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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.

2012

Open to Public Inspection

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

Name of foundation HATFIELD, JAMES T & ELLEN MEM TR 5015021507		A Employer identification number 61-6214902
Number and street (or P O box number if mail is not delivered to street address)	Room/suite	B Telephone number (see instructions) 614- 331-9837
City or town, state, and ZIP code COLUMBUS, OH 43216		C If exemption application is pending, check here ☐
G Check all that apply: ☐ Initial return ☐ Final return ☐ Address change ☐ Initial return of a former public charity ☐ Amended return ☐ Name change		D 1 Foreign organizations, check here ☐ 2 Foreign organizations meeting the 85% test, check here and attach computation ☐
H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$ 681,726.		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐
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)
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					
4 Dividends and interest from securities	16,002.	16,002.			STMT 1
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10	-1,250.				
b Gross sales price for all assets on line 6a	45,215.				
7 Capital gain net income (from Part IV, line 2)					
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less: Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)	223.				STMT 3
12 Total. Add lines 1 through 11	14,975.	16,002.			
13 Compensation of officers, directors, trustees, etc.	6,413.	3,206.			3,206.
14 Other employee salaries and wages		NONE	NONE		
15 Pension plans, employee benefits		NONE	NONE		
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 4	2,730.	166.			
19 Depreciation (attach schedule) and depletion					
20 Occupancy					
21 Travel, conferences, and meetings		NONE	NONE		
22 Printing and publications		NONE	NONE		
23 Other expenses (attach schedule)					
24 Total operating and administrative expenses. Add lines 13 through 23	9,143.	3,372.	NONE		3,206.
25 Contributions, gifts, grants paid	50,248.				50,248.
26 Total expenses and disbursements. Add lines 24 and 25	59,391.	3,372.	NONE		53,454.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	-44,416.				
b Net investment income (if negative, enter -0-)		12,630.			
c Adjusted net income (if negative, enter -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		258.	1,106.	1,106.
	2	Savings and temporary cash investments		27,667.	6,941.	6,941.
	3	Accounts receivable ▶				
		Less: allowance for doubtful accounts ▶				
	4	Pledges receivable ▶				
		Less: allowance for doubtful accounts ▶				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)				
	7	Other notes and loans receivable (attach schedule) ▶				
		Less: allowance for doubtful accounts ▶	NONE			
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10 a	Investments - U.S. and state government obligations (attach schedule)				
	b	Investments - corporate stock (attach schedule)	STMT 5	421,591.	406,406.	576,835.
	c	Investments - corporate bonds (attach schedule)	STMT 6	101,467.	92,140.	96,844.
	11	Investments - land, buildings, and equipment: basis				
	Less: accumulated depreciation (attach schedule) ▶					
12	Investments - mortgage loans					
13	Investments - other (attach schedule)	STMT 7				
14	Land, buildings, and equipment: basis					
	Less: accumulated depreciation (attach schedule) ▶					
15	Other assets (describe ▶)					
16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)		550,983.	506,593.	681,726.	
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)				NONE	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.					
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ ☒					
	27	Capital stock, trust principal, or current funds		550,983.	506,593.	
	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)		550,983.	506,593.	
	31	Total liabilities and net assets/fund balances (see instructions)		550,983.	506,593.	

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	550,983.
2	Enter amount from Part I, line 27a	2	-44,416.
3	Other increases not included in line 2 (itemize) ▶ 2011 INCOME POSTED IN 2012	3	158.
4	Add lines 1, 2, and 3	4	506,725.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 8	5	132.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	506,593.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)			(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a PUBLICLY TRADED SECURITIES					
b					
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 45,215.		46,465.	-1,250.		
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			-1,250.		
b					
c					
d					
e					
2 Capital gain net income or (net capital loss)			2	-1,250.	
{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }					
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):			3		
If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8					

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☒ Yes ☐ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2011			
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)		1	253.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b			
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	
3 Add lines 1 and 2		3	253.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	NONE
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	253.
6 Credits/Payments:			
a 2012 estimated tax payments and 2011 overpayment credited to 2012	6a	924.	
b Exempt foreign organizations - tax withheld at source	6b	NONE	
c Tax paid with application for extension of time to file (Form 8868)	6c	NONE	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	924.	
8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8		
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	671.	
11 Enter the amount of line 10 to be: Credited to 2013 estimated tax ☐ 256. Refunded ☐ 415.	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?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ► \$ _____ (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.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?		X
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ► KY		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Website address <u>N/A</u>				
14	The books are in care of <u>HUNTINGTON NATIONAL BANK</u> Telephone no. <u>(513) 366-3065</u> Located at <u>PO BOX 1558 DEPT EA4E86, COLUMBUS, OH</u> ZIP+4 <u>43216</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here ☐ and enter the amount of tax-exempt interest received or accrued during the year <u>15</u>			
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	Yes	No 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 <u></u>				

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)? ☐	1b	X
Organizations relying on a current notice regarding disaster assistance check here ☐		
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012? ☐	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? ☐ Yes ☒ No If "Yes," list the years <u></u>		
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	X
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. <u></u>		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No		
b If "Yes," did it have excess business holdings in 2012 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012.) ☐	3b	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? ☐	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012? ☐	4b	X

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Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to:

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (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)? ☐ Yes ☒ NoOrganizations relying on a current notice regarding disaster assistance check here ☐**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☒ No

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ Yes ☒ 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? ☐ Yes ☒ No**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No**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
HUNTINGTON NATIONAL BANK PO BOX 1558 DEPT EA4E86, COLUMBUS, OH 43216	TRUSTEE 2	6,413.	- 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		NONE	NONE	NONE

Total number of other employees paid over \$50,000 ☐ **NONE**

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Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3 Five highest-paid independent contractors for professional services (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		NONE
Total number of others receiving over \$50,000 for professional services		NONE

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 NONE	
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 NONE	
2	
All other program-related investments See instructions	
3 NONE	
Total. Add lines 1 through 3	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	668,049.
b	Average of monthly cash balances	1b	33,617.
c	Fair market value of all other assets (see instructions)	1c	NONE
d	Total (add lines 1a, b, and c)	1d	701,666.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	701,666.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	10,525.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	691,141.
6	Minimum investment return. Enter 5% of line 5	6	34,557.

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	34,557.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	253.
b	Income tax for 2012. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	253.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	34,304.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	34,304.
6	Deduction from distributable amount (see instructions)	6	NONE
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	34,304.

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	53,454.
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	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	53,454.
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	N/A
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	53,454.

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				34,304.
2 Undistributed income, if any, as of the end of 2012:				
a Enter amount for 2011 only			31,528.	
b Total for prior years: 20 <u>10</u> , 20 <u> </u> , 20 <u> </u>		1,871.		
3 Excess distributions carryover, if any, to 2012:				
a From 2007	NONE			
b From 2008	NONE			
c From 2009	NONE			
d From 2010	NONE			
e From 2011	NONE			
f Total of lines 3a through e	NONE			
4 Qualifying distributions for 2012 from Part XII, line 4: ► \$ <u>53,454.</u>				
a Applied to 2011, but not more than line 2a			31,528.	
b Applied to undistributed income of prior years (Election required - see instructions)		1,871.		
c Treated as distributions out of corpus (Election required - see instructions)	NONE			
d Applied to 2012 distributable amount				20,055.
e Remaining amount distributed out of corpus	NONE			
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a).)	NONE			NONE
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	NONE			
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		NONE		
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				14,249.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	NONE			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)	NONE			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	NONE			
10 Analysis of line 9:				
a Excess from 2008	NONE			
b Excess from 2009	NONE			
c Excess from 2010	NONE			
d Excess from 2011	NONE			
e Excess from 2012	NONE			

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9)**NOT APPLICABLE**

1 a 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			(e) Total
	(a) 2012	(b) 2011	(c) 2010	(d) 2009	
2 a 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:

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:

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				
CINCINNATI HISTORICAL SOCIETY MUSEUM CENTER 1301 WESTERN AVENUE CINCINNATI OH 45203	NONE	501(C) (3)	EDUCATIONAL	3,812.
THE CHILDREN'S HOME OF NORTHERN KENTUCKY 200 HOME RD COVINGTON KY 41011	NONE	501(C) (3)	PROVIDE FINANCIAL ASSISTANCE	12,562.
CINCINNATI MUSEUM CENTER FOUNDATION 1301 WESTERN AVENUE CINCINNATI OH 45203	NONE	501(C) (3)	EDUCATIONAL	8,750.
BOYS/GIRLS CLUB OF GREATER CINCINNATI 600 DALTON AVENUE CINCINNATI OH 45203	NONE	501(C) (3)	FUND ACTIVITIES	12,562.
YMCA OF GREATER CINCINNATI 1105 ELM STREET CINCINNATI OH 45210	NONE	501(C) (3)	FUND ACTIVITIES	12,562.
Total			3a	50,248.
b Approved for future payment				
Total			3b	

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

- | <p>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?</p> <p>a Transfers from the reporting foundation to a noncharitable exempt organization of:</p> <p>(1) Cash</p> <p>(2) Other assets</p> <p>b Other transactions:</p> <p>(1) Sales of assets to a noncharitable exempt organization</p> <p>(2) Purchases of assets from a noncharitable exempt organization</p> <p>(3) Rental of facilities, equipment, or other assets</p> <p>(4) Reimbursement arrangements</p> <p>(5) Loans or loan guarantees</p> <p>(6) Performance of services or membership or fundraising solicitations</p> <p>c Sharing of facilities, equipment, mailing lists, other assets, or paid employees</p> <p>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.</p> | <table border="1"> <thead> <tr> <th></th><th>Yes</th><th>No</th></tr> </thead> <tbody> <tr> <td>1a(1)</td><td></td><td>X</td></tr> <tr> <td>1a(2)</td><td></td><td>X</td></tr> <tr> <td>1b(1)</td><td></td><td>X</td></tr> <tr> <td>1b(2)</td><td></td><td>X</td></tr> <tr> <td>1b(3)</td><td></td><td>X</td></tr> <tr> <td>1b(4)</td><td></td><td>X</td></tr> <tr> <td>1b(5)</td><td></td><td>X</td></tr> <tr> <td>1b(6)</td><td></td><td>X</td></tr> <tr> <td>1c</td><td></td><td>X</td></tr> </tbody> </table> | | Yes | No | 1a(1) | | X | 1a(2) | | X | 1b(1) | | X | 1b(2) | | X | 1b(3) | | X | 1b(4) | | X | 1b(5) | | X | 1b(6) | | X | 1c | | X |
|--|--|----|-----|----|--------------|--|---|--------------|--|---|--------------|--|---|--------------|--|---|--------------|--|---|--------------|--|---|--------------|--|---|--------------|--|---|-----------|--|---|
| | Yes | No | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| 1a(1) | | X | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| 1a(2) | | X | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| 1b(1) | | X | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| 1b(2) | | X | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| 1b(3) | | X | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| 1b(4) | | X | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| 1b(5) | | X | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| 1b(6) | | X | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| 1c | | X | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |

[illegible]

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

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

**Sign
Here**

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

Signature of officer or trustee

05/07/2013
Date

Title

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

**Paid
Preparer
Use Only**

Print/Type preparer's name

REBECCA J TOTMAN

Preparer's signature

Date _____

05/07/2013

Check		if
-------	--	----

PTIN

P00098714

Firm's name ► THOMSON REUTERS (TAX & ACCOUNTING)

Firm's EIN ▶ 75-1297386

Firm's address ► 6135 TRUST DRIVE, STE. 118

HOLLAND, OH

43528

Phone no. 419-861-2300

Form **990-PF** (2012)

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
AT&T INC	528.	528.
AMGEN INC W/1 RT/SH	288.	288.
APPLE COMPUTER INC	265.	265.
ARCHER DANIELS MIDLAND	70.	70.
BAXTER INTL INC W/1 RT/SH	146.	146.
BRISTOL MYERS SQUIBB CO	544.	544.
CATERPILLAR INC W/1 RT/SH	248.	248.
CHEVRONTEXACO CORP	386.	386.
CHURCH & DWIGHT CO INC W/1 RT/SH	96.	96.
CISCO SYSTEMS W/1 RT/SH	200.	200.
COLGATE PALMOLIVE	244.	244.
COMCAST CORP CL A	225.	225.
EMERSON ELEC CO W/1 RT/SH	322.	322.
EXXON MOBIL CORP	654.	654.
FRANKLIN RES INC	164.	164.
FREEMPORT MCMORAN COPPER & GOLD	238.	238.
GENERAL ELECTRIC CO	204.	204.
HUNTINGTON MID CORP AMERICA FD III	11.	11.
HUNTINGTON DIVIDEND CAPTURE FUND III	624.	624.
HUNTINGTON INTL EQUITY FUND III	433.	433.
HUNTINGTON GLOBAL SELECT MARKETS FUND -	54.	54.
HUNTINGTON SITUS FUND III	18.	18.
HUNTINGTON REAL STRATEGIES FUND III	412.	412.
HUNTINGTON WORLD INCOME FUND III	680.	680.
ILLINOIS TOOL WORKS	184.	184.
IBM CORP	330.	330.
INTERNATIONAL PAPER CO	326.	326.
JP MORGAN CHASE & CO	230.	230.
KROGER CO W/1 RT/SH	99.	99.
LOWES COS INC W/1 RT/SH	180.	180.
MCDONALDS CORP W/1 RT/SH	287.	287.
MERCK & CO INC	336.	336.

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES
 =====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
MICROSOFT CORP	249.	249.
HUNTINGTON SHORT&INTER FIXED FD	320.	320.
HUNTINGTON MORTGAGE SECURITY FUND	261.	261.
HUNTINGTON FIXED INC FUND III	954.	954.
HUNTINGTON CONSERVATIVE DEPOSIT ACCOUNT	26.	26.
HUNTINGTON INTERMEDIATE GOVT	279.	279.
NEXTERA ENERGY INC	240.	240.
PEPSICO INC	211.	211.
PFIZER INC W/1 RT/SH	176.	176.
PROCTER & GAMBLE CO	663.	663.
PRUDENTIAL FINANCIAL INC	160.	160.
QUEST DIAGNOSTICS INC	68.	68.
ROYAL DUTCH SHELL PLC -ADR	684.	684.
SCHLUMBERGER LTD	108.	108.
STATE STREET CORP	96.	96.
TJX COMPANIES INC W/1 RT/SH	88.	88.
TARGET CORP	132.	132.
TEVA PHARMACEUTICAL INDS ADR	53.	53.
TEXAS INSTR INC W/1 RT/SH	288.	288.
3M CO	236.	236.
TRAVELERS COS INC	358.	358.
U S BANCORP	355.	355.
VALERO ENERGY	260.	260.
VODAFONE GROUP PLC	139.	139.
WAL MART STORES INC	196.	196.
WELLS FARGO & CO NEW W/1 RT/SH	176.	176.
WINDSTREAM CORP	200.	200.
	-----	-----
TOTAL	16,002.	16,002.
	=====	=====

FORM 990PF, PART I - OTHER INCOME

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS
-----	-----

TOTALS	223.
	=====

FORM 990PF, PART I - TAXES

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
FOREIGN TAXES	13.	13.
FEDERAL TAX PAYMENT - PRIOR YE	1,640.	
FEDERAL ESTIMATES - PRINCIPAL	924.	
FOREIGN TAXES ON QUALIFIED FOR	153.	153.
	-----	-----
TOTALS	2,730.	166.
	=====	=====

HATFIELD, JAMES T & ELLEN MEM TR 5015021507

61-6214902

FORM 990PF, PART II - CORPORATE STOCK
=====

DESCRIPTION

ENDING
BOOK VALUE

ENDING
FMV

SEE ATTACHED STATEMENT

406,406.

576,835.

TOTALS

406,406.

576,835.

=====

=====

FORM 990PF, PART II - CORPORATE BONDS
=====

DESCRIPTION -----	ENDING BOOK VALUE -----	ENDING FMV ----
SEE ATTACHED STATEMENT	92,140.	96,844.
	-----	-----
TOTALS	92,140.	96,844.
	=====	=====

HATFIELD, JAMES T & ELLEN MEM TR 5015021507

61-6214902

FORM 990PF, PART II - OTHER INVESTMENTS

=====

COST/
FMV
C OR F

DESCRIPTION

SCHEDULE ATTACHED
INCOME CASH

C
C

TOTALS

FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES
=====

DESCRIPTION -----	AMOUNT -----
2012 INCOME POSTED IN 2013	125.
ROUNDING	7.

TOTAL	132.
	=====

**SCHEDULE D
(Form 1041)**

Department of the Treasury
Internal Revenue Service

Capital Gains and Losses

► Attach to Form 1041, Form 5227, or Form 990-T.
► Information about Schedule D (Form 1041) and its separate instructions is at
www.irs.gov/form1041

OMB No. 1545-0092

2012

Name of estate or trust

HATFIELD, JAMES T & ELLEN MEM TR 5015021507

Employer identification number

61-6214902

Note: Form 5227 filers need to complete only Parts I and II.

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example: 100 shares 7% preferred of "Z" Co.)	(b) Date acquired (mo., day, yr.)	(c) Date sold (mo., day, yr.)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
1a SHORT-TERM CAPITAL GAIN DIVIDENDS					163.

b Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b	1b	
2 Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824	2	
3 Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts	3	
4 Short-term capital loss carryover. Enter the amount, if any, from line 9 of the 2011 Capital Loss Carryover Worksheet	4	()
5 Net short-term gain or (loss). Combine lines 1a through 4 in column (f). Enter here and on line 13, column (3) on the back	5	163.

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example: 100 shares 7% preferred of "Z" Co.)	(b) Date acquired (mo., day, yr.)	(c) Date sold (mo., day, yr.)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
6a LONG-TERM CAPITAL GAIN DIVIDENDS					2,082.

b Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b	6b	-3,495.
7 Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824	7	
8 Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts	8	
9 Capital gain distributions	9	
10 Gain from Form 4797, Part I	10	
11 Long-term capital loss carryover. Enter the amount, if any, from line 14 of the 2011 Capital Loss Carryover Worksheet	11	()
12 Net long-term gain or (loss). Combine lines 6a through 11 in column (f). Enter here and on line 14a, column (3) on the back	12	-1,413.

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D (Form 1041) 2012

Part III Summary of Parts I and II**Caution: Read the instructions before completing this part.**

		(1) Beneficiaries' (see instr.)	(2) Estate's or trust's	(3) Total
13	Net short-term gain or (loss)	13		163.
14	Net long-term gain or (loss):			
a	Total for year	14a		-1,413.
b	Unrecaptured section 1250 gain (see line 18 of the wrksht.)	14b		
c	28% rate gain	14c		
15	Total net gain or (loss). Combine lines 13 and 14a ▶	15		-1,250.

Note: If line 15, column (3), is a net gain, enter the gain on Form 1041, line 4 (or Form 990-T, Part I, line 4a). If lines 14a and 15, column (2), are net gains, go to Part V, and do not complete Part IV. If line 15, column (3), is a net loss, complete Part IV and the **Capital Loss Carryover Worksheet**, as necessary.

Part IV Capital Loss Limitation

16	Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the smaller of: a The loss on line 15, column (3) or b \$3,000	16	(1,250)
-----------	---	-----------	-----------

Note: If the loss on line 15, column (3), is more than \$3,000, or if Form 1041, page 1, line 22 (or Form 990-T, line 34), is a loss, complete the **Capital Loss Carryover Worksheet** in the instructions to figure your capital loss carryover.

Part V Tax Computation Using Maximum Capital Gains Rates

Form 1041 filers. Complete this part only if both lines 14a and 15 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), and Form 1041, line 22, is more than zero.

Caution: Skip this part and complete the **Schedule D Tax Worksheet** in the instructions if:

- Either line 14b, col. (2) or line 14c, col. (2) is more than zero, or
- Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero.

Form 990-T trusts. Complete this part only if both lines 14a and 15 are gains, or qualified dividends are included in income in Part I of Form 990-T, and Form 990-T, line 34, is more than zero. Skip this part and complete the **Schedule D Tax Worksheet** in the instructions if either line 14b, col. (2) or line 14c, col. (2) is more than zero.

17	Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34)	17		
18	Enter the smaller of line 14a or 15 in column (2) but not less than zero	18		
19	Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T)	19		
20	Add lines 18 and 19	20		
21	If the estate or trust is filing Form 4952, enter the amount from line 4g; otherwise, enter -0- . . . ▶	21		
22	Subtract line 21 from line 20. If zero or less, enter -0-	22		
23	Subtract line 22 from line 17. If zero or less, enter -0-	23		
24	Enter the smaller of the amount on line 17 or \$2,400	24		
25	Is the amount on line 23 equal to or more than the amount on line 24? ☐ Yes. Skip lines 25 and 26; go to line 27 and check the "No" box. ☐ No. Enter the amount from line 23	25		
26	Subtract line 25 from line 24	26		
27	Are the amounts on lines 22 and 26 the same? ☐ Yes. Skip lines 27 thru 30, go to line 31 ☐ No. Enter the smaller of line 17 or line 22	27		
28	Enter the amount from line 26 (If line 26 is blank, enter -0-)	28		
29	Subtract line 28 from line 27	29		
30	Multiply line 29 by 15% (.15)	30		
31	Figure the tax on the amount on line 23. Use the 2012 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)	31		
32	Add lines 30 and 31	32		
33	Figure the tax on the amount on line 17. Use the 2012 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)	33		
34	Tax on all taxable income. Enter the smaller of line 32 or line 33 here and on Form 1041, Schedule G, line 1a (or Form 990-T, line 36)	34		

Schedule D (Form 1041) 2012

Employer identification number

61-6214902

[illegible]

Schedule D-1 (Form 1041) 2012

HUNTINGTON NATIONAL BANK
ROOKWOOD TOWER 3805 EDWARDS RD
CINCINNATI, OH 45208

Huntington Wealth Advisors

DECEMBER 01, 2012 TO DECEMBER 31, 2012

ACCOUNT NAME: HATFIELD, J T MEM
ACCOUNT NUMBER: 5015021507

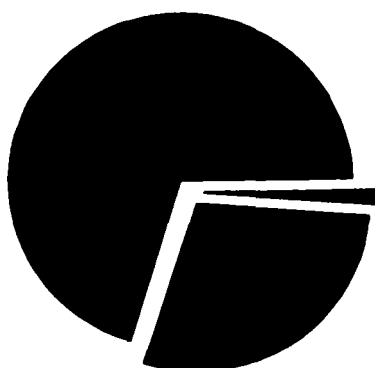


BECKY TOTMAN
THOMSON REUTERS
6135 TRUST DRIVE, SUITE 118
HOLLAND, OH 43528

ADMINISTRATOR: DONNA MURPHY
513-366-3421
DONNA.MURPHY
@HUNTINGTON.COM

INVESTMENT OFFICER: RANDY HARE
513-366-3433
RANDY.HARE@HUNTINGTON.COM

ASSET ALLOCATION SUMMARY



	MARKET VALUE	PERCENT
CASH	1,106.30	0.2%
EQUITY INVESTMENTS	476,421.51	69.9%
MUTUAL FUNDS	197,257.54	28.9%
SHORT TERM INVESTMENTS	6,940.97	1.0%
Total	681,726.32	100.0%

ACCOUNT SUMMARY

	THIS PERIOD	YEAR TO DATE
BEGINNING MARKET VALUE	715,638.25	660,152.76
DIVIDENDS/INTEREST	3,070.89	15,979.17
OTHER CASH RECEIPTS	0.00	223.00
DISBURSEMENTS AND FEES	35,539.15-	59,239.69-
REALIZED GAIN/LOSS	2,143.70	1,352.13-
CHANGE IN MARKET VALUE	3,587.37-	65,963.21
ENDING MARKET VALUE	681,726.32	681,726.32

FOR YOUR INFORMATION

DECEMBER 01, 2012 TO DECEMBER 31, 2012

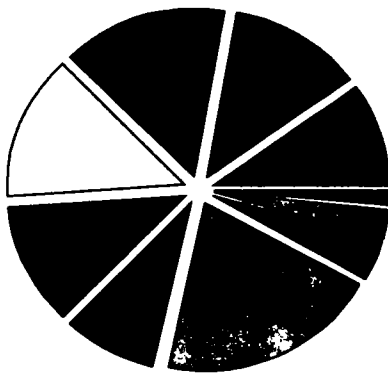
ACCOUNT NAME: HATFIELD,J.T MEM

ACCOUNT NUMBER: 5015021507

PORTFOLIO DETAIL

DESCRIPTION	TOTAL MARKET/ TOTAL COST	MARKET PRICE/ COST PRICE	EST ANNUAL INCOME/ ACCRUED INC	CURRENT YIELD
SHORT TERM INVESTMENTS				
MONEY MARKET FUNDS				
608993853				
HUNTINGTON CONSERVATIVE DEPOSIT	6,940.97	1.00	4.16	0.06
ACCOUNT	6,940.97	1.00	0.35	
** TOTAL MONEY MARKET FUNDS			4.16	0.06
SUB-TOTAL	6,940.97		0.35	
* TOTAL SHORT TERM INVESTMENTS	6,940.97		4.16	0.06
	6,940.97		0.35	

EQUITY DIVERSIFICATION SUMMARY



INDUSTRY CODE	MARKET VALUE	PERCENT
CONSUMER DISCRETIONARY	47,894.00	10.1%
CONSUMER STAPLES	57,787.00	12.1%
ENERGY	72,228.26	15.2%
FINANCIALS	65,726.82	13.8%
HEALTH CARE	55,972.86	11.7%
INDUSTRIALS	41,215.85	8.6%
INFORMATION TECHNOLOGY	96,246.12	20.2%
MATERIALS	18,792.00	4.0%
TELECOMMUNICATION SERVICES	13,639.60	2.9%
UTILITIES	6,919.00	1.4%
Total	476,421.51	100.0%

DESCRIPTION	TICKER	SHARES	TOTAL MARKET/ TOTAL COST	MARKET PRICE/ COST PRICE	EST ANNUAL INCOME/ ACCRUED INC	CURRENT YIELD
EQUITY INVESTMENTS						
CONSUMER DISCRETIONARY						
20030N101						
COMCAST CORP CL A	CMCSA	375.000	14,010.00	37.36	243.75	1.74
			8,030.00	21.41	60.94	
548661107						
LOWES COMPANIES INC	LOW	300.000	10,656.00	35.52	192.00	1.80
			6,807.00	22.69		
580135101						
MCDONALDS CORP	MCD	100.000	8,821.00	88.21	308.00	3.49
			3,240.87	32.41		
872540109						
TJX COMPANIES INC	TJX	200.000	8,490.00	42.45	92.00	1.08
			5,735.98	28.68		

DECEMBER 01, 2012 TO DECEMBER 31, 2012

ACCOUNT NAME: HATFIELD, J T MEM

ACCOUNT NUMBER: 5015021507

PORTFOLIO DETAIL (CONTINUED)

DESCRIPTION	TICKER	SHARES	TOTAL MARKET/ TOTAL COST	MARKET PRICE/ COST PRICE	EST ANNUAL INCOME/ ACCRUED INC	CURRENT YIELD
CONSUMER DISCRETIONARY						
87612E106 TARGET CORP	TGT	100 000	5,917 00 5,249 95	59 17 52 50	144 00	2 43
** TOTAL CONSUMER DISCRETIONARY		SUB- TOTAL	47,894.00 29,063.80		979 75 60.94	2.05
CONSUMER STAPLES						
039483102 ARCHER-DANIELS-MIDLAND CO	ADM	100 000	2,739 00 2,608 98	27 39 26 09	70 00	2 56
171340102 CHURCH & DWIGHT CO INC W/1 RT/SH	CHD	100 000	5,357 00 4,393 98	53 57 43 94	96 00	1 79
194162103 COLGATE PALMOLIVE	CL	100 000	10,454 00 8,606 00	104 54 86 06	248 00	2 37
501044101 THE KROGER CO	KR	200 000	5,204 00 4,563 96	26 02 22 82	120 00	2 31
713448108 PEPSICO INC	PEP	100 000	6,843 00 6,168 98	68 43 61 69	215 00 53 75	3 14
742718109 PROCTER & GAMBLE CO	PG	300 000	20,367 00 3,683 43	67 89 12 28	674 40	3 31
931142103 WAL-MART STORES INC	WMT	100 000	6,823 00 5,469 00	68 23 54 69	159 00	2 33
** TOTAL CONSUMER STAPLES		SUB- TOTAL	57,787 00 35,494 33		1,582.40 53.75	2.74
ENERGY						
166764100 CHEVRON CORPORATION	CVX	110 000	11,895 40 8,504 89	108 14 77 32	396 00	3 33
30231G102 EXXON MOBIL CORP	XOM	300 000	25,965 00 4,870 30	86 55 16 23	684 00	2 63
780259206 ROYAL DUTCH SHELL PLC -ADR	RDS/A	200 000	13,790 00 12,846 00	68 95 64 23	584 80	4 24
806857108 SCHLUMBERGER LTD	SLB	100 000	6,929 86 6,597 98	69 30 65 98	110 00 27 50	1 59

DECEMBER 01, 2012 TO DECEMBER 31, 2012

ACCOUNT NAME: HATFIELD, J T MEM

ACCOUNT NUMBER: 5015021507

PORTFOLIO DETAIL (CONTINUED)

DESCRIPTION	TICKER	SHARES	TOTAL MARKET/ TOTAL COST	MARKET PRICE/ COST PRICE	EST ANNUAL INCOME/ ACCRUED INC	CURRENT YIELD
ENERGY						
91913Y100 VALERO ENERGY CORP	VLO	400 000	13,648 00 13,345 70	34 12 33 36	280 00	2 05
** TOTAL ENERGY		SUB- TOTAL	72,228 26 46,164 87		2,054.80 27.50	2.84
FINANCIALS						
354613101 FRANKLIN RES INC	BEN	40 000	5,028 00 4,150 72	125 70 103 77	46 40	0 92
46625H100 JP MORGAN CHASE & CO	JPM	200 000	8,793 82 8,347 00	43 97 41 74	240 00	2 73
744320102 PRUDENTIAL FINANCIAL INC	PRU	100 000	5,333 00 5,020 00	53 33 50 20	160 00	3 00
857477103 STATE STREET CORP	STT	200 000	9,402 00 8,600 00	47 01 43 00	192 00 48 00	2 04
89417E109 TRAVELERS COS INC	TRV	200 000	14,364 00 9,146 70	71 82 45 73	368 00	2 56
902973304 U S BANCORP	USB	500 000	15,970 00 1,868 50	31 94 3 74	390 00 97 50	2 44
949746101 WELLS FARGO & CO	WFC	200 000	6,836 00 5,482 00	34 18 27 41	176 00	2 57
** TOTAL FINANCIALS		SUB- TOTAL	65,726 82 42,614.92		1,572.40 145.50	2 39
HEALTH CARE						
031162100 AMGEN INC	AMGN	200 000	17,240 00 11,512 00	86 20 57 56	376 00	2 18
071813109 BAXTER INTERNATIONAL INC W/1 RT/SH	BAX	100 000	6,666 00 5,716 98	66 66 57 17	180 00 45 00	2 70
110122108 BRISTOL-MYERS SQUIBB CO	BMJ	400 000	13,036 00 9,932 00	32 59 24 83	560 00	4 30
58933Y105 MERCK & CO INC	MRK	200 000	8,188 00 7,336 00	40 94 36 68	344 00 86 00	4 20

DECEMBER 01, 2012 TO DECEMBER 31, 2012

ACCOUNT NAME: HATFIELD,J.T MEM

ACCOUNT NUMBER: 5015021507

PORTFOLIO DETAIL (CONTINUED)

DESCRIPTION	TICKER	SHARES	TOTAL MARKET/ TOTAL COST	MARKET PRICE/ COST PRICE	EST ANNUAL INCOME/ ACCRUED INC	CURRENT YIELD
HEALTH CARE						
717081103 PFIZER INC	PFE	200 000	5,015 86 3,777 96	25.08 18.89	192.00	3 83
74834L100 QUEST DIAGNOSTICS INC	DGX	100 000	5,827 00 5,880 00	58.27 58.80	120 00	2 06
** TOTAL HEALTH CARE		SUB- TOTAL	55,972 86 44,154.94		1,772.00 131.00	3.17
INDUSTRIALS						
149123101 CATERPILLAR INC	CAT	100 000	8,960 85 5,911 00	89.61 59.11	208 00	2 32
291011104 EMERSON ELECTRIC CO	EMR	200 000	10,592 00 7,541 99	52 96 37.71	328 00	3 10
369604103 GENERAL ELECTRIC CO	GE	300 000	6,297 00 4,832 94	20.99 16.11	228 00 57 00	3 62
452308109 ILLINOIS TOOL WORKS	ITW	100 000	6,081 00 4,466 98	60 81 44.67	152 00	2 50
88579Y101 3M COMPANY	MMM	100 000	9,285 00 7,847 00	92 85 78.47	236 00	2 54
** TOTAL INDUSTRIALS		SUB- TOTAL	41,215.85 30,599.91		1,152.00 57.00	2 80
INFORMATION TECHNOLOGY						
037833100 APPLE INC	AAPL	50 000	26,608 65 9,859 99	532.17 197 20	530 00	1 99
17275R102 CISCO SYSTEMS	CSCO	400 000	7,859 76 9,551 96	19.65 23 88	224 00	2 85
268648102 EMC CORP/MASS	EMC	600 000	15,180 00 10,092 00	25.30 16.82		
38259P508 GOOGLE INC-CL A	GOOG	10 000	7,073 80 5,336 20	707.38 533.62		
459200101 IBM CORP	IBM	100 000	19,155 00 7,464 00	191.55 74.64	340 00	1 77

DECEMBER 01, 2012 TO DECEMBER 31, 2012

ACCOUNT NAME: HATFIELD, J T MEM

ACCOUNT NUMBER: 5015021507

PORTFOLIO DETAIL (CONTINUED)

DESCRIPTION	TICKER	SHARES	TOTAL MARKET/ TOTAL COST	MARKET PRICE/ COST PRICE	EST ANNUAL INCOME/ ACCRUED INC	CURRENT YIELD
INFORMATION TECHNOLOGY						
594918104 MICROSOFT CORP	MSFT	300 000	8,012 91 10,378 12	26 71 34 59	276 00	3 44
882508104 TEXAS INSTRUMENTS INC	TXN	400 000	12,356 00 10,412 00	30 89 26 03	336 00	2 72
** TOTAL INFORMATION TECHNOLOGY		SUB-TOTAL	96,246.12 63,094.27		1,706 00 0.00	1.77
MATERIALS						
35671D857 FREEPORT-MCMORAN C & G W/1 RT/SH	FCX	200 000	6,840 00 2,840 90	34 20 14 20	250 00	3 65
460146103 INTERNATIONAL PAPER CO	IP	300 000	11,952 00 9,578 97	39 84 31 93	360 00	3 01
** TOTAL MATERIALS		SUB-TOTAL	18,792.00 12,419.87		610.00 0.00	3.25
TELECOMMUNICATION SERVICES						
00206R102 AT&T INC	T	300 000	10,113 00 8,216 49	33 71 27 39	540 00	5 34
92857W209 VODAFONE GROUP PLC	VOD	140 000	3,526 60 3,774 19	25 19 26 96	210 00	5 95
** TOTAL TELECOMMUNICATION SERVICES		SUB-TOTAL	13,639 60 11,990.68		750.00 0.00	5.50
UTILITIES						
65339F101 NEXTERA ENERGY INC	NEE	100 000	6,919 00 5,328 19	69 19 53 28	240 00	3 47
** TOTAL UTILITIES		SUB-TOTAL	6,919.00 5,328.19		240.00 0.00	3 47
* TOTAL EQUITY INVESTMENTS			476,421 51 320,925.78		12,419.35 475 69	2.61
MUTUAL FUNDS						
MUTUAL FUNDS-FIXED INCOME						
446990863 HUNTINGTON WORLD INCOME FUND III	HWIF3	1,158 749	9,884 13 10,000 00	8 53 8 63	679 03	6 87
607998317 HUNTINGTON SHORT AND INTERMEDIATE FIXED INCOME FUND III	HSIFF3	1,139 778	23,023 52 21,739 13	20 20 19 07	282 66 23 56	1 23

DECEMBER 01, 2012 TO DECEMBER 31, 2012

ACCOUNT NAME: HATFIELD, J T MEM

ACCOUNT NUMBER: 5015021507

PORTFOLIO DETAIL (CONTINUED)

DESCRIPTION	TICKER	SHARES	TOTAL MARKET/ TOTAL COST	MARKET PRICE/ COST PRICE	EST ANNUAL INCOME/ ACCRUED INC	CURRENT YIELD
MUTUAL FUNDS-FIXED INCOME						
607998424 HUNTINGTON MORTGAGE SECURITIES FUND III	HMSF3	1,091 703	10,076 42 10,000 00	9 23 9 16	260 92	2.59
607999307 HUNTINGTON FIXED INCOME SECURITIES FUND III	HFIF3	1,711 743	38,873 68 35,401 04	22 71 20 68	965 42 80 45	2.48
609888128 HUNTINGTON INTERMEDIATE GOVERNMENT INCOME FUND III	HIGF3	1,350 135	14,986 50 15,000 00	11 10 11 11	306 48 25 54	2.05
** TOTAL MUTUAL FUNDS-FIXED INCOME		SUB- TOTAL	96,844.25 92,140.17		2,494.51 129.55	2.58
MUTUAL FUNDS-EQUITY						
444993307 HUNTINGTON MID CORP AMERICA FUND III	HCAF3	668 827	9,162 93 6,955 80	13 70 10 40	10 70	0.12
444995302 HUNTINGTON DIVIDEND CAPTURE FUND III	HDCF3	1,651 705	15,674 68 15,806 82	9 49 9 57	624 34	3.98
444998306 HUNTINGTON INTERNATIONAL EQUITY FUND III	HIF3	2,071 253	23,488 01 22,717 12	11 34 10 97	391 47	1.67
446327249 HUNTINGTON GLOBAL SELECT MARKETS FUND - III	HGSM3	1,049 318	10,839 45 10,000 00	10 33 9 53	45 12 3 76	0.42
446990301 HUNTINGTON SITUS FUND III	HSSF3	453 720	10,635 20 5,000 00	23 44 11 02	18 15	0.17
446990707 HUNTINGTON REAL STRATEGIES FUND III	HRSF3	4,125 744	30,613 02 25,000 00	7 42 6 06	412 57	1.35
** TOTAL MUTUAL FUNDS-EQUITY		SUB- TOTAL	100,413.29 85,479.74		1,502.35 3.76	1.50
* TOTAL MUTUAL FUNDS			197,257.54 177,619.91		3,996.86 133.31	2.03
CASH						
CASH			1,106 30 1,106 30			
* TOTAL CASH			1,106.30 1,106 30		0.00 0 00	0.00
GRAND TOTAL ASSETS			681,726 32 506,592.96		16,420 37 609 35	2.41

HUNTINGTON NATIONAL BANK
ROOKWOOD TOWER 3805 EDWARDS RD
CINCINNATI, OH 45208

Huntington Wealth Advisors

DECEMBER 31, 2011 TO DECEMBER 31, 2011

ACCOUNT NAME: HATFIELD, J T MEM
ACCOUNT NUMBER: 5015021507

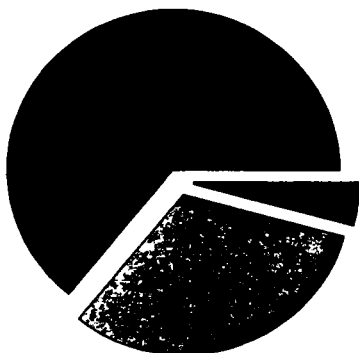


REMIT SKY CONV
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ADMINISTRATOR: DONNA MURPHY
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KAREN.MILLS
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ASSET ALLOCATION SUMMARY



	MARKET VALUE	PERCENT
CASH	258 06	0 0%
EQUITY INVESTMENTS	422, 971 25	64 1%
MUTUAL FUNDS	209, 256 68	31 7%
SHORT TERM INVESTMENTS	27, 666 77	4 2%
Total	660, 152 76	100 0%

ACCOUNT SUMMARY

	THIS PERIOD	YEAR TO DATE
BEGINNING MARKET VALUE	660, 152.76	657, 551.14
DIVIDENDS/INTEREST	0 00	13, 932 15
DISBURSEMENTS AND FEES	0 00	16, 485 88-
REALIZED GAIN/LOSS	0 00	50, 721 48
CHANGE IN MARKET VALUE	0 00	45, 566 13-
ENDING MARKET VALUE	660, 152.76	660, 152.76

FOR YOUR INFORMATION

DECEMBER 31, 2011 TO DECEMBER 31, 2011

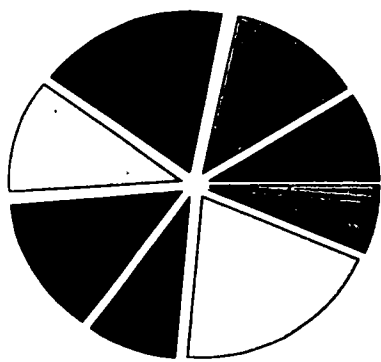
ACCOUNT NAME: HATFIELD, J T MEM

ACCOUNT NUMBER: 5015021507

PORTFOLIO DETAIL

DESCRIPTION	TOTAL MARKET/ TOTAL COST	MARKET PRICE/ COST PRICE	EST ANNUAL INCOME/ ACCRUED INC	CURRENT YIELD
SHORT TERM INVESTMENTS				
MONEY MARKET FUNDS				
608993853				
HUNTINGTON CONSERVATIVE DEPOSIT	27,666.77	1.00	22.13	0.08
ACCOUNT	27,666.77	1.00	1.84	
** TOTAL MONEY MARKET FUNDS	SUB-		22.13	0.08
	TOTAL		1.84	
* TOTAL SHORT TERM INVESTMENTS	27,666.77		22.13	0.08
	27,666.77		1.84	

EQUITY DIVERSIFICATION SUMMARY

	INDUSTRY CODE	MARKET VALUE	PERCENT
	CONSUMER DISCRETIONARY	38,115.25	9.0%
	CONSUMER STAPLES	54,143.00	12.8%
	ENERGY	76,226.00	18.0%
	FINANCIALS	48,361.00	11.4%
	HEALTH CARE	57,632.00	13.6%
	INDUSTRIALS	36,595.00	8.7%
	INFORMATION TECHNOLOGY	84,685.00	20.1%
	MATERIALS	7,358.00	1.7%
	TELECOMMUNICATION SERVICES	13,768.00	3.3%
	UTILITIES	6,088.00	1.4%
	Total	422,971.25	100.0%

DESCRIPTION	TICKER	SHARES	TOTAL MARKET/ TOTAL COST	MARKET PRICE/ COST PRICE	EST ANNUAL INCOME/ ACCRUED INC	CURRENT YIELD
EQUITY INVESTMENTS						
CONSUMER DISCRETIONARY						
20030N101						
COMCAST CORP CL A	CMCSA	375.000	8,891.25	23.71	168.75	1.90
			8,030.00	21.41	42.19	
548661107						
LOWES COMPANIES INC	LOW	300.000	7,614.00	25.38	168.00	2.21
			6,807.00	22.69		
580135101						
MCDONALDS CORP	MCD	100.000	10,033.00	100.33	280.00	2.79
			3,240.87	32.41		
872540109						
TJX COMPANIES INC	TJX	100.000	6,455.00	64.55	76.00	1.18
			5,735.98	57.36		

DECEMBER 31, 2011 TO DECEMBER 31, 2011

ACCOUNT NAME: HATFIELD, J T MEM

ACCOUNT NUMBER: 5015021507

PORTFOLIO DETAIL (CONTINUED)

DESCRIPTION	TICKER	SHARES	TOTAL MARKET/ TOTAL COST	MARKET PRICE/ COST PRICE	EST ANNUAL INCOME/ ACCRUED INC	CURRENT YIELD
CONSUMER DISCRETIONARY						
87612E106 TARGET CORP	TGT	100 000	5,122 00 5,249 95	51 22 52 50	120 00	2 34
** TOTAL CONSUMER DISCRETIONARY		SUB- TOTAL	38,115 26 29,063 80		812.76 42 19	2.13
CONSUMER STAPLES						
039483102 ARCHER-DANIELS-MIDLAND CO	ADM	100 000	2,860 00 2,608 98	28 60 26 09	70 00	2 45
171340102 CHURCH & DWIGHT CO INC W/1 RT/SH	CHD	100 000	4,576 00 4,393 98	45 76 43 94	68 00	1 49
194162103 COLGATE PALMOLIVE	CL	100 000	9,239 00 8,606 00	92 39 86 06	232 00	2 51
501044101 THE KROGER CO	KR	200 000	4,844 00 4,563 96	24 22 22 82	92 00	1 90
713448108 PEPSICO INC	PEP	100 000	6,636 00 6,168 98	66 35 61 69	208 00 51 50	3 10
742718109 PROCTER & GAMBLE CO	PG	300 000	20,013 00 3,683 43	66 71 12 28	630 00	3 15
931142103 WAL-MART STORES INC	WMT	100 000	5,976 00 5,469 00	59 76 54 69	146 00 73 00	2 44
** TOTAL CONSUMER STAPLES		SUB- TOTAL	54,143 00 35,484 33		1,444 00 124 50	2.67
ENERGY						
166764100 CHEVRON CORPORATION	CVX	110 000	11,704 00 8,504 89	106 40 77 32	356 40	3 05
30231G102 EXXON MOBIL CORP	XOM	300 000	25,428 00 4,870 30	84 76 16 23	564 00	2 22
780259206 ROYAL DUTCH SHELL PLC -ADR	RDS/A	200 000	14,618 00 12,846 00	73 09 64 23	571 20	3 91
806857108 SCHLUMBERGER LTD	SLB	100 000	6,831 00 6,597 98	68 31 65 98	100 00 25 00	1 46

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DECEMBER 31, 2011 TO DECEMBER 31, 2011

ACCOUNT NAME: HATFIELD, J T MEM

ACCOUNT NUMBER: 5015021507

PORTFOLIO DETAIL (CONTINUED)

DESCRIPTION	TICKER	SHARES	TOTAL MARKET/ TOTAL COST	MARKET PRICE/ COST PRICE	EST ANNUAL INCOME/ ACCRUED INC	CURRENT YIELD
ENERGY						
847560109 SPECTRA ENERGY CORP	SE	300 000	9,225 00 5,871 00	30 75 19 57	336 00	3 64
91913Y100 VALERO ENERGY CORP	VLO	400 000	8,420 00 13,345 70	21 05 33 38	240 00	2 85
** TOTAL ENERGY		SUB- TOTAL	76,226 00 52,036 87		2,167 60 26 00	2 84
FINANCIALS						
03076C106 AMERIPRISE FINANCIAL INC COMMON STOCK	AMP	40 000	1,985 60 1,263 46	49 64 31 59	44 80	2 26
354613101 FRANKLIN RES INC	BEN	40 000	3,842 40 4,150 72	96 06 103 77	43 20	1 12
46625H100 JP MORGAN CHASE & CO	JPM	200 000	6,650 00 8,347 00	33 25 41 74	200 00	3 01
744320102 PRUDENTIAL FINANCIAL INC	PRU	100 000	5,012 00 5,020 00	50 12 50 20	145 00	2 89
89417E109 TRAVELERS COS INC	TRV	200 000	11,834 00 9,146 70	59 17 45 73	328 00	2 77
902973304 U S BANCORP	USB	500 000	13,525 00 1,868 50	27 06 3 74	250 00 62 50	1 85
949746101 WELLS FARGO & CO	WFC	200 000	5,512 00 5,482 00	27 56 27 41	96 00	1 74
** TOTAL FINANCIALS		SUB- TOTAL	48,361 00 36,278 38		1,107 00 62 50	2 29
HEALTH CARE						
031162100 AMGEN INC	AMGN	200 000	12,842 00 11,512 00	64 21 57 56	288 00	2 24
071813109 BAXTER INTERNATIONAL INC W/1 RT/SH	BAX	100 000	4,948 00 5,716 98	49 48 57 17	134 00 33 50	2 71
110122108 BRISTOL-MYERS SQUIBB CO	BMJ	400 000	14,096 00 9,932 00	35 24 24 83	544 00	3 86

DECEMBER 31, 2011 TO DECEMBER 31, 2011

ACCOUNT NAME: HATFIELD,J.T MEM

ACCOUNT NUMBER: 5015021507

PORTFOLIO DETAIL (CONTINUED)

DESCRIPTION	TICKER	SHARES	TOTAL MARKET/ TOTAL COST	MARKET PRICE/ COST PRICE	EST ANNUAL INCOME/ ACCRUED INC	CURRENT YIELD
HEALTH CARE						
58933Y105 MERCK & CO INC	MRK	200 000	7,540 00 7,336 00	37 70 36 68	336 00 84 00	4 46
717081103 PFIZER INC	PFE	200 000	4,328 00 3,777 96	21 64 18 89	176 00	4 07
74834L100 QUEST DIAGNOSTICS INC	DGX	100 000	5,806 00 5,880 00	58 06 58 80	68 00	1 17
881624209 TEVA PHARMACEUTICAL -SP ADR	TEVA	200 000	8,072 00 10,796 98	40 36 53 98	157 00	1 94
** TOTAL HEALTH CARE		SUB- TOTAL	57,632 00 54,960 92		1,703 00 117 50	2.96
INDUSTRIALS						
149123101 CATERPILLAR INC	CAT	100 000	9,060 00 5,911 00	90 60 59 11	184 00	2 03
291011104 EMERSON ELECTRIC CO	EMR	200 000	9,318 00 7,541 99	46 59 37 71	320 00	3 43
369604103 GENERAL ELECTRIC CO	GE	300 000	5,373 00 4,832 94	17 91 16 11	204 00 51 00	3 80
452308109 ILLINOIS TOOL WORKS	ITW	100 000	4,671 00 4,466 98	46 71 44 67	144 00 36 00	3 08
88579Y101 3M CO	MMM	100 000	8,173 00 7,847 00	81 73 78 47	220 00	2 69
** TOTAL INDUSTRIALS		SUB- TOTAL	36,596 00 30,599 91		1,072 00 87 00	2 93
INFORMATION TECHNOLOGY						
037833100 APPLE INC	AAPL	50 000	20,250 00 9,859 99	405 00 197 20		
17275R102 CISCO SYSTEMS	CSCO	400 000	7,232 00 9,551 98	18 08 23 88	96 00	1 33
268648102 EMC CORP/MASS	EMC	600 000	12,924 00 10,092 00	21 54 16 82		

DECEMBER 31, 2011 TO DECEMBER 31, 2011

ACCOUNT NAME: HATFIELD, J T MEM

ACCOUNT NUMBER: 5015021507

PORTFOLIO DETAIL (CONTINUED)

DESCRIPTION	TICKER	SHARES	TOTAL MARKET/ TOTAL COST	MARKET PRICE/ COST PRICE	EST ANNUAL INCOME/ ACCRUED INC	CURRENT YIELD
INFORMATION TECHNOLOGY						
38259P508 GOOGLE INC-CL A	GOOG	10 000	6,459 00 5,336 20	645 90 533 62		
459200101 IBM CORP	IBM	100 000	18,388 00 7,464 00	183 88 74 64	300 00	1 63
594918104 MICROSOFT CORP	MSFT	300 000	7,788 00 10,378 12	25 96 34 59	240 00	3 08
882508104 TEXAS INSTRUMENTS INC	TXN	400 000	11,644 00 10,412 00	29 11 26 03	272 00	2 34
** TOTAL INFORMATION TECHNOLOGY		SUB-TOTAL	84,686 00 63,084 27		908 00 0 00	1.07
MATERIALS						
35671D857 FREEPORT-MCMORAN C & G W/1 RT/SH	FCX	200 000	7,358 00 2,840 90	36 79 14 20	200 00	2 72
** TOTAL MATERIALS		SUB-TOTAL	7,358 00 2,840 90		200 00 0 00	2 72
TELECOMMUNICATION SERVICES						
00206R102 AT&T INC	T	300 000	9,072 00 8,216 49	30 24 27 39	528 00	5 82
97381W104 WINDSTREAM CORP	WIN	400 000	4,696 00 4,208 00	11 74 10 52	400 00 100 00	8 52
** TOTAL TELECOMMUNICATION SERVICES		SUB-TOTAL	13,768 00 12,424 49		928 00 100 00	6 74
UTILITIES						
65339F101 NEXTERA ENERGY INC	NEE	100 000	6,088 00 5,328 19	60 88 53 28	220 00	3 61
** TOTAL UTILITIES		SUB-TOTAL	6,088 00 5,328 19		220 00 0 00	3 61
* TOTAL EQUITY INVESTMENTS			422,971 26 321,111 06		10,562 36 568 69	2 50
MUTUAL FUNDS						
MUTUAL FUNDS-FIXED INCOME						
446990863 HUNTINGTON WORLD INCOME FUND III	HWIF3	1,158 749	10,139 05 10,000 00	8 75 8 63	721 90	7 12

DECEMBER 31, 2011 TO DECEMBER 31, 2011

ACCOUNT NAME: HATFIELD, J T MEM
ACCOUNT NUMBER: 5015021507

PORTFOLIO DETAIL (CONTINUED)

DESCRIPTION	TICKER	SHARES	TOTAL MARKET/ TOTAL COST	MARKET PRICE/ COST PRICE	EST ANNUAL INCOME/ ACCRUED INC	CURRENT YIELD
MUTUAL FUNDS-FIXED INCOME						
607998317 HUNTINGTON SHORT AND INTERMEDIATE FIXED INCOME FUND III	HSIFF3	1,387 180	27,868 45 28,466 98	20 09 19 08	389 80 32 48	1 40
607998424 HUNTINGTON MORTGAGE SECURITIES FUND III	HMSF3	1,091 703	10,109 17 10,000 00	9 28 9 18	318 59	3 13
607998307 HUNTINGTON FIXED INCOME SECURITIES FUND III	HFIF3	1,929 703	43,591 99 40,000 00	22 59 20 73	1,173 26 97 77	2 69
608888128 HUNTINGTON INTERMEDIATE GOVERNMENT INCOME FUND III	HIGF3	1,350 135	15,054 01 15,000 00	11 15 11 11	371 29 30 94	2 47
** TOTAL MUTUAL FUNDS-FIXED INCOME		SUB- TOTAL	106,762 67 101,466 98		2,972 84 161.19	2.78
MUTUAL FUNDS-EQUITY						
444993307 HUNTINGTON MID CORP AMERICA FUND III	HCAF3	668 827	9,203 06 6,955 80	13 76 10 40	7 36	0 08
444995302 HUNTINGTON DIVIDEND CAPTURE FUND III	HDCF3	1,651 705	14,716 69 15,808 82	8 91 9 57	492 21	3 34
444996300 HUNTINGTON NEW ECONOMY FUND III	HNEF3	1,066 683	9,493 48 15,000 00	8 90 14 06	101 55	1 07
444998306 HUNTINGTON INTERNATIONAL EQUITY FUND III	HIF3	2,071 253	20,898 94 22,717 12	10 09 10 97	258 91	1 24
446327249 HUNTINGTON GLOBAL SELECT MARKETS FUND - III	HGSM3	1,049 318	9,821 62 10,000 00	9 36 9 53	47 22 3 84	0 48
446990301 HUNTINGTON SITUS FUND III	HSSF3	453 720	8,861 15 5,000 00	19 53 11 02	74 36	0 84
446990707 HUNTINGTON REAL STRATEGIES FUND III	HRSF3	4,125.744	29,499 07 25,000 00	7 15 6 06	288 80	0 98
** TOTAL MUTUAL FUNDS-EQUITY		SUB- TOTAL	102,494.01 100,479.74		1,270 41 3.84	1.24
* TOTAL MUTUAL FUNDS			209,256.68 201,946.72		4,243 25 165.13	2 03

DECEMBER 31, 2011 TO DECEMBER 31, 2011

ACCOUNT NAME: HATFIELD, J T MEM

ACCOUNT NUMBER: 5015021507

PORTFOLIO DETAIL (CONTINUED)

DESCRIPTION	TICKER	SHARES	TOTAL MARKET/ TOTAL COST	MARKET PRICE/ COST PRICE	EST ANNUAL INCOME/ ACCRUED INC	CURRENT YIELD
CASH						
CASH			258.06			
			258.06			
* TOTAL CASH			258.06		0.00	0.00
			258.06		0.00	
GRAND TOTAL ASSETS			660,152.76		14,827.73	2.26
			550,982.61		725.66	