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

2012

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

Name of foundation

The Robert L. and Barbara Zorich Family Foundation

Number and street (or P O box number if mail is not delivered to street address)

1100 Louisiana Street

Room/suite

4900

City or town

Houston

State

TX

ZIP code

G Check all that apply

 Initial return Final return Address change Initial Return of a former public charity Amended return Name changeH 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)

J Accounting method

 Cash Accrual \$ **19,614,403.**

(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)	2,975,556.			
	2 Ck ► <input type="checkbox"/> if the foundn is not req to att Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	447,553.	447,553.	447,553.	
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain/(loss) from sale of assets not on line 10	1,688,568.			
	b Gross sales price for all assets on line 6a	88,888,414.			
	7 Capital gain net income (from Part IV, line 2)		1,688,568.		
	8 Net short-term capital gain			25,052.	
	9 Income modifications				
	10a Gross sales less returns and allowances				
ADMINISTRATIVE EXPENSES	b Less Cost of goods sold				
	c Gross profit/(loss) (att sch)				
	11 Other income (attach schedule)				
	See Line 11 Stmt	229,597.	229,597.		
	12 Total. Add lines 1 through 11	5,341,274.	2,365,718.	472,605.	
	13 Compensation of officers, directors, trustees, etc				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach sch)				
	c Other prof fees (attach sch)	29,373.	29,373.	RECEIVED	
	17 Interest				
	18 Taxes (attach schedule)(see instrs) See Line 18 Stmt	8,397.	8,397.	15 MAY 15 2013	IRS
	19 Depreciation (attach sch) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)				
	See Line 23 Stmt	13,204.	4,492.		
	24 Total operating and administrative expenses. Add lines 13 through 23 ...	50,974.	34,262.		
	25 Contributions, gifts, grants paid	1,287,616.			1,287,616.
	26 Total expenses and disbursements. Add lines 24 and 25	1,338,590.	34,262.		1,287,616.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	4,002,684.			
	b Net investment income (if negative, enter -0-)		2,331,456.		
	c Adjusted net income (if negative, enter -0-)			472,605.	

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
A S S E T S	1	Cash – non-interest-bearing	2,406,814.	3,340,136.	3,340,136.
	2	Savings and temporary cash investments			
	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)		1,750.	1,750.
	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)			
	b	Investments – corporate stock (attach schedule)			
	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)	11,484,464.	13,631,716.	16,272,517.
	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)	13,891,278.	16,973,602.	19,614,403.
L I A B B I L I T I E S	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)			
		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			
N F E U T N D A S B S A E L T A S N C O E R S		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	13,891,278.	16,973,602.	
	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)	13,891,278.	16,973,602.	
	31	Total liabilities and net assets/fund balances (see instructions)	13,891,278.	16,973,602.	

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	13,891,278.
2	Enter amount from Part I, line 27a	2	4,002,684.
3	Other increases not included in line 2 (itemize) ► <u>Partnership GAAP Income in excess of Taxable Income</u>	3	
4	Add lines 1, 2, and 3	4	17,893,962.
5	Decreases not included in line 2 (itemize) ► <u>See Other Decreases Stmt</u>	5	920,360.
6	Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 30	6	16,973,602.

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)
1a See Statement Attached					
b See Statement Attached					
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 848,812.		823,760.	25,052.		
b 8,039,603.		6,376,087.	1,663,516.		
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Column (h)) gain minus column (k), but not less than -0- or Losses (from column (h))		
(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			
a			25,052.		
b			1,663,516.		
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	1,688,568.	
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	25,052.	

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	1,344,216.	14,016,952.	0.095899
2010	614,500.	10,829,184.	0.056745
2009	372,200.	7,749,342.	0.048030
2008	401,116.	6,462,200.	0.062071
2007	235,000.	4,721,597.	0.049771
2 Total of line 1, column (d)			2 0.312516
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 0.062503
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5			4 16,284,908.
5 Multiply line 4 by line 3			5 1,017,856.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 23,315.
7 Add lines 5 and 6			7 1,041,171.
8 Enter qualifying distributions from Part XII, line 4			8 1,287,616.

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 ► <input type="checkbox"/> 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 ► <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1 23,315.
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 23,315.
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 23,315.
6 Credits/Payments	
a 2012 estimated tax pmts and 2011 overpayment credited to 2012	6a 8,783.
b Exempt foreign organizations – tax withheld at source	6b
c Tax paid with application for extension of time to file (Form 8868)	6c
d Backup withholding erroneously withheld	6d
7 Total credits and payments Add lines 6a through 6d	7 8,783.
8 Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached	8
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9 14,532.
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10 0.
11 Enter the amount of line 10 to be Credited to 2013 estimated tax ► 0. Refunded ► 11	

Part VII-A Statements Regarding Activities

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?

	Yes	No
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)?

1 b	X	

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 c	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 ► \$ _____ (2) On foundation managers ► \$ _____

e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ► \$ _____

2 Has the foundation engaged in any activities that have not previously been reported to the IRS?

2	X	

If 'Yes,' attach a detailed description of the activities

3	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

4 a	X	

4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?

4 b		

b If 'Yes,' has it filed a tax return on **Form 990-T** for this year?

5	X	

5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?

If 'Yes,' attach the statement required by General Instruction T.

6		

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?

7	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

8 a Enter the states to which the foundation reports or with which it is registered (see instructions) ► _____

8 b	X	

TX - Texas

9	X	

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

10	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 ..

10 Did any persons become substantial contributors during the tax year? If 'Yes,' attach a schedule listing their names and addresses ..

Part VII-A: Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If 'Yes', attach schedule (see instructions)	11	X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If 'Yes,' attach statement (see instructions)	12	X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address	13	X
14	The books are in care of ▶ Robert L. Zorich Telephone no. ▶ (713) 659-6100 Located at ▶ 1100 Louisiana, Ste 4900 Houston, TX ZIP + 4 ▶ 77002		
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 – Check here and enter the amount of tax-exempt interest received or accrued during the year	15	
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes X No
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.

1 a	During the year did the foundation (either directly or indirectly):	Yes	No
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(6) Agree to pay money or property to a government official? (Exception. Check 'No' if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b	If any answer is 'Yes' to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here	1 b	
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? If 'Yes,' list the years ▶ 20 __ , 20 __ , 20 __ , 20 __ <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
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	
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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	3 b	
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.)		
4 a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	4 b	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?		

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))?
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?
- (3) Provide a grant to an individual for travel, study, or other similar purposes?
- (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)
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No		
<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No		
<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No		
<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No		
<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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)?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?

If 'Yes,' attach the statement required by Regulations section 53.4945-5(d).

		5 b	

6 a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	

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

If 'Yes' to 6b, file Form 8870

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

<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	

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

7 b	<input checked="" type="checkbox"/>

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
Robert L. Zorich 1100 Louisiana Street, Suite 4900 Houston, TX 77002	Trustee 1.00	0.	0.	0.
Barbara L. Zorich 1100 Louisiana Street, Suite 4900 Houston, TX 77002	Trustee 1.00	0.	0.	0.
Bret A. Zorich 1100 Louisiana Street, Suite 4900 Houston, TX 77002	Trustee 1.00	0.	0.	0.
See Information about Officers, Directors, Trustees, Etc				
		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

None

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

None

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		0.
3		
4		

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.		Amount
1	----- -----	
2	----- -----	
All other program-related investments. See instructions		
3	----- -----	
Total. Add lines 1 through 3		►

All other program-related investments. See instructions

3

Total. Add lines 1 through 3

BAA

Form 990-PF (2012)

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 16,035,891.
b	Average of monthly cash balances	1b 497,011.
c	Fair market value of all other assets (see instructions)	1c 0.
d	Total (add lines 1a, b, and c)	1d 16,532,902.
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 0.
3	Subtract line 2 from line 1d	3 16,532,902.
4	Cash deemed held for charitable activities Enter 1-1/2% of line 3 (for greater amount, see instructions)	4 247,994.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5 16,284,908.
6	Minimum investment return. Enter 5% of line 5	6 814,245.

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	1 814,245.
2a	Tax on investment income for 2012 from Part VI, line 5	2a 23,315.
b	Income tax for 2012. (This does not include the tax from Part VI)	2b
c	Add lines 2a and 2b	2c 23,315.
3	Distributable amount before adjustments Subtract line 2c from line 1	3 790,930.
4	Recoveries of amounts treated as qualifying distributions	4 0.
5	Add lines 3 and 4	5 790,930.
6	Deduction from distributable amount (see instructions)	6 0.
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7 790,930.

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 1,287,616.
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 1,287,616.
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 23,315.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6 1,264,301.

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				790,930.
2 Undistributed income, if any, as of the end of 2012			0.	
a Enter amount for 2011 only				
b Total for prior years: 20 20 20				
3 Excess distributions carryover, if any, to 2012				
a From 2007	0.			
b From 2008	93,716.			
c From 2009	0.			
d From 2010	82,418.			
e From 2011	660,602.			
f Total of lines 3a through e	836,736.			
4 Qualifying distributions for 2012 from Part XII, line 4 ► \$ 1,287,616.				
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				790,930.
e Remaining amount distributed out of corpus	496,686.			
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:	1,333,422.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5		0.		
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		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				0.
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)	0.			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	1,333,422.			
10 Analysis of line 9:				
a Excess from 2008	93,716.			
b Excess from 2009	0.			
c Excess from 2010	82,418.			
d Excess from 2011	660,602.			
e Excess from 2012	496,686.			

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
<i>a Paid during the year</i> See Statement Attached				1,287,616.
Total			► 3a	1,287,616.
<i>b Approved for future payment</i>				
Total			► 3b	

Part XVI-A Analysis of Income-Producing Activities

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	

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

Department of the Treasury
Internal Revenue Service

OMB No 1545-0047

Schedule of Contributors

► Attach to Form 990, Form 990-EZ, or Form 990-PF

2012

Name of the organization	Employer identification number
<u>The Robert L. and Barbara Zorich Family Foundation</u>	76-0664404
Organization type (check one):	
Form 990 or 990-EZ	Section: <input type="checkbox"/> 501(c)(____) (enter number) organization <input type="checkbox"/> 4947(a)(1) nonexempt charitable trust not treated as a private foundation <input type="checkbox"/> 527 political organization
Form 990-PF	<input checked="" type="checkbox"/> 501(c)(3) exempt private foundation <input type="checkbox"/> 4947(a)(1) nonexempt charitable trust treated as a private foundation <input type="checkbox"/> 501(c)(3) taxable private foundation

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

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

General Rule

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

Special Rules

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

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

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

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

BAA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990EZ, or 990-PF.

Schedule B (Form 990, 990-EZ, or 990-PF) (2012)

Name of organization

The Robert L. and Barbara Zorich Family Foundation

Employer identification number

76-0664404

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

(a) Number	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	Robert L. and Barbara L. Zorich 5106 Tangle Lane Houston TX 77056	\$ 2,975,556	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input checked="" type="checkbox"/> Noncash
			(Complete Part II if there is a noncash contribution.)
(a) Number	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash
			(Complete Part II if there is a noncash contribution.)
(a) Number	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash
			(Complete Part II if there is a noncash contribution.)
(a) Number	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash
			(Complete Part II if there is a noncash contribution.)
(a) Number	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash
			(Complete Part II if there is a noncash contribution.)
(a) Number	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash
			(Complete Part II if there is a noncash contribution.)

Name of organization

The Robert L. and Barbara Zorich Family Foundation

Employer identification number

76-0664404

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

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	2700 shr Oracle Corp	\$ 84,794.	11/28/12
1	4500 shr Coca Cola	\$ 167,333.	11/28/12
1	135 shr Google Inc	\$ 91,044.	11/28/12
1	6100 shr Cisco Systems	\$ 114,436.	11/28/12
1	830 shr Colgate Palmolive	\$ 89,258.	11/28/12
1	840 shr IBM	\$ 160,150.	11/28/12

BAA

Schedule B (Form 990, 990-EZ, or 990-PF) (2012)

Name of organization

The Robert L. and Barbara Zorich Family Foundation

Employer identification number

76-0664404

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

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	5590 shr Abbott Laboratories	\$ 358,375.	11/28/12
1	14200 shr Targ Resources	\$ 701,125.	11/28/12
1	2800 shr Team Incorporated	\$ 98,322.	11/28/12
1	24000 shr Plains All American Pipeline LP	\$ 1,110,719.	11/28/12
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	

BAA

Miscellaneous StatementAmount Due From Director

The Foundation made grants to several charities during 2012 that were determined during the preparation of the 2012 Form 990-PF to have had quid-pro-quous that benefited one or more of the directors. The total amount of the quid-pro-quous has been reported as a receivable as of December 31, 2012 and collected from the directors during 2013.

<u>Total</u>	<u>1,750.</u>
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Form 990-PF, Page 1, Part I, Line 11

Line 11 Stmt

Other income:	Rev/Exp Book	Net Inv Inc	Adj Net Inc
<u>Capital Gain Distributions</u>	221,151.	221,151.	
<u>Partnership Short Term Capital G</u>	13,177.	13,177.	
<u>Partnership Long Term Capital Ga</u>	-7,444.	-7,444.	
<u>Plains All American Ord Loss</u>	-6,803.	-6,803.	
<u>Plains All American Ord Income</u>	9,516.	9,516.	
 Total	<u>229,597.</u>	<u>229,597.</u>	

Form 990-PF, Page 1, Part I, Line 18

Line 18 Stmt

Taxes	Rev/Exp Book	Net Inv Inc	Adj Net Inc	Charity Disb
<u>Federal Tax -990-PF 2012</u>	8,000.			
<u>Foreign Tax</u>	397.	397.		
 Total	<u>8,397.</u>	<u>397.</u>		

Form 990-PF, Page 1, Part I, Line 23

Line 23 Stmt

Other expenses:	Rev/Exp Book	Net Inv Inc	Adj Net Inc	Charity Disb
<u>Partnership Investment Interest</u>	8,671.			
<u>Partnership Investment Expenses</u>	4,492.	4,492.		
<u>Other Partnership Expenses</u>	41.			
 Total	<u>13,204.</u>	<u>4,492.</u>		

Form 990-PF, Page 2, Part III, Line 5

Other Decreases Stmt

<u>Excess FMV over Tax basis of securities received</u>	<u>910,842.</u>
<u>Partnership taxable income not reported for books</u>	<u>9,518.</u>
 Total	<u>920,360.</u>

Form 990-PF, Page 6, Part VIII, Line 1

Information about Officers, Directors, Trustees, Etc.

(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
Person <input type="checkbox"/> Business <input type="checkbox"/> <u>Brynley Zorich Todd</u> <u>5106 Tangle Lane,</u> <u>Houston, TX 77002</u>	Trustee 5.00	0.	0.	0.

Form 990-PF, Page 6, Part VIII, Line 1
Information about Officers, Directors, Trustees, Etc.

Continued

(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	
Person <input type="checkbox"/> Business <input type="checkbox"/> <u>Robert M. Zorich</u> <u>1100 Louisiana Street, Suite 4900</u> <u>Houston, TX 77002</u>	Trustee	1.00	0.	0.	0.

Total

0. 0. 0.

Form 990-PF, Page 1, Part I
Line 16c - Other Professional Fees

Name of Provider	Type of Service Provided	Amount Paid Per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
SCM Advisors	Investment Fees	29,373.	29,373.		
Total		<u>29,373.</u>	<u>29,373.</u>		

Form 990-PF, Page 2, Part II, Line 13
L-13 Stmt

Line 13 - Investments - Other:	End of Year	
	Book Value	Fair Market Value
Caymus Energy Fund	401,692.	401,693.
See Statement Attached	13,230,024.	15,870,824.
Total	<u>13,631,716.</u>	<u>16,272,517.</u>

Page 2, Part II, Line 13 Supplemental Statement

Quantity	Description	Book Value	Fair Market Value
31.339	Dodge & Cox Intl Sto	979.97	1,085.58
31.894	Dodge & Cox Intl Sto	1,128.10	1,104.81
60.628	Dodge & Cox Intl Sto	1,753.96	2,100.15
7,884.77	Dodge & Cox Intl Sto	247,000.00	273,128.43
10,256.28	Total Dodge & Cox Intl Sto	329,564.75	355,277.37
15,368.20	First Eagle Global F	720,000.00	746,740.64
26,100.56	FPA Crescent Fund	740,000.00	764,485.52
957.321	Harbor International	50,751.64	59,468.78
19.144	Harbor International	1,168.55	1,189.23
14.839	Harbor International	905.8	921.8
322.362	Harbor International	20,000.00	20,025.13
37.861	Harbor International	2,613.92	2,351.93
14.924	Harbor International	1,030.32	927.08
4.874	Harbor International	336.47	302.77
27.298	Harbor International	1,066.00	1,695.75
18.433	Harbor International	985.81	1,145.06
20.883	Harbor International	1,235.21	1,297.25
37.342	Harbor International	1,891.75	2,319.69
4,188.63	Harbor International	237,000.00	260,197.94
5,663.92	Total Harbor International	318,985.47	351,842.40
13,500.69	Homestead Small Comp	279,243.31	365,868.75
19.64	Homestead Small Comp	449.57	532.24
6,140.50	Homestead Small Comp	150,000.00	166,407.55
19,660.83	Total Homestead Small Comp	429,692.88	532,808.55
24,375.37	Invesco Select Compa	480,000.00	479,951.00
39,838.56	IVA Worldwide Fund C	482,070.17	633,433.07
943.265	IVA Worldwide Fund C	14,215.00	14,997.91
3,502.47	IVA Worldwide Fund C	52,782.21	55,689.26
1,468.66	IVA Worldwide Fund C	22,132.77	23,351.76
45,752.96	Total IVA Worldwide Fund C	571,200.15	727,472.00
3,041.24	Longleaf Partners Fu	96,000.00	80,258.22
225.374	Longleaf Partners Fu	7,815.98	5,947.62
6.358	Longleaf Partners Fu	220.49	167.79
13.424	Longleaf Partners Fu	471.31	354.26
455.271	Longleaf Partners Fu	16,000.00	12,014.60
165.876	Longleaf Partners Fu	5,911.83	4,377.47
0.525	Longleaf Partners Fu	18.71	13.85
7.93	Longleaf Partners Fu	265.75	209.27
2,489.52	Longleaf Partners Fu	77,000.00	65,698.38
269.264	Longleaf Partners Fu	4,310.91	7,105.88
13.003	Longleaf Partners Fu	200.24	343.15
2.815	Longleaf Partners Fu	66.88	74.29
2,398.13	Longleaf Partners Fu	63,000.00	63,286.73
1,799.12	Longleaf Partners Fu	51,000.00	47,478.70
53.786	Longleaf Partners Fu	1,524.30	1,419.41

Page 2, Part II, Line 13 Supplemental Statement

Quantity	Description	Book Value	Fair Market Value
276.749	Longleaf Partners Fu	7,549.72	7,303.41
53.64	Longleaf Partners Fu	1,435.95	1,415.56
5,924.71	Longleaf Partners Fu	166,000.00	156,352.96
17,196.72	Total Longleaf Partners Fu	498,792.07	453,821.55
3,184.53	Longleaf Small Cap F	86,982.11	91,969.28
36.204	Longleaf Small Cap F	981.85	1,045.57
2,871.15	Longleaf Small Cap F	72,000.00	82,918.78
241.694	Longleaf Small Cap F	3,439.31	6,980.12
73.721	Longleaf Small Cap F	1,047.58	2,129.06
1,828.45	Longleaf Small Cap F	44,000.00	52,805.75
1,614.32	Longleaf Small Cap F	43,000.00	46,621.53
47.687	Longleaf Small Cap F	1,273.23	1,377.20
807.688	Longleaf Small Cap F	20,571.81	23,326.03
4.911	Longleaf Small Cap F	124.3	141.83
6,045.88	Longleaf Small Cap F	157,000.00	174,604.96
16,756.24	Total Longleaf Small Cap F	430,420.19	483,920.12
3,275.11	Matthews Pacific Tig	15,000.00	79,978.16
485.83	Matthews Pacific Tig	3,313.36	11,863.97
3,731.37	Matthews Pacific Tig	75,261.64	91,119.93
64.267	Matthews Pacific Tig	669.66	1,569.40
213.891	Matthews Pacific Tig	2,228.74	5,223.22
2,408.47	Matthews Pacific Tig	25,096.30	58,814.94
78.341	Matthews Pacific Tig	1,486.12	1,913.09
3,879.35	Matthews Pacific Tig	89,186.23	94,733.70
299.908	Matthews Pacific Tig	6,193.11	7,323.75
101.278	Matthews Pacific Tig	2,091.40	2,473.21
14,537.81	Total Matthews Pacific Tig	220,526.56	355,013.37
17,817.37	Oakmark Internationa	320,000.00	372,917.60
31,389.75	PIMCO All Asset All	340,000.00	348,112.34
359.889	PIMCO All Asset All	3,822.02	3,991.17
1,741.59	PIMCO All Asset All	17,381.02	19,314.18
36,192.18	PIMCO All Asset All	375,000.00	401,371.29
69,683.41	Total PIMCO All Asset All	736,203.04	772,788.97
34,093.61	PIMCO Corporate Bond	330,072.39	379,120.99
2,720.33	PIMCO Corporate Bond	28,373.08	30,250.11
1,511.90	PIMCO Corporate Bond	15,769.15	16,812.36
24,609.17	PIMCO Corporate Bond	255,000.00	273,653.97
236.638	PIMCO Corporate Bond	2,479.97	2,631.41
297.421	PIMCO Corporate Bond	3,125.89	3,307.32
296.441	PIMCO Corporate Bond	3,154.13	3,296.42
280.065	PIMCO Corporate Bond	2,935.08	3,114.32
239.042	PIMCO Corporate Bond	2,557.75	2,658.15
248.062	PIMCO Corporate Bond	2,604.65	2,758.45
1,411.01	PIMCO Corporate Bond	14,533.41	15,690.44
436.692	PIMCO Corporate Bond	4,497.93	4,856.02
275.283	PIMCO Corporate Bond	2,849.18	3,061.15
10,062.42	PIMCO Corporate Bond	105,000.00	111,894.07

Quantity	Description	Book Value	Fair Market Value
247.527	PIMCO Corporate Bond	2,631.21	2,752.50
76,965.62	Total PIMCO Corporate Bond	775,583.82	855,857.68
56,183.48	PIMCO Fundamental In	284,337.40	329,797.02
707.346	PIMCO Fundamental In	3,656.98	4,152.12
2,169.18	PIMCO Fundamental In	11,453.26	12,733.07
74,237.25	PIMCO Fundamental In	414,287.04	435,772.65
133,297.25	Total PIMCO Fundamental In	713,734.68	782,454.86
2.307	PIMCO Real Return Fu	25.59	28.31
18.641	PIMCO Real Return Fu	205.24	228.73
16.758	PIMCO Real Return Fu	184.51	205.62
8.771	PIMCO Real Return Fu	97.18	107.62
2,083.24	PIMCO Real Return Fu	23,152.39	25,561.39
14.482	PIMCO Real Return Fu	160.6	177.69
14.792	PIMCO Real Return Fu	163.89	181.5
17.775	PIMCO Real Return Fu	192.33	218.1
20.242	PIMCO Real Return Fu	219.02	248.37
93.385	PIMCO Real Return Fu	1,007.62	1,145.83
132.237	PIMCO Real Return Fu	1,417.58	1,622.55
78.819	PIMCO Real Return Fu	854.4	967.11
54.297	PIMCO Real Return Fu	596.72	666.22
65.343	PIMCO Real Return Fu	715.51	801.76
56.041	PIMCO Real Return Fu	610.29	687.62
16.25	PIMCO Real Return Fu	179.08	199.39
115.525	PIMCO Real Return Fu	1,252.29	1,417.49
0.446	PIMCO Real Return Fu	4.84	5.47
18.494	PIMCO Real Return Fu	196.96	226.92
4,485.69	PIMCO Real Return Fu	48,000.00	55,039.44
19.942	PIMCO Real Return Fu	212.18	244.69
19.454	PIMCO Real Return Fu	211.27	238.7
21.839	PIMCO Real Return Fu	237.83	267.96
65.874	PIMCO Real Return Fu	719.34	808.27
155.079	PIMCO Real Return Fu	1,650.04	1,902.82
131.174	PIMCO Real Return Fu	1,379.95	1,609.50
114.144	PIMCO Real Return Fu	1,217.92	1,400.55
46.912	PIMCO Real Return Fu	502.43	575.61
16.314	PIMCO Real Return Fu	177.66	200.17
22.348	PIMCO Real Return Fu	246.05	274.21
274.221	PIMCO Real Return Fu	2,980.78	3,364.69
31.62	PIMCO Real Return Fu	346.55	387.98
13,968.61	PIMCO Real Return Fu	155,779.53	171,394.78
111.073	PIMCO Real Return Fu	1,237.35	1,362.87
134.526	PIMCO Real Return Fu	1,407.14	1,650.63
115.458	PIMCO Real Return Fu	1,098.01	1,416.67
71.911	PIMCO Real Return Fu	660.14	882.35
1,401.70	PIMCO Real Return Fu	12,755.47	17,198.86
36.376	PIMCO Real Return Fu	343.75	446.33
33.789	PIMCO Real Return Fu	324.37	414.59
32.193	PIMCO Real Return Fu	303.58	395.01
32.353	PIMCO Real Return Fu	323.53	396.97
34.418	PIMCO Real Return Fu	341.77	422.31

Quantity	Description	Book Value	Fair Market Value
54.361	PIMCO Real Return Fu	559.92	667.01
144.687	PIMCO Real Return Fu	1,494.62	1,775.31
158.175	PIMCO Real Return Fu	1,646.60	1,940.81
229.019	PIMCO Real Return Fu	2,404.70	2,810.06
38.264	PIMCO Real Return Fu	411.72	469.5
86.469	PIMCO Real Return Fu	942.51	1,060.97
443.097	PIMCO Real Return Fu	4,785.45	5,436.80
79.998	PIMCO Real Return Fu	863.18	981.58
57.341	PIMCO Real Return Fu	629.03	703.57
33.149	PIMCO Real Return Fu	360	406.74
91.442	PIMCO Real Return Fu	993.97	1,121.99
59.694	PIMCO Real Return Fu	665.59	732.45
136.126	PIMCO Real Return Fu	1,504.19	1,670.27
35.402	PIMCO Real Return Fu	404.29	434.38
27,956.46	PIMCO Real Return Fu	314,000.00	343,025.72
93.695	PIMCO Real Return Fu	1,064.38	1,149.64
84.548	PIMCO Real Return Fu	960.46	1,037.40
80.778	PIMCO Real Return Fu	916.83	991.15
125.229	PIMCO Real Return Fu	1,431.37	1,536.56
257.049	PIMCO Real Return Fu	2,953.49	3,153.99
264.865	PIMCO Real Return Fu	3,109.52	3,249.89
448.741	PIMCO Real Return Fu	5,241.30	5,506.05
334.629	PIMCO Real Return Fu	3,905.12	4,105.90
68.095	PIMCO Real Return Fu	820.54	835.53
56.699	PIMCO Real Return Fu	679.25	695.7
142.744	PIMCO Real Return Fu	1,741.48	1,751.47
102.247	PIMCO Real Return Fu	1,245.37	1,254.57
1,102.69	PIMCO Real Return Fu	13,022.80	13,530.04
738.677	PIMCO Real Return Fu	8,723.77	9,063.57
239.877	PIMCO Real Return Fu	2,832.95	2,943.29
62.092	PIMCO Real Return Fu	732.07	761.87
52.969	PIMCO Real Return Fu	640.39	649.93
6,401.20	PIMCO Real Return Fu	80,000.00	78,542.74
64,465.37	Total PIMCO Real Return Fu	725,379.54	790,990.10
17,073.15	PIMCO Total Return	180,000.00	191,902.21
3,475.70	PIMCO Total Return	36,357.35	39,066.82
4,277.75	PIMCO Total Return	46,033.58	48,081.89
309.346	PIMCO Total Return	3,186.26	3,477.05
2,275.71	PIMCO Total Return	22,529.56	25,579.01
1,296.24	PIMCO Total Return	12,832.80	14,569.76
362.341	PIMCO Total Return	3,674.14	4,072.71
388.705	PIMCO Total Return	3,945.36	4,369.04
415.527	PIMCO Total Return	4,159.43	4,670.52
400.947	PIMCO Total Return	4,061.59	4,506.64
267.845	PIMCO Total Return	2,737.38	3,010.58
177.41	PIMCO Total Return	1,850.39	1,994.09
176.728	PIMCO Total Return	1,846.81	1,986.42
183.303	PIMCO Total Return	1,948.51	2,060.33
1,303.64	PIMCO Total Return	14,079.31	14,652.91
596.087	PIMCO Total Return	6,437.74	6,700.02
27,395.25	PIMCO Total Return	294,000.00	307,922.58

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Quantity	Description	Book Value	Fair Market Value
141.037	PIMCO Total Return	1,530.25	1,585.26
179.022	PIMCO Total Return	1,942.39	2,012.21
185.478	PIMCO Total Return	2,018.00	2,084.77
188.883	PIMCO Total Return	2,055.05	2,123.04
157.333	PIMCO Total Return	1,732.24	1,768.42
170	PIMCO Total Return	1,834.30	1,910.80
167.216	PIMCO Total Return	1,824.33	1,879.51
183.917	PIMCO Total Return	1,982.63	2,067.23
370.947	PIMCO Total Return	4,017.36	4,169.44
181.042	PIMCO Total Return	1,967.93	2,034.91
168.227	PIMCO Total Return	1,870.68	1,890.87
62,468.78	Total PIMCO Total Return	662,455.37	702,149.05
29,751.80	Templeton Global Bon	340,087.39	396,889.04
456.922	Templeton Global Bon	6,113.61	6,095.34
19,073.33	Templeton Global Bon	256,963.73	254,438.25
214.84	Templeton Global Bon	2,872.41	2,865.97
205.335	Templeton Global Bon	2,811.03	2,739.17
197.76	Templeton Global Bon	2,624.28	2,638.12
203.225	Templeton Global Bon	2,629.73	2,711.02
206.123	Templeton Global Bon	2,640.44	2,749.68
324.179	Templeton Global Bon	3,974.44	4,324.55
1,025.47	Templeton Global Bon	12,572.30	13,679.81
215.656	Templeton Global Bon	2,717.26	2,876.85
207.973	Templeton Global Bon	2,728.61	2,774.36
6,121.82	Templeton Global Bon	80,000.00	81,665.11
58,204.44	Total Templeton Global Bon	718,735.23	776,447.26
1,347.31	UMB Scout Worldwide	25,570.50	44,932.72
1,169.82	UMB Scout Worldwide	32,275.19	39,013.33
24.482	UMB Scout Worldwide	875.46	816.47
14.081	UMB Scout Worldwide	294.57	469.6
118.891	UMB Scout Worldwide	2,487.21	3,965.01
26.874	UMB Scout Worldwide	617.56	896.25
9.353	UMB Scout Worldwide	266.09	311.92
24.165	UMB Scout Worldwide	652.22	805.9
25.757	UMB Scout Worldwide	818.03	859
14.995	UMB Scout Worldwide	481.19	500.08
25.684	UMB Scout Worldwide	694.76	856.56
7,921.12	UMB Scout Worldwide	237,000.00	264,169.45
10,722.53	Total UMB Scout Worldwide	302,032.78	357,596.31
48,529.91	Vanguard Dividend Gr	771,672.84	807,537.72
GRAND TOTAL		13,230,024.18	15,870,824.32

Quantity	Description	How Purchased		Date Acquired	Date Sold	Proceeds	Cost	Gain/(Loss)
		P-Purchased	D-Donated					
Short-Term Capital Gains and Losses								
9.177	VAN ECK GLOBAL HARD ASSETS FD CL A	P		12/21/2011	1/23/2012	428.38	397.47	30.91
47.449	VAN ECK GLOBAL HARD ASSETS FD CL A	P		12/21/2011	1/23/2012	2,214.92	2,055.00	159.92
300 196	VAN ECK INTL INV GOLD FD CL A	P		12/21/2011	1/23/2012	6,033.94	5,844.82	189.12
133.391	MUTUAL SHARES FUND CL Z	P		9/2/2011	1/23/2012	2,750.09	2,555.77	194.32
260.685	MUTUAL SHARES FUND CL Z	P		12/16/2011	1/23/2012	5,374.49	5,049.47	325.02
64977.527	PIMCO GLOBAL MULTI ASSET INST	P		1/23/2012	9/5/2012	738,095.71	720,000.00	18,095.71
9983.361	PIMCO FUNDAMENTAL INDEX PLUS TR	P		1/23/2012	9/5/2012	59,951.00	55,712.96	4,238.04
10.2	COLUMBIA VALUE AND RESTRUCTURING Z	P		3/23/2011	1/23/2012	485.01	530.41	(45.40)
21.631	COLUMBIA VALUE AND RESTRUCTURING Z	P		6/23/2011	1/23/2012	1,028.55	1,079.38	(50.83)
22.348	COLUMBIA VALUE AND RESTRUCTURING Z	P		9/22/2011	1/23/2012	1,062.66	885.00	177.66
29.8	COLUMBIA VALUE AND RESTRUCTURING Z	P		12/8/2011	1/23/2012	1,416.99	1,322.84	94.15
1781.473	VANGUARD DIV GROWTH FD INVESTOR SHRS	P		1/24/2012	9/6/2012	29,970.03	28,327.16	1,642.87
Total Short-Term Capital Gains and Losses						848,811.77	823,760.28	25,051.49
Long-Term Capital Gains and Losses								
100	ABBOTT LABORATORIES	D		5/23/2011	11/29/2012	6,504.72	5,327.66	1,177.06
300	ABBOTT LABORATORIES	D		5/23/2011	11/29/2012	19,514.38	15,983.00	3,531.38
100	ABBOTT LABORATORIES	D		5/23/2011	11/29/2012	6,504.72	5,327.67	1,177.05
100	ABBOTT LABORATORIES	D		12/1/2010	11/29/2012	6,504.79	4,698.61	1,806.18
100	ABBOTT LABORATORIES	D		12/1/2010	11/29/2012	6,504.79	4,698.59	1,806.20
100	ABBOTT LABORATORIES	D		12/1/2010	11/29/2012	6,504.79	4,698.59	1,806.20
100	ABBOTT LABORATORIES	D		12/1/2010	11/29/2012	6,504.79	4,698.59	1,806.20
730	ABBOTT LABORATORIES	D		12/1/2010	11/29/2012	47,484.99	34,299.58	13,185.41
100	ABBOTT LABORATORIES	D		12/1/2010	11/29/2012	6,504.81	4,698.50	1,806.31
100	ABBOTT LABORATORIES	D		12/1/2010	11/29/2012	6,504.79	4,698.50	1,806.29
60	ABBOTT LABORATORIES	D		3/2/2011	11/29/2012	3,902.88	2,849.21	1,053.67
70	ABBOTT LABORATORIES	D		5/10/2010	11/29/2012	4,553.36	3,465.23	1,088.13
560	ABBOTT LABORATORIES	D		9/2/2010	11/29/2012	36,426.85	28,210.65	8,216.20
200	ABBOTT LABORATORIES	D		5/23/2011	11/29/2012	13,009.59	10,655.01	2,354.58
100	ABBOTT LABORATORIES	D		5/23/2011	11/29/2012	6,504.79	5,327.58	1,177.21
300	ABBOTT LABORATORIES	D		5/23/2011	11/29/2012	19,514.38	15,982.99	3,531.39
70	ABBOTT LABORATORIES	D		5/23/2011	11/29/2012	4,553.36	3,729.32	824.04
1150	ABBOTT LABORATORIES	D		5/10/2010	11/29/2012	74,805.13	56,928.84	17,876.29
200	ABBOTT LABORATORIES	D		3/2/2011	11/29/2012	13,009.59	9,497.37	3,512.22
40	ABBOTT LABORATORIES	D		3/2/2011	11/29/2012	2,601.92	1,899.47	702.45
210	ABBOTT LABORATORIES	D		3/2/2011	11/29/2012	13,660.07	9,974.12	3,685.95
200	ABBOTT LABORATORIES	D		3/2/2011	11/29/2012	13,009.59	9,497.37	3,512.22
300	ABBOTT LABORATORIES	D		3/2/2011	11/29/2012	19,514.38	14,248.75	5,265.63
300	ABBOTT LABORATORIES	D		3/2/2011	11/29/2012	19,514.38	14,248.75	5,265.63
100	COLGATE-PALMOLIVE CO	D		9/2/2010	12/17/2012	10,594.78	7,492.88	3,101.90
30	COLGATE-PALMOLIVE CO	D		9/2/2010	12/17/2012	3,178.47	2,247.86	930.61
100	COLGATE-PALMOLIVE CO	D		9/2/2010	12/17/2012	10,594.78	7,492.88	3,101.90
100	COLGATE-PALMOLIVE CO	D		9/2/2010	12/17/2012	10,595.88	7,492.88	3,103.00
200	COLGATE-PALMOLIVE CO	D		9/2/2010	12/17/2012	21,190.18	14,985.75	6,204.43
100	COLGATE-PALMOLIVE CO	D		9/2/2010	12/17/2012	10,595.88	7,492.88	3,103.00
100	COLGATE-PALMOLIVE CO	D		9/2/2010	12/17/2012	10,595.88	7,492.88	3,103.00
100	COLGATE-PALMOLIVE CO	D		9/2/2010	12/17/2012	10,595.88	7,492.88	3,103.00
100	COLGATE-PALMOLIVE CO	D		9/2/2010	12/17/2012	10,595.88	7,492.88	3,103.00
100	CISCO SYSTEMS INC	D		8/9/2011	12/17/2012	2,001.11	1,390.05	611.06
100	CISCO SYSTEMS INC	D		8/9/2011	12/17/2012	2,001.11	1,390.05	611.06
200	CISCO SYSTEMS INC	D		8/9/2011	12/17/2012	4,002.22	2,780.09	1,222.13
200	CISCO SYSTEMS INC	D		8/9/2011	12/17/2012	4,002.22	2,780.09	1,222.13
100	CISCO SYSTEMS INC	D		8/9/2011	12/17/2012	2,001.11	1,390.05	611.06
100	CISCO SYSTEMS INC	D		8/9/2011	12/17/2012	2,000.81	1,390.05	610.76
200	CISCO SYSTEMS INC	D		8/9/2011	12/17/2012	4,002.22	2,780.09	1,222.13
400	CISCO SYSTEMS INC	D		8/9/2011	12/17/2012	8,004.43	5,560.18	2,444.25
800	CISCO SYSTEMS INC	D		8/9/2011	12/17/2012	16,008.87	11,120.37	4,888.50
300	CISCO SYSTEMS INC	D		8/9/2011	12/17/2012	6,003.33	4,170.14	1,833.19
300	CISCO SYSTEMS INC	D		8/9/2011	12/17/2012	6,003.33	4,170.14	1,833.19

Quantity	Description	How Purchased					
		P-Purchased	Date Acquired	Date Sold	Proceeds	Cost	Gain/(Loss)
D							
100	CISCO SYSTEMS INC	D	8/9/2011	12/17/2012	2,001.11	1,390.05	611.06
100	CISCO SYSTEMS INC	D	8/9/2011	12/17/2012	2,001.11	1,390.05	611.06
500	CISCO SYSTEMS INC	D	8/9/2011	12/17/2012	10,005.55	6,950.23	3,055.32
200	CISCO SYSTEMS INC	D	8/9/2011	12/17/2012	4,002.22	2,780.09	1,222.13
175	CISCO SYSTEMS INC	D	8/9/2011	12/17/2012	3,501.94	2,432.58	1,069.36
225	CISCO SYSTEMS INC	D	8/9/2011	12/17/2012	4,502.50	3,127.61	1,374.89
200	CISCO SYSTEMS INC	D	8/9/2011	12/17/2012	4,002.22	2,780.09	1,222.13
100	CISCO SYSTEMS INC	D	8/9/2011	12/17/2012	2,000.86	1,390.05	610.81
1500	CISCO SYSTEMS INC	D	8/9/2011	12/17/2012	30,013.64	20,850.70	9,162.94
100	CISCO SYSTEMS INC	D	8/9/2011	12/17/2012	2,000.81	1,390.05	610.76
100	CISCO SYSTEMS INC	D	8/9/2011	12/17/2012	2,000.81	1,390.05	610.76
100	CENVEO INC	P	12/13/2001	12/17/2012	271.85	371.33	(99.48)
150	CENVEO INC	P	12/13/2001	12/17/2012	407.79	557.00	(149.21)
126.5	CENVEO INC	P	11/13/2001	12/17/2012	343.90	455.00	(111.10)
1391.5	CENVEO INC	P	11/26/2001	12/17/2012	3,782.91	4,790.00	(1,007.09)
1012	CENVEO INC	P	11/26/2001	12/17/2012	2,751.20	3,478.00	(726.80)
1015	CENVEO INC	P	12/13/2001	12/17/2012	2,759.36	3,769.04	(1,009.68)
200	ISHARES MSCI AUSTRALIA INDEX FUND	P	4/9/2009	1/23/2012	4,607.81	2,856.13	1,751.68
75	ISHARES MSCI AUSTRALIA INDEX FUND	P	4/9/2009	1/23/2012	1,727.93	1,071.05	656.88
100	ISHARES MSCI AUSTRALIA INDEX FUND	P	4/9/2009	1/23/2012	2,303.90	1,428.06	875.84
100	ISHARES MSCI AUSTRALIA INDEX FUND	P	4/9/2009	1/23/2012	2,303.90	1,428.06	875.84
100	ISHARES MSCI AUSTRALIA INDEX FUND	P	4/9/2009	1/23/2012	2,303.90	1,428.06	875.84
100	ISHARES MSCI AUSTRALIA INDEX FUND	P	4/9/2009	1/23/2012	2,303.90	1,428.06	875.84
100	ISHARES MSCI AUSTRALIA INDEX FUND	P	4/9/2009	1/23/2012	2,303.90	1,429.06	874.84
100	ISHARES MSCI AUSTRALIA INDEX FUND	P	4/9/2009	1/23/2012	2,303.90	1,428.98	874.92
100	ISHARES MSCI AUSTRALIA INDEX FUND	P	4/9/2009	1/23/2012	2,303.90	1,428.06	875.84
100	ISHARES MSCI AUSTRALIA INDEX FUND	P	4/9/2009	1/23/2012	2,303.90	1,428.06	875.84
100	ISHARES MSCI AUSTRALIA INDEX FUND	P	4/9/2009	1/23/2012	2,303.90	1,429.06	874.84
100	ISHARES MSCI AUSTRALIA INDEX FUND	P	4/9/2009	1/23/2012	2,303.90	1,428.98	874.92
100	ISHARES MSCI AUSTRALIA INDEX FUND	P	4/9/2009	1/23/2012	2,303.90	1,428.06	875.84
100	ISHARES MSCI AUSTRALIA INDEX FUND	P	4/9/2009	1/23/2012	2,303.90	1,428.06	875.84
100	ISHARES MSCI AUSTRALIA INDEX FUND	P	4/9/2009	1/23/2012	2,303.90	1,429.06	874.84
200	ISHARES MSCI AUSTRALIA INDEX FUND	P	4/9/2009	1/23/2012	4,607.81	2,858.13	1,749.68
100	ISHARES MSCI AUSTRALIA INDEX FUND	P	4/9/2009	1/23/2012	2,303.90	1,429.04	874.86
100	ISHARES MSCI AUSTRALIA INDEX FUND	P	4/9/2009	1/23/2012	2,303.90	1,428.06	875.84
300	ISHARES MSCI AUSTRALIA INDEX FUND	P	4/9/2009	1/23/2012	6,911.71	4,284.19	2,627.52
100	ISHARES MSCI AUSTRALIA INDEX FUND	P	4/9/2009	1/23/2012	2,303.90	1,429.04	874.86
375	ISHARES MSCI AUSTRALIA INDEX FUND	P	4/9/2009	1/23/2012	8,639.64	5,358.99	3,280.65
100	ISHARES MSCI AUSTRALIA INDEX FUND	P	4/9/2009	1/23/2012	2,303.90	1,429.04	874.86
100	ISHARES MSCI AUSTRALIA INDEX FUND	P	4/9/2009	1/23/2012	2,303.90	1,428.06	875.84
100	ISHARES MSCI AUSTRALIA INDEX FUND	P	4/9/2009	1/23/2012	2,303.90	1,429.04	874.86
100	ISHARES MSCI AUSTRALIA INDEX FUND	P	4/9/2009	1/23/2012	2,303.90	1,429.06	874.84
400	ISHARES MSCI AUSTRALIA INDEX FUND	P	4/9/2009	1/23/2012	9,215.62	5,712.26	3,503.36
100	ISHARES MSCI AUSTRALIA INDEX FUND	P	4/9/2009	1/23/2012	2,303.90	1,428.99	874.91
100	ISHARES MSCI AUSTRALIA INDEX FUND	P	4/9/2009	1/23/2012	2,303.90	1,428.99	874.91
200	ISHARES MSCI AUSTRALIA INDEX FUND	P	4/9/2009	1/23/2012	4,607.81	2,858.13	1,751.68
99.0346	ISHARES MSCI AUSTRALIA INDEX FUND	P	4/9/2009	1/23/2012	2,281.91	1,414.27	867.64
100	ISHARES MSCI AUSTRALIA INDEX FUND	P	4/9/2009	1/23/2012	2,303.90	1,428.06	875.84
100	ISHARES MSCI AUSTRALIA INDEX FUND	P	4/9/2009	1/23/2012	2,303.90	1,428.06	875.84
100	ISHARES MSCI AUSTRALIA INDEX FUND	P	4/9/2009	1/23/2012	2,303.90	1,429.06	874.84
50	ISHARES MSCI AUSTRALIA INDEX FUND	P	4/9/2009	1/23/2012	1,151.95	714.53	437.42
100	ISHARES MSCI AUSTRALIA INDEX FUND	P	4/9/2009	1/23/2012	2,303.90	1,428.06	875.84
100	ISHARES MSCI AUSTRALIA INDEX FUND	P	4/9/2009	1/23/2012	2,303.90	1,429.06	874.84
100	ISHARES MSCI AUSTRALIA INDEX FUND	P	4/9/2009	1/23/2012	2,303.90	1,428.06	875.84
100	ISHARES MSCI AUSTRALIA INDEX FUND	P	4/9/2009	1/23/2012	2,303.90	1,428.06	875.84
100	ISHARES MSCI AUSTRALIA INDEX FUND	P	4/9/2009	1/23/2012	2,303.90	1,428.06	875.84
200	ISHARES MSCI AUSTRALIA INDEX FUND	P	4/9/2009	1/23/2012	4,607.81	2,857.97	1,749.84
100	ISHARES MSCI AUSTRALIA INDEX FUND	P	4/9/2009	1/23/2012	2,303.90	1,429.06	874.84
100	ISHARES MSCI AUSTRALIA INDEX FUND	P	4/9/2009	1/23/2012	2,303.90	1,429.06	874.84
100	ISHARES MSCI AUSTRALIA INDEX FUND	P	4/9/2009	1/23/2012	2,303.90	1,428.06	875.84
100	ISHARES MSCI AUSTRALIA INDEX FUND	P	4/9/2009	1/23/2012	2,303.90	1,429.04	874.86
100	ISHARES MSCI AUSTRALIA INDEX FUND	P	4/9/2009	1/23/2012	2,303.90	1,428.06	875.84
100	ISHARES MSCI AUSTRALIA INDEX FUND	P	4/9/2009	1/23/2012	2,303.90	1,428.06	875.84
100	ISHARES MSCI AUSTRALIA INDEX FUND	P	4/9/2009	1/23/2012	2,303.90	1,428.06	875.84
100	ISHARES MSCI AUSTRALIA INDEX FUND	P	4/9/2009	1/23/2012	2,303.90	1,428.06	875.84

Quantity	Description	How Purchased		Date Acquired	Date Sold	Proceeds	Cost	Gain/(Loss)
		P-Purchased	D-Donated					
200	ISHARES MSCI AUSTRALIA INDEX FUND	P		4/9/2009	1/23/2012	4,607.81	2,858.09	1,749.72
100	ISHARES MSCI AUSTRALIA INDEX FUND	P		4/9/2009	1/23/2012	2,303.90	1,428.06	875.84
500	ISHARES MSCI AUSTRALIA INDEX FUND	P		4/9/2009	1/23/2012	11,519.52	7,140.32	4,379.20
100	ISHARES MSCI AUSTRALIA INDEX FUND	P		4/9/2009	1/23/2012	2,303.90	1,429.06	874.84
4000	ISHARES MSCI AUSTRALIA INDEX FUND	P		4/9/2009	1/23/2012	92,156.17	57,162.78	34,993.39
100	ISHARES MSCI AUSTRALIA INDEX FUND	P		4/9/2009	1/23/2012	2,303.90	1,428.06	875.84
100	ISHARES MSCI AUSTRALIA INDEX FUND	P		4/9/2009	1/23/2012	2,303.90	1,429.06	874.84
100	ISHARES MSCI AUSTRALIA INDEX FUND	P		4/9/2009	1/23/2012	2,303.90	1,428.06	875.84
100	ISHARES MSCI AUSTRALIA INDEX FUND	P		4/9/2009	1/23/2012	2,303.90	1,429.06	874.84
100	ISHARES MSCI AUSTRALIA INDEX FUND	P		4/9/2009	1/23/2012	2,303.90	1,428.06	875.84
100	ISHARES MSCI AUSTRALIA INDEX FUND	P		4/9/2009	1/23/2012	2,303.90	1,429.06	874.84
100	ISHARES MSCI AUSTRALIA INDEX FUND	P		4/9/2009	1/23/2012	2,303.90	1,428.99	874.91
100	ISHARES MSCI AUSTRALIA INDEX FUND	P		4/9/2009	1/23/2012	2,303.90	1,428.06	875.84
100	ISHARES MSCI AUSTRALIA INDEX FUND	P		4/9/2009	1/23/2012	2,303.90	1,428.06	875.84
100	ISHARES MSCI AUSTRALIA INDEX FUND	P		4/9/2009	1/23/2012	2,303.90	1,429.06	874.84
100	ISHARES MSCI AUSTRALIA INDEX FUND	P		4/9/2009	1/23/2012	2,303.90	1,428.06	875.84
100	ISHARES MSCI AUSTRALIA INDEX FUND	P		4/9/2009	1/23/2012	2,303.90	1,429.01	874.89
200	ISHARES MSCI AUSTRALIA INDEX FUND	P		4/9/2009	1/23/2012	4,607.81	2,856.13	1,751.68
100	ISHARES MSCI AUSTRALIA INDEX FUND	P		4/9/2009	1/23/2012	2,303.90	1,428.06	875.84
100	ISHARES MSCI AUSTRALIA INDEX FUND	P		4/9/2009	1/23/2012	2,303.90	1,429.01	874.89
200	ISHARES MSCI AUSTRALIA INDEX FUND	P		4/9/2009	1/23/2012	4,607.81	2,856.13	1,751.68
100	ISHARES MSCI AUSTRALIA INDEX FUND	P		4/9/2009	1/23/2012	2,303.90	1,428.06	875.84
100	ISHARES MSCI AUSTRALIA INDEX FUND	P		4/9/2009	1/23/2012	2,303.90	1,429.02	874.88
100	ISHARES MSCI AUSTRALIA INDEX FUND	P		4/9/2009	1/23/2012	2,303.90	1,429.06	874.84
200	ISHARES MSCI AUSTRALIA INDEX FUND	P		4/9/2009	1/23/2012	4,607.81	2,858.13	1,749.68
100	ISHARES MSCI AUSTRALIA INDEX FUND	P		4/9/2009	1/23/2012	2,303.90	1,429.06	874.84
100	ISHARES MSCI AUSTRALIA INDEX FUND	P		4/9/2009	1/23/2012	2,303.90	1,429.02	874.88
100	ISHARES MSCI AUSTRALIA INDEX FUND	P		4/9/2009	1/23/2012	2,303.90	1,428.06	875.84
100	ISHARES MSCI AUSTRALIA INDEX FUND	P		4/9/2009	1/23/2012	2,303.90	1,429.06	874.84
100	ISHARES MSCI AUSTRALIA INDEX FUND	P		4/9/2009	1/23/2012	2,303.90	1,429.02	874.88
100	ISHARES MSCI AUSTRALIA INDEX FUND	P		4/9/2009	1/23/2012	2,303.90	1,428.06	875.84
200	ISHARES MSCI AUSTRALIA INDEX FUND	P		4/9/2009	1/23/2012	4,607.81	2,856.13	1,751.68
100	ISHARES MSCI AUSTRALIA INDEX FUND	P		4/9/2009	1/23/2012	2,303.90	1,428.06	875.84
39.269	ISHARES MSCI AUSTRALIA INDEX FUND	P		6/30/2009	1/23/2012	904.72	667.18	237.54
366.6964	ISHARES MSCI AUSTRALIA INDEX FUND	P		1/4/2010	1/23/2012	8,448.33	8,639.27	(190.94)
2950	ISHARES MSCI AUSTRALIA INDEX FUND	P		12/28/2010	1/23/2012	67,965.17	74,496.45	(6,531.28)
0.9654	ISHARES MSCI AUSTRALIA INDEX FUND	P		4/9/2009	1/23/2012	22.24	13.79	8.45
500	ISHARES MSCI CANADA INDEX FUND	P		4/9/2009	1/23/2012	14,124.42	8,910.38	5,214.04
33	ISHARES MSCI CANADA INDEX FUND	P		4/9/2009	1/23/2012	932.21	588.09	344.12
1266.6508	ISHARES MSCI CANADA INDEX FUND	P		4/9/2009	1/23/2012	35,782.68	22,572.69	13,209.99
48.1608	ISHARES MSCI CANADA INDEX FUND	P		6/30/2009	1/23/2012	1,360.53	1,048.46	312.07
105.1884	ISHARES MSCI CANADA INDEX FUND	P		1/4/2010	1/23/2012	2,971.55	2,826.95	144.60
80	ISHARES MSCI CANADA INDEX FUND	P		1/11/2010	1/23/2012	2,259.99	2,179.75	80.24
0.3492	ISHARES MSCI CANADA INDEX FUND	P		4/9/2009	1/23/2012	9.86	6.22	3.64
320	ISHARES MSCI CANADA INDEX FUND	P		1/11/2010	1/23/2012	9,039.95	8,719.01	320.94
100	ISHARES MSCI CANADA INDEX FUND	P		1/11/2010	1/23/2012	2,824.98	2,724.69	100.29
1980	ISHARES MSCI CANADA INDEX FUND	P		12/28/2010	1/23/2012	55,934.67	60,911.77	(4,977.10)
200	ISHARES MSCI CANADA INDEX FUND	P		4/9/2009	1/23/2012	5,649.77	3,564.15	2,085.62
2400	ISHARES MSCI CANADA INDEX FUND	P		4/9/2009	1/23/2012	67,797.20	42,769.83	25,027.37
100	ISHARES MSCI CANADA INDEX FUND	P		4/9/2009	1/23/2012	2,824.89	1,782.08	1,042.81
7100	ISHARES MSCI CANADA INDEX FUND	P		4/9/2009	1/23/2012	200,566.71	126,527.43	74,039.28
100	ISHARES MSCI CANADA INDEX FUND	P		4/9/2009	1/23/2012	2,824.89	1,782.08	1,042.81
0.6969	ISHARES MSCI BRAZIL INDX FUND	P		4/9/2009	1/23/2012	45.66	30.83	14.83
100	ISHARES MSCI BRAZIL INDX FUND	P		4/9/2009	1/23/2012	6,551.72	4,425.10	2,126.62
100	ISHARES MSCI BRAZIL INDX FUND	P		4/9/2009	1/23/2012	6,551.72	4,424.18	2,127.54
99.3031	ISHARES MSCI BRAZIL INDX FUND	P		4/9/2009	1/23/2012	6,506.07	4,393.33	2,112.74
200	ISHARES MSCI BRAZIL INDX FUND	P		4/9/2009	1/23/2012	13,103.44	8,848.37	4,255.07
100	ISHARES MSCI BRAZIL INDX FUND	P		4/9/2009	1/23/2012	6,551.72	4,424.18	2,127.54
100	ISHARES MSCI BRAZIL INDX FUND	P		4/9/2009	1/23/2012	6,551.72	4,425.08	2,126.64
100	ISHARES MSCI BRAZIL INDX FUND	P		4/9/2009	1/23/2012	6,551.72	4,425.03	2,126.69
200	ISHARES MSCI BRAZIL INDX FUND	P		4/9/2009	1/23/2012	13,103.44	8,850.21	4,253.23
200	ISHARES MSCI BRAZIL INDX FUND	P		4/9/2009	1/23/2012	13,103.44	8,850.17	4,253.27

Quantity	Description	How Purchased		Date Acquired	Date Sold	Proceeds	Cost	Gain/(Loss)
		P-Purchased	D-Donated					
3136.6969	ISHARES MSCI BRAZIL INDX FUND	P		4/9/2009	1/23/2012	205,507.62	138,804.57	66,703.05
100	ISHARES MSCI BRAZIL INDX FUND	P		4/9/2009	1/23/2012	6,551.72	4,425.09	2,126.63
1395	ISHARES MSCI BRAZIL INDX FUND	P		12/28/2010	1/23/2012	91,396.50	103,265.46	(11,868.96)
100	RYDEX ETF TRUST AUSTRALIAN DOLLAR TRUST	P		2/10/2010	1/23/2012	10,559.68	8,772.57	1,787.11
100	RYDEX ETF TRUST AUSTRALIAN DOLLAR TRUST	P		2/10/2010	1/23/2012	10,559.68	8,772.57	1,787.11
3300	RYDEX ETF TRUST AUSTRALIAN DOLLAR TRUST	P		2/10/2010	1/23/2012	348,436.20	289,494.69	58,941.51
100	RYDEX ETF TRUST AUSTRALIAN DOLLAR TRUST	P		2/10/2010	1/23/2012	10,559.68	8,772.57	1,787.11
100	RYDEX ETF TRUST AUSTRALIAN DOLLAR TRUST	P		2/10/2010	1/23/2012	10,559.78	8,772.57	1,787.21
100	RYDEX ETF TRUST AUSTRALIAN DOLLAR TRUST	P		2/10/2010	1/23/2012	10,559.68	8,772.57	1,787.11
30	RYDEX ETF TRUST AUSTRALIAN DOLLAR TRUST	P		2/10/2010	1/23/2012	3,167.63	2,631.77	535.86
270	RYDEX ETF TRUST AUSTRALIAN DOLLAR TRUST	P		2/10/2010	1/23/2012	28,511.39	23,685.93	4,825.46
1030	RYDEX ETF TRUST AUSTRALIAN DOLLAR TRUST	P		12/28/2010	1/23/2012	108,765.66	104,406.90	4,358.76
100	RYDEX ETF TRUST AUSTRALIAN DOLLAR TRUST	P		12/28/2010	1/23/2012	10,559.85	10,136.59	423.26
100	RYDEX ETF TRUST AUSTRALIAN DOLLAR TRUST	P		2/10/2010	1/23/2012	10,558.78	8,772.57	1,786.21
1800	RYDEX ETF TRUST AUSTRALIAN DOLLAR TRUST	P		2/10/2010	1/23/2012	190,056.12	157,906.19	32,149.93
100	RYDEX ETF TRUST AUSTRALIAN DOLLAR TRUST	P		2/10/2010	1/23/2012	10,558.78	8,772.57	1,786.21
100	RYDEX ETF TRUST CANADIAN DOLLAR TRUST	P		12/28/2010	1/23/2012	9,869.70	9,950.27	(80.57)
900	RYDEX ETF TRUST CANADIAN DOLLAR TRUST	P		12/28/2010	1/23/2012	88,828.10	89,552.47	(724.37)
500	RYDEX ETF TRUST CANADIAN DOLLAR TRUST	P		1/11/2010	1/23/2012	49,348.94	48,280.60	1,068.34
400	RYDEX ETF TRUST CANADIAN DOLLAR TRUST	P		1/11/2010	1/23/2012	39,479.16	38,624.48	854.68
590	RYDEX ETF TRUST CANADIAN DOLLAR TRUST	P		12/28/2010	1/23/2012	58,231.75	58,706.62	(474.87)
100	RYDEX ETF TRUST CANADIAN DOLLAR TRUST	P		12/28/2010	1/23/2012	9,869.71	9,950.27	(80.56)
2700	RYDEX ETF TRUST CANADIAN DOLLAR TRUST	P		6/1/2009	1/23/2012	266,481.61	247,274.14	19,207.47
1900	RYDEX ETF TRUST CANADIAN DOLLAR TRUST	P		1/11/2010	1/23/2012	187,524.10	183,466.27	4,057.83
100	RYDEX ETF TRUST CANADIAN DOLLAR TRUST	P		12/28/2010	1/23/2012	9,869.78	9,950.27	(80.49)
100	RYDEX ETF TRUST CANADIAN DOLLAR TRUST	P		12/28/2010	1/23/2012	9,869.73	9,950.27	(80.54)
3657.464	VAN ECK GLOBAL HARD ASSETS FD CL A	P		4/9/2009	1/23/2012	170,730.42	107,310.00	63,420.42
3792.869	VAN ECK GLOBAL HARD ASSETS FD CL A	P		1/11/2010	1/23/2012	177,051.13	167,000.00	10,051.13
31.808	VAN ECK GLOBAL HARD ASSETS FD CL A	P		12/21/2010	1/23/2012	1,484.80	1,639.07	(154.27)
974.659	VAN ECK GLOBAL HARD ASSETS FD CL A	P		12/28/2010	1/23/2012	45,497.08	50,000.00	(4,502.92)
135	GOOGLE INC CLASS A	D		9/2/2010	12/17/2012	96,945.07	62,240.04	34,705.03
6000	ISHARES GOLD TRUST	D		10/4/2007	10/25/2012	100,134.81	43,488.00	56,646.81
100	INTL BUSINESS MACHINES	D		5/10/2010	12/17/2012	19,327.90	12,591.47	6,736.43
60	INTL BUSINESS MACHINES	D		5/10/2010	12/17/2012	11,596.74	7,555.06	4,041.68
40	INTL BUSINESS MACHINES	D		5/10/2010	12/17/2012	7,731.16	5,036.59	2,694.57
300	INTL BUSINESS MACHINES	D		9/2/2010	12/17/2012	57,982.22	37,543.77	20,438.45
140	INTL BUSINESS MACHINES	D		5/10/2010	12/17/2012	27,059.06	17,628.05	9,431.01
60	INTL BUSINESS MACHINES	D		9/2/2010	12/17/2012	11,596.74	7,508.75	4,087.99
40	INTL BUSINESS MACHINES	D		9/2/2010	12/17/2012	7,730.84	5,005.84	2,725.00
100	INTL BUSINESS MACHINES	D		9/2/2010	12/17/2012	19,327.90	12,514.59	6,813.31
8912.448	VAN ECK INTL INV GOLD FD CL A	P		4/9/2009	1/23/2012	179,140.20	108,108.00	71,032.20
328.353	VAN ECK INTL INV GOLD FD CL A	P		12/22/2009	1/23/2012	6,599.90	6,051.55	548.35
6956.522	VAN ECK INTL INV GOLD FD CL A	P		1/11/2010	1/23/2012	139,826.09	144,000.00	(4,173.91)
1404.082	VAN ECK INTL INV GOLD FD CL A	P		12/21/2010	1/23/2012	28,222.05	33,852.41	(5,630.36)
1012.417	VAN ECK INTL INV GOLD FD CL A	P		12/21/2010	1/23/2012	20,349.58	24,409.37	(4,059.79)
119.582	VAN ECK INTL INV GOLD FD CL A	P		12/21/2010	1/23/2012	2,403.60	2,883.12	(479.52)
42802.021	IVA WORLDWIDE FD CL I	P		4/21/2009	1/23/2012	678,796.57	517,929.83	160,866.74
767.537	IVA WORLDWIDE FD CL I	P		12/16/2009	1/23/2012	12,172.36	11,313.50	858.86
1975.189	IVA WORLDWIDE FD CL I	P		12/16/2009	1/23/2012	31,324.49	29,114.28	2,210.21
530.747	IVA WORLDWIDE FD CL I	P		12/15/2010	1/23/2012	8,417.11	8,794.48	(377.37)
1188.255	IVA WORLDWIDE FD CL I	P		12/15/2010	1/23/2012	18,844.52	19,689.39	(844.87)
970.803	IVA WORLDWIDE FD CL I	P		12/15/2010	1/23/2012	15,395.95	16,086.21	(690.26)
300	COCA COLA COMPANY	D		9/2/2010	12/17/2012	11,216.75	8,567.57	2,649.18
300	COCA COLA COMPANY	D		9/2/2010	12/17/2012	11,216.45	8,567.57	2,648.88
100	COCA COLA COMPANY	D		9/2/2010	12/17/2012	3,738.92	2,855.86	883.06
900	COCA COLA COMPANY	D		9/2/2010	12/17/2012	33,650.26	25,702.71	7,947.55
2300	COCA COLA COMPANY	D		5/10/2010	12/17/2012	85,995.11	62,037.65	23,957.46
400	COCA COLA COMPANY	D		9/2/2010	12/17/2012	14,955.67	11,423.43	3,532.24
200	COCA COLA COMPANY	D		9/2/2010	12/17/2012	7,477.83	5,711.71	1,766.12
330.157	LONGLEAF PARTNERS SMALL CAP FUND	P		1/4/2006	9/5/2012	9,561.87	9,017.89	543.98
9.03	LONGLEAF PARTNERS SMALL CAP FUND	P		11/8/2006	9/5/2012	261.52	270.63	(9.11)
263.866	LONGLEAF PARTNERS SMALL CAP FUND	P		11/8/2006	9/5/2012	7,641.98	7,908.05	(266.07)
69.329	LONGLEAF PARTNERS SMALL CAP FUND	P		12/27/2006	9/5/2012	2,007.88	2,109.68	(101.80)

Quantity	Description	How Purchased		Date Acquired	Date Sold	Proceeds	Cost	Gain/(Loss)
		P-Purchased	D-Donated					
461.843	LONGLEAF PARTNERS SMALL CAP FUND	P		1/4/2007	9/5/2012	13,375.70	14,000.00	(624.30)
543.202	LONGLEAF PARTNERS SMALL CAP FUND	P		11/7/2007	9/5/2012	15,731.99	15,720.28	11.71
47.306	LONGLEAF PARTNERS SMALL CAP FUND	P		11/7/2007	9/5/2012	1,370.06	1,369.05	1.01
34.374	MATTHEWS PACIFIC TIGER FUND	P		12/9/2010	9/5/2012	748.32	795.76	(47.44)
4559.103	MATTHEWS PACIFIC TIGER FUND	P		12/28/2010	9/5/2012	99,251.68	104,813.77	(5,562.09)
4828.093	MUTUAL SHARES FUND CL Z	P		1/4/2006	1/23/2012	99,539.77	117,636.37	(18,096.60)
68.431	MUTUAL SHARES FUND CL Z	P		6/16/2006	1/23/2012	1,410.83	1,658.77	(247.94)
68.147	MUTUAL SHARES FUND CL Z	P		6/16/2006	1/23/2012	1,404.97	1,651.88	(246.91)
7.695	MUTUAL SHARES FUND CL Z	P		6/15/2007	1/23/2012	158.65	220.93	(62.28)
6.122	MUTUAL SHARES FUND CL Z	P		6/15/2007	1/23/2012	126.22	175.75	(49.53)
5.353	MUTUAL SHARES FUND CL Z	P		12/21/2007	1/23/2012	110.36	135.91	(25.55)
157.237	MUTUAL SHARES FUND CL Z	P		12/21/2007	1/23/2012	3,241.72	3,992.25	(750.53)
139.413	MUTUAL SHARES FUND CL Z	P		12/21/2007	1/23/2012	2,874.25	3,539.70	(665.45)
2919.794	MUTUAL SHARES FUND CL Z	P		1/8/2008	1/23/2012	60,196.77	71,000.00	(10,803.23)
63.46	MUTUAL SHARES FUND CL Z	P		9/5/2008	1/23/2012	1,308.34	1,355.51	(47.17)
12.669	MUTUAL SHARES FUND CL Z	P		9/5/2008	1/23/2012	261.19	270.61	(9.42)
13.667	MUTUAL SHARES FUND CL Z	P		9/5/2008	1/23/2012	281.77	291.93	(10.16)
130.085	MUTUAL SHARES FUND CL Z	P		12/19/2008	1/23/2012	2,681.93	1,965.58	716.35
107.725	MUTUAL SHARES FUND CL Z	P		9/4/2009	1/23/2012	2,220.94	1,916.43	304.51
89.611	MUTUAL SHARES FUND CL Z	P		12/18/2009	1/23/2012	1,847.49	1,693.64	153.85
3369.451	MUTUAL SHARES FUND CL Z	P		5/10/2010	1/23/2012	69,467.26	67,000.00	2,467.26
113.169	MUTUAL SHARES FUND CL Z	P		9/3/2010	1/23/2012	2,333.18	2,186.42	146.76
264.932	MUTUAL SHARES FUND CL Z	P		12/17/2010	1/23/2012	5,462.05	5,452.31	9.74
2494.047	MUTUAL SHARES FUND CL Z	P		12/28/2010	1/23/2012	51,419.24	52,000.00	(580.76)
2000	ORACLE CORPORATION	D		9/2/2010	12/17/2012	64,137.93	45,026.58	19,111.35
700	ORACLE CORPORATION	D		9/2/2010	12/17/2012	22,448.28	15,759.30	6,688.98
300	PLAINS ALL AMERICAN PIPELINE LP	D		3/4/2011	12/17/2012	13,355.59	9,711.51	3,644.08
100	PLAINS ALL AMERICAN PIPELINE LP	D		3/4/2011	12/17/2012	4,451.86	3,237.17	1,214.69
200	PLAINS ALL AMERICAN PIPELINE LP	D		3/4/2011	12/17/2012	8,903.73	6,474.34	2,429.39
100	PLAINS ALL AMERICAN PIPELINE LP	D		3/4/2011	12/17/2012	4,450.86	3,237.17	1,213.69
200	PLAINS ALL AMERICAN PIPELINE LP	D		3/4/2011	12/17/2012	8,905.73	6,474.34	2,431.39
100	PLAINS ALL AMERICAN PIPELINE LP	D		3/4/2011	12/17/2012	4,453.86	3,237.17	1,216.69
100	PLAINS ALL AMERICAN PIPELINE LP	D		3/4/2011	12/17/2012	4,452.86	3,237.17	1,215.69
100	PLAINS ALL AMERICAN PIPELINE LP	D		3/4/2011	12/17/2012	4,452.86	3,237.17	1,215.69
5085	PLAINS ALL AMERICAN PIPELINE LP	D		3/4/2011	12/17/2012	226,234.34	164,610.13	61,624.21
250	PLAINS ALL AMERICAN PIPELINE LP	D		3/4/2011	12/17/2012	11,124.66	8,092.93	3,031.73
3600	PLAINS ALL AMERICAN PIPELINE LP	D		3/4/2011	12/17/2012	160,087.09	116,538.14	43,548.95
200	PLAINS ALL AMERICAN PIPELINE LP	D		8/9/2011	12/17/2012	8,893.73	6,063.61	2,830.12
400	PLAINS ALL AMERICAN PIPELINE LP	D		8/9/2011	12/17/2012	17,787.45	12,127.93	5,659.52
200	PLAINS ALL AMERICAN PIPELINE LP	D		8/9/2011	12/17/2012	8,893.73	6,063.78	2,829.95
600	PLAINS ALL AMERICAN PIPELINE LP	D		8/9/2011	12/17/2012	26,681.18	18,191.89	8,489.29
1200	PLAINS ALL AMERICAN PIPELINE LP	D		8/9/2011	12/17/2012	53,362.36	36,378.42	16,983.94
5215	PLAINS ALL AMERICAN PIPELINE LP	D		3/4/2011	12/17/2012	231,910.18	168,818.45	63,091.73
100	PLAINS ALL AMERICAN PIPELINE LP	D		3/4/2011	12/17/2012	4,450.86	3,237.17	1,213.69
100	PLAINS ALL AMERICAN PIPELINE LP	D		3/4/2011	12/17/2012	4,450.86	3,237.17	1,213.69
1000	PLAINS ALL AMERICAN PIPELINE LP	D		3/4/2011	12/17/2012	44,498.63	32,371.70	12,126.93
2300	PLAINS ALL AMERICAN PIPELINE LP	D		3/4/2011	12/17/2012	102,349.15	74,454.93	27,894.22
100	PLAINS ALL AMERICAN PIPELINE LP	D		3/4/2011	12/17/2012	4,456.86	3,237.17	1,219.69
100	PLAINS ALL AMERICAN PIPELINE LP	D		3/4/2011	12/17/2012	4,458.86	3,237.17	1,221.69
100	PLAINS ALL AMERICAN PIPELINE LP	D		3/4/2011	12/17/2012	4,457.86	3,237.17	1,220.69
100	PLAINS ALL AMERICAN PIPELINE LP	D		3/4/2011	12/17/2012	4,456.86	3,237.17	1,219.69
100	PLAINS ALL AMERICAN PIPELINE LP	D		3/4/2011	12/17/2012	4,458.86	3,237.17	1,221.69
100	PLAINS ALL AMERICAN PIPELINE LP	D		3/4/2011	12/17/2012	4,461.86	3,237.17	1,224.69
100	PLAINS ALL AMERICAN PIPELINE LP	D		3/4/2011	12/17/2012	4,452.86	3,237.17	1,215.69
100	PLAINS ALL AMERICAN PIPELINE LP	D		3/4/2011	12/17/2012	4,459.86	3,237.17	1,222.69
600	PLAINS ALL AMERICAN PIPELINE LP	D		3/4/2011	12/17/2012	26,771.18	19,423.03	7,348.15
100	PLAINS ALL AMERICAN PIPELINE LP	D		3/4/2011	12/17/2012	4,454.86	3,237.17	1,217.69
300	PLAINS ALL AMERICAN PIPELINE LP	D		3/4/2011	12/17/2012	13,364.59	9,711.51	3,653.08
250	PLAINS ALL AMERICAN PIPELINE LP	D		3/4/2011	12/17/2012	11,137.16	8,092.93	3,044.23
100	PLAINS ALL AMERICAN PIPELINE LP	D		3/4/2011	12/17/2012	4,454.86	3,237.17	1,217.69
100	PLAINS ALL AMERICAN PIPELINE LP	D		3/4/2011	12/17/2012	4,456.86	3,237.17	1,219.69
100	PLAINS ALL AMERICAN PIPELINE LP	D		3/4/2011	12/17/2012	4,455.86	3,237.17	1,218.69
100	PLAINS ALL AMERICAN PIPELINE LP	D		3/4/2011	12/17/2012	4,456.86	3,237.17	1,219.69

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		P-Purchased	D-Donated					
100	PLAINS ALL AMERICAN PIPELINE LP		D	3/4/2011	12/17/2012	4,456.86	3,237.17	1,219.69
196	TEAM INCORPORATED		D	2/20/2009	12/17/2012	7,384.68	2,835.72	4,548.96
100	TEAM INCORPORATED		D	2/20/2009	12/17/2012	3,767.70	1,446.80	2,320.90
100	TEAM INCORPORATED		D	2/20/2009	12/17/2012	3,766.70	1,446.80	2,319.90
100	TEAM INCORPORATED		D	10/29/2008	12/17/2012	3,787.80	2,404.90	1,382.90
100	TEAM INCORPORATED		D	2/20/2009	12/17/2012	3,766.89	1,446.50	2,320.39
400	TEAM INCORPORATED		D	2/20/2009	12/17/2012	15,067.59	5,787.19	9,280.40
100	TEAM INCORPORATED		D	2/20/2009	12/17/2012	3,766.90	1,446.50	2,320.40
300	TEAM INCORPORATED		D	2/20/2009	12/17/2012	11,300.69	4,340.39	6,960.30
220	TEAM INCORPORATED		D	2/20/2009	12/17/2012	8,287.17	3,182.95	5,104.22
200	TEAM INCORPORATED		D	2/20/2009	12/17/2012	7,568.19	2,893.59	4,674.60
100	TEAM INCORPORATED		D	10/29/2008	12/17/2012	3,797.09	2,421.88	1,375.21
16	TEAM INCORPORATED		D	10/29/2008	12/17/2012	607.53	387.50	220.03
84	TEAM INCORPORATED		D	10/29/2008	12/17/2012	3,189.56	2,033.56	1,156.00
30	TEAM INCORPORATED		D	10/29/2008	12/17/2012	1,139.12	726.57	412.55
54	TEAM INCORPORATED		D	10/29/2008	12/17/2012	2,051.78	1,307.82	743.96
100	TEAM INCORPORATED		D	10/29/2008	12/17/2012	3,799.29	2,421.89	1,377.40
84	TEAM INCORPORATED		D	10/29/2008	12/17/2012	3,180.32	2,018.44	1,161.88
16	TEAM INCORPORATED		D	10/29/2008	12/17/2012	605.78	384.78	221.00
16	TEAM INCORPORATED		D	10/29/2008	12/17/2012	605.78	384.46	221.32
84	TEAM INCORPORATED		D	10/29/2008	12/17/2012	3,180.31	2,009.20	1,171.11
100	TEAM INCORPORATED		D	10/29/2008	12/17/2012	3,786.10	2,402.90	1,383.20
100	TEAM INCORPORATED		D	10/29/2008	12/17/2012	3,786.10	2,404.89	1,381.21
16	TEAM INCORPORATED		D	10/29/2008	12/17/2012	605.76	382.70	223.06
84	TEAM INCORPORATED		D	2/20/2009	12/17/2012	3,180.24	1,215.31	1,964.93
16	TEAM INCORPORATED		D	10/29/2008	12/17/2012	606.02	387.34	218.68
84	TEAM INCORPORATED		D	10/29/2008	12/17/2012	3,181.58	2,020.12	1,161.46
100	TARGA RESOURCES CORP		D	3/4/2011	12/17/2012	4,932.83	3,329.23	1,603.60
100	TARGA RESOURCES CORP		D	3/4/2011	12/17/2012	4,930.83	3,329.24	1,601.59
500	TARGA RESOURCES CORP		D	3/4/2011	12/17/2012	24,649.63	16,646.18	8,003.45
100	TARGA RESOURCES CORP		D	3/4/2011	12/17/2012	4,932.83	3,329.23	1,603.60
100	TARGA RESOURCES CORP		D	3/4/2011	12/17/2012	4,935.83	3,329.24	1,606.59
100	TARGA RESOURCES CORP		D	3/4/2011	12/17/2012	4,934.83	3,329.23	1,605.60
100	TARGA RESOURCES CORP		D	3/4/2011	12/17/2012	4,934.83	3,329.24	1,605.59
100	TARGA RESOURCES CORP		D	3/4/2011	12/17/2012	4,929.83	3,329.23	1,600.60
100	TARGA RESOURCES CORP		D	3/4/2011	12/17/2012	4,929.83	3,329.24	1,600.59
5580	TARGA RESOURCES CORP		D	3/4/2011	12/17/2012	274,864.44	185,771.31	89,093.13
95	TARGA RESOURCES CORP		D	8/9/2011	12/17/2012	4,679.59	2,810.25	1,869.34
1200	TARGA RESOURCES CORP		D	8/9/2011	12/17/2012	59,110.63	35,725.78	23,384.85
900	TARGA RESOURCES CORP		D	8/9/2011	12/17/2012	44,332.97	26,795.24	17,537.73
100	TARGA RESOURCES CORP		D	8/9/2011	12/17/2012	4,925.89	2,958.25	1,967.64
100	TARGA RESOURCES CORP		D	8/9/2011	12/17/2012	4,925.89	2,958.25	1,967.64
100	TARGA RESOURCES CORP		D	8/9/2011	12/17/2012	4,925.89	2,967.25	1,958.64
1105	TARGA RESOURCES CORP		D	8/9/2011	12/17/2012	54,431.04	32,897.49	21,533.55
100	TARGA RESOURCES CORP		D	3/4/2011	12/17/2012	4,929.83	3,329.24	1,600.59
1240	TARGA RESOURCES CORP		D	3/4/2011	12/17/2012	61,143.49	41,282.51	19,860.98
100	TARGA RESOURCES CORP		D	3/4/2011	12/17/2012	4,930.83	3,329.23	1,601.60
200	TARGA RESOURCES CORP		D	3/4/2011	12/17/2012	9,859.65	6,658.47	3,201.18
100	TARGA RESOURCES CORP		D	3/4/2011	12/17/2012	4,929.83	3,329.24	1,600.59
200	TARGA RESOURCES CORP		D	3/4/2011	12/17/2012	9,887.65	6,658.47	3,229.18
100	TARGA RESOURCES CORP		D	3/4/2011	12/17/2012	4,943.83	3,329.23	1,614.60
100	TARGA RESOURCES CORP		D	3/4/2011	12/17/2012	4,941.83	3,329.23	1,612.60
100	TARGA RESOURCES CORP		D	3/4/2011	12/17/2012	4,940.83	3,329.23	1,611.60
100	TARGA RESOURCES CORP		D	3/4/2011	12/17/2012	4,944.93	3,329.23	1,615.70
100	TARGA RESOURCES CORP		D	3/4/2011	12/17/2012	4,937.83	3,329.23	1,608.60
100	TARGA RESOURCES CORP		D	3/4/2011	12/17/2012	4,944.83	3,329.23	1,615.60
100	TARGA RESOURCES CORP		D	3/4/2011	12/17/2012	4,944.83	3,329.23	1,615.60
100	TARGA RESOURCES CORP		D	3/4/2011	12/17/2012	4,937.83	3,329.23	1,608.60
80	TARGA RESOURCES CORP		D	3/4/2011	12/17/2012	3,951.86	2,663.39	1,288.47
100	TARGA RESOURCES CORP		D	3/4/2011	12/17/2012	4,937.83	3,329.23	1,608.60
100	TARGA RESOURCES CORP		D	3/4/2011	12/17/2012	4,939.83	3,329.23	1,610.60
100	TARGA RESOURCES CORP		D	3/4/2011	12/17/2012	4,940.83	3,329.23	1,611.60
200	TARGA RESOURCES CORP		D	3/4/2011	12/17/2012	9,883.65	6,658.47	3,225.18

Quantity	Description	How Purchased		Date Acquired	Date Sold	Proceeds	Cost	Gain/(Loss)
		P-Purchased	D-Donated					
100	TARGA RESOURCES CORP	D		3/4/2011	12/17/2012	4,939.83	3,329.23	1,610.60
300	TARGA RESOURCES CORP	D		3/4/2011	12/17/2012	14,822.48	9,987.70	4,834.78
2024.889	COLUMBIA VALUE AND RESTRUCTURING Z	P		1/4/2006	1/23/2012	96,283.47	96,000.00	283.47
6.585	COLUMBIA VALUE AND RESTRUCTURING Z	P		4/11/2006	1/23/2012	313.12	323.37	(10.25)
4.384	COLUMBIA VALUE AND RESTRUCTURING Z	P		6/27/2006	1/23/2012	208.46	203.35	5.11
5.224	COLUMBIA VALUE AND RESTRUCTURING Z	P		10/10/2006	1/23/2012	248.40	257.54	(9.14)
3.5	COLUMBIA VALUE AND RESTRUCTURING Z	P		12/19/2006	1/23/2012	166.43	183.90	(17.47)
441.628	COLUMBIA VALUE AND RESTRUCTURING Z	P		1/4/2007	1/23/2012	20,999.41	23,000.00	(2,000.59)
5.854	COLUMBIA VALUE AND RESTRUCTURING Z	P		4/10/2007	1/23/2012	278.36	326.94	(48.58)
4.926	COLUMBIA VALUE AND RESTRUCTURING Z	P		6/26/2007	1/23/2012	234.23	289.83	(55.60)
4.549	COLUMBIA VALUE AND RESTRUCTURING Z	P		9/25/2007	1/23/2012	216.30	262.68	(46.38)
22.539	COLUMBIA VALUE AND RESTRUCTURING Z	P		12/11/2007	1/23/2012	1,071.73	1,275.03	(203.30)
14.676	COLUMBIA VALUE AND RESTRUCTURING Z	P		12/18/2007	1/23/2012	697.84	811.74	(113.90)
1190.476	COLUMBIA VALUE AND RESTRUCTURING Z	P		1/8/2008	1/23/2012	56,607.13	63,000.00	(6,392.87)
4.127	COLUMBIA VALUE AND RESTRUCTURING Z	P		3/25/2008	1/23/2012	196.24	218.16	(21.92)
9.265	COLUMBIA VALUE AND RESTRUCTURING Z	P		6/26/2008	1/23/2012	440.55	519.31	(78.76)
1 432	COLUMBIA VALUE AND RESTRUCTURING Z	P		6/26/2008	1/23/2012	68.09	80.27	(12.18)
13.09	COLUMBIA VALUE AND RESTRUCTURING Z	P		9/23/2008	1/23/2012	622.43	592.31	30.12
24.183	COLUMBIA VALUE AND RESTRUCTURING Z	P		12/10/2008	1/23/2012	1,149.90	704.46	445.44
17.059	COLUMBIA VALUE AND RESTRUCTURING Z	P		3/24/2009	1/23/2012	811.16	464.35	346.81
18.337	COLUMBIA VALUE AND RESTRUCTURING Z	P		6/23/2009	1/23/2012	871.92	584.95	286.97
10.861	COLUMBIA VALUE AND RESTRUCTURING Z	P		9/22/2009	1/23/2012	516.44	443.88	72.56
15.91	COLUMBIA VALUE AND RESTRUCTURING Z	P		12/8/2009	1/23/2012	756.52	654.52	102.00
2.639	COLUMBIA VALUE AND RESTRUCTURING Z	P		3/23/2010	1/23/2012	125.48	118.00	7.48
1677.39	COLUMBIA VALUE AND RESTRUCTURING Z	P		5/10/2010	1/23/2012	79,759.90	73,000.00	6,759.90
18.218	COLUMBIA VALUE AND RESTRUCTURING Z	P		6/23/2010	1/23/2012	866.27	745.68	120.59
36.769	COLUMBIA VALUE AND RESTRUCTURING Z	P		9/22/2010	1/23/2012	1,748.37	1,583.28	165.09
18.06	COLUMBIA VALUE AND RESTRUCTURING Z	P		12/8/2010	1/23/2012	858.75	873.04	(14.29)
621.616	COLUMBIA VALUE AND RESTRUCTURING Z	P		12/28/2010	1/23/2012	29,557.84	31,000.00	(1,442.16)
Total Long-Term Capital Gains and Losses						8,039,602.51	6,376,086.89	1,663,515.62
Grand Total						8,888,414.28	7,199,847.17	1,688,567.11

The Robert L. and Barbara Zorich Family Foundation

76-0664404

2012 Form 990-PF

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Recipient Name and Address	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Person or Business Checkbox Amount
1 Adams Camp 6767 South Spruce St., Ste. 102 Centennial, CO 80112	N/A	Public Charity	Unrestricted use by Adams Camp	Person or Business 5,000.00
2 Alley Theatre 615 Texas Avenue Houston, Texas 77002	N/A	Public Charity	Unrestricted use by Alley Theatre	Person or Business 20,000.00
3 American Heart Association 10060 Buffalo Speedway Houston, Texas 77054	N/A	Public Charity	Unrestricted use by American Heart Association	Person or Business 4,500.00
4 Arrow Child and Family Ministries 2929 FM 2920 Spring, Texas 77388	N/A	Public Charity	Unrestricted use by Arrow Child and Family Ministries	Person or Business 10,000.00
5 Boy Scouts of America/Sam Houston Council 2225 N Loop W Houston, Texas 77008-1311	N/A	Public Charity	Unrestricted use by Boy Scouts of America/Sam Houston Council	Person or Business 8,333.33
6 Bridges To Life P.O. Box 19039 Houston, Texas 77224-9039	N/A	Public Charity	Unrestricted use by Bridges To Life	Person or Business 10,000.00
7 Bush Presidential Center 2943 SMU Blvd. Dallas, Texas 75205	N/A	Public Charity	Unrestricted use by Bush Presidential Center	Person or Business 25,000.00
8 CanCare 9575 Katy Freeway, Ste 428 Houston, Texas 77024	N/A	Public Charity	Unrestricted use by CanCare	Person or Business 35,000.00
9 Child Advocates 2401 Portsmouth St., Suite 210 Houston, Texas 77098	N/A	Public Charity	Unrestricted use by Child Advocates	Person or Business 10,000.00
10 Communities in School 1235 North Loop West, Suite 300 Houston, Texas 77008	N/A	Public Charity	Unrestricted use by Communities in School	Person or Business 8,333.00
11 Covenant House 1111 Lovett Blvd. Houston, Texas 77006	N/A	Public Charity	Unrestricted use by Covenant House	Person or Business 12,500.00
12 Cristo Rey Jesuit Preparatory of Houston 6700 Mount Carmel Street Houston, Texas 77087	N/A	Public Charity	Unrestricted use by Cristo Rey Jesuit Preparatory of Houston	Person or Business 10,000.00
13 Cypress Creek Cultural District 6823 Cypresswood Drive Spring, Texas 77379	N/A	Public Charity	Unrestricted use by Cypress Creek Cultural District	Person or Business 5,000.00
14 Cystic Fibrosis Foundation 50 Briar Hollow Lane, Ste 310W Houston, Texas 77027	N/A	Public Charity	Unrestricted use by Cystic Fibrosis Foundation	Person or Business 60,000.00
15 Epilepsy Foundation 2630 Fountain View Drive, Suite 210 Houston, Texas 77057	N/A	Public Charity	Unrestricted use by Epilepsy Foundation	Person or Business 4,000.00

Recipient Name and Address	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Person or Business Checkbox Amount	
				Person or Business	Amount
16 Folds of Honor Foundation 5800 N. Patriot Drive Owasso, OK 74055	N/A	Public Charity	Unrestricted use by Folds of Honor Foundation	Person or Business	X 7,500.00
17 Freedom Place 2929 FM 2920 Spring, Texas 77388	N/A	Public Charity	Unrestricted use by Freedom Place	Person or Business	X 260,000.00
18 Goodfellows P.O. Box 4260 Houston, Texas 77098	N/A	Public Charity	Unrestricted use by Goodfellows	Person or Business	X 1,000.00
19 HAY Center 1906 Cochran Street Houston, Texas 77009	N/A	Public Charity	Unrestricted use by HAY Center	Person or Business	X 2,500.00
20 Helping A Hero 5910 Rose Street Houston, Texas 77007	N/A	Public Charity	Unrestricted use by Helping A Hero	Person or Business	X 9,250.00
21 Holy Spirit Episcopal Church 12535 Perthshire Rd. Houston, Texas 77024	N/A	Public Charity	Unrestricted use by Holy Spirit Episcopal Church	Person or Business	X 110,000.00
22 Houston Baptist University 7502 Fondren Rd. Houston, Texas 77074	N/A	Public Charity	Unrestricted use by Houston Baptist University	Person or Business	X 10,000.00
23 Houston Council on Alcohol and Drugs 303 Jackson Street Houston, Texas 77007	N/A	Public Charity	Unrestricted use by Houston Council on Alcohol and Drugs	Person or Business	X 7,000.00
24 KKG Charitable Foundation P.O. Box 6770 Houston, Texas 77265-6770	N/A	Public Charity	Unrestricted use by KKG Charitable Foundation	Person or Business	X 2,500.00
25 Lord of the Streets Episcopal 3401 Fannin St. Houston, Texas 77004	N/A	Public Charity	Unrestricted use by Lord of the Streets Episcopal	Person or Business	X 5,000.00
26 Marine Corps Scholarship Foundation 909 N. Washington St., Suite 400 Alexandria, VA 22314	N/A	Public Charity	Unrestricted use by Marine Corps Scholarship Foundation	Person or Business	X 100,000.00
27 Memorial Assistance Ministries 1625 Blalock Road Houston, Texas 77080	N/A	Public Charity	Unrestricted use by Memorial Assistance Ministries	Person or Business	X 45,000.00
28 Memorial Hermann Foundation 9401 Southwest Freeway, Ste 401 Houston, Texas 77074	N/A	Public Charity	Unrestricted use by Memorial Hermann Foundation	Person or Business	X 50,000.00
29 PKD Foundation 8330 Ward Parkway, Suite 510 Kansas City, MO 64114-2000	N/A	Public Charity	Unrestricted use by PKD Foundation	Person or Business	X 2,500.00
30 Project A.L.S. 3960 Broadway, Suite 420 New York, NY 10032	N/A	Public Charity	Unrestricted use by Project A.L.S.	Person or Business	X 4,500.00

Recipient Name and Address	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Person or Business Checkbox Amount
31 Ronald McDonald House 1907 Holcombe Blvd. Houston, Texas 77030	N/A	Public Charity	Unrestricted use by Ronald McDonald House	Person or Business 10,000.00 <input checked="" type="checkbox"/>
32 Rotary Club of Houston Foundation 1291 North Post Oak Road, Suite 100 Houston, Texas 77055	N/A	Public Charity	Unrestricted use by Rotary Club of Houston Foundation	Person or Business 25,000.00 <input checked="" type="checkbox"/>
33 Sigma Chi Foundation 1714 Hinman Avenue Evanston, IL 60201-0469	N/A	Public Charity	Unrestricted use by Sigma Chi Foundation	Person or Business 10,000.00 <input checked="" type="checkbox"/>
34 Small Steps 1709 DePelchin Houston, Texas 77007	N/A	Public Charity	Unrestricted use by Small Steps	Person or Business 45,833.00 <input checked="" type="checkbox"/>
35 Spring Spirit Baseball P.O. Box 550549 Houston, Texas 77255	N/A	Public Charity	Unrestricted use by Spring Spirit Baseball	Person or Business 24,166.66 <input checked="" type="checkbox"/>
36 Star of Hope 6897 Ardmore Street Houston, Texas 77054-2307	N/A	Public Charity	Unrestricted use by Star of Hope	Person or Business 15,000.00 <input checked="" type="checkbox"/>
37 TCU Betsy Clement Memorial Scholarship Box 297045 Fort Worth, Texas 76129	N/A	Public Charity	Unrestricted use by TCU Betsy Clement Memorial Scholarship	Person or Business 1,000.00 <input checked="" type="checkbox"/>
38 Teach for America 2 Greenway Plaza, Suite 500 Houston, Texas 77046	N/A	Public Charity	Unrestricted use by Teach for America	Person or Business 10,000.00 <input checked="" type="checkbox"/>
39 Texas Children's Hospital P.O. Box 300630; MC 4-4483 Houston, Texas 77230-0630	N/A	Public Charity	Unrestricted use by Texas Children's Hospital	Person or Business 104,500.00 <input checked="" type="checkbox"/>
40 Thunderbird School 15249 North 59th Ave. Glendale, AZ 85306-6000	N/A	Public Charity	Unrestricted use by Thunderbird School	Person or Business 25,000.00 <input checked="" type="checkbox"/>
41 United Way of Greater Houston 50 Waugh Dr. Houston, Texas 77007	N/A	Public Charity	Unrestricted use by United Way of Greater Houston	Person or Business 25,000.00 <input checked="" type="checkbox"/>
42 University of California Santa Barbara Fdtn. University of California, Santa Barbara Santa Barbara, CA 93106-2013	N/A	Public Charity	Unrestricted use by University of California Santa Barbara Fdtn.	Person or Business 50,000.00 <input checked="" type="checkbox"/>
43 US Empowered / OneGoal Houston 215 W. Superior Street, Suite 700 Chicago, IL 60654	N/A	Public Charity	Unrestricted use by US Empowered / OneGoal Houston	Person or Business 25,000.00 <input checked="" type="checkbox"/>
44 Webb School of Knoxville Attn: Development Office; 9800 Webb School Dr Knoxville, TN 37923	N/A	Public Charity	Unrestricted use by Webb School of Knoxville	Person or Business 2,700.00 <input checked="" type="checkbox"/>
45 WON Heart Foundation 10 Sarah's Cove Sugar Land, Texas 77479	N/A	Public Charity	Unrestricted use by WON Heart Foundation	Person or Business 25,000.00 <input checked="" type="checkbox"/>

	Recipient Name and Address	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Person or Business Checkbox	Amount
46	WorkFaith Connection 1500 North Post Oak Rd., Ste 150 Houston, Texas 77055	N/A	Public Charity	Unrestricted use by WorkFaith Connection	Person or Business	<input type="checkbox"/> X 35,000.00
47	Young Life 900 Town and Country Ln, Ste 302 Houston, Texas 77024-2226	N/A	Public Charity	Unrestricted use by Young Life	Person or Business	<input type="checkbox"/> X 5,000.00
48	Youth Hope Association 7660 Woodway Dr., Suite 590 Houston, Texas 77063-6502	N/A	Public Charity	Unrestricted use by Youth Hope Association	Person or Business	<input type="checkbox"/> X 5,000.00
Total						<u>1,287,615.99</u>