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

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

2012

Open to public inspection

For calendar year 2012 or tax year beginning

, and ending

Name of foundation Perkins-Prothro Foundation		A Employer identification number 75-1247407
Number and street (or P O box number if mail is not delivered to street address) 2304 Midwestern Parkway	Room/suite 200	B Telephone number (940) 691-7770
City or town, state, and ZIP code Wichita Falls, TX 76308		C If exemption application is pending, check here ☐
G Check all that apply ☐ Initial return ☐ Final return ☐ Address change ☐ Initial return of a former public charity ☐ Amended return ☐ Name change		D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐
H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 25,830,840.97	J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)		(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		28,871.21		N/A	
2 Check ☐ if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments		282,191.46	282,191.46		Statement 1
4 Dividends and interest from securities		452,827.83	452,827.83		Statement 2
5a Gross rents		3,622.56	3,622.56		Statement 3
b Net rental income or (loss) 3,622.56					
6a Net gain or (loss) from sale of assets not on line 10		248,303.16			
b Gross sales price for all assets on line 6a 8,321,552.91					
7 Capital gain net income (from Part IV, line 2)			248,303.16		
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		2,137,752.84	2,137,752.84		Statement 4
12 Total. Add lines 1 through 11		3,153,569.06	3,124,697.85		
13 Compensation of officers, directors, trustees, etc		60,000.00	30,000.00		30,000.00
14 Other employee salaries and wages					
15 Pension plans, employee benefits		15,131.65	7,774.32		7,774.31
16a Legal fees					
b Accounting fees Stmt 5		101,665.14	50,832.57		0.00
c Other professional fees Stmt 6		133,346.28	133,346.28		0.00
17 Interest					
18 Taxes Stmt 7		239,148.54	182,705.03		1,836.00
19 Depreciation and depletion		12,795.91	12,795.91		
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses Stmt 8		6,011.39	6,011.39		0.00
24 Total operating and administrative expenses. Add lines 13 through 23		568,098.91	423,465.50		39,610.31
25 Contributions, gifts, grants paid		3,162,093.04			3,162,093.04
26 Total expenses and disbursements. Add lines 24 and 25		3,730,191.95	423,465.50		3,201,703.35
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements		<576,622.89>			
b Net investment income (if negative, enter -0-)			2,701,232.35		
c Adjusted net income (if negative, enter -0-)				N/A	

Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only		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	1,407,590.76	1,246,506.90	1,246,506.90
	3 Accounts receivable ▶ 16,604.73 Less allowance for doubtful accounts ▶	13,618.96	16,604.73	16,604.73
	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	31,961.30	837.18	837.18
	10a Investments - U S and state government obligations			
	b Investments - corporate stock Stmt 9	9,499,500.54	13,531,485.53	18,131,424.77
	c Investments - corporate bonds Stmt 10	4,407,453.94	0.00	0.00
	11 Investments - land, buildings, and equipment basis ▶ 14,757.91 Less accumulated depreciation Stmt 11 ▶	14,757.91	14,757.91	14,757.91
	12 Investments - mortgage loans			
	13 Investments - other Stmt 12	834,156.13	854,224.40	6,420,709.48
	14 Land, buildings, and equipment basis ▶ Less accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 Total assets (to be completed by all filers)	16,209,039.54	15,664,416.65	25,830,840.97
Liabilities	17 Accounts payable and accrued expenses		32,000.00	
	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)	0.00	32,000.00	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	0.00	0.00	
	28 Paid-in or capital surplus, or land, bldg, and equipment fund	7,584,562.94	7,007,940.05	
	29 Retained earnings, accumulated income, endowment, or other funds	8,624,476.60	8,624,476.60	
	30 Total net assets or fund balances	16,209,039.54	15,632,416.65	
	31 Total liabilities and net assets/fund balances	16,209,039.54	15,664,416.65	

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 16,209,039.54
2 Enter amount from Part I, line 27a	2 <576,622.89>
3 Other increases not included in line 2 (itemize) ▶	3 0.00
4 Add lines 1, 2, and 3	4 15,632,416.65
5 Decreases not included in line 2 (itemize) ▶	5 0.00
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6 15,632,416.65

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				
b See Attached Statements				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a				
b				
c				
d				
e 8,321,552.91		8,073,249.75	248,303.16	
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col (h) gain minus col (k), but not less than -0- or Losses (from col (h)))	
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any		
a				
b				
c				
d				
e			248,303.16	
2 Capital gain net income or (net capital loss)		2		248,303.16
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)		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	3,592,831.63	25,248,161.90	.142301
2010	3,162,380.81	24,239,685.72	.130463
2009	4,497,001.99	23,549,746.83	.190958
2008	3,828,909.36	32,319,378.84	.118471
2007	3,443,580.66	36,328,864.83	.094789
2 Total of line 1, column (d)			.676982
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			.135396
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5			25,453,547.63
5 Multiply line 4 by line 3			3,446,308.53
6 Enter 1% of net investment income (1% of Part I, line 27b)			27,012.32
7 Add lines 5 and 6			3,473,320.85
8 Enter qualifying distributions from Part XII, line 4			3,201,703.35

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 ☐ and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b		1	54,024.65
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	0.00
3 Add lines 1 and 2		3	54,024.65
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.00
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	54,024.65
6 Credits/Payments			
a 2012 estimated tax payments and 2011 overpayment credited to 2012	6a	23,396.81	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c	32,000.00	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	55,396.81	
8 Enter any penalty for underpayment of estimated tax. Check here ☒ if Form 2220 is attached	8	534.98	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	837.18	
11 Enter the amount of line 10 to be credited to 2013 estimated tax ☐ 837.18 Refunded ☐	11	0.00	

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
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? 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.		X
c 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 ☐ \$ 0.00 (2) On foundation managers ☐ \$ 0.00		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ☐ \$ 0.00		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		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? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
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? If "Yes," attach the statement required by General Instruction T.		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? If "Yes," complete Part II, col. (c), and Part XV.		X
8a 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? If "No," attach explanation		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)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

N/A

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? Website address ▶ N/A	13	X	
14	The books are in care of ▶ Mark H. Prothro, Treasurer Telephone no ▶ (940) 691-7770 Located at ▶ 2304 Midwestern Parkway, Suite 200, Wichita Falls ZIP+4 ▶ 76308			
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			
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 ▶	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
1a	During the year did the foundation (either directly or indirectly)		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No		
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☒ No		
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ▶ ☐	1b	X
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?	1c	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? ☐ Yes ☒ No If "Yes," list the years ▶		
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) N/A	2b	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No		
b	If "Yes," did it have excess business holdings in 2012 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012.) N/A	3b	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	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?	4b	X

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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

5b

Organizations relying on a current notice regarding disaster assistance check here

☐**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

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**

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?

N/A

7b

X

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 13		60,000.00	1,848.00	0.00

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 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	20,260,299.23
b	Average of monthly cash balances	1b	1,586,107.87
c	Fair market value of all other assets	1c	3,994,758.01
d	Total (add lines 1a, b, and c)	1d	25,841,165.11
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.00
2	Acquisition indebtedness applicable to line 1 assets	2	0.00
3	Subtract line 2 from line 1d	3	25,841,165.11
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	387,617.48
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	25,453,547.63
6	Minimum investment return. Enter 5% of line 5	6	1,272,677.38

Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ☐ and do not complete this part)

1	Minimum investment return from Part X, line 6	1	1,272,677.38
2a	Tax on investment income for 2012 from Part VI, line 5	2a	54,024.65
b	Income tax for 2012 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	54,024.65
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	1,218,652.73
4	Recoveries of amounts treated as qualifying distributions	4	0.00
5	Add lines 3 and 4	5	1,218,652.73
6	Deduction from distributable amount (see instructions)	6	0.00
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	1,218,652.73

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	3,201,703.35
b	Program-related investments - total from Part IX-B	1b	0.00
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	3,201,703.35
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	0.00
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	3,201,703.35

Note The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2011	(c) 2011	(d) 2012
1 Distributable amount for 2012 from Part XI, line 7				1,218,652.73
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			0.00	
b Total for prior years		0.00		
3 Excess distributions carryover, if any, to 2012				
a From 2007	1688836.36			
b From 2008	2234802.58			
c From 2009	3329986.23			
d From 2010	2005756.55			
e From 2011	2377217.15			
f Total of lines 3a through e	11,636,598.87			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ \$3,201,703.35				
a Applied to 2011, but not more than line 2a			0.00	
b Applied to undistributed income of prior years (Election required - see instructions)		0.00		
c Treated as distributions out of corpus (Election required - see instructions)	0.00			
d Applied to 2012 distributable amount				1,218,652.73
e Remaining amount distributed out of corpus	1,983,050.62			
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a))	0.00			0.00
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	13,619,649.49			
b Prior years' undistributed income Subtract line 4b from line 2b		0.00		
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		0.00		
d Subtract line 6c from line 6b Taxable amount - see instructions		0.00		
e Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount - see instr			0.00	
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013				0.00
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.00			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7	1,688,836.36			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	11,930,813.13			
10 Analysis of line 9				
a Excess from 2008	2234802.58			
b Excess from 2009	3329986.23			
c Excess from 2010	2005756.55			
d Excess from 2011	2377217.15			
e Excess from 2012	1983050.62			

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

- 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**

[illegible]

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

See Statement 14

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

N/A

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

N/A

- c Any submission deadlines**

N/A

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

N/A

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				
Alf Engen Ski Museum Foundation P O Box 980187 Park City, UT 84098	None	501(c)(3)	Annual Fund	250.00
Alzheimer's Association 901 Indiana, Suite 350 Wichita Falls, TX 76301	None	501(c)(3)	Annual Fund	2,500.00
American Heart Association 8299 Brookriver, Suite N-100 Dallas, TX 75247	None	501(c)(3)	Annual Fund	2,400.00
Animal Rescue League of New Hampshire 545 Route 101 Bedford, NH 03110	None	501(c)(3)	Annual Fund	5,000.00
Art Alliance Austin P O Box 5705 Austin, TX 78763	None	501(c)(3)	Annual Fund	3,000.00
Total See continuation sheet(s)			▶ 3a	3,162,093.04
b Approved for future payment				
None				
Total			▶ 3b	0.00

Part XVI-A **Analysis of Income-Producing Activities**

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(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			14	282,191.46	
4 Dividends and interest from securities			14	452,827.83	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property			16	3,622.56	
6 Net rental income or (loss) from personal property					
7 Other investment income			15	2,137,752.84	
8 Gain or (loss) from sales of assets other than inventory			14	7,885.75	240,417.41
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)		0.00		2,884,280.44	240,417.41
13 Total. Add line 12, columns (b), (d), and (e)				13 3,124,697.85	

(See worksheet in line 13 instructions to verify calculations)

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

[illegible]

Part XVII

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

- | | | | |
|--|-------|-----|----|
| <p>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?</p> <p>a Transfers from the reporting foundation to a noncharitable exempt organization of</p> <p>(1) Cash</p> <p>(2) Other assets</p> <p>b Other transactions</p> <p>(1) Sales of assets to a noncharitable exempt organization</p> <p>(2) Purchases of assets from a noncharitable exempt organization</p> <p>(3) Rental of facilities, equipment, or other assets</p> <p>(4) Reimbursement arrangements</p> <p>(5) Loans or loan guarantees</p> <p>(6) Performance of services or membership or fundraising solicitations</p> <p>c Sharing of facilities, equipment, mailing lists, other assets, or paid employees</p> <p>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.</p> | | Yes | No |
| | | | |
| | 1a(1) | | X |
| | 1a(2) | | X |
| | | | |
| | 1b(1) | | X |
| | 1b(2) | | X |
| | 1b(3) | | X |
| | 1b(4) | | X |
| | 1b(5) | | X |
| | 1b(6) | | X |
| | 1c | | X |

[illegible]

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

b If "Yes," complete the following schedule		
(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

Sign Here	Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.		
	 Signature of officer or trustee	10-15-13 Date	 President Title

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

Paid Preparer Use Only	Print preparer's name MAC CANNEDY	Preparer's signature <i>Mac Cannedy</i>	Date 9/20/18	Check ☐ if self-employed	PTIN P00123468
	Firm's name ▶ Freemon, Shapard & Story			Firm's EIN ▶ 75-0706311	
	Firm's address ▶ 807 8th. Street, Suite 200 Wichita Falls 76301-3381			Phone no 940-322-4436	

Schedule B
(Form 990, 990-EZ,
or 990-PF)

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

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

OMB No 1545-0047

2012

Name of the organization

Employer identification number

Perkins-Prothro Foundation

75-1247407

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

☐ 501(c)() (enter number) organization

☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation

☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation

☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation

☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.

Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

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

Special Rules

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

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

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

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

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2012)

Name of organization	Employer identification number
Perkins-Prothro Foundation	75-1247407

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

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	Joe N. Prothro 2304 Midwestern Parkway, Suite 200 Wichita Falls, TX 76308	\$ 2,872.68	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)
2	Joe N. Prothro 2304 Midwestern Parkway, Suite 200 Wichita Falls, TX 76308	\$ 3,409.87	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)
3	Mark H. Prothro 2304 Midwestern Parkway, Suite 200 Wichita Falls, TX 76308	\$ 1,292.45	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)
4	Mark H. Prothro 2304 Midwestern Parkway, Suite 200 Wichita Falls, TX 76308	\$ 110.51	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)
5	Kathryn P. Yeager 2304 Midwestern Parkway, Suite 200 Wichita Falls, TX 76308	\$ 2,345.75	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)
6	Kathryn P. Yeager 2304 Midwestern Parkway, Suite 200 Wichita Falls, TX 76308	\$ 1,258.01	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)

Name of organization

Employer identification number

Perkins-Prothro Foundation

75-1247407

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

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
7	Kathryn P. Yeager 2304 Midwestern Parkway, Suite 200 Wichita Falls, TX 76308	\$ 9,713.37	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)
8	Kathryn P. Yeager 2304 Midwestern Parkway, Suite 200 Wichita Falls, TX 76308	\$ 4,341.36	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)
9	Joe N. Prothro 2304 Midwestern Parkway, Suite 200 Wichita Falls, TX 76308	\$ 3,527.21	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)
			Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
			Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
			Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)

Name of organization

Employer identification number

Perkins-Prothro Foundation

75-1247407

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

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	500 Shs Nestles cost \$2,872.68	\$ 30,480.00	04/24/12
2	1150 Shs Kraft Foods cost \$3,409.87	\$ 47,845.75	09/04/12
3	2500 Shs Kemper Corp cost \$1,292.45	\$ 73,362.50	12/21/12
4	820 Shs Curtiss Wright cost \$110.51	\$ 26,818.10	12/21/12
5	1150 Shs Mondelez Intl cost \$2,345.75	\$ 29,865.50	12/20/12
6	383 Shs Kraft Foods cost \$1,258.01	\$ 17,801.84	12/20/12

Name of organization

Employer identification number

Perkins-Prothro Foundation

75-1247407

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

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
7	1482 Shs Nestle cost \$9,713.37	\$ 97,604.52	12/20/12
8	475 Shs Merck & Co cost \$4,341.36	\$ 20,135.25	12/20/12
9	600 Shs Nestle cost \$3,527.21	\$ 37,692.00	11/20/12
		\$	
		\$	
		\$	

Name of organization

Employer identification number

Perkins-Prothro Foundation

75-1247407

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

Use duplicate copies of Part III if additional space is needed.

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

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	GS Global Fundamental-21.431 shs	P	Various	03/01/12
b	GS Global Fundamental-29.346 shs	P	Various	09/01/12
c	GS Global Fundamental-21.431 shs	P	Various	12/01/12
d	Green Mountain Coffee-600 shs	P	11/08/11	03/01/12
e	General Dynamics-200 shs	P	06/27/08	03/01/12
f	Walgreen Co-89 shs	P	07/22/03	03/01/12
g	Walgreen Co-411 shs	P	03/05/01	03/01/12
h	General Electric-203 shs	P	03/05/01	06/12/12
i	General Electric-797 shs	P	07/22/03	06/12/12
j	Walgreen Co-700 shs	P	07/22/03	06/12/12
k	Procter & Gamble-700 shs	P	03/05/01	06/12/12
l	Pepsico-445 shs	P	06/30/84	06/12/12
m	Pepsico-55 shs	P	03/05/01	06/12/12
n	General Dynamics-580 shs	P	06/27/08	06/12/12
o	Bank of America-3000 shs	P	02/26/04	06/12/12

(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 1,989.07		1,777.30	211.77
b 2,652.09		2,433.70	218.39
c 1,723.86		1,557.70	166.16
d 40,282.27		42,224.52	<1,942.25>
e 14,504.68		16,728.00	<2,223.32>
f 2,941.80		2,765.23	176.57
g 13,585.15		14,621.33	<1,036.18>
h 3,895.99		8,372.74	<4,476.75>
i 15,296.08		21,558.85	<6,262.77>
j 21,623.51		21,749.00	<125.49>
k 43,675.24		26,242.41	17,432.83
l 30,336.39		852.15	29,484.24
m 3,749.44		2,604.80	1,144.64
n 36,879.34		48,511.20	<11,631.86>
o 21,640.01		123,096.00	<101,455.99>

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

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a			211.77
b			218.39
c			166.16
d			<1,942.25>
e			<2,223.32>
f			176.57
g			<1,036.18>
h			<4,476.75>
i			<6,262.77>
j			<125.49>
k			17,432.83
l			29,484.24
m			1,144.64
n			<11,631.86>
o			<101,455.99>

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

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

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	Kraft Foods Group-cash in lieu	P	10/16/12	10/16/12
b	UBS All Accounts	P	Various	Various
c	UBS All Accounts	P	Various	Various
d	Capital Gains Dividends			
e				
f				
g				
h				
i				
j				
k				
l				
m				
n				
o				

(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 15.66			15.66
b 5,979,239.27		5,562,071.62	417,167.65
c 2,079,637.31		2,176,083.20	<96,445.89>
d 7,885.75			7,885.75
e			
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

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

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a			15.66
b			417,167.65
c			<96,445.89>
d			7,885.75
e			
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

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	248,303.16
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 XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
Arts-Kids Inc P O Box 980365 Park City, UT 84098	None	501(c)(3)	Annual Fund	1,500.00
AT&T Performing Arts Center 2100 Ross Avenue, Suite 650 Dallas, TX 75201	None	501(c)(3)	Annual Fund	7,500.00
Austin Green Art 5213 Jim Hogg Avenue Austin, TX 78741	None	501(c)(3)	General Operations	3,000.00
Backdoor Theater P O Box 896 Wichita Falls, TX 76307	None	501(c)(3)	Matching Challenge Grant	15,000.00
Baylor Health Care System Foundation 3600 Gaston Avenue, Suite 100 Dallas, TX 75246	None	501(c)(3)	Annual Fund	2,500.00
Baylor Health Care System Foundation 3600 Gaston Avenue, Suite 100 Dallas, TX 75246	None	501(c)(3)	Support Patient Care	3,750.00
Bedford Jr. Bulldogs Football PMB 224, 1 Hardy Road Bedford, NH 03110	None	501(c)(3)	Annual Fund	750.00
Bedford Presbyterian Church 4 Church Road Bedford, NH 03110	None	501(c)(3)	Annual Fund	15,000.00
Best Friends Animal Society 5001 Angel Canyon Road Kanab, UT 84741	None	501(c)(3)	Annual Fund	3,000.00
Big Brothers Big Sisters 4822 Kemp Blvd, Suite 1200 Wichita Falls, TX 76308	None	501(c)(3)	Harvest Hustle Fun Run	1,000.00
Total from continuation sheets				3,148,943.04

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
Bishop Guertin High School 194 Lund Road Nashua, NH 03060	None	501(c)(3)	Jodi Remos Scholarship Fund	750.00
Booker T. Washington High School 1904 Routh Street Dallas, TX 75201	none	501(c)(3)	Performing & Visual Arts Patron Gift	3,000.00
Boy Scout Troup 91 P O Box 23 Henrietta, TX 76365	None	501(c)(3)	Matching Grant	5,000.00
Boy Scouts of America 2525 Kell Blvd, Suite 510 Wichita Falls, TX 76308	None	501(c)(3)	Friends of Scouting	500.00
Boys & Girls Club of Burkburnett P O Box 2 Burkburnett, TX 76354	None	501(c)(3)	After School Program	5,000.00
Camelot Therapeutic 23623 North Scottsdale Road, Suite D-3, PMB 259 Scottsdale, AZ 85255	None	501(c)(3)	Annual Fund	500.00
Camp Fire USA North Texas Council 2414 9th Street Wichita Falls, TX 76301	None	501(c)(3)	Operating Budget	5,000.00
Camp John Marc 3924 Shenandoah Dallas, TX 75205	none	501(c)(3)	Campership Program	750.00
CASA of New Hampshire P O Box 1327 Manchester, NH 03105-1327	None	501(c)(3)	Annual Fund	5,000.00
Center for Brain Health 2200 W Mockingbird Lane Dallas, TX 75235	None	501(c)(3)	Annual Fund	750.00
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
Charley Creek Foundation P O Box 454 Wabash, IN 74692	None	501(c)(3)	TF3	2,500.00
Clay County Animal Shelter P O Box 274 Henrietta, TX 76365	None	501(c)(3)	Annual Fund	1,050.00
College of Nevada 6375 West Charleston Blvd W32E Las Vegas, NV 89146-1164	None	501(c)(3)	Annual Fund	1,125.00
Creede Community Church P O Box 126 Creede, CO 81130	None	501(c)(3)	Annual Fund	3,750.00
Dallas Foundation 3963 Maple Avenue, Suite 390 Dallas, TX 75219	None	501(c)(3)	Letot Center Enrichment & Grounds Fund	7,500.00
Dallas Museum of Art 1717 North Harwood Street Dallas, TX 75201	None	501(c)(3)	Kuramata Chair in honor of Deedie Rose and Kevin Tucker	32,500.00
Dallas Theater Center 2400 Flora Street Dallas, TX 75201	None	501(c)(3)	Annual Fund	1,500.00
East Branch YMCA 302 Tulsa Wichita Falls, TX 76301	None	501(c)(3)	Partner's with youth campaign	250.00
Easter Seals New Hampshire Inc 555 Auburn Street Manchester, NH 03103	None	501(c)(3)	Annual Fund	1,500.00
Educational Opportunities INC 8350 N Central Expressway, Suite 775 Dallas, TX 75206	None	501(c)(3)	Annual Fund	300.00
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
Emancipet P O Box 6396 Austin, TX 78762	None	501(c)(3)	General Operations	3,000.00
Episcopal School of Dallas 4100 Merrell Road Dallas, TX 75229	None	501(c)(3)	Scholarship in honor of Cullum & Nita Clark	1,750.00
Episcopal School of Dallas 4100 Merrell Road Dallas, TX 75229	None	501(c)(3)	Annual Fund	22,500.00
First United Methodist Church P O Box 2125 Wichita Falls, TX 76307	None	501(c)(3)	2012 Budget	102,000.00
First United Methodist Church P O Box 2125 Wichita Falls, TX 76307	None	501(c)(3)	Capital Campaign	21,220.00
First United Methodist Church P O Box 2125 Wichita Falls, TX 76307	None	501(c)(3)	Kay & Frank Yeager Fund	80,000.00
Frank Buck Zoological Society P O Box 10 Gainesville, TX 76246	None	501(c)(3)	Annual Fund	50.00
Frank Buck Zoological Society P O Box 10 Gainesville, TX 76246	None	501(c)(3)	Purchase Lemur	5,000.00
Friends of Hospice P O Box 4804 Wichita Falls, TX 76308	None	501(c)(3)	Golf Tournament	11,500.00
George W Bush Presidential Center P O Box 560887 Dallas, TX 75356	None	501(c)(3)	Bush Center	20,000.00
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
Greater Dallas Youth Orchestra 3630 Harry Hines Blvd Dallas, TX 75219	None	501(c)(3)	General Operating	5,000.00
H.A.N.D. 1640 B East 2nd, Suite 200 Austin, TX 78702	None	501(c)(3)	General Operations	6,000.00
Habitat for Humanity 902 13th Street Wichita Falls, TX 76301	None	501(c)(3)	Carrigan Construction Project	1,500.00
Hands to Hands Community Fund P O Box 4641 Wichita Falls, TX 76308	None	501(c)(3)	Operating Campaign	11,000.00
Highland Park Education Foundation 4201 Grassmere Lane Dallas, TX 75205	None	501(c)(3)	Matthew Shamburger Scholarship	500.00
Highland Park United Methodist Church 3300 Mockingbird Lane Dallas, TX 75205	None	501(c)(3)	Annual Support	37,500.00
Highland Park United Methodist Church 3300 Mockingbird Lane Dallas, TX 75205	None	501(c)(3)	Gift in honor of Mark Craig's 18 years of service	50,000.00
Hospice of Wichita Falls P O Box 4804 Wichita Falls, TX 76308	None	501(c)(3)	EPP Homecare Administration Wing	166,000.00
Hospice of Wichita Falls P O Box 4804 Wichita Falls, TX 76308	None	501(c)(3)	Memorials	365.00
Humane Society of Wichita County P O Box 3648 Wichita Falls, TX 76301	None	501(c)(3)	Paws in the Falls	2,500.00
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
Hyer Elementary PTA 3920 Caruth Blvd Dallas, TX 75225	None	501(c)(3)	Support PTA Programs	4,537.50
Junior League of Dallas P O Box 12707 Dallas, TX 75225	None	501(c)(3)	2012 Linz Award honoring Erle Nye	1,250.00
Kemp at the Forum 2120 Speedway Wichita Falls, TX 76308	None	501(c)(3)	Renaissance of the Forum Renovation Campaign	200,000.00
Kemp at the Forum 2120 Speedway Wichita Falls, TX 76308	None	501(c)(3)	Capital Campaign	2,500.00
Kemp Center for the Arts 1300 Lamar Wichita Falls, TX 76301	None	501(c)(3)	Art on the Green	2,500.00
Kemp Center for the Arts 1300 Lamar Wichita Falls, TX 76301	None	501(c)(3)	Annual Fund	2,100.00
Letot Girls Center 6125 Sherry Lane Dallas, TX 75225	None	501(c)(3)	Residential Treatment Center	25,000.00
Lindsay Ann Johnson Scholarship 130 Oyster Bay Graford, TX 76449	None	501(c)(3)	Memoral Scholarship Fund	15,000.00
McKernyn Foundation 249 Canal Street Manchester, NH 03101	None	501(c)(3)	Annual Fund	3,750.00
Mills College 5000 MacArthur Blvd Oakland, CA 94613	None	170(c)(1)	General Operating	5,000.00
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
Mountainlands Community Housing Trust 1960 Sidewinder, Suite 202 Park City, UT 84060	None	501(c)(3)	Annual Fund	2,000.00
MSU Akin Music Series 3410 Taft Wichita Falls, TX 76308	None	170(c)(1)	Underwrite Music Series	30,000.00
MSU Fantasy of Lights 3410 Taft Wichita Falls, TX 76308	None	501(c)(3)	Fantasy of Lights	100.00
MSU Museum of art 2 Eureka Circle Wichita Falls, TX 76308	None	501(c)(3)	Viva Espana	500.00
MSU Museum of art 2 Eureka Circle Wichita Falls, TX 76308	None	501(c)(3)	Spanish Fortnight	250.00
MSU President's Excellence Circle 3410 Taft Wichita Falls, TX 76308	None	170(c)(1)	Annual Fund	21,000.00
Museum of Nature & Science P O Box 151469 Dallas, TX 75315	None	501(c)(3)	Annual Fund	1,875.00
Museum of North Texas History P O Box 1619 Wichita Falls, TX 76301	None	501(c)(3)	Annual Fund	500.00
National Ability Center P O Box 682799 Park City, UT 84068-2799	None	501(c)(3)	Red, White & Snow	6,940.00
North Texas Area United Way 1105 Holliday Wichita Falls, TX 76301	None	501(c)(3)	Annual Fund	60,000.00
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
Park City Historical Society P O Box 555 Park City, UT 84060	None	501(c)(3)	Guild	300.00
Park City Performing Arts Foundation P O Box 1297 Park City, UT 84060	None	501(c)(3)	Annual Fund	7,500.00
Park City Ski Education Foundation P O Box 118 Park City, UT 84060	None	501(c)(3)	Annual Fund	10,000.00
Peace House Inc P O Box 682141 Park City, UT 84068-2799	None	501(c)(3)	Annual Fund	2,500.00
Pecan Creek PTA P O Box 750133 Dallas, TX 75275	None	501(c)(3)	Boosterthon Fun Run	1,000.00
Perkins School of Theology P O Box 750325 Dallas, TX 75275-0325	None	501(c)(3)	Public Life/Personal Faith Lecture Series	3,750.00
PETA 501 Front Street Norfolk, VA 23510	None	501(c)(3)	Annual Fund	4,500.00
Presbyterian Manor 4600 Taft Blvd Wichita Falls, TX 76308	None	501(c)(3)	Good Samaritan Fund	265,000.00
Project Back to School P O Box 9700 Wichita Falls, TX 76308	None	501(c)(3)	Roundup	2,500.00
River Bend Nature Center P O Box 3674 Wichita Falls, TX 76301	None	501(c)(3)	Annual Fund	9,250.00
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
Sacred Heart Catholic Church 1504 10th Street Wichita Falls, TX 76301	None	501(c)(3)	Memorial-Jean McMahon	100.00
Salesmanship Charitable Foundation 106 E 10th Street, Suite 200 Dallas, TX 75203	None	501(c)(3)	Fund B	25,000.00
Salesmanship Club Charitable Golf of Dallas 106 E 10th Street, Suite 200 Dallas, TX 75203	None	501(c)(3)	Support Education and Therapeutic activities	3,375.00
Sheppard Military Affairs Committee 900 8th Street, Suite 218 Wichita Falls, TX 76308	None	501(c)(3)	Support efforts at SAFB	1,500.00
Southern Methodist University P O Box 750281 Dallas, TX 75275-0281	None	170(c)(1)	Dedman College Dean's Research Council	7,500.00
Southern Methodist University P O Box 750365 Dallas, TX 75275-0365	None	170(c)(1)	Biological Sciences Initiative	320,000.00
Southwestern University P O Box 770 Georgetown, TX 78627	None	501(c)(3)	CNP & EPP Center for Lifelong Learning	350,000.00
Southwestern University P O Box 770 Georgetown, TX 78627	None	501(c)(3)	Southwestern Fund	20,000.00
SPCA 2400 Lone Star Drive Dallas, TX 75212	None	501(c)(3)	Fur Ball	17,888.54
St Mark's School of Texas 10600 Preston Road Dallas, TX 75230	None	501(c)(3)	Annual Fund	1,500.00
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
Stanford Development 641 East Campus Drive Stanford, CA 94305-6150	None	501(c)(3)	James Stephenson Athletic Scholarship Fund	400.00
Sweet Briar College P O Box G Sweet Briar, VA 24595-1057	None	501(c)(3)	Annual Fund	1,000.00
Texas Health Presbyterian Foundation P O Box 200038 Arlington, TX 76006	None	501(c)(3)	THD Recovery in Action Chemical Dependency Fund	7,500.00
Texas Health Presbyterian Foundation P O Box 200038 Arlington, TX 76006	None	501(c)(3)	Andrew hopkins Memorial	350.00
Texas Methodist Foundation 11709 Boulder Lane, Suite 100 Austin, TX 78726	None	501(c)(3)	Ministry of Learning & Transformation	1,500.00
Texas Wesleyan University 1201 Wesleyan Fort Worth, TX 76105	None	501(c)(3)	Annual Fund	1,000.00
The Kitchen 1000 Burnett Wichita Falls, TX 76301	None	501(c)(3)	Services for Senior Citizens	10,000.00
United States Olympic Committee 1 Olympic Plaza Colorado Springs, CO 80909	None	501(c)(3)	Annual Fund	20,000.00
United States Ski & Snowboard Foundation P O Box 100 Park City, UT 84060	None	501(c)(3)	Annual Fund	10,000.00
University of Texas Chancellor's Council 210 W 6th Street, Suite 1 200 Austin, TX 78701	None	170(c)(1)	Annual Fund	2,000.00
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
University of Texas Longhorn Foundation P O Box 7399 Austin, TX 78713	None	170(c)(1)	Annual Fund	31,135.00
University of Texas McCombs Advisory Council 1 University Station, B6000 Austin, TX 78712	None	170(c)(1)	Annual Fund	3,000.00
University of Texas P O Box 7399 Austin, TX 78713	None	170(c)(1)	Thomas Staley Endowment	5,000.00
University of Texas P O Box 7399 Austin, TX 78713	None	170(c)(1)	Prothro Theater Renovations	5,000.00
University Park United Methodist Church 4024 Caruth Dallas, TX 75225	None	501(c)(3)	Union	25,000.00
UT Southwestern Medical Center 5323 Harry Hines Blvd Dallas, TX 75390	None	501(c)(3)	New Hospital	100,000.00
Utah Symphony & Opera 123 West South Temple Salt Lake City, UT 84101	None	501(c)(3)	Deer Valley Music Festival Endowment	226,667.00
Utah Symphony & Opera 123 West South Temple Salt Lake City, UT 84101	None	501(c)(3)	Annual Fund	25,000.00
Utah Symphony & Opera 123 West South Temple Salt Lake City, UT 84101	None	501(c)(3)	Deer Valley Music Festival	40,000.00
Utah Symphony & Opera 123 West South Temple Salt Lake City, UT 84101	None	501(c)(3)	Deer Valley Music Festival Gala	25,000.00
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
Visiting Nurse Association 1600 Viceroy Drive, Suite 400 Dallas, TX 75235	None	501(c)(3)	Wheels for Meals & More	3,750.00
Wake Forest University P O Box 7227 Winston Salem, NC 27109	None	501(c)(3)	Annual Fund	5,000.00
WFISD Foundation P O Box 97533 Wichita Falls, TX 76307	None	501(c)(3)	Student Scholarships	2,500.00
WFISD Foundation P O Box 97533 Wichita Falls, TX 76307	None	501(c)(3)	Kodaly Grant	7,300.00
Wichita County Heritage Society 900 Bluff Street Wichita Falls, TX 76301	None	501(c)(3)	Annual Fund	600.00
Wichita Falls Area Food Bank P O Box 623 Wichita Falls, TX 76307	None	501(c)(3)	Support Programs	20,000.00
Wichita Falls Ballet Theatre P O Box 4322 Wichita Falls, TX 76308	None	501(c)(3)	An Evening in the Arts	1,000.00
Wichita Falls ISD P O Box 97533 Wichita Falls, TX 76307	None	501(c)(3)	Purchase Music instruments/equipment	200,000.00
Wichita Falls Symphony Orchestra 1300 Lamar Wichita Falls, TX 76301	None	501(c)(3)	Concert Sponsorship	15,000.00
Wichita Falls Symphony Orchestra 1300 Lamar Wichita Falls, TX 76301	None	501(c)(3)	Annual Fund	38,250.00
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
Wichita Falls Symphony Orchestra 1300 Lamar Wichita Falls, TX 76301	None	501(c)(3)	Triple Play Fundraiser	6,000.00
Wichita Falls Youth Symphony Orchestra 1300 Lamar Wichita Falls, TX 76301	None	501(c)(3)	Annual Fund	5,800.00
Wichita Falls Youth Symphony Orchestra 1300 Lamar Wichita Falls, TX 76301	None	501(c)(3)	Coaching	90.00
Wild Bird Rescue 4611 Lake Shore Drive Wichita Falls, TX 76310	None	501(c)(3)	General Operations	500.00
Wofford College 429 North Church Street Spartanburg, SC 29303	None	501(c)(3)	James P. Prothro Endowed Scholarship	1,000.00
Wofford College 429 North Church Street Spartanburg, SC 29303	None	501(c)(3)	Fraternity Row Project	15,000.00
Wofford College 429 North Church Street Spartanburg, SC 29303	None	501(c)(3)	Terrier Club Annual Fund	6,375.00
Women's Ski Jumping USA P O Box 980218 Park City, UT 84098	None	501(c)(3)	Annual Fund-Sarah Hendrickson World Cup Bid	9,000.00
Woodall Rodgers Park Foundation 1909 Woodall Rodgers Fwy Suite 403 Dallas, TX 75201	None	501(c)(3)	Klyde Warren Park Tree in memory of Vin Prothro	12,500.00
Yellowstone Park Foundation 222 East Main Street Suite 301 Bozeman, MT 59715	None	501(c)(3)	Brick Project in honor of Larry Patrick	10,000.00
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
Yellowstone Park Foundation 222 East Main Street Suite 301 Bozeman, MT 59715	None	501(c)(3)	Annual Fund	20,000.00
Yellowstone Park Foundation 222 East Main Street Suite 301 Bozeman, MT 59715	None	501(c)(3)	Capital Campaign	104,500.00
Yellowstone Park Foundation 222 East Main Street Suite 301 Bozeman, MT 59715	None	501(c)(3)	In honor of Kay Yeager	1,000.00
YMCA Camp Grady Spruce 9409 Garland Road, Suite 200 Dallas, TX 75218	None	501(c)(3)	On behalf of Board Member Reagan Lunn	7,150.00
YMCA 1010 9th Street Wichita Falls, TX 76301	None	501(c)(3)	Back-A-Youth	500.00
Total from continuation sheets				

Form 990-PF Interest on Savings and Temporary Cash Investments Statement 1

Source	Amount
Merrill Lynch	334.57
Prothro Investments	0.62
UBS Financial Services LLC	281,856.27
Total to Form 990-PF, Part I, line 3, Column A	282,191.46

Form 990-PF Dividends and Interest from Securities Statement 2

Source	Gross Amount	Capital Gains Dividends	Column (A) Amount
Merrill Lynch	222,000.93	0.00	222,000.93
UBS Financial Services LLC	238,712.65	7,885.75	230,826.90
Total to Form 990-PF, Part I, line 4	460,713.58	7,885.75	452,827.83

Form 990-PF Rental Income Statement 3

Kind and Location of Property	Activity Number	Gross Rental Income
Land Rentals	1	3,622.56
Total to Form 990-PF, Part I, line 5a		3,622.56

Form 990-PF Other Income Statement 4

Description	(a) Revenue Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income
Oil & Gas Royalties	389,826.95	389,826.95	
Miscellaneous Income	281.33	281.33	
Oil & Gas Royalties - Partnership K-1's	1,731,838.56	1,731,838.56	
Partnerships - K-1's	15,806.00	15,806.00	
Total to Form 990-PF, Part I, line 11	2,137,752.84	2,137,752.84	

Form 990-PF	Accounting Fees			Statement 5
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Accounting Fees - Freemon, Shapard & Story (Audit & Accounting Service)	15,000.00	7,500.00		0.00
Accounting Fees - Perkins Prothro Co. (Accounting & Bookkeeping)	86,665.14	43,332.57		0.00
To Form 990-PF, Pg 1, ln 16b	101,665.14	50,832.57		0.00

Form 990-PF	Other Professional Fees			Statement 6
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Other Professional Fees - Fayez Sarofim & Co. (Investment Mgmt.)	34,630.00	34,630.00		0.00
Other Professional Fees - UBS Financial Serv Fees (Investment Mgmt.)	98,716.28	98,716.28		0.00
To Form 990-PF, Pg 1, ln 16c	133,346.28	133,346.28		0.00

Form 990-PF	Taxes			Statement 7
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Foreign Tax Expense	6,504.28	6,504.28		0.00
Ad Valorem	23,136.31	23,136.31		0.00
Federal Excise & Misc. Taxes	54,607.51	0.00		0.00
Gross Production Tax	16,295.32	16,295.32		0.00
Payroll Taxes	3,672.00	1,836.00		1,836.00
Gross Production Tax-Partnerships	134,933.12	134,933.12		0.00
To Form 990-PF, Pg 1, ln 18	239,148.54	182,705.03		1,836.00

Form 990-PF	Other Expenses			Statement	8
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes	
Other Expenses - Royalties	2,325.89	2,325.89			0.00
Miscellaneous Expenses	3,685.50	3,685.50			0.00
To Form 990-PF, Pg 1, ln 23	6,011.39	6,011.39			0.00

Form 990-PF	Corporate Stock		Statement	9
Description	Book Value		Fair Market Value	
ML Corporate Stocks	3,421,051.95		7,469,812.17	
UBS Corporate Stocks	10,110,433.58		10,661,612.60	
Total to Form 990-PF, Part II, line 10b	13,531,485.53		18,131,424.77	

Form 990-PF	Corporate Bonds		Statement	10
Description	Book Value		Fair Market Value	
UBS Corporate Notes, Bonds	0.00		0.00	
Total to Form 990-PF, Part II, line 10c	0.00		0.00	

Form 990-PF	Depreciation of Assets Held for Investment		Statement	11
Description	Cost or Other Basis	Accumulated Depreciation	Book Value	
Land	14,757.91	0.00	14,757.91	
Total to Fm 990-PF, Part II, ln 11	14,757.91	0.00	14,757.91	

Form 990-PF	Other Investments	Statement	12
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Description	Valuation Method	Book Value	Fair Market Value
GS Hedge Funds	COST	34,026.53	37,567.42
Mineral Investments - Producing	COST	309.46	906,409.05
Mineral Investments - Non-Producing	COST	3,293.68	3,293.68
Partnership Interest - DB	COST		
Liquidations		<162.00>	0.00
Partnership Interest - Prothro	COST		
Investments		109,742.73	3,070,297.37
UBS Partnership Investments	COST	707,014.00	2,403,141.96
Total to Form 990-PF, Part II, line 13		854,224.40	6,420,709.48

Form 990-PF	Part VIII - List of Officers, Directors Trustees and Foundation Managers	Statement	13
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Name and Address	Title and Avrg Hrs/Wk	Compensation	Employee Ben Plan Contrib	Expense Account
Joe N. Prothro 2304 Mdwstrn. Pkwy. Suite 200, Wichita Falls, TX 76308	President 40.00	48,000.00	1,848.00	0.00
Kathryn P. Yeager 2304 Mdwstrn. Pkwy. Suite 200, Wichita Falls, TX 76308	V-President 10.00	0.00	0.00	0.00
K. Elizabeth Yeager 2304 Mdwstrn. Pkwy. Suite 200, Wichita Falls, TX 76308	Secretary 10.00	6,000.00	0.00	0.00
Mark H. Prothro 2304 Mdwstrn. Pkwy. Suite 200, Wichita Falls, TX 76308	Treasurer 10.00	0.00	0.00	0.00
Charlotte P. Philbin 2304 Mdwstrn. Pkwy. Suite 200, Wichita Falls, TX 76308	Director 10.00	6,000.00	0.00	0.00
Totals included on 990-PF, Page 6, Part VIII		60,000.00	1,848.00	0.00

Form 990-PF

Part XV - Line 1b
List of Foundation Managers

Statement 14

Name of Manager

Joe N. Prothro
Kathryn P. Yeager
Mark H. Prothro

Perkins-Prothro Foundation
 UBS Account #3A 0516 20
 1/1/12- 12/31/12

Description	Trade Date	Date sold	Quantity	Proceeds	Cost	Gain/Loss	Type
SUNOCO LOGISTICS PARTNERS LP COM UNITS	08/24/05	04/20/12	500	\$ 19,600.56	\$ 3,111.67	16,488.89	Long Term
Total Long Term				\$ 19,600.56	\$ 3,111.67	\$ 16,488.89	
TOTAL				\$ 19,600.56	\$ 3,111.67	16,488.89	

Perkins-Prothro Foundation
UBS Account #3A 0517 20
1/1/12- 12/31/12

Description	Trade Date	Date sold	Quantity	Proceeds	Cost	Gain/Loss	Type
DREYFUS EMERGING MARKET	08/03/11	12/06/12	1,400.89	\$ 21,293.50	\$ 21,377.55	(84.05)	Long Term
DREYFUS EMERGING MARKET	08/10/11	12/06/12	2,203.39	\$ 33,491.52	\$ 32,500.00	991.52	Long Term
DREYFUS EMERGING MARKET	08/17/11	12/06/12	2,142.39	\$ 32,564.27	\$ 32,500.00	64.27	Long Term
DREYFUS EMERGING MARKET	08/24/11	12/06/12	2,066.22	\$ 31,406.62	\$ 31,200.00	206.62	Long Term
DREYFUS EMERGING MARKET	09/01/11	12/06/12	107.98	\$ 1,641.28	\$ 1,622.92	18.36	Long Term
DREYFUS EMERGING MARKET	12/01/11	12/06/12	100.76	\$ 1,531.48	\$ 1,375.31	156.17	Long Term
Total Long Term				\$ 121,928.67	\$ 120,575.78	\$ 1,352.89	
DREYFUS EMERGING MARKET	12/21/11	12/06/12	27.89	\$ 423.93	\$ 368.98	54.95	Short Term
DREYFUS EMERGING MARKET	12/21/11	12/06/12	28.98	\$ 440.53	\$ 383.43	57.10	Short Term
DREYFUS EMERGING MARKET	12/21/11	12/06/12	39.41	\$ 599.04	\$ 521.41	77.63	Short Term
DREYFUS EMERGING MARKET	12/03/12	12/06/12	36.56	\$ 555.68	\$ 552.03	3.65	Short Term
Total Short Term				\$ 2,019.18	\$ 1,825.85	\$ 193.33	
TOTAL				\$ 123,947.85	\$ 122,401.63	\$ 1,546.22	

Perkins-Prothro Foundation
UBS Account #3A 01090 20
1/1/12- 12/31/12

Description	Trade Date	Date sold	Quantity	Proceeds	Cost	Gain/Loss	Type
AES CORP NTS 8.000%	03/02/10	11/19/12	12,000	13,592.40	11,749.90	1,842.50	Long Term
AES CORP NTS 8.000%	12/28/10	11/19/12	13,000	14,725.10	13,747.50	977.60	Long Term
ALLIANT TECHSYSTEMS INC 06.875%	11/19/10	11/15/12	1,000	1,097.50	1,045.00	52.50	Long Term
ALLIANT TECHSYSTEMS INC 06.875%	01/19/11	11/15/12	9,000	9,877.50	9,270.00	607.50	Long Term
ALLIANT TECHSYSTEMS INC 06.875%	05/13/11	11/15/12	18,000	19,755.00	19,125.00	630.00	Long Term
ALLY FINANCIAL INC NTS 08.000%	02/03/11	11/16/12	15,000	17,812.50	17,025.00	787.50	Long Term
AMER GENL FIN CORP 05.400%	12/28/10	03/14/12	20,000	16,100.00	16,000.00	100.00	Long Term
AMERGEN INC NTS B/E 06.750%	04/22/10	11/16/12	11,000	12,292.50	11,055.00	1,237.50	Long Term
AUTONATION INC NTS B/E 06.750%	01/06/11	11/16/12	9,000	10,057.50	9,381.60	675.90	Long Term
BALL CORP 06.625%	03/01/10	02/16/12	3,000	3,075.00	3,030.00	45.00	Long Term
BALL CORP 06.625%	01/03/11	02/16/12	9,000	9,225.00	9,224.10	0.90	Long Term
BALL CORP NTS B/E 05.750%	03/01/11	11/16/12	13,000	13,877.50	12,805.00	1,072.50	Long Term
CASE CORP 07.250%	05/29/09	11/16/12	2,000	2,221.80	1,840.00	381.80	Long Term
CASE CORP 07.250%	02/25/10	11/16/12	5,000	5,554.50	5,000.00	554.50	Long Term
CASE CORP 07.250%	01/06/11	11/16/12	8,000	8,887.20	8,710.00	177.20	Long Term
CCO HLDGS LLC/CAP CORP 07.250%	01/05/11	11/16/12	5,000	5,438.00	5,087.50	350.50	Long Term
CCO HLDGS LLC/CAP CORP 07.250%	01/31/11	11/16/12	7,000	7,613.20	7,280.00	333.20	Long Term
CCO HLDGS LLC/CAP CORP 07.250%	02/16/11	11/16/12	13,000	14,138.80	13,682.50	456.30	Long Term
CHESAPEAKE ENERGY CORP 07.250%	01/12/10	11/16/12	7,000	7,298.20	7,175.00	123.20	Long Term
CHESAPEAKE ENERGY CORP 07.250%	02/25/10	11/16/12	10,000	10,426.00	9,850.00	576.00	Long Term
CHESAPEAKE ENERGY CORP 07.250%	12/28/10	11/16/12	15,000	15,639.00	15,581.25	57.75	Long Term
CINEREX ENERGY CO NTS 07.125%	03/02/10	01/20/12	5,000	5,187.50	5,050.00	137.50	Long Term
CINEREX ENERGY CO NTS 07.125%	01/03/11	01/20/12	10,000	10,375.00	10,449.00	(74.00)	Long Term
CINEMARK INC NTS B/E 08.625%	01/19/11	11/16/12	12,000	13,170.00	13,106.74	63.26	Long Term
CIT GROUP INC B/E 07.000%	03/03/10	01/23/12	9,000	9,000.00	8,257.50	742.50	Long Term
CIT GROUP INC B/E 07.000%	12/29/10	01/23/12	5,000	5,000.00	5,006.25	(6.25)	Long Term
CIT GROUP INC B/E 07.000%	03/03/10	03/09/12	12,000	12,000.00	10,710.00	1,290.00	Long Term
CIT GROUP INC B/E 07.000%	12/28/10	03/09/12	15,000	15,000.00	14,886.00	114.00	Long Term
COMMUNITY HEALTH SYSTEMS 08.875%	03/01/10	03/21/12	2,000	2,035.00	2,077.50	(42.50)	Long Term
COMMUNITY HEALTH SYSTEMS 08.875%	12/28/10	03/21/12	12,000	12,210.00	12,615.00	(405.00)	Long Term
COMMUNITY HEALTH SYSTEMS 08.875%	12/28/10	07/18/12	11,000	11,746.00	11,563.75	182.25	Long Term
COMMUNITY HEALTH SYSTEMS 08.875%	01/19/11	07/18/12	2,000	2,012.00	2,117.50	(105.50)	Long Term
CONSTELLATION BRANDS INC 08.375%	03/03/10	11/16/12	10,000	11,150.00	10,711.00	439.00	Long Term
CONSTELLATION BRANDS INC 08.375%	01/03/11	11/16/12	15,000	16,725.00	16,350.00	375.00	Long Term

CORRECTIONS CORP OF AMER 07.750%	08/23/10	11/19/12	12,000	12,801.60	13,001.10	(199.50)	Long Term
CORRECTIONS CORP OF AMER 07.750%	12/28/10	11/19/12	13,000	13,868.40	14,006.20	(137.80)	Long Term
CROWN CASTLE INT CORP 09.000%	03/02/10	11/16/12	6,000	6,375.00	7,045.75	(670.75)	Long Term
CROWN CASTLE INT CORP 09.000%	01/06/11	11/16/12	9,000	9,562.50	10,023.66	(461.16)	Long Term
CSC HLDGS INC 07.625%	06/16/09	11/16/12	2,000	2,285.80	1,890.00	395.80	Long Term
CSC HLDGS INC 07.625%	03/02/10	11/16/12	5,000	5,714.50	5,225.00	489.50	Long Term
CSC HLDGS INC 07.625%	01/06/11	11/16/12	5,000	5,714.50	5,500.00	214.50	Long Term
ECHOSTAR DBS CORP 07.125%	03/01/10	11/16/12	5,000	5,559.50	5,050.00	509.50	Long Term
ECHOSTAR DBS CORP 07.125%	04/28/10	11/16/12	10,000	11,119.00	10,175.00	944.00	Long Term
ECHOSTAR DBS CORP 07.125%	12/20/10	11/16/12	25,000	27,797.50	25,625.00	2,172.50	Long Term
EDISON MISSION ENERGY 07.500%	03/01/10	05/09/12	7,000	5,180.00	6,588.75	(1,408.75)	Long Term
EDISON MISSION ENERGY 07.500%	12/22/10	05/11/12	4,000	2,950.00	3,935.00	(985.00)	Long Term
EDISON MISSION ENERGY 07.500%	12/22/10	05/24/12	4,000	2,400.00	3,935.00	(1,535.00)	Long Term
EL PASO CORP MW 07.000%	11/23/09	06/07/12	2,000	2,220.00	1,985.00	235.00	Long Term
EL PASO CORP MW 07.000%	03/01/10	06/07/12	1,000	1,110.00	1,017.50	92.50	Long Term
EL PASO CORP MW 07.000%	03/01/10	11/16/12	9,000	10,248.75	9,157.50	1,091.25	Long Term
EL PASO CORP MW 07.000%	12/28/10	11/16/12	15,000	17,081.25	15,937.50	1,143.75	Long Term
ENERGY FUTURES HLDGS 10.000%	03/08/11	05/07/12	6,000	6,630.00	6,225.00	405.00	Long Term
ENERGY FUTURES HLDGS 10.000%	06/07/11	11/19/12	18,000	19,530.00	19,530.00	-	Long Term
ENERGY TRANSFER PARTNERS 07.500%	09/28/10	01/12/12	5,000	5,450.00	5,212.50	237.50	Long Term
ENERGY TRANSFER PARTNERS 07.500%	09/28/10	10/03/12	3,000	3,427.50	3,127.50	300.00	Long Term
ENERGY TRANSFER PARTNERS 07.500%	12/28/10	10/03/12	2,000	2,285.00	2,085.00	200.00	Long Term
ENERGY TRANSFER PARTNERS 07.500%	12/28/10	10/05/12	5,000	5,743.75	5,212.50	531.25	Long Term
ENERGY TRANSFER PARTNERS 07.500%	12/28/10	11/20/12	8,000	8,901.60	8,340.00	561.60	Long Term
ENERGY TRANSFER PARTNERS 07.500%	03/17/11	11/20/12	17,000	19,178.40	18,487.50	690.90	Long Term
FIRST DATA CORP 09.875%	01/20/10	11/20/12	2,000	2,030.00	1,880.26	149.74	Long Term
FIRST DATA CORP 09.875%	03/03/10	11/20/12	5,000	5,075.00	4,722.87	352.13	Long Term
FIRST DATA CORP 09.875%	01/03/11	11/20/12	8,000	8,120.00	7,828.40	291.60	Long Term
FORD MOTOR CREDIT CO NTS 07.000%	09/15/09	01/12/12	2,000	2,132.52	1,905.00	227.52	Long Term
FORD MOTOR CREDIT CO NTS 07.000%	10/14/09	01/12/12	3,000	3,198.78	2,845.50	353.28	Long Term
FORD MOTOR CREDIT CO NTS 07.000%	10/14/09	11/16/12	2,000	2,092.50	1,897.00	195.50	Long Term
FORD MOTOR CREDIT CO NTS 07.000%	11/05/09	11/16/12	5,000	5,231.25	4,825.00	406.25	Long Term
FORD MOTOR CREDIT CO NTS 07.000%	03/02/10	11/16/12	5,000	5,231.25	4,980.00	251.25	Long Term
FORD MOTOR CREDIT CO NTS 07.000%	12/28/10	11/16/12	13,000	13,601.25	13,975.00	(373.75)	Long Term
FREESCALE SEMICONDUCTOR 10.125%	08/11/10	01/19/12	7,000	7,402.50	5,900.30	1,502.20	Long Term
FREESCALE SEMICONDUCTOR 10.125%	01/03/11	01/19/12	6,000	6,345.00	6,367.50	(22.50)	Long Term
FRONTIER COMMUNICATIONS 08.250%	03/08/10	06/01/12	5,000	5,755.00	5,566.07	188.93	Long Term
FRONTIER COMMUNICATIONS 08.250%	01/06/11	06/01/12	7,000	7,665.00	7,805.00	(140.00)	Long Term
GENON ENERGY INC NTS B/E 09.875%	06/16/11	11/19/12	4,000	4,480.00	4,150.00	330.00	Long Term
GENWORTH FINANCIAL INC 07.625%	03/23/11	11/16/12	16,000	17,080.00	16,160.00	920.00	Long Term

GEORGIA PAC CORP B/E 08.000%	03/17/10	04/13/12	3,000	3,882.30	3,187.50	694.80	Long Term
GEORGIA PAC CORP B/E 08.000%	01/03/11	04/13/12	7,000	9,058.70	8,093.75	964.95	Long Term
GMAC LLC B/E 08.000%	03/01/10	04/18/12	1,000	1,130.00	932	198.00	Long Term
GMAC LLC B/E 08.000%	03/10/10	04/18/12	3,000	3,390.00	2,805.00	585.00	Long Term
GMAC LLC B/E 08.000%	03/10/10	11/19/12	8,000	9,780.00	7,480.00	2,300.00	Long Term
GMAC LLC B/E 08.000%	01/03/11	11/19/12	16,000	19,560.00	17,518.40	2,041.60	Long Term
HARRAHS OPER CO INC NTS 11.250%	06/21/10	05/16/12	3,000	3,247.50	3,195.00	52.50	Long Term
HARRAHS OPER CO INC NTS 11.250%	06/21/10	11/16/12	7,000	7,423.50	7,455.00	(31.50)	Long Term
HARRAHS OPER CO INC NTS 11.250%	01/04/11	11/16/12	5,000	5,302.50	5,650.00	(347.50)	Long Term
HCA INC NTS B/E 07.875%	09/12/11	11/16/12	18,000	19,891.80	19,035.00	856.80	Long Term
HCA INC NTS B/E 07.875%	09/20/11	11/16/12	19,000	20,996.90	20,282.50	714.40	Long Term
HEALTH MGMT ASSN INC NEW 06.125%	10/14/09	11/20/12	2,000	2,156.00	1,865.00	291.00	Long Term
HEALTH MGMT ASSN INC NEW 06.125%	01/03/11	11/20/12	13,000	14,014.00	13,226.20	787.80	Long Term
HEATZ CORP MW 08.875%	03/03/10	03/15/12	1,000	1,000.00	1,022.50	(22.50)	Long Term
HOST MARRIOTT LP NTS B/E 06.375%	02/25/10	01/10/12	7,000	7,140.00	6,860.00	280.00	Long Term
HOST MARRIOTT LP NTS B/E 06.375%	12/28/10	01/10/12	2,000	2,040.00	2,042.20	(2.20)	Long Term
HOST MARRIOTT LP NTS B/E 06.375%	12/28/10	05/21/12	13,000	13,162.50	13,274.30	(111.80)	Long Term
ICAHN ENTERPRISES L P 08.000%	08/16/10	11/19/12	10,000	10,570.00	9,925.00	645.00	Long Term
ICAHN ENTERPRISES L P 08.000%	12/22/10	11/19/12	15,000	15,855.00	15,037.50	817.50	Long Term
INTL LEASE FIN CORP 05.625%	05/27/10	11/19/12	1,000	1,030.00	885	145.00	Long Term
INTL LEASE FIN CORP 05.625%	05/28/10	11/19/12	6,000	6,180.00	5,340.00	840.00	Long Term
INTL LEASE FIN CORP 05.625%	01/06/11	11/19/12	8,000	8,240.00	8,160.00	80.00	Long Term
IRON MTN INC. NTS B/E 08.375%	05/05/10	11/16/12	5,000	5,529.50	5,262.50	267.00	Long Term
IRON MTN INC. NTS B/E 08.375%	12/20/10	11/16/12	8,000	8,847.20	8,600.00	247.20	Long Term
KINDER MORGAN FIN 05.700%	09/11/09	06/07/12	3,000	3,131.25	2,775.00	356.25	Long Term
KINDER MORGAN FIN 05.700%	09/11/09	06/08/12	1,000	1,043.75	925	118.75	Long Term
KINDER MORGAN FIN 05.700%	03/02/10	06/08/12	3,000	3,131.25	2,962.50	168.75	Long Term
KINDER MORGAN FIN 05.700%	03/02/10	06/12/12	4,000	4,170.00	3,950.00	220.00	Long Term
KINDER MORGAN FIN 05.700%	12/22/10	06/12/12	1,000	1,042.50	1,017.50	25.00	Long Term
KINDER MORGAN FIN 05.700%	12/22/10	11/16/12	15,000	16,237.50	15,262.50	975.00	Long Term
LEUCADIA NATL CORP 07.125%	06/05/09	03/15/12	11,000	11,391.93	9,020.00	2,371.93	Long Term
LEUCADIA NATL CORP 07.125%	03/01/10	03/15/12	5,000	5,178.15	4,900.00	278.15	Long Term
LEUCADIA NATL CORP 07.125%	12/28/10	03/15/12	16,000	16,570.08	16,540.80	29.28	Long Term
LEUCADIA NATL CORP NTS 08.125%	12/31/10	11/16/12	9,000	10,170.00	9,855.00	315.00	Long Term
LEVEL 3 FIN INC 08.750%	03/01/10	09/05/12	3,000	3,131.25	2,707.50	423.75	Long Term
LEVEL 3 FIN INC 08.750%	04/15/10	09/05/12	5,000	5,218.75	4,675.00	543.75	Long Term
LEVEL 3 FIN INC 08.750%	08/26/10	09/05/12	10,000	10,437.50	8,575.00	1,862.50	Long Term
LEVEL 3 FIN INC 08.750%	12/28/10	09/05/12	22,000	22,962.50	20,460.00	2,502.50	Long Term
MARKWEST ENERGY 06.750%	02/16/11	11/20/12	5,000	5,425.00	5,143.75	281.25	Long Term
MARKWEST ENERGY 06.750%	02/18/11	11/20/12	10,000	10,850.00	10,287.50	562.50	Long Term

MEDIACOM BROADBAND LLC 08.500%	10/14/09	08/30/12	2,000	2,205.00	2,039.80	165.20	Long Term
MEDIACOM BROADBAND LLC 08.500%	03/03/10	08/30/12	5,000	5,012.50	5,112.50	(100.00)	Long Term
MEDIACOM BROADBAND LLC 08.500%	01/06/11	08/30/12	3,000	3,007.50	3,052.20	(44.70)	Long Term
MEDIACOM BROADBAND LLC 08.500%	01/06/11	09/12/12	5,000	5,112.50	5,087.00	25.50	Long Term
MIDWE 2000 B DUE 01/02/16 08.5600	05/27/09	11/13/12	5,000	2,681.26	2,750.21	(68.95)	Long Term
MIDWE 2000 B DUE 01/02/16 08.5600	12/28/10	11/13/12	15,000	8,043.77	8,537.03	(493.26)	Long Term
NEWFIELD EXPLORATION COS 07.125%	03/01/10	11/16/12	6,000	6,255.00	6,090.00	165.00	Long Term
NEWFIELD EXPLORATION COS 07.125%	01/03/11	11/16/12	9,000	9,382.50	9,551.25	(168.75)	Long Term
NRG ENERGY INC NTS B/E 08.500%	06/06/11	11/19/12	5,000	5,390.00	5,187.50	202.50	Long Term
NRG ENERGY INC NTS B/E 08.500%	06/07/11	11/19/12	10,000	10,780.00	10,425.00	355.00	Long Term
NRG ENERGY INC NTS B/E 08.500%	06/10/11	11/19/12	5,000	5,390.00	5,162.50	227.50	Long Term
NRG ENERGY INC NTS B/E 08.500%	06/14/11	11/19/12	5,000	5,390.00	5,187.50	202.50	Long Term
PACIFIC HLDG CORP NTS B/E 08.875%	03/02/10	11/26/12	7,000	7,507.50	7,224.46	283.04	Long Term
PACIFIC HLDG CORP NTS B/E 08.875%	01/06/11	11/26/12	5,000	5,362.50	5,400.00	(37.50)	Long Term
PENN NATL GAMING INC NTS 08.750%	06/14/10	11/20/12	6,000	6,841.50	6,052.50	789.00	Long Term
PENN NATL GAMING INC NTS 08.750%	07/09/10	11/20/12	5,000	5,701.25	5,175.00	526.25	Long Term
PENN NATL GAMING INC NTS 08.750%	01/03/11	11/20/12	17,000	19,384.25	18,827.50	556.75	Long Term
QUEBECOR MEDIA NTS 07.750%	03/01/10	03/16/12	6,000	6,192.48	6,090.00	102.48	Long Term
QUEBECOR MEDIA NTS 07.750%	01/06/11	03/16/12	9,000	9,232.47	9,382.50	(150.03)	Long Term
QWEST COMMUNICATIONS 07.500%	03/02/10	03/01/12	12,000	12,000.00	12,491.24	(491.24)	Long Term
RANGE RESOURCES CORP NTS 06.750%	04/26/11	11/16/12	8,000	8,680.00	8,580.00	100.00	Long Term
RANGE RESOURCES CORP NTS 06.750%	05/27/11	11/16/12	12,000	13,020.00	12,690.00	330.00	Long Term
RANGE RESOURCES CORP NTS 06.750%	06/27/11	11/16/12	8,000	8,680.00	8,250.00	430.00	Long Term
REGIONS FINL CORP NTS 05.750%	12/15/10	10/04/12	7,000	7,516.25	6,895.00	621.25	Long Term
REGIONS FINL CORP NTS 05.750%	12/29/10	11/19/12	8,000	8,600.00	7,870.00	730.00	Long Term
SEARS HLDGS CORP NTS B/E 06.625%	09/09/11	11/19/12	6,000	5,521.20	4,950.00	571.20	Long Term
SEARS HLDGS CORP NTS B/E 06.625%	09/12/11	11/19/12	7,000	6,441.40	5,722.50	718.90	Long Term
SEARS HLDGS CORP NTS B/E 06.625%	09/23/11	11/19/12	6,000	5,521.20	5,055.00	466.20	Long Term
SEARS HLDGS CORP NTS B/E 06.625%	10/04/11	11/19/12	18,000	16,563.60	14,535.00	2,028.60	Long Term
SMITHFIELD FOODS INC 07.750%	03/03/10	11/20/12	10,000	11,240.00	9,300.00	1,940.00	Long Term
SMITHFIELD FOODS INC 07.750%	01/06/11	11/20/12	5,000	5,620.00	5,249.00	371.00	Long Term
SPRINT CAPITAL CORP 06.900%	05/13/09	06/20/12	8,000	7,520.00	6,360.00	1,160.00	Long Term
SPRINT CAPITAL CORP 06.900%	03/03/10	10/02/12	10,000	10,350.00	8,887.50	1,462.50	Long Term
SPRINT CAPITAL CORP 06.900%	12/09/10	10/02/12	7,000	7,245.00	6,895.00	350.00	Long Term
SPRINT CAPITAL CORP 06.900%	12/09/10	11/16/12	3,000	3,176.25	2,955.00	221.25	Long Term
SPRINT CAPITAL CORP 06.900%	12/20/10	11/16/12	25,000	26,468.75	24,250.00	2,218.75	Long Term
TENET HEALTHCARE CORP 09.250%	03/01/10	11/20/12	5,000	5,625.00	5,087.50	537.50	Long Term
TENET HEALTHCARE CORP 09.250%	01/03/11	11/20/12	10,000	11,250.00	10,725.00	525.00	Long Term
TEREX CORP DELA NEW B/E 10.875%	03/01/10	05/21/12	5,000	5,618.75	5,558.34	60.41	Long Term
TEREX CORP DELA NEW B/E 10.875%	01/06/11	05/21/12	7,000	7,866.25	8,163.75	(297.50)	Long Term

LEUCADIA NATL CORP NTS 08.125%	03/15/12	11/16/12	10,000	11,300.00	11,125.00	175.00	Short Term
LEVEL 3 FING INC NTS B/E 08.125%	09/27/12	11/19/12	6,000	6,215.40	6,405.00	(189.60)	Short Term
LEVEL 3 FING INC NTS B/E 08.125%	10/02/12	11/19/12	8,000	8,287.20	8,580.00	(292.80)	Short Term
LEVEL 3 FING INC NTS B/E 08.125%	10/09/12	11/19/12	5,000	5,179.50	5,375.00	(195.50)	Short Term
LEVEL 3 FING INC NTS B/E 08.125%	10/10/12	11/19/12	8,000	8,287.20	8,600.00	(312.80)	Short Term
LINN ENERGY LLC NTS B/E 07.750%	05/18/12	11/15/12	7,000	7,218.75	7,160.30	58.45	Short Term
LINN ENERGY LLC NTS B/E 07.750%	05/21/12	11/15/12	7,000	7,218.75	7,157.50	61.25	Short Term
MASCO CORP B/E 05.950%	03/06/12	11/19/12	10,000	11,050.00	9,962.50	1,087.50	Short Term
MASCO CORP B/E 05.950%	03/07/12	11/19/12	5,000	5,525.00	5,000.00	525.00	Short Term
MASCO CORP B/E 05.950%	03/15/12	11/19/12	6,000	6,630.00	5,992.50	637.50	Short Term
MASCO CORP B/E 05.950%	03/21/12	11/19/12	3,000	3,315.00	2,992.50	322.50	Short Term
MASCO CORP B/E 05.950%	03/23/12	11/19/12	5,000	5,525.00	4,993.75	531.25	Short Term
MARSHALL GRAND INC CALL 07.625%	01/19/12	11/20/12	14,000	14,666.40	14,035.00	631.40	Short Term
NRG ENERGY INC NTS B/E 08.500%	06/06/11	01/12/12	5,000	5,013.00	5,187.50	(174.50)	Short Term
PEABODY ENERGY CORP B/E 06.500%	06/01/12	11/16/12	5,000	5,200.50	5,025.00	175.50	Short Term
PEABODY ENERGY CORP B/E 06.500%	06/04/12	11/16/12	3,000	3,120.30	3,007.50	112.80	Short Term
PEABODY ENERGY CORP B/E 06.500%	06/05/12	11/16/12	6,000	6,240.60	6,000.00	240.60	Short Term
PLAINS EXPLORATION 06.625%	09/11/12	11/20/12	4,000	3,996.00	4,220.00	(224.00)	Short Term
PLAINS EXPLORATION 06.625%	09/13/12	11/20/12	10,000	9,990.00	10,550.00	(560.00)	Short Term
RITE AID CORP CALL 07.500%	01/19/12	11/20/12	13,000	13,326.30	13,276.25	50.05	Short Term
SALLY HLDGS LLC NTS B/E 05.750%	10/05/12	11/20/12	6,000	6,451.50	6,405.00	46.50	Short Term
SALLY HLDGS LLC NTS B/E 05.750%	10/09/12	11/20/12	2,000	2,150.50	2,130.00	20.50	Short Term
SALLY HLDGS LLC NTS B/E 05.750%	10/10/12	11/20/12	2,000	2,150.50	2,135.00	15.50	Short Term
SALLY HLDGS LLC NTS B/E 05.750%	10/11/12	11/20/12	4,000	4,301.00	4,280.00	21.00	Short Term
SANDRIDGE ENERGY INC NTS 07.500%	05/07/12	11/19/12	29,000	29,522.00	28,891.25	630.75	Short Term
SEALED AIR CORP NTS B/E 07.875%	01/05/12	11/20/12	4,000	4,280.00	4,266.44	13.56	Short Term
SEALED AIR CORP NTS B/E 07.875%	01/12/12	11/20/12	4,000	4,280.00	4,270.00	10.00	Short Term
SEALED AIR CORP NTS B/E 07.875%	08/06/12	11/20/12	4,000	4,280.00	4,310.00	(30.00)	Short Term
SEALED AIR CORP NTS B/E 07.875%	08/08/12	11/20/12	2,000	2,140.00	2,160.00	(20.00)	Short Term
SERVICEMASTER CO NTS B/E 08.000%	06/28/12	11/20/12	8,000	7,962.00	8,680.00	(718.00)	Short Term
SERVICEMASTER CO NTS B/E 08.000%	06/29/12	11/20/12	5,000	4,976.25	5,462.50	(486.25)	Short Term
VISTEON CORP 06.750%	01/31/12	11/20/12	12,000	12,546.00	11,880.00	666.00	Short Term
VISTEON CORP 06.750%	01/31/12	12/14/12	2,000	2,060.00	1,980.00	80.00	Short Term
ZAYO GROUP LLC/ZAYO CPTL 08.125%	09/18/12	11/20/12	14,000	15,121.40	15,594.46	(473.06)	Short Term
Total Short Term			\$ 488,836.65	\$ 488,844.95	\$ (8.30)		
TOTAL			\$ 1,850,502.89	\$ 1,785,023.58	\$ 65,479.31		

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Description	Trade Date	Date sold	Quantity	Proceeds	Cost	Gain/Loss	Type
ACTIVISION BLIZZARD INC	07/27/10	09/06/12	140.00	1,713.34	1,664.60	48.74	Long Term
ACTIVISION BLIZZARD INC	08/11/10	09/06/12	550.00	6,730.96	6,007.98	722.98	Long Term
ACTIVISION BLIZZARD INC	09/30/10	09/06/12	460.00	5,629.53	4,988.15	641.38	Long Term
ACTIVISION BLIZZARD INC	02/09/11	09/06/12	55.00	673.10	643.31	29.79	Long Term
CONS EDISON CO (HOLDING CO)	05/08/09	01/05/12	169.00	10,089.79	6,377.35	3,712.44	Long Term
DUKE ENERGY CORP NEW	05/08/09	07/03/12	0.21	14.14	8.57	5.57	Long Term
GREAT PLAINS ENERGY INC	05/08/09	03/09/12	185.00	3,694.10	2,774.62	919.48	Long Term
GREAT PLAINS ENERGY INC	05/08/09	08/03/12	255.00	5,643.48	3,824.46	1,819.02	Long Term
GREAT PLAINS ENERGY INC	09/03/09	08/03/12	215.00	4,758.23	3,773.21	985.02	Long Term
GREAT PLAINS ENERGY INC	09/04/09	08/03/12	5.00	110.66	87.75	22.91	Long Term
GREAT PLAINS ENERGY INC	10/28/09	08/03/12	25.00	553.28	438.75	114.53	Long Term
GREAT PLAINS ENERGY INC	12/03/10	08/03/12	15.00	331.97	287.59	44.38	Long Term
GREAT PLAINS ENERGY INC	02/09/11	08/03/12	10.00	221.31	199.00	22.31	Long Term
HAEMONETICS CORP MASS	03/15/11	10/03/12	40.00	3,239.95	2,526.99	712.96	Long Term
HAEMONETICS CORP MASS	03/16/11	10/03/12	10.00	809.99	631.01	178.98	Long Term
RANGE RESOURCES CORP	05/08/09	03/26/12	105.00	6,213.50	4,738.44	1,475.06	Long Term
RANGE RESOURCES CORP	05/08/09	05/07/12	17.00	1,078.95	767.18	311.77	Long Term
RANGE RESOURCES CORP	09/23/09	05/07/12	90.00	5,712.12	4,690.68	1,021.44	Long Term
RANGE RESOURCES CORP	12/16/09	05/07/12	30.00	1,904.03	1,465.08	438.95	Long Term
RANGE RESOURCES CORP	01/25/11	05/07/12	40.00	2,538.72	1,862.50	676.22	Long Term
RTS SANOFI CONTGNT VAL	06/08/11	09/20/12	1085.00	1,834.47	2,657.93	(823.46)	Long Term
RTS SANOFI CONTGNT VAL	06/08/11	09/21/12	424.00	716.54	1,038.67	(322.13)	Long Term
SEADRILL LTD US LINE	11/08/10	03/13/12	140.00	5,347.03	4,641.20	705.83	Long Term
SEADRILL LTD US LINE	11/08/10	04/12/12	115.00	4,246.56	3,812.41	434.15	Long Term
SEADRILL LTD US LINE	02/09/11	04/12/12	160.00	5,908.25	5,670.40	237.85	Long Term
ULTRA PETROLEUM CORP	05/08/09	10/02/12	113.00	2,589.48	5,662.09	(3,072.61)	Long Term
ULTRA PETROLEUM CORP	03/18/10	10/02/12	165.00	3,781.11	7,717.51	(3,936.40)	Long Term
ULTRA PETROLEUM CORP	02/09/11	10/02/12	10.00	229.15	475.20	(246.05)	Long Term

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Description	Trade Date	Date sold	Quantity	Proceeds	Cost	Gain/Loss	Type
WEATHERFORD INTL LTD CHF	04/30/10	01/04/12	95.00	1,456.62	1,745.62	(289.00)	Long Term
WEATHERFORD INTL LTD CHF	10/28/10	01/04/12	320.00	4,906.53	5,398.30	(491.77)	Long Term
WEATHERFORD INTL LTD CHF	11/05/10	01/04/12	210.00	3,219.91	3,993.93	(774.02)	Long Term
Total Long Term				\$ 95,896.80	\$ 90,570.48	\$ 5,326.32	
AECOM TECHNOLOGY CORP	06/10/11	06/08/12	335.00	5,281.08	9,187.41	(3,906.33)	Short Term
AECOM TECHNOLOGY CORP	09/19/11	06/08/12	130.00	2,049.38	2,589.68	(540.30)	Short Term
EL PASO CORP	09/22/11	01/25/12	580.00	15,519.40	10,127.79	5,391.61	Short Term
EL PASO CORP	12/07/11	01/25/12	15.00	401.36	376.20	25.16	Short Term
ULTRA PETROLEUM CORP	08/29/12	10/02/12	235.00	5,385.21	4,849.18	536.03	Short Term
WEATHERFORD INTL LTD CHF	02/03/11	01/04/12	15.00	229.99	363.75	(133.76)	Short Term
WEATHERFORD INTL LTD CHF	02/09/11	01/04/12	10.00	153.33	244.00	(90.67)	Short Term
SPDR GOLD TRUST	12/31/12	12/31/12		150.95	150.95	-	Short Term
Total Short Term				\$ 29,170.70	\$ 27,888.96	\$ 1,281.74	
TOTAL				\$ 125,067.50	\$ 118,459.44	\$ 6,608.06	

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Description	Trade Date	Date sold	Quantity	Proceeds	Cost	Gain/Loss	Type
ASTRAZENECA PLC SPON ADR	02/19/10	07/27/12	22.00	1,019.78	955.39	64.39	Long Term
ASTRAZENECA PLC SPON ADR	02/19/10	09/07/12	57.00	2,665.01	2,475.33	189.68	Long Term
ASTRAZENECA PLC SPON ADR	02/08/11	09/11/12	1.00	46.91	48.59	(1.68)	Long Term
ASTRAZENECA PLC SPON ADR	02/08/11	09/07/12	86.00	4,020.89	4,178.48	(157.59)	Long Term
BARRICK GOLD CORP CAD	02/19/10	09/18/12	34.00	1,429.41	1,342.32	87.09	Long Term
CAMECO CORP CANADA CAD	02/19/10	01/06/12	20.00	371.39	581.57	(210.18)	Long Term
CAMECO CORP CANADA CAD	04/07/10	01/06/12	4.00	74.28	107.67	(33.39)	Long Term
CAMECO CORP CANADA CAD	04/07/10	02/10/12	69.00	1,596.79	1,857.30	(260.51)	Long Term
CARREFOUR SA SPON ADR	02/19/10	08/31/12	437.00	1,820.54	4,103.43	(2,282.89)	Long Term
CARREFOUR SA SPON ADR	12/02/10	08/31/12	118.00	491.59	1,019.17	(527.58)	Long Term
GLAXO SMITHKLINE PLC ADR	02/19/10	01/06/12	15.00	692.08	571.90	120.18	Long Term
HOME RETAIL GROUP PLC SPON ADR	01/07/11	01/27/12	36.00	228.59	457.97	(229.38)	Long Term
MS&AD INS GROUP HLDGS ADR	08/27/09	02/27/12	2.00	21.03	27.56	(6.53)	Long Term
MS&AD INS GROUP HLDGS ADR	02/19/10	02/27/12	71.00	746.60	844.90	(98.30)	Long Term
NEWCREST MINING LTD SPON	08/10/09	01/06/12	8.00	251.19	200.91	50.28	Long Term
NEWCREST MINING LTD SPON	02/19/10	09/18/12	46.00	1,383.23	1,320.20	63.03	Long Term
NEWCREST MINING LTD SPON	02/19/10	01/06/12	6.00	188.40	172.20	16.20	Long Term
NEXEN INC CAD	02/19/10	01/06/12	55.00	931.32	1,250.59	(319.27)	Long Term
NEXEN INC CAD	02/19/10	07/23/12	100.00	2,581.97	2,273.80	308.17	Long Term
NEXEN INC CAD	05/18/10	07/23/12	68.00	1,755.74	1,459.49	296.25	Long Term
NEXEN INC CAD	05/19/10	07/23/12	42.00	1,084.42	884.35	200.07	Long Term
NEXEN INC CAD	10/20/10	07/23/12	51.00	1,316.81	1,103.82	212.99	Long Term
NIPPON TELEG & TEL CORP SPON ADR	05/14/09	01/06/12	39.00	998.51	809.22	189.29	Long Term
NOKIA CORP SPONS ADR FINLAND ADR	11/18/09	09/21/12	79.00	217.24	1,102.09	(884.85)	Long Term
NOKIA CORP SPONS ADR FINLAND ADR	02/19/10	09/21/12	311.00	855.23	4,148.12	(3,292.89)	Long Term
NOKIA CORP SPONS ADR FINLAND ADR	04/30/10	09/21/12	63.00	173.25	766.88	(593.63)	Long Term
P.T. TELEKOMUNIKASI INDONESIA SPON ADR	02/17/11	04/26/12	22.00	757.12	735.56	21.56	Long Term
P.T. TELEKOMUNIKASI INDONESIA SPON ADR	02/25/11	04/26/12	31.00	1,066.86	1,054.59	12.27	Long Term
P.T. TELEKOMUNIKASI INDONESIA SPON ADR	02/25/11	07/09/12	41.00	1,417.14	1,394.79	22.35	Long Term
SANOFI SPON ADR	05/14/09	01/06/12	19.00	681.13	580.25	100.88	Long Term
SANOFI SPON ADR	05/14/09	03/08/12	40.00	1,509.14	1,221.58	287.56	Long Term

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Description	Trade Date	Date sold	Quantity	Proceeds	Cost	Gain/Loss	Type
SANOFI SPON ADR	05/14/09	07/13/12	20.00	733.35	610.79	122.56	Long Term
SANOFI SPON ADR	05/14/09	08/09/12	13.00	537.42	397.01	140.41	Long Term
SEKISUI HOUSE LTD SPON ADR	05/14/09	04/17/12	72.00	665.38	668.16	(2.78)	Long Term
SEVEN & I HLDGS CO LTD ADR	02/19/10	05/10/12	15.00	902.21	645.00	257.21	Long Term
SOCIETE GENERALE FRANCE SPONS	05/14/09	02/08/12	148.00	945.36	1,423.76	(478.40)	Long Term
SOCIETE GENERALE FRANCE SPONS	02/19/10	02/08/12	237.00	1,513.85	2,535.90	(1,022.05)	Long Term
TOYOTA MOTOR CORP NEW JAPAN	09/09/10	02/10/12	10.00	782.28	699.17	83.11	Long Term
VODAFONE GROUP PLC NEW SPON ADR	05/14/09	01/06/12	21.00	584.07	404.00	180.07	Long Term
VODAFONE GROUP PLC NEW SPON ADR	05/14/09	08/07/12	26.00	773.51	500.19	273.32	Long Term
Total Long Term				\$ 39,831.02	\$ 46,934.00	\$ (7,102.98)	

AGEAS SPON ADR	04/10/12	08/07/12	0.70	14.74	14.00	0.74	Short Term
CREDIT SUISSE GROUP	08/16/12	08/16/12		14.01	-	14.01	Short Term
DAIICHI SANKYO CO LTD SPON ADR	04/11/11	01/06/12	4.00	77.08	74.39	2.69	Short Term
DAIICHI SANKYO CO LTD SPON ADR	04/12/11	01/06/12	28.00	539.54	519.69	19.85	Short Term
EAST JAPAN RAILWAY CO ADR	02/24/11	01/06/12	61.00	630.11	705.70	(75.59)	Short Term
ING GROEP N V NL SPON ADR	05/09/12	09/18/12	104.00	905.38	685.36	220.02	Short Term
MARINE HARVEST ASA ADR	08/25/11	06/20/12	144.00	1,852.19	1,608.80	243.39	Short Term
NEXEN INC CAD	08/11/11	07/23/12	51.00	1,316.80	988.81	327.99	Short Term
NEXEN INC CAD	09/27/11	07/23/12	64.00	1,652.46	1,101.54	550.92	Short Term
NEXEN INC CAD	12/12/11	07/23/12	4.00	103.28	78.45	44.98	Short Term
NEXEN INC CAD	12/13/11	07/23/12	2.00	51.64	37.93	21.86	Short Term
NEXEN INC CAD	12/13/11	07/24/12	1.00	26.14	24.75	11.25	Short Term
TNT EXPRESS N V ADR	06/30/11	01/18/12	19.00	151.93	196.18	(44.25)	Short Term
TNT EXPRESS N V ADR	06/30/11	01/19/12	28.00	223.33	289.11	(65.78)	Short Term
TNT EXPRESS N V ADR	06/30/11	02/17/12	107.00	1,344.99	1,104.82	240.17	Short Term
TNT EXPRESS N V ADR	07/05/11	02/17/12	119.00	1,495.82	1,215.20	280.62	Short Term
TNT EXPRESS N V ADR	08/30/11	02/17/12	2.00	25.14	17.40	7.74	Short Term

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Description	Trade Date	Date sold	Quantity	Proceeds	Cost	Gain/Loss	Type
TNT EXPRESS N V ADR	09/06/11	02/17/12	72.00	905.04	623.94	281.10	Short Term
TNT EXPRESS N V ADR	09/06/11	02/23/12	18.00	229.57	155.98	73.59	Short Term
TNT EXPRESS N V ADR	09/07/11	02/23/12	104.00	1,326.39	920.15	406.24	Short Term
TNT EXPRESS N V ADR	09/07/11	02/27/12	24.00	297.57	212.34	85.23	Short Term
TNT EXPRESS N V ADR	09/29/11	02/27/12	80.00	991.89	599.90	391.99	Short Term
TNT EXPRESS N V ADR	09/30/11	02/27/12	17.00	210.78	122.25	88.53	Short Term
TRANSOCEAN LTD CHF	12/07/11	04/03/12	15.00	804.22	681.04	123.18	Short Term
TRANSOCEAN LTD CHF	12/07/11	08/17/12	19.00	945.42	862.65	82.77	Short Term
TRANSOCEAN LTD CHF	12/08/11	08/17/12	37.00	1,841.09	1,621.95	219.14	Short Term
VIVENDI SA ADR	03/08/12	06/18/12	0.63	10.77	11.36	(0.59)	Short Term
VIVENDI SA ADR	03/08/12	07/13/12	32.00	599.80	574.00	25.80	Short Term
Total Short Term				\$ 18,587.12	\$ 15,047.69	\$ 3,577.59	
TOTAL				\$ 58,418.14	\$ 61,981.69	\$ (3,525.39)	

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Description	Trade Date	Date sold	Quantity	Proceeds	Cost	Gain/Loss	Type
ALABAMA POWER CO B/E 03.375%	09/19/11	11/16/12	124,000.00	136,313.20	130,297.96	6,015.24	Long Term
ALLSTATE CORP NTS B/E 07.450%	05/19/09	11/15/12	29,000.00	38,150.37	30,293.40	7,856.97	Long Term
ALLSTATE CORP NTS B/E 07.450%	11/16/09	11/15/12	21,000.00	27,626.13	24,806.88	2,819.25	Long Term
ALLSTATE CORP NTS B/E 07.450%	01/26/10	11/15/12	30,000.00	39,465.90	35,194.20	4,271.70	Long Term
ALLSTATE CORP NTS B/E 07.450%	03/01/10	11/15/12	12,000.00	15,786.36	14,098.20	1,688.16	Long Term
AMER EXPRESS CO NTS 8.125%	05/14/09	11/15/12	21,000.00	29,031.45	21,109.41	7,922.04	Long Term
AMER EXPRESS CO NTS 8.125%	03/08/10	11/15/12	10,000.00	13,824.50	12,069.00	1,755.50	Long Term
AMER EXPRESS CO NTS 8.125%	05/27/10	11/15/12	40,000.00	55,298.00	48,700.40	6,597.60	Long Term
AT&T INC NTS B/E 02.500%	02/11/11	11/15/12	88,000.00	91,965.28	86,730.16	5,235.12	Long Term
BANK OF NEW YORK 04.950%	02/04/10	11/16/12	34,000.00	37,194.30	36,783.24	411.06	Long Term
BANK OF NEW YORK 04.950%	03/02/10	11/16/12	47,000.00	51,415.65	51,034.48	381.17	Long Term
BARCLAYS BANK PLC NOTES 05.200%	01/11/11	11/16/12	45,000.00	47,938.95	48,600.00	(661.05)	Long Term
BB&T CORP MED TERM NTS 03.200%	10/21/11	11/15/12	42,000.00	44,831.64	43,171.80	1,659.84	Long Term
BB&T CORP MED TERM NTS 03.200%	03/10/10	11/15/12	12,000.00	12,856.32	13,165.68	(309.36)	Long Term
BB&T CORP MED TERM NTS 03.200%	02/02/11	11/15/12	21,000.00	22,498.56	23,356.83	(858.27)	Long Term
BERKSHIRE HATHAWAY 04.625%	05/14/09	11/15/12	31,000.00	32,108.56	32,970.05	(861.49)	Long Term
BERKSHIRE HATHAWAY 04.625%	03/17/10	11/15/12	5,000.00	5,178.80	5,416.75	(237.95)	Long Term
BOEING CO NOTES 05.125%	06/10/09	09/27/12	72,000.00	73,273.68	75,830.40	(2,556.72)	Long Term
BOEING CO NOTES 05.125%	03/29/10	09/27/12	14,000.00	14,247.66	15,212.96	(965.30)	Long Term
BOTTLING GROUP LLC 06.950%	05/14/09	11/15/12	81,000.00	87,594.21	92,711.79	(5,117.58)	Long Term
BOTTLING GROUP LLC 06.950%	03/17/10	11/15/12	12,000.00	12,976.92	14,052.96	(1,076.04)	Long Term
BP CAPITAL PLC NTS 05.250%	11/23/09	11/15/12	59,000.00	61,708.69	65,298.25	(3,589.56)	Long Term
COCA COLA CO 05.350%	05/12/09	11/15/12	53,000.00	63,987.96	56,635.27	7,352.69	Long Term
COCA COLA CO 05.350%	03/29/10	11/15/12	14,000.00	16,902.48	15,404.20	1,498.28	Long Term
COMERICA BK MI NTS 05.750%	12/04/09	11/15/12	102,000.00	118,052.76	102,146.88	15,905.88	Long Term
COMERICA BK MI NTS 05.750%	03/04/10	11/15/12	6,000.00	6,944.28	6,113.46	830.82	Long Term
COMWLTH EDISON CO 06.150%	03/24/10	03/15/12	19,000.00	19,000.00	20,661.17	(1,661.17)	Long Term
DEUTS NTS B/E 05.375%	06/08/09	02/17/12	45,000.00	46,350.00	44,478.90	1,871.10	Long Term
DEUTS NTS B/E 05.375%	08/13/09	02/17/12	10,000.00	10,300.00	10,175.00	125.00	Long Term
DEUTS NTS B/E 05.375%	03/02/10	02/17/12	5,000.00	5,150.00	5,392.55	(242.55)	Long Term
DISNEY WALT CO NEW B/E 06.200%	06/30/10	11/15/12	77,000.00	83,797.56	89,283.81	(5,486.25)	Long Term

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Description	Trade Date	Date sold	Quantity	Proceeds	Cost	Gain/Loss	Type
FLORIDA POWER & LIGHT 05.550%	02/11/11	11/15/12	65,000.00	78,830.05	73,682.70	5,147.35	Long Term
GENL ELEC CAP CORP 05.625%	06/24/09	11/15/12	49,000.00	57,940.42	47,136.04	10,804.38	Long Term
GENL ELEC CAP CORP NTS 05.375%	08/12/09	11/15/12	10,000.00	11,485.57	9,946.00	1,539.57	Long Term
GOLDMAN SACHS GROUP INC 05.450%	01/19/11	11/01/12	38,000.00	38,000.00	40,768.30	(2,768.30)	Long Term
HONEYWELL INTL INC CALL 04.250%	05/15/09	03/19/12	70,000.00	72,457.70	72,718.80	(261.10)	Long Term
HONEYWELL INTL INC CALL 04.250%	03/29/10	03/19/12	11,000.00	11,386.21	11,718.30	(332.09)	Long Term
INTL BUSINESS MACH NTS 07.625%	05/13/09	11/15/12	78,000.00	104,611.26	91,660.92	12,950.34	Long Term
INTL BUSINESS MACH NTS 07.625%	04/14/10	11/15/12	10,000.00	13,411.70	12,377.60	1,034.10	Long Term
J P MORGAN CHASE & CO 06.300%	06/09/10	11/16/12	27,000.00	33,397.65	29,763.45	3,634.20	Long Term
J P MORGAN CHASE & CO 06.300%	10/31/11	11/16/12	53,000.00	65,558.35	59,943.53	5,614.82	Long Term
JOHNSON & JOHNSON COM 05.550%	05/18/09	11/15/12	75,000.00	91,100.25	81,801.00	9,299.25	Long Term
KIMBERLY CLARK CORP 06.125%	05/27/09	11/15/12	74,000.00	91,403.32	79,771.26	11,632.06	Long Term
METLIFE INC B/E 04.750%	01/25/11	11/15/12	86,000.00	99,642.18	88,101.84	11,540.34	Long Term
NATIONAL RURAL UTIL COOP 02.625%	02/05/10	09/16/12	53,000.00	53,000.00	54,281.01	(1,281.01)	Long Term
NTHN TRUST CORP NTS 05.500%	07/29/09	11/15/12	40,000.00	41,472.80	43,454.80	(1,982.00)	Long Term
PECO ENERGY CO MW 05.350%	06/18/09	11/19/12	73,000.00	87,436.48	74,190.63	13,245.85	Long Term
PECO ENERGY CO MW 05.350%	01/20/10	11/19/12	26,000.00	31,141.76	27,869.66	3,272.10	Long Term
PECO ENERGY CO MW 05.350%	04/19/10	11/19/12	12,000.00	14,373.12	12,741.48	1,631.64	Long Term
PNC FUNDING CORP NTS B/E 05.125%	01/04/11	11/15/12	58,000.00	69,371.48	61,199.28	8,172.20	Long Term
PNC FUNDING CORP NTS B/E 06.700%	10/19/11	11/15/12	24,000.00	30,841.68	28,613.76	2,227.92	Long Term
PRINCIPAL LIFE INC FDG 05.300%	06/09/09	11/15/12	41,000.00	41,808.93	40,489.14	1,319.79	Long Term
PRINCIPAL LIFE INC FDG 05.300%	11/19/09	11/15/12	38,000.00	38,749.74	40,421.36	(1,671.62)	Long Term
PRINCIPAL LIFE INC FDG 05.300%	03/02/10	11/15/12	8,000.00	8,157.84	8,646.40	(488.56)	Long Term
PROCTER & GAMBLE CO NTS 03.500%	08/19/09	11/15/12	80,000.00	85,273.44	82,327.20	2,946.24	Long Term
PRUDENTIAL FINANCIAL INC 05.100%	05/26/09	11/16/12	33,000.00	35,452.72	30,260.01	5,192.71	Long Term
PRUDENTIAL FINANCIAL INC 05.100%	06/04/09	11/16/12	38,000.00	40,824.34	36,647.58	4,176.76	Long Term
PRUDENTIAL FINANCIAL INC 05.100%	11/23/09	11/16/12	10,000.00	10,743.25	10,482.50	260.75	Long Term
PRUDENTIAL FINANCIAL INC 05.100%	03/01/10	11/16/12	8,000.00	8,594.60	8,511.92	82.68	Long Term
STATE STREET BK & TR CO 05.250%	09/18/09	11/15/12	26,000.00	30,784.26	27,188.98	3,595.28	Long Term
STATE STREET BK & TR CO 05.250%	02/09/10	11/15/12	52,000.00	61,568.52	55,383.12	6,185.40	Long Term
SUNTRUST BANKS INC 06.000%	06/10/09	11/15/12	36,000.00	42,482.88	32,811.12	9,671.76	Long Term

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Description	Trade Date	Date sold	Quantity	Proceeds	Cost	Gain/Loss	Type
SUNTRUST BANKS INC 06.000%	02/07/11	11/15/12	17,000.00	20,061.36	18,133.39	1,927.97	Long Term
TARGET CORP MW T 05.375%	05/19/09	11/19/12	70,000.00	82,901.00	70,709.10	12,191.90	Long Term
TARGET CORP MW T 05.375%	03/01/10	11/19/12	8,000.00	9,474.40	8,720.48	753.92	Long Term
U.S. BANCORP NTS B/E 03.150%	03/22/10	11/15/12	5,000.00	5,274.05	5,009.70	264.35	Long Term
UNITED PARCEL SERVICE 04.500%	05/15/09	02/16/12	72,000.00	74,704.32	76,507.92	(1,803.60)	Long Term
UNITED PARCEL SERVICE 04.500%	03/10/10	02/16/12	14,000.00	14,525.84	15,075.90	(550.06)	Long Term
UNITED TECHNOLOGIES CORP 04.875%	05/15/09	11/15/12	71,000.00	78,249.10	75,228.76	3,020.34	Long Term
UNITD TECHNOLOGIES CORP 04.875%	03/24/10	11/15/12	10,000.00	11,021.00	10,888.80	132.20	Long Term
US BANK NTS 06.300%	05/27/09	11/15/12	25,000.00	26,673.00	26,988.75	(315.75)	Long Term
US BANK NTS 06.300%	01/24/11	11/15/12	17,000.00	18,137.64	18,926.10	(788.46)	Long Term
WISCONSIN ELEC PWR CO 06.250%	06/10/10	09/10/12	94,000.00	110,184.92	109,513.76	671.16	Long Term
Total Long Term				\$ 3,274,279.30	\$ 3,081,808.39	\$ 192,470.91	
BARCLAYS BANK PLC NTS 02.750%	02/22/12	08/20/12	57,000.00	57,885.21	57,072.96	812.25	Short Term
BANK OF AMERICA NTS B/E 03.750%	09/27/12	11/15/12	84,000.00	93,106.44	94,053.96	(947.52)	Short Term
GENL ELEC CAP CORP 03.350%	08/20/12	11/15/12	27,000.00	29,007.45	28,880.82	126.63	Short Term
GOLDMAN SACHS GROUP INC 05.250%	11/05/12	11/15/12	38,000.00	39,407.52	39,607.40	(199.88)	Short Term
HONEYWELL INTL INC 04.250%	03/19/12	11/15/12	75,000.00	89,511.75	84,581.25	4,930.50	Short Term
NORTHERN STATES PWR-MINN 02.150%	09/10/12	11/19/12	111,000.00	110,338.44	110,544.90	(206.46)	Short Term
SUNTRUST BANKS INC 06.000%	09/05/12	11/15/12	13,000.00	15,341.04	15,201.03	140.01	Short Term
UNITED PARCEL SERVICE 03.125%	02/16/12	11/15/12	83,000.00	90,108.95	89,377.72	731.23	Short Term
US BANCORP B/E 02.200%	08/20/12	11/15/12	11,000.00	11,517.94	11,453.53	64.41	Short Term
Total Short Term				536,224.74	530,773.57	5,451.17	
TOTAL				\$ 3,810,504.04	\$ 3,612,581.96	\$ 197,922.08	

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Description	Trade Date	Date sold	Quantity	Proceeds	Cost	Gain/Loss	Type
COCA COLA CO COM	02/23/10	04/12/12	40.00	2,879.61	2,193.92	685.69	Long Term
COCA COLA CO COM	02/23/10	04/27/12	190.00	14,581.01	10,421.12	4,159.89	Long Term
COMCAST CORP NEW SPECIAL	02/23/10	04/12/12	180.00	5,241.79	2,750.39	2,491.40	Long Term
COMCAST CORP NEW SPECIAL	02/23/10	08/02/12	300.00	9,967.39	4,583.98	5,383.41	Long Term
H & R BLOCK INC	02/23/10	12/24/12	245.00	4,576.70	4,835.45	(258.75)	Long Term
H & R BLOCK INC	02/23/10	12/26/12	30.00	556.49	592.09	(35.60)	Long Term
H & R BLOCK INC	02/24/10	12/26/12	200.00	3,709.91	3,305.25	404.66	Long Term
H & R BLOCK INC	11/01/10	12/26/12	55.00	1,020.23	633.34	386.89	Long Term
H & R BLOCK INC	11/01/10	12/26/12	180.00	3,339.35	2,072.76	1,266.59	Long Term
MICROSOFT CORP	02/23/10	01/26/12	275.00	8,123.34	7,787.86	335.48	Long Term
MICROSOFT CORP	02/23/10	03/01/12	210.00	6,785.19	5,947.10	838.09	Long Term
MICROSOFT CORP	02/23/10	04/12/12	25.00	773.98	707.98	66.00	Long Term
MICROSOFT CORP	02/23/10	10/09/12	210.00	6,201.48	5,947.10	254.38	Long Term
NEWS CORP INC DELA	02/23/10	11/13/12	160.00	3,878.32	2,115.20	1,763.12	Long Term
PFIZER INC	04/23/10	01/05/12	320.00	6,873.46	5,281.62	1,591.84	Long Term
PFIZER INC	04/23/10	10/10/12	300.00	7,544.83	4,951.52	2,593.31	Long Term
PFIZER INC	04/23/10	10/10/12	150.00	3,772.41	2,475.75	1,296.66	Long Term
PHILLIPS 66	02/23/10	05/09/12	322.50	10,106.58	7,398.22	2,708.36	Long Term
RESEARCH IN MOTION LTD	06/01/11	11/21/12	145.00	1,448.52	5,870.46	(4,421.94)	Long Term
RESEARCH IN MOTION LTD	06/17/11	11/21/12	50.00	499.48	1,458.39	(958.91)	Long Term
RESEARCH IN MOTION LTD	06/21/11	11/21/12	100.00	998.98	2,794.39	(1,795.41)	Long Term
RESEARCH IN MOTION LTD	06/21/11	11/23/12	10.00	117.20	279.44	(162.24)	Long Term
RESEARCH IN MOTION LTD	12/07/11	12/13/12	15.00	205.89	254.40	(48.51)	Long Term
TOTAL SYSTEM SERVICES INC	02/23/10	01/27/12	146.00	3,174.33	2,115.19	1,059.14	Long Term
TOTAL SYSTEM SERVICES INC	02/23/10	01/27/12	124.00	2,680.65	1,796.45	884.20	Long Term
UNITEDHEALTH GROUP INC	02/23/10	04/12/12	40.00	2,330.69	1,305.06	1,025.63	Long Term
UNITEDHEALTH GROUP INC	02/23/10	08/20/12	300.00	15,902.66	9,787.95	6,114.71	Long Term
US BANCORP DEL (NEW)	02/23/10	07/30/12	150.00	5,056.38	3,648.97	1,407.41	Long Term
VIACOM INC NEW CL B	02/23/10	10/12/12	180.00	9,843.69	5,260.09	4,583.60	Long Term
VIACOM INC NEW CL B	02/23/10	04/12/12	15.00	697.97	438.34	259.63	Long Term
VIACOM INC NEW CL B	02/23/10	10/12/12	395.00	21,610.63	11,542.99	10,067.64	Long Term

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Description	Trade Date	Date sold	Quantity	Proceeds	Cost	Gain/Loss	Type
WAL MART STORES INC	02/23/10	07/06/12	135.00	9,624.01	7,239.84	2,384.17	Long Term
Total Long Term				\$ 174,123.15	\$ 127,792.61	\$ 46,330.54	
PHILIPS 66	12/07/11	05/09/12	12.50	391.73	431.93	(40.20)	Short Term
RESEARCH IN MOTION LTD	12/07/11	11/23/12	155.00	1,816.55	2,628.80	(812.25)	Short Term
RESEARCH IN MOTION LTD	12/16/11	12/13/12	165.00	2,264.83	2,225.85	38.98	Short Term
Total Short Term				\$ 4,473.11	\$ 5,286.58	\$ (813.47)	
TOTAL				\$ 178,596.26	\$ 133,079.19	\$ 45,517.07	

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UBS Account #3A 02726 20
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Description	Trade Date	Date sold	Quantity	Proceeds	Cost	Gain/Loss	Type
ARC RES LTD CDA CAD	08/27/10	08/30/12	305.00	7,020.09	5,691.30	1,328.79	Long Term
CANADIAN OIL SANDS LTD	08/27/10	08/30/12	590.00	12,260.99	14,407.80	(2,146.81)	Long Term
CANADIAN OIL SANDS LTD	09/08/10	08/30/12	520.00	10,806.29	12,737.40	(1,931.11)	Long Term
CHEVRON CORP	09/08/10	08/30/12	125.00	13,890.94	9,696.22	4,194.72	Long Term
CHEVRON CORP	09/29/10	08/30/12	175.00	19,447.31	14,204.40	5,242.91	Long Term
CHEVRON CORP	10/27/10	08/30/12	35.00	3,889.46	2,931.18	958.28	Long Term
CONOCOPHILLIPS	08/27/10	08/30/12	110.00	6,177.46	4,472.91	1,704.55	Long Term
CONOCOPHILLIPS	09/08/10	08/30/12	20.00	1,123.18	828.51	294.67	Long Term
PHILLIPS 66	08/27/10	05/01/12	0.50	16.78	12.82	3.96	Long Term
PHILLIPS 66	08/27/10	08/30/12	54.50	2,302.76	1,397.56	905.20	Long Term
PHILLIPS 66	09/08/10	08/30/12	112.50	4,753.42	2,939.01	1,814.41	Long Term
PHILLIPS 66	09/29/10	08/30/12	105.00	4,436.51	2,873.06	1,563.45	Long Term
PHILLIPS 66	10/27/10	08/30/12	100.00	4,225.26	2,870.97	1,354.29	Long Term
PHILLIPS 66	11/16/10	08/30/12	95.00	4,013.99	2,762.86	1,251.13	Long Term
PHILLIPS 66	12/17/10	08/30/12	140.00	5,915.36	4,350.95	1,564.41	Long Term
PHILLIPS 66	12/22/10	08/30/12	80.00	3,380.20	2,561.05	819.15	Long Term
PHILLIPS 66	12/29/10	08/30/12	105.00	4,436.52	3,415.15	1,021.37	Long Term
VERMILION ENERGY INC CAD	08/27/10	08/30/12	370.00	17,118.04	12,095.30	5,022.74	Long Term
VERMILION ENERGY INC CAD	11/02/10	08/30/12	495.00	22,901.15	19,520.72	3,380.43	Long Term
Total Long Term				\$ 148,115.71	\$ 119,769.17	\$ 28,346.54	
TOTAL				\$ 148,115.71	\$ 119,769.17	\$ 28,346.54	

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Description	Trade Date	Date sold	Quantity	Proceeds	Cost	Gain/Loss	Type
CENTL FUND OF CDA LTD CANADA CL A	08/27/10	09/05/12	1,582.00	35,283.21	24,394.44	10,888.77	Long Term
CENTL FUND OF CDA LTD CANADA CL A	09/29/10	09/05/12	1,428.00	31,848.56	23,932.71	7,915.85	Long Term
CENTL FUND OF CDA LTD CANADA CL A	10/12/10	09/05/12	2,990.00	66,685.72	51,607.10	15,078.62	Long Term
CENTL FUND OF CDA LTD CANADA CL A	10/27/10	09/05/12	1,175.00	26,205.92	20,006.14	6,199.78	Long Term
CENTL FUND OF CDA LTD CANADA CL A	12/21/10	09/05/12	2,225.00	49,623.99	44,417.53	5,206.46	Long Term
CENTL FUND OF CDA LTD CANADA CL A	12/30/10	09/05/12	2,190.00	48,843.38	45,155.80	3,687.58	Long Term
ISHARES GOLD TRUST ETF	08/27/10	09/05/12	2,520.00	41,528.92	30,425.34	11,103.58	Long Term
ISHARES GOLD TRUST ETF	09/29/10	09/05/12	2,340.00	38,562.57	29,890.09	8,672.48	Long Term
ISHARES GOLD TRUST ETF	10/12/10	09/05/12	1,505.00	24,802.00	19,878.86	4,923.14	Long Term
MARKET VECTORS ETF TR JR GOLD	08/27/10	09/05/12	300.00	6,597.00	9,060.00	(2,463.00)	Long Term
SPDR GOLD TRUST	06/02/10	06/15/12	200.00	31,571.31	23,882.16	7,689.15	Long Term
SPDR GOLD TRUST	06/02/10	09/05/12	200.00	32,831.28	23,861.62	8,969.66	Long Term
SPDR GOLD TRUST	06/09/10	09/05/12	570.00	93,569.16	68,187.28	25,381.88	Long Term
ETFS PLATINUM		12/31/12		88.97	88.97	-	Long Term
ETFS SILVER		12/31/12		131.85	131.85	-	Long Term
ISHARES GOLD TRUST ETF		12/31/12		572.16	572.16	-	Long Term
SPDR GOLD TRUST		12/31/12		1,368.90	1,368.90	-	Long Term
Total Long Term				\$ 530,114.90	\$ 416,860.95	\$ 113,253.95	
TOTAL				\$ 530,114.90	\$ 416,860.95	\$ 113,253.95	

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Description	Trade Date	Date sold	Quantity	Proceeds	Cost	Gain/Loss	Type
AGCO CORP	07/07/11	02/01/12	30.00	1,547.75	1,529.45	18.30	Short Term
AGCO CORP	08/17/11	02/01/12	10.00	515.92	390.27	125.65	Short Term
AGCO CORP	08/17/11	02/02/12	59.00	3,047.94	2,302.58	745.36	Short Term
AKZO NOBEL NV ADR	08/09/11	02/21/12	237.00	4,650.78	3,830.00	820.78	Short Term
AKZO NOBEL NV ADR	08/30/11	02/21/12	57.00	1,118.54	918.29	200.25	Short Term
ALUMINA LTD SPON ADR	01/27/12	05/14/12	660.00	2,552.42	3,679.30	(1,126.88)	Short Term
AMEREN CORP	07/07/11	04/19/12	322.00	10,076.05	9,353.71	722.34	Short Term
AMEREN CORP	07/07/11	01/09/12	113.00	3,590.82	3,282.52	308.30	Short Term
AMERICAN INTL GROUP INC	07/11/11	02/07/12	164.00	4,391.16	4,739.33	(348.17)	Short Term
AMERICAN INTL GROUP INC	07/20/11	02/07/12	14.00	374.85	395.97	(21.12)	Short Term
AMERICAN INTL GROUP INC	07/20/11	04/26/12	87.00	2,874.42	2,460.68	413.74	Short Term
AON CORP	07/07/11	04/02/12	79.00	3,874.75	3,874.75	-	Short Term
AON CORP	03/30/12	04/02/12	67.00	3,286.19	3,286.19	-	Short Term
ARCH COAL INC	07/07/11	03/28/12	70.00	764.38	764.38	-	Short Term
AXIS CAPITAL HOLDINGS	07/07/11	05/24/12	43.00	1,443.00	1,338.04	104.96	Short Term
BEST BUY CO INC	07/07/11	03/27/12	165.00	4,461.26	5,337.61	(876.35)	Short Term
CAMECO CORP CANADA CAD	08/04/11	01/26/12	247.00	5,814.56	6,081.93	(267.37)	Short Term
CENTRAIS ELETRICAS BRAS	07/07/11	02/07/12	237.00	3,525.19	3,974.49	(449.30)	Short Term
CHESAPEAKE ENERGY CORP	07/07/11	03/28/12	166.00	3,931.87	5,072.51	(1,140.64)	Short Term
CHESAPEAKE ENERGY CORP	09/26/11	03/28/12	39.00	923.75	1,017.75	(94.00)	Short Term
CHESAPEAKE ENERGY CORP	09/26/11	04/02/12	225.00	5,313.10	5,871.62	(558.52)	Short Term
CISCO SYSTEMS INC	07/07/11	01/23/12	198.00	3,884.68	3,114.54	770.14	Short Term
COMPUTER SCIENCES	08/05/11	02/08/12	87.00	2,758.05	2,847.91	(89.86)	Short Term
DEAN FOODS CO NEW	08/11/11	01/03/12	93.00	1,036.78	785.79	250.99	Short Term
DEAN FOODS CO NEW	08/11/11	02/17/12	73.00	885.57	616.80	268.77	Short Term
DEAN FOODS CO NEW	08/12/11	02/17/12	142.00	1,722.63	1,228.35	494.28	Short Term
DEAN FOODS CO NEW	08/12/11	02/21/12	80.00	965.32	692.03	273.29	Short Term
DEAN FOODS CO NEW	08/12/11	05/09/12	157.00	2,210.78	1,358.11	852.67	Short Term
DEAN FOODS CO NEW	08/12/11	05/21/12	46.00	656.27	397.92	258.35	Short Term
DEAN FOODS CO NEW	08/30/11	05/21/12	199.00	2,839.08	1,685.53	1,153.55	Short Term
DEAN FOODS CO NEW	08/30/11	05/30/12	94.00	1,440.59	796.18	644.41	Short Term
DEAN FOODS CO NEW	10/03/11	05/30/12	124.00	1,900.35	1,030.44	869.91	Short Term
DENDREON CORP	12/13/11	02/06/12	133.00	2,153.62	961.40	1,192.22	Short Term

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Description	Trade Date	Date sold	Quantity	Proceeds	Cost	Gain/Loss	Type
DENDREON CORP	12/13/11	02/09/12	230.00	3,418.19	1,662.58	1,755.61	Short Term
DENDREON CORP	12/13/11	01/06/12	359.00	4,293.04	2,595.07	1,697.97	Short Term
DENDREON CORP	12/13/11	01/25/12	219.00	3,215.47	1,583.06	1,632.41	Short Term
EAST JAPAN RAILWAY CO	07/07/11	01/13/12	469.00	4,869.25	4,755.66	113.59	Short Term
EAST JAPAN RAILWAY CO	07/07/11	03/28/12	340.00	3,595.55	3,447.60	147.95	Short Term
EXELON CORP	07/07/11	05/24/12	81.00	2,987.41	3,499.80	(512.39)	Short Term
IMPALA PLATINUM HLDG LTD	07/19/11	05/24/12	128.00	2,051.42	3,329.94	(1,278.52)	Short Term
IVAC HOE MINES LTD	02/09/12	05/09/12	231.00	2,298.41	3,828.32	(1,529.91)	Short Term
JAPAN STEEL WORKS LTD	07/08/11	01/11/12	57.00	3,714.61	4,229.40	(514.79)	Short Term
KINROSS GOLD CORP NEW	07/07/11	05/24/12	641.00	5,327.61	10,768.30	(5,440.69)	Short Term
LILLY ELI & CO	07/07/11	04/02/12	136.00	5,517.39	5,130.86	386.53	Short Term
LILLY ELI & CO	07/07/11	05/01/12	101.00	4,161.40	3,810.41	350.99	Short Term
LOCKHEED MARTIN CORP	07/07/11	02/07/12	59.00	5,031.43	4,795.95	235.48	Short Term
LOCKHEED MARTIN CORP	07/07/11	04/24/12	12.00	1,093.34	975.45	117.89	Short Term
LOCKHEED MARTIN CORP	07/07/11	05/02/12	37.00	3,327.10	3,007.63	319.47	Short Term
LOEWS CORP	07/07/11	01/24/12	96.00	3,700.07	4,074.16	(374.09)	Short Term
MERCK & CO INC NEW COM	07/07/11	01/06/12	138.00	5,320.19	4,922.35	397.84	Short Term
MERCK & CO INC NEW COM	07/07/11	05/21/12	91.00	3,424.52	3,245.90	178.62	Short Term
MICROSOFT CORP	07/07/11	01/20/12	321.00	9,504.62	8,563.71	940.91	Short Term
MICROSOFT CORP	07/07/11	03/05/12	144.00	4,608.08	3,841.67	766.41	Short Term
MICROSOFT CORP	07/07/11	04/26/12	43.00	1,375.66	1,147.16	228.50	Short Term
MS&AD INS GROUP HLDGS	07/07/11	02/16/12	261.00	2,871.18	3,210.30	(339.12)	Short Term
MS&AD INS GROUP HLDGS	12/13/11	02/16/12	121.00	1,331.08	1,480.73	(149.65)	Short Term
NEWMONT MINING CORP	07/07/11	05/24/12	118.00	5,725.56	6,513.28	(787.72)	Short Term
NEXEN INC CAD	07/07/11	01/23/12	339.00	6,078.15	7,867.00	(1,788.85)	Short Term
NEXEN INC CAD	07/07/11	03/28/12	190.00	3,391.57	4,409.24	(1,017.67)	Short Term
NEXEN INC CAD	07/07/11	04/23/12	176.00	3,357.46	4,084.34	(726.88)	Short Term
NEXEN INC CAD	07/14/11	04/23/12	260.00	4,959.89	5,902.23	(942.34)	Short Term
NEXEN INC CAD	07/14/11	04/23/12	33.00	637.31	749.13	(111.82)	Short Term
NEXEN INC CAD	09/27/11	04/23/12	173.00	3,341.06	2,977.59	363.47	Short Term
NEXEN INC CAD	11/21/11	04/23/12	159.00	3,070.69	2,415.18	655.51	Short Term
NOVACOPPER INC CAD	05/01/12	05/02/12	112.67	383.08	484.47	(101.39)	Short Term
NOVACOPPER INC CAD	05/01/12	05/02/12	33.33	113.34	143.33	(29.99)	Short Term

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Description	Trade Date	Date sold	Quantity	Proceeds	Cost	Gain/Loss	Type
NOVAGOLD RESOURCES INC	07/15/11	05/24/12	327.00	1,860.61	3,058.21	(1,197.60)	Short Term
NOVAGOLD RESOURCES INC	07/15/11	06/04/12	349.00	2,087.12	3,263.96	(1,176.84)	Short Term
NOVAGOLD RESOURCES INC	02/09/12	06/04/12	200.00	1,196.06	1,568.67	(372.61)	Short Term
NTHN TRUST CORP	09/28/11	04/26/12	61.00	2,868.76	2,149.32	719.44	Short Term
OLD REPUBLIC INTL CORP	07/07/11	03/28/12	312.00	3,331.02	3,768.09	(437.07)	Short Term
POLYUS GOLD INTL LTD SPON GDR	07/22/11	01/30/12	1557.00	4,966.73	5,511.78	(545.05)	Short Term
POLYUS GOLD INTL LTD SPON GDR	07/22/11	03/28/12	1006.00	3,018.43	3,561.24	(542.81)	Short Term
POLYUS GOLD INTL LTD SPON GDR	07/22/11	03/29/12	956.00	2,781.89	3,384.24	(602.35)	Short Term
POLYUS GOLD INTL LTD SPON GDR	07/22/11	03/29/12	1220.00	3,562.32	4,318.80	(756.48)	Short Term
POLYUS GOLD INTL LTD SPON GDR	07/22/11	03/29/12	1209.00	3,651.09	4,279.86	(628.77)	Short Term
SOUTHWEST AIRLINES CO	09/29/11	05/21/12	508.00	4,184.88	4,348.98	(164.10)	Short Term
SUNCOR ENERGY INC NEW	08/23/11	04/20/12	255.00	8,063.94	7,496.47	567.47	Short Term
TECH DATA CORP	07/07/11	04/26/12	37.00	1,986.11	1,822.52	163.59	Short Term
TELUS CORP	07/07/11	01/09/12	110.00	5,790.38	5,935.77	(145.39)	Short Term
TIME WARNER CABLE INC	07/07/11	02/28/12	26.00	2,058.73	2,088.26	(29.53)	Short Term
TIME WARNER CABLE INC	07/07/11	04/24/12	11.00	889.28	883.50	5.78	Short Term
TOYOTA MOTOR CORP NEW JAPAN	09/27/11	02/07/12	47.00	3,731.07	3,274.98	456.09	Short Term
TOYOTA MOTOR CORP NEW JAPAN	09/27/11	02/09/12	5.00	403.93	348.40	55.53	Short Term
TOYOTA MOTOR CORP NEW JAPAN	11/11/11	02/09/12	67.00	5,412.64	4,298.51	1,114.13	Short Term
WAL MART STORES INC	07/07/11	01/04/12	49.00	2,917.89	2,663.02	254.87	Short Term
WAL MART STORES INC	07/07/11	02/17/12	70.00	4,347.97	3,804.31	543.66	Short Term
WAL MART STORES INC	07/07/11	05/24/12	43.00	2,782.89	2,336.94	445.95	Short Term
WAL MART STORES INC	07/07/11	06/04/12	54.00	3,560.19	2,934.75	625.44	Short Term
WSTN DIGITAL CORP	07/07/11	01/09/12	1.00	33.45	38.44	(4.99)	Short Term
WSTN DIGITAL CORP	08/08/11	01/09/12	88.00	2,943.85	2,620.03	323.82	Short Term
WSTN DIGITAL CORP	08/19/11	01/09/12	37.00	1,237.76	982.72	255.04	Short Term
ZIMMER HOLDINGS INC	12/08/11	04/26/12	36.00	2,241.53	1,731.04	510.49	Short Term
Total Short Term			19067.00	290,538.07	290,940.98	(402.91)	
TOTAL			19067.00	\$ 290,538.07	\$ 290,940.98	\$ (402.91)	

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Description	Trade Date	Date sold	Quantity	Proceeds	Cost	Gain/Loss	Type
ALLIANZ SE ADR	05/21/10	09/27/12	253.00	3,048.58	2,570.08	478.50	Long Term
ALLIANZ SE ADR	08/09/11	09/27/12	199.00	2,397.89	2,199.31	198.58	Long Term
ALSTOM ADR	08/18/11	09/27/12	1002.00	3,577.05	4,407.60	(830.55)	Long Term
ALUMINA LTD SPON ADR	05/19/10	09/27/12	376.00	1,328.49	2,078.68	(750.19)	Long Term
ANGLOGOLD ASHANTI LTD	02/19/10	09/27/12	126.00	4,380.33	4,635.29	(254.96)	Long Term
ANGLOGOLD ASHANTI LTD	02/08/11	09/27/12	43.00	1,494.87	1,961.40	(466.53)	Long Term
AXIS CAPITAL HOLDINGS	10/22/09	09/27/12	27.00	939.10	824.20	114.90	Long Term
AXIS CAPITAL HOLDINGS	02/04/10	09/27/12	33.00	1,147.79	940.53	207.26	Long Term
AXIS CAPITAL HOLDINGS	02/19/10	09/27/12	87.00	3,026.00	2,710.66	315.34	Long Term
BARRICK GOLD CORP CAD	02/19/10	09/27/12	102.00	4,235.28	4,026.96	208.32	Long Term
BARRICK GOLD CORP CAD	01/20/11	09/27/12	68.00	2,823.52	3,191.12	(367.60)	Long Term
CAMECO CORP CANADA CAD	04/07/10	09/27/12	39.00	778.42	1,049.78	(271.36)	Long Term
CAMECO CORP CANADA CAD	05/25/10	09/27/12	81.00	1,616.72	1,906.49	(289.77)	Long Term
CAMECO CORP CANADA CAD	03/16/11	09/27/12	89.00	1,776.40	2,893.56	(1,117.16)	Long Term
CAMECO CORP CANADA CAD	08/04/11	09/27/12	53.00	1,057.86	1,607.65	(549.79)	Long Term
CAMECO CORP CANADA CAD	08/08/11	09/27/12	100.00	1,995.95	2,260.19	(264.24)	Long Term
CAMECO CORP CANADA CAD	08/26/11	09/27/12	29.00	578.83	642.79	(63.96)	Long Term
CARREFOUR SA SPON ADR	12/02/10	09/27/12	167.00	709.73	1,442.38	(732.65)	Long Term
CENTRAIS ELETRICAS BRAS	02/19/10	09/27/12	443.00	2,684.78	6,107.60	(3,422.82)	Long Term
CREDIT SUISSE GROUP SPON	06/27/11	09/27/12	108.00	2,348.10	4,074.61	(1,726.51)	Long Term
CREDIT SUISSE GROUP SPON	06/28/11	09/27/12	28.00	608.77	1,074.89	(466.12)	Long Term
CREDIT SUISSE GROUP SPON	08/17/11	09/27/12	45.00	978.38	1,319.28	(340.90)	Long Term
DAI NIPPON PRINTING CO	05/18/09	09/27/12	451.00	3,211.05	5,443.84	(2,232.79)	Long Term
DAI NIPPON PRINTING CO	02/19/10	09/27/12	461.00	3,282.24	6,200.45	(2,918.21)	Long Term
DAIICHI SANKYO CO LTD	04/12/11	09/27/12	32.00	537.91	593.93	(56.02)	Long Term
DAIICHI SANKYO CO LTD	04/20/11	09/27/12	68.00	1,143.05	1,299.88	(156.83)	Long Term
DAIICHI SANKYO CO LTD	04/21/11	09/27/12	48.00	806.86	935.74	(128.88)	Long Term
EAST JAPAN RAILWAY CO	02/24/11	09/27/12	65.00	727.98	751.98	(24.00)	Long Term
EAST JAPAN RAILWAY CO	03/02/11	09/27/12	212.00	2,374.35	2,471.92	(97.57)	Long Term
ELECTRICITE DE FRANCE	03/22/10	09/27/12	419.00	1,784.90	4,307.40	(2,522.50)	Long Term
ELECTRICITE DE FRANCE	11/10/10	09/27/12	406.00	1,729.52	3,592.33	(1,862.81)	Long Term

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Description	Trade Date	Date sold	Quantity	Proceeds	Cost	Gain/Loss	Type
FINMECCANICA SPA ADR	05/19/10	09/27/12	133.00	305.89	746.69	(440.80)	Long Term
FINMECCANICA SPA ADR	11/24/10	09/27/12	876.00	2,014.76	5,136.08	(3,121.32)	Long Term
FINMECCANICA SPA ADR	08/04/11	09/27/12	1013.00	2,329.84	4,072.51	(1,742.67)	Long Term
FINMECCANICA SPA ADR	08/05/11	09/27/12	12.00	27.60	41.55	(13.95)	Long Term
FUJI FILM HOLDINGS CORP	05/14/09	09/27/12	129.00	2,161.99	3,506.17	(1,344.18)	Long Term
FUJI FILM HOLDINGS CORP	02/19/10	09/27/12	129.00	2,161.99	4,082.85	(1,920.86)	Long Term
GLAXO SMITHKLINE PLC ADR	02/19/10	09/27/12	58.00	2,711.06	2,211.37	499.69	Long Term
GLAXO SMITHKLINE PLC ADR	02/08/11	09/27/12	97.00	4,534.01	3,768.84	765.17	Long Term
GOLD FIELDS LTD SPON ADR	05/14/09	09/27/12	5.00	64.11	62.39	1.72	Long Term
GOLD FIELDS LTD SPON ADR	02/04/10	09/27/12	57.00	730.85	634.08	96.77	Long Term
GOLD FIELDS LTD SPON ADR	02/19/10	09/27/12	298.00	3,820.96	3,575.40	245.56	Long Term
HACHIJUNI BANK LTD ADR	05/15/09	09/27/12	15.00	860.23	921.60	(61.37)	Long Term
HACHIJUNI BANK LTD ADR	10/06/09	09/27/12	9.00	516.14	484.73	31.41	Long Term
HACHIJUNI BANK LTD ADR	02/19/10	09/27/12	30.00	1,720.46	1,642.50	77.96	Long Term
HOME RETAIL GROUP PLC	01/07/11	09/27/12	18.00	103.86	228.99	(125.13)	Long Term
HOME RETAIL GROUP PLC	01/10/11	09/27/12	83.00	478.90	1,056.14	(577.24)	Long Term
HOME RETAIL GROUP PLC	03/10/11	09/27/12	55.00	317.34	700.52	(383.18)	Long Term
HOME RETAIL GROUP PLC	06/09/11	09/27/12	190.00	1,096.27	2,267.63	(1,171.36)	Long Term
HOME RETAIL GROUP PLC	09/09/11	09/27/12	129.00	744.31	890.10	(145.79)	Long Term
KINROSS GOLD CORP NEW	02/19/10	09/27/12	128.00	1,287.70	2,372.91	(1,085.21)	Long Term
KINROSS GOLD CORP NEW	07/08/10	09/27/12	70.00	704.21	1,107.11	(402.90)	Long Term
KINROSS GOLD CORP NEW	08/18/10	09/27/12	58.00	583.50	897.03	(313.53)	Long Term
KINROSS GOLD CORP NEW	01/21/11	09/27/12	126.00	1,267.58	2,162.84	(895.26)	Long Term
KINROSS GOLD CORP NEW	02/24/11	09/27/12	75.00	754.51	1,172.50	(417.99)	Long Term
KOREA ELECTRIC POWER CRP	05/15/09	09/27/12	110.00	1,358.67	1,283.35	75.32	Long Term
KOREA ELECTRIC POWER CRP	08/14/09	09/27/12	40.00	494.06	517.97	(23.91)	Long Term
KOREA ELECTRIC POWER CRP	02/19/10	09/27/12	138.00	1,704.50	2,305.64	(601.14)	Long Term
KOREA ELECTRIC POWER CRP	04/16/10	09/27/12	97.00	1,198.10	1,595.69	(397.59)	Long Term
KOREA ELECTRIC POWER CRP	11/23/10	09/27/12	93.00	1,148.69	1,143.90	4.79	Long Term
MARINE HARVEST ASA ADR	08/25/11	09/27/12	43.00	697.87	480.40	217.47	Long Term
MARINE HARVEST ASA ADR	09/09/11	09/27/12	169.00	2,742.81	1,842.34	900.47	Long Term

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Description	Trade Date	Date sold	Quantity	Proceeds	Cost	Gain/Loss	Type
MS&AD INS GROUP HLDGS ADR	02/19/10	09/27/12	197.00	1,711.89	2,344.30	(632.41)	Long Term
MS&AD INS GROUP HLDGS ADR	08/13/10	09/27/12	221.00	1,920.45	2,544.86	(624.41)	Long Term
MS&AD INS GROUP HLDGS ADR	04/13/11	09/27/12	62.00	538.76	683.09	(144.33)	Long Term
MS&AD INS GROUP HLDGS ADR	04/14/11	09/27/12	59.00	512.70	655.32	(142.62)	Long Term
MS&AD INS GROUP HLDGS ADR	04/15/11	09/27/12	206.00	1,790.10	2,293.87	(503.77)	Long Term
NEWCREST MINING LTD SPON	02/19/10	09/27/12	48.00	1,425.09	1,377.60	47.49	Long Term
NEWCREST MINING LTD SPON	05/28/10	09/27/12	66.00	1,959.49	1,806.28	153.21	Long Term
NINTENDO LTD ADR NEW	02/19/10	09/27/12	66.00	1,054.65	2,197.80	(1,143.15)	Long Term
NINTENDO LTD ADR NEW	10/04/10	09/27/12	57.00	910.84	1,808.25	(897.41)	Long Term
NINTENDO LTD ADR NEW	05/24/11	09/27/12	5.00	79.90	140.14	(60.24)	Long Term
NINTENDO LTD ADR NEW	05/25/11	09/27/12	28.00	447.43	790.29	(342.86)	Long Term
NINTENDO LTD ADR NEW	08/01/11	09/27/12	97.00	1,550.02	1,921.71	(371.69)	Long Term
NIPPON TELEG & TEL CORP	05/14/09	09/27/12	6.00	145.64	124.49	21.15	Long Term
NIPPON TELEG & TEL CORP	02/19/10	09/27/12	324.00	7,864.43	6,968.59	895.84	Long Term
NIPPON TELEG & TEL CORP	12/15/10	09/27/12	61.00	1,480.65	1,387.41	93.24	Long Term
NOKIA CORP SPONS ADR	04/30/10	09/27/12	26.00	69.25	316.49	(247.24)	Long Term
NOKIA CORP SPONS ADR	05/24/10	09/27/12	71.00	189.10	715.33	(526.23)	Long Term
NOKIA CORP SPONS ADR	02/11/11	09/27/12	251.00	668.52	2,363.49	(1,694.97)	Long Term
NOKIA CORP SPONS ADR	03/16/11	09/27/12	100.00	266.35	806.47	(540.12)	Long Term
NOKIA CORP SPONS ADR	05/31/11	09/27/12	225.00	599.27	1,582.18	(982.91)	Long Term
GAZPROM LEVEL 1 ADR	10/15/10	09/27/12	119.00	1,211.39	1,277.33	(65.94)	Long Term
GAZPROM LEVEL 1 ADR	08/11/11	09/27/12	275.00	2,799.44	2,960.49	(161.05)	Long Term
PANASONIC CORP SPON ADR	05/14/09	09/27/12	99.00	663.48	1,456.14	(792.66)	Long Term
PANASONIC CORP SPON ADR	09/27/10	09/27/12	289.00	1,936.83	3,979.44	(2,042.61)	Long Term
PANASONIC CORP SPON ADR	03/17/11	09/27/12	109.00	730.50	1,290.79	(560.29)	Long Term
POLYUS GOLD INTL LTD	07/22/11	09/27/12	369.00	1,258.26	1,306.26	(48.00)	Long Term
POLYUS GOLD INTL LTD	08/03/11	09/27/12	405.00	1,381.02	1,457.15	(76.13)	Long Term
POLYUS GOLD INTL LTD	08/12/11	09/27/12	265.00	903.63	874.50	29.13	Long Term
ROHM CO LTD ADR	05/15/09	09/27/12	38.00	650.16	1,240.70	(590.54)	Long Term
ROHM CO LTD ADR	02/19/10	09/27/12	54.00	923.92	1,827.90	(903.98)	Long Term
ROHM CO LTD ADR	11/08/10	09/27/12	103.00	1,762.29	3,171.93	(1,409.64)	Long Term

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Description	Trade Date	Date sold	Quantity	Proceeds	Cost	Gain/Loss	Type
SANOFI SPON ADR	05/14/09	09/27/12	67.00	2,968.27	2,046.15	922.12	Long Term
SANOFI SPON ADR	02/19/10	09/27/12	101.00	4,474.55	3,715.59	758.96	Long Term
SEKISUI HOUSE LTD SPON	05/14/09	09/27/12	31.00	310.61	287.68	22.93	Long Term
SEKISUI HOUSE LTD SPON	02/19/10	09/27/12	321.00	3,216.35	3,033.45	182.90	Long Term
SEKISUI HOUSE LTD SPON	06/23/11	09/27/12	70.00	701.38	626.98	74.40	Long Term
SEKISUI HOUSE LTD SPON	06/24/11	09/27/12	35.00	350.69	314.72	35.97	Long Term
SEVEN & I HLDGS CO LTD	02/19/10	09/27/12	90.00	5,586.17	3,870.00	1,716.17	Long Term
SHISEIDO CO LTD SPONS	02/19/10	09/27/12	158.00	2,224.59	3,357.50	(1,132.91)	Long Term
SHISEIDO CO LTD SPONS	06/01/11	09/27/12	175.00	2,463.94	2,976.24	(512.30)	Long Term
SIEMENS A G SPON ADR	02/19/10	09/27/12	36.00	3,643.47	3,184.22	459.25	Long Term
SK TELECOM CO LTD ADR	05/14/09	09/27/12	130.00	1,890.16	2,076.18	(186.02)	Long Term
SK TELECOM CO LTD ADR	08/20/09	09/27/12	33.00	479.81	521.21	(41.40)	Long Term
SK TELECOM CO LTD ADR	02/19/10	09/27/12	358.00	5,205.20	6,124.31	(919.11)	Long Term
SK TELECOM CO LTD ADR	02/25/11	09/27/12	64.00	930.54	1,119.97	(189.43)	Long Term
SK TELECOM CO LTD ADR	02/28/11	09/27/12	46.00	668.82	807.20	(138.38)	Long Term
SUMITOMO MITSUI TRUST	04/01/11	09/27/12	1236.00	3,633.75	4,326.00	(692.25)	Long Term
SWISSCOM AG SPON ADR	05/06/10	09/27/12	166.00	6,770.98	5,560.47	1,210.51	Long Term
TELECOM ITALIA SPA NEW	05/14/09	09/27/12	298.00	2,595.52	2,760.22	(164.70)	Long Term
TELECOM ITALIA SPA NEW	02/19/10	09/27/12	492.00	4,285.22	5,763.78	(1,478.56)	Long Term
TOYOTA MOTOR CORP NEW	09/09/10	09/27/12	10.00	800.38	699.16	101.22	Long Term
TOYOTA MOTOR CORP NEW	09/10/10	09/27/12	16.00	1,280.61	1,129.72	150.89	Long Term
TOYOTA MOTOR CORP NEW	10/20/10	09/27/12	32.00	2,561.22	2,292.77	268.45	Long Term
VODAFONE GROUP PLC NEW	05/14/09	09/27/12	12.00	346.71	230.86	115.85	Long Term
VODAFONE GROUP PLC NEW	02/19/10	09/27/12	219.00	6,327.54	4,813.07	1,514.47	Long Term
WACOAL HOLDINGS CORP ADR	02/19/10	09/27/12	71.00	4,237.89	4,021.54	216.35	Long Term
WOLTERS KLUWER NV	05/14/09	09/27/12	91.00	1,722.59	1,666.21	56.38	Long Term
WOLTERS KLUWER NV	02/22/10	09/27/12	179.00	3,388.39	3,651.60	(263.21)	Long Term
WOLTERS KLUWER NV	08/08/11	09/27/12	76.00	1,438.65	1,388.21	50.44	Long Term
Total Long Term				\$ 213,682.92	\$ 258,469.94	\$ (44,787.02)	

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Description	Trade Date	Date sold	Quantity	Proceeds	Cost	Gain/Loss	Type
AGCO CORP	08/17/11	06/12/12	5.00	204.44	195.13	9.31	Short Term
AGCO CORP	08/18/11	06/12/12	66.00	2,698.64	2,455.00	243.64	Short Term
AKZO NOBEL NV ADR	08/30/11	06/12/12	192.00	3,031.61	3,093.17	(61.56)	Short Term
ALLIANT TECHSYSTEMS INC	07/07/11	06/12/12	14.00	660.04	1,010.15	(350.11)	Short Term
ALLIANT TECHSYSTEMS INC	08/02/11	06/12/12	70.00	3,300.19	4,434.94	(1,134.75)	Short Term
ALLIANT TECHSYSTEMS INC	09/12/11	06/12/12	40.00	1,885.82	2,263.74	(377.92)	Short Term
AMERICAN INTL GROUP INC	07/20/11	06/12/12	57.00	1,703.83	1,612.17	91.66	Short Term
AMERICAN INTL GROUP INC	08/09/11	06/12/12	151.00	4,513.67	3,524.87	988.80	Short Term
AMERICAN INTL GROUP INC	11/21/11	06/12/12	109.00	3,258.21	2,824.77	433.44	Short Term
AMERICAN INTL GROUP INC	05/17/12	06/12/12	113.00	3,377.77	3,326.29	51.48	Short Term
AMERICAN INTL GROUP INC	05/18/12	06/12/12	119.00	3,557.13	3,415.09	142.04	Short Term
AON PLC	07/07/11	06/12/12	79.00	3,680.19	4,104.68	(424.49)	Short Term
AON PLC	03/30/12	06/12/12	67.00	3,121.17	3,288.28	(167.11)	Short Term
AON PLC	04/20/12	06/12/12	63.00	2,934.83	3,136.42	(201.59)	Short Term
ARCH COAL INC	07/07/11	06/12/12	162.00	954.17	4,391.37	(3,437.20)	Short Term
ARCH COAL INC	08/05/11	06/12/12	83.00	488.87	1,694.75	(1,205.88)	Short Term
ARCH COAL INC	08/18/11	06/12/12	171.00	1,007.19	3,079.56	(2,072.37)	Short Term
ARCH COAL INC	09/26/11	06/12/12	336.00	1,979.02	5,087.21	(3,108.19)	Short Term
ARCH COAL INC	11/22/11	06/12/12	145.00	854.05	3,684.18	(2,830.13)	Short Term
ARCH COAL INC	01/26/12	06/12/12	161.00	948.28	2,328.86	(1,380.58)	Short Term
ARCH COAL INC	02/23/12	06/12/12	246.00	1,448.93	3,377.29	(1,928.36)	Short Term
ARCH COAL INC	04/18/12	06/12/12	117.00	689.13	2,272.70	(1,583.57)	Short Term
ARCHER DANIELS MIDLAND CO	07/07/11	06/12/12	199.00	6,334.68	6,138.61	196.07	Short Term
ARCHER DANIELS MIDLAND CO	09/09/11	06/12/12	94.00	2,992.26	2,549.07	443.19	Short Term
ARCHER DANIELS MIDLAND CO	04/10/12	06/12/12	45.00	1,432.47	1,386.83	45.64	Short Term
AXIS CAPITAL HOLDINGS	07/07/11	06/12/12	220.00	7,192.36	6,845.78	346.58	Short Term
AXIS CAPITAL HOLDINGS	04/02/12	06/12/12	63.00	2,059.63	2,094.59	(34.96)	Short Term
BARRICK GOLD CORP CAD	07/07/11	06/12/12	449.00	17,269.95	20,958.06	(3,688.11)	Short Term
BARRICK GOLD CORP CAD	09/27/11	06/12/12	33.00	1,269.28	1,599.47	(330.19)	Short Term
BARRICK GOLD CORP CAD	01/26/12	06/12/12	35.00	1,346.21	1,706.95	(360.74)	Short Term
BEST BUY CO INC	07/07/11	06/12/12	268.00	5,320.56	8,669.59	(3,349.03)	Short Term

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Description	Trade Date	Date sold	Quantity	Proceeds	Cost	Gain/Loss	Type
CAMECO CORP CANADA CAD	08/04/11	06/12/12	917.00	17,745.38	22,579.47	(4,834.09)	Short Term
CENTRAIS ELETRICAS BRAS	07/07/11	06/12/12	620.00	5,683.10	10,397.40	(4,714.30)	Short Term
CENTRAIS ELETRICAS BRAS	08/18/11	06/12/12	130.00	1,191.62	1,725.07	(533.45)	Short Term
CHESAPEAKE ENERGY CORP	09/26/11	06/12/12	58.00	1,015.17	1,513.57	(498.40)	Short Term
CHESAPEAKE ENERGY CORP	11/21/11	06/12/12	63.00	1,102.68	1,829.88	(727.20)	Short Term
CHESAPEAKE ENERGY CORP	01/09/12	06/12/12	194.00	3,395.56	4,558.34	(1,162.78)	Short Term
CHESAPEAKE ENERGY CORP	01/20/12	06/12/12	290.00	5,075.85	6,024.00	(948.15)	Short Term
CHESAPEAKE ENERGY CORP	01/24/12	06/12/12	110.00	1,925.32	2,450.62	(525.30)	Short Term
CHESAPEAKE ENERGY CORP	02/10/12	06/12/12	129.00	2,257.87	2,844.30	(586.43)	Short Term
CISCO SYSTEMS INC	07/07/11	06/12/12	359.00	6,013.83	5,647.07	366.76	Short Term
CISCO SYSTEMS INC	05/16/12	06/12/12	218.00	3,651.85	3,629.70	22.15	Short Term
COMPUTER SCIENCES	08/05/11	06/12/12	28.00	691.49	916.57	(225.08)	Short Term
COMPUTER SCIENCES	08/11/11	06/12/12	142.00	3,506.84	4,078.52	(571.68)	Short Term
COMPUTER SCIENCES	12/01/11	06/12/12	118.00	2,914.13	2,904.81	9.32	Short Term
CONS ENERGY INC	01/06/12	06/12/12	183.00	4,985.33	7,054.54	(2,069.21)	Short Term
CONS ENERGY INC	02/15/12	06/12/12	129.00	3,514.25	4,639.55	(1,125.30)	Short Term
CORNING INC	03/30/12	06/12/12	254.00	3,314.62	3,589.02	(274.40)	Short Term
CORNING INC	04/19/12	06/12/12	251.00	3,275.48	3,436.17	(160.69)	Short Term
DENDREON CORP	03/30/12	06/12/12	340.00	2,131.79	3,632.34	(1,500.55)	Short Term
DENDREON CORP	03/30/12	06/12/12	341.00	2,138.05	3,625.30	(1,487.25)	Short Term
DENDREON CORP	05/08/12	06/12/12	438.00	2,746.24	3,982.19	(1,235.95)	Short Term
DEVON ENERGY CORP NEW	02/07/12	06/12/12	115.00	6,603.45	7,390.76	(787.31)	Short Term
ELECTRICITE DE FRANCE ADR	07/07/11	06/12/12	1572.00	5,973.46	12,293.04	(6,319.58)	Short Term
ELECTRICITE DE FRANCE ADR	07/20/11	06/12/12	317.00	1,204.57	2,383.68	(1,179.11)	Short Term
ELECTRICITE DE FRANCE ADR	01/27/12	06/12/12	478.00	1,816.36	2,201.67	(385.31)	Short Term
ENDURANCE SPECIALTY	07/07/11	06/12/12	98.00	3,780.75	4,075.98	(295.23)	Short Term
ENDURANCE SPECIALTY	08/02/11	06/12/12	15.00	578.69	600.57	(21.88)	Short Term
ENDURANCE SPECIALTY	12/12/11	06/12/12	73.00	2,816.28	2,693.66	122.62	Short Term
ENDURANCE SPECIALTY	03/30/12	06/12/12	79.00	3,047.75	3,207.04	(159.29)	Short Term
ERICSSON SEK 10 NEW 2002	01/25/12	06/12/12	418.00	3,704.39	3,594.77	109.62	Short Term
EXELON CORP	07/07/11	06/12/12	343.00	12,887.35	14,820.10	(1,932.75)	Short Term

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Description	Trade Date	Date sold	Quantity	Proceeds	Cost	Gain/Loss	Type
FINMECCANICA SPA ADR	08/05/11	06/12/12	1163.00	1,953.79	4,027.00	(2,073.21)	Short Term
FINMECCANICA SPA ADR	01/24/12	06/12/12	506.00	850.06	1,124.48	(274.42)	Short Term
FOREST LABORATORIES	07/07/11	06/12/12	155.00	5,359.78	6,120.53	(760.75)	Short Term
FOREST LABORATORIES	11/21/11	06/12/12	34.00	1,175.69	988.59	187.10	Short Term
FOREST LABORATORIES	12/08/11	06/12/12	46.00	1,590.65	1,368.04	222.61	Short Term
FOREST LABORATORIES	04/27/12	06/12/12	71.00	2,455.12	2,484.28	(29.16)	Short Term
HESS CORP	07/28/11	06/12/12	29.00	1,274.07	2,043.30	(769.23)	Short Term
HESS CORP	08/04/11	06/12/12	69.00	3,031.42	4,222.94	(1,191.52)	Short Term
HESS CORP	08/10/11	06/12/12	76.00	3,338.96	4,154.16	(815.20)	Short Term
HESS CORP	01/26/12	06/12/12	23.00	1,010.47	1,267.24	(256.77)	Short Term
IMPALA PLATINUM HLDG LTD	07/19/11	06/12/12	28.00	445.47	728.43	(282.96)	Short Term
IMPALA PLATINUM HLDG LTD	08/10/11	06/12/12	81.00	1,288.68	1,824.53	(535.85)	Short Term
IMPALA PLATINUM HLDG LTD	08/31/11	06/12/12	70.00	1,113.68	1,798.77	(685.09)	Short Term
IMPALA PLATINUM HLDG LTD	02/22/12	06/12/12	135.00	2,147.80	2,825.77	(677.97)	Short Term
IMPALA PLATINUM HLDG LTD	03/08/12	06/12/12	78.00	1,240.95	1,620.26	(379.31)	Short Term
INGRAM MICRO INC	07/07/11	06/12/12	577.00	10,058.78	10,609.41	(550.63)	Short Term
KINROSS GOLD CORP NEW	07/07/11	06/12/12	906.00	7,528.78	15,220.10	(7,691.32)	Short Term
KINROSS GOLD CORP NEW	09/27/11	06/12/12	334.00	2,775.51	5,163.29	(2,387.78)	Short Term
KINROSS GOLD CORP NEW	10/18/11	06/12/12	267.00	2,218.75	3,716.63	(1,497.88)	Short Term
KINROSS GOLD CORP NEW	01/26/12	06/12/12	357.00	2,966.64	4,066.23	(1,099.59)	Short Term
KINROSS GOLD CORP NEW	02/09/12	06/12/12	185.00	1,537.33	2,062.75	(525.42)	Short Term
KINROSS GOLD CORP NEW	04/03/12	06/12/12	234.00	1,944.52	2,328.30	(383.78)	Short Term
KROGER COMPANY	07/07/11	06/12/12	331.00	7,110.55	8,423.66	(1,313.11)	Short Term
KROGER COMPANY	02/29/12	06/12/12	146.00	3,136.37	3,488.41	(352.04)	Short Term
KROGER COMPANY	06/04/12	06/12/12	99.00	2,126.72	2,140.38	(13.66)	Short Term
KT CORP SPON ADR	01/24/12	06/12/12	480.00	5,756.65	7,158.67	(1,402.02)	Short Term
LILLY ELI & CO	07/07/11	06/12/12	253.00	10,507.68	9,544.91	962.77	Short Term
LOCKHEED MARTIN CORP	07/07/11	06/12/12	38.00	3,166.47	3,088.92	77.55	Short Term
LOCKHEED MARTIN CORP	06/04/12	06/12/12	39.00	3,249.79	3,164.70	85.09	Short Term
LOEWS CORP	04/25/12	06/12/12	172.00	6,799.61	6,980.07	(180.46)	Short Term
LOEWS CORP	05/08/12	06/12/12	160.00	6,325.21	6,463.36	(138.15)	Short Term

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Description	Trade Date	Date sold	Quantity	Proceeds	Cost	Gain/Loss	Type
LOEWS CORP	06/01/12	06/12/12	77.00	3,044.01	2,962.50	81.51	Short Term
MANPOWERGROUP INC	05/08/12	06/12/12	86.00	3,053.34	3,352.91	(299.57)	Short Term
MICROSOFT CORP	07/07/11	06/12/12	485.00	14,134.51	12,938.94	1,195.57	Short Term
MICROSOFT CORP	11/21/11	06/12/12	56.00	1,632.03	1,405.02	227.01	Short Term
MOLSON COORS BREWING CO	05/30/12	06/12/12	165.00	6,375.95	6,468.63	(92.68)	Short Term
MOLSON COORS BREWING CO	05/31/12	06/12/12	163.00	6,298.66	6,296.15	2.51	Short Term
MOSAIC CO	07/07/11	06/12/12	65.00	3,140.98	4,556.20	(1,415.22)	Short Term
MOSAIC CO	08/08/11	06/12/12	41.00	1,981.23	2,361.18	(379.95)	Short Term
MOSAIC CO	11/10/11	06/12/12	29.00	1,401.36	1,622.16	(220.80)	Short Term
MOSAIC CO	04/19/12	06/12/12	69.00	3,334.27	3,503.69	(169.42)	Short Term
MOSAIC CO	04/20/12	06/12/12	65.00	3,140.97	3,338.24	(197.27)	Short Term
MOSAIC CO	05/18/12	06/12/12	72.00	3,479.24	3,352.10	127.14	Short Term
NEWCREST MINING LTD SPON	07/07/11	06/12/12	319.00	7,859.98	13,283.16	(5,423.18)	Short Term
NEWMONT MINING CORP	07/07/11	06/12/12	251.00	12,641.03	13,854.52	(1,213.49)	Short Term
NEWMONT MINING CORP	01/26/12	06/12/12	49.00	2,467.77	2,954.70	(486.93)	Short Term
NEWMONT MINING CORP	02/15/12	06/12/12	89.00	4,482.28	5,317.31	(835.03)	Short Term
NII HOLDINGS INC CL B	01/27/12	06/12/12	357.00	4,002.74	7,361.81	(3,359.07)	Short Term
NII HOLDINGS INC CL B	03/05/12	06/12/12	71.00	796.06	1,236.17	(440.11)	Short Term
NTHN TRUST CORP	09/28/11	06/12/12	148.00	6,456.13	5,214.73	1,241.40	Short Term
GAZPROM LEVEL 1 ADR	05/22/12	06/12/12	345.00	3,239.48	3,111.90	127.58	Short Term
GAZPROM LEVEL 1 ADR	05/30/12	06/12/12	354.00	3,323.98	3,200.17	123.81	Short Term
GAZPROM LEVEL 1 ADR	06/01/12	06/12/12	375.00	3,521.17	3,311.25	209.92	Short Term
OLD REPUBLIC INTL CORP	07/07/11	06/12/12	24.00	242.92	289.85	(46.93)	Short Term
OLD REPUBLIC INTL CORP	08/10/11	06/12/12	283.00	2,864.46	2,731.77	132.69	Short Term
OLD REPUBLIC INTL CORP	08/17/11	06/12/12	200.00	2,024.35	1,984.00	40.35	Short Term
OLD REPUBLIC INTL CORP	11/02/11	06/12/12	181.00	1,832.04	1,538.49	293.55	Short Term
OLD REPUBLIC INTL CORP	11/17/11	06/12/12	338.00	3,421.16	3,601.80	(180.64)	Short Term
P.T. TELEKOMUNIKASI	02/15/12	06/12/12	121.00	3,846.78	3,712.44	134.34	Short Term
PEABODY ENERGY CORP	02/15/12	06/12/12	130.00	3,023.29	4,569.84	(1,546.55)	Short Term
PEABODY ENERGY CORP	02/23/12	06/12/12	83.00	1,930.25	2,941.52	(1,011.27)	Short Term
PETROBAS ENERGIA SA ADR	03/22/12	06/12/12	210.00	1,607.26	2,740.73	(1,133.47)	Short Term

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Description	Trade Date	Date sold	Quantity	Proceeds	Cost	Gain/Loss	Type
PETROBAS ENERGIA SA ADR	03/23/12	06/12/12	70.00	535.75	914.20	(378.45)	Short Term
RUSHHYDRO SPON ADR	07/07/11	06/12/12	2490.00	6,000.76	12,599.40	(6,598.64)	Short Term
RUSHHYDRO SPON ADR	11/14/11	06/12/12	315.00	759.13	1,220.91	(461.78)	Short Term
SHAW GROUP INC	07/07/11	06/12/12	80.00	2,096.34	2,287.20	(190.86)	Short Term
SHAW GROUP INC	07/20/11	06/12/12	102.00	2,672.84	2,614.16	58.68	Short Term
SHAW GROUP INC	08/08/11	06/12/12	110.00	2,882.47	2,408.58	473.89	Short Term
SMITHFIELD FOODS INC	04/16/12	06/12/12	167.00	3,215.34	3,417.86	(202.52)	Short Term
SMITHFIELD FOODS INC	04/19/12	06/12/12	171.00	3,292.36	3,497.96	(205.60)	Short Term
SMITHFIELD FOODS INC	04/26/12	06/12/12	159.00	3,061.32	3,376.68	(315.36)	Short Term
SOUTHWEST AIRLINES CO	09/29/11	06/12/12	127.00	1,143.13	1,087.25	55.88	Short Term
SOUTHWEST AIRLINES CO	10/11/11	06/12/12	322.00	2,898.31	2,571.72	326.59	Short Term
SOUTHWEST AIRLINES CO	11/10/11	06/12/12	223.00	2,007.22	1,830.18	177.04	Short Term
SOUTHWEST AIRLINES CO	11/14/11	06/12/12	470.00	4,230.47	3,901.29	329.18	Short Term
SOUTHWESTERN ENERGY CO	02/28/12	06/12/12	113.00	2,990.31	3,774.39	(784.08)	Short Term
STORA ENSO OYJ REPSTG	07/26/11	06/12/12	467.00	2,591.79	4,211.45	(1,619.66)	Short Term
STORA ENSO OYJ REPSTG	07/28/11	06/12/12	474.00	2,630.64	4,063.46	(1,432.82)	Short Term
STORA ENSO OYJ REPSTG	09/20/11	06/12/12	308.00	1,709.36	1,964.86	(255.50)	Short Term
STORA ENSO OYJ REPSTG	03/29/12	06/12/12	253.00	1,404.12	1,872.25	(468.13)	Short Term
SUMITOMO MITSUI TRUST	05/10/12	06/12/12	2468.00	6,194.54	7,230.25	(1,035.71)	Short Term
TALISMAN ENERGY INC CAD	10/13/11	06/12/12	595.00	6,399.97	7,571.97	(1,172.00)	Short Term
TALISMAN ENERGY INC CAD	01/23/12	06/12/12	281.00	3,022.51	3,391.39	(368.88)	Short Term
TALISMAN ENERGY INC CAD	02/07/12	06/12/12	293.00	3,151.58	3,676.93	(525.35)	Short Term
TECH DATA CORP	07/07/11	06/12/12	129.00	6,051.87	6,354.17	(302.30)	Short Term
TEVA PHARMACEUTICALS IND	09/14/11	06/12/12	101.00	3,928.03	3,809.54	118.49	Short Term
TEVA PHARMACEUTICALS IND	12/08/11	06/12/12	30.00	1,166.74	1,198.72	(31.98)	Short Term
TEVA PHARMACEUTICALS IND	05/09/12	06/12/12	25.00	972.29	1,055.99	(83.70)	Short Term
TIME WARNER CABLE INC	07/07/11	06/12/12	64.00	4,941.71	5,140.34	(198.63)	Short Term
TIME WARNER CABLE INC	11/15/11	06/12/12	21.00	1,621.50	1,300.09	321.41	Short Term
TIME WARNER CABLE INC	05/18/12	06/12/12	41.00	3,165.79	3,069.88	95.91	Short Term
TRANSOCEAN LTD CHF	01/10/12	06/12/12	88.00	3,759.58	3,589.10	170.48	Short Term
TURKCELL ILETISIM	07/07/11	06/12/12	692.00	7,860.94	9,497.71	(1,636.77)	Short Term

Perkins-Prothro Foundation
UBS Account #3A 04202 20
1/1/12- 12/31/12

Description	Trade Date	Date sold	Quantity	Proceeds	Cost	Gain/Loss	Type
UBS AG REGS ORD	05/11/12	06/12/12	560.00	6,474.79	6,783.95	(309.16)	Short Term
VIVENDI SA ADR	11/18/11	06/12/12	365.80	6,192.85	7,618.19	(1,425.34)	Short Term
VIVENDI SA ADR	03/20/12	06/12/12	234.20	3,964.92	4,201.57	(236.65)	Short Term
WAL MART STORES INC	07/07/11	06/12/12	142.00	9,593.80	7,717.32	1,876.48	Short Term
WALGREEN CO	01/20/12	06/12/12	106.00	3,285.22	3,518.79	(233.57)	Short Term
WALGREEN CO	01/20/12	06/12/12	54.00	1,673.60	1,799.11	(125.51)	Short Term
WALGREEN CO	03/05/12	06/12/12	69.00	2,138.49	2,289.21	(150.72)	Short Term
WALGREEN CO	03/20/12	06/12/12	97.00	3,006.28	3,287.82	(281.54)	Short Term
WALGREEN CO	04/20/12	06/12/12	61.00	1,890.55	2,197.07	(306.52)	Short Term
WEATHERFORD INTL LTD CHF	08/25/11	06/12/12	248.00	3,005.72	3,804.32	(798.60)	Short Term
WEATHERFORD INTL LTD CHF	09/27/11	06/12/12	273.00	3,308.71	3,832.92	(524.21)	Short Term
WEATHERFORD INTL LTD CHF	04/26/12	06/12/12	198.00	2,399.72	2,927.43	(527.71)	Short Term
WSTN DIGITAL CORP	08/19/11	06/12/12	42.00	1,272.72	1,115.52	157.20	Short Term
WSTN DIGITAL CORP	11/01/11	06/12/12	166.00	5,030.26	4,345.80	684.46	Short Term
ZIMMER HOLDINGS INC	12/08/11	06/12/12	110.00	6,631.41	5,289.27	1,342.14	Short Term
VIVENDI SA ADR	03/20/12	06/22/12	20.00	350.82	358.80	(7.98)	Short Term
KINDER MORGAN MGMT LLC	06/12/12	08/14/12	0.39	28.81	27.17	1.64	Short Term
ACTIVISION BLIZZARD INC	06/12/12	08/17/12	2.00	23.97	23.34	0.63	Short Term
ADVENT SOFTWARE INC	06/12/12	08/17/12	53.00	1,237.52	1,376.59	(139.07)	Short Term
CELIA'S INC	06/12/12	08/17/12	58.00	2,770.59	2,001.94	768.65	Short Term
EATON VANCE CORP NON VTG	06/12/12	08/17/12	4.00	109.71	98.43	11.28	Short Term
ENERGIZER HOLDINGS INC	06/12/12	08/17/12	9.00	607.30	667.40	(60.10)	Short Term
HASBRO INC	06/12/12	08/17/12	7.00	268.09	237.93	30.16	Short Term
HERSHEY CO	06/12/12	08/17/12	2.00	144.91	135.09	9.82	Short Term
KINDER MORGAN MGMT LLC	06/12/12	08/17/12	2.00	146.99	138.34	8.65	Short Term
LORILLARD INC	06/12/12	08/17/12	8.00	1,045.09	982.68	62.41	Short Term
MARTIN MARIETTA MATERIALS INC	06/12/12	08/17/12	2.00	156.63	133.29	23.34	Short Term
MBIA INC	06/12/12	08/17/12	66.00	726.21	625.48	100.73	Short Term
MEADWESTVACO CORP	06/12/12	08/17/12	18.00	516.40	502.64	13.76	Short Term
NEWMARKET CORP	06/12/12	08/17/12	15.00	3,717.81	3,181.10	536.71	Short Term
OLD DOMINION FREIGHT LINES INC	06/12/12	08/17/12	1.00	46.08	42.05	4.03	Short Term

Perkins-Prothro Foundation
UBS Account #3A 04202 20
1/1/12- 12/31/12

Description	Trade Date	Date sold	Quantity	Proceeds	Cost	Gain/Loss	Type
PRICESMART INC	06/12/12	08/17/12	20.00	1,482.96	1,280.22	202.74	Short Term
OLD DOMINION FREIGHT LINES INC	06/12/12	09/10/12	0.50	15.33	14.02	1.31	Short Term
AGEAS SPON ADR	04/10/12	09/27/12	74.90	1,846.24	1,497.85	348.39	Short Term
AGEAS SPON ADR	05/07/12	09/27/12	84.10	2,073.02	1,497.48	575.54	Short Term
ALUMINA LTD SPON ADR	09/28/11	09/27/12	202.00	713.71	1,131.18	(417.47)	Short Term
BARRICK GOLD CORP CAD	09/27/11	09/27/12	9.00	373.70	436.40	(62.70)	Short Term
BARRICK GOLD CORP CAD	12/15/11	09/27/12	13.00	539.79	580.20	(40.41)	Short Term
BARRICK GOLD CORP CAD	07/26/12	09/27/12	23.00	955.01	725.44	229.57	Short Term
BARRICK GOLD CORP CAD	07/27/12	09/27/12	37.00	1,536.33	1,195.02	341.31	Short Term
CARREFOUR SA SPON ADR	10/04/11	09/27/12	511.00	2,171.70	2,287.03	(115.33)	Short Term
CARREFOUR SA SPON ADR	12/19/11	09/27/12	450.00	1,912.46	2,900.87	(988.41)	Short Term
CARREFOUR SA SPON ADR	07/25/12	09/27/12	441.00	1,874.20	1,446.04	428.16	Short Term
CARREFOUR SA SPON ADR	07/31/12	09/27/12	47.00	199.75	148.54	51.21	Short Term
CREDIT SUISSE GROUP SPON	02/07/12	09/27/12	43.00	934.89	1,174.45	(239.56)	Short Term
CREDIT SUISSE GROUP SPON	07/13/12	09/27/12	79.00	1,717.59	1,374.22	343.37	Short Term
CREDIT SUISSE GROUP SPON	07/31/12	09/27/12	58.00	1,261.02	987.17	273.85	Short Term
ERICSSON SEK 10 NEW 2002	02/08/12	09/27/12	160.00	1,494.65	1,539.01	(44.36)	Short Term
ERICSSON SEK 10 NEW 2003	02/10/12	09/27/12	167.00	1,560.05	1,586.05	(26.00)	Short Term
ERICSSON SEK 10 NEW 2004	09/07/12	09/27/12	66.00	616.55	604.94	11.61	Short Term
ERICSSON SEK 10 NEW 2005	09/21/12	09/27/12	78.00	728.64	745.70	(17.06)	Short Term
HOME RETAIL GROUP PLC	05/15/12	09/27/12	99.00	571.22	514.33	56.89	Short Term
IMPALA PLATINUM HLDG LTD	02/22/12	09/27/12	42.00	683.32	879.13	(195.81)	Short Term
IMPALA PLATINUM HLDG LTD	03/06/12	09/27/12	27.00	439.28	566.71	(127.43)	Short Term
IMPALA PLATINUM HLDG LTD	08/23/12	09/27/12	66.00	1,073.80	1,081.61	(7.81)	Short Term
ING GROEP N V NL SPON ADR	05/09/12	09/27/12	107.00	882.03	705.13	176.90	Short Term
ING GROEP N V NL SPON ADR	06/27/12	09/27/12	235.00	1,937.18	1,413.36	523.82	Short Term
KINROSS GOLD CORP NEW	09/27/11	09/27/12	44.00	442.65	701.55	(258.90)	Short Term
KINROSS GOLD CORP NEW	10/17/11	09/27/12	70.00	704.21	999.36	(295.15)	Short Term
KINROSS GOLD CORP NEW	01/17/12	09/27/12	116.00	1,166.98	1,218.53	(51.55)	Short Term
KINROSS GOLD CORP NEW	05/21/12	09/27/12	108.00	1,086.50	871.79	214.71	Short Term
MANPOWERGROUP INC	07/20/12	09/27/12	39.00	1,473.50	1,335.28	138.22	Short Term

Perkins-Prothro Foundation
UBS Account #3A 04202 20
1/1/12- 12/31/12

Description	Trade Date	Date sold	Quantity	Proceeds	Cost	Gain/Loss	Type
MANPOWERGROUP INC	07/24/12	09/27/12	43.00	1,624.63	1,395.84	228.79	Short Term
MS&AD INS GROUP HLDGS	06/13/12	09/27/12	95.00	825.53	721.31	104.22	Short Term
NEWCREST MINING LTD SPON	12/16/11	09/27/12	66.00	1,959.50	2,057.48	(97.98)	Short Term
NEWCREST MINING LTD SPON	04/26/12	09/27/12	33.00	979.75	892.22	87.53	Short Term
NEWCREST MINING LTD SPON	06/29/12	09/27/12	39.00	1,157.88	894.11	263.77	Short Term
GAZPROM LEVEL 1 ADR	09/30/11	09/27/12	153.00	1,557.50	1,485.63	71.87	Short Term
GAZPROM LEVEL 1 ADR	05/21/12	09/27/12	78.00	794.02	700.82	93.20	Short Term
GAZPROM LEVEL 1 ADR	05/22/12	09/27/12	3.00	30.54	27.06	3.48	Short Term
ORKLA ASA A SHS SPON ADR	08/28/12	09/27/12	207.00	1,583.51	1,538.03	45.48	Short Term
SHISEIDO CO LTD SPONS	08/02/12	09/27/12	59.00	830.70	845.19	(14.49)	Short Term
SIEMENS A G SPON ADR	09/27/11	09/27/12	9.00	910.87	852.42	58.45	Short Term
SUMITOMO MITSUI TRUST	09/12/12	09/27/12	352.00	1,034.86	1,024.50	10.36	Short Term
TALISMAN ENERGY INC CAD	10/20/11	09/27/12	227.00	3,115.12	3,065.54	49.58	Short Term
TALISMAN ENERGY INC CAD	01/19/12	09/27/12	93.00	1,276.24	1,094.92	181.32	Short Term
TEVA PHARMACEUTICALS IND	09/10/12	09/27/12	72.00	2,961.47	2,933.31	28.16	Short Term
TEVA PHARMACEUTICALS IND	09/18/12	09/27/12	23.00	946.03	917.59	28.44	Short Term
TEVA PHARMACEUTICALS IND	09/20/12	09/27/12	18.00	740.37	721.50	18.87	Short Term
VIVENDI SA ADR	03/08/12	09/27/12	53.13	1,076.61	953.07	123.54	Short Term
VIVENDI SA ADR	04/10/12	09/27/12	88.87	1,800.64	1,477.43	323.21	Short Term
WATHERFORD INTL LTD CHF	08/23/12	09/27/12	230.00	2,933.05	2,929.40	3.65	Short Term
TENET HEALTHCARE CORP	06/12/12	10/11/12	0.75	18.23	14.21	4.02	Short Term
ACCO BRANDS CORP	06/12/12	11/12/12	239.00	1,684.07	2,291.44	(607.37)	Short Term
ACCO BRANDS CORP	08/17/12	11/12/12	52.00	366.41	365.03	1.38	Short Term
ACCO BRANDS CORP	09/27/12	11/12/12	171.00	1,204.92	1,090.54	114.38	Short Term
KNOLL INC NEW	06/12/12	11/12/12	353.00	4,860.84	4,511.23	349.61	Short Term
KNOLL INC NEW	08/17/12	11/12/12	14.00	192.78	206.22	(13.44)	Short Term
KNOLL INC NEW	09/27/12	11/12/12	193.00	2,657.62	2,701.36	(43.74)	Short Term
KINDER MORGAN MGMT LLC	06/12/12	11/14/12	0.13	9.48	8.94	0.54	Short Term
EATON VANCE CORP NON VTG	06/12/12	12/17/12	810.00	25,333.64	19,932.32	5,401.32	Short Term
ALBEMARLE CORP	06/12/12	12/24/12	2.00	123.79	118.69	5.10	Short Term
MATSON INC	06/12/12	12/24/12	91.00	2,266.82	2,255.80	11.02	Short Term

Perkins-Prothro Foundation
 UBS Account #3A 04202 20
 1/1/12- 12/31/12

Description	Trade Date	Date sold	Quantity	Proceeds	Cost	Gain/Loss	Type
UDR INC REITS	06/12/12	12/24/12	2.00	47.67	51.16	(3.49)	Short Term
Total Short Term				\$ 709,787.74	\$ 815,474.62	\$ (105,686.88)	
TOTAL				\$ 923,470.66	\$ 1,073,944.56	\$ (150,473.90)	

- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** and check this box ☒

Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** (on page 1)

Part II Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed)

Enter filer's identifying number, see instructions	
Type or print Name of exempt organization or other filer, see instructions Perkins-Prothro Foundation	Employer identification number (EIN) or 75-1247407
Number, street, and room or suite no. If a P.O. box, see instructions. 2304 Midwestern Parkway, No. 200	Social security number (SSN)
City, town or post office, state, and ZIP code. For a foreign address, see instructions. Wichita Falls, TX 76308	

Enter the Return code for the return that this application is for (file a separate application for each return)

04

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01		
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

Mark H. Prothro, Treasurer - 2304 Midwestern Parkway,

- The books are in the care of ☒ Suite 200 - Wichita Falls,, TX 76308

Telephone No. ☒ (940) 691-7770

FAX No. ☐

- If the organization does not have an office or place of business in the United States, check this box ☐

- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ☐. If this is for the whole group, check this box ☐. If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for.

4 I request an additional 3-month extension of time until November 15, 2013.

5 For calendar year 2012, or other tax year beginning , and ending .

6 If the tax year entered in line 5 is for less than 12 months, check reason: ☐ Initial return ☐ Final return
☐ Change in accounting period

7 State in detail why you need the extension

All tax information has now been received however additional time is required to complete and file an accurate return.

8a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	8a	\$	54,024.65
8b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	8b	\$	54,039.45
8c Balance due. Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	8c	\$	0.00

Signature and Verification must be completed for Part II only.

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form

Signature Mark H. Prothro Title President

Date 8-7-13

Form 8868 (Rev. 1-2013)