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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.

2012

Open to public inspection

For calendar year 2012 or tax year beginning NOV 1, 2012, and ending OCT 31, 2013

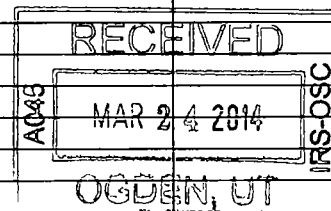
Name of foundation WHELESS FOUNDATION		A Employer identification number 72-6017724
Number and street (or P O box number if mail is not delivered to street address) 333 TEXAS STREET SH-2069		B Telephone number (318) 429-1724
City or town, state, and ZIP code SHREVEPORT, LA 71101		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 8,927,545.	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received				N/A	
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments		56.	56.		STATEMENT 1
4 Dividends and interest from securities		197,275.	197,275.		STATEMENT 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		660,968.			
b Gross sales price for all assets on line 6a		1,787,051.			
7 Capital gain net income (from Part IV, line 2)			660,968.		
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		268,535.	268,535.		STATEMENT 3
12 Total. Add lines 1 through 11		1,126,834.	1,126,834.		
13 Compensation of officers, directors, trustees, etc		0.	0.		0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees STMT 4		1,800.	1,350.		450.
c Other professional fees STMT 5		50,275.	37,706.		12,569.
17 Interest					
18 Taxes STMT 6		23,810.	8,741.		0.
19 Depreciation and depletion		40,280.	40,280.		
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses STMT 7		3,726.	3,726.		0.
24 Total operating and administrative expenses. Add lines 13 through 23		119,891.	91,803.		13,019.
25 Contributions, gifts, grants paid		338,200.			338,200.
26 Total expenses and disbursements. Add lines 24 and 25		458,091.	91,803.		351,219.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		668,743.			
b Net investment income (if negative, enter -0-)			1,035,031.		
c Adjusted net income (if negative, enter -0-)				N/A	

SCANNED MAR 27 2014

Revenue

Operating and Administrative Expenses



24

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing				
	2	Savings and temporary cash investments		258,772.	1,116,980.	1,116,980.
	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 STMT 9		311,459.	311,362.	310,728.
	b	Investments - corporate stock STMT 10		2,753,416.	2,596,997.	5,801,427.
	c	Investments - corporate bonds STMT 11		500,070.	594,974.	603,470.
11	Investments - land, buildings, and equipment basis ▶					
	Less: accumulated depreciation ▶					
12	Investments - mortgage loans					
13	Investments - other STMT 12		424,400.	337,510.	1,094,940.	
14	Land, buildings, and equipment: basis ▶					
	Less: accumulated depreciation ▶					
15	Other assets (describe ▶)					
16	Total assets (to be completed by all filers)		4,248,117.	4,957,823.	8,927,545.	
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 ▶ <input type="checkbox"/>					
	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 ▶ <input checked="" type="checkbox"/>					
	and complete lines 27 through 31.					
	27	Capital stock, trust principal, or current funds		479,857.	479,857.	
	28	Paid-in or capital surplus, or land, bldg., and equipment fund		2,200,863.	2,200,863.	
	29	Retained earnings, accumulated income, endowment, or other funds		1,567,397.	2,277,103.	
30	Total net assets or fund balances		4,248,117.	4,957,823.		
31	Total liabilities and net assets/fund balances		4,248,117.	4,957,823.		

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	4,248,117.
2	Enter amount from Part I, line 27a	2	668,743.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 8	3	40,963.
4	Add lines 1, 2, and 3	4	4,957,823.
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	4,957,823.

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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	PER REGIONS BANK SCHEDULE	P		
b	PER REGIONS BANK SCHEDULE	P		
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 323,334.		326,321.	<2,987.>
b 1,463,717.		799,762.	663,955.
c			
d			
e			

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			<2,987.>
b			663,955.
c			
d			
e			

2 Capital gain net income or (net capital loss)	<div> <div>If gain, also enter in Part I, line 7</div> <div>If (loss), enter -0- in Part I, line 7</div> </div>	2	660,968.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):	<div>If gain, also enter in Part I, line 8, column (c).</div> <div>If (loss), enter -0- in Part I, line 8</div>	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	326,846.	7,217,596.	.045285
2010	302,317.	6,626,917.	.045620
2009	260,222.	6,075,959.	.042828
2008	306,117.	5,213,752.	.058713
2007	296,586.	6,318,985.	.046936

2 Total of line 1, column (d)	2	.239382
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	.047876
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	8,083,960.
5 Multiply line 4 by line 3	5	387,028.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	10,350.
7 Add lines 5 and 6	7	397,378.
8 Enter qualifying distributions from Part XII, line 4	8	351,219.

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 <input type="checkbox"/> 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 <input type="checkbox"/> and enter 1% of Part I, line 27b		1	20,701.
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	20,701.
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	20,701.
6 Credits/Payments:			
a 2012 estimated tax payments and 2011 overpayment credited to 2012	6a	11,040.	
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	11,040.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> 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	9,661.	
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 <input type="checkbox"/> Refunded <input type="checkbox"/>	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?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. \$ 0. (2) On foundation managers. \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV.	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <u>LA</u>		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

N/A

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>N/A</u>	13	X	
14	The books are in care of ► <u>REGIONS BANK TRUST DEPARTMENT</u> Telephone no. ► <u>(318) 429-1724</u> Located at ► <u>333 TEXAS STREET SH-2069, SHREVEPORT, LA</u> ZIP+4 ► <u>71101</u>			
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 <u>N/A</u>			
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►	16	Yes	No
				X

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/>	1b	X
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ► _____		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) <u>N/A</u>	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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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.) <u>N/A</u>	3b	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?	4b	X

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

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

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

☒

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

N/A

☐ Yes ☐ No

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

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

☐ Yes ☒ No

6b

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

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
NICHOLAS H. WHELESS, JR. 333 TEXAS STREET, SUITE 890 SHREVEPORT, LA 71101	BOARD OF CON 0.00	0.	0.	0.
ELISE W. SCHMIDT 333 TEXAS STREET, SUITE 890 SHREVEPORT, LA 71101	BOARD OF CON 0.00	0.	0.	0.
JAMES E. DEVAN 333 TEXAS STREET, SUITE 890 SHREVEPORT, LA 71101	BOARD OF CON 0.00	0.	0.	0.

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

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

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

0

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

Total number of others receiving over \$50,000 for professional services

0

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 THE ONLY ACTIVITY OF THIS FOUNDATION IS MAKING GRANTS TO INTERNAL REVENUE CODE 501(C)(3) ORGANIZATIONS.	0.
2	
3	
4	

Part IX-B Summary of Program-Related Investments

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

	Amount
1 N/A	
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	7,100,633.
b	Average of monthly cash balances	1b	400,395.
c	Fair market value of all other assets	1c	706,038.
d	Total (add lines 1a, b, and c)	1d	8,207,066.
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	8,207,066.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	123,106.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	8,083,960.
6	Minimum investment return. Enter 5% of line 5	6	404,198.

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	404,198.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	20,701.
b	Income tax for 2012. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	20,701.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	383,497.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	383,497.
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	383,497.

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	351,219.
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	351,219.
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	351,219.

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.

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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				383,497.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			334,361.	
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: ▶ \$ 351,219.				
a Applied to 2011, but not more than line 2a			334,361.	
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				16,858.
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:	0.			
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				366,639.
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)

- 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.

- 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).)

NICHOLAS H. WHELESS, JR.

- 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 ☐ 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:

MS. BARBARA YORK, REGIONS BANK TRUST DEPT, (318) 429-1605

333 TEXAS STREET SH-2069, SHREVEPORT, LA 71101

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

NO SPECIFIC FORM

- c Any submission deadlines:**

NO DEADLINES

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

NO RESTRICTIONS OR LIMITATIONS

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

Recipient	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
Name and address (home or business)				
a Paid during the year				
AMERICAN CANCER SOCIETY 2121 FAIRFIELD AVE SHREVEPORT, LA 71104-2057	NONE	PUBLIC	CHARITABLE	8,100.
AMERICAN QUARTER HORSE FOUNDATION P. O. BOX 32111 AMARILLO, TX 79120-2111	NONE	PUBLIC	CHARITABLE	1,000.
ARTHRITIS FOUNDATION P. O. BOX 7669 ATLANTA, GA 30357-0669	NONE	PUBLIC	MEDICAL	1,000.
ASSISTANCE DOGS OF THE WEST 730 SAINT MICHAELS DR #R SANTA FE, NM 87505-7710	NONE	PUBLIC	CHARITABLE	15,000.
BETTY AND LEONARD PHILLIPS DEAF ACTION CENTER 601 JORDAN STREET SHREVEPORT, LA 71101-4748	NONE	PUBLIC	CHARITABLE	1,000.
Total	SEE CONTINUATION SHEET(S)			3a 338,200.
b Approved for future payment				
NONE				
Total				3b 0.

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
CATHEDRAL OF ST. JOHN BERCHMANS 939 JORDAN STREET SHREVEPORT, LA 71101-4309	NONE	PUBLIC	RELIGIOUS	100.
CENTENARY COLLEGE OF LOUISIANA 2911 CENTENARY BLVD. SHREVEPORT, LA 71104-3335	NONE	PUBLIC	EDUCATIONAL	20,000.
CHRISTUS SCHUMPERT FOUNDATION ONE SANIT MARY PLACE SHREVEPORT, LA 71101	NONE	PUBLIC	MEDICAL RESEARCH	100.
CLOSE UP FOUNDATION 1330 BRADDOCK PLACE, STE. 400 ALEXANDRIA, VA 22314-1650	NONE	PUBLIC	EDUCATIONAL	1,000.
COMMUNITY RENEWAL INTERNATIONAL 838 MARGARET PLACE SHREVEPORT, LA 71101	NONE	PUBLIC	CHARITABLE	25,100.
DURHAM ACADEMY, INC. 3601 RIDGE ROAD DURHAM, NC 27705-5599	NONE	PUBLIC	EDUCATIONAL	5,000.
ESPERANZA SHELTER FOR BATTERED FAMILIES 2845 AGUA FRIA STREET SANTA FE, NM 87507	NONE	PUBLIC	CHARITABLE	10,000.
FIRST BAPTIST CHURCH OF SHREVEPORT 543 OCKLEY DRIVE SHREVEPORT, LA 71106-1229	NONE	PUBLIC	RELIGIOUS	300.
FIRST UNITED METHODIST CHURCH OF SHREVEPORT 500 COMMON STREET SHREVEPORT, LA 71101-3430	NONE	PUBLIC	RELIGIOUS	400.
FOOD DEPOT 1222 SILER RD SANTA FE, NM 87507-4106	NONE	PUBLIC	CHARITABLE	10,000.
Total from continuation sheets				312,100.

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
FOOD FOR SANTA FE P. O. BOX 31086 SANTA FE, NM 87594-1086	NONE	PUBLIC	CHARITABLE	10,000.
FRIENDS OF LOUISIANA PUBLIC BROADCASTING 7733 PERKINS ROAD BATON ROUGE, LA 70810-1009	NONE	PUBLIC	EDUCATIONAL	1,200.
FRIENDS OF LOUISIANA STATE EXHIBIT MUSEUM 3015 GREENWOOD ROAD SHREVEPORT, LA 71109	NONE	PUBLIC	EDUCATION	1,000.
GLEN RETIREMENT CENTER 403 EAST FLOURNOY LUCAS RD SHREVEPORT, LA 71115-3903	NONE	PUBLIC	CHARITABLE	3,100.
HUMANE SOCIETY OF NORTHWEST LOUISIANA 512 W 67TH STREET SHREVEPORT, LA 71106	NONE	PUBLIC	CHARITABLE	10,000.
JUNIOR ACHIEVEMENT OF NW LA 3833 GILBERT DRIVE SHREVEPORT, LA 71104-5005	NONE	PUBLIC	EDUCATIONAL	3,200.
KITCHEN ANGELS 1222 SILER RD #A SANTA FE, NM 87507-4107	NONE	PUBLIC	CHARITABLE	10,000.
MD ANDERSON CANCER CENTER 2450 HOLCOMBE BLVD., STE 1 HOUSTON, TX 77021-2040	NONE	PUBLIC	MEDICAL	5,000.
MIT 77 MASSACHUSETTS AVE. CAMBRIDGE, MA 02139-4301	NONE	PUBLIC	EDUCATIONAL	10,000.
MOTHERS AGAINST DRUGS 138 E COLUMBIA STREET SHREVEPORT, LA 71104-3410	NONE	PUBLIC	CHARITABLE	5,000.
Total from continuation sheets				

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
NORWELA COUNCIL, BOY SCOUTS OF AMERICA 3508 BEVERLY PLACE SHREVEPORT, LA 71104-4606	NONE	PUBLIC	CHARITABLE	3,100.
PAIDEIA SCHOOL 1509 PONCE DE LEON AVE NE ATLANTA, GA 30307	NONE	PUBLIC	EDUCATIONAL	5,000.
PUBLIC AFFAIRS RESEARCH COUNCIL 4664 JAMESTOWN AVE., STE. 300 BATON ROUGE, LA 70808-3238	NONE	PUBLIC	CIVIC	1,100.
SALVATION ARMY 200 EAST STONER AVENUE SHREVEPORT, LA 71101-4214	NONE	PUBLIC	CHARITABLE	12,000.
SANTA FE COMMUNITY FOUNDATION P. O. BOX 1827 SANTA FE, NM 87504-1827	NONE	PUBLIC	CHARITABLE	21,000.
SCI-PORT 820 CLYDE FANT PARKWAY SHREVEPORT, LA 71101	NONE	PUBLIC	EDUCATIONAL	20,000.
SPECIAL OLYMPICS 1000 EAST MORRIS AVE HAMMOND, LA 70403-4456	NONE	PUBLIC	CHARITABLE	1,000.
ST JUDE CHILDREN'S RESEARCH HOSPITAL 501 ST. JUDE PLACE MEMPHIS, TN 38105-1905	NONE	PUBLIC	MEDICAL	5,100.
ST MARK'S EPISCOPAL CATHEDRAL 908 RUTHERFORD STREET SHREVEPORT, LA 71104-4246	NONE	PUBLIC	RELIGIOUS	28,100.
ST. JOSEPH CATHOLIC CHURCH 211 ATLANTIC AVENUE SHREVEPORT, LA 71105	NONE	PUBLIC	RELIGIOUS	200.
Total from continuation sheets				

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
THE NATURE CONSERVANCY 1324 N. HEARNE SHREVEPORT, LA 71107-6554	NONE	PUBLIC	CHARITABLE	3,500.
UNITED WAY OF NORTHWEST LA 402 EDWARDS STREET SHREVEPORT, LA 71101-3107	NONE	PUBLIC	CHARITABLE	21,500.
VAIL VALLEY MEDICAL CENTER 181 WEST MEADOW DR VAIL, CO 81657-5242	NONE	PUBLIC	MEDICAL	10,000.
VOLUNTEERS OF AMERICA 360 JORDAN STREET SHREVEPORT, LA 71101-4847	NONE	PUBLIC	CHARITABLE	100.
WOUNDED WARRIOR PROJECT 7020 A. C. SKINNER PWKY, STE 100 JACKSONVILLE, FL 32256	NONE	PUBLIC	CHARITABLE	100.
PROVIDENCE HOUSE 814 COTTON STREET SHREVEPORT, LA 71101	NONE	PUBLIC	CHARITABLE	100.
AMERICAN RED CROSS 805 BROOK HOLLOW DRIVE SHREVEPORT, LA 71105	NONE	PUBLIC	CHARITABLE	20,000.
WILLOW CHUTE BAPTIST CHURCH 2645 DR MARTIN LUTHER KING DR SHREVEPORT, LA 71107-4940	NONE	PUBLIC	RELIGIOUS	100.
YMCA 400 MCNEIL STREET SHREVEPORT, LA 71101	NONE	PUBLIC	CHARITABLE	20,000.
NOEL UNITED METHODIST CHURCH 520 HERNDON STREET SHREVEPORT, LA 71101	NONE	PUBLIC	RELIGIOUS	200.
Total from continuation sheets				

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
BROADMOOR BAPTIST CHURCH 4110 YOUREE DRIVE SHREVEPORT, LA 71105	NONE	PUBLIC	RELIGIOUS	100.
SHREVEPORT GREEN 3625 SOUTHERN AVE SHREVEPORT, LA 71104	NONE	PUBLIC	CHARITABLE	1,000.
FIRST PRESBYTERIAN CHURCH OF SHREVEPORT 900 JORDAN STREET SHREVEPORT, LA 71101	NONE	PUBLIC	RELIGIOUS	200.
CHRISTUS SUTTON CHILDREN'S HOSPITAL 1 ST MARY PLACE SHREVEPORT, LA 71101	NONE	PUBLIC	MEDICAL	100.
COMMUNITY FOUNDATION OF SHREVEPORT-BOSSIER 401 EDWARDS ST #105 SHREVEPORT, LA 71101	NONE	PUBLIC	CHARITABLE	100.
SOUTHFIELD SCHOOL, AARON & PEGGY SELBER FUND 1100 SOUTHFIELD RD SHREVEPORT, LA 71106	NONE	PUBLIC	EDUCATIONAL	100.
ST. ANN CATHOLIC CHURCH 4355 HIGHWAY 24 BOURG, LA 70343	NONE	PUBLIC	RELIGIOUS	100.
BIOMEDICAL RESEARCH FOUNDATION 1868 KINGS HWY SHREVEPORT, LA 71103	NONE	PUBLIC	MEDICAL	100.
NATIONAL ALLIANCE FOR MENTAL ILLNESS 3803 N. FAIRFAX DR., STE. 100 ARLINGTON, VA 22203	NONE	PUBLIC	MEDICAL	100.
SHREVEPORT COMMUNITY CHURCH 5720 BUNCOMBE RD. SHREVEPORT, LA 71129-3602	NONE	PUBLIC	RELIGIOUS	100.
Total from continuation sheets				

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
LOUISIANA BAPTIST CHILDREN'S HOME 7200 DESIARD ST. MONROE, LA 71203	NONE	PUBLIC	CHARITABLE	100.
HEART OF HOPE MINISTRIES 10420 HEART OF HOPE WAY KEITHVILLE, LA 71047	NONE	PUBLIC	CHARITABLE	500.
FIRST SOUTHERN METHODIST CHURCH 314 OLD JEFFERSON RD STONEWALL, LA 71078	NONE	PUBLIC	RELIGIOES	100.
CHRIST UNITED METHODIST CHURCH 1204 CRABAPPLE DRIVE SHREVEPORT, LA 71118	NONE	PUBLIC	RELIGIOUS	100.
ST LUKES EPISCOPAL CHURCH 1050 AZALEA RD MOBILE, AL 36693-2804	NONE	PUBLIC	RELIGIOUS	1,000.
ST. GEORGE GREEK ORTHODOX CHURCH 1719 CRESWELL AVENUE SHREVEPORT, LA 71101	NONE	PUBLIC	RELIGIOUS	100.
ST PHILLIPS EPISCOPAL CHURCH 1206 COLLEGE ST SULPHUR SPRINGS, TX 75482-3018	NONE	PUBLIC	RELIGIOUS	100.
CYSTIC FIBROSIS FOUNDATION 6931 ARLINGTON RD, 2ND FLOOR BETHESDA, MD 20814	NONE	PUBLIC	MEDEICAL	100.
REFUGE MEDITATION CENTER 622 JORDAN ST SHREVEPORT, LA 71101	NONE	PUBLIC	CHARITABLE	100.
ADMIRAL NIMITZ FOUNDATION 340 EAST MAIN STREET FREDERICKSBURY, TX 78624	NONE	PUBLIC	EDUCATIONAL	100.
Total from continuation sheets				

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3 Grants and Contributions Paid During the Year (Continuation)

Total from continuation sheets

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WHELESS FDN

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TRUST YEAR ENDING 10/31/2013

TAX PREPARER: 6990
TRUST ADMINISTRATOR: 1531
INVESTMENT OFFICER: 600

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

PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	TERM	NC	8949
3000.0000 ABBOTT LABS DTD 3/3/09 5.125% 04/01/2019 - 002824AU4 - MINOR = 45								
SOLD		12/27/2012	3674.64					
ACQ	3000.0000	07/09/2012	3674.64	3618.03	56.61	ST	Y	C
1000.0000 AMERICAN EXPRESS CO - 025816109 - MINOR = 31001								
SOLD		10/30/2013	83358.64					
ACQ	1000.0000	04/17/2007	83358.64	58323.70	25034.94	LT	Y	C
11000.0000 CITIGROUP INC DTD 06/15/2010 6% 12/13/20 - 172967FE6 - MINOR = 45								
SOLD		04/24/2013	11365.53					
ACQ	9000.0000	12/13/2010	9299.07	9819.09	-520.02	LT	Y	C
	2000.0000	07/09/2012	2066.46	2109.58	-43.12	ST	Y	C
3000.0000 CITIGROUP INC DTD 06/15/2010 6% 12/13/20 - 172967FE6 - MINOR = 45								
SOLD		04/25/2013	3100.62					
ACQ	3000.0000	07/09/2012	3100.62	3164.37	-63.75	ST	Y	C
20000.0000 CITIGROUP INC FDIC GUARANTEED DTD 08/06/2009 2.25% 12/10/2012 - 17313YAJ0 - MINOR = 30								
SOLD		11/29/2012	20006.84					
ACQ	2000.0000	01/11/2010	2000.68	2027.06	-26.38	LT	Y	C
	18000.0000	07/09/2012	18006.16	18152.82	-146.66	ST	Y	C
2000.0000 ECOLAB INC - 278865100 - MINOR = 50								
SOLD		10/30/2013	212444.90					
ACQ	2000.0000	02/27/2009	212444.90	64120.00	148324.90	LT	Y	C
2600.0000 EXELON CORP - 30161N101 - MINOR = 50								
SOLD		01/24/2013	78401.24					
ACQ	2600.0000	06/23/2011	78401.24	106963.48	-28562.24	LT		C
509.4700 FEDERAL HOME LOAN MTG CORP POOL #G01840 DTD 06/01/2005 5% 07/01/2035 - 3128LXBH2 - MINOR = 35								
SOLD		11/15/2012	509.47					
ACQ	509.4700	08/11/2011	509.47	553.81	-44.34	LT	Y	C
411.1700 FEDERAL HOME LOAN MTG CORP POOL #G01840 DTD 06/01/2005 5% 07/01/2035 - 3128LXBH2 - MINOR = 35								
SOLD		12/17/2012	411.17					
ACQ	411.1700	08/11/2011	411.17	446.95	-35.78	LT	Y	C
417.2100 FEDERAL HOME LOAN MTG CORP POOL #G01840 DTD 06/01/2005 5% 07/01/2035 - 3128LXBH2 - MINOR = 35								
SOLD		12/31/2012	417.21					
ACQ	417.2100	08/11/2011	417.21	453.52	-36.31	LT	Y	C
CHANGED 02/04/13 MK								
386.0900 FEDERAL HOME LOAN MTG CORP POOL #G01840 DTD 06/01/2005 5% 07/01/2035 - 3128LXBH2 - MINOR = 35								
SOLD		01/31/2013	386.09					
ACQ	386.0900	08/11/2011	386.09	419.69	-33.60	LT	Y	C
390.5500 FEDERAL HOME LOAN MTG CORP POOL #G01840 DTD 06/01/2005 5% 07/01/2035 - 3128LXBH2 - MINOR = 35								
SOLD		03/15/2013	390.55					
ACQ	390.5500	08/11/2011	390.55	424.54	-33.99	LT	Y	C
411.4700 FEDERAL HOME LOAN MTG CORP POOL #G01840 DTD 06/01/2005 5% 07/01/2035 - 3128LXBH2 - MINOR = 35								
SOLD		04/15/2013	411.47					
ACQ	411.4700	08/11/2011	411.47	447.28	-35.81	LT	Y	C
382.5500 FEDERAL HOME LOAN MTG CORP POOL #G01840 DTD 06/01/2005 5% 07/01/2035 - 3128LXBH2 - MINOR = 35								
SOLD		05/15/2013	382.55					
ACQ	382.5500	08/11/2011	382.55	415.84	-33.29	LT	Y	C
342.5200 FEDERAL HOME LOAN MTG CORP POOL #G01840 DTD 06/01/2005 5% 07/01/2035 - 3128LXBH2 - MINOR = 35								
SOLD		06/17/2013	342.52					
ACQ	342.5200	08/11/2011	342.52	372.33	-29.81	LT	Y	C
335.3300 FEDERAL HOME LOAN MTG CORP POOL #G01840 DTD 06/01/2005 5% 07/01/2035 - 3128LXBH2 - MINOR = 35								
SOLD		07/15/2013	335.33					
ACQ	335.3300	08/11/2011	335.33	364.52	-29.19	LT	Y	C
311.0000 FEDERAL HOME LOAN MTG CORP POOL #G01840 DTD 06/01/2005 5% 07/01/2035 - 3128LXBH2 - MINOR = 35								
SOLD		08/15/2013	311.00					
ACQ	311.0000	08/11/2011	311.00	338.07	-27.07	LT	Y	C
257.4300 FEDERAL HOME LOAN MTG CORP POOL #G01840 DTD 06/01/2005 5% 07/01/2035 - 3128LXBH2 - MINOR = 35								
SOLD		09/16/2013	257.43					
ACQ	257.4300	08/11/2011	257.43	279.83	-22.40	LT	Y	C
215.0400 FEDERAL HOME LOAN MTG CORP POOL #G01840 DTD 06/01/2005 5% 07/01/2035 - 3128LXBH2 - MINOR = 35								
SOLD		10/15/2013	215.04					
ACQ	215.0400	08/11/2011	215.04	233.76	-18.72	LT	Y	C
658.0800 FEDERAL HOME LOAN MTG CORP POOL #G04774 DTD 10/01/2008 4.5% 01/01/2038 - 3128M6T73 - MINOR = 35								
SOLD		11/15/2012	658.08					
ACQ	658.0800	07/09/2012	658.08	707.74	-49.66	ST	Y	C
541.8100 FEDERAL HOME LOAN MTG CORP POOL #G04774 DTD 10/01/2008 4.5% 01/01/2038 - 3128M6T73 - MINOR = 35								
SOLD		12/17/2012	541.81					
ACQ	541.8100	07/09/2012	541.81	582.70	-40.89	ST	Y	C
505.6300 FEDERAL HOME LOAN MTG CORP POOL #G04774 DTD 10/01/2008 4.5% 01/01/2038 - 3128M6T73 - MINOR = 35								
SOLD		12/31/2012	505.63					
ACQ	505.6300	07/09/2012	505.63	543.79	-38.16	ST	Y	C
CHANGED 02/04/13 MK								
504.1000 FEDERAL HOME LOAN MTG CORP POOL #G04774 DTD 10/01/2008 4.5% 01/01/2038 - 3128M6T73 - MINOR = 35								
SOLD		01/31/2013	504.10					
ACQ	504.1000	07/09/2012	504.10	542.14	-38.04	ST	Y	C
518.9500 FEDERAL HOME LOAN MTG CORP POOL #G04774 DTD 10/01/2008 4.5% 01/01/2038 - 3128M6T73 - MINOR = 35								
SOLD		03/15/2013	518.95					
ACQ	518.9500	07/09/2012	518.95	558.12	-39.17	ST	Y	C
457.0400 FEDERAL HOME LOAN MTG CORP POOL #G04774 DTD 10/01/2008 4.5% 01/01/2038 - 3128M6T73 - MINOR = 35								
SOLD		04/15/2013	457.04					
ACQ	457.0400	07/09/2012	457.04	491.53	-34.49	ST	Y	C
430.7300 FEDERAL HOME LOAN MTG CORP POOL #G04774 DTD 10/01/2008 4.5% 01/01/2038 - 3128M6T73 - MINOR = 35								
SOLD		05/15/2013	430.73					
ACQ	430.7300	07/09/2012	430.73	463.24	-32.51	ST	Y	C
389.0500 FEDERAL HOME LOAN MTG CORP POOL #G04774 DTD 10/01/2008 4.5% 01/01/2038 - 3128M6T73 - MINOR = 35								
SOLD		06/17/2013	389.05					
ACQ	389.0500	07/09/2012	389.05	418.41	-29.36	ST	Y	C

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TRUST YEAR ENDING 10/31/2013

TAX PREPARER: 6990
TRUST ADMINISTRATOR: 1531
INVESTMENT OFFICER: 600

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

PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	TERM	NC	8949
415 5800 FEDERAL HOME LOAN MTG CORP POOL #G04774 DTD 10/01/2008 4 5% 01/01/2038 - 3128M6T73 - MINOR = 35								
SOLD		07/15/2013	415.58					
ACQ	415.5800	07/09/2012	415.58	446.94	-31.36	LT	Y	C
329.8200 FEDERAL HOME LOAN MTG CORP POOL #G04774 DTD 10/01/2008 4.5% 01/01/2038 - 3128M6T73 - MINOR = 35								
SOLD		08/15/2013	329.82					
ACQ	329.8200	07/09/2012	329.82	354.71	-24.89	LT	Y	C
261.1200 FEDERAL HOME LOAN MTG CORP POOL #G04774 DTD 10/01/2008 4.5% 01/01/2038 - 3128M6T73 - MINOR = 35								
SOLD		09/16/2013	261.12					
ACQ	261.1200	07/09/2012	261.12	280.83	-19.71	LT	Y	C
186 6700 FEDERAL HOME LOAN MTG CORP POOL #G04774 DTD 10/01/2008 4.5% 01/01/2038 - 3128M6T73 - MINOR = 35								
SOLD		10/15/2013	186.67					
ACQ	186.6700	07/09/2012	186.67	200.76	-14.09	LT	Y	C
527.1300 FEDERAL HOME LOAN MORTGAGE CORP POOL #G14056 DTD 02/01/2011 4% 08/01/2025 - 3128MCWR2 - MINOR = 35								
SOLD		11/15/2012	527.13					
ACQ	527.1300	08/11/2011	527.13	557.77	-30.64	LT	Y	C
402.3000 FEDERAL HOME LOAN MORTGAGE CORP POOL #G14056 DTD 02/01/2011 4% 08/01/2025 - 3128MCWR2 - MINOR = 35								
SOLD		12/17/2012	402.30					
ACQ	402.3000	08/11/2011	402.30	425.68	-23.38	LT	Y	C
388.8400 FEDERAL HOME LOAN MORTGAGE CORP POOL #G14056 DTD 02/01/2011 4% 08/01/2025 - 3128MCWR2 - MINOR = 35								
SOLD		12/31/2012	388.84					
ACQ	388.8400	08/11/2011	388.84	411.44	-22.60	LT	Y	C
CHANGED 02/04/13 MK								
412.6300 FEDERAL HOME LOAN MORTGAGE CORP POOL #G14056 DTD 02/01/2011 4% 08/01/2025 - 3128MCWR2 - MINOR = 35								
SOLD		01/31/2013	412.63					
ACQ	412.6300	08/11/2011	412.63	436.61	-23.98	LT	Y	C
352.2400 FEDERAL HOME LOAN MORTGAGE CORP POOL #G14056 DTD 02/01/2011 4% 08/01/2025 - 3128MCWR2 - MINOR = 35								
SOLD		03/15/2013	352.24					
ACQ	352.2400	08/11/2011	352.24	372.71	-20.47	LT	Y	C
407.5000 FEDERAL HOME LOAN MORTGAGE CORP POOL #G14056 DTD 02/01/2011 4% 08/01/2025 - 3128MCWR2 - MINOR = 35								
SOLD		04/15/2013	407.50					
ACQ	407.5000	08/11/2011	407.50	431.19	-23.69	LT	Y	C
396.4200 FEDERAL HOME LOAN MORTGAGE CORP POOL #G14056 DTD 02/01/2011 4% 08/01/2025 - 3128MCWR2 - MINOR = 35								
SOLD		05/15/2013	396.42					
ACQ	396.4200	08/11/2011	396.42	419.46	-23.04	LT	Y	C
442.9400 FEDERAL HOME LOAN MORTGAGE CORP POOL #G14056 DTD 02/01/2011 4% 08/01/2025 - 3128MCWR2 - MINOR = 35								
SOLD		06/17/2013	442.94					
ACQ	442.9400	08/11/2011	442.94	468.69	-25.75	LT	Y	C
344.2200 FEDERAL HOME LOAN MORTGAGE CORP POOL #G14056 DTD 02/01/2011 4% 08/01/2025 - 3128MCWR2 - MINOR = 35								
SOLD		07/15/2013	344.22					
ACQ	344.2200	08/11/2011	344.22	364.23	-20.01	LT	Y	C
293.0800 FEDERAL HOME LOAN MORTGAGE CORP POOL #G14056 DTD 02/01/2011 4% 08/01/2025 - 3128MCWR2 - MINOR = 35								
SOLD		08/15/2013	293.08					
ACQ	293.0800	08/11/2011	293.08	310.12	-17.04	LT	Y	C
243 7100 FEDERAL HOME LOAN MORTGAGE CORP POOL #G14056 DTD 02/01/2011 4% 08/01/2025 - 3128MCWR2 - MINOR = 35								
SOLD		09/16/2013	243.71					
ACQ	243.7100	08/11/2011	243.71	257.88	-14.17	LT	Y	C
139.3200 FEDERAL HOME LOAN MORTGAGE CORP POOL #G14056 DTD 02/01/2011 4% 08/01/2025 - 3128MCWR2 - MINOR = 35								
SOLD		10/15/2013	139.32					
ACQ	139.3200	08/11/2011	139.32	147.42	-8.10	LT	Y	C
305.6500 FEDERAL HOME LOAN MTG CORP POOL #G08344 DTD 05/01/2009 4.5% 05/01/2039 - 3128MJL24 - MINOR = 35								
SOLD		11/15/2012	305.65					
ACQ	305.6500	04/06/2012	305.65	324.37	-18.72	ST	Y	C
302.8900 FEDERAL HOME LOAN MTG CORP POOL #G08344 DTD 05/01/2009 4 5% 05/01/2039 - 3128MJL24 - MINOR = 35								
SOLD		12/17/2012	302.89					
ACQ	302.8900	04/06/2012	302.89	321.44	-18.55	ST	Y	C
305.0600 FEDERAL HOME LOAN MTG CORP POOL #G08344 DTD 05/01/2009 4.5% 05/01/2039 - 3128MJL24 - MINOR = 35								
SOLD		12/31/2012	305.06					
ACQ	305.0600	04/06/2012	305.06	323.75	-18.69	ST	Y	C
CHANGED 02/04/13 MK								
249.1700 FEDERAL HOME LOAN MTG CORP POOL #G08344 DTD 05/01/2009 4.5% 05/01/2039 - 3128MJL24 - MINOR = 35								
SOLD		01/31/2013	249.17					
ACQ	249.1700	04/06/2012	249.17	264.43	-15.26	ST	Y	C
202.5100 FEDERAL HOME LOAN MTG CORP POOL #G08344 DTD 05/01/2009 4.5% 05/01/2039 - 3128MJL24 - MINOR = 35								
SOLD		03/15/2013	202.51					
ACQ	202.5100	04/06/2012	202.51	214.91	-12.40	ST	Y	C
246 6200 FEDERAL HOME LOAN MTG CORP POOL #G08344 DTD 05/01/2009 4 5% 05/01/2039 - 3128MJL24 - MINOR = 35								
SOLD		04/15/2013	246.62					
ACQ	246.6200	04/06/2012	246.62	261.73	-15.11	LT	Y	C
213.0300 FEDERAL HOME LOAN MTG CORP POOL #G08344 DTD 05/01/2009 4.5% 05/01/2039 - 3128MJL24 - MINOR = 35								
SOLD		05/15/2013	213.03					
ACQ	213.0300	04/06/2012	213.03	226.08	-13.05	LT	Y	C
311.5800 FEDERAL HOME LOAN MTG CORP POOL #G08344 DTD 05/01/2009 4.5% 05/01/2039 - 3128MJL24 - MINOR = 35								
SOLD		06/17/2013	311.58					
ACQ	311.5800	04/06/2012	311.58	330.66	-19.08	LT	Y	C
254.5800 FEDERAL HOME LOAN MTG CORP POOL #G08344 DTD 05/01/2009 4.5% 05/01/2039 - 3128MJL24 - MINOR = 35								
SOLD		07/15/2013	254.58					
ACQ	254.5800	04/06/2012	254.58	270.17	-15.59	LT	Y	C
165.0200 FEDERAL HOME LOAN MTG CORP POOL #G08344 DTD 05/01/2009 4.5% 05/01/2039 - 3128MJL24 - MINOR = 35								
SOLD		08/15/2013	165.02					
ACQ	165.0200	04/06/2012	165.02	175.13	-10.11	LT	Y	C
95.1600 FEDERAL HOME LOAN MTG CORP POOL #G08344 DTD 05/01/2009 4.5% 05/01/2039 - 3128MJL24 - MINOR = 35								
SOLD		09/16/2013	95.16					
ACQ	95.1600	04/06/2012	95.16	100.99	-5.83	LT	Y	C

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TRUST YEAR ENDING 10/31/2013

TAX PREPARER. 6990
TRUST ADMINISTRATOR. 1531
INVESTMENT OFFICER. 600

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

PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	TERM	NC	8949
63 2200 FEDERAL HOME LOAN MTG CORP POOL #G08344 DTD 05/01/2009 4.5% 05/01/2039 - 3128MJL24 - MINOR = 35								
SOLD		10/15/2013	63.22					
ACQ	63.2200	04/06/2012	63.22	67.09	-3.87	LT	Y	C
277.1700 FEDERAL HOME LOAN MTG CORP POOL #G08463 DTD 10/01/2011 4% 10/01/2041 - 3128MJQR4 - MINOR = 35								
SOLD		11/15/2012	277.17					
ACQ	277.1700	05/07/2012	277.17	293.54	-16.37	ST	Y	C
322.8300 FEDERAL HOME LOAN MTG CORP POOL #G08463 DTD 10/01/2011 4% 10/01/2041 - 3128MJQR4 - MINOR = 35								
SOLD		12/17/2012	322.83					
ACQ	322.8300	05/07/2012	322.83	341.90	-19.07	ST	Y	C
212.4600 FEDERAL HOME LOAN MTG CORP POOL #G08463 DTD 10/01/2011 4% 10/01/2041 - 3128MJQR4 - MINOR = 35								
SOLD		12/31/2012	212.46					
ACQ	212.4600	05/07/2012	212.46	225.01	-12.55	ST	Y	C
CHANGED 02/04/13 MK								
293.6600 FEDERAL HOME LOAN MTG CORP POOL #G08463 DTD 10/01/2011 4% 10/01/2041 - 3128MJQR4 - MINOR = 35								
SOLD		01/31/2013	293.66					
ACQ	293.6600	05/07/2012	293.66	311.00	-17.34	ST	Y	C
160.8400 FEDERAL HOME LOAN MTG CORP POOL #G08463 DTD 10/01/2011 4% 10/01/2041 - 3128MJQR4 - MINOR = 35								
SOLD		03/15/2013	160.84					
ACQ	160.8400	05/07/2012	160.84	170.34	-9.50	ST	Y	C
181.6000 FEDERAL HOME LOAN MTG CORP POOL #G08463 DTD 10/01/2011 4% 10/01/2041 - 3128MJQR4 - MINOR = 35								
SOLD		04/15/2013	181.60					
ACQ	181.6000	05/07/2012	181.60	192.33	-10.73	ST	Y	C
181.4000 FEDERAL HOME LOAN MTG CORP POOL #G08463 DTD 10/01/2011 4% 10/01/2041 - 3128MJQR4 - MINOR = 35								
SOLD		05/15/2013	181.40					
ACQ	181.4000	05/07/2012	181.40	192.11	-10.71	LT	Y	C
168.3300 FEDERAL HOME LOAN MTG CORP POOL #G08463 DTD 10/01/2011 4% 10/01/2041 - 3128MJQR4 - MINOR = 35								
SOLD		06/17/2013	168.33					
ACQ	168.3300	05/07/2012	168.33	178.27	-9.94	LT	Y	C
125.3500 FEDERAL HOME LOAN MTG CORP POOL #G08463 DTD 10/01/2011 4% 10/01/2041 - 3128MJQR4 - MINOR = 35								
SOLD		07/15/2013	125.35					
ACQ	125.3500	05/07/2012	125.35	132.75	-7.40	LT	Y	C
86.6200 FEDERAL HOME LOAN MTG CORP POOL #G08463 DTD 10/01/2011 4% 10/01/2041 - 3128MJQR4 - MINOR = 35								
SOLD		08/15/2013	86.62					
ACQ	86.6200	05/07/2012	86.62	91.74	-5.12	LT	Y	C
61.7000 FEDERAL HOME LOAN MTG CORP POOL #G08463 DTD 10/01/2011 4% 10/01/2041 - 3128MJQR4 - MINOR = 35								
SOLD		09/16/2013	61.70					
ACQ	61.7000	05/07/2012	61.70	65.34	-3.64	LT	Y	C
48.9500 FEDERAL HOME LOAN MTG CORP POOL #G08463 DTD 10/01/2011 4% 10/01/2041 - 3128MJQR4 - MINOR = 35								
SOLD		10/15/2013	48.95					
ACQ	48.9500	05/07/2012	48.95	51.84	-2.89	LT	Y	C
569.5800 FEDERAL HOME LOAN MORTGAGE CORP POOL #J16353 DTD 08/01/2011 3.5% 08/01/2026 - 3128PWBW7 - MINOR = 35								
SOLD		11/15/2012	569.58					
ACQ	569.5800	08/11/2011	569.58	595.74	-26.16	LT	Y	C
312.0900 FEDERAL HOME LOAN MORTGAGE CORP POOL #J16353 DTD 08/01/2011 3.5% 08/01/2026 - 3128PWBW7 - MINOR = 35								
SOLD		12/17/2012	312.09					
ACQ	312.0900	08/11/2011	312.09	326.43	-14.34	LT	Y	C
690.4900 FEDERAL HOME LOAN MORTGAGE CORP POOL #J16353 DTD 08/01/2011 3.5% 08/01/2026 - 3128PWBW7 - MINOR = 35								
SOLD		12/31/2012	690.49					
ACQ	690.4900	08/11/2011	690.49	722.21	-31.72	LT	Y	C
CHANGED 02/04/13 MK								
481.1000 FEDERAL HOME LOAN MORTGAGE CORP POOL #J16353 DTD 08/01/2011 3.5% 08/01/2026 - 3128PWBW7 - MINOR = 35								
SOLD		01/31/2013	481.10					
ACQ	481.1000	08/11/2011	481.10	503.20	-22.10	LT	Y	C
604.1200 FEDERAL HOME LOAN MORTGAGE CORP POOL #J16353 DTD 08/01/2011 3.5% 08/01/2026 - 3128PWBW7 - MINOR = 35								
SOLD		03/15/2013	604.12					
ACQ	604.1200	08/11/2011	604.12	631.87	-27.75	LT	Y	C
344.6900 FEDERAL HOME LOAN MORTGAGE CORP POOL #J16353 DTD 08/01/2011 3.5% 08/01/2026 - 3128PWBW7 - MINOR = 35								
SOLD		04/15/2013	344.69					
ACQ	344.6900	08/11/2011	344.69	360.52	-15.83	LT	Y	C
299.8500 FEDERAL HOME LOAN MORTGAGE CORP POOL #J16353 DTD 08/01/2011 3.5% 08/01/2026 - 3128PWBW7 - MINOR = 35								
SOLD		05/15/2013	299.85					
ACQ	299.8500	08/11/2011	299.85	313.62	-13.77	LT	Y	C
470.4000 FEDERAL HOME LOAN MORTGAGE CORP POOL #J16353 DTD 08/01/2011 3.5% 08/01/2026 - 3128PWBW7 - MINOR = 35								
SOLD		06/17/2013	470.40					
ACQ	470.4000	08/11/2011	470.40	492.01	-21.61	LT	Y	C
347.3000 FEDERAL HOME LOAN MORTGAGE CORP POOL #J16353 DTD 08/01/2011 3.5% 08/01/2026 - 3128PWBW7 - MINOR = 35								
SOLD		07/15/2013	347.30					
ACQ	347.3000	08/11/2011	347.30	363.25	-15.95	LT	Y	C
263.8400 FEDERAL HOME LOAN MORTGAGE CORP POOL #J16353 DTD 08/01/2011 3.5% 08/01/2026 - 3128PWBW7 - MINOR = 35								
SOLD		08/15/2013	263.84					
ACQ	263.8400	08/11/2011	263.84	275.96	-12.12	LT	Y	C
179.5900 FEDERAL HOME LOAN MORTGAGE CORP POOL #J16353 DTD 08/01/2011 3.5% 08/01/2026 - 3128PWBW7 - MINOR = 35								
SOLD		09/16/2013	179.59					
ACQ	179.5900	08/11/2011	179.59	187.84	-8.25	LT	Y	C
114.1000 FEDERAL HOME LOAN MORTGAGE CORP POOL #J16353 DTD 08/01/2011 3.5% 08/01/2026 - 3128PWBW7 - MINOR = 35								
SOLD		10/15/2013	114.10					
ACQ	114.1000	08/11/2011	114.10	119.34	-5.24	LT	Y	C
5000.0000 FEDERAL HOME LOAN MTG CORP DTD 06/02/201 - 3137EACU1 - MINOR = 30								
SOLD		10/04/2013	5033.64					
ACQ	5000.0000	06/07/2012	5033.64	5065.70	-32.06	LT	Y	C
575.7700 FEDERAL NATIONAL MORTGAGE ASSN POOL #AH6827 DTD 03/01/2011 4% 03/01/2026 - 3138A8SR8 - MINOR = 35								
SOLD		11/26/2012	575.77					
ACQ	575.7700	08/09/2011	575.77	604.92	-29.15	LT	Y	C

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TAX PREPARER: 6990
TRUST ADMINISTRATOR: 1531
INVESTMENT OFFICER: 600

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

PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	TERM	NC	8949
600.7200 FEDERAL NATIONAL MORTGAGE ASSN POOL #AH6827 DTD 03/01/2011 4% 03/01/2026 - 3138A8SR8 - MINOR = 35								
SOLD		12/26/2012	600.72					
ACQ	600.7200	08/09/2011	600.72	631.13	-30.41	LT	Y	C
956.1400 FEDERAL NATIONAL MORTGAGE ASSN POOL #AH6827 DTD 03/01/2011 4% 03/01/2026 - 3138A8SR8 - MINOR = 35								
SOLD		12/31/2012	956.14					
ACQ	956.1400	08/09/2011	956.14	1004.55	-48.41	LT	Y	C
CHANGED 02/04/13 MK								
668.5500 FEDERAL NATIONAL MORTGAGE ASSN POOL #AH6827 DTD 03/01/2011 4% 03/01/2026 - 3138A8SR8 - MINOR = 35								
SOLD		02/25/2013	668.55					
ACQ	668.5500	08/09/2011	668.55	702.40	-33.85	LT	Y	C
476.8900 FEDERAL NATIONAL MORTGAGE ASSN POOL #AH6827 DTD 03/01/2011 4% 03/01/2026 - 3138A8SR8 - MINOR = 35								
SOLD		03/25/2013	476.89					
ACQ	476.8900	08/09/2011	476.89	501.03	-24.14	LT	Y	C
456.9800 FEDERAL NATIONAL MORTGAGE ASSN POOL #AH6827 DTD 03/01/2011 4% 03/01/2026 - 3138A8SR8 - MINOR = 35								
SOLD		04/25/2013	456.98					
ACQ	456.9800	08/09/2011	456.98	480.11	-23.13	LT	Y	C
631.8700 FEDERAL NATIONAL MORTGAGE ASSN POOL #AH6827 DTD 03/01/2011 4% 03/01/2026 - 3138A8SR8 - MINOR = 35								
SOLD		05/28/2013	631.87					
ACQ	631.8700	08/09/2011	631.87	663.86	-31.99	LT	Y	C
570.9300 FEDERAL NATIONAL MORTGAGE ASSN POOL #AH6827 DTD 03/01/2011 4% 03/01/2026 - 3138A8SR8 - MINOR = 35								
SOLD		06/25/2013	570.93					
ACQ	570.9300	08/09/2011	570.93	599.83	-28.90	LT	Y	C
507.1600 FEDERAL NATIONAL MORTGAGE ASSN POOL #AH6827 DTD 03/01/2011 4% 03/01/2026 - 3138A8SR8 - MINOR = 35								
SOLD		07/25/2013	507.16					
ACQ	507.1600	08/09/2011	507.16	532.84	-25.68	LT	Y	C
396.2300 FEDERAL NATIONAL MORTGAGE ASSN POOL #AH6827 DTD 03/01/2011 4% 03/01/2026 - 3138A8SR8 - MINOR = 35								
SOLD		08/26/2013	396.23					
ACQ	396.2300	08/09/2011	396.23	416.29	-20.06	LT	Y	C
426.6200 FEDERAL NATIONAL MORTGAGE ASSN POOL #AH6827 DTD 03/01/2011 4% 03/01/2026 - 3138A8SR8 - MINOR = 35								
SOLD		09/25/2013	426.62					
ACQ	426.6200	08/09/2011	426.62	448.22	-21.60	LT	Y	C
212.0900 FEDERAL NATIONAL MORTGAGE ASSN POOL #AH6827 DTD 03/01/2011 4% 03/01/2026 - 3138A8SR8 - MINOR = 35								
SOLD		10/25/2013	212.09					
ACQ	212.0900	08/09/2011	212.09	222.83	-10.74	LT	Y	C
150.5100 FEDERAL NATIONAL MORTGAGE ASSN POOL #AJ9355 DTD 01/01/2012 3% 01/01/2027 - 3138E2MD4 - MINOR = 35								
SOLD		09/25/2013	150.51					
ACQ	150.5100	08/07/2013	150.51	155.14	-4.63	ST	Y	C
98.0600 FEDERAL NATIONAL MORTGAGE ASSN POOL #AJ9355 DTD 01/01/2012 3% 01/01/2027 - 3138E2MD4 - MINOR = 35								
SOLD		10/25/2013	98.06					
ACQ	98.0600	08/07/2013	98.06	101.08	-3.02	ST	Y	C
317.0200 FEDERAL NATIONAL MORTGAGE ASSN POOL #AL0393 DTD 06/01/2011 4.5% 06/01/2041 - 3138EGNK6 - MINOR = 35								
SOLD		11/26/2012	317.02					
ACQ	317.0200	11/04/2011	317.02	337.23	-20.21	LT	Y	C
209.5800 FEDERAL NATIONAL MORTGAGE ASSN POOL #AL0393 DTD 06/01/2011 4.5% 06/01/2041 - 3138EGNK6 - MINOR = 35								
SOLD		12/26/2012	209.58					
ACQ	209.5800	11/04/2011	209.58	222.94	-13.36	LT	Y	C
183.9900 FEDERAL NATIONAL MORTGAGE ASSN POOL #AL0393 DTD 06/01/2011 4.5% 06/01/2041 - 3138EGNK6 - MINOR = 35								
SOLD		12/31/2012	183.99					
ACQ	183.9900	11/04/2011	183.99	195.72	-11.73	LT	Y	C
CHANGED 02/04/13 MK								
228.5100 FEDERAL NATIONAL MORTGAGE ASSN POOL #AL0393 DTD 06/01/2011 4.5% 06/01/2041 - 3138EGNK6 - MINOR = 35								
SOLD		02/25/2013	228.51					
ACQ	228.5100	11/04/2011	228.51	243.08	-14.57	LT	Y	C
153.4300 FEDERAL NATIONAL MORTGAGE ASSN POOL #AL0393 DTD 06/01/2011 4.5% 06/01/2041 - 3138EGNK6 - MINOR = 35								
SOLD		03/25/2013	153.43					
ACQ	153.4300	11/04/2011	153.43	163.21	-9.78	LT	Y	C
148.4600 FEDERAL NATIONAL MORTGAGE ASSN POOL #AL0393 DTD 06/01/2011 4.5% 06/01/2041 - 3138EGNK6 - MINOR = 35								
SOLD		04/25/2013	148.46					
ACQ	148.4600	11/04/2011	148.46	157.92	-9.46	LT	Y	C
213.2300 FEDERAL NATIONAL MORTGAGE ASSN POOL #AL0393 DTD 06/01/2011 4.5% 06/01/2041 - 3138EGNK6 - MINOR = 35								
SOLD		05/28/2013	213.23					
ACQ	213.2300	11/04/2011	213.23	226.82	-13.59	LT	Y	C
213.7500 FEDERAL NATIONAL MORTGAGE ASSN POOL #AL0393 DTD 06/01/2011 4.5% 06/01/2041 - 3138EGNK6 - MINOR = 35								
SOLD		06/25/2013	213.75					
ACQ	213.7500	11/04/2011	213.75	227.38	-13.63	LT	Y	C
101.5900 FEDERAL NATIONAL MORTGAGE ASSN POOL #AL0393 DTD 06/01/2011 4.5% 06/01/2041 - 3138EGNK6 - MINOR = 35								
SOLD		07/25/2013	101.59					
ACQ	101.5900	11/04/2011	101.59	108.07	-6.48	LT	Y	C
127.6400 FEDERAL NATIONAL MORTGAGE ASSN POOL #AL0393 DTD 06/01/2011 4.5% 06/01/2041 - 3138EGNK6 - MINOR = 35								
SOLD		08/26/2013	127.64					
ACQ	127.6400	11/04/2011	127.64	135.78	-8.14	LT	Y	C
78.1600 FEDERAL NATIONAL MORTGAGE ASSN POOL #AL0393 DTD 06/01/2011 4.5% 06/01/2041 - 3138EGNK6 - MINOR = 35								
SOLD		09/25/2013	78.16					
ACQ	78.1600	11/04/2011	78.16	83.14	-4.98	LT	Y	C
79.3900 FEDERAL NATIONAL MORTGAGE ASSN POOL #AL0393 DTD 06/01/2011 4.5% 06/01/2041 - 3138EGNK6 - MINOR = 35								
SOLD		10/25/2013	79.39					
ACQ	79.3900	11/04/2011	79.39	84.45	-5.06	LT	Y	C
258.5200 FEDERAL NATIONAL MORTGAGE ASSN POOL #A04144 DTD 06/01/2012 4% 06/01/2042 - 3138LUTA3 - MINOR = 35								
SOLD		08/26/2013	258.52					
ACQ	258.5200	07/11/2013	258.52	267.67	-9.15	ST	Y	C
90.0500 FEDERAL NATIONAL MORTGAGE ASSN POOL #A04144 DTD 06/01/2012 4% 06/01/2042 - 3138LUTA3 - MINOR = 35								
SOLD		09/27/2013	90.05					
ACQ	90.0500	07/11/2013	90.05	93.24	-3.19	ST	Y	C

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TRUST YEAR ENDING 10/31/2013

TAX PREPARER: 6990
TRUST ADMINISTRATOR: 1531
INVESTMENT OFFICER: 600

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

PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	TERM	NC	8949
139.1100 FEDERAL NATIONAL MORTGAGE ASSN POOL #A04144 DTD 06/01/2012 4% 06/01/2042 - 3138LUTA3 - MINOR = 35								
SOLD		10/25/2013	139.11					
ACQ	139.1100	07/11/2013	139.11	144.03	-4.92	ST	Y	C
16.7500 FEDERAL NATIONAL MORTGAGE ASSN POOL #AQ0546 DTD 11/01/2012 3.5% 11/01/2042 - 3138MFTC1 - MINOR = 35								
SOLD		08/26/2013	16.75					
ACQ	16.7500	07/08/2013	16.75	16.71	0.04	ST	Y	C
17.8900 FEDERAL NATIONAL MORTGAGE ASSN POOL #AQ0546 DTD 11/01/2012 3.5% 11/01/2042 - 3138MFTC1 - MINOR = 35								
SOLD		09/25/2013	17.89					
ACQ	17.8900	07/08/2013	17.89	17.85	0.04	ST	Y	C
11.1900 FEDERAL NATIONAL MORTGAGE ASSN POOL #AQ0546 DTD 11/01/2012 3.5% 11/01/2042 - 3138MFTC1 - MINOR = 35								
SOLD		10/25/2013	11.19					
ACQ	11.1900	07/08/2013	11.19	11.16	0.03	ST	Y	C
486.6100 FEDERAL NATIONAL MORTGAGE ASSN POOL #735580 DTD 05/01/05 5% 06/01/2035 - 31402RFV6 - MINOR = 35								
SOLD		11/26/2012	486.61					
ACQ	486.6100	08/09/2011	486.61	524.85	-38.24	LT	Y	C
377.0400 FEDERAL NATIONAL MORTGAGE ASSN POOL #735580 DTD 05/01/05 5% 06/01/2035 - 31402RFV6 - MINOR = 35								
SOLD		12/26/2012	377.04					
ACQ	377.0400	08/09/2011	377.04	406.67	-29.63	LT	Y	C
495.9200 FEDERAL NATIONAL MORTGAGE ASSN POOL #735580 DTD 05/01/05 5% 06/01/2035 - 31402RFV6 - MINOR = 35								
SOLD		12/31/2012	495.92					
ACQ	495.9200	08/09/2011	495.92	534.90	-38.98	LT	Y	C
CHANGED 02/04/13 MK								
435.7600 FEDERAL NATIONAL MORTGAGE ASSN POOL #735580 DTD 05/01/05 5% 06/01/2035 - 31402RFV6 - MINOR = 35								
SOLD		02/25/2013	435.76					
ACQ	435.7600	08/09/2011	435.76	470.01	-34.25	LT	Y	C
383.3300 FEDERAL NATIONAL MORTGAGE ASSN POOL #735580 DTD 05/01/05 5% 06/01/2035 - 31402RFV6 - MINOR = 35								
SOLD		03/25/2013	383.33					
ACQ	383.3300	08/09/2011	383.33	413.46	-30.13	LT	Y	C
423.2700 FEDERAL NATIONAL MORTGAGE ASSN POOL #735580 DTD 05/01/05 5% 06/01/2035 - 31402RFV6 - MINOR = 35								
SOLD		04/25/2013	423.27					
ACQ	423.2700	08/09/2011	423.27	456.54	-33.27	LT	Y	C
410.9200 FEDERAL NATIONAL MORTGAGE ASSN POOL #735580 DTD 05/01/05 5% 06/01/2035 - 31402RFV6 - MINOR = 35								
SOLD		05/28/2013	410.92					
ACQ	410.9200	08/09/2011	410.92	443.22	-32.30	LT	Y	C
354.4100 FEDERAL NATIONAL MORTGAGE ASSN POOL #735580 DTD 05/01/05 5% 06/01/2035 - 31402RFV6 - MINOR = 35								
SOLD		06/25/2013	354.41					
ACQ	354.4100	08/09/2011	354.41	382.26	-27.85	LT	Y	C
351.5300 FEDERAL NATIONAL MORTGAGE ASSN POOL #735580 DTD 05/01/05 5% 06/01/2035 - 31402RFV6 - MINOR = 35								
SOLD		07/25/2013	351.53					
ACQ	351.5300	08/09/2011	351.53	379.16	-27.63	LT	Y	C
330.9400 FEDERAL NATIONAL MORTGAGE ASSN POOL #735580 DTD 05/01/05 5% 06/01/2035 - 31402RFV6 - MINOR = 35								
SOLD		08/26/2013	330.94					
ACQ	330.9400	08/09/2011	330.94	356.95	-26.01	LT	Y	C
275.4700 FEDERAL NATIONAL MORTGAGE ASSN POOL #735580 DTD 05/01/05 5% 06/01/2035 - 31402RFV6 - MINOR = 35								
SOLD		09/25/2013	275.47					
ACQ	275.4700	08/09/2011	275.47	297.12	-21.65	LT	Y	C
218.3100 FEDERAL NATIONAL MORTGAGE ASSN POOL #735580 DTD 05/01/05 5% 06/01/2035 - 31402RFV6 - MINOR = 35								
SOLD		10/25/2013	218.31					
ACQ	218.3100	08/09/2011	218.31	235.47	-17.16	LT	Y	C
785.6800 FEDERAL NATIONAL MORTGAGE ASSN POOL #889579 DTD 05/01/08 6% 05/01/2038 - 31410KJY1 - MINOR = 35								
SOLD		11/26/2012	785.68					
ACQ	785.6800	04/07/2011	785.68	855.41	-69.73	LT	Y	C
725.2300 FEDERAL NATIONAL MORTGAGE ASSN POOL #889579 DTD 05/01/08 6% 05/01/2038 - 31410KJY1 - MINOR = 35								
SOLD		12/26/2012	725.23					
ACQ	725.2300	04/07/2011	725.23	789.59	-64.36	LT	Y	C
761.6200 FEDERAL NATIONAL MORTGAGE ASSN POOL #889579 DTD 05/01/08 6% 05/01/2038 - 31410KJY1 - MINOR = 35								
SOLD		12/31/2012	761.62					
ACQ	761.6200	04/07/2011	761.62	829.21	-67.59	LT	Y	C
CHANGED 02/04/13 MK								
680.2400 FEDERAL NATIONAL MORTGAGE ASSN POOL #889579 DTD 05/01/08 6% 05/01/2038 - 31410KJY1 - MINOR = 35								
SOLD		02/25/2013	680.24					
ACQ	680.2400	04/07/2011	680.24	740.61	-60.37	LT	Y	C
577.4700 FEDERAL NATIONAL MORTGAGE ASSN POOL #889579 DTD 05/01/08 6% 05/01/2038 - 31410KJY1 - MINOR = 35								
SOLD		03/25/2013	577.47					
ACQ	577.4700	04/07/2011	577.47	628.72	-51.25	LT	Y	C
565.2500 FEDERAL NATIONAL MORTGAGE ASSN POOL #889579 DTD 05/01/08 6% 05/01/2038 - 31410KJY1 - MINOR = 35								
SOLD		04/25/2013	565.25					
ACQ	565.2500	04/07/2011	565.25	615.42	-50.17	LT	Y	C
640.1200 FEDERAL NATIONAL MORTGAGE ASSN POOL #889579 DTD 05/01/08 6% 05/01/2038 - 31410KJY1 - MINOR = 35								
SOLD		05/28/2013	640.12					
ACQ	640.1200	04/07/2011	640.12	696.93	-56.81	LT	Y	C
654.7800 FEDERAL NATIONAL MORTGAGE ASSN POOL #889579 DTD 05/01/08 6% 05/01/2038 - 31410KJY1 - MINOR = 35								
SOLD		06/25/2013	654.78					
ACQ	654.7800	04/07/2011	654.78	712.89	-58.11	LT	Y	C
580.9600 FEDERAL NATIONAL MORTGAGE ASSN POOL #889579 DTD 05/01/08 6% 05/01/2038 - 31410KJY1 - MINOR = 35								
SOLD		07/25/2013	580.96					
ACQ	580.9600	04/07/2011	580.96	632.52	-51.56	LT	Y	C
552.9000 FEDERAL NATIONAL MORTGAGE ASSN POOL #889579 DTD 05/01/08 6% 05/01/2038 - 31410KJY1 - MINOR = 35								
SOLD		08/26/2013	552.90					
ACQ	552.9000	04/07/2011	552.90	601.97	-49.07	LT	Y	C
510.6700 FEDERAL NATIONAL MORTGAGE ASSN POOL #889579 DTD 05/01/08 6% 05/01/2038 - 31410KJY1 - MINOR = 35								
SOLD		09/25/2013	510.67					
ACQ	510.6700	04/07/2011	510.67	555.99	-45.32	LT	Y	C

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TRUST YEAR ENDING 10/31/2013

TAX PREPARER: 6990
TRUST ADMINISTRATOR 1531
INVESTMENT OFFICER: 600

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

PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	TERM	NC	8949
414.8100 FEDERAL NATIONAL MORTGAGE ASSN POOL #889579 DTD 05/01/08 6% 05/01/2038 - 31410KJY1 - MINOR = 35								
SOLD		10/25/2013	414.81					
ACQ	414.8100	04/07/2011	414.81	451.62	-36.81	LT	Y	C
705.9100 FEDERAL NATIONAL MORTGAGE ASSN POOL #890396 DTD 11/01/2011 3.5% 10/01/2026 - 31410LGD8 - MINOR = 35								
SOLD		11/26/2012	705.91					
ACQ	705.9100	07/09/2012	705.91	748.48	-42.57	ST	Y	C
632.6600 FEDERAL NATIONAL MORTGAGE ASSN POOL #890396 DTD 11/01/2011 3.5% 10/01/2026 - 31410LGD8 - MINOR = 35								
SOLD		12/26/2012	632.66					
ACQ	632.6600	07/09/2012	632.66	670.82	-38.16	ST	Y	C
714.2700 FEDERAL NATIONAL MORTGAGE ASSN POOL #890396 DTD 11/01/2011 3.5% 10/01/2026 - 31410LGD8 - MINOR = 35								
SOLD		12/31/2012	714.27					
ACQ	714.2700	07/09/2012	714.27	757.35	-43.08	ST	Y	C
CHANGED 02/04/13 MK								
668.7000 FEDERAL NATIONAL MORTGAGE ASSN POOL #890396 DTD 11/01/2011 3.5% 10/01/2026 - 31410LGD8 - MINOR = 35								
SOLD		02/25/2013	668.70					
ACQ	668.7000	07/09/2012	668.70	709.03	-40.33	ST	Y	C
449.9300 FEDERAL NATIONAL MORTGAGE ASSN POOL #890396 DTD 11/01/2011 3.5% 10/01/2026 - 31410LGD8 - MINOR = 35								
SOLD		03/25/2013	449.93					
ACQ	449.9300	07/09/2012	449.93	477.07	-27.14	ST	Y	C
543.6400 FEDERAL NATIONAL MORTGAGE ASSN POOL #890396 DTD 11/01/2011 3.5% 10/01/2026 - 31410LGD8 - MINOR = 35								
SOLD		04/25/2013	543.64					
ACQ	543.6400	07/09/2012	543.64	576.43	-32.79	ST	Y	C
408.5000 FEDERAL NATIONAL MORTGAGE ASSN POOL #890396 DTD 11/01/2011 3.5% 10/01/2026 - 31410LGD8 - MINOR = 35								
SOLD		05/28/2013	408.50					
ACQ	408.5000	07/09/2012	408.50	433.14	-24.64	ST	Y	C
420.7900 FEDERAL NATIONAL MORTGAGE ASSN POOL #890396 DTD 11/01/2011 3.5% 10/01/2026 - 31410LGD8 - MINOR = 35								
SOLD		06/25/2013	420.79					
ACQ	420.7900	07/09/2012	420.79	446.17	-25.38	ST	Y	C
426.2500 FEDERAL NATIONAL MORTGAGE ASSN POOL #890396 DTD 11/01/2011 3.5% 10/01/2026 - 31410LGD8 - MINOR = 35								
SOLD		07/25/2013	426.25					
ACQ	426.2500	07/09/2012	426.25	451.96	-25.71	LT	Y	C
404.7900 FEDERAL NATIONAL MORTGAGE ASSN POOL #890396 DTD 11/01/2011 3.5% 10/01/2026 - 31410LGD8 - MINOR = 35								
SOLD		08/26/2013	404.79					
ACQ	404.7900	07/09/2012	404.79	429.20	-24.41	LT	Y	C
254.1500 FEDERAL NATIONAL MORTGAGE ASSN POOL #890396 DTD 11/01/2011 3.5% 10/01/2026 - 31410LGD8 - MINOR = 35								
SOLD		09/25/2013	254.15					
ACQ	254.1500	07/09/2012	254.15	269.48	-15.33	LT	Y	C
192.8000 FEDERAL NATIONAL MORTGAGE ASSN POOL #890396 DTD 11/01/2011 3.5% 10/01/2026 - 31410LGD8 - MINOR = 35								
SOLD		10/25/2013	192.80					
ACQ	192.8000	07/09/2012	192.80	204.43	-11.63	LT	Y	C
764.2100 FEDERAL NATIONAL MORTGAGE ASSN POOL #930636 DTD 03/01/2009 4% 03/01/2024 - 31412N4V5 - MINOR = 35								
SOLD		11/26/2012	764.21					
ACQ	764.2100	07/09/2012	764.21	815.79	-51.58	ST	Y	C
783.6700 FEDERAL NATIONAL MORTGAGE ASSN POOL #930636 DTD 03/01/2009 4% 03/01/2024 - 31412N4V5 - MINOR = 35								
SOLD		12/26/2012	783.67					
ACQ	783.6700	07/09/2012	783.67	836.57	-52.90	ST	Y	C
766.1500 FEDERAL NATIONAL MORTGAGE ASSN POOL #930636 DTD 03/01/2009 4% 03/01/2024 - 31412N4V5 - MINOR = 35								
SOLD		12/31/2012	766.15					
ACQ	766.1500	07/09/2012	766.15	817.86	-51.71	ST	Y	C
CHANGED 02/04/13 MK								
665.6200 FEDERAL NATIONAL MORTGAGE ASSN POOL #930636 DTD 03/01/2009 4% 03/01/2024 - 31412N4V5 - MINOR = 35								
SOLD		02/25/2013	665.62					
ACQ	665.6200	07/09/2012	665.62	710.55	-44.93	ST	Y	C
573.8900 FEDERAL NATIONAL MORTGAGE ASSN POOL #930636 DTD 03/01/2009 4% 03/01/2024 - 31412N4V5 - MINOR = 35								
SOLD		03/25/2013	573.89					
ACQ	573.8900	07/09/2012	573.89	612.63	-38.74	ST	Y	C
741.5900 FEDERAL NATIONAL MORTGAGE ASSN POOL #930636 DTD 03/01/2009 4% 03/01/2024 - 31412N4V5 - MINOR = 35								
SOLD		04/25/2013	741.59					
ACQ	741.5900	07/09/2012	741.59	791.65	-50.06	ST	Y	C
503.9900 FEDERAL NATIONAL MORTGAGE ASSN POOL #930636 DTD 03/01/2009 4% 03/01/2024 - 31412N4V5 - MINOR = 35								
SOLD		05/28/2013	503.99					
ACQ	503.9900	07/09/2012	503.99	538.01	-34.02	ST	Y	C
440.6000 FEDERAL NATIONAL MORTGAGE ASSN POOL #930636 DTD 03/01/2009 4% 03/01/2024 - 31412N4V5 - MINOR = 35								
SOLD		06/25/2013	440.60					
ACQ	440.6000	07/09/2012	440.60	470.34	-29.74	ST	Y	C
334.3900 FEDERAL NATIONAL MORTGAGE ASSN POOL #930636 DTD 03/01/2009 4% 03/01/2024 - 31412N4V5 - MINOR = 35								
SOLD		07/25/2013	334.39					
ACQ	334.3900	07/09/2012	334.39	356.96	-22.57	LT	Y	C
261.6600 FEDERAL NATIONAL MORTGAGE ASSN POOL #930636 DTD 03/01/2009 4% 03/01/2024 - 31412N4V5 - MINOR = 35								
SOLD		08/26/2013	261.66					
ACQ	261.6600	07/09/2012	261.66	279.32	-17.66	LT	Y	C
240.2700 FEDERAL NATIONAL MORTGAGE ASSN POOL #930636 DTD 03/01/2009 4% 03/01/2024 - 31412N4V5 - MINOR = 35								
SOLD		09/25/2013	240.27					
ACQ	240.2700	07/09/2012	240.27	256.49	-16.22	LT	Y	C
207.6100 FEDERAL NATIONAL MORTGAGE ASSN POOL #930636 DTD 03/01/2009 4% 03/01/2024 - 31412N4V5 - MINOR = 35								
SOLD		10/25/2013	207.61					
ACQ	207.6100	07/09/2012	207.61	221.62	-14.01	LT	Y	C
1801.3000 FEDERAL NATIONAL MORTGAGE ASSN POOL # 948631 DTD 08/01/07 6% 08/01/2037 - 31413LLL1 - MINOR = 35								
SOLD		11/26/2012	1801.30					
ACQ	1801.3000	07/08/2008	1801.30	1821.00	-19.70	LT	Y	C
2734.3800 FEDERAL NATIONAL MORTGAGE ASSN POOL # 948631 DTD 08/01/07 6% 08/01/2037 - 31413LLL1 - MINOR = 35								
SOLD		12/26/2012	2734.38					
ACQ	2734.3800	07/08/2008	2734.38	2764.29	-29.91	LT	Y	C

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TRUST YEAR ENDING 10/31/2013

TAX PREPARER: 6990
TRUST ADMINISTRATOR: 1531
INVESTMENT OFFICER: 600

LEGEND: F - FEDERAL S - STATE I - INHERITED
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PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	TERM	NC	8949
2880.7200 FEDERAL NATIONAL MORTGAGE ASSN POOL # 948631 DTD 08/01/07 6% 08/01/2037 - 31413LLL1 - MINOR = 35								
SOLD		12/31/2012	2880.72					
ACQ	2880.7200	07/08/2008	2880.72	2912.23	-31.51	LT	Y	C
CHANGED 02/04/13 MK								
2246.7200 FEDERAL NATIONAL MORTGAGE ASSN POOL # 948631 DTD 08/01/07 6% 08/01/2037 - 31413LLL1 - MINOR = 35								
SOLD		02/25/2013	2246.72					
ACQ	2246.7200	07/08/2008	2246.72	2271.29	-24.57	LT	Y	C
1510.4200 FEDERAL NATIONAL MORTGAGE ASSN POOL # 948631 DTD 08/01/07 6% 08/01/2037 - 31413LLL1 - MINOR = 35								
SOLD		03/25/2013	1510.42					
ACQ	1510.4200	07/08/2008	1510.42	1526.94	-16.52	LT	Y	C
1719.0200 FEDERAL NATIONAL MORTGAGE ASSN POOL # 948631 DTD 08/01/07 6% 08/01/2037 - 31413LLL1 - MINOR = 35								
SOLD		04/25/2013	1719.02					
ACQ	1719.0200	07/08/2008	1719.02	1737.82	-18.80	LT	Y	C
1558.3100 FEDERAL NATIONAL MORTGAGE ASSN POOL # 948631 DTD 08/01/07 6% 08/01/2037 - 31413LLL1 - MINOR = 35								
SOLD		05/28/2013	1558.31					
ACQ	1558.3100	07/08/2008	1558.31	1575.35	-17.04	LT	Y	C
1969.0400 FEDERAL NATIONAL MORTGAGE ASSN POOL # 948631 DTD 08/01/07 6% 08/01/2037 - 31413LLL1 - MINOR = 35								
SOLD		06/25/2013	1969.04					
ACQ	1969.0400	07/08/2008	1969.04	1990.58	-21.54	LT	Y	C
1639.8500 FEDERAL NATIONAL MORTGAGE ASSN POOL # 948631 DTD 08/01/07 6% 08/01/2037 - 31413LLL1 - MINOR = 35								
SOLD		07/25/2013	1639.85					
ACQ	1639.8500	07/08/2008	1639.85	1657.79	-17.94	LT	Y	C
1391.6300 FEDERAL NATIONAL MORTGAGE ASSN POOL # 948631 DTD 08/01/07 6% 08/01/2037 - 31413LLL1 - MINOR = 35								
SOLD		08/26/2013	1391.63					
ACQ	1391.6300	07/08/2008	1391.63	1406.85	-15.22	LT	Y	C
1836.8100 FEDERAL NATIONAL MORTGAGE ASSN POOL # 948631 DTD 08/01/07 6% 08/01/2037 - 31413LLL1 - MINOR = 35								
SOLD		09/25/2013	1836.81					
ACQ	1836.8100	07/08/2008	1836.81	1856.90	-20.09	LT	Y	C
1270.4200 FEDERAL NATIONAL MORTGAGE ASSN POOL # 948631 DTD 08/01/07 6% 08/01/2037 - 31413LLL1 - MINOR = 35								
SOLD		10/25/2013	1270.42					
ACQ	1270.4200	07/08/2008	1270.42	1284.32	-13.90	LT	Y	C
287.1700 FEDERAL NATIONAL MORTGAGE ASSN POOL #985615 DTD 06/01/2008 5.5% 04/01/2034 - 31415P3Y2 - MINOR = 35								
SOLD		11/26/2012	287.17					
ACQ	287.1700	03/06/2012	287.17	312.93	-25.76	ST	Y	C
244.4400 FEDERAL NATIONAL MORTGAGE ASSN POOL #985615 DTD 06/01/2008 5.5% 04/01/2034 - 31415P3Y2 - MINOR = 35								
SOLD		12/26/2012	244.44					
ACQ	244.4400	03/06/2012	244.44	266.36	-21.92	ST	Y	C
301.3400 FEDERAL NATIONAL MORTGAGE ASSN POOL #985615 DTD 06/01/2008 5.5% 04/01/2034 - 31415P3Y2 - MINOR = 35								
SOLD		12/31/2012	301.34					
ACQ	301.3400	03/06/2012	301.34	328.37	-27.03	ST	Y	C
CHANGED 02/04/13 MK								
265.6500 FEDERAL NATIONAL MORTGAGE ASSN POOL #985615 DTD 06/01/2008 5.5% 04/01/2034 - 31415P3Y2 - MINOR = 35								
SOLD		02/25/2013	265.65					
ACQ	265.6500	03/06/2012	265.65	289.48	-23.83	ST	Y	C
160.5600 FEDERAL NATIONAL MORTGAGE ASSN POOL #985615 DTD 06/01/2008 5.5% 04/01/2034 - 31415P3Y2 - MINOR = 35								
SOLD		03/25/2013	160.56					
ACQ	160.5600	03/06/2012	160.56	174.96	-14.40	LT	Y	C
210.9600 FEDERAL NATIONAL MORTGAGE ASSN POOL #985615 DTD 06/01/2008 5.5% 04/01/2034 - 31415P3Y2 - MINOR = 35								
SOLD		04/25/2013	210.96					
ACQ	210.9600	03/06/2012	210.96	229.88	-18.92	LT	Y	C
213.2900 FEDERAL NATIONAL MORTGAGE ASSN POOL #985615 DTD 06/01/2008 5.5% 04/01/2034 - 31415P3Y2 - MINOR = 35								
SOLD		05/28/2013	213.29					
ACQ	213.2900	03/06/2012	213.29	232.42	-19.13	LT	Y	C
157.7700 FEDERAL NATIONAL MORTGAGE ASSN POOL #985615 DTD 06/01/2008 5.5% 04/01/2034 - 31415P3Y2 - MINOR = 35								
SOLD		06/25/2013	157.77					
ACQ	157.7700	03/06/2012	157.77	171.92	-14.15	LT	Y	C
109.5700 FEDERAL NATIONAL MORTGAGE ASSN POOL #985615 DTD 06/01/2008 5.5% 04/01/2034 - 31415P3Y2 - MINOR = 35								
SOLD		07/25/2013	109.57					
ACQ	109.5700	03/06/2012	109.57	119.40	-9.83	LT	Y	C
146.8100 FEDERAL NATIONAL MORTGAGE ASSN POOL #985615 DTD 06/01/2008 5.5% 04/01/2034 - 31415P3Y2 - MINOR = 35								
SOLD		08/26/2013	146.81					
ACQ	146.8100	03/06/2012	146.81	159.98	-13.17	LT	Y	C
96.6900 FEDERAL NATIONAL MORTGAGE ASSN POOL #985615 DTD 06/01/2008 5.5% 04/01/2034 - 31415P3Y2 - MINOR = 35								
SOLD		09/25/2013	96.69					
ACQ	96.6900	03/06/2012	96.69	105.36	-8.67	LT	Y	C
83.9300 FEDERAL NATIONAL MORTGAGE ASSN POOL #985615 DTD 06/01/2008 5.5% 04/01/2034 - 31415P3Y2 - MINOR = 35								
SOLD		10/25/2013	83.93					
ACQ	83.9300	03/06/2012	83.93	91.46	-7.53	LT	Y	C
261.9800 FEDERAL NATIONAL MORTGAGE ASSN POOL #AA7236 DTD 05/01/2009 4% 06/01/2039 - 31416RBE2 - MINOR = 35								
SOLD		11/26/2012	261.98					
ACQ	261.9800	02/07/2012	261.98	277.09	-15.11	ST	Y	C
182.7400 FEDERAL NATIONAL MORTGAGE ASSN POOL #AA7236 DTD 05/01/2009 4% 06/01/2039 - 31416RBE2 - MINOR = 35								
SOLD		12/26/2012	182.74					
ACQ	182.7400	02/07/2012	182.74	193.28	-10.54	ST	Y	C
279.7700 FEDERAL NATIONAL MORTGAGE ASSN POOL #AA7236 DTD 05/01/2009 4% 06/01/2039 - 31416RBE2 - MINOR = 35								
SOLD		12/31/2012	279.77					
ACQ	279.7700	02/07/2012	279.77	295.90	-16.13	ST	Y	C
CHANGED 02/04/13 MK								
293.1400 FEDERAL NATIONAL MORTGAGE ASSN POOL #AA7236 DTD 05/01/2009 4% 06/01/2039 - 31416RBE2 - MINOR = 35								
SOLD		02/25/2013	293.14					
ACQ	293.1400	02/07/2012	293.14	310.04	-16.90	LT	Y	C
192.3300 FEDERAL NATIONAL MORTGAGE ASSN POOL #AA7236 DTD 05/01/2009 4% 06/01/2039 - 31416RBE2 - MINOR = 35								
SOLD		03/25/2013	192.33					
ACQ	192.3300	02/07/2012	192.33	203.42	-11.09	LT	Y	C

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TRUST YEAR ENDING 10/31/2013

TAX PREPARER: 6990
TRUST ADMINISTRATOR: 1531
INVESTMENT OFFICER: 600

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

PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	TERM	NC	8949
230.1700 FEDERAL NATIONAL MORTGAGE ASSN POOL #AA7236 DTD 05/01/2009 4% 06/01/2039 - 31416RBE2 - MINOR = 35								
SOLD		04/25/2013	230.17					
ACQ	230.1700	02/07/2012	230.17	243.44	-13.27	LT	Y	C
222.2100 FEDERAL NATIONAL MORTGAGE ASSN POOL #AA7236 DTD 05/01/2009 4% 06/01/2039 - 31416RBE2 - MINOR = 35								
SOLD		05/28/2013	222.21					
ACQ	222.2100	02/07/2012	222.21	235.02	-12.81	LT	Y	C
251.7300 FEDERAL NATIONAL MORTGAGE ASSN POOL #AA7236 DTD 05/01/2009 4% 06/01/2039 - 31416RBE2 - MINOR = 35								
SOLD		06/25/2013	251.73					
ACQ	251.7300	02/07/2012	251.73	266.24	-14.51	LT	Y	C
260.6800 FEDERAL NATIONAL MORTGAGE ASSN POOL #AA7236 DTD 05/01/2009 4% 06/01/2039 - 31416RBE2 - MINOR = 35								
SOLD		07/25/2013	260.68					
ACQ	260.6800	02/07/2012	260.68	275.71	-15.03	LT	Y	C
114.2000 FEDERAL NATIONAL MORTGAGE ASSN POOL #AA7236 DTD 05/01/2009 4% 06/01/2039 - 31416RBE2 - MINOR = 35								
SOLD		08/26/2013	114.20					
ACQ	114.2000	02/07/2012	114.20	120.78	-6.58	LT	Y	C
89.7900 FEDERAL NATIONAL MORTGAGE ASSN POOL #AA7236 DTD 05/01/2009 4% 06/01/2039 - 31416RBE2 - MINOR = 35								
SOLD		09/25/2013	89.79					
ACQ	89.7900	02/07/2012	89.79	94.97	-5.18	LT	Y	C
34.9400 FEDERAL NATIONAL MORTGAGE ASSN POOL #AA7236 DTD 05/01/2009 4% 06/01/2039 - 31416RBE2 - MINOR = 35								
SOLD		10/25/2013	34.94					
ACQ	34.9400	02/07/2012	34.94	36.95	-2.01	LT	Y	C
582.7900 FEDERAL NATIONAL MORTGAGE ASSN POOL #AB3416 DTD 07/01/2011 4% 08/01/2041 - 31416YYN2 - MINOR = 35								
SOLD		11/26/2012	582.79					
ACQ	582.7900	07/09/2012	582.79	623.95	-41.16	ST	Y	C
675.3500 FEDERAL NATIONAL MORTGAGE ASSN POOL #AB3416 DTD 07/01/2011 4% 08/01/2041 - 31416YYN2 - MINOR = 35								
SOLD		12/26/2012	675.35					
ACQ	675.3500	07/09/2012	675.35	723.05	-47.70	ST	Y	C
745.3500 FEDERAL NATIONAL MORTGAGE ASSN POOL #AB3416 DTD 07/01/2011 4% 08/01/2041 - 31416YYN2 - MINOR = 35								
SOLD		12/31/2012	745.35					
ACQ	745.3500	07/09/2012	745.35	797.99	-52.64	ST	Y	C
CHANGED 02/04/13 MK								
694.0000 FEDERAL NATIONAL MORTGAGE ASSN POOL #AB3416 DTD 07/01/2011 4% 08/01/2041 - 31416YYN2 - MINOR = 35								
SOLD		02/25/2013	694.00					
ACQ	694.0000	07/09/2012	694.00	743.01	-49.01	ST	Y	C
835.6400 FEDERAL NATIONAL MORTGAGE ASSN POOL #AB3416 DTD 07/01/2011 4% 08/01/2041 - 31416YYN2 - MINOR = 35								
SOLD		03/25/2013	835.64					
ACQ	835.6400	07/09/2012	835.64	894.66	-59.02	ST	Y	C
567.8300 FEDERAL NATIONAL MORTGAGE ASSN POOL #AB3416 DTD 07/01/2011 4% 08/01/2041 - 31416YYN2 - MINOR = 35								
SOLD		04/25/2013	567.83					
ACQ	567.8300	07/09/2012	567.83	607.93	-40.10	ST	Y	C
512.1300 FEDERAL NATIONAL MORTGAGE ASSN POOL #AB3416 DTD 07/01/2011 4% 08/01/2041 - 31416YYN2 - MINOR = 35								
SOLD		05/28/2013	512.13					
ACQ	512.1300	07/09/2012	512.13	548.30	-36.17	ST	Y	C
698.0500 FEDERAL NATIONAL MORTGAGE ASSN POOL #AB3416 DTD 07/01/2011 4% 08/01/2041 - 31416YYN2 - MINOR = 35								
SOLD		06/25/2013	698.05					
ACQ	698.0500	07/09/2012	698.05	747.35	-49.30	ST	Y	C
219.0600 FEDERAL NATIONAL MORTGAGE ASSN POOL #AB3416 DTD 07/01/2011 4% 08/01/2041 - 31416YYN2 - MINOR = 35								
SOLD		07/25/2013	219.06					
ACQ	219.0600	07/09/2012	219.06	234.53	-15.47	LT	Y	C
473.7900 FEDERAL NATIONAL MORTGAGE ASSN POOL #AB3416 DTD 07/01/2011 4% 08/01/2041 - 31416YYN2 - MINOR = 35								
SOLD		08/26/2013	473.79					
ACQ	473.7900	07/09/2012	473.79	507.25	-33.46	LT	Y	C
124.5100 FEDERAL NATIONAL MORTGAGE ASSN POOL #AB3416 DTD 07/01/2011 4% 08/01/2041 - 31416YYN2 - MINOR = 35								
SOLD		09/25/2013	124.51					
ACQ	124.5100	07/09/2012	124.51	133.30	-8.79	LT	Y	C
39.3200 FEDERAL NATIONAL MORTGAGE ASSN POOL #AB3416 DTD 07/01/2011 4% 08/01/2041 - 31416YYN2 - MINOR = 35								
SOLD		10/25/2013	39.32					
ACQ	39.3200	07/09/2012	39.32	42.10	-2.78	LT	Y	C
320.5100 FEDERAL NATIONAL MORTGAGE ASSN POOL #AE0207 DTD 07/01/2010 4.5% 11/01/2033 - 31419AGR2 - MINOR = 35								
SOLD		11/26/2012	320.51					
ACQ	320.5100	06/07/2012	320.51	344.75	-24.24	ST	Y	C
300.5600 FEDERAL NATIONAL MORTGAGE ASSN POOL #AE0207 DTD 07/01/2010 4.5% 11/01/2033 - 31419AGR2 - MINOR = 35								
SOLD		12/26/2012	300.56					
ACQ	300.5600	06/07/2012	300.56	323.29	-22.73	ST	Y	C
320.2300 FEDERAL NATIONAL MORTGAGE ASSN POOL #AE0207 DTD 07/01/2010 4.5% 11/01/2033 - 31419AGR2 - MINOR = 35								
SOLD		12/31/2012	320.23					
ACQ	320.2300	06/07/2012	320.23	344.45	-24.22	ST	Y	C
CHANGED 02/04/13 MK								
281.3800 FEDERAL NATIONAL MORTGAGE ASSN POOL #AE0207 DTD 07/01/2010 4.5% 11/01/2033 - 31419AGR2 - MINOR = 35								
SOLD		02/25/2013	281.38					
ACQ	281.3800	06/07/2012	281.38	302.66	-21.28	ST	Y	C
281.6600 FEDERAL NATIONAL MORTGAGE ASSN POOL #AE0207 DTD 07/01/2010 4.5% 11/01/2033 - 31419AGR2 - MINOR = 35								
SOLD		03/25/2013	281.66					
ACQ	281.6600	06/07/2012	281.66	302.96	-21.30	ST	Y	C
227.6700 FEDERAL NATIONAL MORTGAGE ASSN POOL #AE0207 DTD 07/01/2010 4.5% 11/01/2033 - 31419AGR2 - MINOR = 35								
SOLD		04/25/2013	227.67					
ACQ	227.6700	06/07/2012	227.67	244.89	-17.22	ST	Y	C
261.8600 FEDERAL NATIONAL MORTGAGE ASSN POOL #AE0207 DTD 07/01/2010 4.5% 11/01/2033 - 31419AGR2 - MINOR = 35								
SOLD		05/28/2013	261.86					
ACQ	261.8600	06/07/2012	261.86	281.66	-19.80	ST	Y	C
231.4200 FEDERAL NATIONAL MORTGAGE ASSN POOL #AE0207 DTD 07/01/2010 4.5% 11/01/2033 - 31419AGR2 - MINOR = 35								
SOLD		06/25/2013	231.42					
ACQ	231.4200	06/07/2012	231.42	248.92	-17.50	LT	Y	C

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TAX PREPARER 6990
TRUST ADMINISTRATOR 1531
INVESTMENT OFFICER 600

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

PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	TERM	NC	8949
230.0100 FEDERAL NATIONAL MORTGAGE ASSN POOL #AE0207 DTD 07/01/2010 4.5% 11/01/2033 - 31419AGR2 - MINOR = 35								
SOLD		07/25/2013	230.01					
ACQ	230.0100	06/07/2012	230.01	247.40	-17.39	LT	Y	C
183.5200 FEDERAL NATIONAL MORTGAGE ASSN POOL #AE0207 DTD 07/01/2010 4.5% 11/01/2033 - 31419AGR2 - MINOR = 35								
SOLD		08/26/2013	183.52					
ACQ	183.5200	06/07/2012	183.52	197.40	-13.88	LT	Y	C
141.1300 FEDERAL NATIONAL MORTGAGE ASSN POOL #AE0207 DTD 07/01/2010 4.5% 11/01/2033 - 31419AGR2 - MINOR = 35								
SOLD		09/25/2013	141.13					
ACQ	141.1300	06/07/2012	141.13	151.80	-10.67	LT	Y	C
100.4900 FEDERAL NATIONAL MORTGAGE ASSN POOL #AE0207 DTD 07/01/2010 4.5% 11/01/2033 - 31419AGR2 - MINOR = 35								
SOLD		10/25/2013	100.49					
ACQ	100.4900	06/07/2012	100.49	108.09	-7.60	LT	Y	C
584.7000 FEDERAL NATIONAL MORTGAGE ASSN POOL #AB3066 DTD 09/01/2010 3.5% 09/01/2025 - 31419DMQ1 - MINOR = 35								
SOLD		11/26/2012	584.70					
ACQ	584.7000	08/09/2011	584.70	606.63	-21.93	LT	Y	C
602.3700 FEDERAL NATIONAL MORTGAGE ASSN POOL #AB3066 DTD 09/01/2010 3.5% 09/01/2025 - 31419DMQ1 - MINOR = 35								
SOLD		12/26/2012	602.37					
ACQ	602.3700	08/09/2011	602.37	624.96	-22.59	LT	Y	C
680.6800 FEDERAL NATIONAL MORTGAGE ASSN POOL #AB3066 DTD 09/01/2010 3.5% 09/01/2025 - 31419DMQ1 - MINOR = 35								
SOLD		12/31/2012	680.68					
ACQ	680.6800	08/09/2011	680.68	706.21	-25.53	LT	Y	C
CHANGED 02/04/13 MK								
623.6800 FEDERAL NATIONAL MORTGAGE ASSN POOL #AB3066 DTD 09/01/2010 3.5% 09/01/2025 - 31419DMQ1 - MINOR = 35								
SOLD		02/25/2013	623.68					
ACQ	623.6800	08/09/2011	623.68	647.07	-23.39	LT	Y	C
499.6600 FEDERAL NATIONAL MORTGAGE ASSN POOL #AB3066 DTD 09/01/2010 3.5% 09/01/2025 - 31419DMQ1 - MINOR = 35								
SOLD		03/25/2013	499.66					
ACQ	499.6600	08/09/2011	499.66	518.40	-18.74	LT	Y	C
520.7800 FEDERAL NATIONAL MORTGAGE ASSN POOL #AB3066 DTD 09/01/2010 3.5% 09/01/2025 - 31419DMQ1 - MINOR = 35								
SOLD		04/25/2013	520.78					
ACQ	520.7800	08/09/2011	520.78	540.31	-19.53	LT	Y	C
444.9900 FEDERAL NATIONAL MORTGAGE ASSN POOL #AB3066 DTD 09/01/2010 3.5% 09/01/2025 - 31419DMQ1 - MINOR = 35								
SOLD		05/28/2013	444.99					
ACQ	444.9900	08/09/2011	444.99	461.68	-16.69	LT	Y	C
470.2900 FEDERAL NATIONAL MORTGAGE ASSN POOL #AB3066 DTD 09/01/2010 3.5% 09/01/2025 - 31419DMQ1 - MINOR = 35								
SOLD		06/25/2013	470.29					
ACQ	470.2900	08/09/2011	470.29	487.93	-17.64	LT	Y	C
422.1000 FEDERAL NATIONAL MORTGAGE ASSN POOL #AB3066 DTD 09/01/2010 3.5% 09/01/2025 - 31419DMQ1 - MINOR = 35								
SOLD		07/25/2013	422.10					
ACQ	422.1000	08/09/2011	422.10	437.93	-15.83	LT	Y	C
387.6200 FEDERAL NATIONAL MORTGAGE ASSN POOL #AB3066 DTD 09/01/2010 3.5% 09/01/2025 - 31419DMQ1 - MINOR = 35								
SOLD		08/26/2013	387.62					
ACQ	387.6200	08/09/2011	387.62	402.16	-14.54	LT	Y	C
257.7600 FEDERAL NATIONAL MORTGAGE ASSN POOL #AB3066 DTD 09/01/2010 3.5% 09/01/2025 - 31419DMQ1 - MINOR = 35								
SOLD		09/25/2013	257.76					
ACQ	257.7600	08/09/2011	257.76	267.43	-9.67	LT	Y	C
167.2000 FEDERAL NATIONAL MORTGAGE ASSN POOL #AB3066 DTD 09/01/2010 3.5% 09/01/2025 - 31419DMQ1 - MINOR = 35								
SOLD		10/25/2013	167.20					
ACQ	167.2000	08/09/2011	167.20	173.47	-6.27	LT	Y	C
14000.0000 GENERAL ELECTRIC CO 5% 02/01/2013 - 369604AY9 - MINOR = 45								
SOLD		02/01/2013	14000.00					
ACQ	9000.0000	01/21/2009	9000.00	9183.33	-183.33	LT	Y	C
	5000.0000	07/09/2012	5000.00	5126.85	-126.85	ST	Y	C
4500.0000 HEWLETT PACKARD CO - 428236103 - MINOR = 5010								
SOLD		01/24/2013	77015.31					
ACQ	4500.0000	11/29/1990	77015.31	12886.12	64129.19	LT	Y	C
15000.0000 HEWLETT-PACKARD CO DTD 12/02/2010 2.2% 1 - 428236BE2 - MINOR = 45								
SOLD		12/07/2012	14820.60					
ACQ	9000.0000	11/29/2010	8892.36	8991.99	-99.63	LT	Y	C
	1000.0000	12/01/2010	988.04	998.73	-10.69	LT	Y	C
	5000.0000	07/09/2012	4940.20	5076.05	-135.85	ST	Y	C
1075.0000 INTERNATIONAL BUSINESS MACHS COM - 459200101 - MINOR = 31001								
SOLD		10/30/2013	194384.45					
ACQ	1075.0000	04/28/1959	194384.45	3276.19	191108.26	LT	Y	C
5000.0000 MORGAN STANLEY DTD 11/20/2009 4.2% 11/20 - 61747YCK9 - MINOR = 45								
SOLD		09/09/2013	5162.05					
ACQ	5000.0000	07/08/2011	5162.05	5221.90	-59.85	LT	Y	C
2285.0000 ST JUDE MEDICAL INC COM - 790849103 - MINOR = 50								
SOLD		01/24/2013	90969.28					
ACQ	1500.0000	11/21/2006	59717.25	56603.40	3113.85	LT	Y	C
	785.0000	12/10/2007	31252.03	31940.31	-688.28	LT	Y	C
2250.0000 STAPLES INC - 855030102 - MINOR = 50								
SOLD		01/24/2013	29069.79					
ACQ	2250.0000	11/07/2003	29069.79	40410.00	-11340.21	LT	Y	C
1500.0000 STRYKER CORP - 863667101 - MINOR = 50								
SOLD		10/30/2013	110644.06					
ACQ	1000.0000	03/22/2005	73762.71	46300.00	27462.71	LT	Y	C
	300.0000	03/09/2006	22128.81	13776.00	8352.81	LT	Y	C
	200.0000	11/14/2006	14752.54	10208.00	4544.54	LT	Y	C
4500.0000 TJX COS INC NEW - 872540109 - MINOR = 50								
SOLD		10/30/2013	273503.43					
ACQ	4500.0000	02/05/2004	273503.43	52081.42	221422.01	LT	Y	C
2450.0000 TEVA PHARMACEUTICAL INDS SPONS ADR - 881624209 - MINOR = 55								
SOLD		01/24/2013	93326.50					
ACQ	1500.0000	08/01/2005	57138.67	47775.00	9363.67	LT	Y	C
	150.0000	03/09/2006	5713.87	6132.00	-418.13	LT	Y	C
	800.0000	11/14/2006	30473.96	24984.00	5489.96	LT	Y	C

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INVESTMENT OFFICER: 600

LEGEND F - FEDERAL S - STATE I - INHERITED
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PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	TERM	NC	8949
14000.0000 TEVA PHARMA FIN IV LLC		DTD 11/10/2011 1	- 88166HAA5	- MINOR = 45				
SOLD		01/07/2013	14321.58					
ACQ	5000.0000	11/07/2011	5114.85	4993.45	121.40	LT	Y	C
	2000.0000	11/08/2011	2045.94	2003.66	42.28	LT	Y	C
	1000.0000	11/09/2011	1022.97	1003.05	19.92	LT	Y	C
	1000.0000	11/09/2011	1022.97	1003.04	19.93	LT	Y	C
	5000.0000	07/11/2012	5114.85	5106.30	8.55	ST	Y	C
13000.0000 UNITED STATES TREASURY		N/B DTD 08/16/201	- 912828NU0	- MINOR = 30				
SOLD		12/10/2012	13050.78					
ACQ	13000.0000	10/19/2011	13050.78	13114.76	-63.98	LT	Y	C
117000.0000 UNITED STATES TREASURY		N/B DTD 08/16/201	- 912828NU0	- MINOR = 30				
SOLD		12/11/2012	117466.16					
ACQ	46000.0000	09/13/2010	46183.28	45885.00	298.28	LT	Y	C
	25000.0000	10/19/2011	25099.61	25220.70	-121.09	LT	Y	C
	5000.0000	02/06/2012	5019.92	5040.82	-20.90	ST	Y	C
	1000.0000	05/07/2012	1003.98	1006.61	-2.63	ST	Y	C
	40000.0000	07/09/2012	40159.37	40223.43	-64.06	ST	Y	C
12000.0000 UNITED STATES TREASURY		DTD 11/30/2010 1.	- 912828PJ3	- MINOR = 30				
SOLD		02/13/2013	12317.81					
ACQ	12000.0000	12/11/2012	12317.81	12370.09	-52.28	ST	Y	C
12000.0000 UNITED STATES TREASURY		DTD 11/30/2010 1.	- 912828PJ3	- MINOR = 30				
SOLD		05/01/2013	12339.84					
ACQ	12000.0000	12/11/2012	12339.84	12370.09	-30.25	ST	Y	C
6000.0000 UNITED STATES TREASURY		DTD 11/30/2010 1.	- 912828PJ3	- MINOR = 30				
SOLD		05/15/2013	6160.55					
ACQ	6000.0000	12/11/2012	6160.55	6185.05	-24.50	ST	Y	C
2000.0000 UNITED STATES TREASURY		DTD 11/30/2010 1.	- 912828PJ3	- MINOR = 30				
SOLD		06/06/2013	2049.37					
ACQ	2000.0000	12/11/2012	2049.37	2061.68	-12.31	ST	Y	C
4000.0000 UNITED STATES TREASURY		DTD 11/30/2010 1.	- 912828PJ3	- MINOR = 30				
SOLD		06/18/2013	4096.56					
ACQ	4000.0000	12/11/2012	4096.56	4123.36	-26.80	ST	Y	C
2000.0000 UNITED STATES TREASURY		DTD 11/30/2010 1.	- 912828PJ3	- MINOR = 30				
SOLD		07/08/2013	2039.92					
ACQ	2000.0000	12/11/2012	2039.92	2061.68	-21.76	ST	Y	C
11000.0000 UNITED STATES TREASURY		DTD 11/30/2010 1.	- 912828PJ3	- MINOR = 30				
SOLD		07/12/2013	11239.33					
ACQ	11000.0000	12/11/2012	11239.33	11339.25	-99.92	ST	Y	C
10000.0000 UNITED STATES TREASURY		DTD 11/30/2010 1.	- 912828PJ3	- MINOR = 30				
SOLD		08/06/2013	10221.88					
ACQ	10000.0000	12/11/2012	10221.88	10308.41	-86.53	ST	Y	C
147000.0000 UNITED STATES TREASURY		N/B DTD 01/18/201	- 912828PQ7	- MINOR = 30				
SOLD		12/11/2012	148269.02					
ACQ	121000.0000	06/18/2012	122044.57	122342.34	-297.77	ST	Y	C
	5000.0000	10/04/2012	5043.16	5049.61	-6.45	ST	Y	C
	7000.0000	11/29/2012	7060.43	7061.25	-0.82	ST	Y	C
	14000.0000	12/07/2012	14120.86	14119.77	1.09	ST	Y	C
13000.0000 VERIZON COMMUNICATIONS		5.55% 02/15/201	- 92343VAC8	- MINOR = 45				
SOLD		09/23/2013	14289.60					
ACQ	8000.0000	07/08/2008	8793.60	7886.72	906.88	LT	Y	C
	5000.0000	07/10/2012	5496.00	5794.25	-298.25	LT	Y	C
.0000 SECURITIES LITIGATION SETTLEMENT PROCEEDS - LITIGATION								
SOLD		02/11/2013	60.31					
ACQ	.0000		60.31	0.00	60.31	LT	Y	C
CHANGED 05/17/13 DGJ								
.0000 SECURITIES LITIGATION SETTLEMENT PROCEEDS - LITIGATION								
SOLD		07/18/2013	38.78					
ACQ	.0000		38.78	0.00	38.78	LT	Y	C
CHANGED 08/23/13 DGJ								
TOTALS			1787050.93	1126082.71				

SUMMARY OF CAPITAL GAINS/LOSSES

FEDERAL	SHORT TERM	LONG TERM 28%	LONG TERM	ST WASH SALE	LT WASH SALE	1250 GAIN
NONCOVERED FROM ABOVE	-2987.20	0.00	692517.66	0.00	0.00	0.00*
COVERED FROM ABOVE	0.00	0.00	-28562.24	0.00	0.00	
COMMON TRUST FUND	0.00	0.00	0.00			0.00
CAPITAL GAIN DIV/DIST	0.00	0.00	0.00			0.00
	-2987.20	0.00	663955.42	0.00	0.00	0.00
STATE						
NONCOVERED FROM ABOVE	-2987.20	0.00	692517.66	0.00	0.00	0.00*
COVERED FROM ABOVE	0.00	0.00	-28562.24	0.00	0.00	
COMMON TRUST FUND	0.00	0.00	0.00			0.00
CAPITAL GAIN DIV/DIST	0.00	0.00	0.00			0.00
	-2987.20	0.00	663955.42	0.00	0.00	0.00

* - 1250 GAIN DETAILED ON TRANS PAGES, NOT ABOVE

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

SOURCE	AMOUNT
REGIONS MONEY MARKET AND SWEEP ACCOUNT	56.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	56.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
CORPORATE INTEREST	32,809.	0.	32,809.
CORPORATE STOCKS	160,645.	0.	160,645.
OID--USGI	392.	0.	392.
U. S. GOVERNMENT	3,429.	0.	3,429.
TOTAL TO FM 990-PF, PART I, LN 4	197,275.	0.	197,275.

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
OIL AND GAS ROYALTIES	268,535.	268,535.	
TOTAL TO FORM 990-PF, PART I, LINE 11	268,535.	268,535.	

FORM 990-PF ACCOUNTING FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
HEARD, MCCELROY, & VESTAL	1,800.	1,350.		450.
TO FORM 990-PF, PG 1, LN 16B	1,800.	1,350.		450.

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
AGENCY FEES	50,275.	37,706.		12,569.	
TO FORM 990-PF, PG 1, LN 16C	50,275.	37,706.		12,569.	

FORM 990-PF	TAXES			STATEMENT	6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
FORM 990-PF TAX PAYMENTS	15,069.	0.		0.	
FOREIGN TAX WITHHELD	129.	129.		0.	
PROPERTY TAX	459.	459.		0.	
OIL & GAS SEVERANCE TAXES	8,153.	8,153.		0.	
TO FORM 990-PF, PG 1, LN 18	23,810.	8,741.		0.	

FORM 990-PF	OTHER EXPENSES			STATEMENT	7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
ROYALTIES, OTHER EXPENSES	3,726.	3,726.		0.	
TO FORM 990-PF, PG 1, LN 23	3,726.	3,726.		0.	

FORM 990-PF	OTHER INCREASES IN NET ASSETS OR FUND BALANCES			STATEMENT	8
DESCRIPTION	AMOUNT				
PERCENTAGE DEPLETION NOT BOOKED	40,280.				
INCOME TIMING DIFFERENCES	683.				
TOTAL TO FORM 990-PF, PART III, LINE 3	40,963.				

FORM 990-PF . U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS STATEMENT 9

DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
U S TREASURIES	X		311,362.	310,728.
TOTAL U.S. GOVERNMENT OBLIGATIONS			311,362.	310,728.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			311,362.	310,728.

FORM 990-PF CORPORATE STOCK STATEMENT 10

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE STOCK	2,596,997.	5,801,427.
TOTAL TO FORM 990-PF, PART II, LINE 10B	2,596,997.	5,801,427.

FORM 990-PF CORPORATE BONDS STATEMENT 11

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE BONDS	594,974.	603,470.
TOTAL TO FORM 990-PF, PART II, LINE 10C	594,974.	603,470.

FORM 990-PF OTHER INVESTMENTS STATEMENT 12

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
MINERAL LEASES	COST	1,383.	761,370.
FHLMC POOL	COST	336,127.	333,570.
TOTAL TO FORM 990-PF, PART II, LINE 13		337,510.	1,094,940.