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

2012

Department of the Treasury
Internal Revenue Service

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

Open to public inspection

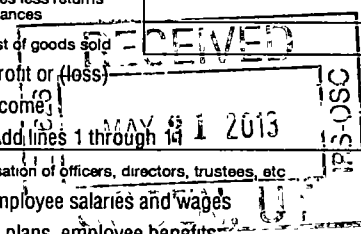
For calendar year 2012 or tax year beginning

, and ending

Name of foundation THE CANSECO FOUNDATION		A Employer identification number 74-2802328
Number and street (or P O box number if mail is not delivered to street address) C/O JORGE CANSECO 601 ELIZABETH ROAD	Room/suite	B Telephone number 210-829-8359
City or town, state, and ZIP code SAN ANTONIO, TX 78209-6134		C If exemption application is pending, check here <input type="checkbox"/>
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 type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$ 1,709,130. (Part I, column (d) must be on cash basis.)	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses <small>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))</small>		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received				N/A	
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments		17.	17.		STATEMENT 1
4 Dividends and interest from securities		48,014.	48,014.		STATEMENT 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		9,139.			
b Gross sales price for all assets on line 6a		289,180.			
7 Capital gain net income (from Part IV, line 2)			9,139.		
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)					
11 Other income					
12 Total. Add lines 1 through 11		57,170.	57,170.		
13 Compensation of officers, directors, trustees, etc		0.	0.		0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees STMT 3		1,995.	1,495.		500.
c Other professional fees STMT 4		13,475.	13,475.		0.
17 Interest					
18 Taxes STMT 5		649.	316.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses STMT 6		123.	123.		0.
24 Total operating and administrative expenses. Add lines 13 through 23		16,242.	15,409.		500.
25 Contributions, gifts, grants paid		100,000.			100,000.
26 Total expenses and disbursements. Add lines 24 and 25		116,242.	15,409.		100,500.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		-59,072.			
b Net investment income (if negative, enter -0-)			41,761.		
c Adjusted net income (if negative, enter -0-)				N/A	

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Part II Balance Sheets <small>Attached schedules and amounts in the description column should be for end-of-year amounts only</small>		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	60,793.	55,601.	55,601.
	3 Accounts receivable ▶ 1,946.			
	Less: allowance for doubtful accounts ▶	603.	1,946.	
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	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			
	b Investments - corporate stock STMT 7	717,437.	735,144.	739,233.
	c Investments - corporate bonds			
11 Investments - land, buildings, and equipment: basis ▶				
Less: accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other STMT 8	977,865.	904,935.	914,296.	
14 Land, buildings, and equipment: basis ▶				
Less: accumulated depreciation ▶				
15 Other assets (describe ▶)				
16 Total assets (to be completed by all filers)	1,756,698.	1,697,626.	1,709,130.	
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			
	22 Other liabilities (describe ▶)			
23 Total liabilities (add lines 17 through 22)	0.	0.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>			
	and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>			
	and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	1,584,512.	1,584,512.	
28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.		
29 Retained earnings, accumulated income, endowment, or other funds	172,186.	113,114.		
30 Total net assets or fund balances	1,756,698.	1,697,626.		
31 Total liabilities and net assets/fund balances	1,756,698.	1,697,626.		

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	1,756,698.
2 Enter amount from Part I, line 27a	2	-59,072.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	1,697,626.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	1,697,626.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a THRU RBC #52470 - ST	P	VARIOUS	VARIOUS
b THRU RBC #52470 - LT	P	VARIOUS	VARIOUS
c SPDR GOLD TRUST GOLD SHS	P	VARIOUS	VARIOUS
d WASH SALE/ROP ADJUSTMENTS	P	VARIOUS	VARIOUS
e CAPITAL GAINS DIVIDENDS			

(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 158,652.		156,338.	2,314.
b 124,088.		123,257.	831.
c 24.			24.
d		446.	-446.
e 6,416.			6,416.

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			2,314.
b			831.
c			24.
d			-446.
e			6,416.

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	9,139.
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). If (loss), enter -0- in Part I, line 8	3	N/A

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? Yes No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2011	100,127.	1,699,302.	.058922
2010	90,099.	1,732,227.	.052013
2009	93,045.	1,570,001.	.059264
2008	105,903.	1,876,340.	.056441
2007	103,600.	2,184,496.	.047425

2 Total of line 1, column (d)	2	.274065
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	.054813
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	1,707,127.
5 Multiply line 4 by line 3	5	93,573.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	418.
7 Add lines 5 and 6	7	93,991.
8 Enter qualifying distributions from Part XII, line 4	8	100,500.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instructions)

1a. Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
b. Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	418.
c. All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2. Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3. Add lines 1 and 2		3	418.
4. Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5. Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	418.
6. Credits/Payments:			
a. 2012 estimated tax payments and 2011 overpayment credited to 2012	6a	400.	
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	400.
8. Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached		8	
9. Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed		9	18.
10. Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid		10	
11. Enter the amount of line 10 to be: Credited to 2013 estimated tax <input type="checkbox"/> Refunded <input checked="" type="checkbox"/>		11	

Part VII-A Statements Regarding Activities

	Yes	No
1a. During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b. Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? <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>		X
1c. Did the foundation file Form 1120-POL for this year?		X
d. Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ▶ \$ 0. (2) On foundation managers. ▶ \$ 0.		
e. Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ \$ 0.		
2. Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities.</i>		X
3. Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>		X
4a. Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
4b. If "Yes," has it filed a tax return on Form 990-T for this year?		
5. Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i>		X
6. Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7. Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV.</i>	X	
8a. Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ TX		
8b. 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>	X	
9. Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>		X
10. Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		X

N/A

Part VII-A Statements Regarding Activities *(continued)*

<p>11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)</p>	11		X
<p>12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)</p>	12		X
<p>13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ <u>N/A</u></p>	13	X	
<p>14 The books are in care of ▶ <u>JORGE E. CANSECO</u> Telephone no. ▶ <u>210-829-8359</u> Located at ▶ <u>601 ELIZABETH ROAD, SAN ANTONIO, TX</u> ZIP+4 ▶ <u>78209-6134</u></p>			
<p>15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 <u>N/A</u></p>			
<p>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? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ▶</p>	16	Yes	No
			X

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
<p>1a During the year did the foundation (either directly or indirectly):</p> <p>(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>			
<p>b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here <u>N/A</u> ▶ <input type="checkbox"/></p>	1b		
<p>c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?</p>	1c		X
<p>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)):</p> <p>a At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ▶ _____, _____, _____</p>			
<p>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.) <u>N/A</u></p>	2b		
<p>c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ▶ _____, _____, _____, _____</p>			
<p>3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>			
<p>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.) <u>N/A</u></p>	3b		
<p>4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?</p>	4a		X
<p>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?</p>	4b		X

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

5a During the year did the foundation pay or incur any amount to:

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? Yes No
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? Yes No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? Yes No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? Yes No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? Yes No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? **N/A**

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? **N/A** Yes No

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? Yes No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** Yes No

If "Yes" to 6b, file Form 8870.

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? Yes No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? **7b** Yes No

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

1 List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 9		0.	0.	0.

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

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

Total number of other employees paid over \$50,000 0

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)

3 Five highest-paid independent contractors for professional services. If none, enter "NONE."

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

Total number of others receiving over \$50,000 for professional services ▶ 0

Part IX-A Summary of Direct Charitable Activities

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

Part IX-B Summary of Program-Related Investments

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	
3 All other program-related investments. See instructions.	
Total. Add lines 1 through 3 ▶	0.

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	1,658,840.
b	Average of monthly cash balances	1b	74,284.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	1,733,124.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	1,733,124.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	25,997.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,707,127.
6	Minimum investment return. Enter 5% of line 5	6	85,356.

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	85,356.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	418.
b	Income tax for 2012. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	418.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	84,938.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	84,938.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	84,938.

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	100,500.
b	Program-related investments - total from Part IX-B	1b	0.
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	100,500.
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	5	418.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	100,082.

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				84,938.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			56,607.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2012:				
a From 2007				
b From 2008				
c From 2009				
d From 2010				
e From 2011				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2012 from Part XII, line 4: ▶ \$ 100,500.				
a Applied to 2011, but not more than line 2a			56,607.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2012 distributable amount				43,893.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:	0.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2011. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2012. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013				41,045.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2008				
b Excess from 2009				
c Excess from 2010				
d Excess from 2011				
e Excess from 2012				

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

N/A

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

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

2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

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

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

1 Information Regarding Foundation Managers:

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

NONE

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

NONE

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

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

a The name, address, and telephone number or e-mail of the person to whom applications should be addressed:

**JORGE E. CANSECO, 210-829-8359
601 ELIZABETH RD, SAN ANTONIO, TX 78209-6134**

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

SEE "GRANT APPLICATION FORM" ATTACHED

c Any submission deadlines:

THE DEADLINE FOR APPLICATION IS APRIL 30TH OF EACH YEAR

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

PRIMARILY FOCUSED ON EDUCATION PROGRAMS LOCATED IN THE LAREDO, WEBB COUNTY, TEXAS AREA (SEE "GRANT GUIDELINES" ATTACHED)

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
MERCY MINISTRIES - CASA DE MISERICORDIA P.O. BOX 430175 LAREDO, TX 78043	N/A	PUBLIC	CHILDREN'S ADVOCATE	25,000.
MERCY MINISTRIES OF LAREDO P.O. BOX 430169 LAREDO, TX 78043	N/A	PUBLIC	SPECIALTY CARE AND SURGICAL ASSISTANCE	25,000.
TEXAS A&M INTNL UNIVERSITY 5201 UNIVERSITY BLVD LAREDO, TX 78041	N/A	PUBLIC	CANSECO MEMORIAL NURSING SCHOLARSHIP FUND	25,000.
UNIVERSITY OF TEXAS HEALTH SCIENCE CENTER 7703 FLOYD CURL DRIVE SAN ANTONIO, TX 78229	N/A	PUBLIC	PRESIDENT'S ENDOWED SCHOLARSHIP IN ORAL HEALTH	25,000.
Total				100,000.
b Approved for future payment				
NONE				
Total				0.

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	AMOUNT
FROST NATIONAL BANK	12.
RBC CAPITAL MARKETS, LLC	5.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	17.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
RBC CAPITAL MARKETS, LLC	54,430.	6,416.	48,014.
TOTAL TO FM 990-PF, PART I, LN 4	54,430.	6,416.	48,014.

FORM 990-PF ACCOUNTING FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LANGE, POTEET & CO FOR PREPARATION OF FORM 990-PF	500.	0.		500.
LANGE, POTEET & CO FOR BOOKKEEPING SERVICES	1,495.	1,495.		0.
TO FORM 990-PF, PG 1, LN 16B	1,995.	1,495.		500.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
RBC CAPITAL MKTS, LLC FOR CONSULTING RE:INVESTMENTS	13,475.	13,475.		0.
TO FORM 990-PF, PG 1, LN 16C	13,475.	13,475.		0.

FORM 990-PF	TAXES			STATEMENT 5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
2011 ESTIMATED EXCISE TAX FORM 990-PF	400.	0.		0.
FOREIGN TAXES	316.	316.		0.
2011 EXCISE TAX PAID WITH FORM 990-PF	12.	0.		0.
2010 EXCISE TAX REFUND FORM 990-PF	-79.	0.		0.
TO FORM 990-PF, PG 1, LN 18	649.	316.		0.

FORM 990-PF	OTHER EXPENSES			STATEMENT 6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BANK CHARGES	99.	99.		0.
INVESTMENT EXPENSES	24.	24.		0.
TO FORM 990-PF, PG 1, LN 23	123.	123.		0.

FORM 990-PF	CORPORATE STOCK		STATEMENT 7
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE	
US EQUITIES - SEE DETAIL	471,985.	492,961.	
INTERNATIONAL EQUITIES - SEE DETAIL	263,159.	246,272.	
TOTAL TO FORM 990-PF, PART II, LINE 10B	735,144.	739,233.	

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	8
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
TAXABLE FIXED INCOME - SEE DETAIL	COST	468,834.	478,280.
MIXED ASSETS - SEE DETAIL	COST	286,128.	283,204.
OTHER ASSETS - SEE DETAIL	COST	149,973.	152,812.
TOTAL TO FORM 990-PF, PART II, LINE 13		904,935.	914,296.

FORM 990-PF	PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS	STATEMENT	9
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NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
PATRICIA CANSECO BRUCE 820 HUNTINGTON CIRCLE PASADENA, CA 91106	PRESIDENT/DIRECTOR 0.10	0.	0.	0.
CARLOS M. CANSECO P.O. BOX 881480 STEAMBOAT SPRINGS, CO 80488	VICE-PRESIDENT/DIR. 0.10	0.	0.	0.
FRANCISCO R. CANSECO 19 JACKSON COURT SAN ANTONIO, TX 78230	SECRETARY/DIRECTOR 0.10	0.	0.	0.
JORGE E. CANSECO 601 ELIZABETH ROAD SAN ANTONIO, TX 78209	TREASURER/DIRECTOR 0.10	0.	0.	0.
CONSUELO CANSECO MEEHAN 315 MILLWOOD ROAD CHAPPAQUA, NY 10514	DIRECTOR 0.10	0.	0.	0.
CECILIA CANSECO KECK 303 STRATFORD LANE LAREDO, TX 78041	DIRECTOR 0.10	0.	0.	0.
MARGARITA CANSECO KONTNY 6707 EAST FREMONT PLACE ENGLEWOOD, CO 80112	DIRECTOR 0.10	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.

Schedule of Realized Gains and Losses

This section includes a summary of the short-term or long-term gain or loss from the sale of selected securities in this account. "Short-term" refers to securities held for one year or less; "long-term" refers to securities held more than one year. RBC provides the following Schedule of Realized Gains and Losses as a service to its clients, the information may not be accurate for tax reporting or other purposes and may rely on information, such as the original cost basis for a security, that you or another source at your direction provided to RBC. Cost basis information may reflect a change in the value of certain fixed income and other securities that return or amortize principal over time. In the case of bonds purchased at a premium, cost basis information may be amortized. In addition, cost basis information may reflect accretion for zero coupon and OID bonds. Please refer to IRS Publications 1212 and 550 or consult your tax advisor for additional information.

Please see Form 1099-B for information reported to the IRS.

Short-Term

QUANTITY	DESCRIPTION	NON-COVERED	OPEN DATE	CLOSE DATE	NET PROCEEDS	NET COST	REALIZED GAIN/LOSS
87.000	ACTIVISION BLIZZARD INC SYMBOL ATVI, CUSIP 00507V109	<input type="checkbox"/>	07/01/11	01/13/12	1,066.65	1,029.99	36.66
17.000	ACTIVISION BLIZZARD INC SYMBOL ATVI, CUSIP 00507V109	<input type="checkbox"/>	07/01/11	01/19/12	210.14	201.26	8.88
87.000	ACTIVISION BLIZZARD INC SYMBOL ATVI, CUSIP 00507V109	<input type="checkbox"/>	01/18/12	09/10/12	1,040.02	1,061.27	-21.25
55.000	AECOM TECHNOLOGY CORPORATION SYMBOL ACM, CUSIP 00766T100	<input type="checkbox"/>	07/01/11	06/08/12	866.23	1,524.05	-657.82
5.000	AECOM TECHNOLOGY CORPORATION SYMBOL ACM, CUSIP 00766T100	<input type="checkbox"/>	11/01/11	06/08/12	78.74	102.25	-23.51
15.000	AMERICAN CAPITAL AGENCY CORP COMMON STOCK SYMBOL AGNC, CUSIP 02503X105	<input type="checkbox"/>	07/01/11	06/26/12	487.80	442.34	45.46
2.000	ANALOG DEVICES INC SYMBOL ADI, CUSIP 032654105	<input type="checkbox"/>	07/01/11	06/26/12	73.41	80.14	-6.73
3.000	ANNALY CAPITAL MANAGEMENT INC SYMBOL NLY, CUSIP 035710409	<input type="checkbox"/>	07/01/11	06/26/12	51.41	54.66	-3.25
6.000	APPLE INC SYMBOL AAPL, CUSIP 037833100	<input type="checkbox"/>	07/01/11	02/10/12	2,959.70	2,056.02	903.68
4.000	APPLE INC SYMBOL AAPL, CUSIP 037833100	<input type="checkbox"/>	07/01/11	03/15/12	2,349.62	1,370.68	978.94
3.000	APPLE INC SYMBOL AAPL, CUSIP 037833100	<input type="checkbox"/>	07/01/11	06/26/12	1,712.35	1,028.01	684.34
1.000	AVERY DENNISON CORP SYMBOL AVY, CUSIP 053611109	<input type="checkbox"/>	07/01/11	06/26/12	26.39	39.06	-12.67
3.000	BABCOCK & WILCOX CO NEW SYMBOL BWC, CUSIP 05615F102	<input type="checkbox"/>	07/01/11	06/26/12	70.85	83.30	-12.45
631.000	BANK OF AMERICA CORP SYMBOL BAC, CUSIP 060505104	<input type="checkbox"/>	01/03/12	01/24/12	4,618.83	3,685.04	933.79
32.000	BERKSHIRE HATHAWAY INC DEL CL B NEW SYMBOL BRK B, CUSIP 084670702	<input type="checkbox"/>	07/01/11	06/26/12	2,609.86	2,493.07	116.79

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Schedule of Realized Gains and Losses (cont)

Short-Term (cont)

QUANTITY	DESCRIPTION	NON-COVERED	OPEN DATE	CLOSE DATE	NET PROCEEDS	NET COST	REALIZED GAIN/LOSS
3.000	BORG WARNER AUTOMOTIVE INC SYMBOL BWA, CUSIP 099724106	<input type="checkbox"/>	12/16/11	09/07/12	217.04	186.87	30.17
14.000	BOSTON SCIENTIFIC CORP SYMBOL BSX, CUSIP 101137107	<input type="checkbox"/>	07/01/11	06/26/12	77.69	99.54	-21.85
3.000	BRANDYWINE REALTY TRUST-SBI NEW SYMBOL BDN, CUSIP 105368203	<input type="checkbox"/>	07/01/11	06/26/12	33.77	34.61	-0.84
3.000	BROADRIDGE FINANCIAL SOLUTIONS INC SYMBOL BR, CUSIP 11133T103	<input type="checkbox"/>	07/01/11	06/26/12	61.43	73.14	-11.71
4.000	CABLEVISION SYSTEMS CORP-CLA CABLEVISION NY GROUP COM SYMBOL CVC, CUSIP 12686C109	<input type="checkbox"/>	07/13/11	06/26/12	48.67	105.31	-56.64
5.000	CBS CORP NEW CLASS B SYMBOL CBS, CUSIP 124857202	<input type="checkbox"/>	06/29/12	09/07/12	184.14	163.24	20.90
81.000	CHARLES SCHWAB CORP NEW SYMBOL SCHW, CUSIP 808513105	<input type="checkbox"/>	01/06/12	06/26/12	992.23	978.64	13.59
32.000	CHARLES SCHWAB CORP NEW SYMBOL SCHW, CUSIP 808513105	<input type="checkbox"/>	01/06/12	09/07/12	447.98	386.62	61.36
1.000	CHUBB CORP SYMBOL CB, CUSIP 171232101	<input type="checkbox"/>	07/01/11	06/26/12	70.22	62.89	7.33
8.000	COACH INC SYMBOL COH, CUSIP 189754104	<input type="checkbox"/>	07/17/12	09/07/12	491.50	452.31	39.19
19.000	COGNIZANT TECHNOLOGY SOLUTIONS CORP-CLA SYMBOL CTSH, CUSIP 192446102	<input type="checkbox"/>	07/01/11	06/26/12	1,082.81	1,419.28	-336.47
27.000	CONSOLIDATED EDISON INC SYMBOL ED, CUSIP 209115104	<input type="checkbox"/>	07/01/11	01/04/12	1,617.77	1,457.73	160.04
2.000	COVANCE INC SYMBOL CVD, CUSIP 222816100	<input type="checkbox"/>	06/26/12	10/01/12	94.56	91.62	2.94
12.000	CUMMINS INC ORIGINAL COST 1,286.74 WASH SALE LOSS DISALLOWED 208.33 SYMBOL CMI, CUSIP 231021106	<input type="checkbox"/>	07/01/11	06/26/12	1,078.41	1,078.41	0.00
4.000	DEERE & CO SYMBOL DE, CUSIP 244199105	<input type="checkbox"/>	09/05/12	09/07/12	313.55	299.40	14.15
1,616.304	DODGE & COX INCOME FUND SYMBOL DODIX, CUSIP 256210105	<input checked="" type="checkbox"/>	07/01/11	06/26/12	21,981.73	21,609.98	371.75
69.000	EL PASO CORPORATION SYMBOL EXC, CUSIP 28336L109	<input type="checkbox"/>	09/12/11	01/19/12	1,869.43	1,253.39	616.05
38.000	EMC CORP-MASS SYMBOL EMC, CUSIP 268648102	<input type="checkbox"/>	07/01/11	06/26/12	912.79	1,059.38	-146.59

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Short-Term (cont)

QUANTITY	DESCRIPTION	NON-COVERED	OPEN DATE	CLOSE DATE	NET PROCEEDS	NET COST	REALIZED GAIN/LOSS
2.000	EMERSON ELECTRIC CO SYMBOL EMR, CUSIP 291011104	<input type="checkbox"/>	06/26/12	09/05/12	98.14	88.42	9.72
2.000	ENDURANCE SPECIALTY HOLDINGS LTD SYMBOL ENH, CUSIP G30397106	<input type="checkbox"/>	07/01/11	06/26/12	75.75	82.96	-7.21
1.000	ENTERGY CORP NEW SYMBOL ETR, CUSIP 29364G103	<input type="checkbox"/>	07/01/11	06/26/12	66.81	68.32	-1.51
0.450	EXELON CORPORATION SYMBOL EXC, CUSIP 30161N101	<input type="checkbox"/>	10/10/11	03/19/12	17.61	18.30	-0.69
5.000	EXELON CORPORATION SYMBOL EXC, CUSIP 30161N101	<input type="checkbox"/>	10/10/11	09/07/12	180.39	203.32	-22.93
25.000	EXPEDITORS INTERNATIONAL OF WASHINGTON INC SYMBOL EXPD, CUSIP 302130109	<input type="checkbox"/>	08/18/11	06/26/12	941.00	1,025.90	-84.90
24.000	EXPRESS SCRIPTS HOLDING COMPANY SYMBOL ESRX, CUSIP 30219G108	<input type="checkbox"/>	07/01/11	06/26/12	1,251.13	1,296.22	-45.09
70.000	EXPRESS SCRIPTS INC COMMON ORIGINAL COST 3,780.62 WASH SALE LOSS DISALLOWED 201.03 SYMBOL ETR, CUSIP 302182100	<input type="checkbox"/>	07/01/11	02/08/12	3,546.09	3,579.60	-33.51
17.000	FIRST AMERICAN FINANCIAL CORPORATION SYMBOL FAF, CUSIP 31847R102	<input type="checkbox"/>	07/01/11	06/26/12	277.09	269.60	7.50
1,010.024	FRANKLIN STRATEGIC SER INCOME FD ADVISOR CL SYMBOL FKSAX, CUSIP 354713737	<input checked="" type="checkbox"/>	07/01/11	06/26/12	10,463.85	10,706.25	-242.40
1.000	GENUINE PARTS CO SYMBOL GPC, CUSIP 372460105	<input type="checkbox"/>	07/01/11	06/26/12	60.24	55.37	4.87
78.000	GILEAD SCIENCES INC SYMBOL GILD, CUSIP 375558103	<input type="checkbox"/>	07/01/11	01/20/12	3,682.56	3,265.00	417.56
11.000	GILEAD SCIENCES INC SYMBOL GILD, CUSIP 375558103	<input type="checkbox"/>	07/01/11	06/26/12	554.40	460.45	93.95
2.000	GOOGLE INC CLA SYMBOL GOOG, CUSIP 38259P508	<input type="checkbox"/>	07/01/11	06/26/12	1,131.17	1,038.76	92.41
37.000	GREAT PLAINS ENERGY INC SYMBOL GXP, CUSIP 391164100	<input type="checkbox"/>	07/01/11	06/26/12	775.13	776.95	-1.82
1.000	HAEMONETICS CORP-MASS SYMBOL HAE, CUSIP 405024100	<input type="checkbox"/>	07/01/11	06/26/12	72.19	65.56	6.63
6.000	HALLIBURTON CO SYMBOL HAL, CUSIP 406216101	<input type="checkbox"/>	09/28/11	09/07/12	206.21	199.68	6.53

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Short-Term (cont)

QUANTITY	DESCRIPTION	NON-COVERED	OPEN DATE	CLOSE DATE	NET PROCEEDS	NET COST	REALIZED GAIN/LOSS
1 000	HASBRO INC SYMBOL HAS, CUSIP 418056107	<input type="checkbox"/>	07/01/11	06/26/12	33.07	45 11	-12.04
8.000	HEALTH CARE REIT INC SYMBOL HCN, CUSIP 42217K106	<input type="checkbox"/>	07/01/11	06/26/12	452 54	409.54	43.00
4.000	HUDSON CITY BANCORP INC SYMBOL HCBK, CUSIP 443683107	<input type="checkbox"/>	07/01/11	06/26/12	24.71	33 08	-8 37
21.000	HUMANA INC SYMBOL HUM, CUSIP 444859102	<input type="checkbox"/>	07/01/11	01/26/12	1,822.18	1,741.11	81.07
4.000	HUMANA INC SYMBOL HUM, CUSIP 444859102	<input type="checkbox"/>	06/26/12	08/29/12	282.19	314.96	-32.77
10.000	INTUITIVE SURGICAL INC NEW SYMBOL ISRG, CUSIP 46120E602	<input type="checkbox"/>	07/01/11	01/06/12	4,608.77	3,782 70	826.07
9.000	INTUITIVE SURGICAL INC NEW SYMBOL ISRG, CUSIP 46120E602	<input type="checkbox"/>	07/01/11	03/30/12	4,859.20	3,404 43	1,454.77
2.000	INVESCO LTD SYMBOL IVZ, CUSIP G491BT108	<input type="checkbox"/>	07/01/11	06/26/12	43.03	47.00	-3.97
1.000	M & T BANK CORP SYMBOL MTB, CUSIP 55261F104	<input type="checkbox"/>	10/13/11	06/26/12	80.03	76 20	3 83
2.000	M & T BANK CORP SYMBOL MTB, CUSIP 55261F104	<input type="checkbox"/>	10/13/11	09/07/12	181.65	152.39	29.26
2.000	MATTEL INC SYMBOL MAT, CUSIP 577081102	<input type="checkbox"/>	07/01/11	06/26/12	64.13	55 96	8.17
1.000	MCKESSON CORP SYMBOL MCK, CUSIP 58155Q103	<input type="checkbox"/>	07/01/11	06/26/12	92.11	84.28	7 83
3.000	MOSAIC COMPANY NEW SYMBOL MOS, CUSIP 61945C103	<input type="checkbox"/>	09/05/12	09/07/12	183 68	176 40	7 29
9.000	NATIONAL-OILWELL VARCO INC SYMBOL NOV, CUSIP 637071101	<input type="checkbox"/>	09/23/11	06/26/12	546 55	481 07	65.48
7.000	NATIONAL-OILWELL VARCO INC SYMBOL NOV, CUSIP 637071101	<input type="checkbox"/>	09/23/11	09/07/12	572 23	374 17	198 06
25 000	NATIONAL-OILWELL VARCO INC SYMBOL NOV, CUSIP 637071101	<input type="checkbox"/>	09/23/11	09/20/12	2,011 00	1,336 32	674 68
5 000	NEW YORK COMMUNITY BANCORP INC SYMBOL NYCB, CUSIP 649445103	<input type="checkbox"/>	07/01/11	06/26/12	61 29	77 49	-16 20
4.000	NEXEN INC SYMBOL NXY, CUSIP 65334H102	<input type="checkbox"/>	08/12/11	06/26/12	63.67	82 74	-19.07
2.000	NISOURCE INC COM SYMBOL NI, CUSIP 65473P105	<input type="checkbox"/>	07/01/11	06/26/12	48 75	41 07	7.68
1.000	OMNICOM GROUP INC SYMBOL OMC, CUSIP 681919106	<input type="checkbox"/>	07/01/11	06/26/12	46 18	48 74	-2.56

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Short-Term (cont)

QUANTITY	DESCRIPTION	NON-COVERED	OPEN DATE	CLOSE DATE	NET PROCEEDS	NET COST	REALIZED GAIN/LOSS
587.000	OPPENHEIMER SENIOR FLOATING RATE FUND CL Y ORIGINAL COST 4,889.71 WASH SALE LOSS DISALLOWED 24.63 SYMBOL OOSYX, CUSIP 68381K408	<input checked="" type="checkbox"/>	07/01/11	06/26/12	4,772.31	4,865.08	-92.77
20.000	PERRIGO CO SYMBOL PRGO, CUSIP 714290103	<input type="checkbox"/>	07/01/11	01/27/12	1,921.68	1,777.44	144.24
18.000	PERRIGO CO SYMBOL PRGO, CUSIP 714290103	<input type="checkbox"/>	07/01/11	06/11/12	1,927.87	1,599.70	328.17
6.000	PERRIGO CO SYMBOL PRGO, CUSIP 714290103	<input type="checkbox"/>	07/01/11	06/26/12	692.68	533.23	159.45
3.000	PHILLIPS 66 COM SYMBOL PSX, CUSIP 718546104	<input type="checkbox"/>	06/26/12	08/31/12	125.12	97.53	27.59
21.000	PROCTER & GAMBLE CO SYMBOL PG, CUSIP 742718109	<input type="checkbox"/>	07/01/11	06/29/12	1,281.60	1,351.56	-69.96
6.000	PROCTER & GAMBLE CO SYMBOL PG, CUSIP 742718109	<input type="checkbox"/>	11/01/11	06/29/12	366.17	377.28	-11.11
2.000	PROCTER & GAMBLE CO SYMBOL PG, CUSIP 742718109	<input type="checkbox"/>	11/01/11	09/07/12	136.85	125.76	11.09
2.000	PROGRESS ENERGY INC SYMBOL DGX, CUSIP 743263105	<input type="checkbox"/>	07/01/11	06/26/12	119.69	97.06	22.63
14.000	RANGE RESOURCES CORP SYMBOL RRC, CUSIP 75281A109	<input type="checkbox"/>	07/01/11	01/18/12	782.32	788.76	-6.44
14.000	RANGE RESOURCES CORP SYMBOL RRC, CUSIP 75281A109	<input type="checkbox"/>	07/01/11	03/26/12	830.01	788.76	41.25
23.000	RANGE RESOURCES CORP SYMBOL RRC, CUSIP 75281A109	<input type="checkbox"/>	07/01/11	05/07/12	1,458.02	1,295.82	162.20
1.000	ROCKWELL COLLINS INC SYMBOL COL, CUSIP 774341101	<input type="checkbox"/>	07/01/11	06/26/12	46.99	62.64	-15.65
2.000	SCANA CORPORATION NEW SYMBOL SCG, CUSIP 80589M102	<input type="checkbox"/>	07/01/11	06/26/12	93.45	79.46	13.99
10.000	SCHLUMBERGER LTD ORIGINAL COST 613.61 WASH SALE LOSS DISALLOWED 15.34 SYMBOL SLB, CUSIP 806857108	<input type="checkbox"/>	09/23/11	06/26/12	598.28	598.28	0.00
4.000	SCHLUMBERGER LTD SYMBOL SLB, CUSIP 806857108	<input type="checkbox"/>	09/23/11	09/07/12	292.71	245.45	47.26
26.000	SEADRILL LIMITED SHS US LISTED SYMBOL SDRL, CUSIP G7945E105	<input type="checkbox"/>	07/01/11	03/12/12	991.86	930.80	61.06
32.000	SEADRILL LIMITED SHS	<input type="checkbox"/>	07/01/11	04/11/12	1,161.92	1,145.60	16.32

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	US LISTED						
	SYMBOL SDRL, CUSIP: G7945E105						
2.000	SEMPRA ENERGY SYMBOL SRE, CUSIP 816851109	<input type="checkbox"/>	07/01/11	06/26/12	135.87	106.72	29.15
1.000	SONOCO PRODUCTS CO SYMBOL SON, CUSIP 835495102	<input type="checkbox"/>	08/26/11	06/26/12	30.48	29.33	1.15
1.000	SPDR GOLD TR GOLD SHS SYMBOL GLD, CUSIP 78463V107	<input checked="" type="checkbox"/>	07/01/11	06/26/12	152.49	144.81	7.68
6.000	ST JUDE MEDICAL INC SYMBOL STJ, CUSIP 790849103	<input type="checkbox"/>	07/01/11	06/26/12	225.65	290.04	-64.39
6.000	STERICYCLE INC SYMBOL SRCL, CUSIP 858912108	<input type="checkbox"/>	07/01/11	06/26/12	534.04	546.70	-12.66
3.000	SUN COMMUNITIES INC SYMBOL SUI, CUSIP 866674104	<input type="checkbox"/>	01/12/12	09/07/12	138.08	108.75	29.33
192.000	TEVA PHARMACEUTICAL INDUSTRIES LIMITED ADR SYMBOL TEVA, CUSIP 881624209	<input type="checkbox"/>	07/01/11	05/11/12	8,016.86	9,394.37	-1,377.51
1,117.084	THORNBURG INTL VALUE FUND CLI SYMBOL TGVIX, CUSIP 885215566	<input checked="" type="checkbox"/>	07/01/11	06/26/12	27,279.20	33,791.79	-6,512.59
37.000	ULTRA PETROLEUM CORP ORIGINAL COST 1,710.51 WASH SALE LOSS DISALLOWED 1,022.22 ✓ SYMBOL UPL, CUSIP 903914109	<input type="checkbox"/>	07/01/11	04/16/12	688.29	688.29	0.00
4.000	ULTRA PETROLEUM CORP ORIGINAL COST 78.81 WASH SALE REPLACEMENT ADDITION 110.51 ✓ WASH SALE LOSS DISALLOWED 0.00 SYMBOL UPL, CUSIP 903914109	<input type="checkbox"/>	05/14/12	06/26/12	85.51	189.32	-103.81
3.000	ULTRA PETROLEUM CORP ORIGINAL COST 59.10 WASH SALE REPLACEMENT ADDITION 82.88 WASH SALE LOSS DISALLOWED 0.00 SYMBOL UPL, CUSIP 903914109	<input type="checkbox"/>	05/14/12	06/26/12	64.14	141.99	-77.86
4.000	ULTRA PETROLEUM CORP SYMBOL UPL, CUSIP 903914109	<input type="checkbox"/>	05/14/12	10/02/12	91.48	78.81	12.66
29.000	ULTRA PETROLEUM CORP SYMBOL UPL, CUSIP 903914109	<input type="checkbox"/>	08/29/12	10/02/12	663.21	597.84	65.37
19.000	VARIAN MEDICAL SYSTEMS INC SYMBOL VAR, CUSIP 92220P105	<input type="checkbox"/>	07/01/11	06/26/12	1,114.35	1,344.25	-229.90
25.000	VERISK ANALYTICS INC CLA SYMBOL VRSK, CUSIP 92345Y106	<input type="checkbox"/>	08/23/11	06/26/12	1,188.75	846.79	341.96

Schedule of Realized Gains and Losses (cont)

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QUANTITY	DESCRIPTION	NON-COVERED	OPEN DATE	CLOSE DATE	NET PROCEEDS	NET COST	REALIZED GAIN/LOSS
60.000	VERISK ANALYTICS INC CLA SYMBOL VRSK, CUSIP 92345Y106	<input type="checkbox"/>	08/23/11	07/09/12	2,987.26	2,032.30	954.96
22.000	VISA INC CLA COMMON STOCK SYMBOL V, CUSIP 92826C839	<input type="checkbox"/>	07/01/11	01/27/12	2,221.14	1,937.99	283.15
31.000	VISA INC CLA COMMON STOCK SYMBOL V, CUSIP 92826C839	<input type="checkbox"/>	07/01/11	04/19/12	3,739.88	2,730.80	1,009.08
6.000	VISA INC CLA COMMON STOCK SYMBOL V, CUSIP 92826C839	<input type="checkbox"/>	07/01/11	06/26/12	742.30	528.54	213.76
99.000	WEATHERFORD INTERNATIONAL LTD SWITZERLAND SYMBOL WFT, CUSIP H27013103	<input type="checkbox"/>	07/01/11	01/04/12	1,541.52	1,870.95	-329.43
3.000	XCEL ENERGY INC SYMBOL XEL, CUSIP 98389B100	<input type="checkbox"/>	07/01/11	06/26/12	83.63	73.80	9.83
7.000	XEROX CORP SYMBOL XRX, CUSIP 984121103	<input type="checkbox"/>	07/01/11	06/26/12	53.40	74.69	-21.29
Short-Term Subtotal					158,651.50		2,313.51

Long-Term

QUANTITY	DESCRIPTION	NON-COVERED	OPEN DATE	CLOSE DATE	NET PROCEEDS	NET COST	REALIZED GAIN/LOSS
8.000	ACTIVISION BLIZZARD INC SYMBOL ATVI, CUSIP 00507V109	<input type="checkbox"/>	07/01/11	09/07/12	95.83	94.71	1.12
10.000	ACTIVISION BLIZZARD INC SYMBOL ATVI, CUSIP 00507V109	<input type="checkbox"/>	07/01/11	09/10/12	119.54	118.39	1.15
257.296	ADVISORS INNER CIRCLE CHAMPLAIN SMALL CO FD SYMBOL CIPX, CUSIP 00764Q405	<input checked="" type="checkbox"/>	07/01/11	09/07/12	3,910.90	4,132.17	-221.27
6.000	ALLSTATE CORP SYMBOL ALL, CUSIP 020002101	<input type="checkbox"/>	07/01/11	09/07/12	230.93	185.03	45.90
2.000	AMERICAN CAPITAL AGENCY CORP COMMON STOCK SYMBOL AGNC, CUSIP 02503X105	<input type="checkbox"/>	07/01/11	09/07/12	69.91	58.98	10.93
24.000	AMERICAN EXPRESS COMPANY SYMBOL AXP, CUSIP 025816109	<input checked="" type="checkbox"/>	11/06/06	06/26/12	1,350.20	1,395.01	-44.81
67.000	AMERICAN EXPRESS COMPANY SYMBOL AXP, CUSIP 025816109	<input checked="" type="checkbox"/>	11/06/06	08/20/12	3,801.20	3,894.41	-93.21
3.000	AMERICAN EXPRESS COMPANY SYMBOL AXP, CUSIP 025816109	<input checked="" type="checkbox"/>	11/06/06	09/07/12	173.12	174.38	-1.26

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10.000	AMERISOURCEBERGEN CORP SYMBOL: ABC, CUSIP 03073E105	<input type="checkbox"/>	07/01/11	09/07/12	381.29	419.98	-38.69
5.000	ANALOG DEVICES INC SYMBOL: ADI, CUSIP 032654105	<input type="checkbox"/>	07/01/11	09/07/12	201.94	200.35	1.59
12.000	ANNALY CAPITAL MANAGEMENT INC SYMBOL NLY, CUSIP 035710409	<input type="checkbox"/>	07/01/11	09/07/12	209.51	218.62	-9.11
3.000	APACHE CORP SYMBOL APA, CUSIP 037411105	<input type="checkbox"/>	07/01/11	09/07/12	268.94	371.31	-102.37
2.000	APPLE INC SYMBOL AAPL, CUSIP 037833100	<input type="checkbox"/>	07/01/11	09/07/12	1,363.36	685.34	678.02
13.000	AT&T INC SYMBOL T, CUSIP 00206R102	<input type="checkbox"/>	07/01/11	09/07/12	483.06	411.45	71.61
3.000	AVERY DENNISON CORP SYMBOL AVY, CUSIP 053611109	<input type="checkbox"/>	07/01/11	09/07/12	92.24	117.18	-24.94
6.000	BABCOCK & WILCOX CO NEW SYMBOL BWC, CUSIP 05615F102	<input type="checkbox"/>	07/01/11	09/07/12	151.13	166.60	-15.47
7.000	BANK NEW YORK MELLON CORP SYMBOL BK, CUSIP 064058100	<input checked="" type="checkbox"/>	11/06/06	09/07/12	161.34	255.93	-94.59
6.000	BAXTER INTERNATIONAL INC SYMBOL BAX, CUSIP 071813109	<input type="checkbox"/>	07/01/11	09/07/12	354.96	360.30	-5.34
3.000	BEAM INC SYMBOL BEAM, CUSIP 073730103	<input type="checkbox"/>	07/01/11	09/07/12	182.00	151.85	30.15
8.000	BERKSHIRE HATHAWAY INC DEL CL B NEW SYMBOL BRK B, CUSIP 084670702	<input type="checkbox"/>	07/01/11	09/07/12	691.82	623.27	68.55
502.380	BLACKROCK GLOBAL ALLOCATION FD INC INSTL CL SYMBOL MALOX, CUSIP 09251T509	<input checked="" type="checkbox"/>	07/01/11	09/07/12	9,831.58	10,218.41	-386.83
21.000	BOSTON SCIENTIFIC CORP SYMBOL BSX, CUSIP 101137107	<input type="checkbox"/>	07/01/11	09/07/12	118.01	149.31	-31.30
6.000	BRANDYWINE REALTY TRUST-SBI NEW SYMBOL BDN, CUSIP 105368203	<input type="checkbox"/>	07/01/11	09/07/12	74.99	69.22	5.77
7.000	BROADRIDGE FINANCIAL SOLUTIONS INC SYMBOL BR, CUSIP 11133T103	<input type="checkbox"/>	07/01/11	09/07/12	168.27	170.66	-2.39
9.000	CABLEVISION SYSTEMS CORP-CL A CABLEVISION NY GROUP COM SYMBOL CVC, CUSIP 12686C109	<input type="checkbox"/>	07/13/11	09/07/12	140.93	236.96	-96.03
3.000	CHEVRON CORPORATION SYMBOL CVX, CUSIP 166764100	<input type="checkbox"/>	07/01/11	09/07/12	341.81	311.67	30.14

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3.000	CHUBB CORP SYMBOL CB, CUSIP 171232101	<input type="checkbox"/>	07/01/11	09/07/12	225.14	188.67	36.47
2.000	CLOROX CO SYMBOL CLX, CUSIP 189054109	<input type="checkbox"/>	07/01/11	09/07/12	145.45	136.36	9.09
6.000	COGNIZANT TECHNOLOGY SOLUTIONS CORP-CLA SYMBOL CTSH, CUSIP 192446102	<input type="checkbox"/>	07/01/11	09/07/12	404.33	448.19	-43.86
3.000	CONOCOPHILLIPS SYMBOL COP, CUSIP 20825C104	<input type="checkbox"/>	07/01/11	09/07/12	169.73	175.16	-5.43
4.000	COVANCE INC SYMBOL CVD, CUSIP 222816100	<input type="checkbox"/>	07/01/11	09/07/12	193.59	240.80	-47.21
36.000	COVANCE INC SYMBOL CVD, CUSIP 222816100	<input type="checkbox"/>	07/01/11	10/01/12	1,702.30	2,167.20	-464.90
6.000	CUMMINS INC SYMBOL CMI, CUSIP 231021106	<input type="checkbox"/>	07/01/11	09/07/12	604.49	643.37	-38.88
1,021.263	DODGE & COX INCOME FUND SYMBOL DODIX, CUSIP: 256210105	<input checked="" type="checkbox"/>	07/01/11	09/07/12	14,154.70	13,654.29	500.41
4.000	DOVER CORP SYMBOL DOV, CUSIP 260003108	<input type="checkbox"/>	07/01/11	09/07/12	234.99	276.64	-41.65
0.379	DUKE ENERGY CORPORATION HOLDING COMPANY NEW SYMBOL DUK, CUSIP 26441C204	<input type="checkbox"/>	07/01/11	07/05/12	25.86	21.12	4.74
2.000	DUKE ENERGY CORPORATION HOLDING COMPANY NEW SYMBOL DUK, CUSIP 26441C204	<input type="checkbox"/>	07/01/11	09/07/12	129.23	111.46	17.77
6.000	EBAY INC SYMBOL EBAY, CUSIP 278642103	<input type="checkbox"/>	07/01/11	09/07/12	294.71	196.25	98.46
13.000	EMC CORP-MASS SYMBOL EMC, CUSIP 268648102	<input type="checkbox"/>	07/01/11	09/07/12	359.98	362.42	-2.44
6.000	EMC CORP-MASS SYMBOL EMC, CUSIP 268648102	<input type="checkbox"/>	08/25/11	09/07/12	166.14	127.67	38.47
61.000	EMERSON ELECTRIC CO SYMBOL EMR, CUSIP 291011104	<input type="checkbox"/>	07/01/11	09/05/12	2,993.39	3,482.49	-489.10
3.000	ENDURANCE SPECIALTY HOLDINGS LTD SYMBOL ENH, CUSIP G30397106	<input type="checkbox"/>	07/01/11	09/07/12	114.14	124.44	-10.30
2.000	ENTERGY CORP NEW SYMBOL ETR, CUSIP 29364G103	<input type="checkbox"/>	07/01/11	09/07/12	136.33	136.64	-0.31
8.000	EXPEDITORS INTERNATIONAL OF WASHINGTON INC SYMBOL EXPD, CUSIP 302130109	<input type="checkbox"/>	08/18/11	09/07/12	302.95	328.29	-25.34

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10 000	EXPRESS SCRIPTS HOLDING COMPANY SYMBOL ESRX, CUSIP 30219G108	<input type="checkbox"/>	07/01/11	09/07/12	633.38	540.09	93.29
7.000	FIRST AMERICAN FINANCIAL CORPORATION SYMBOL FAF, CUSIP 31847R102	<input type="checkbox"/>	07/01/11	09/07/12	137.47	111.01	26.46
755 857	FRANKLIN STRATEGIC SER INCOME FD ADVISOR CL SYMBOL FKSAX, CUSIP 354713737	<input checked="" type="checkbox"/>	07/01/11	09/07/12	8,019.64	8,012.08	7.56
9.000	FREEMONT MCMORAN COPPER & GOLD INC SYMBOL FCX, CUSIP 35671D857	<input type="checkbox"/>	07/01/11	09/07/12	356.57	479.70	-123.13
18.000	GENERAL ELECTRIC CO SYMBOL GE, CUSIP 369604103	<input checked="" type="checkbox"/>	11/06/06	09/07/12	386.81	641.57	-254.76
3.000	GENUINE PARTS CO SYMBOL GPC, CUSIP 372460105	<input type="checkbox"/>	07/01/11	09/07/12	186.44	166.11	20.33
26 000	GILEAD SCIENCES INC SYMBOL GILD, CUSIP 375558103	<input type="checkbox"/>	07/01/11	09/07/12	1,538.45	1,088.33	450.12
32.000	GILEAD SCIENCES INC SYMBOL GILD, CUSIP 375558103	<input type="checkbox"/>	07/01/11	09/20/12	2,154.92	1,339.49	815.43
1.000	GOLDMAN SACHS GROUP INC SYMBOL GS, CUSIP 38141G104	<input type="checkbox"/>	07/12/11	09/07/12	116.52	130.94	-14.42
4.000	GOOGLE INC CLA SYMBOL GOOG, CUSIP 38259P508	<input type="checkbox"/>	07/01/11	08/27/12	2,681.01	2,077.52	603.49
1.000	GOOGLE INC CLA SYMBOL GOOG, CUSIP 38259P508	<input type="checkbox"/>	07/01/11	09/07/12	706.83	519.38	187.45
3 000	GOOGLE INC CLA SYMBOL GOOG, CUSIP 38259P508	<input type="checkbox"/>	07/01/11	10/18/12	2,061.88	1,558.14	503.74
5 000	GREAT PLAINS ENERGY INC SYMBOL GXP, CUSIP 391164100	<input type="checkbox"/>	07/01/11	09/07/12	108.84	104.99	3.85
62 000	GREAT PLAINS ENERGY INC SYMBOL GXP, CUSIP 391164100	<input type="checkbox"/>	07/01/11	09/17/12	1,372.31	1,301.91	70.40
6.000	H J HEINZ CO SYMBOL HNZ, CUSIP 423074103	<input type="checkbox"/>	07/01/11	09/07/12	334.97	321.60	13.37
2.000	HAEMONETICS CORP-MASS SYMBOL HAE, CUSIP 405024100	<input type="checkbox"/>	07/01/11	09/07/12	151.75	131.12	20.63
4.000	HASBRO INC SYMBOL HAS, CUSIP 418056107	<input type="checkbox"/>	07/01/11	09/07/12	151.67	180.44	-28.77
352.338	HATTERAS ALPHA HEDGED	<input checked="" type="checkbox"/>	07/01/11	09/07/12	3,759.45	3,808.77	-49.32

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QUANTITY	DESCRIPTION	NON-COVERED	OPEN DATE	CLOSE DATE	NET PROCEEDS	NET COST	REALIZED GAIN/LOSS
	STRATEGIES FUND SYMBOL ALPHX, CUSIP 41902V401						
3.000	HEALTH CARE REIT INC SYMBOL HCN, CUSIP 42217K106	<input type="checkbox"/>	07/01/11	09/07/12	176.15	152.59	23.56
5.000	HESS CORPORATION SYMBOL HES, CUSIP 42809H107	<input type="checkbox"/>	07/18/11	09/07/12	261.29	360.85	-99.56
4.000	HONEYWELL INTL INC SYMBOL HON, CUSIP 438516106	<input type="checkbox"/>	07/01/11	09/07/12	238.99	240.96	-1.97
9.000	HUDSON CITY BANCORP INC SYMBOL HCBK, CUSIP 443683107	<input type="checkbox"/>	07/01/11	09/07/12	67.76	74.42	-6.66
20.000	HUMANA INC SYMBOL HUM, CUSIP 444859102	<input type="checkbox"/>	07/01/11	08/29/12	1,410.94	1,658.20	-247.26
227.573	ING GLOBAL REAL ESTATE FD CLW SYMBOL IRGWX, CUSIP 44980Q179	<input checked="" type="checkbox"/>	07/01/11	09/07/12	4,016.66	3,915.80	100.86
69.000	INTEL CORP SYMBOL INTC, CUSIP 458140100	<input type="checkbox"/>	07/01/11	09/05/12	1,687.08	1,553.81	133.27
8.000	INTEL CORP SYMBOL INTC, CUSIP 458140100	<input type="checkbox"/>	07/01/11	09/07/12	193.27	180.15	13.12
6.000	INVESCO LTD SYMBOL IVZ, CUSIP G491BT108	<input type="checkbox"/>	07/01/11	09/07/12	150.11	141.00	9.11
240.714	IVY GLOBAL NATURAL RESOURCES I SYMBOL IGNIX, CUSIP 465899508	<input checked="" type="checkbox"/>	07/01/11	09/07/12	4,178.80	5,404.03	-1,225.23
3.000	JOHN HANCOCK FINANCIAL OPPORTUNITY FUND SYMBOL BTO, CUSIP 409735206	<input checked="" type="checkbox"/>	07/01/11	09/07/12	53.03	49.52	3.51
58.000	JOHN HANCOCK FINANCIAL OPPORTUNITY FUND SYMBOL BTO, CUSIP 409735206	<input checked="" type="checkbox"/>	07/01/11	09/10/12	1,023.68	957.39	66.29
8.000	JPMORGAN CHASE & CO SYMBOL JPM, CUSIP 46625H100	<input checked="" type="checkbox"/>	11/06/06	09/07/12	314.95	383.72	-68.77
4.000	KOHL'S CORP SYMBOL KSS, CUSIP 500255104	<input type="checkbox"/>	07/01/11	09/07/12	209.79	206.68	3.11
2.000	LABORATORY CORP AMER HLDGS NEW SYMBOL LH, CUSIP 50540R409	<input type="checkbox"/>	07/01/11	09/07/12	177.91	196.50	-18.59
7.000	MATTEL INC SYMBOL MAT, CUSIP 577081102	<input type="checkbox"/>	07/01/11	09/07/12	249.54	195.85	53.69
2.000	MCKESSON CORP SYMBOL MCK, CUSIP 58155Q103	<input type="checkbox"/>	07/01/11	09/07/12	176.67	168.56	8.11
44.000	MICROSOFT CORP SYMBOL MSFT, CUSIP 594918104	<input checked="" type="checkbox"/>	03/17/05	09/05/12	1,333.65	1,093.22	240.43

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6.000	MICROSOFT CORP SYMBOL MSFT, CUSIP 594918104	<input checked="" type="checkbox"/>	03/17/05	09/07/12	185.28	149.08	36.20
13.000	NEW YORK COMMUNITY BANCORP INC SYMBOL NYCB, CUSIP 649445103	<input type="checkbox"/>	07/01/11	09/07/12	177.31	201.48	-24.17
6.000	NEXEN INC SYMBOL NXY, CUSIP 65334H102	<input type="checkbox"/>	08/12/11	09/07/12	154.07	124.11	29.96
4.000	NEXTERA ENERGY INC SYMBOL NEE, CUSIP 65339F101	<input type="checkbox"/>	07/01/11	09/07/12	270.07	232.24	37.83
7.000	NISOURCE INC COM SYMBOL NI, CUSIP 65473P105	<input type="checkbox"/>	07/01/11	09/07/12	177.02	143.76	33.26
10.000	OLD REPUBLIC INTL CORP SYMBOL ORI, CUSIP 680223104	<input type="checkbox"/>	07/01/11	09/07/12	92.49	119.60	-27.11
4.000	OMNICOM GROUP INC SYMBOL OMC, CUSIP 681919106	<input type="checkbox"/>	07/01/11	09/07/12	211.75	194.96	16.79
121.649	OPPENHEIMER DEVELOPING MKTS FDS CL Y SYMBOL ODVYX, CUSIP 683974505	<input checked="" type="checkbox"/>	07/01/11	09/07/12	3,986.43	4,389.10	-402.67
572.304	OPPENHEIMER SENIOR FLOATING RATE FUND CL Y ORIGINAL COST 4,767.29 WASH SALE LOSS DISALLOWED 9.40 SYMBOL OOSYX, CUSIP 68381K408	<input checked="" type="checkbox"/>	07/01/11	09/07/12	4,710.06	4,757.89	-47.84
8.000	ORACLE CORP SYMBOL ORCL, CUSIP 68389X105	<input type="checkbox"/>	07/15/11	09/07/12	260.23	255.91	4.32
2.000	PERRIGO CO SYMBOL PRGO, CUSIP 714290103	<input type="checkbox"/>	07/01/11	09/07/12	223.70	177.74	45.96
2.000	PHILIP MORRIS INTERNATIONAL INC SYMBOL PM, CUSIP 718172109	<input type="checkbox"/>	07/01/11	09/07/12	177.69	133.50	44.19
32.000	PHILLIPS 66 COM SYMBOL PSX, CUSIP 718546104	<input type="checkbox"/>	07/01/11	08/31/12	1,334.69	1,110.53	224.16
10.000	PUBLIC SERVICE ENTERPRISE GROUP INC SYMBOL PEG, CUSIP 744573106	<input type="checkbox"/>	07/01/11	09/07/12	315.89	327.89	-12.00
24.000	QUALCOMM INC SYMBOL QCOM, CUSIP 747525103	<input checked="" type="checkbox"/>	03/17/05	06/26/12	1,299.59	906.82	392.77
10.000	QUALCOMM INC SYMBOL QCOM, CUSIP 747525103	<input checked="" type="checkbox"/>	03/17/05	09/07/12	621.28	377.84	243.44
2.000	QUEST DIAGNOSTICS INC SYMBOL DGX, CUSIP 74834L100	<input type="checkbox"/>	07/01/11	09/07/12	123.95	119.30	4.65
2.000	ROCKWELL COLLINS INC SYMBOL COL, CUSIP 774341101	<input type="checkbox"/>	07/01/11	09/07/12	102.21	125.28	-23.07

Schedule of Realized Gains and Losses (cont)

Long-Term (cont)

QUANTITY	DESCRIPTION	NON-COVERED	OPEN DATE	CLOSE DATE	NET PROCEEDS	NET COST	REALIZED GAIN/LOSS
315 000	RTS SANOFI CONTINGENT VALUE RT SYMBOL GCVRZ, CUSIP 80105N113	<input checked="" type="checkbox"/>	07/01/11	09/20/12	532.33	771.44	-239.11
4 000	SANDISK CORP SYMBOL SNDK, CUSIP 80004C101	<input type="checkbox"/>	07/01/11	09/07/12	176.99	170.64	6.35
3 000	SCANA CORPORATION NEW SYMBOL SCG, CUSIP 80589M102	<input type="checkbox"/>	07/01/11	09/07/12	144.77	119.19	25.58
3.000	SEMPRA ENERGY SYMBOL SRE, CUSIP 816851109	<input type="checkbox"/>	07/01/11	09/07/12	199.91	160.08	39.83
5.000	SONOCO PRODUCTS CO SYMBOL SON, CUSIP 835495102	<input type="checkbox"/>	08/26/11	09/07/12	155.19	146.64	8.55
2.000	SPDR GOLD TR GOLD SHS SYMBOL GLD, CUSIP 78463V107	<input checked="" type="checkbox"/>	07/01/11	09/07/12	337.03	289.62	47.41
4.000	ST JUDE MEDICAL INC SYMBOL STJ, CUSIP 790849103	<input type="checkbox"/>	07/01/11	09/07/12	157.59	193.36	-35.77
2 000	STERICYCLE INC SYMBOL SRCL, CUSIP 858912108	<input type="checkbox"/>	07/01/11	09/07/12	186.97	182.23	4.74
186.790	THORNBURG INTL VALUE FUND CL I SYMBOL TGVIX, CUSIP 885215566	<input checked="" type="checkbox"/>	07/01/11	09/07/12	4,951.80	5,650.40	-698.60
361.090	THORNBURG INVT TR INVT INCOME BUILDER FD CL I SYMBOL TIBIX, CUSIP 885215467	<input checked="" type="checkbox"/>	07/01/11	09/07/12	6,864.33	7,142.36	-278.03
3.000	TIME WARNER CABLE INC SYMBOL TWC, CUSIP 88732J207	<input type="checkbox"/>	07/01/11	09/07/12	272.24	238.02	34.22
4.000	ULTRA PETROLEUM CORP ORIGINAL COST 78.81 WASH SALE REPLACEMENT ADDITION 110.51 WASH SALE LOSS DISALLOWED 105.61 SYMBOL UPL, CUSIP 903914109	<input type="checkbox"/>	05/14/12	09/07/12	83.71	83.71	0.00
26 000	ULTRA PETROLEUM CORP ORIGINAL COST 512.28 WASH SALE REPLACEMENT ADDITION 718.32 WASH SALE LOSS DISALLOWED 0.00 SYMBOL UPL, CUSIP 903914109	<input type="checkbox"/>	05/14/12	10/02/12	594.60	1,230.60	-636.00
4.000	ULTRA PETROLEUM CORP ORIGINAL COST 82.46 WASH SALE REPLACEMENT ADDITION 105.61 WASH SALE LOSS DISALLOWED 0.00 SYMBOL UPL, CUSIP 903914109	<input type="checkbox"/>	08/29/12	10/02/12	91.48	188.07	-96.60
4 000	UNITED TECHNOLOGIES CORP SYMBOL UTX, CUSIP 913017109	<input checked="" type="checkbox"/>	11/06/06	09/07/12	317.55	262.03	55.52
6 000	US BANCORP DEL	<input type="checkbox"/>	07/01/11	09/07/12	204.29	156.95	47.34

THE CANSECO FOUNDATION
 ATTN: JORGE CANSECO
 601 ELIZABETH RD
 SAN ANTONIO TX 78209-6134

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Schedule of Realized Gains and Losses (cont)

Long-Term (cont)

QUANTITY	DESCRIPTION	NON- COVERED	OPEN DATE	CLOSE DATE	NET PROCEEDS	NET COST	REALIZED GAIN/LOSS
	COM NEW SYMBOL USB, CUSIP 902973304						
5.000	VARIAN MEDICAL SYSTEMS INC SYMBOL VAR, CUSIP 92220P105	<input type="checkbox"/>	07/01/11	09/07/12	298.39	353.75	-55.36
7.000	VERISK ANALYTICS INC CLA SYMBOL VRSK, CUSIP 92345Y106	<input type="checkbox"/>	08/23/11	09/07/12	342.22	237.10	105.12
3.000	VISA INC CLA COMMON STOCK SYMBOL V, CUSIP 92826C839	<input type="checkbox"/>	07/01/11	09/07/12	388.85	264.27	124.58
14.000	VISA INC CLA COMMON STOCK SYMBOL V, CUSIP 92826C839	<input type="checkbox"/>	07/01/11	10/23/12	1,917.15	1,233.26	683.89
4.000	WAL-MART STORES INC SYMBOL WMT, CUSIP 931142103	<input checked="" type="checkbox"/>	03/17/05	09/07/12	294.79	209.99	84.80
5.000	WATSON PHARMACEUTICALS INC SYMBOL WFT, CUSIP 942683103	<input type="checkbox"/>	07/01/11	09/07/12	417.24	348.10	69.14
21.000	WATSON PHARMACEUTICALS INC SYMBOL WFT, CUSIP 942683103	<input type="checkbox"/>	07/01/11	09/28/12	1,788.36	1,462.02	326.34
10.000	WELLS FARGO & CO SYMBOL WFC, CUSIP 949746101	<input type="checkbox"/>	07/01/11	09/07/12	350.19	287.30	62.89
6.000	XCEL ENERGY INC SYMBOL XEL, CUSIP 98389B100	<input type="checkbox"/>	07/01/11	09/07/12	168.53	147.60	20.93
17.000	XEROX CORP SYMBOL XRX, CUSIP 984121103	<input type="checkbox"/>	07/01/11	09/07/12	129.70	181.39	-51.69
1.000	ZIMMER HOLDINGS INC SYMBOL ZMH, CUSIP 98956P102	<input checked="" type="checkbox"/>	03/17/05	06/26/12	61.75	80.10	-18.35
2.000	ZIMMER HOLDINGS INC SYMBOL ZMH, CUSIP 98956P102	<input checked="" type="checkbox"/>	03/17/05	09/07/12	130.79	160.21	-29.42
	Long-Term Subtotal				124,087.89		831.02
Total Gains and Losses					282,739.39		3,144.53
	Short-Term						2,313.51
	Long-Term						831.02
	Term Unknown						0.00

ASSET DETAIL

The Estimated Annualized Income (EAI) for certain securities could include a return of principal or capital gains, in which case EAI depicted on this account statement would be overstated. EAI is only an estimate of income generated by the investment and the actual income may be higher or lower. In the event the investment matures, is sold or called, the full EAI may not be realized.

* The Unrealized Gain/Loss may not reflect your investments' total return. Specifically, the net cost may include dividend and capital gains distributions which have been reinvested. Additionally, the information that appears in these columns may be based on information provided by you or at your direction. RDC has not verified such data. Please see "About Your Statement" on page 2 for further information.

Your Financial Advisor has elected to display Asset Detail with the following options: asset purchases (tax lots) consolidated

RBC BANK DEPOSIT PROGRAM

Deposits in the RBC Bank Deposit Program, with the exception of amounts classified as "Pending Deposits," are held by the Program Banks not RDC Capital Markets. They are not covered by SIPC. Balances classified as "Pending Deposits" are scheduled to be deposited in the Program Banks on the business day following the statement date, and thus, these deposits are covered by SIPC until such time as they are deposited in the Program Banks. Deposit information is included on this statement solely as a service to our clients. All balance and transaction information is provided by the Program Banks. RBC Capital Markets is not responsible for the accuracy of this information. Deposits are insured by the Federal Deposit Insurance Corporation (FDIC) up to \$250,000 per depositor at each bank subject to certain limitations. This means that your funds in excess of \$250,000 in the same insurable capacity at any single Program Bank are not insured. FDIC insurance coverage amounts are subject to the combined total of all deposits at a specific Program Bank including deposits held by the Program Bank outside of this account. Please refer to the RBC Bank Deposit Program Disclosure Statement and our website at www.rbcconnect.com for more details, including the current aggregate FDIC deposit insurance amount available through the Program. For questions concerning bank balances, please contact your Financial Advisor.

DESCRIPTION	BANK BALANCE	CURRENT BALANCE	PREVIOUS STATEMENT BALANCE	YTD INCOME
RBC BANK DEPOSIT PROGRAM NOT SIPC COVERED		\$52,361.82	\$56,679.36	\$5.44
DEPOSITS ARE HELD AT Branch Banking & Trust Co Lumberton, NC	\$52,361.82			
TOTAL RBC BANK DEPOSIT PROGRAM		\$52,361.82		\$5.44

CASH AND MONEY MARKET

DESCRIPTION	SYMBOL/CUSIP	QUANTITY	MARKET PRICE	CURRENT MARKET VALUE	PREVIOUS STATEMENT MARKET VALUE	YTD INCOME
CASH				\$1,029.18		
TOTAL CASH AND MONEY MARKET				\$1,029.18		

US EQUITIES

DESCRIPTION	SYMBOL/CUSIP	QUANTITY	MARKET PRICE	MARKET VALUE	NET COST *	UNREALIZED GAIN/LOSS *	ESTIMATED ANNUALIZED INCOME
ADVISORS INNER CIRCLE CHAMPLAIN SMALL CO FD	CIP5X	4,879.385	\$13.670	\$66,701.19	\$76,214.08	-\$9,512.89	.
AGILENT TECHNOLOGIES INC	A	72.000	\$40.940	\$2,947.68	\$2,770.52	\$177.16	\$28.80
ALLSTATE CORP	ALL	76.000	\$40.170	\$3,052.92	\$2,349.69	\$703.23	\$66.88
AMERICAN EXPRESS COMPANY	AXP	182.000	\$57.480	\$10,461.36	\$10,063.79	\$397.57	\$145.60
AMERISOURCEBERGEN CORP	ABC	115.000	\$43.180	\$4,965.70	\$4,812.91	\$152.79	\$96.60
ANALOG DEVICES INC	ADI	67.000	\$42.060	\$2,818.02	\$2,684.69	\$133.33	\$80.40



RBC Wealth Management*



RBC TOTAL PORTFOLIO ACCOUNT STATEMENT

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US EQUITIES (continued)

DESCRIPTION	SYMBOL/CUSIP	QUANTITY	MARKET PRICE	MARKET VALUE	NET COST *	UNREALIZED GAIN/LOSS *	ESTIMATED ANNUALIZED INCOME
APACHE CORP	APA	48,000	\$78.500	\$3,768.00	\$5,940.96	-\$2,172.96	\$32.64
APPLE INC	AAPL	32,000	\$532.173	\$17,029.53	\$12,262.45	\$4,767.08	\$339.20
AT&T INC	T	173,000	\$33.710	\$5,831.83	\$5,492.60	\$339.23	\$311.40
AVERY DENNISON CORP	AVY	45,000	\$34.920	\$1,571.40	\$1,768.77	-\$197.37	\$48.60
BABCOCK & WILCOX CO NEW	BWC	90,000	\$26.200	\$2,358.00	\$2,499.07	-\$141.07	\$28.80
BANK NEW YORK MELLON CORP	BK	124,000	\$25.700	\$3,186.80	\$4,533.55	-\$1,346.75	\$64.48
BAXTER INTERNATIONAL INC	BAX	76,000	\$66.660	\$5,066.16	\$4,546.42	\$519.74	\$136.80
BEAM INC	BEAM	45,000	\$61.090	\$2,749.05	\$2,289.01	\$460.04	\$36.90
BERKSHIRE HATHAWAY INC DEL CL B NEW	BRKB	167,000	\$89.700	\$14,979.90	\$13,094.03	\$1,885.87	
BORG WARNER AUTOMOTIVE INC	BWA	40,000	\$71.620	\$2,864.80	\$2,497.56	\$367.24	
BOSTON SCIENTIFIC CORP	BSX	311,000	\$5.730	\$1,782.03	\$2,028.69	-\$246.66	
BROADRIDGE FINANCIAL SOLUTIONS INC	BR	98,000	\$22.880	\$2,242.24	\$2,389.24	-\$147.00	\$70.56
CABLEVISION SYSTEMS CORP-CL A CABLEVISION NY GROUP COM	CVC	135,000	\$14.940	\$2,016.90	\$3,202.05	-\$1,185.15	\$81.00
CBS CORP NEW CLASS B	CBS	74,000	\$38.050	\$2,815.70	\$2,416.03	\$399.67	\$35.52
CHARLES SCHWAB CORP NEW	SCHW	561,000	\$14.360	\$8,055.96	\$6,948.45	\$1,107.51	\$134.64
CHEVRON CORPORATION	CVX	63,000	\$108.140	\$6,812.82	\$6,545.07	\$267.75	\$226.80
CHUBB CORP	CB	40,000	\$75.320	\$3,012.80	\$2,515.60	\$497.20	\$65.60
CLOROX CO	CLX	26,000	\$73.220	\$1,903.72	\$1,772.68	\$131.04	\$66.56
COACH INC	COH	131,000	\$55.510	\$7,271.81	\$7,159.76	\$112.05	\$157.20
COGNIZANT TECHNOLOGY SOLUTIONS CORP-CL A	CTSH	133,000	\$73.882	\$9,826.35	\$8,402.17	\$1,424.18	
CONOCOPHILLIPS	COP	61,000	\$57.990	\$3,537.39	\$3,561.67	-\$24.28	\$161.04
CUMMINS INC	CMI	101,000	\$108.350	\$10,943.35	\$10,113.85	\$829.50	\$202.00
DEERE & CO	DE	46,000	\$86.420	\$3,975.32	\$3,443.05	\$532.27	\$84.64
DOVER CORP	DOV	72,000	\$65.710	\$4,731.12	\$4,979.52	-\$248.40	\$100.80
DUKE ENERGY CORPORATION HOLDING COMPANY NEW	DUK	49,000	\$63.800	\$3,126.20	\$2,730.69	\$395.51	\$149.94
EBAY INC	EBAY	84,000	\$50.998	\$4,283.81	\$2,767.72	\$1,516.09	

POTEET & CO
ATTN JOHN POTEET CPA

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US EQUITIES
(continued)

DESCRIPTION	SYMBOL/CUSIP	QUANTITY	MARKET PRICE	MARKET VALUE	NET COST *	UNREALIZED GAIN/LOSS *	ESTIMATED ANNUALIZED INCOME
SYSCO CORP	SY	86 000	\$31.660	\$2,722.76	\$2,681.38	\$41.38	\$96.32
TECO ENERGY INC	TE	115 000	\$16.760	\$1,927.40	\$2,015.57	-\$88.17	\$101.20
TELEPHONE & DATA SYSTEM INC NEW	TDS	62 000	\$22.140	\$1,372.68	\$1,706.86	-\$334.18	\$30.38
TIME WARNER CABLE INC	TWC	39 000	\$97.190	\$3,790.41	\$3,094.26	\$696.15	\$87.36
UNITED TECHNOLOGIES CORP	UTX	47 000	\$82.010	\$3,854.47	\$3,087.15	\$767.32	\$100.58
US BANCORP DEL COM NEW	USB	90 000	\$31.940	\$2,874.60	\$2,359.52	\$515.08	\$70.20
VARIAN MEDICAL SYSTEMS INC	VAR	111 000	\$70.240	\$7,796.64	\$7,573.06	\$223.58	
VERISK ANALYTICS INC CL A	VRSK	116 000	\$50.970	\$5,912.52	\$3,929.12	\$1,983.40	
VISA INC CL A COMMON STOCK	V	42 000	\$151.580	\$6,366.36	\$3,699.79	\$2,666.57	\$55.44
W R GRACE & CO-DEL NEW	GRA	28 000	\$67.230	\$1,882.44	\$1,183.26	\$699.18	
WAL-MART STORES INC	WMT	80 000	\$68.230	\$5,458.40	\$4,199.72	\$1,258.68	\$127.20
WATSON PHARMACEUTICALS INC	WPI	42 000	\$86.000	\$3,612.00	\$2,927.30	\$684.70	
WELLS FARGO & CO	WFC	196 000	\$34.180	\$6,699.28	\$5,631.08	\$1,068.20	\$172.48
XCEL ENERGY INC	XEL	81 000	\$26.710	\$2,163.51	\$1,992.60	\$170.91	\$87.48
XEROX CORP	XRX	251 000	\$6.820	\$1,711.82	\$2,678.17	-\$966.35	\$42.67
ZIMMER HOLDINGS INC	ZMH	31 000	\$66.660	\$2,066.46	\$2,483.20	-\$416.74	\$22.32
TOTAL US EQUITIES				\$492,960.63	\$471,984.74	\$20,975.89	\$7,939.82

INTERNATIONAL EQUITIES

DESCRIPTION	SYMBOL/CUSIP	QUANTITY	MARKET PRICE	MARKET VALUE	NET COST *	UNREALIZED GAIN/LOSS *	ESTIMATED ANNUALIZED INCOME
ENDURANCE SPECIALTY HOLDINGS LTD	ENH	55 000	\$39.690	\$2,182.95	\$2,281.40	-\$98.45	\$68.20
INVESCO LTD	IVZ	82 000	\$26.090	\$2,139.38	\$1,927.00	\$212.38	\$56.58
IVY GLOBAL NATURAL RESOURCES	IGNIX	4,149 590	\$17.370	\$72,078.38	\$82,966.79	-\$10,888.41	\$448.16
NEXEN INC	NXY	97 000	\$26.940	\$2,613.18	\$1,971.38	\$641.80	\$19.50
OPPENHEIMER DEVELOPING MKTS FDS CL Y	ODVXX	2,070,178	\$34.880	\$72,207.81	\$72,793.93	-\$586.12	\$515.47



RBC Wealth Management



RBC TOTAL PORTFOLIO ACCOUNT STATEMENT

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INTERNATIONAL EQUITIES (continued)

DESCRIPTION	SYMBOL/CUSIP	QUANTITY	MARKET PRICE	MARKET VALUE	NET COST *	UNREALIZED GAIN/LOSS *	ESTIMATED ANNUALIZED INCOME
SCHLUMBERGER LTD	SLB	88,000	\$69.299	\$6,098.28	\$5,427.11	\$671.17	\$96.80
THORNBURG INTL VALUE FUND CL I	TGVIX	3,166.673	\$28.090	\$88,951.84	\$95,791.85	-\$6,840.01	\$1,250.84
TOTAL INTERNATIONAL EQUITIES				\$246,271.82	\$263,159.46	-\$16,887.64	\$2,455.55

TAXABLE FIXED INCOME

DESCRIPTION	SYMBOL/CUSIP	QUANTITY	MARKET PRICE	MARKET VALUE/ ACCRUED INTEREST	NET COST *	UNREALIZED GAIN/LOSS *	ESTIMATED ANNUALIZED INCOME
DODGE & COX INCOME FUND	DODIX	17,172.775	\$13.860	\$238,014.66	\$229,722.56	\$8,292.10	\$8,311.62
FRANKLIN STRATEGIC SER INCOME FD ADVISOR CL	FKSAX	15,052.694	\$10.690	\$160,913.30	\$159,329.68	\$1,583.62	\$9,332.67
OPPENHEIMER SENIOR FLOATING RATE FUND CL Y	OOSYX	9,583.605	\$8.280	\$79,352.25	\$79,781.92	-\$429.67	\$4,303.04
TOTAL TAXABLE FIXED INCOME		41,809.074		\$478,280.21	\$468,834.16	\$9,446.05	\$21,947.33

MIXED ASSETS

DESCRIPTION	SYMBOL/CUSIP	QUANTITY	MARKET PRICE	MARKET VALUE	NET COST *	UNREALIZED GAIN/LOSS *	ESTIMATED ANNUALIZED INCOME
BLACKROCK GLOBAL ALLOCATION FD INC INSTL CL	MALOX	8,492.149	\$19.830	\$168,399.31	\$170,306.21	-\$1,906.90	\$2,428.75
THORNBURG INVT TR INVT INCOME BUILDER FD CL I	TIBIX	6,058.309	\$18.950	\$114,804.96	\$115,822.07	-\$1,017.11	\$7,179.10
TOTAL MIXED ASSETS				\$283,204.27	\$286,128.28	-\$2,924.01	\$9,607.85

OTHER ASSETS

DESCRIPTION	SYMBOL/CUSIP	QUANTITY	MARKET PRICE	MARKET VALUE	NET COST *	UNREALIZED GAIN/LOSS *	ESTIMATED ANNUALIZED INCOME
AMERICAN CAPITAL AGENCY CORP COMMON STOCK	AGNC	115,000	\$28.900	\$3,323.50	\$3,404.92	-\$81.42	\$575.00
ANNALY CAPITAL MANAGEMENT INC	NLY	191,000	\$14.040	\$2,681.64	\$3,375.55	-\$693.91	\$343.80
BRANDYWINE REALTY TRUST-SBI NEW	BDN	90,000	\$12.190	\$1,097.10	\$1,038.35	\$58.75	\$54.00
HATTERAS ALPHA HEDGED STRATEGIES FUND	ALPHX	5,915.569	\$10.580	\$62,586.72	\$63,929.32	-\$1,342.60	\$53.24
HCP INC	HCP	63,000	\$45.160	\$2,845.08	\$2,320.63	\$524.45	\$126.00
HEALTH CARE REIT INC	HCN	47,000	\$61.290	\$2,880.63	\$2,490.59	\$390.04	\$139.12



POTEET & CO
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OTHER ASSETS
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DESCRIPTION	SYMBOL/CUSIP	QUANTITY	MARKET PRICE	MARKET VALUE	NET COST *	UNREALIZED GAIN/LOSS *	ESTIMATED ANNUALIZED INCOME
ING GLOBAL REAL ESTATE FD CL W	IRGWX	3,823,763	\$18.080	\$69,133.64	\$65,699.74	\$3,433.90	\$1,506.56
SPDR GOLD TR GOLD SHS	GLD	35,000	\$162.020	\$5,670.71	\$5,068.35	\$602.36	
SUN COMMUNITIES INC	SUI	65,000	\$39.890	\$2,592.85	\$2,645.22	-\$52.37	\$163.80
TOTAL OTHER ASSETS				\$152,811.87	\$149,972.67	\$2,839.20	\$2,961.52

ACTIVITY DETAIL

Realized gain/loss column includes fees and commissions. It does not include accrued interest.

Purchases, sales and other activity all represent an exchange of cash and/or money market funds for securities and as such, do not represent deposits to or withdrawals from your account. Account value changes due to commissions, mark ups, mark downs and accrued interest are shown in the 'Change in value of priced securities' line of the Account Value Summary.

* Information that appears in these columns may be based on information provided by you or at your direction. RBC has not verified such data. Please see "About Your Statement" on page 2 for further information.

PURCHASES

Regular Purchases

DATE	DESCRIPTION	QUANTITY	PRICE	ACCRUED INTEREST	NET COST/ ACCRUED INTEREST	COMMENTS
12/05/12	OLD REPUBLIC INTL CORP SOLICITED WE MAKE A MKT IN THIS SECURITY	18,000	\$10.620		-\$191.16	
12/07/12	OLD REPUBLIC INTL CORP SOLICITED WE MAKE A MKT IN THIS SECURITY	40,000	\$10.673		-\$426.92	
12/14/12	ITC HOLDINGS CORP SOLICITED WE MAKE A MKT IN THIS SECURITY	12,000	\$77.731		-\$932.77	
12/17/12	NATIONAL FUEL GAS CO SOLICITED WE MAKE A MKT IN THIS SECURITY	8,000	\$53.250		-\$426.00	
12/18/12	NATIONAL FUEL GAS CO SOLICITED WE MAKE A MKT IN THIS SECURITY	17,000	\$53.250		-\$905.25	

THE CANSECO FOUNDATION

GRANT GUIDELINES

The Canseco Foundation is a small, private family grantmaker concerned with making an impact on the cultural, scientific and general education of persons from, in and around the Laredo, Texas area. The Canseco Foundation focuses its grantmaking and other charitable activities on positive educational and social change for the Laredo area.

In 1996, Consuelo S. Canseco established The Canseco Foundation in order to give back to the community where she and her late husband Dr. Francisco M. Canseco lived and raised their children. Her purpose in the foundation was to foster and support positive educational experiences for people in the Laredo area as well as organizations dedicated to the betterment and assistance of those less fortunate. In addition to certain specific entities designated by the donor, local Laredo educational institutions and charitable organizations have been the target grantees.

The Canseco Foundation grant making process is conducted by the Board of directors in an impartial manner based upon an evaluation of each project request. Solicitation of individual members of The Canseco Foundation Board of Directors by potential recipients for specific Foundation grant requests is discouraged.

Priorities for funding will vary from time to time. Even though a project meets established criteria, it may not be adopted because of limited funds or other priorities. The Foundation wishes to encourage projects that are well informed, have clearly defined objectives, demonstrate strong community ties, and promote positive values.

The Canseco Foundation grants do not merely provide funds to an existing project, however worthy. To be eligible for consideration, projects must be efforts involving a not for profit tax exempt 501(c)(3) organization or association as sponsor. They must be designed to provide the most impact for the least amount of dollars. Projects must have the support of appropriate organizations and/or governmental units in the community where the project is to be carried out. The following criteria have been established by the Board of Directors of the Canseco Foundation.

The grant/project must:

1. Be located in the Laredo, Webb County, Texas area or impact or be "linked" to the Laredo, Webb County, Texas area or other areas as designated by the original donor.
2. Be applicable to one of the following categories:
Education; Healthcare; Cultural Development
3. Reasonably ensure continued support after involvement by The Canseco Foundation is discontinued.
4. Demonstrably benefit others beyond the individual organization recipient of the grant.
5. Not involve the payment of general administration costs for the sponsoring organization.
6. The Foundation will not provide funds to lobby legislation or influence public elections.
7. Funding commitments are generally made on a year to year basis.
8. The foundation welcomes collaboration with other grantmakers and favors grantseekers with multiple sources of support.

Additional Grant Making Policies and Guidelines:

If your grant request includes new equipment, please investigate whether reconditioned and/or used equipment can be substituted.

How to Apply for a Grant

Grant seekers should first study this document to determine whether or not their approach and funding needs are consistent with The Foundation's interests. Organizations that believe their current or proposed activities are responsive, should thoroughly prepare the attached grant application and include all requested supplemental documentation. **The deadline for application is April 30th of each year.** The Board will subsequently review the grant applications and decide whether or not to grant support. Grants are announced in October and distributed by early December. It is requested that all grant recipients follow-up with a report or summary regarding how the grant was used and the success or failure of the subject project.

Please submit all grant applications together with supplemental materials via email per the application's instructions.

THE CANSECO FOUNDATION

GRANT APPLICATION FORM

THE CANSECO FOUNDATION

601 Elizabeth Road
San Antonio, Texas 78209-6134
Tel: 210-829-8359 Fax: 210-829-5630
jecanseco@sbcglobal.net

GRANT APPLICATION

Organization Name _____

Address _____

Primary Contact/Title _____

Telephone _____ Fax _____

Description of Project or Program for which funds are needed:

Amount Requested from the Foundation \$ _____

Total Project Cost/Budget \$ _____

Funds Available for the Proposed Project

Board Members & Staff	\$ _____
Individuals	\$ _____
Corporations	\$ _____
Foundations	\$ _____
Other _____	\$ _____

Have you applied for funding from other Foundation Sources for this Project?

Yes ____ No ____

If Yes, from whom?

Have you received a grant from this foundation in the past?

If yes, how much have you been awarded?

Organization's Mission Statement:

Demographics:

Number of people directly served: _____

Geographical area served: _____

How will the project be evaluated?

If awarded, when would this grant be used?

Classification of the Project/Program: (Please Circle)

- | | |
|-------------------------|------------------------------|
| A. Education | E. Youth |
| B. Arts & Culture | F. Conservation/Preservation |
| C. Medical/Science | G. Religious |
| D. Social/Human Service | H. Other _____ |

Legal Name of Organization _____

IRS Tax Identification Number _____

Year Organization Established _____

Has the organization received and attached a favorable IRS Tax Exemption Ruling Letter for 501(c)(3) Status? Yes ___ No ___

Financial recapitulation as of Fiscal Year Ended _____

Total Assets	\$	_____
Total Debt	\$	_____
Total Income	\$	_____
Total Expenses	\$	_____
Total Endowment	\$	_____

Sources of Revenue

Board Members	\$	_____
% Who gave _____		
Private Contributions	\$	_____
United Way	\$	_____
Corporations/Business	\$	_____
Foundation Grants	\$	_____
Special Events/Fund-raisers	\$	_____
Other	\$	_____

Name of Auditors/Accountants _____

Name of Primary Financial Institution _____

Name of Investment Adviser _____

List of Officers and Board of Directors:

This information in this application has been completed to the best of our knowledge and is accurate on behalf of the organization as represented. The funds, if awarded, shall be used in accordance with the terms of this application.

SIGNED: _____

TITLE: _____

DATE: _____

PLEASE INCLUDE THE FOLLOWING WITH THE COMPLETED APPLICATION:

- A. Original Application.
- B. Your cover letter signed by your Executive Director, Chairman or authorized officer of your organization.
- C. One copy of your most recent audited Annual Financial Statement.
- D. One copy of your IRS Ruling Letter.

PLEASE DO NOT INCLUDE VIDEO OR SLIDES.

**YOUR ORGANIZATION WILL BE NOTIFIED IN WRITING OF THE
DECISION OF THE BOARD OF DIRECTORS.**

**IF YOU HAVE ANY QUESTIONS REGARDING THE PREPARATION AND
COMPLETION OF THIS APPLICATION, PLEASE CONTACT JORGE
CANSECO AT 210-581-1050 OR VIA EMAIL JECANSECO@SBCGLOBAL.NET.**

APPLICATIONS ARE DUE BY APRIL 30TH

**PLEASE SCAN THE COMPLETED APPLICATION AND ITS
ATTACHMENTS IN PDF FORMAT AND SEND VIA EMAIL TO:
JECANSECO@SBCGLOBAL.NET**

PLEASE DO NOT SEND A HARD COPY