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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
BURTON FOUNDATION INC

A Employer identification number
73-1584983

Number and street (or P O box number if mail is not delivered to street address)
1899 SYCAMORE LANE

Room/suite

B Telephone number (see instructions)
(405) 755-5571

City or town, state, and ZIP code
FERNANDINA BEACH, FL 32034

C If exemption application is pending, check here ☐

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

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

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

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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶$ 26,418,884

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

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

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

			(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)	15,039			
	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	515,261	515,261		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	-317,092			
	b	Gross sales price for all assets on line 6a 6,908,174				
	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)				
	12	**Total.** Add lines 1 through 11	213,208	515,261		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc				
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)	1,850			1,850
	c	Other professional fees (attach schedule)	281,273	118,398		162,875
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	117,893	9,295		
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings	7,367			7,367
	22	Printing and publications				
	23	Other expenses (attach schedule)	1,891			1,891
	24	**Total operating and administrative expenses.** Add lines 13 through 23	410,274	127,693		173,983
	25	Contributions, gifts, grants paid	1,884,500			1,884,500
	26	**Total expenses and disbursements.** Add lines 24 and 25	2,294,774	127,693		2,058,483
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	-2,081,566			
	b	**Net investment income** (if negative, enter -0-)		387,568		
	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			
	2	Savings and temporary cash investments	238,037	35,963	35,963
	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 page 15 of the instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ Less allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)	227,905		
	b	Investments—corporate stock (attach schedule)	25,517,234	26,382,921	26,382,921
	c	Investments—corporate bonds (attach schedule)			
	11	Investments—land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)			
	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)	25,983,176	26,418,884	26,418,884
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities** (add lines 17 through 22)		0	
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	25,983,176	26,418,884	
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☐ **and complete lines 27 through 31.**			
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	**Total net assets or fund balances** (see page 17 of the instructions)	25,983,176	26,418,884	
	31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	25,983,176	26,418,884	

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	25,983,176
2	Enter amount from Part I, line 27a	2	-2,081,566
3	Other increases not included in line 2 (itemize) ▶	3	2,522,707
4	Add lines 1, 2, and 3	4	26,424,317
5	Decreases not included in line 2 (itemize) ▶	5	5,433
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	26,418,884

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) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
a	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	-317,092
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	337,636

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	1,989,746	27,109,661	0 073396
2010	2,539,531	26,530,730	0 095720
2009	2,527,515	25,305,224	0 099881
2008	2,460,431	32,578,457	0 075523
2007	1,347,710	31,414,830	0 042900

2	**Total** of line 1, column (d).	2	0 387420
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 077484
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5.	4	26,131,946
5	Multiply line 4 by line 3.	5	2,024,808
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	3,876
7	Add lines 5 and 6.	7	2,028,684
8	Enter qualifying distributions from Part XII, line 4.	8	2,058,483

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 page 18 of the instructions)**

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 Date of ruling or determination letter ____________ **(attach copy of letter if necessary–see instructions)**				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☑ and enter 1% of Part I, line 27b			1	3,876
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	3,876
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			4	
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-			5	3,876
6	Credits/Payments				
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a	16,000		
b	Exempt foreign organizations—tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c			
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments Add lines 6a through 6d			7	16,000
8	Enter any **penalty** for underpayment of estimated tax Check here ☑ if Form 2220 is attached			8	87
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	12,037
11	Enter the amount of line 10 to be **Credited to 2013 estimated tax** ▶	11,861	**Refunded** ▶	11	176

Part VII-A **Statements Regarding Activities**

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		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)?	1b		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? *If "Yes," attach a detailed description of the activities.*	2		No
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? *If "Yes," attach the statement required by General Instruction T.*	5		No
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	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) ▶FL			
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 ▶N/A

14 The books are in care of ▶FOUNDATION MANAGEMENT Telephone no ▶(405) 755-5571

Located at ▶2932 NW 122 BRADLEY SQUARE STE D OKLAHOMA CITY OK ZIP +4 ▶73120

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?	☐ 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 page 20 of the instructions)?		1b		
	Organizations relying on a current notice regarding disaster assistance check here.	▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?		1c		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?	☐ Yes ☑ No			
	If "Yes," list the years ▶ 20____, 20____, 20____, 20____				
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see instructions).		2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ 20____, 20____, 20____, 20____				
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☑ No			
b	If "Yes," did it have excess business holdings in 2012 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012.)*.		3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a		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))? ☐ Yes ☑ No			
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☑ No			
	(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☑ No			
	(4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☐ Yes ☑ No			
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☑ No			
b	If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)?	**5b**		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No			
	If "Yes," attach the statement required by Regulations section 53.4945–5(d).			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☑ No			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	**6b**		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?	**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
See Additional Data Table				

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 ▶

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
FOUNDATION MANAGEMENT INC 2932 NW 122 BRADLEY SQUARE SUITE D OKLAHOMA CITY, OK 73120	MANAGEMENT FEES	162,875
GOLDMAN SACHS 25 BRITISH AMERICAN BLVD LATHAM, NY 12110	PORTFOLIO MANAG	118,347
Total number of others receiving over $50,000 for professional services . . . . ▶		

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

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

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	
2	
All other program-related investments See 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.)

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	26,264,298
b	Average of monthly cash balances	1b	265,596
c	Fair market value of all other assets (see instructions)	1c	0
d	**Total** (add lines 1a, b, and c)	1d	26,529,894
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	
3	Subtract line 2 from line 1d	3	26,529,894
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	397,948
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	26,131,946
6	**Minimum investment return.** Enter 5% of line 5	6	1,306,597

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	1,306,597
2a	Tax on investment income for 2012 from Part VI, line 5	2a	3,876		
b	Income tax for 2012 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	3,876
3	Distributable amount before adjustments Subtract line 2c from line 1			3	1,302,721
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	1,302,721
6	Deduction from distributable amount (see instructions)			6	
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1			7	1,302,721

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	2,058,483
b	Program-related investments—total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	2,058,483
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	3,876
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	2,054,607

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				1,302,721
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only				
b Total for prior years 20___, 20___, 20___				
3 Excess distributions carryover, if any, to 2012				
a From 2007				
b From 2008 385,413				
c From 2009 1,273,578				
d From 2010 1,221,993				
e From 2011 729,702				
f **Total** of lines 3a through e	3,610,686			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ $ 2,058,483				
a Applied to 2011, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see instructions)				
c Treated as distributions out of corpus (Election required—see instructions)				
d Applied to 2012 distributable amount				1,302,721
e Remaining amount distributed out of corpus	755,762			
5 Excess distributions carryover applied to 2012 *(If an amount appears in column (d), the same amount must be shown in column (a).)*				
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	4,366,448			
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount —see instructions				
e Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount—see instructions				
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)				
9 **Excess distributions carryover to 2013.** Subtract lines 7 and 8 from line 6a	4,366,448			
10 Analysis of line 9				
a Excess from 2008 385,413				
b Excess from 2009 1,273,578				
c Excess from 2010 1,221,993				
d Excess from 2011 729,702				
e Excess from 2012 755,762				

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

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

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

Part XV Supplementary Information (Complete this part only if the 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))

NONE

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

NONE

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

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

a The name, address, and telephone number 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*				
See Additional Data Table				
Total . . . . ▶ **3a**				1,884,500
b *Approved for future payment*				
Total . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments. . . .					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities. . . .			14	515,261	
5 Net rental income or (loss) from real estate					
a Debt-financed property.					
b Not debt-financed property.					
6 Net rental income or (loss) from personal property					
7 Other investment income.					
8 Gain or (loss) from sales of assets other than inventory			18	-317,092	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory. .					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e). .				198,169	

13 **Total.** Add line 12, columns (b), (d), and (e). 13 198,169

(See worksheet in line 13 instructions to verify calculations)

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

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

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

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

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

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

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

b If "Yes," complete the following schedule

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

Sign Here

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

****** | 2013-11-15 | ******

Signature of officer or trustee | Date | Title

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 ☐	PTIN
KIMBERLY WARREN	KIMBERLY WARREN	2013-11-06		

Firm's name ▶ COLE & REED PC

Firm's EIN ▶

Firm's address ▶ 531 COUCH DR OKLAHOMA CITY, OK 731022251

Phone no (405) 239-7961

efile GRAPHIC print - DO NOT PROCESS	As Filed Data -	DLN: 93491317004223

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

Schedule of Contributors

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

OMB No 1545-0047

2012

Name of the organization	**Employer identification number**
BURTON FOUNDATION INC	73-1584983

Organization type (check one)

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

Check if your organization is covered by the **General Rule** or a **Special Rule.**
Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule See instructions

General Rule

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

Special Rules

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

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

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

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

Name of organization
BURTON FOUNDATION INC

Employer identification number
73-1584983

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

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	DAVID GRAY 2932 NW 122ND ST SUITE D OKLAHOMA CITY, OK 73120	$ 15,039	Person ☐ Payroll ☐ Noncash ☑ (Complete Part II if there is a noncash contribution)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)

Name of organization
BURTON FOUNDATION INC

Employer identification number
73-1584983

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

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	PUBLIC SECURITY	$ 15,039	2012-12-31
		$	
		$	
		$	
		$	
		$	

Name of organization
BURTON FOUNDATION INC

Employer identification number
73-1584983

Part III *Exclusively* **religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than $1,000 for the year.** Complete columns **(a)** through **(e) and** the following line entry
For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc , contributions of **$1,000 or less** for the year (Enter this information once See instructions) ▶ $
Use duplicate copies of Part III if additional space is needed

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP 4	Relationship of transferor to transferee

Part IV Figuring the Penalty

38	**Penalty.** Add columns (a) through (d) of line 37 Enter the total here and on Form 1120, line 33 or the comparable line for other income tax returns	38	$ 87

			(a)	(b)	(c)	(d)
19	Enter the date of payment or the 15th day of the 3rd month after the close of the tax year, whichever is earlier (see instructions) ***(Form 990-PF and Form 990-T filers:*** Use 5th month instead of 3rd month)	19				
20	Number of days from due date of installment on line 9 to the date shown on line 19	20				
21	Number of days on line 20 after 4/15/2011 and before 7/1/2011	21				
22	Underpayment on line 17 x Number of days on line 21 / 365 x 4%	22	$	$	$	$
23	Number of days on line 20 after 6/30/2011 and before 10/1/2011	23				
24	Underpayment on line 17 x Number of days on line 23 / 365 x *%	24	$	$	$	$
25	Number of days on line 20 after 9/30/2011 and before 1/1/2012	25				
26	Underpayment on line 17 x Number of days on line 25 / 365 x *%	26	$	$	$	$
27	Number of days on line 20 after 12/31/2011 and before 4/1/2012	27				
28	Underpayment on line 17 x Number of days on line 27 / 366 x *%	28	$	$	$	$
29	Number of days on line 20 after 3/31/2012 and before 7/1/2012	29				
30	Underpayment on line 17 x Number of days on line 29 / 366 x *%	30	$	$	$	$
31	Number of days on line 20 after 6/30/2012 and before 10/1/2012	31				
32	Underpayment on line 17 x Number of days on line 31 / 366 x *%	32	$	$	$	$
33	Number of days on line 20 after 9/30/2012 and before 1/1/2013	33				
34	Underpayment on line 17 x Number of days on line 33 / 366 x *%	34	$	$	$	$
35	Number of days on line 20 after 12/31/2012 and before 2/16/2013	35				
36	Underpayment on line 17 x Number of days on line 35 / 365 x *%	36	$	$	$	$
37	Add lines 22, 24, 26, 28, 30, 32, 34, and 36	37	$	$	$	$

38	**Penalty.** Add columns (a) through (d) of line 37 Enter the total here and on Form 1120, line 33, or the comparable line for other income tax returns	38	$

*Use the penalty interest rate for each calendar quarter, which the IRS will determine during the first month in the preceding quarter These rates are published quarterly in an IRS News Release and in a revenue ruling in the Internal Revenue Bulletin To obtain this information on the Internet, access the IRS website at **www.irs.gov.** You can also call 1-800-829-4933 to get interest rate information

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)
GOLDMAN ST GAIN	P	2012-01-01	2012-12-31
GOLDMAN LT GAIN/DISALLOWED LOSSES	P	2011-01-01	2012-12-31
GOLDMAN ST GAIN	P	2012-01-01	2012-12-31
GOLDMAN LT GAIN	P	2011-01-01	2012-12-31
GOLDMAN NONCOVERED ST	P	2012-01-01	2012-12-31
GOLDMAN NONCOVERED ST	P	2012-01-01	2012-12-31
GOLMAN LT NONCOV	P	2011-01-01	2012-12-31
GOLDMAN ST GAIN	P	2012-01-01	2012-12-31
GOLDMAN NONCOVERED ST	P	2012-01-01	2012-12-31
GOLDMAN ST GAIN	P	2012-01-01	2012-12-31
GOLDMAN LT GAIN	P	2011-01-01	2012-12-31
IVY CLARUS K-1	P	2011-01-01	2012-12-31
GOLDMAN ST GAIN/DISALLOWED LOSSES	P	2012-01-01	2012-12-31
GOLDMAN NONCOVERED ST	P	2012-01-01	2012-12-31
GOLDMAN LT GAIN	P	2011-01-01	2012-12-31
GOLDMAN ST GAIN	P	2012-01-01	2012-12-31
GOLDMAN LT GAIN/DISALLOWED LOSSES	P	2011-01-01	2012-12-31
GOLDMAN ST GAIN/DISALLOWED LOSSES	P	2012-01-01	2012-12-31
GOLDMAN NONCOVERED ST	P	2012-01-01	2012-12-31
GOLDMAN LT GAIN	P	2011-01-01	2012-12-31
GOLDMAN ST GAIN	P	2012-01-01	2012-12-31
GOLDMAN LT GAIN/DISALLOWED LOSSES	P	2011-01-01	2012-12-31
GOLDMAN ST GAIN/DISALLOWED LOSSES	P	2012-01-01	2012-12-31
GOLDMAN LT GAIN	P	2011-01-01	2012-12-31
GOLDMAN LT GAIN	P	2011-01-01	2012-12-31
GOLDMAN LT GAIN	P	2011-01-01	2012-12-31
GOLDMAN NONCOVERED ST	P	2012-01-01	2012-12-31
GOLDMAN LT GAIN	P	2011-01-01	2012-12-31
GOLDMAN ST GAIN	P	2012-01-01	2012-12-31
GOLDMAN ST GAIN	P	2012-01-01	2012-12-31

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)
GOLDMAN ST GAIN/DISALLOWED LOSSES	P	2012-01-01	2012-12-31
GOLDMAN LT GAIN	P	2011-01-01	2012-12-31
GOLDMAN LT GAIN	P	2011-01-01	2012-12-31
GOLDMAN NONCOVERED ST	P	2012-01-01	2012-12-31

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)
9,968		15,186	-5,218
853			853
432,920		431,293	1,627
115,881		108,959	6,922
372,648		204,881	167,767
2,085,626		1,989,731	95,895
1,539		634	905
14,497		10,017	4,480
600,302		571,090	29,212
37,071		37,499	-428
85,933		73,603	12,330
		847,106	-847,106
124			124
2,423		1,889	534
273,328		277,693	-4,365
60,294		53,459	6,835
175			175
1,110			1,110
64,813		54,544	10,269
278,619		272,546	6,073
354,047		346,367	7,680
1,563			1,563
1,105			1,105
59,155		40,921	18,234
336,781		379,540	-42,759
15,029		7,550	7,479
99,161		87,806	11,355
316,426		68,331	248,095
100,965		111,553	-10,588
429,374		414,375	14,999

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)
504			504
338,504		385,827	-47,323
406,244		422,048	-15,804
11,192		10,818	374

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	
			-5,218
			853
			1,627
			6,922
			167,767
			95,895
			905
			4,480
			29,212
			-428
			12,330
			-847,106
			124
			534
			-4,365
			6,835
			175
			1,110
			10,269
			6,073
			7,680
			1,563
			1,105
			18,234
			-42,759
			7,479
			11,355
			248,095
			-10,588
			14,999

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	
			504
			-47,323
			-15,804
			374

Form 990PF Part VIII Line 1 - List all officers, directors, trustees, foundation managers and their compensation

(a) Name and address	**(b)** Title, and average hours per week devoted to position	**(c)** Compensation **(If not paid, enter -0-)**	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
GRETCHEN GRAY 2932 NW 122ND ST SUITE D OKLAHOMA CITY, OK 73120	TRUSTEE, SEC 1 00	0	0	0
DAVID GRAY 2932 NW 122ND ST SUITE D OKLAHOMA CITY, OK 73120	TRUSTEE, PRE 1 00	0	0	0
ROBERT GRAY 2932 NW 122ND ST SUITE D OKLAHOMA CITY, OK 73120	TRUSTEE 1 00	0	0	0
JOSEPH GRAY 2932 NW 122ND ST SUITE D OKLAHOMA CITY, OK 73120	TRUSTEE 1 00	0	0	0
LISA WALL 2932 NW 122ND ST SUITE D OKLAHOMA CITY, OK 73120	TRUSTEE 1 00	0	0	0
KARI KOSTER 2932 NW 122ND ST SUITE D OKLAHOMA CITY, OK 73120	ASSISTANT SE 1 00	0	0	0
SHERRIE SCHROEDER 2932 NW 122ND ST SUITE D OKLAHOMA CITY, OK 73120	TREASURER 1 00	0	0	0

Form 990PF Part XV Line 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*				
AID TO THE CHURCH IN NEED PO BOX 220384 BROOKLYN,NY 11222	NONE	501C3	UNRESTRICTED GIFT FOR OPERATIONS	15,000
ALL SAINTS CATHOLIC SCHOOL ATTN MS ANN SCALET 299 SOUTH 9TH STREET BROKEN ARROW,OK 74012	NONE	501C3	UNRESTRICTED GIFT FOR OPERATIONS	17,000
ALL SAINTS CATHOLIC SCHOOL ATTN MS ANN SCALET 299 SOUTH NINTH STREET BROKEN ARROW,OK 74012	NONE	501C3	FINAL INSTALLMENT OF A 400,000 GRAN	100,000
AMERICAN RED CROSS - TULSA AREA CHA 10151 E 11TH STREET TULSA,OK 73104	NONE	501C3	UNRESTRICTED GIFT FOR OPERATIONS	1,000
AMERICAN RED CROSS OF CENTRAL OKLAH 601 NE 6TH ST OKLAHOMA CITY,OK 73104	NONE	501C3	UNRESTRICTED GIFT FOR OPERATIONS	1,000
AMERICAN RIVERS INC ATTN ROBBIN MARKS 1101 14TH ST NW SUITE 1400 WASHINGTON,DC 20005	NONE	501C3	UNRESTRICTED GIFT FOR OPERATIONS	5,000
AMHERST COLLEGE TRUSTEES ATTN ANNUAL FUND PO BOX 5000 AMHERST,MA 010025000	NONE	501C3	UNRESTRICTED GIFT FOR OPERATIONS	1,000
ARTS AND HUMANITIES COUNCIL OF TULS 2210 S MAIN TULSA,OK 74114	NONE	501C3	UNRESTRICTED GIFT FOR OPERATIONS	5,000
BECKET FUND 3000 FK ST NW SUITE 220 WASHINGTON,DC 20007	NONE	501C3	UNRESTRICTED GIFT FOR OPERATIONS	5,000
BIRTH CHOICE PO BOX 94533 OKLAHOMA CITY,OK 73143	NONE	501C3	UNRESTRICTED GIFT FOR OPERATIONS	2,000
BISHOP KELLY HIGH SCHOOL 3905 HUDSON AVENUE TULSA,OK 74135	NONE	501C3	UNRESTRICTED GIFT FOR OPERATIONS	8,000
BONEFISH & TARPON UNLIMITED 24 DOCKSIDE LANE 83 KEY LARGO,FL 33037	NONE	501C3	UNRESTRICTED GIFT FOR OPERATIONS	1,000
BOYS REPUBLIC 1907 BOYS REPUBLIC DRIVE CHINO HILLS,CA 91709	NONE	501C3	UNRESTRICTED GIFT FOR OPERATIONS	5,000
CATHOLIC CHARITIES - TULSA PO BOX 580460 TULSA,OK 741580406	NONE	501C3	UNRESTRICTED GIFT FOR OPERATIONS	10,000
CHILDREN'S MEDICAL RESEARCH 1200 CHILDRENS AVE OKLAHOMA CITY,OK 73104	NONE	501C3	UNRESTRICTED GIFT FOR OPERATIONS	10,000

Form 990PF Part XV Line 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*				
CHRISTENDOM COLLEGE 2200 W ITHACA ST BROKEN ARROW, OK 74012	NONE	501C3	UNRESTRICTED GIFT FOR OPERATIONS	5,000
CHURCH OF ST BENEDICT 2200 W ITHICA ST BROKEN ARROW, OK 74012	NONE	501C3	UNRESTRICTED GIFT FOR OPERATIONS	2,000
COMMUNITIES FOUNDATION OF OKLAHOMA 2932 N W 122ND STREET SUITE D OKLAHOMA CITY, OK 73120	NONE	501C3	OK DEPT OF WILDLIFE CONSERVATION	25,000
COMMUNITIES FOUNDATION OF OKLAHOMA 2932 N W 122ND STREET SUITE D OKLAHOMA CITY, OK 73120	NONE	501C3	OK STATE UNIV FOUNDATION	30,000
COMMUNITIES FOUNDATION OF OKLAHOMA 2932 NW 122ND STREET STE D OKLAHOMA CITY, OK 73120	NONE	501C3	OU HEALTH SCIENCES CENTER	1,500,000
COMMUNITY FOOD BANK OF EASTER OKLAH ATTN EILEEN BRADSHAW 1304 N KENOSHA AVE TULSA, OK 74106	NONE	501C3	UNRESTRICTED GIFT FOR OPERATIONS	10,000
CORRAL ATTN JOY CURREY 3620 KILDAIRE FARM ROAD CARY, NC 27518	NONE	501C3	UNRESTRICTED GIFT FOR OPERATIONS	5,000
COVENANT HOUSE 346 WEST 17TH STREET NEW YORK, NY 10011	NONE	501C3	UNRESTRICTED GIFT FOR OPERATIONS	5,000
DIOCESE OF TULSA ATTN DIOCESEAN DEVELOPMENT PO BOX 32180 TULSA, OK 741690240	NONE	501C3	UNRESTRICTED GIFT FOR OPERATIONS	10,000
FLORIDA WILDLIFE FEDERATION P O BOX 6870 TALLAHASSEE, FL 323146870	NONE	501C3	UNRESTRICTED GIFT FOR OPERATIONS	1,000
FOOD FOR THE POOR 6401 LYONS ROAD-DEPT 96 COCONUT CREEK, FL 33073	NONE	501C3	UNRESTRICTED GIFT FOR OPERATIONS	10,000
JUDICIAL WATCH INC ATTN DIRECTOR OF DEVELOPMENT 425 THIRD STREET SW SUITE 800 WASHINGTON, DC 20024	NONE	501C3	UNRESTRICTED GIFT FOR OPERATIONS	500
KNIGHTS OF COLUMBUS 6606 1904 S 9TH ST BROKEN ARROW, OK 74011	NONE	501C3	UNRESTRICTED GIFT FOR OPERATIONS	1,000
NATIONAL COWBOY & WESTERN HERITAGE 1700 NE 63RD STREET OKLAHOMA CITY, OK 73111	NONE	501C3	UNRESTRICTED GIFT FOR OPERATIONS	1,000
NEIGHBOR FOR NEIGHBOR 300 SW 13TH STREET OKLAHOMA CITY, OK 73109	NONE	501C3	UNRESTRICTED GIFT FOR OPERATIONS	2,000

Form 990PF Part XV Line 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*				
NIGHTLIGHT CHRISTIAN ADOPTIONS ATTN RONALD L STODDART 801 EAST CHAPMAN AVE SUITE 106 FULLERTON, CA 928313839	NONE	501C3	UNRESTRICTED GIFT FOR OPERATIONS	1,000
NORTH COUNTRY SCHOOL PO BOX 187 LAKE PLACID, NY 129460129	NONE	501C3	UNRESTRICTED GIFT FOR OPERATIONS	5,000
OKLAHOMA EDUCATIONAL TELEVISION AUT OETA FOUNDATION PO BOX 18424 OKLAHOMA CITY, OK 73154	NONE	501C3	UNRESTRICTED GIFT FOR OPERATIONS	1,000
SALVATION ARMY THE 5101 N PENNSYLVANIA AVE OKLAHOMA CITY, OK 73112	NONE	501C3	UNRESTRICTED GIFT FOR OPERATIONS	5,000
SOCIETY FOR PROPAGATION OF THE FAIT 366 FIFTH AVENUE 12 NEW YORK, NY 10001	NONE	501C3	UNRESTRICTED GIFT FOR OPERATIONS	10,000
ST ANNE'S CATHOLIC CHURCH 301 S 9TH ST BROKEN ARROW, OK 74012	NONE	501C3	UNRESTRICTED GIFT FOR OPERATIONS	10,000
ST ANNE'S CATHOLIC CHURCH 301 S 9TH ST BROKEN ARROW, OK 74012	NONE	501C3	UNRESTRICTED GIFT FOR OPERATIONS	2,000
ST GREGORY'S UNIVERSITY 1900 WEST MACARTHUR SHAWNEE, OK 74804	NONE	501C3	UNRESTRICTED GIFT FOR OPERATIONS	1,000
ST JUDE CHILDREN'S RESEARCH HOSPIT 332 N LAUDERDALE MEMPHIS, TN 38105	NONE	501C3	UNRESTRICTED GIFT FOR OPERATIONS	1,000
ST MARY MAGDALENE CATHOLIC CHURCH ATTN FATHER DONALS STAIB 625 MAGDALA PLACE APEX, NC 27502	NONE	501C3	UNRESTRICTED GIFT FOR OPERATIONS	5,000
ST MICHAEL ACADEMY 228 N FOURTH ST FERNANDINA BEACH, FL 32034	NONE	501C3	UNRESTRICTED GIFT FOR OPERATIONS	7,500
ST MICHAEL CATHOLIC CHURCH 505 BROOME ST FERNANDINA BEACH, FL 32034	NONE	501C3	UNRESTRICTED GIFT FOR OPERATIONS	7,500
TEXAS BIGHORN SOCIETY ATTN KATHY BOONE PO BOX 53145 LUBBOCK, TX 79453	NONE	501C3	UNRESTRICTED GIFT FOR OPERATIONS	5,000
THOMAS MORE LAW CENTER PO BOX 393 ANN ARBOR, MI 48106	NONE	501C3	UNRESTRICTED GIFT FOR OPERATIONS	5,000
THOMAS MORE SOCIETY 29 S LA SALLE ST CHICAGO, IL 60603	NONE	501C3	UNRESTRICTED GIFT FOR OPERATIONS	5,000

Form 990PF Part XV Line 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*				
TULSA SYMPHONY ORCHESTRA INC ATTN RONALD E PREDL 111E 1ST STREET 1 TULSA, OK 74103	NONE	501C3	UNRESTRICTED GIFT FOR OPERATIONS	1,500
UNIVERSITY OF ROCHESTER SCHOOL OF N 601 ELMWOOD AVENUE ROCHESTER, NY 14642	NONE	501C3	UNRESTRICTED GIFT FOR OPERATIONS	1,500
WASHINGTON LEGAL FOUNDATION 2009 MASSACHUSETTS AVENUE WASHINGTON, DC 20036	NONE	501C3	UNRESTRICTED GIFT FOR OPERATIONS	15,000
WASHINGTON UNIVERSITY IN ST LOUIS CAMPUS BOX 1004 700 ROSEDALE STREET ST LOUIS, MO 63130	NONE	501C3	UNRESTRICTED GIFT FOR OPERATIONS	1,000
XAVIER SOCIETY FOR THE BLIND 154 EAST 23 STREET NEW YORK, NY 10010	NONE	501C3	UNRESTRICTED GIFT FOR OPERATIONS	1,000
Total . . . . ▶ **3a**				1,884,500

TY 2012 Accounting Fees Schedule

Name: BURTON FOUNDATION INC

EIN: 73-1584983

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INDIRECT ACCOUNTING FEES	1,850			1,850

TY 2012 Compensation Explanation

Name: BURTON FOUNDATION INC

EIN: 73-1584983

Person Name	Explanation
GRETCHEN GRAY	
DAVID GRAY	
ROBERT GRAY	
JOSEPH GRAY	
LISA WALL	
KARI KOSTER	
SHERRIE SCHROEDER	

TY 2012 Investments Corporate Stock Schedule

Name: BURTON FOUNDATION INC

EIN: 73-1584983

Name of Stock	End of Year Book Value	End of Year Fair Market Value
CORPORATE STOCKS HELD BY CITIBANK		
CORPORATE STOCKS HELD BY GOLDMAN SAC	26,382,921	26,382,921

TY 2012 Other Decreases Schedule

Name: BURTON FOUNDATION INC

EIN: 73-1584983

Description	Amount
DISALLOWED LOSSES	5,433

TY 2012 Other Expenses Schedule

Name: BURTON FOUNDATION INC

EIN: 73-1584983

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXPENSES				
INSURANCE	1,196			1,196
MEMBERSHIPS	695			695

TY 2012 Other Increases Schedule

Name: BURTON FOUNDATION INC

EIN: 73-1584983

Description	Amount
UNREALIZED GAIN(LOSS)	2,522,707

TY 2012 Other Professional Fees Schedule

Name: BURTON FOUNDATION INC

EIN: 73-1584983

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INDIRECT OTHER PROFESSIONAL FEES	281,273	118,398		162,875

TY 2012 Taxes Schedule

Name: BURTON FOUNDATION INC

EIN: 73-1584983

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ADR & FOREIGN TAXES PAID	9,295	9,295		
FEDERAL EXCISE TAX	108,598			

REALIZED GAINS AND LOSSES

Supplemental Information Consult your Form 1099 for tax reporting purposes

REALIZED GAIN AND LOSS SUMMARY

SHORT-TERM GAINS (LOSSES)		LONG-TERM GAINS (LOSSES)		ORDINARY GAINS (LOSSES)	
Net Covered Short Term Gains (Losses)	(5 218 18)	Net Covered Long Term Gains (Losses)	6 922 22	Net Ordinary Gains (Losses)	0 00
Net NonCovered Short Term Gains (Losses)	0 00	Net NonCovered Long Term Gains (Losses)	905 05		
Net 1099B Non Reportable Short Term Gains (Losses)	0 00	Net 1099B Non Reportable Long Term Gains (Losses)	0 00		
Net Miscellaneous Short Term Gains (Losses)	0 00	Net Miscellaneous Long Term Gains (Losses)	0 00	Net Miscellaneous Ordinary Gains (Losses)	0 00
Net Regulated Futures Contract Short Term Gains (Losses)	0 00	Net Regulated Futures Contract Long Term Gains (Losses)	0 00		
Total Short-Term Gains (Losses)	**(5,218 18)**	**Total Long-Term Gains (Losses)**	**7,827 27**	**Total Ordinary Gains (Losses)**	**0 00**

SHORT-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
Covered Short-Term Gains (Losses)							
SEASPAN CORPORATION CMN (Y75638109)	02/03/2011	01/19/2012	136 00	2,040 00	0 00	1,957 33	82 67
ADVANCE AUTO PARTS, INC CMN (00751Y106)	06/17/2011	02/16/2012	7 00	600 10	0 00	410 60	189 50
POWERWAVE TECHNOLOGIES INC CMN (739363307)	06/13/2011	02/16/2012	1 00	1 30	0 00	8 89	(7 59)
POWERWAVE TECHNOLOGIES INC CMN (739363307)	02/23/2011	02/16/2012	5 00	6 49	0 00	90 08	(83 59)
POWERWAVE TECHNOLOGIES INC CMN (739363307)	09/16/2011	02/16/2012	84 00	109 10	0 00	710 60	(601 50)
POWERWAVE TECHNOLOGIES INC CMN (739363307)	12/27/2011	02/16/2012	199 00	258 48	0 00	425 08	(166 60)
POWERWAVE TECHNOLOGIES INC CMN (739363307)	07/12/2011	02/16/2012	253 00	328 61	0 00	3,292 04	(2,963 43)
POWERWAVE TECHNOLOGIES INC CMN (739363307)	12/23/2011	02/16/2012	303 00	393 56	0 00	622 63	(229 07)
STANDARD MICROSYSTEMS CMN (853626109)	06/28/2011	05/21/2012	24 00	873 94	0 00	632 48	241 46
MEMC ELECTRONIC MATERIAL COMMON STOCK (552715104)	10/10/2011	05/22/2012	165 00	278 71	0 00	945 62	(666 91)
MEMC ELECTRONIC MATERIAL COMMON STOCK (552715104)	08/24/2011	05/22/2012	184 00	310 80	0 00	1,268 02	(957 22)
MEMC ELECTRONIC MATERIAL COMMON STOCK (552715104)	12/13/2011	05/22/2012	247 00	417 22	0 00	983 41	(566 19)
LECROY CORPORATION CMN (52324W109)	01/27/2012	06/01/2012	6 00	85 08	0 00	60 00	25 08
LECROY CORPORATION CMN (52324W109)	01/26/2012	06/01/2012	11 00	155 97	0 00	109 90	46 07
LECROY CORPORATION CMN (52324W109)	01/25/2012	06/01/2012	48 00	680 61	0 00	479 84	200 77
CERADYNE INC CALIF CMN (156710105)	02/21/2012	10/10/2012	5 00	174 91	0 00	159 96	14 95

[4] Basis may have been increased by accruals of market discount and/or original issue discount or decreased by premium amortization This increase or decrease of basis assumes the investor has elected to include market discount in income currently and/or amortize premium currently You should consult with your own tax advisor to determine your correct basis

[5] Sale Proceeds may have been adjusted by an option premium due to an option assignment

SHORT-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
Covered Short-Term Gains (Losses)							
CERADYNE INC CALIF CMN (156710105)	02/17/2012	10/10/2012	27 00	944 51	0 00	863 45	81 06
CERADYNE INC CALIF CMN (156710105)	02/08/2012	10/10/2012	30 00	1,049 45	0 00	1,014 94	34 51
CERADYNE INC CALIF CMN (156710105)	02/22/2012	10/10/2012	36 00	1,259 34	0 00	1,151 49	107 85
Net Covered Short-Term Gains (Losses)				**9,968.18**	**0.00**	**15,186.36**	**(5,218.18)**

LONG-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
Covered Long-Term Gains (Losses)							
DST SYSTEM INC COMMON STOCK (233326107)	02/03/2011	02/08/2012	40 00	2,110 60	0 00	1,931 81	178 79
HUBBELL INCORPORATED CLASS B CMN CLASS B (443510201)	02/03/2011	02/08/2012	66 00	4,906 45	0 00	4,142 16	764 29
ADVANCE AUTO PARTS, INC CMN (00751Y106)	02/03/2011	02/09/2012	45 00	3,541 89	0 00	2,816 71	725 18
TEXTRON INC DEL CMN (883203101)	02/03/2011	02/14/2012	96 00	2,685 41	0 00	2,622 57	62 84
POWERWAVE TECHNOLOGIES INC CMN (739363307)	02/03/2011	02/15/2012	170 00	230 58	0 00	3,235 91	(3,005 33)
ADVANCE AUTO PARTS, INC CMN (00751Y106)	02/03/2011	02/16/2012	17 00	1,457 39	0 00	1,064 09	393 30
ADVANCE AUTO PARTS, INC CMN (00751Y106)	02/03/2011	02/16/2012	56 00	4,784 00	0 00	3,505 24	1,278 76
POWERWAVE TECHNOLOGIES INC CMN (739363307)	02/03/2011	02/16/2012	158 00	205 22	0 00	3,007 49	(2,802 27)
SEASPAN CORPORATION CMN (Y75638109)	02/03/2011	02/23/2012	115 00	1,927 46	0 00	1,633 53	293 93
PEP BOYS MANNY-MOE &JACK CMN (713278109)	02/03/2011	03/19/2012	368 00	5,484 83	0 00	5,258 72	226 11
ULTRATECH INC CMN (904034105)	02/03/2011	04/30/2012	71 00	2,276 31	0 00	1,739 50	536 81
STANDARD MICROSYSTEMS CMN (853626109)	03/30/2011	05/02/2012	81 00	2,938 97	0 00	1,980 82	958 15
CYTEC INDS INC COMMON STOCK (232820100)	02/03/2011	05/10/2012	52 00	3,332 11	0 00	2,877 68	454 43
HUBBELL INCORPORATED CLASS B CMN CLASS B (443510201)	02/03/2011	05/10/2012	64 00	4,911 07	0 00	4,016 64	894 43
MEMC ELECTRONIC MATERIAL COMMON STOCK (552715104)	02/03/2011	05/17/2012	517 00	892 58	0 00	6,943 31	(6,050 73)
STANDARD MICROSYSTEMS CMN (853626109)	03/30/2011	05/21/2012	15 00	546 22	0 00	366 82	179 40

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[5] Sale Proceeds may have been adjusted by an option premium due to an option assignment

LONG-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
Covered Long-Term Gains (Losses)							
STANDARD MICROSYSTEMS CMN (853626109)	03/31/2011	05/21/2012	47 00	1,711 47	0 00	1,153 99	557 48
STANDARD MICROSYSTEMS CMN (853626109)	04/07/2011	05/21/2012	86 00	3,131 63	0 00	2,183 43	948 20
MEMC ELECTRONIC MATERIAL COMMON STOCK (552715104)	02/03/2011	05/22/2012	70 00	118 24	0 00	940 10	(821 86)
MEMC ELECTRONIC MATERIAL COMMON STOCK (552715104)	05/12/2011	05/22/2012	193 00	326 01	0 00	2,172 60	(1,846 59)
LECROY CORPORATION CMN (52324W109)	04/06/2011	05/31/2012	206 00	2,923 32	0 00	2,537 96	385 36
TALBOTS, INC CMN (874161102)	02/07/2011	05/31/2012	365 00	891 13	0 00	1,951 84	(1,060 71)
LECROY CORPORATION CMN (52324W109)	04/06/2011	06/01/2012	98 00	1,389 59	0 00	1,207 38	182 21
TALBOTS, INC CMN (874161102)	02/07/2011	06/15/2012	278 00	681 30	0 00	1,486 60	(805 30)
CONSTELLATION BRANDS INC CMN CLASS A (21036P108)	02/03/2011	06/29/2012	146 00	3,914 75	0 00	2,871 86	1,042 89
CORELOGIC INC CMN (21871D103)	02/03/2011	07/19/2012	91 00	1,871 70	0 00	1,841 80	29 90
CORELOGIC INC CMN (21871D103)	02/03/2011	07/20/2012	83 00	1,734 21	0 00	1,679 89	54 32
CORELOGIC INC CMN (21871D103)	02/03/2011	07/25/2012	90 00	2,060 09	0 00	1,821 56	238 53
CIENA CORPORATION CMN (171779309)	02/03/2011	07/27/2012	73 00	1,157 55	0 00	1,719 15	(561 60)
CIENA CORPORATION CMN (171779309)	02/03/2011	07/30/2012	132 00	2,122 64	0 00	3,108 60	(985 96)
CAMBREX CORPORATION CMN (132011107)	02/03/2011	08/02/2012	190 00	2,032 32	0 00	950 49	1,081 83
CAMBREX CORPORATION CMN (132011107)	02/03/2011	08/09/2012	245 00	2,741 36	0 00	1,225 64	1,515 72
CHICO'S FAS INC CMN (168615102)	02/03/2011	08/22/2012	95 00	1,731 84	0 00	1,061 15	670 69
CHICO'S FAS INC CMN (168615102)	02/03/2011	08/22/2012	105 00	1,931 69	0 00	1,172 85	758 84
CAMBREX CORPORATION CMN (132011107)	02/03/2011	08/29/2012	129 00	1,628 39	0 00	645 34	983 05
CAMBREX CORPORATION CMN (132011107)	02/03/2011	08/30/2012	90 00	1,099 20	0 00	450 23	648 97
CHICO'S FAS INC CMN (168615102)	02/03/2011	09/05/2012	177 00	3,362 32	0 00	1,977 09	1,385 23
CERADYNE INC CALIF CMN (156710105)	02/03/2011	10/01/2012	119 00	4,154 75	0 00	4,297 77	(143 02)
CERADYNE INC CALIF CMN (156710105)	07/26/2011	10/10/2012	22 00	769 60	0 00	720 40	49 20
CERADYNE INC CALIF CMN (156710105)	02/03/2011	10/10/2012	63 00	2,203 85	0 00	2,275 29	(71 44)
CONSTELLATION BRANDS INC CMN CLASS A (21036P108)	02/03/2011	10/10/2012	205 00	7,292 36	0 00	4,032 41	3,259 95

[4] Basis may have been increased by accruals of market discount and/or original issue discount or decreased by premium amortization This increase or decrease of basis assumes the investor has elected to include market discount in income currently and/or amortize premium currently You should consult with your own tax advisor to determine your correct basis

[5] Sale Proceeds may have been adjusted by an option premium due to an option assignment

LONG-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
Covered Long-Term Gains (Losses)							
ACXIOM CORP CMN (005125109)	04/05/2011	10/26/2012	53 00	991 60	0 00	768 14	223 46
ACXIOM CORP CMN (005125109)	03/31/2011	10/26/2012	131 00	2,450 95	0 00	1,867 64	583 31
CONSTELLATION BRANDS INC CMN CLASS A (21036P108)	02/03/2011	11/13/2012	52 00	1,803 43	0 00	1,022 86	780 57
CHICO'S FAS INC CMN (168615102)	02/03/2011	11/28/2012	61 00	1,158 13	0 00	681 37	476 76
CHICO'S FAS INC CMN (168615102)	11/22/2011	11/28/2012	103 00	1,955 52	0 00	1,019 70	935 82
PALL CORP CMN (696429307)	08/03/2011	11/29/2012	25 00	1,491 47	0 00	1,183 30	308 17
PALL CORP CMN (696429307)	02/03/2011	11/29/2012	181 00	10,798 23	0 00	9,787 72	1,010 51
NRG ENERGY, INC CMN (629377508)	02/01/2011	12/17/2012	0 87	19 64	0 00	0 00	19 64
Net Covered Long-Term Gains (Losses)				**115,881.37**	**0.00**	**108,959.15**	**6,922.22**
NonCovered Long-Term Gains (Losses)							
TEXAS CAPITAL BANCSHARES, INC CMN (88224Q107)	07/06/2010	07/05/2012	37 00	~~1,538 93~~	~~0 00~~	~~633 88~~	~~905 05~~
Net NonCovered Long-Term Gains (Losses)				**1,538.93**	**0.00**	**633.88**	**905.05**

[4] Basis may have been increased by accruals of market discount and/or original issue discount or decreased by premium amortization This increase or decrease of basis assumes the investor has elected to include market discount in income currently and/or amortize premium currently You should consult with your own tax advisor to determine your correct basis

[5] Sale Proceeds may have been adjusted by an option premium due to an option assignment

REALIZED GAIN AND LOSS SUMMARY

SHORT-TERM GAINS (LOSSES)		LONG-TERM GAINS (LOSSES)		ORDINARY GAINS (LOSSES)	
Net Covered Short Term Gains (Losses)	(427 63)	Net Covered Long Term Gains (Losses)	(4 365 07)	Net Ordinary Gains (Losses)	0 00
Net NonCovered Short Term Gains (Losses)	0 00	Net NonCovered Long Term Gains (Losses)	10 268 51		
Net 1099B Non Reportable Short Term Gains (Losses)	0 00	Net 1099B Non Reportable Long Term Gains (Losses)	0 00		
Net Miscellaneous Short Term Gains (Losses)	0 00	Net Miscellaneous Long Term Gains (Losses)	0 00	Net Miscellaneous Ordinary Gains (Losses)	0 00
Net Regulated Futures Contract Short Term Gains (Losses)	0 00	Net Regulated Futures Contract Long Term Gains (Losses)	0 00		
Total Short-Term Gains (Losses)	**(427 63)**	**Total Long-Term Gains (Losses)**	**5,903 44**	**Total Ordinary Gains (Losses)**	**0 00**

SHORT-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
Covered Short-Term Gains (Losses)							
CENTURYLINK INC CMN (156700106)	08/09/2011	04/12/2012	74 00	2,851 29	0 00	2,428 44	422 85
CIT GROUP INC CMN CLASS (125581801)	06/01/2011	04/12/2012	47 00	1,925 07	0 00	2,064 28	(139 21)
CONOCOPHILLIPS CMN (20825C104)	11/08/2011	04/12/2012	20 00	1,488 36	0 00	1,454 74	33 62
DARDEN RESTAURANTS INC CMN (237194105)	11/16/2011	04/12/2012	32 00	1,595 48	0 00	1,507 63	87 85
DEERE & COMPANY CMN (244199105)	08/18/2011	04/12/2012	25 00	1,988 95	0 00	1,749 44	239 51
FIDELITY NATL INFO SVCS INC CMN (31620M106)	08/05/2011	04/12/2012	43 00	1,411 22	0 00	1,229 62	181 60
MARSH & MCLENNAN CO INC CMN (571748102)	03/14/2012	04/12/2012	58 00	1,858 27	0 00	1,908 89	(50 62)
TIME WARNER INC CMN (887317303)	07/25/2011	04/12/2012	50 00	1,803 95	0 00	1,836 70	(32 75)
UNITED TECHNOLOGIES CORP CMN (913017109)	03/13/2012	04/12/2012	21 00	1,705 58	0 00	1,801 94	(96 36)
UNITED TECHNOLOGIES CORP CMN (913017109) Disallowed Loss							96 36
VECTREN CORP CMN (92240G101)	11/08/2011	04/12/2012	19 00	537 68	0 00	554 86	(17 18)
VECTREN CORP CMN (92240G101) Disallowed Loss							17 18
VECTREN CORP CMN (92240G101)	11/09/2011	04/12/2012	31 00	877 27	0 00	892 92	(15 65)
VECTREN CORP CMN (92240G101) Disallowed Loss							10 60
PHILLIPS 66 CMN (718546104)	11/08/2011	05/18/2012	82 00	2,572 00	0 00	2,732 90	(160 90)
CONOCOPHILLIPS CMN (20825C104)	11/08/2011	06/27/2012	54 00	2,937 29	0 00	3,027 93	(90 64)

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[5] Sale Proceeds may have been adjusted by an option premium due to an option assignment

SHORT-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
Covered Short-Term Gains (Losses)							
CONOCOPHILLIPS CMN (20825C104)	11/08/2011	06/27/2012	110 00	5,965 74	0 00	6,168 01	(202 27)
YAHOO INC CMN (984332106)	04/04/2012	08/21/2012	143 00	2,139 08	0 00	2,180 87	(41 79)
DARDEN RESTAURANTS INC CMN (237194105)	03/14/2012	12/04/2012	7 00	332 90	0 00	370 33	(37 43)
DARDEN RESTAURANTS INC CMN (237194105)	03/14/2012	12/05/2012	32 00	1,505 88	0 00	1,692 93	(187 05)
DARDEN RESTAURANTS INC CMN (237194105)	03/14/2012	12/06/2012	76 00	3,575 35	0 00	4,020 70	(445 35)
Net Covered Short-Term Disallowed Losses							**124.14**
Net Covered Short-Term Gains (Losses)				**37,071.36**	**0.00**	**37,623.13**	**(427.63)**

LONG-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
Covered Long-Term Gains (Losses)							
PRAXAIR, INC CMN SERIES (74005P104)	01/31/2011	02/01/2012	52 00	5,570 82	0 00	4,821 96	748 86
WASTE MANAGEMENT INC CMN (94106L109)	01/31/2011	03/13/2012	190 00	6,613 40	0 00	7,193 25	(579 85)
COMCAST CORPORATION CMN CLASS A NON VOTING (20030N200)	01/31/2011	03/14/2012	167 00	4,895 46	0 00	3,598 35	1,297 11
EXXON MOBIL CORPORATION CMN (30231G102)	01/31/2011	03/14/2012	111 00	9,598 58	0 00	8,945 17	653 41
SERVICE CORP INTERNATL CMN (817565104)	01/31/2011	03/14/2012	132 00	1,475 47	0 00	1,149 64	325 83
WABTEC CORP CMN (929740108)	01/31/2011	03/14/2012	70 00	5,281 90	0 00	3,803 10	1,478 80
WASTE MANAGEMENT INC CMN (94106L109)	01/31/2011	03/14/2012	372 00	12,903 25	0 00	14,083 62	(1,180 37)
SERVICE CORP INTERNATL CMN (817565104)	01/31/2011	03/15/2012	177 00	1,967 86	0 00	1,541 57	426 29
AETNA INC CMN (00817Y108)	01/31/2011	04/12/2012	88 00	4,246 72	0 00	2,909 28	1,337 44
AMERICAN EXPRESS CO CMN (025816109)	01/31/2011	04/12/2012	59 00	3,418 97	0 00	2,576 25	842 72
AMERIPRISE FINANCIAL, INC CMN (03076C106)	01/31/2011	04/12/2012	147 00	8,045 81	0 00	9,066 59	(1,020 78)
CAMERON INTERNATIONAL CORP CMN (13342B105)	01/31/2011	04/12/2012	40 00	2,091 95	0 00	2,131 33	(39 38)
COMCAST CORPORATION CMN CLASS A NON VOTING (20030N200)	01/31/2011	04/12/2012	129 00	3,772 08	0 00	2,779 56	992 52

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LONG-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
Covered Long-Term Gains (Losses)							
CORN PRODUCTS INTL INC CMN (219023108)	01/31/2011	04/12/2012	51 00	2,873 78	0 00	2,368 85	504 93
CORNING INCORPORATED CMN (219350105)	01/31/2011	04/12/2012	153 00	2,103 70	0 00	3,397 78	(1,294 08)
DAVITA HEALTHCARE PARTNERS INC CMN (23918K108)	01/31/2011	04/12/2012	38 00	3,303 27	0 00	2,799 78	503 49
DELL INC CMN (24702R101)	01/31/2011	04/12/2012	158 00	2,575 34	0 00	2,086 71	488 63
DEVON ENERGY CORPORATION (NEW) CMN (25179M103)	01/31/2011	04/12/2012	42 00	2,900 87	0 00	3,727 54	(826 67)
E I DU PONT DE NEMOURS AND CO CMN (263534109)	01/31/2011	04/12/2012	44 00	2,305 54	0 00	2,233 00	72 54
ECOLAB INC CMN (278865100)	03/16/2011	04/12/2012	22 00	1,361 54	0 00	861 81	499 73
ELECTRONIC ARTS CMN (285512109)	01/31/2011	04/12/2012	90 00	1,483 44	0 00	1,387 18	96 26
ENDO HEALTH SOLUTIONS INC CMN (29264F205)	01/31/2011	04/12/2012	87 00	3,120 03	0 00	2,895 31	224 72
EXXON MOBIL CORPORATION CMN (30231G102)	01/31/2011	04/12/2012	47 00	3,933 48	0 00	3,787 59	145 89
GENUINE PARTS CO CMN (372460105)	01/31/2011	04/12/2012	61 00	3,839 25	0 00	3,171 91	667 34
INGERSOLL-RAND PLC CMN (G47791101)	02/09/2011	04/12/2012	68 00	2,738 07	0 00	3,116 59	(378 52)
INTL GAME TECHNOLOGY CMN (459902102)	01/31/2011	04/12/2012	104 00	1,720 12	0 00	1,792 51	(72 39)
LABORATORY CORPORATION OF AMER CMN (50540R409)	01/31/2011	04/12/2012	47 00	4,209 22	0 00	4,227 00	(17 78)
METLIFE, INC CMN (59156R108)	01/31/2011	04/12/2012	46 00	1,668 38	0 00	2,103 58	(435 20)
NATIONAL OILWELL VARCO, INC COMMON STOCK CMN (637071101)	01/31/2011	04/12/2012	30 00	2,419 74	0 00	2,212 92	206 82
NYSE EURONEXT CMN (629491101)	01/31/2011	04/12/2012	88 00	2,457 78	0 00	2,722 58	(264 80)
PRAXAIR, INC CMN SERIES (74005P104)	01/31/2011	04/12/2012	34 00	3,864 35	0 00	3,152 82	711 53
ROCK-TENN CO CL A CMN CLASS A (772739207)	04/01/2011	04/12/2012	12 00	770 86	0 00	834 94	(64 08)
ROCK-TENN CO CL A CMN CLASS A (772739207)	03/31/2011	04/12/2012	17 00	1,092 05	0 00	1,178 18	(86 13)
ROCKWELL COLLINS, INC CMN (774341101)	01/31/2011	04/12/2012	41 00	2,348 42	0 00	2,627 01	(278 59)
STAPLES, INC CMN (855030102)	01/31/2011	04/12/2012	140 00	2,198 26	0 00	3,121 55	(923 29)
THE WARNACO GROUP, INC CMN (934390402)	01/31/2011	04/12/2012	120 00	6,525 17	0 00	6,148 80	376 37
THERMO FISHER SCIENTIFIC INC CMN (883556102)	01/31/2011	04/12/2012	54 00	2,980 73	0 00	3,087 72	(106 99)
TJX COMPANIES INC (NEW) CMN (872540109)	01/31/2011	04/12/2012	106 00	4,213 40	0 00	2,513 79	1,699 61

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LONG-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
Covered Long-Term Gains (Losses)							
UNITEDHEALTH GROUP INCORPORATE CMN (91324P102)	01/31/2011	04/12/2012	60 00	3,513 52	0 00	2,457 00	1,056 52
VISTEON CORPORATION CMN (92839U206)	03/15/2011	04/12/2012	36 00	1,732 28	0 00	2,271 77	(539 49)
WABTEC CORP CMN (929740108)	01/31/2011	04/12/2012	30 00	2,298 54	0 00	1,629 90	668 64
WISCONSIN ENERGY CORP(HLDG CO) CMN (976657106)	01/31/2011	04/12/2012	80 00	2,799 28	0 00	2,414 64	384 64
YAHOO INC CMN (984332106)	01/31/2011	04/12/2012	177 00	2,662 02	0 00	2,836 89	(174 87)
YAHOO INC CMN (984332106) Disallowed Loss							174 87
TJX COMPANIES INC (NEW) CMN (872540109)	01/31/2011	05/18/2012	134 00	5,383 16	0 00	3,177 81	2,205 35
AMERIPRISE FINANCIAL, INC CMN (03076C106)	01/31/2011	06/07/2012	51 00	2,481 81	0 00	3,145 55	(663 74)
AMERIPRISE FINANCIAL, INC CMN (03076C106)	01/31/2011	06/11/2012	14 00	671 76	0 00	863 49	(191 73)
AMERIPRISE FINANCIAL, INC CMN (03076C106)	01/31/2011	06/12/2012	30 00	1,435 39	0 00	1,850 33	(414 94)
AMERICAN EXPRESS CO CMN (025816109)	01/31/2011	07/13/2012	45 00	2,596 13	0 00	1,964 93	631 20
CORNING INCORPORATED CMN (219350105)	01/31/2011	07/26/2012	356 00	3,960 66	0 00	7,905 94	(3,945 28)
CORNING INCORPORATED CMN (219350105)	01/31/2011	07/27/2012	52 00	600 94	0 00	1,154 80	(553 86)
CORNING INCORPORATED CMN (219350105)	01/31/2011	07/30/2012	162 00	1,847 24	0 00	3,597 65	(1,750 41)
CORNING INCORPORATED CMN (219350105)	01/31/2011	07/31/2012	146 00	1,666 07	0 00	3,242 32	(1,576 25)
CORNING INCORPORATED CMN (219350105)	01/31/2011	08/01/2012	157 00	1,774 95	0 00	3,486 61	(1,711 66)
WISCONSIN ENERGY CORP(HLDG CO) CMN (976657106)	01/31/2011	08/01/2012	43 00	1,740 23	0 00	1,297 87	442 36
WISCONSIN ENERGY CORP(HLDG CO) CMN (976657106)	01/31/2011	08/02/2012	31 00	1,237 84	0 00	935 67	302 17
COMCAST CORPORATION CMN CLASS A NON VOTING (20030N200)	01/31/2011	08/03/2012	154 00	5,187 51	0 00	3,318 24	1,869 27
INGERSOLL-RAND PLC CMN (G47791101)	02/09/2011	08/03/2012	100 00	4,257 45	0 00	4,567 21	(309 76)
NYSE EURONEXT CMN (629491101)	01/31/2011	08/03/2012	46 00	1,145 08	0 00	1,410 62	(265 54)
WABTEC CORP CMN (929740108)	01/31/2011	08/03/2012	47 00	3,685 29	0 00	2,553 51	1,131 78
WISCONSIN ENERGY CORP(HLDG CO) CMN (976657106)	01/31/2011	08/03/2012	62 00	2,500 29	0 00	1,871 34	628 95
NYSE EURONEXT CMN (629491101)	01/31/2011	08/06/2012	48 00	1,186 79	0 00	1,471 95	(285 16)
NYSE EURONEXT CMN (629491101)	01/31/2011	08/09/2012	79 00	1,973 65	0 00	2,422 59	(448 94)

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LONG-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
Covered Long-Term Gains (Losses)							
NYSE EURONEXT CMN (629491101)	01/31/2011	08/10/2012	75 00	1,864 38	0 00	2,299 93	(435 55)
NYSE EURONEXT CMN (629491101)	01/31/2011	08/13/2012	82 00	2,052 28	0 00	2,514 58	(462 30)
YAHOO INC CMN (984332106)	01/31/2011	08/13/2012	410 00	6,163 35	0 00	6,571 32	(407 97)
NYSE EURONEXT CMN (629491101)	01/31/2011	08/14/2012	83 00	2,092 23	0 00	2,545 25	(453 02)
NYSE EURONEXT CMN (629491101)	01/31/2011	08/15/2012	203 00	5,109 07	0 00	6,225 13	(1,116 06)
YAHOO INC CMN (984332106)	01/31/2011	08/21/2012	177 00	2,647 66	0 00	2,874 26	(226 60)
YAHOO INC CMN (984332106)	05/16/2011	08/21/2012	220 00	3,290 88	0 00	3,559 91	(269 03)
YAHOO INC CMN (984332106)	01/31/2011	08/21/2012	267 00	3,993 93	0 00	4,279 37	(285 44)
THERMO FISHER SCIENTIFIC INC CMN (883556102)	01/31/2011	09/14/2012	23 00	1,395 34	0 00	1,315 14	80 20
THERMO FISHER SCIENTIFIC INC CMN (883556102)	01/31/2011	09/17/2012	18 00	1,087 05	0 00	1,029 24	57 81
THERMO FISHER SCIENTIFIC INC CMN (883556102)	01/31/2011	09/18/2012	18 00	1,078 81	0 00	1,029 24	49 57
THERMO FISHER SCIENTIFIC INC CMN (883556102)	01/31/2011	09/19/2012	17 00	1,018 71	0 00	972 06	46 65
THERMO FISHER SCIENTIFIC INC CMN (883556102)	01/31/2011	09/20/2012	16 00	955 91	0 00	914 88	41 03
THERMO FISHER SCIENTIFIC INC CMN (883556102)	01/31/2011	09/24/2012	17 00	1,012 28	0 00	972 06	40 22
THERMO FISHER SCIENTIFIC INC CMN (883556102)	01/31/2011	09/25/2012	19 00	1,133 95	0 00	1,086 42	47 53
GENUINE PARTS CO CMN (372460105)	01/31/2011	09/27/2012	32 00	1,953 35	0 00	1,663 96	289 39
THERMO FISHER SCIENTIFIC INC CMN (883556102)	01/31/2011	09/27/2012	18 00	1,067 02	0 00	1,029 24	37 78
GENUINE PARTS CO CMN (372460105)	01/31/2011	10/01/2012	34 00	2,076 03	0 00	1,767 95	308 08
GENUINE PARTS CO CMN (372460105)	01/31/2011	10/02/2012	5 00	305 00	0 00	259 99	45 01
DELL INC CMN (24702R101)	01/31/2011	11/16/2012	41 00	363 81	0 00	541 49	(177 68)
DELL INC CMN (24702R101)	01/31/2011	11/27/2012	212 00	2,080 60	0 00	2,799 88	(719 28)
DELL INC CMN (24702R101)	01/31/2011	11/28/2012	102 00	978 23	0 00	1,347 11	(368 88)
DELL INC CMN (24702R101)	01/31/2011	11/29/2012	47 00	455 87	0 00	620 73	(164 86)
DELL INC CMN (24702R101)	01/31/2011	11/30/2012	47 00	452 94	0 00	620 73	(167 79)
DELL INC CMN (24702R101)	01/31/2011	12/03/2012	54 00	550 94	0 00	713 18	(162 24)

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LONG-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
Covered Long-Term Gains (Losses)							
DARDEN RESTAURANTS INC CMN (237194105)	11/16/2011	12/04/2012	25 00	1,188 92	0 00	1,177 84	11 08
DARDEN RESTAURANTS INC CMN (237194105)	11/17/2011	12/04/2012	55 00	2,615 63	0 00	2,595 07	20 56
DELL INC CMN (24702R101)	01/31/2011	12/04/2012	76 00	778 99	0 00	1,003 73	(224 74)
DELL INC CMN (24702R101)	01/31/2011	12/05/2012	152 00	1,590 79	0 00	2,007 46	(416 67)
DELL INC CMN (24702R101)	01/31/2011	12/06/2012	100 00	1,039 80	0 00	1,320 70	(280 90)
DELL INC CMN (24702R101)	01/31/2011	12/07/2012	98 00	1,020 38	0 00	1,294 29	(273 91)
LABORATORY CORPORATION OF AMER CMN (50540R409)	01/31/2011	12/17/2012	32 00	2,797 36	0 00	2,877 96	(80 60)
METLIFE, INC CMN (59156R108)	01/31/2011	12/17/2012	152 00	4,859 33	0 00	6,950 96	(2,091 63)
LABORATORY CORPORATION OF AMER CMN (50540R409)	01/31/2011	12/18/2012	32 00	2,810 44	0 00	2,877 96	(67 52)
METLIFE, INC CMN (59156R108)	01/31/2011	12/18/2012	94 00	3,080 46	0 00	4,298 62	(1,218 16)
METLIFE, INC CMN (59156R108)	01/31/2011	12/19/2012	97 00	3,235 04	0 00	4,435 81	(1,200 77)
COMCAST CORPORATION CMN CLASS A NON VOTING (20030N200)	01/31/2011	12/20/2012	161 00	5,904 63	0 00	3,469 07	2,435 56
Net Covered Long-Term Disallowed Losses							**174.87**
Net Covered Long-Term Gains (Losses)				**273,328.33**	**0.00**	**277,868.27**	**(4,365.07)**
NonCovered Long-Term Gains (Losses)							
VISA INC CMN CLASS A (92826C839)	11/11/2009	02/16/2012	113 00	12,863 05	0 00	9,146 45	3,716 60
ABBOTT LABORATORIES CMN (002824100)	05/14/2010	04/12/2012	64 00	3,831 60	0 00	3,093 35	738 25
APPLE, INC CMN (037833100)	11/10/2009	04/12/2012	3 00	1,869 01	0 00	606 36	1,262 65
BOEING COMPANY CMN (097023105)	11/10/2009	04/12/2012	45 00	3,307 42	0 00	2,960 04	347 38
CON-WAY INC CMN (205944101)	10/28/2009	04/12/2012	57 00	1,902 04	0 00	1,826 31	75 73
DANA HOLDING CORPORATION CMN (235825205)	01/25/2010	04/12/2012	105 00	1,516 16	0 00	1,060 20	455 96
MASCO CORPORATION CMN (574599106)	09/07/2010	04/12/2012	152 00	1,915 91	0 00	1,669 07	246 84
MICROSOFT CORPORATION CMN (594918104)	12/08/2010	04/12/2012	186 00	5,765 87	0 00	5,038 74	727 13
OCCIDENTAL PETROLEUM CORP CMN (674599105)	11/12/2010	04/12/2012	23 00	2,092 72	0 00	1,702 60	390 12

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LONG-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
NonCovered Long-Term Gains (Losses)							
ORACLE CORPORATION CMN (68389X105)	11/10/2009	04/12/2012	98 00	2,802 74	0 00	2,126 85	675 89
TD AMERITRADE HOLDING CORP CMN (87236Y108)	08/18/2010	04/12/2012	120 00	2,338 42	0 00	1,906 37	432 05
TEXAS INSTRUMENTS INC CMN (882508104)	11/10/2009	04/12/2012	101 00	3,282 42	0 00	2,507 72	774 70
THE WARNACO GROUP, INC CMN (934390402)	11/29/2010	04/12/2012	19 00	1,033 16	0 00	991 99	41 17
VENTAS, INC CMN (92276F100)	01/31/2011	04/12/2012	24 00	1,343 48	0 00	1,330 16	13 32
VISA INC CMN CLASS A (92826C839)	11/11/2009	04/12/2012	23 00	2,763 84	0 00	1,861 67	902 17
VISA INC CMN CLASS A (92826C839)	11/11/2009	07/13/2012	21 00	2,599 22	0 00	1,699 78	899 44
VENTAS, INC CMN (92276F100)	01/31/2011	08/03/2012	26 00	1,746 57	0 00	1,441 01	305 56
TD AMERITRADE HOLDING CORP CMN (87236Y108)	08/18/2010	10/01/2012	150 00	2,324 91	0 00	2,382 96	(58 05)
CON-WAY INC CMN (205944101)	10/28/2009	11/13/2012	40 00	1,118 75	0 00	1,281 62	(162 87)
CON-WAY INC CMN (205944101)	10/28/2009	11/20/2012	41 00	1,103 75	0 00	1,313 66	(209 91)
CON-WAY INC CMN (205944101)	10/28/2009	11/21/2012	8 00	216 54	0 00	256 32	(39 78)
CON-WAY INC CMN (205944101)	10/30/2009	11/21/2012	30 00	812 05	0 00	985 17	(173 12)
CON-WAY INC CMN (205944101)	10/30/2009	11/27/2012	25 00	706 11	0 00	820 97	(114 86)
CON-WAY INC CMN (205944101)	10/30/2009	11/29/2012	20 00	572 81	0 00	656 78	(83 97)
CON-WAY INC CMN (205944101)	10/30/2009	11/30/2012	16 00	450 32	0 00	525 42	(75 10)
CON-WAY INC CMN (205944101)	10/30/2009	12/03/2012	17 00	468 47	0 00	558 26	(89 79)
CON-WAY INC CMN (205944101)	10/30/2009	12/04/2012	16 00	442 00	0 00	525 42	(83 42)
CON-WAY INC CMN (205944101)	10/30/2009	12/05/2012	19 00	523 03	0 00	623 94	(100 91)
CON-WAY INC CMN (205944101)	10/30/2009	12/06/2012	18 00	495 38	0 00	591 10	(95 72)
CON-WAY INC CMN (205944101)	10/30/2009	12/07/2012	19 00	521 16	0 00	623 94	(102 78)
CON-WAY INC CMN (205944101)	10/30/2009	12/10/2012	18 00	504 76	0 00	591 10	(86 34)
CON-WAY INC CMN (205944101)	10/30/2009	12/12/2012	20 00	563 84	0 00	656 78	(92 94)
CON-WAY INC CMN (205944101)	10/30/2009	12/13/2012	18 00	507 36	0 00	591 10	(83 74)

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[5] Sale Proceeds may have been adjusted by an option premium due to an option assignment

LONG-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
NonCovered Long-Term Gains (Losses)							
CON-WAY INC CMN (205944101)	10/30/2009	12/14/2012	18 00	507 95	0 00	591 10	(83 15)
Net NonCovered Long-Term Gains (Losses)				**64,812.82**	**0.00**	**54,544.31**	**10,268.51**

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REALIZED GAIN AND LOSS SUMMARY

SHORT-TERM GAINS (LOSSES)		LONG-TERM GAINS (LOSSES)		ORDINARY GAINS (LOSSES)	
Net Covered Short Term Gains (Losses)	0 00	Net Covered Long Term Gains (Losses)	0 00	Net Ordinary Gains (Losses)	0 00
Net NonCovered Short Term Gains (Losses)	0 00	Net NonCovered Long Term Gains (Losses)	29 212 45		
Net 1099B Non Reportable Short Term Gains (Losses)	0 00	Net 1099B Non Reportable Long Term Gains (Losses)	0 00		
Net Miscellaneous Short Term Gains (Losses)	0 00	Net Miscellaneous Long Term Gains (Losses)	0 00	Net Miscellaneous Ordinary Gains (Losses)	0 00
Net Regulated Futures Contract Short Term Gains (Losses)	0 00	Net Regulated Futures Contract Long Term Gains (Losses)	0 00		
Total Short-Term Gains (Losses)	**0 00**	**Total Long-Term Gains (Losses)**	**29,212 45**	**Total Ordinary Gains (Losses)**	**0 00**

LONG-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
NonCovered Long-Term Gains (Losses)							
ISHARES RUSSELL 1000 GROWTH ETF (464287614)	01/27/2011	04/11/2012	3,490 00	225,309 69	0 00	207,512 96	17,796 73
ISHARES RUSSELL 1000 VALUE ETF (464287598)	01/27/2011	04/11/2012	3,310 00	224,242 51	0 00	221,454 89	2,787 62
ISHARES RUSSELL 1000 GROWTH ETF (464287614)	01/27/2011	11/12/2012	1,175 00	75,022 06	0 00	69,864 68	5,157 38
ISHARES RUSSELL 1000 VALUE ETF (464287598)	01/27/2011	11/12/2012	1,080 00	75,727 90	0 00	72,257 18	3,470 72
Net NonCovered Long-Term Gains (Losses)				**600,302.16**	**0.00**	**571,089.71**	**29,212.45**

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SHORT-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
Covered Short-Term Gains (Losses)							
NESTLE SA SPONSORED ADR (REP 1/20 CHF 10 REGD SHS) (641069406)	04/07/2011	03/12/2012	90 00	5,524 62	0 00	5,218 15	306 47
RECKITT BENCKISER GROUP PLC SLOUGH UNSPONSORED ADR (UK) (756255105)	04/14/2011	03/12/2012	2,235 00	24,600 20	0 00	23,056 71	1,543 49
ADECCO S A ADR CMN (006754204)	02/01/2012	04/12/2012	222 00	5,452 19	0 00	5,652 30	(200 11)
ADMIRAL GROUP PLC, CARDIFF ADR CMN (007192107)	01/24/2012	04/12/2012	182 00	3,445 18	0 00	2,565 75	879 43
ARYZTA AG UNSPONSORED ADR (04338X102)	04/29/2011	04/12/2012	275 00	6,363 35	0 00	7,623 64	(1,260 29)
BAYER AG-SPONSORED ADR SPONSORED ADR CMN (072730302)	05/13/2011	04/12/2012	151 00	10,171 13	0 00	12,471 20	(2,300 07)
BRITISH AMERICAN TOBACCO PLC SPONS ADR (110448107)	06/10/2011	04/12/2012	61 00	6,105 35	0 00	5,434 28	671 07
C & C GROUP PLC ADR CMN (124651100)	01/11/2012	04/12/2012	272 00	3,973 83	0 00	3,263 51	710 32
CARNIVAL PLC ADR CMN (14365C103)	10/27/2011	04/12/2012	1 00	30 85	0 00	38 26	(7 41)
CARNIVAL PLC ADR CMN (14365C103)	10/12/2011	04/12/2012	200 00	6,171 86	0 00	6,930 76	(758 90)
CELESIO AG UNSPONSORED ADR CMN (15100H109)	02/03/2012	04/12/2012	969 00	3,217 00	0 00	3,942 28	(725 28)
CELESIO AG UNSPONSORED ADR CMN (15100H109) Disallowed Loss							725 28
DON QUIJOTE CO LTD UNSPONSORED ADR CMN (257569103)	02/27/2012	04/12/2012	42 00	4,399 40	0 00	4,362 86	36 54
ENSCO PLC SPON ADR (29358Q109)	01/19/2012	04/12/2012	111 00	5,829 58	0 00	5,785 35	44 23
ESPRIT HLDGS LTD ADR CMN (29666V204)	01/17/2012	04/12/2012	263 00	1,112 47	0 00	795 08	317 39
FANUC CORP UNSPONSORED ADR CMN (307305102)	08/16/2011	04/12/2012	244 00	7,290 55	0 00	6,979 06	311 49
FLETCHER BUILDING LIMITED SPONSORED ADR CMN (339305302)	05/02/2011	04/12/2012	461 00	4,586 84	0 00	6,826 54	(2,239 70)
H LUNDBECK A/S ADR CMN (40422M107)	11/14/2011	04/12/2012	43 00	829 02	0 00	911 16	(82 14)
H LUNDBECK A/S ADR CMN (40422M107)	11/11/2011	04/12/2012	252 00	4,858 45	0 00	5,254 75	(396 30)
HEIDELBERGCEMENT AG ADR CMN (42281P205)	01/19/2012	04/12/2012	189 00	2,126 20	0 00	1,862 60	263 60
HEIDELBERGCEMENT AG ADR CMN (42281P205)	01/20/2012	04/12/2012	436 00	4,904 89	0 00	4,270 27	634 62
HOYA CORP SPONSORED ADR CMN (443251103)	02/09/2012	04/12/2012	323 00	7,092 92	0 00	7,470 83	(377 91)
HOYA CORP SPONSORED ADR CMN (443251103) Disallowed Loss							377 91
IMPERIAL TOBACCO GROUP PLC SPON ADR (453142101)	10/12/2011	04/12/2012	87 00	6,846 74	0 00	5,915 81	930 93

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SHORT-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
Covered Short-Term Gains (Losses)							
ITAU UNIBANCO BANCO HLDNG S A SPONSORED ADR CMN (465562106)	10/24/2011	04/12/2012	197 00	3,431 66	0 00	3,720 23	(288 57)
MARKS AND SPENCER PLC SPONSORED ADR CMN (570912105)	01/19/2012	04/12/2012	185 00	2,177 40	0 00	1,874 05	303 35
MARKS AND SPENCER PLC SPONSORED ADR CMN (570912105)	01/20/2012	04/12/2012	378 00	4,448 96	0 00	3,864 29	584 67
MICHELIN COMPAGNIE GENERALE DE UNSPONSORED ADR CMN (59410T106)	02/09/2012	04/12/2012	192 00	2,697 53	0 00	2,846 54	(149 01)
MITIE GROUP PLC ADR CMN (60671Y107)	01/04/2012	04/12/2012	162 00	2,875 44	0 00	2,625 05	250 39
NINTENDO CO LTD (NEW) ADR ADR CMN (654445303)	11/08/2011	04/12/2012	162 00	2,943 47	0 00	3,187 79	(244 32)
NTT DOCOMO, INC SPONSORED ADR CMN (62942M201)	11/11/2011	04/12/2012	268 00	4,478 17	0 00	4,885 78	(407 61)
SAFRAN SA SPONSORED ADR CMN (786584102)	03/22/2012	04/12/2012	31 00	1,081 57	0 00	1,082 97	(1 40)
SAFRAN SA SPONSORED ADR CMN (786584102) Disallowed Loss							1 40
SAFRAN SA SPONSORED ADR CMN (786584102)	03/16/2012	04/12/2012	91 00	3,174 92	0 00	3,164 46	10 46
SANOFI SPONSORED ADR CMN (80105N105)	07/13/2011	04/12/2012	50 00	1,824 46	0 00	1,943 91	(119 45)
SANOFI SPONSORED ADR CMN (80105N105)	07/15/2011	04/12/2012	152 00	5,546 35	0 00	5,968 08	(421 73)
TECHTRONIC INDS LTD SPONSORED ADR CMN (87873R101)	01/19/2012	04/12/2012	372 00	2,406 78	0 00	2,214 22	192 56
TECHTRONIC INDS LTD SPONSORED ADR CMN (87873R101)	01/20/2012	04/12/2012	478 00	3,092 59	0 00	2,842 43	250 16
UBS AG CMN (H89231338)	12/22/2011	04/12/2012	515 00	6,560 95	0 00	6,132 16	428 79
VODAFONE GROUP PLC SPONSORED ADR CMN (92857W209)	08/04/2011	04/12/2012	153 00	4,130 90	0 00	4,220 46	(89 56)
FANUC CORP UNSPONSORED ADR CMN (307305102)	08/17/2011	04/20/2012	72 00	2,155 14	0 00	2,056 44	98 70
FANUC CORP UNSPONSORED ADR CMN (307305102)	08/16/2011	04/20/2012	196 00	5,866 76	0 00	5,606 13	260 63
FANUC CORP UNSPONSORED ADR CMN (307305102)	09/16/2011	04/20/2012	350 00	10,476 35	0 00	8,608 01	1,868 34
BG GROUP PLC SPON ADR ADR CMN (055434203)	09/16/2011	04/24/2012	34 00	775 18	0 00	698 36	76 82
BG GROUP PLC SPON ADR ADR CMN (055434203)	09/16/2011	04/25/2012	80 00	1,823 95	0 00	1,643 20	180 75
HSBC HOLDINGS PLC SPONSORED ADR CMN (404280406)	05/02/2012	05/02/2012	0 49	19 56	0 00	0 00	19 56
BRITISH AMERICAN TOBACCO PLC SPONS ADR (110448107)	06/10/2011	05/17/2012	42 00	4,069 24	0 00	3,741 63	327 61
BRITISH AMERICAN TOBACCO PLC SPONS ADR (110448107)	06/10/2011	05/21/2012	47 00	4,507 69	0 00	4,187 07	320 62

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SHORT-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
Covered Short-Term Gains (Losses)							
BRITISH AMERICAN TOBACCO PLC SPONS ADR (110448107)	06/30/2011	05/21/2012	50 00	4,795 41	0 00	4,401 23	394 18
BRITISH AMERICAN TOBACCO PLC SPONS ADR (110448107)	08/12/2011	05/21/2012	50 00	4,795 41	0 00	4,447 54	347 87
MICHELIN COMPAGNIE GENERALE DE UNSPONSORED ADR CMN (59410T106)	02/09/2012	05/21/2012	458 00	5,678 38	0 00	6,790 17	(1,111 79)
NTT DOCOMO, INC SPONSORED ADR CMN (62942M201)	11/11/2011	06/18/2012	82 00	1,272 10	0 00	1,494 90	(222 80)
NTT DOCOMO, INC SPONSORED ADR CMN (62942M201)	12/13/2011	06/18/2012	111 00	1,722 00	0 00	1,975 67	(253 67)
NTT DOCOMO, INC SPONSORED ADR CMN (62942M201)	12/01/2011	06/18/2012	300 00	4,654 03	0 00	5,341 50	(687 47)
NTT DOCOMO, INC SPONSORED ADR CMN (62942M201)	12/13/2011	06/19/2012	4 00	62 90	0 00	71 20	(8 30)
NTT DOCOMO, INC SPONSORED ADR CMN (62942M201)	12/14/2011	06/19/2012	200 00	3,145 00	0 00	3,518 26	(373 26)
ROYAL DUTCH SHELL PLC SPONSORED ADR CMN SERIES A (780259206)	06/21/2012	06/21/2012	0 14	9 03	0 00	0 00	9 03
HSBC HOLDINGS PLC SPONSORED ADR CMN (404280406)	07/05/2012	07/05/2012	0 01	0 43	0 00	0 00	0 43
NATIONAL GRID PLC SPONSORED ADR CMN (636274300)	08/15/2012	08/15/2012	0 94	52 21	0 00	0 00	52 21
ADMIRAL GROUP PLC, CARDIFF ADR CMN (007192107)	01/24/2012	09/04/2012	468 00	8,175 54	0 00	6,597 63	1,577 91
ROYAL DUTCH SHELL PLC SPONSORED ADR CMN SERIES A (780259206)	09/20/2012	09/20/2012	0 94	64 91	0 00	0 00	64 91
HSBC HOLDINGS PLC SPONSORED ADR CMN (404280406)	10/04/2012	10/04/2012	0 99	46 81	0 00	0 00	46 81
Net Covered Short-Term Disallowed Losses							**1,104.59**
Net Covered Short-Term Gains (Losses)				**349,300.42**	**0.00**	**342,987.28**	**7,417.73**
NonCovered Short-Term Gains (Losses)							
WESTFIELD GROUP ADR CMN (960224103)	12/01/2011	04/12/2012	264 00	4,746 61	0 00	4,484 46	262 15
Net NonCovered Short-Term Gains (Losses)				**4,746.61**	**0.00**	**4,484.46**	**262.15**

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LONG-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
Covered Long-Term Gains (Losses)							
BCE INC CMN (05534B760)	01/31/2011	02/03/2012	399 00	16,088 05	0 00	14,388 82	1,699 23
GOLD FIELDS LTD SPONSORED ADR CMN (38059T106)	01/31/2011	02/03/2012	250 00	4,124 86	0 00	3,923 38	201 48
NOVARTIS AG-ADR SPONSORED ADR CMN (66987V109)	01/31/2011	02/03/2012	78 00	4,347 26	0 00	4,364 26	(17 00)
ROYAL DUTCH SHELL PLC SPONSORED ADR CMN SERIES A (780259206)	01/31/2011	02/03/2012	100 00	7,145 31	0 00	7,081 03	64 28
SIEMENS AKTIENGESELLSCHAFT SPONSORED ADR CMN (826197501)	01/31/2011	02/16/2012	100 00	9,794 01	0 00	12,830 97	(3,036 96)
DBS GROUP HOLDINGS SPONSORED ADR CMN (23304Y100)	01/31/2011	02/17/2012	350 00	15,411 13	0 00	16,450 00	(1,038 87)
BASF SE ADR SPONSORED ADR CMN USD0 7322 (055262505)	01/31/2011	03/12/2012	100 00	8,548 60	0 00	7,700 00	848 60
WESFARMERS LTD UNSPONSORED ADR CMN (950840108)	01/31/2011	03/12/2012	650 00	9,629 96	0 00	11,115 00	(1,485 04)
BASF SE ADR SPONSORED ADR CMN USD0 7322 (055262505)	01/31/2011	03/16/2012	171 00	15,173 25	0 00	13,167 00	2,006 25
DBS GROUP HOLDINGS SPONSORED ADR CMN (23304Y100)	01/31/2011	03/16/2012	292 00	13,191 91	0 00	13,724 00	(532 09)
AKZO NOBEL N V SPONSORED ADR SPONSORED ADR CMN (010199305)	01/31/2011	04/12/2012	310 00	5,939 46	0 00	6,479 00	(539 54)
AXA-UAP AMERICAN DEPOSITARY SHARES (054536107)	01/31/2011	04/12/2012	253 00	3,660 82	0 00	5,350 95	(1,690 13)
BARCLAYS PLC,AMER DEP SHS ADR CMN (06738E204)	01/31/2011	04/12/2012	585 00	8,055 26	0 00	11,015 78	(2,960 52)
BRIDGESTONES CORP ADR ADR CMN (108441205)	01/31/2011	04/12/2012	58 00	2,719 55	0 00	2,225 46	494 09
CHINA MOBILE LIMITED SPONSORED ADR CMN (16941M109)	01/31/2011	04/12/2012	150 00	8,129 81	0 00	7,390 50	739 31
CNOOC LIMITED SPONSORED ADR CMN (126132109)	04/01/2011	04/12/2012	28 00	5,543 87	0 00	7,240 73	(1,696 86)
DAIMLER AG CMN ISIN DE0007100000 (D1668R123)	01/31/2011	04/12/2012	225 00	12,181 22	0 00	16,472 25	(4,291 03)
GOLD FIELDS LTD SPONSORED ADR CMN (38059T106)	01/31/2011	04/12/2012	344 00	4,396 22	0 00	5,398 56	(1,002 34)
HSBC HOLDINGS PLC SPONSORED ADR CMN (404280406)	01/31/2011	04/12/2012	155 00	6,681 90	0 00	8,448 94	(1,767 04)
INDRA SISTEMAS S A ADR CMN (45579R106)	03/28/2011	04/12/2012	527 00	2,856 27	0 00	5,262 67	(2,406 40)
MUENCHENER RUECKVERSICHERUNGS- UNSPONSORED ADR CMN (626188106)	01/31/2011	04/12/2012	608 00	8,785 40	0 00	9,545 60	(760 20)
MURATA MFG CO , LTD UNSPONSORED ADR CMN (626425102)	01/31/2011	04/12/2012	172 00	2,456 82	0 00	3,311 00	(854 18)
NATIONAL GRID PLC SPONSORED ADR CMN (636274300)	03/07/2011	04/12/2012	271 00	13,847 78	0 00	12,774 43	1,073 35
NSK LTD ADR SPONSORED ADR CMN (670184100)	01/31/2011	04/12/2012	382 00	5,359 33	0 00	7,343 57	(1,984 24)

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LONG-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
Covered Long-Term Gains (Losses)							
PETROLEO BRASILEIRO S A - PET SPONSORED ADR CMN (71654V408)	01/31/2011	04/12/2012	72 00	1,766 84	0 00	2,610 00	(843 16)
PUBLICIS GROUPE S A SPONSORED ADR CMN (74463M106)	01/31/2011	04/12/2012	293 00	7,828 78	0 00	7,553 54	275 24
REXAM PLC ADR CMN (761655406)	01/31/2011	04/12/2012	386 00	12,876 67	0 00	10,665 18	2,211 49
ROYAL DUTCH SHELL PLC SPONSORED ADR CMN SERIES A (780259206)	01/31/2011	04/12/2012	100 00	6,699 84	0 00	7,081 03	(381 19)
SCHNEIDER ELECTRIC SA UNSPONSORED ADR (FRANCE) (80687P106)	03/18/2011	04/12/2012	298 00	3,656 37	0 00	4,826 05	(1,169 68)
SHIN-ETSU CHEMICAL CO , LTD UNSPONSORED ADR CMN (824551105)	01/31/2011	04/12/2012	389 00	5,426 42	0 00	5,508 24	(81 82)
SIEMENS AKTIENGESELLSCHAFT SPONSORED ADR CMN (826197501)	01/31/2011	04/12/2012	82 00	7,834 10	0 00	10,521 40	(2,687 30)
UNILEVER N V NY SHS (NEW) ADR CMN (904784709)	01/31/2011	04/12/2012	310 00	10,018 97	0 00	9,191 65	827 32
WESFARMERS LTD UNSPONSORED ADR CMN (950840108)	01/31/2011	04/12/2012	474 00	7,165 86	0 00	8,105 40	(939 54)
WHEELOCK AND COMPANY LIMITED UNSPONSORED ADR CMN (963271200)	01/31/2011	04/12/2012	153 00	4,707 70	0 00	6,231 69	(1,523 99)
WPP PLC ADR CMN (92933H101)	01/31/2011	04/12/2012	65 00	4,351 65	0 00	4,030 06	321 59
BNP PARIBAS SPONSORED ADR CMN (05565A202)	01/31/2011	04/19/2012	50 00	934 02	0 00	1,877 50	(943 48)
BNP PARIBAS SPONSORED ADR CMN (05565A202)	02/10/2011	04/19/2012	207 00	3,866 83	0 00	7,879 50	(4,012 67)
CNOOC LIMITED SPONSORED ADR CMN (126132109)	04/01/2011	05/17/2012	25 00	4,526 79	0 00	6,464 93	(1,938 14)
PETROLEO BRASILEIRO S A - PET SPONSORED ADR CMN (71654V408)	01/31/2011	06/15/2012	299 00	5,451 42	0 00	10,838 75	(5,387 33)
HSBC HOLDINGS PLC SPONSORED ADR CMN (404280406)	01/31/2011	07/06/2012	60 00	2,623 21	0 00	3,270 56	(647 35)
NATIONAL GRID PLC SPONSORED ADR CMN (636274300)	05/27/2011	07/16/2012	11 00	583 22	0 00	562 52	20 70
NATIONAL GRID PLC SPONSORED ADR CMN (636274300)	03/07/2011	07/16/2012	179 00	9,490 56	0 00	8,437 72	1,052 84
SIEMENS AKTIENGESELLSCHAFT SPONSORED ADR CMN (826197501)	01/31/2011	07/27/2012	52 00	4,262 54	0 00	6,672 11	(2,409 57)
WESFARMERS LTD UNSPONSORED ADR CMN (950840108)	01/31/2011	07/27/2012	540 00	9,003 59	0 00	9,234 00	(230 41)
WHEELOCK AND COMPANY LIMITED UNSPONSORED ADR CMN (963271200)	01/31/2011	07/27/2012	120 00	4,400 65	0 00	4,887 60	(486 95)
WHEELOCK AND COMPANY LIMITED UNSPONSORED ADR CMN (963271200)	01/31/2011	08/03/2012	80 00	2,947 95	0 00	3,258 40	(310 45)
BARCLAYS PLC,AMER DEP SHS ADR CMN (06738E204)	01/31/2011	08/30/2012	350 00	4,030 82	0 00	6,590 64	(2,559 82)

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[5] Sale Proceeds may have been adjusted by an option premium due to an option assignment

LONG-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
Covered Long-Term Gains (Losses)							
MUENCHENER RUECKVERSICHERUNGS- UNSPONSORED ADR CMN (626188106)	01/31/2011	08/30/2012	70 00	1,011 46	0 00	1,099 00	(87 54)
PUBLICIS GROUPE S A SPONSORED ADR CMN (74463M106)	01/31/2011	08/31/2012	270 00	3,486 05	0 00	3,480 30	5 75
SCHNEIDER ELECTRIC SA UNSPONSORED ADR (FRANCE) (80687P106)	03/18/2011	08/31/2012	290 00	3,583 06	0 00	4,696 49	(1,113 43)
WPP PLC ADR CMN (92933H101)	01/31/2011	08/31/2012	40 00	2,577 59	0 00	2,480 04	97 55
WHEELOCK AND COMPANY LIMITED UNSPONSORED ADR CMN (963271200)	01/31/2011	09/05/2012	75 00	2,807 89	0 00	3,054 75	(246 86)
WHEELOCK AND COMPANY LIMITED UNSPONSORED ADR CMN (963271200)	05/03/2011	09/05/2012	128 00	4,792 13	0 00	5,426 79	(634 66)
Net Covered Long-Term Gains (Losses)				**336,781.03**	**0.00**	**379,539.74**	**(42,758.71)**
NonCovered Long-Term Gains (Losses)							
NESTLE SA SPONSORED ADR (REP 1/20 CHF 10 REGD SHS) (641069406)	10/29/2009	01/09/2012	47 00	2,676 42	0 00	2,212 29	464 13
NESTLE SA SPONSORED ADR (REP 1/20 CHF 10 REGD SHS) (641069406)	04/13/2009	01/09/2012	103 00	5,865 34	0 00	3,574 10	2,291 24
ROYAL DUTCH SHELL PLC SPONSORED ADR CMN SERIES A (780259206)	10/05/2007	01/09/2012	100 00	7,366 77	0 00	7,983 03	(616 26)
BG GROUP PLC SPON ADR ADR CMN (055434203)	10/29/2009	01/19/2012	50 00	5,749 05	0 00	4,462 50	1,286 55
NESTLE SA SPONSORED ADR (REP 1/20 CHF 10 REGD SHS) (641069406)	10/29/2009	01/19/2012	200 00	11,450 84	0 00	9,414 00	2,036 84
ROYAL DUTCH SHELL PLC SPONSORED ADR CMN SERIES A (780259206)	10/05/2007	01/19/2012	14 00	987 91	0 00	1,117 62	(129 71)
BG GROUP PLC SPON ADR ADR CMN (055434203)	10/29/2009	01/26/2012	45 00	5,141 13	0 00	4,016 25	1,124 88
VODAFONE GROUP PLC SPONSORED ADR CMN (92857W209)	11/10/2009	02/16/2012	300 00	8,266 41	0 00	6,814 68	1,451 73
NESTLE SA SPONSORED ADR (REP 1/20 CHF 10 REGD SHS) (641069406)	10/29/2009	03/12/2012	41 00	2,516 77	0 00	1,929 87	586 90
NESTLE SA SPONSORED ADR (REP 1/20 CHF 10 REGD SHS) (641069406)	06/02/2010	03/12/2012	180 00	11,049 24	0 00	8,325 00	2,724 24
BG GROUP PLC SPON ADR ADR CMN (055434203)	04/30/2010	04/12/2012	12 00	267 36	0 00	205 94	61 42
BG GROUP PLC SPON ADR ADR CMN (055434203)	10/29/2009	04/12/2012	225 00	5,012 89	0 00	4,016 25	996 64
BNP PARIBAS SPONSORED ADR CMN (05565A202)	06/02/2010	04/12/2012	43 00	882 34	0 00	1,210 02	(327 68)
BNP PARIBAS SPONSORED ADR CMN (05565A202)	10/29/2009	04/12/2012	44 00	902 86	0 00	1,763 96	(861 10)

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LONG-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
NonCovered Long-Term Gains (Losses)							
BNP PARIBAS SPONSORED ADR CMN (05565A202)	05/25/2010	04/12/2012	201 00	4,124 42	0 00	5,606 21	(1,481 79)
CANADIAN NATURAL RESOURCES CMN (136385101)	09/01/2009	04/12/2012	69 00	2,190 01	0 00	1,925 38	264 63
CANADIAN NATURAL RESOURCES CMN (136385101)	08/20/2009	04/12/2012	214 00	6,792 20	0 00	6,254 87	537 33
GAZPROM ADR SPONSORED ADR CMN (368287207)	05/11/2009	04/12/2012	271 00	3,195 02	0 00	2,916 94	278 08
GAZPROM ADR SPONSORED ADR CMN (368287207)	04/13/2009	04/12/2012	404 00	4,763 05	0 00	3,580 33	1,182 72
VODAFONE GROUP PLC SPONSORED ADR CMN (92857W209)	11/10/2009	04/12/2012	114 00	3,077 93	0 00	2,589 58	488 35
BNP PARIBAS SPONSORED ADR CMN (05565A202)	06/02/2010	04/19/2012	82 00	1,531 79	0 00	2,307 48	(775 69)
BG GROUP PLC SPON ADR ADR CMN (055434203)	04/30/2010	04/20/2012	40 00	911 98	0 00	686 46	225 52
BG GROUP PLC SPON ADR ADR CMN (055434203)	04/30/2010	04/24/2012	28 00	638 38	0 00	480 52	157 86
GAZPROM ADR SPONSORED ADR CMN (368287207)	05/11/2009	05/17/2012	170 00	1,532 46	0 00	1,829 81	(297 35)
GAZPROM ADR SPONSORED ADR CMN (368287207)	05/11/2009	08/30/2012	240 00	2,268 44	0 00	2,583 27	(314 83)
Net NonCovered Long-Term Gains (Losses)				**99,161.01**	**0.00**	**87,806.36**	**11,354.65**

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REALIZED GAIN AND LOSS SUMMARY

SHORT-TERM GAINS (LOSSES)		LONG-TERM GAINS (LOSSES)		ORDINARY GAINS (LOSSES)	
Net Covered Short Term Gains (Losses)	(10 588 02)	Net Covered Long Term Gains (Losses)	(15 804 68)	Net Ordinary Gains (Losses)	0 00
Net NonCovered Short Term Gains (Losses)	0 00	Net NonCovered Long Term Gains (Losses)	167 767 26		
Net 1099B Non Reportable Short Term Gains (Losses)	0 00	Net 1099B Non Reportable Long Term Gains (Losses)	0 00		
Net Miscellaneous Short Term Gains (Losses)	0 00	Net Miscellaneous Long Term Gains (Losses)	0 00	Net Miscellaneous Ordinary Gains (Losses)	0 00
Net Regulated Futures Contract Short Term Gains (Losses)	0 00	Net Regulated Futures Contract Long Term Gains (Losses)	0 00		
Total Short-Term Gains (Losses)	**(10,588 02)**	**Total Long-Term Gains (Losses)**	**151,962 58**	**Total Ordinary Gains (Losses)**	**0 00**

SHORT-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
Covered Short-Term Gains (Losses)							
CAP GEMINI ADR CMN (139098107)	02/14/2011	01/03/2012	254 00	4,170 23	0 00	6,773 09	(2,602 86)
INFOSYS LTD SPONSORED ADR CMN SRS 16840480 (456788108)	01/31/2011	01/12/2012	36 00	1,866 27	0 00	2,435 65	(569 38)
INFOSYS LTD SPONSORED ADR CMN SRS 16840480 (456788108)	01/31/2011	01/20/2012	244 00	12,727 28	0 00	16,508 31	(3,781 03)
TESCO PLC (SPONSORED) ADR SPONSORED ADR CMN (881575302)	01/31/2011	01/25/2012	242 00	3,707 77	0 00	4,735 94	(1,028 17)
TESCO PLC (SPONSORED) ADR SPONSORED ADR CMN (881575302)	01/31/2011	01/26/2012	60 00	916 67	0 00	1,174 20	(257 53)
AMADEUS IT HLDG S A ADR CMN (02263T104)	12/08/2011	04/12/2012	180 00	3,382 12	0 00	3,018 72	363 40
BRAMBLES LIMITED UNSPONSORED ADR CMN (105105100)	06/16/2011	04/12/2012	310 00	4,612 69	0 00	4,704 81	(92 12)
BRITISH SKY BROADCASTING GROUP PLC AMERICAN DEPOSITARY SHARES (1 ADS = 4 ORDS) (111013108)	02/03/2012	04/12/2012	70 00	2,960 93	0 00	3,104 47	(143 54)
CGI GROUP INC CMN CLASS A (39945C109)	05/09/2011	04/12/2012	140 00	3,061 73	0 00	2,968 88	92 85
CHINA MOBILE LIMITED SPONSORED ADR CMN (16941M109)	08/11/2011	04/12/2012	60 00	3,272 32	0 00	2,880 92	391 40
CIELO S A SPONSORED ADR CMN (171778202)	09/22/2011	04/12/2012	90 00	3,207 13	0 00	2,036 37	1,170 76
GLAXOSMITHKLINE PLC SPONSORED ADR CMN (37733W105)	11/02/2011	04/12/2012	60 00	2,722 13	0 00	2,599 35	122 78
L'OREAL CO (ADR) ADR CMN (502117203)	09/12/2011	04/12/2012	130 00	3,158 92	0 00	2,533 82	625 10
POTASH CORP OF SASKATCHEWAN INC (73755L107)	03/16/2012	04/12/2012	50 00	2,179 95	0 00	2,215 99	(36 04)
SCHNEIDER ELECTRIC SA UNSPONSORED ADR (FRANCE) (80687P106)	08/23/2011	04/12/2012	14 00	175 13	0 00	176 82	(1 69)

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SHORT-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
Covered Short-Term Gains (Losses)							
SCHNEIDER ELECTRIC SA UNSPONSORED ADR (FRANCE) (80687P106)	08/24/2011	04/12/2012	76 00	950 74	0 00	981 36	(30 62)
SUNCOR ENERGY INC CMN (867224107)	07/11/2011	04/12/2012	150 00	4,636 39	0 00	5,942 23	(1,305 84)
VOLKSWAGEN AG, WOLFSBURG SPONSORED ADR PFD USD0 6813 (928662402)	07/12/2011	04/12/2012	110 00	3,807 01	0 00	4,377 51	(570 50)
VOLKSWAGEN AG, WOLFSBURG SPONSORED ADR PFD USD0 6813 (928662402) Disallowed Loss							456 40
WORLEYPARSONS LIMITED UNSPONOSRED ADR CMN (98161Q101)	05/18/2011	04/12/2012	180 00	5,318 88	0 00	5,562 58	(243 70)
YAMADA DENKI CO , LTD CMN (J95534103)	06/16/2011	04/12/2012	50 00	3,079 93	0 00	4,068 17	(988 24)
VODAFONE GROUP PLC SPONSORED ADR CMN (92857W209)	03/09/2012	05/18/2012	80 00	2,086 15	0 00	2,131 20	(45 05)
BNP PARIBAS SPONSORED ADR CMN (05565A202)	03/09/2012	05/21/2012	60 00	1,001 98	0 00	1,453 80	(451 82)
INTERNATIONAL POWER PLC SPONSORED ADR CMN (46018M104)	03/09/2012	07/25/2012	30 00	1,951 73	0 00	1,730 10	221 63
GLAXOSMITHKLINE PLC SPONSORED ADR CMN (37733W105)	03/09/2012	07/26/2012	30 00	1,345 73	0 00	1,336 50	9 23
GLAXOSMITHKLINE PLC SPONSORED ADR CMN (37733W105)	11/28/2011	07/26/2012	80 00	3,588 62	0 00	3,378 36	210 26
GLAXOSMITHKLINE PLC SPONSORED ADR CMN (37733W105)	11/02/2011	07/26/2012	98 00	4,396 06	0 00	4,245 61	150 45
TOTAL SA SPONSORED ADR CMN (89151E109)	03/09/2012	07/31/2012	30 00	1,386 70	0 00	1,664 10	(277 40)
DANONE SPONSORED ADR CMN (23636T100)	03/09/2012	08/15/2012	210 00	2,513 09	0 00	2,891 70	(378 61)
AMADEUS IT HLDG S A ADR CMN (02263T104)	12/08/2011	11/12/2012	70 00	1,697 37	0 00	1,173 95	523 42
AVAGO TECHNOLOGIES LTD CMN (Y0486S104)	11/06/2012	11/12/2012	30 00	1,004 67	0 00	1,052 35	(47 68)
AVAGO TECHNOLOGIES LTD CMN (Y0486S104) Disallowed Loss							47 68
BRITISH SKY BROADCASTING GROUP PLC AMERICAN DEPOSITARY SHARES (1 ADS = 4 ORDS) (111013108)	02/03/2012	11/12/2012	40 00	1,911 95	0 00	1,773 98	137 97
GALAXY ENTMT GROUP LTD SPONSORED ADR CMN (36318L104)	04/12/2012	11/12/2012	30 00	1,067 67	0 00	900 00	167 67
PEARSON PLC SPON ADR SPONSORED ADR CMN (705015105)	05/17/2012	11/12/2012	60 00	1,168 17	0 00	1,089 89	78 28
POTASH CORP OF SASKATCHEWAN INC (73755L107)	03/16/2012	11/12/2012	50 00	1,949 95	0 00	2,215 99	(266 04)
YAMADA DENKI CO , LTD CMN (J95534103)	03/09/2012	11/28/2012	20 00	702 37	0 00	1,291 00	(588 63)
NIDEC CORP SPONSORED ADR (654090109)	08/10/2012	12/21/2012	11 00	157 47	0 00	228 97	(71 50)

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SHORT-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
Covered Short-Term Gains (Losses)							
NIDEC CORP SPONSORED ADR (654090109)	03/09/2012	12/21/2012	80 00	1,145 24	0 00	1,798 40	(653 16)
NIDEC CORP SPONSORED ADR (654090109)	08/13/2012	12/21/2012	138 00	1,975 55	0 00	2,901 70	(926 15)
Net Covered Short-Term Disallowed Losses							**504.08**
Net Covered Short-Term Gains (Losses)				**100,964.69**	**0.00**	**112,056.79**	**(10,588.02)**

LONG-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
Covered Long-Term Gains (Losses)							
ERICSSON AMERICAN ADR CMN CLASS B (294821608)	01/31/2011	02/06/2012	323 00	3,026 29	0 00	3,996 61	(970 32)
HUTCHISON WHAMPOA (ADR) ADR CMN (448415208)	01/31/2011	02/09/2012	46 00	906 22	0 00	1,072 72	(166 50)
HUTCHISON WHAMPOA (ADR) ADR CMN (448415208) Disallowed Loss							166 50
HUTCHISON WHAMPOA (ADR) ADR CMN (448415208)	01/31/2011	02/10/2012	232 00	4,536 02	0 00	5,410 24	(874 22)
HUTCHISON WHAMPOA (ADR) ADR CMN (448415208) Disallowed Loss							203 48
TESCO PLC (SPONSORED) ADR SPONSORED ADR CMN (881575302)	01/31/2011	02/16/2012	382 00	5,814 54	0 00	7,475 74	(1,661 20)
KONINKLIJKE AHOLD N V SPONSORED ADR CMN (500467402)	01/31/2011	02/29/2012	72 00	994 43	0 00	975 60	18 83
KONINKLIJKE AHOLD N V SPONSORED ADR CMN (500467402)	01/31/2011	03/01/2012	269 00	3,654 32	0 00	3,644 95	9 37
ABB LTD SPONSORED ADR CMN (000375204)	03/02/2011	04/12/2012	230 00	4,568 91	0 00	5,592 25	(1,023 34)
ADIDAS AG ADR CMN (00687A107)	01/31/2011	04/12/2012	160 00	6,291 05	0 00	4,995 20	1,295 85
BANCO BRADESCO S A ADR CMN (059460303)	01/31/2011	04/12/2012	390 00	6,677 04	0 00	7,359 30	(682 26)
BHP BILLITON LIMITED SPONSORED ADR CMN (088606108)	01/31/2011	04/12/2012	80 00	5,743 24	0 00	7,105 93	(1,362 69)
BRITISH AMERICAN TOBACCO PLC SPONS ADR (110448107)	01/31/2011	04/12/2012	60 00	6,066 41	0 00	4,431 60	1,634 81
BUNZL PLC SPONSORED ADR CMN (120738406)	01/31/2011	04/12/2012	90 00	7,224 13	0 00	5,591 70	1,632 43
CAP GEMINI ADR CMN (139098107)	02/14/2011	04/12/2012	16 00	331 35	0 00	426 65	(95 30)
CAP GEMINI ADR CMN (139098107)	02/22/2011	04/12/2012	144 00	2,982 16	0 00	4,161 22	(1,179 06)

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LONG-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
Covered Long-Term Gains (Losses)							
CENOVUS ENERGY INC CMN (15135U109)	01/31/2011	04/12/2012	60 00	2,071 15	0 00	2,068 20	2 95
CENTRICA PLC SPONSORED ADR CMN (15639K300)	01/31/2011	04/12/2012	210 00	4,237 70	0 00	4,323 90	(86 20)
CHEUNG KONG HLDGS LTD (ADR) ADR CMN (166744201)	01/31/2011	04/12/2012	390 00	4,921 68	0 00	6,446 70	(1,525 02)
COCA-COLA AMATIL LIMITED SPONSORED ADR CMN (191085208)	01/31/2011	04/12/2012	210 00	5,440 97	0 00	4,727 10	713 87
COMPASS GROUP PLC SPONSORED ADR CMN (20449X203)	01/31/2011	04/12/2012	810 00	8,407 61	0 00	7,200 90	1,206 71
DANONE SPONSORED ADR CMN (23636T100)	01/31/2011	04/12/2012	450 00	6,025 36	0 00	5,422 50	602 86
DENSO CORP ADR ADR CMN (24872B100)	01/31/2011	04/12/2012	310 00	4,891 69	0 00	5,704 00	(812 31)
ERICSSON AMERICAN ADR CMN CLASS B (294821608)	01/31/2011	04/12/2012	370 00	3,623 69	0 00	4,578 16	(954 47)
FANUC CORP UNSPONSORED ADR CMN (307305102)	01/31/2011	04/12/2012	96 00	2,911 61	0 00	2,531 52	380 09
GRUPO TELEVISA, S A GDS REP 5 CPO'S REP 1 L SHARE, 1 A SHARE AND 1 D SHARE (40049J206)	01/31/2011	04/12/2012	220 00	4,538 49	0 00	5,302 62	(764 13)
GRUPO TELEVISA, S A GDS REP 5 CPO'S REP 1 L SHARE, 1 A SHARE AND 1 D SHARE (40049J206) Disallowed Loss							482 79
HUTCHISON WHAMPOA (ADR) ADR CMN (448415208)	01/31/2011	04/12/2012	220 00	4,262 42	0 00	5,130 40	(867 98)
IMPERIAL TOBACCO GROUP PLC SPON ADR (453142101)	01/31/2011	04/12/2012	110 00	8,774 50	0 00	6,294 20	2,480 30
INDUSTRIAL & COMMERCIAL BANK O ADR CMN (455807107)	01/31/2011	04/12/2012	450 00	5,926 36	0 00	6,711 70	(785 34)
JULIUS BAER GROUP LTD ADR CMN (48137C108)	01/31/2011	04/12/2012	650 00	5,134 88	0 00	5,947 50	(812 62)
KEPPEL CORP LTD (ADR) SPONSORED ADR CMN (492051305)	01/31/2011	04/12/2012	320 00	5,756 67	0 00	5,888 00	(131 33)
KONINKLIJKE AHOLD N V SPONSORED ADR CMN (500467402)	01/31/2011	04/12/2012	100 00	1,351 96	0 00	1,355 00	(3 04)
NIDEC CORP SPONSORED ADR (654090109)	01/31/2011	04/12/2012	170 00	3,810 65	0 00	3,980 96	(170 31)
NOVARTIS AG-ADR SPONSORED ADR CMN (66987V109)	01/31/2011	04/12/2012	90 00	4,941 78	0 00	5,020 20	(78 42)
REED ELSEVIER GROUP PLC SPONSORED ADR CMN (758205207)	01/31/2011	04/12/2012	210 00	7,193 74	0 00	7,440 30	(246 56)
ROCHE HOLDING AG ADR B SHS(NOM CHF 100) VAL 224 184 (771195104)	01/31/2011	04/12/2012	120 00	5,169 48	0 00	4,590 00	579 48
ROYAL DUTCH SHELL PLC SPONSORED ADR CMN SERIES B (780259107)	01/31/2011	04/12/2012	90 00	6,276 08	0 00	6,350 61	(74 53)
SAP AG (SPON ADR) (803054204)	01/31/2011	04/12/2012	110 00	7,230 13	0 00	6,364 60	865 53

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LONG-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
Covered Long-Term Gains (Losses)							
SWEDBANK A B ADR CMN (870195104)	03/07/2011	04/12/2012	220 00	3,275 72	0 00	3,759 76	(484 04)
SYNGENTA AG SPONSORED ADR CMN (87160A100)	01/31/2011	04/12/2012	90 00	6,262 05	0 00	5,654 95	607 10
TAIWAN SEMICONDUCTOR MFG ADS LTD ADS 1ADS EQUALS 5ORDS (874039100)	01/31/2011	04/12/2012	470 00	7,007 59	0 00	6,166 17	841 42
TRANSCANADA CORP CMN (89353D107)	01/31/2011	04/12/2012	140 00	6,005 86	0 00	5,100 20	905 66
VOLVO AKTIEBOLAGET ADR B ADR CMN CLASS B (928856400)	01/31/2011	04/12/2012	65 00	870 01	0 00	1,128 40	(258 39)
VOLVO AKTIEBOLAGET ADR B ADR CMN CLASS B (928856400)	02/08/2011	04/12/2012	105 00	1,405 40	0 00	1,786 99	(381 59)
WPP PLC ADR CMN (92933H101)	01/31/2011	04/12/2012	90 00	6,171 95	0 00	5,571 16	600 79
NOVARTIS AG-ADR SPONSORED ADR CMN (66987V109)	01/31/2011	05/02/2012	68 00	3,714 71	0 00	3,793 04	(78 33)
FANUC CORP UNSPONSORED ADR CMN (307305102)	01/31/2011	05/07/2012	136 00	3,860 57	0 00	3,586 32	274 25
TAIWAN SEMICONDUCTOR MFG ADS LTD ADS 1ADS EQUALS 5ORDS (874039100)	01/31/2011	06/04/2012	279 00	3,623 90	0 00	3,660 34	(36 44)
CGI GROUP INC CMN CLASS A (39945C109)	05/09/2011	06/07/2012	61 00	1,397 55	0 00	1,293 58	103 97
CGI GROUP INC CMN CLASS A (39945C109)	05/09/2011	06/08/2012	17 00	385 07	0 00	360 51	24 56
CGI GROUP INC CMN CLASS A (39945C109)	05/10/2011	06/08/2012	25 00	566 29	0 00	538 66	27 63
CGI GROUP INC CMN CLASS A (39945C109)	05/10/2011	06/11/2012	31 00	704 18	0 00	667 93	36 25
CGI GROUP INC CMN CLASS A (39945C109)	05/10/2011	06/12/2012	33 00	747 74	0 00	711 03	36 71
CGI GROUP INC CMN CLASS A (39945C109)	05/10/2011	06/13/2012	50 00	1,137 21	0 00	1,077 31	59 90
CGI GROUP INC CMN CLASS A (39945C109)	05/10/2011	06/14/2012	6 00	135 70	0 00	129 28	6 42
DANONE SPONSORED ADR CMN (23636T100)	01/31/2011	06/20/2012	20 00	242 23	0 00	241 00	1 23
BHP BILLITON LIMITED SPONSORED ADR CMN (088606108)	01/31/2011	06/21/2012	36 00	2,342 23	0 00	3,197 67	(855 44)
DANONE SPONSORED ADR CMN (23636T100)	01/31/2011	06/21/2012	352 00	4,168 92	0 00	4,241 60	(72 68)
DANONE SPONSORED ADR CMN (23636T100)	01/31/2011	07/02/2012	47 00	581 96	0 00	566 35	15 61
DANONE SPONSORED ADR CMN (23636T100)	01/31/2011	07/03/2012	290 00	3,581 50	0 00	3,494 50	87 00
TRANSCANADA CORP CMN (89353D107)	01/31/2011	07/17/2012	71 00	3,064 84	0 00	2,586 53	478 31

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[5] Sale Proceeds may have been adjusted by an option premium due to an option assignment

LONG-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
Covered Long-Term Gains (Losses)							
BUNZL PLC SPONSORED ADR CMN (120738406)	01/31/2011	07/18/2012	55 00	4,667 85	0 00	3,417 15	1,250 70
INTERNATIONAL POWER PLC SPONSORED ADR CMN (46018M104)	01/31/2011	07/25/2012	219 00	14,247 59	0 00	14,957 70	(710 11)
COCA-COLA AMATIL LIMITED SPONSORED ADR CMN (191085208)	01/31/2011	07/30/2012	19 00	551 72	0 00	427 69	124 03
COCA-COLA AMATIL LIMITED SPONSORED ADR CMN (191085208)	01/31/2011	07/31/2012	55 00	1,595 50	0 00	1,238 05	357 45
COCA-COLA AMATIL LIMITED SPONSORED ADR CMN (191085208)	01/31/2011	08/01/2012	55 00	1,584 81	0 00	1,238 05	346 76
TESCO PLC (SPONSORED) ADR SPONSORED ADR CMN (881575302)	01/31/2011	08/07/2012	121 00	1,845 47	0 00	2,367 97	(522 50)
TESCO PLC (SPONSORED) ADR SPONSORED ADR CMN (881575302)	01/31/2011	08/08/2012	166 00	2,547 67	0 00	3,248 62	(700 95)
TAIWAN SEMICONDUCTOR MFG ADS LTD ADS 1ADS EQUALS 5ORDS (874039100)	01/31/2011	08/09/2012	201 00	2,895 48	0 00	2,637 02	258 46
TESCO PLC (SPONSORED) ADR SPONSORED ADR CMN (881575302)	01/31/2011	08/09/2012	82 00	1,262 32	0 00	1,604 74	(342 42)
DANONE SPONSORED ADR CMN (23636T100)	01/31/2011	08/14/2012	76 00	908 15	0 00	915 80	(7 65)
DANONE SPONSORED ADR CMN (23636T100)	01/31/2011	08/15/2012	15 00	179 51	0 00	180 75	(1 24)
DANONE SPONSORED ADR CMN (23636T100)	02/18/2011	08/15/2012	451 00	5,397 17	0 00	5,673 04	(275 87)
VIMPELCOM LIMITED SPONSORED ADR CMN (92719A106)	01/31/2011	08/17/2012	690 00	7,312 38	0 00	9,563 40	(2,251 02)
KONINKLIJKE AHOLD N V SPONSORED ADR CMN (500467402)	01/31/2011	08/30/2012	61 00	754 84	0 00	826 55	(71 71)
KONINKLIJKE AHOLD N V SPONSORED ADR CMN (500467402)	01/31/2011	08/31/2012	258 00	3,187 61	0 00	3,495 90	(308 29)
SWEDBANK A B ADR CMN (870195104)	03/07/2011	09/05/2012	161 00	2,706 98	0 00	2,751 46	(44 48)
CANON INC ADR SPONSORED ADR CMN (138006309)	03/16/2011	10/10/2012	43 00	1,287 33	0 00	1,887 60	(600 27)
KONINKLIJKE AHOLD N V SPONSORED ADR CMN (500467402)	01/31/2011	10/17/2012	290 00	3,617 23	0 00	3,929 50	(312 27)
FOMENTO ECONOMICO MEXICANO SAB DE C V NEW SPONS ADR REPSTG UNIT 1 SER B SH FOMENTO ECONOMICO MEXICANO (344419106)	03/02/2011	10/18/2012	7 00	673 90	0 00	393 81	280 09
CANON INC ADR SPONSORED ADR CMN (138006309)	03/16/2011	11/01/2012	37 00	1,202 49	0 00	1,624 21	(421 72)
CANON INC ADR SPONSORED ADR CMN (138006309)	04/29/2011	11/01/2012	54 00	1,754 98	0 00	2,530 30	(775 32)
WORLEYPARSONS LIMITED UNSPONOSRED ADR CMN (98161Q101)	05/18/2011	11/01/2012	77 00	1,955 75	0 00	2,379 55	(423 80)
DENSO CORP ADR ADR CMN (24872B100)	01/31/2011	11/06/2012	207 00	3,216 18	0 00	3,808 80	(592 62)

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[5] Sale Proceeds may have been adjusted by an option premium due to an option assignment

LONG-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
Covered Long-Term Gains (Losses)							
ABB LTD SPONSORED ADR CMN (000375204)	03/17/2011	11/12/2012	21 00	382 20	0 00	479 84	(97 64)
ABB LTD SPONSORED ADR CMN (000375204)	03/02/2011	11/12/2012	69 00	1,255 76	0 00	1,677 67	(421 91)
ADIDAS AG ADR CMN (00687A107)	01/31/2011	11/12/2012	60 00	2,446 14	0 00	1,873 20	572 94
BANCO BRADESCO S A ADR CMN (059460303)	01/31/2011	11/12/2012	170 00	2,650 41	0 00	3,207 90	(557 49)
BHP BILLITON LIMITED SPONSORED ADR CMN (088606108)	01/31/2011	11/12/2012	30 00	2,134 15	0 00	2,664 72	(530 57)
BRAMBLES LIMITED UNSPONSORED ADR CMN (105105100)	06/16/2011	11/12/2012	180 00	2,639 96	0 00	2,731 83	(91 87)
BRITISH AMERICAN TOBACCO PLC SPONS ADR (110448107)	01/31/2011	11/12/2012	20 00	2,034 15	0 00	1,477 20	556 95
BUNZL PLC SPONSORED ADR CMN (120738406)	01/31/2011	11/12/2012	30 00	2,411 94	0 00	1,863 90	548 04
CANON INC ADR SPONSORED ADR CMN (138006309)	04/29/2011	11/12/2012	30 00	923 67	0 00	1,405 72	(482 05)
CAP GEMINI ADR CMN (139098107)	02/22/2011	11/12/2012	60 00	1,165 77	0 00	1,733 84	(568 07)
CENOVUS ENERGY INC CMN (15135U109)	01/31/2011	11/12/2012	30 00	1,008 87	0 00	1,034 10	(25 23)
CENTRICA PLC SPONSORED ADR CMN (15639K300)	01/31/2011	11/12/2012	80 00	1,620 02	0 00	1,647 20	(27 18)
CGI GROUP INC CMN CLASS A (39945C109)	05/10/2011	11/12/2012	60 00	1,442 36	0 00	1,292 77	149 59
CHEUNG KONG HLDGS LTD (ADR) ADR CMN (166744201)	01/31/2011	11/12/2012	140 00	2,056 75	0 00	2,314 20	(257 45)
CHINA MOBILE LIMITED SPONSORED ADR CMN (16941M109)	08/11/2011	11/12/2012	30 00	1,662 56	0 00	1,440 46	222 10
CIELO S A SPONSORED ADR CMN (171778202)	09/22/2011	11/12/2012	40 00	1,061 57	0 00	754 21	307 36
COCA-COLA AMATIL LIMITED SPONSORED ADR CMN (191085208)	01/31/2011	11/12/2012	80 00	2,184 41	0 00	1,800 80	383 61
COMPASS GROUP PLC SPONSORED ADR CMN (20449X203)	01/31/2011	11/12/2012	320 00	3,503 92	0 00	2,844 80	659 12
DENSO CORP ADR ADR CMN (24872B100)	01/31/2011	11/12/2012	100 00	1,465 96	0 00	1,840 00	(374 04)
ERICSSON AMERICAN ADR CMN CLASS B (294821608)	01/31/2011	11/12/2012	150 00	1,308 14	0 00	1,856 01	(547 87)
FANUC CORP UNSPONSORED ADR CMN (307305102)	01/31/2011	11/12/2012	60 00	1,586 96	0 00	1,582 20	4 76
FOMENTO ECONOMICO MEXICANO SAB DE C V NEW SPONS ADR REPSTG UNIT 1 SER B SH FOMENTO ECONOMICO MEXICANO (344419106)	03/02/2011	11/12/2012	20 00	1,801 15	0 00	1,125 18	675 97
GRUPO TELEVISA, S A GDS REP 5 CPO'S REP 1 L SHARE, 1 A SHARE AND 1 D SHARE (40049J206)	01/31/2011	11/12/2012	120 00	2,702 67	0 00	2,892 34	(189 67)

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LONG-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
Covered Long-Term Gains (Losses)							
HUTCHISON WHAMPOA (ADR) ADR CMN (448415208)	01/31/2011	11/12/2012	80 00	1,585 34	0 00	1,865 60	(280 26)
IMPERIAL TOBACCO GROUP PLC SPON ADR (453142101)	01/31/2011	11/12/2012	50 00	3,843 91	0 00	2,861 00	982 91
INDUSTRIAL & COMMERCIAL BANK O ADR CMN (455807107)	01/31/2011	11/12/2012	180 00	2,340 01	0 00	2,684 68	(344 67)
JULIUS BAER GROUP LTD ADR CMN (48137C108)	01/31/2011	11/12/2012	240 00	1,635 30	0 00	2,196 00	(560 70)
KEPPEL CORP LTD (ADR) SPONSORED ADR CMN (492051305)	01/31/2011	11/12/2012	120 00	1,994 35	0 00	2,208 00	(213 65)
L'OREAL CO (ADR) ADR CMN (502117203)	09/12/2011	11/12/2012	60 00	1,509 57	0 00	1,169 46	340 11
NIDEC CORP SPONSORED ADR (654090109)	01/31/2011	11/12/2012	90 00	1,436 91	0 00	2,107 57	(670 66)
NOVARTIS AG-ADR SPONSORED ADR CMN (66987V109)	01/31/2011	11/12/2012	30 00	1,802 95	0 00	1,673 40	129 55
REED ELSEVIER GROUP PLC SPONSORED ADR CMN (758205207)	01/31/2011	11/12/2012	100 00	3,872 53	0 00	3,543 00	329 53
ROCHE HOLDING AG ADR B SHS(NOM CHF 100) VAL 224 184 (771195104)	01/31/2011	11/12/2012	70 00	3,305 32	0 00	2,677 50	627 82
ROYAL DUTCH SHELL PLC SPONSORED ADR CMN SERIES B (780259107)	01/31/2011	11/12/2012	30 00	2,097 85	0 00	2,116 87	(19 02)
SAP AG (SPON ADR) (803054204)	01/31/2011	11/12/2012	50 00	3,547 74	0 00	2,893 00	654 74
SCHNEIDER ELECTRIC SA UNSPONSORED ADR (FRANCE) (80687P106)	08/24/2011	11/12/2012	110 00	1,376 10	0 00	1,420 39	(44 29)
SUNCOR ENERGY INC CMN (867224107)	07/11/2011	11/12/2012	70 00	2,327 44	0 00	2,773 04	(445 60)
SWEDBANK A B ADR CMN (870195104)	03/07/2011	11/12/2012	90 00	1,624 46	0 00	1,538 08	86 38
SYNGENTA AG SPONSORED ADR CMN (87160A100)	01/31/2011	11/12/2012	40 00	3,003 48	0 00	2,513 31	490 17
TAIWAN SEMICONDUCTOR MFG ADS LTD ADS 1ADS EQUALS 5ORDS (874039100)	01/31/2011	11/12/2012	130 00	2,143 01	0 00	1,705 54	437 47
TRANSCANADA CORP CMN (89353D107)	01/31/2011	11/12/2012	50 00	2,240 44	0 00	1,821 50	418 94
VOLKSWAGEN AG, WOLFSBURG SPONSORED ADR PFD USD0 6813 (928662402)	07/12/2011	11/12/2012	60 00	2,362 74	0 00	2,387 73	(24 99)
VOLVO AKTIEBOLAGET ADR B ADR CMN CLASS B (928856400)	02/08/2011	11/12/2012	110 00	1,452 32	0 00	1,872 09	(419 77)
WORLEYPARSONS LIMITED UNSPONOSRED ADR CMN (98161Q101)	05/18/2011	11/12/2012	70 00	1,809 45	0 00	2,163 22	(353 77)
WPP PLC ADR CMN (92933H101)	01/31/2011	11/12/2012	40 00	2,555 54	0 00	2,476 07	79 47
YAMADA DENKI CO , LTD CMN (J95534103)	06/16/2011	11/27/2012	86 00	3,038 53	0 00	6,997 26	(3,958 73)

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LONG-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
Covered Long-Term Gains (Losses)							
YAMADA DENKI CO , LTD CMN (J95534103)	06/16/2011	11/28/2012	36 00	1,264 27	0 00	2,929 09	(1,664 82)
NIDEC CORP SPONSORED ADR (654090109)	01/31/2011	12/20/2012	61 00	867 63	0 00	1,428 46	(560 83)
CANON INC ADR SPONSORED ADR CMN (138006309)	04/29/2011	12/21/2012	96 00	3,765 20	0 00	4,498 31	(733 11)
DENSO CORP ADR ADR CMN (24872B100)	03/18/2011	12/21/2012	1 00	16 95	0 00	16 15	0 80
DENSO CORP ADR ADR CMN (24872B100)	01/31/2011	12/21/2012	63 00	1,067 82	0 00	1,159 20	(91 38)
NIDEC CORP SPONSORED ADR (654090109)	01/31/2011	12/21/2012	339 00	4,852 98	0 00	7,938 50	(3,085 52)
DENSO CORP ADR ADR CMN (24872B100)	03/18/2011	12/24/2012	5 00	84 13	0 00	80 75	3 38
DENSO CORP ADR ADR CMN (24872B100)	03/22/2011	12/24/2012	98 00	1,648 97	0 00	1,616 40	32 57
Net Covered Long-Term Disallowed Losses							**852.77**
Net Covered Long-Term Gains (Losses)				**406,243.53**	**0.00**	**422,900.98**	**(15,804.68)**
NonCovered Long-Term Gains (Losses)							
CNOOC LIMITED SPONSORED ADR CMN (126132109)	05/11/2009	01/10/2012	32 00	6,245 32	0 00	4,045 06	2,200 26
NOVO-NORDISK A/S ADR ADR CMN (670100205)	04/13/2009	01/17/2012	29 00	3,439 14	0 00	1,267 95	2,171 19
CHINA CONSTRUCTION BANK CORPOR UNSPONSORED ADR CMN (168919108)	12/15/2010	03/09/2012	202 00	3,286 48	0 00	3,665 25	(378 77)
FANUC CORP UNSPONSORED ADR CMN (307305102)		03/09/2012	2,380 00	71,327 31	0 00	No Cost	71,327 31 [8]
ICICI BANK LIMITED SPONS ADR (45104G104)	12/06/2010	03/09/2012	25 00	936 23	0 00	1,276 83	(340 60)
ICICI BANK LIMITED SPONS ADR (45104G104)		03/09/2012	296 00	11,085 00	0 00	No Cost	11,085 00 [8]
INFOSYS LTD SPONSORED ADR CMN SRS 16840480 (456788108)	06/02/2010	03/09/2012	6 00	349 97	0 00	344 82	5 15
INFOSYS LTD SPONSORED ADR CMN SRS 16840480 (456788108)	04/23/2009	03/09/2012	78 00	4,549 66	0 00	3,294 72	1,254 94
INFOSYS LTD SPONSORED ADR CMN SRS 16840480 (456788108)	10/29/2009	03/09/2012	180 00	10,499 21	0 00	8,459 55	2,039 66
INFOSYS LTD SPONSORED ADR CMN SRS 16840480 (456788108)	04/13/2009	03/09/2012	207 00	12,074 09	0 00	9,015 98	3,058 11
INFOSYS LTD SPONSORED ADR CMN SRS 16840480 (456788108)		03/09/2012	238 00	13,882 29	0 00	No Cost	13,882 29 [8]
MOBILE TELESYSTEMS OJSC SPONSORED ADR CMN (607409109)	12/15/2010	03/09/2012	46 00	833 96	0 00	930 99	(97 03)

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[5] Sale Proceeds may have been adjusted by an option premium due to an option assignment

[8] Due to incomplete cost basis gains may be incorrectly stated and should not be used for tax reporting purposes Please consult with your tax advisor

LONG-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
NonCovered Long-Term Gains (Losses)							
MOBILE TELESYSTEMS OJSC SPONSORED ADR CMN (607409109)	12/02/2010	03/09/2012	47 00	852 09	0 00	1,010 90	(158 81)
MOBILE TELESYSTEMS OJSC SPONSORED ADR CMN (607409109)	11/30/2010	03/09/2012	83 00	1,504 76	0 00	1,743 75	(238 99)
MOBILE TELESYSTEMS OJSC SPONSORED ADR CMN (607409109)		03/09/2012	721 00	13,071 49	0 00	No Cost	13,071 49 [8]
YANZHOU COAL MINING CO LTD SPONSORED ADR CMN (984846105)		03/09/2012	768 00	17,840 31	0 00	No Cost	17,840 31 [8]
VODAFONE GROUP PLC SPONSORED ADR CMN (92857W209)	11/10/2009	03/15/2012	221 00	5,778 62	0 00	5,020 15	758 47
VODAFONE GROUP PLC SPONSORED ADR CMN (92857W209)	11/10/2009	03/28/2012	241 00	6,700 85	0 00	5,474 46	1,226 39
AMERICA MOVIL SAB DE CV SPONSORED ADR CMN SERIES L (02364W105)	04/13/2009	04/12/2012	250 00	5,958 47	0 00	3,976 83	1,981 64
BG GROUP PLC SPON ADR ADR CMN (055434203)	07/02/2009	04/12/2012	300 00	6,749 84	0 00	5,133 90	1,615 94
BNP PARIBAS SPONSORED ADR CMN (05565A202)	04/13/2009	04/12/2012	140 00	2,942 73	0 00	7,254 82	(4,312 09)
CANADIAN NATIONAL RAILWAY CO CMN (136375102)	04/13/2009	04/12/2012	50 00	3,946 28	0 00	2,044 97	1,901 31
CANON INC ADR SPONSORED ADR CMN (138006309)	06/30/2010	04/12/2012	160 00	7,430 23	0 00	5,979 74	1,450 49
CNOOC LIMITED SPONSORED ADR CMN (126132109)	05/11/2009	04/12/2012	40 00	8,091 11	0 00	5,056 33	3,034 78
COCA-COLA HELLENIC BOTTLING CO SPONSORED ADR CMN (1912EP104)	04/13/2009	04/12/2012	130 00	2,294 82	0 00	2,008 85	285 97
FANUC CORP UNSPONSORED ADR CMN (307305102)		04/12/2012	74 00	2,244 37	0 00	No Cost	2,244 37 [8]
FOMENTO ECONOMICO MEXICANO SAB DE C V NEW SPONS ADR REPSTG UNIT 1 SER B SH FOMENTO ECONOMICO MEXICANO (344419106)	05/11/2009	04/12/2012	40 00	3,306 95	0 00	1,257 99	2,048 96
FRESENIUS MEDICAL CARE AG & CO KGAA SPONSORED ADR CMN (358029106)	04/13/2009	04/12/2012	50 00	3,486 92	0 00	1,877 20	1,609 72
GAZPROM ADR SPONSORED ADR CMN (368287207)	04/13/2009	04/12/2012	310 00	3,704 41	0 00	2,747 28	957 13
KINGFISHER PLC SPONSORED ADR CMN (495724403)	04/13/2009	04/12/2012	590 00	5,687 47	0 00	2,885 10	2,802 37
KOMATSU LTD ADR (NEW) SPONSORED GDS CMN (500458401)	04/13/2009	04/12/2012	150 00	4,412 90	0 00	1,948 12	2,464 78
NESTLE SA SPONSORED ADR (REP 1/20 CHF 10 REGD SHS) (641069406)	04/13/2009	04/12/2012	100 00	6,123 86	0 00	3,470 00	2,653 86
NOVO-NORDISK A/S ADR ADR CMN (670100205)	04/13/2009	04/12/2012	40 00	5,833 78	0 00	1,748 90	4,084 88
SHIRE LIMITED SPONSORED ADR CMN (82481R106)	03/12/2010	04/12/2012	40 00	3,736 62	0 00	2,640 00	1,096 62

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LONG-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
NonCovered Long-Term Gains (Losses)							
SMITH & NEPHEW PLC ADR CMN (83175M205)	04/13/2009	04/12/2012	70 00	3,423 98	0 00	2,465 68	958 30
TEVA PHARMACEUTICAL IND LTD ADS (881624209)	06/02/2010	04/12/2012	200 00	8,887 80	0 00	10,751 20	(1,863 40)
TOTAL SA SPONSORED ADR CMN (89151E109)	12/26/2007	04/12/2012	8 00	392 15	0 00	653 83	(261 68)
TOTAL SA SPONSORED ADR CMN (89151E109)	02/16/2010	04/12/2012	62 00	3,039 17	0 00	3,622 63	(583 46)
TOYOTA MOTOR CORPORATION SPON ADR (892331307)	04/13/2009	04/12/2012	40 00	3,313 08	0 00	5,046 20	(1,733 12)
UNILEVER N V NY SHS (NEW) ADR CMN (904784709)	11/10/2009	04/12/2012	170 00	5,535 07	0 00	5,354 98	180 09
VODAFONE GROUP PLC SPONSORED ADR CMN (92857W209)	11/10/2009	04/12/2012	70 00	1,900 45	0 00	1,590 09	310 36
PUBLICIS GROUPE S A SPONSORED ADR CMN (74463M106)	05/25/2010	04/13/2012	33 00	872 83	0 00	640 49	232 34
PUBLICIS GROUPE S A SPONSORED ADR CMN (74463M106)	05/20/2010	04/13/2012	167 00	4,417 05	0 00	3,441 55	975 50
FOMENTO ECONOMICO MEXICANO SAB DE C V NEW SPONS ADR REPSTG UNIT 1 SER B SH FOMENTO ECONOMICO MEXICANO (344419106)	05/11/2009	04/23/2012	63 00	5,077 67	0 00	1,981 33	3,096 34
NOVO-NORDISK A/S ADR ADR CMN (670100205)	04/13/2009	05/03/2012	18 00	2,682 76	0 00	787 01	1,895 75
VODAFONE GROUP PLC SPONSORED ADR CMN (92857W209)	11/10/2009	05/18/2012	141 00	3,676 83	0 00	3,202 90	473 93
BNP PARIBAS SPONSORED ADR CMN (05565A202)	04/13/2009	05/21/2012	394 00	6,579 65	0 00	20,417 12	(13,837 47)
BRAMBLES LIMITED UNSPONSORED ADR CMN (105105100)		07/12/2012	0 00	14 14	0 00	No Cost	14 14 [8]
CANON INC ADR SPONSORED ADR CMN (138006309)	06/30/2010	07/18/2012	101 00	3,723 91	0 00	3,774 71	(50 80)
TOTAL SA SPONSORED ADR CMN (89151E109)	02/16/2010	07/31/2012	167 00	7,719 30	0 00	9,757 73	(2,038 43)
AMERICA MOVIL SAB DE CV SPONSORED ADR CMN SERIES L (02364W105)	04/13/2009	08/01/2012	134 00	3,580 90	0 00	2,131 58	1,449 32
FOMENTO ECONOMICO MEXICANO SAB DE C V NEW SPONS ADR REPSTG UNIT 1 SER B SH FOMENTO ECONOMICO MEXICANO (344419106)	05/11/2009	08/06/2012	31 00	2,676 14	0 00	974 94	1,701 20
NOVO-NORDISK A/S ADR ADR CMN (670100205)	04/13/2009	08/13/2012	21 00	3,261 41	0 00	918 17	2,343 24
KINGFISHER PLC SPONSORED ADR CMN (495724403)	04/13/2009	09/04/2012	653 00	5,635 65	0 00	3,193 17	2,442 48
CANON INC ADR SPONSORED ADR CMN (138006309)	06/30/2010	10/10/2012	66 00	1,975 90	0 00	2,466 64	(490 74)

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LONG-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
NonCovered Long-Term Gains (Losses)							
FOMENTO ECONOMICO MEXICANO SAB DE C V NEW SPONS ADR REPSTG UNIT 1 SER B SH FOMENTO ECONOMICO MEXICANO (344419106)	05/11/2009	10/18/2012	2 00	192 55	0 00	62 90	129 65
FOMENTO ECONOMICO MEXICANO SAB DE C V NEW SPONS ADR REPSTG UNIT 1 SER B SH FOMENTO ECONOMICO MEXICANO (344419106)	10/22/2010	10/18/2012	27 00	2,599 35	0 00	1,443 45	1,155 90
JULIUS BAER GROUP LTD ADR CMN (48137C108)		11/07/2012	0 00	310 75	0 00	No Cost	310 75 [8]
AMERICA MOVIL SAB DE CV SPONSORED ADR CMN SERIES L (02364W105)	04/13/2009	11/12/2012	90 00	2,134 75	0 00	1,431 66	703 09
BG GROUP PLC SPON ADR ADR CMN (055434203)	07/02/2009	11/12/2012	150 00	2,464 56	0 00	2,566 95	(102 39)
CANADIAN NATIONAL RAILWAY CO CMN (136375102)	04/13/2009	11/12/2012	20 00	1,734 36	0 00	817 99	916 37
CNOOC LIMITED SPONSORED ADR CMN (126132109)	05/11/2009	11/12/2012	2 00	412 01	0 00	252 82	159 19
CNOOC LIMITED SPONSORED ADR CMN (126132109)	10/05/2009	11/12/2012	8 00	1,648 04	0 00	1,077 61	570 43
COCA-COLA HELLENIC BOTTLING CO SPONSORED ADR CMN (1912EP104)	04/13/2009	11/12/2012	40 00	865 58	0 00	601 34	264 24
FRESENIUS MEDICAL CARE AG & CO KGAA SPONSORED ADR CMN (358029106)	04/13/2009	11/12/2012	20 00	1,342 16	0 00	750 88	591 28
GAZPROM ADR SPONSORED ADR CMN (368287207)	04/13/2009	11/12/2012	120 00	1,088 53	0 00	1,063 46	25 07
KINGFISHER PLC SPONSORED ADR CMN (495724403)	04/13/2009	11/12/2012	210 00	1,887 85	0 00	1,026 90	860 95
KOMATSU LTD ADR (NEW) SPONSORED GDS CMN (500458401)	04/13/2009	11/12/2012	70 00	1,488 87	0 00	909 13	579 74
NESTLE SA SPONSORED ADR (REP 1/20 CHF 10 REGD SHS) (641069406)	04/13/2009	11/12/2012	40 00	2,526 34	0 00	1,388 00	1,138 34
NOVO-NORDISK A/S ADR ADR CMN (670100205)	04/13/2009	11/12/2012	10 00	1,546 97	0 00	437 23	1,109 74
PUBLICIS GROUPE S A SPONSORED ADR CMN (74463M106)	05/25/2010	11/12/2012	160 00	2,115 15	0 00	1,552 71	562 44
SHIRE LIMITED SPONSORED ADR CMN (82481R106)	03/12/2010	11/12/2012	10 00	834 28	0 00	660 00	174 28
SMITH & NEPHEW PLC ADR CMN (83175M205)	04/13/2009	11/12/2012	30 00	1,564 76	0 00	1,056 72	508 04
TEVA PHARMACEUTICAL IND LTD ADS (881624209)	06/02/2010	11/12/2012	80 00	3,215 12	0 00	4,300 48	(1,085 36)
TOYOTA MOTOR CORPORATION SPON ADR (892331307)	04/13/2009	11/12/2012	20 00	1,556 36	0 00	2,523 10	(966 74)

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LONG-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
NonCovered Long-Term Gains (Losses)							
UNILEVER N V NY SHS (NEW) ADR CMN (904784709)	11/10/2009	11/12/2012	70 00	2,526 25	0 00	2,204 99	321 26
Net NonCovered Long-Term Gains (Losses)				**372,647.97**	**0.00**	**204,880.71**	**167,767.26**

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REALIZED GAIN AND LOSS SUMMARY

SHORT-TERM GAINS (LOSSES)		LONG-TERM GAINS (LOSSES)		ORDINARY GAINS (LOSSES)	
Net Covered Short Term Gains (Losses)	4 480 05	Net Covered Long Term Gains (Losses)	12 329 67	Net Ordinary Gains (Losses)	0 00
Net NonCovered Short Term Gains (Losses)	0 00	Net NonCovered Long Term Gains (Losses)	533 16		
Net 1099B Non Reportable Short Term Gains (Losses)	0 00	Net 1099B Non Reportable Long Term Gains (Losses)	0 00		
Net Miscellaneous Short Term Gains (Losses)	0 00	Net Miscellaneous Long Term Gains (Losses)	0 00	Net Miscellaneous Ordinary Gains (Losses)	0 00
Net Regulated Futures Contract Short Term Gains (Losses)	0 00	Net Regulated Futures Contract Long Term Gains (Losses)	0 00		
Total Short-Term Gains (Losses)	**4,480 05**	**Total Long-Term Gains (Losses)**	**12,862 83**	**Total Ordinary Gains (Losses)**	**0 00**

SHORT-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
Covered Short-Term Gains (Losses)							
PAR PHARMACEUTICAL COS INC CMN (69888P106)	06/27/2012	09/14/2012	140 00	6,976 63	0 00	4,788 63	2,188 00
PAR PHARMACEUTICAL COS INC CMN (69888P106)	06/28/2012	09/14/2012	140 00	6,976 63	0 00	4,838 41	2,138 22
GRAND CANYON EDUCATION, INC CMN (38526M106)	12/21/2011	11/13/2012	25 00	543 73	0 00	389 90	153 83
Net Covered Short-Term Gains (Losses)				**14,496.99**	**0.00**	**10,016.94**	**4,480.05**

LONG-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
Covered Long-Term Gains (Losses)							
TRACTOR SUPPLY CO CMN (892356106)	02/01/2011	03/09/2012	40 00	3,486 91	0 00	2,064 93	1,421 98
TUPPERWARE BRANDS CORPORATION CMN (899896104)	02/01/2011	03/09/2012	45 00	2,857 87	0 00	2,355 29	502 58
TRACTOR SUPPLY CO CMN (892356106)	02/01/2011	03/26/2012	85 00	7,633 27	0 00	4,387 98	3,245 29
TRACTOR SUPPLY CO CMN (892356106)	02/01/2011	04/25/2012	65 00	6,369 18	0 00	3,355 51	3,013 67
SOURCEFIRE INC CMN (83616T108)	02/01/2011	04/30/2012	60 00	3,052 22	0 00	1,526 49	1,525 73
HIBBETT SPORTS INC CMN (428567101)	02/01/2011	05/08/2012	85 00	4,984 02	0 00	2,813 05	2,170 97
MONRO MUFFLER BRAKE, INC CMN (610236101)	02/01/2011	05/08/2012	55 00	2,094 36	0 00	1,838 01	256 35

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LONG-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
Covered Long-Term Gains (Losses)							
PROASSURANCE CORP CMN (74267C106)	02/01/2011	06/12/2012	20 00	1,756 08	0 00	1,183 81	572 27
TUPPERWARE BRANDS CORPORATION CMN (899896104)	02/01/2011	06/14/2012	35 00	1,859 49	0 00	1,831 89	27 60
MIDDLEBY CORP CMN (596278101)	02/01/2011	06/18/2012	45 00	4,288 25	0 00	3,757 18	531 07
PSS WORLD MEDICAL INC CMN (69366A100)	02/14/2011	06/26/2012	215 00	4,284 03	0 00	5,391 49	(1,107 46)
PSS WORLD MEDICAL INC CMN (69366A100)	06/13/2011	06/27/2012	25 00	495 90	0 00	681 12	(185 22)
PSS WORLD MEDICAL INC CMN (69366A100)	03/22/2011	06/27/2012	60 00	1,190 16	0 00	1,594 36	(404 20)
PSS WORLD MEDICAL INC CMN (69366A100)	02/14/2011	06/27/2012	135 00	2,677 85	0 00	3,385 35	(707 50)
SOURCEFIRE INC CMN (83616T108)	02/01/2011	07/12/2012	70 00	3,065 60	0 00	1,780 91	1,284 69
HMSC HOLDINGS CORP CMN (40425J101)	02/01/2011	07/13/2012	55 00	1,820 22	0 00	1,193 22	627 00
SCHNITZER STEEL INDUSTRIES,INC CLASS A (806882106)	02/01/2011	07/13/2012	115 00	3,423 70	0 00	7,256 50	(3,832 80)
MONRO MUFFLER BRAKE, INC CMN (610236101)	02/01/2011	07/26/2012	95 00	3,078 81	0 00	3,174 75	(95 94)
PEET'S COFFEE & TEA, INC CMN (705560100)	02/01/2011	09/24/2012	105 00	7,708 02	0 00	4,109 63	3,598 39
TORO CO (DELAWARE) CMN (891092108)	02/01/2011	10/10/2012	65 00	2,561 58	0 00	1,994 35	567 23
MERIDIAN BIOSCIENCE INC CMN (589584101)	02/01/2011	10/31/2012	220 00	4,350 97	0 00	4,939 53	(588 56)
ICU MEDICAL INC CMN (44930G107)	02/01/2011	11/13/2012	15 00	880 53	0 00	649 76	230 77
NORDSON CORP CMN (655663102)	02/01/2011	11/13/2012	15 00	908 85	0 00	708 36	200 49
SILGAN HOLDINGS INC CMN (827048109)	02/01/2011	11/13/2012	20 00	847 01	0 00	754 98	92 03
CLECO CORPORATION CMN (12561W105)	02/01/2011	12/12/2012	85 00	3,425 81	0 00	2,692 82	732 99
SOLERA HOLDINGS INC CMN (83421A104)	02/01/2011	12/12/2012	45 00	2,406 84	0 00	2,373 28	33 56
UNITED THERAPEUTICS CORP CMN (91307C102)	02/01/2011	12/12/2012	85 00	4,425 63	0 00	5,808 94	(1,383 31)
Net Covered Long-Term Gains (Losses)				**85,933.16**	**0.00**	**73,603.49**	**12,329.67**
NonCovered Long-Term Gains (Losses)							
TORTOISE ENERGY INFRASTRUCTURE CORP COMMON (89147L100)	02/01/2011	11/13/2012	20 00	796 80	0 00	772 00	24 80

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LONG-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
NonCovered Long-Term Gains (Losses)							
AMERICAN CAMPUS CMNTYS, INC CMN (024835100)	02/01/2011	12/24/2012	35 00	1,625 74	0 00	1,117 38	508 36
Net NonCovered Long-Term Gains (Losses)				**2,422.54**	**0.00**	**1,889.38**	**533.16**

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REALIZED GAIN AND LOSS SUMMARY

SHORT-TERM GAINS (LOSSES)		LONG-TERM GAINS (LOSSES)		ORDINARY GAINS (LOSSES)	
Net Covered Short Term Gains (Losses)	6 834 64	Net Covered Long Term Gains (Losses)	6 073 58	Net Ordinary Gains (Losses)	0 00
Net NonCovered Short Term Gains (Losses)	0 00	Net NonCovered Long Term Gains (Losses)	18 234 19		
Net 1099B Non Reportable Short Term Gains (Losses)	0 00	Net 1099B Non Reportable Long Term Gains (Losses)	0 00		
Net Miscellaneous Short Term Gains (Losses)	0 00	Net Miscellaneous Long Term Gains (Losses)	0 00	Net Miscellaneous Ordinary Gains (Losses)	0 00
Net Regulated Futures Contract Short Term Gains (Losses)	0 00	Net Regulated Futures Contract Long Term Gains (Losses)	0 00		
Total Short-Term Gains (Losses)	**6,834 64**	**Total Long-Term Gains (Losses)**	**24,307 77**	**Total Ordinary Gains (Losses)**	**0 00**

SHORT-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
Covered Short-Term Gains (Losses)							
CORE LABORATORIES N V CMN (N22717107)	01/31/2011	01/06/2012	58 00	6,378 25	0 00	5,164 90	1,213 35
LKQ CORPORATION CMN (501889208)	01/31/2011	01/09/2012	98 00	3,065 53	0 00	2,325 54	739 99
3 D SYSTEMS CORP (NEW) CMN (88554D205)	05/24/2011	04/11/2012	130 00	2,972 74	0 00	2,352 64	620 10
CONCHO RESOURCES INC CMN (20605P101)	08/10/2011	04/11/2012	18 00	1,717 34	0 00	1,436 93	280 41
CONCUR TECHNOLOGIES INC CMN (206708109)	09/22/2011	04/11/2012	56 00	3,064 81	0 00	1,984 41	1,080 40
COSTAR GROUP INC CMN (22160N109)	09/19/2011	04/11/2012	27 00	1,833 79	0 00	1,454 67	379 12
GARDER DENVER INC CMN (365558105)	12/22/2011	04/11/2012	63 00	3,782 43	0 00	4,892 53	(1,110 10)
GARDER DENVER INC CMN (365558105) Disallowed Loss							1,110 10
SEI INVESTMENTS CO CMN (784117103)	03/07/2012	04/11/2012	76 00	1,514 64	0 00	1,499 36	15 28
BEACON ROOFING SUPPLY, INC CMN (073685109)	08/18/2011	07/09/2012	67 00	1,784 87	0 00	1,032 16	752 71
BEACON ROOFING SUPPLY, INC CMN (073685109)	08/18/2011	08/09/2012	385 00	9,908 59	0 00	5,931 08	3,977 51
GARDER DENVER INC CMN (365558105)	12/22/2011	08/28/2012	8 00	484 90	0 00	621 27	(136 37)
GARDER DENVER INC CMN (365558105)	12/22/2011	08/28/2012	45 00	2,727 60	0 00	3,623 89	(896 29)
GARDER DENVER INC CMN (365558105)	12/22/2011	08/29/2012	18 00	1,079 21	0 00	1,449 56	(370 35)
GARDER DENVER INC CMN (365558105)	01/26/2012	08/29/2012	27 00	1,618 80	0 00	2,070 01	(451 21)
GARDER DENVER INC CMN (365558105)	01/06/2012	08/29/2012	67 00	4,017 03	0 00	5,472 31	(1,455 28)

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SHORT-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
Covered Short-Term Gains (Losses)							
GARDER DENVER INC CMN (365558105)	04/03/2012	12/20/2012	84 00	6,408 63	0 00	5,284 47	1,124 16
GARDER DENVER INC CMN (365558105)	01/26/2012	12/20/2012	104 00	7,934 50	0 00	7,973 39	(38 89)
Net Covered Short-Term Disallowed Losses							**1,110.10**
Net Covered Short-Term Gains (Losses)				**60,293.66**	**0.00**	**54,569.12**	**6,834.64**

LONG-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
Covered Long-Term Gains (Losses)							
BEACON ROOFING SUPPLY, INC CMN (073685109)	01/31/2011	02/08/2012	137 00	3,241 72	0 00	2,484 36	757 36
BEACON ROOFING SUPPLY, INC CMN (073685109)	01/31/2011	02/09/2012	139 00	3,330 94	0 00	2,520 63	810 31
II-VI INC CMN (902104108)	01/31/2011	02/09/2012	69 00	1,629 43	0 00	1,686 23	(56 80)
FASTENAL CO CMN (311900104)	01/31/2011	02/16/2012	329 00	16,696 11	0 00	9,522 94	7,173 17
TECHNE CORP CMN (878377100)	01/31/2011	03/19/2012	50 00	3,511 61	0 00	3,445 50	66 11
TECHNE CORP CMN (878377100)	01/31/2011	03/20/2012	109 00	7,527 88	0 00	7,511 19	16 69
ADTRAN INC CMN (00738A106)	01/31/2011	04/11/2012	136 00	4,142 46	0 00	5,705 20	(1,562 74)
ADTRAN INC CMN (00738A106) Disallowed Loss							1,562 74
AMERICAN PUBLIC EDUCATION INC CMN (02913V103)	01/31/2011	04/11/2012	48 00	1,776 92	0 00	1,648 80	128 12
APACHE CORP CMN (037411105)	01/31/2011	04/11/2012	22 00	2,051 45	0 00	2,525 60	(474 15)
BEACON ROOFING SUPPLY, INC CMN (073685109)	01/31/2011	04/11/2012	129 00	3,200 41	0 00	2,339 29	861 12
CORE LABORATORIES N V CMN (N22717107)	01/31/2011	04/11/2012	23 00	3,043 06	0 00	2,048 15	994 91
DEALERTRACK TECHNOLOGIES, INC CMN (242309102)	01/31/2011	04/11/2012	159 00	4,646 87	0 00	3,126 66	1,520 21
ECOLAB INC CMN (278865100)	02/28/2011	04/11/2012	80 00	4,826 29	0 00	3,852 50	973 79
EXPEDITORS INTL WASH INC CMN (302130109)	01/31/2011	04/11/2012	164 00	7,560 23	0 00	8,341 83	(781 60)
FASTENAL CO CMN (311900104)	01/31/2011	04/11/2012	196 00	9,707 66	0 00	5,673 24	4,034 42

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[5] Sale Proceeds may have been adjusted by an option premium due to an option assignment

LONG-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
Covered Long-Term Gains (Losses)							
HEALTHCARE SVCS GROUP INC CMN (421906108)	01/31/2011	04/11/2012	200 00	4,267 90	0 00	3,198 68	1,069 22
IDEXX LABORATORIES CMN (45168D104)	01/31/2011	04/11/2012	77 00	6,520 21	0 00	5,504 37	1,015 84
II-VI INC CMN (902104108)	01/31/2011	04/11/2012	128 00	2,824 89	0 00	3,128 08	(303 19)
K12 INC CMN (48273U102)	01/31/2011	04/11/2012	98 00	2,278 44	0 00	2,723 50	(445 06)
LKQ CORPORATION CMN (501889208)	02/23/2011	04/11/2012	48 00	1,424 61	0 00	1,199 87	224 74
LKQ CORPORATION CMN (501889208)	01/31/2011	04/11/2012	83 00	2,463 38	0 00	1,969 59	493 79
MARKEL CORPORATION CMN (570535104)	01/31/2011	04/11/2012	14 00	6,216 30	0 00	5,614 14	602 16
MONSANTO COMPANY CMN (61166W101)	01/31/2011	04/11/2012	35 00	2,672 89	0 00	2,497 25	175 64
PRICE T ROWE GROUP INC CMN (74144T108)	01/31/2011	04/11/2012	70 00	4,321 00	0 00	4,619 45	(298 45)
QUANTA SERVICES INC CMN (74762E102)	02/28/2011	04/11/2012	94 00	1,950 45	0 00	2,142 20	(191 75)
RESMED INC CMN (761152107)	01/31/2011	04/11/2012	193 00	5,884 43	0 00	6,129 02	(244 59)
ROPER INDS INC (NEW) CMN (776696106)	01/31/2011	04/11/2012	59 00	5,675 67	0 00	4,699 35	976 32
STERICYCLE INC CMN (858912108)	01/31/2011	04/11/2012	24 00	2,051 23	0 00	1,878 24	172 99
TEVA PHARMACEUTICAL IND LTD ADS (881624209)	01/31/2011	04/11/2012	97 00	4,282 45	0 00	5,246 43	(963 98)
TRIMBLE NAVIGATION LTD CMN (896239100)	01/31/2011	04/11/2012	141 00	7,450 27	0 00	6,318 56	1,131 71
ULTRA PETROLEUM CORP CMN (903914109)	01/31/2011	04/11/2012	98 00	1,871 75	0 00	4,500 39	(2,628 64)
UNIT CORP CMN (909218109)	01/31/2011	04/11/2012	40 00	1,640 76	0 00	2,014 80	(374 04)
ECOLAB INC CMN (278865100)	02/28/2011	04/19/2012	83 00	5,158 89	0 00	3,996 97	1,161 92
QUANTA SERVICES INC CMN (74762E102)	02/28/2011	05/04/2012	550 00	12,733 64	0 00	12,534 12	199 52
LKQ CORPORATION CMN (501889208)	02/23/2011	05/24/2012	145 00	5,175 57	0 00	3,624 59	1,550 98
BEACON ROOFING SUPPLY, INC CMN (073685109)	01/31/2011	05/25/2012	343 00	8,416 69	0 00	6,219 96	2,196 73
LKQ CORPORATION CMN (501889208)	02/23/2011	05/25/2012	20 00	709 97	0 00	499 94	210 03
LKQ CORPORATION CMN (501889208)	02/28/2011	05/25/2012	133 00	4,721 31	0 00	3,193 10	1,528 21
DEALERTRACK TECHNOLOGIES, INC CMN (242309102)	01/31/2011	05/31/2012	63 00	1,722 56	0 00	1,238 86	483 70
DEALERTRACK TECHNOLOGIES, INC CMN (242309102)	01/31/2011	06/01/2012	175 00	4,602 27	0 00	3,441 29	1,160 98

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[5] Sale Proceeds may have been adjusted by an option premium due to an option assignment

LONG-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
Covered Long-Term Gains (Losses)							
BEACON ROOFING SUPPLY, INC CMN (073685109)	01/31/2011	07/09/2012	148 00	3,942 70	0 00	2,683 83	1,258 87
3 D SYSTEMS CORP (NEW) CMN (88554D205)	05/24/2011	07/20/2012	63 00	2,160 59	0 00	1,140 12	1,020 47
RESMED INC CMN (761152107)	01/31/2011	07/27/2012	162 00	5,169 79	0 00	5,144 57	25 22
RESMED INC CMN (761152107)	01/31/2011	07/30/2012	152 00	4,810 69	0 00	4,827 00	(16 31)
IDEXX LABORATORIES CMN (45168D104)	01/31/2011	08/09/2012	81 00	7,261 09	0 00	5,790 31	1,470 78
MONSANTO COMPANY CMN (61166W101)	01/31/2011	09/06/2012	66 00	5,817 47	0 00	4,709 10	1,108 37
ULTRA PETROLEUM CORP CMN (903914109)	01/31/2011	09/20/2012	767 00	17,209 79	0 00	35,222 41	(18,012 62)
UNIT CORP CMN (909218109)	01/31/2011	09/20/2012	224 00	9,782 64	0 00	11,282 88	(1,500 24)
RESMED INC CMN (761152107)	01/31/2011	10/31/2012	199 00	7,944 10	0 00	6,319 56	1,624 54
ROPER INDS INC (NEW) CMN (776696106)	01/31/2011	12/10/2012	94 00	10,533 75	0 00	7,487 10	3,046 65
TEVA PHARMACEUTICAL IND LTD ADS (881624209)	01/31/2011	12/26/2012	535 00	20,055 90	0 00	28,936 49	(8,880 59)
Net Covered Long-Term Disallowed Losses							**1,562.74**
Net Covered Long-Term Gains (Losses)				**278,619.08**	**0.00**	**274,108.24**	**6,073.58**
NonCovered Long-Term Gains (Losses)							
LKQ CORPORATION CMN (501889208)	11/10/2009	01/06/2012	119 00	3,730 86	0 00	2,109 91	1,620 95
LKQ CORPORATION CMN (501889208)	11/10/2009	01/09/2012	115 00	3,597 30	0 00	2,038 98	1,558 32
AMERICAN TOWER CORPORATION CMN (03027X100)	01/31/2011	04/11/2012	53 00	3,335 21	0 00	2,720 49	614 72
ANSYS INC CMN (03662Q105)	11/10/2009	04/11/2012	120 00	7,540 63	0 00	5,010 67	2,529 96
CELGENE CORPORATION CMN (151020104)	11/10/2009	04/11/2012	46 00	3,617 35	0 00	2,486 97	1,130 38
JACOBS ENGINEERING GRP CMN (469814107)	11/10/2009	04/11/2012	117 00	4,982 91	0 00	5,136 14	(153 23)
POTASH CORP OF SASKATCHEWAN INC (73755L107)	04/13/2009	04/11/2012	80 00	3,444 72	0 00	2,346 91	1,097 81
QUALCOMM INC CMN (747525103)	11/10/2009	04/11/2012	108 00	7,180 75	0 00	4,792 82	2,387 93
SCHLUMBERGER LTD CMN (806857108)	04/13/2009	04/11/2012	88 00	6,004 98	0 00	3,898 40	2,106 58
VISA INC CMN CLASS A (92826C839)	11/11/2009	04/11/2012	45 00	5,275 68	0 00	3,642 39	1,633 29

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[5] Sale Proceeds may have been adjusted by an option premium due to an option assignment

LONG-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
NonCovered Long-Term Gains (Losses)							
CELGENE CORPORATION CMN (151020104)	11/10/2009	04/19/2012	73 00	5,722 49	0 00	3,946 71	1,775 78
SCHLUMBERGER LTD CMN (806857108)	04/13/2009	09/20/2012	63 00	4,722 60	0 00	2,790 90	1,931 70
Net NonCovered Long-Term Gains (Losses)				**59,155.48**	**0.00**	**40,921.29**	**18,234.19**

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REALIZED GAIN AND LOSS SUMMARY

SHORT-TERM GAINS (LOSSES)		LONG-TERM GAINS (LOSSES)		ORDINARY GAINS (LOSSES)	
Net Covered Short Term Gains (Losses)	0 00	Net Covered Long Term Gains (Losses)	7 479 72	Net Ordinary Gains (Losses)	0 00
Net NonCovered Short Term Gains (Losses)	0 00	Net NonCovered Long Term Gains (Losses)	248 095 24		
Net 1099B Non Reportable Short Term Gains (Losses)	0 00	Net 1099B Non Reportable Long Term Gains (Losses)	0 00		
Net Miscellaneous Short Term Gains (Losses)	0 00	Net Miscellaneous Long Term Gains (Losses)	0 00	Net Miscellaneous Ordinary Gains (Losses)	0 00
Net Regulated Futures Contract Short Term Gains (Losses)	0 00	Net Regulated Futures Contract Long Term Gains (Losses)	0 00		
Total Short-Term Gains (Losses)	**0 00**	**Total Long-Term Gains (Losses)**	**255,574 96**	**Total Ordinary Gains (Losses)**	**0 00**

LONG-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
Covered Long-Term Gains (Losses)							
VISA INC CMN CLASS A (92826C839)	02/11/2011	12/12/2012	101 00 [9]	15,029 47	0 00	7,549 75	7,479 72
Net Covered Long-Term Gains (Losses)				**15,029.47**	**0.00**	**7,549.75**	**7,479.72**
NonCovered Long-Term Gains (Losses)							
AARON RENTS INC A CMN (002535300)		03/08/2012	580 00	15,044 92	0 00	No Cost	15,044 92 [8]
AMETEK INC (NEW) CMN (031100100)	11/10/2009	03/08/2012	462 00	21,933 14	0 00	11,087 85	10,845 29
FAIR ISAAC INC CMN (303250104)		03/08/2012	544 00	22,317 90	0 00	No Cost	22,317 90 [8]
FIRST HORIZON NATIONAL CORP CMN (320517105)	12/13/2010	03/08/2012	18 00	172 66	0 00	188 18	(15 52)
FIRST HORIZON NATIONAL CORP CMN (320517105)	12/14/2010	03/08/2012	112 00	1,074 33	0 00	1,219 44	(145 11)
FIRST HORIZON NATIONAL CORP CMN (320517105)	12/13/2010	03/08/2012	112 00	1,074 33	0 00	1,170 88	(96 55)
FIRST HORIZON NATIONAL CORP CMN (320517105)	12/13/2010	03/08/2012	377 00	3,616 27	0 00	3,941 27	(325 00)
FIRST HORIZON NATIONAL CORP CMN (320517105)		03/08/2012	1,015 00	9,736 10	0 00	No Cost	9,736 10 [8]
JANUS CAPITAL GROUP INC CMN (47102X105)	12/07/2010	03/08/2012	444 00	3,854 12	0 00	5,250 97	(1,396 85)
JANUS CAPITAL GROUP INC CMN (47102X105)	12/07/2010	03/08/2012	451 00	3,914 88	0 00	5,333 75	(1,418 87)
JANUS CAPITAL GROUP INC CMN (47102X105)	11/29/2010	03/08/2012	479 00	4,157 93	0 00	5,149 16	(991 23)

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[8] Due to incomplete cost basis gains may be incorrectly stated and should not be used for tax reporting purposes Please consult with your tax advisor

[9] This position is a gifted security

LONG-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
NonCovered Long-Term Gains (Losses)							
JANUS CAPITAL GROUP INC CMN (47102X105)		03/08/2012	1,028 00	8,923 49	0 00	No Cost	8,923 49 [8]
JANUS CAPITAL GROUP INC CMN (47102X105)		03/08/2012	4,084 00	35,450 93	0 00	No Cost	35,450 93 [8]
LAS VEGAS SANDS CORP CMN (517834107)	06/15/2009	03/08/2012	64 00	3,522 50	0 00	514 14	3,008 36
LAS VEGAS SANDS CORP CMN (517834107)		03/08/2012	86 00	4,733 35	0 00	No Cost	4,733 35 [8]
LAS VEGAS SANDS CORP CMN (517834107)	11/16/2010	03/08/2012	106 00	5,834 13	0 00	4,649 80	1,184 33
LAS VEGAS SANDS CORP CMN (517834107)	07/06/2010	03/08/2012	119 00	6,549 64	0 00	2,647 13	3,902 51
LAS VEGAS SANDS CORP CMN (517834107)	12/10/2009	03/08/2012	158 00	8,696 16	0 00	2,412 19	6,283 97
LAS VEGAS SANDS CORP CMN (517834107)	07/06/2009	03/08/2012	517 00	28,455 16	0 00	3,599 77	24,855 39
MONSTER WORLDWIDE INC CMN (611742107)		03/08/2012	1,309 00	11,372 39	0 00	No Cost	11,372 39 [8]
MONSTER WORLDWIDE INC CMN (611742107)		03/08/2012	1,933 00	16,793 60	0 00	No Cost	16,793 60 [8]
O'REILLY AUTOMOTIVE INC CMN (67103H107)		03/08/2012	421 00	38,111 77	0 00	No Cost	38,111 77 [8]
O'REILLY AUTOMOTIVE INC CMN (67103H107)	11/11/2009	03/08/2012	530 00	47,979 18	0 00	21,166 35	26,812 83
UMPQUA HLDGS CORP CMN (904214103)		03/08/2012	1,095 00	13,107 24	0 00	No Cost	13,107 24 [8]
Net NonCovered Long-Term Gains (Losses)				**316,426.12**	**0.00**	**68,330.88**	**248,095.24**

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[5] Sale Proceeds may have been adjusted by an option premium due to an option assignment

[8] Due to incomplete cost basis gains may be incorrectly stated and should not be used for tax reporting purposes Please consult with your tax advisor

REALIZED GAIN AND LOSS SUMMARY

SHORT-TERM GAINS (LOSSES)		LONG-TERM GAINS (LOSSES)		ORDINARY GAINS (LOSSES)	
Net Covered Short Term Gains (Losses)	12 414 81	Net Covered Long Term Gains (Losses)	(47 322 58)	Net Ordinary Gains (Losses)	0 00
Net NonCovered Short Term Gains (Losses)	2 584 34	Net NonCovered Long Term Gains (Losses)	374 11		
Net 1099B Non Reportable Short Term Gains (Losses)	0 00	Net 1099B Non Reportable Long Term Gains (Losses)	0 00		
Net Miscellaneous Short Term Gains (Losses)	0 00	Net Miscellaneous Long Term Gains (Losses)	0 00	Net Miscellaneous Ordinary Gains (Losses)	0 00
Net Regulated Futures Contract Short Term Gains (Losses)	0 00	Net Regulated Futures Contract Long Term Gains (Losses)	0 00		
Total Short-Term Gains (Losses)	**14,999 15**	**Total Long-Term Gains (Losses)**	**(46,948.47)**	**Total Ordinary Gains (Losses)**	**0 00**

SHORT-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
Covered Short-Term Gains (Losses)							
ADECCO S A ADR CMN (006754204)	02/03/2012	09/11/2012	250 00	6,299 86	0 00	6,323 28	(23 42)
ADECCO S A ADR CMN (006754204)	02/01/2012	09/11/2012	278 00	7,005 44	0 00	6,807 50	197 94
AMADEUS IT HLDG S A ADR CMN (02263T104)	05/10/2012	09/11/2012	210 00	4,808 89	0 00	4,203 07	605 82
ARYZTA AG UNSPONSORED ADR (04338X102)	03/12/2012	09/11/2012	200 00	5,087 89	0 00	4,956 74	131 15
BARCLAYS PLC,AMER DEP SHS ADR CMN (06738E204)	10/12/2011	09/11/2012	300 00	4,117 83	0 00	3,536 37	581 46
BARCLAYS PLC,AMER DEP SHS ADR CMN (06738E204)	12/22/2011	09/11/2012	800 00	10,980 87	0 00	9,025 44	1,955 43
C & C GROUP PLC ADR CMN (124651100)	07/20/2012	09/11/2012	21 00	293 78	0 00	261 77	32 01
C & C GROUP PLC ADR CMN (124651100)	07/18/2012	09/11/2012	31 00	433 68	0 00	389 30	44 38
C & C GROUP PLC ADR CMN (124651100)	07/16/2012	09/11/2012	35 00	489 64	0 00	438 19	51 45
C & C GROUP PLC ADR CMN (124651100)	07/19/2012	09/11/2012	72 00	1,007 26	0 00	903 46	103 80
C & C GROUP PLC ADR CMN (124651100)	07/23/2012	09/11/2012	130 00	1,818 66	0 00	1,600 89	217 77
C & C GROUP PLC ADR CMN (124651100)	01/11/2012	09/11/2012	228 00	3,189 65	0 00	2,735 59	454 06
C & C GROUP PLC ADR CMN (124651100)	03/12/2012	09/11/2012	400 00	5,595 87	0 00	6,130 24	(534 37)
CARNIVAL PLC ADR CMN (14365C103)	06/20/2012	09/11/2012	60 00	2,179 15	0 00	2,144 90	34 25
CARNIVAL PLC ADR CMN (14365C103)	10/27/2011	09/11/2012	149 00	5,411 55	0 00	5,701 34	(289 79)
CARNIVAL PLC ADR CMN (14365C103)	01/17/2012	09/11/2012	150 00	5,447 88	0 00	4,393 41	1,054 47

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SHORT-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
Covered Short-Term Gains (Losses)							
CELESIO AG UNSPONSORED ADR CMN (15100H109)	07/27/2012	09/11/2012	306 00	1,138 29	0 00	1,053 74	84 55
CELESIO AG UNSPONSORED ADR CMN (15100H109)	08/02/2012	09/11/2012	530 00	1,971 56	0 00	1,898 41	73 15
CELESIO AG UNSPONSORED ADR CMN (15100H109)	02/03/2012	09/11/2012	631 00	2,347 27	0 00	2,567 16	(219 89)
CELESIO AG UNSPONSORED ADR CMN (15100H109)	03/16/2012	09/11/2012	781 00	2,905 25	0 00	3,064 96	(159 71)
CELESIO AG UNSPONSORED ADR CMN (15100H109)	02/03/2012	09/11/2012	969 00	3,604 60	0 00	4,528 02	(923 42)
CHINA MOBILE LIMITED SPONSORED ADR CMN (16941M109)	06/18/2012	09/11/2012	50 00	2,646 44	0 00	2,620 10	26 34
CHINA MOBILE LIMITED SPONSORED ADR CMN (16941M109)	03/12/2012	09/11/2012	200 00	10,585 76	0 00	11,237 04	(651 28)
DAIMLER AG CMN ISIN DE0007100000 (D1668R123)	01/23/2012	09/11/2012	50 00	2,529 94	0 00	2,719 39	(189 45)
DON QUIJOTE CO LTD UNSPONSORED ADR CMN (257569103)	02/28/2012	09/11/2012	22 00	2,469 44	0 00	2,290 23	179 21
DON QUIJOTE CO LTD UNSPONSORED ADR CMN (257569103)	02/27/2012	09/11/2012	36 00	4,040 91	0 00	3,739 59	301 32
DON QUIJOTE CO LTD UNSPONSORED ADR CMN (257569103)	03/12/2012	09/11/2012	52 00	5,836 87	0 00	5,287 28	549 59
E ON AG SPONSORED ADR CMN (268780103)	07/13/2012	09/11/2012	150 00	3,734 92	0 00	3,243 38	491 54
E ON AG SPONSORED ADR CMN (268780103)	06/06/2012	09/11/2012	220 00	5,477 88	0 00	3,912 63	1,565 25
ENSCO PLC CMN CLASS A (G3157S106)	01/19/2012	09/11/2012	89 00	5,115 86	0 00	4,638 71	477 15
ENSCO PLC CMN CLASS A (G3157S106)	01/26/2012	09/11/2012	100 00	5,748 16	0 00	5,421 99	326 17
ENSCO PLC CMN CLASS A (G3157S106)	02/03/2012	09/11/2012	100 00	5,748 16	0 00	5,598 33	149 83
ERICSSON AMERICAN ADR CMN CLASS B (294821608)	05/29/2012	09/11/2012	670 00	6,197 36	0 00	6,045 61	151 75
ERICSSON AMERICAN ADR CMN CLASS B (294821608)	05/21/2012	09/11/2012	950 00	8,787 30	0 00	8,151 95	635 35
ESPRIT HLDGS LTD ADR CMN (29666V204)	01/17/2012	09/11/2012	737 00	2,483 63	0 00	2,228 03	255 60
FLETCHER BUILDING LIMITED SPONSORED ADR CMN (339305302)	10/14/2011	09/11/2012	68 00	725 54	0 00	730 59	(5 05)
FLETCHER BUILDING LIMITED SPONSORED ADR CMN (339305302)	10/12/2011	09/11/2012	200 00	2,133 95	0 00	2,195 30	(61 35)
GAZPROM ADR SPONSORED ADR CMN (368287207)	02/08/2012	09/11/2012	550 00	5,681 37	0 00	7,022 35	(1,340 98)
H LUNDBECK A/S SPONSORED ADR CMN (40422M206)	11/14/2011	09/11/2012	257 00	4,654 16	0 00	5,445 78	(791 62)
H LUNDBECK A/S SPONSORED ADR CMN (40422M206)	02/06/2012	09/11/2012	400 00	7,243 84	0 00	8,036 16	(792 32)
HEIDELBERGCEMENT AG ADR CMN (42281P205)	01/20/2012	09/11/2012	614 00	6,778 41	0 00	6,013 64	764 77

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SHORT-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
Covered Short-Term Gains (Losses)							
HEIDELBERGCEMENT AG ADR CMN (42281P205)	01/26/2012	09/11/2012	950 00	10,487 76	0 00	9,856 54	631 22
HOYA CORP SPONSORED ADR CMN (443251103)	02/09/2012	09/11/2012	77 00	1,730 15	0 00	1,780 97	(50 82)
HOYA CORP SPONSORED ADR CMN (443251103)	03/16/2012	09/11/2012	77 00	1,730 15	0 00	1,752 33	(22 18)
HOYA CORP SPONSORED ADR CMN (443251103)	02/09/2012	09/11/2012	323 00	7,257 65	0 00	7,728 58	(470 93)
HOYA CORP SPONSORED ADR CMN (443251103)	02/17/2012	09/11/2012	350 00	7,864 32	0 00	8,247 40	(383 08)
HSBC HOLDINGS PLC SPONSORED ADR CMN (404280406)	07/05/2012	09/11/2012	6 00	272 82	0 00	246 60	26 22
HSBC HOLDINGS PLC SPONSORED ADR CMN (404280406)	05/02/2012	09/11/2012	10 00	454 70	0 00	485 10	(30 40)
IMPERIAL TOBACCO GROUP PLC SPON ADR (453142101)	01/19/2012	09/11/2012	36 00	2,619 66	0 00	2,477 38	142 28
IMPERIAL TOBACCO GROUP PLC SPON ADR (453142101)	12/15/2011	09/11/2012	50 00	3,638 42	0 00	3,709 13	(70 71)
IMPERIAL TOBACCO GROUP PLC SPON ADR (453142101)	01/20/2012	09/11/2012	50 00	3,638 42	0 00	3,489 17	149 25
IMPERIAL TOBACCO GROUP PLC SPON ADR (453142101)	10/12/2011	09/11/2012	113 00	8,222 82	0 00	7,683 75	539 07
ITAU UNIBANCO BANCO HLDNG S A SPONSORED ADR CMN (465562106)	10/24/2011	09/11/2012	133 00	2,178 49	0 00	2,511 62	(333 13)
ITAU UNIBANCO BANCO HLDNG S A SPONSORED ADR CMN (465562106)	10/28/2011	09/11/2012	515 00	8,435 51	0 00	10,168 78	(1,733 27)
MARINE HARVEST ASA UNSPONSORED ADR CMN (56824R106)	05/10/2012	09/11/2012	680 00	10,927 35	0 00	7,597 30	3,330 05
MARKS AND SPENCER PL C SPONSORED ADR CMN (570912105)	01/25/2012	09/11/2012	50 00	592 99	0 00	514 87	78 12
MARKS AND SPENCER PL C SPONSORED ADR CMN (570912105)	01/20/2012	09/11/2012	112 00	1,328 29	0 00	1,144 98	183 31
MARKS AND SPENCER PL C SPONSORED ADR CMN (570912105)	01/24/2012	09/11/2012	163 00	1,933 14	0 00	1,681 62	251 52
MARKS AND SPENCER PL C SPONSORED ADR CMN (570912105)	02/23/2012	09/11/2012	900 00	10,673 76	0 00	9,930 96	742 80
MITIE GROUP PLC ADR CMN (60671Y107)	01/04/2012	09/11/2012	29 00	535 04	0 00	469 92	65 12
MITIE GROUP PLC ADR CMN (60671Y107)	04/27/2012	09/11/2012	32 00	590 39	0 00	605 22	(14 83)
MITIE GROUP PLC ADR CMN (60671Y107)	05/04/2012	09/11/2012	110 00	2,029 45	0 00	2,090 08	(60 63)
MITIE GROUP PLC ADR CMN (60671Y107)	03/13/2012	09/11/2012	300 00	5,534 87	0 00	5,453 37	81 50
MUENCHENER RUECKVERSICHERUNGS- UNSPONSORED ADR CMN (626188106)	10/13/2011	09/11/2012	250 00	3,882 41	0 00	3,350 28	532 13

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SHORT-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
Covered Short-Term Gains (Losses)							
MUENCHENER RUECKVERSICHERUNGS- UNSPONSORED ADR CMN (626188106)	06/06/2012	09/11/2012	310 00	4,814 19	0 00	3,856 71	957 48
NINTENDO CO LTD (NEW) ADR ADR CMN (654445303)	11/08/2011	09/11/2012	38 00	531 61	0 00	747 75	(216 14)
NINTENDO CO LTD (NEW) ADR ADR CMN (654445303)	11/14/2011	09/11/2012	200 00	2,797 94	0 00	4,018 56	(1,220 62)
NINTENDO CO LTD (NEW) ADR ADR CMN (654445303)	12/01/2011	09/11/2012	200 00	2,797 94	0 00	3,713 62	(915 68)
NSK LTD ADR SPONSORED ADR CMN (670184100)	10/14/2011	09/11/2012	50 00	591 99	0 00	745 64	(153 65)
NSK LTD ADR SPONSORED ADR CMN (670184100)	10/13/2011	09/11/2012	379 00	4,487 26	0 00	5,720 66	(1,233 40)
NSK LTD ADR SPONSORED ADR CMN (670184100)	02/17/2012	09/11/2012	450 00	5,327 88	0 00	7,061 40	(1,733 52)
OTSUKA HOLDINGS CO , LTD ADR CMN (689164101)	08/07/2012	09/11/2012	40 00	602 39	0 00	625 14	(22 75)
OTSUKA HOLDINGS CO , LTD ADR CMN (689164101)	08/03/2012	09/11/2012	261 00	3,930 57	0 00	4,030 52	(99 95)
OTSUKA HOLDINGS CO , LTD ADR CMN (689164101)	08/02/2012	09/11/2012	406 00	6,114 22	0 00	6,221 54	(107 32)
QINETIQ GROUP PLC ADR CMN (74732F106)	05/30/2012	09/11/2012	207 00	2,260 39	0 00	1,951 16	309 23
QINETIQ GROUP PLC ADR CMN (74732F106)	06/01/2012	09/11/2012	210 00	2,293 15	0 00	1,950 25	342 90
REXAM PLC ADR CMN (761655406)	08/02/2012	09/11/2012	90 00	3,060 83	0 00	3,055 11	5 72
RSA INSURANCE GROUP PLC UNSPONSORED ADR CMN (78004V301)	04/27/2012	09/11/2012	45 00	418 49	0 00	377 62	40 87
RSA INSURANCE GROUP PLC UNSPONSORED ADR CMN (78004V301)	06/20/2012	09/11/2012	180 00	1,673 96	0 00	1,522 08	151 88
RSA INSURANCE GROUP PLC UNSPONSORED ADR CMN (78004V301)	04/30/2012	09/11/2012	1,030 00	9,578 78	0 00	8,886 94	691 84
SAFRAN SA SPONSORED ADR CMN (786584102)	04/09/2012	09/11/2012	2 00	71 78	0 00	74 10	(2 32)
SAFRAN SA SPONSORED ADR CMN (786584102)	04/06/2012	09/11/2012	29 00	1,040 79	0 00	1,074 31	(33 52)
SAFRAN SA SPONSORED ADR CMN (786584102)	04/30/2012	09/11/2012	188 00	6,747 17	0 00	6,956 94	(209 77)
SAFRAN SA SPONSORED ADR CMN (786584102)	03/22/2012	09/11/2012	269 00	9,654 19	0 00	9,397 35	256 84
TECHTRONIC INDS LTD SPONSORED ADR CMN (87873R101)	01/20/2012	09/11/2012	722 00	5,696 45	0 00	4,293 37	1,403 08
TECHTRONIC INDS LTD SPONSORED ADR CMN (87873R101)	02/09/2012	09/11/2012	1,250 00	9,862 28	0 00	7,767 63	2,094 65
UBS AG CMN (H89231338)	12/22/2011	09/11/2012	235 00	2,959 19	0 00	2,798 17	161 02
UBS AG CMN (H89231338)	01/19/2012	09/11/2012	400 00	5,036 92	0 00	5,372 92	(336 00)

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SHORT-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
Covered Short-Term Gains (Losses)							
UBS AG CMN (H89231338)	03/13/2012	09/11/2012	500 00	6,296 15	0 00	6,911 50	(615 35)
UNILEVER N V NY SHS (NEW) ADR CMN (904784709)	10/14/2011	09/11/2012	200 00	7,066 70	0 00	6,811 62	255 08
UNILEVER N V NY SHS (NEW) ADR CMN (904784709)	03/12/2012	09/11/2012	450 00	15,900 08	0 00	15,153 21	746 87
WHEELOCK AND COMPANY LIMITED UNSPONSORED ADR CMN (963271200)	10/28/2011	09/11/2012	133 00	5,226 78	0 00	4,029 54	1,197 24
WPP PLC ADR CMN (92933H101)	06/06/2012	09/11/2012	120 00	8,073 42	0 00	7,000 01	1,073 41
TAIWAN SEMICONDUCTOR MFG ADS LTD ADS 1ADS EQUALS 5ORDS (874039100)	09/12/2012	12/17/2012	268 00	4,524 13	0 00	3,992 96	531 17
Net Covered Short-Term Gains (Losses)				**410,750.95**	**0.00**	**398,336.14**	**12,414.81**
NonCovered Short-Term Gains (Losses)							
WESTFIELD GROUP ADR CMN (960224103)	12/01/2011	09/11/2012	436 00	9,164 51	0 00	7,406 16	1,758 35
WESTFIELD GROUP ADR CMN (960224103)	02/17/2012	09/11/2012	450 00	9,458 79	0 00	8,632 80	825 99
Net NonCovered Short-Term Gains (Losses)				**18,623.30**	**0.00**	**16,038.96**	**2,584.34**

LONG-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
Covered Long-Term Gains (Losses)							
AKZO NOBEL N V SPONSORED ADR SPONSORED ADR CMN (010199305)	01/31/2011	09/11/2012	1,145 00	23,254 42	0 00	23,930 50	(676 08)
ARYZTA AG UNSPONSORED ADR (04338X102)	04/29/2011	09/11/2012	37 00	941 26	0 00	1,025 72	(84 46)
ARYZTA AG UNSPONSORED ADR (04338X102)	05/02/2011	09/11/2012	200 00	5,087 88	0 00	5,594 36	(506 48)
ARYZTA AG UNSPONSORED ADR (04338X102)	07/01/2011	09/11/2012	200 00	5,087 88	0 00	5,388 62	(300 74)
ARYZTA AG UNSPONSORED ADR (04338X102)	08/12/2011	09/11/2012	250 00	6,359 86	0 00	5,866 98	492 88
AXA-UAP AMERICAN DEPOSITARY SHARES (054536107)	01/31/2011	09/11/2012	389 00	6,231 64	0 00	8,227 35	(1,995 71)
BARCLAYS PLC,AMER DEP SHS ADR CMN (06738E204)	01/31/2011	09/11/2012	64 00	878 47	0 00	1,205 15	(326 68)

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LONG-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
Covered Long-Term Gains (Losses)							
BAYER AG-SPONSORED ADR SPONSORED ADR CMN (072730302)	05/13/2011	09/11/2012	99 00	8,290 07	0 00	8,176 48	113 59
BAYER AG-SPONSORED ADR SPONSORED ADR CMN (072730302)	06/08/2011	09/11/2012	150 00	12,560 72	0 00	12,110 49	450 23
BRIDGESTONES CORP ADR ADR CMN (108441205)	01/31/2011	09/11/2012	16 00	772 30	0 00	613 92	158 38
BRIDGESTONES CORP ADR ADR CMN (108441205)	07/05/2011	09/11/2012	50 00	2,413 44	0 00	2,374 96	38 48
BRIDGESTONES CORP ADR ADR CMN (108441205)	07/01/2011	09/11/2012	113 00	5,454 38	0 00	5,231 45	222 93
CANADIAN NATURAL RESOURCES CMN (136385101)	01/31/2011	09/11/2012	41 00	1,351 33	0 00	1,792 52	(441 19)
CANADIAN NATURAL RESOURCES CMN (136385101)	06/30/2011	09/11/2012	100 00	3,295 93	0 00	4,172 19	(876 26)
CANADIAN NATURAL RESOURCES CMN (136385101)	08/12/2011	09/11/2012	150 00	4,943 89	0 00	5,498 54	(554 65)
CHINA MOBILE LIMITED SPONSORED ADR CMN (16941M109)	08/12/2011	09/11/2012	50 00	2,646 44	0 00	2,401 87	244 57
CHINA MOBILE LIMITED SPONSORED ADR CMN (16941M109)	01/31/2011	09/11/2012	178 00	9,421 33	0 00	8,770 06	651 27
CNOOC LIMITED SPONSORED ADR CMN (126132109)	08/12/2011	09/11/2012	18 00	3,440 80	0 00	3,373 00	67 80
CNOOC LIMITED SPONSORED ADR CMN (126132109)	04/01/2011	09/11/2012	27 00	5,161 20	0 00	6,982 13	(1,820 93)
DAIMLER AG CMN ISIN DE0007100000 (D1668R123)	02/10/2011	09/11/2012	2 00	101 20	0 00	150 20	(49 00)
DAIMLER AG CMN ISIN DE0007100000 (D1668R123)	03/18/2011	09/11/2012	51 00	2,580 54	0 00	3,343 87	(763 33)
DAIMLER AG CMN ISIN DE0007100000 (D1668R123)	06/10/2011	09/11/2012	100 00	5,059 88	0 00	6,783 59	(1,723 71)
DAIMLER AG CMN ISIN DE0007100000 (D1668R123)	01/31/2011	09/11/2012	146 00	7,387 43	0 00	10,688 66	(3,301 23)
FLETCHER BUILDING LIMITED SPONSORED ADR CMN (339305302)	05/02/2011	09/11/2012	46 00	490 81	0 00	681 17	(190 36)
FLETCHER BUILDING LIMITED SPONSORED ADR CMN (339305302)	05/04/2011	09/11/2012	213 00	2,272 66	0 00	3,090 16	(817 50)
FLETCHER BUILDING LIMITED SPONSORED ADR CMN (339305302)	05/05/2011	09/11/2012	250 00	2,667 44	0 00	3,599 33	(931 89)
FLETCHER BUILDING LIMITED SPONSORED ADR CMN (339305302)	05/03/2011	09/11/2012	508 00	5,420 24	0 00	7,386 62	(1,966 38)
GAZPROM ADR SPONSORED ADR CMN (368287207)	02/01/2011	09/11/2012	380 00	3,925 31	0 00	5,296 40	(1,371 09)
GOLD FIELDS LTD SPONSORED ADR CMN (38059T106)	01/31/2011	09/11/2012	797 00	10,289 03	0 00	12,507 72	(2,218 69)
HSBC HOLDINGS PLC SPONSORED ADR CMN (404280406)	02/10/2011	09/11/2012	87 00	3,955 89	0 00	4,993 01	(1,037 12)
HSBC HOLDINGS PLC SPONSORED ADR CMN (404280406)	01/31/2011	09/11/2012	391 00	17,778 75	0 00	21,313 14	(3,534 39)
INDRA SISTEMAS S A ADR CMN (45579R106)	04/29/2011	09/11/2012	400 00	2,003 95	0 00	4,551 44	(2,547 49)

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LONG-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
Covered Long-Term Gains (Losses)							
INDRA SISTEMAS S A ADR CMN (45579R106)	03/28/2011	09/11/2012	1,513 00	7,579 96	0 00	15,108 97	(7,529 01)
MUENCHENER RUECKVERSICHERUNGS- UNSPONSORED ADR CMN (626188106)	02/10/2011	09/11/2012	168 00	2,608 98	0 00	2,779 14	(170 16)
MUENCHENER RUECKVERSICHERUNGS- UNSPONSORED ADR CMN (626188106)	01/31/2011	09/11/2012	827 00	12,843 02	0 00	12,983 90	(140 88)
MURATA MFG CO , LTD UNSPONSORED ADR CMN (626425102)	01/31/2011	09/11/2012	1,654 00	20,955 71	0 00	31,839 50	(10,883 79)
NATIONAL GRID PLC SPONSORED ADR CMN (636274300)	06/03/2011	09/11/2012	69 00	3,763 86	0 00	3,392 58	371 28
NATIONAL GRID PLC SPONSORED ADR CMN (636274300)	06/06/2011	09/11/2012	72 00	3,927 51	0 00	3,514 05	413 46
NATIONAL GRID PLC SPONSORED ADR CMN (636274300)	05/27/2011	09/11/2012	89 00	4,854 84	0 00	4,551 26	303 58
NSK LTD ADR SPONSORED ADR CMN (670184100)	01/31/2011	09/11/2012	366 00	4,333 34	0 00	7,035 98	(2,702 64)
PUBLICIS GROUPE S A SPONSORED ADR CMN (74463M106)	01/31/2011	09/11/2012	1,184 00	16,398 03	0 00	15,261 76	1,136 27
REXAM PLC ADR CMN (761655406)	04/14/2011	09/11/2012	70 00	2,380 65	0 00	2,169 97	210 68
REXAM PLC ADR CMN (761655406)	01/31/2011	09/11/2012	99 00	3,366 91	0 00	2,735 37	631 54
REXAM PLC ADR CMN (761655406)	02/07/2011	09/11/2012	247 00	8,400 28	0 00	7,346 97	1,053 31
REXAM PLC ADR CMN (761655406)	05/27/2011	09/11/2012	250 00	8,502 31	0 00	8,148 75	353 56
REXAM PLC ADR CMN (761655406)	07/01/2011	09/11/2012	250 00	8,502 31	0 00	7,875 60	626 71
SCHNEIDER ELECTRIC SA UNSPONSORED ADR (FRANCE) (80687P106)	06/10/2011	09/11/2012	400 00	5,199 88	0 00	6,495 00	(1,295 12)
SCHNEIDER ELECTRIC SA UNSPONSORED ADR (FRANCE) (80687P106)	03/18/2011	09/11/2012	704 00	9,151 79	0 00	11,401 14	(2,249 35)
SHIN-ETSU CHEMICAL CO , LTD UNSPONSORED ADR CMN (824551105)	01/31/2011	09/11/2012	867 00	11,920 98	0 00	12,276 72	(355 74)
SIEMENS AKTIENGESELLSCHAFT SPONSORED ADR CMN (826197501)	01/31/2011	09/11/2012	37 00	3,727 66	0 00	4,747 46	(1,019 80)
SIEMENS AKTIENGESELLSCHAFT SPONSORED ADR CMN (826197501)	06/07/2011	09/11/2012	50 00	5,037 38	0 00	6,632 87	(1,595 49)
UNILEVER N V NY SHS (NEW) ADR CMN (904784709)	01/31/2011	09/11/2012	67 00	2,367 35	0 00	1,986 58	380 77
WESFARMERS LTD UNSPONSORED ADR CMN (950840108)	04/08/2011	09/11/2012	120 00	2,183 95	0 00	2,061 25	122 70
WESFARMERS LTD UNSPONSORED ADR CMN (950840108)	01/31/2011	09/11/2012	376 00	6,843 04	0 00	6,429 60	413 44
WHEELOCK AND COMPANY LIMITED UNSPONSORED ADR CMN (963271200)	05/03/2011	09/11/2012	122 00	4,794 49	0 00	5,172 41	(377 92)

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LONG-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
Covered Long-Term Gains (Losses)							
WPP PLC ADR CMN (92933H101)	01/31/2011	09/11/2012	109 00	7,333 35	0 00	6,758 10	575 25
Net Covered Long-Term Gains (Losses)				**338,503.95**	**0.00**	**385,826.53**	**(47,322.58)**
NonCovered Long-Term Gains (Losses)							
CANADIAN NATURAL RESOURCES CMN (136385101)	09/01/2009	09/11/2012	73 00	2,406 03	0 00	2,036 99	369 04
CANADIAN NATURAL RESOURCES CMN (136385101)	10/29/2009	09/11/2012	254 00	8,371 65	0 00	8,619 81	(248 16)
GAZPROM ADR SPONSORED ADR CMN (368287207)	05/11/2009	09/11/2012	15 00	154 95	0 00	161 45	(6 50)
BANCO SANTANDER, S A SPON ADR (05964H105)		11/13/2012	0 00	259 73	0 00	No Cost	259 73 [8]
Net NonCovered Long-Term Gains (Losses)				**11,192.36**	**0.00**	**10,818.25**	**374.11**

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[8] Due to incomplete cost basis gains may be incorrectly stated and should not be used for tax reporting purposes Please consult with your tax advisor

REALIZED GAIN AND LOSS SUMMARY

SHORT-TERM GAINS (LOSSES)		LONG-TERM GAINS (LOSSES)		ORDINARY GAINS (LOSSES)	
Net Covered Short Term Gains (Losses)	0 00	Net Covered Long Term Gains (Losses)	0 00	Net Ordinary Gains (Losses)	0 00
Net NonCovered Short Term Gains (Losses)	1 627 25	Net NonCovered Long Term Gains (Losses)	95 894 44		
Net 1099B Non Reportable Short Term Gains (Losses)	0 00	Net 1099B Non Reportable Long Term Gains (Losses)	0 00		
Net Miscellaneous Short Term Gains (Losses)	0 00	Net Miscellaneous Long Term Gains (Losses)	0 00	Net Miscellaneous Ordinary Gains (Losses)	0 00
Net Regulated Futures Contract Short Term Gains (Losses)	0 00	Net Regulated Futures Contract Long Term Gains (Losses)	0 00		
Total Short-Term Gains (Losses)	**1,627 25**	**Total Long-Term Gains (Losses)**	**95,894 44**	**Total Ordinary Gains (Losses)**	**0 00**

SHORT-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
NonCovered Short-Term Gains (Losses)							
U S TREASURY NOTE 1 250000% 04/30/2019 AO ON THE RUN (912828ST8)	05/17/2012	06/11/2012	60,000 00	60,862 26	(4 18)	60,441 37	420 89
U S TREASURY NOTE 1 750000% 05/15/2022 MN ON THE RUN (912828SV3)	05/17/2012	06/11/2012	10,000 00	10,153 12	(0 34)	10,054 78	98 34
U S TREASURY NOTE 1 625000% 08/15/2022 FA OFF THE RUN (912828TJ9)	08/10/2012	08/20/2012	30,000 00	29,467 85	0 00	29,950 90	(483 05)
U S TREASURY NOTE 1 750000% 05/15/2022 MN ON THE RUN (912828SV3)	05/17/2012	09/05/2012	30,000 00	30,528 40	(4 59)	30,160 76	367 64
U S TREASURY NOTE 1 750000% 05/15/2022 MN ON THE RUN (912828SV3)	08/06/2012	09/05/2012	50,000 00	50,880 66	(6 56)	50,856 92	23 74
U S TREASURY NOTE 0 250000% 08/31/2014 FA ON THE RUN (912828TL4)	09/25/2012	11/30/2012	100,000 00	100,011 38	0 00	99,965 18	46 20
U S TREASURY NOTE 0 500000% 07/31/2017 JJ ON THE RUN (912828TG5)	08/10/2012	11/30/2012	70,000 00	69,794 69	0 00	69,346 72	447 97
U S TREASURY NOTE 0 875000% 04/30/2017 AO ON THE RUN (912828SS0)	05/17/2012	11/30/2012	80,000 00	81,221 61	(62 30)	80,516 09	705 52
Net NonCovered Short-Term Gains (Losses)				**432,919.97**	**(77.97)**	**431,292.72**	**1,627.25**

[4] Basis may have been increased by accruals of market discount and/or original issue discount or decreased by premium amortization This increase or decrease of basis assumes the investor has elected to include market discount in income currently and/or amortize premium currently You should consult with your own tax advisor to determine your correct basis

[5] Sale Proceeds may have been adjusted by an option premium due to an option assignment

LONG-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
NonCovered Long-Term Gains (Losses)							
U S TREASURY NOTE 0 875000% 02/29/2012 FA ON THE RUN SR LIEN (912828MQ0)	03/11/2010	02/29/2012	5,000 00	5,000 00	0 00	4,993 36	6 64
U S TREASURY NOTE 0 875000% 02/29/2012 FA ON THE RUN SR LIEN (912828MQ0)	04/13/2010	02/29/2012	5,000 00	5,000 00	0 00	4,988 10	11 90
U S TREASURY NOTE 0 875000% 02/29/2012 FA ON THE RUN SR LIEN (912828MQ0)	07/29/2010	02/29/2012	5,000 00	5,000 00	(30 27)	5,000 00	0 00
U S TREASURY NOTE 0 875000% 02/29/2012 FA ON THE RUN SR LIEN (912828MQ0)	03/26/2010	02/29/2012	15,000 00	15,000 00	39 27	15,000 00	0 00
U S TREASURY NOTE 0 875000% 02/29/2012 FA ON THE RUN SR LIEN (912828MQ0)	02/26/2010	02/29/2012	20,000 00	20,000 00	(29 68)	20,000 00	0 00
U S TREASURY NOTE 0 875000% 02/29/2012 FA ON THE RUN SR LIEN (912828MQ0)	06/10/2010	02/29/2012	70,000 00	70,000 00	(183 19)	70,000 00	0 00
U S TREASURY NOTE 0 875000% 02/29/2012 FA ON THE RUN SR LIEN (912828MQ0)	05/26/2010	02/29/2012	80,000 00	80,000 00	(162 48)	80,000 00	0 00
GS INVESTMENT GRADE CREDIT FUND SEPARATE ACCOUNT INSTITUTIONAL SHARES (38143H829)	03/09/2011	03/22/2012	1,394 00	13,256 94	0 00	13,284 82	(27 88)
GS U S MORTGAGES FUND SEPARATE ACCOUNT INSTITUTIONAL SHARES (38143H837)	03/09/2011	03/22/2012	3,728 00	39,367 68	0 00	38,100 16	1,267 52
GS U S MORTGAGES FUND SEPARATE ACCOUNT INSTITUTIONAL SHARES (38143H837)	03/09/2011	05/17/2012	39,875 49	424,275 19	0 00	407,527 49	16,747 70
U S TREASURY BOND 4 750000% 02/15/2041 FA OFF THE RUN (912810QN1)	03/11/2011	07/12/2012	20,000 00	29,303 05	(13 99)	20,657 97	8,645 08
UST INFLATION INDEXED NOTE 3% 7-15-2012 (912828AF7)	07/14/2010	07/15/2012	5,000 00	6,394 95	(382 97)	6,341 50	53 45
UST INFLATION INDEXED NOTE 3% 7-15-2012 (912828AF7)	08/12/2010	07/15/2012	5,000 00	6,394 95	(390 26)	6,342 10	52 85
UST INFLATION INDEXED NOTE 3% 7-15-2012 (912828AF7)	08/15/2007	07/15/2012	25,000 00	31,974 75	(803 03)	30,324 22	1,650 53
UST INFLATION INDEXED NOTE 3% 7-15-2012 (912828AF7)	06/10/2010	07/15/2012	80,000 00	102,319 20	(5,910 21)	101,314 86	1,004 34
GS U S MORTGAGES FUND SEPARATE ACCOUNT INSTITUTIONAL SHARES (38143H837)	03/09/2011	08/06/2012	32,205 00	345,881 70	0 00	329,135 10	16,746 60

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[5] Sale Proceeds may have been adjusted by an option premium due to an option assignment

LONG-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
NonCovered Long-Term Gains (Losses)							
GS U S MORTGAGES FUND SEPARATE ACCOUNT INSTITUTIONAL SHARES (38143H837)	03/09/2011	08/10/2012	28,661 00	307,532 53	0 00	292,915 42	14,617 11
GS U S MORTGAGES FUND SEPARATE ACCOUNT INSTITUTIONAL SHARES (38143H837)	03/09/2011	09/25/2012	53,210 00	578,924 80	0 00	543,806 20	35,118 60
Net NonCovered Long-Term Gains (Losses)				**2,085,625.74**	**(7,866.81)**	**1,989,731.30**	**95,894.44**

4 Basis may have been increased by accruals of market discount and/or original issue discount or decreased by premium amortization This increase or decrease of basis assumes the investor has elected to include market discount in income currently and/or amortize premium currently You should consult with your own tax advisor to determine your correct basis

5 Sale Proceeds may have been adjusted by an option premium due to an option assignment