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
THE HORN FOUNDATION
C/O CP MANAGEMENT

A Employer identification number
95-4247470

Number and street (or P O box number if mail is not delivered to street address)
5000 N. PARKWAY CALABASAS

Room/suite
204

B Telephone number
818-884-8774

City or town, state, and ZIP code
CALABASAS, CA 91302

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)* ▶$ 13,528,631.

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).)

			(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	2,634,593.		N/A	
	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	312,904.	306,654.		STATEMENT 2
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	94,249.			STATEMENT 1
	b	Gross sales price for all assets on line 6a 5,507,259.				
	7	Capital gain net income (from Part IV, line 2)		567,875.		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss)				
	11	Other income				
	12	**Total.** Add lines 1 through 11	3,041,746.	874,529.		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	0.	0.		0.
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees STMT 3	1,056.	0.		1,056.
	b	Accounting fees STMT 4	7,500.	3,750.		3,750.
	c	Other professional fees STMT 5	24,000.	6,000.		18,000.
	17	Interest	211.	211.		0.
	18	Taxes STMT 6	19,386.	3,726.		160.
	19	Depreciation and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses STMT 7	40,239.	40,239.		0.
	24	**Total operating and administrative expenses** Add lines 13 through 23	92,392.	53,926.		22,966.
	25	Contributions, gifts, grants paid	1,229,092.			1,229,092.
	26	**Total expenses and disbursements** Add lines 24 and 25	1,321,484.	53,926.		1,252,058.
	27	Subtract line 26 from line 12:				
	a	Excess of revenue over expenses and disbursements	1,720,262.			
	b	**Net investment income** (if negative, enter -0-)		820,603.		
	c	**Adjusted net income** (if negative enter -0-)			N/A	

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Form **990-PF** (2012)

THE HORN FOUNDATION
C/O CP MANAGEMENT

95-4247470

Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only

			Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing			
	2	Savings and temporary cash investments	529,757.	310,132.	310,132.
	3	Accounts receivable ▶ Less: allowance for doubtful accounts ▶			
	4	Pledges receivable ▶ Less: allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons			
	7	Other notes and loans receivable ▶ Less: allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments - U.S. and state government obligations	251,035.		
	b	Investments - corporate stock STMT 8	6,173,353.	9,151,630.	9,151,630.
	c	Investments - corporate bonds STMT 9	2,663,330.	2,532,178.	2,532,178.
	11	Investments - land, buildings, and equipment: basis ▶ Less accumulated depreciation ▶			
	12	Investments - mortgage loans			
	13	Investments - other STMT 10	1,286,761.	1,534,691.	1,534,691.
	14	Land, buildings, and equipment: basis ▶ Less accumulated depreciation ▶			
	15	Other assets (describe ▶)			
	16	**Total assets** (to be completed by all filers)	10,904,236.	13,528,631.	13,528,631.
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			
	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	0.	0.	
	28	Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29	Retained earnings, accumulated income, endowment, or other funds	10,904,236.	13,528,631.	
	30	**Total net assets or fund balances**	10,904,236.	13,528,631.	
	31	**Total liabilities and net assets/fund balances**	10,904,236.	13,528,631.	

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	10,904,236.
2	Enter amount from Part I, line 27a	2	1,720,262.
3	Other increases not included in line 2 (itemize) ▶ UNREALIZED GAIN/LOSS	3	904,133.
4	Add lines 1, 2, and 3	4	13,528,631.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	13,528,631.

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				
b	SEE ATTACHED STATEMENT			
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a				
b				
c				
d				
e	5,507,259.		4,939,384.	567,875.

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
	(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	
a				
b				
c				
d				
e				567,875.

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 } 2 567,875.

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

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2011	1,505,524.	11,511,927.	.130779
2010	858,460.	10,536,667.	.081474
2009	900,738.	9,298,927.	.096865
2008	754,875.	11,661,531.	.064732
2007	2,430.	13,078,809.	.000186

2	**Total** of line 1, column (d)	2	.374036
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	.074807
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	11,331,190.
5	Multiply line 4 by line 3	5	847,652.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	8,206.
7	Add lines 5 and 6	7	855,858.
8	Enter qualifying distributions from Part XII, line 4	8	1,252,058.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter: ________ **(attach copy of letter if necessary-see instructions)**				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☒ and enter 1% of Part I, line 27b			1	8,206.
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	8,206.
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	8,206.
6	Credits/Payments:				
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a	11,667.		
b	Exempt foreign organizations - tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c	6,500.		
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments. Add lines 6a through 6d			7	18,167.
8	Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached			8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	9,961.
11	Enter the amount of line 10 to be: **Credited to 2013 estimated tax** ▶ 9,961. **Refunded** ▶			11	0.

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for 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. ▶ $ 0. **(2)** On foundation managers. ▶ $ 0.			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ 0.			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	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? N/A	4b		
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	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ CA			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	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 ▶ CP MANAGEMENT Telephone no. ▶818-884-8774

Located at ▶5000 N. PARKWAY CALABASAS, NO. 204, CALABASAS, CA ZIP+4 ▶91302

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.

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

			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)? N/A	1b		
	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 ▶ ____, ____, ____, ____

			Yes	No
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions.) N/A	2b		

c If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here.

▶ ____, ____, ____, ____

3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No

			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.)* N/A	3b		
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)*

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

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

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

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

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

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

b If any answer is "Yes" to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? N/A | **5b** | | |

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

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

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

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

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

If "Yes" to 6b, file Form 8870

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

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

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

1 List all officers, directors, trustees, foundation managers and their compensation.

(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
ALAN F. HORN 5000 N. PARKWAY CALABASAS, #204 CALABASAS, CA 91302	FOUNDATION MANAGER 3.00	0.	0.	0.
CINDY HORN 5000 N. PARKWAY CALABASAS, #204 CALABASAS, CA 91302	FOUNDATION MANAGER 3.00	0.	0.	0.

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

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

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

Form **990-PF** (2012)

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12-05-12

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

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

(a) Name and address of each person paid more than $50,000	**(b)** Type of service	**(c)** Compensation
NONE		

Total number of others receiving over $50,000 for professional services ▶ 0

Part IX-A **Summary of Direct Charitable Activities**

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

Part IX-B **Summary of Program-Related Investments**

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

Form **990-PF** (2012)

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12-05-12

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	10,821,265.
b	Average of monthly cash balances		1b	682,481.
c	Fair market value of all other assets		1c	
d	**Total** (add lines 1a, b, and c)		1d	11,503,746.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e 0.		
2	Acquisition indebtedness applicable to line 1 assets		2	0.
3	Subtract line 2 from line 1d		3	11,503,746.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)		4	172,556.
5	**Net value of noncharitable-use assets** Subtract line 4 from line 3. Enter here and on Part V, line 4		5	11,331,190.
6	**Minimum investment return** Enter 5% of line 5		6	566,560.

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	566,560.
2a	Tax on investment income for 2012 from Part VI, line 5	2a 8,206.		
b	Income tax for 2012. (This does not include the tax from Part VI.)	2b		
c	Add lines 2a and 2b		2c	8,206.
3	Distributable amount before adjustments. Subtract line 2c from line 1		3	558,354.
4	Recoveries of amounts treated as qualifying distributions		4	0.
5	Add lines 3 and 4		5	558,354.
6	Deduction from distributable amount (see instructions)		6	0.
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1		7	558,354.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	1,252,058.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	1,252,058.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	8,206.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	1,243,852.

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				558,354.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			0.	
b Total for prior years: _____ , _____ , _____		0.		
3 Excess distributions carryover, if any, to 2012:				
a From 2007				
b From 2008 175,622.				
c From 2009 440,478.				
d From 2010 336,271.				
e From 2011 949,390.				
f **Total** of lines 3a through e	1,901,761.			
4 Qualifying distributions for 2012 from Part XII, line 4: ▶ $ 1,252,058.				
a Applied to 2011, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2012 distributable amount				558,354.
e Remaining amount distributed out of corpus	693,704.			
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	2,595,465.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2011. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2012. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7	0.			
9 **Excess distributions carryover to 2013** Subtract lines 7 and 8 from line 6a	2,595,465.			
10 Analysis of line 9:				
a Excess from 2008 175,622.				
b Excess from 2009 440,478.				
c Excess from 2010 336,271.				
d Excess from 2011 949,390.				
e Excess from 2012 693,704.				

Form **990-PF** (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	Prior 3 years			
	(a) 2012	(b) 2011	(c) 2010	(d) 2009	(e) Total
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon: a "Assets" alternative test - enter: (1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter: (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

1 **Information Regarding Foundation Managers:**

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

SEE STATEMENT 11

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*				
AFI 2021 NORTH WESTERN AVENUE LOS ANGELES, CA 90027	NONE	501(C)(3)	GENERAL	150,000.
AUTRY NATIONAL CENTER 4700 WESTERN HERITAGE WAY LOS ANGELES, CA 90027	NONE	501(C)(3)	GENERAL	10,000.
CONSERVATION INTERNATIONAL 2011 CRYSTAL DRIVE, SUITE 500 ARLINGTON, VA 22202	NONE	501(C)(3)	GENERAL	25,000.
HARVARD BUSINESS SCHOOL TEELE HALL BOSTON, MA 02163	NONE	501(C)(3)	GENERAL	25,000.
HARVARD WESTLAKE SCHOOL 700 NORTH FARING ROAD LOS ANGELES, CA 90077	NONE	501(C)(3)	GENERAL	55,000.
Total SEE CONTINUATION SHEET(S)			▶ 3a	1,229,092.
b *Approved for future payment* NONE				
Total			▶ 3b	0.

Form **990-PF** (2012)

223611
12-05-12

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	312,904.	
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	94,249.	
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)		0.		407,153.	0.

13 **Total.** Add line 12, columns (b), (d), and (e) 13 407,153.

(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).

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

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

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

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

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

b If "Yes," complete the following schedule.

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

Sign Here

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

▶ 11-15-13 ▶ PRESIDENT

Signature of officer or trustee Date Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self- employed	PTIN
SARAH CULLEN	Sarah M Cullen	11/06/13		P00131656

Firm's name ▶ STANISLAWSKI & HARRISON, CPAS

Firm's EIN ▶ 95-4749365

Firm's address ▶ 301 N. LAKE AVE, SUITE 900
PASADENA, CA 91101

Phone no. 626-793-3600

Schedule B
(Form 990, 990-EZ, or 990-PF)
Department of the Treasury
Internal Revenue Service

Schedule of Contributors

▶ **Attach to Form 990, Form 990-EZ, or Form 990-PF.**

OMB No 1545-0047

2012

Name of the organization
THE HORN FOUNDATION
C/O CP MANAGEMENT

Employer identification number
95-4247470

Organization type (check one).

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

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

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

General Rule

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

Special Rules

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

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

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

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

Name of organization	Employer identification number
THE HORN FOUNDATION C/O CP MANAGEMENT	95-4247470

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

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	ALAN & CYNTHIA HORN 5000 N. PARKWAY CALABASAS, #204 CALABASAS, CA 91302	$ 2,634,593.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)

Name of organization	Employer identification number
THE HORN FOUNDATION C/O CP MANAGEMENT	95-4247470

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

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	SEE STATEMENT 12	$ 2,634,593.	12/18/12

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

Name of organization	**Employer identification number**
THE HORN FOUNDATION C/O CP MANAGEMENT	95-4247470

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

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

(e) Transfer of gift

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

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

(e) Transfer of gift

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

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

(e) Transfer of gift

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

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

(e) Transfer of gift

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

SCHEDULE B STATEMENT 12

13,500 SHS TWC
3000 SHS ALL
3000 SHS HON
6400 SHS PG
6000 SHS WF
5000 SHS BMY
3000 SHS HSY

THE HORN FOUNDATION
C/O CP MANAGEMENT

CONTINUATION FOR 990-PF, PART IV
95-4247470 PAGE 1 OF 1

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	6000 SHS WFC	D	09/06/11	03/23/12
b	5000 SHS BMY	D	12/16/08	01/10/12
c	3000 SHS HSY	D	10/10/07	05/16/12
d	4000 SHS TWC	D	VARIOUS	12/18/12
e	JP MORGAN #6213 (SEE ATTACHED STATEMENT)	P	VARIOUS	VARIOUS
f	JP MORGAN #6213 (SEE ATTACHED STATEMENT)	P	VARIOUS	VARIOUS
g	JP MORGAN #6214 (SEE ATTACHED STATEMENT)	P	VARIOUS	VARIOUS
h	JP MORGAN #6214 (SEE ATTACHED STATEMENT)	P	VARIOUS	VARIOUS
i	JP MORGAN #6219 (SEE ATTACHED STATEMENT)	P	VARIOUS	VARIOUS
j	JP MORGAN #6219 (SEE ATTACHED STATEMENT)	P	VARIOUS	VARIOUS
k	JP MORGAN #6222 (SEE ATTACHED STATEMENT)	P	VARIOUS	VARIOUS
l	JP MORGAN #8946(SEE ATTACHED STATEMENT)	P	VARIOUS	VARIOUS
m	JP MORGAN #6218 (SEE ATTACHED STATEMENT)	P	VARIOUS	VARIOUS
n	JP MORGAN #6218 (SEE ATTACHED STATEMENT)	P	VARIOUS	VARIOUS
o				

	(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	199,082.		143,673.	55,409.
b	171,035.		111,806.	59,229.
c	205,526.		154,246.	51,280.
d	382,847.		75,139.	307,708.
e	399,032.		429,657.	-30,625.
f	185,012.		192,458.	-7,446.
g	254,988.		254,377.	611.
h	105,354.		130,637.	-25,283.
i	1,939,202.		1,901,731.	37,471.
j	450,397.		330,973.	119,424.
k	65,031.		65,720.	-689.
l	8.		15.	-7.
m	1,050,000.		1,050,000.	0.
n	99,745.		98,952.	793.
o				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
	(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	
a				55,409.
b				59,229.
c				51,280.
d				307,708.
e				-30,625.
f				-7,446.
g				611.
h				-25,283.
i				37,471.
j				119,424.
k				-689.
l				-7.
m				0.
n				793.
o				

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 } 2 567,875.

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8 } 3 N/A

223591
05-01-12

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
NEW YORK UNIVERSITY 70 WASHINGTON SQUARE S NEW YORK, NY 10012	NONE	501(C)(3)	GENERAL	100,000.
NRDC 40 WEST 20TH STREET NEW YORK, NY 10011	NONE	501(C)(3)	GENERAL	100,000.
PEOPLE FOR THE AMERICAN WAY 2000 M STREET NW, SUITE 400 WASHINGTON, DC 20036	NONE	501(C)(3)	GENERAL	25,000.
STANFORD UNIVERSITY 450 SERRA MALL STANFORD, CA 94305	NONE	501(C)(3)	GENERAL	100,000.
SUNDANCE INSTITUTE 180 VARICK STREET SUITE 1330 NEW YORK, NY 10014	NONE	501(C)(3)	GENERAL	75,000.
THE CLIMATE REALITY PROJECT 901 E STREET NW, SUITE 610 WASHINGTON, DC 20004	NONE	501(C)(3)	GENERAL	10,592.
UNION COLLEGE 807 UNION STREET SCHENECTADY, NY 12308	NONE	501(C)(3)	GENERAL	25,000.
ENVIRONMENTAL MEDIA ASSOCIATION 8909 W OLYMPIC BLVD, SUITE 200 BEVERLY HILLS, CA 90211	NONE	501(C)(3)	GENERAL	50,000.
DUKE UNIVERSITY 614 CHAPEL DRIVE DURHAM, NC 27708	NONE	501(C)(3)	GENERAL	50,000.
HEAL THE BAY 1444 9TH STREET SANTA MONICA, CA 90401	NONE	501(C)(3)	GENERAL	25,000.
Total from continuation sheets				964,092.

223631
05-01-12

THE HORN FOUNDATION
C/O CP MANAGEMENT 95-4247470

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
JOHN DOUGLAS FRENCH ALZHEIMERS FOUNDATION 11620 WILSHIRE BLVD LOS ANGELES, CA 90025	NONE	501(C)(3)	GENERAL	2,500.
KCET 2900 WEST ALAMEDA AVE BURBANK , CA 91505	NONE	501(C)(3)	GENERAL	10,000.
AMERICAN FOUNDATION FOR EQUAL RIGHTS 6565 SUNSET BLVD, SUITE 400 LOS ANGELES, CA 90028	NONE	501(C)(3)	GENERAL	25,000.
UCLA FOUNDATION 12400 WILSHIRE BLVD LOS ANGELES, CA 90025	NONE	501(C)(3)	GENERAL	115,000.
GEFFEN PLAYHOUSE 10886 LE CONTE AVENUE LOS ANGELES, CA 90024	NONE	501(C)(3)	GENERAL	15,000.
LA FAMILY HOUSING 7843 LANKERSHIM BLVD NORTH HOLLYWOOD, CA 91605	NONE	501(C)(3)	GENERAL	5,000.
GLOBAL GREEN 2218 MAIN STREET, 2ND FLOOR SANTA MONICA, CA 90405	NONE	501(C)(3)	GENERAL	10,000.
DIDI HIRSCH MENTAL HEALTH SERVICES 4760 S SEPULVEDA BLVD CULVER CITY , CA 90230	NONE	501(C)(3)	GENERAL	3,000.
BRIGHT PROSPECT 281 SOUTH THOMAS STREET, SUITE 302 POMONA, CA 91766	NONE	501(C)(3)	GENERAL	5,000.
MONTANA LAND RELIANCE PO BOX 355 HELENA , MT 59624	NONE	501(C)(3)	GENERAL	5,000.
Total from continuation sheets				

223631
05-01-12

THE HORN FOUNDATION
C/O CP MANAGEMENT 95-4247470

Part XV **Supplementary Information**

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
ENVIRONMENTAL MEDIA FUND 73 SURREY AVENUE MILL VALLEY , CA 94941	NONE	501(C)(3)	GENERAL	100,000.
SAVING SPECIES 5625 SUNSET LAKE RD #12 HOLLY SPRINGS, NC 27540	NONE	501(C)(3)	GENERAL	8,000.
ACADEMY FOUNDATION 218 W. 40TH STREET, 5TH FLOOR NEW YORK, NY 10018	NONE	501(C)(3)	GENERAL	100,000.
Total from continuation sheets				

223631
05-01-12

FORM 990-PF GAIN OR (LOSS) FROM SALE OF ASSETS STATEMENT 1

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
6000 SHS WFC	DONATED	09/06/11	03/23/12

(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
199,082.	199,082.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
5000 SHS BMY	DONATED	12/16/08	01/10/12

(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
171,035.	171,035.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
3000 SHS HSY	DONATED	10/10/07	05/16/12

(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
205,526.	205,526.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
4000 SHS TWC	DONATED	VARIOUS	12/18/12

(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
382,847.	382,847.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
JP MORGAN #6213 (SEE ATTACHED STATEMENT)	PURCHASED	VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
399,032.	429,657.	0.	0.	-30,625.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
JP MORGAN #6213 (SEE ATTACHED STATEMENT)	PURCHASED	VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
185,012.	192,458.	0.	0.	-7,446.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
JP MORGAN #6214 (SEE ATTACHED STATEMENT)	PURCHASED	VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
254,988.	254,377.	0.	0.	611.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
JP MORGAN #6214 (SEE ATTACHED STATEMENT)	PURCHASED	VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
105,354.	130,637.	0.	0.	-25,283.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
JP MORGAN #6219 (SEE ATTACHED STATEMENT)	PURCHASED	VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
1,939,202.	1,901,731.	0.	0.	37,471.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
JP MORGAN #6219 (SEE ATTACHED STATEMENT)	PURCHASED	VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
450,397.	330,973.	0.	0.	119,424.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
JP MORGAN #6222 (SEE ATTACHED STATEMENT)	PURCHASED	VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
65,031.	65,720.	0.	0.	-689.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
JP MORGAN #8946(SEE ATTACHED STATEMENT)	PURCHASED	VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
8.	15.	0.	0.	-7.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
JP MORGAN #6218 (SEE ATTACHED STATEMENT)	PURCHASED	VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
1,050,000.	1,050,000.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
JP MORGAN #6218 (SEE ATTACHED STATEMENT)	PURCHASED	VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
99,745.	98,952.	0.	0.	793.

CAPITAL GAINS DIVIDENDS FROM PART IV	0.
TOTAL TO FORM 990-PF, PART I, LINE 6A	94,249.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
INVESTMENT ACCOUNTS	312,904.	0.	312,904.
TOTAL TO FM 990-PF, PART I, LN 4	312,904.	0.	312,904.

FORM 990-PF LEGAL FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	1,056.	0.		1,056.
TO FM 990-PF, PG 1, LN 16A	1,056.	0.		1,056.

FORM 990-PF ACCOUNTING FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEE	7,500.	3,750.		3,750.
TO FORM 990-PF, PG 1, LN 16B	7,500.	3,750.		3,750.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
CONSULTING FEES	24,000.	6,000.		18,000.
TO FORM 990-PF, PG 1, LN 16C	24,000.	6,000.		18,000.

FORM 990-PF TAXES STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAX	3,726.	3,726.		0.
FTB-FORM 199	10.	0.		10.
DEPARTMENT OF JUSTICE	150.	0.		150.
IRS	15,500.	0.		0.
TO FORM 990-PF, PG 1, LN 18	19,386.	3,726.		160.

FORM 990-PF OTHER EXPENSES STATEMENT 7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT FEE	40,239.	40,239.		0.
TO FORM 990-PF, PG 1, LN 23	40,239.	40,239.		0.

FORM 990-PF CORPORATE STOCK STATEMENT 8

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SEE STMT ATTACHED #6216	3,113,215.	3,113,215.
SEE STMT ATTACHED #6222	1,218,641.	1,218,641.
SEE STMT ATTACHED #6219	521,699.	521,699.
SEE STMT ATTACHED #6214	2,783,566.	2,783,566.
SEE STMT ATTACHED #6213	1,002,612.	1,002,612.
SEE STMT ATTACHED #2045	511,897.	511,897.
TOTAL TO FORM 990-PF, PART II, LINE 10B	9,151,630.	9,151,630.

FORM 990-PF CORPORATE BONDS STATEMENT 9

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SEE STMT ATTACHED #6218	2,532,178.	2,532,178.
TOTAL TO FORM 990-PF, PART II, LINE 10C	2,532,178.	2,532,178.

FORM 990-PF OTHER INVESTMENTS STATEMENT 10

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
OTHER INVESTMENTS - SEE STMT ATTACHED #8946	FMV	1,010,232.	1,010,232.
OTHER INVESTMENTS - SEE STMT ATTACHED #6218	FMV	524,459.	524,459.
TOTAL TO FORM 990-PF, PART II, LINE 13		1,534,691.	1,534,691.

FORM 990-PF

PART XV - LINE 1A
LIST OF FOUNDATION MANAGERS

STATEMENT 11

NAME OF MANAGER

ALAN F. HORN
CINDY HORN

THE HORN FOUNDATION

STATEMENT PERIOD
December 1 - December 31, 2012

ACCOUNT NUMBER
720-16213 LE5
LAST STATEMENT November 30, 2012

Realized Gain/Loss Detail - Year to Date

Total Cost, Realized Gain (Loss), and holding period information may not reflect all adjustments necessary for tax reporting purposes. Tax payers should verify such information against their own records when calculating reportable gain or loss resulting from a sale, redemption,or exchange. JPMCC reports only gains or losses for certain securities to the IRS. Please contact your Tax Advisor for additional information as neither J.P. Morgan Clearing Corp nor its affiliates provide tax advice. JPMCC makes no warranties with respect to, and specifically disclaims any liability arising out of a customer's use of, or any tax position taken in reliance upon, such information Unless otherwise noted, the cost basis reflected at the time of sale in your account is based on the first-in, first-out (FIFO) method. Proceeds information excludes accrued interest

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SHORT TERM GAIN(LOSS) DETAILS

SECURITY DESCRIPTION	SYMBOL/ CUSIP	QUANTITY	DATE ACQUIRED	DATE SOLD	TOTAL COST ORIGINAL/ ADJUSTED	PROCEEDS	REALIZED GAIN(LOSS)
ISHARES INC MSCI SOUTH AFRICA INDEX FD	EZA	1,264	06/07/12	09/13/12	81,872.82	85,388.74	3,515.92
ISHARES INC MSCI SWEDEN INDEX FD (BOOK ENTRY)	EWD	3,292	05/10/12	06/07/12	88,532.09	81,916.29	(6,615.80)
ISHARES TR INDO INVS MRKT	EIDO	2,995	07/07/11	03/01/12	97,639.40	89,193.98	(8,445.42)
ISHARES TR INDO INVS MRKT	EIDO	61	09/29/11	03/01/12	1,679.94	1,816.64	136.70
ISHARES TR INDO INVS MRKT	EIDO	2,397	05/17/12	12/20/12	69,049.18	71,597.74	2,548.56
ISHARES TR MSCI RUSSIA CAPPED INDEX FD	ERUS	3,452	03/01/12	05/17/12	90.883.22	69,118.19	(21,765.03)
TOTAL SHORT TERM GAIN(LOSS)**					**$429,656.65**	**$399,031.58**	**$(30,625.07)**

LONG TERM GAIN(LOSS) DETAILS

SECURITY DESCRIPTION	SYMBOL/ CUSIP	QUANTITY	DATE ACQUIRED	DATE SOLD	TOTAL COST ORIGINAL/ ADJUSTED	PROCEEDS	REALIZED GAIN(LOSS)
ISHARES INC MSCI MALAYSIA FREE INDEX FD (BOOK ENTRY)	EWM	5,754	08/11/11	12/18/12	81,762.04	85,099.75	3,337.71
ISHARES INC MSCI MALAYSIA FREE INDEX FD (BOOK ENTRY)	EWM	757	09/29/11	12/18/12	9,439.71	11,195.78	1,756.07

Realized Gain/Loss Detail - Year to Date (continued)

LONG TERM GAIN(LOSS) DETAILS (Continued)

SECURITY DESCRIPTION	SYMBOL/ CUSIP	QUANTITY	DATE ACQUIRED	DATE SOLD	TOTAL COST ORIGINAL/ ADJUSTED	PROCEEDS	REALIZED GAIN(LOSS)
ISHARES INC MSCI SOUTH AFRICA INDEX FD	EZA	1,352	04/07/11	05/10/12	101,256.55	88,716.93	(12,539.62)
TOTAL LONG TERM GAIN(LOSS)**					**$192,458.30**	**$185,012.46**	**$(7,445.84)**

TOTALS

	TOTAL COST	PROCEEDS	REALIZED GAIN(LOSS)
TOTAL SHORT TERM GAIN(LOSS)**	**$429,656.65**	**$399,031.58**	**$(30,625.07)**
TOTAL LONG TERM GAIN(LOSS)**	**$192,458.30**	**$185,012.46**	**$(7,445.84)**
TOTAL PROCEEDS FROM ALL REPORTED TRANSACTIONS (TOTAL PROCEEDS ON FORM 1099)***		**$584,044.04**	

Blank=FIFO (First in First Out) S=Specific Match (the closing transaction was specifically matched to this lot) A=Average Cost
** These totals exclude transactions for which cost basis is not available
*** This figure may differ from the proceeds on form 1099 due to adjustments for accrued interest, cash-in-lieu, exercise or assignment of options, etc.

Realized Gain/Loss Detail - Year to Date

Total Cost, Realized Gain (Loss), and holding period information may not reflect all adjustments necessary for tax reporting purposes. Tax payers should verify such information against their own records when calculating reportable gain or loss resulting from a sale, redemption,or exchange. JPMCC reports only gains or losses for certain securities to the IRS. Please contact your Tax Advisor for additional information as neither J.P. Morgan Clearing Corp nor its affiliates provide tax advice. JPMCC makes no warranties with respect to, and specifically disclaims any liability arising out of a customer's use of, or any tax position taken in reliance upon, such information. Unless otherwise noted, the cost basis reflected at the time of sale in your account is based on the first-in, first-out (FIFO) method. Proceeds information excludes accrued interest.

Information on this statement related to cost and gain/loss calculations does not include adjustments for wash sales that may have occurred on the last business day of this statement period. These wash sale adjustments, if any, will be reflected on your next statement.

SHORT TERM GAIN(LOSS) DETAILS

SECURITY DESCRIPTION	SYMBOL/ CUSIP	QUANTITY	DATE ACQUIRED	DATE SOLD	TOTAL COST ORIGINAL/ ADJUSTED	PROCEEDS	REALIZED GAIN(LOSS)
FIRST TRUST ETF NYSE ARCA BIOTECHNOLOGY INDEX FUND	FBT	13	02/09/12	06/07/12	537.52	551.31	13.79
FIRST TRUST ETF DOW JONES INTERNET INDEX FUND	FDN	184	02/18/11	02/09/12	6,752 78	6,511.11	(241 67)
FIRST TRUST NASDAQ-100 TECHNOLOGY SECTOR INDEX FUND	QTEC	600	02/18/11	02/09/12	16,961.52	16,680.93	(280 59)
FIRST TRUST EXCHANGE ETF NASDAQ 100 EX TECHNOLOGY SECTOR INDEX FUND	QQXT	287	02/18/11	02/09/12	6,451.73	6,697.85	246.12

Realized Gain/Loss Detail - Year to Date (continued)

SHORT TERM GAIN(LOSS) DETAILS (Continued)

SECURITY DESCRIPTION	SYMBOL/ CUSIP	QUANTITY	DATE ACQUIRED	DATE SOLD	TOTAL COST ORIGINAL/ ADJUSTED	PROCEEDS	REALIZED GAIN(LOSS)
FIRST TR EXCHANGE TRADED FD II MATLS ALPHADEX FD	FXZ	1,407	02/18/11	02/09/12	35,962.78	34,784 73	(1,178.05)
FIRST TR EXCHANGE TRADED FD II TECHNOLOGY ALPHADEX FD	FXL	826	02/18/11	02/09/12	21,170.30	19,265.67	(1,904.63)
FIRST TR EXCHANGE TRADED FD II TECHNOLOGY ALPHADEX FD	FXL	785	08/11/11	06/07/12	15,219 03	16,171 89	952.86
FIRST TR EXCHANGE TRADED FD II TECHNOLOGY ALPHADEX FD	FXL	306	09/22/11	06/07/12	5,677 19	6,303.95	626 76
FIRST TR EXCHANGE TRADED FD II TECHNOLOGY ALPHADEX FD	FXL	957	09/29/11	06/07/12	18,058.49	19,715 29	1,656.80
FIRST TR EXCHANGE TRADED FD II TECHNOLOGY ALPHADEX FD	FXL	497	10/20/11	06/07/12	9,720.33	10,238.76	518.43
FIRST TR EXCHANGE TRADED FD II FINL ALPHADEX FD	FXO	1,298	02/18/11	02/09/12	20,434.41	18,930.83	(1,503.58)
FIRST TR EXCHANGE TRADED FD II INDLS PROD DURABL ALPHADEX FD	FXR	1,208	02/18/11	02/09/12	24,073.27	23,296.55	(776.72)
FIRST TR S&P REIT INDEX FD	FRI	1,416	02/18/11	02/09/12	21,942.76	23,662.88	1,720.12
FIRST TR ISE WTR INDEX FD	FIW	925	02/18/11	02/09/12	21,459.91	21,583.53	123.62
FIRST TR EXCHANGE-TRADED FD II CONSUMER DISCRETIONARY FD ANNUAL	FXD	323	02/18/11	02/09/12	6,838.94	7,038.84	199 90
FIRST TRUST EPRA/NAREIT DEVEL MKTS REAL ESTATE INDEX FUND	FFR	325	02/18/11	02/09/12	11,745.47	11,465.80	(279.67)
FIRST TR EXCHANGE TRADED FD II HEALTH CARE ALPHADEX FD	FXH	415	02/18/11	02/09/12	11,370 96	12,088.17	717.21
TOTAL SHORT TERM GAIN(LOSS)**					$254,377.39	$254,988.09	$610.70

Realized Gain/Loss Detail - Year to Date (continued)

LONG TERM GAIN(LOSS) DETAILS

SECURITY DESCRIPTION	SYMBOL/ CUSIP	QUANTITY	DATE ACQUIRED	DATE SOLD	TOTAL COST ORIGINAL/ ADJUSTED	PROCEEDS	REALIZED GAIN(LOSS)
FIRST TR EXCHANGE TRADED FD II TECHNOLOGY ALPHADEX FD	FXL	4,571	02/18/11	06/07/12	117,154.27	94,167.80	(22,986.47)
FIRST TR EXCHANGE TRADED FD II TECHNOLOGY ALPHADEX FD	FXL	543	05/19/11	06/07/12	13,482.64	11,186.42	(2,296.22)
TOTAL LONG TERM GAIN(LOSS)**					$130,636.91	$105,354.22	$(25,282.69)

TOTALS

	TOTAL COST	PROCEEDS	REALIZED GAIN(LOSS)
TOTAL SHORT TERM GAIN(LOSS)**	$254,377.39	$254,988.09	$610.70
TOTAL LONG TERM GAIN(LOSS)**	$130,636.91	$105,354.22	$(25,282.69)
TOTAL PROCEEDS FROM ALL REPORTED TRANSACTIONS (TOTAL PROCEEDS ON FORM 1099)***		$360,342.31	

Blank=FIFO (First in First Out) S=Specific Match (the closing transaction was specifically matched to this lot) A=Average Cost

** These totals exclude transactions for which cost basis is not available

*** This figure may differ from the proceeds on form 1099 due to adjustments for accrued interest, cash-in-lieu, exercise or assignment of options, etc.

Transaction Detail (continued)

Realized Gain/Loss Detail - Year to Date

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Information on this statement related to cost and gain/loss calculations does not include adjustments for wash sales that may have occurred on the last business day of this statement period. These wash sale adjustments, if any, will be reflected on your next statement.

SHORT TERM GAIN(LOSS) DETAILS

SECURITY DESCRIPTION	SYMBOL/ CUSIP	QUANTITY	DATE ACQUIRED	DATE SOLD	TOTAL COST ORIGINAL/ ADJUSTED	PROCEEDS	REALIZED GAIN(LOSS)
***ASTRAZENECA PLC SPONSORED ADR	AZN	215	03/21/12	12/06/12	9,743.80	10,378.37	634.57
ALTRIA GROUP INC	MO	525	03/21/12	12/06/12	15,806.23	17,483.68	1,677.45
AT&T INC	T	545	03/21/12	12/06/12	17,389.88	18,488.43	1,098.55
***BAE SYSTEMS PLC SPONSORED ADR	BAESY	520	12/06/11	02/24/12	9,229.45	10,257.29	1,027.84
***BROOKFIELD ASSET MANAGEMENT INC CLASS A LTD VTG SHS	BAM	385	12/06/11	02/24/12	10,873.89	11,825.66	951.77
BOEING CO	BA	165	03/21/12	12/06/12	12,379.47	12,110.89	(268 58)

Realized Gain/Loss Detail - Year to Date (continued)

SHORT TERM GAIN(LOSS) DETAILS (Continued)

SECURITY DESCRIPTION	SYMBOL/ CUSIP	QUANTITY	DATE ACQUIRED	DATE SOLD	TOTAL COST ORIGINAL/ ADJUSTED	PROCEEDS	REALIZED GAIN(LOSS)
BRISTOL MYERS SQUIBB CO	BMY	450	03/21/12	09/11/12	14,858 46	15,074.35	215.89
CHEVRON CORPORATION	CVX	150	03/21/12	12/06/12	16,133.97	15,893 27	(240.70)
***CANADIAN PACIFIC RAILWAY LTD	CP	385	12/06/11	02/24/12	24,708.09	28,679.30	3,971 21
CONOCOPHILLIPS	COP	205	03/21/12	12/06/12	12,187.17T	11,728.30	(458 87)
CONOCOPHILLIPS	COP	90	06/11/12	12/06/12	4,903 43	5,149.01	245.58
CISCO SYSTEMS INC	CSCO	550	09/11/12	12/06/12	10,574.96	10,639.51	64.55
***DIAGEO PLC-SPONSORED ADR NEW REPSTG 4 ORD SHS	DEO	70	03/21/12	12/06/12	6,753.40	8,371.12	1,617.72
DOMINION RESOURCES INC VA NEW	D	195	03/21/12	12/06/12	9,835.53	10,116.57	281.04
E I DU PONT DE NEMOURS & CO	DD	280	03/21/12	12/06/12	14,690.79	11,968.19	(2,722.60)
***ENSIGN ENERGY SERVICES INC	ESVIF	280	12/06/11	02/24/12	4,782.72	4,732.17	(50.55)
FIRST TR EXCHANGE TRADED ALPHADEX FD II DEV MKTS EX US ALPHADEX FD	FDT	11,000	02/24/12	02/28/12	475,054.97	463,049.05	(12,005.92)
FIRST TR EXCHANGE TRADED ALPHADEX FD II DEV MKTS EX US ALPHADEX FD	FDT	300	02/24/12	03/02/12	12,956 04	12,483.33	(472.71)
FIRST TR EXCHANGE TRADED ALPHADEX FD II DEV MKTS EX US ALPHADEX FD	FDT	11,700	02/24/12	03/16/12	505,285.74	496,122.11	(9,163.63)
GENERAL ELECTRIC CO	GE	740	03/21/12	12/06/12	14,886.88	15,652.49	765.61
GENUINE PARTS CO	GPC	195	03/21/12	12/06/12	12,257.70	12,479.72	222.02
HCP INC	HCP	370	03/21/12	12/06/12	15,002.43	16,683.92	1,681.49
***INGERSOLL RAND PLC	IR	575	12/06/11	02/24/12	19,762.09	23,079.76	3,317.67
HEALTH CARE REIT INC	HCN	275	03/21/12	12/06/12	15,019.70	16,335.50	1,315.80
H J HEINZ CO	HNZ	260	03/21/12	12/06/12	13,756.03	15,197.98	1,441.95
INTEL CORP	INTC	580	03/21/12	12/06/12	16,094.03	11,705.70	(4,388.33)
JPMORGAN CHASE & CO	JPM	215	03/27/12	12/06/12	9,927.63	8,918.65	(1,008.98)

Realized Gain/Loss Detail - Year to Date (continued)

SHORT TERM GAIN(LOSS) DETAILS (Continued)

SECURITY DESCRIPTION	SYMBOL/ CUSIP	QUANTITY	DATE ACQUIRED	DATE SOLD	TOTAL COST ORIGINAL/ ADJUSTED	PROCEEDS	REALIZED GAIN(LOSS)
JOHNSON & JOHNSON	JNJ	265	03/21/12	12/06/12	17,179.12	18,555 29	1,376.17
KRAFT FOODS GROUP INC COM	KRFT	151	03/21/12	12/06/12	6,113 36	6,909.93	796.57
KIMBERLY CLARK CORP	KMB	205	03/21/12	12/06/12	15,047.71	17,406.85	2,359 14
ELI LILLY & CO	LLY	420	03/21/12	12/06/12	16,782.08	20,777 98	3,995.90
MERCK & CO INC NEW	MRK	460	03/21/12	12/06/12	17,354.77	20,456.89	3,102.12
MONDELEZ INTERNATIONAL INC COM	MDLZ	455	03/21/12	12/06/12	11,308.59	11,630.90	322.31
***MANULIFE FINANCIAL CORP	MFC	720	12/06/11	02/24/12	8,325.81	8,773.50	447.69
MICROSOFT CORP	MSFT	505	03/21/12	12/06/12	16,103.09	13,530.00	(2,573.09)
***NABORS INDUSTRIES LTD NEW	NBR	1,350	12/06/11	02/24/12	25,829.39	29,903.99	4,074.60
***NOBLE CORPORATION US LISTED	NE	1,695	12/06/11	02/24/12	60,561.40	65,672.62	5,111.22
NEXTERA ENERGY INC	NEE	245	03/21/12	12/06/12	14,770 34	16,985.46	2,215.12
PHILIP MORRIS INTERNATIONAL INC	PM	175	03/21/12	12/06/12	15,075 74	15,594.69	518.95
PHILLIPS 66 COM	PSX	102	03/21/12	06/11/12	3,621.84	3,293.19	(328.65)
***PARTNERRE LTD	PRE	140	12/06/11	02/24/12	9,235.69	8,928.33	(307.36)
***RIO TINTO PLC SPONSORED ADR	RIO	1,050	12/06/11	02/24/12	56,247.32	60,754.77	4,507.45
RAYTHEON CO COM NEW	RTN	280	04/13/12	12/06/12	14,765.74	15,920.78	1,155.04
***RWE AG-SPONSORED ADR REPSTG ORD DM 50 PAR	RWEOY	140	12/06/11	02/24/12	5,406.84	6,096.71	689.87
***STATOIL ASA SPONSORED ADR	STO	120	12/06/12	12/19/12	2,915.69	3,027.89	112.20
***SCHLUMBERGER LTD	SLB	750	12/06/11	02/24/12	58,760.36	59,111 90	351.54

Realized Gain/Loss Detail - Year to Date (continued)

SHORT TERM GAIN(LOSS) DETAILS (Continued)

SECURITY DESCRIPTION	SYMBOL/ CUSIP	QUANTITY	DATE ACQUIRED	DATE SOLD	TOTAL COST ORIGINAL/ ADJUSTED	PROCEEDS	REALIZED GAIN(LOSS)
***SUNCOR ENERGY INC NEW	SU	1,445	12/06/11	02/24/12	45,328 90	52,832.43	7,503 53
3M COMPANY	MMM	140	03/21/12	12/06/12	12,463.50	12,706.39	242.89
***TENARIS SA SPONSORED ADR	TS	815	12/06/11	02/24/12	31,866.53	32,831.16	964.63
THE TRAVELERS COMPANIES INC	TRV	235	03/21/12	12/06/12	13,768.22	17,234.51	3,466.29
***TRANSOCEAN LTD US LISTED	RIG	980	12/06/11	02/24/12	45,336.31	49,532.68	4,196 37
***TALISMAN ENERGY INC	TLM	650	12/06/11	02/24/12	9,015.57	9,001.10	(14.47)
VERIZON COMMUNICATIONS	VZ	340	03/21/12	12/06/12	13,517.78	15,096.51	1,578.73
***WEATHERFORD INTERNATIONAL LTD SWITZERLAND	WFT	3,080	12/06/11	02/24/12	48,170.04	49,847.24	1,677.20
***YARA INTERNATIONAL ASA SPONSORED ADR	YARIY	45	12/06/11	02/24/12	2,004.51	2,183.95	179.44
TOTAL SHORT TERM GAIN(LOSS)**					$1,901,730.72	$1,939,201.96	$37,471.24

LONG TERM GAIN(LOSS) DETAILS

SECURITY DESCRIPTION	SYMBOL/ CUSIP	QUANTITY	DATE ACQUIRED	DATE SOLD	TOTAL COST ORIGINAL/ ADJUSTED	PROCEEDS	REALIZED GAIN(LOSS)
***BRITISH AMERICAN TOBACCO PLC SPONSORED ADR	BTI	350	02/07/08	02/24/12	24,982.97T	34,534.00	9,551.03
***BASF SE ADR	BASFY	350	02/07/08	02/24/12	21,507.50T	30,119.71	8,612.21
***BHP BILLITON LTD SPONSORED ADR	BHP	825	02/07/08	02/24/12	54,812.92T	63,674.20	8,861.28
***CORE LABORATORIES NV	CLB	200	02/07/08	02/24/12	10,671.99T	25,394.53	14,722.54
***CANADIAN NATIONAL RAILWAY CO	CNI	450	02/07/08	02/24/12	22,477.46T	34,254.68	11,777.22

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Brooklyn, New York 11245-0001

THE HORN FOUNDATION

STATEMENT PERIOD
December 1 - December 31, 2012

ACCOUNT NUMBER
720-16219 LES

LAST STATEMENT November 30, 2012

Realized Gain/Loss Detail - Year to Date (continued)

LONG TERM GAIN(LOSS) DETAILS (Continued)

SECURITY DESCRIPTION	SYMBOL/ CUSIP	QUANTITY	DATE ACQUIRED	DATE SOLD	TOTAL COST ORIGINAL/ ADJUSTED	PROCEEDS	REALIZED GAIN(LOSS)
***COOPER INDUSTRIES PLC NEW IRELAND	G24140108	650	02/07/08	02/24/12	27,806.25T	38,603.16	10,796.91
***CANADIAN NATURAL RESOURCES LTD	CNQ	550	02/07/08	02/24/12	16,530.25T	20,615.31	4,085.06
***DIAGEO PLC-SPONSORED ADR NEW REPSTG 4 ORD SHS	DEO	350	01/20/11	02/24/12	27,120.88	32,747.28	5,626.40
***NOVARTIS AG AMERICAN DEPOSITARY SHARES	NVS	450	02/07/08	02/24/12	22,085.00T	25,495.01	3,410.01
***NESTLE SA-SPONSORED ADR REPSTG REGD ORD (SF 10 PAR)	NSRGY	750	02/07/08	02/24/12	31,995.00T	45,823.46	13,828.46
***POTASH CORP OF SASKATCHEWAN INC CANADIAN LISTED	POT	450	02/07/08	02/24/12	20,768.10T	20,701.92	(66.18)
***POTASH CORP OF SASKATCHEWAN INC CANADIAN LISTED	POT	675	12/29/08	02/24/12	16,088.54T	31,052.87	14,964.33
***POTASH CORP OF SASKATCHEWAN INC CANADIAN LISTED	POT	150	11/13/09	02/24/12	5,161 50T	6,900.64	1,739.14
***TRICAN WELL SERVICE LIMITED	TOLWF	356	02/16/10	02/24/12	5,162.13	6,086.18	924.05
***UNILEVER N V NEW YORK SHS NEW ADR	UN	775	01/20/11	02/24/12	23,802.42	25,624.95	1,822.53
***UBS AG NEW	UBS	630	01/29/10	02/24/12	T	8,768 73	
TOTAL LONG TERM PROCEEDS*						$450,396.63	
TOTAL LONG TERM GAIN(LOSS)**					$330,972.91	$441,627.90	$110,654.99

TOTALS

	TOTAL COST	PROCEEDS	REALIZED GAIN(LOSS)
TOTAL SHORT TERM GAIN(LOSS)**	$1,901,730.72	$1,939,201.96	$37,471.24

Realized Gain/Loss Detail - Year to Date (continued)

TOTALS (Continued)

	TOTAL COST	PROCEEDS	REALIZED GAIN(LOSS)
TOTALS (Continued)			
TOTAL LONG TERM PROCEEDS*		$450,396.63	
TOTAL LONG TERM GAIN(LOSS)**	$330,972.91	$441,627.90	$110,654.99
TOTAL PROCEEDS FROM ALL REPORTED TRANSACTIONS (TOTAL PROCEEDS ON FORM 1099)***		$2,389,598.59	

Blank=FIFO (First in First Out) S=Specific Match (the closing transaction was specifically matched to this lot) A=Average Cost

* This total excludes proceeds from open short sales

** These totals exclude transactions for which cost basis is not available

*** This figure may differ from the proceeds on form 1099 due to adjustments for accrued interest, cash-in-lieu, exercise or assignment of options, etc.

T - Cost Basis information is based on information you, your advisor or third parties have supplied and it has been included on your statement for informational purposes only. JPMCC has not attempted to validate this information and disclaims all warranties of any kind related to this information, either express or implied, including, without limitation, any implied warranties of accuracy, completeness and fitness for a particular purpose.

Realized Gain/Loss Detail - Year to Date

Total Cost, Realized Gain (Loss), and holding period information may not reflect all adjustments necessary for tax reporting purposes. Tax payers should verify such information against their own records when calculating reportable gain or loss resulting from a sale, redemption,or exchange. JPMCC reports only gains or losses for certain securities to the IRS. Please contact your Tax Advisor for additional information as neither J.P. Morgan Clearing Corp nor its affiliates provide tax advice. JPMCC makes no warranties with respect to, and specifically disclaims any liability arising out of a customer's use of, or any tax position taken in reliance upon, such information. Unless otherwise noted, the cost basis reflected at the time of sale in your account is based on the first-in, first-out (FIFO) method. Proceeds information excludes accrued interest.

Information on this statement related to cost and gain/loss calculations does not include adjustments for wash sales that may have occurred on the last business day of this statement period. These wash sale adjustments, if any, will be reflected on your next statement.

SHORT TERM GAIN(LOSS) DETAILS

SECURITY DESCRIPTION	SYMBOL/ CUSIP	QUANTITY	DATE ACQUIRED	DATE SOLD	TOTAL COST ORIGINAL/ ADJUSTED	PROCEEDS	REALIZED GAIN(LOSS)
AMERIGAS PARTNERS LP UNITS LTD PARTNERSHIP INT	APU	1,000	03/15/12	03/26/12	41,250.00	40,565.96	(684.04)
REGENCY ENERGY PARTNERS LP	RGP	1,000	03/20/12	03/21/12	24,470.00	24,464.55	(5.45)
TOTAL SHORT TERM GAIN(LOSS)**					**$65,720.00**	**$65,030.51**	**$(689.49)**

TOTALS

	TOTAL COST	PROCEEDS	REALIZED GAIN(LOSS)
TOTAL SHORT TERM GAIN(LOSS)**	**$65,720.00**	**$65,030.51**	**$(689.49)**

Blank=FIFO (First in First Out) S=Specific Match (the closing transaction was specifically matched to this lot) A=Average Cost

** These totals exclude transactions for which cost basis is not available

Realized Gain/Loss Detail - Year to Date

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SHORT TERM GAIN(LOSS) DETAILS

SECURITY DESCRIPTION	SYMBOL/ CUSIP	QUANTITY	DATE ACQUIRED	DATE SOLD	TOTAL COST ORIGINAL/ ADJUSTED	PROCEEDS	REALIZED GAIN(LOSS)
**JP MORGAN ACCESS GROWTH FD CLASS A	JXGAX	0.856	02/24/11	01/18/12	14.55	8.00	(6.55)
TOTAL SHORT TERM GAIN(LOSS)**					$14.55	$8.00	$(6.55)

TOTALS

	TOTAL COST	PROCEEDS	REALIZED GAIN(LOSS)
TOTAL SHORT TERM GAIN(LOSS)**	$14.55	$8.00	$(6.55)

Blank=FIFO (First in First Out) S=Specific Match (the closing transaction was specifically matched to this lot) A=Average Cost

** These totals exclude transactions for which cost basis is not available

Realized Gain/Loss Detail - Year to Date

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SHORT TERM GAIN(LOSS) DETAILS

SECURITY DESCRIPTION	SYMBOL/ CUSIP	QUANTITY	DATE ACQUIRED	DATE SOLD	TOTAL COST ORIGINAL/ ADJUSTED	PROCEEDS	REALIZED GAIN(LOSS)
CALIFORNIA ST G/O VAR PURP	13062PNK4	250,000	10/24/11	02/01/12	250,000.00	250,000.00	0 00
MERRILL LYNCH & CO INC MEDIUM TERM NTS	59018YJ36	100,000	12/13/11	08/15/12	100,000 00	100,000.00	0.00
MORGAN STANLEY MTN	6174462T5	100,000	12/16/11	11/02/12	100,000 00	100,000 00	0.00
GE MONEY BK C/D FDIC INS TO LIMITS	36161NVB1	100,000	12/13/11	06/18/12	100,000.00	100,000.00	0.00
BEAL BK SSB PLANO TEX C/D FDIC INS TO LIMITS	07370THL0	100,000	12/13/11	06/20/12	100,000 00	100,000.00	0.00
GMAC INC SR GTD NT	36186CBT9	100,000	10/24/11	05/15/12	100,000.00	100,000.00	0.00
GOLDMAN SACHS GROUP INC NOTES	38141GCG7	100,000	12/13/11	09/04/12	100,000.00	100,000.00	0.00
GOLDMAN SACHS GROUP INC NOTES	38141GCG7	100,000	12/16/11	09/04/12	100,000.00	100,000.00	0.00
BANK AMERICA CORP	060505AQ7	100,000	10/24/11	04/16/12	100,000.00	100,000.00	0.00
TOTAL SHORT TERM GAIN(LOSS)**					**$1,050,000.00**	**$1,050,000.00**	**$0**

Realized Gain/Loss Detail - Year to Date (continued)

LONG TERM GAIN(LOSS) DETAILS

SECURITY DESCRIPTION	SYMBOL/ CUSIP	QUANTITY	DATE ACQUIRED	DATE SOLD	TOTAL COST ORIGINAL/ ADJUSTED	PROCEEDS	REALIZED GAIN(LOSS)
AVIS BUDGET CAR RENT LLC /AVIS SR NT FLT 14	053773AJ6	100,000	05/23/11	10/23/12	98,951.65	99,745 00	793.35
TOTAL LONG TERM GAIN(LOSS)**					**$98,951.65**	**$99,745.00**	**$793.35**

TOTALS

	TOTAL COST	PROCEEDS	REALIZED GAIN(LOSS)
TOTAL SHORT TERM GAIN(LOSS)**	**$1,050,000.00**	**$1,050,000.00**	**$0**
TOTAL LONG TERM GAIN(LOSS)**	**$98,951.65**	**$99,745.00**	**$793.35**
TOTAL PROCEEDS FROM ALL REPORTED TRANSACTIONS (TOTAL PROCEEDS ON FORM 1099)***		**$1,149,745.00**	

Blank=FIFO (First in First Out) S=Specific Match (the closing transaction was specifically matched to this lot) A=Average Cost

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*** This figure may differ from the proceeds on form 1099 due to adjustments for accrued interest, cash-in-lieu, exercise or assignment of options, etc.

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THE HORN FOUNDATION

STATEMENT PERIOD
December 1 - December 31, 2012

ACCOUNT NUMBER
720-16216 LE5

LAST STATEMENT November 30, 2012

PRIVILEGED ACCESS PLATINUM ACCOUNT

Your Portfolio Holdings

The total cost basis for each security position and the unrealized gain/loss are provided solely for your convenience and may not be used for tax purposes or otherwise relied upon. If you have questions related to tax consequences, please consult your tax advisor. Unrealized gain/loss total reflects only those positions for which a cost basis is available or has been provided to J.P. Morgan Clearing Corp. ("JPMCC"). Unless the tax basis provided relates to a position purchased on the books of JPMCC, JPMCC has not and cannot validate the basis provided. Information on this statement related to cost and gain/loss calculations does not include adjustments for wash sales that may have occurred on the last business day of this statement period. These wash sale adjustments, if any, will be reflected on your next statement.

CASH & MONEY MARKET FUNDS

DESCRIPTION	TYPE	QUANTITY	PRICE	MARKET VALUE	COST	UNREALIZED GAIN/LOSS
JPMORGAN DEPOSIT ACCOUNT B JPMORGAN CHASE BANK NA CUSIP: 200AV4004 CURRENT YIELD 0 01% FDIC-INSURED SUBJECT TO APPLICABLE LIMITS NOT COVERED BY SIPC	CASH	599,351.61	1.00	599,352	599,352	
TOTAL CASH & MONEY MARKET FUNDS				$599,352	$599,352	$0

EQUITIES

Equities & Options

DESCRIPTION	ACCT TYPE	ACQUISITION DATE	QUANTITY	PRICE	MARKET VALUE	UNIT COST	[redacted] COST	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	ESTIMATED YIELD (%)
ALLSTATE CORP SYMBOL: ALL	CASH	09/06/11	3,000	40.17	120,510	24.82 √	74,452 √	46,058 LT	2,640	2.19
HONEYWELL INTL INC SYMBOL HON	CASH	10/10/07	3,000	63.47	190,410	√ 41.18	123,540	66,870 LT	4,920	2.58
PROCTER & GAMBLE CO SYMBOL PG	CASH		6,400	67.89	434,496	√ 59.87	√ 383,180	51,316	14,387	3.31
		10/10/07	1,000		67,890	54.14	54,140	13,750 LT		
		10/10/07	3,000		203,670	55.63	166,890	36,780 LT		
		05/13/11	1,400		95,046	67.41	94,378	668 LT		

THE HORN FOUNDATION

STATEMENT PERIOD
December 1 - December 31, 2012
ACCOUNT NUMBER
720-16216 LE5
LAST STATEMENT November 30, 2012

PRIVILEGED ACCESS PLATINUM ACCOUNT

Your Portfolio Holdings (continued)

Equities & Options (Continued)

DESCRIPTION	ACCT TYPE	ACQUISITION DATE	QUANTITY	PRICE	MARKET VALUE	UNIT COST	COST	UNREALIZED GAIN/LOSS		ESTIMATED ANNUAL INCOME	ESTIMATED YIELD (%)
PROCTER & GAMBLE CO		08/21/12	1,000		67,890	67.77	67,772	118	ST		
TIME WARNER INC	CASH		20,000	47.83	956,600		Please provide this information			20,800	2.17
NEW		01/29/10	7,000		334,810	0.00	Please provide this information		LT		
SYMBOL: TWX		01/29/10	13,000		621,790	0.00	Please provide this information		LT		
TIME WARNER CABLE INC	CASH		14,520	97.19	1,411,199	14.90	Please provide this information			32,525	2.30
SYMBOL: TWC		02/18/09	6,054		588,388	23.52	142,390	445,998	LT		
		03/03/09	3,446		334,917	21.45	73,917	261,000	LT		
		01/29/10	5,020		487,894	0.00	Please provide this information		LT		
Total Equities & Options					$3,113,215		$581,172	$164,244		$75,272	
TOTAL EQUITIES					$3,113,215		$581,172	$164,244		$75,272	

YOUR PORTFOLIO HOLDINGS ESTIMATED ANNUAL INCOME	$75,272
YOUR PRICED PORTFOLIO HOLDINGS	$3,712,567

Transaction Detail

INVESTMENT ACTIVITY

SETTLEMENT DATE TRADE DATE	TRANSACTION	DESCRIPTION	QUANTITY	PRICE	DEBIT AMOUNT	CREDIT AMOUNT	TOTAL COST	REALIZED GAIN/LOSS
12/18/12	JOURNAL	ALLSTATE CORP FROM 720-16224 SYMBOL/CUSIP ALL	3,000					
12/18/12	JOURNAL	HONEYWELL INTL INC FROM 720-16224 SYMBOL/CUSIP HON	3,000					

Your Portfolio Holdings

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CASH & MONEY MARKET FUNDS

DESCRIPTION	TYPE	QUANTITY	PRICE	MARKET VALUE	COST	UNREALIZED GAIN/LOSS
JPMORGAN DEPOSIT ACCOUNT B JPMORGAN CHASE BANK NA CUSIP. 200AV4004 CURRENT YIELD 0 01% FDIC-INSURED SUBJECT TO APPLICABLE LIMITS NOT COVERED BY SIPC	CASH	35,735 46	1.00	35,735	35,735	
TOTAL CASH & MONEY MARKET FUNDS				$35,735	$35,735	$0

EQUITIES

Equities & Options

DESCRIPTION	ACCT TYPE	ACQUISITION DATE	QUANTITY	PRICE	MARKET VALUE	UNIT COST	COST	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	ESTIMATED YIELD (%)
AUTOMATIC DATA PROCESSING INC SYMBOL ADP	CASH	10/17/11	1,394	56.93	79,360	51.63	71,977	7,383 LT	2,426	3.06
COCA COLA COMPANY (THE) SYMBOL KO	CASH	10/17/11	2,122	36 25	76,923	33 94	72,026	4,897 LT	2,164	2.81
EATON CORPORATION PLC SYMBOL ETN	CASH	10/17/11	1,744	54.18	94,490	41.32	72,063	22,427 LT	2,651	2.81

Your Portfolio Holdings (continued)

Equities & Options (Continued)

DESCRIPTION	ACCT TYPE	ACQUISITION DATE	QUANTITY	PRICE	MARKET VALUE	UNIT COST	COST	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	ESTIMATED YIELD (%)
ENTERGY CORP NEW SYMBOL ETR	CASH	10/17/11	1,075	63.75	68,531	67 02	72,046	-3,515 LT	3,569	5.21
JOHNSON & JOHNSON SYMBOL JNJ	CASH	10/17/11	1,115	70.10	78,162	64 63	72,064	6,098 LT	2,721	3 48
KRAFT FOODS GROUP INC COM SYMBOL KRFT	CASH	10/17/11	681	45.47	30,965	37 11	25,275	5,690 LT	1,362	4 40
KIMBERLY CLARK CORP SYMBOL KMB	CASH	10/17/11	1,000	84.43	84,430	72.05	72,047	12,383 LT	2,960	3.51
MONDELEZ INTERNATIONAL INC COM SYMBOL MDLZ	CASH	10/17/11	2,044	25.45	52,026	22 87	46,754	5,272 LT	1,063	2.04
MCDONALDS CORP SYMBOL MCD	CASH	10/17/11	800	88.21	70,568	89 92	71,938	-1,370 LT	2,464	3.49
NAVIOS MARITIME PARTNERS L P UNIT LTD PARTNERSHIP INT SYMBOL NMM	CASH	05/03/12	5,000	12.28	61,400	15.68	78,400	-17,000 ST	8,850	14.41
NEXTERA ENERGY INC SYMBOL: NEE	CASH	10/17/11	1,301	69.19	90,016	55.38	72,044	17,972 LT	3,122	3.47
PACIFIC COAST OIL TRUST SYMBOL ROYT	CASH	05/03/12	4,000	17.34	69,360	20 00	80,000	-10,640 ST	6,692	9 65
PEPSICO INC SYMBOL PEP	CASH	10/17/11	1,150	68.43	78,695	62 66	72,053	6,642 LT	2,473	3 14
PROCTER & GAMBLE CO SYMBOL: PG	CASH	10/17/11	1,105	67.89	75,018	65 03	71,860	3,158 LT	2,484	3 31

Your Portfolio Holdings (continued)

Equities & Options (Continued)

DESCRIPTION	ACCT TYPE	ACQUISITION DATE	QUANTITY	PRICE	MARKET VALUE	UNIT COST	COST	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	ESTIMATED YIELD (%)
SOUTHERN CO SYMBOL SO	CASH	10/17/11	1,660	42.81	71,065	43 42	72,075	-1,010 LT	3,254	4.58
SYSCO CORP SYMBOL SYY	CASH	10/17/11	2,718	31 66	86,052	26.49	72,011	14,041 LT	3,044	3.54
Total Equities & Options					$1,167,061		$1,094,633	$72,428	$51,299	

Preferred Equities

DESCRIPTION	ACCT TYPE	ACQUISITION DATE	QUANTITY	PRICE	MARKET VALUE	UNIT COST	COST	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	ESTIMATED YIELD (%)
PS BUSINESS PKS INC DEP SHS REPSTG 1/1000TH 6% CUM PFD SERIES T SYMBOL PSBPRT	CASH	05/03/12	2,000	25.79	51,580	25.00	50,000	1,580 ST	3,000	5 82
Total Preferred Equities					$51,580		$50,000	$1,580	$3,000	
TOTAL EQUITIES					$1,218,641		$1,144,633	$74,008	$54,299	

YOUR PORTFOLIO HOLDINGS ESTIMATED ANNUAL INCOME	$54,299
YOUR PRICED PORTFOLIO HOLDINGS	$1,254,376

Your Portfolio Holdings (continued)

EQUITIES

Preferred Equities

DESCRIPTION	ACCT TYPE	ACQUISITION DATE	QUANTITY	PRICE	MARKET VALUE	UNIT COST	COST	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	ESTIMATED YIELD (%)
MORGAN STANLEY DEP SHS REPSTG 1/1000 PERP PFD SER A SYMBOL MSPRA	CASH	10/18/12	5,000	19.54	97,700	20.20	100,978	-3,278 ST	5,110	5.23
PRUDENTIAL FINANCIAL INC 5 75% JUNIOR SUBORDINATED NOTE DUE 2052 SYMBOL: PJH	CASH	11/27/12	1,000	25 50	25,500	25 00	25,000	500 ST	1,438	5 64
Total Preferred Equities					$123,200		$125,978	$-2,778	$6,548	
TOTAL EQUITIES					$123,200		$125,978	$-2,778	$6,548	

MUTUAL FUNDS

A maximum of two tax lots per position will be reported in the mutual funds section. These will be the aggregate totals of the long-term holdings and the short-term holdings respectively. Funds tracked with the Average Cost methodology are denoted with an 'A' next to the Unit Cost number.

DESCRIPTION	ACCT TYPE	ACQUISITION DATE	QUANTITY	PRICE	MARKET VALUE	UNIT COST	COST	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	ESTIMATED YIELD (%)
LEADER SHORT TERM BD FD	CASH		31,113.484	9.71	302,112	9.72	302,459	-347	9,801	3.24
INV CL SHS			20,620.305		200,223	9 82	202,454	-2,231 LT		
SYMBOL LCCMX			10,493.179		101,889	9 53	100,005	1,884 ST		
LORD ABBETT SHORT DURATION INCOME FUND CL A SYMBOL: LALDX	CASH		21,321 962	4.65	99,147	4.69	100,005	-858	4,009	4 04
TOTAL MUTUAL FUNDS					$401,259		$402,464	$-1,205	$13,810	

Your Portfolio Holdings (continued)

FIXED INCOME

Corporate Bonds

DESCRIPTION	ACCT TYPE	ACQUISITION DATE	QUANTITY	PRICE	MARKET VALUE	UNIT COST	COST	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	ESTIMATED YIELD (%)	ACCRUED INTEREST
BANK ONE CORP SUB NOTES DATED DATE 10/24/02 BOOK ENTRY ONLY DUE 01/30/2013 5.250% JJ 30 CUSIP 06423AAS2 RATING MOODY A3 S&P A-	MRGN	09/27/10	100,000	100.34	100,340	100 30	100,302§	38 LT	5,250	5 23	2,188
MERRILL LYNCH & CO INC	CASH		200,000	100 43	200,868	100 05	200,104§	764	10,900	5.43	4,421
MEDIUM TERM NTS		12/05/11	100,000		100,434	100.06	100,057	377 LT			
DATED DATE 02/05/08 BOOK ENTRY ONLY DUE 02/05/2013 5.450% FA 05 CUSIP 59018YM40 RATING MOODY BAA2 S&P A-		12/16/11	100,000		100,434	100.05	100,047	387 LT			
HONEYWELL INTL INC DEB DATED DATE 02/29/08 BOOK ENTRY ONLY DUE 03/01/2013 4 250% MS 01 CUSIP· 438516AW6 RATING MOODY A2 S&P A	CASH	08/05/10	150,000	100.63	150,941	100.57	150,850§	91 LT	6,375	4.22	2,125
NOVARTIS CAP CORP DATED DATE 03/16/10 BOOK ENTRY ONLY DUE 04/24/2013 1 900% AO 24 CUSIP 66989HAB4 RATING MOODY AA2 S&P AA-	CASH	08/05/10	150,000	100 52	150,779	100.32	150,478§	301 LT	2,850	1.89	530

Your Portfolio Holdings (continued)

Corporate Bonds (Continued)

DESCRIPTION	ACCT TYPE	ACQUISITION DATE	QUANTITY	PRICE	MARKET VALUE	UNIT COST	COST	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	ESTIMATED YIELD (%)	ACCRUED INTEREST
ROYAL CARIBBEAN CRUISES LTD SR NT DATED DATE 06/12/06 BOOK ENTRY ONLY DUE 06/15/2013 7 000% JD 15 CUSIP 780153AQ5 RATING MOODY BA1 S&P BB	MRGN	02/08/11	100,000	102.50	102,500	101.72	101,722§	778 LT	7,000	6.83	311
WALGREEN CO NOTES DATED DATE 07/17/08 BOOK ENTRY ONLY DUE 08/01/2013 4 875% FA 01 CUSIP· 931422AD1 RATING· MOODY BAA1 S&P BBB	CASH	08/05/10	150,000	102 47	153,701	102 29	153,436§	265 LT	7,313	4 76	3,047
ROYAL BANK SCOTLAND PLC DATED DATE 11/12/03 BOOK ENTRY ONLY DUE 11/12/2013 5 000% MN 12 CUSIP 780097AN1 RATING MOODY BA3 S&P BB+	CASH	11/08/12	100,000	101.75	101,745	102.28	102,275§	-530 ST	5,000	4.91	681
CORNELL UNIV DATED DATE 04/02/09 BOOK ENTRY ONLY DUE 02/01/2014 4.350% FA 01 CUSIP 219207AA5 RATING MOODY AA1 S&P AA	CASH	08/05/10	150,000	103.81	155,714	103.21	154,809§	905 LT	6,525	4.19	2,719

Your Portfolio Holdings (continued)

Corporate Bonds (Continued)

DESCRIPTION	ACCT TYPE	ACQUISITION DATE	QUANTITY	PRICE	MARKET VALUE	UNIT COST	COST	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	ESTIMATED YIELD (%)	ACCRUED INTEREST
WELLPOINT INC NT DATED DATE 02/05/09 BOOK ENTRY ONLY DUE 02/15/2014 6 000% FA 15 CUSIP· 94973VAQ0 RATING MOODY BAA2 S&P A-	MRGN	02/08/11	100,000	105.84	105,837	104.25	104,250§	1,587 LT	6,000	5 67	2,267
MORGAN STANLEY DATED DATE 03/30/04 BOOK ENTRY ONLY DUE 04/01/2014 4 750% AO 01 CUSIP· 61748AAE6 RATING MOODY BAA2 S&P BBB+	MRGN	02/08/11	100,000	103.55	103,548	101.64	101,641§	1,907 LT	4,750	4.59	1,188
WELLS FARGO & CO SUB NOTES DATED DATE 11/06/02 BOOK ENTRY ONLY DUE 11/15/2014 5 000% MN 15 CUSIP· 949746CR0 RATING MOODY A3 S&P A	MRGN	02/08/11	100,000	107.28	107,279	103.83	103,831§	3,448 LT	5,000	4.66	639
FORD MTR CR CO SR NTS DATED DATE 04/09/10 BOOK ENTRY ONLY DUE 04/15/2015 7 000% AO 15 CUSIP 345397VN0 RATING MOODY BAA3 S&P BB+	CASH	02/01/11	100,000	111.50	111,504	106.40	106,402§	5,102 LT	7,000	6.28	1,478

Your Portfolio Holdings (continued)

Corporate Bonds (Continued)

DESCRIPTION	ACCT TYPE	ACQUISITION DATE	QUANTITY	PRICE	MARKET VALUE	UNIT COST	COST	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	ESTIMATED YIELD (%)	ACCRUED INTEREST
JPMORGAN CHASE & CO NT DATED DATE 06/24/10 BOOK ENTRY ONLY DUE 06/24/2015 3 400% JD 24 CUSIP 46625HHR4 RATING MOODY A2 S&P A	CASH	08/05/10	150,000	105.51	158,259	101.73	152,600§	5,659 LT	5,100	3.22	99
JPMORGAN CHASE & CO DATED DATE 11/18/10 BOOK ENTRY ONLY DUE 01/15/2016 2.600% JJ 15 CUSIP 46625HHW3 RATING· MOODY A2 S&P A	CASH	11/10/10	150,000	103.96	155,936	99.95	149,919§	6,017 LT	3,900	2.50	1,798
ARCELORMITTAL SA LUXEMBOURG NT DATED DATE 03/07/11 BOOK ENTRY ONLY DUE 03/01/2016 4 250% MS 01 CUSIP. 03938LAT1 RATING· MOODY BA1 S&P BB+	CASH	12/13/11	100,000	100.39	100,389	96.42	96,417§	3,972 LT	4,250	4.23	1,417
DELL INC DATED DATE 03/31/11 BOOK ENTRY ONLY DUE 04/01/2016 3 100% AO 01 CUSIP 24702RAP6 RATING MOODY A2 S&P A-	CASH	12/05/11	100,000	105.03	105,027	104.82	104,818§	209 LT	3,100	2.95	775

Your Portfolio Holdings (continued)

Corporate Bonds (Continued)

DESCRIPTION	ACCT TYPE	ACQUISITION DATE	QUANTITY	PRICE	MARKET VALUE	UNIT COST	COST	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	ESTIMATED YIELD (%)	ACCRUED INTEREST
COUNTRYWIDE FINL CORP NOTES DATED DATE 05/16/06 BOOK ENTRY ONLY DUE 05/15/2016 6 250% MN 15 CUSIP 222372AJ3 RATING MOODY BAA3 S&P BBB+	CASH	10/16/12	100,000	109.77	109,771	110.76	110,757§	-986 ST	6,250	5.69	799
AVIS BUDGET CAR RENT LLC /AVIS SR NT 9 625%18 DATED DATE 08/12/10 BOOK ENTRY ONLY PAR CALL 03/15/2016 DUE 03/15/2018 9.625% MS 15 CALL 03/15/14 104 813 CUSIP: 053773AL1 RATING MOODY B2 S&P B	CASH	10/23/12	100,000	111.50	111,500	111.82	111,817§	-317 ST	9,625	8.63	2,834
GOLDMAN SACHS GROUP INC DATED DATE 11/30/12 FIRST COUPON 05/30/2013 BOOK ENTRY ONLY PAR CALL 05/30/2013 DUE 05/30/2020 2 000% MN 30 CUSIP· 38141GJP0 RATING. MOODY A3 S&P A-	CASH	11/27/12	250,000	98.62	246,540	100.00	250,000	-3,460 ST	5,000	2 03	417
Total Corporate Bonds			2,450,000		$2,532,178		$2,506,428	$25,750	$111,188		$29,733
TOTAL FIXED INCOME			2,450,000		$2,532,178		$2,506,428	$25,750	$111,188		$29,733

Your Portfolio Holdings

The total cost basis for each security position and the unrealized gain/loss are provided solely for your convenience and may not be used for tax purposes or otherwise relied upon. If you have questions related to tax consequences, please consult your tax advisor. Unrealized gain/loss total reflects only those positions for which a cost basis is available or has been provided to J.P. Morgan Clearing Corp. ("JPMCC"). Unless the tax basis provided relates to a position purchased on the books of JPMCC, JPMCC has not and cannot validate the basis provided. Information on this statement related to cost and gain/loss calculations does not include adjustments for wash sales that may have occurred on the last business day of this statement period. These wash sale adjustments, if any, will be reflected on your next statement.

CASH & MONEY MARKET FUNDS

DESCRIPTION	TYPE	QUANTITY	PRICE	MARKET VALUE	COST	UNREALIZED GAIN/LOSS
JPMORGAN DEPOSIT ACCOUNT-A JPMORGAN CHASE BANK NA CUSIP 100AB5000 CURRENT YIELD 0 01% FDIC-INSURED SUBJECT TO APPLICABLE LIMITS NOT COVERED BY SIPC	CASH	16,501 40	1.00	16,501	16,501	
TOTAL CASH & MONEY MARKET FUNDS				$16,501	$16,501	$0

EQUITIES

Equities & Options

DESCRIPTION	ACCT TYPE	ACQUISITION DATE	QUANTITY	PRICE	MARKET VALUE	UNIT COST	COST	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	ESTIMATED YIELD (%)
ASTRAZENECA PLC SPONSORED ADR SYMBOL AZN	CASH	03/21/12	170	47.27	8,036	45.32	7,704	332 ST	485	6.04
ABB LTD SPONSORED ADR SYMBOL ABB	CASH	12/06/12	670	20.79	13,929	19 86	13,304	625 ST	464	3 33

Your Portfolio Holdings (continued)

Equities & Options (Continued)

DESCRIPTION	ACCT TYPE	ACQUISITION DATE	QUANTITY	PRICE	MARKET VALUE	UNIT COST	COST	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	ESTIMATED YIELD (%)
BRITISH AMERICAN TOBACCO PLC SPONSORED ADR SYMBOL BTI	CASH	12/06/12	180	101.25	18,225	105 25	18,946	-721 ST	758	4 16
BAE SYSTEMS PLC SPONSORED ADR SYMBOL BAESY	CASH	12/06/12	620	21.91	13,581	21 96	13,615	-34 ST	714	5 26
BOC HONG KONG HOLDINGS LIMITED SPONSORED ADR 1 20 SYMBOL BHKLY	CASH	12/06/12	210	62.19	13,059	62.71	13,169	-110 ST	589	4.51
BHP BILLITON LTD SPONSORED ADR SYMBOL: BHP	CASH	12/06/12	110	78.42	8,626	72.83	8,011	615 ST	246	2.85
BAYER AKTIENGESELLSCHAFT ADR SYMBOL BAYRY	CASH	12/06/12	90	94.78	8,530	94.53	8,508	22 ST	140	1.64
CANADIAN OIL SANDS LIMITED SYMBOL COSWF	CASH	12/06/12	520	20.28	10,545	20.41	10,614	-69 ST	733	6.95
DIAGEO PLC-SPONSORED ADR NEW REPSTG 4 ORD SHS SYMBOL DEO	CASH	03/21/12	80	116.58	9,326	96.48	7,718	1,608 ST	222	2.38
DEUTSCHE POST AG SPONSORED ADR SYMBOL DPSGY	CASH	12/06/12	760	21.89	16,633	21.40	16,264	369 ST		
GDF SUEZ	CASH		410	20.53	8,419	19.81	8,124	295	864	10.26
SPONSORED ADR		12/06/12	240		4,928	19.69	4,725	203 ST		
SYMBOL: GDFZY		12/11/12	170		3,491	19.99	3,398	93 ST		

Your Portfolio Holdings (continued)

Equities & Options (Continued)

DESCRIPTION	ACCT TYPE	ACQUISITION DATE	QUANTITY	PRICE	MARKET VALUE	UNIT COST	COST	UNREALIZED GAIN/LOSS		ESTIMATED ANNUAL INCOME	ESTIMATED YIELD (%)
HSBC HOLDINGS PLC	CASH		335	53.07	17,778	46.12	15,449	2,329		838	4 71
SPONSORED ADR NEW		03/21/12	275		14,594	44.85	12,333	2,261	ST		
SYMBOL HBC		12/11/12	60		3,184	51 94	3,116	68	ST		
ISRAEL CHEMICALS LIMITED UNSPONSORED ADR SYMBOL ISCHY	CASH	12/06/12	1,050	11.96	12,562	12.54	13,167	-605	ST	675	5 37
MTN GROUP LTD SPONS ADR SYMBOL: MTNOY	CASH	12/06/12	830	20.93	17,374	19.28	16,002	1,372	ST	1,020	5.87
MUENCHENER RUECKVERSICHERUNGS GESELLSCHAFT AG ADR SYMBOL: MURGY	CASH	12/06/12	920	17.93	16,496	17.25	15,867	629	ST	504	3.06
NOVARTIS AG AMERICAN DEPOSITARY SHARES SYMBOL NVS	CASH	12/06/12	340	63.30	21,522	62.54	21,263	259	ST	716	3.33
NESTLE SA-SPONSORED ADR REPSTG REGD ORD (SF 10 PAR) SYMBOL: NSRGY	CASH	12/06/12	320	65.11	20,836	65.40	20,928	-92	ST	567	2.72
P T TELEKOMUNIKASI INDONESIA SPONSORED ADR SYMBOL TLK	CASH	12/06/12	440	36.95	16,258	36.61	16,108	150	ST	483	2.97
PETROCHINA CO ADS EACH REPR 100 ORD HKD0 SYMBOL: PTR	CASH	12/06/12	110	143.78	15,816	137.44	15,118	698	ST	492	3.11
ROYAL DUTCH SHELL PLC SPONSORED ADR REPSTG B SHS SYMBOL: RDSB	CASH	03/21/12	210	70.89	14,887	71.50	15,014	-127	ST	722	4.85

Your Portfolio Holdings (continued)

Equities & Options (Continued)

DESCRIPTION	ACCT TYPE	ACQUISITION DATE	QUANTITY	PRICE	MARKET VALUE	UNIT COST	COST	UNREALIZED GAIN/LOSS		ESTIMATED ANNUAL INCOME	ESTIMATED YIELD (%)
RECKITT BENCKISER PLC SPONSORED ADR SYMBOL RBGLY	CASH	12/06/12	1,450	12 71	18,432	12.75	18,493	-61	ST	518	2.81
RIOCAN REAL ESTATE INVESTMENT TRUST UNITS SYMBOL RIOCF	CASH	12/19/12	290	27.71	8,036	27.81	8,064	-28	ST	406	5 05
ROCHE HOLDING LTD SPONSORED ADR REPSTG ORD SYMBOL: RHHBY	CASH	12/06/12	380	50 25	19,097	49 17	18,685	412	ST	586	3 07
SIEMENS A G SPONSORED ADR SYMBOL SI	CASH	12/06/12	140	109.47	15,326	104.90	14,686	640	ST	401	2.62
STATOIL ASA SPONSORED ADR SYMBOL STO	CASH	12/06/12	430	25.04	10,767	24.30	10,448	319	ST	389	3.61
SANOFI SPONSORED ADR SYMBOL SNY	CASH	12/06/12	400	47.38	18,952	46.08	18,431	521	ST	572	3.02
SINGAPORE TELECOMMUNICATION LTD SPONSORED ADR NEW 2006 SYMBOL: SGAPY	CASH	12/06/12	580	27.02	15,669	27.18	15,764	-95	ST	716	4.57
SMITHS GROUP PLC SPONSORED ADR SYMBOL SMGZY	CASH	12/06/12	870	19.36	16,843	18.14	15,782	1,061	ST	512	3.04
TAIWAN SEMICONDUCTOR MFG CO LTD-SPONSORED ADR REPSTG 5 COM SYMBOL: TSM	CASH	12/06/12	940	17.16	16,130	17.00	15,978	152	ST	374	2.32

Your Portfolio Holdings (continued)

Equities & Options (Continued)

DESCRIPTION	ACCT TYPE	ACQUISITION DATE	QUANTITY	PRICE	MARKET VALUE	UNIT COST	COST	UNREALIZED GAIN/LOSS		ESTIMATED ANNUAL INCOME	ESTIMATED YIELD (%)
TREASURY WINE ESTATES LTD SPONSORED ADR SYMBOL TSRYY	CASH	12/06/12	1,450	4 87	7,060	5 34	7,743	-683	ST	158	2.24
TESCO PLC-SPONSORED ADR SYMBOL TSCDY	CASH	12/06/12	330	16 39	5,407	16 36	5,399	8	ST	217	4 01
TOTAL S.A 1 ADR REPRESENTING 1 ORD SHS SYMBOL TOT	CASH	12/06/12	260	52 01	13,523	50.52	13,135	388	ST	652	4.82
UNILEVER N V NEW YORK SHS NEW ADR SYMBOL UN	CASH	03/21/12	440	38.30	16,852	33.65	14,805	2,047	ST	458	2.72
UNITED OVERSEAS BANK LTD SPONSORED ADR SYMBOL UOVEY	CASH	12/06/12	460	32.44	14,921	31.80	14,628	293	ST	438	2.94
VODAFONE GROUP PLC	CASH		820	25.19	20,656	26 82	21,993	-1,337		1,230	5.95
SPONSORED ADR NEW		03/21/12	500		12,595	27.35	13,673	-1,078	ST		
SYMBOL VOD		12/06/12	320		8,061	26.00	8,319	-258	ST		
ZURICH INSURANCE GROUP LIMITED SPONSORED ADR SYMBOL ZURVY	CASH	12/06/12	620	26.59	16,486	25 81	16,002	484	ST		
Total Equities & Options					$516,595		$504,929	$11,666		$18,859	

Your Portfolio Holdings (continued)

Preferred Equities

DESCRIPTION	ACCT TYPE	ACQUISITION DATE	QUANTITY	PRICE	MARKET VALUE	UNIT COST	COST	UNREALIZED GAIN/LOSS		ESTIMATED ANNUAL INCOME	ESTIMATED YIELD (%)
COMPANHIA ENERGETICA DE MINAS GERAIS CEMIG SPONS ADR NEW SYMBOL CIG	CASH	12/06/12	470	10.86	5,104	11.71	5,502	-398	ST	278	5 45
Total Preferred Equities					$5,104		$5,502	$-398		$278	
TOTAL EQUITIES					$521,699		$510,431	$11,268		$19,137	

YOUR PORTFOLIO HOLDINGS ESTIMATED ANNUAL INCOME	**$19,137**
YOUR PRICED PORTFOLIO HOLDINGS	**$538,200**

Transaction Detail

INVESTMENT ACTIVITY

SETTLEMENT DATE TRADE DATE	TRANSACTION	DESCRIPTION	QUANTITY	PRICE	C^1	DEBIT AMOUNT	CREDIT AMOUNT	TOTAL COST	REALIZED GAIN/LOSS
12/11/12 12/06/12	SOLD	**ASTRAZENECA PLC** SPONSORED ADR ST GAIN $634 57 SYMBOL/CUSIP AZN	-215	48.27260^2 FEE	8	 0.24	10,378.37	9,743.80	634.57
12/11/12 12/06/12	BOUGHT	**ABB LTD** SPONSORED ADR SYMBOL/CUSIP ABB	670	19.85700^2	8	13,304.19			
12/11/12 12/06/12	SOLD	**ALTRIA GROUP INC** ST GAIN $1,677 45 SYMBOL/CUSIP MO	-525	33.30300^2 FEE	8	 0.40	17,483.68	15,806.23	1,677.45

Your Portfolio Holdings

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CASH & MONEY MARKET FUNDS

DESCRIPTION	TYPE	QUANTITY	PRICE	MARKET VALUE	COST	UNREALIZED GAIN/LOSS
JPMORGAN DEPOSIT ACCOUNT-A JPMORGAN CHASE BANK NA CUSIP 100AB5000 CURRENT YIELD 0 01% FDIC-INSURED SUBJECT TO APPLICABLE LIMITS NOT COVERED BY SIPC	CASH	104,400.35	1.00	104,400	104,400	
TOTAL CASH & MONEY MARKET FUNDS				$104,400	$104,400	$0

EQUITIES

Equities & Options

DESCRIPTION	ACCT TYPE	ACQUISITION DATE	QUANTITY	PRICE	MARKET VALUE	UNIT COST	COST	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	ESTIMATED YIELD (%)
FIRST TRUST ETF NYSE ARCA BIOTECHNOLOGY INDEX FUND SYMBOL· FBT	CASH	02/09/12	4,282	45.95	196,758	41.35	177,051	19,707 ST		
FIRST TRUST ETF	CASH		5,247	38.97	204,476	35.26	184,985	19,491		
DOW JONES INTERNET INDEX FUND		02/18/11	3,591		139,942	36.70	131,789	8,152 LT		
SYMBOL FDN		05/19/11	276		10,756	36.62	10,106	649 LT		
		08/11/11	97		3,780	31.16	3,023	757 LT		
		09/22/11	233		9,080	29.93	6,973	2,107 LT		
		09/29/11	545		21,239	30.30	16,516	4,723 LT		

Your Portfolio Holdings (continued)

Equities & Options (Continued)

DESCRIPTION	ACCT TYPE	ACQUISITION DATE	QUANTITY	PRICE	MARKET VALUE	UNIT COST	COST	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	ESTIMATED YIELD (%)
FIRST TRUST ETF		10/20/11	309		12,042	31.66	9,781	2,260 LT		
		06/07/12	196		7,638	34.67	6,796	842 ST		
FIRST TRUST NASDAQ-100	**CASH**		**7,354**	**25.85**	**190,101**	**26.48**	**194,765**	**-4,664**	**2,103**	**1.11**
TECHNOLOGY SECTOR INDEX FUND		02/18/11	4,294		111,000	28.27	121,388	-10,388 LT		
SYMBOL: QTEC		05/19/11	536		13,856	27.15	14,552	-697 LT		
		08/11/11	451		11,658	22.16	9,996	1,663 LT		
		09/22/11	114		2,947	21.98	2,506	441 LT		
		09/29/11	788		20,370	22.51	17,734	2,636 LT		
		10/20/11	318		8,220	23.39	7,439	781 LT		
		06/07/12	853		22,050	24.79	21,149	901 ST		
FIRST TRUST EXCHANGE ETF	**CASH**		**7,945**	**24.65**	**195,844**	**22.15**	**175,982**	**19,862**	**3,496**	**1 79**
NASDAQ 100 EX TECHNOLOGY		02/18/11	5,848		144,153	22.48	131,462	12,691 LT		
SECTOR INDEX FUND		05/19/11	98		2,416	23.75	2,327	88 LT		
SYMBOL QQXT		08/11/11	105		2,588	20.39	2,141	447 LT		
		09/22/11	96		2,366	20.40	1,958	408 LT		
		09/29/11	831		20,484	20.65	17,160	3,324 LT		
		10/20/11	643		15,850	21.00	13,500	2,350 LT		
		06/07/12	324		7,987	22.94	7,433	554 ST		
FIRST TR EXCHANGE TRADED FD II	**CASH**		**8,022**	**25.80**	**206,968**	**23.11**	**185,354**	**21,614**	**5,816**	**2.81**
MATLS ALPHADEX FD		02/18/11	4,007		103,381	25.56	102,419	962 LT		
SYMBOL: FXZ		05/19/11	395		10,191	25.42	10,040	151 LT		
		08/11/11	504		13,003	20.58	10,373	2,630 LT		
		09/22/11	460		11,868	18.89	8,689	3,179 LT		
		09/29/11	1,185		30,573	19.02	22,539	8,034 LT		
		10/20/11	632		16,306	19.33	12,217	4,089 LT		
		06/07/12	839		21,646	22.74	19,077	2,569 ST		
FIRST TR EXCHANGE TRADED FD II	**CASH**		**10,434**	**17.98**	**187,603**	**17.14**	**178,803**	**8,800**	**5,791**	**3.09**
UTILS ALPHADEX FD		02/18/11	7,964		143,192	17.12	136,310	6,882 LT		
SYMBOL: FXU		08/11/11	62		1,115	16.04	995	120 LT		

Your Portfolio Holdings (continued)

Equities & Options (Continued)

DESCRIPTION	ACCT TYPE	ACQUISITION DATE	QUANTITY	PRICE	MARKET VALUE	UNIT COST	COST	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	ESTIMATED YIELD (%)
FIRST TR EXCHANGE TRADED FD II		09/22/11	18		324	16.46	296	27 LT		
		09/29/11	834		14,995	17.02	14,195	801 LT		
		10/20/11	805		14,474	17.16	13,814	660 LT		
		02/09/12	374		6,725	17.67	6,608	117 ST		
		06/07/12	377		6,778	17.47	6,585	193 ST		
FIRST TR EXCHANGE TRADED FD II	**CASH**		**12,816**	**15.67**	**200,827**	**14.55**	**186,438**	**14,389**	**3,768**	**1.88**
FINL ALPHADEX FD		02/18/11	7,503		117,572	15.74	118,120	-548 LT		
SYMBOL: FXO		05/19/11	790		12,379	15.40	12,166	213 LT		
		08/11/11	971		15,216	12.27	11,914	3,302 LT		
		09/22/11	866		13,570	11.62	10,063	3,507 LT		
		09/29/11	1,141		17,879	12.01	13,701	4,179 LT		
		10/20/11	834		13,069	12.43	10,366	2,702 LT		
		06/07/12	711		11,141	14.22	10,109	1,033 ST		
FIRST TR EXCHANGE TRADED FD II	**CASH**		**10,270**	**19.43**	**199,546**	**18.37**	**188,650**	**10,896**	**4,159**	**2.08**
INDLS PROD DURABL ALPHADEX FD		02/18/11	5,738		111,489	19.93	114,348	-2,859 LT		
SYMBOL: FXR		05/19/11	564		10,959	19.68	11,099	-140 LT		
		08/11/11	908		17,642	15.36	13,950	3,693 LT		
		09/22/11	511		9,929	14.59	7,455	2,473 LT		
		09/29/11	1,025		19,916	15.18	15,559	4,357 LT		
		10/20/11	452		8,782	15.98	7,223	1,559 LT		
		06/07/12	1,072		20,829	17.74	19,016	1,813 ST		
FIRST TR S&P REIT INDEX FD	**CASH**		**10,714**	**17.75**	**190,174**	**15.12**	**162,007**	**28,167**	**5,625**	**2.96**
SYMBOL: FRI		02/18/11	7,510		133,303	15.50	116,377	16,926 LT		
		05/19/11	140		2,485	16.33	2,286	199 LT		
		08/11/11	55		976	14.22	782	194 LT		
		09/22/11	625		11,094	13.68	8,550	2,544 LT		
		09/29/11	1,105		19,614	13.91	15,370	4,243 LT		
		10/20/11	1,026		18,212	13.98	14,343	3,868 LT		
		06/07/12	253		4,491	16.99	4,298	193 ST		

Your Portfolio Holdings (continued)

Equities & Options (Continued)

DESCRIPTION	ACCT TYPE	ACQUISITION DATE	QUANTITY	PRICE	MARKET VALUE	UNIT COST	COST	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	ESTIMATED YIELD (%)
FIRST TR ISE WTR INDEX FD	**CASH**		**8,250**	**26.02**	**214,665**	**22.06**	**181,985**	**32,680**	**2,723**	**1.27**
SYMBOL: FIW		02/18/11	5,041		131,167	23.20	116,951	14,216 LT		
		05/19/11	430		11,189	23.19	9,972	1,217 LT		
		08/11/11	436		11,345	19.06	8,310	3,035 LT		
		09/22/11	286		7,442	18.33	5,242	2,200 LT		
		09/29/11	796		20,712	19.12	15,219	5,492 LT		
		10/20/11	599		15,586	19.49	11,674	3,912 LT		
		06/07/12	662		17,225	22.08	14,617	2,608 ST		
FIRST TR EXCHANGE-TRADED FD II	**CASH**		**8,768**	**22.60**	**198,157**	**20.66**	**181,176**	**16,981**	**2,858**	**1.44**
CONSUMER DISCRETIONARY		02/18/11	6,208		140,301	21.17	131,443	8,858 LT		
FD ANNUAL		05/19/11	176		3,978	22.03	3,877	100 LT		
SYMBOL FXD		08/11/11	318		7,187	18.39	5,848	1,339 LT		
		09/22/11	216		4,882	18.13	3,916	966 LT		
		09/29/11	828		18,713	18.57	15,377	3,336 LT		
		10/20/11	413		9,334	19.55	8,074	1,260 LT		
		06/07/12	609		13,763	20.76	12,640	1,123 ST		
FIRST TRUST EPRA/NAREIT DEVEL	**CASH**		**5,206**	**39.37**	**204,960**	**34.71**	**180,691**	**24,269**	**8,751**	**4.27**
MKTS REAL ESTATE INDEX FUND		02/18/11	3,506		138,031	36.14	126,706	11,325 LT		
SYMBOL: FFR		05/19/11	157		6,181	37.22	5,844	338 LT		
		08/11/11	19		748	32.54	618	130 LT		
		09/22/11	391		15,394	29.98	11,722	3,672 LT		
		09/29/11	506		19,921	30.78	15,575	4,347 LT		
		10/20/11	445		17,520	31.12	13,847	3,672 LT		
		06/07/12	182		7,165	35.05	6,379	786 ST		
FIRST TR EXCHANGE TRADED FD II	**CASH**		**6,117**	**32.57**	**199,231**	**26.91**	**164,608**	**34,623**	**856**	**0.43**
HEALTH CARE ALPHADEX FD		02/18/11	4,384		142,787	27.40	120,121	22,666 LT		
SYMBOL: FXH		08/11/11	394		12,833	24.72	9,739	3,094 LT		
		09/29/11	620		20,193	26.01	16,123	4,070 LT		
		10/20/11	668		21,757	25.61	17,106	4,651 LT		

Your Portfolio Holdings (continued)

Equities & Options (Continued)

DESCRIPTION	ACCT TYPE	ACQUISITION DATE	QUANTITY	PRICE	MARKET VALUE	UNIT COST	COST	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	ESTIMATED YIELD (%)
FIRST TR EXCHANGE TRADED FD II		06/07/12	51		1,661	29.80	1,520	141 ST		
FIRST TR EXCHANGE TRADED FD II	CASH		7,669	25.33	194,256	22.42	171,903	22,353	3,620	1.86
CONSUMER STAPLES ALPHADEX FD		02/18/11	5,708		144,584	22.23	126,888	17,696 LT		
ANNUAL		09/22/11	256		6,484	22.24	5,693	791 LT		
SYMBOL FXG		09/29/11	697		17,655	22.64	15,780	1,875 LT		
		10/20/11	584		14,793	22.92	13,385	1,408 LT		
		02/09/12	194		4,914	24.19	4,692	222 ST		
		06/07/12	230		5,826	23.75	5,464	362 ST		
Total Equities & Options					**$2,783,566**		**$2,514,398**	**$269,168**	**$49,566**	
TOTAL EQUITIES					**$2,783,566**		**$2,514,398**	**$269,168**	**$49,566**	

YOUR PORTFOLIO HOLDINGS ESTIMATED ANNUAL INCOME	**$49,566**
YOUR PRICED PORTFOLIO HOLDINGS	**$2,887,966**

Transaction Detail

DIVIDENDS / INTEREST / OTHER INCOME

DIVIDENDS

DATE	DESCRIPTION	SYMBOL/CUSIP	QUANTITY	RATE(S)	DEBIT AMOUNT	CREDIT AMOUNT
12/31/12	FIRST TRUST NASDAQ-100 TECHNOLOGY SECTOR INDEX FUND REC 12/26/12 PAY 12/31/12	QTEC	7,354	0.0839		617.00

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J.P. Morgan Clearing Corp.
Three Chase Metrotech Center
Brooklyn, New York 11245-0001

THE HORN FOUNDATION

STATEMENT PERIOD
December 1 - December 31, 2012

ACCOUNT NUMBER
720-16213 LES

LAST STATEMENT November 30, 2012

Your Portfolio Holdings

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CASH & MONEY MARKET FUNDS

DESCRIPTION	TYPE	QUANTITY	PRICE	MARKET VALUE	COST	UNREALIZED GAIN/LOSS
JPMORGAN DEPOSIT ACCOUNT-A JPMORGAN CHASE BANK NA CUSIP: 100AB5000 CURRENT YIELD 0 01% FDIC-INSURED SUBJECT TO APPLICABLE LIMITS NOT COVERED BY SIPC	CASH	38,486.89	1.00	38,487	38,487	
TOTAL CASH & MONEY MARKET FUNDS				$38,487	$38,487	$0

EQUITIES

Equities & Options

DESCRIPTION	ACCT TYPE	ACQUISITION DATE	QUANTITY	PRICE	MARKET VALUE	UNIT COST	COST	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	ESTIMATED YIELD (%)
ISHARES MSCI MEXICO	CASH		1,654	70.53	116,657	50.06	82,799	33,858	1,231	1.06
INVESTABLE MARKET INDEX FUND		12/17/09	1,228		86,611	49.55	60,847	25,764 LT		
SYMBOL EWW		02/02/10	211		14,882	48.52	10,237	4,645 LT		
		03/26/10	191		13,471	53.33	10,186	3,285 LT		
		04/07/11	24		1,693	63.66	1,528	165 LT		
ISHARES INC MSCI SOUTH KOREA INDEX FD SYMBOL EWY	CASH	11/10/11	1,594	63.35	100,983	53.05	84,567	16,416 LT	582	0.58

Your Portfolio Holdings (continued)

Equities & Options (Continued)

DESCRIPTION	ACCT TYPE	ACQUISITION DATE	QUANTITY	PRICE	MARKET VALUE	UNIT COST	COST	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	ESTIMATED YIELD (%)
ISHARES INC	CASH	09/29/11	3,610	26.80	96,748	22.55	81,396	15,352 LT	2,285	2.36
MSCI SWITZERLAND INDEX FD										
SYMBOL: EWL										
ISHARES TRUST DOW JONES US	CASH	10/06/11	1,356	71.64	97,144	57.54	78,023	19,121 LT	1,935	1.99
INDEX FUND										
SYMBOL IYY										
ISHARES INC	CASH	09/13/12	1,480	66.78	98,834	57.49	85,091	13,743 ST	1,499	1.52
MSCI TURKEY INDEX FD										
SYMBOL TUR										
ISHARES INC	CASH		1,502	82.49	123,900	38.83	58,322	65,578	2,255	1.82
MSCI THAILAND INDEX FD		06/11/09	1,043		86,037	36.35	37,917	48,120 LT		
SYMBOL: THD		02/02/10	245		20,210	41.44	10,154	10,056 LT		
		03/26/10	214		17,653	47.91	10,252	7,401 LT		
ISHARES TR	CASH		2,261	45.88	103,735	40.15	90,781	12,954	3,674	3.54
MSCI ALL PERU CAPPED INDEX FD		09/15/11	1,890		86,713	40.96	77,407	9,306 LT		
SYMBOL: EPU		09/29/11	371		17,022	36.05	13,374	3,648 LT		
ISHARES TR POLND INVT MKT	CASH	12/18/12	3,305	29.62	97,894	29.06	96,028	1,866 ST	3,044	3.11
ETF										
SYMBOL EPOL										
ISHARES TR	CASH	09/29/11	2,745	34.58	94,922	29.76	81,699	13,223 LT	4,304	4.53
MSCI NEW ZEALAND INVESTABLE										
SYMBOL ENZL										
ISHARES TR PHILL INVSTMRK	CASH	12/20/12	2,078	34.55	71,795	34.48	71,659	136 ST	551	0.77
SYMBOL EPHE										
Total Equities & Options					$1,002,612		$810,365	$192,247	$21,360	
TOTAL EQUITIES					$1,002,612		$810,365	$192,247	$21,360	

OFFICE SERVICING YOUR ACCOUNT
J.P. Morgan Securities LLC
2029 Century Park East
Suite 3700
Los Angeles, CA 90067
(310) 201-2600

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J.P. Morgan Clearing Corp.
Three Chase Metrotech Center
Brooklyn, New York 11245-0001

THE HORN FOUNDATION

STATEMENT PERIOD
December 1 - December 31, 2012

ACCOUNT NUMBER
720-22045 LES

LAST STATEMENT November 30, 2012

Your Portfolio Holdings

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CASH & MONEY MARKET FUNDS

DESCRIPTION	TYPE	QUANTITY	PRICE	MARKET VALUE	COST	UNREALIZED GAIN/LOSS
JPMORGAN DEPOSIT ACCOUNT B JPMORGAN CHASE BANK NA CUSIP 200AV4004 CURRENT YIELD 0 01% FDIC-INSURED SUBJECT TO APPLICABLE LIMITS NOT COVERED BY SIPC	CASH	23,672.84	1.00	23,673	23,673	
TOTAL CASH & MONEY MARKET FUNDS				$23,673	$23,673	$0

EQUITIES

Equities & Options

DESCRIPTION	ACCT TYPE	ACQUISITION DATE	QUANTITY	PRICE	MARKET VALUE	UNIT COST	COST	UNREALIZED GAIN/LOSS		ESTIMATED ANNUAL INCOME	ESTIMATED YIELD (%)
ALSTOM SHS PROV REGROUPEMENT SECURITY NUM. A017847	CASH	03/06/12	571	39.74	22,691	42.94	24,518	-1,827	ST	602	2.65
ATLAS COPCO AB SER A SECURITY NUM A020964	CASH	03/06/12	965	27.39	26,432	25.40	24,514	1,918	ST	741	2.80
ANHEUSER BUSCH INBEV SA SECURITY NUM A023349	CASH	03/06/12	361	86.69	31,295	67.33	24,307	6,988	ST	428	1.37

Your Portfolio Holdings (continued)

Equities & Options (Continued)

DESCRIPTION	ACCT TYPE	ACQUISITION DATE	QUANTITY	PRICE	MARKET VALUE	UNIT COST	COST	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	ESTIMATED YIELD (%)
ASML HOLDING NV EURO 09 SECURITY NUM A033826	CASH	03/06/12	419	63.30	26,521	59.41	24,895	1,626 ST	254	0.96
BOUYGUES GUYANCOURT EUR1 SECURITY NUM B005543	CASH	03/06/12	773	29.54	22,833	31.77	24,561	-1,728 ST	1,630	7.14
DNB ASA NOK10 SECURITY NUM· D003386	CASH	03/06/12	1,929	12.65	24,399	12.74	24,567	-168 ST	693	2.84
DAIMLER AG ORD NPV (REGD) SECURITY NUM D011712	CASH	03/06/12	399	54.63	21,796	61.16	24,401	-2,605 ST	1,157	5 31
HSBC HLDGS ORD LONDON LISTED SECURITY NUM· H013542	CASH	 03/06/12 03/07/12	2,858 28 2,830	10.52	30,075 295 29,780	8.97 10.66 8.95	25,623 299 25,325	4,452 -4 ST 4,456 ST	1,172	3.90
MUENCHENER RUECKVERSICHE- RUNGS-REGD DM 10 PAR DM 5 PD SECURITY NUM M002588	CASH	03/06/12	170	179.44	30,505	143.71	24,430	6,075 ST	1,400	4 59
NESTLE SA SECURITY NUM. N010423	CASH	03/06/12	399	65.09	25,972	61.97	24,728	1,244 ST	850	3.27
ROCHE HLDGS AG GENUSSCHEINE NPV SECURITY NUM R003751	CASH	03/06/12	141	200.99	28,340	175.58	24,756	3,584 ST	1,047	3.69
ROYAL DUTCH SHELL CL A SHS EURO 07 SECURITY NUM R005319	CASH	 03/06/12 03/07/12	704 7 697	34 52	24,301 242 24,059	36.16 43.26 36.09	25,454 303 25,151	-1,153 -61 ST -1,092 ST	1,211	4 98

Your Portfolio Holdings (continued)

Equities & Options (Continued)

DESCRIPTION	ACCT TYPE	ACQUISITION DATE	QUANTITY	PRICE	MARKET VALUE	UNIT COST	COST	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	ESTIMATED YIELD (%)
SIEMENS AG	CASH	03/06/12	248	108.21	26,836	98.63	24,461	2,375 ST	981	3.66
NPV (REGD)										
SECURITY NUM. S007890										
SCHNEIDER ELECTRIC SA	CASH	03/06/12	359	72.30	25,957	68.39	24,553	1,404 ST	804	3.10
EUR8										
SECURITY NUM· S009043										
THYSSEN KRUPP AG	CASH	03/06/12	917	23.41	21,463	26.79	24,563	-3,100 ST		
NPV										
SECURITY NUM T003121										
TOTAL SA	CASH	03/06/12	435	51.44	22,377	56.86	24,734	-2,357 ST	1,353	6.05
SECURITY NUM· T008517										
TELEFONICA S A	CASH		1,472	13.44	19,780	17.10	25,168	-5,388		
SECURITY NUM T009081		03/06/12	1,435		19,283	17.22	24,712	-5,430 ST		
		06/12/12	37		497	12.30	455	42 ST		
TESCO PLC-ORD 5P	CASH		5,019	5.47	27,432	5.11	25,623	1,809	1,200	4.37
FORMERLY TESCO STORES HLDGS		03/06/12	49		268	6.05	297	-29 ST		
SECURITY NUM T201374		03/07/12	4,970		27,164	5.10	25,326	1,838 ST		
UNILEVER PLC	CASH		781	38.49	30,059	32.64	25,489	4,570	981	3.26
ORD GBP 0 0311		03/06/12	7		269	39.50	276	-7 ST		
SECURITY NUM: U003366		03/07/12	774		29,790	32.57	25,212	4,577 ST		
VODAFONE GROUP PLC	CASH		9,088	2.51	22,833	2.80	25,469	-2,636	1,436	6.29
NEW ORD USD 11 3/7 CENTS		03/06/12	91		229	3.27	297	-69 ST		
SECURITY NUM. V005774		03/07/12	8,997		22,604	2.80	25,171	-2,567 ST		
Total Equities & Options					$511,897		$496,814	$15,083	$17,940	
TOTAL EQUITIES					$511,897		$496,814	$15,083	$17,940	

Your Portfolio Holdings

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CASH & MONEY MARKET FUNDS

DESCRIPTION	TYPE	QUANTITY	PRICE	MARKET VALUE	COST	UNREALIZED GAIN/LOSS
CASH BALANCE	CASH			-5	-5	
TOTAL CASH & MONEY MARKET FUNDS				$-5	$-5	N/A

MUTUAL FUNDS

A maximum of two tax lots per position will be reported in the mutual funds section. These will be the *aggregate* totals of the long-term holdings and the short-term holdings respectively. Funds tracked with the Average Cost methodology are denoted with an 'A' next to the Unit Cost number.

DESCRIPTION	ACCT TYPE	ACQUISITION DATE	QUANTITY	PRICE	MARKET VALUE	UNIT COST	COST	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	ESTIMATED YIELD (%)
JP MORGAN ACCESS GROWTH FD	CASH		61,863.567	16.33	1,010,232	16.90	1,045,256	-35,024	9,465	0.94
CLASS A			61,232.945		999,934	16.92	1,035,886	-35,952 LT		
DIVIDEND REINVESTED			630.622		10,298	14.86	9,370	928 ST		
SYMBOL: JXGAX										
TOTAL MUTUAL FUNDS					$1,010,232		$1,045,256	$-35,024	$9,465	

YOUR PORTFOLIO HOLDINGS ESTIMATED ANNUAL INCOME	$9,465
YOUR PRICED PORTFOLIO HOLDINGS	$1,010,227