Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2012

Open to Public Inspection

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

Name of foundation Paul F. and Lois K. Heiss Family Foundation, Inc.	**A Employer identification number** 39-1928659
Number and street (or P O box number if mail is not delivered to street address) 3412 W. Riviera Court — Room/suite:	**B** Telephone number (see instructions) 262-242-4049
City or town, state, and ZIP code Mequon, WI 53092-5209	**C** If exemption application is pending, check here ▶ ☐

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

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

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

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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶ $ 90,442

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

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

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

	Line	Description	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc., received (attach schedule)	94,760			
	2	Check ▶ ☐ if the foundation is not required to attach Sch. B				
	3	Interest on savings and temporary cash investments	-0-	-0-	-0-	
	4	Dividends and interest from securities	3,406	3,406	3,406	
	5a	Gross rents	-0-	-0-	-0-	
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	-0-			
	b	Gross sales price for all assets on line 6a				
	7	Capital gain net income (from Part IV, line 2)		1,298		
	8	Net short-term capital gain			134	
	9	Income modifications			-0-	
	10a	Gross sales less returns and allowances				
	b	Less: Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)	-0-		-0-	
	11	Other income (attach schedule)	-0-	-0-	-0-	
	12	**Total.** Add lines 1 through 11	98,166	4,704	3,540	
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc.	-0-	-0-	-0-	-0-
	14	Other employee salaries and wages	-0-	-0-	-0-	-0-
	15	Pension plans, employee benefits	-0-	-0-	-0-	-0-
	16a	Legal fees (attach schedule)	123	123	123	123
	b	Accounting fees (attach schedule)	-0-	-0-	-0-	-0-
	c	Other professional fees (attach schedule)	1,180	1,180	1,180	1,180
	17	Interest	-0-	-0-	-0-	-0-
	18	Taxes (attach schedule) (see instructions)	369	369	369	369
	19	Depreciation (attach schedule) and depletion	-0-	-0-	-0-	
	20	Occupancy	-0-	-0-	-0-	-0-
	21	Travel, conferences, and meetings	12,638	12,638	12,638	12,638
	22	Printing and publications	-0-	-0-	-0-	-0-
	23	Other expenses (attach schedule)	-0-	-0-	-0-	-0-
	24	**Total operating and administrative expenses.** Add lines 13 through 23	14,310	14,310	14,310	14,310
	25	Contributions, gifts, grants paid	78,250			78,250
	26	**Total expenses and disbursements.** Add lines 24 and 25	92,560	92,560	92,560	92,560
	27	Subtract line 26 from line 12:				
	a	**Excess of revenue over expenses and disbursements**	5,606			
	b	**Net investment income** (if negative, enter -0-)		-0-		
	c	**Adjusted net income** (if negative, enter -0-)			-0-	

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Part II **Balance Sheets** Attached schedules and amounts in the description column should be for end-of-year amounts only. (See instructions.)

			Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing	3,407	7,156	7,156
	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 (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶			
		Less: allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U.S. and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)			
	c	Investments—corporate bonds (attach schedule)			
	11	Investments—land, buildings, and equipment: basis ▶			
		Less: accumulated depreciation (attach schedule) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	75,020	83,286	83,286
	14	Land, buildings, and equipment: basis ▶			
		Less: accumulated depreciation (attach schedule) ▶			
	15	Other assets (describe ▶)			
	16	**Total assets** (to be completed by all filers—see the instructions. Also, see page 1, item I)	78,427	90,442	90,442
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities** (add lines 17 through 22)	-0-	-0-	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☐ and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds	78,427	90,442	
	28	Paid-in or capital surplus, or land, bldg., and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	**Total net assets or fund balances** (see instructions)	78,427	90,442	
	31	**Total liabilities and net assets/fund balances** (see instructions)	78,427	90,442	

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	78,427
2	Enter amount from Part I, line 27a	2	5,606
3	Other increases not included in line 2 (itemize) ▶	3	-0-
4	Add lines 1, 2, and 3	4	84,033
5	Decreases not included in line 2 (itemize) ▶ Other investment gains and losses	5	6,409
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	90,442

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	Various	P	Various	Various
b				
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	15,595		14,298	1,298
b				
c				
d				
e				

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

	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col. (j), if any	(l) Gains (Col (h) gain minus col. (k), but not less than -0-) or Losses (from col (h))
a				1,298
b				
c				
d				
e				

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7; If (loss), enter -0- in Part I, line 7 }	2	1,298
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8 . . .	3	134

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	98,891	95,715	1.033
2010	76,401	87,140	.877
2009	102,445	67,975	1.507
2008	114,297	108,869	1.050
2007	82,444	130,305	.633

2	**Total** of line 1, column (d) . . .	2	5.100
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	1.020
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5 . . .	4	95,184
5	Multiply line 4 by line 3 . . .	5	97,088
6	Enter 1% of net investment income (1% of Part I, line 27b) . . .	6	-0-
7	Add lines 5 and 6 . . .	7	97,088
8	Enter qualifying distributions from Part XII, line 4 . . .	8	92,560

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter: ______ (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b	1	-0-
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	-0-
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	-0-
6	Credits/Payments:		
a	2012 estimated tax payments and 2011 overpayment credited to 2012 — 6a: -0-		
b	Exempt foreign organizations—tax withheld at source — 6b		
c	Tax paid with application for extension of time to file (Form 8868) — 6c		
d	Backup withholding erroneously withheld — 6d		
7	Total credits and payments. Add lines 6a through 6d	7	-0-
8	Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8	-0-
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	-0-
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	-0-
11	Enter the amount of line 10 to be: **Credited to 2013 estimated tax** ▶ ______ **Refunded** ▶	11	-0-

Part VII-A Statements Regarding Activities

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

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

		Line	Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		✓
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		✓
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	✓	
	Website address ▶ None			
14	The books are in care of ▶ Paul F. Heiss, President Telephone no. ▶ 262-242-4049			
	Located at ▶ 3412 W. Riviera Court, Mequon, WI ZIP+4 ▶ 53092-5209			
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			
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		✓
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ▶			

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

		Line	Yes	No
	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			
1a	During the year did the foundation (either directly or indirectly):			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☑ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☑ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☑ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☑ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☑ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☐ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?	1c		✓
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 ▶ 20___, 20___, 20___, 20___			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see instructions.)	2b		✓
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ 20___, 20___, 20___, 20___			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☐ No			
b	If "Yes," did it have excess business holdings in 2012 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969; **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012.)*	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		✓
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		✓

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Paul F. Heiss 3412 W. Riviera Court, Mequon, WI 53092	President, 4	-0-	-0-	-0-
Lois K. Heiss 3412 W. Riviera Court, Mequon, WI 53092	Director, 2	-0-	-0-	-0-
Norman Stolpe 3154 Flowerdale, Dallas, TX	Director, 1	-0-	-0-	-0-

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

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

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

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

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

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

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

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 Grants to 27 Christian missions agencies	78,250
2	
3	
4	

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

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:			
a	Average monthly fair market value of securities		1a	79,025
b	Average of monthly cash balances		1b	17,609
c	Fair market value of all other assets (see instructions)		1c	-0-
d	**Total** (add lines 1a, b, and c)		1d	96,634
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	96,634
4	Cash deemed held for charitable activities. Enter 1 ½ % of line 3 (for greater amount, see instructions)		4	1,450
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4		5	95,184
6	**Minimum investment return.** Enter 5% of line 5		6	4,759

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	4,759
2a	Tax on investment income for 2012 from Part VI, line 5	2a -0-		
b	Income tax for 2012. (This does not include the tax from Part VI.)	2b -0-		
c	Add lines 2a and 2b		2c	-0-
3	Distributable amount before adjustments. Subtract line 2c from line 1		3	4,759
4	Recoveries of amounts treated as qualifying distributions		4	-0-
5	Add lines 3 and 4		5	4,759
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	4,759

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	92,560
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	-0-
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	-0-
b	Cash distribution test (attach the required schedule)	3b	-0-
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	92,560
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	92,560

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				4,759
2	Undistributed income, if any, as of the end of 2012:				
a	Enter amount for 2011 only			-0-	
b	Total for prior years: 20 08 ,20 09 ,20 10		-0-		
3	Excess distributions carryover, if any, to 2012:				
a	From 2007 . . . -0-				
b	From 2008 . . . -0-				
c	From 2009 . . . -0-				
d	From 2010 . . . -0-				
e	From 2011 . . . -0-				
f	**Total** of lines 3a through e	-0-			
4	Qualifying distributions for 2012 from Part XII, line 4: ▶ $ 92,560				
a	Applied to 2011, but not more than line 2a			-0-	
b	Applied to undistributed income of prior years (Election required—see instructions)		-0-		
c	Treated as distributions out of corpus (Election required—see instructions)	-0-			
d	Applied to 2012 distributable amount				-0-
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 instructions			-0-	
f	Undistributed income for 2012. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013				-0-
7	Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	-0-			
8	Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)	-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 . . . -0-				
b	Excess from 2009 . . . -0-				
c	Excess from 2010 . . . -0-				
d	Excess from 2011 . . . -0-				
e	Excess from 2012 . . . -0-				

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

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

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

	Tax year	Prior 3 years			
	(a) 2012	(b) 2011	(c) 2010	(d) 2009	(e) Total
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed	-0-	-0-	-0-	-0-	
b 85% of line 2a	-0-	-0-	-0-	-0-	
c Qualifying distributions from Part XII, line 4 for each year listed	92,560	98,891	76,401	102,455	
d Amounts included in line 2c not used directly for active conduct of exempt activities	-0-	-0-	-0-	-0-	
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c	92,560	98,891	76,401	102,455	
3 Complete 3a, b, or c for the alternative test relied upon:					
a "Assets" alternative test—enter: (1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed	3,173	3,191	2,905	2,266	
c "Support" alternative test—enter: (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

1 Information Regarding Foundation Managers:

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

Paul F. Heiss

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

None

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

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

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

Paul F. Heiss, 3412 W. Riviera Court, Mequon, WI 53092-5209 262-242-4049

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

Amount requested, proposed use of funds, expected results

c Any submission deadlines:

None

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

Christian overseas missions organizations only with U.S. 501(c)(3) registration

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
Acton Institute		501c3	Evangelism	100
African Enterprise		501c3	Evangelism	1,000
Ambassadors For Christ		501c3	Evangelism	1,000
American Bible Society		501c3	Evangelism	500
Asia Harvest		501c3	Evangelism	1,000
Boy Scouts of America		501c3	Evangelism	500
Bridges International		501c3	Evangelism	3,000
Campus Crusade for Christ		501c3	Evangelism	10,000
ChinaSource		501c3	Evangelism	10,000
Christian World Outreach		501c3	Evangelism	500
English Language Institute China		501c3	Evangelism	1,000
Equip India		501c3	Evangelism	1,000
Evangelism Explosion		501c3	Evangelism	1,000
Gospel Recordings		501c3	Evangelism	1,000
Intervarsity		501c3	Evangelism	500
Milwaukee Rescue Mission		501c3	Evangelism	150
New Beginnings Are Possible		501c3	Evangelism	1,000
Next Door Foundation		501c3	Evangelism	2,000
Opportunity International		501c3	Evangelism	25,000
Pioneers		501c3	Evangelism	1,000
Salvation Army		501c3	Evangelism	1,000
Teen Challenge International		501c3	Evangelism	1,000
The Jesus Film Project		501c3	Evangelism	2,000
Trans World Radio		501c3	Evangelism	1,000
visionSynergy		501c3	Evangelism	10,000
World Vision		501c3	Evangelism	1,000
Worldwide Leadership Council		501c3	Evangelism	1,000
Total . . . . ▶ 3a				78,250
b *Approved for future payment*				
Total . . . . ▶ 3b				-0-

Part XVI-A Analysis of Income-Producing Activities

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

13 **Total.** Add line 12, columns (b), (d), and (e) . . . . . 13 ____________

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

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes). (See instructions.)

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

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

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

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

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

b If "Yes," complete the following schedule.

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

Sign Here

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

▶ [illegible] 7/6/2013 ▶ President

Signature of officer or trustee | Date | Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
Firm's name ▶			Firm's EIN ▶	
Firm's address ▶			Phone no	

Schedule B
(Form 990, 990-EZ, or 990-PF)
Department of the Treasury
Internal Revenue Service

Schedule of Contributors

▶ **Attach to Form 990, Form 990-EZ, or Form 990-PF.**

OMB No 1545-0047

2012

Name of the organization	**Employer identification number**
Paul F. and Lois K. Heiss Family Foundation, Inc.	39-1928659

Organization type (check one):

Filers of:	**Section:**
Form 990 or 990-EZ	☐ 501(c)( ) (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	☐ 527 political organization
Form 990-PF	☑ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule.**

Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

☑ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, $5,000 or more (in money or property) from any one contributor. Complete Parts I and II.

Special Rules

☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33$^1/_3$% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of **(1)** $5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than $1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals Complete Parts I, II, and III.

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc , purposes, but these contributions did not total to more than $1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of $5,000 or more during the year . . . . ▶ $

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2 of its Form 990; or check the box on line H of its Form 990-EZ or on Part I, line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

Name of organization	Employer identification number
Paul F. and Lois K. Heiss Family Foundation, Inc.	39-1928659

Part I **Contributors** (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	IBCC Industries, Inc. 3200 S. 3rd Street Milwaukee, WI 53207-2633	$ 94,760	Person ☑ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)

Name of organization	Employer identification number
Paul F. and Lois K. Heiss Family Foundation, Inc.	39-1928659

Part II **Noncash Property** (see instructions). Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	NONE	$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

Form 990-PF Paul F. and Lois K. Heiss Family Foundation, Inc. **39-1928659**

Part I

Schedule of Gifts Received	IBCC Industries, Inc.	$94,760
Schedule of Other professional fees	First Allied Securities	$ 1,180
Schedule of Taxes	Foreign taxes	$ 369
Schedule of Legal Fees	van Briesen & Roper s.c.	$ 123

Part II

Schedule of Other Investments	12/31/11	12/31/12
Brandes Investment Partners	$ 75,020	$ 83,286

PART VII-A

Names and Addresses of substantial contributors:

IBCC Industries, Inc.
3200 S. 3rd Street
Milwaukee, WI 53207-2633
$94,760

firstallied 655 West Broadway, 11th Floor
San Diego, CA 92101
Phone: 619-702-9600

Brokerage
Account Statement

* 00000554 04 MB 1.240 04 TR 00010 X220UF01 110000

PAUL F & LOIS K HEISS
FAMILY FOUNDATION INC
3412 W RIVIERA COURT
MEQUON WI 53092-5209

Your Account Executive:
JEFFREY LA BRI
(262) 717-9610

Account Number: A1P-001057
Statement Period: 12/01/2012 - 12/31/2012

Valuation at a Glance

	This Period	Year-to-Date
Beginning Account Value	$80,024.14	$75,019.85
Adjusted Previous Account Value	80,024.14	75,019.85
Dividends, Interest and Other Income	392.66	3,405.87
Total Taxes Withheld	-22.19	-294.30
Net Other Activity	-10.05	-1,254.84
Net Change in Portfolio	2,901.36	6,409.34
Ending Account Value	$83,285.92	$83,285.92
Accrued Interest	$0.00	
Account Value with Accrued Interest	$83,285.92	

-74.4k
11.02%
Net of fees

Asset Allocation

	This Period	% Allocation
Cash, Money Funds, and Bank Deposits	1,772.88	2%
Equities	81,513.04	98%
Account Total	$83,285.92	100%

Asset Allocation percentages are rounded to the nearest whole percentage.

[redacted]

Additional Information

	This Period	Year-to-Date
Securities Bought and Sold	$139 06	$1,024 54

Client Service Information

Your Account Executive: 49Q	Contact Information
JEFFREY LA BRI	**Telephone Number:** (262) 717-9610
675 N BARKER RD, SUITE 310	**Fax Number:** (262) 717-9611
BROOKFIELD WI 53045-5915	

Portfolio Manager: BRANDES INVESTMENT PARTNERS INC **Portfolio Investment Style:** GLOBAL EQUITY VALUE

Default Tax Lot Disposition Method for Mutual Funds: AVERAGE COST (USING FIRST IN FIRST OUT)
Default Tax Lot Disposition Method for Stocks in a Dividend Reinvestment Plan: FIRST IN FIRST OUT
Default Tax Lot Disposition Method for All Other Securities: FIRST IN FIRST OUT

Income and Expense Summary

	Current Period		Year-to-Date	
	Taxable	Non Taxable	Taxable	Non Taxable
Dividend Income				
Equities	392 64	0 00	3,359 41	0 00
Money Market	0 02	0 00	0 16	0 00
Interest Income				
Other Interest	0 00	0 00	46 30	0 00
Expenses				
Withholding Taxes	-22 19	0.00	-294 30	0 00
Fees(Foreign Securities)	-10 05	0.00	-66 06	0 00
Total Dividends, Interest, Income and Expenses	**$360.42**	**$0.00**	**$3,045.51**	**$0.00**
Distributions				
Other Distributions	0 00	0.00	4.81	0.00
Total Distributions	**$0.00**	**$0.00**	**$4.81**	**$0.00**

Activity Summary (All amounts shown are in base currency: USD)

Credits	This Period	Year-to-Date
Securities		
Securities Sold	1,104.31	15,616.64
Total Securities	**$1,104.31**	**$15,616.64**
Additional Transactions		
Dividends and Interest	392 66	3,419.78
Fees	0 00	0.90
Taxes Withheld	0 00	29.47
Total Additional Transactions	**$392.66**	**$3,450.15**

Debits	This Period	Year-to-Date
Securities		
Securities Bought	-965.25	-16,641.18
Total Securities	**-$965.25**	**-$16,641.18**
Additional Transactions		
Dividends and Interest	0 00	-13 91
Fees	-10 05	-1,255 74
Taxes Withheld	-22.19	-323 77
Total Additional Transactions	**-$32.24**	**-$1,593.42**

firstallied 655 West Broadway, 11th Floor
San Diego, CA 92101
Phone: 619-702-8600

Brokerage
Account Statement

Statement Period: 12/01/2012 - 12/31/2012

Activity Summary (continued)

Credits	This Period	Year-to-Date	Debits	This Period	Year-to-Date
Total Credits	$1,496.97	$19,066.79	Total Debits	-$997.49	-$18,234.60

Transactions by Type of Activity

Process/ Settlement Date	Trade/ Transaction Date	Activity Type	Description	Quantity	Price	Accrued Interest	Amount	CCY
Securities Bought and Sold								
12/12/12	12/07/12	PURCHASED BP	BP PLC SPONS ADR Exec Brk SGAS AVERAGE UNIT PRICE TRANSACTION YOUR BROKER ACTED AS AGENT	5.000	41.0257		-205.13	USD
12/13/12	12/10/12	SOLD SNY	SANOFI SPONS ADR ISIN#US80105N1054 Exec Brk MACQ AVERAGE UNIT PRICE TRANSACTION YOUR BROKER ACTED AS AGENT	-5.000	46.0633		230.31	USD
12/13/12	12/10/12	SOLD VLO	VALERO ENERGY CORP NEW COM Exec Brk LYON AVERAGE UNIT PRICE TRANSACTION YOUR BROKER ACTED AS AGENT	-20.000	32.3800		647.58	USD
12/17/12	12/12/12	PURCHASED CHK	CHESAPEAKE ENERGY CORP AVERAGE UNIT PRICE TRANSACTION YOUR BROKER ACTED AS AGENT	15.000	16.9799		-254.70	USD
12/21/12	12/18/12	SOLD JSAIY	J SAINSBURY PLC SPONSORED ADR NEW Exec Brk MLCO AVERAGE UNIT PRICE TRANSACTION YOUR BROKER ACTED AS AGENT	-10.000	22.6430		226.42	USD
12/26/12	12/20/12	PURCHASED GDFZY	GDF SUEZ SPON ADR Exec Brk CRAG AVERAGE UNIT PRICE TRANSACTION YOUR BROKER ACTED AS AGENT 1.00 FGN TAX INCL IN SVC CHARGE	25.000	20.1767		-505.42	USD
Total Securities Bought and Sold						$0.00	$139.06	USD
Dividends and Interest								
12/03/12		CASH DIVIDEND RECEIVED INTC	40 SHRS INTEL CORP COM RD 11/07 PD 12/01/12				9.00	USD
12/03/12		CASH DIVIDEND RECEIVED KR	55 SHRS KROGER CO COM RD 11/15 PD 12/01/12				8.25	USD
12/03/12		CASH DIVIDEND RECEIVED WFC	52 SHRS WELLS FARGO & CO NEW COM RD 11/09 PD 12/01/12				11.44	USD
12/04/12		FOREIGN SECURITY DIVIDEND RECEIVED HMC	35 SHRS HONDA MTR LTD ADR REPRESENTING 2 ORD SHS RD 09/27 PD 12/04/12				8.08	USD

[redacted]

Transactions by Type of Activity *(continued)*

Process/ Settlement Date	Trade/ Transaction Date	Activity Type	Description	Quantity	Price	Accrued Interest	Amount	CCY
Dividends and Interest *(continued)*								
12/04/12		CASH DIVIDEND RECEIVED PFE	64 SHRS PFIZER INC COM RD 11/09 PD 12/04/12				14.08	USD
12/05/12		FOREIGN SECURITY DIVIDEND RECEIVED STM	130 SHRS STMICROELECTRONICS NV SHS N Y REGISTRY RD 11/28 PD 12/04/12				13.00	USD
12/07/12		FOREIGN SECURITY DIVIDEND RECEIVED TM	20 SHRS TOYOTA MTR CO SPON ADR RD 09/27 PD 12/07/12				14.59	USD
12/10/12		FOREIGN SECURITY DIVIDEND RECEIVED DSNKY	60 SHRS DAIICHI SANKYO CO LTD SPON ADR LEVEL 1 ISIN#US23381D1028 RD 09/27 PD 12/10/12				21.86	USD
12/10/12		CASH DIVIDEND RECEIVED LLY	20 SHRS ELI LILLY & CO COM RD 11/15 PD 12/10/12				9.80	USD
12/10/12		FOREIGN SECURITY DIVIDEND RECEIVED SNE	35 SHRS SONY CORP ADR AMERN SH NEW RD 09/27 PD 12/10/12				5.31	USD
12/11/12		FOREIGN SECURITY DIVIDEND RECEIVED SMFG	110 SHRS SUMITOMO MITSUI FINL GROUP INC SPONS ADR ISIN#US86562M2098 RD 09/28 PD 12/11/12				13.38	USD
12/11/12		FOREIGN SECURITY DIVIDEND RECEIVED TKOMY	37 SHRS TOKIO MARINE HLDGS INC ADR RD 09/27 PD 12/11/12				12.41	USD
12/12/12		FOREIGN SECURITY DIVIDEND RECEIVED UN	55 SHRS UNILEVER NV NEW YORK SHS NEW RD 11/09 PD 12/12/12				17.38	USD
12/12/12		CASH DIVIDEND RECEIVED VLO	20 SHRS VALERO ENERGY CORP NEW COM RD 11/21 PD 12/12/12				3.50	USD
12/13/12		CASH DIVIDEND RECEIVED MSFT	80 SHRS MICROSOFT CORP COM RD 11/15 PD 12/13/12				18.40	USD
12/13/12		FOREIGN SECURITY DIVIDEND RECEIVED TKPYY	35 SHRS TAKEDA PHARMACEUTICAL CO LTD SPONSORED ADR ISIN#US8740602052 RD 09/27 PD 12/13/12				19.11	USD
12/14/12		FOREIGN SECURITY DIVIDEND RECEIVED TEL	50 SHRS TE CONNECTIVITY LTD REG SHS ISIN#CH0102993182 RD 11/30 PD 12/14/12				10.50	USD
12/14/12		CASH DIVIDEND RECEIVED GLW	120 SHRS CORNING INC COM RD 11/16 PD 12/14/12				10.80	USD
12/14/12		MONEY MARKET FUND INCOME RECEIVED 233993955	DAILY INCOME MNY MKT				0.01	USD
12/17/12		FOREIGN SECURITY DIVIDEND RECEIVED MTU	220 SHRS MITSUBISHI UFJ FINL GROUP INC SPON ADR RD 09/27 PD 12/17/12				15.96	USD

Transactions by Type of Activity *(continued)*

Process/ Settlement Date	Trade/ Transaction Date	Activity Type	Description	Quantity	Price	Accrued Interest	Amount	CCY
Dividends and Interest *(continued)*								
12/17/12		FOREIGN SECURITY DIVIDEND RECEIVED NTT	70 SHRS NIPPON TELEG & TELEPHONE CORP SPONSORED ADR RD 09/27 PD 12/17/12				33.97	USD
12/18/12		FOREIGN SECURITY DIVIDEND RECEIVED ALPMY	25 SHRS ASTELLAS PHARMA INC ADR RD 09/27 PD 12/18/12				19.73	USD
12/20/12		FOREIGN SECURITY DIVIDEND RECEIVED FUJIY	45 SHRS FUJIFILM HLDGS CORP ADR 2 ORD ISIN#US35958N1072 RD 09/27 PD 12/20/12				10.98	USD
12/20/12		FOREIGN SECURITY DIVIDEND RECEIVED MSADY	125 SHRS MS&AD INS GROUP HLDGS ADR ISIN#US5534911012 RD 09/27 PD 12/20/12				20.39	USD
12/21/12		FOREIGN SECURITY DIVIDEND RECEIVED BP	BP PLC SPONS ADR RD 11/09 PD 12/21/12 DIV @ .54	40.000			21.60	USD
12/26/12		CASH DIVIDEND RECEIVED WDC	35 SHRS WESTERN DIGITAL CORP COM RD 12/14 PD 12/26/12				8.75	USD
12/28/12		CASH DIVIDEND RECEIVED BAC	115 SHRS BANK AMER CORP COM RD 12/07 PD 12/28/12				1.15	USD
12/31/12		MONEY MARKET FUND INCOME RECEIVED 233993955	DAILY INCOME MNY MKT				0.01	USD
12/31/12		FOREIGN SECURITY DIVIDEND RECEIVED LUKOY	LUKOIL CO SPOND ADR SHS ISIN#US6778621044 RD 11/13 PD 12/31/12 DIV @ 1.3042910	20.000			26.09	USD
12/31/12		CASH DIVIDEND RECEIVED SWY	75 SHRS SAFEWAY INC COM NEW RD 12/17 PD 12/31/12				13.13	USD
Total Dividends and Interest						**$0.00**	**$392.66**	**USD**

[redacted]

Transactions by Type of Activity *(continued)*

Process/ Settlement Date	Trade/ Transaction Date	Activity Type	Description	Quantity	Price	Accrued Interest	Amount	CCY
Fees								
12/04/12		FEE ON FOREIGN DIVIDEND WITHHELD AT THE SOURCE HMC	35 SHRS HONDA MTR LTD ADR REPRESENTING 2 ORD SHS RD 09/27 PD 12/04/12				-0.12	USD
12/07/12		FEE ON FOREIGN DIVIDEND WITHHELD AT THE SOURCE TM	20 SHRS TOYOTA MTR CO SPON ADR RD 09/27 PD 12/07/12				-0.08	USD
12/10/12		FEE ON FOREIGN DIVIDEND WITHHELD AT THE SOURCE DSNKY	60 SHRS DAIICHI SANKYO CO LTD SPON ADR LEVEL 1 ISIN#US23381D1028 RD 09/27 PD 12/10/12				-1.44	USD
12/10/12		FEE ON FOREIGN DIVIDEND WITHHELD AT THE SOURCE SNE	35 SHRS SONY CORP ADR AMERN SH NEW RD 09/27 PD 12/10/12				-0.12	USD
12/11/12		FEE ON FOREIGN DIVIDEND WITHHELD AT THE SOURCE SMFG	110 SHRS SUMITOMO MITSUI FINL GROUP INC SPONS ADR ISIN#US86562M2098 RD 09/28 PD 12/11/12				-0.15	USD
12/11/12		FEE ON FOREIGN DIVIDEND WITHHELD AT THE SOURCE TKOMY	37 SHRS TOKIO MARINE HLDGS INC ADR RD 09/27 PD 12/11/12				-0.87	USD
12/13/12		FEE ON FOREIGN DIVIDEND WITHHELD AT THE SOURCE TKPYY	35 SHRS TAKEDA PHARMACEUTICAL CO LTD SPONSORED ADR ISIN#US8740602052 RD 09/27 PD 12/13/12				-0.84	USD
12/17/12		FEE ON FOREIGN DIVIDEND WITHHELD AT THE SOURCE MTU	220 SHRS MITSUBISHI UFJ FINL GROUP INC SPON ADR RD 09/27 PD 12/17/12				-0.18	USD
12/17/12		FEE ON FOREIGN DIVIDEND WITHHELD AT THE SOURCE NTT	70 SHRS NIPPON TELEG & TELEPHONE CORP SPONSORED ADR RD 09/27 PD 12/17/12				-0.25	USD
12/18/12		FEE ON FOREIGN DIVIDEND WITHHELD AT THE SOURCE ALPMY	25 SHRS ASTELLAS PHARMA INC ADR RD 09/27 PD 12/18/12				-1.35	USD
12/20/12		FEE ON FOREIGN DIVIDEND WITHHELD AT THE SOURCE FUJIY	45 SHRS FUJIFILM HLDGS CORP ADR 2 ORD ISIN#US35958N1072 RD 09/27 PD 12/20/12				-1.51	USD
12/20/12		FEE ON FOREIGN DIVIDEND WITHHELD AT THE SOURCE MSADY	125 SHRS MS&AD INS GROUP HLDGS ADR ISIN#US55349110I2 RD 09/27 PD 12/20/12				-2.74	USD
12/31/12		FEE ON FOREIGN DIVIDEND WITHHELD AT THE SOURCE LUKOY	LUKOIL CO SPOND ADR SHS ISIN#US6778621044 RD 11/13 PD 12/31/12 FEE @ 0.020	20.000			-0.40	USD
Total Fees						**$0.00**	**-$10.05**	**USD**

Transactions by Type of Activity *(continued)*

Process/ Settlement Date	Trade/ Transaction Date	Activity Type	Description	Quantity	Price	Accrued Interest	Amount	CCY
Taxes Withheld								
12/04/12		FOREIGN TAX WITHHELD AT THE SOURCE HMC	35 SHRS HONDA MTR LTD ADR REPRESENTING 2 ORD SHS RD 09/27 PD 12/04/12				-0.57	USD
12/05/12		FOREIGN TAX WITHHELD AT THE SOURCE STM	130 SHRS STMICROELECTRONICS NV SHS N Y REGISTRY RD 11/28 PD 12/04/12				-1.95	USD
12/07/12		FOREIGN TAX WITHHELD AT THE SOURCE TM	20 SHRS TOYOTA MTR CO SPON ADR RD 09/27 PD 12/07/12				-1.02	USD
12/10/12		FOREIGN TAX WITHHELD AT THE SOURCE DSNKY	60 SHRS DAIICHI SANKYO CO LTD SPON ADR LEVEL 1 ISIN#US23381D1028 RD 09/27 PD 12/10/12				-1.53	USD
12/10/12		FOREIGN TAX WITHHELD AT THE SOURCE SNE	35 SHRS SONY CORP ADR AMERN SH NEW RD 09/27 PD 12/10/12				-0.37	USD
12/11/12		FOREIGN TAX WITHHELD AT THE SOURCE SMFG	110 SHRS SUMITOMO MITSUI FINL GROUP INC SPONS ADR ISIN#US86562M2098 RD 09/28 PD 12/11/12				-0.94	USD
12/11/12		FOREIGN TAX WITHHELD AT THE SOURCE TKOMY	37 SHRS TOKIO MARINE HLDGS INC ADR RD 09/27 PD 12/11/12				-0.87	USD
12/12/12		FOREIGN TAX WITHHELD AT THE SOURCE UN	55 SHRS UNILEVER NV NEW YORK SHS NEW RD 11/09 PD 12/12/12				-2.61	USD
12/13/12		FOREIGN TAX WITHHELD AT THE SOURCE TKPYY	35 SHRS TAKEDA PHARMACEUTICAL CO LTD SPONSORED ADR ISIN#US8740602052 RD 09/27 PD 12/13/12				-1.34	USD
12/17/12		FOREIGN TAX WITHHELD AT THE SOURCE MTU	220 SHRS MITSUBISHI UFJ FINL GROUP INC SPON ADR RD 09/27 PD 12/17/12				-1.12	USD
12/17/12		FOREIGN TAX WITHHELD AT THE SOURCE NTT	70 SHRS NIPPON TELEG & TELEPHONE CORP SPONSORED ADR RD 09/27 PD 12/17/12				-2.38	USD
12/18/12		FOREIGN TAX WITHHELD AT THE SOURCE ALPMY	25 SHRS ASTELLAS PHARMA INC ADR RD 09/27 PD 12/18/12				-1.38	USD

Transactions by Type of Activity *(continued)*

Process/ Settlement Date	Trade/ Transaction Date	Activity Type	Description	Quantity	Price	Accrued Interest	Amount	CCY
Taxes Withheld *(continued)*								
12/20/12		FOREIGN TAX WITHHELD AT THE SOURCE FUJIY	45 SHRS FUJIFILM HLDGS CORP ADR 2 ORD ISIN#US35958N1072 RD 09/27 PD 12/20/12				-0.77	USD
12/20/12		FOREIGN TAX WITHHELD AT THE SOURCE MSADY	125 SHRS MS&AD INS GROUP HLDGS ADR ISIN#US553491 1012 RD 09/27 PD 12/20/12				-1.43	USD
12/31/12		FOREIGN TAX WITHHELD AT THE SOURCE LUKOY	LUKOIL CO SPOND ADR SHS ISIN#US6778621044 RD 11/13 PD 12/31/12 TAX @ 0 19564400	20.000			-3.91	USD
Total Taxes Withheld						**$0.00**	**-$22.19**	**USD**
Total Value of Transactions						**$0.00**	**$499.48**	

The price and quantity displayed may have been rounded.

Portfolio Holdings

Quantity	Opening Date	Account Number	Activity Ending	Opening Balance	Closing Balance	Accrued Income	Income This Year	30-Day Yield	Current Yield
Cash, Money Funds, and Bank Deposits 2.00% of Portfolio									
Cash Balance				0.00	34.91				
Money Market									
DAILY INCOME MNY MKT RETAIL CL									
1,737.970	12/01/12	0000074918	12/31/12	1,273.40	1,737.97	0.00	0.16	0.01%	0.01%
Total Money Market				**$1,273.40**	**$1,737.97**	**$0.00**	**$0.16**		
Total Cash, Money Funds, and Bank Deposits				**$1,273.40**	**$1,772.88**	**$0.00**	**$0.16**		

Quantity	Acquisition Date	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Equities 98.00% of Portfolio								
Common Stocks								
AEGON N V ORD AMER REG			**Security Identifier:** AEG					
CUSIP: 007924103								
Dividend Option Cash								
50.000	10/12/04*	10.8050	[3]540.26	6.4400	322.00	-218.26	10.61	3.29%
2.000	05/18/05*	12.5600	[3]25.12	6.4400	12.88	-12.24	0.42	3.29%
2.000	09/23/05*	13.8700	[3]27.74	6.4400	12.88	-14.86	0.42	3.29%
25.000	06/29/07*	19.7830	[3]494.57	6.4400	161.00	-333.57	5.30	3.29%
1.000	09/19/07*	18.1500	18.15	6.4400	6.44	-11.71	0.21	3.29%

Portfolio Holdings *(continued)*

Quantity	Acquisition Date	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Equities *(continued)*								
Common Stocks *(continued)*								
AEGON N V ORD AMER REG *(continued)*								
2.000	05/30/08*	15.1600	30.32	6.4400	12.88	-17.44	0.42	3.29%
40.000	08/04/08*	11.9720	478.88	6.4400	257.60	-221.28	8.48	3.29%
4.000	09/18/08*	11.0030	44.01	6.4400	25.76	-18.25	0.85	3.29%
126.000	**Total Noncovered**		**1,659.05**		**811.44**	**-847.61**	**26.71**	
3.000	06/15/12	4.1870	12.56	6.4400	19.32	6.76	0.64	3.29%
3.000	09/14/12	5.1570	15.47	6.4400	19.32	3.85	0.65	3.29%
6.000	**Total Covered**		**28.03**		**38.64**	**10.61**	**1.29**	
132.000	**Total**		**$1,687.08**		**$850.08**	**-$837.00**	**$28.00**	
AMERICA MOVIL SAB DE C V SPONSORED ADR		**Security Identifier:** AMX						
REPSTG SER L SHS ISIN#US02364W1053								
CUSIP: 02364W105								
Dividend Option: Cash								
10.000	12/15/11	22.5080	225.08	23.1400	231.40	6.32	3.01	1.30%
10.000	01/09/12	22.4900	224.90	23.1400	231.40	6.50	3.01	1.30%
25.000	02/10/12	23.9900	599.75	23.1400	578.50	-21.25	7.54	1.30%
45.000	**Total Covered**		**1,049.73**		**1,041.30**	**-8.43**	**13.56**	
45.000	**Total**		**$1,049.73**		**$1,041.30**	**-$8.43**	**$13.56**	
ASTELLAS PHARMA INC ADR		**Security Identifier:** ALPMY						
CUSIP: 04623U102								
Dividend Option: Cash								
25.000	12/15/10*	37.1360	928.40	44.8160	1,120.40	192.00	35.23	3.14%
ASTRAZENECA PLC SPONSORED ADR		**Security Identifier:** AZN						
CUSIP: 046353108								
Dividend Option: Cash								
25.000	05/25/07*	53.4800	3 1,337.01	47.2700	1,181.75	-155.26	71.25	6.02%
5.000	06/11/07*	51.7640	3 258.82	47.2700	236.35	-22.47	14.25	6.02%
30.000	**Total Noncovered**		**1,595.83**		**1,418.10**	**-177.73**	**85.50**	
30.000	**Total**		**$1,595.83**		**$1,418.10**	**-$177.73**	**$85.50**	

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Portfolio Holdings (continued)

Quantity	Acquisition Date	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Equities *(continued)*								
Common Stocks *(continued)*								
BANCO SANTANDER BRASIL SA ADS REPSTG		**Security Identifier:** BSBR						
1 UNIT								
CUSIP: 05967A107								
Dividend Option: Cash								
35.000	11/09/12	6.8050	238.16	7.2800	254.80	16.64	3.56	1.39%
55.000	11/12/12	6.8110	374.63	7.2800	400.40	25.77	5.60	1.39%
90.000	**Total Covered**		**612.79**		**655.20**	**42.41**	**9.16**	
90.000	**Total**		**$612.79**		**$655.20**	**$42.41**	**$9.16**	
BANK AMER CORP COM		**Security Identifier:** BAC						
CUSIP: 060505104								
Dividend Option: Cash								
4.513	08/03/07*	137.6220	621.09	11.6100	52.40	-568.69	0.18	0.34%
7.288	08/24/07*	115.1370	839.12	11.6100	84.61	-754.51	0.29	0.34%
8.199	09/28/07*	103.9810	852.54	11.6100	95.19	-757.35	0.33	0.34%
25.000	07/15/08*	18.8350	470.88	11.6100	290.25	-180.63	1.00	0.34%
30.000	01/27/10*	14.9800	449.40	11.6100	348.30	-101.10	1.20	0.34%
20.000	12/15/10*	12.5300	250.60	11.6100	232.20	-18.40	0.80	0.34%
95.000	**Total Noncovered**		**3,483.63**		**1,102.95**	**-2,380.68**	**3.80**	
20.000	06/03/11	11.2500	225.00	11.6100	232.20	7.20	0.80	0.34%
20.000	**Total Covered**		**225.00**		**232.20**	**7.20**	**0.80**	
115.000	**Total**		**$3,708.63**		**$1,335.15**	**-$2,373.48**	**$4.60**	
BANK OF NEW YORK MELLON CORP COM		**Security Identifier:** BK						
CUSIP: 064058100								
Dividend Option: Cash								
20.000	02/28/12	21.9950	439.89	25.7000	514.00	74.11	10.40	2.02%
15.000	05/14/12	21.8500	327.75	25.7000	385.50	57.75	7.80	2.02%
35.000	**Total Covered**		**767.64**		**899.50**	**131.86**	**18.20**	
35.000	**Total**		**$767.64**		**$899.50**	**$131.86**	**$18.20**	
BOSTON SCIENTIFIC CORP		**Security Identifier:** BSX						
ISIN#US1011371077								
CUSIP: 101137107								
Dividend Option: Cash								
80.000	10/02/06*	14.6700	1,173.57	5.7300	458.40	-715.17		
30.000	03/14/07*	15.1790	455.37	5.7300	171.90	-283.47		
110.000	**Total Noncovered**		**1,628.94**		**630.30**	**-998.64**		
40.000	08/02/12	5.1450	205.78	5.7300	229.20	23.42		

Portfolio Holdings *(continued)*

Quantity	Acquisition Date	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Equities *(continued)*								
Common Stocks *(continued)*								
BOSTON SCIENTIFIC CORP *(continued)*								
40.000	**Total Covered**		**205.78**		**229.20**	**23.42**		
150.000	**Total**		**$1,834.72**		**$859.50**	**-$975.22**	**$0.00**	
BP PLC SPONS ADR			**Security Identifier:** BP					
CUSIP: 055622104								
Dividend Option: Cash								
5.000	07/25/11	46.3140	231.57	41.6400	208.20	-23.37	10.80	5.18%
10.000	07/27/11	45.5780	455.78	41.6400	416.40	-39.38	21.60	5.18%
5.000	08/17/11	41.2260	206.13	41.6400	208.20	2.07	10.80	5.18%
5.000	09/09/11	36.5600	182.80	41.6400	208.20	25.40	10.80	5.18%
5.000	01/13/12	43.7200	218.60	41.6400	208.20	-10.40	10.80	5.18%
5.000	02/22/12	46.9900	234.95	41.6400	208.20	-26.75	10.80	5.18%
5.000	06/05/12	36.6840	183.42	41.6400	208.20	24.78	10.80	5.18%
5.000	12/07/12	41.0260	205.13	41.6400	208.20	3.07	10.80	5.18%
45.000	**Total Covered**		**1,918.38**		**1,873.80**	**-44.58**	**97.20**	
45.000	**Total**		**$1,918.38**		**$1,873.80**	**-$44.58**	**$97.20**	
CANON INC ADR REPSTG 5 SHS			**Security Identifier:** CAJ					
CUSIP: 138006309								
Dividend Option: Cash								
20.000	03/10/09*	21.6470	432.93	39.2100	784.20	351.27	28.20	3.59%
5.000	08/13/09*	35.5980	177.99	39.2100	196.05	18.06	7.05	3.59%
25.000	**Total Noncovered**		**610.92**		**980.25**	**369.33**	**35.25**	
10.000	07/23/12	35.4910	354.91	39.2100	392.10	37.19	14.10	3.59%
10.000	**Total Covered**		**354.91**		**392.10**	**37.19**	**14.10**	
35.000	**Total**		**$965.83**		**$1,372.35**	**$406.52**	**$49.35**	
CARREFOUR SA SPONSORED ADR			**Security Identifier:** CRRFY					
ISIN#US1444302046								
CUSIP: 144430204								
Dividend Option: Cash								
20.000	07/30/09*	9.3210	186.41	5.1300	102.60	-83.81	1.60	1.56%
20.000	08/03/09*	9.4030	188.05	5.1300	102.60	-85.45	1.60	1.56%

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Portfolio Holdings (continued)

Quantity	Acquisition Date	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Equities (continued)								
Common Stocks (continued)								
CARREFOUR SA SPONSORED ADR (continued)								
135 000	09/24/09*	9 0840	1,226 34	5 1300	692.55	-533 79	10 81	1.56%
175.000	**Total Noncovered**		**1,600.80**		**897.75**	**-703.05**	**14.01**	
25 000	05/11/11	8.8360	220 91	5 1300	128.25	-92 66	2 00	1.56%
60 000	02/15/12	4.6280	277.68	5.1300	307.80	30 12	4 81	1 56%
55 000	05/14/12	3 5850	197.20	5.1300	282.15	84 95	4 41	1 56%
8 000	08/02/12	3 1600	25.28	5 1300	41.04	15.76	0 64	1 56%
148.000	**Total Covered**		**721.07**		**759.24**	**38.17**	**11.86**	
323.000	**Total**		**$2,321.87**		**$1,656.99**	**-$664.88**	**$25.87**	
CHESAPEAKE ENERGY CORP		Security Identifier: CHK						
CUSIP: 165167107								
Dividend Option. Cash								
5 000	04/27/10*	23 8840	119.42	16 6200	83.10	-36.32	1.75	2 10%
10.000	05/06/10*	22 9200	229.20	16 6200	166.20	-63.00	3 50	2 10%
15 000	07/27/10*	21 1710	317 56	16 6200	249.30	-68.26	5 25	2 10%
15.000	08/03/10*	21 9500	329.25	16 6200	249.30	-79 95	5 25	2 10%
10 000	12/08/10*	22 7420	227 42	16 6200	166.20	-61.22	3.50	2 10%
55.000	**Total Noncovered**		**1,222.85**		**914.10**	**-308.75**	**19.25**	
40.000	05/04/12	17 3910	695 64	16 6200	664 80	-30 84	14 00	2 10%
15.000	12/12/12	16 9800	254.70	16.6200	249.30	-5.40	5.25	2 10%
55.000	**Total Covered**		**950.34**		**914.10**	**-36.24**	**19.25**	
110.000	**Total**		**$2,173.19**		**$1,828.20**	**-$344.99**	**$38.50**	
CITIGROUP INC COM NEW		Security Identifier: C						
ISIN#US1729674242								
CUSIP. 172967424								
Dividend Option Cash								
14 500	03/30/09*	20 0610	290 88	39 5600	573 62	282 74	0 58	0.10%
5 500	12/17/09*	31 3930	172.66	39 5600	217.58	44.92	0.22	0 10%
20.000	**Total Noncovered**		**463.54**		**791.20**	**327.66**	**0.80**	
10.000	05/13/11	41 9280	419.28	39 5600	395.60	-23.68	0 40	0 10%
10.000	**Total Covered**		**419.28**		**395.60**	**-23.68**	**0.40**	
30.000	**Total**		**$882.82**		**$1,186.80**	**$303.98**	**$1.20**	
CORNING INC COM		Security Identifier: GLW						
CUSIP 219350105								
Dividend Option Cash								
40.000	06/06/11	18 9690	758 76	12 6200	504 80	-253 96	14 40	2 85%
30 000	06/08/11	18 5980	557 95	12 6200	378.60	-179.35	10 80	2 85%
15 000	07/06/11	18 3060	274 59	12 6200	189.30	-85.29	5 40	2 85%
15 000	10/18/11	13 3800	200 70	12 6200	189.30	-11 40	5.40	2 85%

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Phone: 619-702-9600

Brokerage
Account Statement

Statement Period: 12/01/2012 - 12/31/2012

Portfolio Holdings (continued)

Quantity	Acquisition Date	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Equities (continued)								
Common Stocks (continued)								
CORNING INC COM (continued)								
20.000	08/13/12	11.5380	230.75	12.6200	252.40	21.65	7.20	2.85%
120.000	**Total Covered**		**2,022.75**		**1,514.40**	**-508.35**	**43.20**	
120.000	**Total**		**$2,022.75**		**$1,514.40**	**-$508.35**	**$43.20**	
CRH PLC ADR		**Security Identifier:** CRH						
CUSIP: 12626K203								
Dividend Option Cash								
45.000	06/25/12	16.9530	762.87	20.3400	915.30	152.43	35.60	3.88%
20.000	07/09/12	18.1610	363.22	20.3400	406.80	43.58	15.82	3.88%
15.000	10/22/12	18.2770	274.16	20.3400	305.10	30.94	11.86	3.88%
80.000	**Total Covered**		**1,400.25**		**1,627.20**	**226.95**	**63.28**	
80.000	**Total**		**$1,400.25**		**$1,627.20**	**$226.95**	**$63.28**	
DAIICHI SANKYO CO LTD SPON ADR LEVEL 1		**Security Identifier:** DSNKY						
ISIN#US23381D1028								
CUSIP: 23381D102								
Dividend Option Cash								
45.000	03/15/11	18.8060	846.25	15.2890	688.01	-158.24	28.87	4.19%
15.000	09/24/12	17.1460	257.19	15.2890	229.33	-27.86	9.62	4.19%
60.000	**Total Covered**		**1,103.44**		**917.34**	**-186.10**	**38.49**	
60.000	**Total**		**$1,103.44**		**$917.34**	**-$186.10**	**$38.49**	
DEUTSCHE TELEKOM AG SPONSORED ADR		**Security Identifier:** DTEGY						
CUSIP: 251566105								
Dividend Option Cash								
15.000	05/02/02*	12.8020	[3]192.03	11.3320	169.98	-22.05	12.75	7.50%
35.000	10/26/05*	18.0190	[3]630.65	11.3320	396.62	-234.03	29.76	7.50%
30.000	02/02/07*	17.5390	[3]526.17	11.3320	339.96	-186.21	25.51	7.50%
35.000	03/14/07*	16.2790	[3]569.75	11.3320	396.62	-173.13	29.76	7.50%
115.000	**Total Noncovered**		**1,918.60**		**1,303.18**	**-615.42**	**97.78**	
115.000	**Total**		**$1,918.60**		**$1,303.18**	**-$615.42**	**$97.78**	

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Portfolio Holdings *(continued)*

Quantity	Acquisition Date	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Equities *(continued)*								
Common Stocks *(continued)*								
ELECTROBRAS CENTRAIS ELECTRICIAS ADR			**Security Identifier:** EBR					
ISIN#US15234Q2075								
CUSIP 15234Q207								
Dividend Option: Cash								
75.000	01/07/02*	7.6500	573.75	3.1200	234.00	-339.75		
ELI LILLY & CO COM			**Security Identifier:** LLY					
CUSIP: 532457108								
Dividend Option: Cash								
5.000	08/27/09*	33.9860	169.93	49.3200	246.60	76.67	9.80	3.97%
15.000	12/27/10*	34.9990	524.99	49.3200	739.80	214.81	29.40	3.97%
20.000	**Total Noncovered**		**694.92**		**986.40**	**291.48**	**39.20**	
20.000	**Total**		**$694.92**		**$986.40**	**$291.48**	**$39.20**	
ENI SPA-SPONSORED ADR			**Security Identifier:** E					
CUSIP: 26874R108								
Dividend Option: Cash								
5.000	06/23/09*	46.9720	234.86	49.1400	245.70	10.84	10.72	4.36%
5.000	07/07/09*	45.8680	229.34	49.1400	245.70	16.36	10.72	4.36%
15.000	08/12/09*	45.5080	682.62	49.1400	737.10	54.48	32.17	4.36%
5.000	02/04/10*	46.7520	233.76	49.1400	245.70	11.94	10.72	4.36%
5.000	03/09/10*	47.8660	239.33	49.1400	245.70	6.37	10.72	4.36%
5.000	05/18/10*	38.9920	194.96	49.1400	245.70	50.74	10.72	4.36%
40.000	**Total Noncovered**		**1,814.87**		**1,965.60**	**150.73**	**85.77**	
5.000	02/24/11	47.9640	239.82	49.1400	245.70	5.88	10.72	4.36%
5.000	06/27/11	43.8600	219.30	49.1400	245.70	26.40	10.74	4.36%
10.000	**Total Covered**		**459.12**		**491.40**	**32.28**	**21.46**	
50.000	**Total**		**$2,273.99**		**$2,457.00**	**$183.01**	**$107.23**	
ERICSSON L M TEL CO ADR CL B SEK 10 NEW			**Security Identifier:** ERIC					
EXCH FOR ADR CL B SEK NEW								
CUSIP: 294821608								
Dividend Option: Cash								
75.000	01/23/08*	10.6780	800.83	10.1000	757.50	-43.33	18.22	2.40%
75.000	**Total Noncovered**		**800.83**		**757.50**	**-43.33**	**18.22**	
20.000	12/08/11	10.3060	206.11	10.1000	202.00	-4.11	4.86	2.40%
20.000	**Total Covered**		**206.11**		**202.00**	**-4.11**	**4.86**	
95.000	**Total**		**$1,006.94**		**$959.50**	**-$47.44**	**$23.08**	

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Brokerage

Account Statement

Statement Period: 12/01/2012 - 12/31/2012

Portfolio Holdings *(continued)*

Quantity	Acquisition Date	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Equities *(continued)*								
Common Stocks *(continued)*								
FRANCE TELECOM SPONSORED ADR		**Security Identifier:** FTE						
CUSIP: 35177Q105								
Dividend Option: Cash								
10.000	06/14/04*	24.5230	[3]245.23	11.0500	110.50	-134.73	14.37	13.00%
45.000	09/11/06*	21.7970	[3]980.86	11.0500	497.25	-483.61	64.66	13.00%
1.000	07/23/09*	22.4200	22.42	11.0500	11.05	-11.37	1.44	13.00%
10.000	01/25/10*	24.0320	240.32	11.0500	110.50	-129.82	14.37	13.00%
10.000	06/16/10*	19.1590	191.59	11.0500	110.50	-81.09	14.37	13.00%
10.000	07/02/10*	17.9420	179.42	11.0500	110.50	-68.92	14.37	13.00%
86.000	**Total Noncovered**		**1,859.84**		**950.30**	**-909.54**	**123.58**	
15.000	11/07/11	17.1360	257.04	11.0500	165.75	-91.29	21.55	13.00%
15.000	01/13/12	14.7950	221.92	11.0500	165.75	-56.17	21.55	13.00%
30.000	**Total Covered**		**478.96**		**331.50**	**-147.46**	**43.10**	
116.000	**Total**		**$2,338.80**		**$1,281.80**	**-$1,057.00**	**$166.68**	
FUJIFILM HLDGS CORP ADR 2 ORD		**Security Identifier:** FUJIY						
ISIN#US35958N1072								
CUSIP: 35958N107								
Dividend Option: Cash								
10.000	07/27/05*	31.1150	[3]311.15	19.9270	199.27	-111.88	3.63	1.82%
15.000	08/18/05*	33.6210	[3]504.32	19.9270	298.91	-205.41	5.44	1.82%
10.000	11/13/09*	27.8950	278.95	19.9270	199.27	-79.68	3.63	1.82%
35.000	**Total Noncovered**		**1,094.42**		**697.45**	**-396.97**	**12.70**	
10.000	04/05/11	29.7890	297.89	19.9270	199.27	-98.62	3.63	1.82%
10.000	**Total Covered**		**297.89**		**199.27**	**-98.62**	**3.63**	
45.000	**Total**		**$1,392.31**		**$896.72**	**-$495.59**	**$16.33**	
GDF SUEZ SPON ADR		**Security Identifier:** GDFZY						
CUSIP: 36160B105								
Dividend Option: Cash								
35.000	04/24/12	24.1450	845.08	20.5340	718.69	-126.39	73.78	10.26%
10.000	04/30/12	23.1770	231.77	20.5340	205.34	-26.43	21.08	10.26%

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Portfolio Holdings (continued)

Quantity	Acquisition Date	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Equities (continued)								
Common Stocks (continued)								
GDF SUEZ SPON ADR (continued)								
10.000	05/04/12	22.7030	227.03	20.5340	205.34	-21.69	21.08	10.26%
10.000	05/14/12	21.4500	214.50	20.5340	205.34	-9.16	21.08	10.26%
15.000	07/18/12	22.0110	330.17	20.5340	308.01	-22.16	31.62	10.26%
25.000	12/20/12	20.2170	505.42	20.5340	513.35	7.93	52.69	10.26%
105.000	**Total Covered**		**2,353.97**		**2,156.07**	**-197.90**	**221.33**	
105.000	**Total**		**$2,353.97**		**$2,156.07**	**-$197.90**	**$221.33**	
GLAXOSMITHKLINE PLC SPONS ADR		**Security Identifier:** GSK						
CUSIP 37733W105								
Dividend Option Cash								
5.000	02/27/04*	42.6140	[3]213.07	43.4700	217.35	4.28	11.60	5.33%
15.000	02/28/07*	56.5460	[3]848.19	43.4700	652.05	-196.14	34.79	5.33%
15.000	06/25/07*	51.9500	[3]779.25	43.4700	652.05	-127.20	34.78	5.33%
35.000	**Total Noncovered**		**1,840.51**		**1,521.45**	**-319.06**	**81.17**	
35.000	**Total**		**$1,840.51**		**$1,521.45**	**-$319.06**	**$81.17**	
HEWLETT PACKARD CO COM		**Security Identifier:** HPQ						
CUSIP 428236103								
Dividend Option Cash								
30.000	10/17/11	24.9120	747.37	14.2500	427.50	-319.87	15.84	3.70%
15.000	10/19/11	24.9620	374.43	14.2500	213.75	-160.68	7.92	3.70%
10.000	06/27/12	19.5150	195.15	14.2500	142.50	-52.65	5.28	3.70%
15.000	09/06/12	17.4600	261.90	14.2500	213.75	-48.15	7.92	3.70%
15.000	10/08/12	14.5180	217.77	14.2500	213.75	-4.02	7.92	3.70%
85.000	**Total Covered**		**1,796.62**		**1,211.25**	**-585.37**	**44.88**	
85.000	**Total**		**$1,796.62**		**$1,211.25**	**-$585.37**	**$44.88**	
HONDA MTR LTD ADR REPRESENTING 2 ORD SHS		**Security Identifier:** HMC						
CUSIP 438128308								
Dividend Option Cash								
25.000	04/01/11	36.8640	921.61	36.9400	923.50	1.89	19.28	2.08%
10.000	10/20/11	30.3000	303.00	36.9400	369.40	66.40	7.71	2.08%
35.000	**Total Covered**		**1,224.61**		**1,292.90**	**68.29**	**26.99**	
35.000	**Total**		**$1,224.61**		**$1,292.90**	**$68.29**	**$26.99**	
INTEL CORP COM		**Security Identifier:** INTC						
CUSIP 458140100								
Dividend Option Cash								
25.000	11/25/08*	13.4880	337.21	20.6200	515.50	178.29	22.50	4.36%

Portfolio Holdings (continued)

Quantity	Acquisition Date	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Equities (continued)								
Common Stocks (continued)								
INTEL CORP COM (continued)								
25.000	**Total Noncovered**		**337.21**		**515.50**	**178.29**	**22.50**	
15.000	10/12/12	21.4970	322.45	20.6200	309.30	-13.15	13.50	4.36%
10.000	11/09/12	20.9600	209.60	20.6200	206.20	-3.40	9.00	4.36%
25.000	**Total Covered**		**532.05**		**515.50**	**-16.55**	**22.50**	
50.000	**Total**		**$869.26**		**$1,031.00**	**$161.74**	**$45.00**	
INTESA SANPAOLO S P A SPON ADR		**Security Identifier:** ISNPY						
REPSTG ORD SHS								
CUSIP: 46115H107								
Dividend Option: Cash								
10.000	03/12/10*	23.5630	235.63	10.2840	102.84	-132.79	2.81	2.73%
25.000	03/19/10*	23.1300	578.24	10.2840	257.10	-321.14	7.04	2.73%
35.000	**Total Noncovered**		**813.87**		**359.94**	**-453.93**	**9.85**	
20.000	09/29/11	9.6220	192.43	10.2840	205.68	13.25	5.63	2.73%
20.000	**Total Covered**		**192.43**		**205.68**	**13.25**	**5.63**	
55.000	**Total**		**$1,006.30**		**$565.62**	**-$440.68**	**$15.48**	
J SAINSBURY PLC SPONSORED ADR NEW		**Security Identifier:** JSAIY						
CUSIP: 466249208								
Dividend Option: Cash								
15.000	09/11/08*	24.7350	371.02	22.4380	336.57	-34.45	15.30	4.54%
10.000	10/15/09*	20.6560	206.56	22.4380	224.38	17.82	10.20	4.54%
15.000	06/08/10*	18.5800	278.70	22.4380	336.57	57.87	15.29	4.54%
40.000	**Total Noncovered**		**856.28**		**897.52**	**41.24**	**40.79**	
40.000	**Total**		**$856.28**		**$897.52**	**$41.24**	**$40.79**	
KONINKLIJKE AHOLD NV SPONS ADR 2007		**Security Identifier:** AHONY						
ISIN#US5004674025								
CUSIP: 500467402								
Dividend Option: Cash								
87.000	12/16/03*	9.1680	797.62	13.3620	1,162.49	364.87	37.97	3.26%

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Portfolio Holdings (continued)

Quantity	Acquisition Date	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Equities *(continued)*								
Common Stocks *(continued)*								
KROGER CO COM			Security Identifier: KR					
CUSIP: 501044101								
Dividend Option: Cash								
20 000	01/08/10*	20.2530	405 05	26 0200	520 40	115 35	12 00	2.30%
25 000	06/21/10*	19.9880	499 70	26 0200	650.50	150.80	15 00	2.30%
45.000	**Total Noncovered**		**904.75**		**1,170.90**	**266.15**	**27.00**	
10 000	07/12/12	22 0000	220 00	26 0200	260 20	40.20	6 00	2 30%
10.000	**Total Covered**		**220.00**		**260.20**	**40.20**	**6.00**	
55.000	**Total**		**$1,124.75**		**$1,431.10**	**$306.35**	**$33.00**	
LUKOIL CO SPOND ADR SHS			Security Identifier: LUKOY					
ISIN#US6778621044								
CUSIP: 677862104								
Dividend Option: Cash								
10 000	05/11/12	55 0740	550 74	65 4770	654.77	104 03	30 54	4 66%
5 000	05/16/12	53 4860	267 43	65 4770	327.39	59.96	15 27	4 66%
5 000	06/08/12	52.2960	261 48	65 4770	327.38	65 90	15 27	4 66%
20.000	**Total Covered**		**1,079.65**		**1,309.54**	**229.89**	**61.08**	
20.000	**Total**		**$1,079.65**		**$1,309.54**	**$229.89**	**$61.08**	
MARKS & SPENCER GROUP PLC SPONSORED ADR			Security Identifier: MAKSY					
CUSIP 570912105								
Dividend Option. Cash								
60.000	03/03/04*	11 1610	669 68	12.4290	745.74	76.06	29.89	4 00%
55.000	07/29/08*	10.2250	562 36	12.4290	683.60	121.24	27 40	4 00%
115.000	**Total Noncovered**		**1,232.04**		**1,429.34**	**197.30**	**57.29**	
115.000	**Total**		**$1,232.04**		**$1,429.34**	**$197.30**	**$57.29**	
MASCO CORP COM			Security Identifier: MAS					
CUSIP. 574599106								
Dividend Option: Cash								
60 000	02/23/11	12 7320	763 91	16 6600	999 60	235 69	18 00	1 80%
MERCK & CO INC NEW COM			Security Identifier: MRK					
CUSIP: 58933Y105								
Dividend Option: Cash								
9.583	06/27/08*	19 1940	183 93	40 9400	392.31	208.38	16 48	4.20%
14.418	09/04/08*	19 2150	277 03	40 9400	590 25	313 22	24 80	4.20%
24.000	**Total Noncovered**		**460.96**		**982.56**	**521.60**	**41.28**	
24.000	**Total**		**$460.96**		**$982.56**	**$521.60**	**$41.28**	

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Brokerage
Account Statement

Statement Period: 12/01/2012 - 12/31/2012

Portfolio Holdings *(continued)*

Quantity	Acquisition Date	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Equities *(continued)*								
Common Stocks *(continued)*								
MICROSOFT CORP COM			**Security Identifier:** MSFT					
CUSIP: 594918104								
Dividend Option: Cash								
5.000	07/12/06*	22.8040	[3]114.02	26.7097	133.55	19.53	4.60	3.44%
20.000	03/20/09*	17.0000	339.99	26.7097	534.20	194.21	18.40	3.44%
20.000	12/31/10*	27.6990	553.98	26.7097	534.20	-19.78	18.40	3.44%
45.000	**Total Noncovered**		**1,007.99**		**1,201.95**	**193.96**	**41.40**	
10.000	02/04/11	27.5900	275.90	26.7097	267.10	-8.80	9.20	3.44%
15.000	05/16/11	24.8770	373.16	26.7097	400.65	27.49	13.80	3.44%
10.000	07/14/11	26.4860	264.86	26.7097	267.08	2.22	9.20	3.44%
35.000	**Total Covered**		**913.92**		**934.83**	**20.91**	**32.20**	
80.000	**Total**		**$1,921.91**		**$2,136.78**	**$214.87**	**$73.60**	
MITSUBISHI UFJ FINL GROUP INC SPON ADR			**Security Identifier:** MTU					
CUSIP: 606822104								
Dividend Option: Cash								
45.000	01/07/02*	6.9880	[3]314.48	5.4200	243.90	-70.58	6.02	2.46%
25.000	02/07/07*	11.7700	[3]294.25	5.4200	135.50	-158.75	3.34	2.46%
55.000	04/04/07*	11.6300	[3]639.66	5.4200	298.10	-341.56	7.35	2.46%
15.000	07/25/07*	11.0950	[3]166.42	5.4200	81.30	-85.12	2.01	2.46%
80.000	08/27/07*	9.8550	788.36	5.4200	433.60	-354.76	10.69	2.46%
220.000	**Total Noncovered**		**2,203.17**		**1,192.40**	**-1,010.77**	**29.41**	
220.000	**Total**		**$2,203.17**		**$1,192.40**	**-$1,010.77**	**$29.41**	
MS&AD INS GROUP HLDGS ADR			**Security Identifier:** MSADY					
ISIN#US5534911012								
CUSIP: 553491101								
Dividend Option: Cash								
30.000	11/28/06*	19.0590	571.78	9.8600	295.80	-275.98	7.95	2.68%
60.000	04/10/07*	21.1160	1,266.94	9.8600	591.60	-675.34	15.90	2.68%
90.000	**Total Noncovered**		**1,838.72**		**887.40**	**-951.32**	**23.85**	
35.000	08/31/12	7.8850	275.98	9.8600	345.10	69.12	9.28	2.68%

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Portfolio Holdings (continued)

Quantity	Acquisition Date	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Equities (continued)								
Common Stocks (continued)								
MS&AD INS GROUP HLDGS ADR (continued)								
35.000	**Total Covered**		**275.98**		**345.10**	**69.12**	**9.28**	
125.000	**Total**		**$2,114.70**		**$1,232.50**	**-$882.20**	**$33.13**	
NEWS CORP CL A			**Security Identifier:** NWSA					
CUSIP: 65248E104								
Dividend Option: Cash								
25.000	10/20/11	16.7160	417.90	25.5100	637.75	219.85	4.25	0.66%
45.000	11/18/11	16.4750	741.36	25.5100	1,147.95	406.59	7.65	0.66%
70.000	**Total Covered**		**1,159.26**		**1,785.70**	**626.44**	**11.90**	
70.000	**Total**		**$1,159.26**		**$1,785.70**	**$626.44**	**$11.90**	
NIPPON TELEG & TELEPHONE CORP			**Security Identifier:** NTT					
SPONSORED ADR								
CUSIP: 654624105								
Dividend Option: Cash								
30.000	05/08/07*	25.9330	777.99	21.0300	630.90	-147.09	25.59	4.05%
40.000	10/26/07*	22.9590	918.36	21.0300	841.20	-77.16	34.11	4.05%
70.000	**Total Noncovered**		**1,696.35**		**1,472.10**	**-224.25**	**59.70**	
70.000	**Total**		**$1,696.35**		**$1,472.10**	**-$224.25**	**$59.70**	
PEPSICO INC COM			**Security Identifier:** PEP					
CUSIP: 713448108								
Dividend Option: Cash								
5.000	10/04/11	59.2180	296.09	68.4300	342.15	46.06	10.75	3.14%
15.000	10/20/11	61.9990	929.98	68.4300	1,026.45	96.47	32.25	3.14%
5.000	02/17/12	62.5900	312.95	68.4300	342.15	29.20	10.75	3.14%
5.000	09/21/12	70.5140	352.57	68.4300	342.15	-10.42	10.75	3.14%
30.000	**Total Covered**		**1,891.59**		**2,052.90**	**161.31**	**64.50**	
30.000	**Total**		**$1,891.59**		**$2,052.90**	**$161.31**	**$64.50**	
PFIZER INC COM			**Security Identifier:** PFE					
CUSIP: 717081103								
Dividend Option: Cash								
4.525	11/16/05*	21.6820	98.11	25.0793	113.48	15.37	4.34	3.82%
25.000	06/21/06*	23.1300	578.25	25.0793	626.98	48.73	24.00	3.82%
19.700	10/15/09*	17.6600	347.90	25.0793	494.06	146.16	18.91	3.82%
14.775	10/15/09*	17.6600	260.93	25.0793	370.56	109.63	14.19	3.82%
64.000	**Total Noncovered**		**1,285.19**		**1,605.08**	**319.89**	**61.44**	
64.000	**Total**		**$1,285.19**		**$1,605.08**	**$319.89**	**$61.44**	

Portfolio Holdings *(continued)*

Quantity	Acquisition Date	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Equities *(continued)*								
Common Stocks *(continued)*								
PNC FINL SVCS GROUP INC COM			**Security Identifier:** PNC					
CUSIP: 693475105								
Dividend Option: Cash								
2.100	11/01/07*	598.4810	1,256.81	58.3100	122.45	-1,134.36	3.36	2.74%
4.900	05/21/08*	145.9290	715.05	58.3100	285.72	-429.33	7.84	2.74%
7.000	**Total Noncovered**		**1,971.86**		**408.17**	**-1,563.69**	**11.20**	
5.000	10/17/12	59.3280	296.64	58.3100	291.55	-5.09	8.00	2.74%
5.000	**Total Covered**		**296.64**		**291.55**	**-5.09**	**8.00**	
12.000	**Total**		**$2,268.50**		**$699.72**	**-$1,568.78**	**$19.20**	
PORTUGAL TELECOMM SGPS S A SPONSORED ADR			**Security Identifier:** PT					
CUSIP: 737273102								
Dividend Option: Cash								
65.000	02/17/04*	9.7200	[3]631.80	4.9800	323.70	-308.10	34.51	10.66%
SAFEWAY INC COM NEW			**Security Identifier:** SWY					
CUSIP: 786514208								
Dividend Option: Cash								
60.000	02/02/04*	22.4010	[3]1,344.05	18.0900	1,085.40	-258.65	42.00	3.86%
60.000	**Total Noncovered**		**1,344.05**		**1,085.40**	**-258.65**	**42.00**	
15.000	07/19/12	15.6650	234.98	18.0900	271.35	36.37	10.50	3.86%
15.000	**Total Covered**		**234.98**		**271.35**	**36.37**	**10.50**	
75.000	**Total**		**$1,579.03**		**$1,356.75**	**-$222.28**	**$52.50**	
SANOFI SPONS ADR			**Security Identifier:** SNY					
ISIN#US80105N1054								
CUSIP: 80105N105								
Dividend Option: Cash								
10.000	11/22/06*	43.3240	[3]433.24	47.3800	473.80	40.56	14.31	3.01%
15.000	02/14/07*	43.8350	[3]657.53	47.3800	710.70	53.17	21.46	3.01%
12.000	09/19/07*	43.1600	517.92	47.3800	568.56	50.64	17.17	3.01%

[redacted]

Portfolio Holdings (continued)

Quantity	Acquisition Date	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Equities (continued)								
Common Stocks (continued)								
SANOFI SPONS ADR (continued)								
37.000	**Total Noncovered**		**1,608.69**		**1,753.06**	**144.37**	**52.94**	
37.000	**Total**		**$1,608.69**		**$1,753.06**	**$144.37**	**$52.94**	
SONY CORP ADR AMERN SH NEW		**Security Identifier:** SNE						
CUSIP: 835699307								
Dividend Option: Cash								
20.000	04/08/08*	41.1120	822.23	11.2000	224.00	-598.23	5.60	2.50%
15.000	12/11/08*	21.1970	317.95	11.2000	168.00	-149.95	4.20	2.50%
35.000	**Total Noncovered**		**1,140.18**		**392.00**	**-748.18**	**9.80**	
35.000	**Total**		**$1,140.18**		**$392.00**	**-$748.18**	**$9.80**	
STATE STR CORP COM		**Security Identifier:** STT						
CUSIP: 857477103								
Dividend Option: Cash								
15.000	03/06/12	41.1530	617.30	47.0100	705.15	87.85	14.40	2.04%
5.000	07/24/12	39.4900	197.45	47.0100	235.05	37.60	4.80	2.04%
5.000	08/24/12	41.0520	205.26	47.0100	235.05	29.79	4.80	2.04%
25.000	**Total Covered**		**1,020.01**		**1,175.25**	**155.24**	**24.00**	
25.000	**Total**		**$1,020.01**		**$1,175.25**	**$155.24**	**$24.00**	
STMICROELECTRONICS NV SHS N Y REGISTRY		**Security Identifier:** STM						
CUSIP: 861012102								
Dividend Option: Cash								
35.000	02/28/05*	17.9540	[3]628.38	7.2400	253.40	-374.98	11.90	4.69%
45.000	10/07/05*	17.2690	[3]777.09	7.2400	325.80	-451.29	15.30	4.69%
80.000	**Total Noncovered**		**1,405.47**		**579.20**	**-826.27**	**27.20**	
20.000	06/03/11	10.9900	219.80	7.2400	144.80	-75.00	6.80	4.69%
30.000	08/08/11	6.7020	201.05	7.2400	217.20	16.15	10.20	4.69%
50.000	**Total Covered**		**420.85**		**362.00**	**-58.85**	**17.00**	
130.000	**Total**		**$1,826.32**		**$941.20**	**-$885.12**	**$44.20**	
SUMITOMO MITSUI FINL GROUP INC SPONS ADR		**Security Identifier:** SMFG						
ISIN#US86562M2098								
CUSIP: 86562M209								
Dividend Option: Cash								
12.500	05/01/07*	17.2800	216.00	7.3400	91.75	-124.25	2.84	3.09%
97.500	09/19/07*	14.2220	1,386.65	7.3400	715.65	-671.00	22.12	3.09%
110.000	**Total Noncovered**		**1,602.65**		**807.40**	**-795.25**	**24.96**	
110.000	**Total**		**$1,602.65**		**$807.40**	**-$795.25**	**$24.96**	

Portfolio Holdings *(continued)*

Statement Period: 12/01/2012 - 12/31/2012

Quantity	Acquisition Date	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Equities *(continued)*								
Common Stocks *(continued)*								
SWISS RE LTD SPONS ADR								
ISIN#US8708861088		Security Identifier: SSREY						
CUSIP: 870886108								
Dividend Option: Cash								
15.000	06/10/11	58.5430	878.15	71.9940	1,079.91	201.76	49.40	4.57%
5.000	07/06/11	57.2440	286.22	71.9940	359.97	73.75	16.47	4.57%
20.000	**Total Covered**		**1,164.37**		**1,439.88**	**275.51**	**65.87**	
20.000	**Total**		**$1,164.37**		**$1,439.88**	**$275.51**	**$65.87**	
TAKEDA PHARMACEUTICAL CO								
LTD SPONSORED ADR ISIN#US8740602052		Security Identifier: TKPYY						
CUSIP: 874060205								
Dividend Option: Cash								
20.000	01/05/11	24.4090	488.18	22.2920	445.84	-42.34	19.68	4.41%
15.000	01/06/11	24.0910	361.37	22.2920	334.38	-26.99	14.76	4.41%
35.000	**Total Covered**		**849.55**		**780.22**	**-69.33**	**34.44**	
35.000	**Total**		**$849.55**		**$780.22**	**-$69.33**	**$34.44**	
TE CONNECTIVITY LTD REG SHS								
ISIN#CH0102993182		Security Identifier: TEL						
CUSIP: H84989104								
Dividend Option: Cash								
30.000	07/27/11	35.7100	1,071.30	37.1200	1,113.60	42.30	25.20	2.26%
10.000	12/19/11	30.0000	300.00	37.1200	371.20	71.20	8.40	2.26%
10.000	11/12/12	34.0000	340.00	37.1200	371.20	31.20	8.40	2.26%
50.000	**Total Covered**		**1,711.30**		**1,856.00**	**144.70**	**42.00**	
50.000	**Total**		**$1,711.30**		**$1,856.00**	**$144.70**	**$42.00**	
TELECOM ITALIA S P A NEW SPONS ADR								
REPSTGORD SHS		Security Identifier: TI						
CUSIP: 87927Y102								
Dividend Option: Cash								
20.000	01/30/03*	22.8950	457.90	9.0500	181.00	-276.90	8.64	4.77%

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Portfolio Holdings *(continued)*

Quantity	Acquisition Date	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Equities *(continued)*								
Common Stocks *(continued)*								
TELECOM ITALIA S P A NEW SPONS ADR *(continued)*								
25.000	03/31/06*	29.2230	[3]730.58	9.0500	226.25	-504.33	10.80	4.77%
20.000	10/11/06*	29.0880	[3]581.75	9.0500	181.00	-400.75	8.64	4.77%
5.000	11/10/06*	30.2640	[3]151.32	9.0500	45.25	-106.07	2.16	4.77%
5.000	01/17/07*	30.6000	[3]153.00	9.0500	45.25	-107.75	2.16	4.77%
40.000	02/07/07*	30.1680	[3]1,206.73	9.0500	362.00	-844.73	17.27	4.77%
15.000	04/12/10*	14.7790	221.68	9.0500	135.75	-85.93	6.48	4.77%
130.000	**Total Noncovered**		**3,502.96**		**1,176.50**	**-2,326.46**	**56.15**	
20.000	06/06/11	14.0550	281.09	9.0500	181.00	-100.09	8.64	4.77%
20.000	12/22/11	10.4490	208.98	9.0500	181.00	-27.98	8.62	4.77%
40.000	**Total Covered**		**490.07**		**362.00**	**-128.07**	**17.26**	
170.000	**Total**		**$3,993.03**		**$1,538.50**	**-$2,454.53**	**$73.41**	
TELEFONICA S A ADR SPONS ADR ISIN#US8793822086 CUSIP 879382208 Dividend Option: Cash			**Security Identifier:** TEF					
3.000	01/07/02*	11.8700	[3]35.61	13.4900	40.47	4.86	4.97	12.28%
3.000	**Total Noncovered**		**35.61**		**40.47**	**4.86**	**4.97**	
10.000	06/15/11	22.6610	226.61	13.4900	134.90	-91.71	16.56	12.28%
25.000	02/16/12	16.7000	417.51	13.4900	337.25	-80.26	41.41	12.28%
1.000	08/16/12	12.5200	12.52	13.4900	13.49	0.97	1.66	12.28%
36.000	**Total Covered**		**656.64**		**485.64**	**-171.00**	**59.63**	
39.000	**Total**		**$692.25**		**$526.11**	**-$166.14**	**$64.60**	
TIM PARTICIPACOES S A SPONSORED ADR ISIN#US88706P2056 CUSIP: 88706P205 Dividend Option: Cash			**Security Identifier:** TSU					
8.000	10/19/01*	6.5580	52.46	19.8200	158.56	106.10	2.30	1.44%
8.000	**Total Noncovered**		**52.46**		**158.56**	**106.10**	**2.30**	
20.000	07/18/12	23.9610	479.22	19.8200	396.40	-82.82	5.74	1.44%
30.000	10/15/12	17.7700	533.10	19.8200	594.60	61.50	8.62	1.44%
50.000	**Total Covered**		**1,012.32**		**991.00**	**-21.32**	**14.36**	
58.000	**Total**		**$1,064.78**		**$1,149.56**	**$84.78**	**$16.66**	
TOKIO MARINE HLDGS INC ADR CUSIP: 889094108 Dividend Option: Cash			**Security Identifier:** TKOMY					
37.000	01/07/02*	14.9180	551.97	27.5600	1,019.72	467.75	20.62	2.02%

firstallied 655 West Broadway, 11th Floor
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Brokerage Account Statement

Statement Period: 12/01/2012 - 12/31/2012

Portfolio Holdings (continued)

Quantity	Acquisition Date	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Equities (continued)								
Common Stocks (continued)								
TOTAL S A SPONSORED ADR		**Security Identifier:** TOT						
CUSIP: 89151E109								
Dividend Option: Cash								
5.000	03/31/10*	57.9080	289.54	52.0100	260.05	-29.49	12.53	4.81%
15.000	04/08/10*	58.1270	871.91	52.0100	780.15	-91.76	37.60	4.81%
10.000	04/26/10*	57.0080	570.08	52.0100	520.10	-49.98	25.07	4.81%
5.000	11/16/10*	53.2560	266.28	52.0100	260.05	-6.23	12.53	4.81%
35.000	**Total Noncovered**		**1,997.81**		**1,820.35**	**-177.46**	**87.73**	
35.000	**Total**		**$1,997.81**		**$1,820.35**	**-$177.46**	**$87.73**	
TOYOTA MTR CO SPON ADR		**Security Identifier:** TM						
CUSIP: 892331307								
Dividend Option: Cash								
5.000	10/22/09*	78.2340	391.17	93.2500	466.25	75.08	6.87	1.47%
5.000	11/16/09*	79.0780	395.39	93.2500	466.25	70.86	6.87	1.47%
5.000	09/15/10*	68.2200	341.10	93.2500	466.25	125.15	6.87	1.47%
15.000	**Total Noncovered**		**1,127.66**		**1,398.75**	**271.09**	**20.61**	
5.000	03/29/11	79.3120	396.56	93.2500	466.25	69.69	6.88	1.47%
5.000	**Total Covered**		**396.56**		**466.25**	**69.69**	**6.88**	
20.000	**Total**		**$1,524.22**		**$1,865.00**	**$340.78**	**$27.49**	
UNILEVER NV NEW YORK SHS NEW		**Security Identifier:** UN						
CUSIP: 904784709								
Dividend Option: Cash								
40.000	09/15/04*	20.2680	810.73	38.3000	1,532.00	721.27	41.68	2.72%
40.000	**Total Noncovered**		**810.73**		**1,532.00**	**721.27**	**41.68**	
15.000	04/28/11	33.0960	496.44	38.3000	574.50	78.06	15.63	2.72%
15.000	**Total Covered**		**496.44**		**574.50**	**78.06**	**15.63**	
55.000	**Total**		**$1,307.17**		**$2,106.50**	**$799.33**	**$57.31**	

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Portfolio Holdings *(continued)*

Quantity	Acquisition Date	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Equities *(continued)*								
Common Stocks *(continued)*								
WELLS FARGO & CO NEW COM		**Security Identifier:** WFC						
CUSIP: 949746101								
Dividend Option: Cash								
7.045	04/16/08*	126.9170	894.13	34.1800	240.80	-653.33	6.20	2.57%
3.982	04/23/08*	131.2710	522.72	34.1800	136.10	-386.62	3.50	2.57%
5.973	06/20/08*	85.3310	509.68	34.1800	204.16	-305.52	5.26	2.57%
25.000	11/06/09*	26.9390	673.48	34.1800	854.50	181.02	22.00	2.57%
42.000	**Total Noncovered**		**2,600.01**		**1,435.56**	**-1,164.45**	**36.96**	
10.000	06/08/11	25.9000	259.00	34.1800	341.80	82.80	8.80	2.57%
10.000	**Total Covered**		**259.00**		**341.80**	**82.80**	**8.80**	
52.000	**Total**		**$2,859.01**		**$1,777.36**	**-$1,081.65**	**$45.76**	
WESTERN DIGITAL CORP COM		**Security Identifier:** WDC						
CUSIP: 958102105								
Dividend Option: Cash								
25.000	03/02/11	29.9200	748.00	42.4900	1,062.25	314.25	25.00	2.35%
10.000	03/14/11	33.6050	336.05	42.4900	424.90	88.85	10.00	2.35%
35.000	**Total Covered**		**1,084.05**		**1,487.15**	**403.10**	**35.00**	
35.000	**Total**		**$1,084.05**		**$1,487.15**	**$403.10**	**$35.00**	
XEROX CORPORATION		**Security Identifier:** XRX						
CUSIP: 984121103								
Dividend Option: Cash								
10.000	10/19/01*	7.4500	74.50	6.8200	68.20	-6.30	1.70	2.49%
50.000	07/25/05*	13.0920	654.62	6.8200	341.00	-313.62	8.50	2.49%
5.000	09/28/05*	13.5920	67.96	6.8200	34.10	-33.86	0.85	2.49%
35.000	10/20/09*	7.7530	271.36	6.8200	238.70	-32.66	5.95	2.49%
100.000	**Total Noncovered**		**1,068.44**		**682.00**	**-386.44**	**17.00**	
40.000	08/13/12	7.1890	287.55	6.8200	272.80	-14.75	6.80	2.49%
40.000	**Total Covered**		**287.55**		**272.80**	**-14.75**	**6.80**	
140.000	**Total**		**$1,355.99**		**$954.80**	**-$401.19**	**$23.80**	
Total Common Stocks			**$94,683.99**		**$81,513.04**	**-$13,170.95**	**$2,916.38**	
Total Equities			**$94,683.99**		**$81,513.04**	**-$13,170.95**	**$2,916.38**	

	Cost Basis	Market Value	Unrealized Gain/Loss	Accrued Interest	Estimated Annual Income
Total Portfolio Holdings	**$96,456.87**	**$83,285.92**	**-$13,170.95**	**$0.00**	**$2,916.54**

Portfolio Holdings *(continued)*

* Noncovered under the cost basis rules as defined below.

Securities acquired before 2011 are generally not subject to the new cost basis reporting rules set forth in the Internal Revenue Code of 1986, as amended ("IRC") (incorporating amendments enacted by P.L.110-343, the Emergency Economic Stabilization Act of 2008) and are, therefore, considered " noncovered," under the new cost basis reporting rules, and marked or denoted as such. All other securities in this section are securities which are "covered" under the new cost basis reporting rules. Securities which are "covered" under the new cost basis reporting rules are defined as securities which have been acquired on or after their "applicable date(s)" at which they are subject to the cost basis reporting rules and the adjusted basis will be reported to the IRS on form 1099-B for the applicable tax year in which the security is disposed.

Reporting requirements generally will be phased in over a three-year period, as follows:

- Stock in a corporation acquired on or after January 1, 2011
- Mutual funds and dividend reinvestment plan (DRP) shares acquired on or after January 1, 2012
- Other securities, principally debt securities and options, acquired on or after January 1, 2013, or later, as determined by the Secretary of the Treasury.

3 The cost basis of this security has been provided to us by you or your introducing firm and Pershing makes no representation as to the accuracy of this information.

Disclosures and Other Information

Pricing

This section includes the net market value of the securities in your account on a settlement date basis, including short positions, at the close of the statement period. The market prices have been obtained from quotation services, which we believe to be reliable. Securities for which a price is not available are marked "N/A" and are omitted from the Total.

The estimated annual income (EAI) and estimated current yield (EGY) figures are estimates and for informational purposes only These figures are not considered to be a forecast or guarantee of future results. These figures are computed using information from providers believed to be reliable; however, no assurance can be made as to the accuracy. Since interest and dividend rates are subject to change at any time, and may be affected by current and future economic, political, and business conditions, they should not be relied on for making investment, trading, or tax decisions. These figures assume that the position quantities, interest and dividend rates, and prices remain constant. A capital gain or return of principal may be included in the figures for certain securities, thereby overstating them. Refer to www.pershing.com/business_continuity.html for specific details as to formulas used to calculate the figures. Accrued interest represents interest earned but not yet received.

The Estimated Price as of Date only appears when the price date does not equal the statement date and the price indicated is estimated since it is not reflective of a last trade price on a recognized exchange.

Reinvestment

The dollar amount of Mutual Fund distributions, Money Market Fund dividend income, Bank Deposit interest income, or dividends for other securities shown on your Statement may have been reinvested. You will not receive confirmation of these reinvestments. Upon written request to your financial institution, information pertaining to these transactions, including the time of execution and the name of the person from whom your security was purchased. In dividend reinvestment transactions, Pershing acts as your agent and receives payment for order flow.

Option Disclosure

Information with respect to commissions and other charges incurred in connection with the execution of option transactions has been included in confirmations previously furnished to you. A summary of this information is available to you promptly upon your written request directed to your introducing firm. In order to assist your introducing firm in maintaining current background and financial information concerning your option accounts, please promptly advise them in writing of any material change in your investment objectives or financial situation. Expiring options which are valuable are exercised automatically pursuant to the exercise by exception procedure of the Options Clearing Corporation. Additional information regarding this procedure is available upon written request to your introducing firm.

Foreign Currency Transactions

Pershing may execute foreign currency transactions as principal for your account. Pershing may automatically convert foreign currency to or from U.S. dollars for dividends and similar corporate action transactions unless you instruct your financial organization otherwise. Pershing's currency conversion rate will not exceed the highest interbank conversion rate identified from customary banking sources on the conversion date or the prior business day, increased by up to 1%, unless a particular rate is required by applicable law. Your financial organization may also increase the currency conversion rate. This

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Portfolio Holdings (continued)

conversion rate may differ from rates in effect on the date you executed a transaction, incurred a charge, or received a credit. Transactions converted by agents (such as depositories) will be billed at the rates such agents use.

Proxy Vote

Securities not fully paid for in your margin account may be lent by Pershing to itself or others in accordance with the terms outlined in the Margin Agreement. The right to vote your shares held on margin may be reduced by the amount of shares on loan. The Proxy Voting Instruction Form sent to you may reflect a smaller number of shares entitled to vote than the number of shares in your margin account.

Messages

Although a money market mutual fund seeks to preserve the value of your investment at $1 per share, it is possible to lose money by investing in a money market mutual fund. Please see the money market mutual fund's prospectus or contact your investment professional for additional information.

Effective February 1, 2013 accounts receiving paper trade confirmations will be charged 75 cents per trade confirmation generated. The fee will be assessed at the time the trade is executed and will be reported in the service charge field of the trade confirmation. If you have any questions, or wish to receive trade confirmations via electronic delivery to avoid the fee, please contact your financial advisor.

Leveraged Exchange-traded funds ("ETFs")

Leveraged ETFs are not suitable for all investors. They may be more volatile and riskier than traditional ETFs, especially if held for longer than one day, due to the effects of compounding and their exposure to leverage and derivatives. Refer to www.firstallied.com under the **Policies and Disclosures** tab, for more information on these securities.

Money Market Fund Detail

Sweep Money Market Fund

DAILY INCOME MNY MKT RETAIL CL

Account Number: 0000074918 Current Yield 0.01% Activity Ending: 12/31/12

Date	Activity Type	Description	Amount	Balance
12/01/12	Opening Balance		1,273 40	1,273.40
12/04/12	Deposit	MONEY FUND PURCHASE	28 69	1,302 09
12/05/12	Deposit	MONEY FUND PURCHASE	21 47	1,323.56
12/06/12	Deposit	MONEY FUND PURCHASE	11 05	1,334.61
12/10/12	Deposit	MONEY FUND PURCHASE	13 49	1,348.10
12/11/12	Deposit	MONEY FUND PURCHASE	33 51	1,381.61
12/12/12	Withdrawal	MONEY FUND REDEMPTION	-163 90	1,217 71
12/14/12	Deposit	MONEY FUND PURCHASE	913 22	2,130 93
12/15/12	Deposit	INCOME REINVEST	0 01	2,130.94
12/17/12	Withdrawal	MONEY FUND REDEMPTION	-187 40	1,943.54
12/19/12	Deposit	MONEY FUND PURCHASE	17.00	1,960.54
12/21/12	Deposit	MONEY FUND PURCHASE	24 92	1,985 46
12/24/12	Deposit	MONEY FUND PURCHASE	248 02	2,233.48
12/26/12	Withdrawal	MONEY FUND REDEMPTION	-496 67	1,736.81
12/31/12	Deposit	MONEY FUND PURCHASE	1 15	1,737 96
12/31/12	Deposit	INCOME REINVEST	0.01	1,737.97
12/31/12	**Closing Balance**			**$1,737.97**
Total All Money Market Funds				**$1,737.97**

firstallied
655 West Broadway, 11th Floor
San Diego, CA 92101
Phone 619-702-8600

Brokerage
Account Statement

Statement Period: 12/01/2012 - 12/31/2012

Schedule of Realized Gains and Losses Year-to-Date

Disposition Date	Acquisition Date	Disposition Transaction	Description	Security Identifier	Quantity	Cost Basis	Proceeds	Realized Gain/Loss/ Disallowance	Term
05/04/12	01/26/04*	SELL First In First Out	AT&T INC COM	T	15.000	394.54	493.31	98.77	Long Term
05/10/12	09/17/08*	SELL First In First Out	AT&T INC COM	T	10.000	291.00	330.38	39.38	Long Term
05/11/12	09/17/08*	SELL First In First Out	AT&T INC COM	T	10.000	291.00	337.17	46.17	Long Term
05/11/12	10/20/09*	SELL First In First Out	AT&T INC COM	T	10.000	259.83	337.16	77.33	Long Term
04/20/12	08/27/08*	SELL First In First Out	BB & T CORP COM	BBT	20.000	559.13	629.49	70.36	Long Term
06/13/12	06/17/10*	SELL First In First Out	CHEVRON CORP NEW COM	CVX	5.000	373.30	504.14	130.84	Long Term
09/27/12	08/19/10*	SELL First In First Out	GENERAL ELECTRIC CO COM	GE	20.000	302.60	444.73	142.13	Long Term
09/27/12	08/20/10*	SELL First In First Out	GENERAL ELECTRIC CO COM	GE	15.000	225.15	333.55	108.40	Long Term
12/18/12	09/11/08*	SELL First In First Out	J SAINSBURY PLC SPONSORED ADR NEW	JSAIY	10.000	247.34	226.42	-20.92	Long Term
08/20/12	08/21/08*	SELL First In First Out	KEYCORP NEW COM	KEY	45.000	486.27	375.41	-110.86	Long Term
07/16/12	08/27/09*	SELL First In First Out	ELI LILLY & CO COM	LLY	5.000	169.93	218.80	48.87	Long Term
10/19/12	08/27/09*	SELL First In First Out	ELI LILLY & CO COM	LLY	5.000	169.93	265.84	95.91	Long Term

[redacted]

Schedule of Realized Gains and Losses Year-to-Date *(continued)*

Disposition Date	Acquisition Date	Disposition Transaction	Description	Security Identifier	Quantity	Cost Basis	Proceeds	Realized Gain/Loss/ Disallowance	Term
01/04/12	10/28/09*	SELL First In First Out	LOWES COS INC COM	LOW	10 000	197 47	262.14	64 67	Long Term
02/06/12	08/03/10*	SELL First In First Out	LOWES COS INC COM	LOW	35 000	728 56	945.86	217.30	Long Term
02/06/12	09/15/10*	SELL First In First Out	LOWES COS INC COM	LOW	10 000	213 96	270.25	56 29	Long Term
05/03/12	01/12/10*	SELL First In First Out	MARSH & MCLENNAN COS INC COM	MMC	10 000	217.47	341.63	124 16	Long Term
07/05/12	01/12/10*	SELL First In First Out	MARSH & MCLENNAN COS INC COM	MMC	25 000	543 68	812.91	269 23	Long Term
07/13/12	06/27/08*	SELL First In First Out	MERCK & CO INC NEW COM	MRK	10 000	191 94	430 65	238 71	Long Term
02/21/12	07/12/06*	SELL First In First Out	MICROSOFT CORP COM	MSFT	15.000	342 08	470.14	128 06	Long Term
04/27/12	07/12/06*	SELL First In First Out	MICROSOFT CORP COM	MSFT	10 000	228 05	320 99	92 94	Long Term
01/11/12	05/02/07*	SELL First In First Out	MIZUHO FINANCIAL GROUP INC SPON ADR	MFG	95 000	1,153 89	264 64	-889.25	Long Term
01/11/12	09/19/07*	SELL First In First Out	MIZUHO FINANCIAL GROUP INC SPON ADR	MFG	60 000	663 90	167.14	-496 76	Long Term
01/11/12	07/15/10*	SELL First In First Out	MIZUHO FINANCIAL GROUP INC SPON ADR	MFG	70 000	223.99	195 01	-28 98	Long Term
09/07/12	10/20/11	SELL First In First Out	NEWS CORP CL A	NWSA	10 000	167 16	244.38	77 22	Short Term
04/12/12	08/13/07*	CLEU First In First Out	2OI S A SPONSORED ADR	OIBR C	0 698	Please Provide	3 99	N/A	Long Term
07/20/12	08/13/07*	SELL First In First Out	OI S A SPONSORED ADR	OIBR C	4.000	0.00	22.00	22.00	Long Term
07/20/12	11/17/09*	SELL First In First Out	OI S A SPONSORED ADR	OIBR C	14 000	234 15	76 99	-157 16	Long Term

Schedule of Realized Gains and Losses Year-to-Date *(continued)*

Disposition Date	Acquisition Date	Disposition Transaction	Description	Security Identifier	Quantity	Cost Basis	Proceeds	Realized Gain/Loss/ Disallowance	Term
07/20/12	11/30/09*	SELL First In First Out	OI S A SPONSORED ADR	OIBR C	4.000	63.40	22.00	-41.40	Long Term
04/12/12	08/13/07*	CLEU First In First Out	2OI S A SPONS ADR REPSTG PFD	OIBR	0.050	Please Provide	0.73	N/A	Long Term
07/20/12	08/13/07*	SELL First In First Out	OI S A SPONS ADR REPSTG PFD	OIBR	16.000	0.00	227.72	227.72	Long Term
07/20/12	11/17/09*	SELL First In First Out	OI S A SPONS ADR REPSTG PFD	OIBR	25.000	790.38	355.81	-434.57	Long Term
07/20/12	11/30/09*	SELL First In First Out	OI S A SPONS ADR REPSTG PFD	OIBR	7.000	0.00	99.62	99.62	Long Term
08/17/12	09/16/11	SELL First In First Out	PEPSICO INC COM	PEP	5.000	309.92	366.36	56.44	Short Term
01/13/12	11/16/05*	SELL First In First Out	PFIZER INC COM	PFE	10.000	216.81	217.99	1.18	Long Term
05/11/12	11/16/05*	SELL First In First Out	PFIZER INC COM	PFE	15.000	325.21	342.43	17.22	Long Term
07/26/12	01/28/05*	SELL First In First Out	SANOFI SPONS ADR	SNY	5.000	187.16	194.46	7.30	Long Term
09/07/12	01/28/05*	SELL First In First Out	SANOFI SPONS ADR	SNY	5.000	187.16	211.30	24.14	Long Term
12/10/12	01/28/05*	SELL First In First Out	SANOFI SPONS ADR	SNY	5.000	187.15	230.31	43.16	Long Term
01/10/12	08/25/10*	SELL First In First Out	SEVEN & I HLDGS CO LTD ADR	SVNDY	5.000	234.51	280.42	45.91	Long Term

[redacted]

Schedule of Realized Gains and Losses Year-to-Date *(continued)*

Disposition Date	Acquisition Date	Disposition Transaction	Description	Security Identifier	Quantity	Cost Basis	Proceeds	Realized Gain/Loss/ Disallowance	Term
02/15/12	09/27/10*	SELL First In First Out	SEVEN & I HLDGS CO LTD ADR	SVNDY	5 000	234 29	279.96	45 67	Long Term
06/07/12	09/27/10*	SELL First In First Out	SEVEN & I HLDGS CO LTD ADR	SVNDY	10 000	468 57	598.32	129.75	Long Term
08/07/12	11/19/10*	SELL First In First Out	SEVEN & I HLDGS CO LTD ADR	SVNDY	5 000	251 83	325 73	-73.90	Long Term
08/07/12	04/08/11	SELL First In First Out	SEVEN & I HLDGS CO LTD ADR	SVNDY	5 000	241 37	325 73	84 36	Long Term
10/23/12	06/05/06*	SELL First In First Out	SUPERVALU INC COM	SVU	7 000	204 60	20.22	-184 38	Long Term
10/16/12	06/10/11	SELL First In First Out	SWISS RE LTD SPONS ADR	SSREY	5 000	292 72	353.36	60 64	Long Term
02/13/12	10/22/09*	SELL First In First Out	TOYOTA MTR CO SPON ADR	TM	5 000	391 18	393.85	2 67	Long Term
08/27/12	05/18/09*	SELL First In First Out	VALERO ENERGY CORP NEW COM	VLO	10 000	210 00	302 31	92 31	Long Term
09/28/12	06/03/09*	SELL First In First Out	VALERO ENERGY CORP NEW COM	VLO	10 000	185 05	316 05	131 00	Long Term
09/28/12	06/30/09*	SELL First In First Out	VALERO ENERGY CORP NEW COM	VLO	5 000	83 55	158 02	74 47	Long Term
12/10/12	06/30/09*	SELL First In First Out	VALERO ENERGY CORP NEW COM	VLO	5 000	83 54	161 90	78 36	Long Term
12/10/12	08/13/09*	SELL First In First Out	VALERO ENERGY CORP NEW COM	VLO	15 000	272 79	485 68	212 89	Long Term
Total Short Term						**$477.08**	**$610.74**	**$133.66**	
Total Long Term						**$13,820.43**	**$14,984.66**	**$1,159.51**	
Total Short Term and Long Term						**$14,297.51**	**$15,595.40**	**$1,293.17**	

* Noncovered under the cost basis rules as defined below

Securities acquired before 2011 are generally not subject to the new cost basis reporting rules set forth in the Internal Revenue Code of 1986, as amended ("IRC") (incorporating amendments enacted by P L 110-343, the Emergency Economic Stabilization Act of 2008) and are, therefore, considered "noncovered," under the new cost basis reporting rules, and marked or denoted as such All other securities in this

Schedule of Realized Gains and Losses Year-to-Date *(continued)*

section are securities which are "covered" under the new cost basis reporting rules. Securities which are "covered" under the new cost basis reporting rules are defined as securities which have been acquired on or after their "applicable date(s)" at which they are subject to the cost basis reporting rules and the adjusted basis will be reported to the IRS on form 1099-B for the applicable tax year in which the security is disposed.

Reporting requirements generally will be phased in over a three-year period, as follows:

- Stock in a corporation acquired on or after January 1, 2011
- Mutual funds and dividend reinvestment plan (DRP) shares acquired on or after January 1, 2012
- Other securities, principally debt securities and options, acquired on or after January 1, 2013, or later, as determined by the Secretary of the Treasury.

This Schedule may not reflect all cost basis adjustments necessary for tax reporting purposes, especially for noncovered securities. Adjustments to cost basis may have been made for prior income received and subsequently reclassified by the issuer as a return of capital. In addition, corporate action events may require adjustments to your original cost basis. Return of capital information and cost basis information, as it relates to corporate actions, has been obtained from sources we believe to be reliable.

Adjustments to cost basis can be made after year-end, in particular, for return of capital adjustments, but may also include adjustments for corporate action events. Therefore there may be differences in cost basis reflected on your monthly client brokerage statement at year end versus any subsequent reports, including your 1099-B or online displays you may have available to you.

When you report your cost basis on your tax return, it should be verified using all of your own records. In particular, there may be other adjustments which you need to make, but are not required to be made by Pershing as it relates to H.R. 1424. You should consult with your tax advisor in order to properly report your gain or loss for tax purposes. Pershing shall not be responsible for and makes no representations or warranties with respect to the accuracy of any information that you report to the IRS or other taxing authorities, and, accordingly, disclaims any and all liability that may arise with respect to your use and reliance on the information provided herein for such reporting.

2 Realized gains and losses are not reported for securities for which cost basis or proceeds are not available.

Please refer to the Client Service Information Section in your brokerage account statement for your account's existing tax-lot disposition method. The disposition method is the method which you have selected to use in the disposal of each tax lot of the securities held in your account. If you do not select a method, your account will be defaulted to First In, First Out (FIFO). Your account's selected tax lot method will be used to determine the cost basis for calculating gain and/or loss, unless another method was selected at the time of the security disposal, and this may be reported on the IRS Form 1099-B.

Important Arbitration Disclosures and Important Arbitration Agreement

Important Arbitration Disclosures

- All parties to this agreement are giving up the right to sue each other in court, including the right to a trial by jury, except as provided by the rules of the arbitration forum in which a claim is filed.
- Arbitration awards are generally final and binding; a party's ability to have a court reverse or modify an arbitration award is very limited.
- The ability of the parties to obtain documents, witness statements and other discovery is generally more limited in arbitration than in court proceedings.
- The arbitrators do not have to explain the reason(s) for their award, unless, in an eligible case, a joint request for an explained decision has been submitted by all parties to the panel at least 20 days prior to the first scheduled hearing date.
- The panel of arbitrators will typically include a minority of arbitrators who were or are affiliated with the securities industry.
- The rules of some arbitration forums may impose time limits for bringing a claim in arbitration. In some cases, a claim that is ineligible for arbitration may be brought in court.
- The rules of the arbitration forum in which the claim is filed, and any amendments thereto, shall be incorporated into this agreement.

Important Arbitration Agreement

Any controversy between you and Pershing LLC shall be submitted to arbitration before the Financial Industry Regulatory Authority. No person shall bring a putative or certified class action to arbitration, nor seek to enforce any predispute arbitration agreement against any person who has initiated in court a putative class action, who is a member of a putative class who has not opted out of the class with respect to any claims encompassed by the putative class action until: (I) the class certification is denied; (II) the class is decertified; or (III) the client is excluded from the class by the court. Such forbearance to enforce an agreement to arbitrate shall not constitute a waiver of any rights under this agreement except to the extent stated herein. The laws of the State of New York govern.

[redacted]

Important Arbitration Disclosures and Important Arbitration Agreement *(continued)*

Pershing's contact information is as follows: Pershing LLC; Legal Department; One Pershing Plaza; Jersey City, New Jersey 07399; (201) 413-3330.

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TERMS AND CONDITIONS

GENERAL INFORMATION

1 ANY FREE CREDIT BALANCE CARRIED FOR YOUR ACCOUNT REPRESENTS FUNDS PAYABLE UPON DEMAND WHICH, ALTHOUGH PROPERLY ACCOUNTED FOR ON PERSHING'S BOOKS OF RECORD, ARE NOT SEGREGATED AND MAY BE USED IN THE CONDUCT OF ITS BUSINESS

2 ALL ORDERS AND TRANSACTIONS SHALL BE SOLELY FOR YOUR ACCOUNT AND RISK SHALL BE SUBJECT TO THE CONSTITUTION, RULES, REGULATIONS, CUSTOMS, USAGES, RULINGS AND INTERPRETATIONS OF THE EXCHANGE OR MARKET AND THE CLEARING FACILITY, IF ANY, WHERE THE TRANSACTIONS ARE EXECUTED AND/OR SETTLED, OR IF APPLICABLE, OF THE FINANCIAL INDUSTRY REGULATORY AUTHORITY AND TO ALL APPLICABLE LAWS AND REGULATIONS.

3 WHENEVER YOU ARE INDEBTED TO PERSHING LLC ("PERSHING") FOR ANY AMOUNT, ALL SECURITIES HELD BY IT FOR YOU IN ANY ACCOUNT IN WHICH YOU HAVE ANY INTEREST SHALL SECURE ALL YOUR LIABILITIES TO PERSHING, AND PERSHING MAY IN ITS DISCRETION AT ANY TIME, WITHOUT TENDER, DEMAND OR NOTICE TO YOU, CLOSE OR REDUCE ANY OR ALL OF YOUR ACCOUNTS BY PUBLIC OR PRIVATE SALE OR PURCHASE OR BOTH OF ALL OR ANY SECURITIES CARRIED IN SUCH ACCOUNTS, ANY BALANCE REMAINING DUE PERSHING TO BE PROMPTLY PAID BY YOU.

4 WHENEVER YOU ARE INDEBTED TO PERSHING FOR ANY AMOUNT, ALL SECURITIES CARRIED FOR YOUR ACCOUNT ARE OR MAY BE, WITHOUT FURTHER NOTICE TO YOU, LOANED OR PLEDGED BY PERSHING, EITHER SEPARATELY OR UNDER CIRCUMSTANCES WHICH WILL PERMIT THE COMMINGLING THEREOF, WITH OTHER SECURITIES FOR ANY AMOUNT LESS THAN, EQUAL TO OR GREATER THAN YOUR LIABILITIES TO PERSHING, BUT NOT UNDER CIRCUMSTANCES FOR AN AMOUNT PROHIBITED BY LAW

5 TITLE TO SECURITIES SOLD TO YOU, WHERE PERSHING HAS ACTED AS PRINCIPAL, SHALL REMAIN WITH PERSHING UNTIL THE ENTIRE PURCHASE PRICE IS RECEIVED OR UNTIL THE SETTLEMENT DATE, WHICHEVER IS LATER

6 YOU MAY HAVE RECEIVED CONFIRMATIONS FOR TRANSACTIONS WHICH DO NOT APPEAR ON YOUR STATEMENT IF SO, THE TRANSACTIONS WILL APPEAR ON YOUR NEXT PERIODIC STATEMENT SUCH TRANSACTIONS MUST BE CONSIDERED BY YOU WHEN COMPUTING THE VALUE OF YOUR ACCOUNT THIS IS ESPECIALLY TRUE IF YOU HAVE WRITTEN OPTIONS WHICH HAVE BEEN EXERCISED

7 IF YOU MAINTAIN A MARGIN ACCOUNT, THIS IS A COMBINED STATEMENT OF YOUR GENERAL ACCOUNT AND A SPECIAL MEMORANDUM ACCOUNT MAINTAINED FOR YOU UNDER REGULATION T OF THE BOARD OF GOVERNORS OF THE FEDERAL RESERVE SYSTEM THE PERMANENT RECORD OF THE SEPARATE ACCOUNT AS REQUIRED BY REGULATION T IS AVAILABLE FOR YOUR INSPECTION UPON REQUEST

8 INTEREST CHARGED ON DEBIT BALANCES IN YOUR ACCOUNT APPEARS ON THE STATEMENT THE RATE OF INTEREST AND PERIOD COVERED ARE INDICATED. THE RATE MAY CHANGE FROM TIME TO TIME DUE TO FLUCTUATIONS IN MONEY RATES OR OTHER REASONS INTEREST IS COMPUTED AS DESCRIBED IN MATERIAL PREVIOUSLY FURNISHED TO YOU PLEASE CONTACT YOUR FINANCIAL INSTITUTION IF YOU DESIRE ADDITIONAL COPIES

9. DIVIDENDS, INTEREST AND OTHER DISTRIBUTIONS SHOWN ON THIS STATEMENT WERE CLASSIFIED AS TAXABLE OR NONTAXABLE BASED ON CERTAIN INFORMATION KNOWN AS OF THE DISTRIBUTION DATE: THIS CLASSIFICATION IS SUBJECT TO CHANGE AND IS SOLELY INTENDED FOR USE AS GENERAL INFORMATION AFTER YEAR END, PERSHING IS REQUIRED TO PROVIDE TAX INFORMATION TO THE INTERNAL REVENUE SERVICE AND OTHER GOVERNMENTAL AUTHORITIES AT THAT TIME PERSHING WILL PROVIDE THAT INFORMATION ON THE ANNUAL TAX INFORMATION STATEMENT TO YOU, USE THAT STATEMENT TO PREPARE YOUR TAX FILINGS THE TAX STATEMENT ALSO INCLUDES OTHER USEFUL INFORMATION TO ASSIST IN ACCUMULATING THE DATA TO PREPARE YOUR TAX RETURNS

10 PERSHING DOES NOT PROVIDE TAX, INVESTMENT OR LEGAL ADVISORY SERVICES AND NO ONE ASSOCIATED WITH PERSHING IS AUTHORIZED TO RENDER SUCH ADVICE: DO NOT RELY UPON ANY SUCH ADVICE, IF GIVEN INVESTORS ARE ENCOURAGED TO CONSULT THEIR TAX ADVISORS TO DETERMINE THE APPROPRIATE TAX TREATMENT OF THEIR BUSINESS.

11 PERSHING MAY TRADE FOR ITS OWN ACCOUNT AS A MARKET MAKER, SPECIALIST, ODD LOT DEALER, BLOCK POSITIONER, ARBITRAGEUR OR INVESTOR CONSEQUENTLY, AT THE TIME OF ANY TRANSACTION YOU MAY MAKE, PERSHING MAY HAVE A POSITION IN SUCH SECURITIES, WHICH POSITION MAY BE PARTIALLY OR COMPLETELY HEDGED

12 IF AVERAGE PRICE TRANSACTION IS INDICATED ON THE FRONT OF THIS STATEMENT YOUR FINANCIAL INSTITUTION OR PERSHING MAY HAVE ACTED AS PRINCIPAL, AGENT OR BOTH DETAILS AVAILABLE UPON REQUEST.

13 A FINANCIAL STATEMENT OF PERSHING IS AVAILABLE FOR YOUR PERSONAL INSPECTION AT PERSHING'S OFFICES. A COPY OF IT WILL BE MAILED UPON YOUR WRITTEN REQUEST OR YOU CAN VIEW IT ONLINE AT WWW.PERSHING.COM

14 THIS STATEMENT SHOULD BE RETAINED FOR YOUR RECORDS.

THE ROLE OF PERSHING

PERSHING CARRIES YOUR ACCOUNT AS CLEARING BROKER PURSUANT TO A CLEARING AGREEMENT WITH YOUR FINANCIAL INSTITUTION. PERSHING MAY ACCEPT FROM YOUR FINANCIAL INSTITUTION WITHOUT INQUIRY OR INVESTIGATION (I) ORDERS FOR THE PURCHASE AND SALE OF SECURITIES AND OTHER PROPERTY AND (II) ANY OTHER INSTRUCTIONS CONCERNING YOUR ACCOUNT PERSHING IS NOT RESPONSIBLE OR LIABLE FOR ANY ACTS OR OMISSIONS OF YOUR FINANCIAL INSTITUTION OR ITS EMPLOYEES AND IT DOES NOT SUPERVISE THEM PERSHING PROVIDES NO INVESTMENT ADVICE NOR DOES IT ASSESS THE SUITABILITY OF ANY TRANSACTION OR ORDER. PERSHING ACTS AS THE AGENT OF YOUR FINANCIAL INSTITUTION AND YOU AGREE THAT YOU WILL NOT HOLD PERSHING OR ANY PERSON CONTROLLING OR UNDER COMMON CONTROL WITH IT LIABLE FOR ANY INVESTMENT LOSSES INCURRED BY YOU

PERSHING PERFORMS SEVERAL KEY FUNCTIONS AT THE DIRECTION OF YOUR FINANCIAL INSTITUTION IT ACTS AS CUSTODIAN FOR FUNDS AND SECURITIES YOU MAY DEPOSIT WITH IT DIRECTLY OR THROUGH YOUR FINANCIAL INSTITUTION OR THAT IT RECEIVES AS THE RESULT OF SECURITIES TRANSACTIONS IT PROCESSES

YOUR FINANCIAL INSTITUTION IS RESPONSIBLE FOR ADHERENCE TO THE SECURITIES LAWS, REGULATIONS AND RULES WHICH APPLY TO IT REGARDING ITS OWN OPERATIONS AND THE SUPERVISION OF YOUR ACCOUNT, ITS SALES REPRESENTATIVES AND OTHER PERSONNEL. YOUR FINANCIAL INSTITUTION IS ALSO RESPONSIBLE FOR APPROVING THE OPENING OF ACCOUNTS AND OBTAINING ACCOUNT DOCUMENTS; THE ACCEPTANCE AND, IN CERTAIN INSTANCES, EXECUTION OF SECURITIES ORDERS, THE ASSESSMENT OF THE SUITABILITY OF THOSE TRANSACTIONS, WHERE APPLICABLE, THE RENDERING OF INVESTMENT ADVICE, IF ANY, TO YOU AND IN GENERAL, FOR THE ONGOING RELATIONSHIP THAT IT HAS WITH YOU

INQUIRIES CONCERNING THE POSITIONS AND BALANCES IN YOUR ACCOUNT MAY BE DIRECTED TO THE PERSHING CUSTOMER SERVICE DEPARTMENT AT (201) 413-3333 ALL OTHER INQUIRIES REGARDING YOUR ACCOUNT OR ACTIVITY SHOULD BE DIRECTED TO YOUR FINANCIAL INSTITUTION YOUR FINANCIAL ORGANIZATION'S CONTACT INFORMATION CAN BE FOUND ON THE FIRST PAGE OF THIS STATEMENT

FOR A DESCRIPTION OF OTHER FUNCTIONS PERFORMED BY PERSHING PLEASE CONSULT THE DISCLOSURE STATEMENT PROVIDED TO YOU UPON THE OPENING OF YOUR ACCOUNT THIS NOTICE IS NOT MEANT AS A DEFINITIVE ENUMERATION OF EVERY POSSIBLE CIRCUMSTANCE, BUT AS A GENERAL DISCLOSURE. IF YOU HAVE ANY QUESTIONS REGARDING THIS NOTICE OR IF YOU WOULD LIKE ADDITIONAL COPIES OF THE DISCLOSURE STATEMENT, PLEASE CONTACT YOUR FINANCIAL INSTITUTION

PERSHING IS A MEMBER OF THE SECURITIES INVESTOR PROTECTION CORPORATION (SIPC®) PLEASE NOTE THAT SIPC DOES NOT PROTECT AGAINST LOSS DUE TO MARKET FLUCTUATION. IN ADDITION TO SIPC PROTECTION, PERSHING PROVIDES COVERAGE IN EXCESS OF SIPC LIMITS FOR MORE DETAILED INFORMATION PLEASE VISIT WWW PERSHING COM/STRENGTH_STABILITY.HTML

THIS STATEMENT WILL BE DEEMED CONCLUSIVE. YOU ARE ADVISED TO REPORT ANY INACCURACY OR DISCREPANCY (INCLUDING UNAUTHORIZED TRADING), TO YOUR FINANCIAL ORGANIZATION AND PERSHING, WITHIN TEN DAYS AFTER RECEIPT OF THIS STATEMENT. PLEASE BE ADVISED THAT ANY ORAL COMMUNICATION SHOULD BE RE-CONFIRMED IN WRITING TO FURTHER PROTECT YOUR RIGHTS, INCLUDING YOUR RIGHTS UNDER THE SECURITIES INVESTOR PROTECTION ACT.

YOUR FINANCIAL ORGANIZATION'S CONTACT INFORMATION CAN BE FOUND ON THE FIRST PAGE OF THIS STATEMENT. PERSHING'S CONTACT INFORMATION IS AS FOLLOWS: PERSHING LLC; LEGAL DEPARTMENT; ONE PERSHING PLAZA; JERSEY CITY, NEW JERSEY 07399; (201) 413-3330. ERRORS AND OMISSIONS EXCEPTED.

PAYMENT FOR ORDER FLOW AND ORDER ROUTING POLICIES DISCLOSURES [REGULATION NMS—RULE 607(A)(1)–(2)]

PERSHING SENDS CERTAIN EQUITY ORDERS TO EXCHANGES, ELECTRONIC COMMUNICATION NETWORKS, OR BROKER-DEALERS DURING NORMAL BUSINESS HOURS AND DURING EXTENDED TRADING SESSIONS CERTAIN OF THESE VENUES PROVIDE PAYMENTS TO PERSHING OR CHARGE ACCESS FEES TO PERSHING DEPENDING UPON THE CHARACTERISTICS OF THE ORDER AND ANY SUBSEQUENT EXECUTION. IN ADDITION PERSHING MAY EXECUTE CERTAIN EQUITY ORDERS AS PRINCIPAL. THE DETAILS OF THESE PAYMENTS AND FEES ARE AVAILABLE UPON WRITTEN REQUEST. PERSHING RECEIVES PAYMENTS FOR DIRECTING LISTED OPTIONS ORDER FLOW TO CERTAIN OPTION EXCHANGES COMPENSATION IS GENERALLY IN THE FORM OF A PER OPTION CONTRACT CASH PAYMENT.

BEST EXECUTION: NOTWITHSTANDING THE PREVIOUS PARAGRAPH REGARDING PAYMENT FOR ORDER FLOW, PERSHING SELECTS CERTAIN MARKET CENTERS TO PROVIDE EXECUTION OF OVER-THE-COUNTER AND EXCHANGE-LISTED SECURITIES TRANSACTIONS WHICH AGREE TO ACCEPT ORDERS, TRANSMITTED ELECTRONICALLY UP TO A SPECIFIED SIZE, AND TO EXECUTE THEM AT OR BETTER THAN THE NATIONAL BEST BID OR OFFER (NBBO) ON CERTAIN LARGER ORDERS, OR IF THE DESIGNATED MARKET CENTERS DO NOT MAKE A MARKET IN THE SUBJECT SECURITY, PERSHING DIRECTLY CONTACTS MARKET CENTERS TO OBTAIN AN EXECUTION THE DESIGNATED MARKET CENTERS TO WHICH ORDERS ARE AUTOMATICALLY ROUTED ARE SELECTED BASED ON THE CONSISTENT HIGH QUALITY OF THEIR EXECUTIONS IN ONE OR MORE MARKET SEGMENTS AND THEIR ABILITY TO PROVIDE OPPORTUNITIES FOR EXECUTIONS AT PRICES SUPERIOR TO THE NBBO PERSHING ALSO REGULARLY REVIEWS REPORTS FOR QUALITY OF EXECUTION PURPOSES

IF ANY OF THE ABOVE TERMS AND CONDITIONS ARE UNACCEPTABLE TO YOU, PLEASE NOTIFY PERSHING IMMEDIATELY IN WRITING BY CERTIFIED MAIL TO ONE PERSHING PLAZA, JERSEY CITY, NJ 07399, ATTN: LEGAL DEPT