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Form 990-PF

Department of the Treasury
Internal Revenue ServiceReturn 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 CHAPMAN HANSON FOUNDATION TT/ADVISORY TRUST COMPANY OF DE		A Employer identification number 38-6872202
Number and street (or P.O. box number if mail is not delivered to street address) 1100 N MARKET ST DE3-C070		B Telephone number 302-636-8500
City or town, state, and ZIP code WILMINGTON, DE 19890-0001		C If exemption application is pending, check here ☐
G Check all that apply: ☐ Initial return ☐ Final return ☒ Address change ☐ Initial return of a former public charity ☐ Amended return ☐ Name change		D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐
H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 14,495,834.	J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

Part I Analysis of Revenue and Expenses

(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue				
1 Contributions, gifts, grants, etc., received				
2 Check ☒ if the foundation is not required to attach Sch. B				
3 Interest on savings and temporary cash investments				
4 Dividends and interest from securities	392,882.	387,268.	392,882.	STATEMENT 1
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	530,317.			
b Gross sales price for all assets on line 6a	3,009.			
7 Capital gain net income (from Part IV, line 2)		530,317.		
8 Net short-term capital gain			N/A	
9 Income modifications				
10a Gross sales less returns and allowances				
b Less Cost of goods sold				
c Gross profit or (loss)				
11 Other income				
12 Total. Add lines 1 through 11	923,199.	917,585.	392,882.	
Operating and Administrative Expenses				
13 Compensation of officers, directors, trustees, etc.	116,222.	58,111.	0.	58,111.
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees				
b Accounting fees				
c Other professional fees	STMT 2	115,919.	115,919.	0.
17 Interest				
18 Taxes	STMT 3	3,935.	7,631.	0.
19 Depreciation and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses	STMT 4	2,162.	2,077.	0.
24 Total operating and administrative expenses. Add lines 13 through 23	238,238.	183,738.	0.	58,196.
25 Contributions, gifts, grants paid	592,000.			592,000.
26 Total expenses and disbursements. Add lines 24 and 25	830,238.	183,738.	0.	650,196.
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	92,961.			
b Net investment income (if negative, enter -0-)		733,847.		
c Adjusted net income (if negative, enter -0-)			392,882.	

SCANNED NOV 15 2013

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			887,755.	547,677.	547,677.	
	2 Savings and temporary cash investments						
	3 Accounts receivable ▶						
	Less: allowance for doubtful accounts ▶						
	4 Pledges receivable ▶						
	Less: allowance for doubtful accounts ▶						
	5 Grants receivable						
	6 Receivables due from officers, directors, trustees, and other disqualified persons						
	7 Other notes and loans receivable ▶						
	Less: allowance for doubtful accounts ▶						
	8 Inventories for sale or use						
	9 Prepaid expenses and deferred charges						
	10a Investments - U.S. and state government obligations						
	b Investments - corporate stock						
	c Investments - corporate bonds						
Liabilities	11 Investments - land, buildings, and equipment basis ▶						
	Less accumulated depreciation ▶						
	12 Investments - mortgage loans						
	13 Investments - other STMT 7			11,167,910.	11,632,208.	13,948,157.	
	14 Land, buildings, and equipment: basis ▶						
	Less accumulated depreciation ▶						
	15 Other assets (describe ▶)						
	16 Total assets (to be completed by all filers)			12,055,665.	12,179,885.	14,495,834.	
	17 Accounts payable and accrued expenses						
	18 Grants payable						
Net Assets or Fund Balances	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.			
Foundations that follow SFAS 117, check here ▶ ☐	24 Unrestricted						
	25 Temporarily restricted						
	26 Permanently restricted						
	Foundations that do not follow SFAS 117, check here ▶ ☒	27 Capital stock, trust principal, or current funds			12,055,665.	12,179,885.	
		28 Paid-in or capital surplus, or land, bldg., and equipment fund			0.	0.	
		29 Retained earnings, accumulated income, endowment, or other funds			0.	0.	
		30 Total net assets or fund balances			12,055,665.	12,179,885.	
	31 Total liabilities and net assets/fund balances			12,055,665.	12,179,885.		

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	12,055,665.
2 Enter amount from Part I, line 27a	2	92,961.
3 Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 5	3	32,798.
4 Add lines 1, 2, and 3	4	12,181,424.
5 Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 6	5	1,539.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	12,179,885.

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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 PUBLICLY TRADED SECURITIES			
c CAPITAL GAINS DIVIDENDS			
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			<11,661.>
b			538,969.
c 3,009.			3,009.
d			
e			
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) 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	
a			<11,661.>
b			538,969.
c			3,009.
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	530,317.
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	<11,661.>

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	652,892.	14,149,318.	.046143
2010	376,512.	13,051,259.	.028849
2009	37,880.	12,404,509.	.003054
2008			
2007			

2 Total of line 1, column (d)	2	.078046
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	.026015
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	14,130,761.
5 Multiply line 4 by line 3	5	367,612.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	7,338.
7 Add lines 5 and 6	7	374,950.
8 Enter qualifying distributions from Part XII, line 4	8	650,196.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b		1	7,338.
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	7,338.
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	7,338.
6 Credits/Payments:			
a 2012 estimated tax payments and 2011 overpayment credited to 2012	6a	4,136.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c	7,000.	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	11,136.	
8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8	7.	
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	3,791.	
11 Enter the amount of line 10 to be: Credited to 2013 estimated tax ☒ 3,791. Refunded ☐	11	0.	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ☒ \$ 0. (2) On foundation managers. ☒ \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ☒ \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV.	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ☒ CA		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

N/A

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>N/A</u>	13	X	
14	The books are in care of ► <u>ADVISORY TRUST COMPANY OF DE</u> Telephone no. ► <u>302-636-8500</u> Located at ► <u>1100 N MARKET ST DE3-C070, WILMINGTON, DE</u> ZIP+4 ► <u>19809-0001</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	15	N/A	
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►	16	Yes	No
				X

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No		
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No		
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ► ☐	1b	X
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.) <u>N/A</u>	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.) <u>N/A</u>	3b	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?	4b	X

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

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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)?

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ No

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

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
CITIBANK N.A. ONE COURT SQUARE, 29TH FL LONG ISLAND CITY, NY 11120	TRUSTEE 0.50	99,655.	0.	0.
ADVISORY TRUST COMPANY OF DELAWARE 1100 N MARKET ST DE3-C070 WILMINGTON, DE 19801	TRUSTEE 0.50	16,567.	0.	0.

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

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

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

0

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

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

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

Total number of others receiving over \$50,000 for professional services 0

Part IX-A Summary of Direct Charitable Activities

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

Part IX-B Summary of Program-Related Investments

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	13,601,430.
b	Average of monthly cash balances	1b	744,520.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	14,345,950.
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	14,345,950.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	215,189.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	14,130,761.
6	Minimum investment return. Enter 5% of line 5	6	706,538.

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	706,538.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	7,338.
b	Income tax for 2012. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	7,338.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	699,200.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	699,200.
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	699,200.

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	650,196.
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	650,196.
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	7,338.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	642,858.

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				699,200.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only.			591,553.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2012:				
a From 2007				
b From 2008				
c From 2009				
d From 2010				
e From 2011				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2012 from Part XII, line 4: ▶ \$ 650,196.				
a Applied to 2011, but not more than line 2a			591,553.	
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				58,643.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2012 (if an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2011. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2012. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013				640,557.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2008				
b Excess from 2009				
c Excess from 2010				
d Excess from 2011				
e Excess from 2012				

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N/A

- (4) Gross investment income

2012.04040 CHAPMAN HANSON FOUNDATION T 101747-1

CHAPMAN HANSON FOUNDATION

Form 990-PF (2012)

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Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	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
Name and address (home or business)				
a Paid during the year				
SAVE THE REDWOODS 114 SANSOME ST STE 1200 SAN FRANCISCO, CA 94101	NONE	PUBLIC CHARITY	GENERAL	150,000.
NATIONAL PARK FOUNDATION 1201 EYE STREET NW SUITE 550B WASHINGTON, DC 20005	NONE	PUBLIC CHARITY	GENERAL	146,000.
RONALD REAGAN PRESIDENTIAL FOUNDATION 40 PRESIDENTIAL DRIVE SIMI VALLEY, CA 93065	NONE	PUBLIC CHARITY	GENERAL	60,000.
HENRY E HUNTINGTON LIBRARY AND ART GALLERY 1151 OXFORD ROAD SAN MARINO, CA 91108	NONE	PUBLIC CHARITY	GENERAL	58,400.
AMERICAN RED CROSS 11355 OHIO AVENUE LOS ANGELES, CA 90025	NONE	PUBLIC CHARITY	GENERAL	59,200.
Total			SEE CONTINUATION SHEET(S) ▶ 3a	592,000.
b Approved for future payment				
NONE				
Total			▶ 3b	0.

▶ 3a

▶ 3b

Form 990-PF (2012)

Part XVII

- | | Yes | No |
|-------|-----|----|
| 1a(1) | | X |
| 1a(2) | | X |
| 1b(1) | | X |
| 1b(2) | | X |
| 1b(3) | | X |
| 1b(4) | | X |
| 1b(5) | | X |
| 1b(6) | | X |
| 1c | | X |

[illegible]

- ☐ Yes ☒ No

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

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.

Sign Here   

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
	MARJORIE J. STREIT	MARJORIE J. STREIT	11/05/13		P00028317
	Firm's name ▶ WILMINGTON TRUST COMPANY				Firm's EIN ▶ 51-0055023
	Firm's address ▶ TRUST TAX SERVICES DE3-C070 1100 N MARKET STREET, DE 19890-0001				Phone no. (302) 651-1942

38-6872202

3 Grants and Contributions Paid During the Year (Continuation)

223831
05-01-12

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES	STATEMENT	1
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SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
ACCR MKT DISCOUNT	15,039.	0.	15,039.
CGD SEC 1250	85.	85.	0.
DOMESTIC DIVIDENDS	158,035.	2,589.	155,446.
FOREIGN DIVIDENDS	104,945.	0.	104,945.
INTEREST	109,583.	0.	109,583.
INTEREST TAX EXEMPT	5,614.	0.	5,614.
OID	2,255.	0.	2,255.
S/T GAINS	335.	335.	0.
TOTAL TO FM 990-PF, PART I, LN 4	395,891.	3,009.	392,882.

FORM 990-PF	OTHER PROFESSIONAL FEES	STATEMENT	2
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT MANAGEMENT	115,919.	115,919.	0.	0.
TO FORM 990-PF, PG 1, LN 16C	115,919.	115,919.	0.	0.

FORM 990-PF	TAXES	STATEMENT	3
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES PAID	7,631.	7,631.	0.	0.
ESTIMATED TAXES	3,118.	0.	0.	0.
EXCISE TAX REFUND	<6,814.>	0.	0.	0.
TO FORM 990-PF, PG 1, LN 18	3,935.	7,631.	0.	0.

FORM 990-PF	OTHER EXPENSES	STATEMENT	4
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ADR FEES	2,077.	2,077.	0.	0.
CA FILING FEE	75.	0.	0.	75.
CA FORM 199	10.	0.	0.	10.
TO FORM 990-PF, PG 1, LN 23	2,162.	2,077.	0.	85.

FORM 990-PF	OTHER INCREASES IN NET ASSETS OR FUND BALANCES	STATEMENT	5
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DESCRIPTION	AMOUNT
WASH SALES POSTED IN 2013	6,437.
TAX COST ADJ KINDER	8,411.
BASIS ADJ FOR OID AND MKT DISC	17,950.
TOTAL TO FORM 990-PF, PART III, LINE 3	32,798.

FORM 990-PF	OTHER DECREASES IN NET ASSETS OR FUND BALANCES	STATEMENT	6
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DESCRIPTION	AMOUNT
ACCR INC POSTED 2013	165.
CARRYING VALUE ADJ	1,374.
TOTAL TO FORM 990-PF, PART III, LINE 5	1,539.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	7
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
	COST	11,632,208.	13,948,157.
TOTAL TO FORM 990-PF, PART II, LINE 13		11,632,208.	13,948,157.

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QUANTITY DESCRIPTION	MARKET VALUE (M/V) MARKET UNIT PRICE	%M/V	FEDERAL TAX COST AVERAGE UNIT COST	UNREALIZED GAIN/(LOSS)	ACCRUED INCOME	ESTIMATED ANNUAL INCOME	YIELD (%) YTM (%)
PRINCIPAL PORTFOLIO(S)							
Equity							
1,589,0000 ALA GROUP LTD SPONSORED AMERICAN DEPOSITORY RECEIPT CUSIP 001317205 TKR AAGY	\$25,153.87 15.8300	0.17	\$23,817.19 14.99	\$1,336.68	\$0.00	\$246.29	0.98
376,0000 AIRCAS INC CUSIP 009363102 TKR ARG	34,325.04 91.2900	0.23	26,002.42 69.16	8,322.62	0.00	601.60	1.75
487,0000 ALLERGAN INC CUSIP 018490102 TKR AGN	44,672.51 91.7300	0.30	33,927.21 69.67	10,745.30	0.00	97.40	0.22
430,0000 ALLIANT ENERGY CORP CUSIP 018802108 TKR LNT	18,881.30 43.9100	0.13	17,656.92 41.06	1,224.38	0.00	808.40	4.28
268,0000 AMAZON.COM INC CUSIP 023135106 TKR AMZN	67,233.16 250.8700	0.45	52,785.16 196.96	14,448.00	0.00	0.00	0.00
421,0000 AMCOR LIMITED CUSIP 02341R302 TKR AMCRY	14,229.80 33.8000	0.10	8,209.50 19.50	6,020.30	0.00	673.60	4.73
149,0000 AMERICAN EAGLE OUTFITTER INC CUSIP 02553E106 TKR AEO	3,055.99 20.5100	0.02	3,292.38 22.10	(236.39)	0.00	65.56	2.15
232,0000 AMERICAN EXPRESS CO CUSIP 025816109 TKR AXP	13,335.36 57.4800	0.09	11,655.50 50.24	1,679.86	0.00	185.60	1.39
876,0000 AMERICAN INTERNATIONAL GROUP INCORPORATED CUSIP 026874784 TKR AIG	30,922.80 35.3000	0.21	28,968.78 33.07	1,954.02	0.00	0.00	0.00

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Investment Detail

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QUANTITY DESCRIPTION	MARKET VALUE (M/V) MARKET UNIT PRICE	%M/V	FEDERAL TAX COST AVERAGE UNIT COST	UNREALIZED GAIN/(LOSS)	ACCRUED INCOME	ESTIMATED ANNUAL INCOME	YIELD (%) YTM (%)
PRINCIPAL PORTFOLIO(S)							
Equity							
773.0000 AMERICAN TOWER CORP CUSIP 03027X100 TKR AMT	\$59,729.71 77.2700	0.40	\$28,398.86 36.74	\$31,330.85	\$0.00	\$803.92	1.35
700.0000 AMGEN INC COM CUSIP 031162100 TKR AMGN	60,340.00 86.2000	0.41	41,551.01 59.36	18,788.99	0.00	1,316.00	2.18
197.0000 ANHEUSER-BUSCH INBEV NV CUSIP 03524A108 TKR BUD	17,219.77 87.4100	0.12	9,971.01 50.61	7,248.76	0.00	254.72	1.48
462.0000 APPLE INC CUSIP 037833100 TKR AAPL	245,863.93 532.1730	1.65	85,976.16 186.10	159,887.77	0.00	4,897.20	1.99
1,115.0000 APPLIED MATERIALS INC COM CUSIP 038222105 TKR AMAT	12,755.60 11.4400	0.09	14,412.27 12.93	(1,656.67)	0.00	446.00	3.50
371.0000 ARM HOLDINGS PLC CUSIP 042068106 TKR ARMH	14,034.93 37.8300	0.09	2,340.27 6.31	11,694.66	0.00	102.02	0.73
207.0000 ASML HOLDING N.V. AMERICAN DEPOSITORY RECEIPT CUSIP N07059210 TKR ASML	13,328.73 64.3900	0.09	13,867.36 66.99	(538.63)	0.00	124.20	0.93
179.0000 ASML HOLDING N.V. AMERICAN DEPOSITORY RECEIPT ESCROW CUSIP CUSIP N07ESC895	0.00 0.0000	0.00	2,335.28 13.05	(2,335.28)	0.00	0.00	0.00

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QUANTITY DESCRIPTION	MARKET VALUE (M/V) MARKET UNIT PRICE	%M/V	FEDERAL TAX COST AVERAGE UNIT COST	UNREALIZED GAIN/(LOSS)	ACCRUED INCOME	ESTIMATED ANNUAL INCOME	YIELD (%) YTM (%)
PRINCIPAL PORTFOLIO(S)							
Equity							
0.0000 ASML HOLDING NV NY REGISTERED SHARES CUSIP N07059186	\$0.00 59.2500	0.00	\$0.00 0.00	\$0.00	\$2,123.31	\$0.00	0.00
1.855.0000 ASSA ABLOY AB UNSPONSORED ADR CUSIP 045387107 TKR ASAZY	34,336.05 18.5100	0.23	22,871.72 12.33	11,464.33	0.00	580.61	1.69
577.0000 ASTELLAS PHARMA INCORPORATED UNSPONSORED ADR CUSIP 04623U102 TKR ALPMY	25,878.45 44.8500	0.17	19,739.04 34.21	6,139.41	0.00	812.99	3.14
1.270.0000 AT&T INC CUSIP 00206R102 TKR T	42,811.70 33.7100	0.29	0.00 0.00	42,811.70	0.00	2,286.00	5.34
23.0000 AUTOZONE INC COM CUSIP 053332102 TKR AZO	8,151.89 354.4300	0.05	8,965.67 389.81	(813.78)	0.00	0.00	0.00
197.0000 BAIDU INC SPONSORED AMERICAN DEPOSITORY RECEIPTS (FORMERLY BAIDU.COM INC) CUSIP 056752108 TKR BIDU	19,757.13 100.2900	0.13	22,721.06 115.34	(2,963.93)	0.00	0.00	0.00
842.0000 BANCO DO BRASIL SA SPONSORED ADR CUSIP 059578104 TKR BDORY	10,668.14 12.6700	0.07	13,067.23 15.52	(2,399.09)	0.11	202.92	1.90

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QUANTITY DESCRIPTION	MARKET VALUE (M/V) MARKET UNIT PRICE	%M/V	FEDERAL TAX COST AVERAGE UNIT COST	UNREALIZED GAIN/(LOSS)	ACCRUED INCOME	ESTIMATED ANNUAL INCOME	YIELD (%) YTM (%)
PRINCIPAL PORTFOLIO(S)							
Equity							
1,710.0000 BANCO SANTANDER SA SPONSORED ADR (FORMERLY BANCO SANTANDER CENTRAL HISPANO SA) CUSIP 05964H105 TKR SAN	\$13,970.70 8.1700	0.09	\$20,885.87 12.21	(\$6,915.17)	\$0.00	\$1,162.80	8.32
446.0000 BE AEROSPACE INC CUSIP 073302101 TKR BEAV	22,032.40 49.4000	0.15	18,802.13 42.16	3,230.27	0.00	0.00	0.00
320.0000 BED BATH & BEYOND INC COM CUSIP 075896100 TKR BBBY	17,891.20 55.9100	0.12	18,380.80 57.44	(489.60)	0.00	0.00	0.00
1,936.0000 BG GROUP PLC SPONDORED ADR CUSIP 055434203 TKR BRGY	32,350.56 16.7100	0.22	33,977.12 17.55	(1,626.56)	0.00	505.28	1.56
139.0000 BLACKROCK INC CUSIP 09247X101 TKR BLK	28,732.69 206.7100	0.19	23,419.66 168.49	5,313.03	0.00	934.08	3.25
1,043.0000 BOEING CO COM CUSIP 097023105 TKR BA	78,600.48 75.3600	0.53	74,950.76 71.86	3,649.72	0.00	2,023.42	2.57
771.0000 BORG WARNER INC COM CUSIP 099724106 TKR BWA	55,219.02 71.6200	0.37	45,560.79 59.09	9,658.23	0.00	0.00	0.00
740.0000 BP PLC SPONSORED ADR CUSIP 055622104 TKR BP	30,813.60 41.6400	0.21	37,573.87 50.78	(6,760.27)	0.00	1,598.40	5.19

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QUANTITY DESCRIPTION	MARKET VALUE (M/V) MARKET UNIT PRICE	%M/V	FEDERAL TAX COST AVERAGE UNIT COST	UNREALIZED GAIN/(LOSS)	ACCRUED INCOME	ESTIMATED ANNUAL INCOME	YIELD (%) YTM (%)
PRINCIPAL PORTFOLIO(S)							
Equity							
92.0000 BRITISH AMERICAN TOBACCO PLC SPONSORED ADR CUSIP 110448107 TKR BTI	\$9,315.00 101.2500	0.06	\$5,852.02 63.61	\$3,462.98	\$116.97	\$383.36	4.12
288.0000 BURBERRY GROUP PLC SPONSORED AMERICAN DEPOSITORY RECEIPT CUSIP 12082W204 TKR BURBY	11,744.64 40.7800	0.08	11,241.80 39.03	502.84	67.02	223.20	1.90
0.0000 CAMDEN PROPERTY TRUST REAL ESTATE INVESTMENT TRUST CUSIP 133131102 TKR CPT	0.00 68.2100	0.00	0.00 0.00	0.00	123.20	0.00	0.00
531.0000 CAMERON INTERNATIONAL CORP CUSIP 13342B105 TKR CAM	29,980.26 56.4600	0.20	23,256.07 43.80	6,724.19	0.00	0.00	0.00
256.0000 CANADIAN NATIONAL RAILWAY COMPANY CUSIP 136375102 TKR CNI	23,298.56 91.0100	0.16	12,606.46 49.24	10,692.10	29.51	443.90	1.91
1,020.0000 CANON INC SPONS ADR CUSIP 138006309 TKR CAJ	39,994.20 39.2100	0.27	37,697.91 36.96	2,296.29	0.00	1,438.20	3.60
1,121.0000 CAPITAL ONE FINANCIAL CORP CUSIP 14040H105 TKR COF	64,939.53 57.9300	0.44	55,505.90 49.51	9,433.63	0.00	224.20	0.35
515.0000 CARDINAL HEALTH INC OM CUSIP 14149Y108 TKR CAH	21,207.70 41.1800	0.14	22,165.50 43.04	(957.80)	141.63	566.50	2.67
723.0000 CARNIVAL CORPORATION CUSIP 143658300 TKR CCL	26,584.71 36.7700	0.18	22,326.22 30.88	4,258.49	0.00	723.00	2.72

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QUANTITY DESCRIPTION	MARKET VALUE (M/V) MARKET UNIT PRICE	%M/V	FEDERAL TAX COST AVERAGE UNIT COST	UNREALIZED GAIN/(LOSS)	ACCRUED INCOME	ESTIMATED ANNUAL INCOME	YIELD (%) YTM (%)
PRINCIPAL PORTFOLIO(S)							
Equity							
6,361.0000 CARREFOUR SA SPONSORED ADR CUSIP 144430204 TKR CRRFY	\$32,759.15 5.1500	0.22	\$42,893.18 6.74	(\$10,134.03)	\$0.00	\$508.88	1.55
1,095.0000 CBS CORPORATION CLASS B CUSIP 124857202 TKR CBS	41,664.75 38.0500	0.28	26,376.12 24.09	15,288.63	131.40	525.60	1.26
328.0000 CHECK POINT SOFTWARE TECHNOLOGIES CUSIP M22465104 TKR CHKP	15,625.92 47.6400	0.10	18,197.78 55.48	(2,571.86)	0.00	0.00	0.00
1,114.0000 CHEVRON CORP CUSIP 166764100 TKR CVX	120,467.96 108.1400	0.81	78,216.89 70.21	42,251.07	0.00	4,010.40	3.33
453.0000 CHINA CONSTR BK CORP UNSPONSORED AMERICAN DEPOSITORY RECEIPT CUSIP 168919108 TKR CICHY	7,352.19 16.2300	0.05	6,692.50 14.77	659.69	0.00	282.67	3.84
60.0000 CHINA MOBILE LTD SPONSORED ADR (FORMERLY CHINA MOBILE HONG KONG LTD SPONSORED ADR) CUSIP 16941M109 TKR CHL	3,523.20 58.7200	0.02	3,271.99 54.53	251.21	0.00	117.66	3.34
3,712.0000 CISCO SYSTEMS INC CUSIP 17275R102 TKR CSCO	72,938.57 19.6494	0.49	78,095.35 21.04	(5,156.78)	0.00	2,078.72	2.85

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QUANTITY DESCRIPTION	MARKET VALUE (M/V) MARKET UNIT PRICE	%M/V	FEDERAL TAX COST AVERAGE UNIT COST	UNREALIZED GAIN/(LOSS)	ACCRUED INCOME	ESTIMATED ANNUAL INCOME	YIELD (%) YTM (%)
PRINCIPAL PORTFOLIO(S)							
Equity							
476.0000 CITIGROUP INC CUSIP 172967424 TKR C	\$18,830.56 39.5600	0.13	\$12,665.40 26.61	\$6,165.16	\$0.00	\$19.04	0.10
619.0000 CITRIX SYSTEMS INC COM CUSIP 177376100 TKR CTXS	40,618.78 65.6200	0.27	44,867.15 72.48	(4,248.37)	0.00	0.00	0.00
102.0000 CNOOC LIMITED ADR CUSIP 126132109 TKR CEO	22,440.00 220.0000	0.15	13,978.58 137.04	8,461.42	0.00	508.87	2.27
1520.0000 COCA-COLA ENTERPRISES INCORPORATED CUSIP 191227109 TKR CCE	48,229.60 31.7300	0.32	40,127.39 26.40	8,102.21	0.00	1,216.00	2.52
376.0000 COGNIZANT TECHNOLOGY SOLUTIONS CORP CUSIP 192446102 TKR CTSH	27,779.74 73.8823	0.19	22,068.94 58.69	5,710.80	0.00	0.00	0.00
2,400.0000 COMCAST CORP CLASS A CUSIP 20030N101 TKR CMCSA	89,664.00 37.3600	0.60	58,067.17 24.19	31,596.83	390.00	1,872.00	2.09
288.0000 COMCAST CORP-SPECIAL CL A CUSIP 20030N200 TKR CMCSK	10,344.96 35.9200	0.07	4,459.08 15.48	5,885.88	46.80	224.64	2.17
196.0000 COMPAGNIE GENERALE DE GEOPHYSIQUE- VERITAS SA (CGG)SPONSORED ADR CUSIP 204386106 TKR CGV	5,981.92 30.5200	0.04	5,548.03 28.31	433.89	0.00	0.00	0.00

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QUANTITY DESCRIPTION	MARKET VALUE (M/V) MARKET UNIT PRICE	%M/V	FEDERAL TAX COST AVERAGE UNIT COST	UNREALIZED GAIN/(LOSS)	ACCRUED INCOME	ESTIMATED ANNUAL INCOME	YIELD (%) YTM (%)
PRINCIPAL PORTFOLIO(S)							
Equity							
1,089.0000 COMPASS GROUP PLC-ADR CUSIP 20449X203 TKR CMPGY	\$13,046.22 11.9800	0.09	\$12,859.34 11.81	\$186.88	\$0.00	\$316.89	2.43
2,525.0000 CONAGRA FOODS INC CUSIP 205887102 TKR CAG	74,487.50 29.5000	0.50	65,308.52 25.86	9,178.98	0.00	2,525.00	3.39
800.0000 CONOCOPHILLIPS CUSIP 20825C104 TKR COP	46,392.00 57.9900	0.31	29,714.81 37.14	16,677.19	0.00	2,112.00	4.55
1,000.0000 CONSTELLATION BRANDS INC CL A CUSIP 21036P108 TKR STZ	35,390.00 35.3900	0.24	22,111.50 22.11	13,278.50	0.00	0.00	0.00
418.0000 COSTCO WHOLESALE CORP COM CUSIP 22160K105 TKR COST	41,269.14 98.7300	0.28	41,335.75 98.89	(66.61)	0.00	459.80	1.11
0.0000 CREDIT SUISSE GROUP SPONSORED ADR CUSIP 225401108 TKR CS	0.00 24.5600	0.00	0.00 0.00	0.00	26.73	0.00	0.00
1,158.0000 CVS/CAREMARK CORPORATION CUSIP 126650100 TKR CVS	55,989.30 48.3500	0.38	48,222.36 41.64	7,766.94	0.00	1,042.20	1.86
398.0000 DAITO TRUST CONSTRUCTION UNSPONSORED ADR CUSIP 23405X100 TKR DITFY	9,364.94 23.5300	0.06	6,145.50 15.44	3,219.44	0.00	317.60	3.39
147.0000 DASSAULT SYS S A SPONSORED AMERICAN DEPOSITORY RECEIPT CUSIP 237545108 TKR DASTY	16,624.23 113.0900	0.11	7,607.25 51.75	9,016.98	0.00	89.67	0.54

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QUANTITY DESCRIPTION	MARKET VALUE (M/V) MARKET UNIT PRICE	%M/V	FEDERAL TAX COST AVERAGE UNIT COST	UNREALIZED GAIN/(LOSS)	ACCRUED INCOME	ESTIMATED ANNUAL INCOME	YIELD (%) YTM (%)
PRINCIPAL PORTFOLIO(S)							
Equity							
3.434.0000 DENBURY RESOURCES INCORPORATED CUSIP 247916208 TKR DNR	\$55,630.80 16.2000	0.37	\$57,420.48 16.72	(\$1,789.68)	\$0.00	\$0.00	0.00
292.0000 DEUTSCHE BANK AG-REG CUSIP D18190898 TKR DB	12,932.68 44.2900	0.09	12,684.24 43.44	248.44	0.00	269.80	2.09
2.242.0000 DEUTSCHE TELEKOM AG SPONSORED ADR CUSIP 251566105 TKR DTEGY	25,473.60 11.3620	0.17	30,670.56 13.68	(5,196.96)	0.00	1,905.70	7.48
520.0000 DISCOVER FINANCIAL SERVICES CUSIP 254709108 TKR DFS	20,046.00 38.5500	0.13	12,495.60 24.03	7,550.40	72.80	291.20	1.45
736.0000 DISCOVERY COMMUNICATIONS INC CLASS C CUSIP 25470F302 TKR DISCK	43,056.00 58.5000	0.29	27,638.25 37.55	15,417.75	0.00	0.00	0.00
441.0000 DISCOVERY COMMUNICATIONS INC CUSIP 25470F104 TKR DISCA	27,994.68 63.4800	0.19	23,192.05 52.59	4,802.63	0.00	0.00	0.00
230.0000 DOVER CORP COMMON CUSIP 260003108 TKR DOV	15,113.30 65.7100	0.10	14,612.20 63.53	501.10	0.00	322.00	2.13
924.0000 DUNKIN' BRANDS GROUP INC CUSIP 265504100 TKR DNKN	30,658.32 33.1800	0.21	28,074.91 30.38	2,583.41	0.00	702.24	2.29
760.0000 E I DUPONT DE NEMOURS & CO COMMON CUSIP 263534109 TKR DD	34,183.66 44.9785	0.23	28,258.02 37.18	5,925.64	0.00	1,307.20	3.82

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PRINCIPAL PORTFOLIO(S)							
Equity							
1,990.0000 EBAY INC COM CUSIP 278642103 TKR EBAY	\$101,485.42 50.9977	0.68	\$63,017.17 31.67	\$38,468.25	\$0.00	\$0.00	0.00
391.0000 ECOLAB INC COM CUSIP 278865100 TKR ECL	28,112.90 71.9000	0.19	17,175.04 43.93	10,937.86	0.00	359.72	1.28
849.0000 ELEKTA AB ADR UNSPONSORED AMERICAN DEPOSITORY RECEIPT CUSIP 28617Y101 TKR EKTAY	13,550.04 15.9600	0.09	13,107.45 15.44	442.59	0.00	101.88	0.75
843.0000 EMBRAER SA ADR CUSIP 29082A107 TKR ERJ	24,033.93 28.5100	0.16	19,190.02 22.76	4,843.91	79.66	0.00	0.00
435.0000 EMC CORP MASS COM CUSIP 268648102 TKR EMC	11,005.50 25.3000	0.07	7,986.14 18.36	3,019.36	0.00	0.00	0.00
176.0000 ENCORE CAPITAL GROUP INC CUSIP 292554102 TKR ECPG	5,389.12 30.6200	0.04	5,189.12 29.48	200.00	0.00	0.00	0.00
794.0000 ENTE NAZIONALE IDROCARBURI SPONSORED ADR CUSIP 26874R108 TKR E	39,017.16 49.1400	0.26	34,529.47 43.49	4,487.69	0.00	1,703.12	4.37
847.0000 EXPERIAN GROUP LTD SPONSORED ADR CUSIP 30215C101 TKR EXPGY	13,602.82 16.0600	0.09	13,618.82 16.08	(16.00)	0.00	247.32	1.82
396.0000 EXPRESS SCRIPTS HOLDING C CUSIP 30219G108 TKR ESRX	21,384.00 54.0000	0.14	21,829.86 55.13	(445.86)	0.00	0.00	0.00

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PRINCIPAL PORTFOLIO(S)							
Equity							
518.0000 GREEN MOUNTAIN COFFEE ROASTERS INCORPORATED CUSIP 393122106 TKR GMCR	\$21,414.12 41.3400	0.14	\$15,036.02 29.03	\$6,378.10	\$0.00	\$0.00	0.00
785.0000 HAEMONETICS CORP MASS RIGHTS EXP 4-27-2008 CUSIP 405024100 TKR HAE	32,059.40 40.8400	0.22	24,313.06 30.97	7,746.34	0.00	0.00	0.00
274.0000 HALLIBURTON HLDG CO COM CUSIP 406216101 TKR HAL	9,505.06 34.6900	0.06	8,415.37 30.71	1,089.69	0.00	137.00	1.44
899.0000 HANG LUNG PROPERTIES LIMITED SPONSORED ADR CUSIP 41043M104 TKR HLPY	18,114.85 20.1500	0.12	15,671.82 17.43	2,443.03	0.00	571.76	3.16
783.0000 HARLEY DAVIDSON COMMON CUSIP 412822108 TKR HOG	38,233.89 48.8300	0.26	29,722.64 37.96	8,511.25	0.00	657.72	1.72
330.0000 HELMERICH & PAYNE INC COM CUSIP 423452101 TKR HP	18,483.30 56.0100	0.12	19,962.90 60.49	(1,479.60)	0.00	198.00	1.07
3,794.0000 HENNES & MAURITZ AB UNSPONSORED AMERICAN DEPOSITORY RECEIPT CUSIP 425883105 TKR HNNMY	26,216.54 6.9100	0.18	22,368.67 5.90	3,847.87	0.00	1,650.39	6.30
1,410.0000 HEWLETT-PACKARD CO CUSIP 428236103 TKR HPQ	20,092.50 14.2500	0.13	60,158.64 42.67	(40,066.14)	186.12	744.48	3.71

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PRINCIPAL PORTFOLIO(S)							
Equity							
1,007.0000 HMS HOLDINGS CORPORATION CUSIP 40425101 TKR HMSY	\$26,101.44 25.9200	0.18	\$23,981.90 23.82	\$2,119.54	\$0.00	\$0.00	0.00
280.0000 HOME DEPOT INC COM CUSIP 437076102 TKR HD	17,318.00 61.8500	0.12	13,935.43 49.77	3,382.57	0.00	436.80	2.52
240.0000 HONEYWELL INTL INC COM CUSIP 438516106 TKR HON	15,232.80 63.4700	0.10	10,521.02 43.84	4,711.78	0.00	393.60	2.58
863.0000 HONG KONG EXCHANGES UNSPONSORED AMERICAN DEPOSITORY RECEIPT CUSIP 43858F109 TKR HKXCY	14,895.38 17.2600	0.10	16,208.52 18.78	(1,313.14)	0.00	396.98	2.67
503.0000 HSBC HOLDINGS PLC SPONSORED ADR CUSIP 404280406 TKR HBC	26,694.21 53.0700	0.18	23,032.43 45.79	3,661.78	0.00	1,131.75	4.24
170.0000 HUMANA INC COM CUSIP 444859102 TKR HUM	11,667.10 68.6300	0.08	12,088.70 71.11	(421.60)	44.20	176.80	1.52
1,549.0000 IBERDROLA SA SPONSORED ADR CUSIP 450737101 TKR IBDRY	33,024.68 21.3200	0.22	38,290.73 24.72	(5,266.05)	0.00	1,995.11	6.04
442.0000 INTERNATIONAL BUSINESS MACHINES CORP CUSIP 459200101 TKR IBM	84,665.10 191.5500	0.57	37,659.33 85.20	47,005.77	0.00	1,502.80	1.77
228.0000 IDEXX LABS COMMON CUSIP 45168D104 TKR IDXXX	21,158.40 92.8000	0.14	15,794.39 69.27	5,364.01	0.00	0.00	0.00

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PRINCIPAL PORTFOLIO(S)							
Equity							
492.0000 ITC HOLDINGS CORP CUSIP 465685105 TKR ITC	\$37,839.72 76.9100	0.25	\$27,618.99 56.14	\$10,220.73	\$0.00	\$742.92	1.96
860.0000 J B HUNT TRANSPORT SERVICES INC CUSIP 445658107 TKR JBHT	51,350.60 59.7100	0.35	36,732.50 42.71	14,618.10	0.00	516.00	1.00
917.0000 JACOBS ENGINEERING GROUP INC COM CUSIP 469814107 TKR JEC	39,036.69 42.5700	0.26	37,463.68 40.85	1,573.01	0.00	0.00	0.00
140.0000 JOHNSON & JOHNSON CUSIP 478160104 TKR JNJ	9,814.00 70.1000	0.07	10,031.30 71.65	(217.30)	0.00	341.60	3.48
118.0000 JOY GLOBAL INCORPORATED CUSIP 481165108 TKR JOY	7,526.04 63.7800	0.05	6,791.81 57.56	734.23	0.00	82.60	1.10
1,000.0000 J P MORGAN CHASE & CO PREFERRED 8.625% SERIES J CALLABLE CUSIP 46625H621	25,970.00 25.9700	0.17	26,465.50 26.47	(495.50)	0.00	2,156.00	8.30
1,505.0000 JPMORGAN CHASE & CO CUSIP 46625H100 TKR JPM	66,173.50 43.9691	0.44	62,393.31 41.46	3,780.19	0.00	1,806.00	2.73
659.0000 K12 INCORPORATED CUSIP 48273U102 TKR LRN	13,469.96 20.4400	0.09	13,494.66 20.48	(24.70)	0.00	0.00	0.00
1,217.0000 KAO CORPORATION SPONSORED ADIR CUSIP 485537302 TKR KCRPY	31,605.49 25.9700	0.21	29,145.93 23.95	2,459.56	0.00	808.08	2.56

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PRINCIPAL PORTFOLIO(S)							
Equity							
445.0000 LAS VEGAS SANDS CORP CUSIP 517834107 TKR LVS	\$20,541.20 46.1600	0.14	\$19,421.58 43.64	\$1,119.62	\$0.00	\$623.00	3.03
4,698.0000 LI & FUNG LTD UNSPONSORED ADR CUSIP 501897102 TKR LFUGY	16,818.84 3.5800	0.11	16,991.91 3.62	(173.07)	0.00	474.49	2.82
2,000.0000 LILLY ELI & COMPANY COMMON CUSIP 532457108 TKR LLY	98,640.00 49.3200	0.66	71,773.28 35.89	26,866.72	0.00	3,920.00	3.97
200.0000 LIXIL GROUP CORPORATION UNSPONSORED AMERICAN DEPOSITORY RECEIPT CUSIP 53931R103 TKR JSGRY	8,902.00 44.5100	0.06	8,799.37 44.00	102.63	0.00	164.20	1.84
500.0000 LOCKHEED MARTIN CORPORATION COM CUSIP 539830109 TKR LMT	46,145.00 92.2900	0.31	38,677.60 77.36	7,467.40	0.00	2,300.00	4.98
450.0000 LPL FINANCIAL HOLDINGS INC CUSIP 50212V100 TKR LPLA	12,672.00 28.1600	0.09	14,103.24 31.34	(1,431.24)	5.16	243.00	1.92
1,097.0000 LVMH MOET HENNESSY LOUIS VUITTON SA UNSPONSORED ADR CUSIP 502441306 TKR LVMUY	41,345.93 37.6900	0.28	20,971.74 19.12	20,374.19	9.55	615.41	1.49
750.0000 MACY'S INC CUSIP 55616P104 TKR M	29,265.00 39.0200	0.20	25,530.00 34.04	3,735.00	150.00	600.00	2.05

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PRINCIPAL PORTFOLIO(S)							
Equity							
470.0000 MARATHON PETROLEUM CORPORATION CUSIP 56585A102 TKR MPC	\$29,610.00 63.0000	0.20	\$11,658.05 24.80	\$17,951.95	\$0.00	\$658.00	2.22
148.0000 MASTERCARD INC CLASS A CUSIP 57636QJ04 TKR MA	72,709.44 491.2800	0.49	63,110.71 426.42	9,598.73	0.00	355.20	0.49
550.0000 MCDONALD'S CORPORATION CUSIP 580135101 TKR MCD	48,515.50 88.2100	0.33	32,200.61 58.55	16,314.89	0.00	1,694.00	3.49
155.0000 MCKESSON CORPORATION COM CUSIP 58155QJ03 TKR MCK	15,028.80 96.9600	0.10	13,891.49 89.62	1,137.31	32.60	124.00	0.83
510.0000 MEAD JOHNSON NUTRITION CO CUSIP 582839106 TKR MJN	33,603.90 65.8900	0.23	41,267.00 80.92	(7,663.10)	139.20	693.60	2.06
206.0000 MEDIA NUSANTARA CITRA UNSPONSORED AMERICAN DEPOSITORY RECEIPT CUSIP 69369J108 TKR PTMEY	5,343.64 25.9400	0.04	3,463.81 16.81	1,879.83	0.00	55.00	1.03
207.0000 MERCADOLIBRE INC CUSIP 58733R102 TKR MELI	16,259.85 78.5500	0.11	13,348.91 64.49	2,910.94	22.56	118.40	0.73
575.0000 MERCK & COMPANY INC CUSIP 58933Y105 TKR MRK	23,540.50 40.9400	0.16	17,248.56 30.00	6,291.94	247.25	989.00	4.20
1,035.0000 MICHELIN (CGDE) UNSPONSORED ADR CUSIP 59410T106 TKR MGDDY	19,861.65 19.1900	0.13	14,774.63 14.28	5,087.02	0.00	500.94	2.52

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PRINCIPAL PORTFOLIO(S)							
Equity							
3,787,0000 MICROSOFT CORP CUSIP 594918104 TKR MSFT	\$101,149.64 26.7097	0.68	\$97,726.08 25.81	\$3,423.56	\$0.00	\$3,484.04	3.44
730,0000 MITSUBISHI ESTATE COMPANY LIMITED UNSPONSORED ADR CUSIP 606783207 TKR MITEY	17,476.20 23.9400	0.12	12,367.71 16.94	5,108.49	0.00	77.38	0.44
3,711,0000 MITSUBISHI UFJ FINANCIAL GROUP INC AMERICAN DEPOSITORY RECEIPT CUSIP 606822104 TKR MTU	20,113.62 5.4200	0.14	22,152.70 5.97	(2,039.08)	0.00	504.69	2.51
182,0000 MOBILE TELESYSTEMS-SP ADR CUSIP 607409109 TKR MBT	3,394.30 18.6500	0.02	3,833.43 21.06	(439.13)	0.00	134.68	3.97
492,0000 MONSANTO COMPANY CUSIP 61166W101 TKR MON	46,567.80 94.6500	0.31	33,908.60 68.92	12,659.20	0.00	738.00	1.58
275,0000 THE MOSAIC COMPANY CUSIP 61945C103 TKR MOS	15,573.25 56.6300	0.10	18,026.71 65.55	(2,453.46)	0.00	275.00	1.77
650,0000 NASDAQ OMX GROUP INC CUSIP 631103108 TKR NDAQ	16,243.50 24.9900	0.11	16,116.71 24.79	126.79	0.00	338.00	2.08
393,0000 NATIONAL GRID GROUP PLC AMERICAN DEPOSITORY RECEIPTS CUSIP 636274300 TKR NGG	22,573.92 57.4400	0.15	20,464.32 52.07	2,109.60	0.00	1,244.23	5.51

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PRINCIPAL PORTFOLIO(S)							
Equity							
355.0000 NESTLE SA SPONSORED ADR CUSIP 641069406 TKR NSRGY	\$23,135.35 65.1700	0.16	\$14,537.25 40.95	\$8,598.10	\$0.00	\$648.58	2.80
1,162.0000 NIELSEN HOLDINGS NV CUSIP N63218106 TKR NLSN	35,545.58 30.5900	0.24	31,289.23 26.93	4,256.35	0.00	743.68	2.09
400.0000 NORTHROP GRUMMAN CORP CUSIP 666807102 TKR NOC	27,032.00 67.5800	0.18	17,237.83 43.09	9,794.17	0.00	880.00	3.26
1,869.0000 NOVARTIS AG SPONSORED ADR CUSIP 66987V109 TKR NVS	118,307.70 63.3000	0.79	94,199.55 50.40	24,108.15	0.00	4,009.00	3.39
197.0000 NOVO-NORDISK A/S SPONS ADR CUSIP 670100205 TKR NVO	32,152.37 163.2100	0.22	12,052.26 61.18	20,100.11	0.00	457.82	1.42
1,462.0000 NXSTAGE MEDICAL INC CUSIP 67072V103 TKR NXTM	16,447.50 11.2500	0.11	22,314.32 15.26	(5,866.82)	0.00	0.00	0.00
885.0000 OGE ENERGY CORP COM CUSIP 670837103 TKR OGE	49,834.35 56.3100	0.33	47,914.93 54.14	1,919.42	0.00	1,477.95	2.97
290.0000 OMNICOM GROUP INC COM CUSIP 681919106 TKR OMC	14,488.40 49.9600	0.10	12,986.20 44.78	1,502.20	0.00	464.00	3.20
3,289.0000 ORACLE CORPORATION COM CUSIP 68389X105 TKR ORCL	109,589.48 33.3200	0.74	73,547.46 22.36	36,042.02	0.00	789.36	0.72

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PRINCIPAL PORTFOLIO(S)							
Equity							
130.0000 PPG INDUSTRIES COMMON CUSIP 693506107 TKR PPG	\$17,595.50 135.3500	0.12	\$13,904.80 106.96	\$3,690.70	\$0.00	\$306.80	1.74
475.0000 PRAXAIR INC COM CUSIP 74005P104 TKR PX	51,988.75 109.4500	0.35	43,997.88 92.63	7,990.87	0.00	1,140.00	2.19
237.0000 PRECISION CASTPARTS CORP COM CUSIP 740189105 TKR PCP	44,892.54 189.4200	0.30	41,788.93 176.32	3,103.61	0.00	28.44	0.06
520.0000 PRUDENTIAL FINANCIAL INC CUSIP 744320102 TKR PRU	27,731.60 53.3300	0.19	31,567.24 60.71	(3,835.64)	0.00	832.00	3.00
811.0000 PT BANK MANDIRI UNSPONSORED AMERICAN DEPOSITORY RECEIPT CUSIP 69367U105 TKR PPERY	6,799.42 8.3840	0.05	6,123.05 7.55	676.37	0.00	63.25	0.93
1,417.0000 PUBLICIS GROUPE-ADR CUSIP 74463M106 TKR PUBGY	21,481.72 15.1600	0.14	15,168.17 10.70	6,313.55	0.00	243.72	1.13
783.0000 QBE INSURANCE GROUP SPONSORED ADR CUSIP 74728G605 TKR QBIEY	8,949.69 11.4300	0.06	9,130.62 11.66	(180.93)	0.00	381.32	4.26
1,263.0000 QUALCOMM INC COM CUSIP 747525103 TKR QCOM	78,128.67 61.8596	0.52	66,115.19 52.35	12,013.48	0.00	1,263.00	1.62
80.0000 RALPH LAUREN CORP CUSIP 751212101 TKR RL	11,993.60 149.9200	0.08	13,432.00 167.90	(1,438.40)	0.00	128.00	1.07

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PRINCIPAL PORTFOLIO(S)							
Equity							
1,060.0000 RAYTHEON CO COM NEW CUSIP 755111507 TKR RTN	\$61,013.60 57.5600	0.41	\$49,518.75 46.72	\$11,494.85	\$530.00	\$2,120.00	3.47
1,043.0000 REALPAGE INCORPORATED CUSIP 75606N109 TKR RP	22,497.51 21.5700	0.15	19,705.16 18.89	2,792.35	0.00	0.00	0.00
2,299.0000 RECKITT BENCKISER GROUP SPONSORED AMERICAN DEPOSITORY RECEIPT CUSIP 756255204 TKR RBGLY	29,473.18 12.8200	0.20	21,449.77 9.33	8,023.41	0.00	903.50	3.07
769.0000 REED ELSEVIER NV SPONSORED ADR CUSIP 758204200 TKR ENL	22,747.02 29.5800	0.15	17,167.15 22.32	5,579.87	0.00	785.14	3.45
257.0000 REXAM PLC CUSIP 761655406 TKR REXMY	9,185.18 35.7400	0.06	8,238.34 32.06	946.84	0.00	294.00	3.20
1,209.0000 ROYAL BANK OF SCOTLAND GROUP PLC SPONSORED ADR CUSIP 780097689 TKR RBS	13,045.11 10.7900	0.09	12,080.59 9.99	964.52	0.00	0.00	0.00
327.0000 ROYAL DUTCH SHELL PLC AMERICAN DEPOSITORY RECEIPTS CLASS A CUSIP 780259206 TKR RDS/A	22,546.65 68.9500	0.15	18,690.01 57.16	3,856.64	0.00	956.14	4.24
813.0000 RWE AKTIENGESSELLSCHAF SPONSORED AMERICAN DEPOSITORY RECEIPTS CUSIP 74975E303 TKR RWEQY	33,853.32 41.6400	0.23	52,317.09 64.35	(18,463.77)	0.00	1,541.44	4.55

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PRINCIPAL PORTFOLIO(S)							
Equity							
292.0000 SABMILLER PLC SPONSORED ADR CUSIP 78572M105 TKR SBMR	\$13,662.68 46.7900	0.09	\$6,794.84 23.27	\$6,867.84	\$0.00	\$264.84	1.94
682.0000 SALLY BEAUTY COMPANY INC CUSIP 79546E104 TKR SBH	16,074.74 23.5700	0.11	16,452.01 24.12	(377.27)	0.00	0.00	0.00
493.0000 SAMPO OYJ-A SHARES UNSPONSORED ADR CUSIP 79588J102 TKR SAXPY	7,902.79 16.0300	0.05	6,383.14 12.95	1,519.65	0.00	353.48	4.47
893.0000 SANOFI-ADR (FORMERLY SANOFI-SYNTHELABO SA ADR) (FORMERLY SANOFI-AVENTIS ADR) CUSIP 80105N105 TKR SNY	42,310.34 47.3800	0.28	29,887.22 33.47	12,423.12	0.00	2,442.35	5.77
374.0000 SAP AG SPONS ADR CUSIP 803054204 TKR SAP	30,062.12 80.3800	0.20	17,634.82 47.15	12,427.30	0.00	252.45	0.84
1,885.0000 SBERBANK-SPONSORED ADR CUSIP 80585Y308 TKR SBRCY	23,675.60 12.5600	0.16	19,641.12 10.42	4,034.48	0.00	365.68	1.54
1,277.0000 SCHLUMBERGER LTD CUSIP 806857108 TKR SLB	88,494.31 69.2986	0.59	83,193.41 65.15	5,300.90	373.19	1,596.25	1.80
525.0000 SEVEN & I HOLDINGS CO LTD CUSIP 81783H105 TKR SVNDY	29,583.75 56.3500	0.20	24,423.86 46.52	5,159.89	0.00	751.80	2.54

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PRINCIPAL PORTFOLIO(S)							
Equity							
189.0000 SIEMENS A G SPONSORED ADR CUSIP 826197501 TKR SI	\$20,689.83 109.4700	0.14	\$20,662.45 109.33	\$27.38	\$0.00	\$556.03	2.69
741.0000 SINGAPORE TELECOMMUNICATIONS LTD AMERICAN DEPOSITORY RECEIPTS CUSIP 82929R304 TKR SGAPY	20,184.84 27.2400	0.14	16,487.25 22.25	3,697.59	396.61	914.39	4.53
1,303.0000 SKY DEUTSCHLAND AG UNSPONSORED AMERICAN DEPOSITORY RECEIPT CUSIP 83083B101 TKR SKDTY	6,997.11 5.3700	0.05	3,588.85 2.75	3,408.26	0.00	0.00	0.00
1,413.0000 SOCIETE GENERALE SPONSORED ADR CUSIP 83364L109 TKR SCGLY	11,049.66 7.8200	0.07	20,488.28 14.50	(9,438.62)	0.00	0.00	0.00
364.0000 SOLARWINDS INC CUSIP 83416B109 TKR SWI	19,091.80 52.4500	0.13	12,242.03 33.63	6,849.77	0.00	0.00	0.00
280.0000 SOUTHERN COPPER CORPORATION CUSIP 84265V105 TKR SCCO	10,600.80 37.8600	0.07	8,981.90 32.08	1,618.90	0.00	1,052.80	9.93
500.0000 ENERGY SELECT SECTOR SPDR FUND CUSIP 81369Y506 TKR XLE	35,710.00 71.4200	0.24	37,074.10 74.15	(1,364.10)	0.00	686.50	1.92
329.0000 STERICYCLE INC COM CUSIP 858912108 TKR SRCL	30,689.12 93.2800	0.21	28,023.81 85.18	2,665.31	0.00	0.00	0.00

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PRINCIPAL PORTFOLIO(S)							
Equity							
2,107.0000 SUMITOMO TRUST AND BANKING COMPANY CUSIP 86562M209 TKR SMFG	\$15,465.38 7.3400	0.10	\$14,885.27 7.06	\$580.11	\$0.00	\$478.28	3.09
1,150.0000 SWATCH GROUP AG UNSPONSORED AMERICAN DEPOSITORY RECEIPT CUSIP 870123106 TKR SWGAY	29,210.00 25.4000	0.20	23,258.21 20.22	5,951.79	0.00	240.34	0.82
179.0000 SYNGENTA AG ADR CUSIP 87160A100 TKR SYT	14,463.20 80.8000	0.10	11,991.96 66.99	2,471.24	0.00	258.65	1.79
302.0000 SYSCO CORP COMMON CUSIP 871829107 TKR SYV	9,561.32 31.6600	0.06	9,426.24 31.21	135.08	0.00	338.24	3.54
2,989.0000 TAIWAN SEMICONDUCTOR MFG CO LTD SPONSORED ADR CUSIP 874039100 TKR TSM	51,291.24 17.1600	0.34	32,802.05 10.97	18,489.19	0.00	1,189.60	2.32
1,485.0000 TAKEDA PHARMACEUTICAL COMPANY LIMITED SPONSORED ADR CUSIP 874060205 TKR TKPPY	32,967.00 22.2000	0.22	30,534.62 20.56	2,432.38	0.00	1,461.24	4.43
800.0000 TARGET CORP COM CUSIP 87612E106 TKR TGT	47,336.00 59.1700	0.32	37,024.29 46.28	10,311.71	0.00	1,152.00	2.43
192.0000 TECHNIP-COFLEXIP SA SPONSORED ADR CUSIP 878546209 TKR TKPPY	5,658.24 29.4700	0.04	3,857.47 20.09	1,800.77	0.00	81.98	1.45

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PRINCIPAL PORTFOLIO(S)							
Equity							
686.0000 TOTAL SA SPONSORED ADR (CHANGED FROM TOTAL FINA ELF S A SPONSORED ADR) CUSIP 89151E109 TKR TOT	\$35,678.86 52.0100	0.24	\$40,774.46 59.44	(\$5,095.60)	\$650.14	\$1,760.27	4.93
602.0000 TOYOTA MOTOR CORPORATION SPONSORED ADR CUSIP 892331307 TKR TM	56,136.50 93.2500	0.38	48,690.74 80.88	7,445.76	0.00	827.75	1.47
279.0000 TRACTOR SUPPLY COMPANY CUSIP 892356106 TKR TSCO	24,652.44 88.3600	0.17	24,515.55 87.87	136.89	0.00	223.20	0.91
179.0000 TRANSDIGM GROUP INC CUSIP 893641100 TKR TDG	24,408.44 136.3600	0.16	11,308.39 63.18	13,100.05	0.00	0.00	0.00
791.0000 TRIMAS CORPORATION CUSIP 896215209 TKR TRS	22,154.09 28.0077	0.15	12,915.82 16.33	9,238.27	0.00	0.00	0.00
1,934.0000 TULLOW OIL PLC UNSPONSORED ADR CUSIP 899415202 TKR TUWOY	20,152.28 10.4200	0.14	18,959.40 9.80	1,192.88	0.01	133.43	0.66
2,674.0000 TURKIYE GARANTI BANKASI SPONSORED AMERICAN DEPOSITORY RECEIPT CUSIP 900148701 TKR TKGBY	13,904.80 5.2000	0.09	11,429.10 4.27	2,475.70	0.00	152.41	1.10
820.0000 U S BANCORP DEL COM NEW CUSIP 902973304 TKR USB	26,190.80 31.9400	0.18	24,049.79 29.33	2,141.01	159.90	639.60	2.44

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PRINCIPAL PORTFOLIO(S)							
Equity							
1,230,000 UNILEVER PLC SPONSORED ADR CUSIP 904767704 TKR UL	\$47,625.60 38.7200	0.32	\$35,575.23 28.92	\$12,050.37	\$0.00	\$1,541.18	3.24
942,000 UNION PACIFIC CORP COM CUSIP 907818108 TKR UNP	118,428.24 125.7200	0.80	109,391.77 116.13	9,036.47	660.33	2,599.92	2.20
661,000 UNITED OVERSEAS BANK LTD SPONSORED ADR CUSIP 911271302 TKR UOVEY	21,713.85 32.8500	0.15	14,893.09 22.53	6,820.76	0.00	629.93	2.90
697,000 UNITED PARCEL SERVICE CL B CUSIP 911312106 TKR UPS	51,389.81 73.7300	0.35	47,084.24 67.55	4,305.57	0.00	1,728.56	3.36
234,000 UNITED TECHNOLOGIES CORP COM CUSIP 913017109 TKR UTX	19,190.34 82.0100	0.13	13,338.63 57.00	5,851.71	0.00	500.76	2.61
968,000 UNITEDHEALTH GROUP INC CUSIP 91324P102 TKR UNH	52,504.32 54.2400	0.35	29,224.97 30.19	23,279.35	0.00	822.80	1.57
490,000 VALERO ENERGY CORP COM CUSIP 91913Y100 TKR VLO	16,718.80 34.1200	0.11	12,146.71 24.79	4,572.09	0.00	392.00	2.34
12,750,000 VANGUARD FTSE EMERGING MARKETS ETF CUSIP 922042858 TKR VWO	567,757.50 44.5300	3.81	453,900.00 35.60	113,857.50	0.00	12,431.25	2.19
9,250,000 VANGUARD MID CAP ETF CUSIP 922908629 TKR VO	762,570.00 82.4400	5.12	481,884.30 52.10	280,685.70	0.00	10,674.50	1.40

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PRINCIPAL PORTFOLIO(S)

9,000,0000 VANGUARD SMALL-CAP ETF CUSIP 922908751 TKR VB	\$728,100.00 80,90000	4.89	\$459,261.90 51.03	\$268,838.10	\$0.00	\$13,365.00	1.84
763.0000 VERA BRADLEY INCORPORATED CUSIP 92335C106 TKR VRA	19,151.30 25.1000	0.13	21,678.65 28.41	(2,527.35)	0.00	0.00	0.00
640.0000 VERISK ANALYTICS CLASS A CUSIP 92345Y106 TKR VRSK	32,620.80 50.9700	0.22	17,326.46 27.07	15,294.34	0.00	0.00	0.00
122.0000 VERTEX PHARMACEUTICALS INC CUSIP 92532F100 TKR VRTX	5,111.80 41.9000	0.03	4,749.73 38.93	362.07	0.00	0.00	0.00
980.0000 VIACOM INC CLASS B CUSIP 92553P201 TKR VIAB	51,685.20 52.7400	0.35	35,342.00 36.06	16,343.20	0.00	1,078.00	2.09
2,229.0000 VINCI SA UNSPONSORED ADR CUSIP 927320101 TKR VCISY	26,748.00 12.0000	0.18	26,755.49 12.00	(7.49)	41.81	1,562.52	5.84
191.0000 VISA INCORPORATED CUSIP 92826C839 TKR V	28,951.78 151.5800	0.19	16,909.60 88.53	12,042.18	0.00	252.12	0.87
1,624.0000 VODAFONE GROUP PLC SPONSORED ADR CUSIP 92857W209 TKR VOD	40,908.56 25.1900	0.27	38,295.42 23.58	2,613.14	833.17	2,434.37	5.95

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PRINCIPAL PORTFOLIO(S)							
Equity							
492.0000 WAL MART DE MEXICO SAB DE CV ADR V CUSIP 93114W107 TKR WMMVY	\$16,127.76 32.7800	0.11	\$8,782.20 17.85	\$7,345.56	\$0.00	\$158.42	0.98
1,851.0000 WAL MART STORES INC COM CUSIP 931142103 TKR WMT	126,293.73 68.2300	0.85	94,281.05 50.94	32,012.68	0.00	3,479.88	2.76
1,700.0000 WELLS FARGO & CO CUSIP 949746101 TKR WFC	58,106.00 34.1800	0.39	50,034.99 29.43	8,071.01	0.00	1,700.00	2.93
578.0000 YANDEX NV A CUSIP N97284108 TKR YNDX	12,450.12 21.5400	0.08	16,731.61 28.95	(4,281.49)	0.00	0.00	0.00
777.0000 YUM! BRANDS INC CUSIP 988498101 TKR YUM	51,592.80 66.4000	0.35	52,008.32 66.93	(415.52)	79.23	1,041.18	2.02
479.0000 ZOOMLION HEAVY INDUSTRY UNSPONSORED AMERICAN DEPOSITORY RECEIPT CUSIP 98978W101 TKR ZLIOY	7,113.15 14.8500	0.05	5,786.20 12.08	1,326.95	0.00	153.75	2.16
856.0000 ZURICH INSURANCE GROUP LTD CUSIP 989825104 TKR ZURVY	22,940.80 26.8000	0.15	20,955.66 24.48	1,985.14	0.00	0.00	0.00
TOTAL Equity	10,681,109.46	71.76	8,470,211.83	2,210,897.63	10,717.58	226,667.25	2.12

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PRINCIPAL PORTFOLIO(S)							
Fixed Income							
20,855.0000 ALLIANZ GLOBAL INVESTORS FIXED INCOME SHARES-SERIES M CUSIP 01882B304 TKR FXIMX	\$233,993.10 11.2200	1.57	\$229,998.75 11.03	\$3,994.35	\$0.00	\$8,571.40	3.66
17,825.0000 ALLIANZ GLOBAL INVESTORS FIXED INCOME SHARES-SERIES C CUSIP 01882B205 TKR FXICX	240,637.50 13.5000	1.62	241,350.50 13.54	(713.00)	0.00	11,301.05	4.70
2,151.0000 ISHARES BARCLAYS MBS ETF CUSIP 464288588 TKR MBB	232,286.49 107.9900	1.56	229,492.72 106.69	2,793.77	0.00	3,405.03	1.47
1,565.0000 ISHARES BARCLAYS AGENCY BOND ETF CUSIP 464288166 TKR AGZ	177,306.68 113.2950	1.19	170,621.51 109.02	6,685.17	0.00	2,083.01	1.17
2,353.0000 TEMPLETON GLOBAL INCOME FUND DELAWARE CUSIP 880198106 TKR GIM	22,212.32 9.4400	0.15	22,271.48 9.47	(59.16)	0.00	988.26	4.45
0.0000 BARCLAYS BANK PLC DTD 09/12/2007 5.450% 09/12/2012 NON CALLABLE CUSIP 06738GUZ1 RATING A2	0.00 100.0000	0.00	0.00 0.00	0.00	1,896.15	0.00	0.00 5.45
0.0000 BRANCH BANKING & TRUST MEDIUM TERM NOTE DTD 12/23/2002 4.875% 01/15/2013 NON CALLABLE CUSIP 10513QBD2 RATING A2	0.00 100.1500	0.00	0.00 0.00	0.00	284.38	0.00	0.00 4.87

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PRINCIPAL PORTFOLIO(S)							
Fixed Income							
2013							
INTL LEASE FINANCE CORP MEDIUM TERM NOTE DTD 09/19/2006 5.625% 09/20/2013 NON CALLABLE CUSIP 45974VA81 RATING BA3	\$7,175.00 102.5000	0.05	\$6,210.00 0.89	\$965.00	\$110.47	\$392.00	5.46 2.10
2014							
13,000.0000 CONSTELLATION BRANDS INC DTD 12/05/2007 8.375% 12/15/2014 NON CALLABLE CUSIP 21036PAG3 RATING BA1	14,527.50 111.7500	0.10	14,034.50 1.08	493.00	48.39	1,092.00	7.52 2.20
2014							
0.0000 GENERAL ELEC CAP CORP MEDIUM TERM NOTE DTD 11/16/2009 3.750% 11/14/2014 NON CALLABLE CUSIP 36962G4G6 RATING A1	0.00 105.4460	0.00	0.00 0.00	0.00	765.63	0.00	0.00 0.81
2014							
8,000.0000 GOLDMAN SACHS GROUP INC DTD 01/13/2004 5.150% 01/15/2014 NON CALLABLE CUSIP 38143UAB7 RATING A3	8,343.28 104.2910	0.06	8,557.16 1.07	(213.88)	189.98	408.00	4.89 0.99
2014							
20,000.0000 JP MORGAN CHASE DTD 09/15/2004 5.125% 09/15/2014 NON CALLABLE CUSIP 46625HBV1 RATING A3	21,270.80 106.3540	0.14	21,721.17 1.09	(450.37)	301.81	1,020.00	4.80 1.34

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PRINCIPAL PORTFOLIO(S)							
Fixed Income							
2014	0.0000	0.00	\$0.00	\$0.00	\$568.33	\$0.00	0.00
JPMORGAN CHASE & CO	105.3610		0.00				0.84
DTD 05/18/2009 4.650% 06/01/2014							
NON CALLABLE							
CUSIP 46625HHN3 RATING A2							
2014	0.0000	0.00	0.00	0.00	866.25	0.00	0.00
MORGAN STANLEY	104.3390		0.00				1.85
DTD 11/20/2009 4.200% 11/20/2014							
NON CALLABLE							
CUSIP 61747YCK9 RATING BAA1							
2014	9,667.80	0.06	10,012.02	(344.22)	135.15	459.00	4.75
SBC COMMUNICATIONS	107.4200		1.11				0.72
DTD 11/03/2004 5.100% 09/15/2014							
NON CALLABLE							
CUSIP 78387GAP8 RATING A3							
2014	8,352.08	0.06	8,582.75	(230.67)	88.89	320.00	3.83
SHELL INTERNATIONAL FIN	104.4010		1.07				0.39
DTD 03/23/2009 4.000% 03/21/2014							
NON CALLABLE							
CUSIP 822582AF9 RATING AA1							
2014	35,462.00	0.24	35,516.91	(54.91)	93.75	420.00	1.18
UNITED STATES TREASURY NOTES	101.3200		1.01				0.22
DTD 04/15/2011 1.250% 04/15/2014							
CUSIP 912828QC7 RATING AAA							
2014	51,023.97	0.34	50,995.40	28.57	32.25	102.00	0.20
UNITED STATES TREASURY NOTES	100.0470		1.00				0.21
DTD 03/31/2012 0.250% 03/31/2014							
CUSIP 912828SL5 RATING AAA							

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PRINCIPAL PORTFOLIO(S)							
Fixed Income							
2014	45,000.0000						
UNITED STATES TREASURY NOTES	\$45,021.15	0.30	\$44,972.32	\$48.83	\$9.89	\$90.00	0.20
DTD 05/31/2012 0.250% 05/31/2014	100.0470		1.00				0.22
CUSIP 912828SW1 RATING AAA							
2014	0.0000						
WACHOVIA CORPORATION	0.00	0.00	0.00	0.00	1,970.32	0.00	0.00
DTD 02/06/2004 4.875% 02/15/2014	104.2400		0.00				1.06
NON CALLABLE							
CUSIP 929903AE2 RATING A3							
2015	9,000.0000						
COMCAST CORPORATION	10,243.80	0.07	10,405.26	(161.46)	67.28	522.00	5.10
DTD 11/14/2005 5.850% 11/15/2015	113.8200		1.16				0.96
NON CALLABLE							
CUSIP 20030NAJ0 RATING A3							
2015	7,000.0000						
FIRST DATA CORPORATION	7,140.00	0.05	6,701.35	438.65	174.73	693.00	9.71
DTD 09/30/08 9.875% 09/24/15	102.0000		0.96				9.02
CALLABLE 09/30/11 @104.938							
CUSIP 319963AP9 RATING CAA1							
2015	10,000.0000						
LEUCADIA NATIONAL CORP	11,250.00	0.08	10,600.00	650.00	239.24	810.00	7.20
DTD 09/25/07 8.125% 09/15/15	112.5000		1.06				3.26
CUSIP 527288BD5 RATING BA2							
2015	13,000.0000						
PFIZER INC	14,317.03	0.10	14,817.78	(500.75)	204.79	689.00	4.81
DTD 03/24/2009 5.350% 03/15/2015	110.1310		1.14				0.71
NON CALLABLE							
CUSIP 717081DA8 RATING A1							

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	QUANTITY DESCRIPTION	MARKET VALUE (M/V) MARKET UNIT PRICE	%M/V	FEDERAL TAX COST AVERAGE UNIT COST	UNREALIZED GAIN/(LOSS)	ACCRUED INCOME	ESTIMATED ANNUAL INCOME	YIELD (%) YTM (%)
PRINCIPAL PORTFOLIO(S)								
Fixed Income								
2015	0.0000 PRUDENTIAL FINANCIAL INC MEDIUM TERM NOTE DTD 09/15/2009 4.750% 09/17/2015 NON CALLABLE CUSIP 74432QB3 RATING BAA2	\$0.00 109.6150	0.00	\$0.00 0.00	\$0.00	\$1,492.29	\$0.00	0.00 1.14
2015	7,000.0000 TENET HEALTHCARE CORP DTD 08/01/2006 9.250% 02/01/2015 NON CALLABLE CUSIP 88033GBC3 RATING CAA1	7,857.50 112.2500	0.05	7,477.50 1.07	380.00	269.79	644.00	8.20 3.13
2016	0.0000 BARCLAYS BANK PLC MEDIUM TERM NOTE DTD 09/22/2009 5.000% 09/22/2016 NON CALLABLE CUSIP 06739FGP2 RATING A2	0.00 112.0890	0.00	0.00 0.00	0.00	1,635.42	0.00	0.00 1.64
2016	7,000.0000 CASE CORPORATION DTD 01/16/1996 7.250% 01/15/2016 NON CALLABLE CUSIP 14743RAB9 RATING BA2	7,875.00 112.5000	0.05	7,035.00 1.01	840.00	234.01	504.00	6.40 2.92
2016	19,000.0000 CISCO SYSTEMS INC DTD 02/22/2006 5.500% 02/22/2016 NON CALLABLE CUSIP 17275RAC6 RATING A1	21,717.95 114.3050	0.15	22,563.18 1.19	(845.23)	374.46	1,045.00	4.81 0.87

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QUANTITY DESCRIPTION	MARKET VALUE (M/V) MARKET UNIT PRICE	%M/V	FEDERAL TAX COST AVERAGE UNIT COST	UNREALIZED GAIN/(LOSS)	ACCRUED INCOME	ESTIMATED ANNUAL INCOME	YIELD (%) YTM (%)
PRINCIPAL PORTFOLIO(S)							
Fixed Income							
2016	15,000.0000						
DIRECTV HLDG/FIN INC	\$15,891.15	0.11	\$16,120.18		\$175.00	\$525.00	3.30
DTD 03/10/2011 3.500% 03/01/2016	105.9410		1.07	(\$229.03)			1.57
NON CALLABLE							
CUSIP 25459HAY1 RATING BAA2							
2016	22,000.0000						
ECHOSTAR DBS CORP	24,640.00	0.17	22,347.50	2,292.50	653.13	1,562.00	6.34
DTD 08/01/2006 7.125% 02/01/2016	112.0000		1.02				3.02
NON CALLABLE							
CUSIP 27876GBE7 RATING BA2							
2016	22,000.0000						
FEDERAL NATIONAL MORTGAGE ASSN	25,728.78	0.17	26,631.85	(903.07)	545.26	1,188.00	4.62
DTD 06/15/2006 5.375% 07/15/2016	116.9490		1.21				0.53
NON CALLABLE							
CUSIP 31359MS61 RATING AAA							
2016	10,000.0000						
GENERAL ELEC CAP CORP	10,533.70	0.07	10,472.31	61.39	42.61	290.00	2.75
MEDIUM TERM NOTE	105.3370		1.05				1.32
DTD 05/09/2011 2.950% 05/09/2016							
NON CALLABLE							
CUSIP 36962GSC4 RATING A1							
2016	7,000.0000						
HEALTH MANAGEMENT ASSOC	7,560.00	0.05	6,755.00	805.00	90.51	427.00	5.65
DTD 04/21/2006 6.125% 04/15/2016	108.0000		0.97				3.53
NON CALLABLE							
CUSIP 421933AH5 RATING BB-							

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	QUANTITY DESCRIPTION	MARKET VALUE (M/V) MARKET UNIT PRICE	%M/V	FEDERAL TAX COST AVERAGE UNIT COST	UNREALIZED GAIN/(LOSS)	ACCRUED INCOME	ESTIMATED ANNUAL INCOME	YIELD (%) YTM (%)
PRINCIPAL PORTFOLIO(S)								
Fixed Income								
2016	8,000.0000 ORACLE CORPORATION DTD 01/13/2006 5.250% 01/15/2016 NON CALLABLE CUSIP 68402LAC8 RATING A1	\$9,052.88 113.1610	0.06	\$9,422.53 1.18	(\$369.65)	\$193.67	\$416.00	4.60 0.85
2016	20,000.0000 UNITED STATES TREASURY NOTES DTD 11/30/2011 0.875% 11/30/2016 CUSIP 912828RU6 RATING AAA	20,282.80 101.4140	0.14	20,266.13 1.01	16.67	15.38	180.00	0.89 0.51
2016	0.0000 VERIZON COMMUNICATIONS INC DTD 02/15/2006 5.550% 02/15/2016 NON CALLABLE CUSIP 92343VAC8 RATING A3	0.00 113.8740	0.00	0.00 0.00	0.00	2,243.13	0.00	0.00 1.02
2017	14,000.0000 AES CORP DTD 10/15/2007 8.000% 10/15/2017 NON CALLABLE CUSIP 00130HBH7 RATING BA3	16,170.00 115.5000	0.11	14,448.00 1.03	1,722.00	236.44	1,120.00	6.93 4.38
2017	8,000.0000 AIRCRAFT LTD DTD 04/04/2012 6.750% 04/15/2017 CALLABLE CUSIP 00928QAF8 RATING BA3	8,560.00 107.0000	0.06	8,390.00 1.05	170.00	114.00	536.00	6.26 4.92
2017	16,000.0000 AMERICAN EXPRESS CREDIT MEDIUM TERM NOTE DTD 03/26/2012 2.375% 03/24/2017 NON CALLABLE CUSIP 0258M0DD8 RATING A2	16,741.12 104.6320	0.11	16,758.83 1.05	(17.71)	102.39	384.00	2.29 1.25

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PRINCIPAL PORTFOLIO(S)							
Fixed Income							
2017	14,000.0000 AMERICAN INTL GROUP DTD 03/22/2012 3.800% 03/22/2017 NON CALLABLE CUSIP 026874CS4 RATING BAA1	0.10	\$15,152.62 108.2330	\$599.40	\$146.30	\$532.00	3.51 1.77
2017	16,000.0000 ANHEUSER-BUSCH INBEV WOR DTD 07/16/2012 1.375% 07/15/2017 NON CALLABLE CUSIP 03523TBN7 RATING A3	0.11	16,168.48 101.0530	39.04	100.83	224.00	1.39 1.14
2017	15,000.0000 CCO HLDGS LLC/CAP CORP DTD 09/27/2010 7.250% 10/30/2017 CALLABLE CUSIP 1248EPAQ6 RATING B1	0.11	16,350.00 109.0000	872.50	184.27	1,080.00	6.61 5.12
2017	20,000.0000 CIT GROUP INC DTD 05/04/2012 5.000% 05/15/2017 NON CALLABLE CUSIP 125581GM4 RATING BA3	0.14	21,200.00 106.0000	1,027.50	127.78	1,000.00	4.72 3.51
2017	13,000.0000 CORRECTIONS CORP OF AMERICA DTD 06/03/09 7.750% 06/01/17 CALLABLE CUSIP 22025YAK6 RATING BA1	0.09	13,812.50 106.2500	30.00	83.96	1,001.00	7.25 6.11
2017	9,000.0000 EBAY INC DTD 07/24/2012 1.350% 07/15/2017 NON CALLABLE CUSIP 278642AG8 RATING A2	0.06	9,104.85 101.1650	42.75	53.40	117.00	1.29 1.09

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PRINCIPAL PORTFOLIO(S)							
Fixed Income							
2017	14,000.0000 EL PASO CORPORATION DTD 06/18/2007 7.000% 06/15/2017 NON CALLABLE CUSIP 28336LBQ1 RATING BA2	0.11	\$15,992.76 114.2340	\$1,882.96	\$43.56	\$980.00	6.13 3.52
2017	32,000.0000 FEDERAL NATIONAL MORTGAGE ASSN DTD 01/09/2012 1.250% 01/30/2017 NON CALLABLE CUSIP 3135G0GY3 RATING AAA	0.22	32,805.44 102.5170	(20.02)	89.41	384.00	1.17 0.62
2017	28,000.0000 FEDERAL NATIONAL MORTGAGE ASSN DTD 03/01/2012 1.125% 04/27/2017 NON CALLABLE CUSIP 3135G0A2 RATING AAA	0.19	28,512.12 101.8290	111.96	56.00	308.00	1.08 0.70
2017	6,000.0000 HARRIS OPERATING CO INC DTD 12/01/2009 11.250% 06/01/2017 CALLABLE CUSIP 413627BL3 RATING B2	0.04	6,427.50 107.1250	37.50	56.25	672.00	10.46 9.24
2017	7,000.0000 MGM MIRAGE INC DTD 12/21/2006 7.625% 01/15/2017 NON CALLABLE CUSIP 552953BB6 RATING B3	0.05	7,490.00 107.0000	472.50	246.12	532.00	7.10 5.66
2017	7,000.0000 PAETEC HOLDING CORP DTD 06/29/2009 8.875% 06/30/2017 CALLABLE CUSIP 695459AD9 RATING WR	0.05	7,507.50 107.2500	295.70	1.73	623.00	8.30 6.97

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PRINCIPAL PORTFOLIO(S)							
Fixed Income							
2017	7,000.0000 RITE AID CORP DTD 02/21/2007 7.500% 03/01/2017 CALLABLE CUSIP 767754BL7 RATING B3	0.05	\$7,192.50 102.7500	\$43.75	\$175.00	\$525.00	7.30 6.73
2017	6,000.0000 SEALED AIR CORP DTD 06/18/2009 7.875% 06/15/2017 CALLABLE CUSIP 81211KAP5 RATING B1	0.04	6,397.50 106.6250	(20.00)	21.00	474.00	7.41 6.15
2017	7,000.0000 SMITHFIELD FOODS INC DTD 06/22/2007 7.750% 07/01/2017 NON CALLABLE CUSIP 832248AQ1 RATING B1	0.05	8,155.00 116.5000	2,345.00	258.33	539.00	6.61 3.73
2017	0.0000 STATOIL ASA DTD 08/17/2010 3.125% 08/17/2017 NON CALLABLE CUSIP 85771PAB8 RATING AA2	0.00	0.00 108.8370	0.00	1,333.33	0.00	0.00 1.16
2017	25,000.0000 UNITED STATES TREASURY NOTES DTD 03/31/2012 1.000% 03/31/2017 CUSIP 912828SM3 RATING AAA	0.17	25,447.25 101.7890	(32.33)	64.61	250.00	0.98 0.57
2017	127,000.0000 UNITED STATES TREASURY BONDS DTD 10/31/2012 0.750% 10/31/2017 CUSIP 912828TW0 RATING AAA	0.86	127,416.56 100.3280	(50.34)	163.14	889.00	0.70 0.68

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PRINCIPAL PORTFOLIO(S)								
Fixed Income								
2017	0.0000 VODAFONE GROUP PLC DTD 03/20/12 1.625% 03/20/17 CALLABLE CUSIP 92857WAX8 RATING A3	\$0.00 101.4680	0.00	\$0.00 0.00	\$0.00	\$192.97	\$0.00	0.00 1.27
2018	8,000.0000 AFFINION GROUP INC DTD 06/15/2011 7.875% 12/15/2018 CALLABLE CUSIP 00828DAN1 RATING CAA1	6,100.00 76.2500	0.04	7,135.00 0.89	(1,035.00)	28.00	632.00	10.36 13.86
2018	15,000.0000 AUTONATION INC DTD 04/14/2010 6.750% 04/15/2018 NON CALLABLE CUSIP 05329WAJ1 RATING BA2	16,950.00 113.0000	0.11	15,460.00 1.03	1,490.00	213.75	1,005.00	5.93 4.00
2018	14,000.0000 CHLSAPEAKE ENERGY CORPORATION DTD 05/27/08 7.250% 12/15/18 CALLABLE CUSIP 165167CC9 RATING BA3	15,260.00 109.0000	0.10	14,460.00 1.03	800.00	0.00	1,008.00	6.61 5.46
2018	5,000.0000 CSC HOLDINGS INC DTD 07/21/1998 7.625% 07/15/2018 NON CALLABLE CUSIP 126304AK0 RATING BA3	5,750.00 115.0000	0.04	5,100.00 1.02	650.00	175.80	380.00	6.61 4.53

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PRINCIPAL PORTFOLIO(S)							
Fixed Income							
2018							
FEDERAL HOME LOAN MORTGAGE CORP CMO SER 2843 CL BH DTD 08/01/2004 4 000% 01/15/2018 NON CALLABLE CUSIP 31395E3W5	\$0.00 100.4790	0.00	\$0.00 0.00	\$0.00	\$56.97	\$0.00	0.00 3.89
2018							
HUNTINGTON INGALLS INDUS DTD 09/15/2011 6 875% 03/15/2018 CALLABLE CUSIP 446413AB2 RATING BA3	15,225.00 108.7500	0.10	14,780.00 1.06	445.00	283.40	966.00	6.34 4.95
2018							
ICAHN ENTERPRISES/FIN DTD 07/15/2010 8.000% 01/15/2018 CALLABLE CUSIP 451102AH0 RATING BA3	15,032.50 107.3750	0.10	13,947.50 1.00	1,085.00	516.44	1,120.00	7.45 6.27
2018							
NEWFIELD EXPLORATION CO DTD 05/08/2008 7.125% 05/15/2018 CALLABLE CUSIP 651290AK4 RATING BA2	7,385.00 105.5000	0.05	7,190.00 1.03	195.00	63.73	497.00	6.73 5.91
2018							
SEARS HOLDING CORP DTD 04/15/2011 6.625% 10/15/2018 NON CALLABLE CUSIP 812350AE6 RATING B2	14,560.00 91.0000	0.10	13,090.00 0.82	1,470.00	223.78	1,056.00	7.25 8.63
2018							
UNITED STATES TREASURY NOTES DTD 06/30/2011 2.375% 06/30/2018 CUSIP 912828QT0 RATING AAA	0.00 108.3750	0.00	0.00 0.00	0.00	580.84	0.00	0.00 0.81

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PRINCIPAL PORTFOLIO(S)							
Fixed Income							
2019	7,000.0000						
AVIS BUDGET CAR RENTAL	\$7,735.00	0.05	\$7,665.00	\$70.00	\$266.29	\$574.00	7.42
DTD 01/15/2011 8.250% 01/15/2019	110.5000		1.10				6.14
CALLABLE							
CUSIP 053773AN7 RATING B2							
2019	8,000.0000						
CINEMARK USA INC	8,860.00	0.06	8,751.90	108.10	0.00	688.00	7.77
DTD 12/15/2009 8.625% 06/15/2019	110.7500		1.09				6.56
CALLABLE							
CUSIP 172441AS6 RATING B2							
2019	8,000.0000						
DEL MONTE CORP	8,340.00	0.06	8,310.00	30.00	230.44	608.00	7.29
DTD 08/15/2011 7.625% 02/15/2019	104.2500		1.04				6.76
CALLABLE							
CUSIP 245217AS3 RATING CAA1							
2019	0.0000						
FEDERAL HOME LOAN BANK	0.00	0.00	0.00	0.00	780.57	0.00	0.00
DTD 06/03/1999 6.535% 06/03/2019	133.4020		0.00				1.13
NON CALLABLE							
CUSIP 3133M8YS7 RATING AAA							
2019	11,000.0000						
HOST HOTELS & RESORTS LP	11,990.00	0.08	11,852.50	137.50	28.72	649.00	5.41
DTD 12/15/2011 5.875% 06/15/2019	109.0000		1.08				4.27
CALLABLE							
CUSIP 44107TAM8 RATING BAA3							
2019	14,000.0000						
INTELSAT JACKSON HLDG	15,050.00	0.10	14,743.75	306.25	253.75	1,008.00	6.70
DTD 10/01/2011 7.250% 04/01/2019	107.5000		1.05				5.80
CALLABLE							
CUSIP 45824TAE5 RATING B3							

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PRINCIPAL PORTFOLIO(S)								
Fixed Income								
2019	15,000,0000 LEVEL 3 FINANCING INC DTD 01/01/2012 8.125% 07/01/2019 CALLABLE CUSIP 527298AU7 RATING B3	\$16,350.00 109.0000	0.11	\$16,092.50 1.07	\$257.50	\$612.08	\$1,215.00	7.43 6.41
2019	15,000,0000 NRG ENERGY INC DTD 06/05/2009 8.500% 06/15/2019 CALLABLE CUSIP 629377BG6 RATING B1	16,500.00 110.0000	0.11	15,562.50 1.04	937.50	56.67	1,275.00	7.73 6.57
2019	13,000,0000 PENNSYLVANIA NATIONAL GAMING INC DTD 02/15/2010 8.750% 08/15/2019 CALLABLE CUSIP 707569AN9 RATING BA2	14,820.00 114.0000	0.10	13,660.00 1.05	1,160.00	429.72	1,131.00	7.63 6.14
2019	15,000,0000 SPRINT CAPITAL CORP DTD 05/06/1999 6.900% 05/01/2019 NON CALLABLE CUSIP 852060AG7 RATING B3	16,350.00 109.0000	0.11	13,050.00 0.87	3,300.00	172.50	1,035.00	6.33 5.21
2019	25,000,0000 UNITED STATES TREASURY NOTES DTD 05/15/2009 3.125% 05/15/2019 CUSIP 912828KQ2 RATING AAA	28,312.50 113.2500	0.19	28,650.12 1.15	(337.62)	101.43	775.00	2.74 0.98
2019	32,000,0000 UNITED STATES TREASURY NOTES DTD 02/29/2012 1.375% 02/28/2019 CUSIP 912828SH4 RATING AAA	32,792.64 102.4770	0.22	32,928.74 1.03	(136.10)	115.91	384.00	1.17 0.84

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PRINCIPAL PORTFOLIO(S)								
Fixed Income								
2019	13,000,0000 UNITED RENTALS NORTH AMERICA DTD 11/17/2009 9.250% 12/15/2019 CALLABLE CUSIP 911365AU8 RATING B3	\$14,820.00 114.0000	0.10	\$13,683.75 1.05	\$1,136.25	\$0.00	\$1,196.00	8.07 6.70
2019	5,000,0000 VISTEON CORP DTD 10/15/2011 6.750% 04/15/2019 CALLABLE CUSIP 92839UAP4 RATING B2	5,325.00 106.5000	0.04	4,950.00 0.99	375.00	71.25	335.00	6.29 5.51
2020	14,000,0000 ALLIANT TECHSYSTEMS INC DTD 09/13/2010 6.875% 09/15/2020 CALLABLE CUSIP 018804AP9 RATING BA3	15,382.50 109.8750	0.10	14,638.75 1.05	743.75	283.40	966.00	6.28 5.30
2020	7,000,0000 ALLY FINANCIAL INC DTD 09/15/2010 8.000% 03/15/2020 NON CALLABLE CUSIP 02005NAE0 RATING B1	8,575.00 122.5000	0.06	7,945.00 1.14	630.00	164.89	560.00	6.53 4.33
2020	7,000,0000 CHS/COMMUNITY HEALTH SYS DTD 07/18/2012 7.125% 07/15/2020 CALLABLE CUSIP 12543DAQ3 RATING B3	7,472.50 106.7500	0.05	7,148.75 1.02	323.75	225.82	497.00	6.65 6.00
2020	15,000,0000 CLEAR CHANNEL WORLDWIDE DTD 03/15/2012 7.625% 03/15/2020 CALLABLE CUSIP 18451QAH1 RATING B3	15,112.50 100.7500	0.10	14,947.50 1.00	165.00	336.77	1,140.00	7.54 7.49

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PRINCIPAL PORTFOLIO(S)							
Fixed Income							
2020	13,000.0000						
ENERGY FUTURE	\$14,657.50	0.10	\$13,772.50	\$885.00	\$108.33	\$1,300.00	8.87
DTD 08/17/2010 10.000% 12/01/2020	112.7500		1.06				7.81
CALLABLE							
CUSIP 29269QAA5 RATING B2							
2020	14,000.0000						
ENERGY TRANSFER EQUITY	16,170.00	0.11	14,562.50	1,607.50	221.67	1,050.00	6.49
DTD 09/20/2010 7.500% 10/15/2020	115.5000		1.04				5.07
NON CALLABLE							
CUSIP 29273VAC4 RATING BA2							
2020	0.0000						
EXELON GENERATION CO LLC	0.00	0.00	0.00	0.00	822.22	0.00	0.00
DTD 09/30/2010 4.000% 10/01/2020	105.1230		0.00				3.25
CALLABLE							
CUSIP 30161MAH6 RATING BAA2							
2020	0.0000						
GENERAL ELEC CAP CORP	0.00	0.00	0.00	0.00	1,485.68	0.00	0.00
MEDIUM TERM NOTE	111.6050		0.00				2.70
DTD 09/16/2010 4.375% 09/16/2020							
NON CALLABLE							
CUSIP 36962G4R2 RATING A1							
2020	8,000.0000						
GENON ENERGY INC	9,240.00	0.06	8,165.00	1,075.00	166.78	792.00	8.57
DTD 04/15/2011 9.875% 10/15/2020	115.5000		1.02				7.23
CALLABLE							
CUSIP 37244DAF6 RATING B3							

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PRINCIPAL PORTFOLIO(S)							
Fixed Income							
2020	20,000.0000						
HCA INC	\$22,250.00	0.15	\$21,385.00	\$865.00	\$595.00	\$1,580.00	7.10
DTD 02/15/2010 7.875% 02/15/2020	111.2500		1.07				5.92
CALLABLE							
CUSIP 404119BJ7 RATING BA3							
2020	14,000.0000						
HCP INC	13,945.40	0.09	13,981.10	(35.70)	42.88	364.00	2.61
DTD 11/19/2012 2.625% 02/01/2020	99.6100		1.00				2.69
CALLABLE							
CUSIP 40414LAH2 RATING BAA1							
2020	7,000.0000						
INTL LEASE FINANCE CORP	8,347.50	0.06	7,612.50	735.00	25.67	574.00	6.88
DTD 12/07/2010 8.250% 12/15/2020	119.2500		1.09				5.26
NON CALLABLE							
CUSIP 459745GF6 RATING BA3							
2020	0.0000						
JPMORGAN CHASE & CO	0.00	0.00	0.00	0.00	1,107.36	0.00	0.00
DTD 10/21/2010 4.250% 10/15/2020	111.2130		0.00				2.65
NON CALLABLE							
CUSIP 46625HHU7 RATING A2							
2020	7,000.0000						
MARKWEST ENERGY PART/FIN	7,630.00	0.05	7,201.25	428.75	78.75	469.00	6.15
DTD 11/02/2010 6.750% 11/01/2020	109.0000		1.03				5.33
CALLABLE							
CUSIP 570506AM7 RATING BA3							
2020	8,000.0000						
PEABODY ENERGY CORP	8,580.00	0.06	8,220.00	360.00	153.11	520.00	6.06
DTD 08/25/2010 6.500% 09/15/2020	107.2500		1.03				5.34
NON CALLABLE							
CUSIP 704549AH7 RATING BA1							

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PRINCIPAL PORTFOLIO(S)								
	Fixed Income							
2020	15,000,000 RANGE RESOURCES CORPORATION DTD 08/12/10 6.750% 08/01/20 CALLABLE 08/01/15 @103.375 CUSIP 75281AAL3 RATING BA3	\$16,275.00 108.5000	0.11	\$15,888.75 1.06	\$386.25	\$421.88	\$1,005.00	6.18 5.37
2020	7,000,000 SERVICEMASTER COMPANY DTD 02/13/2012 8.000% 02/15/2020 CALLABLE CUSIP 81760NAN9 RATING B3	7,297.50 104.2500	0.05	7,625.00 1.09	(327.50)	140.00	560.00	7.67 7.22
2020	32,000,000 UNITED STATES TREASURY NOTES DTD 05/15/2010 3.500% 05/15/2020 CUSIP 912828ND8 RATING AAA	37,152.64 116.1020	0.25	37,324.12 1.17	(171.48)	145.41	1,120.00	3.01 1.21
2020	0,000 UNITED STATES TREASURY NOTES DTD 11/15/2010 2.625% 11/15/2020 CUSIP 912828PC8 RATING AAA	0.00 109.7500	0.00	0.00 0.00	0.00	1,134.17	0.00	0.00 1.32
2020	8,000,000 WYNN LAS VEGAS LLC/CORP DTD 08/30/10 7.875% 05/01/20 CALLABLE CUSIP 983130AP0 RATING BBB-	9,060.00 113.2500	0.06	8,530.00 1.07	530.00	105.00	632.00	6.98 5.64
2020	7,000,000 ZAYO GROUP LLC/ZAYO CAP DTD 06/28/2012 8.125% 01/01/2020 CALLABLE CUSIP 989194AG0 RATING B1	7,787.50 111.2500	0.05	7,822.50 1.12	(35.00)	289.11	567.00	7.28 6.13

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PRINCIPAL PORTFOLIO(S)							
Fixed Income							
2021	7,000.0000						
AMERISTAR CASINOS INC	\$7,586.25	0.05	\$7,665.00		\$110.83	\$525.00	6.92
DTD 10/15/2011 7.500% 04/15/2021	108.3750		1.10	(\$78.75)			6.19
CALLABLE							
CUSIP 03070QAN1 RATING B3							
2021	7,000.0000						
BALL CORP	7,577.50	0.05	6,895.00	682.50	51.43	399.00	5.27
DTD 11/18/2010 5.750% 05/15/2021	108.2500		0.99				4.55
CALLABLE							
CUSIP 058498AQ9 RATING BA1							
2021	14,000.0000						
CAPITAL ONE FINANCIAL COMPANY	16,144.24	0.11	15,912.38	231.86	306.64	658.00	4.08
DTD 07/19/11 4.750% 07/15/21	115.3160		1.14				2.73
CUSIP 14040HAY1 RATING BAA1							
2021	7,000.0000						
CCO HLDGS LLC/CAP CORP	7,551.25	0.05	6,903.75	647.50	77.10	455.00	6.03
DTD 05/10/2011 6.500% 04/30/2021	107.8750		0.99				5.32
CALLABLE							
CUSIP 1248EPAU7 RATING B1							
2021	0.0000						
FEDL NATL MTGE ASSN POOL #995152	0.00	0.00	0.00	0.00	132.92	0.00	0.00
13 YR GTD SINGLE FAMILY MORTGAGE	108.5980		0.00				4.22
DTD 11/01/2008 5.500% 01/01/2021							
NON CALLABLE							
CUSIP 31416BQD3							
2021	7,000.0000						
GENWORTH FINANCIAL INC	7,724.99	0.05	7,050.00	674.99	143.82	532.00	6.89
DTD 03/25/11 7.625% 09/24/21	110.3570		1.01				6.08
CALLABLE							
CUSIP 37247DAP1 RATING BAA3							

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PRINCIPAL PORTFOLIO(S)							
Fixed Income							
2021	10,000.0000						
GOLDMAN SACHS GROUP INC	\$11,399.80	0.08	\$10,500.97	\$898.83	\$131.25	\$520.00	4.56
DTD 07/27/2011 5.250% 07/27/2021	113.9980		1.05				3.36
NON CALLABLE							
CUSIP 38141GGQ1 RATING A3							
2021	7,000.0000						
IRON MOUNTAIN INC	7,770.00	0.05	7,367.50	402.50	221.47	588.00	7.57
DTD 08/10/2009 8.375% 08/15/2021	111.0000		1.05				6.68
CALLABLE							
CUSIP 46284PAM6 RATING B1							
2021	7,000.0000						
LINN ENERGY LLC/FTN CORP	7,455.00	0.05	7,158.70	296.30	159.74	539.00	7.23
DTD 09/13/2010 7.750% 02/01/2021	106.5000		1.02				6.69
CALLABLE							
CUSIP 536022AF3 RATING B2							
2021	8,000.0000						
PLAINS EXPLORATION & PRODUCTION CO	8,810.00	0.06	8,440.00	370.00	88.33	528.00	5.99
DTD 03/29/11 6.625% 05/01/21	110.1250		1.06				5.12
CALLABLE							
CUSIP 726505AK6 RATING B1							
2021	15,000.0000						
SANDRIDGE ENERGY INC	16,050.00	0.11	14,943.75	1,106.25	331.25	1,125.00	7.01
DTD 09/15/2011 7.500% 03/15/2021	107.0000		1.00				6.39
CALLABLE							
CUSIP 80007PAN9 RATING B2							
2021	19,000.0000						
TIME WARNER CABLE INC	20,807.28	0.14	19,659.66	1,147.62	296.08	779.00	3.74
DTD 11/15/2010 4.125% 02/15/2021	109.5120		1.03				2.81
CALLABLE							
CUSIP 88732JAX6 RATING BAA2							

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PRINCIPAL PORTFOLIO(S)							
Fixed Income							
2021	17,000,0000 VERIZON COMMUNICATIONS DTD 03/28/2011 4.600% 04/01/2021 NON CALLABLE CUSIP 92343VAX2 RATING A3	0.13	\$19,842.74 116.7220		\$195.50	\$782.00	3.94 2.36
2022	12,000,0000 AETNA INC DTD 11/07/2012 2.750% 11/15/2022 CALLABLE CUSIP 008117AP8 RATING BAA1	0.08	11,901.24 99.1770	(67.21)	49.50	324.00	2.72 2.85
2022	12,000,0000 BRISTOL-MYERS SQUIBB CO DTD 07/31/2012 2.000% 08/01/2022 NON CALLABLE CUSIP 110122AT5 RATING A2	0.08	11,615.40 96.7950	(226.68)	101.33	240.00	2.07 2.38
2022	12,000,0000 CVS CAREMARK CORP DTD 11/29/2012 2.750% 12/01/2022 CALLABLE CUSIP 126650BZ2 RATING BAA2	0.08	12,044.64 100.3720	26.16	29.33	324.00	2.69 2.71
2022	10,000,0000 INTL PAPER CO DTD 11/16/2011 4.750% 02/15/2022 CALLABLE CUSIP 460146CG6 RATING BAA3	0.08	11,315.40 113.1540	2.14	179.44	470.00	4.15 3.08
2022	15,000,0000 MASCO CORP DTD 03/12/2012 5.950% 03/15/2022 NON CALLABLE CUSIP 574599BH8 RATING BA3	0.11	16,627.35 110.8490	1,658.60	262.79	885.00	5.32 4.50

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PRINCIPAL PORTFOLIO(S)								
Fixed Income								
2022	7,000,000 SALLY HOLDINGS/SALLY CAP DTD 05/18/2012 5.750% 06/01/2022 CALLABLE CUSIP 79546VAJ5 RATING BA3	\$7,595.00 108.5000	0.05	\$7,472.50 1.07	\$122.50	\$80.50	\$399.00	5.25 4.63
2022	0.0000 STATOIL ASA DTD 11/23/2011 3.150% 01/23/2022 NON CALLABLE CUSIP 85771PAF9 RATING AA2	0.00 105.6860	0.00	0.00 0.00	0.00	324.19	0.00	0.00 2.45
2022	76,454,1900 UNITED STATES TREASURY NOTES TREASURY INFLATION INDEX DTD 07/15/2012 0.125% 07/15/2022 CUSIP 912828TE0 RATING AAA	82,994.85 108.5550	0.56	83,384.78 1.09	(389.93)	44.15	76.45	0.09 (0.74)
2022	10,000,0000 VENTAS REALTY LP/CAP CRP DTD 02/10/2012 4.250% 03/01/2022 NON CALLABLE CUSIP 92276MAX3 RATING BAA2	10,604.50 106.0450	0.07	10,805.10 1.08	(200.60)	141.67	420.00	3.96 3.47
2022	17,000,0000 WATSON PHARMACEUTICALS INC DTD 10/02/2012 3.250% 10/01/2022 NON CALLABLE CUSIP 942683AF0 RATING BAA3	17,354.45 102.0850	0.12	17,308.19 1.02	46.26	136.59	544.00	3.13 3.00

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PRINCIPAL PORTFOLIO(S)								
Fixed Income								
2022	15,000,000 WELLS FARGO & COMPANY MEDIUM TERM NOTE DTD 03/08/2012 3.500% 03/08/2022 NON CALLABLE CUSIP 94974BFC9 RATING A2	\$15,999.75 106.6650	0.11	\$15,858.87 1.06	\$140.88	\$164.79	\$525.00	3.28 2.68
2025	8,590,260 UNITED STATES TREASURY BONDS TREASURY INFLATION INDEX DTD 07/15/2004 2.375% 01/15/2025 CUSIP 912810FR4 RATING AAA	11,588.09 134.8980	0.08	13,073.49 1.52	(1,485.40)	126.69	206.16	1.78 (0.44)
2026	12,827,520 FEDL NATL MTGE ASSN POOL #AH3431 15 YR GTD SINGLE FAMILY MORTGAGE DTD 01/01/2011 3.500% 01/01/2026 NON CALLABLE CUSIP 3138A4Y58	13,615.51 106.1430	0.09	13,645.21 1.06	(29.70)	37.45	448.96	3.30 2.93
2027	28,240,770 FEDERAL HOME LOAN MORTGAGE CORP GOLD POOL #19197-15 YR GTD MTGE DTD 05/01/2012 3.000% 05/01/2027 NON CALLABLE CUSIP 3128Q0GE1	29,803.90 105.5350	0.20	29,708.25 1.05	95.65	70.62	847.22	2.84 2.54
2027	7,136,730 FEDL NATL MTGE ASSN POOL #AL1953 15 YR GTD SINGLE FAMILY MORTGAGE DTD 06/01/2012 4.500% 01/01/2027 NON CALLABLE CUSIP 3138EJE38	7,679.98 107.6120	0.05	7,705.44 1.08	(25.46)	26.78	321.15	4.18 3.79

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PRINCIPAL PORTFOLIO(S)							
Fixed Income							
2029	20,471.3100						
UNITED STATES TREASURY NOTES	\$29,197.21	0.20	\$29,432.49	(\$235.28)	\$242.52	\$511.78	1.75
TREASURY INFLATION INDEX	142.6250		1.44				(0.13)
DTD 01/15/2009 2.500% 01/15/2029							
CUSIP 912810PZ5 RATING AAA							
2031	13,000.0000						
ALLY FINANCIAL INCORPORATED	16,461.25	0.11	12,105.00	4,356.25	173.33	1,040.00	6.32
DTD 12/31/08 8.000% 11/01/31	126.6250		0.93				5.68
CUSIP 36186CBY8 RATING B1							
2035	0.0000						
FEDERAL HOME LOAN MORTGAGE CORP	0.00	0.00	0.00	0.00	907.30	0.00	0.00
GOLD POOL #G01820-30 YR GTD MTGE	108.6840		0.00				4.86
DTD 05/01/2005 5.500% 06/01/2035							
NON CALLABLE							
CUSIP 3128LXAV2							
2035	13,587.4300						
FEDL NATL MTGE ASSN POOL #888343	14,788.15	0.10	14,844.37	(56.22)	633.80	679.37	4.59
28 YR GTD SINGLE FAMILY MORTGAGE	108.8370		1.09				4.38
DTD 04/01/2007 5.000% 11/01/2035							
NON CALLABLE							
CUSIP 31410F5C5							
2035	41,747.3500						
FEDL NATL MTGE ASSN POOL #995094	45,241.19	0.30	45,211.09	30.10	483.63	1,878.63	4.15
27 YR GTD SINGLE FAMILY MORTGAGE	108.3690		1.08				3.94
DTD 11/01/2008 4.500% 11/01/2035							
NON CALLABLE							
CUSIP 31416BNK0							

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PRINCIPAL PORTFOLIO(S)								
Fixed Income								
2036	20,286 3000 FEDL NATL MTGE ASSN POOL #745275 30 YR GTD SINGLE FAMILY MORTGAGE DTD 01/01/2006 5.000% 02/01/2036 NON CALLABLE CUSIP 31403C6L0	\$22,062.77 108.7570	0.15	\$22,130.48 1.09	(\$67.71)	\$84.57	\$1,014.31	4.60 4.39
2037	9,000.0000 UNITED STATES TREASURY BONDS DTD 02/15/2007 4.750% 02/15/2037 CUSIP 912810PT9 RATING AAA	12,279.42 136.4380	0.08	12,836.18 1.43	(556.76)	161.47	423.00	3.44 2.69
2040	26,215 8800 FEDERAL HOME LOAN MORTGAGE CORP GOLD POOL #G06021-30 YR GTD MTGE DTD 10/01/2010 5.500% 01/01/2040 NON CALLABLE CUSIP 3128M8AW4	28,320.49 108.0280	0.19	31,114.91 1.19	(2,794.42)	605.74	1,441.87	5.09 4.96
2040	42,422 6000 FEDL NATL MTGE ASSN POOL #AE2847 30 YR GTD SINGLE FAMILY MORTGAGE DTD 10/01/2010 4.000% 10/01/2040 NON CALLABLE CUSIP 31419DEV9	46,207.97 108.9230	0.31	45,485.01 1.07	722.96	0.00	1,696.90	3.67 3.50
2040	10,000.0000 UNITED STATES TREASURY BONDS DTD 05/15/2010 4.375% 05/15/2040 CUSIP 912810QH4 RATING AAA	13,017.20 130.1720	0.09	13,532.67 1.35	(515.47)	56.80	440.00	3.38 2.79

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PRINCIPAL PORTFOLIO(S)							
Fixed Income							
2041	50,419,1200 FEDL NATL MTGE ASSN POOL #AJ7689 30 YR GTD SINGLE FAMILY MORTGAGE DTD 12/01/2011 4.000% 12/01/2041 NON CALLABLE CUSIP 3138E0RK7	0.36	\$54,118.37 107.3370		\$168.07	\$2,016.76	3.73 3.59
2041	64,973.1600 FEDL NATL MTGE ASSN POOL #AL0160 30 YR GTD SINGLE FAMILY MORTGAGE DTD 04/01/2011 4.500% 05/01/2041 NON CALLABLE CUSIP 3138EGFA7	0.47	70,410.76 108.3690	190.68	243.69	2,923.79	4.15 4.00
2041	2,687.9700 FEDL NATL MTGE ASSN POOL #AL0822 30 YR GTD SINGLE FAMILY MORTGAGE DTD 09/01/2011 4.500% 10/01/2041 NON CALLABLE CUSIP 3138EG4G6	0.02	2,984.32 111.0250	7.81	10.10	120.95	4.05 3.86
2041	21,984.0900 FEDERAL NATIONAL MORTGAGE ASSN POOL #AE0828 DTD 01/01/11 3.500% 02/01/41 CUSIP 31419A4N4	0.16	23,457.02 106.7000	116.54	64.15	769.44	3.28 3.14
2042	14,494.8200 FEDL NATL MTGE ASSN POOL #AB5670 30 YR GTD SINGLE FAMILY MORTGAGE DTD 06/01/2012 3.500% 07/01/2042 NON CALLABLE CUSIP 31417CJQ9	0.10	15,524.82 107.1060	(18.49)	43.76	507.31	3.27 3.13

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PRINCIPAL PORTFOLIO(S)								
Fixed Income								
2042	31,929,2400 FEDL NATL MTGE ASSN POOL #AB7079 30 YR GTD SINGLE FAMILY MORTGAGE DTD 11/01/2012 3.000% 11/01/2042 NON CALLABLE CUSIP 31417D2M4	\$33,489.94 104.8880	0.23	\$33,652.91 1.05	(\$162.97)	\$79.82	\$957.87	2.86 2.76
2042	32,509,4200 FEDL NATL MTGE ASSN POOL #AL1948 30 YR GTD SINGLE FAMILY MORTGAGE DTD 06/01/2012 4.000% 01/01/2042 NON CALLABLE CUSIP 3138EJEW4	35,727.85 109.9000	0.24	35,541.94 1.09	185.91	219.76	1,300.37	3.64 3.46
2042	33,529,5400 FEDL NATL MTGE ASSN POOL #AP0495 30 YR GTD SINGLE FAMILY MORTGAGE DTD 07/01/2012 3.500% 08/01/2042 NON CALLABLE CUSIP 3138M3RR7	36,048.28 107.5120	0.24	35,970.89 1.07	77.39	98.56	1,173.53	3.26 3.11
2042	57,545,3800 FEDL NATL MTGE ASSN POOL #MA1133 30 YR GTD SINGLE FAMILY MORTGAGE DTD 07/01/2012 3.500% 07/01/2042 NON CALLABLE CUSIP 31418AHK7	61,526.37 106.9180	0.41	60,826.76 1.06	699.61	55.78	2,014.08	3.27 3.14
2042	10,000,0000 GEORGIA POWER COMPANY DTD 03/06/12 4.300% 03/15/42 CALLABLE CUSIP 373334JW2 RATING A3	10,488.70 104.8870	0.07	11,108.80 1.11	(620.10)	126.61	430.00	4.10 4.01

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PRINCIPAL PORTFOLIO(S)							
Fixed Income							
2042	9,000.0000						
UNITED STATES TREASURY BONDS	\$9,168.75	0.06	\$9,578.66	(\$409.91)	\$35.06	\$270.00	2.94
DTD 05/15/2012 3.000% 05/15/2042	101.8750		1.06				2.91
CUSIP 912810QW1 RATING AAA							
2043	8,000.0000						
ENTERPRISE PRODUCTS OPER	8,100.08	0.05	7,879.12	220.96	136.47	352.00	4.35
DTD 08/13/2012 4.450% 02/15/2043	101.2510		0.98				4.38
CALLABLE							
CUSIP 29379VAY9 RATING BAA1							
TOTAL Fixed Income	3,214,497.16	21.60	3,161,995.94	52,501.22	41,832.27	118,972.65	3.70
Cash & Currency							
502,805.8300	502,805.83	3.38	502,805.83	0.00	0.00	0.00	0.00
CASH	1.0000		1.00				
484,366.5200	484,366.52	3.25	484,366.52	0.00	0.48	0.00	0.00
ACTIVE ASSET FUND MONEY TRUST	1.0000		1.00				
CUSIP 005047907 TKR AAMT							
1,332.1600	1,332.16	0.01	1,332.16	0.00	0.23	0.00	0.00
GOLDMAN SACHS FINANCIAL SQUARE	1.0000		1.00				
FUNDS-PRIME OBLIGATIONS FUND							
CUSIP 38141W349 TKR FBSXX							
TOTAL Cash & Currency	988,504.51	6.64	988,504.51	0.00	0.71	0.00	0.00
TOTAL PRINCIPAL PORTFOLIO(S)	14,884,111.13	100.00	12,620,712.28	2,263,398.85	52,550.56	345,639.90	2.32
ACCRUED INCOME	52,550.56						
MARKET VALUE WITH ACCRUED INCOME	14,936,661.69						

continued

Investment Detail

STT/CHAPMAN HANSON FNDN

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	502,805.83	+
	484,366.52	+
	1,332.16	+
	440,827.93	-
Cash	547,676.58	*
	547,676.58	-
	14,495,833.76	+
FMV	13,948,157.18	*
SEC		
	12,179,884.35	+
	547,676.58	-
Tot	11,632,207.77	*
Cost SEC		

- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only Part II and check this box ☒ **X**

Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868

- If you are filing for an **Automatic 3-Month Extension**, complete only Part I (on page 1)

Part II Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed).

Enter filer's identifying number, see instructions	
Type or print Name of exempt organization or other filer, see instructions CHAPMAN HANSON FOUNDATION TT/ADVISORY TRUST COMPANY OF DE	Employer identification number (EIN) or 38-6872202
File by the due date for filing your return See instructions Number, street, and room or suite no. If a P.O. box, see instructions 1100 N MARKET ST DE3-C070	Social security number (SSN)
City, town or post office, state, and ZIP code. For a foreign address, see instructions. WILMINGTON, DE 19890-0001	

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

0 4

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

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

ADVISORY TRUST COMPANY OF DE

- The books are in the care of **▶ 1100 N MARKET ST DE3-C070 - WILMINGTON, DE 19809-0001**
 Telephone No **▶ 302-636-8500** FAX No **▶ 302-636-8585**

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

4 I request an additional 3-month extension of time until **NOVEMBER 15, 2013**

5 For calendar year **2012**, or other tax year beginning _____, and ending _____

6 If the tax year entered in line 5 is for less than 12 months, check reason ☐ Initial return ☐ Final return

☐ Change in accounting period

7 State in detail why you need the extension _____

ADDITIONAL TIME IS NEEDED TO COLLECT DATA IN ORDER TO FILE A COMPLETE AND ACCURATE RETURN.

8a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	8a	\$ 11,136.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	8b	\$ 11,136.
c Balance due. Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	8c	\$ 0.

Signature and Verification must be completed for Part II only.

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form.

Signature **▶**

Title **▶**

Date **▶**

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