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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 **JUL 1, 2012**, and ending **JUN 30, 2013**

Name of foundation WELDON F. OSBORNE FOUNDATION, INC.		A Employer identification number 62-6026442
Number and street (or P.O. box number if mail is not delivered to street address) ONE UNION SQUARE	Room/suite 210	B Telephone number 423-267-0931
City or town, state, and ZIP code CHATTANOOGA, TN 37402-2501		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) \$ 18,534,890. (Part I, column (d) must be on cash basis)	J Accounting method: ☐ Cash ☒ Accrual ☐ Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue					
1	Contributions, gifts, grants, etc., received				
2	Check ☒ If the foundation is not required to attach Sch. B				
3	Interest on savings and temporary cash investments	163,748.	163,748.		
4	Dividends and interest from securities	264,266.	264,266.		
5a	Gross rents	364,276.	364,276.		STATEMENT 1
b	Net rental income or (loss) 128,064.				STATEMENT 2
6a	Net gain or (loss) from sale of assets not on line 10	255,262.			
b	Gross sales price for all assets on line 6a 7,812,959.				
7	Capital gain net income (from Part IV, line 2)		255,262.		
8	Net short-term capital gain				
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less: Cost of goods sold				
c	Gross profit or (loss)				
11	Other income	297.	297.		STATEMENT 3
12	Total. Add lines 1 through 11	1,047,849.	1,047,849.	0.	
Operating and Administrative Expenses					
13	Compensation of officers, directors, trustees, etc	24,000.	12,000.	0.	12,000.
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees STMT 4	3,680.	3,380.	0.	300.
b	Accounting fees STMT 5	18,890.	945.	0.	17,946.
c	Other professional fees STMT 6	94,265.	35,765.	0.	58,500.
17	Interest				
18	Taxes STMT 7	93,310.	75,766.	0.	0.
19	Depreciation and depletion STMT 18	35,286.	32,687.	0.	
20	Occupancy	21,683.	4,337.	0.	17,346.
21	Travel, conferences, and meetings	7,347.	731.	0.	6,616.
22	Printing and publications				
23	Other expenses STMT 8	248,523.	236,786.	0.	11,630.
24	Total operating and administrative expenses. Add lines 13 through 23	546,984.	402,397.	0.	124,338.
25	Contributions, gifts, grants paid	970,575.			998,024.
26	Total expenses and disbursements. Add lines 24 and 25	1,517,559.	402,397.	0.	1,122,362.
27	Subtract line 26 from line 12:				
a	Excess of revenue over expenses and disbursements	-469,710.			
b	Net investment income (if negative, enter -0-)		645,452.		
c	Adjusted net income (if negative, enter -0-)			0.	

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

		Beginning of year			End of year		
		(a) Book Value			(b) Book Value		
Assets	1	Cash - non-interest-bearing		12,643.		322,899.	322,899.
	2	Savings and temporary cash investments		1,281,825.		961,593.	961,593.
	3	Accounts receivable ▶	5,239.				
		Less: allowance for doubtful accounts ▶		5,443.		5,239.	5,239.
	4	Pledges receivable ▶					
		Less: allowance for doubtful accounts ▶					
	5	Grants receivable					
	6	Receivables due from officers, directors, trustees, and other disqualified persons					
	7	Other notes and loans receivable ▶					
		Less: allowance for doubtful accounts ▶					
	8	Inventories for sale or use					
	9	Prepaid expenses and deferred charges		5,346.		10,873.	10,873.
	10a	Investments - U.S. and state government obligations STMT 10		3,565,925.		3,249,171.	3,249,171.
	b	Investments - corporate stock STMT 11		7,671,948.		10,874,554.	10,874,554.
	c	Investments - corporate bonds STMT 12		3,579,057.		1,317,489.	1,317,489.
Liabilities	11	Investments - land, buildings, and equipment basis ▶	2,187,137.				
		Less accumulated depreciation STMT 13 ▶	319,822.	1,900,002.		1,867,315.	1,500,000.
	12	Investments - mortgage loans					
	13	Investments - other					
	14	Land, buildings, and equipment: basis ▶	66,015.				
		Less accumulated depreciation STMT 9 ▶	36,045.	21,011.		29,970.	29,970.
	15	Other assets (describe ▶ STATEMENT 14)		263,102.		263,102.	263,102.
	16	Total assets (to be completed by all filers)		18,306,302.		18,902,205.	18,534,890.
	17	Accounts payable and accrued expenses		12,207.		13,607.	
	18	Grants payable		387,233.		359,784.	
Net Assets or Fund Balances	19	Deferred revenue					
	20	Loans from officers, directors, trustees, and other disqualified persons					
	21	Mortgages and other notes payable					
	22	Other liabilities (describe ▶)					
	23	Total liabilities (add lines 17 through 22)		399,440.		373,391.	
		Foundations that follow SFAS 117, check here ▶ ☐					
		and complete lines 24 through 26 and lines 30 and 31					
	24	Unrestricted					
	25	Temporarily restricted					
	26	Permanently restricted					
		Foundations that do not follow SFAS 117, check here ▶ ☒					
		and complete lines 27 through 31					
	27	Capital stock, trust principal, or current funds		0.		0.	
	28	Paid-in or capital surplus, or land, bldg., and equipment fund		0.		0.	
	29	Retained earnings, accumulated income, endowment, or other funds		17,906,862.		18,528,814.	
	30	Total net assets or fund balances		17,906,862.		18,528,814.	
	31	Total liabilities and net assets/fund balances		18,306,302.		18,902,205.	

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	17,906,862.
2	Enter amount from Part I, line 27a	2	-469,710.
3	Other increases not included in line 2 (itemize) ▶ UNREALIZED GAINS AND LOSSES	3	1,091,662.
4	Add lines 1, 2, and 3	4	18,528,814.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	18,528,814.

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 PUBLICLY TRADED SECURITIES			P		
b					
c					
d					
e					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
a 7,812,959.		7,557,697.	255,262.		
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) 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			255,262.		
b					
c					
d					
e					
2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }			2	255,262.	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8			3	N/A	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2011	998,422.	18,905,574.	.052811
2010	1,032,192.	19,319,334.	.053428
2009	1,009,074.	18,891,453.	.053414
2008	1,066,844.	18,312,744.	.058257
2007	1,102,547.	22,096,787.	.049896
2 Total of line 1, column (d)			2 .267806
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 .053561
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5			4 19,279,312.
5 Multiply line 4 by line 3			5 1,032,619.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 6,455.
7 Add lines 5 and 6			7 1,039,074.
8 Enter qualifying distributions from Part XII, line 4			8 1,122,362.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)		1	6,455.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b			
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		2	0.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		3	6,455.
3 Add lines 1 and 2		4	0.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		5	6,455.
5 Tax based on investment income Subtract line 4 from line 3. If zero or less, enter -0-			
6 Credits/Payments:			
a 2012 estimated tax payments and 2011 overpayment credited to 2012	6a	16,884.	
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	16,884.	
8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	10,429.	
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
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
1c 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. ☐ \$ 0. (2) On foundation managers. ☐ \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ☐ \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a 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?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		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? If "Yes," complete Part II, col (c), and Part XV.	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ☐ TN		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

N/A

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► WFOSBORNEFOUNDATION.ORG	13	X	
14	The books are in care of ► GLENN C. STOPHEL Telephone no. ► 423-267-0931 Located at ► ONE UNION SQUARE STE 210, CHATTANOOGA, TN ZIP+4 ► 37402			
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? ☐ Yes ☒ No If "Yes," list the years ► _____, _____, _____		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) N/A	2b	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► _____, _____, _____		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No		
b	If "Yes," did it have excess business holdings in 2012 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012) N/A	3b	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?	4b	X

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

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

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

☒

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

N/A

☐ Yes ☐ No

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

☐ Yes ☒ No

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

6b

X

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

☐ Yes ☒ No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

7b

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 15		24,000.	0.	0.

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

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

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

0

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services		0

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 NONE - NO ACTIVITIES OTHER THAN GRANT MAKING	
	0.
2	
3	
4	

Part IX-B Summary of Program-Related Investments

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

	Amount
1 N/A - FOUNDATION IS ENGAGED SOLELY IN GRANT MAKING ACTIVITIES	
	0.
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3	0.

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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	15,430,749.
b Average of monthly cash balances	1b	1,162,157.
c Fair market value of all other assets	1c	2,980,000.
d Total (add lines 1a, b, and c)	1d	19,572,906.
e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2 Acquisition indebtedness applicable to line 1 assets	2	0.
3 Subtract line 2 from line 1d	3	19,572,906.
4 Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	293,594.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	19,279,312.
6 Minimum investment return. Enter 5% of line 5	6	963,966.

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	963,966.
2a Tax on investment income for 2012 from Part VI, line 5	2a	6,455.
b Income tax for 2012. (This does not include the tax from Part VI.)	2b	
c Add lines 2a and 2b	2c	6,455.
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	957,511.
4 Recoveries of amounts treated as qualifying distributions	4	0.
5 Add lines 3 and 4	5	957,511.
6 Deduction from distributable amount (see instructions)	6	0.
7 Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	957,511.

Part XII Qualifying Distributions (see instructions)

1 Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	1,122,362.
b Program-related investments - total from Part IX-B	1b	0.
2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3 Amounts set aside for specific charitable projects that satisfy the:		
a Suitability test (prior IRS approval required)	3a	
b Cash distribution test (attach the required schedule)	3b	
4 Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	1,122,362.
5 Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	6,455.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	1,115,907.

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				957,511.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2012:				
a From 2007	26,184.			
b From 2008	163,821.			
c From 2009	76,693.			
d From 2010	91,519.			
e From 2011	75,656.			
f Total of lines 3a through e	433,873.			
4 Qualifying distributions for 2012 from Part XII, line 4. ► \$ 1,122,362.				
a Applied to 2011, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2012 distributable amount				957,511.
e Remaining amount distributed out of corpus	164,851.			
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	598,724.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b Taxable amount - see instructions		0.		
e Undistributed income for 2011. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2012. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7	26,184.			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	572,540.			
10 Analysis of line 9:				
a Excess from 2008	163,821.			
b Excess from 2009	76,693.			
c Excess from 2010	91,519.			
d Excess from 2011	75,656.			
e Excess from 2012	164,851.			

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 STATEMENT 16				998,024.
Total			▶ 3a	998,024.
b Approved for future payment				
SEE STATEMENT 17				359,784.
Total			▶ 3b	359,784.

Weldon F Osborne Foundation, Inc
Form 990-PF Part XV, Line 3a
Grants and Contributions Paid During the June 2013 Year

Statement 16
62-6026442

Recipient Name	City	State	Recipient Status	Purpose of Grant	Recipient Relationship	Amount
10/40 Connections	Chattanooga	TN		IT Support and Local Program Support	None	\$ 10,000 00
Allied Arts of Greater Chattanooga	Chattanooga,	TN		General support	None	\$ 10,000 00
Bachman Academy	McDonald	TN		Good Works Garage	None	\$ 10,000 00
Bethany Christian Services	Chattanooga	TN		General support	None	\$ 6,000 00
Bethel Bible Village	Hixson	TN		technology enhancements	None	\$ 25,000 00
Bethel Bible Village	Hixson	TN		Bethel Classic Weekend Fundraiser	None	\$ 30,000 00
Boyd Buchanan School	Chattanooga	TN		General support	None	\$ 1,000 00
Boyd Buchanan School	Chattanooga	TN		General support	None	\$ 5,000 00
Boys & Girls Clubs of Chattanooga	Chattanooga	TN		General support	None	\$ 500 00
Boys & Girls Clubs of Chattanooga	Chattanooga	TN		General support	None	\$ 500 00
Boys & Girls Clubs of Chattanooga	Chattanooga	TN		General support	None	\$ 5,000 00
Brand of the Cross Ministries, Inc	Ringgold	GA		General support	None	\$ 3,000 00
Brand of the Cross Ministries, Inc	Ringgold	GA		General support	None	\$ 2,000 00
Brand of the Cross Ministries, Inc	Ringgold	GA		General support	None	\$ 1,500 00
Bright School	Chattanooga	TN		General support	None	\$ 1,000 00
Bright School	Chattanooga	TN		Centennial Theater upgrade	None	\$ 10,000 00
Bryan College	Dayton	TN		William Jennings Bryan Opportunity Fund	None	\$ 25,000 00
Caldsted Foundation, Inc	Chattanooga	TN		General support	None	\$ 1,000 00
Campus Crusade for Christ	Orlando	FL		General support	None	\$ 3,000 00
Campus Crusade for Christ	Orlando	FL		General support	None	\$ 2,000 00
Catholic Charities of East Tennessee	Chattanooga	TN		General support	None	\$ 1,000 00
Catoosa Citizens for Animal Care	Ringgold	GA		General support	None	\$ 1,000 00
Center for Nonprofits	Chattanooga	TN		Driving Community Change - TVI 2013	None	\$ 4,000 00
Central Church of Christ	Chattanooga	TN		General support	None	\$ 5,000 00
Chattanooga Arboretum & Nature Center	Chattanooga	TN		operating funds	None	\$ 2,000 00
Chattanooga Area Chamber of Commerce	Chattanooga	TN		2011-2015 CAN DO Campaign	None	\$ 10,000 00
Chattanooga Area Food Bank	Chattanooga	TN		Sack Pack program	None	\$ 10,000 00
Chattanooga Community Kitchen	Chattanooga	TN		General support	None	\$ 2,000 00
Chattanooga Community Kitchen	Chattanooga	TN		General support	None	\$ 1,500 00
Chattanooga Room in the Inn	Chattanooga	TN		General support	None	\$ 10,000 00
Chattanooga Symphony & Opera	Chattanooga	TN		Southeast Film Music Symposium	None	\$ 10,000 00
Cherokee Area Council Boy Scouts of America	Chattanooga	TN		Scout Reach Program	None	\$ 7,500 00
Cherokee Area Council Boy Scouts of America	Chattanooga	TN		General support	None	\$ 1,000 00
Cherokee Area Council Boy Scouts of America	Chattanooga	TN		General support	None	\$ 1,000 00
Children's Advocacy Center of Hamilton County	Chattanooga	TN		Children are Cherished Annual Fund	None	\$ 5,000 00
Children's Home Chambliss Center	Chattanooga	TN		Playground Renovation	None	\$ 5,000 00
Children's Nutrition Program of Haiti, Inc	Chattanooga	TN		General support	None	\$ 1,000 00
Children's Nutrition Program of Haiti, Inc	Chattanooga	TN		Plumpy'Nut™ Sup Bringing acutely malnourished	None	\$ 5,000 00
Children's Nutrition Program of Haiti, Inc	Chattanooga	TN		General support	None	\$ 5,000 00
CHRISTAR	Richardson	TX		Hatton missionary support	None	\$ 2,000 00
Church of the Good Shepherd	Lookout Mount,	TN		Haiti Fund	None	\$ 1,000 00
Community Foundation of Greater Chattanooga	Chattanooga	TN		Riverwalk improvements	None	\$ 25,000 00
Community Foundation of Greater Chattanooga	Chattanooga	TN		WFO Donor Advised Fund	None	\$ 98,199 85
Contact of Chattanooga, Inc	Chattanooga	TN		General support	None	\$ 6,000 00
Daisy Elementary School	Soddy Daisy	TN		Reading Renaissance	None	\$ 12,000 00
EduSource Unlimited	Chattanooga	TN		website development	None	\$ 10,000 00
Family Promise of Greater Chattanooga	Chattanooga	TN		General support	None	\$ 2,000 00
First Tee of Chattanooga	Chattanooga	TN		General support	None	\$ 2,000 00
First Tee of Chattanooga	Chattanooga	TN		General support	None	\$ 4,000 00
First Things First, Inc	Chattanooga	TN		e-learning for website	None	\$ 25,000 00
Friends of Chickamauga & Chattanooga National Military Pa	Chattanooga	TN		Civil War Sesquicentennial Commemoration of	None	\$ 10,000 00
Friends of the Festival	Chattanooga	TN		General support	None	\$ 1,000 00
Friends of the Festival	Chattanooga	TN		Riverbend Festival	None	\$ 15,000 00
Generosity Trust, The	Chattanooga	TN		WFO Donor Advised Fund	None	\$ 100,000 00
Girls Inc of Chattanooga	Chattanooga	TN		The Bookworm Club	None	\$ 10,000 00
GPS	Chattanooga	TN		General support	None	\$ 2,000 00
Harvest USA (Mid South Region)	Chattanooga	TN		Ministry Programs of Harvest USA Mid-South	None	\$ 5,000 00
Howard School of Academics & Technology	Chattanooga	TN		General support	None	\$ 2,000 00
Hunter Museum of American Art	Chattanooga	TN		General support	None	\$ 1,000 00
Junior Achievement of Chattanooga, Inc	Chattanooga	TN		K-12 Programs for Brainerd & East Ridge Schc	None	\$ 10,000 00
Juvenile Diabetes Research Foundation	Chattanooga	TN		General support	None	\$ 2,000 00
Living Grace Ministries	Chattanooga	TN		Romania trip	None	\$ 500 00
Martin Boyd Christian Home	Chattanooga	TN		General support	None	\$ 5,000 00

Weldon F Osborne Foundation, Inc
Form 990-PF Part XV, Line 3a
Grants and Contributions Paid During the June 2013 Year

Statement 16
62-6026442

Recipient Name	City	State	Recipient Status	Purpose of Grant	Recipient Relationship	Amount
Mary Cameron Robinson Foundation	Chattanooga	TN		healthy body-self image book	None	\$ 10,000 00
Memorial HealthCare System Foundation	Chattanooga	TN		Heart Institute	None	\$ 25,000 00
Memorial HealthCare System Foundation	Chattanooga	TN		General support	None	\$ 2,000 00
Memorial HealthCare System Foundation	Chattanooga	TN		General support	None	\$ 2,500 00
Memorial HealthCare System Foundation	Chattanooga	TN		General support	None	\$ 3,000 00
Men's Ministry Network	Chattanooga	TN		General support	None	\$ 2,000 00
Metropolitan Ministries, Inc	Chattanooga	TN		Shelter Support Grant	None	\$ 15,000 00
Metropolitan Ministries, Inc	Chattanooga	TN		General support	None	\$ 5,000 00
Metropolitan Ministries, Inc	Chattanooga	TN		General support	None	\$ 2,000 00
National Center for Youth Issues, Inc	Chattanooga	TN		Leadership Institute	None	\$ 10,000 00
National Center for Youth Issues, Inc	Chattanooga	TN		2013 Healthy Choices for Youth - Chattanooga	None	\$ 7,500 00
New Tribes Mission	Sanford	FL		Rogers missionary support	None	\$ 2,000 00
Normal Park Museum Magnet School	Chattanooga	TN		Literacy Programs	None	\$ 2,500 00
Normal Park Museum Magnet School	Chattanooga	TN		STEM Technology Upgrade	None	\$ 5,000 00
Notre Dame High School	Chattanooga	TN		scholarship fund	None	\$ 1,500 00
On Point	Hixson	TN		operating funds	None	\$ 10,000 00
Prison Prevention Ministries	Chattanooga	TN		General support	None	\$ 6,000 00
Public School Bible Study Committee	Chattanooga	TN		General support	None	\$ 6,000 00
Public School Bible Study Committee	Chattanooga	TN		Brainerd High School effort	None	\$ 8,334 00
Richmont Graduate University	Chattanooga	TN		Library upgrade	None	\$ 5,000 00
Ronald McDonald House of Charities of Gr Chattanooga, Inc	Chattanooga	TN		Mary's Pantry	None	\$ 5,000 00
S P A R C	Hixson	TN		General support	None	\$ 7,000 00
Salvation Army	Chattanooga	TN		General support	None	\$ 2,000 00
Scenic Land School	Signal Mtn	TN		General support	None	\$ 1,000 00
SCORE International	Chattanooga	TN		General support	None	\$ 2,000 00
Shepherd's Arms Rescue Mission	Chattanooga	TN		General support	None	\$ 500 00
Shepherd's Arms Rescue Mission	Chattanooga	TN		Operation Summer Enrichment Youth Camp	None	\$ 15,000 00
SIM USA	Chattanooga	TN		Gary & Joy Freeman support	None	\$ 3,000 00
Siskin Children's Institute	Chattanooga	TN		annual operating	None	\$ 6,000 00
Siskin Children's Institute	Chattanooga	TN		Psychometric Assessment Scholarship Program	None	\$ 5,000 00
Smith College	Northampton	MA		2012 STEP UP leadership program	None	\$ 3,000 00
St Andrews Center	Chattanooga	TN		capital improvements	None	\$ 10,000 00
St Jude School	Chattanooga	TN		General support	None	\$ 1,500 00
St Paul's Episcopal Church	Chattanooga	TN		St. Catherine's Women's Shelter	None	\$ 25,000 00
St Paul's Episcopal Church	Chattanooga	TN		General support	None	\$ 4,000 00
St Paul's Episcopal Church	Chattanooga	TN		Neema Resettlement Outreach Ministry	None	\$ 5,000 00
T C Thompson Children's Hospital Foundation	Chattanooga	TN		General support	None	\$ 1,500 00
Teen Challenge of the Mid-South	Chattanooga	TN		Teen Challenge Program	None	\$ 10,000 00
Tennessee Baptist Children's Home	Chattanooga	TN		Chattanooga campus	None	\$ 1,000 00
Tennessee Camp for Diabetic Children	Chattanooga	TN		General support	None	\$ 5,000 00
The Bethlehem Center	Chattanooga	TN		General support	None	\$ 1,000 00
The Salvation Army	Chattanooga	TN		The Chattanooga Salvation Army School of Music	None	\$ 5,000 00
UC Foundation, Inc	Chattanooga	TN		Player Development Complex	None	\$ 15,000 00
UC Foundation, Inc	Chattanooga	TN		Challenger STEM Learning Center	None	\$ 30,000 00
UC Foundation, Inc	Chattanooga	TN		Player's Development Complex	None	\$ 5,000 00
UC Foundation, Inc	Chattanooga	TN		Player's Development Complex	None	\$ 2,000 00
UC Foundation, Inc	Chattanooga	TN		Player's Development Complex	None	\$ 3,000 00
UC Foundation, Inc	Chattanooga	TN		Improvement of Visual-Motor Neural Processing		\$ 14,990 00
United Way of Greater Chattanooga, Inc	Chattanooga	TN		General support		\$ 10,000 00
Volunteers in Medicine	Chattanooga	TN		General support		\$ 25,000 00
YMCA	Chattanooga	TN		Youth Leadership Chattanooga Program		\$ 5,000 00
Young Women's Leadership Academy Foundation	Chattanooga	TN		after-school tutoring		\$ 25,000 00
Young Women's Leadership Academy Foundation	Chattanooga	TN		CGLA Tutoring Program		\$ 25,000 00

TOTAL TO FORM 990-PF, PART XV

998,024

Weldon F Osborne Foundation, Inc
Form 990-PF Part XV, Line 3b
Grants and Contributions Approved For Future Payment
June 30, 2013

Statement 17
62-6026442

Recipient Name	Address	Recipient Status	Purpose of Grant	Recipient Relationship	Amount
Allen Elementary School	Chattanooga, TN		Purchase of computers for students	None	10,000
ArtsBuild (formerly Allied Arts)	Chattanooga, TN		General support	None	10,000
Bethany Christian Services	Chattanooga, TN		General support	None	6,000
Chattanooga Chamber Foundation	Chattanooga, TN		General support	None	30,000
Community Foundation of Greater Chattanooga	Chattanooga, TN		Donor advised fund	None	96,264
Family Promise of Greater of Chattanooga	Chattanooga, TN		General support	None	12,500
First Tee of Chattanooga	Chattanooga, TN		General support	None	16,000
Generosity Trust	Chattanooga, TN		Donor advised fund	None	100,000
Make A Wish Foundation	Chattanooga, TN		General support	None	7,100
Memorial Health Care System Foundation	Chattanooga, TN		Heart Institute	None	25,000
Prison and Prevention Ministries	Chattanooga, TN		General support	None	6,000
Public School Bible Study Committee	Chattanooga, TN		General support	None	6,000
Public School Bible Study Committee	Chattanooga, TN		Fund Bible History Classes	None	15,000
Siskin Children's Institute	Chattanooga, TN		General support	None	6,000
SPARC	Chattanooga, TN		General support	None	6,000
United Way	Chattanooga, TN		Annual Campaign	None	10,000
TOTAL APPROVED FUTURE GRANTS					361,864
LESS PRESENT VALUE DISCOUNT					(2,080)
Total to Form 990-PF, Part XV, Line 3b					359,784

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

- | | |
|--|-------------------|
| <p>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?</p> <p>a Transfers from the reporting foundation to a noncharitable exempt organization of:</p> <p>(1) Cash</p> <p>(2) Other assets</p> <p>b Other transactions:</p> <p>(1) Sales of assets to a noncharitable exempt organization</p> <p>(2) Purchases of assets from a noncharitable exempt organization</p> <p>(3) Rental of facilities, equipment, or other assets</p> <p>(4) Reimbursement arrangements</p> <p>(5) Loans or loan guarantees</p> <p>(6) Performance of services or membership or fundraising solicitations</p> <p>c Sharing of facilities, equipment, mailing lists, other assets, or paid employees</p> <p>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.</p> | <p>Yes</p> |
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	Yes	No
1a(1)		X
1a(2)		X
1b(1)		X
1b(2)		X
1b(3)		X
1b(4)		X
1b(5)		X
1b(6)		X
1c		X

[illegible]

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

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

**Sign
Here**

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

Signature of officer or trustee

Date 11/14/2013

President

May the IRS discuss this return with the preparer shown below (see instr. 12)

☒ Yes ☐ No

**Paid
Preparer
Use Only**

Print/Type preparer's name

MICHAEL A. BARTO

Preparer's signature

[Signature] A. Burt, CPA

Date _____

10/31/13

Check ☐ if
self-employed

PTIN

P00024743

Firm's name ▶ **BARTO, HOSS & COMPANY, P.C.**

Firm's EIN ► 62-1547043

Firm's address ► 5751 UPTAIN ROAD, SUITE 100
CHATTANOOGA, TN 37411-4077

Phone no. (423) 855-0700

Form **990-PF** (2012)

Depreciation and Amortization 990-PF
(Including Information on Listed Property)

▶ See separate instructions.

▶ Attach to your tax return.

WELDON F. OSBORNE FOUNDATION, INC.

FORM 990-PF PAGE 1

62-6026442

Part I Election To Expense Certain Property Under Section 179 *Note: If you have any listed property, complete Part V before you complete Part I.*

1	Maximum amount (see instructions)	1	500,000.
2	Total cost of section 179 property placed in service (see instructions)	2	
3	Threshold cost of section 179 property before reduction in limitation	3	2,000,000.
4	Reduction in limitation Subtract line 3 from line 2. If zero or less, enter -0-	4	
5	Dollar limitation for tax year Subtract line 4 from line 1. If zero or less, enter -0-. If married filing separately, see instructions	5	
6	(a) Description of property	(b) Cost (business use only)	(c) Elected cost
7	Listed property Enter the amount from line 29	7	
8	Total elected cost of section 179 property. Add amounts in column (c), lines 6 and 7	8	
9	Tentative deduction Enter the smaller of line 5 or line 8	9	
10	Carryover of disallowed deduction from line 13 of your 2011 Form 4562	10	
11	Business income limitation Enter the smaller of business income (not less than zero) or line 5	11	
12	Section 179 expense deduction Add lines 9 and 10, but do not enter more than line 11	12	
13	Carryover of disallowed deduction to 2013 Add lines 9 and 10, less line 12	13	

Note: Do not use Part II or Part III below for listed property. Instead, use Part V**Part II** Special Depreciation Allowance and Other Depreciation (Do not include listed property.)

14	Special depreciation allowance for qualified property (other than listed property) placed in service during the tax year	14	
15	Property subject to section 168(f)(1) election	15	
16	Other depreciation (including ACRS)	16	

Part III MACRS Depreciation (Do not include listed property) (See instructions)**Section A**

17	MACRS deductions for assets placed in service in tax years beginning before 2012	17	910.
18	If you are electing to group any assets placed in service during the tax year into one or more general asset accounts, check here		

Section B - Assets Placed in Service During 2012 Tax Year Using the General Depreciation System

(a) Classification of property	(b) Month and year placed in service	(c) Basis for depreciation (business/investment use only - see instructions)	(d) Recovery period	(e) Convention	(f) Method	(g) Depreciation deduction
19a 3-year property		8,000.	3 YRS.	HY	SL	1,333.
b 5-year property		3,558.	5 YRS.	HY	SL	356.
c 7-year property						
d 10-year property						
e 15-year property						
f 20-year property						
g 25-year property			25 yrs		S/L	
h Residential rental property	/		27 5 yrs	MM	S/L	
	/		27 5 yrs	MM	S/L	
i Nonresidential real property	/		39 yrs	MM	S/L	
	/			MM	S/L	

Section C - Assets Placed in Service During 2012 Tax Year Using the Alternative Depreciation System

20a	Class life				S/L	
b	12-year		12 yrs		S/L	
c	40-year	/	40 yrs	MM	S/L	

Part IV Summary (See instructions.)

21	Listed property. Enter amount from line 28	21	
22	Total. Add amounts from line 12, lines 14 through 17, lines 19 and 20 in column (g), and line 21. Enter here and on the appropriate lines of your return. Partnerships and S corporations - see instr	22	2,599.
23	For assets shown above and placed in service during the current year, enter the portion of the basis attributable to section 263A costs	23	

Part V Listed Property (Include automobiles, certain other vehicles, certain computers, and property used for entertainment, recreation, or amusement.)**Note:** For any vehicle for which you are using the standard mileage rate or deducting lease expense, complete only 24a, 24b, columns (a) through (c) of Section A, all of Section B, and Section C if applicable.**Section A - Depreciation and Other Information (Caution: See the instructions for limits for passenger automobiles.)**

24a Do you have evidence to support the business/investment use claimed? ☐ Yes ☐ No		24b If "Yes," is the evidence written? ☐ Yes ☐ No						
(a) Type of property (list vehicles first)	(b) Date placed in service	(c) Business/ investment use percentage	(d) Cost or other basis	(e) Basis for depreciation (business/investment use only)	(f) Recovery period	(g) Method/ Convention	(h) Depreciation deduction	(i) Elected section 179 cost
25 Special depreciation allowance for qualified listed property placed in service during the tax year and used more than 50% in a qualified business use							25	
26 Property used more than 50% in a qualified business use								
		%						
		%						
		%						
27 Property used 50% or less in a qualified business use								
		%				S/L -		
		%				S/L -		
		%				S/L -		
28 Add amounts in column (h), lines 25 through 27. Enter here and on line 21, page 1							28	
29 Add amounts in column (i), line 26. Enter here and on line 7, page 1							29	

Section B - Information on Use of Vehicles

Complete this section for vehicles used by a sole proprietor, partner, or other "more than 5% owner," or related person.

If you provided vehicles to your employees, first answer the questions in Section C to see if you meet an exception to completing this section for those vehicles.

	(a) Vehicle		(b) Vehicle		(c) Vehicle		(d) Vehicle		(e) Vehicle		(f) Vehicle	
30 Total business/investment miles driven during the year (do not include commuting miles)												
31 Total commuting miles driven during the year												
32 Total other personal (noncommuting) miles driven												
33 Total miles driven during the year Add lines 30 through 32												
34 Was the vehicle available for personal use during off-duty hours?	Yes	No	Yes	No	Yes	No	Yes	No	Yes	No	Yes	No
35 Was the vehicle used primarily by a more than 5% owner or related person?												
36 Is another vehicle available for personal use?												

Section C - Questions for Employers Who Provide Vehicles for Use by Their Employees

Answer these questions to determine if you meet an exception to completing Section B for vehicles used by employees who are not more than 5% owners or related persons.

37 Do you maintain a written policy statement that prohibits all personal use of vehicles, including commuting, by your employees?	Yes	No
38 Do you maintain a written policy statement that prohibits personal use of vehicles, except commuting, by your employees? See the instructions for vehicles used by corporate officers, directors, or 1% or more owners.		
39 Do you treat all use of vehicles by employees as personal use?		
40 Do you provide more than five vehicles to your employees, obtain information from your employees about the use of the vehicles, and retain the information received?		
41 Do you meet the requirements concerning qualified automobile demonstration use?		

Note: If your answer to 37, 38, 39, 40, or 41 is "Yes," do not complete Section B for the covered vehicles.**Part VI Amortization**

(a) Description of costs	(b) Date amortization begins	(c) Amortizable amount	(d) Code section	(e) Amortization period or percentage	(f) Amortization for this year
42 Amortization of costs that begins during your 2012 tax year					
43 Amortization of costs that began before your 2012 tax year					43
44 Total. Add amounts in column (f). See the instructions for where to report					44

WELDON F. OSBORNE FOUNDATION, INC.

Grant Guidelines

The Trustees of the Weldon F. Osborne Foundation, Inc. meet three times each year at which time they conduct the business of the Foundation, including consideration of requests for grants by religious and public charitable organizations. Below is the schedule for submitting applications.

February Meeting: November 1st thru January 31st

June Meeting: March 1st thru May 31st

October Meeting: July 1st thru September 30th

Organizations may only apply one time during a 12-month period. The Foundation's fiscal year runs from July 1 to June 30.

How to Apply:

The Foundation has a new online application process for grant submission. We have included an application tutorial document as well as a video to show you how to use this new online system.

Once you have reviewed the tutorial, you will be ready to click on the Live link.

If this is your first time submitting a grant to the Foundation, you will need to create a user id and password, before submitting a Letter of Inquiry (LOI) to the Foundation. If you have submitted and received grants in the past from the Foundation, please contact Barbara Marter at wosborne@comcast.net for your user id and password.

We will review your LOI and if your inquiry fits within the guidelines set down by our Trustees, you will be sent an email notifying you to continue on to the next stage and complete the full proposal. It is important that you remember your user id and password for future grant submissions or to check on the status of a request. We will also be happy to reset your password for you.

Grants are not generally funded for:

- Individuals
- Debt Reduction
- Political Causes
- For Profit organizations
- Grantees outside the Greater Chattanooga Area

Interim Report:

If your request is for the Foundation to fund a grant over more than one year, interim reports will be required not less often than annually before consideration of funding for later years. Grantees must agree to refund any unused portion of a grant that is not used for the stated purpose or purposes. No grant funds may be redirected to another project without the written consent of the Foundation.

WELDON F. OSBORNE FOUNDATION, INC.
INVESTMENTS -CORPORATE STOCK
June 30, 2013

62-6026442
SCHEDULE 2

	<u>BOOK</u> <u>VALUE</u>	<u>FAIR MARKET</u> <u>VALUE</u>	
UBS FINANCIAL SERVICES, INC.	652,487	652,487	SEE FOLLOWING PAGES
UBS FINANCIAL SERVICES, INC.	3,011,168	3,011,168	SEE FOLLOWING PAGES
UBS FINANCIAL SERVICES, INC.	1,740,235	1,740,235	SEE FOLLOWING PAGES
MERRILL LYNCH	1,810,784	1,810,784	SEE FOLLOWING PAGES
MERRILL LYNCH	1,887,462	1,887,462	SEE FOLLOWING PAGES
MERRILL LYNCH	1,058,718	1,058,718	SEE FOLLOWING PAGES
MERRILL LYNCH	713,700	713,700	SEE FOLLOWING PAGES
TOTAL TO STATEMENT 11	<u>10,874,554</u>	<u>10,874,554</u>	



Managed Accounts Consulting
June 2013

Account name:
Account number:

WELDON F OSBORNE FDN
45

Your Financial Advisor:
BROWN/INGLE
423-267-1813/800-669-2723

Your assets

Some prices, income and current values shown may be approximate. As a result, gains and losses may not be accurately reflected. See *Important information about your statement* at the end of this document for more information.

Cash

Cash and money balances

Holding	Opening balance on Jun 1 (\$)	Closing balance on Jun 28 (\$)	Price per share on Jun 28 (\$)	Average rate	Dividend/Interest period	Days in period
RMA MONEY MKT PORTFOLIO	47,809.30	12,760.61	1.00	0.01%	May 24 to Jun 23	31

Equities

Common stock

Holding	Trade date	Number of shares	Purchase price/ Average price per share (\$)	Cost basis (\$)	Price per share on Jun 28 (\$)	Value on Jun 28 (\$)	Unrealized gain or loss (\$)	Holding period
ANNIES INC								
Symbol BNNY Exchange NYSE	Dec 4, 12	80,000	35.753	2,860.28	42.740	3,419.20	558.92	ST
	Dec 7, 12	78,000	36.188	2,822.74	42.740	3,333.72	510.98	ST
	Jan 3, 13	7,000	33.350	233.45	42.740	299.18	65.73	ST
Security total		165,000	35.857	5,916.47		7,052.10	1,135.63	
ARCOS DORADOS HOLDINGS INC								
CL A								
Symbol ARCO Exchange NYSE	May 7, 12	425,000	14.498	6,161.65	11.680	4,964.00	-1,197.65	LT
EAI \$299 Current yield 2.05%	May 8, 12	228,000	13.997	3,191.48	11.680	2,663.04	-528.44	LT
	May 15, 12	108,000	13.727	1,482.59	11.680	1,261.44	-221.15	LT
	May 21, 12	139,000	12.377	1,720.50	11.680	1,623.52	-96.98	LT
	Aug 23, 12	230,000	13.487	3,102.15	11.680	2,686.40	-415.75	ST
	Oct 23, 12	84,000	13.747	1,154.76	11.680	981.12	-173.64	ST
	Apr 16, 13	37,000	12.280	454.36	11.680	432.16	-22.20	ST
Security total		1,251,000	13.803	17,267.49		14,611.68	-2,655.81	
ARCTIC CAT INC								
Symbol ACAT Exchange OTC								
EAI \$86 Current yield 0.89%	May 14, 13	70,000	48.225	3,375.79	44.980	3,148.60	-227.19	ST



continued next page



UBS
June 2013

Account number:

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UBS Financial Advisor:
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423-267-1813/800-669-2723

Your assets • Equities • Common stock (continued)

Holding	Trade date	Number of shares	Purchase price/ Average price per share (\$)	Cost basis (\$)	Price per share on Jun 28 (\$)	Value on Jun 28 (\$)	Unrealized gain or loss (\$)	Holding period
Security total								
ARIAD PHARMACEUTICALS INC								
Symbol ARIA Exchange OTC	Dec 14, 12	256 000	18 959	4,853 64	17 490	4,477 44	-376 20	ST
	Jan 3, 13	13 000	19 730	256 49	17 490	227 37	-29 12	ST
	Feb 13, 13	47 000	20 095	944 49	17 490	822 03	-122 46	ST
Security total		316 000	19 160	6,054 62		5,526 84	-527.78	
ARTISAN PARTNERS ASSET MGMT INC								
Symbol APAM Exchange NYSE	Mar 7, 13	183 000	36 013	6,590 41	49 910	9,133 53	2,543 12	ST
ARUBA NETWORKS INC								
Symbol ARUN Exchange OTC	May 20, 11	30 000	27 498	824.96	15 360	460 80	-364 16	LT
	Jun 6, 11	157 000	27 816	4,367 19	15 360	2,411 52	-1,955 67	LT
	Jun 17, 11	45 000	23 958	1,078 11	15 360	691 20	-386 91	LT
	Jul 27, 11	53 000	22 546	1,194 99	15 360	814 08	-380 91	LT
	Aug 18, 11	92 000	17 017	1,565 64	15 360	1,413 12	-152 52	LT
	Nov 25, 11	35 000	19 094	668 29	15 360	537 60	-130 69	LT
	Dec 21, 11	83 000	17 756	1,473 76	15 360	1,274 88	-198 88	LT
	May 3, 12	90 000	18 551	1,669 60	15 360	1,382 40	-287 20	LT
	May 10, 12	41 000	16 566	679 21	15 360	629 76	-49 45	LT
	May 24, 12	107 000	13 916	1,489 07	15 360	1,643 52	154 45	LT
	Jan 3, 13	27 000	21 220	572 94	15 360	414 72	-158 22	ST
	Apr 16, 13	14 000	22 706	317 89	15 360	215 04	-102 85	ST
	May 17, 13	798 000	12 806	10,219 83	15 360	12,257 28	2,037 45	ST
Security total		1,572 000	16 617	26,121 48		24,145 92	-1,975 56	
ATHENAHEALTH INC								
Symbol ATHN Exchange OTC	Nov 29, 12	64 000	63 554	4,067 51	84 728	5,422 59	1,355 08	ST
	Nov 30, 12	73 000	63 592	4,642 22	84 728	6,185 14	1,542 92	ST
	Jan 3, 13	4 000	74 660	298 64	84 728	338 91	40 27	ST
Security total		141 000	63 889	9,008 37		11,946 64	2,938 27	
BJ'S RESTAURANTS INC								
Symbol BJRI Exchange OTC	Nov 16, 10	29 000	34 348	996 11	37 100	1,075 90	79 79	LT

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Managed Accounts Consulting
June 2013

Account name:
Account number:

WELDON F. OSBORNE EDN
45

Your Financial Advisor:
BROWN/NGLE
423-267-1813/800-669-2723

Your assets • **Equities • Common stock** (continued)

Holding	Trade date	Number of shares	Purchase price/ Average price per share (\$)	Cost basis (\$)	Price per share on Jun 28 (\$)	Value on Jun 28 (\$)	Unrealized gain or loss (\$)	Holding period
BOSTON BEER CO INC CL A Symbol SAM Exchange NYSE	Nov 18, 10	37 000	34 670	1,282 79	37 100	1,372 70	89 91	LT
	Jan 5, 11	70 000	33 717	2,360 25	37 100	2,597 00	236 75	LT
	Feb 16, 11	55 000	36 200	1,991 00	37 100	2,040 50	49 50	LT
	Jun 27, 12	34 000	37 234	1,265 96	37 100	1,261 40	-4 56	LT
	Jul 25, 12	47 000	38 299	1,800 06	37 100	1,743 70	-56 36	ST
	Mar 6, 13	59 000	29 289	1,728 10	37 100	2,188 90	460 80	ST
	Mar 11, 13	90 000	31 127	2,801 43	37 100	3,339 00	537 57	ST
	Mar 19, 13	99 000	31 373	3,105 99	37 100	3,672 90	566 91	ST
	Apr 16, 13	10 000	32 430	324 30	37 100	371 00	46 70	ST
	Security total	530 000	33 313	17,655 99		19,663 00	2,007 01	
CELLDEX THERAPEUTICS INC Symbol CLDX Exchange OTC	May 2, 13	42 000	148 674	6,244 32	170 640	7,166 88	922 56	ST
	May 3, 13	23 000	148 930	3,425 39	170 640	3,924 72	499 33	ST
	Security total	65 000	148 765	9,669 71		11,091 60	1,421 89	
CEPHEID INC Symbol CPHD Exchange OTC	Feb 6, 13	402 000	7 668	3,082 62	15 610	6,275 22	3,192 60	ST
	Oct 16, 12	155 000	33 386	5,174 87	34 420	5,335 10	160 23	ST
	Jan 3, 13	10 000	34 050	340 50	34 420	344 20	3 70	ST
CHART INDUSTRIES INC Symbol GTLS Exchange OTC	Jul 26, 10	57 000	18 508	1,054 96	94 090	5,363 13	4,308 17	LT
	Sep 7, 10	35 000	16 684	583 94	94 090	3,293 15	2,709 21	LT
	Aug 8, 12	12 000	67 280	807 36	94 090	1,129 08	321 72	ST
COGNEX CORP Symbol CGNX Exchange OTC	Jan 3, 13	3 000	68 283	204 85	94 090	282 27	77 42	ST
	Security total	107 000	24 777	2,651 11		10,067 63	7,416 52	
EAI \$125 Current yield 0 97%	Sep 29, 11	49 000	28 269	1,385 19	45 220	2,215 78	830 59	LT
	Nov 2, 11	93 000	33 455	3,111 32	45 220	4,205 46	1,094 14	LT
	Jul 10, 12	42 000	30 365	1,275 35	45 220	1,899 24	623 89	ST
	Oct 22, 12	49 000	35 439	1,736 54	45 220	2,215 78	479 24	ST



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Managed Accounts Consulting
June 2013

Account name:
Account number:

WELDON F OSBORNE FDN
45

Your Financial Advisor:
BROWN/INGLE
423-267-1813/800-669-2723

Your assets • Equities • Common stock (continued)

Holding	Trade date	Number of shares	Purchase price/ Average price per share (\$)	Cost basis (\$)	Price per share on Jun 28 (\$)	Value on Jun 28 (\$)	Unrealized gain or loss (\$)	Holding period
Security total	Nov 27, 12 Jan 3, 13	46 000 6 000	35 282 38 140	1,623 00 228 84	45 220 45 220	2,080 12 271 32	457 12 42 48	ST ST
Security total		285 000	32 843	9,360 24		12,887 70	3,527 46	
CORNERSTONE ONDEMAND INC								
Symbol CSOD Exchange OTC	Nov 4, 11 Dec 8, 11 Feb 10, 12 Dec 13, 12 Jan 3, 13	86 000 52 000 82 000 92 000 12 000	14 058 17 917 18 104 26 482 29 939	1,208 99 931 71 1,484 60 2,436 37 359 27	43 300 43 300 43 300 43 300 43 300	3,723 80 2,251 60 3,550 60 3,983 60 519 60	2,514 81 1,319 89 2,066 00 1,547 23 160 33	LT LT LT ST ST
Security total		324 000	19 818	6,420 94		14,029 20	7,608 26	
DEXCOM INC								
Symbol DXCM Exchange OTC	Jul 14, 08 Jul 15, 08 Aug 6, 08 Sep 15, 11 Jul 27, 12 Jan 3, 13	116 000 130 000 17 000 59 000 108 000 21 000	5 995 6 022 6 394 12 418 11 634 14 020	695 43 782 87 108 70 732 71 1,256 49 294 42	22 450 22 450 22 450 22 450 22 450 22 450	2,604 20 2,918 50 381 65 1,324 55 2,424 60 471 45	1,908 77 2,135 63 272 95 591 84 1,168 11 177 03	LT LT LT LT ST ST
Security total		451 000	8 582	3,870 62		10,124 95	6,254 33	
DORMAN PRODUCTS INC								
Symbol DORM Exchange OTC	Apr 8, 13 Apr 17, 13 May 1, 13	87 000 94 000 67 000	35 979 34 882 39 176	3,130 25 3,278 94 2,624 82	45 630 45 630 45 630	3,969 81 4,289 22 3,057 21	839 56 1,010 28 432 39	ST ST ST
Security total		248 000	36 427	9,034 01		11,316 24	2,282 23	
DXP ENTERPRISES INC NEW								
Symbol DXPE Exchange OTC	Apr 15, 13 May 2, 13 May 23, 13	45 000 65 000 63 000	69 982 57 252 58 120	3,149 19 3,721 42 3,661 56	66 600 66 600 66 600	2,997 00 4,329 00 4,195 80	-152 19 607 58 534 24	ST ST ST
Security total		173 000	60 880	10,532 17		11,521 80	989 63	
ENDOLOGIX INC								
Symbol ELGX Exchange OTC	Jul 19, 11 Jul 26, 11 Aug 11, 11	185 000 159 000 187 000	9 699 8 809 8 837	1,794 39 1,400 66 1,652 67	13 280 13 280 13 280	2,456 80 2,111 52 2,483 36	662 41 710 86 830 69	LT LT LT

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Managed Accounts Consulting
June 2013

Account name:
Account number:

WELDON F OSBORNE FDN
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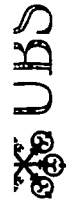
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BROWN/INGLE
423-267-1813/800-669-2723

Your assets • Equities • Common stock (continued)

Holding	Trade date	Number of shares	Purchase price/ Average price per share (\$)	Cost basis (\$)	Price per share on Jun 28 (\$)	Value on Jun 28 (\$)	Unrealized gain or loss (\$)	Holding period
EPAM SYSTEMS INC	Aug 8, 12	86 000	12 649	1,087 89	13 280	1,142 08	54 19	ST
	Jan 3, 13	18 000	14 692	264 47	13 280	239 04	-25 43	ST
	Jun 14, 13	138 000	12 905	1,780 90	13 280	1,832 64	51 74	ST
	Security total	773 000	10 325	7,980 98		10,265 44	2,284 46	
EPAM SYSTEMS INC								
Symbol: EPAM	Exchange NYSE	May 29, 13	23 035	6,680 18	27 180	7,882 20	1,202 02	ST
EXAR CORP								
Symbol: EXAR	Exchange OTC	Oct 4, 12	8 239	1,845 74	10 770	2,412 48	566 74	ST
		Apr 16, 13	10 570	190 26	10 770	193 86	3 60	ST
Security total		242 000	8 413	2,036 00		2,606 34	570 34	
FARO TECHNOLOGIES INC								
Symbol: FARO	Exchange OTC	Jul 19, 11	47 010	1,269 27	33 820	913 14	-356 13	LT
		Jul 21, 11	46 264	1,249 14	33 820	913 14	-336 00	LT
		Aug 4, 11	36 331	435 98	33 820	405 84	-30 14	LT
		Aug 17, 11	35 370	2,405 16	33 820	2,299 76	-105 40	LT
		Oct 4, 11	31 602	2,749 46	33 820	2,942 34	192 88	LT
		Aug 1, 12	34 576	1,832 55	33 820	1,792 46	-40 09	ST
		Aug 3, 12	34 145	2,560 88	33 820	2,536 50	-24 38	ST
		May 23, 13	36 760	1,176 32	33 820	1,082 24	-94 08	ST
Security total		381 000	35 902	13,678 76		12,885 42	-793 34	
FIFTH & PAC COS INC COM								
Symbol: FNP	Exchange NYSE	Jun 6, 13	21 323	3,262 42	22 340	3,418 02	155 60	ST
		Jun 20, 13	21 349	3,373 19	22 340	3,529 72	156 53	ST
Security total		311 000	21 336	6,635 61		6,947 74	312 13	
FIVE BELOW INC								
Symbol: FIVE	Exchange OTC	Dec 3, 12	35 231	1,726 33	36 840	1,805 16	78 83	ST
		Dec 10, 12	33 973	2,208 26	36 840	2,394 60	186 34	ST
		Jan 15, 13	31 030	3,537 42	36 840	4,199 76	662 34	ST
		Jan 15, 13	31 100	3,327 70	36 840	3,941 88	614 18	ST
		Apr 16, 13	36 289	508 05	36 840	515 76	7 71	ST
Security total		349 000	32 400	11,307 76		12,857 16	1,549 40	

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WISDOMGOLD ACCOUNTS CONSULTING
June 2013

Account number:

450

UBS FINANCIAL ADVISOR
BROWN/INGLE
423-267-1813/800-669-2723

Your assets • Equities • Common stock (continued)

Holding	Trade date	Number of shares	Purchase price/ Average price per share (\$)	Cost basis (\$)	Price per share on Jun 28 (\$)	Value on Jun 28 (\$)	Unrealized gain or loss (\$)	Holding period
FLUIDIGM CORP								
Symbol: FLDM Exchange: OTC	Feb 22, 11	5 000	14 220	71 10	17 460	87 30	16 20	LT
	Apr 8, 11	53 000	15 140	802 46	17 460	925 38	122 92	LT
	May 24, 11	46 000	13 859	637 53	17 460	803 16	165 63	LT
	Jun 17, 11	108 000	14 251	1,539 16	17 460	1,885 68	346 52	LT
	Aug 21, 12	40 000	15 550	622 00	17 460	698 40	76 40	ST
Security total		252 000	14 572	3,672 25		4,399 92	727 67	
FORTINET INC								
Symbol: FTNT Exchange: OTC	Dec 14, 12	414 000	20 966	8,680 26	17 500	7,245 00	-1,435 26	ST
	Jan 3, 13	27 000	19 397	523 72	17 500	472 50	-51 22	ST
	Apr 16, 13	11 000	18 226	200 49	17 500	192 50	-7 99	ST
	May 17, 13	259 000	18 927	4,902 14	17 500	4,532 50	-369 64	ST
Security total		711 000	20 122	14,306 61		12,442 50	-1,864 11	
FORUM ENERGY TECHNOLOGIES INC								
Symbol: FET Exchange: NYSE	May 10, 12	79 000	21 636	1,709 27	30 430	2,403 97	694 70	LT
	May 22, 12	56 000	21 982	1,231 03	30 430	1,704 08	473 05	LT
	Nov 28, 12	28 000	24 364	682 20	30 430	852 04	169 84	ST
	Jan 3, 13	9 000	26 200	235 80	30 430	273 87	38 07	ST
	Apr 8, 13	61 000	27 106	1,653 50	30 430	1,856 23	202 73	ST
	Apr 12, 13	126 000	27 195	3,426 57	30 430	3,834 18	407 61	ST
Security total		359 000	24 898	8,938 37		10,924 37	1,986 00	
FRESH MKT INC								
Symbol: TFM Exchange: OTC	Nov 29, 12	10 000	51 884	518 84	49 720	497 20	-21 64	ST
	Dec 7, 12	65 000	49 922	3,244 93	49 720	3,231 80	-13 13	ST
	Dec 11, 12	59 000	50 062	2,953 66	49 720	2,933 48	-20 18	ST
	Jan 3, 13	6 000	48 126	288 76	49 720	298 32	9 56	ST
	Jan 10, 13	28 000	46 135	1,291 79	49 720	1,392 16	100 37	ST
	Mar 5, 13	34 000	42 993	1,461 77	49 720	1,690 48	228 71	ST
	Mar 6, 13	36 000	38 974	1,403 07	49 720	1,789 92	386 85	ST
	Mar 8, 13	81 000	39 371	3,189 13	49 720	4,027 32	838 19	ST
Security total		319 000	44 990	14,351 95		15,860 68	1,508 73	

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Managed Accounts Consulting
June 2013

Account name:
Account number:

WELDON F OSBORNE FDN
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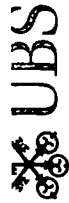
Your Financial Advisor:
BROWN/INGLE
423-267-1813/800-669-2723

Your assets • Equities • Common stock (continued)

Holding	Trade date	Number of shares	Purchase price/ Average price per share (\$)	Cost basis (\$)	Price per share on Jun 28 (\$)	Value on Jun 28 (\$)	Unrealized gain or loss (\$)	Holding period
GEOSPACE TECHNOLOGIES CORP								
Symbol GEOS Exchange OTC	May 3, 13	38 000	88 730	3,371 74	69 080	2,625 04	-746 70	ST
	May 21, 13	38 000	89 080	3,385 04	69 080	2,625 04	-760 00	ST
	May 23, 13	44 000	84 972	3,738.77	69 080	3,039 52	-699 25	ST
	Jun 14, 13	66 000	71 140	4,695 24	69 080	4,559 28	-135 96	ST
Security total		186 000	81 671	15,190 79		12,848 88	-2,341 91	
GREENHILL & CO INC								
Symbol GHIL Exchange NYSE	Nov 22, 11	31 000	36 019	1,116.61	45 740	1,417 94	301 33	LT
EAI \$382 Current yield: 3.94%	Dec 9, 11	24 000	39 874	956 98	45 740	1,097 76	140 78	LT
	May 15, 12	53 000	34 784	1,843 57	45 740	2,424 22	580 65	LT
	Jan 3, 13	6 000	55 370	332 22	45 740	274 44	-57 78	ST
	Jun 6, 13	27 000	46 460	1,254 42	45 740	1,234.98	-19 44	ST
	Jun 14, 13	71 000	47 370	3,363 27	45 740	3,247 54	-115 73	ST
Security total		212 000	41 826	8,867 07		9,696 88	829 81	
GUIDEWIRE SOFTWARE INC								
Symbol GWRE Exchange NYSE	Jan 26, 12	21 000	17 485	367 20	42 050	883 05	515 85	LT
	Apr 13, 12	62 000	28 080	1,740 97	42 050	2,607 10	866 13	LT
Security total		83 000	25 400	2,108 17		3,490 15	1,381 98	
GULFPORT ENERGY CORP NEW								
Symbol GPOR Exchange OTC	Oct 3, 12	107 000	29 788	3,187 39	47 090	5,038 63	1,851.24	ST
	Jan 3, 13	6 000	39 070	234 42	47 090	282 54	48 12	ST
	Apr 16, 13	20 000	47 510	950 20	47 090	941.80	-8 40	ST
Security total		133 000	32 872	4,372.01		6,262 97	1,890 96	
HBE EQUIPMENT SERVICES INC								
Symbol HEES Exchange OTC	Apr 17, 13	163 000	19 525	3,182 67	21 070	3,434 41	251 74	ST
	May 3, 13	149 000	20 574	3,065 59	21 070	3,139 43	73 84	ST
	May 23, 13	148 000	21 744	3,218 20	21.070	3,118.36	-99 84	ST
Security total		460 000	20 579	9,466 46		9,692 20	225 74	
HAIN CELESTIAL GROUP INC								
Symbol HAIN Exchange OTC	Nov 27, 12	93 000	60 659	5,641.29	65 010	6,045 93	404 64	ST
	Dec 10, 12	50 000	57 043	2,852 15	65 010	3,250 50	398 35	ST



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Managed Accounts Consulting
June 2013

Account name:
Account number:

WELDON F. OUBOKNE JUN
45

Your Financial Advisor:
BROWN/NGLE
423-267-1813/800-669-2723

Your assets • Equities • Common stock (continued)

Holding	Trade date	Number of shares	Purchase price/ Average price per share (\$)	Cost basis (\$)	Price per share on Jun 28 (\$)	Value on Jun 28 (\$)	Unrealized gain or loss (\$)	Holding period
Security total	Dec 11, 12 Jan 3, 13 Jan 10, 13	58 000 6 000 18 000 225 000	57 209 55 910 53 930 58 301	3,318 17 335 46 970 74 13,117 81	65 010 65 010 65 010	3,770 58 390 06 1,170 18 14,627 25	452 41 54 60 199 44 1,509 44	ST ST ST
HARMAN INTL INDS INC NEW Symbol HAR Exchange NYSE EAI \$113 Current yield 1 11%	Aug 11, 11 Sep 9, 11 Sep 19, 11 Jun 12, 12 Jan 3, 13	78 000 68 000 21 000 3 000 18 000 188 000	30 594 32 497 32 358 35 980 45 890 33 030	2,386 39 2,209 80 679 52 107 94 826 02 6,209 67	54 200 54 200 54 200 54 200 54 200	4,227 60 3,685 60 1,138 20 162 60 975 60 10,189 60	1,841 21 1,475 80 458 68 54 66 149 58 3,979 93	LT LT LT LT ST
Security total								
HEARTWARE INTL INC Symbol HTWR Exchange OTC	May 6, 10 Feb 9, 11 Mar 3, 11	8 000 19 000 8 000 35 000	53 080 86 930 82 050 78 077	424 64 1,651 67 656 40 2,732 71	95 110 95 110 95 110	760 88 1,807 09 760 88 3,328 85	336 24 155 42 104 48 596 14	LT LT LT
Security total								
HEICO CORP NEW Symbol HEI Exchange NYSE EAI \$31 Current yield 0 28%	Mar 5, 13 Mar 18, 13 Apr 16, 13	74 000 75 000 71 000 220 000	43 148 45 790 42 853 43 954	3,192 97 3,434 25 3,042 58 9,669 80	50 370 50 370 50 370	3,727 38 3,777 75 3,576 27 11,081 40	534 41 343 50 533 69 1,411 60	ST ST ST
Security total								
HMS HOLDINGS CORP Symbol HMSY Exchange OTC	Nov 27, 12 Nov 30, 12 Dec 7, 12 Jan 3, 13 Apr 16, 13 Apr 25, 13	71 000 135 000 100 000 19 000 45 000 175 000 545 000	22 640 22 972 23 941 26 320 25 470 23 404 23 569	1,607 46 3,101 25 2,394 17 500 08 1,146 15 4,095 79 12,844 90	23 300 23 300 23 300 23 300 23 300 23 300	1,654 30 3,145 50 2,330 00 442 70 1,048 50 4,077 50 12,698 50	46 84 44 25 -64 17 -57 38 -97 65 -18 29 -146 40	ST ST ST ST ST ST
Security total								
HYPERION THERAPEUTICS INC Symbol HPTX Exchange OTC	Mar 8, 13	140 000	22 996	3,219 51	22 000	3,080 00	-139 51	ST
								continued next page



Managed Accounts Consulting
June 2013

Account name:
Account number:

WELDON F. OSBORNE FDN
[REDACTED]

Your Financial Advisor:
BROWN/INGLE
423-267-1813/800-669-2723

Your assets • Equities • Common stock (continued)

Holding	Trade date	Number of shares	Purchase price/ Average price per share (\$)	Cost basis (\$)	Price per share on Jun 28 (\$)	Value on Jun 28 (\$)	Unrealized gain or loss (\$)	Holding period
INDEX CORP								
Symbol IEX Exchange NYSE								
EAI \$111 Current yield 1.70%	Apr 4, 13	61 000	51 645	3,150.36	53.810	3,282.41	132.05	ST
	Apr 5, 13	60 000	50.802	3,048.16	53.810	3,228.60	180.44	ST
Security total		121 000	51 227	6,198.52		6,511.01	312.49	
INDEPENDENT BANK GROUP INC								
Symbol IBTX Exchange OTC	Apr 4, 13	331 000	29.260	9,685.28	30.400	10,062.40	377.12	ST
IPG PHOTONICS CORP								
Symbol IPGP Exchange OTC	Jan 20, 12	20 000	53.133	1,062.67	60.730	1,214.60	151.93	LT
	Jun 1, 12	42 000	41.276	1,733.60	60.730	2,550.66	817.06	LT
	Jul 9, 12	33 000	42.683	1,408.54	60.730	2,004.09	595.55	ST
	Dec 3, 12	48 000	59.580	2,859.84	60.730	2,915.04	55.20	ST
	Jan 3, 13	5 000	67.740	338.70	60.730	303.65	-35.05	ST
	Apr 17, 13	20 000	62.560	1,251.20	60.730	1,214.60	-36.60	ST
Security total		168 000	51 515	8,654.55		10,202.64	1,548.09	
IRONWOOD PHARMACEUTICALS INC								
COM CL A								
Symbol IRWD Exchange OTC	Feb 5, 10	196 000	11.828	2,318.30	9.930	1,946.28	-372.02	LT
	Aug 10, 10	63 000	9.856	620.93	9.930	625.59	4.66	LT
	Sep 10, 12	115 000	11.980	1,377.70	9.930	1,141.95	-235.75	ST
	Mar 8, 13	131 000	16.269	2,131.36	9.930	1,300.83	-830.53	ST
	May 21, 13	257 000	13.261	3,408.16	9.930	2,552.01	-856.15	ST
Security total		762 000	12.935	9,856.45		7,566.66	-2,289.79	
MARKETAXESS HOLDINGS INC								
Symbol MKTX Exchange OTC								
EAI \$117 Current yield 1.11%	Feb 23, 12	92 000	32.697	3,008.21	46.750	4,301.00	1,292.79	LT
	Mar 8, 12	47 000	34.450	1,619.18	46.750	2,197.25	578.07	LT
	Jan 3, 13	7 000	35.680	249.76	46.750	327.25	77.49	ST
	Apr 29, 13	79 000	42.410	3,350.45	46.750	3,693.25	342.80	ST
Security total		225 000	36.567	8,227.60		10,518.75	2,291.15	

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UBS
June 2013

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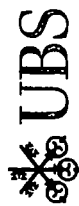
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BROWNING
423-267-1813/800-669-2723

Your assets • Equities • Common stock (continued)

Holding	Trade date	Number of shares	Purchase price/ Average price per share (\$)	Cost basis (\$)	Price per share on Jun 28 (\$)	Value on Jun 28 (\$)	Unrealized gain or loss (\$)	Holding period
MELLANOX TECHNOLOGIES LTD ILS								
Symbol MLNX Exchange OTC								
ILS Exchange rate 3 64035								
	Apr 16, 13	114 000	61 362	6,995 33	49 500	5,643 00	-1,352 33	ST
	Apr 25, 13	59 000	54 697	3,227 18	49 500	2,920 50	-306 68	ST
	May 21, 13	65 000	56 970	3,703 05	49 500	3,217 50	-485 55	ST
	Jun 7, 13	20 000	50 780	1,015 60	49 500	990 00	-25 60	ST
	Jun 14, 13	74 000	50 960	3,771 04	49 500	3,663 00	-108 04	ST
Security total		332 000	56 362	18,712 20		16,434 00	-2,278 20	
MICROSTRATEGY INC NEW CL A								
Symbol MSTR Exchange OTC								
	Mar 15, 11	8 000	113 760	910 08	86 960	695 68	-214 40	LT
	Aug 19, 11	15 000	108 860	1,632 90	86 960	1,304 40	-328 50	LT
	Nov 10, 11	14 000	124 600	1,744 40	86 960	1,217 44	-526 96	LT
	Jan 23, 12	6 000	111 640	669 84	86 960	521 76	-148 08	LT
	Aug 6, 12	53 000	124 330	6,589 49	86 960	4,608 88	-1,980 61	ST
	Oct 8, 12	17 000	122 850	2,088 45	86 960	1,478 32	-610 13	ST
	Oct 24, 12	23 000	111 717	2,569 51	86 960	2,000 08	-569 43	ST
	Nov 27, 12	28 000	86 063	2,409 77	86 960	2,434 88	25 11	ST
	Jan 3, 13	4 000	91 872	367 49	86 960	347 84	-19 65	ST
	May 22, 13	10 000	92 225	922 25	86 960	869 60	-52 65	ST
Security total		178 000	111 821	19,904 18		15,478 88	-4,425 30	
MRC GLOBAL INC								
Symbol MRC Exchange NYSE								
	Apr 16, 12	75 000	20 767	1,557 54	27 620	2,071 50	513 96	LT
	Apr 23, 12	81 000	20 507	1,661 12	27 620	2,237 22	576 10	LT
	Apr 26, 12	78 000	20 017	1,561 38	27 620	2,154 36	592 98	LT
	Apr 27, 12	93 000	19 936	1,854 14	27 620	2,568 66	714 52	LT
	Jun 14, 13	45 000	26 972	1,213 78	27 620	1,242 90	29 12	ST
Security total		372 000	21 097	7,847 96		10,274 64	2,426 68	
ORIENT EXPRESS HOTELS LTD CL A								
Symbol OEH Exchange NYSE								
	Jun 13, 13	283 000	11 640	3,294 16	12 160	3,441 28	147 12	ST
	Jun 14, 13	282 000	11 826	3,335 07	12 160	3,429 12	94 05	ST
Security total		565 000	11 733	6,629 23		6,870 40	241 17	
PALO ALTO NETWORKS INC								
Symbol PANW Exchange NYSE								
	Jun 3, 13	314 000	47 565	14,935 66	42 160	13,238 24	-1,697 42	ST

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June 2013

Account name:
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WELDON F OSBORNE FDN
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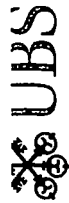
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Your assets • Equities • Common stock (continued)

Holding	Trade date	Number of shares	Purchase price/ Average price per share (\$)	Cost basis (\$)	Price per share on Jun 28 (\$)	Value on Jun 28 (\$)	Unrealized gain or loss (\$)	Holding period
Security total	Jun 5, 13 Jun 19, 13	34 000 36 000 384 000	44 365 41 661 46 729	1,508 44 1,499 82 17,943 92	42 160 42 160	1,433 44 1,517 76 16,189 44	-75 00 17 94 -1,754 48	ST ST
PLY GEM HOLDINGS INC								
Symbol PGEM Exchange NYSE	May 24, 13 Jun 14, 13	421 000 34 000 455 000	23 372 22 558 23 312	9,839 90 766 99 10,606 89	20 060 20 060	8,445 26 682 04 9,127 30	-1,394 64 -84 95 -1,479 59	ST ST
Security total								
PRICESMART INC								
Symbol PSMT Exchange OTC	Nov 15, 11 Feb 17, 12 Dec 4, 12 Jan 3, 13	22 000 98 000 24 000 6 000 150 000	68 323 67 683 78 110 78 170 69 865	1,503 12 6,632 98 1,874 64 469 02 10,479 76	87 630 87 630 87 630 87 630	1,927 86 8,587 74 2,103 12 525 78 13,144 50	424 74 1,954 76 228 48 56 76 2,664 74	LT LT ST ST
Security total								
QUALYS INC								
Symbol QLYS Exchange OTC	Oct 2, 12 Jan 3, 13 Feb 12, 13 Apr 16, 13	463 000 45 000 103 000 10 000 621 000	13 844 15 480 11 250 11 570 13 496	6,409 85 696 60 1,158 75 115 70 8,380 90	16 120 16 120 16 120 16 120	7,463 56 725 40 1,660 36 161 20 10,010 52	1,053 71 28 80 501 61 45 50 1,629 62	ST ST ST ST
Security total								
RUCKUS WIRELESS INC								
Symbol RKUS Exchange NYSE	May 21, 13	730 000	12 939	9,446 13	12 810	9,351 30	-94 83	ST
SANCHEZ ENERGY CORP								
Symbol SN Exchange NYSE	Mar 8, 12 Mar 29, 12 Aug 29, 12	71 000 74 000 29 000 174 000	22 790 22 112 19 010 21 872	1,618 09 1,636 29 551 29 3,805 67	22 960 22 960 22 960	1,530 16 1,699 04 665 84 3,995 04	12 07 62 75 114 55 189 37	LT LT ST
Security total								
SINCLAIR BROADCAST GROUP INC								
CL A								
Symbol SBGI Exchange OTC	May 2, 13 May 2, 13	231 000 119 000	27 176 27 266	6,277 70 3,244 68	29 370 29 370	6,784 47 3,495 03	506 77 250 35	ST ST



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Managed Accounts Consulting
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Account name:
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Your assets • Equities • Common stock (continued)

Holding	Trade date	Number of shares	Purchase price/ Average price per share (\$)	Cost basis (\$)	Price per share on Jun 28 (\$)	Value on Jun 28 (\$)	Unrealized gain or loss (\$)	Holding period
Security total		350 000	27 207	9,522 38		10,279 50	757 12	
SPLUNK INC								
Symbol SPLK	Exchange OTC							
	Apr 20, 12	178 000	34 992	6,228 75	46 360	8,252 08	2,023 33	LT
	Jun 28, 12	36 000	26 278	946 01	46 360	1,668 96	722.95	ST
	Oct 10, 12	73 000	31 322	2,286 51	46 360	3,384 28	1,097 77	ST
	Dec 13, 12	128 000	27 268	3,490 38	46 360	5,934 08	2,443 70	ST
	Jan 3, 13	14 000	29 306	410 29	46 360	649 04	238 75	ST
Security total		429 000	31 147	13,361 94		19,888 44	6,526 50	
SPS COMM INC COM								
Symbol SPSC	Exchange OTC							
	May 2, 13	68 000	46 879	3,187 83	55 000	3,740 00	552 17	ST
	Jun 4, 13	68 000	54 649	3,716 19	55 000	3,740 00	23 81	ST
	Jun 14, 13	54 000	52 721	2,846 96	55 000	2,970 00	123 04	ST
Security total		190 000	51 321	9,750 98		10,450 00	699 02	
STAGE STORES INC NEW								
Symbol SSI	Exchange NYSE							
EAI \$274 Current yield 2 13%								
	Oct 10, 12	135 000	23 035	3,109 83	23 500	3,172 50	62 67	ST
	Oct 22, 12	56 000	23 906	1,338 78	23 500	1,316 00	-22 78	ST
	Oct 31, 12	56 000	23 995	1,343 75	23 500	1,316 00	-27 75	ST
	Dec 4, 12	87 000	25 746	2,239 92	23 500	2,044 50	-195 42	ST
	Jan 3, 13	214 000	22 777	4,874 41	23 500	5,029 00	154 59	ST
Security total		548 000	23 552	12,906 69		12,878 00	-28 69	
STEVEN MADDEN LTD								
Symbol SHOO	Exchange OTC							
	May 5, 11	35 000	33 580	1,175 33	48 380	1,693 30	517 97	LT
	May 11, 11	54 000	36 468	1,969 31	48 380	2,612 52	643 21	LT
	Aug 4, 11	19 000	38 040	722 76	48 380	919 22	196 46	LT
	Dec 29, 11	34 000	34 992	1,189 76	48 380	1,644 92	455 16	LT
	Jan 3, 13	6 000	42 020	252 12	48 380	290 28	38 16	ST
	May 3, 13	57 000	47 519	2,708 63	48 380	2,757 66	49 03	ST
	May 23, 13	77 000	47 008	3,619 68	48 380	3,725 26	105 58	ST
Security total		282 000	41 268	11,637 59		13,643 16	2,005 57	
THERAVANCE INC								
Symbol THRX	Exchange OTC							
	Mar 5, 12	92 000	17 640	1,622 88	38 530	3,544 76	1,921 88	LT
	Mar 27, 12	73 000	19 967	1,457 65	38 530	2,812 69	1,355 04	LT

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Managed Accounts Consulting
June 2013

Account name:
Account number:

WELDON F. OSBORNE FDN
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Your Financial Advisor:
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423-267-1813/800-669-2723

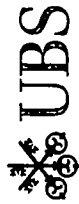
Your assets • Equities • Common stock (continued)

Holding	Trade date	Number of shares	Purchase price/ Average price per share (\$)	Cost basis (\$)	Price per share on Jun 28 (\$)	Value on Jun 28 (\$)	Unrealized gain or loss (\$)	Holding period
Security total	Aug 8, 12	18 000	26 910	484 38	38 530	693 54	209 16	ST
Security total		183 000	19 480	3,564 91		7,050 99	3,486 08	
ULTIMATE SOFTWARE GROUP INC								
Symbol ULTI Exchange OTC	Sep 8, 09	3 000	25.673	77 02	117 290	351.87	274 85	LT
	Feb 5, 10	32 000	27 975	895 20	117 290	3,753 28	2,858 08	LT
	Sep 7, 10	15 000	34 899	523 49	117 290	1,759 35	1,235 86	LT
	Jan 3, 13	3 000	96 090	288.27	117 290	351 87	63 60	ST
	Feb 15, 13	36 000	96 250	3,465 00	117 290	4,222 44	757 44	ST
Security total		89 000	58,977	5,248 98		10,438 81	5,189 83	
WISDOMTREE INVESTMENTS INC								
Symbol WETF Exchange OTC	Apr 29, 13	291 000	11 028	3,209 34	11 570	3,366 87	157 53	ST
	May 10, 13	301 000	11 682	3,516 58	11 570	3,482 57	-34 01	ST
	May 23, 13	254 000	12 584	3,196 36	11 570	2,938 78	-257 58	ST
Security total		846 000	11 728	9,922 28		9,788 22	-134 06	
WOODWARD INC								
Symbol WWD Exchange OTC	Dec 13, 12	118 000	36 015	4,249 82	40 000	4,720 00	470 18	ST
EAI \$108 Current yield 0 80%	Jan 11, 13	114 000	39 369	4,488 17	40 000	4,560 00	71 83	ST
	Apr 8, 13	106 000	36 990	3,920 97	40 000	4,240 00	319 03	ST
Security total		338 000	37 453	12,658 96		13,520 00	861 04	
Total				\$581,259.32		\$652,487.10	\$71,227.78	
Total estimated annual income:							\$1,946	

Your total assets

	Value on Jun 28 (\$)	Percentage of your account	Cost basis (\$)	Estimated annual income (\$)	Unrealized gain or loss (\$)
Cash	12,760.61	1.92%	12,760.61		
Equities	652,487.10	98.08%	581,259.32	1,946.00	71,227.78
Total	\$665,247.71	100.00%	\$594,019.93	\$1,946.00	\$71,227.78





ACCESS
June 2013

Account name: WELDON F OSBORNE FDN
Account number: [REDACTED] 46

Your Financial Advisor:
BROWN/INGLE
423-267-1813/800-669-2723

Your assets

Some prices, income and current values shown may be approximate. As a result, gains and losses may not be accurately reflected. See *Important information about your statement* at the end of this document for more information.

Cash

Cash and money balances

Holding	Opening balance on Jun 1 (\$)	Closing balance on Jun 28 (\$)	Price per share on Jun 28 (\$)	Average rate	Dividend/Interest period	Days in period
RMA MONEY MKT PORTFOLIO	304,236.21	192,847.89	1.00	0.01%	May 24 to Jun 23	31

Equities

Common stock

Holding	Trade date	Number of shares	Purchase price/ Average price per share (\$)	Cost basis (\$)	Price per share on Jun 28 (\$)	Value on Jun 28 (\$)	Unrealized gain or loss (\$)	Holding period
AEGON NV ADR N Y SHS								
NETHERLANDS ADR								
Symbol AEG Exchange NYSE								
EAI: \$951 Current yield 3.33%								
	Feb 13, 08	1,330,000	14.036	18,668.81	6.760	8,990.80	-9,678.01	LT
	Mar 25, 08	910,000	14.614	13,299.56	6.760	6,151.60	-7,147.96	LT
	Apr 2, 08	180,000	16.031	2,885.69	6.760	1,216.80	-1,668.89	LT
	Apr 29, 08	73,000	15.100	1,102.30	6.760	493.48	-608.82	LT
	Jun 5, 08	945,000	15.027	14,201.18	6.760	6,388.20	-7,812.98	LT
	Aug 4, 08	45,000	11.972	538.74	6.760	304.20	-234.54	LT
	Aug 12, 08	128,000	10.630	1,360.64	6.760	865.28	-495.36	LT
	Aug 19, 08	315,000	11.649	3,669.72	6.760	2,129.40	-1,540.32	LT
	Earnings	302,000	5.536	1,671.99	6.760	2,041.52	369.53	
Security total		4,228,000	13.576	57,398.63		28,581.28	-28,817.35	

AMERICA MOVIL S A B DE C V

SER L SPON ADR

Symbol AMX Exchange NYSE

EAI: \$730 Current yield 1.38%

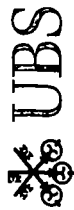
Aug 5, 11	380,000	23.089	8,773.90	21.750	8,265.00	-508.90	LT
Oct 17, 11	1,295,000	22.997	29,781.89	21.750	28,166.25	-1,615.64	LT
Jun 7, 13	750,000	20.247	15,185.77	21.750	16,312.50	1,126.73	ST

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ALLIED
June 2013

ACCOUNT ID: 46
Account number:

YOUR FINANCIAL ADVISOR:
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423-267-1813/800-669-2723

Your assets • Equities • Common stock (continued)

Holding	Trade date	Number of shares	Purchase price/ Average price per share (\$)	Cost basis (\$)	Price per share on Jun 28 (\$)	Value on Jun 28 (\$)	Unrealized gain or loss (\$)	Holding period
Security total		2,425,000	22.161	53,741.56		52,743.75	-997.81	
ASTELLAS PHARMA INC ADR								
Symbol ALPMY Exchange OTC								
EAI \$933 Current yield 2.30%	Aug 12, 10	3,000,000	8.331	24,993.45	13.520	40,560.00	15,566.55	LT
ASTRAZENECA PLC SPON ADR								
Symbol AZN Exchange NYSE								
EAI \$3,486 Current yield 5.92%	May 25, 07	220,000	53.480	11,765.69	47.300	10,406.00	-1,359.69	LT
	Jun 13, 07	40,000	51.295	2,051.81	47.300	1,892.00	-159.81	LT
	Jun 15, 07	420,000	51.497	21,628.74	47.300	19,866.00	-1,762.74	LT
	Nov 13, 07	30,000	45.650	1,369.50	47.300	1,419.00	49.50	LT
	Nov 29, 07	240,000	46.982	11,275.87	47.300	11,352.00	76.13	LT
	Jan 3, 08	40,000	42.705	1,708.20	47.300	1,892.00	183.80	LT
	Jun 7, 13	255,000	50.938	12,989.29	47.300	12,061.50	-927.79	ST
Security total		1,245,000	50.433	62,789.10		58,888.50	-3,900.60	
BANCO SANTANDER BRASIL ADS								
Symbol BSBR Exchange NYSE								
EAI \$667 Current yield 2.64%	Nov 8, 12	2,985,000	6.830	20,388.45	6.220	18,566.70	-1,821.75	ST
	Feb 7, 13	1,080,000	7.220	7,798.03	6.220	6,717.60	-1,080.43	ST
Security total		4,065,000	6.934	28,186.48		25,284.30	-2,902.18	
BANK OF NEW YORK MELLON CORP								
Symbol BK Exchange NYSE								
EAI \$999 Current yield 2.14%	Apr 5, 12	1,160,000	23.814	27,625.05	28.050	32,538.00	4,912.95	LT
	Jun 24, 13	505,000	28.036	14,158.38	28.050	14,165.25	6.87	ST
Security total		1,665,000	25.095	41,783.43		46,703.25	4,919.82	
BANK OF AMER CORP								
Symbol BAC Exchange NYSE								
EAI \$240 Current yield 0.31%	Aug 1, 07	3,642	148.890	542.29	12.860	46.84	-495.45	LT
	Aug 2, 07	29,138	146.120	4,257.62	12.860	374.71	-3,882.91	LT
	Aug 3, 07	138,405	137.680	19,055.56	12.860	1,779.88	-17,275.68	LT
	Aug 16, 07	3,642	100.450	365.86	12.860	46.84	-319.02	LT
	Aug 23, 07	127,478	121.179	15,447.78	12.860	1,639.37	-13,808.41	LT
	Sep 5, 07	45,528	105.200	4,789.54	12.860	585.49	-4,204.05	LT
	Oct 10, 07	68,292	103.650	7,078.45	12.860	878.23	-6,200.22	LT

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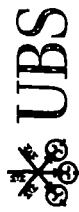
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Your assets • Equities • Common stock (continued)

Holding	Trade date	Number of shares	Purchase price/ Average price per share (\$)	Cost basis (\$)	Price per share on Jun 28 (\$)	Value on Jun 28 (\$)	Unrealized gain or loss (\$)	Holding period
BP PLC SPON ADR Symbol BP Exchange NYSE EAI \$4,018 Current yield. 5.18%	Oct 17, 07	81 950	96.420	7,901 63	12 860	1,053 88	-6,847.75	LT
	Oct 19, 07	114 730	85 539	9,814.02	12 860	1,479 43	-8,338 59	LT
	Dec 3, 07	8 195	55 739	456 79	12 860	105 39	-351 40	LT
	May 16, 08	270,000	36 179	9,768 47	12 860	3,472 20	-6,296.27	LT
	May 19, 08	30,000	36.048	1,081 44	12 860	385.80	-695 64	LT
	May 23, 08	300,000	34 092	10,227.87	12 860	3,858 00	-6,369 87	LT
	Jul 11, 08	175,000	21.662	3,790.92	12 860	2,250 50	-1,540 42	LT
	Jul 15, 08	900 000	19 079	17,171 73	12 860	11,574.00	-5,597 73	LT
	Sep 27, 10	475 000	13 499	6,412 36	12 860	6,108 50	-303.86	LT
	Oct 22, 10	705 000	11 490	8,100.45	12 860	9,066 30	965 85	LT
	Jul 25, 11	785 000	10 000	7,850 00	12 860	10,095 10	2,245 10	LT
	Dec 15, 11	1,740 000	5 250	9,135 00	12 860	22,376.40	13,241.40	LT
Security total		6,001,000	23 871	143,247.78		77,172.86	-66,074.92	
CANON INC ADR JAPAN SPON ADR Symbol CAJ Exchange NYSE EAI \$1,723 Current yield. 4.19%	Jul 21, 11	770,000	45 566	35,086 13	41 740	32,139 80	-2,946 33	LT
	Aug 19, 11	235 000	38 975	9,159.20	41,740	9,808 90	649.70	LT
	Jun 5, 12	315,000	36 683	11,555.15	41,740	13,148 10	1,592 95	LT
	Dec 27, 12	235 000	41.797	9,822.46	41,740	9,808.90	-13.56	ST
	Jun 7, 13	305 000	43 055	13,131 84	41,740	12,730 70	-401 14	ST
Security total		1,860,000	42 341	78,754 78		77,636.40	-1,118 38	
CANON INC ADR JAPAN SPON ADR Symbol CAJ Exchange NYSE EAI \$1,723 Current yield. 4.19%	Mar 10, 09	160 000	21 646	3,463 41	32 870	5,259 20	1,795 79	LT
	Mar 19, 09	380 000	28 296	10,752 52	32 870	12,490.60	1,738 08	LT
	Apr 7, 09	180 000	30.871	5,556 78	32 870	5,916 60	359 82	LT
	May 14, 09	15 000	33 250	498 76	32 870	493 05	-5 71	LT
	Jun 2, 09	45 000	33 262	1,496 79	32 870	1,479.15	-17.64	LT
	Aug 5, 09	30 000	35 795	1,073 86	32 870	986 10	-87.76	LT
	Jul 6, 12	215 000	39.275	8,444 25	32 870	7,067.05	-1,377.20	ST
	Sep 28, 12	225 000	32 200	7,245 18	32 870	7,395 75	150 57	ST
Security total		1,250 000	30 825	38,531 55		41,087 50	2,555 95	



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Account name:
Account number:

WELDON F OSBORNE FDN
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Your Financial Advisor:
BROWN/MNGLE
423-267-1813/800-669-2723

Your assets • Equities • Common stock (continued)

Holding	Trade date	Number of shares	Purchase price/ Average price per share (\$)	Cost basis (\$)	Price per share on Jun 28 (\$)	Value on Jun 28 (\$)	Unrealized gain or loss (\$)	Holding period
CARREFOUR SA SPON ADR								
Symbol CRRFY Exchange OTC								
EAI \$2,149 Current yield 3 57%	Dec 23, 10	6,545 000	8 283	54,213 54	5 430	35,539 35	-18,674 19	LT
	Oct 3, 11	1,670 000	4 518	7,545 56	5 430	9,068 10	1,522 54	LT
	May 3, 12	2,340 000	3 947	9,236 45	5 430	12,706 20	3,469 75	LT
Earnings		524 000	4 039	2,116 55	5 430	2,845 32	728 77	
Security total		11,079 000	6 599	73,112 10		60,158 97	-12,953 13	
CENTRAIS ELETRICAS BRAS SA								
SPON ADR REP 50 COM								
(ELETROBRAS)								
Symbol EBR Exchange NYSE	Aug 4, 99	765 000	7 750	5,928 75	2 120	1,621 80	-4,306 95	LT
	Sep 3, 99	550 000	8 720	4,796 11	2 120	1,166 00	-3,630 11	LT
	Oct 20, 99	990 000	8 375	8,291 25	2 120	2,098 80	-6,192 45	LT
Security total		2,305 000	8 250	19,016 11		4,886 60	-14,129 51	
CHESAPEAKE ENERGY CORP OKLA								
Symbol CHK Exchange NYSE	Apr 20, 10	915 000	23 959	21,922 67	20 380	18,647 70	-3,274 97	LT
EAI \$1,244 Current yield 1 72%	Jul 16, 10	290 000	20 990	6,087 19	20 380	5,910 20	-176 99	LT
	Jul 30, 10	310 000	20 993	6,508 08	20 380	6,317 80	-190 28	LT
	Nov 3, 10	365 000	21 968	8,018 65	20 380	7,438 70	-579 95	LT
	Apr 16, 12	490 000	19 383	9,498 01	20 380	9,986 20	488 19	LT
	Apr 17, 12	50 000	19 194	959 74	20 380	1,019 00	59 26	LT
	May 14, 12	1,135 000	15 540	17,638 01	20 380	23,131 30	5,493 29	LT
Security total		3,555 000	19 868	70,632 35		72,450 90	1,818 55	
CITIGROUP INC								
Symbol C Exchange NYSE	Mar 30, 09	482 000	20 073	9,675 45	47 970	23,121 54	13,446 09	LT
EAI \$50 Current yield 0 08%	Dec 17, 09	355 000	31 365	11,134 76	47 970	17,029 35	5,894 59	LT
	Nov 7, 11	245 000	30 000	7,350 00	47 970	11,752 65	4,402 65	LT
	Apr 8, 13	175 000	42 870	7,502 25	47 970	8,394 75	892 50	ST
Security total		1,257 000	28 371	35,662 46		60,298 29	24,635 83	

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June 2013

WELDON F. OSBORNE FDN
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Your Financial Advisor:
BROWN/INGLE
423-267-1813/800-669-2723

Your assets, Equities, Common stock (continued)

Holding	Trade date	Number of shares	Purchase price/ Average price per share (\$)	Cost basis (\$)	Price per share on Jun 28 (\$)	Value on Jun 28 (\$)	Unrealized gain or loss (\$)	Holding period
CORNING INC								
Symbol: GLW Exchange: NYSE								
EAI \$2,034 Current yield 2.81%	Jun 6, 11	2,255,000	18.969	42,775.10	14.230	32,088.65	-10,686.45	LT
	Jun 24, 11	515,000	17.595	9,061.63	14.230	7,328.45	-1,733.18	LT
	Sep 30, 11	670,000	12.471	8,355.64	14.230	9,534.10	1,178.46	LT
	Aug 13, 12	695,000	11.537	8,018.56	14.230	9,889.85	1,871.29	ST
	Feb 4, 13	950,000	11.794	11,204.87	14.230	13,518.50	2,313.63	ST
Security total		5,085,000	15.618	79,415.80		72,359.55	-7,056.25	
CRH PLC IRELAND SPON ADR								
Symbol: CRH Exchange: NYSE								
EAI \$2,191 Current yield 3.94%	Jun 25, 12	2,185,000	16.952	37,041.65	20.310	44,377.35	7,335.70	LT
	Oct 22, 12	550,000	18.277	10,052.57	20.310	11,170.50	1,117.93	ST
Security total		2,735,000	17.219	47,094.22		55,547.85	8,453.63	
DAIICHI SANKYO CO LTD SPON ADR								
Symbol: DSNKY Exchange: OTC								
EAI \$1,241 Current yield 3.46%	Mar 14, 11	1,405,000	20.080	28,212.96	16.660	23,407.30	-4,805.66	LT
	Sep 24, 12	750,000	17.146	12,859.50	16.660	12,495.00	-364.50	ST
Security total		2,155,000	19.059	41,072.46		35,902.30	-5,170.16	
DEUTSCHE TELEKOM AG DE SPON ADR								
Symbol: DTEGY Exchange: OTC								
EAI \$3,714 Current yield 7.68%	Jun 9, 04	775,000	17.359	13,453.53	11.660	9,036.50	-4,417.03	LT
	Sep 28, 05	2,200,000	18.162	39,957.50	11.660	25,652.00	-14,305.50	LT
	Oct 26, 05	30,000	18.018	540.56	11.660	349.80	-190.76	LT
	Jan 27, 06	840,000	16.000	13,440.25	11.660	9,794.40	-3,645.85	LT
	Feb 1, 06	120,000	15.716	1,886.02	11.660	1,399.20	-486.82	LT
	Feb 7, 06	30,000	15.589	467.68	11.660	349.80	-117.88	LT
	Feb 27, 06	30,000	15.799	473.99	11.660	349.80	-124.19	LT
	Mar 14, 07	120,000	16.278	1,953.43	11.660	1,399.20	-554.23	LT
Security total		4,145,000	17.412	72,172.96		48,330.70	-23,842.26	
ENI SPA IT SPON ADR								
Symbol: E Exchange: NYSE								
EAI \$3,542 Current yield 5.45%	Jan 20, 10	745,000	51.268	38,195.03	41.040	30,574.80	-7,620.23	LT



Your assets • Equities • Common stock (continued)

Holding	Trade date	Number of shares	Purchase price/ Average price per share (\$)	Cost basis (\$)	Price per share on Jun 28 (\$)	Value on Jun 28 (\$)	Unrealized gain or loss (\$)	Holding period
	Feb 18, 10	170 000	45 915	7,805 60	41 040	6,976 80	-828 80	LT
	Feb 19, 10	15 000	45 832	687 48	41 040	615 60	-71 88	LT
	Mar 9, 10	135 000	47 866	6,461 98	41 040	5,540 40	-921 58	LT
	May 20, 10	160 000	38 002	6,080 35	41 040	6,566 40	486 05	LT
	Dec 21, 10	170 000	43 255	7,353 50	41 040	6,976 80	-376 70	LT
	Jun 27, 11	190 000	43 860	8,333 42	41 040	7,797 60	-535 82	LT
Security total		1,585 000	47 266	74,917 36		65,048 40	-9,868 96	

ERICSSON SEK 10 NEW 2002 ADR

Symbol ERIC Exchange OTC

EAI \$1,223 Current yield 2 61%

	Feb 22, 08	700 000	10 667	7,467 50	11 280	7,896 00	428 50	LT
	Apr 7, 08	50 000	10 141	507 06	11 280	564 00	56 94	LT
	May 2, 08	320 000	12 012	3,844 13	11 280	3,609 60	-234 53	LT
	Oct 31, 11	2,050 000	10 724	21,984 41	11 280	23,124 00	1,139 59	LT
	Jun 13, 13	1,040 000	11 503	11,963 95	11 280	11,731 20	-232 75	ST
Security total		4,160 000	11 002	45,767 05		46,924 80	1,157 75	

FRANCE TELECOM SA SPON ADR

Symbol FTE Exchange NYSE

EAI \$3,912 Current yield 8 57%

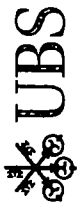
	Feb 7, 06	710 000	21 467	15,241 86	9 450	6,709 50	-8,532 36	LT
	Sep 11, 06	1,175 000	21 796	25,611 36	9 450	11,103 75	-14,507 61	LT
	Jun 1, 09	35 000	24 210	847 35	9 450	330 75	-516 60	LT
	Apr 12, 10	300 000	23 756	7,126 86	9 450	2,835 00	-4,291 86	LT
	Jun 16, 10	240 000	19 158	4,598 06	9 450	2,268 00	-2,330 06	LT
	Jul 7, 10	320 000	18 747	5,999 23	9 450	3,024 00	-2,975 23	LT
	Jan 13, 12	1,025 000	14 794	15,164 57	9 450	9,686 25	-5,478 32	LT
	Jun 18, 13	1,025 000	10 175	10,430 31	9 450	9,686 25	-744 06	ST
Security total		4,830 000	17 602	85,019 60		45,643 50	-39,376 10	

GDF SUEZ SPON ADR

Symbol GDFZY Exchange OTC

EAI \$5,314 Current yield 6 71%

	May 4, 12	915 000	22 702	20,772 88	19 630	17,961 45	-2,811 43	LT
	May 21, 12	1,200 000	20 617	24,741 24	19 630	23,556 00	-1,185 24	LT
	Jul 6, 12	550 000	22 395	12,317 75	19 630	10,796 50	-1,521 25	ST
	Dec 14, 12	475 000	20 097	9,546 22	19 630	9,324 25	-221 97	ST
	Dec 28, 12	360 000	20 438	7,357 90	19 630	7,066 80	-291 10	ST
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June 2013

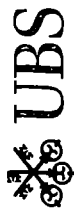
Account name:
Account number:

WELDON F. OSBORNE FDN
46

Your Financial Advisor:
BROWN/INGLE
423-267-1813/800-669-2723

Your assets • Equities • Common stock (continued)

Holding	Trade date	Number of shares	Purchase price/ Average price per share (\$)	Cost basis (\$)	Price per share on Jun 28 (\$)	Value on Jun 28 (\$)	Unrealized gain or loss (\$)	Holding period
Security total	Mar 4, 13	535 000	18 847	10,083 32	19 630	10,502 05	418 73	ST
		4,035,000	21 021	84,819 31		79,207 05	-5,612 26	
GLAXO SMITHKLINE PLC ADR								
Symbol GSK Exchange NYSE								
EAI \$2,676 Current yield 4 70%	Mar 3, 04	60 000	41 483	2,489.01	49 970	2,998 20	509 19	LT
	Sep 13, 04	250 000	42 066	10,516 68	49 970	12,492 50	1,975 82	LT
	Nov 22, 06	90 000	51 573	4,641 62	49 970	4,497 30	-144 32	LT
	Dec 1, 06	110 000	53 636	5,900.03	49 970	5,496.70	-403.33	LT
	Jan 26, 07	90 000	54 510	4,905 96	49 970	4,497 30	-408 66	LT
	Feb 28, 07	220 000	56.546	12,440 14	49.970	10,993 40	-1,446 74	LT
	May 11, 07	120 000	56 476	6,777 18	49.970	5,996.40	-780 78	LT
	Jun 4, 07	200 000	51 679	10,335 88	49 970	9,994 00	-341 88	LT
Security total		1,140 000	50.883	58,006 50		56,965.80	-1,040.70	
HEWLETT PACKARD CO								
Symbol HPQ Exchange NYSE								
EAI \$569 Current yield 2 34%	Aug 1, 12	280 000	17 987	5,036 36	24 800	6,944 00	1,907 64	ST
	Oct 8, 12	700 000	14 518	10,162 60	24 800	17,360.00	7,197 40	ST
Security total		980 000	15 509	15,198 96		24,304.00	9,105.04	
HONDA MOTOR CO ADR JAPAN ADR								
Symbol HMC Exchange NYSE								
EAI \$774 Current yield 2 14%	Apr 1, 11	770 000	36.864	28,385.43	37 250	28,682 50	297 07	LT
	Apr 21, 11	200 000	37 390	7,478 16	37 250	7,450 00	-28.16	LT
Security total		970 000	36 973	35,863 59		36,132 50	268.91	
INTEL CORP								
Symbol INTC Exchange OTC								
EAI \$1,957 Current yield 3 72%	Oct 10, 08	75 000	14.572	1,092 91	24 230	1,817 25	724 34	LT
	Nov 13, 08	70 000	13.330	933 14	24 230	1,696 10	762 96	LT
	Nov 25, 08	80 000	13 235	1,058 80	24 230	1,938 40	879 60	LT
	Dec 11, 08	424 000	14 329	6,075 62	24 230	10,273 52	4,197 90	LT
	Jan 15, 09	40 000	13 069	522 76	24.230	969 20	446 44	LT
	May 7, 09	30 000	15 830	474 90	24.230	726.90	252 00	LT
	Oct 19, 12	585 000	21 453	12,550 36	24 230	14,174 55	1,624 19	ST
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June 2013

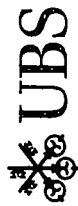
Account name:
Account number:
WELDON F. OSBORNE FDN
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Your Financial Advisor:
BROWN/INGLE
423-267-1813/800-669-2723

Your assets • Equities • Common stock (continued)

Holding	Trade date	Number of shares	Purchase price/ Average price per share (\$)	Cost basis (\$)	Price per share on Jun 28 (\$)	Value on Jun 28 (\$)	Unrealized gain or loss (\$)	Holding period
	Nov 16, 12	330 000	19 980	6,593 50	24 230	7,995 90	1,402 40	ST
	Feb 8, 13	540 000	20 998	11,339 41	24 230	13,084 20	1,744 79	ST
Security total		2,174 000	18 694	40,641 40		52,676 02	12,034 62	
INTESA SANPAOLO SPON ADR								
Symbol ISNPY Exchange OTC								
EAI \$1,874 Current yield 5 99%	Mar 19, 10	1,095 000	23 129	25,326 69	9 575	10,484 63	-14,842 06	LT
	Dec 15, 10	430 000	17 216	7,403 05	9 575	4,117 25	-3,285 80	LT
	Feb 23, 12	845 000	11 771	9,947 09	9 575	8,090 88	-1,856 21	LT
	Mar 18, 13	900 000	9 170	8,253 62	9 575	8,617 50	363 88	ST
Security total		3,270 000	15 575	50,930 45		31,310 25	-19,620 19	
J SAINSBURY PLC SPON ADR								
Symbol JSAY Exchange OTC								
EAI \$1,277 Current yield 4 77%	Jan 10, 05	770 000	20 551	15,824 34	21 770	16,762 90	938 56	LT
	Aug 5, 05	50 000	20 273	1,013 66	21 770	1,088 50	74 84	LT
	Feb 2, 12	410 000	18 398	7,543 34	21 770	8,925 70	1,382 36	LT
Security total		1,230 000	19 822	24,381 34		26,777 10	2,395 76	
KONINKLIJKE AHOLD NV NEW 2007								
SPON ADR								
Symbol AHONY Exchange OTC								
EAI \$1,385 Current yield 3 21%	Dec 17, 03	1,585 000	6 048	9,587 58	14 890	23,600 65	14,013 07	LT
	Jul 19, 04	392 000	6 051	2,372 32	14 890	5,836 88	3,464 56	LT
	Aug 30, 04	640 000	4 591	2,938 29	14 890	9,529 60	6,591 31	LT
	Oct 28, 05	168 000	5 587	938 65	14 890	2,501 52	1,562 87	LT
	Nov 11, 05	112 000	5 581	625 11	14 890	1,667 68	1,042 57	LT
Security total		2,897 000	5 682	16,461 95		43,136 33	26,674 38	
KROGER COMPANY								
Symbol KR Exchange NYSE								
EAI \$951 Current yield 1 74%	Dec 8, 09	1,225 000	20 056	24,568 72	34 540	42,311 50	17,742 78	LT
	Feb 8, 11	360 000	22,359	8,049 35	34 540	12,434 40	4,385 05	LT
Security total		1,585 000	20 579	32,618 07		54,745 90	22,127 83	
LILLY EU & CO								
Symbol LLY Exchange NYSE								
EAI \$1,460 Current yield 3 99%	Jan 8, 10	745 000	35 200	26,224 67	49 120	36,594 40	10,369 73	LT

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June 2013

Account name: WELDON F. OSBORNE FDN
Account number: [REDACTED] 6

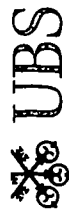
Your Financial Advisor:
BROWN/INGLE
423-267-1813/800-669-2723

Your assets • Equities • Common stock (continued)

Holding	Trade date	Number of shares	Purchase price/ Average price per share (\$)	Cost basis (\$)	Price per share on Jun 28 (\$)	Value on Jun 28 (\$)	Unrealized gain or loss (\$)	Holding period
LUKOIL OIL CO SPON ADR (25 RUBLES)								
Symbol LUKOY Exchange. OTC								
EAI \$1,802 Current yield: 5.30%	Apr 17, 12	150,000	60.281	9,042.23	57.650	8,647.50	-394.73	LT
	Apr 24, 12	295,000	60.080	17,723.78	57.650	17,006.75	-717.03	LT
	May 22, 12	145,000	52.295	7,582.85	57.650	8,359.25	776.40	LT
Security total		590,000	58.218	34,348.86		34,013.50	-335.36	
MARKS & SPENCER GROUP INC SPON ADR								
Symbol MAKSY Exchange. OTC								
EAI \$1,993 Current yield: 3.76%	Dec 11, 03	1,800,000	9.737	17,527.56	13.090	23,562.00	6,034.44	LT
	Mar 3, 04	90,000	11.161	1,004.52	13.090	1,178.10	173.58	LT
	Jul 25, 08	400,000	10.213	4,085.52	13.090	5,236.00	1,150.48	LT
	Mar 6, 12	700,000	11.050	7,735.42	13.090	9,163.00	1,427.58	LT
	Mar 4, 13	1,060,000	10.988	11,647.49	13.090	13,875.40	2,227.91	ST
Security total		4,050,000	10.370	42,000.51		53,014.50	11,013.99	
MASCO CORP								
Symbol MAS Exchange NYSE								
EAI \$459 Current yield 1.54%	May 14, 08	1,480,000	18.579	27,497.95	19.490	28,845.20	1,347.25	LT
	May 21, 08	50,000	18.280	914.00	19.490	974.50	60.50	LT
Security total		1,530,000	18.570	28,411.95		29,819.70	1,407.75	
MERCCK & CO INC NEW COM								
Symbol MRK Exchange NYSE								
EAI \$1,839 Current yield 3.70%	May 2, 13	305,000	45.535	13,888.36	46.450	14,167.25	278.89	ST
		764,000	---This information was unavailable---		46.450	35,487.80		
Security total		1,069,000	45.536	13,888.36		49,655.05	278.89	
MICROSOFT CORP								
Symbol MSFT Exchange OTC								
EAI \$2,599 Current yield 2.66%	May 12, 06	595,000	23.225	13,819.35	34.545	20,554.27	6,734.92	LT
	May 17, 06	20,000	23.020	460.40	34.545	690.90	230.50	LT
	Jun 14, 06	725,000	21.720	15,747.00	34.545	25,045.12	9,298.12	LT
	Sep 18, 08	160,000	24.638	3,942.21	34.545	5,527.20	1,584.99	LT
	Dec 15, 08	25,000	19.030	475.75	34.545	863.62	387.87	LT



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June 2013

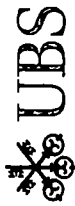
ACCOUNT NUMBER:
Account number: 66

YOUR FINANCIAL ADVISOR:
BROWN/ANGLE
423-267-1813/800-669-2723

Your assets • Equities • Common stock (continued)

Holding	Trade date	Number of shares	Purchase price/ Average price per share (\$)	Cost basis (\$)	Price per share on Jun 28 (\$)	Value on Jun 28 (\$)	Unrealized gain or loss (\$)	Holding period
Security total	Mar 6, 09	35 000	15 209	532 34	34 545	1,209 07	676 73	LT
	Apr 20, 09	50 000	18 728	936 43	34 545	1,727 25	790 82	LT
	May 7, 09	125 000	19 569	2,446 24	34 545	4,318 12	1,871 88	LT
	Feb 18, 11	345 000	27 015	9,320 18	34 545	11,918 02	2,597 84	LT
	Apr 15, 11	160 000	25 442	4,070 86	34 545	5,527 20	1,456 34	LT
	May 16, 11	365 000	24 877	9,080 18	34 545	12,608 92	3,528 74	LT
	Dec 12, 11	220 000	25 390	5,585 80	34 545	7,599 90	2,014 10	LT
		2,825 000	23 510	66,416 74		97,589 62	31,172 85	
Security total	Feb 9, 07	830 000	11 896	9,874 10	6 210	5,154 30	-4,719 80	LT
	Mar 21, 07	90 000	11 370	1,023 37	6 210	558 90	-464 47	LT
	Apr 10, 07	990 000	11 550	11,434 90	6 210	6,147 90	-5,287 00	LT
	Apr 18, 07	450 000	11 182	5,032 13	6 210	2,794 50	-2,237 63	LT
	Apr 20, 07	135 000	10 917	1,473 86	6 210	838 35	-635 51	LT
	Apr 25, 07	45 000	10 888	489 99	6 210	279 45	-210 54	LT
	Aug 15, 07	100 000	9 334	933 47	6 210	621 00	-312 47	LT
	Sep 5, 07	1,100 000	9 469	10,416 01	6 210	6,831 00	-3,585 01	LT
	Sep 12, 07	110 000	9 179	1,009 70	6 210	683 10	-326 60	LT
	Sep 19, 07	960 000	9 182	8,815 39	6 210	5,961 60	-2,853 79	LT
Security total	Oct 17, 07	440 000	8 831	3,885 99	6 210	2,732 40	-1,153 59	LT
		5,250 000	10 360	54,388 91		32,602 50	-21,786 41	
Security total	Nov 9, 06	2,760 000	20 109	55,503 28	12 670	34,969 20	-20,534 08	LT
	Feb 15, 07	90 000	21 126	1,901 37	12 670	1,140 30	-761 07	LT
	Apr 10, 07	90 000	21 115	1,900 41	12 670	1,140 30	-760 11	LT
	May 23, 07	180 000	21 437	3,858 76	12 670	2,280 60	-1,578 16	LT
	Sep 20, 07	210 000	17 670	3,710 89	12 670	2,660 70	-1,050 19	LT
	Mar 3, 08	30 000	17 276	518 29	12 670	380 10	-138 19	LT
	Sep 4, 12	1,800 000	7 831	14,097 42	12 670	22,806 00	8,708 58	ST

continued next page



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June 2013

Account name:
Account number:

WELDON F. OSBORNE FDN
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Your Financial Advisor:
BROWN/INGLE
423-267-1813/800-669-2723

Your assets • Equities • Common stock (continued)

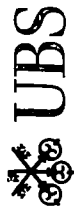
Holding	Trade date	Number of shares	Purchase price/ Average price per share (\$)	Cost basis (\$)	Price per share on Jun 28 (\$)	Value on Jun 28 (\$)	Unrealized gain or loss (\$)	Holding period
Security total		5,160,000	15,793	81,490.42		65,377.20	-16,113.22	
NEWS CORP INC DELA CL A								
Symbol NWSA Exchange OTC								
EAI \$168 Current yield 0.52%	Jul 29, 11	475,000	15,904	7,554.64	32.580	15,475.50	7,920.86	LT
	Oct 20, 11	515,000	16,716	8,608.74	32.580	16,778.70	8,169.96	LT
Security total		990,000	16,327	16,163.38		32,254.20	16,090.82	
NIPPON TELEG & TEL CORP SPON								
ADR								
Symbol NTT Exchange NYSE								
EAI \$2,107 Current yield 3.16%	Feb 14, 05	550,000	21,357	11,746.35	26.010	14,305.50	2,559.15	LT
	Jul 20, 05	25,000	21,537	538.43	26.010	650.25	111.82	LT
	May 7, 07	980,000	25,817	25,300.66	26.010	25,489.80	189.14	LT
	May 15, 07	80,000	24,182	1,934.63	26.010	2,080.80	146.17	LT
	May 31, 07	260,000	23,269	6,050.04	26.010	6,762.60	712.56	LT
	Jun 6, 07	280,000	22,859	6,400.72	26.010	7,282.80	882.08	LT
	Jun 15, 07	20,000	22,488	449.77	26.010	520.20	70.43	LT
	Aug 15, 07	25,000	21,466	536.65	26.010	650.25	113.60	LT
	Sep 12, 07	220,000	22,866	5,030.67	26.010	5,722.20	691.53	LT
	Oct 4, 07	60,000	23,980	1,438.84	26.010	1,560.60	121.76	LT
	Oct 26, 07	60,000	22,959	1,377.55	26.010	1,560.60	183.05	LT
Security total		2,560,000	23,752	60,804.31		66,585.60	5,781.29	
PEPSICO INC								
Symbol PEP Exchange NYSE								
EAI \$2,009 Current yield 2.78%	Aug 1, 11	430,000	63,865	27,462.12	81.790	35,169.70	7,707.58	LT
	Sep 16, 11	125,000	61,983	7,747.95	81.790	10,223.75	2,475.80	LT
	Mar 2, 12	215,000	62,554	13,449.28	81.790	17,584.85	4,135.57	LT
	Jan 8, 13	115,000	69,523	7,995.17	81.790	9,405.85	1,410.68	ST
Security total		885,000	64,016	56,654.52		72,384.15	15,729.63	
PETROLEO BRASILEIRO SA								
PETROBRAS NON VTG SPON ADR								
Symbol PBR.A Exchange NYSE								
	Jun 24, 13	2,175,000	14,253	31,000.93	14.660	31,885.50	884.57	ST

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ACCESS
June 2013

Account name:
Account number:
WELDON F OUSBORNE FDN
46

Your Financial Advisor:
BROWN/INGLE
423-267-1813/800-669-2723

Your assets • Equities • Common stock (continued)

Holding	Trade date	Number of shares	Purchase price/ Average price per share (\$)	Cost basis (\$)	Price per share on Jun 28 (\$)	Value on Jun 28 (\$)	Unrealized gain or loss (\$)	Holding period
PFIZER INC								
Symbol PFE Exchange NYSE								
EAI \$2,139 Current yield 3.43%	Jan 25, 06	165 000	24.540	4,049.10	28.010	4,621.65	572.55	LT
	Jun 8, 06	220 000	23.424	5,153.28	28.010	6,162.20	1,008.92	LT
	Jun 21, 06	80 000	23.182	1,854.57	28.010	2,240.80	386.23	LT
	Jul 31, 08	375 000	18.831	7,061.98	28.010	10,503.75	3,441.77	LT
	Oct 16, 09	1,388 000	17.515	24,310.82	28.010	38,877.88	14,567.06	LT
Security total		2,228 000	19.044	42,429.75		62,406.28	19,976.53	
PNC FINANCIAL SERVICES GROUP								
Symbol PNC Exchange NYSE								
EAI \$651 Current yield 2.41%	Oct 31, 07	3 906	623.049	2,433.82	72.920	284.85	-2,148.97	LT
	Nov 6, 07	23 438	579.560	13,583.44	72.920	1,709.06	-11,874.38	LT
	May 28, 08	76 367	145.999	11,149.61	72.920	5,568.70	-5,580.91	LT
	May 29, 08	96 289	146.299	14,087.08	72.920	7,021.39	-7,065.69	LT
	Jun 23, 11	170 000	55.763	9,479.73	72.920	12,396.40	2,916.67	LT
Security total		370 000	137.118	50,733.68		26,980.40	-23,753.28	
SAFEWAY INC								
Symbol SWY Exchange NYSE								
EAI \$1,716 Current yield 3.38%	Feb 17, 04	50 000	22.506	1,125.31	23.660	1,183.00	57.69	LT
	Mar 24, 04	200 000	20.137	4,027.48	23.660	4,732.00	704.52	LT
	Nov 22, 04	550 000	19.046	10,475.47	23.660	13,013.00	2,537.53	LT
	Jan 20, 05	150 000	18.701	2,805.24	23.660	3,549.00	743.76	LT
	Feb 23, 05	180 000	18.099	3,257.93	23.660	4,258.80	1,000.87	LT
	Jan 4, 06	40 000	23.686	947.44	23.660	946.40	-1.04	LT
	Feb 17, 06	120 000	23.319	2,798.32	23.660	2,839.20	40.88	LT
	Oct 1, 09	50 000	19.499	974.96	23.660	1,183.00	208.04	LT
	Jul 19, 12	415 000	15.511	6,437.15	23.660	9,818.90	3,381.75	ST
	May 2, 13	390 000	22.995	8,968.28	23.660	9,227.40	259.12	ST
Security total		2,145 000	19.495	41,817.58		50,750.70	8,933.12	
SANOFI SPON ADR								
Symbol SNY Exchange NYSE								
EAI \$1,148 Current yield 2.44%	Feb 16, 07	515 000	43.772	22,542.69	51.510	26,527.65	3,984.96	LT
	Mar 21, 07	10 000	43.176	431.76	51.510	515.10	83.34	LT

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June 2013

Account name: WELDON F OSBORNE FDN
Account number: 46

Your Financial Advisor:
BROWNVANGLE
423-267-1813/800-669-2723

Your assets • Equities • Common stock (continued)

Holding	Trade date	Number of shares	Purchase price/ Average price per share (\$)	Cost basis (\$)	Price per share on Jun 28 (\$)	Value on Jun 28 (\$)	Unrealized gain or loss (\$)	Holding period
STATE STREET CORP Symbol: STT Exchange NYSE EAI \$686 Current yield 1.59%	Apr 4, 07	260,000	43.700	11,362.16	51.510	13,392.60	2,030.44	LT
	Apr 10, 07	10,000	43.855	438.55	51.510	515.10	76.55	LT
	Oct 3, 07	10,000	42.535	425.35	51.510	515.10	89.75	LT
	Oct 18, 07	50,000	43.070	2,153.50	51.510	2,575.50	422.00	LT
	Oct 31, 07	60,000	43.813	2,628.82	51.510	3,090.60	461.78	LT
Security total		915,000	43.697	39,982.83		47,131.65	7,148.82	
SUMITOMO MITSUI FINANCIAL SPON ADR Symbol: SMFG Exchange NYSE EAI \$917 Current yield 2.62%	Mar 6, 12	405,000	41.153	16,667.01	65.210	26,410.05	9,743.04	LT
	Mar 12, 12	255,000	41.442	10,567.81	65.210	16,628.55	6,060.74	LT
		660,000	41.265	27,234.82		43,038.60	15,803.78	
SWISS RE LTD SPON ADR Symbol: SSREY Exchange OTC EAI \$2,666 Current yield 5.00%	Sep 20, 07	3,790,000	14.091	53,405.65	9.220	34,943.80	-18,461.85	LT
	Jun 14, 11	715,000	58.240	41,642.17	74.594	53,334.71	11,692.54	LT
TAKEDA PHARMACEUTICAL CO LTD SPON ADR Symbol: TKPYY Exchange OTC EAI \$1,299 Current yield 3.91%	Jan 6, 11	1,150,000	24.091	27,704.88	22.580	25,967.00	-1,737.88	LT
	Sep 25, 12	320,000	23.478	7,513.22	22.580	7,225.60	-287.62	ST
		1,470,000	23.958	35,218.10		33,192.60	-2,025.50	
Security total								
TE CONNECTIVITY LTD CHF Symbol: TEL Exchange NYSE EAI \$1,505 Current yield 2.20% CHF Exchange rate: 0.94615	Oct 23, 08	725,000	19.178	13,904.41	45.540	33,016.50	19,112.09	LT
	Feb 24, 11	295,000	35.389	10,439.99	45.540	13,434.30	2,994.31	LT
	Dec 19, 11	215,000	29.929	6,434.93	45.540	9,791.10	3,356.17	LT
	Oct 24, 12	270,000	32.037	8,650.07	45.540	12,295.80	3,645.73	ST
		1,505,000	26.199	39,429.40		68,537.70	29,108.30	
Security total								

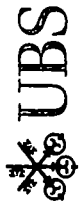
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Your assets • Equities • Common stock (continued)

Holding	Trade date	Number of shares	Purchase price/ Average price per share (\$)	Cost basis (\$)	Price per share on Jun 28 (\$)	Value on Jun 28 (\$)	Unrealized gain or loss (\$)	Holding period
TELECOM ITALIA SPA NEW REPSTG								
10 ORD SHS SPON ADR								
Symbol TI Exchange NYSE								
EAI \$1,285 Current yield 2.99%								
	Mar 28, 03	35 969	21 059	757 51	6 950	249 99	-507 52	LT
	May 28, 03	1,006 031	28 019	28,188 98	6 950	6,991 91	-21,197 07	LT
	Nov 3, 04	195 000	34 319	6,692 38	6 950	1,355 25	-5,337 13	LT
	Aug 19, 05	730 000	32 035	23,385 92	6 950	5,073 50	-18,312 42	LT
	Oct 28, 05	225 000	28 430	6,396 75	6 950	1,563 75	-4,833 00	LT
	Mar 31, 06	1,350 000	29 223	39,451 32	6 950	9,382 50	-30,068 82	LT
	Apr 26, 06	140 000	28 103	3,934 55	6 950	973 00	-2,961 55	LT
	Mar 21, 07	160 000	28 561	4,569 82	6 950	1,112 00	-3,457 82	LT
	Jun 6, 07	135 000	28 626	3,864 60	6 950	938 25	-2,926 35	LT
	Jun 15, 07	220 000	28 357	6,238 69	6 950	1,529 00	-4,709 69	LT
	Aug 1, 08	90 000	17 911	1,611 99	6 950	625 50	-986 49	LT
	Aug 13, 08	240 000	17 361	4,166 74	6 950	1,668 00	-2,498 74	LT
	Jan 20, 11	570 000	13 726	7,823 82	6 950	3,961 50	-3,862 32	LT
	Dec 29, 11	1,080 000	10 337	11,164 61	6 950	7,506 00	-3,658 61	LT
Security total		6,177 000	24 000	148,247 68		42,930 15	-105,317 53	
TELEFONICA S A SPON ADR								
Symbol TEF Exchange NYSE								
	Aug 17, 04	87 000	13 500	1,174 50	12 810	1,114.47	-60 03	LT
	Jan 27, 06	390 000	15 311	5,971 55	12 810	4,995 90	-975 65	LT
	May 5, 09	150 000	19 752	2,962 90	12 810	1,921 50	-1,041 40	LT
	Feb 2, 12	475 000	17 698	8,406.84	12 810	6,084 75	-2,322 09	LT
	Jun 7, 13	1,210 000	13 712	16,592 61	12 810	15,500 10	-1,092.51	ST
	Earnings	28 000	12 530	350 84	12 810	358 68	7 84	
Security total		2,340 000	15 154	35,459 24		29,975 40	-5,483 84	
TIM PARTICIPACOE SA SPON ADR								
Symbol TSU Exchange NYSE								
EAI \$2,385 Current yield 3.81%								
	Aug 4, 99	83 850	7 162	600 60	18 600	1,559 61	959 01	LT
	Aug 5, 99	3 225	6 989	22 54	18 600	59 99	37 45	LT
	Oct 20, 99	35 475	6 804	241 40	18 600	659 84	418 44	LT
	Jun 20, 00	9 675	21 578	208 77	18 600	179 96	-28 81	LT
	Jul 10, 00	33 863	22 909	775 76	18 600	629 84	-145 92	LT

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June 2013

Account name: WELDON F. OSBORNE FDN
Account number: [REDACTED]

Your Financial Advisor:
BROWN/MINGLE
423-267-1813/800-669-2723

Your assets • Equities • Common stock (continued)

Holding	Trade date	Number of shares	Purchase price/ Average price per share (\$)	Cost basis (\$)	Price per share on Jun 28 (\$)	Value on Jun 28 (\$)	Unrealized gain or loss (\$)	Holding period
	Dec 14, 00	91 913	16 528	1,519 14	18 600	1,709 57	190 43	LT
	Jul 13, 12	555 000	24 924	13,832 93	18 600	10,323 00	-3,509 93	ST
	Oct 15, 12	1,105 000	17 770	19,635 85	18 600	20,553 00	917 15	ST
	May 17, 13	960 000	20 316	19,503 65	18 600	17,856 00	-1,647 65	ST
	Jun 7, 13	490 000	18 721	9,173 53	18 600	9,114 00	-59 53	ST
Security total		3,368 000	19 452	65,514 17		62,644 80	-2,869 36	

TOKIO MARINE HOLDINGS INC SPON

ADR

Symbol TKOMY Exchange OTC

EAI \$890 Current yield 1 66%

	Aug 4, 99	382 065	22 799	8,711 09	31 770	12,138 22	3,427 13	LT
	Oct 20, 99	174 935	25 250	4,417 10	31 770	5,557 67	1,140 57	LT
	Dec 20, 07	15 000	32 282	484 24	31 770	476 55	-7 69	LT
	Jan 4, 08	15 000	34 169	512 54	31 770	476 55	-35 99	LT
	Jan 7, 08	600 000	35 621	21,373 08	31 770	19,062 00	-2,311 08	LT
	Jun 7, 13	505 000	29 306	14,799 68	31 770	16,043 85	1,244 17	ST
Security total		1,692 000	29 727	50,297 73		53,754 84	3,457 11	

TOTAL S A FRANCE SPON ADR

Symbol TOT Exchange NYSE

EAI \$3,961 Current yield 5 28%

	Aug 11, 10	160 000	51 418	8,226 88	48 700	7,792 00	-434 88	LT
	Aug 13, 10	25 000	50 036	1,250 91	48 700	1,217 50	-33 41	LT
	Aug 26, 10	435 000	47 068	20,474 88	48 700	21,184 50	709 62	LT
	Sep 15, 10	235 000	50 905	11,962 68	48 700	11,444 50	-518 18	LT
	Sep 22, 10	160 000	51 289	8,206 37	48 700	7,792 00	-414 37	LT
	Dec 2, 10	130 000	49 891	6,485 84	48 700	6,331 00	-154 84	LT
	May 14, 12	170 000	43 930	7,468 10	48 700	8,279 00	810 90	LT
	Apr 18, 13	225 000	46 175	10,389 57	48 700	10,957 50	567 93	ST
Security total		1,540 000	48 354	74,465 23		74,998 00	532 77	

TOYOTA MOTOR CORP NEW JAPAN

SPON ADR

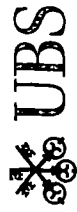
Symbol TM Exchange NYSE

EAI \$1,087 Current yield 1 53%

	Sep 29, 09	195 000	79 923	15,585 05	120 660	23,528 70	7,943 65	LT
	Oct 6, 09	5 000	76 418	382 09	120 660	603 30	221 21	LT



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ACCESS
June 2013

Account name:
Account number:

WELDON F. OSBORNE FUND

Your Financial Advisor:
BROWN/INGLE
423-267-1813/800-669-2723

Your assets > Equities > Common stock (continued)

Holding	Trade date	Number of shares	Purchase price/ Average price per share (\$)	Cost basis (\$)	Price per share on Jun 28 (\$)	Value on Jun 28 (\$)	Unrealized gain or loss (\$)	Holding period
UNILEVER NV N.Y. SHS NEW NETHERLANDS SPON ADR Symbol UN Exchange NYSE EAI \$1.238 Current yield 2.77%	Oct 22, 09	155 000	78.234	12,126.39	120.660	18,702.30	6,575.91	LT
	Dec 15, 10	130 000	78.679	10,228.34	120.660	15,685.80	5,457.46	LT
	Mar 29, 11	105 000	79.312	8,327.80	120.660	12,669.30	4,341.50	LT
		590 000	79.067	46,649.67		71,189.40	24,539.73	
Security total								
WELLS FARGO & CO NEW Symbol WFC Exchange NYSE EAI \$1.669 Current yield 2.91%	Jun 7, 06	195 000	22.117	4,312.99	39.310	7,665.45	3,352.46	LT
	Dec 2, 08	25 000	22.158	553.95	39.310	982.75	428.80	LT
	Feb 6, 09	150 000	21.094	3,164.22	39.310	5,896.50	2,732.28	LT
	Feb 12, 09	25 000	20.458	511.47	39.310	982.75	471.28	LT
	May 5, 09	250 000	20.641	5,160.43	39.310	9,827.50	4,667.07	LT
	Apr 28, 11	490 000	33.095	16,216.94	39.310	19,261.90	3,044.96	LT
		1,135 000	26.361	29,920.00		44,616.85	14,696.85	
Security total								
WELLS FARGO & CO NEW Symbol WFC Exchange NYSE EAI \$1.669 Current yield 2.91%	Apr 22, 08	139 329	130.369	18,164.36	41.270	5,750.12	-12,414.24	LT
	Apr 23, 08	11 943	131.530	1,570.80	41.270	492.87	-1,077.93	LT
	May 7, 08	17 914	147.629	2,644.61	41.270	739.30	-1,905.31	LT
	May 13, 08	199 042	140.349	27,935.53	41.270	8,214.46	-19,721.07	LT
	May 16, 08	19 904	136.429	2,715.53	41.270	821.45	-1,894.08	LT
	May 28, 08	47 770	118.230	5,647.86	41.270	1,971.47	-3,676.39	LT
	Jun 4, 08	39 808	110.749	4,408.78	41.270	1,642.89	-2,765.89	LT
	Jun 23, 08	5 971	84.790	506.31	41.270	246.44	-259.87	LT
	Jul 16, 08	349 319	49.209	17,189.96	41.270	14,416.37	-2,773.59	LT
	Jun 10, 09	220 000	24.852	5,467.57	41.270	9,079.40	3,611.83	LT
	Jul 2, 09	100 000	23.486	2,348.63	41.270	4,127.00	1,778.37	LT
	Jul 31, 09	20 000	24.570	491.40	41.270	825.40	334.00	LT
	Aug 19, 09	160 000	26.340	4,214.40	41.270	6,603.20	2,388.80	LT
	Sep 2, 09	20 000	26.545	530.90	41.270	825.40	294.50	LT
	Oct 2, 09	40 000	26.208	1,048.33	41.270	1,650.80	602.47	LT
Security total		1,391 000	68.213	94,884.97		57,406.57	-37,478.40	

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June 2013

Account name:
Account number:

WELDON F OSBORNE FDN
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Your Financial Advisor:
BROWN/INGLE
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Your assets • Equities • Common stock (continued)

Holding	Trade date	Number of shares	Purchase price/ Average price per share (\$)	Cost basis (\$)	Price per share on Jun 28 (\$)	Value on Jun 28 (\$)	Unrealized gain or loss (\$)	Holding period
WM MORRISON SUPERMARKETS PLC								
ADR								
Symbol	MRWSY	Exchange	OTC					
EAI	\$1,881	Current yield	4.27%					
				45,302.39	20.000	44,100.00	-1,202.39	ST
WSTN DIGITAL CORP								
Symbol	WDC	Exchange	OTC					
EAI	\$1,385	Current yield	1.61%					
				36,016.34	62.090	72,645.30	36,628.96	LT
				5,823.21	62.090	13,349.35	7,526.14	LT
Security total				41,839.55		85,994.65	44,155.10	
Total				\$3,048,498.97		\$3,011,167.67	-\$72,819.11	
Total estimated annual income: \$96,695								

Your total assets

	Value on Jun 28 (\$)	Percentage of your account	Cost basis (\$)	Estimated annual income (\$)	Unrealized gain or loss (\$)
Cash	192,847.89	6.02%	192,847.89		
Equities	3,011,167.67	93.98%	3,048,498.97	96,695.00	-72,819.11
Total	\$3,204,015.56	100.00%	\$3,241,346.86	\$96,695.00	-\$72,819.11

* Missing cost basis information

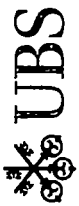
Account activity this month

For more information about the price/value shown for restricted securities, see *Important information about your statement* at the end of this document

Date	Activity	Description	Your expense code	Quantity/ Face value	Price/Value (\$)	Cash amount (\$)	Cash and money balance (\$)
May 31		Cash and money balance					\$304,236.21
Jun 3	Dividend	INTEL CORP PAID ON		2174 AS OF 06/01/13		489.15	
Jun 3	Dividend	KROGER COMPANY PAID ON		1585 AS OF 06/01/13		237.75	
Jun 3	Dividend	WELLS FARGO & CO NEW PAID ON		1391 AS OF 06/01/13		417.30	305,380.41
Jun 4	Dividend	PFIZER INC PAID ON		2228		534.72	305,915.13



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ACCESS
June 2013

Account name:
Account number:

WELDON F OSBORNE FOUNDATION
██████████44

Your Financial Advisor:
BROWN/INGLE
423-267-1813/800-669-2723

Your assets

Some prices, income and current values shown may be approximate. As a result, gains and losses may not be accurately reflected. See *Important information about your statement* at the end of this document for more information.

Cash

Cash and money balances

Holding	Opening balance on Jun 1 (\$)	Closing balance on Jun 28 (\$)	Price per share on Jun 28 (\$)	Average rate	Dividend/Interest period	Days in period
RMA MONEY MKT PORTFOLIO	109,362.54	137,558.66	1.00	0.01%	May 24 to Jun 23	31

Equities

Common stock

Holding	Trade date	Number of shares	Purchase price/ Average price per share (\$)	Cost basis (\$)	Price per share on Jun 28 (\$)	Value on Jun 28 (\$)	Unrealized gain or loss (\$)	Holding period
ABBOTT LABS								
Symbol: ABT Exchange NYSE								
EAI \$1,567 Current yield: 1.61%	Oct 28, 11	228,000	25.995	5,927.05	34.880	7,952.64	2,025.59	LT
	Dec 1, 11	155,000	26.260	4,070.42	34.880	5,406.40	1,335.98	LT
	Dec 7, 11	215,000	26.244	5,642.56	34.880	7,499.20	1,856.64	LT
	Mar 9, 12	588,000	27.801	16,347.34	34.880	20,509.44	4,162.10	LT
	Jul 27, 12	368,000	31.498	11,591.61	34.880	12,835.84	1,244.23	ST
	Jan 7, 13	1,245,000	33.321	41,485.52	34.880	43,425.60	1,940.08	ST
Security total		2,799,000	30.391	85,064.50		97,629.12	12,564.62	
ACCENTURE PLC IRELAND CL A								
Symbol: ACN Exchange NYSE								
EAI \$2,145 Current yield: 2.25%	Mar 9, 12	1,324,000	60.950	80,697.80	71.960	95,275.04	14,577.24	LT
ALLERGAN INC								
Symbol: AGN Exchange NYSE								
EAI \$250 Current yield: 0.24%	Mar 9, 12	1,141,000	92.059	105,040.35	84.240	96,117.84	-8,922.51	LT
	Jan 28, 13	109,000	106.331	11,590.13	84.240	9,182.16	-2,407.97	ST
Security total		1,250,000	93.304	116,630.48		105,300.00	-11,330.48	

continued next page



Account number: [REDACTED]

Your assets • Equities • Common stock (continued)

Holding	Trade date	Number of shares	Purchase price/ Average price per share (\$)	Cost basis (\$)	Price per share on Jun 28 (\$)	Value on Jun 28 (\$)	Unrealized gain or loss (\$)	Holding period
APPLE INC								
Symbol AAPL Exchange OTC								
EAI \$1,842 Current yield 3.08%	Jun 26, 09	19,000	141.760	2,693.44	396.530	7,534.07	4,840.63	LT
	Aug 7, 09	46,000	166.143	7,642.58	396.530	18,240.38	10,597.80	LT
	Oct 25, 11	26,000	402.182	10,456.74	396.530	10,309.78	-146.96	LT
	Nov 14, 11	16,000	378.741	6,059.86	396.530	6,344.48	284.62	LT
	Mar 9, 12	44,000	544.200	23,944.80	396.530	17,447.32	-6,497.48	LT
Security total		151,000	336.407	50,797.42		59,876.03	9,078.61	
C H ROBINSON WORLDWIDE INC NEW								
Symbol CHRW Exchange OTC								
EAI \$1,112 Current yield 2.49%	Mar 9, 12	794,000	66.290	52,634.26	56.310	44,710.14	-7,924.12	LT
EBAY INC								
Symbol EBAY Exchange OTC								
FACTSET RESH SYSTEMS INC	May 1, 13	730,000	52.378	38,236.52	51.720	37,755.60	-480.92	ST
FACTSET RESH SYSTEMS INC								
Symbol FDS Exchange NYSE								
EAI \$892 Current yield 1.37%	Mar 9, 12	467,000	90.210	42,128.07	101.940	47,605.98	5,477.91	LT
	Mar 27, 12	170,000	99.980	16,996.70	101.940	17,329.80	333.10	LT
Security total		637,000	92.818	59,124.77		64,935.78	5,811.01	
FASTENAL CO								
Symbol FAST Exchange OTC								
EAI \$610 Current yield 1.75%	Feb 5, 13	762,000	49.944	38,057.56	45.790	34,891.98	-3,165.58	ST
GARTNER INC								
Symbol IT Exchange NYSE								
	Jan 7, 13	381,000	48.795	18,590.93	56.990	21,713.19	3,122.26	ST
	Apr 9, 13	325,000	54.160	17,602.16	56.990	18,521.75	919.59	ST
Security total		706,000	51.265	36,193.09		40,234.94	4,041.85	
GOOGLE INC CL A								
Symbol GOOG Exchange OTC								
	Feb 16, 07	16,000	465.104	7,441.67	880.370	14,085.92	6,644.25	LT
	Aug 17, 07	10,000	497.232	4,972.32	880.370	8,803.70	3,831.38	LT
	Jan 31, 08	10,000	556.045	5,560.45	880.370	8,803.70	3,243.25	LT
	Jan 27, 10	18,000	539.955	9,719.19	880.370	15,846.66	6,127.47	LT
	May 20, 10	14,000	479.237	6,709.32	880.370	12,325.18	5,615.86	LT
	Jul 8, 10	10,000	451.031	4,510.31	880.370	8,803.70	4,293.39	LT
	Jan 26, 11	11,000	619.556	6,815.12	880.370	9,684.07	2,868.95	LT

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ACCESS
June 2013

Account name:
Account number:

WELDON F OSBORNE FOUNDATION
544

Your Financial Advisor:
BROWN/JNGLE
423-267-1813/800-669-2723

Your assets • Equities • Common stock (continued)

Holding	Trade date	Number of shares	Purchase price/ Average price per share (\$)	Cost basis (\$)	Price per share on Jun 28 (\$)	Value on Jun 28 (\$)	Unrealized gain or loss (\$)	Holding period
Security total	Feb 25, 11 Mar 9, 12	13 000 75 000	611 530 601 880	7,949 89 45,141.00	880 370 880 370	11,444 81 66,027 75	3,454 92 20,886 75	LT LT
GRAINGER WW INC		177,000	558.301	98,819 27		155,825 49	57,006 22	
Symbol GWW Exchange NYSE								
EAI \$1,120 Current yield 1.48%	Oct 17, 12 May 13, 13	176 000 125 000	210 221 257 127	36,999 07 32,140 89	252 180 252 180	44,383 68 31,522 50	7,384 61 -618 39	ST ST
Security total		301 000	229 701	69,139 96		75,906 18	6,766 22	
INTUIT								
Symbol. INTU Exchange OTC								
EAI \$1,073 Current yield 1.11%	Mar 9, 12 Mar 23, 12 Sep 19, 12	622 000 350 000 606 000	58 079 57 514 58 531	36,125 70 20,130 18 35,470 15	61.040 61.040 61.040	37,966 88 21,364 00 36,990 24	1,841 18 1,233 82 1,520 09	LT LT ST
Security total		1,578 000	58 128	91,726 03		96,321 12	4,595 09	
INTUITIVE SURGICAL INC NEW								
Symbol ISRG Exchange OTC	Mar 9, 12	130,000	523 994	68,119.33	506 132	65,797 16	-2,322 17	LT
NIKE INC CL B								
Symbol NKE Exchange NYSE								
EAI \$1,905 Current yield 1.32%	Jun 5, 12 Aug 10, 12 Nov 15, 12 Jan 28, 13	642 000 460 000 812 000 354 000	52 721 47 257 45 238 54 514	33,847 33 21,738.54 36,734 03 19,298 20	63 680 63 680 63 680 63 680	40,882.56 29,292.80 51,708 16 22,542 72	7,035 23 7,554 26 14,974 13 3,244 52	LT ST ST ST
Security total		2,268,000	49 214	111,618 10		144,426.24	32,808 14	
ORACLE CORP								
Symbol ORCL Exchange OTC								
EAI \$1,302 Current yield 1.56%	Apr 17, 09 May 18, 09 Oct 12, 09 Mar 9, 12	213 000 270 000 471 000 1,759 000	18 833 18 920 20 770 30 160	4,011 51 5,108 64 9,782 91 53,051 44	30 710 30 710 30 710 30 710	6,541.23 8,291 70 14,464 41 54,018 89	2,529.72 3,183 06 4,681 50 967.45	LT LT LT LT
Security total		2,713 000	26 522	71,954 50		83,316 23	11,361 73	
PRICE T ROWE GROUP INC								
Symbol TROW Exchange OTC								
EAI \$2,569 Current yield 2.08%	Oct 13, 11	219 000	51 994	11,386 80	73 200	16,030 80	4,644 00	LT





ACCESS
June 2013

Account name:
Account number:

WELLDUN F USBUKNE FOUNDATION
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Your Financial Advisor:
BROWN/MINGLE
423-267-1813/800-669-2723

Your assets • Equities • Common stock (continued)

Holding	Trade date	Number of shares	Purchase price/ Average price per share (\$)	Cost basis (\$)	Price per share on Jun 28 (\$)	Value on Jun 28 (\$)	Unrealized gain or loss (\$)	Holding period
Security total	Mar 9, 12	1,471 000	63 189	92,952 34	73 200	107,677 20	14,724 86	LT
		1,690 000	61 739	104,339 14		123,708 00	19,368 86	
QUALCOMM INC								
Symbol QCOM Exchange OTC								
EAI \$2,727 Current yield 2.29%								
	Sep 5, 06	280 000	39 260	10,992 80	61 090	17,105 20	6,112 40	LT
	Feb 16, 07	34 000	42 328	1,439 16	61 090	2,077 06	637 90	LT
	Jan 22, 08	256 000	37 034	9,480 78	61 090	15,639 04	6,158 26	LT
	Sep 30, 08	134 000	41 528	5,564 87	61 090	8,186 06	2,621 19	LT
	Sep 10, 09	127 000	46 340	5,885 19	61 090	7,758 43	1,873 24	LT
	Sep 25, 09	143 000	44 408	6,350 44	61 090	8,735 87	2,385 43	LT
	Feb 4, 10	164 000	38 336	6,287 14	61 090	10,018 76	3,731 62	LT
	Sep 24, 10	121 000	44 790	5,419 59	61 090	7,391 89	1,972 30	LT
	Oct 28, 10	140 000	44 492	6,228 92	61 090	8,552 60	2,323 68	LT
	Mar 9, 12	549 000	64 010	35,141 49	61 090	33,538 41	-1,603 08	LT
Security total		1,948 000	47 634	92,790 38		119,003 32	26,212 94	
STARBUCKS CORP								
Symbol SBUX Exchange OTC								
EAI \$1,344 Current yield 1.28%	Mar 9, 12	1,600 000	51 629	82,607 20	65 510	104,816 00	22,208 80	LT
VARIAN MEDICAL SYSTEMS INC								
Symbol VAR Exchange NYSE	Mar 9, 12	833 000	67 298	56,059 98	67 450	56,185 85	125 87	LT
VISA INC CL A								
Symbol V Exchange NYSE								
EAI \$970 Current yield 0.72%	Feb 7, 13	359 000	158 644	56,953 30	182 750	65,607 25	8,653 95	ST
	May 7, 13	232 000	178 271	41,358 94	182 750	42,398 00	1,039 06	ST
	Jun 20, 13	144 000	181 008	26,065 20	182 750	26,316 00	250 80	ST
Security total		735 000	169 221	124,377 44		134,321 25	9,943 81	
Total				\$1,528,987.73		\$1,740,235.47	\$211,247.74	

Total estimated annual income: \$21,428

MONTAG CALDWELL LC

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YOUR EMA ASSETS

June 01, 2013 - June 28, 2013

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Annual Income	Estimated Current Yield%
ABBOTT LABS	ABT	02/15/11	789	22.4335	17,700.06	34.8800	27,520.32	9,820.26	442	1.60
		08/08/11	148	23.3898	3,461.70	34.8800	5,162.24	1,700.54	83	1.60
		09/23/11	168	24.4683	4,110.68	34.8800	5,859.84	1,749.16	95	1.60
		01/15/13	208	33.2471	6,915.40	34.8800	7,255.04	339.64	117	1.60
		01/17/13	298	32.9029	9,805.09	34.8800	10,394.24	589.15	167	1.60
		03/13/13	239	34.9556	8,354.39	34.8800	8,336.32	(18.07)	134	1.60
		05/28/13	183	38.5120	7,047.71	34.8800	6,383.04	(664.67)	103	1.60
Subtotal			2,033		57,395.03		70,911.04	13,516.01	1,141	1.60
ACCENTURE PLC SHS	ACN	02/15/11	179	52.0118	9,310.13	71.9600	12,880.84	3,570.71	290	2.25
		03/03/11	123	52.9086	6,507.77	71.9600	8,851.08	2,343.31	200	2.25
		10/04/11	88	52.1603	4,590.11	71.9600	6,332.48	1,742.37	143	2.25
		04/24/13	124	77.3663	9,593.43	71.9600	8,923.04	(670.39)	201	2.25
		04/30/13	73	81.0768	5,918.61	71.9600	5,253.08	(665.53)	119	2.25
		05/22/13	90	83.3234	7,499.11	71.9600	6,476.40	(1,022.71)	146	2.25
		Subtotal			677		43,419.16		48,716.92	5,297.76
ALLERGAN INC	AGN	12/08/10	27	68.3692	1,845.97	84.2400	2,274.48	428.51	6	.23
		12/09/10	66	69.0734	4,558.85	84.2400	5,559.84	1,000.99	14	.23
		02/15/11	367	73.5353	26,987.49	84.2400	30,916.08	3,928.59	74	.23
		09/11/12	76	89.2775	6,785.09	84.2400	6,402.24	(382.85)	16	.23
		05/02/13	81	103.1103	8,351.94	84.2400	6,823.44	(1,528.50)	17	.23
		05/21/13	81	98.1433	7,949.61	84.2400	6,823.44	(1,126.17)	17	.23
		Subtotal			698		56,478.95		58,799.52	2,320.57
AMER EXPRESS COMPANY	AXP	01/30/13	189	59.5322	11,251.59	74.7600	14,129.64	2,878.05	174	1.23
		02/07/13	134	62.1120	8,323.02	74.7600	10,017.84	1,694.82	124	1.23
		04/19/13	125	66.5966	8,324.58	74.7600	9,345.00	1,020.42	115	1.23
		Subtotal			448		27,899.19		33,492.48	5,593.29

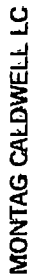
MONTAG CALDWELL LC

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YOUR EMA ASSETS

June 01, 2013 - June 28, 2013

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Annual Income	Estimated Current Yield%
AMERISOURCEBERGEN CORP	ABC	06/08/11	48	40.7491	1,955.96	55.8300	2,679.84	723.88	41	1.50
		06/29/11	131	41.1706	5,393.35	55.8300	7,313.73	1,920.38	111	1.50
		08/09/11	184	35.5451	6,540.30	55.8300	10,272.72	3,732.42	155	1.50
		01/27/12	198	39.5598	7,832.86	55.8300	11,054.34	3,221.48	167	1.50
		07/31/12	187	40.1018	7,499.04	55.8300	10,440.21	2,941.17	158	1.50
		08/03/12	136	39.6464	5,391.92	55.8300	7,592.88	2,200.96	115	1.50
Subtotal			884		34,613.43		49,353.72	14,740.29	747	1.50
BED BATH & BEYOND INC	BBBY	04/18/11	132	55.0981	7,272.96	70.9500	9,365.40	2,092.44		
		06/16/11	205	52.8917	10,842.80	70.9500	14,544.75	3,701.95		
		12/27/11	87	57.6828	5,018.41	70.9500	6,172.65	1,154.24		
		01/28/13	111	58.5097	6,494.58	70.9500	7,875.45	1,380.87		
		04/17/13	102	66.1344	6,745.71	70.9500	7,236.90	491.19		
Subtotal			637		36,374.46		45,195.15	8,820.69		
BIODEN IDEC INC	BIIB	11/16/12	117	140.3117	16,416.47	215.2000	25,178.40	8,761.93		
		01/03/13	61	147.2898	8,984.68	215.2000	13,127.20	4,142.52		
		01/29/13	59	151.2391	8,923.11	215.2000	12,696.80	3,773.69		
		03/28/13	35	191.9257	6,717.40	215.2000	7,532.00	814.60		
		04/02/13	36	197.9894	7,127.62	215.2000	7,747.20	619.58		
		06/13/13	37	209.8843	7,765.72	215.2000	7,962.40	196.68		
Subtotal			345		55,935.00		74,244.00	18,309.00		
CAMERON INTL CORP	CAM	02/15/11	132	58.3275	7,699.23	61.1600	8,073.12	373.89		
		09/14/11	131	50.0061	6,550.80	61.1600	8,011.96	1,461.16		
		02/24/12	121	56.9167	6,886.93	61.1600	7,400.36	513.43		
		06/25/12	153	38.4549	5,883.60	61.1600	9,357.48	3,473.88		
Subtotal			537		27,020.56		32,842.92	5,822.36		
COCA COLA COM	KO	02/15/11	1,847	31.5146	58,207.65	40.1100	74,083.17	15,875.52	2,069	2.79



June 01, 2013 - June 28, 2013

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MONTAG CALDWELL LC

YOUR EMA ASSETS

June 01, 2013 - June 28, 2013

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)/Annual	Estimated Current Income	Yield%
GENERAL ELECTRIC	GE	01/20/12	148	19.0931	2,825.78	23.1900	3,432.12	606.34	113	3.27
		02/23/12	370	19.3428	7,156.84	23.1900	8,580.30	1,423.46	282	3.27
		03/14/12	396	19.8414	7,857.23	23.1900	9,183.24	1,326.01	301	3.27
		06/12/12	283	19.4090	5,492.75	23.1900	6,562.77	1,070.02	216	3.27
		07/23/12	379	19.9669	7,567.49	23.1900	8,789.01	1,221.52	289	3.27
		11/09/12	402	21.2366	8,537.15	23.1900	9,322.38	785.23	306	3.27
Subtotal			1,978		39,437.24		45,869.82	6,432.58	1,507	3.27
GOOGLE INC CL A	GOOG	06/10/09	25	429.3532	10,733.83	880.3700	22,009.25	11,275.42		
		10/27/11	14	597.7257	8,368.16	880.3700	12,325.18	3,957.02		
		07/23/12	10	605.5450	6,055.45	880.3700	8,803.70	2,748.25		
		02/04/13	13	769.7576	10,006.85	880.3700	11,444.81	1,437.96		
		04/19/13	12	789.3583	9,472.30	880.3700	10,564.44	1,092.14		
Subtotal			74		44,636.59		65,147.38	20,510.79		
JOHNSON CONTROLS INC	JCI	11/27/12	466	26.9845	12,574.78	35.7900	16,678.14	4,103.36	355	2.12
		01/18/13	108	30.7903	3,325.36	35.7900	3,865.32	539.96	83	2.12
		03/06/13	180	34.0802	6,134.45	35.7900	6,442.20	307.75	137	2.12
		04/23/13	319	33.4415	10,667.84	35.7900	11,417.01	749.17	243	2.12
Subtotal			1,073		32,702.43		38,402.67	5,700.24	818	2.12
JUNIPER NETWORKS INC	JNPR	04/26/12	644	21.3281	13,735.36	19.3100	12,435.64	(1,299.72)		
		04/27/12	132	21.4352	2,829.45	19.3100	2,548.92	(280.53)		
		05/21/12	464	17.7143	8,219.48	19.3100	8,959.84	740.36		
		07/19/12	446	15.7626	7,030.16	19.3100	8,612.26	1,582.10		
		11/01/12	291	17.2170	5,010.15	19.3100	5,619.21	609.06		
Subtotal			1,977		36,824.60		38,175.87	1,351.27		



MONTAG CALDWELL LC

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YOUR EMA ASSETS

June 01, 2013 - June 28, 2013

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Annual Income	Estimated Current Yield%
LAUDER ESTEE COS INC A	EL	04/15/13	129	67.4000	8,694.60	65.7700	8,484.33	(210.27)	93	1.09
		04/16/13	78	67.8591	5,293.01	65.7700	5,130.06	(162.95)	57	1.09
		05/02/13	142	68.9769	9,794.73	65.7700	9,339.34	(455.39)	103	1.09
		05/20/13	129	71.5589	9,231.10	65.7700	8,484.33	(746.77)	93	1.09
		06/04/13	99	67.3487	6,667.53	65.7700	6,511.23	(156.30)	72	1.09
		06/12/13	110	67.9423	7,473.66	65.7700	7,234.70	(238.96)	80	1.09
Subtotal			687		47,154.63		45,183.99	(1,970.64)	498	1.09
MONDELEZ INTERNATIONAL INC	MDLZ	02/15/11	1,036	19.8912	20,607.36	28.5300	29,557.08	8,949.72	539	1.82
		08/04/11	242	22.7912	5,515.48	28.5300	6,904.26	1,388.78	126	1.82
		08/11/11	215	22.1980	4,772.59	28.5300	6,133.95	1,361.36	112	1.82
		09/14/12	210	25.8965	5,438.27	28.5300	5,991.30	553.03	110	1.82
		10/09/12	237	27.5069	6,519.14	28.5300	6,761.61	242.47	124	1.82
Subtotal			1,940		42,852.84		55,348.20	12,495.36	1,011	1.82
MONSANTO CO NEW DEL COM	MON	08/18/11	153	67.2318	10,286.48	98.8000	15,116.40	4,829.92	230	1.51
		08/26/11	107	70.6760	7,562.34	98.8000	10,571.60	3,009.26	161	1.51
		09/06/11	124	63.5084	7,875.05	98.8000	12,251.20	4,376.15	186	1.51
		10/03/11	107	60.4239	6,465.36	98.8000	10,571.60	4,106.24	161	1.51
		03/05/12	115	79.2318	9,111.66	98.8000	11,362.00	2,250.34	173	1.51
		05/14/12	82	71.7936	5,887.08	98.8000	8,101.60	2,214.52	123	1.51
		06/07/13	71	101.3838	7,198.25	98.8000	7,014.80	(183.45)	107	1.51
Subtotal			759		54,386.22		74,989.20	20,602.98	1,141	1.51
NIKE INC CL B	NKE	09/28/06	18	22.0433	396.78	63.6800	1,146.24	749.46	16	1.31
		02/15/11	244	42.7250	10,424.90	63.6800	15,537.92	5,113.02	205	1.31
		03/23/11	184	38.4500	7,074.80	63.6800	11,717.12	4,642.32	155	1.31
		01/07/13	145	52.9211	7,673.56	63.6800	9,233.60	1,560.04	122	1.31
		03/22/13	182	59.5635	10,840.56	63.6800	11,589.76	749.20	153	1.31
Subtotal			773		36,410.60		49,224.64	12,814.04	651	1.31

MONTAG CALDWELL LC

YOUR EMA ASSETS

June 01, 2013 - June 28, 2013

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Annual Income	Estimated Current Yield%
OCCIDENTAL PETE CORP CAL	OXY	02/15/11	167	103.1449	17,225.20	89.2300	14,901.41	(2,323.79)	428	2.86
		05/24/11	50	102.4454	5,122.27	89.2300	4,461.50	(660.77)	128	2.86
		10/04/11	91	69.8563	6,356.93	89.2300	8,119.93	1,763.00	233	2.86
		05/18/12	119	79.8390	9,500.85	89.2300	10,618.37	1,117.52	305	2.86
		03/01/13	101	81.8639	8,268.26	89.2300	9,012.23	743.97	259	2.86
		04/29/13	90	87.4727	7,872.55	89.2300	8,030.70	158.15	231	2.86
Subtotal			618		54,346.06		55,144.14	798.08	1,584	2.86
ORACLE CORP \$0.01 DEL	ORCL	06/19/12	45	27.9420	1,257.39	30.7100	1,381.95	124.56	22	1.56
		08/07/12	164	31.5312	5,171.12	30.7100	5,036.44	(134.68)	79	1.56
		10/08/12	228	31.1382	7,099.51	30.7100	7,001.88	(97.63)	110	1.56
		12/19/12	184	34.1997	6,292.76	30.7100	5,650.64	(642.12)	89	1.56
Subtotal			621		19,820.78		19,070.91	(749.87)	300	1.56
PEPSICO INC	PEP	04/09/07	15	63.1173	946.76	81.7900	1,226.85	280.09	35	2.77
		10/17/08	95	54.3318	5,161.53	81.7900	7,770.05	2,608.52	216	2.77
		06/19/09	168	53.8585	9,048.23	81.7900	13,740.72	4,692.49	382	2.77
		02/15/11	76	64.3688	4,892.03	81.7900	6,216.04	1,324.01	173	2.77
		04/18/11	93	66.7487	6,207.63	81.7900	7,606.47	1,398.84	212	2.77
		04/28/11	106	69.7342	7,391.83	81.7900	8,669.74	1,277.91	241	2.77
Subtotal			553		33,648.01		45,229.87	11,581.86	1,259	2.77
PHILIP MORRIS INTL INC	PM	07/19/12	150	89.8624	13,479.36	86.6200	12,993.00	(486.36)	510	3.92
		08/06/12	71	92.8190	6,590.15	86.6200	6,150.02	(440.13)	242	3.92
		09/14/12	81	89.4420	7,244.81	86.6200	7,016.22	(228.59)	276	3.92
		10/02/12	86	91.8295	7,897.34	86.6200	7,449.32	(448.02)	293	3.92
		11/20/12	56	87.7585	4,914.48	86.6200	4,850.72	(63.76)	191	3.92
		12/19/12	83	85.7038	7,113.42	86.6200	7,189.46	76.04	283	3.92
		02/21/13	52	93.0794	4,840.13	86.6200	4,504.24	(335.89)	177	3.92
Subtotal			579		52,079.69		50,152.98	(1,926.71)	1,972	3.92

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YOUR EMA ASSETS

June 01, 2013 - June 28, 2013

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Annual Income	Estimated Current Yield%
PROCTER & GAMBLE CO	PG	02/15/11	228	63.8313	14,553.54	76.9900	17,553.72	3,000.18		549 3.12
		04/18/11	86	63.7536	5,482.81	76.9900	6,621.14	1,138.33		207 3.12
		08/08/11	89	60.9184	5,421.74	76.9900	6,852.11	1,430.37		215 3.12
		07/23/12	95	64.3567	6,113.89	76.9900	7,314.05	1,200.16		229 3.12
		11/26/12	128	69.2452	8,863.39	76.9900	9,854.72	991.33		308 3.12
		05/28/13	134	80.9711	10,850.14	76.9900	10,316.66	(533.48)		323 3.12
Subtotal			760		51,285.51		58,512.40	7,226.89		1,831 3.12
QUALCOMM INC	QCOM	07/09/08	40	46.7757	1,871.03	61.0900	2,443.60	572.57		56 2.29
		03/04/10	265	39.2333	10,396.85	61.0900	16,188.85	5,792.00		371 2.29
		02/15/11	274	58.4929	16,027.08	61.0900	16,738.66	711.58		384 2.29
		08/09/11	123	47.8098	5,880.61	61.0900	7,514.07	1,633.46		173 2.29
		11/30/12	72	63.5501	4,575.61	61.0900	4,398.48	(177.13)		101 2.29
Subtotal			774		38,751.18		47,283.66	8,532.48		1,085 2.29
SANOIADR	SNY	01/04/13	364	48.1506	17,526.85	51.5100	18,749.64	1,222.79		457 2.43
		01/10/13	176	48.5535	8,545.42	51.5100	9,065.76	520.34		221 2.43
		02/08/13	239	46.9544	11,222.11	51.5100	12,310.89	1,088.78		300 2.43
		02/12/13	204	48.9203	9,979.75	51.5100	10,508.04	528.29		256 2.43
		02/21/13	158	47.3558	7,482.22	51.5100	8,138.58	656.36		199 2.43
		04/03/13	142	52.0616	7,392.75	51.5100	7,314.42	(78.33)		179 2.43
		05/28/13	137	55.8590	7,652.69	51.5100	7,056.87	(595.82)		172 2.43
Subtotal			1,420		69,801.79		73,144.20	3,342.41		1,784 2.43
STARBUCKS CORP	SBUX	06/14/12	305	52.2886	15,948.05	65.5100	19,980.55	4,032.50		257 1.28
		07/06/12	164	51.5548	8,454.99	65.5100	10,743.64	2,288.65		138 1.28
		07/24/12	130	50.5825	6,575.73	65.5100	8,516.30	1,940.57		110 1.28
		07/27/12	154	47.4835	7,312.47	65.5100	10,088.54	2,776.07		130 1.28
Subtotal			753		38,291.24		49,329.03	11,037.79		635 1.28

MONTAG CALDWELL LC

YOUR EMA ASSETS

June 01, 2013 - June 28, 2013

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Annual Income	Current Yield%
STATE STREET CORP	STT	05/14/13	231	63.5107	14,670.99	65.2100	15,063.51	392.52	241	1.59
		05/29/13	124	67.9100	8,420.84	65.2100	8,086.04	(334.80)	129	1.59
		06/14/13	155	66.3732	10,287.85	65.2100	10,107.55	(180.30)	162	1.59
Subtotal			510		33,379.68		33,257.10	(122.58)	532	1.59
STRYKER CORP	SYK	02/15/11	475	60.1745	28,582.89	64.6800	30,723.00	2,140.11	504	1.63
		09/07/11	103	49.4752	5,095.95	64.6800	6,662.04	1,566.09	110	1.63
		09/28/11	107	49.0615	5,249.59	64.6800	6,920.76	1,671.17	114	1.63
Subtotal			685		38,928.43		44,305.80	5,377.37	728	1.63
TJX COS INC NEW	TJX	02/15/11	208	24.6274	5,122.51	50.0600	10,412.48	5,289.97	121	1.15
		02/23/11	312	24.3968	7,611.83	50.0600	15,618.72	8,006.89	181	1.15
		02/28/13	199	45.3635	9,027.34	50.0600	9,961.94	934.60	116	1.15
		03/25/13	160	47.0900	7,534.40	50.0600	8,009.60	475.20	93	1.15
Subtotal			879		29,296.08		44,002.74	14,706.66	511	1.15
UNILEVER NV NY REG SHS	UN	11/30/11	329	34.0741	11,210.41	39.3100	12,932.99	1,722.58	359	2.77
		12/19/11	224	33.0262	7,397.89	39.3100	8,805.44	1,407.55	245	2.77
		01/12/12	188	32.7301	6,153.26	39.3100	7,390.28	1,237.02	205	2.77
		02/03/12	204	33.0933	6,751.05	39.3100	8,019.24	1,268.19	223	2.77
Subtotal			945		31,512.61		37,147.95	5,635.34	1,032	2.77
UNITED PARCEL SVC CL B	UPS	02/15/11	272	74.7766	20,339.26	86.4800	23,522.56	3,183.30	675	2.86
		03/02/11	85	72.2109	6,137.93	86.4800	7,350.80	1,212.87	211	2.86
		03/22/11	84	72.0800	6,054.72	86.4800	7,264.32	1,209.60	209	2.86
		02/07/12	97	76.5749	7,427.77	86.4800	8,388.56	960.79	241	2.86
		01/29/13	101	82.2523	8,307.49	86.4800	8,734.48	426.99	251	2.86
		03/25/13	89	84.2310	7,496.56	86.4800	7,696.72	200.16	221	2.86
Subtotal			728		55,763.73		62,957.44	7,193.71	1,808	2.86



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MONTAG CALDWELL LC

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YOUR EMA ASSETS

June 01, 2013 - June 28, 2013

EQUITIES (continued)		Symbol	Acquired	Quantity	Unit		Total	Estimated	Estimated	Unrealized	Estimated	Current
Description					Cost Basis	Market Price	Cost Basis	Market Value	Gain/(Loss)	Annual Income	Income	Yield%
VISA INC CL A SHRS		V 07/01/11		9	86.9066	182.7500	782.16	1,644.75	862.59		12	.72
		07/07/11		173	89.8398	182.7500	15,542.30	31,615.75	16,073.45		229	.72
		10/04/11		66	83.3707	182.7500	5,502.47	12,061.50	6,559.03		88	.72
		02/14/12		69	113.6208	182.7500	7,839.84	12,609.75	4,769.91		92	.72
Subtotal				317			29,666.77	57,931.75	28,264.98		421	.72
WELLS FARGO & CO NEW DEL		WFC 05/07/12		232	33.4077	41.2700	7,750.59	9,574.64	1,824.05		279	2.90
		06/08/12		204	30.8624	41.2700	6,295.93	8,419.08	2,123.15		245	2.90
		08/21/12		250	34.3124	41.2700	8,578.10	10,317.50	1,739.40		300	2.90
		09/17/12		183	35.4044	41.2700	6,479.02	7,552.41	1,073.39		220	2.90
		11/05/12		255	33.6918	41.2700	8,591.43	10,523.85	1,932.42		306	2.90
		11/20/12		144	32.6388	41.2700	4,700.00	5,942.88	1,242.88		173	2.90
		01/03/13		226	34.8270	41.2700	7,870.92	9,327.02	1,456.10		272	2.90
Subtotal				1,494			50,265.99	61,657.38	11,391.39		1,795	2.90
TOTAL							1,498,551.48	1,810,784.14	312,232.66		30,720	1.70

LONG PORTFOLIO

LONG PORTFOLIO		Adjusted/Total	Estimated	Unrealized	Estimated	Estimated	Current
		Cost Basis	Market Value	Gain/(Loss)	Accrued Interest	Annual Income	Yield%
TOTAL		1,556,316.67	1,868,549.33	312,232.66		30,748	1.65

YOUR EMA TRANSACTIONS

DIVIDENDS/INTEREST INCOME TRANSACTIONS				Description	Income	Year To Date
Date	Transaction Type	Quantity				
06/28	Bank Interest			BANK DEPOSIT INTEREST	.19	
	Income Total			ML BANK DEPOSIT PROGRAM	1.00	
	Subtotal (Taxable Interest)				1.19	17.98
06/03	* Dividend			AMERISOURCEBERGEN CORP	185.64	
				HOLDING 884.0000		
				PAY DATE 06/03/2013		

MFS LG CAP VAL EQ5

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YOUR EMA ASSETS

June 01, 2013 - June 28, 2013

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Annual Income	Estimated Current Yield%
ABBOTT LABS	ABT	05/20/09	46	20.8728	960.15	34.8800	1,604.48	644.33	26	1.60
		07/29/09	120	21.9212	2,630.55	34.8800	4,185.60	1,555.05	68	1.60
		09/02/09	135	21.6219	2,918.96	34.8800	4,708.80	1,789.84	76	1.60
		03/11/10	123	26.4820	3,257.29	34.8800	4,290.24	1,032.95	69	1.60
		06/18/13	265	37.4703	9,929.63	34.8800	9,243.20	(686.43)	149	1.60
Subtotal			689		19,696.58		24,032.32	4,335.74	388	1.60
ACCENTURE PLC SHS	ACN	04/02/08	71	35.8542	2,545.65	71.9600	5,109.16	2,563.51	116	2.25
		02/18/09	171	31.0839	5,315.36	71.9600	12,305.16	6,989.80	278	2.25
		09/15/10	171	39.4707	6,749.49	71.9600	12,305.16	5,555.67	278	2.25
		11/10/10	145	45.3655	6,578.00	71.9600	10,434.20	3,856.20	235	2.25
		05/09/12	166	58.9742	9,789.73	71.9600	11,945.36	2,155.63	269	2.25
Subtotal			724		30,978.23		52,099.04	21,120.81	1,176	2.25
ACE LIMITED	ACE	09/08/10	79	55.0035	4,345.28	89.4800	7,068.92	2,723.64	162	2.27
		09/09/10	53	55.4811	2,940.50	89.4800	4,742.44	1,801.94	109	2.27
		02/02/11	87	62.4789	5,435.67	89.4800	7,784.76	2,349.09	178	2.27
		02/03/11	29	62.3665	1,808.63	89.4800	2,594.92	786.29	60	2.27
		05/17/11	75	68.1450	5,110.88	89.4800	6,711.00	1,600.12	153	2.27
		03/21/12	125	73.7336	9,216.71	89.4800	11,185.00	1,968.29	255	2.27
Subtotal			448		28,857.67		40,087.04	11,229.37	917	2.27
AT&T INC	T	08/27/08	45	31.2393	1,405.77	35.4000	1,593.00	187.23	81	5.08
		11/11/09	252	26.4688	6,670.14	35.4000	8,920.80	2,250.66	454	5.08
		08/16/12	219	36.9706	8,096.58	35.4000	7,752.60	(343.98)	395	5.08
		05/22/13	274	36.8001	10,083.25	35.4000	9,699.60	(383.65)	494	5.08
Subtotal			790		26,255.74		27,966.00	1,710.26	1,424	5.08
CHEVRON CORP	CVX	04/30/08	81	95.6946	7,751.27	118.3400	9,585.54	1,834.27	324	3.38
		08/06/08	89	82.9391	7,381.58	118.3400	10,532.26	3,150.68	356	3.38
		10/28/09	84	75.9184	6,377.15	118.3400	9,940.56	3,563.41	336	3.38
		01/06/10	82	79.3690	6,508.26	118.3400	9,703.88	3,195.62	328	3.38
Subtotal			336		28,018.26		39,762.24	11,743.98	1,344	3.38

YOUR EMA ASSETS

June 01, 2013 - June 28, 2013

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Annual Income	Estimated Current Yield%
COCA COLA ENTERPRISES INC NEW	CCE	10/31/12 11/01/12 11/09/12 11/12/12	102 157 207 74	31.4661 31.8345 30.4843 30.6432	3,209.55 4,998.02 6,310.27 2,267.60	35.1600 35.1600 35.1600 35.1600	3,586.32 5,520.12 7,278.12 2,601.84	376.77 522.10 967.85 334.24	82 126 166 60	2.27 2.27 2.27 2.27
Subtotal			540		16,785.44		18,986.40	2,200.96	434	2.27
COMCAST CRP NEW CL A SPL	CMCSK	07/14/11 07/27/11 08/10/11	315 335 345	23.9370 24.0191 19.9913	7,540.16 8,046.43 6,897.03	39.6700 39.6700 39.6700	12,496.05 13,289.45 13,686.15	4,955.89 5,243.02 6,789.12	246 262 270	1.96 1.96 1.96
Subtotal			995		22,483.62		39,471.65	16,988.03	778	1.96
CVS CAREMARK CORP	CVS	01/04/12 01/11/12 02/01/12 02/02/12 02/03/12 03/21/12 11/14/12 02/13/13	176 127 184 80 97 190 195 137	41.6778 41.8169 42.8852 42.6995 43.2159 44.8905 45.5594 50.9935	7,335.31 5,310.75 7,890.88 3,415.96 4,191.95 8,529.21 8,884.10 6,986.11	57.1800 57.1800 57.1800 57.1800 57.1800 57.1800 57.1800 57.1800	10,063.68 7,261.86 10,521.12 4,574.40 5,546.46 10,864.20 11,150.10 7,833.66	2,728.37 1,951.11 2,630.24 1,158.44 1,354.51 2,334.99 2,266.00 847.55	159 115 166 72 88 171 176 124	1.57 1.57 1.57 1.57 1.57 1.57 1.57 1.57
Subtotal			1,186		52,544.27		67,815.48	15,271.21	1,071	1.57
DANAHER CORP DEL COM	DHR	03/02/11 07/27/11 08/24/11	189 165 150	50.1347 49.4710 43.1244	9,475.46 8,162.73 6,468.66	63.3000 63.3000 63.3000	11,963.70 10,444.50 9,495.00	2,488.24 2,281.77 3,026.34	19 17 15	.15 .15 .15
Subtotal			504		24,106.85		31,903.20	7,796.35	51	.15
DELPHI AUTOMOTIVE PLC	DLPH	05/23/12 06/06/12 09/18/12 09/19/12	87 253 224 51	27.7444 29.2084 31.5658 31.8543	2,413.77 7,389.73 7,070.74 1,624.57	50.6900 50.6900 50.6900 50.6900	4,410.03 12,824.57 11,354.56 2,585.19	1,996.26 5,434.84 4,283.82 960.62	60 173 153 35	1.34 1.34 1.34 1.34
Subtotal			615		18,498.81		31,174.35	12,675.54	421	1.34

YOUR EMA ASSETS

June 01, 2013 - June 28, 2013

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit		Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Annual Income	Current Yield%
				Cost Basis	Unit						
GOLDMAN SACHS GROUP INC	GS	03/11/09	22	90.3418		1,987.52	151.2500	3,327.50	1,339.98	44	1.32
		03/31/10	33	170.7403		5,634.43	151.2500	4,991.25	(643.18)	66	1.32
		04/07/10	40	177.2660		7,090.64	151.2500	6,050.00	(1,040.64)	80	1.32
		03/02/11	49	162.3265		7,954.00	151.2500	7,411.25	(542.75)	98	1.32
		05/04/11	52	151.6323		7,884.88	151.2500	7,865.00	(19.88)	104	1.32
		05/17/11	52	139.3955		7,248.57	151.2500	7,865.00	616.43	104	1.32
Subtotal		01/11/12	47	100.0517		4,702.43	151.2500	7,108.75	2,406.32	94	1.32
		05/02/12	75	113.4164		8,506.23	151.2500	11,343.75	2,837.52	150	1.32
			370			51,008.70		55,962.50	4,953.80	740	1.32
HONEYWELL INTL INC DEL	HON	05/26/10	287	42.5626		12,215.47	79.3400	22,770.58	10,555.11	471	2.06
Subtotal		08/11/10	158	42.2446		6,674.65	79.3400	12,535.72	5,861.07	260	2.06
			445			18,890.12		35,306.30	16,416.18	731	2.06
INTL BUSINESS MACHINES CORP/IBM	IBM	06/23/10	32	129.9181		4,157.38	191.1100	6,115.52	1,958.14	122	1.98
		07/28/10	51	128.9907		6,578.53	191.1100	9,746.61	3,168.08	194	1.98
		11/03/10	52	143.6178		7,468.13	191.1100	9,937.72	2,469.59	198	1.98
		01/17/13	69	194.1411		13,395.74	191.1100	13,186.59	(209.15)	263	1.98
			204			31,599.78		38,986.44	7,386.66	777	1.98
JOHNSON AND JOHNSON COM	JNJ	01/18/06	101	61.5164		6,213.16	85.8600	8,671.86	2,458.70	267	3.07
		05/04/06	142	58.3247		8,282.12	85.8600	12,192.12	3,910.00	375	3.07
		04/22/09	98	51.7507		5,071.57	85.8600	8,414.28	3,342.71	259	3.07
		10/28/09	103	59.7689		6,156.20	85.8600	8,843.58	2,687.38	272	3.07
		02/10/10	119	62.8810		7,482.84	85.8600	10,217.34	2,734.50	315	3.07
		10/06/10	115	62.7211		7,212.93	85.8600	9,873.90	2,660.97	304	3.07
		12/06/12	136	70.0733		9,529.97	85.8600	11,676.96	2,146.99	360	3.07
		12/19/12	119	71.1356		8,465.14	85.8600	10,217.34	1,752.20	315	3.07
			933			58,413.93		80,107.38	21,693.45	2,467	3.07



MFS LG CAP VAL EQ5

~~Account Information~~ 8-14831

YOUR EMA ASSETS

June 01, 2013 - June 28, 2013

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)/Annual	Estimated Current Income	Yield%
JOHNSON CONTROLS INC	JCI	05/26/10	238	28.1739	6,705.41	35.7900	8,518.02	1,812.61	181	2.12
		12/02/10	185	39.0171	7,218.18	35.7900	6,621.15	(597.03)	141	2.12
		03/23/11	188	40.2345	7,564.10	35.7900	6,728.52	(835.58)	143	2.12
Subtotal			611		21,487.69		21,867.69	380.00	465	2.12
JPMORGAN CHASE & CO	JPM	11/12/08	79	34.7731	2,747.08	52.7900	4,170.41	1,423.33	121	2.87
		12/03/08	119	27.7931	3,307.38	52.7900	6,282.01	2,974.63	181	2.87
		12/04/08	84	31.4605	2,642.69	52.7900	4,434.36	1,791.67	128	2.87
		12/17/08	183	31.7551	5,811.20	52.7900	9,660.57	3,849.37	279	2.87
		01/07/09	97	28.9697	2,810.07	52.7900	5,120.63	2,310.56	148	2.87
		02/11/09	117	25.8060	3,019.31	52.7900	6,176.43	3,157.12	178	2.87
		06/02/09	172	34.9405	6,009.77	52.7900	9,079.88	3,070.11	262	2.87
		02/02/11	140	45.7755	6,408.57	52.7900	7,390.60	982.03	213	2.87
		02/25/11	152	46.5125	7,069.90	52.7900	8,024.08	954.18	232	2.87
		08/03/11	243	39.4285	9,581.13	52.7900	12,827.97	3,246.84	370	2.87
		05/16/12	229	36.4155	8,339.17	52.7900	12,088.91	3,749.74	349	2.87
		04/17/13	125	47.7910	5,973.88	52.7900	6,598.75	624.87	190	2.87
Subtotal			1,740		63,720.15		91,854.60	28,134.45	2,651	2.87
LOCKHEED MARTIN CORP	LMT	12/01/05	60	62.0640	3,723.84	108.4600	6,507.60	2,783.76	276	4.24
		11/01/06	58	87.2691	5,061.61	108.4600	6,290.68	1,229.07	267	4.24
		11/03/06	38	86.5900	3,290.42	108.4600	4,121.48	831.06	175	4.24
		05/02/07	48	96.5081	4,632.39	108.4600	5,206.08	573.69	221	4.24
		11/05/08	51	85.6701	4,369.18	108.4600	5,531.46	1,162.28	235	4.24
		03/04/09	74	60.8940	4,506.16	108.4600	8,026.04	3,519.88	341	4.24
		07/22/09	49	77.2273	3,784.14	108.4600	5,314.54	1,530.40	226	4.24
		08/26/09	84	74.6146	6,267.63	108.4600	9,110.64	2,843.01	387	4.24
		11/04/09	61	70.8680	4,322.95	108.4600	6,616.06	2,293.11	281	4.24
		07/06/11	104	81.5005	8,476.06	108.4600	11,279.84	2,803.78	479	4.24
		01/30/13	106	88.7495	9,407.45	108.4600	11,496.76	2,089.31	488	4.24
Subtotal			733		57,841.83		79,501.18	21,659.35	3,376	4.24

YOUR EMA ASSETS

June 01, 2013 - June 28, 2013

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)/Annual Income	Estimated Current Yield%
LORILLARD INC	LO	02/29/12	225	43.8888	9,875.00	43.6800	9,828.00	(47.00)	495 5.03
		04/04/12	201	45.1514	9,075.44	43.6800	8,779.68	(295.76)	443 5.03
		04/11/12	183	45.3091	8,291.57	43.6800	7,993.44	(298.13)	403 5.03
		05/30/12	177	41.0895	7,272.85	43.6800	7,731.36	458.51	390 5.03
		09/12/12	204	39.5172	8,061.51	43.6800	8,910.72	849.21	449 5.03
Subtotal			990		42,576.37		43,243.20	666.83	2,180 5.03
MCDONALDS CORP COM	MCD	01/03/13	143	90.4883	12,939.83	99.0000	14,157.00	1,217.17	441 3.11
METLIFE INC COM	MET	10/18/05	192	47.2278	9,067.74	45.7600	8,785.92	(281.82)	212 2.40
		08/23/06	69	54.0247	3,727.71	45.7600	3,157.44	(570.27)	76 2.40
		08/24/06	57	54.6035	3,112.40	45.7600	2,608.32	(504.08)	63 2.40
		10/11/06	144	56.9597	8,202.20	45.7600	6,589.44	(1,612.76)	159 2.40
		06/19/08	101	57.1629	5,773.46	45.7600	4,621.76	(1,151.70)	112 2.40
		10/22/08	174	31.3308	5,451.56	45.7600	7,962.24	2,510.68	192 2.40
		09/01/10	151	39.4166	5,951.91	45.7600	6,909.76	957.85	167 2.40
		01/19/11	188	45.8885	8,627.04	45.7600	8,602.88	(24.16)	207 2.40
Subtotal			1,076		49,914.02		49,237.76	(676.26)	1,188 2.40
MOODY'S CORP	MCO	11/09/12	178	46.0524	8,197.33	60.9300	10,845.54	2,648.21	143 1.31
		02/06/13	188	47.2345	8,880.09	60.9300	11,454.84	2,574.75	151 1.31
Subtotal			366		17,077.42		22,300.38	5,222.96	294 1.31
NESTLE S A REP RG SH ADR	NSRGY	10/10/07	87	42.9711	3,738.49	65.7800	5,722.86	1,984.37	158 2.75
		10/08/08	110	39.6689	4,363.58	65.7800	7,235.80	2,872.22	200 2.75
		08/19/09	136	39.9046	5,427.03	65.7800	8,946.08	3,519.05	247 2.75
		02/22/13	135	69.1802	9,339.33	65.7800	8,880.30	(459.03)	246 2.75
Subtotal			468		22,868.43		30,785.04	7,916.61	851 2.75
OCCIDENTAL PETE CORP CAL	OXY	06/08/11	82	102.7341	8,424.20	89.2300	7,316.86	(1,107.34)	210 2.86
		06/15/11	92	103.0139	9,477.28	89.2300	8,209.16	(1,268.12)	236 2.86
		08/31/11	86	88.0582	7,573.01	89.2300	7,673.78	100.77	221 2.86
		02/14/12	84	104.3526	8,765.62	89.2300	7,495.32	(1,270.30)	216 2.86
Subtotal			344		34,240.11		30,695.12	(3,544.99)	883 2.86

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YOUR EMA ASSETS

June 01, 2013 - June 28, 2013

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Annual Income	Estimated Current Yield%
ORACLE CORP \$0.01 DEL	ORCL	02/06/08	88	19.8472	1,746.56	30.7100	2,702.48	955.92	43	1.56
		12/02/09	162	22.6893	3,675.68	30.7100	4,975.02	1,299.34	78	1.56
		04/07/10	260	25.9506	6,747.18	30.7100	7,984.60	1,237.42	125	1.56
		04/13/11	215	33.6952	7,244.47	30.7100	6,602.65	(641.82)	104	1.56
		06/29/11	261	32.5247	8,488.97	30.7100	8,015.31	(473.66)	126	1.56
Subtotal			986		27,902.86		30,280.06	2,377.20	476	1.56
PFIZER INC	PFE	04/08/09	211	13.6072	2,871.14	28.0100	5,910.11	3,038.97	203	3.42
		08/05/09	439	15.7828	6,928.69	28.0100	12,296.39	5,367.70	422	3.42
		10/07/09	358	16.7013	5,979.10	28.0100	10,027.58	4,048.48	344	3.42
		11/11/09	394	17.7460	6,991.96	28.0100	11,035.94	4,043.98	379	3.42
		09/29/10	321	17.4447	5,599.75	28.0100	8,991.21	3,391.46	309	3.42
		01/05/11	404	17.9528	7,252.97	28.0100	11,316.04	4,063.07	388	3.42
		02/08/12	425	20.9810	8,916.93	28.0100	11,904.25	2,987.32	408	3.42
		01/09/13	341	26.4299	9,012.60	28.0100	9,551.41	538.81	328	3.42
Subtotal			2,893		53,553.14		81,032.93	27,479.79	2,781	3.42
PHILIP MORRIS INTL INC	PM	04/10/07	60	48.8278	2,929.67	86.6200	5,197.20	2,267.53	204	3.92
		04/25/07	127	48.6838	6,182.85	86.6200	11,000.74	4,817.89	432	3.92
		05/16/07	67	48.5070	3,249.97	86.6200	5,803.54	2,553.57	228	3.92
		04/08/08	168	50.5808	8,497.59	86.6200	14,552.16	6,054.57	572	3.92
		06/11/08	138	50.2266	6,931.28	86.6200	11,953.56	5,022.28	470	3.92
		11/19/08	68	38.3835	2,610.08	86.6200	5,890.16	3,280.08	232	3.92
		09/29/10	133	56.5003	7,514.54	86.6200	11,520.46	4,005.92	453	3.92
		01/25/12	64	74.9750	4,798.40	86.6200	5,543.68	745.28	218	3.92
Subtotal			825		42,714.38		71,461.50	28,747.12	2,809	3.92
PNC FINCL SERVICES GROUP	PNC	05/17/11	57	62.3619	3,554.63	72.9200	4,156.44	601.81	101	2.41
		08/31/11	147	50.1742	7,375.62	72.9200	10,719.24	3,343.62	259	2.41
Subtotal			204		10,930.25		14,875.68	3,945.43	360	2.41

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YOUR EMA ASSETS

June 01, 2013 - June 28, 2013

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Annual Income	Current Yield%
PPG INDUSTRIES INC SHS	PPG	08/01/07	41	77.0270	3,158.11	146.4100	6,002.81	2,844.70	101	1.66
		09/12/07	118	74.2587	8,762.53	146.4100	17,276.38	8,513.85	288	1.66
		02/25/11	85	87.4490	7,433.17	146.4100	12,444.85	5,011.68	208	1.66
		03/28/13	33	133.7060	4,412.30	146.4100	4,831.53	419.23	81	1.66
		04/01/13	38	133.7976	5,084.31	146.4100	5,563.58	479.27	93	1.66
		04/10/13	39	134.5630	5,247.96	146.4100	5,709.99	462.03	96	1.66
		04/11/13	20	135.9765	2,719.53	146.4100	2,928.20	208.67	49	1.66
Subtotal			374		36,817.91		54,757.34	17,939.43	916	1.66
PRUDENTIAL FINANCIAL INC	PRU	06/03/09	27	40.5159	1,093.93	73.0300	1,971.81	877.88	44	2.19
		12/16/09	107	51.6259	5,523.98	73.0300	7,814.21	2,290.23	172	2.19
		01/27/10	131	50.0487	6,556.38	73.0300	9,566.93	3,010.55	210	2.19
		02/24/10	124	51.2938	6,360.44	73.0300	9,055.72	2,695.28	199	2.19
Subtotal			389		19,534.73		28,408.67	8,873.94	625	2.19
ST JUDE MEDICAL INC	STJ	12/21/11	294	33.4352	9,829.95	45.6300	13,415.22	3,585.27	294	2.19
		03/07/12	186	40.9111	7,609.48	45.6300	8,487.18	877.70	186	2.19
		04/11/12	196	39.3907	7,720.58	45.6300	8,943.48	1,222.90	196	2.19
Subtotal			676		25,160.01		30,845.88	5,685.87	676	2.19
STANLEY BLACK & DECKER INC	SWK	05/04/11	2	72.2300	144.46	77.3000	154.60	10.14	4	2.53
		09/07/11	97	58.8556	5,709.00	77.3000	7,498.10	1,789.10	191	2.53
		09/14/11	132	55.8421	7,371.16	77.3000	10,203.60	2,832.44	259	2.53
Subtotal			231		13,224.62		17,856.30	4,631.68	454	2.53
STATE STREET CORP	SIT	03/06/13	235	58.8906	13,839.31	65.2100	15,324.35	1,485.04	245	1.59
		03/20/13	255	60.4281	15,409.17	65.2100	16,628.55	1,219.38	266	1.59
Subtotal			490		29,248.48		31,952.90	2,704.42	511	1.59
TARGET CORP COM	TGT	01/12/11	34	55.5344	1,888.17	68.8600	2,341.24	453.07	59	2.49
		02/02/11	140	53.4377	7,481.29	68.8600	9,640.40	2,159.11	241	2.49
		03/02/11	142	52.3831	7,438.41	68.8600	9,778.12	2,339.71	245	2.49
		11/02/11	218	53.8088	11,730.34	68.8600	15,011.48	3,281.14	375	2.49
Subtotal			534		28,538.21		36,771.24	8,233.03	920	2.49



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YOUR EMA ASSETS

June 01, 2013 - June 28, 2013

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit		Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)/Annual Income	Estimated Current Yield%
				Cost Basis	Estimated Market Price					
VIACOM INC NEW CL B	VIAB	03/16/11	95	43.6709	68.0300	4,148.74	68.0300	6,462.85	2,314.11	114 1.76
		06/01/11	153	50.8635	68.0300	7,782.12	68.0300	10,408.59	2,626.47	184 1.76
		09/28/11	160	41.7728	68.0300	6,683.65	68.0300	10,884.80	4,201.15	192 1.76
	Subtotal		408			18,614.51		27,756.24	9,141.73	490 1.76
VODAFONE GROU PLC SP ADR	VOD	11/05/08	297	18.9077	28.7450	5,615.59	28.7450	8,537.27	2,921.68	457 5.34
		01/19/12	267	27.1741	28.7450	7,255.51	28.7450	7,674.92	419.41	411 5.34
		09/12/12	309	27.9484	28.7450	8,636.06	28.7450	8,882.21	246.15	475 5.34
	Subtotal		873			21,507.16		25,094.40	3,587.24	1,343 5.34
WELLS FARGO & CO NEW DEL	WFC	12/12/12	521	33.6967	41.2700	17,556.03	41.2700	21,501.67	3,945.64	626 2.90
		01/23/13	260	35.0041	41.2700	9,101.07	41.2700	10,730.20	1,629.13	312 2.90
		02/13/13	207	35.1355	41.2700	7,273.05	41.2700	8,542.89	1,269.84	249 2.90
		02/21/13	223	35.5203	41.2700	7,921.03	41.2700	9,203.21	1,282.18	268 2.90
		04/24/13	329	37.2678	41.2700	12,261.11	41.2700	13,577.83	1,316.72	395 2.90
	Subtotal		1,540			54,112.29		63,555.80	9,443.51	1,850 2.90
3M COMPANY	MMM	12/10/08	11	57.3563	109.3500	630.92	109.3500	1,202.85	571.93	28 2.32
		12/17/08	75	58.6216	109.3500	4,396.62	109.3500	8,201.25	3,804.63	191 2.32
		07/01/09	70	60.8358	109.3500	4,258.51	109.3500	7,654.50	3,395.99	178 2.32
		06/09/10	49	75.8612	109.3500	3,717.20	109.3500	5,358.15	1,640.95	125 2.32
		03/23/11	82	92.1187	109.3500	7,553.74	109.3500	8,966.70	1,412.96	209 2.32
Subtotal			287			20,556.99		31,383.45	10,826.46	731 2.32
TOTAL						1,450,949.58		1,887,461.44	436,511.86	48,277 2.56
LONG PORTFOLIO										
TOTAL				Adjusted/Total Cost Basis	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Accrued Interest	Estimated Annual Income	Current Yield%	
				1,492,847.29	1,929,359.15	436,511.86		48,297	2.50	

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June 01, 2013 - June 28, 2013

We encourage you to contact your Financial Advisor whenever there are changes in your particular situation or objectives. These changes can then be discussed directly with your Investment Manager. We also encourage you to discuss your portfolio at least annually with your Investment Manager. Your Financial Advisor would be pleased to arrange such discussions

Money Account Description	Opening Balance	Average Deposit Balance	Current Yield%	Interest on Deposits	Closing Balance
FIA Card Services, N.A.	51,412	46,916	.05	1.80	38,895
Bank of America CA, N.A.	531	531	.05	0.02	531
TOTAL ML Bank Deposit Program	51,943			1.82	39,426

CASH/MONEY ACCOUNTS			Estimated	Estimated	Est. Annual
Description	Quantity	Total Cost Basis	Market Price	Market Value	Yield%
CASH	1.49	1.49		1.49	
ML BANK DEPOSIT PROGRAM	39,426.00	39,426.00	1.0000	39,426.00	.05
TOTAL		39,427.49		39,427.49	.05



YOUR EMA ASSETS

June 01, 2013 - June 28, 2013

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Annual Income	Current Yield%
BHP BILLITON LTD ADR	BHP	06/09/10 02/25/11 06/08/12 08/09/12 10/19/12	112 41 71 62 70	61.8162 93.5656 62.9994 69.5670 71.2485	6,923.42 3,836.19 4,472.96 4,313.16 4,987.40	57.6600 57.6600 57.6600 57.6600 57.6600	6,457.92 2,364.06 4,093.86 3,574.92 4,036.20	(465.50) (1,472.13) (379.10) (738.24) (951.20)	256 94 162 142 160	3.95 3.95 3.95 3.95 3.95
Subtotal			356		24,533.13		20,526.96	(4,006.17)	814	3.95
BNP PARIBAS SPONSORD ADR	BNPQY	03/17/09 05/10/10 05/11/10 11/08/10 10/13/11 07/19/12 02/19/13 04/04/13	362 25 104 101 103 109 90 110	19.5633 34.2492 32.7668 37.9347 22.7325 18.5897 30.5131 25.7574	7,081.95 856.23 3,407.75 3,831.41 2,341.45 2,026.28 2,746.18 2,833.32	27.5200 27.5200 27.5200 27.5200 27.5200 27.5200 27.5200 27.5200	9,962.24 688.00 2,862.08 2,779.52 2,834.56 2,999.68 2,476.80 3,027.20	2,880.29 (168.23) (545.67) (1,051.89) 493.11 973.40 (269.38) 193.88 2,505.51	246 17 71 69 70 75 62 75	2.46 2.46 2.46 2.46 2.46 2.46 2.46 2.46
Subtotal			1,004		25,124.57		27,630.08	2,505.51	685	2.46
BRITISH AMN TOBACO SPADR	BTI	01/25/07 10/14/08	172 94	59.5189 58.0528	10,237.26 5,456.97	102.9400 102.9400	17,705.68 9,676.36	7,468.42 4,219.39	728 398	4.11 4.11
Subtotal			266		15,694.23		27,382.04	11,687.81	1,126	4.11
CARLSBERG AS SPONSOREDAD	CABGY	02/04/13 02/05/13	163 458	21.5765 21.5429	3,516.97 9,866.69	17.9300 17.9300	2,922.59 8,211.94	(594.38) (1,654.75)	22 61	.73 .73
Subtotal			621		13,383.66		11,134.53	(2,249.13)	83	.73
CIE FINANCIERE RICHEMONT SA SHS	CFRUY	05/17/13 06/18/13	952 617	9.2036 9.1753	8,761.92 5,661.22	8.8400 8.8400	8,415.68 5,454.28	(346.24) (206.94)	32 21	.37 .37
Subtotal			1,569		14,423.14		13,869.96	(553.18)	53	.37
DAIKIN INDUSTRIES LTD SHS	DKILY	06/10/13	132	87.5380	11,555.02	81.5900	10,769.88	(785.14)	99	.91

LAZARD INTL VAL EQ6

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YOUR EMA ASSETS

June 01, 2013 - June 28, 2013

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Annual Income	Estimated Current Yield%
DAITO TR CONSTRUCTION CO LTD SHS	DIIFY	10/06/10 03/11/11 03/17/11 03/18/11	153 116 88 136 493	15.7339 20.2194 18.3097 19.5208	2,407.30 2,345.46 1,611.26 2,654.84 9,018.86	23.6400 23.6400 23.6400 23.6400	3,616.92 2,742.24 2,080.32 3,215.04 11,654.52	1,209.62 396.78 469.06 560.20 2,635.66	116 88 67 103 374	3.19 3.19 3.19 3.19 3.19
Subtotal										
DAIWA HOUSE IND LTD ADR	DWAHY	04/25/13 05/30/13	50 29 79	222.8604 191.9996	11,143.02 5,567.99 16,711.01	186.8350 186.8350	9,341.75 5,418.22 14,759.97	(1,801.27) (149.77) (1,951.04)	161 94 255	1.72 1.72 1.72
Subtotal										
ENI S P A SPONSORED ADR	E	12/04/12 12/05/12	103 228 331	47.8297 47.0872	4,926.46 10,735.90 15,662.36	41.0400 41.0400	4,227.12 9,357.12 13,584.24	(699.34) (1,378.78) (2,078.12)	231 510 741	5.44 5.44 5.44
Subtotal										
EXPERIAN PLC SP ADR	EXPGY	08/14/12 09/10/12	476 264 740	15.5665 16.4796	7,409.70 4,350.64 11,760.34	17.4900 17.4900	8,325.24 4,617.36 12,942.60	915.54 266.72 1,182.26	150 83 233	1.79 1.79 1.79
Subtotal										
GETINGE AB SHS	GNGBY	10/17/12 10/18/12 12/13/12	226 93 117 436	30.5077 31.0327 32.6511	6,894.76 2,886.05 3,820.19 13,601.00	30.4100 30.4100 30.4100	6,872.66 2,828.13 3,557.97 13,258.76	(22.10) (57.92) (262.22) (342.24)	92 38 48 178	1.32 1.32 1.32 1.32
Subtotal										
HSBC HLDG PLC SP ADR	HBC	01/16/13 05/10/13	399 211 610	54.6838 57.0761	21,818.84 12,043.06 33,861.90	51.9000 51.9000	20,708.10 10,950.90 31,659.00	(1,110.74) (1,092.16) (2,202.90)	918 486 1,404	4.43 4.43 4.43
Subtotal										
INFORMA PLC UNSP ADR	IFPJY	01/27/11 02/03/11 02/04/11 03/01/11 03/02/11 08/08/11 09/02/11	344 199 143 123 94 306 99 1,308	14.5361 14.3874 14.5472 14.1617 14.0595 11.7166 11.7120	5,000.45 2,863.11 2,080.26 1,741.89 1,321.60 3,585.31 1,159.49 17,752.11	14.9500 14.9500 14.9500 14.9500 14.9500 14.9500 14.9500	5,142.80 2,975.05 2,137.85 1,838.85 1,405.30 4,574.70 1,480.05 19,554.60	142.35 111.94 57.59 96.96 83.70 989.39 320.56 1,802.49	178 103 74 64 49 158 51 677	3.44 3.44 3.44 3.44 3.44 3.44 3.44 3.44
Subtotal										

YOUR EMA ASSETS

June 01, 2013 - June 28, 2013

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Annual Income	Estimated Current Yield%
KOMATSU NEW NEW SPNSDADR	KMTUY	01/30/12	417	27.8178	11,600.06	23.1900	9,670.23	(1,929.83)	188	1.94
		02/17/12	256	29.9894	7,677.29	23.1900	5,936.64	(1,740.65)	116	1.94
Subtotal			673		19,277.35		15,606.87	(3,670.48)	304	1.94
LADBROKES PLC SPON ADR	LDBKY	05/16/13	1,800	3.3140	5,965.20	3.1900	5,742.00	(223.20)	216	3.76
LIXIL GROUP CORPORATION ADR	JSGRY	01/24/11	183	44.9708	8,229.67	48.7700	8,924.91	695.24	135	1.50
		03/10/11	91	48.9218	4,451.89	48.7700	4,438.07	(13.82)	67	1.50
		03/11/11	43	48.5858	2,089.19	48.7700	2,097.11	7.92	32	1.50
		02/17/12	15	44.1100	661.65	48.7700	731.55	69.90	12	1.50
		03/12/12	75	41.6922	3,126.92	48.7700	3,657.75	530.83	56	1.50
Subtotal			407		18,559.32		19,849.39	1,290.07	302	1.50
LLOYDS BANKING GROUP PLC ADR	LYG	12/07/12	1,281	3.0882	3,956.11	3.8400	4,919.04	962.93	166	1.48
		12/10/12	2,195	3.0088	6,604.32	3.8400	8,428.80	1,824.48	101	1.48
		04/24/13	1,848	3.1791	5,874.98	3.8400	7,096.32	1,221.34	46	1.48
Subtotal			5,324		16,435.41		20,444.16	4,008.75	313	1.48
MAKITA CORP SPOND ADR	MKTAY	04/30/13	205	58.6960	12,032.68	54.2100	11,113.05	(919.63)	69	.98
		05/01/13	124	59.0813	7,326.09	54.2100	6,722.04	(604.05)	38	.98
		06/20/13	57	58.6101	3,340.78	54.2100	3,089.97	(250.81)	77	.98
Subtotal			386		22,699.55		20,925.06	(1,774.49)	184	.98
MERCK KGAA	MKGAY	04/27/11	137	33.8083	4,631.74	50.6000	6,932.20	2,300.46	69	.98
		09/16/11	76	27.6696	2,102.89	50.6000	3,845.60	1,742.71	38	.98
		06/01/12	153	30.6650	4,691.75	50.6000	7,741.80	3,050.05	77	.98
Subtotal			366		11,426.38		18,519.60	7,093.22	184	.98

YOUR EMA ASSETS

June 01, 2013 - June 28, 2013

EQUITIES (continued) Description		Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss) Annual	Estimated Current Income	Current Yield%
PRUDENTIAL PLC	ADR	PUK	03/19/09	324	8.5449	2,768.55	32.7200	10,601.28	7,832.73	291	2.74
			08/03/10	170	18.2810	3,107.77	32.7200	5,562.40	2,454.63	153	2.74
			09/29/10	156	20.0721	3,131.25	32.7200	5,104.32	1,973.07	141	2.74
			11/17/10	9	19.4611	175.15	32.7200	294.48	119.33	9	2.74
			11/18/10	36	19.8113	713.21	32.7200	1,177.92	464.71	33	2.74
			09/09/11	256	18.5569	4,750.59	32.7200	8,376.32	3,625.73	230	2.74
			03/13/13	105	33.4412	3,511.33	32.7200	3,435.60	(75.73)	95	2.74
Subtotal				1,056		18,157.85		34,552.32	16,394.47	952	2.74
RED ELECTRICA CORP UNSPN		RDEIY	09/10/12	637	9.2024	5,861.99	10.9150	6,952.86	1,090.87	283	4.05
ADR			09/11/12	199	9.2616	1,843.06	10.9150	2,172.09	329.03	89	4.05
			01/22/13	326	11.1687	3,641.00	10.9150	3,558.29	(82.71)	145	4.05
Subtotal				1,162		11,346.05		12,683.24	1,337.19	517	4.05
REXAM PLC SHS	ADR	REXMY	02/08/11	72	29.1441	2,098.38	36.5100	2,628.72	530.34	87	3.30
			02/09/11	78	29.0475	2,265.71	36.5100	2,847.78	582.07	95	3.30
			03/01/11	129	29.5877	3,816.82	36.5100	4,709.79	892.97	156	3.30
			03/02/11	24	28.9079	693.79	36.5100	876.24	182.45	29	3.30
			06/28/11	109	29.7651	3,244.40	36.5100	3,979.59	735.19	132	3.30
			08/17/11	84	29.3261	2,463.40	36.5100	3,066.84	603.44	102	3.30
			10/07/11	84	24.3457	2,045.04	36.5100	3,066.84	1,021.80	102	3.30
Subtotal				580		16,627.54		21,175.80	4,548.26	703	3.30
ROGERS COMMUNICATIONS B		RCI	11/09/09	73	30.7531	2,244.98	39.2000	2,861.60	616.62	124	4.32
			03/01/10	88	33.8668	2,980.28	39.2000	3,449.60	469.32	150	4.32
			05/03/10	97	36.6987	3,559.78	39.2000	3,802.40	242.62	165	4.32
			07/10/12	124	36.9090	4,576.72	39.2000	4,860.80	284.08	211	4.32
Subtotal				382		13,361.76		14,974.40	1,612.64	650	4.32

YOUR EMA ASSETS

June 01, 2013 - June 28, 2013

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss) Annual	Estimated Current Income	Yield%
SAP AG SHS	SAP	09/09/09	76	49.7232	3,778.97	72.8300	5,535.08	1,756.11	61	1.09
		03/16/10	216	46.2402	9,987.90	72.8300	15,731.28	5,743.38	173	1.09
		04/21/10	73	48.7616	3,559.60	72.8300	5,316.59	1,756.99	59	1.09
		08/12/11	69	52.9272	3,651.98	72.8300	5,025.27	1,373.29	55	1.09
		09/16/11	47	51.8670	2,437.75	72.8300	3,423.01	985.26	38	1.09
Subtotal			481		23,416.20		35,031.23	11,615.03	386	1.09
SEVEN AND I HOLDINGS CO LTD SHS	SVNDY	08/15/12	221	67.0339	14,814.51	73.0500	16,144.05	1,329.54	274	1.69
		03/18/13	107	62.3057	6,666.72	73.0500	7,816.35	1,149.63	133	1.69
		04/05/13	35	72.2451	2,528.58	73.0500	2,556.75	28.17	44	1.69
Subtotal			363		24,009.81		26,517.15	2,507.34	451	1.69
SIGNET JEWELERS LTD SHS	SIG	03/19/13	133	62.8342	8,356.96	67.4300	8,968.19	611.23	80	.88
		04/22/13	33	66.0403	2,179.33	67.4300	2,225.19	45.86	20	.88
		06/12/13	35	66.8340	2,339.19	67.4300	2,360.05	20.86	21	.88
		06/13/13	9	67.2377	605.14	67.4300	606.87	1.73	6	.88
Subtotal			210		13,480.62		14,160.30	679.68	127	.88
SUMITOMO MITSUI-UNSPONS ADR	SMFG	05/01/09	948	6.9266	6,566.42	9.2200	8,740.56	2,174.14	229	2.61
		01/20/10	821	6.3270	5,194.47	9.2200	7,569.62	2,375.15	198	2.61
		03/31/10	532	6.5917	3,506.81	9.2200	4,905.04	1,398.23	129	2.61
		12/08/10	210	6.2930	1,321.53	9.2200	1,936.20	614.67	51	2.61
		03/16/11	465	6.3453	2,950.61	9.2200	4,287.30	1,336.69	113	2.61
		02/16/12	558	6.9267	3,865.15	9.2200	5,144.76	1,279.61	135	2.61
		12/19/12	490	7.1107	3,484.29	9.2200	4,517.80	1,033.51	119	2.61
Subtotal			4,024		26,889.28		37,101.28	10,212.00	974	2.61
SWATCH GROUP AG UNSPOND ADR	SWGAY	11/09/12	457	21.7985	9,961.96	27.3400	12,494.38	2,532.42	96	.76
SWEDBANK A B ADR	SWDBY	04/12/11	306	18.6106	5,694.87	23.0300	7,047.18	1,352.31	393	5.57
		06/23/11	321	15.5189	4,981.57	23.0300	7,392.63	2,411.06	413	5.57
Subtotal			627		10,676.44		14,439.81	3,763.37	806	5.57

YOUR EMA ASSETS

June 01, 2013 - June 28, 2013

Equities (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Current Yield%
WOLSELEY PLC SHS ADR	WOSYY	10/20/11	2,353	2.9315	6,897.96	4.6700	10,988.51	4,090.55	200	1.82
		06/11/12	526	3.6718	1,931.37	4.6700	2,456.42	525.05	45	1.82
		06/12/12	96	3.6603	351.39	4.6700	448.32	96.93	9	1.82
		06/21/12	637	3.8784	2,470.56	4.6700	2,974.79	504.23	55	1.82
Subtotal			3,612		11,651.28		16,868.04	5,216.76	309	1.82
YAHOO JAPAN CORP SHS	YAHOOY	01/26/10	34	11.8279	402.15	16.4200	558.28	156.13	4	.66
		03/05/10	330	12.7124	4,195.10	16.4200	5,418.60	1,223.50	36	.66
		10/08/10	410	12.1695	4,989.53	16.4200	6,732.20	1,742.67	45	.66
		01/31/11	410	12.6371	5,181.24	16.4200	6,732.20	1,550.96	45	.66
Subtotal			1,184		14,768.02		19,441.28	4,673.26	130	.66
TOTAL					879,846.84		1,058,717.97	178,871.13	26,398	2.49

LONG PORTFOLIO

Adjusted/Total Cost Basis	Estimated Market Value	Estimated Gain/(Loss)	Estimated Accrued Interest	Estimated Annual Income	Current Yield%
919,274.33	1,098,145.46	178,871.13		26,417	2.41
TOTAL					

YOUR EMA TRANSACTIONS

Date	Transaction Type	Quantity	Description	Income	Year To Date
06/28	Bank Interest		BANK DEPOSIT INTEREST	.82	
	Income Total		ML BANK DEPOSIT PROGRAM	1.00	
	Subtotal (Taxable Interest)			1.82	11.92
06/03	* Rpt Fgn Div		BAYERISCHE MOTORENWERKE	583.75	
			AG BMW SHS		
			HOLDING 545.0000		
			PAY DATE 06/03/2013		
06/03	* Rpt Fgn Div		REXAM PLC SHS ADR	445.47	
			HOLDING 580.0000		

CADENCE MCG CAT 7

MERRILL LYNCH CONSULTS SERVICE

June 01, 2013 - June 28, 2013

YOUR INVESTMENT MANAGER - JENNISON MCG

We encourage you to contact your Financial Advisor whenever there are changes in your particular situation or objectives. These changes can then be discussed directly with your Investment Manager. We also encourage you to discuss your portfolio at least annually with your Investment Manager. Your Financial Advisor would be pleased to arrange such discussions

YOUR EMA BANK DEPOSIT INTEREST SUMMARY

Money Account Description	Opening Balance	Average Deposit Balance	Current Yield%	Interest on Deposits	Closing Balance
FIA Card Services, N.A	27,480	28,107	.05	1.08	26,344
TOTAL ML Bank Deposit Program	27,480			1.08	26,344

YOUR EMA ASSETS

CASH/MONEY ACCOUNTS	Quantity	Total Cost Basis	Estimated Market Price	Estimated Market Value	Estimated Annual Income	Est. Annual Yield%
CASH	157.70	157.70		157.70		
ML BANK DEPOSIT PROGRAM	26,344.00	26,344.00	1.0000	26,344.00	13	.05
TOTAL		26,501.70		26,501.70	13	.05

EQUITIES	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Annual Income	Estimated Current Yield%
ACTIVISION BLIZZARD INC	ATVI	11/19/12	444	11.1438	4,947.85	14.2600	6,331.44	1,383.59	85	1.33
		06/25/13	35	13.6460	477.61	14.2600	499.10	21.49	7	1.33
Subtotal			479		5,425.46		6,830.54	1,405.08	92	1.33
ADOBE SYS DEL PV\$ 0.001	ADBE	11/19/12	277	32.8598	9,102.19	45.5600	12,620.12	3,517.93		

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2.41

CADENCE MCG CAT 7

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YOUR EMA ASSETS

June 01, 2013 - June 28, 2013

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)/Annual	Estimated Current Income Yield%
AGILENT TECHNOLOGIES INC	A	01/24/12	67	42.2477	2,830.60	42.7600	2,864.92	34.32	33 1.12
		01/31/12	120	43.4460	5,213.53	42.7600	5,131.20	(82.33)	58 1.12
		04/05/13	18	41.7877	752.18	42.7600	769.68	17.50	9 1.12
Subtotal			205		8,796.31		8,765.80	(30.51)	100 1.12
AIRGAS INC COM	ARG	11/19/12	90	88.2500	7,942.50	95.4600	8,591.40	648.90	173 2.01
ALBEMARLE CORP COM	ALB	11/19/12	126	56.2380	7,085.99	62.2900	7,848.54	762.55	121 1.54
ALLIANCE DATA SYS CORP	ADS	08/12/11	34	88.7367	3,017.05	181.0300	6,155.02	3,137.97	
AMETEK INC NEW	AME	11/19/12	337	35.8455	12,079.94	42.3000	14,255.10	2,175.16	81 .56
AMPHENOL CORP CL A NEW	APH	07/18/12	108	58.4200	6,309.36	77.9400	8,417.52	2,108.16	46 .53
		11/19/12	34	59.9676	2,038.90	77.9400	2,649.96	611.06	15 .53
		01/29/13	16	67.7793	1,084.47	77.9400	1,247.04	162.57	7 .53
Subtotal			158		9,432.73		12,314.52	2,881.79	68 .53
ANNALY CAP MGMT INC	NLY	11/19/12	527	14.8847	7,844.24	12.5700	6,624.39	(1,219.85)	844 12.72
		05/29/13	154	13.6335	2,099.57	12.5700	1,935.78	(163.79)	247 12.72
Subtotal			681		9,943.81		8,560.17	(1,383.64)	1,091 12.72
BED BATH & BEYOND INC	BBBY	11/19/12	109	56.6499	6,174.84	70.9500	7,733.55	1,558.71	
BIOMARIN PHARMACEUTICALS	BMRN	11/19/12	161	47.9998	7,727.98	55.7400	8,974.14	1,246.16	
BROADCOM CORP CALIF CL A	BRCM	11/19/12	199	31.0247	6,173.92	33.7950	6,725.21	551.29	88 1.30
		01/07/13	22	34.2395	753.27	33.7950	743.49	(9.78)	10 1.30
		04/24/13	28	35.0800	982.24	33.7950	946.26	(35.98)	13 1.30
Subtotal			249		7,909.43		8,414.96	505.53	111 1.30
C.H. ROBINSON WORLDWIDE, INC. NEW	CHRW	01/10/13	7	64.3728	450.61	56.3100	394.17	(56.44)	10 2.48
		01/14/13	16	64.6681	1,034.69	56.3100	900.96	(133.73)	23 2.48
		01/15/13	11	64.9209	714.13	56.3100	619.41	(94.72)	16 2.48
		01/31/13	21	66.4966	1,396.43	56.3100	1,182.51	(213.92)	30 2.48
		02/08/13	22	59.7727	1,315.00	56.3100	1,238.82	(76.18)	31 2.48
		03/25/13	15	58.4073	876.11	56.3100	844.65	(31.46)	21 2.48
Subtotal			92		5,786.97		5,180.52	(606.45)	131 2.48

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EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Annual Income	Current Yield%
CAMERON INTL CORP	CAM	11/19/12	165	53.6830	8,857.70	61.1600	10,091.40	1,233.70		
		01/03/13	14	58.3242	816.54	61.1600	856.24	39.70		
Subtotal			179		9,674.24		10,947.64	1,273.40		
CATAMARAN CORP SHS	CTRX	10/04/12	41	51.7131	2,120.24	48.7600	1,999.16	(121.08)		
		11/13/12	66	49.8865	3,292.51	48.7600	3,218.16	(74.35)		
		11/19/12	28	48.1614	1,348.52	48.7600	1,365.28	16.76		
		04/11/13	11	55.6027	611.63	48.7600	536.36	(75.27)		
Subtotal			146		7,372.90		7,118.96	(253.94)		
CERNER CORP COM	CERN	03/13/13	12	92.8391	1,114.07	96.0900	1,153.08	39.01		
		03/14/13	12	92.9066	1,114.88	96.0900	1,153.08	38.20		
		04/05/13	15	91.9700	1,379.55	96.0900	1,441.35	61.80		
Subtotal			39		3,608.50		3,747.51	139.01		
CHECK POINT SOFTWARE TECH	CHKP	11/19/12	121	44.4963	5,384.06	49.6800	6,011.28	627.22		
		11/19/12	12	44.9100	538.92	49.6800	596.16	57.24		
		12/19/12	8	48.2850	386.28	49.6800	397.44	11.16		
		01/23/13	18	48.6655	875.98	49.6800	894.24	18.26		
		01/24/13	15	49.5060	742.59	49.6800	745.20	2.61		
Subtotal			174		7,927.83		8,644.32	716.49		
CHIPOTLE MEXICAN GRILL	CMG	01/31/13	5	307.1700	1,535.85	364.3500	1,821.75	285.90		
		02/05/13	2	310.8400	621.68	364.3500	728.70	107.02		
		06/21/13	3	362.0100	1,086.03	364.3500	1,093.05	7.02		
Subtotal			10		3,243.56		3,643.50	399.94		
CHURCH&DOWIGHT CO INC	CHD	11/19/12	174	52.3494	9,108.80	61.7100	10,737.54	1,628.74	195	1.81
COBALT INTL ENERGY INC	CIE	11/19/12	127	21.7000	2,755.90	26.5700	3,374.39	618.49		

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June 01, 2013 - June 28, 2013

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)/Annual Income	Estimated Current Yield%
CONCHO RESOURCES INC	CXO	11/19/12	84	80.9500	6,799.80	83.7200	7,032.48	232.68	
		01/03/13	14	85.1028	1,191.44	83.7200	1,172.08	(19.36)	
		01/04/13	10	83.2360	832.36	83.7200	837.20	4.84	
		01/22/13	2	90.3750	180.75	83.7200	167.44	(13.31)	
Subtotal			110		9,004.35		9,209.20	204.85	
CORE LAB N.V. COM	CLB	11/19/12	30	102.3683	3,071.05	151.6600	4,549.80	1,478.75	39 .84
		01/22/13	4	116.6150	466.46	151.6600	606.64	140.18	6 .84
Subtotal			34		3,537.51		5,156.44	1,618.93	45 .84
CROWN CASTLE INTL CORP	CCI	09/22/11	26	41.7323	1,085.04	72.3900	1,882.14	797.10	
		09/23/11	19	41.9663	797.36	72.3900	1,375.41	578.05	
		11/19/12	210	65.5712	13,769.97	72.3900	15,201.90	1,431.93	
Subtotal			255		15,652.37		18,459.45	2,807.08	
DAVITA HEALTHCARE PARTNERS INC	DVA	11/19/12	108	114.3704	12,352.01	120.8000	13,046.40	694.39	
DENBURY RES INC	DNR	11/19/12	577	15.3631	8,864.51	17.3200	9,993.64	1,129.13	
DICKS SPORTING GOODS INC	DKS	02/01/12	26	41.9988	1,091.97	50.0600	1,301.56	209.59	13 .99
		02/08/12	78	43.9796	3,430.41	50.0600	3,904.68	474.27	39 .99
		03/12/13	20	47.5340	950.68	50.0600	1,001.20	50.52	10 .99
Subtotal			124		5,473.06		6,207.44	734.38	62 .99
DOLLAR TREE INC	DLTR	11/19/12	259	40.1162	10,390.12	50.8400	13,167.56	2,777.44	
		12/13/12	30	39.1750	1,175.25	50.8400	1,525.20	349.95	
Subtotal			289		11,565.37		14,692.76	3,127.39	
EATON VANCE CORP NVT	EV	11/19/12	182	30.3871	5,530.47	37.5900	6,841.38	1,310.91	146 2.12
ECOLAB INC	ECL	11/19/12	130	69.3591	9,016.69	85.1900	11,074.70	2,058.01	120 1.07
ELDORADO GOLD CORP NEW	EGO	11/19/12	318	14.6570	4,660.93	6.1800	1,965.24	(2,695.69)	45 2.24
		02/07/13	59	11.3894	671.98	6.1800	364.62	(307.36)	9 2.24
Subtotal			377		5,332.91		2,329.86	(3,003.05)	54 2.24

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June 01, 2013 - June 28, 2013

EQUITIES (continued)		Symbol	Acquired	Quantity	Unit		Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Annual Income	Estimated Current Yield%
Description					Cost Basis							
FIRST REP BK SAN FRANCISCO		FRC	11/19/12	235	33.5950		7,894.83	38.4800	9,042.80	1,147.97	113	1.24
CALIF NEW COM SHARES			04/22/13	20	36.9145		738.29	38.4800	769.60	31.31	10	1.24
Subtotal				255			8,633.12		9,812.40	1,179.28	123	1.24
FMC CORP	COM NEW	FMC	11/19/12	147	53.2214		7,823.56	61.0600	8,975.82	1,152.26	80	.88
			02/26/13	10	58.5180		585.18	61.0600	610.60	25.42	6	.88
Subtotal				157			8,408.74		9,586.42	1,177.68	86	.88
F5 NETWORKS INC	COM	FFIV	04/11/11	26	95.5734		2,484.91	68.8000	1,788.80	(696.11)		
			05/15/12	19	126.4568		2,402.68	68.8000	1,307.20	(1,095.48)		
			06/05/12	10	101.0850		1,010.85	68.8000	688.00	(322.85)		
			03/25/13	11	87.5263		962.79	68.8000	756.80	(205.99)		
			04/02/13	7	89.7457		628.22	68.8000	481.60	(146.62)		
			04/05/13	14	73.7292		1,032.21	68.8000	963.20	(69.01)		
			04/11/13	12	74.8216		897.86	68.8000	825.60	(72.26)		
Subtotal				99			9,419.52		6,811.20	(2,608.32)		
GARTNER INC		IT	02/22/11	98	38.0100		3,724.98	56.9900	5,585.02	1,860.04		
			11/19/12	38	46.1400		1,753.32	56.9900	2,165.62	412.30		
Subtotal				136			5,478.30		7,750.64	2,272.34		
GNC HOLDINGS INC SHS		GNC	05/14/13	25	45.2452		1,131.13	44.2100	1,105.25	(25.88)	15	1.35
CL A			05/17/13	25	45.7604		1,144.01	44.2100	1,105.25	(38.76)	15	1.35
			05/22/13	33	45.4954		1,501.35	44.2100	1,458.93	(42.42)	20	1.35
Subtotal				83			3,776.49		3,669.43	(107.06)	50	1.35
HAIN CELESTIAL GROUP INC		HAIN	11/19/12	78	61.2167		4,774.91	65.0100	5,070.78	295.87		
			01/03/13	12	54.0116		648.14	65.0100	780.12	131.98		
			03/01/13	16	54.3343		869.35	65.0100	1,040.16	170.81		
			03/06/13	24	56.4154		1,353.97	65.0100	1,560.24	206.27		
			05/15/13	10	65.2280		652.28	65.0100	650.10	(2.18)		
Subtotal				140			8,298.65		9,101.40	802.75		

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June 01, 2013 - June 28, 2013

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss) Annual	Estimated Current Income	Current Yield%
KANSAS CITY SOUTHERN	KSU	04/24/12	69	71.0900	4,905.21	105.9600	7,311.24	2,406.03	60	.81
L BRANDS INC	LTD	10/30/09 01/27/11	71 53	18.1488 29.2979	1,288.57 1,552.79	49.2500 49.2500	3,496.75 2,610.25	2,208.18 1,057.46	86 64	2.43 2.43
		08/30/12	60	47.9555	2,877.33	49.2500	2,955.00	77.67	72	2.43
		06/10/13	8	50.7775	406.22	49.2500	394.00	(12.22)	10	2.43
Subtotal			192		6,124.91		9,456.00	3,331.09	232	2.43
MEAD JOHNSON NUTRITION CO	MJN	11/19/12 12/26/12	83 12	67.0177 65.7950	5,562.47 789.54	79.2300 79.2300	6,576.09 950.76	1,013.62 161.22	113 17	1.71 1.71
		02/12/13	7	77.4285	542.00	79.2300	554.61	12.61	10	1.71
Subtotal			102		6,894.01		8,081.46	1,187.45	140	1.71
MICHAEL KORS HLDGS LTD SHS	KORS	02/21/13 02/26/13	52 9	60.8365 57.8533	3,163.50 520.68	62.0200 62.0200	3,225.04 558.18	61.54 37.50		
		06/25/13	13	58.3523	758.58	62.0200	806.26	47.68		
Subtotal			74		4,442.76		4,589.48	146.72		
NII HLDGS INC CL B	NIHD	11/19/12	469	5.2342	2,454.84	6.6600	3,123.54	668.70		
NOBLE ENERGY INC	NBL	11/19/12	172	46.7849	8,047.01	60.0400	10,326.88	2,279.87	97	.93
NORDSTROM INC	JWN	11/19/12	38	55.7984	2,120.34	59.9400	2,277.72	157.38	46	2.00
O'REILLY AUTOMOTIVE INC	ORLY	06/05/12 06/05/12 11/01/12	18 14 30	94.8133 90.8750 86.7000	1,706.64 1,272.25 2,601.00	112.6200 112.6200 112.6200	2,027.16 1,576.68 3,378.60	320.52 304.43 777.60		
		01/24/13	16	91.5831	1,465.33	112.6200	1,801.92	336.59		
		04/11/13	7	105.2142	736.50	112.6200	788.34	51.84		
Subtotal			85		7,781.72		9,572.70	1,790.98		
ONYX PHARMACEUTICALS	ONXX	03/11/13 03/20/13	17 9	87.5970 84.4711	1,489.15 760.24	86.8200 86.8200	1,475.94 781.38	(13.21) 21.14		
		03/21/13	9	83.4322	750.89	86.8200	781.38	30.49		
		03/26/13	8	85.6262	685.01	86.8200	694.56	9.55		
		06/03/13	6	90.9816	545.89	86.8200	520.92	(24.97)		
Subtotal			49		4,231.18		4,254.18	23.00		

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EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Annual Income	Current Yield%
RED HAT INC	RHT	01/27/11	29	42.4962	1,232.39	47.8200	1,386.78	154.39		
		05/15/12	59	57.4484	3,389.46	47.8200	2,821.38	(568.08)		
		06/25/12	54	53.7538	2,902.71	47.8200	2,582.28	(320.43)		
		02/05/13	12	56.1433	673.72	47.8200	573.84	(99.88)		
		04/16/13	16	51.2787	820.46	47.8200	765.12	(55.34)		
		05/09/13	9	50.6011	455.41	47.8200	430.38	(25.03)		
		06/25/13	11	45.9072	504.98	47.8200	526.02	21.04		
Subtotal			190		9,979.13		9,085.80	(893.33)		
RELIANCE STL & ALUM CO	RS	11/19/12	90	55.6264	5,006.38	65.5600	5,900.40	894.02	108	1.83
		06/10/13	24	65.5479	1,573.15	65.5600	1,573.44	.29	29	1.83
Subtotal			114		6,579.53		7,473.84	894.31	137	1.83
ROPER INDUSTRIES INC COM	ROP	10/13/08	23	47.3343	1,088.69	124.2200	2,857.06	1,768.37	16	.53
		11/19/12	79	109.2832	8,633.38	124.2200	9,813.38	1,180.00	53	.53
Subtotal			102		9,722.07		12,670.44	2,948.37	69	.53
ROSS STORES INC COM	ROST	08/11/11	44	35.2138	1,549.41	64.8100	2,851.64	1,302.23	30	1.04
		08/24/11	56	36.7169	2,056.15	64.8100	3,629.36	1,573.21	39	1.04
		11/19/12	86	55.0360	4,733.10	64.8100	5,573.66	840.56	59	1.04
		05/16/13	13	64.9038	843.75	64.8100	842.53	(1.22)	9	1.04
Subtotal			199		9,182.41		12,897.19	3,714.78	137	1.04
SANDISK CORP INC	SNDK	02/15/13	42	51.7352	2,172.88	61.1000	2,566.20	393.32		
		03/04/13	30	50.3416	1,510.25	61.1000	1,833.00	322.75		
		04/23/13	10	53.4210	534.21	61.1000	611.00	76.79		
		05/01/13	19	51.2957	974.62	61.1000	1,160.90	186.28		
Subtotal			101		5,191.96		6,171.10	979.14		
SBA COMMUNICATIONS CRP A	SBAC	11/19/12	170	66.7448	11,346.63	74.1200	12,600.40	1,253.77		
		03/05/13	29	73.0079	2,117.23	74.1200	2,149.48	32.25		
		03/22/13	13	72.0676	936.88	74.1200	963.56	26.68		
		06/25/13	10	71.7230	717.23	74.1200	741.20	23.97		
Subtotal			222		15,117.97		16,454.64	1,336.67		

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EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Annual Income	Estimated Current Yield%
SCHEIN (HENRY) INC COM	HSIC	11/19/12 12/14/12	140 16 156	79.3362 81.3475	11,107.07 1,301.56 12,408.63	95.7400 95.7400	13,403.60 1,531.84 14,935.44	2,296.53 230.28 2,526.81		
Subtotal										
SOLARWINDS INC	SWI	02/06/13 02/19/13 04/16/13 05/01/13	20 20 17 17 74	53.2715 53.9970 51.2705 44.6529	1,065.43 1,079.94 871.60 759.10 3,776.07	38.8100 38.8100 38.8100 38.8100	776.20 776.20 659.77 659.77 2,871.94	(289.23) (303.74) (211.83) (99.33) (904.13)		
Subtotal										
STARWOOD HOTELS AND RESORTS WORLDWIDE NE	HOT	11/19/12 04/11/13	102 15 117	52.7811 63.5286	5,383.68 952.93 6,336.61	63.1900 63.1900	6,445.38 947.85 7,393.23	1,061.70 (5.08) 1,056.62	128 19 147	1.97 1.97 1.97
Subtotal										
STARWOOD PPTY TR INC COMMON STOCK	STWD	05/20/13 05/21/13 05/28/13 05/30/13 06/10/13	42 44 30 30 31 177	27.2161 26.9427 26.1136 25.8800 25.4761	1,143.08 1,185.48 783.41 776.40 789.76 4,678.13	24.7500 24.7500 24.7500 24.7500 24.7500	1,039.50 1,089.00 742.50 742.50 767.25 4,380.75	(103.58) (96.48) (40.91) (33.90) (22.51) (297.38)	78 81 56 56 58 329	7.43 7.43 7.43 7.43 7.43 7.43
Subtotal										
STERICYCLE INC COM	SRCL	10/25/12 11/19/12	52 33 85	93.9890 90.1500	4,887.43 2,974.95 7,862.38	110.4300 110.4300	5,742.36 3,644.19 9,386.55	854.93 669.24 1,524.17		
Subtotal										
TERADATA CORP DEL	TDC	08/19/09 06/06/12 11/06/12	46 41 18 105	26.2467 67.3200 63.9700	1,207.35 2,760.12 1,151.46 5,118.93	50.2300 50.2300 50.2300	2,310.58 2,059.43 904.14 5,274.15	1,103.23 (700.69) (247.32) 155.22		
Subtotal										
TIM HORTONS INC	THI	11/19/12	157	46.2484	7,261.00	54.1300	8,498.41	1,237.41	160	1.88

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EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)/Annual	Estimated Current Yield%
TRACTOR SUPPLY CO	TSCO	04/08/13	10	108.3960	1,083.96	117.5480	1,175.48	91.52	11 .88
		04/10/13	10	109.6800	1,096.80	117.5480	1,175.48	78.68	11 .88
		04/16/13	10	105.6470	1,056.47	117.5480	1,175.48	119.01	11 .88
		04/17/13	4	104.9900	419.96	117.5480	470.19	50.23	5 .88
		06/21/13	6	110.5183	663.11	117.5480	705.29	42.18	7 .88
Subtotal			40		4,320.30		4,701.92	381.62	45 .88
TW TELECOM INC	TWTC	11/19/12	44	25.5575	1,124.53	28.1400	1,238.16	113.63	
		11/19/12	19	26.8378	509.92	28.1400	534.66	24.74	
		12/13/12	26	25.4607	661.98	28.1400	731.64	69.66	
		02/15/13	15	26.2746	394.12	28.1400	422.10	27.98	
Subtotal			104		2,690.55		2,926.56	236.01	
ULTA SALON COSMETICS & FRAGRAN	ULTA	05/14/12	41	87.7578	3,598.07	100.1200	4,104.92	506.85	
		03/25/13	19	77.1684	1,466.20	100.1200	1,902.28	436.08	
Subtotal			60		5,064.27		6,007.20	942.93	
ULTIMATE SOFTWARE GROUP	ULTI	11/20/12	15	89.4966	1,342.45	117.2900	1,759.35	416.90	
		12/13/12	7	93.6371	655.46	117.2900	821.03	165.57	
		02/06/13	8	96.4425	771.54	117.2900	938.32	166.78	
Subtotal			30		2,769.45		3,518.70	749.25	
UNITED CONTL HLDGS INC	UAL	03/05/13	37	29.6008	1,095.23	31.2900	1,157.73	62.50	
		03/06/13	37	29.5175	1,092.15	31.2900	1,157.73	65.58	
		03/15/13	20	31.1550	623.10	31.2900	625.80	2.70	
		04/03/13	32	29.0631	930.02	31.2900	1,001.28	71.26	
		06/25/13	42	30.4280	1,277.98	31.2900	1,314.18	36.20	
Subtotal			168		5,018.48		5,256.72	238.24	
UNIVERSAL HEALTH SVCS B	UHS	11/19/12	175	42.5573	7,447.54	66.9600	11,718.00	4,270.46	35 .29
		12/14/12	11	46.0181	506.20	66.9600	736.56	230.36	3 .29
		12/18/12	8	48.0087	384.07	66.9600	535.68	151.61	2 .29
		12/19/12	8	49.5087	396.07	66.9600	535.68	139.61	2 .29
Subtotal			202		8,733.88		13,525.92	4,792.04	42 .29

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YOUR EMA ASSETS

June 01, 2013 - June 28, 2013

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Annual Income	Estimated Current Yield%
URBAN OUTFITTERS INC	URBN	11/19/12 03/20/13	130 16 146	36.2263 39.9068	4,709.42 638.51 5,347.93	40.2200 40.2200	5,228.60 643.52 5,872.12	519.18 5.01 524.19		
Subtotal										
VALEANT PHARMACEUTICALS INTERNATIONAL INC	VRX	11/19/12	89	55.4656	4,936.44	86.0800	7,661.12	2,724.68		
VANTIV INC CL A	VNTV	05/22/13 06/04/13	72 69 141	26.4148 26.5304	1,901.87 1,830.60 3,732.47	27.6000 27.6000	1,987.20 1,904.40 3,891.60	85.33 73.80 159.13		
Subtotal										
VERISIGN INC	VRSN	11/19/12 06/25/13	298 31 329	40.9918 43.8590	12,215.56 1,359.63 13,575.19	44.6600 44.6600	13,308.68 1,384.46 14,693.14	1,093.12 24.83 1,117.95		
Subtotal										
VERTEX PHARMCTLS INC	VRTX	11/19/12	132	41.1041	5,425.75	80.0600	10,567.92	5,142.17		
W R BERKLEY CORP	WRB	11/19/12	168	39.0330	6,557.56	40.8600	6,864.48	306.92	68	97
WATERS CORP	WAT	01/30/12 02/02/12 02/19/12 05/02/12	3 21 10 27 61	86.2366 88.6419 92.3860 83.6718	258.71 1,861.48 923.86 2,259.14 5,303.19	100.0500 100.0500 100.0500 100.0500	300.15 2,101.05 1,000.50 2,701.35 6,103.05	41.44 239.57 76.64 442.21 799.86		
Subtotal										
WESCO INTERNATIONAL INC	WCC	02/11/13 02/21/13 03/25/13 04/04/13 04/11/13 06/25/13	20 9 20 12 13 12 86	73.9360 74.0166 73.5050 70.2875 70.9430 67.1925	1,478.72 666.15 1,470.10 843.45 922.26 806.31 6,186.99	67.9600 67.9600 67.9600 67.9600 67.9600 67.9600	1,359.20 611.64 1,359.20 815.52 883.48 815.52 5,844.56	(119.52) (54.51) (110.90) (27.93) (38.78) 9.21 (342.43)		
Subtotal										

YOUR EMA ASSETS

June 01, 2013 - June 28, 2013

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Current Yield%
WHITING PETROLEUM CORP	WLL	02/12/13	44	48.9118	2,152.12	46.0900	2,027.96	(124.16)		
		02/13/13	15	49.0340	735.51	46.0900	691.35	(44.16)		
		02/15/13	13	50.0153	650.20	46.0900	599.17	(51.03)		
		05/08/13	23	47.7117	1,097.37	46.0900	1,060.07	(37.30)		
Subtotal			95		4,635.20		4,378.55	(256.65)		
WHOLE FOODS MKT INC COM	WFM	11/19/12	112	45.4850	5,094.32	51.4800	5,765.76	671.44	45	.77
		02/28/13	22	43.1200	948.64	51.4800	1,132.56	183.92	9	.77
Subtotal			134		6,042.96		6,898.32	855.36	54	.77
XILINX INC	XLNX	11/19/12	233	33.4441	7,792.48	39.6100	9,229.13	1,436.65	233	2.52
TOTAL					626,936.60		713,700.12	86,763.52	5,861	.82

LONG PORTFOLIO

	Adjusted/Total Cost Basis	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Accrued Interest	Estimated Annual Income	Current Yield%
TOTAL	653,438.30	740,201.82	86,763.52		5,874	.79

Notes

♦Cost basis has been adjusted by the deferred loss amount from a previous "Wash Sale" and the acquisition date has been adjusted to include the holding period of the lot closed by that previous "Wash Sale"

YOUR EMA TRANSACTIONS

DIVIDENDS/INTEREST INCOME TRANSACTIONS

Date	Transaction Type	Quantity	Description	Income	Income Year To Date
06/28	Bank Interest		BANK DEPOSIT INTEREST	.08	
	Income Total		ML BANK DEPOSIT PROGRAM	1.00	
06/03	Subtotal (Taxable Interest)		CHURCH&DOWD CO INC	1.08	6.50
	* Dividend		HOLDING 174.0000	48.72	
			PAY DATE 06/03/2013		
06/03	* Dividend		J M SMUCKER CO	11.96	

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INVESTMENTS
June 30, 2013

62-6026442
SCHEDULE 3

<u>US GOVERNMENT & AGENCY BONDS</u>	<u>SEE STATEMENT</u>	<u>BOOK VALUE</u>	<u>FAIR MARKET VALUE</u>	
SUNTRUST BANK	10	<u>3,249,171</u>	<u>3,249,171</u>	SEE FOLLOWING PAGES
 <u>CORPORATE BONDS</u>				
SUNTRUST BANK		1,317,489	1,317,489	SEE FOLLOWING PAGES
	12	<u>1,317,489</u>	<u>1,317,489</u>	



OSBORNE FOUNDATION IA

PORTFOLIO DETAIL

AS OF 06/30/13

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PAR VALUE OR SHARES	ASSET DESCRIPTION	MARKET VALUE MARKET PRICE % OF MARKET	FED TAX COST COST PER UNIT	UNREALIZED GAIN/LOSS (FED TO MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET/ YIELD TO MATURITY
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PRINCIPAL PORTFOLIO

PRINCIPAL CASH

1,882,334.24	39.28%	1,882,334.24
225,901.96	1.800	225,901.96
4.71%	1.00	1.00

STIF & MONEY MARKET FUNDS

225,901.96 FEDERATED MONEY MKT OBLIGS TR
TRSY OBLIGS INSTL CL #68 FFS
CUSIP: 609068DF5

23 0.01 %
0.00 %

US GOVERNMENT & AGENCY BONDS

200,000 FEDERAL HOME LOAN BANK
BD TAP ISSUE
DTD 12/30/10 3.125% DUE 12/08/17
CUSIP: 313372C36

6,250 2.91 %
1.44 %

4,585.81 FEDERAL HOME LOAN MTG CORP
PARTN CTF GOLD POOL #A12413
DTD 08/01/03 5.000% DUE 08/01/33
CUSIP: 31296LVE8

229 4.65 %
4.44 %

5,506.5 FEDERAL HOME LOAN MTG CORP
PARTN CTF GOLD POOL #601779
DTD 03/01/05 5.000% DUE 04/01/35
MEGA
CUSIP: 31283H6Q3

275 4.66 %
4.48 %

38,471.44 FEDERAL HOME LOAN MTG CORP
PARTN CTF GOLD POOL #601837
DTD 06/01/05 5.000% DUE 07/01/35
MEGA
CUSIP: 3128LXBE9

1,924 4.68 %
4.50 %



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PAR VALUE OR SHARES	ASSET DESCRIPTION	MARKET VALUE MARKET PRICE % OF MARKET	FED TAX COST COST PER UNIT	UNREALIZED GAIN/LOSS (FED TO MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET/ YIELD TO MATURITY
9,041.86	FEDERAL HOME LOAN MTG CORP PARTN CTF GOLD POOL #G02162 DTD 04/01/06 5.500% DUE 05/01/36 CUSIP: 3128LXMK3	9,739.08 107.711 0.20 %	9,830.19 108.72	91.11-	497	5.10 % 4.93 %
9,467.52	FEDERAL HOME LOAN MTG CORP PARTN CTF GOLD POOL #G02252 DTD 07/01/06 5.500% DUE 07/01/36 GIANT MEGA CUSIP: 3128LXQD5	10,214.60 107.891 0.21 %	10,308.93 108.89	94.33-	521	5.10 % 4.92 %
3,130.87	FEDERAL HOME LOAN MTG CORP PARTN CTF GOLD POOL #G02424 DTD 11/01/06 5.500% DUE 12/01/36 CUSIP: 3128M4AZ6	3,372.29 107.711 0.07 %	3,401.41 108.64	29.12-	172	5.10 % 4.94 %
8,261.3	FEDERAL HOME LOAN MTG CORP PARTN CTF GOLD POOL #G04337 DTD 05/01/08 5.500% DUE 04/01/38 CUSIP: 3128M6EJ3	8,875.11 107.430 0.19 %	8,799.56 106.52	75.55	454	5.12 % 4.97 %
30,900.75	FEDERAL HOME LOAN MTG CORP PARTN CTF GOLD POOL #G04997 DTD 11/01/08 5.000% DUE 01/01/37 CUSIP: 3128M63E6	33,044.64 106.938 0.69 %	33,392.12 108.06	347.48-	1,545	4.68 % 4.52 %
11,531.12	FEDERAL HOME LOAN MTG CORP PARTN CTF GOLD POOL #G05326 DTD 03/01/09 5.000% DUE 02/01/38 MEGA CUSIP: 3128M7HB5	12,331.15 106.938 0.26 %	12,471.62 108.16	140.47-	577	4.68 % 4.53 %
8,775.52	FEDERAL HOME LOAN MTG CORP PARTN CTF GOLD POOL #G05521 DTD 07/01/09 5.500% DUE 05/01/37 GIANT MEGA CUSIP: 3128M7PE0	9,458.08 107.778 0.20 %	9,562.57 108.97	104.49-	483	5.11 % 4.94 %

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PORTFOLIO DETAIL

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PAR VALUE OR SHARES	ASSET DESCRIPTION	MARKET VALUE MARKET PRICE % OF MARKET	FED TAX COST COST PER UNIT	UNREALIZED GAIN/LOSS (FED TO MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET/ YIELD TO MATURITY
8,334.66	FEDERAL HOME LOAN MTG CORP PARTN CTF GOLD POOL #G06079 DTD 11/01/10 6.000% DUE 07/01/39 CUSIP: 3128M8CQ5	9,052.02 108.607 0.19 %	9,208.51 110.48	156.49-	500	5.52 % 5.38 %
32,625.35	FEDERAL HOME LOAN MTG CORP PARTN CTF GOLD POOL #J18446 DTD 03/01/12 3.000% DUE 03/01/27 CUSIP: 3128PYL36	33,635.10 103.095 0.70 %	33,813.12 103.64	178.02-	979	2.91 % 2.73 %
28,374.52	FEDERAL HOME LOAN MTG CORP PARTN CTF GOLD POOL #J19132 DTD 05/01/12 3.000% DUE 05/01/27 CUSIP: 3128Q0ED5	29,252.71 103.095 0.61 %	29,704.57 104.69	451.86-	851	2.91 % 2.73 %
5,547.9	FEDERAL HOME LOAN MTG CORP PARTN CTF GOLD POOL #Z40004 DTD 04/01/09 6.000% DUE 08/01/36 MEGA CUSIP: 3132FCAD7	6,009.60 108.322 0.13 %	6,094.02 109.84	84.42-	333	5.54 % 5.37 %
17,000	FEDERAL HOME LOAN MTG CORP REMIC SER 3768 CL CB DTD 12/01/10 3.500% DUE 12/15/25 CALLABLE CUSIP: 3137A4BE6	17,445.74 102.622 0.36 %	15,284.06 89.91	2,161.68	595	3.41 % 3.24 %
19,000	FEDERAL HOME LOAN MTG CORP REMIC SER 3774 CL EW DTD 12/01/10 3.500% DUE 12/15/25 CALLABLE CUSIP: 3137A3WT2	19,573.23 103.017 0.41 %	16,862.50 88.75	2,710.73	665	3.40 % 3.20 %



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PAR VALUE OR SHARES	ASSET DESCRIPTION	MARKET VALUE MARKET PRICE % OF MARKET	FED TAX COST COST PER UNIT	UNREALIZED GAIN/LOSS (FED TO MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET/ YIELD TO MATURITY
20,000	FEDERAL HOME LOAN MTG CORP REMIC SER 3800 CL CB DTD 02/01/11 3.500% DUE 02/15/26 CALLABLE CUSIP: 3137A7GE4	20,548.60 102.743 0.43 %	17,572.66 87.86	2,975.94	700	3.41 % 3.23 %
56,000	FEDERAL HOME LOAN MTG CORP REMIC SER 3806 CL L DTD 02/01/11 3.500% DUE 02/15/26 CALLABLE CUSIP: 3137A6YW6	57,093.68 101.953 1.19 %	49,262.50 87.97	7,831.18	1,960	3.43 % 3.31 %
11,000	FEDERAL HOME LOAN MTG CORP REMIC SER 3825 CL CB DTD 03/01/11 3.500% DUE 03/15/26 CALLABLE CUSIP: 3137A7Z94	11,424.16 103.856 0.24 %	10,034.92 91.23	1,389.24	385	3.37 % 3.13 %
27,000	FEDERAL HOME LOAN MTG CORP REMIC SER 3829 CL BE DTD 03/01/11 3.500% DUE 03/15/26 CALLABLE CUSIP: 3137A8FT0	27,821.88 103.044 0.58 %	24,384.38 90.31	3,437.50	945	3.40 % 3.21 %
49,000	FEDERAL NATIONAL MTG ASSN CMO SER 2011-36 CL DB DTD 04/01/11 3.000% DUE 05/25/26 CUSIP: 31397SC51	49,067.13 100.137 1.02 %	43,617.73 89.02	5,449.40	1,470	3.00 % 2.99 %
7,171.53	FEDERAL NATIONAL MTG ASSN PASSTHRU CTF POOL #AD0439 MEGA CUSIP: 31418MP29	7,797.68 108.731 0.16 %	7,886.44 109.97	88.76-	430	5.51 % 5.37 %

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PAR VALUE OR SHARES	ASSET DESCRIPTION	MARKET VALUE MARKET PRICE % OF MARKET	FED TAX COST COST PER UNIT	UNREALIZED GAIN/LOSS (FED TO MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET/ YIELD TO MATURITY
33,671.91	FEDERAL NATIONAL MTG ASSN PASSTHRU CTF POOL #AE0115 DTD 06/01/10 5.500% DUE 12/01/35 CUSIP: 31419ADV6	36,804.41 109.303 0.77 %	36,277.95 107.74	526.46	1,852	5.03 % 4.82 %
17,017.94	FEDERAL NATIONAL MTG ASSN PASSTHRU CTF POOL #190363 DTD 10/01/05 5.500% DUE 11/01/35 MEGA CUSIP: 31368HML4	18,456.98 108.456 0.39 %	18,339.49 107.77	117.49	936	5.07 % 4.87 %
54,080.1	FEDERAL NATIONAL MTG ASSN PASSTHRU CTF POOL #190370 DTD 05/01/06 6.000% DUE 06/01/36 CUSIP: 31368HMT7	58,849.42 108.819 1.23 %	59,658.39 110.31	808.97-	3,245	5.51 % 5.33 %
11,336.91	FEDERAL NATIONAL MTG ASSN PASSTHRU CTF POOL #357829 DTD 07/01/05 6.000% DUE 06/01/35 CUSIP: 31376KPN0	12,315.97 108.636 0.26 %	12,470.59 110.00	154.62-	680	5.52 % 5.33 %
16,754	FEDERAL NATIONAL MTG ASSN PASSTHRU CTF ARM POOL #471646 DTD 06/01/12 VAR RT DUE 06/01/22 BALLOON CUSIP: 31381U5F0	16,464.83 98.274 0.34 %	16,932.02 101.06	467.19-	473	2.87 % 3.04 %
17,075.44	FEDERAL NATIONAL MTG ASSN PASSTHRU CTF POOL #725773 DTD 08/01/04 5.500% DUE 09/01/34 CUSIP: 31402DJS0	18,721.68 109.641 0.39 %	16,982.06 99.45	1,739.62	939	5.02 % 4.77 %
27,283.94	FEDERAL NATIONAL MTG ASSN PASSTHRU CTF POOL #735500 DTD 04/01/05 5.500% DUE 05/01/35 MEGA CUSIP: 31402RDD8	29,596.53 108.476 0.62 %	29,439.22 107.90	157.31	1,501	5.07 % 4.87 %



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PAR VALUE OR SHARES	ASSET DESCRIPTION	MARKET VALUE MARKET PRICE % OF MARKET	FED TAX COST COST PER UNIT	UNREALIZED GAIN/LOSS (FED TO MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET/ YIELD TO MATURITY
39,014.47	FEDERAL NATIONAL MTG ASSN PASSTHRU CTF POOL #745428 DTD 03/01/06 5.500% DUE 01/01/36 CUSIP: 31403DD97	42,324.07 108.483 0.88 %	42,247.19 108.29	76.88	2,146	5.07 % 4.88 %
5,684.22	FEDERAL NATIONAL MTG ASSN PASSTHRU CTF POOL #827943 DTD 05/01/05 5.000% DUE 05/01/35 CUSIP: 31407DZG3	6,159.42 108.360 0.13 %	6,125.62 107.77	33.80	284	4.61 % 4.40 %
34,027.05	FEDERAL NATIONAL MTG ASSN PASSTHRU CTF POOL #88344 DTD 04/01/07 5.000% DUE 10/01/35 CUSIP: 31410F5D3	36,636.58 107.669 0.76 %	36,253.06 106.54	383.52	1,701	4.64 % 4.45 %
16,216.9	FEDERAL NATIONAL MTG ASSN PASSTHRU CTF POOL #889529 DTD 05/01/08 6.000% DUE 03/01/38 MEGA CUSIP: 31410KHE7	17,938.49 110.616 0.37 %	17,952.25 110.70	13.76-	973	5.42 % 5.23 %
17,055.45	FEDERAL NATIONAL MTG ASSN PASSTHRU CTF POOL #995082 DTD 12/01/08 5.500% DUE 08/01/37 MEGA CUSIP: 31416BM70	18,699.77 109.641 0.39 %	18,635.75 109.27	64.02	938	5.02 % 4.82 %
25,331.11	FEDERAL NATIONAL MTG ASSN PASSTHRU CTF POOL #995724 DTD 04/01/09 6.000% DUE 04/01/39 CUSIP: 31416CD52	27,658.03 109.186 0.58 %	27,720.86 109.43	62.83-	1,520	5.50 % 5.34 %
37,000	FEDERAL NATIONAL MTG ASSN REMIC SER 2010-144 CL YB DTD 11/01/10 3.000% DUE 12/25/25 CUSIP: 31398SB36	37,486.18 101.314 0.78 %	32,176.99 86.96	5,309.19	1,110	2.96 % 2.87 %

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PAR VALUE OR SHARES	ASSET DESCRIPTION	MARKET VALUE MARKET PRICE % OF MARKET	FED TAX COST COST PER UNIT	UNREALIZED GAIN/LOSS (FED TO MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET/ YIELD TO MATURITY
117,000	FEDERAL NATIONAL MTG ASSN REMIC SER 2011-44 CL EB DTD 04/01/11 3.000% DUE 05/25/26 CUSIP: 31397SYG3	118,509.30 101.290 2.47 %	115,967.11 99.12	2,542.19	3,510	2.96 % 2.88 %
18,000	FEDERAL NATIONAL MTG ASSN REMIC SER 2012-17 CL-BC DTD 02/01/12 3.500% DUE 03/25/27 CUSIP: 31364A482	18,501.12 102.784 0.39 %	18,990.00 105.50	488.88-	630	3.41 % 3.25 %
66,776.18	GOVERNMENT NATIONAL MTG ASSN II PASSTHRU CTF POOL #751387 DTD 02/01/11 4.743% DUE 01/20/61 HECM CUSIP: 36230KRG8	73,637.43 110.275 1.54 %	69,364.31 103.88	4,273.12	3,167	4.30 % 4.24 %
63,807.41	GOVERNMENT NATIONAL MTG ASSN PASSTHRU CTF SER 2012-13 CL VK DTD 01/01/12 3.500% DUE 01/20/25 CALLABLE CUSIP: 38378CLQ8	68,056.35 106.659 1.42 %	68,712.59 107.69	656.24-	2,233	3.28 % 2.82 %
533,000	UNITED STATES TREASURY NT DTD 10/17/11 0.500% DUE 10/15/14 CUSIP: 912828RL6	534,913.47 100.359 11.16 %	535,162.33 100.41	248.86-	2,665	0.50 % 0.22 %
636,000	UNITED STATES TREASURY NTS DTD 04/02/12 1.000% DUE 03/31/17 CUSIP: 912828SM3	636,597.84 100.094 13.28 %	644,103.11 101.27	7,505.27-	6,360	1.00 % 0.97 %
220,000	UNITED STATES TREASURY NT DTD 08/15/12 1.625% DUE 08/15/22 CUSIP: 912828TJ9	206,404.00 93.820 4.31 %	215,668.85 98.03	9,264.85-	3,575	1.73 % 2.38 %



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PAR VALUE OR SHARES	ASSET DESCRIPTION	MARKET VALUE MARKET PRICE % OF MARKET	FED TAX COST COST PER UNIT	UNREALIZED GAIN/LOSS (FED TO MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET/ YIELD TO MATURITY
394,000	UNITED STATES TREASURY NTS DTD 05/31/11 1.750% DUE 05/31/16 CUSIP: 912828QP8	406,375.54 103.141 8.48 %	408,717.53 103.74	2,341.99-	6,895	1.70 % 0.66 %
182,000	UNITED STATES TREASURY BONDS DTD 05/15/12 3.000% DUE 05/15/42 CUSIP: 912810QW1	165,903.92 91.156 3.46 %	185,767.01 102.07	19,863.09-	5,460	3.29 % 3.49 %
TOTAL US GOVERNMENT & AGENCY BONDS		3,249,171.38	3,259,861.41	10,690.03-	75,533	2.32 %
CORPORATE OBLIGATIONS						
13,000	ALABAMA PWR CO SR UNSEC NT DTD 11/21/08 5.800% DUE 11/15/13 CALLABLE CUSIP: 010392FA1 MOODY'S RATING: A2	13,254.02 101.954 0.28 %	13,105.99 100.82	148.03	754	5.69 % 5.69 %
9,000	AMERICAN EXPRESS CREDIT CO SR UNSEC MTN DTD 03/26/12 2.375% DUE 03/24/17 CUSIP: 0258MDD8 MOODY'S RATING: A2	9,187.92 102.088 0.19 %	8,975.61 99.73	212.31	214	2.33 % 1.79 %
3,000	ANALOG DEVICES INC SR UNSEC NT DTD 04/04/11 3.000% DUE 04/15/16 CALLABLE & PUTABLE CUSIP: 032654AG0 MOODY'S RATING: A3	3,133.53 104.451 0.07 %	2,985.84 99.53	147.69	90	2.87 % 1.37 %

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PAR VALUE OR SHARES	ASSET DESCRIPTION	MARKET VALUE MARKET PRICE % OF MARKET	FED TAX COST COST PER UNIT	UNREALIZED GAIN/LOSS (FED TO MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET/ YIELD TO MATURITY
19,000	ANHEUSER-BUSCH INBEV WORLDWIDE INC GLOBAL SR UNSECD BD CO GTD DTD 07/16/12 2.500% DUE 07/15/22 CALLABLE CUSIP: 03523TBP2 MOODY'S RATING: A3	17,738.40 93.360 0.37 %	18,908.42 99.52	1,170.02-	475	2.68 % 3.36 %
11,000	AT&T INC GLOBAL SR UNSECD BD DTD 08/18/11 5.550% DUE 08/15/41 CALLABLE CUSIP: 00206RBA9 MOODY'S RATING: A3	11,453.20 104.120 0.24 %	11,186.30 101.69	266.90	611	5.33 % 5.27 %
8,000	AUTOZONE INC GLOBAL SR UNSECD BD DTD 04/24/12 3.700% DUE 04/15/22 CALLABLE CUSIP: 053332AM4 MOODY'S RATING: BAA2	7,778.16 97.227 0.16 %	8,068.72 100.86	290.56-	296	3.81 % 4.08 %
11,000	BAKER HUGHES INC UNSECD SR NT DTD 08/24/10 5.125% DUE 09/15/40 CALLABLE CUSIP: 057224AZ0 MOODY'S RATING: A2	12,004.08 109.128 0.25 %	11,173.22 101.57	830.86	564	4.70 % 4.54 %
21,000	BANC AMER COML MTG INC SER 2005-3 CL A3B DTD 07/01/05 5.090% DUE 07/10/43 CALLABLE CUSIP: 05947UR67 MOODY'S RATING: AAA	21,985.11 104.691 0.46 %	21,763.71 103.64	221.40	1,069	4.86 % 4.79 %



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VALUE SHARES	ASSET DESCRIPTION	MARKET VALUE MARKET PRICE % OF MARKET	FED TAX COST COST PER UNIT	UNREALIZED GAIN/LOSS (FED TO MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET/ YIELD TO MATURITY
28,000	BANC AMER COML MTG INC SER 2005-6 CL AM STRIP INTEREST DTD 12/01/05 VAR RT DUE 09/10/47 CALLABLE CUSIP: 05947U4E5 MOODY'S RATING: AAA	29,913.24 106.833 0.62 %	27,737.50 99.06	2,175.74	1,452	4.85 % 4.78 %
5,000	BARRICK AUSTRALIA FIN PTY LTD GLOBAL CO GTD BDS DTD 10/16/09 4.950% DUE 01/15/20 CUSIP: 06849UAC9	4,764.10 95.282 0.10 %	5,355.05 107.10	590.95-	248	5.21 % 5.83 %
12,000	BARRICK AUSTRALIA FIN PTY LTD GTD NT DTD 10/16/09 5.950% DUE 10/15/39 CALLABLE CUSIP: 06849UAD7	10,193.76 84.948 0.21 %	13,027.14 108.56	2,833.38-	714	7.00 % 7.24 %
5,000	BECTON DICKINSON & CO SR NTS DTD 11/12/10 3.250% DUE 11/12/20 CUSIP: 075887AW9 MOODY'S RATING: A3	5,056.05 101.121 0.11 %	4,997.45 99.95	58.60	163	3.22 % 3.08 %
23,000	BERKSHIRE HATHAWAY INC SR UNSECD GLOBAL NT DTD 02/11/10 3.200% DUE 02/11/15 CUSIP: 084670AV0 MOODY'S RATING: AA2	23,922.99 104.013 0.50 %	23,089.42 100.39	833.57	736	3.08 % 0.70 %
8,000	BHP BILLITON FIN USA LTD GLOBAL CO GTD NT DTD 11/21/11 1.125% DUE 11/21/14 CUSIP: 055451AJ7	8,056.40 100.705 0.17 %	7,971.60 99.64	84.80	90	1.12 % 0.62 %



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12,000	BP CAPITAL MARKETS PLC SR UNSECD CO GTD NT DTD 11/01/11 2.248% DUE 11/01/16 CUSIP: 05565QBT4	12,288.48 102.404 0.26 %	12,000.00 100.00	288.48	270	2.20 % 1.51 %
19,000	CISCO SYSTEMS INC SR NTS DTD 11/17/09 5.500% DUE 01/15/40 CALLABLE CUSIP: 17275RAF9 MOODY'S RATING: A1	21,550.94 113.426 0.45 %	19,080.19 100.42	2,470.75	1,045	4.85 % 4.62 %
12,000	CISCO SYSTEMS INC GLOBAL NTS DTD 02/22/06 5.500% DUE 02/22/16 CUSIP: 17275RAC6 MOODY'S RATING: A1	13,399.80 111.665 0.28 %	12,133.30 101.11	1,266.50	660	4.93 % 1.03 %
7,000	CLOROX CO GLOBAL SR UNSECD BD DTD 09/13/12 3.050% DUE 09/15/22 CALLABLE CUSIP: 189054AT6 MOODY'S RATING: BAA1	6,622.42 94.606 0.14 %	6,977.81 99.68	355.39-	214	3.23 % 3.75 %
14,000	CME GROUP INC MTN DTD 08/12/08 5.400% DUE 08/01/13 CALLABLE CUSIP: 12572QAA3 MOODY'S RATING: AA3	14,053.62 100.383 0.29 %	13,998.46 99.99	55.16	756	5.38 % 5.38 %



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11,000	CME GROUP INC SR UNSECD BD DTD 02/09/09 5.750% DUE 02/15/14 CALLABLE & PUTABLE CUSIP: 12572QAD7 MOODY'S RATING: AA3	11,340.12 103.092 0.24 %	10,982.29 99.84	357.83	633	5.58 % 0.82 %
10,000	COMCAST CORP GLOBAL SR UNSECD NT CO GTD DTD 07/02/12 3.125% DUE 07/15/22 CALLABLE CUSIP: 20030NBD2 MOODY'S RATING: A3	9,743.30 97.433 0.20 %	10,056.60 100.57	313.30-	313	3.21 % 3.46 %
9,000	COMCAST CORP GLOBAL SR UNSECD BD CO GTD DTD 07/02/12 4.650% DUE 07/15/42 CALLABLE CUSIP: 20030NBE0 MOODY'S RATING: A3	8,630.37 95.893 0.18 %	9,799.74 108.89	1,169.37-	419	4.85 % 4.92 %
20,000	COVIDIEN INTL FIN SA GLOBAL GTD NT-PUTABLE DTD 04/15/08 6.000% DUE 10/15/17 CONTINUOUSLY CALLABLE CUSIP: 22303QAG5	23,176.00 115.880 0.48 %	20,555.89 102.78	2,620.11	1,200	5.18 % 2.11 %
16,000	DEERE & CO SR UNSECD BD DTD 06/08/12 3.900% DUE 06/09/42 CALLABLE CUSIP: 244199BF1 MOODY'S RATING: A2	14,534.24 90.839 0.30 %	15,882.40 99.26	1,348.16-	624	4.29 % 4.47 %

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5,000	DOMINION RES INC VA SR UNSECD NT DTD 08/15/11 1.950% DUE 08/15/16 CALLABLE CUSIP: 25746UBN8 MOODY'S RATING: BAA2	5,099.80 101.996 0.11 %	4,998.80 99.98	101.00	98	1.92 % 1.30 %
5,000	DUKE ENERGY CAROLINAS LLC 1ST MTG BDS DTD 06/07/10 4.300% DUE 06/15/20 CALLABLE CUSIP: 26442CAJ3 MOODY'S RATING: A1	5,441.55 108.831 0.11 %	5,183.86 103.68	257.69	215	3.95 % 2.89 %
8,000	EBAY INC GLOBAL SR UNSECD BD DTD 07/24/12 2.600% DUE 07/15/22 CALLABLE CUSIP: 278642AE3 MOODY'S RATING: A2	7,453.36 93.167 0.16 %	7,989.52 99.87	536.16-	208	2.79 % 3.49 %
7,000	EL PASO NATURAL GAS CO GLOBAL SR UNSECD NT DTD 10/15/07 5.950% DUE 04/15/17 CALLABLE CUSIP: 283695BP8 MOODY'S RATING: BAA1	7,917.00 113.100 0.17 %	7,125.84 101.80	791.16	417	5.27 % 2.32 %
6,000	EL PASO PIPELINE PRTRNS OPER GLOBAL CO GTD NT DTD 03/30/10 6.500% DUE 04/01/20 CALLABLE CUSIP: 28370TAA7 MOODY'S RATING: BA1	6,944.52 115.742 0.14 %	6,900.24 115.00	44.28	390	5.62 % 3.83 %

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16,000	ENSCO PLC SR UNSECD BD DTD 03/17/11 4.700% DUE 03/15/21 CALLABLE CUSIP: 29358QAA7	16,987.52 106.172 0.35 %	16,089.60 100.56	897.92	752	4.43 % 3.77 %
11,000	ENTERPRISE PRODS OPER LP GLOBAL GTD SR NT SER B DTD 03/02/05 5.750% DUE 03/01/35 CONTINUOUSLY CALLABLE CUSIP: 293791AT6 MOODY'S RATING: BAA1	11,710.16 106.456 0.24 %	10,264.48 93.31	1,445.68	633	5.41 % 5.25 %
14,000	EXELON GENERATION CO LLC SR NT DTD 09/28/07 6.200% DUE 10/01/17 CONTINUOUSLY CALLABLE CUSIP: 30161MAE3 MOODY'S RATING: BAA2	16,004.66 114.319 0.33 %	14,077.99 100.56	1,926.67	868	5.42 % 2.62 %
9,000	GENERAL ELECTRIC CO SR UNSECD GLOBAL NTS DTD 12/06/07 5.250% DUE 12/06/17 CUSIP: 369604BC6 MOODY'S RATING: AA3	10,162.35 112.915 0.21 %	8,988.25 99.87	1,174.10	473	4.65 % 2.18 %
8,000	GEORGIA PWR CO SR UNSECD BD DTD 11/19/08 6.000% DUE 11/01/13 CALLABLE CUSIP: 373334JM4 MOODY'S RATING: A3	8,142.56 101.782 0.17 %	8,125.99 101.57	16.57	480	5.89 % 5.89 %

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21,000	GLAXOSMITHKLINE CAP INC GTD NT DTD 05/13/08 5.650% DUE 05/15/18 CALLABLE CUSIP: 377372AD9 MOODY'S RATING: A1	24,354.54 115.974 0.51 %	21,424.60 102.02	2,929.94	1,187	4.87 % 2.18 %
12,028.01	HOUSEHOLD HOME EQUITY LN TR SER 2005-1 CL M MEZZANINE FLTG DTD 06/29/05 VAR RT DUE 01/20/34 RT=1XLIBOR01M+53BP CALLABLE CUSIP: 40430GAB6 MOODY'S RATING: A1	11,926.37 99.155 0.25 %	10,704.94 89.00	1,221.43	97	0.81 % 0.85 %
23,417.68	HOUSEHOLD HOME EQUITY LN TR SER 2006-2 CL A1 DTD 08/10/06 VAR RT DUE 03/20/36 RT=1XLIBOR01M+15BP MNTHLY CALLABLE CUSIP: 40430YAA9 MOODY'S RATING: AAA	23,202.94 99.083 0.48 %	21,895.52 93.50	1,307.42	76	0.33 % 0.37 %
6,000	INTEL CORP GLOBAL SR UNSECD NT DTD 09/19/11 1.950% DUE 10/01/16 CALLABLE CUSIP: 458140AH3 MOODY'S RATING: A1	6,153.48 102.558 0.13 %	5,990.82 99.85	162.66	117	1.90 % 1.15 %
28,000	INTEL CORP GLOBAL SR UNSECD DTD 09/19/11 4.800% DUE 10/01/41 CALLABLE CUSIP: 458140AK6 MOODY'S RATING: A1	27,839.28 99.426 0.58 %	27,953.42 99.83	114.14-	1,344	4.83 % 4.84 %



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PAR VALUE OR SHARES	ASSET DESCRIPTION	MARKET VALUE MARKET PRICE % OF MARKET	FED TAX COST COST PER UNIT	UNREALIZED GAIN/LOSS (FED TO MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET/ YIELD TO MATURITY
10,000	DEERE JOHN CAP CORP MTN SER MTN DTD 12/02/11 1.250% DUE 12/02/14 CUSIP: 24422ERK7 MOODY'S RATING: A2	10,095.30 100.953 0.21 %	9,987.10 99.87	108.20	125	1.24 % 0.58 %
27,000	KINDER MORGAN ENERGY PARTNERS SR UNSECD BD DTD 08/13/12 5.000% DUE 08/15/42 CALLABLE CUSIP: 494550BN5 MOODY'S RATING: BAA2	25,471.26 94.338 0.53 %	26,964.21 99.87	1,492.95-	1,350	5.30 % 5.39 %
7,000	KROGER CO SR NT DTD 11/25/08 7.500% DUE 01/15/14 CALLABLE CUSIP: 501044CL3 MOODY'S RATING: BAA2	7,259.00 103.700 0.15 %	6,986.56 99.81	272.44	525	7.23 % 0.71 %
20,000	LB-UBS COML MTG TR CMO SER 2006-C1 CL AM DTD 01/11/06 5.217% DUE 02/15/31 EXP MTY 01/15/16 CALLABLE CUSIP: 52108MDJ9 MOODY'S RATING: N/A	21,600.00 108.000 0.45 %	21,357.03 106.79	242.97	1,043	4.83 % 4.55 %
13,000	MIDAMERICAN ENERGY HLDGS CO GLOBAL SR BD DTD 10/01/06 6.125% DUE 04/01/36 CONTINUOUSLY CALLABLE CUSIP: 59562VAM9 MOODY'S RATING: BAA1	14,748.11 113.447 0.31 %	12,910.78 99.31	1,837.33	796	5.40 % 5.12 %

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32,000	MERRILL LYNCH MTG TR CMO SER 2005-LCI CL AM DTD 12/01/05 VAR RT DUE 01/12/44 CALLABLE CUSIP: 59022HND0 MOODY'S RATING: AAA	34,348.48 107.339 0.72 %	34,665.00 108.33	316.52-	1,750	5.09 % 5.00 %
18,000	NBCUNIVERSAL MEDIA LLC GLOBAL SR UNSECD NOTES DTD 04/01/11 4.375% DUE 04/01/21 CALLABLE CUSIP: 63946BAE0 MOODY'S RATING: A3	19,416.42 107.869 0.41 %	18,682.62 103.79	733.80	788	4.06 % 3.22 %
19,000	NEWMONT MINING CORP SR UNSECD BD DTD 09/18/09 6.250% DUE 10/01/39 CALLABLE CUSIP: 651639AM8 MOODY'S RATING: BAA1	18,202.95 95.805 0.38 %	19,326.96 101.72	1,124.01-	1,188	6.53 % 6.59 %
7,000	NOVARTIS SECS INVEST LTD GLOBAL CO GTD NT DTD 02/10/09 5.125% DUE 02/10/19 CALLABLE CUSIP: 66989GAA8	8,056.58 115.094 0.17 %	6,987.54 99.82	1,069.04	359	4.46 % 2.25 %
27,000	ORACLE CORP GLOBAL NT DTD 04/09/08 5.750% DUE 04/15/18 CALLABLE CUSIP: 68389XAC9 MOODY'S RATING: A1	31,418.01 116.363 0.66 %	28,482.83 105.49	2,935.18	1,553	4.94 % 2.14 %

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16,000	PACCAR FINL CORP SR UNSECD MTN SER MTN DTD 09/29/11 1.550% DUE 09/29/14 CUSIP: 69371RK39 MOODY'S RATING: A1	16,192.80 101.205 0.34 %	15,982.24 99.89	210.56	248	1.53 % 0.58 %
10,000	PLACER DOME INC GLOBAL DEB DTD 04/15/04 6.450% DUE 10/15/35 CONTINUOUSLY CALLABLE CUSIP: 725906AN1	8,982.00 89.820 0.19 %	10,193.53 101.94	1,211.53-	645	7.18 % 7.39 %
22,000	PRAXAIR INC SR UNSECD DTD 03/07/08 4.625% DUE 03/30/15 CALLABLE CUSIP: 74005PAR5 MOODY'S RATING: A2	23,491.16 106.778 0.49 %	22,212.71 100.97	1,278.45	1,018	4.33 % 0.73 %
10,000	ROGERS WIRELESS INC GLOBAL SECD SR NT DTD 11/30/04 7.500% DUE 03/15/15 CONTINUOUSLY CALLABLE CUSIP: 77531QAM0	11,072.50 110.725 0.23 %	11,040.25 110.40	32.25	750	6.77 % 1.16 %
21,000	SBC COMMUNICATIONS INC GLOBAL SR UNSECD NT NKA AT&T INC DTD 11/03/04 5.100% DUE 09/15/14 CONTINUOUSLY CALLABLE CUSIP: 78387GAP8 MOODY'S RATING: A3	22,065.12 105.072 0.46 %	20,501.18 97.62	1,563.94	1,071	4.85 % 0.89 %

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5,000	STRYKER CORP SR UNSECD NT DTD 09/16/11 2.000% DUE 09/30/16 CALLABLE CUSIP: 863667AC5 MOODY'S RATING: A3	5,132.50 102.650 0.11 %	4,990.70 99.81	141.80	100	1.95 % 1.17 %
4,000	THOMSON REUTERS CORP GLOBAL NOTES PUTABLE DTD 06/20/08 5.950% DUE 07/15/13 CALLABLE CUSIP: 884903BA2	4,007.28 100.182 0.08 %	3,979.92 99.50	27.36	238	5.94 % 5.94 %
12,000	TIME WARNER CABLE INC CO GTD DTD 11/18/08 8.250% DUE 02/14/14 CALLABLE CUSIP: 88732JAH1 MOODY'S RATING: BAA2	12,549.96 104.583 0.26 %	11,981.88 99.85	568.08	990	7.89 % 0.91 %
39,000	TIME WARNER CABLE INC GTD NT SER WI DTD 04/09/07 5.850% DUE 05/01/17 CONTINUOUSLY CALLABLE CUSIP: 88732JAH1 MOODY'S RATING: BAA2	42,970.59 110.181 0.90 %	39,277.54 100.71	3,693.05	2,282	5.31 % 3.02 %
4,000	TIME WARNER INC BDS DTD 03/11/10 6.200% DUE 03/15/40 CALLABLE CUSIP: 887317AE5 MOODY'S RATING: BAA2	4,402.84 110.071 0.09 %	4,051.28 101.28	351.56	248	5.63 % 5.48 %

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8,000	TOYOTA MOTOR CREDIT CORP MTN DTD 06/17/10 3.200% DUE 06/17/15 CALLABLE CUSIP: 89233P4B9 MOODY'S RATING: AA3	8,363.44 104.543 0.17 %	7,990.08 99.88	373.36	256	3.06 % 0.87 %
13,000	TRANS-CANADA PIPELINES SR UNSEC BD DTD 06/01/10 6.100% DUE 06/01/40 CALLABLE CUSIP: 893526DJ9	15,367.82 118.214 0.32 %	14,772.12 113.63	595.70	793	5.16 % 4.88 %
4,000	TRANSCONTINENTAL GAS PIPE LINE SR UNSEC GLOBAL BD DTD 05/22/08 6.050% DUE 06/15/18 CALLABLE CUSIP: 893570BY6 MOODY'S RATING: BAA1	4,695.36 117.384 0.10 %	3,765.72 94.14	929.64	242	5.15 % 2.32 %
8,000	UNITED PARCEL SVC INC SR UNSEC BD DTD 11/12/10 3.125% DUE 01/15/21 CALLABLE CUSIP: 911312AM8 MOODY'S RATING: AA3	8,111.12 101.389 0.17 %	8,057.86 100.72	53.26	250	3.08 % 2.92 %
24,000	UNITED TECHNOLOGIES CORP GLOBAL SR UNSEC BD DTD 06/01/12 3.100% DUE 06/01/22 CALLABLE CUSIP: 913017BV0 MOODY'S RATING: A2	23,707.92 98.783 0.49 %	25,611.72 106.72	1,903.80-	744	3.14 % 3.26 %



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17,000	VERIZON COMMUNICATIONS INC GLOBAL NTS DTD 02/15/06 5.550% DUE 02/15/16 CALLABLE CUSIP: 923433VAC8 MOODY'S RATING: A3	18,836.68 110.804 0.39 %	16,499.86 97.06	2,336.82	944	5.01 % 1.35 %
38,000	WACHOVIA BK COML MTG TR SER 2005-C20 CL AMFX DTD 08/01/05 5.179% DUE 07/15/42 CALLABLE CUSIP: 9297664T7 MOODY'S RATING: AA1	40,471.14 106.503 0.84 %	40,342.34 106.16	128.80	1,968	4.86 % 4.76 %
7,000	WAL-MART STORES INC GLOBAL SR UNSEC NT DTD 08/31/05 5.250% DUE 09/01/35 CUSIP: 931142CB7 MOODY'S RATING: AA2	7,600.04 108.572 0.16 %	6,370.07 91.00	1,229.97	368	4.84 % 4.63 %
47,000	WAL-MART STORES INC SR NTS DTD 08/24/07 6.500% DUE 08/15/37 CUSIP: 931142CK7 MOODY'S RATING: AA2	59,388.26 126.358 1.24 %	48,975.09 104.20	10,413.17	3,055	5.14 % 4.67 %
13,000	WALGREEN CO GLOBAL NT DTD 07/17/08 4.875% DUE 08/01/13 CONTINUOUSLY CALLABLE CUSIP: 931422AD1 MOODY'S RATING: BAA1	13,042.25 100.325 0.27 %	12,967.43 99.75	74.82	634	4.86 % 4.86 %

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54,000	WACHOVIA BK COML MTG TR PASSTHRU SER 2005-C21 CL-AM DTD 10/01/05 VAR RT DUE 10/15/44 COLLATERAL STRIP INTEREST CUSIP: 9297667J6 MOODY'S RATING: AAA	57,730.32 106.908 1.20 %	57,680.86 106.82	49.46	2,924	5.06 % 4.98 %
17,000	WELLS FARGO & CO GLOBAL SR UNSEC'D NT DTD 02/15/12 1.250% DUE 02/13/15 CUSIP: 94974BFA3 MOODY'S RATING: A2	17,097.07 100.571 0.36 %	16,951.72 99.72	145.35	213	1.25 % 0.90 %
12,000	WILLIAMS PARTNERS LP NT DTD 11/09/10 4.125% DUE 11/15/20 CALLABLE CUSIP: 96950FAG9 MOODY'S RATING: BAA2	12,095.76 100.798 0.25 %	11,998.92 99.99	96.84	495	4.09 % 4.00 %
13,000	XEROX CORP SR NT PUTABLE DTD 04/28/08 6.350% DUE 05/15/18 CALLABLE CUSIP: 984121BW2 MOODY'S RATING: BAA2	14,899.04 114.608 0.31 %	12,981.28 99.86	1,917.76	826	5.54 % 3.10 %
5,000	3M CO SR UNSEC'D NT DTD 09/29/11 1.375% DUE 09/29/16 CUSIP: 88579YAD3 MOODY'S RATING: AA2	5,046.10 100.922 0.11 %	4,957.80 99.16	88.30	69	1.37 % 1.09 %

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PORTFOLIO DETAIL

OSBORNE FOUNDATION IA

AS OF 06/30/13

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PAR VALUE OR SHARES	ASSET DESCRIPTION	MARKET VALUE MARKET PRICE % OF MARKET	FED TAX COST COST PER UNIT	UNREALIZED GAIN/LOSS (FED TO MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET/ YIELD TO MATURITY
		1,241,901.37	1,186,086.17	55,815.20	56,428	4.54 %
TOTAL CORPORATE OBLIGATIONS						
PREFERRED SECURITIES						
PREFERRED						
350	ARCH CAP GROUP LTD PERP PFD NTS 6.750% BERMUDA US\$ CALLABLE CUSIP: G0450A204	9,019.50 25.770 0.19 %	8,874.75 25.36	144.75	591	6.55 % 0.00 %
375	JPMORGAN CHASE & CO NON-CUML PERP PFD SER O DEP SHS RPSTG A 1/400TH INT IN A SHR OF 5.5% CALLABLE CUSIP: 48126E750	9,003.75 24.010 0.19 %	9,383.75 25.02	380.00-	516	5.73 % 0.00 %
475	PNC FINL SVCS GROUP INC NON-CUML PERP PFD 6.125% SER P CALLABLE CUSIP: 693475857	12,772.75 26.890 0.27 %	11,893.75 25.04	879.00	727	5.69 % 0.00 %
175	PUBLIC STORAGE CUML PERP REIT PFD 5.625% SER U CALLABLE CUSIP: 74460W602	4,228.00 24.160 0.09 %	4,375.00 25.00	147.00-	246	5.82 % 0.00 %
300	REINSURANCE GROUP OF AMERICA INC PFD SER FXD/FLTG SUBD NT DTD 08/21/12 6.200% DUE 09/15/42 CALLABLE CUSIP: 759351703	7,800.00 26.000 0.16 %	7,575.00 25.25	225.00	465	5.96 % 0.00 %



PORTFOLIO DETAIL
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OSBORNE FOUNDATION IA



PAR VALUE OR SHARES	ASSET DESCRIPTION	MARKET VALUE MARKET PRICE % OF MARKET	FED TAX COST COST PER UNIT	UNREALIZED GAIN/LOSS (FED TO MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET/ YIELD TO MATURITY
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475	SCE TRUST I CUML PERP QTRLY PFD 5.625% SER CALLABLE CUSIP: 78406T201	11,210.00 23.600 0.23 %	11,803.75 24.85	593.75-	668	5.96 % 0.00 %
450	US BANCORP PERP NON-CUML FXD/FLTG PFD SER F RT=6.5%-01/15/22 THN 3M US\$LB +446.8BP QTRLY CALLABLE CUSIP: 902973833	12,645.00 28.100 0.26 %	11,250.00 25.00	1,395.00	731	5.78 % 0.00 %
325	US BANCORP NON-CUML PERP PFD SER G 6.000% FXD/FLTG CALLABLE CALLABLE CUSIP: 902973817	8,908.25 27.410 0.19 %	8,359.50 25.72	548.75	488	5.48 % 0.00 %

TOTAL PREFERRED

75,587.25 73,515.50 2,071.75 4,431 5.86 %

TOTAL PREFERRED SECURITIES

75,587.25 73,515.50 2,071.75 4,431 5.86 %

MISCELLANEOUS ASSETS

1	CLASS ACTION PENDING LEHMAN BROTHERS HLDGS INC ON RCPT OF FINAL PMT CUSIP: 997001P29	0.00 0.000 0.00 %	0.00 0.00	0.00	0	0.00 % 0.00 %
1	BANKRUPTCY PENDING MF GLOBAL REMOVAL ON RCPT OF FINAL PMT CUSIP: 997001PK2	0.00 0.000 0.00 %	0.00 0.00	0.00	0	0.00 % 0.00 %

① 1,241,901.37 See previous page

② 75,587.25

1,317,488.62 Total Corporate Bonds

FORM 990-PF	RENTAL INCOME	STATEMENT	1
KIND AND LOCATION OF PROPERTY	ACTIVITY NUMBER	GROSS RENTAL INCOME	
RENT - WFO	2	364,276.	
TOTAL TO FORM 990-PF, PART I, LINE 5A		364,276.	

FORM 990-PF	RENTAL EXPENSES	STATEMENT	2
DESCRIPTION	ACTIVITY NUMBER	AMOUNT	TOTAL
DEPRECIATION		32,687.	
ELECTRICITY - OUTSIDE		5,270.	
LOT SWEEPING		5,960.	
LANDSCAPING		14,520.	
MISCELLANEOUS		10,975.	
INSURANCE		24,232.	
MANAGEMENT FEES		21,660.	
ELECTRICITY - INSIDE		812.	
LEASING COMMISSION		7,605.	
PROPERTY TAXES		58,402.	
TENANT REPAIRS		14,957.	
PARKING LOT		4,685.	
PROFESSIONAL & CONSULTING		27,080.	
SECURITY		3,240.	
ADVERTISING & PROMOTION		3,107.	
WATER & SEWER		1,020.	
- SUBTOTAL -	2		236,212.
TOTAL RENTAL EXPENSES			236,212.
NET RENTAL INCOME TO FORM 990-PF, PART I, LINE 5B			128,064.

FORM 990-PF	OTHER INCOME	STATEMENT	3
DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
OTHER INCOME	297.	297.	0.
TOTAL TO FORM 990-PF, PART I, LINE 11	297.	297.	0.

FORM 990-PF	LEGAL FEES			STATEMENT	4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
LEGAL	3,680.	3,380.	0.	300.	
TO FM 990-PF, PG 1, LN 16A	3,680.	3,380.	0.	300.	

FORM 990-PF	ACCOUNTING FEES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
ACCOUNTING FEES	18,890.	945.	0.	17,946.	
TO FORM 990-PF, PG 1, LN 16B	18,890.	945.	0.	17,946.	

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT	6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
LEASING COMMISSION	7,605.	7,605.	0.	0.	
MANAGEMENT FEES	21,660.	21,660.	0.	0.	
PROFESSIONAL & CONSULTING FEES	65,000.	6,500.	0.	58,500.	
TO FORM 990-PF, PG 1, LN 16C	94,265.	35,765.	0.	58,500.	

FORM 990-PF	TAXES			STATEMENT	7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
PROPERTY TAXES	58,402.	58,402.	0.	0.	
FOREIGN INCOME TAXES	17,364.	17,364.	0.	0.	
TAXES & LICENSES	322.	0.	0.	0.	
FEDERAL EXCISE TAX	17,222.	0.	0.	0.	
TO FORM 990-PF, PG 1, LN 18	93,310.	75,766.	0.	0.	

FORM 990-PF	OTHER EXPENSES			STATEMENT	8
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
MEMBERSHIP DUES	4,020.	482.	0.	3,538.	
BROKERAGE MANAGEMENT FEES	145,842.	145,842.	0.	0.	
INSURANCE	2,927.	0.	0.	2,927.	
PARKING	1,081.	130.	0.	951.	
TELEPHONE	718.	86.	0.	632.	
DIRECTORS EXPENSES	2,276.	1,138.	0.	1,138.	
MISCELLANEOUS EXPENSE	31.	31.	0.	0.	
OFFICE EXPENSE	5,885.	3,441.	0.	2,444.	
RENTAL EXP- ELECTRICITY OUTSIDE	5,270.	5,270.	0.	0.	
RENTAL EXP- LOT SWEEPING	5,960.	5,960.	0.	0.	
RENTAL EXP- LANDSCAPING	14,520.	14,520.	0.	0.	
RENTAL EXP- INSURANCE	24,232.	24,232.	0.	0.	
RENTAL EXP- ELECTRICITY INSIDE	812.	812.	0.	0.	
RENTAL EXP- PARKING LOT	4,685.	4,685.	0.	0.	
RENTAL EXP- REPAIRS & MAINTENANCE	19,053.	19,053.	0.	0.	
RENTAL EXP TENANT REPAIRS	6,843.	6,843.	0.	0.	
RENTAL EXP- WATER & SEWER	1,021.	1,021.	0.	0.	
PENALTIES	107.	0.	0.	0.	
SECURITY EXPENSE	3,240.	3,240.	0.	0.	
TO FORM 990-PF, PG 1, LN 23	248,523.	236,786.	0.	11,630.	

FORM 990-PF DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT STATEMENT 9

DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE	FAIR MARKET VALUE
1 DELL INTEL COMPUTER PRINTER & SCANNER FROM OFFICE DEPOT	1,579. 213.	1,579. 213.	0. 0.	0. 0.
PRINTER/SCANNER/COPIER RENOVATION OF OFFICE (TU PARKS	362. 29,957.	180. 10,038.	182. 19,919.	182. 19,919.
OFFICE EQUIPMENT OFFICE EQUIPMENT TELEPHONES	460. 2,067. 135.	460. 2,067. 135.	0. 0. 0.	0. 0. 0.
2 BRONZE CHAIRSIDE TABLES 1 WHITTAMORE SHERRILL SOFA	808. 2,859. 1,019.	808. 2,859. 1,019.	0. 0. 0.	0. 0. 0.
PULASKI CREDENZA 2 ARM CHAIRS BRONZE TEA TABLE	1,226. 458. 496.	1,226. 458. 496.	0. 0. 0.	0. 0. 0.
1 LA BARGE ESUIROR 10 CONFERENCE CHAIRS TABLE TOP AND BASE	496. 3,450. 697.	496. 3,450. 697.	0. 0. 0.	0. 0. 0.
2 DOOR CABINET 2 GREEN MARBLE LAMPS OUR TOWN PRINTS (STAMPERS)	559. 998. 698.	559. 998. 698.	0. 0. 0.	0. 0. 0.
2 FEATHERLIGHT HURRICANE LAMPS STYLECRAFT DESK LAMP	330. 110. 85.	330. 110. 85.	0. 0. 0.	0. 0. 0.
MAHOGANY TYPING TABLE 48 IN ROUND TOP &CYLINDER BASE	340. 559. 684.	340. 559. 684.	0. 0. 0.	0. 0. 0.
TWO DOOR CABINET FRAMING PRINTS HANDMADE WINDOW DRAPERIES	1,279. 2,293. 736.	1,279. 2,293. 736.	0. 0. 0.	0. 0. 0.
2 HANDMADE RUGS FRAMING 3 CALENDAR PHOTOS SOFTWARE- GRANT LIFECYLE	8,000. 2,181. 1,377.	1,333. 218. 138.	6,667. 1,963. 1,239.	6,667. 1,963. 1,239.
HP 8300 COMPAQ ELITE & MONITOR HP LASER JET PRO 400 PRINTER	66,015.	36,045.	29,970.	29,970.
TO 990-PF, PART II, LN 14				

FORM 990-PF U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS STATEMENT 10

DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
SEE SCHEDULE 3	X		3,249,171.	3,249,171.
TOTAL U.S. GOVERNMENT OBLIGATIONS			3,249,171.	3,249,171.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			3,249,171.	3,249,171.

FORM 990-PF CORPORATE STOCK STATEMENT 11

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SEE SCHEDULE 2	10,874,554.	10,874,554.
TOTAL TO FORM 990-PF, PART II, LINE 10B	10,874,554.	10,874,554.

FORM 990-PF CORPORATE BONDS STATEMENT 12

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SEE SCHEDULE 3	1,317,489.	1,317,489.
TOTAL TO FORM 990-PF, PART II, LINE 10C	1,317,489.	1,317,489.

FORM 990-PF DEPRECIATION OF ASSETS HELD FOR INVESTMENT STATEMENT 13

DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
RENOVATIONS ON BRAINERD PARK - WFO, LLC	511,641.	149,761.	361,880.
IMPROVEMENTS TO OLD FLASHBACK BLDG.	261,806.	50,627.	211,179.
LANDSCAPING TO OLD FLASHBACK BLDG.	13,905.	6,953.	6,952.
PARKING LOT	85,648.	42,824.	42,824.

NEW ROOF ON SWEET BASIL BUIDLING	1,820.	267.	1,553.
ROOF-BLDG #5 EXCLUDING SWEET-BAZIL (3 UNITS)			
5841-5843	19,590.	1,507.	18,083.
ROOF-HARBOR FREIGHT	28,308.	2,179.	26,129.
ROOF - LA OLLA MEXICAN RESTURANT	18,000.	1,366.	16,634.
ROOF-HARBOR FREIGHT-LOWER LEVEL	16,465.	703.	15,762.
WFO, LLC LAND	1,054,246.	0.	1,054,246.
WFO, LLC BUILDINGS	175,708.	63,635.	112,073.
TOTAL TO FM 990-PF, PART II, LN 11	2,187,137.	319,822.	1,867,315.

FORM 990-PF	OTHER ASSETS	STATEMENT 14
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DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
LIFE INSURANCE RECEIVABLE	263,102.	263,102.	263,102.
TO FORM 990-PF, PART II, LINE 15	263,102.	263,102.	263,102.

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS STATEMENT 15
 TRUSTEES AND FOUNDATION MANAGERS

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
GENE BURNETT ONE UNION SQUARE STE 210 CHATTANOOGA, TN 37402	VICE-PRESIDENT 10.00	12,000.	0.	0.
C. DUFFY FRANCK, JR. ONE UNION SQUARE STE 210 CHATTANOOGA, TN 37402	TRUSTEE 10.00	12,000.	0.	0.
ARCH TRIMBLE ONE UNION SQUARE STE 210 CHATTANOOGA, TN 37402	SECRETARY 1.00	0.	0.	0.
SCOTT MATTICE ONE UNION SQUARE STE 210 CHATTANOOGA, TN 37402	ASST. SECRETARY & TREASURER 1.00	0.	0.	0.
GLENN STOPHEL ONE UNION SQUARE STE 210 CHATTANOOGA, TN 37402	PRESIDENT 2.00	0.	0.	0.
CHRISTINE B. SMITH ONE UNION SQUARE STE 210 CHATTANOOGA, TN 37402	TRUSTEE 0.50	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		24,000.	0.	0.

Depreciation and Amortization Detail RENT - WFO FORM 990-PF 62-6026442 STMT 18 RENT 2

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Depreciation and Amortization Detail FORM 990-PF PAGE 1 FORM 990-PF 62-6026442 990-PF STMT 18

Asset Number	Description of property							
	Date placed in service	Method/ IRC sec.	Life or rate	Line No.	Cost or other basis	Basis reduction	Accumulated depreciation/amortization	Current year deduction
11	DELL INTEL COMPUTER							
	011608SL	5.00	17		1,579.		1,500.	79.
2	PRINTER & SCANNER FROM OFFICE DEPOT							
	011608SL	5.00	17		213.		202.	11.
3	PRINTER/SCANNER/COPIER							
	072210SL	5.00	17		362.		108.	72.
4	RENOVATION OF OFFICE (TU PARKS							
	020100SL	39.00	17		29,957.		9,290.	748.
5	OFFICE EQUIPMENT							
	111996SL	7.00	17		460.		460.	0.
6	OFFICE EQUIPMENT							
	010797SL	7.00	17		2,067.		2,067.	0.
7	TELEPHONES							
	031397SL	7.00	17		135.		135.	0.
82	BRONZE CHAIRSIDE TABLES							
	093099SL	7.00	17		808.		808.	0.
91	WHITTAMORE SHERRILL SOFA							
	093099SL	7.00	17		2,859.		2,859.	0.
10	PULASKI CREDENZA							
	093099SL	7.00	17		1,019.		1,019.	0.
112	ARM CHAIRS							
	093099SL	7.00	17		1,226.		1,226.	0.
12	BRONZE TEA TABLE							
	093099SL	7.00	17		458.		458.	0.
131	LA BARGE ESUIRROR							
	093099SL	7.00	17		496.		496.	0.
14	(D)TELEPHONES (HAROLD WILSON)							
	083199SL	7.00	17		758.		758.	0.
1510	CONFERENCE CHAIRS							
	100899SL	7.00	17		3,450.		3,450.	0.
16	TABLE TOP AND BASE							
	100899SL	7.00	17		697.		697.	0.
172	DOOR CABINET							
	101499SL	7.00	17		559.		559.	0.
182	GREEN MARBLE LAMPS							
	101499SL	7.00	17		998.		998.	0.
19	OUR TOWN PRINTS (STAMPERS)							
	111699SL	7.00	17		698.		698.	0.
202	FEATHERLIGHT HURRICANE LAMPS							
	101499SL	7.00	17		330.		330.	0.
21	STYLECRAFT DESK LAMP							
	101499SL	7.00	17		110.		110.	0.
22	MAHOGANY TYPING TABLE							
	111099SL	7.00	17		85.		85.	0.
2348	IN ROUND TOP &CYLINDER BASE							
	111099SL	7.00	17		340.		340.	0.
24	TWO DOOR CABINET							
	111099SL	7.00	17		559.		559.	0.
25	FRAMING PRINTS							
	111099SL	7.00	17		684.		684.	0.
26	HANDMADE WINDOW DRAPERIES							
	100799SL	7.00	17		1,279.		1,279.	0.
272	HANDMADE RUGS							
	100899SL	7.00	17		2,293.		2,293.	0.

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05-01-12

- Current year section 179 (D) - Asset disposed

Depreciation and Amortization Detail FORM 990-PF PAGE 1 FORM 990-PF 62-6026442 990-PF STMT 18

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