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Form 990-PF

Return of Private Foundation

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

2012

Open to Public
Inspection

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

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
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Number and street (or P O box number if mail is not delivered to street address) PO BOX 1028	Room/suite
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City or town, state, and ZIP code SAN MARCOS, TX 78667	C If exemption application is pending, check here <input checked="" type="checkbox"/> <input type="checkbox"/>
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G Check all that apply	<input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change	D 1. Foreign organizations, check here <input checked="" type="checkbox"/> <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input checked="" type="checkbox"/> <input type="checkbox"/>
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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 checked="" type="checkbox"/> <input type="checkbox"/> F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input checked="" type="checkbox"/> <input type="checkbox"/>
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I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 4,062,349	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.)
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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)
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Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)	20,000		
	2 Check <input checked="" 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			
	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	

Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc			
	14 Other employee salaries and wages			
	15 Pension plans, employee benefits			
	16a Legal fees (attach schedule)	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	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	3,947,362
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	53,525
14	Land, buildings, and equipment basis ►			
	Less accumulated depreciation (attach schedule) ►			
15	Other assets (describe ►)		34,949	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	4,062,349
Liabilities				
17	Accounts payable and accrued expenses			
18	Grants payable			
19	Deferred revenue			
20	Loans from officers, directors, trustees, and other disqualified persons			
21	Mortgages and other notes payable (attach schedule)			
22	Other liabilities (describe ►)	30,410	2,330	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 ►			
	and complete lines 24 through 26 and lines 30 and 31.			
24	Unrestricted			
25	Temporarily restricted			
26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ►			
	and complete lines 27 through 31.			
27	Capital stock, trust principal, or current funds			
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.)
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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) FMV 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))
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a See Additional Data Table			
b			
c			
d			
e			

2 Capital gain net income or (net capital loss)	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 VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1		1	1,051
	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			
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 <input type="checkbox"/>	9		
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid <input type="checkbox"/>	10	34,949	
11	Enter the amount of line 10 to be Credited to 2013 estimated tax <input type="checkbox"/> 1,052 Refunded <input type="checkbox"/>	11	33,897	

Part VII-A Statements 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
1b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?		Yes	No
	<i>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.</i>			
1c	Did the foundation file Form 1120-POL for this year?		Yes	No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year			
	(1) On the foundation <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS?		Yes	No
	<i>If "Yes," attach a detailed description of the activities.</i>			
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? <i>If "Yes," attach a conformed copy of the changes</i>		Yes	No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?		Yes	No
b	If "Yes," has it filed a tax return on Form 990-T for this year?		Yes	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year?		Yes	No
	<i>If "Yes," attach the statement required by General Instruction T.</i>			
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either			
	● By language in the governing instrument, or			
	● By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?		Yes	
7	Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>		Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions)			
	<input 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? <i>If "No," attach explanation.</i>		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)? <i>If "Yes," complete Part XIV</i>		Yes	No
10	Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		Yes	

Part VII-A Statements Regarding Activities (continued)

11		No
12		No
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 ►	15
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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
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See instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes", enter the name of the foreign country ►

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

		Yes	No
1a	During the year did the foundation (either directly or indirectly)		
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ► Yes <input checked="" type="checkbox"/> No		
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ► Yes <input checked="" type="checkbox"/> No		
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ► Yes <input checked="" type="checkbox"/> No		
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ► 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)? ► 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). ► Yes <input checked="" type="checkbox"/> No		
1b	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. ►		
1c	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?		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a	At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? ► Yes <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)		
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► 20____, 20____, 20____, 20____		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ► Yes <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? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012).		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		
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?		No
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. ►				
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	6b	No
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?			
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		7b	
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?			

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 2 00	0	0	0
PO BOX 1424 SAN MARCOS, TX 78667				
BRENDA M REMME 	FIRST VP 1 00	0	0	0
PO BOX 1315 SAN MARCOS, TX 78667				
MICHAEL E MCCOY 	SECOND VP 1 00	0	0	0
124 PINTO LANE SAN MARCOS, TX 78666				
BRIAN F MCCOY 	SECRETARY/TR 1 00	0	0	0
PO BOX 647 SAN MARCOS, TX 78667				

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

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

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)
3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE".

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

Total number of others receiving over \$50,000 for professional services.

Part IX-A Summary of Direct Charitable Activities

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

Expenses

1	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2

Amount

1 N/A	
2	
All other program-related investments. See page 24 of the instructions 3	

Total. Add lines 1 through 3.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes	
a	Average monthly fair market value of securities.	1a 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				195,603
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:	3,405,347			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b.				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.				
d Subtract line 6c from line 6b Taxable amount—see instructions				
e Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount—see instructions				
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013.				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 XIV **Private Operating Foundations** (see instructions and Part VII-A, question 9)

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

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

1 Information Regarding Foundation Managers

- 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 <i>Paid during the year</i> See Additional Data Table				
Total			► 3a	550,000
b <i>Approved for future payment</i>				
Total			► 3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

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). (See worksheet in line 13 instructions to verify calculations.)				13		146,092

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

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

2012

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.

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

- 501(c)() (enter number) organization
 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
 527 political organization

Form 990-PF

- 501(c)(3) exempt private foundation
 4947(a)(1) nonexempt charitable trust treated as a private foundation
 501(c)(3) taxable private foundation

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

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

Special Rules

- For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33^{1/3}% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of **(1)** \$5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1 Complete Parts I and II
- For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals Complete Parts I, II, and III
- For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc, purposes, but these contributions did not total to more than \$1,000 If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc, purpose Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc, contributions of \$5,000 or more during the year ► \$ _____

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

Name of organization

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
1	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)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	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
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 <i>exclusive/y religious, charitable, etc., contributions of \$1,000 or less</i> for the year (Enter this information once. See instructions) ► \$ Use duplicate copies of Part III if additional space is needed			
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
—	—	—	—
(e) Transfer of gift			
Transferee's name, address, and ZIP 4		Relationship of transferor to transferee	
—	—	—	—
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
—	—	—	—
(e) Transfer of gift			
Transferee's name, address, and ZIP 4		Relationship of transferor to transferee	
—	—	—	—
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
—	—	—	—
(e) Transfer of gift			
Transferee's name, address, and ZIP 4		Relationship of transferor to transferee	
—	—	—	—
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
—	—	—	—
(e) Transfer of gift			
Transferee's name, address, and ZIP 4		Relationship of transferor to transferee	
—	—	—	—

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 CARRY BACK ELECTION UNDER IRC SECTION 172(B)(3), THE TAXPAYER ELECTS TO RELINQUISH THE ENTIRE CARRY BACK 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**

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 Navigation 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
				225,630 73	209,903 42	15,727 31
	SHORT-TERM					

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

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				115,988.86	108,325.33	7,663.53
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				4,573.58	5,189.04	(615.46)
		SHORT-TERM		115,988.86	108,325.33	7,663.53
		LONG-TERM		4,573.58	5,189.04	(615.46)
		TOTAL		120,562.44	113,514.37	7,048.07

Investment Detail - Total

Total Investment Detail	\$25,604.89
Total Account Value	\$25,604.89
Open Date	2012-01-01

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

Realized Gain or (Loss)

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					11,160.44	11,220.73
Total Realized Gain or (Loss)					(59.29)	(59.29)

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)

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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		15.0000	02/07/12	05/08/12	211.65	243.91	(32.26)
PARTNERSHIP INT	AB						
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	CLA 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 P UNIT LTD		4.0000	11/21/11	05/08/12	209.08	251.00	(41.92)
PARTNERSHIP INT	BPL						
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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Realized Gain or (Loss) (continued)

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

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	4.0000	11/21/11	05/08/12	183.28	175.08	8.20
INTEREST ETP						
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

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Realized Gain or (Loss) (continued)

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

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)

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Realized Gain or (Loss) (continued)

Short Term (continued)	Quantity/Par				Total Proceeds	Cost Basis	Realized Gain or (Loss)	Accounting Method		
		Acquired/Opened	Sold/Closed							
				Mutual Funds. Average	All Other Securities	First In First Out [FIFO]				
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 CANADAFT NTIOF	3 0000	11/21/11	05/08/12		213.67	193.37	20.30			
NATIONAL PRESTO IND 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			

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Realized Gain or (Loss) (continued)

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

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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Realized Gain or (Loss) (continued)

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

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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Realized Gain or (Loss) (continued)

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

Short Term (continued)	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
WESTSTAR 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)
AIRCRAFT 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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Realized Gain or (Loss) (continued)

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

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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Realized Gain or (Loss) (continued)

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

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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Realized Gain or (Loss) (continued)

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

Short Term (continued)	Quantity/Par	Acquired/Opened	Sold/Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
KEMPER CORPORATION KMPP	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 LXK	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. 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)
NTELLOS 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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Realized Gain or (Loss) (continued)

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

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
PORLTAND 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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Realized Gain or (Loss) (continued)

Short Term (continued)	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	<u>Accounting Method</u>	
					Mutual Funds. Average	All Other Securities
					First In First Out [FIFO]	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 FCCLASS B NON VOTING SHS SJR	5.0000	11/21/11	05/24/12	94.35	102.59	(8.24)
SINCLAIR BROADCAST GRP ACLASS A SBGI	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 FN0N 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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Realized Gain or (Loss) (continued)

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

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				76347.49	72419.21	3914.28

Total Realized Gain or (Loss)

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	AIRCASLLE 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

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Schwab One® Account of
EMMETT & MIRIAM MCCOY FOUNDATION
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 MGE	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	10,781.16	(3,069.11)
Total Realized Gain or (Loss)				7,712.05	10,781.16	(3,069.11)

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

	shares	acquired	sold	proceeds	cost	gain/(loss)
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)
				—————	—————	—————
SHORT-TERM				82,770.08	75,678.95	7,091.13

Investment Detail - Total

Total Investment Detail	134,459.11
Total Account Value	134,459.11
Total Cost Basis	205,184.75

Realized Gain or (Loss)

Short Term	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Accounting Method	Realized Gain or (Loss)
						Mutual Funds Average	
ABBOTT LABORATORIES ABT	15.0000	11/22/11	05/07/12	920.53	791.38	All Other Securities First In First Out [FIFO]	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 A CLASS 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	1,477.60
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)

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Realized Gain or (Loss) (continued)

Short Term (continued)	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	<u>Accounting Method</u>		Realized Gain or (Loss)	
					Mutual Funds. Average			
					All Other Securities	First In First Out [FIFO]		
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 XLN	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	
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	

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Schwab One® Account of
EMMETT & MIRIAM MCCOY FOUNDATION
MGR: MORRIS CAPITAL ADVISORS

Account Number
4924-6872

Statement Period
May 1-31, 2012

Realized Gain or (Loss) (continued)

Short Term (continued)	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Accounting Method		Realized Gain or (Loss)	
					Mutual Funds. Average			
					All Other Securities First In First Out [FIFO]			
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				3,173.41		3,469.04	(295.63)	
Total Realized Gain or (Loss)				61.773.41		54,960.61	6.812.80	

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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
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

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G000001753749

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 See Ultra Short BDI	15,889,092	160,500.93	161,592.07
Thornburg Ltd Term Muni FD CL I	23,536,065	338,142.21	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
Reits Real Estate Income 50 50 Fund	28,347,553	324,657.61	378,156.36
Vanguard 500 Index Fd Signal Shrs	3,438,010	314,531.96	373,092.85
Wasatch Large Cap Value Fd	26,553,386	336,658.09	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
RLI 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
Aircastle Ltd	90,000	1,003.21	1,128.60
Allele 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
Amern 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
Arista 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
Enterpr Corp New	35 000	2,382.99	2,231.25
Federated Invs PA CL B	122 000	1,972.04	2,468.06
First Niagia 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 Svc 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
Pavchem 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
Pepeo Holdings Inc	115 000	2,200.86	2,255.15
Predmont 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
Seana 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
Steelcase 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 Adrf	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 VA	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 PPTYS 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 Brands 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
KLA-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 Ptnrs	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 Paid during the year				
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 - I

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

(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))

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