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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		32,435.	30,765.	30,765.
	3 Accounts receivable				
	Less: allowance for doubtful accounts				
	4 Pledges receivable				
	Less: allowance for doubtful accounts				
	5 Grants receivable				
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)				
	7 Other notes and loans receivable (attach sch)				
	Less: allowance for doubtful accounts				
	8 Inventories for sale or use				
	9 Prepaid expenses and deferred charges			437.	
	10a Investments – U.S. and state government obligations (attach schedule)				
	b Investments – corporate stock (attach schedule)				
	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)	STATEMENT 4	638,327.	622,312.	724,191.
	14 Land, buildings, and equipment: basis				
	Less: accumulated depreciation (attach schedule)				
	15 Other assets (describe ► SEE STATEMENT 5)		882.	2,058.	2,058.
	16 Total assets (to be completed by all filers – see the instructions. Also, see page 1, item I)		671,644.	655,572.	757,014.
LIABILITIES	17 Accounts payable and accrued expenses				
	18 Grants payable				
	19 Deferred revenue				
	20 Loans from officers, directors, trustees, & other disqualified persons				
	21 Mortgages and other notes payable (attach schedule)				
	22 Other liabilities (describe ►)		196.		
	23 Total liabilities (add lines 17 through 22)		196.	0.	
NET FUND BALANCES	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31.		<input checked="" type="checkbox"/>		
	24 Unrestricted		671,448.	655,572.	
	25 Temporarily restricted				
	26 Permanently restricted				
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31.		<input type="checkbox"/>		
	27 Capital stock, trust principal, or current funds				
	28 Paid-in or capital surplus, or land, building, and equipment fund				
	29 Retained earnings, accumulated income, endowment, or other funds				
	30 Total net assets or fund balances (see instructions)		671,448.	655,572.	
	31 Total liabilities and net assets/fund balances (see instructions)		671,644.	655,572.	

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	671,448.
2 Enter amount from Part I, line 27a	2	-15,749.
3 Other increases not included in line 2 (itemize) ► SEE STATEMENT 6	3	249.
4 Add lines 1, 2, and 3	4	655,948.
5 Decreases not included in line 2 (itemize) ► SEE STATEMENT 7	5	376.
6 Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 30	6	655,572.

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 shares MLC Company)		(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1 a STATEMENT 8 WELLS FARGO STMT OF CAPITAL GAINS/LOSSES		P	VARIOUS	VARIOUS
b STATEMENT 8 WELLS FARGO STMT OF CAPITAL GAINS/LOSSES		P	VARIOUS	VARIOUS
c CAPITAL GAIN DIVIDENDS				
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 61,485.			58,268.	3,217.
b 72,359.			61,616.	10,743.
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				
(i) Fair Market Value as of 12/31/69		(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	(l) Gains (Column (h)) gain minus column (k), but not less than -0- or Losses (from column (h))
a				3,217.
b				10,743.
c				1,806.
d				
e				
2 Capital gain net income or (net capital loss).		If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7		2 15,766.
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 3,217.

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?

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

 Yes No

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 (column (b) divided by column (c))
2011	35,000.	743,439.	0.047079
2010	38,550.	750,073.	0.051395
2009	34,873.	698,649.	0.049915
2008	49,826.	789,128.	0.063141
2007	42,441.	910,118.	0.046632

2 Total of line 1, column (d).

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

4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5

5 Multiply line 4 by line 3

6 Enter 1% of net investment income (1% of Part I, line 27b)

7 Add lines 5 and 6

8 Enter qualifying distributions from Part XII, line 4

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

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

1 a 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 instrs)	
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. . . .	1 243.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (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	3 243.
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-	5 243.
6 Credits/Payments:	
a 2012 estimated tax pmts and 2011 overpayment credited to 2012	6a 680.
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	7 680.
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 0.
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10 437.
11 Enter the amount of line 10 to be Credited to 2013 estimated tax	11 437. Refunded 0.

Part VII-A Statements Regarding Activities

1 a 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)?	<input checked="" type="checkbox"/>
<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>	
c Did the foundation file Form 1120-POL for this year?	<input checked="" type="checkbox"/>
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year:	
(1) On the foundation <input type="checkbox"/> \$ 0. (2) On foundation managers <input type="checkbox"/> \$ 0.	
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ 0.	
2 Has the foundation engaged in any activities that have not previously been reported to the IRS?	<input checked="" type="checkbox"/>
<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>	
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	
b If 'Yes,' has it filed a tax return on Form 990-T for this year?	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?	
<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?	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If 'Yes,' complete Part II, column (c), and Part XIV</i>	
8 a Enter the states to which the foundation reports or with which it is registered (see instructions)	
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>	
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>	
10 Did any persons become substantial contributors during the tax year? <i>If 'Yes,' attach a schedule listing their names and addresses</i>	

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If 'Yes', attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If 'Yes,' attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Website address ► N/A				
14	The books are in care of ► WELLS FARGO BANK TEXAS NA Telephone no. ► 979-776-3279			
	Located at ► P.O. BOX 913 BRYAN, TX ZIP + 4 ► 77805			
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	N/A	15
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No
See the 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
1 a	During the year did the foundation (either directly or indirectly):		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(6)	Agree to pay money or property to a government official? (Exception. Check 'No' if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b	If any answer is 'Yes' to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1 b	N/A
	Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/>		
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?	1 c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a	At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
	If 'Yes,' list the years ► 20 __ , 20 __ , 20 __ , 20 __		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer 'No' and attach statement – see instructions.)	2 b	N/A
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 __		
3 a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b	If 'Yes,' did it have excess business holdings in 2012 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012.)	3 b	N/A
4 a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4 a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?	4 b	X

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

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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? Yes No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? Yes No

(3) Provide a grant to an individual for travel, study, or other similar purposes? Yes No

(4) Provide a grant to an organization other than a charitable, etc, organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) Yes No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? Yes No

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

6 a 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?

If 'Yes' to 6b, file Form 8870

7 a 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? N/A

5 b N/A

6 b X

7 b

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
WELLS FARGO BANK TEXAS NA P.O. BOX 913 BRYAN, TX 77805	TRUSTEE 2.00	10,620.	0.	0.
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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	-----	-----	-----	-----
-----	-----	-----	-----	-----
-----	-----	-----	-----	-----
-----	-----	-----	-----	-----
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Total number of other employees paid over \$50,000

0

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

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter 'NONE'.

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

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.

Organizations and other beneficiaries served, conferences convened, research papers produced, etc.	
1	<u>N/A</u>
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.

Describe the two largest program related investments made by the foundation during the last year on lines 1 and 2.		Amount
1	N/A	
2		

All other program-related investments. See instructions.

3 _____

Total. Add lines 1 through 3 ► 0.

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

1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc, purposes:		
a Average monthly fair market value of securities	1 a	712,817.
b Average of monthly cash balances	1 b	31,600.
c Fair market value of all other assets (see instructions)	1 c	
d Total (add lines 1a, b, and c)	1 d	744,417.
e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1 e	0.
2 Acquisition indebtedness applicable to line 1 assets	2	0.
3 Subtract line 2 from line 1d	3	744,417.
4 Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	11,166.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	733,251.
6 Minimum investment return. Enter 5% of line 5	6	36,663.

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	36,663.
2a Tax on investment income for 2012 from Part VI, line 5	2 a	243.
b Income tax for 2012. (This does not include the tax from Part VI.)	2 b	
c Add lines 2a and 2b	2 c	243.
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	36,420.
4 Recoveries of amounts treated as qualifying distributions	4	
5 Add lines 3 and 4	5	36,420.
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	36,420.

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.	1 a	40,000.
b Program-related investments – total from Part IX-B	1 b	
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)	3 a	
b Cash distribution test (attach the required schedule)	3 b	
4 Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	40,000.
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	243.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	39,757.

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				36,420.
2 Undistributed income, if any, as of the end of 2012:			33,449.	
a Enter amount for 2011 only		0.		
b Total for prior years 20 ____, 20 ____, 20 ____				
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: ► \$ 40,000.			33,449.	
a Applied to 2011, but not more than line 2a			33,449.	
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				6,551.
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:				
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 instructions			0.	
f Undistributed income for 2012. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013				29,869.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	0.			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)	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				

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

N/A

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:

• 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.

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

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<i>a Paid during the year</i> <i>Statement 3</i>				<i>40,000</i>
Total				► 3a <i>40,000</i>
<i>b Approved for future payment</i>				
Total				► 3b <i>11</i>

Part XVI-A Analysis of Income-Producing Activities

	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions.)
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	19,938	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	15,766	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)...				35,704	
13 Total. Add line 12, columns (b), (d), and (e)			13		35,704

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

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

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

1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?

a Transfers from the reporting foundation to a noncharitable exempt organization of:

(1) Cash.

(2) Other assets

b Other transactions:

- (1) Sales of assets to a noncharitable exempt organization
- (2) Purchases of assets from a noncharitable exempt organization
- (3) Rental of facilities, equipment, or other assets
- (4) Reimbursement arrangements
- (5) Loans or loan guarantees
- (6) Performance of services or membership or fundraising solicitation

c Sharing of facilities, equipment, mailing lists, other assets, or paid employees.

	Yes	No
1 a (1)		X
1 a (2)		X
1 b (1)		X
1 b (2)		X
1 b (3)		X
1 b (4)		X
1 b (5)		X
1 b (6)		X
1 c		X

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

(a) Line no.	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
N/A			

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? . . .

Yes No

b If 'Yes,' complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

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

**Sign
Here**

Lauree Asteberck MP 4/23/13 ► MP
Signature of officer or trustee Date Title

May the IRS discuss this return with the preparer shown below (see instructions)?

Signature of filer or trustee		Preparer's signature		Date	<input type="checkbox"/> if self-employed	PTIN
Paid Preparer Use Only	Print/Type preparer's name		DURWOOD THOMPSON, JR., CPA CFP		4/18/13	P00297281
	Firm's name		► THOMPSON, DERRIG & CRAIG, PC		Firm's EIN ► 74-2581874	
	Firm's address		► 4500 CARTER CREEK, SUITE 201 BRYAN, TX 77802-4456		Phone no (979) 260-9696	

BAA

Form 990-PF (2012)

2012

FEDERAL STATEMENTS
L.B. DANFORD CHARITABLE TRUST
ACCT # 12660200

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CLIENT 29549

74-6514370

4/16/13

09:09AM

STATEMENT 1
FORM 990-PF, PART I, LINE 16B
ACCOUNTING FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TAX PREPARATION	\$ 830.	\$ 830.	\$ 0.	\$ 0.
TOTAL	<u>\$ 830.</u>	<u>\$ 830.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>

STATEMENT 2
FORM 990-PF, PART I, LINE 23
OTHER EXPENSES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ADR FEES	\$ 3.	\$ 3.	\$ 0.	\$ 0.
TOTAL	<u>\$ 3.</u>	<u>\$ 3.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>

STATEMENT 3
FORM 990-PF, PART I, LINE 25
CONTRIBUTIONS, GIFTS, AND GRANTS

CASH GRANTS AND ALLOCATIONS

CLASS OF ACTIVITY: GENERAL OPERATING NEEDS
 DONEE'S NAME: FIRST BAPTIST CHURCH OF BRYAN
 DONEE'S ADDRESS: 200 S. TEXAS AVENUE
 BRYAN TX 77803,
 NONE
 RELATIONSHIP OF DONEE: NON-PROFIT
 AMOUNT GIVEN: \$ 7,000.

CLASS OF ACTIVITY: GENERAL OPERATING NEEDS
 DONEE'S NAME: CRESTVIEW RETIREMENT COMMUNITY
 DONEE'S ADDRESS: 2505 E. VILLA MARIA RD
 BRYAN TX 77802,
 NONE
 RELATIONSHIP OF DONEE: NON-PROFIT
 AMOUNT GIVEN: 5,000.

CLASS OF ACTIVITY: GENERAL OPERATING NEEDS
 DONEE'S NAME: BRAZOS VALLEY REHAB CTR
 DONEE'S ADDRESS: 1318 MEMORIAL DRIVE
 BRYAN TX 77802,
 NONE
 RELATIONSHIP OF DONEE: NON-PROFIT
 AMOUNT GIVEN: 10,000.

CLASS OF ACTIVITY: GENERAL OPERATING NEEDS
 DONEE'S NAME: MD ANDERSON CANCER CTR
 DONEE'S ADDRESS: PO BOX 4486
 HOUSTON TX 77210,
 NONE
 RELATIONSHIP OF DONEE: NON-PROFIT

2012

FEDERAL STATEMENTS
L.B. DANFORD CHARITABLE TRUST
ACCT # 12660200

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STATEMENT 3 (CONTINUED)
FORM 990-PF, PART I, LINE 25
CONTRIBUTIONS, GIFTS, AND GRANTS

AMOUNT GIVEN: \$ 8,000.

CLASS OF ACTIVITY: GENERAL OPERATING NEEDS
 DONEE'S NAME: ST. JOSEPH FOUNDATION
 DONEE'S ADDRESS: 2801 FRANCISCAN DRIVE
 BRYAN, TX 77802,

RELATIONSHIP OF DONEE: NONE
 ORGANIZATIONAL STATUS OF DONEE: NON-PROFIT

AMOUNT GIVEN: 10,000.

TOTAL \$ 40,000.

STATEMENT 4
FORM 990-PF, PART II, LINE 13
INVESTMENTS - OTHER

	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
<u>OTHER INVESTMENTS</u>			
FIXED INCOME FUNDS AND STOCKS	COST	\$ 622,312.	\$ 724,191.
	TOTAL	<u>\$ 622,312.</u>	<u>\$ 724,191.</u>

STATEMENT 5
FORM 990-PF, PART II, LINE 15
OTHER ASSETS

	BOOK VALUE	FAIR MARKET VALUE
DIVIDEND RECEIVABLE	\$ 2,058.	\$ 2,058.
	TOTAL	<u>\$ 2,058.</u>

STATEMENT 6
FORM 990-PF, PART III, LINE 3
OTHER INCREASES

NON TAXABLE DIVIDENDS	\$ 249.
	TOTAL
	<u>\$ 249.</u>

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FEDERAL STATEMENTS
L.B. DANFORD CHARITABLE TRUST
ACCT # 12660200

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STATEMENT 7
FORM 990-PF, PART III, LINE 5
OTHER DECREASES

COST BASIS ADJUSTMENTS	\$	121.
FEDERAL INCOME TAX		243.
NET UNREALIZED GAINS OR LOSSES ON INVESTMENTS		12.
TOTAL	\$	376.

Statement 8

Account Id: 12660200

Wells Fargo
Statement of Capital Gains and Losses From Sales
(Does not include capital gain distributions from mutual
funds or CTF's - See Tax Transaction Detail)
DANFORD, L. B. CHARITABLE TRUST
Trust Year Ending 12/31/2012

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Type	Description	Date	Shares	Price	Fed Cost	State Cost	Fed Gain	State Gain (Type)
001055102	AFLAC INC							
Sold		08/09/12	9	408 05				
Acq		08/23/06	9	408 05	387 54	387 54	20 51	20 51 L
			Total for 8/9/2012		387 54	387 54	20 51	20 51
002824100	ABBOTT LABORATORIES							
Sold		02/09/12	8	441 91				
Acq		04/12/11	8	441 91	405 04	405 04	36 87	36 87 S
			Total for 2/9/2012		405 04	405 04	36 87	36 87
002824100	ABBOTT LABORATORIES							
Sold		06/07/12	9	552 18				
Acq		04/06/04	1	61 35	40 22	40 22	21 13	21 13 L
Acq		04/12/11	8	490 83	405 04	405 04	85 79	85 79 L
			Total for 6/7/2012		445 26	445 26	106 92	106 92
002824100	ABBOTT LABORATORIES							
Sold		07/05/12	14	907 15				
Acq		04/06/04	14	907 15	563 10	563 10	344 05	344 05 L
			Total for 7/5/2012		563 10	563 10	344 05	344 05
002824100	ABBOTT LABORATORIES							
Sold		11/07/12	16	1,033 39				
Acq		04/06/04	16	1,033 39	643 55	643 55	389 84	389 84 L
			Total for 11/7/2012		643 55	643 55	389 84	389 84
008252108	AFFILIATED MANAGERS GROUP INC							
Sold		02/09/12	8	860 15				
Acq		07/02/10	4	430 08	242 77	242 77	187 30	187 30 L
Acq		10/12/11	4	430 08	349 72	349 72	80 35	80 35 S
			Total for 2/9/2012		592 49	592 49	267 66	267 66
008252108	AFFILIATED MANAGERS GROUP INC							
Sold		09/20/12	2	250 15				
Acq		07/02/10	2	250 15	121 39	121 39	128 76	128 76 L
			Total for 9/20/2012		121 39	121 39	128 76	128 76
03524A108	ANHEUSER-BUSCH INBEV SPN ADR							
Sold		07/05/12	11	862 88				
Acq		12/01/11	11	862 88	658 09	658 09	204 79	204 79 S
			Total for 7/5/2012		658 09	658 09	204 79	204 79
03524A108	ANHEUSER-BUSCH INBEV SPN ADR							
Sold		09/20/12	1	86 78				
Acq		09/02/11	1	86 78	54 46	54 46	32 32	32 32 L
			Total for 9/20/2012		54 46	54 46	32 32	32 32

Account Id: 12660200

Statement of Capital Gains and Losses From Sales
(Does not include capital gain distributions from mutual
funds or CTF's - See Tax Transaction Detail)

DANFORD, L. B. CHARITABLE TRUST

Trust Year Ending 12/31/2012

Type	Description	Date	Shares	Price	Fed Cost	State Cost	Fed Gain	State Gain (Type)
03524A108 ANHEUSER-BUSCH INBEV SPN ADR								
Sold		11/16/12	6	495.24				
Acq		09/02/11	6	495.24	326.74	326.74	168.50	168.50 L
		Total for 11/16/2012			326.74	326.74	168.50	168.50
037411105 APACHE CORPORATION COM								
Sold		09/20/12	2	177.97				
Acq		04/16/12	2	177.97	185.48	185.48	-7.51	-7.51 S
		Total for 9/20/2012			185.48	185.48	-7.51	-7.51
037833100 APPLE COMPUTER INC COM								
Sold		02/09/12	1	480.91				
Acq		04/09/09	1	480.91	119.82	119.82	361.09	361.09 L
		Total for 2/9/2012			119.82	119.82	361.09	361.09
037833100 APPLE COMPUTER INC COM								
Sold		04/11/12	2	1,249.90				
Acq		04/09/09	2	1,249.90	239.64	239.64	1,010.26	1,010.26 L
		Total for 4/11/2012			239.64	239.64	1,010.26	1,010.26
037833100 APPLE COMPUTER INC COM								
Sold		09/20/12	1	699.37				
Acq		04/09/09	1	699.37	119.82	119.82	579.55	579.55 L
		Total for 9/20/2012			119.82	119.82	579.55	579.55
057224107 BAKER HUGHES INC								
Sold		02/09/12	35	1,740.33				
Acq		08/29/07	35	1,740.33	2,808.75	2,808.75	-1,068.42	-1,068.42 L
		Total for 2/9/2012			2,808.75	2,808.75	-1,068.42	-1,068.42
084670702 BERSHIRE HATHAWAY INC								
Sold		09/20/12	1	89.43				
Acq		07/08/11	1	89.43	76.62	76.62	12.81	12.81 L
		Total for 9/20/2012			76.62	76.62	12.81	12.81
088606108 BHP BILLITON LIMITED								
Sold		08/09/12	4	278.07				
Acq		04/12/11	4	278.07	405.16	405.16	-127.09	-127.09 L
		Total for 8/9/2012			405.16	405.16	-127.09	-127.09
097023105 BOEING COMPANY								
Sold		08/09/12	4	297.52				
Acq		03/18/11	4	297.52	277.22	277.22	20.30	20.30 L
		Total for 8/9/2012			277.22	277.22	20.30	20.30
12572Q105 CME GROUP INC								
Sold		09/20/12	2	115.92				
Acq		08/30/12	2	115.92	109.15	109.15	6.77	6.77 S
		Total for 9/20/2012			109.15	109.15	6.77	6.77

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Statement of Capital Gains and Losses From Sales
 (Does not include capital gain distributions from mutual
 funds or CTF's - See Tax Transaction Detail)

DANFORD, L. B. CHARITABLE TRUST

Trust Year Ending 12/31/2012

Type	Description	Date	Shares	Price	Fed Cost	State Cost	Fed Gain	State Gain (Type)
126650100 CVS/CAREMARK CORPORATION								
Sold		03/12/12	25	1,134.35				
Acq		02/11/03	25	1,134.35	315.00	315.00	819.35	819.35 L
Total for 3/12/2012					315.00	315.00	819.35	819.35
126650100 CVS/CAREMARK CORPORATION								
Sold		09/20/12	2	95.60				
Acq		02/11/03	2	95.60	25.20	25.20	70.40	70.40 L
Total for 9/20/2012					25.20	25.20	70.40	70.40
14040H105 CAPITAL ONE FINANCIAL CORP								
Sold		08/09/12	6	335.95				
Acq		08/29/07	6	335.95	385.44	385.44	-49.49	-49.49 L
Total for 8/9/2012					385.44	385.44	-49.49	-49.49
150870103 CELANESE CORP								
Sold		08/09/12	6	241.19				
Acq		06/13/11	6	241.19	277.48	277.48	-36.29	-36.29 L
Total for 8/9/2012					277.48	277.48	-36.29	-36.29
166764100 CHEVRON CORP								
Sold		08/09/12	2	223.63				
Acq		04/16/03	2	223.63	64.46	64.46	159.17	159.17 L
Total for 8/9/2012					64.46	64.46	159.17	159.17
166764100 CHEVRON CORP								
Sold		09/20/12	1	117.76				
Acq		04/16/03	1	117.76	32.23	32.23	85.53	85.53 L
Total for 9/20/2012					32.23	32.23	85.53	85.53
20030N101 COMCAST CORP CLASS A								
Sold		08/09/12	16	549.75				
Acq		08/23/06	16	549.75	372.91	372.91	176.84	176.84 L
Total for 8/9/2012					372.91	372.91	176.84	176.84
20030N101 COMCAST CORP CLASS A								
Sold		08/16/12	4	136.35				
Acq		08/23/06	4	136.35	93.23	93.23	43.12	43.12 L
Total for 8/16/2012					93.23	93.23	43.12	43.12
20030N101 COMCAST CORP CLASS A								
Sold		09/20/12	3	107.28				
Acq		08/23/06	3	107.28	69.92	69.92	37.36	37.36 L
Total for 9/20/2012					69.92	69.92	37.36	37.36
20825C104 CONOCOPHILLIPS								
Sold		04/16/12	18	1,331.11				
Acq		08/23/06	18	1,331.11	1,190.88	1,190.88	140.23	140.23 L
Total for 4/16/2012					1,190.88	1,190.88	140.23	140.23

Account Id: 12660200

Statement of Capital Gains and Losses From Sales
 (Does not include capital gain distributions from mutual
 funds or CTF's - See Tax Transaction Detail)

DANFORD, L. B. CHARITABLE TRUST

Trust Year Ending 12/31/2012

Type	Description	Date	Shares	Price	Fed Cost	State Cost	Fed Gain	State Gain (Type)
22544R305	CREDIT SUISSE COMM RT ST-CO 2156							
Sold		09/20/12	190	1,601.70				
Acq		08/11/11	190	1,601.70	1,740.40	1,740.40	-138.70	-138.70 L
			Total for 9/20/2012		1,740.40	1,740.40	-138.70	-138.70
25243Q205	DIAGEO PLC - ADR							
Sold		08/09/12	3	320.45				
Acq		04/09/09	3	320.45	136.67	136.67	183.78	183.78 L
			Total for 8/9/2012		136.67	136.67	183.78	183.78
25243Q205	DIAGEO PLC - ADR							
Sold		09/20/12	1	111.05				
Acq		04/09/09	1	111.05	45.56	45.56	65.49	65.49 L
			Total for 9/20/2012		45.56	45.56	65.49	65.49
254687106	WALT DISNEY CO							
Sold		08/16/12	5	251.29				
Acq		08/23/06	5	251.29	145.02	145.02	106.27	106.27 L
			Total for 8/16/2012		145.02	145.02	106.27	106.27
254687106	WALT DISNEY CO							
Sold		09/20/12	2	105.06				
Acq		08/23/06	2	105.06	58.01	58.01	47.05	47.05 L
			Total for 9/20/2012		58.01	58.01	47.05	47.05
261980494	DREYFUS EMG MKT DEBT LOC C-I 6083							
Sold		09/20/12	135	2,006.10				
Acq		10/08/10	135	2,006.10	2,035.80	2,035.80	-29.70	-29.70 L
			Total for 9/20/2012		2,035.80	2,035.80	-29.70	-29.70
262028855	DRIEHAUS ACTIVE INCOME FUND							
Sold		08/09/12	22	229.02				
Acq		08/11/11	22	229.02	231.88	231.88	-2.86	-2.86 S
			Total for 8/9/2012		231.88	231.88	-2.86	-2.86
262028855	DRIEHAUS ACTIVE INCOME FUND							
Sold		09/20/12	75	785.25				
Acq		08/11/11	75	785.25	790.50	790.50	-5.25	-5.25 L
			Total for 9/20/2012		790.50	790.50	-5.25	-5.25
268648102	E M C CORP MASS							
Sold		08/09/12	12	323.88				
Acq		07/06/04	12	323.88	122.43	122.43	201.45	201.45 L
			Total for 8/9/2012		122.43	122.43	201.45	201.45
367829884	GATEWAY FUND - Y 1986							
Sold		09/20/12	36	992.88				
Acq		08/13/12	36	992.88	985.68	985.68	7.20	7.20 S
			Total for 9/20/2012		985.68	985.68	7.20	7.20

Wells Fargo

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Account Id: 12660200

Statement of Capital Gains and Losses From Sales
 (Does not include capital gain distributions from mutual
 funds or CTF's - See Tax Transaction Detail)
 DANFORD, L. B. CHARITABLE TRUST
 Trust Year Ending 12/31/2012

Type	Description	Date	Shares	Price	Fed Cost	State Cost	Fed Gain	State Gain (Type)
375558103	GILEAD SCIENCES INC							
Sold		08/09/12	3	169 91				
Acq		12/08/11	3	169 91	116 88	116 88	53 03	53 03 S
			Total for 8/9/2012		116 88	116 88	53 03	53 03
375558103	GILEAD SCIENCES INC							
Sold		09/20/12	2	134 38				
Acq		12/08/11	2	134 38	77 92	77 92	56 46	56 46 S
			Total for 9/20/2012		77 92	77 92	56 46	56 46
375558103	GILEAD SCIENCES INC							
Sold		09/25/12	3	202 70				
Acq		12/08/11	3	202 70	116 88	116 88	85 82	85 82 S
			Total for 9/25/2012		116 88	116 88	85 82	85 82
38141G104	GOLDMAN SACHS GROUP INC							
Sold		08/09/12	2	205 45				
Acq		12/08/10	2	205 45	323 84	323 84	-118 39	-118 39 L
			Total for 8/9/2012		323 84	323 84	-118 39	-118 39
38259P508	GOOGLE INC							
Sold		09/20/12	1	729 25				
Acq		08/30/12	1	729 25	684 03	684 03	45 22	45 22 S
			Total for 9/20/2012		684 03	684 03	45 22	45 22
428236103	HEWLETT PACKARD CO							
Sold		08/09/12	8	155 43				
Acq		04/09/09	4	77 72	138 27	138 27	-60 56	-60 56 L
Acq		07/08/11	4	77 72	144 52	144 52	-66 81	-66 81 L
			Total for 8/9/2012		282 79	282 79	-127 36	-127 36
428236103	HEWLETT PACKARD CO							
Sold		08/30/12	33	552 98				
Acq		04/09/09	33	552 98	1,140 75	1,140 75	-587 77	-587 77 L
			Total for 8/30/2012		1,140 75	1,140 75	-587 77	-587 77
448108100	HUSSMAN STRATEGIC GROWTH FUND 601							
Sold		08/09/12	261	2,897 10				
Acq		04/13/09	261	2,897 10	3,439 98	3,439 98	-542 88	-542 88 L
			Total for 8/9/2012		3,439 98	3,439 98	-542 88	-542 88
448108100	HUSSMAN STRATEGIC GROWTH FUND 601							
Sold		09/20/12	85	919 70				
Acq		04/13/09	85	919 70	1,120 30	1,120 30	-200 60	-200 60 L
			Total for 9/20/2012		1,120 30	1,120 30	-200 60	-200 60
458140100	INTEL CORP							
Sold		08/09/12	15	400 34				
Acq		07/26/02	15	400 34	265 65	265 65	134 69	134 69 L
			Total for 8/9/2012		265 65	265 65	134 69	134 69

Account Id: 12660200

Statement of Capital Gains and Losses From Sales
(Does not include capital gain distributions from mutual
funds or CTF's - See Tax Transaction Detail)

DANFORD, L. B. CHARITABLE TRUST

Trust Year Ending 12/31/2012

Type	Description	Date	Shares	Price	Fed Cost	State Cost	Fed Gain	State Gain (Type)
464287200 ISHARES S & P 500 INDEX FUND								
Sold		08/09/12	9	1,267.47				
Acq		04/09/09	9	1,267.47	770.55	770.55	496.92	496.92 L
			Total for 8/9/2012		770.55	770.55	496.92	496.92
464287200 ISHARES S & P 500 INDEX FUND								
Sold		09/20/12	8	1,176.87				
Acq		04/09/09	8	1,176.87	684.93	684.93	491.94	491.94 L
			Total for 9/20/2012		684.93	684.93	491.94	491.94
464287465 ISHARES MSCI EAFE								
Sold		02/09/12	24	1,301.04				
Acq		10/21/11	24	1,301.04	1,240.66	1,240.66	60.38	60.38 S
			Total for 2/9/2012		1,240.66	1,240.66	60.38	60.38
464287465 ISHARES MSCI EAFE								
Sold		08/09/12	42	2,171.72				
Acq		10/21/11	42	2,171.72	2,171.14	2,171.14	0.58	0.58 S
			Total for 8/9/2012		2,171.14	2,171.14	0.58	0.58
464287465 ISHARES MSCI EAFE								
Sold		09/20/12	45	2,445.78				
Acq		10/21/11	22	1,195.71	1,137.27	1,137.27	58.44	58.44 S
Acq		04/09/09	23	1,250.07	923.35	923.35	326.72	326.72 L
			Total for 9/20/2012		2,060.62	2,060.62	385.16	385.16
464287465 ISHARES MSCI EAFE								
Sold		11/16/12	54	2,815.50				
Acq		04/09/09	54	2,815.50	2,167.86	2,167.86	647.64	647.64 L
			Total for 11/16/2012		2,167.86	2,167.86	647.64	647.64
464287606 ISHARES S&P MIDCAP 400 GROWTH								
Sold		02/09/12	14	1,535.14				
Acq		10/21/11	14	1,535.14	1,372.02	1,372.02	163.12	163.12 S
			Total for 2/9/2012		1,372.02	1,372.02	163.12	163.12
464287606 ISHARES S&P MIDCAP 400 GROWTH								
Sold		09/20/12	10	1,135.51				
Acq		08/09/12	10	1,135.51	1,085.76	1,085.76	49.75	49.75 S
			Total for 9/20/2012		1,085.76	1,085.76	49.75	49.75
464287705 ISHARES S&P MIDCAP 400 VALUE								
Sold		02/09/12	32	2,681.54				
Acq		02/03/10	28	2,346.35	1,839.82	1,839.82	506.53	506.53 L
Acq		02/04/11	4	335.19	331.39	331.39	3.80	3.80 L
			Total for 2/9/2012		2,171.21	2,171.21	510.33	510.33

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Type	Description	Date	Shares	Price	Fed Cost	State Cost	Fed Gain	State Gain (Type)
464287705 ISHARES S&P MIDCAP 400 VALUE								
Sold		08/09/12	5	415.68				
Acq		08/09/11	5	415.68	339.18	339.18	76.50	76.50 S
			Total for 8/9/2012		339.18	339.18	76.50	76.50
464287705 ISHARES S&P MIDCAP 400 VALUE								
Sold		09/20/12	10	871.31				
Acq		08/09/11	10	871.31	678.36	678.36	192.95	192.95 L
			Total for 9/20/2012		678.36	678.36	192.95	192.95
464287804 ISHARES TR SMALLCAP 600 INDEX FD								
Sold		02/09/12	79	5,984.52				
Acq		07/21/09	31	2,348.36	1,444.81	1,444.81	903.55	903.55 L
Acq		10/21/11	48	3,636.16	3,089.54	3,089.54	546.62	546.62 S
			Total for 2/9/2012		4,534.35	4,534.35	1,450.17	1,450.17
464287804 ISHARES TR SMALLCAP 600 INDEX FD								
Sold		09/20/12	24	1,887.78				
Acq		08/09/12	24	1,887.78	1,786.40	1,786.40	101.38	101.38 S
			Total for 9/20/2012		1,786.40	1,786.40	101.38	101.38
46625H100 JPMORGAN CHASE & CO								
Sold		08/09/12	11	404.77				
Acq		04/09/09	11	404.77	340.43	340.43	64.34	64.34 L
			Total for 8/9/2012		340.43	340.43	64.34	64.34
46625H100 JPMORGAN CHASE & CO								
Sold		09/20/12	3	123.51				
Acq		04/09/09	3	123.51	92.84	92.84	30.67	30.67 L
			Total for 9/20/2012		92.84	92.84	30.67	30.67
51855Q655 LAUDUS MONDRIAN INTL FI-INST 2940								
Sold		08/09/12	803	9,507.52				
Acq		02/08/11	186.916	2,213.09	2,200.00	2,200.00	13.09	13.09 L
Acq		02/13/12	329.484	3,901.09	3,904.38	3,904.38	-3.29	-3.29 S
Acq		11/23/10	286.6	3,393.34	3,364.68	3,364.68	28.66	28.66 L
			Total for 8/9/2012		9,469.06	9,469.06	38.46	38.46
51855Q655 LAUDUS MONDRIAN INTL FI-INST 2940								
Sold		09/20/12	141	1,707.51				
Acq		11/23/10	141	1,707.51	1,655.34	1,655.34	52.17	52.17 L
			Total for 9/20/2012		1,655.34	1,655.34	52.17	52.17
589509108 MERGER FD SH BEN INT 260								
Sold		09/20/12	50	800.00				
Acq		08/13/12	39.025	624.40	619.71	619.71	4.69	4.69 S
Acq		05/03/10	10.975	175.60	172.64	172.64	2.96	2.96 L
			Total for 9/20/2012		792.35	792.35	7.65	7.65

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Type	Description	Date	Shares	Price	Fed Cost	State Cost	Fed Gain	State Gain (Type)
594918104	MICROSOFT CORP							
Sold		08/09/12	12	365.08				
Acq		08/06/02	12	365.08	269.69	269.69	95.39	95.39 L
			Total for 8/9/2012		269.69	269.69	95.39	95.39
641069406	NESTLE S A REGISTERED SHARES - ADR							
Sold		08/09/12	4	251.70				
Acq		08/23/06	4	251.70	135.76	135.76	115.94	115.94 L
			Total for 8/9/2012		135.76	135.76	115.94	115.94
66987V109	NOVARTIS AG - ADR							
Sold		08/09/12	4	234.89				
Acq		08/29/07	4	234.89	210.20	210.20	24.69	24.69 L
			Total for 8/9/2012		210.20	210.20	24.69	24.69
68389X105	ORACLE CORPORATION							
Sold		08/09/12	10	312.43				
Acq		06/04/10	10	312.43	225.41	225.41	87.02	87.02 L
			Total for 8/9/2012		225.41	225.41	87.02	87.02
693390882	PIMCO FOREIGN BD FD USD H-INST 103							
Sold		08/09/12	785	8,689.95				
Acq		08/11/11	785	8,689.95	8,336.70	8,336.70	353.25	353.25 S
			Total for 8/9/2012		8,336.70	8,336.70	353.25	353.25
693390882	PIMCO FOREIGN BD FD USD H-INST 103							
Sold		09/20/12	152	1,711.52				
Acq		08/11/11	152	1,711.52	1,614.24	1,614.24	97.28	97.28 L
			Total for 9/20/2012		1,614.24	1,614.24	97.28	97.28
76628T645	RIDGEWORTH SEIX HY BD-I 5855							
Sold		08/09/12	396	3,896.64				
Acq		04/28/11	25,591	251.82	260.00	260.00	-8.18	-8.18 L
Acq		10/25/11	370,409	3,644.82	3,507.77	3,507.77	137.05	137.05 S
			Total for 8/9/2012		3,767.77	3,767.77	128.87	128.87
76628T645	RIDGEWORTH SEIX HY BD-I 5855							
Sold		09/20/12	249	2,494.98				
Acq		07/23/09	129,297	1,295.56	1,115.83	1,115.83	179.73	179.73 L
Acq		10/25/11	119,703	1,199.42	1,133.59	1,133.59	65.83	65.83 S
			Total for 9/20/2012		2,249.42	2,249.42	245.56	245.56
78463X863	SPDR DJ WILSHIRE INTERNATIONAL REAL							
Sold		08/09/12	47	1,810.87				
Acq		04/29/11	47	1,810.87	1,951.32	1,951.32	-140.45	-140.45 L
			Total for 8/9/2012		1,951.32	1,951.32	-140.45	-140.45
78463X863	SPDR DJ WILSHIRE INTERNATIONAL REAL							
Sold		09/20/12	32	1,276.80				
Acq		04/29/11	2	79.80	83.04	83.04	-3.24	-3.24 L

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Type	Description	Date	Shares	Price	Fed Cost	State Cost	Fed Gain	State Gain (Type)
78463X863 SPDR DJ WILSHIRE INTERNATIONAL REAL								
Sold		09/20/12	32	1,276.80				
Acq		04/28/11	30	1,197.00	1,234.88	1,234.88	-37.88	-37.88 L
			Total for 9/20/2012		1,317.92	1,317.92	-41.12	-41.12
78463X863 SPDR DJ WILSHIRE INTERNATIONAL REAL								
Sold		11/16/12	28	1,107.73				
Acq		04/27/11	17	672.55	692.35	692.35	-19.80	-19.80 L
Acq		04/28/11	11	435.18	452.79	452.79	-17.61	-17.61 L
			Total for 11/16/2012		1,145.14	1,145.14	-37.41	-37.41
806857108 SCHLUMBERGER LTD								
Sold		09/20/12	2	150.20				
Acq		11/04/10	2	150.20	147.76	147.76	2.44	2.44 L
			Total for 9/20/2012		147.76	147.76	2.44	2.44
872540109 TJX COS INC NEW								
Sold		04/11/12	25	988.98				
Acq		06/29/11	25	988.98	650.90	650.90	338.08	338.08 S
			Total for 4/11/2012		650.90	650.90	338.08	338.08
87612E106 TARGET CORP								
Sold		08/09/12	6	377.27				
Acq		06/29/11	6	377.27	280.81	280.81	96.46	96.46 L
			Total for 8/9/2012		280.81	280.81	96.46	96.46
87612E106 TARGET CORP								
Sold		09/20/12	2	130.58				
Acq		07/26/02	2	130.58	65.88	65.88	64.70	64.70 L
			Total for 9/20/2012		65.88	65.88	64.70	64.70
881624209 TEVA PHARMACEUTICAL INDUSTRIES - ADR								
Sold		08/09/12	8	322.53				
Acq		09/27/10	8	322.53	435.61	435.61	-113.08	-113.08 L
			Total for 8/9/2012		435.61	435.61	-113.08	-113.08
883556102 THERMO FISHER SCIENTIFIC INC								
Sold		08/09/12	6	342.36				
Acq		04/12/11	6	342.36	335.33	335.33	7.03	7.03 L
			Total for 8/9/2012		335.33	335.33	7.03	7.03
88579Y101 3M CO								
Sold		08/09/12	2	183.25				
Acq		12/15/10	2	183.25	173.11	173.11	10.14	10.14 L
			Total for 8/9/2012		173.11	173.11	10.14	10.14
88579Y101 3M CO								
Sold		09/20/12	1	93.42				
Acq		12/15/10	1	93.42	86.55	86.55	6.87	6.87 L
			Total for 9/20/2012		86.55	86.55	6.87	6.87

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Type	Description	Date	Shares	Price	Fed Cost	State Cost	Fed Gain	State Gain	(Type)
902973304	US BANCORP DEL NEW								
Sold		08/09/12	13	426.47					
Acq		02/04/11	13	426.47	356.92	356.92	69.55	69.55	L
			Total for 8/9/2012		356.92	356.92	69.55	69.55	
902973304	US BANCORP DEL NEW								
Sold		09/20/12	3	102.00					
Acq		02/04/11	3	102.00	82.37	82.37	19.63	19.63	L
			Total for 9/20/2012		82.37	82.37	19.63	19.63	
907818108	UNION PACIFIC CORP								
Sold		02/09/12	5	573.13					
Acq		05/14/10	5	573.13	374.76	374.76	198.37	198.37	L
			Total for 2/9/2012		374.76	374.76	198.37	198.37	
907818108	UNION PACIFIC CORP								
Sold		08/09/12	2	243.18					
Acq		05/14/10	2	243.18	149.91	149.91	93.27	93.27	L
			Total for 8/9/2012		149.91	149.91	93.27	93.27	
907818108	UNION PACIFIC CORP								
Sold		09/20/12	1	119.86					
Acq		05/14/10	1	119.86	74.95	74.95	44.91	44.91	L
			Total for 9/20/2012		74.95	74.95	44.91	44.91	
911312106	UNITED PARCEL SERVICE-CL B								
Sold		08/09/12	4	302.39					
Acq		08/12/11	4	302.39	261.30	261.30	41.09	41.09	S
			Total for 8/9/2012		261.30	261.30	41.09	41.09	
911312106	UNITED PARCEL SERVICE-CL B								
Sold		09/20/12	2	144.95					
Acq		08/12/11	2	144.95	130.65	130.65	14.30	14.30	L
			Total for 9/20/2012		130.65	130.65	14.30	14.30	
91324P102	UNITEDHEALTH GROUP INC								
Sold		08/09/12	6	314.01					
Acq		08/29/07	6	314.01	293.16	293.16	20.85	20.85	L
			Total for 8/9/2012		293.16	293.16	20.85	20.85	
91324P102	UNITEDHEALTH GROUP INC								
Sold		09/20/12	2	109.38					
Acq		08/29/07	2	109.38	97.72	97.72	11.66	11.66	L
			Total for 9/20/2012		97.72	97.72	11.66	11.66	
921937819	VANGUARD INTERMEDIATE TERM B								
Sold		08/09/12	147	13,091.49					
Acq		02/09/12	147	13,091.49	12,861.69	12,861.69	229.80	229.80	S
			Total for 8/9/2012		12,861.69	12,861.69	229.80	229.80	

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Type	Description	Date	Shares	Price	Fed Cost	State Cost	Fed Gain	State Gain (Type)
921937819 VANGUARD INTERMEDIATE TERM B								
Sold		09/20/12	35	3,133.13				
Acq		02/09/12	19	1,700.84	1,662.40	1,662.40	38.44	38.44 S
Acq		02/04/11	16	1,432.29	1,305.64	1,305.64	126.65	126.65 L
				Total for 9/20/2012	2,968.04	2,968.04	165.09	165.09
921937827 VANGUARD BD INDEX FD INC								
Sold		02/09/12	32	2,596.73				
Acq		04/09/09	32	2,596.73	2,515.75	2,515.75	80.98	80.98 L
				Total for 2/9/2012	2,515.75	2,515.75	80.98	80.98
921937827 VANGUARD BD INDEX FD INC								
Sold		09/20/12	99	8,048.62				
Acq		08/09/12	50	4,064.96	4,060.44	4,060.44	4.52	4.52 S
Acq		04/09/09	49	3,983.66	3,852.24	3,852.24	131.42	131.42 L
				Total for 9/20/2012	7,912.68	7,912.68	135.94	135.94
922042858 VANGUARD EMERGING MARKETS ETF								
Sold		02/09/12	56	2,470.69				
Acq		08/09/11	42	1,853.02	1,728.86	1,728.86	124.16	124.16 S
Acq		07/21/10	14	617.67	572.32	572.32	45.35	45.35 L
				Total for 2/9/2012	2,301.18	2,301.18	169.51	169.51
922042858 VANGUARD EMERGING MARKETS ETF								
Sold		09/20/12	45	1,910.66				
Acq		08/09/11	45	1,910.66	1,852.35	1,852.35	58.31	58.31 L
				Total for 9/20/2012	1,852.35	1,852.35	58.31	58.31
922042858 VANGUARD EMERGING MARKETS ETF								
Sold		11/16/12	34	1,372.84				
Acq		08/09/12	34	1,372.84	1,413.43	1,413.43	-40.59	-40.59 S
				Total for 11/16/2012	1,413.43	1,413.43	-40.59	-40.59
922908553 VANGUARD REIT VIPER								
Sold		02/09/12	50	3,128.33				
Acq		10/21/11	36	2,252.40	1,951.47	1,951.47	300.93	300.93 S
Acq		04/09/09	14	875.93	394.09	394.09	481.84	481.84 L
				Total for 2/9/2012	2,345.56	2,345.56	782.77	782.77
922908553 VANGUARD REIT VIPER								
Sold		08/09/12	21	1,380.61				
Acq		04/09/09	21	1,380.61	575.82	582.51	804.79	798.10 L
				Total for 8/9/2012	575.82	582.51	804.79	798.10
922908553 VANGUARD REIT VIPER								
Sold		09/20/12	18	1,194.09				
Acq		04/09/09	18	1,194.09	493.56	499.29	700.53	694.80 L
				Total for 9/20/2012	493.56	499.29	700.53	694.80

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Type	Description	Date	Shares	Price	Fed Cost	State Cost	Fed Gain	State Gain (Type)
92857W209 VODAFONE GROUP PLC NEW ADR								
Sold		08/09/12	10	296.56				
Acq		08/23/06	10	296.56	209.30	209.30	87.26	87.26 L
			Total for 8/9/2012		209.30	209.30	87.26	87.26
G24140108 COOPER INDUSTRIES PLC NEW IRELAND								
Sold		08/09/12	4	293.41				
Acq		04/09/09	4	293.41	113.75	113.75	179.66	179.66 L
			Total for 8/9/2012		113.75	113.75	179.66	179.66
G24140108 COOPER INDUSTRIES PLC NEW IRELAND								
Sold		11/30/12	15	1,190.50				
Acq		04/09/09	15	1,190.50	426.58	426.58	763.92	763.92 L
			Total for 11/30/2012		426.58	426.58	763.92	763.92
G29183103 EATON CORP PLC								
Sold		12/17/12	0.622	32.54				
Acq		11/30/12	0.622	32.54	32.28	32.28	0.26	0.26 S
			Total for 12/17/2012		32.28	32.28	0.26	0.26
			Total for Account: 12660200	119,883.33	119,895.75	13,960.78	13,948.36	

Total Proceeds:		Fed	State
133,844.11		3,217.15	3,217.15
	S/T Gain/Loss		
	L/T Gain/Loss	10,743.63	10,731.21
		13,940.76	13,944.34

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