Percent
Total Portfolio Holdings	**$221,472.53**	**$257,261.57**	**$35,788**	**1.852%**	**4,765**	**100%**

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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
DEUTSCHE BANK AG NAMEN AKT	(I) CASH	38	DB	43.44160	44.29000	1,650 78	1,683.02	32	2.087%	35	0 98
ACCENTURE PLC IRELAND SHS CLASS A	(P) CASH	33	ACN	58 63300	66.50000	1,934 89	2,194.50	260	2.436%	53	1 28
CHECK POINT SOFTWARE TECH LTD ORD	(Q) CASH	43	CHKP	55.23800	47.64000	2,375.15	2,048 52	(327)			1 19
ASML HOLDING N V N Y REGISTRY SHS	(Q) CASH	27	ASML	68 62520	64 39000	1,852.88	1,738 53	(114)	1.045%	18	1 01
YANDEX N V SHS CLASS A	(N) CASH	80	YNDX	28.35310	21.54000	2,268.25	1,723.20	(545)			1.00
AIA GROUP LTD SPONSORED ADR	(I) CASH	214	AAGIY	15 03480	15.61100	3,217.44	3,340.75	123	0 992%	33	1.94
ADIDAS AG ADR SUBJECT TO CUSTODY FEE	(B) CASH	72	ADDYY	36 94680	44.38400	2,660.17	3,195.64	535	1.027%	32	1.86
ARM HLDGS PLC SPONSORED ADR	(Q) CASH	54	ARMH	6.40590	37.83000	345.92	2,042.82	1,697	0.415%	8	1.19
ASSA ABLOY AB ADR	(C) CASH	188	ASAZY	13 57100	18.66900	2,551.34	3,509.77	958	1.349%	47	2.04

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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
BG GROUP PLC ADR FIN INST N	(G) CASH	121	BRGYY	16 83590	16.45800	2,037 14	1,991 41	(46)	1.509%	30	1 16
BAIDU INC SPON ADR REP A SUBJECT TO CUSTODY FEE	(N) CASH	17	BIDU	122.00000	100.29000	2,074 00	1 704 93	(369)			0 99
BURBERRY GROUP PLC SPONSORED ADR	(B) CASH	37	BURBY	38 96680	39 85700	1,441 77	1,474.70	33	1 948%	28	0 86
CNOOC LTD SPONSORED ADR	(G) CASH	14	CEO	155 67070	220 00000	2,179 39	3,080 00	901	2 267%	69	1 79
CANADIAN NATL RY CO	(S) CASH	37	CNI	57 20220	91 01000	2,116 48	3,367 37	1,251	1 658%	55	1 96
CARNIVAL CORP PAIRED CTF	(S) CASH	104	CCL	39 54310	36 77000	4,112 48	3,824 08	(288)	2 719%	104	2.22
COMPASS GROUP PLC SPON ADR NEW	(J) CASH	141	CMPGY	11 80730	11 78500	1,664 83	1,661 68	(3)	2 386%	39	0 97
DASSAULT SYS S A SPONSORED ADR	(Q) CASH	19	DASTY	51 85420	111 04800	985 23	2,109 91	1,125	0 549%	11	1 23
ELEKTA AB ADR	(L) CASH	110	EKTAY	15 43860	15 58700	1,698 25	1,714 57	16	0 769%	13	1 00
EMBRAER S A SP ADR REP 4 COM	(S) CASH	124	ERJ	30 27620	28.51000	3,754.25	3,535.24	(219)			2 06
FANUC CORPORATION ADR	(E) CASH	111	FANUY	12.60230	30 68700	1,398 86	3,406 25	2,007	1 114%	37	1 98
FLSMIDTH & CO A S SPONSORED ADR	(P) CASH	273	FLIDY	6 11790	5 78200	1,670 19	1,578 48	(92)	3 753%	59	0 92
FRESENIUS MED CARE AG&CO KGAA SPONSORED ADR	(L) CASH	104	FMS	20 37840	34 30000	2,119 35	3,567 20	1 448	0 913%	32	2 07
HSBC HLDGS PLC SPON ADR NEW	(I) CASH	65	HBC	46 03850	53 07000	2,992 50	3,449 55	457	4 710%	162	2.01
HANG LUNG PPTYS LTD SPONSORED ADR	(O) CASH	117	HLPPY	16 17450	19.86900	1,892 42	2,324 67	432	3 201%	74	1 35
HENNES & MAURITZ AB ADR	(P) CASH	547	HNNMY	5 29360	6 90200	2,695 59	3,775 39	880	2 999%	113	2.19
HONG KONG EXCHANGES & CLEARING ADR	(I) CASH	127	HKXCY	8 29590	17 01800	1,053 58	2,161 28	1,108	2 703%	58	1 26
INDUSTRIAL & COML BK CHINA ADR	(I) CASH	208	IDCBY	13.78770	14.19200	2,867 84	2,951 93	84	3 715%	109	1 72

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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
ITAU UNIBANCO HLDG SA SPON ADR REP PFD	(I) CASH	213	ITUB	18.04360	16.46000	3,843.28	3,505 98	(337)	0 540%	18	2 04
KDDI CORP ADR	(R) CASH	108	KDDIY	17 13690	17.60800	1,850.79	1,901.66	51	2.477%	47	1.11
KINGFISHER PLC SPON ADR PAR	(P) CASH	456	KGFHY	8.46860	9.23600	3,861 70	4,211.61	350	2.870%	120	2.45
KOMATSU LTD SPON ADR NEW	(E) CASH	156	KMTUY	18 01740	25 25900	2,810.72	3,940.40	1,130	1.842%	72	2.29
LI & FUNG LTD ADR	(B) CASH	617	LFUGY	3.66110	3.53000	2,258.88	2,178.01	(81)	2.862%	62	1.27
LVMH MOET HENNESSY LOU VUITTON ADR	(J) CASH	134	LVMUY	14 98900	36.59900	2,008 53	4,904.26	2,896	1 520%	74	2.85
LAS VEGAS SANDS CORP	(K) CASH	58	LVS	44 44720	46 16000	2,577.94	2,677.28	99	2.166%	58	1 56
MERCADOLIBRE INC	(P) CASH	27	MELI	64 41780	78.55000	1,739 28	2,120.85	382	0 555%	11	1.23
MICHELIN COMPAGNIE GENERALE DE ADR	(S) CASH	134	MGDDY	14.51290	18.87700	1,944.73	2,529.51	585	2 076%	52	1.47
MITSUBISHI UFJ FINL GROUP INC SPONSORED ADR	(I) CASH	479	MTU	6.00520	5.42000	2,876 49	2,596.18	(280)	2 472%	64	1.51
NESTLE S A SPONSORED ADR	(J) CASH	51	NSRGY	38 18550	65.11200	1,947.46	3,320.71	1,373	2.721%	90	1.93
NOVARTIS A G SPONSORED ADR	(L) CASH	60	NVS	49.65320	63.30000	2,979 19	3,798.00	819	3.327%	126	2.21
NOVO-NORDISK A S ADR	(L) CASH	28	NVO	42.40860	163.21000	1,187 44	4,569 88	3,382	1.122%	51	2 66
PEARSON PLC SPONSORED ADR	(M) CASH	127	PSO	18.82920	19.54000	2,391.31	2,481.58	90	3.556%	88	1.44
POTASH CORP SASK INC	(C) CASH	68	POT	38.00180	40.69000	2,584.12	2,766.92	183	2.064%	57	1 61
PUBLICIS S A NEW SPONSORED ADR	(M) CASH	206	PUBGY	10 92880	14.91400	2,251 34	3,072.28	821	1.153%	35	1.79
RECKITT BENCKISER PLC SPONSORED ADR	(L) CASH	298	RBGLY	9 34670	12.71200	2,785.32	3,788.17	1,003	2.810%	106	2.20
ROYAL BK SCOTLAND GROUP PLC SPONS ADR 20 ORD	(I) CASH	163	RBS	9 99610	10.79000	1,629 37	1,758 77	129			1 02
SABMILLER PLC SPONSORED ADR	(J) CASH	43	SBMRY	24 35440	45.92000	1,047.24	1,974.56	927	1.975%	39	1.15

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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
SAP AG SPON ADR	(Q) CASH	53	SAP	48 21110	80 38000	2,555 19	4,260 14	1,705	0 839%	35	2 48
SBERBANK RUSSIA SPONSORED ADR SUBJECT TO CUSTODY FEE	(I) CASH	141	SBRCY	10 62800	12 17000	1,498 55	1,715 97	217	1 594%	27	1 00
SCHLUMBERGER LTD	(G) CASH	59	SLB	53 10680	69 29860	3,133 30	4,088 61	955	1 587%	64	2 38
SIEMENS A G SPONSORED ADR SUBJECT TO CUSTODY FEE	(T) CASH	25	SI	113 11040	109 47000	2,827 76	2,736 75	(91)	2.615%	71	1.59
SOUTHERN COPPER CORP	(C) CASH	36	SCCO	32.39720	37 86000	1,166 30	1,362.96	197	9 799%	133	0 79
SWATCH GROUP AG ADR	(C) CASH	115	SWGAY	19 25980	25 19300	2,214.88	2,897 19	682	1 394%	40	1 68
SYNGENTA AG SPONSORED ADR	(A) CASH	23	SYT	67 11520	80.80000	1,543 65	1,858 40	315	1 788%	33	1 08
TAIWAN SEMICONDUCTOR MFG LTD SPONSORED ADR	(Q) CASH	110	TSM	14 12790	17 16000	1,554 07	1,887 60	334	2 319%	43	1 10
TENCENT HLDGS LTD ADR	(R) CASH	112	TCEHY	20 49920	32 12600	2,295.91	3,598 11	1,302	0.270%	9	2 09
TEVA PHARMACEUTICAL INDS LTD ADR	(L) CASH	79	TEVA	35 84730	37 34000	2,831.94	2,949 86	118	2 153%	63	1 72
TOYOTA MOTOR CORP SP ADR REP2COM	(S) CASH	47	TM	90 35940	93.25000	4,246 89	4,382 75	136	1 474%	64	2 55
TULLOW OIL PLC ADR	(G) CASH	171	TUWOY	9 72560	10.24900	1,663 08	1,752.57	89	0 780%	13	1 02
TURKIYE GARANTI BANKASI A S SPONSORED ADR	(I) CASH	346	TKGBY	4 62710	5 18900	1,600 97	1,795 39	194	1.098%	19	1 04
VODAFONE GROUP PLC NEW SPONS ADR NEW	(R) CASH	58	VOD	26 83590	25 19000	1,556 48	1,461 02	(95)	5 955%	87	0 85
WAL MART DE MEXICO S A B DE CV SPON ADR REP V	(J) CASH	64	WMMVY	10 59110	32 48100	677 83	2,078 78	1,401	0 991%	20	1 21

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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
YUM BRANDS INC	(J) CASH	36	YUM	66.84390	66.40000	2,406.38	2,390.40	(16)	2.018%	48	1 39
SUB-TOTAL COMMON STOCK						**136,159.28**	**168,468.50**	**32,309**		**3,184**	**97.95**
TOTAL EQUITIES						**136,159.28**	**168,468.50**	**32,309**		**3,184**	**97.95**

COMMON STOCK HOLDINGS SUMMARY BY INDUSTRY CODE

(I)	14%	FINANCIAL	(P)	8%	RETAIL SERVICES	(Q)	8%	TECHNOLOGY	(N)	2%	PUBLIC SERVICES	(B)	4%	APPAREL & ACCESSORIES
(C)	6%	BASIC INDUSTRY	(G)	6%	ENERGY	(S)	10%	TRANSPORTATION	(J)	9%	FOOD & BEVERAGES	(L)	12%	HEALTHCARE
(E)	4%	CONSTRUCTION & BLDG	(O)	1%	REAL ESTATE	(R)	4%	TELECOMMUNICATIONS	(K)	1%	GAMING/LODGING	(M)	3%	MEDIA & COMMUNICATION
(T)	1%	UTILITIES	(A)	1%	AGRICULTURE									

	Total Cost Basis	Current Value	Unrealized Gain/(Loss)	EY	EAI	Portfolio Percent
Total Portfolio Holdings	$139,690.53	$171,999.75	$32,309	1.851%	3,185	100%

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Description	Account Type	Quantity	Symbol	Unit Cost	Current Price	Total Cost Basis	Current Value	Unrealized Gain/(Loss)	EY	EAI	Portfolio Percent
NABORS INDUSTRIES LTD	(G) CASH	108	NBR	19.47570	14.45000	2,103.38	1,560.60	(543)			0 96
FLEXTRONICS INTL LTD ORD	(Q) CASH	288	FLEX	7.31140	6.21000	2,105.67	1,788.48	(317)			1 10
AAR CORP	(S) CASH	196	AIR	20.19010	18.68000	3,957.26	3,661.28	(296)	1.605%	58	2.26
ALLEGHENY TECHNOLOGIES INC	(C) CASH	56	ATI	43.20040	30.36000	2,419 22	1,700.16	(719)	2.371%	40	1.05
AMERICAN TOWER CORP NEW REIT	(R) CASH	92	AMT	35.52000	77.27000	3,267.84	7,108 84	3,841	1 242%	88	4 38
ASTORIA FINL CORP	(I) CASH	154	AF	14.84640	9.36000	2,286 35	1,441 44	(845)	1.709%	24	0.89
AUTODESK INC	(Q) CASH	75	ADSK	33.22510	35.35000	2,491.88	2,651 25	159			1.63
BORGWARNER INC	(S) CASH	69	BWA	29.03330	71.62000	2,003.30	4,941 78	2,938			3.04
CABOT MICROELECTRONICS CORP	(Q) CASH	52	CCMP	46.51250	35.51000	2,418.65	1,846.52	(572)			1.14
CASH AMER INTL INC	(I) CASH	76	CSH	42.34750	39.67000	3,218.41	3,014.92	(203)	0.352%	10	1 86
CENTENE CORP DEL	(L) CASH	85	CNC	19 22200	41.00000	1,633.87	3,485.00	1,851			2.15
COVANCE INC	(L) CASH	45	CVD	65 65000	57 77000	2,954.25	2,599.65	(355)			1.60
CUMMINS INC	(S) CASH	59	CMI	29.81490	108.35000	1,759.08	6,392.65	4,634	1 845%	118	3.94
D R HORTON INC	(E) CASH	195	DHI	20.94630	19 78000	4,084.52	3,857.10	(227)	0.758%	29	2.38

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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
DARDEN RESTAURANTS INC	(J) CASH	48	DRI	42 61000	45 07000	2,045 28	2,163.36	118	4 437%	96	1 33
EASTMAN CHEM CO	(C) CASH	80	EMN	29 22040	68.05000	2,337.63	5,444 00	3,106	1 763%	96	3 35
EATON VANCE CORP COM NON VTG	(I) CASH	78	EV	29 04000	31 85000	2,265 12	2,484 30	219	2 511%	62	1 53
ENTEGRIS INC	(F) CASH	260	ENTG	9 09430	9 18000	2,364.52	2,386 80	22			1 47
FLIR SYS INC	(Q) CASH	128	FLIR	14 96600	22 31570	1,915 65	2,856 40	941	1 254%	35	1 76
GLOBAL PMTS INC	(P) CASH	57	GPN	42 39120	45 30000	2,416.30	2,582 10	166	0 176%	4	1 59
HARSCO CORP	(C) CASH	74	HSC	37 28450	23 50000	2,759 05	1,739 00	(1,020)	3.489%	60	1 07
HELIX ENERGY SOLUTIONS GRP INC	(G) CASH	179	HLX	14 30480	20 64000	2,560 56	3,694 56	1,134			2.28
HEXCEL CORP NEW	(C) CASH	82	HXL	21 49230	26.96000	1,762 37	2,210 72	448			1.36
INTERNATIONAL RECTIFIER CORP	(Q) CASH	86	IRF	24 25310	17 73000	2,085 77	1,524 78	(561)			0 94
INTUIT	(Q) CASH	55	INTU	22.49930	59 47540	1,237.46	3,271 14	2,034	1 143%	37	2 02
JEFFERIES GROUP INC NEW	(I) CASH	103	JEF	27 92810	18 57000	2,876.59	1,912 71	(964)	1 615%	30	1 18
JOY GLOBAL INC	(D) CASH	42	JOY	55 61190	63 78000	2,335 70	2,678 76	343	1 097%	29	1 65
KEYCORP NEW	(I) CASH	324	KEY	7 48380	8 42000	2,424 74	2,728 08	303	2.375%	64	1 68
MASCO CORP	(E) CASH	161	MAS	18 57010	16.66000	2,889 79	2,682 26	(308)	1 800%	48	1 65
MEDICAL PPTYS TRUST INC REIT	(I) CASH	190	MPW	12 10500	11 96000	2,299 95	2,272.40	(28)	6 688%	152	1 40
MEDNAX INC	(L) CASH	30	MD	78 81630	79 52000	2 364 49	2,385 60	21			1 47
MOOG INC CL A	(S) CASH	56	MOGA	38.54070	41 03000	2,158.28	2 297 68	139			1 42
NEWFIELD EXPL CO	(G) CASH	76	NFX	39 33590	26 78000	2,989.53	2,035 28	(954)			1 25
ONEOK INC NEW	(G) CASH	94	OKE	19 13000	42.75000	1,798 22	4,018 50	2,220	3.087%	124	2 48
PROTECTIVE LIFE CORP	(I) CASH	73	PL	31 45730	28.58000	2,296.38	2,086.34	(210)	2 519%	52	1.29
PULTE GROUP INC	(E) CASH	297	PHM	13 26890	18 16000	3,940 85	5,393 52	1,453			3 32
RAYMOND JAMES FINANCIAL INC	(I) CASH	72	RJF	28 79000	38 53000	2,072 88	2,774.16	701	1 453%	40	1 71
REINSURANCE GROUP AMER INC COM NEW	(I) CASH	46	RGA	55 79460	53 52000	2,566 55	2,461 92	(105)	1 793%	44	1 52
REPUBLIC SVCS INC	(N) CASH	137	RSG	25 66320	29 33000	3,515 86	4,018 21	502	3.204%	128	2.48
SBA COMMUNICAT[illegible]CORP	(R) CASH	63	SBAC	18 4554[illegible]	70 98000	1,162 69	4,471 74	3,309			2 76

OPPENHEIMER

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STATEMENT OF ACCOUNT

SIPC

DUPLICATE FOR:
HAGEN FAMILY FOUNDATION
ATTN DAVID F HAGEN

Page	Account Number	Financial Advisor	Period Ending
5 of 7		ELMORE JR. WILLIAM - G52	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
SCOTTS MIRACLE GRO CO CL A	(A) CASH	35	SMG	44.47000	44.05000	1,556.45	1,541 75	(15)	2.951%	45	0 95
SEALED AIR CORP NEW	(F) CASH	124	SEE	17.81860	17.51000	2,209 51	2,171 24	(38)	2.969%	64	1.34
SNAP ON INC	(F) CASH	39	SNA	35 62490	78 99000	1,389.37	3,080.61	1,691	1 924%	59	1.90
SOUTH JERSEY INDS INC	(G) CASH	45	SJI	42.25360	50 33000	1,901.41	2,264.85	363	3.516%	79	1 40
SWIFT ENERGY CO	(G) CASH	130	SFY	25.65830	15.39000	3,335.58	2,000 70	(1,335)			1 23
SYNOPSYS INC	(Q) CASH	82	SNPS	22.01500	31.83540	1,805 23	2,610 50	805			1 61
TIMKEN CO	(C) CASH	76	TKR	27 79740	47 83000	2,112.80	3,635 08	1,522	1.923%	69	2 24
TRUSTMARK CORP	(I) CASH	86	TRMK	25.01190	22 46000	2,151.02	1,931 56	(219)	4 096%	79	1.19
UNITED BANKSHARES INC WEST VA	(I) CASH	76	UBSI	21 91530	24 34000	1,665 56	1,849 84	184	5 094%	94	1 14
UNITED NAT FOODS INC	(J) CASH	52	UNFI	40.97900	53 59000	2,130.91	2,786 68	656			1 72
VALSPAR CORP	(C) CASH	73	VAL	27.46340	62.40000	2,004.83	4,555 20	2,550	1.474%	67	2.81
WGL HLDGS INC	(G) CASH	58	WGL	35 23090	39.19000	2,043.39	2,273.02	230	4 082%	92	1 40
WHITING PETE CORP NEW	(G) CASH	44	WLL	37.99000	43.37000	1,671.56	1,908 28	237			1.18
XILINX INC	(Q) CASH	74	XLNX	29.04190	35.86100	2,149.10	2,653.71	505	2.453%	65	1.64
SUB-TOTAL COMMON STOCK						**126,372.41**	**155,887.01**	**29,511**		**2,195**	**96.05**
TOTAL EQUITIES						**126,372.41**	**155,887.01**	**29,511**		**2,195**	**96.05**

COMMON STOCK HOLDINGS SUMMARY BY INDUSTRY CODE

(G)	12%	ENERGY	(Q)	12%	TECHNOLOGY
(S)	11%	TRANSPORTATION	(C)	12%	BASIC INDUSTRY
(R)	7%	TELECOMMUNICATIONS	(I)	16%	FINANCIAL
(L)	5%	HEALTHCARE	(E)	7%	CONSTRUCTION & BLDG.
(J)	3%	FOOD & BEVERAGES	(F)	4%	CONSUMER GOODS
(P)	1%	RETAIL SERVICES	(D)	1%	CAPITAL GOODS
(N)	2%	PUBLIC SERVICES	(A)	1%	AGRICULTURE

	Total Cost Basis	Current Value	Unrealized Gain/(Loss)	EY	EAI	Portfolio Percent
Total Portfolio Holdings	$132,786.86	$162,301.46	$29,611	1.353%	2,196	100%

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STATEMENT OF ACCOUNT

SIPC

DUPLICATE FOR:	Page	Account Number	Financial Advisor	Period Ending
HAGEN FAMILY FOUNDATION ATTN MR DAVID F HAGEN	3 of 6		ELMORE JR. WILLIAM - G52	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 [illegible] 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 [illegible] does not reflect changes in its price, which may fluctuate [illegible] you may visit

Description	Account Type	Quantity	Symbol	Unit Cost	Current Price	Total Cost Basis	Current Value	Unrealized Gain/(Loss)	EY	EAI	Portfolio Percent
AT&T INC	(R) CASH	140	T	32.83710	33 71000	4,597.20	4,719.40	122	5.339%	252	2.84
ALTRIA GROUP INC	(C) CASH	150	MO	21 92050	31.44000	3,288.07	4,716.00	1,428	5.597%	264	2.83
ASTRAZENECA PLC SPONSORED ADR	(L) CASH	80	AZN	46.82990	47 27000	3,746.39	3,781 60	35	6.029%	228	2.27
BOEING CO	(S) CASH	60	BA	43.89780	75.36000	2,633.87	4,521.60	1,888	2.574%	116	2.72
CHEVRON CORP NEW	(G) CASH	50	CVX	63.87000	108.14000	3,193.50	5,407 00	2,214	3.329%	180	3.25
CISCO SYS INC	(R) CASH	175	CSCO	19 08750	19.64940	3,340.31	3,438.64	98	2.849%	98	2.07
CONOCOPHILLIPS	(G) CASH	95	COP	43.52390	57.99000	4,134.77	5,509 05	1,374	4 552%	250	3.31
DIAGEO P L C SPON ADR NEW	(J) CASH	45	DEO	71.59420	116.58000	3,221.74	5,246.10	2,024	2.379%	124	3.15
DOMINION RES INC VA NEW	(T) CASH	60	D	41.28920	51.80000	2,477.35	3,108 00	631	4 073%	126	1.87
DU PONT E I DE NEMOURS & CO	(C) CASH	95	DD	33.86790	44.97850	3,217.45	4,272.95	1,056	3.824%	163	2 57
GENERAL ELECTRIC CO	(T) CASH	240	GE	35.12980	20.99000	8,431.15	5,037 60	(3,394)	3.620%	182	3.03
GENUINE PARTS CO	(P) CASH	60	GPC	43.47380	63.58000	2,608.43	3,814 80	1,206	3 114%	118	2 29
HCP INC REIT	(I) CASH	100	HCP	32.32170	45.16000	3,232.17	4,516 00	1,284	4.428%	200	2 71

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STATEMENT OF ACCOUNT

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DUPLICATE FOR:
HAGEN FAMILY FOUNDATION
ATTN MR DAVID F HAGEN

Page	Account Number	Financial Advisor	Period Ending
4 of 6		ELMORE JR WILLIAM - G52	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
HSBC HLDGS PLC SPON ADR NEW	(I) CASH	70	HBC	44 80340	53 07000	3,136 24	3,714 90	579	4 710%	175	2.23
HEALTH CARE REIT INC REIT	(I) CASH	80	HCN	43.94780	61.29000	3,515.82	4,903.20	1,387	4 829%	236	2 95
HEINZ H J CO	(J) CASH	100	HNZ	41 85000	57 68000	4,185 00	5,768 00	1,583	3.571%	206	3 46
INTEL CORP	(Q) CASH	150	INTC	19 39840	20 62000	2,909 76	3,093.00	183	4 364%	135	1.86
JPMORGAN CHASE & CO COM	(I) CASH	70	JPM	46 07890	43 96910	3,225.52	3,077.83	(148)	2.729%	84	1.85
JOHNSON & JOHNSON	(L) CASH	80	JNJ	57.00160	70.10000	4,560 13	5,608 00	1,048	3 480%	195	3 37
KIMBERLY CLARK CORP	(F) CASH	60	KMB	71.33130	84 43000	4,279 88	5,065.80	786	3 505%	177	3 04
KRAFT FOODS GROUP INC	(J) CASH	46	KRFT	34 10020	45 47000	1,568 61	2,091.62	523	4 398%	92	1 26
LILLY ELI & CO	(L) CASH	140	LLY	48.20860	49.32000	6,749 21	6,904 80	156	3 974%	274	4 15
MERCK & CO INC NEW	(L) CASH	125	MRK	33 01600	40 94000	4,127 00	5,117 50	991	4 201%	215	3 07
MICROSOFT CORP	(Q) CASH	155	MSFT	23 72030	26.70970	3,676 64	4,140 00	463	3 444%	142	2.49
MONDELEZ INTL INC CL A	(J) CASH	140	MDLZ	20 87420	25 45320	2,922 39	3,563 44	641	2 042%	72	2 14
NEXTERA ENERGY INC	(T) CASH	80	NEE	49 31610	69 19000	3,945.29	5,535 20	1,590	3.468%	192	3.33
PETROCHINA CO LTD SPONSORED ADR	(G) CASH	20	PTR	105 68650	143 78000	2,113.73	2,875.60	762	3.111 %	89	1 73
PHILIP MORRIS INTL INC	(C) CASH	55	PM	45 77240	83 64000	2,517.48	4,600 20	2,083	4.065%	187	2 76
RAYTHEON CO COM NEW	(Q) CASH	90	RTN	51 62280	57 56000	4,646 05	5,180 40	534	3 474%	180	3.11
ROYAL DUTCH SHELL PLC SPON ADR B	(G) CASH	60	RDSB	73 05150	70 89000	4,383 09	4,253 40	(130)	4 852%	206	2 56
3M CO	(L) CASH	55	MMM	58 59800	92 85000	3,222 89	5,106.75	1,884	2 541%	129	3 07
TRAVELERS COMPANIES INC	(I) CASH	55	TRV	39 51620	71 82000	2,173 39	3,950 10	1,777	2 561%	101	2.37
UNILEVER N V N Y SHS NEW	(J) CASH	140	UN	24 48000	38 30000	3,427 20	5,362.00	1,935	2 720%	145	3 22
VERIZON COMMUNICATIONS INC	(R) CASH	110	VZ	33 65900	43 27000	3,702 49	4,759 70	1,057	4 760%	226	2 86

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STATEMENT OF ACCOUNT

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DUPLICATE FOR:
HAGEN FAMILY FOUNDATION
ATTN MR DAVID F HAGEN

Page	Account Number	Financial Advisor	Period Ending
5 of 6		ELMORE JR. WILLIAM - G52	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
VODAFONE GROUP PLC NEW SPONS ADR NEW	(R) CASH	180	VOD	28.04930	25 19000	5,048.87	4,534 20	(515)	5.955%	270	2 72
SUB-TOTAL COMMON STOCK						128,159.08	157,294.38	29,135		6,039	94.49
TOTAL EQUITIES						128,159.08	157,294.38	29,135		6,039	94.49

COMMON STOCK HOLDINGS SUMMARY BY INDUSTRY CODE

(R) 11% TELECOMMUNICATIONS	(C) 8% BASIC INDUSTRY	(L) 18% HEALTHCARE	(S) 2% TRANSPORTATION	(G) 11% ENERGY
(J) 14% FOOD & BEVERAGES	(T) 8% UTILITIES	(P) 2% RETAIL SERVICES	(I) 12% FINANCIAL	(Q) 7% TECHNOLOGY
(F) 3% CONSUMER GOODS				

	Total Cost Basis	Current Value	Unrealized Gain/(Loss)	EY	EAI	Portfolio Percent
Total Portfolio Holdings	$137,331.80	$166,487.10	$29,135	3.629%	6,041	100%

Additional information

	THIS PERIOD	THIS YEAR		THIS PERIOD	THIS YEAR
Gross proceeds	8,105.58	91,105.50	Foreign withholding	0 00	-140.09

Portfolio detail

Cash and Sweep Balances

Bank Deposit Sweep - Consists of monies held at Wells Fargo Bank, N.A. and (if amounts exceed $250,000) at one or more other Wells Fargo affiliated banks. These assets are not covered by SIPC, but are instead eligible for FDIC insurance of up to $250,000 per depositor, per institution, in accordance with FDIC rules. For additional information on the Bank Deposit Sweep for your account, please contact Your Financial Advisor.

DESCRIPTION	ANNUAL PERCENTAGE YIELD EARNED*	CURRENT MARKET VALUE	ESTIMATED ANNUAL INCOME
Cash	0.00	332.24	0.00
BANK DEPOSIT SWEEP	0.01	24,135 09	2 41
Interest Period 12/01/12 - 12/31/12			
Total Cash and Sweep Balances		**$24,467.33**	**$2.41**

* APYE measures the total amount of the interest paid on an account based on the interest rate and the frequency of the compounding during the interest period. The annual percentage yield earned is expressed as an annualized rate, based on a 365 day year.

Stocks, options & ETFs

Stocks and ETFs

DESCRIPTION	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	ESTIMATED ANNUAL YIELD (%)
AVERY DENNISON CORP								
AVY								
Acquired 10/19/11	200	26.18	5,237.40		6,984.00	1,746.60		
Acquired 11/09/11	143	25.71	3,676.53		4,993.56	1,317.03		
Acquired 11/09/11	57	25.70	1,464.90		1,990.44	525.54		
Total	**400**		**$10,378.83**	**34.9200**	**$13,968.00**	**$3,589.17**	**$432.00**	**3.09**
BANK OF AMERICA CORP								
BAC								
Acquired 10/14/10 nc	100	12.76	1,276 00		1,161.00	-115.00		
Acquired 01/26/11	150	13.60	2,041.08		1,741.50	-299.58		
Acquired 06/23/11	150	10.61	1,592.49		1,741.50	149.01		
Acquired 01/06/12	480	6.18	2,966.40		5,572 80	2,606.40		

Stocks, options & ETFs

Stocks and ETFs continued

DESCRIPTION	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	ESTIMATED ANNUAL YIELD (%)
Acquired 05/03/12	400	7.91	3,166.92		4,644.00	1,477.08		
Total	**1,280**		**$11,042.89**	**11.6100**	**$14,860.80**	**$3,817.91**	**$51.20**	**0.34**
BERKSHIRE HATHAWAY INC SERIES B NEW BRK/B								
Acquired 02/10/00 nc	300	30.72	9,216.00		26,910.00	17,694.00		
Acquired 08/18/11	40	69.67	2,786.80		3,588.00	801 20		
Acquired 09/06/11	20	68.43	1,368.60		1,794.00	425.40		
Acquired 09/22/11	60	65.54	3,932.40		5,382.00	1,449.60		
Total	**420**		**$17,303.80**	**89.7000**	**$37,674.00**	**$20,370.20**	**N/A**	**N/A**
CHEVRON CORPORATION CVX								
Acquired 06/25/10 nc	100	70.29	7,029 75	108.1400	10,814 00	3,784 25	360.00	3.32
CISCO SYSTEMS INC CSCO								
Acquired 04/28/11	200	17.30	3,461 06		3,929.88	468.82		
Acquired 06/23/11	200	15.19	3,039.40		3,929.88	890.48		
Total	**400**		**$6,500.46**	**19.6494**	**$7,859.76**	**$1,359.30**	**$224.00**	**2.85**
COCA-COLA COMPANY KO								
Acquired 04/12/06 nc	380	20.48	7,782.40		13,775.00	5,992 60		
Acquired 07/17/08 nc	200	25 37	5,074.76		7,250.00	2,175.24		
Total	**580**		**$12,857.16**	**36.2500**	**$21,025.00**	**$8,167.84**	**$591.60**	**2.81**
CONOCOPHILLIPS COP								
Acquired 03/04/09 nc	75	28.72	2,154.13		4,349.25	2,195 12		
Acquired 03/23/09 nc	100	30.75	3,075.73		5,799.00	2,723.27		
Acquired 04/24/09 nc	20	31.85	637.08		1,159.80	522.72		
Total	**195**		**$5,866.94**	**57.9900**	**$11,308.05**	**$5,441.11**	**$514.80**	**4.55**
DEVON ENERGY CORP DVN								
Acquired 11/21/12	120	52.86	6,343.82	52 0400	6,244.80	-99.02	96.00	1.53
EBAY INC EBAY								
Acquired 04/16/09 nc	70	14.44	1,011 22		3,569.84	2,558.62		
Acquired 08/02/10 nc	300	21.41	6,423.00		15,299.30	8,876.30		

THE HAGEN FAMILY FOUNDATION

Stocks, options & ETFs

Stocks and ETFs continued

DESCRIPTION	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	ESTIMATED ANNUAL YIELD (%)
Total	**370**		**$7,434.22**	**50.9977**	**$18,869.14**	**$11,434.92**	**N/A**	**N/A**
GENERAL ELECTRIC COMPANY GE								
Acquired 03/05/07 nc	50	34.70	1,735 37		1,049.50	-685.87		
Acquired 05/23/08 nc	100	30 43	3,043.50		2,099 00	-944.50		
Acquired 05/30/08 nc	50	30.82	1,541.00		1,049.50	-491.50		
Acquired 11/25/08 nc	100	15.72	1,572 85		2,099.00	526.15		
Total	**300**		**$7,892.72**	**20.9900**	**$6,297.00**	**-$1,595.72**	**$228.00**	**3.62**
GOLDMAN SACHS GROUP INC GS								
Acquired 05/31/12	40	95.38	3,815 20	127.5600	5,102 40	1,287.20	80.00	1.56
INTEL CORP INTC								
Acquired 04/21/06 nc	100	19 13	1,913.80		2,062.00	148.20		
Acquired 06/06/06 nc	300	17.73	5,321.40		6,186.00	864.60		
Total	**400**		**$7,235.20**	**20.6200**	**$8,248.00**	**$1,012.80**	**$360.00**	**4.36**
INTERNATIONAL GAME TECHNOLOGY IGT								
Acquired 03/06/12	650	14.88	9,672 00		9,210.50	-461.50		
Acquired 05/04/12	150	15.19	2,279.33		2,125.50	-153.83		
Acquired 05/23/12	200	13.96	2,793.04		2,834.00	40.96		
Acquired 07/26/12	100	11.30	1,130.00		1,417.00	287.00		
Acquired 07/26/12	50	11 29	564.75		708.50	143.75		
Total	**1,150**		**$16,439.12**	**14.1700**	**$16,295.50**	**-$143.62**	**$322.00**	**1.98**
JOHNSON & JOHNSON JNJ								
Acquired 06/20/06 nc	140	61 42	8,598.80		9,814.00	1,215.20		
Acquired 12/13/06 nc	50	65 65	3,282.50		3,505.00	222.50		
Acquired 04/03/07 nc	150	60.70	9,106.08		10,515 00	1,408.92		
Acquired 06/04/12	40	62.26	2,490.40		2,804.00	313.60		
Total	**380**		**$23,477.78**	**70.1000**	**$26,638.00**	**$3,160.22**	**$927.20**	**3.48**
MC CORMICK & CO INC NON VTG MKC								
Acquired 08/21/09 nc	100	32.35	3,235.47	63.5300	6,353.00	3,117.53	136.00	2.14

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Stocks, options & ETFs

Stocks and ETFs continued

DESCRIPTION	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	ESTIMATED ANNUAL YIELD (%)
MEDTRONIC INC MDT								
Acquired 11/12/07 nc	180	46.33	8,339.40		7,383.60	-955.80		
Acquired 12/12/08 nc	120	30.09	3,611.74		4,922.40	1,310.66		
Acquired 08/02/10 nc	200	37.51	7,503.32		8,204 00	700.68		
Acquired 09/29/10 nc	50	33.31	1,665.50		2,051.00	385.50		
Total	**550**		**$21,119.96**	**41.0200**	**$22,561.00**	**$1,441.04**	**$572.00**	**2.54**
MERCK & CO INC NEW MRK								
Acquired 01/21/11	135	33.90	4,577.18		5,526.90	949 72		
Acquired 01/21/11	100	33.90	3,390.73		4,094.00	703.27		
Acquired 01/21/11	100	33.90	3,390.78		4,094.00	703.22		
Acquired 04/19/11	175	33.71	5,900.48		7,164.50	1,264.02		
Total	**510**		**$17,259.17**	**40.9400**	**$20,879.40**	**$3,620.23**	**$877.20**	**4.20**
MICROSOFT CORP MSFT								
Acquired 06/06/06 nc	500	22.11	11,059.10		13,354.85	2,295.75		
Acquired 07/01/10 nc	200	23.01	4,603.20		5,341.94	738.74		
Acquired 10/04/10 nc	150	23.81	3,572.55		4,006.45	433.90		
Total	**850**		**$19,234.85**	**26.7097**	**$22,703.24**	**$3,468.39**	**$782.00**	**3.44**
MOLSON COORS BREWING CO CL-B TAP								
Acquired 11/07/12	180	41.60	7,488 00		7,702.20	214.20		
Acquired 11/15/12	50	39.66	1,983.00		2,139.50	156.50		
Total	**230**		**$9,471.00**	**42.7900**	**$9,841.70**	**$370.70**	**$294.40**	**2.99**
NATHAN'S FAMOUS INC NEW NATH								
Acquired 08/10/09 nc	80	13.45	1,076.00		2,696.00	1,620.00		
Acquired 08/21/09 nc	100	13.41	1,341.00		3,370.00	2,029.00		
Acquired 08/28/09 nc	100	12.78	1,278.75		3,370.00	2,091.25		
Total	**280**		**$3,695.75**	**33.7000**	**$9,436.00**	**$5,740.25**	**N/A**	**N/A**
PEPSICO INCORPORATED PEP								
Acquired 06/24/08 nc	100	64.21	6,421.76		6,843 00	421.24		
Acquired 07/17/08 nc	50	64 98	3,249.00		3,421.50	172.50		

Stocks, options & ETFs

Stocks and ETFs continued

DESCRIPTION	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	ESTIMATED ANNUAL YIELD (%)
Acquired 12/12/08 nc	90	51.65	4,649.35		6,158.70	1,509.35		
Total	**240**		**$14,320.11**	**68.4300**	**$16,423.20**	**$2,103.09**	**$516.00**	**3.14**
TESCO PLC SPON ADR TSCDY								
Acquired 02/13/12	740	15.30	11,322.00		12,269.20	947.20		
Acquired 05/23/12	240	14.45	3,468.00		3,979.20	511.20		
Total	**980**		**$14,790.00**	**16.5800**	**$16,248.40**	**$1,458.40**	**$645.82**	**3.97**
TOTAL S.A. SPONS ADR TOT								
Acquired 01/12/12	140	49.91	6,988.38		7,281.40	293.02		
Acquired 04/23/12	80	46.97	3,757.60		4,160.80	403.20		
Acquired 05/04/12	30	46.39	1,391.70		1,560.30	168.60		
Total	**250**		**$12,137.68**	**52.0100**	**$13,002.50**	**$864.82**	**$626.75**	**4.82**
WALGREEN COMPANY WAG								
Acquired 08/06/10 nc	290	27.86	8,081.25		10,732.90	2,651.65		
Acquired 11/08/11	90	32.51	2,925.90		3,330.90	405.00		
Total	**380**		**$11,007.15**	**37.0100**	**$14,063.80**	**$3,056.65**	**$418.00**	**2.97**
YAHOO INC YHOO								
Acquired 02/09/11	230	16 44	3,782 62		4,577.00	794.38		
Acquired 07/20/11	200	13.45	2,691.08		3,980.00	1,288.92		
Total	**430**		**$6,473.70**	**19.9000**	**$8,557.00**	**$2,083.30**	**N/A**	**N/A**
Total Stocks and ETFs			**$276,362.73**		**$365,273.69**	**$88,910.96**	**$9,054.97**	**2.48**
Total Stocks, options & ETFs			**$276,362.73**		**$365,273.69**	**$88,910.96**	**$9,054.97**	**2.48**

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