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**Return of Private Foundation  
or Section 4947(a)(1) Nonexempt Charitable Trust  
Treated as a Private Foundation**
**2012**

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

For calendar year 2012 or tax year beginning

and ending

Name of foundation

**TRUST FOR THE MEDITATION PROCESS**

Number and street (or P O box number if mail is not delivered to street address)

**2751 HENNEPIN AVENUE SOUTH**

Room/suite

**259**

City or town, state, and ZIP code

**MINNEAPOLIS, MN 55408**

- G** Check all that apply:
- |   |  |
|---|--|
| <input type="checkbox"/> Initial return | <input type="checkbox"/> Initial return of a former public charity |
| <input type="checkbox"/> Final return   | <input type="checkbox"/> Amended return                            |
| <input type="checkbox"/> Address change | <input type="checkbox"/> Name change                               |

- H** Check type of organization:
- |   |   |
|---|---|
| <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation | <input type="checkbox"/>                                  |
| <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust          | <input type="checkbox"/> Other taxable private foundation |

**I** Fair market value of all assets at end of year **J** Accounting method:  Cash  Accrual  
(from Part II, col. (c), line 16)  Other (specify) **► \$ 4,349,689.** (Part I, column (d) must be on cash basis.)

**A** Employer identification number**41-6286503****B** Telephone number**612-825-3116****C** If exemption application is pending, check here ► **D** 1. Foreign organizations, check here ► 2. Foreign organizations meeting the 85% test,  
check here and attach computation ► **E** If private foundation status was terminated  
under section 507(b)(1)(A), check here ► **F** If the foundation is in a 60-month termination  
under section 507(b)(1)(B), check here ► **Part I Analysis of Revenue and Expenses**

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

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1	Contributions, gifts, grants, etc., received			<b>N/A</b>	
2	Check ► <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
3	Interest on savings and temporary cash investments	<b>51,005.</b>	<b>51,005.</b>		<b>STATEMENT 1</b>
4	Dividends and interest from securities	<b>111,741.</b>	<b>111,741.</b>		<b>STATEMENT 2</b>
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	<b>235,238.</b>			
b	Gross sales price for all assets on line 6a	<b>1,703,680.</b>			
7	Capital gain net income (from Part IV, line 2)		<b>235,238.</b>		
8	Net short-term capital gain				
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less Cost of goods sold				
c	Gross profit or (loss)				
11	Other income				
12	Total. Add lines 1 through 11	<b>397,984.</b>	<b>397,984.</b>		
13	Compensation of officers, directors, trustees, etc	<b>31,375.</b>	<b>0.</b>		<b>31,375.</b>
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees				
b	Accounting fees	<b>5,550.</b>	<b>2,775.</b>		<b>2,775.</b>
c	Other professional fees	<b>34,989.</b>	<b>34,989.</b>		<b>0.</b>
17	Interest				
18	Taxes	<b>7,917.</b>	<b>7,917.</b>		<b>0.</b>
19	Depreciation and depletion				
20	Occupancy				
21	Travel, conferences, and meetings	<b>3,325.</b>	<b>0.</b>		<b>3,325.</b>
22	Printing and publications				
23	Other expenses	<b>2,467.</b>	<b>0.</b>		<b>2,470.</b>
24	Total operating and administrative expenses. Add lines 13 through 23	<b>85,623.</b>	<b>45,681.</b>		<b>39,945.</b>
25	Contributions, gifts, grants paid	<b>157,896.</b>			<b>157,896.</b>
26	Total expenses and disbursements. Add lines 24 and 25	<b>243,519.</b>	<b>45,681.</b>		<b>197,841.</b>
27	Subtract line 26 from line 12:				
a	Excess of revenue over expenses and disbursements	<b>154,465.</b>			
b	Net investment income (if negative, enter -0-)		<b>352,303.</b>		
c	Adjusted net income (if negative, enter -0-)			<b>N/A</b>	

22350123 LHA For Paperwork Reduction Act Notice, see instructions.

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Assets	Part II Balance Sheets	Attached schedules and amounts in the description column should be for end-of-year amounts only	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
1	Cash - non-interest-bearing		182,574.	381,951.	381,951.
2	Savings and temporary cash investments				
3	Accounts receivable ►				
	Less: allowance for doubtful accounts ►				
4	Pledges receivable ►				
	Less: allowance for doubtful accounts ►				
5	Grants receivable				
6	Receivables due from officers, directors, trustees, and other disqualified persons				
7	Other notes and loans receivable ►				
	Less: allowance for doubtful accounts ►				
8	Inventories for sale or use				
9	Prepaid expenses and deferred charges				
10a	Investments - U.S. and state government obligations				
b	Investments - corporate stock	STMT 7	2,689,535.	2,962,635.	3,526,458.
c	Investments - corporate bonds	STMT 8	841,398.	523,386.	441,280.
11	Investments - land, buildings, and equipment basis ►				
	Less accumulated depreciation ►				
12	Investments - mortgage loans				
13	Investments - other				
14	Land, buildings, and equipment basis ►				
	Less accumulated depreciation ►				
15	Other assets (describe ► )				
16	Total assets (to be completed by all filers)		3,713,507.	3,867,972.	4,349,689.
Liabilities	17 Accounts payable and accrued expenses				
18	Grants payable				
19	Deferred revenue				
20	Loans from officers, directors, trustees, and other disqualified persons				
21	Mortgages and other notes payable				
22	Other liabilities (describe ► )				
23	Total liabilities (add lines 17 through 22)		0.	0.	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ► <input type="checkbox"/>				
	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 ► <input checked="" type="checkbox"/>				
	and complete lines 27 through 31.				
27	Capital stock, trust principal, or current funds		3,713,507.	3,867,972.	
28	Paid-in or capital surplus, or land, bldg., and equipment fund		0.	0.	
29	Retained earnings, accumulated income, endowment, or other funds		0.	0.	
30	Total net assets or fund balances		3,713,507.	3,867,972.	
31	Total liabilities and net assets/fund balances		3,713,507.	3,867,972.	

## Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	3,713,507.
2	Enter amount from Part I, line 27a	2	154,465.
3	Other increases not included in line 2 (itemize) ►	3	0.
4	Add lines 1, 2, and 3	4	3,867,972.
5	Decreases not included in line 2 (itemize) ►	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	3,867,972.

**Part IV Capital Gains and Losses for Tax on Investment Income**

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a			
b SEE ATTACHED STATEMENTS			
c			
d			
e			
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b			
c			
d			
e <b>1,703,680.</b>		<b>1,468,442.</b>	<b>235,238.</b>
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			
b			
c			
d			
e			<b>235,238.</b>
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	<b>235,238.</b>
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8	{ If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8 }	3	N/A

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?  Yes  No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2011	<b>184,510.</b>	<b>4,365,112.</b>	<b>.042269</b>
2010	<b>208,052.</b>	<b>4,043,701.</b>	<b>.051451</b>
2009	<b>166,785.</b>	<b>3,568,758.</b>	<b>.046735</b>
2008	<b>165,491.</b>	<b>4,137,226.</b>	<b>.040000</b>
2007	<b>201,114.</b>	<b>3,953,228.</b>	<b>.050873</b>
2 Total of line 1, column (d)			<b>.231328</b>
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			<b>.046266</b>
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5			<b>4,263,628.</b>
5 Multiply line 4 by line 3			<b>197,261.</b>
6 Enter 1% of net investment income (1% of Part I, line 27b)			<b>3,523.</b>
7 Add lines 5 and 6			<b>200,784.</b>
8 Enter qualifying distributions from Part XII, line 4			<b>197,841.</b>

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 ► <input type="checkbox"/> and enter "N/A" on line 1.	(attach copy of letter if necessary-see instructions)	1	7,046.
b	Date of ruling or determination letter:			
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-)			
3	Add lines 1 and 2		2	0.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		3	7,046.
5	<b>Tax based on investment income.</b> Subtract line 4 from line 3. If zero or less, enter -0-		4	0.
6	Credits/Payments:		5	7,046.
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a		
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 <b>penalty</b> for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		112.
9	<b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b>	SEE STATEMENT 9	► 9	7,158.
10	<b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b>	► 10		
11	Enter the amount of line 10 to be: <b>Credited to 2013 estimated tax</b>	► Refunded	11	

**Part VII-A Statements Regarding Activities**

		<b>Yes</b>	<b>No</b>
1a		X	
1b		X	
1c		X	
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities.</i>	X	
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>	X	
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	X	
b	If "Yes," has it filed a tax return on <b>Form 990-T</b> for this year?	X	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i>	X	
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7	Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV.</i>	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ► <b>MN</b>	X	
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 <i>General Instruction G?</i> If "No," attach explanation	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? If "Yes," complete Part XIV	X	
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	X	

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

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11	X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12	X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X
Website address ► <u>WWW.TRUSTFORMEDITATION.ORG</u>		
14 The books are in care of ► <u>MARTHA BOLINGER</u>	Telephone no. ► <u>612-825-3116</u>	
Located at ► <u>3125 HOLMES AVE S #301, MINNEAPOLIS, MN</u>		ZIP+4 ► <u>55408</u>
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	► 15	N/A
16 At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►	16	Yes X No

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

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

	Yes	No
a 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?	<input type="checkbox"/> Yes	X No
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes	X No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes	X No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes	X 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)?	<input type="checkbox"/> Yes	X 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.)	<input type="checkbox"/> Yes	X No
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here	N/A	
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?	► 1b	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012?	<input type="checkbox"/> Yes	X No
If "Yes," list the years ► _____ , _____ , _____ , _____ , _____		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	N/A	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► _____ , _____ , _____ , _____	2b	
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes	X No
b If "Yes," did it have excess business holdings in 2012 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012.)	N/A	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	3b	
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?	4a	X
	4b	X

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

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

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

 Yes  No

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

 Yes  No

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

 Yes  No

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

 Yes  No

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

 Yes  Nob 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 X

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?

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

6b X

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

 Yes  No

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

N/A

7b

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 12		31,375.	0.	0.

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

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

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

►

0

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

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

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

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

0

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

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

Expenses

1	N/A	
2		
3		
4		

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

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

Amount

1	N/A	
2		
3		

All other program-related investments. See instructions.

3		
Total. Add lines 1 through 3	►	0.

Form 990-PF (2012)

**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	4,005,434.
b Average of monthly cash balances	1b	323,122.
c Fair market value of all other assets	1c	
d <b>Total</b> (add lines 1a, b, and c)	1d	4,328,556.
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	4,328,556.
4 Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	64,928.
5 <b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	5	4,263,628.
6 <b>Minimum investment return.</b> Enter 5% of line 5	6	213,181.

**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	213,181.
2a Tax on investment income for 2012 from Part VI, line 5	2a	7,046.
b Income tax for 2012. (This does not include the tax from Part VI.)	2b	
c Add lines 2a and 2b	2c	7,046.
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	206,135.
4 Recoveries of amounts treated as qualifying distributions	4	0.
5 Add lines 3 and 4	5	206,135.
6 Deduction from distributable amount (see instructions)	6	0.
7 <b>Distributable amount as adjusted.</b> Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	206,135.

**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	197,841.
b Program-related investments - total from Part IX-B	1b	0.
2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3 Amounts set aside for specific charitable projects that satisfy the:		
a Suitability test (prior IRS approval required)	3a	
b Cash distribution test (attach the required schedule)	3b	
4 <b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	197,841.
5 Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6 <b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	6	197,841.

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				206,135.
2 Undistributed income, if any, as of the end of 2012			29,866.	
a Enter amount for 2011 only				
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2012:				
a From 2007				
b From 2008				
c From 2009				
d From 2010				
e From 2011				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2012 from Part XII, line 4: ► \$ 197,841.			29,866.	
a Applied to 2011, but not more than line 2a				
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				167,975.
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:	0.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2011. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2012. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013				38,160.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2008				
b Excess from 2009				
c Excess from 2010				
d Excess from 2011				
e Excess from 2012				



**Part XV** Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<b>a Paid during the year</b>				
SEE SCHEDULE ATTACHED VARIOUS <u>VARIOUS, MN 55408</u>	NONE		VARIOUS	157,896.
<b>Total</b>			► 3a	157,896.
<b>b Approved for future payment</b>				
NONE				
<b>Total</b>			► 3b	0.

**Part XVI-A Analysis of Income-Producing Activities**

Enter gross amounts unless otherwise indicated.

**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)**

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

	Unrelated business income	Excluded by section 512, 513, or 514	(e) Related or exempt function income	
	(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)	0.	397,984.		0.
13 Total. Add line 12, columns (b), (d), and (e)	13	397,984.		

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

- 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**

- ## (2) Other assets

**b Other transactions:**

- (1) Sales of assets to a noncharitable exempt organization
  - (2) Purchases of assets from a noncharitable exempt organization
  - (3) Rental of facilities, equipment, or other assets
  - (4) Reimbursement arrangements
  - (5) Loans or loan guarantees
  - (6) Performance of services or membership or fundraising solicitations

- c Sharing of facilities, equipment, mailing lists, other assets, or paid employees

- 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.

- 2a** Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527?

Yes  No

- b** If "Yes," complete the following schedule.

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

**Sign  
Here**

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

May the IRS discuss this return with the preparer shown below (see instr.)?

**Signature of officer or trustee**

Date

Date \_\_\_\_\_

► TRUSTEE

**Title**

<b>Paid Preparer Use Only</b>	Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
	<b>NANCY S. LEHRMAN</b>	<i>Nancy Lehrman</i>	11-14-13		<b>P00160514</b>
	Firm's name ► <b>LEHRMAN, FLOM &amp; CO., P.L.L.P.</b>	Firm's EIN ► <b>41-0709514</b>			
Firm's address ► <b>600 HIGHWAY 169 SOUTH, SUITE 820 MINNEAPOLIS, MN 55426-1204</b>				Phone no. <b>(952)546-5306</b>	

FORM 990-PF

PART VIII - LIST OF OFFICERS, DIRECTORS  
TRUSTEES AND FOUNDATION MANAGERS

STATEMENT 12

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
REV WARD BAUMAN HOUSE OF PRAYER, PO BOX 5888 COLLEGEVILLE, MN 56321	TRUSTEE 0.00	0.	0.	0.
CAROLE BAKER 101 MAIN ST NE #11 MINNEAPOLIS, MN 55416	CHAIR, TRUSTEE 0.00	0.	0.	0.
CHARLES WRIGHT 2788 JACKSON ST LITTLE CANADA, MN 55117	INVESTMENTS COMMITTEE, TRU 0.00	0.	0.	0.
HELEN WELTER ST MICHAEL, MN 55376	TRUSTEE 0.00	0.	0.	0.
MARY WHITE 196 NO MOUNDS BLVD #4 ST PAUL, MN 55106	TRUSTEE 0.00	0.	0.	0.

FORM 990-PF

CORPORATE STOCK

STATEMENT

7

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
RBC - ANCHOR CAPITAL ADVISORS	182,062.	212,413.
RBC - AQR	220,776.	212,092.
RBC - HANSBERGER/THORNBURG	405,507.	466,934.
RBC - MONTAG & CALDWELL	575,139.	676,599.
RBC - SCHAFER CULLEN	587,715.	719,603.
RBC - TEMPLETON	709,891.	742,032.
RBC - WENTWORTH HAUSER & VIOLICH	281,545.	496,785.
TOTAL TO FORM 990-PF, PART II, LINE 10B	2,962,635.	3,526,458.

FORM 990-PF

CORPORATE BONDS

STATEMENT

8

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CHURCH OF THE OPEN DOOR MN	50,000.	50,000.
CLOVER HILL ASSEMBLY OF GOD	0.	0.
COLONIAL PRESBYTERIAN CHURCH MO	0.	0.
CORNERSTONE CMNTY CHURCH WILDOMAR	0.	0.
COVE CHURCH INC MOORSEVILLE	0.	0.
EAGLE BROOK CHURCH MN	35,000.	34,824.
FAITH COMMUNITY CHURCH MN	0.	0.
FALLS BAPTIST CHURCH MN	50,000.	50,000.
HOPE CHAPEL KIHEI HAWAII	47,000.	47,000.
JUDSON BAPTIST CHURCH	0.	0.
LIGHT GLOBAL MISSION CHURCH	96,386.	50,000.
LOOKOUT MOUNTAIN COMMUNITY CHURCH CO	50,000.	15,000.
Macedonia BAPTIST CHURCH	50,000.	50,000.
MT ZION CHURCH	48,000.	47,966.
NEW LIFE CHURCH WOODBURY	97,000.	96,490.
TOTAL TO FORM 990-PF, PART II, LINE 10C	523,386.	441,280.

## TRUST FOR THE MEDITATION PROCESS

CONTINUATION FOR 990-PF, PART IV  
41-6286503 PAGE 1 OF 2

## 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.)
a RBC WEALTH MGMT - 72059 - ST		VARIOUS	VARIOUS
b RBC WEALTH MGMT - 72059 - LT		VARIOUS	VARIOUS
c 7.881 SH AQR FDS MGMD		11/22/10	08/01/12
d 30.267 SH AQR FDS MGMD		11/22/10	10/23/12
e RBC WEALTH MGMT - 72056 - ST		VARIOUS	VARIOUS
f RBC WEALTH MGMT - 72056 - LT		VARIOUS	VARIOUS
g RBC WEALTH MGMT - 72052 - ST		VARIOUS	VARIOUS
h RBC WEALTH MGMT - 72052 - LT		VARIOUS	VARIOUS
i 21.94 SH TEMPLETON GLOBAL BOND		12/22/08	01/26/12
j 23.534 SH TEMPLETON GLOBAL BOND		12/22/08	04/24/12
k RBC WEALTH MGMT - 72060 - ST		VARIOUS	VARIOUS
l RBC WEALTH MGMT - 72060 - LT		VARIOUS	VARIOUS
m .319 SH EATON CORP		11/30/12	12/07/12
n RBC WEALTH MGMT - 72062 - LT		VARIOUS	VARIOUS
o 50,000 CLOVER HILL ASSEMBLY OF GOD		06/25/07	05/29/12

(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 13,973.		13,307.	666.
b 77,473.		62,741.	14,732.
c 77.		80.	<3.>
d 282.		308.	<26.>
e 127,723.		118,670.	9,053.
f 391,113.		285,413.	105,700.
g 8,088.		7,864.	224.
h 247,219.		185,180.	62,039.
i 285.		244.	41.
j 305.		261.	44.
k 157,257.		162,446.	<5,189.>
l 306,993.		296,137.	10,856.
m 17.		17.	0.
n 48,240.		17,762.	30,478.
o 50,000.		50,000.	0.

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			666.
b			14,732.
c			<3.>
d			<26.>
e			9,053.
f			105,700.
g			224.
h			62,039.
i			41.
j			44.
k			<5,189.>
l			10,856.
m			0.
n			30,478.
o			0.

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

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):

3

If gain, also enter in Part I, line 8, column (c).  
If (loss), enter "-0-" in Part I, line 8223591  
05-01-12

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## TRUST FOR THE MEDITATION PROCESS

CONTINUATION FOR 990-PF, PART IV  
41-6286503 PAGE 2 OF 2

## 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.)
a 50,000 COLONIAL PRESBYTERIAN CHURCH		03/26/04	VARIOUS
b 50,000 CORNERSTONE COMNTY CHURCH		10/01/08	09/18/12
c 50,000 COVE CHURCH INC		08/01/08	09/19/12
d 15,000 EAGLE BROOK CHURCH		06/17/04	VARIOUS
e 50,000 FAITH COMMUNITY CHURCH		05/26/04	05/31/12
f 50,000 JUDSON BAPTIST CHURCH		08/01/07	04/11/12
g 2,000 MT ZION CHURCH		07/31/07	07/02/12
h 1,000 NEW LIFE CHURCH		12/24/07	12/03/12
i CAPITAL GAINS DIVIDENDS			
j			
k			
l			
m			
n			
o			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 50,000.		50,000.	0.
b 50,000.		50,006.	<6.>
c 50,000.		50,006.	<6.>
d 15,000.		15,000.	0.
e 50,000.		50,000.	0.
f 50,000.		50,000.	0.
g 2,000.		2,000.	0.
h 1,000.		1,000.	0.
i 6,635.			6,635.
j			
k			
l			
m			
n			
o			

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			0.
b			<6.>
c			<6.>
d			0.
e			0.
f			0.
g			0.
h			0.
i			6,635.
j			
k			
l			
m			
n			
o			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2	235,238.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8 } 3		N/A

223591  
05-01-12

## TRUST FOR THE MEDITATION PROCESS

41-6286503

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

SOURCE	AMOUNT
ZIEGLER INVESTMENTS	51,005.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	51,005.

## FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
FIDELITY INVESTMENTS	6.	0.	6.
RBC - ANCHOR CAPITAL	8,472.	0.	8,472.
RBC - AQR	1,609.	0.	1,609.
RBC - HANSBERGER/THORNBURG	15,540.	0.	15,540.
RBC - MONTAG & CALDWELL	16,563.	0.	16,563.
RBC - SCHAFER CULLEN	34,356.	0.	34,356.
RBC - TEMPLETON	30,998.	6,635.	24,363.
RBC - WENTWORTH HAUSER & VIOЛИCH	10,832.	0.	10,832.
TOTAL TO FM 990-PF, PART I, LN 4	118,376.	6,635.	111,741.

## FORM 990-PF ACCOUNTING FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	5,550.	2,775.		2,775.
TO FORM 990-PF, PG 1, LN 16B	5,550.	2,775.		2,775.

FORM 990-PF	OTHER PROFESSIONAL FEES	STATEMENT	4
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT ADVISOR	34,989.	34,989.		0.
TO FORM 990-PF, PG 1, LN 16C	34,989.	34,989.		0.

FORM 990-PF	TAXES	STATEMENT	5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
EXCISE TAX	5,276.	5,276.		0.
FOREIGN TAXES	2,591.	2,591.		0.
MN FILING FEE	50.	50.		0.
TO FORM 990-PF, PG 1, LN 18	7,917.	7,917.		0.

FORM 990-PF	OTHER EXPENSES	STATEMENT	6
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
OFFICE SUPPLIES	210.	0.		210.
POSTAGE AND DELIVERY	520.	0.		521.
TELEPHONE	532.	0.		533.
MARKETING	525.	0.		525.
MISCELLANEOUS	680.	0.		681.
TO FORM 990-PF, PG 1, LN 23	2,467.	0.		2,470.

## TRUST FOR THE MEDITATION PROCESS

41-6286503

MARTHA BOLINGER 3125 HOLMES AVE S #301 MINNEAPOLIS, MN 55408	DIRECTOR 5.00	31,375.	0.	0.
PAUL TAYLOR EDINA, MN 55435	TRUSTEE 0.00	0.	0.	0.
DEBORAH CHERNICK 2170 HIGHLAND PARKWAY ST PAUL, MN 55116	CHAIR INVESTMENTS, TRUSTEE 0.00	0.	0.	0.
MICHAEL LILJA EDINA, MN 55435	TRUSTEE 0.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		31,375.	0.	0.

FORM 990-PF

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

STATEMENT 13

## NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

MARTHA BOLINGER, TRUST FOR THE MEDITATION PROCESS  
2751 HENNPIN AVE S #259  
MINNEAPOLIS, MN 55408

## TELEPHONE NUMBER

612-825-3116

## FORM AND CONTENT OF APPLICATIONS

SEE ATTACHED

## ANY SUBMISSION DEADLINES

MAY 1ST OF EACH YEAR

## RESTRICTIONS AND LIMITATIONS ON AWARDS

501(C)3 OR FOREIGN EQUIVALENT; PROJECT SHOULD INITIATE, EXPAND, OR ENHANCE THE PRACTICE OF MEDITATION IN THE CHRISTIAN CONTEMPLATIVE TRADITION OR ENCOURAGE DIALOGUE AND COOPERATION AMONG CONTEMPLATIVE TRADITIONS IN ALL RELIGIONS.



## **2012 Grants Awarded**

*Canadian Christian Meditation Community*

Winnipeg MB CANADA \$1,100

For 6 National Conference Scholarships and 2 Schools for Teachers

*Christos Center for Spiritual Formation*

Lino Lakes MN \$4,000

For faculty hororaria in the contemplative prayer portion of the spiritual direction program

*Clatsop County Youth Care Center*

Astoria, OR \$5,000

Clatsop County Juvenile Department's YCC program is believed to be the only one in the state to adopt meditation-based mindfulness practice into its detention system.

*Contemplative Outreach*

Butler NJ \$10,000

For further support of web redesign

*Contemplative Outreach of Colorado*

Denver, CO \$4,000

To foster the process of transformation in Christ in one another through the practice of prayer

*Earth and Spirit Center*

Louisville, KY \$4,000

To inspire, educate and mobilize religious institutions and people of faith to assume an active role in caring for God's creation.

*Episcopal House of Prayer*

Collegeville, MN \$6,900

Year two of a two year outreach initiative

*Hesed Community*

Oakland CA \$5,000

For a new governance structure and leadership transition in an urban meditation community

*International Friendship through the Performing Arts*  
Eagan, MN \$5,000  
For a mindfulness program at the Open World Learning Community.

*Inward Bound Mindfulness Education*  
Florence, MA \$10,000  
For mindfulness retreats and programs

*Let's Start, Inc.*  
St Louis MO \$10,000  
Aims to break the cycle of incarceration in families

*Liberty Presbyterian Church*  
Liberty OH \$4,807  
To help people connect or reconnect with our Lord and build a lifetime of discipleship.

*Mindful Schools*  
Oakland, CA \$25,000  
To help people learn mindfulness.

*New Creation Builders*  
Bloomington, MN \$4,420  
To help with rehabilitation.

*Northeast Guild for Spiritual Formation*  
Bass Harbor ME \$1,200  
For 3-day retreats by recognized Christian contemplatives.

*Parkdale Activity Recreation Centre*  
Toronto ON Canada \$2,000  
For speaker honorarium and travel for a conference on contemplative practice and the arts.

*Prison Dharma Network*  
Boulder CO \$25,000  
For Path of Freedom programs and Prison Chaplain Outreach

*Shalem Institute for Spiritual Formation*  
Washington DC \$7,700  
For a meditation and contemplative prayer outreach program in South Korea

*University of Notre Dame*  
Notre Dame, IN \$2,819  
Education

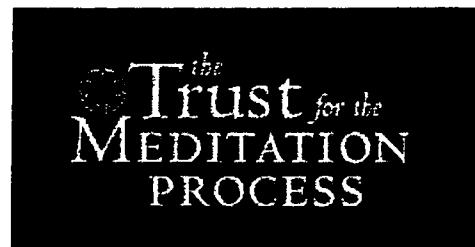
*University of Redlands*  
Redlands, CA \$5,000  
Education and holistic culture

*University of WI - Stout*  
Menomonie, WI \$450  
Education

*Vinland National Center*  
Loretto, MN \$2,500  
To enable individuals with disabilities to live productively

**WCCM - USA**  
Oro Valley AZ \$12,000  
To support the John Main Center at Georgetown University

Total: \$157,896



2751 Hennepin Ave. S. #259  
Minneapolis, MN 55408  
[www.trustformeditation.org](http://www.trustformeditation.org)

*There is no greater need in the church and in the world today, than for the renewed understanding that the call to deep prayer is universal. Unity among Christians as well as...unity among different races and creeds rests upon our finding the inner principle of unity as a personal experience within our own hearts.*

**John Main**  
*Word into Silence*

## MISSION

The Trust for the Meditation Process is a charitable foundation encouraging meditation and contemplative practice among Christians. We make grants to nonprofit organizations that reclaim and teach Christian contemplative traditions, that introduce meditation in the Christian community or that further our understanding of contemplative practice in all spiritual traditions.

## VISION AND VALUES

We believe contemplative practice transforms the way we see ourselves and our world. It awakens us to the sacredness of all life and to the inner stillness which reveals God's presence in us. It guides us in the process of becoming fully human and develops our capacity for compassionate action in society.

In the spiritual traditions of the West and the East, meditation is an essential way to make us fully present to God, to ourselves and to creation.

In a culture that neglects, even discourages, quiet, inner knowledge, the need to rediscover and value our contemplative traditions is very great. We need their infusion of meaning and balance to counter the relentless pace, stress and materialism of modern life.

We especially need contemplative practice in the Christian community, since that historic tradition is largely unacknowledged and the potential for impact, vast.

## **GRANT GUIDELINES**

Our focus is short-term projects where a small grant can make a credible impact and result in clearly identifiable outcomes. We make 20 to 40 grants annually. Initial awards are typically small – \$3,000 to \$5,000 – and projects funded include:

- Workshops, lectures or retreats
- Sabbaticals, retreats and other development for meditation teachers or group leaders.
- Books, supplies and equipment for meditation and spiritual growth centers.
- Efforts to better expand and build the capacity of programs in Christian contemplation and address barriers to practice.
- Research on meditation, East/West meditation dialogue, and meditation curriculum development.
- Publications that effectively spread critical perspectives on meditation.

Because contemplative practice is a worldwide movement, we do not limit grants to the United States. Grants to endowment and capital campaigns are very rare. We do not contribute to annual fundraising or membership appeals.

## **WHAT WE LOOK FOR**

Here are some of the key questions we ask when evaluating a proposal:

### **Is the project within our mission?**

- Does it initiate, expand or enhance meditation instruction, practice or understanding?
- Does it have a Christian audience, draw from Christian contemplative traditions, or further dialogue and cooperation among contemplative traditions in all religions?
- Does the project focus on meditation practice rather than another aspect or method of prayer or spiritual development?

### **Is it of the highest quality?**

- Does it use a recognized teacher, speaker or leader with appropriate training and an extensive personal meditation practice?
- Is the quality of teaching and the meditation experience central to the project?

### **What kind and level of impact might the project make?**

- Does the project have a specific audience in mind as well as specific plans for reaching them?

- Is it reaching new or underserved audiences or audiences where the need is especially great or the potential for impact significant? Possibilities include young people, people facing illness, trauma or loss, people in poverty or in prison, and people dealing with addictions.
- For ongoing meditation groups, is the effort developing a meditation community that might ultimately be self-sustaining?
- Will a small grant such as ours make a significant difference to the project?

**What is the administrative capacity of the sponsoring organization?**

- Does the project have the support of the organization's leadership?
- Is the organization sufficiently organized and funded to achieve its goals?
- Where appropriate, has the organization evaluated the project's potential for income generation?
- Does the organization show efforts to evaluate and adapt their work?

## How To Apply

**First:** review our website at [www.trustformeditation.org](http://www.trustformeditation.org) for full guidelines and representative grants. Then call us or use our on-line inquiry form to briefly describe your project.

We're pleased to help you assess if your project falls within our mission. We can also let you know if the Trust has supported similar projects. If you haven't previously applied to the Trust, we especially encourage you to talk with our staff before submitting a full proposal.

See contact us on our website, [www.trustformeditation.org](http://www.trustformeditation.org), for our phone number and the online inquiry form.

However, you reach us, we'll want to know a little bit about:

- Your organization and who it serves
- What you want us to fund
- Why the project is important now
- How much it will cost and how much you want the Trust to contribute

**Second:** if your project meets our guidelines, send a full proposal

The Trust currently awards grants once a year. Grant applications should be postmarked by March 1st. Awards will be announced in August. Applications should follow the Proposal Checklist instructions listed on our website.



## **TRUST FOR THE MEDITATION PROCESS**

### **REQUIRED STATEMENT UNDER REG. 53.4945-5 (d) TO MEET THE REQUIREMENTS OF SECTION 4945 (h)**

Verification of Expenditure Responsibility

**Grantee:** Parkdale Activity Recreation Centre

**Address:** 208 Osler St.  
Toronto ON  
Canada M6N2W1

**Grant Date:** 5-31-12

**Grant Amount:** US\$2,000.00

**Grant Purpose:** For speaker honorarium and travel for a conference on contemplative practice and the arts.

**Amounts expended by grantee:** None. Project has been delayed until Fall 2013, due to changes in the speaker's schedule. Next report is due 3/1/14.  
(Based on last report received)

Has the grantee diverted any portion of the funds from the purpose of the grant? No

Dates of any reports received from grantee: March 2013

Was any verification of the grantee reports deemed necessary? No

If so, state the date and results of such verification:

BY: Martha Bolinger  
TITLE: Director DATE: August 20, 2013

This form must be attached to Form 990 until grantee has reported in full on all granted funds.

## **TRUST FOR THE MEDITATION PROCESS**

### **REQUIRED STATEMENT UNDER REG. 53.4945-5 (d) TO MEET THE REQUIREMENTS OF SECTION 4945 (h)**

Verification of Expenditure Responsibility

**Grantee: Canadian Christian Meditation Community**

**Address:** **58 Thatcher Drive  
Winnipeg, Manitoba  
Canada R3T 2LC**

**Grant Date:** **5-31-12**

**Grant Amount:** **US\$1,100**

**Grant Purpose:** **For facilitator travel to Schools for Teachers.**

**Amounts expended by grantee:** **US\$1,100.00**  
(Based on last report received)

Has the grantee diverted any portion of the funds from the purpose of the grant? **No**.

Dates of any reports received from grantee: **March 2013**

Was any verification of the grantee reports deemed necessary? **No**.

If so, state the date and results of such verification:

**BY:** **Martha Bolinger**  
**TITLE:** Director      **DATE:** August 20, 2013

**This form must be attached to Form 990 until grantee has reported in full on all granted funds.**

**TRUST FOR MEDITATION PROCESS**  
**ANCHOR MV**



Account number:  
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**TAXABLE INCOME**  
*(continued)*

DESCRIPTION	AMOUNT	DESCRIPTION	AMOUNT
Other		Total Other	\$24.92
			<b>\$8,497.28</b>

**TOTAL TAXABLE INCOME**

**TAXES WITHHELD**

DATE	DESCRIPTION	AMOUNT	COMMENTS
01/03/12	NEXEN INC	-\$1.42	
04/02/12	NEXEN INC	-\$1.62	
07/03/12	NEXEN INC	-\$1.60	
10/01/12	NEXEN INC	-\$1.04	
	<b>TOTAL TAXES WITHHELD</b>	<b>-\$5.68</b>	

**SCHEDULE OF REALIZED GAINS AND LOSSES**

THIS YEAR			
<b>Total Realized Gain or Loss</b>			15,398.40
<b>Short-term</b>			665.95
<b>Long-term</b>			14,732.45

QUANTITY	DESCRIPTION	SYMBOL	OPEN DATE	NET COST	CLOSE DATE	NET PROCEEDS	REALIZED GAIN/LOSS
<b>Short Term</b>							
131,000	AECOM TECHNOLOGY CORPORATION	ACM	06/06/11	3,591.48	06/06/12	2,116.78	-1,474.70
5,000	AECOM TECHNOLOGY CORPORATION	ACM	08/23/11	98.35	06/06/12	80.79	-17.56
143,000	EL PASO CORPORATION	28336L109	09/12/11	2,593.83	01/25/12	3,838.10	1,244.27
0.550	EXELON CORPORATION	EXC	10/10/11	22.36	03/19/12	21.53	-0.83



**RBC Wealth Management**

A division of RBC Capital Markets, LLC. Member NYSE/FINRA/SIPC.

## **CONSULTING SOLUTIONS ACCOUNT STATEMENT 2012 ANNUAL STATEMENT**

Account number:  
310-72059  
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QUANTITY	DESCRIPTION	SYMBOL	OPEN DATE	NET COST	CLOSE DATE	NET PROCEEDS	REALIZED GAIN/LOSS
<b>Short Term</b>							
5,000	EXELON CORPORATION	EXC	10/10/11	203.29	07/26/12	194.54	-8.75
20,000	M & T BANK CORP	MTB	10/13/11	1,496.05	07/26/12	1,706.96	210.91
80,000	NEXEN INC	NXY	08/18/11	1,599.75	07/26/12	2,047.15	447.40
25,000	SONOCO PRODUCTS CO	SON	09/22/11	740.48	07/26/12	740.48	0.00
35,000	SUN COMMUNITIES INC	SUI	01/13/12	1,311.12	07/26/12	1,600.16	289.04
10,000	SUNTRUST BANKS INC	STI	10/19/11	189.54	07/26/12	232.99	43.45
13,000	ULTRA PETROLEUM CORP	UPL	08/29/12	267.31	10/01/12	297.86	30.55
15,000	W R GRACE & CO-DEL NEW	GRA	02/02/12	808.59	07/26/12	850.63	42.04
16,000	WEATHERFORD INTERNATIONAL LTD SWITZERLAND	WFT	02/03/11	384.46	01/04/12	244.59	-139.87
<b>Short Term Subtotal</b>				<b>13,306.61</b>	<b>13,972.56</b>	<b>665.95</b>	
QUANTITY	DESCRIPTION	SYMBOL	OPEN DATE	NET COST	CLOSE DATE	NET PROCEEDS	REALIZED GAIN/LOSS
<b>Long Term</b>							
97,000	ACTIVISION BLIZZARD INC	ATVI	08/12/10	1,055.66	07/26/12	1,145.58	89.92
18,000	ACTIVISION BLIZZARD INC	ATVI	09/30/10	194.76	07/26/12	212.58	17.82
196,000	ACTIVISION BLIZZARD INC	ATVI	09/30/10	2,120.72	09/10/12	2,346.10	225.38
47,000	AMERICAN CAPITAL AGENCY CORP COMMON STOCK	AGNC	06/08/11	1,439.79	07/26/12	1,640.73	200.94
13,000	AMERICAN CAPITAL AGENCY CORP COMMON STOCK	AGNC	06/23/11	373.16	07/26/12	453.82	80.66
37,000	ANALOG DEVICES INC	ADI	06/12/09	935.36	07/26/12	1,413.73	478.37
3,000	ANALOG DEVICES INC	ADI	12/02/09	91.23	07/26/12	114.63	23.40
11,000	ANNALY CAPITAL MANAGEMENT INC	NLY	12/24/08	174.97	06/26/12	188.31	13.34
20,000	ANNALY CAPITAL MANAGEMENT INC	NLY	12/24/08	318.12	07/26/12	347.19	29.07
60,000	ANNALY CAPITAL MANAGEMENT INC	NLY	02/10/09	909.00	07/26/12	1,041.57	132.57
75,000	AVERY DENNISON CORP	AVY	01/28/11	3,103.15	07/26/12	2,254.44	-848.71

**TRUST FOR MEDITATION PROCESS  
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QUANTITY	DESCRIPTION	SYMBOL	OPEN DATE	NET COST	CLOSE DATE	PROCEEDS	REALIZED GAIN/LOSS
<b>Long Term</b>							
97.000	BABCOCK & WILCOX CO NEW	BWC	12/24/08	796.74	07/26/12	2,347.69	1,550.95
8.000	BABCOCK & WILCOX CO NEW	BWC	09/13/10	175.87	07/26/12	193.62	17.75
70.000	BRANDYWINE REALTY TRUST-SBI NEW	BDN	12/24/08	467.84	07/26/12	825.28	357.44
40.000	BROADRIDGE FINANCIAL SOLUTIONS INC	BR	12/24/08	481.20	07/26/12	840.38	359.18
75.000	CABLEVISION SYSTEMS CORP-CL A CABLEVISION NY GROUP COM	CVC	12/24/08	676.40	07/26/12	1,111.47	435.07
20.000	CHUBB CORP	CB	06/10/09	824.04	07/26/12	1,394.36	570.32
10.000	CLOROX CO	CLX	11/09/09	613.13	07/26/12	728.28	115.15
47.000	CONSOLIDATED EDISON INC	ED	12/24/08	1,803.81	01/06/12	2,789.15	985.34
0.049	DUKE ENERGY CORPORATION HOLDING COMPANY NEW	DUK	12/24/08	2.20	07/05/12	3.39	1.19
25.000	DUKE ENERGY CORPORATION HOLDING COMPANY NEW	DUK	12/24/08	1,106.99	07/26/12	1,677.21	570.22
15.000	ENDURANCE SPECIALTY HOLDINGS LTD	ENH	12/24/08	432.75	07/26/12	518.68	85.93
15.000	ENTERGY CORP NEW	ETR	12/24/08	1,216.95	07/26/12	1,070.37	-146.58
130.000	FIRST AMERICAN FINANCIAL CORPORATION	FAF	01/10/11	1,927.33	07/26/12	2,217.76	290.43
21.000	GENUINE PARTS CO	GPC	12/24/08	770.91	07/26/12	1,320.66	549.75
4.000	GENUINE PARTS CO	GPC	10/15/10	190.65	07/26/12	251.55	60.90
54.000	GREAT PLAINS ENERGY INC	GXP	12/24/08	1,010.88	03/12/12	1,081.32	70.44
10.000	GREAT PLAINS ENERGY INC	GXP	04/23/09	144.16	03/12/12	200.24	56.08
37.000	GREAT PLAINS ENERGY INC	GXP	04/23/09	533.39	07/26/12	816.94	283.55
3.000	GREAT PLAINS ENERGY INC	GXP	10/30/09	52.28	07/26/12	66.24	13.96
106.000	GREAT PLAINS ENERGY INC	GXP	10/30/09	1,847.35	08/03/12	2,340.61	493.26
30.000	H J HEINZ CO	HNZ	11/16/09	1,266.11	07/26/12	1,652.66	386.55



**CONSULTING SOLUTIONS  
ACCOUNT STATEMENT  
2012 ANNUAL STATEMENT**

QUANTITY	DESCRIPTION	SYMBOL	OPEN DATE	NET COST	CLOSE DATE	NET PROCEEDS	REALIZED GAIN/LOSS
<b>Long Term</b>							
8.000	HAEMONETICS CORP-MASS	HAE	03/14/11	\$10.00	07/26/12	586.70	76.70
7.000	HAEMONETICS CORP-MASS	HAE	03/15/11	440.49	07/26/12	513.37	72.88
10.000	HASBRO INC	HAS	12/24/08	292.69	07/26/12	347.79	55.10
45.000	HCP INC	HCP	12/24/08	1,079.91	07/26/12	2,072.65	992.74
30.000	HEALTH CARE REIT INC	HCN	12/24/08	1,129.42	07/26/12	1,826.05	696.63
75.000	HUDSON CITY BANCORP INC	HCBK	09/23/10	908.54	07/26/12	443.24	-465.30
70.000	INVEESCO LTD	IVZ	01/18/11	1,750.52	07/26/12	1,490.27	-260.25
55.000	MATTEL INC	MAT	12/24/08	833.77	07/26/12	1,894.16	1,060.39
25.000	MATTEL INC	MAT	03/10/10	570.38	07/26/12	860.98	290.60
7.000	MCKESSON CORP	MCK	04/07/10	465.08	07/26/12	645.10	180.02
13.000	MCKESSON CORP	MCK	05/17/10	884.64	07/26/12	1,198.05	313.41
65.000	NEW YORK COMMUNITY BANCORP INC	NYCB	12/03/09	779.81	07/26/12	820.28	40.47
55.000	NISOURCE INC COM	NI	12/24/08	580.80	07/26/12	1,393.66	812.86
5.000	OLD REPUBLIC INTL CORP	ORI	12/24/08	53.80	07/26/12	39.59	-14.21
40.000	OMNICOM GROUP INC	OMC	04/27/10	1,721.58	07/26/12	1,979.15	257.57
31.000	RANGE RESOURCES CORP	RRC	12/24/08	948.60	03/23/12	1,833.81	885.21
13.000	RANGE RESOURCES CORP	RRC	12/24/08	397.80	03/26/12	772.35	374.55
19.000	RANGE RESOURCES CORP	RRC	12/24/08	581.40	05/07/12	1,204.74	623.34
14.000	RANGE RESOURCES CORP	RRC	09/23/09	721.95	05/07/12	887.70	165.75
11.000	RANGE RESOURCES CORP	RRC	12/16/09	534.74	05/07/12	697.48	162.74
5.000	RANGE RESOURCES CORP	RRC	11/16/10	203.85	05/07/12	311.04	113.19
10.000	ROCKWELL COLLINS INC	COL	12/24/08	360.60	07/26/12	490.58	129.98
116.000	RTS SANOFI CONTINGENT VALUE RT	GCVRZ	05/09/11	273.06	07/26/12	167.05	-106.01

**TRUST FOR MEDITATION PROCESS  
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QUANTITY	DESCRIPTION	SYMBOL	OPEN DATE	NET COST	CLOSE DATE	NET PROCEEDS	REALIZED GAIN/LOSS
<b>Long Term</b>							
279,000	RTS SANOFI CONTINGENT VALUE RT	GCVRZ	06/06/11	683.55	07/26/12	401.77	-281.78
276,000	RTS SANOFI CONTINGENT VALUE RT	GCVRZ	06/06/11	676.20	09/27/12	461.51	-214.69
53,000	RTS SANOFI CONTINGENT VALUE RT	GCVRZ	06/07/11	129.85	09/27/12	88.62	-41.23
40,000	SCANA CORPORATION NEW	SCG	02/10/09	1,374.00	07/26/12	1,935.55	561.55
56,000	SEADRILL LIMITED SHS US LISTED	SDRL	11/05/10	1,859.13	03/13/12	2,139.79	280.66
31,000	SEADRILL LIMITED SHS US LISTED	SDRL	11/05/10	1,029.16	04/11/12	1,122.60	93.44
45,000	SEADRILL LIMITED SHS US LISTED	SDRL	02/08/11	1,582.11	04/11/12	1,629.59	47.48
35,000	SEMIRA ENERGY	SRE	12/24/08	1,389.15	07/26/12	2,425.09	1,035.94
30,000	ST JUDE MEDICAL INC	STJ	12/24/08	968.70	07/26/12	1,093.77	125.07
20,000	TELEPHONE & DATA SYSTEM INC NEW	TDS	12/24/08	551.71	07/26/12	459.38	-92.33
15,000	ULTRA PETROLEUM CORP	UPL	12/24/08	469.65	07/26/12	334.94	-134.71
93,000	ULTRA PETROLEUM CORP	UPL	12/24/08	2,911.83	10/01/12	2,130.81	-781.02
10,000	ULTRA PETROLEUM CORP	UPL	08/23/11	320.90	10/01/12	229.12	-91.78
9,000	WEATHERFORD INTERNATIONAL LTD SWITZERLAND	WFT	04/30/10	163.86	01/04/12	137.58	-26.28
144,000	WEATHERFORD INTERNATIONAL LTD SWITZERLAND	WFT	10/28/10	2,432.76	01/04/12	2,201.33	-231.43
91,000	WEATHERFORD INTERNATIONAL LTD SWITZERLAND	WFT	11/05/10	1,726.70	01/04/12	1,391.12	-335.58
45,000	XCEL ENERGY INC	XEL	12/24/08	803.70	07/26/12	1,308.57	504.87
15,000	ZIMMER HOLDINGS INC	ZMH	12/24/08	586.80	07/26/12	893.07	306.27
<b>Long Term Subtotal</b>				62,740.59	77,472.54		14,732.45
<b>TOTAL REALIZED GAIN OR LOSS</b>				74,046.70	91,445.70		15,398.40

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**TAXABLE INCOME**  
*(continued)*

**Dividends**

DESCRIPTION	AMOUNT	DESCRIPTION	AMOUNT
US GOVT MONEY MARKET FUND RBC RESERVE CLASS	\$5.82	VISA INC CL A COMMON STOCK	\$212.96
WELLS FARGO & CO	\$215.60	Total Dividends	<b>\$16,562.69</b>
Other			

**Other**

DESCRIPTION	AMOUNT	DESCRIPTION	AMOUNT
EXPRESS SCRIFTS HOLDING COMPANY	\$20.58	KRAFT FOODS GROUP INC COM	\$15.40
		Total Other	<b>\$35.98</b>

**TOTAL TAXABLE INCOME**

**TAXES WITHHELD**

DATE	DESCRIPTION	AMOUNT	COMMENTS
03/22/12	UNILEVER N V NEW YORK SHS NEW ADR	-\$22.64	
06/13/12	UNILEVER N V NEW YORK SHS NEW ADR	-\$24.42	
09/12/12	UNILEVER N V NEW YORK SHS NEW ADR	-\$22.43	
12/12/12	UNILEVER N V NEW YORK SHS NEW ADR	-\$19.43	
	<b>TOTAL TAXES WITHHELD</b>	<b>-\$88.92</b>	

**SCHEDULE OF REALIZED GAINS AND LOSSES**

	THIS YEAR
<b>Total Realized Gain or Loss</b>	<b>114,753.13</b>
<b>Short-term</b>	<b>9,053.38</b>
<b>Long-term</b>	<b>105,699.75</b>



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<b>Short Term</b>							
16.000	AMAZON.COM INC	AMZN	01/26/12	3,086.31	07/27/12	3,778.29	691.98
14.000	AMAZON.COM INC	AMZN	01/26/12	2,700.52	08/16/12	3,340.60	640.08
11.000	AMAZON.COM INC	AMZN	01/26/12	2,121.84	10/01/12	2,773.19	651.35
3.000	AMAZON.COM INC	AMZN	01/26/12	578.68	10/02/12	751.53	172.85
26.000	AMAZON.COM INC	AMZN	02/01/12	4,567.27	10/02/12	6,513.22	1,945.95
2.000	AMAZON.COM INC	AMZN	02/01/12	351.33	10/03/12	501.93	150.60
134.000	AMERISOURCEBERGEN CORP	ABC	06/08/11	5,472.87	05/07/12	4,822.27	-650.60
329.000	CISCO SYSTEMS INC	CSCO	10/27/11	6,047.84	05/10/12	5,590.27	-457.57
112.000	CISCO SYSTEMS INC	CSCO	10/27/11	2,058.84	05/11/12	1,864.25	-194.59
198.000	CISCO SYSTEMS INC	CSCO	11/10/11	3,706.54	05/11/12	3,295.74	-410.80
197.000	CISCO SYSTEMS INC	CSCO	12/27/11	3,663.33	05/11/12	3,279.09	-384.24
89.000	EBAY INC	EBAY	03/13/12	3,281.03	10/08/12	4,261.05	980.02
75.000	EBAY INC	EBAY	03/13/12	2,764.91	10/31/12	3,645.67	880.76
63.000	EMC CORP-MASS	EMC	02/02/12	1,637.22	10/31/12	1,542.20	-95.02
73.000	EMERSON ELECTRIC CO	EMR	08/11/11	3,291.91	03/07/12	3,587.98	296.07
0.360	EXPRESS SCRIPTS HOLDING COMPANY	ESRX	06/07/11	20.34	04/05/12	20.58	0.24
341.000	GENERAL ELECTRIC CO	GE	12/19/11	5,755.06	10/31/12	7,229.54	1,474.48
130.000	GENERAL ELECTRIC CO	GE	12/19/11	2,194.01	12/19/12	2,750.33	556.32
110.000	GENERAL ELECTRIC CO	GE	12/22/11	1,971.49	12/19/12	2,327.21	355.72
78.000	HALLIBURTON CO	HAL	05/24/11	3,701.29	04/26/12	2,614.15	-1,087.14
91.000	HALLIBURTON CO	HAL	06/02/11	4,556.43	04/26/12	3,049.84	-1,506.59
176.000	JUNIPER NETWORKS	JNPR	04/25/12	3,648.04	10/31/12	2,898.91	-749.13
40.666	KRAFT FOODS GROUP INC	KRFT	09/14/12	1,711.24	12/11/12	1,821.12	109.88
127.000	LAS VEGAS SANDS CORP	LVS	02/03/12	6,543.65	08/15/12	4,997.34	-1,546.31

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<b>Short Term</b>							
33.000	LAS VEGAS SANDS CORP	LVS	02/03/12	1,700.32	10/31/12	1,499.81	-200.51
135.000	MEDCO HEALTH SOLUTIONS INC	58405U102	06/07/11	7,721.24	04/03/12	10,065.18	2,343.94
80.000	MEDCO HEALTH SOLUTIONS INC	58405U102	06/16/11	4,446.84	04/03/12	5,964.55	1,517.71
54.000	MEDCO HEALTH SOLUTIONS INC	58405U102	08/24/11	2,900.23	04/03/12	4,026.07	1,125.84
16.000	MEDCO HEALTH SOLUTIONS INC	58405U102	08/24/11	926.14	04/03/12	1,192.91	266.77
71.000	MEDCO HEALTH SOLUTIONS INC	58405U102	10/28/11	3,869.43	04/03/12	5,293.54	1,424.11
42.000	ORACLE CORP	ORCL	01/21/11	1,366.80	01/10/12	1,146.94	-219.86
64.000	PHILIP MORRIS INTERNATIONAL INC	PM	07/09/12	5,716.99	10/31/12	5,716.99	0.00
79.000	STARBUCKS CORP	SBUX	06/14/12	4,128.46	10/31/12	3,588.88	-539.58
99.000	UNILEVER N V NEW YORK SHS NEW ADR	UN	11/29/11	3,256.98	10/31/12	3,653.16	396.18
37.000	VISA INC CL A COMMON STOCK	V	07/01/11	3,219.30	05/31/12	4,272.89	1,053.59
119.000	WELLS FARGO & CO	WFC	05/07/12	3,985.20	10/31/12	4,046.08	60.88
<b>Short Term Subtotal</b>							
QUANTITY	DESCRIPTION	SYMBOL	OPEN DATE	NET COST	CLOSE DATE	NET PROCEEDS	REALIZED GAIN/LOSS
<b>Long Term</b>							
62.000	ABBOTT LABORATORIES	ABT	12/24/08	3,261.36	07/13/12	4,049.94	788.58
116.000	ABBOTT LABORATORIES	ABT	12/24/08	6,101.89	10/31/12	7,628.15	1,526.26
69.000	ACCENTURE PLC IRELAND SHS CL A	ACN	11/05/10	3,143.63	05/08/12	4,071.78	928.15
6.000	ACCENTURE PLC IRELAND SHS CL A	ACN	12/17/10	302.97	05/08/12	354.07	51.10
79.000	ACCENTURE PLC IRELAND SHS CL A	ACN	12/17/10	3,989.14	06/27/12	4,419.78	430.64
11.000	ACCENTURE PLC IRELAND SHS CL A	ACN	12/17/10	555.45	10/31/12	744.57	189.12



RBC Wealth Management

KIIS C.

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<b>Long Term</b>							
31.000	ACCENTURE PLC IRELAND SHS CL A	ACN	01/19/11	1,553.57	10/31/12	2,098.34	544.77
39.000	ALLERGAN INC	AGN	12/24/08	1,405.95	06/14/12	3,570.92	2,164.97
45.000	ALLERGAN INC	AGN	12/24/08	1,622.25	06/28/12	4,032.11	2,409.86
64.000	ALLERGAN INC	AGN	12/24/08	2,307.20	10/31/12	5,728.52	3,421.32
72.000	AMERISOURCEBERGEN CORP	ABC	06/29/11	2,966.96	10/31/12	2,860.49	-106.47
21.000	AMERISOURCEBERGEN CORP	ABC	08/09/11	805.36	10/31/12	834.31	28.95
6.000	APPLE INC	AAPL	08/12/10	1,501.92	02/14/12	3,022.88	1,520.96
8.000	APPLE INC	AAPL	08/12/10	2,002.56	03/20/12	4,775.91	2,773.35
6.000	APPLE INC	AAPL	08/12/10	1,501.92	04/09/12	3,809.39	2,307.47
1.000	APPLE INC	AAPL	08/20/10	250.38	04/09/12	634.90	384.52
6.000	APPLE INC	AAPL	08/20/10	1,502.29	09/19/12	4,212.34	2,710.05
5.000	APPLE INC	AAPL	08/20/10	1,251.90	10/31/12	2,969.01	1,717.11
2.000	APPLE INC	AAPL	02/11/11	714.20	10/31/12	1,187.60	473.40
12.000	APPLE INC	AAPL	02/11/11	4,285.21	10/31/12	7,094.60	2,809.39
52.000	BED BATH & BEYOND INC	BBBY	04/12/11	2,811.29	06/11/12	3,672.91	861.62
47.000	BED BATH & BEYOND INC	BBBY	04/12/11	2,540.97	10/31/12	2,704.79	163.82
11.000	BED BATH & BEYOND INC	BBBY	04/18/11	608.20	10/31/12	633.03	24.83
42.000	BED BATH & BEYOND INC	BBBY	04/18/11	2,322.20	11/15/12	2,397.26	75.06
13.000	BED BATH & BEYOND INC	BBBY	04/18/11	718.78	11/16/12	728.33	9.55
43.000	CAMERON INTERNATIONAL CORPORATION	CAM	06/25/09	1,232.13	10/31/12	2,090.24	858.11
44.000	CAMERON INTERNATIONAL CORPORATION	CAM	07/26/10	1,707.87	10/31/12	2,138.86	430.99
211.000	COCA COLA COMPANY (THE)	KO	12/24/08	4,667.16	10/31/12	7,866.22	3,199.06
20.000	COLGATE PALMOLINE CO	CL	09/02/09	1,436.83	07/23/12	2,059.99	623.16

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<b>Long Term</b>							
20.000	COLGATE PALMOLIVE CO	CL	09/10/09	1,461.53	07/23/12	2,059.99	598.46
16.000	COLGATE PALMOLIVE CO	CL	09/10/09	1,169.23	10/31/12	1,662.52	493.29
34.000	COLGATE PALMOLIVE CO	CL	10/30/09	2,699.19	10/31/12	3,532.86	833.67
15.000	COSTCO WHOLESALE CORP-NEW	COST	02/02/09	679.33	08/01/12	1,446.62	767.29
27.000	COSTCO WHOLESALE CORP-NEW	COST	02/05/09	1,173.45	08/01/12	2,603.92	1,430.47
17.000	COSTCO WHOLESALE CORP-NEW	COST	02/05/09	738.84	09/14/12	1,738.16	999.32
26.000	COSTCO WHOLESALE CORP-NEW	COST	12/10/09	1,524.20	09/14/12	2,658.35	1,134.15
36.000	COSTCO WHOLESALE CORP-NEW	COST	12/10/09	2,110.44	10/31/12	3,535.84	1,425.40
17.000	COSTCO WHOLESALE CORP-NEW	COST	05/11/10	986.79	10/31/12	1,669.70	682.91
72.000	EMERSON ELECTRIC CO	EMR	02/04/10	3,262.10	02/07/12	3,742.73	480.63
7.000	EMERSON ELECTRIC CO	EMR	08/30/10	327.20	02/07/12	363.88	36.68
91.000	EMERSON ELECTRIC CO	EMR	08/30/10	4,253.54	03/07/12	4,472.68	219.14
86.000	EXPRESS SCRIPTS HOLDING COMPANY	ESRX	06/07/11	4,858.14	10/31/12	5,378.31	520.17
71.000	FLUOR CORP NEW	FLR	12/15/09	3,063.26	01/25/12	3,948.83	885.57
3.000	FLUOR CORP NEW	FLR	07/06/10	126.68	01/25/12	166.85	40.17
71.000	FLUOR CORP NEW	FLR	07/06/10	2,998.13	02/24/12	4,508.07	1,509.94
78.000	FLUOR CORP NEW	FLR	07/27/10	3,824.50	02/24/12	4,952.52	1,128.02
29.000	GOOGLE INC CLA	GOOG	12/24/08	8,793.09	01/26/12	16,577.30	7,784.21
8.000	GOOGLE INC CLA	GOOG	12/24/08	2,425.68	10/19/12	5,560.11	3,134.43
5.000	GOOGLE INC CLA	GOOG	12/24/08	1,516.05	10/31/12	3,391.47	1,875.42
56.000	HALLIBURTON CO	HAL	12/07/10	2,296.53	04/26/12	1,876.82	-419.71
139.000	HALLIBURTON CO	HAL	01/05/11	5,455.47	04/26/12	4,658.55	-796.92
0.333	KRAFT FOODS GROUP INC COM	KRFT	08/26/10	10.31	10/01/12	15.40	5.09



RBC Wealth Management

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<b>Long Term</b>							
60.000	KRAFT FOODS GROUP INC COM	KRFT	08/26/10	1,856.23	10/31/12	2,711.34	855.11
9.000	KRAFT FOODS GROUP INC COM	KRFT	09/02/10	285.14	10/31/12	406.70	121.56
36.000	KRAFT FOODS GROUP INC COM	KRFT	09/02/10	1,140.54	11/26/12	1,596.59	456.05
19.000	KRAFT FOODS GROUP INC COM	KRFT	09/15/10	630.25	11/26/12	842.65	212.40
17.666	KRAFT FOODS GROUP INC COM	KRFT	09/15/10	586.02	11/27/12	785.07	199.05
10.333	KRAFT FOODS GROUP INC COM	KRFT	11/29/10	327.04	11/27/12	459.19	132.15
28.333	KRAFT FOODS GROUP INC COM	KRFT	11/29/10	896.73	11/30/12	1,287.87	391.14
3.666	KRAFT FOODS GROUP INC COM	KRFT	01/21/11	120.55	11/30/12	166.67	46.12
17.000	KRAFT FOODS GROUP INC COM	KRFT	01/21/11	558.93	12/03/12	774.87	215.94
21.000	KRAFT FOODS GROUP INC COM	KRFT	01/21/11	690.44	12/06/12	955.07	264.63
7.333	KRAFT FOODS GROUP INC COM	KRFT	01/21/11	241.10	12/07/12	328.11	87.01
36.666	KRAFT FOODS GROUP INC COM	KRFT	08/04/11	1,365.17	12/07/12	1,640.53	275.36
10.333	KRAFT FOODS GROUP INC COM	KRFT	08/04/11	384.73	12/10/12	458.44	73.71
13.666	KRAFT FOODS GROUP INC COM	KRFT	08/11/11	485.87	12/10/12	606.32	120.45
23.333	KRAFT FOODS GROUP INC COM	KRFT	08/11/11	829.53	12/11/12	1,044.91	215.38
44.000	MCDONALDS CORP	MCD	12/24/08	2,692.36	01/03/12	4,409.21	1,716.85
42.000	MCDONALDS CORP	MCD	12/24/08	2,569.98	02/01/12	4,143.74	1,573.76
49.000	MCDONALDS CORP	MCD	12/24/08	2,998.31	06/11/12	4,279.83	1,281.52
46.000	MCDONALDS CORP	MCD	12/24/08	2,814.74	07/23/12	4,101.46	1,286.72

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<b>Long Term</b>							
32.000	MCDONALDS CORP	MCD	12/24/08	1,958.08	08/08/12	2,787.26	829.18
10.000	MCDONALDS CORP	MCD	10/26/09	595.17	08/08/12	871.02	275.85
30.000	MCDONALDS CORP	MCD	10/26/09	1,785.50	10/31/12	2,603.94	818.44
10.000	MCDONALDS CORP	MCD	10/26/09	595.17	11/09/12	845.26	250.09
32.000	MCDONALDS CORP	MCD	07/08/10	2,195.86	11/09/12	2,704.85	508.99
181.000	MONDELEZ INTERNATIONAL INC COM	MDLZ	08/26/10	3,452.76	10/31/12	4,809.06	1,356.30
52.000	MONDELEZ INTERNATIONAL INC COM	MDLZ	09/02/10	1,015.83	10/31/12	1,381.61	365.78
73.000	MONSANTO CO NEW	MON	08/16/11	5,010.83	10/31/12	6,326.03	1,315.20
43.000	NIKE INC-CL B	NKE	12/24/08	2,066.85	01/25/12	4,405.68	2,338.83
26.000	NIKE INC-CL B	NKE	12/24/08	1,249.73	02/14/12	2,729.81	1,480.08
42.000	NIKE INC-CL B	NKE	12/24/08	2,018.79	03/21/12	4,663.98	2,645.19
18.000	NIKE INC-CL B	NKE	12/24/08	865.19	10/31/12	1,647.14	781.95
6.000	NIKE INC-CL B	NKE	06/29/10	406.80	10/31/12	549.05	142.25
40.000	OCCIDENTAL PETE CORP	OXY	06/07/10	3,185.67	10/31/12	3,191.92	6.25
23.000	OCCIDENTAL PETE CORP	OXY	08/10/10	1,777.08	10/31/12	1,835.36	58.28
51.000	OCCIDENTAL PETE CORP	OXY	08/10/10	3,940.48	11/05/12	3,973.61	33.13
14.000	OCCIDENTAL PETE CORP	OXY	09/27/10	1,049.12	11/05/12	1,090.80	41.68
10.000	OCCIDENTAL PETE CORP	OXY	09/27/10	749.37	11/06/12	780.38	31.01
9.000	OMNICOM GROUP INC	OMC	03/30/11	438.33	10/17/12	449.88	11.55
45.000	OMNICOM GROUP INC	OMC	04/07/11	2,194.42	10/17/12	2,249.42	55.00
32.000	OMNICOM GROUP INC	OMC	04/07/11	1,560.48	10/18/12	1,595.05	34.57
16.000	OMNICOM GROUP INC	OMC	04/07/11	780.24	10/19/12	782.48	2.24
24.000	OMNICOM GROUP INC	OMC	04/20/11	1,154.56	10/19/12	1,173.71	19.15



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<b>Long Term</b>							
27,000	OMNICOM GROUP INC	OMC	04/20/11	1,298.88	10/22/12	1,321.84	22.96
39,000	OMNICOM GROUP INC	OMC	04/20/11	1,876.15	10/23/12	1,881.47	5.32
10,000	OMNICOM GROUP INC	OMC	04/20/11	481.07	10/31/12	481.89	0.82
26,000	OMNICOM GROUP INC	OMC	07/28/11	1,513.62	10/31/12	1,252.91	-260.71
36,000	OMNICOM GROUP INC	OMC	07/28/11	1,709.71	11/13/12	1,684.91	-24.80
3,000	OMNICOM GROUP INC	OMC	07/28/11	174.65	11/14/12	139.14	-35.51
21,000	OMNICOM GROUP INC	OMC	07/28/11	997.33	11/14/12	973.99	-23.34
1,000	OMNICOM GROUP INC	OMC	07/28/11	47.49	11/15/12	45.79	-1.70
32,000	OMNICOM GROUP INC	OMC	10/04/11	1,175.69	11/15/12	1,465.12	289.43
29,000	OMNICOM GROUP INC	OMC	10/04/11	1,065.47	11/16/12	1,327.82	262.35
26,000	OMNICOM GROUP INC	OMC	10/04/11	955.25	11/19/12	1,211.48	256.23
117,000	ORACLE CORP	ORCL	01/05/11	3,655.60	01/10/12	3,195.04	-460.56
63,000	ORACLE CORP	ORCL	01/21/11	1,973.84	10/31/12	1,973.84	0.00
102,000	ORACLE CORP	ORCL	03/03/11	3,264.68	10/31/12	3,195.74	-68.94
59,000	PEPSICO INC	PEP	12/24/08	3,213.87	03/13/12	3,792.27	578.40
75,000	PEPSICO INC	PEP	12/24/08	4,085.42	05/04/12	4,949.90	864.48
7,000	PEPSICO INC	PEP	12/24/08	381.31	10/31/12	486.63	105.32
44,000	PEPSICO INC	PEP	06/23/09	2,343.35	10/31/12	3,058.81	715.46
8,000	PEPSICO INC	PEP	10/08/09	481.92	10/31/12	556.15	74.23
37,000	PROCTER & GAMBLE CO	PG	03/04/10	2,351.88	02/03/12	2,336.51	-15.37
50,000	PROCTER & GAMBLE CO	PG	07/02/10	2,985.89	02/03/12	3,157.44	171.55
22,000	PROCTER & GAMBLE CO	PG	07/08/10	1,355.51	02/03/12	1,389.27	33.76
41,000	PROCTER & GAMBLE CO	PG	07/08/10	2,526.19	04/27/12	2,641.83	115.64
72,000	PROCTER & GAMBLE CO	PG	08/16/10	4,315.62	04/27/12	4,639.31	323.69

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QUANTITY	DESCRIPTION	SYMBOL	OPEN DATE	NET COST	CLOSE DATE	NET PROCEEDS	REALIZED GAIN/LOSS
<b>Long Term</b>							
4.000	PROCTER & GAMBLE CO	PG	10/27/10	251.82	04/27/12	257.74	5.92
93.000	PROCTER & GAMBLE CO	PG	10/27/10	5,854.87	06/20/12	5,592.12	-262.75
12.000	PROCTER & GAMBLE CO	PG	10/27/10	755.47	10/31/12	839.02	83.55
44.000	PROCTER & GAMBLE CO	PG	12/17/10	2,848.50	10/31/12	3,076.41	227.91
115.000	QUALCOMM INC	QCOM	12/24/08	3,925.92	10/31/12	6,796.81	2,870.89
30.000	SCHLUMBERGER LTD	SLB	07/06/09	1,525.27	07/06/12	1,956.43	431.16
37.000	SCHLUMBERGER LTD	SLB	03/03/10	2,354.23	07/06/12	2,412.94	58.71
5.000	SCHLUMBERGER LTD	SLB	03/03/10	318.14	10/31/12	351.04	32.90
35.000	SCHLUMBERGER LTD	SLB	10/28/10	2,414.65	10/31/12	2,457.29	42.64
20.000	STRYKER CORP	SYK	12/24/08	797.92	01/12/12	1,043.62	245.70
61.000	STRYKER CORP	SYK	02/26/09	2,238.51	01/12/12	3,183.04	944.53
2.000	STRYKER CORP	SYK	02/26/09	73.39	02/02/12	110.09	36.70
46.000	STRYKER CORP	SYK	03/12/09	1,496.77	02/02/12	2,532.05	1,035.28
28.000	STRYKER CORP	SYK	03/24/10	1,617.38	02/02/12	1,541.25	-76.13
37.000	STRYKER CORP	SYK	03/24/10	2,137.25	10/09/12	1,955.76	-181.49
1.000	STRYKER CORP	SYK	03/24/10	57.76	10/10/12	52.08	-5.68
66.000	STRYKER CORP	SYK	05/06/10	3,729.01	10/10/12	3,437.60	-291.41
2.000	STRYKER CORP	SYK	05/06/10	113.00	10/31/12	105.08	-7.92
67.000	STRYKER CORP	SYK	05/14/10	3,755.69	10/31/12	3,520.11	-235.58
3.000	STRYKER CORP	SYK	05/20/10	161.88	10/31/12	157.62	-4.26
76.000	TJX COMPANIES INC NEW	TJX	08/17/09	1,332.96	03/13/12	2,886.27	1,553.31
17.000	TJX COMPANIES INC NEW	TJX	10/14/09	322.91	03/13/12	645.61	322.70
104.000	TJX COMPANIES INC NEW	TJX	10/14/09	1,975.43	05/08/12	4,259.78	2,284.35
64.000	TJX COMPANIES INC NEW	TJX	10/14/09	1,215.65	05/18/12	2,582.62	1,366.97



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<b>Long Term</b>							
3.000	TJX COMPANIES INC NEW	TJX	10/14/09	56.98	06/25/12	127.78	70.80
117.000	TJX COMPANIES INC NEW	TJX	10/21/09	2,312.23	06/25/12	4,983.54	2,671.31
63.000	TJX COMPANIES INC NEW	TJX	10/21/09	1,245.05	10/25/12	2,611.26	1,366.21
2.000	TJX COMPANIES INC NEW	TJX	10/21/09	39.53	10/26/12	81.45	41.92
53.000	TJX COMPANIES INC NEW	TJX	11/18/09	1,037.89	10/26/12	2,150.32	1,1120.43
55.000	TJX COMPANIES INC NEW	TJX	11/18/09	1,077.06	10/31/12	2,247.79	1,170.73
41.000	UNITED PARCEL SVC INC CL B	UPS	08/30/10	2,638.05	07/24/12	3,043.94	405.89
46.000	UNITED PARCEL SVC INC CL B	UPS	11/24/10	3,198.20	07/24/12	3,415.16	216.96
14.000	UNITED PARCEL SVC INC CL B	UPS	11/24/10	973.37	10/31/12	1,031.64	58.27
43.000	UNITED PARCEL SVC INC CL B	UPS	01/18/11	3,136.62	10/31/12	3,168.59	31.97
30.000	VISA INC CL A COMMON STOCK	V	07/01/11	2,610.25	07/19/12	3,775.46	1,165.21
23.000	VISA INC CL A COMMON STOCK	V	07/01/11	2,001.19	10/31/12	3,189.11	1,187.92
15.000	VISA INC CL A COMMON STOCK	V	07/07/11	1,348.79	10/31/12	2,079.85	731.06
21.000	VISA INC CL A COMMON STOCK	V	07/07/11	1,888.30	11/15/12	2,929.26	1,040.96
<b>Long Term Subtotal</b>							
<b>TOTAL REALIZED GAIN OR LOSS</b>							
404,083.39		285,413.47		391,113.23		105,699.75	
		518,836.52		114,753.13			

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Other	DESCRIPTION	AMOUNT	DESCRIPTION	AMOUNT
	KRAFT FOODS GROUP INC	\$30.80	Total Other	\$30.80
	COM			
	<b>TOTAL TAXABLE INCOME</b>			<b>\$34,386.94</b>

**TAXES WITHHELD**

DATE	DESCRIPTION	AMOUNT	COMMENTS
03/22/12	UNILEVER N V NEW YORK SHS NEW ADR	-\$32.91	
06/13/12	UNILEVER N V NEW YORK SHS NEW ADR	-\$35.50	
09/12/12	UNILEVER N V NEW YORK SHS NEW ADR	-\$32.61	
12/12/12	UNILEVER N V NEW YORK SHS NEW ADR	-\$27.02	
	<b>TOTAL TAXES WITHHELD</b>		<b>-\$128.04</b>

**SCHEDULE OF REALIZED GAINS AND LOSSES**

	THIS YEAR
<b>Total Realized Gain or Loss</b>	62,263.16
<b>Short-term</b>	224.00
<b>Long-term</b>	62,039.16

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QUANTITY	DESCRIPTION	SYMBOL	OPEN DATE	NET COST	CLOSE DATE	NET PROCEEDS	REALIZED GAIN/LOSS
<b>Short Term</b>							
95.000	CISCO SYSTEMS INC	CSCO	09/11/12	1,813.29	10/31/12	1,639.66	-173.63
20.000	JPMORGAN CHASE & CO	JPM	03/26/12	917.96	10/31/12	829.18	-88.78
100.000	RAYTHEON CO COM NEW	RTN	04/10/12	5,133.01	10/31/12	5,619.42	486.41
<b>Short Term Subtotal</b>				7,864.26		8,088.26	224.00
QUANTITY	DESCRIPTION	SYMBOL	OPEN DATE	NET COST	CLOSE DATE	NET PROCEEDS	REALIZED GAIN/LOSS
<b>Long Term</b>							
130.000	ALTRIA GROUP INC	MO	11/29/10	3,149.71	04/10/12	4,048.23	898.52
130.000	ALTRIA GROUP INC	MO	11/29/10	3,149.71	10/31/12	4,165.30	1,015.59
40.000	ASTRAZENECA PLC SPONSORED ADR	AZN	11/29/10	1,897.14	10/31/12	1,874.75	-22.39
110.000	AT&T INC	T	11/29/10	3,039.29	04/10/12	3,338.59	299.30
200.000	AT&T INC	T	11/29/10	5,525.98	10/31/12	6,950.14	1,424.16
120.000	BOEING CO	BA	12/19/08	4,949.76	10/31/12	8,503.60	3,553.84
40.000	BRISTOL MYERS SQUIBB CO	BMY	11/29/10	1,008.40	04/10/12	1,310.81	302.41
790.000	BRISTOL MYERS SQUIBB CO	BMY	11/29/10	19,915.82	09/11/12	26,485.41	6,569.59
25.000	CHEVRON CORPORATION	CVX	11/29/10	2,022.46	04/10/12	2,552.25	529.79
50.000	CHEVRON CORPORATION	CVX	11/29/10	4,044.93	10/31/12	5,576.87	1,531.94
90.000	CONOCOPHILLIPS	COP	12/19/08	3,622.28	10/31/12	5,199.18	1,576.90
65.000	DIAGEO PLC-SPONSORED ADR NEW REPSTG 4 ORD SHS	DEO	12/19/08	3,674.45	04/10/12	6,216.47	2,542.02
105.000	DIAGEO PLC-SPONSORED ADR NEW REPSTG 4 ORD SHS	DEO	12/19/08	5,935.65	10/31/12	12,026.43	6,090.78
175.000	DOMINION RESOURCES INC VA NEW	D	11/29/10	7,249.99	04/10/12	8,823.30	1,573.31
50.000	DOMINION RESOURCES INC VA NEW	D	11/29/10	2,071.43	10/31/12	2,609.44	538.01
70.000	E IDU PONT DE NEMOURS & CO	DD	11/29/10	3,230.40	04/10/12	3,607.12	376.72

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QUANTITY	DESCRIPTION	SYMBOL	OPEN DATE	NET COST	CLOSE DATE	PROCEEDS	REALIZED GAIN/LOSS
<b>Long Term</b>							
85.000	E IDU PONT DE NEMOURS & CO	DD	11/29/10	3,922.62	10/31/12	3,840.21	-82.41
285.000	ELI LILLY & CO	LLY	12/19/08	10,861.07	10/31/12	14,139.53	3,278.46
365.000	GENERAL ELECTRIC CO	GE	11/29/10	5,809.16	10/31/12	7,720.12	1,910.96
10.000	GENUINE PARTS CO	GPC	11/29/10	478.68	04/10/12	608.36	129.68
45.000	GENUINE PARTS CO	GPC	11/29/10	2,154.04	10/31/12	2,781.83	627.79
145.000	H J HEINZ CO	HNZ	05/05/10	6,760.93	10/31/12	8,366.56	1,607.63
145.000	HCP INC	HCP	11/29/10	4,602.19	10/31/12	6,465.62	1,863.43
85.000	HEALTH CARE REIT INC	HCN	11/29/10	3,783.96	10/31/12	5,056.91	1,272.95
35.000	HSBC HOLDINGS PLC SPONSORED ADR NEW	HBC	11/29/10	1,776.60	10/31/12	1,734.21	-42.39
50.000	JOHNSON & JOHNSON	JNJ	11/29/10	3,080.50	10/31/12	3,551.92	471.42
50.000	KIMBERLY CLARK CORP	KMB	11/29/10	3,058.43	04/10/12	3,684.99	626.56
80.000	KIMBERLY CLARK CORP	KMB	11/29/10	4,893.48	10/31/12	6,645.89	1,752.41
0.666	KRAFT FOODS GROUP INC COM	KRFT	11/29/10	21.03	10/01/12	30.80	9.77
135.000	MERCK & CO INC NEW	MRK	10/04/11	4,200.38	10/31/12	6,250.82	2,050.44
50.000	MICROSOFT CORP	MSFT	11/29/10	1,254.50	04/10/12	1,540.54	286.04
95.000	MICROSOFT CORP	MSFT	11/29/10	2,383.55	10/31/12	2,727.52	343.97
70.000	NEXTERA ENERGY INC	NEE	12/19/08	3,576.30	04/10/12	4,358.24	781.94
90.000	NEXTERA ENERGY INC	NEE	12/19/08	4,598.10	10/31/12	6,284.56	1,686.46
60.000	PHILLIP MORRIS INTERNATIONAL INC	PM	11/29/10	3,460.79	03/26/12	5,307.14	1,846.35
10.000	PHILLIP MORRIS INTERNATIONAL INC	PM	11/29/10	576.80	04/10/12	876.89	300.09
40.000	PHILLIP MORRIS INTERNATIONAL INC	PM	11/29/10	2,307.20	10/31/12	3,560.12	1,261.92
100.500	PHILLIPS 66 COM	PSX	12/19/08	2,404.15	06/12/12	3,351.98	947.83



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Long Term							REALIZED GAIN/LOSS
QUANTITY	DESCRIPTION	SYMBOL	OPEN DATE	NET COST	CLOSE DATE	NET PROCEEDS	
25,500	PHILLIPS 66 COM	PSX	01/29/10	565.16	06/12/12	850.50	285.34
59,000	PHILLIPS 66 COM	PSX	11/29/10	1,622.30	06/12/12	1,967.83	345.53
100,000	THE TRAVELERS COMPANIES INC	TRV	11/29/10	5,378.85	10/31/12	7,041.19	1,662.34
170,000	UNILEVER N V NEW YORK SHS NEW ADR	UN	06/10/09	4,264.79	10/31/12	6,279.91	2,015.12
100,000	VERIZON COMMUNICATIONS	VZ	11/29/10	3,188.85	03/26/12	3,939.02	750.17
190,000	VERIZON COMMUNICATIONS	VZ	11/29/10	6,058.82	10/31/12	8,548.19	2,489.37
275,000	VODAFONE GROUP PLC SPONSORED ADR NEW	VOD	12/19/08	5,304.34	10/31/12	7,598.48	2,294.14
100,000	3M COMPANY	MMM	11/29/10	8,344.99	10/31/12	8,810.35	465.36
<b>Long Term Subtotal</b>							<b>62,039.16</b>
<b>TOTAL REALIZED GAIN OR LOSS</b>							<b>62,263.16</b>
							<b>193,044.22</b>
							<b>255,307.38</b>
							<b>247,219.12</b>



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## TAXES WITHHELD *(continued)*

DATE	DESCRIPTION	AMOUNT	COMMENTS
04/13/12	TOTAL S.A. 1 ADR REPRESENTING 1 ORD SHS	-\$26.56	
03/22/12	UNILEVER N V NEW YORK SHS NEW ADR	-\$17.03	
06/13/12	UNILEVER N V NEW YORK SHS NEW ADR	-\$17.41	
05/07/12	VALE S A ADR REPSTG PFD	-\$35.40	
04/27/12	VOLKSWAGEN AG-SPONSORED ADR REPSTG ORD DM 50 PAR	-\$33.61	
	<b>TOTAL TAXES WITHHELD</b>	<b>-\$1,434.84</b>	

## SCHEDULE OF REALIZED GAINS AND LOSSES

				THIS YEAR
<b>Total Realized Gain or Loss</b>				<b>5,666.63</b>
<b>Short-term</b>				-5,189.27
<b>Long-term</b>				10,855.90

QUANTITY	DESCRIPTION	SYMBOL	OPEN DATE	NET COST	CLOSE DATE	NET PROCEEDS	REALIZED GAIN/LOSS
<b>Short Term</b>							
100.000	ABB LTD SPONSORED ADR	ABB	07/13/11	2,613.85	05/29/12	1,639.11	-974.74
<b>Long-term</b>							
256.000	ASAHI GLASS CO LTD-ADR	ASCLY	12/08/11	2,193.92	05/29/12	1,753.56	-440.36
0.820	ASML HOLDING N V N Y REGISTRY SHS NEW 2012	ASML	10/12/12	51.96	12/10/12	51.96	0.00
66.000	ASML HOLDINGS N V ESCROW CUSIP	N07ESC895	11/29/12	N/A	12/03/12	782.89	N/A
64.000	ASSA ABLOY AB ADR	ASAAY	05/29/12	852.48	07/26/12	938.21	85.73

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QUANTITY	DESCRIPTION	SYMBOL	OPEN DATE	NET COST	CLOSE DATE	NET PROCEEDS	REALIZED GAIN/LOSS
<b>Short Term</b>							
59.000	ASSA ABLOY AB ADR	ASAZY	05/29/12	785.88	09/07/12	909.43	123.55
31.000	ASSA ABLOY AB ADR	ASAZY	05/29/12	412.92	11/28/12	543.60	130.68
32.000	ASSA ABLOY AB ADR	ASAZY	05/29/12	426.24	11/29/12	566.17	139.93
50.000	BANCO BRADESCO S A SPONSORED ADR REPSTG PFD SHS	BBD	04/11/12	839.50	05/29/12	719.98	-119.52
0.107	BANCO SANTANDER S A ADR	SAN	02/11/11	1.12	01/06/12	0.74	-0.38
9.000	BANCO SANTANDER S A ADR	SAN	02/11/11	93.31	01/06/12	62.28	-31.03
50.000	BANK OF NOVA SCOTIA	BNS	07/13/11	2,983.89	05/29/12	2,543.12	-440.77
114.000	BARCLAYS PLC-ADR	BCS	07/26/11	1,709.99	05/29/12	1,299.74	-410.25
21.000	BAYER AKTIENGESELLSCHAFT ADR	BAYRY	06/17/11	1,732.71	05/29/12	1,355.73	-376.98
61.000	BELLE INTERNATIONAL HOLDINGS LIMITED UNSPONSORED	BELLY	03/07/12	5,221.60	05/29/12	5,078.14	-143.46
48.000	BG GROUP PLC ADR FINAL INSTALLMENT NEW	BRGY	05/29/12	957.60	07/26/12	939.33	-18.27
48.000	BG GROUP PLC ADR FINAL INSTALLMENT NEW	BRGY	05/29/12	957.60	11/01/12	850.99	-106.61
20.000	BHP BILLITON LTD SPONSORED ADR	BHP	10/03/11	1,305.40	05/29/12	1,273.60	-31.80
67.000	BNP PARIBAS SPONSORED ADR REPSTG 1/2 SH	BNPQY	10/31/11	1,565.79	05/29/12	1,039.15	-526.64
123.000	BP P L C SPONSORED ADR (FRM BP AMOCO PLC)	BP	10/14/11	4,876.94	05/29/12	4,675.30	-201.64
50.000	BRITISH AMERICAN TOBACCO PLC SPONSORED ADR	BTI	05/04/12	5,152.00	05/29/12	4,760.40	-391.60
28.000	CANADIAN NATURAL RESOURCES LTD	CNQ	05/29/12	873.84	07/24/12	755.11	-118.73
78.000	CANADIAN NATURAL RESOURCES LTD	CNQ	05/29/12	2,434.26	07/26/12	2,131.21	-303.05



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<b>Short Term</b>							
91.000	CANADIAN NATURAL RESOURCES LTD	CNQ	05/29/12	2,839.97	07/27/12	2,515.43	-324.54
15.000	CANON INC ADR NEW REPSTG 5 SHS	CAJ	10/03/11	673.28	07/27/12	478.93	-194.35
38.000	CANON INC ADR NEW REPSTG 5 SHS	CAJ	12/08/11	1,690.09	07/27/12	1,213.30	-476.79
60.000	CANON INC ADR NEW REPSTG 5 SHS	CAJ	05/29/12	2,458.19	07/27/12	1,915.73	-542.46
30.000	CARNIVAL CORP COMMON PAIRED STOCK	CCL	05/29/12	965.06	07/26/12	962.97	-2.09
18.000	CHECK POINT SOFTWARE TECHNOLOGIES LTD	CHKP	05/29/12	944.45	07/26/12	876.40	-68.05
4.000	CNOOC LTD SPONSORED ADR REP 100 SHS CL H	CEO	05/29/12	736.52	07/26/12	773.06	36.54
3.000	CNOOC LTD SPONSORED ADR REP 100 SHS CL H	CEO	05/29/12	552.39	12/17/12	640.60	88.21
2.000	CNOOC LTD SPONSORED ADR REP 100 SHS CL H	CEO	05/29/12	368.26	12/18/12	429.17	60.91
910.000	COMPAGNIE FINANCIERE RICHEMONT UNSPONSORED ADR	CFRUY	12/08/11	4,768.40	05/29/12	5,405.27	636.87
22.000	CREDIT SUISSE GROUP SPONSORED ADR	CS	10/03/11	477.39	05/04/12	477.39	0.00
6.000	CREDIT SUISSE GROUP SPONSORED ADR	CS	05/29/12	134.28	07/26/12	100.56	-33.72
16.000	CREDIT SUISSE GROUP SPONSORED ADR	CS	05/29/12	358.09	07/26/12	268.15	-89.94
78.000	CREDIT SUISSE GROUP SPONSORED ADR	CS	05/29/12	7.57	08/14/12	2.64	-4.93
45.000	CREDIT SUISSE GROUP SPONSORED ADR	CS	05/29/12	875.38	12/14/12	1,106.32	230.94
68.000	CREDIT SUISSE GROUP SPONSORED ADR	CS	05/29/12	1,322.79	12/17/12	1,664.61	341.82
6.000	CREDIT SUISSE GROUP SPONSORED ADR	CS	05/29/12	116.72	12/18/12	149.04	32.32
67.000	CREDIT SUISSE GROUP SPONSORED ADR	CS	05/29/12	1,303.34	12/18/12	1,664.23	360.89

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<b>Short Term</b>							
31.000	CREDIT SUISSE GROUP SPONSORED ADR	CS	05/29/12	603.04	12/19/12	781.25	178.21
4.000	CREDIT SUISSE GROUP SPONSORED ADR	CS	05/29/12	77.81	12/19/12	100.81	23.00
33.000	EMBRAER S A ADR EACH REP 4 COM STK SHS	ERJ	05/29/12	807.82	07/26/12	807.82	0.00
15.000	FRESENIUS MEDICAL CARE AG & CO KGAA SPONSORED ADR	FMS	05/29/12	1,016.85	07/26/12	1,090.32	73.47
149.000	GAFISA S A SPONSORED ADR REPSTG 2 COM SHS	GFA	07/26/11	1,407.83	05/21/12	414.33	-993.50
16.000	GAZPROM O A O SPONSORED ADR	OOGPY	10/14/11	169.76	05/29/12	145.44	-24.32
38.000	HENKEL AG AND CO KGAA SPONSORED ADR REPRESENTING	HENDY	10/13/11	2,225.28	05/29/12	2,487.42	262.14
170.000	HENNES & MAURITZ AB ADR	HNNMY	05/29/12	1,030.20	07/26/12	1,213.77	183.57
88.000	ICAP PLC SPONSORED ADR	IAPLY	01/17/12	882.64	05/29/12	964.46	81.82
72.000	ICICI BANK LTD SPONSORED ADR	IBN	10/31/11	2,727.18	05/29/12	2,162.93	-564.25
33.000	ICICI BANK LTD SPONSORED ADR	IBN	12/08/11	954.94	05/29/12	991.35	36.41
18.000	ICICI BANK LTD SPONSORED ADR	IBN	01/17/12	551.48	05/29/12	540.73	-10.75
40.000	ICICI BANK LTD SPONSORED ADR	IBN	04/11/12	1,370.74	05/29/12	1,201.63	-169.11
50.000	INFOSYS LIMITED SPONS ADR REPSTG 1 ORD SHRS	INFY	08/30/11	2,556.47	05/29/12	2,172.00	-384.47
22.000	INFOSYS LIMITED SPONS ADR REPSTG 1 ORD SHRS	INFY	09/13/11	1,048.92	05/29/12	955.68	-93.24
50.000	INFOSYS LIMITED SPONS ADR REPSTG 1 ORD SHRS	INFY	10/31/11	2,963.90	05/29/12	2,172.00	-791.90
82.000	INFOSYS LIMITED SPONS ADR REPSTG 1 ORD SHRS	INFY	04/13/12	3,999.02	05/29/12	3,562.08	-436.94
65.000	ITAU UNIBANCO BANCO HOLDING S A SPONSORED ADR REPSTG 500	ITUB	05/29/12	921.63	07/26/12	993.82	72.19

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<b>Short Term</b>							
426,000	JSC MMC NORILSK NICKEL SPONSORED ADR	NILSY	11/09/11	7,561.50	05/29/12	6,432.45	-1,129.05
10,000	KB FINANCIAL GROUP INC SPONSORED ADR REPSTG 1 COM SH	KB	01/17/12	348.40	05/29/12	311.29	-37.11
40,000	KB FINANCIAL GROUP INC SPONSORED ADR REPSTG 1 COM SH	KB	04/11/12	1,439.08	05/29/12	1,245.17	-193.91
38,000	KOMATSU LTD-SPONSORED ADR NEW	KMTUY	05/29/12	836.74	07/26/12	836.74	0.00
225,000	LI & FUNG LTD UNSPONSORED ADR	LFUGY	05/29/12	832.48	07/26/12	832.48	0.00
44,000	LVMH MOET HENNESSY LOUIS VUITTON SA UNSPONSORED ADR	LVMUY	05/29/12	1,333.64	07/26/12	1,340.64	7.00
26,000	LVMH MOET HENNESSY LOUIS VUITTON SA UNSPONSORED ADR	LVMUY	05/29/12	788.06	09/04/12	844.19	56.13
34,000	LVMH MOET HENNESSY LOUIS VUITTON SA UNSPONSORED ADR	LVMUY	05/29/12	1,030.54	12/07/12	1,211.35	180.81
15,000	MERCADOLIBRE INC	MELI	05/29/12	1,111.50	07/26/12	1,073.97	-37.53
33,000	MICHELIN COMPAGNIE GENERALE DES ETABLISSEMENTS MICHELIN	MGDDY	05/29/12	408.87	12/07/12	600.83	191.96
25,000	MICHELIN COMPAGNIE GENERALE DES ETABLISSEMENTS MICHELIN	MGDDY	05/29/12	309.75	12/07/12	457.30	147.55
180,000	MITSUBISHI UFJ FINANCIAL GROUP INC ADS	MTU	05/29/12	779.38	07/26/12	849.60	70.22
110,000	NIDEC CORPORATION SPONSORED ADR	NJ	07/13/11	2,654.02	05/29/12	2,251.66	-402.36
8,000	NOVO NORDISK A/S-ADR REPSTG 1/2 CL B SH	NVO	05/29/12	1,111.44	07/13/12	1,162.18	50.74
6,000	NOVO NORDISK A/S-ADR REPSTG 1/2 CL B SH	NVO	05/29/12	833.58	07/13/12	870.60	37.02
9,000	NOVO NORDISK A/S-ADR REPSTG 1/2 CL B SH	NVO	05/29/12	1,250.37	07/26/12	1,342.49	92.12
6,000	NOVO NORDISK A/S-ADR REPSTG 1/2 CL B SH	NVO	05/29/12	833.58	09/19/12	935.38	101.80
39,000	PEARSON PLC-SPONSORED ADR	PSO	05/29/12	703.05	07/26/12	793.24	90.19

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<b>Short Term</b>							
13.000	PETROLEO BRASILEIRO SA PETROBRAS	PBR	10/14/11	320.17	05/29/12	255.33	-64.84
16.000	PING AN INSURANCE GROUP CO OF CHINA LTD SPONSORED ADR	PNGAY	09/13/11	242.88	05/29/12	236.79	-6.09
161.000	PING AN INSURANCE GROUP CO OF CHINA LTD SPONSORED ADR	PNGAY	10/03/11	1,621.27	05/29/12	2,382.74	761.47
136.000	PING AN INSURANCE GROUP CO OF CHINA LTD SPONSORED ADR	PNGAY	01/30/12	2,118.88	05/29/12	2,012.75	-106.13
19.000	POTASH CORP OF SASKATCHEWAN INC CANADIAN LISTED	POT	11/04/11	908.20	07/26/12	831.23	-76.97
175.000	PRUDENTIAL PLC SPONS ADR	PUK	11/30/11	3,427.70	05/29/12	3,769.59	341.89
62.000	PRUDENTIAL PLC SPONS ADR	PUK	01/17/12	1,291.96	05/29/12	1,335.51	43.55
80.000	PUBLICIS SA NEW SPONSORED ADR	PUBGY	05/29/12	946.00	07/26/12	993.57	47.57
115.000	RECKITT BENCKISER GROUP PLC UNSPONSORED ADR	756255105	05/29/12	1,251.20	07/26/12	1,246.57	-4.63
91.000	RECKITT BENCKISER GROUP PLC UNSPONSORED ADR	756255105	05/29/12	990.08	09/19/12	1,071.99	81.91
102.000	RECKITT BENCKISER GROUP PLC UNSPONSORED ADR	756255105	05/29/12	1,109.76	10/24/12	1,243.47	133.71
63.000	RECKITT BENCKISER GROUP PLC UNSPONSORED ADR	756255105	05/29/12	685.44	11/28/12	783.79	98.35
101.000	RECKITT BENCKISER GROUP PLC UNSPONSORED ADR	756255105	05/29/12	1,098.88	12/07/12	1,277.86	178.98
19.000	SABMILLER PLC SPONSORED ADR	SBMRY	05/29/12	709.27	07/26/12	816.22	106.95
125.000	SANDVIK AB-ADR	SDVKY	10/03/11	1,415.00	05/29/12	1,657.46	242.46
140.000	SANOFI SPONSORED ADR	SNY	08/22/11	4,916.45	05/29/12	4,825.90	-90.55
14.000	SANOFI SPONSORED ADR	SNY	10/14/11	494.20	05/29/12	482.59	-11.61
16.000	SCHLUMBERGER LTD	SLB	05/29/12	1,067.98	07/26/12	1,128.29	60.31
353.000	SHINETSU CHEMICAL CO LTD UNSPONSORED ADR	SHECY	04/11/12	4,930.17	05/29/12	4,479.46	-450.71



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<b>Short Term</b>							
44,000	SUNCOR ENERGY INC NEW	SU	10/03/11	1,066.49	05/29/12	1,249.64	183.15
6,000	SUNCOR ENERGY INC NEW	SU	10/14/11	181.14	05/29/12	170.40	-10.74
62,000	SUNCOR ENERGY INC NEW	SU	11/07/11	2,019.87	05/29/12	1,760.85	-259.02
15,000	SYNCENTA AG SPONSORED ADR	SYT	05/29/12	979.50	07/26/12	1,018.32	38.82
74,000	TAIWAN SEMICONDUCTOR MFG CO LTD-SPONSORED ADR REPSTG 5 COM	TSM	07/26/12	985.54	10/19/12	1,128.72	143.18
74,000	TAIWAN SEMICONDUCTOR MFG CO LTD-SPONSORED ADR REPSTG 5 COM	TSM	07/26/12	985.54	10/22/12	1,132.58	147.04
56,000	TECK RESOURCES LIMITED SUB VOTING CL B	TCK	10/03/11	1,555.67	05/29/12	1,755.64	199.97
30,000	TENCENT HOLDINGS LIMITED UNSPONSORED ADR REPRESENTING B	TCEHY	05/29/12	828.00	07/26/12	866.98	38.98
65,000	TESCO PLC-SPONSORED ADR	TSCDY	01/26/12	998.40	10/11/12	976.72	-21.68
22,000	TEVA PHARMACEUTICAL INDUSTRIES LIMITED ADR	TEVA	05/29/12	847.63	07/26/12	891.42	43.79
34,000	TEVA PHARMACEUTICAL INDUSTRIES LIMITED ADR	TEVA	05/29/12	1,309.97	12/06/12	1,422.34	112.37
13,000	TOYOTA MOTOR CORPORATION ADS	TM	03/21/12	1,094.29	07/26/12	958.33	-135.96
236,000	TURKIYE GARANTI BANKASI AS SPONSORED ADR REPSTG 2000 SHS	TKGBY	05/29/12	771.72	11/28/12	1,077.10	305.38
161,000	VOLKSWAGEN AG-SPONSORED ADR REPSTG ORD DM 50 PAR	VLKAY	12/08/11	4,760.77	05/29/12	5,040.79	280.02
30,000	VOLKSWAGEN AG-SPONSORED ADR REPSTG ORD DM 50 PAR	VLKAY	04/27/12	1,017.00	05/29/12	939.28	-77.72
70,000	VOLKSWAGEN AG-SPONSORED ADR REPSTG ORD DM 50 PAR	VLKAY	05/04/12	2,361.10	05/29/12	2,191.65	-169.45
32,000	WAL-MART DE MEXICO S A B DE C V SPONS ADR REPSTG SER V SHS	WMMVY	05/29/12	844.16	07/26/12	880.30	36.14
18,000	WAL-MART DE MEXICO S A B DE C V SPONS ADR REPSTG SER V SHS	WMMVY	05/29/12	474.84	12/06/12	595.12	120.28

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<b>Short Term</b>							
14,000	YUM BRANDS INC	YUM	05/29/12	919.51	07/26/12	906.47	-13.04
<b>Short Term Subtotal</b>							
162,445.98						157,256.71	-5,189.27
<b>Long Term</b>							
237,000	ABB LTD SPONSORED ADR	ABB	12/26/08	3,282.45	05/29/12	3,884.70	602.25
55,000	ABB LTD SPONSORED ADR	ABB	05/19/09	877.58	05/29/12	901.51	23.93
24,000	ADIDAS AG SPONSORED ADR	ADDYY	12/26/08	441.60	07/26/12	884.89	443.29
22,000	ADIDAS AG SPONSORED ADR	ADDYY	12/26/08	404.80	12/07/12	958.06	553.26
160,000	ARCELORMITTAL SA LUXEMBOURG NEW NY REGISTRY SHARES ADR	MT	12/26/08	3,506.22	05/11/12	2,555.55	-920.67
16,000	ARCELORMITTAL SA LUXEMBOURG NEW NY REGISTRY SHARES ADR	MT	05/19/09	445.05	05/11/12	258.56	-186.49
57,000	ARCELORMITTAL SA LUXEMBOURG NEW NY REGISTRY SHARES ADR	MT	01/19/10	2,516.42	05/11/12	921.10	-1,595.32
433,000	ASAHI GLASS CO LTD-ADR	ASGLY	02/25/11	5,867.15	05/29/12	2,965.98	-2,901.17
371,000	BANCO BRADESCO S A SPONSORED ADR REPSTG PFD SHS	BBD	12/26/08	2,838.95	05/29/12	5,342.28	2,503.33
585.339	BANCO SANTANDER S A ADR	SAN	12/26/08	5,425.57	01/06/12	4,050.53	-1,375.04
6,660	BANCO SANTANDER S A ADR	SAN	11/17/09	107.40	01/06/12	46.09	-61.31
99,000	BANK OF NOVA SCOTIA	BNS	12/26/08	2,431.44	05/29/12	5,035.37	2,603.93
6,000	BANK OF NOVA SCOTIA	BNS	05/19/09	188.88	05/29/12	305.17	116.29
262,000	BANK OF YOKOHAMA LTD-ADR	BKJAY	07/23/09	5,653.96	05/29/12	4,736.85	-917.11
159,000	BARCLAYS PLC-ADR	BCS	05/19/09	2,868.30	05/29/12	1,812.80	-1,055.50
114,000	BARCLAYS PLC-ADR	BCS	06/03/09	1,960.80	05/29/12	1,299.74	-661.06



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67.000	BARCLAYS PLC-ADR	BCS	06/11/09	1,321.86	05/29/12	763.88	-557.98
120.000	BARCLAYS PLC-ADR	BCS	01/28/10	2,101.09	05/29/12	1,368.15	-732.94
78.000	BAYER AKTIENGESELLSCHAFT ADR	BAYRY	12/26/08	4,282.20	05/29/12	5,035.56	753.36
62.000	BELLE INTERNATIONAL HOLDINGS LIMITED UNSPONSORED	BELLY	01/14/11	5,682.30	05/29/12	5,161.38	-520.92
138.000	BHP BILLITON LTD SPONSORED ADR	BHP	12/26/08	5,504.27	05/29/12	8,787.85	3,283.58
220.000	BNP PARIBAS SPONSORED ADR REPSTG 1/2 SH	BNPQY	12/26/08	4,576.00	05/29/12	3,412.12	-1,163.88
20.000	BNP PARIBAS SPONSORED ADR REPSTG 1/2 SH	BNPQY	03/29/10	789.60	05/29/12	310.19	-479.41
13.000	CANADIAN NATIONAL RAILWAY CO	CNI	03/11/10	735.90	06/06/12	1,051.14	315.24
11.000	CANADIAN NATIONAL RAILWAY CO	CNI	03/11/10	622.68	07/26/12	960.05	337.37
13.000	CANADIAN NATIONAL RAILWAY CO	CNI	03/11/10	735.90	09/07/12	1,193.54	457.64
53.000	CANON INC ADR NEW REPSTG 5 SHS	CAJ	12/26/08	1,576.75	07/25/12	1,797.96	221.21
87.000	CANON INC ADR NEW REPSTG 5 SHS	CAJ	12/26/08	2,588.25	07/27/12	2,777.81	189.56
69.000	COMPANHIA ENERGETICA DE MINAS GERAIS CEMIG SPONS ADR	CIG	12/26/08	651.19	04/13/12	1,724.34	1,073.15
0.250	COMPANHIA ENERGETICA DE MINAS GERAIS CEMIG SPONS ADR	CIG	12/26/08	1.89	05/11/12	4.23	2.34
322.625	COMPANHIA ENERGETICA DE MINAS GERAIS CEMIG SPONS ADR	CIG	12/26/08	2,435.83	05/29/12	5,555.80	3,119.97
23.375	COMPANHIA ENERGETICA DE MINAS GERAIS CEMIG SPONS ADR	CIG	05/19/09	221.17	05/29/12	402.53	181.36
170.000	CREDIT SUISSE GROUP SPONSORED ADR	CS	12/26/08	3,688.91	05/04/12	3,688.91	0.00
6.000	CREDIT SUISSE GROUP SPONSORED ADR	CS	05/19/09	130.20	05/04/12	130.20	0.00

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<b>Long Term</b>							
27.000	CREDIT SUISSE GROUP SPONSORED ADR	CS	05/29/12	645.04	07/26/12	452.51	-192.53
6.000	CREDIT SUISSE GROUP SPONSORED ADR	CS	05/29/12	243.48	07/26/12	100.56	-142.92
72.000	CREDIT SUISSE GROUP SPONSORED ADR	CS	05/29/12	319.51	08/14/12	2.43	-317.08
6.000	CREDIT SUISSE GROUP SPONSORED ADR	CS	05/29/12	26.62	08/14/12	0.20	-26.42
65.000	CREDIT SUISSE GROUP SPONSORED ADR	CS	05/29/12	288.44	08/14/12	2.20	-286.24
186.879	DBS GROUP HOLDINGS LTD SPONSORED ADR	DBSDY	12/26/08	4,765.43	05/29/12	7,781.49	3,016.06
12.000	DBS GROUP HOLDINGS LTD SPONSORED ADR	DBSDY	06/10/09	423.00	05/29/12	499.67	76.67
2.120	DBS GROUP HOLDINGS LTD SPONSORED ADR	DBSDY	10/29/10	85.85	05/29/12	88.29	2.44
122.000	ENI SPA SPONSORED ADR REPRESENTING 5 ORD	E	12/26/08	5,552.22	05/29/12	4,756.85	-795.37
20.000	ENI SPA SPONSORED ADR REPRESENTING 5 ORD	E	03/09/09	627.80	05/29/12	779.81	152.01
125.000	FANUC CORPORATION UNSPONSORED ADR	FANUY	09/24/10	2,605.42	05/29/12	3,603.66	1,003.24
33.000	FANUC CORPORATION UNSPONSORED ADR	FANUY	09/24/10	687.83	07/26/12	900.87	213.04
366.000	GAFISA S A SPONSORED ADR REPSTG 2 COM SHS	GFA	02/12/10	5,380.05	05/21/12	1,017.76	-4,362.29
201.000	GAFISA S A SPONSORED ADR REPSTG 2 COM SHS	GFA	04/06/10	2,964.35	05/21/12	553.93	-2,405.42
378.000	GAZPROM O A O SPONSORED ADR	OCPZY	12/26/08	2,693.25	05/29/12	3,435.94	742.69
126.000	GAZPROM O A O SPONSORED ADR	OCPZY	04/06/10	1,527.75	05/29/12	1,145.31	-382.44
123.000	GDF SUEZ SPONSORED ADR	GDFZY	12/26/08	5,664.15	05/29/12	2,480.85	-3,183.30
23.000	GDF SUEZ SPONSORED ADR	GDFZY	03/24/11	909.88	05/29/12	463.90	-445.98

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172.000	GLAXOSMITHKLINE PLC SPONSORED ADR(FRM GLAXO WELL)	GSK	04/21/11	7,105.06	05/29/12	7,623.12	518.06
30.000	GLAXOSMITHKLINE PLC SPONSORED ADR(FRM GLAXO WELL)	GSK	05/06/11	1,297.46	05/29/12	1,329.61	32.15
15.000	HENKEL AG AND CO KGAA SPONSORED ADR REPRESENTING	HENOY	12/26/08	477.75	01/26/12	939.73	461.98
78.000	HENKEL AG AND CO KGAA SPONSORED ADR REPRESENTING	HENOY	12/26/08	2,484.30	05/29/12	5,105.76	2,621.46
30.000	HSBC HOLDINGS PLC SPONSORED ADR NEW	HBC	12/26/08	1,381.80	07/20/12	1,250.30	-131.50
20.000	HSBC HOLDINGS PLC SPONSORED ADR NEW	HBC	12/26/08	921.20	07/24/12	790.44	-130.76
21.000	HSBC HOLDINGS PLC SPONSORED ADR NEW	HBC	12/26/08	967.26	07/26/12	865.39	-101.87
20.000	ICAP PLC SPONSORED ADR	IAPLY	06/10/09	290.60	05/29/12	219.20	-71.40
240.000	ICAP PLC SPONSORED ADR	IAPLY	03/11/10	2,728.80	05/29/12	2,630.34	-98.46
93.000	ICAP PLC SPONSORED ADR	IAPLY	03/29/10	1,058.12	05/29/12	1,019.26	-38.86
60.000	ICICI BANK LTD SPONSORED ADR	IBN	03/24/11	2,887.71	05/29/12	1,802.45	-1,085.26
41.000	ISHARES TR FTSE CHINA 25 INDEX FUND	FXI	03/11/10	1,687.14	03/07/12	1,557.15	-129.99
89.000	ISHARES TR FTSE CHINA 25 INDEX FUND	FXI	04/15/10	3,915.99	03/07/12	3,380.17	-535.82
130.000	KB FINANCIAL GROUP INC SPONSORED ADR REPSTC 1 COM SH	KB	12/26/08	3,406.00	05/29/12	4,046.80	640.80
10.000	KB FINANCIAL GROUP INC SPONSORED ADR REPSTC 1 COM SH	KB	09/10/09	299.49	05/29/12	311.29	11.80
413.000	KINGFISHER PLC ADR US LISTED	KGFBHY	02/12/10	2,705.15	03/21/12	3,894.51	1,189.36
8.000	KINGFISHER PLC ADR US LISTED	KGFBHY	02/12/10	52.40	07/26/12	65.12	12.72
153.000	KINGFISHER PLC ADR US LISTED	KGFBHY	03/19/10	1,054.88	07/26/12	1,245.39	180.51

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21.000	MITSUI & CO LTD-ADR	MITSY	03/19/10	7,139.79	05/29/12	5,869.79	-1,270.00
7.000	MITSUI & CO LTD-ADR	MITSY	04/06/10	2,430.05	05/29/12	1,956.60	-473.45
142.000	MTN GROUP LTD SPONS ADR	MTNOY	10/14/10	2,723.56	05/29/12	2,306.03	-417.53
149.000	MTN GROUP LTD SPONS ADR	MTNOY	11/11/10	2,828.45	05/29/12	2,419.71	-408.74
71.000	MTN GROUP LTD SPONS ADR	MTNOY	03/03/11	1,307.82	05/29/12	1,153.01	-154.81
158.000	MTN GROUP LTD SPONS ADR	MTNOY	04/19/11	3,141.04	05/29/12	2,565.86	-575.18
35.000	NESTLE SA-SPONSORED ADR REPSTG REGD ORD (SF 10 PAR)	NSRGY	12/26/08	1,330.00	05/29/12	2,005.45	675.45
17.000	NESTLE SA-SPONSORED ADR REPSTG REGD ORD (SF 10 PAR)	NSRGY	12/26/08	646.00	07/26/12	1,020.82	374.82
197.000	NIDEC CORPORATION SPONSORED ADR	NJ	07/31/09	3,566.28	05/29/12	4,032.52	466.24
50.000	NIDEC CORPORATION SPONSORED ADR	NJ	10/05/10	1,119.08	05/29/12	1,023.48	-95.60
209.000	NINTENDO CO LTD-ADR NEW	NTDOY	12/26/08	9,708.05	05/29/12	2,999.08	-6,708.97
70.000	NINTENDO CO LTD-ADR NEW	NTDOY	07/31/09	2,326.10	05/29/12	1,004.48	-1,321.62
15.000	NOVARTIS AG AMERICAN DEPOSITORY SHARES	NVS	12/26/08	716.70	07/26/12	866.83	150.13
56.000	OIL CO LUKOIL-SPONSORED ADR	LUKOY	12/26/08	1,853.60	05/29/12	2,984.73	1,131.13
48.000	OIL CO LUKOIL-SPONSORED ADR	LUKOY	01/19/10	2,841.60	05/29/12	2,558.34	-283.26
13.000	OIL CO LUKOIL-SPONSORED ADR	LUKOY	10/14/10	773.50	05/29/12	692.88	-80.62
38.000	PETROCHINA CO ADS EACH REPR 100 ORD HKD0	PTR	05/19/09	4,236.20	05/29/12	4,901.13	664.93
200.000	PETROLEO BRASILEIRO SA PETROBRAS	PBR	12/26/08	4,443.20	05/29/12	3,928.21	-514.99
170.000	PING AN INSURANCE GROUP CO OF CHINA LTD SPONSORED ADR	PNGAY	01/14/11	3,729.80	05/29/12	2,515.94	-1,213.86
24.000	ROCHE HOLDING LTD SPONSORED ADR REPSTG ORD	RHHBY	12/26/08	893.40	01/26/12	1,045.65	152.25



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<b>Long Term</b>							
156,000	ROCHE HOLDING LTD SPONSORED ADR REPSTG ORD	RHHBY	12/26/08	5,807.10	05/29/12	6,188.38	381.28
22,000	ROCHE HOLDING LTD SPONSORED ADR REPSTG ORD	RHHBY	04/09/10	897.38	05/29/12	872.72	-24.66
106,000	SANDVIK AB-ADR	SDVKY	03/11/10	1,292.35	05/29/12	1,405.53	113.18
194,000	SANDVIK AB-ADR	SDVKY	03/19/10	2,436.64	05/29/12	2,572.38	135.74
140,000	SANDVIK AB-ADR	SDVKY	03/29/10	1,744.70	05/29/12	1,856.36	111.66
27,000	SAP AG SPONSORED ADR	SAP	12/26/08	912.60	03/21/12	1,925.64	1,013.04
19,000	SAP AG SPONSORED ADR	SAP	12/26/08	642.20	07/12/12	1,101.88	459.68
17,000	SAP AG SPONSORED ADR	SAP	12/26/08	574.60	07/26/12	1,071.14	496.54
16,000	SAP AG SPONSORED ADR	SAP	12/26/08	540.80	09/19/12	1,162.16	621.36
16,000	SAP AG SPONSORED ADR	SAP	12/26/08	540.80	10/24/12	1,142.47	601.67
200,000	SBERBANK RUSSIA SPONSORED AMERICAN DEPOSITORY	SBRKY	07/13/11	2,984.00	12/14/12	2,419.88	-564.12
10,000	SIEMENS A.G SPONSORED ADR	SI	12/26/08	711.30	07/26/12	816.38	105.08
12,000	SIEMENS A.G SPONSORED ADR	SI	12/26/08	853.56	09/19/12	1,235.95	382.39
15,000	SIEMENS A.G SPONSORED ADR	SI	12/26/08	1,066.95	10/11/12	1,489.89	422.94
48,000	SUBSEA 7 S.A SPONSORED ADR	SUBCY	12/26/08	243.83	04/13/12	1,217.25	973.42
198,000	SUBSEA 7 S.A SPONSORED ADR	SUBCY	12/26/08	1,005.82	05/29/12	4,254.92	3,249.10
533,000	SUMITOMO CORP SPONSORED ADR	SSUMY	12/26/08	4,423.90	04/11/12	7,352.78	2,928.88
41,000	SUMITOMO CORP SPONSORED ADR	SSUMY	05/19/09	404.26	04/11/12	565.60	161.34
121,000	SUMITOMO CORP SPONSORED ADR	SSUMY	04/06/10	1,455.63	04/11/12	1,669.20	213.57

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<b>Long Term</b>							
1,745.500	SUMITOMO MITSUI TR HOLDINGS INC SPONSORED AMERICAN	SUTNY	12/26/08	6,504.60	05/29/12	4,381.10	-2,123.50
32.780	SUMITOMO MITSUI TR HOLDINGS INC SPONSORED AMERICAN	SUTNY	05/19/09	105.16	05/29/12	82.28	-22.88
41.720	SUMITOMO MITSUI TR HOLDINGS INC SPONSORED AMERICAN	SUTNY	06/10/09	152.04	05/29/12	104.71	-47.33
65.000	SUNCOR ENERGY INC NEW	SU	01/28/10	2,075.94	05/29/12	1,846.05	-229.89
31.000	SUNCOR ENERGY INC NEW	SU	04/09/10	1,090.53	05/29/12	880.43	-210.10
35.000	SUNCOR ENERGY INC NEW	SU	10/14/10	1,205.70	05/29/12	994.03	-211.67
633.000	TAIWAN SEMICONDUCTOR MFG CO LTD-SPONSORED ADR REPSTG 5 COM	TSM	12/26/08	4,736.48	05/29/12	8,945.03	4,208.55
1.000	TECK RESOURCES LIMITED SUB VOTING CL B	TCK	01/19/10	39.94	05/29/12	31.35	-8.59
41.000	TECK RESOURCES LIMITED SUB VOTING CL B	TCK	02/12/10	1,472.72	05/29/12	1,285.38	-187.34
47.000	TECK RESOURCES LIMITED SUB VOTING CL B	TCK	07/19/10	1,472.04	05/29/12	1,473.48	1.44
71.000	TECK RESOURCES LIMITED SUB VOTING CL B	TCK	08/02/10	2,628.41	05/29/12	2,225.90	-402.51
64.000	TESCO PLC-SPONSORED ADR	TSCDY	12/26/08	972.80	06/29/12	936.88	-35.92
78.000	TESCO PLC-SPONSORED ADR	TSCDY	12/26/08	1,185.60	06/29/12	1,138.08	-47.52
60.000	TESCO PLC-SPONSORED ADR	TSCDY	12/26/08	912.00	07/26/12	892.78	-19.22
67.000	TESCO PLC-SPONSORED ADR	TSCDY	12/26/08	1,018.40	10/08/12	1,019.27	0.87
85.000	TESCO PLC-SPONSORED ADR	TSCDY	12/26/08	1,292.00	10/09/12	1,278.84	-13.16
134.000	TESCO PLC-SPONSORED ADR	TSCDY	12/26/08	2,036.80	10/10/12	2,021.79	-15.01
32.000	TESCO PLC-SPONSORED ADR	TSCDY	03/24/11	611.20	10/10/12	482.82	-128.38
50.000	TESCO PLC-SPONSORED ADR	TSCDY	03/24/11	955.00	10/11/12	751.33	-203.67
103.000	TOTAL S.A. 1 ADR REPRESENTING 1 ORD SHS	TOT	12/26/08	5,484.75	05/29/12	4,515.57	-969.18

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<b>Long Term</b>							
10.000	TOTAL S.A. 1 ADR REPRESENTING 1 ORD SHS	TOT	03/09/09	457.60	05/29/12	438.41	-19.19
5.000	TOTAL S.A. 1 ADR REPRESENTING 1 ORD SHS	TOT	05/19/09	278.35	05/29/12	219.20	-59.15
20.000	UNILEVER N V NEW YORK SHS NEW ADR	UN	02/18/11	598.80	05/04/12	678.21	79.41
176.000	UNILEVER N V NEW YORK SHS NEW ADR	UN	02/18/11	5,269.43	05/29/12	5,603.98	334.55
187.000	UNILEVER N V NEW YORK SHS NEW ADR	UN	03/03/11	5,692.28	05/29/12	5,954.22	261.94
323.000	VALE S A ADR REPSTG PFD	VALEP	12/26/08	3,178.32	05/29/12	5,956.01	2,777.69
90.000	VALE S A ADR REPSTG PFD	VALEP	03/09/09	998.10	05/29/12	1,659.57	661.47
5.000	VALE S A ADR REPSTG PFD	VALEP	05/19/09	82.90	05/29/12	92.20	9.30
157.000	VODAFONE GROUP PLC SPONSORED ADR NEW	VOD	12/26/08	2,963.53	05/29/12	4,242.28	1,278.75
30.000	VODAFONE GROUP PLC SPONSORED ADR NEW	VOD	12/26/08	566.28	07/26/12	845.98	279.70
90.000	WESTPAC BANKING CORP LTD SPONSORED ADR	WBK	12/26/08	5,151.60	05/29/12	9,061.00	3,909.40
25.000	WESTPAC BANKING CORP LTD SPONSORED ADR	WBK	06/11/09	2,051.66	05/29/12	2,516.95	465.29
<b>Long Term Subtotal</b>							
<b>TOTAL REALIZED GAIN OR LOSS</b>							
			296,137.34		306,993.24	10,855.90	
			458,583.32		464,249.95	5,666.63	

A - Certain cost basis information is not available for this tax lot; therefore, gain/loss and term are not known. Please contact your Financial Advisor for more information.



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<b>Long Term</b>							
15.000	BRITISH AMERICAN TOBACCO PLC SPONSORED ADR	BTI	12/22/08	769.80	07/26/12	1,570.01	800.21
100.000	CANADIAN NATIONAL RAILWAY CO	CNI	12/22/08	3,429.79	07/26/12	8,768.05	5,338.26
55.000	COOPER INDUSTRIES PLC NEW IRELAND	G24140108	12/22/08	1,490.39	07/26/12	3,923.06	2,432.67
265.000	COOPER INDUSTRIES PLC NEW IRELAND	G24140108	12/22/08	7,180.97	12/03/12	21,031.97	13,851.00
55.000	CORTE LABORATORIES NV NEW IRELAND	CLB	12/22/08	1,507.00	07/26/12	6,088.36	4,581.36
20.000	DIAGEO PLC-SPONSORED ADR NEW REPSTG 4 ORD SHS	DEO	12/22/08	1,102.80	07/26/12	2,127.75	1,024.95
105.000	POTASH CORP OF SASKATCHEWAN INC CANADIAN LISTED	POT	12/22/08	2,281.30	07/26/12	4,731.35	2,450.05
<b>Long Term Subtotal</b>							
<b>TOTAL REALIZED GAIN OR LOSS</b>							
				17,762.05	48,240.55	30,478.50	
				17,778.63	48,257.25	30,478.62	