Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2012

Open to Public Inspection

For calendar year 2012 or tax year beginning , and ending

Name of foundation: THE VAYA CON DIOS FOUNDATION

A Employer identification number: 45-6777863

Number and street (or P O box number if mail is not delivered to street address): 976 HOT SPRINGS ROAD

Room/suite:

B Telephone number (see instructions):

City or town, state, and ZIP code: SANTA BARBARA CA 93108

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 ▶ ☐

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

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

I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ $ 2,566,269

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

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

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue					
1	Contributions, gifts, grants, etc , received (attach schedule)				
2	Check ▶ ☒ if the foundation is **not** required to attach Sch B				
3	Interest on savings and temporary cash investments	19,122	19,122		
4	Dividends and interest from securities	19,226	19,226		
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10 Stmt 1	-14,410			
b	Gross sales price for all assets on line 6a 1,265,428				
7	Capital gain net income (from Part IV, line 2)		0		
8	Net short-term capital gain			0	
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less Cost of goods sold				
c	Gross profit or (loss) (attach schedule)				
11	Other income (attach schedule) Stmt 2	5,001			
12	**Total.** Add lines 1 through 11	28,939	38,348		
Operating and Administrative Expenses					
13	Compensation of officers, directors, trustees, etc	0			
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees (attach schedule)				
b	Accounting fees (attach schedule)				
c	Other professional fees (attach schedule)				
17	Interest				
18	Taxes (attach schedule) (see instructions) Stmt 3	32	32	32	
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses (att sch)				
24	**Total operating and administrative expenses.** Add lines 13 through 23	32	32	32	0
25	Contributions, gifts, grants paid	0			0
26	**Total expenses and disbursements.** Add lines 24 and 25	32	32	32	0
27	Subtract line 26 from line 12				
a	**Excess of revenue over expenses and disbursements**	28,907			
b	**Net investment income** (if negative, enter -0-)		38,316		
c	**Adjusted net income** (if negative, enter -0-)			0	

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For Paperwork Reduction Act Notice, see instructions.

DAA

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Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

	Line	Description	Beginning of year (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets	1	Cash – non-interest-bearing		156	156
	2	Savings and temporary cash investments		1,494,880	1,494,880
	3	Accounts receivable ▶			
		Less allowance for doubtful accounts ▶			
	4	Pledges receivable ▶			
		Less allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (att schedule) ▶			
		Less allowance for doubtful accounts ▶ 0			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments – U S and state government obligations (attach schedule) Stmt 4		73,265	83,334
	b	Investments – corporate stock (attach schedule) See Stmt 5		379,986	446,728
	c	Investments – corporate bonds (attach schedule) See Stmt 6		407,902	428,199
	11	Investments – land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach sch) ▶			
	12	Investments – mortgage loans			
	13	Investments – other (attach schedule) See Statement 7		92,822	112,972
	14	Land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach sch) ▶			
	15	Other assets (describe ▶)			
	16	**Total assets** (to be completed by all filers – see the instructions Also, see page 1, item I)	0	2,449,011	2,566,269
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities** (add lines 17 through 22)	0	0	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31.** ▶ [X]			
	24	Unrestricted		2,449,011	
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ [ ]			
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	**Total net assets or fund balances** (see instructions)	0	2,449,011	
	31	**Total liabilities and net assets/fund balances** (see instructions)	0	2,449,011	

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	0
2	Enter amount from Part I, line 27a	2	28,907
3	Other increases not included in line 2 (itemize) ▶ See Statement 8	3	2,420,104
4	Add lines 1, 2, and 3	4	2,449,011
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 30	6	2,449,011

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Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P – Purchase D – Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1a	SCHWAB A#6492 SHORT TERM	P	Various	Various
b	SCHWAB A#6492 SHORT TERM	P	Various	Various
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	238,590		241,980	-3,390
b	822,567		829,875	-7,308
c				
d				
e				

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

	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a				-3,390
b				-7,308
c				
d				
e				

2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 }	2	-10,698
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8		3	

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

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

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

N/A

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			
2010			
2009			
2008			
2007			

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

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 Date of ruling or determination letter (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b	1	766
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	0
3	Add lines 1 and 2	3	766
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	0
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-	5	766
6	Credits/Payments		
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	
8	Enter any **penalty** for underpayment of estimated tax Check here ☒ if Form 2220 is attached	8	17
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	783
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	
11	Enter the amount of line 10 to be **Credited to 2013 estimated tax** ▶ Refunded ▶	11	

Part VII-A Statements Regarding Activities

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

Part VII-A Statements Regarding Activities (continued)

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

Website address ▶ N/A

14 The books are in care of ▶ Greg Van Wyk Telephone no ▶ 805-845-7724
219 W. Carrillo St, FL 2
Located at ▶ Santa Barbara CA ZIP+4 ▶ 93101

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** – Check here ▶ ☐
and enter the amount of tax-exempt interest received or accrued during the year ▶ 15

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

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

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

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

			Yes	No
5a	During the year did the foundation pay or incur any amount to			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No			
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No			
	(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No			
	(4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☐ Yes ☒ No			
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No			
b	If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)? N/A	5b		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A ☐ Yes ☐ No			
	If "Yes," attach the statement required by Regulations section 53 4945–5(d)			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	6b		X
	If "Yes" to 6b, file Form 8870			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No			
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? N/A	7b		

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
STEPHANIE P. KWOCK SANTA BARBARA 976 HOT SPRINGS ROAD CA 93108	1.00	0	0	0

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

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

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

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

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

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

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 (see instructions)

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes			
a	Average monthly fair market value of securities		1a	1,012,760
b	Average of monthly cash balances		1b	1,494,880
c	Fair market value of all other assets (see instructions)		1c	0
d	**Total** (add lines 1a, b, and c)		1d	2,507,640
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	2,507,640
4	Cash deemed held for charitable activities Enter 1½% of line 3 (for greater amount, see instructions)		4	37,615
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4		5	2,470,025
6	**Minimum investment return.** Enter 5% of line 5		6	123,501

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	123,501
2a	Tax on investment income for 2012 from Part VI, line 5	2a 766		
b	Income tax for 2012 (This does not include the tax from Part VI)	2b		
c	Add lines 2a and 2b		2c	766
3	Distributable amount before adjustments Subtract line 2c from line 1		3	122,735
4	Recoveries of amounts treated as qualifying distributions		4	
5	Add lines 3 and 4		5	122,735
6	Deduction from distributable amount (see instructions)		6	
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1		7	122,735

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

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				122,735
2	Undistributed income, if any, as of the end of 2012				
a	Enter amount for 2011 only				
b	Total for prior years 20____ , 20____ , 20____				
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				
4	Qualifying distributions for 2012 from Part XII, line 4 ▶ $ ________				
a	Applied to 2011, but not more than line 2a				
b	Applied to undistributed income of prior years (Election required – see instructions)				
c	Treated as distributions out of corpus (Election required – see instructions)				
d	Applied to 2012 distributable amount				
e	Remaining amount distributed out of corpus				
5	Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a))				
6	**Enter the net total of each column as indicated below:**				
a	Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b	Prior years' undistributed income Subtract line 4b from line 2b				
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				
d	Subtract line 6c from line 6b Taxable amount – see instructions				
e	Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount – see instructions				
f	Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013				122,735
7	Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8	Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)				
9	**Excess distributions carryover to 2013.** Subtract lines 7 and 8 from line 6a				
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 XIV Private Operating Foundations (see instructions and Part VII-A, question 9)

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

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

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

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

1 **Information Regarding Foundation Managers:**

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

N/A

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

N/A

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

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

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

N/A

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

N/A

c Any submission deadlines

N/A

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

N/A

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year N/A				
Total			▶ 3a	
b Approved for future payment N/A				
Total			▶ 3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					19,122
4 Dividends and interest from securities					19,226
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					-14,410
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b LP DISTRIBUTIONS					5,001
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)		0		0	28,939

13 **Total.** Add line 12, columns (b), (d), and (e) 13 28,939

(See worksheet in line 13 instructions to verify calculations)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions)
3	PRIMARY PURPOSE TO AWARD GRANTS AND GIFTS TO PUBLIC
3	CHARITIES EXEMPT FROM TAXATION UNDER SECTION 501(C)(3) OF
4	INTERNAL REVEUNE CODE
11a	

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

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

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

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

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

b If "Yes," complete the following schedule

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

Sign Here

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

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

X [signature] X 9/5/13 TRUSTEE

Signature of officer or trustee | Date | Title

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☒ if self-employed
Rusty Taylor	Rusty Taylor [signature] EA	06/04/13	
Firm's name ▶ San Juan Financial		PTIN	P00966602
Firm's address ▶ 31726 Rancho Viejo Rd Ste 215 San Juan Capistrano, CA 92675-2735		Firm's EIN ▶	
		Phone no	949-496-1153

DAA

Federal Statements

Statement 1 - Form 990-PF, Part I, Line 6a - Sale of Assets

Description: Whom Sold	Date Acquired	Date Sold	How Received / Sale Price	Cost	Expense	Depreciation	Net Gain / Loss
SCHWAB A#6492 LONG TERM	Various	Various	Purchase $ 66,742	$ 69,266	$	$	$ -2,524
SCHWAB A#6492 LONG TERM	Various	Various	Purchase 137,529	138,717			-1,188
SEE ATTACHED G/L REPORT			Purchase				
Total			$ 204,271	$ 207,983	$ 0	$ 0	$ -3,712

Statement 2 - Form 990-PF, Part I, Line 11 - Other Income

Description	Revenue per Books	Net Investment Income	Adjusted Net Income
LP DISTRIBUTIONS	$ 5,001	$	$
Total	$ 5,001	$ 0	$ 0

Statement 3 - Form 990-PF, Part I, Line 18 - Taxes

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
FOREIGN TAX PAID	$ 32	$ 32	$ 32	$
Total	$ 32	$ 32	$ 32	$ 0

Federal Statements

Statement 4 - Form 990-PF, Part II, Line 10a - US and State Government Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
US INFL INDX TREASURY	$	$ 39,524	Cost	$ 49,974
SOUTHER CALIF PUB OWR AUTH		33,741	Cost	33,360
Total	$ 0	$ 73,265		$ 83,334

Statement 5 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
ABBOTT LABS	$	$ 28,071	Cost	$ 35,370
BOEING CO		31,518	Cost	38,208
CHEVRON CORP		31,988	Cost	35,146
COCA COLA		18,939	Cost	20,953
EASTMAN KODAK		24,893	Cost	35,454
EXXON MOBIL		39,915	Cost	42,842
GENERAL MILLS		33,147	Cost	35,812
METLIFE INC		21,790	Cost	22,827
MICROSOFT CORP		31,430	Cost	33,067
NEXTERA ENERGY		31,687	Cost	42,068
RPM INTERNATIONAL		24,484	Cost	31,973
US BANCORP DEP SHS B		29,968	Cost	32,479
WAL MART STORES INC		32,156	Cost	40,529
Total	$ 0	$ 379,986		$ 446,728

Statement 6 - Form 990-PF, Part II, Line 10c - Corporate Bond Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
AFLAC INC.	$	$ 36,948	Cost	$ 40,633
ALCOA		31,970	Cost	32,744
BEAM INC		37,587	Cost	39,145
BEAR STEARNS		37,088	Cost	39,457
CA INC		33,110	Cost	34,191

Federal Statements

Statement 6 - Form 990-PF, Part II, Line 10c - Corporate Bond Investments (continued)

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
HCP INC	$	$ 33,972	Cost	$ 36,330
MELLON CAP		59,881	Cost	61,100
PETROBRAS INT		37,802	Cost	39,892
PROLOGIS		31,556	Cost	33,096
PROLOGIS		6,307	Cost	6,752
QUEST CORP		32,730	Cost	35,099
STATE STR BANK		28,951	Cost	29,760
Total	$ 0	$ 407,902		$ 428,199

Statement 7 - Form 990-PF, Part II, Line 13 - Other Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
ENERGY PARTNERS	$	$ 16,977	Cost	$ 16,099
ENTERRPISE PRD PARTNERS		24,042	Cost	28,946
KINDER MORGAN ENG PTS		20,964	Cost	23,139
PLAINS ALL AMERN PPLN LP		30,839	Cost	44,788
Total	$ 0	$ 92,822		$ 112,972

Statement 8 - Form 990-PF, Part III, Line 3 - Other Increases

Description	Amount
TRANSFERS IN (CAPITAL)	$ 188,241
TRANSFERS IN (IN KIND SECURITIES)	2,231,863
Total	$ 2,420,104

EOY-Savings/Cash investments

Description	Amount
SCHWAB A#6492	$ 1,494,880
Total	$ 1,494,880

FMV-Savings/Cash investments

Description	Amount
SCHWAB A#6492	$ 1,494,880
Total	$ 1,494,880

YEAR-END SUMMARY INFORMATION IS NOT PROVIDED TO THE IRS.

Date Prepared: February 8, 2013

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REALIZED GAIN OR (LOSS)

The information in the following sections include all your realized gain or (loss) transactions during the tax year They may be helpful for, but not limited to, Schedule D
Please consult with your tax advisor or financial advisor regarding specific questions

Short-Term Realized Gain or (Loss)

This section is for covered securities and corresponds to transactions reported on your 1099-B as **"cost basis is reported to the IRS."** Report on Form 8949, Part I, with Box A checked.

Description	CUSIP Number	Quantity/Par	Date of Acquisition	Date of Sale	Total Proceeds	Cost Basis	Wash Sale Loss Disallowed	Realized Gain or (Loss)
BLACKROCK STRAT INCM	09256H286	24 07	03/30/12	04/23/12	$ 235 17	$ 235 49	$ 0 00	$ (0 32)
Security Subtotal					**$ 235.17**	**$ 235.49**	**$ 0.00**	**$ (0.32)**
CAMPBELL SOUP COMPANY	134429109	40 00	03/05/12	07/31/12	$ 1,330 32	$ 1,330.32	$ 0.00	$ 0 00
CAMPBELL SOUP COMPANY	134429109	60 00	03/05/12	07/31/12	$ 1,995 47	$ 1,995 47	$ 0 00	$ 0 00
CAMPBELL SOUP COMPANY	134429109	60 00	03/05/12	07/31/12	$ 1,995.48	$ 1,995 48	$ 0 00	$ 0 00
CAMPBELL SOUP COMPANY	134429109	400 00	03/05/12	07/31/12	$ 13,304 28	$ 13,304.28	$ 0 00	$ 0 00
Security Subtotal					**$ 18,625.55**	**$ 18,625.55**	**$ 0.00**	**$ 0.00**
FIDELITY ADV FLOATING RA	315807552	21 88	03/30/12	04/23/12	$ 214 80	$ 214 67	$ 0 00	$ 0 13
Security Subtotal					**$ 214.80**	**$ 214.67**	**$ 0.00**	**$ 0.13**
FIDELITY ADV STRATEGIC I	315920801	2 12	03/30/12	04/23/12	$ 26 53	$ 26 50	$ 0 00	$ 0 03
FIDELITY ADV STRATEGIC I	315920801	40 21	03/30/12	04/23/12	$ 502 96	$ 502 26	$ 0 00	$ 0 70
Security Subtotal					**$ 529.49**	**$ 528.76**	**$ 0.00**	**$ 0.73**
GOLDCORP INC NEW F	380956409	1 00	08/09/11	07/31/12	$ 36 33	$ 46 69	$ 0 00	$ (10 36)
Security Subtotal					**$ 36.33**	**$ 46.69**	**$ 0.00**	**$ (10.36)**
GOLDMAN SACHS GP DEP S	38143Y665	70.00	03/05/12	07/31/12	$ 1,338 65	$ 1,405 60	$ 0 00	$ (66 95)

Please see the "Endnotes for Your Realized Gain or (Loss)" for an explanation of the codes and symbols in this Realized Gain or (Loss) section.

YEAR-END SUMMARY INFORMATION IS NOT PROVIDED TO THE IRS.

Date Prepared: February 8, 2013

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Short-Term Realized Gain or (Loss) (continued)

This section is for covered securities and corresponds to transactions reported on your 1099-B as **"cost basis is reported to the IRS."** Report on Form 8949, Part I, with Box A checked

Description	CUSIP Number	Quantity/Par	Date of Acquisition	Date of Sale		Total Proceeds		Cost Basis		Wash Sale Loss Disallowed		Realized Gain or (Loss)
GOLDMAN SACHS GP DEP S	38143Y665	200 00	03/05/12	07/31/12	$	3,824 70	$	4,016 00	$	0 00	$	(191 30)
GOLDMAN SACHS GP DEP S	38143Y665	300 00	03/05/12	07/31/12	$	5,737 06	$	6,024 00	$	0 00	$	(286 94)
GOLDMAN SACHS GP DEP S	38143Y665	700 00	03/05/12	07/31/12	$	13,387.16	$	14,056 00	$	0 00	$	(668 84)
Security Subtotal					**$**	**24,287.57**	**$**	**25,501.60**	**$**	**0.00**	**$**	**(1,214.03)**
HSBC USA INC SER F PFD S	40428H805	111 00	09/01/11	04/23/12	$	2,321 23	$	2,172 27	$	0.00	$	148.96
HSBC USA INC SER F PFD S	40428H805	200 00	03/05/12	04/23/12	$	4,182 40	$	4,182 40	$	0 00	$	0 00
HSBC USA INC SER F PFD S	40428H805	300 00	03/05/12	04/23/12	$	6,273 59	$	6,273.59	$	0 00	$	0 00
HSBC USA INC SER F PFD S	40428H805	500 00	03/05/12	04/23/12	$	10,455 99	$	10,455 99	$	0 00	$	0 00
HSBC USA INC SER F PFD S	40428H805	500.00	03/05/12	04/23/12	$	10,455.99	$	10,455.99	$	0.00	$	0 00
Security Subtotal					**$**	**33,689.20**	**$**	**33,540.24**	**$**	**0.00**	**$**	**148.96**
JPMORGAN CHASE & CO	46625H100	826 00	08/04/11	07/31/12	$	29,778 42	$	31,909 21	$	0 00	$	(2,130 79)
Security Subtotal					**$**	**29,778.42**	**$**	**31,909.21**	**$**	**0.00**	**$**	**(2,130.79)**
KELLOGG COMPANY	487836108	42 00	08/09/11	07/31/12	$	1,997 01	$	2,167 62	$	0 00	$	(170 61)
KELLOGG COMPANY	487836108	71 00	11/03/11	07/31/12	$	3,375.89	$	3,560 65	$	0.00	$	(184 76)
KELLOGG COMPANY	487836108	93 00	03/05/12	07/31/12	$	4,421 94	$	4,846 23	$	0 00	$	(424 29)
KELLOGG COMPANY	487836108	425 00	03/05/12	07/31/12	$	20,207 79	$	22,146.75	$	0 00	$	(1,938 96)
Security Subtotal					**$**	**30,002.63**	**$**	**32,721.25**	**$**	**0.00**	**$**	**(2,718.62)**
KINROSS GOLD CORP NEW	496902404	69 00	03/05/12	07/31/12	$	582 64	$	753 48	$	0 00	$	(170 84)
KINROSS GOLD CORP NEW	496902404	100 00	03/05/12	07/31/12	$	844.42	$	1,092 00	$	0 00	$	(247 58)

Please see the "Endnotes for Your Realized Gain or (Loss)" for an explanation of the codes and symbols in this Realized Gain or (Loss) section.

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Short-Term Realized Gain or (Loss) (continued)

This section is for covered securities and corresponds to transactions reported on your 1099-B as **"cost basis is reported to the IRS."** Report on Form 8949, Part I, with Box A checked

Description	CUSIP Number	Quantity/Par	Date of Acquisition	Date of Sale	Total Proceeds	Cost Basis	Wash Sale Loss Disallowed	Realized Gain or (Loss)
KINROSS GOLD CORP NEW	496902404	1,000 00	03/05/12	07/31/12	$ 8,444 16	$ 10,920 00	$ 0 00	$ (2,475 84)
Security Subtotal					**$ 9,871.22**	**$ 12,765.48**	**$ 0.00**	**$ (2,894.26)**
PIMCO ALL ASSET ALL AU	72201M438	94 73	03/22/12	04/23/12	$ 1,004 70	$ 1,002 31	$ 0 00	$ 2.39
Security Subtotal					**$ 1,004.70**	**$ 1,002.31**	**$ 0.00**	**$ 2.39**
SNYDERS-LANCE INC	833551104	100 00	06/23/11	04/23/12	$ 2,502 79	$ 2,099 92	$ 0 00	$ 402.87
SNYDERS-LANCE INC	833551104	100.00	06/23/11	04/23/12	$ 2,502 92	$ 2,099 92	$ 0 00	$ 403 00
SNYDERS-LANCE INC	833551104	401 00	06/23/11	04/23/12	$ 10,035 65	$ 8,420 68	$ 0 00	$ 1,614 97
SNYDERS-LANCE INC	833551104	99 00	07/11/11	04/23/12	$ 2,477 63	$ 2,104 41	$ 0 00	$ 373 22
SNYDERS-LANCE INC	833551104	100.00	07/11/11	04/23/12	$ 2,502 36	$ 2,125 67	$ 0 00	$ 376 69
SNYDERS-LANCE INC	833551104	101 00	07/11/11	04/23/12	$ 2,527 48	$ 2,146.93	$ 0 00	$ 380 55
SNYDERS-LANCE INC	833551104	200 00	07/12/11	04/23/12	$ 5,004 92	$ 4,199 98	$ 0 00	$ 804 94
SNYDERS-LANCE INC	833551104	31 00	07/21/11	04/23/12	$ 775 76	$ 661 01	$ 0 00	$ 114 75
SNYDERS-LANCE INC	833551104	69 00	07/21/11	04/23/12	$ 1,726 70	$ 1,471 29	$ 0 00	$ 255 41
SNYDERS-LANCE INC	833551104	100 00	07/21/11	04/23/12	$ 2,502.79	$ 2,132 30	$ 0 00	$ 370 49
SNYDERS-LANCE INC	833551104	200 00	07/27/11	04/23/12	$ 5,004 92	$ 4,102 00	$ 0 00	$ 902 92
SNYDERS-LANCE INC	833551104	31 00	08/09/11	04/23/12	$ 775 76	$ 602 52	$ 0 00	$ 173 24
Security Subtotal					**$ 38,339.68**	**$ 32,166.63**	**$ 0.00**	**$ 6,173.05**
SPDR S & P INTL DIVIDEND	78463X772	313 00	01/23/12	04/23/12	$ 14,641 62	$ 15,236 84	$ 0 00	$ (595 22)
Security Subtotal					**$ 14,641.62**	**$ 15,236.84**	**$ 0.00**	**$ (595.22)**

Please see the "Endnotes for Your Realized Gain or (Loss)" for an explanation of the codes and symbols in this Realized Gain or (Loss) section.

YEAR-END SUMMARY INFORMATION IS NOT PROVIDED TO THE IRS.

Date Prepared: February 8, 2013

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Short-Term Realized Gain or (Loss) (continued)

This section is for covered securities and corresponds to transactions reported on your 1099-B as **"cost basis is reported to the IRS."** Report on Form 8949, Part I, with Box A checked

Description	CUSIP Number	Quantity/Par	Date of Acquisition	Date of Sale	Total Proceeds	Cost Basis	Wash Sale Loss Disallowed	Realized Gain or (Loss)
VEECO INSTRUMENTS INC	922417100	50 00	08/09/11	07/31/12	$ 1,751 74	$ 1,748 00	$ 0 00	$ 3 74
VEECO INSTRUMENTS INC	922417100	29 00	09/13/11	07/31/12	$ 1,016 01	$ 948 88	$ 0 00	$ 67 13
VEECO INSTRUMENTS INC	922417100	121.00	03/05/12	07/31/12	$ 4,239.20	$ 4,239 20	$ 0 00	$ 0.00
VEECO INSTRUMENTS INC	922417100	179 00	03/05/12	07/31/12	$ 6,271 22	$ 6,271 22	$ 0.00	$ 0 00
VEECO INSTRUMENTS INC	922417100	200 00	03/05/12	07/31/12	$ 7,006 95	$ 7,006.95	$ 0.00	$ 0.00
Security Subtotal					**$ 20,285.12**	**$ 20,214.25**	**$ 0.00**	**$ 70.87**
WASTE MANAGEMENT INC D	94106L109	100 00	03/05/12	07/31/12	$ 3,444.30	$ 3,489.00	$ 0 00	$ (44 70)
WASTE MANAGEMENT INC D	94106L109	195 00	03/05/12	07/31/12	$ 6,716 23	$ 6,803 55	$ 0 00	$ (87 32)
WASTE MANAGEMENT INC D	94106L109	200 00	03/05/12	07/31/12	$ 6,888 43	$ 6,978 00	$ 0 00	$ (89 57)
Security Subtotal					**$ 17,048.96**	**$ 17,270.55**	**$ 0.00**	**$ (221.59)**
Total Short-Term *(Cost basis is reported to the IRS)*					**$ 238,590.46**	**$ 241,979.52**	**$ 0.00**	**$ (3,389.06)**

Short-Term Realized Gain or (Loss)

This section is for noncovered securities and corresponds to transactions reported on your 1099-B as **"cost basis is available but not reported to the IRS."** Report on Form 8949, Part I, with Box B checked

Description	CUSIP Number	Quantity/Par	Date of Acquisition	Date of Sale	Total Proceeds	Cost Basis	Wash Sale Loss Disallowed	Realized Gain or (Loss)
BLACKROCK GLOBAL AL	09251T509	6,403 00	03/05/12	04/23/12	$ 123,143 77	$ 126,331 19[t]	$ 0 00	$ (3,187 42)
Security Subtotal					**$ 123,143.77**	**$ 126,331.19**	**$ 0.00**	**$ (3,187.42)**

Please see the "Endnotes for Your Realized Gain or (Loss)" for an explanation of the codes and symbols in this Realized Gain or (Loss) section.

YEAR-END SUMMARY INFORMATION IS NOT PROVIDED TO THE IRS. **Date Prepared: February 8, 2013**

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Short-Term Realized Gain or (Loss) (continued)

This section is for noncovered securities and corresponds to transactions reported on your 1099-B as **"cost basis is available but not reported to the IRS."** Report on Form 8949, Part I, with Box B checked

Description	CUSIP Number	Quantity/Par	Date of Acquisition	Date of Sale		Total Proceeds		Cost Basis		Wash Sale Loss Disallowed		Realized Gain or (Loss)
BLACKROCK STRAT INCM	09256H286	2,587 00	08/11/11	04/23/12	$	25,265 82	$	24,990 42[t]	$	0 00	$	275.40
BLACKROCK STRAT INCM	09256H286	1,408.00	09/01/11	04/23/12	$	13,751.17	$	13,657 60[t]	$	0 00	$	93 57
BLACKROCK STRAT INCM	09256H286	1 00	03/05/12	04/23/12	$	9 77	$	9 77[t]	$	0 00	$	0 00
BLACKROCK STRAT INCM	09256H286	17 00	03/05/12	04/23/12	$	166 03	$	166.09[t]	$	0 00	$	(0.06)
BLACKROCK STRAT INCM	09256H286	10,060 00	03/05/12	04/23/12	$	98,250 55	$	98,286 20[t]	$	0.00	$	(35 65)
Security Subtotal					**$**	**137,443.34**	**$**	**137,110.08**	**$**	**0.00**	**$**	**333.26**
BUCKEYE PARTNERS UTS L	118230101	230 00	03/05/12	07/31/12	$	12,354.88	$	13,804 60[t]	$	0.00	$	(1,449 72)
Security Subtotal					**$**	**12,354.88**	**$**	**13,804.60**	**$**	**0.00**	**$**	**(1,449.72)**
FIDELITY ADV FLOATING RA	315807552	10,204 00	06/21/11	04/23/12	$	100,163 98	$	99,999.20[t]	$	0 00	$	164.78
FIDELITY ADV FLOATING RA	315807552	1 00	08/11/11	04/23/12	$	9 82	$	9 39[t]	$	0 00	$	0 43
FIDELITY ADV FLOATING RA	315807552	2,670 00	08/11/11	04/23/12	$	26,209 12	$	24,991 20[t]	$	0 00	$	1,217 92
FIDELITY ADV FLOATING RA	315807552	73 00	09/01/11	04/23/12	$	716 58	$	691 31[t]	$	0 00	$	25 27
Security Subtotal					**$**	**127,099.50**	**$**	**125,691.10**	**$**	**0.00**	**$**	**1,408.40**
FIDELITY ADV STRATEGIC I	315920801	1 00	03/05/12	04/23/12	$	12 51	$	12 58[t]	$	0 00	$	(0 07)
FIDELITY ADV STRATEGIC I	315920801	3,832 00	03/05/12	04/23/12	$	47,928 50	$	48,206 56[t]	$	0.00	$	(278 06)
FIDELITY ADV STRATEGIC I	315920801	7,788 00	03/05/12	04/23/12	$	97,407 92	$	97,973 04[t]	$	0 00	$	(565 12)
FIDELITY ADV STRATEGIC I	315920801	7,824 00	03/05/12	04/23/12	$	97,858 19	$	98,425 92[t]	$	0 00	$	(567 73)
Security Subtotal					**$**	**243,207.12**	**$**	**244,618.10**	**$**	**0.00**	**$**	**(1,410.98)**

Please see the "Endnotes for Your Realized Gain or (Loss)" for an explanation of the codes and symbols in this Realized Gain or (Loss) section.

Date Prepared: February 8, 2013

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Short-Term Realized Gain or (Loss) (continued)

This section is for noncovered securities and corresponds to transactions reported on your 1099-B as **"cost basis is available but not reported to the IRS."**Report on Form 8949, Part I, with Box B checked

Description	CUSIP Number	Quantity/Par	Date of Acquisition	Date of Sale		Total Proceeds		Cost Basis		Wash Sale Loss Disallowed		Realized Gain or (Loss)
ISHARES S&P U S PFD FUND	464288687	1,000 00	03/05/12	07/31/12	$	39,437.54	$	39,437 54[t]	$	0.00	$	0 00
Security Subtotal					**$**	**39,437.54**	**$**	**39,437.54**	**$**	**0.00**	**$**	**0.00**
JPMORGAN CHASE 7.20XXX	48124Y204	33 00	07/12/11	07/12/12	$	825 00	$	851 07	$	0 00	$	(26 07)
Security Subtotal					**$**	**825.00**	**$**	**851.07**	**$**	**0.00**	**$**	**(26.07)**
PIMCO ALL ASSET ALL AU	72201M438	1,405 00	03/05/12	04/23/12	$	14,900 46	$	15,202 10[t]	$	0 00	$	(301 64)
PIMCO ALL ASSET ALL AU	72201M438	9,149.00	03/05/12	04/23/12	$	97,027 98	$	98,992.18[t]	$	0 00	$	(1,964 20)
Security Subtotal					**$**	**111,928.44**	**$**	**114,194.28**	**$**	**0.00**	**$**	**(2,265.84)**
WISDOMTREE TRUST EM	97717W281	48 00	08/09/11	04/23/12	$	2,229 68	$	2,159 52[t]	$	0 00	$	70 16
WISDOMTREE TRUST EM	97717W281	56 00	09/29/11	04/23/12	$	2,601 29	$	2,258 51[t]	$	0 00	$	342 78
WISDOMTREE TRUST EM	97717W281	80 00	03/05/12	04/23/12	$	3,716.13	$	3,903 20[t]	$	0.00	$	(187 07)
WISDOMTREE TRUST EM	97717W281	400 00	03/05/12	04/23/12	$	18,580 65	$	19,516.00[t]	$	0 00	$	(935 35)
Security Subtotal					**$**	**27,127.75**	**$**	**27,837.23**	**$**	**0.00**	**$**	**(709.48)**
Total Short-Term *(Cost basis is available but not reported to the IRS)*					**$**	**822,567.34**	**$**	**829,875.19**	**$**	**0.00**	**$**	**(7,307.85)**
Total Short-Term					**$**	**1,061,157.80**	**$**	**1,071,854.71**	**$**	**0.00**	**$**	**(10,696.91)**

Please see the "Endnotes for Your Realized Gain or (Loss)" for an explanation of the codes and symbols in this Realized Gain or (Loss) section.

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Long-Term Realized Gain or (Loss)

This section is for covered securities and corresponds to transactions reported on your 1099-B as **"cost basis is reported to the IRS."** Report on Form 8949, Part II, with Box A checked

Description	CUSIP Number	Quantity/Par	Date of Acquisition	Date of Sale		Total Proceeds		Cost Basis		Wash Sale Loss Disallowed		Realized Gain or (Loss)
CAMPBELL SOUP COMPANY	134429109	40 00	06/23/11	07/31/12	$	1,330 32	$	1,326 26	$	0 00	$	4 06
CAMPBELL SOUP COMPANY	134429109	60 00	06/23/11	07/31/12	$	1,995 47	$	1,989 38	$	0 00	$	6 09
Security Subtotal					**$**	**3,325.79**	**$**	**3,315.64**	**$**	**0.00**	**$**	**10.15**
GOLDCORP INC NEW F	380956409	350 00	06/27/11	07/31/12	$	12,713 98	$	16,449.97	$	0 00	$	(3,735 99)
Security Subtotal					**$**	**12,713.98**	**$**	**16,449.97**	**$**	**0.00**	**$**	**(3,735.99)**
HONEYWELL INTERNATIONA	438516106	425 00	06/07/11	07/31/12	$	24,739 85	$	24,274 13	$	0.00	$	465 72
HONEYWELL INTERNATIONA	438516106	375 00	06/14/11	07/31/12	$	21,829 28	$	21,265 88	$	0 00	$	563.40
HONEYWELL INTERNATIONA	438516106	71 00	06/23/11	07/31/12	$	4,133 01	$	3,959 99	$	0 00	$	173 02
Security Subtotal					**$**	**50,702.14**	**$**	**49,500.00**	**$**	**0.00**	**$**	**1,202.14**
Total Long-Term *(Cost basis is reported to the IRS)*					**$**	**66,741.91**	**$**	**69,265.61**	**$**	**0.00**	**$**	**(2,523.70)**

Long-Term Realized Gain or (Loss)

This section is for noncovered securities and corresponds to transactions reported on your 1099-B as **"cost basis is available but not reported to the IRS."** Report on Form 8949, Part II, with Box B checked.

Description	CUSIP Number	Quantity/Par	Date of Acquisition	Date of Sale		Total Proceeds		Cost Basis		Wash Sale Loss Disallowed		Realized Gain or (Loss)
ISHARES S&P U S PFD FUND	464288687	1,000 00	06/10/11	07/31/12	$	39,437 54	$	39,309 90 [t]	$	0 00	$	127 64
ISHARES S&P U S PFD FUND	464288687	500.00	06/15/11	07/31/12	$	19,718 77	$	19,618 75 [t]	$	0 00	$	100 02

Please see the "Endnotes for Your Realized Gain or (Loss)" for an explanation of the codes and symbols in this Realized Gain or (Loss) section.

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Long-Term Realized Gain or (Loss) (continued)

This section is for noncovered securities and corresponds to transactions reported on your 1099-B as **"cost basis is available but not reported to the IRS."** Report on Form 8949, Part II, with Box B checked.

Description	CUSIP Number	Quantity/Par	Date of Acquisition	Date of Sale	Total Proceeds	Cost Basis	Wash Sale Loss Disallowed	Realized Gain or (Loss)
ISHARES S&P U S PFD FUND	464288687	200 00	06/16/11	07/31/12	$ 7,887 51	$ 7,842 00[1]	$ 0 00	$ 45 51
ISHARES S&P U S PFD FUND	464288687	773 00	07/11/11	07/31/12	$ 30,485 21	$ 30,448 47[1]	$ 0 00	$ 36 74
Security Subtotal					**$ 97,529.03**	**$ 97,219.12**	**$ 0.00**	**$ 309.91**
JPMORGAN CHASE 7 20XXX	48124Y204	1,000 00	06/13/11	07/12/12	$ 25,000 00	$ 26,000 00	$ 0 00	$ (1,000 00)
JPMORGAN CHASE 7 20XXX	48124Y204	200.00	06/17/11	07/12/12	$ 5,000 00	$ 5,144 00	$ 0 00	$ (144 00)
JPMORGAN CHASE 7 20XXX	48124Y204	200 00	06/21/11	07/12/12	$ 5,000.00	$ 5,188.00	$ 0 00	$ (188 00)
JPMORGAN CHASE 7.20XXX	48124Y204	200 00	07/08/11	07/12/12	$ 5,000 00	$ 5,166 00	$ 0 00	$ (166.00)
Security Subtotal					**$ 40,000.00**	**$ 41,498.00**	**$ 0.00**	**$ (1,498.00)**
Total Long-Term *(Cost basis is available but not reported to the IRS)*					**$ 137,529.03**	**$ 138,717.12**	**$ 0.00**	**$ (1,188.09)**
Total Long-Term					**$ 204,270.94**	**$ 207,982.73**	**$ 0.00**	**$ (3,711.79)**

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Realized Gain or (Loss) Summary

Total Realized Gain or (Loss)

Description		Total Proceeds		Cost Basis		Wash Sale Loss Disallowed		Realized Gain or (Loss)
Total Short-Term Realized Gain or (Loss) *(Cost basis is reported to the IRS Report on Form 8949, Part I, with Box A checked)*	$	238,590.46	$	241,979.52	$	0.00	$	(3,389.06)
Total Short-Term Realized Gain or (Loss) *(Cost basis is available but not reported to the IRS Report on Form 8949, Part I, with Box B checked)*	$	822,567.34	$	829,875.19	$	0.00	$	(7,307.85)
Total Short-Term Realized Gain or (Loss)	$	1,061,157.80	$	1,071,854.71	$	0.00	$	(10,696.91)
Total Long-Term Realized Gain or (Loss) *(Cost basis is reported to the IRS Report on Form 8949, Part II, with Box A checked)*	$	66,741.91	$	69,265.61	$	0.00	$	(2,523.70)
Total Long-Term Realized Gain or (Loss) *(Cost basis is available but not reported to the IRS Report on Form 8949, Part II, with Box B checked)*	$	137,529.03	$	138,717.12	$	0.00	$	(1,188.09)
Total Long-Term Realized Gain or (Loss)	$	204,270.94	$	207,982.73	$	0.00	$	(3,711.79)
TOTAL REALIZED GAIN OR (LOSS)	$	1,265,428.74	$	1,279,837.44	$	0.00	$	(14,408.70)

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