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

For calendar year 2012, or tax year beginning , 2012, and ending ,

Catalyst Foundation
c/o William H. Caudill
1301 McKinney Street #5100
Houston, TX 77010

A Employer identification number 76-0383386

B Telephone number (see the instructions) 713-654-4640

C If exemption application is pending, check here ► ☐

D 1 Foreign organizations, check here ► ☐

2 Foreign organizations meeting the 85% test, check here and attach computation ► ☐

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

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

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

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

I Fair market value of all assets at end of year (from Part II, column (c), line 16) ► $ 4,312,820.

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

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))*

			(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 (att sch)				
	2	Ck ► ☒ if the foundn is not req to att Sch B				
	3	Interest on savings and temporary cash investments			N/A	
	4	Dividends and interest from securities	129,076.	129,076.		
	5 a	Gross rents				
	b	Net rental income or (loss)				
	6 a	Net gain/(loss) from sale of assets not on line 10	201,532.			
	b	Gross sales price for all assets on line 6a 2,385,687.				
	7	Capital gain net income (from Part IV, line 2)		201,532.		
	8	Net short-term capital gain				
	9	Income modifications				
	10 a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit/(loss) (att sch)				
	11	Other income (attach schedule)				
	12	**Total.** Add lines 1 through 11	330,608.	330,608.		
OPERATING AND ADMINISTRATIVE EXPENSES	13	Compensation of officers, directors, trustees, etc	42,000.	8,000.		34,000.
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16 a	Legal fees (attach schedule) See St 1	3,312.	1,656.		1,656.
	b	Accounting fees (attach sch) See St 2	2,779.	1,390.		1,389.
	c	Other prof fees (attach sch) See St 3	76,534.	46,606.		29,928.
	17	Interest				
	18	Taxes (attach schedule)(see instrs) See Stm 4	1,217.	1,217.		
	19	Depreciation (attach sch) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings	8,483.			8,483.
	22	Printing and publications				
	23	Other expenses (attach schedule) See Statement 5	3,557.	117.		3,440.
	24	**Total operating and administrative expenses.** Add lines 13 through 23	137,882.	58,986.		78,896.
	25	Contributions, gifts, grants paid Part XV	98,032.			98,032.
	26	**Total expenses and disbursements.** Add lines 24 and 25	235,914.	58,986.		176,928.
	27	Subtract line 26 from line 12:				
	a	**Excess of revenue over expenses and disbursements**	94,694.			
	b	**Net investment income** (if negative, enter -0-)		271,622.		
	c	**Adjusted net income** (if negative, enter -0-)				

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BAA For Paperwork Reduction Act Notice, see instructions. TEEA0504L 12/23/12 Form **990-PF** (2012)

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Part II Balance Sheets

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

			Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
ASSETS	1	Cash – non-interest-bearing	10,103.	112,013.	112,013.
	2	Savings and temporary cash investments	213,196.	182,031.	182,031.
	3	Accounts receivable ►			
		Less allowance for doubtful accounts ►	2,178.		
	4	Pledges receivable ►			
		Less allowance for doubtful accounts ►			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach sch) ►			
		Less allowance for doubtful accounts ►			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments – U S and state government obligations (attach schedule) Statement 6	799,746.	851,409.	861,269.
	b	Investments – corporate stock (attach schedule) Statement 7	2,798,976.	2,773,440.	3,157,507.
	c	Investments – corporate bonds (attach schedule)			
	11	Investments – land, buildings, and equipment basis ►			
		Less accumulated depreciation (attach schedule) ►			
	12	Investments – mortgage loans			
	13	Investments – other (attach schedule)			
	14	Land, buildings, and equipment basis ►			
		Less: accumulated depreciation (attach schedule) ►			
	15	Other assets (describe ►)			
	16	**Total assets** (to be completed by all filers – see the instructions Also, see page 1, item I)	3,824,199.	3,918,893.	4,312,820.
LIABILITIES	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, & other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ►)			
	23	**Total liabilities** (add lines 17 through 22)	0.	0.	
NET ASSETS OR FUND BALANCES		**Foundations that follow SFAS 117, check here ► ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	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	3,824,199.	3,918,893.	
	28	Paid-in or capital surplus, or land, building, and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	**Total net assets or fund balances** (see instructions)	3,824,199.	3,918,893.	
	31	**Total liabilities and net assets/fund balances** (see instructions)	3,824,199.	3,918,893.	

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	3,824,199.
2	Enter amount from Part I, line 27a	2	94,694.
3	Other increases not included in line 2 (itemize) ►	3	
4	Add lines 1, 2, and 3	4	3,918,893.
5	Decreases not included in line 2 (itemize) ►	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 30	6	3,918,893.

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shares MLC Company)	(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1 a	Publicly - traded securities	P	Various	Various
b	Capital gain distributions	P	Various	Various
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	2,383,043.		2,184,155.	198,888.
b	2,644.			2,644.
c				
d				
e				

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

	(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	(l) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
a				198,888.
b				2,644.
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	201,532.
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	0.

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (column (b) divided by column (c))
2011	215,312.	4,213,226.	0.051104
2010	104,032.	3,980,118.	0.026138
2009	113,680.	3,513,824.	0.032352
2008	149,167.	4,118,873.	0.036215
2007	275,656.	4,730,152.	0.058276

2	**Total** of line 1, column (d)	2	0.204085
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	0.040817
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	4,246,736.
5	Multiply line 4 by line 3	5	173,339.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	2,716.
7	Add lines 5 and 6	7	176,055.
8	Enter qualifying distributions from Part XII, line 4	8	176,928.

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

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

1 a	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 instrs)**				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► ☒ and enter 1% of Part I, line 27b			1	2,716.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (b)				
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			2	0.
3	Add lines 1 and 2			3	2,716.
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	2,716.
6	Credits/Payments				
a	2012 estimated tax pmts and 2011 overpayment credited to 2012	6 a	203.		
b	Exempt foreign organizations – tax withheld at source	6 b			
c	Tax paid with application for extension of time to file (Form 8868)	6 c			
d	Backup withholding erroneously withheld	6 d			
7	Total credits and payments Add lines 6a through 6d			7	203.
8	Enter any **penalty** for underpayment of estimated tax Check here ☒ if Form 2220 is attached			8	36.
9	Tax due If the total of lines 5 and 8 is more than line 7, enter amount owed ►			9	2,549.
10	Overpayment If line 7 is more than the total of lines 5 and 8, enter the amount overpaid ►			10	
11	Enter the amount of line 10 to be Credited to 2013 estimated tax ►	**Refunded** ►		11	

Part VII-A Statements Regarding Activities

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

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

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If 'Yes', attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If 'Yes,' attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ► www.catalyst-foundation.org

14 The books are in care of ► Blazek & Vetterling Telephone no ► 713-439-5739

Located at ► 2900 Weslayan, Suite 200 Houston TX ZIP + 4 ► 77027

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** – Check here N/A ► ☐

and enter the amount of tax-exempt interest received or accrued during the year ► 15 N/A

			Yes	No
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		X
	See the instructions for exceptions and filing requirements for Form TD F 90-22 1 If 'Yes,' enter the name of the foreign country ►			

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

File Form 4720 if any item is checked in the 'Yes' column, unless an exception applies.

					Yes	No
1 a	During the year did the foundation (either directly or indirectly)					
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes	☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes	☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes	☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☒ Yes	☐ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes	☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check 'No' if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	☐ Yes	☒ No			
b	If any answer is 'Yes' to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?			1 b		X
	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?			1 c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))					
a	At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012?	☐ 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)			2 b	N/A	
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ► 20__ , 20__ , 20__ , 20__					
3 a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ 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)*			3 b	N/A	
4 a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?			4 a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?			4 b		X

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

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

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

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

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

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

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

b If any answer is 'Yes' to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)? **5b** N/A

Organizations relying on a current notice regarding disaster assistance check here ► ☐

c If the answer is 'Yes' to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A ☐ Yes ☐ No

If 'Yes,' attach the statement required by Regulations section 53 4945-5(d)

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

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

If 'Yes' to 6b, file Form 8870

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

b If 'Yes,' did the foundation receive any proceeds or have any net income attributable to the transaction? N/A **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
See Statement 8		42,000.	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 N/A	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	
2	
All other program-related investments See 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	4,007,553.
b	Average of monthly cash balances			1b	303,854.
c	Fair market value of all other assets (see instructions)			1c	
d	**Total** (add lines 1a b and c)			1d	4,311,407.
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	4,311,407.
4	Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)			4	64,671.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4			5	4,246,736.
6	**Minimum investment return.** Enter 5% of line 5			6	212,337.

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	212,337.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	2,716.		
b	Income tax for 2012 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	2,716.
3	Distributable amount before adjustments Subtract line 2c from line 1			3	209,621.
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	209,621.
6	Deduction from distributable amount (see instructions)			6	
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1			7	209,621.

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	176,928.
b	Program-related investments – total from Part IX-B	1b	
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	176,928.
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	2,716.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	174,212.

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				209,621.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			100,449.	
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 ► $ 176,928.				
a Applied to 2011, but not more than line 2a			100,449.	
b Applied to undistributed income of prior years (Election required – see instructions)		0.		
c Treated as distributions out of corpus (Election required – see instructions)	0.			
d Applied to 2012 distributable amount				76,479.
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				133,142.
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) N/A

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

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

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

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

1 **Information Regarding Foundation Managers:**

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

None

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

None

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

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

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

See Statement 9

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

See Statement for Line 2a

c Any submission deadlines

See Statement for Line 2a

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

See Statement for Line 2a

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*				
Oregon State University 220 Dept/Elec & Comp Eng. Corvallis, OR 97331	N/A	Govt	Research grant - Multiplexed Incremental Data Converters for EEG Monitoring and Recording	85,032.
GeoHazards International 200 Town & Country Village Palo Alto, CA 94301	N/A	509(a)(1)	Satoru Oya Memorial Fund and General Support	10,000.
Inst for Electrical and Electronics Eng. 445 Hoes Ln Piscataway, NJ 08854	N/A	509(a)(2)	Student Support	3,000.
Total			► **3a**	98,032.
b *Approved for future payment*				
Total			► **3b**	

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.)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	129,076.	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	201,532.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue					
a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)				330,608.	

13 **Total.** Add line 12, columns (b), (d), and (e) 13 330,608.

(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)
N/A	

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	1 a (1)		X
(2) Other assets	1 a (2)		X
b Other transactions			
(1) Sales of assets to a noncharitable exempt organization	1 b (1)		X
(2) Purchases of assets from a noncharitable exempt organization	1 b (2)		X
(3) Rental of facilities, equipment, or other assets	1 b (3)		X
(4) Reimbursement arrangements	1 b (4)		X
(5) Loans or loan guarantees	1 b (5)		X
(6) Performance of services or membership or fundraising solicitations	1 b (6)		X
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1 c		X

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

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

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

b If 'Yes,' complete the following schedule

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

Sign Here

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

Signature of officer or trustee

Date 4/26/2013

Title President

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☒ if self-employed	PTIN
Jody Blazek	CPA	4/24/13		P00072674

Firm's name ▶ Blazek & Vetterling

Firm's EIN ▶ 76-0269860

Firm's address ▶ 2900 Weslayan, Suite 200
Houston, TX 77027-5132

Phone no (713) 439-5739

2012

Federal Statements

Page 1

Catalyst Foundation
c/o Charles H. Still

76-0383386

Statement 1
Form 990-PF, Part I, Line 16a
Legal Fees

	(a) Expenses Per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Assist in non-profit matters	$ 3,312.	$ 1,656.		$ 1,656.
Total	$ 3,312.	$ 1,656.		$ 1,656.

Statement 2
Form 990-PF, Part I, Line 16b
Accounting Fees

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Tax compliance	$ 2,779.	$ 1,390.		$ 1,389.
Total	$ 2,779.	$ 1,390.		$ 1,389.

Statement 3
Form 990-PF, Part I, Line 16c
Other Professional Fees

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Administrative fees	$ 1,200.			$ 1,200.
Grant reviewer fees	7,500.			7,500.
Investment management fees	46,606.	$ 46,606.		
Website development fees	21,228.			21,228.
Total	$ 76,534.	$ 46,606.		$ 29,928.

Statement 4
Form 990-PF, Part I, Line 18
Taxes

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Foreign tax	$ 1,217.	$ 1,217.		
Total	$ 1,217.	$ 1,217.		$ 0.

Statement 5
Form 990-PF, Part I, Line 23
Other Expenses

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Bank charges	$ 117.	$ 117.		
Office expense	34.			$ 34.
State filing fee	250.			250.
Website and newsletter development	3,156.			3,156.
Total	$ 3,557.	$ 117.		$ 3,440.

Statement 6
Form 990-PF, Part II, Line 10a
Investments - U.S. and State Government Obligations

U.S. Government Obligations	Valuation Method	Book Value	Fair Market Value
U.S. Treasury securities	Cost	$ 409,771.	$ 410,403.
FNMA Asset-backed securities	Cost	441,638.	450,866.
		$ 851,409.	$ 861,269.
	Total	$ 851,409.	$ 861,269.

Statement 7
Form 990-PF, Part II, Line 10b
Investments - Corporate Stocks

Corporate Stocks	Valuation Method	Book Value	Fair Market Value
Equities - See attached pgs 1-60	Cost	$ 2,164,715.	$ 2,429,845.
Mutual Funds - See attached pgs 60-61	Cost	608,725.	727,662.
	Total	$ 2,773,440.	$ 3,157,507.

Statement 8
Form 990-PF, Part VIII, Line 1
List of Officers, Directors, Trustees, and Key Employees

Name and Address	Title and Average Hours Per Week Devoted	Compen-sation	Contri-bution to EBP & DC	Expense Account/ Other
Ken Suyama 220 White Plains Dr, Ste 330 Tarrytown, NY 10591	President 2.00	$ 24,000.	$ 0.	$ 0.

Statement 8 (continued)
Form 990-PF, Part VIII, Line 1
List of Officers, Directors, Trustees, and Key Employees

Name and Address	Title and Average Hours Per Week Devoted	Compensation	Contribution to EBP & DC	Expense Account/ Other
Yoshihiko Horio 220 White Plains Dr, Ste 330 Tarrytown, NY 10591	Vice Pres. 2.00	$ 18,000.	$ 0.	$ 0.
Charles H. Still 220 White Plains Dr, Ste 330 Tarrytown, NY 10591	Sec (ret 7/12) 1.00	0.	0.	0.
William H. Caudill 220 White Plains Dr, Ste 330 Tarrytown, NY 10591	Secretary 1.00	0.	0.	0.
Hatsumi Suyama 220 White Plains Dr, Ste 330 Tarrytown, NY 10591	Treasurer 1.00	0.	0.	0.
Shigeko Woolfalk 220 White Plains Dr, Ste 330 Tarrytown, NY 10591	Director 1.00	0.	0.	0.
	Total	$ 42,000.	$ 0.	$ 0.

Statement 9
Form 990-PF, Part XV, Line 2a-d
Application Submission Information

Name of Grant Program:	Research projects See website: www.catalyst-foundation.org for more information.

Statement Period 12/01/2012 - 12/31/2012

Portfolio Holdings *(continued)*

Quantity	Acquisition Date	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Equities 58 00% of Portfolio								
Common Stocks								
ABBOTT LABS COM CUSIP 002824100 Dividend Option Cash Ratings CITI-CIRA 3			**Security Identifier:** ABT					
Total Noncovered 208 000	12/09/09*	53 5780	[3]11,144 23	65 5000	13 624 00	2,479 77	116 48	0 85%
Total Covered 537 000	08/10/12	65 9480	35,414 08	65 5000	35,173 50	-240 58	300 72	0 85%
745 000	**Total**		**$46,558.31**		**$48,797 50**	**$2,239.19**	**$417.20**	
ABM INDUSTRIES INC CUSIP 000957100 Dividend Option Cash			**Security Identifier:** ABM					
40 000	03/18/11	24 5900	983 60	19 9500	798 00	-185 60	24 00	3 30%
ACTUANT CORP CL A NEW CUSIP 00508X203 Dividend Option Cash Ratings CITI CIRA 2			**Security Identifier:** ATU					
62 000	06/16/11	24 0280	1 489 74	27 9100	1,730 42	240 68	2 48	0 14%
AEGION CORP COM CUSIP 00770F104 Dividend Option Cash			**Security Identifier:** AEGN					
95 000	03/18/11	26 0820	2,477 79	22 1900	2,108 05	369 74		
AERCAP HOLDING N V SHS CUSIP N00985106 Dividend Option Cash Ratings CITI-CIRA 1			**Security Identifier:** AER					
Total Noncovered 540 000	Multiple*,7	14 1290	[3]7,629 80	13 7200	7,408 80	-221 00		

[redacted]

Portfolio Holdings *(continued)*

Quantity	Acquisition Date	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Equities *(continued)*								
Common Stocks *(continued)*								
AERCAP HOLDING N V SHS *(continued)*								
Total Covered 80 000	03/25/11	13 2800	1,062 40	13 7200	1,097 60	35 20		
620 000	**Total**		**$8,692.20**		**$8,506.40**	**-$185.80**	**$0.00**	
AEROPOSTALE COM CUSIP 007865108 Dividend Option Cash			**Security Identifier: ARO**					
37 000	06/07/11	17 4700	646 39	13 0100	481 37	-165 02		
AFFILIATED MANAGERS GROUP INC COM CUSIP 008252108 Dividend Option Cash Ratings CITI-CIRA 1			**Security Identifier: AMG**					
Total Noncovered 75 000	Multiple*,Y	64 9330	34,869 99	130 1500	9,761.25	4,891.26		
Total Covered 19 000	03/18/11	100 1600	1,903 04	130 1500	2,472 85	569 81		
94 000	**Total**		**$6,773.03**		**$12,234.10**	**$5,461.07**	**$0.00**	
AGRIUM INC COM ISIN CA0089161081 CUSIP 008916108 Dividend Option Cash Ratings CITI-CIRA 1			**Security Identifier: AGU**					
74 000	06/12/12	82 0740	6,073 51	99 8714	7,390 48	1,316 97	148 00	2 00%
AIRGAS INC CUSIP 009363102 Dividend Option Cash			**Security Identifier: ARG**					
80 000	12/09/09*	47 7170	33,817 35	91 2900	7,303.20	3,485 85	128 00	1 75%
ALLEGHENY TECHNOLOGIES INC COM CUSIP 01741R102 Dividend Option Cash Ratings CITI-CIRA 2			**Security Identifier: ATI**					
23 000	03/18/11	61 2400	1,408 52	30 3600	698.28	-710.24	16 56	2 37%
ALLIANZ SE SPONS ADR REPSTG 1/10 SHS CUSIP 018805101 Dividend Option Cash			**Security Identifier: AZSEY**					
599 000	11/05/12	12 2800	7,355 72	13 8170	8,276 38	920 66	257 03	3 10%

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Attachment to Part II Line 10b

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Statement Period: 12/01/2012 - 12/31/2012

Portfolio Holdings *(continued)*

Quantity	Acquisition Date	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Equities *(continued)*								
Common Stocks *(continued)*								
ALLIED WORLD ASSURANCE COMPANY HOLDINGS AG SHS CUSIP H01531104 Dividend Option Cash			**Security Identifier:** AWH					
Total Noncovered 107 000	Multiple*,Y	46 9580	35,024 52	78 8000	8,431 60	3,407 08	160 50	1 90%
ALTERRA CAP HLDGS LTD COM ISIN#BMG0229R1088 CUSIP G0229R108 Dividend Option Cash			**Security Identifier:** ALTE					
48 000	03/18/11	21 6700	1,040 16	28 1900	1,353 12	312 96	30 72	2 27%
AMERICA MOVIL SAB DE C V SPONSORED ADR REPSTG SER L SHS ISIN#US02364W1053 CUSIP 02364W105 Dividend Option Cash Ratings CITI CIRA 2			**Security Identifier:** AMX					
294 000	12/09/09*	23 5230	36,915 83	23 1400	6,803 16	-112 67	88 60	1 30%
AMERICAN CAPITAL LTD COM CUSIP 02503Y103 Dividend Option Cash			**Security Identifier:** ACAS					
470 000	06/26/12	9 7780	4,595 66	12 0205	5,649 64	1,053 98		
AMERICAN EAGLE OUTFITTERS INC NEW COM CUSIP 02553E106 Dividend Option Cash Ratings CITI CIRA 1			**Security Identifier:** AEO					
Total Covered 118 000	Multiple*	14 3610	1,694 60	20 5100	2,420 18	725 58	51 92	2 14%

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Attachment to Part II Line 10b

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Portfolio Holdings *(continued)*

Quantity	Acquisition Date	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Equities *(continued)*								
Common Stocks *(continued)*								
AMERICAN WTR WKS CO INC NEW COM CUSIP 030420103 Dividend Option Cash Ratings CITI CIRA 1		**Security Identifier:** AWK						
756 000	08/10/12	37 7400	28,531 36	37 1300	28,070 28	-461 08	756 00	2 69%
AMETEK INC NEW COM CUSIP 031100100 Dividend Option Cash Ratings CITI CIRA 2		**Security Identifier:** AME						
122 000	10/01/12	34 5280	4,212 42	37 5700	4,583 54	371 12	29 28	0 63%
AMSURG CORP COM CUSIP 03232P405 Dividend Option Cash Ratings CITI CIRA 1		**Security Identifier:** AMSG						
23 000	03/18/11	25 1200	577 76	30 0100	690 23	112 47		
ANHEUSER BUSCH INBEV SA NV SPONSORED ADR ISIN#US03524A1088 CUSIP 03524A108 Dividend Option Cash		**Security Identifier:** BUD						
102 000	06/12/12	68 7030	7,007 73	87 4100	8,915 82	1,908 09	131 85	1 47%
APACHE CORP COM CUSIP 037411105 Dividend Option Cash Ratings CITI-CIRA 1		**Security Identifier:** APA						
Total Covered 60 000	Multiple	105 1220	6,307 32	78 5000	4,710 00	-1,597 32	40 80	0 86%
ARROW ELECTRS INC COM CUSIP 042735100 Dividend Option Cash Ratings CITI CIRA 1		**Security Identifier:** ARW						
Total Covered 119 000	Multiple	37 5530	4,468 81	38 0800	4,531 52	62 71		
ASBURY AUTOMOTIVE GROUP INC COM CUSIP 043436104 Dividend Option Cash		**Security Identifier:** ABG						
81 000	03/18/11	17 5680	1,422 97	32 0300	2,594 43	1,171 46		

East Coast Capital Advisors

Investment
Account Statement

Statement Period: 12/01/2012 - 12/31/2012

Portfolio Holdings *(continued)*

Quantity	Acquisition Date	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Equities *(continued)*								
Common Stocks *(continued)*								
ASCENA RETAIL GROUP INC COM CUSIP 04351G101 Dividend Option Cash Ratings CITI CIRA 1			**Security Identifier:** ASNA					
Total Covered 374 000	Multiple¥	17 8510	6,676 18	18 4700	6,907 78	231 60		
ASHLAND INC NEW COM CUSIP 044209104 Dividend Option Cash			**Security Identifier:** ASH					
17 000	03/18/11	57 3800	975 46	80 4100	1,366 97	391 51	15 30	1 11%
ASML HLDG N V N Y REGISTRY SHS NEW 2012 CUSIP N07059210 Dividend Option Cash			**Security Identifier:** ASML					
121 000	03/09/11	55 9670	6,772 03	64 4100	7,793 61	1,021 58	81 39	1 04%
ASSURANT INC COM ISIN#US04621X1081 CUSIP 04621X108 Dividend Option Cash			**Security Identifier:** AIZ					
18 000	03/18/11	39 1500	704 70	34 7000	624 60	-80 10	15 12	2 42%
ASTRAZENECA PLC SPONSORED ADR CUSIP 046353108 Dividend Option Cash Ratings CITI-CIRA 1M			**Security Identifier:** AZN					
Total Noncovered 158 000	12/09/09˚	45 3580	37,166 63	47 2700	7,468 66	302 03	450 30	6 02%
Total Covered 20 000	03/25/11	46 2600	925 20	47 2700	945 40	20 20	57 00	6 02%
178 000	**Total**		**$8,091.83**		**$8,414.06**	**$322.23**	**$507.30**	

[redacted]

EIN: 76-0383386

Attachment to Part II Line 10b

Portfolio Holdings *(continued)*

Quantity	Acquisition Date	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Equities *(continued)*								
Common Stocks *(continued)*								
AT&T INC COM CUSIP 00206R102 Dividend Option Cash Ratings CITI CIRA 1			**Security Identifier: T**					
Total Noncovered 566 000	Multiple*,Y	27 1650	[3]15,375 14	33 7100	19,079 86	3,704 72	1,018 80	5 33%
Total Covered 128 000	08/10/12	37 3980	4,786 89	33 7100	4,314 88	-472 01	230 40	5 33%
694 000	**Total**		**$20,162.03**		**$23,394.74**	**$3,232.71**	**$1,249.20**	
ATWOOD OCEANICS INC CUSIP 050095108 Dividend Option Cash			**Security Identifier: ATW**					
94 000	05/06/10*	31 7990	[3]2,989 11	45 7900	4,304 26	1,315 15		
AUTOLIV INC COM CUSIP 052800109 Dividend Option Cash Ratings CITI CIRA 3			**Security Identifier: ALV**					
11 000	08/04/11	57 0200	627 22	67 3900	741 29	114 07	22 00	2 96%
AUTOMATIC DATA PROCESSING INC COM CUSIP 053015103 Dividend Option Cash Ratings CITI CIRA 2			**Security Identifier: ADP**					
252 000	01/06/11	47 5380	[3]11,979 45	56 9300	14,346 36	2,366 91	438 48	3 05%
AVAGO TECHNOLOGIES LTD SHS CUSIP Y0486S104 Dividend Option Cash Ratings CITI CIRA 1			**Security Identifier: AVGO**					
110 000	05/15/12	31 2460	3,437 10	31 6600	3,482 60	45 50	74 80	2 14%
AVNET INC COM CUSIP 053807103 Dividend Option Cash Ratings CITI CIRA 1			**Security Identifier: AVT**					
Total Covered 98 000	Multiple Y	32 5440	3,189 33	30 6100	2,999 78	-189 55		

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Portfolio Holdings *(continued)*

Quantity	Acquisition Date	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Equities *(continued)*								
Common Stocks *(continued)*								
AXIS CAPITAL HLDGS LTD SHS ISIN#BMG0692U1099 CUSIP G0692U109 Dividend Option Cash Ratings CITI CIRA 1			**Security Identifier:** AXS					
35 000	07/20/11	31 2500	1,093 75	34 6400	1,212 40	118 65	35 00	2 88%
BAE SYS PLC SPONSORED ADR ISIN#US05523R1077 CUSIP 05523R107 Dividend Option Cash Ratings CITI CIRA 2			**Security Identifier:** BAESY					
Total Noncovered 326 000	12/09/09*	22 0700	7,194 82	21 9050	7,141 03	-53 79	375 60	5 25%
Total Covered 68 000	03/25/11	20 8100	1,415 08	21 9050	1,489 54	74 46	78 35	5 25%
394 000	**Total**		**$8,609.90**		**$8,630.57**	**$20.67**	**$453.95**	
BANK OF MONTREAL CUSIP 063671101 Dividend Option Cash			**Security Identifier:** BMO					
Total Covered 226 000	Multiple¹	57 6570	13,030 52	61 3000	13,853 80	823 28	654 26	4 72%
BANK OF NOVA SCOTIA HALIFAX COM SHS ISIN#CA0641491075 CUSIP 064149107 Dividend Option Cash			**Security Identifier:** BNS					
143 000	03/19/12	56 2670	8,046 16	57 8800	8,276 84	230 68	327 05	3 95%
BAXTER INTL INC COM CUSIP 071813109 Dividend Option Cash Ratings CITI CIRA 2			**Security Identifier:** BAX					

[redacted]

Portfolio Holdings *(continued)*

Quantity	Acquisition Date	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Equities *(continued)*								
Common Stocks *(continued)*								
BAXTER INTL INC COM *(continued)*								
Total Covered 246 000	Multiple*	53 0030	13,038 79	66 6600	16,398 36	3,359 57	442 80	2 70%
BAYER AG SPONSORED ADR CUSIP 072730302 Dividend Option Cash Ratings CITI CIRA 1			**Security Identifier:** BAYRY					
101 000	06/09/11	81 1200	8,193 12	94 7790	9,572 68	1,379 56	157 54	1 64%
BCE INC COM NEW ISIN#CA05534B7604 SHS CUSIP 05534B760 Dividend Option Cash			**Security Identifier:** BCE					
171 000	08/10/12	45 2300	7,734 31	42 9400	7,342 74	-391 57	388 24	5 28%
BEACON ROOFING SUPPLY INC COM CUSIP 073685109 Dividend Option Cash			**Security Identifier:** BECN					
35 000	03/18/11	20 1700	705 95	33 2800	1,164 80	458 85		
BELDEN INC NEW COM CUSIP 077454106 Dividend Option Cash			**Security Identifier:** BDC					
32 000	03/18/11	35 5600	1,137 92	44 9900	1,439 68	301 76	6 40	0 44%
BERKSHIRE HATHAWAY INC DEL CL B NEW CUSIP 084670702 Dividend Option Cash			**Security Identifier:** BRK B					
245 000	12/09/09*	65 8000	[3]16,121 00	89 7000	21,976 50	5,855 50		
BIOMARIN PHARMACEUTICAL INC COM CUSIP 09061G101 Dividend Option Cash Ratings CITI CIRA 1			**Security Identifier:** BMRN					
104 000	12/09/09*	16 8980	[3]1,757 42	49 2000	5,116 80	3,359 38		
BORGWARNER INC COM CUSIP 099724106 Dividend Option Cash Ratings CITI CIRA 2			**Security Identifier:** BWA					
81 000	06/15/12	64 5500	5,228 54	71 6200	5,801 22	572 68		

Portfolio Holdings *(continued)*

Quantity	Acquisition Date	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Equities *(continued)*								
Common Stocks *(continued)*								
BRADY CORPORATION CL A CUSIP 104674106 Dividend Option Cash			**Security Identifier:** BRC					
45 000	03/18/11	35 3600	1,591 20	33 4000	1,503 00	-88 20	34 20	2 27%
BRINKS CO COM CUSIP 109696104 Dividend Option Cash			**Security Identifier:** BCO					
50 000	04/08/09*	28 9700	1,448 50	28 5300	1,426 50	-22 00	20 00	1 40%
BRISTOW GROUP INC COM CUSIP 110394103 Dividend Option Cash			**Security Identifier:** BRS					
30 000	03/18/11	46 7000	1,401 00	53 6600	1,609 80	208 80	24 00	1 49%
BT GROUP PLC ADR CUSIP 05577E101 Dividend Option Cash Ratings CITI-CIRA 2			**Security Identifier:** BT					
205 000	11/05/12	36 2700	7,362 79	38 0300	7,720 09	357 30	273 85	3 54%
CA INC COM CUSIP 12673P105 Dividend Option Cash Ratings CITI CIRA 2			**Security Identifier:** CA					
531 000	08/10/12	25 5280	13,555 53	21 9800	11,671 38	-1,884 15	531 00	4 54%
CABOT CORP CUSIP 127055101 Dividend Option Cash			**Security Identifier:** CBT					
Total Covered 44 000	Multiple	37 1650	1,635 28	39 7900	1 750 76	115 48	35 20	2 01%

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Six Years In A Row

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Portfolio Holdings *(continued)*

Quantity	Acquisition Date	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Equities *(continued)*								
Common Stocks *(continued)*								
CAMERON INTL CORP COM CUSIP 13342B105 Dividend Option Cash Ratings CITI CIRA 2			**Security Identifier:** CAM					
70 000	12/07/12	54 7750	3,834 28	56 4600	3,952 20	117 92		
CANADIAN NATL RY CO COM ISIN#CA1363751027 CUSIP 136375102 Dividend Option Cash Ratings CITI CIRA 2			**Security Identifier:** CNI					
93 000	07/20/11	78 0900	7,262 36	91 0100	8,463 93	1,201 57	140 40	1 65%
CATO CORP NEW CL A CUSIP 149205106 Dividend Option Cash			**Security Identifier:** CATO					
26 000	05/27/11	26 2500	682 50	27 4300	713 18	30 68	26 00	3 64%
CELANESE CORP DEL COM SER A CUSIP 150870103 Dividend Option Cash Ratings CITI CIRA 1			**Security Identifier:** CE					
Total Covered 174 000	Multiple▼	40 7300	7,086 97	44 5300	7,748 22	661 25	52 20	0 67%
CENTENE CORP DEL COM CUSIP 15135B101 Dividend Option Cash Ratings CITI CIRA 1			**Security Identifier:** CNC					
21 000	03/18/11	29 7300	624 33	41 0000	861 00	236 67		
CERNER CORP CUSIP 156782104 Dividend Option Cash Ratings CITI-CIRA 1			**Security Identifier:** CERN					
Total Covered 69 000	Multiple▼	57 2270	3,948 64	77 5100	5,348 19	1,399 55		
CGI GROUP INC CUSIP 39945C109 Dividend Option Cash			**Security Identifier:** GIB					
326 000	06/08/10*	15 5010	35,053 19	23 1300	7,540 38	2,487 19		

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Portfolio Holdings *(continued)*

Quantity	Acquisition Date	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Equities *(continued)*								
Common Stocks *(continued)*								
CHECK POINT SOFTWARE TECHNOLOGIES LTD SHS ISIN#IL0010824113 CUSIP M22465104 Dividend Option Cash Ratings CITI-CIRA 1			**Security Identifier:** CHKP					
213 000	12/09/09*	33 2050	38,068 84	47 6400	11,576 52	3,507 68		
CHEMED CORP NEW COM CUSIP 16359R103 Dividend Option Cash			**Security Identifier:** CHE					
Total Covered 27 000	Multiple▼	54 9400	1,483 39	68 5900	1,851 93	368 54	19 44	1 04%
CHICAGO BRIDGE & IRON CO N V ISIN#US1672501095 CUSIP 167250109 Dividend Option Cash Ratings CITI-CIRA 111			**Security Identifier:** CBI					
204 000	02/04/10*	20 9000	34 263 60	46 3500	9,455 40	5,191 80	40 80	0 43%
CHILDRENS PLACE RETAIL STORES INC CUSIP 168905107 Dividend Option Cash Ratings CITI CIRA 1			**Security Identifier:** PLCE					
Total Noncovered 10 000	12/09/09*	27 5600	3275 60	44 2900	442 90	167 30		
Total Covered 10 000	08/18/11	40 4400	404 40	44 2900	442 90	38 50		
20 000	**Total**		**$680 00**		**$885.80**	**$205.80**	**$0.00**	

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Portfolio Holdings *(continued)*

Quantity	Acquisition Date	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Equities *(continued)*								
Common Stocks *(continued)*								
CHINA MOBILE LTD SPON ADR S A ISIN#US16941M099 CUSIP 16941M109 Dividend Option Cash			**Security Identifier:** CHL					
Total Noncovered 154 000	12/09/09*	46 5080	[3]7,162 28	58 7200	9,042 88	1,880 60	301 94	3 33%
Total Covered 27 000	03/25/11	45 3400	1,224 18	58 7200	1,585 44	361 26	52 94	3 33%
181 000	**Total**		**$8,386 46**		**$10,628 32**	**$2,241 86**	**$354.88**	
CHINA PETE & CHEM CORP SPONSORED ADR REPSTG H SHS CUSIP 16941R108 Dividend Option Cash Ratings CITI CIRA 1			**Security Identifier:** SNP					
71 000	12/03/10*	93 8570	[3]6,663 83	114 9200	8,159 32	1,495 49	301 69	3 69%
CHURCH & DWIGHT CO INC CUSIP 171340102 Dividend Option Cash Ratings CITI CIRA 2			**Security Identifier:** CHD					
132 000	12/09/09*	30 4580	[3]4,020 45	53 5700	7,071 24	3,050 79	126 72	1 79%
CINCINNATI FINL CORP COM CUSIP 172062101 Dividend Option Cash			**Security Identifier:** CINF					
396 000	08/10/12	38 1000	15,087 56	39 1600	15,507 36	419 80	645 48	4 16%
CINEMARK HOLDINGS INC COM CUSIP 17243V102 Dividend Option Cash			**Security Identifier:** CNK					
Total Noncovered 120 000	08/31/10*	14 5660	[3]1,747 86	25 9800	3,117 60	1,369 74	100 80	3 23%
Total Covered 142 000	Multiple[Y]	21 1030	2,996 59	25 9800	3,689 16	692 57	119 28	3 23%
262 000	**Total**		**$4,744.45**		**$6,806.76**	**$2,062.31**	**$220.08**	
CISCO SYSTEMS INC CUSIP 17275R102 Dividend Option Cash Ratings CITI CIRA 1			**Security Identifier:** CSCO					
Total Noncovered 1,060 000	Multiple*,Y	23 4460	[3]24,853 03	19 6494	20,828 37	-4,024 66	593 60	2 84%

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Statement Period. 12/01/2012 - 12/31/2012

Portfolio Holdings *(continued)*

Quantity	Acquisition Date	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Equities *(continued)*								
Common Stocks *(continued)*								
CISCO SYSTEMS INC *(continued)*								
Total Covered								
95 000	09/20/12	19 0100	1,805 95	19 6494	1,866 69	60 74	53 20	2 84%
1,155 000	**Total**		**$26,658.98**		**$22,695 06**	**-$3,963.92**	**$646.80**	
CME GROUP INC COM CUSIP 12572Q105 Dividend Option Cash Ratings CITI CIRA 1			**Security Identifier:** CME					
236 000	08/10/12	53 3830	12,598 40	50 6700	11,958 12	-640 28	424 80	3 55%
CNOOC LTD SPONSORED ADR ISIN#US1261321095 CUSIP 126132109 Dividend Option Cash Ratings CITI CIRA 1L			**Security Identifier:** CEO					
34 000	12/09/09*	153 8500	35,230 90	220 0000	7,480 00	2,249 10	169 63	2 26%
COGNIZANT TECHNOLOGY SOLUTIONS CORP CL A CUSIP 192446102 Dividend Option Cash Ratings CITI CIRA 1			**Security Identifier:** CTSH					
94 000	12/09/09*	44 0080	34,136 75	73 8823	6,944 94	2,808 19		
COLUMBIA BKG SYS INC COM CUSIP 197236102 Dividend Option Cash			**Security Identifier:** COLB					
27 000	03/18/11	18 6600	503 82	17 9400	484 38	-19 44	9 72	2 00%
COMCAST CORP NEW CL A SPL CUSIP 20030N200 Dividend Option Cash			**Security Identifier:** CMCSK					
475 000	02/14/08*	18 8890	38,972 27	35 9200	17,062 00	8,089 73	308 75	1 80%

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Portfolio Holdings *(continued)*

Quantity	Acquisition Date	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Equities *(continued)*								
Common Stocks *(continued)*								
COMERICA INC COM CUSIP 200340107 Dividend Option Cash Ratings CITI CIRA 2			**Security Identifier:** CMA					
Total Covered 51 000	Multiple▼	32 0030	1,632 15	30 3400	1,547 34	-84 81	30 60	1 97%
COMPANHIA ENERGETICA DE MINAS GERAIS ADR ISIN#US2044096012 CUSIP 204409601 Dividend Option Cash			**Security Identifier:** CIG					
464 000	07/20/11	15 9750	7,412 43	10 8600	5,039 04	-2,373 39	274 37	5 44%
COMPANHIA PARANAESE DE ENERGIA COPEL SPONSORED ADR REPSTG PFD SHS ISIN#US20441B4077 CUSIP 20441B407 Dividend Option Cash			**Security Identifier:** ELP					
305 000	09/22/10*	22 9020	6,985 08	15 3500	4,681 75	-2,303 33		
CONCHO RES INC COM CUSIP 20605P101 Dividend Option Cash Ratings CITI CIRA 1			**Security Identifier:** CXO					
59 000	06/18/12	88 4800	5,220 31	80 5600	4,753 04	-467 27		
CONTANGO OIL & GAS CO COM NEW CUSIP 21075N204 Dividend Option Cash			**Security Identifier:** MCF					
27 000	07/24/12	56 8500	1,534 95	42 3600	1,143 72	-391 23		
COOPER COS INC COM NEW CUSIP 216648402 Dividend Option Cash Ratings CITI CIRA 2			**Security Identifier:** COO					
58 000	09/30/11	80 2900	4,656 81	92 4800	5,363 84	707 03	3 48	0 06%
COPA HOLDING S A CL A COM ISIN#PAP310761054 CUSIP P31076105 Dividend Option Cash Ratings CITI CIRA 1			**Security Identifier:** CPA					
90 000	09/13/12	83 3390	7,500 55	99 4500	8,950 50	1,449 95	391 50	4 37%

Citi Personal Wealth Management

citi

East Coast Capital Advisors

Investment
Account Statement

Statement Period: 12/01/2012 - 12/31/2012

Portfolio Holdings *(continued)*

Quantity	Acquisition Date	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Equities *(continued)*								
Common Stocks *(continued)*								
COVANTA HLDG CORP COM CUSIP 22282E102 Dividend Option Cash			**Security Identifier:** CVA					
39 000	03/18/11	16 7500	653 25	18 4200	718 38	65 13	23 40	3 25%
CROWN HLDGS INC COM CUSIP 228368106 Dividend Option Cash Ratings CITI CIRA 1			**Security Identifier:** CCK					
178 000	12/09/09*	25 5590	[3]4,549 42	36 8100	6,552 18	2,002 76		
CURTISS WRIGHT CORP CUSIP 231561101 Dividend Option Cash			**Security Identifier:** CW					
Total Covered 56 000	Multiple[1]	32 1880	1,802 53	32 8300	1,838 48	35 95	20 16	1 09%
DAVITA HEALTHCARE PARTNERS INC CUSIP 23918K108 Dividend Option Cash Ratings CITI CIRA 2H			**Security Identifier:** DVA					
Total Noncovered 36 000	12/09/09*	58 3300	[3]2,099 88	110 5300	3,979 08	1,879 20		
Total Covered 29 000	03/18/11	80 4300	2,332 47	110 5300	3,205 37	872 90		
65 000	**Total**		**$4,432.35**		**$7,184.45**	**$2,752.10**	**$0.00**	
DENBURY RES INC COM NEW CUSIP 247916208 Dividend Option Cash Ratings CITI CIRA 2			**Security Identifier:** DNR					
Total Noncovered 223 000	Multiple[1]	15 4970	[3]3,455 74	16 2000	3,612 60	156 86		

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Portfolio Holdings *(continued)*

Quantity	Acquisition Date	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Equities *(continued)*								
Common Stocks *(continued)*								
DENTSPLY INTL INC NEW COM CUSIP 249030107 Dividend Option Cash Ratings CITI CIRA 2			**Security Identifier:** XRAY					
141 000	12/15/11	34 8790	4,917 91	39 6100	5,585 01	667 10	31 02	0 55%
DIAGEO PLC SPONSORED ADR NEW ISIN#US25243Q2057 CUSIP 25243Q205 Dividend Option Cash Ratings CITI CIRA 2L			**Security Identifier:** DEO					
76 000	11/28/11	82 1110	6,240 43	116 5800	8,860 08	2,619 65	210 80	2 37%
DIANA SHIPPING INC COM CUSIP Y2066G104 Dividend Option Cash			**Security Identifier:** DSX					
70 000	03/18/11	11 7900	825 30	7 3000	511 00	-314 30		
DISCOVERY COMMUNICATIONS INC NEW COM SER A CUSIP 25470F104 Dividend Option Cash Ratings CITI-CIRA 2			**Security Identifier:** DISCA					
117 000	04/17/12	52 3780	6,128 23	63 4800	7,427 16	1,298 93		
DISNEY WALT CO DISNEY COM CUSIP 254687106 Dividend Option Cash Ratings CITI-CIRA 1			**Security Identifier:** DIS					
348 000	12/09/09*	30 7490	[3]10,700 48	49 7900	17,326 92	6,626 44	261 00	1 50%
DOLE FOOD CO INC NEW CUSIP 256603101 Dividend Option Cash			**Security Identifier:** DOLE					
Total Covered 286 000	Multiple▼	11 9160	3,408 08	11 4700	3,280 42	-127 66		
DOMTAR CORP COM NEW CUSIP 257559203 Dividend Option Cash Ratings CITI CIRA 2			**Security Identifier:** UFS					
90 000	04/29/10*	76 4560	[3]6,881 00	83 5200	7,516 80	635 80	162 00	2 15%

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Portfolio Holdings *(continued)*

Quantity	Acquisition Date	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Equities *(continued)*								
Common Stocks *(continued)*								
DU PONT E I DE NEMOURS & CO COM CUSIP 263534109 Dividend Option Cash Ratings CITI CIRA 2			**Security Identifier:** DD					
179 000	12/09/09*	31 5480	[3,12]5 647 16	44 9785	8,051 15	2,403 99	307 88	3 82%
DUKE ENERGY CORP NEW COM NEW CUSIP 26441C204 Dividend Option Cash Ratings CITI CIRA 1			**Security Identifier:** DUK					
224 000	12/09/09*	52 3500	11,726 34	63 8000	14,291 20	2,564 86	685 44	4 79%
EAST WEST BANCORP INC COM CUSIP 27579R104 Dividend Option Cash			**Security Identifier:** EWBC					
Total Noncovered 15 000	06/14/10*	16 8090	[3]252 13	21 4900	322 35	70 22	6 00	1 86%
Total Covered 15 000	01/24/11	20 2280	[3]303 42	21 4900	322 35	18 93	6 00	1 86%
30 000	**Total**		**$555 55**		**$644.70**	**$89.15**	**$12.00**	
EATON CORP PLC SHS ISIN#IE00B8KQN827 CUSIP G29183103 Dividend Option Cash			**Security Identifier:** ETN					
150 000	12/03/12	51 9060	7,785 84	54 1800	8 127 00	341 16		
EBAY INC COM CUSIP 278642103 Dividend Option Cash Ratings CITI CIRA 2			**Security Identifier:** EBAY					
Total Covered 222 000	Multiple*	31 1850	6,923 13	50 9977	11,321 49	4,398 36		

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Portfolio Holdings *(continued)*

Quantity	Acquisition Date	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Equities *(continued)*								
Common Stocks *(continued)*								
ECOLAB INC CUSIP 278865100 Dividend Option Cash Ratings CITI CIRA 2			**Security Identifier:** ECL					
Total Covered 182 000	Multiple	64 5320	11,744 84	71 9000	13,085 80	1,340 96	167 44	. 27%
EDWARDS GROUP LTD SPONS ADR ISIN#US2817561080 CUSIP 281756108 Dividend Option Cash			**Security Identifier:** EVAC					
170 000	10/05/12	7 2780	1,237 26	6 0800	1,033 60	-203 66		
ELECTRONICS FOR IMAGING INC CUSIP 286082102 Dividend Option Cash			**Security Identifier:** EFII					
46 000	12/09/09*	12 6000	579 60	18 9900	873 54	293 94		
ELI LILLY & CO COM CUSIP 532457108 Dividend Option Cash Ratings CITI CIRA 1			**Security Identifier:** LLY					
316 000	08/10/12	43 2800	13,676 45	49 3200	15,585 12	1,908 67	619 36	3 97%
EMC CORP COM CUSIP 268648102 Dividend Option Cash			**Security Identifier:** EMC					
535 000	12/09/09*	16 9080	9,045 78	25 3000	13,535 50	4,489 72		
ENERGY XXI BERMUDA USD UNRESTRICTED SHS NEW ISIN#BMG100821401 CUSIP G10082140 Dividend Option Cash			**Security Identifier:** EXXI					
233 000	12/21/11	29 8760	6,961 19	32 1700	7,495 61	534 42	65 24	0 87%
ENERSYS COM CUSIP 29275Y102 Dividend Option Cash			**Security Identifier:** ENS					
Total Covered 83 000	Multiple	27 2620	2,262 72	37 6300	3,123 29	860 57		
EQUIFAX INC CUSIP 294429105 Dividend Option Cash			**Security Identifier:** EFX					

Statement Period: 12/01/2012 - 12/31/2012

Portfolio Holdings *(continued)*

Quantity	Acquisition Date	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Equities *(continued)*								
Common Stocks *(continued)*								
EQUIFAX INC *(continued)*								
57 000	03/18/11	55 8900	1,527 93	54 1200	2,002 44	674 51	26 64	1 33%
EXPEDITORS INTL WASH INC CUSIP 302130109 Dividend Option Cash			**Security Identifier:** EXPD					
62 000	01/25/11	53 5370	3,319 29	39 5500	2,452 10	-867 19	34 72	1 41%
EXPRESS INC COM CUSIP 30219E103 Dividend Option Cash			**Security Identifier:** EXPR					
33 000	03/18/11	16 9500	559 35	15 0900	497 97	-61 38		
EXXON MOBIL CORP COM CUSIP 30231G102 Dividend Option Cash Ratings CITI CIRA 1			**Security Identifier:** XOM					
Total Noncovered 241 000	Multiple*,Y	65 0690	15,681 72	86 5500	20,858 55	5,176 83	549 48	2 63%
EZCORP INC CL A NON VTG CUSIP 302301106 Dividend Option Cash			**Security Identifier:** EZPW					
124 000	08/02/10*	20 2510	2,511 12	19 8900	2,466 36	-44 76		
FAMILY DOLLAR STORES CUSIP 307000109 Dividend Option Cash Ratings CITI CIRA 1			**Security Identifier:** FDO					
85 000	09/13/11	51 4370	4,372 16	63 4100	5,389 85	1,017 69	71 40	1 32%
FEDERATED INVS INC PA CL B CUSIP 314211103 Dividend Option Cash Ratings CITI CIRA 3			**Security Identifier:** FII					
72 000	03/18/11	25 7900	1,856 88	20 2300	1,456 56	-400 32	69 12	4 74%

Portfolio Holdings *(continued)*

Quantity	Acquisition Date	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Equities *(continued)*								
Common Stocks *(continued)*								
FIDELITY NATL FINL INC CL A COM CUSIP 31620R105 Dividend Option Cash		**Security Identifier: FNF**						
Total Covered 150 000	Multiple▼	15 5890	2,338 28	23 5500	3,532 50	1,194 22	96 00	2 71%
FIFTH ST FIN CORP COM CUSIP 31678A103 Dividend Option Cash		**Security Identifier: FSC**						
57 000	03/18/11	13 0860	745 93	10 4200	593 94	-151 99	65 52	11 03%
FIFTH THIRD BANCORP COM CUSIP 316773100 Dividend Option Cash Ratings CITI CIRA 2		**Security Identifier: FITB**						
Total Noncovered 309 000	01/27/10*	12 1620	3,758 12	15 2000	4,696 80	938 68	123 60	2 63%
Total Covered 65 000	07/15/11	11 9200	774 80	15 2000	988 00	213 20	26 00	2 63%
374.000	**Total**		**$4,532.92**		**$5,684.80**	**$1,151.88**	**$149 60**	
FINISH LINE INC CL A CUSIP 317923100 Dividend Option Cash Ratings CITI CIRA 1		**Security Identifier: FINL**						
Total Noncovered 50 000	12/09/09*	8 9080	445 40	18 9300	946 50	501 10	12 00	1 26%
Total Covered 70 000	03/30/12	21 9600	1,537 20	18 9300	1,325 10	-212 10	16 80	1 26%
120 000	**Total**		**$1,982 60**		**$2,271 60**	**$289 00**	**$28 80**	
FIRST AMERN FINL CORP COM CUSIP 31847R102 Dividend Option Cash		**Security Identifier: FAF**						
Total Covered 47 000	Multiple▼	15 7460	740 05	24 0900	1,132 23	392 18	22 56	1 99%
FIRST CITIZENS BANCSHARES NC CL A CUSIP 31946M103 Dividend Option Cash		**Security Identifier: FCNCA**						
5 000	03/18/11	201 8800	1,009 40	163 5000	817 50	-191 90	6 00	0 73%

Portfolio Holdings *(continued)*

Quantity	Acquisition Date	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Equities *(continued)*								
Common Stocks *(continued)*								
FIRST NIAGARA FINL GROUP INC NEW COM CUSIP 33582V108 Dividend Option Cash Ratings CITI CIRA 2			**Security Identifier:** FNFG					
Total Covered 332 000	Multiple*	9 8190	3,259 96	7 9300	2,632 76	-627 20	106 24	4 03%
FISERV INC COM CUSIP 337738108 Dividend Option Cash Ratings CITI CIRA 1			**Security Identifier:** FISV					
59 000	12/09/09*	46 7500	[3]2,758 25	79 0300	4,662 77	1,904 52		
FLEXTRONICS INTL LTD ORD SHS ISIN#SG9999000020 CUSIP Y2573F102 Dividend Option Cash Ratings CITI CIRA 2			**Security Identifier:** FLEX					
Total Noncovered 1 008 000	03/16/10*	7 5900	[3]7,650 22	6 2100	6,259 68	-1,390 54		
Total Covered 352 000	Multiple*	6 7480	2,375 29	6 2100	2,185 92	-189 37		
1,360 000	**Total**		**$10,025.51**		**$8,445.60**	**-$1,579.91**	**$0.00**	
FOOT LOCKER INC COM CUSIP 344849104 Dividend Option Cash Ratings CITI CIRA 1			**Security Identifier:** FL					
27 000	03/18/11	18 8700	509 49	32 1200	867 24	357 75	19 44	2 24%
FOREST CITY ENTERPRISES INC CL A CUSIP 345550107 Dividend Option Cash			**Security Identifier:** FCE A					

[redacted]

Portfolio Holdings *(continued)*

Quantity	Acquisition Date	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Equities *(continued)*								
Common Stocks *(continued)*								
FOREST CITY ENTERPRISES INC *(continued)*								
Total Covered 500 000	Multiple▼	17 2130	9,639 38	16 1500	9,044 00	-595 38		
FORTUNE BRANDS HOMES & SEC INC COM CUSIP 34964C106 Dividend Option Cash			**Security Identifier:** FBHS					
Total Covered 237 000	Multiple▼	22 9970	5,450 21	29 2200	6,925 14	1,474 93		
FORUM ENERGY TECHNOLOGIES INC COM CUSIP 34984V100 Dividend Option Cash Ratings CITI CIRA 1			**Security Identifier:** FET					
54 000	10/05/12	23 1380	1,249 45	24 7500	1,336 50	87 05		
FOSSIL INC COM CUSIP 349882100 Dividend Option Cash Ratings CITI CIRA 1			**Security Identifier:** FOSL					
47 000	03/01/11	74 9900	3,524 53	93 1000	4,375 70	851 17		
FRESH DEL MONTE PRODUCE INC SHS ISIN#KYG367381053 CUSIP G36738105 Dividend Option Cash			**Security Identifier:** FDP					
46 000	03/18/11	25 0900	1,154 14	26 3500	1,212 10	57 96	18 40	1 51%
FTI CONSULTING INC COM CUSIP 302941109 Dividend Option Cash			**Security Identifier:** FCN					
Total Covered 126 000	Multiple▼	31 4200	3,958 86	33 0000	4,158 00	199 14		
G & K SVCS INC CL A CUSIP 361268105 Dividend Option Cash			**Security Identifier:** GK					
20 000	03/18/11	31 2300	624 60	34 1500	683 00	58 40	15 60	2.28%
GARDNER DENVER INC (PREVIOUSLY KNOWN AS GARDNER MACHINERY INC) CUSIP 365558105 Dividend Option Cash			**Security Identifier:** GDI					
23 000	07/16/12	48 0400	1,104 92	68 5000	1,575 50	470 58	4 60	0 29%

Portfolio Holdings *(continued)*

Quantity	Acquisition Date	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Equities *(continued)*								
Common Stocks *(continued)*								
GAZPROM O A O SPON ADR REG S RESTRICTION LIFTED ISIN#US3682872078 CUSIP 368287207 Dividend Option Cash Ratings CITI CIRA 2			**Security Identifier:** OGZPY					
514 000	04/28/11	16 8700	8,671 18	9 4080	4,835 71	-3,835 47	234 05	4 34%
GENERAL ELECTRIC CO COM CUSIP 369604103 Dividend Option Cash Ratings CITI CIRA 1			**Security Identifier:** GE					
Total Noncovered 330 000	04/02/07*	17 4420	35,755 86	20 9900	6,926 70	1,170 84	250 80	3 62%
Total Covered 1 239 000	08/10/12	21 0060	26,026 43	20 9900	26,006 61	-19 82	941 64	3 62%
1,569 000	**Total**		**$31,782.29**		**$32,933 31**	**$1,151.02**	**$1,192.44**	
GENERAL MILLS INC COM CUSIP 370334104 Dividend Option Cash Ratings CITI-CIRA 1			**Security Identifier:** GIS					
Total Noncovered 111 000	Multiple*Y	34 5710	35,837 54	40 4200	4,486 62	649 28	146 52	3 26%
Total Covered 343 000	MultipleY	40 0890	13,750 67	40 4200	13,864 06	113 39	452 76	3 26%
454.000	**Total**		**$17,588.01**		**$18,350.68**	**$762.67**	**$599.28**	
GLAXOSMITHKLINE PLC SPONS ADR CUSIP 37733W105 Dividend Option Cash Ratings CITI CIRA 21			**Security Identifier:** GSK					
Total Noncovered 336 000	11/26/10*	39 4500	313,255 17	43 4700	14,605 92	1,350 75	779 30	5 33%

[redacted]

Portfolio Holdings *(continued)*

Quantity	Acquisition Date	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Equities *(continued)*								
Common Stocks *(continued)*								
GLAXOSMITHKLINE PLC SPONS ADR *(continued)*								
Total Covered 335 000	Multiple	45 3990	15,117 81	43 4700	14,475 51	-642 30	772 35	5 33%
669 000	**Total**		**$28,372.98**		**$29,081.43**	**$708 45**	**$1,551.65**	
GLOBAL PMTS INC COM CUSIP 37940X102 Dividend Option Cash Ratings CITI CIRA 1			**Security Identifier:** GPN					
16 000	03/18/11	46 0200	736 32	45 3000	724 80	-11 52	1 28	0 17%
GLOBE SPECIALTY METALS INC COM CUSIP 37954N206 Dividend Option Cash			**Security Identifier:** GSM					
Total Covered 121 000	Multiple	14 5960	1,766 12	13 7500	1,663 75	-102 37	30 25	1 81%
GOOGLE INC CL A CUSIP 38259P508 Dividend Option Cash Ratings CITI CIRA 1			**Security Identifier:** GOOG					
Total Noncovered 2 000	07/06/10*	446 5450	3893 09	707 3800	1,414 76	521 67		
Total Covered 14 000	04/15/11	541 4500	7,580 30	707 3800	9,903 32	2,323 02		
16 000	**Total**		**$8,473 39**		**$11,318 08**	**$2,844.69**	**$0.00**	
GRANITE CONSTR INC COM CUSIP 387328107 Dividend Option Cash			**Security Identifier:** GVA					
14 000	03/18/11	28 3900	397 46	33 6200	470 68	73 22	7 28	1 54%
GRAPHIC PACKAGING HLDG CO COM CUSIP 388689101 Dividend Option Cash			**Security Identifier:** GPK					
125 000	03/18/11	4 9960	624 55	6 4600	807 50	182 95		
GREAT PLAINS ENERGY INC COM CUSIP 391164100 Dividend Option Cash Ratings CITI CIRA 1			**Security Identifier:** GXP					
55 000	09/11/12	21 7100	1,194 04	20 3100	1,117 05	-76 99	47 85	4 28%

Portfolio Holdings *(continued)*

Quantity	Acquisition Date	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Equities *(continued)*								
Common Stocks *(continued)*								
GREEN MTN COFFEE ROASTERS INC COM CUSIP 393122106 Dividend Option Cash			**Security Identifier:** GMCR					
76 000	03/15/12	51 6190	3,923 03	41 3400	3,141 84	-781 19		
GRIFFON CORP COM CUSIP 398433102 Dividend Option Cash			**Security Identifier:** GFF					
65 000	03/18/11	12 8050	832 32	11 4600	744 90	-87 42	6 50	C 87%
GROUP I AUTOMOTIVE INC COM CUSIP 398905109 Dividend Option Cash			**Security Identifier:** GPI					
19 000	03/18/11	39 5500	751 45	61 9900	1,177 81	426 36	11 40	0 96%
GUESS INC COM CUSIP 401617105 Dividend Option Cash			**Security Identifier:** GES					
Total Covered 36 000	Multiple¹	32 1210	1,156 34	24 5400	883 44	-272 90	28 80	3 25%
HANGER INC COM NEW GROUP NEW CUSIP 41043F208 Dividend Option Cash			**Security Identifier:** HGR					
Total Covered 72 000	Multiple¹	20 5100	1,476 72	27 3600	1,969 92	493 20		
HANOVER INS GROUP INC COM CUSIP 410867105 Dividend Option Cash			**Security Identifier:** THG					
16 000	03/18/11	46 0800	737 28	38 7400	619 84	-117 44	21 12	3 40%
HARRIS CORP DEL CUSIP 413875105 Dividend Option Cash			**Security Identifier:** HRS					

Portfolio Holdings *(continued)*

Quantity	Acquisition Date	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Equities *(continued)*								
Common Stocks *(continued)*								
HARRIS CORP DEL *(continued)*								
Total Covered 59 000	Multiple¹	47 0840	2,777 98	48 9600	2,888 64	110 66	87 32	3 02%
HEALTH MANAGEMENT ASSOCIATES INC CL A CUSIP 421933102 Dividend Option Cash Ratings CITI CIRA III			**Security Identifier: HMA**					
Total Covered 695 000	Multiple¹	8 8760	6,168 89	9 3200	6,477 40	308 51		
HEALTHSOUTH CORP COM NEW CUSIP 421924309 Dividend Option Cash			**Security Identifier: HLS**					
Total Covered 205 000	Multiple¹	26 0550	5,341 21	21 1100	4,327 55	-1,013 66		
HEIDRICK & STRUGGLES INTL INC COM CUSIP 422819102 Dividend Option Cash			**Security Identifier: HSII**					
54 000	03/18/11	25 0000	1,350 00	15 2600	824 04	-525 96	28 08	3 40%
HEINZ H J COMPANY CUSIP 423074103 Dividend Option Cash Ratings CITI CIRA I			**Security Identifier: HNZ**					
235 000	08/10/12	55 0600	12,939 08	57 6800	13,554 80	615 72	484 10	3 57%
HELIX ENERGY SOLUTIONS GROUP INC COM CUSIP 42330P107 Dividend Option Cash			**Security Identifier: HLX**					
61 000	03/18/11	15 0450	917 75	20 6400	1,259 04	341 29		
HERBALIFE LTD USD COM SHS ISIN#KYG4412G1010 CUSIP G4412G101 Dividend Option Cash			**Security Identifier: HLF**					
Total Noncovered 139 000	Multiple¹	21 2380	32,952 12	32 9400	4,578 66	1,626 54	166 80	3 64%
Total Covered 129 000	Multiple¹	42 5380	35,487 36	32 9400	4,249 26	-1,238 10	154 80	3 64%
268 000	**Total**		**$8,439 48**		**$8,827.92**	**$388 44**	**$321.60**	

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Portfolio Holdings *(continued)*

Quantity	Acquisition Date	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Equities *(continued)*								
Common Stocks *(continued)*								
HILLENBRAND INC COM CUSIP 431571108 Dividend Option Cash			**Security Identifier:** HI					
55 000	03/18/11	21 3600	1,174 80	22 6100	1,243 55	68 75	42 90	3 44%
HITACHI LTD ADR 10 COM NEW ISIN#US4335785071 CUSIP 433578507 Dividend Option Cash Ratings CITI CIRA 1			**Security Identifier:** HTHIY					
148 000	05/05/11	55 5960	8,228 21	58 2900	8,626 92	398 71	162 98	1 88%
HONEYWELL INTL INC COM ISIN#US4385161066 CUSIP 438516106 Dividend Option Cash Ratings CITI CIRA 1			**Security Identifier:** HON					
Total Noncovered 57 000	Multiple*,Y	49 8760	32 842 94	63 4700	3,617 79	774 85	93 48	2 58%
Total Covered 125 000	MultipleY	55 9920	6,998 95	63 4700	7,933 75	934 80	205 00	2 58%
182 000	**Total**		**$9,841.89**		**$11,551.54**	**$1,709 65**	**$298.48**	
HSBC HLDGS PLC SPONS ADR NEW CUSIP 404280406 Dividend Option Cash Ratings CITI CIRA 1M			**Security Identifier:** HBC					
164 000	07/16/12	43 6300	7,155 30	53 0700	8,703 48	1,548 18	410 00	4 71%
HUNTINGTON BANCSHARES INC CUSIP 446150104 Dividend Option Cash Ratings CITI CIRA 1			**Security Identifier:** HBAN					
Total Covered 246 000	MultipleY	6 3170	1,553 88	6 3900	1,571 94	18 06	39 36	2 50%

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Portfolio Holdings *(continued)*

Quantity	Acquisition Date	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Equities *(continued)*								
Common Stocks *(continued)*								
HUNTINGTON INGALLS INDS INC COM CUSIP 446413106 Dividend Option Cash Ratings CITI CIRA 1			**Security Identifier:** HII					
Total Covered 29 000	Multiple▼	36 7140	1,064 71	43 3400	1,256 86	192 15	11 60	0 92%
ICON PUB LTD CO SPONSORED ADR CUSIP 45103T107 Dividend Option Cash			**Security Identifier:** ICLR					
77 000	03/18/11	20 4200	1,572 32	27 7600	2,137 52	565 20		
IHS INC COM CL A CUSIP 451734107 Dividend Option Cash			**Security Identifier:** IHS					
50 000	12/09/09*	51 5400	[3]2,577 00	96 0000	4,800 00	2,223 00		
INFINITY PPTY & CAS CORP COM CUSIP 45665Q103 Dividend Option Cash			**Security Identifier:** IPCC					
12 000	12/09/09*	39 9000	[3]478 80	58 2400	698 88	220 08	10 80	1 54%
INGRAM MICRO INC CL A CUSIP 457153104 Dividend Option Cash			**Security Identifier:** IM					
Total Covered 107 000	Multiple▼	19 1920	2,053 52	16 9200	1,810 44	-243 08		
INSIGHT ENTERPRISES INC CUSIP 45765U103 Dividend Option Cash			**Security Identifier:** NSIT					
33 000	03/18/11	16 5600	546 48	17 3700	573 21	26 73		
INTEGRA LIFESCIENCES HLDGS CORP COM NEW CUSIP 457985208 Dividend Option Cash Ratings CITI CIRA 1			**Security Identifier:** IART					
Total Covered 32 000	Multiple▼	45 6690	1,461 42	38 9700	1,247 04	-214 38		
INTEGRATED DEVICE TECHNOLOGY INC COM CUSIP 458118106 Dividend Option Cash Ratings CITI CIRA III			**Security Identifier:** IDTI					

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Portfolio Holdings *(continued)*

Quantity	Acquisition Date	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Equities *(continued)*								
Common Stocks *(continued)*								
INTEGRATED DEVICE TECHNOLOGY INC COM *(continued)*								
136 000	03/18/11	6 9600	946 53	7 3000	992 80	46 27		
INTEL CORP COM CUSIP 458140100 Dividend Option Cash Ratings CITI CIRA 2			**Security Identifier:** INTC					
854 000	08/10/12	26 7880	22,877 21	20 6200	17,609 48	-5,267 73	768 60	4 36%
INTERNATIONAL BUSINESS MACHS CORP COM CUSIP 459200101 Dividend Option Cash			**Security Identifier:** IBM					
89 000	12/09/09*	127 1160	[3]11,313 32	191 5500	17,047 95	5,734 63	302 60	1 77%
INTERNATIONAL PAPER CO CUSIP 460146103 Dividend Option Cash Ratings CITI CIRA 1			**Security Identifier:** IP					
441 000	08/10/12	33 0600	14 579 42	39 8400	17,569 44	2,990 02	529 20	3 01%
INTERNATIONAL SPEEDWAY CORP CL A CUSIP 460335201 Dividend Option Cash Ratings CITI CIRA 2			**Security Identifier:** ISCA					
23 000	03/18/11	29 0500	668 15	27 6494	635 94	-32 21	4 60	0 72%
INTUITIVE SURGICAL INC COM NEW CUSIP 46120E602 Dividend Option Cash			**Security Identifier:** ISRG					
Total Noncovered 3 000	12/09/09*	286 9800	[3]860 94	490 3700	1,471 11	610 17		
Total Covered 5 000	03/25/11	332 4700	1,662 35	490 3700	2,451 85	789 50		
8 000	**Total**		**$2,523.29**		**$3,922.96**	**$1,399 67**	**$0 00**	

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Portfolio Holdings *(continued)*

Quantity	Acquisition Date	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Equities *(continued)*								
Common Stocks *(continued)*								
INVESCO LTD ORD SHS ISIN#BMG491BT11088 CUSIP G491BT108 Dividend Option Cash Ratings CITI CIRA 1			**Security Identifier: IVZ**					
281 000	05/10/12	22 8870	6,431 11	26 0900	7,331 29	900 18	193 89	2 64%
IRON MTN INC PA COM CUSIP 462846106 Dividend Option Cash Ratings CITI CIRA 1			**Security Identifier: IRM**					
Total Covered 110 000	Multiple▼	30 6090	4,285 30	31 0500	4,347 00	61 70	151 20	3 47%
ITC HLDGS CORP COM ISIN#US4656851056 CUSIP 465685105 Dividend Option Cash			**Security Identifier: ITC**					
70 000	12/09/09*	48 2300	33,376 10	76 9100	5,383 70	2,007 60	105 70	1 96%
JANUS CAP GROUP INC COM CUSIP 47102X105 Dividend Option Cash Ratings CITI CIRA 2			**Security Identifier: JNS**					
93 000	11/21/11	6 2390	580 24	8 5200	792 36	212 12	22 32	2 81%
JOHNSON & JOHNSON COM CUSIP 478160104 Dividend Option Cash Ratings CITI CIRA 1			**Security Identifier: JNJ**					
Total Noncovered 490 000	Multiple*,▼	64 2880	331,500 88	70 1000	34,349 00	2,848 12	1,195 60	3 48%
Total Covered 174 000	Multiple▼	66 0700	11,496 11	70 1000	12,197 40	701 29	424 56	3 48%
664 000	**Total**		**$42,996.99**		**$46,546.40**	**$3,549 41**	**$1,620.16**	
JP MORGAN CHASE & CO COM ISIN#US46625H1005 CUSIP 46625H100 Dividend Option Cash Ratings CITI CIRA 1			**Security Identifier: JPM**					
Total Noncovered 384 000	Multiple*,▼	47 2260	318,134 69	43 9691	16,884 13	-1,250 56	460 80	2 72%

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Portfolio Holdings *(continued)*

Quantity	Acquisition Date	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Equities *(continued)*								
Common Stocks *(continued)*								
JP MORGAN CHASE & CO COM *(continued)*								
Total Covered 63 000	Multiple ¥	41 0470	2,585 99	43 9691	2,770 06	184 07	75 60	2 72%
447 000	**Total**		**$20,720.68**		**$19,654.19**	**-$1,066.49**	**$536.40**	
KANSAS CITY SOUTHN COM NEW CUSIP 485170302 Dividend Option Cash Ratings CITI CIRA 1			**Security Identifier:** KSU					
Total Noncovered 82 000	Multiple *,¥	36 6000	3,001 23	83 4800	6,845 36	3,844 13	63 96	0 93%
KAR AUCTION SVCS INC COM CUSIP 48238T109 Dividend Option Cash			**Security Identifier:** KAR					
80 000	03/18/11	14 5760	1,166 11	20 2400	1,619 20	453 09	60 80	3 75%
KENNAMETAL INC CAP STK CUSIP 489170100 Dividend Option Cash			**Security Identifier:** KMT					
27 000	05/16/11	40 8400	1,102 68	40 0000	1,080 00	-22 68	17 28	1 60%
KIMBERLY CLARK CORP CUSIP 494368103 Dividend Option Cash Ratings CITI CIRA 2			**Security Identifier:** KMB					
214 000	12/09/09*	64 0420	13,705 03	84 4300	18,068 02	4,362 99	633 44	3 50%
KINDER MORGAN MGMT LLC SHS CUSIP 49455U100 Dividend Option Cash			**Security Identifier:** KMR					
750 000	08/10/12	72 0470	54,035 32	75 4600	56,595 00	2,559 68		

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Portfolio Holdings *(continued)*

Quantity	Acquisition Date	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Equities *(continued)*								
Common Stocks *(continued)*								
KINDRED HEALTHCARE INC COM CUSIP 494580103 Dividend Option Cash Ratings CITI CIRA 2H			**Security Identifier:** KND					
Total Covered 90 000	Multiple¥	23 3010	2,097 05	10 8200	973 80	-1,123 25		
KINGFISHER PLC SPONSORED ADR ISIN#US4957244035 CUSIP 495724403 Dividend Option Cash Ratings CITI CIRA 1			**Security Identifier:** KGFHY					
1,022 000	07/20/11	8 2200	8,400 94	9 2360	9,439 19	1,038 25	270 93	2 87%
KIRBY CORP COM CUSIP 497266106 Dividend Option Cash			**Security Identifier:** KEX					
75 000	10/24/12	59 6800	4,475 99	61 8900	4,641 75	165 76		
KNOLL INC COM NEW CUSIP 498904200 Dividend Option Cash			**Security Identifier:** KNL					
Total Noncovered 57 000	07/07/10*	12 0590	687 37	15 3600	875 52	188 15	27 36	3 12%
Total Covered 3 000	03/18/11	18 5400	55 62	15 3600	46 08	-9 54	1 44	3 12%
60 000	**Total**		**$742 99**		**$921 60**	**$178 61**	**$28.80**	
LANDSTAR SYSTEMS INC COM CUSIP 515098101 Dividend Option Cash			**Security Identifier:** LSTR					
16 000	03/18/11	43 5600	696 96	52 4600	839 36	142 40	4 00	0 47%
LEAR CORP COM NEW CUSIP 521865204 Dividend Option Cash Ratings CITI CIRA 1M			**Security Identifier:** LEA					
Total Covered 39 000	Multiple¥	45 2540	1,764 90	46 8400	1,826 76	61 86	21 84	1 19%
LEXMARK INTL INC CL A CUSIP 529771107 Dividend Option Cash			**Security Identifier:** LXK					
64 000	07/24/12	16 7290	1,070 66	23 1900	1,484 16	413 50	76 80	5 17%

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Portfolio Holdings *(continued)*

Quantity	Acquisition Date	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Equities *(continued)*								
Common Stocks *(continued)*								
LIBERTY MEDIA CORP NEW LIBERTY CAP COM SER A CUSIP 530322106 Dividend Option Cash Ratings CITI CIRA 1			**Security Identifier:** LMCA					
Total Noncovered 57 000	12/13/10*	62 5590	3,564 71	116 0100	6,612 57	3,047 86		
Total Covered 10 000	03/25/11	74 4900	744 90	116 0100	1,160 10	415 20		
67 000	**Total**		**$4,309.61**		**$7,772.67**	**$3,463 06**	**$0 00**	
LIFEPOINT HOSPS INC COM CUSIP 53219L109 Dividend Option Cash Ratings CITI CIRA III			**Security Identifier:** LPNT					
34 000	03/18/11	39 0200	1,326 68	37 7500	1,283 50	-43 18		
LIMITED BRANDS INC CUSIP 532716107 Dividend Option Cash Ratings CITI CIRA 1			**Security Identifier:** LTD					
Total Covered 120 000	Multiple†	39 6110	4,753 29	47 0600	5,647 20	893 91	120 00	2 12%
LINCOLN NATL CORP IND CUSIP 534187109 Dividend Option Cash Ratings CITI CIRA 2H			**Security Identifier:** LNC					
Total Noncovered 254 000	Multiple*,†	23 3600	35,933 35	25 9000	6,578 60	645 25	121 92	1 85%
LINNCO LLC COM SHS REPSTG LTD LIABILITY INTS CUSIP 535782106 Dividend Option Cash			**Security Identifier:** LNCO					

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Portfolio Holdings *(continued)*

Quantity	Acquisition Date	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Equities *(continued)*								
Common Stocks *(continued)*								
LINNCO LLC COM SHS REPSTG LTD LIABILITY *(continued)*								
125 000	12/19/12	37 1670	4,645 93	36 1400	4,517 50	-128 43	355 00	7 85%
LIVE NATION ENTMT INC COM			**Security Identifier: LYV**					
CUSIP 538034109								
Dividend Option Cash								
167 000	03/18/11	10 1760	1,699 46	9 3100	1,554 77	-144 69		
LKQ CORP COM			**Security Identifier: LKQ**					
CUSIP 501889208								
Dividend Option Cash								
380 000	12/09/09*	9 2400	3,511 03	21 1000	8,018 00	4,506 97		
LUKOIL CO SPOND ADR SHS			**Security Identifier: LUKOY**					
ISIN#US6778621044								
CUSIP 677862104								
Dividend Option Cash								
Ratings CITI CIRA 1M								
131 000	02/22/12	59 9450	7,852 74	65 4770	8,577 49	724 75	400 07	4 66%
LYONDELLBASELL INDUSTRIES N V ORD			**Security Identifier: LYB**					
SHS CL A								
CUSIP N53745100								
Dividend Option Cash								
Ratings CITI CIRA 1								
Total Noncovered 80 000	11/01/10*	21 3370	1,706 96	57 0900	4,567 20	2,860 24	128 00	2 80%
Total Covered 5 000	03/25/11	35 6080	178 04	57 0900	285 45	107 41	8 00	2 80%
85 000	**Total**		**$1,885 00**		**$4,852 65**	**$2,967.65**	**$136 00**	
MAIDEN HOLDINGS LTD SHS			**Security Identifier: MHLD**					
ISIN#BMG5753U1128								
CUSIP G5753U112								
Dividend Option Cash								
Total Covered 354 000	Multiple▼	8 8500	3,132 93	9 1900	3,253 26	120 33	127 44	3 91%
MANPOWER GROUP COM			**Security Identifier: MAN**					
CUSIP 56418H100								
Dividend Option Cash								
Ratings CITI CIRA 1								
Total Covered 59 000	Multiple▼	45 1620	2,664 56	42 4400	2,503 96	-160 60	50 74	2 02%

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Portfolio Holdings *(continued)*

Quantity	Acquisition Date	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Equities *(continued)*								
Common Stocks *(continued)*								
MARRIOTT INTL INC NEW CL A CUSIP 571903202 Dividend Option Cash Ratings CITI CIRA 1			**Security Identifier:** MAR					
130 000	07/19/11	32 5460	4,231 02	37 2700	4,845 10	614 08	67 60	1 39%
MATTHEWS INTL CORP CL A COM CUSIP 577128101 Dividend Option Cash			**Security Identifier:** MATW					
19 000	03/18/11	35 8700	681 53	32 1000	609 90	-71 63	7 60	1 24%
MAXIM INTEGRATED PRODUCTS INC CUSIP 57772K101 Dividend Option Cash Ratings CITI CIRA 1			**Security Identifier:** MXIM					
170 000	08/10/12	28 4680	13,380 10	29 4000	13,818 00	437 90	451 20	3 25%
MAXIMUS INC COM CUSIP 577933104 Dividend Option Cash Ratings CITI CIRA 1			**Security Identifier:** MMS					
11 000	03/18/11	37 1850	520 59	63 2200	885 08	364 49	5 04	0 56%
MENS WEARHOUSE INC COM CUSIP 587118100 Dividend Option Cash			**Security Identifier:** MW					
Total Noncovered 31 000	Multiple	20 3120	629 68	31 1600	965 96	336 28	22 32	2 31%
Total Covered 35 000	06/07/12	29 0200	1,015 70	31 1600	1,090 60	74 90	25 20	2 31%
66 000	**Total**		**$1,645.38**		**$2,056.56**	**$411.18**	**$47.52**	
MENTOR GRAPHICS CORP CUSIP 587200106 Dividend Option Cash			**Security Identifier:** MENT					

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Portfolio Holdings *(continued)*

Quantity	Acquisition Date	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Equities *(continued)*								
Common Stocks *(continued)*								
MENTOR GRAPHICS CORP *(continued)*								
299 000	05/29/12	14 1790	4,239 67	17 0200	5,088 98	849 31		
MERCK & CO INC NEW COM CUSIP 58933Y105 Dividend Option Cash Ratings CIII CIRA 2			**Security Identifier:** MRK					
317 000	08/10/12	44 3880	14,070 87	40 9400	12,977 98	-1,092 89	545 24	4 20%
METLIFE INC COM CUSIP 59156R108 Dividend Option Cash Ratings CIII CIRA 1			**Security Identifier:** MET					
Total Covered 212 000	Multiple▼	37 2830	7,903 91	32 9400	6,983 28	-920 63	156 88	2 24%
METTLER-TOLEDO INTL INC COM CUSIP 592688105 Dividend Option Cash			**Security Identifier:** MTD					
29 000	06/04/10*	112 6260	^{3}3,266 15	193 3000	5,605 70	2,339 55		
MICROCHIP TECHNOLOGY INC COM CUSIP 595017104 Dividend Option Cash Ratings CIII CIRA 2			**Security Identifier:** MCHP					
Total Noncovered 114 000	12/09/09*	27 0270	^{3}3,081 09	32 5900	3,715 26	634 17	160 51	4 32%
Total Covered 476 000	Multiple▼	36 3150	17,285 81	32 5900	15,512 84	-1,772 97	670 21	4 32%
590 000	**Total**		**$20,366.90**		**$19,228 10**	**-$1,138 80**	**$830 72**	
MICROS SYS INC COM CUSIP 594901100 Dividend Option Cash			**Security Identifier:** MCRS					
105 000	12/09/09*	29 8030	^{3}3,129 32	42 4400	4,456 20	1,326 88		
MICROSOFT CORP COM CUSIP 594918104 Dividend Option Cash Ratings CIII CIRA 1			**Security Identifier:** MSFT					
Total Noncovered 584 000	Multiple*▼	28 5590	^{3}16,678 38	26 7097	15,598 46	1,079 92	537 28	3 44%

Statement Period: 12/01/2012 - 12/31/2012

Portfolio Holdings *(continued)*

Quantity	Acquisition Date	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Equities *(continued)*								
Common Stocks *(continued)*								
MITSUI & CO LTD ADR ISIN#US6068272029 CUSIP 606827202 Dividend Option Cash			**Security Identifier:** MITSY					
23 000	03/28/11	361 8430	8,322 40	296 7680	6,825 66	-1,496 74	261 71	3 83%
MONSANTO CO NEW COM CUSIP 61166W101 Dividend Option Cash Ratings CITI IRA 1			**Security Identifier:** MON					
Total Noncovered 24 000	12/09/09*	83 2670	1,998 40	94 6500	2,271 60	273 20	36 00	1 58%
Total Covered 138 000	Multiple▼	72 8160	10,048 64	94 6500	13,061 70	3,013 06	207 00	1 58%
162 000	**Total**		**$12,047.04**		**$15,333.30**	**$3,286.26**	**$243 00**	
MONSTER BEVERAGE CORP COM CUSIP 611740101 Dividend Option Cash			**Security Identifier:** MNST					
Total Covered 97 000	Multiple▼	43 6730	4,236 32	52 8400	5,125 48	889 16		
MRC GLOBAL INC COM CUSIP 55345K103 Dividend Option Cash			**Security Identifier:** MRC					
113 000	10/05/12	24 5360	2,772 62	27 7800	3,139 14	366 52		
MUELLER INDUSTRIES INC CUSIP 624756102 Dividend Option Cash			**Security Identifier:** MLI					
13 000	04/28/11	39 6000	514 80	50 0300	650 39	135 59	6 50	0 99%

[redacted]

Portfolio Holdings *(continued)*

Quantity	Acquisition Date	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Equities *(continued)*								
Common Stocks *(continued)*								
NATIONAL GRID PLC SPON ADR NEW CUSIP 636274300 Dividend Option Cash Ratings CITI CIRA 2M			**Security Identifier:** NGG					
530 000	08/10/12	54 0300	17,829 78	57 4400	18,955 20	1,125 42	1,044 87	5 51%
NATIONSTAR MTG HLDGS INC COM CUSIP 63861C109 Dividend Option Cash Ratings CITI CIRA 2H			**Security Identifier:** NSM					
85 000	03/09/12	14 2760	1,213 43	30 9800	2,633 30	1,419 87		
NAVIGANT CONSULTING INC COM CUSIP 63935N107 Dividend Option Cash			**Security Identifier:** NCI					
Total Covered 177 000	Multiple▼	10 8090	1,913 14	11 1600	1,975 32	62 18		
NETEASE INC SPONSORED ADR ISIN#US64110W1027 CUSIP 64110W102 Dividend Option Cash Ratings CITI CIRA 2			**Security Identifier:** NTES					
114 000	06/21/12	61 9240	7,059 28	42 5300	4,848 42	-2,210 86		
NIPPON TELEG & TELEPHONE CORP SPONSORED ADR CUSIP 654624105 Dividend Option Cash			**Security Identifier:** NTT					
354 000	04/24/07*	25 6200	[3]9 069 48	21 0300	7,444 62	-1,624 86	301 92	4 05%
NISOURCE INC COM CUSIP 65473P105 Dividend Option Cash			**Security Identifier:** NI					
Total Covered 1 786 000	Multiple▼	24 2470	[3,1]43,305 36	24 8900	44,453 54	1,148 18	1,714 56	3 85%
			37 day(s) added to your holding period as a result of a wash sale					
NORTHEAST UTILITIES CUSIP 664397106 Dividend Option Cash			**Security Identifier:** NU					
145 000	12/09/09*	24 5980	[3]3,566 78	39 0800	5,666 60	2,099 82	198 94	3 51%

Portfolio Holdings *(continued)*

Quantity	Acquisition Date	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Equities *(continued)*								
Common Stocks *(continued)*								
NORTHERN OIL & GAS INC NEV COM CUSIP 665531109 Dividend Option Cash			**Security Identifier:** NOG					
Total Covered 234 000	Multiple¹	22 7530	5,324 25	16 8200	3,935 88	-1,388 37		
NORTHERN TR CORP COM CUSIP 665859104 Dividend Option Cash			**Security Identifier:** NTRS					
110 000	05/24/12	43 1190	4,743 13	50 1600	5,517 60	774 47	132 00	2 39%
NORTHWESTERN CORP COM NEW CUSIP 668074305 Dividend Option Cash			**Security Identifier:** NWE					
129 000	12/09/09*	25 5960	3,301 88	34 7300	4,480 17	1,178 29	190 92	4 26%
NU SKIN ENTERPRISES INC CL A CUSIP 67018T105 Dividend Option Cash			**Security Identifier:** NUS					
Total Covered 48 000	Multiple¹	36 6530	1,759 35	37 0500	1,778 40	19 05	38 40	2 15%
NVIDIA CORP COM CUSIP 67066G104 Dividend Option Cash Ratings CITI CIRA 2H			**Security Identifier:** NVDA					
146 000	11/20/12	11 5090	1,680 30	12 2600	1,789 96	109 66	43 80	2 44%
OCEANEERING INTL INC CUSIP 675232102 Dividend Option Cash			**Security Identifier:** OII					
100 000	05/15/12	48 2500	4,824 99	53 7900	5 379 00	554 01	72 00	1 33%

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Portfolio Holdings *(continued)*

Quantity	Acquisition Date	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Equities *(continued)*								
Common Stocks *(continued)*								
OCWEN FINL CORP COM NEW CUSIP 675746309 Dividend Option Cash			**Security Identifier:** OCN					
128 000	03/18/11	10 5590	1,351 55	34 5900	4,427 52	3,075 97		
OIL STS INTL INC COM CUSIP 678026105 Dividend Option Cash			**Security Identifier:** OIS					
Total Covered 63 000	Multiple▼	79 6980	5,020 95	71 5400	4,507 02	-513 93		
OMNICARE INC COM CUSIP 681904106 Dividend Option Cash			**Security Identifier:** OCR					
80 000	03/18/11	28 8270	2,306 12	36 1000	2,888 00	581 88	44 80	1 55%
ONEOK INC NEW COM CUSIP 682680103 Dividend Option Cash Ratings CITI CIRA 2			**Security Identifier:** OKE					
731 000	08/10/12	44 8300	32,770 66	42 7500	31,250 25	-1,520 41	964 92	3 08%
ORACLE CORP COM CUSIP 68389X105 Dividend Option Cash Ratings CITI CIRA 1			**Security Identifier:** ORCL					
Total Covered 115 000	Multiple▼	31 7250	3 648 42	33 3200	3,831 80	183 38	27 60	0 72%
OWENS AND MINOR INC HLDGS CO INC CUSIP 690732102 Dividend Option Cash			**Security Identifier:** OMI					
46 000	04/12/10˚	30 9820	1,425 19	28 5100	1,311 46	-113 73	40 48	3 08%
PAREXEL INTL CORP COM CUSIP 699462107 Dividend Option Cash Ratings CITI CIRA 2			**Security Identifier:** PRXL					
31 000	03/18/11	23 5900	731 29	29 5900	917 29	186 00		

Citi Personal Wealth Management

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East Coast Capital Advisors

Investment
Account Statement

Statement Period: 12/01/2012 - 12/31/2012

Portfolio Holdings *(continued)*

Quantity	Acquisition Date	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Equities *(continued)*								
Common Stocks *(continued)*								
PARTNERRE LTD SHS ISIN#BMG6852T1053 CUSIP G6852T105 Dividend Option Cash Ratings CITI CIRA 2			**Security Identifier:** PRE					
Total Covered 27 000	Multiple▼	73 6350	1,988 15	80 4900	2,173 23	185 08	66 96	3 08%
PEMBINA PIPELINE CORP COM ISIN#CA7063271034 CUSIP 706327103 Dividend Option Cash			**Security Identifier:** PBA					
296 000	08/10/12	26 3230	7,791 66	28 6400	8,477 44	685 78	483 97	5 70%
PEPSICO INC COM CUSIP 713448108 Dividend Option Cash Ratings CITI CIRA 2			**Security Identifier:** PEP					
Total Noncovered 161 000	Multiple*,▼	62 1960	10,013 60	68 4300	11,017 23	1,003 63	346 15	3 14%
Total Covered 96 000	03/21/12	65 4700	6 285 11	68 4300	6,569 28	284 17	206 40	3 14%
257 000	**Total**		**$16,298.71**		**$17,586.51**	**$1,287.80**	**$552.55**	
PFIZER INC COM CUSIP 717081103 Dividend Option Cash Ratings CITI CIRA 1			**Security Identifier:** PFE					
Total Noncovered 419 000	Multiple*,▼	16 6160	7,460 42	25 0793	11,260 61	3,800 19	431 04	3 82%
Total Covered 619 000	Multiple▼	24 0120	15,583 93	25 0793	16,276 46	692 53	623 04	3 82%
1,098 000	**Total**		**$23,044.35**		**$27,537.07**	**$4,492.72**	**$1,054 08**	

Account Number C24-062215

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Portfolio Holdings *(continued)*

Quantity	Acquisition Date	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Equities *(continued)*								
Common Stocks *(continued)*								
PHH CORP COM NEW CUSIP 693320202 Dividend Option Cash			**Security Identifier:** PHH					
134 000	03/18/11	21 4760	2,877 83	22 7500	3,048 50	170 67		
PLATINUM UNDERWRITERS HLDGS LTD SHS CUSIP G7127P100 Dividend Option Cash			**Security Identifier:** PTP					
Total Noncovered 43 000	12/09/09*	37 0150	[3]1,591 65	46 0000	1,978 00	386 35	13 76	0 69%
Total Covered 32 000	Multiple▼	34 3510	1,099 22	46 0000	1,472 00	372 78	10 24	0 69%
75 000	**Total**		**$2,690 87**		**$3,450 00**	**$759.13**	**$24.00**	
PNM RES INC COM CUSIP 69349H107 Dividend Option Cash			**Security Identifier:** PNM					
79 000	03/18/11	14 2260	1,123 89	20 5100	1,620 29	496 40	45 82	2 82%
PPG INDUSTRIES INC CUSIP 693506107 Dividend Option Cash Ratings CITI CIRA 1			**Security Identifier:** PPG					
153 000	12/09/09*	59 3600	[3]9,082 08	135 3500	20,708 55	11,626 47	361 08	1 74%
PRECISION CASTPARTS CORP CUSIP 740189105 Dividend Option Cash Ratings CITI CIRA 1			**Security Identifier:** PCP					
Total Noncovered 17 000	12/09/09*	109 9520	[3]1 869 18	189 4200	3,220 14	1,350 96	2 04	0 06%
Total Covered 9 000	07/03/12	166 9900	1,502 91	189 4200	1,704 78	201 87	1 08	0 06%
26 000	**Total**		**$3,372.09**		**$4,924.92**	**$1,552.83**	**$3.12**	
PROCTER & GAMBLE CO COM CUSIP 742718109 Dividend Option Cash Ratings CITI CIRA 1			**Security Identifier:** PG					
Total Noncovered 262 000	Multiple*▼	61 8130	[3]16,195 11	67 8900	17,787 18	1,592 07	588 97	3 31%

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Attachment to Part II Line 10b

Statement Period: 12/01/2012 - 12/31/2012

Portfolio Holdings *(continued)*

Quantity	Acquisition Date	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Equities *(continued)*								
Common Stocks *(continued)*								
PRUDENTIAL PLC ADR CUSIP 74435K204 Dividend Option Cash			**Security Identifier:** PUK					
334 000	01/23/12	22 3710	7,471 99	28 5500	9,535 70	2,063 71	271 27	2 84%
R R DONNELLEY & SONS CO COM CUSIP 257867101 Dividend Option Cash			**Security Identifier:** RRD					
971 000	08/10/12	12 7400	12,408 66	8 9900	8,756 26	-3,652 40	1,012 96	11 56%
RAYMOND JAMES FINL INC COM CUSIP 754730109 Dividend Option Cash Ratings CITI CIRA 1			**Security Identifier:** RJF					
Total Covered 46 000	Multiple	32 8710	1,512 06	38 5300	1,772 38	260 32	23 92	1 34%
RAYTHEON CO COM NEW CUSIP 755111507 Dividend Option Cash Ratings CITI CIRA 1			**Security Identifier:** RTN					
Total Noncovered 311 000	Multiple	52 7890	316,417 23	57 5600	17,901 16	1,483 93	622 00	3 47%
RED HAT INC COM CUSIP 756577102 Dividend Option Cash Ratings CITI CIRA 1			**Security Identifier:** RHT					
Total Covered 98 000	Multiple	37 5030	3 675 32	52 9600	5,190 08	1,514 76		
REINSURANCE GROUP AMER INC COM NEW CUSIP 759351604 Dividend Option Cash			**Security Identifier:** RGA					

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Portfolio Holdings *(continued)*

Quantity	Acquisition Date	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Equities *(continued)*								
Common Stocks *(continued)*								
REINSURANCE GROUP AMER INC COM NEW *(continued)*								
Total Covered 116 000	Multiple▼	58 5570	³6,792 66	53 5200	6,208 32	-584 34	111 36	1 79%
RENAISSANCE RE HOLDINGS LTD COM ISIN#BMG7496G1033 CUSIP G7496G103 Dividend Option Cash Ratings CITI CIRA 2			**Security Identifier:** RNR					
Total Covered 75 000	Multiple▼	68 8880	5,028 82	81 2600	5,931 98	903 16	78 84	1 32%
RENT A CENTER INC COM CUSIP 76009N100 Dividend Option Cash			**Security Identifier:** RCII					
56 000	03/18/11	33 2100	1,859 76	34 3600	1,924 16	64 40	35 84	1 86%
REXAM PLC SPONSORED ADR NEW CUSIP 761655406 Dividend Option Cash			**Security Identifier:** REXMY					
225 000	05/15/12	32 0800	7,218 00	35 4360	7,973 10	755 10	257 43	3 23%
RIO TINTO PLC SPONSORED ADR ISIN#US7672041008 CUSIP 767204100 Dividend Option Cash Ratings CITI CIRA 2M			**Security Identifier:** RIO					
120 000	12/17/09*	50 8960	³6,107 57	58 0900	6,970 80	863.23	198 65	2 84%
ROCK-TENN CO CL A CUSIP 772739207 Dividend Option Cash			**Security Identifier:** RKT					
10 000	03/18/11	65 8600	658 60	69 9100	699 10	40 50	9 00	1 28%
ROSETTA RES INC COM CUSIP 777779307 Dividend Option Cash Ratings CITI CIRA 1I1			**Security Identifier:** ROSE					
Total Covered 55 000	Multiple▼	43 9610	2,417 86	45 3200	2,492 60	74 74		

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Attachment to Part II Line 10b

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Statement Period: 12/01/2012 - 12/31/2012

Portfolio Holdings *(continued)*

Quantity	Acquisition Date	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Equities *(continued)*								
Common Stocks *(continued)*								
ROSS STORES INC (STATE OF INC CHGD FM CALF TO DELAWARE) CUSIP 778296103 Dividend Option Cash Ratings CITI CIRA 1			**Security Identifier:** ROST					
97 000	05/01/12	62 6600	6,078 02	54 0900	5,246 73	-831 29	54 32	1 03%
ROYAL DUTCH SHELL PLC SPONSORED ADR RESPTG A SHS CUSIP 780259206 Dividend Option Cash Ratings CITI CIRA 2			**Security Identifier:** RDS A					
Total Covered 169 000	Multiple†	64 5410	10,907 46	68 9500	11,652 55	745 09	494 15	4 24%
SALLY BEAUTY HLDGS INC COM CUSIP 79546E104 Dividend Option Cash			**Security Identifier:** SBH					
221 000	03/12/12	24 9990	5,599 68	23 5700	5 279 68	-320 00		
SBA COMMUNICATIONS CORP CL A CUSIP 78388J106 Dividend Option Cash Ratings CITI CIRA 1			**Security Identifier:** SBAC					
112 000	05/25/11	39 3080	4,402 49	70 9800	7 949 76	3,547 27		
SCHLUMBERGER LTD COM ISIN#AN8068571086 CUSIP 806857108 Dividend Option Cash Ratings CITI CIRA 1			**Security Identifier:** SLB					
146 000	12/09/09*	60 2880	38,802 05	69 2986	10,117 60	1,315 55	160 60	1 58%

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Portfolio Holdings *(continued)*

Quantity	Acquisition Date	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Equities *(continued)*								
Common Stocks *(continued)*								
SEADRILL LIMITED SHS ISIN#BMG7945E1057 CUSIP G7945E105 Dividend Option Cash Ratings CIII CIRA I		**Security Identifier:** SDRL						
605 000	08/10/12	40 0200	24,212 04	56 8000	22,264 00	-1,948 04	2,057 00	9 23%
SELECT MED HLDGS CORP COM CUSIP 81619Q105 Dividend Option Cash		**Security Identifier:** SEM						
Total Covered 212 000	Multiple▼	7 6980	1,631 88	9 4300	1,999 16	367 28		
SEMGROUP CORP CL A CUSIP 81663A105 Dividend Option Cash		**Security Identifier:** SEMG						
Total Covered 46 000	Multiple▼	23 5240	1,082 12	39 0800	1,797 68	715 56		
SENSIENT TECHNOLOGIES CORP COM CUSIP 81725T100 Dividend Option Cash		**Security Identifier:** SXT						
16 000	03/18/11	34 0100	544 16	35 5600	568 96	24 80	14 08	2 47%
SERVICE CORP INTL CUSIP 817565104 Dividend Option Cash		**Security Identifier:** SCI						
Total Noncovered 95 000	12/09/09*	7 7780	[3]738 92	13 8100	1,311 95	573 03	22 80	1 73%
Total Covered 10 000	01/24/11	8 6980	[3]86 98	13 8100	138 10	51 12	2 40	1 73%
105 000	**Total**		**$825.90**		**$1,450.05**	**$624.15**	**$25.20**	
SIGNATURE BK NEW YORK N Y COM CUSIP 82669G104 Dividend Option Cash		**Security Identifier:** SBNY						
Total Noncovered 70 000	Multiple*▼	32 2490	[3]2,257 43	71 3400	4,993 80	2,736 37		
SIGNET JEWELERS LIMITED SHS ISIN#BMG812761002 CUSIP G81276100 Dividend Option Cash		**Security Identifier:** SIG						

Statement Period: 12/01/2012 - 12/31/2012

Portfolio Holdings (continued)

Quantity	Acquisition Date	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Equities *(continued)*								
Common Stocks *(continued)*								
SIGNET JEWELERS LIMITED *(continued)*								
184 000	12/09/09*	23 8010	^{3}4,379 45	53 4000	9,825 60	5,446 15	88 32	0 89%
SK TELECOM LTD SPONSORED ADR			**Security Identifier:** SKM					
ISIN#US78440P1084								
CUSIP 78440P108								
Dividend Option Cash								
Ratings CITI-CIRA 1M								
462 000	12/18/12	16 3790	7,567 02	15 8300	7,313 46	-253 56	311 73	4 26%
SKECHERS U S A INC CL A			**Security Identifier:** SKX					
CUSIP 830566105								
Dividend Option Cash								
53 000	03/18/11	18 5100	981 03	18 5000	980 50	-0 53		
SKYWORKS SOLUTIONS INC COM			**Security Identifier:** SWKS					
CUSIP 83088M102								
Dividend Option Cash								
254 000	11/18/10*	23 7700	^{3}6,037 66	20 3000	5,156 20	881 46		
SLM CORP COM			**Security Identifier:** SLM					
CUSIP 78442P106								
Dividend Option Cash								
132 000	03/18/11	14 7560	1,947 83	17 1300	2,261 16	313 33	66 00	2 91%
SM ENERGY CO COM			**Security Identifier:** SM					
CUSIP 78454L100								
Dividend Option Cash								
12 000	08/19/11	71 9200	863 04	52 2100	626 52	-236 52	1 20	0 19%
SOLERA HOLDING INC COM			**Security Identifier:** SLH					
CUSIP 83421A104								
Dividend Option Cash								
113 000	12/09/09*	35 9780	^{3}4,065 52	53 4700	6,042 11	1,976 59	56 50	0 93%

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Portfolio Holdings *(continued)*

Quantity	Acquisition Date	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Equities *(continued)*								
Common Stocks *(continued)*								
SPECTRA ENERGY CORP COM CUSIP 847560109 Dividend Option Cash Ratings CITI CIRA 2			**Security Identifier:** SE					
Total Noncovered 504 000	12/09/09*	19 7060	33,931 88	27 3800	13,799 52	3,867 64	614 88	4 45%
Total Covered 703 000	08/10/12	29 2760	20,581 28	27 3800	19,248 14	-1,333 14	857 66	4 45%
1,207 000	**Total**		**$30,513 16**		**$33,047 66**	**$2,534.50**	**$1,472.54**	
SPREADTRUM COMMUNICATIONS INC SPON ADR CUSIP 849415203 Dividend Option Cash			**Security Identifier:** SPRD					
425 000	12/19/12	17 7890	7,560 45	17 6200	7,488 50	-71 95	201 87	2 69%
STANCORP FINL GROUP INC COM CUSIP 852891100 Dividend Option Cash Ratings CITI CIRA 2M			**Security Identifier:** SFG					
33 000	09/28/11	26 8800	887 04	36 6700	1,210 11	323 07	30 69	2 53%
STANLEY BLACK & DECKER INC COM CUSIP 854502101 Dividend Option Cash			**Security Identifier:** SWK					
Total Covered 57 000	Multiple*	70 4920	4 018 03	73 9700	4,216 29	198 26	111 72	2 64%
STATOIL ASA SPONSORED ADR ISIN#US85771P1021 CUSIP 85771P102 Dividend Option Cash Ratings CITI CIRA 2M			**Security Identifier:** STO					
Total Noncovered 297 000	12/09/09*	24 2480	37,201 51	25 0400	7,436 88	235 37	268 59	3 61%
Total Covered 693 000	08/10/12	25 2300	17,484 32	25 0400	17,352 72	-131 60	626 70	3 61%
990 000	**Total**		**$24,685 83**		**$24,789 60**	**$103.77**	**$895 29**	
STERICYCLE INC COM CUSIP 858912108 Dividend Option Cash			**Security Identifier:** SRCL					
61 000	12/09/09*	57 9180	33,532 97	93 2800	5,690 08	2,157 11		

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Statement Period: 12/01/2012 - 12/31/2012

Portfolio Holdings *(continued)*

Quantity	Acquisition Date	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Equities *(continued)*								
Common Stocks *(continued)*								
SVB FINL GROUP COM			**Security Identifier:** SIVB					
CUSIP 78486Q101								
Dividend Option Cash								
Ratings CITI CIRA 1								
24 000	09/28/11	38 0000	912 00	55 9700	1,343 28	431 28		
SWIFT ENERGY CO COM			**Security Identifier:** SFY					
CUSIP 870738101								
Dividend Option Cash								
43 000	09/14/11	30 2210	1,299 50	15 3900	661 77	-637 73		
SYKES ENTERPRISES INC COM			**Security Identifier:** SYKE					
CUSIP 871237103								
Dividend Option Cash								
53 000	03/18/11	18 3000	969 90	15 2200	806 66	-163 24		
SYMETRA FINL CORP COM			**Security Identifier:** SYA					
CUSIP 87151Q106								
Dividend Option Cash								
56 000	03/18/11	13 2160	740 12	12 9800	726 88	-13 24	15 68	2 15%
SYMMETRY MED INC COM			**Security Identifier:** SMA					
CUSIP 871546206								
Dividend Option Cash								
127 000	03/18/11	9 1060	1,156 46	10 5200	1,336 04	179 58		
SYNNEX CORP COM			**Security Identifier:** SNX					
CUSIP 87162W100								
Dividend Option Cash								
Total Covered 52 000	Multiple¥	34 0090	1,768 49	34 3800	1,787 76	19 27		

6 day(s) added to your holding period as a result of a wash sale

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[redacted]

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Portfolio Holdings *(continued)*

Quantity	Acquisition Date	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Equities *(continued)*								
Common Stocks *(continued)*								
TAIWAN SEMICONDUCTOR MFG CO SPONSORED ADR ISIN#US8740391003 CUSIP 874039100 Dividend Option Cash Ratings CITI CIRA 1L			**Security Identifier: TSM**					
514 000	06/21/12	13 7400	7,062 31	17 1600	8,820 24	1,757 93	204 51	2 31%
TATA MTRS LTD SPON ADR. CUSIP 876568502 Dividend Option Cash Ratings CITI CIRA 1M			**Security Identifier: TTM**					
295 000	12/11/12	25 3790	7,486 81	28 7200	8,472 40	985 59	98 52	1 16%
TD AMERITRADE HLDG CORP COM CUSIP 87236Y108 Dividend Option Cash Ratings CITI CIRA 2			**Security Identifier: AMTD**					
123 000	11/14/12	15 5100	1,907 71	16 8100	2,067 63	159 92	44 28	2 14%
TELEFONICA BRASIL SA SPONSORED ADR ISIN#US87936R1068 CUSIP 87936R106 Dividend Option Cash			**Security Identifier: VIV**					
294 000	12/28/10*	21 2110	6,236 17	24 0600	7,073 64	837 47	405 70	5 73%
TELETECH HLDGS INC COM CUSIP 879939106 Dividend Option Cash Ratings CITI CIRA 2			**Security Identifier: TTEC**					
35 000	06/07/11	18 2900	640 15	17 8000	623 00	-17 15		
TEMPUR-PEDIC INTL INC COM CUSIP 88023U101 Dividend Option Cash			**Security Identifier: TPX**					
49 000	07/05/12	23 1300	1,133 37	31 4900	1,543 01	409 64		
TERADYNE INC CUSIP 880770102 Dividend Option Cash Ratings CITI CIRA 1H			**Security Identifier: TER**					
97 000	03/18/11	17 0900	1,657 73	16 8900	1,638 33	-19 40		

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Portfolio Holdings *(continued)*

Quantity	Acquisition Date	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Equities *(continued)*								
Common Stocks *(continued)*								
TEREX CORP NEW .01 PV		**Security Identifier:** TEX						
CUSIP 880779103 Dividend Option Cash								
Total Noncovered 150 000	Multiple*,¹	19 4590	32,529 65	28 1100	3,654 30	1,124 65		
Total Covered 61 000	Multiple¹	17 3180	1,056 57	28 1100	1,714 71	658 34		
191 000	**Total**		**$3,586.02**		**$5,369.01**	**$1,782.99**	**$0 00**	
THOR INDS INC		**Security Identifier:** THO						
CUSIP 885160101 Dividend Option Cash Ratings CITI CIRA 1								
Total Covered 46 000	Multiple¹	30 9550	1,423 91	37 4300	1,721 78	297 87	33 12	1 92%
TOLL BROS INC		**Security Identifier:** TOL						
CUSIP 889478103 Dividend Option Cash Ratings CITI CIRA 2								
61 000	10/10/12	34 3700	2,096 57	32 3300	1,972 13	-124 44		
TORCHMARK CORP		**Security Identifier:** TMK						
CUSIP 891027104 Dividend Option Cash Ratings CITI CIRA 1L								
22 000	08/01/12	49 7600	1,094 72	51 6700	1,136 74	42 02	13 20	1 16%
TOTAL S A SPONSORED ADR		**Security Identifier:** TOT						
CUSIP 89151E109 Dividend Option Cash Ratings CITI CIRA 1M								
300 000	08/10/12	49 0300	14,708 97	52 0100	15 603 00	894 03	752 03	4 81%

[redacted]

Portfolio Holdings *(continued)*

Quantity	Acquisition Date	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Equities *(continued)*								
Common Stocks *(continued)*								
TOWERS WATSON & CO CL A CUSIP 891894107 Dividend Option Cash Ratings CITI CIRA 1			**Security Identifier:** TW					
46 000	03/18/11	55 7500	2,564 50	56 2100	2,585 66	21 16	21 16	0 81%
TRAVELERS COS INC COM CUSIP 89417E109 Dividend Option Cash Ratings CITI CIRA 2			**Security Identifier:** TRV					
Total Noncovered 426 000	Multiple*,Y	50 1280	[3]21,354 43	71 8200	30,595 32	9,240 89	783 84	2 56%
TREEHOUSE FOODS INC COM CUSIP 89469A104 Dividend Option Cash Ratings CITI CIRA 1			**Security Identifier:** THS					
61 000	07/12/10*	47 2840	[3]2,884 31	52 1300	3,179 93	295 62		
TRW AUTOMOTIVE HLDGS CORP COM CUSIP 87264S106 Dividend Option Cash			**Security Identifier:** TRW					
28 000	07/31/12	39 3600	1,102 08	53 6100	1,501 08	399 00		
TUPPERWARE BRANDS CORP COM CUSIP 899896104 Dividend Option Cash			**Security Identifier:** TUP					
Total Noncovered 104 000	Multiple*,Y	48 1040	[3]5,002 79	64 1000	6,666 40	1,663 61	149 76	2 24%
TYCO INTL LTD SHS ISIN#CH0100383485 CUSIP H89128104 Dividend Option Cash Ratings CITI CIRA 2			**Security Identifier:** TYC					
268 000	12/06/12	28 6000	7,664 77	29 2500	7,839 00	174 23	160 80	2 05%
UNITED OVERSEAS BK LTD SPON ADR CUSIP 911271302 Dividend Option Cash			**Security Identifier:** UOVEY					
234 000	09/13/12	31 7200	7,422 48	32 4360	7,590 02	167 54	222 93	2 93%

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Portfolio Holdings *(continued)*

Quantity	Acquisition Date	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Equities *(continued)*								
Common Stocks *(continued)*								
UNITED PARCEL SVC INC CL B CUSIP 911312106 Dividend Option Cash Ratings CITI CIRA 1			**Security Identifier:** UPS					
251 000	12/09/09*	57 7580	[3]14,497 36	73 7300	18,506 23	4,008 87	572 28	3 09%
UNITED TECHNOLOGIES CORP COM CUSIP 913017109 Dividend Option Cash Ratings CITI CIRA 2			**Security Identifier:** UTX					
227 000	12/09/09*	67 3460	[3]15,287 57	82 0100	18,616 27	3,328 70	485 78	2 60%
UNIVERSAL CORP VA COM CUSIP 913456109 Dividend Option Cash			**Security Identifier:** UVV					
Total Covered 29 000	Multiple¥	43 5400	1,262 65	49 9100	1,447 39	184 74	58 00	4 00%
UTI WORLDWIDE INC SHS ISIN#VGG872101032 CUSIP G87210103 Dividend Option Cash			**Security Identifier:** UTIW					
66 000	03/18/11	18 9000	1,247 40	13 4000	884 40	-363 00	3 96	0 44%
VALEO SPON ADR CUSIP 919134304 Dividend Option Cash			**Security Identifier:** VLEEY					
Total Noncovered 273 000	12/02/10*	28 9190	[3]7,895 02	24 8090	6,772 85	-1,122 17	197 19	2 91%
Total Covered 13 000	Multiple¥	28 3920	[1]369 09	24 8090	322 52	-46 57	9 39	2 91%
			112 day(s) added to your holding period as a result of a wash sale					
286 000	**Total**		**$8,264.11**		**$7,095.37**	**-$1,168.74**	**$206 58**	

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[redacted]

Portfolio Holdings *(continued)*

Quantity	Acquisition Date	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Equities *(continued)*								
Common Stocks *(continued)*								
VALERO ENERGY CORP NEW COM CUSIP 91913Y100 Dividend Option Cash Ratings CIII CIRA 2II			**Security Identifier:** VLO					
97 000	11/15/12	29 1300	2 825 60	34 1200	3,309 64	484 04	67 90	2 05%
VALIDUS HLDGS LTD COM SHS ISIN#BMG9319H1025 CUSIP G9319H102 Dividend Option Cash			**Security Identifier:** VR					
Total Noncovered 56 000	12/09/09*	26 6000	[3]1,489 60	34 5800	1,936 48	446 88	56 00	2 89%
Total Covered 216 000	Multiple¥	32 2170	6,958 96	34 5800	7,469 28	510 32	216 00	2 89%
272 000	**Total**		**$8,448 56**		**$9,405.76**	**$957.20**	**$272.00**	
VALLEY NATL BANCORP COM CUSIP 919794107 Dividend Option Cash			**Security Identifier:** VLY					
726 000	08/10/12	9 4700	6,875 15	9 3000	6,751 80	-123 35	471 90	6 98%
VCA ANTECH INC COM CUSIP 918194101 Dividend Option Cash			**Security Identifier:** WOOF					
38 000	03/18/11	24 5200	931 76	21 0500	799 90	-131 86		
VISA INC COM CL A CUSIP 92826C839 Dividend Option Cash Ratings CIII CIRA 2			**Security Identifier:** V					
Total Noncovered 55 000	Multiple*,¥	73 3420	[3]4 033 80	151 5800	8,336 90	4,303 10	72 60	0 87%
Total Covered 13 000	02/04/11	72 7110	[3]945 24	151 5800	1,970 54	1,025 30	17 16	0 87%
68 000	**Total**		**$4,979 04**		**$10,307 44**	**$5,328 40**	**$89.76**	
VODAFONE GROUP PLC SPON ADR NEW ISIN#US92857W2098 CUSIP 92857W209 Dividend Option Cash Ratings CIII CIRA 1			**Security Identifier:** VOD					
723 000	08/10/12	29 9190	21,631 26	25 1900	18,212 37	-3,418 89	1,084 56	5 95%

Statement Period: 12/01/2012 - 12/31/2012

Portfolio Holdings *(continued)*

Quantity	Acquisition Date	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Equities *(continued)*								
Common Stocks *(continued)*								
VOLKSWAGEN A G ADR (SPONS) CUSIP 928662303 Dividend Option Cash Ratings CITI CIRA 2			**Security Identifier:** VLKAY					
227 000	12/28/10*	27 8350	[3]6,318 46	42 9140	9,741 48	3,423 02	241 46	2 47%
WABCO HLDGS INC COM CUSIP 92927K102 Dividend Option Cash			**Security Identifier:** WBC					
Total Covered 73 000	Multiple¥	59 4630	[3]4,340 79	65 1900	4,758 87	418 08		
WAL MART STORES INC COM CUSIP 931142103 Dividend Option Cash Ratings CITI CIRA 1			**Security Identifier:** WMT					
342 000	12/09/09*	54 0960	[3]18,500 83	68 2300	23,334 66	4,833 83	543 78	2 33%
WASTE MGMT INC DEL COM CUSIP 94106L109 Dividend Option Cash			**Security Identifier:** WM					
Total Noncovered 343 000	Multiple*,¥	33 1400	[3,12]11,367 08	33 7400	11,572 82	205 74	487 06	4 20%
Total Covered 110 000	09/20/12	32 5800	3,583 79	33 7400	3,711 40	127 61	156 20	4 20%
453 000	**Total**		**$14,950.87**		**$15,284.22**	**$333 35**	**$643.26**	
WELLS FARGO & CO NEW COM CUSIP 949746101 Dividend Option Cash Ratings CITI CIRA 2			**Security Identifier:** WFC					
Total Noncovered 170 000	12/09/09*	26 1680	[3]4,448 53	34 1800	5,810 60	1,362 07	149 60	2 57%

[redacted]

Portfolio Holdings *(continued)*

Quantity	Acquisition Date	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Equities *(continued)*								
Common Stocks *(continued)*								
WELLS FARGO & CO NEW COM *(continued)*								
Total Covered 95 000	06/10/11	26 2980	2,445 71	34 1800	3,178 74	733 03	81 84	2 57%
263 000	**Total**		**$6,894 24**		**$8,989 34**	**$2,095.10**	**$231.44**	
WESCO INTL INC COM CUSIP 95082P105 Dividend Option Cash Ratings CITI CIRA 2			**Security Identifier: WCC**					
17 000	03/18/11	59 7800	1 016 26	67 4300	1,146 31	130 05		
WILLIAMS COS INC COM CUSIP 969457100 Dividend Option Cash Ratings CITI CIRA 1			**Security Identifier: WMB**					
Total Covered 959 000	Multiple¥	31 8540	30,548 03	32 7400	31,397 66	849 63	1,246 70	3 97%
WILLIS GROUP HLDGS PUBLIC LTD CO SHS CUSIP G96666105 Dividend Option Cash Ratings CITI CIRA 1			**Security Identifier: WSH**					
28 000	03/18/11	39 1000	1,094 80	33 5300	938 84	-155 96	30 24	3 22%
WORLD FUEL SVCS CORP COM CUSIP 981475106 Dividend Option Cash			**Security Identifier: INT**					
36 000	03/18/11	37 9900	1,367 64	41 1700	1,482 12	114 48	5 40	0 36%
WUXI PHARMATECH CAYMAN INC SPONS ADF ORD SHS ISIN#US9293521020 CUSIP 929352102 Dividend Option Cash			**Security Identifier: WX**					
478 000	11/06/12	15 0100	7,174 73	15 7500	7,528 50	353 77		
XEROX CORPORATION CUSIP 984121103 Dividend Option Cash			**Security Identifier: XRX**					
Total Covered 459 000	Multiple¥	11 1620	³ 5,123 18	6 8200	3,130 38	-1,992 80	78 03	2 49%

78 day(s) added to your holding period as a result of a wash sale

Statement Period: 12/01/2012 - 12/31/2012

Portfolio Holdings *(continued)*

Quantity	Acquisition Date	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Equities *(continued)*								
Common Stocks *(continued)*								
3M CO COM CUSIP 88579Y101 Dividend Option Cash Ratings CITI CIRA 2			**Security Identifier:** MMM					
Total Noncovered 197 000	Multiple*,1	80 0820	315,776 25	92 8500	18,291 45	2,515 20	464 92	2 54%
Total Common Stocks			**$2,069,582.83**		**$2,328,077 02**	**$258,494.19**	**$57,982.04**	
Real Estate Investment Trusts								
ANWORTH MTG ASSET CORP COM CUSIP 037347101 Dividend Option Cash			**Security Identifier:** ANH					
154 000	03/18/11	7 0690	1,088 63	5 7800	890 12	-198 51	92 40	10 38%
ARMOUR RESIDENTIAL REIT INC COM CUSIP 042315101 Dividend Option Cash			**Security Identifier:** ARR					
227 000	10/10/12	7 4700	1,695 69	6 4700	1,468 69	-227 00	217 92	14 83%
CAPSTEAD MTG CORP COM NO PAR CUSIP 14067E506 Dividend Option Cash			**Security Identifier:** CMO					
57 000	03/18/11	13 2800	756 96	11 4700	653 79	-103 17	68 40	10 46%
CHATHAM LODGING TR COM CUSIP 16208T102 Dividend Option Cash			**Security Identifier:** CLDT					
27 000	03/18/11	15 6060	421 35	15 3800	415 26	-6 09	21 60	5 20%
COLONY FINL INC COM CUSIP 19624R106 Dividend Option Cash			**Security Identifier:** CLNY					
25 000	03/18/11	20 7600	519 00	19 5000	487 50	-31 50	35 00	7 17%

[redacted]

Portfolio Holdings *(continued)*

Quantity	Acquisition Date	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Equities *(continued)*								
Real Estate Investment Trusts *(continued)*								
CYS INVTS INC COM CUSIP 12673A108 Dividend Option Cash			**Security Identifier:** CYS					
Total Covered 253 000	Multiple▼	12 4340	3,145 69	11 8100	2,987 93	-157 76	404 80	13 54%
DIGITAL RLTY TR INC COM CUSIP 253868103 Dividend Option Cash Ratings CIII CIRA 2			**Security Identifier:** DLR					
Total Noncovered 74 000	12/09/09*	48 4940	33,588 55	67 8900	5,023 86	1,435 31	216 08	4 30%
Total Covered 221 000	08/10/12	75 9790	16,791 38	67 8900	15,003 69	-1,787 69	645 32	4 30%
295 000	**Total**		**$20,379 93**		**$20,027.55**	**-$352.38**	**$861.40**	
ESSEX PROPERTY TRUST CUSIP 297178105 Dividend Option Cash Ratings CIII CIRA 2			**Security Identifier:** ESS					
29 000	12/09/09*	80 3740	3,122,330 84	146 6500	4,252 85	1,922 01	127 60	3 00%
HATTERAS FINL CORP COM CUSIP 41902R103 Dividend Option Cash			**Security Identifier:** HTS					
Total Covered 108 000	Multiple▼	27 7790	3 000 16	24 8100	2,679 48	-320 68	302 40	11 28%
HCP INC COM CUSIP 40414L109 Dividend Option Cash Ratings CIII CIRA 2			**Security Identifier:** HCP					
340 000	08/10/12	45 6300	15,514 17	45 1600	15,354 40	-159 77	680 00	4 42%
HOSPITALITY PPTYS TR COM SH BEN INT CUSIP 44106M102 Dividend Option Cash			**Security Identifier:** HPT					
715 000	08/10/12	23 2300	16 609 38	23 4200	16,745 30	135 92	1,344.20	8 02%
MACERICH CO COM CUSIP 554382101 Dividend Option Cash Ratings CIII CIRA 1			**Security Identifier:** MAC					

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Portfolio Holdings *(continued)*

Quantity	Acquisition Date	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Equities *(continued)*								
Real Estate Investment Trusts *(continued)*								
MACERICH CO COM *(continued)*								
Total Noncovered 121 000	Multiple* ¥	59 7430	3,144,928 14	58 5000	7 229 20	2,301 06	287 68	3 97%
MFA FINL INC COM CUSIP 55272X102 Dividend Option Cash			**Security Identifier:** MFA					
Total Covered 351 000	Multiple¥	8 0650	2,830 67	8 1100	2,846 61	15 94	280 80	9 86%
OMEGA HEALTHCARE INVS INC COM CUSIP 681936100 Dividend Option Cash			**Security Identifier:** OHI					
Total Covered 316 000	Multiple¥	22 8440	7,218 57	23 8500	7,536 60	318 03	556 16	7 37%
SENIOR HSG PPTYS TR SH BEN INT CUSIP 81721M109 Dividend Option Cash			**Security Identifier:** SNH					
Total Covered 311 000	Multiple¥	22 1780	6,897 46	23 6400	7,352 04	454 58	485 16	6 59%
TWO HBRS INVT CORP COM CUSIP 90187B101 Dividend Option Cash			**Security Identifier:** TWO					
Total Covered 462 000	Multiple¥	11 0510	5,105 70	11 0800	5,118 96	13 26	1,016 40	19 85%

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Portfolio Holdings *(continued)*

Quantity	Acquisition Date	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Equities *(continued)*								
Real Estate Investment Trusts *(continued)*								
WALTER INVT MGMT CORP COM CUSIP 93317W102 Dividend Option Cash		**Security Identifier: WAC**						
133 000	03/05/12	20 2200	2,689 26	43 0200	5,721 66	3,032 40		
Total Real Estate Investment Trusts			**$95,131.60**		**$101,767 94**	**$6,636.34**	**$6,781 92**	
Total Equities			**$2,164,714 43**		**$2,429,844 96**	**$265,130 53**	**$64,763 96**	

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Risk rating takes into account both price volatility and fundamental criteria Stocks will either have no risk rating or a High risk rating assigned

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Quantity	Acquisition Date	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Mutual Funds 17 00% of Portfolio								
Mutual Funds								
ALLIANZ GLOBAL INVESTORS FIXED INCOME SHARES SERIES C CUSIP 01882B205 Open End Fund Dividend Option Reinvest, Capital Gains Option Reinvest		**Security Identifier: FXICX**						
Total Noncovered 26 622 346	Multiple*,Y	11 7350	[3]312,420 52	13 5000	359,401 67	46,981 15	16,558 48	4 60%
ALLIANZ GLOBAL INVESTORS FIXED INCOME SHARES SERIES M CUSIP 01882B304 Open End Fund Dividend Option Reinvest, Capital Gains Option Reinvest		**Security Identifier: FXIMX**						
Total Noncovered 32,546 195	Multiple*,Y	9 0080	[3]293 171 61	11 2200	365,171 67	72,000 06	17,552 65	4 80%

Portfolio Holdings *(continued)*

Quantity	Acquisition Date	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Mutual Funds *(continued)*								
Mutual Funds *(continued)*								
APOLLO INVT CORP COM		**Security Identifier:** AINV						
CUSIP 03761U106								
Closed End Fund								
Dividend Option Cash Capital Gains Option Cash								
68.000	05/18/11*	11.3900	774.52	8.3600	568.48	-206.04	54.40	9.56%
ARES CAP CORP COM		**Security Identifier:** ARCC						
CUSIP 04010L103								
Closed End Fund								
Dividend Option Cash Capital Gains Option Cash								
144.000	05/18/11*	16.3800	2,558.72	17.5000	2,520.00	161.28	218.88	8.68%
Total Mutual Funds			**$608,725.37**		**$727,661.82**	**$118,936.45**	**$34,384.41**	
Total Mutual Funds			**$608,725.37**		**$727,661.82**	**$118,936.45**	**$34,384.41**	

	Cost Basis	Market Value	Unrealized Gain/Loss	Accrued Interest	Estimated Annual Income
Total Portfolio Holdings	**$3,806,880.21**	**$4,200,806.96**	**$393,926.75**	**$2,488.04**	**$102,641.66**

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* Noncovered under the cost basis rules as defined below

Securities acquired before 2011 are generally not subject to the new cost basis reporting rules set forth in the Internal Revenue Code of 1986, as amended ("IRC") (incorporating amendments enacted by P.L. 110-343, the Emergency Economic Stabilization Act of 2008) and are, therefore, considered " noncovered," under the new cost basis reporting rules, and marked or denoted as such. All other securities in this section are securities which are "covered" under the new cost basis reporting rules. Securities which are "covered" under the new cost basis reporting rules are defined as securities which have been acquired on or after their applicable date(s)' at which they are subject to the cost basis reporting rules and the adjusted basis will be reported to the IRS on form 1099-B for the applicable tax year in which the security is disposed.

Reporting requirements generally will be phased in over a three-year period, as follows

- Stock in a corporation acquired on or after January 1, 2011
- Mutual funds and dividend reinvestment plan (DRP) shares acquired on or after January 1, 2012
- Other securities, principally debt securities and options, acquired on or after January 1, 2013, or later, as determined by the Secretary of the Treasury

Cost Basis on fixed income securities is adjusted for amortization, accretion or principal paydowns. The method of calculation is based upon the type of fixed income security and certain attributes, obtained from sources believed to be reliable. In the event, one or more of these attributes is changed, there may be a temporary incorrect adjusted cost basis reflected until the portfolio system is amended to reflect this