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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 7/1/2012, and ending 6/30/2013

Name of foundation PEARL DIXON BALTHIS FDN TUA		A Employer identification number 56-6041570
Number and street (or P O box number if mail is not delivered to street address) Wells Fargo Bank N.A. Trust Tax Dept - 1 W 4th St 4th Floor MAC D4000-041		B Telephone number (see instructions) (888) 730-4933
City or town, state, and ZIP code Winston Salem NC 27101-3818		C If exemption application is pending, check here ☐
G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☒ Address change ☐ Name change		D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐
H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ 1,622,668		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐
J Accounting method. ☒ Cash ☐ Accrual ☐ Other (specify) _____		

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check ☒ if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	50,374	49,828		
	5 a Gross rents				
	b Net rental income or (loss)				
	6 a Net gain or (loss) from sale of assets not on line 10	183,584			
	b Gross sales price for all assets on line 6a	1,734,780			
	7 Capital gain net income (from Part IV, line 2)		183,584		
	8 Net short-term capital gain				
	9 Income modifications				
	10 a Gross sales less returns and allowances				
b Less: Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)					
12 Total. Add lines 1 through 11	233,958	233,412	0		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	13,439	10,079		3,360
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16 a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	750			750
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	1,212	680		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	1,731	1,731		
	24 Total operating and administrative expenses. Add lines 13 through 23	17,132	12,490	0	4,110
	25 Contributions, gifts, grants paid	88,000			88,000
26 Total expenses and disbursements. Add lines 24 and 25	105,132	12,490	0	92,110	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	128,826				
b Net investment income (if negative, enter -0-)		220,922			
c Adjusted net income (if negative, enter -0-)			0		

For Paperwork Reduction Act Notice, see instructions.

HTA

Form **990-PF** (2012)

11/12

Form 990-PF (2012) PEARL DIXON BALTHIS FDN TUA

56-6041570

Page **2**

Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing			
	2 Savings and temporary cash investments	20,435	6,324	6,324
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach schedule) ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10 a Investments—U S and state government obligations (attach schedule)			
	b Investments—corporate stock (attach schedule)	755,922		
	c Investments—corporate bonds (attach schedule)	97,000		
	11 Investments—land, buildings, and equipment basis ▶			
Less: accumulated depreciation (attach schedule) ▶				
12 Investments—mortgage loans				
13 Investments—other (attach schedule)	564,243	1,557,484	1,616,344	
14 Land, buildings, and equipment basis ▶				
Less: accumulated depreciation (attach schedule) ▶				
15 Other assets (describe ▶)				
16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	1,437,600	1,563,808	1,622,668	
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)	0	0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here . and complete lines 24 through 26 and lines 30 and 31. ▶ ☐			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here . and complete lines 27 through 31. ▶ ☒			
	27 Capital stock, trust principal, or current funds	1,437,600	1,563,808	
	28 Paid-in or capital surplus, or land, bldg, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 Total net assets or fund balances (see instructions)	1,437,600	1,563,808	
31 Total liabilities and net assets/fund balances (see instructions)	1,437,600	1,563,808		

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	1,437,600
2 Enter amount from Part I, line 27a	2	128,826
3 Other increases not included in line 2 (itemize) ▶	3	
4 Add lines 1, 2, and 3	4	1,566,426
5 Decreases not included in line 2 (itemize) ▶ See Attached Statement	5	2,618
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	1,563,808

Part IV Capital Gains and Losses for Tax on Investment Income

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			0
b			0
c			0
d			0
e			0

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

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	183,584
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6). If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8 }	3	0

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☒ Yes ☐ No
 If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2011			0.000000
2010			0.000000
2009			0.000000
2008			0.000000
2007			0.000000

2 Total of line 1, column (d)	2	0.000000
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.000000
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	
5 Multiply line 4 by line 3	5	
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	0
7 Add lines 5 and 6	7	0
8 Enter qualifying distributions from Part XII, line 4 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.	8	0

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

1 a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)				
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b		1	4,418	
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).				
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0	
3 Add lines 1 and 2		3	4,418	
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4		
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	4,418	
6 Credits/Payments:				
a 2012 estimated tax payments and 2011 overpayment credited to 2012	6a	976		
b Exempt foreign organizations—tax withheld at source	6b			
c Tax paid with application for extension of time to file (Form 8868)	6c			
d Backup withholding erroneously withheld	6d			
7 Total credits and payments. Add lines 6a through 6d	7	976		
8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8			
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	3,442		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	0		
11 Enter the amount of line 10 to be Credited to 2013 estimated tax ☐ Refunded ☐	11	0		

Part VII-A Statements Regarding Activities

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

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address N/A	13	X	
14	The books are in care of WELLS FARGO BANK N A Telephone no. 888-730-4933 Located at 1 W 4th St 4th Floor MAC D4000-041 Winston Salem NC ZIP+4 27101-3818			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here and enter the amount of tax-exempt interest received or accrued during the year	15	N/A	
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country	16	Yes	No
				X

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

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

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

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

Organizations relying on a current notice regarding disaster assistance check here

☐**5b**

N/A

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

☐ Yes ☐ No

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

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

X

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? If "Yes" to 6b, file Form 8870☐ Yes ☒ No**7b**

N/A

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Wells Fargo Bank, N.A. 1 W 4th St 4th Floor MAC D4000-041 Winston S	Trustee	4 00	13,439	

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

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

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

0

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

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

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 NONE	
.....	
2	
.....	
3	
.....	
4	
.....	

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

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

	Amount
1 NONE	
.....	
2	
.....	
All other program-related investments. See instructions.	
3 NONE	
.....	
Total. Add lines 1 through 3	▶ 0

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	1,637,947
b	Average of monthly cash balances	1b	32,665
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	1,670,612
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	1,670,612
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	25,059
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	1,645,553
6	Minimum investment return. Enter 5% of line 5	6	82,278

Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ☐ and do not complete this part)

1	Minimum investment return from Part X, line 6	1	82,278
2a	Tax on investment income for 2012 from Part VI, line 5	2a	4,418
b	Income tax for 2012 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	4,418
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	77,860
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	77,860
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	77,860

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes.		
a	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26	1a	92,110
b	Program-related investments—total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4.	4	92,110
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	92,110

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2011	(c) 2011	(d) 2012
1 Distributable amount for 2012 from Part XI, line 7				77,860
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			72,891	
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2012				
a From 2007				
b From 2008				
c From 2009				
d From 2010				
e From 2011				
f Total of lines 3a through e	0			
4 Qualifying distributions for 2012 from Part XII, line 4: \$ 92,110				
a Applied to 2011, but not more than line 2a			72,891	
b Applied to undistributed income of prior years (Election required—see instructions)				
c Treated as distributions out of corpus (Election required—see instructions)				
d Applied to 2012 distributable amount				19,219
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e. Subtract line 5	0			
b Prior years' undistributed income. Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b. Taxable amount—see instructions				
e Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013				58,641
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9:				
a Excess from 2008				
b Excess from 2009				
c Excess from 2010				
d Excess from 2011				
e Excess from 2012				

Form 990-PF (2012) PEARL DIXON BALTHIS FDN TUA

56-6041570 Page **11****Part XV** Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year See Attached Statement				
Total			3a	88,000
b Approved for future payment NONE				
Total			3b	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) Business code	(b) Amount	(c) Exclusion code	(d) Amount	Related or exempt function income (See instructions)
1 Program service revenue:					
a _____					
b _____					
c _____					
d _____					
e _____					
f _____					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	50,374	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	183,584	
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		233,958	0
13 Total. Add line 12, columns (b), (d), and (e)				13	233,958

(See worksheet in line 13 instructions to verify calculations)

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? | | Yes | No |
| a | Transfers from the reporting foundation to a noncharitable exempt organization of: | | | |
| | (1) Cash | 1a(1) | | X |
| | (2) Other assets | 1a(2) | | X |
| b | Other transactions. | | | |
| | (1) Sales of assets to a noncharitable exempt organization | 1b(1) | | X |
| | (2) Purchases of assets from a noncharitable exempt organization | 1b(2) | | X |
| | (3) Rental of facilities, equipment, or other assets | 1b(3) | | X |
| | (4) Reimbursement arrangements | 1b(4) | | X |
| | (5) Loans or loan guarantees | 1b(5) | | X |
| | (6) Performance of services or membership or fundraising solicitations | 1b(6) | | X |
| c | Sharing of facilities, equipment, mailing lists, other assets, or paid employees | 1c | | X |
| d | If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received. | | | |

[illegible]

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

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

**Sign
Here**

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

John A. Salentia SVP Wells Fargo Bank N.A.

11/5/2013
Date

SVP Wells Fargo Bank N A.
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

JOSEPH J. CASTRIANO

Preparer's signature

Alfred

Date _____

11/5/2013

Check ☒ if self-employed

PTIN

P01251603

Firm's name ► PricewaterhouseCoopers, LLP

Firm's EIN ▶ 13-4008324

Firm's address ► 600 GRANT STREET, PITTSBURGH, PA 15219-2777

Phone no 412-355-6000

Security Type	Account #	EIN	CUSIP	Asset Name	FMV	Fed Cost
Name: PEARL DIXON BALTHIS FDN TUA						
Account # 1019026704						
FYE: 6/30/2013						
Savings & Temp Inv	1019026704	56-6041570	VP0528308	FEDERATED TREAS OBL FD 68	4165.71	4165.71
Invest - Other	1019026704	56-6041570	413838103	OAKMARK FUND - I #110	87585.2	82021
Invest - Other	1019026704	56-6041570	413838202	OAKMARK INTERNATIONAL FD #109	36157.29	28239.98
Invest - Other	1019026704	56-6041570	693390304	PIMCO LOW DURATION FD I #36	361552.89	367578
Invest - Other	1019026704	56-6041570	693390882	PIMCO FOREIGN BD FD USD H-INST #103	87535.55	87874.05
Invest - Other	1019026704	56-6041570	464287630	ISHARES RUSSELL 2000 VALUE INDEX FD	37366.5	30506.11
Invest - Other	1019026704	56-6041570	693391104	PIMCO REAL RETURN FUND-INST #122	42662.48	46052.62
Invest - Other	1019026704	56-6041570	464287408	CEF ISHARES S&P 500 VALUE INDEX FUND	86150.49	87346.7
Invest - Other	1019026704	56-6041570	464287200	ISHARES CORE S & P 500 ETF	85266.4	87281.25
Invest - Other	1019026704	56-6041570	464287606	ISHARES S&P MIDCAP 400 GROWTH	43158.05	43988.82
Invest - Other	1019026704	56-6041570	464287465	ISHARES MSCI EAFE	34036.2	34921.2
Invest - Other	1019026704	56-6041570	003021714	ABERDEEN EMERG MARKETS-INST #5840	113950.94	112840
Invest - Other	1019026704	56-6041570	339128100	JP MORGAN MID CAP VALUE-I #758	44954.54	37053.36
Invest - Other	1019026704	56-6041570	265313668	JOHCM INTERNATIONAL SEL-I	64991.71	67000
Invest - Other	1019026704	56-6041570	693391559	PIMCO EMERG MKTS BD-INST #137	79435.74	80058.57
Invest - Other	1019026704	56-6041570	89155H256	TOUCHSTONE SMALL CAP CORE-IN #555	31602.11	33000
Invest - Other	1019026704	56-6041570	922908553	VANGUARD REIT VIPER	65421.44	49401.04
Invest - Other	1019026704	56-6041570	4812C0803	JPMORGAN HIGH YIELD FUND SS #3580	84103.63	59551.12
Invest - Other	1019026704	56-6041570	4812A2389	JPMORGAN U.S. L/C CORE PLUS-S #1002	86785.43	87566
Invest - Other	1019026704	56-6041570	78463X863	SPDR DJ WILSHIRE INTERNATIONAL REAL	42852.6	50036.91
Savings & Temp Inv	1019850554	56-6041570	VP0528308	FEDERATED TREAS OBL FD 68	216.77	216.77
Savings & Temp Inv	51710000	56-6041570	VP0528308	FEDERATED TREAS OBL FD 68	1941.45	1941.45
Invest - Corp Stock	51710000	56-6041570	025537101	AMERICAN ELECTRIC POWER INC	1074.72	914.14
Invest - Corp Stock	51710000	56-6041570	110122108	BRISTOL MYERS SQUIBB CO	2323.88	1376.94
Invest - Corp Stock	51710000	56-6041570	37733W105	GLAXOSMITHKLINE PLC - ADR	3298.02	2553.3
Invest - Other	51710000	56-6041570	42217K106	HEALTH CARE REIT INC	2279.02	1724.7
Invest - Corp Stock	51710000	56-6041570	478160104	JOHNSON & JOHNSON	3176.82	2266.18
Invest - Corp Stock	51710000	56-6041570	494368103	KIMBERLY CLARK CORP COM	2428.5	1662.49
Invest - Corp Stock	51710000	56-6041570	532457108	ELI LILLY & CO COM	933.28	690.49

Invest - Corp Stock	51710000	56-6041570	580135101	MCDONALDS CORP	2574	2171.25
Invest - Corp Stock	51710000	56-6041570	713448108	PEPSICO INC	1145.06	899.66
Invest - Corp Stock	51710000	56-6041570	742718109	PROCTER & GAMBLE CO	1154.85	1004.03
Invest - Corp Stock	51710000	56-6041570	842587107	SOUTHERN CO	3618.66	3191.24
Invest - Corp Stock	51710000	56-6041570	89151E109	TOTAL S.A. - ADR	3798.6	4194.69
Invest - Corp Stock	51710000	56-6041570	191216100	COCA COLA CO	1002.75	795.99
Invest - Corp Stock	51710000	56-6041570	055622104	BP PLC - ADR	3547.9	3637.64
Invest - Corp Stock	51710000	56-6041570	046353108	ASTRAZENECA PLC ADR	3973.2	4013.29
Invest - Corp Stock	51710000	56-6041570	904767704	UNILEVER PLC - ADR	1051.7	776.46
Invest - Other	51710000	56-6041570	81721M109	SENIOR HOUSING PROP TRUST	1659.52	1635
Invest - Corp Stock	51710000	56-6041570	25746U109	DOMINION RES INC VA	2045.52	1792.5
Invest - Corp Stock	51710000	56-6041570	69351T106	PPL CORPORATION	2541.84	2384.84
Invest - Corp Stock	51710000	56-6041570	92343V104	VERIZON COMMUNICATIONS	4429.92	3202.55
Invest - Corp Stock	51710000	56-6041570	166764100	CHEVRON CORP	946.72	749.92
Invest - Corp Stock	51710000	56-6041570	58933Y105	MERCK & CO INC NEW	4412.75	3762.8
Invest - Corp Stock	51710000	56-6041570	20825C104	CONOCOPHILLIPS	4235	3409.81
Invest - Corp Stock	51710000	56-6041570	02209S103	ALTRIA GROUP INC	4338.76	3192.88
Invest - Corp Stock	51710000	56-6041570	761713106	REYNOLDS AMERICAN INC	3869.6	2745.37
Invest - Corp Stock	51710000	56-6041570	780259107	ROYAL DUTCH SHELL PLC ADR	3777.39	3944.85
Invest - Corp Stock	51710000	56-6041570	636274300	NATIONAL GRID PLC ADR	4136.91	3507.17
Invest - Corp Stock	51710000	56-6041570	00206R102	AT & T INC	4743.6	4148.38
Invest - Corp Stock	51710000	56-6041570	055348760	BCE INC	1640.8	1481.05
Invest - Corp Stock	51710000	56-6041570	92857W209	VODAFONE GROUP PLC NEW ADR	4053.04	3666.32
Invest - Corp Stock	51710000	56-6041570	26441C204	DUKE ENERGY HOLDING CORP. COM	3645	3065.33
Invest - Corp Stock	51710000	56-6041570	50076Q106	KRAFT FOODS GROUP INC	4525.47	3798.11
Invest - Corp Stock	51710000	56-6041570	00287Y109	ABBVIE INC	2811.12	2628.76
Invest - Other	51710000	56-6041570	40414L109	HCP INC	1317.76	1063.91
Invest - Corp Stock	51710000	56-6041570	718172109	PHILIP MORRIS INTERNATIONAL IN	1992.26	1329.66
Invest - Corp Stock	51710000	56-6041570	544147101	LORILLARD INC	2271.36	1785.78
Cash and Other Equivalents					6323.93	6323.93
Total Other Investments					1616344.49	1557484.21
Total					1622668.42	1563808.14

PEARL DIXON BALTHIS FDN TUA

56-6041570 Page 1 of 2

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

Recipient(s) paid during the year

Name

GASTON PUBLIC LIBRARY

Street

1555 E GARRISON BLVD

City

GASTONIA

State

NC

Zip Code

28054

Foreign Country**Relationship**

NONE

Foundation Status

501(C)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

18,000

Name

GASTON COUNTY FBO SHERWOOD ELEMENTARY

Street

1744 DIXON ROAD

City

GASTONIA

State

NC

Zip Code

28054

Foreign Country**Relationship**

NONE

Foundation Status

501(C)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

7,500

Name

THOMPSON CHILD AND FAMILY FOCUS

Street

6800 ST PETERS LANE

City

MATTHEWS

State

NC

Zip Code

28105

Foreign Country**Relationship**

NONE

Foundation Status

501(C)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

10,000

Name

CRISIS ASSISTANCE MINISTRY

Street

500-A SPRATT ST

City

CHARLOTTE

State

NC

Zip Code

28206

Foreign Country**Relationship**

NONE

Foundation Status

501(C)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

10,000

Name

FIRST THINGS FIRST

Street

820 STATE FARM ROAD, SUITE E

City

BOONE

State

NC

Zip Code

28607

Foreign Country**Relationship**

NONE

Foundation Status

501(C)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

5,000

Name

GASTON COUNTY INTERFAITH HOSPITALITY NETWORK, INC.

Street

PO BOX 67

City

GASTONIA

State

NC

Zip Code

28053

Foreign Country**Relationship**

NONE

Foundation Status

501(C)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

10,000

PEARL DIXON BALTHIS FDN TUA

56-6041570 Page 2 of 2

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

Recipient(s) paid during the year

Name

GASTON FAITH NETWORK, INC.

Street

2903 GOBLE STREET

City

GASTONIA

State

NC

Zip Code

28056

Foreign Country

Relationship

NONE

Foundation Status

501(C)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

5,000

Name

GASTON TOGETHER COMMUNITIES OF EXCELLENCE

Street

601 W FRANKLIN BLVD

City

GASTONIA

State

NC

Zip Code

28052

Foreign Country

Relationship

NONE

Foundation Status

501(C)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

2,500

Name

HOLY TRINITY LUTHERAN CHURCH

Street

805 SOUTH YORK STREET

City

GASTONIA

State

NC

Zip Code

28052

Foreign Country

Relationship

NONE

Foundation Status

501(C)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

10,000

Name

WITH FRIENDS, INC

Street

2098 KEITH DRIVE

City

GASTONIA

State

NC

Zip Code

28054

Foreign Country

Relationship

NONE

Foundation Status

501(C)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

10,000

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

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

Long Term CG Distributions										Amount		Totals		Gross Sales		Cost, Other Basis and Expenses		Net Gain or Loss																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																										
Short Term CG Distributions										8,474		0		1,734,780		1,551,196		183,584																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																										
Check "x" to include in Part IV										Description		CUSIP #		Purchaser		Check "x" if Purchaser is a Business		Date Acquired		Acquisition Method		Date Sold		Gross Sales Price		Cost or Other Basis		Valuation Method		Expense of Sale and Cost of Improvements		Depreciation		Adjustments		Net Gain or Loss																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																								
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Part I. Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

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

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

Long Term CG Distributions															Amount		Totals														
Short Term CG Distributions															8,474		Capital Gains/Losses														
															0		Other sales														
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Part I, Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

Long Term CG Distributions										Amount		Short Term CG Distributions											
										8,474													
Check "X" to include in Part IV	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss	Net Gain or Loss								
																Totals		Gross Sales		Basis and Expenses		Net Gain or Loss	
																Capital Gains/Losses		Other sales		1,734,780		1,551,186	
205	X	UNION PACIFIC CORP	907818108		7/30/2012		5/7/2013	1,218	794					424									
206	X	UNITEDHEALTH GROUP INC	91324P102		6/16/2010		1/31/2013	335	200					135									
207	X	UNITEDHEALTH GROUP INC	91324P102		10/25/2010		1/31/2013	893	532					361									
208	X	V F CORP	918204108		7/14/2010		1/18/2013	592	326					266									
209	X	V F CORP	918204108		10/28/2010		1/18/2013	740	407					333									
210	X	VANGUARD INFLAT-PROT SE	922031737		1/8/2013		5/14/2013	155,793	150,387					5,406									
211	X	VANGUARD INFLAT-PROT SE	922031737		12/21/2006		5/14/2013	56,136	54,187					1,949									
212	X	VANGUARD INFLAT-PROT SE	922031737		3/26/2007		5/14/2013	1,056	1,019					37									
213	X	VANGUARD INFLAT-PROT SE	922031737		6/26/2007		5/14/2013	2,183	2,107					76									
214	X	VANGUARD INFLAT-PROT SE	922031737		6/26/2008		5/14/2013	852	823					29									
215	X	VANGUARD INFLAT-PROT SE	922031737		4/22/2013		5/14/2013	0	0					0									
216	X	VANGUARD SMALL CAP VAL	922908783		11/17/2010		7/31/2012	43,166	39,500					3,666									
217	X	VERIZON COMMUNICATIONS	92343V104		4/26/2012		3/27/2013	1,084	914					170									
218	X	VERIZON COMMUNICATIONS	92343V104		1/26/2011		5/6/2013	5,273	3,676					1,597									
219	X	VERIZON COMMUNICATIONS	92343V104		4/25/2012		5/7/2013	2,044	1,620					424									
220	X	VERIZON COMMUNICATIONS	92343V104		6/11/2012		5/7/2013	3,092	2,451					641									
221	X	VERIZON COMMUNICATIONS	92343V104		7/30/2012		5/7/2013	839	665					174									
222	X	VERTEX PHARMACEUTICALS	92532F100		6/12/2012		4/5/2013	467	468					-1									
223	X	VERTEX PHARMACEUTICALS	92532F100		6/12/2012		4/22/2013	333	208					125									
224	X	KRAFT FOODS GROUP INC	50076Q106		10/15/2012		5/6/2013	2,840	2,485					355									
225	X	KRAFT FOODS GROUP INC	50076Q106		4/27/2012		5/7/2013	487	380					87									
226	X	KRAFT FOODS GROUP INC	50076Q106		5/12/2012		5/7/2013	629	512					117									
227	X	KRAFT FOODS GROUP INC	50076Q106		6/20/2012		5/7/2013	306	248					58									
228	X	KRAFT FOODS GROUP INC	50076Q106		10/9/2012		5/7/2013	970	789					181									
229	X	LAZARD EMERGING MKTS PT	52106N889		5/28/2009		7/31/2012	70,777	54,897					15,780									
230	X	ELI LILLY & CO COM	532457108		12/17/2009		5/6/2013	761	509					252									
231	X	ELI LILLY & CO COM	532457108		1/25/2011		5/6/2013	4,020	2,689					1,331									
232	X	ELI LILLY & CO COM	532457108		8/30/2011		5/6/2013	163	109					54									
233	X	ELI LILLY & CO COM	532457108		11/17/2011		5/6/2013	163	109					54									
234	X	ELI LILLY & CO COM	532457108		2/3/2012		5/6/2013	598	400					198									
235	X	LINKEDIN CORP	53578A108		5/16/2012		2/21/2013	473	326					147									
236	X	LINKEDIN CORP	53578A108		5/16/2012		3/6/2013	347	218					129									
237	X	LINKEDIN CORP	53578A108		5/16/2012		3/28/2013	355	218					137									
238	X	LINKEDIN CORP	53578A108		5/25/2012		3/28/2013	711	435					276									
239	X	LINKEDIN CORP	53578A108		7/16/2012		3/28/2013	1,244	761					483									
240	X	LORELLARD INC	544147101		1/25/2011		5/6/2013	1,826	1,339					487									
241	X	MCDONALDS CORP	580135101		1/25/2011		5/6/2013	2,045	1,670					375									
242	X	MCDONALDS CORP	580135101		1/26/2012		5/6/2013	920	752					168									
243	X	MERCK & CO INC NEW	58933Y105		1/5/2012		5/6/2013	4,907	4,317					590									
244	X	MICROSOFT CORP	594918104		8/10/2011		1/31/2013	829	820					9									
245	X	MICROSOFT CORP	594918104		8/18/2011		1/31/2013	193	191					2									
246	X	MICROSOFT CORP	594918104		8/18/2011		2/5/2013	771	766					5									
247	X	MICROSOFT CORP	594918104		8/18/2011		3/6/2013	422	410					12									
248	X	MICROSOFT CORP	594918104		3/2/2012		5/7/2013	1,106	902					204									
249	X	MICROSOFT CORP	594918104		4/20/2012		5/7/2013	838	684					154									
250	X	MICROSOFT CORP	594918104		4/20/2012		5/7/2013	369	301					68									
251	X	MICROSOFT CORP	594918104		5/17/2012		5/7/2013	872	711					161									
252	X	MICROSOFT CORP	594918104		7/12/2012		5/7/2013	570	465					105									
253	X	MICROSOFT CORP	594918104		8/12/2012		5/7/2013	369	301					68									
254	X	MONDELEZ INTERNATIONAL	609207105		4/27/2012		4/26/2013	853	693					160									
255	X	MONDELEZ INTERNATIONAL	609207105		5/12/2012		4/26/2013	1,105	898					207									
256	X	MONDELEZ INTERNATIONAL	609207105		6/20/2012		4/26/2013	537	436					101									
257	X	MONSANTO CO NEW	61166W101		5/31/2011		5/7/2013	1,175	807					368									
258	X	MONSANTO CO NEW	61166W101		6/30/2011		5/7/2013	1,175	807					368									
259	X	MONSANTO CO NEW	61166W101		10/17/2011		5/7/2013	855	587					268									
260	X	MONSANTO CO NEW	61166W101		1/6/2012		5/7/2013	962	660					302									
261	X	MONSANTO CO NEW	61166W101		4/12/2012		5/7/2013	1,068	734					334									
262	X	NATIONAL GRID PLC ADR	636274300		1/25/2011		5/6/2013	3,433	2,594					839									
263	X	NATIONAL GRID PLC ADR	636274300		5/11/2012		5/6/2013	1,971	1,489					482									
264	X	NEXTERA ENERGY INC	65339F101		10/16/2012		1/23/2013	2,077	2,039					38									
265	X	NUCOR CORP	670346105		3/11/2013		5/7/2013	804	840					-36									
266	X	NUCOR CORP	670346105		3/14/2013		5/7/2013	849	887					-38									
267	X	O'REILLY AUTOMOTIVE INC	87103H107		7/20/2012		2/7/2013	800	827					73									
268	X	O'REILLY AUTOMOTIVE INC	87103H107		7/20/2012		5/7/2013	1,758	1,470					288									
269	X	PIMCO TOTAL RET FD INST #	993390700		1/26/2009		7/31/2012	109,741	100,394					5,347									
270	X	PIMCO TOTAL RET FD INST #	993390700		1/26/2009		1/8/2013	20,200	19,608					594									
271	X	PIMCO FOREIGN BD FD USD	993390882		12/21/2006		1/24/2013	5,000	4,880					120									
272	X	PIMCO REAL RETURN FUND	993391104		5/14/2013		5/30/2013	150,000	153,947					-3,947									

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

Long Term CG Distributions										Amount		Totals										Net Gain or Loss																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																							
Short Term CG Distributions										8,474		Capital Gains/Losses										1,734,780		1,551,196		183,584																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																			
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Check "X" to include in Part IV										CUSIP #		Purchaser		Check "X" if Purchaser is a Business		Date Acquired		Acquisition Method		Date Sold		Gross Sales Price		Cost or Other Basis		Valuation Method		Expense of Sale and Cost of Improve-ments		Depreciation		Adjustments		Net Gain or Loss																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																											
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ACCT 5892 1019026704
FROM 07/01/2012
TO 12/31/2012

WELLS FARGO BANK, N.A.
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PEARL DIXON BALTHIS FDN TUA

PAGE 59
RUN 05/30/2013
11:29:31 AM

TRUST YEAR ENDING 06/30/2013

TAX PREPARER: 184
TRUST ADMINISTRATOR: 6440
INVESTMENT OFFICER: 3933

LEGEND: F - FEDERAL S - STATE I - INHERITED
E - EXEMPT FROM STATE U - ACQ COST UNKNOWN

PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	TERM	NC
13.0000 YUM! BRANDS INC			COM - 988498101 - MINOR = 3101				
SOLD		07/05/2012	844.55				
ACQ	13.0000	05/26/2011	844.55	725.33	SUB TRUST 1019850554		
					119.22	LT15	Y
19.0000 MEAD JOHNSON NUTRITION CO - 582839106 - MINOR = 61							
SOLD		07/11/2012	1483.46		SUB TRUST 1019850554		
ACQ	7.6600	12/21/2009	598.07	394.64	203.43	LT15	Y
	11.3400	01/06/2010	885.39	584.23	301.16	LT15	Y
17.0000 INTEL CORP COM - 458140100							
SOLD		07/12/2012	422.50		SUB TRUST 1019850554		
ACQ	17.0000	05/19/2011	422.50	394.14	28.36	LT15	Y
16.0000 LAUDER ESTEE COS INC CL A - 518439104 - MINOR = 61							
SOLD		07/12/2012	803.39		SUB TRUST 1019850554		
ACQ	16.0000	08/11/2011	803.39	742.79	60.60	ST	Y
52.0000 INTEL CORP COM - 458140100							
SOLD		07/13/2012	1315.73		SUB TRUST 1019850554		
ACQ	15.0000	05/19/2011	379.54	347.77	31.77	LT15	Y
	37.0000	05/23/2011	936.19	857.84	78.35	LT15	Y
12.0000 YUM! BRANDS INC			COM - 988498101 - MINOR = 3101				
SOLD		07/13/2012	769.60		SUB TRUST 1019850554		
ACQ	12.0000	05/26/2011	769.60	669.54	100.06	LT15	Y
20.0000 MEAD JOHNSON NUTRITION CO - 582839106 - MINOR = 61							
SOLD		07/16/2012	1476.10		SUB TRUST 1019850554		
ACQ	1.4640	01/06/2010	108.05	75.43	32.62	LT15	Y
	8.5360	01/28/2010	630.00	439.77	190.23	LT15	Y
	6.0000	12/23/2011	442.83	309.12	133.71	ST	Y
	4.0000	06/12/2012	295.22	206.08	89.14	ST	Y
20.0000 LAUDER ESTEE COS INC CL A - 518439104 - MINOR = 61							
SOLD		07/17/2012	1025.03		SUB TRUST 1019850554		
ACQ	14.0000	08/11/2011	717.52	649.95	67.57	ST	Y
	6.0000	08/15/2011	307.51	278.55	28.96	ST	Y
12.0000 TYSON FOODS INC COM CL A - 902494103 - MINOR = 3101							
SOLD		07/17/2012	183.99		SUB TRUST 1019850554		
ACQ	12.0000	06/28/2011	183.99	223.66	-39.67	LT15	Y
24.0000 ROCKWELL INTL CORP NEW COM - 773903109 - MINOR = 61							
SOLD		07/18/2012	1581.43		SUB TRUST 1019850554		
ACQ	13.0000	12/07/2011	856.61	994.06	-137.45	ST	Y
	11.0000	01/10/2012	724.82	841.13	-116.31	ST	Y
32.0000 ABBOTT LABS W/RIGHTS ATTACHED EXP 11/10/2009 - 002824100 - MINOR = 31001							
SOLD		07/25/2012	2042.22		SUB TRUST 517100000		
ACQ	28.0000	05/17/2010	1786.94	1391.84	395.10	LT15	Y
	4.0000	03/04/2011	255.28	198.83	56.45	LT15	Y
3.0000 APPLE COMPUTER INC COM - 037833100 - MINOR = 3101							
SOLD		07/25/2012	1711.81		SUB TRUST 1019850554		
ACQ	3.0000	12/18/2009	1711.81	581.24	1130.57	LT15	Y
24.0000 KIMBERLY-CLARK CORP COM - 494368103 - MINOR = 3101							
SOLD		07/25/2012	2000.06		SUB TRUST 517100000		
ACQ	24.0000	01/25/2011	2000.06	1595.99	404.07	LT15	Y
44.0000 PHILIP MORRIS INTERNATIONAL IN - 718172109 - MINOR = 3101							
SOLD		07/25/2012	3835.27		SUB TRUST 517100000		
ACQ	44.0000	01/25/2011	3835.27	2543.70	1291.57	LT15	Y
10.0000 SALESFORCE COM INC - 794661302 - MINOR = 3101							
SOLD		07/30/2012	1259.01		SUB TRUST 1019850554		
ACQ	10.0000	12/06/2011	1259.01	1246.35	12.66	ST	Y
23.0000 ALLERGAN INC COM W/RIGHTS ATTACHED EXP 2/18/2010 - 018490102 - MINOR = 3101							
SOLD		07/31/2012	1951.08		SUB TRUST 1019850554		
ACQ	4.0000	02/05/2010	339.32	260.50	78.82	LT15	Y
	4.0000	12/18/2009	339.32	260.50	78.82	LT15	Y
	15.0000	10/29/2010	1272.44	976.88	295.56	LT15	Y

ACCT 5892 1019026704
FROM 07/01/2012
TO 12/31/2012

WELLS FARGO BANK, N.A.
STATEMENT OF CAPITAL GAINS AND LOSSES
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PAGE 60
RUN 05/30/2013
11:29:31 AM

TRUST YEAR ENDING 06/30/2013

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LEGEND. F - FEDERAL S - STATE I - INHERITED
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PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	TERM	NC
27.0000 ABBOTT LABS W/RIGHTS ATTACHED EXP 11/10/2009 - 002824100 - MINOR = 31001							
SOLD		08/13/2012	1776.52				
ACQ	27.0000	03/04/2011	1776.52	1342.13	434.39	LT15	Y
27.0000 KIMBERLY-CLARK CORP COM - 494368103 - MINOR = 3101							
SOLD		08/13/2012	2229.91				
ACQ	27.0000	01/25/2011	2229.91	1795.48	434.43	LT15	Y
34.0000 VENTAS INC-COM - 92276F100 - MINOR = 61							
SOLD		08/13/2012	2162.02				
ACQ	34.0000	04/11/2012	2162.02	1878.54	283.48	ST	Y
22.0000 EDWARDS LIFESCIENCES CORP COM - 28176E108 - MINOR = 61							
SOLD		08/14/2012	2157.16				
ACQ	2.0000	12/09/2011	196.11	133.03	63.08	ST	Y
	9.0000	03/08/2012	882.47	598.64	283.83	ST	Y
	11.0000	04/16/2012	1078.58	731.67	346.91	ST	Y
12.0000 ILLUMINA INC COM - 452327109 - MINOR = 61							
SOLD		08/22/2012	502.90				
ACQ	8.0000	03/16/2011	335.27	431.73	-96.46	LT15	Y
	4.0000	04/29/2011	167.63	215.87	-48.24	LT15	Y
8.0000 MONSANTO CO NEW COM - 61166W101 - MINOR = 3101							
SOLD		08/23/2012	685.50				
ACQ	8.0000	05/31/2011	685.50	586.86	98.64	LT15	Y
9.0000 UNDER ARMOUR INC - 904311107 - MINOR = 61							
SOLD		08/27/2012	499.65				
ACQ	9.0000	04/20/2012	499.65	449.15	50.50	ST	Y
15.0000 PRAXAIR INC COM - 74005P104 - MINOR = 31000							
SOLD		08/28/2012	1574.60				
ACQ	15.0000	08/30/2011	1574.60	1479.67	94.93	ST	Y
59.0000 COMERICA INC COM RT EXPS 07/01/2006 - 200340107 - MINOR = 61							
SOLD		09/04/2012	1803.56				
ACQ	47.0000	04/07/2011	1436.73	1706.49	-269.76	LT15	Y
	12.0000	01/24/2012	366.83	435.70	-68.87	ST	Y
108.0000 TYSON FOODS INC COM CL A - 902494103 - MINOR = 3101							
SOLD		09/04/2012	1715.78				
ACQ	64.0000	06/28/2011	1016.76	1192.85	-176.09	LT15	Y
	22.0000	08/10/2011	349.51	410.04	-60.53	LT15	Y
	22.0000	05/09/2012	349.51	410.05	-60.54	ST	Y
19.0000 NIKE INC CL B COM - 654106103 - MINOR = 3101							
SOLD		09/18/2012	1863.43				
ACQ	11.0000	03/20/2012	1078.83	1234.81	-155.98	ST	Y
	8.0000	04/30/2012	784.60	898.05	-113.45	ST	Y
36.0000 LAS VEGAS SANDS CORP - 517834107 - MINOR = 3101							
SOLD		09/25/2012	1691.07				
ACQ	8.0000	08/04/2011	375.79	369.24	6.55	LT15	Y
	6.0000	06/07/2011	281.85	276.93	4.91	LT15	Y
	15.0000	02/03/2012	704.61	692.33	12.28	ST	Y
	7.0000	05/10/2012	328.82	323.09	5.73	ST	Y
1.0000 APPLE COMPUTER INC COM - 037833100 - MINOR = 3101							
SOLD		10/08/2012	640.57				
ACQ	1.0000	12/18/2009	640.57	193.75	446.82	LT15	Y
4.0000 APPLE COMPUTER INC COM - 037833100 - MINOR = 3101							
SOLD		10/11/2012	2528.52				
ACQ	4.0000	12/18/2009	2528.52	774.99	1753.53	LT15	Y
.3333 KRAFT FOODS GROUP INC - 50076Q106 - MINOR = 61							
SOLD		10/11/2012	15.24				
ACQ	.3333	04/27/2012	15.24	13.87	1.37	ST	Y
14.0000 LINKEDIN CORP - 53578A108 - MINOR = 61							
SOLD		10/11/2012	1627.77				
ACQ	14.0000	05/16/2012	1627.77	1522.75	105.02	ST	Y
21.0000 PEPSICO INC COM - 713448108							
SOLD		10/12/2012	1478.34				
ACQ	16.0000	06/22/2011	1126.35	1104.14	22.21	LT15	Y
	5.0000	09/22/2011	351.99	345.04	6.95	LT15	Y
54.0000 AT&T INC - 00206R102 - MINOR = 3101							
SOLD		10/15/2012	1901.21				
ACQ	54.0000	01/25/2011	1901.21	1564.75	336.46	LT15	Y
30.0000 ABBOTT LABS W/RIGHTS ATTACHED EXP 11/10/2009 - 002824100 - MINOR = 31001							
SOLD		10/15/2012	2142.70				
ACQ	3.0000	03/04/2011	214.27	149.13	65.14	LT15	Y
	21.0000	06/10/2011	1499.89	1043.88	456.01	LT15	Y
	3.0000	08/03/2011	214.27	149.13	65.14	LT15	Y
	3.0000	06/25/2012	214.27	149.11	65.16	ST	Y
23.0000 PEPSICO INC COM - 713448108							
SOLD		10/16/2012	1618.80				
ACQ	1.0000	09/22/2011	70.38	69.01	1.37	LT15	Y
	11.0000	06/20/2012	774.21	759.10	15.11	ST	Y
	11.0000	06/26/2012	774.21	759.10	15.11	ST	Y
55.0000 ORACLE CORP COM - 68389X105 - MINOR = 5010							
SOLD		10/18/2012	1706.50				
ACQ	25.0000	09/28/2010	775.68	662.74	112.94	LT15	Y
	22.0000	12/16/2010	682.60	583.22	99.38	LT15	Y
	8.0000	09/22/2011	248.22	212.07	36.15	LT15	Y

ACCT 5892 1019026704
FROM 07/01/2012
TO 12/31/2012

WELLS FARGO BANK, N.A.
STATEMENT OF CAPITAL GAINS AND LOSSES
PEARL DIXON BALTHIS FDM TUA

PAGE 61
RUN 05/30/2013
11.29:31 AM

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LEGEND. F - FEDERAL S - STATE I - INHERITED
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PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	TERM	NC
57.0000 LILLY ELI & CO COM W/RTS EXP 7/28/2008 - 532457108 - MINOR = 3101							
SOLD		10/25/2012	2886.71				
ACQ	57.0000	12/17/2009	2886.71	2047.01	SUB TRUST 51710000 839.70	LT15	Y
36.0000 STARWOOD HOTELS & RESORTS WORLDWIDE - 85590A401 - MINOR = 3101							
SOLD		10/25/2012	1894.89		SUB TRUST 1019850554		
ACQ	10.0000	08/04/2011	526.36	551.72	-25.36	LT15	Y
	7.0000	08/23/2011	368.45	386.20	-17.75	LT15	Y
	5.0000	02/03/2012	263.18	275.86	-12.68	ST	Y
	14.0000	03/05/2012	736.90	772.40	-35.50	ST	Y
29.0000 UNDER ARMOUR INC - 904311107 - MINOR = 61							
SOLD		10/25/2012	1513.25		SUB TRUST 1019850554		
ACQ	7.0000	04/20/2012	365.27	349.33	15.94	ST	Y
	8.0000	05/25/2012	417.45	399.24	18.21	ST	Y
	14.0000	06/07/2012	730.53	698.66	31.87	ST	Y
68.0000 UNILEVER PLC SPONSORED ADR NEW - 904767704 - MINOR = 66							
SOLD		10/25/2012	2514.65		SUB TRUST 51710000		
ACQ	68.0000	01/26/2011	2514.65	2030.75	483.90	LT15	Y
10.0000 PHILIP MORRIS INTERNATIONAL IN - 718172109 - MINOR = 3101							
SOLD		11/02/2012	874.41		SUB TRUST 1019850554		
ACQ	10.0000	02/09/2012	874.41	821.08	53.33	ST	Y
25.0000 CITRIX SYS INC COM - 177376100 - MINOR = 3101							
SOLD		11/12/2012	1504.32		SUB TRUST 1019850554		
ACQ	7.0000	04/22/2010	421.21	311.89	109.32	LT15	Y
	11.0000	07/27/2010	661.90	490.11	171.79	LT15	Y
	7.0000	10/25/2010	421.21	311.89	109.32	LT15	Y
45.0000 COVIDIEN PLC - G2554F113 - MINOR = 66							
SOLD		11/12/2012	2495.99		SUB TRUST 1019850554		
ACQ	14.0000	04/28/2010	776.53	725.00	51.53	LT15	Y
	12.0000	02/01/2010	665.60	621.43	44.17	LT15	Y
	6.0000	01/26/2010	332.80	310.71	22.09	LT15	Y
	13.0000	07/31/2012	721.06	673.21	47.85	ST	Y
7.0000 CROWN CASTLE INTL CORP COM - 228227104 - MINOR = 61							
SOLD		11/26/2012	466.40		SUB TRUST 1019850554		
ACQ	7.0000	04/25/2012	466.40	391.22	75.18	ST	Y
10.0000 MONSANTO CO NEW COM - 61166W101 - MINOR = 3101							
SOLD		11/26/2012	902.05		SUB TRUST 1019850554		
ACQ	10.0000	05/31/2011	902.05	733.57	168.48	LT15	Y
5.0000 CERNER CORP COM - 156782104 - MINOR = 61							
SOLD		11/27/2012	383.90		SUB TRUST 1019850554		
ACQ	5.0000	11/21/2011	383.90	344.56	39.34	LT15	Y
62.0000 DEEMED REDEEMED ASML HOLDING NV ESCR - N07ESC895 - MINOR = 61							
SOLD		11/28/2012	735.92		SUB TRUST 1019850554		
ACQ	17.0000	10/28/2011	201.78	139.99	61.79	LT15	Y
	26.0000	12/07/2011	308.61	204.40	104.21	ST	Y
	9.0000	04/30/2012	106.83	87.62	19.21	ST	Y
	10.0000	06/13/2012	118.70	93.50	25.20	ST	Y
CHANGED 02/18/13 JM ***FOUND UPDATE*** 01/02/13							
3.0000 BIOGEN IDEC INC - 09062X103 - MINOR = 61							
SOLD		11/29/2012	450.99		SUB TRUST 1019850554		
ACQ	3.0000	11/02/2011	450.99	348.50	102.49	LT15	Y
10.0000 PHILIP MORRIS INTERNATIONAL IN - 718172109 - MINOR = 3101							
SOLD		12/05/2012	884.89		SUB TRUST 1019850554		
ACQ	10.0000	02/09/2012	884.89	821.09	63.80	ST	Y
158.0000 EXELON CORP COM - 30161N101 - MINOR = 3101							
SOLD		12/06/2012	4635.60		SUB TRUST 51710000		
ACQ	103.0000	07/25/2012	3021.94	3962.17	-940.23	ST	Y
	52.0000	08/13/2012	1525.64	2000.32	-474.68	ST	Y
	3.0000	09/17/2012	88.02	115.40	-27.38	ST	Y
18.0000 PHILIP MORRIS INTERNATIONAL IN - 718172109 - MINOR = 3101							
SOLD		12/06/2012	1604.94		SUB TRUST 1019850554		
ACQ	18.0000	02/09/2012	1604.94	1477.95	126.99	ST	Y
3.0000 V F CORP COM W/RTS ATTACHED EXP 01/25/2008 - 918204108 - MINOR = 3101							
SOLD		12/06/2012	463.29		SUB TRUST 1019850554		
ACQ	3.0000	07/14/2010	463.29	244.43	218.86	LT15	Y
.7400 ASML HOLDING NV-NY REG SHS - N07059210 - MINOR = 66							
SOLD		12/11/2012	47.38		SUB TRUST 1019850554		
ACQ	.7400	10/28/2011	47.38	36.02	11.36	LT15	Y
CHANGED 02/18/13 JM							
13.0000 SCHLUMBERGER LTD COM - 806857108 - MINOR = 3161							
SOLD		12/17/2012	899.13		SUB TRUST 1019850554		
ACQ	5.0000	01/28/2010	345.82	371.07	-25.25	LT15	Y
	6.0000	01/11/2010	414.98	445.29	-30.31	LT15	Y
	2.0000	11/15/2010	138.33	148.43	-10.10	LT15	Y
TOTALS			500924.55	442978.06			

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

		750	0	0	750
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	TAX PREP FEES	750			750

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

		1,212	680	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	FOREIGN TAXES PAID	680	680		
2	ESTIMATED EXCISE TAXES PAID	532			

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

		1,731	1,731	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	ADR FEES	9	9		
2	COURT FEES	275	275		
3	PARTNERSHIP EXPENSES	1,447	1,447		

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

		755,922		0		0		0	
Description		Num. Shares/ Face Value	Book Value Beg. of Year	Book Value End of Year	FMV Beg. of Year	FMV End of Year			
1			755,922						

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

		97,000		0		0		0	
1	Description	Book Value		Book Value		FMV		FMV	
		Beg of Year		End of Year		Beg of Year		End of Year	
		97,000							

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

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

1	COST BASIS ADJUSTMENT	1	1,162
2	PY RETURN OF CAPITAL ADJUSTMENT	2	1,456
3	Total	3	2,618

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

Long Term CG Distributions													Short Term CG Distributions												
Amount													Amount												
8,474													0												
Description of Property Sold													Description of Property Sold												
CUSIP #													CUSIP #												
How Acquired													How Acquired												
Date Acquired													Date Acquired												
Date Sold													Date Sold												
Gross Sales Price													Gross Sales Price												
Depreciation Allowed													Depreciation Allowed												
Adjustments													Adjustments												
Cost or Other Basis Plus Expense of Sale													Cost or Other Basis Plus Expense of Sale												
Gain or Loss													Gain or Loss												
F M V as of 12/31/69													F M V as of 12/31/69												
Adjusted Basis as of 12/31/69													Adjusted Basis as of 12/31/69												
Excess of FMV Over Adj. Basis													Excess of FMV Over Adj. Basis												
Gain Minus Excess of FMV Over Adjusted Basis or Losses													Gain Minus Excess of FMV Over Adjusted Basis or Losses												
1	BOEING CO	097023105	7/22/2010	5/7/2013	753	0	0	560	193	0	0	0	193	0	0	0	175,110								
2	BOEING CO	097023105	12/5/2011	5/7/2013	942	0	0	700	242	0	0	0	242	0	0	0	242								
3	BOEING CO	097023105	1/6/2013	5/7/2013	942	0	0	700	242	0	0	0	242	0	0	0	242								
4	BORG WARNER INC	098724106	8/10/2010	1/3/2013	519	0	0	415	104	0	0	0	104	0	0	0	104								
5	BORG WARNER INC	098724106	10/28/2011	1/3/2013	371	0	0	297	74	0	0	0	74	0	0	0	74								
6	BORG WARNER INC	098724106	12/6/2011	1/3/2013	668	0	0	534	134	0	0	0	134	0	0	0	134								
7	BRISTOL MYERS SQUIBB CO	110122108	8/28/2012	1/6/2013	837	0	0	832	5	0	0	0	5	0	0	0	5								
8	BRISTOL MYERS SQUIBB CO	110122108	1/25/2011	5/6/2013	4,475	0	0	2,966	1,509	0	0	0	1,509	0	0	0	1,509								
9	BRISTOL MYERS SQUIBB CO	110122108	8/28/2012	5/7/2013	1,925	0	0	1,597	328	0	0	0	328	0	0	0	328								
10	BRISTOL MYERS SQUIBB CO	110122108	9/24/2012	5/7/2013	1,003	0	0	832	171	0	0	0	171	0	0	0	171								
11	BRISTOL MYERS SQUIBB CO	110122108	1/5/2011	6/4/2013	2,093	0	0	1,192	901	0	0	0	901	0	0	0	901								
12	CALVERT CAPIT ACCUMULATIONS #76	131649709	7/31/2012	5/6/2013	44,482	0	0	40,300	4,182	0	0	0	4,182	0	0	0	4,182								
13	CAMERON INTL CORP	133428105	12/18/2012	4/5/2013	843	0	0	818	25	0	0	0	25	0	0	0	25								
14	CAMERON INTL CORP	133428105	12/6/2013	4/5/2013	763	0	0	760	3	0	0	0	3	0	0	0	3								
15	CENTURYLINK INC	187001008	12/30/2011	2/15/2013	3,555	0	0	4,327	-812	0	0	0	-812	0	0	0	-812								
16	CENTURYLINK INC	187001008	8/3/2011	2/15/2013	89	0	0	1,002	-188	0	0	0	-188	0	0	0	-188								
17	CENTURYLINK INC	187001008	10/12/2011	2/15/2013	814	0	0	1,002	-22	0	0	0	-22	0	0	0	-22								
18	CENTURYLINK INC	187001008	11/17/2011	2/15/2013	749	0	0	921	-172	0	0	0	-172	0	0	0	-172								
19	CENTURYLINK INC	187001008	2/3/2012	2/15/2013	86	0	0	120	-22	0	0	0	-22	0	0	0	-22								
20	CENTURYLINK INC	187001008	3/20/2012	2/15/2013	86	0	0	1,002	-188	0	0	0	-188	0	0	0	-188								
21	CENTURYLINK INC	187001008	7/25/2012	2/15/2013	814	0	0	1,002	-188	0	0	0	-188	0	0	0	-188								
22	CENTURYLINK INC	187001008	9/17/2012	2/15/2013	88	0	0	120	-22	0	0	0	-22	0	0	0	-22								
23	CENTURYLINK INC	187001008	2/4/2013	2/15/2013	88	0	0	120	-22	0	0	0	-22	0	0	0	-22								
24	CERNER CORP COM	158782104	11/21/2011	1/16/2013	553	0	0	482	71	0	0	0	71	0	0	0	71								
25	CERNER CORP COM	158782104	4/30/2012	1/16/2013	474	0	0	413	61	0	0	0	61	0	0	0	61								
26	CERNER CORP COM	158782104	5/9/2012	1/16/2013	553	0	0	482	71	0	0	0	71	0	0	0	71								
27	CHEVRON CORP	169618400	1/25/2011	5/6/2013	1,108	0	0	844	264	0	0	0	264	0	0	0	264								
28	CHIPOTLE MEXICAN GRILL INC	169656105	1/16/2013	5/7/2013	964	0	0	838	126	0	0	0	126	0	0	0	126								
29	CHIPOTLE MEXICAN GRILL INC	169656105	3/13/2013	5/7/2013	964	0	0	838	126	0	0	0	126	0	0	0	126								
30	COCA COLA CO	191216100	1/25/2011	5/6/2013	1,305	0	0	887	318	0	0	0	318	0	0	0	318								
31	COCA COLA CO	191216100	3/4/2010	5/7/2013	1,016	0	0	778	238	0	0	0	238	0	0	0	238								
32	COCA COLA CO	191216100	5/19/2011	5/7/2013	1,439	0	0	1,102	337	0	0	0	337	0	0	0	337								
33	COCA COLA CO	191216100	8/22/2011	5/7/2013	1,524	0	0	1,166	358	0	0	0	358	0	0	0	358								
34	COCA COLA CO	191216100	6/26/2012	5/7/2013	1,609	0	0	1,231	378	0	0	0	378	0	0	0	378								
35	CONOCOPHILLIPS	20825C104	12/17/2009	5/6/2013	3,918	0	0	2,950	968	0	0	0	968	0	0	0	968								
36	CONOCOPHILLIPS	20825C104	1/25/2011	5/6/2013	488	0	0	375	123	0	0	0	123	0	0	0	123								
37	CROWN CASTLE INTL CORP	22822104	4/25/2012	1/18/2013	583	0	0	447	146	0	0	0	146	0	0	0	146								
38	CROWN CASTLE INTL CORP	22822104	4/25/2012	4/25/2013	1,319	0	0	985	334	0	0	0	334	0	0	0	334								
39	CROWN CASTLE INTL CORP	22822104	4/25/2012	5/7/2013	860	0	0	637	223	0	0	0	223	0	0	0	223								
40	CROWN CASTLE INTL CORP	22822104	6/6/2012	5/7/2013	1,563	0	0	1,159	404	0	0	0	404	0	0	0	404								
41	CROWN CASTLE INTL CORP	22822104	2/21/2013	5/7/2013	782	0	0	580	202	0	0	0	202	0	0	0	202								
42	DANAHER CORP	235851102	5/17/2011	5/7/2013	1,778	0	0	1,559	220	0	0	0	220	0	0	0	220								
43	DANAHER CORP	235851102	5/9/2012	5/7/2013	859	0	0	753	106	0	0	0	106	0	0	0	106								
44	DISCOVERY COMMUNICATIONS-A	25470F104	6/29/2012	5/7/2013	2,221	0	0	1,564	657	0	0	0	657	0	0	0	657								
45	DODGE & COX INCOME FD COM #147	256210105	12/9/2009	1/8/2013	97,117	0	0	92,938	4,181	0	0	0	4,181	0	0	0	4,181								
46	DODGE & COX INCOME FD COM #147	256210105	1/5/2012	1/8/2013	40,528	0	0	38,782	1,744	0	0	0	1,744	0	0	0	1,744								
47	DOMINION RES INC VA	25746U109	5/6/2013	5/6/2013	2,182	0	0	1,783	389	0	0	0	389	0	0	0	389								
48	DOMINION RES INC VA	25746U109	8/9/2011	5/6/2013	182	0	0	149	33	0	0	0	33	0	0	0	33								
49	DOMINION RES INC VA	25746U109	2/4/2013	5/6/2013	182	0	0	149	33	0	0	0	33	0	0	0	33								
50	Duke ENERGY HOLDING CORP COM	28411C204	1/25/2011	5/6/2013	4,597	0	0	3,578	1,021	0	0	0	1,021	0	0	0	1,021								
51	E M C CORP MASS	268648102	12/18/2009	3/6/2013	455	0	0	409	76	0	0	0	76	0	0	0	76								
52	E M C CORP MASS	268648102	12/18/2009	4/30/2013	390	0	0	348	32	0	0	0	32	0	0	0	32								
53	E M C CORP MASS	268648102	12/18/2009	5/7/2013	893	0	0	778	104	0	0	0	104	0	0	0	104								
54	E M C CORP MASS	268648102	8/2/2012	5/7/2013	603	0	0	532	71	0	0	0	71	0	0	0	71								
55	E M C CORP MASS	268648102	8/9/2012	5/7/2013	302	0	0	266	36	0	0	0	36	0	0	0	36								
56	FOG RESOURCES INC	26875P101	11/6/2012	5/7/2013	1,239	0	0	1,193	76	0	0	0	76	0	0	0	76								
57	EDWARDS LIFESCIENCES CORP	28176E108	12/10/2012	5/7/2013	1,077	0	0	1,310	-433	0	0	0	-433	0	0	0	-433								
58	EDWARDS LIFESCIENCES CORP	28176E108	2/20/2013	5/7/2013	1,710	0	0	2,397	-687	0	0	0	-687	0	0	0	-687								
59	EQUINIX INC	24444U502	4/28/2013	5/7/2013	2,370	0	0	2,323	47	0	0	0	47	0	0	0	47								
60	EXPRESS SCRIPTS HOLDING CO	30219G108	8/14/2010	2/11/2013	834	0	0	644	-10	0	0	0	-10	0	0	0	-10								
61	EXPRESS SCRIPTS HOLDING CO	30219G108	8/14/2010	5/7/2013	304	0	0	278	28	0	0	0	28	0	0	0	28								
62	EXPRESS SCRIPTS HOLDING CO	30219G108	5/17/2011	5/7/2013	722	0	0	722	69	0	0	0	69	0	0	0	69								
63	EXPRESS SCRIPTS HOLDING CO	30219G108	11/6/2012	5/7/2013	1,277	0	0	1,197	110	0	0	0	110	0	0	0	110								
64	FACEBOOK INC	30303M102	5/18/2012	5/7/2013	545	0	0	672	-127	0	0	0	-127	0	0	0	-127								
65	FACEBOOK INC	30303M102	11/18/2012	5/7/2013	409	0	0	504	-95	0	0	0	-95	0	0	0	-95								
66	FAMILY DLR STORES INC	307000109	10/14/2011	5/7/2013	1,621	0	0	1,516	105	0	0	0	105	0	0	0	105								
67	FAMILY DLR STORES INC	307000109	12/7/2011	5/7/2013	686	0	0	641	45	0	0	0	45	0	0	0	45								
68	FAMILY DLR STORES INC	307000109	5/9/2012	5/7/2013	623	0	0	563	40	0	0	0	40	0	0	0	40								
69	FEDER CORPORATION	31428X106	1/12/2012	5/7/2013	1,572	0	0	1,278	72	0	0	0	72	0	0	0	72								
70	FEDER CORPORATION	31428X106	3/28/2013	5/7/2013	1,278	0	0	1,219	59	0	0	0	59	0	0	0	59								
71	JP MORGAN MID CAP VALUE-I-#758	339128100	7/31/2012	5/30/2013	4,000	0	0	3,247	753	0	0	0	753	0	0	0	753								
72	GENERAL ELECTRIC CO	369604103	11/2/2012	5/7/2013	2,472	0	0	2,347	125	0	0	0	125	0	0	0	125								
73	GILEAD SCIENCES INC	375558103	11/12/2012	5/7/2013	1,167	0	0	808	379	0	0	0	379	0	0	0	379								
74	GILEAD SCIENCES INC	375558103	11/13/2012	5/7/2013	971	0	0	661	310	0	0	0	310	0	0	0	310								
75	GLAXOSMITHKLINE PLC -ADR	37733W105	1/5/2011	4/19/2013	2,267	0	0	1,741	526	0	0	0	526	0	0	0	526								
76	GLAXOSMITHKLINE PLC -ADR	37733W105	1/5/2011	5/6/2013	3,880	0	0	2,940	940	0	0	0	940	0	0	0	940								
77	GOLDMAN SACHS GROUP INC	38141G104	1/18/2013	4/30/2013	437	0	0	431	6	0	0	0	6	0	0	0	6								
78	GOLDMAN SACHS GROUP INC	38141G104	1/18/2013	5/30/2013	2,039	0	0	2,009	30																

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

Description of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Basis Plus Expense of Sale	Gain or Loss	FMV as of 12/31/89	Adjusted Basis as of 12/31/89	Excess of FMV Over Adjusted Basis	Gains Minus Excess of FMV Over Adjusted Basis of Losses
85 QUALCOMM INC	747525103		7/2/2011	5/7/2013	1,402			1,330	72	175,110	0	0	175,110
86 QUALCOMM INC	747525103		7/2/2011	5/7/2013	828			788	40	0	0	0	40
87 QUALCOMM INC	747525103		3/26/2012	5/7/2013	701			665	36	0	0	0	36
88 QUALCOMM INC	747525103		4/17/2012	5/7/2013	573			544	29	0	0	0	29
89 APPLE INC	037833100		4/26/2013	5/7/2013	1,387			701	686	0	0	0	686
90 APPLE INC	037833100		5/3/2013	5/7/2013	456			234	222	0	0	0	222
91 ARTISAN FDS INC SMALL CAP FD #660	94314H105		7/31/2012	1/24/2013	2,000			1,778	224	0	0	0	224
92 ARTISAN FDS INC SMALL CAP FD #660	94314H105		7/31/2012	5/20/2013	37,239			30,464	6,775	0	0	0	6,775
93 ARTISAN MID CAP VALUE FUND #1464	94314H708		5/16/2012	7/31/2012	51,711			51,000	711	0	0	0	711
94 ASTRAZENECA PLC ADR	048353108		1/25/2011	5/6/2013	2,628			2,437	192	0	0	0	192
95 ASTRAZENECA PLC ADR	048353108		3/4/2011	5/6/2013	1,753			1,624	129	0	0	0	129
96 ASTRAZENECA PLC ADR	048353108		5/11/2011	5/6/2013	670			621	49	0	0	0	49
97 AUTOMATIC DATA PROCESSING INC	053013103		3/7/2013	5/7/2013	3,827			2,573	1,254	0	0	0	1,254
98 BCE INC	053481800		1/23/2011	1/14/2013	3,978			3,443	535	0	0	0	535
99 BP PLC - ADR	055481800		1/23/2011	5/6/2013	2,117			1,668	450	0	0	0	450
100 BP PLC - ADR	055481800		1/23/2011	5/6/2013	4,053			3,937	116	0	0	0	116
101 BP PLC - ADR	055481800		2/20/2013	5/7/2013	1,297			300	997	0	0	0	997
102 BIOGEN IDEC INC	09062X103		1/12/2012	5/7/2013	1,297			613	684	0	0	0	684
103 BIOGEN IDEC INC	09062X103		6/10/2010	5/7/2013	308			300	8	0	0	0	8
104 BOEING CO	097023105		2/1/2012	5/7/2013	1,514			813	701	0	0	0	701
105 RANGE RES CORP	75281A109		12/18/2009	5/7/2013	465			420	45	0	0	0	45
106 RANGE RES CORP	75281A109		12/18/2009	5/7/2013	585			332	253	0	0	0	253
107 RANGE RES CORP	75281A109		4/16/2012	5/7/2013	523			387	136	0	0	0	136
108 RANGE RES CORP	75281A109		4/23/2012	5/7/2013	1,046			774	272	0	0	0	272
109 RANGE RES CORP	75281A109		6/18/2012	5/7/2013	897			663	234	0	0	0	234
110 REYNOLDS AMERICAN INC	761713108		7/31/2012	5/7/2013	4,350			3,157	1,193	0	0	0	1,193
111 T ROWE PRICE BLUE CHIP GRWTH #93	77854Q106		7/31/2012	5/7/2013	34,028			29,505	4,523	0	0	0	4,523
112 T ROWE PRICE BLUE CHIP GRWTH #93	77854Q106		2/22/2013	5/7/2013	10,910			9,480	1,430	0	0	0	1,430
113 ALLERGAN INC	008818108		10/18/2012	1/14/2013	807			888	-179	0	0	0	-179
114 ALLERGAN INC	018480102		4/16/2012	5/7/2013	414			377	37	0	0	0	37
115 ALLERGAN INC	018480102		4/16/2012	5/7/2013	1,285			1,225	60	0	0	0	60
116 ALLIANCE DATA SYS CORP	018581108		4/16/2012	5/7/2013	1,908			1,746	162	0	0	0	162
117 ALLIANCE DATA SYS CORP	02208S103		1/25/2011	5/6/2013	4,146			2,961	1,185	0	0	0	1,185
118 ALTRIA GROUP INC	023135106		9/14/2010	2/5/2013	533			378	155	0	0	0	155
119 AMAZON COM INC COM	023135106		8/23/2011	2/5/2013	267			189	78	0	0	0	78
120 AMAZON COM INC COM	023135106		8/23/2011	4/18/2013	517			378	139	0	0	0	139
121 AMAZON COM INC COM	023135106		8/23/2011	4/18/2013	253			189	64	0	0	0	64
122 AMAZON COM INC COM	023135106		2/14/2012	4/30/2013	253			189	64	0	0	0	64
123 AMAZON COM INC COM	023135106		2/14/2012	5/7/2013	1,267			945	322	0	0	0	322
124 AMAZON COM INC COM	023135106		3/26/2012	5/7/2013	1,014			758	256	0	0	0	256
125 AMAZON COM INC COM	023135106		5/8/2012	5/7/2013	760			567	193	0	0	0	193
126 AMERICAN ELECTRIC POWER INC	023537101		9/6/2012	5/7/2013	1,014			756	258	0	0	0	258
127 AMERICAN INTERNATIONAL GROUP INC	026874784		8/20/2012	3/6/2013	1,368			1,028	338	0	0	0	338
128 AMERICAN INTERNATIONAL GROUP INC	026874784		8/20/2012	4/30/2013	500			456	44	0	0	0	44
129 AMERICAN INTERNATIONAL GROUP INC	026874784		10/6/2012	5/7/2013	2,046			1,614	432	0	0	0	432
130 ANHEUSER-BUSCH INBEV SPN ADR	03524A108		8/29/2012	5/7/2013	1,810			1,619	191	0	0	0	191
131 ANHEUSER-BUSCH INBEV SPN ADR	03524A108		10/15/2012	5/7/2013	1,619			1,449	170	0	0	0	170
132 ANHEUSER-BUSCH INBEV SPN ADR	03524A108		2/5/2013	5/7/2013	911			468	443	0	0	0	443
133 APPLE INC	037833100		12/16/2009	5/7/2013	7,747			3,974	3,773	0	0	0	3,773
134 APPLE INC	037833100		12/16/2009	5/7/2013	917			775	142	0	0	0	142
135 T ROWE PRICE REAL ESTATE FD #722	779818109		12/28/2007	7/31/2012	8,559			7,565	994	0	0	0	994
136 T ROWE PRICE REAL ESTATE FD #722	779818109		6/26/2008	7/31/2012	5,992			5,060	932	0	0	0	932
137 T ROWE PRICE REAL ESTATE FD #722	779818109		8/26/2007	7/31/2012	1,108			835	273	0	0	0	273
138 T ROWE PRICE REAL ESTATE FD #722	779818109		11/25/2008	7/31/2012	1,813			1,531	282	0	0	0	282
139 T ROWE PRICE REAL ESTATE FD #722	779818109		11/25/2008	5/6/2013	55,192			41,807	13,385	0	0	0	13,385
140 T ROWE PRICE REAL ESTATE FD #722	779818109		1/25/2011	5/6/2013	4,764			4,637	127	0	0	0	127
141 SANDISK CORP COM	80004C101		1/25/2011	5/7/2013	882			789	93	0	0	0	93
142 SANDISK CORP COM	80004C101		3/5/2012	5/7/2013	882			789	93	0	0	0	93
143 SANDISK CORP COM	80004C101		11/15/2010	1/28/2013	471			445	26	0	0	0	26
144 SCHLUMBERGER LTD	806857108		2/4/2011	1/28/2013	715			668	47	0	0	0	47
145 SCHLUMBERGER LTD	806857108		10/26/2011	1/28/2013	785			742	43	0	0	0	43
146 SCHLUMBERGER LTD	806857108		12/1/2011	1/28/2013	556			520	36	0	0	0	36
147 SCHLUMBERGER LTD	806857108		2/20/2013	5/6/2013	1,330			1,148	182	0	0	0	182
148 SENIOR HOUSING PROP TRUST	81721M109		8/14/2012	5/7/2013	2,069			1,556	513	0	0	0	513
149 SHERWIN WILLIAMS CO	824348106		1/25/2011	5/6/2013	4,507			3,736	771	0	0	0	771
150 SOUTHERN CO	842587107		5/17/2011	5/7/2013	775			663	112	0	0	0	112
151 PROCTER & GAMBLE CO	742718109		2/23/2011	5/7/2013	852			619	233	0	0	0	233
152 GOOGLE INC	38259P508		4/1/2011	5/7/2013	852			619	233	0	0	0	233
153 GOOGLE INC	38259P508		5/5/2011	5/7/2013	1,704			1,239	465	0	0	0	465
154 GOOGLE INC	38259P508		8/3/2011	5/7/2013	852			619	233	0	0	0	233
155 GOOGLE INC	38259P508		11/30/2011	5/7/2013	852			619	233	0	0	0	233
156 GOOGLE INC	38259P508		2/7/2013	5/7/2013	852			619	233	0	0	0	233
157 HCP INC	40141L109		11/10/2011	5/6/2013	1,713			1,189	524	0	0	0	524
158 OKMART INTERNATIONAL FD #109	42217K108		9/17/2010	7/31/2012	32,742			33,320	-578	0	0	0	-578
159 HEALTH CARE REIT INC	43074L103		5/6/2010	2/15/2013	2,932			2,004	928	0	0	0	928
160 HEALTH CARE REIT INC	43074L103		1/25/2011	2/15/2013	4,407			3,206	1,201	0	0	0	1,201
161 HEALTH CARE REIT INC	43074L103		8/3/2011	2/15/2013	217			144	73	0	0	0	73
162 HEALTH CARE REIT INC	43074L103		9/17/2012	2/15/2013	217			144	73	0	0	0	73
163 HEALTH CARE REIT INC	43074L103		2/4/2013	2/15/2013	217			144	73	0	0	0	73
164 ILLUMINA INC	452327109		4/29/2011	2/13/2013	352			378	-26	0	0	0	-26

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

Long Term CG Distributions		8,474	Short Term CG Distributions		0												
Description of Property Sold		CUSIP #	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/89	Adjusted Basis as of 12/31/89	Excess of FMV Over Adj Basis	Gain/Loss Minus Excess of FMV Over Adjusted Basis or Losses			
169 ILLUMINA INC		452327109		7/28/2011	2/13/2013	453			486	-33				175,110	-33		
170 ILLUMINA INC		452327109		7/28/2011	5/7/2013	132			108	24					24		
171 ILLUMINA INC		452327109		4/18/2012	5/7/2013	1,987			1,819	368					368		
172 INTERNATIONAL BUSINESS MACHS CO		459200101		8/5/2012	5/7/2013	2,021			1,988	233					233		
173 INTERNATIONAL BUSINESS MACHS CO		459200101		9/21/2012	5/7/2013	806			789	9					9		
174 INTERNATIONAL BUSINESS MACHS CO		459200101		3/7/2013	5/7/2013	404			400	4					4		
175 ISHARES RUSSELL 2000 VALUE INDEX		464287830		7/31/2012	1/24/2013	1,999			1,753	246					246		
176 JOHNSON & JOHNSON		478160104		1/25/2011	5/6/2013	3,559			2,572	987					987		
177 JOHNSON & JOHNSON		478160104		10/18/2012	5/7/2013	2,470			2,114	356					356		
178 JOHNSON & JOHNSON		478160104		1/28/2013	5/7/2013	1,788			1,531	257					257		
180 JOY GLOBAL INC		481165108		1/23/2012	3/6/2013	621			604	183					183		
181 JOY GLOBAL INC		481165108		2/3/2012	3/11/2013	482			843	-151					-151		
182 JOY GLOBAL INC		481165108		2/3/2012	5/7/2013	323			161	-38					-38		
183 JOY GLOBAL INC		481165108		2/3/2012	5/7/2013	356			482	-126					-126		
184 JOY GLOBAL INC		481165108		3/1/2012	5/7/2013	238			321	-83					-83		
185 KIMBERLY CLARK CORP COM		484568101		5/18/2012	5/7/2013	832			1,125	-293					-293		
186 KIMBERLY MORGAN INC/DELAWARE		494568101		12/5/2011	5/6/2013	2,823			1,862	1,061					1,061		
187 KIMBERLY MORGAN INC/DELAWARE		494568101		8/7/2012	5/7/2013	2,528			2,417	111					111		
188 KIMBERLY MORGAN INC/DELAWARE		494568101		2/5/2013	5/7/2013	1,322			1,264	58					58		
189 STARBUCKS CORP COM		855244109		4/2/2013	5/7/2013	778			744	34					34		
190 STARBUCKS CORP COM		855244109		5/13/2010	5/7/2013	1,369			780	589					589		
191 STARBUCKS CORP COM		855244109		9/27/2010	5/7/2013	1,804			1,028	776					776		
192 TOW SMALL CAP GROWTH FUND-I #472		87334N848		12/8/2012	5/7/2013	1,800			958	842					842		
193 TERADATA CORP		88076W103		11/17/2010	3/27/2013	38,738			39,500	-762					-762		
194 TERADATA CORP		88076W103		7/5/2012	3/27/2013	628			756	-128					-128		
195 TERADATA CORP		88076W103		7/17/2012	3/27/2013	57			69	-12					-12		
196 TOTAL S.A. - ADR		89151E109		7/17/2012	4/4/2013	636			625	11					11		
197 TOTAL S.A. - ADR		89151E109		1/25/2011	5/6/2013	3,523			3,764	-241					-241		
198 TWEEDE BROWNE ED GLOBAL VALUE		901165100		10/17/2011	5/6/2013	1,007			1,078	-69					-69		
199 UNILEVER PLC - ADR		904187704		7/31/2012	4/8/2013	31,125			30,000	1,125					1,125		
200 UNILEVER N.V. - ADR		904187704		1/26/2011	5/6/2013	1,253			866	387					387		
201 UNILEVER N.V. - ADR		904187704		10/17/2012	5/7/2013	1,734			1,568	166					166		
202 UNILEVER N.V. - ADR		904187704		10/17/2012	5/7/2013	127			115	12					12		
203 UNILEVER N.V. - ADR		904187704		1/29/2013	5/7/2013	761			689	72					72		
204 UNION PACIFIC CORP		907818108		10/5/2011	5/7/2013	1,218			794	424					424		
205 UNION PACIFIC CORP		907818108		10/7/2011	5/7/2013	1,218			794	424					424		
206 UNION PACIFIC CORP		907818108		7/30/2012	5/7/2013	1,218			794	424					424		
207 UNITEDHEALTH GROUP INC		91324P102		6/16/2010	1/31/2013	335			200	135					135		
208 UNITEDHEALTH GROUP INC		91324P102		10/25/2010	1/31/2013	883			532	351					351		
209 VFC CORP		918204108		7/14/2010	1/18/2013	592			326	266					266		
210 VANGUARD INFLAT-PROT SECS ADM #		922031737		10/28/2010	1/18/2013	740			407	333					333		
211 VANGUARD INFLAT-PROT SECS ADM #		922031737		1/8/2013	5/14/2013	155,783			150,387	5,406					5,406		
212 VANGUARD INFLAT-PROT SECS ADM #		922031737		12/1/2008	5/14/2013	56,136			54,187	1,949					1,949		
213 VANGUARD INFLAT-PROT SECS ADM #		922031737		3/26/2007	5/14/2013	1,056			1,019	37					37		
214 VANGUARD INFLAT-PROT SECS ADM #		922031737		8/28/2007	5/14/2013	2,183			2,107	76					76		
215 VANGUARD INFLAT-PROT SECS ADM #		922031737		6/28/2008	5/14/2013	852			823	29					29		
216 VANGUARD SMALL CAP VAL INDX #860		922808783		4/2/2013	5/14/2013	0			0	0					0		
217 VERIZON COMMUNICATIONS		92343V104		11/17/2010	7/31/2012	43,166			39,500	3,666					3,666		
218 VERIZON COMMUNICATIONS		92343V104		4/25/2012	3/27/2013	1,084			914	170					170		
219 VERIZON COMMUNICATIONS		92343V104		1/26/2011	5/6/2013	2,044			3,678	-1,634					-1,634		
220 VERIZON COMMUNICATIONS		92343V104		4/25/2012	5/7/2013	3,082			2,451	641					641		
221 VERIZON COMMUNICATIONS		92343V104		6/11/2012	5/7/2013	839			685	154					154		
222 VERTEX PHARMACEUTICALS INC COM		923532F100		7/30/2012	5/7/2013	487			468	-1					-1		
223 VERTEX PHARMACEUTICALS INC COM		923532F100		6/1/2012	4/5/2013	333			208	125					125		
224 KRAFT FOODS GROUP INC		50076Q106		10/16/2012	5/6/2013	2,840			2,485	355					355		
225 KRAFT FOODS GROUP INC		50076Q106		4/27/2012	5/7/2013	487			380	107					107		
226 KRAFT FOODS GROUP INC		50076Q106		5/1/2012	5/7/2013	829			512	317					317		
227 KRAFT FOODS GROUP INC		50076Q106		6/20/2012	5/7/2013	306			248	58					58		
228 KRAFT FOODS GROUP INC		50076Q106		10/9/2012	5/7/2013	970			789	181					181		
229 LAZARD EMERGING MKTS PTFL #638		52106N889		5/28/2009	7/31/2012	70,777			54,897	15,880					15,880		
230 ELLI LILLY & CO COM		532457108		12/17/2009	5/6/2013	761			509	252					252		
231 ELLI LILLY & CO COM		532457108		1/25/2011	5/6/2013	4,020			2,689	1,331					1,331		
232 ELLI LILLY & CO COM		532457108		8/3/2011	5/6/2013	163			109	54					54		
233 ELLI LILLY & CO COM		532457108		11/17/2011	5/6/2013	163			109	54					54		
234 ELLI LILLY & CO COM		532457108		2/3/2012	5/6/2013	588			400	188					188		
235 LINKEDIN CORP		53578A108		5/16/2012	2/21/2013	473			326	147					147		
236 LINKEDIN CORP		53578A108		5/16/2012	3/6/2013	347			218	129					129		
237 LINKEDIN CORP		53578A108		5/16/2012	3/28/2013	355			218	137					137		
238 LINKEDIN CORP		53578A108		5/25/2012	3/28/2013	711			435	276					276		
239 LINKEDIN CORP		53578A108		7/16/2012	3/28/2013	1,244			761	483					483		
240 LORILLARD INC		544147101		1/25/2011	5/6/2013	1,828			1,339	489					489		
241 MCDONALDS CORP		580135101		12/6/2012	5/6/2013	920			1,670	-750					-750		
242 MCDONALDS CORP		580135101		12/6/2012	5/6/2013	920			752	168					168		
243 MERCK & CO INC NEW		58833Y105		1/5/2012	5/6/2013	4,907			4,317	590					590		
244 MICROSOFT CORP		594918104		8/10/2011	1/31/2013	828			820	8					8		
245 MICROSOFT CORP		594918104		8/18/2011	1/31/2013	193			181	12					12		
246 MICROSOFT CORP		594918104		8/18/2011	2/5/2013	771			766	5					5		
247 MICROSOFT CORP		594918104		8/18/2011	3/6/2013	422			410	12					12		
248 MICROSOFT CORP		594918104		8/18/2011	5/7/2013	1,068			802	266					266		
249 MICROSOFT CORP		594918104		9/2/2012	5/7/2013	838			684	154					154		
250 MICROSOFT CORP		594918104		4/20/2012	5/7/2013	369			301	68					68		
251 MICROSOFT CORP		594918104		5/17/2012	5/7/2013	872			711	161					161		
252 MICROSOFT CORP		594918104		7/12/2012	5/7/2013	570			469	105					105		

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

Long Term CG Distributions		Amount	Short Term CG Distributions		Amount	How Acquired		Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/89	Adjusted Basis as of 12/31/89	Excess of FMV Over Adj Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses
		8,474			0					1,228,306			1,551,198	175,110				175,110
233	MICROSOFT CORP	594916104						8/1/2012	5/7/2013	369		0	301	68	0	0	0	68
234	MONDELEZ INTERNATIONAL INC	608207105						4/27/2012	4/28/2013	853		0	693	160	0	0	0	160
235	MONDELEZ INTERNATIONAL INC	608207105						5/1/2012	4/28/2013	1,105		0	898	207	0	0	0	207
236	MONDELEZ INTERNATIONAL INC	608207105						8/20/2012	4/28/2013	537		0	436	101	0	0	0	101
237	MONSANTO CO NEW	61166W101						5/31/2011	5/7/2013	1,175		0	807	368	0	0	0	368
238	MONSANTO CO NEW	61166W101						8/30/2011	5/7/2013	855		0	587	268	0	0	0	268
239	MONSANTO CO NEW	61166W101						10/17/2011	5/7/2013	922		0	660	302	0	0	0	302
240	MONSANTO CO NEW	61166W101						1/6/2012	5/7/2013	734		0	734	334	0	0	0	334
241	MONSANTO CO NEW	61166W101						4/12/2012	5/7/2013	1,068		0	254	839	0	0	0	839
242	NATIONAL GRID PLC ADR	636274300						1/25/2011	5/6/2013	3,433		0	2,594	879	0	0	0	879
243	NATIONAL GRID PLC ADR	636274300						5/1/2011	5/6/2013	1,921		0	1,489	432	0	0	0	432
244	NEXTERA ENERGY INC	633397101						10/16/2012	1/23/2013	2,077		0	2,038	39	0	0	0	39
245	NUCOR CORP	670346105						3/17/2013	5/7/2013	804		0	849	-36	0	0	0	-36
246	NUCOR CORP	670346105						3/14/2013	5/7/2013	849		0	887	-38	0	0	0	-38
247	O'REILLY AUTOMOTIVE INC	671034107						7/20/2012	5/7/2013	900		0	827	73	0	0	0	73
248	O'REILLY AUTOMOTIVE INC	671034107						7/20/2012	5/7/2013	1,758		0	1,470	288	0	0	0	288
249	PIMCO TOTAL RET FD-INST #35	683390700						12/9/2009	7/31/2013	105,741		0	100,394	5,347	0	0	0	5,347
250	PIMCO TOTAL RET FD-INST #35	683390700						12/9/2009	1/9/2013	20,200		0	19,608	594	0	0	0	594
251	PIMCO FOREIGN BD FD USD H-INST #1	683390882						12/21/2008	1/24/2013	5,000		0	4,880	120	0	0	0	120
252	PIMCO REAL RETURN FUND-INST #122	683391104						5/14/2013	5/30/2013	150,000		0	153,947	-3,947	0	0	0	-3,947
253	PPL CORPORATION	683511106						5/10/2011	5/6/2013	2,820		0	2,488	332	0	0	0	332
254	PPL CORPORATION	683511106						6/7/2011	5/6/2013	288		0	256	32	0	0	0	32
255	PEP-SICO INC	713448108						10/12/2011	5/6/2013	1,404		0	1,092	312	0	0	0	312
256	PFIZER INC	717081103						7/16/2012	1/9/2013	843		0	738	105	0	0	0	105
257	PFIZER INC	717081103						7/16/2012	5/7/2013	2,007		0	1,592	415	0	0	0	415
258	PHILIP MORRIS INTERNATIONAL IN	718172109						1/5/2011	5/6/2013	1,304		0	809	495	0	0	0	495
259	PHILIP MORRIS INTERNATIONAL IN	718172109						2/9/2012	5/7/2013	93		0	82	11	0	0	0	11
260	PHILIP MORRIS INTERNATIONAL IN	718172109						8/12/2012	5/7/2013	1,305		0	1,150	155	0	0	0	155
261	PHILIP MORRIS INTERNATIONAL IN	718172109						8/20/2012	5/7/2013	652		0	575	77	0	0	0	77
262	PRECISION CASTPARTS CORP	740189105						7/29/2010	1/18/2013	558		0	384	174	0	0	0	174
263	VERTEX PHARMACEUTICALS INC COM	92532F100						6/1/2012	5/7/2013	925		0	624	301	0	0	0	301
264	VERTEX PHARMACEUTICALS INC COM	92532F100						8/29/2012	5/7/2013	1,002		0	676	326	0	0	0	326
265	VERTEX PHARMACEUTICALS INC COM	92532F100						11/2/2012	5/7/2013	2,311		0	1,559	752	0	0	0	752
266	VODAFONE GROUP PLC NEW ADR	92857W209						12/17/2009	5/6/2013	4,132		0	3,562	570	0	0	0	570
267	VODAFONE GROUP PLC NEW ADR	92857W209						1/26/2011	5/6/2013	844		0	728	116	0	0	0	116
268	WE ADV SHORT-TERM BOND FUND-#3	948817652						8/17/2010	5/9/2013	67,680		0	67,159	531	0	0	0	531
269	WE ADV SHORT-TERM BOND FUND-#3	948817652						5/16/2012	5/9/2013	29,834		0	29,834	0	0	0	0	0
270	WE ADV SHORT-TERM BOND FUND-#3	948817652						1/8/2013	5/9/2013	11,905		0	11,812	93	0	0	0	93
271	WHOLE FOODS MKT INC	968837106						4/12/2013	5/7/2013	1,634		0	1,745	89	0	0	0	89
272	WHOLE FOODS MKT INC	968837106						7/29/2011	5/6/2013	708		0	1,065	-359	0	0	0	-359
273	WINDSTREAM CORP	97381W104						1/26/2011	5/6/2013	473		0	781	-308	0	0	0	-308
274	WINDSTREAM CORP	97381W104						8/2/2011	5/6/2013	24		0	38	-14	0	0	0	-14
275	WINDSTREAM CORP	97381W104						3/26/2012	5/6/2013	24		0	38	-14	0	0	0	-14
276	WINDSTREAM CORP	97381W104						8/17/2012	5/6/2013	24		0	38	-14	0	0	0	-14
277	WINDSTREAM CORP	97381W104						2/4/2013	5/7/2013	24		0	38	-14	0	0	0	-14
278	WINDSTREAM CORP	97381W104						5/6/2013	5/7/2013	2,218		0	2,219	-1	0	0	0	-1
279	EATON CORP PLC	G0408V102						2/5/2013	5/7/2013	2,964		0	2,428	536	0	0	0	536
280	EATON CORP PLC	G0408V102						4/5/2013	5/7/2013	889		0	880	99	0	0	0	99
281	ADT CORP/THE	001011106						5/3/2013	5/7/2013	400		0	396	4	0	0	0	4
282	ADT CORP/THE	001011106						2/20/2013	5/6/2013	3,785		0	3,785	0	0	0	0	0
283	ABBVIE INC	00287Y109						1/25/2011	5/6/2013	3,515		0	3,054	461	0	0	0	461
284	ABBVIE INC	00287Y109						2/20/2013	5/6/2013	6,000		0	5,393	607	0	0	0	607
285	INVECO INTL GROWTH-Y #8516	006882532						11/17/2010	1/24/2013	68,297		0	59,607	8,690	0	0	0	8,690
286	INVECO INTL GROWTH-Y #8516	006882532						1/28/2013	5/2/2013	355		0	438	-83	0	0	0	-83
287	ADT CORP/THE	001011106						11/27/2012	5/7/2013	1,555		0	1,539	16	0	0	0	16
288	ADT CORP/THE	001011106						1/28/2013	5/7/2013	1,924		0	1,893	31	0	0	0	31
289	ADT CORP/THE	001011106						2/26/2013	5/7/2013	1,000		0	946	54	0	0	0	54
290	ADT CORP/THE	001011106						4/17/2013	5/7/2013	875		0	829	46	0	0	0	46
291	EATON CORP PLC	G28183103						10/28/2011	2/21/2013	354		0	244	110	0	0	0	110
292	ASML HOLDING NV NY REG SHS	N07059210						10/28/2011	5/7/2013	562		0	384	178	0	0	0	178
293	ASML HOLDING NV NY REG SHS	N07059210						12/7/2011	5/7/2013	1,530		0	1,048	484	0	0	0	484
294	ASML HOLDING NV NY REG SHS	N07059210						4/30/2012	5/7/2013	589		0	402	187	0	0	0	187
295	ASML HOLDING NV NY REG SHS	N07059210						12/8/2012	5/7/2013	458		0	314	145	0	0	0	145
296	ASML HOLDING NV NY REG SHS	N07059210						4/4/2013	5/7/2013	984		0	679	315	0	0	0	315
297	ASML HOLDING NV NY REG SHS	N07059210						7/29/2010	5/7/2013	1,337		0	896	441	0	0	0	441
298	PRECISION CASTPARTS CORP	740189105						8/19/2010	5/7/2013	1,146		0	768	378	0	0	0	378
299	PRECISION CASTPARTS CORP	740189105						10/21/2010	5/7/2013	512		0	512	0	0	0	0	0
300	PRECISION CASTPARTS CORP	740189105						8/11/2012	5/7/2013	382		0	256	126	0	0	0	126
301	PROCTER & GAMBLE CO	742718108						1/2/2011	5/6/2013	233		0	201	32	0	0	0	32
302	PROCTER & GAMBLE CO	742718108						1/25/2011	5/6/2013	1,087		0	937	150	0	0	0	150
303	PROCTER & GAMBLE CO	742718108						5/11/2011	5/7/2013	620		0	530	90	0	0	0	90
304	SEE ATTACHED									10,980		0	0	10,980	0	0	0	10,980

ACCT 5892 1019026704
FROM 07/01/2012
TO 12/31/2012

WELLS FARGO BANK, N.A.
STATEMENT OF CAPITAL GAINS AND LOSSES
PEARL DIXON BALTHIS FDN TUA

PAGE 59

RUN 05/30/2013
11.29:31 AM

TRUST YEAR ENDING 06/30/2013

TAX PREPARER: 184
TRUST ADMINISTRATOR: 6440
INVESTMENT OFFICER: 3933

LEGEND. F - FEDERAL S - STATE I - INHERITED
E - EXEMPT FROM STATE U - ACQ COST UNKNOWN

PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	TERM	NC
13.0000 YUM! BRANDS INC			COM - 988498101 - MINOR = 3101				
SOLD		07/05/2012	844.55				
ACQ	13.0000	05/26/2011	844.55	725.33	SUB TRUST 1019850554		
					119.22	LT15	Y
19.0000 MEAD JOHNSON NUTRITION CO - 582839106 - MINOR = 61							
SOLD		07/11/2012	1483.46		SUB TRUST 1019850554		
ACQ	7 6600	12/21/2009	598 07	394.64	203.43	LT15	Y
	11 3400	01/06/2010	885.39	584.23	301.16	LT15	Y
17.0000 INTEL CORP COM - 458140100							
SOLD		07/12/2012	422.50		SUB TRUST 1019850554		
ACQ	17.0000	05/19/2011	422.50	394.14	28.36	LT15	Y
16.0000 LAUDER ESTEE COS INC CL A - 518439104 - MINOR = 61							
SOLD		07/12/2012	803.39		SUB TRUST 1019850554		
ACQ	16.0000	08/11/2011	803.39	742.79	60.60	ST	Y
52.0000 INTEL CORP COM - 458140100							
SOLD		07/13/2012	1315.73		SUB TRUST 1019850554		
ACQ	15.0000	05/19/2011	379.54	347.77	31.77	LT15	Y
	37.0000	05/23/2011	936 19	857.84	78.35	LT15	Y
12.0000 YUM! BRANDS INC			COM - 988498101 - MINOR = 3101				
SOLD		07/13/2012	769.60		SUB TRUST 1019850554		
ACQ	12.0000	05/26/2011	769.60	669.54	100.06	LT15	Y
20.0000 MEAD JOHNSON NUTRITION CO - 582839106 - MINOR = 61							
SOLD		07/16/2012	1476.10		SUB TRUST 1019850554		
ACQ	1.4640	01/06/2010	108.05	75.43	32.62	LT15	Y
	8.5360	01/28/2010	630.00	439.77	190.23	LT15	Y
	6.0000	12/23/2011	442.83	309.12	133.71	ST	Y
	4.0000	06/12/2012	295.22	206.08	89.14	ST	Y
20.0000 LAUDER ESTEE COS INC CL A - 518439104 - MINOR = 61							
SOLD		07/17/2012	1025.03		SUB TRUST 1019850554		
ACQ	14.0000	08/11/2011	717.52	649.95	67.57	ST	Y
	6.0000	08/15/2011	307.51	278 55	28.96	ST	Y
12.0000 TYSON FOODS INC COM CL A - 902494103 - MINOR = 3101							
SOLD		07/17/2012	183.99		SUB TRUST 1019850554		
ACQ	12.0000	06/28/2011	183.99	223.66	-39.67	LT15	Y
24.0000 ROCKWELL INTL CORP NEW COM - 773903109 - MINOR = 61							
SOLD		07/18/2012	1581.43		SUB TRUST 1019850554		
ACQ	13.0000	12/07/2011	856.61	994.06	-137.45	ST	Y
	11.0000	01/10/2012	724.82	841.13	-116.31	ST	Y
32.0000 ABBOTT LABS W/RIGHTS ATTACHED EXP 11/10/2009 - 002824100 - MINOR = 31001							
SOLD		07/25/2012	2042.22		SUB TRUST 517100000		
ACQ	28.0000	05/17/2010	1786.94	1391.84	395.10	LT15	Y
	4.0000	03/04/2011	255.28	198.83	56.45	LT15	Y
3.0000 APPLE COMPUTER INC COM - 037833100 - MINOR = 3101							
SOLD		07/25/2012	1711.81		SUB TRUST 1019850554		
ACQ	3.0000	12/18/2009	1711.81	581.24	1130.57	LT15	Y
24.0000 KIMBERLY-CLARK CORP COM - 494368103 - MINOR = 3101							
SOLD		07/25/2012	2000.06		SUB TRUST 517100000		
ACQ	24.0000	01/25/2011	2000 06	1595.99	404.07	LT15	Y
44 0000 PHILIP MORRIS INTERNATIONAL IN - 718172109 - MINOR = 3101							
SOLD		07/25/2012	3835 27		SUB TRUST 517100000		
ACQ	44.0000	01/25/2011	3835.27	2543.70	1291.57	LT15	Y
10.0000 SALESFORCE COM INC - 79466L302 - MINOR = 3101							
SOLD		07/30/2012	1259.01		SUB TRUST 1019850554		
ACQ	10.0000	12/06/2011	1259.01	1246.35	12.66	ST	Y
23.0000 ALLERGAN INC COM W/RIGHTS ATTACHED EXP 2/18/2010 - 018490102 - MINOR = 3101							
SOLD		07/31/2012	1951.08		SUB TRUST 1019850554		
ACQ	4 0000	02/05/2010	339.32	260.50	78.82	LT15	Y
	4.0000	12/18/2009	339.32	260.50	78.82	LT15	Y
	15.0000	10/29/2010	1272.44	976.88	295.56	LT15	Y

ACCT 5892 1019026704
FROM 07/01/2012
TO 12/31/2012

WELLS FARGO BANK, N.A.
STATEMENT OF CAPITAL GAINS AND LOSSES
PEARL DIXON BALTHIS PDN TUA

PAGE 60
RUN 05/30/2013
11.29:31 AM

TRUST YEAR ENDING 06/30/2013

TAX PREPARER: 184
TRUST ADMINISTRATOR: 6440
INVESTMENT OFFICER: 3933

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E - EXEMPT FROM STATE U - ACQ COST UNKNOWN

PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	TERM	NC
27.0000 ABBOTT LABS W/RIGHTS ATTACHED EXP 11/10/2009 - 002824100 - MINOR = 31001							
SOLD		08/13/2012	1776.52			SUB TRUST 51710000	
ACQ	27.0000	03/04/2011	1776.52	1342.13	434.39	LT15	Y
27.0000 KIMBERLY-CLARK CORP COM - 494368103 - MINOR = 3101							
SOLD		08/13/2012	2229.91			SUB TRUST 51710000	
ACQ	27.0000	01/25/2011	2229.91	1795.48	434.43	LT15	Y
34.0000 VENTAS INC-COM - 92276F100 - MINOR = 61							
SOLD		08/13/2012	2162.02			SUB TRUST 51710000	
ACQ	34.0000	04/11/2012	2162.02	1878.54	283.48	ST	Y
22.0000 EDWARDS LIFESCIENCES CORP COM - 28176E108 - MINOR = 61							
SOLD		08/14/2012	2157.16			SUB TRUST 1019850554	
ACQ	2.0000	12/09/2011	196.11	133.03	63.08	ST	Y
	9.0000	03/08/2012	882.47	598.64	283.83	ST	Y
	11.0000	04/16/2012	1078.58	731.67	346.91	ST	Y
12.0000 ILLUMINA INC COM - 452327109 - MINOR = 61							
SOLD		08/22/2012	502.90			SUB TRUST 1019850554	
ACQ	8.0000	03/16/2011	335.27	431.73	-96.46	LT15	Y
	4.0000	04/29/2011	167.63	215.87	-48.24	LT15	Y
8.0000 MONSANTO CO NEW COM - 61166W101 - MINOR = 3101							
SOLD		08/23/2012	685.50			SUB TRUST 1019850554	
ACQ	8.0000	05/31/2011	685.50	586.86	98.64	LT15	Y
9.0000 UNDER ARMOUR INC - 904311107 - MINOR = 61							
SOLD		08/27/2012	499.65			SUB TRUST 1019850554	
ACQ	9.0000	04/20/2012	499.65	449.15	50.50	ST	Y
15.0000 PRAXAIR INC COM - 74005P104 - MINOR = 31000							
SOLD		08/28/2012	1574.60			SUB TRUST 1019850554	
ACQ	15.0000	08/30/2011	1574.60	1479.67	94.93	ST	Y
59.0000 COMERICA INC COM RT EXPS 07/01/2006 - 200340107 - MINOR = 61							
SOLD		09/04/2012	1803.56			SUB TRUST 1019850554	
ACQ	47.0000	04/07/2011	1436.73	1706.49	-269.76	LT15	Y
	12.0000	01/24/2012	366.83	435.70	-68.87	ST	Y
108.0000 TYSON FOODS INC COM CL A - 902494103 - MINOR = 3101							
SOLD		09/04/2012	1715.78			SUB TRUST 1019850554	
ACQ	64.0000	06/28/2011	1016.76	1192.85	-176.09	LT15	Y
	22.0000	08/10/2011	349.51	410.04	-60.53	LT15	Y
	22.0000	05/09/2012	349.51	410.05	-60.54	ST	Y
19.0000 NIKE INC CL B COM - 654106103 - MINOR = 3101							
SOLD		09/18/2012	1863.43			SUB TRUST 1019850554	
ACQ	11.0000	03/20/2012	1078.83	1234.81	-155.98	ST	Y
	8.0000	04/30/2012	784.60	898.05	-113.45	ST	Y
36.0000 LAS VEGAS SANDS CORP - 517834107 - MINOR = 3101							
SOLD		09/25/2012	1691.07			SUB TRUST 1019850554	
ACQ	8.0000	08/04/2011	375.79	369.24	6.55	LT15	Y
	6.0000	06/07/2011	281.85	276.93	4.91	LT15	Y
	15.0000	02/03/2012	704.61	692.33	12.28	ST	Y
	7.0000	05/10/2012	328.82	323.09	5.73	ST	Y
1.0000 APPLE COMPUTER INC COM - 037833100 - MINOR = 3101							
SOLD		10/08/2012	640.57			SUB TRUST 1019850554	
ACQ	1.0000	12/18/2009	640.57	193.75	446.82	LT15	Y
4.0000 APPLE COMPUTER INC COM - 037833100 - MINOR = 3101							
SOLD		10/11/2012	2528.52			SUB TRUST 1019850554	
ACQ	4.0000	12/18/2009	2528.52	774.99	1753.53	LT15	Y
.3333 KRAFT FOODS GROUP INC - 50076Q106 - MINOR = 61							
SOLD		10/11/2012	15.24			SUB TRUST 1019850554	
ACQ	.3333	04/27/2012	15.24	13.87	1.37	ST	Y
14.0000 LINKEDIN CORP - 53578A108 - MINOR = 61							
SOLD		10/11/2012	1627.77			SUB TRUST 1019850554	
ACQ	14.0000	05/16/2012	1627.77	1522.75	105.02	ST	Y
21.0000 PEPSICO INC COM - 713448108							
SOLD		10/12/2012	1478.34			SUB TRUST 1019850554	
ACQ	16.0000	06/22/2011	1126.35	1104.14	22.21	LT15	Y
	5.0000	09/22/2011	351.99	345.04	6.95	LT15	Y
54.0000 AT&T INC - 00206R102 - MINOR = 3101							
SOLD		10/15/2012	1901.21			SUB TRUST 51710000	
ACQ	54.0000	01/25/2011	1901.21	1564.75	336.46	LT15	Y
30.0000 ABBOTT LABS W/RIGHTS ATTACHED EXP 11/10/2009 - 002824100 - MINOR = 31001							
SOLD		10/15/2012	2142.70			SUB TRUST 51710000	
ACQ	3.0000	03/04/2011	214.27	149.13	65.14	LT15	Y
	21.0000	06/10/2011	1499.89	1043.88	456.01	LT15	Y
	3.0000	08/03/2011	214.27	149.13	65.14	LT15	Y
	3.0000	06/25/2012	214.27	149.11	65.16	ST	Y
23.0000 PEPSICO INC COM - 713448108							
SOLD		10/16/2012	1618.80			SUB TRUST 1019850554	
ACQ	1.0000	09/22/2011	70.38	69.01	1.37	LT15	Y
	11.0000	06/20/2012	774.21	759.10	15.11	ST	Y
	11.0000	06/26/2012	774.21	759.10	15.11	ST	Y
55.0000 ORACLE CORP COM - 68389X105 - MINOR = 5010							
SOLD		10/18/2012	1706.50			SUB TRUST 1019850554	
ACQ	25.0000	09/28/2010	775.68	662.74	112.94	LT15	Y
	22.0000	12/16/2010	682.60	583.22	99.38	LT15	Y
	8.0000	09/22/2011	248.22	212.07	36.15	LT15	Y

ACCT 5892 1019026704
FROM 07/01/2012
TO 12/31/2012

WELLS FARGO BANK, N.A.
STATEMENT OF CAPITAL GAINS AND LOSSES
PEARL DIXON BALTHIS FDN TUA

PAGE 61
RUN 05/30/2013
11.29:31 AM

TRUST YEAR ENDING 06/30/2013

TAX PREPARER: 184
TRUST ADMINISTRATOR: 6440
INVESTMENT OFFICER: 3933

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E - EXEMPT FROM STATE U - ACQ COST UNKNOWN

PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	TERM	NC
57.0000 LILLY ELI & CO COM W/RTS EXP 7/28/2008 - 532457108 - MINOR = 3101							
SOLD		10/25/2012	2886.71				
ACQ	57.0000	12/17/2009	2886.71	2047.01	SUB TRUST 51710000		
					839.70	LT15	Y
36.0000 STARWOOD HOTELS & RESORTS WORLDWIDE - 85590A401 - MINOR = 3101							
SOLD		10/25/2012	1894.89		SUB TRUST 1019850554		
ACQ	10.0000	08/04/2011	526.36	551.72	-25.36	LT15	Y
	7.0000	08/23/2011	368.45		-17.75	LT15	Y
	5.0000	02/03/2012	263.18	275.86	-12.68	ST	Y
	14.0000	03/05/2012	736.90	772.40	-35.50	ST	Y
29 0000 UNDER ARMOUR INC - 904311107 - MINOR = 61							
SOLD		10/25/2012	1513.25		SUB TRUST 1019850554		
ACQ	7.0000	04/20/2012	365.27	349.33	15.94	ST	Y
	8.0000	05/25/2012	417.45	399.24	18.21	ST	Y
	14.0000	06/07/2012	730.53	698.66	31.87	ST	Y
68.0000 UNILEVER PLC SPONSORED ADR NEW - 904767704 - MINOR = 66							
SOLD		10/25/2012	2514.65		SUB TRUST 51710000		
ACQ	68.0000	01/26/2011	2514.65	2030.75	483.90	LT15	Y
10 0000 PHILIP MORRIS INTERNATIONAL IN - 718172109 - MINOR = 3101							
SOLD		11/02/2012	874.41		SUB TRUST 1019850554		
ACQ	10.0000	02/09/2012	874.41	821.08	53.33	ST	Y
25.0000 CITRIX SYS INC COM - 177376100 - MINOR = 3101							
SOLD		11/12/2012	1504.32		SUB TRUST 1019850554		
ACQ	7.0000	04/22/2010	421.21	311.89	109.32	LT15	Y
	11.0000	07/27/2010	661.90	490.11	171.79	LT15	Y
	7.0000	10/25/2010	421.21	311.89	109.32	LT15	Y
45.0000 COVIDIEN PLC - G2554F113 - MINOR = 66							
SOLD		11/12/2012	2495.99		SUB TRUST 1019850554		
ACQ	14 0000	04/28/2010	776.53	725.00	51.53	LT15	Y
	12.0000	02/01/2010	665.60	621.43	44.17	LT15	Y
	6.0000	01/26/2010	332.80	310.71	22.09	LT15	Y
	13.0000	07/31/2012	721.06	673.21	47.85	ST	Y
7.0000 CROWN CASTLE INTL CORP COM - 228227104 - MINOR = 61							
SOLD		11/26/2012	466.40		SUB TRUST 1019850554		
ACQ	7.0000	04/25/2012	466.40	391.22	75.18	ST	Y
10.0000 MONSANTO CO NEW COM - 61166W101 - MINOR = 3101							
SOLD		11/26/2012	902.05		SUB TRUST 1019850554		
ACQ	10.0000	05/31/2011	902.05	733.57	168.48	LT15	Y
5.0000 CERNER CORP COM - 156782104 - MINOR = 61							
SOLD		11/27/2012	383.90		SUB TRUST 1019850554		
ACQ	5.0000	11/21/2011	383.90	344.56	39.34	LT15	Y
62.0000 DEEMED REDEEMED ASML HOLDING NV BSCR - N07BSC895 - MINOR = 61							
SOLD		11/28/2012	735.92		SUB TRUST 1019850554		
ACQ	17.0000	10/28/2011	201.78	139.99	61.79	LT15	Y
	26.0000	12/07/2011	308.61	204.40	104.21	ST	Y
	9.0000	04/30/2012	106.83	87.62	19.21	ST	Y
	10.0000	06/13/2012	118.70	93.50	25.20	ST	Y
CHANGED 02/18/13 JM ***FOUND UPDATE*** 01/02/13							
3.0000 BIOGEN IDEC INC - 09062X103 - MINOR = 61							
SOLD		11/29/2012	450.99		SUB TRUST 1019850554		
ACQ	3 0000	11/02/2011	450.99	348.50	102.49	LT15	Y
10.0000 PHILIP MORRIS INTERNATIONAL IN - 718172109 - MINOR = 3101							
SOLD		12/05/2012	884.89		SUB TRUST 1019850554		
ACQ	10.0000	02/09/2012	884.89	821.09	63.80	ST	Y
158.0000 EXELON CORP COM - 30161N101 - MINOR = 3101							
SOLD		12/06/2012	4635.60		SUB TRUST 51710000		
ACQ	103.0000	07/25/2012	3021.94	3962.17	-940.23	ST	Y
	52.0000	08/13/2012	1525.64	2000.32	-474.68	ST	Y
	3.0000	09/17/2012	88.02	115.40	-27.38	ST	Y
18.0000 PHILIP MORRIS INTERNATIONAL IN - 718172109 - MINOR = 3101							
SOLD		12/06/2012	1604.94		SUB TRUST 1019850554		
ACQ	18.0000	02/09/2012	1604.94	1477.95	126.99	ST	Y
3.0000 V F CORP COM W/RTS ATTACHED EXP 01/25/2008 - 918204108 - MINOR = 3101							
SOLD		12/06/2012	463.29		SUB TRUST 1019850554		
ACQ	3.0000	07/14/2010	463.29	244.43	218.86	LT15	Y
7400 ASML HOLDING NV-NY REG SHS - N07059210 - MINOR = 66							
SOLD		12/11/2012	47.38		SUB TRUST 1019850554		
ACQ	.7400	10/28/2011	47.38	36.02	11.36	LT15	Y
CHANGED 02/18/13 JM							
13.0000 SCHLUMBERGER LTD COM - 806857108 - MINOR = 3161							
SOLD		12/17/2012	899.13		SUB TRUST 1019850554		
ACQ	5.0000	01/28/2010	345.82	371.07	-25.25	LT15	Y
	6.0000	01/11/2010	414.98	445.29	-30.31	LT15	Y
	2.0000	11/15/2010	138.33	148.43	-10.10	LT15	Y
TOTALS			500924.55	442978.06			

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

	Date	Amount
1 Credit from prior year return		1 444
2 First quarter estimated tax payment		2
3 Second quarter estimated tax payment	12/11/2012	3 532
4 Third quarter estimated tax payment		4
5 Fourth quarter estimated tax payment		5
6 Other payments		6 0
7 Total		7 976

Part XIII, Line 2a, Column C (990-PF) - Prior Year Undistributed Income

1	Distributable amounts for 2011 that remained undistributed at the beginning of the 2012 tax year	1	72,891
2		2	
3		3	
4		4	
5		5	
6		6	
7		7	
8		8	
9		9	
10	Total	10	72,891