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

OMB No 1545-0052

2012

Department of the Treasury
Internal Revenue Service

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

For calendar year 2012, or tax year beginning

, 2012, and ending

HUGH STUART CENTER CHARITABLE TRUST
96 NORTH THIRD STREET #500
SAN JOSE, CA 95112A Employer identification number
94-2455308B Telephone number (see the instructions)
408-293-0463C If exemption application is pending, check here ☐D 1 Foreign organizations, check here ☐2 Foreign organizations meeting the 85% test, check here and attach computation ☐E If private foundation status was terminated under section 507(b)(1)(A), check here ☐F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity
☐ Final return ☐ Amended return
☐ Address change ☐ Name changeH Check type of organization ☒ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundationI Fair market value of all assets at end of year (from Part II, column (c), line 16)
\$ 22,598,438.
J Accounting method ☒ Cash ☐ Accrual
☐ Other (specify) (Part I, column (d) must be on cash basis)

Part I Analysis of Revenue and Expenses

(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions).)

(a) Revenue and expenses per books

(b) Net investment income

(c) Adjusted net income

(d) Disbursements for charitable purposes (cash basis only)

REVENUE	1	Contributions, gifts, grants, etc., received (att sch)				
	2	Ch <input checked="" type="checkbox"/> if the foundn is not req to att Sch B				
	3	Interest on savings and temporary cash investments	302.	302.	302.	
	4	Dividends and interest from securities	964,031.	964,031.	964,031.	
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain/(loss) from sale of assets not on line 10	269,529.			
	b	Gross sales price for all assets on line 6a	1,548,544.			
	7	Capital gain net income (from Part IV, line 2)		269,529.		
	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/(loss) (att sch)					
11	Other income (attach schedule)					
12	Total. Add lines 1 through 11	1,233,862.	1,233,862.	964,333.		
ADMINISTRATIVE EXPENSES	13	Compensation of officers, directors, trustees, etc	280,646.	56,130.		224,516.
	14	Other employee salaries and wages	37,992.	7,598.		30,394.
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule) SEE ST 1	272.	163.		109.
	b	Accounting fees (attach sch) SEE ST 2	17,350.	17,350.		
	c	Other prof fees (attach sch)				
	17	Interest				
	18	Taxes (attach schedule)(see instrs) SEE STM 3	4,955.	4,955.		
	19	Depreciation (attach sch) and depletion				
	20	Occupancy	37,489.	22,493.		14,996.
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule) SEE STATEMENT 4	62,920.	61,799.		1,121.
	24	Total operating and administrative expenses. Add lines 13 through 23	441,624.	170,488.		271,136.
	25	Contributions, gifts, grants paid PART XV	552,475.			552,475.
26	Total expenses and disbursements. Add lines 24 and 25	994,099.	170,488.	0.	823,611.	
27	Subtract line 26 from line 12:					
a	Excess of revenue over expenses and disbursements	239,763.				
b	Net investment income (if negative, enter -0-)		1,063,374.			
c	Adjusted net income (if negative, enter -0-)			964,333.		

Part II Balance Sheets

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

Beginning of year

End of year

(a) Book Value

(b) Book Value

(c) Fair Market Value

ASSETS	1	Cash — non-interest-bearing	50.	50.	50.
	2	Savings and temporary cash investments	664,278.	763,567.	763,567.
	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 sch)			
		Less: allowance for doubtful accounts			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments — U.S. and state government obligations (attach schedule)			
	b	Investments — corporate stock (attach schedule)	10,306,094.	10,459,705.	21,358,133.
	c	Investments — corporate bonds (attach schedule)	59,092.	64,409.	66,276.
	LIABILITIES	11	Investments — land, buildings, and equipment basis		
		Less: accumulated depreciation (attach schedule)			
12		Investments — mortgage loans	18,455.		
13		Investments — other (attach schedule)	125,000.	125,000.	410,412.
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)	11,172,969.	11,412,731.	22,598,438.
17		Accounts payable and accrued expenses			
18		Grants payable			
19	Deferred revenue				
20	Loans from officers, directors, trustees, & other disqualified persons				
21	Mortgages and other notes payable (attach schedule)				
22	Other liabilities (describe)	1.			
23	Total liabilities (add lines 17 through 22)	1.	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	15,995,613.	16,265,142.	
	28	Paid-in or capital surplus, or land, building, and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	-4,822,645.	-4,852,411.	
	30	Total net assets or fund balances (see instructions)	11,172,968.	11,412,731.	
	31	Total liabilities and net assets/fund balances (see instructions)	11,172,969.	11,412,731.	

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	11,172,968.
2	Enter amount from Part I, line 27a	2	239,763.
3	Other increases not included in line 2 (itemize)	3	
4	Add lines 1, 2, and 3	4	11,412,731.
5	Decreases not included in line 2 (itemize)	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) — Part II, column (b), line 30	6	11,412,731.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shares MLC Company)		(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1 a SEE STATEMENT 10		P	VARIOUS	VARIOUS
b				
c				
d				
e				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 1,548,544.		1,279,015.	269,529.
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	
a			269,529.
b			
c			
d			
e			

2 Capital gain net income or (net capital loss) [If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7]		2	269,529.
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 (column (b) divided by column (c))
2011	1,170,139.	21,477,048.	0.054483
2010	865,370.	20,921,098.	0.041364
2009	632,938.	18,117,938.	0.034934
2008	1,102,877.	22,783,477.	0.048407
2007	1,026,741.	27,411,746.	0.037456

2 Total of line 1, column (d)	2	0.216644
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	0.043329
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	20,744,595.
5 Multiply line 4 by line 3	5	898,843.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	10,634.
7 Add lines 5 and 6	7	909,477.
8 Enter qualifying distributions from Part XII, line 4	8	823,611.

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

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

1 a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter 'N/A' on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary – see instrs)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b		1	21,267.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	21,267.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	21,267.
6 Credits/Payments.			
a 2012 estimated tax pmts and 2011 overpayment credited to 2012	6 a	10,000.	
b Exempt foreign organizations – tax withheld at source	6 b		
c Tax paid with application for extension of time to file (Form 8868)	6 c		
d Backup withholding erroneously withheld	6 d		
7 Total credits and payments. Add lines 6a through 6d	7	10,000.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	11,267.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		
11 Enter the amount of line 10 to be. Credited to 2013 estimated tax	11		
	Refunded		

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?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)? <i>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</i>		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation <input type="checkbox"/> \$ 0. (2) On foundation managers <input type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If 'Yes,' attach a detailed description of the activities</i>		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? <i>If 'Yes,' attach a conformed copy of the changes</i>		X
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If 'Yes,' has it filed a tax return on Form 990-T for this year?		N/A
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If 'Yes,' attach the statement required by General Instruction T</i>		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If 'Yes,' complete Part II, column (c), and Part XV</i>	X	
8 a Enter the states to which the foundation reports or with which it is registered (see instructions) CA		
b If the answer is 'Yes' to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by <i>General Instruction G</i> ? <i>If 'No,' attach explanation</i>	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)? <i>If 'Yes,' complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If 'Yes,' attach a schedule listing their names and addresses</i>		X

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If 'Yes', attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If 'Yes,' attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address <u>N/A</u>	13	X	
14	The books are in care of <u>ART LUND, TRUSTEE</u> Telephone no <u>(408) 605-3447</u> Located at <u>1750 TAYLOR ST., SUITE 1402 SAN FRANCISCO CA</u> ZIP + 4 <u>94133</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year <u>N/A</u>			
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If 'Yes,' enter the name of the foreign country			

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

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

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

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Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5 a** During the year did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ 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)?

5 b 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).

6 a 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?

6 b X

If 'Yes' to 6b, file Form 8870

7 a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?☐ Yes ☒ No**b** If 'Yes,' did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

7 b

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
ARTHUR K. LUND 1750 TAYLOR ST., SUITE 1402 SAN FRANCISCO, CA 94133	TRUSTEE 15.00	140,323.	0.	0.
SHIRLEY ONEAL 20755 SCENIC VISTA DR. SAN JOSE, CA 95120	TRUSTEE 15.00	140,323.	0.	0.

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

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

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

0

Part 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	1 a	21,014,697.
b	Average of monthly cash balances	1 b	594,256.
c	Fair market value of all other assets (see instructions)	1 c	
d	Total (add lines 1a, b, and c)	1 d	21,608,953.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1 e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	21,608,953.
4	Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	864,358.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	20,744,595.
6	Minimum investment return. Enter 5% of line 5	6	1,037,230.

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	1,037,230.
2 a	Tax on investment income for 2012 from Part VI, line 5	2 a	21,267.
b	Income tax for 2012 (This does not include the tax from Part VI.)	2 b	
c	Add lines 2a and 2b	2 c	21,267.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	1,015,963.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	1,015,963.
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	1,015,963.

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	1 a	823,611.
b	Program-related investments — total from Part IX-B	1 b	
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)	3 a	
b	Cash distribution test (attach the required schedule)	3 b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	823,611.
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	823,611.

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				1,015,963.
2 Undistributed income, if any, as of the end of 2012.				
a Enter amount for 2011 only			693,726.	
b Total for prior years: 20____, 20____, 20____		0.		
3 Excess distributions carryover, if any, to 2012:				
a From 2007				
b From 2008				
c From 2009				
d From 2010				
e From 2011				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2012 from Part XII, line 4. ▶ \$ 823,611.				
a Applied to 2011, but not more than line 2a			693,726.	
b Applied to undistributed income of prior years (Election required — see instructions)		0.		
c Treated as distributions out of corpus (Election required — see instructions)	0.			
d Applied to 2012 distributable amount				129,885.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount — see instructions.		0.		
e Undistributed income for 2011. Subtract line 4a from line 2a. Taxable amount — see instructions.			0.	
f Undistributed income for 2012. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013				886,078.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	0.			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)	0.			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9.				
a Excess from 2008				
b Excess from 2009				
c Excess from 2010				
d Excess from 2011				
e Excess from 2012				

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<i>a Paid during the year</i> SEE ATTACHED STATEMENT ,	SEE ATTACHED		SEE ATTACHED STATEMENT	552,475.
Total			▶ 3a	552,475.
<i>b Approved for future payment</i>				
Total			▶ 3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions.)
		(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	
1	Program service revenue					
a						
b						
c						
d						
e						
f						
g	Fees and contracts from government agencies					
2	Membership dues and assessments					
3	Interest on savings and temporary cash investments			14	302.	
4	Dividends and interest from securities			14	964,031.	
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	269,529.	
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory					
11	Other revenue					
a						
b						
c						
d						
e						
12	Subtotal. Add columns (b), (d), and (e)				1,233,862.	
13	Total. Add line 12, columns (b), (d), and (e)				13	1,233,862.

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

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

[illegible]

HUGH STUART CENTER CHARITABLE TRUST

94-2455308

STATEMENT 1
FORM 990-PF, PART I, LINE 16A
LEGAL FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL	\$ 272.	\$ 163.		\$ 109.
TOTAL	<u>\$ 272.</u>	<u>\$ 163.</u>	<u>\$ 0.</u>	<u>\$ 109.</u>

STATEMENT 2
FORM 990-PF, PART I, LINE 16B
ACCOUNTING FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING	\$ 17,350.	\$ 17,350.		
TOTAL	<u>\$ 17,350.</u>	<u>\$ 17,350.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>

STATEMENT 3
FORM 990-PF, PART I, LINE 18
TAXES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES WITHHELD	\$ 4,870.	\$ 4,870.		
TAXES AND LICENSES	85.	85.		
TOTAL	<u>\$ 4,955.</u>	<u>\$ 4,955.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>

STATEMENT 4
FORM 990-PF, PART I, LINE 23
OTHER EXPENSES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ADMINISTRATIVE COSTS	\$ 2,407.	\$ 1,444.		\$ 963.
FINANCIAL ADVISORS	43,705.	43,705.		
INSURANCE	1,575.	1,417.		158.
SERVICE FEES	15,233.	15,233.		
TOTAL	<u>\$ 62,920.</u>	<u>\$ 61,799.</u>	<u>\$ 0.</u>	<u>\$ 1,121.</u>

HUGH STUART CENTER CHARITABLE TRUST

94-2455308

STATEMENT 5
FORM 990-PF, PART X, LINE 4
EXPLANATION OF CASH DEEMED HELD FOR CHARITABLE ACTIVITIES

HISTORICALLY, THE PRIVATE FOUNDATION HAS USED CASH AMOUNTS EXCEEDING THE 1.5% FOR CHARITABLE PURPOSES. BASED ON A FIVE YEAR HISTORICAL TREND, THE PERCENTAGE APPROXIMATES 4% AND THEREFORE THAT IS THE AMOUNT DEEMED HELD FOR CHARITABLE PURPOSES.

STATEMENT 6
FORM 990-PF, PART XV, LINE 2A-D
APPLICATION SUBMISSION INFORMATION

NAME OF GRANT PROGRAM:	
NAME:	HUGH STUART CENTER CHARITABLE TRUST
CARE OF:	ART LUND
STREET ADDRESS:	96 NORTH THIRD STREET, #500
CITY, STATE, ZIP CODE:	SAN JOSE, CA 95112
TELEPHONE:	(408) 293-0463
E-MAIL ADDRESS:	
FORM AND CONTENT:	THERE IS NO PRESCRIBED FORMAT IN WHICH APPLICATIONS SHOULD BE SUBMITTED; HOWEVER THE CHARITABLE ORGANIZATION MUST PROVIDE PROOF OF THEIR 501(C)(3) STATUS.
SUBMISSION DEADLINES:	THERE IS NO SUBMISSION DEADLINE
RESTRICTIONS ON AWARDS:	THERE ARE NO RESTRICTIONS.

FEDERAL STATEMENTS
HUGH STUART CENTER CHARITABLE TRUST

Statement 7
Form 990-PF, Part II, Line 10B
Investments - Corporate Stocks

Corporate Stocks			Book Value	Fair Market Value
1.00	Shares	Great Lakes Paper	\$ 2,843.50	\$ 2,843.50
58,581.00	Shares	Bellavista Capital/Primecore	496,962.07	82,599.21
14,285.00	Shares	Community Bank of the Bay	50,000.00	41,426.50
650.00	Shares	Automatic Data Proc	24,498.24	37,004.50
750.00	Shares	Automatic Data Proc	33,482.45	42,697.50
1,300.00	Shares	Bank Of America Corp	49,086.24	15,093.00
550.00	Shares	Boeing Co	24,021.29	41,448.00
600.00	Shares	BP PLC ADR	26,773.69	24,984.00
350.00	Shares	Caterpillar Inc	26,703.45	31,362.98
1,200.00	Shares	Cisco Systems Inc.	23,180.95	23,579.28
2,000.00	Shares	Coca Cola Company	41,958.00	72,500.00
750.00	Shares	Diebold Incorporated	31,278.80	22,957.50
1,000.00	Shares	DTE Energy Company	41,516.05	60,050.00
		Progress Energy Inc became		
609.00	Shares	Duke Energy Corp (Stock Merger)	32,878.58	38,854.20
300.00	Shares	Emerson Electric Co	13,778.83	15,888.00
600.00	Shares	Emerson Electric Co	20,434.63	31,776.00
1,900.00	Shares	General Electric Company	59,320.92	39,881.00
750.00	Shares	HCP Inc	21,996.70	33,870.00
2,000.00	Shares	Intel Corp	67,453.75	41,240.00
1,100.00	Shares	Johnson & Johnson	64,599.30	77,110.00
700.00	Shares	JP Morgan Chase	30,634.88	30,778.37
1,000.00	Shares	Kinder Morgan Energy Lp	17,985.88	79,790.00
800.00	Shares	Marathon Oil Corp.	24,142.16	24,528.00
550.00	Shares	Nucor Corp.	28,211.25	23,738.00
1,100.00	Shares	Oracle Corporation	25,253.95	36,652.00
400.00	Shares	Proctor & Gamble	20,266.35	27,156.00
100.00	Shares	Proctor & Gamble Exchange Offer	6,205.05	6,789.00
750.00	Shares	Scana Corporation	29,498.95	34,230.00
100.00	Shares	Walgreen Company	4,506.24	3,701.00
100.00	Shares	Walgreen Company	4,506.24	3,701.00
200.00	Shares	Walgreen Company	9,012.49	7,402.00
400.00	Shares	Walgreen Company	18,024.98	14,804.00
500.00	Shares	Cnb Invt Tr II Exchangeable Pfd Ser B 12%	500,000.00	500,000.00
2,184.05	Shares	Dodge & Cox Intl Stock	87,842.68	75,655.49
446.02	Shares	Dodge & Cox Intl Stock	19,455.28	15,450.03
9,624.60	Shares	Dodge & Cox Intl Stock	450,000.00	333,396.14
136.36	Shares	Dodge & Cox Intl Stock	5,948.11	4,723.58
535.03	Shares	Dodge & Cox Intl Stock	23,338.07	18,533.47
348.09	Shares	Dodge & Cox Intl Stock	16,067.61	12,057.66

FEDERAL STATEMENTS
HUGH STUART CENTER CHARITABLE TRUST

Corporate Stocks			Book Value	Fair Market Value
1,175.17	Shares	Dodge & Cox Intl Stock	54,245.74	40,707.82
1,278.68	Shares	Dodge & Cox Intl Stock	59,023.86	44,293.48
142.12	Shares	Dodge & Cox Intl Stock	2,978.78	4,922.93
2,226.50	Shares	Dodge & Cox Intl Stock	46,667.49	77,126.03
3,605.04	Shares	Dodge & Cox Intl Stock	75,561.61	124,878.65
601.25	Shares	Dodge & Cox Intl Stock	18,801.19	20,827.40
558.85	Shares	Dodge & Cox Intl Stock	19,766.33	19,358.39
599.80	Shares	Dodge & Cox Intl Stock	17,352.07	20,776.90
507.41	Shares	Dodge & Cox Intl Stock	17,525.78	17,576.51
43,447.74	Shares	IVA INTL FD CL	690,000.00	676,915.73
718.75	Shares	IVA INTL FD CL	10,457.87	11,198.19
798.18	Shares	IVA INTL FD CL	11,613.58	12,435.71
1,581.74	Shares	IVA INTL FD CL	23,014.27	24,643.46
1,427.60	Shares	IVA INTL FD CL	22,142.13	22,242.05
850.20	Shares	IVA INTL FD CL	13,186.60	13,246.12
21,494.36	Shares	Pimco Commodity Real Return Strat	159,508.06	142,722.52
331.30	Shares	Pimco Commodity Real Return Strat	2,670.29	2,199.84
662.12	Shares	Pimco Commodity Real Return Strat	5,502.20	4,396.46
692.30	Shares	Pimco Commodity Real Return Strat	5,489.92	4,596.86
777.68	Shares	Pimco Commodity Real Return Strat	5,848.15	5,163.80
849.02	Shares	Pimco Commodity Real Return Strat	6,758.21	5,637.50
652.73	Shares	Pimco Commodity Real Return Strat	6,063.84	4,334.11
695.99	Shares	Pimco Commodity Real Return Strat	6,500.57	4,621.39
1,394.32	Shares	Pimco Commodity Real Return Strat	12,367.63	9,258.29
1,386.23	Shares	Pimco Commodity Real Return Strat	11,713.63	9,204.55
132.18	Shares	Pimco Commodity Real Return Strat	1,003.21	877.64
555.50	Shares	Pimco Commodity Real Return Strat	4,216.27	3,688.54
3,806.58	Shares	Pimco Commodity Real Return Strat	24,856.97	25,275.69
293.61	Shares	Pimco Commodity Real Return Strat	1,973.06	1,949.57
230.61	Shares	Pimco Commodity Real Return Strat	1,397.52	1,531.28
270.50	Shares	Pimco Commodity Real Return Strat	1,898.94	1,796.15
249.08	Shares	Pimco Commodity Real Return Strat	1,688.77	1,653.90
101.12	Shares	Pimco Commodity Real Return Strat	685.56	671.40
101.54	Shares	Pimco Commodity Real Return Strat	675.25	674.23
107,159.85	Shares	Pimco Total Return Fund Instl	1,175,553.93	1,204,476.71
7,011.23	Shares	Pimco Total Return Fund Instl	75,000.00	78,806.23
14,927.61	Shares	Pimco Total Return Fund Instl	165,000.00	167,786.29
437.58	Shares	Pimco Total Return Fund Instl	4,830.91	4,918.42
573.85	Shares	Pimco Total Return Fund Instl	6,249.26	6,450.11
2,062.98	Shares	Pimco Total Return Fund Instl	22,465.80	23,187.84
838.84	Shares	Pimco Total Return Fund Instl	9,059.52	9,428.61
633.96	Shares	Pimco Total Return Fund Instl	6,948.18	7,125.69
624.58	Shares	Pimco Total Return Fund Instl	6,864.17	7,020.31
654.42	Shares	Pimco Total Return Fund Instl	7,224.79	7,355.67
670.24	Shares	Pimco Total Return Fund Instl	7,459.72	7,533.44

FEDERAL STATEMENTS
HUGH STUART CENTER CHARITABLE TRUST

Corporate Stocks			Book Value	Fair Market Value
615.61	Shares	Pimco Total Return Fund Instl	6,833.25	6,919.43
676.52	Shares	Pimco Total Return Fund Instl	7,617.58	7,604.05
635.77	Shares	Pimco Total Return Fund Instl	7,247.79	7,146.07
584.66	Shares	Pimco Total Return Fund Instl	6,746.96	6,571.57
598.78	Shares	Pimco Total Return Fund Instl	6,945.89	6,730.33
655.70	Shares	Pimco Total Return Fund Instl	7,665.18	7,370.11
686.90	Shares	Pimco Total Return Fund Instl	7,892.49	7,720.77
3,728.41	Shares	Pimco Total Return Fund Instl	40,266.87	41,907.37
8,154.03	Shares	Pimco Total Return Fund Instl	88,063.56	91,651.33
814.33	Shares	Pimco Total Return Fund Instl	8,835.46	9,153.05
683.61	Shares	Pimco Total Return Fund Instl	7,417.14	7,683.74
708.26	Shares	Pimco Total Return Fund Instl	7,705.89	7,960.86
712.63	Shares	Pimco Total Return Fund Instl	7,753.37	8,009.92
683.68	Shares	Pimco Total Return Fund Instl	7,540.95	7,684.52
687.71	Shares	Pimco Total Return Fund Instl	7,606.07	7,729.86
656.70	Shares	Pimco Total Return Fund Instl	7,217.14	7,381.32
423.50	Shares	Pimco Total Return Fund Instl	4,700.82	4,760.11
400.98	Shares	Pimco Total Return Fund Instl	4,414.76	4,506.98
456.00	Shares	Pimco Total Return Fund Instl	4,920.23	5,125.43
438.38	Shares	Pimco Total Return Fund Instl	4,782.69	4,927.36
482.16	Shares	Pimco Total Return Fund Instl	5,197.72	5,419.51
972.49	Shares	Pimco Total Return Fund Instl	10,532.06	10,930.78
474.63	Shares	Pimco Total Return Fund Instl	5,159.20	5,334.81
441.03	Shares	Pimco Total Return Fund Instl	4,904.21	4,957.13
412.93	Shares	Pimco Total Return Fund Instl	4,591.78	4,641.33
526.80	Shares	Pimco Total Return Fund Instl	5,842.21	5,921.23
512.25	Shares	Pimco Total Return Fund Instl	5,747.41	5,757.66
567.02	Shares	Pimco Total Return Fund Instl	6,395.93	6,373.25
474.67	Shares	Pimco Total Return Fund Instl	5,363.80	5,335.32
365.82	Shares	Pimco Total Return Fund Instl	4,195.95	4,111.82
394.07	Shares	Pimco Total Return Fund Instl	4,531.77	4,429.31
317.16	Shares	Pimco Total Return Fund Instl	3,672.76	3,564.92
465.87	Shares	Pimco Total Return Fund Instl	5,399.46	5,236.40
477.74	Shares	Pimco Total Return Fund Instl	5,551.31	5,369.78
2,255.58	Shares	Pimco Total Return Fund Instl	25,623.39	25,352.72
1,655.59	Shares	Pimco Total Return Fund Instl	18,807.52	18,608.85
1,722.26	Shares	Pimco Total Return Fund Instl	19,358.24	19,358.24
378.83	Shares	Pimco Total Return Fund Instl	4,257.99	4,257.99
38,283.79	Shares	Pimco Unconstrained BD FD	425,000.00	439,497.89
1.69	Shares	Pimco Unconstrained BD FD	18.76	19.40
54.37	Shares	Pimco Unconstrained BD FD	602.92	624.12
44.45	Shares	Pimco Unconstrained BD FD	488.92	510.25
48.43	Shares	Pimco Unconstrained BD FD	529.78	555.93
45.36	Shares	Pimco Unconstrained BD FD	497.12	520.71

FEDERAL STATEMENTS
HUGH STUART CENTER CHARITABLE TRUST

Corporate Stocks			Book Value	Fair Market Value
0.04	Shares	Pimco Unconstrained BD FD	0.48	0.51
53.87	Shares	Pimco Unconstrained BD FD	587.68	618.38
288.60	Shares	Pimco Unconstrained BD FD	3,139.97	3,313.13
38.32	Shares	Pimco Unconstrained BD FD	417.27	439.88
25.17	Shares	Pimco Unconstrained BD FD	277.11	288.94
52.96	Shares	Pimco Unconstrained BD FD	584.15	607.98
86.19	Shares	Pimco Unconstrained BD FD	951.54	989.46
78.10	Shares	Pimco Unconstrained BD FD	871.55	896.54
82.61	Shares	Pimco Unconstrained BD FD	934.30	948.34
65.96	Shares	Pimco Unconstrained BD FD	749.92	757.17
38.98	Shares	Pimco Unconstrained BD FD	447.04	447.43
35.39	Shares	Pimco Unconstrained BD FD	407.68	406.27
30.47	Shares	Pimco Unconstrained BD FD	354.61	349.74
40.03	Shares	Pimco Unconstrained BD FD	467.57	459.57
44.34	Shares	Pimco Unconstrained BD FD	517.85	508.98
46.34	Shares	Pimco Unconstrained BD FD	539.84	531.96
678.44	Shares	Pimco Unconstrained BD FD	7,788.50	7,788.50
29.35	Shares	Pimco Unconstrained BD FD	336.92	336.92
6,191.53	Shares	RS Global Natural Resources Fund	255,648.07	230,510.48
40.96	Shares	RS Global Natural Resources Fund	1,394.95	1,524.79
18.66	Shares	RS Global Natural Resources Fund	683.08	694.82
7.94	Shares	RS Global Natural Resources Fund	290.43	295.42
30,704.48	Shares	Templeton Global Bond	425,000.00	409,597.80
5,901.08	Shares	Templeton Global Bond	77,000.00	78,720.37
117.58	Shares	Templeton Global Bond	1,627.34	1,568.54
119.10	Shares	Templeton Global Bond	1,630.49	1,588.81
123.11	Shares	Templeton Global Bond	1,633.69	1,642.31
126.51	Shares	Templeton Global Bond	1,637.09	1,687.70
128.32	Shares	Templeton Global Bond	1,643.75	1,711.76
201.81	Shares	Templeton Global Bond	2,474.21	2,692.17
638.39	Shares	Templeton Global Bond	7,826.65	8,516.11
134.25	Shares	Templeton Global Bond	1,691.58	1,790.92
129.47	Shares	Templeton Global Bond	1,698.64	1,727.13
129.99	Shares	Templeton Global Bond	1,711.94	1,734.04
156.73	Shares	Templeton Global Bond	2,026.53	2,090.79
161.93	Shares	Templeton Global Bond	2,038.65	2,160.09
162.33	Shares	Templeton Global Bond	2,035.57	2,165.43
159.43	Shares	Templeton Global Bond	2,051.88	2,126.81
156.85	Shares	Templeton Global Bond	2,064.19	2,092.42
125.73	Shares	Templeton Global Bond	1,676.03	1,677.29
125.97	Shares	Templeton Global Bond	1,689.28	1,680.47
126.27	Shares	Templeton Global Bond	1,690.73	1,684.42
5.10	Shares	Templeton Global Bond	67.37	68.09
771.87	Shares	Templeton Global Bond	10,188.70	10,296.76

FEDERAL STATEMENTS
HUGH STUART CENTER CHARITABLE TRUST

Corporate Stocks			Book Value	Fair Market Value
510.08	Shares	Templeton Global Bond	6,733.02	6,804.43
340.00	Shares	Actuant Corp Cl	9,789.19	9,489.40
85.00	Shares	Alterra Capital Hldgs	1,885.33	2,396.15
40.00	Shares	Alterra Capital Hldgs	913.95	1,127.60
200.00	Shares	Alterra Capital Hldgs	4,834.25	5,638.00
50.00	Shares	Alterra Capital Hldgs	875.70	1,409.50
130.00	Shares	Alterra Capital Hldgs	2,546.75	3,664.70
160.00	Shares	Alterra Capital Hldgs	3,040.95	4,510.40
160.00	Shares	Alterra Capital Hldgs	3,253.32	4,510.40
220.00	Shares	Alterra Capital Hldgs	5,359.13	6,201.80
40.00	Shares	Amern Eqty Invt Life Hld	527.49	488.40
470.00	Shares	Amern Eqty Invt Life Hld	6,498.49	5,738.70
775.00	Shares	Amern Eqty Invt Life Hld	7,210.56	9,462.75
180.00	Shares	Amern Eqty Invt Life Hld	1,047.96	2,197.80
530.00	Shares	Aspen Insurance Holding	14,362.37	17,002.40
180.00	Shares	Bank of The Ozarks Inc	3,577.00	6,024.60
200.00	Shares	Bank of The Ozarks Inc	4,230.85	6,694.00
50.00	Shares	Belden Inc.	1,603.22	2,249.50
220.00	Shares	Belden Inc.	7,504.48	9,897.80
80.00	Shares	Belden Inc.	1,918.87	3,599.20
210.00	Shares	Berry Petroleum Co.	7,857.03	7,045.50
70.00	Shares	Berry Petroleum Co.	2,667.13	2,348.50
150.00	Shares	Berry Petroleum Co.	6,095.80	5,032.50
360.00	Shares	Blackbaud	8,997.69	8,218.80
140.00	Shares	Blackbaud	3,423.48	3,196.20
184.00	Shares	Bob Evans Farms Inc	5,239.43	7,396.80
250.00	Shares	Bob Evans Farms Inc	7,812.65	10,050.00
40.00	Shares	Bob Evans Farms Inc	1,088.75	1,608.00
55.00	Shares	Brinks Co	1,393.94	1,569.15
170.00	Shares	Brinks Co	4,564.80	4,850.10
170.00	Shares	Brinks Co	5,052.51	4,850.10
210.00	Shares	Brinks Co	6,268.23	5,991.30
190.00	Shares	Brinks Co	4,781.45	5,420.70
195.00	Shares	Bristow Group Inc	8,624.88	10,463.70
190.00	Shares	Bristow Group Inc	9,914.58	10,195.40
580.00	Shares	Buckeye Technologies Inc.	13,617.82	16,651.80
78.00	Shares	Buckeye Technologies Inc.	2,268.06	2,239.38
110.00	Shares	C E C Entertainment Inc	4,038.63	3,650.90
130.00	Shares	C E C Entertainment Inc	4,942.48	4,314.70
210.00	Shares	C E C Entertainment Inc	7,647.85	6,969.90
231.00	Shares	Cabot Corporation	6,042.44	9,191.49
80.00	Shares	Caseys Gen Stores Inc	3,778.38	4,248.00
85.00	Shares	Caseys Gen Stores Inc	3,885.43	4,513.50
50.00	Shares	Caseys Gen Stores Inc	2,489.21	2,655.00

FEDERAL STATEMENTS
HUGH STUART CENTER CHARITABLE TRUST

Corporate Stocks			Book Value	Fair Market Value
90.00	Shares	Caseys Gen Stores Inc	4,981.45	4,779.00
100.00	Shares	Cash America Intl Inc	3,987.34	3,967.00
30.00	Shares	Cash America Intl Inc	1,094.35	1,190.10
70.00	Shares	Cash America Intl Inc	2,665.17	2,776.90
110.00	Shares	Cash America Intl Inc	5,152.91	4,363.70
60.00	Shares	Cash America Intl Inc	2,928.07	2,380.20
90.00	Shares	Cash America Intl Inc	3,420.76	3,570.30
140.00	Shares	Community Bank Systems	2,258.15	3,830.40
180.00	Shares	Community Bank Systems	3,972.46	4,924.80
120.00	Shares	Community Bank Systems	2,968.15	3,283.20
50.00	Shares	Compass Minerals Intl	3,663.59	3,735.50
70.00	Shares	Compass Minerals Intl	5,370.22	5,229.70
66.00	Shares	Compass Minerals Intl	5,012.54	4,930.86
80.00	Shares	Compass Minerals Intl	6,038.85	5,976.80
270.00	Shares	CTS Corporation	2,555.47	2,870.10
560.00	Shares	CTS Corporation	5,436.25	5,952.80
770.00	Shares	Cubesmart	8,665.20	11,218.90
460.00	Shares	Cubesmart	5,482.54	6,702.20
40.00	Shares	Cubic Corporation	1,525.41	1,918.80
50.00	Shares	Cubic Corporation	1,997.95	2,398.50
110.00	Shares	Cubic Corporation	5,564.83	5,276.70
108.00	Shares	Cubic Corporation	5,232.15	5,180.76
250.00	Shares	Curtiss Wright Corp	9,470.08	8,207.50
724.00	Shares	Cypress Semiconductor	8,735.54	7,848.16
220.00	Shares	El Paso Electric Co	6,680.48	7,020.20
240.00	Shares	El Paso Electric Co	8,226.43	7,658.40
285.00	Shares	Endurance Specialty Hldgf	10,713.88	11,311.65
310.00	Shares	Endurance Specialty Hldgf	12,780.92	12,303.90
345.00	Shares	Finish Line Inc	2,664.19	6,530.85
310.00	Shares	Finish Line Inc	3,173.99	5,868.30
195.00	Shares	Finish Line Inc	3,059.58	3,691.35
165.00	Shares	Franklin Electric Co Inc.	4,795.96	10,235.07
555.00	Shares	Fulton Financial Corp	5,641.37	5,333.55
440.00	Shares	Fulton Financial Corp	4,452.95	4,228.40
520.00	Shares	Fulton Financial Corp	4,465.35	4,997.20
260.00	Shares	Fulton Financial Corp	2,450.35	2,498.60
150.00	Shares	Gulfmark Offshore	5,082.31	5,167.50
140.00	Shares	Gulfmark Offshore	4,713.71	4,823.00
1,510.00	Shares	Hecla Mining Company	10,130.02	8,803.30
45.00	Shares	Innophos Holdings Inc	1,083.57	2,092.50
160.00	Shares	Innophos Holdings Inc	4,919.35	7,440.00
820.00	Shares	Intersil Corp CL A	8,994.35	6,797.80
502.00	Shares	Intersil Corp CL A	5,134.37	4,161.58
310.00	Shares	Intersil Corp CL A	2,817.24	2,569.90
250.00	Shares	Maximus, Inc.	7,613.32	15,805.00

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HUGH STUART CENTER CHARITABLE TRUST

Corporate Stocks			Book Value	Fair Market Value
160.00	Shares	Maximus, Inc.	5,172.24	10,115.20
395.00	Shares	Meridian Bioscience Inc	5,314.22	7,998.75
40.00	Shares	Meridian Bioscience Inc	978.47	810.00
170.00	Shares	Meridian Bioscience Inc	3,292.53	3,442.50
170.00	Shares	Meridian Bioscience Inc	3,241.67	3,442.50
423.00	Shares	Owens & Minor Inc Hldg Co	8,440.65	12,059.73
45.00	Shares	Owens & Minor Inc Hldg Co	1,144.21	1,282.95
15.00	Shares	Park Electrochemical Corp	282.23	385.95
200.00	Shares	Park Electrochemical Corp	4,792.97	5,146.00
190.00	Shares	Plantronics Inc	7,124.15	7,005.30
170.00	Shares	Plantronics Inc	6,109.74	6,267.90
115.00	Shares	Plantronics Inc	4,220.50	4,240.05
310.00	Shares	Plantronics Inc	9,396.90	11,429.70
570.00	Shares	Portland General Elec	13,479.42	15,595.20
200.00	Shares	Portland General Elec	4,808.91	5,472.00
65.00	Shares	Protective Life Corp	1,370.68	1,857.70
420.00	Shares	Protective Life Corp	6,973.43	12,003.60
340.00	Shares	Questcor Pharmaceuticals	9,951.43	9,084.80
290.00	Shares	Regis Corp Minn	5,156.20	4,906.80
470.00	Shares	Regis Corp Minn	7,880.75	7,952.40
370.00	Shares	Schweitzer-Mauduit Intl	7,753.54	14,441.10
140.00	Shares	Schweitzer-Mauduit Intl	3,956.60	5,464.20
160.00	Shares	Schweitzer-Mauduit Intl	4,591.19	6,244.80
70.00	Shares	Schweitzer-Mauduit Intl	2,343.96	2,732.10
110.00	Shares	Sensient Technologies CP	4,005.51	3,911.60
140.00	Shares	Sensient Technologies CP	5,281.07	4,978.40
130.00	Shares	Sensient Technologies CP	4,611.86	4,622.80
85.00	Shares	Sensient Technologies CP	3,183.79	3,022.60
445.00	Shares	Stage Stores Inc	3,122.64	11,027.10
235.00	Shares	Stancorp	3,822.11	8,617.45
120.00	Shares	Stancorp	4,615.37	4,400.40
870.00	Shares	The Jones Group Inc.	10,147.45	9,622.20
530.00	Shares	The Jones Group Inc.	5,118.15	5,861.80
20.00	Shares	Tidewater Inc	1,199.05	893.60
10.00	Shares	Tidewater Inc	396.35	446.80
120.00	Shares	Tidewater Inc	5,624.18	5,361.60
110.00	Shares	Tidewater Inc	4,831.02	4,914.80
100.00	Shares	Tidewater Inc	5,391.55	4,468.00
111.00	Shares	Tidewater Inc	5,215.42	4,959.48
30.00	Shares	Toro Company	236.08	1,289.40
60.00	Shares	Toro Company	1,092.25	2,578.80
200.00	Shares	Toro Company	2,832.64	8,596.00
370.00	Shares	Trustmark Corp	8,111.21	8,310.20
150.00	Shares	Trustmark Corp	2,975.26	3,369.00

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HUGH STUART CENTER CHARITABLE TRUST

Corporate Stocks			Book Value	Fair Market Value
180.00	Shares	UNS Energy Corp	6,535.32	7,635.60
200.00	Shares	UNS Energy Corp	7,508.89	8,484.00
300.00	Shares	Washington Federal Inc	5,015.09	5,061.00
290.00	Shares	Washington Federal Inc	4,799.34	4,892.30
520.00	Shares	Webster Financial Corp	11,785.79	10,686.00
430.00	Shares	West Pharm Srvc Inc	19,892.55	23,542.50
90.00	Shares	West Pharm Srvc Inc	3,349.37	4,927.50
80.00	Shares	West Pharm Srvc Inc	4,195.67	4,380.00
50.00	Shares	WestAmerica Bankcorp	2,422.71	2,129.50
20.00	Shares	WestAmerica Bankcorp	972.95	851.80
80.00	Shares	WestAmerica Bankcorp	3,710.87	3,407.20
20.00	Shares	WestAmerica Bankcorp	1,058.19	851.80
85.00	Shares	WestAmerica Bankcorp	4,343.97	3,620.15
40.00	Shares	WestAmerica Bankcorp	2,057.79	1,703.60
110.00	Shares	WestAmerica Bankcorp	4,356.22	4,684.90
38.00	Shares	Wintrust Financial Corp	1,002.68	1,394.60
90.00	Shares	Wintrust Financial Corp	3,198.37	3,303.00
30.00	Shares	Wintrust Financial Corp	771.55	1,101.00
100.00	Shares	Wintrust Financial Corp	3,333.51	3,670.00
72,606.00	Shares	Wells Fargo & Co NEW	347,755.19	2,481,673.08
4,295.00	Shares	Wells Fargo & Co NEW	25,430.00	146,803.10
191,762.00	Shares	PACCAR, Inc	175,928.37	8,669,560.02
600.00	Shares	Abbott Laboratories	32,265.57	39,300.00
1,400.00	Shares	AT&T Inc	39,530.63	47,194.00
400.00	Shares	Caterpillar Inc	14,386.44	35,843.40
100.00	Shares	Caterpillar Inc	8,336.35	8,960.85
400.00	Shares	Celgene Corp	23,099.67	31,388.00
100.00	Shares	Celgene Corp	5,956.85	7,847.00
100.00	Shares	Chevron Corporation	9,728.89	10,814.00
300.00	Shares	Chevron Corporation	29,186.69	32,442.00
100.00	Shares	Chevron Corporation	6,571.15	10,814.00
1,400.00	Shares	Cisco Systems Inc	34,555.17	27,509.16
57.00	Shares	Cisco Systems Inc	912.50	1,120.02
243.00	Shares	Cisco Systems Inc	3,889.90	4,774.80
1,600.00	Shares	Coca Cola Company	51,989.51	58,000.00
50.00	Shares	Danaher Corp	2,021.50	2,795.00
150.00	Shares	Danaher Corp	6,064.52	8,385.00
200.00	Shares	Danaher Corp	8,081.99	11,180.00
200.00	Shares	Danaher Corp	8,085.99	11,180.00
400.00	Shares	Danaher Corp	16,171.99	22,360.00
900.00	Shares	Dominion Res Inc	41,637.18	46,620.00
600.00	Shares	Dow Chemical Company	15,522.51	19,397.64
800.00	Shares	Dow Chemical Company	22,099.11	25,863.52
100.00	Shares	Dow Chemical Company	3,004.98	3,232.94

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Corporate Stocks			Book Value	Fair Market Value
100.00	Shares	Dow Chemical Company	3,005.37	3,232.94
900.00	Shares	Du Pont E I DE Nemour & Co	48,374.23	40,480.65
600.00	Shares	Eaton Corporation	33,868.05	32,508.00
100.00	Shares	Eaton Corporation	4,509.38	5,418.00
100.00	Shares	Eaton Corporation	4,509.39	5,418.00
100.00	Shares	Eaton Corporation	4,509.39	5,418.00
100.00	Shares	Eaton Corporation	4,509.39	5,418.00
100.00	Shares	Eaton CorporationEXCHANGE with Additional Proceeds on 12/3/1	5,190.40	5,418.00
100.00	Shares	Eaton CorporationEXCHANGE with Additional Proceeds on 12/3/1	5,190.72	5,418.00
500.00	Shares	FedEx Corp	45,534.05	45,860.00
800.00	Shares	General Electric Company	16,324.87	16,792.00
1,300.00	Shares	General Electric Company	26,723.95	27,287.00
600.00	Shares	General Electric Company	10,226.95	12,594.00
1,300.00	Shares	Intel Corp	19,091.76	26,806.00
200.00	Shares	Intl Business Machines	24,706.39	38,310.00
100.00	Shares	Mc Donalds Corp	5,782.65	8,821.00
100.00	Shares	Mc Donalds Corp	5,782.65	8,821.00
300.00	Shares	Mc Donalds Corp	17,350.62	26,463.00
400.00	Shares	Merck & Co Inc	15,075.09	16,376.00
700.00	Shares	Merck & Co Inc	28,167.92	28,658.00
200.00	Shares	Microsoft Corp	5,694.99	5,341.94
1,000.00	Shares	Microsoft Corp	28,474.97	26,709.70
700.00	Shares	Nextera Energy Inc	45,548.50	48,433.00
1,300.00	Shares	Oracle Corporation	37,907.07	43,316.00
393.00	Shares	Pfizer Incorporated	6,886.22	9,856.16
1,607.00	Shares	Pfizer Incorporated	31,662.58	40,302.44
600.00	Shares	Philip Morris Intl Inc	53,688.67	50,184.00
700.00	Shares	PPL Corporation	19,367.01	20,041.00
1,000.00	Shares	PPL Corporation	28,786.95	28,630.00
700.00	Shares	Qualcomm Inc	35,047.73	43,301.72
400.00	Shares	Schlumberger Ltd	30,244.03	27,719.44
300.00	Shares	Schlumberger Ltd	21,466.54	20,789.58
100.00	Shares	The Southern Company	3,497.43	4,281.00
300.00	Shares	The Southern Company	10,492.28	12,843.00
700.00	Shares	The Southern Company	24,481.98	29,967.00
600.00	Shares	Thermo Fisher Scientific	30,800.27	38,268.00
100.00	Shares	United Technologies Corp	4,572.98	8,201.00
300.00	Shares	United Technologies Corp	11,411.86	24,603.00
200.00	Shares	United Technologies Corp	13,961.95	16,402.00
		XTO Energy Inc - STOCK MERGER		
100.00	Shares	EXXON MOBI: CORPORATION	7,201.73	8,655.00
		XTO Energy Inc - STOCK MERGER		
100.00	Shares	EXXON MOBI: CORPORATION	7,201.75	8,655.00
		XTO Energy Inc - STOCK MERGER		
422.00	Shares	EXXON MOBI: CORPORATION	25,927.35	36,524.10
170.00	Shares	3M Company	8,192.63	15,784.50
30.00	Shares	3M Company	2,398.75	2,785.50
430.00	Shares	Altria Group Inc	7,248.96	13,519.20

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Corporate Stocks			Book Value	Fair Market Value
320.00	Shares	Altria Group Inc	6,440.95	10,060.80
440.00	Shares	Astrazeneca Plc	14,488.07	20,798.80
125.00	Shares	AT&T Inc.	3,300.32	4,213.75
330.00	Shares	AT&T Inc.	8,014.09	11,124.30
130.00	Shares	AT&T Inc.	3,799.62	4,382.30
30.00	Shares	Boeing Co	1,346.49	2,260.80
130.00	Shares	Boeing Co	8,245.23	9,796.80
70.00	Shares	Boeing Co	4,508.55	5,275.20
100.00	Shares	Chevron Corporation	6,794.28	10,814.00
90.00	Shares	Chevron Corporation	6,178.45	9,732.60
780.00	Shares	Cisco Systems Inc	14,955.54	15,326.53
180.00	Shares	Conocophillips	9,121.49	10,438.20
120.00	Shares	Conocophillips	5,964.31	6,958.80
115.00	Shares	Conocophillips	6,284.30	6,668.85
160.00	Shares	Diageo Plc	6,988.02	18,652.80
280.00	Shares	Dominion Res Inc	11,644.50	14,504.00
360.00	Shares	Du Pont E I De Nemour & Co	12,269.51	16,192.26
40.00	Shares	Du Pont E I De Nemour & Co	1,402.15	1,799.14
880.00	Shares	General Electric Company	8,916.71	18,471.20
240.00	Shares	Genuine Parts Co	6,965.73	15,259.20
40.00	Shares	Genuine Parts Co	1,602.55	2,543.20
90.00	Shares	HCP Inc	2,934.85	4,064.40
440.00	Shares	HCP Inc	14,472.37	19,870.40
280.00	Shares	Health Care Reit Inc	8,924.16	17,161.20
30.00	Shares	Health Care Reit Inc	1,280.05	1,838.70
90.00	Shares	Health Care Reit Inc	4,001.35	5,516.10
340.00	Shares	Heinz Co	11,583.50	19,611.20
20.00	Shares	Heinz Co	875.35	1,153.60
240.00	Shares	HSBC Hldgs Plc	10,414.25	12,736.80
140.00	Shares	HSBC Hldgs Plc	6,426.27	7,429.80
470.00	Shares	Intel Corp	9,081.72	9,691.40
350.00	Shares	Intel Corp	6,868.25	7,217.00
305.00	Shares	JPMorgan Chase & Co	13,936.93	13,410.58
150.00	Shares	Johnson & Johnson	7,898.30	10,515.00
120.00	Shares	Johnson & Johnson	7,653.86	8,412.00
70.00	Shares	Johnson & Johnson	4,154.35	4,907.00
30.00	Shares	Johnson & Johnson	1,887.55	2,103.00
225.00	Shares	Kimberly-Clark Corp	10,354.38	18,996.75
30.00	Shares	Kimberly-Clark Corp	1,839.55	2,532.90
213.00	Shares	Kraft Foods Group Spin - Off (Basis per statement = 5060.59)	-	9,685.11
270.00	Shares	Lilly Eli & Company	9,036.48	13,316.40
190.00	Shares	Lilly Eli & Company	6,417.27	9,370.80
560.00	Shares	Merck & Co Inc	17,397.09	22,926.40
25.00	Shares	Microsoft Corp	469.86	667.74
280.00	Shares	Microsoft Corp	6,684.51	7,478.72
405.00	Shares	Microsoft Corp	11,108.46	10,817.43
		Kraft Foods Inc - NAME CHANGE		
510.00	Shares	MONDELEZ ITL Inc.	11,510.31	12,981.13

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HUGH STUART CENTER CHARITABLE TRUST

Corporate Stocks			Book Value	Fair Market Value
		Kraft Foods Inc - NAME CHANGE		
130.00	Shares	MONDELEZ ITL Inc.	3,656.49	3,308.92
95.00	Shares	Nextera Energy Inc	4,762.92	6,573.05
130.00	Shares	Nextera Energy Inc	6,382.72	8,994.70
90.00	Shares	Nextera Energy Inc	4,590.85	6,227.10
190.00	Shares	Philip Morris Intl	7,191.65	15,891.60
60.00	Shares	Philip Morris Intl	2,771.35	5,018.40
190.00	Shares	Raytheon Company	10,058.98	10,936.40
210.00	Shares	Raytheon Company	11,101.97	12,087.60
290.00	Shares	Royal Dutch Shell B Adrf	20,967.80	20,558.10
140.00	Shares	Travelers Companies Inc	5,606.46	10,054.80
150.00	Shares	Travelers Companies Inc	7,439.65	10,773.00
555.00	Shares	Unilever N V NY	10,487.17	21,256.50
115.00	Shares	Verizon Communications	3,499.13	4,976.05
280.00	Shares	Verizon Communications	7,895.99	12,115.60
530.00	Shares	Vodafone Group	9,224.44	13,350.70
200.00	Shares	Vodafone Group	4,166.95	5,038.00
267.00	Shares	Apache Corp	20,566.53	20,959.50
189.00	Shares	Becton Dickinson & Co	14,572.99	14,777.91
82.00	Shares	Becton Dickinson & Co	5,878.81	6,411.58
60.00	Shares	Becton Dickinson & Co	4,081.75	4,691.40
20.00	Shares	Becton Dickinson & Co	1,670.55	1,563.80
388.00	Shares	Berkley W R Corporation	9,701.23	14,643.12
70.00	Shares	Berkley W R Corporation	1,882.15	2,641.80
80.00	Shares	Berkley W R Corporation	2,189.75	3,019.20
850.00	Shares	Campbell Soup Company	27,981.01	29,656.50
432.00	Shares	CVS Caremark Corp	14,203.26	20,887.20
201.00	Shares	CVS Caremark Corp	6,568.63	9,718.35
345.00	Shares	Exelon Corporation	17,250.94	10,260.30
118.00	Shares	Exelon Corporation	5,798.87	3,509.32
209.00	Shares	Exelon Corporation	9,274.05	6,215.66
30.00	Shares	Exelon Corporation	1,150.44	892.20
100.00	Shares	Exelon Corporation	3,834.78	2,974.00
100.00	Shares	Exelon Corporation	4,094.85	2,974.00
568.00	Shares	Expeditors Intl Wash	20,930.78	22,464.40
2,673.00	Shares	France Telecom SA ADR	28,147.09	29,536.65
41.00	Shares	Johnson & Johnson	2,427.26	2,874.10
100.00	Shares	Johnson & Johnson	5,936.75	7,010.00
205.00	Shares	Johnson & Johnson	11,801.58	14,370.50
60.00	Shares	Johnson & Johnson	3,770.35	4,206.00
234.00	Shares	Medtronic Inc	7,981.59	9,598.68
250.00	Shares	Medtronic Inc	9,207.85	10,255.00
110.00	Shares	Medtronic Inc	4,034.73	4,512.20
90.00	Shares	Medtronic Inc	3,245.35	3,691.80
226.00	Shares	Medtronic Inc	7,131.75	9,270.52
60.00	Shares	Microsoft Corp	1,080.90	1,602.58
805.00	Shares	Microsoft Corp	14,502.05	21,501.31
100.00	Shares	Microsoft Corp	2,340.26	2,670.97
110.00	Shares	Microsoft Corp	2,574.07	2,938.07

FEDERAL STATEMENTS
HUGH STUART CENTER CHARITABLE TRUST

Corporate Stocks			Book Value	Fair Market Value
140.00	Shares	Microsoft Corp	3,918.87	3,739.36
452.00	Shares	Molson Coors Brewing Clb	21,840.69	19,341.08
90.00	Shares	Molson Coors Brewing Clb	3,583.53	3,851.10
108.00	Shares	Molson Coors Brewing Clb	4,682.68	4,621.32
437.00	Shares	Newmont Mining Corp	20,517.80	20,294.28
507.00	Shares	Novartis A G Spon	19,445.25	32,093.10
120.00	Shares	Novartis A G Spon	5,826.31	7,596.00
60.00	Shares	Novartis A G Spon	3,547.15	3,798.00
25.00	Shares	Paychex Inc	597.73	777.50
100.00	Shares	Paychex Inc	2,390.88	3,110.00
200.00	Shares	Paychex Inc	4,781.73	6,220.00
110.00	Shares	Paychex Inc	2,886.33	3,421.00
242.00	Shares	Paychex Inc	6,119.45	7,526.20
80.00	Shares	Paychex Inc	2,432.15	2,488.00
1,824.00	Shares	Peoples United Finl	21,683.54	22,052.16
162.00	Shares	Procter & Gamble	8,374.93	10,998.18
100.00	Shares	Procter & Gamble	6,018.85	6,789.00
60.00	Shares	Procter & Gamble	3,841.75	4,073.40
487.00	Shares	Spectra Energy Corp	11,604.94	13,334.06
2,929.00	Shares	Sprott Physical Gold	41,138.55	41,621.09
100.00	Shares	Sysco Corporation	2,322.48	3,166.00
402.00	Shares	Sysco Corporation	9,336.37	12,727.32
186.00	Shares	Sysco Corporation	4,381.65	5,888.76
70.00	Shares	Sysco Corporation	2,021.45	2,216.20
100.00	Shares	Sysco Corporation	2,934.70	3,166.00
145.00	Shares	Western Union	1,750.89	1,973.45
500.00	Shares	Western Union	6,039.54	6,805.00
200.00	Shares	Western Union	3,008.55	2,722.00
120.00	Shares	Western Union	2,239.63	1,633.20
1,207.00	Shares	Western Union	16,444.79	16,427.27
573.00	Shares	XYLEM Inc	14,823.98	15,528.30
Total Securities			<u>\$ 10,459,704.93</u>	<u>\$21,358,132.84</u>

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Statement 8
Form 990-PF, Part II, Line 10C
Investments - Corporate Bonds

Corporate Bonds			Book Value	Fair Market Value
535.00	Shares	Brandywine Realty	\$ 5,103.91	\$ 6,521.65
760.00	Shares	Brandywine Realty	8,437.81	9,264.40
490.00	Shares	Dupont Fabros Technology	12,427.04	11,838.40
110.00	Shares	Dupont Fabros Technology	2,699.44	2,657.60
170.00	Shares	Government PPTY	4,489.76	4,074.90
90.00	Shares	Government PPTY	2,406.97	2,157.30
95.00	Shares	Government PPTY	2,380.76	2,277.15
110.00	Shares	Government PPTY	2,916.47	2,636.70
420.00	Shares	Hatteras Financial Corp	12,103.93	10,420.20
130.00	Shares	LTC Properties Inc	3,605.48	4,574.70
90.00	Shares	LTC Properties Inc	2,515.41	3,167.10
110.00	Shares	LTC Properties Inc	3,205.55	3,870.90
80.00	Shares	LTC Properties Inc	2,116.15	2,815.20
Total Bonds			<u>\$ 64,408.68</u>	<u>\$ 66,276.20</u>

FEDERAL STATEMENTS
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Statement 9
Form 990-PF, Part II, Line 13
Investments - Other

Other Investments			Book Value	Fair Market Value
887.00	Units	(Common) Metalast International, LLC	-	35,480.00
1.25	Units	(Preferred) Metalast International, LLC	125,000.00	374,931.69
Total			<u>125,000.00</u>	<u>410,411.69</u>

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HUGH STUART CENTER CHARITABLE TRUST

Statement 10
Form 990-PF, Part I, Line 6
Gain/(Loss) From Sale of Assets

Property Description	How Acquired	Cost or Other Basis	Date Acquired	Gross Sales Price	Date Sold	Gain/(Loss)
400 Marathon Pete Corp.SPIN OFF	Purchased	16,330.87	7/1/2011	22,126.43	10/1/2012	\$ 5,795.56
700 Progress Energy Inc becameDuke Energy Corp (St	Purchased	31.37	10/17/2007	39.33	7/6/2012	7.96
17,730.496 Pimco Total Return Fund Instl	Purchased	194,505.26	11/13/09	199,950.05	06/12/12	5,444.79
60 Equity Lifestyle PPTYS	Purchased	2,098.08	6/30/2009	4,098.42	3/14/2012	2,000.34
60 Equity Lifestyle PPTYS	Purchased	2,935.63	5/7/2010	4,074.33	7/12/2012	1,138.70
100 Equity Lifestyle PPTYS	Purchased	3,496.81	5/27/2010	6,790.54	7/12/2012	3,293.73
30 LTC Properties Inc	Purchased	832.03	10/27/2010	948.63	10/4/2012	116.60
90 Brandywine Realty	Purchased	858.60	11/12/2009	1,093.62	10/4/2012	235.02
20 Amern Campus Communities	Purchased	596.79	10/16/2008	840.61	1/26/2012	243.82
30 Amern Campus Communities	Purchased	894.76	8/13/2008	1,260.91	1/26/2012	366.15
150 Amern Campus Communities	Purchased	4,772.80	1/31/2011	6,304.54	1/26/2012	1,531.74
110 Amern Campus Communities	Purchased	2,260.65	1/13/2009	4,623.34	1/26/2012	2,362.69
550 Astoria Financial Corp	Purchased	4,512.73	5/4/2009	4,685.41	2/1/2012	172.68
120 Smith A O - Stock Split 11/16/10	Purchased	3,852.61	7/8/2010	5,014.56	2/2/2012	1,161.95
35 Platinum Underwriters	Purchased	977.62	8/8/2006	1,228.75	2/7/2012	251.13
50 Platinum Underwriters	Purchased	1,223.35	10/16/2008	1,755.36	2/7/2012	532.01
120 Gatx Corp	Purchased	4,125.13	3/10/2011	5,112.35	2/7/2012	987.22
275 Platinum Underwriters	Purchased	8,507.45	10/3/2006	9,654.49	2/7/2012	1,147.04
40 South Jersey Inds Inc	Purchased	1,275.75	10/16/2008	2,188.77	2/8/2012	913.02
250 South Jersey Inds Inc	Purchased	7,440.69	8/8/2006	13,679.80	2/8/2012	6,239.11
100 Toro Company	Purchased	4,721.66	2/21/2008	6,353.04	2/10/2012	1,631.38
110 Smith A O - Stock Split 11/16/10	Purchased	3,531.56	7/8/2010	5,020.38	2/15/2012	1,488.82
45 Franklin Electric Co Inc.	Purchased	1,308.34	3/23/2010	2,384.24	2/16/2012	1,075.90
85 Franklin Electric Co Inc.	Purchased	2,988.82	5/6/2010	4,503.55	2/16/2012	1,514.73
37 Smith A O - Stock Split 11/16/10	Purchased	1,187.88	7/8/2010	1,709.35	2/24/2012	521.47
180 Smith A O - Stock Split 11/16/10	Purchased	6,685.09	9/17/2010	8,315.73	2/24/2012	1,630.64
280 Protective Life Corp	Purchased	5,956.81	6/30/2010	8,267.98	3/15/2012	2,311.17
55 Protective Life Corp	Purchased	1,170.09	6/30/2010	1,516.54	4/10/2012	346.45
135 Protective Life Corp	Purchased	2,846.78	9/27/2010	3,722.42	4/10/2012	875.64
70 Wintrust Financial Corp	Purchased	1,847.04	9/16/2008	2,406.11	4/11/2012	559.07
10 Blackbaud	Purchased	220.68	1/22/2007	316.89	4/13/2012	96.21
50 Blackbaud	Purchased	812.30	10/16/2008	1,584.45	4/13/2012	772.15
100 Blackbaud	Purchased	1,205.63	2/11/2009	3,168.90	4/13/2012	1,963.27
200 Blackbaud	Purchased	2,411.26	2/11/2009	6,236.09	4/23/2012	3,824.83
150 Blackbaud	Purchased	3,647.56	10/6/2010	4,090.84	5/11/2012	443.28
40 Blackbaud	Purchased	482.26	2/11/2009	1,090.89	5/11/2012	608.63
20 UIL Holdings Co	Purchased	626.71	10/16/2008	657.66	5/22/2012	30.95
80 UIL Holdings Co	Purchased	2,167.11	2/10/2009	2,630.65	5/22/2012	463.54
170 UIL Holdings Co	Purchased	4,761.96	9/30/2010	5,590.13	5/22/2012	828.17
210 Dillards Inc.	Purchased	9,864.19	12/15/2011	13,136.97	7/3/2012	3,272.78
162 Wintrust Financial Corp	Purchased	4,274.59	9/16/2008	5,702.59	7/9/2012	1,428.00
182 Owens & Minor Inc Hldg Co	Purchased	3,631.67	8/8/2006	5,600.34	7/9/2012	1,968.67
71 Bob Evans Farms Inc	Purchased	2,021.74	8/8/2006	2,756.80	7/12/2012	735.06
184 Cabot Corporation	Purchased	4,813.03	12/21/2009	7,066.90	7/12/2012	2,253.87
110 Ennis Inc	Purchased	1,296.39	10/16/2008	1,623.88	7/18/2012	327.49
30 Steris Corp	Purchased	888.19	10/16/2008	947.80	8/2/2012	59.61
130 Steris Corp	Purchased	3,381.32	3/23/2007	4,107.13	8/2/2012	725.81
200 Steris Corp	Purchased	5,568.09	8/21/2007	6,318.67	8/2/2012	750.58
85 Park Electrochemicl Corp	Purchased	2,055.68	2/20/2008	2,243.89	8/9/2012	188.21
35 Park Electrochemicl Corp	Purchased	658.53	10/16/2008	923.95	8/9/2012	265.42
90 Park Electrochemicl Corp	Purchased	2,176.60	2/20/2008	2,515.73	8/9/2012	339.13
85 Stage Stores Inc	Purchased	1,056.47	2/22/2008	1,834.97	9/24/2012	778.50
80 Stage Stores Inc	Purchased	744.63	10/16/2008	1,727.03	9/24/2012	982.40
205 Stage Stores Inc	Purchased	1,438.52	12/26/2008	4,425.53	9/24/2012	2,987.01
170 Unitrin, Inc. On 8/25/11 NAME CHANCE to Ke	Purchased	4,689.44	3/1/2011	5,148.88	10/2/2012	459.44

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Property Description	How Acquired	Cost or Other Basis	Date Acquired	Gross Sales Price	Date Sold	Gain/(Loss)
60 Brinks Co	Purchased	1,520.66	1/2/2009	1,528.22	10/4/2012	7.56
30 Sensient Technologies CP	Purchased	1,092.41	4/15/2011	1,105.83	10/4/2012	13.42
50 Regis Corp Minn	Purchased	889.00	7/8/2009	907.53	10/4/2012	18.53
10 Unitrin, Inc. On 8/25/11 NAME CHANCE to Ke	Purchased	275.85	3/1/2011	301.44	10/4/2012	25.59
20 Compass Minerals Intl	Purchased	1,465.44	1/0/1900	1,494.42	10/4/2012	28.98
30 Berry Petroleum Co.	Purchased	1,122.43	11/17/2010	1,157.42	10/4/2012	34.99
10 Park Electrochemicl Corp	Purchased	188.15	10/16/2008	232.05	10/4/2012	43.90
40 Webster Financial Corp	Purchased	906.60	1/0/1900	957.03	10/4/2012	50.43
20 Cash America Intl Inc	Purchased	725.22	5/20/2008	783.41	10/4/2012	58.19
60 Cooper Tire & Rubber Co	Purchased	1,106.33	5/17/2010	1,170.02	10/4/2012	63.69
40 Trustmark Corp	Purchased	876.89	11/29/2010	970.67	10/4/2012	93.78
40 Endurance Specialty Hldgf	Purchased	1,503.70	9/15/2010	1,599.01	10/4/2012	95.31
30 El Paso Electric Co	Purchased	910.97	1/0/1900	1,018.53	10/4/2012	107.56
70 Alterra Capital Hldgs	Purchased	1,552.63	8/8/2006	1,661.98	10/4/2012	109.35
5 Franklin Electric Co Inc.	Purchased	175.81	5/6/2010	300.80	10/4/2012	124.99
90 Cubesmart	Purchased	1,012.82	1/0/1900	1,141.31	10/4/2012	128.49
20 Caseys Gen Stores Inc	Purchased	944.59	9/20/2011	1,075.05	10/4/2012	130.46
100 The Jones Group Inc.	Purchased	1,166.37	11/1/2011	1,298.22	10/4/2012	131.85
40 Aspen Insurance Holding	Purchased	1,083.95	2/1/2012	1,222.62	10/4/2012	138.67
30 UNS Energy Corp	Purchased	1,089.22	5/17/2012	1,231.22	10/4/2012	142.00
30 Belden Inc.	Purchased	961.94	8/8/2006	1,129.25	10/4/2012	167.31
20 Gatx Corp	Purchased	687.52	3/10/2011	857.03	10/4/2012	169.51
30 Bristow Group Inc	Purchased	1,326.91	6/15/2011	1,496.75	10/4/2012	169.84
20 Cabot Corporation	Purchased	523.16	12/21/2009	725.05	10/4/2012	201.89
40 Protective Life Corp	Purchased	843.49	9/27/2010	1,049.03	10/4/2012	205.54
30 Ebix Inc.	Purchased	504.77	11/21/2011	712.23	10/4/2012	207.46
60 Portland General Elec	Purchased	1,418.89	3/17/2011	1,637.71	10/4/2012	218.82
20 Cubic Corporation	Purchased	762.71	9/27/2011	1,001.65	10/4/2012	238.94
20 Wintrust Financial Corp	Purchased	527.73	9/16/2008	772.43	10/4/2012	244.70
30 Owens & Minor Inc Hldg Co	Purchased	598.63	8/8/2006	895.53	10/4/2012	296.90
40 West Pharm Srvc Inc	Purchased	1,850.47	7/27/2011	2,150.60	10/4/2012	300.13
30 Bob Evans Farms Inc	Purchased	854.25	8/8/2006	1,170.05	10/4/2012	315.80
60 Meridian Bioscience Inc	Purchased	807.22	8/8/2006	1,159.47	10/4/2012	352.25
30 Community Bank Systems	Purchased	483.89	7/29/2009	843.33	10/4/2012	359.44
60 Finish Line Inc	Purchased	941.41	11/17/2010	1,338.02	10/4/2012	396.61
30 Bank of The Ozarks Inc	Purchased	596.17	9/27/2011	1,012.83	10/4/2012	416.66
50 Buckeye Technologies Inc	Purchased	1,173.95	6/22/2011	1,593.80	10/4/2012	419.85
30 Stancorp	Purchased	487.93	3/17/2009	953.73	10/4/2012	465.80
15 Franklin Electric Co Inc.	Purchased	436.00	6/29/2010	902.42	10/4/2012	466.42
30 Stage Stores Inc	Purchased	210.51	12/26/2008	681.93	10/4/2012	471.42
20 Innophos Holdings Inc	Purchased	481.59	3/8/2010	964.63	10/4/2012	483.04
30 Maximus, Inc.	Purchased	913.60	10/12/2010	1,742.71	10/4/2012	829.11
40 Medics Pharm	Purchased	888.77	7/12/2010	1,725.05	10/4/2012	836.28
240 Cooper Tire & Rubber Co	Purchased	4,425.32	5/17/2010	4,619.13	10/8/2012	193.81
290 Cooper Tire & Rubber Co	Purchased	5,184.75	9/15/2010	5,581.45	10/8/2012	396.70
120 Gatx Corp	Purchased	4,392.42	3/28/2011	5,155.14	10/11/2012	762.72
150 Gatx Corp	Purchased	5,156.41	3/10/2011	6,443.92	10/11/2012	1,287.51
55 Franklin Electric Co Inc.	Purchased	1,598.66	6/29/2010	3,217.86	10/12/2012	1,619.20
160 Unitrin, Inc. On 8/25/11 NAME CHANCE to Ke	Purchased	4,829.27	3/31/2011	4,955.84	10/15/2012	126.57
250 Ebix Inc.	Purchased	4,206.44	11/21/2011	4,301.24	11/9/2012	94.80
310 Medics Pharm	Purchased	12,086.49	7/19/2011	13,640.00	12/12/2012	1,553.51
315 Medics Pharm	Purchased	6,999.10	7/12/2010	13,860.00	12/12/2012	6,860.90
100 Consolidated Edison Inc	Purchased	4,001.40	6/26/2008	5,779.84	2/15/2012	1,778.44
300 Consolidated Edison Inc	Purchased	12,006.89	6/26/2008	17,339.51	2/15/2012	5,332.62
400 Consolidated Edison Inc	Purchased	16,005.59	6/26/2008	23,119.35	2/15/2012	7,113.76
200 3M Company	Purchased	16,832.35	4/20/2010	17,307.40	3/8/2012	475.05
200 3M Company	Purchased	16,594.93	1/26/2010	17,307.41	3/8/2012	712.48
200 3M Company	Purchased	8,609.97	3/13/2009	17,307.41	3/8/2012	8,697.44
200 Eaton Corporation	Purchased	10,110.66	12/30/2010	10,189.27	3/19/2012	78.61
100 Intel Corp	Purchased	2,247.65	6/25/2008	2,770.17	3/19/2012	522.52
100 The Southern Company	Purchased	3,497.43	6/26/2008	4,411.07	3/19/2012	913.64

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HUGH STUART CENTER CHARITABLE TRUST**

Property Description	How Acquired	Cost or Other Basis	Date Acquired	Gross Sales Price	Date Sold	Gain/(Loss)
100 Chevron Corporation	Purchased	9,728.90	6/25/2008	11,038.05	3/19/2012	1,309.15
100 Celgene Corp	Purchased	5,774.92	12/15/2010	7,549.11	3/19/2012	1,774.19
200 Intel Corp	Purchased	2,937.19	1/6/2009	5,540.33	3/19/2012	2,603.14
300 Dow Chemical Company	Purchased	7,761.25	9/14/2011	10,665.46	3/19/2012	2,904.21
100 Mc Donalds Corp	Purchased	5,782.65	6/25/2008	9,769.27	3/19/2012	3,986.62
100 Pfizer Incorporated	Purchased	1,752.22	6/25/2008	6,561.53	3/19/2012	4,809.31
100 Caterpillar Inc	Purchased	3,596.61	11/18/2008	11,378.25	3/19/2012	7,781.64
100 Intl Business Machines	Purchased	12,353.19	6/25/2008	20,595.28	3/19/2012	8,242.09
100 Wal-Mart Stores Inc	Purchased	5,481.95	4/19/2010	5,895.31	5/1/2012	413.36
200 Wal-Mart Stores Inc	Purchased	10,928.83	10/26/2010	11,790.63	5/1/2012	861.80
300 Wal-Mart Stores Inc	Purchased	15,822.16	2/2/2010	17,685.94	5/1/2012	1,863.78
300 Wal-Mart Stores Inc	Purchased	15,059.59	7/19/2010	17,685.94	5/1/2012	2,626.35
1,300 Amer Electric Pwr Co Inc	Purchased	46,854.04	8/3/2010	49,599.24	5/8/2012	2,745.20
300 AT&T Inc	Purchased	8,470.85	2/18/2011	10,221.72	6/4/2012	1,750.87
2,500 Kroger Company	Purchased	52,037.21	9/23/2009	56,387.04	6/14/2012	4,349.83
100 Abbott Laboratories	Purchased	5,377.59	6/25/2008	6,966.09	9/25/2012	1,588.50
2 Pfizer Incorporated	Purchased	35.04	6/25/2008	51.02	10/5/2012	15.98
100 PPL Corporation	Purchased	2,766.71	2/9/2012	2,909.55	10/5/2012	142.84
100 PPL Corporation	Purchased	2,766.71	2/9/2012	2,909.56	10/5/2012	142.85
98 Pfizer Incorporated	Purchased	1,717.17	6/25/2008	2,500.14	10/5/2012	782.97
100 Pfizer Incorporated	Purchased	1,752.22	6/25/2008	2,551.15	10/5/2012	798.93
100 Pfizer Incorporated	Purchased	1,752.22	6/25/2008	2,551.16	10/5/2012	798.94
100 Merck & Co Inc	Purchased	3,768.77	6/6/2012	4,605.52	10/5/2012	836.75
100 Merck & Co Inc	Purchased	3,768.77	6/6/2012	4,605.53	10/5/2012	836.76
100 XTO Energy Inc - STOCK MERGEREXXON M	Purchased	7,200.75	6/26/2008	9,265.44	10/5/2012	2,064.69
100 Celgene Corp	Purchased	5,774.92	12/15/2010	8,031.47	10/5/2012	2,256.55
600 Eaton CorporationEXCHANGE with Additional P	Purchased	30,331.98	12/30/2010	31,143.36	12/3/2012	811.38
100 Eaton CorporationEXCHANGE with Additional P	Purchased	3,920.04	9/16/2011	5,190.56	12/3/2012	1,270.52
100 Eaton CorporationEXCHANGE with Additional P	Purchased	3,920.04	9/16/2011	5,190.56	12/3/2012	1,270.52
100 Eaton CorporationEXCHANGE with Additional P	Purchased	3,920.04	9/16/2011	5,190.56	12/3/2012	1,270.52
100 Eaton CorporationEXCHANGE with Additional P	Purchased	3,920.03	9/16/2011	5,190.56	12/3/2012	1,270.53
200 Eaton CorporationEXCHANGE with Additional P	Purchased	7,698.65	6/4/2012	10,381.12	12/3/2012	2,682.47
60 HSBC Hldgs Plc	Purchased	2,603.56	6/8/2009	2,746.80	3/16/2012	143.24
30 Lilly Eli & Company	Purchased	1,004.05	3/26/2009	1,193.13	3/16/2012	189.08
10 Health Care Reit Inc	Purchased	318.72	3/26/2009	535.64	3/16/2012	216.92
20 Travelers Companies Inc	Purchased	800.92	4/1/2009	1,173.43	3/16/2012	372.51
50 Intel Corp	Purchased	966.14	12/1/2009	1,379.53	3/16/2012	413.39
60 Vodafone Group	Purchased	1,044.28	3/26/2009	1,576.22	3/16/2012	531.94
50 Kraft Foods Inc - NAME CHANGEMONDELEZ	Purchased	1,128.46	3/26/2009	1,908.52	3/16/2012	780.06
30 Conocophillips	Purchased	1,520.25	11/6/2009	2,308.21	3/16/2012	787.96
20 3M Company	Purchased	963.84	3/26/2009	1,781.64	3/16/2012	817.80
20 Chevron Corporation	Purchased	1,358.85	3/26/2009	2,198.61	3/16/2012	839.76
70 Altria Group Inc	Purchased	1,180.06	3/26/2009	2,094.51	3/16/2012	914.45
50 Du Pont E I De Nemour & Co	Purchased	1,704.10	1/12/2010	2,661.00	3/16/2012	956.90
40 Boeing Co	Purchased	1,795.33	5/14/2009	3,001.00	3/16/2012	1,205.67
80 Unilever N V NY	Purchased	1,511.67	3/26/2009	2,721.40	3/16/2012	1,209.73
150 Dominion Res Inc	Purchased	6,238.13	7/26/2010	7,534.71	3/16/2012	1,296.58
40 Genuine Parts Co	Purchased	1,160.96	3/26/2009	2,513.00	3/16/2012	1,352.04
140 NAME CHANGE - FROM FPL GROUP INC to T	Purchased	7,019.03	3/26/2009	8,405.18	3/16/2012	1,386.15
90 Heinz Co	Purchased	3,066.22	3/26/2009	4,795.16	3/16/2012	1,728.94
160 Bristol-Myers Squibb Co	Purchased	3,348.40	3/26/2009	5,303.27	3/16/2012	1,954.87
40 Diageo Plc	Purchased	1,747.00	3/26/2009	3,838.18	3/16/2012	2,091.18
260 Verizon Communications	Purchased	7,911.09	3/26/2009	10,269.18	3/16/2012	2,358.09
50 Philip Morris Intl	Purchased	1,892.54	3/26/2009	4,289.97	3/16/2012	2,397.43
250 General Electric Company	Purchased	2,533.16	3/26/2009	5,036.46	3/16/2012	2,503.30
215 Microsoft Corp	Purchased	4,040.75	4/23/2009	6,993.90	3/16/2012	2,953.15
150 Phillips 66Spin-off	Purchased	-	5/1/2012	5,032.92	6/15/2012	5,032.92
100 Bristol-Myers Squibb Co	Purchased	2,519.75	7/6/2010	3,318.81	9/10/2012	799.06

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Property Description	How Acquired	Cost or Other Basis	Date Acquired	Gross Sales Price	Date Sold	Gain/(Loss)
540 Bristol-Myers Squibb Co	Purchased	11,300.85	3/26/2009	17,921.55	9/10/2012	6,620.70
35 NAME CHANGE - FROM FPL GROUP INC to	Purchased	1,754.76	3/26/2009	2,476.38	10/11/2012	721.62
65 Merck & Co Inc	Purchased	2,019.30	10/7/2011	2,996.65	10/11/2012	977.35
20 Chevron Corporation	Purchased	1,358.85	3/26/2009	2,350.80	10/11/2012	991.95
65 Unilever N V NY	Purchased	1,228.23	3/26/2009	2,372.67	10/11/2012	1,144.44
40 Travelers Companies Inc	Purchased	1,601.85	4/1/2009	2,778.19	10/11/2012	1,176.34
135 AT&T Inc.	Purchased	3,564.34	3/26/2009	5,118.65	10/11/2012	1,554.31
95 Verizon Communications	Purchased	2,890.59	3/26/2009	4,457.85	10/11/2012	1,567.26
45 Kimberly-Clark Corp	Purchased	2,070.88	3/26/2009	3,900.11	10/11/2012	1,829.23
140 Lilly Eli & Company	Purchased	4,685.58	3/26/2009	6,741.70	10/11/2012	2,056.12
170 General Electric Company	Purchased	1,722.55	3/26/2009	3,923.57	10/11/2012	2,201.02
60 Diageo Plc	Purchased	2,620.50	3/26/2009	6,959.89	10/11/2012	4,339.39
8 Exxon Mobil Corporation	Purchased	570.82	8/24/2011	685.20	7/5/2012	114.38
5 Exxon Mobil Corporation	Purchased	288.29	7/6/2010	427.17	1/5/2012	138.88
18 Wal-Mart Stores Inc	Purchased	918.10	3/26/2009	1,181.05	6/6/2012	262.95
70 Kraft Foods Inc	Purchased	2,215.35	12/20/2010	2,683.00	3/19/2012	467.65
50 Exxon Mobil Corporation	Purchased	3,609.95	12/20/2010	4,282.55	7/5/2012	672.60
59 Wal-Mart Stores Inc	Purchased	2,958.04	9/22/2009	3,871.22	6/6/2012	913.18
40 SPDR Gold Trust	Purchased	5,410.55	12/20/2010	6,347.90	5/3/2012	937.35
67 Procter & Gamble	Purchased	3,463.71	5/21/2009	4,432.84	8/7/2012	969.13
50 Wal-Mart Stores Inc	Purchased	2,719.95	12/20/2010	3,715.32	8/7/2012	995.37
110 Kraft Foods Inc	Purchased	3,094.23	7/6/2010	4,216.14	3/19/2012	1,121.91
104 Wal-Mart Stores Inc	Purchased	5,184.49	3/26/2009	6,320.36	2/3/2012	1,135.87
45 Exxon Mobil Corporation	Purchased	2,594.68	7/6/2010	3,844.53	1/5/2012	1,249.85
50 Exxon Mobil Corporation	Purchased	2,882.97	7/6/2010	4,282.55	7/5/2012	1,399.58
156 Johnson & Johnson	Purchased	9,235.44	6/23/2010	10,666.71	8/7/2012	1,431.27
61 Wal-Mart Stores Inc	Purchased	3,058.31	9/22/2009	4,532.68	8/7/2012	1,474.37
100 Johnson & Johnson	Purchased	5,289.33	3/26/2009	6,837.63	8/7/2012	1,548.30
98 Exxon Mobil Corporation	Purchased	6,542.53	2/8/2010	8,372.54	1/5/2012	1,830.01
211 Wal-Mart Stores Inc	Purchased	10,762.17	3/26/2009	12,823.04	2/3/2012	2,060.87
92 Wal-Mart Stores Inc	Purchased	4,596.38	10/14/2009	6,836.18	8/7/2012	2,239.80
100 Exxon Mobil Corporation	Purchased	6,203.64	6/18/2010	8,543.41	1/5/2012	2,339.77
100 Wal-Mart Stores Inc	Purchased	4,850.75	7/6/2010	7,430.63	8/7/2012	2,579.88
70 SPDR Gold Trust	Purchased	8,517.45	7/6/2010	11,108.82	5/3/2012	2,591.37
378 Spectra Energy Corp	Purchased	9,007.53	10/7/2011	11,867.43	2/3/2012	2,859.90
183 Kraft Foods Inc	Purchased	4,106.48	4/3/2009	7,014.13	3/19/2012	2,907.65
193 Johnson & Johnson	Purchased	10,208.58	3/26/2009	13,196.63	8/7/2012	2,988.05
245 Exxon Mobil Corporation	Purchased	17,481.43	8/24/2011	21,322.13	11/16/2012	3,840.70
246 Procter & Gamble	Purchased	11,687.86	3/26/2009	16,275.81	8/7/2012	4,587.95
339 Kraft Foods Inc	Purchased	7,796.05	3/26/2009	12,993.38	3/19/2012	5,197.33
89 SPDR Gold Trust	Purchased	8,066.47	4/3/2009	14,124.08	5/3/2012	6,057.61
249 SPDR Gold Trust	Purchased	23,090.02	3/26/2009	39,515.67	5/3/2012	16,425.65
SEMAS - write off uncollectible	Purchased	\$ 18,454.81	1/1/2000	\$ -	12/31/2012	\$ (18,454.81)
360 First Potomac Realty	Purchased	5,882.22	5/7/2010	4,460.44	3/8/2012	(1,421.78)
350 First Potomac Realty	Purchased	4,854.42	5/27/2010	4,436.92	3/14/2012	(417.50)
10 First Potomac Realty	Purchased	163.39	5/7/2010	126.77	3/14/2012	(36.62)
30 Government PPTY	Purchased	792.31	4/21/2010	699.03	10/4/2012	(93.28)
30 Hatteras Financial Corp	Purchased	864.57	3/15/2012	831.63	10/4/2012	(32.94)
30 Dupont Fabros Technology	Purchased	760.84	1/26/2012	741.03	10/4/2012	(19.81)
220 Astoria Financial Corp	Purchased	3,258.13	5/27/2010	1,874.16	2/1/2012	(1,383.97)
320 Astoria Financial Corp	Purchased	2,984.89	7/29/2009	2,726.06	2/1/2012	(258.83)
70 Platinum Underwriters	Purchased	2,652.71	3/16/2011	2,457.50	2/7/2012	(195.21)
195 UIL Holdings Co	Purchased	7,130.20	12/26/2007	6,412.21	5/22/2012	(717.99)
115 Schnitzer Stl Inds	Purchased	5,385.38	12/28/2009	2,875.72	6/19/2012	(2,509.66)
120 Schnitzer Stl Inds	Purchased	3,739.88	4/2/2009	3,000.75	6/19/2012	(739.13)
740 Teekay Tankers LTD	Purchased	8,874.93	12/8/2010	3,092.10	7/11/2012	(5,782.83)
150 Alliant Techsystems Inc.	Purchased	9,068.23	8/31/2011	7,163.63	7/12/2012	(1,904.60)
60 Alliant Techsystems Inc.	Purchased	3,366.91	12/23/2011	2,865.45	7/12/2012	(501.46)

**FEDERAL STATEMENTS
HUGH STUART CENTER CHARITABLE TRUST**

Property Description	How Acquired	Cost or Other Basis	Date Acquired	Gross Sales Price	Date Sold	Gain/(Loss)
260 Ennis Inc	Purchased	4,985.49	8/8/2006	3,838.26	7/18/2012	(1,147.23)
50 Ennis Inc	Purchased	1,119.45	11/8/2006	738.13	7/18/2012	(381.32)
50 Schweitzer-Mauduit Intl	Purchased	2,422.98	6/1/2011	1,597.01	10/4/2012	(825.97)
30 Tidewater Inc	Purchased	1,798.58	9/3/2008	1,384.85	10/4/2012	(413.73)
120 Intersil Corp CL A	Purchased	1,316.25	4/25/2012	978.63	10/4/2012	(337.62)
30 C E C Entertainment Inc	Purchased	1,101.45	2/14/2012	873.93	10/4/2012	(227.52)
60 Plantronics Inc	Purchased	2,249.73	12/28/2010	2,080.86	10/4/2012	(168.87)
20 Toro Company	Purchased	944.33	2/21/2008	794.67	10/4/2012	(149.66)
100 Amern Eqty Invt Life Hld	Purchased	1,318.71	1/2/2007	1,175.02	10/4/2012	(143.69)
20 Curtiss Wright Corp	Purchased	757.61	3/9/2011	648.86	10/4/2012	(108.75)
50 Cypress Semiconductor	Purchased	603.28	7/13/2012	523.29	10/4/2012	(79.99)
30 WestAmerica Bankcorp	Purchased	1,453.62	8/8/2006	1,404.92	10/4/2012	(48.70)
40 Blackbaud	Purchased	999.74	8/22/2012	969.43	10/4/2012	(30.31)
130 Fulton Financial Corp	Purchased	1,321.40	5/21/2010	1,300.12	10/4/2012	(21.28)
60 CTS Corporation	Purchased	567.88	4/1/2010	553.84	10/4/2012	(14.04)
20 Washington Federal Inc	Purchased	334.34	10/3/2012	321.04	10/4/2012	(13.30)
20 Actuant Corp Cl	Purchased	575.84	3/2/2012	563.64	10/4/2012	(12.20)
110 Hecla Mining Company	Purchased	737.95	9/24/2012	729.35	10/4/2012	(8.60)
10 Cash America Intl Inc	Purchased	398.73	9/24/2008	391.71	10/4/2012	(7.02)
300 Cooper Tire & Rubber Co	Purchased	6,468.79	5/17/2010	5,773.92	10/8/2012	(694.87)
230 Ebix Inc.	Purchased	4,507.93	12/1/2011	3,957.14	11/9/2012	(550.79)
100 Nextera Energy Inc	Purchased	6,506.93	5/23/2012	6,443.09	6/4/2012	(63.84)
20 Royal Dutch Shell B Adrf	Purchased	1,446.06	3/31/2011	1,437.22	3/16/2012	(8.84)
1,000 Nokia Corp	Purchased	11,571.95	3/26/2009	3,985.96	4/18/2012	(7,585.99)
300 Hugoton Royalty TR UBI Royalty Trust	Purchased	6,380.24	2/14/2011	4,602.22	3/19/2012	(1,778.02)
188 Hugoton Royalty TR UBI Royalty Trust	Purchased	3,998.29	2/14/2011	2,883.49	3/19/2012	(1,114.80)
100 Hugoton Royalty TR UBI Royalty Trust	Purchased	2,126.75	2/14/2011	1,533.77	3/19/2012	(592.98)
70 Hugoton Royalty TR UBI Royalty Trust	Purchased	1,416.65	12/20/2010	1,073.64	3/19/2012	(343.01)
370 ADR	Purchased	18,028.69	11/28/2011	17,712.02	11/16/2012	(316.67)
30 Hugoton Royalty TR UBI Royalty Trust	Purchased	638.02	2/14/2011	460.13	3/19/2012	(177.89)
Total		<u>1,279,015.66</u>		<u>1,548,544.29</u>		<u>269,528.63</u>

**IRS FORM 990-PF
STATEMENTS**
**HUGH STUART CHARITABLE TRUST
ID # 94-2455308**
**FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR**

NAME AND ADDRESS	DONEE/RECIPIENT RELATIONSHIP	FOUNDATION STATUS	PURPOSE OF GRANT/ CONTRIBUTION	AMOUNT
HISTORY SAN JOSE 1650 SENTER RD SAN JOSE CA 95112	N/A	N/A	CHARITIBLE	\$ 15,000
YMCA 1922 THE ALAMEDA SAN JOSE CA 95126	N/A	N/A	CHARITIBLE	25,000
ST. MARY'S ACADEMY 701 GRAZE AVE INGLEWOOD CA 90305	N/A	N/A	CHARITIBLE	15,000
VALUES ADVOCACY COUNCIL 220 VINEYARD CT #100 MORGAN HILL CA 95037	N/A	N/A	CHARITIBLE	28,000
CSUSM FOUNDATION (CAL STATE UNIV. SAN MARCOS) 235 SO. TWIN OAKS VALLEY RD SAN MARCOS CA 92078	N/A	N/A	CHARITIBLE	10,000
CALIFORNIA HISTORY CENTER DE ANZA COLLEGE 21250 STEVENS CREEK BLVD CUPERTINO CA 95014	N/A	N/A	CHARITIBLE	10,000
CATHOLIC CHARITIES (CYO) 2625 ZANKER RD #200 SAN JOSE CA 95134	N/A	N/A	CHARITIBLE	3,500
SAN FRANCISCO OPERA WAR MEMORIAL HOUSE 301 VAN NESS AVE SAN FRANCISCO CA 94102	N/A	N/A	CHARITIBLE	25,000
SAN JOSE ROTARY FOUNDATION 1690 SENTER RD SAN JOSE CA 95112	N/A	N/A	CHARITIBLE	1,375
SANTA CLARA UNIVERSITY 500 EL CAMINO REAL SANTA CLARA CA 95053	N/A	N/A	CHARITIBLE	8,000
SECOND HARVEST FOOD BANK 750 CURTNER AVE SAN JOSE CA 95125	N/A	N/A	CHARITIBLE	5,000
UNIVERSITY CALIF BERKLEY LAW 2080 ADDISON ST BERKLEY CA 94720	N/A	N/A	CHARITIBLE	10,000
PATRICK HENRY COLLEGE ONE PATRICK HENRY CIR PURCELLVILLE VA 20131	N/A	N/A	CHARITIBLE	5,000

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AMERICAN RED CROSS 2731 N FIRST ST SAN JOSE CA 95134	N/A	N/A	CHARITIBLE	5,000
RED CLOUD INDIAN SCHOOL 100 MISSION DR PINE RIDGE SD 57770	N/A	N/A	CHARITIBLE	10,000
CHP 11-99 FOUNDATION 2244 N STATE COLLEGE BLVD FULLERTON CA 92831	N/A	N/A	CHARITIBLE	16,500
HONOLULU PRINTMAKERS 1111 VICTORIA ST HONOLULU HI 96814	N/A	N/A	CHARITIBLE	5,000
GRASSLAND FUND 22759 S MERCEY SPRINGS RD LOS BANOS CA 93635	N/A	N/A	CHARITIBLE	5,000
GRAND TETON NAT'L PARK FOUND. PO BOX 249 MOOSE WY 83012	N/A	N/A	CHARITIBLE	5,000
CRAZY HORSE MEMORIAL FOUND. 12151 AVENUE OF THE CHIEFS CRAZY HORSE SD 57730	N/A	N/A	CHARITIBLE	5,000
THE YORK SCHOOL 9501 SALINAS HWY MONTEREY CA 93940	N/A	N/A	CHARITIBLE	10,000
SAN JOSE POLICE OFFICERS ASSOC CHARITABLE FOUND. 1151 N 4TH ST SAN JOSE CA 95112	N/A	N/A	CHARITIBLE	2,500
MINETA TRANSPORTATION INSTITUTE 210 N 4TH ST 4TH FLR SAN JOSE CA 95112	N/A	N/A	CHARITIBLE	5,000
TOWER FOUNDATION SAN JOSE STATE UNIVERSITY ONE WASHINGTON SQ SAN JOSE CA 95192	N/A	N/A	CHARITIBLE	55,500
UNIVERSITY OF SANTA CLARA 500 EL CAMINO REAL SANTA CLARA CA 95053-0015	N/A	N/A	CHARITIBLE	25,000
FIRST TEE OF SAN JOSE C/O SAN JOSE SPORTS AUTHORITY 345 PARK AVE MS A9-432 SAN JOSE CA 95110	N/A	N/A	CHARITIBLE	10,000

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BAY AREA SPORTS HALL OF FAME 465 CALIFORNIA ST 9TH FLR SAN FRANCISCO CA 94104	N/A	N/A	CHARITIBLE	3,000
PACIFIC RIM FILM FESTIVAL 148 PACHECO AVE SANTA CRUZ CA 95062	N/A	N/A	CHARITIBLE	5,000
SALVATION ARMY 359 N 4TH ST SAN JOSE CA 95112	N/A	N/A	CHARITIBLE	10,000
SPARTAN FOUNDATION SAN JOSE STATE UNIVERSITY ONE WASHINGTON SQ SAN JOSE CA 95192-0062	N/A	N/A	CHARITIBLE	35,000
AVIARA OAKS ELEMENTARY SCHOOL 6100 AMBROSIA LN CARLSBAD CA 92011	N/A	N/A	CHARITIBLE	2,500
SAVE THE REDWOODS 114 SANSOME ST RM 1200 SAN FRANCISCO CA 95104-3823	N/A	N/A	CHARITIBLE	5,000
BOY SCOUTS OF AMERICA 970 W JULIAN ST SAN JOSE CA 95126	N/A	N/A	CHARITIBLE	5,500
DOMINICAN SCHOOL OF THEOLOGY 2301 VINE ST BERKLEY CA 94708	N/A	N/A	CHARITIBLE	25,000
HEALTHY HEART FOUNDATION 32727 CAMINO DEL RIO SOUTH STE 135 SAN DIEGO CA 92108	N/A	N/A	CHARITIBLE	15,000
LINCOLN HIGH SCHOOL FOUNDATION 555 DANA AVE SAN JOSE CA 95126	N/A	N/A	CHARITIBLE	1,000
SCRIPPS HEALTH FOUNDATION PO BOX 2669 LA JOLLA CA 92038-2669	N/A	N/A	CHARITIBLE	5,000
ALANO CLUB 1122 FAIR AVE SAN JOSE CA 95122	N/A	N/A	CHARITIBLE	2,000
ASSOCIATION OF SMALL FOUNDATIONS 1720 N STREET, NW WASHINGTON DC 20036	N/A	N/A	CHARITIBLE	500

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AVON WALK FOR BREAST CANCER 180 MONTGOMERY ST #1980 SAN FRANCISCO CA 94104	N/A	N/A	CHARITIBLE	4,300
CHILDREN'S HOSPITAL AT STANFORD 725 WELCH RD. PALO ALTO CA 94304	N/A	N/A	CHARITIBLE	5,000
CHRISTMAS IN THE PARK 101 WEST SANTA CLARA STREET SAN JOSE CA 95113	N/A	N/A	CHARITIBLE	2,500
CITY LIGHTS THEATER 529 S 2ND ST SAN JOSE CA 95112	N/A	N/A	CHARITIBLE	5,000
CITY TEAM INTERNATIONAL 1297 NORTH 13TH STREET SAN JOSE CA 95112	N/A	N/A	CHARITIBLE	3,000
DOCTORS WITHOUT BORDERS P.O. BOX 5030 HAGERSTOWN MD 21741-5030	N/A	N/A	CHARITIBLE	1,000
EAST VALLEY YOUTH BASEBALL & SOFTBALL 1111 N EVERGREEN ST BURBANK CA 91505-2431	N/A	N/A	CHARITIBLE	10,000
EATING DISORDERS RESOURCE CENTER 15891 LOS GATOS ALMADEN RD LOS GATOS CA 95032	N/A	N/A	CHARITIBLE	1,000
FOUNDATION FOR A COURSE IN MIRACLES 41397 BUECKING DR TEMECULA CA 92590-5668	N/A	N/A	CHARITIBLE	10,000
FOOTHILL-DE ANZA FOUNDATION 12345 EL MONTE RD LOS ALTOS HILLS CA 94022	N/A	N/A	CHARITIBLE	5,000
GUADALUPE RIVER PARK CONSERVANCY 438 COLEMAN AVE SAN JOSE CA 95110	N/A	N/A	CHARITIBLE	3,000
LIVE OAK ADULT CARE CENTER 1147 MINNESOTA AVE SAN JOSE CA 95125	N/A	N/A	CHARITIBLE	1,200
PRESENTATION HIGH SCHOOL 2281 PLUMMER AVE SAN JOSE CA 95125	N/A	N/A	CHARITIBLE	1,600
RESURGE INTERNATIONAL 857 W MAUDE AVE MOUNTAIN VIEW CA 94043	N/A	N/A	CHARITIBLE	10,000

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SILICON VALLEY INTERSCHOOL COUNCIL P.O. BOX 24855 SAN JOSE CA 95154	N/A	N/A	CHARITIBLE	5,000
SIMONDS MUSIC & TECHNOLOGY FOUNDATION 6515 GRAPEVINE WAY SAN JOSE CA 95120-4020	N/A	N/A	CHARITIBLE	2,500
SONOMA UNITED SCHOOL DISTRICT 17850 RAILROAD AVE SONOMA CA 95476	N/A	N/A	CHARITIBLE	10,000
STROKE AWARENESS FOUNDATION 1400 PARKMOOR AVE. STE 230 SAN JOSE CA 95126	N/A	N/A	CHARITIBLE	20,000
WASHINGTON HOSPITAL HEALTHCARE FOUNDATION 2000 MOWRY AVE. FREMONT CA 94538	N/A	N/A	CHARITIBLE	2,500
WINE COUNTRY MARINES P.O. BOX 501 VINEBURG CA 95487	N/A	N/A	CHARITIBLE	15,000
			TOTAL	<u>\$ 552,475</u>