Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2012

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

Gary and Barbara Marsella Family Foundation
5132 North Palm Avenue #58
Fresno, CA 93704

A Employer identification number: 77-0442482

B Telephone number (see the instructions): (559) 435-0852

C If exemption application is pending, check here ☐

D 1 Foreign organizations, check here ☐

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

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

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

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

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

I Fair market value of all assets at end of year *(from Part II, column (c), line 16)* ► $ 795,575.

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

Part I **Analysis of Revenue and Expenses** *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))*	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
REVENUE 1 Contributions, gifts, grants, etc, received (att sch)	159,869.			
2 Ck ► ☐ if the foundn is **not** req to att Sch B				
3 Interest on savings and temporary cash investments	2,476.	2,476.	2,476.	
4 Dividends and interest from securities	12,738.	12,738.	12,738.	
5a Gross rents				
b Net rental income or (loss)				
6a Net gain/(loss) from sale of assets not on line 10	13,286.			
b Gross sales price for all assets on line 6a 370,594.				
7 Capital gain net income (from Part IV, line 2)		13,777.		
8 Net short-term capital gain			0.	
9 Income modifications				
10a Gross sales less returns and allowances				
b Less Cost of goods sold				
c Gross profit/(loss) (att sch)				
11 Other income (attach schedule) See Statement 1	120.			
12 **Total.** Add lines 1 through 11	188,489.	28,991.	15,214.	
ADMINISTRATIVE OPERATING AND EXPENSES 13 Compensation of officers, directors, trustees, etc	0.			
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees (attach schedule)				
b Accounting fees (attach sch) See St 2	3,760.	560.		3,200.
c Other prof fees (attach sch)				
17 Interest	121.	121.		
18 Taxes (attach schedule)(see instrs) See Stm 3	441.	441.		
19 Depreciation (attach sch) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule) See Statement 4	4,017.	3,982.		35.
24 **Total operating and administrative expenses.** Add lines 13 through 23	8,339.	5,104.		3,235.
25 Contributions, gifts, grants paid Part XV	41,000.			41,000.
26 **Total expenses and disbursements.** Add lines 24 and 25	49,339.	5,104.	0.	44,235.
27 Subtract line 26 from line 12:				
a **Excess of revenue over expenses and disbursements**	139,150.			
b **Net investment income** (if negative, enter -0-)		23,887.		
c **Adjusted net income** (if negative, enter -0-)			15,214.	

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Part II **Balance Sheets**	Attached schedules and amounts in the description column should be for end of-year amounts only (See instructions)	Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
ASSETS 1	Cash – non-interest-bearing			
2	Savings and temporary cash investments	45,026.	32,575.	32,575.
3	Accounts receivable ►			
	Less allowance for doubtful accounts ►	31.		
4	Pledges receivable ►			
	Less allowance for doubtful accounts ►			
5	Grants receivable			
6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
7	Other notes and loans receivable (attach sch) ►			
	Less allowance for doubtful accounts ►			
8	Inventories for sale or use			
9	Prepaid expenses and deferred charges			
10a	Investments – U S. and state government obligations (attach schedule) Statement 5	38,324.	31,959.	32,608.
b	Investments – corporate stock (attach schedule)			
c	Investments – corporate bonds (attach schedule) Statement 6	35,497.	14,175.	14,481.
11	Investments – land, buildings, and equipment basis ►			
	Less accumulated depreciation (attach schedule) ►			
12	Investments – mortgage loans			
13	Investments – other (attach schedule) Statement 7	451,426.	630,501.	715,911.
14	Land, buildings, and equipment basis ►			
	Less accumulated depreciation (attach schedule) ►			
15	Other assets (describe ►)	1.		
16	**Total assets** (to be completed by all filers – see the instructions Also, see page 1, item I)	570,305.	709,210.	795,575.
LIABILITIES 17	Accounts payable and accrued expenses	245.		
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)	245.	0.	
NET ASSETS OR FUND BALANCES	**Foundations that follow SFAS 117, check here ► ☐ and complete lines 24 through 26 and lines 30 and 31.**			
24	Unrestricted			
25	Temporarily restricted			
26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ► X and complete lines 27 through 31.			
27	Capital stock, trust principal, or current funds	570,060.	709,210.	
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)	570,060.	709,210.	
31	**Total liabilities and net assets/fund balances** (see instructions)	570,305.	709,210.	

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	570,060.
2	Enter amount from Part I, line 27a	2	139,150.
3	Other increases not included in line 2 (itemize) ►	3	
4	Add lines 1, 2, and 3	4	709,210.
5	Decreases not included in line 2 (itemize) ►	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 30	6	709,210.

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 8			
b				
c				
d				
e				

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

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

2	Capital gain net income or (net capital loss) — If gain, also enter in Part I, line 7; If (loss), enter -0- in Part I, line 7	2	13,777.
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	-20.

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	39,735.	636,896.	0.062389
2010	37,730.	630,919.	0.059802
2009	39,449.	497,324.	0.079323
2008	41,616.	634,343.	0.065605
2007	39,121.	719,602.	0.054365

2	**Total** of line 1, column (d)	2	0.321484
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	0.064297
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	646,520.
5	Multiply line 4 by line 3	5	41,569.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	239.
7	Add lines 5 and 6	7	41,808.
8	Enter qualifying distributions from Part XII, line 4	8	44,235.

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

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

1 a	Exempt operating foundations described in section 4940(d)(2), check here ▶ [ ] and enter 'N/A' on line 1. Date of ruling or determination letter. ________ (attach copy of letter if necessary – see instrs)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ [X] and enter 1% of Part I, line 27b.	1	239.
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	239.
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	239.
6	Credits/Payments:		
a	2012 estimated tax pmts and 2011 overpayment credited to 2012 — 6a: 360.		
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	360.
8	Enter any **penalty** for underpayment of estimated tax Check here [ ] if Form 2220 is attached	8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	0.
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	121.
11	Enter the amount of line 10 to be **Credited to 2013 estimated tax** ▶ 121. **Refunded** ▶	11	0.

Part VII-A Statements Regarding Activities

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

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

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

Website address ► N/A

14 The books are in care of ► Gary Marsella Telephone no ► (559) 435-0852

Located at ► 5059 N. Van Ness Blvd. Fresno CA ZIP + 4 ► 93711

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

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

			Yes	No
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for Form TD F 90-22 1 If 'Yes,' enter the name of the foreign country ►			

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

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

			Yes	No
1 a	During the year did the foundation (either directly or indirectly).			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check 'No' if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☒ No			
b	If any answer is 'Yes' to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1 b	N/A	
	Organizations relying on a current notice regarding disaster assistance check here ► ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?	1 c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)).			
a	At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? ☐ Yes ☒ No If 'Yes,' list the years ► 20__ , 20__ , 20__ , 20__			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer 'No' and attach statement – see instructions)	2 b	N/A	
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ► 20__ , 20__ , 20__ , 20__			
3 a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If 'Yes,' did it have excess business holdings in 2012 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012.)*	3 b	N/A	
4 a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4 a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?	4 b		X

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

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

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

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

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

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

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

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

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

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

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

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** X

If 'Yes' to 6b, file Form 8870

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

b If 'Yes,' did the foundation receive any proceeds or have any net income attributable to the transaction? N/A **7b**

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Gary Marsella 5132 N. Palm Ave. #58 Fresno, CA 93704	President 0.25	0.	0.	0.
Deborah Mc Cann 5059 N. Van Ness Blvd. Fresno, CA 93711	Director 0.25	0.	0.	0.
Barbara Marsella 5132 N. Palm Ave. #58 Fresno, CA 93704	Director 4.00	0.	0.	0.
Al Mollo 5059 N. Van Ness Blvd. Fresno, CA 93711	Director 0.25	0.	0.	0.

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

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

Total number of other employees paid over $50,000 ► 0

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors *(continued)*

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter 'NONE.'

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
None		
Total number of others receiving over $50,000 for professional services ►		0

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 N/A	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	
2	
All other program-related investments See instructions. 3	
Total. Add lines 1 through 3 ►	0.

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	618,542.
b	Average of monthly cash balances	1b	37,823.
c	Fair market value of all other assets (see instructions)	1c	
d	**Total** (add lines 1a, b, and c)	1d	656,365.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) — 1e: 0.		
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	656,365.
4	Cash deemed held for charitable activities Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	9,845.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	646,520.
6	**Minimum investment return.** Enter 5% of line 5	6	32,326.

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	32,326.
2a	Tax on investment income for 2012 from Part VI, line 5 — 2a: 239.		
b	Income tax for 2012 (This does not include the tax from Part VI) — 2b:		
c	Add lines 2a and 2b	2c	239.
3	Distributable amount before adjustments Subtract line 2c from line 1	3	32,087.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	32,087.
6	Deduction from distributable amount (see instructions)	6	
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	32,087.

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	44,235.
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	44,235.
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	239.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	43,996.

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					32,087.
2 Undistributed income, if any, as of the end of 2012.					
a Enter amount for 2011 only				0.	
b Total for prior years: 20 __, 20 __, 20 __			0.		
3 Excess distributions carryover, if any, to 2012:					
a From 2007	6,978.				
b From 2008	10,197.				
c From 2009	14,775.				
d From 2010	6,729.				
e From 2011	8,237.				
f **Total** of lines 3a through e		46,916.			
4 Qualifying distributions for 2012 from Part XII, line 4. ► $ 44,235.					
a Applied to 2011, but not more than line 2a				0.	
b Applied to undistributed income of prior years (Election required – see instructions)			0.		
c Treated as distributions out of corpus (Election required – see instructions)		0.			
d Applied to 2012 distributable amount					32,087.
e Remaining amount distributed out of corpus		12,148.			
5 Excess distributions carryover applied to 2012 *(If an amount appears in column (d), the same amount must be shown in column (a).)*		0.			0.
6 **Enter the net total of each column as indicated below:**					
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5		59,064.			
b Prior years' undistributed income. Subtract line 4b from line 2b			0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed			0.		
d Subtract line 6c from line 6b. Taxable amount – see instructions			0.		
e Undistributed income for 2011. Subtract line 4a from line 2a. Taxable amount – see instructions				0.	
f Undistributed income for 2012. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013					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)		0.			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)		6,978.			
9 **Excess distributions carryover to 2013.** Subtract lines 7 and 8 from line 6a		52,086.			
10 Analysis of line 9					
a Excess from 2008	10,197.				
b Excess from 2009	14,775.				
c Excess from 2010	6,729.				
d Excess from 2011	8,237.				
e Excess from 2012	12,148.				

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

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

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

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

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

1 **Information Regarding Foundation Managers:**

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

None

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

None

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

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

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

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

c Any submission deadlines

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
See Statement 10				
Total			► 3a	41,000.
b Approved for future payment				
Total			► 3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	2,476.	
4 Dividends and interest from securities			14	12,738.	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income			14	120.	
8 Gain or (loss) from sales of assets other than inventory			14	13,450.	-164.
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue					
a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)				28,784.	-164.

13 **Total.** Add line 12, columns (b), (d), and (e) 13 28,620.

(See worksheet in line 13 instructions to verify calculations.)

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

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

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

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

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

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

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

b If 'Yes,' complete the following schedule

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

Sign Here

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

Barbara Marsella | 4-23-13 | Secretary

Signature of officer or trustee | Date | Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☒ if self employed	PTIN
PATRICIA A. TOWNE, C.P.A.	Patricia A Towne PATRICIA A. TOWNE, C.P.A.	4/22/13		P01209360

Firm's name ► Patricia A. Towne, CPA — Firm's EIN ► 77-0313483

Firm's address ► 2848 North Wishon Avenue Fresno, CA 93704-5571 — Phone no (559) 244-5195

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

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

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

OMB No 1545-0047

2012

Name of the organization Gary and Barbara Marsella Family Foundation

Employer identification number 77-0442482

Organization type (check one)

Filers of:	**Section:**
Form 990 or 990-EZ	☐ 501(c)(____) (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	☐ 527 political organization
Form 990-PF	☒ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 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)

Name of organization: Gary and Barbara Marsella Family

Employer identification number: 77-0442482

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	Gary and Barbara Marsella 5132 N. Palm Ave., #58 Fresno, CA 93704	$ 50,000.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
2	Gary and Barbara Marsella 5132 N. Palm Ave., #58 Fresno, CA 93704	$ 10,000.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
3	Gary and Barbara Marsella 5132 N. Palm Ave., #58 Fresno, CA 93704	$ 30,222.	Person [ ] Payroll [ ] Noncash [X] (Complete Part II if there is a noncash contribution.)
4	Gary and Barbara Marsella 5132 N. Palm Ave., #58 Fresno, CA 93704	$ 30,081.	Person [ ] Payroll [ ] Noncash [X] (Complete Part II if there is a noncash contribution.)
5	Gary and Barbara Marsella 5132 N. Palm Ave., #58 Fresno, CA 93704	$ 30,618.	Person [ ] Payroll [ ] Noncash [X] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)

Name of organization: Gary and Barbara Marsella Family

Employer identification number: 77-0442482

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
3	730 shares of Allstate Corporation	$ 30,222.	12/10/12
4	1,520 shares of Cisco Systems, Inc.	$ 30,081.	12/10/12
5	1,800 shares of Morgan Stanley	$ 30,618.	12/10/12
		$	
		$	
		$	

Name of organization
Gary and Barbara Marsella Family

Employer identification number
77-0442482

Part III ***Exclusively*** **religious, charitable, etc, individual contributions to section 501(c)(7), (8) or (10) organizations that total more than $1,000 for the year.** Complete columns (a) through (e) and the following line entry.
For organizations completing Part III, enter total of *exclusively* religious, charitable, etc, contributions of **$1,000 or less** for the year. (Enter this information once. See instructions) ► $ N/A
Use duplicate copies of Part III if additional space is needed

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	N/A		

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

Statement 1
Form 990-PF, Part I, Line 11
Other Income

	(a) Revenue per Books	(b) Net Investment Income	(c) Adjusted Net Income
Other Investment Income	$ 120.		
Total	$ 120.	$ 0.	$ 0.

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

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Accounting Fees	$ 3,760.	$ 560.		$ 3,200.
Total	$ 3,760.	$ 560.	$ 0.	$ 3,200.

Statement 3
Form 990-PF, Part I, Line 18
Taxes

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Federal Excise Tax Based on Income	$ 147.	$ 147.		
Foreign Taxes Paid	294.	294.		
Total	$ 441.	$ 441.	$ 0.	$ 0.

Statement 4
Form 990-PF, Part I, Line 23
Other Expenses

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Filing fees	$ 35.			$ 35.
Investment Expenses	131.	$ 131.		
Investment Service Fees	3,851.	3,851.		
Total	$ 4,017.	$ 3,982.	$ 0.	$ 35.

Statement 5
Form 990-PF, Part II, Line 10a
Investments - U.S. and State Government Obligations

U.S. Government Obligations	Valuation Method	Book Value	Fair Market Value
Statement 5A - Treasury Securities	Cost	$ 26,413.	$ 26,672.
Statement 5B - Federal Agencies	Cost	5,546.	5,936.
		$ 31,959.	$ 32,608.
	Total	$ 31,959.	$ 32,608.

Statement 6
Form 990-PF, Part II, Line 10c
Investments - Corporate Bonds

Corporate Bonds	Valuation Method	Book Value	Fair Market Value
Statement 6B - Corporate Bonds	Cost	$ 14,175.	$ 14,481.
	Total	$ 14,175.	$ 14,481.

Statement 7
Form 990-PF, Part II, Line 13
Investments - Other

Other Publicly Traded Securities	Valuation Method	Book Value	Fair Market Value
Statement 7A - Publicly Traded Stocks	Cost	$ 145,164.	$ 158,614.
Statement 7B - Publicly Traded Stocks	Cost	109,250.	110,119.
Statement 7C - Publicly Traded Stocks	Cost	248,553.	313,843.
Statement 7D - Publicly Traded Stocks	Cost	64,093.	68,111.
Statement 7E - Mutual Funds	Cost	41,894.	42,459.
Allianceber Corporate Income Shares	Cost	21,547.	22,765.
	Total	$ 630,501.	$ 715,911.

Statement 8
Form 990-PF, Part IV, Line 1
Capital Gains and Losses for Tax on Investment Income

Item	(a) Description	(b) How Acquired	(c) Date Acquired	(d) Date Sold
1	2 Air Prod & Chem Inc	Purchased	4/12/2011	1/11/2012
2	25 Akamai Technologies Inc	Purchased	11/03/2011	7/18/2012
3	4 Amazon Com Inc	Purchased	Various	Various
4	10 American Express Co	Purchased	9/28/2011	Various
5	27 Barrick Gold Corp	Purchased	Various	11/02/2012
6	12 Burberry Group PLC Spons ADR	Purchased	Various	Various
7	85 Citigroup, Inc	Purchased	Various	Various

Statement 8 (continued)
Form 990-PF, Part IV, Line 1
Capital Gains and Losses for Tax on Investment Income

Item	(a) Description	(b) How Acquired	(c) Date Acquired	(d) Date Sold
8	21 Citrix Systems Inc	Purchased	Various	7/27/2012
9	5 CME Group Inc	Purchased	Various	1/09/2012
10	4 Denbury Resources Inc	Purchased	3/14/2011	3/08/2012
11	91 Dow Chemical Co	Purchased	Various	Various
12	18 Equinix Inc	Purchased	Various	Various
13	4 Estee Lauder Co Inc	Purchased	2/03/2012	10/24/2012
14	22 F5 Networks Inc	Purchased	Various	Various
15	36 Goldcorp Inc	Purchased	Various	Various
16	4 Goldman Sachs Group Inc	Purchased	1/18/2012	4/18/2012
17	3 Google Inc	Purchased	Various	Various
18	88 Halliburton Co	Purchased	Various	Various
19	19 Illumina Inc	Purchased	Various	1/30/2012
20	42 Interpublic Group of Cos Inc	Purchased	Various	1/20/2012
21	43 Johnson Controls Incorporated	Purchased	Various	2/29/2012
22	126 JPMorgan Chase & Co	Purchased	Various	Various
23	139 Juniper Networks	Purchased	Various	Various
24	37 Kinder Morgan Incorp	Purchased	Various	Various
25	11 Laboratory CP American Holdings	Purchased	Various	10/26/2012
26	25 Linkedin Corp	Purchased	Various	Various
27	23 Mercadolibre Inc	Purchased	Various	5/31/2012
28	149 Nabors Industries Ltd	Purchased	Various	5/23/2012
29	38 Netapp Inc	Purchased	Various	3/08/2012
30	38 Novartis Ag Adr	Purchased	Various	5/09/2012
31	13 Occidental Petroleum Corp	Purchased	Various	10/25/2012
32	55 Rackspace Hosting Inc	Purchased	Various	Various
33	10 Roche Holdings Adr	Purchased	5/09/2012	7/13/2012
34	2 Salesforce.com, Inc	Purchased	12/15/2011	11/28/2012
35	8 Schlumberger Ltd	Purchased	Various	3/16/2012
36	31 Shaw Group Incorporated	Purchased	Various	6/06/2012
37	12 Thermo Fisher Scientific Inc	Purchased	Various	9/19/2012
38	20 Toyota Motor CP Adr	Purchased	Various	Various
39	81 Wells Fargo & Co	Purchased	Various	Various
40	2 Weyerhaeuser Co	Purchased	6/06/2011	6/05/2012
41	1,000 JP Morgan Chase	Purchased	4/12/2011	1/17/2012
42	1,000 US Treasury Bond	Purchased	5/03/2012	8/01/2012
43	5,000 US Treasury Note	Purchased	Various	Various
44	2,000 US Treasury Note	Purchased	Various	Various
45	1,000 US Treasury Note	Purchased	3/03/2011	1/17/2012
46	1,000 US Treasury Note	Purchased	2/01/2012	3/14/2012
47	1,000 US Treasury Note	Purchased	8/31/2011	1/17/2012
48	1,000 US Treasury Note	Purchased	11/30/2011	1/17/2012
49	12 Akamai Technologies Inc	Purchased	11/03/2011	12/17/2012
50	4 Amazon Com Inc	Purchased	Various	Various
51	3 Apple Inc	Purchased	Various	Various
52	20 Babcock & Wilcox Company	Purchased	3/18/2011	10/24/2012
53	26 Barrick Gold Corp	Purchased	Various	11/02/2012
54	5 Cameco Corp	Purchased	3/14/2011	5/14/2012
55	60 CTrip.com International Ltd	Purchased	Various	Various
56	1 Deere & Co	Purchased	4/12/2011	7/18/2012
57	40 Denbury Resources Inc	Purchased	Various	11/06/2012
58	3 EOG Resources Inc	Purchased	6/01/2011	11/06/2012
59	4 Equinix Inc	Purchased	1/04/2011	Various
60	14 Estee Lauder Co Inc	Purchased	Various	Various
61	12 Goldcorp Inc	Purchased	8/22/2011	10/16/2012
62	24 Halliburton Co	Purchased	Various	Various
63	8 Illumina Inc	Purchased	Various	10/09/2012

Statement 8 (continued)
Form 990-PF, Part IV, Line 1
Capital Gains and Losses for Tax on Investment Income

Item	(a) Description	(b) How Acquired	(c) Date Acquired	(d) Date Sold
64	8 Intercontinentalexchange, Inc	Purchased	Various	Various
65	15 Kinder Morgan Incorp	Purchased	2/16/2011	Various
66	31 Laboratory CP American Holdings	Purchased	Various	Various
67	8 Monsanto Co	Purchased	4/11/2011	Various
68	5 Nabors Industries Ltd	Purchased	4/12/2011	5/23/2012
69	1 Netapp Inc	Purchased	2/18/2011	3/08/2012
70	3 Noble Energy Inc	Purchased	2/28/2011	12/18/2012
71	43 Nvidia Corporation	Purchased	Various	8/24/2012
72	6 Occidental Petroleum Corp	Purchased	Various	10/25/2012
73	8 Red Hat Inc	Purchased	2/24/2011	Various
74	10 Salesforce.com, Inc	Purchased	Various	Various
75	61 Shaw Group Incorporated	Purchased	Various	Various
76	15 Thermo Fisher Scientific Inc	Purchased	Various	9/19/2012
77	11 Toyota Motor CP Adr	Purchased	Various	Various
78	23 Wells Fargo & Co	Purchased	Various	10/16/2012
79	22 Weyerhaeuser Co	Purchased	Various	9/28/2012
80	15 Air Prod & Chem Inc	Purchased	Various	1/11/2012
81	11 Amazon Com Inc	Purchased	Various	Various
82	127 Apollo Global Mgmt LLC	Purchased	Various	Various
83	6 Apple Inc	Purchased	Various	Various
84	39 Babcock & Wilcox Company	Purchased	Various	Various
85	41 Barrick Gold Corp	Purchased	Various	Various
86	39 Cameco Corp	Purchased	Various	Various
87	4 CME Group Inc	Purchased	Various	Various
88	1,000 Conocophillips	Purchased	6/19/2008	1/17/2012
89	8 Cummins Inc	Purchased	Various	Various
90	15 Deere & Co	Purchased	Various	Various
91	68 Denbury Resources Inc	Purchased	Various	Various
92	4 EOG Resources Inc	Purchased	Various	11/06/2012
93	7 Equinix Inc	Purchased	Various	Various
94	4 Estee Lauder Co Inc	Purchased	11/23/2010	10/18/2012
95	1,000 FNMA	Purchased	3/17/2008	1/17/2012
96	1,000 GECC	Purchased	10/03/2007	1/17/2012
97	1,000 General Dynamics	Purchased	10/03/2007	1/17/2012
98	48 Illumina Inc	Purchased	Various	Various
99	3 Intercontinentalexchange, Inc	Purchased	Various	6/18/2012
100	75 Interpublic Group of Cos Inc	Purchased	Various	1/20/2012
101	19 Intuit Inc	Purchased	Various	Various
102	1,000 JPMorgan Chase & Co	Purchased	6/19/2008	1/17/2012
103	48 Johnson Controls Incorporated	Purchased	Various	Various
104	46 Juniper Networks	Purchased	Various	Various
105	8 Monsanto Co	Purchased	Various	Various
106	21 Nabors Industries Ltd	Purchased	8/06/2010	5/23/2012
107	7 Noble Energy Inc	Purchased	Various	Various
108	8 Occidental Petroleum Corp	Purchased	4/06/2010	10/25/2012
109	28 Qualcomm Inc	Purchased	Various	Various
110	6 Red Hat Inc	Purchased	3/25/2010	4/17/2012
111	7 Salesforce.com, Inc	Purchased	Various	Various
112	20 Schlumberger Ltd	Purchased	Various	Various
113	20 Shaw Group Incorporated	Purchased	Various	4/25/2012
114	1,000 US Bancorp TLGP	Purchased	3/13/2009	3/13/2012
115	4,000 US Treasury Bond	Purchased	Various	Various
116	3,000 US Treasury Note	Purchased	Various	1/17/2012
117	6,000 US Treasury Note	Purchased	2/04/2010	1/17/2012
118	9,000 US Treasury Note	Purchased	Various	Various
119	1,000 Verizon Global	Purchased	6/19/2008	1/17/2012

Statement 8 (continued)
Form 990-PF, Part IV, Line 1
Capital Gains and Losses for Tax on Investment Income

Item	(a) Description	(b) How Acquired	(c) Date Acquired	(d) Date Sold
120	1,000 Wal Mart Stores Inc	Purchased	6/19/2008	1/17/2012
121	27 Walt Disney Co Holdings Co	Purchased	Various	Various
122	120 Weyerhaeuser Co	Purchased	Various	Various
123	87 First Trust Ise Revere Nat Gas	Purchased	Various	12/18/2012
124	37 First Trust Bick Index Fund	Purchased	Various	5/17/2012
125	27 First Trust Fncl Alpadex ETF	Purchased	5/04/2012	5/17/2012
126	59 Ishares Barclay Short Treas	Purchased	Various	11/07/2012
127	7 Ishares DJ US Fin Svc Comp	Purchased	5/04/2012	5/17/2012
128	16 Ishares Msci Asia Ex-Japan	Purchased	Various	5/17/2012
129	42 Ishares Msci Canada Index Fd	Purchased	Various	5/17/2012
130	20 Ishares Msci Eafe Fund	Purchased	Various	5/17/2012
131	16 Ishare Msci Growth Index Fund	Purchased	Various	5/17/2012
132	19 Ishare Msci Singapore Index Fund	Purchased	5/04/2012	5/17/2012
133	61.622 JP Morgan Hibrg Dyn Comm Strt	Purchased	Various	12/07/2012
134	6.121 JP Morgan Income Builder A	Purchased	3/02/2012	5/17/2012
135	36 Nuveen Global Vle Opportunity Fund	Purchased	Various	12/18/2012
136	9 Templeton Dragon Fund	Purchased	5/04/2012	5/17/2012
137	22.674 Virtus Multi Sect Short Term Bd	Purchased	3/02/2012	5/17/2012
138	7.371 Dreyfus Intl Bond	Purchased	6/16/2011	5/17/2012
139	58 First Trust Consumer Discret	Purchased	8/03/2011	Various
140	15 First Trust Engy Alphadex Etf	Purchased	7/26/2011	5/17/2012
141	96 First Trust Fncl Alpadex ETF	Purchased	7/26/2011	Various
142	6 First Trust Tech Alpha Etf	Purchased	8/03/2011	5/17/2012
143	1 Ishares Barclay Short Treas	Purchased	5/31/2011	3/02/2012
144	25 Ishares DJ US Fin Svc Comp	Purchased	7/26/2011	5/17/2012
145	1 Ishares High Divid Eq Fund ETF	Purchased	7/26/2011	3/02/2012
146	6.712 JP Morgan Hibrg Dyn Comm Strt	Purchased	Various	12/07/2012
147	7.237 Prudential Short Term Corp Bd	Purchased	10/13/2011	5/17/2012
148	Frac SPDR Gold Trust Gold Shares	Purchased	Various	Various
149	74 Blackrock Intl Grrowth & Inc Tr	Purchased	Various	2/28/2012
150	50.932 Blackrock Srategic Inc Opp	Purchased	8/10/2010	Various
151	127 First Trust Ise Revere Nat Gas	Purchased	Various	Various
152	65 First Trst Hlth Care Alpha Etf	Purchased	12/03/2008	Various
153	59 First Trust Bick Index Fund	Purchased	Various	5/17/2012
154	88 First Trust Consmr Staples Etf	Purchased	12/03/2008	Various
155	104 First Trust Engy Alphadex Etf	Purchased	3/10/2009	5/17/2012
156	66 First Trust Mtrls Alphadex Etf	Purchased	1/05/2009	5/17/2012
157	107 First Trust Tech Alpha Etf	Purchased	5/12/2009	Various
158	104 First Trust Utilities Alphadex ETF	Purchased	12/03/2008	Various
159	46 FT FTSE EPRA/NAREIT Real Estate	Purchased	11/09/2010	5/17/2012
160	42 Ishares Barclay Short Treas	Purchased	Various	Various
161	23 Ishares Dj Us Indl Sctr	Purchased	2/03/2009	5/17/2012
162	38 Ishares Msci Asia Ex-Japan	Purchased	Various	5/17/2012
163	76 Ishares Msci Canada Index Fd	Purchased	Various	5/17/2012
164	38 Ishares Msci Eafe Fund	Purchased	Various	5/17/2012
165	37 Ishares Msci Growth Index Fund	Purchased	Various	5/17/2012
166	59 Ishares Msci Singapore Index Fund	Purchased	Various	5/17/2012
167	4 Ishares Trust DJ Select	Purchased	11/25/2009	3/02/2012
168	129.87 JP Morgan Hibrg Dyn Comm Strt	Purchased	Various	12/07/2012
169	46 Nuveen Global Vle Opportunity Fund	Purchased	9/11/2009	12/18/2012
170	265.381 Pimco Unconstrained Bond	Purchased	9/30/2009	Various
171	1,003.934 Prudential Jennison Mkt Nuet Z	Purchased	Various	Various
172	27 Templeton Dragon Fund	Purchased	Various	5/17/2012
173	17 Vanguard Msci Emerging Markets	Purchased	Various	3/02/2012
174	5 Chevron Corporation	Purchased	5/01/2012	12/21/2012
175	55 Cisco Systems, Inc	Purchased	5/01/2012	12/12/2012

Statement 8 (continued)
Form 990-PF, Part IV, Line 1
Capital Gains and Losses for Tax on Investment Income

Item	(a) Description	(b) How Acquired	(c) Date Acquired	(d) Date Sold
176	1 Google Inc	Purchased	5/01/2012	10/08/2012
177	25 Microsoft Corp	Purchased	5/01/2012	5/30/2012
178	140 Staples Inc	Purchased	5/01/2012	9/20/2012
179	10 Wal Mart Stores Inc	Purchased	5/01/2012	5/29/2012
180	20 Wells Fargo & Co	Purchased	5/01/2012	5/30/2012
181	35 Agrium Inc	Purchased	12/29/2008	5/01/2012
182	40 AXA ADS	Purchased	Various	5/01/2012
183	40 BASF Se Sp Adr	Purchased	Various	5/01/2012
184	70 BHP Billiton Ltd	Purchased	Various	5/01/2012
185	30 British Amer TOB Spon Adr	Purchased	Various	5/01/2012
186	40 Brookfield Asset Mgnt Class A Ltd	Purchased	Various	5/01/2012
187	20 Bunge Ltd	Purchased	12/29/2008	5/01/2012
188	40 Canadian Natl Railway Co	Purchased	Various	5/01/2012
189	50 Canadian Natural Resources Ltd	Purchased	Various	5/01/2012
190	60 CDN Pacific Ry Ltd	Purchased	Various	5/01/2012
191	60 Cooper Industries Plc Class A	Purchased	Various	5/01/2012
192	20 Core Laboratories	Purchased	Various	5/01/2012
193	30 Diago Plc Spon Adr	Purchased	Various	5/01/2012
194	40 Ensign Energy Services Ord	Purchased	Various	5/01/2012
195	6 Fibria Cellulose SA-Spon Adr	Purchased	11/30/2009	5/01/2012
196	10 Finning Intl Inc	Purchased	12/20/2010	5/01/2012
197	45 Foster Wheeler Ag	Purchased	12/29/2008	5/01/2012
198	100 Ingersol-Rand Plc	Purchased	Various	5/01/2012
199	40 Manualife Financial Corp	Purchased	Various	5/01/2012
200	265 Nabors Industries Ltd	Purchased	Various	5/01/2012
201	97 Nestle Spon Adr Rep Reg	Purchased	Various	5/01/2012
202	145 Noble Corp	Purchased	Various	5/01/2012
203	40 Novartis Ag Adr	Purchased	Various	5/01/2012
204	10 Partnerre Holdings	Purchased	10/09/2007	5/01/2012
205	105 Potash Cp of Saskatchewan Inc.	Purchased	Various	5/01/2012
206	100 Rio Tinto PLC Spon ADR	Purchased	Various	5/01/2012
207	75 Schlumberger Ltd	Purchased	Various	5/01/2012
208	105 Suncor Energy Inc	Purchased	Various	5/01/2012
209	25 Syngenta Ag Adr	Purchased	12/29/2008	5/01/2012
210	55 Talisman Energy Inc	Purchased	Various	5/01/2012
211	40 Teck Resources Ltd	Purchased	10/09/2007	5/01/2012
212	75 Tenaris S A	Purchased	10/09/2007	5/01/2012
213	67 Transocean Ltd	Purchased	Various	5/01/2012
214	10 Trican Well Services Co Ltd	Purchased	10/09/2007	5/01/2012
215	116 UBS AG	Purchased	Various	5/01/2012
216	130 Vale S A	Purchased	Various	5/01/2012
217	270 Weatherford International Ltd	Purchased	Various	5/01/2012
218	5 Yara Intl Asa Spons Adr	Purchased	10/09/2007	5/01/2012
219	frac SPDR Gold Trust Gold Shares	Purchased	Various	Various
220	200 BAC Capital Trust	Purchased	7/26/2006	5/23/2012
221	333 Bank One Capital Trust	Purchased	9/21/2001	4/03/2012
222	300 Dow Chemical Co	Purchased	8/10/2006	9/11/2012
223	50 Netflix Inc	Purchased	8/31/2010	2/08/2012
224	Capital Gain Dividends			
224	Wash Sale			

Item	(e) Gross Sales	(f) Deprec. Allowed	(g) Cost Basis	(h) Gain (Loss)	(i) FMV 12/31/69	(j) Adj. Bas. 12/31/69	(k) Excess (i)-(j)	(l) Gain (Loss)
1	174.		180.	-6.				$ -6.

Statement 8 (continued)
Form 990-PF, Part IV, Line 1
Capital Gains and Losses for Tax on Investment Income

Item	(e) Gross Sales	(f) Deprec. Allowed	(g) Cost Basis	(h) Gain (Loss)	(i) FMV 12/31/69	(j) Adj. Bas. 12/31/69	(k) Excess (i)-(j)	(l) Gain (Loss)
2	748.		731.	17.				$ 17.
3	1,013.		743.	270.				270.
4	591.		473.	118.				118.
5	965.		990.	-25.				-25.
6	495.		565.	-70.				-70.
7	2,324.		2,390.	-66.				-66.
8	1,573.		1,636.	-63.				-63.
9	1,142.		1,343.	-201.				-201.
10	77.		91.	-14.				-14.
11	2,867.		3,068.	-201.				-201.
12	2,422.		1,630.	792.				792.
13	249.		228.	21.				21.
14	2,344.		2,491.	-147.				-147.
15	1,660.		1,807.	-147.				-147.
16	462.		420.	42.				42.
17	1,882.		1,753.	129.				129.
18	3,027.		3,588.	-561.				-561.
19	978.		1,030.	-52.				-52.
20	445.		409.	36.				36.
21	1,413.		1,540.	-127.				-127.
22	4,876.		4,134.	742.				742.
23	2,690.		3,500.	-810.				-810.
24	1,267.		1,059.	208.				208.
25	936.		977.	-41.				-41.
26	2,773.		1,937.	836.				836.
27	1,616.		2,059.	-443.				-443.
28	2,125.		2,736.	-611.				-611.
29	1,591.		1,395.	196.				196.
30	2,025.		2,145.	-120.				-120.
31	1,061.		1,166.	-105.				-105.
32	3,321.		2,987.	334.				334.
33	426.		424.	2.				2.
34	313.		214.	99.				99.
35	607.		593.	14.				14.
36	797.		665.	132.				132.
37	720.		594.	126.				126.
38	1,537.		1,459.	78.				78.
39	2,518.		2,127.	391.				391.
40	39.		41.	-2.				-2.
41	1,041.		1,038.	3.				3.
42	1,368.		1,253.	115.				115.
43	5,000.		5,010.	-10.				-10.
44	2,028.		2,007.	21.				21.
45	1,028.		965.	63.				63.
46	983.		1,015.	-32.				-32.
47	1,079.		1,045.	34.				34.
48	1,163.		1,142.	21.				21.
49	471.		351.	120.				120.
50	999.		762.	237.				237.
51	1,772.		1,050.	722.				722.
52	499.		611.	-112.				-112.
53	930.		1,300.	-370.				-370.
54	105.		161.	-56.				-56.

Statement 8 (continued)
Form 990-PF, Part IV, Line 1
Capital Gains and Losses for Tax on Investment Income

Item	(e) Gross Sales	(f) Deprec. Allowed	(g) Cost Basis	(h) Gain (Loss)	(i) FMV 12/31/69	(j) Adj. Bas. 12/31/69	(k) Excess (i)-(j)	(l) Gain (Loss)
55	1,109.		2,392.	-1,283.				$ -1,283.
56	76.		93.	-17.				-17.
57	612.		882.	-270.				-270.
58	366.		328.	38.				38.
59	502.		329.	173.				173.
60	887.		651.	236.				236.
61	525.		647.	-122.				-122.
62	821.		1,209.	-388.				-388.
63	408.		370.	38.				38.
64	1,070.		949.	121.				121.
65	570.		455.	115.				115.
66	2,692.		2,718.	-26.				-26.
67	705.		536.	169.				169.
68	71.		146.	-75.				-75.
69	42.		53.	-11.				-11.
70	300.		275.	25.				25.
71	627.		1,026.	-399.				-399.
72	490.		600.	-110.				-110.
73	466.		319.	147.				147.
74	1,543.		1,235.	308.				308.
75	1,585.		2,054.	-469.				-469.
76	899.		784.	115.				115.
77	861.		845.	16.				16.
78	771.		605.	166.				166.
79	585.		442.	143.				143.
80	1,308.		985.	323.				323.
81	2,516.		1,300.	1,216.				1,216.
82	1,900.		2,150.	-250.				-250.
83	3,535.		1,007.	2,528.				2,528.
84	974.		887.	87.				87.
85	1,784.		1,677.	107.				107.
86	772.		1,031.	-259.				-259.
87	945.		1,180.	-235.				-235.
88	1,030.		1,004.	26.				26.
89	860.		340.	520.				520.
90	1,164.		924.	240.				240.
91	1,271.		1,090.	181.				181.
92	487.		368.	119.				119.
93	766.		517.	249.				249.
94	258.		151.	107.				107.
95	1,476.		1,190.	286.				286.
96	1,021.		1,004.	17.				17.
97	1,050.		963.	87.				87.
98	2,185.		1,469.	716.				716.
99	408.		347.	61.				61.
100	796.		666.	130.				130.
101	1,116.		721.	395.				395.
102	1,042.		1,005.	37.				37.
103	1,569.		1,255.	314.				314.
104	1,103.		1,243.	-140.				-140.
105	654.		394.	260.				260.
106	300.		380.	-80.				-80.
107	715.		482.	233.				233.

Statement 8 (continued)
Form 990-PF, Part IV, Line 1
Capital Gains and Losses for Tax on Investment Income

Item	(e) Gross Sales	(f) Deprec. Allowed	(g) Cost Basis	(h) Gain (Loss)	(i) FMV 12/31/69	(j) Adj. Bas. 12/31/69	(k) Excess (i)-(j)	(l) Gain (Loss)
108	653.		706.	-53.				$ -53.
109	1,719.		1,183.	536.				536.
110	360.		177.	183.				183.
111	984.		276.	708.				708.
112	1,517.		1,225.	292.				292.
113	598.		646.	-48.				-48.
114	1,000.		1,000.	0.				0.
115	5,328.		3,868.	1,460.				1,460.
116	3,085.		2,991.	94.				94.
117	6,305.		5,968.	337.				337.
118	10,296.		8,936.	1,360.				1,360.
119	1,048.		977.	71.				71.
120	1,053.		1,002.	51.				51.
121	1,329.		857.	472.				472.
122	2,305.		1,894.	411.				411.
123	1,407.		1,467.	-60.				-60.
124	814.		933.	-119.				-119.
125	380.		402.	-22.				-22.
126	6,502.		6,502.	0.				0.
127	347.		377.	-30.				-30.
128	816.		894.	-78.				-78.
129	1,065.		1,153.	-88.				-88.
130	974.		1,055.	-81.				-81.
131	840.		910.	-70.				-70.
132	226.		245.	-19.				-19.
133	907.		1,078.	-171.				-171.
134	56.		58.	-2.				-2.
135	513.		542.	-29.				-29.
136	230.		251.	-21.				-21.
137	109.		110.	-1.				-1.
138	122.		124.	-2.				-2.
139	1,201.		1,187.	14.				14.
140	258.		372.	-114.				-114.
141	1,357.		1,385.	-28.				-28.
142	124.		127.	-3.				-3.
143	110.		110.	0.				0.
144	1,239.		1,358.	-119.				-119.
145	56.		52.	4.				4.
146	99.		115.	-16.				-16.
147	83.		82.	1.				1.
148	3.		0.	3.				3.
149	618.		423.	195.				195.
150	497.		507.	-10.				-10.
151	1,960.		2,099.	-139.				-139.
152	1,922.		839.	1,083.				1,083.
153	1,298.		1,664.	-366.				-366.
154	2,109.		1,166.	943.				943.
155	1,790.		938.	852.				852.
156	1,469.		832.	637.				637.
157	2,247.		1,314.	933.				933.
158	1,766.		1,318.	448.				448.
159	1,573.		1,659.	-86.				-86.
160	4,628.		4,631.	-3.				-3.

Statement 8 (continued)
Form 990-PF, Part IV, Line 1
Capital Gains and Losses for Tax on Investment Income

Item	(e) Gross Sales	(f) Deprec. Allowed	(g) Cost Basis	(h) Gain (Loss)	(i) FMV 12/31/69	(j) Adj. Bas. 12/31/69	(k) Excess (i)-(j)	(l) Gain (Loss)
161	1,507.		871.	636.				$ 636.
162	1,939.		1,174.	765.				765.
163	1,926.		1,885.	41.				41.
164	1,850.		1,544.	306.				306.
165	1,943.		2,081.	-138.				-138.
166	702.		378.	324.				324.
167	221.		174.	47.				47.
168	1,912.		2,697.	-785.				-785.
169	656.		735.	-79.				-79.
170	2,936.		2,940.	-4.				-4.
171	9,609.		9,845.	-236.				-236.
172	689.		427.	262.				262.
173	763.		377.	386.				386.
174	545.		541.	4.				4.
175	1,090.		1,104.	-14.				-14.
176	762.		610.	152.				152.
177	730.		805.	-75.				-75.
178	1,690.		2,132.	-442.				-442.
179	655.		591.	64.				64.
180	636.		680.	-44.				-44.
181	3,089.		1,087.	2,002.				2,002.
182	538.		1,259.	-721.				-721.
183	3,319.		2,370.	949.				949.
184	5,303.		5,295.	8.				8.
185	3,113.		2,187.	926.				926.
186	1,337.		1,248.	89.				89.
187	1,310.		980.	330.				330.
188	3,460.		2,292.	1,168.				1,168.
189	1,761.		1,681.	80.				80.
190	4,709.		3,899.	810.				810.
191	3,787.		3,141.	646.				646.
192	2,804.		980.	1,824.				1,824.
193	3,059.		2,507.	552.				552.
194	581.		589.	-8.				-8.
195	48.		81.	-33.				-33.
196	281.		264.	17.				17.
197	1,080.		1,044.	36.				36.
198	4,325.		3,271.	1,054.				1,054.
199	554.		1,329.	-775.				-775.
200	4,528.		6,011.	-1,483.				-1,483.
201	5,948.		4,380.	1,568.				1,568.
202	5,642.		6,397.	-755.				-755.
203	2,218.		2,136.	82.				82.
204	717.		800.	-83.				-83.
205	4,482.		3,290.	1,192.				1,192.
206	5,692.		6,293.	-601.				-601.
207	5,686.		6,055.	-369.				-369.
208	3,535.		4,865.	-1,330.				-1,330.
209	1,758.		941.	817.				817.
210	695.		1,036.	-341.				-341.
211	1,518.		2,000.	-482.				-482.
212	2,983.		3,968.	-985.				-985.
213	3,420.		6,974.	-3,554.				-3,554.

Statement 8 (continued)
Form 990-PF, Part IV, Line 1
Capital Gains and Losses for Tax on Investment Income

Item	(e) Gross Sales	(f) Deprec. Allowed	(g) Cost Basis	(h) Gain (Loss)	(i) FMV 12/31/69	(j) Adj. Bas. 12/31/69	(k) Excess (i)-(j)	(l) Gain (Loss)
214	144.		192.	-48.				$ -48.
215	1,462.		2,903.	-1,441.				-1,441.
216	2,924.		4,021.	-1,097.				-1,097.
217	3,926.		6,515.	-2,589.				-2,589.
218	247.		158.	89.				89.
219	64.		0.	64.				64.
220	4,781.		5,000.	-219.				-219.
221	8,325.		8,325.	0.				0.
222	9,021.		10,947.	-1,926.				-1,926.
223	6,221.		6,320.	-99.				-99.
224								491.
							Total	$ 13,777.

Statement 9
Form 990-PF, Part VII-A, Line 10
Substantial Contributors During the Tax Year

Name of Substantial Contributor	Address of Substantial Contributor
Gary and Barbara Marsella	5132 N. Palm Ave., #58 Fresno, CA 93704

Statement 10
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

Name and Address	Donee Relationship	Foundation Status	Purpose of Grant	Amount
Sacred Heart School 4460 East Yale Avenue Fresno, CA 93703	None		General fund charitable contribution.	$ 14,000.
Fresno High School Senate Scholarship 1839 North Echo Avenue Fresno, CA 93704	None		General fund charitable contribution.	2,000.
Stone Soup Community Center 1345 East Bulldog Lane, #4 Fresno, CA 93710	None		General fund charitable contribution.	2,500.

Statement 10 (continued)
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

Name and Address	Donee Relationship	Foundation Status	Purpose of Grant	Amount
The Sanctuary Youth Services 1545 N Street Fresno, CA 93721	None		General fund charitable contribution.	$ 2,000.
Hope Now For Youth P. O. Box 5294 Fresno, CA 93755	None		General fund charitable contribution.	2,500.
Marjaree Mason Center for Women 1600 M Street Fresno, CA 93721	None		General fund charitable contribution.	2,000.
Spirit of Woman 327 West Belmont Avenue Fresno, CA 93728	None		General fund charitable contribution.	2,000.
Sierra Chamber Opera 834 East Alamos Fresno, CA 93704	None		General fund charitable contribution.	1,000.
Boys Scouts "Scout Reach" 6005 North Tamera Avenue Fresno, CA 93711	None		General fund charitable contribution.	1,000.
Holy Cross Center For Women P. O. Box 12225 Fresno, CA 93777	None		General fund charitable contribution.	1,000.
Children's Musical Theaterworks 2425 Fresno Street Fresno, CA 93721	None		General fund charitable contribution.	1,000.
San Joaquin Memorial High School 1406 North Fresno Street Fresno, CA 93703	None		General fund charitable contribution.	8,000.
Boys and Girls Club of Fresno 540 North Augusta Street Fresno, CA 93701	None		General fund charitable contribution.	2,000.
			Total	$ 41,000.

FAIR MARKET VALUE OF U.S. TREASURY NOTES AND BOND AND FEDERAL AGENCY SECURITIES IN MORGAN STANLEY A/C #103-013894-104 FOR THE YEAR 2012

STATEMENTS 5A & 5B

GOVERNMENT SECURITIES

TREASURY SECURITIES

Security Description	Trade Date	Face Value	Orig. Unit Cost / Adj. Unit Cost	Orig. Total Cost / Adj. Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income / *Accrued Interest*	Yield %
UNITED STATES TREASURY NOTE	3/14/12	3,000.000	$99.762	$2,992.86			$7 50	0.24
CUSIP 912828SG6			$99.762	$2,992.86	**$3,001.65**	$8 79 ST	$2.52	
Unit Price: $100.055, Coupon Rate 0.250%; Matures 02/28/2014; Int. Semi-Annually Feb/Aug 31; Moody AAA; Issued 02/29/12								
UNITED STATES TREASURY NOTE	2/4/10	2,000.000	99.473	1,989.46				
CUSIP 912828LZ1			99.473	1,989.46	2,070.94	81.48 LT		
	3/12/10	1,000.000	99.231	992.31				
			99.231	992.31	1,035.47	43 16 LT		
	4/22/10	2,000.000	98.809	1,976.18				
			98.809	1,976.18	2,070.94	94.76 LT		
	10/26/10	1,000.000	104.641	1,046.41				
			102.192	1,021.92	1,035 47	13.55 LT		
	3/16/12	1,000.000	104.262	1,042.62				
			103.026	1,030.26	1,035 47	5 21 ST		
	11/1/12	2,000 000	103.766	2,075 32				
			103.469	2,069.38	2,070 94	1 56 ST		
	Total	9,000.000		9,122.30			191 25	2 05
				9,079 51	**9,319.23**	232 95 LT	16 28	
						6.77 ST		
Unit Price: $103.547, Coupon Rate 2.125%; Matures 11/30/2014, Int. Semi-Annually May/Nov 31; Moody AAA; Issued 11/30/09								
UNITED STATES TREASURY NOTE	7/11/11	3,000 000	100.547	3,016.42				
CUSIP 912828NV8			100.355	3,010 66	3,072.90	62 24 LT		
	5/3/12	1,000.000	102.637	1,026.37				
			102.116	1,021.16	1,024 30	3 14 ST		
	Total	4,000.000		4,042.79			50 00	1 22
				4,031 82	**4,097.20**	62.24 LT	16 98	
						3.14 ST		
Unit Price: $102.430; Coupon Rate 1 250%, Matures 08/31/2015; Int. Semi-Annually Feb/Aug 28, Moody AAA, Issued 08/31/10								

CONTINUED

FAIR MARKET VALUE OF U.S. TREASURY NOTES AND BOND AND FEDERAL AGENCY SECURITIES IN MORGAN STANLEY A/C #103-013894-104 FOR THE YEAR 2012

STATEMENTS 5A & 5B

GOVERNMENT SECURITIES

TREASURY SECURITIES (CONTINUED)

Security Description	Trade Date	Face Value	Orig. Unit Cost / Adj. Unit Cost	Orig. Total Cost / Adj. Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income / *Accrued Interest*	Yield %
UNITED STATES TREASURY NOTE	1/20/12	1,000 000	100.914	1,009.14			10 00	0 98
CUSIP 912828RF9			100.731	1,007.31	1,019.06	11 75 ST	3 36	
Unit Price· $101.906; Coupon Rate 1 000%; Matures 08/31/2016, Int Semi-Annually Feb/Aug 29, Moody AAA, Issued 08/31/11								
UNITED STATES TREASURY NOTE	2/3/12	1,000 000	100 567	1,005 67				
CUSIP 912828SC5			100.467	1,004 67	1,013 28	8 61 ST		
	5/3/12	1,000.000	100.508	1,005.08				
			100.439	1,004.39	1,013.28	8 89 ST		
	Total	2,000 000		2,010.75			17 50	0 86
				2,009.06	2,026.56	17 50 ST	7 27	
Unit Price. $101.328, Coupon Rate 0.875%; Matures 01/31/2017, Int. Semi-Annually Jan/Jul 31, Yield to Maturity .546%, Moody AAA, Issued 01/31/12								
UNITED STATES TREASURY NOTE	2/1/12	3,000 000	101.528	3,045.83				
CUSIP 912828RR3			101.396	3,041 89	3,113 67	71 78 ST		
	5/3/12	1,000 000	101.051	1,010.51				
			100.985	1,009 85	1,037 89	28 04 ST		
	Total	4,000 000		4,056.34			80 00	1 92
				4,051.74	4,151.56	99 82 ST	10 16	
Unit Price: $103.789; Coupon Rate 2 000%, Matures 11/15/2021; Int. Semi-Annually May/Nov 15, Yield to Maturity 1.541%, Moody AAA, Issued 11/15/11								
UNITED STATES TREASURY BOND	8/1/12	3,000.000	108.109	3,243.28			90 00	2 94
CUSIP 912810QW1			108.034	3,241.02	3,056.25	(184 77) ST	11 43	
Unit Price. $101.875; Coupon Rate 3.000%, Matures 05/15/2042; Int Semi-Annually May/Nov 15; Yield to Maturity 2.905%, Moody AAA; Issued 05/15/12								
TREASURY SECURITIES		26,000.000		$26,477.46			$446.25	1.67%
				$26,413.32	$26,671.51	$295.19 LT	$68 00	
						$(37.00) ST		

FEDERAL AGENCIES

Security Description	Trade Date	Face Value	Orig. Unit Cost / Adj. Unit Cost	Orig. Total Cost / Adj. Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income / *Accrued Interest*	Yield %
FED NATL MTG ASSN	1/20/12	2,000 000	$120 876	$2,417.51			$107 50	4 46
CUSIP 31398ADM1			$117 343	$2,346 86	$2,404.96	$58 10 ST	$5 67	
Unit Price $120.248; Coupon Rate 5 375%, Matures 06/12/2017, Int Semi-Annually Jun/Dec 12, Yield to Maturity .738%, Moody AAA S&P AA+, Issued 06/08/07								
FED NATL MTG ASSN	10/16/12	2,000 000	100.182	2,003 64			17 50	0 87
CUSIP 3135G0PQ0			100 176	2,003.51	2,008.10	4 59 ST	3 15	
Unit Price $100 405, Coupon Rate 0 875%, Matures 10/26/2017, Int. Semi-Annually Apr/Oct 26, Yield to Maturity .789%, Moody AAA S&P AA+, Issued 09/24/12								

CONTINUED

FAIR MARKET VALUE OF U.S. TREASURY NOTES AND BOND AND FEDERAL AGENCY SECURITIES IN MORGAN STANLEY A/C #103-013894-104 FOR THE YEAR 2012

STATEMENTS 5A & 5B

GOVERNMENT SECURITIES

FEDERAL AGENCIES (CONTINUED)

Security Description	Trade Date	Face Value	Orig. Unit Cost / Adj. Unit Cost	Orig. Total Cost / Adj. Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income / *Accrued Interest*	Yield %
FED NATL MTG ASSN	2/4/10	1,000.000	121.452	1,214 52			66 25	4 34
CUSIP 31359MGK3			119.594	1,195.94	1,523.00	327 06 LT	8 46	
Unit Price: $152 300; Coupon Rate 6.625%; Matures 11/15/2030, Int. Semi-Annually May/Nov 15; Yield to Maturity 2.865%, Moody AAA S&P AA+, Issued 11/03/00								
FEDERAL AGENCIES		5,000.000		$5,635.67			$191.25	3.22%
				$5,546.31	$5,936.06	$327.06 LT	$17.28	
						$62.69 ST		

	Face Value Percentage of Assets %	Orig. Total Cost / Adj. Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income / *Accrued Interest*	Yield %
GOVERNMENT SECURITIES	31,000.000	$32,113.13			$637.50	1.95%
		$31,959.63	$32,607.57	$622.25 LT	$85.28	
				$25.69 ST		
TOTAL GOVERNMENT SECURITIES	14.3%		$32,692.85			

STATEMENT 6B **Gary and Barbara Marsella Family Foundation** **77-0442482**

Corporate Bonds

Morgan Stanley A/C #103-132844

F.Y.E. 12/31/2012

Quantity	Description	Date Acquired	Beginning of Year Book Value	End of Year Book Value	Ending Fair Market Value
200.000	Bank One Cap Tr. 7.2%, due 10/15/2031	9/21/2001	5,000.00	-	-
200.000	Bank One Cap Tr 7 2%, due 10/15/2031	9/21/2001	5,000.00	1,675.00	1,721 23
(133 000)					
267.000					
500.000	JP Morgan Chase 7.0%, due 2/15/2032	1/28/2002	12,500.00	12,500 00	12,760.00
200.000	BAC Capital Trust, 6.875%	7/26/2006	5,000.00	-	-
			27,500.00	14,175.00	14,481 23

FAIR MARKET VALUE OF STOCKS IN MORGAN STANLEY A/C #103-013894-104
FOR THE YEAR 2012

STATEMENT 7A

STOCKS

COMMON STOCKS

Security Description	Trade Date	Quantity	Unit Cost	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Dividend Yield %
AKAMAI TECHNOLOGIES INC (AKAM)	11/3/11	3.000	$29.246	$87.74	$122.73	$34 99 LT		
	1/18/12	11 000	32 468	357 15	450.01	92.86 ST		
	3/8/12	13 000	36.281	471.65	531 83	60 18 ST		
	5/3/12	10.000	33.120	331.20	409.10	77 90 ST		
	11/28/12	14 000	35 743	500.40	572.74	72.34 ST		
	Total	51.000		1,748 14	2,086.41	34 99 LT 303.28 ST	—	—
Share Price. $40.910								
ALLEGHENY TECH INC (ATI)	3/19/12	35 000	44.352	1,552.33	1,062 60	(489.73) ST		
	4/2/12	11.000	42.123	463.35	333.96	(129 39) ST		
	4/18/12	11.000	41.158	452.74	333 96	(118.78) ST		
	5/3/12	9.000	42.610	383 49	273 24	(110 25) ST		
	5/23/12	11 000	34.436	378.80	333 96	(44 84) ST		
	6/5/12	14 000	30.545	427 63	425.04	(2 59) ST		
	6/20/12	12 000	30.169	362.03	364.32	2.29 ST		
	8/7/12	13.000	32.039	416.51	394 68	(21.83) ST		
	Total	116 000		4,436.88	3,521.76	(915 12) ST	83 52	2 37
Share Price $30.360; Next Dividend Payable 03/2013								
AMAZON COM INC (AMZN)	12/21/11	1.000	177.735	177.74	250 87	73.13 LT		
	1/6/12	3 000	183.667	551.00	752 61	201 61 ST		
	2/1/12	2.000	178 765	357.53	501 74	144 21 ST		
	3/13/12	2 000	182 610	365 22	501.74	136.52 ST		
	5/3/12	3 000	229.730	689.19	752.61	63 42 ST		
	5/29/12	2.000	214.630	429 26	501.74	72 48 ST		
	Total	13 000		2,569.94	3,261.31	73 13 LT 618 24 ST	—	—
Share Price: $250 870								
AMERICAN EXPRESS CO (AXP)	9/28/11	15 000	47 297	709 46	862 20	152.74 LT		
	12/2/11	10 000	48.438	484 38	574 80	90 42 LT		
	10/8/12	14 000	58.757	822.60	804 72	(17 88) ST		

CONTINUED

FAIR MARKET VALUE OF STOCKS IN MORGAN STANLEY A/C #103-013894-104
FOR THE YEAR 2012

STATEMENT 7A

STOCKS

COMMON STOCKS (CONTINUED)

Security Description	Trade Date	Quantity	Unit Cost	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Dividend Yield %
	Total	39.000		2,016 44	2,241.72	243.16 LT (17 88) ST	31 20	1 39
Share Price. $57 480; Next Dividend Payable 02/2013								
ANADARKO PETE (APC)	11/7/12	21.000	70.681	1,484.30	1,560.51	76 21 ST	7 56	0 48
Share Price: $74 310, Next Dividend Payable 03/2013								
APPLE INC (AAPL)	6/15/11	1.000	326.740	326.74	532.17	205.43 LT		
	8/8/11	1.000	361.030	361.03	532.17	171.14 LT		
	8/24/11	1.000	373.640	373.64	532.17	158.53 LT		
	1/25/12	2.000	446.610	893.22	1,064.35	171.13 ST		
	5/3/12	2.000	583.410	1,166.82	1,064.35	(102.47) ST		
	Total	7 000		3,121.45	3,725.21	535 10 LT 68.66 ST	74 20	1 99
Share Price. $532.173; Next Dividend Payable 02/2013								
AUTODESK INC DELAWARE (ADSK)	8/23/12	43.000	35.684	1,534.43	1,520 05	(14 38) ST		
	8/28/12	15.000	31.253	468 80	530 25	61 45 ST		
	11/28/12	15.000	32.903	493.55	530.25	36.70 ST		
	Total	73 000		2,496.78	2,580.55	83.77 ST	—	—
Share Price. $35.350								
BABCOCK & WILCOX COMPANY (BWC)	3/18/11	3.000	30.525	91.57	78 60	(12.97) LT		
	4/12/11	8.000	31.020	248.16	209.60	(38 56) LT		
	7/21/11	15.000	27.203	408 05	393.00	(15 05) LT		
	8/24/11	3.000	21.367	64 10	78 60	14 50 LT		
	9/28/11	10.000	20.930	209.30	262.00	52.70 LT		
	5/3/12	14 000	25.130	351.82	366.80	14 98 ST		
	5/23/12	16.000	24 147	386 35	419 20	32 85 ST		
	Total	69.000		1,759.35	1,807.80	0 62 LT 47 83 ST	22 08	1 22
Share Price· $25 200; Next Dividend Payable 03/2013								

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FAIR MARKET VALUE OF STOCKS IN MORGAN STANLEY A/C #103-013894-104
FOR THE YEAR 2012

STATEMENT 7A

STOCKS

COMMON STOCKS (CONTINUED)

Security Description	Trade Date	Quantity	Unit Cost	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Dividend Yield %
BURBERRY GROUP PLC SPONS ADR	5/11/12	18.000	47.196	849.53	734.04	(115 49) ST		
(BURBY)	5/24/12	10.000	44 000	440.00	407.80	(32 20) ST		
	6/19/12	10.000	43.522	435.22	407 80	(27 42) ST		
	7/13/12	11.000	38.722	425.94	448.58	22 64 ST		
	9/11/12	15.000	35 388	530.82	611.70	80.88 ST		
	Total	64.000		2,681.51	2,609.92	(71.59) ST	49 66	1.90
Share Price· $40.780								
CAMECO CORP (CCJ)	3/14/11	7.000	32.193	225.35	138 04	(87 31) LT		
	6/1/11	17 000	28.260	480.42	335.24	(145 18) LT		
	8/24/11	2.000	21.975	43.95	39.44	(4.51) LT		
	11/4/11	13.000	21.402	278.23	256.36	(21.87) LT		
	12/15/11	23.000	17.251	396.78	453.56	56.78 LT		
	3/15/12	21.000	23.029	483 60	414 12	(69 48) ST		
	5/3/12	5 000	23.130	115.65	98.60	(17 05) ST H		
	5/3/12	11.000	23.130	254.43	216 92	(37.51) ST		
	Total	99.000		2,278.41	1,952.28	(202 09) LT (124 04) ST	39 90	2 04
Share Price. $19 720; Next Dividend Payable 01/15/13								
CATERPILLAR INC (CAT)	10/23/12	22 000	83.714	1,841.70	1,971 38	129 68 ST		
	10/25/12	5 000	82 698	413 49	448 04	34 55 ST		
	11/1/12	8 000	87.771	702.17	716 86	14 69 ST		
	Total	35 000		2,957.36	3,136.29	178 92 ST	72 80	2 32
Share Price: $89.509, Next Dividend Payable 03/2013								
CHARLES SCHWAB NEW (SCHW)	2/29/12	115.000	13 902	1,598 70	1,651 40	52 70 ST		
	3/8/12	33 000	13 888	458.31	473 88	15 57 ST		
	4/2/12	28 000	14 387	402.83	402 08	(0 75) ST		
	5/3/12	29 000	13.720	397.88	416 44	18 56 ST		
	7/18/12	59 000	13.001	767.07	847.24	80 17 ST		

CONTINUED

FAIR MARKET VALUE OF STOCKS IN MORGAN STANLEY A/C #103-013894-104
FOR THE YEAR 2012

STATEMENT 7A

STOCKS

COMMON STOCKS (CONTINUED)

Security Description	Trade Date	Quantity	Unit Cost	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Dividend Yield %
	Total	264 000		3,624.79	3,791.04	166 25 ST	63.36	1 67
Share Price. $14.360; Next Dividend Payable 02/2013								
CITIGROUP INC NEW (C)	2/8/12	2.000	33.614	67.23	79.12	11 89 ST		
	3/8/12	12.000	33.776	405.31	474 72	69 41 ST		
	3/15/12	13.000	35.873	466.35	514.28	47 93 ST		
	5/3/12	18.000	32.450	584.10	712.08	127 98 ST		
	Total	45 000		1,522.99	1,780.20	257.21 ST	1 80	0 10
Share Price: $39.560; Next Dividend Payable 02/2013								
CTRIP.COM INTL LTD (CTRP)	11/4/11	3 000	35.452	106.36	67 98	(38 38) LT		
	12/8/11	20 000	23.491	469.82	453.20	(16 62) LT		
	2/8/12	24.000	25.166	603.99	543.84	(60 15) ST		
	2/22/12	15.000	23 480	352.20	339 90	(12 30) ST		
	5/3/12	19.000	19.870	377.53	430.54	53 01 ST		
	5/30/12	25 000	18.690	467.25	566 50	99 25 ST		
	7/18/12	48.000	14 563	699.02	1,087 68	388 66 ST		
	Total	154.000		3,076.17	3,489.64	(55.00) LT 468 47 ST	—	—
Share Price: $22.650								
CUMMINS INC (CMI)	12/3/09	3.000	43.553	130.66	325.05	194 39 LT		
	6/15/11	4.000	93 068	372.27	433.40	61 13 LT		
	10/28/11	3.000	102.247	306.74	325 05	18 31 LT		
	11/2/11	3.000	99.210	297.63	325.05	27 42 LT		
	1/9/12	4.000	96.210	384.84	433.40	48 56 ST		
	5/3/12	2.000	110.540	221.08	216.70	(4 38) ST		
	5/16/12	5.000	103.318	516.59	541.75	25.16 ST		
	7/13/12	6 000	88.023	528.14	650 10	121 96 ST		
	10/5/12	5 000	92 412	462 06	541 75	79 69 ST		
	10/16/12	4 000	91 508	366.03	433 40	67 37 ST		
	Total	39.000		3,586.04	4,225.65	301 25 LT 338 36 ST	78 00	1 84
Share Price: $108.350, Next Dividend Payable 03/2013								

CONTINUED

FAIR MARKET VALUE OF STOCKS IN MORGAN STANLEY A/C #103-013894-104
FOR THE YEAR 2012

STATEMENT 7A

STOCKS

COMMON STOCKS (CONTINUED)

Security Description	Trade Date	Quantity	Unit Cost	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Dividend Yield %
DEERE & CO (DE)	4/12/11	1.000	93 180	93.18	86 42	(6 76) LT		
	7/12/11	4.000	82 353	329.41	345 68	16.27 LT		
	8/24/11	2.000	73.700	147.40	172 84	25.44 LT		
	10/12/11	9.000	72 618	653.56	777.78	124 22 LT		
	1/9/12	3 000	82.697	248.09	259.26	11 17 ST		
	2/16/12	4.000	82.910	331.64	345 68	14.04 ST		
	3/13/12	6.000	80 965	485.79	518.52	32.73 ST		
	5/3/12	7.000	82.890	580.23	604 94	24 71 ST		
	Total	36.000		2,869 30	3,111.12	159 17 LT 82 65 ST	66 24	2 12
Share Price: $86.420, Next Dividend Payable 02/01/13								
DENBURY RESOURCES INC NEW (DNR)	5/6/11	3.000	21.047	63.14	48.60	(14 54) LT		
	5/12/11	21.000	20 808	436 97	340 20	(95 77) LT		
	6/15/11	21.000	19 061	400.29	340 20	(60 09) LT		
	7/12/11	21 000	19.097	401.03	340.20	(60 83) LT		
	8/24/11	9 000	14.342	129.08	145 80	16.72 LT		
	5/3/12	19.000	18 310	347.89	307 80	(40 09) ST		
	8/7/12	26.000	15 939	414.41	421 20	6 79 ST		
	Total	120 000		2,192.81	1,944.00	(215 51) LT (33 30) ST	—	—
Share Price. $16.200								
EBAY INC (EBAY)	7/19/12	32.000	43.994	1,407.80	1,631.92	224.12 ST	—	—
Share Price: $50.998								
EMERSON ELECTRIC CO (EMR)	5/2/12	27.000	49 340	1,332.19	1,429 92	97.73 ST		
	5/3/12	4 000	49 380	197.52	211.84	14 32 ST		
	5/16/12	9 000	47 933	431.40	476 64	45 24 ST		
	5/23/12	9.000	47.846	430.61	476 64	46 03 ST		
	6/20/12	8 000	46 914	375.31	423 68	48 37 ST		
	10/5/12	8 000	49 428	395.42	423 68	28 26 ST		
	Total	65.000		3,162 45	3,442.40	279 95 ST	106 60	3 09
Share Price· $52 960, Next Dividend Payable 03/2013								

CONTINUED

FAIR MARKET VALUE OF STOCKS IN MORGAN STANLEY A/C #103-013894-104
FOR THE YEAR 2012

STATEMENT 7A

STOCKS

COMMON STOCKS (CONTINUED)

Security Description	Trade Date	Quantity	Unit Cost	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Dividend Yield %
EOG RESOURCES INC (EOG)	6/1/11	1 000	109 288	109 29	120 79	11.50 LT		
	8/24/11	1.000	89.040	89.04	120.79	31 75 LT		
	10/28/11	5 000	92.420	462.10	603 95	141 85 LT		
	5/22/12	2.000	101 700	203.40	241.58	38.18 ST		
	6/28/12	9.000	84 452	760.07	1,087 11	327 04 ST		
	Total	18 000		1,623.90	2,174.22	185 10 LT	12 24	0 56
						365 22 ST		
Share Price. $120.790; Next Dividend Payable 01/2013								
EQUINIX INC NEW (EQIX)	5/17/12	9.000	155 466	1,399 19	1,855.80	456 61 ST	—	—
Share Price. $206 200								
ESTEE LAUDER CO INC CL A (EL)	2/3/12	11.000	56.958	626.54	658 46	31 92 ST		
	5/3/12	6 000	63.910	383 46	359.16	(24.30) ST		
	7/12/12	12.000	50.374	604.49	718 32	113 83 ST		
	Total	29 000		1,614.49	1,735.94	121 45 ST	20 88	1 20
Share Price: $59.850, Next Dividend Payable 12/2013								
EXPRESS SCRIPTS HLDG CO COM (ESRX)	1/19/12	24 000	51 343	1,232 24	1,296.00	63.76 ST		
	2/7/12	8.000	50.931	407.45	432 00	24.55 ST		
	5/3/12	5.000	56.020	280.10	270.00	(10.10) ST		
	11/6/12	13.000	54.594	709.72	702.00	(7 72) ST		
	Total	50.000		2,629.51	2,700.00	70 49 ST	—	—
Share Price: $54 000								
FACEBOOK INC CL-A (FB)	10/24/12	65 000	23 774	1,545.33	1,730 27	184 94 ST		
	11/1/12	39.000	21.116	823.52	1,038.16	214 64 ST		
	Total	104 000		2,368.85	2,768.44	399 58 ST	—	—
Share Price $25.620								
FREEPORT MCMORAN CP&GLD (FCX)	5/6/11	9 000	50.408	453.67	307 80	(145 87) LT		
	6/6/11	8 000	49 788	398.30	273 60	(124 70) LT		
	8/24/11	1 000	42 740	42.74	34 20	(8 54) LT		
	9/7/11	8 000	45.310	362.48	273 60	(88 88) LT H		
	11/2/11	8 000	39 611	316.89	273 60	(43 29) LT		
	11/9/11	11.000	38 795	425.74	376.20	(50 54) LT		

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FAIR MARKET VALUE OF STOCKS IN MORGAN STANLEY A/C #103-013894-104
FOR THE YEAR 2012

STATEMENT 7A

STOCKS

COMMON STOCKS (CONTINUED)

Security Description	Trade Date	Quantity	Unit Cost	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Dividend Yield %
	1/19/12	8.000	44.831	358 65	273.60	(85 05) ST		
	2/15/12	8.000	42.389	339 11	273 60	(65.51) ST		
	3/7/12	10.000	38 839	388.39	342.00	(46 39) ST		
	5/3/12	12.000	37 100	445.20	410 40	(34 80) ST		
	5/16/12	12 000	32.986	395 83	410 40	14 57 ST		
	6/5/12	14.000	32.414	453.80	478 80	25.00 ST		
	Total	109 000		4,381 80	**3,727.80**	(461 82) LT (192 18) ST	136 25	3 65
Share Price: $34.200, Next Dividend Payable 02/2013								
GOLDCORP INC (GG)	8/22/11	9.000	53.912	485 21	330 30	(154 91) LT		
	8/24/11	2 000	48 920	97 84	73.40	(24 44) LT		
	10/28/11	10.000	50.023	500 23	367 00	(133.23) LT H		
	12/15/11	6.000	45.372	272 23	220 20	(52 03) LT		
	4/26/12	10.000	38.904	389.04	367 00	(22 04) ST		
	5/3/12	7.000	36.360	254.52	256 90	2.38 ST		
	Total	44 000		1,999 07	**1,614 80**	(364 61) LT (19 66) ST	23 76	1 47
Share Price: $36.700, Next Dividend Payable 01/2013								
GOLDMAN SACHS GRP INC (GS)	1/18/12	8 000	105 044	840 35	1,020 48	180 13 ST		
	2/3/12	8 000	116 920	935 36	1,020.48	85 12 ST		
	3/8/12	3 000	116.473	349.42	382.68	33 26 ST		
	5/3/12	5.000	111.650	558 25	637.80	79 55 ST		
	5/14/12	4 000	100.463	401 85	510.24	108 39 ST		
	10/1/12	5 000	116.828	584 14	637 80	53 66 ST		
	Total	33 000		3,669 37	**4,209.48**	540 11 ST	66 00	1 56
Share Price $127.550, Next Dividend Payable 03/2013								
GOOGLE INC-CL A (GOOG)	9/18/12	2 000	716 200	1,432 40	1,414.76	(17 64) ST		
	9/25/12	2 000	748 540	1,497 08	1,414 76	(82 32) ST		
	10/19/12	1 000	681 990	681.99	707.38	25 39 ST		
	Total	5 000		3,611 47	**3,536 90**	(74 57) ST	—	—
Share Price $707 380								

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FAIR MARKET VALUE OF STOCKS IN MORGAN STANLEY A/C #103-013894-104
FOR THE YEAR 2012

STATEMENT 7A

STOCKS

COMMON STOCKS (CONTINUED)

Security Description	Trade Date	Quantity	Unit Cost	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Dividend Yield %
ILLUMINA INC (ILMN)	9/20/11	8.000	45.007	360.06	444.72	84.66 LT		
	9/28/11	5.000	42.408	212.04	277 95	65 91 LT		
	10/7/11	12.000	27.223	326.67	667.08	340.41 LT		
	11/4/11	21.000	32.421	680 84	1,167.39	486 55 LT		
	12/15/11	15.000	27.192	407 88	833.85	425.97 LT		
	4/16/12	6 000	45.028	270.17	333.54	63.37 ST		
	4/18/12	11.000	43.730	481.03	611.49	130.46 ST		
	5/3/12	16 000	45.900	734.40	889.44	155.04 ST		
	6/5/12	11 000	40.982	450 80	611 49	160 69 ST		
	8/22/12	11 000	41.741	459.15	611.49	152 34 ST		
	Total	116.000		4,383.04	6,448.44	1,403 50 LT 661 90 ST	—	—
Share Price: $55.590								
INTERCONTINENTALEXCHANGE, INC (ICE)	4/21/11	2.000	121.940	243.88	247.62	3 74 LT		
	1/5/12	3 000	117.090	351.27	371.43	20 16 ST		
	1/6/12	3.000	115.070	345 21	371 43	26 22 ST		
	5/3/12	8 000	129.624	1,036 99	990.48	(46 51) ST		
	Total	16.000		1,977.35	1,980.96	3.74 LT (0 13) ST	—	—
Share Price. $123.810								
INTUIT INC (INTU)	4/12/11	4 000	52 810	211.24	237.90	26 66 LT		
	8/24/11	1 000	45.440	45 44	59 48	14.04 LT		
	3/8/12	7.000	57.253	400.77	416.33	15 56 ST		
	4/2/12	10.000	60.705	607 05	594.75	(12.30) ST		
	4/20/12	6 000	57 310	343 86	356.85	12 99 ST		
	5/3/12	12.000	58.580	702 96	713.70	10 74 ST		
	9/21/12	8 000	58 373	466 98	475 80	8 82 ST		

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FAIR MARKET VALUE OF STOCKS IN MORGAN STANLEY A/C #103-013894-104
FOR THE YEAR 2012

STATEMENT 7A

STOCKS

COMMON STOCKS (CONTINUED)

Security Description	Trade Date	Quantity	Unit Cost	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Dividend Yield %
	Total	48.000		2,778.30	**2,854.81**	40 70 LT 35 81 ST	32 64	1 14
Share Price· $59 475; Next Dividend Payable 01/2013								
INTUITIVE SURGICAL INC (ISRG)	9/19/12	3 000	511.503	1,534 51	1,471.11	(63.40) ST		
	9/28/12	2 000	496.905	993 81	980 74	(13 07) ST		
	10/9/12	1 000	494.590	494.59	490.37	(4 22) ST		
	Total	6.000		3,022.91	**2,942.22**	(80 69) ST	—	—
Share Price. $490.370								
KINDER MORGAN INCORP (KMI)	10/21/11	14.000	29 025	406.35	494.62	88 27 LT		
	11/22/11	16.000	28.652	458.43	565.28	106 85 LT H		
	11/22/11	15.000	28.652	429.78	529.95	100 17 LT H		
	11/22/11	8.000	28.652	229.22	282.64	53.42 LT		
	5/3/12	13 000	35 990	467.87	459 29	(8 58) ST		
	5/15/12	21.000	33 231	697.86	741 93	44 07 ST		
	6/11/12	13 000	31.469	409.10	459 29	50 19 ST		
	Total	100 000		3,098.61	**3,533.00**	348 71 LT 85 68 ST	144 00	4 07
Share Price. $35.330; Next Dividend Payable 02/2013								
LINKEDIN CORP-A (LNKD)	3/8/12	1.000	90.820	90.82	114 82	24 00 ST		
	5/3/12	3 000	107.400	322.20	344.46	22 26 ST		
	5/29/12	6.000	98.453	590.72	688.92	98 20 ST		
	6/5/12	4 000	92.418	369.67	459.28	89.61 ST		
	11/13/12	5.000	100.116	500.58	574 10	73 52 ST		
	Total	19 000		1,873.99	**2,181.58**	307 59 ST	—	—
Share Price. $114.820								
MONSANTO CO/NEW (MON)	4/11/11	1 000	67.011	67 01	94 65	27 64 LT		
	2/15/12	6.000	77 775	466.65	567.90	101.25 ST		
	3/25/12	7.000	80.043	560.30	662.55	102 25 ST		
	5/3/12	5.000	75.930	379.65	473 25	93 60 ST		
	Total	19.000		1,473 61	**1,798.35**	27 64 LT 297 10 ST	28 50	1 58
Share Price: $94 650, Next Dividend Payable 01/2013								

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FAIR MARKET VALUE OF STOCKS IN MORGAN STANLEY A/C #103-013894-104
FOR THE YEAR 2012

STATEMENT 7A

STOCKS

COMMON STOCKS (CONTINUED)

Security Description	Trade Date	Quantity	Unit Cost	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Dividend Yield %
NATIONAL OILWELL VARCO INC (NOV)	4/21/10	6.000	44.291	265.75	410 10	144.35 LT		
	3/14/11	6.000	75.015	450.09	410.10	(39.99) LT		
	4/12/11	3.000	73.720	221.16	205.05	(16.11) LT		
	4/29/11	4.000	76.598	306.39	273 40	(32.99) LT		
	8/24/11	1 000	63.390	63.39	68 35	4 96 LT		
	4/26/12	7.000	77.164	540.15	478.45	(61.70) ST		
	5/3/12	4.000	72.970	291.88	273 40	(18 48) ST		
	5/14/12	7.000	67.204	470.43	478.45	8.02 ST		
	5/23/12	6.000	67.873	407.24	410.10	2.86 ST		
	Total	44.000		3,016.48	3,007.40	60.22 LT (69 30) ST	22 88	0 76
Share Price. $68 350; Next Dividend Payable 03/2013								
NOBLE ENERGY INC (NBL)	2/28/11	4.000	91.746	366.98	406.96	39.98 LT		
	4/12/11	3.000	91.370	274.11	305.22	31.11 LT		
	8/24/11	1.000	82.900	82.90	101.74	18.84 LT		
	5/3/12	2.000	97.450	194.90	203.48	8.58 ST		
	9/24/12	6.000	92.968	557.81	610 44	52.63 ST		
	10/3/12	8 000	92.589	740.71	813.92	73.21 ST		
	10/18/12	7.000	96.384	674.69	712.18	37.49 ST		
	10/25/12	8.000	91.813	734.50	813 92	79 42 ST		
	Total	39.000		3,626 60	3,967.86	89 93 LT 251.33 ST	39 00	0.98
Share Price: $101.740; Next Dividend Payable 02/2013								
NVIDIA CORPORATION (NVDA)	2/28/11	6.000	22.692	136.15	73.56	(62.59) LT		
	3/17/11	10.000	17 767	177.67	122 60	(55 07) LT		
	3/17/11	10.000	17.767	177 68	122.60	(55 08) LT H		
	3/17/11	3.000	17.767	53.30	36 78	(16 52) LT		
	4/12/11	12.000	17.300	207 60	147.12	(60 48) LT		
	5/17/11	21.000	17.579	369.16	257.46	(111.70) LT		
	8/1/11	38.000	14.224	540.52	465 88	(74 64) LT		
	10/14/11	18 000	15.601	280.82	220 68	(60 14) LT H		

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FAIR MARKET VALUE OF STOCKS IN MORGAN STANLEY A/C #103-013894-104
FOR THE YEAR 2012

STATEMENT 7A

STOCKS

COMMON STOCKS (CONTINUED)

Security Description	Trade Date	Quantity	Unit Cost	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Dividend Yield %
	11/16/11	11.000	14 879	163.67	134 86	(28 81) LT H		
	11/16/11	13.000	14 879	193.43	159 38	(34 05) LT		
	12/21/11	24.000	13 525	324 59	294.24	(30.35) LT		
	4/26/12	27.000	13 044	352 18	331 02	(21.16) ST		
	5/2/12	24 000	12 893	309 42	294.24	(15 18) ST		
	5/3/12	43.000	12.590	541 37	527.18	(14 19) ST		
	5/23/12	29.000	12.416	360 06	355.54	(4 52) ST		
	Total	289 000		4,187 62	3,543.14	(589 43) LT (55 05) ST	86 70	2 44
Share Price: $12.260, Next Dividend Payable 03/2013								
PARKER HANNIFIN CORP (PH)	10/17/12	10 000	84.084	840 84	850.60	9.76 ST		
	10/18/12	13 000	84.576	1,099 49	1,105.78	6 29 ST		
	10/19/12	11 000	78.739	866 13	935.66	69.53 ST		
	11/2/12	9 000	81 096	729 86	765 54	35 68 ST		
	Total	43 000		3,536.32	3,657.58	121 26 ST	70 52	1 92
Share Price· $85.060; Next Dividend Payable 03/2013								
PROLOGIS INC COM (PLD)	1/5/12	42 000	28 473	1,195 86	1,532 58	336 72 ST		
	5/3/12	6 000	36 040	216 24	218 94	2.70 ST		
	Total	48 000		1,412 10	1,751.52	339 42 ST	53 76	3 06
Share Price: $36 490, Next Dividend Payable 03/2013								
QUALCOMM INC (QCOM)	3/2/10	6 000	38 163	228 98	371 15	142 17 LT		
	4/22/10	11 000	39 082	429 90	680 45	250 55 LT		
	3/10/11	5 000	54 438	272 19	309 29	37 10 LT		
	4/12/11	5 000	52 358	261 79	309 29	47.50 LT		
	7/21/11	5 000	56 942	284 71	309 29	24 58 LT		
	8/24/11	2 000	47.330	94 66	123 71	29 05 LT		
	12/15/11	6.000	52 583	315 50	371 15	55 65 LT		
	4/19/12	3 000	63 827	191 48	185 57	(5 91) ST		
	5/3/12	12 000	63.950	767 40	742 31	(25 09) ST		
	5/23/12	7 000	58 216	407.51	433 01	25 50 ST		

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FAIR MARKET VALUE OF STOCKS IN MORGAN STANLEY A/C #103-013894-104
FOR THE YEAR 2012

STATEMENT 7A

STOCKS

COMMON STOCKS (CONTINUED)

Security Description	Trade Date	Quantity	Unit Cost	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Dividend Yield %
	6/5/12	8 000	57.049	456.39	494 87	38 48 ST		
	7/26/12	14.000	58.190	814.66	866.03	51 37 ST		
	12/14/12	7.000	59 627	417 39	433.01	15 62 ST		
	Total	91.000		4,942 56	5,629.22	586 60 LT 99.97 ST	91 00	1 61
Share Price: $51.860, Next Dividend Payable 03/2013								
RACKSPACE HOSTING INC COM (RAX)	6/6/12	2.000	45.190	90.38	148.54	58.16 ST		
	6/18/12	11.000	43.915	483 06	816.97	333 91 ST		
	7/18/12	17 000	42 985	730.75	1,262.59	531 84 ST		
	Total	30 000		1,304.19	2,228.10	923 91 ST	—	—
Share Price: $74.270								
RALPH LAUREN CORP CL A (RL)	5/23/12	10.000	145.583	1,455.83	1,499 20	43.37 ST		
	6/5/12	4 000	143 020	572.08	599 68	27 60 ST		
	6/20/12	3 000	147.540	442 62	449 76	7 14 ST		
	7/6/12	3 000	147.320	441.96	449.76	7 80 ST		
	Total	20.000		2,912 49	2,998.40	85 91 ST	32 00	1 06
Share Price. $149 920; Next Dividend Payable 03/2013								
RED HAT INC (RHT)	2/24/11	9.000	39 923	359 31	476 64	117.33 LT		
	2/28/11	10.000	40.972	409 72	529 60	119 88 LT		
	4/12/11	7.000	44 820	313.74	370 72	56 98 LT		
	6/6/11	9 000	42 380	381 42	476 64	95.22 LT		
	8/10/11	6 000	35.645	213.87	317 76	103 89 LT		
	8/24/11	3.000	34.837	104 51	158 88	54 37 LT		
	12/20/11	6.000	42.045	252.27	317 76	65 49 LT		
	5/3/12	10 000	61.330	613.30	529 60	(83.70) ST		
	6/5/12	9 000	52 830	475 47	476.64	1 17 ST		
	6/21/12	11 000	53 454	587 99	582 56	(5 43) ST		
	11/28/12	10.000	48 869	488 69	529 60	40 91 ST		

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FAIR MARKET VALUE OF STOCKS IN MORGAN STANLEY A/C #103-013894-104
FOR THE YEAR 2012

STATEMENT 7A

STOCKS

COMMON STOCKS (CONTINUED)

Security Description	Trade Date	Quantity	Unit Cost	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Dividend Yield %
	Total	90.000		4,200 29	4,766.40	613 16 LT (47 05) ST	—	—
Share Price· $52.960								
ROCHE HOLDINGS ADR (RHHBY)	5/9/12	23.000	42.444	976 20	1,161.50	185 30 ST		
	5/23/12	19.000	39 800	756 20	959.50	203.30 ST		
	Total	42.000		1,732.40	2,121.00	388 60 ST	64 76	3 05
Share Price: $50.500								
ROCKWELL AUTOMATION INC (ROK)	2/3/12	16 000	81.668	1,306.69	1,343.84	37 15 ST		
	3/6/12	6.000	76.475	458.85	503.94	45 09 ST		
	4/17/12	6.000	79.975	479 85	503.94	24 09 ST		
	5/3/12	4 000	78.570	314.28	335.96	21 68 ST		
	5/16/12	6.000	76.983	461.90	503.94	42 04 ST		
	7/6/12	7.000	64.583	452.08	587.93	135 85 ST		
	Total	45.000		3,473 65	3,779.55	305 90 ST	84.60	2 23
Share Price· $83.990; Next Dividend Payable 03/2013								
SALESFORCE.COM,INC. (CRM)	12/15/11	1 000	106.997	107.00	168.10	61.10 LT		
	12/21/11	5 000	95 646	478.23	840.50	362 27 LT		
	1/6/12	3.000	100.713	302.14	504.30	202 16 ST		
	5/3/12	3 000	160.000	480 00	504 30	24 30 ST		
	6/5/12	3 000	133.943	401 83	504 30	102 47 ST		
	7/26/12	7.000	124 827	873 79	1,176.70	302 91 ST		
	Total	22 000		2,642 99	3,698.20	423 37 LT 631 84 ST	—	—
Share Price: $168.100								
SCHLUMBERGER LTD (SLB)	5/23/12	24 000	67.115	1,610.76	1,663 16	52 40 ST		
	10/5/12	8 000	72.241	577 93	554 38	(23 55) ST		
	10/25/12	12.000	70 445	845 34	831 58	(13 76) ST		
	12/14/12	9.000	68.837	619 53	623.68	4 15 ST		

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FAIR MARKET VALUE OF STOCKS IN MORGAN STANLEY A/C #103-013894-104
FOR THE YEAR 2012

STATEMENT 7A

STOCKS

COMMON STOCKS (CONTINUED)

Security Description	Trade Date	Quantity	Unit Cost	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Dividend Yield %
	Total	53 000		3,653.56	3,672.82	19 24 ST	58 30	1 58
Share Price: $69.299; Next Dividend Payable 01/11/13								
STATE STREET CORP (STT)	10/16/12	21.000	43.518	913 87	987 21	73.34 ST		
	10/16/12	15.000	43 483	652.24	705.15	52.91 ST		
	Total	36.000		1,566.11	1,692.36	126 25 ST	34 56	2.04
Share Price: $47.010, Next Dividend Payable 01/15/13								
THERMO FISHER SCIENTIFIC INC (TMO)	10/26/11	3.000	48.286	144.86	191 34	46.48 LT		
	5/3/12	5.000	55.240	276.20	318.90	42.70 ST		
	5/23/12	8.000	50.176	401.41	510 24	108.83 ST		
	7/18/12	13.000	53.172	691.23	829.14	137.91 ST		
	Total	29.000		1,513.70	1,849.62	46 48 LT 289 44 ST	17.40	0 94
Share Price· $63.780; Next Dividend Payable 01/15/13								
VISA INC CL A (V)	10/2/12	11 000	136 314	1,499 45	1,667.38	167 93 ST	14.52	0 87
Share Price: $151.580, Next Dividend Payable 03/2013								
WALT DISNEY CO HLDG CO (DIS)	9/20/10	5 000	34.878	174.39	248 95	74 56 LT		
	6/6/11	11.000	39 466	434.13	547.69	113 56 LT		
	8/24/11	1.000	32.220	32.22	49 79	17.57 LT		
	10/5/11	11.000	31.377	345.15	547.69	202.54 LT		
	5/3/12	9.000	44.000	396.00	448.11	52.11 ST		
	11/13/12	10.000	47.842	478.42	497 90	19 48 ST		
	Total	47.000		1,860.31	2,340.13	408 23 LT 71 59 ST	35 25	1 50
Share Price: $49 790, Next Dividend Payable 12/2013								
WELLS FARGO & CO NEW (WFC)	10/12/11	9 000	27.209	244.88	307 62	62 74 LT		
	10/14/11	11.000	26.342	289 76	375 98	86.22 LT		
	12/15/11	13.000	25.768	334 98	444.34	109 36 LT		
	5/3/12	11.000	33 450	367 95	375 98	8 03 ST		
	7/18/12	19.000	33.973	645 48	649 42	3 94 ST		
	10/8/12	32.000	35 826	1,146 44	1,093 76	(52 68) ST		

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FAIR MARKET VALUE OF STOCKS IN MORGAN STANLEY A/C #103-013894-104
FOR THE YEAR 2012

STATEMENT 7A

STOCKS

COMMON STOCKS (CONTINUED)

Security Description	Trade Date	Quantity	Unit Cost	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Dividend Yield %
	Total	95.000		3,029 49	3,247.10	258 32 LT (40 71) ST	83 60	2 57
Share Price. $34 180, Next Dividend Payable 03/2013								
WEYERHAEUSER CO (WY)	8/4/11	20.000	18.523	370.46	556 40	185 94 LT		
	10/12/11	27.000	17.142	462 84	751 14	288 30 LT		
	10/28/11	11.000	18.283	201.11	306.02	104 91 LT		
	2/15/12	15.000	19.873	298.10	417 30	119 20 ST		
	5/3/12	22 000	20.500	451.00	612.04	161 04 ST		
	Total	95 000		1,783 51	2,642.90	579 15 LT 280 24 ST	64 60	2 44
Share Price $27 820; Next Dividend Payable 02/2013								
YUM BRANDS INC (YUM)	7/19/12	22.000	66 010	1,452.22	1,460 80	8 58 ST		
	8/24/12	7.000	63.947	447 63	464 80	17 17 ST		
	11/30/12	7 000	67 454	472 18	464 80	(7 38) ST		
	Total	36 000		2,372.03	2,390.40	18 37 ST	48 24	2 01
Share Price $56 400; Next Dividend Payable 02/2013								

	Percentage of Assets %	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income Accrued Interest	Yield %
STOCKS	69.2%	$145,164.22	$158,613.55	$4,533.81 LT $8,915.39 ST	$2,062 88 $0 00	1.30%

GARY AND BARBARA MARSELLA FAMILY FOUNDATION **77-0442482**

FAIR MARKET VALUE OF PUBLICLY TRADED STOCKS IN MORGAN STANLEY A/C #103-036397-104
FOR THE YEAR 2012

STATEMENT 7B

STOCKS

COMMON STOCKS

Security Description	Trade Date	Quantity	Unit Cost	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Dividend Yield %
AMERICAN EXPRESS CO (AXP)	5/1/12	45.000	$60.979	$2,744.06	$2,586.60	$(157.46) ST		
	5/24/12	5.000	56.160	280.80	287.40	6.60 ST		
	Total	50.000		3,024.86	2,874.00	(150 86) ST	40.00	1 39

Share Price. $57.480, Next Dividend Payable 02/2013

CONTINUED

FAIR MARKET VALUE OF PUBLICLY TRADED STOCKS IN MORGAN STANLEY A/C #103-036397-104
FOR THE YEAR 2012

STATEMENT 7B

STOCKS

COMMON STOCKS (CONTINUED)

Security Description	Trade Date	Quantity	Unit Cost	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Dividend Yield %
BARRICK GOLD CORP (ABX)	5/1/12	80 000	40.470	3,237.60	2,800.80	(436 80) ST		
	8/13/12	20 000	34 273	685 45	700 20	14 75 ST		
	Total	100 000		3,923.05	**3,501.00**	(422 05) ST	80 00	2 28
Share Price $35 010, Next Dividend Payable 03/2013								
BAXTER INTL INC (BAX)	5/1/12	50 000	55.750	2,787.50	**3,333.00**	545.50 ST	90 00	2 70
Share Price $66.660, Next Dividend Payable 01/03/13								
BECTON DICKINSON & CO (BDX)	5/31/12	30 000	72 961	2,188 83	**2,345.70**	156 87 ST	59 40	2 53
Share Price· $78.190, Next Dividend Payable 03/2013								
C R BARD INC NJ (BCR)	5/1/12	25 000	99.800	2,495.00	**2,443.50**	(51 50) ST	20 00	0 81
Share Price $97.740, Next Dividend Payable 02/2013								
CHARLES SCHWAB NEW (SCHW)	5/1/12	225 000	14.338	3,226.16	3,231.00	4.84 ST		
	5/24/12	35 000	12 560	439.60	502 60	63.00 ST		
	Total	260 000		3,665 76	**3,733.60**	67.84 ST	62 40	1 67
Share Price $14 360, Next Dividend Payable 02/2013								
CHEVRON CORP (CVX)	5/1/12	15 000	108 182	1,622 72	**1,622 10**	(0 62) ST	54 00	3 32
Share Price $108 140, Next Dividend Payable 03/2013								
CHUBB CORP (CB)	5/1/12	35 000	73.855	2,584.91	2,636 20	51 29 ST		
	5/24/12	5 000	71.750	358 75	376 60	17 85 ST		
	Total	40 000		2,943.66	**3,012.80**	69 14 ST	65 60	2 17
Share Price $75 320, Next Dividend Payable 01/08/13								
CISCO SYS INC (CSCO)	5/1/12	105 000	20.080	2,108.40	2,063 18	(45.22) ST		
	5/24/12	40 000	16 570	662.80	785 97	123 17 ST		
	Total	145 000		2,771 20	**2,849.16**	77 95 ST	81 20	2 84
Share Price· $19 649, Next Dividend Payable 03/2013								
CONOCOPHILLIPS (COP)	5/3/12	50 000	53 949	2,697.45	**2,899.50**	202 05 ST	132 00	4 55
Share Price $57.990, Next Dividend Payable 03/2013								
DELL INC (DELL)	5/1/12	165 000	16 518	2,725 50	1,673 10	(1,052 40) ST		
	5/24/12	55 000	12.530	689.15	557 70	(131 45) ST		
	Total	220 000		3,414 65	**2,230.80**	(1,183 85) ST	70 40	3 15
Share Price $10 140, Next Dividend Payable 01/23/13								

CONTINUED

FAIR MARKET VALUE OF PUBLICLY TRADED STOCKS IN MORGAN STANLEY A/C #103-036397-104
FOR THE YEAR 2012

STATEMENT 7B

STOCKS

COMMON STOCKS (CONTINUED)

Security Description	Trade Date	Quantity	Unit Cost	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Dividend Yield %
DEVON ENERGY CORP NEW (DVN)	12/21/12	55.000	53.457	2,940.12	2,862.20	(77.92) ST	44.00	1 53
Share Price $52.040, Next Dividend Payable 03/2013								
DR PEPPER SNAPPLE GROUP INC (DPS)	5/1/12	80 000	40.590	3,247 20	3,534.40	287 20 ST	108.80	3 07
Share Price. $44 180, Next Dividend Payable 01/04/13								
EBAY INC (EBAY)	5/2/12	40.000	40.827	1,633.06	2,039.90	406.84 ST	—	—
Share Price $50 998								
EXELON CORP (EXC)	5/10/12	55.000	39.118	2,151.48	1,635 70	(515.78) ST		
	10/5/12	45 000	35.997	1,619 87	1,338 30	(281 57) ST		
	11/15/12	35.000	29.245	1,023 57	1,040 90	17 33 ST		
	Total	135.000		4,794.92	4,014.90	(780 02) ST	283 50	7 06
Share Price. $29 740, Next Dividend Payable 03/2013								
EXXON MOBIL CORP (XOM)	5/1/12	45 000	87.154	3,921.95	3,894.75	(27.20) ST	102 60	2 63
Share Price $86 550, Next Dividend Payable 03/2013								
GLAXOSMITHKLINE PLC ADS (GSK)	5/1/12	45 000	46.690	2,101.05	1,956.15	(144 90) ST	104 36	5 33
Share Price $43 470, Next Dividend Payable 01/03/13								
GOOGLE INC-CL A (GOOG)	5/1/12	4 000	609.660	2,438 64	2,829.52	390 88 ST	—	—
Share Price. $707 380								
JOHNSON & JOHNSON (JNJ)	5/1/12	50 000	65.240	3,262 00	3,505.00	243 00 ST	122 00	3 48
Share Price $70.100, Next Dividend Payable 03/2013								
MEDTRONIC INC (MDT)	5/1/12	100.000	38.619	3,861.89	4,102.00	240 11 ST	104 00	2 53
Share Price. $41 020, Next Dividend Payable 03/2013								
MICROSOFT CORP (MSFT)	5/1/12	125.000	32.190	4,023.75	3,338.71	(685 04) ST		
	5/24/12	20 000	29 100	582.00	534 19	(47 81) ST H		
	Total	145 000		4,605.75	3,872.90	(732 85) ST	133 40	3 44
Share Price $26 710, Next Dividend Payable 03/2013								
MOLSON COORS BREWING CO CL B (TAP)	5/1/12	115 000	42.190	4,851 90	4,920.85	68 95 ST		
	5/24/12	10 000	39.420	394 20	427 90	33.70 ST		
	Total	125 000		5,246 10	5,348.75	102 65 ST	160 00	2 99
Share Price $42 790, Next Dividend Payable 03/2013								

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FAIR MARKET VALUE OF PUBLICLY TRADED STOCKS IN MORGAN STANLEY A/C #103-036397-104
FOR THE YEAR 2012

STATEMENT 7B

STOCKS

COMMON STOCKS (CONTINUED)

Security Description	Trade Date	Quantity	Unit Cost	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Dividend Yield %
NEWMONT MINING CORP (NEW) (NEM)	5/1/12	55 000	48 000	2,640 00	**2,554.20**	(85 80) ST	77 00	3 01
Share Price $45 440, Next Dividend Payable 03/2013								
NORTHROP GRUMMAN CP(HLDG CO) (NOC)	5/1/12	45 000	63 570	2,860 65	3,041 10	180 45 ST		
	5/24/12	5 000	58 690	293 45	337 90	44 45 ST		
	Total	50 000		3,154 10	**3,379.00**	224 90 ST	110 00	3 25
Share Price $67 580, Next Dividend Payable 03/2013								
PEPSICO INC NC (PEP)	5/1/12	65 000	66 457	4,319 71	**4,447.95**	128 24 ST	139 75	3 14
Share Price $68 430, Next Dividend Payable 01/02/13								
PNC FINL SVCS GP (PNC)	5/1/12	50 000	67 592	3,379 60	2,915 50	(464 10) ST		
	5/24/12	5.000	61 820	309.10	291 55	(17 55) ST		
	Total	55 000		3,688 70	**3,207.05**	(481.65) ST	88 00	2 74
Share Price $58 310, Next Dividend Payable 02/2013								
PROCTER & GAMBLE (PG)	5/1/12	50 000	63 530	3,176 50	**3,394.50**	218 00 ST	112 40	3 31
Share Price $67 890, Next Dividend Payable 02/2013								
SIGMA ALDRICH CORP DEL (SIAL)	5/1/12	25 000	71 720	1,793 00	**1,839.50**	46.50 ST	20 00	1 08
Share Price $73 580, Next Dividend Payable 03/2013								
SUNTRUST BKS (STI)	5/1/12	65.000	24 574	1,597.30	**1,842.75**	245.45 ST	13 00	0 70
Share Price $28.350, Next Dividend Payable 03/2013								
TARGET CORPORATION (TGT)	5/1/12	65 000	57.970	3,768 05	**3,846.05**	78 00 ST	93 60	2 43
Share Price $59 170, Next Dividend Payable 03/2013								
TORCHMARK CORP (TMK)	5/1/12	35.000	49 580	1,735 30	**1,808.45**	73 15 ST	21 00	1 16
Share Price $51 670, Next Dividend Payable 02/2013								
TRAVELERS COMPANIES INC COM (TRV)	5/1/12	35 000	64.934	2,272.70	**2,513.70**	241 00 ST	64 40	2 56
Share Price $71.820, Next Dividend Payable 03/2013								
U S BANCORP COM NEW (USB)	5/1/12	65 000	32 569	2,117 01	**2,076.10**	(40 91) ST	50 70	2 44
Share Price $31 940, Next Dividend Payable 01/15/13								
UNILEVER NV NY SH NEW (UN)	10/9/07	30 000	30.566	916 97	1,149 00	232 03 LT		
	12/27/07	35 000	37 125	1,299 36	1,340 50	41 14 LT		
	5/24/12	15 000	31 880	478 20	574 50	96 30 ST		

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FAIR MARKET VALUE OF PUBLICLY TRADED STOCKS IN MORGAN STANLEY A/C #103-036397-104
FOR THE YEAR 2012

STATEMENT 7B

STOCKS

COMMON STOCKS (CONTINUED)

Security Description	Trade Date	Quantity	Unit Cost	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Dividend Yield %
	Total	80.000		2,694.53	3,064.00	273.17 LT	83 36	2.72
						96.30 ST		
Share Price· $38.300								
WAL MART STORES INC (WMT)	5/1/12	65.000	59.053	3,838.42	4,434.95	596.53 ST	103.35	2.33
Share Price: $68.230, Next Dividend Payable 03/2013								
WELLS FARGO & CO NEW (WFC)	5/1/12	75 000	34.020	2,551.50	2,563.50	12.00 ST		
	5/24/12	10.000	31.620	316.20	341 80	25.60 ST H		
	Total	85.000		2,867.70	2,905.30	37.60 ST	74 80	2.57
Share Price. $34.180, Next Dividend Payable 03/2013								

	Percentage of Assets %	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income Accrued Interest	Yield %
STOCKS	95.1%	$109,250.38	$110,119.13	$273.17 LT	$2,969.02	2.70%
				$595.57 ST	$0.00	

STATEMENT 7C

Gary and Barbara Marsella Family Foundation
Schedule of Corporate Stock
Morgan Stanley A/C #103-132844
F.Y.E. 12/31/2012

77-0442482

Quantity	Description	Date Acquired	Beginning of Year Book Value	End of Year Book Value	Ending Fair Market Value
300.000	Allstate Corp	9/29/1999	420 00	420.00	12,051.00
1,000.000	Allstate Corp.	5/1/2003	7,000 00	7,000.00	40,170.00
1,000.000	Allstate Corp.	8/18/2009	30,640.00	30,640.00	40,170.00
730.000	Allstate Corp.	12/10/2012		30,222.00	29,324.10
74.000	Allstate Corp.	12/14/2012		2,973 32	2,972.58
3,104.000					
200.000	Cisco Systems Inc.	3/22/2000	1,219 00	1,219.00	3,929.88
800.000	Cisco Systems Inc	12/8/2004	184.00	184 00	15,719.52
1,000.000	Cisco Systems Inc.	9/18/2009	23,400.00	23,400 00	19,649.40
1,520.000	Cisco Systems Inc.	12/10/2012		30,080 80	29,867.08
150.000	Cisco Systems Inc.	12/14/2012		2,979 00	2,947.41
3,670.000					
1,000.000	CSX Corp.	4/15/2008	5,796 25	5,796.25	5,919.00
300.000	Dow Chemical Co.	8/10/2006	10,947 25	-	-
200.000	Facebook, Inc. Class A	9/11/2012		3,971.26	5,323.94
300.000	Impax Laboratones, Inc.	9/11/2012		7,440.67	6,147.00
159.000	Morgan Stanley	2/26/2002	1,016.01	1,016.01	3,040.08
741.000	Morgan Stanley	8/8/2008	33,374.64	33,374.64	14,167 92
100.000	Morgan Stanley	9/9/2008	4,040.00	4,040 00	1,912.00
1,800.000	Morgan Stanley	12/10/2012		30,618.00	34,416.00
166.000	Morgan Stanley	12/14/2012		2,996.30	3,173 92
2,966.000					
50.000	Netflix Inc.	8/31/2010	6,319 50	-	-
100 000	PPG Industries, Inc.	11/29/2011	8,394.65	8,394.65	13,535 00
500.000	Wachovia Pfd Fd. 7 25% Sers N/CU	12/12/2002	12,500.00	12,500.00	13,205 00
100.000	Spdr Gold Trust Gold Shares	3/26/2009	9,287.05	9,287 05	16,202.04
			154,538.35	248,552.95	313,842 87

GARY AND BARBARA MARSELLA FAMILY FOUNDATION 77-0442482

FAIR MARKET VALUE OF PUBLICLY TRADED STOCKS IN MORGAN STANLEY A/C #103-023705-104
FOR THE YEAR 2012

STATEMENT 7D

STOCKS

COMMON STOCKS

Security Description	Trade Date	Quantity	Unit Cost	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Dividend Yield %
FIRST TRST HLTH CARE ALPHA ETF (FXH)	12/3/08	16.000	$12.910	$206 56	$521.12	$314.56 LT		
	2/9/09	19.000	15.340	291 46	618 83	327.37 LT		
	5/4/12	24 000	30.500	732.00	781.68	49 68 ST		
	Total	59.000		1,230.02	1,921.63	641 93 LT 49 68 ST	8 26	0 42

Share Price $32.570

CONTINUED

FAIR MARKET VALUE OF PUBLICLY TRADED STOCKS IN MORGAN STANLEY A/C #103-023705-104
FOR THE YEAR 2012

STATEMENT 7D

STOCKS

COMMON STOCKS (CONTINUED)

Security Description	Trade Date	Quantity	Unit Cost	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Dividend Yield %
FIRST TRUST BICK INDEX FUND (BICK)	11/7/12	49.000	23.928	1,172 49	1,241.17	68 68 ST	22 54	1 81
Share Price: $25.330; Next Dividend Payable 03/2013								
FIRST TRUST CONSMR STAPLES ETF (FXG)	12/3/08	14.000	13.250	185.50	354.62	169.12 LT		
	2/9/09	22.000	14 260	313.72	557.26	243.54 LT		
	12/30/09	1.000	17 970	17 97	25.33	7.36 LT		
	5/4/12	36.000	24.320	875.52	911.88	36.36 ST		
	Total	73 000		1,392.71	1,849.09	420 02 LT 36 36 ST	34 46	1 86
Share Price· $25.330								
FIRST TRUST CONSUMER DISCRET (FXD)	8/3/11	31.000	20.469	634.55	700.60	66 05 LT		
	5/4/12	26 000	22.100	574.60	587.60	13.00 ST		
	Total	57.000		1,209.15	1,288.20	66 05 LT 13 00 ST	18 58	1 44
Share Price: $22.600								
FIRST TRUST DJ GL SEL DVD (FGD)	2/15/11	68 000	24.384	1,658.11	1,646.96	(11 15) LT		
	3/2/12	2.000	23.840	47.68	48 44	0.76 ST		
	5/4/12	25 000	23 000	575 00	605.50	30.50 ST		
	5/17/12	1.000	21.720	21.72	24 22	2 50 ST		
	11/7/12	54 000	23.448	1,266.17	1,307.88	41.71 ST		
	Total	150 000		3,568 68	3,633.00	(11.15) LT 75.47 ST	179.10	4 92
Share Price. $24.220								
FIRST TRUST ENGY ALPHADEX ETF (FXN)	7/26/11	18 000	24.770	445 86	357 30	(88 56) LT		
	3/2/12	18 000	21 296	383.33	357 30	(26 03) ST		
	5/4/12	81 000	18 370	1,487 96	1,607 85	119 89 ST		

CONTINUED

FAIR MARKET VALUE OF PUBLICLY TRADED STOCKS IN MORGAN STANLEY A/C #103-023705-104
FOR THE YEAR 2012

STATEMENT 7D

STOCKS

COMMON STOCKS (CONTINUED)

Security Description	Trade Date	Quantity	Unit Cost	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Dividend Yield %
	Total	117.000		2,317.15	2,322.45	(88.56) LT 93 86 ST	24 69	1 06
Share Price: $19.850								
FIRST TRUST MTRLS ALPHADEX ETF (FXZ)	1/5/09	11 000	12.610	138.71	283.80	145 09 LT		
	2/3/09	11.000	10.298	113.28	283.80	170 52 LT		
	2/9/09	20.000	11.160	223.20	516.00	292 80 LT		
	5/4/12	36 000	24.460	880.56	928.80	48 24 ST		
	Total	78.000		1,355 75	2,012.40	608 41 LT 48.24 ST	56 55	2 81
Share Price· $25.800								
FIRST TRUST TECH ALPHA ETF (FXL)	8/3/11	56.000	21.196	1,186.96	1,214 19	27.23 LT		
	5/4/12	55.000	22.220	1,222.10	1,192.51	(29.59) ST		
	Total	111.000		2,409.06	2,406.70	27.23 LT (29 59) ST	8 33	0 34
Share Price: $21.682								
FIRST TRUST UTLTS ALPHADEX ETF (FXU)	12/3/08	18 000	12.670	228.06	323.64	95.58 LT		
	12/30/09	29 000	15.656	454.02	521.42	67.40 LT		
	2/15/11	7 000	17 110	119.77	125.86	6.09 LT		
	5/4/12	48 000	17 410	835.68	863.04	27.36 ST		
	Total	102.000		1,637.53	1,833.96	169 07 LT 27 36 ST	56 61	3.08
Share Price: $17.980								
FT FTSE EPRA/NAREIT REAL EST (FFR)	11/9/10	26.000	36 067	937.73	1,023.62	85.89 LT		
	2/15/11	4 000	35.670	142 68	157 48	14.80 LT		
	5/4/12	21.000	36.120	758 52	826.77	68 25 ST		
	Total	51 000		1,838 93	2,007.87	100 69 LT 68.25 ST	85 73	4 26
Share Price $39.370								
ISHARES BARCLAYS SHORT TREAS (SHV)	5/17/12	219.000	110.200	24,133.80	24,146 94	13 14 ST		
	12/14/12	80.000	110 236	8,818.86	8,820 80	1 94 ST		
	Total	299 000		32,952 66	32,967.74	15 08 ST	2 09	—
Share Price· $110 250, Next Dividend Payable 01/2013								

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GARY AND BARBARA MARSELLA FAMILY FOUNDATION 77-0442482

FAIR MARKET VALUE OF PUBLICLY TRADED STOCKS IN MORGAN STANLEY A/C #103-023705-104
FOR THE YEAR 2012

STATEMENT 7D

STOCKS

COMMON STOCKS (CONTINUED)

Security Description	Trade Date	Quantity	Unit Cost	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Dividend Yield %
ISHARES DJ US INDL SCTR (IYJ)	2/3/09	10 000	37 885	378 85	733 30	354 45 LT		
	2/9/09	6 000	40.400	242 40	439 98	197 58 LT		
	5/4/12	11 000	69 240	761 64	806 63	44 99 ST		
	Total	27 000		1,382.89	1,979 91	552 03 LT 44 99 ST	32 83	1 65
Share Price $73.330; Next Dividend Payable 03/2013								
ISHARES HIGH DIVID EQ FD ETF (HDV)	7/26/11	14 000	52.180	730 52	822 64	92 12 LT		
	5/4/12	3 000	57.630	172 89	176 28	3.39 ST		
	Total	17 000		903 41	998.92	92 12 LT 3 39 ST	35 58	3 56
Share Price $58 760, Next Dividend Payable 03/2013								
ISHARES MSCI ASIA EX-JAPAN (AAXJ)	11/7/12	20 000	56 894	1,137 87	1,210.40	72 53 ST	20 98	1 73
Share Price $60.520, Next Dividend Payable 06/2013								
ISHARES MSCI CANADA INDEX FD (EWC)	11/7/12	41 000	28 069	1,150 83	1,164 40	13 57 ST	24 31	2 08
Share Price $28.400, Next Dividend Payable 06/2013								
ISHARES MSCI EAFE MIN VOL (EFAV)	11/7/12	21 000	53.896	1,131 81	1,148.28	16 47 ST	22 66	1 97
Share Price $54 680, Next Dividend Payable 05/2013								
ISHARES MSCI EMERG MKT MIN VOL (EEMV)	3/2/12	13 000	56 760	737 88	787 28	49 40 ST		
	5/4/12	5 000	56 350	281 75	302 80	21 05 ST		
	11/7/12	22 000	57 320	1,261 03	1,332 32	71 29 ST		
	Total	40 000		2,280 66	2,422.40	141 74 ST	39 80	1 64
Share Price $60 560; Next Dividend Payable 06/2013								
ISHARES TRUST DJ SELECT (DVY)	11/25/09	29 000	43 537	1,262 58	1,659 96	397 38 LT		
	6/9/10	18 000	43 570	784 26	1,030 32	246 06 LT		
	5/4/12	13 000	56 000	728 00	744 12	16 12 ST		
	Total	60 000		2,774 84	3,434.40	643 44 LT 16 12 ST	127 25	3 70
Share Price $57 240, Next Dividend Payable 03/2013								
SPDR GOLD TR GOLD SHS (GLD)	8/22/12	14 000	160 500	2,247 00	2,268 28	21 28 ST	—	—
Share Price $162 020								

	Percentage of Assets %	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income / *Accrued Interest*	Yield %
STOCKS	57 5%	$64,093.44	$68,111 20	$3,221.28 LT $796 48 ST	$800 36 $0 00	1 17%

FAIR MARKET VALUE OF MUTUAL FUNDS IN MORGAN STANLEY A/C #103-023705-104
FOR THE YEAR 2012

STATEMENT 7E

MUTUAL FUNDS

OTHER MUTUAL FUNDS

"Total Purchases vs Market Value" is provided to assist you in comparing your "Total Purchases," excluding reinvested distributions, with the current value of the mutual fund positions in your account

"Cumulative Cash Distributions" when shown, may reflect distributions on shares no longer held in the account It may not reflect all distributions received in cash, due to but not limited to the following investments made prior to addition of this information on statements, securities transfers, timing of recent distributions, and certain adjustments made in your account.

"Net Value Increase/ (Decrease)" reflects the difference between your total purchases, plus the cash distributions shown, and the current value of the fund's shares This calculation is for informational purposes only and does not reflect your total unrealized gain or loss nor should it be used for tax purposes

Security Description	Trade Date	Quantity	Unit Cost	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Dividend Yield %
BLACKROCK STRATEGIC INC OPP I (BSIIX)	8/10/10	371.136	$9.960	$3,696.52	$3,748.47	$51.95 LT		
	2/15/11	23.720	10.020	237.67	239 57	1.90 LT		
	4/12/11	193.109	9.950	1,921.43	1,950.40	28.97 LT		
	5/4/12	195.978	9.800	1,920.58	1,979 38	58 80 ST		
	Purchases	783.943		7,776.20	7,917.82	82.82 LT 58 80 ST		
Long Term Reinvestments		34 379		339.72	347.23	7 51 LT		
Short Term Reinvestments		6 177		60.31	62.39	2 08 ST		
	Total	824 499		8,176.23	8,327.44	90.33 LT 60 88 ST	280.00	3.36
Total Purchases vs Market Value				7,776.20	8,327 44			
Cumulative Cash Distributions					165.92			
Net Value Increase/(Decrease)					717 16			
Share Price $10 100, Dividend Cash, Capital Gains Cash								
DREYFUS INTL BOND I (DIBRX)	6/16/11	73.831	16.821	1,241.89	1,278 75	36.86 LT		
	10/13/11	94 577	16.921	1,600.38	1,638 07	37.69 LT		
	11/11/11	105 803	16 901	1,788.21	1,832.50	44.29 LT		
	3/2/12	38 597	16 810	648 81	668.50	19.69 ST		
	5/4/12	100 271	16.840	1,688.57	1,736 69	48.12 ST		

CONTINUED

FAIR MARKET VALUE OF MUTUAL FUNDS IN MORGAN STANLEY A/C #103-023705-104
FOR THE YEAR 2012

STATEMENT 7E

MUTUAL FUNDS

OTHER MUTUAL FUNDS (CONTINUED)

Security Description	Trade Date	Quantity	Unit Cost	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Dividend Yield %
	Purchases	413.079		6,967.86	7,154.51	118.84 LT 67 81 ST		
Long Term Reinvestments		3.994		65 60	69 17	3 57 LT		
Short Term Reinvestments		1 230		20 75	21 30	0 55 ST		
	Total	418 303		7,054.21	**7,245.01**	122.41 LT 68 36 ST	164 00	2 26
Total Purchases vs Market Value				6,967 86	7,245 01			
Cumulative Cash Distributions					228 39			
Net Value Increase/(Decrease)					505 54			
Share Price $17 320, Dividend Cash, Capital Gains Cash								
EATON VANCE GLB MCRO ABS RETI (EIGMX)	12/18/12	824 286	9.820	8,094 49	**8,102.73**	8 24 ST	320 00	3 94
Share Price $9 830, Enrolled In MS Dividend Reinvestment, Capital Gains Reinvest								
JP MORGAN INCOME BUILDER A (JNBAX)	3/2/12	284 644	9.410	2,678.50	2,803 74	125 24 ST		
	5/4/12	6.121	9 400	57.54	60 29	2.75 ST H		
	5/4/12	80.981	9 400	761 22	797.66	36 44 ST		
	Purchases	371.746		3,497.26	**3,661.69**	164 43 ST		
Short Term Reinvestments		2 666		25.06	26 26	1 20 ST		
	Total	374 412		3,522 32	**3,687.96**	165.63 ST	179 00	4 85
Total Purchases vs Market Value				3,497 26	3,687 96			
Cumulative Cash Distributions					103 72			
Net Value Increase/(Decrease)					294 42			
Share Price $9.850, Dividend Cash; Capital Gains Cash								
PIMCO UNCONSTRAINED BOND P (PUCPX)	9/30/09	88 417	11 080	979.66	1,015 02	35 36 LT		
	12/30/09	7 521	10 800	81 23	86 34	5 11 LT		
	2/15/11	30.564	11.160	341 09	350 87	9.78 LT		
	5/4/12	46 093	11 250	518 55	529 14	10 59 ST		
	Purchases	172 595		1,920.53	**1,981.37**	50 25 LT 10 59 ST		
Long Term Reinvestments		28 612		314 06	328 46	14.40 LT		
Short Term Reinvestments		1 551		17 14	17 80	0 66 ST		
	Total	202 758		2,251.73	**2,327.66**	64 65 LT 11 25 ST	35 00	1 50

CONTINUED

FAIR MARKET VALUE OF MUTUAL FUNDS IN MORGAN STANLEY A/C #103-023705-104
FOR THE YEAR 2012

STATEMENT 7E

MUTUAL FUNDS

OTHER MUTUAL FUNDS (CONTINUED)

Security Description	Trade Date	Quantity	Unit Cost	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Dividend Yield %
Total Purchases vs Market Value				1,920.53	2,327.66			
Cumulative Cash Distributions					61 31			
Net Value Increase/(Decrease)					468.44			
Share Price· $11 480; Dividend Cash, Capital Gains Cash								
PRUDENTIAL JENNISON MKT NEUT Z (PJNZX)	8/19/11	153.840	9.920	1,526.09	1,469.17	(56.92) LT		
	11/11/11	148 638	9.920	1,474.49	1,419 49	(55.00) LT		
	5/4/12	421.058	9 600	4,042.16	4,021.10	(21.06) ST		
	Total	723 536		7,042.74	**6,909.77**	(111.92) LT (21 06) ST	—	—
Share Price· $9.550, Dividend Cash; Capital Gains Cash								
PRUDENTIAL SHT TRM CORP BD Z (PIFZX)	10/13/11	142.976	11.330	1,619.92	1,657.09	37 17 LT		
	3/2/12	5.748	11.550	66.39	66.62	0 23 ST		
	5/4/12	48.127	11.540	555.39	557 79	2.40 ST		
	Purchases	196 851		2,241.70	**2,281.50**	37.17 LT 2.63 ST		
Long Term Reinvestments		1 181		13.43	13 69	0 26 LT		
Short Term Reinvestments		1.883		21.68	21.82	0.14 ST		
	Total	199.915		2,276 81	**2,317.01**	37.43 LT 2.77 ST	83 00	3 58
Total Purchases vs Market Value				2,241.70	2,317.01			
Cumulative Cash Distributions					47.39			
Net Value Increase/(Decrease)					122.70			
Share Price. $11.590, Dividend Cash, Capital Gains Cash								
VIRTUS MULTI SECT SHT TRM BDI (PIMSX)	3/2/12	539.151	4.870	2,625.67	2,674 19	48.52 ST		
	5/4/12	22 674	4.860	110.20	112 46	2.26 ST H		
	5/4/12	148.223	4.860	720.36	735 19	14 83 ST		
	Purchases	710.048		3,456 23	**3,521.84**	65 61 ST		
Short Term Reinvestments		3.934		19 12	19.51	0.39 ST		
	Total	713 982		3,475.35	**3,541.35**	66.00 ST	159 00	4.48
Total Purchases vs Market Value				3,456.23	3,541.35			
Cumulative Cash Distributions					88 42			
Net Value Increase/(Decrease)					173 54			
Share Price: $4 960; Dividend Cash, Capital Gains Cash								

FAIR MARKET VALUE OF MUTUAL FUNDS IN MORGAN STANLEY A/C #103-023705-104
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STATEMENT 7E

	Percentage of Assets %	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income / Accrued Interest	Yield %
MUTUAL FUNDS	35.8%	$41,893.88	$42,458.93	$202.90 LT	$1,220.00	2.87%
				$362.07 ST	$0.00	