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Form **990-PF**Department of the Treasury
Internal Revenue Service**Return of Private Foundation**
or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation

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

OMB No 1545-0052

2012

Open to public inspection

For calendar year 2012 or tax year beginning

, and ending

Name of foundation
HELEN GREATHOUSE CHARITABLE TRUST
#010515119600

Number and street (or P.O. box number if mail is not delivered to street address) Room/suite
WELLS FARGO BANK, N.A., P.O. BOX 41629

City or town, state, and ZIP code
AUSTIN, TX 78704-9926

G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity
☐ Final return ☐ Amended return
☐ Address change ☐ Name change

H Check type of organization: ☒ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, col. (c), line 16)
\$ 33,484,377. (Part I, column (d) must be on cash basis)

J Accounting method: ☐ Cash ☒ Accrual
☐ Other (specify)

A Employer identification number
75-2691859

B Telephone number
(432) 685-5300

C If exemption application is pending, check here ☐

D 1. Foreign organizations, check here ☐
2. Foreign organizations meeting the 85% test, check here and attach computation ☐

E If private foundation status was terminated under section 507(b)(1)(A), check here ☐

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

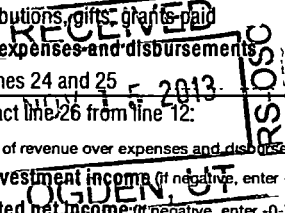
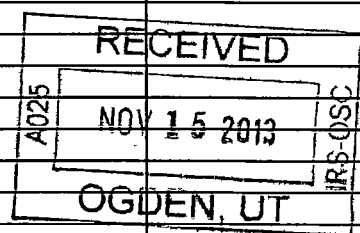
Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received				N/A	
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B					
3 Interest on savings and temporary cash investments		651.	651.		STATEMENT 1
4 Dividends and interest from securities		914,323.	846,781.		STATEMENT 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		858,969.			
b Gross sales price for all assets on line 6a		7,519,590.			
7 Capital gain net income (from Part IV, line 2)			858,969.		
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		-20,251.	-20,251.		STATEMENT 3
12 Total. Add lines 1 through 11		1,753,692.	1,686,150.		
13 Compensation of officers, directors, trustees, etc		900.	900.		0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees STMT 4		6,100.	6,100.		0.
c Other professional fees STMT 5		287,782.	215,836.		71,946.
17 Interest					
18 Taxes STMT 6		43,205.	18,204.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses STMT 7		31,852.	31,852.		0.
24 Total operating and administrative expenses. Add lines 13 through 23.		369,839.	272,892.		71,946.
25 Contributions, gifts, grants paid		836,000.			836,000.
26 Total expenses and disbursements. Add lines 24 and 25.		1,205,839.	272,892.		907,946.
27 Subtract line 26 from line 12:		547,853.			
a Excess of revenue over expenses and disbursements			1,413,258.		
b Net investment income (if negative, enter -0-)					
c Adjusted net income (if negative, enter -0-)				N/A	

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LHA For Paperwork Reduction Act Notice, see instructions.

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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			3,295,913.	2,207,681.	2,207,681.
	2 Savings and temporary cash investments					
	3 Accounts receivable ▶	208,797.				
	Less: allowance for doubtful accounts ▶			123,133.	208,797.	208,797.
	4 Pledges receivable ▶					
	Less: allowance for doubtful accounts ▶					
	5 Grants receivable					
	6 Receivables due from officers, directors, trustees, and other disqualified persons					
	7 Other notes and loans receivable ▶					
	Less: allowance for doubtful accounts ▶					
	8 Inventories for sale or use					
	9 Prepaid expenses and deferred charges					
	10a Investments - U.S. and state government obligations STMT 8			500,101.	1,341,497.	1,365,199.
	b Investments - corporate stock STMT 9			14,208,141.	14,925,551.	16,587,973.
	c Investments - corporate bonds STMT 10			6,305,675.	5,509,217.	5,652,879.
11 Investments - land, buildings, and equipment basis ▶						
Less accumulated depreciation ▶						
12 Investments - mortgage loans STMT 11			0.	101,363.	101,006.	
13 Investments - other STMT 12			5,819,407.	6,506,117.	7,360,842.	
14 Land, buildings, and equipment basis ▶						
Less accumulated depreciation ▶						
15 Other assets (describe ▶)						
16 Total assets (to be completed by all filers)			30,252,370.	30,800,223.	33,484,377.	
Liabilities	17 Accounts payable and accrued expenses					
	18 Grants payable					
	19 Deferred revenue					
	20 Loans from officers, directors, trustees, and other disqualified persons					
	21 Mortgages and other notes payable					
	22 Other liabilities (describe ▶)					
	23 Total liabilities (add lines 17 through 22)			0.	0.	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. ▶ <input type="checkbox"/>					
	24 Unrestricted					
	25 Temporarily restricted					
	26 Permanently restricted					
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ <input checked="" type="checkbox"/>					
	27 Capital stock, trust principal, or current funds			29,333,116.	29,333,116.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund			0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds			919,254.	1,467,107.	
30 Total net assets or fund balances			30,252,370.	30,800,223.		
31 Total liabilities and net assets/fund balances			30,252,370.	30,800,223.		

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	30,252,370.
2 Enter amount from Part I, line 27a	2	547,853.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	30,800,223.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	30,800,223.

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 SHORT TERM-SEE ATTACHED SCHEDULE	P	VARIOUS	VARIOUS
b LONG TERM-SEE ATTACHED SCHEDULE	P	VARIOUS	VARIOUS
c PAM GLOBAL DIVERSIFIED FUND LLC	P	VARIOUS	VARIOUS
d PAM GLOBAL DIVERSIFIED FUND LLC	P	VARIOUS	VARIOUS
e CAPITAL GAINS DIVIDENDS			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 1,664,004.		1,566,476.	97,528.
b 5,834,297.		5,044,032.	790,265.
c		20,032.	-20,032.
d		30,081.	-30,081.
e 21,289.			21,289.

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			97,528.
b			790,265.
c			-20,032.
d			-30,081.
e			21,289.

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	858,969.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8	{ }	3	N/A

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2011	1,622,138.	32,736,428.	.049551
2010	1,572,000.	31,376,029.	.050102
2009	1,674,609.	28,378,037.	.059011
2008	2,061,500.	37,372,392.	.055161
2007	2,302,000.	46,691,105.	.049303

2 Total of line 1, column (d)	2	.263128
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	.052626
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	31,915,412.
5 Multiply line 4 by line 3	5	1,679,580.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	14,133.
7 Add lines 5 and 6	7	1,693,713.
8 Enter qualifying distributions from Part XII, line 4	8	907,946.

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.

HELEN GREATHOUSE CHARITABLE TRUST

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#010515119600

75-2691859

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)		1	28,265.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b			
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		2	0.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		3	28,265.
3 Add lines 1 and 2		4	0.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		5	28,265.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-			
6 Credits/Payments:			
a 2012 estimated tax payments and 2011 overpayment credited to 2012	6a	26,802.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c	12,000.	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	38,802.	
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	18.	
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	10,519.	
11 Enter the amount of line 10 to be: Credited to 2013 estimated tax	11	0.	

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. (2) On foundation managers. ► \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ► \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? 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

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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 ► WELLS FARGO BANK, N.A. Telephone no. ► (432) 685-5300 Located at ► P.O. BOX 41629, AUSTIN, TX ZIP+4 ► 78704-9926			
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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here	N/A	1b
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?		1c
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a	At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ►		
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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did it have excess business holdings in 2012 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012.)	N/A	3b
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a
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

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

6b

X

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

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

☐ Yes ☒ No

7b

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

N/A

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1** List all officers, directors, trustees, foundation managers and their compensation.

(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		900.	0.	0.

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

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

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

0

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

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

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

0

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

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

	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	

Total. Add lines 1 through 3

0.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	22,747,183.
b	Average of monthly cash balances	1b	2,824,154.
c	Fair market value of all other assets	1c	6,830,096.
d	Total (add lines 1a, b, and c)	1d	32,401,433.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	32,401,433.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	486,021.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	31,915,412.
6	Minimum investment return. Enter 5% of line 5	6	1,595,771.

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	1,595,771.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	28,265.
b	Income tax for 2012. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	28,265.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	1,567,506.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	1,567,506.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	1,567,506.

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	907,946.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	907,946.
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.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	907,946.

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				1,567,506.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2012:				
a From 2007	66,945.			
b From 2008	332,960.			
c From 2009	267,489.			
d From 2010	83,786.			
e From 2011	36,042.			
f Total of lines 3a through e	787,222.			
4 Qualifying distributions for 2012 from Part XII, line 4: ▶ \$	907,946.			
a Applied to 2011, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2012 distributable amount				907,946.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a))	659,560.			659,560.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	127,662.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2011. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2012. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	127,662.			
10 Analysis of line 9:				
a Excess from 2008	7,834.			
b Excess from 2009	83,786.			
c Excess from 2010	36,042.			
d Excess from 2011				
e Excess from 2012				

N/A

▶

☐ 4942(j)(3) or ☐ 4942(j)(5)

(4) Gross investment income

[illegible]

Form 990-PF (2012)

HELEN GREATHOUSE CHARITABLE TRUST

Form 990-PF (2012)

#010515119600

75-2691859 Page 11

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
ALZHEIMER'S DISEASE & RELATED DISORDERS ASSOC. 4400 N. BIG SPRING #C-32 MIDLAND, TX 79705		SEC. 509(A)(2)	OPERATING EXPENSES	20,000.
APHASIA CENTER OF WEST TEXAS P.O. BOX 4782 MIDLAND, TX 79704		SEC. 509(A)(2)	OPERATING EXPENSES	15,000.
BIG BROTHERS/BIG SISTERS 1007 WEST TEXAS AVE. MIDLAND, TX 79701		SEC. 509(A)(2)	OPERATING EXPENSES	15,000.
BOY SCOUTS OF AMERICA 1101 WEST TEXAS AVE. MIDLAND, TX 79701		SEC. 509(A)(2)	OPERATING EXPENSES	20,000.
BOYS & GIRLS CLUB OF MIDLAND P.O. BOX 284 MIDLAND, TX 79702		SEC. 509(A)(2)	EDUCATIONAL ACTIVITIES	20,000.
Total	SEE CONTINUATION SHEET(S)			836,000.
b Approved for future payment				
NONE				
Total				0.

Enter gross amounts unless otherwise indicated.

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

[illegible]

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

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)				
BYNUM SCHOOL 8404 W. COUNTY ROAD 60 MIDLAND, TX 79708		SEC. 509(A)(2)	GENERAL OPERATING EXPENSES	70,000.
CAMP FIRE USA WEST TEXAS COUNCIL 310 W. WALL, SUITE 810 MIDLAND, TX 79710		SEC. 501(C)(3)	OPERATING EXPENSES	10,000.
CASA DE AMIGOS 1101 E. GARDEN LANE MIDLAND, TX 79701		SEC. 509(A)(2)	EDUCATIONAL PROGRAMS	25,000.
CASA OF WEST TEXAS 201 W. WALL ST., STE. 700 MIDLAND, TX 79701		SEC. 509(A)(2)	VOICES FOR CHILDREN PROGRAM	15,000.
CENTERS FOR CHILDREN AND FAMILIES 1004 N. BIG SPRING, SUITE 325 MIDLAND, TX 79701		SEC. 509(A)(2)	COUNSELING PROGRAM	15,000.
CHRISTMAS IN ACTION 500 S. LEE ST. MIDLAND, TX 79702		SEC. 509(A)(2)	PURCHASE MATERIALS TO RENOVATE HOMES	20,000.
COMMUNITIES IN SCHOOLS OF THE PERMIAN BASIN P.O. BOX 60594 MIDLAND, TX 79711		SEC. 501(C)(3)	OPERATING EXPENSES	25,000.
COMMUNITY AND SENIOR SERVICES 3301 SINCLAIR AVENUE MIDLAND, TX 79707		SEC. 509(A)(2)	SENIOR COMPANION PROGRAM	10,000.
COMMUNITY CHILDREN'S MINISTRY 1101 E. FRONT ST. MIDLAND, TX 79702		SEC. 501(C)(3)	OPERATING EXPENSES	60,000.
FAMILY PROMISE OF MIDLAND TEXAS, INC 2908 W. OHIO MIDLAND, TX 79701		PUBLIC CHARITY	OPERATING EXPENSES	20,000.
Total from continuation sheets				746,000.

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
GEORGE W. BUSH CHILDHOOD HOME, INC. 400 E BROADWAY ST MIDLAND, TX 79701		SEC. 509(A)(2)	EDUCATION PROGRAM FOR MISD 5TH GRADE	10,000.
GIRL SCOUTS OF THE PERMIAN BASIN 5217 N. DIXIE BLVD ODESSA, TX 79762		SEC. 509(A)(2)	OPERATING EXPENSES	10,000.
GREATER IDEAL FAMILY LIFE CENTER 301 S. TYLER STREET MIDLAND, TX 79701		SEC. 509(A)(2)	GENERAL OPERATING EXPENSES	50,000.
HARMONY HOME CHILDREN'S ADVOCACY CENTER 910-C S. GRANT AVE. ODESSA, TX 79760		SEC. 501(C)(3)	OPERATING EXPENSES	8,000.
HIGH SKY CHILDREN'S RANCH 8701 W. COUNTY ROAD 60 MIDLAND, TX 79707		SEC. 509(A)(2)	GENERAL OPERATING EXPENSES	10,000.
HILLCREST SCHOOL 3510 N. A STREET, BUILDING C MIDLAND, TX 79705		SEC. 509(A)(2)	PARTIALLY FUND SCHOLARSHIP PROGRAM	30,000.
HOSPICE OF MIDLAND INC P.O. BOX 2621 MIDLAND, TX 79701		SEC. 509(A)(2)	PURCHASE HARDWARE AND SOFTWARE	35,000.
I-20 WILDLIFE PRESERVE & J. WELCH NATURE STUDY CTR. P.O. BOX 2906 MIDLAND, TX 79702		SEC. 501(C)(3)	OPERATING EXPENSES	5,000.
JUNIOR ACHIEVEMENT OF WEST TEXAS 303 W. WALL, #807 MIDLAND, TX 79701		SEC. 509(A)(2)	OPERATING BUDGET	10,000.
LIFE CENTER 2101 W. WALL STREET MIDLAND, TX 79701		SEC. 509(A)(2)	PEER TEEN PROGRAM	30,000.
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
MANOR PARK, INC. 2208 LOOP 250 NW MIDLAND, TX 79707		SEC. 509(A)(2)	CONSTRUCTION AND FURNISHING NEW ASSISTED LIVING BLDG	250,000.
PERMIAN BASIN PUBLIC TELECOMMUNICATIONS P.O. BOX 8940 MIDLAND, TX 79708-8940		SEC. 509(A)(2)	CHILDREN'S EDUCATIONAL & OUTREACH PROGRAM	10,000.
THE BILL OF RIGHTS INSTITUTE 200 NORTH GLEBE RD., SUITE 200 ARLINGTON, VA 22203		SEC. 501(C)(3)	SCHOLARSHIPS FOR PROGRAMS	10,000.
THE GLADNEY FUND 6300 JOHN RYAN DRIVE FORT WORTH, TX 76132		SEC. 509(A)(2)	OPERATING EXPENSES	3,000.
MIDLAND CITIZEN'S FIRE ACADEMY 1500 W. WALL STREET MIDLAND, TX 79701		SEC. 501(C)(3)	OPERATING EXPENSES	5,000.
Total from continuation sheets				

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

SOURCE	AMOUNT
PAM GLOBAL DIVERSIFIED	648.
PARTNERS GROUP PRIVATE EQUITY	3.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	651.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
CAPITAL GAIN DISTRIBUTION	21,289.	21,289.	0.
DIVIDENDS - THE ENDOWMENT FUND	78,678.	0.	78,678.
DOMESTIC DIVIDENDS	269,254.	0.	269,254.
DOMESTIC INTEREST	144,470.	0.	144,470.
FOREIGN DIVIDEND INCOME	347,404.	0.	347,404.
NON-TAXABLE DIVIDENDS/RTN OF CAPITAL	67,542.	0.	67,542.
US GOVERNMENT INTEREST	6,975.	0.	6,975.
TOTAL TO FM 990-PF, PART I, LN 4	935,612.	21,289.	914,323.

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
OTHER INCOME-PAM	-25,425.	-25,425.	
OTHER INCOME-PARTNERS GROUP PRIVATE EQUITY	5,174.	5,174.	
TOTAL TO FORM 990-PF, PART I, LINE 11	-20,251.	-20,251.	

FORM 990-PF	ACCOUNTING FEES	STATEMENT	4
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	6,100.	6,100.		0.
TO FORM 990-PF, PG 1, LN 16B	6,100.	6,100.		0.

FORM 990-PF	OTHER PROFESSIONAL FEES	STATEMENT	5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FIDUCIARY FEES	287,782.	215,836.		71,946.
TO FORM 990-PF, PG 1, LN 16C	287,782.	215,836.		71,946.

FORM 990-PF	TAXES	STATEMENT	6
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL INCOME TAXES	25,001.	0.		0.
FOREIGN TAX PAID	18,204.	18,204.		0.
TO FORM 990-PF, PG 1, LN 18	43,205.	18,204.		0.

FORM 990-PF	OTHER EXPENSES	STATEMENT	7
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
OTHER EXPENSE - THE ENDOWMENT FUND	10,333.	10,333.		0.
SUPPLY EXPENSE	2,120.	2,120.		0.
UNDERWRITER EXPENSE	10,464.	10,464.		0.
OTHER EXPENSE-PAM GLOBAL	7,310.	7,310.		0.
OTHER EXPENSE-PARTNERS GROUP PRIVATE EQUITY	1,625.	1,625.		0.
	31,852.	31,852.		0.

TO FORM 990-PF, PG 1, LN 23

FORM 990-PF U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS STATEMENT 8

DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
U.S. GOVERNMENT OBLIGATION	X		1,341,497.	1,365,199.
TOTAL U.S. GOVERNMENT OBLIGATIONS			1,341,497.	1,365,199.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			1,341,497.	1,365,199.

FORM 990-PF CORPORATE STOCK STATEMENT 9

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE STOCK	14,925,551.	16,587,973.
TOTAL TO FORM 990-PF, PART II, LINE 10B	14,925,551.	16,587,973.

FORM 990-PF CORPORATE BONDS STATEMENT 10

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE OBLIGATIONS	2,617,617.	2,586,227.
CORPORATE OBLIGATIONS	986,000.	968,664.
CORPORATE OBLIGATIONS	1,905,600.	2,097,988.
TOTAL TO FORM 990-PF, PART II, LINE 10C	5,509,217.	5,652,879.

FORM 990-PF	MORTGAGE LOANS	STATEMENT	11
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
MORTGAGE BACKED SECURITIES	101,363.	101,006.
TOTAL TO FORM 990-PF, PART II, LINE 12	101,363.	101,006.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	12
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
OTHER INVESTMENTS	COST	2,742,617.	2,754,210.
OTHER INVESTMENTS	COST	3,763,500.	4,606,632.
TOTAL TO FORM 990-PF, PART II, LINE 13		6,506,117.	7,360,842.

FORM 990-PF

PART VIII - LIST OF OFFICERS, DIRECTORS
TRUSTEES AND FOUNDATION MANAGERS

STATEMENT 13

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
WELLS FARGO BANK TEXAS NA, TRUSTEE P.O. BOX 1959 MIDLAND, TX 79702	TRUSTEE 1.00	0.	0.	0.
MIKE TALLEY MIDLAND, TX 79705	ADVISORY COMMITTEE 1.00	100.	0.	0.
VICKY JAY 2810 AUBURN DRIVE MIDLAND, TX 79705	ADVISORY COMMITTEE 1.00	200.	0.	0.
JOAN BASKIN 1401 BEDFORD AVENUE MIDLAND, TX 79701	ADVISORY COMMITTEE 1.00	0.	0.	0.
FRANK K. CAHOON MIDLAND, TX 79705	ADVISORY COMMITTEE 1.00	100.	0.	0.
PAUL MORRIS MIDLAND, TX 79705	ADVISORY COMMITTEE 1.00	100.	0.	0.
BECKY FERGUSON MIDLAND, TX 79705	ADVISORY COMMITTEE 1.00	200.	0.	0.
RICHARD FOLGER MIDLAND, TX 79705	ADVISORY COMMITTEE 1.00	200.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		900.	0.	0.

FORM 990-PF

GRANT APPLICATION SUBMISSION INFORMATION
PART XV, LINES 2A THROUGH 2D

STATEMENT 14

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

WELLS FARGO BANK, N.A., ATTN: TRUST DEPARTMENT
P.O. BOX 1959
MIDLAND, TX 79702

TELEPHONE NUMBER

432-685-5300

FORM AND CONTENT OF APPLICATIONS

A FORMAL GRANT APPLICATION MUST BE COMPLETED. IN ADDITION TO THE GRANT APPLICATION, THE APPLICANT MUST SUBMIT BUDGET INFORMATION, AUDITED FINANCIAL STATEMENTS, IF ANY, AND COPY OF THE IRS DETERMINATION LETTER REGARDING TAX EXEMPT STATUS

ANY SUBMISSION DEADLINES

GRANTS ARE AWARDED SEMI-ANNUALLY GENERALLY IN JUNE AND DECEMBER.
APPLICATION DEADLINES ARE APRIL 15 AND OCTOBER 15 EACH YEAR.

RESTRICTIONS AND LIMITATIONS ON AWARDS

**Statement of Capital Gains and Losses From Sales
(WASH SALES)**

3/7/2013 08:33:42

Account Id: 010515119600

(Does not include capital gain distributions from mutual
funds or CTF's - See Tax Transaction Detail)

GREATHOUSE, HELEN CHARIT TR-MAIN 75-2691859

Trust Year Ending 12/31/2012

Type	Description	Date	Shares	Price	Fed Cost	State Cost	Fed Gain	State Gain	(Type)
							Loss Disallowed		
156782104	CERNER CORP COM								
Sold		09/18/12	455	32,518.58					
Acq		08/16/12	455	32,518.58	33,675.19	32,976.14	-1,156.61	-457.56	S
							699.05		
Total for 9/18/2012					33,675.19	32,976.14	-1,156.61	-457.56	
							699.05		
751212101	RALPH LAUREN CORP								
Sold		06/19/12	125	18,400.84					
Acq		02/28/12	125	18,400.84	21,731.96	18,400.84	-3,331.12	0.00	S
							3,331.12		
Total for 6/19/2012					21,731.96	18,400.84	-3,331.12	0.00	
							3,331.12		
Total for Account: 010515119600					55,407.15	51,376.98	-4,487.73	-457.56	
							4,030.17		
Total Proceeds (Wash Sales Only):									
				50,919.42	S/T Gain/Loss	-4,487.73	-457.56	4,030.17	
					L/T Gain/Loss	0.00	0.00	0.00	

Statement of Capital Gains and Losses From Sales

3/7/2013 08:33:42

(WASH SALES)

Account Id: 010515119600

(Does not include capital gain distributions from mutual funds or CTF's - See Tax Transaction Detail)

GREATHOUSE, HELEN CHARIT TR-MAIN 75-2691859

Trust Year Ending 12/31/2012

Type	Description	Date	Shares	Price	Fed Cost	State Cost	Fed Gain	State Gain	(Type)
							Loss Disallowed		
156782104	CERNER CORP COM								
Sold		09/18/12	455	32,518.58					
Acq		08/16/12	455	32,518.58	33,675.19	32,976.14	-1,156.61	-457.56	S
							699.05		
Total for 9/18/2012					33,675.19	32,976.14	-1,156.61	-457.56	
							699.05		
751212101	RALPH LAUREN CORP								
Sold		06/19/12	125	18,400.84					
Acq		02/28/12	125	18,400.84	21,731.96	18,400.84	-3,331.12	0.00	S
							3,331.12		
Total for 6/19/2012					21,731.96	18,400.84	-3,331.12	0.00	
							3,331.12		
Total for Account: 010515119600					55,407.15	51,376.98	-4,487.73	-457.56	
							4,030.17		
Total Proceeds (Wash Sales Only):						Fed	State	Loss Disallowed	
50,919.42				S/T Gain/Loss		-4,487.73	-457.56	4,030.17	
				L/T Gain/Loss		0.00	0.00	0.00	

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

3/7/2013 08:33:42

Account Id: 010515119600

GREATHOUSE, HELEN CHARIT TR-MAIN 75-2691859
 Trust Year Ending 12/31/2012

Type	Description	Date	Shares	Price	Fed Cost	State Cost	Fed Gain	State Gain	(Type)
002824100	ABBOTT LABORATORIES								
									010515119600
Sold		06/07/12	225	13,804.41					
Acq		05/19/04	225	13,804.41	9,258.75	9,258.75	4,545.66	4,545.66	L
		Total for 6/7/2012			9,258.75	9,258.75	4,545.66	4,545.66	
002824100	ABBOTT LABORATORIES								
									010515119600
Sold		07/05/12	777	50,346.85					
Acq		07/07/04	747	48,402.96	29,536.38	29,536.38	18,866.58	18,866.58	L
Acq		05/19/04	30	1,943.89	1,234.50	1,234.50	709.39	709.39	L
		Total for 7/5/2012			30,770.88	30,770.88	19,575.97	19,575.97	
002824100	ABBOTT LABORATORIES								
									010515119600
Sold		11/07/12	1678	108,899.93					
Acq		09/18/12	825	53,541.38	56,916.67	56,916.67	-3,375.29	-3,375.29	S
Acq		07/23/04	800	51,918.92	30,872.00	30,872.00	21,046.92	21,046.92	L
Acq		07/07/04	53	3,439.63	2,095.62	2,095.62	1,344.01	1,344.01	L
		Total for 11/7/2012			89,884.29	89,884.29	19,015.64	19,015.64	
008252108	AFFILIATED MANAGERS GROUP INC								
									010515119600
Sold		01/24/12	169	17,132.05					
Acq		06/23/11	169	17,132.05	16,453.47	16,453.47	678.58	678.58	S
		Total for 1/24/2012			16,453.47	16,453.47	678.58	678.58	
018490102	ALLERGAN INC COM								
									010515119600
Sold		09/18/12	944	84,788.56					
Acq		08/16/12	195	17,514.59	16,926.51	16,926.51	588.08	588.08	S
Acq		06/23/11	374	33,592.08	30,162.58	30,162.58	3,429.50	3,429.50	L
Acq		06/24/11	375	33,681.90	30,341.81	30,341.81	3,340.09	3,340.09	L
		Total for 9/18/2012			77,430.90	77,430.90	7,357.66	7,357.66	
023135106	AMAZON COM INC								
									010515119600
Sold		02/17/12	85	15,457.83					
Acq		06/23/11	85	15,457.83	16,239.24	16,239.24	-781.41	-781.41	S
		Total for 2/17/2012			16,239.24	16,239.24	-781.41	-781.41	
023135106	AMAZON COM INC								
									010515119600
Sold		09/18/12	422	108,877.82					
Acq		06/23/11	422	108,877.82	80,623.06	80,623.06	28,254.76	28,254.76	L
		Total for 9/18/2012			80,623.06	80,623.06	28,254.76	28,254.76	
03027X100	AMERICAN TOWER REIT								
									010515119600
Sold		02/28/12	1213	74,950.04					
Acq		06/23/11	1213	74,950.04	63,092.50	63,092.50	11,857.54	11,857.54	S
		Total for 2/28/2012			63,092.50	63,092.50	11,857.54	11,857.54	
03524A108	ANHEUSER-BUSCH INBEV SPN ADR								
									010515119600
Sold		07/05/12	120	9,413.26					
Acq		12/01/11	120	9,413.26	7,179.23	7,179.23	2,234.03	2,234.03	S
		Total for 7/5/2012			7,179.23	7,179.23	2,234.03	2,234.03	

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

Account Id: 010515119600

GREATHOUSE, HELEN CHARIT TR-MAIN 75-2691859
Trust Year Ending 12/31/2012

Type	Description	Date	Shares	Price	Fed Cost	State Cost	Fed Gain	State Gain	(Type)
03524A108	ANHEUSER-BUSCH INBEV SPN ADR				010515119600				
Sold		11/15/12	640	52,786.47					
Acq		09/18/12	640	52,786.47	54,995.65	54,995.65	-2,209.18	-2,209.18	S
	Total for 11/15/2012				54,995.65	54,995.65	-2,209.18	-2,209.18	
037833100	APPLE COMPUTER INC COM				010515119600				
Sold		02/17/12	100	50,174.11					
Acq		03/11/08	100	50,174.11	12,353.87	12,353.87	37,820.24	37,820.24	L
	Total for 2/17/2012				12,353.87	12,353.87	37,820.24	37,820.24	
037833100	APPLE COMPUTER INC COM				010515119600				
Sold		04/11/12	22	13,748.94					
Acq		03/11/08	22	13,748.94	2,717.85	2,717.85	11,031.09	11,031.09	L
	Total for 4/11/2012				2,717.85	2,717.85	11,031.09	11,031.09	
037833100	APPLE COMPUTER INC COM				010515119600				
Sold		08/31/12	55	36,546.17					
Acq		03/11/08	55	36,546.17	6,794.63	6,794.63	29,751.54	29,751.54	L
	Total for 8/31/2012				6,794.63	6,794.63	29,751.54	29,751.54	
037833100	APPLE COMPUTER INC COM				010515119600				
Sold		09/18/12	175	122,606.84					
Acq		03/11/08	175	122,606.84	21,619.27	21,619.27	100,987.57	100,987.57	L
	Total for 9/18/2012				21,619.27	21,619.27	100,987.57	100,987.57	
057224107	BAKER HUGHES INC				010515119600				
Sold		02/07/12	1383	70,753.20					
Acq		01/13/10	388	19,849.78	17,751.00	17,751.00	2,098.78	2,098.78	L
Acq		02/05/08	995	50,903.42	64,255.71	64,255.71	-13,352.29	-13,352.29	L
	Total for 2/7/2012				82,006.71	82,006.71	-11,253.51	-11,253.51	
06406HBE8	BANK OF NEW YORK MEL 4.950% 11/01/12				65642100				
Sold		11/01/12	500000	500,000.00					
Acq		07/28/09	500000	500,000.00	539,260.00	539,260.00	-39,260.00	-39,260.00	L
	Total for 11/1/2012				539,260.00	539,260.00	-39,260.00	-39,260.00	
126650100	CVS/CAREMARK CORPORATION				010515119600				
Sold		03/12/12	729	33,077.64					
Acq		06/23/11	729	33,077.64	26,773.76	26,773.76	6,303.88	6,303.88	S
	Total for 3/12/2012				26,773.76	26,773.76	6,303.88	6,303.88	
143658300	CARNIVAL CORP				010515119600				
Sold		01/11/12	1135	38,668.81					
Acq		01/13/10	1135	38,668.81	37,719.91	37,719.91	948.90	948.90	L
	Total for 1/11/2012				37,719.91	37,719.91	948.90	948.90	
148887102	CATAMARAN CORP				010515119600				
Sold		09/18/12	823	78,987.05					
Acq		02/17/12	300	28,792.36	18,148.02	18,148.02	10,644.34	10,644.34	S

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Type	Description	Date	Shares	Price	Fed Cost	State Cost	Fed Gain	State Gain	(Type)
148887102	CATAMARAN CORP				010515119600				
Sold		09/18/12	823	78,987.05					
Acq		12/09/11	523	50,194.69	30,222.08	30,222.08	19,972.61	19,972.61	S
			Total for 9/18/2012		48,370.10	48,370.10	30,616.95	30,616.95	
151020104	CELGENE CORP COM				010515119600				
Sold		08/16/12	180	12,653.27					
Acq		06/23/11	180	12,653.27	10,643.40	10,643.40	2,009.87	2,009.87	L
			Total for 8/16/2012		10,643.40	10,643.40	2,009.87	2,009.87	
151020104	CELGENE CORP COM				010515119600				
Sold		09/18/12	732	56,209.09					
Acq		11/02/11	200	15,357.67	12,653.94	12,653.94	2,703.73	2,703.73	S
Acq		06/23/11	532	40,851.42	31,457.16	31,457.16	9,394.26	9,394.26	L
			Total for 9/18/2012		44,111.10	44,111.10	12,097.99	12,097.99	
156782104	CERNER CORP COM				010515119600				
Sold		10/01/12	275	21,185.55					
Acq		08/15/12	275	21,185.55	20,273.97	20,273.97	911.58	911.58	S
			Total for 10/1/2012		20,273.97	20,273.97	911.58	911.58	
169656105	CHIPOTLE MEXICAN GRILL INC				010515119600				
Sold		03/09/12	42	16,756.44					
Acq		06/23/11	42	16,756.44	12,162.78	12,162.78	4,593.66	4,593.66	S
			Total for 3/9/2012		12,162.78	12,162.78	4,593.66	4,593.66	
169656105	CHIPOTLE MEXICAN GRILL INC				010515119600				
Sold		09/18/12	114	38,867.44					
Acq		06/26/12	25	8,523.56	10,383.50	10,383.50	-1,859.94	-1,859.94	S
Acq		06/23/11	89	30,343.88	25,773.51	25,773.51	4,570.37	4,570.37	L
			Total for 9/18/2012		36,157.01	36,157.01	2,710.43	2,710.43	
177376100	CITRIX SYS INC COM				010515119600				
Sold		09/18/12	717	57,695.12					
Acq		06/23/11	717	57,695.12	54,606.72	54,606.72	3,088.40	3,088.40	L
			Total for 9/18/2012		54,606.72	54,606.72	3,088.40	3,088.40	
189754104	COACH INC				010515119600				
Sold		09/18/12	808	48,478.99					
Acq		09/13/11	575	34,499.28	32,629.76	32,629.76	1,869.52	1,869.52	L
Acq		06/19/12	233	13,979.71	14,382.60	14,382.60	-402.89	-402.89	S
			Total for 9/18/2012		47,012.36	47,012.36	1,466.63	1,466.63	
191216100	COCA COLA CO				010515119600				
Sold		09/18/12	2154	83,164.29					
Acq		07/27/11	1680	64,863.51	57,933.62	57,933.62	6,929.89	6,929.89	L
Acq		06/19/12	474	18,300.78	17,942.90	17,942.90	357.88	357.88	S
			Total for 9/18/2012		75,876.52	75,876.52	7,287.77	7,287.77	

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(Does not include capital gain distributions from mutual funds or CTF's - See Tax Transaction Detail)

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Type	Description	Date	Shares	Price	Fed Cost	State Cost	Fed Gain	State Gain	(Type)
192446102	COGNIZANT TECH SOLUTIONS CRP COM								010515119600
Sold		09/10/12	1012	67,838.19					
Acq		02/28/12	200	13,406.76	14,278.00	14,278.00	-871.24	-871.24	S
Acq		06/23/11	812	54,431.43	58,041.68	58,041.68	-3,610.25	-3,610.25	L
Total for 9/10/2012					72,319.68	72,319.68	-4,481.49	-4,481.49	
20030N101	COMCAST CORP CLASS A								010515119600
Sold		08/16/12	215	7,329.19					
Acq		01/13/10	215	7,329.19	3,599.10	3,599.10	3,730.09	3,730.09	L
Total for 8/16/2012					3,599.10	3,599.10	3,730.09	3,730.09	
20441W203	COMPANHIA DE BEBIDAS-PRF ADR								010515119600
Sold		01/06/12	434	14,990.29					
Acq		06/23/11	434	14,990.29	13,852.37	13,852.37	1,137.92	1,137.92	S
Total for 1/6/2012					13,852.37	13,852.37	1,137.92	1,137.92	
20441W203	COMPANHIA DE BEBIDAS-PRF ADR								010515119600
Sold		09/18/12	1670	63,166.83					
Acq		06/23/11	1670	63,166.83	53,302.89	53,302.89	9,863.94	9,863.94	L
Total for 9/18/2012					53,302.89	53,302.89	9,863.94	9,863.94	
20605P101	CONCHO RESOURCES INC								010515119600
Sold		09/18/12	481	46,773.41					
Acq		11/08/11	115	11,182.83	11,359.36	11,359.36	-176.53	-176.53	S
Acq		06/23/11	366	35,590.58	31,110.00	31,110.00	4,480.58	4,480.58	L
Total for 9/18/2012					42,469.36	42,469.36	4,304.05	4,304.05	
20825C104	CONOCOPHILLIPS								010515119600
Sold		04/16/12	933	69,040.54					
Acq		01/13/10	933	69,040.54	48,932.12	48,932.12	20,108.42	20,108.42	L
Total for 4/16/2012					48,932.12	48,932.12	20,108.42	20,108.42	
20825CAU8	CONOCOPHILLIPS	6.000% 1/15/20							65642100
Sold		07/20/12	400000	512,840.00					
Acq		07/22/09	400000	512,840.00	441,784.00	441,784.00	71,056.00	71,056.00	L
Total for 7/20/2012					441,784.00	441,784.00	71,056.00	71,056.00	
22160K105	COSTCO WHOLESALE CORP								010515119600
Sold		09/18/12	617	62,916.67					
Acq		10/18/11	102	10,401.14	8,668.73	8,668.73	1,732.41	1,732.41	S
Acq		09/13/11	515	52,515.53	41,532.94	41,532.94	10,982.59	10,982.59	L
Total for 9/18/2012					50,201.67	50,201.67	12,715.00	12,715.00	
232996512	COMPANHIA DE BEBIDAS-PRF ADR								010515119600
Sold		06/21/12	4.0677	26.03					
Acq		06/23/11	4.0677	26.03	.00	.00	26.03	26.03	S *
Total for 6/21/2012					0.00	0.00	26.03	26.03	

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Type	Description	Date	Shares	Price	Fed Cost	State Cost	Fed Gain	State Gain	(Type)
30231G102	EXXON MOBIL CORPORATION					010515119600			
Sold		08/16/12	468	41,562.19					
Acq		10/12/04	468	41,562.19	13,160.17	13,160.17	28,402.02	28,402.02	L
			Total for 8/16/2012		13,160.17	13,160.17	28,402.02	28,402.02	
30249U101	FMC TECHNOLOGIES INC					010515119600			
Sold		06/19/12	1151	47,516.24					
Acq		06/23/11	1151	47,516.24	45,541.50	45,541.50	1,974.74	1,974.74	S
			Total for 6/19/2012		45,541.50	45,541.50	1,974.74	1,974.74	
311900104	FASTENAL CO					010515119600			
Sold		01/06/12	346	15,628.52					
Acq		06/23/11	346	15,628.52	11,655.57	11,655.57	3,972.95	3,972.95	S
			Total for 1/6/2012		11,655.57	11,655.57	3,972.95	3,972.95	
311900104	FASTENAL CO					010515119600			
Sold		09/18/12	703	30,383.32					
Acq		06/23/11	703	30,383.32	23,681.68	23,681.68	6,701.64	6,701.64	L
			Total for 9/18/2012		23,681.68	23,681.68	6,701.64	6,701.64	
31398AYM8	FED NATL MTG ASSN	1 750% 8/10/12				65642100			
Sold		03/07/12	400000	402,707.20					
Acq		07/22/09	400000	402,707.20	400,080.40	400,080.40	2,626.80	2,626.80	L
			Total for 3/7/2012		400,080.40	400,080.40	2,626.80	2,626.80	
31398AYM8	FED NATL MTG ASSN	1 750% 8/10/12				65642100			
Sold		08/10/12	100000	100,000.00					
Acq		07/22/09	100000	100,000.00	100,020.10	100,020.10	-20.10	-20.10	L
			Total for 8/10/2012		100,020.10	100,020.10	-20.10	-20.10	
31417YK89	FNMA POOL #MA0318	4.500% 2/01/30				65642100			
Sold		12/25/12	3422.07	3,422.07					
Acq		11/05/12	3422.07	3,422.07	3,702.25	3,702.25	-280.18	-280.18	S
			Total for 12/25/2012		3,702.25	3,702.25	-280.18	-280.18	
31417YK89	FNMA POOL #MA0318	4.500% 2/01/30				65642100			
Sold		01/25/13	2839.53	2,839.53					
Acq		11/05/12	2839.53	2,839.53	3,072.02	3,072.02	-232.49	-232.49	S
			Total for 1/25/2013		3,072.02	3,072.02	-232.49	-232.49	
31428X106	FEDEX CORPORATION					010515119600			
Sold		09/18/12	651	56,564.19					
Acq		06/23/11	466	40,489.88	42,983.74	42,983.74	-2,493.86	-2,493.86	L
Acq		06/26/12	185	16,074.31	16,216.43	16,216.43	-142.12	-142.12	S
			Total for 9/18/2012		59,200.17	59,200.17	-2,635.98	-2,635.98	
375558103	GILEAD SCIENCES INC					010515119600			
Sold		09/25/12	265	17,905.81					
Acq		09/18/12	265	17,905.81	17,763.98	17,763.98	141.83	141.83	S
			Total for 9/25/2012		17,763.98	17,763.98	141.83	141.83	

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Type	Description	Date	Shares	Price	Fed Cost	State Cost	Fed Gain	State Gain	(Type)
38141EA41	GOLDMAN SACHS GROUP	3.625% 8/01/12			65642100				
Sold		08/01/12	500000	500,000.00					
Acq		01/14/10	500000	500,000.00	520,865.00	520,865.00	-20,865.00	-20,865.00	L
		Total for 8/1/2012			520,865.00	520,865.00	-20,865.00	-20,865.00	
38259P508	GOOGLE INC				010515119600				
Sold		09/18/12	70	50,094.38					
Acq		06/23/11	27	19,322.12	12,906.27	12,906.27	6,415.85	6,415.85	L
Acq		08/30/12	18	12,881.41	12,312.52	12,312.52	568.89	568.89	S
Acq		02/17/12	25	17,890.85	15,117.00	15,117.00	2,773.85	2,773.85	S
		Total for 9/18/2012			40,335.79	40,335.79	9,758.59	9,758.59	
40425J101	HMS HLDGS CORP				010515119600				
Sold		01/06/12	520	16,235.33					
Acq		06/23/11	520	16,235.33	12,817.83	12,817.83	3,417.50	3,417.50	S
		Total for 1/6/2012			12,817.83	12,817.83	3,417.50	3,417.50	
40425J101	HMS HLDGS CORP				010515119600				
Sold		09/18/12	1463	47,915.39					
Acq		06/24/11	600	19,650.88	14,685.15	14,685.15	4,965.73	4,965.73	L
Acq		06/23/11	863	28,264.51	21,272.66	21,272.66	6,991.85	6,991.85	L
		Total for 9/18/2012			35,957.81	35,957.81	11,957.58	11,957.58	
428236103	HEWLETT PACKARD CO				010515119600				
Sold		08/30/12	1538	25,745.54					
Acq		01/13/10	1538	25,745.54	80,187.32	80,187.32	-54,441.78	-54,441.78	L
		Total for 8/30/2012			80,187.32	80,187.32	-54,441.78	-54,441.78	
45865V100	INTERCONTINENTALEXCHANGE INC				010515119600				
Sold		09/18/12	525	73,635.59					
Acq		06/23/11	525	73,635.59	61,978.88	61,978.88	11,656.71	11,656.71	L
		Total for 9/18/2012			61,978.88	61,978.88	11,656.71	11,656.71	
459200GR6	IBM CORP	2.100% 5/06/13			65642100				
Sold		03/07/12	300000	305,832.00					
Acq		01/14/10	300000	305,832.00	301,569.00	301,569.00	4,263.00	4,263.00	L
		Total for 3/7/2012			301,569.00	301,569.00	4,263.00	4,263.00	
459200GR6	IBM CORP	2.100% 5/06/13			65642100				
Sold		08/01/12	100000	101,277.40					
Acq		01/14/10	100000	101,277.40	100,523.00	100,523.00	754.40	754.40	L
		Total for 8/1/2012			100,523.00	100,523.00	754.40	754.40	
461202103	INTUIT COM				010515119600				
Sold		09/18/12	1182	70,386.76					
Acq		07/27/11	600	35,729.32	28,505.88	28,505.88	7,223.44	7,223.44	L
Acq		06/19/12	279	16,614.13	16,431.48	16,431.48	182.65	182.65	S
Acq		08/24/11	303	18,043.31	13,790.65	13,790.65	4,252.66	4,252.66	L
		Total for 9/18/2012			58,728.01	58,728.01	11,658.75	11,658.75	

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(Does not include capital gain distributions from mutual funds or CTF's - See Tax Transaction Detail)

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Type	Description	Date	Shares	Price	Fed Cost	State Cost	Fed Gain	State Gain	(Type)
46120E602	INTUITIVE SURGICAL INC								
					010515119600				
Sold		09/18/12	92	47,203.22					
Acq		08/16/12	30	15,392.35	15,473.33	15,473.33	-80.98	-80.98	S
Acq		05/18/12	62	31,810.87	31,816.94	31,816.94	-6.07	-6.07	S
		Total for 9/18/2012			47,290.27	47,290.27	-87.05	-87.05	
464285105	ISHARES GOLD TRUST								
					010515119600				
Sold		01/31/12	30790	102.59					
Acq		01/01/01	30790	102.59	56.42	56.42	46.17	46.17	L
		Total for 1/31/2012			56.42	56.42	46.17	46.17	
464285105	ISHARES GOLD TRUST								
					010515119600				
Sold		02/29/12	30790	101.74					
Acq		01/01/01	30790	101.74	57.01	57.01	44.73	44.73	L
		Total for 2/29/2012			57.01	57.01	44.73	44.73	
464285105	ISHARES GOLD TRUST								
					010515119600				
Sold		03/30/12	30790	107.32					
Acq		01/01/01	30790	107.32	61.45	61.45	45.87	45.87	L
		Total for 3/30/2012			61.45	61.45	45.87	45.87	
464285105	ISHARES GOLD TRUST								
					010515119600				
Sold		04/30/12	30790	101.54					
Acq		01/01/01	30790	101.54	58.49	58.49	43.05	43.05	L
		Total for 4/30/2012			58.49	58.49	43.05	43.05	
464285105	ISHARES GOLD TRUST								
					010515119600				
Sold		05/31/12	30790	102.31					
Acq		01/01/01	30790	102.31	61.15	61.15	41.16	41.16	L
		Total for 5/31/2012			61.15	61.15	41.16	41.16	
464285105	ISHARES GOLD TRUST								
					010515119600				
Sold		06/29/12	30790	97.28					
Acq		01/01/01	30790	97.28	58.49	58.49	38.79	38.79	L
		Total for 6/29/2012			58.49	58.49	38.79	38.79	
464285105	ISHARES GOLD TRUST								
					010515119600				
Sold		07/31/12	30790	100.69					
Acq		01/01/01	30790	100.69	60.56	60.56	40.13	40.13	L
		Total for 7/31/2012			60.56	60.56	40.13	40.13	
464285105	ISHARES GOLD TRUST								
					010515119600				
Sold		08/31/12	30790	101.08					
Acq		01/01/01	30790	101.08	57.01	57.01	44.07	44.07	L
		Total for 8/31/2012			57.01	57.01	44.07	44.07	
464285105	ISHARES GOLD TRUST								
					010515119600				
Sold		09/28/12	30790	103.37					
Acq		01/01/01	30790	103.37	55.54	55.54	47.83	47.83	L
		Total for 9/28/2012			55.54	55.54	47.83	47.83	

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Type	Description	Date	Shares	Price	Fed Cost	State Cost	Fed Gain	State Gain	(Type)
464285105	ISHARES GOLD TRUST				010515119600				
Sold		10/31/12	30790	109.49					
Acq		01/01/01	30790	109.49	61.15	61.15	48.34	48.34	L
Total for 10/31/2012					61.15	61.15	48.34	48.34	
464285105	ISHARES GOLD TRUST				010515119600				
Sold		11/30/12	30790	104.03					
Acq		01/01/01	30790	104.03	57.90	57.90	46.13	46.13	L
Total for 11/30/2012					57.90	57.90	46.13	46.13	
464285105	ISHARES GOLD TRUST				010515119600				
Sold		12/31/12	30790	106.33					
Acq		01/01/01	30790	106.33	60.27	60.27	46.06	46.06	L
Total for 12/31/2012					60.27	60.27	46.06	46.06	
50075N104	KRAFT FOODS INC				010515119600				
Sold		09/18/12	920	37,111.97					
Acq		09/10/12	920	37,111.97	37,137.73	37,137.73	-25.76	-25.76	S
Total for 9/18/2012					37,137.73	37,137.73	-25.76	-25.76	
517834107	LAS VEGAS SANDS CORP				010515119600				
Sold		09/18/12	1279	58,359.46					
Acq		10/18/11	161	7,346.27	7,291.53	7,291.53	54.74	54.74	S
Acq		01/06/12	454	20,715.55	19,167.65	19,167.65	1,547.90	1,547.90	S
Acq		09/13/11	664	30,297.64	31,840.66	31,840.66	-1,543.02	-1,543.02	L
Total for 9/18/2012					58,299.84	58,299.84	59.62	59.62	
518439104	ESTEE LAUDER COMPANIES INC				010515119600				
Sold		09/18/12	1186	72,602.33					
Acq		05/18/12	294	17,997.54	16,162.03	16,162.03	1,835.51	1,835.51	S
Acq		08/24/11	292	17,875.11	13,491.93	13,491.93	4,383.18	4,383.18	L
Acq		07/27/11	600	36,729.68	31,754.25	31,754.25	4,975.43	4,975.43	L
Total for 9/18/2012					61,408.21	61,408.21	11,194.12	11,194.12	
58405U102	MEDCO HEALTH SOLUTIONS INC				010515119600				
Sold		02/17/12	530	33,834.69					
Acq		06/23/11	530	33,834.69	28,783.29	28,783.29	5,051.40	5,051.40	S
Total for 2/17/2012					28,783.29	28,783.29	5,051.40	5,051.40	
58405U102	MEDCO HEALTH SOLUTIONS INC				010515119600				
Sold		02/29/12	4	270.75					
Acq		06/23/11	4	270.75	217.23	217.23	53.52	53.52	S
Total for 2/29/2012					217.23	217.23	53.52	53.52	
61166W101	MONSANTO CO NEW				010515119600				
Sold		09/18/12	731	65,072.16					
Acq		10/18/11	406	36,141.31	30,291.38	30,291.38	5,849.93	5,849.93	S
Acq		02/17/12	325	28,930.85	25,773.89	25,773.89	3,156.96	3,156.96	S
Total for 9/18/2012					56,065.27	56,065.27	9,006.89	9,006.89	

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

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Account Id: 010515119600

GREATHOUSE, HELEN CHARIT TR-MAIN 75-2691859
 Trust Year Ending 12/31/2012

Type	Description	Date	Shares	Price	Fed Cost	State Cost	Fed Gain	State Gain	(Type)
637071101 NATIONAL OILWELL INC COM 010515119600									
Sold		06/26/12	626	37,959.84					
Acq		01/06/12	210	12,734.13	14,876.17	14,876.17	-2,142.04	-2,142.04	S
Acq		12/09/11	416	25,225.71	30,486.44	30,486.44	-5,260.73	-5,260.73	S
Total for 6/26/2012					45,362.61	45,362.61	-7,402.77	-7,402.77	
64110D104 NETAPP INC 010515119600									
Sold		09/18/12	1124	39,764.20					
Acq		06/23/11	1124	39,764.20	57,237.22	57,237.22	-17,473.02	-17,473.02	L
Total for 9/18/2012					57,237.22	57,237.22	-17,473.02	-17,473.02	
68389X105 ORACLE CORPORATION 010515119600									
Sold		09/18/12	735	24,365.44					
Acq		06/23/11	735	24,365.44	23,504.12	23,504.12	861.32	861.32	L
Total for 9/18/2012					23,504.12	23,504.12	861.32	861.32	
68389XAG0 ORACLE CORP 5.000% 7/08/19 65642100									
Sold		07/20/12	400000	482,860.00					
Acq		07/22/09	400000	482,860.00	410,076.00	410,076.00	72,784.00	72,784.00	L
Total for 7/20/2012					410,076.00	410,076.00	72,784.00	72,784.00	
731068102 POLARIS INDS INC COM 010515119600									
Sold		09/18/12	600	48,715.24					
Acq		08/31/12	600	48,715.24	45,407.16	45,407.16	3,308.08	3,308.08	S
Total for 9/18/2012					45,407.16	45,407.16	3,308.08	3,308.08	
73755L107 POTASH CORP SASK 010515119600									
Sold		06/19/12	452	18,442.32					
Acq		06/23/11	452	18,442.32	23,585.36	23,585.36	-5,143.04	-5,143.04	S
Total for 6/19/2012					23,585.36	23,585.36	-5,143.04	-5,143.04	
73755L107 POTASH CORP SASK 010515119600									
Sold		09/18/12	1460	62,165.40					
Acq		06/23/11	1460	62,165.40	76,182.80	76,182.80	-14,017.40	-14,017.40	L
Total for 9/18/2012					76,182.80	76,182.80	-14,017.40	-14,017.40	
740189105 PRECISION CASTPARTS CORP 010515119600									
Sold		09/18/12	823	130,936.45					
Acq		06/23/11	823	130,936.45	127,219.26	127,219.26	3,717.19	3,717.19	L
Total for 9/18/2012					127,219.26	127,219.26	3,717.19	3,717.19	
741503403 PRICELINE COM INC 010515119600									
Sold		03/28/12	21	15,105.59					
Acq		06/23/11	21	15,105.59	10,213.14	10,213.14	4,892.45	4,892.45	S
Total for 3/28/2012					10,213.14	10,213.14	4,892.45	4,892.45	
741503403 PRICELINE COM INC 010515119600									
Sold		09/18/12	97	62,051.45					
Acq		08/24/11	27	17,272.05	13,004.00	13,004.00	4,268.05	4,268.05	L
Acq		06/23/11	39	24,948.52	18,967.26	18,967.26	5,981.26	5,981.26	L

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

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Account Id: 010515119600

GREATHOUSE, HELEN CHARIT TR-MAIN 75-2691859
 Trust Year Ending 12/31/2012

Type	Description	Date	Shares	Price	Fed Cost	State Cost	Fed Gain	State Gain	(Type)
010515119600									
741503403	PRICELINE COM INC								
Sold		09/18/12	97	62,051.45					
Acq		01/06/12	31	19,830.88	15,008.65	15,008.65	4,822.23	4,822.23	S
Total for 9/18/2012					46,979.91	46,979.91	15,071.54	15,071.54	
010515119600									
747525103	QUALCOMM INC								
Sold		09/18/12	1913	124,258.61					
Acq		06/23/11	1378	89,507.77	75,464.24	75,464.24	14,043.53	14,043.53	L
Acq		02/17/12	300	19,486.45	18,748.44	18,748.44	738.01	738.01	S
Acq		01/06/12	235	15,264.39	13,226.99	13,226.99	2,037.40	2,037.40	S
Total for 9/18/2012					107,439.67	107,439.67	16,818.94	16,818.94	
010515119600									
750086100	RACKSPACE HOSTING INC								
Sold		09/17/12	280	18,336.56					
Acq		06/23/11	280	18,336.56	11,315.73	11,315.73	7,020.83	7,020.83	L
Total for 9/17/2012					11,315.73	11,315.73	7,020.83	7,020.83	
010515119600									
750086100	RACKSPACE HOSTING INC								
Sold		09/18/12	1082	70,525.44					
Acq		06/23/11	739	48,168.48	29,865.43	29,865.43	18,303.05	18,303.05	L
Acq		05/18/12	343	22,356.96	16,875.09	16,875.09	5,481.87	5,481.87	S
Total for 9/18/2012					46,740.52	46,740.52	23,784.92	23,784.92	
010515119600									
751212101	RALPH LAUREN CORP								
Sold		09/18/12	191	30,316.77					
Acq		02/28/12	65	10,317.23	11,300.62	11,300.62	-983.39	-983.39	S
Acq		06/19/12	1	158.73	147.25	147.25	11.48	11.48	S
Acq		02/28/12	125	19,840.82	21,737.35	21,737.35	-1,896.53	-1,896.53	S
Total for 9/18/2012					33,185.22	33,185.22	-2,868.45	-2,868.45	
010515119600									
80004C101	SANDISK CORP COM								
Sold		09/18/12	1208	54,575.85					
Acq		02/28/12	260	11,746.46	12,912.69	12,912.69	-1,166.23	-1,166.23	S
Acq		02/17/12	350	15,812.54	16,822.79	16,822.79	-1,010.25	-1,010.25	S
Acq		01/11/12	598	27,016.85	30,219.69	30,219.69	-3,202.84	-3,202.84	S
Total for 9/18/2012					59,955.17	59,955.17	-5,379.32	-5,379.32	
010515119600									
806857108	SCHLUMBERGER LTD								
Sold		05/18/12	247	15,888.94					
Acq		02/07/12	247	15,888.94	19,651.89	19,651.89	-3,762.95	-3,762.95	S
Total for 5/18/2012					19,651.89	19,651.89	-3,762.95	-3,762.95	
010515119600									
85590A401	STARWOOD HOTELS & RESORTS WORLDWIDE								
Sold		09/18/12	983	58,832.41					
Acq		06/23/11	983	58,832.41	52,883.14	52,883.14	5,949.27	5,949.27	L
Total for 9/18/2012					52,883.14	52,883.14	5,949.27	5,949.27	

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

Account Id: 010515119600

GREATHOUSE, HELEN CHARIT TR-MAIN 75-2691859
 Trust Year Ending 12/31/2012

Type	Description	Date	Shares	Price	Fed Cost	State Cost	Fed Gain	State Gain	(Type)
010515119600									
858912108	STERICYCLE INC COM								
Sold		09/18/12	763	71,964.62					
Acq		06/23/11	477	44,989.68	41,384.52	41,384.52	3,605.16	3,605.16	L
Acq		05/18/12	286	26,974.94	23,325.87	23,325.87	3,649.07	3,649.07	S
Total for 9/18/2012					64,710.39	64,710.39	7,254.23	7,254.23	
010515119600									
872540109	TJX COS INC NEW								
Sold		04/11/12	546	21,599.44					
Acq		07/27/11	546	21,599.44	15,086.74	15,086.74	6,512.70	6,512.70	S
Total for 4/11/2012					15,086.74	15,086.74	6,512.70	6,512.70	
010515119600									
87612E106	TARGET CORP								
Sold		09/18/12	1535	98,474.49					
Acq		07/27/11	318	20,400.58	16,116.17	16,116.17	4,284.41	4,284.41	L
Acq		12/09/98	1000	64,152.76	24,222.50	24,222.50	39,930.26	39,930.26	L
Acq		05/19/04	217	13,921.15	9,534.98	9,534.98	4,386.17	4,386.17	L
Total for 9/18/2012					49,873.65	49,873.65	48,600.84	48,600.84	
010515119600									
88076W103	TERADATA CORP								
Sold		09/18/12	440	33,350.85					
Acq		09/10/12	440	33,350.85	33,575.26	33,575.26	-224.41	-224.41	S
Total for 9/18/2012					33,575.26	33,575.26	-224.41	-224.41	
010515119600									
88579Y101	3M CO								
Sold		09/18/12	860	80,408.28					
Acq		06/23/11	860	80,408.28	78,956.52	78,956.52	1,451.76	1,451.76	L
Total for 9/18/2012					78,956.52	78,956.52	1,451.76	1,451.76	
010515119600									
892356106	TRACTOR SUPPLY CO COM								
Sold		01/06/12	195	13,648.16					
Acq		03/11/08	195	13,648.16	3,578.49	3,578.49	10,069.67	10,069.67	L
Total for 1/6/2012					3,578.49	3,578.49	10,069.67	10,069.67	
010515119600									
892356106	TRACTOR SUPPLY CO COM								
Sold		09/18/12	1217	118,021.77					
Acq		03/11/08	1217	118,021.77	22,333.48	22,333.48	95,688.29	95,688.29	L
Total for 9/18/2012					22,333.48	22,333.48	95,688.29	95,688.29	
010515119600									
913903100	UNIVERSAL HEALTH SVCS INC CL B								
Sold		09/18/12	1142	50,948.84					
Acq		11/02/11	750	33,460.27	30,683.93	30,683.93	2,776.34	2,776.34	S
Acq		03/09/12	392	17,488.57	17,184.50	17,184.50	304.07	304.07	S
Total for 9/18/2012					47,868.43	47,868.43	3,080.41	3,080.41	
010515119600									
941848103	WATERS CORP								
Sold		05/18/12	498	40,377.93					
Acq		03/09/12	169	13,702.55	15,449.73	15,449.73	-1,747.18	-1,747.18	S
Acq		06/24/11	329	26,675.38	30,188.87	30,188.87	-3,513.49	-3,513.49	S
Total for 5/18/2012					45,638.60	45,638.60	-5,260.67	-5,260.67	

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

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Account Id: 010515119600

GREATHOUSE, HELEN CHARIT TR-MAIN 75-2691859
 Trust Year Ending 12/31/2012

Type	Description	Date	Shares	Price	Fed Cost	State Cost	Fed Gain	State Gain	(Type)
966837106	WHOLE FOODS MKT INC								
					010515119600				
Sold		09/18/12	739	71,792.31					
Acq		05/18/12	188	18,263.81	15,715.93	15,715.93	2,547.88	2,547.88	S
Acq		11/29/11	551	53,528.50	35,964.32	35,964.32	17,564.18	17,564.18	S
		Total for 9/18/2012			51,680.25	51,680.25	20,112.06	20,112.06	
G1151C101	ACCENTURE PLC								
					010515119600				
Sold		01/11/12	333	17,749.43					
Acq		06/23/11	333	17,749.43	18,440.41	18,440.41	-690.98	-690.98	S
		Total for 1/11/2012			18,440.41	18,440.41	-690.98	-690.98	
G1151C101	ACCENTURE PLC								
					010515119600				
Sold		09/18/12	992	64,855.50					
Acq		06/23/11	992	64,855.50	54,933.59	54,933.59	9,921.91	9,921.91	L
		Total for 9/18/2012			54,933.59	54,933.59	9,921.91	9,921.91	
G24140108	COOPER INDUSTRIES PLC NEW IRELAND								
					010515119600				
Sold		06/26/12	950	63,025.96					
Acq		04/03/08	950	63,025.96	40,246.56	40,246.56	22,779.40	22,779.40	L
		Total for 6/26/2012			40,246.56	40,246.56	22,779.40	22,779.40	
G24140108	COOPER INDUSTRIES PLC NEW IRELAND								
					010515119600				
Sold		11/30/12	797	63,254.67					
Acq		04/03/08	797	63,254.67	33,764.75	33,764.75	29,489.92	29,489.92	L
		Total for 11/30/2012			33,764.75	33,764.75	29,489.92	29,489.92	
G24140108	COOPER INDUSTRIES PLC NEW IRELAND								
					010515119600				
Sold		11/30/12	795	63,095.92					
Acq		09/18/12	795	63,095.92	59,942.93	59,942.93	3,152.99	3,152.99	S
		Total for 11/30/2012			59,942.93	59,942.93	3,152.99	3,152.99	
G29183103	EATON CORP PLC								
					010515119600				
Sold		12/17/12	0.466	24.38					
Acq		11/30/12	0.466	24.38	24.19	24.19	0.19	0.19	S
		Total for 12/17/2012			24.19	24.19	0.19	0.19	
G3157S106	ENSCO PLC-CL A								
					010515119600				
Sold		09/18/12	902	52,567.47					
Acq		02/28/12	570	33,218.91	33,282.76	33,282.76	-63.85	-63.85	S
Acq		03/28/12	332	19,348.56	17,473.19	17,473.19	1,875.37	1,875.37	S
		Total for 9/18/2012			50,755.95	50,755.95	1,811.52	1,811.52	
G5876H105	MARVELL TECHNOLOGY GROUP								
					010515119600				
Sold		08/31/12	3032	30,653.74					
Acq		03/28/12	1050	10,615.58	16,452.77	16,452.77	-5,837.19	-5,837.19	S

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

Account Id: 010515119600

GREATHOUSE, HELEN CHARIT TR-MAIN 75-2691859
Trust Year Ending 12/31/2012

Type	Description	Date	Shares	Price	Fed Cost	State Cost	Fed Gain	State Gain	(Type)
G5876H105 MARVELL TECHNOLOGY GROUP					010515119600				
Sold		08/31/12	3032	30,653.74					
Acq		01/11/12	1982	20,038.16	30,146.22	30,146.22	-10,108.06	-10,108.06	S
Total for 8/31/2012					46,598.99	46,598.99	-15,945.25	-15,945.25	
Total for Account: 010515119600					6,559,131.74	6,559,131.74	888,249.88	888,249.88	
Total Proceeds:						Fed	State		
7,447,381.62					S/T Gain/Loss	97,984.11	97,984.11		
					L/T Gain/Loss	790,265.77	790,265.77		

CAUTION: One or more sales in this account may not have Tax Cost. The Gain/Loss from these sales are included in the totals above.

Sales with Missing Tax Cost

The following sales reprinted below have been identified as possibly not having Tax Cost. Please review for proper reporting of Gain/Loss.

Type	Description	Date	Shares	Price	Fed Cost	State Cost	Fed Gain	State Gain	(Type)
232996512 COMPANHIA DE BEBIDAS-PRF ADR									
Sold		06/21/12	4.0677	26.03					
Acq		06/23/11	4.0677	26.03	.00	00	26.03	26.03	S

- 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 File by the due date for filing your return See instructions	Name of exempt organization or other filer, see instructions HELEN GREATHOUSE CHARITABLE TRUST	Employer identification number (EIN) or 75-2691859
	# 010515119600	
	Number, street, and room or suite no. If a P.O. box, see instructions. C/O BUCKNER & TILLEY PC - 500 W. ILLINOIS, SUITE 1	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. MIDLAND, TX 79701	

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

0 4

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.

WELLS FARGO BANK, N.A.

- The books are in the care of **P.O. BOX 41629 - AUSTIN, TX 78704-9926**

Telephone No. **(432) 685-5300**

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

TAXPAYER HAS NOT RECEIVED ALL INFORMATION NECESSARY TO FILE A COMPLETE AND ACCURATE TAX RETURN AND RESPECTFULLY REQUESTS AN ADDITIONAL EXTENSION OF TIME TO FILE.

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	\$	12,000.
b 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	\$	38,802.
c 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.

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 **Deborah H. Tilley** Title **CPA**

Date **8/2/13**

Form 8868 (Rev. 1-2013)

**Application for Extension of Time To File an
Exempt Organization Return**

OMB No. 1545-1709

► **File a separate application for each return.**

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box ☒
- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form).

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.

Electronic filing (e-file) - You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit www.irs.gov/efile and click on *e-file for Charities & Nonprofits*.

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete

Part I only ☐

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

Type or print File by the due date for filing your return. See instructions.	Name of exempt organization or other filer, see instructions. HELEN GREATHOUSE CHARITABLE TRUST #010515119600	Employer identification number (EIN) or 75-2691859
	Number, street, and room or suite no. If a P.O. box, see instructions. WELLS FARGO BANK, N.A., P.O. BOX 41629	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. AUSTIN, TX 78704-9926	

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-T (corporation)	07
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

WELLS FARGO BANK, N.A.

- The books are in the care of ► **P.O. BOX 41629 - AUSTIN, TX 78704-9926**

Telephone No. ► **(432) 685-5300**

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.

- 1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until **AUGUST 15, 2013**, to file the exempt organization return for the organization named above. The extension is for the organization's return for:
- ☒ calendar year **2012** or
- ☐ tax year beginning _____, and ending _____.

- 2 If the tax year entered in line 1 is for less than 12 months, check reason: ☐ Initial return ☐ Final return
- ☐ Change in accounting period

3a 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.	3a	\$	38,802.
b 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.	3b	\$	26,802.
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	\$	12,000.

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions**LHA For Privacy Act and Paperwork Reduction Act Notice, see instructions.****Form 8868 (Rev. 1-2013)**