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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 4/1/2012, and ending 3/31/2013

|                                                                                                                                                                                                                                                                                                              |  |                                                                                                                                                                                                                                                                                                                                                                                                                                              |
|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Name of foundation<br><b>Helen V Brach Foundation</b>                                                                                                                                                                                                                                                        |  | <b>A Employer identification number</b><br>23-7376427                                                                                                                                                                                                                                                                                                                                                                                        |
| Number and street (or P.O. box number if mail is not delivered to street address)<br><b>55 W Wacker Drive</b>                                                                                                                                                                                                |  | <b>B Telephone number (see instructions)</b><br>(312) 372-4417                                                                                                                                                                                                                                                                                                                                                                               |
| City or town, state, and ZIP code<br><b>Chicago IL 60601</b>                                                                                                                                                                                                                                                 |  | <b>C If exemption application is pending, check here</b> <input type="checkbox"/>                                                                                                                                                                                                                                                                                                                                                            |
| <b>G Check all that apply</b><br><input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity<br><input type="checkbox"/> Final return <input type="checkbox"/> Amended return<br><input type="checkbox"/> Address change <input type="checkbox"/> Name change |  | <b>D 1. Foreign organizations, check here</b> <input type="checkbox"/><br><b>2. Foreign organizations meeting the 85% test check here and attach computation</b> <input type="checkbox"/><br><b>E If private foundation status was terminated under section 507(b)(1)(A), check here</b> <input type="checkbox"/><br><b>F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here</b> <input type="checkbox"/> |
| <b>H Check type of organization</b> <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation<br><input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation                                                      |  |                                                                                                                                                                                                                                                                                                                                                                                                                                              |
| <b>I Fair market value of all assets at end of year (from Part II, col (c), line 16)</b> <b>\$ 115,456,870</b>                                                                                                                                                                                               |  | <b>J Accounting method</b> <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual<br><input type="checkbox"/> Other (specify) _____<br><i>(Part I, column (d) must be on cash basis)</i>                                                                                                                                                                                                                                  |

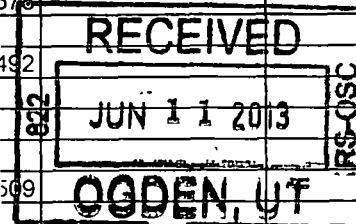
| <b>Part I Analysis of Revenue and Expenses</b> <i>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))</i> |                                                                                            | (a) Revenue and expenses per books | (b) Net investment income | (c) Adjusted net income | (d) Disbursements for charitable purposes (cash basis only) |
|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------|------------------------------------|---------------------------|-------------------------|-------------------------------------------------------------|
| <b>Revenue</b>                                                                                                                                                                   | <b>1</b> Contributions, gifts, grants, etc. received (attach schedule)                     |                                    |                           |                         |                                                             |
|                                                                                                                                                                                  | <b>2</b> Check <input type="checkbox"/> if the foundation is not required to attach Sch. B |                                    |                           |                         |                                                             |
|                                                                                                                                                                                  | <b>3</b> Interest on savings and temporary cash investments                                |                                    |                           |                         |                                                             |
|                                                                                                                                                                                  | <b>4</b> Dividends and interest from securities                                            | 2,706,233                          | 2,706,233                 |                         |                                                             |
|                                                                                                                                                                                  | <b>5 a</b> Gross rents                                                                     |                                    |                           |                         |                                                             |
|                                                                                                                                                                                  | <b>b</b> Net rental income or (loss)                                                       |                                    |                           |                         |                                                             |
|                                                                                                                                                                                  | <b>6 a</b> Net gain or (loss) from sale of assets not on line 10                           | 1,936,008                          |                           |                         |                                                             |
|                                                                                                                                                                                  | <b>b</b> Gross sales price for all assets on line 6a <b>9,384,749</b>                      |                                    |                           |                         |                                                             |
|                                                                                                                                                                                  | <b>7</b> Capital gain net income (from Part IV, line 2)                                    |                                    | 1,936,008                 |                         |                                                             |
|                                                                                                                                                                                  | <b>8</b> Net short-term capital gain                                                       |                                    |                           |                         |                                                             |
|                                                                                                                                                                                  | <b>9</b> Income modifications                                                              |                                    |                           |                         |                                                             |
|                                                                                                                                                                                  | <b>10 a</b> Gross sales less returns and allowances                                        |                                    |                           |                         |                                                             |
| <b>b</b> Less Cost of goods sold                                                                                                                                                 |                                                                                            |                                    |                           |                         |                                                             |
| <b>c</b> Gross profit or (loss) (attach schedule)                                                                                                                                |                                                                                            |                                    |                           |                         |                                                             |
| <b>11</b> Other income (attach schedule)                                                                                                                                         | 5,203                                                                                      | 5,203                              |                           |                         |                                                             |
| <b>12</b> Total. Add lines 1 through 11                                                                                                                                          | 4,647,444                                                                                  | 4,647,444                          | 0                         |                         |                                                             |
| <b>Operating and Administrative Expenses</b>                                                                                                                                     | <b>13</b> Compensation of officers, directors, trustees, etc                               | 500,000                            | 125,000                   |                         | 375,000                                                     |
|                                                                                                                                                                                  | <b>14</b> Other employee salaries and wages                                                | 45,750                             |                           |                         | 45,750                                                      |
|                                                                                                                                                                                  | <b>15</b> Pension plans, employee benefits                                                 | 96,750                             | 21,375                    |                         | 75,375                                                      |
|                                                                                                                                                                                  | <b>16 a</b> Legal fees (attach schedule)                                                   | 6,651                              |                           |                         | 6,651                                                       |
|                                                                                                                                                                                  | <b>b</b> Accounting fees (attach schedule)                                                 | 42,800                             | 23,220                    |                         | 19,580                                                      |
|                                                                                                                                                                                  | <b>c</b> Other professional fees (attach schedule)                                         | 268,121                            | 260,678                   |                         | 7,443                                                       |
|                                                                                                                                                                                  | <b>17</b> Interest                                                                         |                                    |                           |                         |                                                             |
|                                                                                                                                                                                  | <b>18</b> Taxes (attach schedule) (see instructions)                                       | 67,395                             | 5,492                     |                         | 19,737                                                      |
|                                                                                                                                                                                  | <b>19</b> Depreciation (attach schedule) and depletion                                     |                                    |                           |                         |                                                             |
|                                                                                                                                                                                  | <b>20</b> Occupancy                                                                        | 62,463                             |                           |                         | 62,463                                                      |
|                                                                                                                                                                                  | <b>21</b> Travel, conferences, and meetings                                                | 7,795                              |                           |                         | 7,795                                                       |
|                                                                                                                                                                                  | <b>22</b> Printing and publications                                                        | 8,039                              |                           |                         | 7,530                                                       |
|                                                                                                                                                                                  | <b>23</b> Other expenses (attach schedule)                                                 | 92,582                             |                           |                         | 92,582                                                      |
|                                                                                                                                                                                  | <b>24</b> Total operating and administrative expenses. Add lines 13 through 23             | 1,198,346                          | 436,274                   | 0                       | 719,906                                                     |
|                                                                                                                                                                                  | <b>25</b> Contributions, gifts, grants paid                                                | 6,362,450                          |                           |                         | 6,362,450                                                   |
| <b>26</b> Total expenses and disbursements. Add lines 24 and 25                                                                                                                  | 7,560,796                                                                                  | 436,274                            | 0                         | 7,082,356               |                                                             |
| <b>27</b> Subtract line 26 from line 12                                                                                                                                          |                                                                                            |                                    |                           |                         |                                                             |
| <b>a</b> Excess of revenue over expenses and disbursements                                                                                                                       | -2,913,352                                                                                 |                                    |                           |                         |                                                             |
| <b>b</b> Net investment income (if negative, enter -0-)                                                                                                                          |                                                                                            | 4,211,170                          |                           |                         |                                                             |
| <b>c</b> Adjusted net income (if negative, enter -0-)                                                                                                                            |                                                                                            |                                    | 0                         |                         |                                                             |

For Paperwork Reduction Act Notice, see instructions.

HTA

Form **990-PF** (2012)

SCANNED JUN 12 2013



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| <b>Part II Balance Sheets</b> Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions) |                                                                                                                                          | Beginning of year | End of year    |                       |
|--------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------|-------------------|----------------|-----------------------|
|                                                                                                                                                  |                                                                                                                                          | (a) Book Value    | (b) Book Value | (c) Fair Market Value |
| <b>Assets</b>                                                                                                                                    | 1 Cash—non-interest-bearing                                                                                                              |                   |                |                       |
|                                                                                                                                                  | 2 Savings and temporary cash investments                                                                                                 | 8,528,880         | 7,004,117      | 7,004,117             |
|                                                                                                                                                  | 3 Accounts receivable ▶<br>Less allowance for doubtful accounts ▶                                                                        |                   |                |                       |
|                                                                                                                                                  | 4 Pledges receivable ▶<br>Less allowance for doubtful accounts ▶                                                                         |                   |                |                       |
|                                                                                                                                                  | 5 Grants receivable                                                                                                                      |                   |                |                       |
|                                                                                                                                                  | 6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)                |                   |                |                       |
|                                                                                                                                                  | 7 Other notes and loans receivable (attach schedule) ▶<br>Less allowance for doubtful accounts ▶                                         |                   |                |                       |
|                                                                                                                                                  | 8 Inventories for sale or use                                                                                                            |                   |                |                       |
|                                                                                                                                                  | 9 Prepaid expenses and deferred charges                                                                                                  |                   |                |                       |
|                                                                                                                                                  | 10 a Investments—U S and state government obligations (attach schedule)                                                                  | 1,016,335         | 1,199,486      | 1,488,414             |
|                                                                                                                                                  | b Investments—corporate stock (attach schedule)                                                                                          | 54,077,479        | 51,104,936     | 71,235,215            |
|                                                                                                                                                  | c Investments—corporate bonds (attach schedule)                                                                                          | 31,892,744        | 33,293,549     | 35,729,124            |
|                                                                                                                                                  | 11 Investments—land, buildings, and equipment basis ▶<br>Less accumulated depreciation (attach schedule) ▶                               |                   |                |                       |
|                                                                                                                                                  | 12 Investments—mortgage loans                                                                                                            |                   |                |                       |
|                                                                                                                                                  | 13 Investments—other (attach schedule)                                                                                                   |                   |                |                       |
|                                                                                                                                                  | 14 Land, buildings, and equipment basis ▶<br>Less accumulated depreciation (attach schedule) ▶                                           |                   |                |                       |
|                                                                                                                                                  | 15 Other assets (describe ▶ )                                                                                                            |                   |                |                       |
|                                                                                                                                                  | 16 <b>Total assets</b> (to be completed by all filers—see the instructions Also, see page 1, item I)                                     | 95,515,438        | 92,602,088     | 115,456,870           |
| <b>Liabilities</b>                                                                                                                               | 17 Accounts payable and accrued expenses                                                                                                 |                   |                |                       |
|                                                                                                                                                  | 18 Grants payable                                                                                                                        |                   |                |                       |
|                                                                                                                                                  | 19 Deferred revenue                                                                                                                      |                   |                |                       |
|                                                                                                                                                  | 20 Loans from officers, directors, trustees, and other disqualified persons                                                              |                   |                |                       |
|                                                                                                                                                  | 21 Mortgages and other notes payable (attach schedule)                                                                                   |                   |                |                       |
|                                                                                                                                                  | 22 Other liabilities (describe ▶ )                                                                                                       |                   |                |                       |
|                                                                                                                                                  | 23 <b>Total liabilities</b> (add lines 17 through 22)                                                                                    | 0                 | 0              |                       |
| <b>Net Assets or Fund Balances</b>                                                                                                               | Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. ▶ <input checked="" type="checkbox"/> |                   |                |                       |
|                                                                                                                                                  | 24 Unrestricted                                                                                                                          | 95,515,438        | 92,600,627     |                       |
|                                                                                                                                                  | 25 Temporarily restricted                                                                                                                |                   |                |                       |
|                                                                                                                                                  | 26 Permanently restricted                                                                                                                |                   |                |                       |
|                                                                                                                                                  | Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ <input type="checkbox"/>                         |                   |                |                       |
|                                                                                                                                                  | 27 Capital stock, trust principal, or current funds                                                                                      |                   |                |                       |
|                                                                                                                                                  | 28 Paid-in or capital surplus, or land, bldg, and equipment fund                                                                         |                   |                |                       |
|                                                                                                                                                  | 29 Retained earnings, accumulated income, endowment, or other funds                                                                      |                   |                |                       |
|                                                                                                                                                  | 30 <b>Total net assets or fund balances</b> (see instructions)                                                                           | 95,515,438        | 92,600,627     |                       |
|                                                                                                                                                  | 31 <b>Total liabilities and net assets/fund balances</b> (see instructions)                                                              | 95,515,438        | 92,600,627     |                       |

**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 | 95,515,438 |
| 2 Enter amount from Part I, line 27a                                                                                                                       | 2 | -2,913,352 |
| 3 Other increases not included in line 2 (itemize) ▶ Rounding difference                                                                                   | 3 | 3          |
| 4 Add lines 1, 2, and 3                                                                                                                                    | 4 | 92,602,089 |
| 5 Decreases not included in line 2 (itemize) ▶                                                                                                             | 5 |            |
| 6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30                                                      | 6 | 92,602,089 |

**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<br>P—Purchase<br>D—Donation    | (c) Date acquired<br>(mo., day, yr.)                                                            | (d) Date sold<br>(mo., day, yr.) |
|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------|-------------------------------------------------|-------------------------------------------------------------------------------------------------|----------------------------------|
| <b>1a</b> See Statement                                                                                                                                                                                                                      |                                            |                                                 |                                                                                                 |                                  |
| <b>b</b>                                                                                                                                                                                                                                     |                                            |                                                 |                                                                                                 |                                  |
| <b>c</b>                                                                                                                                                                                                                                     |                                            |                                                 |                                                                                                 |                                  |
| <b>d</b>                                                                                                                                                                                                                                     |                                            |                                                 |                                                                                                 |                                  |
| <b>e</b>                                                                                                                                                                                                                                     |                                            |                                                 |                                                                                                 |                                  |
| (e) Gross sales price                                                                                                                                                                                                                        | (f) Depreciation allowed<br>(or allowable) | (g) Cost or other basis<br>plus expense of sale | (h) Gain or (loss)<br>(e) plus (f) minus (g)                                                    |                                  |
| <b>a</b> 9,384,749                                                                                                                                                                                                                           |                                            | 7,448,741                                       | 1,936,008                                                                                       |                                  |
| <b>b</b>                                                                                                                                                                                                                                     |                                            |                                                 |                                                                                                 |                                  |
| <b>c</b>                                                                                                                                                                                                                                     |                                            |                                                 |                                                                                                 |                                  |
| <b>d</b>                                                                                                                                                                                                                                     |                                            |                                                 |                                                                                                 |                                  |
| <b>e</b>                                                                                                                                                                                                                                     |                                            |                                                 |                                                                                                 |                                  |
| Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69                                                                                                                                                  |                                            |                                                 | (i) Gains (Col. (h) gain minus<br>col. (k), but not less than -0-) or<br>Losses (from col. (h)) |                                  |
| (i) FMV as of 12/31/69                                                                                                                                                                                                                       | (j) Adjusted basis<br>as of 12/31/69       | (k) Excess of col. (i)<br>over col. (j), if any |                                                                                                 |                                  |
| <b>a</b>                                                                                                                                                                                                                                     |                                            |                                                 | 1,936,008                                                                                       |                                  |
| <b>b</b>                                                                                                                                                                                                                                     |                                            |                                                 |                                                                                                 |                                  |
| <b>c</b>                                                                                                                                                                                                                                     |                                            |                                                 |                                                                                                 |                                  |
| <b>d</b>                                                                                                                                                                                                                                     |                                            |                                                 |                                                                                                 |                                  |
| <b>e</b>                                                                                                                                                                                                                                     |                                            |                                                 |                                                                                                 |                                  |
| <b>2</b> Capital gain net income or (net capital loss) <span style="float: right;">{ If gain, also enter in Part I, line 7<br/>If (loss), enter -0- in Part I, line 7 }</span>                                                               |                                            |                                                 | <b>2</b>                                                                                        | 1,936,008                        |
| <b>3</b> Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)<br>If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0-<br>in Part I, line 8 <span style="float: right;">}</span> |                                            |                                                 | <b>3</b>                                                                                        | 0                                |

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

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

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

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

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

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

| (a)<br>Base period years<br>Calendar year (or tax year beginning in)                                                                                                                                                        | (b)<br>Adjusted qualifying distributions | (c)<br>Net value of noncharitable-use assets | (d)<br>Distribution ratio<br>(col. (b) divided by col. (c)) |
|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------|----------------------------------------------|-------------------------------------------------------------|
| 2011                                                                                                                                                                                                                        | 6,671,610                                | 104,898,613                                  | 0.063601                                                    |
| 2010                                                                                                                                                                                                                        | 6,222,622                                | 102,883,191                                  | 0.060482                                                    |
| 2009                                                                                                                                                                                                                        | 6,052,839                                | 95,514,339                                   | 0.063371                                                    |
| 2008                                                                                                                                                                                                                        | 7,629,614                                | 100,801,966                                  | 0.075689                                                    |
| 2007                                                                                                                                                                                                                        | 6,978,631                                | 124,167,362                                  | 0.056203                                                    |
| <b>2</b> Total of line 1, column (d)                                                                                                                                                                                        |                                          |                                              | <b>2</b> 0.319346                                           |
| <b>3</b> 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                                         |                                          |                                              | <b>3</b> 0.063869                                           |
| <b>4</b> Enter the net value of noncharitable-use assets for 2012 from Part X, line 5                                                                                                                                       |                                          |                                              | <b>4</b> 107,017,950                                        |
| <b>5</b> Multiply line 4 by line 3                                                                                                                                                                                          |                                          |                                              | <b>5</b> 6,835,129                                          |
| <b>6</b> Enter 1% of net investment income (1% of Part I, line 27b)                                                                                                                                                         |                                          |                                              | <b>6</b> 42,112                                             |
| <b>7</b> Add lines 5 and 6                                                                                                                                                                                                  |                                          |                                              | <b>7</b> 6,877,241                                          |
| <b>8</b> Enter qualifying distributions from Part XII, line 4<br>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. |                                          |                                              | <b>8</b> 7,082,356                                          |

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

- 1 a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1  
Date of ruling or determination letter \_\_\_\_\_ (attach copy of letter if necessary—see instructions)
- b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b
- 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-)
- 3 Add lines 1 and 2
- 4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)
- 5 **Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-
- 6 Credits/Payments
- a 2012 estimated tax payments and 2011 overpayment credited to 2012
- b Exempt foreign organizations—tax withheld at source
- c Tax paid with application for extension of time to file (Form 8868)
- d Backup withholding erroneously withheld
- 7 Total credits and payments. Add lines 6a through 6d
- 8 Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached
- 9 **Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed**
- 10 **Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid**
- 11 Enter the amount of line 10 to be **Credited to 2013 estimated tax** ☐ 42,120 **Refunded** ☐

|    |        |
|----|--------|
| 1  | 42,112 |
| 2  | 0      |
| 3  | 42,112 |
| 4  |        |
| 5  | 42,112 |
| 6a | 84,232 |
| 6b |        |
| 6c |        |
| 6d |        |
| 7  | 84,232 |
| 8  |        |
| 9  | 0      |
| 10 | 42,120 |
| 11 | 0      |

**Part VII-A Statements Regarding Activities**

- 1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?
- b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?  
If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities
- c Did the foundation file Form 1120-POL for this year?
- d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year  
(1) On the foundation ☐ \$ \_\_\_\_\_ (2) On foundation managers ☐ \$ \_\_\_\_\_
- e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ☐ \$ \_\_\_\_\_
- 2 Has the foundation engaged in any activities that have not previously been reported to the IRS?  
If "Yes," attach a detailed description of the activities
- 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
- 4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?
- b If "Yes," has it filed a tax return on Form 990-T for this year?
- 5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?  
If "Yes," attach the statement required by General Instruction T
- 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?
- 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
- 8 a Enter the states to which the foundation reports or with which it is registered (see instructions) ☐ IL
- 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
- 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
- 10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses

|    | Yes | No |
|----|-----|----|
| 1a |     | X  |
| 1b |     | X  |
| 1c |     | X  |
| 2  |     | X  |
| 3  |     | X  |
| 4a |     | X  |
| 4b | N/A |    |
| 5  |     | X  |
| 6  | X   |    |
| 7  | X   |    |
| 8b | X   |    |
| 9  |     | X  |
| 10 |     | X  |

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

|           |                                                                                                                                                                                                                                                                                                                                         |           |     |    |
|-----------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------|-----|----|
| <b>11</b> | 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)                                                                                                                                                 | <b>11</b> |     | X  |
| <b>12</b> | 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)                                                                                                                                                | <b>12</b> |     | X  |
| <b>13</b> | Did the foundation comply with the public inspection requirements for its annual returns and exemption application?<br>Website address <b>►</b> N/A                                                                                                                                                                                     | <b>13</b> | X   |    |
| <b>14</b> | The books are in care of <b>►</b> John Hagnell<br>Located at <b>►</b> 55 W Wacker Drive, STE 701 Chicago IL<br>Telephone no <b>►</b> (312) 372-4417<br>ZIP+4 <b>►</b> 60601                                                                                                                                                             |           |     |    |
| <b>15</b> | 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 <b>►</b> <b>15</b>                                                                                                                                    |           |     |    |
| <b>16</b> | 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?<br>See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country <b>►</b> | <b>16</b> | Yes | No |
|           |                                                                                                                                                                                                                                                                                                                                         |           |     | X  |

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

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

|           |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                | Yes       | No  |
|-----------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------|-----|
| <b>1a</b> | During the year did the foundation (either directly or indirectly)                                                                                                                                                                                                                                                                                                                                                                                                                             |           |     |
| (1)       | Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No                                                                                                                                                                                                                                                                                                                                         |           |     |
| (2)       | Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No                                                                                                                                                                                                                                                                                                                 |           |     |
| (3)       | Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No                                                                                                                                                                                                                                                                                                                                     |           |     |
| (4)       | Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No                                                                                                                                                                                                                                                                                                                                           |           |     |
| (5)       | Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No                                                                                                                                                                                                                                                                                  |           |     |
| (6)       | Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days ) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No                                                                                                                                                                                |           |     |
| <b>b</b>  | If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here <b>►</b> <input type="checkbox"/>                                                                                                                                                      | <b>1b</b> | X   |
| <b>c</b>  | 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?                                                                                                                                                                                                                                                                                                        | <b>1c</b> | X   |
| <b>2</b>  | 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))                                                                                                                                                                                                                                                                                                                  |           |     |
| <b>a</b>  | 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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No<br>If "Yes," list the years <b>►</b> 20 _____, 20 _____, 20 _____, 20 _____                                                                                                                                                                                              |           |     |
| <b>b</b>  | Are there any years listed in 2a for which the foundation is <b>not</b> 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 )                                                                                                                                                                                 | <b>2b</b> | N/A |
| <b>c</b>  | If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here <b>►</b> 20 _____, 20 _____, 20 _____, 20 _____                                                                                                                                                                                                                                                                                                                                |           |     |
| <b>3a</b> | Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No                                                                                                                                                                                                                                                                                                 |           |     |
| <b>b</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 ) | <b>3b</b> | N/A |
| <b>4a</b> | Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?                                                                                                                                                                                                                                                                                                                                                                                | <b>4a</b> | X   |
| <b>b</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?                                                                                                                                                                                                                                                              | <b>4b</b> | X   |

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

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

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions)

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ No**b** If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?**5b** N/A

Organizations relying on a current notice regarding disaster assistance check here

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

If "Yes," attach the statement required by Regulations section 53.4945–5(d)

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

If "Yes" to 6b, file Form 8870

**7a** At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?☐ Yes ☒ No**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?**7b** N/A**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1** List all officers, directors, trustees, foundation managers and their compensation (see instructions).

| (a) Name and address   | (b) Title and average hours per week devoted to position | (c) Compensation (If not paid, enter -0-) | (d) Contributions to employee benefit plans and deferred compensation | (e) Expense account, other allowances |
|------------------------|----------------------------------------------------------|-------------------------------------------|-----------------------------------------------------------------------|---------------------------------------|
| See Attached Statement | 00                                                       | 0                                         |                                                                       |                                       |
|                        | 00                                                       | 0                                         |                                                                       |                                       |
|                        | 00                                                       | 0                                         |                                                                       |                                       |
|                        | 00                                                       | 0                                         |                                                                       |                                       |
|                        | 00                                                       | 0                                         |                                                                       |                                       |

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

| (a) Name and address of each employee paid more than \$50,000 | (b) Title, and average hours per week devoted to position | (c) Compensation | (d) Contributions to employee benefit plans and deferred compensation | (e) Expense account, other allowances |
|---------------------------------------------------------------|-----------------------------------------------------------|------------------|-----------------------------------------------------------------------|---------------------------------------|
| Lynn M. Griseta<br>660 Heather Lane, Bartlett, IL 60103       | Administrative assis<br>40 00                             | 45,750           | 11,250                                                                |                                       |
|                                                               | 00                                                        | 0                |                                                                       |                                       |
|                                                               | 00                                                        | 0                |                                                                       |                                       |
|                                                               | 00                                                        | 0                |                                                                       |                                       |
|                                                               | 00                                                        | 0                |                                                                       |                                       |

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

**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors** (continued)**3 Five highest-paid independent contractors for professional services** (see instructions). If none, enter "NONE."

| (a) Name and address of each person paid more than \$50,000                     | (b) Type of service   | (c) Compensation |
|---------------------------------------------------------------------------------|-----------------------|------------------|
| The Northern Trust Company<br>P.O. Box 92593, Chicago, IL 60675                 | Custody Services      | 61,819           |
| Great Lakes Advisors<br>123 N Wacker Drive, Chicago, IL 60606                   | Investment Management | 152,105          |
|                                                                                 |                       |                  |
|                                                                                 |                       |                  |
|                                                                                 |                       |                  |
| <b>Total number of others receiving over \$50,000 for professional services</b> |                       | ▶                |

**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 |
|---------------|----------|
| <b>1</b> None |          |
| <b>2</b>      |          |
| <b>3</b>      |          |
| <b>4</b>      |          |

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2

|                                                        | Amount |
|--------------------------------------------------------|--------|
| <b>1</b> None                                          |        |
| <b>2</b>                                               |        |
| All other program-related investments See instructions |        |
| <b>3</b>                                               |        |
| <b>Total.</b> Add lines 1 through 3                    | ▶ 0    |

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

|          |                                                                                                             |           |             |
|----------|-------------------------------------------------------------------------------------------------------------|-----------|-------------|
| <b>1</b> | Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes  |           |             |
| <b>a</b> | Average monthly fair market value of securities                                                             | <b>1a</b> | 108,647,665 |
| <b>b</b> | Average of monthly cash balances                                                                            | <b>1b</b> |             |
| <b>c</b> | Fair market value of all other assets (see instructions)                                                    | <b>1c</b> |             |
| <b>d</b> | <b>Total</b> (add lines 1a, b, and c)                                                                       | <b>1d</b> | 108,647,665 |
| <b>e</b> | Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)   | <b>1e</b> |             |
| <b>2</b> | Acquisition indebtedness applicable to line 1 assets                                                        | <b>2</b>  |             |
| <b>3</b> | Subtract line 2 from line 1d                                                                                | <b>3</b>  | 108,647,665 |
| <b>4</b> | Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)  | <b>4</b>  | 1,629,715   |
| <b>5</b> | <b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4 | <b>5</b>  | 107,017,950 |
| <b>6</b> | <b>Minimum investment return.</b> Enter 5% of line 5                                                        | <b>6</b>  | 5,350,898   |

**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.)

|           |                                                                                                           |           |           |
|-----------|-----------------------------------------------------------------------------------------------------------|-----------|-----------|
| <b>1</b>  | Minimum investment return from Part X, line 6                                                             | <b>1</b>  | 5,350,898 |
| <b>2a</b> | Tax on investment income for 2012 from Part VI, line 5                                                    | <b>2a</b> | 42,112    |
| <b>b</b>  | Income tax for 2012 (This does not include the tax from Part VI.)                                         | <b>2b</b> |           |
| <b>c</b>  | Add lines 2a and 2b                                                                                       | <b>2c</b> | 42,112    |
| <b>3</b>  | Distributable amount before adjustments. Subtract line 2c from line 1                                     | <b>3</b>  | 5,308,786 |
| <b>4</b>  | Recoveries of amounts treated as qualifying distributions                                                 | <b>4</b>  | 250       |
| <b>5</b>  | Add lines 3 and 4                                                                                         | <b>5</b>  | 5,309,036 |
| <b>6</b>  | Deduction from distributable amount (see instructions)                                                    | <b>6</b>  |           |
| <b>7</b>  | <b>Distributable amount as adjusted.</b> Subtract line 6 from line 5. Enter here and on Part XIII, line 1 | <b>7</b>  | 5,309,036 |

**Part XII Qualifying Distributions** (see instructions)

|          |                                                                                                                                                      |           |           |
|----------|------------------------------------------------------------------------------------------------------------------------------------------------------|-----------|-----------|
| <b>1</b> | Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes                                                            |           |           |
| <b>a</b> | Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26                                                                          | <b>1a</b> | 7,082,356 |
| <b>b</b> | Program-related investments—total from Part IX-B                                                                                                     | <b>1b</b> |           |
| <b>2</b> | Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes                                            | <b>2</b>  |           |
| <b>3</b> | Amounts set aside for specific charitable projects that satisfy the                                                                                  |           |           |
| <b>a</b> | Suitability test (prior IRS approval required)                                                                                                       | <b>3a</b> |           |
| <b>b</b> | Cash distribution test (attach the required schedule)                                                                                                | <b>3b</b> |           |
| <b>4</b> | <b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4                                    | <b>4</b>  | 7,082,356 |
| <b>5</b> | Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions) | <b>5</b>  | 42,112    |
| <b>6</b> | <b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4                                                                                | <b>6</b>  | 7,040,244 |

**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)<br>Corpus | (b)<br>Years prior to 2011 | (c)<br>2011 | (d)<br>2012 |
|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------|----------------------------|-------------|-------------|
| <b>1</b> Distributable amount for 2012 from Part XI, line 7                                                                                                                       |               |                            |             | 5,309,036   |
| <b>2</b> Undistributed income, if any, as of the end of 2012                                                                                                                      |               |                            |             |             |
| <b>a</b> Enter amount for 2011 only                                                                                                                                               |               |                            | 0           |             |
| <b>b</b> Total for prior years 20 ____, 20 ____, 20 ____                                                                                                                          |               |                            |             |             |
| <b>3</b> Excess distributions carryover, if any, to 2012                                                                                                                          |               |                            |             |             |
| <b>a</b> From 2007                                                                                                                                                                |               |                            |             |             |
| <b>b</b> From 2008                                                                                                                                                                | 724,750       |                            |             |             |
| <b>c</b> From 2009                                                                                                                                                                | 1,355,392     |                            |             |             |
| <b>d</b> From 2010                                                                                                                                                                | 1,171,642     |                            |             |             |
| <b>e</b> From 2011                                                                                                                                                                | 1,583,935     |                            |             |             |
| <b>f</b> Total of lines 3a through e                                                                                                                                              | 4,835,719     |                            |             |             |
| <b>4</b> Qualifying distributions for 2012 from Part XII, line 4 $\blacktriangleright$ \$ 7,082,356                                                                               |               |                            |             |             |
| <b>a</b> Applied to 2011, but not more than line 2a                                                                                                                               |               |                            |             |             |
| <b>b</b> Applied to undistributed income of prior years (Election required—see instructions)                                                                                      |               |                            |             |             |
| <b>c</b> Treated as distributions out of corpus (Election required—see instructions)                                                                                              |               |                            |             |             |
| <b>d</b> Applied to 2012 distributable amount                                                                                                                                     |               |                            |             | 5,309,036   |
| <b>e</b> Remaining amount distributed out of corpus                                                                                                                               | 1,773,320     |                            |             |             |
| <b>5</b> Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a) )                                        |               |                            |             |             |
| <b>6</b> Enter the net total of each column as indicated below:                                                                                                                   |               |                            |             |             |
| <b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5                                                                                                                          | 6,609,039     |                            |             |             |
| <b>b</b> Prior years' undistributed income Subtract line 4b from line 2b                                                                                                          |               | 0                          |             |             |
| <b>c</b> 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 |               |                            |             |             |
| <b>d</b> Subtract line 6c from line 6b Taxable amount—see instructions                                                                                                            |               |                            |             |             |
| <b>e</b> Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount—see instructions                                                                              |               |                            | 0           |             |
| <b>f</b> Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013                                                                |               |                            |             | 0           |
| <b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)                                  |               |                            |             |             |
| <b>8</b> Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)                                                                              |               |                            |             |             |
| <b>9</b> Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a                                                                                              | 6,609,039     |                            |             |             |
| <b>10</b> Analysis of line 9                                                                                                                                                      |               |                            |             |             |
| <b>a</b> Excess from 2008                                                                                                                                                         | 724,750       |                            |             |             |
| <b>b</b> Excess from 2009                                                                                                                                                         | 1,355,392     |                            |             |             |
| <b>c</b> Excess from 2010                                                                                                                                                         | 1,171,642     |                            |             |             |
| <b>d</b> Excess from 2011                                                                                                                                                         | 1,583,935     |                            |             |             |
| <b>e</b> Excess from 2012                                                                                                                                                         | 1,773,320     |                            |             |             |

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

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

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

**2 a** Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

| Tax year                                                                                                                                                 | Prior 3 years |          |          |  | (e) Total |
|----------------------------------------------------------------------------------------------------------------------------------------------------------|---------------|----------|----------|--|-----------|
| (a) 2012                                                                                                                                                 | (b) 2011      | (c) 2010 | (d) 2009 |  |           |
|                                                                                                                                                          |               |          |          |  | 0         |
| <b>b</b> 85% of line 2a                                                                                                                                  |               |          |          |  | 0         |
| <b>c</b> Qualifying distributions from Part XII, line 4 for each year listed                                                                             |               |          |          |  | 0         |
| <b>d</b> Amounts included in line 2c not used directly for active conduct of exempt activities                                                           |               |          |          |  | 0         |
| <b>e</b> Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c                                   |               |          |          |  | 0         |
| <b>3</b> Complete 3a, b, or c for the alternative test relied upon                                                                                       |               |          |          |  |           |
| <b>a</b> "Assets" alternative test—enter                                                                                                                 |               |          |          |  |           |
| <b>(1)</b> Value of all assets                                                                                                                           |               |          |          |  | 0         |
| <b>(2)</b> Value of assets qualifying under section 4942(j)(3)(B)(i)                                                                                     |               |          |          |  | 0         |
| <b>b</b> "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed                                |               |          |          |  | 0         |
| <b>c</b> "Support" alternative test—enter                                                                                                                |               |          |          |  |           |
| <b>(1)</b> Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties) |               |          |          |  | 0         |
| <b>(2)</b> Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)                                      |               |          |          |  | 0         |
| <b>(3)</b> Largest amount of support from an exempt organization                                                                                         |               |          |          |  | 0         |
| <b>(4)</b> Gross investment income                                                                                                                       |               |          |          |  | 0         |

**Part XV Supplementary Information** (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year—see instructions.)**1 Information Regarding Foundation Managers:**

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

**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

**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

John Hagnell 55 W Wacker Drive, Suite 701 Chicago, IL 60601 (312) 372-4471

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

Application form, available upon request

**c** Any submission deadlines

December 31 for consideration in year ending March 31

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

Must be organization exempt under Sect 501(c)(3)

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

| Recipient<br>Name and address (home or business)               | If recipient is an individual,<br>show any relationship to<br>any foundation manager<br>or substantial contributor | Foundation<br>status of<br>recipient | Purpose of grant or<br>contribution | Amount    |
|----------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|--------------------------------------|-------------------------------------|-----------|
| <b>a</b> <i>Paid during the year</i><br>See attached statement | N/A                                                                                                                | 501(c)3                              | various                             | 6,362,450 |
| <b>Total</b>                                                   |                                                                                                                    |                                      | ▶ <b>3a</b>                         | 6,362,450 |
| <b>b</b> <i>Approved for future payment</i>                    |                                                                                                                    |                                      |                                     |           |
| <b>Total</b>                                                   |                                                                                                                    |                                      | ▶ <b>3b</b>                         | 0         |

## Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

| Enter gross amounts unless otherwise indicated |                                                          | Unrelated business income |               | Excluded by section 512, 513, or 514 |               | (e)                                                         |
|------------------------------------------------|----------------------------------------------------------|---------------------------|---------------|--------------------------------------|---------------|-------------------------------------------------------------|
|                                                |                                                          | (a)<br>Business code      | (b)<br>Amount | (c)<br>Exclusion code                | (d)<br>Amount | Related or exempt<br>function income<br>(See instructions ) |
| 1                                              | Program service revenue                                  |                           |               |                                      |               |                                                             |
| a                                              |                                                          |                           |               |                                      |               |                                                             |
| b                                              |                                                          |                           |               |                                      |               |                                                             |
| c                                              |                                                          |                           |               |                                      |               |                                                             |
| d                                              |                                                          |                           |               |                                      |               |                                                             |
| e                                              |                                                          |                           |               |                                      |               |                                                             |
| f                                              |                                                          |                           |               |                                      |               |                                                             |
| g                                              | Fees and contracts from government agencies              |                           |               |                                      |               |                                                             |
| 2                                              | Membership dues and assessments                          |                           |               |                                      |               |                                                             |
| 3                                              | Interest on savings and temporary cash investments       |                           |               |                                      |               |                                                             |
| 4                                              | Dividends and interest from securities                   |                           |               |                                      | 2,706,233     |                                                             |
| 5                                              | Net rental income or (loss) from real estate             |                           |               |                                      |               |                                                             |
| a                                              | Debt-financed property                                   |                           |               |                                      |               |                                                             |
| b                                              | Not debt-financed property                               |                           |               |                                      |               |                                                             |
| 6                                              | Net rental income or (loss) from personal property       |                           |               |                                      |               |                                                             |
| 7                                              | Other investment income                                  |                           |               | 14                                   | 3,741         |                                                             |
| 8                                              | Gain or (loss) from sales of assets other than inventory |                           |               | 18                                   | 1,936,008     |                                                             |
| 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             |                                      | 4,645,982     | 0                                                           |
| 13                                             | Total. Add line 12, columns (b), (d), and (e)            |                           |               |                                      | 13            | 4,645,982                                                   |

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

[illegible]

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

- |   |                                                                                                                                                                                                                                                                                                                                                                                             |       |   |
|---|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------|---|
| 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?                                                                                                                                         |       | Y |
| a | Transfers from the reporting foundation to a noncharitable exempt organization of                                                                                                                                                                                                                                                                                                           |       |   |
|   | (1) Cash                                                                                                                                                                                                                                                                                                                                                                                    | 1a(1) |   |
|   | (2) Other assets                                                                                                                                                                                                                                                                                                                                                                            | 1a(2) |   |
| b | Other transactions                                                                                                                                                                                                                                                                                                                                                                          |       |   |
|   | (1) Sales of assets to a noncharitable exempt organization                                                                                                                                                                                                                                                                                                                                  | 1b(1) |   |
|   | (2) Purchases of assets from a noncharitable exempt organization                                                                                                                                                                                                                                                                                                                            | 1b(2) |   |
|   | (3) Rental of facilities, equipment, or other assets                                                                                                                                                                                                                                                                                                                                        | 1b(3) |   |
|   | (4) Reimbursement arrangements                                                                                                                                                                                                                                                                                                                                                              | 1b(4) |   |
|   | (5) Loans or loan guarantees                                                                                                                                                                                                                                                                                                                                                                | 1b(5) |   |
|   | (6) Performance of services or membership or fundraising solicitations                                                                                                                                                                                                                                                                                                                      | 1b(6) |   |
| c | Sharing of facilities, equipment, mailing lists, other assets, or paid employees                                                                                                                                                                                                                                                                                                            | 1c    |   |
| 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 |       |   |

|       | Yes | No |
|-------|-----|----|
| 1a(1) |     | X  |
| 1a(2) |     | X  |
| 1b(1) |     | X  |
| 1b(2) |     | X  |
| 1b(3) |     | X  |
| 1b(4) |     | X  |
| 1b(5) |     | X  |
| 1b(6) |     | X  |
| 1c    |     | X  |

[illegible]

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

| (a) Name of organization | (b) Type of organization | (c) Description of relationship |
|--------------------------|--------------------------|---------------------------------|
|                          |                          |                                 |
|                          |                          |                                 |
|                          |                          |                                 |
|                          |                          |                                 |
|                          |                          |                                 |

**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.

R. R. Matthew Simon  
Signature of officer or trustee

6/1/2013  
Date

President  
Title

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

**Paid  
Preparer  
Use Only**

Print/Type preparer's name

Raymond D Better, CPA

Preparer's signature

Raymond D. Bette CPA

Date \_\_\_\_\_

5/20/2013

Check ☒ if  
self-employed

|      |
|------|
| PTIN |
|------|

P00505554

Firm's name ► Better Tax and Accounting

Firm's address ► 5248 Fairmount Avenue, Downers Grove, IL 60515

|            |            |
|------------|------------|
| Firm's EIN | 36-4442557 |
|------------|------------|

|          |                |
|----------|----------------|
| Phone no | (630) 737-1040 |
|----------|----------------|

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

|  |  | Amount                     |                             | Totals               |  |  |  |  |  |  |  |  |  |
|--|--|----------------------------|-----------------------------|----------------------|--|--|--|--|--|--|--|--|--|
|  |  | Long Term CG Distributions | Short Term CG Distributions | Capital Gains/Losses |  |  |  |  |  |  |  |  |  |
|  |  |                            |                             | Other sales          |  |  |  |  |  |  |  |  |  |
|  |  |                            |                             | 0                    |  |  |  |  |  |  |  |  |  |
|  |  |                            |                             | 7,448,741            |  |  |  |  |  |  |  |  |  |
|  |  |                            |                             | 0                    |  |  |  |  |  |  |  |  |  |
|  |  |                            |                             | 0                    |  |  |  |  |  |  |  |  |  |
|  |  |                            |                             | 0                    |  |  |  |  |  |  |  |  |  |
|  |  |                            |                             | 0                    |  |  |  |  |  |  |  |  |  |
|  |  |                            |                             | 0                    |  |  |  |  |  |  |  |  |  |
|  |  |                            |                             | 0                    |  |  |  |  |  |  |  |  |  |
|  |  |                            |                             | 0                    |  |  |  |  |  |  |  |  |  |
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|  |  |                            |                             | 0                    |  |  |  |  |  |  |  |  |  |
|  |  |                            |                             | 0                    |  |  |  |  |  |  |  |  |  |
|  |  |                            |                             | 0                    |  |  |  |  |  |  |  |  |  |
|  |  |                            |                             | 0                    |  |  |  |  |  |  |  |  |  |
|  |  |                            |                             | 0                    |  |  |  |  |  |  |  |  |  |
|  |  |                            |                             | 0                    |  |  |  |  |  |  |  |  |  |
|  |  |                            |                             | 0                    |  |  |  |  |  |  |  |  |  |
|  |  |                            |                             | 0                    |  |  |  |  |  |  |  |  |  |
|  |  |                            |                             | 0                    |  |  |  |  |  |  |  |  |  |
|  |  |                            |                             | 0                    |  |  |  |  |  |  |  |  |  |
|  |  |                            |                             | 0                    |  |  |  |  |  |  |  |  |  |
|  |  |                            |                             | 0                    |  |  |  |  |  |  |  |  |  |
|  |  |                            |                             | 0                    |  |  |  |  |  |  |  |  |  |
|  |  |                            |                             | 0                    |  |  |  |  |  |  |  |  |  |
|  |  |                            |                             | 0                    |  |  |  |  |  |  |  |  |  |
|  |  |                            |                             | 0                    |  |  |  |  |  |  |  |  |  |
|  |  |                            |                             | 0                    |  |  |  |  |  |  |  |  |  |
|  |  |                            |                             | 0                    |  |  |  |  |  |  |  |  |  |
|  |  |                            |                             | 0                    |  |  |  |  |  |  |  |  |  |
|  |  |                            |                             | 0                    |  |  |  |  |  |  |  |  |  |
|  |  |                            |                             | 0                    |  |  |  |  |  |  |  |  |  |
|  |  |                            |                             | 0                    |  |  |  |  |  |  |  |  |  |
|  |  |                            |                             | 0                    |  |  |  |  |  |  |  |  |  |
|  |  |                            |                             | 0                    |  |  |  |  |  |  |  |  |  |
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|  |  |                            |                             | 0                    |  |  |  |  |  |  |  |  |  |
|  |  |                            |                             | 0                    |  |  |  |  |  |  |  |  |  |
|  |  |                            |                             | 0                    |  |  |  |  |  |  |  |  |  |
|  |  |                            |                             | 0                    |  |  |  |  |  |  |  |  |  |
|  |  |                            |                             | 0                    |  |  |  |  |  |  |  |  |  |
|  |  |                            |                             | 0                    |  |  |  |  |  |  |  |  |  |
|  |  |                            |                             | 0                    |  |  |  |  |  |  |  |  |  |
|  |  |                            |                             | 0                    |  |  |  |  |  |  |  |  |  |
|  |  |                            |                             | 0                    |  |  |  |  |  |  |  |  |  |
|  |  |                            |                             | 0                    |  |  |  |  |  |  |  |  |  |
|  |  |                            |                             | 0                    |  |  |  |  |  |  |  |  |  |
|  |  |                            |                             | 0                    |  |  |  |  |  |  |  |  |  |
|  |  |                            |                             | 0                    |  |  |  |  |  |  |  |  |  |
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|  |  |                            |                             | 0                    |  |  |  |  |  |  |  |  |  |
|  |  |                            |                             | 0                    |  |  |  |  |  |  |  |  |  |
|  |  |                            |                             | 0                    |  |  |  |  |  |  |  |  |  |
|  |  |                            |                             | 0                    |  |  |  |  |  |  |  |  |  |
|  |  |                            |                             | 0                    |  |  |  |  |  |  |  |  |  |
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|  |  |                            |                             | 0                    |  |  |  |  |  |  |  |  |  |
|  |  |                            |                             | 0                    |  |  |  |  |  |  |  |  |  |
|  |  |                            |                             | 0                    |  |  |  |  |  |  |  |  |  |
|  |  |                            |                             | 0                    |  |  |  |  |  |  |  |  |  |
|  |  |                            |                             | 0                    |  |  |  |  |  |  |  |  |  |
|  |  |                            |                             | 0                    |  |  |  |  |  |  |  |  |  |
|  |  |                            |                             | 0                    |  |  |  |  |  |  |  |  |  |
|  |  |                            |                             | 0                    |  |  |  |  |  |  |  |  |  |
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|  |  |                            |                             | 0                    |  |  |  |  |  |  |  |  |  |
|  |  |                            |                             | 0                    |  |  |  |  |  |  |  |  |  |
|  |  |                            |                             | 0                    |  |  |  |  |  |  |  |  |  |
|  |  |                            |                             | 0                    |  |  |  |  |  |  |  |  |  |
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|  |  |                            |                             | 0                    |  |  |  |  |  |  |  |  |  |
|  |  |                            |                             | 0                    |  |  |  |  |  |  |  |  |  |
|  |  |                            |                             | 0                    |  |  |  |  |  |  |  |  |  |
|  |  |                            |                             | 0                    |  |  |  |  |  |  |  |  |  |
|  |  |                            |                             | 0                    |  |  |  |  |  |  |  |  |  |
|  |  |                            |                             | 0                    |  |  |  |  |  |  |  |  |  |
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|  |  |                            |                             | 0                    |  |  |  |  |  |  |  |  |  |
|  |  |                            |                             | 0                    |  |  |  |  |  |  |  |  |  |
|  |  |                            |                             | 0                    |  |  |  |  |  |  |  |  |  |
|  |  |                            |                             | 0                    |  |  |  |  |  |  |  |  |  |
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|  |  |                            |                             | 0                    |  |  |  |  |  |  |  |  |  |
|  |  |                            |                             | 0                    |  |  |  |  |  |  |  |  |  |
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|  |  |                            |                             | 0                    |  |  |  |  |  |  |  |  |  |
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|  |  |                            |                             | 0                    |  |  |  |  |  |  |  |  |  |
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|  |  |                            |                             | 0                    |  |  |  |  |  |  |  |  |  |
|  |  |                            |                             | 0                    |  |  |  |  |  |  |  |  |  |
|  |  |                            |                             | 0                    |  |  |  |  |  |  |  |  |  |
|  |  |                            |                             | 0                    |  |  |  |  |  |  |  |  |  |
|  |  |                            |                             | 0                    |  |  |  |  |  |  |  |  |  |
|  |  |                            |                             | 0                    |  |  |  |  |  |  |  |  |  |
|  |  |                            |                             | 0                    |  |  |  |  |  |  |  |  |  |
|  |  |                            |                             | 0                    |  |  |  |  |  |  |  |  |  |
|  |  |                            |                             | 0                    |  |  |  |  |  |  |  |  |  |
|  |  |                            |                             | 0                    |  |  |  |  |  |  |  |  |  |
|  |  |                            |                             | 0                    |  |  |  |  |  |  |  |  |  |
|  |  |                            |                             | 0                    |  |  |  |  |  |  |  |  |  |
|  |  |                            |                             | 0                    |  |  |  |  |  |  |  |  |  |
|  |  |                            |                             | 0                    |  |  |  |  |  |  |  |  |  |
|  |  |                            |                             | 0                    |  |  |  |  |  |  |  |  |  |
|  |  |                            |                             | 0                    |  |  |  |  |  |  |  |  |  |
|  |  |                            |                             | 0                    |  |  |  |  |  |  |  |  |  |
|  |  |                            |                             | 0                    |  |  |  |  |  |  |  |  |  |
|  |  |                            |                             | 0                    |  |  |  |  |  |  |  |  |  |
|  |  |                            |                             | 0                    |  |  |  |  |  |  |  |  |  |
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|  |  |                            |                             | 0                    |  |  |  |  |  |  |  |  |  |
|  |  |                            |                             | 0                    |  |  |  |  |  |  |  |  |  |
|  |  |                            |                             | 0                    |  |  |  |  |  |  |  |  |  |
|  |  |                            |                             | 0                    |  |  |  |  |  |  |  |  |  |
|  |  |                            |                             | 0                    |  |  |  |  |  |  |  |  |  |
|  |  |                            |                             | 0                    |  |  |  |  |  |  |  |  |  |
|  |  |                            |                             | 0                    |  |  |  |  |  |  |  |  |  |
|  |  |                            |                             | 0                    |  |  |  |  |  |  |  |  |  |
|  |  |                            |                             | 0                    |  |  |  |  |  |  |  |  |  |
|  |  |                            |                             | 0                    |  |  |  |  |  |  |  |  |  |
|  |  |                            |                             | 0                    |  |  |  |  |  |  |  |  |  |
|  |  |                            |                             | 0                    |  |  |  |  |  |  |  |  |  |
|  |  |                            |                             | 0                    |  |  |  |  |  |  |  |  |  |
|  |  |                            |                             | 0                    |  |  |  |  |  |  |  |  |  |
|  |  |                            |                             | 0                    |  |  |  |  |  |  |  |  |  |
|  |  |                            |                             | 0                    |  |  |  |  |  |  |  |  |  |
|  |  |                            |                             | 0                    |  |  |  |  |  |  |  |  |  |
|  |  |                            |                             | 0                    |  |  |  |  |  |  |  |  |  |
|  |  |                            |                             | 0                    |  |  |  |  |  |  |  |  |  |
|  |  |                            |                             | 0                    |  |  |  |  |  |  |  |  |  |
|  |  |                            |                             | 0                    |  |  |  |  |  |  |  |  |  |
|  |  |                            |                             | 0                    |  |  |  |  |  |  |  |  |  |
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|  |  |                            |                             | 0                    |  |  |  |  |  |  |  |  |  |
|  |  |                            |                             | 0                    |  |  |  |  |  |  |  |  |  |
|  |  |                            |                             | 0                    |  |  |  |  |  |  |  |  |  |
|  |  |                            |                             | 0                    |  |  |  |  |  |  |  |  |  |
|  |  |                            |                             | 0                    |  |  |  |  |  |  |  |  |  |
|  |  |                            |                             | 0                    |  |  |  |  |  |  |  |  |  |
|  |  |                            |                             | 0                    |  |  |  |  |  |  |  |  |  |
|  |  |                            |                             | 0                    |  |  |  |  |  |  |  |  |  |
|  |  |                            |                             | 0                    |  |  |  |  |  |  |  |  |  |
|  |  |                            |                             | 0                    |  |  |  |  |  |  |  |  |  |
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|  |  |                            |                             | 0                    |  |  |  |  |  |  |  |  |  |
|  |  |                            |                             | 0                    |  |  |  |  |  |  |  |  |  |
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|  |  |                            |                             | 0                    |  |  |  |  |  |  |  |  |  |
|  |  |                            |                             | 0                    |  |  |  |  |  |  |  |  |  |
|  |  |                            |                             | 0                    |  |  |  |  |  |  |  |  |  |
|  |  |                            |                             | 0                    |  |  |  |  |  |  |  |  |  |
|  |  |                            |                             | 0                    |  |  |  |  |  |  |  |  |  |
|  |  |                            |                             | 0                    |  |  |  |  |  |  |  |  |  |
|  |  |                            |                             | 0                    |  |  |  |  |  |  |  |  |  |
|  |  |                            |                             | 0                    |  |  |  |  |  |  |  |  |  |
|  |  |                            |                             | 0                    |  |  |  |  |  |  |  |  |  |
|  |  |                            |                             | 0                    |  |  |  |  |  |  |  |  |  |
|  |  |                            |                             | 0                    |  |  |  |  |  |  |  |  |  |
|  |  |                            |                             | 0                    |  |  |  |  |  |  |  |  |  |
|  |  |                            |                             | 0                    |  |  |  |  |  |  |  |  |  |
|  |  |                            |                             |                      |  |  |  |  |  |  |  |  |  |

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

|             |                                                 | 5,203                          | 5,203                 | 0                   |
|-------------|-------------------------------------------------|--------------------------------|-----------------------|---------------------|
| Description |                                                 | Revenue and Expenses per Books | Net Investment Income | Adjusted Net Income |
| 1           | Class Action Proceeds                           | 5,203                          | 5,203                 |                     |
| 2           | Recovery of Prior Year Expenses                 |                                | 0                     |                     |
| 3           | Recovery of Prior Year Qualifying Distributions |                                | 0                     |                     |

**Part I, Line 16a (990-PF) - Legal Fees**

|             |                                | 6,651                          | 0                     | 0                   |
|-------------|--------------------------------|--------------------------------|-----------------------|---------------------|
| Description |                                | Revenue and Expenses per Books | Net Investment Income | Adjusted Net Income |
| 1           | Wilson, Elser, Moskowitz et al | 3,529                          |                       |                     |
| 2           | CTLTC                          | 295                            |                       |                     |
| 3           | Drinker Biddle and Reath LLP   | 2,827                          |                       |                     |
| 4           |                                |                                |                       |                     |

**Part I, Line 16a (990-PF) - Legal Fees**

|                                                         |  | 6,651 |
|---------------------------------------------------------|--|-------|
| Disbursements for Charitable Purposes (Cash Basis Only) |  |       |
| 1                                                       |  | 3,529 |
| 2                                                       |  | 295   |
| 3                                                       |  | 2,827 |
| 4                                                       |  |       |

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

|             |                           | 42,800                         | 23,220                | 0                   |
|-------------|---------------------------|--------------------------------|-----------------------|---------------------|
| Description |                           | Revenue and Expenses per Books | Net Investment Income | Adjusted Net Income |
| 1           | Raymond D Better, CPA     | 25,800                         | 23,220                |                     |
| 2           | Legacy Professionals, LLP | 17,000                         |                       |                     |

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

|                                                         |  | 19,580 |
|---------------------------------------------------------|--|--------|
| Disbursements for Charitable Purposes (Cash Basis Only) |  |        |
| 1                                                       |  | 2,580  |
| 2                                                       |  | 17,000 |

**Part I, Line 16c (990-PF) - Other Professional Fees**

|             |                                     | 268,121                        | 260,678               | 0                   |
|-------------|-------------------------------------|--------------------------------|-----------------------|---------------------|
| Description |                                     | Revenue and Expenses per Books | Net Investment Income | Adjusted Net Income |
| 1           | Marella Tuazon                      | 325                            |                       |                     |
| 2           | Great Lakes Advisors Inc            | 152,105                        | 152,105               |                     |
| 3           | Pyramis Global Advisors Trust Co    | 23,754                         | 23,754                |                     |
| 4           | Robert P Schwartz                   | 23,000                         | 23,000                |                     |
| 5           | The Northern Trust Co               | 61,819                         | 61,819                |                     |
| 6           | John B Cunningham                   | 598                            |                       |                     |
| 7           | AAR Consulting                      | 975                            |                       |                     |
| 8           | Balanced Environments Inc           | 533                            |                       |                     |
| 9           | Christopher B Burke Engineering Ltd | 2,844                          |                       |                     |
| 10          | Testing Services Corporation        | 2,168                          |                       |                     |
| 11          |                                     |                                |                       |                     |

**Part I, Line 16c (990-PF) - Other Professional Fees**

|    |                                                         |
|----|---------------------------------------------------------|
|    | 7,443                                                   |
|    | Disbursements for Charitable Purposes (Cash Basis Only) |
| 1  | 325                                                     |
| 2  |                                                         |
| 3  |                                                         |
| 4  |                                                         |
| 5  |                                                         |
| 6  | 598                                                     |
| 7  | 975                                                     |
| 8  | 533                                                     |
| 9  | 2,844                                                   |
| 10 | 2,168                                                   |
| 11 |                                                         |

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

|             |             | 67,395                         | 5,492                 | 0                   |
|-------------|-------------|--------------------------------|-----------------------|---------------------|
| Description |             | Revenue and Expenses per Books | Net Investment Income | Adjusted Net Income |
| 1           | Payroll Tax | 25,129                         | 5,407                 |                     |
| 2           | Excise Tax  | 42,166                         |                       |                     |
| 3           |             |                                |                       |                     |

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

|   |                                       |
|---|---------------------------------------|
|   | 19,737                                |
|   | Disbursements for Charitable Purposes |
| 1 | 19,722                                |
| 2 |                                       |
| 3 | 15                                    |

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

|             |                               | 92,582                               | 0                        | 0                      |
|-------------|-------------------------------|--------------------------------------|--------------------------|------------------------|
| Description |                               | Revenue and<br>Expenses<br>per Books | Net Investment<br>Income | Adjusted Net<br>Income |
| 1           | Dues and Subscriptions        | 14,027                               |                          |                        |
| 2           | Insurance                     | 51,375                               |                          |                        |
| 3           | Electricity                   | 1,628                                |                          |                        |
| 4           | Office Supplies and Equipment | 7,571                                |                          |                        |
| 5           | Misc Expenses                 | 5,000                                |                          |                        |
| 6           | Postage and Delivery          | 6,772                                |                          |                        |
| 7           | Repairs                       | 547                                  |                          |                        |
| 8           | Telecommunications            | 5,662                                |                          |                        |

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

| 92,582 |                                             |
|--------|---------------------------------------------|
|        | Disbursements<br>for Charitable<br>Purposes |
| 1      | 14,027                                      |
| 2      | 51,375                                      |
| 3      | 1,628                                       |
| 4      | 7,571                                       |
| 5      | 5,000                                       |
| 6      | 6,772                                       |
| 7      | 547                                         |
| 8      | 5,662                                       |

Part II, Line 10a (990-PF) - Investments - U.S. and State Government Obligations

|   |                       | Federal                   |                           | State/Local               |                           | Federal            |                    | State/Local               |                           | Federal                   |                           | State/Local        |                    |
|---|-----------------------|---------------------------|---------------------------|---------------------------|---------------------------|--------------------|--------------------|---------------------------|---------------------------|---------------------------|---------------------------|--------------------|--------------------|
|   |                       | Num Shares/<br>Face Value | Book Value<br>Beg of Year | Book Value<br>End of Year | Book Value<br>End of Year | FMV<br>Beg of Year | FMV<br>End of Year | Num Shares/<br>Face Value | Book Value<br>Beg of Year | Book Value<br>End of Year | Book Value<br>End of Year | FMV<br>Beg of Year | FMV<br>End of Year |
|   |                       |                           | 1,016,335                 | 1,016,335                 | 1,199,486                 | 1,288,146          | 1,488,414          |                           |                           |                           |                           |                    |                    |
| 1 | See attached schedule |                           | 1,016,335                 | 1,199,486                 | 1,288,146                 | 1,488,414          |                    |                           |                           |                           |                           |                    |                    |
|   |                       |                           |                           |                           |                           |                    |                    |                           |                           |                           |                           |                    | X                  |

**Part II, Line 10b (990-PF) - Investments - Corporate Stock**

|   |                       | 54,077,479                 | 51,104,936  | 67,533,151   | 71,235,215  |
|---|-----------------------|----------------------------|-------------|--------------|-------------|
|   |                       | Book Value                 | Book Value  | FMV          | FMV         |
|   |                       | Beg. of Year               | End of Year | Beg. of Year | End of Year |
|   |                       | Num. Shares/<br>Face Value |             |              |             |
|   |                       | Description                |             |              |             |
| 1 | See attached schedule |                            | 54,077,479  | 51,104,936   | 71,235,215  |

Part II, Line 10c (990-PF) - Investments - Corporate Bonds

| Description |                       | Interest<br>Rate | Maturity<br>Date | 31,892,744                |                           | 33,293,549                |                    | 33,612,710         |                    | 35,729,124 |  |
|-------------|-----------------------|------------------|------------------|---------------------------|---------------------------|---------------------------|--------------------|--------------------|--------------------|------------|--|
|             |                       |                  |                  | Book Value<br>Beg of Year | Book Value<br>End of Year | Book Value<br>End of Year | FMV<br>Beg of Year | FMV<br>End of Year | FMV<br>End of Year |            |  |
| 1           | See attached schedule |                  |                  | 31,892,744                | 33,293,549                | 33,293,549                | 33,612,710         | 33,612,710         | 35,729,124         | 35,729,124 |  |

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

|   | Name              | Check "X" if Business | Street                    | City             | State | Zip Code | Foreign Country | Title              | Avg Hrs Per Week | Compensation | Benefits | Expense Account |
|---|-------------------|-----------------------|---------------------------|------------------|-------|----------|-----------------|--------------------|------------------|--------------|----------|-----------------|
| 1 | Raymond F Simon   |                       | 55 W Wacker Drive         | Chicago          | IL    | 60601    |                 | Chairman           | 20 00            | 50,000       | 12,500   |                 |
| 2 | Raymond F Simon   |                       | 55 W Wacker Drive         | Chicago          | IL    | 60601    |                 | Member             | 4 00             | 32,000       |          |                 |
| 3 | James J O'Connor  |                       | 77 W Wacker Drive         | Chicago          | IL    | 60601    |                 | Director           | 2 00             | 16,000       |          |                 |
| 4 | John J Sheridan   |                       | 1900 Hollister Drive      | Libertyville     | IL    | 60048    |                 | Director           | 2 00             | 16,000       |          |                 |
| 5 | R Matthew Simon   |                       | 55 W Wacker Drive         | Chicago          | IL    | 60601    |                 | President          | 40 00            | 211,250      | 50,000   |                 |
| 6 | Charles A Vorhees |                       | 2307 Possum Hollow Road   | New Philadelphia | OH    | 44663    |                 | Director           | 2 00             | 16,000       |          |                 |
| 7 | Richard L Curry   |                       | 1767 E Mission Hills Road | Northbrook       | IL    | 60062    |                 | Member             | 4 00             | 32,000       |          |                 |
| 8 | R Matthew Simon   |                       | 55 W Wacker Drive         | Chicago          | IL    | 60601    |                 | Member             | 4 00             | 32,000       |          |                 |
| 9 | John P Hagnell    |                       | 2142 Farwell Avenue       | Chicago          | IL    | 60645    |                 | Associate Director | 40 00            | 94,750       | 23,000   |                 |
|   |                   |                       |                           |                  |       |          |                 |                    |                  | 500,000      | 85,500   | 0               |

## Part II, Line 10(a), Government Obligations

23-7376427

| <u>Shares</u> | <u>Description</u>                             | <u>FMV Yr End</u> | <u>Book Value Yr End</u> |
|---------------|------------------------------------------------|-------------------|--------------------------|
|               | UTD MEXICAN STS MEDIUM TERM NTS BOOK           |                   |                          |
| 50,000        | 8.3DUE 08-15-2031 BEO                          | 75,875            | 50,450                   |
|               | UNITED STATES TREAS BD STRIPPED PRIN PMT08-15- |                   |                          |
| 150,000       | 2021 (UNDDATE) REG                             | 131,007           | 90,952                   |
|               | UNITED STATES TREAS BD STRIPPED PRIN PMT11-15- |                   |                          |
| 275,000       | 2015 (UNDDATE) REG                             | 272,544           | 236,564                  |
|               | UNITED STATES TREAS BDS BD DTD                 |                   |                          |
| 255,000       | 11/16/1998 5.25% DUE 11-15-2028 REG            | 345,445           | 233,642                  |
| 350,000       | US TREAS SEC 4.5 DUE 08-15-2039 REG            | 446,906           | 391,988                  |
|               | N.J ECON DEV AUTH ST PENSION FDG REV SER A     |                   |                          |
| 50,000        | 7.425 BD 2-15-29 BEO TXBL                      | 65,596            | 49,209                   |
| 150,000       | RACINE WIS 5.2% 06-01-2015 BEO TAXABLE         | 151,041           | 146,681                  |
|               | TOTAL                                          | 1,488,414         | 1,199,486                |

| <u>Shares</u> | <u>Description</u>                       | <u>Book Value</u> | <u>Fair Market Value</u> |
|---------------|------------------------------------------|-------------------|--------------------------|
| 8,850         | 3M CO COM                                | 554,905           | 940,844                  |
| 8,100         | ABBOTT LAB COM                           | 131,694           | 286,092                  |
| 8,100         | ABBVIE INC COM USD0.01                   | 142,810           | 330,318                  |
| 5,200         | ACE LTD COM STK                          | 48,431            | 462,644                  |
| 12,300        | AETNA INC                                | 304,038           | 628,776                  |
| 11,500        | AGL RES INC COM                          | 380,859           | 482,425                  |
| 3,300         | AIR PROD & CHEM INC COM                  | 154,451           | 287,496                  |
| 16,900        | ALCOA INC COM STK                        | 291,097           | 143,988                  |
| 5,200         | ALLEGHENY TECHNOLOGIES INC COM           | 47,628            | 164,892                  |
| 16,400        | ALTRIA GROUP INC COM                     | 179,661           | 563,996                  |
| 12,000        | AMERICAN EXPRESS CO                      | 369,762           | 809,520                  |
| 9,200         | AMERIPRISE FINL INC COM                  | 215,326           | 677,580                  |
| 5             | BERKSHIRE HATHAWAY INC DEL CL A          | 570,605           | 781,400                  |
| 18,000        | BRUNSWICK CORP COM                       | 115,940           | 615,960                  |
| 8,000         | CATERPILLAR INC COM                      | 217,843           | 695,760                  |
| 7,700         | CHEVRON CORP COM                         | 260,244           | 914,914                  |
| 10,700        | CIGNA CORPORATION                        | 286,190           | 667,359                  |
| 6,800         | CITIGROUP INC COM NEW COM NEW            | 523,698           | 300,832                  |
| 6,600         | CLOROX CO COM                            | 307,759           | 584,298                  |
| 10,000        | CONOCOPHILLIPS COM                       | 185,109           | 601,000                  |
| 6,000         | CVS CAREMARK CORP COM STK                | 210,730           | 329,940                  |
| 9,800         | DOW CHEMICAL CO COM                      | 276,169           | 312,032                  |
| 6,400         | DUKE ENERGY CORP NEW COM NEW COM NEW     | 265,875           | 464,576                  |
| 15,200        | EATON CORP PLC COM USD0.50               | 785,156           | 931,000                  |
| 5,400         | EMERSON ELECTRIC CO COM                  | 255,241           | 301,698                  |
| 5,550         | ENERGIZER HLDGS INC COM                  | 319,385           | 553,502                  |
| 9,800         | EXXON MOBIL CORP COM                     | 395,252           | 883,078                  |
| 36,400        | GENERAL ELECTRIC CO                      | 620,657           | 841,568                  |
| 13,100        | GENERAL MILLS INC COM                    | 271,997           | 645,961                  |
| 16,600        | HARTFORD FINL SVCS GROUP INC COM         | 473,678           | 428,280                  |
| 12,500        | HONEYWELL INTL INC COM STK               | 364,469           | 941,875                  |
| 9,500         | ILL TOOL WKS INC COM                     | 390,729           | 578,930                  |
| 4,000         | JOHNSON & JOHNSON COM USD1               | 176,894           | 326,120                  |
| 11,500        | JPMORGAN CHASE & CO COM                  | 421,649           | 545,790                  |
| 6,850         | KIMBERLY-CLARK CORP COM                  | 381,228           | 671,163                  |
| 112,886       | KINDER MORGAN MGMT LLC KINDER MORGAN MGN | -                 | -                        |
| 4,033         | KRAFT FOODS GROUP INC COM                | 77,065            | 207,820                  |
| 6,500         | LOCKHEED MARTIN CORP COM                 | 349,314           | 627,380                  |
| 12,100        | MONDELEZ INTL INC COM                    | 142,576           | 370,381                  |
| 9,600         | MORGAN STANLEY COM STK USD0.01           | 382,108           | 211,008                  |
| 4,500         | NORFOLK SOUTHN CORP COM                  | 305,638           | 346,860                  |
| 6,800         | PEPSICO INC COM                          | 309,803           | 537,948                  |
| 10,800        | PFIZER INC COM                           | 275,601           | 311,688                  |
| 7,550         | PHILIP MORRIS INTL COM STK NPV           | 164,943           | 699,961                  |
| 6,000         | PHILLIPS 66 COM                          | 72,365            | 419,820                  |
| 9,850         | PLUM CREEK TIMBER CO INC COM             | 279,169           | 514,170                  |

## Part II, Line 10(b), Investments, Corporate Stock

23-7376427

|         |                                                 |                   |                   |
|---------|-------------------------------------------------|-------------------|-------------------|
| 5,000   | PPG IND INC COM                                 | 223,273           | 669,700           |
| 7,000   | PRUDENTIAL FINL INC COM                         | 364,825           | 412,930           |
| 12,000  | PUB SERVICE ENTERPRISE GROUP INC COM            | 185,386           | 412,080           |
| 4,900   | RAYTHEON CO USD0.01                             | 221,095           | 288,071           |
| 13,800  | SPECTRA ENERGY CORP COM STK                     | 265,728           | 424,350           |
| 14,700  | TARGET CORP COM STK                             | 483,051           | 1,006,215         |
| 23,400  | TEXTRON INC COM                                 | 417,792           | 697,554           |
| 8,100   | UNITED TECHNOLOGIES CORP COM                    | 258,298           | 756,783           |
| 14,700  | WASTE MGMT INC DEL COM STK                      | 415,901           | 576,387           |
| 12,000  | WELLS FARGO & CO NEW COM STK                    | 639,844           | 443,880           |
| 564,174 | MFO WINTERGREEN FD INC INSTL SHS                | 8,305,775         | 9,286,304         |
| 107,326 | MFO FIDELITY CONCORD STR TR SPARTAN 500 INDEX / | 4,788,194         | 5,993,089         |
| 155,138 | MFO FIDELITY CONTRAFUND INC OPEN END FD         | 10,703,559        | 13,019,170        |
| 92,603  | MFO VANGUARD INSTL INDEX FD SH BEN INT          | 10,576,476        | 13,306,059        |
|         | TOTAL                                           | <u>51,104,936</u> | <u>71,235,215</u> |

| <u>Shares</u> | <u>Description</u>                       | <u>Book Value</u> | <u>Fair Market Value</u> |
|---------------|------------------------------------------|-------------------|--------------------------|
| 150,000       | CHINA DEV BK 4.75% DUE 10-08-2014        | 147,228           | 158,021                  |
|               | FHFEDERAL HOME LN BKS TRANCHE 00633 .25  |                   |                          |
| 150,000       | DUE 01-16-2015                           | 149,867           | 149,939                  |
|               | MFO PIMCO FDS PAC INVT MGMT SER TOTAL    |                   |                          |
| 1,128,655     | RETURN FD INSTL CL                       | 12,319,303        | 12,686,087               |
|               | CF PYRAMIS BROAD MARKET DURATION LLC     |                   |                          |
| 1,041,953     | FUND                                     | 10,712,083        | 12,128,330               |
| 150,000       | SUNCOR ENERGY INC 6.1% DUE 06-01-2018    | 150,411           | 181,444                  |
|               | THOMSON REUTERS CORP 6.5 DUE 07-15-      |                   |                          |
| 150,000       | 2018 BEO                                 | 149,505           | 184,227                  |
| 25,000        | DEUTSCHE TELEKOM 9.25% DUE 06-01-2032    | 25,675            | 38,205                   |
| 75,000        | SHELL INTL FIN B V 1.125% DUE 08-21-2017 | 74,529            | 75,288                   |
| 200,000       | CR SUISSE 1ST BSTN 5% DUE 05-15-2013     | 199,558           | 201,165                  |
| 100,000       | AETNA INC NEW 1.5% DUE 11-15-2017        | 99,519            | 100,240                  |
| 150,000       | AGL CAP CORP 4.95% DUE 01-15-2015        | 149,805           | 160,595                  |
| 88,828        | BNSF RY CO 2005-4 4.967% DUE 04-01-2023  | 88,828            | 99,738                   |
| 50,000        | CATERPILLAR INC .95% DUE 06-26-2015      | 49,990            | 50,392                   |
| 100,000       | CISCO SYS INC 5.5% DUE 02-22-2016        | 99,909            | 113,647                  |
| 100,000       | CITIGROUP INC 4.5% DUE 01-14-2022        | 105,294           | 111,181                  |
| 150,000       | COMCAST CORP NEW 5.9% DUE 03-15-2016     | 149,793           | 171,624                  |
| 150,000       | CONOCOPHILLIPS 5.2% DUE 05-15-2018       | 150,369           | 176,627                  |
| 200,000       | CONS NAT GAS CO 5% DUE 12-01-2014        | 190,470           | 213,158                  |
| 100,000       | DOVER CORP 6.65 DEB DUE 06-01-2028 BEO   | 85,629            | 131,803                  |
|               | GEN ELEC CAP CORP MEDIUM TERM NTS BO     |                   |                          |
| 100,000       | TRANCHE # TR 00818 6.875 DUE 01-10-2039  | 98,478            | 131,023                  |
|               | GOLDMAN SACHS GROUP INC FOR FUTURE       |                   |                          |
| 200,000       | EQUITGS 5.75 10/01/16 5.75 10-1-16 BEO   | 199,452           | 228,069                  |
| 50,000        | LOCKHEED MARTIN 8.5% DUE 12-01-2029      | 56,091            | 71,924                   |
| 50,000        | MARATHON OIL CORP 2.8% DUE 11-01-2022    | 49,879            | 48,809                   |
|               | MORGAN STANLEY MTN 5.45% DUE 01-         |                   |                          |
| 200,000       | 09-2017/01-09-2007                       | 198,602           | 223,866                  |
| 90,000        | NORFOLK SOUTHN 5.257% DUE 09-17-2014     | 87,339            | 95,934                   |
| 100,000       | PROCTER & GAMBLE 5.55% DUE 03-05-2037    | 99,321            | 127,890                  |
| 200,000       | SAN DIEGO GAS & 5.3% DUE 11-15-2015      | 199,602           | 224,445                  |
|               | TOYOTA MTR CR CORP MEDIUM TERM NTS       |                   |                          |
|               | BOOK TRANCHE # TR 00868 1.75 DUE 05-22-  |                   |                          |
| 75,000        | 2017                                     | 74,726            | 76,613                   |
|               | UNITRIN INC SR NT 6% DUE 05-15-          |                   |                          |
| 150,000       | 2017/05-11-2007                          | 149,021           | 165,738                  |
| 514,112       | MFO TCW TOTAL RETURN BD FD CL I SHS      | 5,111,313         | 5,285,072                |
|               | FEDERAL HOME LN MTG CORP POOL #C90859    |                   |                          |
| 70,309        | 5.5% 10-01-2024 BEO                      | 72,264            | 76,961                   |
|               | FEDERAL HOME LN MTG CORP POOL #E02169    |                   |                          |
| 57,947        | 6%06-01-2016 BEO                         | 58,019            | 61,243                   |
| 75,941        | FHLMC GOLD C90545 6 04-01-2022           | 78,575            | 82,912                   |

## Part II, Line 10(c), Investments, Corporate Bonds

23-7376427

|         |                                         |         |         |
|---------|-----------------------------------------|---------|---------|
| 110,992 | FHLMC GOLD G80294 6.2 10-20-2027        | 115,432 | 126,718 |
|         | FHLMC MULTICLASS PREASSIGN 00124 6 12-  |         |         |
| 85,086  | 15-2016                                 | 85,794  | 90,384  |
|         | FHLMC MULTICLASS REMIC 3740 CL PG 4 10- |         |         |
| 300,000 | 15-2040                                 | 294,377 | 335,415 |
|         | FNMA POOL #252342 6.5% DUE 04-01-2029   |         |         |
| 4,232   | REG                                     | 3,950   | 4,945   |
| 29,963  | FNMA POOL #254295 6% DUE 04-01-2022 REG | 30,993  | 32,823  |
| 18,584  | FNMA POOL #254405 6% DUE 08-01-2032 REG | 18,906  | 20,914  |
| 39,686  | FNMA POOL #254525 6.5% 10-01-2022 BEO   | 41,137  | 44,130  |
| 43,534  | FNMA POOL #254689 6% DUE 03-01-2023 REG | 45,180  | 47,688  |
|         | FNMA POOL #323422 6.5% DUE 12-01-2028   |         |         |
| 4,285   | REG                                     | 4,286   | 5,022   |
|         | FNMA POOL #323591 6.5% DUE 03-01-2029   |         |         |
| 4,546   | REG                                     | 4,458   | 5,327   |
|         | FNMA POOL #323832 7.5% DUE 07-01-2029   |         |         |
| 6,833   | REG                                     | 6,897   | 8,226   |
|         | FNMA POOL #428109 6.5% DUE 06-01-2028   |         |         |
| 2,510   | REG                                     | 2,484   | 2,831   |
| 92,170  | FNMA POOL #520028 5.5% 03-01-2028 BEO   | 94,359  | 100,447 |
| 4,210   | FNMA POOL #535030 7% DUE 12-01-2029 REG | 4,139   | 5,023   |
| 574     | FNMA POOL #535041 7% DUE 12-01-2029 REG | 564     | 685     |
|         | FNMA POOL #535057 6.5% DUE 12-01-2014   |         |         |
| 896     | REG                                     | 894     | 923     |
|         | FNMA POOL #535063 6.5% DUE 12-01-2014   |         |         |
| 2,229   | REG                                     | 2,200   | 2,292   |
| 5,251   | FNMA POOL #535336 7% DUE 02-01-2030 REG | 4,957   | 6,262   |
| 516     | FNMA POOL #535631 7% DUE 12-01-2015 REG | 534     | 543     |
| 756     | FNMA POOL #535881 7% DUE 03-01-2016 REG | 770     | 780     |
|         | FNMA POOL #545076 7.5% DUE 07-01-2031   |         |         |
| 9,971   | REG                                     | 10,594  | 12,173  |
| 7,528   | FNMA POOL #545565 7% DUE 01-01-2017 REG | 7,789   | 8,039   |
|         | FNMA POOL #545639 6.5% DUE 04-01-2032   |         |         |
| 93,106  | REG                                     | 98,474  | 106,780 |
|         | FNMA POOL #581977 6.5% DUE 08-01-2031   |         |         |
| 4,546   | REG                                     | 4,501   | 5,358   |
|         | FNMA POOL #606594 6.5% DUE 10-01-2031   |         |         |
| 37,504  | REG                                     | 38,992  | 42,659  |
| 38,735  | FNMA POOL #624294 5% 02-01-2017 BEO     | 38,711  | 41,995  |
| 51,787  | FNMA POOL #663810 5% DUE 11-01-2017 REG | 52,968  | 55,506  |
| 80,635  | FNMA POOL #735268 5% 07-01-2019 BEO     | 81,630  | 86,663  |
| 56,940  | FNMA POOL #929583 5% 06-01-2023 BEO     | 60,828  | 61,457  |
|         | FNMA REMIC TR 2013-6 CL-HD 1.5 12-25-   |         |         |
| 98,423  | 2042                                    | 98,316  | 98,316  |
|         | GNMA POOL #377662 SER 2025 7% DUE 12-   |         |         |
| 14,342  | 15-2025 REG                             | 14,772  | 16,891  |

## Part II, Line 10(c), Investments, Corporate Bonds

23-7376427

|        |                                                                                       |            |            |
|--------|---------------------------------------------------------------------------------------|------------|------------|
| 2,442  | GNMA POOL #462816 SER 2028 7% DUE 06-15-2028 REG                                      | 2,313      | 2,915      |
| 2,221  | GNMA POOL #564562 SER 2031 7% DUE 06-15-2031 REG                                      | 2,260      | 2,642      |
| 3,996  | GNMA POOL #780058 SER 2025 7% DUE 01-15-2025 REG                                      | 3,637      | 4,609      |
| 4,945  | GNMA POOL #780896 SER 2028 7% DUE 11-15-2028 REG                                      | 5,050      | 6,018      |
| 17,552 | GNMA POOL #780912 SER 2028 6.5% DUE 11-15-2028 REG                                    | 17,621     | 20,997     |
| 5,466  | GNMA POOL #780936 7.5% 12-15-2028 BEO FORD CR AUTO OWNER .97000002861% DUE 01-15-2015 | 5,615      | 6,550      |
| 68,131 | OPTION ONE MTG LN TR 2002-3 ASSET                                                     | 68,122     | 68,243     |
| 2,597  | BACKEDCTF CL M-2 08-25-2032 BEO                                                       | 2,597      | 986        |
| 64,014 | CMO MASTR ALTERNATIVE LN TR 2003-4 CL 2-A-1 6.25% DUE 06-25-2033 REG                  | 66,815     | 66,719     |
| 29,445 | CMO STRUCTURED AST MTG INVTS INC I-A-1 VAR RATE DUE 07-25-2032 REG                    | 29,445     | 28,258     |
| 1,266  | CMO STRUCTURED AST SECS CORP 2002-BC3 MTG PASSTHRU CTF CL M2 06-25-2032 BEO           | 1,266      | 854        |
| 88,998 | CMO WASHINGTON MUT MTG SECS CORP CTF CL 1-A-2 5.5% DUE 02-25-2021 REG                 | 88,550     | 15,033     |
| 99,617 | CMO WELLS FARGO MTG BACKED SECS 2004-AA TR 2004-AA CL A-4 5.041 12-25-2034 REG        | 99,925     | 95,876     |
|        | TOTAL                                                                                 | 33,293,549 | 35,729,124 |

| Share   | Description                                                     | Date<br>Acquired | Date<br>Sold | Net<br>Proceeds | Adj.<br>Basis | Gain<br>(loss) |
|---------|-----------------------------------------------------------------|------------------|--------------|-----------------|---------------|----------------|
| 8074.63 | BNSF RY CO 2005-4 4.967% DUE 04-01-2023                         | 9/26/2005        | 4/2/2012     | 8074.63         | 8074.63       | -              |
| 3150.85 | FEDERAL HOME LN MTG CORP<br>POOL #C90859 5.5% 10-01-2024<br>BEO | 11/4/2004        | 4/16/2012    | 3150.85         | 3238.48       | (88)           |
| 4385.29 | FEDERAL HOME LN MTG CORP<br>POOL #E02169 6%06-01-2016 BEO       | 7/6/2006         | 4/16/2012    | 4385.29         | 4390.77       | (5)            |
| 2170.59 | FHLMC GOLD C90545 6 04-01-2022                                  | 5/4/2005         | 4/16/2012    | 2170.59         | 2245.88       | (75)           |
| 3874.99 | FHLMC MULTICLASS PREASSIGN<br>00124 6 12-15-2016                | 6/13/2006        | 4/16/2012    | 3874.99         | 3907.23       | (32)           |
| 90.74   | GNMA POOL #377662 SER 2025<br>7% DUE 12-15-2025 REG             | 9/30/1998        | 4/16/2012    | 90.74           | 93.46         | (3)            |
| 10.94   | GNMA POOL #462816 SER 2028<br>7% DUE 06-15-2028 REG             | 5/18/2000        | 4/16/2012    | 10.94           | 10.79         | 0              |
| 332.89  | GNMA POOL #564562 SER 2031<br>7% DUE 06-15-2031 REG             | 6/25/2001        | 4/16/2012    | 332.89          | 338.69        | (6)            |
| 149.14  | GNMA POOL #780058 SER 2025<br>7% DUE 01-15-2025 REG             | 2/27/1995        | 4/16/2012    | 149.14          | 146.18        | 3              |
| 106.63  | GNMA POOL #780896 SER 2028<br>7% DUE 11-15-2028 REG             | 11/12/1998       | 4/16/2012    | 106.63          | 108.9         | (2)            |
| 297.59  | GNMA POOL #780912 SER 2028<br>6.5% DUE 11-15-2028 REG           | 11/6/1998        | 4/16/2012    | 297.59          | 298.75        | (1)            |
| 192.25  | GNMA POOL #780936 7.5% 12-15-2028 BEO                           | 4/10/2001        | 4/16/2012    | 192.25          | 197.48        | (5)            |
| 2641.26 | FHLMC GOLD G80294 6.2 10-20-2027                                | 3/2/2005         | 4/20/2012    | 2641.26         | 2746.91       | (106)          |
| 25000   | SOUTH AFRICA REP NT 7.375% DUE<br>04-25-2012 REG                | 4/18/2002        | 4/25/2012    | 25000           | 24585.25      | 415            |
| 104.19  | FNMA POOL #252342 6.5% DUE 04-01-2029 REG                       | 1/26/2000        | 4/25/2012    | 104.19          | 102.64        | 2              |
| 1630.9  | FNMA POOL #254295 6% DUE 04-01-2022 REG                         | 10/1/2003        | 4/25/2012    | 1630.9          | 1686.96       | (56)           |
| 636.6   | FNMA POOL #254405 6% DUE 08-01-2032 REG                         | 8/9/2002         | 4/25/2012    | 636.6           | 647.64        | (11)           |

|         |                                           |            |           |         |         |       |
|---------|-------------------------------------------|------------|-----------|---------|---------|-------|
| 2065.62 | FNMA POOL #254525 6.5% 10-01-2022 BEO     | 9/3/2003   | 4/25/2012 | 2065.62 | 2141.14 | (76)  |
| 1503.14 | FNMA POOL #254689 6% DUE 03-01-2023 REG   | 12/8/2003  | 4/25/2012 | 1503.14 | 1559.98 | (57)  |
| 188.11  | FNMA POOL #323422 6.5% DUE 12-01-2028 REG | 11/3/1998  | 4/25/2012 | 188.11  | 188.14  | (0)   |
| 104.06  | FNMA POOL #323591 6.5% DUE 03-01-2029 REG | 5/20/1999  | 4/25/2012 | 104.06  | 102.06  | 2     |
| 110.95  | FNMA POOL #323832 7.5% DUE 07-01-2029 REG | 6/11/1999  | 4/25/2012 | 110.95  | 111.99  | (1)   |
| 12.34   | FNMA POOL #428109 6.5% DUE 06-01-2028 REG | 6/11/1998  | 4/25/2012 | 12.34   | 12.21   | 0     |
| 1033.58 | FNMA POOL #520028 5.5% 03-01-2028 BEO     | 12/15/2003 | 4/25/2012 | 1033.58 | 1058.13 | (25)  |
| 134.87  | FNMA POOL #535030 7% DUE 12-01-2029 REG   | 11/18/1999 | 4/25/2012 | 134.87  | 132.59  | 2     |
| 24.79   | FNMA POOL #535041 7% DUE 12-01-2029 REG   | 11/17/1999 | 4/25/2012 | 24.79   | 24.35   | 0     |
| 98.06   | FNMA POOL #535057 6.5% DUE 12-01-2014 REG | 12/19/2000 | 4/25/2012 | 98.06   | 97.88   | 0     |
| 265.93  | FNMA POOL #535063 6.5% DUE 12-01-2014 REG | 12/4/2000  | 4/25/2012 | 265.93  | 262.56  | 3     |
| 64.23   | FNMA POOL #535336 7% DUE 02-01-2030 REG   | 5/11/2000  | 4/25/2012 | 64.23   | 63.19   | 1     |
| 37.37   | FNMA POOL #535631 7% DUE 12-01-2015 REG   | 3/14/2002  | 4/25/2012 | 37.37   | 38.66   | (1)   |
| 73.02   | FNMA POOL #535881 7% DUE 03-01-2016 REG   | 4/17/2001  | 4/25/2012 | 73.02   | 74.41   | (1)   |
| 59.44   | FNMA POOL #545076 7.5% DUE 07-01-2031 REG | 1/16/2003  | 4/25/2012 | 59.44   | 63.15   | (4)   |
| 338.9   | FNMA POOL #545565 7% DUE 01-01-2017 REG   | 3/14/2002  | 4/25/2012 | 338.9   | 350.67  | (12)  |
| 2253.24 | FNMA POOL #545639 6.5% DUE 04-01-2032 REG | 2/20/2004  | 4/25/2012 | 2253.24 | 2383.15 | (130) |
| 12.12   | FNMA POOL #581977 6.5% DUE 08-01-2031 REG | 8/9/2001   | 4/25/2012 | 12.12   | 12      | 0     |
| 8076.62 | FNMA POOL #606594 6.5% DUE 10-01-2031 REG | 9/19/2002  | 4/25/2012 | 8076.62 | 8397.16 | (321) |
| 3175.67 | FNMA POOL #624294 5% 02-01-2017 BEO       | 3/30/2005  | 4/25/2012 | 3175.67 | 3173.69 | 2     |
| 1255.81 | FNMA POOL #663810 5% DUE 11-01-2017 REG   | 12/19/2002 | 4/25/2012 | 1255.81 | 1284.46 | (29)  |
| 1332.74 | FNMA POOL #735268 5% 07-01-2019 BEO       | 1/27/2005  | 4/25/2012 | 1332.74 | 1349.19 | (16)  |
| 3186.07 | FNMA POOL #929583 5% 06-01-2023 BEO       | 7/21/2010  | 4/25/2012 | 3186.07 | 3403.62 | (218) |

|         |                                                                                      |            |           |         |         |        |
|---------|--------------------------------------------------------------------------------------|------------|-----------|---------|---------|--------|
| 3814.61 | CMO MASTR ALTERNATIVE LN TR<br>2003-4 CL 2-A-1 6.25% DUE 06-25-<br>2033 REG          | 2/18/2004  | 4/25/2012 | 3814.61 | 3981.5  | (167)  |
| 523.98  | CMO STRUCTURED AST MTG INVTs<br>INC I-A-1 VAR RATE DUE 07-25-<br>2032 REG            | 5/28/2003  | 4/25/2012 | 523.98  | 523.98  | -      |
| 742.64  | CMO WASHINGTON MUT MTG<br>SECS CORP CTF CL 1-A-2 5.5% DUE<br>02-25-2021 REG          | 6/25/2007  | 4/25/2012 | 742.64  | 735.81  | 7      |
| 2773.11 | CMO WELLS FARGO MTG BACKED<br>SECS 2004-AA TR 2004-AA CL A-4<br>5.041 12-25-2034 REG | 11/22/2004 | 4/25/2012 | 2773.11 | 2781.67 | (9)    |
| 2964.55 | FEDERAL HOME LN MTG CORP<br>POOL #C90859 5.5% 10-01-2024<br>BEO                      | 11/4/2004  | 5/15/2012 | 2964.55 | 3047    | (82)   |
| 1641.54 | FEDERAL HOME LN MTG CORP<br>POOL #E02169 6%06-01-2016 BEO                            | 7/6/2006   | 5/15/2012 | 1641.54 | 1643.59 | (2)    |
| 2571.36 | FHLMC GOLD C90545 6 04-01-<br>2022                                                   | 5/4/2005   | 5/15/2012 | 2571.36 | 2660.55 | (89)   |
| 4945.17 | FHLMC MULTICLASS PREASSIGN<br>00124 6 12-15-2016                                     | 6/13/2006  | 5/15/2012 | 4945.17 | 4986.32 | (41)   |
| 1230.27 | GNMA POOL #377662 SER 2025<br>7% DUE 12-15-2025 REG                                  | 9/30/1998  | 5/15/2012 | 1230.27 | 1267.18 | (37)   |
| 10.2    | GNMA POOL #462816 SER 2028<br>7% DUE 06-15-2028 REG                                  | 5/18/2000  | 5/15/2012 | 10.2    | 10.07   | 0      |
| 4.68    | GNMA POOL #564562 SER 2031<br>7% DUE 06-15-2031 REG                                  | 6/25/2001  | 5/15/2012 | 4.68    | 4.76    | (0)    |
| 79.69   | GNMA POOL #780058 SER 2025<br>7% DUE 01-15-2025 REG                                  | 2/27/1995  | 5/15/2012 | 79.69   | 78.15   | 2      |
| 168.39  | GNMA POOL #780896 SER 2028<br>7% DUE 11-15-2028 REG                                  | 11/12/1998 | 5/15/2012 | 168.39  | 171.98  | (4)    |
| 335.78  | GNMA POOL #780912 SER 2028<br>6.5% DUE 11-15-2028 REG                                | 11/6/1998  | 5/15/2012 | 335.78  | 337.09  | (1)    |
| 65.95   | GNMA POOL #780936 7.5% 12-15-<br>2028 BEO                                            | 4/10/2001  | 5/15/2012 | 65.95   | 67.74   | (2)    |
| 1200    | #REORG/THOMAS & BETTS CORP<br>COM CASH MERGER 05-17-2012                             | 8/22/2002  | 5/17/2012 | 86400   | 19752   | 66,648 |

|         |                                                          |            |           |         |          |         |
|---------|----------------------------------------------------------|------------|-----------|---------|----------|---------|
| 5200    | #REORG/THOMAS & BETTS CORP<br>COM CASH MERGER 05-17-2012 | 8/23/2002  | 5/17/2012 | 374400  | 85592    | 288,808 |
| 1100    | #REORG/THOMAS & BETTS CORP<br>COM CASH MERGER 05-17-2012 | 8/18/2011  | 5/17/2012 | 79200   | 43549.99 | 35,650  |
| 1500    | #REORG/THOMAS & BETTS CORP<br>COM CASH MERGER 05-17-2012 | 8/29/2011  | 5/17/2012 | 108000  | 63530.85 | 44,469  |
| 6009.57 | FHLMC GOLD G80294 6.2 10-20-<br>2027                     | 3/2/2005   | 5/23/2012 | 6009.57 | 6249.95  | (240)   |
| 76.1    | FNMA POOL #252342 6.5% DUE 04-<br>01-2029 REG            | 1/26/2000  | 5/25/2012 | 76.1    | 75.01    | 1       |
| 1084.62 | FNMA POOL #254295 6% DUE 04-<br>01-2022 REG              | 10/1/2003  | 5/25/2012 | 1084.62 | 1121.9   | (37)    |
| 468.8   | FNMA POOL #254405 6% DUE 08-<br>01-2032 REG              | 8/9/2002   | 5/25/2012 | 468.8   | 476.93   | (8)     |
| 975.71  | FNMA POOL #254525 6.5% 10-01-<br>2022 BEO                | 9/3/2003   | 5/25/2012 | 975.71  | 1011.38  | (36)    |
| 1700.2  | FNMA POOL #254689 6% DUE 03-<br>01-2023 REG              | 12/8/2003  | 5/25/2012 | 1700.2  | 1764.49  | (64)    |
| 65.64   | FNMA POOL #323422 6.5% DUE 12-<br>01-2028 REG            | 11/3/1998  | 5/25/2012 | 65.64   | 65.65    | (0)     |
| 131.09  | FNMA POOL #323591 6.5% DUE 03-<br>01-2029 REG            | 5/20/1999  | 5/25/2012 | 131.09  | 128.57   | 3       |
| 104.27  | FNMA POOL #323832 7.5% DUE 07-<br>01-2029 REG            | 6/11/1999  | 5/25/2012 | 104.27  | 105.25   | (1)     |
| 11.27   | FNMA POOL #428109 6.5% DUE 06-<br>01-2028 REG            | 6/11/1998  | 5/25/2012 | 11.27   | 11.16    | 0       |
| 653.02  | FNMA POOL #520028 5.5% 03-01-<br>2028 BEO                | 12/15/2003 | 5/25/2012 | 653.02  | 668.53   | (16)    |
| 378.16  | FNMA POOL #535030 7% DUE 12-<br>01-2029 REG              | 11/18/1999 | 5/25/2012 | 378.16  | 371.78   | 6       |
| 19.47   | FNMA POOL #535041 7% DUE 12-<br>01-2029 REG              | 11/17/1999 | 5/25/2012 | 19.47   | 19.12    | 0       |
| 106.92  | FNMA POOL #535057 6.5% DUE 12-<br>01-2014 REG            | 12/19/2000 | 5/25/2012 | 106.92  | 106.72   | 0       |
| 305.28  | FNMA POOL #535063 6.5% DUE 12-<br>01-2014 REG            | 12/4/2000  | 5/25/2012 | 305.28  | 301.42   | 4       |
| 191.78  | FNMA POOL #535336 7% DUE 02-<br>01-2030 REG              | 5/11/2000  | 5/25/2012 | 191.78  | 188.75   | 3       |
| 27.33   | FNMA POOL #535631 7% DUE 12-<br>01-2015 REG              | 3/14/2002  | 5/25/2012 | 27.33   | 28.28    | (1)     |
| 81.02   | FNMA POOL #535881 7% DUE 03-<br>01-2016 REG              | 4/17/2001  | 5/25/2012 | 81.02   | 82.56    | (2)     |
| 164.44  | FNMA POOL #545076 7.5% DUE 07-<br>01-2031 REG            | 1/16/2003  | 5/25/2012 | 164.44  | 174.72   | (10)    |

|         |                                                                                |            |           |          |          |       |
|---------|--------------------------------------------------------------------------------|------------|-----------|----------|----------|-------|
| 342.5   | FNMA POOL #545565 7% DUE 01-01-2017 REG                                        | 3/14/2002  | 5/25/2012 | 342.5    | 354.39   | (12)  |
| 1938.46 | FNMA POOL #545639 6.5% DUE 04-01-2032 REG                                      | 2/20/2004  | 5/25/2012 | 1938.46  | 2050.22  | (112) |
| 11.71   | FNMA POOL #581977 6.5% DUE 08-01-2031 REG                                      | 8/9/2001   | 5/25/2012 | 11.71    | 11.59    | 0     |
| 4053.06 | FNMA POOL #606594 6.5% DUE 10-01-2031 REG                                      | 9/19/2002  | 5/25/2012 | 4053.06  | 4213.92  | (161) |
| 1328.97 | FNMA POOL #624294 5% 02-01-2017 BEO                                            | 3/30/2005  | 5/25/2012 | 1328.97  | 1328.14  | 1     |
| 1075.21 | FNMA POOL #663810 5% DUE 11-01-2017 REG                                        | 12/19/2002 | 5/25/2012 | 1075.21  | 1099.74  | (25)  |
| 1318.92 | FNMA POOL #735268 5% 07-01-2019 BEO                                            | 1/27/2005  | 5/25/2012 | 1318.92  | 1335.2   | (16)  |
| 4387.39 | FNMA POOL #929583 5% 06-01-2023 BEO                                            | 7/21/2010  | 5/25/2012 | 4387.39  | 4686.97  | (300) |
| 154.16  | CMO MASTR ALTERNATIVE LN TR 2003-4 CL 2-A-1 6.25% DUE 06-25-2033 REG           | 2/18/2004  | 5/25/2012 | 154.16   | 160.9    | (7)   |
| 1435.15 | CMO STRUCTURED AST MTG INVTs INC I-A-1 VAR RATE DUE 07-25-2032 REG             | 5/28/2003  | 5/25/2012 | 1435.15  | 1435.15  | -     |
| 746.37  | CMO WASHINGTON MUT MTG SECS CORP CTF CL 1-A-2 5.5% DUE 02-25-2021 REG          | 6/25/2007  | 5/25/2012 | 746.37   | 739.77   | 7     |
| 736.2   | CMO WELLS FARGO MTG BACKED SECS 2004-AA TR 2004-AA CL A-4 5.041 12-25-2034 REG | 11/22/2004 | 5/25/2012 | 736.2    | 738.47   | (2)   |
| 10124.1 | FORD CR AUTO OWNER .97000002861% DUE 01-15-2015                                | 1/25/2011  | 6/15/2012 | 10124.06 | 10122.66 | 1     |
| 3153    | FEDERAL HOME LN MTG CORP POOL #C90859 5.5% 10-01-2024 BEO                      | 11/4/2004  | 6/15/2012 | 3153     | 3240.69  | (88)  |
| 2322.48 | FEDERAL HOME LN MTG CORP POOL #E02169 6%06-01-2016 BEO                         | 7/6/2006   | 6/15/2012 | 2322.48  | 2325.38  | (3)   |
| 3301.59 | FHLMC GOLD C90545 6 04-01-2022                                                 | 5/4/2005   | 6/15/2012 | 3301.59  | 3416.11  | (115) |
| 4293.72 | FHLMC MULTICLASS PREASSIGN 00124 6 12-15-2016                                  | 6/13/2006  | 6/15/2012 | 4293.72  | 4329.45  | (36)  |
| 88.05   | GNMA POOL #377662 SER 2025 7% DUE 12-15-2025 REG                               | 9/30/1998  | 6/15/2012 | 88.05    | 90.69    | (3)   |

|        |                                                       |            |           |          |          |        |
|--------|-------------------------------------------------------|------------|-----------|----------|----------|--------|
| 85.78  | GNMA POOL #462816 SER 2028<br>7% DUE 06-15-2028 REG   | 5/18/2000  | 6/15/2012 | 85.78    | 84.68    | 1      |
| 4.66   | GNMA POOL #564562 SER 2031<br>7% DUE 06-15-2031 REG   | 6/25/2001  | 6/15/2012 | 4.66     | 4.74     | (0)    |
| 93.03  | GNMA POOL #780058 SER 2025<br>7% DUE 01-15-2025 REG   | 2/27/1995  | 6/15/2012 | 93.03    | 91.29    | 2      |
| 86.87  | GNMA POOL #780896 SER 2028<br>7% DUE 11-15-2028 REG   | 11/12/1998 | 6/15/2012 | 86.87    | 88.72    | (2)    |
| 283.88 | GNMA POOL #780912 SER 2028<br>6.5% DUE 11-15-2028 REG | 11/6/1998  | 6/15/2012 | 283.88   | 284.99   | (1)    |
| 69.07  | GNMA POOL #780936 7.5% 12-15-<br>2028 BEO             | 4/10/2001  | 6/15/2012 | 69.07    | 70.95    | (2)    |
| 685.68 | FHLMC GOLD G80294 6.2 10-20-<br>2027                  | 3/2/2005   | 6/20/2012 | 685.68   | 713.11   | (27)   |
| 400    | ABBOTT LAB COM                                        | 8/27/2008  | 6/21/2012 | 25015.43 | 23092    | 1,923  |
| 100    | ALTRIA GROUP INC COM                                  | 1/20/2009  | 6/21/2012 | 3380.23  | 1733     | 1,647  |
| 1400   | ALTRIA GROUP INC COM                                  | 8/20/2009  | 6/21/2012 | 47323.28 | 24707.76 | 22,616 |
| 300    | PPG IND INC COM                                       | 8/27/2008  | 6/21/2012 | 31324.36 | 18646.05 | 12,678 |
| 127.4  | FNMA POOL #252342 6.5% DUE 04-<br>01-2029 REG         | 1/26/2000  | 6/25/2012 | 127.4    | 125.64   | 2      |
| 474.09 | FNMA POOL #254295 6% DUE 04-<br>01-2022 REG           | 10/1/2003  | 6/25/2012 | 474.09   | 490.39   | (16)   |
| 514.42 | FNMA POOL #254405 6% DUE 08-<br>01-2032 REG           | 8/9/2002   | 6/25/2012 | 514.42   | 523.34   | (9)    |
| 1701.7 | FNMA POOL #254525 6.5% 10-01-<br>2022 BEO             | 9/3/2003   | 6/25/2012 | 1701.7   | 1763.92  | (62)   |
| 519.06 | FNMA POOL #254689 6% DUE 03-<br>01-2023 REG           | 12/8/2003  | 6/25/2012 | 519.06   | 538.69   | (20)   |
| 80.15  | FNMA POOL #323422 6.5% DUE 12-<br>01-2028 REG         | 11/3/1998  | 6/25/2012 | 80.15    | 80.16    | (0)    |
| 179.12 | FNMA POOL #323591 6.5% DUE 03-<br>01-2029 REG         | 5/20/1999  | 6/25/2012 | 179.12   | 175.68   | 3      |
| 115.88 | FNMA POOL #323832 7.5% DUE 07-<br>01-2029 REG         | 6/11/1999  | 6/25/2012 | 115.88   | 116.97   | (1)    |
| 11.54  | FNMA POOL #428109 6.5% DUE 06-<br>01-2028 REG         | 6/11/1998  | 6/25/2012 | 11.54    | 11.42    | 0      |
| 3390.8 | FNMA POOL #520028 5.5% 03-01-<br>2028 BEO             | 12/15/2003 | 6/25/2012 | 3390.8   | 3471.33  | (81)   |
| 115.5  | FNMA POOL #535030 7% DUE 12-<br>01-2029 REG           | 11/18/1999 | 6/25/2012 | 115.5    | 113.55   | 2      |
| 11.08  | FNMA POOL #535041 7% DUE 12-<br>01-2029 REG           | 11/17/1999 | 6/25/2012 | 11.08    | 10.88    | 0      |

|         |                                                                                |            |           |         |          |           |
|---------|--------------------------------------------------------------------------------|------------|-----------|---------|----------|-----------|
| 86.46   | FNMA POOL #535057 6.5% DUE 12-01-2014 REG                                      | 12/19/2000 | 6/25/2012 | 86.46   | 86.3     | 0         |
| 256.27  | FNMA POOL #535063 6.5% DUE 12-01-2014 REG                                      | 12/4/2000  | 6/25/2012 | 256.27  | 253.03   | 3         |
| 53.84   | FNMA POOL #535336 7% DUE 02-01-2030 REG                                        | 5/11/2000  | 6/25/2012 | 53.84   | 53.01    | 1         |
| 35.49   | FNMA POOL #535631 7% DUE 12-01-2015 REG                                        | 3/14/2002  | 6/25/2012 | 35.49   | 36.72    | (1)       |
| 71.72   | FNMA POOL #535881 7% DUE 03-01-2016 REG                                        | 4/17/2001  | 6/25/2012 | 71.72   | 73.08    | (1)       |
| 260.81  | FNMA POOL #545076 7.5% DUE 07-01-2031 REG                                      | 1/16/2003  | 6/25/2012 | 260.81  | 277.11   | (16)      |
| 420.32  | FNMA POOL #545565 7% DUE 01-01-2017 REG                                        | 3/14/2002  | 6/25/2012 | 420.32  | 434.92   | (15)      |
| 3007    | FNMA POOL #545639 6.5% DUE 04-01-2032 REG                                      | 2/20/2004  | 6/25/2012 | 3007    | 3180.37  | (173)     |
| 11.61   | FNMA POOL #581977 6.5% DUE 08-01-2031 REG                                      | 8/9/2001   | 6/25/2012 | 11.61   | 11.5     | 0         |
| 112.05  | FNMA POOL #606594 6.5% DUE 10-01-2031 REG                                      | 9/19/2002  | 6/25/2012 | 112.05  | 116.5    | (4)       |
| 1241.18 | FNMA POOL #624294 5% 02-01-2017 BEO                                            | 3/30/2005  | 6/25/2012 | 1241.18 | 1240.4   | 1         |
| 1038.11 | FNMA POOL #663810 5% DUE 11-01-2017 REG                                        | 12/19/2002 | 6/25/2012 | 1038.11 | 1061.79  | (24)      |
| 3371.62 | FNMA POOL #735268 5% 07-01-2019 BEO                                            | 1/27/2005  | 6/25/2012 | 3371.62 | 3413.24  | (42)      |
| 2410.7  | FNMA POOL #929583 5% 06-01-2023 BEO                                            | 7/21/2010  | 6/25/2012 | 2410.7  | 2575.31  | (165)     |
| 154.77  | CMO MASTR ALTERNATIVE LN TR 2003-4 CL 2-A-1 6.25% DUE 06-25-2033 REG           | 2/18/2004  | 6/25/2012 | 154.77  | 161.54   | (7)       |
| 335.98  | CMO STRUCTURED AST MTG INVT INC I-A-1 VAR RATE DUE 07-25-2032 REG              | 5/28/2003  | 6/25/2012 | 335.98  | 335.98   | -         |
| 5922.89 | CMO WASHINGTON MUT MTG SECS CORP CTF CL 1-A-2 5.5% DUE 02-25-2021 REG          | 6/25/2007  | 6/25/2012 | 5922.89 | 5872.69  | 50        |
| 740.9   | CMO WELLS FARGO MTG BACKED SECS 2004-AA TR 2004-AA CL A-4 5.041 12-25-2034 REG | 11/22/2004 | 6/25/2012 | 740.9   | 743.19   | (2)       |
| 8900    | EASTMAN KODAK CO COM                                                           | 8/6/2002   | 6/28/2012 | 1483.6  | 260592   | (259,108) |
| 2000    | EASTMAN KODAK CO COM                                                           | 9/16/2002  | 6/28/2012 | 333.39  | 56680    | (56,347)  |
| 2400    | EASTMAN KODAK CO COM                                                           | 5/24/2004  | 6/28/2012 | 400.07  | 62362.08 | (61,962)  |
| 2100    | EASTMAN KODAK CO COM                                                           | 3/8/2006   | 6/28/2012 | 350.06  | 59040.03 | (58,690)  |

|         |                                                                 |            |           |          |          |       |
|---------|-----------------------------------------------------------------|------------|-----------|----------|----------|-------|
| 14722   | FORD CR AUTO OWNER<br>.97000002861% DUE 01-15-2015              | 1/25/2011  | 7/16/2012 | 14721.95 | 14719.92 | 2     |
| 1636.52 | FEDERAL HOME LN MTG CORP<br>POOL #C90859 5.5% 10-01-2024<br>BEO | 11/4/2004  | 7/16/2012 | 1636.52  | 1682.04  | (46)  |
| 1900.22 | FEDERAL HOME LN MTG CORP<br>POOL #E02169 6%06-01-2016 BEO       | 7/6/2006   | 7/16/2012 | 1900.22  | 1902.6   | (2)   |
| 1164.3  | FHLMC GOLD C90545 6 04-01-<br>2022                              | 5/4/2005   | 7/16/2012 | 1164.3   | 1204.69  | (40)  |
| 4428.84 | FHLMC MULTICLASS PREASSIGN<br>00124 6 12-15-2016                | 6/13/2006  | 7/16/2012 | 4428.84  | 4465.69  | (37)  |
| 88.61   | GNMA POOL #377662 SER 2025<br>7% DUE 12-15-2025 REG             | 9/30/1998  | 7/16/2012 | 88.61    | 91.27    | (3)   |
| 10.28   | GNMA POOL #462816 SER 2028<br>7% DUE 06-15-2028 REG             | 5/18/2000  | 7/16/2012 | 10.28    | 10.15    | 0     |
| 4.69    | GNMA POOL #564562 SER 2031<br>7% DUE 06-15-2031 REG             | 6/25/2001  | 7/16/2012 | 4.69     | 4.77     | (0)   |
| 66.64   | GNMA POOL #780058 SER 2025<br>7% DUE 01-15-2025 REG             | 2/27/1995  | 7/16/2012 | 66.64    | 65.44    | 1     |
| 80.94   | GNMA POOL #780896 SER 2028<br>7% DUE 11-15-2028 REG             | 11/12/1998 | 7/16/2012 | 80.94    | 82.67    | (2)   |
| 520.51  | GNMA POOL #780912 SER 2028<br>6.5% DUE 11-15-2028 REG           | 11/6/1998  | 7/16/2012 | 520.51   | 522.54   | (2)   |
| 67.74   | GNMA POOL #780936 7.5% 12-15-<br>2028 BEO                       | 4/10/2001  | 7/16/2012 | 67.74    | 69.58    | (2)   |
| 8659.71 | FHLMC GOLD G80294 6.2 10-20-<br>2027                            | 3/2/2005   | 7/20/2012 | 8659.71  | 9006.1   | (346) |
| 94.6    | FNMA POOL #252342 6.5% DUE 04-<br>01-2029 REG                   | 1/26/2000  | 7/25/2012 | 94.6     | 93.34    | 1     |
| 878.14  | FNMA POOL #254295 6% DUE 04-<br>01-2022 REG                     | 10/1/2003  | 7/25/2012 | 878.14   | 908.33   | (30)  |
| 612.64  | FNMA POOL #254405 6% DUE 08-<br>01-2032 REG                     | 8/9/2002   | 7/25/2012 | 612.64   | 623.27   | (11)  |
| 2480.57 | FNMA POOL #254525 6.5% 10-01-<br>2022 BEO                       | 9/3/2003   | 7/25/2012 | 2480.57  | 2571.27  | (91)  |
| 1157.18 | FNMA POOL #254689 6% DUE 03-<br>01-2023 REG                     | 12/8/2003  | 7/25/2012 | 1157.18  | 1200.94  | (44)  |

## Part IV, Capital Gains and Losses

23-7376427

|         |                                                                      |            |           |         |         |       |
|---------|----------------------------------------------------------------------|------------|-----------|---------|---------|-------|
| 84.19   | FNMA POOL #323422 6.5% DUE 12-01-2028 REG                            | 11/3/1998  | 7/25/2012 | 84.19   | 84.2    | (0)   |
| 98.1    | FNMA POOL #323591 6.5% DUE 03-01-2029 REG                            | 5/20/1999  | 7/25/2012 | 98.1    | 96.21   | 2     |
| 110.3   | FNMA POOL #323832 7.5% DUE 07-01-2029 REG                            | 6/11/1999  | 7/25/2012 | 110.3   | 111.33  | (1)   |
| 12.58   | FNMA POOL #428109 6.5% DUE 06-01-2028 REG                            | 6/11/1998  | 7/25/2012 | 12.58   | 12.45   | 0     |
| 612.76  | FNMA POOL #520028 5.5% 03-01-2028 BEO                                | 12/15/2003 | 7/25/2012 | 612.76  | 627.31  | (15)  |
| 107.59  | FNMA POOL #535030 7% DUE 12-01-2029 REG                              | 11/18/1999 | 7/25/2012 | 107.59  | 105.78  | 2     |
| 11.35   | FNMA POOL #535041 7% DUE 12-01-2029 REG                              | 11/17/1999 | 7/25/2012 | 11.35   | 11.15   | 0     |
| 89.41   | FNMA POOL #535057 6.5% DUE 12-01-2014 REG                            | 12/19/2000 | 7/25/2012 | 89.41   | 89.24   | 0     |
| 221.35  | FNMA POOL #535063 6.5% DUE 12-01-2014 REG                            | 12/4/2000  | 7/25/2012 | 221.35  | 218.55  | 3     |
| 133.51  | FNMA POOL #535336 7% DUE 02-01-2030 REG                              | 5/11/2000  | 7/25/2012 | 133.51  | 131.52  | 2     |
| 33.28   | FNMA POOL #535631 7% DUE 12-01-2015 REG                              | 3/14/2002  | 7/25/2012 | 33.28   | 34.43   | (1)   |
| 66.22   | FNMA POOL #535881 7% DUE 03-01-2016 REG                              | 4/17/2001  | 7/25/2012 | 66.22   | 67.48   | (1)   |
| 113.42  | FNMA POOL #545076 7.5% DUE 07-01-2031 REG                            | 1/16/2003  | 7/25/2012 | 113.42  | 120.51  | (7)   |
| 307.32  | FNMA POOL #545565 7% DUE 01-01-2017 REG                              | 3/14/2002  | 7/25/2012 | 307.32  | 317.99  | (11)  |
| 2489.04 | FNMA POOL #545639 6.5% DUE 04-01-2032 REG                            | 2/20/2004  | 7/25/2012 | 2489.04 | 2632.55 | (144) |
| 11.83   | FNMA POOL #581977 6.5% DUE 08-01-2031 REG                            | 8/9/2001   | 7/25/2012 | 11.83   | 11.71   | 0     |
| 112.69  | FNMA POOL #606594 6.5% DUE 10-01-2031 REG                            | 9/19/2002  | 7/25/2012 | 112.69  | 117.16  | (4)   |
| 3126.69 | FNMA POOL #624294 5% 02-01-2017 BEO                                  | 3/30/2005  | 7/25/2012 | 3126.69 | 3124.74 | 2     |
| 1065.96 | FNMA POOL #663810 5% DUE 11-01-2017 REG                              | 12/19/2002 | 7/25/2012 | 1065.96 | 1090.28 | (24)  |
| 1434.39 | FNMA POOL #735268 5% 07-01-2019 BEO                                  | 1/27/2005  | 7/25/2012 | 1434.39 | 1452.1  | (18)  |
| 1674.02 | FNMA POOL #929583 5% 06-01-2023 BEO                                  | 7/21/2010  | 7/25/2012 | 1674.02 | 1788.32 | (114) |
| 8026.29 | CMO MASTR ALTERNATIVE LN TR 2003-4 CL 2-A-1 6.25% DUE 06-25-2033 REG | 2/18/2004  | 7/25/2012 | 8026.29 | 8377.44 | (351) |

|         |                                                                                      |            |           |          |          |        |
|---------|--------------------------------------------------------------------------------------|------------|-----------|----------|----------|--------|
| 655.31  | CMO STRUCTURED AST MTG INVT<br>INC I-A-1 VAR RATE DUE 07-25-<br>2032 REG             | 5/28/2003  | 7/25/2012 | 655.31   | 655.31   | -      |
| 782.87  | CMO WASHINGTON MUT MTG<br>SECS CORP CTF CL 1-A-2 5.5% DUE<br>02-25-2021 REG          | 6/25/2007  | 7/25/2012 | 782.87   | 776.52   | 6      |
| 973.41  | CMO WELLS FARGO MTG BACKED<br>SECS 2004-AA TR 2004-AA CL A-4<br>5.041 12-25-2034 REG | 11/22/2004 | 7/25/2012 | 973.41   | 976.41   | (3)    |
| 0.67    | DUKE ENERGY CORP NEW COM<br>NEW COM NEW                                              | 7/3/2012   | 8/3/2012  | 44.03    | 23.79    | 20     |
| 500     | CHEVRON CORP COM                                                                     | 6/6/2012   | 8/15/2012 | 56570.23 | 49517.95 | 7,052  |
| 500     | CONOCOPHILLIPS COM                                                                   | 7/29/2002  | 8/15/2012 | 28522.86 | 9282.48  | 19,240 |
| 500     | CONOCOPHILLIPS COM                                                                   | 8/20/2009  | 8/15/2012 | 28522.86 | 16542.44 | 11,980 |
| 630     | TARGET CORP COM STK                                                                  | 3/27/2001  | 8/15/2012 | 39515.86 | 22762.34 | 16,754 |
| 670     | TARGET CORP COM STK                                                                  | 7/19/2001  | 8/15/2012 | 42024.81 | 24446.02 | 17,579 |
| 1200    | UNITED TECHNOLOGIES CORP<br>COM                                                      | 5/17/2002  | 8/15/2012 | 93082.87 | 41992.92 | 51,090 |
| 14721.8 | FORD CR AUTO OWNER<br>.97000002861% DUE 01-15-2015                                   | 1/25/2011  | 8/15/2012 | 14721.8  | 14719.77 | 2      |
| 1870.75 | FEDERAL HOME LN MTG CORP<br>POOL #C90859 5.5% 10-01-2024<br>BEO                      | 11/4/2004  | 8/15/2012 | 1870.75  | 1922.78  | (52)   |
| 1647.8  | FEDERAL HOME LN MTG CORP<br>POOL #E02169 6%06-01-2016 BEO                            | 7/6/2006   | 8/15/2012 | 1647.8   | 1649.86  | (2)    |
| 4209.84 | FHLMC GOLD C90545 6 04-01-<br>2022                                                   | 5/4/2005   | 8/15/2012 | 4209.84  | 4355.87  | (146)  |
| 3434.98 | FHLMC MULTICLASS PREASSIGN<br>00124 6 12-15-2016                                     | 6/13/2006  | 8/15/2012 | 3434.98  | 3463.56  | (29)   |
| 89.15   | GNMA POOL #377662 SER 2025<br>7% DUE 12-15-2025 REG                                  | 9/30/1998  | 8/15/2012 | 89.15    | 91.82    | (3)    |
| 52.76   | GNMA POOL #462816 SER 2028<br>7% DUE 06-15-2028 REG                                  | 5/18/2000  | 8/15/2012 | 52.76    | 52.13    | 1      |
| 4.72    | GNMA POOL #564562 SER 2031<br>7% DUE 06-15-2031 REG                                  | 6/25/2001  | 8/15/2012 | 4.72     | 4.8      | (0)    |
| 66.46   | GNMA POOL #780058 SER 2025<br>7% DUE 01-15-2025 REG                                  | 2/27/1995  | 8/15/2012 | 66.46    | 65.3     | 1      |

|         |                                                       |            |           |         |         |      |
|---------|-------------------------------------------------------|------------|-----------|---------|---------|------|
| 25.2    | GNMA POOL #780896 SER 2028<br>7% DUE 11-15-2028 REG   | 11/12/1998 | 8/15/2012 | 25.2    | 25.74   | (1)  |
| 225.87  | GNMA POOL #780912 SER 2028<br>6.5% DUE 11-15-2028 REG | 11/6/1998  | 8/15/2012 | 225.87  | 226.75  | (1)  |
| 94.42   | GNMA POOL #780936 7.5% 12-15-<br>2028 BEO             | 4/10/2001  | 8/15/2012 | 94.42   | 96.99   | (3)  |
| 710.86  | FHLMC GOLD G80294 6.2 10-20-<br>2027                  | 3/2/2005   | 8/20/2012 | 710.86  | 739.29  | (28) |
| 135.73  | FNMA POOL #252342 6.5% DUE 04-<br>01-2029 REG         | 1/26/2000  | 8/27/2012 | 135.73  | 134.01  | 2    |
| 780.67  | FNMA POOL #254295 6% DUE 04-<br>01-2022 REG           | 10/1/2003  | 8/27/2012 | 780.67  | 807.51  | (27) |
| 662.52  | FNMA POOL #254405 6% DUE 08-<br>01-2032 REG           | 8/9/2002   | 8/27/2012 | 662.52  | 674.01  | (11) |
| 1319.78 | FNMA POOL #254525 6.5% 10-01-<br>2022 BEO             | 9/3/2003   | 8/27/2012 | 1319.78 | 1368.03 | (48) |
| 1385.99 | FNMA POOL #254689 6% DUE 03-<br>01-2023 REG           | 12/8/2003  | 8/27/2012 | 1385.99 | 1438.4  | (52) |
| 118.72  | FNMA POOL #323422 6.5% DUE 12-<br>01-2028 REG         | 11/3/1998  | 8/27/2012 | 118.72  | 118.74  | (0)  |
| 109.53  | FNMA POOL #323591 6.5% DUE 03-<br>01-2029 REG         | 5/20/1999  | 8/27/2012 | 109.53  | 107.42  | 2    |
| 75.65   | FNMA POOL #323832 7.5% DUE 07-<br>01-2029 REG         | 6/11/1999  | 8/27/2012 | 75.65   | 76.36   | (1)  |
| 11.64   | FNMA POOL #428109 6.5% DUE 06-<br>01-2028 REG         | 6/11/1998  | 8/27/2012 | 11.64   | 11.52   | 0    |
| 830.79  | FNMA POOL #520028 5.5% 03-01-<br>2028 BEO             | 12/15/2003 | 8/27/2012 | 830.79  | 850.52  | (20) |
| 133.59  | FNMA POOL #535030 7% DUE 12-<br>01-2029 REG           | 11/18/1999 | 8/27/2012 | 133.59  | 131.34  | 2    |
| 17.8    | FNMA POOL #535041 7% DUE 12-<br>01-2029 REG           | 11/17/1999 | 8/27/2012 | 17.8    | 17.48   | 0    |
| 88.48   | FNMA POOL #535057 6.5% DUE 12-<br>01-2014 REG         | 12/19/2000 | 8/27/2012 | 88.48   | 88.31   | 0    |
| 266.64  | FNMA POOL #535063 6.5% DUE 12-<br>01-2014 REG         | 12/4/2000  | 8/27/2012 | 266.64  | 263.26  | 3    |
| 79.51   | FNMA POOL #535336 7% DUE 02-<br>01-2030 REG           | 5/11/2000  | 8/27/2012 | 79.51   | 78.36   | 1    |
| 31.26   | FNMA POOL #535631 7% DUE 12-<br>01-2015 REG           | 3/14/2002  | 8/27/2012 | 31.26   | 32.34   | (1)  |
| 64.82   | FNMA POOL #535881 7% DUE 03-<br>01-2016 REG           | 4/17/2001  | 8/27/2012 | 64.82   | 66.05   | (1)  |
| 117.95  | FNMA POOL #545076 7.5% DUE 07-<br>01-2031 REG         | 1/16/2003  | 8/27/2012 | 117.95  | 125.32  | (7)  |

|         |                                                                                |            |           |           |          |        |
|---------|--------------------------------------------------------------------------------|------------|-----------|-----------|----------|--------|
| 403.52  | FNMA POOL #545565 7% DUE 01-01-2017 REG                                        | 3/14/2002  | 8/27/2012 | 403.52    | 417.53   | (14)   |
| 2522.33 | FNMA POOL #545639 6.5% DUE 04-01-2032 REG                                      | 2/20/2004  | 8/27/2012 | 2522.33   | 2667.76  | (145)  |
| 15.41   | FNMA POOL #581977 6.5% DUE 08-01-2031 REG                                      | 8/9/2001   | 8/27/2012 | 15.41     | 15.26    | 0      |
| 113.34  | FNMA POOL #606594 6.5% DUE 10-01-2031 REG                                      | 9/19/2002  | 8/27/2012 | 113.34    | 117.84   | (5)    |
| 1190.65 | FNMA POOL #624294 5% 02-01-2017 BEO                                            | 3/30/2005  | 8/27/2012 | 1190.65   | 1189.91  | 1      |
| 8448.21 | FNMA POOL #663810 5% DUE 11-01-2017 REG                                        | 12/19/2002 | 8/27/2012 | 8448.21   | 8640.93  | (193)  |
| 1372.31 | FNMA POOL #735268 5% 07-01-2019 BEO                                            | 1/27/2005  | 8/27/2012 | 1372.31   | 1389.25  | (17)   |
| 2910.34 | FNMA POOL #929583 5% 06-01-2023 BEO                                            | 7/21/2010  | 8/27/2012 | 2910.34   | 3109.06  | (199)  |
| 142.43  | CMO MASTR ALTERNATIVE LN TR 2003-4 CL 2-A-1 6.25% DUE 06-25-2033 REG           | 2/18/2004  | 8/27/2012 | 142.43    | 148.66   | (6)    |
| 339.56  | CMO STRUCTURED AST MTG INVTs INC I-A-1 VAR RATE DUE 07-25-2032 REG             | 5/28/2003  | 8/27/2012 | 339.56    | 339.56   | -      |
| 777.36  | CMO WASHINGTON MUT MTG SECS CORP CTF CL 1-A-2 5.5% DUE 02-25-2021 REG          | 6/25/2007  | 8/27/2012 | 777.36    | 771.37   | 6      |
| 2338.72 | CMO WELLS FARGO MTG BACKED SECS 2004-AA TR 2004-AA CL A-4 5.041 12-25-2034 REG | 11/22/2004 | 8/27/2012 | 2338.72   | 2345.94  | (7)    |
| 2842.97 | MFO VANGUARD INSTL INDEX FD SH BEN INT                                         | 1/20/2012  | 8/28/2012 | 368477.06 | 342407.4 | 26,070 |
| 466.88  | MFO VANGUARD INSTL INDEX FD SH BEN INT                                         | 3/29/2012  | 8/28/2012 | 60512.27  | 59975.07 | 537    |
| 547.88  | MFO VANGUARD INSTL INDEX FD SH BEN INT                                         | 6/28/2012  | 8/28/2012 | 71010.67  | 66677.28 | 4,333  |
| 8540.86 | MFO FIDELITY CONCORD STR TR SPARTAN 500 INDEX ADVANTAGE CL                     | 1/20/2012  | 9/7/2012  | 435071.37 | 397833.3 | 37,238 |
| 484.03  | MFO FIDELITY CONCORD STR TR SPARTAN 500 INDEX ADVANTAGE CL                     | 4/4/2012   | 9/7/2012  | 24656.49  | 24002.96 | 654    |
| 790.58  | MFO FIDELITY CONCORD STR TR SPARTAN 500 INDEX ADVANTAGE CL                     | 7/6/2012   | 9/7/2012  | 40272.14  | 37955.92 | 2,316  |
| 6200.4  | MFO FIDELITY CONTRAFUND INC OPEN END FD                                        | 2/10/2011  | 9/17/2012 | 500000    | 437624.2 | 62,376 |

|         |                                                                 |            |           |          |          |       |
|---------|-----------------------------------------------------------------|------------|-----------|----------|----------|-------|
| 14693.7 | FORD CR AUTO OWNER<br>.97000002861% DUE 01-15-2015              | 1/25/2011  | 9/17/2012 | 14693.65 | 14691.63 | 2     |
| 3110.05 | FEDERAL HOME LN MTG CORP<br>POOL #C90859 5.5% 10-01-2024<br>BEO | 11/4/2004  | 9/17/2012 | 3110.05  | 3196.55  | (87)  |
| 4321.45 | FEDERAL HOME LN MTG CORP<br>POOL #E02169 6%06-01-2016 BEO       | 7/6/2006   | 9/17/2012 | 4321.45  | 4326.85  | (5)   |
| 1847.52 | FHLMC GOLD C90545 6 04-01-<br>2022                              | 5/4/2005   | 9/17/2012 | 1847.52  | 1911.61  | (64)  |
| 4668.67 | FHLMC MULTICLASS PREASSIGN<br>00124 6 12-15-2016                | 6/13/2006  | 9/17/2012 | 4668.67  | 4707.51  | (39)  |
| 469.29  | GNMA POOL #377662 SER 2025<br>7% DUE 12-15-2025 REG             | 9/30/1998  | 9/17/2012 | 469.29   | 483.37   | (14)  |
| 12.35   | GNMA POOL #462816 SER 2028<br>7% DUE 06-15-2028 REG             | 5/18/2000  | 9/17/2012 | 12.35    | 12.21    | 0     |
| 4.75    | GNMA POOL #564562 SER 2031<br>7% DUE 06-15-2031 REG             | 6/25/2001  | 9/17/2012 | 4.75     | 4.83     | (0)   |
| 117.46  | GNMA POOL #780058 SER 2025<br>7% DUE 01-15-2025 REG             | 2/27/1995  | 9/17/2012 | 117.46   | 115.5    | 2     |
| 32.28   | GNMA POOL #780896 SER 2028<br>7% DUE 11-15-2028 REG             | 11/12/1998 | 9/17/2012 | 32.28    | 32.97    | (1)   |
| 329.39  | GNMA POOL #780912 SER 2028<br>6.5% DUE 11-15-2028 REG           | 11/6/1998  | 9/17/2012 | 329.39   | 330.68   | (1)   |
| 77.47   | GNMA POOL #780936 7.5% 12-15-<br>2028 BEO                       | 4/10/2001  | 9/17/2012 | 77.47    | 79.58    | (2)   |
| 3752.25 | FHLMC GOLD G80294 6.2 10-20-<br>2027                            | 3/2/2005   | 9/20/2012 | 3752.25  | 3902.34  | (150) |
| 42.79   | FNMA POOL #252342 6.5% DUE 04-<br>01-2029 REG                   | 1/26/2000  | 9/25/2012 | 42.79    | 42.27    | 1     |
| 1647.66 | FNMA POOL #254295 6% DUE 04-<br>01-2022 REG                     | 10/1/2003  | 9/25/2012 | 1647.66  | 1704.3   | (57)  |
| 709.6   | FNMA POOL #254405 6% DUE 08-<br>01-2032 REG                     | 8/9/2002   | 9/25/2012 | 709.6    | 721.91   | (12)  |
| 346.71  | FNMA POOL #254525 6.5% 10-01-<br>2022 BEO                       | 9/3/2003   | 9/25/2012 | 346.71   | 359.39   | (13)  |
| 1890.06 | FNMA POOL #254689 6% DUE 03-<br>01-2023 REG                     | 12/8/2003  | 9/25/2012 | 1890.06  | 1961.53  | (71)  |

## Part IV, Capital Gains and Losses

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|         |                                                                      |            |           |         |         |       |
|---------|----------------------------------------------------------------------|------------|-----------|---------|---------|-------|
| 196.61  | FNMA POOL #323422 6.5% DUE 12-01-2028 REG                            | 11/3/1998  | 9/25/2012 | 196.61  | 196.64  | (0)   |
| 88.21   | FNMA POOL #323591 6.5% DUE 03-01-2029 REG                            | 5/20/1999  | 9/25/2012 | 88.21   | 86.51   | 2     |
| 80.2    | FNMA POOL #323832 7.5% DUE 07-01-2029 REG                            | 6/11/1999  | 9/25/2012 | 80.2    | 80.95   | (1)   |
| 12.32   | FNMA POOL #428109 6.5% DUE 06-01-2028 REG                            | 6/11/1998  | 9/25/2012 | 12.32   | 12.19   | 0     |
| 3770.82 | FNMA POOL #520028 5.5% 03-01-2028 BEO                                | 12/15/2003 | 9/25/2012 | 3770.82 | 3860.38 | (90)  |
| 51.98   | FNMA POOL #535030 7% DUE 12-01-2029 REG                              | 11/18/1999 | 9/25/2012 | 51.98   | 51.1    | 1     |
| 4.76    | FNMA POOL #535041 7% DUE 12-01-2029 REG                              | 11/17/1999 | 9/25/2012 | 4.76    | 4.68    | 0     |
| 92.24   | FNMA POOL #535057 6.5% DUE 12-01-2014 REG                            | 12/19/2000 | 9/25/2012 | 92.24   | 92.07   | 0     |
| 219.61  | FNMA POOL #535063 6.5% DUE 12-01-2014 REG                            | 12/4/2000  | 9/25/2012 | 219.61  | 216.83  | 3     |
| 103.93  | FNMA POOL #535336 7% DUE 02-01-2030 REG                              | 5/11/2000  | 9/25/2012 | 103.93  | 102.47  | 1     |
| 34.13   | FNMA POOL #535631 7% DUE 12-01-2015 REG                              | 3/14/2002  | 9/25/2012 | 34.13   | 35.31   | (1)   |
| 90.49   | FNMA POOL #535881 7% DUE 03-01-2016 REG                              | 4/17/2001  | 9/25/2012 | 90.49   | 92.21   | (2)   |
| 48.06   | FNMA POOL #545076 7.5% DUE 07-01-2031 REG                            | 1/16/2003  | 9/25/2012 | 48.06   | 51.06   | (3)   |
| 478.1   | FNMA POOL #545565 7% DUE 01-01-2017 REG                              | 3/14/2002  | 9/25/2012 | 478.1   | 494.7   | (17)  |
| 1744.28 | FNMA POOL #545639 6.5% DUE 04-01-2032 REG                            | 2/20/2004  | 9/25/2012 | 1744.28 | 1844.85 | (101) |
| 12.32   | FNMA POOL #581977 6.5% DUE 08-01-2031 REG                            | 8/9/2001   | 9/25/2012 | 12.32   | 12.2    | 0     |
| 114     | FNMA POOL #606594 6.5% DUE 10-01-2031 REG                            | 9/19/2002  | 9/25/2012 | 114     | 118.52  | (5)   |
| 2350.96 | FNMA POOL #624294 5% 02-01-2017 BEO                                  | 3/30/2005  | 9/25/2012 | 2350.96 | 2349.49 | 1     |
| 938.17  | FNMA POOL #663810 5% DUE 11-01-2017 REG                              | 12/19/2002 | 9/25/2012 | 938.17  | 959.57  | (21)  |
| 3623.81 | FNMA POOL #735268 5% 07-01-2019 BEO                                  | 1/27/2005  | 9/25/2012 | 3623.81 | 3668.54 | (45)  |
| 2909.19 | FNMA POOL #929583 5% 06-01-2023 BEO                                  | 7/21/2010  | 9/25/2012 | 2909.19 | 3107.83 | (199) |
| 144.24  | CMO MASTR ALTERNATIVE LN TR 2003-4 CL 2-A-1 6.25% DUE 06-25-2033 REG | 2/18/2004  | 9/25/2012 | 144.24  | 150.55  | (6)   |

|         |                                                                                      |            |            |           |          |        |
|---------|--------------------------------------------------------------------------------------|------------|------------|-----------|----------|--------|
| 320.15  | CMO STRUCTURED AST MTG INVT<br>INC I-A-1 VAR RATE DUE 07-25-<br>2032 REG             | 5/28/2003  | 9/25/2012  | 320.15    | 320.15   | -      |
| 805.39  | CMO WASHINGTON MUT MTG<br>SECS CORP CTF CL 1-A-2 5.5% DUE<br>02-25-2021 REG          | 6/25/2007  | 9/25/2012  | 805.39    | 799.46   | 6      |
| 1358.44 | CMO WELLS FARGO MTG BACKED<br>SECS 2004-AA TR 2004-AA CL A-4<br>5.041 12-25-2034 REG | 11/22/2004 | 9/25/2012  | 1358.44   | 1362.63  | (4)    |
| 73.42   | BNSF RY CO 2005-4 4.967% DUE 04-<br>01-2023                                          | 9/26/2005  | 10/1/2012  | 73.42     | 73.42    | -      |
| 3231.09 | MFO VANGUARD INSTL INDEX FD<br>SH BEN INT                                            | 1/20/2012  | 10/2/2012  | 427473.15 | 389152.6 | 38,321 |
| 548.2   | MFO VANGUARD INSTL INDEX FD<br>SH BEN INT                                            | 9/27/2012  | 10/2/2012  | 72526.85  | 72658.64 | (132)  |
| 12447.4 | FORD CR AUTO OWNER<br>.97000002861% DUE 01-15-2015                                   | 1/25/2011  | 10/15/2012 | 12447.39  | 12445.67 | 2      |
| 3980.08 | FEDERAL HOME LN MTG CORP<br>POOL #C90859 5.5% 10-01-2024<br>BEO                      | 11/4/2004  | 10/15/2012 | 3980.08   | 4090.78  | (111)  |
| 1598.32 | FEDERAL HOME LN MTG CORP<br>POOL #E02169 6%06-01-2016 BEO                            | 7/6/2006   | 10/15/2012 | 1598.32   | 1600.32  | (2)    |
| 1053.78 | FHLMC GOLD C90545 6 04-01-<br>2022                                                   | 5/4/2005   | 10/15/2012 | 1053.78   | 1090.33  | (37)   |
| 3410.29 | FHLMC MULTICLASS PREASSIGN<br>00124 6 12-15-2016                                     | 6/13/2006  | 10/15/2012 | 3410.29   | 3438.66  | (28)   |
| 76.69   | GNMA POOL #377662 SER 2025<br>7% DUE 12-15-2025 REG                                  | 9/30/1998  | 10/15/2012 | 76.69     | 78.99    | (2)    |
| 61.49   | GNMA POOL #462816 SER 2028<br>7% DUE 06-15-2028 REG                                  | 5/18/2000  | 10/15/2012 | 61.49     | 60.81    | 1      |
| 5.05    | GNMA POOL #564562 SER 2031<br>7% DUE 06-15-2031 REG                                  | 6/25/2001  | 10/15/2012 | 5.05      | 5.14     | (0)    |
| 69.15   | GNMA POOL #780058 SER 2025<br>7% DUE 01-15-2025 REG                                  | 2/27/1995  | 10/15/2012 | 69.15     | 68.03    | 1      |
| 25.74   | GNMA POOL #780896 SER 2028<br>7% DUE 11-15-2028 REG                                  | 11/12/1998 | 10/15/2012 | 25.74     | 26.29    | (1)    |

## Part IV, Capital Gains and Losses

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|         |                                                                  |            |            |           |          |        |
|---------|------------------------------------------------------------------|------------|------------|-----------|----------|--------|
| 315.16  | GNMA POOL #780912 SER 2028<br>6.5% DUE 11-15-2028 REG            | 11/6/1998  | 10/15/2012 | 315.16    | 316.39   | (1)    |
| 78.46   | GNMA POOL #780936 7.5% 12-15-<br>2028 BEO                        | 4/10/2001  | 10/15/2012 | 78.46     | 80.59    | (2)    |
| 9022.89 | MFO FIDELITY CONCORD STR TR<br>SPARTAN 500 INDEX ADVANTAGE<br>CL | 1/20/2012  | 10/17/2012 | 465490.93 | 420286.2 | 45,205 |
| 668.91  | MFO FIDELITY CONCORD STR TR<br>SPARTAN 500 INDEX ADVANTAGE<br>CL | 10/5/2012  | 10/17/2012 | 34509.07  | 34643.08 | (134)  |
| 0.33    | KRAFT FOODS GROUP INC COM                                        | 8/27/2008  | 10/22/2012 | 15.47     | 11.24    | 4      |
| 624.78  | FHLMC GOLD G80294 6.2 10-20-<br>2027                             | 3/2/2005   | 10/22/2012 | 624.78    | 649.77   | (25)   |
| 212.22  | FNMA POOL #252342 6.5% DUE 04-<br>01-2029 REG                    | 1/26/2000  | 10/25/2012 | 212.22    | 209.75   | 2      |
| 1008.87 | FNMA POOL #254295 6% DUE 04-<br>01-2022 REG                      | 10/1/2003  | 10/25/2012 | 1008.87   | 1043.55  | (35)   |
| 508.56  | FNMA POOL #254405 6% DUE 08-<br>01-2032 REG                      | 8/9/2002   | 10/25/2012 | 508.56    | 517.38   | (9)    |
| 1604.01 | FNMA POOL #254525 6.5% 10-01-<br>2022 BEO                        | 9/3/2003   | 10/25/2012 | 1604.01   | 1662.66  | (59)   |
| 856.12  | FNMA POOL #254689 6% DUE 03-<br>01-2023 REG                      | 12/8/2003  | 10/25/2012 | 856.12    | 888.49   | (32)   |
| 76.98   | FNMA POOL #323422 6.5% DUE 12-<br>01-2028 REG                    | 11/3/1998  | 10/25/2012 | 76.98     | 76.99    | (0)    |
| 118.92  | FNMA POOL #323591 6.5% DUE 03-<br>01-2029 REG                    | 5/20/1999  | 10/25/2012 | 118.92    | 116.63   | 2      |
| 181.22  | FNMA POOL #323832 7.5% DUE 07-<br>01-2029 REG                    | 6/11/1999  | 10/25/2012 | 181.22    | 182.92   | (2)    |
| 11.6    | FNMA POOL #428109 6.5% DUE 06-<br>01-2028 REG                    | 6/11/1998  | 10/25/2012 | 11.6      | 11.48    | 0      |
| 1748.7  | FNMA POOL #520028 5.5% 03-01-<br>2028 BEO                        | 12/15/2003 | 10/25/2012 | 1748.7    | 1790.23  | (42)   |
| 120.87  | FNMA POOL #535030 7% DUE 12-<br>01-2029 REG                      | 11/18/1999 | 10/25/2012 | 120.87    | 118.83   | 2      |
| 7.39    | FNMA POOL #535041 7% DUE 12-<br>01-2029 REG                      | 11/17/1999 | 10/25/2012 | 7.39      | 7.26     | 0      |
| 82.89   | FNMA POOL #535057 6.5% DUE 12-<br>01-2014 REG                    | 12/19/2000 | 10/25/2012 | 82.89     | 82.73    | 0      |
| 231.14  | FNMA POOL #535063 6.5% DUE 12-<br>01-2014 REG                    | 12/4/2000  | 10/25/2012 | 231.14    | 228.21   | 3      |
| 183.46  | FNMA POOL #535336 7% DUE 02-<br>01-2030 REG                      | 5/11/2000  | 10/25/2012 | 183.46    | 180.96   | 3      |
| 35.42   | FNMA POOL #535631 7% DUE 12-<br>01-2015 REG                      | 3/14/2002  | 10/25/2012 | 35.42     | 36.65    | (1)    |

|         |                                                                                |            |            |          |          |       |
|---------|--------------------------------------------------------------------------------|------------|------------|----------|----------|-------|
| 56.48   | FNMA POOL #535881 7% DUE 03-01-2016 REG                                        | 4/17/2001  | 10/25/2012 | 56.48    | 57.55    | (1)   |
| 128.71  | FNMA POOL #545076 7.5% DUE 07-01-2031 REG                                      | 1/16/2003  | 10/25/2012 | 128.71   | 136.75   | (8)   |
| 267.61  | FNMA POOL #545565 7% DUE 01-01-2017 REG                                        | 3/14/2002  | 10/25/2012 | 267.61   | 276.9    | (9)   |
| 1563.45 | FNMA POOL #545639 6.5% DUE 04-01-2032 REG                                      | 2/20/2004  | 10/25/2012 | 1563.45  | 1653.59  | (90)  |
| 13.15   | FNMA POOL #581977 6.5% DUE 08-01-2031 REG                                      | 8/9/2001   | 10/25/2012 | 13.15    | 13.02    | 0     |
| 114.66  | FNMA POOL #606594 6.5% DUE 10-01-2031 REG                                      | 9/19/2002  | 10/25/2012 | 114.66   | 119.21   | (5)   |
| 3413.89 | FNMA POOL #624294 5% 02-01-2017 BEO                                            | 3/30/2005  | 10/25/2012 | 3413.89  | 3411.76  | 2     |
| 939.6   | FNMA POOL #663810 5% DUE 11-01-2017 REG                                        | 12/19/2002 | 10/25/2012 | 939.6    | 961.03   | (21)  |
| 7640.72 | FNMA POOL #735268 5% 07-01-2019 BEO                                            | 1/27/2005  | 10/25/2012 | 7640.72  | 7735.04  | (94)  |
| 1781.33 | FNMA POOL #929583 5% 06-01-2023 BEO                                            | 7/21/2010  | 10/25/2012 | 1781.33  | 1902.96  | (122) |
| 246     | CMO MASTR ALTERNATIVE LN TR 2003-4 CL 2-A-1 6.25% DUE 06-25-2033 REG           | 2/18/2004  | 10/25/2012 | 246      | 256.76   | (11)  |
| 509.87  | CMO STRUCTURED AST MTG INVTS INC I-A-1 VAR RATE DUE 07-25-2032 REG             | 5/28/2003  | 10/25/2012 | 509.87   | 509.87   | -     |
| 845.68  | CMO WASHINGTON MUT MTG SECS CORP CTF CL 1-A-2 5.5% DUE 02-25-2021 REG          | 6/25/2007  | 10/25/2012 | 845.68   | 839.77   | 6     |
| 1999.48 | CMO WELLS FARGO MTG BACKED SECS 2004-AA TR 2004-AA CL A-4 5.041 12-25-2034 REG | 11/22/2004 | 10/25/2012 | 1999.48  | 2005.65  | (6)   |
| 14923.8 | FORD CR AUTO OWNER .97000002861% DUE 01-15-2015                                | 1/25/2011  | 11/15/2012 | 14923.77 | 14921.71 | 2     |
| 2751.59 | FEDERAL HOME LN MTG CORP POOL #C90859 5.5% 10-01-2024 BEO                      | 11/4/2004  | 11/15/2012 | 2751.59  | 2828.12  | (77)  |
| 1583.67 | FEDERAL HOME LN MTG CORP POOL #E02169 6% 06-01-2016 BEO                        | 7/6/2006   | 11/15/2012 | 1583.67  | 1585.65  | (2)   |
| 3746.28 | FHLMC GOLD C90545 6 04-01-2022                                                 | 5/4/2005   | 11/15/2012 | 3746.28  | 3876.23  | (130) |
| 4088.63 | FHLMC MULTICLASS PREASSIGN 00124 6 12-15-2016                                  | 6/13/2006  | 11/15/2012 | 4088.63  | 4122.65  | (34)  |

|         |                                                       |            |            |         |         |      |
|---------|-------------------------------------------------------|------------|------------|---------|---------|------|
| 77.17   | GNMA POOL #377662 SER 2025<br>7% DUE 12-15-2025 REG   | 9/30/1998  | 11/15/2012 | 77.17   | 79.49   | (2)  |
| 58.7    | GNMA POOL #462816 SER 2028<br>7% DUE 06-15-2028 REG   | 5/18/2000  | 11/15/2012 | 58.7    | 58.07   | 1    |
| 4.81    | GNMA POOL #564562 SER 2031<br>7% DUE 06-15-2031 REG   | 6/25/2001  | 11/15/2012 | 4.81    | 4.89    | (0)  |
| 99.22   | GNMA POOL #780058 SER 2025<br>7% DUE 01-15-2025 REG   | 2/27/1995  | 11/15/2012 | 99.22   | 97.68   | 2    |
| 203.22  | GNMA POOL #780896 SER 2028<br>7% DUE 11-15-2028 REG   | 11/12/1998 | 11/15/2012 | 203.22  | 207.56  | (4)  |
| 264.95  | GNMA POOL #780912 SER 2028<br>6.5% DUE 11-15-2028 REG | 11/6/1998  | 11/15/2012 | 264.95  | 265.98  | (1)  |
| 82.77   | GNMA POOL #780936 7.5% 12-15-<br>2028 BEO             | 4/10/2001  | 11/15/2012 | 82.77   | 85.02   | (2)  |
| 642.54  | FHLMC GOLD G80294 6.2 10-20-<br>2027                  | 3/2/2005   | 11/20/2012 | 642.54  | 668.24  | (26) |
| 115.02  | FNMA POOL #252342 6.5% DUE 04-<br>01-2029 REG         | 1/26/2000  | 11/26/2012 | 115.02  | 113.74  | 1    |
| 641.36  | FNMA POOL #254295 6% DUE 04-<br>01-2022 REG           | 10/1/2003  | 11/26/2012 | 641.36  | 663.41  | (22) |
| 504.82  | FNMA POOL #254405 6% DUE 08-<br>01-2032 REG           | 8/9/2002   | 11/26/2012 | 504.82  | 513.58  | (9)  |
| 938.1   | FNMA POOL #254525 6.5% 10-01-<br>2022 BEO             | 9/3/2003   | 11/26/2012 | 938.1   | 972.4   | (34) |
| 1625.44 | FNMA POOL #254689 6% DUE 03-<br>01-2023 REG           | 12/8/2003  | 11/26/2012 | 1625.44 | 1686.9  | (61) |
| 158.07  | FNMA POOL #323422 6.5% DUE 12-<br>01-2028 REG         | 11/3/1998  | 11/26/2012 | 158.07  | 158.1   | (0)  |
| 167.38  | FNMA POOL #323591 6.5% DUE 03-<br>01-2029 REG         | 5/20/1999  | 11/26/2012 | 167.38  | 164.16  | 3    |
| 99.31   | FNMA POOL #323832 7.5% DUE 07-<br>01-2029 REG         | 6/11/1999  | 11/26/2012 | 99.31   | 100.24  | (1)  |
| 11.62   | FNMA POOL #428109 6.5% DUE 06-<br>01-2028 REG         | 6/11/1998  | 11/26/2012 | 11.62   | 11.5    | 0    |
| 1862.35 | FNMA POOL #520028 5.5% 03-01-<br>2028 BEO             | 12/15/2003 | 11/26/2012 | 1862.35 | 1906.58 | (44) |
| 98.88   | FNMA POOL #535030 7% DUE 12-<br>01-2029 REG           | 11/18/1999 | 11/26/2012 | 98.88   | 97.21   | 2    |
| 13.71   | FNMA POOL #535041 7% DUE 12-<br>01-2029 REG           | 11/17/1999 | 11/26/2012 | 13.71   | 13.47   | 0    |

|         |                                                                                |            |            |           |          |         |
|---------|--------------------------------------------------------------------------------|------------|------------|-----------|----------|---------|
| 85.7    | FNMA POOL #535057 6.5% DUE 12-01-2014 REG                                      | 12/19/2000 | 11/26/2012 | 85.7      | 85.54    | 0       |
| 235.97  | FNMA POOL #535063 6.5% DUE 12-01-2014 REG                                      | 12/4/2000  | 11/26/2012 | 235.97    | 232.98   | 3       |
| 373.41  | FNMA POOL #535336 7% DUE 02-01-2030 REG                                        | 5/11/2000  | 11/26/2012 | 373.41    | 368.5    | 5       |
| 31.75   | FNMA POOL #535631 7% DUE 12-01-2015 REG                                        | 3/14/2002  | 11/26/2012 | 31.75     | 32.85    | (1)     |
| 54.6    | FNMA POOL #535881 7% DUE 03-01-2016 REG                                        | 4/17/2001  | 11/26/2012 | 54.6      | 55.64    | (1)     |
| 282.13  | FNMA POOL #545076 7.5% DUE 07-01-2031 REG                                      | 1/16/2003  | 11/26/2012 | 282.13    | 299.76   | (18)    |
| 257.44  | FNMA POOL #545565 7% DUE 01-01-2017 REG                                        | 3/14/2002  | 11/26/2012 | 257.44    | 266.38   | (9)     |
| 1565.72 | FNMA POOL #545639 6.5% DUE 04-01-2032 REG                                      | 2/20/2004  | 11/26/2012 | 1565.72   | 1655.99  | (90)    |
| 12.3    | FNMA POOL #581977 6.5% DUE 08-01-2031 REG                                      | 8/9/2001   | 11/26/2012 | 12.3      | 12.18    | 0       |
| 115.31  | FNMA POOL #606594 6.5% DUE 10-01-2031 REG                                      | 9/19/2002  | 11/26/2012 | 115.31    | 119.89   | (5)     |
| 1027.48 | FNMA POOL #624294 5% 02-01-2017 BEO                                            | 3/30/2005  | 11/26/2012 | 1027.48   | 1026.84  | 1       |
| 954.79  | FNMA POOL #663810 5% DUE 11-01-2017 REG                                        | 12/19/2002 | 11/26/2012 | 954.79    | 976.57   | (22)    |
| 2350.92 | FNMA POOL #735268 5% 07-01-2019 BEO                                            | 1/27/2005  | 11/26/2012 | 2350.92   | 2379.94  | (29)    |
| 4664.97 | FNMA POOL #929583 5% 06-01-2023 BEO                                            | 7/21/2010  | 11/26/2012 | 4664.97   | 4983.5   | (319)   |
| 6149.73 | CMO MASTR ALTERNATIVE LN TR 2003-4 CL 2-A-1 6.25% DUE 06-25-2033 REG           | 2/18/2004  | 11/26/2012 | 6149.73   | 6418.78  | (269)   |
| 329.85  | CMO STRUCTURED AST MTG INVTs INC I-A-1 VAR RATE DUE 07-25-2032 REG             | 5/28/2003  | 11/26/2012 | 329.85    | 329.85   | -       |
| 812.47  | CMO WASHINGTON MUT MTG SECS CORP CTF CL 1-A-2 5.5% DUE 02-25-2021 REG          | 6/25/2007  | 11/26/2012 | 812.47    | 807.11   | 5       |
| 305.03  | CMO WELLS FARGO MTG BACKED SECS 2004-AA TR 2004-AA CL A-4 5.041 12-25-2034 REG | 11/22/2004 | 11/26/2012 | 305.03    | 305.97   | (1)     |
| 6390.59 | MFO FIDELITY CONTRAFUND INC OPEN END FD                                        | 11/15/2012 | 11/30/2012 | 500000    | 473095.3 | 26,905  |
| 0       | MFO PIMCO FDS PAC INVT MGMT SER TOTAL RETURN FD INSTL CL                       |            | 12/13/2012 | 167625.92 | 0        | 167,626 |

## Part IV, Capital Gains and Losses

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|         |                                |            |            |           |          |         |
|---------|--------------------------------|------------|------------|-----------|----------|---------|
|         | MFO PIMCO FDS PAC INVT MGMT    |            |            |           |          |         |
| 0       | SER TOTAL RETURN FD INSTL CL   |            | 12/13/2012 | 123037.11 | 0        | 123,037 |
|         | MFO VANGUARD INSTL INDEX FD    |            |            |           |          |         |
| 3804.31 | SH BEN INT                     | 1/20/2012  | 12/12/2012 | 500000    | 458191.3 | 41,809  |
|         | FORD CR AUTO OWNER             |            |            |           |          |         |
| 13076.5 | .97000002861% DUE 01-15-2015   | 1/25/2011  | 12/17/2012 | 13076.47  | 13074.67 | 2       |
|         | FEDERAL HOME LN MTG CORP       |            |            |           |          |         |
| 1982.36 | POOL #C90859 5.5% 10-01-2024   |            |            |           |          |         |
|         | BEO                            | 11/4/2004  | 12/17/2012 | 1982.36   | 2037.49  | (55)    |
|         | FEDERAL HOME LN MTG CORP       |            |            |           |          |         |
| 1618.77 | POOL #E02169 6%06-01-2016 BEO  | 7/6/2006   | 12/17/2012 | 1618.77   | 1620.79  | (2)     |
|         | FHLMC GOLD C90545 6 04-01-     |            |            |           |          |         |
| 1059.78 | 2022                           | 5/4/2005   | 12/17/2012 | 1059.78   | 1096.54  | (37)    |
|         | FHLMC MULTICLASS PREASSIGN     |            |            |           |          |         |
| 3363    | 00124 6 12-15-2016             | 6/13/2006  | 12/17/2012 | 3363      | 3390.98  | (28)    |
|         | GNMA POOL #377662 SER 2025     |            |            |           |          |         |
| 77.66   | 7% DUE 12-15-2025 REG          | 9/30/1998  | 12/17/2012 | 77.66     | 79.99    | (2)     |
|         | GNMA POOL #462816 SER 2028     |            |            |           |          |         |
| 10.07   | 7% DUE 06-15-2028 REG          | 5/18/2000  | 12/17/2012 | 10.07     | 9.97     | 0       |
|         | GNMA POOL #564562 SER 2031     |            |            |           |          |         |
| 4.84    | 7% DUE 06-15-2031 REG          | 6/25/2001  | 12/17/2012 | 4.84      | 4.92     | (0)     |
|         | GNMA POOL #780058 SER 2025     |            |            |           |          |         |
| 51.73   | 7% DUE 01-15-2025 REG          | 2/27/1995  | 12/17/2012 | 51.73     | 50.96    | 1       |
|         | GNMA POOL #780896 SER 2028     |            |            |           |          |         |
| 52.92   | 7% DUE 11-15-2028 REG          | 11/12/1998 | 12/17/2012 | 52.92     | 54.05    | (1)     |
|         | GNMA POOL #780912 SER 2028     |            |            |           |          |         |
| 248.91  | 6.5% DUE 11-15-2028 REG        | 11/6/1998  | 12/17/2012 | 248.91    | 249.88   | (1)     |
|         | GNMA POOL #780936 7.5% 12-15-  |            |            |           |          |         |
| 62.41   | 2028 BEO                       | 4/10/2001  | 12/17/2012 | 62.41     | 64.11    | (2)     |
|         | PUB SERVICE ENTERPRISE GROUP   |            |            |           |          |         |
| 100     | INC COM                        | 7/29/2002  | 12/20/2012 | 3037.71   | 1578     | 1,460   |
|         | PUB SERVICE ENTERPRISE GROUP   |            |            |           |          |         |
| 800     | INC COM                        | 8/10/2012  | 12/20/2012 | 24301.7   | 26248.72 | (1,947) |
|         | FHLMC GOLD G80294 6.2 10-20-   |            |            |           |          |         |
| 634.53  | 2027                           | 3/2/2005   | 12/20/2012 | 634.53    | 659.91   | (25)    |
|         | FNMA POOL #252342 6.5% DUE 04- |            |            |           |          |         |
| 112.18  | 01-2029 REG                    | 1/26/2000  | 12/26/2012 | 112.18    | 111      | 1       |

|         |                                           |            |            |         |         |       |
|---------|-------------------------------------------|------------|------------|---------|---------|-------|
| 1225.04 | FNMA POOL #254295 6% DUE 04-01-2022 REG   | 10/1/2003  | 12/26/2012 | 1225.04 | 1267.15 | (42)  |
| 390.74  | FNMA POOL #254405 6% DUE 08-01-2032 REG   | 8/9/2002   | 12/26/2012 | 390.74  | 397.52  | (7)   |
| 476.57  | FNMA POOL #254525 6.5% 10-01-2022 BEO     | 9/3/2003   | 12/26/2012 | 476.57  | 493.99  | (17)  |
| 1397.52 | FNMA POOL #254689 6% DUE 03-01-2023 REG   | 12/8/2003  | 12/26/2012 | 1397.52 | 1450.36 | (53)  |
| 117.21  | FNMA POOL #323422 6.5% DUE 12-01-2028 REG | 11/3/1998  | 12/26/2012 | 117.21  | 117.23  | (0)   |
| 106.46  | FNMA POOL #323591 6.5% DUE 03-01-2029 REG | 5/20/1999  | 12/26/2012 | 106.46  | 104.41  | 2     |
| 163.15  | FNMA POOL #323832 7.5% DUE 07-01-2029 REG | 6/11/1999  | 12/26/2012 | 163.15  | 164.68  | (2)   |
| 277.87  | FNMA POOL #428109 6.5% DUE 06-01-2028 REG | 6/11/1998  | 12/26/2012 | 277.87  | 275.05  | 3     |
| 609.32  | FNMA POOL #520028 5.5% 03-01-2028 BEO     | 12/15/2003 | 12/26/2012 | 609.32  | 623.79  | (14)  |
| 138.49  | FNMA POOL #535030 7% DUE 12-01-2029 REG   | 11/18/1999 | 12/26/2012 | 138.49  | 136.15  | 2     |
| 6.58    | FNMA POOL #535041 7% DUE 12-01-2029 REG   | 11/17/1999 | 12/26/2012 | 6.58    | 6.46    | 0     |
| 82.81   | FNMA POOL #535057 6.5% DUE 12-01-2014 REG | 12/19/2000 | 12/26/2012 | 82.81   | 82.66   | 0     |
| 201.33  | FNMA POOL #535063 6.5% DUE 12-01-2014 REG | 12/4/2000  | 12/26/2012 | 201.33  | 198.78  | 3     |
| 107.43  | FNMA POOL #535336 7% DUE 02-01-2030 REG   | 5/11/2000  | 12/26/2012 | 107.43  | 106.06  | 1     |
| 28.15   | FNMA POOL #535631 7% DUE 12-01-2015 REG   | 3/14/2002  | 12/26/2012 | 28.15   | 29.13   | (1)   |
| 74.88   | FNMA POOL #535881 7% DUE 03-01-2016 REG   | 4/17/2001  | 12/26/2012 | 74.88   | 76.3    | (1)   |
| 60.11   | FNMA POOL #545076 7.5% DUE 07-01-2031 REG | 1/16/2003  | 12/26/2012 | 60.11   | 63.87   | (4)   |
| 222     | FNMA POOL #545565 7% DUE 01-01-2017 REG   | 3/14/2002  | 12/26/2012 | 222     | 229.71  | (8)   |
| 1797.81 | FNMA POOL #545639 6.5% DUE 04-01-2032 REG | 2/20/2004  | 12/26/2012 | 1797.81 | 1901.47 | (104) |
| 12.09   | FNMA POOL #581977 6.5% DUE 08-01-2031 REG | 8/9/2001   | 12/26/2012 | 12.09   | 11.97   | 0     |
| 4051.57 | FNMA POOL #606594 6.5% DUE 10-01-2031 REG | 9/19/2002  | 12/26/2012 | 4051.57 | 4212.37 | (161) |
| 1034.72 | FNMA POOL #624294 5% 02-01-2017 BEO       | 3/30/2005  | 12/26/2012 | 1034.72 | 1034.07 | 1     |
| 953.06  | FNMA POOL #663810 5% DUE 11-01-2017 REG   | 12/19/2002 | 12/26/2012 | 953.06  | 974.8   | (22)  |

## Part IV, Capital Gains and Losses

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|         |                                                                                |            |            |          |          |       |
|---------|--------------------------------------------------------------------------------|------------|------------|----------|----------|-------|
| 1204.21 | FNMA POOL #735268 5% 07-01-2019 BEO                                            | 1/27/2005  | 12/26/2012 | 1204.21  | 1219.07  | (15)  |
| 2178.94 | FNMA POOL #929583 5% 06-01-2023 BEO                                            | 7/21/2010  | 12/26/2012 | 2178.94  | 2327.72  | (149) |
| 136.22  | CMO MASTR ALTERNATIVE LN TR 2003-4 CL 2-A-1 6.25% DUE 06-25-2033 REG           | 2/18/2004  | 12/26/2012 | 136.22   | 142.18   | (6)   |
| 903.85  | CMO STRUCTURED AST MTG INVTS INC I-A-1 VAR RATE DUE 07-25-2032 REG             | 5/28/2003  | 12/26/2012 | 903.85   | 903.85   | -     |
| 788     | CMO WASHINGTON MUT MTG SECS CORP CTF CL 1-A-2 5.5% DUE 02-25-2021 REG          | 6/25/2007  | 12/26/2012 | 788      | 783.1    | 5     |
| 1022.76 | CMO WELLS FARGO MTG BACKED SECS 2004-AA TR 2004-AA CL A-4 5.041 12-25-2034 REG | 11/22/2004 | 12/26/2012 | 1022.76  | 1025.92  | (3)   |
| 12265.7 | FORD CR AUTO OWNER .97000002861% DUE 01-15-2015                                | 1/25/2011  | 1/15/2013  | 12265.68 | 12263.99 | 2     |
| 2151.78 | FEDERAL HOME LN MTG CORP POOL #C90859 5.5% 10-01-2024 BEO                      | 11/4/2004  | 1/15/2013  | 2151.78  | 2211.63  | (60)  |
| 3746.48 | FEDERAL HOME LN MTG CORP POOL #E02169 6%06-01-2016 BEO                         | 7/6/2006   | 1/15/2013  | 3746.48  | 3751.16  | (5)   |
| 3629.52 | FHLMC GOLD C90545 6 04-01-2022                                                 | 5/4/2005   | 1/15/2013  | 3629.52  | 3755.42  | (126) |
| 3109.88 | FHLMC MULTICLASS PREASSIGN 00124 6 12-15-2016                                  | 6/13/2006  | 1/15/2013  | 3109.88  | 3135.76  | (26)  |
| 78.14   | GNMA POOL #377662 SER 2025 7% DUE 12-15-2025 REG                               | 9/30/1998  | 1/15/2013  | 78.14    | 80.48    | (2)   |
| 11.1    | GNMA POOL #462816 SER 2028 7% DUE 06-15-2028 REG                               | 5/18/2000  | 1/15/2013  | 11.1     | 10.99    | 0     |
| 5.12    | GNMA POOL #564562 SER 2031 7% DUE 06-15-2031 REG                               | 6/25/2001  | 1/15/2013  | 5.12     | 5.21     | (0)   |
| 98.24   | GNMA POOL #780058 SER 2025 7% DUE 01-15-2025 REG                               | 2/27/1995  | 1/15/2013  | 98.24    | 96.85    | 1     |
| 112.72  | GNMA POOL #780896 SER 2028 7% DUE 11-15-2028 REG                               | 11/12/1998 | 1/15/2013  | 112.72   | 115.12   | (2)   |

|         |                                                       |            |           |         |         |       |
|---------|-------------------------------------------------------|------------|-----------|---------|---------|-------|
| 269.54  | GNMA POOL #780912 SER 2028<br>6.5% DUE 11-15-2028 REG | 11/6/1998  | 1/15/2013 | 269.54  | 270.59  | (1)   |
| 153.19  | GNMA POOL #780936 7.5% 12-15-<br>2028 BEO             | 4/10/2001  | 1/15/2013 | 153.19  | 157.36  | (4)   |
| 661.43  | FHLMC GOLD G80294 6.2 10-20-<br>2027                  | 3/2/2005   | 1/22/2013 | 661.43  | 687.89  | (26)  |
| 52.89   | FNMA POOL #252342 6.5% DUE 04-<br>01-2029 REG         | 1/26/2000  | 1/25/2013 | 52.89   | 52.36   | 1     |
| 813.33  | FNMA POOL #254295 6% DUE 04-<br>01-2022 REG           | 10/1/2003  | 1/25/2013 | 813.33  | 841.29  | (28)  |
| 594.81  | FNMA POOL #254405 6% DUE 08-<br>01-2032 REG           | 8/9/2002   | 1/25/2013 | 594.81  | 605.13  | (10)  |
| 1100.17 | FNMA POOL #254525 6.5% 10-01-<br>2022 BEO             | 9/3/2003   | 1/25/2013 | 1100.17 | 1140.39 | (40)  |
| 846.73  | FNMA POOL #254689 6% DUE 03-<br>01-2023 REG           | 12/8/2003  | 1/25/2013 | 846.73  | 878.75  | (32)  |
| 55.67   | FNMA POOL #323422 6.5% DUE 12-<br>01-2028 REG         | 11/3/1998  | 1/25/2013 | 55.67   | 55.68   | (0)   |
| 96.26   | FNMA POOL #323591 6.5% DUE 03-<br>01-2029 REG         | 5/20/1999  | 1/25/2013 | 96.26   | 94.41   | 2     |
| 107.41  | FNMA POOL #323832 7.5% DUE 07-<br>01-2029 REG         | 6/11/1999  | 1/25/2013 | 107.41  | 108.42  | (1)   |
| 9.78    | FNMA POOL #428109 6.5% DUE 06-<br>01-2028 REG         | 6/11/1998  | 1/25/2013 | 9.78    | 9.68    | 0     |
| 5190.01 | FNMA POOL #520028 5.5% 03-01-<br>2028 BEO             | 12/15/2003 | 1/25/2013 | 5190.01 | 5313.27 | (123) |
| 48.63   | FNMA POOL #535030 7% DUE 12-<br>01-2029 REG           | 11/18/1999 | 1/25/2013 | 48.63   | 47.81   | 1     |
| 7.16    | FNMA POOL #535041 7% DUE 12-<br>01-2029 REG           | 11/17/1999 | 1/25/2013 | 7.16    | 7.03    | 0     |
| 88.75   | FNMA POOL #535057 6.5% DUE 12-<br>01-2014 REG         | 12/19/2000 | 1/25/2013 | 88.75   | 88.58   | 0     |
| 256.55  | FNMA POOL #535063 6.5% DUE 12-<br>01-2014 REG         | 12/4/2000  | 1/25/2013 | 256.55  | 253.3   | 3     |
| 71.37   | FNMA POOL #535336 7% DUE 02-<br>01-2030 REG           | 5/11/2000  | 1/25/2013 | 71.37   | 70.49   | 1     |
| 24.01   | FNMA POOL #535631 7% DUE 12-<br>01-2015 REG           | 3/14/2002  | 1/25/2013 | 24.01   | 24.84   | (1)   |
| 50.72   | FNMA POOL #535881 7% DUE 03-<br>01-2016 REG           | 4/17/2001  | 1/25/2013 | 50.72   | 51.68   | (1)   |
| 83.73   | FNMA POOL #545076 7.5% DUE 07-<br>01-2031 REG         | 1/16/2003  | 1/25/2013 | 83.73   | 88.96   | (5)   |
| 252.48  | FNMA POOL #545565 7% DUE 01-<br>01-2017 REG           | 3/14/2002  | 1/25/2013 | 252.48  | 261.25  | (9)   |
| 1571.8  | FNMA POOL #545639 6.5% DUE 04-<br>01-2032 REG         | 2/20/2004  | 1/25/2013 | 1571.8  | 1662.42 | (91)  |

## Part IV, Capital Gains and Losses

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|         |                                                                                |            |           |           |          |          |
|---------|--------------------------------------------------------------------------------|------------|-----------|-----------|----------|----------|
| 12.52   | FNMA POOL #581977 6.5% DUE 08-01-2031 REG                                      | 8/9/2001   | 1/25/2013 | 12.52     | 12.4     | 0        |
| 108.04  | FNMA POOL #606594 6.5% DUE 10-01-2031 REG                                      | 9/19/2002  | 1/25/2013 | 108.04    | 112.33   | (4)      |
| 1021.87 | FNMA POOL #624294 5% 02-01-2017 BEO                                            | 3/30/2005  | 1/25/2013 | 1021.87   | 1021.23  | 1        |
| 963.36  | FNMA POOL #663810 5% DUE 11-01-2017 REG                                        | 12/19/2002 | 1/25/2013 | 963.36    | 985.34   | (22)     |
| 1236.16 | FNMA POOL #735268 5% 07-01-2019 BEO                                            | 1/27/2005  | 1/25/2013 | 1236.16   | 1251.42  | (15)     |
| 3208.53 | FNMA POOL #929583 5% 06-01-2023 BEO                                            | 7/21/2010  | 1/25/2013 | 3208.53   | 3427.61  | (219)    |
| 242.68  | CMO MASTR ALTERNATIVE LN TR 2003-4 CL 2-A-1 6.25% DUE 06-25-2033 REG           | 2/18/2004  | 1/25/2013 | 242.68    | 253.3    | (11)     |
| 497.65  | CMO STRUCTURED AST MTG INVTs INC I-A-1 VAR RATE DUE 07-25-2032 REG             | 5/28/2003  | 1/25/2013 | 497.65    | 497.65   | -        |
| 818.84  | CMO WASHINGTON MUT MTG SECS CORP CTF CL 1-A-2 5.5% DUE 02-25-2021 REG          | 6/25/2007  | 1/25/2013 | 818.84    | 814.04   | 5        |
| 1522.92 | CMO WELLS FARGO MTG BACKED SECS 2004-AA TR 2004-AA CL A-4 5.041 12-25-2034 REG | 11/22/2004 | 1/25/2013 | 1522.92   | 1527.62  | (5)      |
| 8883.55 | MFO FIDELITY CONCORD STR TR SPARTAN 500 INDEX ADVANTAGE CL                     | 1/20/2012  | 1/4/2013  | 459012.79 | 413795.8 | 45,217   |
| 793.25  | MFO FIDELITY CONCORD STR TR SPARTAN 500 INDEX ADVANTAGE CL                     | 12/14/2012 | 1/4/2013  | 40987.21  | 39662.36 | 1,325    |
| 410.47  | MFO VANGUARD INSTL INDEX FD SH BEN INT                                         | 12/23/2011 | 1/23/2013 | 56115.31  | 47774.61 | 8,341    |
| 2575.96 | MFO VANGUARD INSTL INDEX FD SH BEN INT                                         | 1/20/2012  | 1/23/2013 | 352159.19 | 310248.7 | 41,910   |
| 670.95  | MFO VANGUARD INSTL INDEX FD SH BEN INT                                         | 12/26/2012 | 1/23/2013 | 91725.5   | 87163.61 | 4,562    |
| 800     | AIR PROD & CHEM INC COM                                                        | 4/25/2002  | 1/31/2013 | 70346.98  | 38112    | 32,235   |
| 500     | AIR PROD & CHEM INC COM                                                        | 4/26/2002  | 1/31/2013 | 43966.86  | 23956.8  | 20,010   |
| 200     | AIR PROD & CHEM INC COM                                                        | 4/26/2002  | 1/31/2013 | 17586.75  | 9524     | 8,063    |
| 200     | AIR PROD & CHEM INC COM                                                        | 4/29/2002  | 1/31/2013 | 17586.74  | 9465.08  | 8,122    |
| 3400    | ALCOA INC COM STK                                                              | 7/29/2002  | 1/31/2013 | 29987.32  | 92344    | (62,357) |
| 900     | BRUNSWICK CORP COM                                                             | 8/6/2002   | 1/31/2013 | 32579.99  | 19755    | 12,825   |
| 2100    | BRUNSWICK CORP COM                                                             | 12/9/2002  | 1/31/2013 | 76019.97  | 42504    | 33,516   |
| 2000    | BRUNSWICK CORP COM                                                             | 12/20/2007 | 1/31/2013 | 72399.97  | 35834.2  | 36,566   |
| 600     | CLOROX CO COM                                                                  | 11/7/2003  | 1/31/2013 | 46628.97  | 27978.06 | 18,651   |

## Part IV, Capital Gains and Losses

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|         |                                                           |            |           |           |          |         |
|---------|-----------------------------------------------------------|------------|-----------|-----------|----------|---------|
| 1600    | EATON CORP PLC COM USD0.50                                | 12/3/2012  | 1/31/2013 | 91844.02  | 82648    | 9,196   |
| 350     | KIMBERLY-CLARK CORP COM                                   | 7/29/2002  | 1/31/2013 | 30331.34  | 20652.82 | 9,679   |
| 500     | LOCKHEED MARTIN CORP COM                                  | 11/18/2009 | 1/31/2013 | 44713.39  | 37792.8  | 6,921   |
| 100     | PFIZER INC COM                                            | 10/21/1999 | 1/31/2013 | 2684.94   | 2767.58  | (83)    |
| 2200    | PFIZER INC COM                                            | 10/25/1999 | 1/31/2013 | 59068.67  | 60765.2  | (1,697) |
| 600     | WASTE MGMT INC DEL COM STK                                | 3/8/2006   | 1/31/2013 | 21817.37  | 20458.68 | 1,359   |
| 700     | WASTE MGMT INC DEL COM STK                                | 12/21/2010 | 1/31/2013 | 25453.59  | 25562.74 | (109)   |
| 600     | 3M CO COM                                                 | 3/10/2006  | 2/1/2013  | 60880.63  | 43518    | 17,363  |
| 1       | BERKSHIRE HATHAWAY INC DEL CL A                           | 9/20/2002  | 2/1/2013  | 146401.64 | 114121   | 32,281  |
| 300     | CHEVRON CORP COM                                          | 8/27/2008  | 2/1/2013  | 35051.81  | 25942.71 | 9,109   |
| 200     | CHEVRON CORP COM                                          | 6/6/2012   | 2/1/2013  | 23367.88  | 19807.18 | 3,561   |
| 950     | 3M CO COM                                                 | 3/8/2006   | 2/4/2013  | 96236.36  | 68724.33 | 27,512  |
| 50      | 3M CO COM                                                 | 3/10/2006  | 2/4/2013  | 5065.07   | 3626.5   | 1,439   |
| 700     | AIR PROD & CHEM INC COM                                   | 4/29/2002  | 2/4/2013  | 61796.99  | 33127.78 | 28,669  |
| 1       | BERKSHIRE HATHAWAY INC DEL CL A                           | 9/20/2002  | 2/4/2013  | 145409.66 | 114121   | 31,289  |
| 400     | CHEVRON CORP COM                                          | 8/27/2008  | 2/4/2013  | 46752.59  | 34590.28 | 12,162  |
| 400     | CHEVRON CORP COM                                          | 1/25/2010  | 2/4/2013  | 46752.59  | 29940    | 16,813  |
| 100     | EXXON MOBIL CORP COM                                      | 12/21/2010 | 2/4/2013  | 9100.1    | 7249     | 1,851   |
| 900     | EXXON MOBIL CORP COM                                      | 6/6/2012   | 2/4/2013  | 81900.86  | 71540.01 | 10,361  |
| 670     | TARGET CORP COM STK                                       | 3/27/2001  | 2/4/2013  | 40943.25  | 24207.57 | 16,736  |
| 830     | TARGET CORP COM STK                                       | 7/29/2002  | 2/4/2013  | 50720.74  | 28850.8  | 21,870  |
| 1000    | CONOCOPHILLIPS COM                                        | 7/29/2002  | 2/5/2013  | 58341.19  | 18564.95 | 39,776  |
| 850     | ENERGIZER HLDGS INC COM                                   | 8/20/2009  | 2/5/2013  | 73235.63  | 56853.7  | 16,382  |
| 850     | PHILIP MORRIS INTL COM STK NPV                            | 9/18/2002  | 2/5/2013  | 75485.27  | 21011.75 | 54,474  |
| 16800   | Reorganization Eaton Corp.                                | 12/3/2012  |           | 867804    | 348085.8 | 519,718 |
| 0       | MFO FIDELITY CONTRAFUND INC OPEN END FD                   |            | 2/11/2013 | 114527.59 | 0        | 114,528 |
| 12977.2 | FORD CR AUTO OWNER .97000002861% DUE 01-15-2015           | 1/25/2011  | 2/15/2013 | 12977.17  | 12975.38 | 2       |
| 2080.92 | FEDERAL HOME LN MTG CORP POOL #C90859 5.5% 10-01-2024 BEO | 11/4/2004  | 2/15/2013 | 2080.92   | 2138.8   | (58)    |
| 1582.65 | FEDERAL HOME LN MTG CORP POOL #E02169 6%06-01-2016 BEO    | 7/6/2006   | 2/15/2013 | 1582.65   | 1584.63  | (2)     |
| 1301.79 | FHLMC GOLD C90545 6 04-01-2022                            | 5/4/2005   | 2/15/2013 | 1301.79   | 1346.95  | (45)    |

|         |                                                       |            |           |         |         |       |
|---------|-------------------------------------------------------|------------|-----------|---------|---------|-------|
| 3304.7  | FHLMC MULTICLASS PREASSIGN<br>00124 6 12-15-2016      | 6/13/2006  | 2/15/2013 | 3304.7  | 3332.2  | (28)  |
| 78.63   | GNMA POOL #377662 SER 2025<br>7% DUE 12-15-2025 REG   | 9/30/1998  | 2/15/2013 | 78.63   | 80.99   | (2)   |
| 197.52  | GNMA POOL #462816 SER 2028<br>7% DUE 06-15-2028 REG   | 5/18/2000  | 2/15/2013 | 197.52  | 195.67  | 2     |
| 4.9     | GNMA POOL #564562 SER 2031<br>7% DUE 06-15-2031 REG   | 6/25/2001  | 2/15/2013 | 4.9     | 4.99    | (0)   |
| 80.34   | GNMA POOL #780058 SER 2025<br>7% DUE 01-15-2025 REG   | 2/27/1995  | 2/15/2013 | 80.34   | 79.26   | 1     |
| 36.24   | GNMA POOL #780896 SER 2028<br>7% DUE 11-15-2028 REG   | 11/12/1998 | 2/15/2013 | 36.24   | 37.01   | (1)   |
| 271.36  | GNMA POOL #780912 SER 2028<br>6.5% DUE 11-15-2028 REG | 11/6/1998  | 2/15/2013 | 271.36  | 272.42  | (1)   |
| 81.77   | GNMA POOL #780936 7.5% 12-15-<br>2028 BEO             | 4/10/2001  | 2/15/2013 | 81.77   | 83.99   | (2)   |
| 5407.43 | FHLMC GOLD G80294 6.2 10-20-<br>2027                  | 3/2/2005   | 2/20/2013 | 5407.43 | 5623.73 | (216) |
| 97.62   | FNMA POOL #252342 6.5% DUE 04-<br>01-2029 REG         | 1/26/2000  | 2/25/2013 | 97.62   | 96.7    | 1     |
| 1027.6  | FNMA POOL #254295 6% DUE 04-<br>01-2022 REG           | 10/1/2003  | 2/25/2013 | 1027.6  | 1062.92 | (35)  |
| 441.04  | FNMA POOL #254405 6% DUE 08-<br>01-2032 REG           | 8/9/2002   | 2/25/2013 | 441.04  | 448.69  | (8)   |
| 623.09  | FNMA POOL #254525 6.5% 10-01-<br>2022 BEO             | 9/3/2003   | 2/25/2013 | 623.09  | 645.87  | (23)  |
| 839.41  | FNMA POOL #254689 6% DUE 03-<br>01-2023 REG           | 12/8/2003  | 2/25/2013 | 839.41  | 871.15  | (32)  |
| 85.71   | FNMA POOL #323422 6.5% DUE 12-<br>01-2028 REG         | 11/3/1998  | 2/25/2013 | 85.71   | 85.72   | (0)   |
| 111.83  | FNMA POOL #323591 6.5% DUE 03-<br>01-2029 REG         | 5/20/1999  | 2/25/2013 | 111.83  | 109.68  | 2     |
| 216.12  | FNMA POOL #323832 7.5% DUE 07-<br>01-2029 REG         | 6/11/1999  | 2/25/2013 | 216.12  | 218.15  | (2)   |
| 9.87    | FNMA POOL #428109 6.5% DUE 06-<br>01-2028 REG         | 6/11/1998  | 2/25/2013 | 9.87    | 9.77    | 0     |
| 568.03  | FNMA POOL #520028 5.5% 03-01-<br>2028 BEO             | 12/15/2003 | 2/25/2013 | 568.03  | 581.52  | (13)  |
| 42.1    | FNMA POOL #535030 7% DUE 12-<br>01-2029 REG           | 11/18/1999 | 2/25/2013 | 42.1    | 41.39   | 1     |

## Part IV, Capital Gains and Losses

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|         |                                                                                |            |           |           |          |       |
|---------|--------------------------------------------------------------------------------|------------|-----------|-----------|----------|-------|
| 9.22    | FNMA POOL #535041 7% DUE 12-01-2029 REG                                        | 11/17/1999 | 2/25/2013 | 9.22      | 9.06     | 0     |
| 75.86   | FNMA POOL #535057 6.5% DUE 12-01-2014 REG                                      | 12/19/2000 | 2/25/2013 | 75.86     | 75.72    | 0     |
| 218.82  | FNMA POOL #535063 6.5% DUE 12-01-2014 REG                                      | 12/4/2000  | 2/25/2013 | 218.82    | 216.05   | 3     |
| 44.15   | FNMA POOL #535336 7% DUE 02-01-2030 REG                                        | 5/11/2000  | 2/25/2013 | 44.15     | 43.63    | 1     |
| 26.61   | FNMA POOL #535631 7% DUE 12-01-2015 REG                                        | 3/14/2002  | 2/25/2013 | 26.61     | 27.53    | (1)   |
| 52.22   | FNMA POOL #535881 7% DUE 03-01-2016 REG                                        | 4/17/2001  | 2/25/2013 | 52.22     | 53.21    | (1)   |
| 306.08  | FNMA POOL #545076 7.5% DUE 07-01-2031 REG                                      | 1/16/2003  | 2/25/2013 | 306.08    | 325.21   | (19)  |
| 315.43  | FNMA POOL #545565 7% DUE 01-01-2017 REG                                        | 3/14/2002  | 2/25/2013 | 315.43    | 326.38   | (11)  |
| 2177.29 | FNMA POOL #545639 6.5% DUE 04-01-2032 REG                                      | 2/20/2004  | 2/25/2013 | 2177.29   | 2302.82  | (126) |
| 317.52  | FNMA POOL #581977 6.5% DUE 08-01-2031 REG                                      | 8/9/2001   | 2/25/2013 | 317.52    | 314.39   | 3     |
| 108.67  | FNMA POOL #606594 6.5% DUE 10-01-2031 REG                                      | 9/19/2002  | 2/25/2013 | 108.67    | 112.98   | (4)   |
| 1036.44 | FNMA POOL #624294 5% 02-01-2017 BEO                                            | 3/30/2005  | 2/25/2013 | 1036.44   | 1035.79  | 1     |
| 2821.61 | FNMA POOL #663810 5% DUE 11-01-2017 REG                                        | 12/19/2002 | 2/25/2013 | 2821.61   | 2885.98  | (64)  |
| 1226.94 | FNMA POOL #735268 5% 07-01-2019 BEO                                            | 1/27/2005  | 2/25/2013 | 1226.94   | 1242.09  | (15)  |
| 1691.74 | FNMA POOL #929583 5% 06-01-2023 BEO                                            | 7/21/2010  | 2/25/2013 | 1691.74   | 1807.25  | (116) |
| 137.01  | CMO MASTR ALTERNATIVE LN TR 2003-4 CL 2-A-1 6.25% DUE 06-25-2033 REG           | 2/18/2004  | 2/25/2013 | 137.01    | 143      | (6)   |
| 316.51  | CMO STRUCTURED AST MTG INVTS INC I-A-1 VAR RATE DUE 07-25-2032 REG             | 5/28/2003  | 2/25/2013 | 316.51    | 316.51   | -     |
| 798.8   | CMO WASHINGTON MUT MTG SECS CORP CTF CL 1-A-2 5.5% DUE 02-25-2021 REG          | 6/25/2007  | 2/25/2013 | 798.8     | 794.42   | 4     |
| 646.78  | CMO WELLS FARGO MTG BACKED SECS 2004-AA TR 2004-AA CL A-4 5.041 12-25-2034 REG | 11/22/2004 | 2/25/2013 | 646.78    | 648.78   | (2)   |
| 150000  | UNITED STATES TREAS NTS DTD 09/15/2015 .25% DUE 09-15-2015 REG                 | 12/19/2012 | 3/8/2013  | 149677.23 | 149543.5 | 134   |

## Part IV, Capital Gains and Losses

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|         |                                                                 |            |           |          |          |       |
|---------|-----------------------------------------------------------------|------------|-----------|----------|----------|-------|
| 11916.7 | FORD CR AUTO OWNER<br>.97000002861% DUE 01-15-2015              | 1/25/2011  | 3/15/2013 | 11916.65 | 11915.01 | 2     |
| 1895.9  | FEDERAL HOME LN MTG CORP<br>POOL #C90859 5.5% 10-01-2024<br>BEO | 11/4/2004  | 3/15/2013 | 1895.9   | 1948.63  | (53)  |
| 1519.89 | FEDERAL HOME LN MTG CORP<br>POOL #E02169 6%06-01-2016 BEO       | 7/6/2006   | 3/15/2013 | 1519.89  | 1521.79  | (2)   |
| 5479.11 | FHLMC GOLD C90545 6 04-01-<br>2022                              | 5/4/2005   | 3/15/2013 | 5479.11  | 5669.17  | (190) |
| 4389.26 | FHLMC MULTICLASS PREASSIGN<br>00124 6 12-15-2016                | 6/13/2006  | 3/15/2013 | 4389.26  | 4425.78  | (37)  |
| 79.12   | GNMA POOL #377662 SER 2025<br>7% DUE 12-15-2025 REG             | 9/30/1998  | 3/15/2013 | 79.12    | 81.49    | (2)   |
| 9.7     | GNMA POOL #462816 SER 2028<br>7% DUE 06-15-2028 REG             | 5/18/2000  | 3/15/2013 | 9.7      | 9.61     | 0     |
| 4.93    | GNMA POOL #564562 SER 2031<br>7% DUE 06-15-2031 REG             | 6/25/2001  | 3/15/2013 | 4.93     | 5.02     | (0)   |
| 55.79   | GNMA POOL #780058 SER 2025<br>7% DUE 01-15-2025 REG             | 2/27/1995  | 3/15/2013 | 55.79    | 55.04    | 1     |
| 42.9    | GNMA POOL #780896 SER 2028<br>7% DUE 11-15-2028 REG             | 11/12/1998 | 3/15/2013 | 42.9     | 43.82    | (1)   |
| 209.19  | GNMA POOL #780912 SER 2028<br>6.5% DUE 11-15-2028 REG           | 11/6/1998  | 3/15/2013 | 209.19   | 210.01   | (1)   |
| 75.47   | GNMA POOL #780936 7.5% 12-15-<br>2028 BEO                       | 4/10/2001  | 3/15/2013 | 75.47    | 77.52    | (2)   |
| 628.16  | FHLMC GOLD G80294 6.2 10-20-<br>2027                            | 3/2/2005   | 3/20/2013 | 628.16   | 653.29   | (25)  |
| 64.82   | FNMA POOL #252342 6.5% DUE 04-<br>01-2029 REG                   | 1/26/2000  | 3/25/2013 | 64.82    | 64.21    | 1     |
| 1217.7  | FNMA POOL #254295 6% DUE 04-<br>01-2022 REG                     | 10/1/2003  | 3/25/2013 | 1217.7   | 1259.56  | (42)  |
| 500.87  | FNMA POOL #254405 6% DUE 08-<br>01-2032 REG                     | 8/9/2002   | 3/25/2013 | 500.87   | 509.56   | (9)   |
| 320.5   | FNMA POOL #254525 6.5% 10-01-<br>2022 BEO                       | 9/3/2003   | 3/25/2013 | 320.5    | 332.22   | (12)  |
| 1786.62 | FNMA POOL #254689 6% DUE 03-<br>01-2023 REG                     | 12/8/2003  | 3/25/2013 | 1786.62  | 1854.18  | (68)  |

## Part IV, Capital Gains and Losses

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|         |                                                                      |            |           |         |         |       |
|---------|----------------------------------------------------------------------|------------|-----------|---------|---------|-------|
| 99.17   | FNMA POOL #323422 6.5% DUE 12-01-2028 REG                            | 11/3/1998  | 3/25/2013 | 99.17   | 99.19   | (0)   |
| 85.53   | FNMA POOL #323591 6.5% DUE 03-01-2029 REG                            | 5/20/1999  | 3/25/2013 | 85.53   | 83.89   | 2     |
| 62.53   | FNMA POOL #323832 7.5% DUE 07-01-2029 REG                            | 6/11/1999  | 3/25/2013 | 62.53   | 63.12   | (1)   |
| 9.91    | FNMA POOL #428109 6.5% DUE 06-01-2028 REG                            | 6/11/1998  | 3/25/2013 | 9.91    | 9.81    | 0     |
| 2245.01 | FNMA POOL #520028 5.5% 03-01-2028 BEO                                | 12/15/2003 | 3/25/2013 | 2245.01 | 2298.33 | (53)  |
| 53.17   | FNMA POOL #535030 7% DUE 12-01-2029 REG                              | 11/18/1999 | 3/25/2013 | 53.17   | 52.27   | 1     |
| 6.87    | FNMA POOL #535041 7% DUE 12-01-2029 REG                              | 11/17/1999 | 3/25/2013 | 6.87    | 6.75    | 0     |
| 76.15   | FNMA POOL #535057 6.5% DUE 12-01-2014 REG                            | 12/19/2000 | 3/25/2013 | 76.15   | 76.01   | 0     |
| 179.51  | FNMA POOL #535063 6.5% DUE 12-01-2014 REG                            | 12/4/2000  | 3/25/2013 | 179.51  | 177.24  | 2     |
| 153.57  | FNMA POOL #535336 7% DUE 02-01-2030 REG                              | 5/11/2000  | 3/25/2013 | 153.57  | 151.76  | 2     |
| 25.83   | FNMA POOL #535631 7% DUE 12-01-2015 REG                              | 3/14/2002  | 3/25/2013 | 25.83   | 26.73   | (1)   |
| 48.76   | FNMA POOL #535881 7% DUE 03-01-2016 REG                              | 4/17/2001  | 3/25/2013 | 48.76   | 49.69   | (1)   |
| 326.4   | FNMA POOL #545076 7.5% DUE 07-01-2031 REG                            | 1/16/2003  | 3/25/2013 | 326.4   | 346.8   | (20)  |
| 269.13  | FNMA POOL #545565 7% DUE 01-01-2017 REG                              | 3/14/2002  | 3/25/2013 | 269.13  | 278.48  | (9)   |
| 2809.74 | FNMA POOL #545639 6.5% DUE 04-01-2032 REG                            | 2/20/2004  | 3/25/2013 | 2809.74 | 2971.74 | (162) |
| 280.23  | FNMA POOL #581977 6.5% DUE 08-01-2031 REG                            | 8/9/2001   | 3/25/2013 | 280.23  | 277.47  | 3     |
| 109.29  | FNMA POOL #606594 6.5% DUE 10-01-2031 REG                            | 9/19/2002  | 3/25/2013 | 109.29  | 113.63  | (4)   |
| 3539.63 | FNMA POOL #624294 5% 02-01-2017 BEO                                  | 3/30/2005  | 3/25/2013 | 3539.63 | 3537.42 | 2     |
| 3712.71 | FNMA POOL #663810 5% DUE 11-01-2017 REG                              | 12/19/2002 | 3/25/2013 | 3712.71 | 3797.41 | (85)  |
| 1302.71 | FNMA POOL #735268 5% 07-01-2019 BEO                                  | 1/27/2005  | 3/25/2013 | 1302.71 | 1318.79 | (16)  |
| 2496.26 | FNMA POOL #929583 5% 06-01-2023 BEO                                  | 7/21/2010  | 3/25/2013 | 2496.26 | 2666.71 | (170) |
| 5878.66 | CMO MASTR ALTERNATIVE LN TR 2003-4 CL 2-A-1 6.25% DUE 06-25-2033 REG | 2/18/2004  | 3/25/2013 | 5878.66 | 6135.85 | (257) |

## Part IV, Capital Gains and Losses

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|         |                                                                                      |            |           |            |          |           |
|---------|--------------------------------------------------------------------------------------|------------|-----------|------------|----------|-----------|
| 785.84  | CMO WASHINGTON MUT MTG<br>SECS CORP CTF CL 1-A-2 5.5% DUE<br>02-25-2021 REG          | 6/25/2007  | 3/25/2013 | 785.84     | 781.83   | 4         |
| 1132.02 | CMO WELLS FARGO MTG BACKED<br>SECS 2004-AA TR 2004-AA CL A-4<br>5.041 12-25-2034 REG | 11/22/2004 | 3/25/2013 | 1132.02    | 1135.51  | (3)       |
| 485.58  | CMO STRUCTURED AST MTG INVTs<br>INC I-A-1 VAR RATE DUE 07-25-<br>2032 REG            | 5/28/2003  | 3/26/2013 | 485.58     | 485.58   | -         |
|         | total                                                                                |            |           | 9384748.88 | -7448741 | 1,936,008 |

| <u>Donee</u>                        | <u>City</u>       | <u>State</u> | <u>Amount</u> | <u>Purpose</u>                                                                                                                               |
|-------------------------------------|-------------------|--------------|---------------|----------------------------------------------------------------------------------------------------------------------------------------------|
| 4 Paws For Ability                  | Xenia             | OH           | 10,000        | To help families who have applications for new service/assistance dogs for their children meet the cost of the dogs sooner                   |
| 8th Day Cntr. for Justice           | Chicago           | IL           | 10,000        | To produce Centerings publication that explores systemic change through analysis and upholding voices marginalized by systems of power       |
| 8th Day Cntr for Justice            | Steubenville      | OH           | 500           | Directors' discretionary or matching grant                                                                                                   |
| A Just Harvest                      | Chicago           | IL           | 10,000        | To support further implementation of 2008-2013 strategic plan, and expansion of vision and work                                              |
| Adler Planetarium                   | Chicago           | IL           | 2,000         | Directors' discretionary or matching grant                                                                                                   |
| Aid for Women                       | Chicago           | IL           | 15,000        | To support operation of residential program, Heather's House, for mothers and their children                                                 |
| Aid for Women                       | Chicago           | IL           | 500           | Directors' discretionary or matching grant                                                                                                   |
| Akron Children's Hosp.              | Akron             | OH           | 25,000        | To support continuation and expansion of hospital's Artist-in-Residence art therapy program                                                  |
| Alexian Cntr. for Mental Health     | Arlington Heights | IL           | 10,000        | For supported education program that helps mentally ill men and women resume their education as means of becoming more fully independent     |
| Alliance for Character in Education | Des Plaines       | IL           | 2,000         | Directors' discretionary or matching grant                                                                                                   |
| Alliance for Global Justice         | Washington        | DC           | 500           | Directors' discretionary or matching grant                                                                                                   |
| Almost Home Kids                    | Naperville        | IL           | 10,000        | To support respite care for children with complicated health needs, and add second facility to address growing need for services             |
| Amer Cancer Soc./IL                 | Chicago           | IL           | 1,000         | Directors' discretionary or matching grant                                                                                                   |
| Amer. Instit. of Architects Fdn.    | Chicago           | IL           | 25,000        | For Burnham Project that will provide experiential education about how Chicago was planned, grew, who built it and continue to build it      |
| Amer. Red Cross/Muskingum           | New Philadelp     | OH           | 24,500        | To support disaster relief program to help families prevent, prepare for and respond to emergencies                                          |
| Americans United for Life           | Washington        | DC           | 10,000        | To accumulate victories and build legislative, judicial and cultural momentum to achieve objective of restoring a culture of life in America |
| Animal Legal Defense Fund           | Cotati            | CA           | 25,000        | To support Criminal Justice Program that seeks to prevent and confront animal cruelty through direct legal advocacy and education            |
| Anti-Cruelty Soc./Chgo              | Chicago           | IL           | 35,000        | To help with renovation of veterinary clinic                                                                                                 |
| Apparel Industry Fdn                | Chicago           | IL           | 750           | Directors' discretionary or matching grant                                                                                                   |

Part XV. Supplementary Information  
Grants Paid

|                                            |                |    |         |                                                                                                                                             |
|--------------------------------------------|----------------|----|---------|---------------------------------------------------------------------------------------------------------------------------------------------|
| Aquinas Literacy Cntr.                     | Chicago        | IL | 10,000  | For operating expenses to deliver quality English-language literacy instruction to adult learners                                           |
| Archdiocese Chgo Cath. Schls.              | Chicago        | IL | 25,000  | To update current curriculum for elementary schools to reflect new standards in format that will more directly impact instructional design  |
| Archdiocese Chgo Cath Schls                | Chicago        | IL | 1,000   | Directors' discretionary or matching grant                                                                                                  |
| Archdiocese of Chicago                     | Chicago        | IL | 2,750   | Directors' discretionary or matching grant                                                                                                  |
| ARCS Foundation/Chgo                       | Oak Brook      | IL | 5,000   | To fund a Brach Foundation Scholar at one of four Chicago area universities                                                                 |
| ARCS Foundation/Chgo                       | Chicago        | IL | 3,000   | Directors' discretionary or matching grant                                                                                                  |
| ARCS Foundation/Chgo                       | Chicago        | IL | 500     | Directors' discretionary or matching grant                                                                                                  |
| Arden Shore Child/Family Serv.             | Waukegan       | IL | 15,000  | To support purchase, construction and installation of elevator at new headquarters in order to serve abused, neglected and at-risk children |
| Art Resources in Teaching                  | Chicago        | IL | 10,000  | For operating support to deliver in-school arts instruction in Chicago schools                                                              |
| Art Resources in Teaching                  | Chicago        | IL | 1,000   | Directors' discretionary or matching grant                                                                                                  |
| Assistance Dogs of West                    | Santa Fe       | NM | 10,000  | To support educational program teaching student trainers with disabilities to help train assistance dogs for people with disabilities       |
| Atlee Community Church                     | Mechanicsville | Va | 1,900   | Directors' discretionary or matching grant                                                                                                  |
| Austin Career Educ. Cntr.                  | Chicago        | IL | 25,000  | To help cover cost of operation for 2011-2012 school year                                                                                   |
| Autism Society of North Carolina           | Asheville      | NC | 2,500   | Directors' discretionary or matching grant                                                                                                  |
| Benedictine Sisters of Chgo                | Chicago        | IL | 25,000  | To facilitate younger members of community advancing their education, and provide additional vocational training, renewal, spiritual growth |
| Benedictine Sisters of Chgo                | Chicago        | IL | 1,000   | Directors' discretionary or matching grant                                                                                                  |
| Benedictine Sisters of Chgo                | Chicago        | IL | 1,000   | Directors' discretionary or matching grant                                                                                                  |
| Berea Children's Home/Guidestone           | Berea          | OH | 25,000  | To support programs created to meet needs of extremely disadvantaged children and families                                                  |
| Big Brothers Big Sisters/E Centra Columbus | Columbus       | OH | 5,000   | Directors' discretionary or matching grant                                                                                                  |
| Big Shoulders Fund                         | Chicago        | IL | 150,000 | For scholarships, special education programs, instructional equipment, school facility improvements, faculty support, operating grants      |

|                                |            |    |        |                                                                                                                                              |
|--------------------------------|------------|----|--------|----------------------------------------------------------------------------------------------------------------------------------------------|
| Big Shoulders Fund             | Chicago    | IL | 10,000 | Directors' discretionary or matching grant                                                                                                   |
| Big Shoulders Fund             | Chicago    | IL | 5,000  | Directors' discretionary or matching grant                                                                                                   |
| Big Shoulders Fund             | Chicago    | IL | 1,500  | Directors' discretionary or matching grant                                                                                                   |
| Big Shoulders Fund             | Chicago    | IL | 5,000  | Directors' discretionary or matching grant                                                                                                   |
| Big Shoulders Fund             | Chicago    | IL | 37,000 | Directors' discretionary or matching grant                                                                                                   |
| Big Shoulders Fund             | Chicago    | IL | 60,000 | Directors' discretionary or matching grant                                                                                                   |
| Big Shoulders Fund             | Chicago    | IL | 5,000  | Directors' discretionary or matching grant                                                                                                   |
| Blessed Sacrament Youth Cntr.  | Chicago    | IL | 10,000 | To support Summer Enrichment Program that provides day-long summer camp, and Character Program designed to build moral character             |
| Blessed Sacrament Youth Cntr   | Chicago    | IL | 500    | Directors' discretionary or matching grant                                                                                                   |
| Bonaventure House              | Chicago    | IL | 25,000 | To support programs that provide transitional and permanent housing to otherwise homeless men and women who have HIV/AIDS                    |
| Boys & Girls Clubs/Chgo        | Chicago    | IL | 40,000 | To support the five core programming areas including character and leadership, education and career development, health and life skills      |
| Boys Hope/Girls Hope-IL        | Wilmette   | IL | 10,000 | To assist with therapeutic counseling expenses incurred by program for at-risk children who are low-income                                   |
| BraveHearts Therapeutic Riding | Harvard    | IL | 10,000 | To provide partial support of salary of Director of Veterans' Programs                                                                       |
| Bread for the World Instit.    | Washington | DC | 45,000 | To support research and education on child nutrition, food assistance and public policies to reduce hunger and poverty in United States      |
| Bread for the World Instit.    | Washington | DC | 60,000 | To support domestic policy program to strengthen national nutrition programs to reduce hunger and poverty in United States                   |
| Bread for the World Instit.    | Washington | DC | 1,000  | Directors' discretionary or matching grant                                                                                                   |
| Bread for the World Instit     | Washington | DC | 500    | Directors' discretionary or matching grant                                                                                                   |
| Brookfield Zoo                 | Brookfield | IL | 50,000 | To support Center for the Science of Animal Welfare that involves daily care of animals and scientific initiatives                           |
| Brother Rice H.S.              | Chicago    | IL | 25,000 | To support Resource Center that serves over 150 students per week by two certified teachers                                                  |
| BUILD, Inc.                    | Chicago    | IL | 7,500  | For rehabilitation program that provides community re-entry training to youths at Cook County Juvenile Detention Center to reduce recidivism |

## Grants Paid

|                                  |             | For Open Wide The Gates urban outreach that will subsidize retreats and serve teens otherwise not able to afford the life changing experience |        |
|----------------------------------|-------------|-----------------------------------------------------------------------------------------------------------------------------------------------|--------|
| Cabrini Retreat Cntr.            | Des Plaines | IL                                                                                                                                            | 10,000 |
| Call To Action                   | Chicago     | IL                                                                                                                                            | 2,000  |
| Call To Action                   | Chicago     | IL                                                                                                                                            | 500    |
| Calvert House                    | Chicago     | IL                                                                                                                                            | 10,000 |
| Canine Companions for Indep      | Delaware    | OH                                                                                                                                            | 15,000 |
| Canine Therapy Corps             | Chicago     | IL                                                                                                                                            | 15,000 |
| Canons Regular of St. John Cantu | Chicago     | IL                                                                                                                                            | 4,000  |
| Cara Program                     | Chicago     | IL                                                                                                                                            | 25,000 |
| Cara Program                     | Chicago     | IL                                                                                                                                            | 1,000  |
| Care For Real                    | Chicago     | IL                                                                                                                                            | 15,000 |
| Care For Real                    | Chicago     | IL                                                                                                                                            | 1,500  |
| Care For Real                    | Chicago     | IL                                                                                                                                            | 2,000  |
| Care For Real                    | Chicago     | IL                                                                                                                                            | 1,000  |
| Care For Real                    | Chicago     | IL                                                                                                                                            | 1,000  |
| Cath. Charities/Chgo             | Chicago     | IL                                                                                                                                            | 50,000 |
| Cath Charities/Chgo              | Chicago     | IL                                                                                                                                            | 1,500  |
| Cath Charities/Chgo              | Chicago     | IL                                                                                                                                            | 500    |
| Cath Charities/Chgo              | Chicago     | IL                                                                                                                                            | 10,000 |
| Cath Charities/Chgo              | Chicago     | IL                                                                                                                                            | 5,000  |
| Cath Charities/Chgo              | Chicago     | IL                                                                                                                                            | 1,500  |

|                             |         |    |        |                                                                                                                                    |                                                                                                 |
|-----------------------------|---------|----|--------|------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------|
| Cath Theological Union      | Chicago | IL | 35,000 | Ministry                                                                                                                           | To support lay scholarship initiative, particularly the creation of Brach Scholars - Leaders in |
| Cath Theological Union      | Chicago | IL | 1,000  | Directors' discretionary or matching grant                                                                                         |                                                                                                 |
| Cath Theological Union      | Chicago | IL | 5,000  | Directors' discretionary or matching grant                                                                                         |                                                                                                 |
| Cath Theological Union      | Chicago | IL | 4,000  | Directors' discretionary or matching grant                                                                                         |                                                                                                 |
| Cathedral Shelter of Chgo   | Chicago | IL | 10,000 | For general support to provide direct community-based services to adults and children who are homeless or at risk of homelessness  |                                                                                                 |
| Catholic Charities/St Paul  | Chicago | IL | 1,000  | Directors' discretionary or matching grant                                                                                         |                                                                                                 |
| Catholic Extension Soc /USA | Chicago | IL | 50,000 | For needs of mission dioceses to support religious education and faith formation programs, churches and other facilities           |                                                                                                 |
| Catholic Extension Soc /USA | Chicago | IL | 1,000  | Directors' discretionary or matching grant                                                                                         |                                                                                                 |
| Catholic Extension Soc /USA | Chicago | IL | 500    | Directors' discretionary or matching grant                                                                                         |                                                                                                 |
| Catholic Extension Soc /USA | Chicago | IL | 20,000 | Directors' discretionary or matching grant                                                                                         |                                                                                                 |
| Cenacle Convent             | Chicago | IL | 500    | Directors' discretionary or matching grant                                                                                         |                                                                                                 |
| Cenacle Convent             | Chicago | IL | 2,000  | Directors' discretionary or matching grant                                                                                         |                                                                                                 |
| Cenacle Retreat House       | Chicago | IL | 25,000 | To complete ramp for disabled sisters and retreatants who must use wheelchair to enter and exit convent and retreat center         |                                                                                                 |
| Central Amer. Martyrs Cntr. | Chicago | IL | 5,000  | To support Spanish-speaking families during their one-year stay in transitional housing                                            |                                                                                                 |
| Central Amer Martyrs Cntr   |         |    | 500    | Directors' discretionary or matching grant                                                                                         |                                                                                                 |
| Charis Ministries           | Chicago | IL | 8,000  | To establish pilot partnership with community serving Hispanic young adults, and produce one retreat manual in Spanish             |                                                                                                 |
| Chgo Academy for the Arts   | Chicago | IL | 10,000 | For scholarship funding that will encourage a rich and diverse student body at academy for the arts                                |                                                                                                 |
| Chgo Children's Theatre     | Chicago | IL | 15,000 | To support 2012 education program that includes student scholarships, outreach activities, arts education for children with autism |                                                                                                 |
| Chgo Coalition for Homeless | Chicago | IL | 30,000 | To support general operations including Sweet Home Chicago and No Youth Alone campaigns, Jobs and Re-Entry projects, Law Project   |                                                                                                 |
| Chgo Coalition for Homeless | Chicago | IL | 1,000  | Directors' discretionary or matching grant                                                                                         |                                                                                                 |

Part XV. Supplementary Information  
Grants Paid

|                                |         |    |        |                                                                                                                                                                               |
|--------------------------------|---------|----|--------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Chgo Coalition for Homeless    | Chicago | IL | 1,000  | Directors' discretionary or matching grant                                                                                                                                    |
| Chgo Council on Global Affairs | Chicago | IL | 1,000  | Directors' discretionary or matching grant                                                                                                                                    |
| Chgo Dancing Company NFP       | Chicago | IL | 750    | Directors' discretionary or matching grant                                                                                                                                    |
| Chgo Family Health Cntr.       | Chicago | IL | 10,000 | To support healthcare services for underinsured and uninsured patients                                                                                                        |
| Chgo Fdn for Education         | Chicago | IL | 10,000 | To support efforts to identify, cultivate and retain effective Chicago Public School educators                                                                                |
| Chgo Jesuit Academy            | Chicago | IL | 35,000 | To support Promises to Keep Campaign to complete renovation of school building                                                                                                |
| Chgo Jesuit Academy            | Chicago | IL | 1,000  | Directors' discretionary or matching grant                                                                                                                                    |
| Chgo Jesuit Academy            | Chicago | IL | 2,500  | Directors' discretionary or matching grant                                                                                                                                    |
| Chgo Lighthouse for the Blind  | Chicago | IL | 10,000 | To provide operating support in fiscal year 2012 to sustain Birth-to-Three Program                                                                                            |
| Chgo Religious Leadership Net. | Chicago | IL | 15,000 | For delegations program that works to create opportunities for individuals to travel to Latin America to meet individuals who have experienced economic inequity and violence |
| Chgo Religious Leadership Net  | Chicago | IL | 1,000  | Directors' discretionary or matching grant                                                                                                                                    |
| Chgo Religious Leadership Net  | Chicago | IL | 3,000  | Directors' discretionary or matching grant                                                                                                                                    |
| Chgo Religious Leadership Net  | Chicago | IL | 500    | Directors' discretionary or matching grant                                                                                                                                    |
| Chgo Religious Leadership Net  | Chicago | IL | 1,000  | Directors' discretionary or matching grant                                                                                                                                    |
| Chgo Religious Leadership Net  | Chicago | IL | 500    | Directors' discretionary or matching grant                                                                                                                                    |
| Chgo Religious Leadership Net  | Chicago | IL | 600    | Directors' discretionary or matching grant                                                                                                                                    |
| Chgo Shakespeare Theater       | Chicago | IL | 25,000 | To support Bard Core program, an arts-in-education initiative designed to address concerns of low literacy rates in Chicago Public Schools                                    |
| Chgo Shakespeare Theater       | Chicago | IL | 400    | Directors' discretionary or matching grant                                                                                                                                    |
| Chgo Shakespeare Theater       | Chicago | IL | 750    | Directors' discretionary or matching grant                                                                                                                                    |
| Chgo Symphony Orchestra        | Chicago | IL | 15,000 | To support programming for incarcerated and at-risk youths that is provided in partnership with Storycatchers Theatre                                                         |

|                             |                |    |        |                                                                                                                                                                               |
|-----------------------------|----------------|----|--------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Chgo Symphony Orchestra     | Chicago        | IL | 12,500 | Directors' discretionary or matching grant<br>To support Education and Community Engagement initiatives that will serve youths and adults through various series and programs |
| Chgo Theatre Group/Goodman  | Chicago        | IL | 10,000 | For operating expenses and programs, such as early childhood and teen programs, to help at-risk/low-income youths achieve their full potential                                |
| Chgo Youth Centers          | Chicago        | IL | 15,000 | For general operating support to make legal system accessible to poor and near-poor                                                                                           |
| Chicago Legal Clinic        | Chicago        | IL | 15,000 | Directors' discretionary or matching grant                                                                                                                                    |
| Chicago Urban League        | Chicago        | IL | 1,000  | To support scholarship program for students at Frances Xavier Warde School                                                                                                    |
| Children at Crossroads Fdn. | Chicago        | IL | 15,000 | To provide financial assistance for deaf children whose families are struggling to pay tuition and keep their children in school                                              |
| Children of Peace Schl.     | Chicago        | IL | 15,000 | To support enhanced clinical capacity and comprehensive therapeutic services provided at Rice Center                                                                          |
| Children's Home & Aid of IL | Chicago        | IL | 25,000 | To support annual, six-day equine therapy trip to dude ranch for children diagnosed with cancer                                                                               |
| Children's Oncology Svcs.   | Chicago        | IL | 10,000 | To support Early Intervention Program Toddler Group for children who have hearing loss                                                                                        |
| Child's Voice               | Wood Dale      | IL | 10,000 | Directors' discretionary or matching grant                                                                                                                                    |
| Christ the King H. S        | Chicago        | IL | 1,500  | To provide neediest students with scholarships                                                                                                                                |
| Christ the King Schl.       | Chicago        | IL | 35,000 | Directors' discretionary or matching grant                                                                                                                                    |
| Circle of Friends           | Western Spn    | IL | 500    | To support assistance dog training program and on-site shelter                                                                                                                |
| Circle Tail, Inc.           | Pleasant Plain | OH | 10,000 | Directors' discretionary or matching grant                                                                                                                                    |
| College of the Holy Cross   | Worcester      | MA | 10,000 | Directors' discretionary or matching grant                                                                                                                                    |
| Comm Counseling Cntrs /Chgo | Chicago        | IL | 500    | Directors' discretionary or matching grant                                                                                                                                    |
| Commonweal                  | New York       | NY | 2,000  | Directors' discretionary or matching grant                                                                                                                                    |
| CommunityHealth             | Chicago        | IL | 20,000 | To deliver comprehensive, patient-centered care at no cost to low-income, uninsured individuals and families in need of medical care                                          |
| Corazon a Corazon           | Chicago        | IL | 10,000 | For operating support to provide adult ESL and literacy services to Hispanic women, and after-school educational services to children                                         |
| COURAGE Program             | Oak Lawn       | IL | 15,000 | To support services for women dealing with unplanned pregnancies and while caring for their infant children                                                                   |

|                                   |            |    |        |                                                                                                                                                   |
|-----------------------------------|------------|----|--------|---------------------------------------------------------------------------------------------------------------------------------------------------|
| Cristo Rey Jesuit H.S.            | Chicago    | IL | 25,000 | To support science curriculum that will benefit all 535 students during 2012-2013 school year                                                     |
| Cristo Rey Jesuit H S             | Chicago    | IL | 1,000  | Directors' discretionary or matching grant                                                                                                        |
| Cristo Rey Jesuit H S             | Chicago    | IL | 1,000  | Directors' discretionary or matching grant                                                                                                        |
| Cristo Rey Network                | Chicago    | IL | 15,000 | For new Chairman Emeritus and Chief Mission Officer position to represent Cristo Rey at national and international speaking engagements           |
| Cristo Rey St. Martin Coll. Prep. | Chicago    | IL | 25,000 | To support curriculum that will benefit all students.                                                                                             |
| Cristo Rey St. Martin Coll. Prep  | Chicago    | IL | 1,500  | Directors' discretionary or matching grant                                                                                                        |
| da Corneto Opera Ensemble         | Chicago    | IL | 12,000 | To help support proposed 2012-season opera productions including concert performances of Nabucco and a production of L'Italiana in Algeri         |
| da Corneto Opera Ensemble         | Chicago    | IL | 1,500  | Directors' discretionary or matching grant                                                                                                        |
| da Corneto Opera Ensemble         | Chicago    | IL | 1,000  | Directors' discretionary or matching grant                                                                                                        |
| Daniel Murphy Scholarship Fund    | Chicago    | IL | 500    | Directors' discretionary or matching grant                                                                                                        |
| Daughters of St. Paul             | Chicago    | IL | 5,000  | To assist with continuing education needs in areas of media literacy, professional growth and ongoing spiritual updating                          |
| De La Salle High School           | Chicago    | IL | 1,500  | Directors' discretionary or matching grant                                                                                                        |
| De La Salle Institute             | Chicago    | IL | 25,000 | To recoup expenses for facility restoration at Lourdes Hall Campus, such as tuckpointing and washing of masonry                                   |
| Deborah's Place                   | Chicago    | IL | 15,000 | For general operating support of organizational change initiative that will shift approach to breaking cycle of homelessness for women            |
| Dennison Railroad Depot Museum    | Dennison   | OH | 3,000  | Directors' discretionary or matching grant                                                                                                        |
| Dental Lifeline Net. IL           | Northbrook | IL | 10,000 | To support Donated Dental Services program that assists disabled, elderly or ill residents, and underwrite portion of DDS Coordinator's salary    |
| DePaul University                 | Chicago    | IL | 75,000 | For scholarship support benefiting talented, low-income students                                                                                  |
| DePaul University                 | Chicago    | IL | 4,000  | Directors' discretionary or matching grant                                                                                                        |
| Diocese of Belleville             | Belleville | IL | 15,000 | To provide support for Daystar Community Program that operates food pantry and thrift store, and to provide financial assistance to those at risk |
| Diocese of Belleville             | Belleville | IL | 1,000  | Directors' discretionary or matching grant                                                                                                        |

|                                     |              |     |         |                                                                                                                                           |
|-------------------------------------|--------------|-----|---------|-------------------------------------------------------------------------------------------------------------------------------------------|
| Doctors Without Borders             | New York     | NY  | 1,000   | Directors' discretionary or matching grant                                                                                                |
| Dominican University                | River Forest | IL  | 100,000 | For scholarships to school teachers for professional development, for St. Catherine of Siena Center, and for Sr. Diane Kennedy OP Lecture |
| Dominican University                | River forest | IL  | 500     | Directors' discretionary or matching grant                                                                                                |
| Dominican University                | River forest | IL  | 1,000   | Directors' discretionary or matching grant                                                                                                |
| Dominican University                | River forest | IL  | 1,500   | Directors' discretionary or matching grant                                                                                                |
| Dominican University                | River forest | IL  | 5,000   | Directors' discretionary or matching grant                                                                                                |
| Dominican Volunteers USA            | Chicago      | IL  | 8,000   | To support project to connect former, current and future volunteers to lifelong vocations as lay members in Dominican Family              |
| Earthworks                          | New York     | NY  | 1,000   | Directors' discretionary or matching grant                                                                                                |
| East Lake Academy                   | Lake Forest  | IL  | 5,000   | To develop and construct additional educational facility to alleviate stress from rapid growth and enable future growth                   |
| El Valor Corp.                      | Chicago      | IL  | 25,000  | To bring benefits of latest research on social development to Latino children                                                             |
| Emergency Fund                      | Chicago      | IL  | 15,000  | To provide financial assistance to low-income Chicagoans, such as for rent, utilities, transportation, medication and other needs         |
| Emergency Fund                      | Chicago      | IL  | 1,000   | Directors' discretionary or matching grant                                                                                                |
| Environmental Law/Policy Cntr       | Chicago      | IL  | 15,000  | To support Wildlife Protection Initiative in northern Wisconsin's Chequamegon-Nicolet National Forest, including legal advocacy           |
| Equestrian Connection               | Libertyville | IL  | 9,200   | For learn-to-ride program that will have optional work or volunteer component in exchange for therapeutic riding lesson                   |
| Erikson Institute                   | Chicago      | IL  | 2,000   | Directors' discretionary or matching grant                                                                                                |
| Evergreen Invitational              | Chicago      | IL  | 500     | Directors' discretionary or matching grant                                                                                                |
| Executive Svc. Corps of Chgo        | Chicago      | IL  | 10,000  | To provide services to agencies in education, health and human service sectors, particularly those that serve disadvantaged populations   |
| Executive Svc. Corps of Chgo        | Chicago      | IL  | 500     | Directors' discretionary or matching grant                                                                                                |
| Fabretto Children's Fdn.            | Arlington    | V/A | 10,000  | To improve quality of primary and secondary education at targeted schools by providing teaching materials, textbooks, teacher salaries    |
| Families of Spinal Muscular Atrophy | Chicago      | IL  | 11,000  | Directors' discretionary or matching grant                                                                                                |

|                                             |              |    |        |                                                                                                                                                     |
|---------------------------------------------|--------------|----|--------|-----------------------------------------------------------------------------------------------------------------------------------------------------|
| Fenwick H.S.                                | Oak Park     | IL | 25,000 | To equip more classrooms with Multimedia A/V systems                                                                                                |
| Field Museum                                | Chicago      | IL | 4,000  | Directors' discretionary or matching grant                                                                                                          |
| Field Museum                                | Chicago      | IL | 4,500  | Directors' discretionary or matching grant                                                                                                          |
| Field Museum                                | Chicago      | IL | 4,500  | Directors' discretionary or matching grant                                                                                                          |
| Flying Horse Farms                          | Columbus     | OH | 25,000 | To support free camp programs for children with serious illnesses and their families, including full-week residential camps                         |
| FOCUS                                       | Genesee      | CO | 15,000 | To hire, train and support fifty-eight campus teams to help students know Catholic Faith and how to effectively communicate it to friends and peers |
| Food Animal Concerns Trust                  | Chicago      | IL | 25,000 | For Humane Farming Program, including project designed to provide small grants to farmers who wish to improve welfare of their farm animals         |
| Fr. John Hardon SJ Archive and C Chicago    | Chicago      | IL | 5,000  | Directors' discretionary or matching grant                                                                                                          |
| Franciscan Outreach Assoc.                  | Chicago      | IL | 20,000 | For case management program that helps clients set goals, connects them with resources, supports them in their efforts to improve their lives       |
| Franciscan Outreach Assoc                   | Chicago      | IL | 500    | Directors' discretionary or matching grant                                                                                                          |
| Franciscan Sisters of the Renewal           | Chicago      | IL | 5,000  | Directors' discretionary or matching grant                                                                                                          |
| Fraternite Notre Dame                       | Chicago      | IL | 10,000 | To support feeding programs located in Austin area                                                                                                  |
| Fraternite Notre Dame                       | Chicago      | IL | 500    | Directors' discretionary or matching grant                                                                                                          |
| Free S.P.I.R.I.T. Riders                    | Fond du Lac  | WI | 10,000 | To insulate indoor arena so that therapeutic riding season can be extended and availability to veterans can be expanded                             |
| Freedom Service Dogs                        | Englewood    | CO | 7,500  | For operating support related to rescuing dogs, and custom training and placing them with people who have disabilities                              |
| Friends of the Homeless                     | New Philadel | OH | 5,000  | Directors' discretionary or matching grant                                                                                                          |
| Friends of the Orphans-IL                   | Chicago      | IL | 500    | Directors' discretionary or matching grant                                                                                                          |
| Friends of the Orphans-IL                   | Chicago      | IL | 1,000  | Directors' discretionary or matching grant                                                                                                          |
| Friends of the Parks                        | Chicago      | IL | 5,000  | For Nature Along the Lake program for CPS elementary students, and for Earth Team scholarship program for CPS high school students                  |
| Friendship Office of the Americas Greenbelt | MD           | MD | 1,000  | Directors' discretionary or matching grant                                                                                                          |

|                                 |             |    |        |                                                                                                                                             |
|---------------------------------|-------------|----|--------|---------------------------------------------------------------------------------------------------------------------------------------------|
| Future Church                   | Lakewood    | OH | 2,000  | Directors' discretionary or matching grant                                                                                                  |
| Future Church                   | Lakewood    | OH | 500    | Directors' discretionary or matching grant                                                                                                  |
| Garfield Park Conserv. Alliance | Chicago     | IL | 10,000 | To support operations to help teach visitors and area families about vital links between plants, nature and their everyday lives            |
| Georgetown University           | Washington  | DC | 1,000  | Directors' discretionary or matching grant                                                                                                  |
| Georgetown University           | Washington  | DC | 5,000  | Directors' discretionary or matching grant                                                                                                  |
| Giordano Jazz Dance Chgo        | Evanston    | IL | 10,000 | For operating support for educational and artistic programming during 2011-2012 fiscal year                                                 |
| Good News Partners              | Chicago     | IL | 10,000 | To support New Life Interim Housing Program for women and children                                                                          |
| Gordon Tech H S                 | Chicago     | IL | 750    | Directors' discretionary or matching grant                                                                                                  |
| Gordon Tech H S                 | Chicago     | IL | 1,000  | Directors' discretionary or matching grant                                                                                                  |
| Greater Chgo Food Depository    | Chicago     | IL | 20,000 | To support distribution of produce to hungry individuals and families in community                                                          |
| Greater Chgo Food Depository    | Chicago     | IL | 1,500  | Directors' discretionary or matching grant                                                                                                  |
| Gregorian Univ. Fdn.            | New York    | NY | 5,000  | For financial support so that students from developing countries can get training to serve Roman Catholic Church and fellow human beings    |
| Gulf Coast Housing Partnership  | New Orleans | LA | 10,000 | To expand asset management platform to ensure long-term sustainability and performance of affordable housing                                |
| Hadley School for Blind         | Winnetka    | IL | 15,000 | To support Blinded Veterans Initiative, a program serving U.S. military veterans who are blind or visually impaired, and family members     |
| Hales Franciscan H.S.           | Chicago     | IL | 25,000 | To provide general scholarship funding, support International Baccalaureate Program, fund Library upgrade                                   |
| Harborquest, Inc.               | Chicago     | IL | 25,000 | To support new Job Market Judo training program to help disadvantaged workers navigate often-exploitative world of temporary labor          |
| Harbour, Inc.                   | Park Ridge  | IL | 15,000 | To support emergency shelter that serves runaway and locked-out girls ages 12-21, providing shelter, crisis intervention, counseling        |
| Harris Theater for Music/Dance  | Chicago     | IL | 50,000 | To support 2011-2012 season, continue services for resident companies, present world-class artists, keep the arts accessible and affordable |
| Have Dreams                     | Park Ridge  | IL | 10,000 | For staff costs related to implementation of Social, Communication and Independent Living Skills program for persons with autism            |
| Have Dreams                     | Park Ridge  | IL | 250    | Directors' discretionary or matching grant                                                                                                  |

|                                     |             |    |        |                                                                                                                                                                                                          |
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| HealthReach                         | Waukegan    | IL | 10,000 | To implement Heart Disease Registry Program to identify, educate and treat patients<br>To fight poverty through continuum of services in areas of housing, health care, justice and economic opportunity |
| Heartland Alliance                  | Chicago     | IL | 25,000 | To support Group Homes that serve children who have been severely traumatized by abuse.<br>neglect and multiple placements                                                                               |
| Hephzibah Children's Assoc.         | Oak Park    | IL | 15,000 | To support renovation projects planned for early 20th century school building with historical and social significance                                                                                    |
| Heritage Christian Schls.           | Canton      | OH | 20,000 |                                                                                                                                                                                                          |
| HFS Chicago Scholars                | Chicago     | IL | 2,000  | Directors' discretionary or matching grant                                                                                                                                                               |
| Holy Family Ministries              | Chicago     | IL | 1,000  | Directors' discretionary or matching grant                                                                                                                                                               |
| Holy Family Ministries              | Chicago     | IL | 1,000  | Directors' discretionary or matching grant                                                                                                                                                               |
| Holy Trinity H.S.                   | Chicago     | IL | 20,000 | To help pay tuition of students, making education accessible to more students                                                                                                                            |
| Hooved Animal Rescue/Protect. Soc.  | Barrington  | IL | 25,000 | For care and rehabilitation of hooved animals impounded under Illinois Humane Care for Animals Act, and food, farrier and veterinary care                                                                |
| Horizon Hospice                     | Chicago     | IL | 15,000 | To support care and programs for terminally-ill pediatric and adult patients and their families regardless of their ability to pay                                                                       |
| Horizon Hospice                     | Chicago     | IL | 1,000  | Directors' discretionary or matching grant                                                                                                                                                               |
| Horsefeathers Therapeutic Riding    | Lake Forest | IL | 5,000  | To sponsor therapy horse, including expenses for board, feed, bedding, dental, veterinary and farrier services                                                                                           |
| Hospice & Palliative Care/NE IL     | Barrington  | IL | 10,000 | To support program that funds charity care services for children and their families who are unable to pay for hospice care and palliative services                                                       |
| Hospice of Tuscarawas Cnty          | Tuscarawas  | OH | 5,000  | Directors' discretionary or matching grant                                                                                                                                                               |
| House of the Good Shepherd          | Chicago     | IL | 10,000 | To support comprehensive domestic violence recovery program of counseling and education at shelter for abused women and their children                                                                   |
| Housing Opport. & Mtce. for Elderly | Chicago     | IL | 15,000 | To support Upkeep and Repair Services Program for low-income seniors, and assist in completing home repairs to households                                                                                |
| Howard Area Comm. Cntr.             | Chicago     | IL | 15,000 | For Health and Human Services Department that serves people living in poverty                                                                                                                            |
| Howard Area Comm Cntr               | Chicago     | IL | 1,000  | Directors' discretionary or matching grant                                                                                                                                                               |
| Hubbard Street Dance Chgo           | Chicago     | IL | 10,000 | To support artistic Education and Community Programs, with in-school residencies, family workshops, dance program for Parkinson's patients                                                               |
| Ignatian Spirituality Project       | Chicago     | IL | 15,000 | To advance training program for development of teams for retreats for homeless men and women who are in recovery from addictions                                                                         |

|                                  |               |    |        |                                                                                                                                                 |
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| Ignatian Spirituality Project    | Chicago       | IL | 500    | Directors' discretionary or matching grant                                                                                                      |
| IL Cncl. Agnst. Handgun Violence | Chicago       | IL | 15,000 | To support continuing efforts to reduce death and injury related to gun violence through education, awareness and advocacy programs             |
| Immaculate Conception School     | Chicago       | IL | 20,000 | Directors' discretionary or matching grant                                                                                                      |
| Immigration Project              | Bloomington   | IL | 15,000 | To support free legal assistance to immigrant victims of violence                                                                               |
| Infant Welfare Soc./Chgo         | Chicago       | IL | 10,000 | To support pediatric orthodontic care for children whose families are unable to pay the cost                                                    |
| Inner-City Teaching Corps        | Chicago       | IL | 2,000  | Directors' discretionary or matching grant                                                                                                      |
| Inspiration Corporation          | Chicago       | IL | 25,000 | For general operations, including supportive services and meals, workforce development and supportive housing programs                          |
| Inspiration Corporation          | Chicago       | IL | 1,000  | Directors' discretionary or matching grant                                                                                                      |
| Institute of Women Today         | Chicago       | IL | 8,500  | For operating expenses of Maria Shelter for homeless women and their children, and Vincennes Senior Center                                      |
| Institute on Religious Life      | Libertyville  | IL | 5,000  | To support Vita Consecrata Institute, a summer program of personal renewal and graduate level studies in theology of the consecrated life       |
| Institute on Religious Life      | Chicago       | IL | 5,000  | Directors' discretionary or matching grant                                                                                                      |
| Interfaith House                 | Chicago       | IL | 11,000 | To aid homeless adults with acute medical needs due to illness or injury by providing interim housing, help with psychosocial issues            |
| Intl Crane Fdn.                  | Baraboo       | WI | 15,000 | To continue work to reintroduce migratory Whooping Cranes into their historic range along eastern flyway of North America                       |
| Intl Hearing Dog                 | Henderson     | CO | 7,500  | For operating support of Hearing Dog training program, including care and shelter of the dogs, training and personnel                           |
| Intl Primate Protection League   | Summerville   | SC | 25,000 | To support housing, feeding and care for 33 gibbons living at the sanctuary                                                                     |
| I-PLUS                           | North Chicago | IL | 10,000 | For operating support to assist chronically-homeless disabled persons, who receive government support, to sustain transformation in their lives |
| Jeanine Schultz Memorial Schl.   | Park Ridge    | IL | 10,000 | To help defray operating expenses for Speech Therapist whose services are necessary part of Student Therapeutic treatment                       |
| Jesuit Retreat League/Chgo       | Barrington    | IL | 10,000 | To repair and restore damaged and worn tuckpointing of two buildings                                                                            |
| Jesuit Retreat League/Chgo       | Chicago       | IL | 500    | Directors' discretionary or matching grant                                                                                                      |
| Jesuit Retreat League/Chgo       | Chicago       | IL | 250    | Directors' discretionary or matching grant                                                                                                      |

|                                |              |    |        |                                                                                                                                                 |
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| Jesuit Volunteer Corps/MD      | Baltimore    | MD | 10,000 | To underwrite support services provided to nine Jesuit Volunteers working in nonprofit agencies serving the poor and marginalized               |
| Joffrey Ballet of Chgo         | Chicago      | IL | 15,000 | To support general operations, including artistic programming for 2011-2012 season. Academy of Dance, Community Engagement programs             |
| Joffrey Ballet of Chgo         | Chicago      | IL | 1,000  | Directors' discretionary or matching grant                                                                                                      |
| Joffrey Ballet of Chgo         | Chicago      | IL | 500    | Directors' discretionary or matching grant                                                                                                      |
| John Paul II Newman Cntr.      | Chicago      | IL | 10,000 | To establish School of Catholic Thought to serve Church by articulating its teachings, forming future leaders, evangelizing the broader culture |
| John Paul II Newman Foundation | Chicago      | IL | 4,500  | Directors' discretionary or matching grant                                                                                                      |
| Joseph Academy                 | Des Plaines  | IL | 25,000 | For faculty to pursue special education certificates, provide scholarships to graduates attending college, help students in intern programs     |
| Josephinum Academy             | Chicago      | IL | 50,000 | To support Cost of Education Program that primarily serves students from low-income families, and for ACT Program                               |
| Josephinum Academy             | Chicago      | IL | 2,500  | Directors' discretionary or matching grant                                                                                                      |
| Josephinum Academy             | Chicago      | IL | 2,500  | Directors' discretionary or matching grant                                                                                                      |
| Josephinum Academy             | Chicago      | IL | 3,000  | Directors' discretionary or matching grant                                                                                                      |
| Josephinum Academy             | Chicago      | IL | 1,500  | Directors' discretionary or matching grant                                                                                                      |
| Josephinum Academy             | Chicago      | IL | 650    | Directors' discretionary or matching grant                                                                                                      |
| Journeys from PADS to HOPE     | Palatine     | IL | 10,000 | To assist with Emergency Shelter Program expenses such as replacement pillows and blankets, and general supplies at site facilities             |
| Junior Achievement of Chgo     | Chicago      | IL | 800    | Directors' discretionary or matching grant                                                                                                      |
| Juvenile Protective Assoc.     | Chicago      | IL | 10,000 | To support Building Bridges to North Lawndale demonstration project serving traumatized children suffering from abuse/neglect                   |
| Kellogg School                 | Evanston     | IL | 10,000 | To support scholarships for nonprofit and school leaders to attend executive education programs                                                 |
| KSDS, Inc.                     | Washington   | KS | 15,000 | To support construction of accessible housing for people with disabilities while they are being paired with a service dog                       |
| La Rabida Children's Hosp      | Chicago      | IL | 15,000 | For Child Life Program that offers educational programming, physical activities, art therapy, play and social interaction to patients           |
| Lake County Haven              | Libertyville | IL | 12,500 | To provide transitional shelter, housing, case management and other services to homeless women and their children                               |

|                                    |              |    |         |                                                                                                                                                    |
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| Lakeview Pantry                    | Chicago      | IL | 10,000  | For operating support as number of clients and their needs increases in difficult economy                                                          |
| Lakeview Pantry                    | Chicago      | IL | 1,000   | Directors' discretionary or matching grant                                                                                                         |
| Lambs Farm                         | Libertyville | IL | 25,000  | For programs and services through which developmentally disabled adults are offered opportunities to gain increased independence and pride         |
| Learning Ally                      | Princeton    | NJ | 10,000  | To provide services to students with print-related disabilities that promote personal achievement when access and reading are barriers to learning |
| Leo High School                    | Chicago      | IL | 25,000  | To provide financial assistance to students                                                                                                        |
| Leo High School                    | Chicago      | IL | 1,000   | Directors' discretionary or matching grant                                                                                                         |
| Let Haiti Live                     | Scranton     | PA | 500     | Directors' discretionary or matching grant                                                                                                         |
| Leukemia Research Fdn.             | Wilmette     | IL | 10,000  | To support financial assistance program that provides reimbursement for medical expenses to patients battling blood cancer                         |
| Lewis University                   | Romeoville   | IL | 15,000  | To provide scholarship support for students in SUCCESS program, an academic and personal support program                                           |
| Lexington College                  | Chicago      | IL | 10,000  | To support organizational infrastructure that teaches students and parents about opportunities for financial assistance, applying to the college   |
| Light Center Fdn.                  | Union        | IL | 5,000   | To help offset costs of providing equine and animal-assisted therapeutic activities for challenged and at-risk youths                              |
| Lincoln Park Comm. Shelter         | Chicago      | IL | 10,000  | To support four interim housing and comprehensive social services programs                                                                         |
| Lincoln Park Zoo                   | Chicago      | IL | 50,000  | To continue to offer free admission, conduct conservation research, create engaging educational programs, provide outstanding care to the animals  |
| Literature for All of Us           | Evanston     | IL | 10,000  | To support award-winning reading and writing program for at-risk youths                                                                            |
| Little Brothers/Friends of Elderly | Chicago      | IL | 10,000  | To support programs and services that alleviate loneliness and improve quality of life for 1,400 elderly persons                                   |
| Loyola Academy                     | Wilmette     | IL | 50,000  | To complete retrofitting classrooms with BrightLink interactive projectors                                                                         |
| Loyola Academy                     | Wilmette     | IL | 50,000  | To complete retrofitting of classrooms with BrightLink interactive projectors                                                                      |
| Loyola Academy                     | Chicago      | IL | 1,500   | Directors' discretionary or matching grant                                                                                                         |
| Loyola Academy                     | Chicago      | IL | 3,000   | Directors' discretionary or matching grant                                                                                                         |
| Loyola University of Chgo          | Chicago      | IL | 100,000 | To support LU-CHOICE teachers' tuition and training, and Center for Catholic School Effectiveness                                                  |

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| Loyola University of Chgo          | Chicago      | IL | 1,000  | Directors' discretionary or matching grant                                                                                                     |
| Loyola University of Chgo          | Chicago      | IL | 2,500  | Directors' discretionary or matching grant                                                                                                     |
| Loyola University of Chgo          | Chicago      | IL | 5,000  | Directors' discretionary or matching grant                                                                                                     |
| Loyola University of Chgo          | Chicago      | IL | 3,000  | Directors' discretionary or matching grant                                                                                                     |
| Loyola University of Chgo          | Chicago      | IL | 10,000 | Directors' discretionary or matching grant                                                                                                     |
| Lumen Christi Instit.              | Chicago      | IL | 10,000 | To support Catholic Scholars Program that includes conferences on Economics and Catholic Social Thought, Christian Legal Thought               |
| Lutheran Social Svcs./IL           | Des Plaines  | IL | 15,000 | To support Connections services that include maintaining family contact throughout incarceration, providing support to caregivers and families |
| Lutheran Social Svcs /IL           | Chicago      | IL | 500    | Directors' discretionary or matching grant                                                                                                     |
| Lydia Home Assoc.                  | Chicago      | IL | 15,000 | To support Safe Families program that helps prevent child abuse and neglect in families experiencing crisis situations                         |
| Lyric Opera of Chicago             | Chicago      | IL | 15,000 | To support Education and Community-Engagement Programs to benefit 60,000 students from third grade through high school during 2012-2013 season |
| Lyric Opera of Chicago             | Chicago      | IL | 7,000  | Directors' discretionary or matching grant                                                                                                     |
| Main Stay Therapeutic Riding Prog. | Richmond     | IL | 11,500 | For group programming project to engage people with cognitive, social, emotional and behavioral challenges with healing power of the horse     |
| Make-A-Wish Fdn. of IL             | Chicago      | IL | 5,000  | To sponsor a higher than average cost wish                                                                                                     |
| Maria High School                  | Chicago      | IL | 25,000 | To support scholarships to eligible Brach Scholars, and emergency funding in event a Brach Scholar suffers hardships                           |
| Marillac Social Cntr.              | Chicago      | IL | 25,000 | To support Hope Junior, an academic enrichment, social and recreational program                                                                |
| Marillac Social Cntr               | Chicago      | IL | 500    | Directors' discretionary or matching grant                                                                                                     |
| Maryknoll Sisters                  | Chicago      | IL | 1,000  | Directors' discretionary or matching grant                                                                                                     |
| Maryville Academy                  | Des Plaines  | IL | 50,000 | To support crisis nursery that provides free short-term shelter for young children of families dealing with crises such as medical emergencies |
| Maryville Academy                  | Des Plaines  | IL | 1,000  | Directors' discretionary or matching grant                                                                                                     |
| Medical Missionary Sisters         | Philadelphia | PA | 1,000  | Directors' discretionary or matching grant                                                                                                     |

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| Menno Haven                     | Tiskalawa  | IL | 500     | Directors' discretionary or matching grant                                                                                                   |
| Mercy and Compassion Ministries | Chicago    | IL | 5,000   | Directors' discretionary or matching grant                                                                                                   |
| Mercy Home for Boys & Girls     | Chicago    | IL | 20,000  | To support Friends First mentoring program that matches at-risk kids in community with positive and stable mentors                           |
| Mercy Housing Lakefront         | Chicago    | IL | 50,000  | For operating support of efforts to develop or preserve affordable housing options for working families, formerly homeless adults, seniors   |
| Michael F Bonamarte III Fdn     | Chicago    | IL | 2,500   | Directors' discretionary or matching grant                                                                                                   |
| Michael F Bonamarte III Fdn     | Chicago    | IL | 2,500   | Directors' discretionary or matching grant                                                                                                   |
| Midtown Educational Fdn.        | Chicago    | IL | 20,000  | For after-school programs that provide character education, tutoring, mentoring and extracurricular opportunities for at-risk students       |
| Midtown Educational Fdn         | Chicago    | IL | 17,000  | Directors' discretionary or matching grant                                                                                                   |
| Midtown Educational Fdn         | Chicago    | IL | 10,000  | Directors' discretionary or matching grant                                                                                                   |
| Mikva Challenge                 | Chicago    | IL | 10,000  | For operating support to continue expanding action civics programming in Chicago and beyond                                                  |
| Miles Jesu                      | Chicago    | IL | 5,000   | To cover cost of installation of fifteen superior-quality replacement windows at the residence                                               |
| Milestone, Inc.                 | Loves Park | IL | 15,000  | To help offset costs of new program to deliver dental care not covered by insurance or Medicaid, or for patients with no payment source      |
| Millennium Park Inc.            | Chicago    | IL | 9,000   | Directors' discretionary or matching grant                                                                                                   |
| Misericordia                    | Chicago    | IL | 100,000 | For programs that challenge children and adults with developmental disabilities to live as independently as possible regardless of abilities |
| Misericordia                    | Chicago    | IL | 3,000   | Directors' discretionary or matching grant                                                                                                   |
| Misericordia                    | Chicago    | IL | 1,000   | Directors' discretionary or matching grant                                                                                                   |
| Misericordia                    | Chicago    | IL | 3,500   | Directors' discretionary or matching grant                                                                                                   |
| Misericordia                    | Chicago    | IL | 350     | Directors' discretionary or matching grant                                                                                                   |
| Misericordia                    | Chicago    | IL | 12,500  | Directors' discretionary or matching grant                                                                                                   |
| Mission Circle #112             | Westcliff  | CO | 2,500   | Directors' discretionary or matching grant                                                                                                   |

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| Montini H.S.                        | Lombard    | IL | 10,000 | For San Miguel Scholarship fund that provides financial aid to students in need                                                                   |
| Morality In Media                   | Washington | DC | 5,000  | To support Safe Schools, Safe Libraries Project, a grassroots campaign to work with parent-activists to change policies                           |
| Morality In Media                   | Washington | DC | 5,000  | Directors' discretionary or matching grant                                                                                                        |
| Morton Arboretum                    | Lisle      | IL | 10,000 | For youth education programming that will promote science education and instill appreciation for value of trees, nature and the environment       |
| Morton Arboretum                    | Lisle      | IL | 1,000  | Directors' discretionary or matching grant                                                                                                        |
| Most Blessed Trinity Academy        | Waukegan   | IL | 15,000 | To support general programs K-8                                                                                                                   |
| Mother McAuley H.S.                 | Chicago    | IL | 25,000 | For iPad2 mobile learning lab and extensive training for cadre of teachers                                                                        |
| Mount Carmel H.S.                   | Chicago    | IL | 25,000 | For program for students with mild learning disabilities who have college potential and require certain accommodations to achieve their potential |
| Mount St. Mary's Abbey              | Wrentham   | MA | 15,000 | To support building of solid canopy for entrance to monastery gift-shop                                                                           |
| Mount St. Mary's Abbey              | Wrentham   | MA | 1,000  | Directors' discretionary or matching grant                                                                                                        |
| Mundelein Seminary                  | Mundelein  | IL | 300    | Directors' discretionary or matching grant                                                                                                        |
| Museum of Contemp. Art              | Chicago    | IL | 10,000 | To support free art education programs for students, including artist-led school tours, hands-on Creation Labs, and Off the Beaten Path Tours     |
| Museum of Science & Industry        | Chicago    | IL | 5,000  | Directors' discretionary or matching grant                                                                                                        |
| Museum of Science & Industry        | Chicago    | IL | 4,500  | Directors' discretionary or matching grant                                                                                                        |
| National Center for the Laity       | Chicago    | IL | 500    | Directors' discretionary or matching grant                                                                                                        |
| National Center for the Laity       | Chicago    | IL | 500    | Directors' discretionary or matching grant                                                                                                        |
| National Center for the Laity       | Chicago    | IL | 500    | Directors' discretionary or matching grant                                                                                                        |
| National Multiple Sclerosis Society | Chicago    | IL | 1,500  | Directors' discretionary or matching grant                                                                                                        |
| National-Louis Univ.                | Chicago    | IL | 10,000 | For scholarship support for underserved students with severe learning disabilities                                                                |
| Natl. Anti-Vivisection Soc.         | Chicago    | IL | 15,000 | For partial costs associated with writing, developing, printing, mailing and fulfillment of the Animal Action Report, a seasonal newsletter       |

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|-----------------------------------|---------------|----|--------|------------------------------------------------------------------------------------------------------------------------------------------------------|
| Natl. Braille Press               | Boston        | MA | 10,000 | To support Hands On! Books for Blind Children that is a set of literacy programs that seeks to empower blind children                                |
| Natl. Latino Educ. Instit.        | Chicago       | IL | 10,000 | To support Bilingual Medical Assistant vocational training program providing skills training to Spanish/English bilingual individuals                |
| Natl. Org. For Marriage Education | Washington    | Dc | 4,000  | Directors' discretionary or matching grant                                                                                                           |
| Nazareth Academy                  | LaGrange Park | IL | 10,000 | To replace entire supply of multimedia projectors in 39 classrooms, plus 6 additional units for back-up purposes                                     |
| Network Education Fund            | Washington    | DC | 3,000  | Directors' discretionary or matching grant                                                                                                           |
| New Ethos                         | Chicago       | IL | 2,500  | Directors' discretionary or matching grant                                                                                                           |
| New Ethos                         | Chicago       | IL | 2,500  | Directors' discretionary or matching grant                                                                                                           |
| Night Ministry                    | Chicago       | IL | 25,000 | For Response Ability Pregnant and Parenting Program that provides vital shelter and support services to homeless pregnant and parenting youths       |
| Northeast IL Cncl. Boy Scouts     | Highland Park | IL | 5,000  | To assist in constructing dining lodge at Camp Ma-Ka-Ja-Wan                                                                                          |
| Northeast IL Cncl. Boy Scouts     | Highland Park | IL | 5,000  | Directors' discretionary or matching grant                                                                                                           |
| Northern IL Food Bank             | Geneva        | IL | 25,000 | For construction of walk-in cooler on dock at Food Distribution Center to enable more efficient distribution of fresh produce and refrigerated foods |
| Northern IL Food Bank             | Chicago       | IL | 1,000  | Directors' discretionary or matching grant                                                                                                           |
| Northside Cath. Academy           | Chicago       | IL | 25,000 | To create resource room with materials that meet needs of students in math and reading in response to mandate and model, expand technology           |
| Northside Cath. Academy           | Chicago       | IL | 30,000 | Directors' discretionary or matching grant                                                                                                           |
| Northwestern University           | Chicago       | IL | 1,000  | Directors' discretionary or matching grant                                                                                                           |
| Notre Dame H.S./Boys              | Niles         | IL | 25,000 | To support need-based tuition awards for Saint Andre Scholar Program for students who have documented learning challenges                            |
| Notre Dame H.S./Girls             | Chicago       | IL | 25,000 | To replace old technology and infuse curriculum with new forms of technology, provide in-house scholarships, cover book fees for freshmen            |
| Notre Dame University             | Notre Dame    | IN | 25,000 | To enhance ACE summer school program that assists community, and ACE teachers and alumni                                                             |
| Nurturing Network                 | Saint Helena  | CA | 10,000 | To expand resources and empower women facing unplanned pregnancy to continue their educational efforts                                               |
| Office of Immigrant Affairs       | Washington    | DC | 1,000  | Directors' discretionary or matching grant                                                                                                           |

|                                          |           |    | For operating expenses incurred to provide free, quality health care to increasing base of uninsured patients who may also be unemployed |                                                                                                                         |
|------------------------------------------|-----------|----|------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------|
| Old Irving Park Comm. Clinic             | Chicago   | IL | 10,000                                                                                                                                   |                                                                                                                         |
| Old St Patrick's Church                  | Chicago   | IL | 750                                                                                                                                      | Directors' discretionary or matching grant                                                                              |
| Onward Neighborhood House                | Chicago   | IL | 10,000                                                                                                                                   | To support after-school program for children from low-income families                                                   |
| Onward Neighborhood House                | Chicago   | IL | 3,000                                                                                                                                    | Directors' discretionary or matching grant                                                                              |
| Orphans of the Storm                     | Deerfield | IL | 10,000                                                                                                                                   | To provide for operating expenses for animal shelter                                                                    |
| Orphans of the Storm                     | Deerfield | IL | 5,000                                                                                                                                    | Directors' discretionary or matching grant                                                                              |
| Orphans of the Storm                     | Deerfield | IL | 5,000                                                                                                                                    | Directors' discretionary or matching grant                                                                              |
| Orphans of the Storm                     | Deerfield | IL | 10,000                                                                                                                                   | Directors' discretionary or matching grant                                                                              |
| Our Lady of Grace Schl.                  | Chicago   | IL | 10,000                                                                                                                                   | To re-wire and upgrade fire annunciator panel to eliminate possibility of electrical fire and ensure safety of students |
| Our Lady of Mount Carmel Academy         | Chicago   | IL | 25,000                                                                                                                                   | To acquire materials, books and technology to implement newly written Science and Social Studies inquiry units          |
| Our Lady of Mount Carmel Academy         | Chicago   | IL | 25,000                                                                                                                                   | To upgrade technology in both tech lab and in classrooms, providing teachers with tools they need                       |
| Our Lady of Mount Carmel Academy         | Chicago   | IL | 300                                                                                                                                      | Directors' discretionary or matching grant                                                                              |
| Our Lady of Mount Carmel Academy         | Chicago   | IL | 5,000                                                                                                                                    | Directors' discretionary or matching grant                                                                              |
| Our Lady of Mount Carmel Academy         | Chicago   | IL | 2,000                                                                                                                                    | Directors' discretionary or matching grant                                                                              |
| Our Lady of Mount Carmel Church          | Chicago   | IL | 1,500                                                                                                                                    | Directors' discretionary or matching grant                                                                              |
| Our Lady of Mount Carmel Church          | Chicago   | IL | 1,500                                                                                                                                    | Directors' discretionary or matching grant                                                                              |
| Our Lady of Tepeyac H.S.                 | Chicago   | IL | 35,000                                                                                                                                   | To support continued growth of development, marketing and recruitment efforts                                           |
| Our Lady of Tepeyac H.S.                 | Chicago   | IL | 1,500                                                                                                                                    | Directors' discretionary or matching grant                                                                              |
| Our Lady of Tepeyac H.S.                 | Chicago   | IL | 1,000                                                                                                                                    | Directors' discretionary or matching grant                                                                              |
| Our Lady of the Assumption Church Beloit |           | WI | 1,000                                                                                                                                    | Directors' discretionary or matching grant                                                                              |

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| Our Lady of the Assumption Church | Beloit     | WI | 1,000  | Directors' discretionary or matching grant                                                                                                        |
| Our Lady of the Brook Church      | Northbrook | IL | 15,000 | To expand High School Educational Transition and Adult Education Whole Community Life-Long Learning programs; buy related materials               |
| Our Lady of the Brook Church      | Northbrook | IL | 20,000 | Directors' discretionary or matching grant                                                                                                        |
| Over The Rainbow Assoc.           | Evanston   | IL | 10,000 | To support Workforce Development Program for people with physical disabilities, with in-house job opportunities as one aspect of program          |
| Oxfam America                     | Boston     | MA | 500    | Directors' discretionary or matching grant                                                                                                        |
| PACCT Learning Cntr.              | Chicago    | IL | 15,000 | To support vocational services program serving young adults with severe autism by providing job training and placement in community settings      |
| PADS Lake Cnty                    | Lake City  | FL | 2,500  | Directors' discretionary or matching grant                                                                                                        |
| PADS Lake Cnty                    | Lake City  | FL | 2,500  | Directors' discretionary or matching grant                                                                                                        |
| Partners for Sacred Places        | Chicago    | IL | 15,000 | To help fund work of Chicago Regional Office, such as expand impact of New Dollars/New Partners training, leverage new projects                   |
| Pathways Center                   | Glenview   | IL | 22,500 | For equipment and materials to create natural play/functional activity and environment to foster learning to address functional delays in clients |
| Peace Corner                      | Chicago    | IL | 15,000 | For operating support to provide safe haven and neutral center for youths in community plagued by gangs, drugs, crime and violence                |
| Pegasus Farm                      | Hartville  | OH | 10,000 | Directors' discretionary or matching grant                                                                                                        |
| Peggy Notebaert Nature Museum     | Chicago    | IL | 15,000 | To continue after-school science and nature program at five underserved schools                                                                   |
| Performing Animal Welf. Soc.      | Galt       | CA | 25,000 | To support construction of hay barn in captive wildlife sanctuary                                                                                 |
| Pittsburgh Zoo & Aquarium         | Pittsburgh | PA | 10,000 | To support Sea Turtle Second Chance program to rehabilitate sick or injured sea turtles for release into the wild                                 |
| Poder Learning Cntr.              | Chicago    | IL | 15,000 | For English as Second Language and Computer Training program, and Oprim-1 pilot employment and job training program                               |
| Poder Learning Cntr.              | Chicago    | IL | 1,000  | Directors' discretionary or matching grant                                                                                                        |
| Police Chaplains Ministry         | Chicago    | IL | 10,000 | To send packages to Chicago Police Officers serving in Iraq and Afghanistan, and support Gold Star Family Cruise                                  |
| Pope John Paul II Schl.           | Chicago    | IL | 10,000 | To support and grow school's Science, Technology, Engineering and Mathematics initiative that will focus on educator development                  |
| Pritzker Military Library         | Chicago    | IL | 500    | Directors' discretionary or matching grant                                                                                                        |

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| Providence St. Mel Schl.       | Chicago      | IL | 10,000 | To support scholarship fund                                                                                                                       |
| Public Interest Law Initiative | Chicago      | IL | 10,000 | To support two Law Student Internship Positions to provide legal services to or on behalf of children and disabled persons                        |
| Queen of Angels Schl.          | Chicago      | IL | 10,000 | To support program that provides services to students with diagnosed learning disabilities, and also provides services for gifted students        |
| Queen of Peace H.S.            | Burbank      | IL | 20,000 | To help provide scholarships for students in good academic standing whose families are experiencing severe financial need                         |
| Queen of Peace H S             | Chicago      | IL | 1,000  | Directors' discretionary or matching grant                                                                                                        |
| Rainbow Hospice                | Mt. Prospect | IL | 10,000 | To purchase new beds for inpatient hospice facility                                                                                               |
| Reason for Our Hope Fdn        | Erie         | PA | 2,000  | Directors' discretionary or matching grant                                                                                                        |
| Red Cloud Indian Schl.         | Pine Ridge   | SD | 35,000 | To support Spiritual Formation-Spirit of Service program for Lakota students for 2011-2012 academic year                                          |
| Red Cloud Indian Schl.         | Pine Ridge   | SD | 40,000 | To support salary, benefits, supplies of teacher for Spiritual Formation Program for Lakota students for 2012-2013 academic year                  |
| Red Cloud Indian Schl          | Pine Ridge   | SD | 1,500  | Directors' discretionary or matching grant                                                                                                        |
| Red Cloud Indian Schl          | Pine Ridge   | SD | 2,000  | Directors' discretionary or matching grant                                                                                                        |
| Regina Dominican H.S.          | Wilmette     | IL | 25,000 | For need-based scholarships for students who would otherwise not be able to afford the tuition                                                    |
| Regina Dominican H S           | Wilmette     | IL | 1,000  | Directors' discretionary or matching grant                                                                                                        |
| Regis College                  | Weston       | MA | 1,000  | Directors' discretionary or matching grant                                                                                                        |
| Regis College                  | Weston       | MA | 750    | Directors' discretionary or matching grant                                                                                                        |
| Resurrection Project           | Chicago      | IL | 10,000 | To support general operations, and community development and engagement initiatives                                                               |
| Roseland Training Cntr.        | Chicago      | IL | 15,000 | To support Tutors' Stipends program for tutors of disadvantaged children with learning disabilities, and toward purchase of building              |
| Roseland Training Cntr         | Chicago      | IL | 500    | Directors' discretionary or matching grant                                                                                                        |
| S.M.I.L.E.S., Inc.             | Darien       | WI | 25,000 | For annual care of 25 horses used in therapeutic riding program, and for instructors' salaries and educational services for special needs persons |
| Sacred Heart Southern Missions | Walls        | Ms | 1,000  | Directors' discretionary or matching grant                                                                                                        |

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| Salvation Army/Metro Div.                    | Chicago        | IL | 5,000  | To support Learning Academy Program that offers academic enrichment to area teens in safe environment                                       |
| San Miguel Febres Cordero Schl.              | Chicago        | IL | 25,000 | To support two middle schools, and Family and Graduate Support Programs                                                                     |
| Sarah's Circle                               | Chicago        | IL | 10,000 | For operating support to provide housing assistance, life necessities, and services to women who are homeless or at-risk of homelessness    |
| Save the Manatee Club                        | Maitland       | FL | 25,000 | To sustain and expand life-saving manatee conservation programs                                                                             |
| Second Sense                                 | Chicago        | IL | 15,000 | To assist in fundings of vision loss programs                                                                                               |
| Seton Academy                                | South Holland  | IL | 25,000 | To support financial aid/scholarship programs for students, particularly upperclassmen, so they can complete their four years               |
| Seton Academy                                | South Holland  | IL | 1,000  | Directors' discretionary or matching grant                                                                                                  |
| Shellbourne Conference Center                | Valparaiso     | IN | 2,000  | Directors' discretionary or matching grant                                                                                                  |
| Sisterhouse                                  | Chicago        | IL | 10,000 | To provide operating support for homeless shelter for women seeking recovery from substance abuse and their former illegal lifestyles       |
| Sisters of Charity, BVM                      | Chicago        | IL | 2,500  | Directors' discretionary or matching grant                                                                                                  |
| Sisters of Charity, BVM                      | Chicago        | IL | 2,500  | Directors' discretionary or matching grant                                                                                                  |
| Sisters of Christian Charity                 | Chicago        | IL | 1,000  | Directors' discretionary or matching grant                                                                                                  |
| Sisters of Christian Charity                 | Chicago        | IL | 10,000 | Directors' discretionary or matching grant                                                                                                  |
| Sisters of Christian Charity                 | Chicago        | IL | 5,000  | Directors' discretionary or matching grant                                                                                                  |
| Soc. St. Vincent de Paul/Belleville          | East St. Louis | IL | 10,000 | To help meet operating costs of providing vital services to the poor and marginalized with soup kitchen, thrift store and mobile soup buses |
| Soc St Vincent de Paul/Belleville Belleville | Chicago        | IL | 1,000  | Directors' discretionary or matching grant                                                                                                  |
| SOS Children's Villages IL                   | Chicago        | IL | 5,000  | To reunite siblings in foster care and provide comprehensive educational, recreational and therapeutic services                             |
| South Chgo Art Cntr.                         | Chicago        | IL | 10,000 | To provide six-week, in-school visual arts classes for students in grades 1-5, a workshop for grades 6-8, and free after-school program     |
| South Chgo Art Cntr                          | Chicago        | IL | 500    | Directors' discretionary or matching grant                                                                                                  |
| Southwest Chgo PADS                          | Chicago        | IL | 10,000 | For salary support for case management program for persons who are homeless or in danger of becoming homeless                               |

|                                |             |    |        |                                                                                                                                             |
|--------------------------------|-------------|----|--------|---------------------------------------------------------------------------------------------------------------------------------------------|
| Southwest Chgo PADS            | Chicago     | IL | 500    | Directors' discretionary or matching grant                                                                                                  |
| Special Olympics IL            | Normal      | IL | 8,000  | To support sports training and competition opportunities benefiting children and adult athletes with intellectual disabilities              |
| Spina Bifida Assoc./IL         | Chicago     | IL | 10,000 | To support Play Date Program at Shriners Hospital that is designed for infants, toddlers and pre-schoolers with spina bifida                |
| St. Agnes Parish               | Arlington   | MA | 4,000  | Directors' discretionary or matching grant                                                                                                  |
| St. Aloysius Parish            | Chicago     | IL | 10,000 | To serve growing number of people who come for help, as well as to provide continued training for employees and core group of volunteers    |
| St. Andrew Catholic Church     | Stuart      | FL | 25,000 | To support Catholic school education, and religious education                                                                               |
| St. Andrew Catholic Church     | Stuart      | FL | 20,000 | Directors' discretionary or matching grant                                                                                                  |
| St. Benedict Catholic School   | Blue Island | IL | 1,000  | Directors' discretionary or matching grant                                                                                                  |
| St. Bernard Hospital           | Chicago     | IL | 15,000 | To support Dental Center that provides oral care, both prevention and treatment, to low-income children and adults                          |
| St. Catherine of Sienna Parish | Wake forest | CS | 10,000 | Directors' discretionary or matching grant                                                                                                  |
| St. Catherine of Sienna Parish | Wake forest | SC | 1,000  | Directors' discretionary or matching grant                                                                                                  |
| St. Columbanus Parish          | Chicago     | IL | 15,000 | To subsidize operating costs of food pantry, including food, grocery bags and utilities                                                     |
| St. Columbanus Parish          | Chicago     | IL | 1,000  | Directors' discretionary or matching grant                                                                                                  |
| St. Columbanus Parish          | Chicago     | IL | 2,000  | Directors' discretionary or matching grant                                                                                                  |
| St. Dorothy School             | Chicago     | IL | 10,000 | To support Teacher's Aide Program, and for new Fire Alarm System to ensure safety of students                                               |
| St. Frances of Rome Schl       | Cicero      | IL | 5,000  | To provide tuition assistance for students from families that demonstrate financial need                                                    |
| St. Francis de Sales H.S.      | Chicago     | IL | 25,000 | To provide financial assistance to students from economically disadvantaged families                                                        |
| St. Francis H.S.               | Wheaton     | IL | 10,000 | To install high speed telecommunications lines to support required levels of internet access for classroom instruction and computer lab use |
| St. Gertrude Church            | Chicago     | IL | 5,000  | Directors' discretionary or matching grant                                                                                                  |
| St. Gertrude's Church          | Chicago     | IL | 1,000  | Directors' discretionary or matching grant                                                                                                  |

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|----------------------------------|-------------|----|--------|--------------------------------------------------------------------------------------------------------------------------------------------|
| St. Gregory the Great H.S.       | Chicago     | IL | 25,000 | To support tuition assistance program                                                                                                      |
| St. Ignatius College Prep        | Chicago     | IL | 50,000 | For re-construction of area on west side of 1895 school building into four classrooms specially set up for audio-visual presentations      |
| St. Ignatius College Prep        | Chicago     | IL | 50,000 | To help underwrite re-construction of the floors of six science classrooms in McLaughlin Center                                            |
| St. Ignatius College Prep        | Chicago     | IL | 5,000  | Directors' discretionary or matching grant                                                                                                 |
| St. Ignatius College Prep        | Chicago     | IL | 20,000 | Directors' discretionary or matching grant                                                                                                 |
| St. Ita's Church                 | Chicago     | IL | 2,000  | Directors' discretionary or matching grant                                                                                                 |
| St. Ita's Church                 | Chicago     | IL | 1,000  | Directors' discretionary or matching grant                                                                                                 |
| St. James Cathed. Counsel. Cntr. | Chicago     | IL | 15,000 | To provide therapy sessions that will help relieve suffering of people with mental health issues                                           |
| St. James on Wabash Parish       | Chicago     | IL | 10,000 | To sustain work of Social Outreach Ministry to serve the working poor and aged in the community                                            |
| St. James on Wabash Parish       | Chicago     | IL | 1,000  | Directors' discretionary or matching grant                                                                                                 |
| St. James School                 | Highwood    | IL | 10,000 | To provide tuition assistance through Military Family, San Juan Diego and Fr. Curielli scholarship programs for financially needy families |
| St. John Berchmans Church        | Chicago     | IL | 10,000 | To purchase and install fifteen energy efficient thermo pane windows in school building, and related support system and masonry work       |
| St. Joseph College Seminary      | Rensselaer  | IN | 2,000  | Directors' discretionary or matching grant                                                                                                 |
| St. Joseph H.S.                  | Westchester | IL | 25,000 | To help fund financial assistance program for designated needy students in 2011-2012 academic term                                         |
| St. Joseph Services              | Chicago     | IL | 15,000 | To support expansion of facility to accommodate demand for after-school program, new curriculum for adult computer literacy                |
| St. Joseph Services              | Chicago     | IL | 500    | Directors' discretionary or matching grant                                                                                                 |
| St. Joseph's College             | Rensselaer  | IN | 25,000 | To strengthen P-12 teacher preparation through implementation of research-based co-teaching model                                          |
| St. Joseph's Home / Elderly      | Palatine    | IL | 10,000 | To automate two internal doors and two external doors into residence for the elderly poor in order to increase safety and ease of mobility |
| St. Joseph's Parish              | Chicago     | IL | 1,000  | Directors' discretionary or matching grant                                                                                                 |
| St. Labre Indian School          | Ashland     | MT | 1,000  | Directors' discretionary or matching grant                                                                                                 |

|                            |             |    |        |                                                                                                                                 |
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| St Leonard's Ministries    | Chicago     | IL | 500    | Directors' discretionary or matching grant                                                                                      |
| St. Martin de Porres House | Chicago     | IL | 25,000 | For operating expenses in providing recovering women with skills to live sober, maintain gainful employment, live independently |
| St Martin de Porres House  | Chicago     | IL | 500    | Directors' discretionary or matching grant                                                                                      |
| St. Mary of the Lake Schl. | Chicago     | IL | 10,000 | To hire Director of Special Programs                                                                                            |
| St Mary of the Lake Schl   | Chicago     | IL | 500    | Directors' discretionary or matching grant                                                                                      |
| St Mary's Parish           | Lake Forest | IL | 250    | Directors' discretionary or matching grant                                                                                      |
| St Mary's Parish           | Lake Forest | IL | 250    | Directors' discretionary or matching grant                                                                                      |
| St. Mary's Parish          | Lake Forest | IL | 250    | Directors' discretionary or matching grant                                                                                      |
| St Mary's Parish           | Lake Forest | IL | 250    | Directors' discretionary or matching grant                                                                                      |
| St Mary's Parish           | Lake Forest | IL | 500    | Directors' discretionary or matching grant                                                                                      |
| St Mary's Parish           | Lake Forest | IL | 250    | Directors' discretionary or matching grant                                                                                      |
| St Mary's Parish           | Lake Forest | IL | 250    | Directors' discretionary or matching grant                                                                                      |
| St Mary's Parish           | Lake Forest | IL | 250    | Directors' discretionary or matching grant                                                                                      |
| St Mary's Parish           | Lake Forest | IL | 250    | Directors' discretionary or matching grant                                                                                      |
| St Mary's Parish           | Lake Forest | IL | 250    | Directors' discretionary or matching grant                                                                                      |
| St Mary's Parish           | Lake Forest | IL | 250    | Directors' discretionary or matching grant                                                                                      |
| St Mary's Parish           | Lake Forest | IL | 250    | Directors' discretionary or matching grant                                                                                      |
| St Mary's Parish           | Lake Forest | IL | 250    | Directors' discretionary or matching grant                                                                                      |
| St Mary's Parish           | Lake Forest | IL | 250    | Directors' discretionary or matching grant                                                                                      |
| St Mary's Parish           | Lake Forest | IL | 500    | Directors' discretionary or matching grant                                                                                      |
| St Mary's Parish           | Lake Forest | IL | 500    | Directors' discretionary or matching grant                                                                                      |

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|-------------------|-------------|----|--------|--------------------------------------------------------------------------------------------|
| St Mary's Parish  | Lake Forest | IL | 500    | Directors' discretionary or matching grant                                                 |
| St Mary's Parish  | Lake Forest | IL | 500    | Directors' discretionary or matching grant                                                 |
| St Mary's Parish  | Lake Forest | IL | 250    | Directors' discretionary or matching grant                                                 |
| St Mary's Parish  | Lake Forest | IL | 250    | Directors' discretionary or matching grant                                                 |
| St Mary's Parish  | Lake Forest | IL | 250    | Directors' discretionary or matching grant                                                 |
| St Mary's Parish  | Lake Forest | IL | 250    | Directors' discretionary or matching grant                                                 |
| St Mary's Parish  | Lake Forest | IL | 250    | Directors' discretionary or matching grant                                                 |
| St Mary's Parish  | Lake Forest | IL | 500    | Directors' discretionary or matching grant                                                 |
| St Mary's Parish  | Lake Forest | IL | 250    | Directors' discretionary or matching grant                                                 |
| St Mary's Parish  | Lake Forest | IL | 250    | Directors' discretionary or matching grant                                                 |
| St Mary's Parish  | Lake Forest | IL | 250    | Directors' discretionary or matching grant                                                 |
| St Mary's Parish  | Lake Forest | IL | 250    | Directors' discretionary or matching grant                                                 |
| St Mary's Parish  | Lake Forest | IL | 300    | Directors' discretionary or matching grant                                                 |
| St Mary's Parish  | Lake Forest | IL | 500    | Directors' discretionary or matching grant                                                 |
| St Mary's Parish  | Lake Forest | IL | 500    | Directors' discretionary or matching grant                                                 |
| St Mary's Parish  | Lake Forest | IL | 500    | Directors' discretionary or matching grant                                                 |
| St. Patrick H.S.  | Chicago     | IL | 25,000 | To replace and update computer stations in school's library computer lab and work stations |
| St Patrick H.S.   | Chicago     | IL | 1,500  | Directors' discretionary or matching grant                                                 |
| St Patrick H S    | Chicago     | IL | 1,500  | Directors' discretionary or matching grant                                                 |
| St Patrick Parish | Chicago     | IL | 2,000  | Directors' discretionary or matching grant                                                 |

|                                    |         |    |        |                                                                                                                                     |
|------------------------------------|---------|----|--------|-------------------------------------------------------------------------------------------------------------------------------------|
| St. Patrick Parish                 | Chicago | IL | 1,000  | Directors' discretionary or matching grant                                                                                          |
| St. Patrick Parish                 | Chicago | IL | 1,000  | Directors' discretionary or matching grant                                                                                          |
| St. Patrick Parish                 | Chicago | IL | 600    | Directors' discretionary or matching grant                                                                                          |
| St. Patrick Parish                 | Chicago | IL | 1,000  | Directors' discretionary or matching grant                                                                                          |
| St. Patrick Parish                 | Chicago | IL | 500    | Directors' discretionary or matching grant                                                                                          |
| St. Patrick Parish                 | Chicago | IL | 1,500  | Directors' discretionary or matching grant                                                                                          |
| St. Patrick Parish                 | Chicago | IL | 2,500  | Directors' discretionary or matching grant                                                                                          |
| St. Peter's Church in the Loop     | Chicago | IL | 49,500 | To complete church renovations and improvements, such as clean and repair floors in nave, refurbish interior and exterior doors     |
| St. Peter's Church in the Loop     | Chicago | IL | 1,000  | Directors' discretionary or matching grant                                                                                          |
| St. Philip Neri Church             | Chicago | IL | 19,000 | To cut out and remove sealant from granite steps at various elevations of the church, install baker rod and seal joints             |
| St. Pius V Parish                  | Chicago | IL | 35,000 | To develop domestic violence and family strengthening programs for Hispanic families                                                |
| St. Pius V Parish                  | Chicago | IL | 500    | Directors' discretionary or matching grant                                                                                          |
| St. Rita of Cascia H.S.            | Chicago | IL | 25,000 | For student tuition assistance                                                                                                      |
| St. Scholastica Academy            | Chicago | IL | 25,000 | To help fund At-Risk Support Network that helps ensure that freshmen will graduate in four years and go on to college or university |
| St. Thomas of Canterbury Church    | Chicago | IL | 10,000 | To help staff food pantry and clothing room serving the poor of the area                                                            |
| St. Thomas of Canterbury Church    | Chicago | IL | 500    | Directors' discretionary or matching grant                                                                                          |
| St. Thomas of Canterbury Schl      | Chicago | IL | 25,000 | To support physical education instruction, and ESL coordinator                                                                      |
| St. Thomas of Canterbury Schl      | Chicago | IL | 500    | Directors' discretionary or matching grant                                                                                          |
| St. Thomas the Apostle Church      | Beloit  | WI | 1,000  | Directors' discretionary or matching grant                                                                                          |
| St. Thomas the Apostle Par /Beloit | Beloit  | WI | 15,000 | To fund part of salary of full-time Director of Hispanic Ministry                                                                   |

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|-------------------------------------|--------------|----|--------|-------------------------------------------------------------------------------------------------------------------------------------------------------------|
| St Vincent de Paul Cntr             | Chicago      | IL | 15,000 | To support Child Development Program that positively impacts the lives, health and futures of at-risk children from low-income families                     |
| St. Xavier University               | Chicago      | IL | 30,000 | To support program for diagnosis and treatment of communication disorders of children and adults, regardless of ability to pay                              |
| St Xavier University                | Chicago      | IL | 2,000  | Directors' discretionary or matching grant                                                                                                                  |
| Starboard Media Foundation          | Green Bay    | WI | 2,000  | Directors' discretionary or matching grant                                                                                                                  |
| Starboard Media Foundation          | Green Bay    | WI | 1,000  | Directors' discretionary or matching grant                                                                                                                  |
| Starboard Media Foundation          | Green Bay    | WI | 1,000  | Directors' discretionary or matching grant                                                                                                                  |
| Starboard Media Foundation          | Green Bay    | WI | 2,000  | Directors' discretionary or matching grant                                                                                                                  |
| States United to Prev. Gun Violence | Chicago      | IL | 5,000  | For operating expenses to provide staff oversight to strengthen 22 state-based gun violence prevention member organizations                                 |
| Steppenwolf Theatre                 | Chicago      | IL | 10,000 | For Steppenwolf for Young Adults educational outreach program that provides access to performing arts experiences and learning opportunities                |
| TASSC International                 | Washington   | DC | 2,000  | Directors' discretionary or matching grant                                                                                                                  |
| Teach For America                   | Chicago      | IL | 4,000  | Directors' discretionary or matching grant                                                                                                                  |
| Techno Serve                        | Norwalk      | CT | 500    | Directors' discretionary or matching grant                                                                                                                  |
| Texas Hearing & Service Dogs        | Austin       | TX | 10,000 | To provide veterinary care for newly adopted dogs, and for training and enrichment/quality of life                                                          |
| The 100 Club of Chicago             | Chicago      | IL | 2,250  | Directors' discretionary or matching grant                                                                                                                  |
| The American Ireland Fund           | Chicago      | IL | 1,000  | Directors' discretionary or matching grant                                                                                                                  |
| The Lost Tree Village Charitable F  | North Palm B | FL | 1,000  | Directors' discretionary or matching grant                                                                                                                  |
| The Marcy Miller Foundation         | Chicago      | IL | 1,000  | Directors' discretionary or matching grant                                                                                                                  |
| The Seeing Eye                      | Morristown   | NJ | 10,000 | To help cover cost of clinic supplies necessary to ensure health and welfare of dogs in Breeding Program                                                    |
| The Woodlawn Foundation             | New Rochelle | NY | 3,000  | Directors' discretionary or matching grant                                                                                                                  |
| Thomas More Soc.                    | Chicago      | IL | 15,000 | To support end-of-life document project that will produce legally robust and state-specific documents that are consistent with Catholic/Christian teachings |

| Thresholds                                    | Chicago        | IL  | 15,000                                     | children                                                                                                                                  | For Mothers' Project that provides services for young mothers with severe mental illness and their |
|-----------------------------------------------|----------------|-----|--------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------|
| Torture Abolition & Survivors Supp Washington | DC             | 500 | Directors' discretionary or matching grant |                                                                                                                                           |                                                                                                    |
| Trilogy, Inc.                                 | Chicago        | IL  | 15,000                                     | mental healthcare                                                                                                                         | To support salary of Latino Services Coordinator who oversees program that provides quality        |
| Trinity High School                           | River Forest   | IL  | 10,000                                     | To purchase gym equipment including stationary bikes, treadmills, elliptical, weights, floormats                                          |                                                                                                    |
| Trinity Hospital Twin City                    | Dennison       | OH  | 6,000                                      | Directors' discretionary or matching grant                                                                                                |                                                                                                    |
| Trinity Missions                              | Silver Springs | MD  | 1,000                                      | Directors' discretionary or matching grant                                                                                                |                                                                                                    |
| Trust for the National Mall                   | Washington     | DC  | 4,500                                      | Directors' discretionary or matching grant                                                                                                |                                                                                                    |
| Tuscarawas YMCA                               | Tuscarawas     | OH  | 5,000                                      | Directors' discretionary or matching grant                                                                                                |                                                                                                    |
| Uhlich Children's Advantage Net.              | Chicago        | IL  | 15,000                                     | fiscal year                                                                                                                               | To support UCAN Academy that is K-12th grade therapeutic day school serving students in 2012       |
| Union Hospital                                | Dovor          | OH  | 10,000                                     | Directors' discretionary or matching grant                                                                                                |                                                                                                    |
| United Way of Metro Chicago                   | Chicago        | IL  | 800                                        | Directors' discretionary or matching grant                                                                                                |                                                                                                    |
| United Way of Tuscarawas Cnty                 | Tuscarawas     | OH  | 10,000                                     | Directors' discretionary or matching grant                                                                                                |                                                                                                    |
| Univ. of Illinois Fdn                         | Champaign      | IL  | 4,500                                      | Directors' discretionary or matching grant                                                                                                |                                                                                                    |
| Univ. of St. Mary of the Lake                 | Mundelein      | IL  | 25,000                                     | To assist with project to equip dormitories with Automatic Fire Sprinkler Systems to ensure safety of seminarians                         |                                                                                                    |
| Uptown People's Law Cntr.                     | Chicago        | IL  | 10,000                                     | For general operating expenses connected with legal education and defense program for the poor, indigent and working                      |                                                                                                    |
| Urban Initiatives                             | Chicago        | IL  | 10,000                                     | Chicago Public Schools                                                                                                                    | To support Work to Play health and education soccer program that serves children in need in        |
| Victory 2000, Inc.                            | Wilmette       | IL  | 10,000                                     | To purchase and mail daily prayer books for prisoners and prison chaplains                                                                |                                                                                                    |
| Villa Guadalupe Senior Svcs.                  | Chicago        | IL  | 15,000                                     | To support expanded social services for seniors at two sites, offering health programs, exercise programs, meals and enriching activities |                                                                                                    |
| Volunteer Missionary Movement                 | Greendale      | WI  | 2,500                                      | Directors' discretionary or matching grant                                                                                                |                                                                                                    |
| West Sub. PADS                                | Maywood        | IL  | 10,000                                     | To support five closely integrated programs to end homelessness in community, including supportive housing, employment readiness          |                                                                                                    |

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|                                          |              |    |           |                                                                                                                                             |
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| William Ferris Chorale                   | Chicago      | IL | 10,000    | For operating support to continue creation and performance of contemporary choral compositions, and seldom-performed masterpieces           |
| William Ferris Chorale                   | Chicago      | IL | 1,000     | Directors' discretionary or matching grant                                                                                                  |
| Willow Springs Mennonite Church Tiskilwa |              | IL | 1,000     | Directors' discretionary or matching grant                                                                                                  |
| WINGS Program                            | Palatine     | IL | 15,000    | For Children & Family Services program that offers counseling and socialization to child survivors of domestic violence and homelessness    |
| WINGS Program                            | Palatine     | IL | 13,500    | Directors' discretionary or matching grant                                                                                                  |
| Witness for Peace                        | Washington   | DC | 1,500     | Directors' discretionary or matching grant                                                                                                  |
| Women's Treatment Cntr.                  | Chicago      | IL | 10,000    | For Crisis Nursery, an intensive on-site support service that provides 24-hour residential care for children while their mother is in Detox |
| Woodlawn Foundation                      | New Rochelle | NY | 3,000     | Directors' discretionary or matching grant                                                                                                  |
| Woodlawn Foundation                      | New Rochelle | NY | 1,500     | Directors' discretionary or matching grant                                                                                                  |
| WTTW Channel 11                          | Chicago      | IL | 10,000    | For support to continue to acquire, broadcast and produce quality science and nature programming for Chicago-area community                 |
| Wynncliff, Inc                           | Chicago      | IL | 5,000     | Directors' discretionary or matching grant                                                                                                  |
| <b>Total</b>                             |              |    | 6,362,450 |                                                                                                                                             |