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

Department of the Treasury
 Internal Revenue Service

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

For calendar year 2012 or tax year beginning , 2012, and ending , 20

Name of foundation JKJ CHARITABLE FOUNDATION		A Employer identification number 76-0573833
Number and street (or P O box number if mail is not delivered to street address) 1330 POST OAK BOULEVARD, SUITE 1100		B Telephone number (see instructions) (713) 812-0800
Room/suite		
City or town, state, and ZIP code HOUSTON, TX 77056		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply	Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change <input type="checkbox"/>	D 1 Foreign organizations, check here <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization	<input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation	E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ 4,702,909.	J Accounting method. <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

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 (attach schedule)				
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	520.	520.		ATCH 1
	4 Dividends and interest from securities	45,712.	45,712.		ATCH 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	10,026.	-		
	b Gross sales price for all assets on line 6a	772,130.			
	7 Capital gain net income (from Part IV, line 2)		10,026.		
	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 or (loss) (attach schedule)					
11 Other income (attach schedule) ATCH 3	364.				
12 Total. Add lines 1 through 11	56,622.	56,258.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule) ATCH 4	896.	896.		
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions) ATCH 5	166.	166.		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule) ATCH 6	4,692.	4,692.		
	24 Total operating and administrative expenses. Add lines 13 through 23	5,754.	5,754.		
	25 Contributions, gifts, grants paid	326,500.			326,500.
26 Total expenses and disbursements. Add lines 24 and 25	332,254.	5,754.	0	326,500.	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	-275,632.				
b Net investment income (if negative, enter -0-)		50,504.			
c Adjusted net income (if negative, enter -0-)					

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SCANNED MAY 29 2013

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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		5,001,249.	2,318,327.	2,318,327.
	2	Savings and temporary cash investments		1,308.	1,308.	1,308.
	3	Accounts receivable				
		Less allowance for doubtful accounts				
	4	Pledges receivable				
		Less allowance for doubtful accounts				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)				
	7	Other notes and loans receivable (attach schedule)				
		Less allowance for doubtful accounts				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10 a	Investments - U S and state government obligations (attach schedule)				
	b	Investments - corporate stock (attach schedule) ATCH 7			758,483.	732,836.
	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 ATCH 8)			1,648,807.	1,650,438.	
16	Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)			5,002,557.	4,726,925.	4,702,909.
Liabilities	17	Accounts payable and accrued expenses				
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable (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. <input type="checkbox"/>					
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input checked="" type="checkbox"/>					
	27	Capital stock, trust principal, or current funds				
	28	Paid-in or capital surplus, or land, bldg, and equipment fund				
29	Retained earnings, accumulated income, endowment, or other funds			5,002,557.	4,726,925.	
30	Total net assets or fund balances (see instructions)			5,002,557.	4,726,925.	
31	Total liabilities and net assets/fund balances (see instructions)			5,002,557.	4,726,925.	

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	5,002,557.
2	Enter amount from Part I, line 27a	2	-275,632.
3	Other increases not included in line 2 (itemize)	3	
4	Add lines 1, 2, and 3	4	4,726,925.
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	4,726,925.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
1a SEE PART IV SCHEDULE				
b				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a				
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))	
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any		
a				
b				
c				
d				
e				
2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }		2	10,026.
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	{ 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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2011		208,103.	
2010		4,012.	
2009	87,939.	23,132.	3.801617
2008	1,000.	10,532.	0.094949
2007	8,500.	17,377.	0.489152
2 Total of line 1, column (d)			2 4.385718
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 0.877144
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5			4 4,779,660.
5 Multiply line 4 by line 3			5 4,192,450.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 505.
7 Add lines 5 and 6			7 4,192,955.
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions.			8 326,500.

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

Table with 11 rows for excise tax calculations. Includes categories like 'Exempt operating foundations', 'Domestic foundations', 'Tax under section 511', and 'Credits/Payments'. Total amount owed is 1,033.

Part VII-A Statements Regarding Activities

Table with 10 rows for activity statements. Includes questions about political campaigns, tax on political expenditures, and substantial contributors. Includes a 'Yes/No' column.

Part VII-A Statements Regarding Activities (continued)

Table with 16 rows and 3 columns. Rows include questions about controlled entities, distributions to disqualified persons, public inspection requirements, website address, books in care, and nonexempt charitable trusts.

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

Table with 11 rows and 3 columns. Rows include questions about Form 4720 requirements, such as engaging in prohibited acts, taxes on failure to distribute income, and business enterprise interests.

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

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

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

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

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

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

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

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? Yes No
 Organizations relying on a current notice regarding disaster assistance check here

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? Yes No
 If "Yes," attach the statement required by Regulations section 53.4945-5(d)

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? Yes No
 If "Yes" to 6b, file Form 8870

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

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? Yes No

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
ATCH 9		0	0	0

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

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

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

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 ▶

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 NONE	

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 NONE	

2	

All other program-related investments See instructions	
3 NONE	

Total. Add lines 1 through 3 ▶	

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	1,196,885.
b	Average of monthly cash balances	1b	3,655,562.
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	4,852,447.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	4,852,447.
4	Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	72,787.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	4,779,660.
6	Minimum investment return. Enter 5% of line 5	6	238,983.

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	238,983.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	1,010.
b	Income tax for 2012. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	1,010.
3	Distributable amount before adjustments Subtract line 2c from line 1	3	237,973.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	237,973.
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	237,973.

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	326,500.
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	326,500.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	326,500.

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				237,973.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only				
b Total for prior years 20 10, 20 09, 20 08				
3 Excess distributions carryover, if any, to 2012				
a From 2007				
b From 2008 73.				
c From 2009 87,904.				
d From 2010				
e From 2011				
f Total of lines 3a through e	87,977.			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ 326,500.				
a Applied to 2011, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see instructions).				
c Treated as distributions out of corpus (Election required - see instructions)				
d Applied to 2012 distributable amount				237,973.
e Remaining amount distributed out of corpus	88,527.			
5 Excess distributions carryover applied to 2012 . (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	176,504.			
b Prior years' undistributed income Subtract line 4b from line 2b				
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				
d Subtract line 6c from line 6b Taxable amount - see instructions				
e Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount - see instructions			NONE	
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013				NONE
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	176,504.			
10 Analysis of line 9				
a Excess from 2008 73.				
b Excess from 2009 87,904.				
c Excess from 2010				
d Excess from 2011				
e Excess from 2012 88,527.				

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

NOT APPLICABLE

- 1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2012, enter the date of the ruling
- b Check box to indicate whether the foundation is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

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

Part XV Supplementary Information (Complete this part only if the 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))
- JOHN T. KNOX, JR.
- 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:
- N/A
- b The form in which applications should be submitted and information and materials they should include
- N/A
- c Any submission deadlines
- N/A
- d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors
- N/A

Part XV Supplementary Information (continued)

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

Recipient 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 ATCH 10				
Total ► 3a				326,500.
b Approved for future payment ATCH 11				
Total ► 3b				125,000.

ATTACHMENT 1

FORM 990PF, PART I - INTEREST ON TEMPORARY CASH INVESTMENTS

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
FROST BANK	520.	520.
TOTAL	<u>520.</u>	<u>520.</u>

ATTACHMENT 2

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
MERRILL LYNCH	45,712.	45,712.
TOTAL	<u>45,712.</u>	<u>45,712.</u>

ATTACHMENT 3

FORM 990PF, PART I - OTHER INCOME

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>
NONDIVIDEND DISTRIBUTION	364.
TOTALS	<u>364.</u>

ATTACHMENT 4

FORM 990PE, PART I - ACCOUNTING FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
ACCOUNTING FEES	896.	896.		
TOTALS	<u>896.</u>	<u>896.</u>		

ATTACHMENT 5

FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
FOREIGN TAX	166.	166.
TOTALS	<u>166.</u>	<u>166.</u>

ATTACHMENT 6

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
INVESTMENT EXPENSE	4,634.	4,634.
BANK CHARGES	58.	58.
TOTALS	<u>4,692.</u>	<u>4,692.</u>

ATTACHMENT 7

FORM 990PF, PART II - CORPORATE STOCK

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
EQUITIES - SEE ATTACHMENT	758,483.	732,836.
TOTALS	<u>758,483.</u>	<u>732,836.</u>

JKJ CHARITABLE FOUNDATION

Account Number: 511-02027

24-Hour Assistance: (800) MERRILL
Access Code: 19-518-02027

YOUR EMA ASSETS

December 01, 2012 - December 31, 2012

CASH/MONEY ACCOUNTS	Quantity	Total Cost Basis	Estimated Market Price	Estimated Market Value	Estimated Annual Income	Est. Annual Yield%
CASH	8,243.09	8,243.09		8,243.09		
NON INTEREST BEARING DDA	2,303,768.00	2,303,768.00	1.0000	2,303,768.00		
TOTAL		2,312,011.09		2,312,011.09		

EQUITIES Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Annual Income	Estimated Current Yield%
ABBOTT LABS	ABT	07/20/12	148	65.2647	9,659.19	65.5000	9,694.00	34.81		83 .85
		07/20/12	32	65.3278	2,090.49	65.5000	2,096.00	5.51		18 .85
		08/03/12	14	67.2900	942.06	65.5000	917.00	(25.06)		8 .85
		09/05/12	30	65.7400	1,972.20	65.5000	1,965.00	(7.20)		17 .85
		10/02/12	139	69.0654	9,600.10	65.5000	9,104.50	(495.60)		78 .85
		11/05/12	79	64.7913	5,118.52	65.5000	5,174.50	55.98		45 .85
Subtotal			442	29,382.56	29,382.56	28,951.00	28,951.00	(431.56)		249 .85
AMERICAN CAP AGY CORP	AGNC	10/02/12	2,000	34.9400	69,880.00	28.9000	57,800.00	(12,080.00)		10,000 17.30
ANADARKO PETE CORP	APC	10/02/12	1,000	70.7100	70,710.00	74.3100	74,310.00	3,600.00		361 .48
ARMOUR RESIDENTIAL REIT INC	ARR	10/02/12	5,000	7.6672	38,336.00	6.4700	32,350.00	(5,986.00)		4,800 14.83
AUTOMATIC DATA PROC	ADP	07/20/12	66	56.2380	3,711.71	56.9300	3,757.38	45.67		115 3.05
		07/20/12	109	56.2400	6,130.16	56.9300	6,205.37	75.21		190 3.05
		08/03/12	21	56.8300	1,193.43	56.9300	1,195.53	2.10		37 3.05
		09/05/12	23	58.2000	1,338.60	56.9300	1,309.39	(29.21)		41 3.05
		10/02/12	174	58.5562	10,188.78	56.9300	9,905.82	(282.96)		303 3.05
		11/05/12	114	56.7184	6,465.90	56.9300	6,490.02	24.12		199 3.05
Subtotal			507	29,028.58	29,028.58	28,863.51	28,863.51	(165.07)		885 3.05





JKJ CHARITABLE FOUNDATION

Account Number: 51T-02027

YOUR EMA ASSETS

December 01, 2012 - December 31, 2012

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Annual Income	Current Yield%
BAXTER INTERNL INC	BAX	07/20/12	175	56.3498	9,861.23	66.6600	11,665.50	1,804.27	315	2.70
		08/03/12	13	58.8000	764.40	66.6600	866.58	102.18	24	2.70
		09/05/12	28	58.1000	1,626.80	66.6600	1,866.48	239.68	51	2.70
		10/02/12	166	60.1474	9,984.47	66.6600	11,065.56	1,081.09	299	2.70
		11/05/12	58	64.7100	3,753.18	66.6600	3,866.28	113.10	105	2.70
Subtotal			440		25,990.08		29,330.40	3,340.32	794	2.70
C.H. ROBINSON WORLDWIDE, INC. NEW	CHRW	07/20/12	172	58.9365	10,137.08	63.2200	10,873.84	736.76	241	2.21
		08/03/12	41	54.0700	2,216.87	63.2200	2,592.02	375.15	58	2.21
		09/06/12	18	56.7700	1,021.86	63.2200	1,137.96	116.10	26	2.21
		10/02/12	170	58.3860	9,925.62	63.2200	10,747.40	821.78	238	2.21
		11/05/12	69	61.6000	4,250.40	63.2200	4,362.18	111.78	97	2.21
Subtotal			470		27,551.83		29,713.40	2,161.57	660	2.21
CHEVRON CORP	CVX	07/20/12	100	107.8700	10,787.00	108.1400	10,814.00	27.00	360	3.32
		07/20/12	9	112.1011	1,008.91	108.1400	973.26	(35.65)	33	3.32
		08/03/12	8	111.0800	888.64	108.1400	865.12	(23.52)	29	3.32
		09/06/12	15	112.0000	1,680.00	108.1400	1,622.10	(57.90)	54	3.32
		10/02/12	81	117.3700	9,506.97	108.1400	8,759.34	(747.63)	292	3.32
		11/05/12	61	108.3700	6,610.57	108.1400	6,596.54	(14.03)	220	3.32
Subtotal			274		30,482.09		29,630.36	(851.73)	988	3.32
COCA COLA COM	KO	07/20/12	235	38.5025	9,048.09	36.2500	8,518.75	(529.34)	240	2.81
		07/20/12	71	37.9488	2,694.37	36.2500	2,573.75	(120.62)	73	2.81
		08/03/12	18	40.4150	727.47	36.2500	652.50	(74.97)	19	2.81
		09/06/12	70	37.7500	2,642.50	36.2500	2,537.50	(105.00)	72	2.81
		10/02/12	259	38.2805	9,914.65	36.2500	9,388.75	(525.90)	265	2.81
		11/05/12	112	36.7600	4,117.12	36.2500	4,060.00	(57.12)	115	2.81
Subtotal			765		29,144.20		27,731.25	(1,412.95)	784	2.81
EATON CORP PLC	ETN	12/03/12	60	52.6023	3,156.14	54.1800	3,250.80	94.66	92	2.80
		12/04/12	498	51.9055	25,848.98	54.1800	26,981.64	1,132.66	757	2.80
Subtotal			558		29,005.12		30,232.44	1,227.32	849	2.80

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YOUR EMA ASSETS

December 01, 2012 - December 31, 2012

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)/Annual	Estimated Current Income	Yield%
EXXON MOBIL CORP COM	XOM	07/20/12	123	85.4500	10,510.35	86.5500	10,645.65	135.30	281	2.63
		08/03/12	13	87.2253	1,133.93	86.5500	1,125.15	(8.78)	30	2.63
		09/06/12	18	88.0000	1,584.00	86.5500	1,557.90	(26.10)	42	2.63
		10/02/12	105	91.6250	9,620.63	86.5500	9,087.75	(532.88)	240	2.63
		11/05/12	68	89.9700	6,117.96	86.5500	5,885.40	(232.56)	156	2.63
Subtotal			327		28,966.87		28,301.85	(665.02)	749	2.63
GENL DYNAMICS CORP COM	GD	07/20/12	164	65.1000	10,676.40	69.2700	11,360.28	683.88	335	2.94
		08/03/12	27	63.0400	1,702.08	69.2700	1,870.29	168.21	56	2.94
		09/06/12	20	65.3000	1,306.00	69.2700	1,385.40	79.40	41	2.94
		10/02/12	145	67.2888	9,756.88	69.2700	10,044.15	287.27	296	2.94
		11/05/12	78	68.2500	5,323.50	69.2700	5,403.06	79.56	160	2.94
Subtotal			434		28,764.86		30,063.18	1,298.32	888	2.94
HONEYWELL INTL INC DEL	HON	10/02/12	387	61.3050	23,725.04	63.4700	24,562.89	837.85	635	2.58
		10/02/12	18	63.4661	1,142.39	63.4700	1,142.46	.07	30	2.58
		11/05/12	69	62.4600	4,309.74	63.4700	4,379.43	69.69	114	2.58
Subtotal			474		29,177.17		30,084.78	907.61	779	2.58
LINEAR TECHNOLOGY CORP	LLTC	10/02/12	680	32.8355	22,328.14	34.3000	23,324.00	995.86	708	3.03
		11/05/12	189	32.4104	6,125.57	34.3000	6,482.70	357.13	197	3.03
Subtotal			869		28,453.71		29,806.70	1,352.99	905	3.03
MCDONALDS CORP COM	MCD	07/20/12	105	91.9399	9,653.69	88.2100	9,262.05	(391.64)	324	3.49
		07/20/12	23	92.3917	2,125.01	88.2100	2,028.83	(96.18)	71	3.49
		08/03/12	17	90.0300	1,530.51	88.2100	1,499.57	(30.94)	53	3.49
		09/06/12	20	89.6400	1,792.80	88.2100	1,764.20	(28.60)	62	3.49
		10/02/12	109	91.4350	9,966.42	88.2100	9,614.89	(351.53)	336	3.49
		11/05/12	57	86.8100	4,948.17	88.2100	5,027.97	79.80	176	3.49
Subtotal			331		30,016.60		29,197.51	(819.09)	1,022	3.49



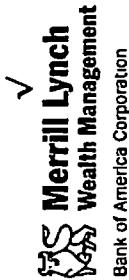
JKU CHARITABLE FOUNDATION

Account Number: 511-02027

YOUR EMA ASSETS

December 01, 2012 - December 31, 2012

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Annual Income	Current Yield%
MEDTRONIC INC COM	MDT	07/20/12	256	38.6700	9,899.52	41.0200	10,501.12	601.60	267	2.53
		08/03/12	25	39.7500	993.75	41.0200	1,025.50	31.75	26	2.53
		09/06/12	27	41.1400	1,110.78	41.0200	1,107.54	(3.24)	29	2.53
		10/02/12	220	43.5273	9,576.01	41.0200	9,024.40	(551.61)	229	2.53
		11/05/12	156	41.9500	6,544.20	41.0200	6,399.12	(145.08)	163	2.53
Subtotal			684		28,124.26		28,057.68	(66.58)	714	2.53
MICROSOFT CORP	MSFT	07/20/12	381	30.9100	11,776.71	26.7097	10,176.40	(1,600.31)	351	3.44
		08/03/12	57	29.8100	1,699.17	26.7097	1,522.45	(176.72)	53	3.44
		09/06/12	45	30.5000	1,372.50	26.7097	1,201.94	(170.56)	42	3.44
		10/02/12	359	29.6361	10,639.39	26.7097	9,588.78	(1,050.61)	331	3.44
		11/05/12	202	29.4350	5,945.87	26.7097	5,395.36	(550.51)	186	3.44
		12/04/12	38	26.4100	1,003.58	26.7097	1,014.97	11.39	35	3.44
Subtotal			1,082		32,437.22		28,899.90	(3,537.32)	998	3.44
OCCIDENTAL PETE CORP CAL	OXY	08/16/12	136	89.6802	12,196.51	76.6100	10,418.96	(1,777.55)	294	2.81
		08/30/12	12	91.7900	1,101.48	76.6100	919.32	(182.16)	26	2.81
		10/02/12	852	86.2200	73,459.44	76.6100	65,271.72	(8,187.72)	1,841	2.81
Subtotal			1,000		86,757.43		76,610.00	(10,147.43)	2,161	2.81
PAYCHEX INC	PAYX	07/20/12	297	32.5700	9,673.29	31.1000	9,236.70	(436.59)	393	4.24
		08/03/12	39	32.7900	1,278.81	31.1000	1,212.90	(65.91)	52	4.24
		09/06/12	33	33.7000	1,112.10	31.1000	1,026.30	(85.80)	44	4.24
		10/02/12	325	33.0200	10,731.50	31.1000	10,107.50	(624.00)	429	4.24
		11/05/12	182	32.6650	5,945.03	31.1000	5,660.20	(284.83)	241	4.24
Subtotal			876		28,740.73		27,243.60	(1,497.13)	1,159	4.24
WAL-MART STORES INC	WMT	10/04/12	199	73.3444	14,595.55	68.2300	13,577.77	(1,017.78)	317	2.33
		10/31/12	140	73.6618	10,312.66	68.2300	9,552.20	(760.46)	223	2.33
		12/04/12	44	72.5679	3,192.99	68.2300	3,002.12	(190.87)	70	2.33
Subtotal			383		28,101.20		26,132.09	(1,969.11)	610	2.33



JKJ CHARITABLE FOUNDATION

Account Number: 51T-02027

24-Hour Assistance: (800) MERRILL
Access Code: 19-518-02027

YOUR EMA ASSETS

December 01, 2012 - December 31, 2012

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Annual Income	Current Yield%
3M COMPANY	MMM	10/02/12	238	93.4587	22,243.19	92.8500	22,098.30	(144.89)	562	2.54
		10/02/12	28	91.9971	2,575.92	92.8500	2,599.80	23.88	67	2.54
		11/05/12	52	88.7163	4,613.25	92.8500	4,828.20	214.95	123	2.54
Subtotal			318		29,432.36		29,526.30	93.94	752	2.54
TOTAL					758,482.87		732,835.95	(25,646.92)	31,107	4.24



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ATTACHMENT 8

FORM 990PF, PART II - OTHER ASSETS

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
MUTUAL FUNDS - SEE ATTACHMENT	1,648,807.	1,650,438.
TOTALS	<u>1,648,807.</u>	<u>1,650,438.</u>



Account Number: 51T-02027

JKJ CHARITABLE FOUNDATION

MUTUAL FUNDS/CLOSED END FUNDS/UIT Description	Quantity	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Total Client Investment	Cumulative Investment Return (\$)	Estimated Annual Current Income	Current Yield%
BLACKROCK MULTI ASSET	23,094	248,722.38	10.8600	250,800.84	2,078.46	248,722	2,078	11,663	4.65
INCOME PORTFOLIO INSTL									
SYMBOL: BIIIX Initial Purchase: 10/02/12									
Fixed Income 72% Equity 28%									
.1500 Fractional Share									
BLACKROCK GLOBAL	12,678	250,770.84	19.8300	251,404.74	633.90	250,770	633	3,627	1.44
ALLOCATION FD INC INSTL									
SYMBOL: MALOX Initial Purchase: 03/27/12									
Fixed Income 28% Equity 72%									
FIDUCIARY/CLAY MLP OPP	2,200	50,380.00	21.7700	47,894.00	(2,486.00)	50,380	(2,486)	3,406	7.11
OPPTY FD									
SYMBOL: FMO Initial Purchase: 10/04/12									
Equity 100%									
ISHARES IBOX \$	1,064	129,149.68	120.9900	128,733.36	(416.32)	129,149	(416)	4,925	3.82
INVT GRADE CORP BD FUND									
SYMBOL: LQD Initial Purchase: 07/23/12									
Fixed Income 100%									
ISHARES BARCLAYS MBS BON	917	100,018.03	107.9900	99,026.83	(991.20)	100,018	(991)	1,812	1.82

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ATTACHMENT 8

9 of 22

JKJ CHARITABLE FOUNDATION

Account Number: 51I-02027

24-Hour Assistance: (800) MERRILL
Access Code: 19-518-02027

YOUR EMA ASSETS

December 01, 2012 - December 31, 2012

MUTUAL FUNDS/CLOSED-END FUNDS/AUT Description	Quantity	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Total Client Investment	Cumulative Investment Return (\$)	Estimated Annual Current Income Yield%
FUND								
SYMBOL: MBB Initial Purchase: 07/23/12								
Fixed Income 100%								
ISHARES JP MORGAN EM BON	563	68,000.49	122.7900	69,130.77	1,130.28	68,000	1,130	2,885 4.17
SYMBOL: EMB Initial Purchase: 07/23/12								
Fixed Income 100%								
KAYNE ANDERSON MLP	1,500	49,936.00	29.4700	47,152.00	(2,784.00)	49,936	(2,784)	3,520 7.46
SYMBOL: KYN Initial Purchase: 10/03/12								
Equity 100%								
PIONEER STRATEGIC INCOME FD CL Y	22,374	246,989.74	11.2800	252,378.72	5,388.98	246,989	5,388	11,499 4.55
SYMBOL: STRYX Initial Purchase: 03/27/12								
Fixed Income 100%								
POWERSHARES PREFERRED PORTFOLIO	5,087	75,344.50	14.6800	74,677.16	(667.34)	75,344	(667)	4,828 6.46
SYMBOL: PGX Initial Purchase: 07/23/12								
Fixed Income 100%								
SPDR BARCLAYS HIGH YIELD BOND ETF	1,876	74,883.95	40.7100	76,371.96	1,488.01	74,883	1,488	5,156 6.75
SYMBOL: JNK Initial Purchase: 07/23/12								
Fixed Income 100%								
TEMPLETON GLBL BOND FD ADV CL	18,726	247,004.68	13.3400	249,804.84	2,800.16	247,004	2,800	11,086 4.43
SYMBOL: TGBAX Initial Purchase: 03/27/12								
Fixed Income 100%								





Account Number: 511-02027

YOUR EMA ASSETS

December 01, 2012 - December 31, 2012

JKJ CHARITABLE FOUNDATION

MUTUAL FUNDS/CLOSED END FUNDS/UIT Description	Quantity (continued)	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Total Client Investment	Cumulative Investment Return (\$)	Estimated Annual Current Income	Yield%
TORTOISE ENERGY INFRASTRUCTURE CORP SYMBOL: TYG Initial Purchase: 10/03/12 Equity 100%	1,250	50,761.50	37,900.1	47,375.13	(3,386.37)	50,761	(3,386)	2,825	5.96
VANGUARD INTERMEDIATE TERM BOND ETF SYMBOL: BIV Initial Purchase: 07/23/12 Fixed Income 100%	631	56,843.42	88.2500	55,085.75	(1,157.67)	56,843	(1,157)	1,751	3.14
Subtotal (Fixed Income)				1,256,780.50					
Subtotal (Equities)				393,657.23					
TOTAL		1,648,806.83		1,650,437.73	1,630.90		1,630	68,984	4.18



FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

ATTACHMENT 9

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u>			
JOHN T. KNOX, JR. 1330 POST OAK BOULEVARD, SUITE 1100 HOUSTON, TX 77056	PRES. 1.00	0	0	0
STEVEN M. RAKOFSKY 1330 POST OAK BOULEVARD, SUITE 1100 HOUSTON, TX 77056	TRUSTEE 1.00	0	0	0
JOHN T. KNOX 58 SURREY SQUARE ABILENE, TX 79606	TRUSTEE 1.00	0	0	0

GRAND TOTALS

FORM 990FP, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 10

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
HOUSTON INNER CITY 1020 WALTWAY DR HOUSTON, TX 77008	NONE PUBLIC CHARITY	GENERAL FUND	5,000
TEXAS STATE UNIVERSITY DEVELOPMENT FOUNDATION 601 UNIVERSITY DRIVE SAN MARCOS, TX 78666	NONE PUBLIC CHARITY	ENDOWED SCHOLARSHIP	5,000
TEXAS CHILDREN'S HOSPITAL P O BOX 300630, STE 5214 HOUSTON, TX 77230	NONE PUBLIC CHARITY	GLOBAL HEALTH PARTNERSHIP FUND	125,000
SEARCH 2505 FANNIN HOUSTON, TX 77002	NONE PUBLIC CHARITY	GENERAL FUND	75,000
HAITIAN ARTISANS FOR PEACE INTERNATIONAL P.O BOX 68227 GRAND RAPIDS, MI 49516	NONE PUBLIC CHARITY	SCHOOL BUILDING	22,000
KIPP 10711 KIPP WAY HOUSTON, TX 77099	NONE PUBLIC CHARITY	GENERAL FUND	10,000

JKJ CHARITABLE FOUNDATION

76-0573833

FORM 990BF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 10 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
INTERFACE-SAMARITAN COUNSELING CENTERS 4803 SAN FELIPE HOUSTON, TX 77056	NONE PUBLIC CHARITY	SEASONS OF CARING 40TH ANNIVERSARY	10,000
TEACH FOR AMERICA 2 GREENWAY PLAZA, SUITE 500 HOUSTON, TX 77046	NONE PUBLIC CHARITY	GENERAL FUND	5,000
AMIGOS PARA NINOS, INC 801 SW THIRD AVENUE, SUITE 300 MIAMI, FL 33130	NONE PUBLIC CHARITY	GENERAL FUND	1,000
TEEN AND FAMILY SERVICES 9337 B KATY FWY, PMB 314 HOUSTON, TX 77024	NONE PUBLIC CHARITY	GENERAL FUND	25,000
FREE WHEELCHAIR MISSION 15279 ALTON PKWAY, STE 300 IRVINE, CA 92618	NONE PUBLIC CHARITY	GENERAL FUND	10,000.
MARY J HAMILTON CON DIOS FOUNDATION 2200 LOUETTA RD SPRING, TX 77388	NONE PUBLIC CHARITY	GENERAL FUND	1,000

JKJ CHARITABLE FOUNDATION

76-0573833

FORM 990FE, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 10 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
A CHANCE FOR CHILDREN FOUNDATION, INC 17366 W SUNSET BLVD #102B PACIFIC PALISADES, CA 90272	NONE PUBLIC CHARITY	GENERAL FUND	25,000
TEXAS CHILDREN'S HEALTH PLAN INC P O BOX 300630, SUITE 5214 HOUSTON, TX 77230	NONE PUBLIC CHARITY	READINESS TO READ	7,500
<u>TOTAL CONTRIBUTIONS PAID</u>			<u>326,500</u>

JKJ CHARITABLE FOUNDATION

76-0573833

FORM 990-E, PART XV - CONTRIBUTIONS APPROVED FOR FUTURE PAYMENT

ATTACHMENT 11

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
TEXAS CHILDREN'S HOSPITAL P O BOX 300630, SUITE 5214 HOUSTON, TX 77230	NONE PUBLIC CHARITY	GLOBAL HEALTH PARTNERSHIP FUND	125,000
TOTAL CONTRIBUTIONS APPROVED			<u>125,000</u>

**FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME**

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		TOTAL CAPITAL GAIN DISTRIBUTIONS					4,133.	
715,833.		MERRILL LYNCH - SEE ATTACHMENT 12 PROPERTY TYPE: SECURITIES 716,486.				P	VARIOUS	12/31/2012
							-653.	
45,579.		2000 SHS ELLINGTON FINANCIAL PROPERTY TYPE: OTHER 45,618.				P	10/02/2012	10/03/2012
							-39.	
5,325.		EATON EXCHANGE PROPERTY TYPE: SECURITIES				P	12/03/2012	12/03/2012
							5,325.	
1,260.		WASH SALES ADJUSTMENTS PROPERTY TYPE: SECURITIES				P		
							1,260.	
TOTAL GAIN (LOSS)							<u>10,026.</u>	