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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 EMMETT AND MIRIAM MCCOY FOUNDATION		A Employer identification number 74-2686146	
Number and street (or P O box number if mail is not delivered to street address) PO BOX 1028		B Telephone number (see instructions) (512) 353-5400	
City or town, state, and ZIP code SAN MARCOS, TX 78667		C If exemption application is pending, check here <input type="checkbox"/>	
G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>	
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 4,062,349		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	
J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis.)			

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)	20,000			
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	146	146		
	4 Dividends and interest from securities.	85,021	76,390		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	63,581			
	b Gross sales price for all assets on line 6a _____ 740,194				
	7 Capital gain net income (from Part IV , line 2)		63,581		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	-2,656	25		
	12 Total. Add lines 1 through 11	166,092	140,142		
	13 Compensation of officers, directors, trustees, etc				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)	12,105	6,053		6,052
	b Accounting fees (attach schedule)	26,385	13,193		13,192
	c Other professional fees (attach schedule)				
	17 Interest	17	17		
	18 Taxes (attach schedule) (see instructions)	1,256	205		
	19 Depreciation (attach schedule) and depletion . . .				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	30,948	15,552		15,396
	24 Total operating and administrative expenses. Add lines 13 through 23	70,711	35,020		34,640
	25 Contributions, gifts, grants paid	550,000			550,000
	26 Total expenses and disbursements. Add lines 24 and 25	620,711	35,020		584,640
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-454,619			
	b Net investment income (if negative, enter -0-)		105,122		
	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	194,099	26,513
	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)		
	b	Investments—corporate stock (attach schedule)	4,079,595	3,736,175
	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)	51,681	45,807
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____		
Liabilities	15	Other assets (describe ▶ _____)		34,949
	16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	4,325,375	3,843,444
	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 ▶ _____)	30,410	2,330
	23	Total liabilities (add lines 17 through 22)	30,410	2,330
Net Assets or Fund Balances		Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.		
	24	Unrestricted		
	25	Temporarily restricted		
	26	Permanently restricted		
		Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 27 through 31.		
	27	Capital stock, trust principal, or current funds		
	28	Paid-in or capital surplus, or land, bldg , and equipment fund	3,102,219	3,102,987
	29	Retained earnings, accumulated income, endowment, or other funds	1,192,746	738,127
	30	Total net assets or fund balances (see page 17 of the instructions)	4,294,965	3,841,114
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	4,325,375	3,843,444

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	4,294,965
2	Enter amount from Part I, line 27a	2	-454,619
3	Other increases not included in line 2 (itemize) ▶ _____	3	768
4	Add lines 1, 2, and 3	4	3,841,114
5	Decreases not included in line 2 (itemize) ▶ _____	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	3,841,114

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	63,581
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	52,001

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	221,760	4,077,732	0 054383
2010	213,804	3,788,379	0 056437
2009	111,324	3,219,341	0 034580
2008	2,088,904	5,525,268	0 378064
2007	1,461,533	7,123,589	0 205168

2 Total of line 1, column (d).	2	0 728632
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 145726
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5.	4	3,933,088
5 Multiply line 4 by line 3.	5	573,153
6 Enter 1% of net investment income (1% of Part I, line 27b).	6	1,051
7 Add lines 5 and 6.	7	574,204
8 Enter qualifying distributions from Part XII, line 4.	8	584,640

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

1a		Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1			
		Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)			
b		Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	1,051
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	1,051
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	1,051
6		Credits/Payments			
a		2012 estimated tax payments and 2011 overpayment credited to 2012	6a	36,000	
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	36,000
8		Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached		8	
9		Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed		9	
10		Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid.		10	34,949
11		Enter the amount of line 10 to be Credited to 2013 estimated tax <input checked="" type="checkbox"/> 1,052	Refunded <input type="checkbox"/>	11	33,897

Part VII-AStatements Regarding Activities

1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		Yes	No
		1a		No
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?			No
	If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.			
c	Did the foundation file Form 1120-POL for this year?.	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input checked="" type="checkbox"/> \$ _____ (2) On foundation managers <input checked="" type="checkbox"/> \$ _____			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input checked="" type="checkbox"/> \$ _____			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS?	2		No
	If "Yes," attach a detailed description of the activities.			
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	3		No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?.	4a		No
b	If "Yes," has it filed a tax return on Form 990-T for this year?.	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year?	5		No
	If "Yes," attach the statement required by General Instruction T.			
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either <ul style="list-style-type: none">By language in the governing instrument, orBy 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) <input checked="" type="checkbox"/> TX _____			
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	Yes	

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 ▶MIRIAM M MCCOY	Telephone no ▶(512) 353-5400		
Located at ▶1350 NORTH IH-35 SAN MARCOS TX		ZIP +4 ▶78666		
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here ▶ <input type="checkbox"/>			
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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No				
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?. <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No				
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No				
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No				
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?. <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No				
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)?. . . Organizations relying on a current notice regarding disaster assistance check here. ▶ <input type="checkbox"/>	1b		
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?. <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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?. <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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? (<i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012.</i>).	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?	4b		No

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required (continued)

5a	During the year did the foundation pay or incur any amount to			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions).	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 5a(1)–(5), did 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.	<input checked="" type="checkbox"/>		
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?	<input type="checkbox"/> Yes <input type="checkbox"/> No		
	If "Yes," attach the statement required by Regulations section 53.4945–5(d).			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		6b	No
	If "Yes" to 6b, file Form 8870.			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?		7b	

Part VIII

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).				
(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
MIRIAM M MCCOY	PRESIDENT	0	0	0
PO BOX 1424 SAN MARCOS,TX 78667	2 00			
BRENDA M REMME	FIRST VP	0	0	0
PO BOX 1315 SAN MARCOS,TX 78667	1 00			
MICHAEL E MCCOY	SECOND VP	0	0	0
124 PINTO LANE SAN MARCOS,TX 78666	1 00			
BRIAN F MCCOY	SECRETARY/TR	0	0	0
PO BOX 647 SAN MARCOS,TX 78667	1 00			
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

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

Part IX-A Summary of Direct Charitable Activities

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

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	

Form **990-PF** (2012)

Part X

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities.	1a	3,842,237
b	Average of monthly cash balances.	1b	97,221
c	Fair market value of all other assets (see instructions).	1c	53,525
d	Total (add lines 1a, b, and c).	1d	3,992,983
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	3,992,983
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	59,895
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	3,933,088
6	Minimum investment return. Enter 5% of line 5.	6	196,654

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	196,654
2a	Tax on investment income for 2012 from Part VI, line 5.	2a	1,051
b	Income tax for 2012 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	1,051
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	195,603
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	195,603
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	195,603

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	584,640
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	584,640
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	1,051
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	583,589
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			
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. 1,120,376			
b		From 2008. 1,813,933			
c		From 2009.			
d		From 2010. 30,217			
e		From 2011. 51,784			
f		Total of lines 3a through e. 3,016,310			
4		Qualifying distributions for 2012 from Part XII, line 4 \$ 584,640			
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. 195,603			
e		Remaining amount distributed out of corpus 389,037			
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 3,405,347			
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). 1,120,376			
9		Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a. 2,284,971			
10		Analysis of line 9			
a		Excess from 2008. 1,813,933			
b		Excess from 2009.			
c		Excess from 2010. 30,217			
d		Excess from 2011. 51,784			
e		Excess from 2012. 389,037			

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

1a

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

b

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

☐ 4942(j)(3) or ☐ 4942(j)(5)

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

Part XVSupplementary Information (Complete this part only if the organization had \$5,000 or more in assets at any time during the year—see instructions.)

1

Information Regarding Foundation Managers:

a

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

b

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

2

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

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

a

The name, address, and telephone number of the person to whom applications should be addressed

b

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

c

Any submission deadlines

d

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

Part XV

Supplementary Information (continued)

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year See Additional Data Table				
Total			3a	550,000
b Approved for future payment				
Total			3b	

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			14	146	
4	Dividends and interest from securities. . . .			14	85,021	
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.			16	25	
8	Gain or (loss) from sales of assets other than inventory			18	6,039	57,542
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory. .					
11	Other revenue a See Additional Data Table					
b	_____					
c	_____					
d	_____					
e	_____					
12	Subtotal Add columns (b), (d), and (e). .		-2,681		91,231	57,542
13	Total. Add line 12, columns (b), (d), and (e).			13		146,092

[illegible]

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?		Yes	No
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.			

[illegible]

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

b If "Yes," complete the following schedule

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

**Sign
Here**

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

* * * * *

2013-11-09

* * * * *

Signature of officer or trustee

Date

Title

May the IRS discuss this return with the preparer shown below (see instr. 7)? ☒ **Yes** ☐ **No**

**Paid
Preparer
Use Only**

Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed <input checked="checked" type="checkbox"/>	PTIN
R LANCE LOLLEY	R LANCE LOLLEY	2013-11-12		
Firm's name	LOLLEY & ASSOCIATES		Firm's EIN	
	2206 LAKE AUSTIN BOULEVARD			
Firm's address	AUSTIN, TX 787034548		Phone no (512) 472-0123	

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 EMMETT AND MIRIAM MCCOY FOUNDATION	Employer identification number 74-2686146
--	--

Organization type (check one)

Filers of:	Section:
Form 990 or 990-EZ	<input type="checkbox"/> 501(c)() (enter number) organization
	<input type="checkbox"/> 4947(a)(1) nonexempt charitable trust not treated as a private foundation
	<input type="checkbox"/> 527 political organization
Form 990-PF	<input checked="" type="checkbox"/> 501(c)(3) exempt private foundation
	<input type="checkbox"/> 4947(a)(1) nonexempt charitable trust treated as a private foundation
	<input type="checkbox"/> 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 33¹/₃% 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 EMMETT AND MIRIAM MCCOY FOUNDATION	Employer identification number 74-2686146
---	---

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
<u>1</u>	MIRIAM M MCCOY PO BOX 1028 SAN MARCOS, TX 78667	\$ 20,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
<u> </u>		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
<u> </u>		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
<u> </u>		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
<u> </u>		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
<u> </u>		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
<u> </u>		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
<u> </u>		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)

Name of organization EMMETT AND MIRIAM MCCOY FOUNDATION	Employer identification number 74-2686146
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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
_____	_____ _____ _____ _____	\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
_____	_____ _____ _____ _____	\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
_____	_____ _____ _____ _____	\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
_____	_____ _____ _____ _____	\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
_____	_____ _____ _____ _____	\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
_____	_____ _____ _____ _____	\$ _____	_____

Name of organization EMMETT AND MIRIAM MCCOY FOUNDATION	Employer identification number 74-2686146
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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
—	<div></div> <div></div> <div></div>	<div></div> <div></div> <div></div>	<div></div> <div></div> <div></div>
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
<div></div> <div></div>		<div></div> <div></div> <div></div>	

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
—	<div></div> <div></div> <div></div>	<div></div> <div></div> <div></div>	<div></div> <div></div> <div></div>
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
<div></div> <div></div>		<div></div> <div></div> <div></div>	

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
—	<div></div> <div></div> <div></div>	<div></div> <div></div> <div></div>	<div></div> <div></div> <div></div>
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
<div></div> <div></div>		<div></div> <div></div> <div></div>	

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
—	<div></div> <div></div> <div></div>	<div></div> <div></div> <div></div>	<div></div> <div></div> <div></div>
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
<div></div> <div></div>		<div></div> <div></div> <div></div>	

TY 2012 Accounting Fees Schedule

Name: EMMETT AND MIRIAM MCCOY FOUNDATION

EIN: 74-2686146

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING	26,385	13,193		13,192

TY 2012 Compensation Explanation**Name:** EMMETT AND MIRIAM MCCOY FOUNDATION**EIN:** 74-2686146

Person Name	Explanation
MIRIAM M MCCOY	
BRENDA M REMME	
MICHAEL E MCCOY	
BRIAN F MCCOY	

TY 2012 General Explanation Attachment**Name:** EMMETT AND MIRIAM MCCOY FOUNDATION**EIN:** 74-2686146

Identifier	Return Reference	Explanation
GENERAL ELECTIONS		YEAR ENDING DECEMBER 31, 2012 74-2686146 EMMETT AND MIRIAM MCCOY FOUNDATION P O BOX 1028 SAN MARCOS, TX 78667 NOL CARRYBACK ELECTION UNDER IRC SECTION 172(B)(3), THE TAXPAYER ELECTS TO RELINQUISH THE ENTIRE CARRYBACK PERIOD WITH RESPECT TO ANY REGULAR TAX AND AMT NET OPERATING LOSS INCURRED DURING THE CURRENT TAX YEAR

TY 2012 Investments Corporate Stock Schedule

Name: EMMETT AND MIRIAM MCCOY FOUNDATION

EIN: 74-2686146

Name of Stock	End of Year Book Value	End of Year Fair Market Value
SEE ATTACHED STATEMENT	3,736,175	3,947,362

TY 2012 Investments - Other Schedule

Name: EMMETT AND MIRIAM MCCOY FOUNDATION

EIN: 74-2686146

Category / Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
SEE ATTACHED STATEMENT		45,807	53,525

TY 2012 Legal Fees Schedule

Name: EMMETT AND MIRIAM MCCOY FOUNDATION

EIN: 74-2686146

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL FEES	12,105	6,053		6,052

TY 2012 Other Assets Schedule

Name: EMMETT AND MIRIAM MCCOY FOUNDATION

EIN: 74-2686146

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
PREPAID EXCISE TAXES		34,949	34,949

TY 2012 Other Expenses Schedule**Name:** EMMETT AND MIRIAM MCCOY FOUNDATION**EIN:** 74-2686146

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXPENSES				
BANK CHARGES	155	155		
MANAGEMENT FEES	23,084	11,542		11,542
MISCELLANEOUS	7,709	3,855		3,854

TY 2012 Other Income Schedule

Name: EMMETT AND MIRIAM MCCOY FOUNDATION

EIN: 74-2686146

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
PVR PARTNERS	5	5	
STONEMORE PARTNERS	19	19	
PLAINS ALL AMERICAN	-12	-12	
PVR PARTNERS	11	11	
WP CAREY & CO	2	2	
ALLIANCE RESOURCE PARTNERS	-91		
ALLIANCE BERNSTEIN HLDGS	133		
BOARDWALK PIPELINE PARTNERS	-126		
BUCKEYE PARTNERS LP	-101		
CEDAR FAIR LP	-189		
CVR PARTNERS LP	-95		
EL PASO PIPELINE PARTNERS LP	-40		
ENERGY TRANSFER PARTNERS LP	-258		
INERGY LP	-160		
LINN ENERGY LLC	-657		
MAGELLAN MIDSTREAM PARTNERS L	-88		
PLAINS ALL AMERICAN PIPELINE	-64		
PVR PARTNERS LP	-368		
STONEMOR PARTNERS LP	48		
SUBURBAN PROPANE PARTNERS LP	-147		
WILLIAMS PARTNERS LP	-478		

TY 2012 Other Increases Schedule

Name: EMMETT AND MIRIAM MCCOY FOUNDATION

EIN: 74-2686146

Description	Amount
PRIOR PERIOD ADJUSTMENT TO BASIS OF STOCK	768

TY 2012 Other Liabilities Schedule

Name: EMMETT AND MIRIAM MCCOY FOUNDATION

EIN: 74-2686146

Description	Beginning of Year - Book Value	End of Year - Book Value
ACCRUED EXCISE TAX	28,080	
DUE TO MIRIAM MCCOY	2,330	2,330

TY 2012 Taxes Schedule

Name: EMMETT AND MIRIAM MCCOY FOUNDATION

EIN: 74-2686146

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXCISE TAXES	1,051			
FOREIGN TAX PAID	205	205		

TY 2012 GeneralDependencySmall**Name:** EMMETT AND MIRIAM MCCOY FOUNDATION**EIN:** 74-2686146**Business Name or Person Name:****Taxpayer Identification Number:****Form, Line or Instruction****Reference:****Regulations Reference:****Description:** WAIVE NOL CARRYBACK

Attachment Information: YEAR ENDING: DECEMBER 31, 2012 74-2686146 EMMETT AND MIRIAM MCCOY FOUNDATION P.O. BOX 1028 SAN MARCOS, TX 78667 NOL CARRYBACK ELECTION UNDER IRC SECTION 172(B)(3), THE TAXPAYER ELECTS TO RELINQUISH THE ENTIRE CARRYBACK PERIOD WITH RESPECT TO ANY REGULAR TAX AND AMT NET OPERATING LOSS INCURRED DURING THE CURRENT TAX YEAR.

Emmett & Miriam McCoy Foundation
74-2686146
Charles Schwab Acct # 3077-0733

	<u>shares</u>	<u>acquired</u>	<u>sold</u>	<u>proceeds</u>	<u>cost</u>	<u>gain/(loss)</u>
REMS Real Estate Income	4,696.792	11/28/11	05/08/12	60,000.00	53,460.86	6,539.14
REMS Real Estate Income	2,238.209	11/28/11	05/23/12	28,000.00	25,476.24	2,523.76
Ridgeworth US Gov Sec	985.222	11/29/11	05/08/12	10,000.00	9,951.66	48.34
Ridgeworth US Gov Sec	1,379.310	11/29/11	05/23/12	14,000.00	13,932.31	67.69
Ridgeworth US Gov Sec	551.724	11/29/11	06/05/12	5,600.00	5,572.95	27.05
Ridgeworth US Gov Sec	366.340	11/29/11	10/29/12	3,733.00	3,700.46	32.54
Thornburg Ltd Term Muni	1,573.821	11/29/11	05/08/12	23,000.00	22,603.68	396.32
Thornburg Ltd Term Muni	1,915.584	11/29/11	05/23/12	28,000.00	27,512.18	487.82
Vanguard 500 Index Fd	507.902	11/29/11	05/08/12	53,000.00	46,324.05	6,675.95
Vanguard 500 Index Fd	139.511	11/29/11	05/23/12	14,000.00	12,724.33	1,275.67
Wasatch Large Cap Value	2,593.660	11/29/11	05/08/12	36,000.00	32,811.24	3,188.76
Wasatch Large Cap Value	376.223	11/29/11	05/23/12	5,000.00	4,759.43	240.57
SHORT-TERM				<u>280,333.00</u>	<u>258,829.39</u>	<u>21,503.61</u>

Emmett & Miriam McCoy Foundation
74-2686146
Charles Schwab Acct # 5041-3846

	shares	acquired	sold	proceeds	cost	gain/(loss)	
Abovenet Inc	204 00	various	various	16,993 70	14,783 99	2,209 71	
ACI Worldwide Inc	160 00	11/22/11	various	6,227 71	4,739 63	1,488 08	
Actuant Corp CL A New	157 00	11/22/11	various	4,104 72	3,284 87	819 85	
Align Technology Inc	223 00	11/22/11	various	6,980 44	5,047 14	1,933 30	
Ansys Inc	32 00	11/22/11	05/29/12	1,948 65	1,854 86	93 79	
Arch Coal Inc	1,042 00	11/22/11	03/29/12	10,911 84	15,169 01	(4,257 17)	
Atwood Oceanics Inc	401 00	02/09/12	various	16,913 12	18,096 83	(1,183 71)	
Buffalo Wild Wings Inc	57 00	11/22/11	05/08/12	4,711 51	3,550 12	1,161 39	
Carbo Ceramics Inc	126 00	11/22/11	02/09/12	11,327 53	17,470 20	(6,142 67)	
Ceradyne Inc Del	589 00	02/29/12	various	19,868 06	18,303 84	1,564 22	
Cyberonics Inc	147 00	various	various	5,782 84	4,423 72	1,359 12	
Darling Intl Inc	259 00	11/22/11	various	3,860 64	3,556 12	304 52	
Ebix Inc	69 00	11/22/11	07/19/12	1,456 28	1,348 40	107 88	
Endo Health Solutions	387 00	11/22/11	07/19/12	12,266 81	12,620 03	(353 22)	
Equifax Inc	56 00	11/22/11	05/29/12	2,534 21	1,936 96	597 25	
ESCO Technologies Inc	145 00	11/22/11	various	4,924 83	3,835 08	1,089 75	
Evermore Partners Inc	32 00	11/22/11	05/29/12	771 39	802 55	(31 16)	
Fresh Market Inc	74 00	11/22/11	various	3,799 88	2,825 11	974 77	
General Cable CP DE New	617 00	11/22/11	02/29/12	19,238 49	15,181 53	4,056 96	
HMS Holdings Corp	436 00	11/22/11	04/16/12	12,033 92	12,576 21	(542 29)	
IDEXX Labs Inc	32 00	11/22/11	05/08/12	2,805 27	2,292 08	513 19	
Kraton Performance Poly	102 00	11/22/11	05/08/12	2,288 67	1,927 12	361 55	
Madden Steven Ltd	88 00	11/22/11	05/08/12	3,605 57	2,869 28	736 29	
Neustar Inc	36 00	11/22/11	05/29/12	1,177 38	1,171 89	5 49	
Parametric Tech Corp	80 00	11/22/11	05/29/12	1,612 81	1,579 17	33 64	
Pier One Imports Inc	363 00	11/22/11	various	5,994 55	4,659 32	1,335 23	
Portfolio Recovery Assoc	32 00	11/22/11	07/19/12	2,890 51	2,185 30	705 21	
Sirona Dental Systems	63 00	07/19/12	12/18/12	3,946 10	2,899 64	1,046 46	
Snap On Inc	32 00	11/22/11	07/19/12	2,136 28	1,607 60	528 68	
Steel Dynamics Inc	1,038 00	11/22/11	07/19/12	13,133 71	12,711 99	421 72	
SXC Health Solutions CPF	93 00	11/22/11	05/08/12	8,409 38	5,126 25	3,283 13	
Teledyne Technologies	56 00	11/22/11	various	3,430 93	2,937 15	493 78	
Trimble Navagation Ltd	61 00	11/22/11	05/08/12	3,095 86	2,473 35	622 51	
Whiting Petroleum Corp	91 00	12/19/11	05/08/12	4,447 14	4,057 08	390 06	
SHORT-TERM				225,630 73	209,903 42	15,727 31	
Ansys Inc	35 00	11/22/11	12/18/12	2,416 82	2,028 75	388 07	
Evercore Partners Inc	108 00	11/22/11	12/18/12	3,162 02	2,708 62	453 40	
Madden Steven Ltd	60 00	11/22/11	12/18/12	2,641 79	1,956 32	685 47	
Neustar Inc Class A	42 00	11/22/11	12/18/12	1,805 83	1,367 20	438 63	
Pier One Imports Inc	98 00	11/22/11	12/18/12	1,992 27	1,257 89	734 38	
Portfolio Recovery Assoc	57 00	11/22/11	12/18/12	5,733 10	3,892 56	1,840 54	
Solera Holdings LLC	68 00	11/22/11	12/18/12	3,644 75	3,242 05	402 70	
Trimble Navigation Ltd	52 00	11/22/11	12/18/12	3,047 07	2,108 43	938 64	
LONG-TERM				24,443 65	18,561 82	5,881 83	
				SHORT-TERM	225,630 73	209,903 42	15,727 31
				LONG-TERM	24,443 65	18,561 82	5,881 83
				TOTAL	250,074 38	228,465 24	21,609 14

Emmett & Miriam McCoy Foundation
74-2686146
Charles Schwab Acct # 4442-4211

	<u>shares</u>	<u>acquired</u>	<u>sold</u>	<u>proceeds</u>	<u>cost</u>	<u>gain/(loss)</u>
** January - see attached		various	various	12,159.44	11,220.73	938.71
Ensco PLC ADR	64.00	11/21/11	02/07/12	3,501.26	3,135.99	365.27
Pembina Pipeline Corp	0.48	11/21/11	04/04/12	13.64	10.07	3.57
Astoria Financial Corp	442.00	11/21/11	04/24/12	4,201.73	3,107.03	1,094.70
** May - see attached		various	various	76,347.49	72,215.23	4,132.26
Plum Creek Timber	3.00	11/21/11	05/08/12	-	76.83	(76.83)
Plum Creek Timber	3.00	11/21/11	05/08/12	-	76.83	(76.83)
** July - see attached		various	various	7,712.05	10,761.10	(3,049.05)
Alexander & Baldwin	85.00	11/21/11	08/15/12	2,526.54	1,561.91	964.63
Matson Inc	85.00	11/21/11	08/15/12	2,192.50	1,438.87	753.63
Suburban Propane PRT L	0.94	11/21/11	09/17/12	37.54	-	37.54
Whirlpool Corp	58.00	12/07/11	11/01/12	5,760.82	2,911.59	2,849.23
Avon Products Inc	108.00	11/21/11	11/12/12	1,535.85	1,809.15	(273.30)
SHORT-TERM				<u>115,988.86</u>	<u>108,325.33</u>	<u>7,663.53</u>
CH Energy Group Inc	46.00	11/21/11	12/05/12	2,988.81	2,481.49	507.32
Strayer Education Inc	28.00	11/21/11	12/05/12	1,584.77	2,707.55	(1,122.78)
LONG-TERM				<u>4,573.58</u>	<u>5,189.04</u>	<u>(615.46)</u>
			SHORT-TERM	115,988.86	108,325.33	7,663.53
			LONG-TERM	<u>4,573.58</u>	<u>5,189.04</u>	<u>(615.46)</u>
			TOTAL	<u>120,562.44</u>	<u>113,514.37</u>	<u>7,048.07</u>



Schwab One® Account of
EMMETT & MIRIAM MCCOY FOUNDATI
MGR: RUNDE & CO LLC

Account Number
4442-4211

Statement Period
January 1-31, 2012

Investment Detail - Total

Total Investment Detail 925,604.89

Total Account Value 925,604.89

Total Cost Basis 483,235.72

Realized Gain or (Loss)

Accounting Method
Mutual Funds Average
All Other Securities First In First Out (FIFO)

Short Term	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
FOOT LOCKER INC FL	214 0000	11/21/11	01/19/12	5,424.54	4,710.32	714.22
NSTAR NST	64 0000	11/21/11	01/19/12	2,762.08	2,837.11	(75.03)
P P G INDUSTRIES INC PPG	45 0000	11/21/11	01/19/12	3,972.82	3,673.30	299.52
Total Short Term				12,159.44	11,220.73	938.71

Total Realized Gain or (Loss) 12,159.44 11,220.73 938.71

Schwab has provided accurate realized gain and loss information wherever possible for most investments. Cost basis data may be incomplete or unavailable for some of your holdings. If all data for a given investment is not available, the investment will not be listed here.

Option Customers: Realized gain/loss of underlying securities is adjusted to reflect the premiums of assigned or exercised options. Please consult IRS publication 550, Investment Income and Expenses, for additional information on Options.

Transaction Detail - Purchases & Sales

Equities Activity

Settle Date	Trade Date	Transaction	Description	Quantity	Unit Price	Total Amount
01/19/12	01/13/12	Bought	AMERN GREETINGS CP CL A. AM	100 0000	13.7190	(1,375.72)
01/19/12	01/13/12	Bought	AMERN GREETINGS CP CL A. AM	134 0000	13.7290	(1,844.82)
01/19/12	01/13/12	Bought	TRANSOCEAN INC NEW F RIG	79 0000	40.5300	(3,210.82)

Schwab has provided accurate gain and loss information wherever possible for most investments. Cost basis data may be incomplete or unavailable for some of your holdings. Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this statement.

BT1A2207-001506 412678

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Realized Gain or (Loss)

 Accounting Method
 Mutual Funds Average
 All Other Securities First In First Out [FIFO]

Short Term	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
A G L RESOURCES INC GAS	9.0000	11/21/11	05/08/12	342 41	358 02	(15 61)
AIRCASTLE LTD F AYR	8 0000	11/21/11	05/08/12	96 40	89.17	7 23
ALEXANDER & BALDWIN INC ALEX	7.0000	11/21/11	05/08/12	357 91	247 12	110 79
ALLETE INC NEW ALE	5.0000	11/21/11	05/08/12	196 20	192 28	3 92
ALLIANCE RES PARTNERS LP ARLP	4 0000	11/21/11	05/08/12	234 59	280 00	(45 41)
ALLIANCEBERNSTEIN HLDG UNIT LTD PARTNERSHIP INT AB	15.0000	02/07/12	05/08/12	211 65	243 91	(32 26)
ALLIANT ENERGY CORP LNT	5 0000	11/21/11	05/08/12	215 16	204 68	10 48
AMEREN CORPORATION AEE	4 0000	11/21/11	05/08/12	125 80	127 40	(1 60)
AMERN GREETINGS CP CL A AM	16 0000	01/13/12	05/08/12	239 39	220 12	19 27
ANNALY CAPITAL MGMT REIT NLY	15.0000	11/21/11	05/08/12	243 14	239.45	3.69
APOLLO INVESTMENT CORP AINV	11.0000	11/21/11	05/08/12	77.44	78.15	(0.71)
ATMOS ENERGY CORP ATO	7.0000	11/21/11	05/08/12	222.95	236 58	(13 63)
AVISTA CORPORATION AVA	8 0000	11/21/11	05/08/12	201 72	193 20	8 52
AVON PRODUCTS INC. AVP	8 0000	11/21/11	05/08/12	156 52	134 01	22 51
B G C PARTNERS CLASS A BGCP	31 0000	11/21/11	05/08/12	202.87	184 39	18.48
BANK OF HAWAII CORP. BOH	4 0000	11/21/11	05/08/12	192 76	162 50	30 26
BLACK HILLS CORP. BKH	6.0000	11/21/11	05/08/12	189 00	186.42	2 58
BLOCK H & R INCORPORATED HRB	15.0000	11/21/11	05/08/12	213 00	225 85	(12 85)
BOARDWALK PIPELINE PTNRS. BWP	4.0000	11/21/11	05/08/12	105 20	107 31	(2.11)
BUCKEYE PARTNERS UTS L PUNIT LTD PARTNERSHIP INT BPL	4.0000	11/21/11	05/08/12	209 08	251 00	(41 92)
C D I CORP CDI	15 0000	11/21/11	05/08/12	265 34	180 81	84 53
C H ENERGY GROUP INC CHG	3 0000	11/21/11	05/08/12	193 14	161 84	31 30
C M S ENERGY CORP CMS	12.0000	11/21/11	05/08/12	266 63	244 87	21 76
CABLEVISION SYS NY GP A CVC	12 0000	11/21/11	05/08/12	149 16	174 53	(25 37)
CEDAR FAIR L P DEP UTS FUN	8 0000	11/21/11	05/08/12	230 59	176 78	53 81
CENTERPOINT ENERGY INC CNP	15 0000	11/21/11	05/08/12	293 39	284 19	9.20

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CT5C2101-000175 23500

Accounting Method
 Mutual Funds, Average
 All Other Securities First In First Out [FIFO]

Realized Gain or (Loss) (continued)

Short Term (continued)	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
CINCINNATI FINANCIAL CP CINF	7 0000	11/21/11	05/08/12	247 87	195 51	52 36
CINEMARK HOLDINGS INC CNK	22 0000	11/21/11	05/08/12	518 17	424 48	93 69
CONAGRA FOODS INC CAG	10 0000	11/21/11	05/08/12	252 09	241 66	10 43
CONS COMMUNICATION HLDGS CNSL	18.0000	11/21/11	05/08/12	329 27	332 44	(3 17)
CONSOLIDATED EDISON INC ED	4 0000	11/21/11	05/08/12	233 75	229 36	4 39
CVR PARTNERS UAN	8 0000	01/19/12	05/08/12	201 00	225 52	(24 52)
D T E ENERGY COMPANY DTE	4.0000	11/21/11	05/08/12	219 52	202 20	17 32
DARDEN RESTAURANTS INC DRI	6.0000	12/07/11	05/08/12	296 33	259 85	36 48
DE LUXE CORP DLX	7 0000	11/21/11	05/08/12	160 10	148 81	11 29
DIAMOND OFFSHR DRILLING DO	2.0000	11/21/11	05/08/12	123 70	122 63	1.07
DONNELLEY R R & SONS CO RRD	12.0000	11/21/11	05/08/12	129 84	172 46	(42 62)
DUKE REALTY CORP REIT, DRE	18 0000	11/21/11	05/08/12	264.11	197 05	67 06
EL PASO PIPELINE PTNR LP EPB	8 0000	11/21/11	05/08/12	260.99	259 03	1.96
EMPIRE DISTRICT ELEC CO EDE	9 0000	11/21/11	05/08/12	178 08	182 00	(3.92)
ENERGY TRANSFER PARTNERSUNITS REP L P INTEREST ETP	4.0000	11/21/11	05/08/12	183 28	175 08	8 20
ENTERGY CORP NEW, ETR	2 0000	11/21/11	05/08/12	125.14	136 17	(11.03)
FEDERATED INVS PA CL B CLASS B, FII	9.0000	11/21/11	05/08/12	186 90	145.48	41 42
FIRST NIAGARA FINL NEW FNFG	10.0000	11/21/11	05/08/12	86.80	83.92	2.88
FIRSTENERGY CORP, FE	3.0000	11/21/11	05/08/12	136.86	130 88	5.98
FIRSTMERIT CORP FMER	16 0000	11/21/11	05/08/12	265 31	219 97	45 34
FLUSHING FINANCIAL CORP FFIC	16 0000	01/19/12	05/08/12	212 84	210 84	2.00
GALLAGHER ARTHUR J & CO AJG	5 0000	11/21/11	05/08/12	177 40	149 50	27 90
GANNETT CO INC DEL GCI	13.0000	02/27/12	05/08/12	169 90	198 72	(28 82)
GARMIN LTD NEW F GRMN	5 0000	11/21/11	05/08/12	227 79	173 84	53 95
GATX CORP GMT	4 0000	11/21/11	05/08/12	160 88	154 82	6.06
GENUINE PARTS CO GPC	3.0000	11/21/11	05/08/12	191 04	166 03	25 01
GLADSTONE CAPITAL CORP GLAD	11 0000	11/21/11	05/08/12	86 68	83.16	3 52

Schwab has provided accurate gain and loss information wherever possible for most investments. Cost basis data may be incomplete or unavailable for some of your holdings. Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this statement.

CT5C2101-000175 23501

Accounting Method
 Mutual Funds, Average
 All Other Securities First In First Out [FIFO]

Realized Gain or (Loss) (continued)

Short Term (continued)	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
GREAT PLAINS ENERGY INC GXP	7.0000	11/21/11	05/08/12	135.18	143.27	(8.09)
H C P INC REIT HCP	7.0000	11/21/11	05/08/12	281.54	257.08	24.46
HARSCO CORPORATION HSC	10.0000	11/21/11	05/08/12	188.40	198.00	(9.60)
HASBRO INC HAS	6.0000	04/24/12	05/08/12	210.84	211.84	(1.00)
HAWAIIAN ELEC INDUSTRIES HE	10.0000	11/21/11	05/08/12	262.69	250.92	11.77
HEALTH CARE REIT INC REIT HCN	3.0000	01/19/12	05/08/12	163.23	166.73	(3.50)
HEALTHCARE REALTY TRUST REIT HR	4.0000	11/21/11	05/08/12	87.48	66.99	20.49
HEALTHCARE SVC GROUP INC HCSG	13.0000	11/21/11	05/08/12	267.39	225.02	42.37
HEINZ H J CO HNZ	4.0000	11/21/11	05/08/12	211.80	202.52	9.28
HILLENBRAND INC HI	11.0000	11/21/11	05/08/12	223.48	228.99	(5.51)
HOSPITALITY PPTYS TRUST BENEFICIAL INTEREST SH HPT	7.0000	11/21/11	05/08/12	175.29	143.80	31.49
HUDSON CITY BANCORP INC HCBK	11.0000	11/21/11	05/08/12	74.58	58.55	16.03
INERGY LP UNIT LTD PTNR INTEREST , NRGY	5.0000	11/21/11	05/08/12	90.05	117.73	(27.68)
INGLES MARKETS INC CL A IMKTA	11.0000	11/21/11	05/08/12	185.54	164.85	20.69
INTEGRYS ENERGY GROUP, TEG	3.0000	11/21/11	05/08/12	156.63	149.97	6.66
INTERNATIONAL PAPER CO IP	8.0000	11/21/11	05/08/12	247.71	217.46	30.25
INTERSIL CORP CL A CLASS A, ISIL	20.0000	11/21/11	05/08/12	206.60	210.28	(3.68)
ISHARES RUSSELL MIDCAP VALUE INDEX FUND IWS	240.0000	12/14/11	05/08/12	11,137.79	10,025.59	1,112.20
ISHARES TR RUSSELL 2000 RUSSELL 2000 VALUE INDEX IWN	158.0000	12/14/11	05/08/12	11,014.56	9,964.21	1,050.35
KEMPER CORPORATION KMPR	2.0000	11/21/11	05/08/12	61.46	52.15	9.31
KIMCO REALTY CORP REIT KIM	5.0000	11/21/11	05/08/12	97.91	76.94	20.97
KKR & CO LP KKR	17.0000	11/21/11	05/08/12	215.79	199.58	16.21
LACLEDE GAS COMPANY NEW HOLDING COMPANY LG	4.0000	11/21/11	05/08/12	153.36	159.78	(6.42)
LEGGETT & PLATT INC LEG	11.0000	11/21/11	05/08/12	228.98	231.45	(2.47)

Schwab has provided accurate gain and loss information wherever possible for most investments. Cost basis data may be incomplete or unavailable for some of your holdings. Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this statement.

CT5C2101-000175 23502

Accounting Method
 Mutual Funds, Average
 All Other Securities First In First Out [FIFO]

Realized Gain or (Loss) (continued)

Short Term (continued)	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
LIBERTY PROPERTY TRUST REIT LRY	4.0000	11/21/11	05/08/12	142.48	119.40	23.08
LINN ENERGY LINE	7.0000	11/21/11	05/08/12	264.74	251.51	13.23
LORILLARD INC LO	1.0000	11/21/11	05/08/12	127.01	108.35	18.66
LUMOS NETWORKS CORP LMOS	77.0000	11/21/11	05/08/12	736.26	1,163.18	(426.92)
M & T BANK CORPORATION MTB	3.0000	11/21/11	05/08/12	254.27	210.98	43.29
MACK CALI REALTY CORP REIT CLI	3.0000	11/21/11	05/08/12	86.40	75.39	11.01
MAGELLAN MIDSTREAM PTNRS MMP	4.0000	11/21/11	05/08/12	275.03	258.20	16.83
MATTEL INCORPORATED MAT	11.0000	11/21/11	05/08/12	351.63	303.65	47.98
MERCURY GENERAL CORP MCY	3.0000	11/21/11	05/08/12	132.21	124.69	7.52
MEREDITH CORP MDP	7.0000	11/21/11	05/08/12	189.15	192.23	(3.08)
MGE ENERGY INC MGEE	5.0000	11/21/11	05/08/12	226.64	214.20	12.44
MICROCHIP TECHNOLOGY INC MCHP	5.0000	11/21/11	05/08/12	160.40	169.97	(9.57)
MINE SAFETY APPLIANCE CO MSA	8.0000	11/21/11	05/08/12	330.35	260.88	69.47
NATIONAL BANK OF CANADA F. NTIOF	3.0000	11/21/11	05/08/12	213.67	193.37	20.30
NATIONAL PRESTO INDS INC NPK	2.0000	11/21/11	05/08/12	139.74	183.60	(43.86)
NEW YORK CMNTY BANCORP NYB	12.0000	11/21/11	05/08/12	152.76	140.63	12.13
NISOURCE INC HOLDING CO. NI	9.0000	11/21/11	05/08/12	219.75	193.68	26.07
NORTHEAST UTILITIES NU	8.0000	11/21/11	05/08/12	284.27	270.02	14.25
NORTHWEST NATURAL GAS CO. NWN	4.0000	11/21/11	05/08/12	182.32	184.16	(1.84)
NTELOS HOLDINGS CP NEW. NTLS	5.0000	11/21/11	05/08/12	97.80	99.93	(2.13)
NUCOR CORP NUE	5.0000	11/21/11	05/08/12	181.85	186.14	(4.29)
NUTRI SYSTEM INC NTRI	10.0000	11/21/11	05/08/12	106.30	113.16	(6.86)
NYSE EURONEXT N.V. NYX	4.0000	11/21/11	05/08/12	98.24	107.12	(8.88)
OLD REPUBLIC INTL CORP ORI	8.0000	11/21/11	05/08/12	76.32	59.58	16.74
OLIN CORP OLN	9.0000	11/21/11	05/08/12	175.83	168.09	7.74
OTTER TAIL CORPORATION OTTR	6.0000	11/21/11	05/08/12	128.64	121.99	6.65
P D L BIOPHARMA INC PDLI	20.0000	11/21/11	05/08/12	125.80	119.52	6.28
PARK NATIONAL CORP PRK	3.0000	11/21/11	05/08/12	194.76	170.99	23.77

Schwab has provided accurate gain and loss information wherever possible for most investments. Cost basis data may be incomplete or unavailable for some of your holdings. Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this statement.

CT5C2101-000175 23503

Accounting Method
 Mutual Funds, Average
 All Other Securities First In First Out [FIFO]

Realized Gain or (Loss) (continued)

Short Term (continued)	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
PAYCHEX INC· PAYX	6 0000	11/21/11	05/08/12	175 86	167 43	8 43
PEMBINA PIPELINE CORP F PBA	8 0000	11/21/11	05/08/12	236 11	169 56	66 55
PENGROWTH ENERGY CORP F PGH	10 0000	11/21/11	05/08/12	83 30	98 01	(14 71)
PENN REAL EST INV TR SBIREIT PEI	3.0000	11/21/11	05/08/12	42 42	26 61	15 81
PENN VIRGINIA RES PTNRS PVR	8 0000	11/21/11	05/08/12	187 88	187 73	0 15
PEPCO HOLDINGS INC· POM	8 0000	11/21/11	05/08/12	148 20	153 10	(4 90)
PIEDMONT NATURAL GAS CO PNY	6.0000	11/21/11	05/08/12	173 82	185 18	(11 36)
PINNACLE WEST CAPITAL CP PNW	5.0000	11/21/11	05/08/12	235 29	229 03	6 26
PITNEY BOWES INC PBI	4 0000	11/21/11	05/08/12	62 00	71.74	(9 74)
PLAINS ALL AMERN PPLN LPUNIT LTD PARTNERSHIP INT PAA	3.0000	11/21/11	05/08/12	233 45	191 15	42 30
PLUM CREEK TIMBER CO REIT PCL	3.0000	11/21/11	05/08/12	112 95	N/A	N/A
PORTLAND GENERAL ELEC POR	8.0000	11/21/11	05/08/12	195 24	192.21	3.03
POTLATCH CORPORATION NEW PCH	5 0000	11/21/11	05/08/12	150 75	152 35	(1.60)
PPL CORPORATION, PPL	4 0000	11/21/11	05/08/12	106 20	116 78	(10.58)
PROGRESS ENERGY INC PGN	4 0000	11/21/11	05/08/12	212 28	207 88	4.40
PROLOGIS INC NEW REIT PLD	2 0000	11/21/11	05/08/12	69.58	52.61	16.97
PROVIDENT FINANCIAL SVCS. PFS	14.0000	11/21/11	05/08/12	201 96	171.75	30 21
RADIOSHACK CORPORATION RSH	17.0000	11/21/11	05/08/12	85.34	197.63	(112.29)
RAYONIER INC REIT RYN	5.0000	11/21/11	05/08/12	221.19	197 34	23.85
REALTY INCOME CORP REIT O	7 0000	11/21/11	05/08/12	272 65	230 56	42 09
REGAL ENTERTAINMENT GRP RGC	14 0000	11/21/11	05/08/12	195 24	195 69	(0 45)
RPM INTERNATIONAL INC DELAWARE RPM	9 0000	11/21/11	05/08/12	232 61	197 53	35 08
SCANA CORPORATION NEW SCG	4.0000	11/21/11	05/08/12	178 68	166 86	11 82
SEAGATE TECHNOLOGY PLC F STX	9 0000	11/21/11	05/08/12	268 34	143 50	124 84
SHAW COMMUN INC CL B FCLASS B NON VOTING SHS SJR	11 0000	11/21/11	05/08/12	211 61	225 71	(14 10)
SINCLAIR BROADCAST GRP ACLASS A SBGI	21 0000	11/21/11	05/08/12	198 60	192 85	5.75

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CT5C2101-000175 23504

Accounting Method
 Mutual Funds: Average
 All Other Securities: First In First Out [FIFO]

Realized Gain or (Loss) (continued)

Short Term (continued)	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
SONOCO PRODUCTS CO SON	6 0000	11/21/11	05/08/12	190 02	184 02	6 00
SOUTHWEST GAS CORP COM SWX	6 0000	11/21/11	05/08/12	253 61	229 11	24 50
STMICROELECTRONICS NY FNY REG SH 1 SH REP 1 O STM	22 0000	11/21/11	05/08/12	112 72	139 56	(26 84)
STONEMOR PARTNERS STON	13.0000	11/21/11	05/08/12	318 87	373 80	(54 93)
STRAYER EDUCATION INC STRA	2.0000	11/21/11	05/08/12	181 80	193 40	(11 60)
SUBURBAN PROPANE PRT L PUNIT REP LTD PART INT SPH	5 0000	11/21/11	05/08/12	205 95	236 54	(30 59)
SUPERIOR INDUSTRIES INTL SUP	11.0000	11/21/11	05/08/12	180 70	168 04	12 66
SUPERVALU INC SVU	26 0000	11/21/11	05/08/12	136 10	204 37	(68 27)
TECO ENERGY INC TE	16.0000	11/21/11	05/08/12	280 83	286 70	(5 87)
TEEKAY CORP F TK	8.0000	11/21/11	05/08/12	254.68	222 04	32 64
TELECOM CP NEW ZLD ADRFSPONSORED ADR 1 ADR REPS 5 NZT	12.0000	11/21/11	05/08/12	117.48	90.07	27 41
TELUS CORP NON VTG FNON VOTING SHARES TU	5.0000	11/21/11	05/08/12	282 74	241 44	41 30
TRANSALTA CORP F TAC	6.0000	11/21/11	05/08/12	98.10	119 53	(21 43)
TRANSOCEAN INC NEW F RIG	79 0000	01/13/12	05/08/12	3,650 67	3,210.82	439 85
UIL HOLDINGS CO. UIL	6.0000	11/21/11	05/08/12	197.52	198.04	(0.52)
UNISOURCE ENERGY CORP. UNS	5 0000	11/21/11	05/08/12	177.80	179 20	(1 40)
UNITED ONLINE INC UNTD	20 0000	11/21/11	05/08/12	80 20	103 04	(22 84)
UNIVERSAL CORP VA. UVV	4.0000	11/21/11	05/08/12	179 16	179 18	(0 02)
US ECOLOGY INC ECOL	13.0000	11/21/11	05/08/12	217 74	220 46	(2 72)
VECTREN CORP VVC	7.0000	11/21/11	05/08/12	199 02	193 18	5 84
VENTAS INC REIT VTR	4 0000	11/21/11	05/08/12	231 15	202 86	28 29
W P CAREY & CO L L C LIMITED LIABILITY CO WPC	5.0000	11/21/11	05/08/12	223 94	197 65	26 29
WASH REAL EST INV TR SBIREIT WRE	6 0000	11/21/11	05/08/12	178 20	161 71	16 49
WEINGARTEN RLTY INVS SBIREIT WRI	3.0000	11/21/11	05/08/12	81 60	61.25	20 35

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CT5C2101-000175 23505

Accounting Method
 Mutual Funds: Average
 All Other Securities: First In First Out [FIFO]

Realized Gain or (Loss) (continued)

Short Term (continued)	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
WESTAR ENERGY INC WR	9 0000	11/21/11	05/08/12	251 06	240 72	10 34
WGL HOLDINGS INC WGL	4 0000	11/21/11	05/08/12	153 52	165 30	(11 78)
WHIRLPOOL CORP WHR	4 0000	12/07/11	05/08/12	240 31	200 80	39 51
WILLIAMS PARTNERS LP WPZ	5.0000	11/21/11	05/08/12	271 24	282 23	(10 99)
WINDSTREAM CORPORATION WIN	26 0000	11/21/11	05/08/12	292 35	297 72	(5 37)
WORLD WRESTLING ENTMT CLASS A WWE	16 0000	11/21/11	05/08/12	140 70	152 25	(11 55)
XCEL ENERGY INC XEL	11.0000	11/21/11	05/08/12	296 85	281 51	15 34
A G L RESOURCES INC GAS	6.0000	11/21/11	05/24/12	219 54	238 68	(19 14)
AIRCASTLE LTD F AYR	4 0000	11/21/11	05/24/12	44 72	44.59	0 13
ALEXANDER & BALDWIN INC ALEX	4.0000	11/21/11	05/24/12	201 24	141 21	60 03
ALLETE INC NEW ALE	3.0000	11/21/11	05/24/12	111 99	115 37	(3 38)
ALLIANCE RES PARTNERS LP ARLP	2 0000	11/21/11	05/24/12	113.80	140 00	(26 20)
ALLIANCEBERNSTEIN HLDG UNIT LTD PARTNERSHIP INT AB	8 0000	02/07/12	05/24/12	104.44	130 08	(25 64)
ALLIANT ENERGY CORP LNT	3 0000	11/21/11	05/24/12	127 80	122 81	4.99
AMEREN CORPORATION AEE	3 0000	11/21/11	05/24/12	95 79	95.55	0.24
AMERN GREETINGS CP CL A AM	11 0000	01/13/12	05/24/12	153.86	151 33	2.53
ANNALY CAPITAL MGMT REIT NLY	12.0000	11/21/11	05/24/12	195 12	191.56	3.56
APOLLO INVESTMENT CORP AINV	10.0000	11/21/11	05/24/12	73.70	71.05	2.65
ATMOS ENERGY CORP ATO	5.0000	11/21/11	05/24/12	159.75	168 99	(9 24)
AVISTA CORPORATION AVA	5 0000	11/21/11	05/24/12	123 05	120 75	2 30
AVON PRODUCTS INC AVP	6 0000	11/21/11	05/24/12	99 42	100 51	(1 09)
B G C PARTNERS CLASS A BGCP	18 0000	11/21/11	05/24/12	108 42	107 06	1 36
BANK OF HAWAII CORP BOH	1.0000	11/21/11	05/24/12	47 45	40 62	6 83
BLACK HILLS CORP BKH	4 0000	11/21/11	05/24/12	122 68	124 28	(1 60)
BLOCK H & R INCORPORATED HRB	10 0000	11/21/11	05/24/12	146 50	150 57	(4 07)
BOARDWALK PIPELINE PTNRS BWP	5.0000	11/21/11	05/24/12	134 55	134 14	0.41

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Accounting Method
 Mutual Funds, Average
 All Other Securities First In First Out [FIFO]

Realized Gain or (Loss) (continued)

Short Term (continued)	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
BUCKEYE PARTNERS UTS L PUNIT LTD PARTNERSHIP INT BPL	2 0000	11/21/11	05/24/12	95 80	125 50	(29 70)
C D I CORP CDI	6 0000	11/21/11	05/24/12	99 24	72 32	26 92
C H ENERGY GROUP INC CHG	2 0000	11/21/11	05/24/12	128 12	107 89	20 23
C M S ENERGY CORP CMS	8.0000	11/21/11	05/24/12	180 52	163 25	17 27
CABLEVISION SYS NY GP A CVC	10.0000	11/21/11	05/24/12	112 70	145 44	(32 74)
CEDAR FAIR L P DEP UTS FUN	5 0000	11/21/11	05/24/12	127 25	110 49	16 76
CENTERPOINT ENERGY INC CNP	11.0000	11/21/11	05/24/12	215 68	208 40	7.28
CINCINNATI FINANCIAL CP CINF	5.0000	11/21/11	05/24/12	173 90	139 65	34 25
CINEMARK HOLDINGS INC CNK	41.0000	11/21/11	05/24/12	963 35	791 07	172 28
CONAGRA FOODS INC CAG	7 0000	11/21/11	05/24/12	173 96	169 16	4 80
CONS COMMUNICATION HLDGS CNSL	11.0000	11/21/11	05/24/12	150 01	203.16	(53.15)
CONSOLIDATED EDISON INC ED	2.0000	11/21/11	05/24/12	115 74	114.68	1.06
CVR PARTNERS UAN	3 0000	01/19/12	05/24/12	64 44	84.57	(20.13)
D T E ENERGY COMPANY DTE	2 0000	11/21/11	05/24/12	109 08	101 10	7.98
DARDEN RESTAURANTS INC DRI	3 0000	12/07/11	05/24/12	156 72	129 92	26 80
DE LUXE CORP. DLX	4 0000	11/21/11	05/24/12	90.84	85.04	5.80
DIAMOND OFFSHR DRILLING DO	1.0000	11/21/11	05/24/12	60 18	61.31	(1.13)
DONNELLEY R R & SONS CO RRD	7.0000	11/21/11	05/24/12	72.38	100.60	(28.22)
DUKE REALTY CORP REIT, DRE	12.0000	11/21/11	05/24/12	160.56	131 37	29.19
EL PASO PIPELINE PTNR LP EPB	5 0000	11/21/11	05/24/12	156 70	161 90	(5 20)
ELBIT SYSTEMS LTD F ESLT	4 0000	05/08/12	05/24/12	133 00	141 10	(8 10)
EMPIRE DISTRICT ELEC CO EDE	6 0000	11/21/11	05/24/12	118 92	121 34	(2 42)
ENERGY TRANSFER PARTNERSUNITS REP L P INTEREST ETP	3.0000	11/21/11	05/24/12	131 16	131 31	(0 15)
ENTERGY CORP NEW ETR	1.0000	11/21/11	05/24/12	64 19	68 09	(3 90)
FEDERATED INVS PA CL B CLASS B FII	4.0000	11/21/11	05/24/12	77 12	64 66	12 46
FIRST NIAGARA FINL NEW FNFG	10 0000	11/21/11	05/24/12	81 80	83 92	(2 12)

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Accounting Method
 Mutual Funds, Average
 All Other Securities First In First Out [FIFO]

Realized Gain or (Loss) (continued)

Short Term (continued)	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
FIRSTENERGY CORP FE	1 0000	11/21/11	05/24/12	46 86	43 63	3 23
FIRSTMERIT CORP FMER	9 0000	11/21/11	05/24/12	140 64	123 73	16 91
FLUSHING FINANCIAL CORP FFIC	9 0000	01/19/12	05/24/12	114 72	118 60	(3 88)
GALLAGHER ARTHUR J & CO AJG	3.0000	11/21/11	05/24/12	101 82	89 70	12 12
GANNETT CO INC DEL GCI	10 0000	02/27/12	05/24/12	125 00	152 86	(27 86)
GARMIN LTD NEW F GRMN	3 0000	11/21/11	05/24/12	128 07	104 30	23 77
GATX CORP GMT	3.0000	11/21/11	05/24/12	114 12	116 12	(2 00)
GENUINE PARTS CO GPC	2.0000	11/21/11	05/24/12	120 28	110 69	9 59
GLADSTONE CAPITAL CORP GLAD	10 0000	11/21/11	05/24/12	74 00	75.60	(1 60)
GREAT PLAINS ENERGY INC GXP	5.0000	11/21/11	05/24/12	98 95	102 33	(3 38)
H C P INC REIT HCP	5.0000	11/21/11	05/24/12	201 40	183 63	17 77
HARSCO CORPORATION HSC	4 0000	11/21/11	05/24/12	79.60	79 20	0.40
HASBRO INC HAS	3 0000	04/24/12	05/24/12	100.74	105 92	(5 18)
HAWAIIAN ELEC INDUSTRIES HE	6 0000	11/21/11	05/24/12	159 00	150 56	8 44
HEALTH CARE REIT INC REIT HCN	2.0000	01/19/12	05/24/12	107 38	111 16	(3.78)
HEALTHCARE REALTY TRUST REIT HR	4.0000	11/21/11	05/24/12	85 56	66.99	18 57
HEALTHCARE SVC GROUP INC HCSG	9.0000	11/21/11	05/24/12	174 21	155.78	18.43
HEINZ H J CO HNZ	3 0000	11/21/11	05/24/12	156 99	151 89	5.10
HILLENBRAND INC HI	7.0000	11/21/11	05/24/12	126.36	145.72	(19 36)
HOSPITALITY PPTYS TRUST BENEFICIAL INTEREST SH HPT	4 0000	11/21/11	05/24/12	96 00	82.17	13 83
HUDSON CITY BANCORP INC HCBK	13 0000	11/21/11	05/24/12	80 86	69.20	11 66
INERGY LP UNIT LTD PTNR INTEREST NRGY	5 0000	11/21/11	05/24/12	87 10	117 73	(30 63)
INGLES MARKETS INC CL A IMKTA	7 0000	11/21/11	05/24/12	105 99	104 90	1 09
INTEGRYS ENERGY GROUP TEG	2.0000	11/21/11	05/24/12	105 64	99 98	5.66
INTERNATIONAL PAPER CO IP	4.0000	11/21/11	05/24/12	116 24	108 73	7 51
INTERSIL CORP CL A CLASS A ISIL	8 0000	11/21/11	05/24/12	84 24	84 11	0.13

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Accounting Method
 Mutual Funds, Average
 All Other Securities First In First Out [FIFO]

Realized Gain or (Loss) (continued)

Short Term (continued)	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
KEMPER CORPORATION · KMPR	3 0000	11/21/11	05/24/12	86 70	78 22	8 48
KIMCO REALTY CORP REIT KIM	5 0000	11/21/11	05/24/12	89 90	76.94	12 96
KKR & CO LP KKR	7 0000	11/21/11	05/24/12	81 56	82 18	(0 62)
LACLEDE GAS COMPANY NEW HOLDING COMPANY LG	3.0000	11/21/11	05/24/12	110 82	119 84	(9 02)
LEGGETT & PLATT INC · LEG	8.0000	11/21/11	05/24/12	161 56	168 33	(6 77)
LEXMARK INTL INC CL A CLASS A LXX	4 0000	05/08/12	05/24/12	100 04	114 04	(14 00)
LIBERTY PROPERTY TRUST REIT LRY	3.0000	11/21/11	05/24/12	101 04	89 55	11 49
LINN ENERGY LINE	4.0000	11/21/11	05/24/12	140 76	143 72	(2 96)
LORILLARD INC LO	1.0000	11/21/11	05/24/12	124 35	108 35	16 00
M & T BANK CORPORATION MTB	2 0000	11/21/11	05/24/12	159 54	140 65	18 89
MACK CALI REALTY CORP REIT CLI	3.0000	11/21/11	05/24/12	81 18	75.39	5.79
MAGELLAN MIDSTREAM PTNRS · MMP	3.0000	11/21/11	05/24/12	201 78	193.65	8.13
MATTEL INCORPORATED · MAT	7 0000	11/21/11	05/24/12	213 86	193 23	20 63
MERCURY GENERAL CORP · MCY	2 0000	11/21/11	05/24/12	86 98	83 13	3.85
MEREDITH CORP MDP	4 0000	11/21/11	05/24/12	118 40	109 84	8.56
MGE ENERGY INC · MGEE	2 0000	11/21/11	05/24/12	89.76	85.68	4.08
MICROCHIP TECHNOLOGY INC MCHP	4.0000	11/21/11	05/24/12	120 60	135.97	(15.37)
MINE SAFETY APPLIANCE CO MSA	4.0000	11/21/11	05/24/12	163.40	130.44	32.96
NATIONAL BANK OF CANADA F · NTIOF	1.0000	11/21/11	05/24/12	71.26	64 46	6.80
NATIONAL PRESTO INDS INC NPK	1 0000	11/21/11	05/24/12	65 70	91 80	(26 10)
NEW YORK CMNTY BANCORP NYB	8 0000	11/21/11	05/24/12	97 48	93.75	3.73
NISOURCE INC HOLDING CO NI	5 0000	11/21/11	05/24/12	121 35	107 60	13 75
NORTHEAST UTILITIES NU	5.0000	11/21/11	05/24/12	177 65	168 76	8 89
NORTHWEST NATURAL GAS CO NWN	2 0000	11/21/11	05/24/12	91 60	92 08	(0 48)
NTELOS HOLDINGS CP NEW NTLS	3 0000	11/21/11	05/24/12	56 67	59 96	(3 29)
NUCOR CORP NUE	3.0000	11/21/11	05/24/12	103 65	111 68	(8 03)
NUTRI SYSTEM INC NTRI	10 0000	11/21/11	05/24/12	103 40	113 16	(9 76)

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Accounting Method
 Mutual Funds, Average
 All Other Securities First In First Out [FIFO]

Realized Gain or (Loss) (continued)

Short Term (continued)	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
NYSE EURONEXT N V NYX	4 0000	11/21/11	05/24/12	97 96	107 12	(9 16)
OLD REPUBLIC INTL CORP ORI	8 0000	11/21/11	05/24/12	79 60	59.58	20 02
OLIN CORP OLN	6 0000	11/21/11	05/24/12	111 24	112 06	(0 82)
OTTER TAIL CORPORATION OTTR	5.0000	11/21/11	05/24/12	101 75	101 66	0.09
P D L BIOPHARMA INC PDLI	17 0000	11/21/11	05/24/12	106 65	101 59	5 06
PARK NATIONAL CORP PRK	2 0000	11/21/11	05/24/12	129 42	113 99	15 43
PAYCHEX INC PAYX	4.0000	11/21/11	05/24/12	118 16	111 62	6 54
PEMBINA PIPELINE CORP F PBA	5.0000	11/21/11	05/24/12	140 35	105 98	34 37
PENGROWTH ENERGY CORP F PGH	11 0000	11/21/11	05/24/12	81 40	107 81	(26 41)
PENN REAL EST INV TR SBIREIT PEI	5.0000	11/21/11	05/24/12	62 90	44 35	18 55
PENN VIRGINIA RES PTNRS PVR	4.0000	11/21/11	05/24/12	93 04	93 86	(0 82)
PEPCO HOLDINGS INC POM	5 0000	11/21/11	05/24/12	92.80	95 69	(2 89)
PIEDMONT NATURAL GAS CO PNY	4 0000	11/21/11	05/24/12	114.28	123 45	(9 17)
PINNACLE WEST CAPITAL CP PNW	2 0000	11/21/11	05/24/12	97 56	91.61	5 95
PITNEY BOWES INC PBI	3.0000	11/21/11	05/24/12	41 13	53 81	(12.68)
PLAINS ALL AMERN PPLN LPUNIT LTD PARTNERSHIP INT. PAA	2.0000	11/21/11	05/24/12	153 62	127 43	26 19
PLUM CREEK TIMBER CO REIT PCL	3.0000	11/21/11	05/24/12	107 88	N/A	N/A
PORTLAND GENERAL ELEC POR	3.0000	11/21/11	05/24/12	74.13	72.08	2.05
POTLATCH CORPORATION NEW PCH	3.0000	11/21/11	05/24/12	87.57	91 41	(3 84)
PPL CORPORATION PPL	3 0000	11/21/11	05/24/12	82 11	87 59	(5 48)
PROGRESS ENERGY INC PGN	2 0000	11/21/11	05/24/12	105 80	103 94	1.86
PROLOGIS INC NEW REIT PLD	2 0000	11/21/11	05/24/12	63 24	52 61	10 63
PROVIDENT FINANCIAL SVCS PFS	7.0000	11/21/11	05/24/12	98 70	85 88	12 82
RADIOSHACK CORPORATION RSH	11 0000	11/21/11	05/24/12	52 25	127 88	(75 63)
RAYONIER INC REIT RYN	3 0000	11/21/11	05/24/12	125 70	118 40	7.30
REALTY INCOME CORP REIT O	5.0000	11/21/11	05/24/12	189 40	164 68	24 72
REGAL ENTERTAINMENT GRP RGC	10 0000	11/21/11	05/24/12	139 90	139 78	0 12

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CT5C2101-000175 23510

Accounting Method
 Mutual Funds: Average
 All Other Securities: First In First Out [FIFO]

Realized Gain or (Loss) (continued)

Short Term (continued)	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
RPM INTERNATIONAL INC DELAWARE RPM	6 0000	11/21/11	05/24/12	152 88	131 69	21 19
SCANA CORPORATION NEW SCG	3 0000	11/21/11	05/24/12	135 36	125 15	10 21
SEAGATE TECHNOLOGY PLC F STX	5 0000	11/21/11	05/24/12	129 65	79 72	49 93
SHAW COMMUN INC CL B FCLASS B NON VOTING SHS SJR	5.0000	11/21/11	05/24/12	94 35	102 59	(8 24)
SINCLAIR BROADCAST GRP ACLASS A SBG	13.0000	11/21/11	05/24/12	107 11	119 38	(12 27)
SONOCO PRODUCTS CO SON	3 0000	11/21/11	05/24/12	92 31	92.01	0 30
SOUTHWEST GAS CORP COM SWX	4.0000	11/21/11	05/24/12	163 36	152 74	10 62
STMICROELECTRONICS NY FNY REG SH 1 SH REP 1 O STM	21.0000	11/21/11	05/24/12	104 31	133 21	(28 90)
STONEMOR PARTNERS STON	8.0000	11/21/11	05/24/12	197 08	230 03	(32 95)
SUBURBAN PROPANE PRT L PUNIT REP LTD PART INT SPH	3.0000	11/21/11	05/24/12	110.43	141 92	(31.49)
SUPERIOR INDUSTRIES INTL SUP	6.0000	11/21/11	05/24/12	98.28	91.66	6.62
SUPERVALU INC SVU	20.0000	11/21/11	05/24/12	93 20	157 21	(64 01)
TECO ENERGY INC TE	9 0000	11/21/11	05/24/12	152 34	161 27	(8 93)
TEEKAY CORP F TK	6.0000	11/21/11	05/24/12	169.26	166 53	2 73
TELECOM CP NEW ZLD ADRFSPONSORED ADR 1 ADR REPS 5 NZT	7 0000	11/21/11	05/24/12	67.56	52.54	15 02
TELUS CORP NON VTG FNON VOTING SHARES TU	3 0000	11/21/11	05/24/12	163.95	144 86	19 09
TRANSALTA CORP F TAC	7 0000	11/21/11	05/24/12	113 76	139.45	(25.69)
U N S ENERGY CORP UNS	3 0000	11/21/11	05/24/12	107 19	107 52	(0 33)
UIL HOLDINGS CO UIL	4 0000	11/21/11	05/24/12	128 00	132 03	(4 03)
UNITED ONLINE INC UNTD	10 0000	11/21/11	05/24/12	38 20	51 52	(13 32)
UNIVERSAL CORP VA UVV	1.0000	11/21/11	05/24/12	45 57	44.79	0 78
US ECOLOGY INC ECOL	7.0000	11/21/11	05/24/12	115 44	118 71	(3 27)
VECTREN CORP VVC	4 0000	11/21/11	05/24/12	112 32	110 39	1 93
VENTAS INC REIT VTR	3.0000	11/21/11	05/24/12	170 37	152 15	18 22

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CT5C2101-000175 23511

Accounting Method
 Mutual Funds: Average
 All Other Securities: First In First Out (FIFO)

Realized Gain or (Loss) (continued)

Short Term (continued)	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
W P CAREY & CO L L C LIMITED LIABILITY CO WPC	3.0000	11/21/11	05/24/12	128.70	118.59	10.11
WASH REAL EST INV TR SBIREIT WRE	4.0000	11/21/11	05/24/12	110.56	107.81	2.75
WEINGARTEN RLTY INVS SBIREIT WRI	3.0000	11/21/11	05/24/12	76.05	61.25	14.80
WESTAR ENERGY INC WR	7.0000	11/21/11	05/24/12	191.04	187.23	3.81
WGL HOLDINGS INC WGL	3.0000	11/21/11	05/24/12	111.99	123.98	(11.99)
WHIRLPOOL CORP WHR	2.0000	12/07/11	05/24/12	112.70	100.40	12.30
WILLIAMS PARTNERS LP WPZ	3.0000	11/21/11	05/24/12	158.67	169.34	(10.67)
WINDSTREAM CORPORATION WIN	16.0000	11/21/11	05/24/12	147.88	183.21	(35.33)
WORLD WRESTLING ENTMT CLASS A WWE	13.0000	11/21/11	05/24/12	100.22	123.70	(23.48)
XCEL ENERGY INC XEL	7.0000	11/21/11	05/24/12	190.76	179.14	11.62
Total Short Term				76,347.49	72,215.23	4,132.26
Total Realized Gain or (Loss)				76,347.49	72,215.23	4,132.26

Schwab has provided accurate realized gain and loss information wherever possible for most investments. Cost basis data may be incomplete or unavailable for some of your holdings. If all data for a given investment is not available, the investment will not be listed here.

Option Customers: Realized gain/loss of underlying securities is adjusted to reflect the premiums of assigned or exercised options. Please consult IRS publication 550, Investment Income and Expenses, for additional information on Options.

correct = \$4132.26

Transaction Detail - Purchases & Sales
Equities Activity

Settle Date	Trade Date	Transaction	Description	Quantity	Unit Price	Total Amount
05/11/12	05/08/12	Sold	A G L RESOURCES INC: GAS	(9.0000)	38.3800	342.41
05/11/12	05/08/12	Sold	AIRCASTLE LTD F. AYR	(8.0000)	12.0500	96.40
05/11/12	05/08/12	Sold	ALEXANDER & BALDWIN INC. ALEX	(7.0000)	51.5600	357.91
05/11/12	05/08/12	Sold	ALLETE INC NEW ALE	(5.0000)	39.8400	196.20

Schwab has provided accurate gain and loss information wherever possible for most investments. Cost basis data may be incomplete or unavailable for some of your holdings. Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this statement.

CT5C2101-000175 23512



Schwab One® Account of
EMMETT & MIRIAM MCCOY FOUNDATI
MGR: RUNDE & CO LLC

Account Number
4442-4211

Statement Period
July 1-31, 2012

Accounting Method
Mutual Funds: Average
All Other Securities: First In First Out [FIFO]

Realized Gain or (Loss)

Short Term	Quantity/Par	Acquired/	Sold/	Total Proceeds	Cost Basis	Realized
DUKE ENERGY CORP NEW DUK	50 0000	11/21/11	07/05/12	3,415 47	2,983.92	431 55
MGE ENERGY INC MGEE	57.0000	11/21/11	07/05/12	2,709 32	2,441 87	267 45
DUKE ENERGY CORP NEW DUK	0 5081	11/21/11	07/06/12	34 40	30 33	4.07
SUPERVALU INC SVU	351 0000	11/21/11	07/12/12	998 75	2,759 06	(1,760 31)
RADIOSHACK CORPORATION RSH	219 0000	11/21/11	07/25/12	554 11	2,545 92	(1,991 81)
Total Short Term				7,712 05	10,761 10	(3,049 05)
Total Realized Gain or (Loss)				7,712 05	10,761 10	(3,049 05)

Schwab has provided accurate realized gain and loss information wherever possible for most investments. Cost basis data may be incomplete or unavailable for some of your holdings. If all data for a given investment is not available, the investment will not be listed here.

Option Customers: Realized gain/loss of underlying securities is adjusted to reflect the premiums of assigned or exercised options. Please consult IRS publication 550, Investment Income and Expenses, for additional information on Options.

Transaction Detail - Purchases & Sales

Equities Activity

Settle Date	Trade Date	Transaction	Description	Quantity	Unit Price	Total Amount
07/02/12	06/29/12	Spin-off	ALEXANDER & BALDWIN NEW: ALEX	85 0000		
07/03/12	07/03/12	Stock Merger	DUKE ENERGY CORP NEW DUK	50.0000		
07/03/12	07/03/12	Stock Merger	PROGRESS ENERGY INC XXX STOCK MERGER	(58 0000)		
07/06/12	07/06/12	Name Change	ALEXANDER & BALDWIN HXXX N/C TO MATSON INC	(85 0000)		
07/06/12	07/06/12	Cash-In-Lieu	DUKE ENERGY CORP NEW DUK			34 40
07/06/12	07/06/12	Name Change	MATSON INC MATX	85 0000		
07/10/12	07/05/12	Sold	DUKE ENERGY CORP NEW DUK	(50.0000)	68 4900	3,415 47

Schwab has provided accurate gain and loss information wherever possible for most investments. Cost basis data may be incomplete or unavailable for some of your holdings. Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this statement.

Emmett & Miriam McCoy Foundation
74-2686146
Charles Schwab Acct # 4924-6872

	<u>shares</u>	<u>acquired</u>	<u>sold</u>	<u>proceeds</u>	<u>cost</u>	<u>gain/(loss)</u>
Alpha Natural Resources	244.00	11/22/11	03/21/12	4,057.37	5,015.34	(957.97)
Dollar Tree Inc	122.00	11/22/11	03/21/12	11,556.69	9,412.24	2,144.45
** May - see attached		various	various	61,773.41	54,960.61	6,812.80
Intel Corp	270.00	11/22/11	11/16/12	5,382.61	6,290.76	(908.15)
				<u> </u>	<u> </u>	<u> </u>
SHORT-TERM				82,770.08	75,678.95	<u><u>7,091.13</u></u>

Investment Detail - Total

Total Investment Detail	334,459.11
Total Account Value	334,459.11
Total Cost Basis	285,384.45

Realized Gain or (Loss)

Accounting Method
 Mutual Funds Average
 All Other Securities First In First Out [FIFO]

Short Term	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
ABBOTT LABORATORIES ABT	15.0000	11/22/11	05/07/12	920.53	791.38	129.15
ACE LIMITED NEW F ACE	18.0000	11/22/11	05/07/12	1,353.42	1,190.11	163.31
APPLE INC AAPL	3.0000	11/22/11	05/07/12	1,692.02	1,117.79	574.23
BED BATH & BEYOND BBBY	21.0000	03/21/12	05/07/12	1,418.52	1,395.99	22.53
CELGENE CORP CELG	9.0000	11/22/11	05/07/12	612.74	551.12	61.62
CHURCH & DWIGHT CO INC CHD	25.0000	11/22/11	05/07/12	1,280.52	1,076.36	204.16
COACH INC COH	19.0000	11/22/11	05/07/12	1,351.82	1,133.34	218.48
CONSTELLATION BRAND CL ACLASS A. STZ	34.0000	11/22/11	05/07/12	684.17	628.77	55.40
CUMMINS INC CMI	17.0000	11/21/11	05/07/12	1,777.25	299.65 N/A	1477.60 N/A
DIRECTV CL A CLASS A DTV	30.0000	11/22/11	05/07/12	1,433.55	1,391.88	41.67
DOLLAR TREE INC DLTR	15.0000	11/22/11	05/07/12	1,525.32	1,157.24	368.08
EXPRESS SCRIPTS HLDG CO. ESRX	25.0000	11/22/11	05/07/12	1,354.02	1,057.04	296.98
GILEAD SCIENCES INC GILD	13.0000	11/22/11	05/07/12	633.55	497.59	135.96
HARRIS CORPORATION HRS	16.0000	11/22/11	05/07/12	639.56	554.14	85.42
HESS CORPORATION HES	16.0000	11/22/11	05/07/12	789.31	939.41	(150.10)
INTEL CORP INTC	27.0000	11/22/11	05/07/12	733.60	629.08	104.52
K L A TENCOR CORP KLAC	19.0000	11/22/11	05/07/12	926.23	829.57	96.66
MASTERCARD INC MA	3.0000	11/22/11	05/07/12	1,298.35	1,067.50	230.85
METROPCS COMMUNICATIONS PCS	85.0000	11/22/11	05/07/12	552.09	668.76	(116.67)

Schwab has provided accurate gain and loss information wherever possible for most investments. Cost basis data may be incomplete or unavailable for some of your holdings. Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this statement.

CT5C2101-000175 23549

Accounting Method
 Mutual Funds: Average
 All Other Securities: First In First Out [FIFO]

Realized Gain or (Loss) (continued)

Short Term (continued)	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
MICROSOFT CORP · MSFT	26 0000	11/22/11	05/07/12	781 87	644 81	137 06
ORACLE CORPORATION · ORCL	46 0000	11/22/11	05/07/12	1,277 68	1,354 10	(76 42)
PRECISION CASTPARTS CORP · PCP	9 0000	11/22/11	05/07/12	1,535 04	1,401.21	133 83
PROCTER & GAMBLE · PG	16.0000	11/22/11	05/07/12	1,009 31	989 44	19 87
RAYTHEON COMPANY NEW · RTN	19 0000	11/22/11	05/07/12	998 07	818 14	179 93
SCHLUMBERGER LTD · F · SLB	10 0000	11/22/11	05/07/12	687 53	691 75	(4 22)
SOUTHWESTERN ENERGY CO · SWN	18.0000	11/22/11	05/07/12	500 96	670 19	(169 23)
TEXAS INSTRUMENTS INC · TXN	29.0000	11/22/11	05/07/12	872 36	833 35	39 01
THERMO FISHER SCIENTIFIC · TMO	21 0000	11/22/11	05/07/12	1,121 37	946 33	175 04
VERIFONE SYSTEMS INC · PAY	21.0000	11/30/11	05/07/12	953 19	919 32	33 87
XILINX INC · XLNX	31.0000	11/22/11	05/07/12	1,034 03	957 13	76 90
METROPCS COMMUNICATIONS · PCS	835 0000	11/22/11	05/17/12	5,289.03	6,569.55	(1,280.52)
RAYTHEON COMPANY NEW · RTN	193 0000	11/22/11	05/18/12	9,691.24	8,310 63	1,380.61
ABBOTT LABORATORIES · ABT	7 0000	11/22/11	05/24/12	412 15	369 31	42 84
ACE LIMITED NEW · F · ACE	8.0000	11/22/11	05/24/12	560 36	528 94	31 42
APPLE INC · AAPL	5.0000	11/22/11	05/24/12	2,825 04	1,862 99	962 05
BED BATH & BEYOND · BBBY	8.0000	03/21/12	05/24/12	557 32	531.80	25.52
CHURCH & DWIGHT CO INC · CHD	11 0000	11/22/11	05/24/12	568 43	473 60	94.83
COACH INC · COH	8.0000	11/22/11	05/24/12	530.52	477.20	53.32
CUMMINS INC · CMI	8 0000	11/21/11	05/24/12	785 47	141.01 N/A	644.46 N/A
DIRECTV CL A · CLASS A · DTV	13.0000	11/22/11	05/24/12	580 12	603 15	(23 03)
DOLLAR TREE INC · DLTR	6 0000	11/22/11	05/24/12	580 64	462 90	117 74
EXPRESS SCRIPTS HLDG CO · ESRX	10.0000	11/22/11	05/24/12	497 15	422 82	74 33
GILEAD SCIENCES INC · GILD	7.0000	11/22/11	05/24/12	332 84	267 93	64 91
HESS CORPORATION · HES	7 0000	11/22/11	05/24/12	303 58	410 99	(107 41)
K L A TENCOR CORP · KLAC	8.0000	11/22/11	05/24/12	345 56	349 29	(3 73)
LKQ CORP · LKQ	13 0000	05/17/12	05/24/12	437 64	456 24	(18 60)
MASTERCARD INC · MA	4 0000	11/22/11	05/24/12	1,666 65	1,423 33	243 32

Schwab has provided accurate gain and loss information wherever possible for most investments. Cost basis data may be incomplete or unavailable for some of your holdings. Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this statement.

CT5C2101-000175 23550

Accounting Method
 Mutual Funds, Average
 All Other Securities First In First Out [FIFO]

Realized Gain or (Loss) (continued)

Short Term (continued)	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
MICROSOFT CORP· MSFT	11 0000	11/22/11	05/24/12	300 80	272 80	28 00
ORACLE CORPORATION ORCL	19 0000	11/22/11	05/24/12	477 27	559 30	(82 03)
PRECISION CASTPARTS CORP PCP	5 0000	11/22/11	05/24/12	820 73	778 45	42 28
PROCTER & GAMBLE PG	7.0000	11/22/11	05/24/12	419 01	432 88	(13 87)
SCHLUMBERGER LTD F SLB	5 0000	11/22/11	05/24/12	312 59	345 88	(33 29)
TEXAS INSTRUMENTS INC· TXN	13 0000	11/22/11	05/24/12	357 04	373 57	(16 53)
THERMO FISHER SCIENTIFIC TMO	10.0000	11/22/11	05/24/12	493 04	450 63	42 41
VERIFONE SYSTEMS INC PAY	11.0000	11/30/11	05/24/12	488 68	481 55	7 13
XILINX INC XLNX	13 0000	11/22/11	05/24/12	392 53	401 38	(8 85)
Total Short Term				61,773.41	54,510.95	6,812.80

Total Realized Gain or (Loss)				61,773.41	54,510.95	6,812.80
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Schwab has provided accurate realized gain and loss information wherever possible for most investments. Cost basis data may be incomplete or unavailable for some of your holdings. If all data for a given investment is not available, the investment will not be listed here.

Option Customers: Realized gain/loss of underlying securities is adjusted to reflect the premiums of assigned or exercised options. Please consult IRS publication 550, Investment Income and Expenses, for additional information on Options.

61.773.41	54,960.61	6.812.80
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Transaction Detail - Purchases & Sales
Equities Activity

Settle Date	Trade Date	Transaction	Description	Quantity	Unit Price	Total Amount
05/10/12	05/07/12	Sold	ABBOTT LABORATORIES ABT	(15.0000)	62 7000	920 53
05/10/12	05/07/12	Sold	ACE LIMITED NEW F· ACE	(18 0000)	76 3000	1,353.42
05/10/12	05/07/12	Sold	APPLE INC: AAPL	(3.0000)	570 6700	1,692 02
05/10/12	05/07/12	Sold	BED BATH & BEYOND: BBBY	(21.0000)	68 5000	1,418.52
05/10/12	05/07/12	Sold	CELGENE CORP· CELG	(9 0000)	70 3000	612 74
05/10/12	05/07/12	Sold	CHURCH & DWIGHT CO INC CHD	(25.0000)	52 0200	1,280 52

Schwab has provided accurate gain and loss information wherever possible for most investments. Cost basis data may be incomplete or unavailable for some of your holdings. Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this statement.

CT5C2101-000175 23551

FORM 990-PF, PAGE 2, PART II LINE 10b -
INVESTMENTS IN CORPORATE STOCK

NAME OF SECURITY	SHARES	COST BASIS	MARKET VALUE
Charles Schwab Account #0733			
Ridgeworth US Gov Sec Ultra Short BD I	15.889 092	160.500 93	161.592 07
Thornburg Ltd Term Muni FD CL I	23.536 065	338.142 217	345.038 71
Driehaus Intl Small Cap Growth	24.231 650	202.221 66	229.231 41
Hancock Horizon Divers Intl Instl	23.712 779	410.545 44	486.823 35
Rems Real Estate Income 50 50 Fund	28.347 553	324.657 61	378.156 36
Vanguard 500 Index Fd Signal Shrs	3.438 010	314.531 968	373.092 85
Wasatch Large Cap Value Fd	26.553 386	336.658 096	377.854 68
Total		2,087,257.93	2,351,789.43
Charles Schwab Account #3846			
ACI Worldwide Inc	351 000	10.399 17	15.335 19
Actuant Corp CL A New	446 000	9.331 43	12.447 86
Align Technology Inc	590 000	14.174 22	16.372 50
Ansys Inc	194 000	11.244 10	13.063 96
Big Lots Inc	554 000	19.867 04	15.766 84
Buffalo Wild Wings Inc	210 000	13.414 20	15.292 20
Catamaran Corp	282 000	7.813 08	13.282 20
Compass Minerals Intl	247 000	18.051 98	18.453 37
Cyberonics Inc	332 000	10.159 24	17.439 96
Darling Intl Inc	581 000	7.853 39	9.319 24
Ebix Inc	787 000	14.851 77	12.686 44
Equifax Inc	308 000	10.653 29	16.668 96
ESCO Technologies Inc	331 000	8.754 55	12.382 71
Evercore Partners Inc A	550 000	13.259 83	16.604 50
Fresh Market Inc	210 000	8.620 58	10.098 90
Global Payments Inc	354 000	15.123 97	16.036 20
Hollyfrontier Corp	318 000	10.029 95	14.802 90
Hologic Inc	787 000	16.320 34	15.747 95
IDEXX Labs Inc	166 000	12.497 88	15.404 80
Kraton Performance Poly	630 000	12.174 32	15.138 90
Madden Steven Ltd	365 000	12.028 77	15.428 55
Neustar Inc Class A	308 000	10.218 01	12.914 44
OCWEN Financial Corp New	530 000	18.760 35	18.332 70
Parametric Tech Corp New	688 000	13.580 88	15.486 88
Pier One Imports Inc	792 000	10.447 93	15.840 00
Portfolio Recovery Assoc	132 000	9.024 39	14.105 52
RLJ Corp	247 000	17.579 22	15.971 02
SHFL Entertainment Inc	1.122 000	17.294 15	16.269 00
Sirona Dental Systems	256 000	11.782 67	16.501 76
Snap On Inc	219 000	11.002 05	17.298 81
Solera Holdings LLC	249 000	11.870 48	13.314 03
T N S Inc	392 000	7.315 75	8.126 16
Teledyne Technologies	232 000	12.168 18	15.096 24
Trimble Navigation Ltd	228 000	9.339 24	13.629 84
Vera Bradley Inc	689 000	20.837 27	17.293 90
Whiting Petroleum Corp	305 000	13.552 55	13.227 85
Tronox Inc Ser A 18 WTS	5 000	1.769 04	247 50
Total		453,165.26	531,429.78
Charles Schwab Account #4211			
AGL Resources Inc	128 000	6.439 63	5.116 16
Aegon NV Ord Reg Amer F	590 000	3.341 27	3.799 60
Arcastle Ltd	90 000	1.003 21	1.128 60
Allete Inc	69 000	2.653 48	2.827 62
Alliant Energy Corp	69 000	2.824 60	3.029 79
Ameren Corporation	57 000	1.815 44	1.751 04
Ameri Greetings CP CL A	207 000	2.849 09	3.496 23
Apollo Investment Corp	171 000	1.214 89	1.429 56
Atmos Energy Corp	103 000	3.480 99	3.617 36
Avista Corporation	115 000	2.777 18	2.772 65
BCG Partners Class A	399 000	2.373 24	1.380 54
Bank of Hawaii Corp	53 000	2.153 09	2.334 65
Belo Corporation Ser A	434 000	3.232 70	3.328 78
Black Hills Corp	80 000	2.485 55	2.907 20
Block H & R Inc	206 000	3.101 69	3.825 42

FORM 990-PF, PAGE 2, PART II LINE 10b -
INVESTMENTS IN CORPORATE STOCK

NAME OF SECURITY	SHARES	COST BASIS	MARKET VALUE
CDI Corp	210 000	2,531 29	3,597 30
CMS Energy Corp	166 000	3,387 42	4,047 08
CA Inc	116 000	2,956 28	2,549 68
Cablevision Sys NY GP A	177 000	2,574 28	2,644 38
Centerpoint Energy Inc	211 000	3,997 56	4,061 75
Cincinnati Financial CP	97 000	2,709 22	3,798 52
Cinemark Holdings Inc	193 000	3,723 81	5,014 14
Conagra Foods Inc	137 000	3,310 76	4,041 50
Cons Communication Hldgs	227 000	4,192 45	3,611 57
Consolidated Edison Inc	58 000	3,325 71	3,221 32
DTE Energy Company	58 000	2,931 89	3,482 90
Darden Restaurants Inc	67 000	2,901 62	3,019 69
De Luxe Corp	98 000	2,083 39	3,159 52
Diamond Offsh Drilling	23 000	1,410 23	1,563 08
Donnelly R R & Sons Co	1,252 000	1,753 32	1,096 78
Eaton Corp PLC	76 000	3,944 83	4,117 68
Elbit Systems Ltd	84 000	2,963 02	3,364 20
Empire District Elec Co	126 000	2,548 03	2,567 88
Entergy Corp New	35 000	2,382 99	2,231 25
Federated Inv & PA CL B	122 000	1,972 04	2,468 06
First Niagra Finl New	185 000	1,552 45	1,467 05
Firstenergy Corp	47 000	2,050 39	1,962 72
Firstmerit Corp	199 000	2,735 84	2,823 81
Flushing Financial Corp	229 000	3,017 66	3,512 86
Gallagher Arthur J & Co	82 000	2,451 75	2,841 30
Gannett Co Inc Del	203 000	3,103 12	3,656 03
Garmin Ltd New	75 000	2,607 59	3,056 25
GATX Corp	70 000	2,709 44	3,031 00
Genuine Parts Co	53 000	2,933 25	3,369 74
Gladstone Capital Corp	152 000	1,149 07	1,240 32
Great Plains Energy Inc	103 000	2,108 09	2,091 93
Harsco Corp	132 000	2,613 64	3,102 00
Hasbro Inc	92 000	3,248 20	3,302 80
Hawaiian Electric Industries	125 000	3,136 56	3,142 50
Healthcare Sys Group Inc	196 000	3,392 57	4,553 08
Heinz H J Co	57 000	2,885 90	3,287 76
Hillenbrand Inc	136 000	2,831 13	3,074 96
Hudson City Bancorp Inc	175 000	931 52	1,422 75
Ingles Markets Inc CL A	142 000	2,128 00	2,450 92
Integrus Energy Group	59 000	2,949 40	3,080 98
International Paper Company	110 000	2,990 06	4,382 40
Intersil Corp CL A	222 000	2,334 06	1,840 38
Kemper Corporation	53 000	1,381 94	1,563 50
Laclede Gas Co New	70 000	2,796 24	2,702 70
Leggett & Platt Inc	154 000	3,240 27	4,191 88
Lexmark Intl Inc CL A	105 000	2,993 17	2,434 95
Lorillard Inc	24 000	2,600 51	2,800 08
M & T Bank Corp	46 000	3,234 97	4,529 62
Macquarie Infrastruct LLC	73 000	3,205 26	3,325 88
Mattel Incorporated	142 000	3,919 91	5,200 04
Mercury General Corp	53 000	2,202 91	2,103 57
Meredith Corp	98 000	2,691 19	3,376 10
Microchip Technology Inc	87 000	2,957 41	2,835 33
Mine Safety Appliance Co	103 000	3,358 81	4,399 13
National Bank of Canada	47 000	3,029 40	3,655 19
National Presto Inds Inc	29 000	2,662 19	2,003 90
New York Cmnty Bancorp	159 000	1,863 32	2,082 90
Nisource Inc Holdings	133 000	2,862 14	3,310 37
Northeast Utilities	109 000	3,679 01	4,259 72
Northwest Bancshares Inc	260 000	3,113 21	3,156 40
Northwest Natural Gas	58 000	2,670 31	2,563 60
Ntelos Holdings CP New	69 000	1,379 05	904 57
Nucor Corp	75 000	2,792 09	3,237 00
Nutri System Inc	159 000	1,799 24	1,299 13
NYSE Euronext	75 000	2,008 55	2,365 50
Old Republic Intl Corp	170 000	1,266 00	1,810 50
Olin Corp	139 000	2,596 13	3,001 01

FORM 990-PF, PAGE 2, PART II LINE 10b -
INVESTMENTS IN CORPORATE STOCK

NAME OF SECURITY	SHARES	COST BASIS	MARKET VALUE
Otter Tail Corporation	91 000	1.850 19	2.275 00
PDL Biopharma Inc	283 000	1.691 20	1.992 32
Park National Corp	46 000	2.621 79	2.972 98
Pavchex Inc	92 000	2.567 34	2.861 20
Pembina Pipeline Corp F	117 000	2.479 89	3.350 88
Pengrowth Energy Corp	152 000	1.490 44	755 44
Pepco Holdings Inc	115 000	2.200 86	2.255 15
Piedmont Natural Gas	86 000	2.654 24	2.692 66
Pinnacle West Capital	70 000	3.206 44	3.568 60
Pitney Bowes Inc	70 000	1.255 46	744 80
Portland General Elec	104 000	2.498 80	2.845 44
Potlatch Corporation	82 000	2.498 45	3.210 23
PPL Corporation	70 000	2.043 74	2.004 10
Provident Energy Ltd	197 000	2.416 81	2.939 24
Provident Financial Svcs	207 000	2.893 39	2.887 65
Regal Entertainment Grp	132 000	2.897 12	3.875 52
RPM International	248 000	2.977 01	2.807 36
S AIC Inc	70 000	2.920 14	3.194 80
Scana Corporation	121 000	1.929 26	3.680 82
Seagate Technology	131 000	2.687 98	3.010 38
Sinclair Broadcast Grp A	293 000	2.690 73	3.697 66
Sonoco Products	81 000	2.484 22	2.408 13
Southwest Gas Corp	92 000	3.512 99	3.901 72
Steelelease Inc CL A	324 000	2.981 97	4.127 76
Stmicroelectronics	322 000	2.042 62	2.331 28
Superior Industries	162 000	2.474 70	3.304 80
Teco Energy Inc	193 000	3.458 38	3.234 68
Teekay Corp	121 000	3.358 40	3.884 10
Telecom CP NZ Spon Adif	135 000	1.013 29	1.250 10
Telus Corp Nonvtg F	75 000	3.621 59	4.885 50
Transalta Corp	109 000	2.171 43	1.661 16
UNS Energy Corp	82 000	2.938 83	3.478 44
UIL Holdings Co	92 000	3.036 62	3.294 52
United Online Inc	226 000	1.164 75	1.263 34
Universal Corp V A	53 000	2.374 10	2.645 23
US Ecology Inc	172 000	2.916 88	4.048 88
Vectren Corp	104 000	2.870 07	3.057 60
Warner Chilcott PLC	272 000	3.109 21	3.274 88
Westar Energy Inc	138 000	3.691 11	3.949 56
Western Union Company	252 000	3.239 29	3.429 72
WGL Holdings Inc	70 000	2.892 84	2.743 30
Windstream Corporation	349 000	3.996 37	2.889 72
World Wrestling Entmt	202 000	1.922 14	1.593 78
Excel Energy Inc	149 000	3.813 15	3.979 79
Annaly Capital Mgmt	236 000	3.767 27	3.313 44
Duke Realty Corp	265 00	2.901 46	3.675 55
HCP Inc	103 000	3.782 76	4.651 48
Health Care REIT Inc	54 000	3.001 22	3.309 66
Healthcare Realty Trust	75 000	1.256 09	1.800 75
Hospitality PPTY'S Trust	111 000	2.280 20	2.599 62
Kimco Realty Corp	73 00	1.123 31	1.410 36
Liberty Property Trust REIT	57 000	1.701 44	2.040 03
Mack Cali Realty Corp	58 00	1.457 53	1.514 38
Penn Real Est Inv Tr SBI REIT	69 00	611 96	1.217 16
Plum Creek Timber Co	71 00	1.818 60	3.150 27
Prologis Inc	47 00	1.236 36	1.715 03
Ravonier Inc	75 000	2.960 09	3.887 25
Realty Income Corp	103 000	3.392 51	4.141 63
Ventas Inc REIT	70 000	3.550 14	4.530 40
Wash Real Est Inv Tr SBI REIT	92 000	2.479 53	2.405 80
Weingarten Rltv Invs SBI REIT	71 000	1.449 55	1.900 67
Total		375,835.36	417,733.29
Charles Schwab Account #6872			
Abbott Laboratories	154 000	8.124 87	10.087 00
Ace Limited	175 000	11.570 47	13.965 00

FORM 990-PF, PAGE 2, PART II LINE 10b -
INVESTMENTS IN CORPORATE STOCK

NAME OF SECURITY	SHARES	COST BASIS	MARKET VALUE
Apple Inc	33 000	12.295 75	17.561 71
Bed Bath & Beyond	178 000	11.832 65	9.951 98
Celgene Corp	94 000	5.756 18	7.376 18
Church & Dwight Co Inc	242 000	10.419 11	12.963 94
Coach Inc	182 000	10.856 19	10.102 82
Constellation Brand Cl A	337 000	6.232 18	11.926 43
Cummins Inc	163 000	2.873 14	17.661 05
Direct TV	289 000	13.408 43	14.496 24
Dollar Tree	248 000	9.566 54	10.058 88
Edwards Lifesciences CP	136 000	11.190 95	12.263 12
Express Scripts Hldg Co	238 000	10.063 07	12.852 00
Gilead Sciences	136 000	5.205 59	9.989 20
Google Inc Class A	20 000	11.608 55	14.147 60
Harris Corporation	163 000	5.645 35	7.980 48
Hess Corporation	159 000	9.335 40	8.420 64
KL A Tencor Corp	184 000	8.033 70	8.787 84
LKQ Corp	618 000	10.844 53	13.039 80
Mastercard Inc	37 000	13.165 84	18.177 36
Microsoft Corp	248 000	6.150 51	6.624 01
Oracle Corporation	436 000	12.834 47	14.527 52
Precision Castparts Corp	95 000	14.790 56	17.994 90
Procter & Gamble	152 000	9.399 71	10.319 28
Schlumberger Ltd	101 000	6.986 69	6.999 16
Southwestern Energy	182 000	6.776 36	6.080 62
Texas Instruments	276 000	7.931 17	8.525 64
Thermo Fisher Scientific	209 000	9.418 23	13.330 02
Trimble Navigation Ltd	211 000	11.100 50	12.613 58
Verifone Systems Inc	238 000	10.418 99	7.063 84
Xilinx Inc	299 000	9.231 65	10.722 44
Total		293,067.33	356,610.28
Louisiana Pacific Corp	15.000 000	526,849.20	289,800.00
Summary			
Total Charles Schwab Account #0733		2,087,257 93	2,351,789 43
Total Charles Schwab Account #3846		453,165 26	531,429 78
Total Charles Schwab Account #4211		375,835 36	417,733 29
Total Charles Schwab Account #6872		293,067 33	356,610 28
Total Louisiana Pacific Corp		526,849 20	289,800 00
TOTAL for 12.31.12		3,736,175.07	3,947,362.78

FORM 990-PF, PAGE 2, PART II LINE 13 -
INVESTMENTS - OTHER

NAME OF INVESTMENT	SHARES	COST BASIS	MARKET VALUE
Charles Schwab Account #4211			
Alliance Res Partners LP	58 000	3.704 99	3.367 39
AllianceBernstein Hldg	193 000	3.119 25	3.363 99
Boardwalk Pipeline Ptrns	74 00	1.675 26	1.842 60
Buckeye Partners UTS LP	58 000	3.262 49	2.633 78
Cedar Fair LP	118 00	1.938 98	3.947 10
CVR Partners LP	111 00	2.766 12	2.801 64
El Paso Pipeline Ptnr LP	109 00	3.161 35	4.029 73
Energy Transfer Partners	57 00	1.857 88	2.447 01
Inergy LP	92 000	1.813 21	1.673 48
KKR & Co LP	194 000	2.675 57	2.954 62
Linn Energy	91 000	2.282 60	3.206 84
Magellan Midstream Partners	114 000	3.355 34	4.923 66
Plains All American Pipeline LP	92 000	2.626 91	4.162 08
PVR Partner LP	116 000	2.136 05	3.013 68
Stonemor Partners	146 000	3.939 02	3.041 18
Suburban Propane Prt LP	71 000	2.379 09	2.759 06
Williams Partners LP	69 00	3.112 79	3.357 54
		45.806 91	53.525 38

Form 990PF Part XVI-A Line 11 - Other revenue:

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See the instructions)
11 Other revenue	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
a ALLIANCE RESOURCE PARTNERS	211110	-91			
b ALLIANCE BERNSTEIN HLDGS	211110	133			
c BOARDWALK PIPELINE PARTNERS	211110	-126			
d BUCKEYE PARTNERS LP	211110	-101			
e CEDAR FAIR LP	211110	-189			
f CVR PARTNERS LP	211110	-95			
g EL PASO PIPELINE PARTNERS L	211110	-40			
h ENERGY TRANSFER PARTNERS LP	211110	-258			
i INERGY LP	211110	-160			
j LINN ENERGY LLC	211110	-657			
k MAGELLAN MIDSTREAM PARTNERS	211110	-88			
l PLAINS ALL AMERICAN PIPELIN	211110	-64			
m PVR PARTNERS LP	211110	-368			
n STONEMOR PARTNERS LP	211110	48			
o SUBURBAN PROPANE PARTNERS L	211110	-147			
p WILLIAMS PARTNERS LP	211110	-478			

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
UTMB STARK DIABETIC CTR 301 UNIVERSITY BOULEVARD GALVESTON,TX 77555	NONE	PUBLIC	GENERAL FUND	100,000
THE CHRISTI CENTER 2306 HANCOCL DRIVE AUSTIN,TX 78756	NONE	PUBLIC	GENERAL FUND	5,000
SAN MARCOS BAPTIST ACADEMY 2801 RANCH ROAD 12 SAN MARCOS,TX 78666	NONE	PUBLIC	GENERAL FUND	80,000
BAY AREA COUNCIL BSA 3020 53RD STREET GALVESTON,TX 77551	NONE	PUBLIC	GENERAL FUND	350,000
REDWOOD COMMUNITY CENTER INC 1101 GIRARD AVENUE SAN MARCOS,TX 78666	NONE	PUBLIC	GENERAL FUND	15,000
Total ▶ 3a				550,000

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) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			21,504
			22
			15,727
			-7
			7,663
			1
			7,091
			-5
			21
			-5
			5,882
			-615
			61
			-14
			-9
			-9
			-47
			-30
			311

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)
280,333		258,829	21,504
22			22
225,630		209,903	15,727
		7	-7
115,988		108,325	7,663
1			1
82,770		75,679	7,091
		5	-5
21			21
		5	-5
24,444		18,562	5,882
4,574		5,189	-615
61			61
		14	-14
		9	-9
		9	-9
		47	-47
		30	-30
311			311

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)
CHARLES SCHWAB 0733 - SEE ATTACHED	P	2011-11-28	2012-05-08
PVR PARTNERS	P	2011-11-22	2012-12-31
CHARLES SCHWAB 3846 - SEE ATTACHED	P	2011-11-22	2012-05-19
SUBURBAN PROPANE	P	2011-11-22	2012-12-31
CHARLES SCHWAB 4211 - SEE ATTACHED	P	2011-11-21	2012-02-07
WP CAREY & CO	P	2011-11-22	2012-12-31
CHARLES SCHWAB 6872 - SEE ATTACHED	P	2011-11-22	2012-11-16
WILLIAMS	P	2011-11-22	2012-12-31
ALLIANCE BERNSTEIN	P	2012-01-01	2012-12-31
KKR & CO	P	2012-01-01	2012-12-31
CHARLES SCHWAB 3846 - SEE ATTACHED	P	2011-11-22	2012-12-18
CHARLES SCHWAB 4211 - SEE ATTACHED	P	2011-11-21	2012-12-05
ALLIANCE BERNSTEIN	P	2011-11-22	2012-12-31
BUCKEYE	P	2011-11-22	2012-12-31
CEDAR FAIR	P	2011-11-22	2012-12-31
CVR PARTNERS	P	2011-11-22	2012-12-31
EL PASO PIPELINE	P	2011-11-22	2012-12-31
ENERGY TRANSFER PARTNERS	P	2011-11-22	2012-12-31
KKR & CO	P	2011-11-22	2012-12-31