



See a Social Security Number? Say Something!  
Report Privacy Problems to <https://public.resource.org/privacy>  
Or call the IRS Identity Theft Hotline at 1-800-908-4490



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 01-01-2012 , and ending 12-31-2012

Name of foundation TW L D MCEACHEARN 501-1013002803		<b>A Employer identification number</b>  58-6255314	
Number and street (or P O box number if mail is not delivered to street address) 1525 W WT HARRIS BLVD D1114-044		<b>B Telephone number</b> (see instructions)  (855) 739-2921	
City or town, state, and ZIP code CHARLOTTE, NC 28288		<b>C</b> If exemption application is pending, check here <input type="checkbox"/>	
<b>G</b> Check all that apply <div><input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change</div> <div><input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change</div>		<b>D 1.</b> Foreign organizations, check here <input type="checkbox"/> <b>2.</b> Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>	
<b>H</b> Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		<b>E</b> If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/> <b>F</b> If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	
<b>I</b> Fair market value of all assets at end of year (from Part II, col. (c), line 16) <input checked="" type="checkbox"/> \$ 124,130,897		<b>J</b> Accounting method <input type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> 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	<b>1</b> Contributions, gifts, grants, etc , received (attach schedule)				
	<b>2</b> Check <input checked="" type="checkbox"/> if the foundation is <b>not</b> required to attach Sch B				
	<b>3</b> Interest on savings and temporary cash investments				
	<b>4</b> Dividends and interest from securities. . . . .	2,546,562	2,541,849		
	<b>5a</b> Gross rents . . . . .				
	<b>b</b> Net rental income or (loss) _____				
	<b>6a</b> Net gain or (loss) from sale of assets not on line 10	1,255,969			
	<b>b</b> Gross sales price for all assets on line 6a _____ 21,492,884				
	<b>7</b> Capital gain net income (from Part IV , line 2 ) . . . .		1,255,969		
	<b>8</b> Net short-term capital gain . . . . .			0	
	<b>9</b> Income modifications . . . . .				
	<b>10a</b> Gross sales less returns and allowances				
Operating and Administrative Expenses	<b>b</b> Less Cost of goods sold . . . . .				
	<b>c</b> Gross profit or (loss) (attach schedule) . . . . .				
	<b>11</b> Other income (attach schedule) . . . . .	 7,750	194,521		
	<b>12 Total.</b> Add lines 1 through 11 . . . . .	3,810,281	3,992,339		
	<b>13</b> Compensation of officers, directors, trustees, etc	528,813	396,610		132,203
	<b>14</b> Other employee salaries and wages . . . . .		0	0	0
	<b>15</b> Pension plans, employee benefits . . . . .		0	0	
	<b>16a</b> Legal fees (attach schedule) . . . . .				0
	<b>b</b> Accounting fees (attach schedule) . . . . .	 11,786	2,786	0	9,000
	<b>c</b> Other professional fees (attach schedule) . . . . .	 3,168	3,168		0
	<b>17</b> Interest . . . . .				0
	<b>18</b> Taxes (attach schedule) (see instructions)	 122,258	40,751		0
	<b>19</b> Depreciation (attach schedule) and depletion . . .	0	0		
	<b>20</b> Occupancy . . . . .				
	<b>21</b> Travel, conferences, and meetings . . . . .		0	0	
	<b>22</b> Printing and publications . . . . .		0	0	
	<b>23</b> Other expenses (attach schedule) . . . . .	 560	113,874		
	<b>24 Total operating and administrative expenses.</b> Add lines 13 through 23 . . . . .	666,585	557,189	0	141,203
	<b>25</b> Contributions, gifts, grants paid . . . . .	5,200,000			5,200,000
	<b>26 Total expenses and disbursements.</b> Add lines 24 and 25	5,866,585	557,189	0	5,341,203
	<b>27</b> Subtract line 26 from line 12				
	<b>a Excess of revenue over expenses and disbursements</b>	-2,056,304			
	<b>b Net investment income</b> (if negative, enter -0-)		3,435,150		
	<b>c Adjusted net income</b> (if negative, enter -0-)			0	

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions )	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing . . . . .	51,601	128,584	128,584
	2	Savings and temporary cash investments . . . . .	1,158,702	6,134,798	6,134,798
	3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____		0	0
	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 page 15 of the instructions) . . . . .			
	7	Other notes and loans receivable (attach 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)	2,651,528	 2,414,950	2,417,035
	b	Investments—corporate stock (attach schedule) . . . . .	983,899	 48,896,523	47,677,307
	c	Investments—corporate bonds (attach schedule). . . . .	2,036,779	 9,095,308	9,744,839
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans . . . . .			128,431
	13	Investments—other (attach schedule) . . . . .	117,007,474	 54,842,240	57,660,269
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
Liabilities	15	Other assets (describe ▶ _____)		 225,614	 239,634
	16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	123,889,983	121,738,017	124,130,897
	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	
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 . . . . .	123,889,983	121,738,017	
	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 page 17 of the instructions) . . . . .	123,889,983	121,738,017	
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions) . . . . .	123,889,983	121,738,017	

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	123,889,983
2	Enter amount from Part I, line 27a . . . . .	2	-2,056,304
3	Other increases not included in line 2 (itemize) ▶ 	3	174,796
4	Add lines 1, 2, and 3 . . . . .	4	122,008,475
5	Decreases not included in line 2 (itemize) ▶ 	5	270,458
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 . . . . .	6	121,738,017

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	See Additional Data Table			
b				
c				
d				
e				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a See Additional Data Table			
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a See Additional Data Table			
b			
c			
d			
e			

2	Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	1,255,969
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

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 page 18 of 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	5,470,656	121,706,360	0 04495
2010	4,849,226	116,439,097	0 041646
2009	5,698,000	104,763,956	0 054389
2008	7,000,500	127,961,152	0 054708
2007			

2	Total of line 1, column (d). . . . .	2	0 195693
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	0 048923
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5. . . . .	4	120,294,022
5	Multiply line 4 by line 3. . . . .	5	5,885,144
6	Enter 1% of net investment income (1% of Part I, line 27b). . . . .	6	34,352
7	Add lines 5 and 6. . . . .	7	5,919,496
8	Enter qualifying distributions from Part XII, line 4. . . . .  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	8	5,341,203

Part VIExcise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)

1a		Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> 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 <input type="checkbox"/> and enter 1% of Part I, line 27b . . . . .		1	68,703	
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	68,703	
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	68,703	
6		Credits/Payments				
a		2012 estimated tax payments and 2011 overpayment credited to 2012	6a	69,041		
b		Exempt foreign organizations—tax withheld at source . . . . .	6b			
c		Tax paid with application for extension of time to file (Form 8868)	6c	0		
d		Backup withholding erroneously withheld . . . . .	6d			
7		Total credits and payments Add lines 6a through 6d. . . . .		7	69,041	
8		Enter any penalty for underpayment of estimated tax Check here <input checked="" type="checkbox"/> if Form 2220 is attached		8	0	
9		Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed . . . . .		9		
10		Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid. . . . .		10	338	
11		Enter the amount of line 10 to be Credited to 2013 estimated tax	338	Refunded	11	0

Part VII-AStatements Regarding Activities

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? . . . . .		Yes	No
		1a		No
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? . . . . .			No
	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		No
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? . . . . .	2		No
	If "Yes," attach a detailed description of the activities.			
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		No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year? . . . . .	4a		No
b	If "Yes," has it filed a tax return on Form 990-T for this year? . . . . .	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? . . . . .	5		No
	If "Yes," attach the statement required by General Instruction T.			
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either <ul style="list-style-type: none"><li>By language in the governing instrument, or</li><li>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? . . . . .</li></ul>	6	Yes	
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	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions)  GA _____			
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	Yes	
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		No
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		No

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		No
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		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	
Website address				
14	The books are in care of WELLS FARGO BANK NA Telephone no (855) 739-2921 Located at 1 WEST 4TH STREET WINSTON SALEM NC ZIP+4 271013818			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here and enter the amount of tax-exempt interest received or accrued during the year.	15		
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		No
See 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? (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? (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)? (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 ).			
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 page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here.	1b		No
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?	1c		No
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? If "Yes," list the years 20 , 20 , 20 , 20			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions )	2b		No
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?			
b	If "Yes," did it have excess business holdings in 2012 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012.).	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
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		No

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))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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).	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 5a(1)–(5), did <b>any</b> of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?		5b	
	Organizations relying on a current notice regarding disaster assistance check here.	<input checked="" type="checkbox"/>		
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?	<input type="checkbox"/> Yes <input type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		6b	No
	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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?		7b	

Part VIII

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).				
(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
WELLS FARGO BANK NA 1525 W WT HARRIS BLVD D1114 044 CHARLOTTE,NC 28288	TRUSTEE 40	528,813		
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. . . . .		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	
2	
3	
4	

Part IX-B

Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments. See page 24 of the instructions.	
3	
Total. Add lines 1 through 3. . . . .	



**Part X**

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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
<b>a</b>	Average monthly fair market value of securities. . . . .	<b>1a</b>	119,808,644
<b>b</b>	Average of monthly cash balances. . . . .	<b>1b</b>	2,317,267
<b>c</b>	Fair market value of all other assets (see instructions). . . . .	<b>1c</b>	0
<b>d</b>	<b>Total</b> (add lines 1a, b, and c). . . . .	<b>1d</b>	122,125,911
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation). . . . .	<b>1e</b>	0
<b>2</b>	Acquisition indebtedness applicable to line 1 assets. . . . .	<b>2</b>	0
<b>3</b>	Subtract line 2 from line 1d. . . . .	<b>3</b>	122,125,911
<b>4</b>	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions). . . . .	<b>4</b>	1,831,889
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3 Enter here and on Part V, line 4	<b>5</b>	120,294,022
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5. . . . .	<b>6</b>	6,014,701

**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.)

<b>1</b>	Minimum investment return from Part X, line 6. . . . .	<b>1</b>	6,014,701
<b>2a</b>	Tax on investment income for 2012 from Part VI, line 5. . . . .	<b>2a</b>	68,703
<b>b</b>	Income tax for 2012 (This does not include the tax from Part VI ). . . . .	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b. . . . .	<b>2c</b>	68,703
<b>3</b>	Distributable amount before adjustments Subtract line 2c from line 1. . . . .	<b>3</b>	5,945,998
<b>4</b>	Recoveries of amounts treated as qualifying distributions. . . . .	<b>4</b>	0
<b>5</b>	Add lines 3 and 4. . . . .	<b>5</b>	5,945,998
<b>6</b>	Deduction from distributable amount (see instructions). . . . .	<b>6</b>	0
<b>7</b>	<b>Distributable amount</b> as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1. . . . .	<b>7</b>	5,945,998

**Part XII**

**Qualifying Distributions** (see instructions)

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
<b>a</b>	Expenses, contributions, gifts, etc —total from Part I, column (d), line 26. . . . .	<b>1a</b>	5,341,203
<b>b</b>	Program-related investments—total from Part IX-B. . . . .	<b>1b</b>	0
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes. . . . .	<b>2</b>	0
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the		
<b>a</b>	Suitability test (prior IRS approval required). . . . .	<b>3a</b>	0
<b>b</b>	Cash distribution test (attach the required schedule). . . . .	<b>3b</b>	0
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	5,341,203
<b>5</b>	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). . . . .	<b>5</b>	0
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4. . . . .	<b>6</b>	5,341,203
<b>Note:</b> 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				5,945,998
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only. . . . .			379,479	
b Total for prior years 2010 , 20__ , 20__		0		
3 Excess distributions carryover, if any, to 2012				
a From 2007. . . . .	0			
b From 2008. . . . .	0			
c From 2009. . . . .	0			
d From 2010. . . . .	0			
e From 2011. . . . .	0			
f Total of lines 3a through e. . . . .	0			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ 5,341,203				
a Applied to 2011, but not more than line 2a			379,479	
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. . . . .				4,961,724
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a).)	0			0
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
b Prior years' undistributed income Subtract line 4b from line 2b. . . . .		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed. . . . .		0		
d Subtract line 6c from line 6b Taxable amount—see instructions . . . . .		0		
e Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount—see instructions . . . . .			0	
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013 . . . . .				984,274
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions). . . . .	0			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions). . . .	0			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a . . . . .	0			
10 Analysis of line 9				
a Excess from 2008. . . .	0			
b Excess from 2009. . . .	0			
c Excess from 2010. . . .	0			
d Excess from 2011. . . .	0			
e Excess from 2012. . . .	0			

Part XIVPrivate 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 organization is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

☐ 4942(j)(3) or ☐ 4942(j)(5)

2a	Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed.	Tax year	Prior 3 years			(e) Total
		(a) 2012	(b) 2011	(c) 2010	(d) 2009	
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 XVSupplementary Information (Complete this part only if the organization 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) )

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

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 of the person to whom applications should be addressed

b

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

c

Any submission deadlines

d

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

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

Form **990-PF** (2012)

Enter gross amounts unless otherwise indicated

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

Form **990-PF** (2012)

<b>1</b>	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?		<b>Yes</b>	<b>No</b>
<b>a</b>	Transfers from the reporting foundation to a noncharitable exempt organization of			
	<b>(1)</b> Cash. . . . .	<b>1a(1)</b>		<b>No</b>
	<b>(2)</b> Other assets. . . . .	<b>1a(2)</b>		<b>No</b>
<b>b</b>	Other transactions			
	<b>(1)</b> Sales of assets to a noncharitable exempt organization. . . . .	<b>1b(1)</b>		<b>No</b>
	<b>(2)</b> Purchases of assets from a noncharitable exempt organization. . . . .	<b>1b(2)</b>		<b>No</b>
	<b>(3)</b> Rental of facilities, equipment, or other assets. . . . .	<b>1b(3)</b>		<b>No</b>
	<b>(4)</b> Reimbursement arrangements. . . . .	<b>1b(4)</b>		<b>No</b>
	<b>(5)</b> Loans or loan guarantees. . . . .	<b>1b(5)</b>		<b>No</b>
	<b>(6)</b> Performance of services or membership or fundraising solicitations. . . . .	<b>1b(6)</b>		<b>No</b>
<b>c</b>	Sharing of facilities, equipment, mailing lists, other assets, or paid employees. . . . .	<b>1c</b>		<b>No</b>
<b>d</b>	If the answer to any of the above is "Yes," complete the following schedule. Column <b>(b)</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 <b>(d)</b> the value of the goods, other assets, or services received.			

[illegible]

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

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

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

**Sign  
Here**

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

*****	2013-10-22	*****	
Signature of officer or trustee	Date	Title	<div style="border: 1px solid black; padding: 2px; font-size: 0.8em;">             May the IRS discuss this return with the preparer shown below (see Instr. 7)? <input type="checkbox"/> Yes <input type="checkbox"/> No           </div>

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

**Paid  
Preparer  
Use Only**

Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed <input type="checkbox"/>	PTIN
Firm's name <input type="checkbox"/> <hr/>			Firm's EIN <input type="checkbox"/>	
Firm's address <input type="checkbox"/> <hr/>			Phone no	

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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 )
5 ADT CORP/THE		2012-09-20	2012-10-10
73 AETNA INC-NEW COM		2010-03-23	2012-02-27
284 AETNA INC-NEW COM		2010-07-06	2012-09-20
614 AGNICO EAGLE MINES LTD COM		2012-03-13	2012-09-20
6 AIR LIQUIDE ADR FRANCE ADR		2010-07-08	2012-07-02
111 ALLIANT TECHSYSTEMS INC COM W/RTS ATTACHED EXP 09/28/2000		2010-05-07	2012-05-30
132 ALLIANT TECHSYSTEMS INC COM W/RTS ATTACHED EXP 09/28/2000		2011-05-23	2012-09-10
427 ALLIANT TECHSYSTEMS INC COM W/RTS ATTACHED EXP 09/28/2000		2011-05-23	2012-09-20
25000 AMERISTAR CASINOS IN 7 500% 4/15/21		2012-10-25	2012-12-21
280 AMPHENOL CORP NEW CL A		2011-08-22	2012-09-20
501 ANN INC		2012-09-14	2012-11-09
105 ARM HLDGS PLC SPONSORED ADR		2010-07-08	2012-12-12
927 AVON PRODS INC COM W/RTS ATTACHED		2011-08-02	2012-09-20
118 AVON PRODS INC COM W/RTS ATTACHED		2012-01-31	2012-09-20
141 BALL CORP COM RTS EXP 08/04/2006		2012-09-14	2012-12-05
529 BEST BUY INC COM		2011-03-28	2012-09-20
696 BIG LOTS INC COM		2012-09-07	2012-09-20
1829 BOSTON SCIENTIFIC CORP COM		2010-04-14	2012-05-29
2576 99595 BOSTON SCIENTIFIC CORP COM		2010-03-23	2012-09-20
2549 00405 BOSTON SCIENTIFIC CORP COM		2010-07-30	2012-09-20
426 BUCKLE INC COM		2012-09-14	2012-11-16
942 CRH PLC ADR		2011-06-24	2012-09-20
442 CA INC		2011-02-07	2012-01-31
106 CA INC		2011-02-07	2012-02-27
115 CA INC		2011-04-25	2012-02-27
134 CA INC		2011-05-19	2012-05-07
115 CA INC		2011-04-25	2012-05-07
875 CA INC		2011-08-19	2012-09-20
5314 CAL DIVE INTERNATIONAL INC		2011-08-23	2012-01-04
133 CAMERON INT'L CORP COM		2011-08-16	2012-02-27

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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 )
164 CAMERON INT'L CORP COM		2011-06-22	2012-04-10
8 CAMERON INT'L CORP COM		2010-06-04	2012-04-10
296 CAMERON INT'L CORP COM		2010-07-06	2012-09-20
279 CANON INC ADR REPSTG 5 SHS		2010-07-08	2012-07-31
160 CARNIVAL CORP PAIRED CTF 1 COM		2010-09-08	2012-05-08
20000 CELANESE US HOLDINGS 4 625% 11/15/22		2012-11-07	2012-12-13
764 CHINA RESOURCES ENTER-SP ADR		2010-07-08	2012-04-02
204 CITI TRENDS INC		2011-09-27	2012-06-19
866 CITI TRENDS INC		2011-09-27	2012-09-20
403 CON-WAY INC		2011-02-03	2012-09-20
1525 COVANTA HLDG CORP		2012-09-20	2012-10-25
320 COVENTRY HLTH CARE INC COM		2012-09-20	2012-10-11
232 COVENTRY HLTH CARE INC COM		2012-09-20	2012-10-25
857 COVENTRY HLTH CARE INC COM		2012-09-20	2012-11-19
10000 CRICKET COMMUNICATIO 7 750% 10/15/20		2012-09-28	2012-11-16
87 DASSAULT SYSTEMES S A SPA ADR		2010-07-08	2012-02-14
169 DISCOVERY COMMUNICATIONS-C		2012-09-20	2012-11-19
162 DOLBY LABORATORIES INC		2011-08-19	2012-04-27
263 DOLBY LABORATORIES INC		2011-08-19	2012-05-07
60 DOLBY LABORATORIES INC		2011-11-02	2012-06-12
286 DOLBY LABORATORIES INC		2011-11-02	2012-09-20
298 DR PEPPER SNAPPLE GROUP INC		2012-05-21	2012-09-20
73 DRESSER-RAND GROUP INC		2011-10-20	2012-01-31
268 DRESSER-RAND GROUP INC		2011-10-20	2012-05-08
76 ECOLAB INC COM		2012-09-14	2012-12-04
2000 ENTRAVISION COMMUNIC 8 750% 8/01/17		2012-10-25	2012-12-31
282 ERSTE BANK DER OESTERREICHISCHEN SPARKASSEN A G SPONSORED ADR		2011-12-28	2012-07-09
748 ERSTE BANK DER OESTERREICHISCHEN SPARKASSEN A G SPONSORED ADR		2010-07-08	2012-07-09
664 EXELIS INC		2010-11-03	2012-05-25
662 06 FHLMC POOL #G18403 4 000% 9/01/26		2011-10-07	2012-01-15



Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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 )
661 99 FHLMC POOL #G18403 4 000% 9/01/26		2011-10-07	2012-02-15
664 35 FHLMC POOL #G18403 4 000% 9/01/26		2011-10-07	2012-03-15
3663 01 FHLMC POOL #G18403 4 000% 9/01/26		2011-10-07	2012-04-15
4389 05 FHLMC POOL #G18403 4 000% 9/01/26		2011-10-07	2012-05-15
817 65 FHLMC POOL #G18403 4 000% 9/01/26		2011-10-07	2012-06-15
5322 23 FHLMC POOL #G18403 4 000% 9/01/26		2011-10-07	2012-07-15
5151 06 FHLMC POOL #G18403 4 000% 9/01/26		2011-10-07	2012-08-15
4802 14 FHLMC POOL #G18403 4 000% 9/01/26		2011-10-07	2012-09-15
7066 82 FHLMC POOL #G18403 4 000% 9/01/26		2011-10-07	2012-10-15
673 3 FHLMC POOL #G18403 4 000% 9/01/26		2011-10-07	2012-11-15
11989 7 FHLMC POOL #G18403 4 000% 9/01/26		2011-10-07	2012-12-15
50000 FED HOME LN BK 1 875% 6/21/13		2011-10-06	2012-07-25
60000 FED HOME LN BK 1 875% 6/21/13		2011-10-06	2012-12-27
40000 FED NATL MTG ASSN 1 750% 2/22/13		2011-10-06	2012-09-25
1117 FORMFACTOR INC		2011-07-11	2012-01-05
1055 FORMFACTOR INC		2011-07-11	2012-01-06
492 FORMFACTOR INC		2011-08-29	2012-01-09
161434 979 GOLDEN SMALL CAP CORE FUND		2008-09-02	2012-09-11
1055 GAMESTOP CORP CL A COM		2011-08-19	2012-09-20
674 GAMESTOP CORP CL A COM		2012-05-07	2012-09-20
316 GENERAL GROWTH PROPERTIE-W/I		2012-09-20	2012-12-19
638 GUESS INC COM		2012-05-07	2012-09-20
440 GUESS INC COM		2011-06-22	2012-09-20
7 HAEMONETICS CORP MASS COM W/RTS EXPIRING 4/27/2008		2012-09-17	2012-10-04
588 HASBRO INC COM		2012-01-31	2012-09-20
1253 HOLOGIC INC		2010-07-30	2012-05-07
468 HOYA CORP ADR		2010-07-08	2012-11-30
117 HOYA CORP ADR		2012-08-01	2012-11-30
332 ITT CORP		2010-11-03	2012-05-08
127 INTERCONTINENTALEXCHANGE INC		2012-09-14	2012-11-20

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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 )
2259 INTERNATIONAL GAME TECHNOLOGY COM		2012-09-20	2012-11-27
0016 IRON MTN INC PA COM		2012-11-23	2012-11-28
319 ISHARES S&P 500 INDEX FUND		2006-08-11	2012-02-21
37 JUPITER TELECOM-UNSPON ADR		2010-07-08	2012-05-21
46 JUPITER TELECOM-UNSPON ADR		2010-07-08	2012-05-22
22 JUPITER TELECOM-UNSPON ADR		2010-07-08	2012-05-23
345 KELLOGG CO COM		2012-06-12	2012-09-20
4073 KINDER MORGAN MANAGEMENT LLC COM		2012-09-19	2012-11-15
481 LAM RESH CORP COM		2012-11-21	2012-11-28
339 LEGG MASON INC COM		2010-03-23	2012-05-29
481 LEGG MASON INC COM		2010-07-06	2012-09-20
93 LIBERTY MEDIA CORP - LIBERTY C		2012-09-20	2012-10-11
82 LIBERTY MEDIA CORP - LIBERTY C		2012-09-20	2012-10-25
139 LIBERTY GLOBAL INC SER A		2012-09-20	2012-10-11
603 LINEAR TECHNOLOGY CORP COM		2011-08-16	2012-09-20
15000 MGM MIRAGE INC 7 625% 1/15/17		2012-12-05	2012-12-06
10000 MANITOWOC COMPANY IN 5 875% 10/15/22		2012-10-04	2012-11-26
65000 MERRILL LYNCH & CO 6 050% 8/15/12		2011-10-20	2012-08-15
527 METROPCS COMMUNICATIONS INC		2011-10-14	2012-02-27
1646 METROPCS COMMUNICATIONS INC		2012-01-31	2012-09-10
316 MTN GROUP LTD ADR		2010-07-08	2012-02-08
1120 NCR CORP NEW COM		2012-09-14	2012-11-08
231 NEWFIELD EXPL CO COM W/RIGHTS ATTACHED EXP 2/22/2009		2010-07-06	2012-09-20
439 NEWFIELD EXPL CO COM W/RIGHTS ATTACHED EXP 2/22/2009		2012-04-09	2012-09-20
927 NORTHERN TR CORP COM		2011-08-16	2012-09-20
113 NOVARTIS AG SPONSORED ADR		2011-04-11	2012-09-21
249 PICO HLDGS INC COM		2011-11-14	2012-09-20
390 PICO HLDGS INC COM		2010-07-06	2012-09-20
314795 383 PIMCO FDS PAC INVT MGMT SER HIGH YLD FD INSTL CL		2006-08-07	2012-09-11
389 00074 PEOPLE'S UNITED FINANCIAL INC		2010-03-23	2012-05-31

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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 )
233 99926 PEOPLE'S UNITED FINANCIAL INC		2010-03-23	2012-05-31
2742 PEOPLE'S UNITED FINANCIAL INC		2011-08-19	2012-09-20
343 PETROLEO BRASILEIRO SA PETROBRAS SPONSORED ADR		2011-02-02	2012-10-03
50 PIONEER NAT RES CO COM W/RIGHTS ATTACHED EXP 7/31/2011		2010-07-06	2012-01-31
43 PIONEER NAT RES CO COM W/RIGHTS ATTACHED EXP 7/31/2011		2010-03-23	2012-02-27
114 PIONEER NAT RES CO COM W/RIGHTS ATTACHED EXP 7/31/2011		2010-03-23	2012-04-09
1315 PITNEY-BOWES INC COM W/RTS ATTACHED EXP 02/20/2006		2012-05-29	2012-09-20
56 QUEST DIAGNOSTICS INC COM		2010-03-23	2012-06-12
203 QUESTCOR PHARMACEUTICALS INC		2012-09-14	2012-10-23
2143 RPC ENERGY SVC INC COM		2012-09-14	2012-11-08
136251 032 RS VALUE FUND CL Y 1654		2008-09-02	2012-09-11
130 RELIANCE STL & ALUM CO COM		2012-11-21	2012-12-06
495 REPUBLIC SVCS INC COM		2010-03-23	2012-09-20
734 RESEARCH IN MOTION LTD		2011-07-29	2012-09-20
608 RESEARCH IN MOTION LTD		2012-02-27	2012-09-20
271 ROCKWELL COLLINS-WI COM		2011-08-16	2012-02-27
230 SPX CORP COM RTS EXP 06/25/2006		2011-10-19	2012-09-20
250 SAFEWAY INC COM NEW		2010-03-23	2012-01-31
461 SAFEWAY INC COM NEW		2010-03-23	2012-03-26
245 SAFEWAY INC COM NEW		2012-09-07	2012-09-20
1065 SAFEWAY INC COM NEW		2011-07-29	2012-09-20
20000 SANDRIDGE ENERGY INC 7 500% 3/15/21		2012-09-14	2012-11-14
1156 SANOFI CONTINGENT VALUE RTS 12/31/20		2012-09-17	2012-09-21
124 SCOTTS CO CL A		2012-09-10	2012-09-20
284 SCOTTS CO CL A		2011-08-16	2012-09-20
215 SIGMA ALDRICH CORP COM		2010-07-06	2012-09-20
455 SMART TECHNOLOGIES INC - A		2011-05-13	2012-01-18
1769 SMART TECHNOLOGIES INC - A		2011-05-19	2012-01-19
866 SMART TECHNOLOGIES INC - A		2011-05-19	2012-01-20
710 SOUTHWESTERN ENERGY CO COM		2011-08-16	2012-09-20

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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 )
303 SOUTHWESTERN ENERGY CO COM		2012-05-07	2012-09-20
326 SYMANTEC CORP COM W/RTS EXP 8/12/2008		2012-05-29	2012-09-20
890 SYMANTEC CORP COM W/RTS EXP 8/12/2008		2010-07-30	2012-09-20
70 TRW AUTOMOTIVE HLDGS CORP		2012-10-25	2012-11-21
1134 TALISMAN ENERGY INC-COM		2012-06-14	2012-09-20
1100 TELLABS INC COM		2012-03-05	2012-09-20
3216 TELLABS INC COM		2011-08-24	2012-09-20
360 TEREX CORP NEW COM		2011-10-14	2012-01-31
185 TEREX CORP NEW COM		2011-09-26	2012-03-15
298 TEREX CORP NEW COM		2012-07-20	2012-09-07
903 TEREX CORP NEW COM		2011-09-26	2012-09-20
30000 TEREX CORP 8 000% 11/15/17		2012-10-04	2012-11-21
464 UGI CORP NEW COM W/RTS ATTACHED EXP 04/29/2006		2010-07-06	2012-09-20
420 ULTRA PETE CORP COM		2012-09-17	2012-10-02
45000 US TREASURY NOTE 2 625% 6/30/14		2011-10-07	2012-12-04
45000 US TREASURY NOTE 2 625% 6/30/14		2011-10-07	2012-12-04
60000 US TREASURY NOTE 3 625% 8/15/19		2011-10-07	2012-03-01
110000 US TREASURY NOTE 1 000% 7/15/13		2011-10-07	2012-03-01
100000 US TREASURY NOTE 0 625% 4/30/13		2011-10-27	2012-05-22
60000 US TREASURY NOTE 0 625% 4/30/13		2011-10-11	2012-06-20
137 VCA ANTECH INC COM		2011-10-13	2012-06-13
562 VCA ANTECH INC COM		2011-10-13	2012-09-20
145 VALERO ENERGY CORP NEW COM		2010-09-16	2012-01-31
583 VALERO ENERGY CORP NEW COM		2010-09-16	2012-06-12
3200 768 VANGUARD INSTL INDEX FD		2008-07-30	2012-02-21
7457 122 VANGUARD INSTL INDEX FD		2008-07-30	2012-05-30
1035 711 VANGUARD INSTL INDEX FD		2008-07-30	2012-05-30
15544 847 VANGUARD INSTL INDEX FD		2008-07-30	2012-08-08
214 WAL-MART DE MEXICO S A DE C V SPONSORED ADR REPSTG SER V SHS		2010-07-08	2012-04-24
206 WAL-MART DE MEXICO S A DE C V SPONSORED ADR REPSTG SER V SHS		2010-07-08	2012-05-09

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d**

(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 )
82055 164 WELLS FARGO ADV ENTERPR CL I #3118		2008-09-02	2012-09-11
748 WESTERN UNION CO/THE		2012-05-07	2012-09-20
1053 WESTERN UNION CO/THE		2011-08-16	2012-09-20
664 XYLEM INC/NY		2010-11-03	2012-09-20
75 INGERSOLL-RAND PLC		2011-10-13	2012-02-27
325 INGERSOLL-RAND PLC		2011-10-13	2012-09-07
1052 WILLIS GROUP HOLDINGS PLC		2012-09-20	2012-11-28
594 WEATHERFORD INTL LTD		2012-05-07	2012-09-20
2247 WEATHERFORD INTL LTD		2011-08-19	2012-09-20
903 FOSTER WHEELER AG		2011-08-18	2012-09-20
71 GARMIN LTD		2011-08-22	2012-03-15
324 GARMIN LTD		2011-08-22	2012-05-31
6571 PENTAIR, LTD		2012-09-20	2012-10-11
264 PENTAIR, LTD		2012-09-20	2012-11-05
401 TRANSOCEAN LTD		2012-06-12	2012-09-20
2220 6669 ASGI MULT-STR II ASP FD U/INT I2		2007-11-29	2012-10-01
1040 7067 K2 OVRSEAS LNG SHORT ASP FD U/INT I2		2009-03-30	2012-10-01
97 6898 SELECTINVEST INST ARV ASW U/INT I2		2007-11-29	2012-04-01
CAPITAL GAIN DIVIDENDS	P		

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
19		18	1
3,403		2,538	865
11,147		9,033	2,114
32,130		26,969	5,161
14		12	2
5,518		8,632	-3,114
6,511		9,759	-3,248
21,303		29,162	-7,859
27,063		27,000	63
17,284		11,887	5,397
16,876		19,584	-2,708
3,861		1,384	2,477
14,788		24,693	-9,905
1,882		2,171	-289
6,159		6,100	59
9,601		16,810	-7,209
21,610		24,360	-2,750
10,754		12,767	-2,013
14,899		17,704	-2,805
14,737		15,250	-513
20,352		20,171	181
18,855		19,182	-327
11,296		11,020	276
2,870		2,643	227
3,113		2,776	337
3,508		3,090	418
3,011		2,776	235
23,358		18,686	4,672
13,885		28,791	-14,906
7,410		6,382	1,028

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
8,176		7,807	369
399		270	129
16,966		9,873	7,093
9,364		10,864	-1,500
5,052		5,508	-456
21,050		20,000	1,050
5,215		5,715	-500
3,107		2,615	492
11,041		10,493	548
11,348		13,389	-2,041
27,215		26,238	977
13,875		13,342	533
10,188		9,673	515
36,695		35,732	963
9,938		9,779	159
7,091		5,540	1,551
8,868		9,385	-517
6,430		5,164	1,266
11,792		8,383	3,409
2,515		1,836	679
9,961		8,326	1,635
13,231		12,037	1,194
3,809		3,457	352
12,705		12,690	15
5,466		4,886	580
2,060		2,165	-105
2,503		2,512	-9
6,638		13,554	-6,916
6,832		7,693	-861
662		693	-31

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
662		693	-31
664		695	-31
3,663		3,832	-169
4,389		4,592	-203
818		855	-37
5,322		5,568	-246
5,151		5,389	-238
4,802		5,024	-222
7,067		7,394	-327
673		704	-31
11,990		12,544	-554
50,737		51,229	-492
60,495		61,474	-979
40,256		40,767	-511
5,778		10,376	-4,598
5,400		9,710	-4,310
2,545		4,118	-1,573
1,817,758		1,800,000	17,758
23,859		24,498	-639
15,242		14,875	367
6,315		6,206	109
17,447		18,775	-1,328
12,033		18,065	-6,032
567		549	18
22,473		20,911	1,562
21,524		19,292	2,232
8,969		10,759	-1,790
2,242		2,623	-381
7,295		6,339	956
16,396		17,804	-1,408



Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
29,869		29,026	843
43,689		40,565	3,124
2,537		2,415	122
3,154		3,002	152
1,490		1,436	54
17,708		17,124	584
28		30	-2
16,966		16,565	401
8,787		10,078	-1,291
12,381		13,737	-1,356
10,101		9,691	410
9,133		8,545	588
8,431		7,946	485
19,996		17,149	2,847
16,275		16,125	150
9,975		10,000	-25
65,000		65,585	-585
6,297		4,832	1,465
16,280		14,343	1,937
5,534		4,541	993
24,862		27,272	-2,410
7,593		11,584	-3,991
14,430		16,049	-1,619
43,985		44,646	-661
6,874		6,249	625
5,652		5,492	160
8,853		11,685	-2,832
3,000,000		3,015,692	-15,692
4,539		6,107	-1,568

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
2,730		3,674	-944
33,015		38,323	-5,308
7,612		11,073	-3,461
4,911		2,809	2,102
4,945		2,307	2,638
12,160		6,115	6,045
18,962		21,827	-2,865
3,094		3,191	-97
5,274		10,182	-4,908
23,500		30,645	-7,145
3,467,589		3,300,000	167,589
7,332		7,489	-157
13,998		14,246	-248
5,123		20,398	-15,275
4,244		10,258	-6,014
16,174		14,951	1,223
15,635		11,973	3,662
5,596		6,075	-479
9,353		11,202	-1,849
4,013		4,010	3
17,445		21,843	-4,398
20,600		21,250	-650
1,930		2,023	-93
5,433		5,432	1
12,442		13,962	-1,520
15,839		11,297	4,542
1,804		4,478	-2,674
7,261		16,798	-9,537
3,560		6,160	-2,600
24,344		27,213	-2,869

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
10,389		8,789	1,600
6,161		4,942	1,219
16,821		11,697	5,124
3,457		3,224	233
16,125		12,994	3,131
4,026		4,354	-328
11,770		12,531	-761
7,404		4,345	3,059
4,786		2,056	2,730
6,953		4,438	2,515
21,809		10,036	11,773
31,313		31,350	-37
14,421		12,144	2,277
9,599		9,929	-330
46,682		47,640	-958
46,682		47,640	-958
68,899		68,442	457
111,130		111,371	-241
100,375		100,571	-196
60,211		60,307	-96
2,849		2,334	515
11,549		9,576	1,973
3,510		2,505	1,005
13,195		10,071	3,124
400,000		376,154	23,846
900,000		876,361	23,639
125,000		121,717	3,283
2,000,000		1,826,830	173,170
6,034		4,950	1,084
5,230		4,765	465

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
3,240,358		2,711,922	528,436
13,861		12,476	1,385
19,512		17,430	2,082
17,146		19,070	-1,924
2,957		2,192	765
15,009		9,462	5,547
35,660		38,303	-2,643
7,761		8,272	-511
29,358		43,737	-14,379
21,538		26,869	-5,331
3,329		2,243	1,086
13,894		10,234	3,660
29		27	2
11,969		10,805	1,164
18,197		16,319	1,878
2,114,100		2,479,344	-365,244
1,130,724		1,000,000	130,724
97,400		102,614	-5,214
			17

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			1
			865
			2,114
			5,161
			2
			-3,114
			-3,248
			-7,859
			63
			5,397
			-2,708
			2,477
			-9,905
			-289
			59
			-7,209
			-2,750
			-2,013
			-2,805
			-513
			181
			-327
			276
			227
			337
			418
			235
			4,672
			-14,906
			1,028

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			369
			129
			7,093
			-1,500
			-456
			1,050
			-500
			492
			548
			-2,041
			977
			533
			515
			963
			159
			1,551
			-517
			1,266
			3,409
			679
			1,635
			1,194
			352
			15
			580
			-105
			-9
			-6,916
			-861
			-31

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-31
			-31
			-169
			-203
			-37
			-246
			-238
			-222
			-327
			-31
			-554
			-492
			-979
			-511
			-4,598
			-4,310
			-1,573
			17,758
			-639
			367
			109
			-1,328
			-6,032
			18
			1,562
			2,232
			-1,790
			-381
			956
			-1,408

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			843
			3,124
			122
			152
			54
			584
			-2
			401
			-1,291
			-1,356
			410
			588
			485
			2,847
			150
			-25
			-585
			1,465
			1,937
			993
			-2,410
			-3,991
			-1,619
			-661
			625
			160
			-2,832
			-15,692
			-1,568



Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-944
			-5,308
			-3,461
			2,102
			2,638
			6,045
			-2,865
			-97
			-4,908
			-7,145
			167,589
			-157
			-248
			-15,275
			-6,014
			1,223
			3,662
			-479
			-1,849
			3
			-4,398
			-650
			-93
			1
			-1,520
			4,542
			-2,674
			-9,537
			-2,600
			-2,869

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			1,600
			1,219
			5,124
			233
			3,131
			-328
			-761
			3,059
			2,730
			2,515
			11,773
			-37
			2,277
			-330
			-958
			-958
			457
			-241
			-196
			-96
			515
			1,973
			1,005
			3,124
			23,846
			23,639
			3,283
			173,170
			1,084
			465

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			528,436
			1,385
			2,082
			-1,924
			765
			5,547
			-2,643
			-511
			-14,379
			-5,331
			1,086
			3,660
			2
			1,164
			1,878
			-365,244
			130,724
			-5,214

TY 2012 Accounting Fees Schedule

**Name:** TW L D MCEACHEARN 501-1013002803

**EIN:** 58-6255314

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TAX PREPARATION FEE (NON-ALLOC	9,000			9,000
OTHER ALLOCABLE EXPENSES - 2 %	2,786	2,786		

TY 2012 Investments Corporate  
Bonds Schedule

**Name:** TW L D MCEACHEARN 501-1013002803  
**EIN:** 58-6255314

Name of Bond	End of Year Book Value	End of Year Fair Market Value
#693390841 PIMCO HIGH YIELD		
#693390791 PIMCO LOW DURATION		
#693391104 PIMCO REAL RETURN		
#693390551 PIMCO TOTAL RETURN		
94985D582 WELLS FARGO ADV INTL	4,314,735	4,865,333
#957663503 WESTERN ASSET CORE		
#693391559 PIMCO EMERGING MRKT		
#34984T857 GOLDEN SMALL CAP		
#38142Y773 GOLDMAN SACHS LARGE		
#464287200 ISHARES S & P 500		
#413838103 OAKMARK FUND CLASS		
#780905451 ROYCE PREMIER FUND		
#74972H614 RS VALUE FUND		
#784924425 SSGA EMERGING MRKS		
#87234N385 TCW RELATIVE VALUE		
#87234N849 TCW SMALL CAP GROW		
#922040100 VANGUARD INSTIT.		
#949915367 WELLS FARGO ADVANT.		
#94984B348 WELLS FARGO ADVANT.		
#94985D277 WELLS FARGO ADVANT.		
#04315J837 ARTIO INTERNATIONAL		
#246248306 DELAWARE POOLED TR		
#52106N889 LAZARD EMERGING MRK		
CB RICHARD ELLIS REALTY TRUST		
#26852M105 ELL INTERNATIONAL		
#44980Q518 ING INTERNATIONAL		
#44981V706 ING REAL ESTATE		
0258M0DA4 AMERICAN EXPRESS CO	60,204	62,903
00206RAV4 AT&T INC	76,917	78,194
14912L4X6 CATERPILLAR FINANCIA	65,023	67,285

Name of Bond	End of Year Book Value	End of Year Fair Market Value
20030NBAB COMCAST CORP		
20825CAR5 CONOCOPHILLIPS	82,597	86,094
126650BT6 CVS CAREMARK CORP	68,175	68,911
251156PAF0 DEUTSCHE TELEKOM		
25459HAY1 DIRECTV HLDG/FIN INC	51,381	52,971
25470DAB5 DISCOVERY COMMUNICAT	69,730	70,314
260543CA9 DOW CHEMICAL CO/THE	55,481	55,162
36962G5J9 GENERAL ELEC CAP COR	59,872	68,462
38141GGQ1 GOLDMAN SACHS GROUP	47,955	56,999
459200GX3 IBM CORP	76,251	77,945
48366AX5 JOHNSON CONTROLS INC		
46625HDF4 JP MORGAN CHASE & CO	62,989	65,949
539830AT6 LOCKHEED MARTIN CORP	53,575	56,379
56501RAA4 MANULIFE FINANCIAL	50,362	52,576
585055AR7 MEDTRONIC INC	79,095	78,808
59018YJ36 MERRILL LYNCH & CO		
605417BX1 MISSISSIPPI POWER CO	64,891	68,062
61747YCG8 MORGAN STANLEY	47,271	54,685
61945CAA1 MOSAIC CO	49,544	53,116
74005PAV6 PRAXAIR INC	79,890	80,062
78008TXA7 ROYAL BANK OF CANADA	64,975	66,119
832696AB4 SMUCKER (J.M.) CO	64,875	69,061
857477AH6 STATE STREET CORP	77,695	79,567
TARGET CORP		
89114QAE8 TORONTO-DOMINION BAN	64,639	68,304
931142BT9 WAL-MART STORES	79,596	76,033
25468PCE4 WALT DISNEY COMPANY	88,586	87,253
961214BK8 WESTPAC BANKING CORP	63,013	69,999
001055AH5 AFLAC INC	60,975	63,073
055451AP3 BHP BILLITON FIN USA	60,174	61,355

Name of Bond	End of Year Book Value	End of Year Fair Market Value
111021AG6 BRITISH TELECOM PLC	59,992	61,681
20030NBA8 COMCAST CORP	67,969	71,116
25156PAF0 DEUTSCHE TELEKOM	63,420	61,534
278865AK6 ECOLAB INC	69,257	69,076
478366AX5 JOHNSON CONTROLS INC	46,854	49,262
637432MQ5 NATIONAL RURAL UTIL	60,527	62,944
87612EAP1 TARGET CORP 5.375 5/	88,369	88,284
00130HBN4 AES CORPORATION	69,600	69,000
00164VAC7 AMC NETWORKS INC	10,000	10,050
00434NAA3 ACCESS MIDSTREAM PAR	30,000	30,450
00928QAG6 AIRCASTLE LTD	32,700	33,525
016745AL5 ALLBRITTON COMMUNICA	38,238	37,975
02005NAL4 ALLY FINANCIAL INC	31,575	32,093
02406PAL4 AMERICAN AXLE & MFG	50,750	50,750
03070QAN1 AMERISTAR CASINOS IN	10,800	10,838
038521AD2 ARAMARK SERVICES INC	30,225	30,150
03938LAF1 ARCELORMITTAL	30,325	30,405
043436AH7 ASBURY AUTOMOTIVE GR	26,003	25,813
043436AK0 ASBURY AUTOMOTIVE GR	16,538	16,650
053773AL1 AVIS BUDGET CAR RENT	55,625	55,750
1248EPAS2 CCO HLDGS LLC/CAP CO	59,675	59,331
1248EPAY9 CCO HLDGS LLC/CAP CO	50,250	50,625
12543DAL4 CHS/COMMUNITY HEALTH	54,875	54,125
12686CBB4 CABLEVISION SYSTEMS	39,800	40,050
153527AG1 CENTRAL GARDEN & PET	26,500	26,438
156700AS5 CENTURYLINK INC	47,925	47,399
169905AD8 CHOICE HOTELS INTL	43,300	43,400
17121EAD9 CHRYSLER GP/CG CO-IS	53,813	55,000
20854PAD1 CONSOL ENERGY INC	37,450	37,888
221643AD1 COTT BEVERAGES INC	32,523	32,625

Name of Bond	End of Year Book Value	End of Year Fair Market Value
226566AK3 CRICKET COMMUNICATIO	31,838	31,763
254423AB2 DINEEQUITY INC	39,813	39,769
25470XAE5 DISH DBS CORP	54,875	57,000
25470XAJ4 DISH DBS CORP	10,525	10,750
29382RAD9 ENTRAVISION COMMUNIC	14,073	14,105
29444UAK2 EQUINIX INC	32,925	33,300
31430QBB2 FELCOR LODGING LP	37,538	37,188
319963AP9 FIRST DATA CORPORATI	76,850	76,500
35906AAM0 FRONTIER COMMUNICATI	42,550	42,400
36155WAH9 GCI INC	30,050	29,400
36159RAC7 GEO GROUP INC/THE	32,475	32,250
404121AE5 HCA INC	65,400	65,250
404121AG0 HCA INC	30,000	31,050
44107TAT3 HOST HOTELS & RESORT	31,650	31,800
457030AG9 INGLES MARKETS INC	21,625	21,325
45824TAG0 INTELSAT JACKSON HLD	49,050	49,613
459745GH2 INTL LEASE FINANCE	43,500	42,600
471109AD0 JARDEN CORP	22,075	21,950
492914AS5 KEY ENERGY SERVICES	20,200	20,000
52736RBB7 LEVI STRAUSS & CO	32,550	32,700
552953AY7 MGM MIRAGE INC	47,025	47,588
552953BB6 MGM MIRAGE INC	16,125	16,050
552953CA7 MGM RESORTS INTL	15,138	15,000
629377BN1 NRG ENERGY INC	38,413	38,850
637004AC6 NATIONAL MONEY MART	27,875	27,625
693656AA8 PVH CORP	30,000	30,300
704549AH7 PEABODY ENERGY CORP	31,500	32,175
726505AK6 PLAINS EXPLORATION	41,600	44,050
726505AN0 PLAINS EXPLORATION	40,000	44,300
75886AAD0 REGENCY ENERGY PARTN	32,925	32,175



<b>Name of Bond</b>	<b>End of Year Book Value</b>	<b>End of Year Fair Market Value</b>
75886AAG3 REGENCY ENERGY PARTN	30,000	32,025
780153AU6 ROYAL CARIBBEAN CRUI	30,000	31,725
78108AAE4 RSC EQUIP RENT/RSC	55,125	56,375
783764AR4 RYLAND GROUP	30,000	30,713
78442FEL8 SLM CORP	27,738	27,563
785583AF2 SABINE PASS LNG LP	27,188	27,563
80007PAN9 SANDRIDGE ENERGY INC	21,250	21,400
85205TAD2 SPIRIT AEROSYSTEMS	31,500	32,100
852060AG7 SPRINT CAP CORP	68,738	70,850
852061AS9 SPRINT NEXTEL CORP	10,000	10,275
85375CBB6 STANDARD PACIFIC COR	34,800	34,800
857555AP1 STATER BROTHERS HLDG	30,737	30,600
864486AC9 SUBURBAN PROPANE PAR	32,175	32,475
880779AY9 TEREX CORP	20,083	21,050
896818AD3 TRIUMPH GROUP INC	32,475	32,400
918866AU8 VALASSIS COMMUNICATI	30,825	31,800
969457BU3 WILLIAMS COMPANIES	29,917	30,260
97381WAU8 WINDSTREAM CORP	37,250	36,838

TY 2012 Investments Corporate  
 Stock Schedule

Name: TW L D MCEACHEARN 501-1013002803  
 EIN: 58-6255314

Name of Stock	End of Year Book Value	End of Year Fair Market Value
009126202 AIR LIQUIDE - ADR	17,915	23,669
H0131102 ALCON INC		
018805101 ALLIANZ SE ADR	12,135	15,852
02364W105 AMERICA MOVIL S.A.B.	11,796	11,107
042068106 ARM HOLDINGS PLC - A	10,126	23,341
049255706 ATLAS COPCO AB ADR	6,438	11,618
055434203 BG GROUP PLC - ADR	9,973	10,110
G16962105 BUNGE LIMITED	4,909	6,760
138006309 CANON INC ADR		
143658300 CARNIVAL CORP		
16940R109 CHINA RESOURCES		
191459205 COCHLEAR LTD-UNSPON	7,648	9,653
12637N105 CSL LIMITED - ADR	5,563	11,283
237545108 DASSAULT SYSTEMES S.	12,481	22,166
23304Y100 DBS GROUP HOLDINGS L	8,936	9,861
292505104 ENCANA CORP		
296036304 ERSTE GROUP BANK		
307305102 FANUC CORPORATION AD	12,979	20,227
358029106 FRESENIUS MEDICAL CA	13,099	15,366
443251103 HOYA CORP		
404280406 HSBC - ADR	6,714	7,536
45104G104 ICICI BANK LTD. - AD	12,603	14,871
453038408 IMPERIAL OIL LTD COM	8,431	9,761
48206M102 JUPITER TELECOM		
502117203 L'OREAL - ADR	11,130	15,081
501897102 LI & FUNG LTD ADR	21,270	17,714
H50430232 LOGITECH INTERN		
54338V101 LONZA GROUP AG ADR	9,125	6,454
502441306 LVMH MOET HENNESSY U	5,266	8,744
62474M108 MTN GROUP LTD ADR	4,685	6,993

Name of Stock	End of Year Book Value	End of Year Fair Market Value
641069406 NESTLE S.A. REGISTER	18,347	24,243
670100205 NOVO NORDISK A/S		
71654V101 PETROLEO BRASILEIRO		
N72482107 QIAGEN N.V.	8,458	7,841
771195104 ROCHE HOLDINGS LTD -	11,741	16,716
803054204 SAP AG - ADR	16,514	27,168
803866300 SASOL LIMITED - ADR	4,754	5,541
803857108 SCHLUMBERGER LTD		
80687P106 SCHNEIDER ELECTRIC S	12,527	14,997
870123106 SWATCH GROUP AG/THE-	8,764	12,141
874039100 TAIWAN SEMICONDUCTOR	10,664	14,706
881575302 TESCO PLC - ADR	8,710	7,809
881624209 TEVA PHARMACEUTICAL		
900148701 TURKIYE GARANTI BANK	14,942	14,576
90460M105 UNICHARM CORP.		
904767704 UNILEVER PLC - ADR	5,333	7,396
93114W107 WAL-MART DE MEXICO		
92933H101 WPP GRP PLC AMER DEP	10,565	15,674
146229109 CARTER HOLDINGS		
26483E100 DUN & BRADSTREET		
372460105 GENUINE PARTS CO	19,259	19,583
501044101 KROGER		
786514208 SAFEWAY INC NEW		
057224107 BAKER HUGHES INC.		
13342B105 CAMERON INTL CORP		
651290108 NEWFIELD EXPL CO CO		
723787107 PIONEER NAT RES CO		
91913Y100 VALERO ENERGY CORP		
969457100 WILLIAMS COS INC	140,110	134,332
524901105 LEGG MASON		

Name of Stock	End of Year Book Value	End of Year Fair Market Value
571748102 MARSH & MCLENNAN COS	59,197	59,392
665859104 NORTHERN TRUST		
712704105 PEOPLE'S UNITED FIN		
693366205 PICO HOLDINGS INC		
743315103 PROGRESSIVE CORP OHI	60,459	63,553
00817Y108 AETNA INC NEW		
09062X103 BIOGEN IDEC INC		
101137107 BOSTON SCIENTIFIC CO	17,855	14,766
372917104 GENZYME CORP		
436440101 HOLOGIC INC COM		
50540R409 LABORATORY CRP OF AM	129,643	123,520
717124101 PHARMACEUTICAL		
74834L100 QUEST DIAGNOSTICS IN	56,394	56,056
878377100 TECHNE CORP		
941848103 WATERS CORP		
98956P102 ZIMMER HOLDINGS INC	15,024	14,932
018804104 ALLLIANT TECHSYSTEM		
302130109 EXPEDITORS INTL WASH	26,066	27,645
450911102 ITT CORPORATION		
701094104 PARKER HANNIFIN COR		
724479100 PITNEY BOWES INC		
740189105 PRECISION CASTPARTS		
760759100 REPUBLIC SERVICES		
535678106 LINEAR TECHNOLOGY		
620076109 MOTOROLA INC		
871503108 SYMANTEC CORP		
959802109 WESTERN UNION CO		
009158106 AIR PRODS & CHEMS		
459506101 INTERNATIONAL FLAV.		
81211K100 SEALED AIR CORP		

Name of Stock	End of Year Book Value	End of Year Fair Market Value
826522101 SIGMA ALDRICH CORP		
281020107 EDISON INTL		
902681105 UGI CORP NEW COM		
976657106 WISCONSIN ENERGY		
H89128104 TYCO INTERNATIONAL L	57,559	60,869
881624209 TEVA PHARMACEUTICAL		
3628287207 OAO GAZPROM LEVEL		
04315J837 ARTIO INTERNATIONAL	2,444,166	2,001,555
140995127 CORE EQUITY FUND	3,173,422	3,210,106
246248306 DELAWARE POOLED TR I	2,063,958	1,755,742
26852M105 EII INTERNATIONAL PR	775,000	963,531
34984T857 GOLDEN SMALL CAP COR		
38142Y773 GOLDMAN SACHS L/C VA	1,800,000	1,837,500
413838103 OAKMARK FUND - I #11	627,341	878,132
44980Q518 ING INTERNATIONAL RE	2,591,163	2,444,215
44981V706 ING REAL ESTATE FUND	600,000	806,497
464287200 ISHARES S & P 50		
52106N889 LAZARD EMERGING MKTS	250,000	278,506
74972H614 RS VALUE FUND CL Y 1		
780905451 ROYCE PREMIER FUND W	1,860,000	2,271,756
784924425 SSGA EMERGING MARKET	6,492,813	4,848,590
87234N385 TCW RELAT VAL LGE CA	2,160,534	2,224,723
87234N849 TCW SMALL CAP GROWTH	1,560,000	1,855,659
922040100 VANGUARD INSTL INDEX	5,634,605	6,257,902
94984B348 WELLS FARGO ADV INTL	3,256,660	2,222,181
94985D277 WELLS FARGO ADV LG C		
949915367 WELLS FARGO ADV ENTE		
086516101 BEST BUY INC		
17306X102 CITI TRENDS INC		
36467W109 GAMESTOP CORP		

Name of Stock	End of Year Book Value	End of Year Fair Market Value
401617105 GUESS INC		
418056107 HASBRO INC	19,699	17,986
054303102 AVON PRODS INC		
60871R209 MOLSON COORS BREWING	63,868	60,805
786514208 SAFEWAY INC		
12802T101 CAL DIVE INTERNATIONAL		
13342B105 CAMERON INTL CORP		
261608103 DRESSER-RAND GROUP		
651290108 NEWFIELD EXPL CO		
723787107 PIONEER NAT RES CO		
845467109 SOUTHWESTERN ENERGY		
91913Y100 VALERO ENERGY CORP		
808513105 SCHWAB CHARLES CORP	71,117	80,430
00817Y108 AETNA INC		
101137107 BOSTON SCIENTIFIC CO		
436440101 HOLOGIC INC		
74834L100 QUEST DIAGNOSTICS		
918194101 VCA ANTECH		
205944101 CON-WAY INC		
30162A108 EXELIS INC		
774341101 ROCKWELL COLLINS	9,996	10,936
784635104 SPX CORP		
880779103 TEREX CORP		
98419M100 XYLEM INC		
032095101 AMPHENOL CORP		
12673P105 CA INC		
25659T107 DOLBY LABORATORIES		
346375108 FORMFACTOR INC		
535678106 LINEAR TECHNOLOGY		
871503108 SYMANTEC CORP		

Name of Stock	End of Year Book Value	End of Year Fair Market Value
879664100 TELLABS OPERATONS IN		
959802109 WESTERN UNION CO/THE		
810186106 THE SCOTTS MIRACLE-G		
591708102 METROPCS COMMUNICATI	13,055	12,276
00101J106 ADT CORP/THE	57,106	66,992
001317205 AIA GROUP LTD-SP ADR	13,514	15,339
009363102 AIRGAS INC COM	63,556	69,198
017175100 ALLEGHANY CORP DEL N	66,942	63,730
03524A108 ANHEUSER-BUSCH INBEV	9,986	11,713
053332102 AUTOZONE INC	75,854	72,658
067383109 BARD C R INC	77,148	72,914
073730103 BEAM INC	60,053	63,778
075887109 BECTON DICKINSON & C	68,411	67,556
112585104 BROOKFIELD ASSET MAN	173,760	181,124
115236101 BROWN & BROWN INC	85,829	82,770
121220107 BURGER KING WORLDWID	59,908	68,916
12504L109 CBRE GROUP INC	46,951	48,059
125581801 CIT GROUP INC.	74,485	73,609
131347304 CALPINE CORP/NEW	42,180	44,237
136375102 CANADIAN NATL RR CO	7,710	10,011
143130102 CARMAX INC	43,527	54,733
171798101 CIMAREX ENERGY CO	41,710	39,141
189054109 CLOROX CO	42,851	44,005
217204106 COPART INC COM	54,968	58,646
228227104 CROWN CASTLE INTL CO	117,324	130,032
249030107 DENTSPLY INTL INC CO	53,800	57,791
25470F302 DISCOVERY COMMUNICAT	126,227	132,971
256677105 DOLLAR GENERAL CORP	73,958	63,225
26875P101 EOG RESOURCES, INC	51,501	54,597
278768106 ECHOSTAR CORPORATION	42,539	50,372

Name of Stock	End of Year Book Value	End of Year Fair Market Value
278865100 ECOLAB INC	46,670	52,559
303075105 FACTSET RESH SYS INC	29,033	25,097
311900104 FASTENAL CO	37,832	40,072
31620M106 FIDELITY NATL INFORM	70,105	74,946
345550107 FOREST CITY ENTERPRI	59,991	58,834
351858105 FRANCO NEV CORP NPV	95,360	92,044
368287207 OAO GAZPROM LEVEL 1	4,222	4,145
370023103 GENERAL GROWTH PROPE	64,144	64,830
371901109 GENTEX CORP	60,883	64,354
384802104 GRAINGER W W INC	54,836	54,438
461202103 INTUIT COM	81,615	82,849
462846106 IRON MOUNTAIN INC	45,834	42,352
465562106 ITAU UNIBANCO BANCO	16,857	15,258
466140100 JGC CORP-UNSPONSORED	9,051	10,390
49456B101 KINDER MORGAN INC/DE	99,452	98,747
50212V100 LPL FINANCIAL HOLDIN	57,223	54,828
512815101 LAMAR ADVERTISING CO	69,507	77,229
527288104 LEUCADIA NATL CORP C	93,618	94,351
530322106 LIBERTY MEDIA CORP -	217,276	241,881
530555101 LIBERTY GLOBAL INC-A	109,297	120,380
53071M104 LIBERTY INTERACTIVE	91,482	97,062
53071M880 LIBERTY VENTURES - S	23,091	30,153
540424108 LOEWS CORP	155,199	152,079
55261F104 M & T BANK CORPORATI	88,676	92,759
56585A102 MARATHON PETROLEUM C	54,688	64,701
570535104 MARKEL HOLDINGS	132,904	128,292
573284106 MARTIN MARIETTA MATL	73,604	77,970
582839106 MEAD JOHNSON NUTRITI	27,583	23,720
595017104 MICROCHIP TECHNOLOGY	82,451	78,314
608190104 MOHAWK INDS INC COM	57,914	65,410



Name of Stock	End of Year Book Value	End of Year Fair Market Value
615369105 MOODYS CORP	111,172	124,039
620076307 MOTOROLA SOLUTIONS,	90,655	101,115
636180101 NATIONAL FUEL GAS CO	38,759	37,054
65528V107 NOKIAN TYRES OYJ-UNS	8,799	8,382
67103H107 O'REILLY AUTOMOTIVE	161,784	172,759
71654V408 PETROLEO BRASILEIRO	7,456	6,308
73755L107 POTASH CORP SASK	10,632	10,091
78442P106 SLM CORP	26,874	27,477
806857108 SCHLUMBERGER LTD	12,971	14,969
83569C102 SONOVA HOLDIN-UNSPON	8,441	10,058
86959C103 SVENSKA HANDELSB-A-U	5,350	5,770
87184P109 SYSMEX CORP-UNSPON A	8,283	9,591
872540109 TJX COS INC NEW	144,965	136,010
90460M204 UNI CHARM CORPORATIO	11,314	14,550
91911K102 VALEANT PHARMACEUTIC	68,306	73,517
92343E102 VERISIGN INC COM	125,770	103,222
94975P512 WFA LARGE CAP GROWTH	4,204,000	4,201,439
983134107 WYNN RESORTS LTD	38,724	38,134
98418R100 XINYI GLASS HOLDI-UN	4,458	5,050
G0408V102 AON PLC	91,607	97,262
G0450A105 ARCH CAPITAL GROUP L	52,924	56,390
G6359F103 NABORS INDUSTRIES LT	35,330	33,221
G9618E107 WHITE MTNS INS GROUP	110,397	107,120
N7902X106 SENSATA TECHNOLOGIES	48,879	50,929
001084102 AGCO CORP COM	24,017	25,100
00508X203 ACTUANT CORP-CL A	25,674	24,282
007974108 ADVENT SOFTWARE INC	38,191	32,091
012653101 ALBEMARLE CORP COM	70,674	80,694
014491104 ALEXANDER & BALDWIN	44,673	44,407
02503X105 AMERICAN CAPITAL AGE	30,028	23,756

Name of Stock	End of Year Book Value	End of Year Fair Market Value
02553E106 AMERICAN EAGLE OUTFI	43,785	37,656
03073E105 AMERISOURCEBERGEN CO	17,520	20,079
032654105 ANALOG DEVICES INC	19,906	20,189
035710409 ANNALY CAPITAL MANAG	24,920	20,190
050095108 ATWOOD OCEANICS INC	78,497	77,477
053611109 AVERY DENNISON CORP	9,922	10,965
055921100 BMC SOFTWARE INC	12,147	11,648
05615F102 BABCOCK & WILCOX CO	14,886	14,960
058498106 BALL CORP	18,709	19,332
105368203 BRANDYWINE RLTY TR B	10,014	9,459
11133T103 BROADRIDGE FINANCIAL	19,981	18,899
126804301 CABELAS INC	89,441	68,595
12686C109 CABLEVISION SYSTEMS-	14,755	13,192
14170T101 CAREFUSION CORP	11,399	11,575
16359R103 CHEMED CORP NEW	16,126	15,570
171232101 CHUBB CORP	20,083	19,809
171340102 CHURCH & DWIGHT INC	32,264	32,249
19259P300 COINSTAR INC COM	19,691	19,504
198516106 COLUMBIA SPORTSWEAR	36,292	37,085
22025Y407 CORRECTIONS CORP OF	75,394	77,892
229669106 CUBIC CORP	23,675	22,306
247916208 DENBURY RESOURCES	22,407	20,493
26441C204 DUKE ENERGY HOLDING	20,152	19,906
278265103 EATON VANCE CORP COM	85,489	92,397
29264F205 ENDO HEALTH SOLUTION	23,545	18,518
29266R108 ENERGIZER HOLDINGS I	33,926	35,271
29364G103 ENTERGY CORP NEW COM	15,058	13,961
30161N101 EXELON CORPORATION	19,871	16,535
30212P303 EXPEDIA INC	33,439	36,680
30249U101 FMC TECHNOLOGIES INC	26,405	22,529

Name of Stock	End of Year Book Value	End of Year Fair Market Value
315616102 F5 NETWORKS INC	15,730	14,961
31847R102 FIRST AMERICAN FINAN	15,108	17,176
32054K103 FIRST INDL RLTY TR I	36,778	38,833
33616C100 FIRST REPUBLIC BANK/	15,537	15,144
364730101 GANNETT INC	20,519	20,982
38388F108 W. R. GRACE & CO COM	14,973	16,606
40414L109 HCP INC	20,115	19,464
405024100 HAEMONETICS CORP MAS	14,426	15,029
41902R103 HATTERAS FINANCIAL C	39,783	34,263
42217K106 HEALTH CARE REIT INC	20,137	20,961
423074103 HEINZ H J CO	25,062	25,668
44980X109 IPG PHOTONICS CORP	25,499	29,193
457187102 INGREDION INC	26,506	30,604
465685105 ITC HLDGS CORP	9,681	9,537
483548103 KAMAN CORPCOMMON	49,900	50,048
49455U100 KINDER MORGAN MGMT L	20,235	20,752
50077C106 KRATON PERFORMANCE P	40,454	39,650
515098101 LANDSTAR SYS INC COM	23,053	24,341
52602E102 LENDER PROCESSING SE	30,001	25,629
549764108 LUFKIN INDS INC COM	24,928	29,298
55262C100 MBIA INC	54,681	37,861
57686G105 MATSON INC.	33,429	37,377
577081102 MATTEL INC	19,969	20,251
58155Q103 MCKESSON CORP	20,012	22,204
592688105 METTLER-TOLEDO INTL	21,821	23,776
594793101 MICREL INC COM	48,842	43,026
62855J104 MYRIAD GENETICS INC	15,248	14,061
64126X201 NEUSTAR INC	14,350	15,095
649445103 NEW YORK CMNTY BANCO	19,994	18,550
651587107 NEWMARKET CORP	89,359	94,130

Name of Stock	End of Year Book Value	End of Year Fair Market Value
65473P105 NISOURCE INC	15,013	14,586
67018T105 NU SKIN ENTERPRISES	64,538	56,872
679580100 OLD DOMINION FREIGHT	80,930	90,842
680223104 OLD REP INTL CORP	14,085	15,315
681919106 OMNICOM GROUP	19,986	18,535
731068102 POLARIS INDS INC COM	30,848	30,462
741511109 PRICESMART INC	79,032	79,069
74835Y101 QUESTCOR PHARMACEUTI	17,957	9,566
758766109 REGAL ENTERTAINMENT	9,800	10,044
759509102 RELIANCE STL & ALUM	19,407	20,866
767744105 RITCHIE BROS AUCTION	35,074	37,456
778296103 ROSS STORES INC	31,327	25,098
783764103 RYLAND GROUP INC	19,197	21,207
78463V107 SPDR GOLD TRUST	35,082	33,052
790849103 ST JUDE MED INC	20,096	17,239
80589M102 SCANA CORP-W/I	20,059	18,849
816851109 SEMPRA ENERGY COM	20,046	21,566
817565104 SERVICE CORP INTL	75,356	75,513
835495102 SONOCO PRODS CO	15,003	14,449
835898107 SOTHEBYS	20,063	18,962
864159108 STURM RUGER & CO INC	30,646	27,921
866674104 SUN CMNTYS INC COM	20,007	17,871
867914103 SUNTRUST BANKS INC	19,943	18,966
87162H103 SYNTEL INC	29,670	25,634
871829107 SYSCO CORP	14,839	15,133
872375100 TECO ENERGY INC	14,635	14,078
87264S106 TRW AUTOMOTIVE HLDGS	26,192	29,432
879080109 TEJON RANCH CO	42,282	38,666
879433829 TELEPHONE AND DATA S	14,878	12,974
88033G407 TENET HEALTHCARE COR	51,038	67,148

<b>Name of Stock</b>	<b>End of Year Book Value</b>	<b>End of Year Fair Market Value</b>
88076W103 TERADATA CORP	23,834	19,681
891027104 TORCHMARK CORP	22,743	22,321
894650100 TREDEGAR CORPORATION	33,006	35,980
90384S303 ULTA SALON COSMETICS	22,462	25,155
920253101 VALMONT INDS INC	27,521	27,856
92046N102 VALUECLICK INC	56,176	65,256
94946T106 WELLCARE HEALTH PLAN	26,180	21,424
95082P105 WESCO INTL INC	33,163	34,996
96208T104 WEX INC	30,130	31,429
981419104 WORLD ACCEP CORP DEL	25,649	24,530
981475106 WORLD FUEL SERVICES	48,279	53,850
98389B100 XCEL ENERGY INC	15,052	14,236
984121103 XEROX CORP	20,029	17,357
G30397106 ENDURANCE SPECIALTY	19,997	19,607
G491BT108 INVESCO LIMITED	15,118	15,158
G62185106 MONTPELIER RE HOLDIN	57,519	58,110

**TY 2012 Investments Government  
Obligations Schedule****Name:** TW L D MCEACHEARN 501-1013002803**EIN:** 58-6255314**US Government Securities - End of****Year Book Value:**

2,414,950

**US Government Securities - End of****Year Fair Market Value:**

2,417,035

**State & Local Government  
Securities - End of Year Book  
Value:****State & Local Government  
Securities - End of Year Fair  
Market Value:**

TY 2012 Investments - Other Schedule

**Name:** TW L D MCEACHEARN 501-1013002803  
**EIN:** 58-6255314

Category / Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
IMS992225 ASGI MULT-STR II ASP	AT COST	1,020,656	876,414
AURORA GLOBAL OPPORTUNITIES			
BLUE TREND ASP FUND			
DORCHESTER CAPITAL INTERN.			
GRAHAM ALTERNATIVE			
GRE II ASP FUND (TAXABLE)			
GRESHAM COMMODITIES			
K2 OVERSEAS LONG SHORT			
RTO9922 PINEHURST INSTITUTIONA			
RICI LINKED PAM TOTAL INDEX			
SLI994108 SELECTINVEST INST AR	AT COST	614,930	612,532
123998007 CHAMBERS STREET PROP	AT COST	2,000,000	2,302,344
70299RF16 PARTNERS GROUP PRIV	AT COST	1,000,000	1,098,558
AGO992220 AURORA GLOBAL OPP II	AT COST	2,287,032	2,321,986
BLT991225 BLUE TREND ASP FUND	AT COST	500,000	582,991
DCI992405 DORCHESTER CAP INTL	AT COST	3,747,495	4,053,459
GAI992208 GRAHAM ALT INVEST II	AT COST	500,000	418,639
GRE992304 GRE II ASP (TAXABLE)	AT COST	5,500,000	4,309,904
GSH996227 GRESHAM COMMODITIES	AT COST	2,000,000	2,858,542
IMS992225 ASGI MULT-STR II ASP			
MRE991002 METRO REAL ESTATE PA	AT COST	155,000	155,000
RCI991006 RICI LINKED PAM TOTA	AT COST	1,000,000	1,217,492
693390841 PIMCO HIGH YIELD FD-	AT COST	3,477,418	3,508,736
693390791 PIMCO LOW DURATION I	AT COST	3,423,524	3,606,927
693391104 PIMCO REAL RETURN FU	AT COST	3,198,934	3,669,058
693390551 PIMCO TOTAL RETN FD	AT COST	3,400,000	3,556,513
957663503 WESTERN ASSET CORE P	AT COST	9,164,696	10,363,566
693391559 PIMCO EMERG MKTS BD-	AT COST	4,852,555	5,511,173
94985D582 WELLS FARGO ADVTG IN			
34984T857 GOLDEN SMALL CAP COR			

Category / Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
38142Y773 GOLDMAN SACHS LARGE			
464287200 ISHARES S&P 500 INDE			
413838103 OAKMARK FUND			
780905451 ROYCE PREMIER FUND			
74972H614 RS VALUE FUND CL			
87234N385 TCW RELATIVE VALUE			
87234N849 TCW SMALL CAP GROWTH			
922040100 VANGUARD INSTITUTION			
949915367 WELLS FARGO ADVTG EN			
94984B348 WELLS FARGO ADVTG IN			
94985D277 WELLS FARGO ADVTG ST			
04315J837 ARTIO INTERNATIONAL			
246248306 DELAWARE POOLED TR			
52106N889 LAZARD EMERGING MKT			
784924425 SSGA EMERGING MKT			
CAPITAL PARTNERS CORE EQUITY			
ASGI MULLTI-STRAGEGY II ASP FU			
METROPOLITAN REAL ESTATE PARTN			
PARTNERS GROUP PRIVATE EQUITY			
PINHURST INSTITUTIONAL TRANSIT			
SELECTINVEST INSTITUTIONAL ARV			
CB RICHARD ELLIS REALTY TRUST			
26852M105 EII INTERNATIONAL			
GRE II ASP FUND			
GRESHAM COMMODITIES II ASP			
44980Q518 ING INTERNATIONAL RE			
44981V706 INT RE FUNDING CLASS			
008474108 AGNICO EAGLE MINES			
12626K203 CRH PLC-ADR			
H27178104 FOSTER WHEELER AG			



Category / Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
H2906T109 GARMIN LTD			
G47791101 INGERSOLL-RAND PLC			
760975102 RESEARCH IN MOTION			
83172R108 SMART TECHNOLOGIES			
H8817H100 TRANSOCEAN LTD			
H27013103 WEATHERFORD INTERNAT			
465562106 ITAU UNIBANCO BANCO			
009126202 AIR LIQUIDE-ADR			
018805101 ALLIANZ -SE			
02364W105 AMERICA MOVIL SAB			
042068106 ARM HOLDINGS PLC-ADR			
049255706 ATLAS COPCO AB			
055434203 BG GROUP PLC-ADR			
G16962105 BUNGE LIMITED			
136375102 CANADIAN NATL RR			
138006309 CANON INC-ADR			
143658300 CARNIVAL CORP			
16940R109 CHINA RESOURCES ENT			
191459205 COCHLEAR LIMITED			
12637N105 CSL LIMITED			
237545108 DASSAULT SYSTEMS SA			
23304Y100 DBS GROUP HOLDINGS			
23304Y100 DBS GROUP HOLDINGS			
296036304 ERSTE GROUP BANK			
307305102 FANUC CORPORATION			
358029106 FRESENIUS MEDICAL CA			
443251103 HOYA CORP			
404280406 HSBC-ADR			
45104G104 ICICI BANK LTD-ADR			
453038408 IMPERIAL OIL LTD			

Category / Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
466140100 JGC CORPORATION			
48206M102 JUPITER TELECOM-UNSP			
502117203 L'OREAL-ADR			
501897102 LI&FUNG LTD			
54338V101 LONZA GROUP AG			
502441306 LVMH MOET HENNESSY			
62474M108 MTN GROUP LTD			
641069406 NESTLE SA REGISTERED			
66987V109 NOVARTIS AG-ADR			
71654V101 PETROLEO BRASILEIRO			
N72482107 QIAGEN NV			
771195104 ROCHE HOLDINGS LTD			
803054204 SAP AG-ADR			
803866300 SASOL LIMITED - ADR			
806857108 SCHLUMBERGER LTD			
80687P106 SCHNEIDER ELECTRIC			
83569C102 SONOVA HOLDINGS AG			
870123106 SWATCH GROUP AG			
874039100 TAIWAN SEMICONDUCTOR			
881575302 TESCO PLC-ADR			
900148701 TURKIYE GARANTI BANK			
90460M105 UNICHARM CORP			
904767704 UNILEVER PLC-ADR			
93114W107 WAL-MART DE MEXICO			
92933H101 WPP GROUP PLC AMERIC			
368287207 OAO GAZPROM LEVEL			
46630JAC3 JP MORGAN CHASE COMM			
981464CJ7 WORLD FINANCIAL NETW			
RTO992224 PINEHURST INST TRANS	AT COST	7,000,000	6,636,435

## TY 2012 Other Assets Schedule

**Name:** TW L D MCEACHEARN 501-1013002803

**EIN:** 58-6255314

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
46630JAC3 JP MORGAN CHASE COMM		102,348	115,661
981464CJ7 WORLD FINANCIAL NETW		123,266	123,973

**TY 2012 Other Decreases Schedule****Name:** TW L D MCEACHEARN 501-1013002803**EIN:** 58-6255314

Description	Amount
MUTUAL FUND POSTING DATE AFTER TYE	253,574
DISALLOWED WASH SALES	4,374
PURCHASE ACCRUED INTEREST EFFECTIVE CURRENT YEAR	12,510

## TY 2012 Other Expenses Schedule

**Name:** TW L D MCEACHEARN 501-1013002803

**EIN:** 58-6255314

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ADR FEES	560	560		0
PARTNERSHIP OTHER DEDUCTIONS		113,314		0

**TY 2012 Other Income Schedule****Name:** TW L D MCEACHEARN 501-1013002803**EIN:** 58-6255314

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
FEE REBATES	7,305	7,305	
EXCISE TAX REFUND	445	0	
PARTNERSHIP INTEREST INCOME		1,431	
PARTNERSHIP ORDINARY DIVIDENDS		38,767	
PARTNERSHIP OTHER INCOME		141,577	
PARTNERSHIP ORDINARY BUSINESS LOSS		-43,370	
PARTNERSHIP NET LT GAIN		1,852	
PARTNERSHIP NET ST GAIN		46,959	

## TY 2012 Other Increases Schedule

**Name:** TW L D MCEACHEARN 501-1013002803

**EIN:** 58-6255314

Description	Amount
MUTUAL FUND TAX EFFECTIVE DATE BEFORE TYE	157,386
ROC BASIS ADJUSTMENT	4,120
PURCHASE ACCRUED INTEREST POSTING CURRENT YEAR	13,290

## TY 2012 Other Professional Fees Schedule

**Name:** TW L D MCEACHEARN 501-1013002803

**EIN:** 58-6255314

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT MGMT FEES	3,168	3,168		



**TY 2012 Taxes Schedule****Name:** TW L D MCEACHEARN 501-1013002803**EIN:** 58-6255314

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES	2,581	2,581		0
FEDERAL TAX PAYMENT - PRIOR YE	17,334	0		0
FEDERAL ESTIMATES - PRINCIPAL	64,173	0		0
FOREIGN TAXES ON QUALIFIED FOR	34,245	34,245		0
FOREIGN TAXES ON NONQUALIFIED	3,925	3,925		0