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 AUG 1, 2012 , and ending JUL 31, 2013

Name of foundation: THE DEAVER PHOENIX FOUNDATION, INC.

A Employer identification number: 26-1146782

Number and street (or P O box number if mail is not delivered to street address): 1300 S. OCEAN BLVD., APT. PH-1 | Room/suite

B Telephone number: 954-563-1400

City or town, state, and ZIP code: POMPANO BEACH, FL 33062

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: [X] 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) ▶$ 3,596,702.

J Accounting method: [X] Cash ☐ Accrual ☐ Other (specify) (Part I, column (d) must be on cash basis.)

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

Part I **Analysis of Revenue and Expenses** (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)

	Line	Description	(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			N/A	
	2	Check ▶ [X] if the foundation is not required to attach Sch B				
	3	Interest on savings and temporary cash investments	26.	26.		STATEMENT 1
	4	Dividends and interest from securities	70,769.	70,769.		STATEMENT 2
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	117,979.			
	b	Gross sales price for all assets on line 6a 1,219,681.				
	7	Capital gain net income (from Part IV, line 2)		117,979.		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss)				
	11	Other income				
	12	**Total** Add lines 1 through 11	188,774.	188,774.		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	34,000.	10,200.		23,800.
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees				
	b	Accounting fees STMT 3	3,600.	1,080.		2,520.
	c	Other professional fees				
	17	Interest				
	18	Taxes STMT 4	3,645.	1,417.		0.
	19	Depreciation and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses STMT 5	23,700.	22,983.		717.
	24	**Total operating and administrative expenses** Add lines 13 through 23	64,945.	35,680.		27,037.
	25	Contributions, gifts, grants paid	49,700.			49,700.
	26	**Total expenses and disbursements.** Add lines 24 and 25	114,645.	35,680.		76,737.
	27	Subtract line 26 from line 12:				
	a	Excess of revenue over expenses and disbursements	74,129.			
	b	**Net investment income** (if negative, enter -0-)		153,094.		
	c	**Adjusted net income** (if negative, enter -0-)			N/A	

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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 (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets	1 Cash - non-interest-bearing	61,307.	115,755.	115,755.
	2 Savings and temporary cash investments	2,860.	5,923.	5,923.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock STMT 6	3,218,710.	3,235,328.	3,475,024.
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other			
	14 Land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 **Total assets** (to be completed by all filers)	3,282,877.	3,357,006.	3,596,702.
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 **Total liabilities** (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here** ▶ ☐ **and complete lines 24 through 26 and lines 30 and 31.**			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☒ **and complete lines 27 through 31.**			
	27 Capital stock, trust principal, or current funds	0.	0.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	3,282,877.	3,357,006.	
	30 **Total net assets or fund balances**	3,282,877.	3,357,006.	
	31 **Total liabilities and net assets/fund balances**	3,282,877.	3,357,006.	

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	3,282,877.
2	Enter amount from Part I, line 27a	2	74,129.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	3,357,006.
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	3,357,006.

Part IV Capital Gains and Losses for Tax on Investment Income

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

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a				
b				
c				
d				
e	1,219,681.		1,101,702.	117,979.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

	(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	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a				
b				
c				
d				
e				117,979.

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 — 117,979.

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	50,870.	3,117,608.	.016317
2010	35,859.	3,216,087.	.011150
2009	51,260.	2,935,144.	.017464
2008	27,802.	2,514,955.	.011055
2007	174,194.	2,561,362.	.068008

2	**Total** of line 1, column (d)	2	.123994
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	.024799
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	3,329,958.
5	Multiply line 4 by line 3	5	82,580.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	1,531.
7	Add lines 5 and 6	7	84,111.
8	Enter qualifying distributions from Part XII, line 4	8	76,737.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter. ________ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b		1	3,062.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		2	0.
3 Add lines 1 and 2		3	3,062.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 **Tax based on investment income** Subtract line 4 from line 3. If zero or less, enter -0-		5	3,062.
6 Credits/Payments:			
a 2012 estimated tax payments and 2011 overpayment credited to 2012	6a 2,480.		
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	2,480.
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	582.
10 **Overpayment** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶		10	
11 Enter the amount of line 10 to be: **Credited to 2013 estimated tax** ▶	**Refunded** ▶	11	

Part VII-A Statements Regarding Activities

		Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for definition)?	1b		X
*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities*			
c Did the foundation file **Form 1120-POL** for this year?	1c		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ▶ $ 0. (2) On foundation managers. ▶ $ 0.			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ 0.			
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7 Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV*	7	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ FL			
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

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

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ ROHAN P. KELLEY Telephone no. ▶ 954-563-1400

Located at ▶ 1300 SOUTH OCEAN DRIVE, APT. PH-1, POMPANO BEACH, ZIP+4 ▶ 33062

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here ▶ ☐

and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 N/A

			Yes	No
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ▶			

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

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

			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)?	1b		X
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?	1c		X

2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):

a At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? ☐ Yes ☒ No

If "Yes," list the years ▶ ______, ______, ______, ______

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

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

▶ ______, ______, ______, ______

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

			Yes	No
b	If "Yes," did it have excess business holdings in 2012 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012.)* N/A	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?	4b		X

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

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

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

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

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

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

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

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

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

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

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

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

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

If "Yes" to 6b, file Form 8870.

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

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

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 7		34,000.	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

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

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

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

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

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

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

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

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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	3,343,385.
b	Average of monthly cash balances	1b	37,283.
c	Fair market value of all other assets	1c	
d	**Total** (add lines 1a, b, and c)	1d	3,380,668.
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	3,380,668.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	50,710.
5	**Net value of noncharitable-use assets** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	3,329,958.
6	**Minimum investment return** Enter 5% of line 5	6	166,498.

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	166,498.
2a	Tax on investment income for 2012 from Part VI, line 5 2a 3,062.		
b	Income tax for 2012. (This does not include the tax from Part VI.) 2b		
c	Add lines 2a and 2b	2c	3,062.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	163,436.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	163,436.
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	163,436.

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	76,737.
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	76,737.
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	0.
6	**Adjusted qualifying distributions** Subtract line 5 from line 4	6	76,737.

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				163,436.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			25,550.	
b Total for prior years: ______ , ______ , ______		0.		
3 Excess distributions carryover, if any, to 2012:				
a From 2007				
b From 2008				
c From 2009				
d From 2010				
e From 2011				
f **Total** of lines 3a through e	0.			
4 Qualifying distributions for 2012 from Part XII, line 4: ▶ $ 76,737.				
a Applied to 2011, but not more than line 2a			25,550.	
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				51,187.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2011. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2012. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013				112,249.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7	0.			
9 **Excess distributions carryover to 2013** Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2008				
b Excess from 2009				
c Excess from 2010				
d Excess from 2011				
e Excess from 2012				

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

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

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

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

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

1 **Information Regarding Foundation Managers:**

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

NONE

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest.

NONE

2 **Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:**

Check here ▶ [X] if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

a The name, address, and telephone number or e-mail of the person to whom applications should be addressed:

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
MIDDLE TENNESSEE STATE UNIVERSITY FOUNDATION 1301 EAST MAIN STREET MURFREESBORO, TN 37132-0001	NONE	PUBLIC CHARITY	DESIGNATED FOR MIDDLE TENNESSEE STATE UNIVERSITY AEROSPACE PROGRAM SCHOLARSHIP	5,000.
THE BOOTSTRAPS FOUNDATION P.O. BOX 159220 NASHVILLE, TN 37215	NONE	PUBLIC CHARITY	DESIGNATED FOR COLLEGE SCHOLARSHIP PROGRAM	5,000.
UNIVERSITY OF FLORIDA FOUNDATION P.O. BOX 14425 GAINESVILLE, FL 32604-2425	NONE	PUBLIC CHARITY	DESIGNATED FOR COLLEGE OF LAW GRADUATE TAX PROGRAM ENDOWMENT FUND	5,000.
THE LIGHTHOUSE OF BROWARD COUNTY, INC. 650 N ANDREWS AVE FORT LAUDERDALE, FL 33311	NONE	PUBLIC CHARITY	DESIGNATED FOR THE LIGHTHOUSE FOR THE BLIND SUMMER CAMP PROGRAM	10,000.
BROWARD COUNTY LIBRARY FOUNDATION 100 S ANDREWS AVE FORT LAUDERDALE, FL 33301	NONE	PUBLIC CHARITY	DESIGNATED FOR FORT LAUDERDALE LIBRARY SUMMER READING PROGRAM	5,000.
Total SEE CONTINUATION SHEET(S)			▶ 3a	49,700.
b Approved for future payment				
NONE				
Total			▶ 3b	0.

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

Enter gross amounts unless otherwise indicated.	Unrelated business income (a) Business code	(b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	(d) Amount	(e) Related or exempt function income
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	26.	
4 Dividends and interest from securities			14	70,769.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	117,979.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0.		188,774.	0.

13 **Total.** Add line 12, columns (b), (d), and (e) 13 188,774.

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

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

Line No ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes).

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

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

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

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

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

b If "Yes," complete the following schedule.

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

Sign Here

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

Signature of officer or trustee — Date: 9-26-13 — Title: Chairman

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
ROBERT J. LISZEWSKI, C.P.A.	CPA	9/23/13		P01068796

Firm's name ▶ LISZEWSKI & LISZEWSKI, P.C. — Firm's EIN ▶ 65-0458066

Firm's address ▶ P.O. BOX 4608 CANTON, GA 30114 — Phone no. 770-721-7189

THE PHOENIX DEAVER FOUNDATION, INC.
FEIN: 26-1146782
FORM 990-PF
TAX YEAR 07/31/13

PART X, AVERAGE MONTHLY VALUES

	TOTAL INVESTMENTS	TOTAL CASH
AUG.1	3,089,467	61,307
SEP. 1	3,154,548	61,246
OCT. 1	3,213,212	21,246
NOV. 1	3,183,504	11,546
DEC. 1	3,216,493	8,446
JAN. 1	3,280,703	6,218
FEB. 1	3,389,326	21,203
MAR. 1	3,400,508	19,831
APR. 1	3,494,485	19,831
MAY 1	3,562,133	19,770
JUN. 1	3,574,500	19,770
JUL. 1	3,366,000	149,755
JUL. 31	3,480,947	115,755
AVERAGE OF MONTHLY VALUES	3,343,385	37,283
	LINE 1a	LINE 1b

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	BERNSTEIN ACCT. 888-40431 - SEE STMT	P		
b	BERNSTEIN ACCT. 888-40431 - SEE STMT	P		
c	2 SHS LIBERTY VENTURES RIGHTS - SEE STMT	P		
d	CST BRANDS C-I-L - SEE STMT	P		
e	COST BASIS ADJ TO TIE TO END COST INVENTORY	P		
f	CAPITAL GAINS DIVIDENDS			
g				
h				
i				
j				
k				
l				
m				
n				
o				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	623,952.		596,343.	27,609.
b	594,667.		505,367.	89,300.
c	25.			25.
d	10.			10.
e			<8.>	8.
f	1,027.			1,027.
g				
h				
i				
j				
k				
l				
m				
n				
o				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a				27,609.
b				89,300.
c				25.
d				10.
e				8.
f				1,027.
g				
h				
i				
j				
k				
l				
m				
n				
o				

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter "-0-" in Part I, line 7 }	2	117,979.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8	3	N/A

223591
05-01-12

THE DEAVER PHOENIX FOUNDATION, INC. (888-40431)

Capital Gains

August 01, 2012 to July 31, 2013
Reporting Currency: US dollars

Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain Or Loss
Short Term Non-Covered								
05/17/2012	08/08/2012	50	AMGEN INC	81.36	71.38	4,067.95	3,569.00	$498.95
08/11/2011	08/08/2012	50	BP PLC-SPONS ADR	42.21	39.65	2,110.39	1,982.60	$127.79
02/16/2012	08/08/2012	25	BORGWARNER INC	69.42	81.83	1,735.50	2,045.72	$(310.22)
08/12/2011	08/08/2012	100	CENTURYLINK INC	41.92	34.48	4,192.44	3,448.40	$744.04
12/02/2011	08/08/2012	50	CIT GROUP INC	37.92	33.99	1,896.08	1,699.55	$196.53
09/21/2011	08/08/2012	220	CBRE GROUP INC	17.94	13.85	3,946.23	3,047.79	$898.44
02/13/2012	08/08/2012	100	CBRE GROUP INC	17.94	17.92	1,793.74	1,791.71	$2.03
11/01/2011	08/08/2012	50	COVIDIEN PLC	56.91	45.26	2,845.62	2,262.88	$582.74
01/05/2012	08/08/2012	50	COVIDIEN PLC	56.91	45.16	2,845.62	2,258.06	$587.56
10/20/2011	08/08/2012	40	COVIDIEN PLC	56.91	44.44	2,276.50	1,777.66	$498.84
08/23/2011	08/08/2012	55	DTE ENERGY COMPANY	60.56	48.27	3,330.97	2,655.07	$675.90
10/12/2011	08/08/2012	25	DEVON ENERGY CORPORATION	59.14	60.44	1,478.50	1,511.08	$(32.58)
09/09/2011	08/08/2012	55	DOLLAR GENERAL CORP	52.04	34.65	2,862.32	1,905.57	$956.75
01/10/2012	08/08/2012	40	DOLLAR GENERAL CORP	52.04	40.54	2,081.69	1,621.70	$459.99
09/22/2011	08/08/2012	40	DOLLAR GENERAL CORP	52.04	36.77	2,081.68	1,470.65	$611.03
11/25/2011	08/08/2012	35	DOLLAR GENERAL CORP	52.04	38.48	1,821.47	1,346.88	$474.59
03/21/2012	08/08/2012	55	DIRECTV	49.75	48.11	2,736.46	2,645.96	$90.50
01/30/2012	08/08/2012	50	EMERSON ELECTRIC CO	50.00	51.41	2,499.87	2,570.56	$(70.69)
02/07/2012	08/08/2012	5	EMERSON ELECTRIC CO	50.00	51.92	249.99	259.62	$(9.63)
02/01/2012	08/08/2012	45	EMERSON ELECTRIC CO	50.00	52.27	2,249.87	2,352.37	$(102.50)
03/12/2012	08/08/2012	15	FLOWSERVE CORPORATION	126.98	114.63	1,904.73	1,719.44	$185.29
08/12/2011	08/08/2012	35	FMC TECHNOLOGIES INC	47.15	40.71	1,650.10	1,424.68	$225.42
02/13/2012	08/08/2012	49	GOLDMAN SACHS GROUP INC	102.54	115.16	5,024.58	5,642.87	$(618.29)
09/06/2011	08/08/2012	78	JPMORGAN CHASE & CO	37.11	33.41	2,894.37	2,605.90	$288.47
03/26/2012	08/08/2012	34	JPMORGAN CHASE & CO	37.11	45.89	1,261.65	1,560.42	$(298.77)
05/29/2012	08/08/2012	175	KIMBERLY-CLARK CORP	83.15	79.74	14,551.86	13,955.04	$596.82
03/06/2012	08/08/2012	175	LIBERTY INTERACTIVE CORP-A	19.22	18.53	3,363.50	3,242.58	$120.92
10/07/2011	08/08/2012	35	LAM RESEARCH CORP	35.52	40.82	1,243.20	1,428.73	$(185.53)
11/01/2011	08/08/2012	35	LAM RESEARCH CORP	35.52	42.14	1,243.20	1,474.75	$(231.55)
09/21/2011	08/08/2012	75	MARVELL TECHNOLOGY GROUP LT	11.81	15.00	885.47	1,124.98	$(239.51)
11/01/2011	08/08/2012	125	MARVELL TECHNOLOGY GROUP LT	11.81	13.58	1,475.79	1,697.00	$(221.21)
10/20/2011	08/08/2012	125	MARVELL TECHNOLOGY GROUP LT	11.81	13.32	1,475.79	1,664.40	$(188.61)
11/15/2011	08/08/2012	100	MARVELL TECHNOLOGY GROUP LT	11.81	14.82	1,180.63	1,482.39	$(301.76)

THE DEAVER PHOENIX FOUNDATION, INC. (888-40431)

Capital Gains

August 01, 2012 to July 31, 2013
Reporting Currency. US dollars

Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain Or Loss
08/25/2011	08/08/2012	75	MARATHON PETROLEUM CORP	48.87	34.63	3,665.01	2,597 42	$1,067 59
09/27/2011	08/08/2012	50	MARATHON PETROLEUM CORP	48.87	30.80	2,443.34	1,540 09	$903 25
12/22/2011	08/08/2012	50	MARATHON PETROLEUM CORP	48.87	33.23	2,443 34	1,661.44	$781 90
10/18/2011	08/08/2012	500	MICRON TECHNOLOGY INC	6.87	5.68	3,435.30	2,837 70	$597 60
10/21/2011	08/08/2012	30	PVH CORP	83 87	69.82	2,516 19	2,094 52	$421 67
10/27/2011	08/08/2012	25	PVH CORP	83.87	72.47	2,096.83	1,811 67	$285 16
12/22/2011	08/08/2012	25	PVH CORP	83.87	68.67	2,096.83	1,716 82	$380 01
12/09/2011	08/08/2012	50	ORACLE CORP	31.16	31.67	1,558.08	1,583 42	$(25 34)
02/17/2012	08/08/2012	20	PERRIGO INC	115.34	95.05	2,306.74	1,900 93	$405 81
02/22/2012	08/08/2012	20	PERRIGO INC	115.34	94.77	2,306.73	1,895 31	$411 42
12/09/2011	08/08/2012	15	PERRIGO INC	115.34	99.85	1,730.05	1,497.68	$232 37
11/18/2011	08/08/2012	50	QUALCOMM INC	61.32	55.95	3,065.94	2,797 28	$268 66
10/11/2011	08/08/2012	85	TRW AUTOMOTIVE HOLDINGS CORP	41.25	38.80	3,506.21	3,297 99	$208 22
01/09/2012	08/08/2012	65	VERTEX PHARMACEUTICALS INC	50.71	35.29	3,295.83	2,293 94	$1,001 89
06/01/2012	08/08/2012	50	YUM! BRANDS INC	66.54	66.80	3,327.00	3,339 78	$(12 78)
09/13/2011	08/09/2012	20	ALLERGAN INC	85.63	79.25	1,712.65	1,585 01	$127 64
10/31/2011	08/09/2012	85	GENERAL MILLS INC	38.53	39.03	3,275.17	3,317 93	$(42 76)
11/18/2011	08/09/2012	50	GENERAL MILLS INC	38.53	38 81	1,926.58	1,940 42	$(13 84)
01/10/2012	08/09/2012	50	GENERAL MILLS INC	38.53	40.25	1,926.57	2,012.63	$(86 06)
08/31/2011	08/09/2012	25	ROCKWELL AUTOMATION INC	70.85	64.23	1,771.13	1,605 76	$165 37
08/15/2011	08/09/2012	25	ROCKWELL AUTOMATION INC	70.85	65.08	1,771.14	1,627 00	$144 14
11/21/2011	08/09/2012	20	ROCKWELL AUTOMATION INC	70.85	68.64	1,416.91	1,372 83	$44 08
01/10/2012	08/10/2012	60	STRYKER CORP	52.93	52.14	3,176.00	3,128.40	$47 60
01/12/2012	08/10/2012	45	STRYKER CORP	52.93	52.39	2,382.01	2,357.60	$24 41
02/15/2012	08/10/2012	35	STRYKER CORP	52.93	53.87	1,852.67	1,885 42	$(32 75)
01/23/2012	08/10/2012	30	STRYKER CORP	52.93	52.80	1,588 00	1,584 14	$3 86
02/21/2012	08/13/2012	95	CENTERPOINT ENERGY INC	20.87	19.03	1,982.35	1,807 56	$174 79
10/24/2011	08/13/2012	130	CENTERPOINT ENERGY INC	20.87	21.24	2,712.70	2,761 20	$(48 50)
02/02/2012	08/14/2012	45	LEAR CORP	39.98	42 69	1,799.10	1,921.23	$(122 13)
08/16/2011	08/16/2012	23	GILEAD SCIENCES INC	57.12	38.58	1,313.68	887 26	$426 42
12/16/2011	08/17/2012	50	HERSHEY CO/THE	72.13	59.35	3,606 50	2,967 33	$639 17
02/14/2012	08/17/2012	35	HERSHEY CO/THE	72.13	60.45	2,524.55	2,115 65	$408 90
02/21/2012	08/17/2012	30	HERSHEY CO/THE	72.13	60.62	2,163.90	1,818 52	$345 38
01/11/2012	08/17/2012	25	HERSHEY CO/THE	72.13	60 99	1,803.25	1,524 84	$278 41

Reporting Currency: US dollars

Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain Or Loss
02/15/2012	08/21/2012	45	INFORMATICA CORPORATION	31.02	47.98	1,396.05	2,158 88	$(762 83)
09/12/2011	08/23/2012	75	CENTURYLINK INC	41.56	33.16	3,117.06	2,486 75	$630 31
10/10/2011	08/23/2012	100	CENTURYLINK INC	41.56	33.48	4,156.08	3,347 91	$808 17
03/06/2012	08/28/2012	40	MCKESSON CORP	87.46	82.38	3,498.40	3,295 32	$203 08
03/22/2012	08/28/2012	25	MCKESSON CORP	87.46	86.39	2,186.50	2,159 81	$26.69
05/09/2012	08/28/2012	25	MCKESSON CORP	87.46	89.26	2,186.50	2,231 41	$(44 91)
11/07/2011	08/28/2012	160	NEWELL RUBBERMAID INC	17.36	15.76	2,777.52	2,522 11	$255 41
09/22/2011	08/29/2012	150	GANNETT CO	15.06	8.47	2,259.00	1,270 67	$988 33
12/14/2011	08/29/2012	125	GANNETT CO	15.06	12.82	1,882.50	1,602 01	$280 49
01/25/2012	09/10/2012	40	LAS VEGAS SANDS CORP	44.00	48.96	1,759.88	1,958 53	$(198 65)
02/17/2012	09/10/2012	35	LAS VEGAS SANDS CORP	44.00	53.06	1,539.90	1,856.93	$(317 03)
03/06/2012	09/10/2012	5	VISA INC - CLASS A SHRS	129.01	115.19	645.06	575 96	$69 10
10/07/2011	09/20/2012	50	APPLIED MATERIALS INC	11.42	10.83	571.04	541.36	$29 68
05/23/2012	09/20/2012	50	FAMILY DOLLAR STORES	64.06	64 48	3,202.97	3,224 21	$(21 24)
08/08/2012	09/21/2012	75	PEPSICO INC	70.80	72.69	5,310.11	5,451 62	$(141 51)
08/08/2012	09/21/2012	175	XCEL ENERGY INC	27.32	28.83	4,781.37	5,045 51	$(264 14)
08/23/2012	09/24/2012	50	HALLIBURTON CO	35.60	34.30	1,779.75	1,715.07	$64 68
08/14/2012	09/24/2012	175	HALLIBURTON CO	35.60	35.09	6,229.13	6,140 10	$89.03
10/07/2011	09/28/2012	50	GENERAL MOTORS CO	22.81	22.73	1,140.70	1,136 60	$4 10
02/24/2012	10/05/2012	75	EDISON INTERNATIONAL	47.31	42.15	3,548.50	3,161.20	$387 30
08/08/2012	10/05/2012	75	EDISON INTERNATIONAL	47.31	44.58	3,548.50	3,343 75	$204 75
09/04/2012	10/05/2012	125	EDISON INTERNATIONAL	47.31	43.92	5,914.16	5,490 38	$423 78
03/12/2012	10/05/2012	73	GILEAD SCIENCES INC	69.57	46.26	5,078.86	3,377.34	$1,701 52
08/21/2012	10/08/2012	50	MONDELEZ INTERNATIONAL-W/I	27.62	26.87	1,380.84	1,343 57	$37 27
08/08/2012	10/08/2012	100	MONDELEZ INTERNATIONAL-W/I	27.62	26.86	2,761.67	2,685 84	$75 83
08/08/2012	10/15/2012	125	US BANCORP	33.50	33.07	4,187.78	4,133.24	$54 54
08/16/2012	10/23/2012	50	MICROSOFT CORP	28.03	30.45	1,401.59	1,522 67	$(121 08)
08/08/2012	10/23/2012	150	MICROSOFT CORP	28.03	30.42	4,204.79	4,563 63	$(358 84)
08/22/2012	10/23/2012	25	UNITED TECHNOLOGIES CORP	77.59	79.45	1,939.75	1,986 37	$(46 62)
03/15/2012	10/26/2012	40	APOLLO GROUP INC-CL A	19.78	42.30	791.21	1,691 86	$(900 65)
12/14/2011	10/26/2012	110	APOLLO GROUP INC-CL A	19.78	49.73	2,175 81	5,470 22	$(3,294 41)
11/16/2011	10/26/2012	200	GENERAL MOTORS CO	23.30	23.01	4,659.40	4,602.39	$57 01
05/30/2012	10/26/2012	100	GENERAL MOTORS CO	23.30	22.40	2,329.70	2,240 00	$89.70
08/08/2012	10/26/2012	16	PRICELINE.COM INC	580.81	567.96	9,292 95	9,087 43	$205 52

Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain Or Loss
08/08/2012	11/01/2012	50	AMERICAN EXPRESS CO	56.91	58.35	2,845 41	2,917 58	$(72 17)
08/08/2012	11/08/2012	125	ENTERGY CORP	65.18	71.74	8,147.26	8,968.11	$(820 85)
08/08/2012	11/08/2012	25	MCDONALD'S CORP	86.20	87.57	2,154.96	2,189 37	$(34.41)
08/08/2012	11/09/2012	100	ABBOTT LABORATORIES	64.43	66.09	6,443.43	6,608.58	$(165 15)
08/08/2012	11/09/2012	14	AUTOZONE INC	377.83	366.30	5,289.67	5,128 18	$161 49
08/08/2012	11/09/2012	125	WALGREEN CO	32.76	36.08	4,094.56	4,510 05	$(415 49)
05/22/2012	11/12/2012	45	TYSON FOODS INC-CL A	16.88	19.42	759.78	873 88	$(114.10)
02/07/2012	11/13/2012	25	EMERSON ELECTRIC CO	50.23	51.92	1,255.74	1,298.07	$(42.33)
02/24/2012	11/13/2012	25	EMERSON ELECTRIC CO	50.23	50.94	1,255.73	1,273 59	$(17 86)
04/25/2012	11/16/2012	55	EMERSON ELECTRIC CO	48.06	51.19	2,643.22	2,815 62	$(172 40)
08/29/2012	11/16/2012	50	EMERSON ELECTRIC CO	48.06	51.53	2,402.92	2,576.45	$(173 53)
03/16/2012	11/16/2012	35	EMERSON ELECTRIC CO	48.06	52.40	1,682.05	1,834.09	$(152 04)
04/26/2012	11/16/2012	100	EMERSON ELECTRIC CO	48.06	51.76	4,805.85	5,176.36	$(370 51)
02/24/2012	11/16/2012	10	EMERSON ELECTRIC CO	48.06	50.94	480.59	509 43	$(28 84)
08/08/2012	12/03/2012	125	LAS VEGAS SANDS CORP	47.03	39.96	5,878.56	4,994 48	$884 08
04/23/2012	12/12/2012	5	COACH INC	56.46	74.62	282.29	373 11	$(90 82)
04/11/2012	12/12/2012	45	COACH INC	56.46	73.62	2,540.61	3,312 74	$(772.13)
12/23/2011	12/12/2012	175	CISCO SYSTEMS INC	19.79	18.31	3,462.76	3,204.25	$258 51
08/14/2012	12/21/2012	100	BMC SOFTWARE INC	40.81	41.22	4,081.18	4,122.14	$(40 96)
08/15/2012	12/21/2012	75	CLOROX COMPANY	74.42	72.07	5,581.45	5,405 24	$176 21
08/21/2012	12/21/2012	50	CLOROX COMPANY	74.42	72.29	3,720.96	3,614.56	$106 40
08/08/2012	12/21/2012	50	O'REILLY AUTOMOTIVE INC	90.20	86.93	4,509.95	4,346 25	$163 70
08/08/2012	12/21/2012	125	WALGREEN CO	36.39	36.08	4,548.18	4,510 05	$38 13
08/09/2012	12/28/2012	175	AMEREN CORPORATION	30.62	34.39	5,358.97	6,017 81	$(658 84)
10/26/2012	01/09/2013	25	STARZ - A	121.26	111.17	3,031 51	2,779 34	$252 17
06/01/2012	01/09/2013	30	SHERWIN-WILLIAMS CO/THE	162.23	125.04	4,866.88	3,751 32	$1,115 56
09/19/2012	01/09/2013	25	UNITED TECHNOLOGIES CORP	84.53	81.22	2,113 28	2,030 47	$82 81
08/22/2012	01/09/2013	25	UNITED TECHNOLOGIES CORP	84.53	79.45	2,113.29	1,986.37	$126 92
09/07/2012	01/09/2013	25	UNITED TECHNOLOGIES CORP	84.53	79.38	2,113.29	1,984 41	$128 88
11/16/2012	01/10/2013	25	PARTNERRE LTD	83.14	77.55	2,078.39	1,938 75	$139 64
10/26/2012	01/16/2013	50	STARZ - A	15.73	12.73	786.34	636 40	$149 94
08/08/2012	01/22/2013	100.054	AB DISCOVERY VALUE FUND CL ADV	18.49	16.79	1,850.00	1,679 91	$170 09
02/14/2012	01/24/2013	30	NATIONAL - OILWELL INC	73.57	83.52	2,207.09	2,505 63	$(298 54)
05/31/2012	02/01/2013	35	MCKESSON CORP	103.90	87.59	3,636.38	3,065 65	$570 73

THE DEAVER PHOENIX FOUNDATION, INC. (888-40431)

Capital Gains

August 01, 2012 to July 31, 2013
Reporting Currency: US dollars

Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain Or Loss
08/08/2012	02/01/2013	250	NV ENERGY INC	18.98	18.15	4,744.60	4,536.93	$207.67
03/19/2012	02/01/2013	75	TIBCO SOFTWARE INC	23.79	30.86	1,783.93	2,314.18	$(530.25)
04/05/2012	02/01/2013	75	TIBCO SOFTWARE INC	23.79	32.42	1,783.93	2,431.31	$(647.38)
05/24/2012	02/01/2013	30	TIBCO SOFTWARE INC	23.79	29.58	713.57	887.40	$(173.83)
03/19/2012	02/01/2013	20	TIBCO SOFTWARE INC	23.79	30.86	475.71	617.12	$(141.41)
05/21/2012	02/06/2013	50	PROCTER & GAMBLE CO	75.45	63.24	3,772.72	3,162.00	$610.72
08/08/2012	02/07/2013	6	CHIPOTLE MEXICAN GRILL-CL A	316.24	299.21	1,897.45	1,795.25	$102.20
10/08/2012	02/07/2013	50	HARRIS CORP	46.49	51.69	2,324.73	2,584.45	$(259.72)
05/31/2012	02/07/2013	35	INTL BUSINESS MACHINES CORP	199.60	193.60	6,986.07	6,775.90	$210.17
09/19/2012	02/12/2013	250	BB&T CORP	30.47	33.64	7,618.28	8,410.35	$(792.07)
01/08/2013	02/12/2013	75	MARSH & MCLENNAN COS INC	35.50	35.00	2,662.62	2,624.75	$37.87
12/28/2012	02/12/2013	125	MARSH & MCLENNAN COS INC	35.50	34.38	4,437.70	4,296.99	$140.71
03/12/2012	02/13/2013	50	ASTRAZENECA PLC-SPONS ADR	45.88	45.16	2,293.83	2,257.94	$35.89
12/07/2012	02/19/2013	25	ULTA SALON COSMETICS & FRAGRAN	85.26	100.20	2,131.54	2,504.90	$(373.36)
11/09/2012	02/27/2013	75	DIRECTV	48.61	49.07	3,645.57	3,680.35	$(34.78)
03/07/2012	03/01/2013	5	VISA INC - CLASS A SHRS	158.02	115.34	790.08	576.71	$213.37
03/06/2012	03/01/2013	10	VISA INC - CLASS A SHRS	158.02	115.19	1,580.15	1,151.93	$428.22
11/08/2012	03/06/2013	15	LINKEDIN CORP - A	174.36	99.60	2,615.35	1,494.01	$1,121.34
04/30/2012	03/07/2013	40	COACH INC	48.65	73.14	1,946.18	2,925.74	$(979.56)
05/23/2012	03/07/2013	30	COACH INC	48.65	67.77	1,459.64	2,033.03	$(573.39)
04/23/2012	03/07/2013	30	COACH INC	48.65	74.62	1,459.64	2,238.66	$(779.02)
05/24/2012	03/14/2013	5	F5 NETWORKS INC	91.58	109.62	457.91	548.08	$(90.17)
04/16/2012	03/14/2013	20	F5 NETWORKS INC	91.58	122.82	1,831.64	2,456.35	$(624.71)
04/03/2012	03/14/2013	125	MGM RESORTS INTERNATIONAL	13.31	13.85	1,663.31	1,731.25	$(67.94)
06/01/2012	03/15/2013	15	SHERWIN-WILLIAMS CO/THE	169.49	125.04	2,542.34	1,875.66	$666.68
05/31/2012	03/19/2013	50	MCKESSON CORP	105.82	87.59	5,290.85	4,379.50	$911.35
05/17/2012	03/21/2013	50	AMGEN INC	94.02	71.38	4,700.94	3,569.00	$1,131.94
01/07/2013	03/22/2013	50	HARRIS CORP	44.01	50.15	2,200.30	2,507.62	$(307.32)
10/08/2012	03/22/2013	50	HARRIS CORP	44.01	51.69	2,200.31	2,584.44	$(384.13)
06/01/2012	03/22/2013	25	SHERWIN-WILLIAMS CO/THE	168.54	125.04	4,213.62	3,126.09	$1,087.53
05/22/2012	03/25/2013	25	TYSON FOODS INC-CL A	24.15	19.42	603.63	485.49	$118.14
05/22/2012	03/25/2013	75	TYSON FOODS INC-CL A	24.15	19.42	1,810.89	1,456.47	$354.42
09/25/2012	03/25/2013	50	TYSON FOODS INC-CL A	24.15	16.05	1,207.26	802.45	$404.81
12/13/2012	03/25/2013	50	ULTA SALON COSMETICS & FRAGRAN	77.47	94.57	3,873.44	4,728.71	$(855.27)

THE DEAVER PHOENIX FOUNDATION, INC. (888-40431)
Capital Gains

August 01, 2012 to July 31, 2013
Reporting Currency: US dollars

Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain Or Loss
08/08/2012	04/08/2013	125	ASTRAZENECA PLC-SPONS ADR	50.41	47.21	6,300.74	5,901 18	$399 56
06/08/2012	04/11/2013	50	EXXON MOBIL CORP	88.69	80.16	4,434.30	4,007.79	$426 51
08/08/2012	04/11/2013	25	IDEXX LABS CORP	91 03	89.57	2,275.74	2,239 14	$36 60
08/08/2012	04/19/2013	75	TIBCO SOFTWARE INC	18.58	28.69	1,393.80	2,151.38	$(757 58)
05/24/2012	04/19/2013	50	TIBCO SOFTWARE INC	18.58	29.58	929.20	1,479.00	$(549 80)
08/08/2012	04/23/2013	25	IDEXX LABS CORP	86.90	89.57	2,172 59	2,239 13	$(66 54)
06/08/2012	04/24/2013	25	EXXON MOBIL CORP	89.62	80.16	2,240.44	2,003.90	$236 54
02/06/2013	04/25/2013	75	INTUIT INC	56.05	62.73	4,203.75	4,704 86	$(501 11)
08/14/2012	05/01/2013	75	EATON CORP PLC	59.55	45.69	4,466.46	3,427 06	$1,039 40
05/21/2012	05/03/2013	75	ALTRIA GROUP INC	36.69	31.79	2,751.71	2,384 25	$367 46
02/14/2013	05/03/2013	5	CST BRANDS INC	29.73	40.85	148.63	204 23	$(55 60)
01/24/2013	05/03/2013	28	CST BRANDS INC	29.73	29.41	832 35	823 40	$8 95
09/25/2012	05/10/2013	75	TYSON FOODS INC-CL A	24.76	16.05	1,856.73	1,203 68	$653.05
10/11/2012	05/10/2013	25	TYSON FOODS INC-CL A	24.76	16.22	618.91	405.59	$213 32
05/21/2012	05/14/2013	25	PHILIP MORRIS INTERNATIONAL	94.53	84.50	2,363.34	2,112 45	$250 89
05/21/2012	05/16/2013	25	PHILIP MORRIS INTERNATIONAL	95.94	84.50	2,398.46	2,112.45	$286 01
08/20/2012	05/16/2013	150	US BANCORP	34 38	33.08	5,156 28	4,961.60	$194 68
08/08/2012	05/16/2013	125	US BANCORP	34.38	33.07	4,296.90	4,133 24	$163 66
02/07/2013	05/16/2013	100	US BANCORP	34.38	33.49	3,437.52	3,348 67	$88 85
01/09/2013	05/17/2013	15	GOLDMAN SACHS GROUP INC	157.84	133.64	2,367.62	2,004 56	$363 06
08/08/2012	05/17/2013	75	MERCK & CO INC.	45.53	43.92	3,414.53	3,294 17	$120 36
09/19/2012	05/17/2013	100	MEDTRONIC INC	49.55	42.91	4,954.73	4,290.81	$663 92
09/12/2012	05/17/2013	50	MICROSOFT CORP	34.35	30.91	1,717.43	1,545 58	$171 85
08/16/2012	05/17/2013	25	MICROSOFT CORP	34.35	30.45	858.72	761 34	$97 38
01/04/2013	05/17/2013	25	JM SMUCKER CO/THE	102.29	89.85	2,557.31	2,246 16	$311 15
10/11/2012	05/20/2013	100	TYSON FOODS INC-CL A	24.90	16.22	2,490.44	1,622 34	$868 10
02/22/2013	05/21/2013	25	MONSANTO CO	107.31	98.94	2,682.85	2,473 56	$209 29
08/08/2012	06/10/2013	50	IDEXX LABS CORP	84.20	89.57	4,210.15	4,478 27	$(268.12)
08/08/2012	06/13/2013	25	F5 NETWORKS INC	74.27	101.58	1,856.70	2,539 40	$(682 70)
01/31/2013	06/13/2013	25	F5 NETWORKS INC	74.27	104.94	1,856.69	2,623 48	$(766 79)
04/02/2013	06/17/2013	50	CAMPBELL SOUP CO	45.08	46.10	2,253.84	2,305 00	$(51 16)
03/27/2013	06/20/2013	250	SAFEWAY INC	23.21	26.25	5,801.70	6,561 88	$(760 18)
05/01/2013	06/24/2013	25	ALLERGAN INC	83.73	99.54	2,093.24	2,488 53	$(395 29)
12/12/2012	06/24/2013	200	BANK OF AMERICA CORP	12.41	10.62	2,481.16	2,123 04	$358 12

Reporting Currency: US dollars

Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain Or Loss
08/23/2012	06/24/2013	10	BIOGEN IDEC INC	202.36	145.07	2,023.61	1,450 72	$572 89
08/08/2012	06/24/2013	25	BECTON DICKINSON & CO	97.02	75.66	2,425.62	1,891.47	$534 15
08/08/2012	06/24/2013	5	CHIPOTLE MEXICAN GRILL-CL A	358.96	299.21	1,794.80	1,496.04	$298 76
11/16/2012	06/24/2013	50	DISCOVER FINANCIAL SERVICES	45.70	39.03	2,285.21	1,951 60	$333 61
12/26/2012	06/24/2013	25	EVEREST RE GROUP LTD	124.44	108.92	3,110.96	2,723 09	$387 87
10/31/2012	06/24/2013	150	FORD MOTOR CO	14.80	10.87	2,219.54	1,630 65	$588 89
09/04/2012	06/24/2013	15	INTERCONTINENTALEXCHANGE INC	173.51	135.39	2,602.58	2,030 91	$571 67
10/15/2012	06/24/2013	50	KINDER MORGAN INC	36.88	34.74	1,844.17	1,736 90	$107 27
11/08/2012	06/24/2013	11	LINKEDIN CORP - A	174.13	99.60	1,915.39	1,095 60	$819 79
08/08/2012	06/24/2013	50	MACY'S INC	46.29	38.00	2,314.49	1,900 10	$414 39
03/15/2013	06/24/2013	25	MARATHON PETROLEUM CORP	70.98	87.82	1,774 61	2,195.55	$(420 94)
02/28/2013	06/24/2013	25	STERICYCLE INC	107.80	96.19	2,695.08	2,404 81	$290 27
01/04/2013	06/24/2013	25	JM SMUCKER CO/THE	100.82	89.85	2,520.47	2,246 17	$274 30
11/20/2012	06/24/2013	10	SHERWIN-WILLIAMS CO/THE	175.04	156.93	1,750.37	1,569 31	$181 06
08/08/2012	06/24/2013	50	TIME WARNER INC	56.65	42.23	2,832.33	2,111 34	$720 99
08/08/2012	06/24/2013	10	VISA INC - CLASS A SHRS	178.60	131.17	1,786.02	1,311 72	$474 30
11/02/2012	06/24/2013	25	VERTEX PHARMACEUTICALS INC	76.43	44.75	1,910.63	1,118 83	$791 80
08/08/2012	06/24/2013	173.381	AB DISCOVERY VALUE FUND CL ADV	19.61	16.79	3,400.00	2,911 07	$488 93
08/08/2012	06/24/2013	329.736	AB DISCOVERY GROWTH FND CL ADV	8.34	7.27	2,750.00	2,397 18	$352 82
01/07/2013	07/12/2013	50	FISERV INC	91.07	81.09	4,553.72	4,054 69	$499 03
12/27/2012	07/12/2013	50	FISERV INC	91.07	78.67	4,553.72	3,933.56	$620 16
05/20/2013	07/12/2013	50	FISERV INC	91.07	90.17	4,553.71	4,508 56	$45 15
03/11/2013	07/16/2013	25	EXXON MOBIL CORP	93.07	89.16	2,326.70	2,229 06	$97 64
			Subtotal For Short Term Non-Covered			**623,952.02**	**596,342.68**	**27,609.34**
Long Term Non-Covered								
06/20/2008	08/08/2012	5	APPLE INC	621.14	178.68	3,105 70	893.38	$2,212 32
05/20/2008	08/08/2012	15	APPLE INC	621.14	183 75	9,317.10	2,756 21	$6,560 89
03/07/2008	08/08/2012	10	APPLE INC	621.14	121 09	6,211 40	1,210 87	$5,000 53
05/17/2011	08/08/2012	75	BROADCOM CORP-CL A	33.90	33.33	2,542.19	2,499 47	$42 72
02/17/2011	08/08/2012	50	BROADCOM CORP-CL A	33.90	42.32	1,694.79	2,115 82	$(421 03)
03/29/2011	08/08/2012	50	BROADCOM CORP-CL A	33.90	40.73	1,694.79	2,036.71	$(341.92)
05/26/2011	08/08/2012	40	BORGWARNER INC	69.42	69.93	2,776.80	2,797 12	$(20 32)
07/22/2010	08/08/2012	75	COMCAST CORP-CLASS A	34.37	18.83	2,578.04	1,411 98	$1,166 06

Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain Or Loss
02/22/2011	08/08/2012	55	COMCAST CORP-CLASS A	34.37	25.27	1,890.56	1,389 85	$500 71
03/24/2010	08/08/2012	35	COMCAST CORP-CLASS A	34.37	18.15	1,203.08	635 25	$567 83
03/21/2011	08/08/2012	120	COMCAST CORP-CLASS A	34.37	24.09	4,124.86	2,891 23	$1,233 63
01/25/2011	08/08/2012	119	COMCAST CORP-CLASS A	34.37	23.39	4,090.48	2,782 94	$1,307 54
05/17/2011	08/08/2012	65	COVIDIEN PLC	56.91	55.95	3,699 31	3,636.48	$62 83
07/26/2011	08/08/2012	35	COVIDIEN PLC	56.91	52.41	1,991.93	1,834.46	$157.47
07/25/2011	08/08/2012	35	COVIDIEN PLC	56.91	50.53	1,991.93	1,768.60	$223 33
12/28/2010	08/08/2012	40	DEVON ENERGY CORPORATION	59.14	77.62	2,365.60	3,104 62	$(739 02)
05/05/2011	08/08/2012	25	DEVON ENERGY CORPORATION	59.14	84.32	1,478.50	2,108 00	$(629 50)
02/24/2011	08/08/2012	25	DEVON ENERGY CORPORATION	59.14	88.47	1,478.50	2,211.78	$(733 28)
01/28/2011	08/08/2012	25	DEVON ENERGY CORPORATION	59.14	84.15	1,478.50	2,103 66	$(625 16)
01/18/2011	08/08/2012	100	DIRECTV	49.75	42.63	4,975.39	4,262 93	$712 46
09/10/2009	08/08/2012	75	DANAHER CORP	53.30	33.48	3,997.52	2,511 35	$1,486 17
02/25/2011	08/08/2012	70	EMC CORP/MASS	26.71	26.85	1,869.50	1,879 37	$(9 87)
12/28/2009	08/08/2012	125	EMC CORP/MASS	26.71	17.61	3,338.40	2,201.19	$1,137 21
04/06/2010	08/08/2012	125	EMC CORP/MASS	26.71	18.55	3,338.40	2,319.28	$1,019.12
12/02/2009	08/08/2012	105	EMC CORP/MASS	26.71	16.89	2,804.26	1,773 46	$1,030 80
06/10/2010	08/08/2012	100	EMC CORP/MASS	26.71	18.32	2,670.72	1,832 24	$838 48
05/11/2011	08/08/2012	20	FLOWSERVE CORPORATION	126.98	123.70	2,539.65	2,473.99	$65 66
04/19/2011	08/08/2012	15	FLOWSERVE CORPORATION	126.98	128.95	1,904.74	1,934 19	$(29 45)
04/06/2011	08/08/2012	15	FLOWSERVE CORPORATION	126.98	131.95	1,904.74	1,979 21	$(74 47)
04/20/2010	08/08/2012	200	FORD MOTOR CO	9.33	13.85	1,866.36	2,770 50	$(904 14)
08/02/2011	08/08/2012	60	FMC TECHNOLOGIES INC	47.15	44.21	2,828.75	2,652 88	$175 87
05/31/2011	08/08/2012	40	FMC TECHNOLOGIES INC	47.15	44.39	1,885.83	1,775.78	$110 05
06/27/2008	08/08/2012	5	GOOGLE INC-CL A	641.75	525.31	3,208.76	2,626 53	$582 23
07/23/2008	08/08/2012	5	GOOGLE INC-CL A	641.75	482 65	3,208.76	2,413 23	$795 53
01/08/2008	08/08/2012	3	GOOGLE INC-CL A	641.75	650.81	1,925.26	1,952.43	$(27 17)
02/06/2008	08/08/2012	10	GOOGLE INC-CL A	641.75	508.18	6,417 53	5,081 76	$1,335 77
10/25/2010	08/08/2012	150	GANNETT CO	14.93	12.32	2,238.84	1,847 51	$391 33
09/16/2010	08/08/2012	60	JPMORGAN CHASE & CO	37.11	40.75	2,226.44	2,444 70	$(218 26)
02/14/2011	08/08/2012	50	JPMORGAN CHASE & CO	37.11	46.62	1,855.36	2,331 24	$(475 88)
08/30/2010	08/08/2012	50	JPMORGAN CHASE & CO	37.11	36.28	1,855.37	1,813.96	$41 41
03/29/2011	08/08/2012	40	JPMORGAN CHASE & CO	37.11	45.93	1,484 29	1,837 14	$(352 85)
08/27/2010	08/08/2012	38	JPMORGAN CHASE & CO	37.11	36.19	1,410.08	1,375 09	$34 99

THE DEAVER PHOENIX FOUNDATION, INC. (888-40431)

Capital Gains

August 01, 2012 to July 31, 2013
Reporting Currency· US dollars

Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain Or Loss
06/28/2010	08/08/2012	125	JOHNSON & JOHNSON	68.40	59.45	8,549.41	7,431 28	$1,118 13
05/05/2011	08/08/2012	70	LAM RESEARCH CORP	35.52	47.65	2,486.40	3,335 80	$(849 40)
08/02/2011	08/08/2012	20	MARATHON PETROLEUM CORP	48.87	43.77	977.34	875.45	$101 89
03/23/2011	08/08/2012	50	ORACLE CORP	31.16	31.14	1,558.08	1,556 98	$1 10
06/29/2011	08/08/2012	50	ORACLE CORP	31.16	32.41	1,558 09	1,620 74	$(62 65)
02/24/2011	08/08/2012	5	ORACLE CORP	31.16	32.14	155.81	160.68	$(4 87)
01/08/2008	08/08/2012	200	PFIZER INC	23.79	23.74	4,758.78	4,747.12	$11 66
01/08/2008	08/08/2012	60	SCHLUMBERGER LTD	73.46	98.68	4,407.82	5,920.54	$(1,512 72)
10/16/2008	08/08/2012	50	SCHLUMBERGER LTD	73.46	54.55	3,673 18	2,727 37	$945 81
11/11/2008	08/08/2012	15	SCHLUMBERGER LTD	73.46	49.26	1,101.95	738.92	$363 03
05/20/2011	08/08/2012	60	TRW AUTOMOTIVE HOLDINGS CORP	41.25	54.50	2,474.97	3,269 72	$(794 75)
05/17/2011	08/08/2012	50	TRANSOCEAN LTD	48.10	67.81	2,404.92	3,390.37	$(985 45)
06/30/2009	08/08/2012	45	TIME WARNER CABLE	89.01	31.66	4,005.49	1,424 86	$2,580 63
05/06/2009	08/08/2012	15	TIME WARNER CABLE	89.01	33.64	1,335.16	504 58	$830 58
04/22/2010	08/08/2012	75	WELLS FARGO & COMPANY	33.72	33.50	2,529 05	2,512.46	$16 59
04/19/2010	08/08/2012	54	WELLS FARGO & COMPANY	33.72	32.57	1,820.91	1,758 85	$62 06
01/07/2011	08/09/2012	45	ALLERGAN INC	85.63	70.16	3,853.48	3,157.37	$696 11
03/18/2011	08/09/2012	25	ALLERGAN INC	85.63	70.17	2,140.82	1,754 17	$386 65
02/10/2011	08/09/2012	25	ALLERGAN INC	85.63	72.78	2,140.82	1,819.39	$321 43
03/07/2011	08/09/2012	20	ALLERGAN INC	85.63	71.50	1,712.66	1,429 91	$282 75
05/20/2011	08/09/2012	45	GENERAL MILLS INC	38.53	39.84	1,733.92	1,792 85	$(58 93)
08/05/2011	08/09/2012	40	GENERAL MILLS INC	38.53	36.15	1,541.26	1,446.14	$95 12
05/17/2011	08/09/2012	30	GENERAL MILLS INC	38.53	39.78	1,155.95	1,193.49	$(37 54)
05/26/2011	08/14/2012	65	LEAR CORP	39.98	49.14	2,598.70	3,193 78	$(595 08)
06/28/2010	08/14/2012	60	LEAR CORP	39.98	35.34	2,398 80	2,120 17	$278 63
05/20/2011	08/15/2012	95	MCGRAW HILL FINANCIAL INC	49.05	42.83	4,659.31	4,068 55	$590 76
08/08/2011	08/16/2012	90	GILEAD SCIENCES INC	57.12	36.86	5,140 48	3,317.05	$1,823 43
01/08/2008	08/16/2012	100	PFIZER INC	23.93	23.74	2,393.36	2,373 56	$19 80
06/28/2011	08/16/2012	44	UNITEDHEALTH GROUP INC	53.26	51.61	2,343.33	2,270 76	$72 57
11/23/2010	08/16/2012	50	VIACOM INC-CLASS B	49.87	37.39	2,493 54	1,869 28	$624 26
05/04/2010	08/20/2012	35	EOG RESOURCES INC	109.61	109.42	3,836.30	3,829.69	$6 61
02/08/2010	08/24/2012	40	DANAHER CORP	53.36	35.30	2,134.36	1,411 94	$722 42
09/10/2009	08/24/2012	35	DANAHER CORP	53.36	33.48	1,867.57	1,171 96	$695 61
09/23/2010	08/27/2012	15	EOG RESOURCES INC	109.17	90.36	1,637.53	1,355.36	$282 17

THE DEAVER PHOENIX FOUNDATION, INC. (888-40431)
Capital Gains

August 01, 2012 to July 31, 2013
Reporting Currency: US dollars

Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain Or Loss
07/12/2010	08/27/2012	15	EOG RESOURCES INC	109.17	105.50	1,637.54	1,582.54	$55 00
04/12/2010	08/27/2012	25	NOBLE ENERGY INC	87.44	77.03	2,185.93	1,925.77	$260 16
02/03/2010	08/27/2012	25	NOBLE ENERGY INC	87.44	76.74	2,185.93	1,918.58	$267 35
10/25/2010	08/29/2012	100	GANNETT CO	15.06	12.32	1,506.00	1,231 67	$274 33
08/04/2011	09/10/2012	45	VISA INC - CLASS A SHRS	129.01	85.68	5,805.59	3,855.48	$1,950 11
06/30/2009	09/12/2012	30	TIME WARNER CABLE	91.83	31.66	2,754.88	949.90	$1,804 98
08/19/2009	09/13/2012	4	NVR INC	860.67	636.11	3,442.69	2,544.42	$898 27
03/25/2011	09/14/2012	55	MOODY'S CORP	43.88	32.82	2,413.32	1,805.27	$608 05
06/17/2011	09/14/2012	45	MOODY'S CORP	43.88	36.07	1,974.53	1,622 99	$351 54
06/21/2011	09/14/2012	45	MOODY'S CORP	43.88	37.96	1,974.53	1,708 30	$266 23
07/18/2011	09/20/2012	250	APPLIED MATERIALS INC	11.42	12.36	2,855.23	3,089 73	$(234 50)
05/11/2010	09/20/2012	50	THE WALT DISNEY CO.	52.65	35.71	2,632.35	1,785 62	$846 73
03/15/2011	09/27/2012	67	CITIGROUP INC	33.15	44.55	2,221.14	2,984.72	$(763 58)
02/18/2011	09/27/2012	63	CITIGROUP INC	33.15	48.79	2,088.53	3,074 06	$(985 53)
03/18/2011	09/27/2012	45	CITIGROUP INC	33.15	45.24	1,491.81	2,035 76	$(543 95)
08/16/2011	09/27/2012	52	GILEAD SCIENCES INC	66.68	38.58	3,467.36	2,005 97	$1,461.39
06/28/2011	09/28/2012	75	GENERAL MOTORS CO	22.81	30.36	1,711.04	2,276 71	$(565 67)
06/10/2011	09/28/2012	50	GENERAL MOTORS CO	22.81	28.90	1,140.69	1,444 96	$(304 27)
07/14/2011	10/23/2012	45	THE WALT DISNEY CO.	50 86	39.63	2,288.53	1,783 51	$505 02
05/11/2010	10/23/2012	30	THE WALT DISNEY CO.	50.86	35.71	1,525.68	1,071.37	$454 31
06/20/2008	10/26/2012	10	APPLE INC	608.56	178.68	6,085.58	1,786.76	$4,298 82
10/07/2011	10/26/2012	75	GENERAL MOTORS CO	23.30	22.73	1,747.28	1,704 91	$42 37
09/28/2010	11/01/2012	15	EOG RESOURCES INC	116.77	90.93	1,751.52	1,363.91	$387 61
01/08/2008	11/07/2012	45.405	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	14.28	13.28	648.39	602 98	$45 41
07/08/2010	11/07/2012	53.174	OVERLAY A PORTFOLIO CLASS 1	10.16	10.33	540.25	549 29	$(9 04)
11/04/2011	11/12/2012	75	TRANSOCEAN LTD	46.26	49.66	3,469 82	3,724 50	$(254 68)
08/01/2011	11/12/2012	50	TRANSOCEAN LTD	46.26	61.31	2,313.22	3,065.60	$(752.38)
07/14/2011	11/12/2012	50	TRANSOCEAN LTD	46.26	60.31	2,313.21	3,015 34	$(702 13)
06/30/2011	11/12/2012	155	TYSON FOODS INC-CL A	16.88	19.41	2,617.00	3,009 23	$(392 23)
01/10/2011	11/13/2012	30	INTUIT INC	59.63	47.95	1,788.94	1,438 60	$350 34
05/20/2010	11/16/2012	100	ASTRAZENECA PLC-SPONS ADR	44.39	41.22	4,439.39	4,122 16	$317 23
01/08/2008	11/16/2012	100	PFIZER INC	23.74	23.74	2,374.29	2,373 56	$0 73
09/28/2010	12/10/2012	5	EOG RESOURCES INC	117.08	90.93	585.39	454 64	$130 75
01/20/2011	12/10/2012	20	EOG RESOURCES INC	117.08	99.82	2,341.57	1,996 38	$345 19

Reporting Currency: US dollars

Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain Or Loss
08/16/2011	12/12/2012	175	NV ENERGY INC	18.67	14.55	3,266.41	2,546 13	$720 28
03/30/2011	01/07/2013	25	CITIGROUP INC	42.22	44.97	1,055 38	1,124 28	$(68 90)
03/18/2011	01/07/2013	25	CITIGROUP INC	42.22	45.24	1,055.38	1,130 97	$(75 59)
08/08/2011	01/07/2013	44	UNITEDHEALTH GROUP INC	52.03	42.64	2,289.12	1,876 20	$412 92
06/28/2011	01/07/2013	31	UNITEDHEALTH GROUP INC	52.03	51.61	1,612.79	1,599 86	$12 93
11/11/2008	01/08/2013	25	SCHLUMBERGER LTD	72.25	49.26	1,806.16	1,231 52	$574 64
09/23/2010	01/09/2013	50	ALTRIA GROUP INC	31.93	23.59	1,596.70	1,179.73	$416 97
03/23/2011	01/09/2013	100	ALTRIA GROUP INC	31.93	25.55	3,193.40	2,555 01	$638 39
08/17/2011	01/18/2013	65	LORILLARD INC	39.30	36.11	2,554.49	2,347 45	$207 04
01/08/2008	01/22/2013	1,486.620	ALLIANCEBERNSTEIN GLOBAL REAL ESTATE INVT FD II CL I	10.09	10.86	15,000.00	16,144.69	$(1,144 69)
12/21/2010	01/23/2013	35	CITRIX SYSTEMS INC	68.96	69.43	2,413.46	2,430.05	$(16.59)
10/25/2010	01/23/2013	15	CITRIX SYSTEMS INC	68.96	60.88	1,034.34	913 21	$121 13
02/22/2011	01/23/2013	75	DELTA AIR LINES INC	13.88	10.66	1,041.06	799.77	$241 29
01/28/2011	01/23/2013	175	DELTA AIR LINES INC	13.88	12.07	2,429.14	2,112.62	$316 52
01/08/2008	01/30/2013	47.700	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	13.95	13.28	665.41	633 46	$31 95
07/08/2010	01/30/2013	49.212	OVERLAY A PORTFOLIO CLASS I	10.95	10.33	538 87	508.36	$30 51
11/29/2010	02/01/2013	50	ASTRAZENECA PLC-SPONS ADR	48.54	47.31	2,426.90	2,365.44	$61 46
12/13/2010	02/01/2013	25	ASTRAZENECA PLC-SPONS ADR	48.54	48.73	1,213.45	1,218.36	$(4 91)
05/26/2010	02/01/2013	190	ASTRAZENECA PLC-SPONS ADR	48.54	40.95	9,222.22	7,779 61	$1,442 61
05/20/2010	02/01/2013	10	ASTRAZENECA PLC-SPONS ADR	48.54	41.22	485.38	412 22	$73 16
08/16/2011	02/01/2013	25	NV ENERGY INC	18.98	14.55	474.46	363 73	$110.73
12/22/2011	02/01/2013	150	NV ENERGY INC	18.98	15.88	2,846.76	2,381.64	$465 12
04/07/2011	02/06/2013	100	AT&T INC	35.37	30.48	3,536.65	3,048 21	$488 44
05/26/2010	02/06/2013	82	HEWLETT-PACKARD CO	16.67	46.25	1,366.87	3,792 60	$(2,425 73)
05/02/2008	02/06/2013	5	HEWLETT-PACKARD CO	16.67	48.04	83.35	240 19	$(156 84)
06/05/2008	02/06/2013	38	HEWLETT-PACKARD CO	16.67	48.04	633.43	1,825 56	$(1,192.13)
08/08/2011	02/07/2013	31	UNITEDHEALTH GROUP INC	57.00	42.64	1,767.09	1,321 87	$445 22
08/11/2011	02/07/2013	19	UNITEDHEALTH GROUP INC	57.00	42.81	1,083.06	813 43	$269.63
08/12/2011	02/13/2013	50	ASTRAZENECA PLC-SPONS ADR	45.88	45.11	2,293.83	2,255 69	$38 14
08/11/2011	02/13/2013	90	BP PLC-SPONS ADR	42.46	39.65	3,821.28	3,568 69	$252 59
10/11/2011	02/13/2013	75	BP PLC-SPONS ADR	42.46	38.15	3,184.40	2,860.94	$323 46
10/31/2011	02/13/2013	75	BP PLC-SPONS ADR	42.46	44.89	3,184.40	3,367 03	$(182 63)
10/06/2011	02/13/2013	50	BP PLC-SPONS ADR	42.46	36.21	2,122.94	1,810 30	$312 64
09/15/2011	02/13/2013	160	BP PLC-SPONS ADR	42.46	39.31	6,793.40	6,289.07	$504 33

Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain Or Loss
12/27/2011	02/15/2013	275	MGM RESORTS INTERNATIONAL	12.90	10.35	3,547.67	2,847.08	$700.59
12/27/2011	02/20/2013	175	MGM RESORTS INTERNATIONAL	12.95	10.35	2,267.04	1,811.78	$455.26
08/17/2011	03/06/2013	50	LORILLARD INC	38.37	36.11	1,918.65	1,805.74	$112.91
02/28/2012	03/14/2013	175	MGM RESORTS INTERNATIONAL	13.31	13.55	2,328.64	2,371.25	$(42.61)
12/27/2011	03/14/2013	125	MGM RESORTS INTERNATIONAL	13.31	10.35	1,663.31	1,294.12	$369.19
04/29/2011	03/21/2013	25	CITIGROUP INC	45.99	45.58	1,149.80	1,139.45	$10.35
04/19/2011	03/21/2013	80	CITIGROUP INC	45.99	44.74	3,679.35	3,579.44	$99.91
03/30/2011	03/21/2013	55	CITIGROUP INC	45.99	44.97	2,529.56	2,473.40	$56.16
04/29/2011	03/21/2013	15	CITIGROUP INC	45.99	45.58	689.88	683.67	$6.21
03/11/2011	03/21/2013	50	WELLPOINT INC	63.68	68.13	3,183.88	3,406.65	$(222.77)
08/17/2011	03/22/2013	50	LORILLARD INC	40.21	36.11	2,010.57	1,805.73	$204.84
10/28/2011	03/22/2013	45	LORILLARD INC	40.21	38.20	1,809.51	1,719.01	$90.50
10/05/2011	03/22/2013	105	LORILLARD INC	40.21	37.15	4,222.20	3,901.16	$321.04
10/25/2011	04/05/2013	250	MICRON TECHNOLOGY INC	9.35	5.55	2,337.50	1,386.29	$951.21
01/08/2008	04/25/2013	45.020	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	14.09	13.28	634.33	597.87	$36.46
07/08/2010	04/25/2013	47.608	OVERLAY A PORTFOLIO CLASS I	11.38	10.33	541.78	491.79	$49.99
01/10/2011	04/25/2013	5	INTUIT INC	56.05	47.95	280.25	239.77	$40.48
02/02/2011	04/25/2013	45	INTUIT INC	56.05	47.71	2,522.25	2,146.85	$375.40
08/22/2011	04/25/2013	40	INTUIT INC	56.05	43.79	2,242.00	1,751.58	$490.42
02/22/2011	04/25/2013	30	INTUIT INC	56.05	52.83	1,681.50	1,584.91	$96.59
03/15/2011	04/25/2013	30	INTUIT INC	56.05	48.91	1,681.50	1,467.29	$214.21
03/31/2009	05/01/2013	40	SCHLUMBERGER LTD	73.67	41.47	2,946.82	1,658.67	$1,288.15
11/11/2008	05/01/2013	10	SCHLUMBERGER LTD	73.67	49.26	736.71	492.61	$244.10
08/11/2011	05/01/2013	50	UNITEDHEALTH GROUP INC	59.48	42.81	2,974.01	2,140.62	$833.39
03/24/2011	05/03/2013	75	ALTRIA GROUP INC	36.69	25.82	2,751.71	1,936.51	$815.20
03/25/2011	05/03/2013	125	ALTRIA GROUP INC	36.69	25.98	4,586.19	3,247.85	$1,338.34
10/07/2011	05/03/2013	75	APPLIED MATERIALS INC	14.91	10.83	1,118.21	812.04	$306.17
10/18/2011	05/03/2013	125	APPLIED MATERIALS INC	14.91	11.56	1,863.69	1,445.20	$418.49
01/08/2008	05/03/2013	200	PFIZER INC	28.97	23.74	5,793.98	4,747.12	$1,046.86
02/03/2011	05/07/2013	100	KROGER CO	34.81	21.94	3,481.36	2,193.54	$1,287.82
08/11/2011	05/14/2013	6	UNITEDHEALTH GROUP INC	61.87	42.81	371.23	256.87	$114.36
04/12/2012	05/14/2013	39	UNITEDHEALTH GROUP INC	61.87	58.38	2,412.99	2,276.75	$136.24
04/30/2012	05/14/2013	30	UNITEDHEALTH GROUP INC	61.87	55.90	1,856.14	1,677.05	$179.09
06/14/2011	05/17/2013	23	PRECISION CASTPARTS CORP	212.02	152.70	4,876.35	3,512.00	$1,364.35

THE DEAVER PHOENIX FOUNDATION, INC. (888-40431)

Capital Gains

August 01, 2012 to July 31, 2013
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08/04/2011	05/17/2013	2	PRECISION CASTPARTS CORP	212.02	151.85	424.03	303.70	$120 33
11/15/2011	05/23/2013	425	MICRON TECHNOLOGY INC	11.33	5.35	4,817.20	2,271 80	$2,545 40
10/25/2011	05/23/2013	125	MICRON TECHNOLOGY INC	11.33	5.55	1,416 83	693.15	$723 68
02/14/2012	06/05/2013	5	NATIONAL - OILWELL INC	69.25	83.52	346.27	417 61	$(71 34)
03/28/2012	06/05/2013	25	NATIONAL - OILWELL INC	69.25	77.65	1,731.32	1,941 23	$(209 91)
02/16/2012	06/05/2013	20	NATIONAL - OILWELL INC	69.25	83.85	1,385.06	1,677 07	$(292 01)
05/21/2012	06/06/2013	75	ALTRIA GROUP INC	35.65	31.79	2,673.59	2,384.25	$289 34
02/17/2011	06/06/2013	80	KROGER CO	33.04	22 96	2,642 89	1,836 46	$806 43
02/03/2011	06/06/2013	70	KROGER CO	33.04	21.94	2,312.53	1,535 48	$777 05
05/24/2012	06/13/2013	25	F5 NETWORKS INC	74.27	109.62	1,856.69	2,740 41	$(883 72)
06/20/2008	06/17/2013	10	APPLE INC	433.70	178.68	4,337.00	1,786 75	$2,550 25
06/28/2010	06/17/2013	25	JOHNSON & JOHNSON	85.67	59.45	2,141.71	1,486.25	$655 46
10/16/2008	06/24/2013	5	APPLE INC	403.12	94.75	2,015.60	473 75	$1,541 85
12/02/2011	06/24/2013	75	CIT GROUP INC	44.11	33.99	3,308.42	2,549 33	$759 09
05/02/2011	06/24/2013	30	CITIGROUP INC	45.81	45.46	1,374.26	1,363 68	$10 58
04/29/2011	06/24/2013	20	CITIGROUP INC	45.81	45.58	916.18	911 56	$4 62
12/23/2011	06/24/2013	50	CISCO SYSTEMS INC	24.19	18.31	1,209.51	915 50	$294 01
02/08/2012	06/24/2013	50	CISCO SYSTEMS INC	24.19	20.17	1,209.50	1,008.59	$200 91
02/22/2011	06/24/2013	100	DELTA AIR LINES INC	17.53	10.66	1,752.53	1,066.35	$686 18
06/08/2012	06/24/2013	25	EXXON MOBIL CORP	89.30	80.16	2,232.48	2,003 90	$228 58
11/28/2008	06/24/2013	5	GOOGLE INC-CL A	873.26	290.15	4,366.30	1,450 76	$2,915 54
03/04/2010	06/24/2013	75	GENERAL ELECTRIC CO	23.11	16.09	1,733.48	1,207 08	$526 40
11/19/2010	06/24/2013	25	GENERAL ELECTRIC CO	23.11	16.08	577.82	402.01	$175 81
11/09/2010	06/24/2013	70	HEALTH NET INC	30.71	28.78	2,149.95	2,014 90	$135 05
06/29/2010	06/24/2013	90	HEWLETT-PACKARD CO	23.53	44.80	2,117.70	4,032.34	$(1,914 64)
02/23/2011	06/24/2013	7	HEWLETT-PACKARD CO	23.53	43.18	164.71	302 26	$(137 55)
05/26/2010	06/24/2013	3	HEWLETT-PACKARD CO	23.53	46.25	70.59	138 75	$(68 16)
05/30/2012	06/24/2013	25	HOME DEPOT INC	73.83	49.60	1,845.79	1,240.08	$605 71
03/26/2012	06/24/2013	50	JPMORGAN CHASE & CO	51.31	45.89	2,565.32	2,294.74	$270 58
07/22/2010	06/24/2013	25	JOHNSON & JOHNSON	84.97	57.45	2,124.24	1,436 20	$688 04
02/17/2011	06/24/2013	50	KROGER CO	34.20	22.96	1,709 97	1,147 79	$562 18
02/18/2011	06/24/2013	25	KROGER CO	34.20	23.01	854 98	575.30	$279 68
09/16/2010	06/24/2013	50	NOBLE ENERGY INC	60.02	38.19	3,000.94	1,909 36	$1,091 58
02/24/2011	06/24/2013	5	NOBLE ENERGY INC	60.02	44.07	300.09	220 33	$79 76

THE DEAVER PHOENIX FOUNDATION, INC. (888-40431)

Capital Gains

August 01, 2012 to July 31, 2013

Reporting Currency: US dollars

Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain Or Loss
05/21/2012	06/24/2013	25	PHILIP MORRIS INTERNATIONAL	87.89	84.50	2,197.32	2,112 45	$84 87
01/08/2008	06/24/2013	75	PFIZER INC	27.91	23.74	2,093.18	1,780 17	$313 01
06/30/2009	06/24/2013	25	PFIZER INC	27.91	15.14	697.72	378 60	$319 12
08/04/2011	06/24/2013	10	PRECISION CASTPARTS CORP	211.22	151.85	2,112.18	1,518 49	$593 69
03/29/2010	06/24/2013	40	SCHLUMBERGER LTD	71.83	63.21	2,873.06	2,528 41	$344 65
03/31/2009	06/24/2013	10	SCHLUMBERGER LTD	71.83	41.47	718.26	414.67	$303 59
06/01/2012	06/24/2013	5	SHERWIN-WILLIAMS CO/THE	175.04	125.04	875.18	625 22	$249.96
11/01/2010	06/24/2013	5	STARBUCKS CORP	64.29	28.72	321.44	143 59	$177 85
10/07/2010	06/24/2013	40	STARBUCKS CORP	64.29	26.00	2,571.48	1,039 91	$1,531 57
12/03/2009	06/24/2013	20	TIME WARNER CABLE	100.48	42.71	2,009.66	854 22	$1,155 44
03/07/2012	06/24/2013	10	VISA INC - CLASS A SHRS	178.60	115.34	1,786.02	1,153 43	$632 59
02/14/2012	06/24/2013	150	WELLS FARGO & COMPANY	39.99	30.15	5,998.31	4,523 19	$1,475 12
03/11/2011	06/24/2013	15	WELLPOINT INC	80.00	68.13	1,200.04	1,021 99	$178 05
04/08/2011	06/24/2013	10	WELLPOINT INC	80.00	68.91	800 02	689 09	$110 93
05/21/2012	06/24/2013	25	WAL-MART STORES INC	74.54	62.92	1,863.42	1,572 98	$290 44
01/08/2008	06/24/2013	953.390	ALLIANCEBERNSTEIN GLOBAL REAL ESTATE INVT FD II CL I	9.44	10.86	9,000.00	10,353 82	$(1,353 82)
12/21/2010	07/02/2013	5	CITRIX SYSTEMS INC	61.60	69.43	308.00	347 15	$(39 15)
05/16/2011	07/02/2013	25	CITRIX SYSTEMS INC	61.60	82.72	1,540.00	2,068 01	$(528 01)
03/07/2011	07/02/2013	20	CITRIX SYSTEMS INC	61.60	70.84	1,232.00	1,416 70	$(184 70)
10/26/2011	07/10/2013	60	HARLEY DAVIDSON INC	53.78	37.93	3,226.53	2,275 90	$950 63
11/02/2011	07/10/2013	10	HARLEY DAVIDSON INC	53.78	38.69	537.76	386 93	$150 83
10/18/2011	07/15/2013	50	APPLIED MATERIALS INC	16.58	11.56	829.21	578.08	$251 13
10/31/2011	07/15/2013	100	APPLIED MATERIALS INC	16.58	12.46	1,658.42	1,245.53	$412 89
06/08/2012	07/16/2013	75	EXXON MOBIL CORP	93.07	80.16	6,980.12	6,011.68	$968 44
11/19/2010	07/16/2013	150	GENERAL ELECTRIC CO	23.48	16.08	3,522.32	2,412 06	$1,110 26
02/02/2012	07/16/2013	100	GENERAL ELECTRIC CO	23.48	18.76	2,348.21	1,876.41	$471 80
08/26/2011	07/16/2013	100	GENERAL ELECTRIC CO	23.48	15.59	2,348.21	1,559.43	$788 78
12/03/2009	07/19/2013	25	TIME WARNER CABLE	116.68	42.71	2,917.09	1,067 77	$1,849 32
12/03/2009	07/23/2013	15	TIME WARNER CABLE	117.06	42.71	1,755.91	640 66	$1,115 25
11/15/2011	07/23/2013	10	TIME WARNER CABLE	117.06	60.82	1,170.60	608 17	$562 43
11/02/2011	07/25/2013	50	HARLEY DAVIDSON INC	56.49	38 69	2,824 73	1,934 62	$890 11
01/08/2008	07/26/2013	46.695	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	13.51	13.28	630.85	620.11	$10 74
07/08/2010	07/26/2013	47.969	OVERLAY A PORTFOLIO CLASS I	11.74	10.33	563.16	495 52	$67 64
03/28/2012	07/29/2013	50	NATIONAL - OILWELL INC	70.94	77.65	3,546.95	3,882 47	$(335 52)

THE DEAVER PHOENIX FOUNDATION, INC. (888-40431)

Capital Gains

August 01, 2012 to July 31, 2013
Reporting Currency: US dollars

Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain Or Loss
04/12/2012	07/29/2013	25	NATIONAL - OILWELL INC	70.94	80.28	1,773.48	2,007.04	$(233 56)
			Subtotal For Long Term Non-Covered			**594,666.57**	**505,367.46**	**89,299.11**
Zero Cost								
01/01/1950	09/17/2012	2	LIBERTY VENTURES RIGHT	12.25	0.00	24.50	0 00	$24 50
			Subtotal For Zero Cost			**24.50**	**0.00**	**24.50**
Cash in Lieu Covered								
05/10/2013	05/10/2013		CST BRANDS INC	0.00	0.00	10 47	0 00	$10 47
			Subtotal For Cash in Lieu Covered			**10.47**	**0.00**	**10.47**
LT Cap Gains Distributions From Bernstein Funds								
	12/17/2012		BERNSTEIN INTERMEDIATE DURATION PORTFOLIO			174.00		$174 00
	12/26/2012		AB DISCOVERY VALUE FUND CL ADV			853.22		$853 22
			Subtotal For LT Cap Gains Distributions From Bernstein Funds			**1,027.22**	**0.00**	**1,027.22**
			Total			**1,219,680.78**	**1,101,710.14**	**117,970.64**

Account Totals

Short Term Non-Covered Gain:	**27,609.34**
Long Term Non-Covered Gain:	**89,299.11**
Zero Cost Gain:	**24.50**
Cash in Lieu Covered Gain:	**10.47**
LT Cap Gains Distributions-Funds Gain:	**1,027.22**
Current Period Gain:	**117,970.64**

Please note that prior to 2008, long-term capital gain distributions from mutual funds can be found on the Income report.

Short-term capital gains distributions from mutual funds are treated as ordinary income for tax purposes. See the Income report for details Please see your Year-End Tax Report for your official tax record You should verify the accuracy of all calculations with your tax advisor.

THE DEAVER PHOENIX FOUNDATION, INC. 26-1146782

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
GUIDE DOGS FOR THE BLIND, INC 350 LOS RANCHITOS RD SAN RAFAEL, CA 94915-1200	NONE	PUBLIC CHARITY	DESIGNATED TO BE USED TO BENEFIT A COLORADO RESIDENT	10,000.
ST JOHNS COUNTY SCHOOL DISTRICT 40 ORANGE STREET ST. AUGUSTINE, FL 32084	NONE	PUBLIC CHARITY	DESIGNATED FOR OSCEOLA ELEMENTARY SCHOOL TO CREATE A PERFORMANCE BASED LEARNING PROJECT FOR THE FOURTH GRADE.	9,700.
Total from continuation sheets				19,700.

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05-01-12

FORM 990-PF INTERREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	AMOUNT
SANFORD BERNSTEIN ACCT #888-40431	26.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	26.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
SANFORD BERNSTEIN ACCT #888-40431	71,796.	1,027.	70,769.
TOTAL TO FM 990-PF, PART I, LN 4	71,796.	1,027.	70,769.

FORM 990-PF ACCOUNTING FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	3,600.	1,080.		2,520.
TO FORM 990-PF, PG 1, LN 16B	3,600.	1,080.		2,520.

FORM 990-PF TAXES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAX WITHHELD ON DIVIDENDS	1,417.	1,417.		0.
ESTIMATED EXCISE TAX PYMTS 7/31/2013	2,228.	0.		0.
TO FORM 990-PF, PG 1, LN 18	3,645.	1,417.		0.

FORM 990-PF OTHER EXPENSES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BANK FEES	30.	9.		21.
BROKER INVESTMENT FEES	22,675.	22,675.		0.
FILING FEES	123.	37.		86.
D&O PROF LIAB INS	872.	262.		610.
TO FORM 990-PF, PG 1, LN 23	23,700.	22,983.		717.

FORM 990-PF CORPORATE STOCK STATEMENT 6

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SEE SANFORD BERNSTEIN STMT	3,235,328.	3,475,024.
TOTAL TO FORM 990-PF, PART II, LINE 10B	3,235,328.	3,475,024.

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS STATEMENT 7

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN-SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
ROHAN KELLEY 1300 SOUTH OCEAN DRIVE, APT PH-1 POMPANO BEACH, FL 33062	CHAIRMAN AND PRESIDENT 0.81	6,000.	0.	0.
WAGNER KELLEY P.O. BOX 138 MINTURN, CO 81645	DIRECTOR 0.42	5,000.	0.	0.
TAE KELLEY BRONNER 18113 COURTNEY BREEZE WAY TAMPA, FL 33647	DIRECTOR AND VICE PRESIDEN 0.52	6,000.	0.	0.
SEAN KELLEY 685 OCEAN PALM WAY ST AUGUSTINE, FL 32080	DIRECTOR AND TREASURER 0.52	6,000.	0.	0.
SHANE KELLEY 5400 NE 31ST AVENUE FORT LAUDERDALE, FL 33308	DIRECTOR AND SECRETARY 0.52	6,000.	0.	0.
SHANNON KELLEY 3344 MAPLESIDE LANE MURFREESBORO, TN 37128	DIRECTOR 0.42	5,000.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		34,000.	0.	0.

Reporting Currency: US dollars

Quantity	Total Cost	Market Value	Unrealized Profit/(Loss)	Yield	% of Portfolio
PORTFOLIO TOTALS					
TOTAL EQUITIES	$1,908,653.25	$2,026,552.49	$117,899.24	2.03%	58.3%
TOTAL FIXED INCOME	$397,035.32	$400,336.62	$3,301.30	2.53%	11.5%
TOTAL DYNAMIC ASSET ALLOCATION OVERLAY	$929,639.84	$1,048,135.06	$118,495.22	0.65%	30.2%
PORTFOLIO VALUE	$3,235,328.41	$3,475,024.17	$239,695.76	1.67%	100.0%
EQUITIES					
TOTAL EQUITIES	$1,037,188.94	$1,270,515.02	$233,326.08	1.46%	36 6%
NON-FINANCIAL					
HOME BUILDING					
475 PULTE GROUP INC	$7,622.73	$7,899 25	$276 52	1 20%	0 2%
MISC. BUILDING					
30 SHERWIN-WILLIAMS CO/THE	$4,882.71	$5,225.10	$342 39	1 15%	0 2%
TOTAL NON-FINANCIAL	$12,505.44	$13,124.35	$618.91	1.18%	0.4%
FINANCIAL					
PROPERTY - CASUALTY INSURANCE					
100 CHUBB CORP	$8,737.35	$8,650.00	$(87.35)	2 03%	0 2%
75 PARTNERRE LTD	$6,095.91	$6,715.50	$619.59	2 68%	0 2%
Total	$14,833.26	$15,365.50	$532 24	2 32%	0 4%
MISC. FINANCIAL					
40 AFFILIATED MANAGERS GROUP INC	$5,471.31	$7,214.00	$1,742.69	—	0 2%
75 BERKSHIRE HATHAWAY INC-CL B	$6,376.57	$8,690 25	$2,313 68	—	0 3%
60 GOLDMAN SACHS GROUP INC	$8,018.22	$9,841.80	$1,823 58	1 22%	0 3%
65 VISA INC - CLASS A SHRS	$8,526.16	$11,505.65	$2,979 49	0 75%	0 3%
Total	$28,392 26	$37,251 70	$8,859.44	0 55%	1 1%
FINANCE - PERSONAL LOANS					
150 AMERICAN EXPRESS CO	$10,990 15	$11,065.50	$75.35	1 25%	0 3%
200 CAPITAL ONE FINANCIAL CORP	$10,835.02	$13,804.00	$2,968 98	1.74%	0 4%

Reporting Currency: US dollars

Quantity		Total Cost	Market Value	Unrealized Profit/(Loss)	Yield	% of Portfolio
200	DISCOVER FINANCIAL SERVICES	$7,806.38	$9,902.00	$2,095.62	1 62%	0 3%
	Total	$29,631.55	$34,771.50	$5,139.95	1 55%	1 0%
LIFE INSURANCE						
75	EVEREST RE GROUP LTD	$9,085.48	$10,014.75	$929 27	1 44%	0 3%
450	GENWORTH FINANCIAL INC-CL A	$5,586.93	$5,845.50	$258.57	—	0 2%
	Total	$14,672.41	$15,860 25	$1,187 84	0.91%	0 5%
MULTI-LINE INSURANCE						
350	AMERICAN INTERNATIONAL GROUP	$15,332 58	$15,928.50	$595 92	—	0 5%
300	FIDELITY NATIONAL FINANCIAL IN	$6,484.65	$7,344.00	$859 35	2 61%	0 2%
100	HEALTH NET INC	$2,446.06	$3,067.00	$620 94	—	0 1%
275	WELLPOINT INC	$19,008.31	$23,529.00	$4,520 69	1.75%	0 7%
	Total	$43,271.60	$49,868.50	$6,596 90	1 21%	1 4%
BANKS - NYC						
275	CIT GROUP INC	$10,341.03	$13,780.25	$3,439.22	—	0 4%
375	CITIGROUP INC	$14,590 91	$19,552.50	$4,961 59	0 08%	0 6%
200	JPMORGAN CHASE & CO	$9,889.93	$11,146.00	$1,256.07	2 73%	0 3%
	Total	$34,821.87	$44,478.75	$9,656 88	0 72%	1 3%
MAJOR REGIONAL BANKS						
1,300	BANK OF AMERICA CORP	$14,671.78	$18,980 00	$4,308 22	0 27%	0 5%
500	WELLS FARGO & COMPANY	$16,734.77	$21,750.00	$5,015.23	2 76%	0 6%
	Total	$31,406.55	$40,730 00	$9,323 45	1 60%	1 2%
TOTAL FINANCIAL		**$197,029.50**	**$238,326.20**	**$41,296.70**	**1.18%**	**6.9%**
UTILITIES						
UTILITY						
50	LIBERTY MEDIA CORP	$4,922 29	$7,186.50	$2,264 21	—	0 2%
UTILITIES						
TELEPHONE						
150	AT&T INC	$4,910.84	$5,290.50	$379 66	5 10%	0 2%
175	VERIZON COMMUNICATIONS INC	$7,726.97	$8,659 00	$932.03	4 16%	0 2%

Quantity		Total Cost	Market Value	Unrealized Profit/(Loss)	Yield	% of Portfolio
	Total	$12,637.81	$13,949.50	$1,311.69	4 52%	0 4%
ELECTRIC COMPANIES						
50	STERICYCLE INC	$4,809.61	$5,797.00	$987.39	—	0 2%
GAS DISTRIBUTORS						
425	KINDER MORGAN INC	$15,326 71	$16,048 00	$721.29	4 24%	0 5%
TOTAL UTILITIES		**$32,774.13**	**$35,794.50**	**$3,020.37**	**3.66%**	**1.0%**
CONSUMER GROWTH						
ENTERTAINMENT						
225	CBS CORP-CLASS B NON VOTING	$10,603.15	$11,889.00	$1,285 85	0 91%	0 3%
250	THE WALT DISNEY CO.	$8,741.71	$16,162.50	$7,420 79	1 16%	0 5%
175	TIME WARNER INC	$7,429.20	$10,895.50	$3,466 30	1 85%	0 3%
200	VIACOM INC-CLASS B	$8,957.80	$14,554.00	$5,596.20	1 65%	0 4%
	Total	$35,731 86	$53,501.00	$17,769.14	1 38%	1 5%
LEISURE TIME						
250	REGAL ENTERTAINMENT GROUP-A	$4,767.48	$4,712.50	$(54 98)	4 46%	0 1%
RADIO - TV BROADCASTING						
225	COMCAST CORP-CLASS A	$6,050 73	$10,143.00	$4,092 27	1 73%	0 3%
25	TIME WARNER CABLE	$1,520 41	$2,851.75	$1,331.34	—	0 1%
	Total	$7,571.14	$12,994.75	$5,423 61	1.35%	0 4%
PUBLISHING						
22	GOOGLE INC-CL A	$10,960.70	$19,527.20	$8,566.50	—	0 6%
DRUGS						
100	BIOGEN IDEC INC	$15,310.99	$21,813 00	$6,502 01	—	0 6%
50	CELGENE CORP	$5,597.43	$7,343 00	$1,745 57	—	0 2%
175	GILEAD SCIENCES INC	$9,172.50	$10,753.75	$1,581 25	—	0 3%
100	MERCK & CO. INC.	$4,496.77	$4,817 00	$320 23	3 57%	0 1%
1,100	PFIZER INC	$20,700.01	$32,153 00	$11,452.99	3 28%	0 9%
50	VERTEX PHARMACEUTICALS INC	$2,237.67	$3,990.00	$1,752 33	—	0 1%
	Total	$57,515.37	$80,869.75	$23,354 38	1 52%	2 3%

Reporting Currency:'US dollars

Quantity		Total Cost	Market Value	Unrealized Profit/(Loss)	Yield	% of Portfolio
HOSPITAL SUPPLIES						
175	ALLERGAN INC	$17,467.26	$15,946 00	$(1,521 26)	0 22%	0 5%
100	BECTON DICKINSON & CO	$7,645.80	$10,372.00	$2,726 20	1 91%	0 3%
200	JOHNSON & JOHNSON	$12,380.07	$18,700.00	$6,319 93	2 82%	0 5%
150	MEDTRONIC INC	$6,405.47	$8,286 00	$1,880.53	2 03%	0 2%
	Total	$43,898 60	$53,304.00	$9,405 40	1 74%	1 5%
MEDICAL PRODUCTS						
40	INTUITIVE SURGICAL INC	$19,258.44	$15,520.00	$(3,738 44)	—	0 4%
OTHER MEDICAL						
175	PATTERSON COS INC	$6,624.60	$7,155.75	$531 15	1 57%	0 2%
TOTAL CONSUMER GROWTH		**$186,328.19**	**$247,584.95**	**$61,256.76**	**1.37%**	**7.1%**
CONSUMER STAPLES						
TOBACCO						
200	ALTRIA GROUP INC	$7,041.22	$7,012.00	$(29 22)	5 02%	0 2%
150	PHILIP MORRIS INTERNATIONAL	$13,248.85	$13,377.00	$128 15	3 81%	0 4%
150	REYNOLDS AMERICAN INC	$6,183.28	$7,414.50	$1,231 22	5.10%	0 2%
	Total	$26,473.35	$27,803.50	$1,330 15	4 46%	0 8%
FOODS						
175	CAMPBELL SOUP CO	$8,067.50	$8,190.00	$122 50	2 48%	0 2%
400	CONAGRA FOODS INC	$12,218.76	$14,484.00	$2,265.24	2 76%	0 4%
75	JM SMUCKER CO/THE	$6,743.09	$8,439.00	$1,695 91	2 06%	0 2%
225	KRAFT FOODS GROUP INC-W/I	$10,281.50	$12,730 50	$2,449 00	3 53%	0 4%
	Total	$37,310.85	$43,843 50	$6,532 65	2 80%	1 3%
RESTAURANTS						
14	CHIPOTLE MEXICAN GRILL-CL A	$4,188.90	$5,771.78	$1,582 88	—	0 2%
75	MCDONALD'S CORP	$6,568.10	$7,356 00	$787 90	3 14%	0 2%
150	STARBUCKS CORP	$4,872.52	$10,686.00	$5,813 48	1 18%	0.3%
	Total	$15,629.52	$23,813 78	$8,184 26	1 50%	0 7%
TOTAL CONSUMER STAPLES		**$79,413.72**	**$95,460.78**	**$16,047.06**	**2.96%**	**2.7%**

THE DEAVER PHOENIX FOUNDATION, INC. (888-40431)
Unrealized Gain/loss

As of July 31, 2013
Reporting Currency: US dollars

Quantity		Total Cost	Market Value	Unrealized Profit/(Loss)	Yield	% of Portfolio
CONSUMER CYCLICALS						
TEXTILES/SHOES - APPAREL MFG.						
175	ABERCROMBIE & FITCH CO-CL A	$8,722.44	$8,727.25	$4 81	1 60%	0 3%
TOYS						
250	ELECTRONIC ARTS INC	$5,706.08	$6,530.00	$823 92	—	0 2%
AUTOS & AUTO PARTS OEMS						
950	FORD MOTOR CO	$10,999.12	$16,036.00	$5,036 88	2 37%	0 5%
RETAILERS						
50	AMAZON.COM INC	$11,901.51	$15,061.00	$3,159.49	—	0 4%
75	COSTCO WHOLESALE CORP	$8,104.32	$8,796 75	$692 43	1 06%	0 3%
225	EBAY INC	$11,278.28	$11,630.25	$351 97	—	0 3%
150	GAMESTOP CORP-CLASS A	$3,753.27	$7,359.00	$3,605 73	2 24%	0 2%
200	HOME DEPOT INC	$10,621.29	$15,806 00	$5,184 71	1 97%	0 5%
425	KROGER CO	$10,118 54	$16,689.75	$6,571 21	1 53%	0 5%
275	MACY'S INC	$10,450.58	$13,293 50	$2,842 92	2.07%	0 4%
100	PETSMART	$6,653.98	$7,322.00	$668 02	0 90%	0 2%
325	TJX COMPANIES INC	$14,839.13	$16,913.00	$2,073 87	1 11%	0 5%
200	WAL-MART STORES INC	$14,267.18	$15,588.00	$1,320 82	2 41%	0 4%
	Total	$101,988 08	$128,459.25	$26,471 17	1 35%	3 7%
TOTAL CONSUMER CYCLICALS		**$127,415.72**	**$159,752.50**	**$32,336.78**	**1.41%**	**4.6%**
INDUSTRIAL COMMODITIES						
CHEMICALS						
225	LYONDELLBASELL INDU-CL A	$8,092.35	$15,459.75	$7,367.40	0 15%	0 4%
MISC INDUSTRIAL COMMODITIES						
85	INTERCONTINENTALEXCHANGE INC	$11,376.01	$15,508.25	$4,132 24	—	0 4%
FERTILIZERS						
150	MONSANTO CO	$14,978.32	$14,817.00	$(161.32)	1 52%	0 4%
TOTAL INDUSTRIAL COMMODITIES		**$34,446.68**	**$45,785.00**	**$11,338.32**	**0.54%**	**1 3%**

THE DEAVER PHOENIX FOUNDATION, INC. (888-40431)
Unrealized Gain/loss

As of July 31, 2013
Reporting Currency: US dollars

Quantity		Total Cost	Market Value	Unrealized Profit/(Loss)	Yield	% of Portfolio
CAPITAL EQUIPMENT						
ELECTRICAL EQUIPMENT						
45	WW GRAINGER INC	$10,777 13	$11,796 30	$1,019.17	1 42%	0 3%
MACHINERY						
125	EATON CORP PLC	$5,711.76	$8,618.75	$2,906 99	—	0 2%
MISC. CAPITAL GOODS						
300	DANAHER CORP	$14,944.86	$20,202.00	$5,257 14	0 15%	0 6%
200	ILLINOIS TOOL WORKS	$12,534.40	$14,408 00	$1,873.60	2 11%	0 4%
	Total	$27,479.26	$34,610 00	$7,130 74	0 97%	1 0%
AEROSPACE-DEFENSE						
150	BOEING CO/THE	$14,267.09	$15,765.00	$1,497 91	1 85%	0 5%
70	PRECISION CASTPARTS CORP	$11,774.10	$15,520 40	$3,746 30	0 05%	0 4%
	Total	$26,041.19	$31,285 40	$5,244.21	0 96%	0 9%
TOTAL CAPITAL EQUIPMENT		**$70,009.34**	**$86,310.45**	**$16,301.11**	**0 93%**	**2.5%**
TECHNOLOGY						
COMMUNICATION - EQUIP. MFRS.						
400	CISCO SYSTEMS INC	$8,086.85	$10,220.00	$2,133.15	2 66%	0 3%
SEMICONDUCTORS						
550	APPLIED MATERIALS INC	$6,477.58	$8,970.50	$2,492.92	2.45%	0 3%
COMPUTERS						
45	APPLE INC	$9,924.10	$20,362.50	$10,438 40	2 70%	0 6%
750	HEWLETT-PACKARD CO	$21,863.23	$19,260.00	$(2,603 23)	2 26%	0 6%
90	INTL BUSINESS MACHINES CORP	$18,230.88	$17,553 60	$(677 28)	1 95%	0 5%
	Total	$50,018 21	$57,176 10	$7,157 89	2 32%	1 6%
COMPUTER SERVICES/SOFTWARE						
150	ANSYS INC	$10,291.47	$11,976.00	$1,684 53	—	0 3%
125	CITRIX SYSTEMS INC	$7,957.78	$9,002.50	$1,044.72	—	0 3%
275	COGNIZANT TECH SOLUTIONS-A	$19,298 89	$19,907.25	$608 36	—	0 6%
225	FIDELITY NATIONAL INFORMATION	$7,426.38	$9,711 00	$2,284 62	2 04%	0 3%

THE DEAVER PHOENIX FOUNDATION, INC. (888-40431)
Unrealized Gain/loss

As of July 31, 2013
Reporting Currency: US dollars

Quantity		Total Cost	Market Value	Unrealized Profit/(Loss)	Yield	% of Portfolio
24	LINKEDIN CORP - A	$2,390.41	$4,890 96	$2,500 55	—	0 1%
225	MICROSOFT CORP	$6,682.38	$7,161.75	$479.37	2 89%	0 2%
15	PRICELINE.COM INC	$10,975.82	$13,135.05	$2,159.23	—	0 4%
	Total	$65,023.13	$75,784.51	$10,761 38	0 53%	2 2%
	TELECOMMUNICATION					
250	AMDOCS LTD	$8,993 80	$9,617 50	$623 70	—	0 3%
	TOTAL TECHNOLOGY	**$138,599.57**	**$161,768.61**	**$23,169.04**	**1.37%**	**4.7%**
	SERVICES					
	AIR TRANSPORT					
225	DELTA AIR LINES INC	$1,963.87	$4,776 75	$2,812 88	1 13%	0 1%
	RAILROADS					
125	UNION PACIFIC CORP	$16,261.42	$19,823.75	$3,562 33	1 74%	0 6%
	TOTAL SERVICES	**$18,225.29**	**$24,600.50**	**$6,375.21**	**1.62%**	**0.7%**
	ENERGY					
	OFFSHORE DRILLING					
175	DIAMOND OFFSHORE DRILLING	$11,518.68	$11,802.00	$283 32	5 19%	0 3%
	OIL WELL EQUIPMENT & SERVICES					
150	MARATHON PETROLEUM CORP	$12,598.08	$10,999.50	$(1,598.58)	2 29%	0 3%
250	SCHLUMBERGER LTD	$19,382.08	$20,332.50	$950 42	1 54%	0 6%
	Total	$31,980.16	$31,332 00	($648.16)	1 80%	0 9%
	OIL - CRUDE PRODUCTS					
25	EOG RESOURCES INC	$2,652.55	$3,637.25	$984 70	0 52%	0 1%
175	NOBLE ENERGY INC	$7,921.44	$10,935.75	$3,014 31	0 90%	0 3%
	Total	$10,573.99	$14,573 00	$3,999 01	0 80%	0 4%
	OILS - INTEGRATED INTERNATIONAL					
75	CHEVRON CORP	$8,446 56	$9,441.75	$995.19	3 18%	0 3%
125	EXXON MOBIL CORP	$11,145.32	$11,718 75	$573 43	2 69%	0 3%
	Total	$19,591.88	$21,160 50	$1,568 62	2 91%	0 6%
	OILS - INTEGRATED DOMESTIC					

THE DEAVER PHOENIX FOUNDATION, INC. (888-40431)

Unrealized Gain/loss

As of July 31, 2013
Reporting Currency. US dollars

Quantity		Total Cost	Market Value	Unrealized Profit/(Loss)	Yield	% of Portfolio
300	VALERO ENERGY CORP	$10,848 61	$10,731 00	$(117 61)	2 52%	0 3%
TOTAL ENERGY		**$84,513.32**	**$89,598.50**	**$5,085.18**	**2.43%**	**2.6%**
MUTUAL FUNDS						
MUTUAL FUNDS						
3,549	AB DISCOVERY GROWTH FND CL ADV	$25,802.82	$32,617.32	$6,814 50	—	0 9%
1,497	AB DISCOVERY VALUE FUND CL ADV	$25,202.93	$32,604 86	$7,401.93	—	0 9%
	Total	$51,005.75	$65,222.18	$14,216.43	0 00%	1 9%
EQUITY FUNDS						
4,446	BERNSTEIN EMERGING MARKETS PORTFOLIO	$145,424.99	$113,864.08	$(31,560.91)	1 40%	3 3%
24,575	ALLIANCEBERNSTEIN GLOBAL REAL ESTATE INVT FD II CL I	$201,393.51	$245,253.85	$43,860 34	5 70%	7 1%
	Total	$201,393.51	$245,253.85	$43,860 34	5 70%	7 1%
26,251	BERNSTEIN INTERNATIONAL PORTFOLIO	$524,645.81	$396,919.54	$(127,726 27)	1 75%	11 4%
FIXED INCOME						
29,677	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	$397,035.32	$400,336.62	$3,301 30	2 53% [1]	11 5%
	Total	$397,035.32	$400,336.62	$3,301 30	2 53%	11 5%
DYNAMIC ASSET ALLOCATION OVERLAY						
89,738	OVERLAY A PORTFOLIO CLASS 1	$929,639.84	$1,048,135.06	$118,495.22	0 65% [2]	30 2%
	Total	$929,639.84	$1,048,135.06	$118,495 22	0 65%	30 2%

Quantity	Total Cost	Market Value	Unrealized Profit/(Loss)	Yield	% of Portfolio

† Amortized cost basis is used in calculating gain/loss

The above quantity rounds your fund shares to the nearest whole share. For the fractional shares held, see your monthly brokerage statement.

[1]International and Emerging Market fund yields are estimates based on stock dividends and interest income generated from cash and securities held directly in the fund, net of estimated fund expenses. These dividends are distributed annually. Additionally, the funds may make annual distributions of short and long-term capital gains

[1]Fixed income fund yields are calculated using the 30 day S.E.C. yield. Municipal yields may include a portion of taxable income. Estimated annual income for the fixed income portfolios is based on the monthly income dividends and does not include capital gains distributions Therefore yield will differ from estimated annual income.

[2]Dynamic Asset Allocation Overlay Portfolio yields are estimates based on stock dividends and income from cash and directly held fixed income securities in the fund, net of estimated fund expenses. Actual dividends, which are distributed annually, can vary significantly due to tax treatment of foreign currency and various instruments In addition to these dividends the funds may also make annual distributions of short and long-term capital gains.

THE DEAVER PHOENIX FOUNDATION, INC. (888-40431)
Portfolio Valuation

As of July 31, 2012
Reporting Currency: US dollars

Quantity	Ticker/Cusip	Average Unit Cost	Market Price	Total Cost	Market Value	Estimated Annual Income	Yield	% of Portfolio	% of Asset Class
CASH									
2,860 CASH		$1.00	$1.00	$2,859.91	$2,859 91	$3	0.12%	0.1%	100.0%
FIXED INCOME									
MUTUAL FUNDS									
28,787.821 BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	SNIDX	$13.35	$14.21	$384,440.14	$409,074.94 $281.14 AI	$11,405	1.93%*	13.2%	99.9%
TOTAL FIXED INCOME				**$384,440.14**	**$409,356.08**	**$11,405.45**	**1.93%**	**13.3%**	**100%**
EQUITIES									
DOMESTIC									
NON-FINANCIAL									
HOME BUILDING									
4 NVR INC	NVR	$636.11	$773.98	$2,544.42	$3,095.92	---	---	0.1%	0 2%
MISC. BUILDING									
75 SHERWIN-WILLIAMS CO/THE	SHW	$125.04	$134.35	$9,378.29	$10,076 25	$117	1.16%	0 3%	0 6%
Total				$9,378.29	$10,076.25	$117	1.16%	0.3%	0.6%
TOTAL NON-FINANCIAL				$11,922.71	$13,172.17	$117	---	0.4%	0.7%
FINANCIAL									
REAL ESTATE INVESTMENT TRUST									
320 CBRE GROUP INC	CBG	$15.12	$15.58	$4,839.50	$4,985.60	---	---	0.2%	0.3%
MISC. FINANCIAL									
49 GOLDMAN SACHS GROUP INC	GS	$115.16	$100.90	$5,642.87	$4,944.10	$90	1.82%	0 2%	0.3%
95 MCGRAW-HILL COMPANIES INC	MHP	$42.83	$46.96	$4,068.55	$4,461.20	$97	2.17%	0.1%	0.3%
145 MOODY'S CORP	MCO	$35.42	$40.53	$5,136.56	$5,876.85	$93	1 58%	0.2%	0.3%
75 VISA INC - CLASS A SHRS	V	$97.51	$129.07	$7,313.51	$9,680.25	$66	0.68%	0 3%	0.5%
Total				$22,161.49	$24,962.40	$346	1.39%	0.8%	1.4%
MULTI-LINE INSURANCE									
170 HEALTH NET INC	HNT	$26.24	$22.02	$4,460.96	$3,743.40	---	---	0.1%	0.2%
294 UNITEDHEALTH GROUP INC	UNH	$48.41	$51.09	$14,233.41	$15,020.46	$250	1.66%	0.5%	0.8%
350 WELLPOINT INC	WLP	$68.93	$53.29	$24,126.04	$18,651.50	$403	2.16%	0 6%	1.0%
Total				$42,820.41	$37,415.36	$652	---	1 2%	2 1%
BANKS - NYC									

Reporting Currency: US dollars

Quantity	Ticker/Cusip	Average Unit Cost	Market Price	Total Cost	Market Value	Estimated Annual Income	Yield	% of Portfolio	% of Asset Class
400 CIT GROUP INC	CIT	$36.47	$36.52	$14,589.91	$14,608.00	- - -	- - -	0 5%	0.8%
825 CITIGROUP INC	C	$42.54	$27.13	$35,091.90	$22,382.25	$33	0.15%	0 7%	1.3%
450 JPMORGAN CHASE & CO	JPM	$41.24	$36.00	$18,557.93	$16,200.00	$540	3.33%	0 5%	0.9%
Total				$68,239.74	$53,190.25	$573	- - -	1 7%	3.0%
MAJOR REGIONAL BANKS									
715 WELLS FARGO & COMPANY	WFC	$32.65	$33.81	$23,345.89	$24,174.15	$629	2 60%	0 8%	1.4%
Total				$23,345.89	$24,174.15	$629	2.60%	0 8%	1.4%
TOTAL FINANCIAL				$161,407.03	$144,727.76	$2,200	- - -	4.7%	8.1%
UTILITIES									
TELEPHONE									
200 AT&T INC	T	$30.48	$37.92	$6,096.27	$7,584.00	$352	4.64%	0 2%	0.4%
275 CENTURYLINK INC	CTL	$33.76	$41.54	$9,283.06	$11,423.50	$798	6.98%	0.4%	0 6%
Total				$15,379.33	$19,007.50	$1,150	6 05%	0 6%	1.1%
ELECTRIC COMPANIES									
225 CENTERPOINT ENERGY INC	CNP	$20.31	$21.06	$4,568.76	$4,738.50	$182	3 85%	0 2%	0 3%
55 DTE ENERGY COMPANY	DTE	$48.27	$61.37	$2,655.07	$3,375.35	$136	4 04%	0 1%	0.2%
75 EDISON INTERNATIONAL	EIX	$42.15	$46.18	$3,161.20	$3,463.50	$98	2.82%	0 1%	0 2%
350 NV ENERGY INC	NVE	$15.12	$18.29	$5,291.50	$6,401 50	$238	3 72%	0.2%	0.4%
Total				$15,676.53	$17,978.85	$654	3.64%	0.6%	1.0%
TOTAL UTILITIES				$31,055.86	$36,986.35	$1,804	4 88%	1.2%	2.1%
CONSUMER GROWTH									
ENTERTAINMENT									
875 MGM RESORTS INTERNATIONAL	MGM	$11.49	$9.52	$10,055.48	$8,330.00	- - -	- - -	0.3%	0.5%
375 THE WALT DISNEY CO.	DIS	$35.69	$49.14	$13,382.21	$18,427.50	$225	1.22%	0.6%	1.0%
250 VIACOM INC-CLASS B	VIAB	$43.31	$46.71	$10,827.08	$11,677.50	$275	2.35%	0.4%	0.7%
Total				$34,264.77	$38,435.00	$500	- - -	1.2%	2 2%
MISC. CONSUMER GROWTH									
150 APOLLO GROUP INC-CL A	APOL	$47.75	$27.20	$7,162.08	$4,080.00	- - -	- - -	0.1%	0.2%
Total				$7,162.08	$4,080.00	- - -	- - -	0.1%	0.2%
RADIO - TV BROADCASTING									
579 COMCAST CORP-CL A	CMCSA	$23.24	$32.55	$13,455.11	$18,846.45	$376	2 00%	0 6%	1.1%
155 DIRECTV	DTV	$44.57	$49.66	$6,908.89	$7,697.30	- - -	- - -	0.2%	0.4%
175 LIBERTY INTERACTIVE CORP-A	LINTA	$18.53	$18.73	$3,242.58	$3,277.75	- - -	- - -	0.1%	0.2%

Reporting Currency: US dollars

Quantity	Ticker/Cusip	Average Unit Cost	Market Price	Total Cost	Market Value	Estimated Annual Income	Yield	% of Portfolio	% of Asset Class
185 TIME WARNER CABLE	TWC	$40.92	$84.93	$7,570.57	$15,712.05	- - -	- - -	0.5%	0.9%
Total				$31,177.15	$45,533.55	$376	0 83%	1.5%	2.6%
PUBLISHING - NEWSPAPERS									
525 GANNETT CO	GCI	$11.34	$14.11	$5,951.86	$7,407.75	$420	5 67%	0 2%	0.4%
Total				$5,951.86	$7,407.75	$420	5.67%	0.2%	0.4%
PUBLISHING									
50 GOOGLE INC-CL A	GOOG	$489.71	$632.97	$24,485.41	$31,648.50	- - -	- - -	1.0%	1.8%
Total				$24,485.41	$31,648.50	- - -	- - -	1.0%	1.8%
DRUGS									
100 AMGEN INC	AMGN	$71.38	$82.60	$7,138.00	$8,260.00	$144	1.74%	0.3%	0.5%
475 ASTRAZENECA PLC-SPONS ADR	AZN	$42.97	$46.81	$20,411.42	$22,234.75	$855	3 85%	0 7%	1.3%
238 GILEAD SCIENCES INC	GILD	$40.28	$54.33	$9,587.62	$12,930.54	- - -	- - -	0.4%	0.7%
55 PERRIGO INC	PRGO	$96.25	$114.02	$5,293.92	$6,271.10	$18	0.28%	0.2%	0.4%
1,600 PFIZER INC	PFE	$19.68	$24.04	$31,488.40	$38,464.00	$1,408	3 66%	1.2%	2.2%
65 VERTEX PHARMACEUTICALS INC	VRTX	$35.29	$48.51	$2,293.94	$3,153.15	- - -	- - -	0 1%	0 2%
Total				$76,213.30	$91,313.54	$2,425	2 66%	3 0%	5.1%
HOSPITAL SUPPLIES									
135 ALLERGAN INC	AGN	$72.19	$82.07	$9,745.85	$11,079.45	$27	0.24%	0.4%	0.6%
375 JOHNSON & JOHNSON	JNJ	$60.62	$69.22	$22,733.80	$25,957.50	$915	3.52%	0 8%	1.5%
170 STRYKER CORP	SYK	$52.68	$52.03	$8,955.56	$8,845.10	$144	1.63%	0.3%	0.5%
Total				$41,435.21	$45,882.05	$1,086	2.37%	1.5%	2.6%
MEDICAL PRODUCTS									
275 COVIDIEN PLC	COV	$49.23	$55.88	$13,538.14	$15,367 00	$220	1.43%	0.5%	0.9%
Total				$13,538.14	$15,367.00	$220	1 43%	0.5%	0.9%
OTHER MEDICAL									
175 MCKESSON CORP	MCK	$86.47	$90.73	$15,131.69	$15,877.75	$140	0 88%	0.5%	0.9%
Total				$15,131.69	$15,877.75	$140	0.88%	0 5%	0.9%
TOTAL CONSUMER GROWTH				$249,359.61	$295,545.14	$5,167	- - -	9.6%	16 6%
CONSUMER STAPLES									
SOAPS									
50 PROCTER & GAMBLE CO	PG	$63.24	$64.54	$3,162.00	$3,227.00	$112	3.48%	0.1%	0.2%
TOBACCO									
500 ALTRIA GROUP INC	MO	$27.38	$35.97	$13,687.60	$17,985.00	$820	4 56%	0.6%	1.0%
75 PHILIP MORRIS INTERNATIONAL	PM	$84.50	$91.44	$6,337.35	$6,858.00	$231	3.37%	0.2%	0.4%

Reporting Currency: US dollars

Quantity	Ticker/Cusip	Average Unit Cost	Market Price	Total Cost	Market Value	Estimated Annual Income	Yield	% of Portfolio	% of Asset Class
100 REYNOLDS AMERICAN INC	RAI	$41.41	$46.27	$4,141.00	$4,627.00	$236	5.10%	0.1%	0.3%
Total				$24,165.95	$29,470.00	$1,287	4 37%	1.0%	1.7%
FOODS									
300 GENERAL MILLS INC	GIS	$39.01	$38.70	$11,703.46	$11,610.00	$396	3.41%	0.4%	0.7%
140 HERSHEY CO/THE	HSY	$60.19	$71.74	$8,426.34	$10,043.60	$213	2.12%	0.3%	0.6%
175 KIMBERLY-CLARK CORP	KMB	$79.74	$86.91	$13,955.04	$15,209.25	$518	3 41%	0 5%	0.9%
300 TYSON FOODS INC-CL A	TSN	$19.42	$15.01	$5,825.07	$4,503 00	$48	1.07%	0 1%	0 3%
Total				$39,909.91	$41,365.85	$1,175	2.84%	1 3%	2 3%
BEVERAGES - SOFT, LITE & HARD									
105 LORILLARD INC	LO	$110.28	$128.64	$11,579.09	$13,507.20	$651	4.82%	0 4%	0 8%
Total				$11,579.09	$13,507.20	$651	4 82%	0 4%	0 8%
RESTAURANTS									
195 STARBUCKS CORP	SBUX	$31.06	$45.28	$6,056.02	$8,829.60	$133	1.50%	0.3%	0.5%
50 YUM! BRANDS INC	YUM	$66.80	$64.84	$3,339.78	$3,242.00	$57	1.76%	0.1%	0 2%
Total				$9,395.80	$12,071.60	$190	1 57%	0.4%	0.7%
TOTAL CONSUMER STAPLES				$88,212.75	$99,641.65	$3,415	3 43%	3 2%	5.6%
CONSUMER CYCLICALS									
TEXTILES/SHOES - APPAREL MFG.									
150 COACH INC	COH	$72.56	$49.33	$10,883.28	$7,399.50	$180	2.43%	0 2%	0.4%
80 PVH CORP	PVH	$70.29	$79.43	$5,623.01	$6,354.40	$12	0.19%	0 2%	0.4%
Total				$16,506.29	$13,753.90	$192	1.40%	0.4%	0 8%
HOUSEHLD - APPLIANCES/DURABLES									
160 NEWELL RUBBERMAID INC	NWL	$15.76	$17.65	$2,522.11	$2,824.00	$64	2 27%	0 1%	0 2%
Total				$2,522.11	$2,824.00	$64	2 27%	0 1%	0.2%
HOTEL - MOTEL									
75 LAS VEGAS SANDS CORP	LVS	$50.87	$36.42	$3,815.46	$2,731.50	$75	2 75%	0.1%	0 2%
Total				$3,815.46	$2,731.50	$75	2 75%	0.1%	0 2%
AUTOS & AUTO PARTS OEMS									
65 BORGWARNER INC	BWA	$74.51	$67.10	$4,842.84	$4,361.50	- - -	- - -	0.1%	0.2%
200 FORD MOTOR CO	F	$13.85	$9.24	$2,770.50	$1,848.00	$40	2.16%	0.1%	0 1%
550 GENERAL MOTORS CO	GM	$24.37	$19.71	$13,405.57	$10,840.50	- - -	- - -	0 4%	0.6%
120 HARLEY DAVIDSON INC	HOG	$38.31	$43.23	$4,597.45	$5,187.60	$74	1.43%	0.2%	0.3%
145 TRW AUTOMOTIVE HOLDINGS CORP	TRW	$45.29	$39.30	$6,567.71	$5,698.50	- - -	- - -	0.2%	0.3%

Reporting Currency: US dollars

Quantity	Ticker/Cusip	Average Unit Cost	Market Price	Total Cost	Market Value	Estimated Annual Income	Yield	% of Portfolio	% of Asset Class
Total				$32,184.07	$27,936.10	$114	- - -	0.9%	1.6%
RETAILERS									
170 DOLLAR GENERAL CORP	DG	$37.32	$51.01	$6,344.80	$8,671.70	- - -	- - -	0 3%	0.5%
50 FAMILY DOLLAR STORES	FDO	$64.48	$66.08	$3,224.21	$3,304.00	$42	1.27%	0 1%	0.2%
100 HOME DEPOT INC	HD	$49.60	$52.18	$4,960.32	$5,218.00	$116	2.22%	0 2%	0 3%
750 KROGER CO	KR	$23.21	$22.17	$17,407.11	$16,627.50	$345	2.07%	0 5%	0 9%
100 WAL-MART STORES INC	WMT	$62.92	$74.43	$6,291.92	$7,443.00	$159	2.14%	0 2%	0.4%
Total				$38,228.36	$41,264.20	$662	- - -	1.3%	2 3%
TOTAL CONSUMER CYCLICALS				$93,256.29	$88,509.70	$1,107	1.25%	2.9%	5.0%
INDUSTRIAL RESOURCES									
CHEMICALS									
175 LYONDELLBASELL INDU-CL A	LYB	$30.25	$44.53	$5,293.74	$7,792.75	$18	0 22%	0 3%	0.4%
CAPITAL EQUIPMENT									
ELECTRICAL EQUIPMENT									
350 EMERSON ELECTRIC CO	EMR	$51.68	$47.77	$18,089.71	$16,719.50	$560	3 35%	0 5%	0 9%
450 GENERAL ELECTRIC CO	GE	$16.57	$20.75	$7,456.99	$9,337.50	$306	3.28%	0 3%	0 5%
70 ROCKWELL AUTOMATION INC	ROK	$65.79	$67.36	$4,605.59	$4,715.20	$132	2.79%	0 2%	0 3%
Total				$30,152.29	$30,772.20	$998	3.24%	1.0%	1.7%
MACHINERY									
65 FLOWSERVE CORPORATION	FLS	$124.72	$119.98	$8,106.83	$7,798.70	$94	1.20%	0.3%	0.4%
Total				$8,106.83	$7,798.70	$94	1 20%	0.3%	0 4%
MISC. CAPITAL GOODS									
400 DANAHER CORP	DHR	$41.55	$52.81	$16,619.51	$21,124.00	$40	0 19%	0 7%	1.2%
Total				$16,619.51	$21,124 00	$40	0 19%	0.7%	1.2%
AEROSPACE-DEFENSE									
90 PRECISION CASTPARTS CORP	PCP	$158.94	$155.56	$14,304.80	$14,000.40	$11	0 08%	0 5%	0.8%
Total				$14,304.80	$14,000.40	$11	0 08%	0 5%	0 8%
AUTO TRUCKS - PARTS									
170 LEAR CORP	LEA	$42.56	$35.55	$7,235.18	$6,043 50	$95	1.58%	0 2%	0.3%
Total				$7,235.18	$6,043.50	$95	1.58%	0.2%	0.3%
TOTAL CAPITAL EQUIPMENT				$76,418.61	$79,738 80	$1,237	1.55%	2 6%	4.5%
TECHNOLOGY									
COMMUNICATION - EQUIP. MFRS.									

Quantity	Ticker/Cusip	Average Unit Cost	Market Price	Total Cost	Market Value	Estimated Annual Income	Yield	% of Portfolio	% of Asset Class
175 BROADCOM CORP-CL A	BRCM	$38.01	$33.88	$6,652.00	$5,929.00	$66	1.12%	0 2%	0.3%
675 CISCO SYSTEMS INC	CSCO	$19.58	$15.95	$13,215.19	$10,766.25	$216	2.01%	0 3%	0.6%
425 MARVELL TECHNOLOGY GROUP LT	MRVL	$14.04	$11.26	$5,968.77	$4,785.50	- - -	- - -	0.2%	0.3%
50 QUALCOMM INC	QCOM	$55.95	$59.68	$2,797.28	$2,984.00	$50	1.68%	0 1%	0.2%
Total				$28,633.24	$24,464.75	$332	1.36%	0 8%	1.4%
SEMICONDUCTORS									
1,200 APPLIED MATERIALS INC	AMAT	$11.82	$10.89	$14,189.52	$13,068.00	$432	3.31%	0 4%	0.7%
140 LAM RESEARCH CORP	LRCX	$44.57	$34.41	$6,239.28	$4,817.40	- - -	- - -	0.2%	0.3%
1,300 MICRON TECHNOLOGY INC	MU	$5.53	$6.21	$7,188.94	$8,073 00	- - -	- - -	0 3%	0.5%
Total				$27,617.74	$25,958.40	$432	1.66%	0.8%	1.5%
COMPUTERS									
100 APPLE INC	AAPL	$188.32	$610.76	$18,831.82	$61,076.00	$1,060	1.74%	2 0%	3.4%
525 EMC CORP/MASS	EMC	$19.06	$26.21	$10,005.54	$13,760.25	- - -	- - -	0.4%	0 8%
975 HEWLETT-PACKARD CO	HPQ	$33.02	$18.24	$32,194.93	$17,784.00	$515	2.89%	0.6%	1.0%
55 INTL BUSINESS MACHINES CORP	IBM	$193.60	$195.98	$10,647.85	$10,778.90	$187	1.73%	0 3%	0 6%
Total				$71,680.14	$103,399.15	$1,762	1.70%	3.3%	5.8%
COMPUTER SERVICES/SOFTWARE									
135 CITRIX SYSTEMS INC	CTXS	$71.39	$72.68	$9,637.54	$9,811.80	- - -	- - -	0.3%	0 6%
185 COGNIZANT TECH SOLUTIONS-A	CTSH	$73.53	$56.77	$13,603.96	$10,502.45	- - -	- - -	0.3%	0.6%
50 F5 NETWORKS INC	FFIV	$114.90	$93.38	$5,744.84	$4,669.00	- - -	- - -	0.2%	0 3%
45 INFORMATICA CORPORATION	INFA	$47.98	$29.51	$2,158.88	$1,327.95	- - -	- - -	0 0%	0.1%
180 INTUIT INC	INTU	$47.94	$58.02	$8,629.00	$10,443.60	$108	1.03%	0.3%	0 6%
155 ORACLE CORP	ORCL	$31.75	$30.20	$4,921.82	$4,681.00	$37	0.79%	0.2%	0.3%
250 TIBCO SOFTWARE INC	TIBX	$30.92	$28.09	$7,729.01	$7,022.50	- - -	- - -	0.2%	0 4%
Total				$52,425.05	$48,458.30	$145	- - -	1.6%	2.7%
TOTAL TECHNOLOGY				$180,356.17	$202,280.60	$2,672	1.32%	6.5%	11.4%
SERVICES									
AIR TRANSPORT									
575 DELTA AIR LINES INC	DAL	$10.33	$9.65	$5,942.61	$5,548.75	- - -	- - -	0 2%	0.3%
ENERGY									
OIL WELL EQUIPMENT & SERVICES									
135 FMC TECHNOLOGIES INC	FTI	$43.36	$45.12	$5,853.34	$6,091.20	- - -	- - -	0.2%	0.3%
195 MARATHON PETROLEUM CORP	MPC	$34.23	$47.30	$6,674.40	$9,223.50	$273	2.96%	0 3%	0.5%
155 NATIONAL - OILWELL INC	NOV	$80.20	$72.30	$12,431.05	$11,206.50	$74	0.66%	0 4%	0.6%

Reporting Currency: US dollars

Quantity	Ticker/Cusip	Average Unit Cost	Market Price	Total Cost	Market Value	Estimated Annual Income	Yield	% of Portfolio	% of Asset Class
350 SCHLUMBERGER LTD	SLB	$65.27	$71.26	$22,845.23	$24,941.00	$385	1.54%	0.8%	1.4%
225 TRANSOCEAN LTD	RIG	$58.65	$46.83	$13,195.81	$10,536.75	- - -	- - -	0.3%	0 6%
Total				$60,999.83	$61,998.95	$732	- - -	2 0%	3.5%
OIL - CRUDE PRODUCTS									
130 EOG RESOURCES INC	EOG	$101.81	$98.01	$13,235.07	$12,741.30	$88	0.69%	0.4%	0.7%
165 NOBLE ENERGY INC	NBL	$84.22	$87.43	$13,895.48	$14,425.95	$145	1.01%	0.5%	0.8%
Total				$27,130.55	$27,167.25	$234	0.86%	0.9%	1.5%
OILS - INTEGRATED INTERNATIONAL									
500 BP PLC-SPONS ADR	BP	$39.76	$39.90	$19,878.63	$19,950.00	$960	4.81%	0.6%	1.1%
175 EXXON MOBIL CORP	XOM	$80.16	$86.85	$14,027.27	$15,198.75	$399	2.63%	0 5%	0.9%
Total				$33,905.90	$35,148.75	$1,359	3.87%	1.1%	2.0%
OILS - INTEGRATED DOMESTIC									
140 DEVON ENERGY CORPORATION	DVN	$78.85	$59.12	$11,039.14	$8,276.80	$112	1.35%	0 3%	0 5%
Total				$11,039.14	$8,276.80	$112	1.35%	0 3%	0.5%
TOTAL ENERGY				$133,075.42	$132,591.75	$2,437	- - -	4.3%	7.5%
MUTUAL FUNDS									
25,318.217 ALLIANCEBERNSTEIN GLOBAL REAL ESTATE INVT FD II CL I	ARIIX	$8.35	$9.31	$211,369.84	$235,712.60	$7,317	3.10%	7 6%	13.3%
					$300.53 AI				
TOTAL DOMESTIC EQUITIES				**$1,247,670.64**	**$1,342,548.55**	**$27,491**	**2.05%**	**43.5%**	**75.6%**
INTERNATIONAL									
INTERNATIONAL EQUITY MUTUAL FUNDS									
25,753.208 BERNSTEIN INTERNATIONAL PORTFOLIO	SIMTX	$20.11	$12.56	$517,846.96	$323,460.29	$6,567	2.03%**	10.5%	18.2%
EMERGING MARKETS									
EMERGING MARKETS MUTUAL FUNDS									
4,389.051 BERNSTEIN EMERGING MARKETS PORTFOLIO	SNEMX	$32.77	$25.15	$143,849.32	$110,384.63	$1,053	0 95%**	3.6%	6.2%
TOTAL EQUITIES				**$1,909,366.92**	**$1,776,393.48**	**$35,111.36**	**1.98%**	**57.5%**	**100%**

DYNAMIC ASSET ALLOCATION OVERLAY

DYNAMIC ASSET ALLOCATION OVERLAY

Reporting Currency: US dollars

THE DEAVER PHOENIX FOUNDATION, INC. (888-40431)

Portfolio Valuation

Quantity		Ticker/Cusip	Average Unit Cost	Market Price	Total Cost	Market Value	Estimated Annual Income	Yield	% of Portfolio	% of Asset Class
89,282.239	OVERLAY A PORTFOLIO CLASS I	SAOOX	$10.36	$10.09	$924,903.39	$900,857.79	$10,267	1.14%***	29.2%	100.0%
TOTAL DYNAMIC ASSET ALLOCATION OVERLAY					**$924,903.39**	**$900,857.79**	**$10,267.46**	**1.14%**	**29.2%**	**100%**
NET PORTFOLIO VALUE					**$3,221,570.36**	**$3,089,467.25**	**$56,788**	**1.72%**	**100.0%**	

AI = Accrued Income (interest and dividends).

Total portfolio cost includes the reinvestment of interest, dividends and capital gains distributions as well as sale proceeds and therefore is not equivalent to the capital you have invested in this account.

*Fixed income fund yields are calculated using the 30 day S.E.C. yield. Municipal yields may include a portion of taxable income. Estimated annual income for the fixed income portfolios is based on the monthly income dividends and does not include capital gains distributions. Therefore yield will differ from estimated annual income.

**International and Emerging Market fund yields are estimates based on stock dividends and interest income generated from cash and securities held directly in the fund, net of estimated fund expenses. These dividends are distributed annually. Additionally, the funds may make annual distributions of short and long-term capital gains.

***Dynamic Asset Allocation Overlay Portfolio yields are estimates based on stock dividends and income from cash and directly held fixed income securities in the fund, net of estimated fund expenses. Actual dividends, which are distributed annually, can vary significantly due to tax treatment of foreign currency and various instruments. In addition to these dividends the funds may also make annual distributions of short and long-term capital gains.