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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.

2012

Open to public inspection

For calendar year 2012 or tax year beginning

, and ending

Name of foundation BLANK FAMILY FOUNDATION		A Employer identification number 90-0410317
Number and street (or P.O. box number if mail is not delivered to street address) P.O. BOX 964	Room/suite	B Telephone number 952-449-9477
City or town, state, and ZIP code LONG LAKE, MN 55356		C If exemption application is pending, check here ☐
G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change		D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐
H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 2,989,486. (Part I, column (d) must be on cash basis)	J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received				N/A	
2 Check ☒ if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments		18.	18.		STATEMENT 1
4 Dividends and interest from securities		61,068.	61,068.		STATEMENT 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		107,201.			
b Gross sales price for all assets on line 6a 945,659.					
7 Capital gain net income (from Part IV, line 2)			107,201.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income		58.	58.		STATEMENT 3
12 Total Add lines 1 through 11		168,345.	168,345.		
13 Compensation of officers, directors, trustees, etc		0.	0.		0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees STMT 4		2,250.	563.		1,687.
c Other professional fees STMT 5		8,552.	8,552.		0.
17 Interest					
18 Taxes STMT 6		2,978.	756.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses STMT 7		43.	15.		25.
24 Total operating and administrative expenses Add lines 13 through 23		13,823.	9,886.		1,712.
25 Contributions, gifts, grants paid		209,095.			209,095.
26 Total expenses and disbursements Add lines 24 and 25		222,918.	9,886.		210,807.
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements		-54,573.			
b Net investment income (if negative, enter -0-)			158,459.		
c Adjusted net income (if negative, enter -0-)				N/A	

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Part II Balance Sheets		Beginning of year	End of year	
			(a) Book Value	(b) Book Value
Assets	1 Cash - non-interest-bearing	231,880.	118,328.	118,328.
	2 Savings and temporary cash investments	24,060.	3,841.	3,841.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	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			
	b Investments - corporate stock STMT 8	2,614,458.	2,692,558.	2,867,317.
	c Investments - corporate bonds			
Liabilities	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other			
	14 Land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 Total assets (to be completed by all filers)	2,870,398.	2,814,727.	2,989,486.
	17 Accounts payable and accrued expenses			
	18 Grants payable			
Net Assets or Fund Balances	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☒			
	27 Capital stock, trust principal, or current funds	2,870,398.	2,814,727.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	0.	0.	
Net Assets or Fund Balances	30 Total net assets or fund balances	2,870,398.	2,814,727.	
	31 Total liabilities and net assets/fund balances	2,870,398.	2,814,727.	

Part III Analysis of Changes in Net Assets or Fund Balances

1 Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	2,870,398.
2 Enter amount from Part I, line 27a	2	-54,573.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	2,815,825.
5 Decreases not included in line 2 (itemize) ▶ MISC ADJUSTMENT	5	1,098.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	2,814,727.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a BERNSTEIN #45465 - SEE ATTACHED		P	VARIOUS	VARIOUS
b BERNSTEIN #45465 - SEE ATTACHED		P	VARIOUS	VARIOUS
c CAPITAL GAINS DIVIDENDS				
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 413,466.		397,979.	15,487.
b 526,413.		440,479.	85,934.
c 5,780.			5,780.
d			
e			

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			15,487.
b			85,934.
c			5,780.
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	107,201.
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). If (loss), enter -0- in Part I, line 8	{		3	N/A

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 (col. (b) divided by col. (c))
2011	125,528.	3,095,143.	.040556
2010	70,583.	2,935,895.	.024041
2009	125,108.	2,649,826.	.047214
2008	735.	861,035.	.000854
2007			

2 Total of line 1, column (d)	2	.112665
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	.028166
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	3,006,632.
5 Multiply line 4 by line 3	5	84,685.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1,585.
7 Add lines 5 and 6	7	86,270.
8 Enter qualifying distributions from Part XII, line 4	8	210,807.

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)

1a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b		1	1,585.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	1,585.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 Tax based on investment income Subtract line 4 from line 3. If zero or less, enter -0-		5	1,585.
6 Credits/Payments:			
a 2012 estimated tax payments and 2011 overpayment credited to 2012	6a	2,091.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	2,091.	
8 Enter any penalty for underpayment of estimated tax. Check here ☒ if Form 2220 is attached	8		
9 Tax due If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	506.	
11 Enter the amount of line 10 to be: Credited to 2013 estimated tax ☒ 506. Refunded ☒ 0.	11		0.

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
1c Did the foundation file Form 1120-POL for this year?		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.		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		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		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?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ☒ MN		
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	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		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

N/A

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>N/A</u>	13	X	
14	The books are in care of ► <u>JOHN P. BLANK</u> Telephone no ► <u>952-449-9477</u> Located at ► <u>P.O. BOX 964, LONG LAKE, MN</u> ZIP+4 ► <u>55356</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year ► 15 <u>N/A</u>			
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? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►	16	Yes	No X

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
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☒ No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes ☒ No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No	
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	☐ Yes ☒ No	
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here	<u>N/A</u>	1b
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?		1c
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? If "Yes," list the years ►	☐ Yes ☒ No	
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	<u>N/A</u>	2b
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ►		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No	
b If "Yes," did it have excess business holdings in 2012 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012.)	<u>N/A</u>	3b
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?		4b

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)?

☐ 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)?

N/A

5b

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

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.

(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
KAREN L. BLANK P.O. BOX 964 LONG LAKE, MN 55356	PRESIDENT 0.25	0.	0.	0.
JOHN P. BLANK P.O. BOX 964 LONG LAKE, MN 55356	VP, SECRETARY & TREASURER 0.25	0.	0.	0.
MEREDITH L. BLANK P.O. BOX 964 LONG LAKE, MN 55356	DIRECTOR 0.25	0.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1). 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

Information About Officers, Directors, Trustees, Key Employees, and Highest Paid Employees, and Contractors (continued)

[illegible]

0

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		

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.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	2,847,029.
b	Average of monthly cash balances	1b	205,389.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	3,052,418.
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	3,052,418.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	45,786.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	3,006,632.
6	Minimum investment return. Enter 5% of line 5	6	150,332.

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	150,332.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	1,585.
b	Income tax for 2012. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	1,585.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	148,747.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	148,747.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	148,747.

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	210,807.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	210,807.
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	5	1,585.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	209,222.

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				148,747.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			128,068.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2012:				
a From 2007				
b From 2008				
c From 2009				
d From 2010				
e From 2011				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2012 from Part XII, line 4: ▶ \$ 210,807.				
a Applied to 2011, but not more than line 2a			128,068.	
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				82,739.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:	0.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2011. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013				66,008.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2013 Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9.				
a Excess from 2008				
b Excess from 2009				
c Excess from 2010				
d Excess from 2011				
e Excess from 2012				

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

N/A

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



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

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

Tax year	Prior 3 years			
(a) 2012	(b) 2011	(c) 2010	(d) 2009	(e) Total

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))

SEE STATEMENT 9

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

NONE**2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:**

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

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

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	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
Name and address (home or business)				
a Paid during the year				
DARTMOUTH COLLEGE 6066 DEVELOPMENT OFFICE HANOVER, NH 03775-3555	N/A	PUBLIC CHARITY	GENERAL SUPPORT	10,000.
HUMANE SOCIETY 845 MEADOW LANE NORTH GOLDEN VALLEY, MN 55422	N/A	PUBLIC CHARITY	GENERAL SUPPORT	19,000.
UNION GOSPEL MISSION 77 EAST 9TH STREET ST. PAUL, MN 55101	N/A	PUBLIC CHARITY	GENERAL SUPPORT	30,000.
VILLAGE SCHOOL 13815 RIDGEDALE DRIVE MINNETONKA, MN 55305	N/A	PUBLIC CHARITY	GENERAL SUPPORT	120,000.
YOUNG LIFE P.O. BOX 520 COLORADO SPRINGS, CO 80901	N/A	PUBLIC CHARITY	GENERAL SUPPORT	1,500.
Total			SEE CONTINUATION SHEET(S)	209,095.
b Approved for future payment				
NONE				
Total				0.

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. | | |

[illegible]

- 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.

Signature of officer or trustee

Date 5/14/13

► Per. cont.
Title

May the IRS discuss this return with the preparer shown below (see instr.)?

☒ Yes ☐ No

Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
	LORI HUME, CPA	LORI HUME, CPA	05/02/13		P01263847
	Firm's name ▶ WIPFLI LLP			Firm's EIN ▶ 39-0758449	
	Firm's address ▶ 7601 FRANCE AVENUE SOUTH, SUITE 400 MINNEAPOLIS, MN 55435			Phone no. 952-548-3400	

Form **990-PF** (2012)

Capital Gains Report

BLANK FAMILY FOUNDATION

January 1, 2012 through December 31, 2012

Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain or Loss
SHORT-TERM NON-COVERED								
02/14/2011	01/06/2012	15	BORGWARNER INC	65.43	79.29	981.48	1,189.29	-207.81
02/28/2011	01/06/2012	5	BORGWARNER INC	65.43	76.85	327.16	384.24	-57.08
02/02/2011	01/06/2012	20	MONSANTO CO	77.37	75.38	1,547.45	1,507.66	39.79
10/25/2011	01/06/2012	20	PEPSICO INC	65.47	62.03	1,309.48	1,240.66	68.82
10/28/2011	01/06/2012	25	PEPSICO INC	65.47	63.06	1,636.85	1,576.57	60.28
03/29/2011	01/09/2012	20	CELGENE CORP	67.65	55.36	1,353.10	1,107.11	245.99
05/17/2011	01/09/2012	5	***LYONDELLBASELL INDU-CL A	34.46	38.95	172.28	194.75	-22.47
05/17/2011	01/09/2012	50	***LYONDELLBASELL INDU-CL A	34.46	36.29	1,722.78	1,814.58	-91.80
03/10/2011	01/10/2012	50	LIMITED BRANDS INC	39.00	31.26	1,950.00	1,562.80	387.20
06/20/2011	01/10/2012	50	LIMITED BRANDS INC	39.00	36.06	1,950.00	1,802.97	147.03
02/15/2011	01/11/2012	25	ROCKWELL AUTOMATION INC	77.95	88.61	1,948.67	2,215.27	-266.60
07/22/2011	01/12/2012	25	CONOCOPHILLIPS	70.79	75.45	1,769.83	1,886.30	-116.47
08/12/2011	01/12/2012	25	CONOCOPHILLIPS	70.79	66.48	1,769.82	1,662.07	107.75
04/25/2011	01/19/2012	15	PROCTER & GAMBLE CO	66.14	63.10	992.08	946.51	45.57
05/17/2011	01/19/2012	3	PROCTER & GAMBLE CO	66.14	67.48	198.42	202.45	-4.03
12/01/2011	01/20/2012	11	SALESFORCE COM INC	114.61	118.40	1,260.69	1,302.42	-41.73
02/18/2011	01/23/2012	20	***ACCENTURE PLC-CL A	55.99	53.85	1,119.75	1,077.03	42.72
02/24/2011	01/23/2012	5	***ACCENTURE PLC-CL A	55.99	51.59	279.94	257.93	22.01
01/06/2012	01/24/2012	21	WATSON PHARMACEUTICALS INC	56.00	63.26	1,176.02	1,328.43	-152.41
01/11/2012	01/24/2012	19	WATSON PHARMACEUTICALS INC	56.00	63.77	1,064.02	1,211.71	-147.69
05/04/2011	01/27/2012	30	CELGENE CORP	73.05	60.82	2,191.35	1,824.65	366.70
05/17/2011	01/31/2012	25	***LYONDELLBASELL INDU-CL A	42.90	38.95	1,072.39	973.75	98.64
02/02/2011	01/31/2012	50	LOWE'S COS INC	26.85	24.60	1,342.50	1,229.81	112.69
02/03/2011	01/31/2012	50	LOWE'S COS INC	26.85	24.52	1,342.50	1,226.23	116.27
03/17/2011	01/31/2012	28	LOWE'S COS INC	26.85	26.33	751.80	737.34	14.46
05/17/2011	01/31/2012	17	PROCTER & GAMBLE CO	62.88	67.48	1,069.03	1,147.20	-78.17
05/26/2011	02/01/2012	25	FMC TECHNOLOGIES INC	52.53	43.73	1,313.31	1,093.24	220.07
03/11/2011	02/02/2012	35	***INGERSOLL-RAND PLC	36.27	44.69	1,269.47	1,564.13	-294.66
03/15/2011	02/02/2012	30	***INGERSOLL-RAND PLC	36.27	45.23	1,088.12	1,356.96	-268.84
06/02/2011	02/02/2012	40	***LYONDELLBASELL INDU-CL A	43.31	41.87	1,732.34	1,674.72	57.62
08/02/2011	02/06/2012	21	VF CORP	132.77	114.50	2,788.21	2,404.49	383.72
08/23/2011	02/07/2012	125	CMS ENERGY CORP	21.91	18.94	2,738.53	2,368.05	370.48
10/24/2011	02/07/2012	70	CMS ENERGY CORP	21.91	21.01	1,533.57	1,470.81	62.76
05/12/2011	02/07/2012	15	GOODRICH CORP	125.36	91.95	1,880.33	1,379.21	501.12
02/24/2011	02/09/2012	20	***ACCENTURE PLC-CL A	57.43	51.59	1,148.59	1,031.72	116.87
05/17/2011	02/09/2012	9	***ACCENTURE PLC-CL A	57.43	56.52	516.86	508.64	8.22
03/07/2011	02/09/2012	45	JOHNSON CONTROLS INC	33.15	41.06	1,491.79	1,847.54	-355.75
07/29/2011	02/10/2012	35	MARATHON PETROLEUM CORP	44.04	43.82	1,541.35	1,533.87	7.48
05/12/2011	02/14/2012	10	GOODRICH CORP	125.51	91.95	1,255.12	919.47	335.65
08/02/2011	02/15/2012	9	VF CORP	143.45	114.50	1,291.06	1,030.50	260.56
05/17/2011	02/16/2012	21	***ACCENTURE PLC-CL A	58.04	56.52	1,218.77	1,186.84	31.93
10/13/2011	02/16/2012	28	ESTEE LAUDER COMPANIES-CL A	55.60	48.19	1,556.70	1,349.28	207.42
09/08/2011	02/21/2012	85	DELL INC	18.20	14.49	1,547.03	1,231.48	315.55
10/25/2011	02/23/2012	45	HARLEY DAVIDSON INC	46.92	38.25	2,111.40	1,721.46	389.94
11/02/2011	02/23/2012	5	HARLEY DAVIDSON INC	46.92	38.69	234.60	193.46	41.14
02/24/2011	02/23/2012	5	MONSANTO CO	77.69	70.90	388.43	354.50	33.93

Capital Gains Report

BLANK FAMILY FOUNDATION

January 1, 2012 through December 31, 2012

Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain or Loss
06/08/2011	02/28/2012	65	GENERAL MOTORS CO	26 24	28 91	1,705.55	1,879 05	-173 50
08/02/2011	03/14/2012	80	CBRE GROUP INC	20 24	21 17	1,618 89	1,693 34	-74 45
08/05/2011	03/14/2012	65	CBRE GROUP INC	20 24	18 40	1,315 35	1,195 68	119 67
09/29/2011	03/14/2012	60	CBRE GROUP INC	20 24	14 21	1,214 16	852 84	361 32
02/03/2012	03/14/2012	125	***NEXEN INC	19 91	18 02	2,488 35	2,252 60	235 75
03/25/2011	03/16/2012	30	MOODY'S CORP	41 84	32 82	1,255 33	984 69	270 64
12/08/2011	03/19/2012	25	CIT GROUP INC	43 03	33 99	1,075 69	849 84	225 85
03/25/2011	03/20/2012	40	MOODY'S CORP	41 68	32 82	1,667 18	1,312 93	354 25
07/05/2011	03/20/2012	40	UNITEDHEALTH GROUP INC	55 07	52 86	2,202 69	2,114 34	88 35
08/22/2011	03/21/2012	45	LAS VEGAS SANDS CORP	57 72	40 73	2,597 61	1,832 69	764 92
04/07/2011	03/23/2012	35	AT&T INC	31 60	30 48	1,105 92	1,066 87	39 05
04/18/2011	03/23/2012	50	AT&T INC	31 60	30 32	1,579 88	1,515 94	63 94
04/25/2011	03/23/2012	10	AT&T INC	31 60	30 48	315 98	304 80	11 18
04/25/2011	03/26/2012	45	METLIFE INC	38 33	44 16	1,724 79	1,987 41	-262 62
05/17/2011	03/26/2012	30	METLIFE INC	38 33	43 87	1,149 86	1,315 98	-166 12
08/10/2011	03/26/2012	50	METLIFE INC	38 33	32 63	1,916 43	1,631 51	284 92
09/02/2011	03/26/2012	25	TRAVELERS COS INC/THE	58 81	49 42	1,470 24	1,235 50	234 74
12/09/2011	04/03/2012	75	ILLUMINA INC	51 76	28 53	3,882 05	2,139 87	1,742 18
12/15/2011	04/05/2012	10	SALESFORCE COM INC	155 25	106 84	1,552 47	1,068 40	484 07
05/17/2011	04/12/2012	60	GENERAL MILLS INC	38 59	39 78	2,315 16	2,386 98	-71 82
05/18/2011	04/12/2012	30	GENERAL MILLS INC	38 59	39 83	1,157 58	1,194 87	-37 29
08/22/2011	04/12/2012	30	GENERAL MILLS INC	38 59	36 19	1,157 58	1,085 63	71 95
11/01/2011	04/13/2012	25	GENERAL MILLS INC	38 84	36 19	970 98	904 70	66 28
01/04/2012	04/13/2012	55	GENERAL MILLS INC	38 84	38 37	2,136 14	2,110 55	25 59
01/04/2012	04/13/2012	50	GENERAL MILLS INC	38 84	40 41	1,941 95	2,020 72	-78 77
11/11/2011	04/23/2012	24	PERRIGO INC	104 41	91 70	2,505 73	2,200 78	304 95
11/28/2011	04/23/2012	1	PERRIGO INC	104 41	94 75	104 41	94 75	9 66
06/17/2011	04/24/2012	70	MOODY'S CORP	41 81	36 07	2,926 49	2,524 65	401 84
05/19/2011	04/25/2012	35	EXPRESS SCRIPTS HOLDING CO	56 93	60 55	1,992 42	2,119 20	-126 78
01/04/2012	04/25/2012	25	EXPRESS SCRIPTS HOLDING CO	56 93	46 74	1,423 15	1,168 62	254 53
05/09/2011	04/25/2012	45	***POTASH CORP OF SASKATCHEWAN	44 10	54 39	1,984 50	2,447 34	-462 84
05/16/2011	04/25/2012	30	***POTASH CORP OF SASKATCHEWAN	44 10	52 25	1,323 00	1,567 37	-244 37
12/05/2011	05/04/2012	275	MORGAN STANLEY	16 00	16 45	4,399 86	4,524 44	-124 58
12/07/2011	05/04/2012	125	MORGAN STANLEY	16 00	16 71	1,999 94	2,088 75	-88 81
02/01/2012	05/08/2012	30	VERTEX PHARMACEUTICALS INC	61 11	37 08	1,833 30	1,112 55	720 75
08/08/2011	05/10/2012	8	GILEAD SCIENCES INC	50 97	36 86	407 75	294 85	112 90
05/24/2011	05/14/2012	45	TRW AUTOMOTIVE HOLDINGS CORP	41 79	53 56	1,880 76	2,410 02	-529 26
10/21/2011	05/14/2012	15	TRW AUTOMOTIVE HOLDINGS CORP	41 79	40 35	626 92	605 21	21 71
09/21/2011	05/31/2012	40	DOLLAR GENERAL CORP	49 15	37 40	1,965 91	1,495 91	470 00
08/17/2011	06/01/2012	160	CORNING INC	12 61	15 09	2,017 47	2,413 74	-396 27
09/14/2011	06/01/2012	100	CORNING INC	12 61	13 77	1,260 92	1,377 43	-116 51
09/07/2011	06/01/2012	75	GENERAL ELECTRIC CO	18 59	15 65	1,394 22	1,174 01	220 21
03/06/2012	06/04/2012	130	LIBERTY INTERACTIVE CORP-A	16 07	18 53	2,089 04	2,408 77	-319 73
09/28/2011	06/04/2012	100	***MARVELL TECHNOLOGY GROUP LT	11 98	14 99	1,198 42	1,498 67	-300 25
10/31/2011	06/04/2012	150	***MARVELL TECHNOLOGY GROUP LT	11 98	14 07	1,797 63	2,109 92	-312 29
11/10/2011	06/04/2012	100	***MARVELL TECHNOLOGY GROUP LT	11 98	14 18	1,198 42	1,417 85	-219 43
11/16/2011	06/04/2012	25	***POTASH CORP OF SASKATCHEWAN	36 94	45 40	923 48	1,134 92	-211 44
01/11/2012	06/04/2012	30	***POTASH CORP OF SASKATCHEWAN	36 94	43 43	1,108 17	1,302 89	-194 72
02/02/2012	06/04/2012	25	***POTASH CORP OF SASKATCHEWAN	36 94	47 66	923 48	1,191 40	-267 92

Capital Gains Report

BLANK FAMILY FOUNDATION

January 1, 2012 through December 31, 2012

Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain or Loss
09/29/2011	06/07/2012	45	CBRE GROUP INC	16.25	14.21	731.47	639.63	91.84
12/14/2011	06/07/2012	75	CBRE GROUP INC	16.25	14.53	1,219.12	1,089.76	129.36
02/24/2012	06/07/2012	75	CBRE GROUP INC	16.25	18.52	1,219.12	1,389.36	-170.24
08/25/2011	06/07/2012	40	LLYONDELLBASELL INDU-CL A	38.32	7.07	1,532.98	282.77	1,250.21
09/23/2011	06/19/2012	20	DEVON ENERGY CORPORATION	57.46	56.21	1,149.26	1,124.23	25.03
11/28/2011	06/21/2012	10	PERRIGO INC	114.66	94.75	1,146.60	947.51	199.09
08/08/2011	06/29/2012	25	GILEAD SCIENCES INC	50.87	36.86	1,271.82	921.40	350.42
10/21/2011	07/03/2012	95	CENTERPOINT ENERGY INC	20.60	21.13	1,956.69	2,007.63	-50.94
07/29/2011	07/05/2012	30	MARATHON PETROLEUM CORP	44.42	43.82	1,332.56	1,314.74	17.82
01/10/2012	07/10/2012	40	STRYKER CORP	53.17	52.14	2,126.73	2,085.60	41.13
07/29/2011	07/11/2012	10	MARATHON PETROLEUM CORP	44.69	43.82	446.89	438.25	8.64
08/09/2011	07/11/2012	50	MARATHON PETROLEUM CORP	44.69	34.96	2,234.44	1,747.96	486.48
09/28/2011	07/11/2012	50	MARATHON PETROLEUM CORP	44.69	29.83	2,234.44	1,491.48	742.96
05/09/2012	07/11/2012	30	MARATHON PETROLEUM CORP	44.69	38.26	1,340.66	1,147.90	192.76
08/01/2011	07/17/2012	29	ANADARKO PETROLEUM CORP	71.16	82.10	2,063.67	2,380.83	-317.16
01/27/2012	07/20/2012	40	EMERSON ELECTRIC CO	46.30	51.80	1,852.00	2,071.89	-219.89
01/30/2012	07/20/2012	25	EMERSON ELECTRIC CO	46.30	51.41	1,157.50	1,285.28	-127.78
02/02/2012	07/20/2012	25	EMERSON ELECTRIC CO	46.30	51.86	1,157.50	1,296.46	-138.96
02/24/2012	07/20/2012	15	EMERSON ELECTRIC CO	46.30	50.94	694.50	764.15	-69.65
02/24/2012	07/24/2012	10	EMERSON ELECTRIC CO	45.28	50.94	452.81	509.44	-56.63
03/15/2012	07/24/2012	25	EMERSON ELECTRIC CO	45.28	51.82	1,132.01	1,295.39	-163.38
03/27/2012	07/24/2012	30	EMERSON ELECTRIC CO	45.28	51.60	1,358.42	1,548.04	-189.62
04/24/2012	07/24/2012	30	EMERSON ELECTRIC CO	45.28	50.92	1,358.41	1,527.52	-169.11
02/10/2012	07/25/2012	30	INFORMATICA CORPORATION	27.83	46.44	835.05	1,393.09	-558.04
06/20/2012	07/25/2012	40	INFORMATICA CORPORATION	27.83	43.36	1,113.39	1,734.59	-621.20
01/10/2012	07/25/2012	35	STRYKER CORP	51.40	52.14	1,798.96	1,824.90	-25.94
01/12/2012	07/25/2012	25	STRYKER CORP	51.40	52.39	1,284.98	1,309.78	-24.80
02/01/2012	07/25/2012	25	STRYKER CORP	51.40	55.65	1,284.97	1,391.14	-106.17
08/24/2011	08/03/2012	25	DTE ENERGY COMPANY	61.67	49.60	1,541.69	1,239.94	301.75
08/08/2011	08/03/2012	45	GILEAD SCIENCES INC	58.06	36.86	2,612.61	1,658.52	954.09
10/17/2011	08/06/2012	25	PVH CORP	78.13	65.82	1,953.14	1,645.55	307.59
10/25/2011	08/06/2012	15	PVH CORP	78.13	72.49	1,171.89	1,087.42	84.47
01/10/2012	08/06/2012	15	PVH CORP	78.13	73.79	1,171.88	1,106.79	65.09
10/19/2011	08/10/2012	30	COVIDIEN PLC	56.94	45.39	1,708.06	1,361.81	346.25
10/28/2011	08/10/2012	30	COVIDIEN PLC	56.94	48.26	1,708.07	1,447.92	260.15
11/18/2011	08/10/2012	30	COVIDIEN PLC	56.94	46.21	1,708.06	1,386.38	321.68
02/02/2012	08/10/2012	20	GOLDMAN SACHS GROUP INC	102.81	113.31	2,056.29	2,266.28	-209.99
02/07/2012	08/10/2012	15	GOLDMAN SACHS GROUP INC	102.81	116.45	1,542.22	1,746.81	-204.59
10/21/2011	08/14/2012	5	CENTERPOINT ENERGY INC	20.55	21.13	102.75	105.66	-2.91
02/22/2012	08/14/2012	70	CENTERPOINT ENERGY INC	20.55	18.83	1,438.50	1,317.86	120.64
01/24/2012	08/22/2012	25	LAS VEGAS SANDS CORP	43.32	47.75	1,083.10	1,193.87	-110.77
02/08/2012	08/22/2012	25	LAS VEGAS SANDS CORP	43.32	51.61	1,083.10	1,290.29	-207.19
01/13/2012	08/23/2012	65	FREEMPORT-MCMORAN COPPER	36.69	41.78	2,385.06	2,715.62	-330.56
01/20/2012	08/23/2012	30	FREEMPORT-MCMORAN COPPER	36.69	43.75	1,100.79	1,312.58	-211.79
01/25/2012	09/06/2012	40	FREEMPORT-MCMORAN COPPER	36.21	43.80	1,448.40	1,751.94	-303.54
02/01/2012	09/12/2012	20	VERTEX PHARMACEUTICALS INC	55.63	37.08	1,112.56	741.70	370.86
11/09/2011	09/13/2012	25	LAM RESEARCH CORP	33.70	42.40	842.50	1,059.97	-217.47
11/10/2011	09/13/2012	30	LAM RESEARCH CORP	33.70	42.27	1,010.99	1,268.15	-257.16
10/25/2011	09/13/2012	195	NEWELL RUBBERMAID INC	18.98	13.31	3,701.72	2,595.26	1,106.46

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Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain or Loss
12/15/2011	09/17/2012	35	ILLUMINA INC	47.76	27.44	1,671.48	960.43	711.05
05/16/2012	09/21/2012	15	OCEANEERING INTL INC	57.09	48.55	856.37	728.32	128.05
11/14/2011	09/24/2012	45	WELLS FARGO & COMPANY	34.98	25.10	1,574.14	1,129.42	444.72
03/08/2012	09/24/2012	75	WELLS FARGO & COMPANY	34.98	31.25	2,623.57	2,343.50	280.07
10/10/2011	09/25/2012	50	CENTURYLINK INC	42.30	33.48	2,114.81	1,673.96	440.85
02/17/2012	10/02/2012	15	PERRIGO INC	117.35	95.05	1,760.27	1,425.70	334.57
02/22/2012	10/02/2012	15	PERRIGO INC	117.35	94.77	1,760.26	1,421.49	338.77
06/08/2012	10/03/2012	80	INTEL CORP	22.57	26.29	1,805.82	2,103.41	-297.59
06/20/2012	10/03/2012	30	INTEL CORP	22.57	27.56	677.18	826.67	-149.49
03/27/2012	10/04/2012	28	GILEAD SCIENCES INC	69.65	47.29	1,950.07	1,323.99	626.08
11/04/2011	10/09/2012	25	UNITEDHEALTH GROUP INC	57.54	45.84	1,438.49	1,145.98	292.51
04/26/2012	10/11/2012	110	LEUCADIA NATIONAL CO	22.39	25.06	2,463.09	2,756.52	-293.43
12/13/2011	10/17/2012	80	APOLLO GROUP INC-CL A	21.83	50.42	1,746.53	4,033.27	-2,286.74
06/06/2012	10/17/2012	45	APOLLO GROUP INC-CL A	21.83	34.89	982.42	1,570.03	-587.61
02/14/2012	10/24/2012	15	NATIONAL - OILWELL INC	77.33	83.52	1,159.98	1,252.82	-92.84
11/14/2011	10/25/2012	35	GENERAL MOTORS CO	23.67	23.01	828.41	805.47	22.94
05/17/2012	10/26/2012	3	PRICELINE COM INC	580.81	647.12	1,742.43	1,941.37	-198.94
10/05/2012	11/07/2012	25	MEAD JOHNSON NUTRITION CO	66.33	72.89	1,658.36	1,822.37	-164.01
10/09/2012	11/07/2012	15	MEAD JOHNSON NUTRITION CO	66.33	71.80	995.01	1,076.95	-81.94
06/20/2012	11/08/2012	85	INTEL CORP	21.00	27.56	1,784.90	2,342.22	-557.32
01/17/2012	11/09/2012	120	FORTUNE BRANDS HOME & SECURI	27.97	18.03	3,356.94	2,164.00	1,192.94
06/28/2012	11/12/2012	15	ANSYS INC	67.75	61.85	1,016.25	927.75	88.50
10/26/2012	11/12/2012	5	AMAZON COM INC	227.55	235.65	1,137.77	1,178.26	-40.49
04/04/2012	11/12/2012	25	COGNIZANT TECH SOLUTIONS-A	65.91	76.09	1,647.66	1,902.18	-254.52
04/11/2012	11/12/2012	15	COACH INC	54.87	73.62	823.01	1,104.24	-281.23
08/08/2012	11/12/2012	10	CELGENE CORP	75.34	71.61	753.41	716.06	37.35
08/24/2012	11/12/2012	25	EBAY INC	47.58	47.21	1,189.43	1,180.35	9.08
08/02/2012	11/12/2012	5	INTERCONTINENTAL EXCHANGE INC	130.22	127.21	651.10	636.06	15.04
12/15/2011	11/12/2012	15	HERSHEY CO/TH	71.02	59.41	1,065.29	891.19	174.10
07/23/2012	11/12/2012	10	IDEXX LABS CORP	89.71	87.57	897.11	875.66	21.45
03/06/2012	11/12/2012	10	MCKESSON CORP	92.61	82.38	926.10	823.83	102.27
02/14/2012	11/12/2012	4	NATIONAL - OILWELL INC	70.43	83.52	281.74	334.08	-52.34
02/16/2012	11/12/2012	11	NATIONAL - OILWELL INC	70.43	83.85	774.77	922.39	-147.62
05/16/2012	11/12/2012	15	OCEANEERING INTL INC	52.56	48.55	788.37	728.32	60.05
05/17/2012	11/12/2012	1	PRICELINE COM INC	633.72	647.12	633.72	647.12	-13.40
07/06/2012	11/12/2012	15	RACKSPACE HOSTING INC	62.31	44.51	934.61	667.63	266.98
04/24/2012	11/13/2012	25	EMERSON ELECTRIC CO	50.23	50.92	1,255.73	1,272.94	-17.21
04/25/2012	11/13/2012	25	EMERSON ELECTRIC CO	50.23	51.19	1,255.73	1,279.83	-24.10
05/02/2012	11/13/2012	25	EMERSON ELECTRIC CO	50.23	49.33	1,255.73	1,233.37	22.36
09/28/2012	11/13/2012	20	EMERSON ELECTRIC CO	50.23	48.20	1,004.59	964.06	40.53
06/20/2012	11/13/2012	55	INTEL CORP	20.55	27.56	1,130.23	1,515.56	-385.33
06/22/2012	11/13/2012	50	INTEL CORP	20.55	26.82	1,027.48	1,341.17	-313.69
12/09/2011	11/15/2012	50	ORACLE CORP	29.73	31.67	1,486.64	1,583.42	-96.78
05/16/2012	11/20/2012	30	LAS VEGAS SANDS CORP	43.50	48.88	1,304.92	1,466.37	-161.45
08/07/2012	12/04/2012	15	ALLERGAN INC	91.81	85.40	1,377.08	1,281.04	96.04
09/26/2012	12/04/2012	35	BUNGE LTD	71.74	65.41	2,510.74	2,289.37	221.37
11/23/2012	12/04/2012	185	BANK OF AMERICA CORP	9.81	9.88	1,815.42	1,828.15	-12.73
11/26/2012	12/04/2012	390	BANK OF AMERICA CORP	9.81	9.82	3,827.11	3,830.50	-3.39
01/10/2012	12/04/2012	15	BOEING CO/TH	74.27	74.98	1,114.12	1,124.77	-10.65

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Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain or Loss
02/10/2012	12/04/2012	20	BOEING CO/THE	74.27	74.84	1,485.50	1,496.88	-11.38
04/04/2012	12/04/2012	40	COGNIZANT TECH SOLUTIONS-A	66.89	76.09	2,675.51	3,043.48	-367.97
04/13/2012	12/04/2012	5	COGNIZANT TECH SOLUTIONS-A	66.89	74.34	334.44	371.69	-37.25
04/11/2012	12/04/2012	20	COACH INC	57.28	73.62	1,145.57	1,472.33	-326.76
04/13/2012	12/04/2012	10	COACH INC	57.28	74.22	572.78	742.21	-169.43
07/09/2012	12/04/2012	5	CHIPOTLE MEXICAN GRILL-CL A	269.67	386.20	1,348.35	1,931.01	-582.66
12/08/2011	12/04/2012	50	CIT GROUP INC	36.53	33.99	1,826.59	1,699.69	126.90
08/08/2012	12/04/2012	30	CELGENE CORP	79.71	71.61	2,391.34	2,148.18	243.16
08/21/2012	12/04/2012	40	CELGENE CORP	79.71	71.27	3,188.45	2,850.87	337.58
10/26/2012	12/04/2012	10	CELGENE CORP	79.71	75.20	797.11	752.02	45.09
11/19/2012	12/04/2012	20	CELGENE CORP	79.71	74.94	1,594.22	1,498.77	95.45
07/02/2012	12/04/2012	45	CUMMINS INC	97.88	95.45	4,404.46	4,295.45	109.01
12/14/2011	12/04/2012	30	DOLLAR GENERAL CORP	48.00	40.90	1,439.96	1,227.13	212.83
09/18/2012	12/04/2012	70	DOLLAR GENERAL CORP	48.00	50.12	3,359.92	3,508.33	-148.41
10/26/2012	12/04/2012	25	DOLLAR GENERAL CORP	48.00	47.84	1,199.97	1,196.10	3.87
03/06/2012	12/04/2012	35	EDISON INTERNATIONAL	44.42	42.96	1,554.70	1,503.49	51.21
08/24/2012	12/04/2012	65	EBAY INC	51.79	47.21	3,366.59	3,068.90	297.69
08/09/2012	12/04/2012	25	EXXON MOBIL CORP	87.40	88.22	2,185.12	2,205.52	-20.40
08/10/2012	12/04/2012	15	EXXON MOBIL CORP	87.40	88.14	1,311.07	1,322.12	-11.05
08/24/2012	12/04/2012	10	EXXON MOBIL CORP	87.40	87.82	874.04	878.17	-4.13
05/07/2012	12/04/2012	60	GENERAL MOTORS CO	25.33	22.31	1,519.79	1,338.49	181.30
03/27/2012	12/04/2012	10	GILEAD SCIENCES INC	74.76	47.28	747.60	472.85	274.75
11/09/2012	12/04/2012	26	GILEAD SCIENCES INC	74.76	65.51	1,943.76	1,703.27	240.49
12/15/2011	12/04/2012	5	ILLUMINA INC	52.05	27.44	260.25	137.20	123.05
06/13/2012	12/04/2012	30	ILLUMINA INC	52.05	39.47	1,561.50	1,184.14	377.36
08/08/2012	12/04/2012	3	INTUITIVE SURGICAL INC	525.37	501.16	1,576.10	1,503.48	72.62
05/22/2012	12/04/2012	45	HELMERICH & PAYNE	54.03	45.61	2,431.42	2,052.63	378.79
05/25/2012	12/04/2012	35	HELMERICH & PAYNE	54.03	46.02	1,891.11	1,610.77	280.34
12/15/2011	12/04/2012	20	HERSHEY CO/THE	72.43	59.41	1,448.60	1,188.25	260.35
01/11/2012	12/04/2012	20	HERSHEY CO/THE	72.43	60.99	1,448.60	1,219.87	228.73
02/17/2012	12/04/2012	25	HERSHEY CO/THE	72.43	60.75	1,810.75	1,518.67	292.08
02/24/2012	12/04/2012	30	HERSHEY CO/THE	72.43	60.97	2,172.90	1,829.25	343.65
06/05/2012	12/04/2012	50	ESTEE LAUDER COMPANIES-CL A	59.04	53.68	2,951.92	2,684.22	267.70
07/10/2012	12/04/2012	25	ESTEE LAUDER COMPANIES-CL A	59.04	51.72	1,475.96	1,293.08	182.88
07/25/2012	12/04/2012	25	ESTEE LAUDER COMPANIES-CL A	59.04	52.46	1,475.96	1,311.42	164.54
09/26/2012	12/04/2012	15	ESTEE LAUDER COMPANIES-CL A	59.04	60.66	885.58	909.83	-24.25
05/16/2012	12/04/2012	5	LAS VEGAS SANDS CORP	45.32	48.88	226.59	244.40	-17.81
05/18/2012	12/04/2012	25	LAS VEGAS SANDS CORP	45.32	47.28	1,132.94	1,182.02	-49.08
06/05/2012	12/04/2012	35	LAS VEGAS SANDS CORP	45.32	44.07	1,586.11	1,542.48	43.63
05/07/2012	12/04/2012	35	LEAR CORP	43.72	42.13	1,530.25	1,474.54	55.71
06/04/2012	12/04/2012	20	LINKEDIN CORP - A	106.24	89.24	2,124.74	1,784.81	339.93
01/06/2012	12/04/2012	150	MGM RESORTS INTERNATIONAL	9.91	11.11	1,486.50	1,665.77	-179.27
07/02/2012	12/04/2012	300	MORGAN STANLEY	16.50	14.68	4,949.46	4,404.03	545.43
08/06/2012	12/04/2012	50	MCGRAW-HILL COMPANIES INC	53.15	48.58	2,657.72	2,428.98	228.74
05/16/2012	12/04/2012	20	OCEANEERING INTL INC	53.21	48.55	1,064.14	971.09	93.05
05/17/2012	12/04/2012	25	OCEANEERING INTL INC	53.21	47.62	1,330.17	1,190.45	139.72
05/22/2012	12/04/2012	30	OCEANEERING INTL INC	53.21	47.82	1,596.20	1,434.50	161.70
05/31/2012	12/04/2012	25	OCEANEERING INTL INC	53.21	46.09	1,330.17	1,152.26	177.91
05/17/2012	12/04/2012	3	PRICELINE COM INC	666.00	647.12	1,998.00	1,941.37	56.63

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Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain or Loss
08/10/2012	12/04/2012	3	PRICELINE COM INC	666.00	562.54	1,998.00	1,687.63	310.37
07/05/2012	12/04/2012	40	PHILIP MORRIS INTERNATIONAL	89.14	89.02	3,565.49	3,560.83	4.66
02/13/2012	12/04/2012	25	QUALCOMM INC	63.42	61.60	1,585.60	1,539.94	45.66
07/10/2012	12/04/2012	55	RED HAT INC	49.07	51.20	2,698.79	2,816.00	-117.21
07/11/2012	12/04/2012	50	RED HAT INC	49.07	51.25	2,453.44	2,562.26	-108.82
11/14/2012	12/04/2012	15	RED HAT INC	49.07	48.11	736.03	721.67	14.36
09/18/2012	12/04/2012	25	***ROYAL DUTCH SHELL PLC-ADR	66.93	72.49	1,673.35	1,812.13	-138.78
09/19/2012	12/04/2012	35	***ROYAL DUTCH SHELL PLC-ADR	66.93	72.45	2,342.70	2,535.62	-192.92
07/06/2012	12/04/2012	15	RACKSPACE HOSTING INC	66.72	44.51	1,000.80	667.63	333.17
07/09/2012	12/04/2012	30	RACKSPACE HOSTING INC	66.72	44.04	2,001.60	1,321.25	680.35
08/30/2012	12/04/2012	18	ROPER INDUSTRIES INC	108.79	102.63	1,958.27	1,847.35	110.92
06/11/2012	12/04/2012	65	STATE STREET CORP	44.40	42.96	2,885.84	2,792.16	93.68
06/25/2012	12/04/2012	25	STATE STREET CORP	44.40	42.84	1,109.94	1,071.03	38.91
06/06/2012	12/04/2012	35	***TRANSOCEAN LTD	46.71	41.67	1,634.95	1,458.33	176.62
11/19/2012	12/04/2012	55	TRIMBLE NAVIGATION LTD	54.51	54.18	2,997.84	2,980.06	17.78
10/04/2012	12/04/2012	65	VALIDUS HOLDINGS LTD	35.25	35.24	2,291.29	2,290.31	0.98
06/13/2012	12/04/2012	13	VF CORP	156.03	137.88	2,028.38	1,792.39	235.99
06/26/2012	12/04/2012	12	VF CORP	156.03	139.72	1,872.35	1,676.70	195.65
07/05/2012	12/04/2012	10	VF CORP	156.03	134.22	1,560.29	1,342.24	218.05
08/30/2012	12/04/2012	10	VF CORP	156.03	152.16	1,560.29	1,521.61	38.68
04/13/2012	12/10/2012	10	COACH INC	56.72	74.22	567.16	742.21	-175.05
04/25/2012	12/10/2012	15	COACH INC	56.72	72.27	850.75	1,084.00	-233.25
12/23/2011	12/13/2012	115	CISCO SYSTEMS INC	19.68	18.32	2,262.65	2,106.43	156.22
09/27/2012	12/24/2012	40	O'REILLY AUTOMOTIVE INC	90.11	83.90	3,604.59	3,355.84	248.75
SUBTOTAL FOR SHORT-TERM NON-COVERED							413,465.76	15,487.21
LONG-TERM NON-COVERED								
11/19/2010	01/05/2012	25	LIMITED BRANDS INC	39.28	32.77	982.00	819.31	162.69
01/04/2011	01/05/2012	40	LIMITED BRANDS INC	39.28	30.06	1,571.20	1,202.42	368.78
05/21/2010	01/12/2012	125	MARATHON OIL CORP	30.44	18.90	3,805.28	2,362.82	1,442.46
05/21/2010	01/25/2012	90	MARATHON PETROLEUM CORP	38.50	24.47	3,465.44	2,202.34	1,263.10
06/15/2010	01/25/2012	23	MARATHON PETROLEUM CORP	38.50	25.43	885.61	584.87	300.74
06/16/2010	01/25/2012	12	MARATHON PETROLEUM CORP	38.50	26.38	462.06	316.52	145.54
12/29/2009	01/26/2012	40	JOHNSON CONTROLS INC	31.67	28.03	1,266.69	1,121.20	145.49
12/09/2010	01/31/2012	27	LOWE'S COS INC	26.85	25.13	724.95	678.48	46.47
11/19/2010	02/01/2012	5	ALLERGAN INC	88.03	68.51	440.15	342.56	97.59
12/31/2010	02/01/2012	15	ALLERGAN INC	88.03	68.97	1,320.45	1,034.59	285.86
11/11/2009	02/01/2012	15	BROADCOM CORP-CL A	36.54	27.94	548.05	419.12	128.93
06/24/2010	02/01/2012	35	BROADCOM CORP-CL A	36.54	34.70	1,278.78	1,214.58	64.20
09/08/2010	02/01/2012	30	STARBUCKS CORP	48.21	24.97	1,446.22	749.01	697.21
11/01/2010	02/01/2012	20	STARBUCKS CORP	48.21	28.72	964.15	574.36	389.79
08/13/2010	02/01/2012	20	UNITED PARCEL SERVICE-CL B	76.65	64.59	1,533.08	1,291.72	241.36
06/16/2010	02/02/2012	30	MARATHON PETROLEUM CORP	42.58	26.38	1,277.41	791.29	486.12
12/16/2010	02/06/2012	35	INTUIT INC	58.08	48.75	2,032.71	1,706.25	326.46
11/18/2010	02/08/2012	50	GENERAL MOTORS CO	25.81	34.00	1,290.51	1,699.97	-409.46
10/29/2010	02/08/2012	50	ORACLE CORP	28.67	29.44	1,433.39	1,471.81	-38.42

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Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain or Loss
12/29/2009	02/09/2012	35	JOHNSON CONTROLS INC	33 15	28 03	1,160 28	981 05	179 23
12/29/2009	02/09/2012	40	JOHNSON CONTROLS INC	33 15	28 03	1,326 03	1,121 21	204 82
06/16/2010	02/10/2012	20	MARATHON PETROLEUM CORP	44 04	26 38	880 77	527 52	353 25
10/25/2010	02/21/2012	30	CITRIX SYSTEMS INC	73 64	60 88	2,209 31	1,826 42	382 89
11/01/2010	02/21/2012	50	DELL INC	18 20	14 45	910 01	722 58	187 43
06/24/2010	02/21/2012	30	DOW CHEMICAL	34 68	25 73	1,040 45	771 88	268 57
07/19/2010	02/21/2012	10	DOW CHEMICAL	34 68	25 00	346 82	250 00	96 82
02/17/2011	02/23/2012	20	MONSANTO CO	77 69	73 85	1,553 74	1,476 96	76 78
10/21/2008	02/28/2012	10	APPLE INC	533 76	96 58	5,337 59	965 83	4,371 76
11/18/2010	02/28/2012	20	GENERAL MOTORS CO	26 24	34 00	524 78	679 99	-155 21
09/16/2010	03/05/2012	50	CENTURYLINK INC	38 59	37 85	1,929 46	1,892 33	37 13
12/10/2010	03/09/2012	5	GOLDMAN SACHS GROUP INC	117 59	167 53	587 97	837 63	-249 66
02/02/2011	03/09/2012	15	GOLDMAN SACHS GROUP INC	117 59	165 60	1,763 92	2,484 05	-720 13
10/14/2010	03/20/2012	10	GOLDMAN SACHS GROUP INC	126 74	153 34	1,267 44	1,533 37	-265 93
10/19/2010	03/20/2012	10	GOLDMAN SACHS GROUP INC	126 74	157 45	1,267 44	1,574 53	-307 09
07/19/2010	03/21/2012	40	DOW CHEMICAL	35 04	25 00	1,401 60	1,000 02	401 58
03/08/2011	03/26/2012	20	DTE ENERGY COMPANY	55 35	48 67	1,106 94	973 34	133 60
03/16/2011	03/26/2012	45	DTE ENERGY COMPANY	55 35	47 94	2,490 63	2,157 22	333 41
07/27/2010	03/26/2012	70	TRAVELERS COS INC/THE	58 81	50 48	4,116 69	3,533 31	583 38
11/10/2010	03/26/2012	35	TRAVELERS COS INC/THE	58 81	56 36	2,058 35	1,972 66	85 69
12/14/2010	03/26/2012	25	TRAVELERS COS INC/THE	58 81	55 40	1,470 25	1,384 95	85 30
03/03/2011	03/26/2012	25	TRAVELERS COS INC/THE	58 81	59 39	1,470 25	1,484 63	-14 38
07/21/2010	03/27/2012	50	DOW CHEMICAL	35 52	25 60	1,776 03	1,279 79	496 24
09/01/2010	03/27/2012	50	DOW CHEMICAL	35 52	25 59	1,776 02	1,279 49	496 53
07/29/2009	04/03/2012	45	CONSTELLATION BRANDS INC-A	24 40	13 41	1,098 11	603 35	494 76
08/13/2010	04/11/2012	30	UNITED PARCEL SERVICE-CL B	78 97	64 59	2,369 23	1,937 57	431 66
09/08/2010	04/11/2012	15	UNITED PARCEL SERVICE-CL B	78 97	67 94	1,184 61	1,019 03	165 58
10/06/2010	04/19/2012	21	FLOWERVE CORP	111 66	109 97	2,344 79	2,309 28	35 51
12/10/2010	04/19/2012	4	FLOWERVE CORP	111 66	115 53	446 63	462 13	-15 50
02/28/2011	04/23/2012	15	BORGWARNER INC	79 95	76 85	1,199 27	1,152 71	46 56
03/18/2011	04/23/2012	15	BORGWARNER INC	79 95	74 72	1,199 27	1,120 78	78 49
06/24/2010	04/25/2012	20	BROADCOM CORP-CL A	36 20	30 02	724 04	600 44	123 60
09/16/2010	04/25/2012	45	BROADCOM CORP-CL A	36 20	35 12	1,629 10	1,580 50	48 60
03/10/2011	04/25/2012	30	BROADCOM CORP-CL A	36 20	40 03	1,086 06	1,200 95	-114 89
03/04/2011	04/25/2012	65	EXPRESS SCRIPTS HOLDING CO	56 93	55 88	3,700 20	3,632 34	67 86
04/06/2011	04/25/2012	20	EXPRESS SCRIPTS HOLDING CO	56 93	56 74	1,138 52	1,134 82	3 70
04/21/2011	04/25/2012	25	EXPRESS SCRIPTS HOLDING CO	56 93	56 21	1,423 16	1,405 13	18 03
12/20/2010	04/25/2012	35	POTASH CORP OF SASKATCHEWAN	44 10	46 50	1,543 50	1,627 58	-84 08
10/28/2010	04/26/2012	150	MARVELL TECHNOLOGY GROUP LT	15 09	19 08	2,264 12	2,862 38	-598 26
09/22/2010	04/26/2012	45	NORTHROP GRUMMAN CORP	63 46	54 08	2,855 48	2,433 48	422 00
12/13/2010	04/26/2012	30	NORTHROP GRUMMAN CORP	63 46	58 03	1,903 65	1,740 89	162 76
01/27/2011	05/02/2012	25	QUALCOMM INC	64 03	54 96	1,600 73	1,374 00	226 73
02/08/2010	05/10/2012	16	GILEAD SCIENCES INC	50 97	46 24	815 49	739 77	75 72
07/13/2010	05/15/2012	10	AMAZON COM INC	229 28	122 82	2,292 84	1,228 17	1,064 67
07/29/2009	05/15/2012	80	CONSTELLATION BRANDS INC-A	19 20	13 41	1,536 02	1,072 63	463 39
11/13/2009	05/15/2012	100	CONSTELLATION BRANDS INC-A	19 20	16 76	1,920 02	1,675 98	244 04
10/19/2009	05/16/2012	75	EMC CORP/MASS	25 73	18 09	1,929 47	1,356 57	572 90
01/27/2011	05/16/2012	20	QUALCOMM INC	59 87	54 96	1,197 35	1,099 20	98 15
02/11/2011	05/16/2012	30	QUALCOMM INC	59 87	57 28	1,796 03	1,718 39	77 64

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02/16/2010	05/17/2012	75	GENERAL ELECTRIC CO	19 01	15 91	1,425 61	1,193 39	232 22
09/08/2010	05/18/2012	10	UNITED PARCEL SERVICE-CL B	74 38	67 94	743 76	679 36	64 40
10/22/2010	05/18/2012	15	UNITED PARCEL SERVICE-CL B	74 38	69 74	1,115 64	1,046 11	69 53
09/29/2009	06/01/2012	90	CORNING INC	12 61	15 17	1,134 83	1,364 96	-230 13
02/16/2010	06/01/2012	50	GENERAL ELECTRIC CO	18 59	15 91	929 49	795 60	133 89
05/17/2011	06/01/2012	75	GENERAL ELECTRIC CO	18 59	19 54	1,394 23	1,465 28	-71 05
05/21/2010	06/01/2012	55	MARATHON OIL CORP	24 01	18 90	1,320 30	1,039 64	280 66
06/15/2010	06/01/2012	5	MARATHON OIL CORP	24 01	20 08	120 03	100 40	19 63
12/29/2009	06/04/2012	3	JPMORGAN CHASE & CO	31 03	41 73	93 08	125 20	-32 12
07/19/2010	06/04/2012	36	JPMORGAN CHASE & CO	31 03	38 33	1,116 94	1,379 93	-262 99
09/15/2010	06/04/2012	50	JPMORGAN CHASE & CO	31 03	40 71	1,551 31	2,035 70	-484 39
11/09/2010	06/04/2012	25	JPMORGAN CHASE & CO	31 03	40 48	775 66	1,011 92	-236 26
11/22/2010	06/04/2012	125	***MARVELL TECHNOLOGY GROUP LT	11 98	19 96	1,498 03	2,495 33	-997 30
05/12/2009	06/06/2012	25	JPMORGAN CHASE & CO	33 10	34 59	827 54	864 67	-37 13
06/04/2009	06/06/2012	39	JPMORGAN CHASE & CO	33 10	34 93	1,290 97	1,362 38	-71 41
06/25/2009	06/08/2012	50	JPMORGAN CHASE & CO	33 58	33 36	1,678 84	1,668 21	10 63
12/14/2009	06/08/2012	15	JPMORGAN CHASE & CO	33 58	41 74	503 65	626 13	-122 48
12/29/2009	06/08/2012	8	JPMORGAN CHASE & CO	33 58	41 73	268 61	333 85	-65 24
02/24/2011	06/08/2012	10	MONSANTO CO	79 01	70 90	790 15	708 99	81 16
03/16/2011	06/08/2012	15	MONSANTO CO	79 01	67 44	1,185 22	1,011 59	173 63
12/10/2010	06/13/2012	15	FLOWERVE CORP	105 40	115 53	1,581 00	1,733 00	-152 00
10/21/2008	06/19/2012	5	APPLE INC	587 54	96 58	2,937 70	482 91	2,454 79
02/24/2011	06/19/2012	25	DEVON ENERGY CORPORATION	57 46	88 47	1,436 58	2,211 78	-775 20
03/10/2011	06/19/2012	25	DEVON ENERGY CORPORATION	57 46	87 08	1,436 58	2,177 11	-740 53
07/13/2010	06/20/2012	15	AMAZON COM INC	221 67	122 82	3,325 02	1,842 26	1,482 76
01/31/2011	06/20/2012	1	AMAZON COM INC	221 67	169 43	221 67	169 43	52 24
10/21/2008	06/20/2012	5	APPLE INC	582 03	96 58	2,910 17	482 92	2,427 25
01/28/2011	06/21/2012	100	DELTA AIR LINES INC	11 20	12 07	1,119 50	1,207 21	-87 71
12/29/2009	06/22/2012	24	JPMORGAN CHASE & CO	36 12	41 73	866 99	1,001 56	-134 57
06/15/2010	06/22/2012	101	JPMORGAN CHASE & CO	36 12	37 66	3,648 59	3,804 03	-155 44
09/16/2010	06/29/2012	60	CENTURYLINK INC	39 42	37 85	2,364 96	2,270 80	94 16
10/21/2008	06/29/2012	175	PFIZER INC	22 89	17 45	4,005 66	3,053 54	952 12
03/17/2009	06/29/2012	125	PFIZER INC	22 89	14 12	2,861 19	1,764 63	1,096 56
09/20/2010	07/02/2012	75	GANNETT CO	14 79	13 41	1,108 94	1,005 84	103 10
01/31/2011	07/05/2012	9	AMAZON COM INC	227 98	169 43	2,051 81	1,524 85	526 96
03/17/2011	07/05/2012	10	AMAZON COM INC	227 98	165 11	2,279 79	1,651 09	628 70
05/27/2010	07/10/2012	115	COMCAST CORP-CLASS A	31 37	18 09	3,607 40	2,079 83	1,527 57
01/24/2011	07/10/2012	18	COMCAST CORP-CLASS A	31 37	23 61	564 64	425 02	139 62
10/22/2010	07/10/2012	30	UNITED PARCEL SERVICE-CL B	78 69	69 74	2,360 78	2,092 22	268 56
06/18/2009	07/11/2012	25	DANAHER CORP	50 35	30 73	1,258 76	768 30	490 46
10/29/2010	07/12/2012	15	UNITED PARCEL SERVICE-CL B	78 48	67 29	1,177 26	1,009 40	167 86
11/09/2010	07/12/2012	20	UNITED PARCEL SERVICE-CL B	78 48	69 44	1,569 68	1,388 75	180 93
11/23/2010	07/12/2012	20	UNITED PARCEL SERVICE-CL B	78 48	67 85	1,177 26	1,017 72	159 54
02/25/2011	07/12/2012	25	UNITED PARCEL SERVICE-CL B	78 48	73 58	1,569 67	1,471 56	98 11
06/07/2011	07/13/2012	35	ANADARKO PETROLEUM CORP	68 69	75 46	2,404 20	2,641 26	-237 06
07/05/2011	07/17/2012	4	ANADARKO PETROLEUM CORP	71 16	79 11	1,423 22	1,582 25	-159 03
07/06/2011	07/17/2012	20	ANADARKO PETROLEUM CORP	71 16	78 51	284 64	314 04	-29 40
04/15/2009	07/19/2012	35	TIME WARNER CABLE	85 79	28 03	3,002 55	981 17	2,021 38
05/20/2011	07/25/2012	30	***COVIDIEN PLC	50 99	56 89	1,529 69	1,706 58	-176 89

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06/18/2009	07/25/2012	25	DANAHER CORP	50.66	30.73	1,266.55	768.29	498.26
06/15/2011	07/25/2012	10	PRECISION CASTPARTS CORP	159.90	151.78	1,598.99	1,517.78	81.21
03/24/2011	07/30/2012	20	BORGWARNER INC	67.33	75.57	1,346.53	1,511.41	-164.88
05/26/2011	07/30/2012	20	BORGWARNER INC	67.33	69.93	1,346.52	1,398.56	-52.04
06/18/2009	08/07/2012	10	DANAHER CORP	53.63	30.73	536.27	307.32	228.95
08/11/2009	08/07/2012	40	DANAHER CORP	53.63	30.40	2,145.07	1,216.20	928.87
12/16/2010	08/07/2012	15	INTUIT INC	59.97	48.75	899.55	731.25	168.30
01/10/2011	08/07/2012	20	INTUIT INC	59.97	47.95	1,199.40	959.07	240.33
10/29/2010	08/07/2012	25	ORACLE CORP	31.61	29.44	790.29	735.90	54.39
11/05/2010	08/07/2012	50	ORACLE CORP	31.61	29.26	1,580.57	1,463.08	117.49
02/15/2011	08/07/2012	25	QUALCOMM INC	61.11	58.71	1,527.87	1,467.81	60.06
03/17/2011	08/07/2012	10	QUALCOMM INC	61.11	52.62	611.15	526.20	84.95
05/11/2010	08/08/2012	50	THE WALT DISNEY CO	50.35	35.71	2,517.53	1,785.62	731.91
05/04/2010	08/09/2012	15	EOG RESOURCES INC	110.31	109.42	1,654.64	1,641.29	13.35
07/13/2010	08/09/2012	15	EOG RESOURCES INC	110.31	107.62	1,654.64	1,614.37	40.27
09/20/2010	08/09/2012	75	GANNETT CO	15.10	13.41	1,132.86	1,005.84	127.02
03/17/2011	08/09/2012	10	QUALCOMM INC	61.74	52.62	617.40	526.19	91.21
03/22/2011	08/09/2012	10	QUALCOMM INC	61.74	52.78	617.40	527.77	89.63
05/20/2011	08/10/2012	15	***COVIDIEN PLC	56.94	56.89	854.03	853.29	0.74
07/19/2011	08/10/2012	25	***COVIDIEN PLC	56.94	51.80	1,423.39	1,295.10	128.29
07/22/2011	08/10/2012	25	***COVIDIEN PLC	56.94	51.94	1,423.39	1,298.48	124.91
02/18/2011	08/10/2012	10	GOLDMAN SACHS GROUP INC	102.81	167.97	1,028.15	1,679.70	-651.55
09/30/2010	08/16/2012	50	ALTRIA GROUP INC	35.21	24.05	1,760.44	1,202.70	557.74
04/25/2011	08/20/2012	70	CENTURYLINK INC	41.61	39.20	2,912.35	2,744.25	168.10
07/13/2010	08/21/2012	10	EOG RESOURCES INC	109.25	107.62	1,092.46	1,076.24	16.22
01/20/2011	08/21/2012	10	EOG RESOURCES INC	109.25	99.82	1,092.46	998.19	94.27
06/15/2010	08/23/2012	80	JPMORGAN CHASE & CO	37.36	37.66	2,988.43	3,013.10	-24.67
05/13/2011	08/28/2012	20	***TRANSOCEAN LTD	49.07	68.74	981.43	1,374.75	-393.32
07/15/2011	08/28/2012	5	***TRANSOCEAN LTD	49.07	62.38	245.36	311.90	-66.54
06/24/2010	09/05/2012	25	JOHNSON & JOHNSON	67.27	59.51	1,681.83	1,487.67	194.16
06/29/2010	09/05/2012	150	JOHNSON & JOHNSON	67.27	59.10	10,090.96	8,865.35	1,225.61
02/23/2011	09/12/2012	50	CITIGROUP INC	32.97	46.98	1,648.38	2,349.25	-700.87
03/09/2011	09/12/2012	25	CITIGROUP INC	32.97	46.36	824.19	1,158.98	-334.79
07/15/2011	09/12/2012	35	***TRANSOCEAN LTD	46.22	62.38	1,617.75	2,183.33	-565.58
08/02/2011	09/12/2012	5	***TRANSOCEAN LTD	46.22	60.31	231.11	301.54	-70.43
04/15/2009	09/12/2012	30	TIME WARNER CABLE	91.83	28.03	2,754.88	841.01	1,913.87
10/21/2008	09/13/2012	5	GOOGLE INC-CL A	694.90	367.59	3,474.50	1,837.95	1,636.55
05/05/2011	09/13/2012	55	LAM RESEARCH CORP	33.70	47.65	1,853.50	2,620.99	-767.49
03/09/2011	09/17/2012	25	CITIGROUP INC	34.28	46.36	856.99	1,158.97	-301.98
03/11/2011	09/17/2012	25	CITIGROUP INC	34.28	45.39	856.98	1,134.75	-277.77
05/26/2011	09/17/2012	15	FMC TECHNOLOGIES INC	48.93	43.73	733.97	655.94	78.03
07/05/2011	09/17/2012	30	FMC TECHNOLOGIES INC	48.93	45.31	1,467.94	1,359.18	108.76
08/03/2011	09/17/2012	35	FMC TECHNOLOGIES INC	48.93	43.23	1,712.60	1,513.10	199.50
05/04/2010	09/17/2012	5	NOBLE ENERGY INC	95.26	76.64	476.29	383.19	93.10
07/13/2010	09/17/2012	25	NOBLE ENERGY INC	95.26	67.32	2,381.45	1,682.89	698.56
08/11/2011	09/18/2012	20	LORILLARD INC	118.43	100.65	2,368.60	2,013.10	355.50
08/17/2009	09/19/2012	3	NVR INC	864.69	609.79	2,594.06	1,829.37	764.69
02/01/2011	09/20/2012	30	DIRECTV	52.37	43.10	1,571.21	1,292.97	278.24
11/10/2010	09/20/2012	50	ORACLE CORP	32.52	28.65	1,626.16	1,432.75	193.41

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Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain or Loss
12/10/2010	09/20/2012	75	ORACLE CORP	32.52	29.76	2,439.23	2,231.72	207.51
03/18/2011	09/21/2012	15	ROCKWELL AUTOMATION INC	71.80	88.85	1,076.99	1,332.79	-255.80
06/24/2010	09/24/2012	35	WELLS FARGO & COMPANY	34.98	26.55	1,224.33	929.40	294.93
08/11/2011	09/25/2012	95	CENTURYLINK INC	42.30	34.10	4,018.15	3,239.31	778.84
09/13/2011	09/25/2012	50	CENTURYLINK INC	42.30	34.22	2,114.82	1,711.01	403.81
10/19/2009	09/26/2012	25	EMC CORP/MASS	26.72	18.09	667.99	452.19	215.80
12/22/2009	09/26/2012	125	EMC CORP/MASS	26.72	17.46	3,339.95	2,182.80	1,157.15
08/08/2011	09/27/2012	47	GILEAD SCIENCES INC	66.68	36.86	3,133.96	1,732.24	1,401.72
06/17/2011	09/28/2012	65	GENERAL MOTORS CO	22.81	28.87	1,482.90	1,876.39	-393.49
06/20/2011	09/28/2012	50	GENERAL MOTORS CO	22.81	29.25	1,140.70	1,462.63	-321.93
03/11/2011	10/05/2012	25	CITIGROUP INC	35.15	45.39	878.66	1,134.75	-256.09
03/30/2011	10/05/2012	25	CITIGROUP INC	35.15	44.97	878.66	1,124.28	-245.62
08/11/2011	10/09/2012	8	UNITEDHEALTH GROUP INC	57.54	42.81	460.32	342.50	117.82
08/02/2011	10/12/2012	30	***TRANSOCEAN LTD	45.51	60.31	1,365.39	1,809.24	-443.85
08/10/2011	10/12/2012	10	***TRANSOCEAN LTD	45.51	51.63	455.13	516.26	-61.13
03/07/2011	10/12/2012	25	WELLPOINT INC	61.98	67.84	1,549.60	1,696.00	-146.40
04/08/2011	10/12/2012	50	WELLPOINT INC	61.98	68.91	3,099.19	3,445.46	-346.27
03/30/2011	10/18/2012	35	CITIGROUP INC	38.41	44.97	1,344.53	1,573.98	-229.45
04/05/2011	10/18/2012	15	CITIGROUP INC	38.41	44.43	576.22	666.38	-90.16
05/11/2010	10/23/2012	25	THE WALT DISNEY CO	50.86	35.71	1,271.40	892.81	378.59
08/11/2009	10/24/2012	20	DANAHER CORP	52.48	30.40	1,049.52	608.10	441.42
09/21/2009	10/24/2012	5	DANAHER CORP	52.48	33.87	262.38	169.34	93.04
10/05/2011	10/25/2012	75	GENERAL MOTORS CO	23.67	21.96	1,775.18	1,646.77	128.41
06/15/2010	10/31/2012	19	JPMORGAN CHASE & CO	41.40	37.66	786.68	715.61	71.07
08/30/2010	10/31/2012	46	JPMORGAN CHASE & CO	41.40	36.28	1,904.58	1,668.84	235.74
08/03/2011	11/08/2012	5	FMC TECHNOLOGIES INC	40.00	43.23	200.01	216.16	-16.15
08/24/2011	11/08/2012	25	FMC TECHNOLOGIES INC	40.00	41.44	1,000.07	1,036.12	-36.05
06/15/2011	11/08/2012	7	PRECISION CASTPARTS CORP	171.04	151.78	1,197.30	1,062.44	134.86
08/04/2011	11/08/2012	8	PRECISION CASTPARTS CORP	171.04	151.85	1,368.35	1,214.79	153.56
09/06/2011	11/08/2012	15	ROCKWELL AUTOMATION INC	76.54	56.64	1,148.13	849.56	298.57
10/21/2008	11/09/2012	10	APPLE INC	540.69	96.58	5,406.88	965.83	4,441.05
01/07/2011	11/12/2012	15	ALLERGAN INC	90.70	70.16	1,360.50	1,052.46	308.04
10/21/2008	11/12/2012	5	APPLE INC	543.28	96.58	2,716.42	482.91	2,233.51
11/02/2011	11/12/2012	10	BOEING CO/THE	73.72	64.42	737.23	644.20	93.03
12/14/2010	11/12/2012	20	CITRIX SYSTEMS INC	59.53	68.78	1,190.60	1,375.66	-185.06
03/29/2011	11/12/2012	31	COMCAST CORP-CLASS A	36.21	24.56	1,122.39	761.45	360.94
09/21/2011	11/12/2012	20	DOLLAR GENERAL CORP	46.73	37.40	934.62	747.95	186.67
09/21/2009	11/12/2012	20	DANAHER CORP	52.32	33.87	1,046.39	677.35	369.04
05/11/2010	11/12/2012	5	THE WALT DISNEY CO	47.52	35.71	237.59	178.56	59.03
06/02/2010	11/12/2012	20	THE WALT DISNEY CO	47.52	34.36	950.38	687.18	263.20
10/21/2008	11/12/2012	5	GOOGLE INC-CL A	668.90	367.59	3,344.49	1,837.96	1,506.53
02/08/2010	11/12/2012	26	GILEAD SCIENCES INC	71.99	46.24	1,871.80	1,202.13	669.67
04/12/2010	11/12/2012	24	GILEAD SCIENCES INC	71.99	45.95	1,727.82	1,102.71	625.11
04/06/2011	11/12/2012	10	MONSANTO CO	85.92	69.77	859.18	697.66	161.52
06/15/2010	11/12/2012	35	MARATHON OIL CORP	30.34	20.08	1,061.89	702.78	359.11
07/13/2010	11/12/2012	10	NOBLE ENERGY INC	95.07	67.32	950.70	673.16	277.54
08/04/2011	11/12/2012	5	PRECISION CASTPARTS CORP	179.48	151.85	897.39	759.25	138.14
03/22/2011	11/12/2012	20	QUALCOMM INC	61.86	52.78	1,237.13	1,055.53	181.60
10/21/2008	11/12/2012	25	SCHLUMBERGER LTD	68.40	54.31	1,710.07	1,357.71	352.36

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Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain or Loss
11/01/2010	11/12/2012	20	STARBUCKS CORP	50.81	28.72	1,016.20	574.37	441.83
08/08/2011	11/12/2012	35	UNITEDHEALTH GROUP INC	52.28	42.64	1,829.79	1,492.43	337.36
08/04/2011	11/12/2012	15	VISA INC - CLASS A SHRS	143.58	85.68	2,153.70	1,285.16	868.54
10/21/2008	11/12/2012	3,293	BERNSTEIN INTERMEDIATE	14.30	11.81	47,090.00	38,890.41	8,199.59
10/21/2008	11/12/2012	007	DURATION PORTFOLIO					
		599	BERNSTEIN INTERNATIONAL	13.19	13.09	7,905.00	7,845.07	59.93
		318	PORTFOLIO					
12/10/2010	11/13/2012	50	ORACLE CORP	30.20	29.76	1,509.75	1,487.81	21.94
12/20/2010	11/13/2012	50	ORACLE CORP	30.20	31.46	1,509.75	1,572.87	-63.12
02/14/2011	11/13/2012	20	ORACLE CORP	30.20	33.47	603.90	669.32	-65.42
02/14/2011	11/15/2012	30	ORACLE CORP	29.73	33.47	891.99	1,003.99	-112.00
03/29/2011	11/15/2012	50	ORACLE CORP	29.73	32.93	1,486.65	1,646.38	-159.73
08/24/2010	11/16/2012	25	JOHNSON & JOHNSON	68.82	58.13	1,720.46	1,453.36	267.10
08/25/2010	11/16/2012	10	JOHNSON & JOHNSON	68.82	58.06	688.18	580.57	107.61
03/10/2011	11/20/2012	30	BROADCOM CORP-CL A	31.01	40.03	930.39	1,200.94	-270.55
05/04/2011	11/20/2012	20	BROADCOM CORP-CL A	31.01	34.79	620.26	695.78	-75.52
03/02/2010	11/20/2012	45	EMC CORP/MASS	24.09	17.83	1,084.14	802.33	281.81
01/25/2011	11/20/2012	25	INTUIT INC	58.16	46.42	1,453.90	1,160.54	293.36
02/22/2011	11/20/2012	25	INTUIT INC	58.16	52.83	1,453.91	1,320.76	133.15
03/29/2011	11/20/2012	5	INTUIT INC	58.16	51.60	290.78	258.01	32.77
08/11/2011	11/21/2012	25	**BP PLC-SPONS ADR	41.58	39.65	1,039.47	991.30	48.17
04/28/2011	11/21/2012	5	FLOWERVE CORP	138.27	128.70	691.37	643.50	47.87
06/15/2010	11/23/2012	5	MARATHON OIL CORP	31.86	20.08	159.32	100.40	58.92
06/16/2010	11/23/2012	125	MARATHON OIL CORP	31.86	20.21	3,983.00	2,526.48	1,456.52
04/06/2011	11/27/2012	15	MONSANTO CO	90.96	69.77	1,364.38	1,046.49	317.89
02/14/2011	12/04/2012	20	ALLERGAN INC	91.81	74.01	1,836.10	1,480.13	355.97
03/10/2011	12/04/2012	15	ALLERGAN INC	91.81	71.40	1,377.08	1,071.04	306.04
03/18/2011	12/04/2012	20	ALLERGAN INC	91.81	70.17	1,836.10	1,403.33	432.77
04/25/2011	12/04/2012	20	ALLERGAN INC	91.81	77.96	1,836.10	1,559.15	276.95
10/21/2008	12/04/2012	10	APPLE INC	574.50	96.58	5,744.99	965.83	4,779.16
07/18/2011	12/04/2012	195	APPLIED MATERIALS INC	10.83	12.36	2,111.29	2,409.99	-298.70
10/17/2011	12/04/2012	130	APPLIED MATERIALS INC	10.83	11.46	1,407.52	1,489.29	-81.77
05/04/2011	12/04/2012	30	BROADCOM CORP-CL A	32.48	34.79	974.46	1,043.67	-69.21
07/19/2011	12/04/2012	50	BROADCOM CORP-CL A	32.48	34.36	1,624.11	1,718.13	-94.02
08/11/2011	12/04/2012	50	**BP PLC-SPONS ADR	40.84	39.65	2,042.19	1,982.61	59.58
11/02/2011	12/04/2012	10	BOEING CO/THE	74.27	64.42	742.75	644.19	98.56
11/09/2011	12/04/2012	20	BOEING CO/THE	74.27	65.25	1,485.50	1,305.02	180.48
11/10/2011	12/04/2012	25	BOEING CO/THE	74.27	65.13	1,856.87	1,628.23	228.64
11/23/2011	12/04/2012	30	BOEING CO/THE	74.27	62.75	2,228.25	1,882.63	345.62
01/07/2011	12/04/2012	20	CITRIX SYSTEMS INC	60.94	68.33	1,218.85	1,366.56	-147.71
05/23/2011	12/04/2012	10	CITRIX SYSTEMS INC	60.94	82.00	609.43	820.01	-210.58
02/22/2011	12/04/2012	50	COMCAST CORP-CLASS A	37.20	25.27	1,860.05	1,263.50	596.55
03/29/2011	12/04/2012	61	COMCAST CORP-CLASS A	37.20	24.56	2,269.26	1,498.36	770.90
03/29/2011	12/04/2012	18	COMCAST CORP-CLASS A	37.20	24.56	669.62	442.14	227.48
04/05/2011	12/04/2012	75	COMCAST CORP-CLASS A	37.20	25.17	2,790.07	1,887.54	902.53
09/13/2011	12/04/2012	8	COMCAST CORP-CLASS A	37.20	21.73	297.61	173.84	123.77
09/21/2011	12/04/2012	20	DOLLAR GENERAL CORP	48.00	37.40	959.98	747.95	212.03
06/02/2010	12/04/2012	30	THE WALT DISNEY CO	49.31	34.36	1,479.19	1,030.76	448.43
05/27/2011	12/04/2012	30	THE WALT DISNEY CO	49.31	41.56	1,479.19	1,246.93	232.26

Capital Gains Report

BLANK FAMILY FOUNDATION

January 1, 2012 through December 31, 2012

Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain or Loss
03/02/2010	12/04/2012	30	EMC CORP/MASS	24.93	17.83	747.84	534.89	212.95
04/22/2010	12/04/2012	75	EMC CORP/MASS	24.93	19.82	1,869.60	1,486.52	383.08
04/11/2011	12/04/2012	15	FLOWERVE CORPORATION	140.63	133.54	2,109.51	2,003.13	106.38
04/28/2011	12/04/2012	1	FLOWERVE CORPORATION	140.63	128.70	140.63	128.70	11.93
04/28/2011	12/04/2012	4	FLOWERVE CORPORATION	140.63	128.70	562.53	514.80	47.73
05/03/2011	12/04/2012	10	FLOWERVE CORPORATION	140.63	124.72	1,406.34	1,247.20	159.14
10/21/2008	12/04/2012	4	GOOGLE INC-CL A	689.83	367.59	2,759.30	1,470.36	1,288.94
04/20/2011	12/04/2012	90	GENERAL MOTORS CO	25.90	26.41	2,330.61	2,376.46	-45.85
11/14/2011	12/04/2012	90	GENERAL MOTORS CO	25.33	23.01	2,279.68	2,071.22	208.46
09/20/2010	12/04/2012	100	GANNETT CO	17.74	13.41	1,774.04	1,341.12	432.92
10/07/2010	12/04/2012	100	GANNETT CO	17.74	10.38	1,774.04	1,038.15	735.89
04/12/2010	12/04/2012	14	GILEAD SCIENCES INC	74.76	45.95	1,046.64	643.25	403.39
06/14/2010	12/04/2012	45	LEAR CORP	43.72	34.09	1,967.47	1,534.11	433.36
05/19/2011	12/04/2012	50	LEAR CORP	43.72	50.19	2,186.08	2,509.38	-323.30
04/07/2011	12/04/2012	20	MONSANTO CO	88.65	68.44	1,772.92	1,368.88	404.04
04/21/2011	12/04/2012	35	MONSANTO CO	53.15	41.89	3,102.61	2,371.44	731.17
05/12/2011	12/04/2012	60	MCGRAW-HILL COMPANIES INC	25.19	14.12	3,189.26	2,513.70	675.56
03/17/2009	12/04/2012	100	PFIZER INC	63.42	52.78	2,519.00	1,411.70	1,107.30
03/22/2011	12/04/2012	10	QUALCOMM INC	63.42	52.78	634.24	527.76	106.48
03/29/2011	12/04/2012	25	QUALCOMM INC	63.42	53.97	1,585.60	1,349.16	236.44
05/18/2011	12/04/2012	40	QUALCOMM INC	63.42	56.35	2,536.97	2,254.08	282.89
07/18/2011	12/04/2012	25	QUALCOMM INC	63.42	54.75	1,585.60	1,368.79	216.81
07/22/2011	12/04/2012	25	QUALCOMM INC	63.42	57.25	1,585.61	1,431.23	154.38
09/06/2011	12/04/2012	10	ROCKWELL AUTOMATION INC	78.44	56.64	784.42	566.38	218.04
11/21/2011	12/04/2012	15	ROCKWELL AUTOMATION INC	78.44	68.64	1,176.63	1,029.63	147.00
10/21/2008	12/04/2012	25	SCHLUMBERGER LTD	71.39	54.31	1,784.64	1,357.71	426.93
11/01/2010	12/04/2012	15	STARBUCKS CORP	51.28	28.72	769.21	430.77	338.44
11/30/2010	12/04/2012	10	STARBUCKS CORP	51.28	30.79	512.81	307.89	204.92
10/21/2011	12/04/2012	50	TRW AUTOMOTIVE HOLDINGS CORP	51.37	40.35	2,568.28	2,017.37	550.91
08/10/2011	12/04/2012	15	***TRANSOCEAN LTD	46.71	51.63	700.69	774.40	-73.71
11/09/2011	12/04/2012	45	***TRANSOCEAN LTD	46.71	50.59	2,102.09	2,276.69	-174.60
05/02/2011	12/04/2012	125	TYSON FOODS INC-CL A	19.18	19.86	2,397.79	2,482.25	-84.46
08/08/2011	12/04/2012	25	UNITEDHEALTH GROUP INC	53.79	42.64	1,344.87	1,066.02	278.85
08/11/2011	12/04/2012	60	UNITEDHEALTH GROUP INC	53.79	42.81	3,227.69	2,568.73	658.96
12/01/2010	12/04/2012	45	VIACOM INC-CLASS B	51.22	38.68	2,304.95	1,740.42	564.53
03/17/2011	12/07/2012	10	EKG RESOURCES INC	117.58	108.00	1,175.85	1,080.05	95.80
07/22/2011	12/07/2012	3	EKG RESOURCES INC	117.58	106.10	352.75	318.31	34.44
01/28/2011	12/13/2012	100	DELTA AIR LINES INC	11.13	12.07	1,113.05	1,207.21	-94.16
02/23/2011	12/13/2012	25	DELTA AIR LINES INC	11.13	10.47	278.26	261.83	16.43
10/21/2008	12/20/2012	10	SCHLUMBERGER LTD	71.05	54.31	710.50	543.08	167.42
10/22/2008	12/20/2012	25	SCHLUMBERGER LTD	71.05	50.77	1,776.24	1,269.23	507.01
03/04/2009	12/20/2012	5	SCHLUMBERGER LTD	71.05	37.40	355.25	187.00	168.25
05/18/2011	12/21/2012	30	DIRECTV	50.24	49.35	1,507.19	1,480.60	26.59
SUBTOTAL FOR LONG-TERM NON-COVERED								85,934.08
TOTAL								101,421.29

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
DOCTORS WITHOUT BORDERS 333 7TH AVENUE, 2ND FLOOR NEW YORK, NY 10001	N/A	PUBLIC CHARITY	GENERAL SUPPORT	2,500.
WOUNDED WARRIORS PROJECT P.O. BOX 758517 TOPEKA, KS 66675	N/A	PUBLIC CHARITY	GENERAL SUPPORT	2,500.
SHARING AND CARING HANDS 525 NORTH 7TH STREET MINNEAPOLIS, MN 55405	N/A	PUBLIC CHARITY	GENERAL SUPPORT	2,500.
FISHER HOUSE FOUNDATION 111 ROCKVILLE PIKE, SUITE 420 ROCKVILLE, MD 20850-5168	N/A	PUBLIC CHARITY	GENERAL SUPPORT	5,000.
LORD OF LIFE LUTHERAN CHURCH 7401 COUNTY ROAD 1-1 MAPLE GROVE, MN 55311	N/A	PUBLIC CHARITY	GENERAL SUPPORT	2,500.
SHOES FOR ORPHAN SOULS, BUCKNER INTERNATIONAL 5405 SHOE DRIVE MESQUITE, TX 75149	N/A	PUBLIC CHARITY	GENERAL SUPPORT	13,595.
Total from continuation sheets				28,595.

Fixed Income

Quantity	Holding(Ticker)	Trade Date	Unit Cost	Market Price	Total Cost	Market Value	Unrealized Gain(Loss)	Yield	Account Number	Portfolio
18 469	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO(SNIDX)	12/24/2012	\$14 07	\$14 09	\$260	\$260	\$0	1 7%	888-45465	Intermediate Duration Fund
125 779	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO(SNIDX)	12/20/2012	\$14 06	\$14 09	\$1,768	\$1,772	\$4	1 7%	888-45465	Intermediate Duration Fund
44 429	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO(SNIDX)	12/18/2012	\$14 03	\$14 09	\$623	\$626	\$3	1 7%	888-45465	Intermediate Duration Fund
552 774	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO(SNIDX)	12/12/2012	\$14 09	\$14 09	\$7,789	\$7,789	\$0	1 7%	888-45465	Intermediate Duration Fund
1 945	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO(SNIDX)	12/10/2012	\$14 27	\$14 09	\$28	\$27	(\$0)	1 7%	888-45465	Intermediate Duration Fund
121 612	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO(SNIDX)	11/20/2012	\$14 25	\$14 09	\$1,733	\$1,714	(\$19)	1 7%	888-45465	Intermediate Duration Fund
132 039	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO(SNIDX)	10/19/2012	\$14 25	\$14 09	\$1,882	\$1,860 \$632 AI	(\$21)	1 7%	888-45465	Intermediate Duration Fund
136 202	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO(SNIDX)	09/20/2012	\$14 18	\$14 09	\$1,931	\$1,919	(\$12)	1 7%	888-45465	Intermediate Duration Fund
127 582	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO(SNIDX)	08/20/2012	\$14 07	\$14 09	\$1,795	\$1,798	\$3	1 7%	888-45465	Intermediate Duration Fund
141 556	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO(SNIDX)	07/20/2012	\$14 20	\$14 09	\$2,010	\$1,995	(\$16)	1 7%	888-45465	Intermediate Duration Fund
139 003	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO(SNIDX)	06/20/2012	\$14 01	\$14 09	\$1,947	\$1,959	\$11	1 7%	888-45465	Intermediate Duration Fund
126 259	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO(SNIDX)	05/18/2012	\$13 98	\$14 09	\$1,765	\$1,779	\$14	1 7%	888-45465	Intermediate Duration Fund
949 458	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO(SNIDX)	03/27/2012	\$13 85	\$14 09	\$13,150	\$13,378	\$228	1 7%	888-45465	Intermediate Duration Fund
284 377	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO(SNIDX)	02/22/2012	\$13 89	\$14 09	\$3,950	\$4,007	\$57	1 7%	888-45465	Intermediate Duration Fund
356 628	BERNSTEIN INTERMEDIATE DURATION	02/09/2012	\$13 88	\$14 09	\$4,950	\$5,025	\$75	1 7%	888-45465	Intermediate Duration

Fixed Income

Quantity	Holding(Ticker)	Trade Date	Unit Cost	Market Price	Total Cost	Market Value	Unrealized Gain(Loss)	Yield	Account Number	Portfolio
	PORTFOLIO(SNIDX)									Fund
281 588	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO(SNIDX)	01/19/2012	\$13 85	\$14 09	\$3,900	\$3,968	\$68	1 7%	888-45465	Intermediate Duration Fund
1,234 666	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO(SNIDX)	12/14/2011	\$13 86	\$14 09	\$17,112	\$17,396	\$284	1 7%	888-45465	Intermediate Duration Fund
591 36	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO(SNIDX)	10/31/2011	\$14 12	\$14 09	\$8,350	\$8,332	(\$18)	1 7%	888-45465	Intermediate Duration Fund
448 718	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO(SNIDX)	10/28/2011	\$14 04	\$14 09	\$6,300	\$6,322	\$22	1 7%	888-45465	Intermediate Duration Fund
391 523	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO(SNIDX)	05/04/2011	\$13 92	\$14 09	\$5,450	\$5,517	\$67	1 7%	888-45465	Intermediate Duration Fund
377 907	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO(SNIDX)	04/13/2011	\$13 76	\$14 09	\$5,200	\$5,325	\$125	1 7%	888-45465	Intermediate Duration Fund
494 905	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO(SNIDX)	04/01/2011	\$13 74	\$14 09	\$6,800	\$6,973	\$173	1 7%	888-45465	Intermediate Duration Fund
535 324	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO(SNIDX)	03/28/2011	\$13 73	\$14 09	\$7,350	\$7,543	\$193	1 7%	888-45465	Intermediate Duration Fund
478 261	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO(SNIDX)	03/18/2011	\$13 80	\$14 09	\$6,600	\$6,739	\$139	1 7%	888-45465	Intermediate Duration Fund
781 592	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO(SNIDX)	12/13/2010	\$13 69	\$14 09	\$10,700	\$11,013	\$313	1 7%	888-45465	Intermediate Duration Fund
649 19	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO(SNIDX)	12/07/2010	\$13 73	\$14 09	\$8,913	\$9,147	\$234	1 7%	888-45465	Intermediate Duration Fund
541 311	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO(SNIDX)	11/29/2010	\$14 04	\$14 09	\$7,600	\$7,627	\$27	1 7%	888-45465	Intermediate Duration Fund
323 153	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO(SNIDX)	11/23/2010	\$14 08	\$14 09	\$4,550	\$4,553	\$3	1 7%	888-45465	Intermediate Duration Fund
846 21	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO(SNIDX)	04/21/2010	\$13 59	\$14 09	\$11,500	\$11,923	\$423	1 7%	888-45465	Intermediate Duration Fund
1,300 298	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO(SNIDX)	04/06/2010	\$13 42	\$14 09	\$17,450	\$18,321	\$871	1 7%	888-45465	Intermediate Duration Fund
503 356	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO(SNIDX)	01/14/2010	\$13 41	\$14 09	\$6,750	\$7,092	\$342	1 7%	888-45465	Intermediate Duration Fund
615 559	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO(SNIDX)	12/24/2009	\$13 24	\$14 09	\$8,150	\$8,673	\$523	1 7%	888-45465	Intermediate Duration Fund
905 689	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO(SNIDX)	12/17/2009	\$13 36	\$14 09	\$12,100	\$12,761	\$661	1 7%	888-45465	Intermediate Duration Fund
713 746	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO(SNIDX)	10/19/2009	\$13 24	\$14 09	\$9,450	\$10,057	\$607	1 7%	888-45465	Intermediate Duration Fund
1,133 942	BERNSTEIN INTERMEDIATE DURATION	09/23/2009	\$13 14	\$14 09	\$14,900	\$15,977	\$1,077	1 7%	888-45465	Intermediate Duration

Fixed Income

Quantity	Holding(Ticker)	Trade Date	Unit Cost	Market Price	Total Cost	Market Value	Unrealized Gain(Loss)	Yield	Account Number	Portfolio
PORTFOLIO(SNIDX)										
855 828	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO(SNIDX)	12/09/2008	\$11 46	\$14 09	\$9,808	\$12,059	\$2,251	1 7%	888-45465	Intermediate Duration Fund
38,717 4	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO(SNIDX)	10/21/2008	\$11 81	\$14 09	\$457,253	\$545,528	\$88,276	1 7%	888-45465	Intermediate Duration Fund
Total	55,979 638				\$691,768	\$788,753	\$96,985	1.7%		
TOTAL Fixed Income					\$691,768	\$789,385	\$96,985	1 7%		

Equities

Quantity	Holding(Ticker)	Trade Date	Unit Cost	Market Price	Total Cost	Market Value	Unrealized Gain(Loss)	Yield	Account Number	Portfolio
2,874 659	AB DISCOVERY GROWTH FND CL ADV(CHCYX)	12/04/2012	\$7 34	\$7 48	\$21,100	\$21,502	\$402	0 0 %	888-45465	Strategic Equities
64 498	AB DISCOVERY VALUE FUND CL ADV(ABYSX)	12/26/2012	\$17 54	\$17 35	\$1,131	\$1,119	(\$12)	0 0 %	888-45465	Strategic Equities
1,192 09	AB DISCOVERY VALUE FUND CL ADV(ABYSX)	12/04/2012	\$17 70	\$17 35	\$21,100	\$20,683	(\$417)	0 0 %	888-45465	Strategic Equities
Total	1,256,588				\$22,231	\$21,802	(\$429)	0.0%		
15	AFFILIATED MANAGERS GROUP INC(AMG)	07/25/2012	\$103 48	\$130 15	\$1,552	\$1,952	\$400	0 0 %	888-45465	Strategic Equities
35	AFFILIATED MANAGERS GROUP INC(AMG)	06/26/2012	\$102 54	\$130 15	\$3,589	\$4,555	\$966	0 0 %	888-45465	Strategic Equities
Total	50				\$5,141	\$6,508	\$1,366	0.0%		
325	ALTRIA GROUP INC(MO)	12/04/2012	\$33 48	\$31 44	\$10,882	\$10,218	(\$664)	5 6%	888-45465	Strategic Equities
200	ALTRIA GROUP INC(MO)	03/22/2011	\$25 48	\$31 44	\$5,095	\$6,288	\$1,193	5 6%	888-45465	Strategic Equities
Total	525				\$15,977	\$16,506	\$529	5.6%		
30	AMAZON COM INC(AMZN)	10/26/2012	\$235 65	\$251 14	\$7,070	\$7,534	\$465	0 0 %	888-45465	Strategic Equities
120	AMEREN CORPORATION(AEE)	12/04/2012	\$29 45	\$30 72	\$3,534	\$3,686	\$152	5 2%	888-45465	Strategic Equities
30	AMGEN INC(AMGN)	12/04/2012	\$88 49	\$86 32	\$2,655	\$2,590	(\$65)	2 2%	888-45465	Strategic Equities
35	ANSYS INC(ANSS)	07/24/2012	\$57 15	\$67 34	\$2,000	\$2,357	\$357	0 0 %	888-45465	Strategic Equities
65	ANSYS INC(ANSS)	06/28/2012	\$61 85	\$67 34	\$4,020	\$4,377	\$357	0 0 %	888-45465	Strategic Equities
Total	100				\$6,021	\$6,734	\$713	0.0%		
5	APPLE INC(AAPL)	10/09/2012	\$631 81	\$533 03	\$3,159	\$2,665	(\$494)	2 0 %	888-45465	Strategic Equities
5	APPLE INC(AAPL)	11/18/2011	\$378 26	\$533 03	\$1,891	\$2,665	\$774	2 0 %	888-45465	Strategic Equities
5	APPLE INC(AAPL)	03/29/2011	\$349 99	\$533 03	\$1,750	\$2,665	\$915	2 0 %	888-45465	Strategic Equities
9	APPLE INC(AAPL)	09/16/2010	\$270 82	\$533 03	\$2,437	\$4,797	\$2,360	2 0 %	888-45465	Strategic Equities
6	APPLE INC(AAPL)	05/11/2010	\$252 13	\$533 03	\$1,513	\$3,198	\$1,685	2 0 %	888-45465	Strategic Equities
15	APPLE INC(AAPL)	07/14/2009	\$142 34	\$533 03	\$2,135	\$7,995	\$5,860	2 0 %	888-45465	Strategic Equities

Equities

Quantity	Holding(Ticker)	Trade Date	Unit Cost	Market Price	Total Cost	Market Value	Unrealized Gain(Loss)	Yield	Account Number	Portfolio
45					\$12,886	\$23,986	\$11,101	2.0%		
Total										
100	APPLIED MATERIALS INC(AMAT)	06/06/2012	\$10.58	\$11.44	\$1,057	\$1,144	\$87	3.2%	888-45465	Strategic Equities
200	APPLIED MATERIALS INC(AMAT)	01/31/2012	\$12.27	\$11.44	\$2,454	\$2,288	(\$166)	3.2%	888-45465	Strategic Equities
125	APPLIED MATERIALS INC(AMAT)	12/27/2011	\$10.89	\$11.44	\$1,361	\$1,430	\$69	3.2%	888-45465	Strategic Equities
100	APPLIED MATERIALS INC(AMAT)	11/21/2011	\$10.85	\$11.44	\$1,085	\$1,144	\$59	3.2%	888-45465	Strategic Equities
125	APPLIED MATERIALS INC(AMAT)	10/18/2011	\$11.56	\$11.44	\$1,445	\$1,430	(\$15)	3.2%	888-45465	Strategic Equities
650					\$7,403	\$7,436	\$33	3.2%		
Total										
25	ASTRAZENECA PLC-SPONS ADR(AZN)	07/03/2012	\$46.03	\$47.27	\$1,151	\$1,182	\$31	3.8%	888-45465	Strategic Equities
25	ASTRAZENECA PLC-SPONS ADR(AZN)	04/27/2012	\$43.63	\$47.27	\$1,091	\$1,182	\$91	3.8%	888-45465	Strategic Equities
25	ASTRAZENECA PLC-SPONS ADR(AZN)	07/27/2011	\$49.10	\$47.27	\$1,227	\$1,182	(\$46)	3.8%	888-45465	Strategic Equities
25	ASTRAZENECA PLC-SPONS ADR(AZN)	12/20/2010	\$45.86	\$47.27	\$1,147	\$1,182	\$35	3.8%	888-45465	Strategic Equities
50	ASTRAZENECA PLC-SPONS ADR(AZN)	11/23/2010	\$47.98	\$47.27	\$2,399	\$2,364	(\$36)	3.8%	888-45465	Strategic Equities
110	ASTRAZENECA PLC-SPONS ADR(AZN)	07/12/2010	\$48.86	\$47.27	\$5,374	\$5,200	(\$174)	3.8%	888-45465	Strategic Equities
115	ASTRAZENECA PLC-SPONS ADR(AZN)	05/24/2010	\$41.51	\$47.27	\$4,774	\$5,436	\$662	3.8%	888-45465	Strategic Equities
375					\$17,162	\$17,726	\$564	3.8%		
Total										
85	AT&T INC(T)	12/04/2012	\$33.94	\$33.71	\$2,884	\$2,865	(\$19)	5.3%	888-45465	Strategic Equities
65	AT&T INC(T)	04/25/2011	\$30.48	\$33.71	\$1,981	\$2,191	\$210	5.3%	888-45465	Strategic Equities
150					\$4,866	\$5,057	\$191	5.3%		
Total										
575	BANK OF AMERICA CORP(BAC)	12/13/2012	\$10.57	\$11.61	\$6,078	\$6,676	\$597	0.3%	888-45465	Strategic Equities
80	BB&T CORP(BBT)	09/14/2012	\$34.03	\$29.11	\$2,722	\$2,329	(\$393)	2.8%	888-45465	Strategic Equities
60	BB&T CORP(BBT)	09/06/2012	\$32.33	\$29.11	\$1,940	\$1,747	(\$193)	2.8%	888-45465	Strategic Equities
140					\$4,662	\$4,075	(\$586)	2.8%		
Total										
95	BECTON DICKINSON & CO(BDX)	12/04/2012	\$76.79	\$78.19	\$7,295	\$7,428	\$133	2.5%	888-45465	Strategic Equities
60	BERKSHIRE HATHAWAY INC-CL B(BRK/B)	12/04/2012	\$87.43	\$89.70	\$5,246	\$5,382	\$136	0.0%	888-45465	Strategic Equities
26.86	BERNSTEIN EMERGING MARKETS PORTFOLIO(SNEMX)	12/12/2012	\$27.63	\$28.27	\$742	\$759	\$17	1.3%	888-45465	Emerging Markets Fund
97.304	BERNSTEIN EMERGING MARKETS PORTFOLIO(SNEMX)	12/14/2011	\$23.91	\$28.27	\$2,327	\$2,751	\$424	1.3%	888-45465	Emerging Markets Fund
18.203	BERNSTEIN EMERGING MARKETS PORTFOLIO(SNEMX)	12/07/2010	\$32.81	\$28.27	\$597	\$515	(\$83)	1.3%	888-45465	Emerging Markets Fund
21.89	BERNSTEIN EMERGING MARKETS PORTFOLIO(SNEMX)	12/08/2009	\$28.18	\$28.27	\$617	\$619	\$2	1.3%	888-45465	Emerging Markets Fund
507.996	BERNSTEIN EMERGING MARKETS PORTFOLIO(SNEMX)	12/09/2008	\$14.72	\$28.27	\$7,478	\$14,361	\$6,883	1.3%	888-45465	Emerging Markets Fund
1,421.874	BERNSTEIN EMERGING MARKETS	10/21/2008	\$18.72	\$28.27	\$26,613	\$40,196	\$13,583	1.3%	888-45465	Emerging Markets



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Equities

Quantity	Holding(Ticker)	Trade Date	Unit Cost	Market Price	Total Cost	Market Value	Unrealized Gain(Loss)	Yield	Account Number	Portfolio
PORTFOLIO(SNEMWX)										
Total	2,094,127				\$38,374	\$59,201	\$20,827	1.3%		Fund
413 382	BERNSTEIN INTERNATIONAL PORTFOLIO(SIMTX)	12/12/2012	\$13 65	\$13 91	\$5,643	\$5,750	\$107	1 9%	888-45465	International Portfolio
526 316	BERNSTEIN INTERNATIONAL PORTFOLIO(SIMTX)	07/12/2012	\$12 16	\$13 91	\$6,400	\$7,321	\$921	1 9%	888-45465	International Portfolio
424 71	BERNSTEIN INTERNATIONAL PORTFOLIO(SIMTX)	01/18/2012	\$12 95	\$13 91	\$5,500	\$5,908	\$408	1 9%	888-45465	International Portfolio
684 548	BERNSTEIN INTERNATIONAL PORTFOLIO(SIMTX)	01/09/2012	\$12 49	\$13 91	\$8,550	\$9,522	\$972	1 9%	888-45465	International Portfolio
361 635	BERNSTEIN INTERNATIONAL PORTFOLIO(SIMTX)	12/08/2011	\$12 72	\$13 91	\$4,600	\$5,030	\$430	1 9%	888-45465	International Portfolio
413 136	BERNSTEIN INTERNATIONAL PORTFOLIO(SIMTX)	02/25/2010	\$14 16	\$13 91	\$5,850	\$5,747	(\$103)	1 9%	888-45465	International Portfolio
717 787	BERNSTEIN INTERNATIONAL PORTFOLIO(SIMTX)	01/29/2010	\$14 28	\$13 91	\$10,250	\$9,984	(\$266)	1 9%	888-45465	International Portfolio
543 745	BERNSTEIN INTERNATIONAL PORTFOLIO(SIMTX)	07/06/2009	\$12 23	\$13 91	\$6,650	\$7,563	\$913	1 9%	888-45465	International Portfolio
1,012 658	BERNSTEIN INTERNATIONAL PORTFOLIO(SIMTX)	12/01/2008	\$11 06	\$13 91	\$11,200	\$14,086	\$2,886	1 9%	888-45465	International Portfolio
16,689 172	BERNSTEIN INTERNATIONAL PORTFOLIO(SIMTX)	10/21/2008	\$13 09	\$13 91	\$218,461	\$232,146	\$13,685	1 9%	888-45465	International Portfolio
Total	21,787,089				\$283,104	\$303,058	\$19,954	1.9%		
25	BIOPEN IDEC INC(BIIB)	12/04/2012	\$151 49	\$146 67	\$3,787	\$3,667	(\$121)	0 0%	888-45465	Strategic Equities
5	BIOPEN IDEC INC(BIIB)	10/19/2012	\$145 20	\$146 67	\$726	\$733	\$7	0 0%	888-45465	Strategic Equities
20	BIOPEN IDEC INC(BIIB)	08/13/2012	\$143 88	\$146 67	\$2,877	\$2,933	\$56	0 0%	888-45465	Strategic Equities
25	BIOPEN IDEC INC(BIIB)	07/25/2012	\$142 17	\$146 67	\$3,554	\$3,667	\$112	0 0%	888-45465	Strategic Equities
Total	75				\$10,945	\$11,000	\$55	0.0%		
80	BMC SOFTWARE INC(BMC)	12/04/2012	\$40 43	\$39 66	\$3,235	\$3,173	(\$62)	0 0%	888-45465	Strategic Equities
25	BP PLC-SPONS ADR(BP)	04/11/2012	\$42 36	\$41 64	\$1,059	\$1,041	(\$18)	5 2%	888-45465	Strategic Equities
100	BP PLC-SPONS ADR(BP)	10/25/2011	\$43 64	\$41 64	\$4,364	\$4,164	(\$200)	5 2%	888-45465	Strategic Equities
50	BP PLC-SPONS ADR(BP)	10/07/2011	\$37 07	\$41 64	\$1,854	\$2,082	\$228	5 2%	888-45465	Strategic Equities
90	BP PLC-SPONS ADR(BP)	09/15/2011	\$39 31	\$41 64	\$3,538	\$3,748	\$210	5 2%	888-45465	Strategic Equities
30	BP PLC-SPONS ADR(BP)	09/08/2011	\$37 20	\$41 64	\$1,116	\$1,249	\$133	5 2%	888-45465	Strategic Equities
30	BP PLC-SPONS ADR(BP)	08/11/2011	\$39 65	\$41 64	\$1,190	\$1,249	\$60	5 2%	888-45465	Strategic Equities
Total	325				\$13,119	\$13,533	\$414	5.2%		
55	CHEVRON CORP(CVX)	12/04/2012	\$104 16	\$108 14	\$5,729	\$5,948	\$219	3 3%	888-45465	Strategic Equities
7	CHIPOTLE MEXICAN GRILL-CL A(CMG)	07/31/2012	\$292 11	\$297 46	\$2,045	\$2,082	\$37	0 0%	888-45465	Strategic Equities
8	CHIPOTLE MEXICAN GRILL-CL A(CMG)	07/20/2012	\$318 24	\$297 46	\$2,546	\$2,380	(\$166)	0 0%	888-45465	Strategic Equities
3	CHIPOTLE MEXICAN GRILL-CL A(CMG)	07/10/2012	\$382 23	\$297 46	\$1,147	\$892	(\$254)	0 0%	888-45465	Strategic Equities
2	CHIPOTLE MEXICAN GRILL-CL A(CMG)	07/09/2012	\$386 21	\$297 46	\$772	\$595	(\$177)	0 0%	888-45465	Strategic Equities
Total	20				\$6,510	\$6,949	(\$561)	0.0%		
100	CISCO SYSTEMS INC(CSCO)	05/15/2012	\$16 59	\$19 65	\$1,659	\$1,965	\$306	2 9%	888-45465	Strategic Equities



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Quantity	Holding(Ticker)	Trade Date	Unit Cost	Market Price	Total Cost	Market Value	Unrealized Gain(Loss)	Yield	Account Number	Portfolio
65	CISCO SYSTEMS INC(CSCO)	02/09/2012	\$19.96	\$19.65	\$1,297	\$1,277	(\$20)	2.9%	888-45465	Strategic Equities
160	CISCO SYSTEMS INC(CSCO)	02/07/2012	\$20.26	\$19.65	\$3,241	\$3,144	(\$97)	2.9%	888-45465	Strategic Equities
50	CISCO SYSTEMS INC(CSCO)	12/23/2011	\$18.32	\$19.65	\$916	\$983	\$67	2.9%	888-45465	Strategic Equities
375					\$7,113	\$7,369	\$256	2.9%		
50	CIT GROUP INC(CIT)	04/27/2012	\$37.95	\$38.64	\$1,898	\$1,932	\$34	0.0%	888-45465	Strategic Equities
50	CIT GROUP INC(CIT)	02/01/2012	\$39.02	\$38.64	\$1,951	\$1,932	(\$19)	0.0%	888-45465	Strategic Equities
40	CIT GROUP INC(CIT)	01/30/2012	\$38.00	\$38.64	\$1,520	\$1,546	\$26	0.0%	888-45465	Strategic Equities
55	CIT GROUP INC(CIT)	01/10/2012	\$36.99	\$38.64	\$2,035	\$2,125	\$91	0.0%	888-45465	Strategic Equities
55	CIT GROUP INC(CIT)	12/08/2011	\$33.99	\$38.64	\$1,870	\$2,125	\$256	0.0%	888-45465	Strategic Equities
250					\$9,272	\$9,660	\$388	0.0%		
100	CITIGROUP INC(C)	11/28/2011	\$25.26	\$39.56	\$2,526	\$3,956	\$1,430	0.1%	888-45465	Strategic Equities
75	CITIGROUP INC(C)	07/22/2011	\$40.18	\$39.56	\$3,013	\$2,967	(\$46)	0.1%	888-45465	Strategic Equities
50	CITIGROUP INC(C)	07/11/2011	\$40.73	\$39.56	\$2,036	\$1,978	(\$58)	0.1%	888-45465	Strategic Equities
75	CITIGROUP INC(C)	05/19/2011	\$41.37	\$39.56	\$3,103	\$2,967	(\$136)	0.1%	888-45465	Strategic Equities
45	CITIGROUP INC(C)	05/16/2011	\$41.27	\$39.56	\$1,857	\$1,780	(\$77)	0.1%	888-45465	Strategic Equities
60	CITIGROUP INC(C)	04/28/2011	\$45.57	\$39.56	\$2,734	\$2,374	(\$360)	0.1%	888-45465	Strategic Equities
30	CITIGROUP INC(C)	04/19/2011	\$44.74	\$39.56	\$1,342	\$1,187	(\$155)	0.1%	888-45465	Strategic Equities
15	CITIGROUP INC(C)	04/05/2011	\$44.43	\$39.56	\$666	\$593	(\$73)	0.1%	888-45465	Strategic Equities
450					\$17,279	\$17,802	\$523	0.1%		
20	CITRIX SYSTEMS INC(CTXS)	11/28/2012	\$59.67	\$65.75	\$1,193	\$1,315	\$122	0.0%	888-45465	Strategic Equities
15	CITRIX SYSTEMS INC(CTXS)	10/26/2012	\$62.80	\$65.75	\$942	\$986	\$44	0.0%	888-45465	Strategic Equities
35	CITRIX SYSTEMS INC(CTXS)	10/24/2012	\$63.98	\$65.75	\$2,239	\$2,301	\$62	0.0%	888-45465	Strategic Equities
30	CITRIX SYSTEMS INC(CTXS)	09/26/2012	\$74.36	\$65.75	\$2,231	\$1,973	(\$258)	0.0%	888-45465	Strategic Equities
25	CITRIX SYSTEMS INC(CTXS)	06/12/2012	\$76.22	\$65.75	\$1,906	\$1,644	(\$262)	0.0%	888-45465	Strategic Equities
20	CITRIX SYSTEMS INC(CTXS)	08/10/2011	\$61.43	\$65.75	\$1,228	\$1,315	\$87	0.0%	888-45465	Strategic Equities
15	CITRIX SYSTEMS INC(CTXS)	06/17/2011	\$74.02	\$65.75	\$1,110	\$986	(\$124)	0.0%	888-45465	Strategic Equities
5	CITRIX SYSTEMS INC(CTXS)	05/23/2011	\$82.00	\$65.75	\$410	\$329	(\$81)	0.0%	888-45465	Strategic Equities
165					\$11,260	\$10,849	(\$411)	0.0%		
90	CLOROX COMPANY(CLX)	12/04/2012	\$75.39	\$73.22	\$6,785	\$6,590	(\$196)	3.5%	888-45465	Strategic Equities
45	COACH INC(COH)	07/31/2012	\$51.10	\$55.51	\$2,299	\$2,498	\$199	2.2%	888-45465	Strategic Equities
25	COACH INC(COH)	05/16/2012	\$67.35	\$55.51	\$1,684	\$1,388	(\$296)	2.2%	888-45465	Strategic Equities
15	COACH INC(COH)	04/25/2012	\$72.27	\$55.51	\$1,084	\$833	(\$251)	2.2%	888-45465	Strategic Equities
85					\$5,067	\$4,718	(\$349)	2.2%		



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Equities

Quantity	Holding(Ticker)	Trade Date	Unit Cost	Market Price	Total Cost	Market Value	Unrealized Gain(Loss)	Yield	Account Number	Portfolio
25	COGNIZANT TECH SOLUTIONS-A(CTSH)	11/07/2012	\$67.18	\$74.05	\$1,679	\$1,851	\$172	0.0%	888-45465	Strategic Equities
20	COGNIZANT TECH SOLUTIONS-A(CTSH)	08/15/2012	\$64.02	\$74.05	\$1,280	\$1,481	\$201	0.0%	888-45465	Strategic Equities
45	COGNIZANT TECH SOLUTIONS-A(CTSH)	05/10/2012	\$60.46	\$74.05	\$2,721	\$3,332	\$611	0.0%	888-45465	Strategic Equities
25	COGNIZANT TECH SOLUTIONS-A(CTSH)	04/24/2012	\$72.21	\$74.05	\$1,805	\$1,851	\$46	0.0%	888-45465	Strategic Equities
20	COGNIZANT TECH SOLUTIONS-A(CTSH)	04/20/2012	\$72.18	\$74.05	\$1,444	\$1,481	\$37	0.0%	888-45465	Strategic Equities
20	COGNIZANT TECH SOLUTIONS-A(CTSH)	04/13/2012	\$74.34	\$74.05	\$1,487	\$1,481	(\$6)	0.0%	888-45465	Strategic Equities -
Total	155				\$10,416	\$11,478	\$1,061	0.0%		
86	COMCAST CORP-CLASS A(CMCSA)	10/02/2012	\$35.84	\$37.38	\$3,082	\$3,215	\$133	1.7%	888-45465	Strategic Equities
57	COMCAST CORP-CLASS A(CMCSA)	01/17/2012	\$25.73	\$37.38	\$1,467	\$2,131	\$664	1.7%	888-45465	Strategic Equities
42	COMCAST CORP-CLASS A(CMCSA)	09/13/2011	\$21.73	\$37.38	\$913	\$1,570	\$657	1.7%	888-45465	Strategic Equities
Total	185				\$5,461	\$6,915	\$1,454	1.7%		
25	DANAHER CORP(DHR)	04/24/2012	\$53.13	\$55.90	\$1,328	\$1,398	\$69	0.2%	888-45465	Strategic Equities
25	DANAHER CORP(DHR)	04/17/2012	\$54.93	\$55.90	\$1,373	\$1,398	\$24	0.2%	888-45465	Strategic Equities
25	DANAHER CORP(DHR)	07/26/2011	\$50.35	\$55.90	\$1,259	\$1,398	\$139	0.2%	888-45465	Strategic Equities
25	DANAHER CORP(DHR)	03/29/2011	\$51.54	\$55.90	\$1,288	\$1,398	\$109	0.2%	888-45465	Strategic Equities
25	DANAHER CORP(DHR)	03/03/2011	\$51.20	\$55.90	\$1,280	\$1,398	\$118	0.2%	888-45465	Strategic Equities
40	DANAHER CORP(DHR)	02/08/2010	\$35.30	\$55.90	\$1,412	\$2,236	\$824	0.2%	888-45465	Strategic Equities
15	DANAHER CORP(DHR)	09/21/2009	\$33.87	\$55.90	\$508	\$839	\$330	0.2%	888-45465	Strategic Equities
Total	180				\$8,448	\$10,062	\$1,614	0.2%		
125	DELTA AIR LINES INC(DAL)	09/27/2012	\$9.10	\$11.87	\$1,138	\$1,484	\$346	0.0%	888-45465	Strategic Equities
150	DELTA AIR LINES INC(DAL)	07/15/2011	\$8.49	\$11.87	\$1,273	\$1,781	\$508	0.0%	888-45465	Strategic Equities
75	DELTA AIR LINES INC(DAL)	02/23/2011	\$10.47	\$11.87	\$785	\$890	\$105	0.0%	888-45465	Strategic Equities
Total	350				\$3,196	\$4,155	\$959	0.0%		
65	DIAMOND OFFSHORE DRILLING(DO)	12/13/2012	\$67.57	\$67.96	\$4,392	\$4,417	\$25	0.7%	888-45465	Strategic Equities
65	DIAMOND OFFSHORE DRILLING(DO)	10/12/2012	\$66.37	\$67.96	\$4,314	\$4,417	\$104	0.7%	888-45465	Strategic Equities
Total	130				\$8,706	\$8,835	\$129	0.7%		
40	DIRECTV(DTV)	03/21/2012	\$48.11	\$50.16	\$1,924	\$2,006	\$82	0.0%	888-45465	Strategic Equities
10	DIRECTV(DTV)	05/18/2011	\$49.35	\$50.16	\$494	\$502	\$8	0.0%	888-45465	Strategic Equities
Total	50				\$2,418	\$2,508	\$90	0.0%		
25	DISCOVER FINANCIAL SERVICES(DFS)	11/14/2012	\$40.65	\$38.55	\$1,016	\$964	(\$52)	1.5%	888-45465	Strategic Equities
30	DISCOVER FINANCIAL SERVICES(DFS)	09/14/2012	\$39.22	\$38.55	\$1,177	\$1,157	(\$20)	1.5%	888-45465	Strategic Equities
145	DISCOVER FINANCIAL SERVICES(DFS)	09/12/2012	\$38.30	\$38.55	\$5,554	\$5,590	\$36	1.5%	888-45465	Strategic Equities
Total	200				\$7,746	\$7,710	(\$36)	1.5%		

Equities

Quantity	Holding(Ticker)	Trade Date	Unit Cost	Market Price	Total Cost	Market Value	Unrealized Gain(Loss)	Yield	Account Number	Portfolio
140	EATON CORP PLC(ETN)	12/21/2012	\$53.99	\$54.18	\$7,558	\$7,585	\$27	0.0%	888-45465	Strategic Equities
25	EBAY INC(EBAY)	11/08/2012	\$47.97	\$51.02	\$1,199	\$1,276	\$76	0.0%	888-45465	Strategic Equities
75	EBAY INC(EBAY)	08/24/2012	\$47.21	\$51.02	\$3,541	\$3,827	\$285	0.0%	888-45465	Strategic Equities
100					\$4,740	\$5,102	\$362	0.0%		
22	EOG RESOURCES INC(EOG)	07/22/2011	\$106.10	\$120.79	\$2,334	\$2,657	\$323	0.6%	888-45465	Strategic Equities
35	EVEREST RE GROUP LTD(RE)	12/28/2012	\$109.37	\$109.95	\$3,828	\$3,848	\$20	1.8%	888-45465	Strategic Equities
30	EXXON MOBIL CORP(XOM)	10/19/2012	\$92.52	\$86.55	\$2,776	\$2,597	(\$179)	2.6%	888-45465	Strategic Equities
20	EXXON MOBIL CORP(XOM)	10/01/2012	\$92.23	\$86.55	\$1,845	\$1,731	(\$114)	2.6%	888-45465	Strategic Equities
45	EXXON MOBIL CORP(XOM)	09/06/2012	\$88.90	\$86.55	\$4,001	\$3,895	(\$106)	2.6%	888-45465	Strategic Equities
15	EXXON MOBIL CORP(XOM)	09/05/2012	\$87.48	\$86.55	\$1,312	\$1,298	(\$14)	2.6%	888-45465	Strategic Equities
35	EXXON MOBIL CORP(XOM)	08/24/2012	\$87.82	\$86.55	\$3,074	\$3,029	(\$44)	2.6%	888-45465	Strategic Equities
145					\$13,007	\$12,550	(\$457)	2.6%		
15	F5 NETWORKS INC(FFIV)	05/30/2012	\$106.35	\$97.15	\$1,595	\$1,457	(\$138)	0.0%	888-45465	Strategic Equities
24	F5 NETWORKS INC(FFIV)	05/25/2012	\$110.10	\$97.15	\$2,643	\$2,332	(\$311)	0.0%	888-45465	Strategic Equities
21	F5 NETWORKS INC(FFIV)	04/13/2012	\$122.23	\$97.15	\$2,567	\$2,040	(\$527)	0.0%	888-45465	Strategic Equities
60					\$6,805	\$5,829	(\$976)	0.0%		
150	FACEBOOK INC-A(FB)	11/13/2012	\$19.87	\$26.63	\$2,980	\$3,995	\$1,014	0.0%	888-45465	Strategic Equities
150	FACEBOOK INC-A(FB)	11/09/2012	\$19.88	\$26.63	\$2,982	\$3,995	\$1,012	0.0%	888-45465	Strategic Equities
300					\$5,963	\$7,989	\$2,026	0.0%		
50	FIDELITY NATIONAL FINANCIAL IN(FNF)	10/05/2012	\$22.58	\$23.55	\$1,129	\$1,178	\$49	2.7%	888-45465	Strategic Equities
110	FIDELITY NATIONAL FINANCIAL IN(FNF)	09/14/2012	\$19.91	\$23.55	\$2,190	\$2,591	\$401	2.7%	888-45465	Strategic Equities
160					\$3,318	\$3,768	\$450	2.7%		
165	FIDELITY NATIONAL INFORMATION(FIS)	12/04/2012	\$36.22	\$34.81	\$5,976	\$5,744	(\$232)	2.3%	888-45465	Strategic Equities
350	FORD MOTOR CO(F)	11/01/2012	\$10.97	\$12.95	\$3,839	\$4,533	\$694	1.5%	888-45465	Strategic Equities
240	FORD MOTOR CO(F)	09/20/2012	\$10.45	\$12.95	\$2,509	\$3,108	\$599	1.5%	888-45465	Strategic Equities
160	FORD MOTOR CO(F)	04/20/2010	\$13.85	\$12.95	\$2,216	\$2,072	(\$144)	1.5%	888-45465	Strategic Equities
750					\$8,564	\$9,713	\$1,149	1.5%		
350	GENERAL ELECTRIC CO(GE)	12/04/2012	\$20.89	\$20.99	\$7,312	\$7,347	\$34	3.6%	888-45465	Strategic Equities
2	GOOGLE INC-CL A(GOOG)	03/24/2011	\$584.91	\$709.37	\$1,170	\$1,419	\$249	0.0%	888-45465	Strategic Equities
5	GOOGLE INC-CL A(GOOG)	02/26/2010	\$528.72	\$709.37	\$2,644	\$3,547	\$903	0.0%	888-45465	Strategic Equities
5	GOOGLE INC-CL A(GOOG)	12/02/2008	\$271.17	\$709.37	\$1,356	\$3,547	\$2,191	0.0%	888-45465	Strategic Equities
9	GOOGLE INC-CL A(GOOG)	10/21/2008	\$367.59	\$709.37	\$3,308	\$6,384	\$3,076	0.0%	888-45465	Strategic Equities
21					\$8,478	\$14,897	\$6,419	0.0%		

Equities

Quantity	Holding(Ticker)	Trade Date	Unit Cost	Market Price	Total Cost	Market Value	Unrealized Gain(Loss)	Yield	Account Number	Portfolio
35	HARLEY DAVIDSON INC(HOG)	12/04/2012	\$46 40	\$48 83	\$1,624	\$1,709	\$85	1 3%	888-45465	Strategic Equities
30	HARLEY DAVIDSON INC(HOG)	11/14/2011	\$39 53	\$48 83	\$1,186	\$1,465	\$279	1 3%	888-45465	Strategic Equities
35	HARLEY DAVIDSON INC(HOG)	11/02/2011	\$38 69	\$48 83	\$1,354	\$1,709	\$355	1 3%	888-45465	Strategic Equities
100					\$4,164	\$4,883	\$719	1.3%		
30	HARRIS CORP(HRS)	11/01/2012	\$47 46	\$48 96	\$1,424	\$1,469	\$45	3 0%	888-45465	Strategic Equities
45	HARRIS CORP(HRS)	09/14/2012	\$50 08	\$48 96	\$2,254	\$2,203	(\$50)	3 0%	888-45465	Strategic Equities
75					\$3,678	\$3,672	(\$6)	3.0%		
50	HEALTH NET INC(HNT)	08/12/2011	\$22 82	\$24 30	\$1,141	\$1,215	\$74	0 0%	888-45465	Strategic Equities
80	HEALTH NET INC(HNT)	11/15/2010	\$28 76	\$24 30	\$2,301	\$1,944	(\$357)	0 0%	888-45465	Strategic Equities
130					\$3,442	\$3,159	(\$283)	0 0%		
50	HEWLETT-PACKARD CO(HQP)	04/09/2012	\$23 19	\$14 25	\$1,160	\$713	(\$447)	3 7%	888-45465	Strategic Equities
50	HEWLETT-PACKARD CO(HQP)	03/19/2012	\$24 46	\$14 25	\$1,223	\$713	(\$510)	3 7%	888-45465	Strategic Equities
50	HEWLETT-PACKARD CO(HQP)	03/16/2012	\$24 42	\$14 25	\$1,221	\$713	(\$508)	3 7%	888-45465	Strategic Equities
50	HEWLETT-PACKARD CO(HQP)	11/25/2011	\$25 75	\$14 25	\$1,288	\$713	(\$575)	3 7%	888-45465	Strategic Equities
125	HEWLETT-PACKARD CO(HQP)	08/22/2011	\$24 64	\$14 25	\$3,080	\$1,781	(\$1,299)	3 7%	888-45465	Strategic Equities
150	HEWLETT-PACKARD CO(HQP)	08/05/2011	\$32 48	\$14 25	\$4,872	\$2,138	(\$2,734)	3 7%	888-45465	Strategic Equities
50	HEWLETT-PACKARD CO(HQP)	07/13/2011	\$35 71	\$14 25	\$1,786	\$713	(\$1,073)	3 7%	888-45465	Strategic Equities
35	HEWLETT-PACKARD CO(HQP)	02/24/2011	\$42 74	\$14 25	\$1,496	\$499	(\$997)	3 7%	888-45465	Strategic Equities
25	HEWLETT-PACKARD CO(HQP)	02/23/2011	\$43 18	\$14 25	\$1,080	\$356	(\$723)	3 7%	888-45465	Strategic Equities
30	HEWLETT-PACKARD CO(HQP)	08/12/2010	\$40 06	\$14 25	\$1,202	\$428	(\$774)	3 7%	888-45465	Strategic Equities
65	HEWLETT-PACKARD CO(HQP)	06/28/2010	\$46 22	\$14 25	\$3,005	\$926	(\$2,078)	3 7%	888-45465	Strategic Equities
70	HEWLETT-PACKARD CO(HQP)	05/25/2010	\$45 14	\$14 25	\$3,160	\$998	(\$2,162)	3 7%	888-45465	Strategic Equities
750					\$24,570	\$10,688	(\$13,882)	3.7%		
135	HOME DEPOT INC(HD)	12/04/2012	\$64 59	\$61 85	\$8,720	\$8,350	(\$370)	1 9%	888-45465	Strategic Equities
20	IDEXX LABS CORP(IDXX)	11/19/2012	\$92 33	\$92 80	\$1,847	\$1,856	\$9	0 0%	888-45465	Strategic Equities
10	IDEXX LABS CORP(IDXX)	11/06/2012	\$93 99	\$92 80	\$940	\$928	(\$12)	0 0%	888-45465	Strategic Equities
15	IDEXX LABS CORP(IDXX)	07/25/2012	\$87 12	\$92 80	\$1,307	\$1,392	\$85	0 0%	888-45465	Strategic Equities
55	IDEXX LABS CORP(IDXX)	07/23/2012	\$87 57	\$92 80	\$4,816	\$5,104	\$288	0 0%	888-45465	Strategic Equities
100					\$8,909	\$9,280	\$371	0.0%		
80	INTERCONTINENTAL EXCHANGE INC(ICE)	08/02/2012	\$127 21	\$123 81	\$10,177	\$9,905	(\$272)	0 0%	888-45465	Strategic Equities
75	INTL BUSINESS MACHINES CORP(IBM)	12/04/2012	\$189 29	\$191 55	\$14,197	\$14,366	\$170	1 8%	888-45465	Strategic Equities
30	INTUIT INC(INTU)	12/28/2012	\$59 75	\$59 50	\$1,792	\$1,785	(\$7)	1 1%	888-45465	Strategic Equities
25	INTUIT INC(INTU)	05/02/2012	\$58 19	\$59 50	\$1,455	\$1,488	\$33	1 1%	888-45465	Strategic Equities

Equities

Quantity	Holding(Ticker)	Trade Date	Unit Cost	Market Price	Total Cost	Market Value	Unrealized Gain(Loss)	Yield	Account Number	Portfolio
25	INTUIT INC(INTU)	08/04/2011	\$45.32	\$59.50	\$1,133	\$1,488	\$355	1.1%	888-45465	Strategic Equities
15	INTUIT INC(INTU)	03/29/2011	\$51.60	\$59.50	\$774	\$893	\$118	1.1%	888-45465	Strategic Equities
95					\$5,154	\$5,653	\$499	1.1%		
3	INTUITIVE SURGICAL INC(ISRG)	11/28/2012	\$530.06	\$490.37	\$1,590	\$1,471	(\$119)	0.0%	888-45465	Strategic Equities
2	INTUITIVE SURGICAL INC(ISRG)	11/20/2012	\$534.93	\$490.37	\$1,070	\$981	(\$89)	0.0%	888-45465	Strategic Equities
4	INTUITIVE SURGICAL INC(ISRG)	11/07/2012	\$534.25	\$490.37	\$2,137	\$1,961	(\$176)	0.0%	888-45465	Strategic Equities
3	INTUITIVE SURGICAL INC(ISRG)	08/30/2012	\$493.42	\$490.37	\$1,480	\$1,471	(\$9)	0.0%	888-45465	Strategic Equities
3	INTUITIVE SURGICAL INC(ISRG)	08/08/2012	\$501.16	\$490.37	\$1,503	\$1,471	(\$32)	0.0%	888-45465	Strategic Equities
15					\$7,781	\$7,356	(\$425)	0.0%		
80	JOHNSON & JOHNSON(JNJ)	12/04/2012	\$69.84	\$70.10	\$5,587	\$5,608	\$21	3.5%	888-45465	Strategic Equities
25	JOHNSON & JOHNSON(JNJ)	10/15/2010	\$63.52	\$70.10	\$1,588	\$1,753	\$165	3.5%	888-45465	Strategic Equities
25	JOHNSON & JOHNSON(JNJ)	10/06/2010	\$62.82	\$70.10	\$1,570	\$1,753	\$182	3.5%	888-45465	Strategic Equities
25	JOHNSON & JOHNSON(JNJ)	10/04/2010	\$61.56	\$70.10	\$1,539	\$1,753	\$214	3.5%	888-45465	Strategic Equities
15	JOHNSON & JOHNSON(JNJ)	08/25/2010	\$58.06	\$70.10	\$871	\$1,052	\$181	3.5%	888-45465	Strategic Equities
170					\$11,155	\$11,917	\$762	3.5%		
51	JPMORGAN CHASE & CO(JPM)	03/26/2012	\$45.90	\$43.97	\$2,341	\$2,242	(\$98)	2.7%	888-45465	Strategic Equities
54	JPMORGAN CHASE & CO(JPM)	08/30/2010	\$36.28	\$43.97	\$1,959	\$2,374	\$415	2.7%	888-45465	Strategic Equities
105					\$4,300	\$4,617	\$317	2.7%		
250	KINDER MORGAN INC(KMI)	12/04/2012	\$33.94	\$35.33	\$8,484	\$8,833	\$348	4.1%	888-45465	Strategic Equities
95	KRAFT FOODS GROUP INC-W/(KRFT)	12/04/2012	\$45.57	\$45.47	\$4,329	\$4,320	(\$9)	4.4%	888-45465	Strategic Equities
175	KROGER CO(KR)	02/06/2012	\$24.05	\$26.02	\$4,208	\$4,554	\$345	2.3%	888-45465	Strategic Equities
350	KROGER CO(KR)	11/24/2010	\$22.98	\$26.02	\$8,042	\$9,107	\$1,065	2.3%	888-45465	Strategic Equities
625					\$12,250	\$13,651	\$1,411	2.3%		
45	LIBERTY MEDIA CORP - LIBER-A(LMCA)	12/04/2012	\$109.54	\$116.01	\$4,929	\$5,220	\$291	0.0%	888-45465	Strategic Equities
15	LINKEDIN CORP - A(LNKD)	11/07/2012	\$101.24	\$114.82	\$1,519	\$1,722	\$204	0.0%	888-45465	Strategic Equities
15	LINKEDIN CORP - A(LNKD)	11/06/2012	\$104.11	\$114.82	\$1,562	\$1,722	\$161	0.0%	888-45465	Strategic Equities
10	LINKEDIN CORP - A(LNKD)	06/04/2012	\$89.24	\$114.82	\$892	\$1,148	\$256	0.0%	888-45465	Strategic Equities
40					\$3,973	\$4,593	\$620	0.0%		
15	LORILLARD INC(LO)	08/17/2012	\$130.53	\$116.67	\$1,958	\$1,750	(\$208)	5.3%	888-45465	Strategic Equities
10	LORILLARD INC(LO)	08/15/2012	\$124.99	\$116.67	\$1,250	\$1,167	(\$83)	5.3%	888-45465	Strategic Equities
25	LORILLARD INC(LO)	10/11/2011	\$117.82	\$116.67	\$2,945	\$2,917	(\$29)	5.3%	888-45465	Strategic Equities
25	LORILLARD INC(LO)	08/11/2011	\$100.66	\$116.67	\$2,516	\$2,917	\$400	5.3%	888-45465	Strategic Equities
75					\$8,670	\$8,750	\$81	5.3%		

Equities

Quantity	Holding(Ticker)	Trade Date	Unit Cost	Market Price	Total Cost	Market Value	Unrealized Gain(Loss)	Yield	Account Number	Portfolio
25	LYONDELLBASELL INDU-CL A(LYB)	12/13/2012	\$53.18	\$57.09	\$1,329	\$1,427	\$98	0.2%	888-45465	Strategic Equities
30	LYONDELLBASELL INDU-CL A(LYB)	10/05/2012	\$53.01	\$57.09	\$1,590	\$1,713	\$122	0.2%	888-45465	Strategic Equities
55	LYONDELLBASELL INDU-CL A(LYB)	05/07/2012	\$39.65	\$57.09	\$2,181	\$3,140	\$959	0.2%	888-45465	Strategic Equities
40	LYONDELLBASELL INDU-CL A(LYB)	10/03/2011	\$24.50	\$57.09	\$980	\$2,284	\$1,303	0.2%	888-45465	Strategic Equities
150					\$6,081	\$8,564	\$2,483	0.2%		
50	MACY'S INC(M)	07/05/2012	\$34.79	\$39.02	\$1,739	\$1,951	\$212	2.1%	888-45465	Strategic Equities*
90	MACY'S INC(M)	06/07/2012	\$36.66	\$39.02	\$3,300	\$3,512	\$212	2.1%	888-45465	Strategic Equities
110	MACY'S INC(M)	06/04/2012	\$36.21	\$39.02	\$3,983	\$4,292	\$310	2.1%	888-45465	Strategic Equities
250					\$9,022	\$9,765	\$733	2.1%		
50	MCDONALD'S CORP(MCD)	12/04/2012	\$86.70	\$88.21	\$4,335	\$4,411	\$75	3.5%	888-45465	Strategic Equities
15	MCKESSON CORP(MCK)	05/25/2012	\$87.76	\$96.96	\$1,316	\$1,454	\$138	0.8%	888-45465	Strategic Equities
20	MCKESSON CORP(MCK)	05/02/2012	\$89.97	\$96.96	\$1,799	\$1,939	\$140	0.8%	888-45465	Strategic Equities
15	MCKESSON CORP(MCK)	03/21/2012	\$86.92	\$96.96	\$1,304	\$1,454	\$151	0.8%	888-45465	Strategic Equities
20	MCKESSON CORP(MCK)	03/06/2012	\$82.38	\$96.96	\$1,648	\$1,939	\$292	0.8%	888-45465	Strategic Equities
70					\$6,067	\$6,787	\$720	0.8%		
95	MEDTRONIC INC(MDT)	12/04/2012	\$41.81	\$41.02	\$3,972	\$3,897	(\$75)	2.5%	888-45465	Strategic Equities
40	MEDTRONIC INC(MDT)	10/09/2012	\$43.32	\$41.02	\$1,733	\$1,641	(\$92)	2.5%	888-45465	Strategic Equities
55	MEDTRONIC INC(MDT)	10/08/2012	\$44.27	\$41.02	\$2,435	\$2,256	(\$179)	2.5%	888-45465	Strategic Equities
190					\$8,139	\$7,794	(\$346)	2.5%		
140	MERCK & CO INC (MRK)	12/04/2012	\$44.53	\$40.94	\$6,234	\$5,732	(\$502)	4.2%	888-45465	Strategic Equities
100	MGM RESORTS INTERNATIONAL(MGM)	10/01/2012	\$10.76	\$11.64	\$1,076	\$1,164	\$88	0.0%	888-45465	Strategic Equities
100	MGM RESORTS INTERNATIONAL(MGM)	05/17/2012	\$10.39	\$11.64	\$1,039	\$1,164	\$125	0.0%	888-45465	Strategic Equities
100	MGM RESORTS INTERNATIONAL(MGM)	04/11/2012	\$13.61	\$11.64	\$1,361	\$1,164	(\$197)	0.0%	888-45465	Strategic Equities
125	MGM RESORTS INTERNATIONAL(MGM)	02/28/2012	\$13.55	\$11.64	\$1,694	\$1,455	(\$239)	0.0%	888-45465	Strategic Equities
275	MGM RESORTS INTERNATIONAL(MGM)	01/06/2012	\$11.11	\$11.64	\$3,054	\$3,201	\$147	0.0%	888-45465	Strategic Equities
700					\$8,223	\$8,148	(\$75)	0.0%		
375	MICRON TECHNOLOGY INC(MU)	10/25/2011	\$5.55	\$6.35	\$2,079	\$2,381	\$302	0.0%	888-45465	Strategic Equities
375	MICRON TECHNOLOGY INC(MU)	10/18/2011	\$5.68	\$6.35	\$2,128	\$2,381	\$253	0.0%	888-45465	Strategic Equities
750					\$4,208	\$4,763	\$555	0.0%		
225	MICROSOFT CORP(MSFT)	12/04/2012	\$26.46	\$26.73	\$5,954	\$6,014	\$61	3.4%	888-45465	Strategic Equities
20	NATIONAL - OILWELL INC(NOV)	04/12/2012	\$80.28	\$68.35	\$1,606	\$1,367	(\$239)	0.8%	888-45465	Strategic Equities
25	NATIONAL - OILWELL INC(NOV)	03/27/2012	\$78.32	\$68.35	\$1,958	\$1,709	(\$249)	0.8%	888-45465	Strategic Equities
30	NATIONAL - OILWELL INC(NOV)	03/15/2012	\$80.01	\$68.35	\$2,400	\$2,051	(\$350)	0.8%	888-45465	Strategic Equities

Equities

Quantity	Holding(Ticker)	Trade Date	Unit Cost	Market Price	Total Cost	Market Value	Unrealized Gain(Loss)	Yield	Account Number	Portfolio
10	NATIONAL - OILWELL INC(NOV)	02/16/2012	\$83.85	\$68.35	\$839	\$684	(\$155)	0.8%	888-45465	Strategic Equities
Total	85				\$6,803	\$6,810	(\$993)	0.8%		
15	NOBLE ENERGY INC(NBL)	12/29/2011	\$95.76	\$101.74	\$1,436	\$1,526	\$90	1.0%	888-45465	Strategic Equities
15	NOBLE ENERGY INC(NBL)	05/13/2011	\$87.63	\$101.74	\$1,314	\$1,526	\$212	1.0%	888-45465	Strategic Equities
15	NOBLE ENERGY INC(NBL)	03/01/2011	\$91.11	\$101.74	\$1,367	\$1,526	\$159	1.0%	888-45465	Strategic Equities
15	NOBLE ENERGY INC(NBL)	01/18/2011	\$85.21	\$101.74	\$1,278	\$1,526	\$248	1.0%	888-45465	Strategic Equities
20	NOBLE ENERGY INC(NBL)	09/16/2010	\$76.38	\$101.74	\$1,527	\$2,035	\$507	1.0%	888-45465	Strategic Equities
Total	80				\$6,923	\$8,139	\$1,216	1.0%		
150	NV ENERGY INC(NVE)	12/04/2012	\$18.41	\$18.14	\$2,761	\$2,721	(\$40)	3.8%	888-45465	Strategic Equities
105	NV ENERGY INC(NVE)	10/05/2011	\$14.21	\$18.14	\$1,492	\$1,905	\$412	3.8%	888-45465	Strategic Equities
170	NV ENERGY INC(NVE)	08/17/2011	\$14.52	\$18.14	\$2,469	\$3,084	\$615	3.8%	888-45465	Strategic Equities
Total	425				\$6,722	\$7,710	\$987	3.8%		
20	PARTNERRE LTD(PRE)	12/04/2012	\$81.53	\$80.49	\$1,631	\$1,610	(\$21)	3.0%	888-45465	Strategic Equities
40	PARTNERRE LTD(PRE)	11/14/2012	\$78.61	\$80.49	\$3,144	\$3,220	\$75	3.0%	888-45465	Strategic Equities
Total	60				\$4,775	\$4,829	\$54	3.0%		
100	PFIZER INC(PFE)	08/10/2011	\$17.65	\$25.08	\$1,765	\$2,508	\$743	3.8%	888-45465	Strategic Equities
100	PFIZER INC(PFE)	07/29/2011	\$19.29	\$25.08	\$1,929	\$2,508	\$579	3.8%	888-45465	Strategic Equities
100	PFIZER INC(PFE)	08/24/2010	\$15.85	\$25.08	\$1,585	\$2,508	\$923	3.8%	888-45465	Strategic Equities
125	PFIZER INC(PFE)	08/23/2010	\$16.09	\$25.08	\$2,011	\$3,135	\$1,124	3.8%	888-45465	Strategic Equities
300	PFIZER INC(PFE)	07/07/2009	\$14.67	\$25.08	\$4,402	\$7,524	\$3,122	3.8%	888-45465	Strategic Equities
100	PFIZER INC(PFE)	06/18/2009	\$14.68	\$25.08	\$1,468	\$2,508	\$1,040	3.8%	888-45465	Strategic Equities
75	PFIZER INC(PFE)	03/17/2009	\$14.12	\$25.08	\$1,059	\$1,881	\$822	3.8%	888-45465	Strategic Equities
Total	900				\$14,218	\$22,671	\$8,353	3.8%		
10	PHILIP MORRIS INTERNATIONAL(PM)	09/20/2012	\$91.81	\$83.64	\$918	\$836	(\$82)	4.1%	888-45465	Strategic Equities
25	PHILIP MORRIS INTERNATIONAL(PM)	09/10/2012	\$88.72	\$83.64	\$2,218	\$2,091	(\$127)	4.1%	888-45465	Strategic Equities
30	PHILIP MORRIS INTERNATIONAL(PM)	08/10/2012	\$91.81	\$83.64	\$2,754	\$2,509	(\$245)	4.1%	888-45465	Strategic Equities
15	PHILIP MORRIS INTERNATIONAL(PM)	08/03/2012	\$91.34	\$83.64	\$1,370	\$1,255	(\$115)	4.1%	888-45465	Strategic Equities
40	PHILIP MORRIS INTERNATIONAL(PM)	07/25/2012	\$87.19	\$83.64	\$3,488	\$3,346	(\$142)	4.1%	888-45465	Strategic Equities
40	PHILIP MORRIS INTERNATIONAL(PM)	07/05/2012	\$89.02	\$83.64	\$3,561	\$3,346	(\$215)	4.1%	888-45465	Strategic Equities
Total	160				\$14,309	\$13,382	(\$926)	4.1%		
5	PRECISION CASTPARTS CORP(PCP)	09/24/2012	\$160.73	\$189.42	\$804	\$947	\$143	0.1%	888-45465	Strategic Equities
15	PRECISION CASTPARTS CORP(PCP)	09/20/2012	\$160.97	\$189.42	\$2,415	\$2,841	\$427	0.1%	888-45465	Strategic Equities
15	PRECISION CASTPARTS CORP(PCP)	02/02/2012	\$166.48	\$189.42	\$2,497	\$2,841	\$344	0.1%	888-45465	Strategic Equities

Equities

Quantity	Holding(Ticker)	Trade Date	Unit Cost	Market Price	Total Cost	Market Value	Unrealized Gain(Loss)	Yield	Account Number	Portfolio
15	PRECISION CASTPARTS CORP(PCP)	10/31/2011	\$163.93	\$189.42	\$2,459	\$2,841	\$382	0.1%	888-45465	Strategic Equities
5	PRECISION CASTPARTS CORP(PCP)	08/04/2011	\$151.85	\$189.42	\$759	\$947	\$188	0.1%	888-45465	Strategic Equities
55					\$8,934	\$10,418	\$1,485	0.1%		
35	PROCTER & GAMBLE CO(PG)	12/04/2012	\$69.41	\$67.89	\$2,429	\$2,376	(\$53)	3.3%	888-45465	Strategic Equities
140	PULTE GROUP INC(PHM)	09/10/2012	\$14.62	\$18.16	\$2,046	\$2,542	\$496	0.0%	888-45465	Strategic Equities
160	PULTE GROUP INC(PHM)	08/20/2012	\$13.00	\$18.16	\$2,079	\$2,906	\$826	0.0%	888-45465	Strategic Equities
300					\$4,126	\$5,448	\$1,322	0.0%		
105	REYNOLDS AMERICAN INC(RAI)	12/04/2012	\$43.94	\$41.43	\$4,613	\$4,350	(\$263)	5.7%	888-45465	Strategic Equities
25	SCHLUMBERGER LTD(SLB)	02/02/2012	\$76.79	\$69.30	\$1,920	\$1,732	(\$187)	1.6%	888-45465	Strategic Equities
15	SCHLUMBERGER LTD(SLB)	08/04/2011	\$83.15	\$69.30	\$1,247	\$1,039	(\$208)	1.6%	888-45465	Strategic Equities
25	SCHLUMBERGER LTD(SLB)	04/12/2010	\$66.49	\$69.30	\$1,662	\$1,732	\$70	1.6%	888-45465	Strategic Equities
25	SCHLUMBERGER LTD(SLB)	03/24/2010	\$62.64	\$69.30	\$1,566	\$1,732	\$166	1.6%	888-45465	Strategic Equities
70	SCHLUMBERGER LTD(SLB)	03/04/2009	\$37.40	\$69.30	\$2,618	\$4,851	\$2,233	1.6%	888-45465	Strategic Equities
160					\$9,013	\$11,088	\$2,075	1.6%		
65	SHERWIN-WILLIAMS CO(THE(SHW)	12/04/2012	\$152.08	\$153.82	\$9,885	\$9,998	\$113	1.0%	888-45465	Strategic Equities
40	STARBUCKS CORP(SBUX)	11/19/2012	\$49.74	\$53.62	\$1,990	\$2,145	\$155	1.6%	888-45465	Strategic Equities
30	STARBUCKS CORP(SBUX)	11/06/2012	\$52.05	\$53.62	\$1,562	\$1,609	\$47	1.6%	888-45465	Strategic Equities
50	STARBUCKS CORP(SBUX)	05/17/2011	\$35.10	\$53.62	\$1,755	\$2,681	\$926	1.6%	888-45465	Strategic Equities
50	STARBUCKS CORP(SBUX)	11/30/2010	\$30.79	\$53.62	\$1,539	\$2,681	\$1,142	1.6%	888-45465	Strategic Equities
170					\$6,846	\$9,115	\$2,270	1.6%		
50	THE WALT DISNEY CO (DIS)	02/10/2012	\$41.37	\$49.79	\$2,068	\$2,490	\$421	1.5%	888-45465	Strategic Equities
50	THE WALT DISNEY CO (DIS)	11/15/2011	\$36.30	\$49.79	\$1,815	\$2,490	\$675	1.5%	888-45465	Strategic Equities
75	THE WALT DISNEY CO (DIS)	08/11/2011	\$32.26	\$49.79	\$2,420	\$3,734	\$1,315	1.5%	888-45465	Strategic Equities
15	THE WALT DISNEY CO (DIS)	05/27/2011	\$41.56	\$49.79	\$623	\$747	\$123	1.5%	888-45465	Strategic Equities
190					\$6,926	\$9,460	\$2,534	1.5%		
50	TIBCO SOFTWARE INC(TIBX)	05/30/2012	\$27.55	\$22.01	\$1,378	\$1,101	(\$277)	0.0%	888-45465	Strategic Equities
55	TIBCO SOFTWARE INC(TIBX)	05/16/2012	\$29.21	\$22.01	\$1,607	\$1,211	(\$396)	0.0%	888-45465	Strategic Equities
50	TIBCO SOFTWARE INC(TIBX)	04/05/2012	\$32.42	\$22.01	\$1,621	\$1,101	(\$520)	0.0%	888-45465	Strategic Equities
70	TIBCO SOFTWARE INC(TIBX)	03/14/2012	\$29.88	\$22.01	\$2,091	\$1,541	(\$551)	0.0%	888-45465	Strategic Equities
225					\$6,696	\$4,952	(\$1,744)	0.0%		
20	TIME WARNER CABLE(TWC)	09/06/2011	\$62.73	\$97.19	\$1,254	\$1,944	\$689	0.0%	888-45465	Strategic Equities
50	TIME WARNER CABLE(TWC)	07/07/2009	\$30.50	\$97.19	\$1,525	\$4,860	\$3,335	0.0%	888-45465	Strategic Equities
70					\$2,779	\$6,803	\$4,024	0.0%		

Equities

Quantity	Holding(Ticker)	Trade Date	Unit Cost	Market Price	Total Cost	Market Value	Unrealized Gain(Loss)	Yield	Account Number	Portfolio
155	TIME WARNER INC(TWX)	12/04/2012	\$46.72	\$47.83	\$7,242	\$7,414	\$172	2.2%	888-45465	Strategic Equities
60	TJX COMPANIES INC(TJX)	10/01/2012	\$45.36	\$42.45	\$2,722	\$2,547	(\$175)	1.1%	888-45465	Strategic Equities
50	TJX COMPANIES INC(TJX)	09/14/2012	\$46.37	\$42.45	\$2,319	\$2,123	(\$196)	1.1%	888-45465	Strategic Equities
90	TJX COMPANIES INC(TJX)	09/06/2012	\$46.27	\$42.45	\$4,164	\$3,821	(\$343)	1.1%	888-45465	Strategic Equities
200					\$9,204	\$8,490	(\$714)	1.1%		
125	TYSON FOODS INC-CL A(TSN)	11/12/2012	\$16.87	\$19.40	\$2,109	\$2,425	\$316	1.0%	888-45465	Strategic Equities
125	TYSON FOODS INC-CL A(TSN)	06/23/2011	\$18.55	\$19.40	\$2,319	\$2,425	\$106	1.0%	888-45465	Strategic Equities
250					\$4,427	\$4,850	\$423	1.0%		
20	ULTA SALON COSMETICS & FRAGRAN(ULTA)	12/14/2012	\$94.73	\$98.26	\$1,895	\$1,965	\$71	1.0%	888-45465	Strategic Equities
9	ULTA SALON COSMETICS & FRAGRAN(ULTA)	11/19/2012	\$89.35	\$98.26	\$804	\$884	\$80	1.0%	888-45465	Strategic Equities
21	ULTA SALON COSMETICS & FRAGRAN(ULTA)	11/15/2012	\$87.08	\$98.26	\$1,829	\$2,063	\$235	1.0%	888-45465	Strategic Equities
50					\$4,527	\$4,913	\$386	1.0%		
80	UNION PACIFIC CORP(UNP)	12/04/2012	\$122.33	\$125.72	\$9,786	\$10,058	\$271	2.2%	888-45465	Strategic Equities
40	UNITED TECHNOLOGIES CORP(UTX)	12/04/2012	\$80.47	\$82.01	\$3,219	\$3,280	\$61	2.6%	888-45465	Strategic Equities
25	UNITEDHEALTH GROUP INC(UNH)	08/16/2012	\$53.40	\$54.24	\$1,335	\$1,356	\$21	1.6%	888-45465	Strategic Equities
35	UNITEDHEALTH GROUP INC(UNH)	08/10/2012	\$51.87	\$54.24	\$1,816	\$1,898	\$83	1.6%	888-45465	Strategic Equities
25	UNITEDHEALTH GROUP INC(UNH)	07/06/2012	\$55.35	\$54.24	\$1,384	\$1,356	(\$28)	1.6%	888-45465	Strategic Equities
25	UNITEDHEALTH GROUP INC(UNH)	07/02/2012	\$56.44	\$54.24	\$1,411	\$1,356	(\$55)	1.6%	888-45465	Strategic Equities
42	UNITEDHEALTH GROUP INC(UNH)	05/15/2012	\$55.46	\$54.24	\$2,329	\$2,278	(\$51)	1.6%	888-45465	Strategic Equities
31	UNITEDHEALTH GROUP INC(UNH)	04/12/2012	\$58.38	\$54.24	\$1,810	\$1,681	(\$128)	1.6%	888-45465	Strategic Equities
7	UNITEDHEALTH GROUP INC(UNH)	08/11/2011	\$42.81	\$54.24	\$300	\$380	\$80	1.6%	888-45465	Strategic Equities
190					\$10,384	\$10,306	(\$78)	1.6%		
60	US BANCORP(USB)	10/18/2012	\$34.28	\$31.94	\$2,057	\$1,916	(\$140)	2.4%	888-45465	Strategic Equities
65	US BANCORP(USB)	10/15/2012	\$33.67	\$31.94	\$2,188	\$2,076	(\$112)	2.4%	888-45465	Strategic Equities
65	US BANCORP(USB)	10/10/2012	\$34.57	\$31.94	\$2,247	\$2,076	(\$171)	2.4%	888-45465	Strategic Equities
190					\$6,492	\$6,069	(\$423)	2.4%		
125	VERIZON COMMUNICATIONS INC(VZ)	12/04/2012	\$43.83	\$43.27	\$5,479	\$5,409	(\$70)	4.8%	888-45465	Strategic Equities
25	VERTEX PHARMACEUTICALS INC(VRTX)	11/09/2012	\$45.36	\$41.94	\$1,134	\$1,049	(\$85)	0.0%	888-45465	Strategic Equities
25	VERTEX PHARMACEUTICALS INC(VRTX)	07/06/2012	\$54.94	\$41.94	\$1,374	\$1,049	(\$325)	0.0%	888-45465	Strategic Equities
20	VERTEX PHARMACEUTICALS INC(VRTX)	02/01/2012	\$37.09	\$41.94	\$742	\$839	\$97	0.0%	888-45465	Strategic Equities
70					\$3,249	\$2,936	(\$313)	0.0%		
25	VIACOM INC-CLASS B(VIAB)	07/08/2011	\$52.07	\$52.74	\$1,302	\$1,319	\$17	2.1%	888-45465	Strategic Equities
30	VIACOM INC-CLASS B(VIAB)	07/07/2011	\$52.34	\$52.74	\$1,570	\$1,582	\$12	2.1%	888-45465	Strategic Equities

Equities

Quantity	Holding(Ticker)	Trade Date	Unit Cost	Market Price	Total Cost	Market Value	Unrealized Gain(Loss)	Yield	Account Number	Portfolio
45	VIACOM INC-CLASS B(VIAB)	06/01/2011	\$50.82	\$52.74	\$2,287	\$2,373	\$86	2.1%	888-45465	Strategic Equities
50	VIACOM INC-CLASS B(VIAB)	12/01/2010	\$38.68	\$52.74	\$1,934	\$2,637	\$703	2.1%	888-45465	Strategic Equities
150					\$7,092	\$7,911	\$819	2.1%		
20	VISA INC - CLASS A SHRS(V)	12/04/2012	\$148.17	\$151.58	\$2,963	\$3,032	\$68	0.9%	888-45465	Strategic Equities
10	VISA INC - CLASS A SHRS(V)	09/28/2012	\$134.13	\$151.58	\$1,341	\$1,516	\$175	0.9%	888-45465	Strategic Equities
10	VISA INC - CLASS A SHRS(V)	04/16/2012	\$121.22	\$151.58	\$1,212	\$1,516	\$304	0.9%	888-45465	Strategic Equities
30	VISA INC - CLASS A SHRS(V)	08/04/2011	\$85.68	\$151.58	\$2,570	\$4,547	\$1,977	0.9%	888-45465	Strategic Equities
70					\$8,087	\$10,611	\$2,524	0.9%		
75	WALGREEN CO(WAG)	12/04/2012	\$34.19	\$37.01	\$2,564	\$2,776	\$212	3.0%	888-45465	Strategic Equities
105	WAL-MART STORES INC(WMT)	12/04/2012	\$72.39	\$68.23	\$7,601	\$7,164	(\$437)	2.3%	888-45465	Strategic Equities
25	WELLPOINT INC(WLP)	07/26/2012	\$52.92	\$60.92	\$1,323	\$1,523	\$200	1.9%	888-45465	Strategic Equities
75	WELLPOINT INC(WLP)	07/25/2012	\$53.75	\$60.92	\$4,031	\$4,569	\$538	1.9%	888-45465	Strategic Equities
20	WELLPOINT INC(WLP)	02/08/2012	\$65.19	\$60.92	\$1,304	\$1,218	(\$85)	1.9%	888-45465	Strategic Equities
30	WELLPOINT INC(WLP)	08/30/2011	\$62.56	\$60.92	\$1,877	\$1,828	(\$49)	1.9%	888-45465	Strategic Equities
20	WELLPOINT INC(WLP)	05/26/2011	\$76.08	\$60.92	\$1,522	\$1,218	(\$303)	1.9%	888-45465	Strategic Equities
30	WELLPOINT INC(WLP)	05/02/2011	\$77.47	\$60.92	\$2,324	\$1,828	(\$496)	1.9%	888-45465	Strategic Equities
25	WELLPOINT INC(WLP)	04/25/2011	\$72.13	\$60.92	\$1,803	\$1,523	(\$280)	1.9%	888-45465	Strategic Equities
225					\$14,184	\$13,707	(\$477)	1.9%		
100	WELLS FARGO & COMPANY(WFC)	06/25/2012	\$32.14	\$34.18	\$3,214	\$3,418	\$204	2.6%	888-45465	Strategic Equities
50	WELLS FARGO & COMPANY(WFC)	05/21/2012	\$31.27	\$34.18	\$1,564	\$1,709	\$145	2.6%	888-45465	Strategic Equities
50	WELLS FARGO & COMPANY(WFC)	03/23/2012	\$33.52	\$34.18	\$1,676	\$1,709	\$33	2.6%	888-45465	Strategic Equities
120	WELLS FARGO & COMPANY(WFC)	03/21/2012	\$34.23	\$34.18	\$4,108	\$4,102	(\$6)	2.6%	888-45465	Strategic Equities
65	WELLS FARGO & COMPANY(WFC)	03/20/2012	\$34.11	\$34.18	\$2,217	\$2,222	\$5	2.6%	888-45465	Strategic Equities
50	WELLS FARGO & COMPANY(WFC)	03/15/2012	\$33.78	\$34.18	\$1,689	\$1,709	\$20	2.6%	888-45465	Strategic Equities
35	WELLS FARGO & COMPANY(WFC)	02/28/2012	\$31.36	\$34.18	\$1,098	\$1,196	\$99	2.6%	888-45465	Strategic Equities
15	WELLS FARGO & COMPANY(WFC)	06/24/2010	\$26.55	\$34.18	\$398	\$513	\$114	2.6%	888-45465	Strategic Equities
15	WELLS FARGO & COMPANY(WFC)	05/04/2010	\$33.25	\$34.18	\$499	\$513	\$14	2.6%	888-45465	Strategic Equities
500					\$16,463	\$17,090	\$627	2.6%		
TOTAL Equities					\$1,134,535	\$1,222,788	\$88,253	1.8%		
						\$923 AI				

Dynamic Asset Allocation Overlay

Quantity	Holding(Ticker)	Trade Date	Unit Cost	Market Price	Total Cost	Market Value	Unrealized Gain(Loss)	Yield	Account Number	Portfolio
353 715	OVERLAY A PORTFOLIO CLASS 1(SAOOX)	12/11/2012	\$10 38	\$10 49	\$3,672	\$3,710	\$39	0 7%	888-45465	Dynamic Asset Allocation Overlay
24 753	OVERLAY A PORTFOLIO CLASS 1(SAOOX)	11/08/2012	\$10 05	\$10 49	\$249	\$260	\$11	0 7%	888-45465	Dynamic Asset Allocation Overlay
11 078	OVERLAY A PORTFOLIO CLASS 1(SAOOX)	08/13/2012	\$10 23	\$10 49	\$113	\$116	\$3	0 7%	888-45465	Dynamic Asset Allocation Overlay
13 148	OVERLAY A PORTFOLIO CLASS 1(SAOOX)	01/23/2012	\$10 37	\$10 49	\$136	\$138	\$2	0 7%	888-45465	Dynamic Asset Allocation Overlay
4,307 693	OVERLAY A PORTFOLIO CLASS 1(SAOOX)	12/13/2011	\$10 03	\$10 49	\$43,206	\$45,188	\$1,982	0 7%	888-45465	Dynamic Asset Allocation Overlay
926 201	OVERLAY A PORTFOLIO CLASS 1(SAOOX)	12/17/2010	\$11 24	\$10 49	\$10,411	\$9,716	(\$695)	0 7%	888-45465	Dynamic Asset Allocation Overlay
1,260 485	OVERLAY A PORTFOLIO CLASS 1(SAOOX)	09/23/2010	\$10 73	\$10 49	\$13,525	\$13,222	(\$303)	0 7%	888-45465	Dynamic Asset Allocation Overlay
41,766 679	OVERLAY A PORTFOLIO CLASS 1(SAOOX)	09/22/2010	\$10 80	\$10 49	\$451,080	\$438,132	(\$12,948)	0 7%	888-45465	Dynamic Asset Allocation Overlay
Total 48,663,762					\$522,392	\$510,483	(\$11,909)	0 7%		
930 486	OVERLAY B PORTFOLIO CLASS 1(SBOOX)	12/11/2012	\$10 71	\$10 75	\$9,966	\$10,003	\$37	1 3%	888-45465	Dynamic Asset Allocation Overlay
28 834	OVERLAY B PORTFOLIO CLASS 1(SBOOX)	04/23/2012	\$10 85	\$10 75	\$313	\$310	(\$3)	1 3%	888-45465	Dynamic Asset Allocation Overlay
8 282	OVERLAY B PORTFOLIO CLASS 1(SBOOX)	01/23/2012	\$10 74	\$10 75	\$89	\$89	\$0	1 3%	888-45465	Dynamic Asset Allocation Overlay
957 197	OVERLAY B PORTFOLIO CLASS 1(SBOOX)	12/13/2011	\$10 58	\$10 75	\$10,127	\$10,290	\$163	1 3%	888-45465	Dynamic Asset Allocation Overlay
7 881	OVERLAY B PORTFOLIO CLASS 1(SBOOX)	10/19/2011	\$10 83	\$10 75	\$85	\$85	(\$1)	1 3%	888-45465	Dynamic Asset Allocation Overlay
28 507	OVERLAY B PORTFOLIO CLASS 1(SBOOX)	04/26/2011	\$10 90	\$10 75	\$311	\$306	(\$4)	1 3%	888-45465	Dynamic Asset Allocation Overlay
26 912	OVERLAY B PORTFOLIO CLASS 1(SBOOX)	01/31/2011	\$10 65	\$10 75	\$287	\$289	\$3	1 3%	888-45465	Dynamic Asset Allocation Overlay
1,140 277	OVERLAY B PORTFOLIO CLASS 1(SBOOX)	12/17/2010	\$10 52	\$10 75	\$11,996	\$12,258	\$262	1 3%	888-45465	Dynamic Asset Allocation Overlay
27 12	OVERLAY B PORTFOLIO CLASS 1(SBOOX)	10/26/2010	\$10 96	\$10 75	\$297	\$292	(\$6)	1 3%	888-45465	Dynamic Asset Allocation Overlay
28,820 166	OVERLAY B PORTFOLIO CLASS 1(SBOOX)	09/22/2010	\$10 77	\$10 75	\$310,393	\$309,817	(\$576)	1 3%	888-45465	Dynamic Asset Allocation Overlay
Total 31,975,662					\$343,863	\$343,738	(\$125)	1 3%		
TOTAL Dynamic Asset Allocation Overlay					\$866,255	\$854,221	(\$12,034)	0 9%		

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	AMOUNT
BERNSTEIN	18.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	18.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
BERNSTEIN	61,068.	0.	61,068.
BERNSTEIN	5,780.	5,780.	0.
TOTAL TO FM 990-PF, PART I, LN 4	66,848.	5,780.	61,068.

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
LAKE COMMUNITY BANK	58.	58.	
TOTAL TO FORM 990-PF, PART I, LINE 11	58.	58.	

FORM 990-PF ACCOUNTING FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TAX PREPARATION FEES	2,250.	563.		1,687.
TO FORM 990-PF, PG 1, LN 16B	2,250.	563.		1,687.

FORM 990-PF	OTHER PROFESSIONAL FEES	STATEMENT	5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT FEES	8,552.	8,552.		0.
TO FORM 990-PF, PG 1, LN 16C	8,552.	8,552.		0.

FORM 990-PF	TAXES	STATEMENT	6
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES	756.	756.		0.
ESTIMATES PAID 2012	2,091.	0.		0.
PY BALANCE DUE	131.	0.		0.
TO FORM 990-PF, PG 1, LN 18	2,978.	756.		0.

FORM 990-PF	OTHER EXPENSES	STATEMENT	7
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MN FILING FEE	25.	0.		25.
BANK FEE	15.	15.		0.
IRS INTEREST & PENALTIES	3.	0.		0.
TO FORM 990-PF, PG 1, LN 23	43.	15.		25.

FORM 990-PF	CORPORATE STOCK	STATEMENT	8
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
BERNSTEIN- SEE ATTACHED SCHEDULE	2,692,558.	2,867,317.
TOTAL TO FORM 990-PF, PART II, LINE 10B	2,692,558.	2,867,317.

FORM 990-PF	PART XV - LINE 1A LIST OF FOUNDATION MANAGERS	STATEMENT	9
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NAME OF MANAGER

KAREN L. BLANK
JOHN P. BLANK

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	AMOUNT
BERNSTEIN	18.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	18.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
BERNSTEIN	61,068.	0.	61,068.
BERNSTEIN	5,780.	5,780.	0.
TOTAL TO FM 990-PF, PART I, LN 4	66,848.	5,780.	61,068.

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
LAKE COMMUNITY BANK	58.	58.	
TOTAL TO FORM 990-PF, PART I, LINE 11	58.	58.	

FORM 990-PF ACCOUNTING FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TAX PREPARATION FEES	2,250.	563.		1,687.
TO FORM 990-PF, PG 1, LN 16B	2,250.	563.		1,687.

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
INVESTMENT FEES	8,552.	8,552.		0.	
TO FORM 990-PF, PG 1, LN 16C	8,552.	8,552.		0.	

FORM 990-PF	TAXES			STATEMENT	6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
FOREIGN TAXES	756.	756.		0.	
ESTIMATES PAID 2012	2,091.	0.		0.	
PY BALANCE DUE	131.	0.		0.	
TO FORM 990-PF, PG 1, LN 18	2,978.	756.		0.	

FORM 990-PF	OTHER EXPENSES			STATEMENT	7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
MN FILING FEE	25.	0.		25.	
BANK FEE	15.	15.		0.	
IRS INTEREST & PENALTIES	3.	0.		0.	
TO FORM 990-PF, PG 1, LN 23	43.	15.		25.	

FORM 990-PF	CORPORATE STOCK	STATEMENT	8
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
BERNSTEIN- SEE ATTACHED SCHEDULE	2,692,558.	2,867,317.
TOTAL TO FORM 990-PF, PART II, LINE 10B	2,692,558.	2,867,317.

FORM 990-PF	PART XV - LINE 1A LIST OF FOUNDATION MANAGERS	STATEMENT	9
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NAME OF MANAGER

KAREN L. BLANK
JOHN P. BLANK