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

For calendar year 2012, or tax year beginning Aug 1 **, 2012, and ending** Jul 31 , 2013

Name of foundation: ANIMAL SUPPORT KINDNESS & KINSHIP INC

A Employer identification number: 65-0944876

Number and street (or P O box number if mail is not delivered to street address): 125 WORTH AVENUE

Room/suite: 330

B Telephone number (see the instructions): (561) 689-2553

City or town: PALM BEACH

State: FL

ZIP code: 33480

C If exemption application is pending, check here ► ☐

D 1 Foreign organizations, check here ► ☐

2 Foreign organizations meeting the 85% test, check here and attach computation ► ☐

E If private foundation status was terminated under section 507(b)(1)(A), check here ► ☐

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

G Check all that apply: ☐ Initial return ☐ Initial Return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change

H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

I Fair market value of all assets at end of year *(from Part II, column (c), line 16)* ► $ 2,132,219.

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

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

			(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
REVENUE	1	Contributions, gifts, grants, etc, received (att sch)				
	2	Ck ► ☒ if the foundn is **not** req to att Sch B				
	3	Interest on savings and temporary cash investments				
	4	Dividends and interest from securities	71,018.	71,018.	71,018.	
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain/(loss) from sale of assets not on line 10				
	b	Gross sales price for all assets on line 6a				
	7	Capital gain net income (from Part IV, line 2)		78,676.		
	8	Net short-term capital gain			2,754.	
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit/(loss) (att sch)				
	11	Other income (attach schedule) See Line 11 Stmt	11,054.	11,054.	11,054.	
	12	**Total.** Add lines 1 through 11	82,072.	160,748.	84,826.	
OPERATING AND ADMINISTRATIVE EXPENSES	13	Compensation of officers, directors, trustees, etc				
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach sch) L-16b Stmt	4,000.			
	c	Other prof fees (attach sch)				
	17	Interest				
	18	Taxes (attach schedule)(see instrs) EXCISE	780.			
	19	Depreciation (attach sch) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule) See Line 23 Stmt	22,685.	22,685.		
	24	**Total operating and administrative expenses.** Add lines 13 through 23	27,465.	22,685.		
	25	Contributions, gifts, grants paid	95,349.			95,349.
	26	**Total expenses and disbursements.** Add lines 24 and 25	122,814.	22,685.		95,349.
	27	Subtract line 26 from line 12:				
	a	**Excess of revenue over expenses and disbursements**	-40,742.			
	b	**Net investment income** (if negative, enter -0-)		138,063.		
	c	**Adjusted net income** (if negative, enter -0-)			84,826.	

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Part II Balance Sheets

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

				Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
ASSETS	1	Cash – non-interest-bearing				
	2	Savings and temporary cash investments		169,451.	39,545.	39,545.
	3	Accounts receivable ►				
		Less: allowance for doubtful accounts ►				
	4	Pledges receivable ►				
		Less: allowance for doubtful accounts ►				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)				
	7	Other notes and loans receivable (attach sch) ►	255,000.			
		Less: allowance for doubtful accounts ►	0.		255,000.	255,000.
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10a	Investments – U.S and state government obligations (attach schedule)				
	b	Investments – corporate stock (attach schedule)		1,906,369.	1,230,928.	1,345,671.
	c	Investments – corporate bonds (attach schedule)			509,605.	492,003.
	11	Investments – land, buildings, and equipment basis ►				
		Less accumulated depreciation (attach schedule) ►				
	12	Investments – mortgage loans				
	13	Investments – other (attach schedule)				
	14	Land, buildings, and equipment: basis ►				
		Less: accumulated depreciation (attach schedule) ►				
	15	Other assets (describe ►)				
	16	**Total assets** (to be completed by all filers – see the instructions Also, see page 1, item I)		2,075,820.	2,035,078.	2,132,219.
LIABILITIES	17	Accounts payable and accrued expenses				
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, & other disqualified persons				
	21	Mortgages and other notes payable (attach schedule)				
	22	Other liabilities (describe ►)				
	23	**Total liabilities** (add lines 17 through 22)				
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		2,075,820.	2,035,078.	
	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				
	28	Paid-in or capital surplus, or land, building, and equipment fund				
	29	Retained earnings, accumulated income, endowment, or other funds				
	30	**Total net assets or fund balances** (see instructions)		2,075,820.	2,035,078.	
	31	**Total liabilities and net assets/fund balances** (see instructions)		2,075,820.	2,035,078.	

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	2,075,820.
2	Enter amount from Part I, line 27a	2	-40,742.
3	Other increases not included in line 2 (itemize) ►	3	
4	Add lines 1, 2, and 3	4	2,035,078.
5	Decreases not included in line 2 (itemize) ►	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 30	6	2,035,078.

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 shares MLC Company)	**(b)** How acquired P — Purchase D — Donation	**(c)** Date acquired (month, day, year)	**(d)** Date sold (month, day, year)
1 a	SCHEDULE ATTACHED	P	Various	Various
b	SCHEDULE ATTACHED	P	Various	Various
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	1,482,520.		1,479,766.	2,754.
b	1,508,502.		1,432,580.	75,922.
c				
d				
e				

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

	(i) Fair Market Value as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of column (i) over column (j), if any	**(l)** Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
a	0.	0.	0.	2,754.
b	0.	0.	0.	75,922.
c				
d				
e				

2	Capital gain net income or (net capital loss). — If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7	**2**	78,676.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8	**3**	2,754.

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 (column (b) divided by column (c))
2011	67,946.	1,955,588.	0.034745
2010	128,980.	2,111,971.	0.061071
2009			
2008			
2007			

2	**Total** of line 1, column (d)	**2**	0.095816
3	Average distribution ratio for the 5-year base period — divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	**3**	0.047908
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	**4**	2,106,765.
5	Multiply line 4 by line 3	**5**	100,931.
6	Enter 1% of net investment income (1% of Part I, line 27b)	**6**	1,381.
7	Add lines 5 and 6	**7**	102,312.
8	Enter qualifying distributions from Part XII, line 4	**8**	95,349.

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)

1 a Exempt operating foundations described in section 4940(d)(2), check here ► ☐ and enter 'N/A' on line 1. Date of ruling or determination letter: ________ **(attach copy of letter if necessary — see instrs)** **b** Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► ☐ and enter 1% of Part I, line 27b **c** All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, column (b)	**1**	2,761.
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**	2,761.
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**	2,761.
6 Credits/Payments·		
a 2012 estimated tax pmts and 2011 overpayment credited to 2012 — **6a**		
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**	
8 Enter any **penalty** for underpayment of estimated tax Check here ☒ if Form 2220 is attached	**8**	13.
9 **Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ►	**9**	2,774.
10 **Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ►	**10**	0.
11 Enter the amount of line 10 to be: **Credited to 2013 estimated tax** ► | **Refunded** ►	**11**	

Part VII-A Statements Regarding Activities

		Yes	No
1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	**1a**		X
b Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see the 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 ► $ ________ **(2)** On foundation managers ► $ ________			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ► $ ________			
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? *If 'Yes,' attach a detailed description of the activities.*	**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
4 a 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?	**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, column (c), and Part XV*	**7**	X	
8 a Enter the states to which the foundation reports or with which it is registered (see instructions) ► FL - Florida			
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 ► MARCIELA RAMOS Telephone no ► (561) 689-2553

Located at ► 54 NE FOURTH AVENUE DELRAY BEACH FL ZIP + 4 ► 33483

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

			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
1 a	During the year did the foundation (either directly or indirectly).				
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check 'No' if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	☐ Yes ☒ No			
b	If any answer is 'Yes' to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?		1 b		
	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?		1 c		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 ► 20__ , 20__ , 20__ , 20__				
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)		2 b		X
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ► 20__ , 20__ , 20__ , 20__				
3 a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No			
b	If 'Yes,' did it have excess business holdings in 2012 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969; **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012.)*		3 b		
4 a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4 a		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?		4 b		X

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

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

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

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

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

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

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

b If any answer is 'Yes' to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)? **5b**

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

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

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

6 a 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

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

b If 'Yes,' did the foundation receive any proceeds or have any net income attributable to the transaction? **7b**

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	**(b)** Title, and average hours per week devoted to position	**(c)** Compensation **(If not paid, enter -0-)**	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
JOHN J RAYMOND, JR 125 WORTH AVENUE PALM BEACH FL 33480	PRESIDENT 4.00	0.	0.	0.
HELEN WILKES 1435 N OCEAN WAY PALM BEACH FL 33480	VICE PRESIDENT 0.00	0.	0.	0.
LINDA HIRSCH 44 COCOANUT ROW PALM BEACH FL 33480	SECT/TREASURER 3.00	0.	0.	0.
See Information about Officers, Directors, Trustees, Etc		0.	0.	0.

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

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

Total number of other employees paid over $50,000 ► None

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

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter 'NONE.'

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

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 DONATIONS TO 501C(3) AND GOVERNMENT ORGANIZATION DEVOTED TO ANIMAL RESCUE, CARE AND CONTROL	95,349.
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	0.
2	
All other program-related investments See instructions 3	
Total. Add lines 1 through 3 ►	None

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc, purposes.			
a	Average monthly fair market value of securities		**1a**	1,898,045.
b	Average of monthly cash balances		**1b**	69,803.
c	Fair market value of all other assets (see instructions)		**1c**	171,000.
d	**Total** (add lines 1a, b, and c)		**1d**	2,138,848.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	**1e**		
2	Acquisition indebtedness applicable to line 1 assets		**2**	
3	Subtract line 2 from line 1d		**3**	2,138,848.
4	Cash deemed held for charitable activities Enter 1-1/2% of line 3 (for greater amount, see instructions)		**4**	32,083.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4		**5**	2,106,765.
6	**Minimum investment return.** Enter 5% of line 5		**6**	105,338.

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**	105,338.
2a	Tax on investment income for 2012 from Part VI, line 5	**2a**	2,761.		
b	Income tax for 2012. (This does not include the tax from Part VI)	**2b**			
c	Add lines 2a and 2b			**2c**	2,761.
3	Distributable amount before adjustments Subtract line 2c from line 1			**3**	102,577.
4	Recoveries of amounts treated as qualifying distributions			**4**	
5	Add lines 3 and 4			**5**	102,577.
6	Deduction from distributable amount (see instructions)			**6**	
7	**Distributable amount** as adjusted Subtract line 6 from line 5. Enter here and on Part XIII, line 1			**7**	102,577.

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**	95,349.
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**	95,349.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions)	**5**	0.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	**6**	95,349.

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					102,577.
2 Undistributed income, if any, as of the end of 2012:					
a Enter amount for 2011 only				2,582.	
b Total for prior years. 20 ___, 20 ___, 20 ___					
3 Excess distributions carryover, if any, to 2012					
a From 2007	0.				
b From 2008	0.				
c From 2009	0.				
d From 2010	0.				
e From 2011	0.				
f **Total** of lines 3a through e		0.			
4 Qualifying distributions for 2012 from Part XII, line 4 ► $ 95,349.					
a Applied to 2011, but not more than line 2a				2,582.	
b Applied to undistributed income of prior years (Election required – see instructions)					
c Treated as distributions out of corpus (Election required – see instructions)					
d Applied to 2012 distributable amount					92,767.
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).)*					
6 **Enter the net total of each column as indicated below:**					
a Corpus Add lines 3f, 4c, and 4e. Subtract line 5		0.			
b Prior years' undistributed income. Subtract line 4b from line 2b			0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed					
d Subtract line 6c from line 6b Taxable amount – see instructions			0.		
e Undistributed income for 2011 Subtract line 4a from line 2a. Taxable amount – see instructions				0.	
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013					9,810.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)					
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)		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	0.				
b Excess from 2009	0.				
c Excess from 2010	0.				
d Excess from 2011	0.				
e Excess from 2012	0.				

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).)

N/A

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

N/A

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

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

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

JOHN J RAYMOND JR
125 WORTH AVENUE, STE 330
PALM BEACH FL 33480 (561) 659-8661

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

WE REQUEST A COPY OF THEIR 501C(3), FINANCIAL STATEMENTS AND THE PURPOSE OF THEIR REQUEST

c Any submission deadlines:

THERE ARE NO SUBMISSION DEADLINES

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

SUBMISSIONS MUST BE IN COMPLIANCE WITH OUR EXEMPT PURPOSE

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*				
PAWS 4 LIBERTY 8939 PALOMINO DRIVE LAKE WORTH FL 33467		501(C)(3)	ANIMAL CARE	25,000.
NEW HORIZONS SERVICE DOGS 1590 LAUREL PARK COURT ORANGE CITY FL 32763		501(C)(3)	ANIMAL CARE	11,000.
GODS CREATURES GREAT & SMALL 10629 ANDERSON LANE LAKE WORTH FL 33467		501(C)(3)	ANIMAL CARE	12,000.
PURRZILLA CAT RESCUE 9608 ARBOR MEADOW DRIVE BOYNTON BEACH FL 33437		501(C)(3)	ANIMAL CARE	18,000.
CHOCOLATE CHIP ANIMAL RESCUE 2141 B ROAD LOXAHATCHEE FL 33470		501(C)(3)	ANIMAL CARE	11,000.
VETERINARY SURGERY CENTER 300 CENTRAL BLVD JUPITER FL 33458		501(C)(3)	ANIMAL CARE	1,100.
LEGAL AID SOCIETY/ELDERS ON THE EDGE 3801 GEORGIA AVENUE WEST PALM BEACH FL 33405		501(C)(3)	ANIMAL CARE	15,000.
JUPITER PET EMERGENCY & SPECIALTY CENTER 300 CENTRAL BLVD JUPITER FL 33458		501(C)(3)	ANIMAL CARE	2,249.
Total			► **3a**	95,349.
b *Approved for future payment*				
Total			► **3b**	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	71,018.	
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					
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)				71,018.	

13 Total. Add line 12, columns (b), (d), and (e) 13 71,018.

(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). (See instructions)
N/A	

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	**1 a (1)**		X
(2)	Other assets	**1 a (2)**		X
b	Other transactions:			
(1)	Sales of assets to a noncharitable exempt organization	**1 b (1)**		X
(2)	Purchases of assets from a noncharitable exempt organization	**1 b (2)**		X
(3)	Rental of facilities, equipment, or other assets	**1 b (3)**		X
(4)	Reimbursement arrangements	**1 b (4)**		X
(5)	Loans or loan guarantees	**1 b (5)**		X
(6)	Performance of services or membership or fundraising solicitations	**1 b (6)**		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	**1 c**		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

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

b If 'Yes,' complete the following schedule

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

Sign Here

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

Signature of officer or trustee Mariela G. Camos

Date 12/13/2013

Title DIRECTOR Director/Treasurer

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

Paid Preparer Use Only

Print/Type preparer's name PAUL MISHKIN, CPA	Preparer's signature Paul Mishkin	Date 12/04/13	Check ☒ if self-employed	PTIN P01219022

Firm's name ► PAUL MISHKIN, CPA

Firm's EIN ► 06-1432539

Firm's address ► 4249 NW 64TH DRIVE
BOCA RATON FL 33496

Phone no (561) 245-7408

Form 990-PF, Page 1, Part I, Line 11

Line 11 Stmt

Other income:	Rev/Exp Book	Net Inv Inc	Adj Net Inc
ROYALTY INCOME	886.	886.	886.
INTEREST ON NOTES	10,168.	10,168.	10,168.
Total	11,054.	11,054.	11,054.

Form 990-PF, Page 1, Part I, Line 23

Line 23 Stmt

Other expenses.	Rev/Exp Book	Net Inv Inc	Adj Net Inc	Charity Disb
INVESTMENT MGMT FEES	22,610.	22,610.		
SERVICE FEES	75.	75.		
Total	22,685.	22,685.		

Form 990-PF, Page 6, Part VIII, Line 1

Information about Officers, Directors, Trustees, Etc.

(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
Person ☒ Business ☐ MICHAEL GRAHAM 125 SOUTH LAKE DRIVE PALM BEACH FL 33480	DIRECTOR 3.00	0.	0.	0.
Person ☒ Business ☐ LINDA GORE 610 XANADU PLACE JUPITER FL 33477	DIRECTOR 4.00	0.	0.	0.
Person ☒ Business ☐ MARCIELA RAMOS 7032 BRUNSWICK CIRCLE BOYNTON BEACH FL 33472	DIRECTOR 2.00	0.	0.	0.
Person ☒ Business ☐ NANCY SLEUMAN 7830 NILE RIVER ROAD WEST PALM BEACH FL 33472	DIRECTOR 3.00	0.	0.	0.
Person ☒ Business ☐ JUDY E HENSLEY 5409 WOODS WEST DRIVE LAKE WORTH FL 33463	DIRECTOR 2.00	0.	0.	0.
Total		0.	0.	0.

Form 990-PF, Page 1, Part I

Line 16b - Accounting Fees

Name of Provider	Type of Service Provided	Amount Paid Per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
PAUL MISHKIN, CPA	TAX AND ACCOUNTING	4,000.			
Total		4,000.			

PART II, LINES 2 and 10

Investment Detail - Cash

Cash	Market Value	% of Account Assets
Cash	39,544.71	2%
Total Cash	**39,544.71**	**2%**
Total Cash	**39,544.71**	**2%**

Investment Detail - Mutual Funds

Bond Funds	Quantity	Market Price	Market Value	% of Account Assets	Average Cost Basis	Cost Basis	Unrealized Gain or (Loss)
DOUBLELINE TOTAL RETURN ◊ BD FD CL I SYMBOL: DBLTX	6,311.2450	10.9600	69,171.25	4%	11.39	71,893.93[t]	(2,722.68)
JPMORGAN CORE BOND SLCT ◊ SYMBOL: WOBDX	4,483.6230	11.6400	52,189.37	3%	12.07	54,095.95	(1,906.58)
LORD ABBETT SHORT ◊ DURATION INCM I SYMBOL: LLDYX	15,404.5040	4.5600	70,244.54	4%	4.57	70,422.90	(178.36)

Schwab has provided accurate gain and loss information wherever possible for most investments. Cost basis data may be incomplete or unavailable for some of your holdings
Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this statement

Investment Detail - Mutual Funds (continued)

Bond Funds (continued)	Quantity	Market Price	Market Value	% of Account Assets	Average Cost Basis	Cost Basis	Unrealized Gain or (Loss)
OPPENHEIMER SENIOR ◊ FLOATING RATE Y SYMBOL: OOSYX	8,428.2900	8.3700	70,544.79	4%	8.36	70,485.59	59.20
OSTERWEIS STRATEGIC ◊ INCOME FUND SYMBOL: OSTIX	5,956.6380	11.8500	70,586.16	4%	11.76	70,044.77	541.39
PIMCO EMRG LOCAL BD FD ◊ INSTL CL SYMBOL: PELBX	8,921.8400	9.7600	87,077.16	5%	10.93	97,516.77	(10,439.61)
TEMPLETON GLOBAL BOND ◊ FUND ADV CL SYMBOL: TGBAX	5,604.7910	12.8800	72,189.71	4%	13.41	75,144.76	(2,955.05)
Total Bond Funds	**55,110.9310**		**492,002.98**	**26%**		**509,604.67** ✓	**(17,601.69)**

Equity Funds	Quantity	Market Price	Market Value	% of Account Assets	Average Cost Basis	Cost Basis	Unrealized Gain or (Loss)
ARBITRAGE FUND CLASS I ◊ SYMBOL: ARBNX	4,130.5750	12.8400	53,036.58	3%	13.12	54,199.08	(1,162.50)
BBH CORE SELECT FUND ◊ CLASS N SYMBOL: BBTEX	4,435.0730	20.4000	90,475.49	5%	17.72	78,582.55	11,892.94
DGHM ALL CAP VALUE FD CL ◊ INST SYMBOL: DGAIX	6,793.5690	13.6700	92,868.09	5%	11.48	77,980.52	14,887.57

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Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this statement.

Investment Detail - Mutual Funds (continued)

Equity Funds (continued)	Quantity	Market Price	Market Value	% of Account Assets	Average Cost Basis	Cost Basis	Unrealized Gain or (Loss)
FEDERATED STRATEGIC ◊ VALUE DIVIDEND INSTL SYMBOL: SVAIX	16,477.2360	5.6200	92,602.07	5%	5.36	88,362.38	4,239.69
FPA CRESCENT FUND INST ◊ CL SHARES SYMBOL: FPACX	2,241.4130	31.8600	71,411.42	4%	29.02	65,048.69 [1]	6,362.73
HARDING LOEVNER GLOBAL ◊ EQTY PORT ADV CL SYMBOL: HLMGX	3,300.8300	28.1000	92,753.32	5%	26.55	87,637.03	5,116.29
MAINSTAY EPOCH GLOBAL ◊ EQTY YIELD I SYMBOL: EPSYX	4,975.0190	18.2600	90,843.85	5%	16.63	82,714.09	8,129.76
OAKMARK INTL SMALL CAP ◊ FUND SYMBOL: OAKEX	3,529.0080	16.1600	57,028.77	3%	14.90	52,582.22	4,446.55
OSTERWEIS FUND ◊ SYMBOL: OSTFX	2,731.0480	34.3000	93,674.95	5%	32.09	87,637.03	6,037.92
PRIMECAP ODYSSEY AGGR ◊ GROWTH FD SYMBOL: POAGX	3,620.3330	26.4600	95,794.01	5%	24.21	87,637.05	8,156.96
ROYCE TOTAL RETURN FUND ◊ INVESTMENT CL SYMBOL: RYTRX	3,403.3800	16.2000	55,134.76	3%	14.19	48,294.81	6,839.95
VANGUARD REIT INDEX FUND ◊ INVESTOR SHARE SYMBOL: VGSIX	3,893.7600	23 0300	89,673.29	5%	22.38	87,148.62	2,524.67

Schwab has provided accurate gain and loss information wherever possible for most investments. Cost basis data may be incomplete or unavailable for some of your holdings.
Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this statement

Investment Detail - Mutual Funds (continued)

Equity Funds (continued)	Quantity	Market Price	Market Value	% of Account Assets	Average Cost Basis	Cost Basis	Unrealized Gain or (Loss)
VIRTUS EMRG MKTS OPPTY ◊ FD CL I SYMBOL: HIEMX	5,362.3840	9.8100	52,604.99	3%	9.85	52,805.93	(200.94)
WELLS FARGO ADVTG GWTH ◊ FD INST SYMBOL: SGRNX	1,838.4110	50.6300	93,078.75	5%	45.00	82,729.29[t]	10,349.46
Total Equity Funds	**66,732.0390**		**1,120,980.34**	**60%**		**1,033,359.29**	**87,621.05**
Total Mutual Funds	**121,842.9700**		**1,612,983.32**	**86%**		**1,542,963.96**	**70,019.36**

Investment Detail - Other Assets

Other Assets	Quantity	Market Price	Market Value *Cost Basis*	% of Account Assets	Unrealized Gain or (Loss)
ISHARES CORE S&P ETF S&P 500 INDEX SYMBOL: IVV	**548.0000**	**169.5500**	**92,913.40** *87,863.36*	**5%**	**5,050.04**
ISHARES RUSSELL MICROCAP ETF SYMBOL: IWC	**1,162.0000**	**66.1900**	**76,912.78** *60,744.96*	**4%**	**16,167.82**
JP MORGAN EXCH TRADED NT ALERIAN MLP SYMBOL: AMJ	**1,186.0000**	**46.2600**	**54,864.36** *48,961.15*	**3%**	**5,903.21**
Total Other Assets	**2,896.0000**		**224,690.54**	**12%**	**27,121.07**
		Total Cost Basis:	***197,569.47***		

Schwab has provided accurate gain and loss information wherever possible for most investments Cost basis data may be incomplete or unavailable for some of your holdings
Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this statement

Investment Detail - Total

Total Investment Detail	1,877,218.57
Total Account Value	1,877,218.57
Total Cost Basis	*1,740,533.43*

PROMISSORY NOTE

$155,000.00

Palm Beach, Florida
Dated: September 24, 2012

FOR VALUE RECEIVED, the undersigned, ROBERT A. YOUNG and JACQUELINE O. YOUNG, husband and wife, jointly (the "Maker"), promises to pay to JOHN J. RAYMOND, JR., on behalf of ASKK, Inc., or order (the "Holder"), in the manner hereinafter specified, the principal sum of One Hundred Fifty-Five Thousand and No/100 Dollars ($155,000.00) with interest thereon at a rate of six (6%) percent per annum. The said principal and interest shall be payable in lawful money of the United States of America at 125 Worth Avenue, Suite 330, Palm Beach, Florida 33480 or at such place as may hereafter be designated by written notice from the Holder to the Maker hereof, on the date and in the manner following:

Interest only shall be paid on the 25th day of October 2012 and monthly thereafter until August 25, 2015.

The entire unpaid Principal Balance, together with accrued and unpaid interest thereon, and all other obligations of Maker hereunder, if not sooner paid, shall be due and payable in full on September 24, 2015 (the "Maturity Date").

In addition to the above, the Holder may collect a late charge not to exceed an amount equal to five percent (5%) of any installment which is not paid within ten (10) days of the due date thereof to cover the extra expense involved in handling delinquent payments, provided that collection of said late charge shall not be deemed a waiver by the Holder of any of its other rights under this Note, the Security Agreements or any other instrument given to secure this indebtedness.

The occurrence of any of the following events (an "Event of Default"), shall be a default hereunder, and upon any such Event of Default the Holder shall have the right to accelerate the payment of the entire principal amount of this Note and all accrued interest thereon, which shall become immediately due and payable, together with reimbursement by the Maker to the Holder of all reasonable attorney's fees which may be incurred in connection with the collection and enforcement of this Note:

(a) If the Maker or any guarantor hereunder shall at any time fail to carry out, or be in default in respect of, any of its undertakings, obligations, or agreements under this Note, including, without limitation, any failure to make a payment of principal and/or interest due hereunder within ten (10) days of the due date thereof, which failure shall remain unremedied for a period of ten (10) days after receipt of written notice by the Holder to the Maker describing the failure to make payment on the due date, and thirty (30) days for a non-payment breach after receipt of written notice by the Holder to the Maker describing the breach; or

(b) If, without the prior permission of the Holder, the Maker shall dispose of a majority of his assets, by sale or otherwise, or shall become involved in, or subsequent to, any merger, consolidation or other exchange; or

(c) the filing by Maker or any guarantor or endorser hereunder of a voluntary petition in bankruptcy or Maker's or any guarantor's or endorser's hereunder adjudication as a bankrupt or insolvent, or the filing by Maker or any guarantor or endorser hereunder of any petition or answer seeking or acquiescing in any reorganization, arrangement, composition, readjustment, liquidation, dissolution or similar relief for themselves under any present or future

The Maker may prepay this Note in full or in part without penalty or premium. All payments made hereunder shall be applied first to the costs that may be due from the Maker to the Holder, as described hereunder, then to payment of accrued but unpaid interest, and the balance thereof shall be applied to principal.

For purposes of all notice requirements to the Maker by the Holder for the Events of Default specified above, written notice shall be deemed given to the Maker upon receipt. Notices may be delivered personally and shall be effective on the day so delivered, notices sent by registered or certified mail shall be effective upon receipt, notices sent by facsimile shall be effective when received if the original is sent by national recognized courier or other means of personal service which provides written verification of receipt, and notices sent by courier guaranteeing next day delivery shall be effective on the earlier of the second business day after timely delivery to the Maker or the day of actual delivery by the courier.

At any time after the occurrence of an Event of Default, the indebtedness evidenced by this Note and/or any note(s) or other obligations which may be taken in renewal, extension, substitution or modification of all or any part of the indebtedness evidenced hereby or thereby, shall, at the option of Holder, immediately become due and payable without demand upon notice to the Maker, and the Holder shall be entitled to exercise all other remedies as provided by law or in equity. Any amount of principal and/or interest evidenced by this Note which is not paid within ten (10) days after the same is due, whether at stated maturity, by acceleration or otherwise, shall bear interest from ten (10) days after the date due until such amount is paid in full, payable on demand, at the rate of fifteen (15%) percent per annum.

The Maker and any guarantor hereunder, jointly and severally, agree (i) that any collateral, lien, and or right of setoff securing any indebtedness evidenced by this Note may, from time to time, in whole or in part, be exchanged or released, and any person liable on or with respect to this Note may be released all without notice to or further reservations of rights against the Maker, and all without in any way affecting or releasing the liability of the Maker, any endorser, surety or guarantor, (ii) that none of the terms or provisions hereof may be waived, altered, modified or amended orally, by course of conduct, dealing or performance, or otherwise, except as the Holder may specifically agree in writing, (iii) to any substitution, exchange, addition or release of any of the security for the indebtedness evidenced by this Note, or the addition or release of any party or person primarily or secondarily liable hereon, (iv) that the Holder shall not be required first to institute any suit, or to exhaust his remedies against the undersigned Maker or any other person or party to become liable hereunder against the security in order to enforce the payment of this Note, and (v) that notwithstanding the occurrence of any of the foregoing (except by the express written release by the Holder of any such person), the undersigned Maker shall be and remain directly and primarily liable for all sums due under this Note.

The Maker hereby agrees to pay all out-of-pocket costs and expenses, including reasonable attorneys' fees, incurred by the Holder in connection with the collection of the indebtedness evidenced by this Note, any modification hereof, or in enforcing or protecting any of the rights, powers, remedies and privileges of the Holder hereunder. As used in this Note, the term "attorneys' fees" shall include those incurred at any time whether prior to the commencement of judicial proceeding and/or thereafter at the trial and/or appellate proceedings and/or in pre and post judgment or insolvency, bankruptcy, administrative, regulatory or investigative proceedings.

Principal and any interest, if any, payable hereunder shall be payable to the Holder in lawful currency of the United States of America.

exceed the maximum rate of interest allowed by applicable law, then the obligation to be fulfilled shall be reduced automatically to the extent necessary to prevent that effective rate of interest from exceeding the maximum rate allowable under applicable law and to the extent that the Holder shall receive any sum which would constitute excessive interest, such sum shall be applied to the reduction of the unpaid principal balance due hereunder and not to the payment of interest or, if such excessive interest exceeds the unpaid balance of principal, the excess shall be refunded to the Maker.

The Maker and any guarantor or endorser hereunder waives presentment for payment, demand, notice of demand, protest, notice of protest, dishonor and nonpayment of this Note, and all other notices in connection with the delivery, acceptance, performance, default, or enforcement of the payment of this Note, and any other demand whatsoever and all defenses by reason of any extension of time of the payment of this Note that may be given by the Holder.

All parties liable for the payment of this Note consent and agree to any and all extensions of time, renewals, waivers or modifications that may be granted by the Holder with respect to the payment or any other provisions of this Note, and to the release of any collateral or part thereof, with or without substitution.

No waiver by the Holder of any default hereunder shall be deemed to constitute a waiver of any subsequent default. No exercise of any right or remedy hereunder shall preclude the exercise of any other right or remedy which the Holder may have in law or in equity to enforce the provisions of this Note or the collection thereof.

This Note has been executed and delivered in and shall be construed and enforced in accordance with the laws of the State of Florida. Venue with respect to any litigation shall be in Palm Beach County, Florida.

Time is of the essence of every provision of this Note.

If any provision or portion of this Note is declared or found by a court of competent jurisdiction to be unenforceable or null and void, such provision or portion thereof shall be deemed stricken and severed from this Note and the remaining provisions and portions thereof shall continue in full force and effect.

THE UNDERSIGNED HEREBY KNOWINGLY, VOLUNTARILY AND INTENTIONALLY WAIVES ANY RIGHT WHICH THE UNDERSIGNED MAY HAVE TO A TRIAL BY JURY IN RESPECT TO ANY LITIGATION BASED HEREON OR ARISING OUT OF, UNDER OR IN CONNECTION WITH THIS NOTE AND ANY DOCUMENTS CONTEMPLATED TO BE EXECUTED IN CONJUNCTION HEREWITH OR ANY COURSE OF CONDUCT, COURSE OF DEALING, STATEMENT (WHETHER VERBAL OR WRITTEN) OR ACTIONS OF EITHER THE UNDERSIGNED OR THE HOLDER HEREOF.

Robert A. Young

ROBERT A. YOUNG, *Maker*

Jacqueline O Young

JACQUELINE O. YOUNG, *Maker*

BALLOON SECURED PROMISSORY NOTE

THIS IS A BALLOON NOTE AND THE FINAL PAYMENT OF THE BALANCE DUE UPON MATURITY IS $350,000.00 TOGETHER WITH ACCRUED INTEREST, IF ANY, AND ALL ADVANCEMENTS MADE BY THE NOTE UNDER THE TERMS HEREOF.

$350,000.00 Boca Raton ,Florida

February 28th , 2013

1. DEBTOR'S PROMISE TO PAY

FOR VALUE RECEIVED, the undersigned, **JOHN R. TOSCANO and MARILYN TOSCANO,** (the "Debtor"), whose address is 2751 N.E. 9th Street, Pompano Beach, Florida 33062, do hereby promise to pay to the order of **THE ENTRUST GROUP, INC. FBO DONALD ROBERTS IRA #50-01160 as to an undivided 71 %** and **ANIMAL SUPPORT KINDNESS & KINSHIP, INC., a Florida non-profit corporation as to an undivided 29% interest**, or their respective successors and assigns ("Note Holderss") the sum of Three Hundred Fifty Thousand and no/100 Dollars ($350,000.00) (this amount is called "principal"), together with interest accrued from the date hereof on the unpaid principal.

2. INTEREST RATE

Interest will be charged on the unpaid principal at the rate of Eight percent (8.00%) per annum until the entire balance of principal and interest is paid.

3. SECURITY: LOAN DOCUMENTS

The security for this Note includes a Mortgage, UCC-1 Fixture Filing, and an Unconditional Guaranty (as the same may from time to time be amended, restated, modified or supplemented, the "**Mortgage**") of even date herewith from Borrower to Lender, conveying and encumbering certain real and personal property more particularly described therein (the "**Property**"). This Note, the Mortgage, the UCC-1 Fixture Filing, and Unconditional Guaranty between Borrower and Lender of even date herewith (as the same may from time to time be amended, restated, modified or supplemented, and all other documents now or hereafter securing or executed in connection with the loan evidenced by this Note (the "**Loan**"), as the same may from time to time be amended, restated, modified or supplemented, are herein sometimes called individually a "**Loan Document**" and together the "**Loan Documents.**"

4. PAYMENTS

A) Time and Place of Payments

Read and Approved

Donald Roberts by

Donald Roberts

John J Raymond Jr
POA

Interest only payments of $1,666.67 each shall be made in 24 equal consecutive monthly payments to **THE ENTRUST GROUP, INC. FBO DONALD ROBERTS IRA #50-01160** and interest only payments of $666.67 each shall be made in 24 equal consecutive monthly payments to **ANIMAL SUPPORT KINDNESS & KINSHIP, INC., a Florida non-profit corporation,** the first of which shall be due and payable on March 28, 2013, together with a like installment due on the same date each and every month thereafter until February 28, 2015. The initial interest payment shall be prorated based on actual days and is due on the date of the signing of this Note. Debtor shall also pay any and all fees associated with the establishment and administration of the Entrust Group, Inc. IRA account established for the purpose of funding this Loan.

Payments shall be made payable to The Entrust Group, Inc. FBO Donald Roberts IRA #50-01160 at 555 12th Street, Suite 1250, Oakland, California 94607, and ANIMAL SUPPORT KINSHIP & KINDNESS, INC. at 125 Worth Avenue, Suite 330, Palm Beach, Florida 33480 or at such other location as shall be designated by Note Holders.

(B) Time to Maturity

This Note shall mature and the entire outstanding balance of principal and interest shall become due and owing on February 28, 2015, unless paid before that date. Any payments made 25ill be applied first against interest, then against principal.

5. DEBTOR'S RIGHT TO PREPAY

(A) Upon giving Note Holders Ninety (90) days prior written notice, the Debtor may prepay the principal amount outstanding, in whole or in part, prior to the maturity date. At the time of prepayment, if the then highest available interest rate payable in the U.S. banking market on a four year certificate of deposit is less than 5.65%, the Debtor shall pay the difference between the highest available rate of interest on a four year certificate of deposit and 5.65%. Such payment shall be made in a lump sum payment.

(B) In no event shall the calculations of interest exceed the maximum interest rate permitted under Florida law.

6. DEBTOR'S FAILURE TO PAY AS REQUIRED

(A) Late Payment Penalty

If Debtor shall fail to make any payment under the terms of this Note (other than the payment due at maturity) within ten (10) days after the date such payment is due, Borrower shall pay to Lender on demand a late charge equal to five percent (5%) of the amount of such payment. Such ten (10) day period shall not be construed as in any way extending the due date of any payment. The late charge is imposed for the purpose of defraying the expenses of Note Holders incident to handling such delinquent payment. This charge shall be in addition to, and

Read and Approved

Donald Roberts

Donald Roberts by
[illegible] Raymond as
POA

JR

JR

not in lieu of, any other amount that Note Holders may be entitled to receive or action that Note Holders may be authorized to take as a result of such late payment.

(B) Default.

Debtor's failure to make timely payments shall be considered a material breach, affording Note Holders, at its discretion, the right to utilize any remedies afforded herein or at law. Regardless of the remedy chosen by Note Holders, in the event of default, interest shall accrue at the maximum interest rate permitted under Florida law, and the laws of the United States, but never in excess of the Florida law provisions regarding usurious interest.

(C) Acceleration of Debt/Notice of Default

If Debtor is in default, the Note Holders may, at its discretion, elect to accelerate the entire remaining balance of principal and interest due, which, thereafter, shall be paid on demand to Note Holders. The Note Holders may, but is not obligated to, send a written notice notifying Debtor that if Debtor does not pay the overdue amount by a certain date, the Note Holders may require payment immediately for the full amount of principal which has not been paid and all interest that is owed on that amount, or alternatively, demanding payment of the entire remaining balance of principal and interest due.

In the event of default of the covenants and agreements contained in this instrument by the Borrower, the Lenders agree to initially foreclose on the property located at 181 SW 5th Street, Pompano Beach, Florida 33060. In the event that the Lenders do not obtain enough funds to cover all costs from the sale of said property, then the Lenders shall foreclose on the property located at 2750 NE 9th Court, Pompano Beach, Florida 33062.

Any notice to Debtor provided for in this Note shall be given by mailing such notice by certified mail addressed to Debtor at the Property Address stated in the first paragraph of this Note, or to such other address as Debtor may designate by notice to the Note Holders. Any notice to the Note Holders shall be given by mailing such notice by certified mail, return receipt requested, to the Note Holders at the address stated in the third paragraph of this Note, or at such other address as may have been designated by notice to Note Holders.

All persons now or hereafter becoming parties hereto severally waive notices of demand, non-payment and protest, and if this note becomes in default and is placed in the hands of an attorney for collection, the person in default agrees to pay reasonable attorney's fees for making such collection.

If, at a time when Debtor is in default, the Note Holders does not require payment immediately in full as described above, the Note Holders will still have the right to do so if Debtor remains in default, or subsequently defaults after curing any previous default.

(D) Collection Costs

Read and Approved

Donald Roberts by
Donald Roberts
[illegible] POA

Debtor agrees to pay all costs of collection, including reasonable attorney's fees, court costs, costs of appeal, and other costs incurred by the Note Holders in case any installment of interest is not paid when due or if the principal of the Note and/or all interest thereon is not paid upon demand or when otherwise due hereunder.

(E) No Waiver By Note Holders

Any failure or delay on the part of the Note Holders in exercising any rights hereunder shall not operate as a waiver of said rights, but rather a forbearance that may be withdrawn for lack of consideration up to and until the time Debtor remedies the Debtor's failure to perform or breach. Acceptance of any payment after its due date shall not be deemed a waiver of the right to require prompt payment when due of all other sums, and acceptance of any payment after the Note Holders has declared the entire indebtedness due and payable shall not cure any default of the Debtor or operate as a waiver of any rights of the Note Holders hereunder. In spite of the aforementioned, if any forbearance is determined to be a waiver, it will be considered a one-time waiver, and Note Holders may use any remedy afforded by this contract or at law upon the reoccurrence of a default, failure to perform, or breach by Debtor.

THIS NOTE SHALL BE CONSTRUED AND INTERPRETED IN ACCORDANCE WITH FLORIDA LAWS AND SUIT FOR COLLECTION MAY BE BROUGHT IN INDIAN RIVER COUNTY, FLORIDA.

EFFECTIVE as of the 28th day of February, 2013.

SIGNATURES TO APPEAR ON THE NEXT PAGE.

Read and Approved

Donald Roberts

Donald Roberts by

[illegible] Raymond [illegible]

POA

PART IV CAPITAL GAINS and LOSSES

77198125								
81 Records exported								
CostBasis for Single Account as of 11/19/13 01:43:58 PM ET								
Total Know	Total Know	Total Known	Total Known Pr	Total Known Cost Basis				
$78,675.31	$2,753.69	$75,921.62	$2,991,022.58	$2,914,085.91				
Cost Basis - Realized Gain/(Loss) (Filtered by: From 08/01/2012 Through 07/31/2013)								
Symbol	Name	Sold/ Closed	Acquired/ Opened	Quantity Sold	Total Proceeds	Cost Basis	Short Term Realized Gain/Loss	Long Term Realized Gain/Loss
AMJ	JP MORGAN	2/19/2013	1/22/2013	63	$2,736.31	$2,670.82	$65.49	
AMJ	JP MORGAN	2/19/2013	1/22/2013	3	$130.30	$127.18	$3.12	
AMJ	JP MORGAN	1/16/2013	9/13/2012	289	$11,956.54	$11,486.18	$470.36	
ARBNX	ARBITRAGE F	1/16/2013	9/13/2012	1214.971	$15,478.03	$15,919.08	($64.66)	
ARBNX	ARBITRAGE F	2/19/2013	9/13/2012	209.538	$2,644.51	$2,749.44	($104.93)	
ARBNX	ARBITRAGE F	6/20/2013	9/13/2012	226.608	$2,855.19	$2,973.42	($118.23)	
ASFYX	ASG MGD FU	11/28/2012	9/13/2012	6472.935	$58,619.79	$62,229.91	($3,610.12)	
BBTEX	BBH CORE SE	2/19/2013	9/13/2012	393.858	$7,336.21	$6,978.55	$357.66	
BBTEX	BBH CORE SE	6/20/2013	9/13/2012	554.844	$10,727.88	$9,830.97	$896.91	
BBTEX	BBH CORE SE	1/16/2013	9/13/2012	1634.041	$29,257.01	$28,804.34	$452.67	
DBLTX	DOUBLELINE	2/19/2013	2/2/2011	546.707	$6,180.12	$5,997.38		$182.74
DBLTX	DOUBLELINE	1/16/2013	2/2/2011	3403.442	$38,774.24	$37,335.76		$1,438.48
DBLTX	DOUBLELINE	6/20/2013	2/2/2011	1307.074	$14,554.69	$14,338.60		$216.09
DBLTX	DOUBLELINE	6/20/2013	5/10/2012	193.29	$2,152.35	$2,201.92		($31.47)
DBLTX	DOUBLELINE	6/20/2013	7/31/2012	27.288	$303.86	$310.86	($7.00)	
DBLTX	DOUBLELINE	6/20/2013	8/31/2012	27.862	$310.25	$317.40	($7.15)	
DBLTX	DOUBLELINE	6/20/2013	9/13/2012	3790.832	$42,212.14	$43,184.31	($972.17)	
DGAIX	DGHM ALL C	2/19/2013	9/13/2012	649.78	$7,733.37	$7,458.55	$274.82	
DGAIX	DGHM ALL C	6/20/2013	9/13/2012	1032.677	$12,976.40	$11,853.66	$1,122.74	
DGAIX	DGHM ALL C	1/16/2013	9/13/2012	2434.426	$27,459.67	$27,808.51	($84.25)	
DODIX	DODGE & CO	9/13/2012	8/17/2011	7336.417	$101,584.71	$99,335.08		$2,249.63
DODIX	DODGE & CO	9/13/2012	5/10/2012	98.05	$1,357.66	$1,342.30	$15.36	
EPSYX	MAINSTAY E	6/20/2013	9/13/2012	601.122	$10,404.47	$9,988.08	$416.39	

EPSYX	MAINSTAY E	2/19/2013	9/13/2012	321.028	$5,483.84	$5,331.69	$152.15	
EPSYX	MAINSTAY E	1/16/2013	9/13/2012	1652.427	$27,454.86	$27,349.77	$105.09	
ERBIX	EATON VAN	9/13/2012	2/10/2011	2035.666	$22,811.71	$22,301.36		$510.35
ERBIX	EATON VAN	9/13/2012	3/16/2011	1865.99	$20,910.32	$20,442.51		$467.81
ERBIX	EATON VAN	9/13/2012	5/13/2011	1714.302	$19,210.50	$18,780.72		$429.78
ERBIX	EATON VAN	9/13/2012	9/14/2011	562.232	$6,300.38	$6,159.43	$140.95	
ERBIX	EATON VAN	9/13/2012	5/10/2012	100.166	$1,122.46	$1,049.74	$72.72	
FCVSX	FIDELITY CO	9/13/2012	2/2/2011	1601.65	$40,346.73	$40,727.11		($380.38)
FCVSX	FIDELITY CO	9/13/2012	9/14/2011	953.889	$24,029.16	$24,255.70	($226.54)	
FCVSX	FIDELITY CO	9/13/2012	5/10/2012	140.629	$3,542.54	$3,427.14	$115.40	
FPACX	FPA CRESCEN	6/20/2013	6/16/2011	287.136	$8,881.12	$7,927.82		$953.30
FPACX	FPA CRESCEN	6/20/2013	5/10/2012	48.66	$1,505.05	$1,411.75		$93.30
FPACX	FPA CRESCEN	6/20/2013	9/13/2012	559.453	$17,303.88	$16,231.21	$1,072.67	
FPACX	FPA CRESCEN	1/16/2013	6/16/2011	1014.879	$29,208.22	$28,020.82		$1,187.40
FPACX	FPA CRESCEN	2/19/2013	6/16/2011	224.232	$6,682.11	$6,191.05		$491.06
FPNIX	FPA NEW IN	9/13/2012	10/6/2011	3106.681	$33,159.04	$33,334.69	($175.65)	
FPNIX	FPA NEW IN	9/13/2012	5/10/2012	717.882	$7,662.29	$7,652.62	$9.67	
HIEMX	VIRTUS EMR	2/19/2013	9/13/2012	248.081	$2,567.45	$2,442.34	$125.11	
HIEMX	VIRTUS EMR	1/16/2013	9/13/2012	1920.998	$19,857.33	$18,646.01	$1,211.32	
HNSVX	HEARTLAND	9/13/2012	4/1/2010	1229.96	$36,541.07	$34,805.01		$1,736.06
HNSVX	HEARTLAND	9/13/2012	2/2/2011	876.299	$26,034.10	$24,797.22		$1,236.88
HNSVX	HEARTLAND	9/13/2012	9/14/2011	142.939	$4,246.60	$4,044.84	$201.76	
HNSVX	HEARTLAND	9/13/2012	5/10/2012	56.158	$1,668.41	$1,599.38	$69.03	
IVAEX	IVY ASSET ST	9/13/2012	4/1/2010	2506.299	$64,513.60	$57,293.99		$7,219.61
IVAEX	IVY ASSET ST	9/13/2012	5/10/2012	148.965	$3,834.45	$3,652.61	$181.84	
IWC	ISHARES RUS	1/16/2013	9/13/2012	91	$4,921.74	$4,771.72	$150.02	
IWC	ISHARES RUS	1/16/2013	9/13/2012	9	$486.83	$471.93	$14.90	
IWC	ISHARES RUS	1/16/2013	9/13/2012	191	$10,331.58	$10,014.42	$317.16	
IWC	ISHARES RUS	2/19/2013	1/22/2013	100	$5,665.98	$5,467.94	$198.04	
IWC	ISHARES RUS	2/19/2013	1/22/2013	12	$679.91	$656.15	$23.76	
IWC	ISHARES RUS	6/20/2013	1/22/2013	150	$9,080.89	$8,201.91	$878.98	
LSIIX	LOOMIS SAY	2/19/2013	9/13/2012	203.955	$2,555.03	$2,594.33	$0.00	
LSIIX	LOOMIS SAY	1/16/2013	9/13/2012	6403.068	$81,550.09	$81,390.68	$159.41	
LSIIX	LOOMIS SAY	6/14/2013	9/13/2012	203.955	$2,550.33	$2,595.96	($45.63)	

LSIIX	LOOMIS SAY	6/14/2013	9/13/2012	3183.285	$39,805.03	$40,517.16	($712.13)	
LSIIX	LOOMIS SAY	6/14/2013	10/1/2012	34.581	$432.41	$440.15	($7.74)	
LSIIX	LOOMIS SAY	6/14/2013	11/1/2012	34.391	$430.04	$437.73	($7.69)	
LSIIX	LOOMIS SAY	6/14/2013	12/3/2012	35.123	$439.19	$447.05	($7.86)	
LSIIX	LOOMIS SAY	6/14/2013	12/21/2012	83.565	$1,044.93	$1,063.62	($18.69)	
LSIIX	LOOMIS SAY	6/14/2013	12/21/2012	7.062	$88.31	$89.89	($1.58)	
LSIIX	LOOMIS SAY	6/14/2013	12/21/2012	100.749	$1,259.80	$1,282.34	($22.54)	
LSIIX	LOOMIS SAY	6/14/2013	1/22/2013	693.008	$8,665.64	$8,820.68	($155.04)	
LSIIX	LOOMIS SAY	6/14/2013	2/1/2013	15.881	$198.58	$202.13	($3.55)	
LSIIX	LOOMIS SAY	6/14/2013	3/1/2013	15.941	$199.33	$202.90	($3.57)	
LSIIX	LOOMIS SAY	6/14/2013	4/1/2013	15.739	$196.81	$200.33	($3.52)	
LSIIX	LOOMIS SAY	6/14/2013	5/1/2013	15.077	$188.53	$191.90	($3.37)	
LSIIX	LOOMIS SAY	6/14/2013	6/3/2013	16.37	$204.70	$208.36	($3.66)	
MALOX	BLACKROCK	9/13/2012	9/24/2009	3165.006	$62,707.68	$55,514.20		$7,193.48
MALOX	BLACKROCK	9/13/2012	5/10/2012	287.929	$5,704.68	$5,468.64	$236.04	
MALOX	BLACKROCK	9/13/2012	7/19/2012	27.61	$547.04	$524.40	$22.64	
NMPAX	COLUMBIA N	9/13/2012	4/1/2010	3199.061	$39,028.55	$34,654.39		$4,374.16
NMPAX	COLUMBIA N	9/13/2012	2/2/2011	2039.848	$24,886.15	$22,097.02		$2,789.13
NMPAX	COLUMBIA N	9/13/2012	9/14/2011	351.835	$4,292.38	$3,811.31	$481.07	
OSTIX	OSTERWEIS	2/19/2013	9/13/2012	526.004	$6,208.15	$6,184.17	$23.98	
OSTIX	OSTERWEIS	6/20/2013	9/13/2012	3662.524	$42,826.53	$43,062.90	($228.03)	
OSTIX	OSTERWEIS	1/16/2013	9/13/2012	2926.369	$34,330.57	$34,380.45	($13.83)	
PAUIX	PIMCO ALL A	2/19/2013	2/2/2011	323.941	$3,564.27	$3,433.77		$130.50
PAUIX	PIMCO ALL A	6/14/2013	2/2/2011	1982.743	$21,050.86	$21,017.08		$33.78
PAUIX	PIMCO ALL A	6/14/2013	4/5/2012	4242.675	$45,044.64	$45,760.35		($715.71)
PAUIX	PIMCO ALL A	6/14/2013	9/20/2012	80.677	$856.55	$870.16	($13.61)	
PAUIX	PIMCO ALL A	6/14/2013	12/27/2012	291.752	$3,097.54	$3,146.76	($49.22)	
PAUIX	PIMCO ALL A	6/14/2013	12/31/2012	78.767	$836.27	$849.56	($13.29)	
PAUIX	PIMCO ALL A	6/14/2013	1/22/2013	1686.451	$17,905.11	$18,189.61	($284.50)	
PAUIX	PIMCO ALL A	6/14/2013	3/21/2013	74.93	$795.54	$808.17	($12.63)	
PAUIX	PIMCO ALL A	1/16/2013	2/2/2011	2702.783	$30,165.09	$28,649.51		$1,515.58
PAUIX	PIMCO ALL A	9/13/2012	2/2/2011	309.264	$3,457.31	$3,278.20		$179.11
PCRIX	PIMCO COM	6/14/2013	9/13/2012	17.032	$102.12	$124.38	($22.26)	
PCRIX	PIMCO COM	6/14/2013	9/13/2012	4389.567	$26,317.83	$32,056.30	($5,738.47)	

PCRIX	PIMCO COM	6/14/2013	9/19/2012	1071.384	$6,423.53	$7,824.14	($1,400.61)	
PCRIX	PIMCO COM	6/14/2013	9/20/2012	45.372	$272.03	$331.34	($59.31)	
PCRIX	PIMCO COM	6/14/2013	10/13/2012	26.723	$160.22	$195.16	($34.94)	
PCRIX	PIMCO COM	6/14/2013	12/12/2012	16.96	$101.68	$123.86	($22.18)	
PCRIX	PIMCO COM	6/14/2013	12/12/2012	41.779	$250.49	$305.10	($54.61)	
PCRIX	PIMCO COM	2/19/2013	9/13/2012	157.721	$1,022.27	$1,151.74	($107.53)	
PCRIX	PIMCO COM	1/16/2013	9/13/2012	1147.988	$7,666.52	$8,352.04	($35.57)	
PELBX	PIMCO EMR	2/19/2013	9/13/2012	616.583	$6,782.08	$6,738.26	$43.82	
PELBX	PIMCO EMR	6/20/2013	9/13/2012	3110.683	$29,930.88	$33,988.01	($3,931.64)	
PFATX	PIMCO FUND	9/13/2012	2/2/2011	18457.603	$78,792.31	$80,659.72		($1,867.41)
PFATX	PIMCO FUND	9/13/2012	5/10/2012	2855.978	$12,191.68	$11,766.63	$425.05	
PGAIX	PIMCO GLOB	9/13/2012	2/2/2011	5090.112	$59,634.57	$59,859.72		($225.15)
PGAIX	PIMCO GLOB	9/13/2012	5/10/2012	814.88	$9,546.94	$9,053.32	$493.62	
PIMIX	PIMCO INCM	9/13/2012	8/18/2011	7053.441	$85,181.10	$79,421.74		$5,759.36
PIMIX	PIMCO INCM	9/13/2012	5/10/2012	105.534	$1,274.48	$1,215.54	$58.94	
PIMIX	PIMCO INCM	9/13/2012	7/31/2012	17.005	$205.36	$195.86	$9.50	
PIMIX	PIMCO INCM	9/13/2012	8/31/2012	33.546	$405.13	$386.39	$18.74	
PRRIX	PIMCO REAL	9/13/2012	2/2/2011	3259.016	$40,811.09	$36,892.05		$3,919.04
PRRIX	PIMCO REAL	9/13/2012	5/10/2012	77.43	$969.62	$946.03	$23.59	
PRRIX	PIMCO REAL	9/13/2012	7/31/2012	1.572	$19.69	$19.21	$0.48	
PRRIX	PIMCO REAL	9/13/2012	8/31/2012	3.566	$44.65	$43.57	$1.08	
PTTRX	PIMCO TOTA	1/16/2013	4/1/2010	522.022	$5,868.35	$5,765.92		$102.43
PTTRX	PIMCO TOTA	1/16/2013	4/1/2010	1962.368	$22,060.12	$21,675.06		$385.06
PTTRX	PIMCO TOTA	1/16/2013	2/2/2011	484.738	$5,449.22	$5,354.10		$95.12
PTTRX	PIMCO TOTA	2/19/2013	2/2/2011	448.075	$4,988.96	$4,949.15		$39.81
PTTRX	PIMCO TOTA	6/14/2013	2/2/2011	533.187	$5,858.40	$5,889.24		($30.84)
PTTRX	PIMCO TOTA	6/14/2013	8/17/2011	5043.068	$55,410.75	$55,702.49		($291.74)
PTTRX	PIMCO TOTA	6/14/2013	5/10/2012	50.517	$555.06	$575.13		($20.07)
PTTRX	PIMCO TOTA	6/14/2013	7/31/2012	10.192	$111.98	$116.04	($4.06)	
PTTRX	PIMCO TOTA	6/14/2013	8/31/2012	21.779	$239.30	$247.95	($8.65)	
PTTRX	PIMCO TOTA	6/14/2013	9/13/2012	1755.677	$19,290.52	$19,988.27	($697.75)	
PTTRX	PIMCO TOTA	6/14/2013	9/28/2012	19.693	$216.38	$224.20	($7.82)	
PTTRX	PIMCO TOTA	6/14/2013	10/31/2012	30.725	$337.59	$349.80	($12.21)	
PTTRX	PIMCO TOTA	6/14/2013	11/30/2012	31.506	$346.17	$358.69	($12.52)	

PTTRX	PIMCO TOTA	6/14/2013	12/12/2012	109.187	$1,199.69	$1,243.09	($43.40)	
PTTRX	PIMCO TOTA	6/14/2013	12/12/2012	148.755	$1,634.45	$1,693.57	($59.12)	
PTTRX	PIMCO TOTA	6/14/2013	12/27/2012	113.584	$1,248.01	$1,293.15	($45.14)	
PTTRX	PIMCO TOTA	6/14/2013	12/31/2012	24.983	$274.50	$284.43	($9.93)	
PTTRX	PIMCO TOTA	6/14/2013	1/22/2013	2026.475	$22,265.91	$23,071.28	($805.37)	
PTTRX	PIMCO TOTA	6/14/2013	1/31/2013	17.697	$194.45	$201.48	($7.03)	
PTTRX	PIMCO TOTA	6/14/2013	2/28/2013	19.426	$213.44	$221.16	($7.72)	
PTTRX	PIMCO TOTA	6/14/2013	3/28/2013	24.115	$264.96	$274.55	($9.59)	
PTTRX	PIMCO TOTA	6/14/2013	4/30/2013	28.346	$311.45	$322.72	($11.27)	
PTTRX	PIMCO TOTA	6/14/2013	5/31/2013	24.097	$264.76	$274.34	($9.58)	
RDVIX	ROYCE DIV V	9/13/2012	2/2/2011	464.879	$3,322.10	$3,194.20		$127.90
RDVIX	ROYCE DIV V	9/13/2012	2/2/2011	5623.606	$40,187.15	$38,640.03		$1,547.12
RDVIX	ROYCE DIV V	9/13/2012	9/14/2011	396.888	$2,836.22	$2,727.04	$109.18	
RDVIX	ROYCE DIV V	9/13/2012	9/6/2012	13.957	$99.74	$97.28	$2.46	
RPIBX	T ROWE PRIC	9/13/2012	8/5/2011	5757.911	$58,649.81	$60,227.74		($1,577.93)
RPIBX	T ROWE PRIC	9/13/2012	5/10/2012	402.702	$4,101.90	$3,980.08	$121.82	
RPIBX	T ROWE PRIC	9/13/2012	7/31/2012	5.337	$54.36	$52.75	$1.61	
RPIBX	T ROWE PRIC	9/13/2012	8/31/2012	13.064	$133.08	$129.11	$3.97	
RSNYX	RS GLOBAL N	9/13/2012	2/2/2011	1092.618	$42,575.61	$41,486.32		$1,089.29
RSNYX	RS GLOBAL N	9/13/2012	9/14/2011	546.657	$21,301.37	$20,756.38	$544.99	
RSNYX	RS GLOBAL N	9/13/2012	5/10/2012	226.433	$8,823.32	$8,008.92	$814.40	
RYTRX	ROYCE TOTA	2/19/2013	9/13/2012	305.354	$4,473.23	$4,331.70	$141.53	
RYTRX	ROYCE TOTA	1/16/2013	9/13/2012	1326.941	$18,558.42	$18,717.93	($67.38)	
RYTRX	ROYCE TOTA	6/20/2013	9/13/2012	383.398	$5,771.98	$5,440.51	$331.47	
SAMHX	RIDGEWORT	6/14/2013	9/13/2012	5601.901	$56,803.27	$56,313.73	$489.54	
SAMHX	RIDGEWORT	6/14/2013	9/28/2012	24.146	$244.84	$242.73	$2.11	
SAMHX	RIDGEWORT	6/14/2013	10/31/2012	43.046	$436.49	$432.72	$3.77	
SAMHX	RIDGEWORT	6/14/2013	11/30/2012	45.395	$460.31	$456.34	$3.97	
SAMHX	RIDGEWORT	6/14/2013	12/19/2012	2.394	$24.28	$24.07	$0.21	
SAMHX	RIDGEWORT	6/14/2013	12/31/2012	43.558	$441.68	$437.87	$3.81	
SAMHX	RIDGEWORT	6/14/2013	1/22/2013	1462.808	$14,832.87	$14,705.04	$127.83	
SAMHX	RIDGEWORT	6/14/2013	1/31/2013	37.301	$378.23	$374.97	$3.26	
SAMHX	RIDGEWORT	6/14/2013	2/28/2013	38.065	$385.98	$382.65	$3.33	
SAMHX	RIDGEWORT	6/14/2013	3/28/2013	35.855	$363.57	$360.44	$3.13	

SAMHX	RIDGEWORT	6/14/2013	4/30/2013	35.038	$355.29	$352.22	$3.07	
SAMHX	RIDGEWORT	6/14/2013	5/31/2013	34.79	$352.76	$349.73	$3.03	
SAMHX	RIDGEWORT	1/16/2013	9/13/2012	2366.996	$24,285.38	$23,648.59	$636.79	
SAMHX	RIDGEWORT	2/19/2013	9/13/2012	336.73	$3,438.01	$3,383.39	$54.62	
SGRNX	WELLS FARG	6/20/2013	2/2/2011	707.405	$32,846.51	$25,374.91		$7,471.60
SGRNX	WELLS FARG	6/20/2013	9/14/2011	470.225	$21,833.67	$16,867.17		$4,966.50
SGRNX	WELLS FARG	6/20/2013	9/13/2012	242.71	$11,269.61	$10,922.05	$347.56	
SGRNX	WELLS FARG	1/16/2013	2/2/2011	913.629	$40,503.58	$32,772.26		$7,731.32
TGBAX	TEMPLETON	2/19/2013	1/16/2013	287.478	$3,844.45	$3,854.16	$0.00	
TISPX	TIAA CREF IN	9/13/2012	2/22/2011	4241.258	$70,210.54	$62,620.52		$7,590.02
TISPX	TIAA CREF IN	9/13/2012	9/14/2011	52.025	$861.23	$768.13	$93.10	
TSFYX	TOUCHSTON	9/13/2012	4/5/2012	5292.894	$87,362.81	$82,339.77	$5,023.04	
TSFYX	TOUCHSTON	9/13/2012	5/10/2012	494.655	$8,164.62	$7,695.18	$469.44	
TTRZX	TEMPLETON	9/13/2012	2/2/2011	4506.363	$60,676.91	$59,437.73		$1,239.18
TTRZX	TEMPLETON	9/13/2012	3/16/2011	6.12	$82.40	$80.72		$1.68
TTRZX	TEMPLETON	9/13/2012	5/10/2012	203.709	$2,742.88	$2,633.04	$109.84	
TTRZX	TEMPLETON	9/13/2012	8/15/2012	18.901	$254.51	$244.30	$10.21	
VAIPX	VANGUARD	9/13/2012	4/1/2010	383.762	$11,222.18	$9,644.89		$1,577.29
VAIPX	VANGUARD	9/13/2012	2/3/2011	1034.524	$30,252.12	$26,000.16		$4,251.96
VAIPX	VANGUARD	9/13/2012	5/10/2012	13.761	$402.40	$391.23	$11.17	
VGSIX	VANGUARD	1/16/2013	9/13/2012	1140.919	$25,577.22	$25,567.80	$9.42	
VGSIX	VANGUARD	6/21/2013	9/13/2012	1054.952	$23,099.55	$23,640.83	($518.21)	
WAGOX	WASATCH G	9/13/2012	2/2/2011	14947.478	$61,733.08	$63,193.67		($1,460.59)
WAGOX	WASATCH G	9/13/2012	9/14/2011	5152.634	$21,280.38	$21,783.86	($503.48)	
WAGOX	WASATCH G	9/13/2012	5/10/2012	2669.849	$11,026.48	$10,225.52	$800.96	
WOBDX	JPMORGAN	9/24/2012	9/13/2012	12030.085	$145,634.38	$143,991.18	$1,643.20	
WOBDX	JPMORGAN	2/19/2013	1/16/2013	205.164	$2,405.86	$2,472.60	$0.00	
WOBDX	JPMORGAN	6/20/2013	1/16/2013	216.024	$2,531.80	$2,606.44	($67.80)	
WOBDX	JPMORGAN	9/13/2012	4/5/2012	10218.004	$123,306.43	$122,301.92	$1,004.51	
WOBDX	JPMORGAN	9/13/2012	7/31/2012	25.334	$305.72	$303.23	$2.49	
WOBDX	JPMORGAN	9/13/2012	8/31/2012	23.684	$285.81	$283.48	$2.33	
						Totals	$ 2,753.69	$ 75,921.62