Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No. 1545-0052

2012

Open to Public Inspection

For calendar year 2012 or tax year beginning , and ending

Name of foundation: BOY SCOUTS AK, RASMUSON ENDOWMENT

A Employer identification number: 92-6031574

Number and street (or P.O. box number if mail is not delivered to street address): Wells Fargo Bank, N.A. Tax Trust Dept - 1 W 4th St 4th Flor, MAC d4000-041

Room/suite:

B Telephone number (see instructions): (888) 730-4933

City or town, state, and ZIP code: Winston Salem NC 27101-3818

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)* ▶ $ 9,881,370

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

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

Part I Analysis of Revenue and Expenses *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions).)*

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check ▶ ☒ if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	250,911	229,066		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	243,911			
	b Gross sales price for all assets on line 6a 5,035,337				
	7 Capital gain net income (from Part IV, line 2)		243,911		
	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) (attach schedule)				
	11 Other income (attach schedule)	-2,193	-2,193		
	12 **Total.** Add lines 1 through 11	492,629	470,784	0	
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	76,746	57,560		19,186
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	1,162			1,162
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	14,429	4,124		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	9,037	9,337		
	24 **Total operating and administrative expenses.** Add lines 13 through 23	101,374	71,021	0	20,348
	25 Contributions, gifts, grants paid	445,872			445,872
	26 **Total expenses and disbursements.** Add lines 24 and 25	547,246	71,021	0	466,220
	27 Subtract line 26 from line 12:				
	a **Excess of revenue over expenses and disbursements**	-54,617			
	b **Net investment income** (if negative, enter -0-)		399,763		
	c **Adjusted net income** (if negative, enter -0-)			0	

For Paperwork Reduction Act Notice, see instructions.

HTA

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

		Beginning of year (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets	1 Cash—non-interest-bearing	299	5,492	5,492
	2 Savings and temporary cash investments	539,133	335,469	335,469
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach schedule) ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10 a Investments—U.S. and state government obligations (attach schedule)			
	b Investments—corporate stock (attach schedule)			
	c Investments—corporate bonds (attach schedule)			
	11 Investments—land, buildings, and equipment: basis ▶			
	Less: accumulated depreciation (attach schedule) ▶			
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)	9,058,708	9,247,411	9,540,414
	14 Land, buildings, and equipment: basis ▶			
	Less: accumulated depreciation (attach schedule) ▶			
	15 Other assets (describe ▶)			
	16 Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I)	9,598,140	9,588,372	9,881,375
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)	0	0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	9,598,140	9,588,372	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 Total net assets or fund balances (see instructions)	9,598,140	9,588,372	
	31 Total liabilities and net assets/fund balances (see instructions)	9,598,140	9,588,372	

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	9,598,140
2	Enter amount from Part I, line 27a	2	-54,617
3	Other increases not included in line 2 (itemize) ▶ See Attached Statement	3	77,478
4	Add lines 1, 2, and 3	4	9,621,001
5	Decreases not included in line 2 (itemize) ▶ See Attached Statement	5	32,629
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	9,588,372

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	See Attached Statement			
b	See Attached Statement			
c	See Attached Statement			
d	See Attached Statement			
e	See Attached Statement			

	(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				0
b				0
c				0
d				0
e				0

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				0
b				0
c				0
d				0
e				0

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	243,911
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8	3	0

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2011	502,993	9,951,454	0.050545
2010	491,826	9,603,073	0.051215
2009	445,998	8,809,975	0.050624
2008	533,843	10,785,540	0.049496
2007			0.000000

2 Total of line 1, column (d)	2	0.201880
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.050470
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	9,934,708
5 Multiply line 4 by line 3	5	501,405
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	3,998
7 Add lines 5 and 6	7	505,403
8 Enter qualifying distributions from Part XII, line 4	8	466,220

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

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

1 a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter: ________ (attach copy of letter if necessary—see 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	7,995
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	7,995
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	7,995
6	Credits/Payments:		
a	2012 estimated tax payments and 2011 overpayment credited to 2012 — 6a: 5,711		
b	Exempt foreign organizations—tax withheld at source — 6b		
c	Tax paid with application for extension of time to file (Form 8868) — 6c: 9,000		
d	Backup withholding erroneously withheld — 6d		
7	Total credits and payments. Add lines 6a through 6d Includes amount refunded on original return $6,715	7	7,996
8	Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed ▶	9	0
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid ▶	10	1
11	Enter the amount of line 10 to be: Credited to 2013 estimated tax ▶ 1 Refunded ▶	11	0

Part VII-A Statements Regarding Activities

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

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

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

Website address ▶ N/A

14 The books are in care of ▶ WELLS FARGO BANK N.A Telephone no. ▶ 888-730-4933
Located at ▶ 101N Indepndence Mall E MACY1372-062 Philadelphia PA ZIP+4 ▶ 19106-2112

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 N/A

			Yes	No
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ▶			

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

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

			Yes	No
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)?	1b		X
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?	1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):			
a	At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? ☐ Yes ☒ No If "Yes," list the years ▶ 20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions.)	2b	N/A	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ▶ 20____, 20____, 20____, 20____			
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.)*	3b	N/A	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?	4b		X

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

			Yes	No
5a	During the year did the foundation pay or incur any amount to:			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No			
	(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No			
	(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No			
	(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☐ Yes ☒ No			
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No			
b	If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?	5b	N/A	
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A ☐ Yes ☐ No			
	If "Yes," attach the statement required by Regulations section 53.4945–5(d).			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	6b		X
	If "Yes" to 6b, file Form 8870.			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No			
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	7b	N/A	

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Wells Fargo Bank, N.A. 101N Indepndence Mall E MACY1372-062 Phil	Trustee 4.00	76,746		

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

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

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

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

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

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

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 NONE	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 NONE	
2	
All other program-related investments. See instructions. 3 NONE	
Total. Add lines 1 through 3 ▶	0

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:			
a	Average monthly fair market value of securities		1a	9,829,138
b	Average of monthly cash balances		1b	256,860
c	Fair market value of all other assets (see instructions)		1c	
d	Total (add lines 1a, b, and c)		1d	10,085,998
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e		
2	Acquisition indebtedness applicable to line 1 assets		2	
3	Subtract line 2 from line 1d		3	10,085,998
4	Cash deemed held for charitable activities. Enter 1 ½ % of line 3 (for greater amount, see instructions)		4	151,290
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4		5	9,934,708
6	Minimum investment return. Enter 5% of line 5		6	496,735

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	496,735
2a	Tax on investment income for 2012 from Part VI, line 5	2a 7,995		
b	Income tax for 2012. (This does not include the tax from Part VI.)	2b		
c	Add lines 2a and 2b		2c	7,995
3	Distributable amount before adjustments. Subtract line 2c from line 1		3	488,740
4	Recoveries of amounts treated as qualifying distributions		4	
5	Add lines 3 and 4		5	488,740
6	Deduction from distributable amount (see instructions)		6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1		7	488,740

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	466,220
b	Program-related investments—total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	466,220
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	466,220

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					488,740
2	Undistributed income, if any, as of the end of 2012:					
a	Enter amount for 2011 only				0	
b	Total for prior years: 20____, 20____, 20____					
3	Excess distributions carryover, if any, to 2012:					
a	From 2007					
b	From 2008					
c	From 2009	7,076				
d	From 2010	13,906				
e	From 2011	11,131				
f	Total of lines 3a through e		32,113			
4	Qualifying distributions for 2012 from Part XII, line 4: ▶ $ 466,220					
a	Applied to 2011, but not more than line 2a					
b	Applied to undistributed income of prior years (Election required—see instructions)					
c	Treated as distributions out of corpus (Election required—see instructions)					
d	Applied to 2012 distributable amount					466,220
e	Remaining amount distributed out of corpus					
5	Excess distributions carryover applied to 2012 (*If an amount appears in column (d), the same amount must be shown in column (a).*)		22,520			22,520
6	Enter the net total of each column as indicated below:					
a	Corpus. Add lines 3f, 4c, and 4e. Subtract line 5		9,593			
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					
d	Subtract line 6c from line 6b. Taxable amount—see instructions					
e	Undistributed income for 2011. Subtract line 4a from line 2a. Taxable amount—see instructions				0	
f	Undistributed income for 2012. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013					0
7	Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)					
8	Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)					
9	Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a		9,593			
10	Analysis of line 9:					
a	Excess from 2008					
b	Excess from 2009					
c	Excess from 2010					
d	Excess from 2011	9,593				
e	Excess from 2012					

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

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

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

	Tax year (a) 2012	Prior 3 years (b) 2011	(c) 2010	(d) 2009	(e) Total
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					0
b 85% of line 2a					0
c Qualifying distributions from Part XII, line 4 for each year listed					0
d Amounts included in line 2c not used directly for active conduct of exempt activities					0
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					0
3 Complete 3a, b, or c for the alternative test relied upon: a "Assets" alternative test—enter: (1) Value of all assets					0
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					0
b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					0
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)					0
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					0
(3) Largest amount of support from an exempt organization					0
(4) Gross investment income					0

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

1 **Information Regarding Foundation Managers:**

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

NONE

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

NONE

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

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

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

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
See Attached Statement				
Total . . . . . . ▶ 3a				445,872
b *Approved for future payment*				
NONE				
Total . . . . . . ▶ 3b				0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income (See instructions.)
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	250,911	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	243,911	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue: a Other Partnership Revenue			01	-2,193	
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0		492,629	0

13 Total. Add line 12, columns (b), (d), and (e) . . . 13 492,629

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

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes). (See instructions.)
	Not Applicable

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

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

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

(a) Line no.	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
		Not Applicable	

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

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.

John N Schultz SVP Wells Fargo Bank N.A. | 1/20/2014 | SVP Wells Fargo Bank N.A.

Signature of officer or trustee | Date | Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☒ if self-employed	PTIN
JOSEPH J. CASTRIANO		1/20/2014		P01251603
Firm's name ▶ PricewaterhouseCoopers, LLP			Firm's EIN ▶ 13-4008324	
Firm's address ▶ 600 GRANT STREET, PITTSBURGH, PA 15219-2777			Phone no. 412-355-6000	

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name BOY SCOUTS OF AMERICA - GREAT ALASKA COUNSIL				
Street 3117 PATTERSON ST				
City ANCHORAGE	**State** AK	**Zip Code** 99504	**Foreign Country**	
Relationship NONE	**Foundation Status** 501 (C)(3) PUBLIC CHARITY			
Purpose of grant/contribution GENERAL SUPPORT GRANT				**Amount** 288,628

Name BOY SCOUTS OF AMERICA - MIDNIGHT SUN COUNSIL				
Street 1400 GILLAM WAY				
City FAIRBANKS	**State** AK	**Zip Code** 99701	**Foreign Country**	
Relationship NONE	**Foundation Status** 501 (C)(3) PUBLIC CHARITY			
Purpose of grant/contribution GENERAL SUPPORT GRANT				**Amount** 157,244

Name				
Street				
City	**State**	**Zip Code**	**Foreign Country**	
Relationship	**Foundation Status**			
Purpose of grant/contribution				**Amount**

Name				
Street				
City	**State**	**Zip Code**	**Foreign Country**	
Relationship	**Foundation Status**			
Purpose of grant/contribution				**Amount**

Name				
Street				
City	**State**	**Zip Code**	**Foreign Country**	
Relationship	**Foundation Status**			
Purpose of grant/contribution				**Amount**

Name				
Street				
City	**State**	**Zip Code**	**Foreign Country**	
Relationship	**Foundation Status**			
Purpose of grant/contribution				**Amount**

Part I, Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

	Amount
Long Term CG Distributions	59,610
Short Term CG Distributions	0

Totals:	Gross Sales	Cost, Other Basis and Expenses	Net Gain or Loss
Capital Gains/Losses	5,035,337	4,791,426	243,911
Other sales	0	0	0

	Check "X" to include in Part IV	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss
1	X	AFLAC INC	001055102			11/11/2009		2/8/2012	6,361	5,780				0	581
2	X	AFLAC INC	001055102			3/30/2010		2/8/2012	17,258	18,865				0	-1,607
3	X	AFLAC INC	001055102			10/11/2011		2/8/2012	3,156	2,443				0	713
4	X	AFLAC INC	001055102			10/11/2011		2/8/2012	2,712	2,099				0	613
5	X	AT & T INC	00206R102			3/1/2012		10/15/2012	14,893	12,935				0	1,958
6	X	AT&T INC 4.950% 1/15/	00206RAF9			1/30/2008		3/5/2012	134,722	132,568				0	2,154
7	X	ABBOTT LABS	002824100			7/13/2004		2/8/2012	19,488	14,091				0	5,397
8	X	ABBOTT LABS	002824100			5/6/2009		2/8/2012	11,136	8,590				0	2,546
9	X	ABBOTT LABS	002824100			3/28/2011		2/8/2012	8,352	7,231				0	1,121
10	X	ABBOTT LABS	002824100			4/12/2011		2/8/2012	18,040	16,530				0	1,510
11	X	ABBOTT LABS	002824100			10/11/2011		2/8/2012	8,240	7,785				0	455
12	X	ABBOTT LABS	002824100			3/1/2012		7/25/2012	15,189	13,597				0	1,592
13	X	ABBOTT LABS	002824100			3/1/2012		8/13/2012	14,081	12,226				0	1,855
14	X	ABBOTT LABS	002824100			3/1/2012		10/15/2012	16,927	13,540				0	3,387
15	X	AFFILIATED MANAGERS GRO	008252108			7/2/2010		1/20/2012	12,556	7,507				0	5,049
16	X	AFFILIATED MANAGERS GRO	008252108			3/28/2011		1/20/2012	15,189	15,904				0	-715
17	X	AFFILIATED MANAGERS GRO	008252108			10/10/2011		1/20/2012	11,544	9,438				0	2,106
18	X	AFFILIATED MANAGERS GRO	008252108			10/11/2011		1/20/2012	608	496				0	112
19	X	AFFILIATED MANAGERS GRO	008252108			10/11/2011		1/20/2012	608	496				0	112
20	X	AFFILIATED MANAGERS GRO	008252108			10/11/2011		2/8/2012	2,582	1,986				0	596
21	X	ALLSTATE CORP 5.000%	020002AR2			5/6/2008		3/5/2012	149,346	139,017				0	10,329
22	X	AMERICAN TOWER CORP	03027X100			12/21/2010		2/22/2012	1,959	1,578				0	381
23	X	AMERICAN TOWER CORP	03027X100			12/21/2010		2/22/2012	3,666	2,949				0	717
24	X	AMERICAN TOWER CORP	03027X100			12/21/2010		2/22/2012	10,682	8,580				0	2,102
25	X	AMERICAN TOWER CORP	03027X100			12/21/2010		2/22/2012	1,391	1,120				0	271
26	X	ANHEUSER-BUSCH INBEV SP	03524A108			9/7/2011		2/8/2012	5,368	4,406				0	962
27	X	ANHEUSER-BUSCH INBEV SP	03524A108			9/7/2011		2/8/2012	19,336	15,882				0	3,454
28	X	ANHEUSER-BUSCH INBEV SP	03524A108			10/11/2011		2/8/2012	18,819	15,496				0	3,323
29	X	ANHEUSER-BUSCH INBEV SP	03524A108			11/30/2011		2/8/2012	19,271	17,745				0	1,526
30	X	APACHE CORP	037411105			11/11/2009		2/8/2012	11,494	11,044				0	450
31	X	APACHE CORP	037411105			3/30/2010		2/8/2012	7,837	7,476				0	361
32	X	APACHE CORP	037411105			3/28/2011		2/8/2012	9,404	11,459				0	-2,055
33	X	APACHE CORP	037411105			10/11/2011		2/8/2012	2,612	2,196				0	416
34	X	APACHE CORP	037411105			10/11/2011		2/8/2012	522	439				0	83
35	X	APPLE INC	037833100			12/9/2009		2/8/2012	77,652	31,934				0	45,718
36	X	APPLE INC	037833100			1/29/2010		2/8/2012	35,297	14,611				0	20,686
37	X	APPLE INC	037833100			10/11/2011		2/8/2012	1,412	1,178				0	234
38	X	BAKER HUGHES INC COM	057224107			5/9/2007		2/8/2012	22,532	35,700				0	-13,168
39	X	BAKER HUGHES INC COM	057224107			3/30/2010		2/8/2012	1,024	920				0	104
40	X	BAKER HUGHES INC COM	057224107			3/28/2011		2/8/2012	14,851	21,588				0	-6,737
41	X	BAKER HUGHES INC COM	057224107			10/11/2011		2/8/2012	3,431	3,462				0	-31
42	X	BANK OF NOVA SCOTIA 2.25(	064149A56			3/31/2010		3/5/2012	101,467	100,476				0	991
43	X	BARCLAYS BANK PLC 5.000	06739FGF2			3/30/2010		3/5/2012	108,312	102,662				0	5,650
44	X	BERKSHIRE HATHAWAY INC.	084670702			8/11/2011		2/8/2012	39,844	35,102				0	4,742
45	X	BERKSHIRE HATHAWAY INC.	084670702			8/11/2011		2/8/2012	7,650	6,740				0	910
46	X	BHP BILLITON LIMITED - ADR	088606108			12/8/2010		2/8/2012	14,834	16,296				0	-1,462
47	X	BHP BILLITON LIMITED - ADR	088606108			3/28/2011		2/8/2012	8,106	9,156				0	-1,050
48	X	BHP BILLITON LIMITED - ADR	088606108			4/12/2011		2/8/2012	13,294	16,474				0	-3,180
49	X	BHP BILLITON LIMITED - ADR	088606108			10/11/2011		2/8/2012	162	147				0	15
50	X	BOEING CO	097023105			3/28/2011		1/20/2012	33,053	33,065				0	-12
51	X	BOEING CO	097023105			10/11/2011		1/20/2012	3,673	3,179				0	494
52	X	BOEING CO	097023105			10/11/2011		2/8/2012	2,168	1,844				0	324
53	X	CVS/CAREMARK CORPORATI	126650100			11/11/2009		2/8/2012	8,439	5,850				0	2,589
54	X	CVS/CAREMARK CORPORATI	126650100			3/30/2010		2/8/2012	28,131	24,089				0	4,042
55	X	CVS/CAREMARK CORPORATI	126650100			3/28/2011		2/8/2012	16,230	12,678				0	3,552
56	X	CVS/CAREMARK CORPORATI	126650100			10/11/2011		2/8/2012	12,118	9,601				0	2,517
57	X	CVS/CAREMARK CORPORATI	126650100			11/11/2009		2/8/2012	736	510				0	226
58	X	CVS CAREMARK CORP 5.75	126650BH2			3/5/2012		12/7/2012	6,059	5,986				0	73
59	X	CANADIAN IMPERIAL BK OF C	136069101			7/12/2012		12/6/2012	4,048	3,512				0	536
60	X	CAPITAL ONE FINANCIAL CO	14040H105			3/30/2010		2/8/2012	12,070	10,762				0	1,308
61	X	CAPITAL ONE FINANCIAL CO	14040H105			3/28/2011		2/8/2012	9,430	10,440				0	-1,010
62	X	CAPITAL ONE FINANCIAL CO	14040H105			10/11/2011		2/8/2012	3,112	2,740				0	372
63	X	CELANESE CORP	150870103			6/14/2011		2/8/2012	23,484	21,779				0	1,705
64	X	CELANESE CORP	150870103			9/27/2011		2/8/2012	12,463	9,932				0	2,531
65	X	CELANESE CORP	150870103			10/11/2011		2/8/2012	1,287	951				0	336
66	X	CHEVRON CORP	166764100			11/11/2009		2/8/2012	33,234	24,295				0	8,939
67	X	CHEVRON CORP	166764100			3/30/2010		2/8/2012	5,360	3,769				0	1,591
68	X	CHEVRON CORP	166764100			10/11/2011		2/8/2012	19,726	17,914				0	1,812

Part I, Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

	Amount
Long Term CG Distributions	59,610
Short Term CG Distributions	0

Totals:	Gross Sales	Cost, Other Basis and Expenses	Net Gain or Loss
Capital Gains/Losses	5,035,337	4,791,426	243,911
Other sales	0	0	0

	Check "X" to Include in Part IV	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss
69	X	CISCO SYSTEMS INC	17275R102			2/28/2011		2/8/2012	747	691				0	56
70	X	CISCO SYSTEMS INC	17275R102			2/28/2011		2/8/2012	182	169				0	13
71	X	CISCO SYSTEMS INC	17275R102			2/28/2011		2/8/2012	283	263				0	20
72	X	CISCO SYSTEMS INC	17275R102			3/28/2011		2/8/2012	28,265	24,318				0	3,947
73	X	CISCO SYSTEMS INC	17275R102			7/7/2011		2/8/2012	4,543	3,562				0	981
74	X	CISCO SYSTEMS INC	17275R102			10/11/2011		2/8/2012	14,153	11,931				0	2,222
75	X	COMCAST CORP CLASS A	20030N101			5/9/2007		1/20/2012	6,682	7,253				0	-571
76	X	COMCAST CORP CLASS A	20030N101			11/11/2009		1/20/2012	18,159	11,280				0	6,879
77	X	COMCAST CORP CLASS A	20030N101			5/9/2007		1/20/2012	1,065	1,156				0	-91
78	X	COMCAST CORP CLASS A	20030N101			3/28/2011		1/20/2012	15,254	15,485				0	-231
79	X	COMCAST CORP CLASS A	20030N101			3/28/2011		2/8/2012	1,081	983				0	98
80	X	COMCAST CORP CLASS A	20030N101			10/11/2011		2/8/2012	108	92				0	16
81	X	CONOCOPHILLIPS	20825C104			11/11/2004		2/8/2012	13,281	8,004				0	5,277
82	X	CONOCOPHILLIPS	20825C104			3/30/2010		2/8/2012	3,609	2,571				0	1,038
83	X	CONOCOPHILLIPS	20825C104			10/11/2011		2/8/2012	10,755	9,904				0	851
84	X	DIAGEO PLC - ADR	25243Q205			11/11/2009		2/8/2012	3,718	2,708				0	1,010
85	X	DIAGEO PLC - ADR	25243Q205			3/30/2010		2/8/2012	30,211	21,859				0	8,352
86	X	DIAGEO PLC - ADR	25243Q205			10/11/2011		2/8/2012	3,254	2,785				0	469
87	X	DIAGEO PLC - ADR	25243Q205			11/11/2009		2/8/2012	6,228	4,537				0	1,691
88	X	DIAGEO PLC - ADR	25243Q205			7/12/2012		12/27/2012	1,751	1,542				0	209
89	X	WALT DISNEY CO	254687106			11/21/2007		1/20/2012	537	444				0	93
90	X	WALT DISNEY CO	254687106			5/6/2009		1/20/2012	3,835	2,579				0	1,256
91	X	OAKMARK INTERNATIONAL F	413838202			3/28/2011		5/11/2012	3,600	4,027				0	-427
92	X	OAKMARK INTERNATIONAL F	413838202			3/28/2011		12/11/2012	60,000	57,885				0	2,115
93	X	HEWLETT PACKARD CO	428236103			11/11/2009		1/20/2012	2,718	4,988				0	-2,270
94	X	HEWLETT PACKARD CO	428236103			11/11/2009		2/17/2012	1,402	2,444				0	-1,042
95	X	HEWLETT PACKARD CO	428236103			11/11/2009		2/17/2012	2,605	4,539				0	-1,934
96	X	HEWLETT PACKARD CO	428236103			3/30/2010		2/17/2012	7,442	13,863				0	-6,421
97	X	HEWLETT PACKARD CO	428236103			3/30/2010		2/28/2012	2,352	4,799				0	-2,447
98	X	HEWLETT PACKARD CO	428236103			7/7/2011		2/28/2012	1,306	1,824				0	-518
99	X	HEWLETT PACKARD CO	428236103			10/11/2011		2/28/2012	7,943	7,785				0	158
100	X	HEWLETT PACKARD CO	428236103			7/7/2011		2/28/2012	235	328				0	-93
101	X	HEWLETT PACKARD CO	428236103			7/7/2011		2/28/2012	993	1,386				0	-393
102	X	INTEL CORP	458140100			10/26/2001		1/20/2012	404	419				0	-15
103	X	INTEL CORP	458140100			12/3/2002		1/20/2012	4,943	4,032				0	911
104	X	INTEL CORP	458140100			3/28/2011		1/20/2012	12,611	10,270				0	2,341
105	X	INTEL CORP	458140100			12/3/2002		1/20/2012	22,800	18,594				0	4,206
106	X	INTEL CORP	458140100			10/26/2001		1/20/2012	101	105				0	-4
107	X	INTEL CORP	458140100			10/11/2011		1/20/2012	4,540	4,109				0	431
108	X	INTEL CORP	458140100			10/11/2011		2/8/2012	106	91				0	15
109	X	ISHARES TR MSCI EMERGING	464287234			2/22/2012		12/10/2012	8,739	8,897				0	-158
110	X	E M C CORP MASS	268648102			10/11/2011		2/8/2012	3,489	3,020				0	469
111	X	EATON CORP	278058102			7/12/2012		11/30/2012	8,305	5,880				0	2,425
112	X	THE ENDOWMENT TEI FUND	29299D444			11/30/2009		3/30/2012	120,000	124,932				0	-4,932
113	X	THE ENDOWMENT TEI FUND	29299D444			11/30/2009		12/31/2012	6,925	7,253				0	-328
114	X	EXELON CORPORATION	30161N101			7/12/2012		11/2/2012	3,062	3,564				0	-502
115	X	EXELON CORPORATION	30161N101			7/25/2012		12/6/2012	23,647	31,116				0	-7,469
116	X	EXELON CORPORATION	30161N101			8/13/2012		12/6/2012	12,117	15,845				0	-3,728
117	X	EXXON MOBIL CORPORATIO	30231G102			7/12/2010		2/8/2012	5,232	3,583				0	1,649
118	X	EXXON MOBIL CORPORATIO	30231G102			8/19/2010		2/8/2012	20,158	13,907				0	6,251
119	X	EXXON MOBIL CORPORATIO	30231G102			8/19/2010		2/8/2012	8,921	6,151				0	2,770
120	X	EXXON MOBIL CORPORATIO	30231G102			7/12/2010		2/8/2012	3,260	2,232				0	1,028
121	X	FED NATL MTG ASSN 4.750	31398AHZ8			3/7/2012		8/15/2012	35,414	36,113				0	-699
122	X	FED NATL MTG ASSN 4.750	31398AHZ8			4/17/2012		8/15/2012	15,177	15,400				0	-223
123	X	FIRSTENERGY CORP COM	337932107			7/12/2012		11/14/2012	4,978	5,891				0	-913
124	X	FORTUM OYJ-UNSPONSORE	34959F106			7/12/2012		11/14/2012	3,099	3,133				0	-34
125	X	GEN ELEC CAP CORP 5.000	36962G2L7			4/4/2007		4/10/2012	130,000	129,308				0	692
126	X	GILEAD SCIENCES INC	375558103			12/7/2011		2/8/2012	43,896	31,935				0	11,961
127	X	GOLDMAN SACHS GROUP IN	38141G104			12/8/2010		2/8/2012	815	1,133				0	-318
128	X	GOLDMAN SACHS GROUP IN	38141G104			12/21/2010		2/8/2012	1,398	1,999				0	-601
129	X	GOLDMAN SACHS GROUP IN	38141G104			3/28/2011		2/8/2012	5,823	7,901				0	-2,078
130	X	GOLDMAN SACHS GROUP IN	38141G104			4/12/2011		2/8/2012	8,968	12,412				0	-3,444
131	X	GOLDMAN SACHS GROUP IN	38141G104			7/7/2011		2/8/2012	466	541				0	-75
132	X	GOLDMAN SACHS GROUP IN	38141G104			10/11/2011		2/8/2012	1,747	1,420				0	327
133	X	GOLDMAN SACHS GROUP IN	38141G104			7/7/2011		2/8/2012	932	1,082				0	-150
134	X	GOLDMAN SACHS GROUP IN	38141G104			7/7/2011		2/8/2012	466	541				0	-75
135	X	GOLDMAN SACHS GROUP IN	38141G104			7/7/2011		2/8/2012	2,679	3,110				0	-431
136	X	OPTION EXPIRED	3HX998871			11/18/2011		1/26/2012	337	0				0	337

Part I, Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

	Amount
Long Term CG Distributions	59,610
Short Term CG Distributions	0

Totals:	Gross Sales	Cost, Other Basis and Expenses	Net Gain or Loss
Capital Gains/Losses	5,035,337	4,791,426	243,911
Other sales	0	0	0

	Check "X" to include in Part IV	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss
137	X	WALT DISNEY CO	254687106			3/28/2011		1/20/2012	11,506	12,855				0	-1,349
138	X	WALT DISNEY CO	254687106			10/11/2011		1/20/2012	3,298	2,840				0	458
139	X	WALT DISNEY CO	254687106			11/21/2007		1/20/2012	22,475	18,570				0	3,905
140	X	WALT DISNEY CO	254687106			11/30/2011		1/20/2012	537	495				0	42
141	X	WALT DISNEY CO	254687106			11/30/2011		2/8/2012	1,694	1,451				0	243
142	X	DODGE & COX INT'L STOCK F	256206103			3/22/2005		5/11/2012	2,000	2,094				0	-94
143	X	DODGE & COX INT'L STOCK F	256206103			5/23/2006		7/6/2012	19,926	28,184				0	-8,258
144	X	DODGE & COX INT'L STOCK F	256206103			12/28/2006		7/6/2012	34,327	50,246				0	-15,919
145	X	DODGE & COX INT'L STOCK F	256206103			8/30/2007		7/6/2012	44,909	70,000				0	-25,091
146	X	DODGE & COX INT'L STOCK F	256206103			12/28/2007		7/6/2012	71,483	110,726				0	-39,243
147	X	DODGE & COX INT'L STOCK F	256206103			12/22/2008		7/6/2012	152,400	107,191				0	45,209
148	X	DODGE & COX INT'L STOCK F	256206103			12/21/2009		7/6/2012	19,166	20,111				0	-945
149	X	DODGE & COX INT'L STOCK F	256206103			12/21/2010		7/6/2012	15,304	18,165				0	-2,861
150	X	DODGE & COX INT'L STOCK F	256206103			3/22/2005		7/6/2012	7,424	7,947				0	-523
151	X	E M C CORP MASS	268648102			11/11/2009		2/8/2012	15,056	9,786				0	5,270
152	X	E M C CORP MASS	268648102			3/30/2010		2/8/2012	17,049	11,752				0	5,297
153	X	E M C CORP MASS	268648102			3/28/2011		2/8/2012	3,934	4,105				0	-171
154	X	JPMORGAN CHASE & CO	46625H100			3/30/2010		1/20/2012	6,209	7,899				0	-1,690
155	X	JPMORGAN CHASE & CO	46625H100			3/28/2011		1/20/2012	10,584	13,926				0	-3,342
156	X	JPMORGAN CHASE & CO	46625H100			10/10/2011		1/20/2012	10,443	9,506				0	937
157	X	JPMORGAN CHASE & CO	46625H100			10/11/2011		1/20/2012	988	895				0	93
158	X	JPMORGAN CHASE & CO	46625H100			10/11/2011		2/8/2012	2,356	1,981				0	375
159	X	JP MORGAN ALERIAN MLP IN	46625H365			3/28/2011		7/17/2012	39,822	37,880				0	1,942
160	X	JP MORGAN ALERIAN MLP IN	46625H365			5/16/2011		7/17/2012	31,659	28,816				0	2,843
161	X	JOHNSON CONTROLS INC	478366107			3/15/2011		2/8/2012	14,793	17,763				0	-2,970
162	X	JOHNSON CONTROLS INC	478366107			3/28/2011		2/8/2012	2,014	2,519				0	-505
163	X	JOHNSON CONTROLS INC	478366107			7/7/2011		2/8/2012	9,609	12,430				0	-2,821
164	X	JOHNSON CONTROLS INC	478366107			3/28/2011		2/8/2012	1,948	2,437				0	-489
165	X	KIMBERLY CLARK CORP COM	494368103			3/1/2012		7/25/2012	15,250	13,247				0	2,003
166	X	KIMBERLY CLARK CORP COM	494368103			3/1/2012		8/13/2012	17,426	15,274				0	2,152
167	X	BUY TO CLOSE WITH UBS @	492991173			12/21/2011		1/10/2012	554	1,498				0	-944
168	X	ELI LILLY & CO COM	532457108			3/1/2012		10/25/2012	22,587	17,558				0	5,029
169	X	LORILLARD INC	544147101			7/12/2012		10/16/2012	3,509	4,113				0	-604
170	X	MICROSOFT CORP	594918104			8/22/2001		2/8/2012	3,230	3,244				0	-14
171	X	MICROSOFT CORP	594918104			12/3/2002		2/8/2012	21,133	20,030				0	1,103
172	X	MICROSOFT CORP	594918104			10/11/2011		2/8/2012	11,884	10,584				0	1,300
173	X	MICROSOFT CORP	594918104			8/22/2001		2/8/2012	2,506	2,517				0	-11
174	X	MORGAN STANLEY 5.550%	617446H51			3/28/2011		3/5/2012	101,999	105,600				0	-3,601
175	X	NTT DOCOMO, INC. - ADR	62942M201			7/12/2012		10/16/2012	3,176	3,379				0	-203
176	X	NESTLE S.A. REGISTERED SH	641069406			10/11/2011		2/8/2012	45,523	43,241				0	2,282
177	X	NOVARTIS AG - ADR	66987V109			11/11/2009		2/8/2012	16,884	16,035				0	849
178	X	NOVARTIS AG - ADR	66987V109			3/30/2010		2/8/2012	7,035	6,712				0	323
179	X	NOVARTIS AG - ADR	66987V109			12/2/2010		2/8/2012	2,814	2,710				0	104
180	X	NOVARTIS AG - ADR	66987V109			10/11/2011		2/8/2012	4,108	4,189				0	-81
181	X	ORACLE CORPORATION	68389X105			6/3/2010		1/20/2012	21,601	18,200				0	3,401
182	X	ORACLE CORPORATION	68389X105			10/8/2010		1/20/2012	11,847	12,189				0	-342
183	X	ORACLE CORPORATION	68389X105			12/2/2010		1/20/2012	2,717	2,774				0	-57
184	X	SCHLUMBERGER LTD	806857108			11/11/2009		2/8/2012	7,178	5,950				0	1,228
185	X	SCHLUMBERGER LTD	806857108			3/30/2010		2/8/2012	19,940	15,788				0	4,152
186	X	SCHLUMBERGER LTD	806857108			6/4/2010		2/8/2012	11,166	7,836				0	3,330
187	X	SCHLUMBERGER LTD	806857108			3/28/2011		2/8/2012	319	364				0	-45
188	X	SCHLUMBERGER LTD	806857108			10/11/2011		2/8/2012	9,252	7,603				0	1,649
189	X	SCHLUMBERGER LTD	806857108			3/28/2011		2/8/2012	1,276	1,457				0	-181
190	X	STATOIL ASA 3.125% 8/	85771PAB8			3/28/2011		3/5/2012	107,857	98,986				0	8,871
191	X	TJX COS INC NEW	872540109			6/28/2011		2/8/2012	42,007	31,276				0	10,731
192	X	TJX COS INC NEW	872540109			10/11/2011		2/8/2012	9,566	7,960				0	1,606
193	X	TARGET CORP	87612E106			12/3/2002		2/8/2012	15,711	10,428				0	5,283
194	X	TARGET CORP	87612E106			3/30/2010		2/8/2012	14,663	15,056				0	-393
195	X	TARGET CORP	87612E106			3/28/2011		2/8/2012	6,284	5,963				0	321
196	X	TARGET CORP	87612E106			6/28/2011		2/8/2012	9,165	8,167				0	998
197	X	TARGET CORP	87612E106			10/11/2011		2/8/2012	1,309	1,310				0	-1
198	X	TARGET CORP	87612E106			10/11/2011		2/8/2012	1,781	1,781				0	0
199	X	TELEFONICA SA - ADR	879382208			3/1/2012		5/18/2012	23,345	32,147				0	-8,802
200	X	TELEFONICA SA - ADR	879382208			7/12/2012		8/2/2012	5,711	6,457				0	-746
201	X	TEMPLETON GLOBAL BOND F	880208400			7/18/2007		5/11/2012	30,447	27,246				0	3,201
202	X	TEMPLETON GLOBAL BOND F	880208400			7/18/2007		5/11/2012	236	211				0	25
203	X	TEMPLETON GLOBAL BOND F	880208400			8/15/2007		5/11/2012	725	624				0	101
204	X	TEMPLETON GLOBAL BOND F	880208400			9/19/2007		5/11/2012	702	626				0	76

Part I, Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

	Amount
Long Term CG Distributions	59,610
Short Term CG Distributions	0

Totals:	Gross Sales	Cost, Other Basis and Expenses	Net Gain or Loss
Capital Gains/Losses	5,035,337	4,791,426	243,911
Other sales	0	0	0

	Check "X" to include in Part IV	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss
205	X	TEMPLETON GLOBAL BOND F	880208400			10/17/2007		5/11/2012	63,890	57,919				0	5,971
206	X	TEMPLETON GLOBAL BOND F	880208400			10/17/2007		12/11/2012	14,500	12,401				0	2,099
207	X	TEVA PHARMACEUTICAL IND	881624209			11/11/2009		2/8/2012	8,954	10,521				0	-1,567
208	X	TEVA PHARMACEUTICAL IND	881624209			3/30/2010		2/8/2012	11,192	15,885				0	-4,693
209	X	TEVA PHARMACEUTICAL IND	881624209			12/2/2010		2/8/2012	9,849	11,004				0	-1,155
210	X	TEVA PHARMACEUTICAL IND	881624209			4/12/2011		2/8/2012	11,327	12,393				0	-1,066
211	X	TEVA PHARMACEUTICAL IND	881624209			10/11/2011		2/8/2012	5,328	4,517				0	811
212	X	THERMO FISHER SCIENTIFIC	883556102			11/11/2009		2/8/2012	14,399	11,632				0	2,767
213	X	US BANCORP DEL NEW	902973304			10/11/2011		2/8/2012	1,294	1,063				0	231
214	X	UNILEVER PLC - ADR	904767704			3/1/2012		10/25/2012	19,747	17,611				0	2,136
215	X	UNION PACIFIC CORP	907818108			3/30/2010		1/20/2012	7,647	5,086				0	2,561
216	X	UNION PACIFIC CORP	907818108			3/30/2010		1/20/2012	6,095	4,054				0	2,041
217	X	UNION PACIFIC CORP	907818108			3/30/2010		1/20/2012	665	442				0	223
218	X	UNION PACIFIC CORP	907818108			5/14/2010		1/20/2012	7,758	5,247				0	2,511
219	X	UNION PACIFIC CORP	907818108			5/14/2010		2/8/2012	14,959	9,744				0	5,215
220	X	UNION PACIFIC CORP	907818108			8/25/2010		2/8/2012	16,685	10,354				0	6,331
221	X	UNION PACIFIC CORP	907818108			3/28/2011		2/8/2012	11,507	9,783				0	1,724
222	X	UNION PACIFIC CORP	907818108			10/11/2011		2/8/2012	3,567	2,829				0	738
223	X	UNITED PARCEL SERVICE-CL	911312106			8/11/2011		1/20/2012	37,176	31,146				0	6,030
224	X	UNITED PARCEL SERVICE-CL	911312106			8/11/2011		1/20/2012	604	506				0	98
225	X	UNITED PARCEL SERVICE-CL	911312106			10/11/2011		2/8/2012	617	540				0	77
226	X	UNITED PARCEL SERVICE-CL	911312106			8/11/2011		2/8/2012	1,312	1,076				0	236
227	X	US TREASURY NOTE 4.250	912828HE3			3/7/2012		7/20/2012	50,388	51,151				0	-763
228	X	UNITEDHEALTH GROUP INC	91324P102			11/11/2009		2/8/2012	9,431	5,327				0	4,104
229	X	UNITEDHEALTH GROUP INC	91324P102			3/30/2010		2/8/2012	20,728	13,272				0	7,456
230	X	UNITEDHEALTH GROUP INC	91324P102			3/28/2011		2/8/2012	12,955	10,957				0	1,998
231	X	UNITEDHEALTH GROUP INC	91324P102			10/11/2011		2/8/2012	7,514	6,727				0	787
232	X	VENTAS INC COM	92276F100			4/11/2012		8/13/2012	16,978	14,752				0	2,226
233	X	VODAFONE GROUP PLC NEW	92857W209			11/11/2009		2/8/2012	22,072	17,832				0	4,240
234	X	VODAFONE GROUP PLC NEW	92857W209			12/2/2010		2/8/2012	1,379	1,284				0	95
235	X	VODAFONE GROUP PLC NEW	92857W209			10/11/2011		2/8/2012	10,870	10,532				0	338
236	X	VODAFONE GROUP PLC NEW	92857W209			7/12/2012		12/27/2012	2,014	2,258				0	-244
237	X	WAL-MART STORES INC 3.00	931142CN1			4/7/2010		3/5/2012	104,846	101,934				0	2,912
238	X	WF ADV ULTR SHORT-TRMIN	949917744			2/3/2010		4/10/2012	75,000	74,297				0	703
239	X	WF ADV ULTR SHORT-TRMIN	949917744			2/3/2010		7/10/2012	36,080	35,742				0	338
240	X	WF ADV ULTR SHORT-TRMIN	949917744			9/7/2010		7/10/2012	48,920	48,805				0	115
241	X	WF ADV ULTR SHORT-TRMIN	949917744			9/7/2010		10/11/2012	28,349	28,195				0	154
242	X	WF ADV ULTR SHORT-TRMIN	949917744			2/8/2012		10/11/2012	7,891	7,845				0	46
243	X	COOPER INDUSTRIES PLC NI	G24140108			5/8/2009		1/18/2012	5,586	3,350				0	2,236
244	X	COOPER INDUSTRIES PLC NI	G24140108			11/11/2009		1/18/2012	11,172	8,491				0	2,681
245	X	COOPER INDUSTRIES PLC NI	G24140108			5/8/2009		1/18/2012	4,190	2,512				0	1,678
246	X	COOPER INDUSTRIES PLC NI	G24140108			12/2/2010		1/18/2012	1,397	1,402				0	-5
247	X	COOPER INDUSTRIES PLC NI	G24140108			12/2/2010		2/8/2012	4,570	4,206				0	364
248	X	MORGAN CREEK ABSLT RTR	TSO991089			12/27/2007		3/31/2012	15,975	24,965				0	-8,990
249	X	MORGAN CREEK ABSLT RTR	TSO991089			12/27/2007		6/30/2012	7,170	11,965				0	-4,795
250	X	MORGAN CREEK ABSLT RTR	TSO991089			12/27/2007		9/30/2012	9,535	14,440				0	-4,905
251	X	THERMO FISHER SCIENTIFIC	883556102			3/30/2010		2/8/2012	1,384	1,293				0	91
252	X	THERMO FISHER SCIENTIFIC	883556102			12/2/2010		2/8/2012	5,538	5,154				0	384
253	X	THERMO FISHER SCIENTIFIC	883556102			4/12/2011		2/8/2012	16,503	16,513				0	-10
254	X	THERMO FISHER SCIENTIFIC	883556102			10/11/2011		2/8/2012	4,929	4,648				0	281
255	X	3M CO	88579Y101			12/15/2010		1/20/2012	5,325	5,331				0	-6
256	X	3M CO	88579Y101			12/15/2010		1/20/2012	2,081	2,084				0	-3
257	X	3M CO	88579Y101			12/15/2010		1/20/2012	9,792	9,802				0	-10
258	X	3M CO	88579Y101			3/28/2011		2/8/2012	14,094	14,827				0	-733
259	X	3M CO	88579Y101			10/11/2011		2/8/2012	2,643	2,295				0	348
260	X	3M CO	88579Y101			10/11/2011		2/8/2012	881	765				0	116
261	X	3M CO	88579Y101			10/11/2011		2/8/2012	1,233	1,071				0	162
262	X	3M CO	88579Y101			12/15/2010		2/8/2012	9,690	9,458				0	232
263	X	TOTAL CAPITAL SA 3.125%	89152UAA0			3/28/2011		3/5/2012	80,381	76,838				0	3,543
264	X	TRANSALTA CORP COM	89346D107			7/12/2012		12/27/2012	3,441	3,922				0	-481
265	X	OPTION EXPIRED	8YJ99V747			12/5/2011		1/28/2012	118	0				0	118
266	X	TWEEDY BROWNE FD GLOBA	901165100			8/22/2011		12/11/2012	27,500	23,410				0	4,090
267	X	US BANCORP DEL NEW	902973304			2/3/2011		2/8/2012	12,407	11,530				0	877
268	X	US BANCORP DEL NEW	902973304			3/28/2011		2/8/2012	12,495	11,457				0	1,038
269	X	US BANCORP DEL NEW	902973304			7/7/2011		2/8/2012	6,115	5,340				0	775
270	X	US BANCORP DEL NEW	902973304			10/11/2011		2/8/2012	1,323	1,087				0	236
271	X	ORACLE CORPORATION	68389X105			10/11/2011		1/20/2012	1,875	2,133				0	-258
272	X	ORACLE CORPORATION	68389X105			10/11/2011		2/8/2012	1,098	1,175				0	-77

Part I, Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

	Amount
Long Term CG Distributions	59,610
Short Term CG Distributions	0

Totals:	Gross Sales	Cost, Other Basis and Expenses	Net Gain or Loss
Capital Gains/Losses	5,035,337	4,791,426	243,911
Other sales	0	0	0

	Check "X" to include in Part IV	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss
273	X	PIMCO HIGH YIELD FD-INST	693390841			8/31/2010		5/11/2012	151,105	146,575				0	4,530
274	X	PHILIP MORRIS INTERNATION	718172109			3/1/2012		4/11/2012	7,252	6,978				0	274
275	X	PHILIP MORRIS INTERNATION	718172109			3/1/2012		7/25/2012	30,595	29,509				0	1,086
276	X	PHILLIPS 66	718546104			3/1/2012		5/3/2012	9,147	10,451				0	-1,304
277	X	BUY TO CLOSE WITH UBS @	71Q99W740			12/21/2011		1/10/2012	562	1,241				0	-679
278	X	PIMCO EMERGING LOCAL BO	72201F516			9/7/2010		12/11/2012	15,700	15,160				0	540
279	X	BUY TO CLOSE WITH UBS @	72K992989			1/5/2012		1/10/2012	66	46				0	20
280	X	PROCTER & GAMBLE CO	742718109			3/1/2012		4/11/2012	7,168	7,212				0	-44
281	X	PRUDENTIAL PLC - ADR	74435K204			7/12/2012		10/16/2012	1,819	1,484				0	335
282	X	RIDGEWORTH FD-MIDCAP VA	76628R615			5/16/2011		12/11/2012	13,000	14,252				0	-1,252
283	X	KONINKLIJKE KPN N.V. - ADR	780641205			7/12/2012		10/16/2012	3,234	3,725				0	-491
284	X	ROYCE PENNSYLVANIA MUT	780905840			5/1/2007		12/11/2012	24,000	26,226				2,116	-110
285	X	ASGI Mesirow Sale of Pship				1/1/2008		12/31/2013	424,928	413,818					11,110
286	X	RICI Linked Pam S-ship Gain							4,545						4,545
287	X	ASGI P-ship Gain								59,607					-59,607
288	X	Sustainable Woodlands P-Ship (							8,502						8,502
289	X	ALPHAMETRIX P-ship Gain								13,561					-13,561
290															0

Part I, Line 11 (990-PF) - Other Income

	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income
		-2,193	-2,193	0
1	Other Partnership Income	-2,193	-2,193	

Part I, Line 16b (990-PF) - Accounting Fees

		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
		1,162	0	0	1,162
	Description				
1	TAX PREP FEES	1,162			1,162

Part I, Line 18 (990-PF) - Taxes

	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
		14,429	4,124	0	0
1	FOREIGN TAXES PAID	4,124	4,124		
2	PY EXCISE TAXES PAID	8,500			
3	ESTIMATED EXCISE TAXES PAID	1,805			

Part I, Line 23 (990-PF) - Other Expenses

	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
		9,037	9,337	0	0
1	INVESTMENT MGMT EXPS	4,207	4,207		
2	ADR FEES	151	151		
3	PARTNERSHIP EXPENSES	4,679	4,979		

Part II, Line 13 (990-PF) - Investments - Other

	Asset Description	Basis of Valuation	Book Value Beg. of Year	Book Value End of Year	FMV End of Year
			9,058,708	9,247,411	9,540,414
1				0	
2	GENUINE PARTS CO		0	3,581	3,815
3	GLAXOSMITHKLINE PLC - ADR		0	7,352	7,173
4	HARRIS CORP DEL		0	3,605	4,406
5	JOHNSON & JOHNSON		0	7,814	8,062
6	KIMBERLY CLARK CORP COM		0	8,015	8,021
7	ELI LILLY & CO COM		0	7,912	9,124
8	MCDONALDS CORP		0	5,405	5,293
9	NESTLE S.A. REGISTERED SHARES - ADR		0	11,653	12,708
10	NOVARTIS AG - ADR		0	7,769	8,862
11	PFIZER INC		0	10,251	11,286
12	PROCTER & GAMBLE CO		0	7,697	8,147
13	PUBLIC SVC ENTERPRISE GROUP INC		0	5,976	5,661
14	ROCHE HOLDINGS LTD - ADR		0	7,017	8,332
15	TORONTO DOMINION BK ONT COM NEW		0	7,014	7,590
16	TOTAL FINA ELF S.A. ADR		0	6,976	8,322
17	TRANSALTA CORP COM		0	3,922	3,505
18	BRITISH AMERICAN TOBACCO P.L.C - ADI		0	7,758	7,594
19	DIAGEO PLC - ADR		0	7,712	8,744
20	CANADIAN IMPERIAL BK OF COMMERCE		0	3,511	4,030
21	ASTRAZENECA PLC SPONS ADR		0	7,880	8,272
22	UNILEVER N.V. - ADR		0	4,621	4,788
23	BASF AG		0	6,346	9,025
24	DOMINION RES INC VA		0	5,922	5,698
25	DEUTSCHE BOERSE AG ADR		0	4,068	4,357
26	PPL CORPORATION		0	3,944	4,008
27	BAE SYSTEMS PLC - ADR		0	3,742	4,456
28	TELSTRA CORPORATION LIMITED - ADR		0	6,322	7,280
29	"NTT DOCOMO, INC. - ADR"		0	4,393	3,747
30	PRUDENTIAL PLC - ADR		0	5,593	6,995
31	VERIZON COMMUNICATIONS		0	8,493	8,221
32	ALLIANZ AKTIENGESELLSCHAFT		0	6,552	9,536
33	TELENOR ASA - ADR		0	3,731	3,948
34	CHEVRON CORP		0	12,141	12,436
35	CONOCOPHILLIPS		0	7,552	8,119
36	SANOFI-AVENTIS - ADR		0	3,678	4,738
37	TAKEDA PHARMACEUTIC-SP ADR		0	7,980	7,770
38	BANK OF NOVA SCOTIA CAD COM NPV		0	7,195	8,103
39	SUMITOMO TRUST AND BANKING ADR		0	6,321	7,193
40	VIVENDI SA-UNSPON ADR		0	4,990	6,159
41	KEPPEL LTD ADR		0	3,638	3,926
42	ROYAL DUTCH SHELL PLC ADR		0	11,217	11,377
43	NATIONAL GRID PLC ADR		0	5,208	5,457
44	OMV AG -BEARER SHRS ADR		0	3,356	4,220
45	COMMONWEALTH BK AUS-SP ADR		0	7,678	9,218
46	BHP BILLITON PLC		0	3,522	4,574

Part II, Line 13 (990-PF) - Investments - Other

	Asset Description	Basis of Valuation	Book Value Beg. of Year	Book Value End of Year	FMV End of Year
			9,058,708	9,247,411	9,540,414
47	VODAFONE GROUP PLC NEW ADR		0	8,328	7,431
48	ZURICH INSURANCE GROUP-ADR		0	6,233	7,638
49	DUKE ENERGY HOLDING CORP. COM		0	5,496	5,742
50	TELIASONERA AB-UNSPON ADR		0	7,015	7,371
51	EATON CORP PLC		0	8,305	8,669
52	RECKITT BENCKIS/S ADR		0	7,085	8,333
53	REED ELSEVIER P L C ADR		0	4,475	5,886
54	PHILIP MORRIS INTERNATIONAL IN		0	11,291	10,455
55	IBM CORP 6.500% 10/15/13		0	27,383	26,216
56	AMGEN INC 5.700% 2/01/19		0	23,542	24,182
57	CATERPILLAR FINANCIA 6.125% 2/17/14		0	24,909	24,521
58	CHEVRON CORP 4.950% 3/03/19		0	29,901	29,824
59	FED HOME LN MTG CORP 3.750% 3/27/19		0	51,298	52,016
60	US TREASURY NOTE 3.125% 5/15/19		0	61,516	62,288
61	MICROSOFT CORP 2.950% 6/01/14		0	26,394	25,921
62	SEMPRA ENERGY 6.500% 6/01/16		0	18,057	17,585
63	AMERICAN EXPRESS CO 7.250% 5/20/14		0	22,567	21,764
64	DOW CHEMICAL CO/THE 5.900% 2/15/15		0	17,035	16,548
65	US TREASURY NOTE 2.750% 11/30/16		0	49,075	48,881
66	PEPSICO INC 4.500% 1/15/20		0	28,887	28,911
67	TIME WARNER INC 4.875% 3/15/20		0	11,275	11,680
68	US TREASURY NOTE 2.125% 5/31/15		0	57,923	57,385
69	JPMORGAN CHASE & CO 3.400% 6/24/15		0	24,259	24,266
70	BANK OF AMERICA CORP 5.625% 7/01/20		0	25,908	29,641
71	WAL-MART STORES INC 3.625% 7/08/20		0	27,510	27,792
72	AT&T INC 2.500% 8/15/15		0	29,376	29,192
73	US TREASURY NOTE 2.625% 8/15/20		0	32,240	32,944
74	WELLPOINT INC 4.350% 8/15/20		0	11,130	11,038
75	GOLDMAN SACHS GROUP 5.125% 1/15/1		0	26,628	26,857
76	DIRECTV HLDG/FIN INC 3.500% 3/01/16		0	15,831	15,891
77	METLIFE INC 5.000% 6/15/15		0	27,723	27,522
78	THERMO FISHER SCIENT 3.600% 8/15/21		0	26,839	26,588
79	GENERAL ELEC CAP COR 4.650% 10/17/2		0	21,846	22,821
80	HSBC FINANCE CORP 5.500% 1/19/16		0	16,387	16,762
81	HOME DEPOT INC 5.400% 3/01/16		0	17,448	17,136
82	TARGET CORP 5.875% 7/15/16		0	24,004	23,594
83	ISHARES BARCLAYS MBS BOND FUND		0	51,451	51,295
84	CVS CAREMARK CORP 5.750% 6/01/17		0	5,986	5,978
85	KRAFT FOODS INC 6.125% 2/01/18		0	18,116	18,252
86	OAKMARK INTERNATIONAL FD 109		0	373,488	396,712
87	ROYCE PENNSYLVANIA MUT FD-INV 260		0	338,753	320,500
88	TWEEDY BROWNE FD GLOBAL VALUE 1		0	165,590	175,303
89	CEF ISHARES S&P 500 GROWTH INDEX		0	477,408	500,793
90	JP MORGAN ALERIAN MLP INDEX		0	70,677	68,997
91	ISHARES TR S & P MIDCAP 400 ID FD		0	140,100	146,753
92	THE ENDOWMENT TEI FUND LP		0	145,068	137,177

Part II, Line 13 (990-PF) - Investments - Other

	Asset Description	Basis of Valuation	Book Value Beg. of Year	Book Value End of Year	FMV End of Year
			9,058,708	9,247,411	9,540,414
93	PIMCO EMERGING LOCAL BOND IS 332		0	369,840	385,449
94	ALPHAMETRIX MGD FUT III (WINTON)(RF		0	295,000	275,716
95	GOLDMAN SACHS GRTH OPP FD-I 1132		0	205,772	201,394
96	EATON VANCE FLOATING RATE FD-I 924		0	190,937	194,050
97	TEMPLETON GLOBAL BOND FD-ADV 616		0	262,680	284,649
98	ISHARES TR MSCI EMERGING MARKETS		0	144,445	150,613
99	ASGI AGILITY INCOME FUND		0	400,000	409,833
100	PIMCO COMMODITY REAL RET STRAT-I4		0	96,728	92,637
101	CB RICHARD ELLIS REALTY TRUST		0	339,571	414,118
102	MADISON HARBOR PRIVATE REIT		0	250,000	170,135
103	WF ADV ULTR SHORT-TRMINCOME-I3104		0	139,155	139,350
104	SUSTAINABLE WOODLANDS FUND LP		0	462,500	585,386
105	OPPENHEIMER DEVELOPING MKT-Y 788		0	628,868	642,816
106	ASGI MESIROW INSIGHT FUND, LLC		0	331,488	419,095
107	RICI LINKED PAM TOTAL INDEX SERIES		0	310,000	299,153
108	MORGAN CREEK ABSLT RTRN FD LTD SE		0	103,302	61,903
109	RIDGEWORTH FD-MIDCAP VAL EQ I 5412		0	168,248	158,818
110	KIMBERLY CLARK CORP COM		0	30,041	35,038
111	ELI LILLY & CO COM		0	36,888	46,213
112	MCDONALDS CORP		0	39,159	37,313
113	PEPSICO INC		0	14,134	15,465
114	PROCTER & GAMBLE CO		0	17,029	17,312
115	SOUTHERN CO		0	59,873	57,665
116	TOTAL FINA ELF S.A. ADR		0	69,471	66,521
117	COCA COLA CO		0	14,639	15,225
118	ASTRAZENECA PLC SPONS ADR		0	62,584	65,422
119	"CENTURYLINK, INC"		0	59,226	58,250
120	UNILEVER PLC - ADR		0	13,950	16,379
121	DOMINION RES INC VA		0	15,674	16,058
122	PPL CORPORATION		0	32,105	32,151
123	VERIZON COMMUNICATIONS		0	56,055	63,131
124	CHEVRON CORP		0	15,033	14,815
125	MERCK & CO INC NEW		0	48,322	52,158
126	CONOCOPHILLIPS		0	58,245	58,686
127	ALTRIA GROUP INC		0	54,751	57,284
128	REYNOLDS AMERICAN INC		0	54,950	54,356
129	ROYAL DUTCH SHELL PLC ADR		0	70,123	66,778
130	NATIONAL GRID PLC ADR		0	62,137	69,043
131	AT & T INC		0	48,315	53,262
132	BCE INC		0	57,573	58,957
133	WINDSTREAM CORP		0	14,327	9,812
134	VODAFONE GROUP PLC NEW ADR		0	64,624	58,617
135	DUKE ENERGY HOLDING CORP. COM		0	55,855	56,335
136	KRAFT FOODS GROUP INC		0	47,653	46,198
137	HCP INC		0	18,853	21,451
138	PHILIP MORRIS INTERNATIONAL IN		0	24,296	24,172

Part II, Line 13 (990-PF) - Investments - Other

	Asset Description	Basis of Valuation	Book Value Beg. of Year	Book Value End of Year	FMV End of Year
			9,058,708	9,247,411	9,540,414
139	LORILLARD INC		0	18,589	16,684
140	BANK MONTREAL QUE		0	7,277	7,969
141	MICHELIN (CGDE) ADR		0	3,075	4,893
142	BRISTOL MYERS SQUIBB CO		0	8,066	7,496
143	US TREASURY NOTE 3.500% 2/15/18		0	26,190	26,189
144	FED NATL MTG ASSN 3.250% 4/09/13		0	46,463	45,388
145	KINDER MORGAN ENER 5.950% 2/15/18		0	17,869	17,960
146	ORACLE CORP 4.950% 4/15/13		0	26,251	25,321
147	MORGAN STANLEY 6.000% 4/28/15		0	21,040	21,784
148	AMERICAN ELECTRIC POWER CO INC		0	14,307	16,176
149	BRISTOL MYERS SQUIBB CO		0	52,286	52,144
150	GLAXOSMITHKLINE PLC - ADR		0	63,668	61,771
151	HEALTH CARE REIT INC		0	23,838	26,661
152	HEINZ H J CO		0	55,989	60,968
153	JOHNSON & JOHNSON		0	39,305	42,481

Part III (990-PF) - Changes in Net Assets or Fund Balances

Line 3 - Other Increases not included in Part III, Line 2

1	LOSS ON CY SALES NOT SETTLED AT YEAR END	1	844
2	MUTUAL FUND & CTF INCOME ADDITIONS	2	5,956
3	PARTNERSHIP INCOME ADJUSTMENT	3	70,678
4	Total	4	77,478

Line 5 - Decreases not included in Part III, Line 2

1	LOSS ON PY SALES SETTLED IN CY	1	7,337
2	MUTUAL FUND & CTF INCOME SUBTRACTION	2	6,149
3	PY RETURN OF CAPITAL ADJUSTMENT	3	14,986
4	COST BASIS ADJUSMENT	4	4,157
5	Total	5	32,629

Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

	Amount
Long Term CG Distributions	58,610
Short Term CG Distributions	0

	Description of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F.M.V. as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses
						4,975,727	0	2,116	4,793,542	184,301	0	0	0	184,301
1	AFLAC INC	001055102		11/11/2009	2/8/2012	6,361		0	5,780	581	0	0	0	581
2	AFLAC INC	001055102		3/30/2010	2/8/2012	17,258		0	18,865	-1,607	0	0	0	-1,607
3	AFLAC INC	001055102		10/11/2011	2/8/2012	3,156		0	2,443	713	0	0	0	713
4	AFLAC INC	001055102		10/11/2011	2/8/2012	2,712		0	2,099	613	0	0	0	613
5	AT & T INC	00206R102		3/1/2012	10/15/2012	14,893		0	12,935	1,958	0	0	0	1,958
6	AT&T INC 4.950% 1/15/13	00206RAF9		1/30/2009	3/5/2012	134,722		0	132,568	2,154	0	0	0	2,154
7	ABBOTT LABS	002824100		7/13/2004	2/8/2012	19,468		0	14,081	5,387	0	0	0	5,387
8	ABBOTT LABS	002824100		6/8/2009	2/8/2012	11,136		0	8,590	2,546	0	0	0	2,546
9	ABBOTT LABS	002824100		3/28/2011	2/8/2012	8,352		0	7,231	1,121	0	0	0	1,121
10	ABBOTT LABS	002824100		4/12/2011	2/8/2012	18,040		0	16,530	1,510	0	0	0	1,510
11	ABBOTT LABS	002824100		10/11/2011	2/8/2012	8,240		0	7,765	465	0	0	0	465
12	ABBOTT LABS	002824100		3/1/2012	7/26/2012	15,189		0	13,587	1,602	0	0	0	1,602
13	ABBOTT LABS	002824100		3/1/2012	8/13/2012	14,081		0	12,226	1,855	0	0	0	1,855
14	ABBOTT LABS	002824100		3/1/2012	10/15/2012	16,927		0	13,540	3,387	0	0	0	3,387
15	AFFILIATED MANAGERS GROUP, INC C	008252108		7/2/2010	1/20/2012	12,556		0	7,507	5,049	0	0	0	5,049
16	AFFILIATED MANAGERS GROUP, INC C	008252108		3/28/2011	1/20/2012	15,189		0	15,904	-715	0	0	0	-715
17	AFFILIATED MANAGERS GROUP, INC C	008252108		10/10/2011	1/20/2012	11,544		0	9,439	2,105	0	0	0	2,105
18	AFFILIATED MANAGERS GROUP, INC C	008252108		10/11/2011	1/20/2012	608		0	496	112	0	0	0	112
19	AFFILIATED MANAGERS GROUP, INC C	008252108		10/11/2011	1/20/2012	608		0	496	112	0	0	0	112
20	AFFILIATED MANAGERS GROUP, INC C	008252108		10/11/2011	2/8/2012	2,582		0	1,996	586	0	0	0	586
21	ALLSTATE CORP 5.000% 8/15/14	020002AR2		5/8/2008	3/5/2012	148,346		0	138,017	10,329	0	0	0	10,329
22	AMERICAN TOWER CORP	03027X100		12/21/2010	2/22/2012	1,959		0	1,578	381	0	0	0	381
23	AMERICAN TOWER CORP	03027X100		12/21/2010	2/22/2012	3,666		0	2,949	717	0	0	0	717
24	AMERICAN TOWER CORP	03027X100		12/21/2010	2/22/2012	10,682		0	8,580	2,102	0	0	0	2,102
25	AMERICAN TOWER CORP	03027X100		12/21/2010	2/22/2012	1,391		0	1,120	271	0	0	0	271
26	ANHEUSER-BUSCH INBEV SPN ADR	03524A108		9/7/2011	2/8/2012	5,390		0	4,408	982	0	0	0	982
27	ANHEUSER-BUSCH INBEV SPN ADR	03524A108		9/7/2011	2/8/2012	19,336		0	15,882	3,454	0	0	0	3,454
28	ANHEUSER-BUSCH INBEV SPN ADR	03524A108		10/11/2011	2/8/2012	18,819		0	15,496	3,323	0	0	0	3,323
29	ANHEUSER-BUSCH INBEV SPN ADR	03524A108		11/30/2011	2/8/2012	19,271		0	17,745	1,526	0	0	0	1,526
30	APACHE CORP	037411105		11/11/2009	2/8/2012	11,494		0	11,044	450	0	0	0	450
31	APACHE CORP	037411105		3/30/2010	2/8/2012	7,837		0	7,476	361	0	0	0	361
32	APACHE CORP	037411105		3/28/2011	2/8/2012	9,404		0	11,459	-2,055	0	0	0	-2,055
33	APACHE CORP	037411105		10/11/2011	2/8/2012	2,612		0	2,196	416	0	0	0	416
34	APACHE CORP	037411105		10/11/2011	2/8/2012	522		0	439	83	0	0	0	83
35	APPLE INC	037833100		12/8/2009	2/8/2012	77,652		0	31,934	45,718	0	0	0	45,718
36	APPLE INC	037833100		1/28/2010	2/8/2012	35,297		0	14,611	20,686	0	0	0	20,686
37	APPLE INC	037833100		10/11/2011	2/8/2012	1,412		0	1,178	234	0	0	0	234
38	BAKER HUGHES INC COM	057224107		5/8/2007	2/8/2012	22,532		0	35,700	-13,168	0	0	0	-13,168
39	BAKER HUGHES INC COM	057224107		3/30/2010	2/8/2012	1,024		0	920	104	0	0	0	104
40	BAKER HUGHES INC COM	057224107		3/28/2011	2/8/2012	14,861		0	21,598	-6,737	0	0	0	-6,737
41	BAKER HUGHES INC COM	057224107		10/11/2011	2/8/2012	3,431		0	3,462	-31	0	0	0	-31
42	BANK OF NOVA SCOTIA 2.250% 1/22/1	064149A88		3/31/2010	3/5/2012	101,467		0	100,476	991	0	0	0	991
43	BARCLAYS BANK PLC 5.000% 9/22/1	06738FGF2		3/30/2010	3/5/2012	108,312		0	102,662	5,650	0	0	0	5,650
44	BERKSHIRE HATHAWAY INC.	084670702		8/11/2011	2/8/2012	39,844		0	35,102	4,742	0	0	0	4,742
45	BERKSHIRE HATHAWAY INC.	084670702		8/11/2011	2/8/2012	7,650		0	6,740	910	0	0	0	910
46	BHP BILLITON LIMITED - ADR	088606108		12/8/2010	2/8/2012	14,834		0	16,296	-1,462	0	0	0	-1,462
47	BHP BILLITON LIMITED - ADR	088606108		3/28/2011	2/8/2012	8,108		0	9,158	-1,050	0	0	0	-1,050
48	BHP BILLITON LIMITED - ADR	088606108		4/12/2011	2/8/2012	13,294		0	16,474	-3,180	0	0	0	-3,180
49	BHP BILLITON LIMITED - ADR	088606108		10/11/2011	2/8/2012	162		0	147	15	0	0	0	15
50	BOEING CO	097023105		3/28/2011	1/20/2012	33,053		0	33,065	-12	0	0	0	-12
51	BOEING CO	097023105		10/11/2011	1/20/2012	3,673		0	3,179	494	0	0	0	494
52	BOEING CO	097023105		10/11/2011	2/8/2012	2,168		0	1,844	324	0	0	0	324
53	CVS/CAREMARK CORPORATION	126650100		11/11/2009	2/8/2012	8,439		0	5,850	2,589	0	0	0	2,589
54	CVS/CAREMARK CORPORATION	126650100		3/30/2010	2/8/2012	28,131		0	24,089	4,042	0	0	0	4,042
55	CVS/CAREMARK CORPORATION	126650100		3/28/2011	2/8/2012	16,230		0	12,678	3,552	0	0	0	3,552
56	CVS/CAREMARK CORPORATION	126650100		10/11/2011	2/8/2012	12,118		0	9,601	2,517	0	0	0	2,517
57	CVS/CAREMARK CORPORATION	126650100		11/11/2009	2/8/2012	738		0	510	228	0	0	0	228
58	CVS CAREMARK CORP 5.750% 6/01/1	126650BH2		3/5/2012	12/7/2012	6,058		0	5,985	73	0	0	0	73
59	CANADIAN IMPERIAL BK OF COMMERC	136069101		7/13/2012	12/6/2012	4,048		0	3,512	536	0	0	0	536
60	CAPITAL ONE FINANCIAL CORP	14040H105		3/30/2010	2/8/2012	12,070		0	10,762	1,308	0	0	0	1,308
61	CAPITAL ONE FINANCIAL CORP	14040H105		3/28/2011	2/8/2012	9,430		0	10,440	-1,010	0	0	0	-1,010
62	CAPITAL ONE FINANCIAL CORP	14040H105		10/11/2011	2/8/2012	3,112		0	2,740	372	0	0	0	372
63	CELANESE CORP	150870103		6/14/2011	2/8/2012	23,484		0	21,778	1,706	0	0	0	1,706
64	CELANESE CORP	150870103		9/27/2011	2/8/2012	12,463		0	9,932	2,531	0	0	0	2,531
65	CELANESE CORP	150870103		10/11/2011	2/8/2012	1,287		0	951	336	0	0	0	336
66	CHEVRON CORP	166764100		11/11/2009	2/8/2012	33,234		0	24,298	8,936	0	0	0	8,936
67	CHEVRON CORP	166764100		3/30/2010	2/8/2012	5,360		0	3,799	1,561	0	0	0	1,561
68	CHEVRON CORP	166764100		10/11/2011	2/8/2012	18,726		0	17,914	1,812	0	0	0	1,812
69	CISCO SYSTEMS INC	17275R102		2/28/2011	2/8/2012	747		0	691	56	0	0	0	56
70	CISCO SYSTEMS INC	17275R102		2/28/2011	2/8/2012	182		0	169	13	0	0	0	13
71	CISCO SYSTEMS INC	17275R102		2/28/2011	2/8/2012	283		0	263	20	0	0	0	20
72	CISCO SYSTEMS INC	17275R102		3/28/2011	2/8/2012	28,258		0	24,311	3,947	0	0	0	3,947
73	CISCO SYSTEMS INC	17275R102		7/7/2011	2/8/2012	4,543		0	3,882	661	0	0	0	661
74	CISCO SYSTEMS INC	17275R102		10/11/2011	2/8/2012	14,153		0	11,931	2,222	0	0	0	2,222
75	COMCAST CORP CLASS A	20030N101		5/8/2007	1/20/2012	6,682		0	7,253	-571	0	0	0	-571
76	COMCAST CORP CLASS A	20030N101		11/11/2009	1/20/2012	18,159		0	11,280	6,879	0	0	0	6,879
77	COMCAST CORP CLASS A	20030N101		5/8/2007	1/20/2012	1,068		0	1,159	-91	0	0	0	-91
78	COMCAST CORP CLASS A	20030N101		3/28/2011	1/20/2012	15,254		0	15,485	-231	0	0	0	-231
79	COMCAST CORP CLASS A	20030N101		3/28/2011	2/8/2012	1,081		0	993	88	0	0	0	88
80	COMCAST CORP CLASS A	20030N101		10/11/2011	2/8/2012	108		0	92	16	0	0	0	16
81	CONOCOPHILLIPS	20825C104		11/11/2004	2/8/2012	13,281		0	8,004	5,277	0	0	0	5,277
82	CONOCOPHILLIPS	20825C104		3/30/2010	2/8/2012	3,609		0	2,571	1,038	0	0	0	1,038
83	CONOCOPHILLIPS	20825C104		10/11/2011	2/8/2012	10,755		0	9,904	851	0	0	0	851
84	DIAGEO PLC - ADR	25243Q205		11/11/2009	2/8/2012	3,718		0	2,708	1,010	0	0	0	1,010

Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

	Amount
Long Term CG Distributions	59,610
Short Term CG Distributions	0

#	Description of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F.M.V. as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses
						4,978,727	0	2,116	4,793,842	184,301	0	0	0	184,301
85	DIAGEO PLC - ADR	25243Q205		3/30/2010	2/8/2012	30,211		0	21,859	8,352	0	0	0	8,352
86	DIAGEO PLC - ADR	25243Q205		10/11/2011	2/8/2012	3,254		0	2,785	469	0	0	0	469
87	DIAGEO PLC - ADR	25243Q205		11/11/2009	2/8/2012	6,228		0	4,537	1,691	0	0	0	1,691
88	DIAGEO PLC - ADR	25243Q205		7/12/2012	12/27/2012	1,751		0	1,542	209	0	0	0	209
89	WALT DISNEY CO	254687106		11/21/2007	1/20/2012	537		0	444	93	0	0	0	93
90	WALT DISNEY CO	254687106		5/8/2009	1/20/2012	3,835		0	2,579	1,256	0	0	0	1,256
91	OAKMARK INTERNATIONAL FD 109	413838202		3/28/2011	5/11/2012	3,600		0	4,027	-427	0	0	0	-427
92	OAKMARK INTERNATIONAL FD 109	413838202		3/28/2011	12/11/2012	60,000		0	57,885	2,115	0	0	0	2,115
93	HEWLETT PACKARD CO	428236103		11/11/2009	1/20/2012	2,718		0	4,988	-2,270	0	0	0	-2,270
94	HEWLETT PACKARD CO	428236103		11/11/2009	2/17/2012	1,402		0	2,444	-1,042	0	0	0	-1,042
95	HEWLETT PACKARD CO	428236103		11/11/2009	2/17/2012	2,605		0	4,539	-1,934	0	0	0	-1,934
96	HEWLETT PACKARD CO	428236103		3/30/2010	2/17/2012	7,442		0	13,863	-6,421	0	0	0	-6,421
97	HEWLETT PACKARD CO	428236103		3/30/2010	2/28/2012	2,352		0	4,799	-2,447	0	0	0	-2,447
98	HEWLETT PACKARD CO	428236103		7/7/2011	2/28/2012	1,306		0	1,824	-518	0	0	0	-518
99	HEWLETT PACKARD CO	428236103		10/11/2011	2/28/2012	7,943		0	7,785	158	0	0	0	158
100	HEWLETT PACKARD CO	428236103		7/7/2011	2/28/2012	235		0	328	-93	0	0	0	-93
101	HEWLETT PACKARD CO	428236103		7/7/2011	2/28/2012	983		0	1,366	-383	0	0	0	-383
102	INTEL CORP	458140100		10/26/2001	1/20/2012	404		0	419	-15	0	0	0	-15
103	INTEL CORP	458140100		12/3/2002	1/20/2012	4,943		0	4,032	911	0	0	0	911
104	INTEL CORP	458140100		3/28/2011	1/20/2012	12,611		0	10,270	2,341	0	0	0	2,341
105	INTEL CORP	458140100		12/3/2002	1/20/2012	22,800		0	18,594	4,206	0	0	0	4,206
106	INTEL CORP	458140100		10/26/2001	1/20/2012	101		0	105	-4	0	0	0	-4
107	INTEL CORP	458140100		10/11/2011	1/20/2012	4,540		0	4,109	431	0	0	0	431
108	INTEL CORP	458140100		10/11/2011	2/8/2012	106		0	91	15	0	0	0	15
109	ISHARES TR MSCI EMERGING MARKET	464287234		2/22/2012	12/10/2012	8,739		0	8,897	-158	0	0	0	-158
110	E M C CORP MASS	268648102		10/11/2011	2/8/2012	3,489		0	3,020	469	0	0	0	469
111	EATON CORP	278058102		7/12/2012	11/30/2012	8,305		0	5,880	2,425	0	0	0	2,425
112	THE ENDOWMENT TEI FUND LP	29299D444		11/30/2009	3/30/2012	120,000		0	124,932	-4,932	0	0	0	-4,932
113	THE ENDOWMENT TEI FUND LP	29299D444		11/30/2009	12/31/2012	6,925		0	7,253	-328	0	0	0	-328
114	EXELON CORPORATION	30161N101		7/12/2012	11/2/2012	3,062		0	3,564	-502	0	0	0	-502
115	EXELON CORPORATION	30161N101		7/25/2012	12/6/2012	23,647		0	31,116	-7,469	0	0	0	-7,469
116	EXELON CORPORATION	30161N101		8/13/2012	12/6/2012	12,117		0	15,845	-3,728	0	0	0	-3,728
117	EXXON MOBIL CORPORATION	30231G102		7/12/2010	2/8/2012	5,232		0	3,583	1,649	0	0	0	1,649
118	EXXON MOBIL CORPORATION	30231G102		8/19/2010	2/8/2012	20,158		0	13,907	6,251	0	0	0	6,251
119	EXXON MOBIL CORPORATION	30231G102		8/19/2010	2/8/2012	8,921		0	6,151	2,770	0	0	0	2,770
120	EXXON MOBIL CORPORATION	30231G102		7/12/2010	2/8/2012	3,260		0	2,232	1,028	0	0	0	1,028
121	FED NATL MTG ASSN 4.750% 11/19/12	31398AHZ8		3/7/2012	8/15/2012	35,414		0	36,113	-699	0	0	0	-699
122	FED NATL MTG ASSN 4.750% 11/19/12	31398AHZ8		4/17/2012	8/15/2012	15,177		0	15,400	-223	0	0	0	-223
123	FIRSTENERGY CORP COM	337932107		7/12/2012	11/14/2012	4,978		0	5,891	-913	0	0	0	-913
124	FORTUM OYJ-UNSPONSORED ADR	34959F106		7/12/2012	11/14/2012	3,099		0	3,133	-34	0	0	0	-34
125	GEN ELEC CAP CORP 5.000% 4/10/12	36962G2L7		4/4/2007	4/10/2012	130,000		0	129,308	692	0	0	0	692
126	GILEAD SCIENCES INC	375558103		12/7/2011	2/8/2012	43,896		0	31,935	11,961	0	0	0	11,961
127	GOLDMAN SACHS GROUP INC	38141G104		12/8/2010	2/8/2012	815		0	1,133	-318	0	0	0	-318
128	GOLDMAN SACHS GROUP INC	38141G104		12/21/2010	2/8/2012	1,398		0	1,999	-601	0	0	0	-601
129	GOLDMAN SACHS GROUP INC	38141G104		3/28/2011	2/8/2012	5,823		0	7,901	-2,078	0	0	0	-2,078
130	GOLDMAN SACHS GROUP INC	38141G104		4/12/2011	2/8/2012	8,968		0	12,412	-3,444	0	0	0	-3,444
131	GOLDMAN SACHS GROUP INC	38141G104		7/7/2011	2/8/2012	466		0	541	-75	0	0	0	-75
132	GOLDMAN SACHS GROUP INC	38141G104		10/11/2011	2/8/2012	1,747		0	1,420	327	0	0	0	327
133	GOLDMAN SACHS GROUP INC	38141G104		7/7/2011	2/8/2012	932		0	1,082	-150	0	0	0	-150
134	GOLDMAN SACHS GROUP INC	38141G104		7/7/2011	2/8/2012	466		0	541	-75	0	0	0	-75
135	GOLDMAN SACHS GROUP INC	38141G104		7/7/2011	2/8/2012	2,679		0	3,110	-431	0	0	0	-431
136	OPTION EXPIRED	0HX969971		11/18/2011	1/28/2012	337		0	0	337	0	0	0	337
137	WALT DISNEY CO	254687106		3/28/2011	1/20/2012	11,506		0	12,855	-1,349	0	0	0	-1,349
138	WALT DISNEY CO	254687106		10/11/2011	1/20/2012	3,298		0	2,840	458	0	0	0	458
139	WALT DISNEY CO	254687106		11/21/2007	1/20/2012	22,476		0	18,570	3,906	0	0	0	3,906
140	WALT DISNEY CO	254687106		11/30/2011	1/20/2012	537		0	495	42	0	0	0	42
141	WALT DISNEY CO	254687106		11/30/2011	2/8/2012	1,694		0	1,451	243	0	0	0	243
142	DODGE & COX INT'L STOCK FD 1048	256206103		3/22/2005	5/11/2012	2,000		0	2,094	-94	0	0	0	-94
143	DODGE & COX INT'L STOCK FD 1048	256206103		5/23/2008	7/6/2012	19,926		0	28,184	-8,258	0	0	0	-8,258
144	DODGE & COX INT'L STOCK FD 1048	256206103		12/28/2009	7/6/2012	34,327		0	50,246	-15,919	0	0	0	-15,919
145	DODGE & COX INT'L STOCK FD 1048	256206103		8/30/2007	7/6/2012	44,909		0	70,000	-25,091	0	0	0	-25,091
146	DODGE & COX INT'L STOCK FD 1048	256206103		12/28/2007	7/6/2012	71,483		0	110,726	-39,243	0	0	0	-39,243
147	DODGE & COX INT'L STOCK FD 1048	256206103		12/22/2008	7/6/2012	152,400		0	107,191	45,209	0	0	0	45,209
148	DODGE & COX INT'L STOCK FD 1048	256206103		12/21/2009	7/6/2012	19,166		0	20,111	-945	0	0	0	-945
149	DODGE & COX INT'L STOCK FD 1048	256206103		12/21/2010	7/6/2012	15,304		0	18,105	-2,801	0	0	0	-2,801
150	DODGE & COX INT'L STOCK FD 1048	256206103		3/22/2006	7/6/2012	7,424		0	7,947	-523	0	0	0	-523
151	E M C CORP MASS	268648102		11/11/2009	2/8/2012	15,068		0	9,798	5,270	0	0	0	5,270
152	E M C CORP MASS	268648102		3/30/2010	2/8/2012	17,049		0	11,752	5,297	0	0	0	5,297
153	E M C CORP MASS	268648102		3/28/2011	2/8/2012	3,934		0	4,105	-171	0	0	0	-171
154	JPMORGAN CHASE & CO	46625H100		3/30/2010	1/20/2012	6,209		0	7,899	-1,690	0	0	0	-1,690
155	JPMORGAN CHASE & CO	46625H100		3/28/2011	1/20/2012	10,594		0	13,936	-3,342	0	0	0	-3,342
156	JPMORGAN CHASE & CO	46625H100		10/10/2011	1/20/2012	10,443		0	9,606	837	0	0	0	837
157	JPMORGAN CHASE & CO	46625H100		10/11/2011	1/20/2012	686		0	603	83	0	0	0	83
158	JPMORGAN CHASE & CO	46625H100		10/11/2011	2/8/2012	2,356		0	1,981	375	0	0	0	375
159	JP MORGAN ALERIAN MLP INDEX	46625H365		3/28/2011	7/17/2012	39,522		0	37,580	1,942	0	0	0	1,942
160	JP MORGAN ALERIAN MLP INDEX	46625H365		5/16/2011	7/17/2012	31,659		0	28,816	2,843	0	0	0	2,843
161	JOHNSON CONTROLS INC	478366107		3/15/2011	2/8/2012	14,793		0	17,763	-2,970	0	0	0	-2,970
162	JOHNSON CONTROLS INC	478366107		3/29/2011	2/8/2012	2,014		0	2,519	-505	0	0	0	-505
163	JOHNSON CONTROLS INC	478366107		7/7/2011	2/8/2012	9,609		0	12,430	-2,821	0	0	0	-2,821
164	JOHNSON CONTROLS INC	478366107		3/28/2011	2/8/2012	1,948		0	2,437	-489	0	0	0	-489
165	KIMBERLY CLARK CORP COM	494368103		3/1/2012	7/26/2012	15,250		0	13,247	2,003	0	0	0	2,003
166	KIMBERLY CLARK CORP COM	494368103		3/1/2012	8/13/2012	17,436		0	15,274	2,162	0	0	0	2,162
167	BUY TO CLOSE WITH UBS @ 1.24	46Z981173		12/21/2011	1/10/2012	654		0	1,498	-844	0	0	0	-844
168	ELI LILLY & CO COM	532457108		3/1/2012	10/26/2012	22,887		0	17,858	5,029	0	0	0	5,029

Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

	Amount
Long Term CG Distributions	89,810
Short Term CG Distributions	0

	Description of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F.M.V. as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses
						4,975,727	0	2,116	4,793,542	184,301	0	0	0	184,301
169	LORILLARD INC	544147101		7/13/2012	10/16/2012	3,509		0	4,113	-604	0	0	0	-604
170	MICROSOFT CORP	594918104		8/22/2001	2/8/2012	3,230		0	3,244	-14	0	0	0	-14
171	MICROSOFT CORP	594918104		12/3/2002	2/8/2012	21,133		0	20,030	1,103	0	0	0	1,103
172	MICROSOFT CORP	594918104		10/11/2011	2/8/2012	11,884		0	10,584	1,300	0	0	0	1,300
173	MICROSOFT CORP	594918104		8/22/2001	2/8/2012	2,506		0	2,517	-11	0	0	0	-11
174	MORGAN STANLEY 5.550% 4/27/17	617446H61		3/28/2011	3/5/2012	101,999		0	105,600	-3,601	0	0	0	-3,601
175	NTT DOCOMO, INC. - ADR	62942M201		7/12/2012	10/16/2012	3,176		0	3,379	-203	0	0	0	-203
176	NESTLE S.A. REGISTERED SHARES - A	641069406		10/11/2011	2/8/2012	45,623		0	43,241	2,382	0	0	0	2,382
177	NOVARTIS AG - ADR	66987V109		11/11/2009	2/8/2012	16,884		0	16,036	848	0	0	0	848
178	NOVARTIS AG - ADR	66987V109		3/30/2010	2/8/2012	7,035		0	6,712	323	0	0	0	323
179	NOVARTIS AG - ADR	66987V109		12/2/2010	2/8/2012	2,814		0	2,710	104	0	0	0	104
180	NOVARTIS AG - ADR	66987V109		10/11/2011	2/8/2012	4,108		0	4,189	-81	0	0	0	-81
181	ORACLE CORPORATION	68389X105		6/3/2010	1/20/2012	21,601		0	18,200	3,401	0	0	0	3,401
182	ORACLE CORPORATION	68389X105		10/6/2010	1/20/2012	11,847		0	12,189	-342	0	0	0	-342
183	ORACLE CORPORATION	68389X105		12/2/2010	1/20/2012	2,717		0	2,774	-57	0	0	0	-57
184	SCHLUMBERGER LTD	806857108		11/11/2009	2/8/2012	7,178		0	5,950	1,228	0	0	0	1,228
185	SCHLUMBERGER LTD	806857108		3/30/2010	2/8/2012	19,940		0	15,788	4,152	0	0	0	4,152
186	SCHLUMBERGER LTD	806857108		6/4/2010	2/8/2012	11,166		0	7,836	3,330	0	0	0	3,330
187	SCHLUMBERGER LTD	806857108		3/28/2011	2/8/2012	319		0	364	-45	0	0	0	-45
188	SCHLUMBERGER LTD	806857108		10/11/2011	2/8/2012	9,252		0	7,603	1,649	0	0	0	1,649
189	SCHLUMBERGER LTD	806857108		3/28/2011	2/8/2012	1,276		0	1,457	-181	0	0	0	-181
190	STATOIL ASA 3.125% 8/17/17	85771PAB8		3/28/2011	3/5/2012	107,857		0	98,986	8,871	0	0	0	8,871
191	TJX COS INC NEW	872540109		6/28/2011	2/8/2012	42,007		0	31,276	10,731	0	0	0	10,731
192	TJX COS INC NEW	872540109		10/11/2011	2/8/2012	9,398		0	7,790	1,608	0	0	0	1,608
193	TARGET CORP	87612E106		12/3/2002	2/8/2012	15,711		0	10,428	5,283	0	0	0	5,283
194	TARGET CORP	87612E106		3/30/2010	2/8/2012	14,663		0	15,056	-393	0	0	0	-393
195	TARGET CORP	87612E106		3/28/2011	2/8/2012	6,284		0	5,963	321	0	0	0	321
196	TARGET CORP	87612E106		6/28/2011	2/8/2012	9,105		0	8,107	998	0	0	0	998
197	TARGET CORP	87612E106		10/11/2011	2/8/2012	1,309		0	1,310	-1	0	0	0	-1
198	TARGET CORP	87612E106		10/11/2011	2/8/2012	1,781		0	1,781	0	0	0	0	0
199	TELEFONICA SA - ADR	879382208		3/1/2012	6/18/2012	23,345		0	32,147	-8,802	0	0	0	-8,802
200	TELEFONICA SA - ADR	879382208		7/12/2012	8/2/2012	5,711		0	6,457	-746	0	0	0	-746
201	TEMPLETON GLOBAL BOND FD-ADV 6	880208400		7/18/2007	5/11/2012	30,447		0	27,246	3,201	0	0	0	3,201
202	TEMPLETON GLOBAL BOND FD-ADV 6	880208400		7/18/2007	5/11/2012	236		0	211	25	0	0	0	25
203	TEMPLETON GLOBAL BOND FD-ADV 6	880208400		8/15/2007	5/11/2012	725		0	624	101	0	0	0	101
204	TEMPLETON GLOBAL BOND FD-ADV 6	880208400		8/15/2007	5/11/2012	702		0	626	76	0	0	0	76
205	TEMPLETON GLOBAL BOND FD-ADV 6	880208400		10/17/2007	5/11/2012	63,990		0	57,019	6,971	0	0	0	6,971
206	TEMPLETON GLOBAL BOND FD-ADV 6	880208400		10/17/2007	12/11/2012	14,500		0	12,401	2,099	0	0	0	2,099
207	TEVA PHARMACEUTICAL INDUSTRIES	881624209		11/11/2009	2/8/2012	8,954		0	10,521	-1,567	0	0	0	-1,567
208	TEVA PHARMACEUTICAL INDUSTRIES	881624209		3/30/2010	2/8/2012	11,182		0	15,865	-4,683	0	0	0	-4,683
209	TEVA PHARMACEUTICAL INDUSTRIES	881624209		12/2/2010	2/8/2012	9,849		0	11,004	-1,155	0	0	0	-1,155
210	TEVA PHARMACEUTICAL INDUSTRIES	881624209		4/12/2011	2/8/2012	11,327		0	12,393	-1,066	0	0	0	-1,066
211	TEVA PHARMACEUTICAL INDUSTRIES	881624209		10/11/2011	2/8/2012	5,328		0	4,517	811	0	0	0	811
212	THERMO FISHER SCIENTIFIC INC	883556102		11/11/2009	2/8/2012	14,399		0	11,632	2,767	0	0	0	2,767
213	US BANCORP DEL NEW	902973304		10/11/2011	2/8/2012	1,294		0	1,063	231	0	0	0	231
214	UNILEVER PLC - ADR	904767704		3/1/2012	10/25/2012	19,747		0	17,611	2,136	0	0	0	2,136
215	UNION PACIFIC CORP	907818108		3/30/2010	1/20/2012	7,947		0	5,066	2,881	0	0	0	2,881
216	UNION PACIFIC CORP	907818108		3/30/2010	1/20/2012	6,095		0	4,054	2,041	0	0	0	2,041
217	UNION PACIFIC CORP	907818108		3/30/2010	1/20/2012	665		0	442	223	0	0	0	223
218	UNION PACIFIC CORP	907818108		5/14/2010	1/20/2012	7,758		0	5,247	2,511	0	0	0	2,511
219	UNION PACIFIC CORP	907818108		5/14/2010	2/8/2012	14,959		0	8,744	6,215	0	0	0	6,215
220	UNION PACIFIC CORP	907818108		8/25/2010	2/8/2012	16,695		0	10,364	6,331	0	0	0	6,331
221	UNION PACIFIC CORP	907818108		3/28/2011	2/8/2012	11,507		0	9,783	1,724	0	0	0	1,724
222	UNION PACIFIC CORP	907818108		10/11/2011	2/8/2012	3,567		0	2,829	738	0	0	0	738
223	UNITED PARCEL SERVICE-CL B	911312106		8/11/2011	1/20/2012	37,176		0	31,146	6,030	0	0	0	6,030
224	UNITED PARCEL SERVICE-CL B	911312106		8/11/2011	1/20/2012	604		0	508	96	0	0	0	96
225	UNITED PARCEL SERVICE-CL B	911312106		10/11/2011	2/8/2012	617		0	540	77	0	0	0	77
226	UNITED PARCEL SERVICE-CL B	911312106		8/11/2011	2/8/2012	1,312		0	1,076	236	0	0	0	236
227	US TREASURY NOTE 4.250% 9/30/12	912828HE3		3/7/2012	7/20/2012	50,398		0	51,161	-763	0	0	0	-763
228	UNITEDHEALTH GROUP INC	91324P102		11/11/2009	2/8/2012	9,431		0	5,327	4,104	0	0	0	4,104
229	UNITEDHEALTH GROUP INC	91324P102		3/30/2010	2/8/2012	20,728		0	13,272	7,456	0	0	0	7,456
230	UNITEDHEALTH GROUP INC	91324P102		3/28/2011	2/8/2012	12,855		0	10,867	1,988	0	0	0	1,988
231	UNITEDHEALTH GROUP INC	91324P102		10/11/2011	2/8/2012	7,514		0	6,727	787	0	0	0	787
232	VENTAS INC COM	92276F100		4/11/2012	8/13/2012	16,978		0	14,752	2,226	0	0	0	2,226
233	VODAFONE GROUP PLC NEW ADR	92857W209		11/11/2009	2/8/2012	22,072		0	17,832	4,240	0	0	0	4,240
234	VODAFONE GROUP PLC NEW ADR	92857W209		12/2/2010	2/8/2012	1,379		0	1,284	95	0	0	0	95
235	VODAFONE GROUP PLC NEW ADR	92857W209		10/11/2011	2/8/2012	10,870		0	10,532	338	0	0	0	338
236	VODAFONE GROUP PLC NEW ADR	92857W209		7/12/2012	12/27/2012	2,014		0	2,258	-244	0	0	0	-244
237	WAL-MART STORES INC 3.000% 2/03/1	931142CN1		4/7/2010	3/5/2012	104,846		0	101,934	2,912	0	0	0	2,912
238	WF ADV ULTR SHORT-TRMINCOME-I 31	949917744		2/3/2010	4/10/2012	75,000		0	74,297	703	0	0	0	703
239	WF ADV ULTR SHORT-TRMINCOME-I 31	949917744		2/3/2010	7/10/2012	39,080		0	38,742	338	0	0	0	338
240	WF ADV ULTR SHORT-TRMINCOME-I 31	949917744		8/7/2010	7/10/2012	48,920		0	48,805	115	0	0	0	115
241	WF ADV ULTR SHORT-TRMINCOME-I 31	949917744		9/7/2010	10/11/2012	28,349		0	28,195	154	0	0	0	154
242	WF ADV ULTR SHORT-TRMINCOME-I 31	949917744		2/8/2012	10/11/2012	7,891		0	7,845	46	0	0	0	46
243	COOPER INDUSTRIES PLC NEW IRELA	G24140108		5/8/2009	1/18/2012	5,586		0	3,350	2,236	0	0	0	2,236
244	COOPER INDUSTRIES PLC NEW IRELA	G24140108		11/11/2009	1/18/2012	11,172		0	8,491	2,681	0	0	0	2,681
245	COOPER INDUSTRIES PLC NEW IRELA	G24140108		5/8/2009	1/18/2012	4,190		0	2,512	1,678	0	0	0	1,678
246	COOPER INDUSTRIES PLC NEW IRELA	G24140108		12/2/2010	1/18/2012	1,397		0	1,402	-5	0	0	0	-5
247	COOPER INDUSTRIES PLC NEW IRELA	G24140108		12/2/2010	2/8/2012	4,570		0	4,206	364	0	0	0	364
248	MORGAN CREEK ABSLT RTRN FD LTD	TS0991089		12/27/2007	3/31/2012	15,975		0	24,965	-8,990	0	0	0	-8,990
249	MORGAN CREEK ABSLT RTRN FD LTD	TS0991089		12/27/2007	6/30/2012	7,170		0	11,965	-4,795	0	0	0	-4,795
250	MORGAN CREEK ABSLT RTRN FD LTD	TS0991089		12/27/2007	9/30/2012	9,535		0	14,440	-4,905	0	0	0	-4,905
251	THERMO FISHER SCIENTIFIC INC	883556102		3/30/2010	2/8/2012	1,384		0	1,293	91	0	0	0	91
252	THERMO FISHER SCIENTIFIC INC	883556102		12/2/2010	2/8/2012	5,548		0	5,164	384	0	0	0	384

Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

	Amount
Long Term CG Distributions	59,810
Short Term CG Distributions	0

	Description of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F.M.V. as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses
						4,975,727	0	2,116	4,793,542	184,301	0	0	0	184,301
253	THERMO FISHER SCIENTIFIC INC	883556102		4/12/2011	2/8/2012	16,503		0	16,513	-10	0	0	0	-10
254	THERMO FISHER SCIENTIFIC INC	883556102		10/11/2011	2/8/2012	4,929		0	4,648	281	0	0	0	281
255	3M CO	88579Y101		12/15/2010	1/20/2012	8,325		0	8,331	-6	0	0	0	-6
256	3M CO	88579Y101		12/15/2010	1/20/2012	2,081		0	2,084	-3	0	0	0	-3
257	3M CO	88579Y101		12/15/2010	1/20/2012	8,792		0	8,802	-10	0	0	0	-10
258	3M CO	88579Y101		3/28/2011	2/8/2012	14,094		0	14,827	-733	0	0	0	-733
259	3M CO	88579Y101		10/11/2011	2/8/2012	2,643		0	2,295	348	0	0	0	348
260	3M CO	88579Y101		10/11/2011	2/8/2012	881		0	765	116	0	0	0	116
261	3M CO	88579Y101		10/11/2011	2/8/2012	1,233		0	1,071	162	0	0	0	-162
262	3M CO	88579Y101		12/15/2010	2/8/2012	8,690		0	8,458	232	0	0	0	232
263	TOTAL CAPITAL SA 3.125% 10/02/15	89152UAA0		3/28/2011	3/6/2012	80,381		0	76,838	3,543	0	0	0	3,543
264	TRANSALTA CORP COM	89346D107		7/12/2012	12/27/2012	3,441		0	3,922	-481	0	0	0	-481
265	OPTION EXPIRED	9YJ89V747		12/5/2011	1/28/2012	118		0	0	118	0	0	0	118
266	TWEEDY BROWNE FD GLOBAL VALUE	901165100		8/22/2011	12/11/2012	27,500		0	23,410	4,090	0	0	0	4,090
267	US BANCORP DEL NEW	902973304		2/3/2011	2/8/2012	12,407		0	11,530	877	0	0	0	877
268	US BANCORP DEL NEW	902973304		3/28/2011	2/8/2012	12,495		0	11,457	1,038	0	0	0	1,038
269	US BANCORP DEL NEW	902973304		7/7/2011	2/8/2012	9,115		0	8,340	775	0	0	0	775
270	US BANCORP DEL NEW	902973304		10/11/2011	2/8/2012	1,323		0	1,087	236	0	0	0	236
271	ORACLE CORPORATION	68389X105		10/11/2011	1/20/2012	1,875		0	2,133	-258	0	0	0	-258
272	ORACLE CORPORATION	68389X105		10/11/2011	2/8/2012	1,098		0	1,175	-77	0	0	0	-77
273	PIMCO HIGH YIELD FD-INST 108	693390841		8/31/2010	5/11/2012	151,105		0	146,575	4,530	0	0	0	4,530
274	PHILIP MORRIS INTERNATIONAL IN	718172109		3/1/2012	4/11/2012	7,252		0	6,978	274	0	0	0	274
275	PHILIP MORRIS INTERNATIONAL IN	718172109		3/1/2012	7/26/2012	30,595		0	29,509	1,086	0	0	0	1,086
276	PHILLIPS 66	718546104		3/1/2012	8/3/2012	9,147		0	10,451	-1,304	0	0	0	-1,304
277	BUY TO CLOSE WITH UBS @ 1.12	71Q99W740		12/21/2011	1/10/2012	552		0	1,241	-689	0	0	0	-689
278	PIMCO EMERGING LOCAL BOND IS 33	72201F516		9/7/2010	12/11/2012	15,700		0	15,160	540	0	0	0	540
279	BUY TO CLOSE WITH UBS @ 0.45	72K982989		1/5/2012	1/10/2012	66		0	46	20	0	0	0	20
280	PROCTER & GAMBLE CO	742718109		3/1/2012	4/11/2012	7,168		0	7,212	-44	0	0	0	-44
281	PRUDENTIAL PLC - ADR	74435K204		7/12/2012	10/16/2012	1,819		0	1,484	335	0	0	0	335
282	RIDGEWORTH FD-MIDCAP VAL EQ I 54	76628R615		6/16/2011	12/11/2012	13,000		0	14,252	-1,252	0	0	0	-1,252
283	KONINKLIJKE KPN N.V. - ADR	780641205		7/12/2012	10/16/2012	3,234		0	3,725	-491	0	0	0	-491
284	ROYCE PENNSYLVANIA MUT FD-INV 2	780905840		8/1/2007	12/11/2012	24,000		2,116	26,226	-110	0	0	0	-110
285	ASGI Mesirow Sale of Pship			1/1/2008	12/31/2013	424,928			413,818	11,110	0	0	0	11,110
286	RICI Linked Pam S-ship Gain					4,545			0	4,545	0	0	0	4,545
287	ASGI P-ship Gain				-				59,607	-59,607	0	0	0	-59,607
288	Sustainable Woodlands P-Ship gain					8,502			0	8,502	0	0	0	8,502
289	ALPHAMETRIX P-ship Gain								13,581	-13,581	0	0	0	-13,581

Part VIII, Line 1 (990-PF) - Compensation of Officers, Directors, Trustees and Foundation Managers

										76,746	0	0
	Name	Check "X" if Business	Street	City	State	Zip Code	Foreign Country	Title	Avg Hrs Per Week	Compensation	Benefits	Expense Account
1	Wells Fargo Bank N.A. Trust Tax D	X	101N Indepndence Mall E MACY1372	Philadelphia	PA	19106-2112		TRUSTEE	4.00	76,746	0	0
2												

Part VI, Line 6a (990-PF) - Estimated Tax Payments

		Date		Amount
1	Credit from prior year return		1	3,906
2	First quarter estimated tax payment	12/11/2012	2	1,805
3	Second quarter estimated tax payment		3	
4	Third quarter estimated tax payment		4	
5	Fourth quarter estimated tax payment		5	
6	Other payments		6	0
7	Total		7	5,711

Account Name: BOY SCOUTS AK, RASMUSON ENDOWMENT
Account Number: 433924008
EIN: 92-6031574
Tax Year: 12/31/2013

On behalf of Wells Fargo Bank N.A., the trustee, we are filing the above return to correct the Minimum Investment Return. For the above account we inadvertently left out the data for a sub account which caused the FMV of all assets to be lower than it should have been.

Form **8868**

(Rev. January 2013)

Department of the Treasury
Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

▶ File a separate application for each return.

OMB No. 1545-1709

- If you are filing for an **Automatic 3-Month Extension, complete only Part I** and check this box . . . ▶ ☐
- If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** (on page 2 of this form).

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.

Electronic filing (*e-file*). You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit *www.irs.gov/efile* and click on *e-file for Charities & Nonprofits.*

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension—check this box and complete Part I only . . . ▶ ☐

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

Enter filer's identifying number, see instructions

Type or print	Name of exempt organization or other filer, see instructions.	Employer identification number (EIN) or
File by the due date for filing your return. See instructions.	BOY SCOUTS AK, RASMUSON ENDOWMENT	92-6031574
	Number, street, and room or suite no. If a P.O. box, see instructions.	Social security number (SSN)
	Wells Fargo Bank, N.A. Tax Trust Dept - 1 W 4th St 4th Flor, MAC d4000-041	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions.	
	Winston Salem NC 19106-2112	

Enter the Return code for the return that this application is for (file a separate application for each return) . . . 04

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

- The books are in the care of ▶ WELLS FARGO BANK N.A

  Telephone No. ▶ (888) 730-4933 FAX No. ▶
- If the organization does not have an office or place of business in the United States, check this box . . . ▶ ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ______. If this is for the whole group, check this box . . . ▶ ☐. If it is for part of the group, check this box. . . . ▶ ☐ and attach a list with the names and EINs of all members the extension is for.

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until 8/15/2013, to file the exempt organization return for the organization named above. The extension is for the organization's return for:

▶ ☒ calendar year 2012 or

▶ ☐ tax year beginning ______, and ending ______.

2 If the tax year entered in line 1 is for less than 12 months, check reason: ☐ Initial return ☐ Final return ☐ Change in accounting period

3a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	$ 9,000
b	If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	$ 0
c	**Balance due.** Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	$ 9,000

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.