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 01-01-2012 , and ending 12-31-2012

Name of foundation
PATE FOUNDATION

A Employer identification number
75-6036779

Number and street (or P O box number if mail is not delivered to street address) Room/suite
1227 W MAGNOLIA NO 420

B Telephone number (see instructions)
(817) 922-9566

City or town, state, and ZIP code
FORT WORTH, TX 76104

C If exemption application is pending, check here ☐

G Check all that apply ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ 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)* ▶$ 3,191,851

J Accounting method ☑ Cash ☐ Accrual ☐ Other (specify) _
(Part I, column (d) must be on cash basis.)

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) (see instructions))*

	Line	Description	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)				
	2	Check ▶ ☑ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments	5	5		
	4	Dividends and interest from securities	83,725	83,725		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	30,742			
	b	Gross sales price for all assets on line 6a 795,130				
	7	Capital gain net income (from Part IV, line 2)		30,742		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)	16,656	0		
	12	**Total.** Add lines 1 through 11	131,128	114,472		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	0	0		0
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)	5,340	0		5,340
	c	Other professional fees (attach schedule)	14,524	14,524		0
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	10,727	1,139		6,864
	19	Depreciation (attach schedule) and depletion	4,954	0		
	20	Occupancy	11,000	0		11,000
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)	8,648	0		8,648
	24	**Total operating and administrative expenses.** Add lines 13 through 23	55,193	15,663		31,852
	25	Contributions, gifts, grants paid	0			0
	26	**Total expenses and disbursements.** Add lines 24 and 25	55,193	15,663		31,852
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	75,935			
	b	**Net investment income** (if negative, enter -0-)		98,809		
	c	**Adjusted net income** (if negative, enter -0-)				

Part II **Balance Sheets** Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

			Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing			
	2	Savings and temporary cash investments	243,104	360,489	360,489
	3	Accounts receivable ▶ Less allowance for doubtful accounts ▶			
	4	Pledges receivable ▶ Less allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ Less allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges	14,550	2,760	2,760
	10a	Investments—U S and state government obligations (attach schedule)	108,188		
	b	Investments—corporate stock (attach schedule)	1,168,996	1,017,434	1,438,285
	c	Investments—corporate bonds (attach schedule)	336,482	506,663	513,367
	11	Investments—land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	656,548	746,332	802,027
	14	Land, buildings, and equipment basis ▶ 219,202 Less accumulated depreciation (attach schedule) ▶ 144,279	79,877	74,923	74,923
	15	Other assets (describe ▶)			
	16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	2,607,745	2,708,601	3,191,851
Liabilities	17	Accounts payable and accrued expenses	1,473	1,473	
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities** (add lines 17 through 22)	1,473	1,473	
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	0	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund	250,786	250,786	
	29	Retained earnings, accumulated income, endowment, or other funds	2,355,486	2,456,342	
	30	**Total net assets or fund balances** (see page 17 of the instructions)	2,606,272	2,707,128	
	31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	2,607,745	2,708,601	

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	2,606,272
2	Enter amount from Part I, line 27a	2	75,935
3	Other increases not included in line 2 (itemize) ▶	3	24,979
4	Add lines 1, 2, and 3	4	2,707,186
5	Decreases not included in line 2 (itemize) ▶	5	58
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	2,707,128

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	See Additional Data Table			
b				
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	See Additional Data Table			
b				
c				
d				
e				

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

	(i) 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	See Additional Data Table			
b				
c				
d				
e				

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 }	2	30,742
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8	3	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☑ No
If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

1 Enter the appropriate amount in each column for each year, see page 18 of the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2011	44,671	2,778,424	0 016078
2010	68,169	1,844,904	0 036950
2009	71,787	502,762	0 142785
2008	65,433	454,608	0 143933
2007	55,274	478,710	0 115464

2	**Total** of line 1, column (d).	2	0 455210
3	Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years . . .	3	0 091042
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5.	4	2,726,503
5	Multiply line 4 by line 3.	5	248,226
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	988
7	Add lines 5 and 6.	7	249,214
8	Enter qualifying distributions from Part XII, line 4.	8	31,852

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

Part VI **Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)**

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ 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	1,976
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)				
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			2	0
3	Add lines 1 and 2			3	1,976
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			4	0
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-			5	1,976
6	Credits/Payments				
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a	2,760		
b	Exempt foreign organizations—tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c			
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments Add lines 6a through 6d			7	2,760
8	Enter any **penalty** for underpayment of estimated tax Check here ☑ if Form 2220 is attached			8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	784
11	Enter the amount of line 10 to be **Credited to 2013 estimated tax** ▶ 784		**Refunded** ▶	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?	1a		No
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		No
	*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.*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		No
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.*	2		No
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*	3		No
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		No
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?	6	Yes	
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*	7	Yes	
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*	8b	Yes	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		No
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		No

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		No
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		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	

Website address ▶N/A

14 The books are in care of ▶PATE FOUNDATION Telephone no ▶(817) 922-9566

Located at ▶1227 W MAGNOLIA SUITE 420 FORT WORTH TX ZIP +4 ▶76104

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 | |

16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		No

See instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes", enter the name of the foreign country ▶

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

			Yes	No
	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			
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 page 20 of the instructions)?	1b		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
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		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? ☐ Yes ☑ No			
	If "Yes," list the years ▶ 20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see instructions)	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 ▶ 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☑ 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.)*	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
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		No

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

5a	During the year did the foundation pay or incur any amount to			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☑ No			
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☑ No			
	(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☑ No			
	(4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☐ Yes ☑ No			
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☑ No			
b	If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)?	5b		No
	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? ☐ 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? *If "Yes" to 6b, file Form 8870.*	6b		No
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☑ No			
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	7b		

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
C PATRICK PATE 1227 W MAGNOLIA SUITE 420 FORT WORTH, TX 76104	PRESIDENT 0 00	0	0	0

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

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

Total number of other employees paid over $50,000 ▶ 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 (see instructions). If none, enter "NONE".

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

Total number of others receiving over $50,000 for professional services. . . . . ▶	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 THE PATE FOUNDATION GRANTS EDUCATIONAL SCHOLARSHIPS	0
2 THE PATE FOUNDATION MAKES GRANTS TO OTHER SEC 501(C)(3) ORGANIZATIONS FOR CHARITABLE AND EDUCATIONAL PURPOSES	0
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	0
2	
All other program-related investments See page 24 of the instructions	
3	
Total. Add lines 1 through 3. . . . . ▶	0

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes			
a	Average monthly fair market value of securities		1a	2,695,753
b	Average of monthly cash balances		1b	72,270
c	Fair market value of all other assets (see instructions)		1c	0
d	**Total** (add lines 1a, b, and c)		1d	2,768,023
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	2,768,023
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)		4	41,520
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4		5	2,726,503
6	**Minimum investment return.** Enter 5% of line 5		6	136,325

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	136,325
2a	Tax on investment income for 2012 from Part VI, line 5	2a 1,976		
b	Income tax for 2012 (This does not include the tax from Part VI)	2b		
c	Add lines 2a and 2b		2c	1,976
3	Distributable amount before adjustments Subtract line 2c from line 1		3	134,349
4	Recoveries of amounts treated as qualifying distributions		4	0
5	Add lines 3 and 4		5	134,349
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	134,349

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	31,852
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	31,852
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions)	5	0
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	31,852

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				134,349
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only.			0	
b Total for prior years 20___ , 20___ , 20___		0		
3 Excess distributions carryover, if any, to 2012				
a From 2007.				
b From 2008.				
c From 2009.				
d From 2010.				
e From 2011.				
f **Total** of lines 3a through e.	0			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ $ 31,852				
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.				31,852
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2012 *(If an amount appears in column (d), the same amount must be shown in column (a).)*	0			0
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
b Prior years' undistributed income Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.		0		
d Subtract line 6c from line 6b Taxable amount —see instructions		0		
e Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013				102,497
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	0			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions) . . .	0			
9 **Excess distributions carryover to 2013.** Subtract lines 7 and 8 from line 6a	0			
10 Analysis of line 9				
a Excess from 2008. . . .				
b Excess from 2009. . . .				
c Excess from 2010. . . .				
d Excess from 2011. . . .				
e Excess from 2012. . . .				

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

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

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

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

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

1 Information Regarding Foundation Managers:

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))

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

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

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

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

C PATRICK PATE
777 MAIN STREET SUITE 3250
FORT WORTH,TX 76102
(817) 922-9566

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

APPLICATIONS SHOULD BE MADE IN WRITING WITH THE AMOUNT OF ASSISTANCE REQUESTED AND AN EXPLANATION OF THE NEED FOR FINANCIAL ASSISTANCE APPLICATIONS FOR EDUCATIONAL ASSISTANCE SHOULD INCLUDE RECENT TRANSCRIPTS, PHOTO AND PERSONAL REFERENCES EDUCATIONAL AWARDS ARE BASED ON GRADES, EXTRA-CURRICULAR SCHOOL ACTIVITIES, CIVIC ACTIVITIES, MORAL CHARACTER AND FINANCIAL NEED

c Any submission deadlines

NONE

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

NO SON OR DAUGHTER OF ANY EMPLOYEE OF TEXAS REFINERY CORPORATION OR ITS RELATED COMPANIES CAN BE ELIGIBLE FOR AN AWARD

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*				
Total . . . . ▶ **3a**				0
b *Approved for future payment*				
Total . . . . ▶ **3b**				0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
1 Program service revenue	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
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	5	
4 Dividends and interest from securities. . . .			14	83,725	
5 Net rental income or (loss) from real estate					
a Debt-financed property.					
b Not debt-financed property.					
6 Net rental income or (loss) from personal property					
7 Other investment income.			01	15,905	
8 Gain or (loss) from sales of assets other than inventory			18	30,742	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory. .					
11 Other revenue a CEDAR FAIR, L P	525990	751			
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e). .		751		130,377	0

13 **Total.** Add line 12, columns (b), (d), and (e). 13 131,128

(See worksheet in line 13 instructions to verify calculations)

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

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

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

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of			
	(1) Cash	1a(1)		No
	(2) Other assets	1a(2)		No
b	Other transactions			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		No
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		No
	(3) Rental of facilities, equipment, or other assets	1b(3)		No
	(4) Reimbursement arrangements	1b(4)		No
	(5) Loans or loan guarantees	1b(5)		No
	(6) Performance of services or membership or fundraising solicitations	1b(6)		No
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		No

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

(a) Line No	**(b)** Amount involved	**(c)** Name of noncharitable exempt organization	**(d)** Description of transfers, transactions, and sharing arrangements

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

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 or fiduciary) is based on all information of which preparer has any knowledge

****** | 2013-04-29 | ******

Signature of officer or trustee | Date | Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ☐	PTIN
ROBERT W DUKE	ROBERT W DUKE			P00151313

Firm's name ▶ SPROLES WOODARD LLP

Firm's EIN ▶ 75-0807999

Firm's address ▶ 777 MAIN STREET SUITE 3250 FORT WORTH, TX 761025304

Phone no (817) 332-1328

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
ISHARES INC MSCI BRAZIL FREE INDEX, 370 SHS	P	2010-07-12	2012-06-05
ISHARES INC MSCI AUSTRALIA INDEX, 1220 SHS	P	2010-07-12	2012-08-30
ISHARES INC MSCI TAIWAN INDEX FD, 1500 SHS	P	2011-06-28	2012-12-18
ACME PACKET INC, 3 SHS	P	2011-01-17	2012-01-17
ACME PACKET INC, 3 SHS	P	2011-03-07	2012-01-17
ACME PACKET INC, 1 SHS	P	2011-01-17	2012-01-17
ACME PACKET INC, 1 SHS	P	2011-03-07	2012-01-17
ACME PACKET INC, 3 SHS	P	2011-01-17	2012-01-17
ACME PACKET INC, 2 SHS	P	2011-03-28	2012-01-17
ACME PACKET INC, 29 SHS	P	2011-04-12	2012-01-17
ACME PACKET INC, 4 SHS	P	2011-02-07	2012-01-17
ACME PACKET INC, 1 SHS	P	2011-01-31	2012-01-17
ACME PACKET INC, 2 SHS	P	2011-01-31	2012-01-17
ACME PACKET INC, 2 SHS	P	2011-02-27	2012-01-17
ACME PACKET INC, 3 SHS	P	2011-03-18	2012-01-17
ACME PACKET INC, 18 SHS	P	2011-04-11	2012-01-17
ACME PACKET INC, 6 SHS	P	2011-02-03	2012-01-17
ACME PACKET INC, 1 SHS	P	2011-04-12	2012-01-18
ACME PACKET INC, 33 SHS	P	2011-12-13	2012-01-18
ACME PACKET INC, 28 SHS	P	2011-10-05	2012-01-18
ACME PACKET INC, 1 SHS	P	2011-06-10	2012-01-18
ACME PACKET INC, 1 SHS	P	2011-06-10	2012-01-18
ACME PACKET INC, 1 SHS	P	2011-06-13	2012-01-18
ACME PACKET INC, 5 SHS	P	2011-06-14	2012-01-18
ACME PACKET INC, 14 SHS	P	2011-06-14	2012-01-18
ACME PACKET INC, 1 SHS	P	2011-06-13	2012-01-18
ACME PACKET INC, 3 SHS	P	2011-06-13	2012-01-18
ACME PACKET INC, 1 SHS	P	2011-06-13	2012-01-18
ACME PACKET INC, 44 SHS	P	2011-06-16	2012-01-18
ACME PACKET INC, 5 SHS	P	2011-12-13	2012-01-19

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	**(b)** How acquired P—Purchase D—Donation	**(c)** Date acquired (mo , day, yr)	**(d)** Date sold (mo , day, yr)
ACME PACKET INC, 44 SHS	P	2011-12-12	2012-01-19
ACME PACKET INC, 23 SHS	P	2011-12-14	2012-01-19
F5 NETWORKS INC, 4 SHS	P	2010-09-28	2012-02-01
F5 NETWORKS INC, 2 SHS	P	2011-03-10	2012-02-01
F5 NETWORKS INC, 4 SHS	P	2010-09-28	2012-02-02
ALLERGAN INC, 3 SHS	P	2010-07-15	2012-02-08
FMC TECHNOLOGIES INC, 7 SHS	P	2011-12-05	2012-02-08
INTERCONTINENTALEXCHANGE INC, 4 SHS	P	2011-10-27	2012-02-08
JUNIPER NETWORKS INC, 10 SHS	P	2011-07-22	2012-02-08
LULULEMON ATHLETICA INC, 6 SHS	P	2011-08-26	2012-02-08
NOVO-NORDISK A S ADR, 2 SHS	P	2010-12-07	2012-02-08
ALEXION PHARMACEUTICALS INC, 19 SHS	P	2010-10-22	2012-02-13
ALLERGAN INC, 16 SHS	P	2010-07-15	2012-02-13
AMAZON COM INC, 10 SHS	P	2010-07-15	2012-02-13
BAIDU COM INC SPONSORED ADR REPSTG, 6 SHS	P	2011-09-27	2012-02-13
BAIDU COM INC SPONSORED ADR REPSTG, 5 SHS	P	2011-10-21	2012-02-13
BAIDU COM INC SPONSORED ADR REPSTG, 2 SHS	P	2011-08-22	2012-02-13
BAIDU COM INC SPONSORED ADR REPSTG, 4 SHS	P	2011-08-22	2012-02-13
BAIDU COM INC SPONSORED ADR REPSTG, 3 SHS	P	2011-08-23	2012-02-13
BIOGEN IDEC INC, 16 SHS	P	2011-04-26	2012-02-13
CELGENE CORP COM, 26 SHS	P	2010-07-15	2012-02-13
CHIPOTLE MEXICAN GRILL INC CL A, 4 SHS	P	2011-02-11	2012-02-13
COGNIZANT TECHNOLOGY SOLUTIONS, 4 SHS	P	2011-06-14	2012-02-13
COGNIZANT TECHNOLOGY SOLUTIONS, 16 SHS	P	2011-02-08	2012-02-13
COGNIZANT TECHNOLOGY SOLUTIONS, 16 SHS	P	2011-06-03	2012-02-13
EMC CORPORATION, 1 SHS	P	2011-06-20	2012-02-13
EMC CORPORATION, 10 SHS	P	2011-03-17	2012-02-13
EMC CORPORATION, 10 SHS	P	2011-06-25	2012-02-13
EMC CORPORATION, 64 SHS	P	2010-07-15	2012-02-13
EOG RES INC, 17 SHS	P	2010-07-15	2012-02-13

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	**(b)** How acquired P—Purchase D—Donation	**(c)** Date acquired (mo , day, yr)	**(d)** Date sold (mo , day, yr)
EOG RES INC, 4 SHS	P	2011-06-07	2012-02-13
EXPEDITORS INTERNATIONAL WASH INC, 6 SHS	P	2011-03-30	2012-02-13
EXPEDITORS INTERNATIONAL WASH INC, 11 SHS	P	2011-02-28	2012-02-13
EXPEDITORS INTERNATIONAL WASH INC, 4 SHS	P	2011-03-30	2012-02-13
EXPEDITORS INTERNATIONAL WASH INC, 4 SHS	P	2011-03-31	2012-02-13
EXPEDITORS INTERNATIONAL WASH INC, 4 SHS	P	2011-07-22	2012-02-13
EXPEDITORS INTERNATIONAL WASH INC, 1 SHS	P	2011-07-22	2012-02-13
EXPEDITORS INTERNATIONAL WASH INC, 8 SHS	P	2011-07-25	2012-02-13
FMC TECHNOLOGIES INC, 8 SHS	P	2011-12-05	2012-02-13
FMC TECHNOLOGIES INC, 8 SHS	P	2011-10-27	2012-02-13
FMC TECHNOLOGIES INC, 12 SHS	P	2011-11-01	2012-02-13
FMC TECHNOLOGIES INC, 6 SHS	P	2011-09-27	2012-02-13
FMC TECHNOLOGIES INC, 6 SHS	P	2011-08-23	2012-02-13
FMC TECHNOLOGIES INC, 3 SHS	P	2011-10-27	2012-02-13
FMC TECHNOLOGIES INC, 7 SHS	P	2011-08-22	2012-02-13
F5 NETWORKS INC, 7 SHS	P	2010-10-01	2012-02-13
F5 NETWORKS INC, 2 SHS	P	2011-03-30	2012-02-13
F5 NETWORKS INC, 2 SHS	P	2010-10-01	2012-02-13
F5 NETWORKS INC, 5 SHS	P	2010-09-28	2012-02-13
F5 NETWORKS INC, 5 SHS	P	2010-09-30	2012-02-13
FRANKLIN RESOURCES INC, 2 SHS	P	2011-06-14	2012-02-13
FRANKLIN RESOURCES INC, 4 SHS	P	2010-12-01	2012-02-13
FRANKLIN RESOURCES INC, 9 SHS	P	2010-10-13	2012-02-13
FRANKLIN RESOURCES INC, 2 SHS	P	2011-06-07	2012-02-13
GOOGLE INC CL A, 3 SHS	P	2010-07-15	2012-02-13
GREEN MTN COFFEE INC, 16 SHS	P	2011-08-03	2012-02-13
GREEN MTN COFFEE INC, 3 SHS	P	2011-08-04	2012-02-13
GREEN MTN COFFEE INC, 6 SHS	P	2011-08-02	2012-02-13
GREEN MTN COFFEE INC, 8 SHS	P	2011-08-03	2012-02-13
GREEN MTN COFFEE INC, 6 SHS	P	2011-08-02	2012-02-13

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(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)
GREEN MTN COFFEE INC, 4 SHS	P	2011-08-03	2012-02-13
INTERCONTINENTALEXCHANGE INC, 6 SHS	P	2011-11-01	2012-02-13
INTERCONTINENTALEXCHANGE INC, 3 SHS	P	2011-11-01	2012-02-13
JUNIPER NETWORKS INC, 74 SHS	P	2011-07-22	2012-02-13
LAS VEGAS SANDS CORP, 4 SHS	P	2011-09-27	2012-02-13
LAS VEGAS SANDS CORP, 2 SHS	P	2011-11-01	2012-02-13
LAS VEGAS SANDS CORP, 7 SHS	P	2011-10-27	2012-02-13
LAS VEGAS SANDS CORP, 19 SHS	P	2011-11-01	2012-02-13
LAS VEGAS SANDS CORP, 6 SHS	P	2011-08-19	2012-02-13
LAUDER ESTEE COS INC CL A, 6 SHS	P	2011-02-18	2012-02-13
LAUDER ESTEE COS INC CL A, 22 SHS	P	2011-02-28	2012-02-13
LULULEMON ATHLETICA INC, 5 SHS	P	2011-12-06	2012-02-13
LULULEMON ATHLETICA INC, 7 SHS	P	2011-08-26	2012-02-13
LULULEMON ATHLETICA INC, 29 SHS	P	2011-12-05	2012-02-13
MCKESSON HBOC INC, 20 SHS	P	2011-08-11	2012-02-13
NOVO-NORDISK A S ADR, 1 SHS	P	2010-12-07	2012-02-13
NOVO-NORDISK A S ADR, 2 SHS	P	2011-09-27	2012-02-13
NOVO-NORDISK A S ADR, 2 SHS	P	2010-12-03	2012-02-13
NOVO-NORDISK A S ADR, 3 SHS	P	2010-12-06	2012-02-13
NOVO-NORDISK A S ADR, 1 SHS	P	2010-12-02	2012-02-13
NOVO-NORDISK A S ADR, 8 SHS	P	2010-07-15	2012-02-13
PRECISION CASTPARTS CORP, 5 SHS	P	2010-12-14	2012-02-13
PRECISION CASTPARTS CORP, 6 SHS	P	2010-11-10	2012-02-13
PRICELINE COM INC, 1 SHS	P	2011-10-27	2012-02-13
PRICELINE COM INC, 3 SHS	P	2011-03-10	2012-02-13
PRICELINE COM INC, 1 SHS	P	2011-06-14	2012-02-13
QUALCOMM INC, 27 SHS	P	2010-07-15	2012-02-13
SALESFORCE COM INC, 2 SHS	P	2011-04-13	2012-02-13
SALESFORCE COM INC, 2 SHS	P	2010-10-07	2012-02-13
SALESFORCE COM INC, 11 SHS	P	2011-12-05	2012-02-13

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

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SALESFORCE COM INC, 1 SHS	P	2011-04-13	2012-02-13
SALESFORCE COM INC, 5 SHS	P	2011-11-01	2012-02-13
VISA INC CL A, 4 SHS	P	2012-01-04	2012-02-13
VISA INC CL A, 9 SHS	P	2011-09-20	2012-02-13
VISA INC CL A, 1 SHS	P	2011-09-20	2012-02-13
YUM BRANDS INC, 25 SHS	P	2012-02-03	2012-02-13
EXPEDITORS INTERNATIONAL WASH INC, 8 SHS	P	2011-08-03	2012-02-15
EXPEDITORS INTERNATIONAL WASH INC, 7 SHS	P	2011-02-28	2012-02-15
FMC TECHNOLOGIES INC, 8 SHS	P	2011-08-22	2012-02-15
FMC TECHNOLOGIES INC, 19 SHS	P	2010-07-15	2012-02-15
F5 NETWORKS INC, 1 SHS	P	2011-03-30	2012-02-15
F5 NETWORKS INC, 3 SHS	P	2011-03-18	2012-02-15
F5 NETWORKS INC, 4 SHS	P	2011-03-30	2012-02-15
LULULEMON ATHLETICA INC, 10 SHS	P	2011-12-05	2012-02-15
EXPEDITORS INTERNATIONAL WASH INC, 4 SHS	P	2011-08-03	2012-02-16
EXPEDITORS INTERNATIONAL WASH INC, 9 SHS	P	2011-08-02	2012-02-16
EXPEDITORS INTERNATIONAL WASH INC, 3 SHS	P	2011-08-03	2012-02-16
F5 NETWORKS INC, 7 SHS	P	2011-03-18	2012-02-16
F5 NETWORKS INC, 7 SHS	P	2010-10-07	2012-02-16
LULULEMON ATHLETICA INC, 6 SHS	P	2011-12-05	2012-02-16
SALESFORCE COM INC, 3 SHS	P	2011-04-13	2012-03-07
EMC CORPORATION, 52 SHS	P	2010-07-15	2012-03-12
EXPEDITORS INTERNATIONAL WASH INC, 8 SHS	P	2011-08-04	2012-03-12
EXPEDITORS INTERNATIONAL WASH INC, 1 SHS	P	2011-08-02	2012-03-12
F5 NETWORKS INC, 5 SHS	P	2010-10-07	2012-03-12
INTERCONTINENTAL EXCHANGE INC, 4 SHS	P	2011-11-01	2012-03-12
INTERCONTINENTAL EXCHANGE INC, 2 SHS	P	2011-09-27	2012-03-12
NOVO-NORDISK A S ADR, 2 SHS	P	2010-07-15	2012-03-12
PRICELINE COM INC, 1 SHS	P	2011-03-10	2012-03-12
PRICELINE COM INC, 1 SHS	P	2011-08-22	2012-03-12

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

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CHIPOTLE MEXICAN GRILL INC CL A, 2 SHS	P	2011-02-11	2012-03-13
EXPEDITORS INTERNATIONAL WASH INC, 1 SHS	P	2011-08-02	2012-03-13
EXPEDITORS INTERNATIONAL WASH INC, 3 SHS	P	2010-07-15	2012-03-13
INTERCONTINENTAL EXCHANGE INC, 5 SHS	P	2011-09-27	2012-03-13
LAUDER ESTEE COS INC CL A, 4 SHS	P	2011-02-28	2012-03-13
LAUDER ESTEE COS INC CL A, 1 SHS	P	2011-01-05	2012-03-13
LAUDER ESTEE COS INC CL A, 16 SHS	P	2011-01-05	2012-03-13
LULULEMON ATHLETICA INC, 2 SHS	P	2011-12-05	2012-03-13
LULULEMON ATHLETICA INC, 5 SHS	P	2011-06-03	2012-03-13
LULULEMON ATHLETICA INC, 4 SHS	P	2011-06-06	2012-03-13
NOVO-NORDISK A S ADR, 4 SHS	P	2010-07-15	2012-03-13
COGNIZANT TECHNOLOGY SOLUTIONS, 5 SHS	P	2011-06-14	2012-03-23
COGNIZANT TECHNOLOGY SOLUTIONS, 7 SHS	P	2011-12-05	2012-03-23
EOG RES INC, 16 SHS	P	2010-07-15	2012-03-23
EOG RES INC, 4 SHS	P	2010-08-06	2012-03-23
FMC TECHNOLOGIES INC, 30 SHS	P	2010-07-15	2012-03-23
FRANKLIN RESOURCES INC, 2 SHS	P	2010-12-09	2012-03-23
FRANKLIN RESOURCES INC, 3 SHS	P	2010-12-01	2012-03-23
PRICELINE COM INC, 1 SHS	P	2010-07-15	2012-03-23
F5 NETWORKS INC, 9 SHS	P	2010-10-07	2012-04-19
F5 NETWORKS INC, 11 SHS	P	2011-04-05	2012-04-19
INTERCONTINENTALEXCHANGE INC, 5 SHS	P	2011-09-27	2012-04-19
INTERCONTINENTALEXCHANGE INC, 4 SHS	P	2011-08-10	2012-04-19
INTERCONTINENTALEXCHANGE INC, 6 SHS	P	2011-08-10	2012-04-20
GREEN MTN COFFEE INC, 1 SHS	P	2011-08-01	2012-05-03
GREEN MTN COFFEE INC, 1 SHS	P	2011-08-01	2012-05-03
GREEN MTN COFFEE INC, 30 SHS	P	2011-08-04	2012-05-03
GREEN MTN COFFEE INC, 23 SHS	P	2011-08-01	2012-05-03
GREEN MTN COFFEE INC, 3 SHS	P	2011-08-26	2012-05-03
GREEN MTN COFFEE INC, 16 SHS	P	2011-09-01	2012-05-03

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	**(b)** How acquired P—Purchase D—Donation	**(c)** Date acquired (mo , day, yr)	**(d)** Date sold (mo , day, yr)
GREEN MTN COFFEE INC, 8 SHS	P	2011-09-01	2012-05-03
GREEN MTN COFFEE INC, 6 SHS	P	2011-08-31	2012-05-03
GREEN MTN COFFEE INC, 6 SHS	P	2011-08-31	2012-05-03
GREEN MTN COFFEE INC, 2 SHS	P	2011-08-23	2012-05-03
GREEN MTN COFFEE INC, 11 SHS	P	2011-10-03	2012-05-03
GREEN MTN COFFEE INC, 6 SHS	P	2011-08-22	2012-05-03
GREEN MTN COFFEE INC, 23 SHS	P	2011-11-04	2012-05-03
GREEN MTN COFFEE INC, 26 SHS	P	2011-11-10	2012-05-03
GREEN MTN COFFEE INC, 42 SHS	P	2011-10-27	2012-05-03
GREEN MTN COFFEE INC, 4 SHS	P	2011-12-05	2012-05-03
GREEN MTN COFFEE INC, 13 SHS	P	2012-01-03	2012-05-03
PRICELINE COM INC, 4 SHS	P	2010-07-15	2012-05-08
EXPEDITORS INTERNATIONAL WASH INC, 81 SHS	P	2010-07-15	2012-05-15
EXPEDITORS INTERNATIONAL WASH INC, 50 SHS	P	2010-07-15	2012-05-16
LULULEMON ATHLETICA INC, 16 SHS	P	2011-03-18	2012-05-22
LULULEMON ATHLETICA INC, 2 SHS	P	2011-06-06	2012-05-22
LULULEMON ATHLETICA INC, 6 SHS	P	2011-03-18	2012-05-22
LULULEMON ATHLETICA INC, 7 SHS	P	2010-07-15	2012-05-22
JUNIPER NETWORKS INC, 5 SHS	P	2011-07-22	2012-06-13
JUNIPER NETWORKS INC, 13 SHS	P	2011-07-20	2012-06-13
JUNIPER NETWORKS INC, 1 SHS	P	2011-07-22	2012-06-13
JUNIPER NETWORKS INC, 25 SHS	P	2011-07-21	2012-06-13
JUNIPER NETWORKS INC, 90 SHS	P	2011-07-21	2012-06-13
JUNIPER NETWORKS INC, 11 SHS	P	2011-12-05	2012-06-14
JUNIPER NETWORKS INC, 45 SHS	P	2011-10-27	2012-06-14
JUNIPER NETWORKS INC, 199 SHS	P	2011-07-27	2012-06-14
JUNIPER NETWORKS INC, 13 SHS	P	2011-07-21	2012-06-14
JUNIPER NETWORKS INC, 18 SHS	P	2012-01-03	2012-06-14
MCKESSON HBOC INC, 16 SHS	P	2011-08-11	2012-07-05
NOVO-NORDISK A S ADR, 2 SHS	P	2012-04-19	2012-07-05

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	**(b)** How acquired P—Purchase D—Donation	**(c)** Date acquired (mo , day, yr)	**(d)** Date sold (mo , day, yr)
NOVO-NORDISK A S ADR, 3 SHS	P	2012-04-20	2012-07-05
NOVO-NORDISK A S ADR, 5 SHS	P	2010-07-15	2012-07-06
AMAZON COM INC, 4 SHS	P	2012-04-19	2012-08-01
BIOGEN IDEC INC, 3 SHS	P	2012-04-20	2012-08-01
BIOGEN IDEC INC, 2 SHS	P	2012-04-19	2012-08-01
FRANKLIN RESOURCES INC, 6 SHS	P	2010-12-09	2012-08-01
FRANKLIN RESOURCES INC, 3 SHS	P	2010-12-01	2012-08-01
FRANKLIN RESOURCES INC, 3 SHS	P	2010-10-25	2012-08-01
FRANKLIN RESOURCES INC, 6 SHS	P	2010-10-14	2012-08-01
FRANKLIN RESOURCES INC, 1 SHS	P	2010-10-26	2012-08-01
MCKESSON HBOC INC, 12 SHS	P	2011-08-11	2012-08-01
PRECISION CASTPARTS CORP, 2 SHS	P	2010-11-10	2012-08-01
SALESFORCE COM INC, 2 SHS	P	2011-05-01	2012-08-01
SALESFORCE COM INC, 3 SHS	P	2011-05-06	2012-08-01
SALESFORCE COM INC, 2 SHS	P	2012-03-02	2012-08-01
FOSSIL INC, 24 SHS	P	2012-05-09	2012-09-13
FOSSIL INC, 6 SHS	P	2012-05-08	2012-09-13
FOSSIL INC, 12 SHS	P	2012-03-05	2012-09-13
FOSSIL INC, 29 SHS	P	2012-03-02	2012-09-13
FOSSIL INC, 8 SHS	P	2012-05-08	2012-09-14
COGNIZANT TECHNOLOGY SOLUTIONS, 6 SHS	P	2011-12-05	2012-09-17
COGNIZANT TECHNOLOGY SOLUTIONS, 10 SHS	P	2011-08-22	2012-09-17
INTERCONTINENTALEXCHANGE INC, 1 SHS	P	2011-08-10	2012-09-17
INTERCONTINENTALEXCHANGE INC, 17 SHS	P	2011-08-09	2012-09-17
SALESFORCE COM INC, 2 SHS	P	2012-03-02	2012-09-17
SALESFORCE COM INC, 1 SHS	P	2010-10-07	2012-09-17
SALESFORCE COM INC, 3 SHS	P	2012-01-03	2012-09-17
INTERCONTINENTALEXCHANGE INC, 18 SHS	P	2011-08-09	2012-09-18
INTERCONTINENTALEXCHANGE INC, 4 SHS	P	2011-08-09	2012-09-19
INTERCONTINENTALEXCHANGE INC, 5 SHS	P	2011-08-09	2012-09-19

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

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COGNIZANT TECHNOLOGY SOLUTIONS, 16 SHS	P	2010-07-15	2012-10-01
COGNIZANT TECHNOLOGY SOLUTIONS, 6 SHS	P	2011-08-23	2012-10-01
COGNIZANT TECHNOLOGY SOLUTIONS, 2 SHS	P	2011-08-22	2012-10-01
FRANKLIN RESOURCES INC, 6 SHS	P	2010-10-26	2012-10-01
FRANKLIN RESOURCES INC, 1 SHS	P	2010-10-26	2012-10-01
FRANKLIN RESOURCES INC, 3 SHS	P	2010-10-26	2012-10-01
FRANKLIN RESOURCES INC, 2 SHS	P	2010-10-12	2012-10-01
GOOGLE INC CL A, 1 SHS	P	2010-07-15	2012-10-01
GOOGLE INC CL A, 1 SHS	P	2012-04-19	2012-10-01
MCKESSON HBOC INC, 3 SHS	P	2011-08-11	2012-10-01
MCKESSON HBOC INC, 18 SHS	P	2011-08-10	2012-10-01
MCKESSON HBOC INC, 29 SHS	P	2011-08-11	2012-10-01
MCKESSON HBOC INC, 3 SHS	P	2011-08-09	2012-10-01
MCKESSON HBOC INC, 6 SHS	P	2011-08-10	2012-10-01
NOVO-NORDISK A S ADR, 10 SHS	P	2010-07-15	2012-10-01
MCKESSON HBOC INC, 13 SHS	P	2011-08-10	2012-10-02
CHIPOTLE MEXICAN GRILL INC CL A, 5 SHS	P	2011-02-10	2012-10-24
CHIPOTLE MEXICAN GRILL INC CL A, 2 SHS	P	2011-03-10	2012-10-24
CHIPOTLE MEXICAN GRILL INC CL A, 3 SHS	P	2011-03-11	2012-10-24
CHIPOTLE MEXICAN GRILL INC CL A, 7 SHS	P	2011-02-28	2012-10-24
CHIPOTLE MEXICAN GRILL INC CL A, 5 SHS	P	2012-09-17	2012-10-24
F5 NETWORKS INC, 10 SHS	P	2012-08-01	2012-11-02
F5 NETWORKS INC, 14 SHS	P	2010-08-27	2012-11-02
F5 NETWORKS INC, 29 SHS	P	2012-07-05	2012-11-02
F5 NETWORKS INC, 1 SHS	P	2011-04-05	2012-11-02
F5 NETWORKS INC, 1 SHS	P	2011-09-27	2012-11-02
F5 NETWORKS INC, 33 SHS	P	2011-09-27	2012-11-05
SALESFORCE COM INC, 1 SHS	P	2012-01-03	2012-12-14
SALESFORCE COM INC, 9 SHS	P	2010-07-15	2012-12-14
VISA INC CL A, 7 SHS	P	2012-08-01	2012-12-14

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

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LINEAR TECHNOLOGY CORP, 42 SHS	P	2010-07-15	2012-01-05
AT&T INC, 19 SHS	P	2011-11-09	2012-02-13
AT&T INC, 21 SHS	P	2010-07-15	2012-02-13
ABBOTT LABS, 11 SHS	P	2010-08-17	2012-02-13
ALTRIA GROUP INC, 14 SHS	P	2010-07-15	2012-02-13
AMERICAN ELECTRIC POWER INC, 6 SHS	P	2011-11-09	2012-02-13
AMERICAN EXPRESS CO, 10 SHS	P	2010-07-15	2012-02-13
AMGEN INC, 6 SHS	P	2011-08-15	2012-02-13
AUTOMATIC DATA PROCESSING INC, 10 SHS	P	2010-07-15	2012-02-13
BHP LTD SPONSORED ADR, 5 SHS	P	2011-11-23	2012-02-13
BLACKROCK INC CL A, 2 SHS	P	2011-07-26	2012-02-13
BOEING CO, 4 SHS	P	2011-11-21	2012-02-13
BRISTOL MYERS SQUIBB COMPANY, 30 SHS	P	2010-07-15	2012-02-13
CME GROUP INC, 1 SHS	P	2011-03-23	2012-02-13
CHEVRONTEXACO CORP, 12 SHS	P	2010-07-15	2012-02-13
CHUBB CORP, 5 SHS	P	2011-11-17	2012-02-13
DIAGEO PLC SPONSORED ADR NEW, 7 SHS	P	2010-07-15	2012-02-13
DOVER CORP, 14 SHS	P	2010-07-15	2012-02-13
DU PONT (E I) DE NEMOURS & CO, 7 SHS	P	2011-11-22	2012-02-13
EMERSON ELECTRIC CO, 7 SHS	P	2010-07-15	2012-02-13
EXXON MOBIL CORP, 12 SHS	P	2010-08-17	2012-02-13
EXXON MOBIL CORP, 2 SHS	P	2010-07-15	2012-02-13
GALLAGHER ARTHUR J & CO, 11 SHS	P	2010-07-15	2012-02-13
GLAXO WELLCOME PLC SPONSORED ADR, 8 SHS	P	2011-11-22	2012-02-13
HEINZ H J CO, 11 SHS	P	2010-07-15	2012-02-13
HOME DEPOT INC, 24 SHS	P	2010-07-15	2012-02-13
HONEYWELL INTL INC, 11 SHS	P	2010-07-15	2012-02-13
INTEL CORP, 39 SHS	P	2012-01-05	2012-02-13
INTERNATIONAL BUSINESS MACHINES, 7 SHS	P	2010-07-15	2012-02-13
JP MORGAN CHASE & CO, 21 SHS	P	2010-07-15	2012-02-13

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JOHNSON AND JOHNSON, 11 SHS	P	2011-07-26	2012-02-13
KIMBERLY CLARK CORP, 7 SHS	P	2010-07-15	2012-02-13
KINDER MORGAN INC DEL, 13 SHS	P	2011-03-16	2012-02-13
LIMITED INC, 7 SHS	P	2011-11-16	2012-02-13
MCDONALDS CORP, 9 SHS	P	2010-07-15	2012-02-13
MERCK & CO INC, 21 SHS	P	2010-07-15	2012-02-13
MEREDITH CORP, 7 SHS	P	2010-07-15	2012-02-13
METLIFE INC, 1 SHS	P	2011-01-19	2012-02-13
METLIFE INC, 8 SHS	P	2010-07-15	2012-02-13
MICROSOFT CORP, 29 SHS	P	2012-01-05	2012-02-13
MICROSOFT CORP, 7 SHS	P	2010-07-15	2012-02-13
NEXTERA ENERGY INC, 5 SHS	P	2010-07-15	2012-02-13
NORDSTROM INC, 5 SHS	P	2010-07-15	2012-02-13
NORFOLK SOUTHERN CORP, 4 SHS	P	2011-11-21	2012-02-13
NUCOR CORP, 8 SHS	P	2010-07-15	2012-02-13
OCCIDENTAL PETROLEUM CORP, 6 SHS	P	2010-07-15	2012-02-13
PG & E CORP, 5 SHS	P	2011-09-13	2012-02-13
PNC BANK CORP, 3 SHS	P	2011-03-16	2012-02-13
PNC BANK CORP, 6 SHS	P	2010-07-15	2012-02-13
PARKER-HANNIFIN CP, 4 SHS	P	2011-11-09	2012-02-13
PENN WEST PETE LTD NEW, 12 SHS	P	2011-01-19	2012-02-13
PFIZER INC, 51 SHS	P	2011-08-30	2012-02-13
PHILIP MORRIS INTL INC, 9 SHS	P	2011-11-23	2012-02-13
PHILIP MORRIS INTL INC, 8 SHS	P	2010-08-17	2012-02-13
PRICE T ROWE GROUP INC, 5 SHS	P	2011-01-19	2012-02-13
PRICE T ROWE GROUP INC, 1 SHS	P	2010-07-15	2012-02-13
PROCTER & GAMBLE CO, 8 SHS	P	2010-07-15	2012-02-13
PUBLIC SERVICE ENTERPRISE GROUP INC, 10 SHS	P	2010-07-15	2012-02-13
RPM INC OHIO, 14 SHS	P	2010-07-15	2012-02-13
RAYTHEON CO NEW, 8 SHS	P	2010-07-15	2012-02-13

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ROYAL DUTCH SHELL PLC SPONSORED, 13 SHS	P	2010-07-15	2012-02-13
SEMPRA ENERGY, 7 SHS	P	2011-11-09	2012-02-13
SHERWIN WILLIAMS CO, 4 SHS	P	2011-11-23	2012-02-13
TJX COS INC NEW, 8 SHS	P	2010-07-15	2012-02-13
TARGET CORP, 8 SHS	P	2010-08-02	2012-02-13
TEXAS INSTRUMENTS INC, 11 SHS	P	2011-11-21	2012-02-13
TIME WARNER INC, 14 SHS	P	2010-07-15	2012-02-13
US BANCORP DEL NEW, 23 SHS	P	2011-11-21	2012-02-13
UNITED TECHNOLOGIES CORP, 6 SHS	P	2011-11-21	2012-02-13
UNITED TECHNOLOGIES CORP, 1 SHS	P	2010-07-15	2012-02-13
VERIZON COMMUNICATIONS, 34 SHS	P	2010-07-15	2012-02-13
WAL MART STORES INC, 5 SHS	P	2010-07-15	2012-02-13
WASTE MGMT INC DEL COM, 7 SHS	P	2010-07-15	2012-02-13
WELLS FARGO & CO (NEW), 15 SHS	P	2010-07-15	2012-02-13
ACCENTURE PLC, 4 SHS	P	2011-11-23	2012-02-13
ACCENTURE PLC, 6 SHS	P	2011-11-17	2012-02-13
TRANSOCEAN LTD, 5 SHS	P	2010-07-15	2012-02-13
PG & E CORP, 4 SHS	P	2011-11-21	2012-02-17
PG & E CORP, 28 SHS	P	2011-09-13	2012-02-17
TRANSOCEAN LTD, 32 SHS	P	2010-07-15	2012-03-01
METLIFE INC, 17 SHS	P	2010-07-15	2012-03-21
TARGET CORP, 9 SHS	P	2010-08-03	2012-03-21
TARGET CORP, 10 SHS	P	2010-08-04	2012-03-21
TARGET CORP, 24 SHS	P	2010-08-17	2012-03-21
TARGET CORP, 1 SHS	P	2010-08-17	2012-03-21
TARGET CORP, 18 SHS	P	2010-08-02	2012-03-21
TARGET CORP, 1 SHS	P	2010-08-02	2012-03-21
AT&T INC, 37 SHS	P	2010-07-15	2012-04-10
JOHNSON AND JOHNSON, 10 SHS	P	2010-07-15	2012-05-03
JOHNSON AND JOHNSON, 1 SHS	P	2011-07-26	2012-05-03

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PUBLIC SERVICE ENTERPRISE GROUP INC, 79 SHS	P	2010-07-15	2012-06-06
BRISTOL MYERS SQUIBB COMPANY, 5 SHS	P	2010-07-15	2012-08-13
CHUBB CORP, 2 SHS	P	2011-11-17	2012-08-13
CHUBB CORP, 1 SHS	P	2011-11-23	2012-08-13
EXXON MOBIL CORP, 1 SHS	P	2012-03-01	2012-08-13
HOME DEPOT INC, 2 SHS	P	2010-07-15	2012-08-13
MERCK & CO INC, 4 SHS	P	2010-07-15	2012-08-13
MICROSOFT CORP, 5 SHS	P	2010-07-15	2012-08-13
PFIZER INC, 2 SHS	P	2011-08-30	2012-08-13
PHILIP MORRIS INTL INC, 3 SHS	P	2010-07-15	2012-08-13
ROYAL DUTCH SHELL PLC SPONSORED, 2 SHS	P	2012-03-01	2012-08-13
NUCOR CORP, 9 SHS	P	2011-11-23	2012-09-06
NUCOR CORP, 49 SHS	P	2010-07-15	2012-09-06
UNITED TECHNOLOGIES CORP, 23 SHS	P	2010-07-15	2012-09-06
UNITED TECHNOLOGIES CORP, 10 SHS	P	2012-04-20	2012-09-06
GALLAGHER ARTHUR J & CO, 18 SHS	P	2010-07-15	2012-10-11
GALLAGHER ARTHUR J & CO, 14 SHS	P	2010-07-15	2012-10-12
GALLAGHER ARTHUR J & CO, 29 SHS	P	2010-07-15	2012-10-15
GALLAGHER ARTHUR J & CO, 11 SHS	P	2010-07-15	2012-10-16
LIMITED INC, 37 SHS	P	2011-07-26	2012-10-17
LIMITED INC, 2 SHS	P	2011-11-16	2012-10-17
LIMITED INC, 3 SHS	P	2011-06-13	2012-10-17
PENN WEST PETE LTD NEW, 72 SHS	P	2011-01-19	2012-11-07
NORFOLK SOUTHERN CORP, 25 SHS	P	2011-11-21	2012-11-12
ISHARES SILVER TR, 1 SHS	P	2012-12-20	2012-12-31
ARM HOLDINGS, 54 SHS	P	2011-11-18	2012-07-26
BARRICK GOLD CORP, 29 SHS	P	2012-01-30	2012-05-17
DOLLAR GENERAL CORP, 30 SHS	P	1937-11-25	2012-11-30
EDWARDS LIFESCIENCES CORP, 17 SHS	P	2011-11-01	2012-06-25
EXXON MOBIL CORP, 5 SHS	P	2011-11-25	2012-04-10

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FROST NATURAL RESOURCES, 16 4230 SHS	P	2012-02-09	2012-09-26
GEN-PROBE INC, 7 SHS	P	2012-01-05	2002-02-13
JUNIPER NETWORKS INC, 1 SHS	P	2011-10-21	2012-01-27
KINROSS GOLD CORP, 108 SHS	P	2011-09-14	2012-01-19
LAUDER ESTEE COS INC, 26 SHS	P	2012-05-17	2012-07-27
MYRIAD GENETICS INCORPORATED, 13 SHS	P	2012-05-23	2012-09-19
MYRIAD GENETICS INCORPORATED, 44 SHS	P	2012-05-23	2012-09-20
NETAPP INC, 19 SHS	P	2011-11-25	2012-11-13
ONYX PHARMACEUTICALS INC, 18 SHS	P	2012-03-23	2012-06-20
ONYX PHARMACEUTICALS INC, 3 SHS	P	2012-03-23	2012-06-21
PACCAR INC, 32 SHS	P	2011-04-20	2012-04-11
PACCAR INC, 30 SHS	P	2012-02-08	2012-07-05
PEABODY ENERGY CORP, 42 SHS	P	2011-04-21	2012-02-14
PIONEER NATURAL RESOURCES CO, 7 SHS	P	2012-02-03	2012-06-06
PIONEER NATURAL RESOURCES CO, 15 SHS	P	2012-02-13	2012-06-21
SALIX PHARMACEUTICALS LTD, 26 SHS	P	2011-10-13	2012-02-06
SALIX PHARMACEUTICALS LTD, 13 SHS	P	2011-10-13	2012-02-07
SUNCOR ENERGY INC, 51 SHS	P	2011-12-25	2012-04-07
TEREX CORP, 65 SHS	P	2012-03-14	2012-07-17
VARIAN MEDICAL SYSTEMS INC, 7 SHS	P	2012-04-23	2012-01-01
VARIAN MEDICAL SYSTEMS INC, 16 SHS	P	2012-04-23	2012-10-02
PACCAR INC, 6 SHS	P	2011-04-20	2012-07-05
COHEN & STEERS INSTL REALTY, 50 3630 SHS	P	2011-11-29	2012-09-26
INVESCO DEV MARKETS FUND, 20 4540 SHS	P	2011-11-29	2012-09-26
T ROWE RPICE INTERNATIONAL DISCV, 41 6370 SHS	P	2011-11-29	2012-09-26
ALBEMARLE CORPORATION, 27 SHS	P	2010-09-07	2012-02-10
ALBEMARLE CORPORATION, 3 SHS	P	2010-09-07	2012-02-13
APPLE INC, 7 SHS	P	2009-06-26	2012-07-24
BAIDU INC, 12 SHS	P	2010-12-03	2012-11-14
BOEING CO 3 75% 11/20/16, 100000	P	2011-03-28	2012-06-12

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COCA COLA CO, 25 SHS	P	2009-07-07	2012-05-15
COSTCO WHOLESALE CORP, 18 SHS	P	2009-06-26	2012-01-05
CUMMINS INC, 10 SHS	P	2009-06-26	2012-05-23
CUMMINS INC, 6 SHS	P	2009-06-26	2012-07-10
DEERE & CO, 28 SHS	P	2009-06-26	2012-09-07
EMERSON ELECTRIC CO, 29 SHS	P	2009-06-26	2012-01-04
EXXON MOBIL CORP, 33 SHS	P	2009-07-02	2012-04-10
FEDERAL NATL MTG ASSN 4 75% 06/28/12, 100000	P	2009-06-26	2012-06-28
FORTINET INC, 92 SHS	P	2010-08-30	2012-11-13
FROST DIVIDEND VALUE EQUITY, 1306 4910 SHS	P	2009-06-26	2012-09-26
FROST INTERNATIONAL EQUITY FD, 2827 9460 SHS	P	2009-08-27	2012-09-26
GOOGLE INC, 3 SHS	P	2009-06-26	2012-05-29
HALLIBURTON CO, 43 SHS	P	2010-11-04	2012-03-27
INTERNATIONAL BUSINESS MACHINES, 12 SHS	P	2010-05-17	2012-05-09
IVY GLOBAL NATURAL RES FUND, 1132 1280 SHS	P	2009-06-26	2012-02-09
JPMORGAN CHASE & CO, 49 SHS	P	2009-06-26	2012-01-17
LAM RESEARCH CORPORATION, 26 SHS	P	2010-12-22	2012-07-27
LKCM SMALL CAP EQUITY FUND, 112 5670 SHS	P	2009-06-26	2012-09-26
MAINSTAY CONVERTIBLE FUND, 693 4160 SHS	P	2009-08-27	2012-09-26
NETAPP INC, 32 SHS	P	2010-12-22	2012-07-09
NETAPP INC, 30 SHS	P	2010-12-22	2012-11-13
O'REILLY AUTOMOTIVE INC, 28 SHS	P	2009-06-26	2012-06-28
PEPSICO INC, 34 SHS	P	2009-06-26	2012-09-10
QUALCOMM INC, 31 SHS	P	2009-08-13	2012-05-17
ROCKWELL AUTOMATION INC, 22 SHS	P	2010-01-13	2012-05-31
SCHLUMBERGER LIMITED COM, 18 SHS	P	2009-06-26	2012-03-27
STARWOOD HOTELS & RESORTS COM, 19 SHS	P	2010-09-27	2012-06-01
STARWOOD HOTELS & RESORTS COM, 27 SHS	P	2010-09-27	2012-08-23
STARWOOD HOTELS & RESORTS COM, 2 SHS	P	2010-09-27	2012-08-24
TEMPLETON GLOBAL BOND FUND, 1213 SHS	P	2011-03-23	2012-06-27

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	**(b)** How acquired P—Purchase D—Donation	**(c)** Date acquired (mo , day, yr)	**(d)** Date sold (mo , day, yr)
WYETH 5 5%, 02/01/14, 100000	P	2009-08-31	2012-06-12
CAPITAL GAINS DIVIDENDS	P		

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(e) Gross sales price	**(f)** Depreciation allowed (or allowable)	**(g)** Cost or other basis plus expense of sale	**(h)** Gain or (loss) (e) plus (f) minus (g)
18,920		24,372	-5,452
28,305		24,912	3,393
20,115		22,193	-2,078
82		355	-273
82		354	-272
27		118	-91
27		118	-91
82		355	-273
55		218	-163
792		2,032	-1,240
109		433	-324
27		108	-81
55		216	-161
55		189	-134
82		264	-182
492		1,289	-797
164		652	-488
28		70	-42
924		1,127	-203
784		1,090	-306
28		68	-40
28		68	-40
28		67	-39
140		335	-195
392		937	-545
28		67	-39
84		199	-115
28		66	-38
1,231		2,728	-1,497
150		171	-21

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
1,316		1,466	-150
688		753	-65
490		419	71
245		219	26
488		419	69
266		196	70
379		374	5
521		523	-2
231		313	-82
388		312	76
269		208	61
1,600		637	963
1,405		1,044	361
1,919		1,213	706
840		769	71
700		608	92
280		265	15
560		517	43
420		387	33
1,915		1,638	277
1,903		1,385	518
1,515		1,074	441
283		282	1
1,130		1,225	-95
1,130		1,194	-64
27		28	-1
264		275	-11
264		272	-8
1,692		1,312	380
1,928		1,781	147

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(e) Gross sales price	**(f)** Depreciation allowed (or allowable)	**(g)** Cost or other basis plus expense of sale	**(h)** Gain or (loss) (e) plus (f) minus (g)
454		436	18
262		298	-36
481		529	-48
175		199	-24
175		201	-26
175		202	-27
44		51	-7
350		404	-54
435		427	8
435		371	64
652		523	129
326		249	77
327		240	87
163		139	24
380		277	103
877		721	156
251		203	48
251		206	45
626		518	108
626		521	105
234		252	-18
468		470	-2
1,054		1,059	-5
234		247	-13
1,836		1,465	371
1,049		1,049	0
197		317	-120
393		393	0
525		525	0
393		393	0

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(e) Gross sales price	**(f)** Depreciation allowed (or allowable)	**(g)** Cost or other basis plus expense of sale	**(h)** Gain or (loss) (e) plus (f) minus (g)
262		434	-172
800		761	39
400		375	25
1,659		2,316	-657
205		183	22
103		91	12
360		313	47
976		897	79
308		249	59
333		285	48
1,221		1,036	185
327		241	86
458		364	94
1,899		1,393	506
1,634		1,579	55
137		104	33
275		207	68
275		207	68
412		310	102
137		103	34
1,100		709	391
855		700	155
1,026		823	203
572		520	52
1,717		1,398	319
572		479	93
1,669		994	675
264		264	0
264		207	57
1,449		1,378	71

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(e) Gross sales price	**(f)** Depreciation allowed (or allowable)	**(g)** Cost or other basis plus expense of sale	**(h)** Gain or (loss) (e) plus (f) minus (g)
132		128	4
659		648	11
452		408	44
1,016		841	175
113		94	19
1,616		1,609	7
341		371	-30
299		337	-38
406		317	89
963		572	391
127		101	26
380		297	83
507		406	101
650		480	170
176		185	-9
396		411	-15
132		139	-7
887		694	193
887		691	196
391		288	103
370		370	0
1,506		1,066	440
352		364	-12
44		45	-1
629		494	135
554		500	54
277		249	28
284		177	107
650		466	184
650		458	192

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(e) Gross sales price	**(f)** Depreciation allowed (or allowable)	**(g)** Cost or other basis plus expense of sale	**(h)** Gain or (loss) (e) plus (f) minus (g)
796		534	262
44		44	0
133		118	15
697		622	75
243		188	55
61		41	20
974		661	313
144		96	48
360		221	139
288		168	120
569		355	214
380		353	27
532		490	42
1,792		1,676	116
448		391	57
1,449		903	546
245		235	10
368		353	15
713		220	493
1,227		889	338
1,499		1,036	463
648		622	26
519		440	79
775		660	115
26		104	-78
26		103	-77
767		3,165	-2,398
588		2,418	-1,830
77		293	-216
409		1,510	-1,101

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(e) Gross sales price	**(f)** Depreciation allowed (or allowable)	**(g)** Cost or other basis plus expense of sale	**(h)** Gain or (loss) (e) plus (f) minus (g)
205		754	-549
153		554	-401
153		553	-400
51		177	-126
281		969	-688
153		523	-370
588		1,619	-1,031
665		1,047	-382
1,074		2,696	-1,622
102		237	-135
333		608	-275
2,878		878	2,000
3,081		3,182	-101
1,894		1,964	-70
1,119		605	514
140		84	56
420		226	194
489		138	351
82		156	-74
213		404	-191
16		31	-15
410		762	-352
1,477		2,740	-1,263
178		258	-80
728		1,107	-379
3,221		4,922	-1,701
210		396	-186
291		377	-86
1,514		1,263	251
294		300	-6

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(e) Gross sales price	**(f)** Depreciation allowed (or allowable)	**(g)** Cost or other basis plus expense of sale	**(h)** Gain or (loss) (e) plus (f) minus (g)
441		454	-13
732		443	289
927		768	159
433		381	52
289		253	36
681		705	-24
340		352	-12
340		349	-9
681		698	-17
114		116	-2
1,073		947	126
306		274	32
249		290	-41
374		460	-86
249		289	-40
2,014		1,922	92
504		470	34
1,007		1,519	-512
2,434		3,631	-1,197
695		627	68
416		421	-5
693		572	121
140		110	30
2,387		1,858	529
317		289	28
158		104	54
475		306	169
2,525		1,967	558
556		437	119
695		542	153

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(e) Gross sales price	**(f)** Depreciation allowed (or allowable)	**(g)** Cost or other basis plus expense of sale	**(h)** Gain or (loss) (e) plus (f) minus (g)
1,133		858	275
425		341	84
142		114	28
757		698	59
126		116	10
378		348	30
252		230	22
758		489	269
758		609	149
258		237	21
1,550		1,335	215
2,497		2,267	230
258		227	31
517		447	70
1,586		886	700
1,115		964	151
1,187		1,275	-88
475		506	-31
712		756	-44
1,662		1,736	-74
1,187		1,736	-549
830		940	-110
1,161		1,242	-81
2,406		2,946	-540
83		94	-11
83		79	4
2,768		2,623	145
167		102	65
1,499		857	642
1,026		897	129

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(e) Gross sales price	**(f)** Depreciation allowed (or allowable)	**(g)** Cost or other basis plus expense of sale	**(h)** Gain or (loss) (e) plus (f) minus (g)
1,266		1,298	-32
572		553	19
632		524	108
607		559	48
409		300	109
238		233	5
521		429	92
409		310	99
544		414	130
392		338	54
384		377	7
300		261	39
960		763	197
291		297	-6
1,276		869	407
346		331	15
661		480	181
924		614	310
355		320	35
369		323	46
1,013		731	282
169		118	51
388		282	106
364		339	25
573		497	76
1,102		675	427
662		456	206
1,041		985	56
1,350		910	440
803		844	-41

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(e) Gross sales price	**(f)** Depreciation allowed (or allowable)	**(g)** Cost or other basis plus expense of sale	**(h)** Gain or (loss) (e) plus (f) minus (g)
711		728	-17
503		437	66
420		391	29
316		307	9
897		639	258
801		760	41
239		226	13
38		46	-8
302		310	-8
888		798	90
214		178	36
300		263	37
253		170	83
285		290	-5
352		311	41
624		487	137
206		202	4
180		185	-5
361		362	-1
360		323	37
253		306	-53
1,090		964	126
735		642	93
654		422	232
301		335	-34
60		48	12
514		502	12
306		336	-30
362		254	108
403		392	11

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(e) Gross sales price	**(f)** Depreciation allowed (or allowable)	**(g)** Cost or other basis plus expense of sale	**(h)** Gain or (loss) (e) plus (f) minus (g)
946		721	225
403		375	28
398		335	63
275		171	104
419		414	5
366		328	38
531		428	103
672		568	104
510		441	69
85		68	17
1,299		910	389
309		251	58
249		232	17
460		411	49
230		217	13
345		340	5
246		262	-16
168		153	15
1,176		1,133	43
1,696		1,679	17
659		659	0
521		459	62
579		513	66
1,390		1,235	155
58		51	7
1,043		928	115
58		52	6
1,118		924	194
655		603	52
65		66	-1

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(e) Gross sales price	**(f)** Depreciation allowed (or allowable)	**(g)** Cost or other basis plus expense of sale	**(h)** Gain or (loss) (e) plus (f) minus (g)
2,470		2,653	-183
158		127	31
144		132	12
72		64	8
88		87	1
106		56	50
177		145	32
151		127	24
47		38	9
277		149	128
141		147	-6
340		322	18
1,854		1,905	-51
1,822		1,563	259
792		811	-19
654		462	192
506		359	147
1,048		745	303
399		282	117
1,806		1,420	386
98		88	10
146		108	38
768		1,838	-1,070
1,460		1,812	-352
9		9	0
1,371		1,513	-142
1,057		1,433	-376
1,509		1,176	333
1,722		1,258	464
411		373	38

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(e) Gross sales price	**(f)** Depreciation allowed (or allowable)	**(g)** Cost or other basis plus expense of sale	**(h)** Gain or (loss) (e) plus (f) minus (g)
175		192	-17
476		413	63
1,388		1,442	-54
1,078		1,848	-770
1,419		1,455	-36
356		330	26
1,205		1,127	78
503		655	-152
802		658	144
184		111	73
1,365		1,706	-341
1,155		1,316	-161
1,461		2,762	-1,301
653		732	-79
1,227		1,607	-380
1,263		860	403
630		423	207
1,606		1,392	214
1,021		1,609	-588
424		467	-43
973		1,042	-69
231		320	-89
2,213		1,832	381
659		589	70
1,840		1,559	281
1,757		1,162	595
198		130	68
4,202		992	3,210
1,130		1,305	-175
110,861		105,185	5,676

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(e) Gross sales price	**(f)** Depreciation allowed (or allowable)	**(g)** Cost or other basis plus expense of sale	**(h)** Gain or (loss) (e) plus (f) minus (g)
1,921		1,224	697
1,486		832	654
992		345	647
517		207	310
2,191		1,183	1,008
1,377		957	420
2,711		2,296	415
100,000		108,187	-8,187
1,636		931	705
12,085		9,080	3,005
23,811		20,729	3,082
1,796		1,262	534
1,416		1,414	2
2,419		1,563	856
22,575		16,789	5,786
1,723		1,671	52
884		1,371	-487
2,779		1,487	1,292
10,450		8,834	1,616
934		1,758	-824
794		1,649	-855
2,265		1,057	1,208
2,444		1,843	601
1,819		1,445	374
1,584		1,065	519
1,268		986	282
934		1,013	-79
1,443		1,440	3
107		107	0
15,320		16,375	-1,055

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(e) Gross sales price	**(f)** Depreciation allowed (or allowable)	**(g)** Cost or other basis plus expense of sale	**(h)** Gain or (loss) (e) plus (f) minus (g)
107,669		109,656	-1,987
13,970			13,970

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			-5,452
			3,393
			-2,078
			-273
			-272
			-91
			-91
			-273
			-163
			-1,240
			-324
			-81
			-161
			-134
			-182
			-797
			-488
			-42
			-203
			-306
			-40
			-40
			-39
			-195
			-545
			-39
			-115
			-38
			-1,497
			-21

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			-150
			-65
			71
			26
			69
			70
			5
			-2
			-82
			76
			61
			963
			361
			706
			71
			92
			15
			43
			33
			277
			518
			441
			1
			-95
			-64
			-1
			-11
			-8
			380
			147

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			18
			-36
			-48
			-24
			-26
			-27
			-7
			-54
			8
			64
			129
			77
			87
			24
			103
			156
			48
			45
			108
			105
			-18
			-2
			-5
			-13
			371
			0
			-120
			0
			0
			0

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			-172
			39
			25
			-657
			22
			12
			47
			79
			59
			48
			185
			86
			94
			506
			55
			33
			68
			68
			102
			34
			391
			155
			203
			52
			319
			93
			675
			0
			57
			71

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			4
			11
			44
			175
			19
			7
			-30
			-38
			89
			391
			26
			83
			101
			170
			-9
			-15
			-7
			193
			196
			103
			0
			440
			-12
			-1
			135
			54
			28
			107
			184
			192

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			262
			0
			15
			75
			55
			20
			313
			48
			139
			120
			214
			27
			42
			116
			57
			546
			10
			15
			493
			338
			463
			26
			79
			115
			-78
			-77
			-2,398
			-1,830
			-216
			-1,101

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			-549
			-401
			-400
			-126
			-688
			-370
			-1,031
			-382
			-1,622
			-135
			-275
			2,000
			-101
			-70
			514
			56
			194
			351
			-74
			-191
			-15
			-352
			-1,263
			-80
			-379
			-1,701
			-186
			-86
			251
			-6

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			-13
			289
			159
			52
			36
			-24
			-12
			-9
			-17
			-2
			126
			32
			-41
			-86
			-40
			92
			34
			-512
			-1,197
			68
			-5
			121
			30
			529
			28
			54
			169
			558
			119
			153

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			275
			84
			28
			59
			10
			30
			22
			269
			149
			21
			215
			230
			31
			70
			700
			151
			-88
			-31
			-44
			-74
			-549
			-110
			-81
			-540
			-11
			4
			145
			65
			642
			129

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			-32
			19
			108
			48
			109
			5
			92
			99
			130
			54
			7
			39
			197
			-6
			407
			15
			181
			310
			35
			46
			282
			51
			106
			25
			76
			427
			206
			56
			440
			-41

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			-17
			66
			29
			9
			258
			41
			13
			-8
			-8
			90
			36
			37
			83
			-5
			41
			137
			4
			-5
			-1
			37
			-53
			126
			93
			232
			-34
			12
			12
			-30
			108
			11

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			225
			28
			63
			104
			5
			38
			103
			104
			69
			17
			389
			58
			17
			49
			13
			5
			-16
			15
			43
			17
			0
			62
			66
			155
			7
			115
			6
			194
			52
			-1

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			-183
			31
			12
			8
			1
			50
			32
			24
			9
			128
			-6
			18
			-51
			259
			-19
			192
			147
			303
			117
			386
			10
			38
			-1,070
			-352
			0
			-142
			-376
			333
			464
			38

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			-17
			63
			-54
			-770
			-36
			26
			78
			-152
			144
			73
			-341
			-161
			-1,301
			-79
			-380
			403
			207
			214
			-588
			-43
			-69
			-89
			381
			70
			281
			595
			68
			3,210
			-175
			5,676

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			697
			654
			647
			310
			1,008
			420
			415
			-8,187
			705
			3,005
			3,082
			534
			2
			856
			5,786
			52
			-487
			1,292
			1,616
			-824
			-855
			1,208
			601
			374
			519
			282
			-79
			3
			0
			-1,055

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			-1,987
			13,970

TY 2012 Accounting Fees Schedule

Name: PATE FOUNDATION

EIN: 75-6036779

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
PROFESSIONAL FEES	5,340	0		5,340

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2012 Depreciation Schedule

Name: PATE FOUNDATION

EIN: 75-6036779

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
BUILDING	1972-07-01	60,123	60,123	SL	30 000000000000	0	0		
FENCE	1991-05-21	6,800	6,772	SL	20 000000000000	0	0		
SPRAYER	1991-03-07	1,590	1,590	SL	12 000000000000	0	0		
MUSEUM ADDITION	1994-02-18	40,235	18,446	SL	39 000000000000	1,032	0		
LAMP	1994-06-13	165	165	200DB	7 000000000000	0	0		
CONFERENCE TABLE & 2 CHAIRS	1994-04-06	645	644	200DB	7 000000000000	0	0		
FANS	1994-07-11	1,591	1,591	200DB	7 000000000000	0	0		
MUSEUM IMPROVEMENT	1994-04-18	1,236	564	SL	39 000000000000	32	0		
MUSEUM IMPROVEMENT	1994-07-28	1,390	626	SL	39 000000000000	36	0		
FENCING - BARBED WIRE	1995-03-01	2,677	2,256	SL	20 000000000000	134	0		
FENCING	1997-10-08	4,445	3,164	SL	20 000000000000	222	0		
WATER WELL	1998-02-26	5,403	3,735	SL	20 000000000000	270	0		
RUDD 4 TON CONDENSING UNIT	1998-07-09	3,200	3,200	SL	7 000000000000	0	0		
DRILLING FOR WATER LINES	1999-08-24	2,700	1,665	SL	20 000000000000	135	0		
POULAN 42" LAWN TRACTOR	1999-04-15	1,069	1,064	200DB	5 000000000000	0	0		
MUSEUM IMPROVEMENT	2000-11-01	60,200	22,244	SL	30 000000000000	2,007	0		
CONCRETE WORK AND ENTRYWAY	2001-07-31	9,602	3,333	SL	30 000000000000	320	0		
SURVEILANCE SYSTEM	2001-04-30	802	802	200DB	5 000000000000	0	0		
FARNSWORTH HALL - IMPROVEMENTS	2002-06-06	15,329	7,341	SL	20 000000000000	766	0		

TY 2012 Investments Corporate Bonds Schedule

Name: PATE FOUNDATION

EIN: 75-6036779

Name of Bond	End of Year Book Value	End of Year Fair Market Value
FROST LOW DURATION BOND FD	84,858	84,738
FROST TOTAL RETURN BOND FUND	301,014	305,586
HARTFORD FLOATING RATE FUND	19,637	20,487
IVY HIGH INCOME FUND	50,193	51,222
TEMPLETON GLOBAL BOND FUND	50,961	51,334

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TY 2012 Investments Corporate Stock Schedule

Name: PATE FOUNDATION

EIN: 75-6036779

Name of Stock	End of Year Book Value	End of Year Fair Market Value
AMERICAN INTERNATIONAL GROUP	244	207
AMERICAN INTERNATIONAL GROUP	5,358	1,024
ATMOS ENERGY CORP	5,517	7,024
BB&T CORP	6,900	19,795
BERKSHIRE HATHAWAY INC CL B	11,145	44,850
CEDAR FAIR LIMITED PARTNERSHIP	3,203	13,380
CHORUS LTD	583	683
CULLEN FROST BANKERS INC	3,199	21,382
EXXON MOBIL CORP	1,937	42,063
GENERAL ELECTRIC	3,006	6,423
JP MORGAN CHASE CO	11,606	24,579
L L & E ROYALTY TRUST	3,904	100
NBT BANCORP INC	5,372	4,054
RAYTHEON CO	6,138	11,512
TELECOM CO NEW ZEALAND-284	1,789	2,630
TELEFONICA SA SP ADR	1,422	9,389
TYSON FOODS	2,357	5,820
WALMART STORES INC	38,104	54,584
ADOBE SYSTEMS INC	1,562	1,771
ALLERGAN INC	1,254	2,477
AMAZON.COM INC	949	2,007
ANADARKO PETROLEUM CORP	2,369	2,898
APPLE INC	1,983	7,450
BAXTER INTERNATIONAL INC	1,943	2,133
BHP BILLITON LTD	1,400	1,647
BIOGEN IDEC INC	2,403	2,927
BLACKROCK INC	1,664	1,860
BORGWARNER INC	1,111	2,435
CAMERON INTERNATIONAL CORP	2,084	2,371
CELGENE CORP	2,671	3,610

Name of Stock	End of Year Book Value	End of Year Fair Market Value
CEPHEID INC	2,333	2,167
CHART INDUSTRIES INC	1,515	1,334
CHIPOTLE MEXICAN GRILL	1,468	1,487
CITRIX SYSTEMS INC	1,432	1,247
COBALT INTL ENERGY	2,492	1,965
COCA COLA CO	1,420	2,103
COGNIZANT TECH SOLUTIONS	1,504	4,211
COSTCO WHOLESALE CORP	2,153	3,258
CUMMINS INC	552	1,734
CVS CAREMARK CORP	2,091	2,224
D R HORTON INV	1,586	2,136
DIRECTV COM CLASS A	2,369	3,210
DOLLAR GENERAL CORP	1,935	1,940
E M C CORPORATION	1,645	3,213
EBAY INCORPORATED	2,431	3,009
EDWARDS LIFESCIENCES CORP	1,145	1,353
ELI LILLY & CO	2,138	2,219
EOG RESOURCES INC	2,454	2,778
FEDEX CORP	2,436	2,476
FRESH MARKET INC	1,437	1,347
F5 NETWORKS INC	1,495	1,360
GILEAD SCIENCES INC	2,179	2,791
GOOGLE INC	1,683	2,830
ILLUMINA INC	2,646	3,669
INVESCO LTD	1,622	2,061
LAM RESEARCH CORPORATION	2,060	1,481
LINCOLN ELECTRIC HOLDINGS INC	2,183	2,872
MASTERCARD INC CL A	1,393	1,965
MEAD JOHNSON NUTRITION CO	1,351	1,318
METLIFE INC	2,096	2,471

Name of Stock	End of Year Book Value	End of Year Fair Market Value
MICHAEL KORS HLDGS LTD	2,269	2,654
MICROSOFT CORP	2,819	2,484
MONSANTO CORP	2,266	2,745
ORACLE CORPORATION	1,195	1,866
PANERA BREAD	1,839	1,906
PHILIP MORRIS INT'L INC	1,610	3,178
POTASH CORP	3,156	2,726
PRAXAIR INC	1,156	1,642
PRICELINE.COM INC	966	2,482
QUALCOMM INC	3,387	4,145
ROCKWELL AUTOMATION INC	968	1,680
SCHLUMBERGER LIMITED COM	1,918	2,425
STARBUCKS CORP	751	2,735
TERADATA CORP	1,462	1,547
ULTA SALON COSMETICS & FRAG COM	1,875	3,144
UNION PACIFIC CORP	2,274	4,526
VISA INC	1,311	2,425
VMWARE INC	1,401	1,412
GENERAL ELECTRIC CO	15,893	21,074
COLUMBIA MID CAP GROWTH FUND	50,000	64,220
COLUMBIA MID CAP VALUE FUND	50,000	66,877
COLUMBIA SMALL CAP GROWTH FUND	32,500	44,343
ISHARES RUSSELL 2000 VALUE INDEX FUND	32,334	41,908
COLUMBIA ACORN INTERNATIONAL FUND	52,000	63,055
ISHARES INC MSCI CDA INDEX FUND	24,964	27,122
ISHARES MSCI SINGAPORE INDEX FUND	25,067	28,886
ISHARES MSCI SOUTH KOREA INDEX FUND	24,931	33,260
VANGUARD MSCI EMERGING MKTS	74,497	83,347
ALEXION PHARMACEUTICALS INC	4,676	9,187
ALLERGAN INC	5,866	8,072

Name of Stock	End of Year Book Value	End of Year Fair Market Value
AMAZON.COM INC	6,632	12,544
BIOGEN IDEC INC	7,469	10,831
CELGENE CORP	7,850	10,829
COGNIZANT TECH SOLUTIONS	6,490	8,940
E M C CORPORATION	8,519	10,044
EOG RESOURCES INC	7,839	10,387
FACEBOOK INC	7,233	8,492
FRANKLIN RES INC	6,846	7,793
GILEAD SCIENCES INC	7,286	8,153
GOOGLE INC	6,350	9,196
LAS VEGAS SANDS CORP	11,881	13,109
LAUDER ESTEE COS INC	5,753	8,560
LINKEDIN CORP	11,886	12,286
LULULEMON ATHLETICAL INC	2,296	9,529
PRECISION CASTPARTS CORP	5,978	8,713
PRICELINE.COM INC	3,294	9,306
QUALCOMM INC	6,889	10,392
SALESFORCE COM	6,380	11,263
VISA INC	6,823	11,217
YUM BRANDS INC	10,765	11,089
BAIDU INC	10,127	11,834
EDWARDS LIFESCIENCES CORP	10,024	9,197
FASTENAL CO	1,384	1,400
FMC TECHNOLOGIES	6,940	8,994
MICHAEL KORS HLDGS LTD	12,004	12,809
NOVO-NORDISK A S	4,786	8,813
ABBOTT LABS	3,547	4,782
ALTRIA GROUP INC	2,207	3,238
AMERICAN ELEC PWR INC	1,940	2,134
AMERICAN EXPRESS CO	2,916	3,909

Name of Stock	End of Year Book Value	End of Year Fair Market Value
AMGEN INC	2,986	4,224
APPLE INC	3,138	2,661
AT&T INC	5,618	7,585
AUTOMATIC DATA PROCESSING INC	2,445	3,359
BLACKROCK INC	2,448	2,894
BOEING CO	3,640	3,994
BRISTOL MYERS SQUIBB CO	5,338	6,844
CHEVRON CORPORATIONS	6,448	9,624
CHUBB CORP	2,796	3,465
CME GROUP INC	2,830	2,534
DOMINION RES INC	1,369	1,399
DU PONTE I DE NEMOURS & CO	3,756	3,553
EMERSON ELECTRIC CO	1,848	2,118
EXXON MOBIL CORP	6,515	9,174
HEINZ H J CORP	3,254	4,153
HOME DEPOT INC	4,249	9,339
HONEYWELL INTL INC	2,779	4,252
INTEL CORP	6,226	5,918
INTL BUSINESS MACHINES CORP	6,111	9,003
JP MORGAN CHASE CO	5,266	5,760
JOHNSON & JOHNSON	3,922	4,557
KIMBERLY CLARK CORP	3,118	4,222
KINDER MORGAN INC	2,889	3,498
MACYS INC	1,408	1,366
MARSH & MCLENNAN COS INC	2,887	2,895
MCDONALDS CORP	4,119	5,116
MERCK & CO INC	5,203	5,936
METLIFE INC	1,395	1,186
MICROSOFT CORP	6,553	6,891
NEXTERA ENERGY INC	1,628	2,145

Name of Stock	End of Year Book Value	End of Year Fair Market Value
OCCIDENTAL PETROLEUM CORP	3,576	3,218
PFIZER INC	4,854	7,900
PHILIP MORRIS INT'L INC	5,778	9,702
PNC FINANCIAL SVCS GROUP INC	3,501	3,499
PRICE T ROWE GROUP INC	1,774	2,409
PROCTOR & GAMBLE CO	3,704	4,006
RAYTHEON CO	3,127	3,569
SEMPRA ENERGY	2,613	3,689
SHERWIN WILLIAMS CO	2,487	5,076
TEXAS INSTRUMENTS INC	1,765	2,131
TIME WARNER INC	2,842	4,448
TJX COS INC	1,152	2,292
UNITED TECHNOLOGIES CORP	1,223	1,476
US BANCORP DEL	3,618	4,759
V F CORP	1,521	1,359
VERIZON COMMUNICATIONS INC	5,382	8,697
WALMART STORES INC	1,905	2,593
WASTE MANAGEMENT INC	1,655	1,687
WELLS FARGO & CO	3,582	4,170
CMS ENERGY CORP	1,357	1,536
DOVER CORP	3,072	4,600
NORDSTROM INC	1,122	1,766
PARKER HANNIFIN CORP	1,775	1,871
RPM INTERNATIONAL INC	1,505	2,437
WESTAR ENERGY INC	1,989	1,946
WISCONSIN ENERGY CORP	1,333	1,437
MEREDITH CORP	1,485	1,585
ACCENTURE PLC	3,156	4,456
ACE LTD	2,329	2,394
BHP BILLITON LTD	1,739	2,039

Name of Stock	End of Year Book Value	End of Year Fair Market Value
DIAGEO PLC	3,221	5,479
GLAXOSMITHKLINE PLC	5,298	5,260
ROYAL DUTCH SHELL PLC	5,706	6,964

TY 2012 Investments - Other Schedule

Name: PATE FOUNDATION

EIN: 75-6036779

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
COHEN & STEERS INSTL REALTY	AT COST	16,950	19,605
FROST DIVIDEND VALUE EQUITY	AT COST	104,874	129,435
FROST INTERNATIONAL EQUITY	AT COST	35,541	42,427
FROST NATURAL RESOURCES	AT COST	22,258	19,991
INVESCO DEV MARKETS FUND	AT COST	18,193	21,377
LKCM SMALL CAP EQUITY FUND	AT COST	32,497	50,466
MAINSTAY CONVERTIBLE FUND	AT COST	19,866	20,362
T ROWE PRICE INTL DISCOVERY FUND	AT COST	17,224	21,213
PIMCO TOTAL RETURN FUND	AT COST	290,000	289,742
COLUMBIA INCOME OPPORTUNITIES FUND	AT COST	80,000	84,687
ISHARES SILVER	AT COST	21,660	22,028
PIMCO COMMODITY REAL RETURN STR FUND	AT COST	65,000	58,011
SPDR GOLD TR	AT COST	22,269	22,683

TY 2012 Land, Etc. Schedule

Name: PATE FOUNDATION

EIN: 75-6036779

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
BUILDING	60,123	60,123	0	
FENCE	6,800	6,772	28	
SPRAYER	1,590	1,590	0	
MUSEUM ADDITION	40,235	19,478	20,757	
LAMP	165	165	0	
CONFERENCE TABLE & 2 CHAIRS	645	644	1	
FANS	1,591	1,591	0	
MUSEUM IMPROVEMENT	1,236	596	640	
MUSEUM IMPROVEMENT	1,390	662	728	
FENCING - BARBED WIRE	2,677	2,390	287	
FENCING	4,445	3,386	1,059	
WATER WELL	5,403	4,005	1,398	
RUDD 4 TON CONDENSING UNIT	3,200	3,200	0	
DRILLING FOR WATER LINES	2,700	1,800	900	
POULAN 42" LAWN TRACTOR	1,069	1,064	5	
MUSEUM IMPROVEMENT	60,200	24,251	35,949	
CONCRETE WORK AND ENTRYWAY	9,602	3,653	5,949	
SURVEILANCE SYSTEM	802	802	0	
FARNSWORTH HALL - IMPROVEMENTS	15,329	8,107	7,222	

TY 2012 Other Decreases Schedule

Name: PATE FOUNDATION

EIN: 75-6036779

Description	Amount
BOOK-TAX DIFFERENCE IN PARTNERSHIP INCOME	58

TY 2012 Other Expenses Schedule

Name: PATE FOUNDATION

EIN: 75-6036779

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INSURANCE	1,841	0		1,841
MUSEUM UPKEEP	314	0		314
TELEPHONE	1,807	0		1,807
OFFICE SUPPLIES	130	0		130
UTILITIES	951	0		951
OFFICE EXPENSE - ACCTG	3,600	0		3,600
MISCELLANEOUS	5	0		5

TY 2012 Other Income Schedule

Name: PATE FOUNDATION

EIN: 75-6036779

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
LEASE BONUS	15,809	0	15,809
OTHER INCOME	96	0	96
CEDAR FAIR, L P	751		751

TY 2012 Other Increases Schedule

Name: PATE FOUNDATION

EIN: 75-6036779

Description	Amount
PENDING STOCK PURCHASE TRANSACTIONS	24,979

TY 2012 Other Professional Fees Schedule

Name: PATE FOUNDATION

EIN: 75-6036779

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT FEES	14,524	14,524		0

TY 2012 Taxes Schedule

Name: PATE FOUNDATION

EIN: 75-6036779

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAX WITHHELD	1,139	1,139		0
FEDERAL EXCISE TAX	2,724	0		0
PROPERTY TAX	6,864	0		6,864