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Return of Private Foundation
or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation

2012

Note. The foundation may be able to use a copy of this return to satisfy state reporting requirements

For calendar year 2012, or tax year beginning 11/01, 2012, and ending 10/31, 2013

THE FONDREN FOUNDATION
PO BOX 2558
TX2-N305
HOUSTON, TX 77252G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity
☐ Final return ☐ Amended return
☐ Address change ☐ Name changeH Check type of organization: ☒ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundationI Fair market value of all assets at end of year (from Part II, column (c), line 16)
\$ 213,951,470.
J Accounting method: ☒ Cash ☐ Accrual
☐ Other (specify) (Part I, column (d) must be on cash basis)A Employer identification number
74-6042565

B Telephone number (see the instructions)

C If exemption application is pending, check here ☐D 1 Foreign organizations, check here ☐2 Foreign organizations meeting the 85% test, check here and attach computation ☐E If private foundation status was terminated under section 507(b)(1)(A), check here ☐F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

Part I Analysis of Revenue and

Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions).)

(a) Revenue and expenses per books

(b) Net investment income

(c) Adjusted net income

(d) Disbursements for charitable purposes (cash basis only)

REVENUE	1	Contributions, gifts, grants, etc., received (att sch)				
	2	Ch ☒ if the foundn is not req to att Sch B				
	3	Interest on savings and temporary cash investments	128,902.	128,902.	N/A	
	4	Dividends and interest from securities	4,465,910.	4,465,910.		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain/(loss) from sale of assets not on line 10	12,944,299.			
	b	Gross sales price for all assets on line 6a	110783171.			
	7	Capital gain net income (from Part IV, line 2)		12,944,299.		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
ADMINISTRATIVE AND OPERATING EXPENSES	b	Less Cost of goods sold				
	c	Gross profit/(loss) (att sch)				
	11	Other income (attach schedule)				
		SEE STATEMENT 1	18,044.	18,044.		
	12	Total. Add lines 1 through 11	17,557,155.	17,557,155.		
	13	Compensation of officers, directors, trustees, etc	0.			
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach sch) SEE ST 2	60,975.	49,238.	11,737.	
	c	Other prof fees (attach sch) SEE ST 3	1,262,277.	1,062,277.	200,000.	
	17	Interest				
	18	Taxes (attach schedule) (see instrs) SEE ST 4	291,413.	128,239.		
	19	Depreciation (attach sch) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings	10,579.		10,579.	
	22	Printing and publications				
	23	Other expenses (attach schedule) SEE STATEMENT 5	354.		354.	
	24	Total operating and administrative expenses. Add lines 13 through 23	1,625,598.	1,239,754.		222,670.
	25	Contributions, gifts, grants paid PART XV	10,680,629.			10,680,629.
	26	Total expenses and disbursements. Add lines 24 and 25	12,306,227.	1,239,754.		10,903,299.
	27	Subtract line 26 from line 12:				
	a	Excess of revenue over expenses and disbursements	5,250,928.			
	b	Net investment income (if negative, enter -0-)		16,317,401.		
	c	Adjusted net income (if negative, enter -0-)				

15 6/14

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Part II Balance Sheets

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

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
A S S E T S	1 Cash — non-interest-bearing		4,645.	4,644.
	2 Savings and temporary cash investments	5,642,621.	6,941,852.	6,941,852.
	3 Accounts receivable			
	Less: allowance for doubtful accounts			
	4 Pledges receivable			
	Less: allowance for doubtful accounts			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach sch)			
	Less: allowance for doubtful accounts			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges	45,240.	62,066.	62,066.
	10a Investments — U.S. and state government obligations (attach schedule)	12,190,597.	7,966,859.	7,730,450.
	b Investments — corporate stock (attach schedule)	121,369,652.	138,667,410.	195,627,921.
	c Investments — corporate bonds (attach schedule)	11,378,942.	3,587,635.	3,572,036.
	11 Investments — land, buildings, and equipment: basis			
L I A B I L I T I E S	Less: accumulated depreciation (attach schedule) SEE STMT 6	4.	4.	4.
	12 Investments — mortgage loans			
	13 Investments — other (attach schedule)			
	14 Land, buildings, and equipment: basis			
	Less: accumulated depreciation (attach schedule)			
	15 Other assets (describe SEE STATEMENT 7)	14,984.	12,497.	12,497.
	16 Total assets (to be completed by all filers — see the instructions. Also, see page 1, item I)	150,642,040.	157,242,968.	213,951,470.
	17 Accounts payable and accrued expenses			
	18 Grants payable	14,019,433.	14,532,328.	
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, & other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe SEE STATEMENT 7)			
	23 Total liabilities (add lines 17 through 22)	14,019,433.	14,532,328.	
	Foundations that follow SFAS 117, check here			
N E T A S S E T S F U N D B A L A N C E S	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here			
	27 Capital stock, trust principal, or current funds	136,622,607.	142,710,640.	
	28 Paid-in or capital surplus, or land, building, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 Total net assets or fund balances (see instructions)	136,622,607.	142,710,640.	
	31 Total liabilities and net assets/fund balances (see instructions)	150,642,040.	157,242,968.	

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	136,622,607.
2 Enter amount from Part I, line 27a	2	5,250,928.
3 Other increases not included in line 2 (itemize) SEE STATEMENT 8	3	1,350,000.
4 Add lines 1, 2, and 3	4	143,223,535.
5 Decreases not included in line 2 (itemize) SEE STATEMENT 9	5	512,895.
6 Total net assets or fund balances at end of year (line 4 minus line 5) — Part II, column (b), line 30	6	142,710,640.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shares MLC Company)	(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1 a SEE SCHEDULE ATTACHED	P	VARIOUS	VARIOUS
b FROM BRANDES K-1	P	VARIOUS	VARIOUS
c FROM BRANDES K-1	P	VARIOUS	VARIOUS
d CAPITAL GAIN DIVIDEND - VIRTUS	P	VARIOUS	12/21/12
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 110,410,162.		97,838,872.	12,571,290.
b 253,052.			253,052.
c 76,772.			76,772.
d 43,185.			43,185.
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	
a			12,571,290.
b			253,052.
c			76,772.
d			43,185.
e			

2 Capital gain net income or (net capital loss). If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	2	12,944,299.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8	3	76,772.

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

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

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

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

☐ Yes☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (column (b) divided by column (c))
2011	9,577,446.	190,805,645.	0.050195
2010	9,028,764.	198,871,895.	0.045400
2009	9,078,633.	178,545,411.	0.050848
2008	8,021,290.	158,981,075.	0.050454
2007	11,585,481.	220,633,393.	0.052510

2 Total of line 1, column (d)	2	0.249407
3 Average distribution ratio for the 5-year base period — divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.049881
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	201,581,593.
5 Multiply line 4 by line 3	5	10,055,091.
6 Enter 1% of net investment income (1% of Part I, line 27b).	6	163,174.
7 Add lines 5 and 6	7	10,218,265.
8 Enter qualifying distributions from Part XII, line 4	8	10,903,299.

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

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

1 a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter 'N/A' on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary – see instrs)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b		1	163,174.
c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, column (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	163,174.
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	163,174.
6 Credits/Payments:			
a 2012 estimated tax pmts and 2011 overpayment credited to 2012	6 a	225,240.	
b Exempt foreign organizations – tax withheld at source	6 b		
c Tax paid with application for extension of time to file (Form 8868)	6 c		
d Backup withholding erroneously withheld	6 d		
7 Total credits and payments Add lines 6a through 6d	7	225,240.	
8 Enter any penalty for underpayment of estimated tax Check here ☒ if Form 2220 is attached.	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		0.
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		62,066.
11 Enter the amount of line 10 to be: Credited to 2013 estimated tax	11		0.

Part VII-A Statements Regarding Activities

	Yes	No
1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)?		X
If the answer is 'Yes' to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		
c Did the foundation file Form 1120-POL for this year?		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
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If 'Yes,' has it filed a tax return on Form 990-T for this year?	N/A	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? 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, column (c), and Part XV.	X	
8 a Enter the states to which the foundation reports or with which it is registered (see instructions) TX		
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

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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>J P MORGAN CHASE BANK</u> Telephone no. <u>713-216-8392</u> Located at <u>P. O. BOX 2558 TX2-N305 HOUSTON TX</u> ZIP + 4 <u>77252</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here <u>N/A</u> and enter the amount of tax-exempt interest received or accrued during the year <u>15</u> <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 <u></u>	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
1 a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No		
(6) Agree to pay money or property to a government official? (Exception. Check 'No' if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☒ No		
b If any answer is 'Yes' to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ☐	1 b	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?	1 c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? ☐ Yes ☒ No If 'Yes,' list the years <u>20</u> , <u>20</u> , <u>20</u> , <u>20</u>		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer 'No' and attach statement - see instructions.)	2 b	N/A
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. <u>20</u> , <u>20</u> , <u>20</u> , <u>20</u>		
3 a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No		
b If 'Yes,' did it have excess business holdings in 2012 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012.)	3 b	N/A
4 a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4 a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?	4 b	X

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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)? (see instructions)

☐ Yes ☒ No

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

☐ Yes ☒ No

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

5b N/A

Organizations relying on a current notice regarding disaster assistance check here

☐

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

N/A ☐ Yes ☐ No

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

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

☐ Yes ☒ No

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

6b X

If 'Yes' to 6b, file Form 8870

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

☐ Yes ☒ No

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

N/A

7b

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

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

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

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

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

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

0

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
WELLS FARGO ADVISORS 909 FANNIN, SUITE 1100 HOUSTON, TX 77010-1018	INVESTMENT COUNSEL	534,806.
JP MORGAN CHASE BANK 707 TRAVIS STREET, FLOOR 11 HOUSTON, TX 77002	GRANTS MANAGEMENT	200,000.
JOHN HANCOCK ASSET MANAGEMENT 101 HUNTINGTON AVENUE BOSTON, MA 02199	INVESTMENT COUNSEL	79,424.
WHV INVESTMENT MANAGEMENT 901 5TH AVENUE, SUITE 3130 SEATTLE, WA 98164-2008	INVESTMENT COUNSEL	124,677.
NEUBERGER BERMAN LLC 605 THIRD AVENUE, 36TH FLOOR NEW YORK, NY 10158	INVESTMENT COUNSEL	90,139.
Total number of others receiving over \$50,000 for professional services		2

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 N/A-THE FOUNDATION ONLY MAKES GRANTS.	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	
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 197,633,495.
b Average of monthly cash balances	1b 6,956,439.
c Fair market value of all other assets (see instructions)	1c 61,429.
d Total (add lines 1a, b, and c)	1d 204,651,363.
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	3 204,651,363.
4 Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4 3,069,770.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5 201,581,593.
6 Minimum investment return. Enter 5% of line 5	6 10,079,080.

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 10,079,080.
2a Tax on investment income for 2012 from Part VI, line 5	2a 163,174.
b Income tax for 2012 (This does not include the tax from Part VI.)	2b
c Add lines 2a and 2b	2c 163,174.
3 Distributable amount before adjustments. Subtract line 2c from line 1	3 9,915,906.
4 Recoveries of amounts treated as qualifying distributions	4 1,350,000.
5 Add lines 3 and 4	5 11,265,906.
6 Deduction from distributable amount (see instructions)	6
7 Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7 11,265,906.

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 10,903,299.
b Program-related investments — total from Part IX-B	1b
2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2
3 Amounts set aside for specific charitable projects that satisfy the:	
a Suitability test (prior IRS approval required)	3a
b Cash distribution test (attach the required schedule)	3b
4 Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4 10,903,299.
5 Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5 163,174.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6 10,740,125.

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2011	(c) 2011	(d) 2012
1 Distributable amount for 2012 from Part XI, line 7				11,265,906.
2 Undistributed income, if any, as of the end of 2012:				
a Enter amount for 2011 only			0.	
b Total for prior years: 20 __, 20 __, 20 __		0.		
3 Excess distributions carryover, if any, to 2012:				
a From 2007	652,132.			
b From 2008	135,963.			
c From 2009	277,628.			
d From 2010				
e From 2011	211,192.			
f Total of lines 3a through e	1,276,915.			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ 10,903,299.				
a Applied to 2011, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required – see instructions)		0.		
c Treated as distributions out of corpus (Election required – see instructions)	0.			
d Applied to 2012 distributable amount				10,903,299.
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).)	362,607.			362,607.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e. Subtract line 5	914,308.			
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 instructions			0.	
f Undistributed income for 2012. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	0.			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)	289,525.			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	624,783.			
10 Analysis of line 9.				
a Excess from 2008	135,963.			
b Excess from 2009	277,628.			
c Excess from 2010				
d Excess from 2011	211,192.			
e Excess from 2012				

N/A

- 4942(1)(5)

- (4) Gross investment income**

[illegible]

1 Information Regarding Foundation Managers:

- NONE

- 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

SEE STATEMENT 10

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

SEE STATEMENT FOR LINE 2A

- c Any submission deadlines:

SEE STATEMENT FOR LINE 2A

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

SEE STATEMENT FOR LINE 2A

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<i>a Paid during the year</i> SEE ATTACHED		PUBLIC		10,680,629.
Total			3a	10,680,629.
<i>b Approved for future payment</i> SEE ATTACHED		PUBLIC		14,532,328.
Total			3b	14,532,328.

THE FONDREN FOUNDATION
PO BOX 2558

74-6042565

STATEMENT 1
FORM 990-PF, PART I, LINE 11
OTHER INCOME

	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
OTHER INCOME	\$ 18,044.		
TOTAL	\$ 18,044.	\$ 0.	\$ 0.

STATEMENT 2
FORM 990-PF, PART I, LINE 16B
ACCOUNTING FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING SERVICES	\$ 23,475.	\$ 11,738.		\$ 11,737.
AUDIT FEES	37,500.	37,500.		
TOTAL	\$ 60,975.	\$ 49,238.		\$ 11,737.

STATEMENT 3
FORM 990-PF, PART I, LINE 16C
OTHER PROFESSIONAL FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FROM BRANDES K-1	\$ 75,105.	\$ 75,105.		
GRANTS MANAGEMENT FEE	200,000.			\$ 200,000.
INVESTMENT ADVISORY SERVICES	987,172.	987,172.		
TOTAL	\$ 1,262,277.	\$ 1,062,277.		\$ 200,000.

STATEMENT 4
FORM 990-PF, PART I, LINE 18
TAXES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
EXCISE TAX	\$ 163,174.			
FOREIGN TAX	128,239.	\$ 128,239.		
TOTAL	\$ 291,413.	\$ 128,239.		\$ 0.

THE FONDREN FOUNDATION
PO BOX 2558

74-6042565

STATEMENT 5
FORM 990-PF, PART I, LINE 23
OTHER EXPENSES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MISCELLANEOUS	\$ 354.			\$ 354.
TOTAL	<u>\$ 354.</u>	<u>\$ 0.</u>		<u>\$ 354.</u>

STATEMENT 6
FORM 990-PF, PART II, LINE 11
INVESTMENTS - LAND, BUILDINGS, AND EQUIPMENT

CATEGORY	BASIS	ACCUM. DEPREC.	BOOK VALUE	FAIR MARKET VALUE
LAND	\$ 4.		\$ 4.	\$ 4.
TOTAL	<u>\$ 4.</u>	<u>\$ 0.</u>	<u>\$ 4.</u>	<u>\$ 4.</u>

STATEMENT 7
FORM 990-PF, PART II, LINE 15
OTHER ASSETS

	BOOK VALUE	FAIR MARKET VALUE
PURCHASED INTEREST	\$ 12,497.	\$ 12,497.
TOTAL	<u>\$ 12,497.</u>	<u>\$ 12,497.</u>

STATEMENT 8
FORM 990-PF, PART III, LINE 3
OTHER INCREASES

GRANTS REFUNDED	\$ 1,350,000.
TOTAL	<u>\$ 1,350,000.</u>

STATEMENT 9
FORM 990-PF, PART III, LINE 5
OTHER DECREASES

EXCESS APPROVED GRANTS OVER AMT PD	\$ 512,895.
TOTAL	<u>\$ 512,895.</u>

THE FONDREN FOUNDATION
PO BOX 2558

74-6042565

STATEMENT 10
FORM 990-PF, PART XV, LINE 2A-D
APPLICATION SUBMISSION INFORMATION

NAME OF GRANT PROGRAM:

NAME:

JP MORGAN CHASE TRUST DEPT

CARE OF:

MARTIE HERRICK

STREET ADDRESS:

PO BOX 2558

CITY, STATE, ZIP CODE:

HOUSTON, TX 77252

TELEPHONE:

E-MAIL ADDRESS:

FORM AND CONTENT:

BY LETTER TO INCLUDE IRS EXEMPTION LETTER, DESCRIPTION OF
PROJECT, AMOUNT OF REQUEST

SUBMISSION DEADLINES:

FIRST DAY OF MONTH PRIOR TO MONTH OF QUARTERLY MEETING

RESTRICTIONS ON AWARDS:

NONE

THE FONDREN FOUNDATION

GENERAL INFORMATION AND APPLICATION GUIDELINES

The Fondren Foundation was formed in 1948 as a trust under the Texas Trust Code. Its principal office is located in Houston, Texas. The purposes for which The Fondren Foundation was formed are set forth in Article V of the Trust Indenture:

“The entire trust hereby created and each and every part thereof, and all income thereto, not required to be expended in paying the reasonable costs incident to the administration of the trust, shall be held, administered, used and disposed of exclusively for religious, charitable, scientific, and/or educational purposes, and the broadest powers are hereby given the trustees to accomplish said purposes.”

The Fondren Foundation does not make grants to Type III Supporting Organizations.

As a matter of policy, The Fondren Foundation does not make grants to individuals, annual fund drives, or fundraising events. The Fondren Foundation prefers not to make annual gifts for operational support, nor to an organization which is currently receiving installment payments on a previous grant from the Fondren Foundation.

Although all qualifying proposals are considered, the vast majority of grants made by the Foundation support programs and projects benefiting the Houston community.

Due to the number of requests submitted, opportunities for personal interviews with representatives of applicant organizations are very limited.

The Foundation's Board of Governors meets on a quarterly basis to consider grant proposals. Meetings are generally held in early March, June, September, and December. Proposals must be submitted by the first business day of the month preceding the month of a meeting. For example, grant proposals to be considered at the March meeting must be submitted by February 1.

There is no grant application form provided or required by the Foundation. Grant requests should be submitted in the form of a brief written proposal that includes the following:

- a) A brief, narrative history of the organization's purpose and work;
- b) A specific description of the program or project for which support is asked;
- c) A statement of the amount of funds requested, the total amount raised to date; a list of the major donors;
- d) The date by which funds are needed;
- e) Copies of all Internal Revenue Service letters to indicate the current tax exempt status under section 501 (c) (3) and 509 (a) of the Internal Revenue Code; and
- f) A list of Trustees or Board of Directors and principal staff, and the percentage of directors who have contributed to the endeavor financially.
- g) Current organizational operating budget and specific operating budget for program to be funded.
- h) The spending policy must be provided for grant requests for endowments.

No proposal will be reviewed until all of the required documentation listed in (a)-(h) above has been received. Grant requests and all correspondence should be directed to:

Fondren_Foundation@jpmorgan.com

A confirmation of receipt of grant proposal will be sent.

BOARD OF GOVERNORS

Doris Fondren Allday
R. Edwin Allday
Laura Trammell Baird
Bradley Beard
Ellanor Allday Camberg
Celia Whitfield Crank
Ashley Fondren
Bentley B. Fondren
Brittany Fondren
Chase Fondren
Frances Fondren
Lauren Fondren

Leland T. Fondren
Lindsey Fondren
Robert E. Fondren
Robert E. Fondren, Jr.
Walter W. Fondren, IV
Marie Fondren Hall
Burton M. Hanson
Michael Hanson
Catherine Underwood Murray
Michael W. Springer
Carrie Trammell Sturges
Ann G. Trammell

Harper B. Trammell
David M. Underwood
David M. Underwood, Jr.
Duncan K. Underwood
Lynda Knapp Underwood
Sue Trammell Whitfield
W. Trammell Whitfield
William F. Whitfield, Jr.
Ellanor Yates
Emily Yates

2013-2014 OFFICERS

Duncan K. Underwood, Chairman
Carrie Trammell Sturges, Vice Chairman
Lindsey Fondren, Secretary-Treasurer
Martie Herrick, Asst. Secretary-Treasurer
Dede Dearing, Asst. Secretary-Treasurer

NOT ALL PROJECTS CAN BE FUNDED

The Foundation receives funding requests far in excess of its ability to fund; therefore, only a small portion of requests can be approved. A decision not to fund a proposal does not necessarily reflect on the merits of the applicant or the value of the proposal.

THE FONDREN FOUNDATION
TAX RETURN FOR THE YEAR ENDED OCTOBER 31, 2013
VARIOUS ITEMS
74-6042565

PART VIII - OFFICERS, DIRECTORS & TRUSTEES

DAVID M. UNDERWOOD P. O. BOX 2558 HOUSTON, TEXAS 77252	CHAIRMAN, ADMINISTRATIVE COMMITTEE TRUSTEE
SUE TRAMMELL WHITFIELD P. O. BOX 2558 HOUSTON, TEXAS 77252	SECRETARY, ADMINISTRATIVE COMMITTEE TRUSTEE
ROBERT E. FONDREN P. O. BOX 2558 HOUSTON, TEXAS 77252	ADMINISTRATIVE COMMITTEE BOARD OF GOVERNORS
ANN GORDON TRAMMELL P. O. BOX 2558 HOUSTON, TEXAS 77252	TRUSTEE
LYNDA KNAPP UNDERWOOD P. O. BOX 2558 HOUSTON, TEXAS 77252	TRUSTEE
HARPER B. TRAMMELL P. O. BOX 2558 HOUSTON, TEXAS 77252	TRUSTEE
R. EDWIN ALLDAY P. O. BOX 2558 HOUSTON, TEXAS 77252	TRUSTEE
DAVID M. UNDERWOOD, JR. P. O. BOX 2558 HOUSTON, TEXAS 77252	TRUSTEE
DORIS FONDREN ALLDAY P. O. BOX 2558 HOUSTON, TEXAS 77252	TRUSTEE
MICHAEL E. HANSON, JR. P. O. BOX 2558 HOUSTON, TEXAS 77252	BOARD OF GOVERNORS

THE FONDREN FOUNDATION
TAX RETURN FOR THE YEAR ENDED OCTOBER 31, 2013
VARIOUS ITEMS
74-6042565

PART VIII - OFFICERS, DIRECTORS & TRUSTEES

LAURA TRAMMELL BAIRD P. O. BOX 2558 HOUSTON, TEXAS 77252	BOARD OF GOVERNORS
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LELAND T. FONDREN P. O. BOX 2558 HOUSTON, TEXAS 77252	BOARD OF GOVERNORS
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WALTER W. FONDREN, IV P. O. BOX 2558 HOUSTON, TEXAS 77252	BOARD OF GOVERNORS
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MARIE FONDREN HALL P. O. BOX 2558 HOUSTON, TEXAS 77252	BOARD OF GOVERNORS
--	--------------------

CATHERINE UNDERWOOD MURRAY P. O. BOX 2558 HOUSTON, TEXAS 77252	BOARD OF GOVERNORS
--	--------------------

ELLANOR ALLDAY CAMBERG P. O. BOX 2558 HOUSTON, TEXAS 77252	BOARD OF GOVERNORS
--	--------------------

CELIA WHITFIELD CRANK P. O. BOX 2558 HOUSTON, TEXAS 77252	BOARD OF GOVERNORS
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BENTLEY B. FONDREN P. O. BOX 2558 HOUSTON, TEXAS 77252	BOARD OF GOVERNORS
--	--------------------

DUNCAN K UNDERWOOD P. O. BOX 2558 HOUSTON, TEXAS 77252	BOARD OF GOVERNORS
--	--------------------

W. TRAMMELL WHITFIELD P. O. BOX 2558 HOUSTON, TEXAS 77252	BOARD OF GOVERNORS
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PART VIII - OFFICERS, DIRECTORS & TRUSTEES

BOARD OF GOVERNORS

BOARD OF GOVERNORS

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BOARD OF GOVERNORS

THE FONDREN FOUNDATION
TAX RETURN FOR THE YEAR ENDED OCTOBER 31, 2013
VARIOUS ITEMS
74-6042565

PART VIII - OFFICERS, DIRECTORS & TRUSTEES

EMILY YATES
P. O. BOX 2558
HOUSTON, TEXAS 77252

BOARD OF GOVERNORS

ELLANOR J YATES COOK
P. O. BOX 2558
HOUSTON, TEXAS 77252

BOARD OF GOVERNORS

ROBERT E. FONDREN JR
P. O. BOX 2558
HOUSTON, TEXAS 77252

BOARD OF GOVERNORS

MARTIE S.H. HERRICK
P. O. BOX 2558
HOUSTON, TEXAS 77252

ASSISTANT SECR/TREASURER

DEDE DEARING
P. O. BOX 2558
HOUSTON, TEXAS 77252

ASSISTANT SECR/TREASURER

THE FONDREN FOUNDATION
CAPITAL GAINS
YEAR ENDED OCTOBER 31, 2013
74-6042565

	DATE OF PURCHASE	DATE OF SALE	SALES PRICE	COST	GAIN (LOSS)
99 ACACIA RESH CORP	03/18/13	06/28/13	2,233	2,774	(541)
175 ACCENTURE PLC IRELAND	06/04/09	01/28/13	12,614	5,253	7,362
952 ACCENTURE PLC IRELAND	06/04/09	06/27/13	76,401	28,574	47,828
40 ACCENTURE PLC IRELAND	06/04/09	09/16/13	3,051	1,201	1,851
200 ACCENTURE PLC IRELAND	09/10/12	09/16/13	15,154	12,822	2,332
14,300 ACCURAY INC	12/12/12	03/18/13	65,090	95,535	(30,446)
135 ACE LIMITED	06/06/13	09/16/13	12,513	11,865	647
200 ACE LIMITED	11/21/11	04/15/13	18,159	13,335	4,823
200 ACE LIMITED	11/21/11	09/16/13	18,507	13,335	5,171
48 ACHILLION PHARMACEUTICAL	03/18/13	06/28/13	393	430	(37)
5,020 ACHILLION PHARMACEUTICAL	03/18/13	09/30/13	14,880	44,964	(30,085)
880 ACHILLION PHARMACEUTICAL	06/12/13	09/30/13	2,608	6,903	(4,295)
495 ACHILLION PHARMACEUTICAL	07/16/13	09/30/13	1,467	3,564	(2,097)
450 ACHILLION PHARMACEUTICAL	08/20/13	09/30/13	1,334	3,095	(1,761)
2,390 ACI WORLDWIDE INC	11/02/12	03/18/13	114,913	93,358	21,555
4,452 ADT CORP	11/27/12	06/06/13	176,736	194,313	(17,577)
2,190 ADT CORP	04/05/13	06/06/13	86,939	100,732	(13,793)
1,351 ADT CORP	05/03/13	06/06/13	53,632	58,370	(4,738)
47 AEROPOSTALE INC	03/18/13	06/28/13	651	651	0
3,651 AEROPOSTALE INC	03/18/13	09/11/13	31,700	50,533	(18,833)
451 AEROPOSTALE INC	03/27/13	09/11/13	3,916	5,931	(2,015)
645 AEROPOSTALE INC	07/10/13	09/11/13	5,600	9,393	(3,793)
4,200 AFFYMETRIX INC	08/03/06	03/18/13	18,924	80,839	(61,915)
8,100 AFFYMETRIX INC	02/11/09	03/18/13	36,496	26,553	9,944
2,900 AFFYMETRIX INC	02/15/11	03/18/13	13,067	15,424	(2,357)
300 AFLAC INC	10/03/11	04/15/13	14,836	10,426	4,410
32 AGL RESOURCES INC	12/13/11	12/13/12	1,266	1,276	(10)
119 AGL RESOURCES INC	12/13/11	06/18/13	5,209	4,744	465
40 AGL RESOURCES INC	12/13/11	09/16/13	1,780	1,595	185
58 AGRIUM INC	01/25/13	03/11/13	6,187	6,635	(448)
604 AGRIUM INC	01/25/13	05/01/13	54,702	69,097	(14,396)
2,011 AGRIUM INC	01/25/13	06/06/13	182,033	230,057	(48,024)
1,185 AGRIUM INC	02/22/13	06/06/13	107,264	119,843	(12,578)
95 AGRIUM INC	09/14/12	01/28/13	10,802	9,859	942
10 AGRIUM INC	09/14/12	07/15/13	917	1,038	(121)
31 AGRIUM INC	09/14/12	09/16/13	2,838	3,217	(380)
500 AGRIUM INC	12/29/08	06/07/13	45,685	15,708	29,978
475 AGRIUM INC	12/29/08	09/17/13	42,940	14,922	28,018
291 AKZO NOBEL NV	03/03/10	01/28/13	6,682	5,308	1,373
249 AKZO NOBEL NV	03/03/10	03/11/13	5,608	4,542	1,066
294 AKZO NOBEL NV	03/03/10	07/15/13	6,089	5,363	726
243 AKZO NOBEL NV	03/03/10	09/16/13	5,336	4,433	904
10,614 ALCATEL-LUCENT ADR	05/27/10	12/18/12	14,647	27,809	(13,162)
14,091 ALCATEL-LUCENT ADR	10/29/10	12/18/12	19,445	49,531	(30,086)
28,024 ALCATEL-LUCENT ADR	11/04/10	12/18/12	38,672	91,078	(52,406)
6,750 ALCATEL-LUCENT ADR	08/12/11	12/18/12	9,315	25,216	(15,901)
2,980 ALCATEL-LUCENT ADR	12/22/11	12/18/12	4,112	4,619	(507)
30,840 ALCATEL-LUCENT ADR	12/22/11	12/31/12	40,723	47,802	(7,079)
27,271 ALCATEL-LUCENT ADR	01/09/12	12/31/12	36,011	42,267	(6,257)
1,700 ALLEGIANTRAVEL CO	04/14/10	03/18/13	144,410	95,691	48,719
489 ALLERGAN INC	10/19/12	01/14/13	50,833	45,373	5,460
1,651 ALLERGAN INC	10/19/12	05/01/13	163,345	153,191	10,154
404 ALLERGAN INC	06/06/13	08/08/13	36,959	39,250	(2,291)
107 ALLERGAN INC	06/06/13	09/16/13	9,554	10,395	(841)
73 ALLERGAN INC	06/06/13	10/23/13	6,670	7,092	(423)
1,301 ALLIANCE DATA SYSTEMS CORP	04/18/13	06/06/13	226,205	207,111	19,094

THE FONDREN FOUNDATION
CAPITAL GAINS
YEAR ENDED OCTOBER 31, 2013
74-6042565

	DATE OF PURCHASE	DATE OF SALE	SALES PRICE	COST	GAIN (LOSS)
340 ALLIANCE DATA SYSTEMS CORP	05/08/13	06/06/13	59,116	59,168	(52)
277 ALLIANCE DATA SYSTEMS CORP	05/24/13	06/06/13	48,162	50,151	(1,989)
15,035 ALLIANZ GL INC FIXED SER C	12/26/12	06/13/13	197,710	202,672	(4,962)
35,900 ALLIANZ GL INC FIXED SER M	12/26/12	06/13/13	394,182	402,439	(8,257)
12 ALLISON TRANSMISSION	02/05/13	06/18/13	282	277	5
350 ALLISON TRANSMISSION	02/05/13	09/16/13	8,647	8,070	577
9,300 ALLSCRIPTS HEALTHCARE	05/01/12	03/18/13	126,192	103,229	22,963
4,600 ALTRA HOLDINGS INC	03/29/10	03/18/13	124,091	62,529	61,561
223 AMARIN CORPORATION PLC	03/18/13	06/28/13	1,291	1,861	(570)
5,561 AMARIN CORPORATION PLC	03/18/13	07/11/13	29,400	46,413	(17,014)
31 AMAZON COM INC	09/14/10	12/14/12	7,724	4,487	3,237
9 AMAZON COI AMAZON COM INC	09/14/10	02/05/13	2,397	1,303	1,094
277 AMAZON COI AMAZON COM INC	08/23/11	02/05/13	73,778	52,286	21,492
36 AMAZON COI AMAZON COM INC	08/23/11	03/11/13	9,803	6,795	3,008
231 AMAZON COI AMAZON COM INC	08/23/11	04/18/13	59,601	43,603	15,998
53 AMAZON COI AMAZON COM INC	02/14/12	04/18/13	13,675	9,975	3,700
233 AMAZON COI AMAZON COM INC	02/14/12	04/29/13	58,268	43,850	14,418
33 AMAZON COI AMAZON COM INC	02/14/12	09/16/13	9,825	6,211	3,614
63 AMERICAN FINANCIAL GR INC	12/13/11	12/13/12	2,507	2,286	221
45 AMERICAN FINANCIAL GR INC	12/13/11	06/18/13	2,211	1,633	578
37 AMERICAN FINANCIAL GR INC	12/13/11	09/16/13	1,988	1,342	646
193 AMERICAN INTL GROUP	08/20/12	12/14/12	6,584	6,687	(103)
1,498 AMERICAN INTL GROUP	08/20/12	03/07/13	58,481	51,903	6,577
163 AMERICAN INTL GROUP	08/20/12	03/11/13	6,423	5,648	775
2,666 AMERICAN INTL GROUP	08/20/12	04/30/13	110,477	92,373	18,104
1,336 AMERICAN INTL GROUP	08/20/12	05/01/13	55,644	46,290	9,353
8 AMERICAN INTL GROUP	08/20/12	06/06/13	350	277	73
5,723 AMERICAN INTL GROUP	10/09/12	06/06/13	250,179	203,091	47,088
164 AMERICAN REALTY CAP TR	03/05/12	12/13/12	1,919	1,701	219
10,138 AMERICAN REALTY CAP TR	03/05/12	01/22/13	131,361	105,127	26,234
513 AMERICAN TOWER CORP	06/06/13	09/16/13	38,313	39,030	(717)
3,200 AMERIPRISE FINANCIAL INC	10/03/11	12/11/12	196,751	124,230	72,521
1,300 AMERIPRISE FINANCIAL INC	10/03/11	03/01/13	88,501	50,469	38,032
1,300 AMERIPRISE FINANCIAL INC	03/13/12	03/01/13	88,501	73,262	15,239
1,300 AMERIPRISE FINANCIAL INC	03/19/12	03/01/13	88,501	74,825	13,676
140 AMERISOURCE BERGEN CORP	09/14/12	12/13/12	5,988	5,328	660
738 AMERISOURCE BERGEN CORP	09/14/12	04/10/13	39,235	28,084	11,151
22 AMERISOURCE BERGEN CORP	09/14/12	06/18/13	1,229	837	392
46 AMERISOURCE BERGEN CORP	09/14/12	09/16/13	2,814	1,751	1,063
300 AMERISOURCE BERGEN CORP	11/13/12	04/15/13	16,191	12,274	3,917
23,425 AMKOR TECHNOLOGY INC	09/02/11	03/18/13	95,333	97,710	(2,377)
42 ANHEUSER BUSCH INBEV	08/29/12	12/14/12	3,700	3,517	183
74 ANHEUSER BUSCH INBEV	08/29/12	03/11/13	7,156	6,197	960
2,305 ANHEUSER BUSCH INBEV	08/29/12	06/06/13	211,457	193,018	18,439
2,120 ANHEUSER BUSCH INBEV	10/15/12	06/06/13	194,485	183,822	10,664
210 ANHEUSER BUSCH INBEV	07/06/09	01/28/13	19,215	7,859	11,356
3,221 ANHEUSER BUSCH INBEV	07/06/09	02/06/13	280,799	120,548	160,251
1,700 ANIXTER INTL INC	03/04/11	03/18/13	118,436	121,688	(3,252)
75 ANIXTER INTL INC	07/18/11	03/18/13	5,225	4,754	471
4,305 AON PLC CL A	05/06/13	06/06/13	269,885	272,744	(2,859)
11 AON PLC CL A	06/11/13	09/16/13	760	716	44
47 APPLE INC	11/24/08	12/14/12	23,960	4,083	19,876
50 APPLE INC	11/24/08	02/06/13	21,360	4,344	17,015
942 APPLE INC	11/24/08	06/06/13	419,338	81,843	337,495
739 APPLE INC	12/09/08	06/06/13	328,971	74,248	254,723
312 APPLE INC	10/30/09	06/06/13	138,889	60,703	78,186

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350 APPLE INC	02/05/10	06/06/13	155,805	67,374	88,431
441 APPLE INC	04/26/13	06/06/13	196,314	181,735	14,580
79 APPLE INC	05/03/13	06/06/13	35,167	35,631	(464)
77 ARIAD PHARMACEUTICALS INC	03/18/13	06/28/13	1,347	1,656	(309)
2,435 ARIAD PHARMACEUTICALS INC	03/18/13	10/09/13	13,086	52,375	(39,289)
157 ARIAD PHARMACEUTICALS INC	09/03/13	10/09/13	844	2,994	(2,151)
11 ARKEMA SPON ADR	05/03/12	01/28/13	1,240	1,000	240
8 ARKEMA SPON ADR	05/03/12	07/15/13	788	727	61
79 ARKEMA SPON ADR	05/03/12	09/16/13	9,018	7,178	1,839
360 ARM HOLDINGS PLC	06/06/13	09/16/13	16,745	14,724	2,022
480 ARM HOLDINGS PLC	06/06/13	10/22/13	23,558	19,632	3,926
3,175 ARUBA NETWORKS INC	03/18/13	05/20/13	42,208	80,190	(37,982)
381 ASBURY AUTOMOTIVE GROUP	03/18/13	03/22/13	14,172	14,073	98
15 ASBURY AUTOMOTIVE GROUP	03/18/13	06/28/13	607	554	53
15 ASHLAND INC	04/09/12	12/13/12	1,138	900	238
72 ASHLAND INC	04/09/12	06/18/13	6,262	4,322	1,940
12 ASHLAND INC	04/09/12	09/16/13	1,106	720	386
ASMLD HOLDINGS NV	10/28/11	11/29/12	50		50
420 62218 ASMLD HOLDINGS NV	10/28/11	12/03/12	21,698	21,698	0
54 ASMLD HOLDINGS NV	10/28/11	12/14/12	3,433	2,190	1,242
749 ASMLD HOLDINGS NV	10/28/11	02/22/13	53,795	30,381	23,414
128 ASMLD HOLDINGS NV	10/28/11	03/11/13	8,968	5,192	3,776
476 ASMLD HOLDINGS NV	10/28/11	05/08/13	36,467	19,323	17,144
852 97944 ASMLD HOLDINGS NV	12/07/11	12/03/12	44,001	44,001	0
992 62218 ASMLD HOLDINGS NV	12/07/11	05/08/13	75,986	36,171	39,815
1,861 39838 ASMLD HOLDINGS NV	12/07/11	06/06/13	147,517	75,720	71,797
264.61461 ASMLD HOLDINGS NV	04/30/12	12/03/12	13,650	13,650	0
885.38539 ASMLD HOLDINGS NV	04/30/12	06/06/13	70,167	45,205	24,962
285 78377 ASMLD HOLDINGS NV	06/13/12	12/03/12	14,742	14,742	0
956.21623 ASMLD HOLDINGS NV	06/13/12	06/06/13	75,781	47,451	28,330
708 ASMLD HOLDINGS NV	12/06/12	06/06/13	56,109	44,209	11,901
1,701 ASMLD HOLDINGS NV	04/04/13	06/06/13	134,805	111,939	22,866
59 ASML HOLDINGS NV	03/14/13	07/15/13	5,159	4,221	937
13 ASML HOLDINGS NV	03/14/13	09/16/13	1,213	930	283
2,000 ASPEN TECHNOLOGY INC	03/04/13	03/18/13	63,800	61,406	2,393
1,275 ASPEN TECHNOLOGY INC	03/14/13	03/18/13	40,672	41,043	(371)
12,500 AT&T INC	04/26/12	07/10/13	443,664	405,625	38,038
400 AT&T INC	10/03/11	09/16/13	13,789	11,404	2,386
4 ATHENAHEALTH INC	07/09/13	09/16/13	453	345	108
1,075 ATWOOD OCEANICS INC	04/04/05	03/08/13	53,300	18,575	34,725
1,625 ATWOOD OCEANICS INC	04/04/05	03/18/13	82,850	28,079	54,772
375 ATWOOD OCEANICS INC	03/01/13	03/18/13	19,119	18,957	162
17 AUTOLIV INC	07/31/12	01/28/13	1,132	968	165
10 AUTOLIV INC	07/31/12	03/11/13	685	569	116
2,161 AUTOLIV INC	07/31/12	06/24/13	155,617	123,030	32,587
5,090 AUTOMATIC DATA PROCESSING	03/07/13	06/06/13	345,013	320,520	24,492
81 AVAGO TECHNOLOGIES LTD	02/11/13	06/18/13	3,139	2,870	268
28 AVAGO TECHNOLOGIES LTD	02/11/13	09/16/13	1,107	992	115
804 AVAGO TECHNOLOGIES LTD	02/11/13	10/22/13	37,418	28,490	8,929
25 BABCOCK & WILCOX CO	08/28/13	09/16/13	850	782	68
18 BAIDU	10/17/12	01/28/13	2,001	2,059	(58)
16 BAIDU	10/17/12	03/11/13	1,433	1,831	(398)
40 BAIDU	10/17/12	07/15/13	3,986	4,577	(591)
32 BALLY TECHNOLOGIES INC	03/18/13	06/28/13	1,808	1,635	174
241 BALLY TECHNOLOGIES INC	03/18/13	08/16/13	17,061	12,310	4,751
258 BALLY TECHNOLOGIES INC	03/18/13	10/31/13	19,407	13,178	6,229

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4,325 BANK NOVA SCOTIA	03/04/11	03/01/13	256,553	266,285	(9,732)
4,325 BANK NOVA SCOTIA	03/04/11	07/05/13	226,187	266,285	(40,098)
83 BANK NOVA SCOTIA	08/01/12	01/28/13	4,868	4,334	534
40 BANK NOVA SCOTIA	08/01/12	03/11/13	2,367	2,089	278
76 BANK NOVA SCOTIA	08/01/12	07/15/13	4,190	3,968	222
32 BANK NOVA SCOTIA	08/01/12	09/16/13	1,856	1,671	185
92 BASF SE	02/23/09	01/28/13	9,356	2,640	6,716
15 BASF SE	02/23/09	07/15/13	1,382	430	952
15 BASF SE	02/23/09	09/16/13	1,448	430	1,017
76 BASF SE	01/28/10	09/16/13	7,335	4,245	3,091
1,450 BASF SE	07/17/03	05/31/13	141,457	32,858	108,599
1,425 BASF SE	07/17/03	06/03/13	141,287	32,291	108,996
1,450 BASF SE	07/18/03	06/03/13	143,765	33,268	110,497
19 BAYER AG SPON ADR	06/03/13	07/15/13	2,094	2,028	66
44 BAYER AG SPON ADR	06/03/13	09/16/13	4,994	4,697	297
4,500 BCE INC	10/04/10	03/01/13	202,594	146,832	55,762
1,300 BECTON DICKINSON & CO	10/03/11	07/25/13	134,352	94,256	40,097
1,700 BECTON DICKINSON & CO	10/03/11	09/09/13	169,258	123,258	46,001
900 BECTON DICKINSON & CO	03/13/12	09/09/13	89,607	69,620	19,988
700 BECTON DICKINSON & CO	03/19/12	09/09/13	69,695	54,305	15,390
80 BED BATH & BEYOND INC	11/29/12	12/13/12	4,659	4,706	(47)
1,759 BED BATH & BEYOND INC	11/29/12	04/09/13	112,897	103,472	9,426
1,280 BERRY PETRO CO CL A	03/18/13	04/11/13	60,617	60,708	(91)
994 BERRY PETRO CO CL A	03/18/13	05/14/13	44,679	47,144	(2,465)
448 BG GROUP PLC	01/26/10	01/28/13	8,059	8,554	(495)
127 BG GROUP PLC	01/26/10	03/11/13	2,216	2,425	(209)
2,009 BG GROUP PLC	01/26/10	07/05/13	33,809	38,359	(4,550)
3,535 BG GROUP PLC	04/30/10	07/05/13	59,489	61,376	(1,886)
1,575 BG GROUP PLC	11/03/10	07/05/13	26,505	31,725	(5,219)
2,385 BG GROUP PLC	02/11/11	07/05/13	40,136	58,099	(17,962)
72 BHP BILLITON LTD	08/31/11	03/11/13	4,559	4,893	(334)
2,861 BHP BILLITON LTD	08/31/11	06/19/13	161,083	194,424	(33,341)
369 BHP BILLITON LTD	07/19/12	06/19/13	20,776	21,254	(478)
131 BHP BILLITON LTD	01/28/13	06/19/13	7,376	8,697	(1,322)
30 BILL BARRETT CORP	03/19/13	06/28/13	609	625	(16)
109 BIOGEN IDEC INC	11/02/11	11/29/12	16,378	12,369	4,009
201 BIOGEN IDEC INC	11/23/11	11/29/12	30,202	22,402	7,800
18 BIOGEN IDEC INC	11/23/11	12/14/12	2,738	2,006	732
35 BIOGEN IDEC INC	11/23/11	03/11/13	6,049	3,901	2,148
629 BIOGEN IDEC INC	11/23/11	06/06/13	134,730	70,105	64,625
980 BIOGEN IDEC INC	02/01/12	06/06/13	209,913	119,947	89,966
168 BIOMARIN PHARMACEUTICAL	06/06/13	09/16/13	12,276	9,724	2,552
41 BOEING CO	06/10/10	12/14/12	3,037	2,574	463
69 BOEING CO	06/10/10	02/06/13	5,691	4,332	1,359
10 BOEING CO	06/10/10	06/06/13	987	628	360
1,417 BOEING CO	07/22/10	06/06/13	139,910	93,729	46,181
1,465 BOEING CO	12/05/11	06/06/13	144,649	104,500	40,149
1,305 BOEING CO	01/09/13	06/06/13	128,851	100,098	28,753
14,000 BOISE INC	07/29/10	03/18/13	121,377	81,600	39,777
1,400 BOISE INC	07/18/11	03/18/13	12,138	10,524	1,614
28 BOK FINANCIAL CORP	12/13/11	12/13/12	1,534	1,530	3
28 BOK FINANCIAL CORP	12/13/11	06/18/13	1,775	1,530	245
7 BOK FINANCIAL CORP	12/13/11	09/16/13	449	383	67
29 BORG WARNER INC	08/11/10	12/14/12	1,927	1,311	617
336 BORG WARNER INC	08/11/10	02/05/13	24,875	15,186	9,689
787 BORG WARNER INC	10/28/11	02/05/13	58,263	59,028	(765)

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1,405 BORG WARNER INC	12/06/11	02/05/13	104,014	98,271	5,743
494 BRAMBLES LTD	05/01/12	01/28/13	8,255	7,414	840
442 BRAMBLES LTD	05/01/12	03/11/13	7,823	6,634	1,190
153 BRAMBLES LTD	05/01/12	07/15/13	2,598	2,296	302
279 BRAMBLES LTD	05/01/12	09/16/13	4,640	4,187	452
3,235 BRISTOL MYERS SQUIBB CO	08/28/12	01/09/13	108,426	106,157	2,269
155 BRISTOL MYERS SQUIBB CO	08/28/12	03/11/13	5,833	5,086	746
5,873 BRISTOL MYERS SQUIBB CO	08/28/12	06/06/13	272,126	192,723	79,403
3,094 BRISTOL MYERS SQUIBB CO	09/24/12	06/06/13	143,361	104,267	39,094
1,393 BRISTOL MYERS SQUIBB CO	05/08/13	06/06/13	64,545	55,177	9,368
620 BRISTOW GROUP INC	04/04/05	03/08/13	36,150	21,230	14,921
780 BRISTOW GROUP INC	04/04/05	03/18/13	47,466	26,708	20,758
1,000 BRISTOW GROUP INC	10/13/05	03/18/13	60,854	33,400	27,454
220 BRISTOW GROUP INC	03/01/13	03/18/13	13,388	12,505	883
578 BROADSOFT INC	03/18/13	03/19/13	14,928	15,838	(910)
21 BROADSOFT INC	03/18/13	06/28/13	580	575	5
0 825 BROOKFIELD PPTY LP	04/15/13	04/15/13	18	18	(0)
279 BROOKFIELD PPTY LP	04/15/13	04/16/13	6,133	6,090	43
650 BRITISH AMERICAN TOBACCO	01/28/05	06/07/13	71,187	22,572	48,614
18 BUNZL PLC SPON ADR	06/19/08	01/28/13	1,584	1,183	401
2 BUNZL PLC SPON ADR	06/20/08	01/28/13	176	132	44
115 BUNZL PLC SPON ADR	06/20/08	03/11/13	11,166	7,602	3,565
33 BUNZL PLC SPON ADR	06/20/08	07/15/13	3,439	2,181	1,258
61 BUNZL PLC SPON ADR	06/20/08	09/16/13	6,642	4,032	2,610
1,740 CACI INTERNATIONAL INC	01/31/12	03/18/13	95,575	102,728	(7,153)
1,179 CAIRN ENERGY PLC	08/01/12	01/28/13	10,835	10,894	(59)
12,927 CAIRN ENERGY PLC	08/01/12	03/27/13	106,861	119,443	(12,582)
113 CAIRN ENERGY PLC	03/11/13	03/27/13	934	981	(47)
1,792 CAMERON INTERNATIONAL	12/18/12	04/05/13	109,770	100,392	9,379
1,480 CAMERON INTERNATIONAL	01/31/13	04/05/13	90,659	93,213	(2,554)
1,930 CANADIAN PACIFIC RAILWAY LTD	03/25/11	02/12/13	226,762	121,921	104,841
385 CANON INC ADR	07/27/09	03/11/13	14,188	13,578	611
60 CANON INC ADR	07/27/09	09/16/13	1,943	2,116	(173)
4,000 CARDTRONICS INC	05/12/11	03/18/13	105,381	87,276	18,105
16 CARLISLE COMPANIES INC	12/13/11	12/13/12	920	697	223
49 CARLISLE COMPANIES INC	12/13/11	06/18/13	3,258	2,135	1,123
24 CARLISLE COMPANIES INC	12/13/11	09/16/13	1,675	1,046	629
196 CARMAX INC	06/22/12	12/13/12	6,890	5,013	1,877
780 CARMAX INC	06/22/12	01/03/13	29,558	19,951	9,607
2,378 CARMAX INC	06/22/12	05/03/13	109,979	60,825	49,154
139 CARMAX INC	09/14/12	05/03/13	6,429	4,485	1,944
447 CASELLA WASTE SYS INC	03/18/13	06/28/13	1,925	1,899	26
100 CATERPILLAR INC	10/03/11	09/16/13	8,802	7,196	1,606
48 CELGENE CORP	06/14/13	09/16/13	7,120	5,745	1,375
2,600 CENOVUS ENERGY INC	03/20/13	06/28/13	74,241	82,542	(8,301)
4,000 CENOVUS ENERGY INC	03/20/13	07/05/13	114,625	126,988	(12,363)
119 CENOVUS ENERGY INC	05/03/10	03/11/13	3,787	3,494	293
51 CENOVUS ENERGY INC	05/03/10	07/15/13	1,589	1,497	92
43 CENOVUS ENERGY INC	05/03/10	09/16/13	1,281	1,262	19
7,600 CENTURY ALUMINUM CO	08/17/09	03/18/13	62,661	81,689	(19,029)
800 CENTURY ALUMINUM CO	07/18/11	03/18/13	6,596	11,119	(4,523)
560 CERNER CORP	11/22/11	11/27/12	42,866	32,072	10,794
85 CERNER CORP	11/22/11	12/14/12	6,609	4,868	1,741
827 CERNER CORP	11/22/11	01/16/13	65,667	47,364	18,303
711 CERNER CORP	04/30/12	01/16/13	56,456	56,764	(308)
942 CERNER CORP	05/09/12	01/16/13	74,798	75,281	(483)
433 CERNER CORP	06/06/13	09/16/13	21,562	21,012	550

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25 CEVA INC	03/18/13	06/28/13	473	398	75
412 CEVA INC	03/18/13	08/05/13	7,362	6,562	799
1,700 CHART INDUSTRIES INC	07/03/07	03/18/13	135,359	51,850	83,509
165 CHART INDUSTRIES INC	03/01/13	03/18/13	13,138	12,697	441
214 CHECKPOINT SOFTWARE TECH LTD	08/11/12	01/28/13	10,622	10,775	(153)
24 CHECKPOINT SOFTWARE TECH LTD	08/11/12	07/15/13	1,283	1,208	75
197 CHECKPOINT SOFTWARE TECH LTD	08/11/12	09/16/13	11,610	9,919	1,690
109 CHEMTURA CORP	03/18/13	06/28/13	2,220	2,374	(153)
3,019 CHEMTURA CORP	03/18/13	07/10/13	65,346	65,740	(393)
50 CHEVRON CORP	11/03/04	10/21/13	5,973	2,664	3,309
450 CHEVRON CORP	11/09/04	10/21/13	53,756	23,949	29,807
400 CHEVRON CORP	11/09/04	10/24/13	48,187	21,288	26,899
200 CHEVRON CORP	01/17/12	06/18/13	24,318	21,276	3,042
646 CHILDRENS PL RETAIL	10/28/10	03/18/13	30,967	28,586	2,381
21 CHILDRENS PL RETAIL	10/28/10	06/28/13	1,152	929	223
267 CHILDRENS PL RETAIL	10/28/10	07/11/13	14,730	11,815	2,914
572 CHILDRENS PL RETAIL	10/28/10	08/20/13	30,322	25,312	5,010
290 CHINA MOBILE LTD	08/19/08	03/11/13	15,800	16,843	(1,043)
339 CHINA MOBILE LTD	08/19/08	07/15/13	17,801	19,689	(1,888)
30 CHINA MOBILE LTD	08/19/08	09/16/13	1,691	1,742	(52)
320 CHIPOTLE MEXICAN GRILL	01/17/13	03/13/13	102,655	91,035	11,620
144 CHIPOTLE MEXICAN GRILL	01/17/13	05/08/13	51,947	40,966	10,981
608 CHIPOTLE MEXICAN GRILL	01/17/13	06/06/13	214,140	172,967	41,173
391 CIELO SA	12/11/12	01/28/13	10,881	10,569	312
5 CIELO SA	05/13/13	03/11/13	153	135	18
04 CIELO SA	05/13/13	05/14/13	11		11
79 CIELO SA	05/13/13	07/15/13	1,983	1,780	203
47 CINEMARK HOLDINGS INC	03/18/13	06/28/13	1,313	1,310	3
1,808 CITRIX SYSTEM INC	07/27/10	11/12/12	107,645	86,455	21,189
1,204 CITRIX SYSTEM INC	10/25/10	11/12/12	71,684	73,500	(1,817)
45 CNOOC LTD ADR	06/18/12	03/11/13	8,664	9,067	(403)
9 CNOOC LTD ADR	06/18/12	07/15/13	1,574	1,813	(240)
4 CNOOC LTD ADR	06/18/12	09/16/13	833	806	27
85 COCA -COLA COMPANY	03/05/10	12/14/12	3,204	2,327	876
127 COCA -COLA COMPANY	05/19/11	12/14/12	4,787	4,336	451
255 COCA -COLA COMPANY	05/19/11	02/06/13	10,023	8,707	1,316
5,358 COCA -COLA COMPANY	05/19/11	06/06/13	216,077	182,950	33,127
5,594 COCA -COLA COMPANY	06/22/11	06/06/13	225,594	186,765	38,829
5,080 COCA -COLA COMPANY	06/26/12	06/06/13	204,866	190,964	13,902
300 COCA -COLA COMPANY	05/15/12	06/18/13	12,253	11,480	773
5,077 COGNIZANT TECHNOLOGY CL A	06/06/13	06/18/13	325,035	324,927	107
57 COGNIZANT TECHNOLOGY CL A	05/07/12	03/11/13	4,533	3,260	1,273
1,364 COGNIZANT TECHNOLOGY CL A	05/07/12	05/13/13	85,878	78,006	7,872
1,104 COGNIZANT TECHNOLOGY CL A	10/18/12	05/13/13	69,508	76,519	(7,011)
1 COGNIZANT TECHNOLOGY CL A	01/28/13	05/13/13	63	78	(15)
117 COHERENT INC	03/18/13	03/19/13	6,644	6,729	(85)
417 OUTERWALL INC	03/18/13	04/16/13	24,044	23,118	926
307 OUTERWALL INC	03/18/13	04/19/13	16,491	17,019	(528)
7 OUTERWALL INC	03/18/13	06/28/13	413	388	25
832 OUTERWALL INC	03/18/13	09/17/13	40,472	46,124	(5,653)
200 COMCAST CORP	03/01/13	09/16/13	8,932	7,975	958
1,000 COMMERCE BANCSHARES INC	12/19/11	12/13/12	35,192	31,715	3,477
253 COMPAGNIE FINANCIERE	08/14/13	09/16/13	2,520	2,575	(54)
4,000 CONMED CORPORATION	07/20/09	03/18/13	126,255	67,915	58,340
200 CONOCOPHILLIPS	10/03/11	09/16/13	13,919	9,628	4,290
2,375 COOPER INDUSTRIES LTD	07/17/03	12/03/12	188,494	47,298	141,196

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2,000	COOPER INDUSTRIES LTD	07/18/03	12/03/12	158,732	40,170	118,562
1,000	COOPER INDUSTRIES LTD	07/22/03	12/03/12	79,366	20,340	59,026
2,300	COOPER INDUSTRIES LTD	12/18/07	12/03/12	182,542	117,208	65,334
87	CORNERSTONE ONDEMAND INC	03/18/13	06/28/13	3,748	2,911	837
437	CORUS ENTMT INC	12/17/09	01/28/13	10,862	7,698	3,164
325	CORUS ENTMT INC	12/17/09	03/11/13	8,156	5,725	2,431
57	CORUS ENTMT INC	12/17/09	07/15/13	1,324	1,004	319
73	CORUS ENTMT INC	12/17/09	09/16/13	1,799	1,286	513
53	COSTCO WHOLESALE CORP	06/06/13	09/16/13	6,252	5,830	422
248	COSTCO WHOLESALE CORP	06/06/13	10/23/13	29,102	27,280	1,821
1,389	COVIDIEN PLC	02/01/10	11/12/12	77,161	69,657	7,504
2,524	COVIDIEN PLC	04/29/10	11/12/12	140,212	122,386	17,826
1,683	COVIDIEN PLC	07/31/12	11/12/12	93,493	95,060	(1,567)
236	CREDIT SUISSE GROUP	07/20/10	01/28/13	6,944	9,787	(2,843)
89	CREDIT SUISSE GROUP	07/20/10	07/15/13	2,508	3,604	(1,096)
398 50794	CREDIT SUISSE GROUP	07/20/10	08/06/13	11,923	16,137	(4,214)
1,753 38990	CREDIT SUISSE GROUP	03/01/11	08/06/13	52,458	77,429	(24,971)
1,974 61199	CREDIT SUISSE GROUP	08/24/11	08/06/13	59,077	52,763	6,314
0 90141	CREDIT SUISSE GROUP	03/11/13	05/22/13	27		27
105 49017	CREDIT SUISSE GROUP	05/20/13	08/06/13	3,156	2,820	336
799	CROWN CASTLE INTL CORP	04/25/12	11/26/12	53,217	44,702	8,515
56	CROWN CASTLE INTL CORP	04/25/12	12/14/12	3,995	3,133	862
977	CROWN CASTLE INTL CORP	04/25/12	01/18/13	72,405	54,661	17,745
2,014	CROWN CASTLE INTL CORP	04/25/12	04/26/13	157,429	112,678	44,751
1,455	CROWN CASTLE INTL CORP	04/25/12	06/06/13	101,481	81,404	20,077
2,537	CROWN CASTLE INTL CORP	06/08/12	06/06/13	176,946	141,565	35,382
1,084	CROWN CASTLE INTL CORP	02/22/13	06/06/13	75,605	75,812	(207)
224	CSL LTD - UNSPON ADR	07/06/11	01/28/13	6,214	3,912	2,302
562	CSL LTD - UNSPON ADR	07/06/11	03/11/13	17,355	9,814	7,541
3,325	CSL LTD - UNSPON ADR	07/06/11	03/15/13	105,877	58,064	47,813
1,157	CSL LTD - UNSPON ADR	07/06/11	05/09/13	35,522	20,205	15,317
1,467	CSL LTD - UNSPON ADR	07/06/11	06/19/13	39,516	25,618	13,898
3,066	CSL LTD - UNSPON ADR	08/16/11	06/19/13	82,588	47,860	34,728
200	CULLEN FROST BANKERS INC	10/03/11	06/08/13	12,866	9,170	3,695
5,583	CVS CAREMARK CORP	05/15/13	06/06/13	318,871	333,112	(14,241)
300	CVS CAREMARK CORP	01/16/13	09/16/13	18,301	15,538	2,762
191	CYPRESS SEMICONDUCTOR CORP	03/18/13	06/28/13	2,040	2,104	(64)
5,777	CYPRESS SEMICONDUCTOR CORP	03/18/13	09/30/13	53,338	63,625	(10,287)
416	CYPRESS SEMICONDUCTOR CORP	08/20/13	09/30/13	3,841	4,973	(1,132)
	CYPRESS SEMICONDUCTOR CORP	08/20/13	10/17/13	681		681
199	DAIHATSU MOTOR CO LTD	04/30/13	07/15/13	8,065	7,984	82
65	DAIHATSU MOTOR CO LTD	04/30/13	09/16/13	2,581	2,608	(27)
61	DANAHER CORP	05/17/11	12/14/12	3,335	3,264	71
105	DANAHER CORP	05/17/11	03/11/13	6,536	5,619	917
3,425	DANAHER CORP	05/17/11	06/06/13	206,186	183,277	22,909
1,843	DANAHER CORP	05/09/12	06/06/13	110,949	99,638	11,312
3,800	DANAHER CORP	11/13/12	07/25/13	255,502	199,275	56,227
6,000	DARDEN RESTAURANTS	01/17/12	12/10/12	280,329	272,977	7,352
1,000	DARDEN RESTAURANTS	03/13/12	12/10/12	46,721	52,120	(5,398)
1,200	DARDEN RESTAURANTS	03/19/12	12/10/12	56,066	62,503	(6,438)
600	DELUXE CORP	11/06/08	02/07/13	22,375	7,088	15,286
475	DELUXE CORP	11/06/08	03/01/13	18,715	5,612	13,103
3,725	DELUXE CORP	11/06/08	03/18/13	148,922	44,007	104,915
233	DENBURY RESOURCES INC	12/13/11	06/18/13	4,258	3,703	555
2,215	DEUTSCHE BOERSE AG	02/17/12	01/28/13	14,532	14,948	(416)
84	DEUTSCHE BOERSE AG	02/17/12	07/15/13	571	567	4

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784 DEUTSCHE BOERSE AG	02/17/12	09/16/13	5,685	5,291	394
227 DEUTSCHE TELEKOM AG	04/13/11	01/28/13	2,717	3,665	(948)
7,957 DEUTSCHE TELEKOM AG	04/13/11	02/19/13	87,885	128,475	(40,590)
9,232 DEUTSCHE TELEKOM AG	04/28/11	02/19/13	101,967	153,030	(51,063)
1,132 DEXCOM INC	03/18/13	06/17/13	25,455	18,428	7,027
46 DEXCOM INC	03/18/13	06/28/13	1,036	749	288
530 DEXCOM INC	03/18/13	08/08/13	14,294	8,628	5,666
629 DEXCOM INC	03/18/13	08/23/13	17,039	10,239	6,799
4,850 DIAMOND FOODS INC	05/04/12	12/03/12	70,081	99,235	(29,153)
1,525 DINEEQUITY INC	12/13/12	03/18/13	107,023	93,742	13,281
57 DISCOVERY COMMUNICATIONS	06/28/12	03/11/13	4,444	3,003	1,442
3,622 DISCOVERY COMMUNICATIONS	06/28/12	06/06/13	274,172	190,798	83,374
5,000 DFC GLOBAL CORP	12/02/09	03/18/13	86,321	81,445	4,877
100 DOVER CORP	06/03/13	09/16/13	9,039	7,872	1,167
56 DRIL-QUIP	08/29/13	09/16/13	6,342	5,804	538
1,600 DRIL-QUIP	07/12/06	03/18/13	133,645	69,910	63,735
235 DRIL-QUIP	03/01/13	03/18/13	19,629	18,862	768
463 DST SYSTEMS INC	12/13/11	12/10/12	28,474	21,647	6,827
32 DST SYSTEMS INC	12/13/11	12/13/12	1,976	1,496	480
27 DST SYSTEMS INC	12/13/11	06/18/13	1,829	1,262	567
33 DST SYSTEMS INC	12/13/11	09/16/13	2,476	1,543	933
2,000 EI DUPONT	06/11/10	07/24/13	113,559	74,513	39,046
13,300 EARTHLINK INC	05/27/11	03/18/13	73,245	102,785	(29,540)
9,680 EATON CORP	10/14/11	12/03/12	502,446	416,337	86,109
78 EATON CORP PLC	02/05/13	03/11/13	4,946	4,547	399
1,554 EATON CORP PLC	02/05/13	05/14/13	100,093	90,589	9,504
3,593 EATON CORP PLC	02/05/13	06/06/13	230,340	209,450	20,890
1,919 EATON CORP PLC	02/26/13	06/06/13	123,023	113,774	9,249
1,720 EATON CORP PLC	04/01/13	06/06/13	110,266	105,703	4,563
0 51325 EATON CORP PLC	12/03/12	12/03/12	26	27	(0)
30 EATON VANCE CORP	11/01/12	12/13/12	933	867	66
1,267 EATON VANCE CORP	11/01/12	02/15/13	51,477	36,626	14,851
27 EATON VANCE CORP	11/01/12	06/18/13	1,086	781	305
64 EATON VANCE CORP	11/01/12	09/16/13	2,573	1,850	723
187 ECOPETROL SA SPON ADR	06/22/12	01/28/13	11,752	10,505	1,248
3,250 ECOPETROL SA SPON ADR	06/22/12	03/19/13	176,192	182,566	(6,374)
8 ECOPETROL SA SPON ADR	03/11/13	03/19/13	434	454	(20)
41 EDWARDS LIFESCIENCES	12/07/12	12/14/12	3,739	3,747	(9)
73 EDWARDS LIFESCIENCES	12/07/12	03/11/13	6,434	6,672	(238)
2,055 EDWARDS LIFESCIENCES	12/07/12	06/06/13	137,002	187,828	(50,826)
3,348 EDWARDS LIFESCIENCES	02/19/13	06/06/13	223,204	289,436	(66,233)
90 EINSTEIN NOAH RESTAURANT GROUP	03/18/13	06/28/13	1,274	1,302	(27)
522 EINSTEIN NOAH RESTAURANT GROUP	03/18/13	10/23/13	9,473	7,550	1,923
151 EMC CORP MASS	06/03/09	12/14/12	3,726	1,923	1,803
2,454 EMC CORP MASS	06/03/09	03/07/13	58,747	31,253	27,495
2,177 EMC CORP MASS	06/03/09	04/30/13	48,969	27,725	21,244
618 EMC CORP MASS	06/03/09	06/06/13	15,004	7,871	7,133
3,631 EMC CORP MASS	10/30/09	06/06/13	88,154	60,668	27,487
3,552 EMC CORP MASS	08/02/12	06/06/13	86,236	92,550	(6,314)
1,766 EMC CORP MASS	08/09/12	06/06/13	42,875	47,638	(4,763)
2,000 EMERSON ELECTRIC	10/21/09	08/09/13	123,369	80,153	43,216
3,000 EMERSON ELECTRIC	10/03/11	11/13/12	151,187	122,523	28,664
4,900 EMERSON ELECTRIC	10/03/11	06/03/13	282,116	200,121	81,995
1,500 EMERSON ELECTRIC	03/13/12	06/03/13	86,362	76,958	9,404
1,400 EMERSON ELECTRIC	03/19/12	06/03/13	80,604	73,158	7,446
4 ENBRIDGE INC	03/15/13	07/15/13	176	183	(7)

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51 ENBRIDGE INC	03/15/13	09/16/13	2,110	2,335	(225)
165 ENDOLOGIX INC	03/18/13	06/28/13	2,230	2,543	(314)
2,400 ENPRO INDUSTRIES INC	09/28/10	03/18/13	116,215	75,427	40,788
7,800 ENSCO PLC	07/02/12	08/20/13	433,842	363,915	69,927
5,000 ENSIGN ENERGY SERVICES INC	07/17/03	06/03/13	82,095	34,103	47,992
5,000 ENSIGN ENERGY SERVICES INC	07/17/03	06/04/13	80,849	34,103	46,745
3,375 ENSIGN ENERGY SERVICES INC	07/17/03	06/05/13	54,081	23,020	31,061
1,325 ENSIGN ENERGY SERVICES INC	07/17/03	06/07/13	21,212	9,037	12,174
2,900 ENSIGN ENERGY SERVICES INC	07/18/03	06/07/13	46,425	19,887	26,538
2,850 ENSIGN ENERGY SERVICES INC	07/18/03	09/17/13	49,106	19,544	29,561
38 ENTERGY CORP	06/19/12	12/13/12	2,410	2,560	(150)
36 ENTERGY CORP	06/19/12	06/18/13	2,494	2,425	69
79 ENTERGY CORP	06/19/12	09/16/13	5,066	5,321	(255)
24,500 ENTROPIC COMMUNICATIONS	05/17/12	03/18/13	105,818	93,125	12,694
3 EOG RESOURCES	11/16/12	12/14/12	358	351	7
1,307 EOG RESOURCES	11/16/12	02/22/13	163,146	152,740	10,406
69 EQUINIX INC	04/26/13	09/16/13	12,046	14,412	(2,366)
10 ERICSSON TEL - SP ADR	03/16/11	01/28/13	108	117	(9)
303 ERICSSON TEL - SP ADR	03/16/11	03/11/13	3,892	3,543	348
149 ERICSSON TEL - SP ADR	03/16/11	07/15/13	1,815	1,742	72
317 ERICSSON TEL - SP ADR	03/16/11	09/16/13	4,407	3,707	700
100 ESSEX PROPERTY TRUST	04/26/13	09/16/13	15,266	15,270	(4)
539 EVERCORE PARTNERS INC CL A	03/18/13	04/12/13	20,644	23,505	(2,861)
18 EVERCORE PARTNERS INC CL A	03/18/13	06/28/13	705	785	(80)
203 EVERCORE PARTNERS INC CL A	03/18/13	07/02/13	7,692	8,853	(1,161)
3,128 EXACTTARGET INC	03/18/13	06/26/13	105,303	71,593	33,709
644 EXACTTARGET INC	05/30/13	06/26/13	21,680	14,783	6,897
382 EXELIS INC	01/17/12	06/18/13	5,037	3,723	1,313
49 EXPEDITORS INTL	05/08/13	09/16/13	2,189	1,897	292
4,262 EXPERIAN PLC ADR	06/19/08	11/09/12	70,817	33,627	37,189
526 EXPERIAN PLC ADR	06/20/08	11/09/12	8,740	3,998	4,742
1,079 EXPERIAN PLC ADR	06/20/08	03/11/13	18,720	8,200	10,520
1,499 EXPERIAN PLC ADR	06/20/08	03/20/13	26,308	11,392	14,916
2,475 EXPERIAN PLC ADR	06/20/08	03/21/13	42,773	18,810	23,963
340 EXPERIAN PLC ADR	06/20/08	07/15/13	6,123	2,584	3,539
194 EXPERIAN PLC ADR	06/20/08	09/16/13	3,709	1,474	2,235
73 EXPRESS SCRIPTS INC	06/11/10	12/14/12	4,011	3,845	166
2,075 EXPRESS SCRIPTS INC	06/11/10	02/11/13	114,140	109,279	4,861
22 EXPRESS SCRIPTS INC	05/17/11	02/11/13	1,210	1,311	(101)
150 EXPRESS SCRIPTS INC	05/17/11	03/11/13	8,876	8,941	(65)
1,956 EXPRESS SCRIPTS INC	05/17/11	05/14/13	120,627	116,591	4,036
2,796 EXPRESS SCRIPTS INC	11/06/12	05/14/13	172,430	155,500	16,930
200 EXXON MOBIL CORPORATION	10/03/11	06/18/13	18,386	14,334	4,053
1,100 EXXON MOBIL CORPORATION	10/03/11	08/01/13	101,093	78,835	22,258
100 EXXON MOBIL CORPORATION	10/03/11	09/16/13	8,890	7,167	1,723
10 FACEBOOK INC	05/18/12	12/14/12	274	404	(131)
2,389 FACEBOOK INC	05/18/12	06/06/13	54,862	96,624	(41,762)
2,014 FACEBOOK INC	11/19/12	06/06/13	46,250	47,344	(1,094)
69 FAMILY DOLLAR STORES INC	10/17/11	12/14/12	4,557	3,817	739
94 FAMILY DOLLAR STORES INC	10/17/11	03/11/13	5,465	5,200	264
2,827 FAMILY DOLLAR STORES INC	10/17/11	06/06/13	168,512	156,400	12,112
1,545 FAMILY DOLLAR STORES INC	12/06/11	06/06/13	92,095	91,258	837
1,425 FAMILY DOLLAR STORES INC	05/09/12	06/06/13	84,942	97,864	(12,923)
75 FANUC CORP	02/14/12	03/11/13	1,873	2,147	(273)
850 FANUC CORP	02/14/12	07/15/13	21,658	24,332	(2,674)
227 FANUC CORP	02/14/12	09/16/13	6,390	6,498	(108)

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1,141 FASTENAL CO	06/06/13	07/10/13	52,629	54,784	(2,155)
238 FASTENAL CO	06/06/13	09/16/13	12,020	11,427	593
170 FASTENAL CO	06/06/13	10/23/13	8,340	8,162	178
23 FEDEX CORPORATION	01/13/12	12/14/12	2,084	2,052	32
2,046 FEDEX CORPORATION	01/13/12	06/06/13	197,898	182,559	15,339
1,580 FEDEX CORPORATION	03/27/13	06/06/13	152,824	154,254	(1,430)
74 FIFTH THIRD BANCORP	06/14/12	12/13/12	1,072	963	110
193 FIFTH THIRD BANCORP	06/14/12	06/18/13	3,556	2,511	1,045
112 FIFTH THIRD BANCORP	06/14/12	09/16/13	2,081	1,457	624
758 FINANCIAL ENGINES INC	03/18/13	06/17/13	34,963	26,437	8,526
19 FINANCIAL ENGINES INC	03/18/13	06/28/13	876	663	214
78 FINANCIAL ENGINES INC	03/18/13	07/17/13	3,684	2,720	963
1,278 FIRST CASH FINANCIAL SVC	01/29/10	03/18/13	68,731	28,916	39,814
277 FIRST CASH FINANCIAL SVC	01/29/10	04/16/13	14,659	6,267	8,391
226 FIRST CASH FINANCIAL SVC	01/29/10	04/23/13	11,874	5,114	6,761
8 FIRST CASH FINANCIAL SVC	01/29/10	06/28/13	396	181	215
911 FIRST CASH FINANCIAL SVC	01/29/10	10/21/13	54,590	20,613	33,977
1,276 FRESENIUS MED CRE AG ADR	06/18/08	12/13/12	44,529	34,698	9,831
2,667 FRESENIUS MED CRE AG ADR	06/19/08	12/13/12	93,072	72,257	20,815
833 FRESENIUS MED CRE AG ADR	06/19/08	12/20/12	28,685	22,568	6,116
415 FRESENIUS MED CRE AG ADR	06/20/08	12/20/12	14,291	11,214	3,077
154 FRESENIUS MED CRE AG ADR	06/20/08	01/28/13	5,334	4,161	1,173
2,360 FRESENIUS MED CRE AG ADR	06/20/08	02/07/13	82,271	63,770	18,500
59 FRESENIUS MED CRE AG ADR	06/20/08	03/11/13	1,988	1,594	394
612 FRESENIUS MED CRE AG ADR	06/20/08	06/13/13	21,418	16,537	4,881
1,926 FRESENIUS MED CRE AG ADR	02/14/11	06/13/13	67,403	60,486	6,917
2,900 FTI CONSULTING INC	07/08/10	03/18/13	102,707	94,825	7,882
440 FULTON FINANCIAL CORP	12/13/11	06/18/13	5,012	4,144	867
26 FULTON FINANCIAL CORP	12/13/11	09/16/13	309	245	64
3,000 GENERAL ELECTRIC CO.	02/05/02	09/19/13	73,469	107,130	(33,661)
2,000 GENERAL ELECTRIC CO.	02/06/02	09/19/13	48,979	73,100	(24,121)
492 GENERAL ELECTRIC CO	02/18/03	09/19/13	12,049	11,316	733
8 GENERAL ELECTRIC CO	11/02/12	12/14/12	174	171	2
232 GENERAL ELECTRIC CO.	11/02/12	03/11/13	5,473	4,973	500
13,557 GENERAL ELECTRIC CO.	11/02/12	06/06/13	313,959	290,609	23,349
500 GENERAL MILLS INC	12/02/11	12/13/12	20,677	19,964	712
4,500 GENERAL MILLS INC	12/02/11	01/16/13	184,061	179,680	4,381
1,200 GENERAL MILLS INC	03/13/12	01/16/13	49,083	46,050	3,033
800 GENERAL MILLS INC	03/19/12	01/16/13	32,722	30,950	1,772
2,400 GENERAL MILLS INC	03/29/12	01/16/13	98,166	93,599	4,567
486 GENESE & WYOMING INC	03/18/13	09/25/13	45,559	45,259	300
28 GILEAD SCIENCES INC	11/12/12	12/14/12	2,076	2,036	40
97 GILEAD SCIENCES INC	01/28/13	03/11/13	4,410	3,527	883
2,501 GILEAD SCIENCES INC	01/28/13	06/06/13	124,478	90,937	33,540
2,486 GILEAD SCIENCES INC	11/13/12	06/06/13	123,731	92,814	30,918
641 GIVAUDAN ADR	06/25/09	01/28/13	14,179	8,441	5,737
80 GIVAUDAN ADR	06/25/09	03/11/13	1,978	1,054	924
491 GIVAUDAN ADR	06/25/09	09/16/13	13,797	6,466	7,331
10,500 GLAXOSMITHKLINE PLC ADR	10/03/11	11/13/12	450,990	429,660	21,330
1,100 GLAXOSMITHKLINE PLC ADR	03/13/12	11/13/12	47,247	49,837	(2,590)
1,500 GLAXOSMITHKLINE PLC ADR	03/19/12	11/13/12	64,427	68,409	(3,982)
3,200 GLOBAL GEOPHYSICAL SERVICES	03/17/11	03/04/13	7,722	44,773	(37,052)
6,800 GLOBAL GEOPHYSICAL SERVICES	03/29/11	03/04/13	16,409	94,211	(77,803)
3,506 GOLDCORP INC	05/16/11	12/19/12	127,379	169,735	(42,356)
2,566 GOLDCORP INC	08/05/11	12/19/12	93,227	118,498	(25,271)
1,461 GOLDCORP INC	09/18/12	12/19/12	53,081	67,950	(14,869)

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33 GOLDMAN SACHS GROUP	01/18/13	03/11/13	5,074	4,729	344
337 GOLDMAN SACHS GROUP	01/18/13	04/30/13	49,164	48,296	868
1,779 GOLDMAN SACHS GROUP	01/18/13	05/03/13	260,928	254,952	5,977
11 GOOGLE INC CL A	02/24/11	12/14/12	7,744	6,733	1,011
5 GOOGLE INC CL A	02/24/11	03/11/13	4,180	3,060	1,120
20 GOOGLE INC CL A	04/01/11	03/11/13	16,720	11,841	4,879
35 GOOGLE INC CL A	04/01/11	04/18/13	26,844	20,721	6,123
18 GOOGLE INC CL A	04/01/11	09/16/13	15,991	10,657	5,334
92 GREAT PLAINS ENERGY INC	12/13/11	12/13/12	1,858	1,947	(89)
103 GREAT PLAINS ENERGY INC	12/13/11	06/18/13	2,378	2,180	197
47 GREAT PLAINS ENERGY INC	12/13/11	09/16/13	1,027	995	32
155 GREIF INC CL A	12/13/11	12/13/12	6,898	6,859	39
495 GREIF INC CL A	12/13/11	03/15/13	25,938	21,905	4,033
554 GREIF INC CL A	12/13/11	07/15/13	29,492	24,516	4,976
12 GREIF INC CL A	12/13/11	09/16/13	609	531	78
127 GRUPO FINANCIERO BANORT	03/15/13	07/15/13	3,625	5,064	(1,439)
49 GRUPO FINANCIERO BANORT	03/15/13	09/16/13	1,593	1,954	(361)
2,500 GULFMARK OFFSHORE INC	05/29/12	06/10/13	116,215	92,028	24,188
2,500 GULFMARK OFFSHORE INC	05/29/12	06/11/13	116,867	92,028	24,839
2,700 GULFMARK OFFSHORE INC	12/28/05	03/18/13	103,097	82,761	20,336
350 GULFMARK OFFSHORE INC	03/01/13	03/18/13	13,364	12,376	988
101 HAIN CELESTIAL GROUP	03/18/13	08/20/13	7,447	5,800	1,647
228 HAIN CELESTIAL GROUP	03/18/13	08/22/13	18,448	13,092	5,356
4,000 HAWAIIAN ELEC INDS	03/17/10	03/18/13	109,724	90,800	18,925
2,408 HEALTH MANAGEMENT ASSOC	03/18/13	05/29/13	29,437	29,523	(86)
36 HEALTH MANAGEMENT ASSOC	03/18/13	06/28/13	567	441	126
4,287 HEALTH MANAGEMENT ASSOC	03/18/13	09/26/13	54,455	52,560	1,895
7,000 HEALTHWAYS INC	11/04/10	03/18/13	87,664	76,563	11,101
67 HENKEL AG	07/16/13	09/16/13	6,701	6,384	317
1,658 HEXCEL CORP	04/16/09	03/18/13	49,225	13,882	35,343
533 HEXCEL CORP	04/16/09	06/18/13	18,863	4,463	14,400
21 HEXCEL CORP	04/16/09	06/28/13	721	176	546
2,925 HORNBECK OFFSHORE	01/13/12	03/18/13	127,241	96,868	30,374
69 HUB GROUP INC CL A	03/18/13	06/28/13	2,514	2,792	(277)
55 HURON CONSULTING GROUP INC	03/18/13	06/28/13	2,459	2,132	326
563 ICAP PLC	03/06/12	01/28/13	5,915	6,983	(1,068)
10,935 ICAP PLC	03/06/12	06/25/13	128,169	135,636	(7,466)
7 ICAP PLC	03/06/12	07/15/13	81	87	(5)
179 ICAP PLC	03/06/12	09/16/13	2,338	2,220	118
205 ICICI BANK LTD	03/08/13	09/16/13	6,560	9,192	(2,632)
53 ILLUMINA INC	04/29/11	12/14/12	2,732	3,785	(1,054)
416 ILLUMINA INC	04/29/11	02/13/13	21,011	29,710	(8,699)
1,343 ILLUMINA INC	07/28/11	02/13/13	67,832	80,830	(12,998)
166 ILLUMINA INC	07/28/11	03/11/13	8,921	9,991	(1,070)
139 ILLUMINA INC	07/28/11	05/09/13	9,356	8,366	990
511 ILLUMINA INC	04/18/12	05/09/13	34,396	21,599	12,796
3,293 ILLUMINA INC	04/18/12	06/06/13	226,974	139,192	87,782
534 IND & COMM BK OF UNS	12/10/12	03/11/13	7,631	7,398	232
419 IND & COMM BK OF UNS	12/10/12	07/15/13	5,288	5,805	(517)
308 IND & COMM BK OF UNS	12/10/12	09/16/13	4,407	4,267	140
3,972 IND & COMM BK OF UNS	12/10/12	10/23/13	55,126	55,030	95
21 INFOBLOX INC	05/08/13	06/28/13	618	463	156
357 INFOBLOX INC	05/08/13	09/06/13	14,521	7,865	6,657
1,148 INFORMA PLC	11/02/11	03/11/13	17,852	13,297	4,555
1,582 INFORMA PLC	11/02/11	03/20/13	24,220	18,324	5,897
3,485 INFORMA PLC	11/02/11	03/21/13	53,237	40,365	12,872

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8,744 INFORMA PLC	11/02/11	04/29/13	129,010	101,277	27,732
2,816 INFORMA PLC	11/02/11	04/30/13	41,509	32,616	8,892
136 INFORMA PLC	01/28/13	04/30/13	2,005	2,054	(49)
352 INFORMATICA CORP	03/18/13	05/07/13	12,417	13,085	(667)
20 INFORMATICA CORP	03/18/13	06/28/13	698	743	(46)
514 INFORMATICA CORP	03/18/13	10/23/13	19,409	19,107	302
1,233 INSULET CORP	03/18/13	05/08/13	35,668	29,515	6,153
13,500 INTEL CORP	09/25/12	10/02/13	307,525	308,537	(1,012)
400 INTL BUSINESS MACHINES	01/02/09	03/20/13	85,922	34,275	51,647
300 INTL BUSINESS MACHINES	01/02/09	10/16/13	55,783	25,706	30,077
1,000 INTL BUSINESS MACHINES	01/02/09	10/17/13	174,684	85,686	88,998
200 INTL BUSINESS MACHINES	01/02/09	10/21/13	34,774	17,137	17,637
1,500 INTL BUSINESS MACHINES	08/25/09	10/21/13	260,807	178,663	82,144
16 INTL BUSINESS MACHINES	09/05/12	12/14/12	3,073	3,128	(56)
26 INTL BUSINESS MACHINES	09/05/12	03/11/13	5,449	5,084	366
1,258 INTL BUSINESS MACHINES	09/05/12	06/06/13	255,354	245,966	9,388
458 INTL BUSINESS MACHINES	09/21/12	06/06/13	92,967	94,721	(1,754)
236 INTL BUSINESS MACHINES	03/07/13	06/06/13	47,904	49,343	(1,439)
100 INTL BUSINESS MACHINES	10/20/09	06/18/13	20,559	12,207	8,353
89 INTL FLAVORS & FRAGRANCES	12/13/11	12/13/12	5,813	4,712	1,102
768 INTL FLAVORS & FRAGRANCES	12/13/11	05/15/13	62,669	40,657	22,012
10 INTL FLAVORS & FRAGRANCES	12/13/11	06/18/13	798	529	269
23 INTL FLAVORS & FRAGRANCES	12/13/11	09/16/13	1,908	1,218	690
4,150 INTL RECTIFIER CORP	05/11/09	03/18/13	85,040	55,793	29,247
250 INTL RECTIFIER CORP	07/18/11	03/18/13	5,123	6,459	(1,336)
383 INTREPID POTASH INC	12/31/08	03/18/13	7,186	7,895	(709)
3,317 INTREPID POTASH INC	12/31/08	07/30/13	45,615	68,377	(22,762)
355 INTUITIVE SURGICAL INC	06/06/13	07/09/13	148,324	178,234	(29,910)
92 INTUITIVE SURGICAL INC	06/06/13	07/12/13	39,044	46,190	(7,146)
489 INTUITIVE SURGICAL INC	06/06/13	07/15/13	208,418	245,511	(37,093)
35 IVENSENSE INC	05/22/13	06/28/13	534	429	106
3,728 IVENSENSE INC	05/22/13	10/23/13	72,291	45,653	26,638
150 IVENSENSE INC	08/20/13	10/23/13	2,909	2,565	344
5,400 INVESCO PLC	01/30/12	04/26/13	158,448	122,541	35,906
1,600 INVESCO PLC	03/13/12	04/26/13	46,947	40,441	6,506
1,600 INVESCO PLC	03/19/12	04/26/13	46,947	41,994	4,954
9,100 INVESCO PLC	05/09/12	04/26/13	267,014	212,265	54,749
41 JARDINE MATHESON HLDGS	01/25/13	01/28/13	2,690	2,687	2
13 JARDINE MATHESON HLDGS	01/25/13	03/11/13	870	852	18
191 JARDINE MATHESON HLDGS	01/25/13	09/16/13	10,533	12,519	(1,986)
1,405 JOHNSON & JOHNSON	04/04/00	10/31/13	127,937	53,170	74,767
3,592 JOHNSON & JOHNSON	10/18/12	06/06/13	300,296	259,252	41,045
2,723 JOHNSON & JOHNSON	10/30/12	06/06/13	227,647	202,315	25,332
400 JOHNSON & JOHNSON	10/03/11	04/15/13	32,985	25,327	7,658
1,300 JOHNSON & JOHNSON	10/03/11	07/23/13	119,994	82,313	37,681
200 JOHNSON & JOHNSON	10/03/11	09/16/13	17,858	12,664	5,195
28 JONES LANG LASALLE INC	09/12/13	09/16/13	2,448	2,455	(7)
103 JONES LANG LASALLE INC	03/18/13	04/16/13	9,726	10,072	(346)
513 JONES LANG LASALLE INC	03/18/13	09/25/13	44,798	50,165	(5,367)
60 JOY GLOBAL INC	01/24/12	12/14/12	3,700	5,224	(1,524)
1,212 JOY GLOBAL INC	01/24/12	03/07/13	75,244	105,522	(30,278)
741 JOY GLOBAL INC	01/24/12	03/11/13	45,824	64,515	(18,691)
517 JOY GLOBAL INC	02/03/12	03/11/13	31,971	49,086	(17,115)
714 JOY GLOBAL INC	02/03/12	05/08/13	43,856	67,790	(23,934)
639 JOY GLOBAL INC	03/01/12	05/08/13	39,250	56,752	(17,502)
1,647 JOY GLOBAL INC	05/18/12	05/08/13	101,165	100,682	482

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124	JULIUS BAER GROUP LTD	08/08/13	09/16/13	1,171	1,159	12
1,265	JUPITER TELECOM	06/23/09	01/28/13	15,057	10,265	4,792
1,115	JUPITER TELECOM	06/23/09	03/11/13	14,272	9,048	5,224
12,953 33	JUPITER TELECOM	06/23/09	04/03/13	169,072	105,109	63,963
10,933 33	JUPITER TELECOM	07/02/09	04/03/13	142,706	84,116	58,591
6,353.33	JUPITER TELECOM	12/24/09	04/03/13	82,926	66,078	16,848
4,580	JUPITER TELECOM	03/01/11	04/03/13	59,780	49,237	10,543
1,860	JUPITER TELECOM	09/29/11	04/03/13	24,277	20,303	3,975
6,300	JUPITER TELECOM	08/20/12	04/03/13	82,230	62,332	19,898
5,500	KBW INC	02/28/11	02/19/13	140,368	140,368	0
2,200	KINDER MORGAN INC	11/11/11	10/31/13	77,788	61,631	16,157
700	KINDER MORGAN INC	12/01/11	10/31/13	24,751	20,973	3,777
98	KINDER MORGAN INC	08/08/12	12/14/12	3,316	3,570	(254)
243	KINDER MORGAN INC	08/08/12	03/11/13	9,087	8,853	234
7,757	KINDER MORGAN INC	08/08/12	06/06/13	292,918	282,603	10,315
4,423	KINDER MORGAN INC	02/07/13	06/06/13	167,020	165,575	1,445
2,492	KINDER MORGAN INC	04/02/13	06/06/13	94,102	97,438	(3,336)
5	KLA-TENCOR CORP	03/21/13	06/18/13	282	257	25
30	KLA-TENCOR CORP	03/21/13	09/16/13	1,829	1,543	286
7,200	KNIGHT CAPITAL GROUP INC	02/11/10	03/18/13	26,788	112,888	(86,100)
400	KNIGHT CAPITAL GROUP INC	02/15/11	03/18/13	1,488	5,776	(4,288)
136	KNIGHT TRANSPORTATION INC	03/18/13	06/28/13	2,289	2,236	53
4,224	KNIGHT TRANSPORTATION INC	03/18/13	09/26/13	70,378	69,440	938
61	KOHL'S CORP	12/13/11	12/13/12	2,668	3,091	(422)
1,839	KOHL'S CORP	12/13/11	01/10/13	77,513	93,172	(15,659)
307	KOHL'S CORP	09/14/12	01/10/13	12,940	16,420	(3,481)
1,597	KONINKLIJKE AHOLD ADR	11/11/08	01/28/13	23,348	17,505	5,843
496	KONINKLIJKE AHOLD ADR	11/11/08	03/11/13	7,311	5,437	1,875
356	KONINKLIJKE AHOLD ADR	11/11/08	09/16/13	6,134	3,902	2,232
1,115 55292	KRAFT FOODS GROUP	04/27/12	06/06/13	59,672	46,204	13,469
1,475 51621	KRAFT FOODS GROUP	05/01/12	06/06/13	78,927	61,957	16,970
677.93087	KRAFT FOODS GROUP	06/20/12	06/06/13	36,263	27,812	8,451
2,135	KRAFT FOODS GROUP	10/10/12	06/06/13	114,204	100,547	13,657
989	KRAFT FOODS GROUP	05/08/13	06/06/13	52,903	54,362	(1,459)
2,037	KRATON PERFORMANCE POLYMERS INC	03/18/13	04/10/13	42,796	52,807	(10,011)
814	KRISPY KREME DOUGHNUTS	05/30/13	08/29/13	18,879	11,383	7,496
136	KROGER COMPANY	12/13/11	12/13/12	3,594	3,265	328
1,273	KROGER COMPANY	12/13/11	03/13/13	39,874	30,564	9,310
1,110	KROGER COMPANY	12/13/11	07/26/13	43,890	26,650	17,240
72	KROGER COMPANY	12/13/11	09/16/13	2,874	1,729	1,146
65	LENDER PROCESSING SERVICES INC	12/13/11	06/18/13	2,096	1,184	912
81	LENDER PROCESSING SERVICES INC	12/13/11	09/16/13	2,625	1,476	1,150
2,972	LENDER PROCESSING SERVICES INC	12/13/11	10/30/13	101,923	54,141	47,782
4,975	LENDER PROCESSING SERVICES INC	06/28/11	03/18/13	121,529	101,385	20,143
653	LIFE TECHNOLOGIES CORP	05/14/12	01/30/13	42,163	28,397	13,766
1,997	LIFE TECHNOLOGIES CORP	05/14/12	04/15/13	146,137	86,845	59,293
8	LIFE TECHNOLOGIES CORP	12/13/12	04/15/13	585	404	181
50,727	LI & FUNG LTD	12/14/12	02/06/13	132,846	173,877	(41,031)
3,386	LI & FUNG LTD	01/28/13	02/06/13	8,867	9,989	(1,121)
5,200	LINCOLN EDUCATIONAL SVC	05/11/09	03/18/13	29,806	98,071	(68,265)
800	LINCOLN EDUCATIONAL SVC	02/15/11	03/18/13	4,586	12,474	(7,888)
374	LINDE AG SPON ADR	01/13/10	01/28/13	6,825	4,548	2,278
128	LINDE AG SPON ADR	01/13/10	07/15/13	2,454	1,556	897
303	LINDE AG SPON ADR	01/13/10	09/16/13	5,990	3,684	2,306
4,700	LINEAR TECHNOLOGY CORP	10/03/11	01/11/13	168,239	130,705	37,535
2,000	LINEAR TECHNOLOGY CORP	10/27/11	01/11/13	71,591	65,777	5,814

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2,200	LINEAR TECHNOLOGY CORP	10/27/11	02/07/13	80,747	72,355	8,392
3,300	LINEAR TECHNOLOGY CORP	03/13/12	02/07/13	121,121	111,160	9,961
1,600	LINEAR TECHNOLOGY CORP	03/19/12	02/07/13	58,725	54,554	4,172
320	LINKEDIN CORP CL A	05/16/12	02/21/13	50,685	35,948	14,737
306	LINKEDIN CORP CL A	05/16/12	03/07/13	53,056	34,375	18,681
197	LINKEDIN CORP CL A	05/16/12	04/01/13	34,073	22,130	11,943
595	LINKEDIN CORP CL A	05/24/12	04/01/13	102,912	58,767	44,145
790	LINKEDIN CORP CL A	07/16/12	04/01/13	136,639	81,758	54,881
674	LINKEDIN CORP CL A	06/06/13	07/31/13	138,100	110,500	27,600
311	LINKEDIN CORP CL A	06/06/13	09/17/13	76,950	50,987	25,962
263	LINKEDIN CORP CL A	06/06/13	10/02/13	65,995	43,118	22,877
319	L'OREAL CO ADR	09/08/11	01/28/13	9,586	6,574	3,012
137	L'OREAL CO ADR	09/08/11	07/15/13	4,654	2,823	1,831
214	L'OREAL CO ADR	09/08/11	09/16/13	7,227	4,410	2,817
2,854	L'OREAL CO ADR	09/08/11	10/11/13	96,795	58,815	37,980
500	LOWES COMPANIES INC	11/12/12	12/13/12	17,304	13,627	3,677
3,400	LOWES COMPANIES INC	11/12/12	06/19/13	140,728	92,664	48,064
1,250	LUFKIN INS INC	09/10/10	03/18/13	79,773	54,449	25,325
200	LUFKIN INS INC	03/01/13	03/18/13	12,764	12,873	(109)
357	LUMBER LIQUIDATORS INC	05/10/13	06/21/13	27,211	31,792	(4,581)
227	LUMBER LIQUIDATORS INC	06/05/13	06/21/13	17,302	17,816	(514)
11	MACK CALI REALTY CORP	02/07/12	12/13/12	281	321	(41)
41	MACK CALI REALTY CORP	02/07/12	06/18/13	1,014	1,198	(184)
26	MACK CALI REALTY CORP	02/07/12	09/16/13	548	760	(211)
3,622	MACK CALI REALTY CORP	02/07/12	10/30/13	75,282	105,811	(30,529)
30	MACK CALI REALTY CORP	09/14/12	10/30/13	624	846	(222)
967	MACK CALI REALTY CORP	01/22/13	10/30/13	20,099	26,477	(6,379)
6,000	MACY'S INC	08/14/12	10/10/13	257,429	232,616	24,813
2,500	MACY'S INC	07/11/13	10/21/13	110,056	123,497	(13,441)
12	MADDEN STEVE LTD	05/13/13	06/28/13	583	579	4
0 5	MADDEN STEVE LTD	10/01/13	10/02/13	18	0	18
598	MAGNUM HUNTER RESOURCES CORP	03/18/13	06/28/13	2,186	2,390	(205)
80	MANITOWOC COMPANY INC	03/18/13	06/28/13	1,438	1,627	(190)
8,000	MARATHON OIL CORP	02/12/09	03/20/13	274,382	126,865	147,517
5,500	MARATHON OIL CORP	10/23/09	03/20/13	188,638	113,740	74,898
3,700	MARATHON OIL CORP	02/09/12	03/20/13	126,902	120,120	6,782
48	MARKEL CORP	12/13/11	11/13/12	23,889	19,653	4,236
4	MARKEL CORP	12/13/11	12/13/12	1,964	1,638	326
28	MARKEL CORP	12/13/11	06/18/13	14,824	11,464	3,359
3	MARKEL CORP	12/13/11	09/16/13	1,560	1,228	332
1,110	MCCORMICK & CO	12/13/11	11/27/12	72,063	54,490	17,573
246	MCCORMICK & CO	09/14/12	11/27/12	15,971	15,472	498
200	MCDONALDS CORP	10/03/11	04/15/13	20,510	17,392	3,119
2,825	MDC HOLDINGS INC	08/10/12	03/18/13	106,076	91,719	14,357
1,219	MEAD JOHNSON CO	06/06/13	07/05/13	83,883	97,192	(13,309)
1,653	MEAD JOHNSON CO	06/06/13	07/14/13	114,921	131,795	(16,874)
67	MEAD JOHNSON CO	06/06/13	09/16/13	5,103	5,342	(239)
155	MEAD JOHNSON CO	06/06/13	10/23/13	12,644	12,358	286
60	MEDIVATION INC	03/18/13	06/28/13	2,930	2,681	249
204	MEDIVATION INC	03/18/13	10/23/13	12,768	9,114	3,654
23,000	MEMC ELECTR MATLS INC	12/05/11	03/18/13	100,188	97,518	2,670
500	MICROCHIP TECHNOLOGY INC	01/17/12	12/13/12	15,844	18,093	(2,249)
400	MICROCHIP TECHNOLOGY INC	01/17/12	06/18/13	15,142	14,475	668
200	MICROCHIP TECHNOLOGY INC	01/17/12	09/16/13	7,972	7,237	735
5,000	MICROSOFT CORP	11/01/10	09/04/13	155,847	134,900	20,947
275	MICROSOFT CORP	08/10/11	12/14/12	7,390	6,786	604

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257 MICROSOFT CORP	08/10/11	01/30/13	7,170	6,341	829
4,173 MICROSOFT CORP	08/18/11	01/30/13	116,425	103,296	13,129
3,404 MICROSOFT CORP	08/18/11	02/05/13	93,813	84,260	9,553
1,896 MICROSOFT CORP	08/18/11	03/07/13	53,371	46,932	6,439
238 MICROSOFT CORP	08/18/11	03/11/13	6,636	5,891	745
2,629 MICROSOFT CORP	08/18/11	06/06/13	91,871	65,076	26,795
3,730 MICROSOFT CORP	03/02/12	06/06/13	130,346	120,527	9,819
1,681 MICROSOFT CORP	04/20/12	06/06/13	58,743	55,070	3,673
3,450 MICROSOFT CORP	05/17/12	06/06/13	120,561	103,407	17,154
2,155 MICROSOFT CORP	07/12/12	06/06/13	75,307	61,998	13,309
1,544 MICROSOFT CORP	08/01/12	06/06/13	53,956	45,534	8,422
7,700 MICROSOFT CORP	10/03/11	04/15/13	222,838	189,959	32,879
3,800 MICROSOFT CORP	10/03/11	08/01/13	120,529	93,746	26,783
5,000 MICROSOFT CORP	10/03/11	10/02/13	169,697	123,350	46,347
2,600 MICROSOFT CORP	03/13/12	10/02/13	88,242	84,310	3,933
3,100 MICROSOFT CORP	03/19/12	10/02/13	105,212	99,995	5,217
11 MID-AMER APT COMMUNITIES	12/13/11	12/13/12	693	625	69
21 MID-AMER APT COMMUNITIES	12/13/11	06/18/13	1,375	1,192	182
57 MID-AMER APT COMMUNITIES	12/13/11	09/16/13	3,566	3,237	330
100 MIDDLEBY CORP	01/18/08	02/07/13	14,788	5,819	8,969
125 MIDDLEBY CORP	01/18/08	03/01/13	18,717	7,274	11,443
875 MIDDLEBY CORP	01/18/08	03/14/13	130,791	50,918	79,873
233 MINDRAY MEDICAL INTL	03/19/13	09/16/13	9,813	9,043	770
89 MOLEX INC CL A	12/13/11	12/13/12	1,954	1,798	156
103 MOLEX INC CL A	12/13/11	06/18/13	2,595	2,081	514
1,252 MOLEX INC CL A	12/13/11	08/20/13	31,143	25,300	5,843
3,246 MOLEX INC CL A	12/13/11	09/09/13	124,377	65,593	58,783
603 MOLEX INC CL A	09/14/12	09/09/13	23,105	14,013	9,093
117 MONDELEZ INTL INC	04/27/12	12/14/12	3,047	2,988	59
155 MONDELEZ INTL INC	04/27/12	03/11/13	4,423	3,958	464
3,075 MONDELEZ INTL INC	04/27/12	04/26/13	97,094	78,531	18,563
4,427 MONDELEZ INTL INC	05/01/12	04/26/13	139,784	114,621	25,163
2,034 MONDELEZ INTL INC	06/20/12	04/26/13	64,224	51,453	12,771
1,034 MONSANTO CO	05/31/11	11/26/12	93,716	73,256	20,460
89 MONSANTO CO	05/31/11	12/14/12	7,949	6,305	1,644
106 MONSANTO CO	05/31/11	03/11/13	11,003	7,510	3,493
364 MONSANTO CO	05/31/11	06/06/13	36,020	25,788	10,231
1,722 MONSANTO CO	06/30/11	06/06/13	170,400	123,078	47,322
1,299 MONSANTO CO	10/17/11	06/06/13	128,542	96,452	32,090
1,354 MONSANTO CO	01/06/12	06/06/13	133,985	105,037	28,948
1,299 MONSANTO CO	04/12/12	06/06/13	128,542	101,985	26,558
4,500 MYR GROUP INC	03/15/13	04/17/13	110,599	113,747	(3,148)
6,450 NABORS INDUSTRIES LTD	07/17/03	07/17/13	96,019	117,068	(21,048)
65 NATIONAL OILWELL VARCO	06/06/13	09/16/13	5,126	4,481	645
99 NATIONAL OILWELL VARCO	06/06/13	10/23/13	7,824	6,825	999
7,250 NAVIGANT CONSULTING CO	04/10/12	04/17/13	94,209	101,000	(6,791)
2,390 NESTLE ADR	06/02/05	08/09/13	161,800	64,387	97,414
2,500 NESTLE ADR	08/04/05	08/09/13	169,247	69,900	99,347
1,150 NESTLE ADR	09/26/05	08/09/13	77,854	33,166	44,688
1,000 NESTLE ADR	09/26/05	08/15/13	66,499	28,840	37,659
350 NESTLE ADR	09/26/05	10/22/13	25,609	10,094	15,515
2,150 NESTLE ADR	07/14/09	10/22/13	157,313	82,130	75,183
260 NESTLE SA REG ADR	06/20/08	01/28/13	18,101	12,204	5,897
36 NESTLE SA REG ADR	06/20/08	03/11/13	2,566	1,690	876
48 NESTLE SA REG ADR	06/20/08	07/15/13	3,234	2,253	981
28 NESTLE SA REG ADR	06/20/08	09/16/13	1,879	1,314	564

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786 NESTLE SA REG ADR	06/20/08	09/19/13	54,897	36,895	18,002
1,866 NESTLE SA REG ADR	07/31/08	09/19/13	130,328	82,462	47,866
1,288 NESTLE SA REG ADR	10/25/10	09/19/13	89,959	70,646	19,313
5,168 NEW GOLD INC	11/09/10	03/11/13	49,064	44,052	5,012
394 NEW GOLD INC	11/09/10	09/16/13	2,421	3,358	(938)
67 NEXTERA ENERGY INC	10/16/12	12/14/12	4,670	4,703	(33)
3,581 NEXTERA ENERGY INC	10/16/12	01/24/13	258,085	251,363	6,723
14 NEXTERA ENERGY INC	05/06/09	04/15/13	1,116	800	317
286 NEXTERA ENERGY INC	04/12/10	04/15/13	22,808	14,182	8,626
3,500 NEXTERA ENERGY INC	04/12/10	05/23/13	271,598	173,555	98,043
600 NEXTERA ENERGY INC	03/13/12	05/23/13	46,560	36,381	10,178
804 NII HOLDINGS INC CL B	12/13/11	12/13/12	4,747	16,075	(11,328)
4,196 NII HOLDINGS INC CL B	12/13/11	02/05/13	24,400	83,894	(59,494)
1,630 NII HOLDINGS INC CL B	02/23/12	02/05/13	9,478	34,750	(25,272)
1,994 NII HOLDINGS INC CL B	09/07/12	02/05/13	11,595	13,349	(1,754)
138 NII HOLDINGS INC CL B	09/14/12	02/05/13	802	927	(124)
200 NIKE INC CL B	10/27/11	06/18/13	12,425	9,612	2,812
164 NOBLE CORP BAAR NAMEN	11/14/12	06/18/13	6,301	5,762	538
31 NOBLE CORP BAAR NAMEN	11/14/12	09/16/13	1,213	1,089	124
3,850 NOBLE CORP BAAR NAMEN	07/17/03	06/03/13	150,448	62,413	88,035
1,300 NOBLE CORP BAAR NAMEN	07/17/03	09/17/13	50,677	21,075	29,603
128 NOKIAN TYRES OYJ	04/04/13	07/15/13	2,750	2,924	(174)
73 NOKIAN TYRES OYJ	04/04/13	09/16/13	1,843	1,668	176
1,900 NORANDA ALUMINUM	08/26/11	03/08/13	8,236	19,301	(11,065)
7,600 NORANDA ALUMINUM	08/29/11	03/08/13	32,943	82,245	(49,302)
622 NORDEA BANK AB SPON ADR	03/23/11	01/28/13	6,456	6,875	(419)
179 NORDEA BANK AB SPON ADR	03/23/11	03/11/13	2,143	1,979	164
215 NORDEA BANK AB SPON ADR	03/23/11	09/16/13	2,604	2,377	227
3,300 NORTHWESTERN CORP	04/22/10	03/18/13	128,950	94,021	34,929
363 NOVARTIS AG	06/20/08	01/28/13	24,514	18,812	5,702
39 NOVARTIS AG	06/20/08	07/15/13	2,857	2,021	836
2,500 NOVARTIS AG	10/03/11	02/26/13	167,552	138,118	29,435
200 NOVARTIS AG	10/03/11	04/15/13	14,763	11,049	3,713
61 NOVO NORDISK AS ADR	03/02/09	01/28/13	11,099	2,837	8,262
255 NOVO NORDISK AS ADR	03/02/09	03/21/13	41,136	11,857	29,279
305 NOVO NORDISK AS ADR	03/10/09	03/21/13	49,202	13,248	35,954
702 NOVO NORDISK AS ADR	04/03/09	03/21/13	113,245	31,337	81,908
19 NOVO NORDISK AS ADR	03/11/13	03/21/13	3,065	3,351	(286)
2,225 NUCOR CORP	03/11/13	06/06/13	98,337	105,966	(7,629)
2,321 NUCOR CORP	03/13/13	06/06/13	102,580	107,927	(5,347)
300 NUCOR CORP	12/20/12	09/16/13	14,656	13,131	1,525
758 NU SKIN ENTERPRISES INC.	03/18/13	03/20/13	31,413	30,623	790
8,500 NXSTAGE MEDICAL, INC	02/07/13	03/18/13	96,902	101,646	(4,744)
575 OASIS PETROLEUM INC	03/18/13	06/11/13	22,116	22,214	(98)
195 OASIS PETROLEUM INC	03/18/13	09/27/13	9,448	7,533	1,915
331 OASIS PETROLEUM INC	03/18/13	10/04/13	17,328	12,788	4,540
1,173 OASIS PETROLEUM INC	03/18/13	10/07/13	60,875	45,316	15,558
200 OCCIDENTAL PETROLEUM CO	10/03/11	06/18/13	18,522	14,081	4,440
100 OCCIDENTAL PETROLEUM CO	10/03/11	09/16/13	8,995	7,041	1,955
1,398 OCEANEERING INTL INC	06/06/13	08/29/13	110,694	98,653	12,042
343 OCEANEERING INTL INC	06/06/13	09/16/13	28,488	24,204	4,283
1,418 OCEANEERING INTL INC	06/06/13	09/18/13	117,016	100,064	16,952
466 OCEANEERING INTL INC	06/06/13	10/08/13	37,906	32,884	5,022
32,800 OFFICE DEPOT INC	04/25/12	03/18/13	133,821	100,506	33,315
7,500 OFFICEMAX INC	03/25/10	03/18/13	90,078	126,712	(36,634)
2,900 OM GROUP INC	05/19/11	01/23/13	78,776	107,207	(28,430)

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20 OMNICOM GROUP	12/12/11	12/13/12	985	878	107
698 OMNICOM GROUP	12/12/11	03/27/13	40,931	30,638	10,293
22 OMNICOM GROUP	12/12/11	06/18/13	1,404	966	438
86 OMNICOM GROUP	12/12/11	09/16/13	5,649	3,775	1,874
338 ON ASSIGNMENT INC	03/18/13	07/17/13	10,077	8,141	1,937
508 ON ASSIGNMENT INC	03/18/13	10/07/13	16,158	12,235	3,923
806 ON ASSIGNMENT INC	03/18/13	10/24/13	26,880	19,412	7,468
179 ONYX PHARMACEUTICALS INC	03/18/13	04/12/13	17,305	15,361	1,944
399 ONYX PHARMACEUTICALS INC	03/18/13	05/08/13	37,266	34,241	3,024
512 ONYX PHARMACEUTICALS INC	03/18/13	06/11/13	45,966	43,939	2,027
300 ORACLE CORPORATION	07/25/13	09/16/13	9,897	9,681	216
2 O'REILLY AUTOMOTIVE INC	07/19/12	12/14/12	180	187	(7)
1,122 O'REILLY AUTOMOTIVE INC	07/19/12	02/07/13	112,135	104,853	7,282
61 O'REILLY AUTOMOTIVE INC	07/19/12	03/11/13	6,364	5,701	663
1,998 O'REILLY AUTOMOTIVE INC	07/19/12	06/06/13	216,436	186,716	29,719
1,800 OSI SYS INC	05/17/11	03/18/13	115,011	72,035	42,977
785 PALO ALTO NETWORKS	06/26/13	09/09/13	36,775	32,729	4,047
123 PALO ALTO NETWORKS	06/27/13	09/09/13	5,762	5,338	424
198 PALO ALTO NETWORKS	06/28/13	09/09/13	9,276	8,284	992
95 PALO ALTO NETWORKS	07/03/13	09/09/13	4,451	4,022	428
138 PALO ALTO NETWORKS	07/10/13	09/09/13	6,465	6,000	465
84 PALO ALTO NETWORKS	07/12/13	09/09/13	3,935	3,922	14
32 PALO ALTO NETWORKS	08/20/13	09/09/13	1,499	1,536	(37)
3,339 PARTNER COMMUNICATIONS	08/21/12	03/11/13	18,728	13,299	5,429
1,724 PARTNER COMMUNICATIONS	08/21/12	07/15/13	12,035	6,867	5,168
64 PATTERSON COMPANIES INC	12/13/11	12/13/12	2,128	1,860	268
47 PATTERSON COMPANIES INC	12/13/11	06/18/13	1,835	1,366	469
739 PATTERSON COMPANIES INC	12/13/11	08/15/13	30,918	21,474	9,444
20 PATTERSON COMPANIES INC	12/13/11	09/16/13	824	581	243
3,000 PEGASYSTEMS INC	05/26/10	03/18/13	84,372	93,248	(8,876)
3,200 PEPSICO INC	10/03/11	11/06/12	220,923	196,058	24,865
200 PEPSICO INC	10/03/11	04/15/13	15,935	12,254	3,681
100 PEPSICO INC	10/03/11	09/16/13	8,105	6,127	1,978
451 PEOPLE'S UNITED FINANCIAL	12/13/11	06/18/13	6,449	5,637	811
2,081 PEOPLE'S UNITED FINANCIAL	12/13/11	07/26/13	31,745	26,012	5,732
144 PEOPLE'S UNITED FINANCIAL	12/13/11	09/16/13	2,099	1,800	299
34 PERKINELMER INC	12/13/11	12/13/12	1,063	634	429
774 PERKINELMER INC	12/13/11	01/29/13	27,175	14,425	12,749
97 PERKINELMER INC	12/13/11	06/18/13	3,337	1,808	1,529
11 PERKINELMER INC	12/13/11	09/16/13	420	205	215
378 PERNOD-RICARD SA UNSPON ADR	06/19/12	01/28/13	9,261	7,581	1,680
274 PERNOD-RICARD SA UNSPON ADR	06/19/12	03/11/13	7,110	5,495	1,615
14 PERNOD-RICARD SA UNSPON ADR	06/19/12	07/15/13	322	281	41
355 PERNOD-RICARD SA UNSPON ADR	06/19/12	09/16/13	8,733	7,120	1,613
177 PETROFAC LTD	11/01/11	01/28/13	2,372	1,959	413
273 PETROFAC LTD	11/01/11	03/11/13	2,981	3,021	(40)
424 PETROFAC LTD	11/01/11	07/12/13	4,115	4,692	(578)
13,252 PETROFAC LTD	11/01/11	07/15/13	126,666	146,655	(19,989)
5,508 PETROFAC LTD	09/24/12	07/15/13	52,647	72,138	(19,492)
8,541 PETROFAC LTD	03/15/13	07/15/13	81,637	98,886	(17,249)
150 PFIZER INC	07/16/12	12/14/12	3,787	3,439	348
3,992 PFIZER INC	07/16/12	01/09/13	105,255	91,513	13,742
8,577 PFIZER INC	07/16/12	06/06/13	235,382	196,620	38,762
1,254 PHILIP MORRIS INTL INC	02/10/12	11/02/12	109,497	100,212	9,285
1,174 PHILIP MORRIS INTL INC	02/10/12	12/05/12	103,804	93,818	9,985
2,219 PHILIP MORRIS INTL INC	02/10/12	12/06/12	198,063	177,328	20,735

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43 PHILIP MORRIS INTL INC	02/10/12	12/14/12	3,779	3,436	343
374 PHILIP MORRIS INTL INC	02/10/12	06/06/13	33,501	29,888	3,613
1,469 PHILIP MORRIS INTL INC	06/12/12	06/06/13	131,584	125,213	6,372
987 PHILIP MORRIS INTL INC	06/20/12	06/06/13	88,410	87,147	1,263
605 PHILIP MORRIS INTL INC	05/10/13	06/06/13	54,192	56,277	(2,085)
400 PHILIP MORRIS INTL INC	10/03/11	04/15/13	38,173	24,882	13,290
100 PHILIP MORRIS INTL INC	10/03/11	09/16/13	8,847	6,221	2,627
2,000 PINNACLE WEST CAP CORP	05/16/12	06/10/13	113,077	96,722	16,354
3,805 PINNACLE WEST CAP CORP	05/16/12	07/11/13	220,174	184,014	36,159
2,195 PINNACLE WEST CAP CORP	05/17/12	07/11/13	127,012	105,624	21,388
4,405 531 PIMCO FUND	06/12/13	06/18/13	50,179	50,267	(88)
1 554 PIMCO FUND	06/12/13	07/18/13	18	18	(0)
8,631.749 PIMCO FUND	06/12/13	09/13/13	96,244	98,488	(2,244)
238 010 PIMCO FUND	06/12/13	10/21/13	2,678	2,716	(38)
233 PIONEER ENERGY SERVICES CORP	03/18/13	06/28/13	1,514	2,053	(539)
3,100 PLANTRONICS INC	02/03/10	11/01/12	101,752	86,379	15,373
3 PLUM CREEK TIMBER CO	12/13/11	12/13/12	128	105	23
837 PLUM CREEK TIMBER CO	12/13/11	01/29/13	40,943	29,393	11,550
745 POLYPORE INTL INC	03/18/13	05/08/13	30,744	31,254	(510)
772 POLYPORE INTL INC	03/18/13	06/11/13	33,332	32,387	945
1,400 PORTFOLIO RECOVERY ASSN	01/16/08	03/18/13	174,894	40,350	134,544
4,500 POTASH CORP OF SASKATCHEWAN INC	12/11/12	06/10/13	187,035	184,153	2,882
1,500 POTASH CORP OF SASKATCHEWAN INC	12/11/12	06/11/13	61,529	61,384	145
3,000 POTASH CORP OF SASKATCHEWAN INC	03/01/13	06/11/13	123,058	119,571	3,487
18,200 PPL CORPORATION	05/02/12	07/11/13	549,432	499,251	50,181
98 PRAXAIR INC	06/06/13	09/16/13	11,965	11,277	687
227 PRAXAIR INC	06/06/13	10/23/13	28,150	26,122	2,028
100 PRAXAIR INC	01/21/10	06/18/13	11,863	8,071	3,792
1,057 PRAXAIR INC	01/21/10	07/25/13	125,833	85,307	40,526
343 PRAXAIR INC	12/20/10	07/25/13	40,833	32,415	8,418
200 PRAXAIR INC	12/20/10	09/16/13	24,409	18,901	5,508
33 PRECISION CASTPARTS CORP	07/29/10	12/14/12	6,084	4,044	2,041
383 PRECISION CASTPARTS CORP	07/29/10	01/18/13	70,803	46,931	23,872
55 PRECISION CASTPARTS CORP	07/29/10	09/16/13	12,867	6,739	6,128
135 PRICELINE COM INC	06/06/13	07/10/13	120,121	107,218	12,903
9 PRICELINE COM INC	06/06/13	09/16/13	8,717	7,148	1,569
8 PRICELINE.COM INC	06/06/13	10/23/13	8,467	6,354	2,113
245 PROCTER & GAMBLE CO	07/06/09	06/06/13	18,773	16,237	2,535
1,906 PROCTER & GAMBLE CO	05/17/11	06/06/13	146,043	128,551	17,492
1,105 PROCTER & GAMBLE CO	06/22/11	06/06/13	84,668	71,105	13,563
2,883 PROCTER & GAMBLE CO	10/24/12	06/06/13	220,904	196,829	24,075
452 PROCTER & GAMBLE CO	01/29/13	06/06/13	34,634	33,755	878
300 PROCTER & GAMBLE CO	10/03/11	04/15/13	24,072	19,102	4,970
280 PUBLICIS GROUP	04/05/13	07/15/13	5,275	4,977	298
3,132 PUBLICIS GROUP	04/05/13	07/30/13	59,789	55,674	4,116
69 PUBLICIS GROUP	04/05/13	09/16/13	1,393	1,227	167
578 QLIK TECHNOLOGIES INC	03/18/13	04/26/13	15,225	15,720	(495)
2,860 QUALCOMM INC	05/24/12	06/28/13	174,781	163,058	11,723
2,000 QUALCOMM INC	05/24/12	07/02/13	121,629	114,026	7,602
506 QUALCOMM INC	07/20/12	07/02/13	30,772	29,449	1,323
1,494 QUALCOMM INC	07/20/12	07/05/13	90,177	86,951	3,227
2,000 QUALCOMM INC	08/14/12	07/05/13	120,719	125,812	(5,093)
84 QUALCOMM INC	07/21/11	12/14/12	5,102	4,765	337
609 QUALCOMM INC	07/21/11	03/07/13	40,625	34,544	6,082
73 QUALCOMM INC	07/21/11	03/11/13	4,860	4,141	719
929 QUALCOMM INC	07/21/11	05/08/13	59,673	52,694	6,978

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270 QUALCOMM INC	07/21/11	09/16/13	18,412	15,315	3,098
500 QUALCOMM INC	10/03/11	12/13/12	31,276	24,002	7,274
94 RANGE RESOURCES CORP	09/05/08	12/14/12	5,849	3,992	1,857
564 RANGE RESOURCES CORP	09/05/08	03/07/13	44,803	23,952	20,851
380 RANGE RESOURCES CORP	09/05/08	03/11/13	29,628	16,138	13,490
419 RANGE RESOURCES CORP	12/18/09	03/11/13	32,669	21,072	11,597
691 RANGE RESOURCES CORP	12/18/09	06/06/13	50,724	34,751	15,973
1,785 RANGE RESOURCES CORP	04/18/12	06/06/13	131,031	101,266	29,765
1,788 RANGE RESOURCES CORP	04/23/12	06/06/13	131,252	105,007	26,244
1,608 RANGE RESOURCES CORP	06/18/12	06/06/13	118,038	94,911	23,127
618 RED ROBIN GOURMET BURGERS INC	03/18/13	04/01/13	28,347	28,006	341
413 RED ROBIN GOURMET BURGERS INC	03/18/13	04/10/13	18,390	18,716	(326)
19 RED ROBIN GOURMET BURGERS INC	03/18/13	06/28/13	1,048	861	187
136 REED ELSEVIER PLC	11/17/09	03/11/13	5,941	4,397	1,544
70 REED ELSEVIER PLC	11/17/09	09/16/13	3,653	2,263	1,389
185 RESTORATION HARDWARE HLDGS INC	03/18/13	05/10/13	8,852	6,729	2,123
536 RESTORATION HARDWARE HLDGS INC	03/18/13	06/12/13	31,087	19,497	11,590
183 RESTORATION HARDWARE HLDGS INC	03/18/13	06/14/13	12,597	6,657	5,941
8 RESTORATION HARDWARE HLDGS INC	03/18/13	06/28/13	601	291	310
295 RESTORATION HARDWARE HLDGS INC	03/18/13	09/06/13	21,904	10,731	11,173
119 RIO TINTO PLC ADR	12/18/12	03/11/13	6,093	6,930	(836)
2,907 RIO TINTO PLC ADR	12/18/12	06/04/13	128,729	169,280	(40,551)
62 RIO TINTO PLC ADR	01/28/13	06/04/13	2,746	3,414	(668)
86,900 RITE AID CORPORATION	08/12/11	03/18/13	160,761	92,036	68,726
2,300 ROBBINS & MYERS INC	05/03/10	02/21/13	138,000	77,005	60,995
300 ROBERT HALF INTL INC	10/25/12	09/16/13	11,551	8,127	3,424
186 ROCHE HOLDINGS LTD ADR	10/20/08	01/28/13	10,137	7,312	2,825
66 ROCHE HOLDINGS LTD ADR	10/20/08	03/11/13	3,701	2,594	1,107
21 ROCHE HOLDINGS LTD ADR	10/20/08	07/15/13	1,333	826	508
115 ROCHE HOLDINGS LTD ADR	10/20/08	09/16/13	7,318	4,521	2,798
1,137 ROSETTA RESOURCES INC	03/18/13	06/26/13	48,349	56,602	(8,253)
7,865 ROVI CORP	07/19/12	03/18/13	166,182	89,191	76,991
194 917 RS INVT TR EMERGING MKTS	09/18/09	11/01/12	4,602	4,218	384
157,143 284 RS INVT TR EMERGING MKTS	09/18/09	12/11/12	3,714,867	3,400,584	314,283
233,209 RS INVT TR EMERGING MKTS	09/21/09	12/11/12	5,513,060	5,000,005	513,055
7,104 RS INVT TR EMERGING MKTS	12/21/09	12/11/12	167,934	158,344	9,590
11,127 RS INVT TR EMERGING MKTS	12/17/10	12/11/12	263,041	285,072	(22,031)
15 RYMAN HOSPITALITY PPTYS	01/22/13	06/18/13	559	617	(57)
3 RYMAN HOSPITALITY PPTYS	01/22/13	09/16/13	107	123	(16)
1,516 RYMAN HOSPITALITY PPTYS	03/18/13	06/05/13	52,782	70,074	(17,292)
138 SABMILLER PLC ADR	02/06/13	03/11/13	7,132	6,900	232
21 SABMILLER PLC ADR	02/06/13	07/15/13	1,039	1,050	(11)
145 SABMILLER PLC ADR	02/06/13	09/16/13	7,366	7,250	116
89 SAFRAN SA UNSPON ADR	10/16/12	01/28/13	4,151	3,513	638
60 SAFRAN SA UNSPON ADR	10/16/12	07/15/13	3,354	2,368	986
86 SAFRAN SA UNSPON ADR	10/16/12	09/16/13	5,095	3,395	1,701
4,731 SAGE GROUP PLC	12/14/09	11/02/12	93,908	72,801	21,108
1,043 SAGE GROUP PLC	02/10/10	11/02/12	20,703	14,867	5,837
1,899 SAGE GROUP PLC	02/10/10	11/05/12	37,798	27,068	10,730
374 SALESFORCE.COM	06/06/13	09/16/13	18,836	14,277	4,559
44 SANDISK CORPORATION	01/26/12	12/14/12	1,866	2,062	(196)
1,618 SANDISK CORPORATION	01/26/12	06/06/13	93,222	75,829	17,393
2,286 SANDISK CORPORATION	03/02/12	06/06/13	131,710	116,578	15,132
71 SANOFI ADR	02/11/13	09/16/13	3,413	3,383	29
300 SANOFI ADR	11/14/12	04/15/13	16,116	13,126	2,989
587 SAP AG	06/18/08	12/06/12	46,344	30,299	16,045

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759	SAP AG	06/19/08	12/06/12	59,923	39,801	20,123
109	SAP AG	06/19/08	01/28/13	8,761	5,716	3,045
53	SAP AG	06/19/08	07/15/13	3,995	2,779	1,216
6	SAP AG	06/19/08	09/16/13	438	315	123
19	SAP AG	06/20/08	09/16/13	1,386	987	399
1,075	SAUER-DANFOSS INC	05/08/12	11/28/12	56,212	45,246	10,966
15	SAUER-DANFOSS INC	05/16/12	11/28/12	784	631	153
409	SAUER-DANFOSS INC	05/16/12	11/28/12	21,403	17,208	4,195
726	SAUER-DANFOSS INC	05/16/12	11/29/12	38,107	30,546	7,562
880	SAUER-DANFOSS INC	06/13/12	11/29/12	46,191	32,080	14,111
1,371	SBERBANK RUSSIA	07/27/12	01/28/13	19,564	15,294	4,270
787	SBERBANK RUSSIA	07/27/12	07/15/13	9,648	8,779	869
476	SBERBANK RUSSIA	07/27/12	09/16/13	5,798	5,310	488
65	SCHLUMBERGER LTD	11/15/10	12/14/12	4,451	4,839	(388)
1,089	SCHLUMBERGER LTD	11/15/10	12/17/12	75,350	81,075	(5,725)
175	SCHLUMBERGER LTD	02/04/11	12/17/12	12,109	15,620	(3,511)
1,317	SCHLUMBERGER LTD	02/04/11	01/30/13	103,756	117,549	(13,793)
999	SCHLUMBERGER LTD	10/27/11	01/30/13	78,703	73,626	5,077
1,756	SCHLUMBERGER LTD	12/01/11	01/30/13	138,342	133,248	5,093
117	SCHLUMBERGER LTD	06/06/13	09/16/13	10,195	8,441	1,754
403	SCHLUMBERGER LTD	06/06/13	10/23/13	37,447	29,076	8,371
1,125	SCHLUMBERGER LTD	07/17/03	06/07/13	83,196	25,982	57,214
1,020	SCHNEIDER ELECTRIC SA	09/16/09	01/28/13	15,646	10,722	4,925
1,571	SCHNEIDER ELECTRIC SA	09/16/09	09/16/13	27,005	16,513	10,492
5,116	CHARLES SCHWAB CORP	06/06/13	07/12/13	111,268	97,552	13,716
876	CHARLES SCHWAB CORP	06/06/13	10/23/13	20,278	16,704	3,574
3,550	SCHWEITZER-MAUDUIT INC	08/12/11	11/19/12	127,067	93,839	33,228
1,464	SGS SOC GEN SURVEILLANCE	08/21/09	01/28/13	34,755	18,508	16,246
388	SGS SOC GEN SURVEILLANCE	08/21/09	07/15/13	8,716	4,905	3,810
92	SGS SOC GEN SURVEILLANCE	08/21/09	09/16/13	2,154	1,163	991
1,424	SHERWIN WILLIAMS CO	08/13/12	06/06/13	254,237	200,020	54,217
746	SHFL ENTERTAINMENT INC	03/18/13	06/03/13	12,877	12,595	281
851	SHINHAN FINL GR	04/28/11	04/29/13	29,138	39,646	(10,508)
2,003	SHINHAN FINL GR	04/28/11	04/30/13	68,356	93,314	(24,958)
1,102	SHINHAN FINL GR	05/23/11	04/30/13	37,608	47,970	(10,362)
812	SHINHAN FINL GR	06/03/11	04/30/13	27,711	38,552	(10,841)
103	SHINHAN FINL GR	01/28/13	04/30/13	3,515	3,976	(461)
81	SHINHAN FINL GR	03/11/13	04/30/13	2,764	3,080	(315)
21	SIGMA ALDRICH CORP	12/13/11	12/13/12	1,519	1,345	174
374	SIGMA ALDRICH CORP	12/13/11	05/30/13	31,423	23,946	7,478
19	SIGMA ALDRICH CORP	12/13/11	06/18/13	1,566	1,216	349
12	SIGMA ALDRICH CORP	12/13/11	09/16/13	1,036	768	268
1,418	SILVER WHEATON CORP	06/06/13	08/20/13	38,796	34,014	4,782
1,560	SILVER WHEATON CORP	06/06/13	10/23/13	37,945	37,420	525
187	SILVER WHEATON CORP	01/12/10	03/11/13	5,647	3,201	2,447
622	SILVER WHEATON CORP	01/12/10	07/15/13	12,704	10,646	2,058
55	SILVER WHEATON CORP	01/12/10	09/16/13	1,348	941	407
66	SOCIEDAD QUIMICA MINERAL	09/09/08	01/28/13	3,741	1,854	1,888
200	SOCIEDAD QUIMICA MINERAL	09/09/08	03/11/13	11,202	5,617	5,585
1,517	SOCIEDAD QUIMICA MINERAL	09/09/08	05/02/13	72,308	42,607	29,701
1,666	SOCIEDAD QUIMICA MINERAL	10/16/08	05/02/13	79,410	30,478	48,932
32	SODEXHO ADR	05/22/09	01/28/13	2,759	1,588	1,171
48	SODEXHO ADR	05/22/09	03/11/13	4,500	2,383	2,117
51	SODEXHO ADR	05/22/09	07/15/13	4,558	2,532	2,026
107	SODEXHO ADR	05/22/09	09/16/13	9,721	5,311	4,409
3,580	SOFTBANK CORP	04/04/12	03/11/13	70,077	51,257	18,821

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496	04/04/12	07/15/13	14,389	7,101	7,287
181	04/04/12	09/16/13	6,125	2,591	3,533
51	06/18/13	09/16/13	1,258	1,192	66
26	03/18/13	06/28/13	1,439	1,504	(65)
793	03/18/13	08/05/13	59,785	45,886	13,900
1,456	03/18/13	09/03/13	109,963	84,249	25,714
79	06/06/13	09/16/13	4,683	3,360	1,324
14	04/24/13	09/16/13	1,264	1,099	165
1,528	04/24/13	10/17/13	113,628	119,976	(6,348)
1	06/18/13	10/09/37	74	81	(7)
500	10/03/11	12/13/12	35,963	24,565	11,398
1,200	10/03/11	01/10/13	90,108	58,955	31,153
3,200	10/03/11	03/01/13	247,857	157,214	90,643
100	11/10/11	03/01/13	7,746	6,538	1,208
900	03/13/12	03/01/13	69,710	71,837	(2,128)
1,000	03/19/12	03/01/13	77,455	80,134	(2,678)
69	05/13/10	12/14/12	3,679	1,894	1,785
158	05/13/10	03/11/13	9,280	4,338	4,942
262	05/13/10	09/16/13	19,872	7,193	12,678
781	05/13/10	10/25/13	62,140	21,443	40,697
1,596	09/27/10	10/25/13	126,984	41,997	84,988
0 65	02/19/13	02/19/13	25	53	(28)
1,178 00	02/19/13	03/18/13	42,342	96,315	(53,972)
4,321	05/24/11	07/12/13	78,788	108,060	(29,273)
1,752	06/30/11	07/12/13	31,945	45,176	(13,230)
3,054	08/09/11	07/12/13	55,686	61,859	(6,173)
122	01/28/13	07/12/13	2,225	3,072	(847)
217	03/11/13	07/12/13	3,957	5,347	(1,390)
140	10/15/12	07/15/13	3,676	2,497	1,179
3	10/15/12	09/16/13	78	54	25
10,000	02/15/08	03/18/13	61,467	139,210	(77,743)
5,000	02/15/11	02/29/32	30,733	29,458	1,275
5,600	09/09/10	03/18/13	85,632	77,122	8,510
37	03/18/13	06/28/13	1,154	1,149	5
46	01/12/12	12/13/12	1,458	1,273	185
152	01/12/12	06/18/13	5,574	4,207	1,367
44	01/12/12	09/16/13	1,650	1,218	432
200	05/17/12	09/16/13	12,840	11,077	1,763
308	12/13/11	12/13/12	5,094	4,886	207
2,556	12/13/11	05/31/13	60,966	40,551	20,415
3,836	12/13/11	07/15/13	100,014	60,859	39,155
911	09/14/12	07/15/13	23,752	15,968	7,784
16	06/18/13	07/15/13	417	383	34
3,200	12/18/12	03/18/13	109,475	96,865	12,610
6,175	02/03/05	05/31/13	261,130	66,078	195,052
1,725	02/03/05	09/17/13	81,504	18,459	63,045
6	07/05/12	12/14/12	357	438	(81)
1,366	07/05/12	03/28/13	78,841	99,749	(20,907)
177	07/17/12	03/28/13	10,216	11,383	(1,167)
1,471	07/17/12	04/04/13	75,903	94,604	(18,700)
3,933	03/18/13	04/12/13	60,659	65,423	(4,763)
92	06/20/08	12/06/12	1,497	2,079	(582)
1,907	06/23/08	12/06/12	31,034	42,908	(11,873)
1,273	10/20/08	12/06/12	20,717	22,214	(1,497)
2,814	02/18/09	12/06/12	45,795	42,151	3,643
457	02/25/09	12/06/12	7,437	6,512	925

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125 TESCO PLC ADR	02/25/09	01/28/13	2,110	1,781	329
62 TESCO PLC ADR	02/25/09	03/11/13	1,045	884	162
1,304 TESCO PLC ADR	02/25/09	03/14/13	22,480	18,582	3,898
1,307 TESCO PLC ADR	07/13/09	03/14/13	22,531	22,796	(264)
3,661 TESCO PLC ADR	08/10/11	03/14/13	63,112	64,785	(1,673)
295 502 TFS CAP INVESTMENT TRUST	06/14/11	11/01/12	4,533	4,530	3
7,675 663 TFS CAP INVESTMENT TRUST	06/14/11	12/13/12	118,589	117,668	921
285 266 TFS CAP INVESTMENT TRUST	06/14/11	01/22/13	4,539	4,373	165
8,115 740 TFS CAP INVESTMENT TRUST	06/14/11	03/08/13	129,933	124,414	5,519
292 952 TFS CAP INVESTMENT TRUST	06/14/11	05/01/13	4,614	4,491	123
5,161.573 TFS CAP INVESTMENT TRUST	06/14/11	06/17/13	80,056	79,127	929
279 101 TFS CAP INVESTMENT TRUST	06/14/11	07/18/13	4,404	4,279	126
10,095.530 TFS CAP INVESTMENT TRUST	06/14/11	09/13/13	158,096	154,764	3,332
273 675 TFS CAP INVESTMENT TRUST	06/14/11	10/21/13	4,403	4,195	208
40 TIBCO SOFTWARE INC	03/18/13	06/28/13	855	943	(88)
2,100 TIDEWATER INC	03/26/10	03/18/13	100,201	98,757	1,444
1,400 TIFFANY & CO	08/08/12	06/10/13	109,695	81,707	27,988
2,000 TIFFANY & CO	08/08/12	06/11/13	155,039	116,725	38,315
145 TIFFANY & CO	06/06/13	09/16/13	11,564	11,278	286
500 TJX COS INC	10/03/11	12/13/12	21,184	13,709	7,475
200 TJX COS INC	10/03/11	09/16/13	11,016	5,484	5,533
140 TOSHIBA CORP	07/17/13	09/16/13	3,469	4,086	(617)
52 TOWERS WATSON & CO CL A	01/03/12	12/13/12	2,928	3,115	(187)
65 TOWERS WATSON & CO CL A	01/03/12	06/18/13	5,118	3,894	1,224
432 TOWERS WATSON & CO CL A	01/03/12	06/24/13	33,935	25,882	8,053
442 TOWERS WATSON & CO CL A	01/03/12	09/13/13	40,472	26,481	13,991
20 TOWERS WATSON & CO CL A	01/03/12	09/16/13	1,865	1,198	667
317 TOWERS WATSON & CO CL A	01/03/12	09/24/13	33,247	18,992	14,254
1,014 TOWERS WATSON & CO CL A	08/14/12	09/24/13	106,347	52,396	53,951
89 TOYOTA MOTOR CORP ADR	02/08/12	03/11/13	9,255	7,211	2,044
53 TOYOTA MOTOR CORP ADR	02/08/12	07/15/13	6,866	4,294	2,572
54 TOYOTA MOTOR CORP ADR	02/08/12	09/16/13	6,905	4,375	2,529
250 TRANSCANADA CORP	02/08/11	10/23/13	11,166	9,642	1,524
1,250 TRANSCANADA CORP	03/02/11	10/22/13	55,955	49,881	6,073
1,250 TRANSCANADA CORP	03/02/11	10/23/13	55,830	49,881	5,949
446 TRANSOCEAN LTD	07/17/03	09/20/13	20,408	8,641	11,767
2,352 2 TRANSOCEAN LTD	07/17/03	10/28/13	114,865	45,593	69,272
2,098 8 TRANSOCEAN LTD	07/18/03	10/28/13	102,490	41,793	60,697
1,399 2 TRANSOCEAN LTD	08/07/03	10/28/13	68,327	27,272	41,055
2,704 2 TRANSOCEAN LTD	07/17/03	09/20/13	123,792	130,861	(7,070)
1,427 1 TRANSOCEAN LTD	07/18/03	10/28/13	69,689	69,818	(129)
475 7 TRANSOCEAN LTD	08/07/03	10/28/13	23,230	23,050	180
40 TRIUMPH GROUP INC	03/18/13	06/28/13	3,181	3,120	61
200 T ROWE PRICE GROUP INC	10/03/11	09/16/13	14,511	9,505	5,007
384 TULLOW OIL PLC	11/01/11	03/11/13	3,575	4,223	(648)
317 TULLOW OIL PLC	11/01/11	07/15/13	2,623	3,486	(863)
436 TULLOW OIL PLC	11/01/11	09/16/13	3,715	4,795	(1,081)
1,452 TURKIYE GARANTI BANKASI ADR	04/12/13	07/15/13	5,872	7,798	(1,926)
130 TURKIYE GARANTI BANKASI ADR	04/12/13	09/16/13	507	698	(191)
70 UBS AG	08/06/13	09/16/13	1,471	1,421	51
724 ULTRATECH INC	06/28/13	10/31/13	17,532	26,643	(9,111)
250 ULTRATECH INC	07/15/13	10/31/13	6,054	9,152	(3,098)
297 ULTRATECH INC	07/18/13	10/31/13	7,192	9,212	(2,020)
281 ULTRATECH INC	07/18/13	10/31/13	6,805	9,524	(2,719)
89 ULTRATECH INC	07/18/13	10/31/13	2,155	2,932	(777)
363 ULTRATECH INC	07/19/13	10/31/13	8,790	10,869	(2,078)

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112 UNICHARM CORP SPON ADR	04/30/13	09/16/13	1,181	1,449	(269)
62 UNILEVER NV ADR	10/17/12	12/14/12	2,394	2,314	79
5,435 UNILEVER NV ADR	10/17/12	06/10/13	219,688	202,889	16,800
2,379 UNILEVER NV ADR	01/31/13	06/10/13	96,162	96,350	(188)
442 UNILEVER NV ADR	08/29/08	01/28/13	17,792	12,248	5,544
211 UNILEVER NV ADR	08/29/08	07/15/13	8,753	5,847	2,906
61 UNILEVER NV ADR	08/29/08	09/16/13	2,360	1,690	670
34 UNION PACIFIC CORP	10/05/11	12/14/12	4,249	2,917	1,331
55 UNION PACIFIC CORP	10/05/11	03/11/13	7,653	4,719	2,934
575 UNION PACIFIC CORP	10/05/11	06/09/13	87,077	49,339	37,738
1,268 UNION PACIFIC CORP	10/07/11	06/09/13	192,023	112,787	79,237
981 UNION PACIFIC CORP	07/31/12	06/09/13	148,561	121,180	27,380
100 UNION PACIFIC CORP	05/07/13	09/16/13	15,660	15,304	356
55 UNITEDHEALTH GROUP INC	06/16/10	12/14/12	2,991	1,736	1,255
37 UNITEDHEALTH GROUP INC	10/25/10	12/14/12	2,012	1,394	618
2,696 UNITEDHEALTH GROUP INC	10/25/10	01/30/13	151,027	101,608	49,418
110 UNITED OVERSEAS BANK LTD	01/20/12	01/28/13	3,344	2,952	392
190 UNITED OVERSEAS BANK LTD	01/20/12	03/11/13	6,046	5,100	946
1,727 UNITED OVERSEAS BANK LTD	01/20/12	04/18/13	57,587	46,352	11,235
116 UNITED OVERSEAS BANK LTD	01/20/12	07/15/13	3,881	3,113	768
90 UNITED OVERSEAS BANK LTD	01/20/12	09/16/13	3,015	2,416	599
500 UNITED TECHNOLOGIES CORP	10/03/11	12/13/12	40,104	34,967	5,137
2,000 UNITED THERAPEUTICS CORP	01/05/12	12/13/12	100,189	96,197	3,992
563 UNIVERSAL HEALTH SERVICES	06/29/12	01/29/13	31,689	24,357	7,332
469 UNIVERSAL HEALTH SERVICES	06/29/12	03/21/13	29,205	20,290	8,915
22 UNIVERSAL HEALTH SERVICES	06/29/12	09/16/13	1,586	952	635
551 UNIVERSAL HEALTH SERVICES	06/29/12	10/08/13	41,924	23,838	18,087
86 VALASSIS COMMUNICATIONS	12/13/11	12/13/12	2,344	1,848	496
4,182 VALASSIS COMMUNICATIONS	12/13/11	05/07/13	103,104	89,863	13,241
3,800 VALASSIS COMMUNICATIONS	01/03/11	03/18/13	111,116	124,539	(13,423)
6,325 VALE SA ADR	07/17/03	05/31/13	90,655	16,877	73,778
5,600 VALE SA ADR	07/17/03	06/03/13	82,279	14,942	67,337
1,160 VANGUARD TOTAL STK MKT IDX	03/09/07	12/13/12	84,968	81,272	3,696
1,000 VANGUARD TOTAL STK MKT IDX	03/09/07	03/08/13	80,338	70,062	10,276
710 VANGUARD TOTAL STK MKT IDX	03/09/07	06/17/13	59,946	49,744	10,202
2,450 VANGUARD TOTAL STK MKT IDX	03/09/07	09/13/13	215,483	171,652	43,831
4,775 VCA ANTECH INC	03/01/13	03/18/13	110,441	104,030	6,411
113 VECTREN CORP	12/13/11	12/13/12	3,337	3,232	106
878 VECTREN CORP	12/13/11	04/22/13	32,143	25,110	7,033
53 VECTREN CORP	12/13/11	06/18/13	1,817	1,516	301
18 VECTREN CORP	12/13/11	09/16/13	587	515	72
104 VERISK ANALYTICS INC CL A	06/06/13	09/16/13	6,841	6,034	807
334 VERISK ANALYTICS INC CL A	06/06/13	10/23/13	22,895	19,379	3,517
210 VERIZON COMMUNICATIONS	04/25/12	12/14/12	9,363	8,307	1,056
277 VERIZON COMMUNICATIONS	04/25/12	03/11/13	13,215	10,957	2,258
2,191 VERIZON COMMUNICATIONS	04/25/12	03/27/13	108,023	86,667	21,356
4,628 VERIZON COMMUNICATIONS	04/25/12	06/06/13	223,301	183,066	40,235
7,601 VERIZON COMMUNICATIONS	06/11/12	06/06/13	366,748	325,178	41,569
1,897 VERIZON COMMUNICATIONS	07/30/12	06/06/13	91,530	85,092	6,438
114 VERTEX PHARMACEUTICALS	06/11/12	03/11/13	5,973	6,834	(861)
1,174 VERTEX PHARMACEUTICALS	06/11/12	04/05/13	61,948	70,382	(8,434)
481 VERTEX PHARMACEUTICALS	06/11/12	04/22/13	39,494	28,836	10,658
1,505 VERTEX PHARMACEUTICALS	06/11/12	06/06/13	117,027	90,226	26,801
1,601 VERTEX PHARMACEUTICALS	06/29/12	06/06/13	124,492	88,598	35,894
3,724 VERTEX PHARMACEUTICALS	11/02/12	06/06/13	289,574	164,404	125,170
314 VF CORPORATION	07/14/10	12/06/12	48,423	23,853	24,570

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16	VF CORPORATION	07/14/10	12/14/12	2,390	1,215	1,174
342	VF CORPORATION	07/14/10	01/18/13	50,478	25,980	24,498
794	VF CORPORATION	10/28/10	01/18/13	117,192	66,284	50,908
100	VF CORPORATION	10/03/11	04/15/13	16,808	12,049	4,759
1,900	VF CORPORATION	10/03/11	08/28/13	353,619	228,939	124,680
400	VF CORPORATION	03/13/12	08/28/13	74,446	59,015	15,431
400	VF CORPORATION	03/19/12	08/28/13	74,446	59,352	15,094
246 224	VIRTUS EMERGING MARKETS	12/13/10	11/01/12	2,445	2,191	254
8,507 156	VIRTUS EMERGING MARKETS	12/13/10	03/08/13	89,155	75,714	13,441
663 080	VIRTUS EMERGING MARKETS	12/13/10	04/30/13	7,148	5,901	1,247
13,003 881	VIRTUS EMERGING MARKETS	12/13/10	06/17/13	130,689	115,735	14,954
659 172	VIRTUS EMERGING MARKETS	12/13/10	07/18/13	6,625	5,867	758
23,166 387	VIRTUS EMERGING MARKETS	12/13/10	09/13/13	221,239	206,181	15,058
642 848	VIRTUS EMERGING MARKETS	12/13/10	07/21/13	6,435	5,721	714
55	VISA INC	06/06/13	09/16/13	10,473	9,705	768
7,300	VISHAY INTERTECHNOLOGY	08/26/08	03/18/13	97,036	58,245	38,791
122	VMWARE INC CL A	06/06/13	09/16/13	10,799	8,420	2,379
444	VODAFONE GROUP PLC	06/20/08	01/28/13	12,029	12,728	(698)
4,122	VODAFONE GROUP PLC	06/20/08	02/15/13	107,580	118,162	(10,581)
3,692	VODAFONE GROUP PLC	07/01/09	02/15/13	96,358	72,500	23,858
67	VOLKSWAGEN AG SPON ADR	01/24/13	01/28/13	3,347	3,272	75
55	VOLKSWAGEN AG SPON ADR	01/24/13	09/16/13	2,686	2,686	1
412	WAGEWORKS INC	03/18/13	05/13/13	12,299	10,446	1,853
179	WAGEWORKS INC	03/18/13	06/21/13	5,615	4,539	1,077
149	WAGEWORKS INC	03/18/13	06/25/13	4,955	3,778	1,177
507	WAGEWORKS INC	03/18/13	08/12/13	21,330	12,855	8,475
200	WAL-MART STORES INC	11/06/12	04/15/13	15,760	14,709	1,051
8,198	WEATHERFORD INTL LTD	12/13/11	11/13/12	77,037	118,503	(41,466)
2,000	WEATHERFORD INTL LTD	04/26/12	11/13/12	18,794	29,497	(10,703)
1	WHITE MOUNTAIN INS GRP	05/22/13	09/16/13	573	604	(31)
28	WHITING PETROLEUM CORP	11/28/12	12/13/12	1,176	1,183	(7)
46	WHITING PETROLEUM CORP	11/28/12	09/16/13	2,457	1,943	514
887	WHITING PETROLEUM CORP	11/28/12	10/03/13	54,984	37,470	17,514
4,898	WHITING PETROLEUM CORP	05/30/13	06/06/13	247,214	214,010	33,204
750	WILLIAMS COMPANIES	09/30/11	08/08/13	26,499	15,079	11,420
400	WILLIAMS COMPANIES	09/20/12	09/16/13	14,307	13,534	773
313	WILLIS GROUP HOLDINGS LTD	06/19/08	01/28/13	10,956	10,443	513
138	WILLIS GROUP HOLDINGS LTD	06/19/08	03/11/13	5,240	4,604	636
1,219	WILLIS GROUP HOLDINGS LTD	06/19/08	06/03/13	47,610	40,671	6,939
1,700	WILLIS GROUP HOLDINGS LTD	06/20/08	06/03/13	66,396	57,493	8,904
1,027	WILLIS GROUP HOLDINGS LTD	06/23/08	06/03/13	40,111	34,671	5,440
447	WILLIS GROUP HOLDINGS LTD	06/23/08	06/07/13	17,638	15,091	2,547
2,686	WILLIS GROUP HOLDINGS LTD	12/17/08	06/07/13	105,985	65,988	39,997
1,101	WILLIS GROUP HOLDINGS LTD	02/19/09	06/07/13	43,444	25,719	17,725
1,507	WILLIS GROUP HOLDINGS LTD	09/28/11	06/07/13	59,464	51,638	7,826
58	WOODWARD INC	03/18/13	06/28/13	2,328	2,299	29
289	WPX ENERGY INC	03/20/13	06/18/13	5,882	4,760	1,122
120	XPO LOGISTICS INC	03/18/13	06/28/13	2,169	2,082	88
217	XPO LOGISTICS INC	03/18/13	07/18/13	5,034	3,764	1,270
525	YARA INTERNATIONAL ADR	07/17/03	09/17/13	21,640	2,625	19,015
300	YARA INTERNATIONAL ADR	07/18/03	09/17/13	12,366	1,485	10,881
750	YARA INTERNATIONAL ADR	07/22/03	09/17/13	30,915	3,735	27,180
56	ZEBRA TECHNOLOGIES CORP	12/13/11	12/13/12	2,198	2,093	105
504	ZEBRA TECHNOLOGIES CORP	12/13/11	01/29/13	20,915	18,840	2,075
54	ZEBRA TECHNOLOGIES CORP	12/13/11	06/18/13	2,471	2,019	452
33	ZEBRA TECHNOLOGIES CORP	12/13/11	09/16/13	1,484	1,234	250

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250,000 ALLSTATE CORP 6 2% DUE 5-16-14	11/18/10	12/13/12	268,865	287,855	(18,990)
250,000 ALLSTATE CORP 6 2% DUE 5-16-14	11/18/10	6/5/13	262,938	287,855	(24,918)
200,000 AMERICAN EXPRESS 5 875% DUE 5-02-13	06/02/08	12/13/12	203,950	201,150	2,800
250,000 AMERICAN EXPRESS 5 875% DUE 5-02-13	06/02/08	05/02/13	250,000	251,438	(1,438)
350,000 AT&T 1.6% DUE 2-15-17	02/09/12	12/13/12	354,673	350,084	4,589
350,000 AT&T 1.6% DUE 2-15-17	02/09/12	06/05/13	351,470	350,084	1,386
34 BEAR STEARNS CMS 4.945% DUE 2-11-41	03/10/05	11/12/12	34	34	(0)
50 BEAR STEARNS CMS 4 945% DUE 2-11-41	03/10/05	06/11/13	50	51	(0)
2,945 BEAR STEARNS CMS 4.945% DUE 2-11-41	03/10/05	06/13/13	2,931	2,962	(31)
250,000 BERKSHIRE HATHAWAY 4.85% DUE 1-15-15	08/31/11	12/13/12	271,590	279,628	(8,038)
250,000 BERKSHIRE HATHAWAY 4.85% DUE 1-15-15	08/31/11	03/17/13	266,903	279,628	(12,725)
388,000 BP CAPITAL MARKETS PLC CO 3 875% DUE 3-10-15	03/06/09	06/05/13	408,529	388,598	19,932
26,000 BURLINGTON NORTH SANTA FE 5.75% DUE 3-15-18	04/10/08	06/05/13	30,639	26,534	4,105
35,000 BURLINGTON NORTH SANTA FE 5.75% DUE 3-15-18	06/19/08	06/05/13	41,245	34,313	6,932
70,000 CATERPILLAR FINL SERV CORP 4 85% DUE 12-07-12	06/19/08	12/07/12	70,000	69,644	356
85,000 CONOCOPHILLIPS CO 5 625% DUE 10-15-16	11/30/06	06/05/13	97,756	87,015	10,741
35,000 CONOCOPHILLIPS CO 5 625% DUE 10-15-16	08/22/07	06/05/13	40,252	34,808	5,445
450,000 CONOCOPHILLIPS CO 4 6% DUE 1-15-15	02/16/11	12/13/12	487,112	488,480	(1,368)
250,000 CONOCOPHILLIPS CO 4 6% DUE 1-15-15	02/16/11	06/05/13	265,405	271,378	(5,973)
350,000 DEVON ENERGY CORP 6.3% DUE 1-15-19	12/03/10	12/13/12	435,096	419,153	15,943
50,000 DEVON ENERGY CORP 6.3% DUE 1-15-19	01/31/12	12/13/12	62,157	62,570	(413)
90,000 DEVON ENERGY CORP 6.3% DUE 1-15-19	01/31/12	03/13/13	108,337	112,625	(4,288)
105,000 DEVON ENERGY CORP 6 3% DUE 1-15-19	01/31/12	03/19/13	126,897	131,396	(4,499)
105,000 DEVON ENERGY CORP 6 3% DUE 1-15-19	01/31/12	04/09/13	127,154	131,396	(4,242)
300,000 GENERAL ELECTRIC CAP CORP 2.9% DUE 1-09-17	01/04/12	12/13/12	316,620	299,571	17,049
300,000 GENERAL ELECTRIC CAP CORP 2.9% DUE 1-09-17	09/17/12	06/05/13	313,314	318,309	(4,995)
50,000 GENERAL ELECTRIC CAP CORP 2.9% DUE 1-09-17	01/04/12	06/05/13	52,219	49,929	2,291
43,000 GOLDMAN SACHS GROUP 5.25% DUE 10-15-13	07/08/13	10/15/13	43,000	43,532	(532)
70,000 HEWLETT PACKARD 4.5% DUE 3-1-13	02/27/08	12/13/12	70,455	70,305	151
250,000 INTEL CORP 1 95% DUE 10-01-16	01/31/12	12/13/12	258,443	260,183	(1,740)
250,000 INTEL CORP 1 95% DUE 10-01-16	01/31/12	06/05/13	258,123	260,183	(2,060)
150,000 JP MORGAN CHASE & CO 6 3% DUE 4-23-19	08/31/11	12/13/12	184,592	173,330	11,262
300,000 JP MORGAN CHASE & CO 6.3% DUE 4-23-19	08/31/11	06/05/13	358,410	346,659	11,751
250,000 KRAFT FOODS INC 6.5% DUE 8-11-17	02/08/11	12/13/12	305,425	284,835	20,590
250,000 KRAFT FOODS INC 6 5% DUE 8-11-17	02/08/11	06/05/13	296,190	284,835	11,355
450,000 PROCTOR & GAMBLE CO 4 95% DUE 8-15-14	01/23/09	12/13/12	483,417	491,666	(8,249)
300,000 PROCTOR & GAMBLE CO 4 95% DUE 8-15-14	01/23/09	06/05/13	315,543	327,777	(12,234)
200,000 SYSCO CORP 5.25% DUE 2-12-18	02/15/08	06/05/13	232,518	201,076	31,442
90,000 TIME WARNER 4 75% DUE 3-29-21	03/14/13	06/05/13	99,718	101,059	(1,341)
105,000 TIME WARNER 4 75% DUE 3-29-21	03/14/13	06/05/13	116,338	118,958	(2,620)
206,000 UNITED PARCEL SERVICE 5.500% DUE 1-15-18	01/16/08	12/13/12	247,839	211,521	36,318
200,000 UNITED PARCEL SERVICE 5.500% DUE 1-15-18	01/16/08	06/05/13	235,144	205,360	29,784
325,000 US BANCORP 4 2% DUE 5-15-14	10/28/10	06/05/13	336,278	355,579	(19,302)
60,000 VALERO ENERGY CORP 6.125% DUE 6-15-17	05/22/08	12/13/12	71,556	59,152	12,404
390,000 VALERO ENERGY CORP 6.125% DUE 6-15-17	07/03/12	12/13/12	465,114	463,234	1,880
260,000 VALERO ENERGY CORP 6.125% DUE 6-15-17	07/03/12	06/05/13	304,213	308,823	(4,610)
60,000 VERIZON COMMUNICATIONS 5.25% DUE 4-15-13	04/16/08	04/15/13	60,000	61,061	(1,061)
350,000 WAL MART STORES 4 550% DUE 5-01-13	09/08/05	12/13/12	355,250	348,887	6,363
450,000 WALGREEN CO 5.25% DUE 1-15-19	01/23/09	12/13/12	528,593	453,461	75,132
300,000 WALGREEN CO 5.25% DUE 1-15-19	01/23/09	06/05/13	345,339	302,307	43,032
110,000 WELLS FARGO COMPANY 4 375% DUE 1-31-13	05/28/08	12/13/12	110,495	107,691	2,804
500,000 WESTERN UNION CO 5.93% DUE 10-01-16	09/30/10	12/13/12	549,160	584,535	(35,375)
1,018,000 US TREASURY NOTE DUE NOVEMBER 15, 2012 4%	VAR	11/15/12	1,018,000	1,092,753	(74,753)
516,000 US TREASURY NOTE DUE FEB 15, 2013 3 875%	08/18/11	12/13/12	519,385	544,301	(24,917)
1,000,000 US TREASURY NOTE DUE MAY 15, 2013 1.375%	05/16/12	12/13/12	1,005,348	1,011,488	(6,140)
110,000 US TREASURY NOTE DUE MAY 15, 2013 1 375%	05/16/12	05/15/13	110,000	111,264	(1,264)

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250,000	US TREASURY NOTE DUE SEP 30, 2013 3 125%	09/17/12	12/13/12	255,878	257,559	(1,681)
250,000	US TREASURY NOTE DUE SEP 30, 2013 3 125%	09/17/12	06/05/13	252,411	257,559	(5,148)
570,000	US TREASURY NOTE DUE NOVEMBER 30, 2013 2%	12/02/08	06/05/13	575,253	579,129	(3,876)
500,000	US TREASURY NOTE DUE MAY 31, 2014 2 25%	08/02/12	12/13/12	514,647	518,439	(3,792)
500,000	US TREASURY NOTE DUE MAY 31, 2014 2 25%	08/02/12	06/05/13	510,272	518,439	(8,167)
589,000	US TREASURY NOTE DUE FEBRUARY 15, 2015 4%	05/29/13	06/05/13	626,179	626,551	(372)
250,000	US TREASURY NOTE DUE FEBRUARY 15, 2016 4 5%	11/18/10	12/13/12	282,392	286,212	(3,820)
250,000	US TREASURY NOTE DUE FEBRUARY 15, 2016 4 5%	11/18/10	06/05/13	277,333	286,212	(8,879)
800,000	US TREASURY NOTE DUE JANUARY 31, 2017 875%	11/30/12	12/13/12	810,841	812,503	(1,662)
500,000	US TREASURY NOTE DUE JANUARY 31, 2017 .875%	11/30/12	06/05/13	503,455	507,814	(4,359)
123,000	US TREASURY NOTE DUE FEBRUARY 28, 2017 3%	07/26/12	06/05/13	133,483	136,843	(3,359)
350,000	US TREASURY NOTE DUE MAY 15, 2017 4 5%	05/24/07	06/05/13	401,145	339,609	61,536
353,000	US TREASURY NOTE DUE OCTOBER 31, 2017 75%	12/26/12	03/01/13	354,103	353,441	662
356,000	US TREASURY NOTE DUE OCTOBER 31, 2017 75%	12/26/12	03/04/13	357,029	356,445	584
96,000	US TREASURY NOTE DUE NOV 15, 2017 4 25%	06/16/08	12/13/12	112,623	95,933	16,691
104,000	US TREASURY NOTE DUE NOV 15, 2017 4 25%	07/24/08	12/13/12	122,009	105,718	16,290
328,000	US TREASURY NOTE DUE NOV 15, 2017 4 25%	VAR	06/05/13	376,405	368,448	7,956
513,000	US TREASURY NOTE DUE MAY 15, 2018 3 875%	03/21/12	12/13/12	597,182	586,044	11,138
237,000	US TREASURY NOTE DUE MAY 15, 2018 3.875%	08/07/12	12/13/12	275,891	277,569	(1,678)
200,000	US TREASURY NOTE DUE MAY 15, 2018 3 875%	08/07/12	03/21/13	229,796	234,235	(4,439)
300,000	US TREASURY NOTE DUE MAY 15, 2018 3 875%	08/07/12	06/05/13	341,812	351,353	(9,541)
55,000	US TREASURY NOTE DUE AUGUST 15, 2018 4%	10/08/08	06/05/13	63,271	57,639	5,633
358,000	US TREASURY NOTE DUE FEB 28, 2019 1.375%	12/26/12	08/09/13	354,504	366,055	(11,551)
475,000	US TREASURY NOTE DUE MAY 15, 2019 3 125%	10/14/11	12/13/12	538,121	518,902	19,219
412,000	US TREASURY NOTE DUE MAY 15, 2019 3.125%	10/14/11	06/05/13	457,061	450,079	6,981
242,000	US TREASURY NOTE DUE FEB 15, 2020 3 625%	06/18/13	06/27/13	270,076	275,540	(5,464)
598,000	US TREASURY NOTE DUE JULY 15, 2022 .125%	01/09/13	04/15/13	656,089	650,248	5,841
286,000	US TREASURY NOTE DUE FEBRUARY 15, 2023 2%	VAR	08/26/13	267,499	290,089	(22,589)
72,000	US TREASURY NOTE DUE JAN 15, 2025 2 375% INFL ID	01/09/13	04/15/13	118,816	118,717	99
17,000	US TREASURY NOTE DUE JAN 15, 2029 2 5% INFL IDX	12/27/12	04/15/13	25,830	26,436	(607)
565,000	US TREASURY NOTE DUE JAN 15, 2029 2.5% INFL IDX	12/27/12	08/09/13	764,808	878,611	(113,803)
165,000	FEDERAL HOME LOAN BK 4% DUE 9-6-2013	08/01/08	06/05/13	166,607	164,411	2,196
100,000	FANNIE MAE 4 625% DUE OCT 15, 2013	01/31/06	12/13/12	103,709	98,580	5,129
650,000	FANNIE MAE 4 625% DUE OCT 15, 2013	04/28/11	12/13/12	674,110	707,786	(33,676)
350,000	FANNIE MAE 4 625% DUE OCT 15, 2013	04/28/11	06/05/13	355,653	381,115	(25,463)
350,000	FEDERAL HOME LOAN BK 5 5% DUE 8-13-2014	08/02/07	06/05/13	371,966	355,091	16,876
500,000	FREDDIE MAC 4 75% DUE 11-17-2015	01/16/09	12/13/12	563,008	559,696	3,312
250,000	FREDDIE MAC 4.75% DUE 11-17-2015	01/16/09	06/05/13	276,298	279,848	(3,550)
345,000	FEDERAL HOME LOAN BK 4.875% DUE 5-17-2017	05/01/07	06/05/13	399,207	341,795	57,412
90,000	FEDERAL HOME LOAN BK 5% DUE 11-17-2017	07/03/08	06/05/13	105,568	90,744	14,824
27 30	FNMA PASS THRU 5% DUE 8-1-2035	01/09/13	02/28/13	27	27	0
18 40	FNMA PASS THRU 5% DUE 8-1-2035	01/09/13	03/25/13	18	18	0
27.00	FNMA PASS THRU 5% DUE 8-1-2035	01/09/13	04/25/13	27	27	0
26.97	FNMA PASS THRU 5% DUE 8-1-2035	01/09/13	05/28/13	27	27	0
21 95	FNMA PASS THRU 5% DUE 8-1-2035	01/09/13	06/25/13	22	22	0
23 88	FNMA PASS THRU 5% DUE 8-1-2035	01/09/13	07/25/13	24	24	0
21 13	FNMA PASS THRU 5% DUE 8-1-2035	01/09/13	08/26/13	21	21	0
349.98	FNMA PASS THRU 5% DUE 8-1-2035	01/09/13	08/21/13	375	393	(18)
19,101 11	FNMA PASS THRU 4.5% DUE 10-01-2041	01/10/13	02/28/13	19,101	19,101	0
23,995 09	FNMA PASS THRU 4.5% DUE 10-01-2041	01/10/13	03/25/13	23,995	23,995	0
6,795 58	FNMA PASS THRU 4.5% DUE 10-01-2041	01/10/13	04/25/13	6,796	6,796	0
18,465 68	FNMA PASS THRU 4.5% DUE 10-01-2041	01/10/13	05/28/13	18,466	18,466	0
12,631 69	FNMA PASS THRU 4 5% DUE 10-01-2041	01/10/13	06/25/13	12,632	12,632	0
6,457.41	FNMA PASS THRU 4.5% DUE 10-01-2041	01/10/13	07/25/13	6,457	6,457	0
14,834.06	FNMA PASS THRU 4 5% DUE 10-01-2041	01/10/13	08/26/13	14,834	14,834	0
8,391 51	FNMA PASS THRU 4.5% DUE 10-01-2041	01/10/13	09/25/13	8,392	8,392	0

THE FONDREN FOUNDATION
CAPITAL GAINS
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	DATE OF PURCHASE	DATE OF SALE	SALES PRICE	COST	GAIN (LOSS)
10,672 93 FNMA PASS THRU 4 5% DUE 10-01-2041	01/10/13	10/25/13	10,673	10,673	0
25,498 36 FNMA PASS THRU 4% DUE 3-01-2042	01/09/13	02/28/13	25,498	25,498	0
23,526 52 FNMA PASS THRU 4% DUE 3-01-2042	01/09/13	03/25/13	23,527	23,527	0
21,981 10 FNMA PASS THRU 4% DUE 3-01-2042	01/09/13	04/25/13	21,981	21,981	0
18,162 10 FNMA PASS THRU 4% DUE 3-01-2042	01/09/13	05/28/13	18,162	18,162	0
20,986 78 FNMA PASS THRU 4% DUE 3-01-2042	01/09/13	06/25/13	20,987	20,987	0
18,335 08 FNMA PASS THRU 4% DUE 3-01-2042	01/09/13	07/25/13	18,335	18,335	0
15,605 96 FNMA PASS THRU 4% DUE 3-01-2042	01/09/13	08/26/13	15,606	15,606	0
10,205 51 FNMA PASS THRU 4% DUE 3-01-2042	01/09/13	09/25/13	10,206	10,206	0
8,644 04 FNMA PASS THRU 4% DUE 3-01-2042	01/09/13	10/25/13	8,644	8,644	0
5,932 88 FNMA PASS THRU 3 5% DUE 10-01-2042	01/18/13	02/28/13	5,933	5,933	0
6,142 73 FNMA PASS THRU 3 5% DUE 10-01-2042	01/18/13	03/25/13	6,143	6,143	0
5,732 64 FNMA PASS THRU 3 5% DUE 10-01-2042	01/18/13	04/25/13	5,733	5,733	0
5,178 69 FNMA PASS THRU 3 5% DUE 10-01-2042	01/18/13	05/28/13	5,179	5,179	0
7,609 44 FNMA PASS THRU 3 5% DUE 10-01-2042	01/18/13	06/25/13	7,609	7,609	0
4,224 28 FNMA PASS THRU 3 5% DUE 10-01-2042	01/18/13	07/25/13	4,224	4,224	0
5,577 04 FNMA PASS THRU 3 5% DUE 10-01-2042	01/18/13	08/26/13	5,577	5,577	0
2,443.34 FNMA PASS THRU 3.5% DUE 10-01-2042	01/18/13	09/25/13	2,443	2,443	0
2,650 47 FNMA PASS THRU 3.5% DUE 10-01-2042	01/18/13	10/25/13	2,650	2,650	0
668 70 FNMA PASS THRU 3% DUE 1-01-2043	01/09/13	02/28/13	669	669	0
1,140 03 FNMA PASS THRU 3% DUE 1-01-2043	01/09/13	03/25/13	1,140	1,140	0
880.05 FNMA PASS THRU 3% DUE 1-01-2043	01/09/13	04/25/13	880	880	0
1,573.97 FNMA PASS THRU 3% DUE 1-01-2043	01/09/13	05/28/13	1,574	1,574	0
1,487 25 FNMA PASS THRU 3% DUE 1-01-2043	01/09/13	06/25/13	1,487	1,487	0
1,518 33 FNMA PASS THRU 3% DUE 1-01-2043	01/09/13	07/25/13	1,518	1,518	0
2,390 33 FNMA PASS THRU 3% DUE 1-01-2043	01/09/13	08/26/13	2,390	2,390	0
1,254 16 FNMA PASS THRU 3% DUE 1-01-2043	01/09/13	09/25/13	1,254	1,254	0
1,303 09 FNMA PASS THRU 3% DUE 1-01-2043	01/09/13	10/25/13	1,303	1,303	0
1,954 39 FNMA PASS THRU 5% DUE 2-01-2036	02/20/13	03/25/13	1,954	1,954	0
2,090 01 FNMA PASS THRU 5% DUE 2-01-2036	02/20/13	04/25/13	2,090	2,090	0
2,010.16 FNMA PASS THRU 5% DUE 2-01-2036	02/20/13	05/28/13	2,010	2,010	0
1,969 76 FNMA PASS THRU 5% DUE 2-01-2036	02/20/13	06/25/13	1,970	1,970	0
1,773 05 FNMA PASS THRU 5% DUE 2-01-2036	02/20/13	07/25/13	1,773	1,773	0
1,633 13 FNMA PASS THRU 5% DUE 2-01-2036	02/20/13	08/26/13	1,633	1,633	0
32,656 95 FNMA PASS THRU 5% DUE 2-01-2036	02/20/13	08/21/13	35,009	36,225	(1,216)
248 43 FNMA PASS THRU 4% DUE 3-01-2042	03/13/13	04/25/13	248	248	0
259 93 FNMA PASS THRU 4% DUE 3-01-2042	03/13/13	05/28/13	260	260	0
239.94 FNMA PASS THRU 4% DUE 3-01-2042	03/13/13	06/25/13	240	240	0
216.23 FNMA PASS THRU 4% DUE 3-01-2042	03/13/13	07/25/13	216	216	0
105 42 FNMA PASS THRU 4% DUE 3-01-2042	03/13/13	08/26/13	105	105	0
77 08 FNMA PASS THRU 4% DUE 3-01-2042	03/13/13	09/25/13	77	77	0
72 02 FNMA PASS THRU 4% DUE 3-01-2042	03/13/13	10/25/13	72	72	0
1,225.74 FNMA PASS THRU 4.5% DUE 5-01-2041	03/14/13	04/25/13	1,226	1,226	0
1,109 37 FNMA PASS THRU 4.5% DUE 5-01-2041	03/14/13	05/28/13	1,109	1,109	0
1,162.63 FNMA PASS THRU 4.5% DUE 5-01-2041	03/14/13	06/25/13	1,163	1,163	0
1,020 39 FNMA PASS THRU 4.5% DUE 5-01-2041	03/14/13	07/25/13	1,020	1,020	0
946.08 FNMA PASS THRU 4.5% DUE 5-01-2041	03/14/13	08/26/13	946	946	0
611 85 FNMA PASS THRU 4 5% DUE 5-01-2041	03/14/13	09/25/13	612	612	0
423 13 FNMA PASS THRU 4 5% DUE 5-01-2041	03/14/13	10/25/13	423	423	0
9,411 73 FNMA PASS THRU 5% DUE 6-01-2039	03/18/13	04/25/13	9,412	9,412	0
8,159 18 FNMA PASS THRU 5% DUE 6-01-2039	03/18/13	05/28/13	8,159	8,159	0
8,765 36 FNMA PASS THRU 5% DUE 6-01-2039	03/18/13	06/25/13	8,765	8,765	0
7,287 94 FNMA PASS THRU 5% DUE 6-01-2039	03/18/13	07/25/13	7,288	7,288	0
6,819.60 FNMA PASS THRU 5% DUE 6-01-2039	03/18/13	08/26/13	6,820	6,820	0
125,941.15 FNMA PASS THRU 5% DUE 6-01-2039	03/18/13	08/23/13	135,072	139,837	(4,765)
4,649 04 FNMA PASS THRU 5% DUE 7-01-2037	03/26/13	05/28/13	4,649	4,649	0

THE FONDREN FOUNDATION
CAPITAL GAINS
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	DATE OF PURCHASE	DATE OF SALE	SALES PRICE	COST	GAIN (LOSS)
4,551.63	03/26/13	06/25/13	4,552	4,552	0
4,330.21	03/26/13	07/25/13	4,330	4,330	0
3,706.72	03/26/13	08/26/13	3,707	3,707	0
79,717.86	03/26/13	08/21/13	85,460	87,944	(2,484)
449.46	03/26/13	05/28/13	449	449	0
637.11	03/26/13	06/25/13	637	637	0
581.69	03/26/13	07/25/13	582	582	0
474.23	03/26/13	08/26/13	474	474	0
7,595.07	03/26/13	08/21/13	8,142	8,421	(279)
11,248.32	04/12/13	05/28/13	11,248	11,248	0
8,259.70	04/12/13	06/25/13	8,260	8,260	0
7,360.05	04/12/13	07/25/13	7,360	7,360	0
9,381.91	04/12/13	08/26/13	9,382	9,382	0
65,258.96	04/12/13	08/23/13	69,990	72,002	(2,012)
3,486.23	04/12/13	09/25/13	3,486	3,486	0
2,512.99	04/12/13	10/25/13	2,513	2,513	0
376.17	04/26/13	05/28/13	376	376	0
456.38	04/26/13	06/25/13	456	456	0
561.75	04/26/13	07/25/13	562	562	0
277.84	04/26/13	08/26/13	278	278	0
281.47	04/26/13	09/25/13	281	281	0
153.71	04/26/13	10/25/13	154	154	0
596.83	06/17/13	07/25/13	597	597	0
729.59	06/17/13	08/26/13	730	730	0
16,580.84	06/17/13	08/21/13	17,775	18,022	(247)
92.73	07/11/13	08/26/13	93	93	0
82.23	07/11/13	09/25/13	82	82	0
61.26	07/11/13	10/25/13	61	61	0
14.07	07/11/13	08/26/13	14	14	0
14.29	07/11/13	09/25/13	14	14	0
137.67	07/11/13	10/25/13	138	138	0
1,392.73	07/18/13	08/26/13	1,393	1,393	0
29,935.87	07/18/13	08/21/13	32,092	32,361	(269)
29.80	08/13/13	09/25/13	30	30	0
33.18	08/13/13	10/25/13	33	33	0
31.21	08/13/13	09/25/13	31	31	0
29.07	08/13/13	10/25/13	29	29	0
59.83	08/27/13	09/25/13	60	60	0
45.53	08/27/13	10/25/13	46	46	0
11.38	09/17/13	10/25/13	11	11	0
176.43	09/19/13	10/25/13	176	176	0
333.92	09/27/13	10/25/13	334	334	0
1,501.80	06/25/13	07/15/13	1,502	1,502	0
2,035.67	06/25/13	08/15/13	2,036	2,036	0
1,711.60	06/25/13	09/16/13	1,712	1,712	0
1,860.52	06/25/13	10/15/13	1,861	1,861	0
24.92	09/17/13	10/15/13	25	25	0
82.56	09/19/13	10/15/13	83	83	0
130.30	09/19/13	10/15/13	130	130	0
321.81	02/22/05	11/15/12	322	327	(5)
713.11	02/22/05	12/17/12	713	724	(11)
277.96	02/22/05	01/15/13	278	282	(4)
371.42	02/22/05	02/15/13	371	377	(6)
236.31	02/22/05	03/15/13	236	240	(4)
698.49	02/22/05	04/15/13	698	709	(11)
281.28	02/22/05	05/15/13	281	286	(4)

THE FONDREN FOUNDATION
CAPITAL GAINS
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		DATE OF PURCHASE	DATE OF SALE	SALES PRICE	COST	GAIN (LOSS)
480 21	FEDERAL HOME LOAN MTG VAR RATE DUE 3-01-2035	02/22/05	06/17/13	480	488	(7)
21,296 10	FEDERAL HOME LOAN MTG VAR RATE DUE 3-01-2035	02/22/05	06/05/13	21,893	21,626	268
0 00	FEDERAL HOME LOAN MTG VAR RATE DUE 3-01-2035	02/22/05	07/15/13	66	0	66
75 81	FEDERAL HOME LOAN MTG VAR RATE DUE 6-01-2035	06/06/05	11/15/12	76	77	(1)
873.98	FEDERAL HOME LOAN MTG VAR RATE DUE 6-01-2035	06/06/05	12/17/12	874	885	(11)
49 49	FEDERAL HOME LOAN MTG VAR RATE DUE 6-01-2035	06/06/05	01/15/13	49	50	(1)
678 07	FEDERAL HOME LOAN MTG VAR RATE DUE 6-01-2035	06/06/05	02/15/13	678	687	(9)
62 84	FEDERAL HOME LOAN MTG VAR RATE DUE 6-01-2035	06/06/05	03/15/13	63	64	(1)
1,172.23	FEDERAL HOME LOAN MTG VAR RATE DUE 6-01-2035	06/06/05	04/15/13	1,172	1,187	(15)
694 87	FEDERAL HOME LOAN MTG VAR RATE DUE 6-01-2035	06/06/05	05/15/13	695	704	(9)
55 73	FEDERAL HOME LOAN MTG VAR RATE DUE 6-01-2035	06/06/05	06/17/13	56	56	(1)
18,733 14	FEDERAL HOME LOAN MTG VAR RATE DUE 6-01-2035	06/06/05	06/05/13	18,638	18,975	(338)
0 00	FEDERAL HOME LOAN MTG VAR RATE DUE 6-01-2035	06/06/05	07/15/13	638	0	638
76 41	FEDERAL HOME LOAN MTG VAR RATE DUE 2-01-2036	05/09/06	11/15/12	76	76	1
93 09	FEDERAL HOME LOAN MTG VAR RATE DUE 2-01-2036	05/09/06	12/17/12	93	92	1
1,635 04	FEDERAL HOME LOAN MTG VAR RATE DUE 2-01-2036	05/09/06	01/15/13	1,635	1,620	15
84.87	FEDERAL HOME LOAN MTG VAR RATE DUE 2-01-2036	05/09/06	02/15/13	85	84	1
954.88	FEDERAL HOME LOAN MTG VAR RATE DUE 2-01-2036	05/09/06	03/15/13	955	946	9
74.17	FEDERAL HOME LOAN MTG VAR RATE DUE 2-01-2036	05/09/06	04/15/13	74	74	1
1,651.30	FEDERAL HOME LOAN MTG VAR RATE DUE 2-01-2036	05/09/06	05/15/13	1,651	1,636	15
83.72	FEDERAL HOME LOAN MTG VAR RATE DUE 2-01-2036	05/09/06	06/17/13	84	83	1
30,603 23	FEDERAL HOME LOAN MTG VAR RATE DUE 2-01-2036	05/09/06	06/05/13	31,475	30,326	1,149
0 00	FEDERAL HOME LOAN MTG VAR RATE DUE 2-01-2036	05/09/06	07/15/13	82	0	82
98 47	FEDERAL NATL MTG ASSN VAR RATE DUE 1-01-2033	08/22/06	11/26/12	98	98	1
95.18	FEDERAL NATL MTG ASSN VAR RATE DUE 1-01-2033	08/22/06	12/26/12	95	94	1
132.98	FEDERAL NATL MTG ASSN VAR RATE DUE 1-01-2033	08/22/06	01/25/13	133	132	1
96 16	FEDERAL NATL MTG ASSN VAR RATE DUE 1-01-2033	08/22/06	02/25/13	96	95	1
760 99	FEDERAL NATL MTG ASSN VAR RATE DUE 1-01-2033	08/22/06	03/25/13	761	754	7
1,302 25	FEDERAL NATL MTG ASSN VAR RATE DUE 1-01-2033	08/22/06	04/25/13	1,302	1,291	12
1,331.64	FEDERAL NATL MTG ASSN VAR RATE DUE 1-01-2033	08/22/06	05/28/13	1,332	1,320	12
995.80	FEDERAL NATL MTG ASSN VAR RATE DUE 1-01-2033	08/22/06	06/25/13	996	987	9
21,929.35	FEDERAL NATL MTG ASSN VAR RATE DUE 1-01-2033	08/22/06	06/05/13	22,615	21,734	881
1,467.88	FEDERAL NATL MTG ASSN VAR RATE DUE 2-01-2035	03/08/05	11/26/12	1,468	1,480	(13)
829 72	FEDERAL NATL MTG ASSN VAR RATE DUE 2-01-2035	03/08/05	12/26/12	830	837	(7)
814 82	FEDERAL NATL MTG ASSN VAR RATE DUE 2-01-2035	03/08/05	01/25/13	815	822	(7)
80.44	FEDERAL NATL MTG ASSN VAR RATE DUE 2-01-2035	03/08/05	02/25/13	80	81	(1)
413 17	FEDERAL NATL MTG ASSN VAR RATE DUE 2-01-2035	03/08/05	03/25/13	413	417	(4)
1,854.35	FEDERAL NATL MTG ASSN VAR RATE DUE 2-01-2035	03/08/05	04/25/13	1,854	1,870	(16)
587.63	FEDERAL NATL MTG ASSN VAR RATE DUE 2-01-2035	03/08/05	05/28/13	588	593	(5)
74 39	FEDERAL NATL MTG ASSN VAR RATE DUE 2-01-2035	03/08/05	06/25/13	74	75	(1)
23,034.09	FEDERAL NATL MTG ASSN VAR RATE DUE 2-01-2035	03/08/05	06/05/13	23,754	23,232	522
119.65	FEDERAL NATL MTG ASSN VAR RATE DUE 4-01-2035	08/24/06	11/26/12	120	119	1
127 45	FEDERAL NATL MTG ASSN VAR RATE DUE 4-01-2035	08/24/06	12/26/12	127	126	1
137 28	FEDERAL NATL MTG ASSN VAR RATE DUE 4-01-2035	08/24/06	01/25/13	137	136	1
2,688 40	FEDERAL NATL MTG ASSN VAR RATE DUE 4-01-2035	08/24/06	02/25/13	2,688	2,663	26
112 93	FEDERAL NATL MTG ASSN VAR RATE DUE 4-01-2035	08/24/06	03/25/13	113	112	1
2,621.10	FEDERAL NATL MTG ASSN VAR RATE DUE 4-01-2035	08/24/06	04/25/13	2,621	2,596	25
1,706.76	FEDERAL NATL MTG ASSN VAR RATE DUE 4-01-2035	08/24/06	05/28/13	1,707	1,690	16
2,452 56	FEDERAL NATL MTG ASSN VAR RATE DUE 4-01-2035	08/24/06	06/25/13	2,453	2,429	23
35,016 37	FEDERAL NATL MTG ASSN VAR RATE DUE 4-01-2035	08/24/06	06/05/13	36,111	34,681	1,429
2,116.22	FEDERAL NATL MTG ASSN VAR RATE DUE 12-01-2035	01/18/06	11/26/12	2,116	2,115	1
1,563 97	FEDERAL NATL MTG ASSN VAR RATE DUE 12-01-2035	01/18/06	12/26/12	1,564	1,563	1
1,101 07	FEDERAL NATL MTG ASSN VAR RATE DUE 12-01-2035	01/18/06	01/25/13	1,101	1,100	1
758 23	FEDERAL NATL MTG ASSN VAR RATE DUE 12-01-2035	01/18/06	02/25/13	758	758	1
111 86	FEDERAL NATL MTG ASSN VAR RATE DUE 12-01-2035	01/18/06	03/25/13	112	112	0
1,101.81	FEDERAL NATL MTG ASSN VAR RATE DUE 12-01-2035	01/18/06	04/25/13	1,102	1,101	1

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FROM BRANDES NON-US SMALL CAP PORTFOLIO
36-7157059

**THE FONDREN FOUNDATION
US GOVERNMENT SECURITIES
YEAR ENDED OCTOBER 31, 2013**

	COST		MARKET VALUE		UNREALIZED GAIN(LOSS)
	FACE AMOUNT	AMOUNT	\$100 PRINCIPAL AMOUNT	AMOUNT	
U S TREASURY NOTES DUE					
OCTOBER 31, 2017 .75%	872,000	\$871,609	\$99 06	\$863,829	(\$7,780)
DECEMBER 31, 2019 1 125%	552,000	545,182	96.51	532,724	(12,458)
FEBRUARY 15, 2020 3 625%	258,000	293,757	111 54	287,771	(5,986)
AUGUST 15, 2021 2 125%	435,000	444,040	99 81	434,152	(9,888)
NOVEMBER 15, 2021 2%	418,000	428,461	98 38	411,241	(17,220)
MAY 15, 2022 1 75%	300,000	293,531	95 43	286,290	(7,241)
JULY 15, 2022 125% INFL IDX	68,000	69,863	100 55	68,377	(1,486)
FEBRUARY 15, 2023 2%	375,000	380,224	95 98	359,914	(20,310)
MAY 15, 2023 1 75%	291,000	272,403	93.35	271,654	(749)
JANUARY 15, 2025 2 375% INFL IDX	600,000	897,711	148 28	889,701	(8,010)
JANUARY 15, 2029 2 5% INFLATION IDX	330,000	513,171	134.28	443,120	(70,051)
FEDERAL FARM CREDIT BANK DUE 12-28-2015	410,000	410,000	99 96	409,820	(180)
ASSET BACKED SECURITIES					
FHLMC GOLD PASS THRU 2.5% DUE 5-01-2028	271,338.84	269,903	99 94	271,168	1,265
FNMA PASS THRU 5% DUE 6-01-2036	9,301 21	10,099	109 07	10,144	45
FHLMC GOLD PASS THRU 5% DUE 2-01-2039	6,824 83	7,399	108 15	7,381	(18)
FNMA PASS THRU 5% DUE 11-01-2040	90,085.54	100,014	108 94	98,141	(1,873)
FNMA PASS THRU 4 5% DUE 5-01-2041	29,887.27	32,787	107.06	31,998	(789)
FNMA PASS THRU 4% DUE 9-01-2041	12,795.38	13,847	105 37	13,483	(364)
FNMA PASS THRU 4 5% DUE 10-01-2041	348,281 07	385,484	107 06	372,877	(12,607)
FNMA PASS THRU 4% DUE 3-01-2042	7,331 75	7,877	105 37	7,726	(151)
FNMA PASS THRU 4% DUE 3-01-2042	622,579.68	677,075	105 37	656,037	(21,038)
FNMA PASS THRU 3 5% DUE 9-01-2042	8,570 89	8,572	102 62	8,795	223

**THE FONDREN FOUNDATION
US GOVERNMENT SECURITIES
YEAR ENDED OCTOBER 31, 2013**

	COST		MARKET VALUE		UNREALIZED GAIN(LOSS)
	FACE AMOUNT	AMOUNT	\$100 PRINCIPAL AMOUNT	AMOUNT	
FNMA PASS THRU 3 5% DUE 10-01-2042	497,303.10	530,782	102 59	510,173	(20,609)
FNMA PASS THRU 4% DUE 1-01-2043	7,188 59	7,437	105 37	7,575	138
FNMA PASS THRU 3% DUE 1-01-2043	353,814 63	370,072	98 62	348,918	(21,154)
FHLMC GOLD PASS THRU 3 5% DUE 3-01-2043	5,857.91	5,819	102 51	6,005	186
FHLMC GOLD PASS THRU 3% DUE 4-01-2043	5,835 64	5,525	97 03	5,662	137
FNMA PASS THRU 3 5% DUE 4-01-2043	17,794 03	18,014	102 59	18,254	240
FNMA PASS THRU 4% DUE 8-01-2043	31,591 73	33,129	105 37	33,289	160
FNMA PASS THRU 4% DUE 8-01-2043	31,894 64	32,955	105.37	33,609	654
FNMA PASS THRU 3% DUE 8-01-2043	7,926.51	7,701	98 62	7,817	116
FNMA PASS THRU 4% DUE 9-01-2043	16,801 74	17,469	105 37	17,705	236
FNMA PASS THRU 3 5% DUE 9-01-2043	4,971 73	4,947	102 59	5,100	153
		<u>\$7,966,859</u>		<u>\$7,730,450</u>	<u>(\$236,409)</u>

**THE FONDREN FOUNDATION
CORPORATE BONDS
YEAR ENDED OCTOBER 31, 2013**

	COST		MARKET VALUE		UNREALIZED GAIN (LOSS)
	PRINCIPAL AMOUNT	AMOUNT	\$100 PRINCIPAL AMOUNT	AMOUNT	
ALLSTATE CORP 7 45% DUE 5-16-19	45,000	\$56,938	\$126 72	\$57,025	\$87
AMERICAN EXPRESS 8 125% DUE 5-20-19	78,000	101,382	129 82	101,256	(126)
AT&T 2 5% DUE 8-15-15	98,000	101,028	102 96	100,904	(124)
BANK OF NEW YORK MELLON .7% DUE 10-23-15	81,000	80,848	100 08	81,061	213
BB&T CORP 3 2% DUE 3-15-16	112,000	117,893	104 98	117,574	(319)
BERKSHIRE HATHAWAY 2 2% DUE 8-15-16	83,000	86,278	103 89	86,225	(53)
BOTTLING GROUP LLC 6 95% DUE 3-15-14	96,000	100,556	102 44	98,346	(2,210)
CAPITAL ONE 07-A7 A7 5 75% DUE 7-15-20	166,000	195,815	116 08	192,686	(3,129)
CENTERPOINT 2005-A 5 17% DUE 8-01-19	162,000	178,308	108 96	176,515	(1,793)
COMERICA BANK 5 2% DUE 8-22-17	102,000	115,327	112 15	114,395	(932)
DUKE ENERGY 4.3% DUE 6-15-20	110,000	119,822	109 83	120,818	996
FLORIDA POWER & LIGHT 5 55% DUE 11-01-17	99,000	114,078	115 80	114,646	568
GENERAL ELECTRIC CAP CORP 5 625% DUE 9-15-17	64,000	72,522	114 82	73,484	962
GOLDMAN SACHS GROUP 5% DUE 10-01-14	40,000	41,633	103 93	41,570	(63)
HONEYWELL INTL 3 875% DUE 2-15-14	99,000	101,222	101 06	100,045	(1,177)
IBM CORP 7 625% DUE 10-15-18	78,000	99,598	127 13	99,161	(437)
JP MORGAN CHASE & CO 5 125% DUE 9-15-14	69,000	72,406	103.86	71,664	(742)
KIMBERLY-CLARK 6 125% DUE 8-01-17	85,000	99,739	117 09	99,529	(210)
JOHNSON & JOHNSON 5 55% DUE 8-15-17	86,000	99,829	116.56	100,242	413
METLIFE INC 5% DUE 6-15-15	41,000	44,343	106 72	43,754	(589)
METLIFE INC 6 817% DUE 8-15-18	47,000	58,274	121.44	57,078	(1,196)
NATIONAL RURAL UTILITIES 1% DUE 2-02-15	56,000	56,398	100 65	56,364	(34)
NORTHERN STATES 5 25% DUE 3-01-18	99,000	114,141	114 82	113,674	(467)
NORTHERN TRUST CORP 4.625% DUE 5-1-14	56,000	57,855	102 18	57,219	(636)
PNC FUNDING CORP 5 625% DUE 2-01-17	50,000	55,663	111.79	55,896	233

**THE FONDREN FOUNDATION
CORPORATE BONDS
YEAR ENDED OCTOBER 31, 2013**

	COST		MARKET VALUE		UNREALIZED GAIN (LOSS)
	PRINCIPAL AMOUNT	AMOUNT	\$100 PRINCIPAL AMOUNT	AMOUNT	
PNC FUNDING CORP 4 25% DUE 9-21-15	41,000	43,958	106 48	43,658	(300)
PRINCIPAL LIFE INC 5 55% DUE 4-27-15	56,000	60,732	107.06	59,954	(778)
PROCTOR & GAMBLE CO 1 45% DUE 8-15-16	100,000	102,228	101 96	101,958	(270)
PRUDENTIAL FINANCIAL INC 4.75% DUE 9-17-15	110,000	119,144	107 49	118,243	(901)
SLC STUDENT 2008-1 A4A 1 988% DUE 12-15-32	121,000	127,559	104 11	125,973	(1,586)
SLM STUDENT 08-5 2 001% DUE 7-25-23	77,000	80,657	104 43	80,413	(244)
SOUTH CAROLINA ELEC & GAS 5 25% DUE 11-01-18	99,000	114,167	115 71	114,552	385
STATE STREET CORP 4.956% DUE 3-15-18	38,000	42,070	110 60	42,027	(43)
SUNTRUST BANKS 6% DUE 9-11-17	50,000	57,437	114 84	57,420	(17)
TARGET CORP 5 375% DUE 5-01-17	86,000	97,695	114.09	98,121	426
UNITED PARCEL SERVICE 3.125% DUE 1-15-21	97,000	101,230	102 63	99,553	(1,677)
US BANCORP 3.442% DUE 2-01-16	111,000	116,718	104 72	116,235	(483)
UNITED TECHNOLOGIES CORP 1.8% DUE 6-01-17	94,000	95,102	101 92	95,808	706
WALT DISNEY COMPANY 1 1% DUE 12-01-17	88,000	87,042	98 85	86,990	(52)
		<u>\$3,587,635</u>		<u>\$3,572,036</u>	<u>(\$15,599)</u>

THE FONDREN FOUNDATION
MARKETABLE SECURITIES
YEAR ENDED OCTOBER 31, 2013

	COST		MARKET VALUE		UNREALIZED GAIN (LOSS)
	SHARES	AMOUNT	PER SHARE	AMOUNT	
ABBVIE INC	11,000	\$493,613	\$48 45	\$532,950	\$39,337
ACACIA RESH CORP	3,319	91,046	15.09	50,084	(40,962)
ACADIA HEALTHCARE CO INC	5,586	156,561	43 42	242,522	85,961
ACADIA PHARMACEUTICALS INC	8,363	59,548	22 73	190,049	130,501
ACCENTURE PLC	4,668	250,361	73 50	343,098	92,737
ACE LIMITED	21,464	1,698,548	95 44	2,048,524	349,976
AFLAC INC	6,100	238,550	64 98	396,378	157,828
AGL RESOURCES INC	3,298	131,060	47 86	157,842	26,782
AGRIUM INC	6,146	276,816	85 32	524,377	247,561
AKZO NOBEL NV ADR	12,933	244,586	24 49	316,729	72,143
ALLERGAN INC	6,386	620,423	90 61	578,635	(41,788)
ALLIANZ GLOBAL FIXED INCOME SER C	205,680	2,764,299	13 11	2,696,465	(67,834)
ALLIANZ GLOBAL FIXED INCOME SER M	228,630	2,553,325	10 86	2,482,922	(70,403)
ALLISON TRANSMISSION HOLDINGS INC	5,119	117,970	24 35	124,648	6,678
ALLOT COMMUNICATIONS LTD	6,046	84,276	13 48	81,500	(2,776)
ALTERA CORPORATION	9,500	331,322	33 61	319,248	(12,074)
AMAZON COM INC	3,575	836,551	364 03	1,301,407	464,856
AMERICAN FINANCIAL GROUP INC	2,845	103,455	56 26	160,060	56,605
AMERICAN TOWER CORP	12,616	959,848	79 35	1,001,080	41,232
AMERISOURCE BERGEN CORP	11,723	473,274	65 33	765,864	292,590
AON PLC CL A	3,462	225,534	79.09	273,810	48,276
APPROACH RESOURCES INC	1,878	54,028	28.15	52,866	(1,162)
ARKEMA SPON ADR	2,719	210,151	113 50	308,606	98,455
ARM HOLDINGS PLC	15,114	618,137	47 21	713,532	95,395
ASBURY AUTOMOTIVE GROUP	1,358	50,162	48 05	65,252	15,090
ASHLAND INC	1,639	104,660	92.55	151,689	47,029
ASML HOLDING NV	2,579	180,024	94 70	244,218	64,194
AT&T INC	9,600	281,946	36 20	347,520	65,574
ATHENAHEALTH INC	4,645	444,423	133.51	620,154	175,731
AVAGO TECHNOLOGIES LTD	2,734	96,880	45 43	124,206	27,326
AXA ADR	2,900	58,697	25 02	72,543	13,846
AXIAL CORP	1,539	64,275	38.89	59,852	(4,423)
BABCOCK & WILCOX CO	3,850	122,654	32 21	124,008	1,354
BAIDU INC ADR	1,091	125,503	160 80	175,432	49,929
BALLY TECHNOLOGIES INC	985	50,312	73.14	72,043	21,731
BANK NOVA SCOTIA	2,934	155,781	60.77	178,299	22,518
BASF SE ADR	6,485	354,574	104 09	675,005	320,431
BAXTER INTERNATIONAL INC	9,200	580,100	65 87	606,004	25,904
BAYER AG SPON ADR	1,552	168,225	124 70	193,534	25,309
BCE INC	13,850	533,684	43.53	602,890	69,206
BEACON ROOFING SUPPLY INC	1,561	59,809	34 68	54,135	(5,674)
BELDEN INC	1,167	58,279	67 26	78,492	20,213
BHP BILLITON LTD ADR	11,550	140,680	70.69	816,470	675,790
BILL BARRETT CORP	5,012	108,573	27 67	138,682	30,109
BIOMARIN PHARMACEUTICAL INC	8,678	504,131	62 88	545,629	41,498
BOISE CASCADE CO	2,792	86,092	25.61	71,503	(14,589)
BOK FINANCIAL CORP	1,814	99,139	61 23	111,071	11,932
BRAMBLES LTD	13,024	202,021	17 64	229,743	27,722
BRANDES NON U S SMALL CAP PORTFOLIO II		5,499,865		11,429,037	5,929,172.00

THE FONDREN FOUNDATION
MARKETABLE SECURITIES
YEAR ENDED OCTOBER 31, 2013

	COST		MARKET VALUE		UNREALIZED GAIN (LOSS)
	SHARES	AMOUNT	PER SHARE	AMOUNT	
BROADSOFT INC	1,912	52,390	32.72	62,561	10,171
BROOKFIELD ASSET MANAGEMENT INC	4,875	52,114	39.58	192,953	140,839
BRITISH AMERICAN TOBACCO ADR	4,775	308,660	110.49	527,590	218,930
BUNGE LTD	2,050	142,359	82.13	168,367	26,008
BUNZL PLC SPON ADR	3,667	216,321	110.86	406,524	190,203
CANADIAN NATIONAL RAILWAY	5,100	325,895	109.93	560,643	234,748
CANADIAN NATURAL RESOURCES	5,925	204,353	31.75	188,119	(16,234)
CANADIAN PACIFIC RAILWAY LTD	9,175	815,111	143.07	1,312,667	497,556
CANON INC ADR	4,338	157,623	31.57	136,951	(20,672)
CARLISLE COMPANIES INC	1,517	66,105	72.68	110,256	44,151
CASELLA WASTE SYS INC	15,070	65,831	5.91	89,064	23,233
CATERPILLAR INC	3,700	323,244	83.36	308,432	(14,812)
CELGENE CORP	4,394	532,849	148.49	652,465	119,616
CENOVUS ENERGY INC	4,502	150,147	29.72	133,799	(16,348)
CERNER CORP	18,723	912,775	56.03	1,049,050	136,275
CEVA INC	3,779	60,193	14.33	54,153	(6,040)
CHECKPOINT SOFTWARE TECH LTD	6,704	310,068	58.02	388,966	78,898
CHEVRON CORPORATION	10,600	983,996	119.96	1,271,576	287,580
CHILDRENS PL RETAIL STORES INC	1,259	59,591	54.59	68,729	9,138
CHINA MOBILE LTD SPON ADR	6,536	325,222	52.02	340,003	14,781
CIELO SA SPON ADR	5,476	123,442	30.71	168,168	44,726
CINEMARK HOLDINGS INC	2,749	76,614	32.81	90,195	13,581
CISCO SYSTEMS INC	21,000	404,250	22.56	473,760	69,510
CLEAN HARBORS INC	1,725	97,054	61.75	106,519	9,465
CNOOC LTD ADR	775	156,432	202.31	156,790	358
COCA-COLA COMPANY	10,300	392,838	39.57	407,571	14,733
COHERENT INC	1,580	90,820	66.19	104,580	13,760
COLGATE-PALMOLIVE CO	9,000	411,469	64.73	582,570	171,101
COMCAST CORP	13,500	540,344	47.60	642,600	102,256
COMMERCE BANCSHARES INC	9,710	325,373	46.01	446,757	121,384
COMMUVault SYSTEMS INC	1,016	81,486	78.08	79,329	(2,157)
COMPAGNIE FINANCIERE RICHEMONT SA	17,687	179,986	10.20	180,407	421
CONOCOPHILLIPS	9,100	491,644	73.33	667,303	175,659
CORE LABORATORIES INC	525	73,413	187.22	98,291	24,878
CORNERSTONE ONDEMAND INC	2,945	98,523	47.37	139,505	40,982
CORRECTIONS CORP AMER	3,487	117,355	37.00	129,019	11,664
CORUS ENTMT INC CL B	7,915	138,139	23.14	183,171	45,032
COSTCO WHOLESALE CORP	9,152	889,030	118.00	1,079,936	190,906
COVIDIEN PLC	7,000	354,435	64.11	448,770	94,335
CULLEN FROST BANKERS INC	7,400	407,489	70.79	523,846	116,357
CUMMINS INC	4,950	644,025	127.02	628,749	(15,276)
CVS CAREMARK CORP	7,930	408,971	62.26	493,722	84,751
CYRUSONE INC	3,808	80,553	19.49	74,218	(6,335)
DAIHATSU MOTOR CO LTD	4,243	170,224	39.00	165,477	(4,747)
DENBURY RESOURCES INC	8,519	130,719	18.99	161,776	31,057
DEUTSCHE BOERSE AG	31,340	208,280	7.49	234,737	26,457
DEXCOM INC	3,930	64,047	28.73	112,909	48,862
DIAGEO PLC	4,925	423,461	127.59	628,381	204,920
DORMAN PRODUCTS INC	1,104	54,062	48.61	53,665	(397)

THE FONDREN FOUNDATION
MARKETABLE SECURITIES
YEAR ENDED OCTOBER 31, 2013

	COST		MARKET VALUE		UNREALIZED GAIN (LOSS)
	SHARES	AMOUNT	PER SHARE	AMOUNT	
DOVER CORP	4,200	330,628	91 79	385,518	54,890
DOW CHEMICAL COMPANY	20,000	546,026	39 47	789,400	243,374
DRIL-QUIP INC	2,190	234,970	117 42	257,150	22,180
DST SYSTEMS INC	1,850	88,651	84 77	156,824	68,173
EI DUPONT DE NEMOURS AND COMPANY	12,000	473,237	61 20	734,400	261,163
EATON CORP PLC	16,926	893,068	70 56	1,194,299	301,231
EATON VANCE CORP	3,825	120,574	41 81	159,923	39,349
EINSTEIN NOAH RESTAURANT GROUP	2,609	37,734	17.84	46,545	8,811
EMERSON ELECTRIC CO	5,190	236,275	66 97	347,574	111,299
ENBRIDGE INC	2,321	106,251	43 39	100,708	(5,543)
ENDOLOGIX INC	5,617	86,574	18 07	101,499	14,925
ENSIGN ENERGY SERVICES INC	1,650	11,315	17.09	28,195	16,880
ENTERGY CORP	2,240	147,062	64 72	144,973	(2,089)
EPAM SYSTEMS INC	1,823	57,350	37 47	68,308	10,958
EQUINIX INC	4,168	834,832	161 25	672,098	(162,734)
ERICSSON TEL - SP ADR	24,690	289,799	11 99	295,910	6,111
ESSEX PROPERTY TRUST	3,300	503,922	161 00	531,300	27,378
EUTELSAT COMMUNICATIONS	31,332	236,776	7 86	246,270	9,494
EVERCORE PARTNERS INC CL A	1,420	61,925	50.47	71,667	9,742
EXELIS INC	10,945	109,430	16 49	180,483	71,053
EXPEDITORS INTL WASH INC	3,964	153,968	45.29	179,530	25,562
EXPERIAN PLC ADR	12,258	94,480	20.44	250,554	156,074
EXXON MOBIL CORPORATION	265,024	510,968	89 62	23,751,451	23,240,483
FANUC CORP	13,408	362,990	26.74	358,530	(4,460)
FASTENAL CO	13,895	667,153	49 83	692,388	25,235
FIFTH THIRD BANCORP	7,378	95,975	19 04	140,440	44,465
FINANCIAL ENGINES INC	2,084	72,683	55 87	116,433	43,750
FORD MOTOR COMPANY	29,000	288,200	17.11	496,190	207,990
FORTINET INC	3,468	60,473	20.13	69,811	9,338
FRANCESCAS HOLDINGS CORP	3,250	81,207	17 98	58,435	(22,772)
FULLER HB CO	1,867	70,124	47 87	89,373	19,249
FULTON FINANCIAL CORP	10,931	103,330	12 21	133,468	30,138
GENERAL ELECTRIC COMPANY	24,000	432,586	26 14	627,360	194,774
GENERAL MILLS INC	5,000	243,958	50 42	252,100	8,142
GENESEE & WYOMING INC	771	71,610	99.84	76,977	5,367
GIVAUDAN ADR	15,877	260,117	28 46	451,859	191,742
GLAXOSMITHKLINE PLC ADR	10,000	441,894	52.63	526,300	84,406
GOOGLE INC CL A	1,704	1,239,901	1,030.58	1,756,108	516,207
GREAT PLAINS ENERGY INC	4,276	88,549	23 44	100,229	11,680
GREIF INC CL A	2,980	134,597	53.49	159,400	24,803
GRUPO FINANCIERO BANORT SAB DE CV ADR	4,348	173,557	31.75	138,049	(35,508)
HAIN CELESTIAL GROUP INC	1,191	68,415	83.19	99,073	30,658
HARLEY DAVIDSON INC	8,000	464,809	64 04	512,320	47,511
HENKEL AG & CO	3,626	361,258	108 17	392,224	30,966
HEXCEL CORP	2,365	21,853	42 31	100,063	78,210
HIBBETT SPORTS INC	1,282	70,867	58 46	74,946	4,079
HMS HLDGS CORP	2,204	64,869	21 16	46,626	(18,243)
HOLLYFRONTIER CORP	17,000	752,697	46 06	783,020	30,323
HOLOGIC INC	4,865	95,949	22 38	108,854	12,905

THE FONDREN FOUNDATION
MARKETABLE SECURITIES
YEAR ENDED OCTOBER 31, 2013

	COST		MARKET VALUE		UNREALIZED GAIN (LOSS)
	SHARES	AMOUNT	PER SHARE	AMOUNT	
HONEYWELL INTERNATIONAL INC	5,000	276,846	86 73	433,650	156,804
HUB GROUP INC CL A	2,159	87,349	36 73	79,300	(8,049)
HURON CONSULTING GROUP INC	1,856	73,073	58 57	108,706	35,633
ICAP PLC SPON ADR	9,243	106,460	12 47	115,260	8,800
ICICI BANK LTD SPON ADR	3,922	175,607	37 32	146,369	(29,238)
IMPERVA INC	2,180	86,384	38 34	83,581	(2,803)
IND & COMM BK OF UNS ADR	13,556	191,878	13 91	188,564	(3,314)
INFOBLOX INC	1 940	42,737	44.45	86,233	43,496
INFORMATICA CORP	1,933	72,096	38 60	74,614	2,518
INGERSOLL-RAND PLC	7,800	240,356	67.53	526,734	286,378
INSULET CORP	2,151	51,647	39.07	84,040	32,393
INTL BUSINESS MACHINES	4,100	653,699	179 21	734,761	81,062
INTL FLAVORS & FRAGRANCES	1,347	73,003	82 65	111,330	38,327
INTERXION HOLDING NV	2,488	63,418	22 46	55,880	(7,538)
JARDINE MATHESON HLDGS LTD	5,222	345,478	54 44	284,286	(61,192)
JIVE SOFTWARE INC	7,092	110,985	10.92	77,409	(33,576)
JOHNSON & JOHNSON	17,000	985,013	92 61	1,574,370	589,357
JONES LANG LASALLE INC	1,816	156,988	95 20	172,883	15,895
JP MORGAN CHASE & CO	8,000	405,752	51 54	412,320	6,568
JULIUS BAER GROUP LTD SPON ADR	14,419	136,903	9 69	139,720	2,817
KINDER MORGAN INC	9,600	315,420	35.31	338,976	23,556
KLA-TENCOR CORP	2,291	117,820	65.60	150,290	32,470
KONINKLIJKE AHOLD ADR	22,522	258,161	19.03	428,594	170,433
KRISPY KREME DOUGHNUTS	2,899	40,739	24.26	70,330	29,591
KROGER COMPANY	2,864	65,730	42 84	122,694	56,964
LENDER PROCESSING SERVICES INC	3,277	73,279	34 52	113,122	39,843
LINDE AG SPON ADR	23,282	312,720	18 93	440,728	128,008
LINKEDIN CORP CL A	2,939	488,663	223.67	657,366	168,703
L'OREAL CO ADR	6,715	148,511	34 27	230,123	81,612
LOWES COMPANIES INC	10,800	310,161	49.78	537,624	227,463
LYONDELLBASELL INDUSTRIES AF SCA CL A	7,000	471,759	74 60	522,200	50,441
MACY'S INC	2,500	112,833	46 11	115,275	2,442
MADDEN STEVE LTD	2,062	66,387	36 68	75,634	9,247
MAGELLAN HEALTHCARE SVCS INC	1,868	100,880	58.70	109,652	8,772
MAGNUM HUNTER RESOURCES CORP	18,102	74,171	7.13	129,067	54,896
MALLINCKRODT PLC	875	33,955	42 01	36,759	2,804
MANITOWOC COMPANY INC	2,997	60,250	19.46	58,322	(1,928)
MANULIFE FINANCIAL CORP	4,450	138,826	17 70	78,765	(60,061)
MARKEL CORP	264	111,011	529.67	139,833	28,822
MCDONALDS CORP	4,100	367,000	96 52	395,732	28,732
MEAD JOHNSON NUTRITION CO	5,389	426,264	81 66	440,066	13,802
MEDIVATION INC	1,157	51,691	59 86	69,258	17,567
MELLANOX TECHNOLOGY LTD	2,246	84,226	36.29	81,507	(2,719)
MICROCHIP TECHNOLOGY INC	14,900	530,608	42.96	640,104	109,496
MICROSOFT CORP	16,000	431,680	35 41	566,480	134,800
MID-AMER APT COMMUNITIES REIT INC	2,396	145,602	66 40	159,094	13,492
MINDRAY MEDICAL INTL LTD	4,651	180,020	37 61	174,924	(5,096)
MULTIMEDIA GAMES HOLDING CO	2,196	79,863	32 51	71,392	(8,471)
NABORS INDUSTRIES LTD	22,850	572,633	17 48	399,418	(173,215)

THE FONDREN FOUNDATION
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	COST		MARKET VALUE		UNREALIZED GAIN (LOSS)
	SHARES	AMOUNT	PER SHARE	AMOUNT	
NATIONAL OILWELL VARCO INC	11,879	671,866	81 18	964,337	292,471
NESTLE SA SPON ADR	9,300	419,726	72 33	672,685	252,959
NEW GOLD INC	26,114	255,088	5 85	152,767	(102,321)
NEXTERA ENERGY INC	3,400	223,126	84 75	288,150	65,024
NIELSEN HOLDINGS NV	3,766	137,081	39 44	148,531	11,450
NIKE INC CL B	7,600	371,665	75 76	575,776	204,111
NOBLE CORP BAAR NAMEN-AKT	22,740	807,320	37 70	857,298	49,978
NOKIAN TYRES OYJ	7,590	173,549	25 28	191,875	18,326
NORDEA BANK AB SPON ADR	30,076	324,770	12 90	387,980	63,210
NOVARTIS AG ADR	16,854	913,397	77 55	1,307,028	393,631
NUCOR CORP	6,700	293,266	51.77	346,859	53,593
OCCIDENTAL PETROLEUM CORP	15,500	1,371,744	96 08	1,489,240	117,496
OCEANEERING INTL INC	6,626	467,577	85 88	569,041	101,464
OMNICOM GROUP	2,536	126,421	68 11	172,727	46,306
ON ASSIGNMENT INC	1,989	48,073	33 79	67,208	19,135
ORACLE CORPORATION	13,900	448,557	33 50	465,650	17,093
PAPA JOHNS INTL INC	1,042	65,408	75 67	78,848	13,440
PARKER-HANNIFIN CORP	3,200	335,520	116 72	373,504	37,984
PARTNER COMMUNICATIONS CO LTD SPON ADR	29,550	125,177	8 12	239,946	114,769
PARTNERRE LTD	2,525	183,484	100 21	253,030	69,546
PATTERSON COMPANIES INC	2,150	63,111	42 51	91,396	28,285
PENTAIR LTD	7,700	440,674	67 09	516,593	75,919
PEPSICO INC	6,600	421,415	84.09	554,994	133,579
PEOPLE'S UNITED FINANCIAL	8,536	106,280	14 44	123,217	16,937
PERKINELMER INC	2,401	44,748	38 04	91,334	46,586
PERNOD-RICARD SA	10,009	200,730	24.15	241,717	40,987
PFIZER INC	17,000	381,830	30 69	521,645	139,815
PHILIP MORRIS INTL INC	7,800	569,067	89.12	695,136	126,069
PIMCO UNCONSTRAINED BOND FUND	501,522.636	5,722,191	11 25	5,642,130	(80,061)
PIONEER ENERGY SERVICES CORP	7,447	65,625	8 40	62,555	(3,070)
PLUM CREEK TIMBER CO INC	3,718	149,364	45.40	168,797	19,433
PNC FINANCIAL SERVICES GROUP	8,200	543,371	73 53	602,946	59,575
POTASH CORP OF SASKATCHEWAN INC	18,450	64,869	31 10	573,795	508,926
PRAXAIR INC	9,204	1,014,361	124.71	1,147,831	133,470
PRECISION CASTPARTS CORP	3,842	626,217	253.45	973,755	347,538
PRICELINE COM INC	747	593,275	1,053 83	787,211	193,936
PROCTER & GAMBLE CO	3,900	258,460	80 75	314,925	56,465
PROOFPOINT INC	4,740	83,774	31 64	149,974	66,200
PUBLICIS GROUP SA SPON ADR	11,305	204,050	20.89	236,161	32,111
QLIK TECHNOLOGIES INC	3,756	102,770	25 32	95,102	(7,668)
QUALCOMM INC	28,839	1,716,453	69 49	2,004,022	287,569
QUALYS INC	2,104	47,035	20 80	43,763	(3,272)
QUESTAR CORP	21,970	382,622	23 66	519,810	137,188
RANGE RESOURCES CORP	6,690	413,431	75 71	506,500	93,069
RED ROBIN GOURMET BURGERS INC	2,051	98,354	76.18	156,245	57,891
REED ELSEVIER PLC	7,444	285,361	56 18	418,204	132,843
RESPONSYS INC	4,406	70,318	16 34	71,994	1,676
RESTORATION HARDWARE HOLDINGS INC	962	34,192	69 74	67,090	32,898
RIO TINTO PLC ADR	9,875	265,092	50.70	500,663	235,571

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	COST		MARKET VALUE		UNREALIZED GAIN (LOSS)
	SHARES	AMOUNT	PER SHARE	AMOUNT	
ROBERT HALF INTL INC	7,100	192,333	38 53	273,563	81,230
ROCHE HOLDINGS LTD ADR	9,847	348,266	69 34	682,791	334,525
RYMAN HOSPITALITY PPTYS	3,703	154,036	36.91	136,678	(17,358)
SABMILLER PLC ADR	5,219	260,936	52 25	272,693	11,757
SAFRAN SA	3,155	124,835	64 14	202,362	77,527
SALESFORCE COM	22,470	857,773	53 36	1,198,999	341,226
SANOFI ADR	14,300	669,164	53 48	764,764	95,600
SAP AG SPON ADR	3,170	143,171	78 35	248,369	105,198
SBERBANK RUSSIA SPON ADR	19,237	226,491	12 77	245,656	19,165
SCHLUMBERGER LTD	24,725	1,343,565	93 72	2,317,227	973,662
SCHNEIDER ELECTRIC SA	28,707	363,444	16 85	483,713	120,269
CHARLES SCHWAB CORP	19,164	366,832	22 65	434,065	67,233
SEMTECH CORP	1,776	61,924	31 11	55,251	(6,673)
SGS SOC GEN SURVEILLANCE ADR	17,893	240,386	23 42	419,054	178,668
SHFL ENTERTAINMENT INC	3,190	53,863	23 18	73,944	20,081
SIGMA ALDRICH CORP	1,063	68,059	86.43	91,875	23,816
SILVER WHEATON CORP	23,104	540,539	22 67	523,768	(16,771)
SIRONA DENTAL SYSTEMS INC	1,233	86,055	72 25	89,084	3,029
SODEXHO SPON ADR	3,917	227,191	97.30	381,124	153,933
SOFTBANK CORP ADR	8,724	130,471	38.05	331,948	201,477
SONOVA HOLDING	7,846	183,082	26 08	204,624	21,542
SPECTRANETICS CORP	4,031	73,881	20 89	84,208	10,327
SPLUNK INC	8,934	382,849	62.71	560,251	177,402
SS&C TECHNOLOGIES HLDGS	2,986	85,552	39 30	117,350	31,798
STARBUCKS CORP	12,430	619,657	81.05	1,007,451	387,794
SUNCOR ENERGY INC	14,375	647,557	36 35	522,531	(125,026)
SVENSKA CELLULOSA AB ADR	6,922	125,040	28.47	197,069	72,029
SYNCHRONOSS TECHNLS INC	3,330	103,721	34 62	115,285	11,564
SYNGENTA AG ADR	1,800	142,869	80 75	145,350	2,481
SYNOPSYS CORP	4,419	126,394	36.42	160,940	34,546
TALISMAN ENERGY INC	3,100	35,826	12.48	38,688	2,862
TARGET CORP	8,000	486,210	64 79	518,320	32,110
TECK RESOURCES LTD	10,225	282,237	26 74	273,417	(8,820)
TENARIS SA ADR	15,205	162,708	46.81	711,746	549,038
TFS CAP INVESTMENT TRUST	587,221.436	8,990,467	16 19	9,507,115	516,648
THORATEC CORPORATION	2,531	90,120	43 21	109,365	19,245
TIBCO SOFTWARE INC	4,910 000	114,672	24 56	120,590	5,918
TIFFANY & CO	7,617	591,627	79.17	603,038	11,411
TILE SHOP HOLDINGS INC	1,958	58,550	22 33	43,722	(14,828)
TITAN MACHINERY INC	3,399	97,698	17 65	59,992	(37,706)
TJX COS INC	17,600	697,187	60 79	1,069,904	372,717
TOSHIBA CORP	6,017	175,616	25 65	154,336	(21,280)
TOYOTA MOTOR CORP ADR	3,631	343,019	129.42	469,924	126,905
TRANSCANADA CORP	7,500	299,288	45 11	338,325	39,037
TRIUMPH GROUP INC	1,279	99,536	71 65	91,640	(7,896)
T ROWE PRICE GROUP INC	7,800	448,452	77.41	603,798	155,346
TULLOW OIL PLC	17,021	186,617	7 50	127,657	(58,960)
TURKIYE GARANTI BANKASI ADR	31,981	171,764	4 05	129,523	(42,241)
UBS AG	10,742	249,627	19 36	207,965	(41,662)

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	COST		MARKET VALUE		UNREALIZED GAIN (LOSS)
	SHARES	AMOUNT	PER SHARE	AMOUNT	
UNICHARM CORP SPON ADR	13,975	180,195	12 92	180,557	362
UNILEVER NV ADR	20,687	620,094	39 72	821,688	201,594
UNION PACIFIC CORP	5,100	802,671	151 40	772,140	(30,531)
UNITED OVERSEAS BANK LTD SPON ADR	4,954	140,314	33 77	167,297	26,983
UNITED TECHNOLOGIES CORP	8,800	432,146	106 25	935,000	502,854
UNIVERSAL HEALTH SERVICES INC	1,348	58,589	80 56	108,595	50,006
US BANCORP	18,500	607,111	37 36	691,160	84,049
VALE SA ADR	24,425	65,090	16 02	391,166	326,076
VALMONT IND INC	1,036	143,132	140.50	145,558	2,426
VANGUARD TOTAL STOCK MARKET ETF	144,705	10,148,451	91 39	13,223,866	3,075,415
VECTREN CORP	3,920	117,288	34 92	136,886	19,598
VERISK ANALYTICS INC CL A	10,397	603,230	68 52	712,402	109,172
VIRTUS EMERGING MARKETS OPPORTUNITIES I	1,403,249 781	13,803,883	10.02	14,060,563	256,680
VISA INC CL A	4,832	852,655	196 67	950,309	97,654
VMWARE INC CL A	6,421	443,129	81.28	521,899	78,770
VOLKSWAGEN AG SPON ADR	6,149	286,444	50 72	311,877	25,433
WAGEWORKS INC	2,118	53,702	51 21	108,463	54,761
WAL-MART STORES INC	5,300	385,939	76 75	406,775	20,836
WEATHERFORD INTERNATIONAL LTD	41,753	606,009	16 44	686,419	80,410
WELLCARE HEALTH PLANS INC	1,369	78,418	66 68	91,285	12,867
WHIRLPOOL CORP	3,750	469,312	146 01	547,537	78,225
WHITE MOUNTAIN INS GRP	253	152,611	584 07	147,770	(4,841)
WHITING PETROLEUM CORP	2,393	104,795	66 89	160,068	55,273
WILLIAMS COMPANIES	29,850	868,068	35 71	1,065,944	197,876
WOODWARD INC	1,601	63,447	40 09	64,184	737
WPX ENERGY INC	7,205	119,171	22 14	159,519	40,348
XPO LOGISTICS INC	3,503	60,768	20.18	70,691	9,923
YARA INTERNATIONAL ADR	3,500	92,432	43 21	151,233	58,801
ZEBRA TECHNOLOGIES CORP	2,552	91,001	48 31	123,287	32,286
ZUMIEZ INC	2,566	69,236	29 64	76,056	6,820
		<u>\$138,667,410</u>		<u>\$195,627,921</u>	<u>\$56,960,511</u>

THE FONDREN FOUNDATION
APPROPRIATIONS
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GRANTEE	ORIGINAL AMOUNT	DATE APPROPRIATED	PURPOSE	BALANCE NOV 1, 2012	CURRENT APPROPRIATIONS	PAYMENTS	BALANCE OCTOBER 31, 2013
BOYS & GIRLS COUNTRY OF HOUSTON, INC 18806 ROBERTS ROAD HOCKLEY, TX 77447	400,000	10-Mar-10	"GROWING FOR THE FUTURE" CAPITAL CAMPAIGN	\$33,337		\$33,337	\$0
HARRIS COUNTY HEALTHCARE ALLIANCE 1310 PRAIRIE STREET, SUITE 1080 HOUSTON, TX 77002	300,000	2-Jun-10	HEALTHCARE SAFETY-NET SYSTEM BUILDING INITIATIVES	50,000		50,000	0
CATHOLIC CHARITIES OF THE ARCHDIOCESE OF GALVESTON-HOUSTON 2900 LOUISIANA STREET HOUSTON, TX 77006	200,000	2-Jun-10	REACHING OUT IN FAITH CAPITAL CAMPAIGN	33,340		33,340	0
THE MONARCH SCHOOL 2815 ROSEFIELD DRIVE HOUSTON, TX 77055	750,000	15-Sep-10	NEW CLASSROOM BUILDING	187,500		187,500	0
NEIGHBORHOOD CENTERS, INC PO BOX 271389 HOUSTON, TX 77277-1389	750,000	15-Sep-10	2010 ENDOWMENT FOR FUNDING COMMUNITY BASED INITIATIVES	187,500		187,500	0
THE SALVATION ARMY - GREATER HOUSTON AREA COMMAND 1500 AUSTIN STREET HOUSTON, TX 77002	500,000	8-Dec-10	"GIVING FOR LIVING CAMPAIGN" - DEVELOP AND RENOVATE 6 FACILITIES	250,000		250,000	0
YELLOWSTONE ACADEMY 3000 TRULLEY STREET HOUSTON, TX 77004	250,000	8-Dec-10	"REACHING UP, REACHING OUT" CAPITAL CAMPAIGN - PURCHASE AND RENOVATE DOUGLASS ELEMENTARY SCHOOL	83,336		83,336	0
CAMP FOR ALL FOUNDATION 10500 NW FREEWAY, SUITE 220 HOUSTON, TX 77092	500,000	8-Dec-10	"REACHING FOR THE STARS" CAPITAL CAMPAIGN	166,672		166,672	0
ST PAUL'S UNITED METHODIST CHURCH 5501 MAIN STREET HOUSTON, TX 77004-6917	150,000	8-Dec-10	CONSTRUCTION COSTS FOR THE JONES BUILDING AND REMODELING FONDREN HALL & FONDREN LOUNGE	50,000		50,000	0
MEMORIAL HERMANN FOUNDATION 929 GESSNER, SUITE 2650 HOUSTON, TX 77024	750,000	8-Dec-10	THE STAMAN OGILVIE FUND FOR SPINAL CORD INJURY RECOVERY, REHABILITATION & RESEARCH	250,000		250,000	0
CASA DE ESPERANZA DE LOS NINOS, INC PO BOX 66581 HOUSTON, TX 77266-6581	100,000	8-Dec-10	RESIDENTIAL PROGRAM, FAMILY BASED CARE HOME IN THE CASA DE ESPERANZA NEIGHBORHOOD	20,000		20,000	0

THE FONDREN FOUNDATION
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THE KINKAID SCHOOL 201 KINKAID SCHOOL DRIVE HOUSTON, TX 77024	1,000,000	9-Mar-11	PHASE 1 OF TOMORROW'S PROMISE THE CAPITAL CAMPAIGN FOR KINKAID'S FUTURE	650,000		200,000	450,000
HOUSTON INDEPENDENT SCHOOL DISTRICT FOUNDATION 4400 WEST 18TH STREET HOUSTON, TX 77082	750,000	9-Mar-11	APOLLO 20 PROJECT TO TRANSFORM DISTRICT'S LOWEST PERFORMING SCHOOLS	312,500		250,000	62,500
HOUSTON ACHIEVEMENT PLACE 245 W 17TH STREET HOUSTON, TX 77008	100,000	9-Mar-11	PROJECT CLASS (CHILDREN LEARNING APPROPRIATE SOCIAL SKILLS)	33,334		33,334	0
AMERICAN LEADERSHIP FORUM-GULF COAST CHAPTER 3101 RICHMOND, SUITE 140 HOUSTON, TX 77098	100,000	9-Mar-11	INCREASE ENDOWED SCHOLARSHIP FUND	33,334		33,334	0
ST MARTIN'S EPISCOPAL CHURCH 717 SAGE ROAD HOUSTON, TX 77056	500,000	9-Mar-11	CAMPAIGN FOR BUILDING HOPE AND HEALING CENTER	208,338		166,664	41,674
THE MENNINGER CLINIC FOUNDATION 12301 MAIN STREET HOUSTON, TX 77035	975,000	8-Jun-11	MENTAL HEALTH EPICENTER DEDICATED TO MENTAL HEALTH EDUCATION, TREATMENT, AND RESEARCH	487,500		325,000	162,500
WASHINGTON AND LEE UNIVERSITY 204 WEST WASHINGTON STREET LEXINGTON, VA 24450	200,000	8-Jun-11	"HONOR OUR PAST, BUILD OUR FUTURE" CAPITAL CAMPAIGN	50,000		50,000	0
HOUSTON SOCIETY FOR THE PREVENTION OF CRUELTY TO ANIMALS 900 PORTWAY DRIVE HOUSTON, TX 77024	250,000	8-Jun-11	"MORE THAN SHELTER" CAPITAL CAMPAIGN TO ENLARGE CAMPUS	62,500		62,500	0
WOODBERRY FOREST SCHOOL 402 WOODBERRY STATION WOODBERRY FOREST, VA 22989	500,000	8-Jun-11	CONSTRUCTION OF A NEW SCIENCE CENTER	350,000		100,000	250,000
JOY DEVELOPMENT SCHOOL ONE CHELSEA BOULEVARD HOUSTON, TX 77008	300,000	8-Jun-11	"KEY TO THE FUTURE" CAPITAL CAMPAIGN FOR PERMANENT CAMPUS FOR STUDENTS WITH LEARNING DISABILITIES	75,000		75,000	0
SCOTT & WHITE HEALTHCARE FOUNDATION 2401 SOUTH 31ST STREET TEMPLE, TX 76508	300,000	8-Jun-11	COSTS OF FACILITIES, EQUIPMENT, & CONSTRUCTION OF NEW CHILDREN'S HOSPITAL	200,000		100,000	100,000

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GRANTEE	ORIGINAL AMOUNT	DATE APPROPRIATED	PURPOSE	BALANCE NOV 1, 2012	CURRENT APPROPRIATIONS	PAYMENTS	BALANCE OCTOBER 31, 2013
SOUTHWESTERN UNIVERSITY PO BOX 770 GEORGETOWN, TX 78627-0770	1,000,000	8-Jun-11	CONSTRUCTION OF A NEW SCIENCE CENTER ON CAMPUS	625,000		250,000	375,000
UNIVERSITY OF TEXAS HEALTH SCIENCE CENTER AT HOUSTON 7000 FANNIN STREET, 17TH FLOOR HOUSTON, TX 77030	500,000	8-Jun-11	CREATE AN ENDOWED SCHOLARSHIP PROGRAM	350,000		100,000	250,000
THE METHODIST HOSPITAL FOUNDATION 6565 FANNIN HOUSTON, TX 77030	2,000,000	14-Sep-11	WALTER W FONDREN, III DISTINGUISHED ENDOWED CHAIR FOR THE MEDICAL DIRECTOR OF THE METHODIST DEBAKEY HEART AND VASCULAR CENTER	2,000,000		400,000	1,600,000
BUFFALO BAYOU PARTNERSHIP 1113 VINE STREET, SUITE 200 HOUSTON, TX 77002	750,000	14-Sep-11	BUFFALO BAYOU PARK SHEPHERD TO SABINE GREENWAY PROJECT	437,500		250,000	187,500
YOUNG LIFE 900 TOWN AND COUNTRY LANE, SUITE 302 HOUSTON, TX 77024-2226	75,000	14-Sep-11	SALARIES FOR 3 PART-TIME HISPANIC LEADERS ASSISTING AT 3 HOUSTON SCHOOLS	25,000		25,000	0
COVENANT CLASSICAL SCHOOL 1701 WIND STAR WAY FORT WORTH, TX 76108	200,000	14-Sep-11	BUILDING MULTIPURPOSE "CONNECT" BUILDING	75,000		75,000	0
UNIVERSITY OF TEXAS AT AUSTIN ATHLETICS DEPARTMENT PO BOX 7399 AUSTIN, TX 78712	2,000,000	14-Dec-11	WALTER W FONDREN, III ATHLETICS LEADERSHIP CENTER	1,600,000		400,000	1,200,000
RIVER OAKS BAPTIST SCHOOL ENDOWMENT FUND, INC 2300 WILLOWICK HOUSTON, TX 77027	750,000	14-Dec-11	FOR CHILDREN FOREVER ENDOWMENT CAMPAIGN	600,000		150,000	450,000
FAMILIES EMPOWERED 3900 ESSEX LANE, SUITE 1200 HOUSTON, TX 77027	150,000	14-Dec-11	SUPPORT CORE PROGRAMS REALTED TO FAMILIES AND SCHOOLS	100,000		50,000	50,000
ARCHWAY ACADEMY 6221 MAIN STREET HOUSTON , TX 77030	40,000	14-Dec-11	PASSAGEWAY PROGRAM	20,000		20,000	0
SMALL STEPS NURTURING CENTER 1709 DEPELCHIN STREET HOUSTON, TX 77007	400,000	7-Mar-12	BUILDING 4 CLASSROOMS & EXPANSION OF FIFTH WARD PRESCHOOL FACILITY	300,001		133,332	166,669

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HOUSTON COUNCIL ON ALCOHOLISM AND DRUG ABUSE, INC 303 JACKSON HILL STREET HOUSTON, TX 77007	150,000	7-Mar-12	ESTABLISHING MARY BELL BEHAVIORAL HEALTH FELLOWSHIP	100,000		50,000	50,000
HOUSTON PARKS BOARD 300 NORTH POST OAK LANE HOUSTON, TX 77024	500,000	7-Mar-12	WHITE OAK BAYOU GREENWAY	425,000		100,000	325,000
REBUILDING TOGETHER HOUSTON PO BOX 15315 HOUSTON, TX 77220	100,000	7-Mar-12	CAPITAL IMPROVEMENT PROJECT/ PLACE OFFICES IN WAREHOUSE LOCATED IN DENVER HARBOR NEIGHBORHOOD	50,000		50,000	0
CAT SPRING AGRICULTURAL SOCIETY PO BOX 96 CAT SPRING, TX 78933	150,000	7-Mar-12	RENOVATION COSTS	100,000		50,000	50,000
GENESYS WORKS 601 JEFFERSON AVE, SUITE 3760 HOUSTON, TX 77002	250,000	7-Mar-12	STRATEGIC TRANSFORMATIONAL GROWTH INITIATIVE	187,501		83,332	104,169
THE MEN'S CENTER 3809 MAIN STREET HOUSTON, TX 77002	175,000	7-Mar-12	CAPITAL CAMPAIGN TO BUILD NEW 32,344 SQ FT RESIDENTIAL HALL	109,375		87,500	21,875
POSITIVE COACHING ALLIANCE 1050 N POST OAK ROAD, SUITE 210 HOUSTON, TX 77055	90,000	6-Jun-12	THREE YEAR SALARY MATCH FOR A FULL-TIME DIRECTOR OF DEVELOPMENT	60,000		30,000	30,000
THE UNIVERSITY OF TEXAS MEDICAL BRANCH AT GALVESTON 301 UNIVERSITY BOULEVARD SUITE 3 110 - ADMINISTRATION BUILDING GALVESTON, TX 77555-0144	1,000,000	6-Jun-12	JENNIE SEALY HOSPITAL AS PART OF THE WORKING WONDERS CAMPAIGN	875,000		250,000	625,000
ST MICHAEL PARISH & SCHOOL 1801 SAGE ROAD HOUSTON, TX 77056	250,000	6-Jun-12	BUILDING ON FAITH AND FORMATION CAPITAL CAMPAIGN TO BUILD A NEW ST MICHAEL CATHOLIC SCHOOL	208,334		208,334	0
THE BUSH SCHOOL OF GOVERNMENT AND PUBLIC SERVICE 401 GEORGE BUSH DRIVE COLLEGE STATION TX 77840	500,000	6-Jun-12	ENDOWED PRACTITIONER'S FELLOWSHIP	416,668		166,664	250,004
BRAY'S OAK REDEVELOPMENT AUTHORITY 10103 FONDREN ROAD, SUITE 300 HOUSTON TX 77096	150,000	12-Sep-12	DEVELOPMENT OF USEABLE PARK SPACE ALONG FONDREN DIVERSION AND WILLOW WATERHOLE CHANNELS	100,000		50,000	50,000

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WESTBURY CHRISTIAN SCHOOL 10420 HILLCROFT HOUSTON, TX 77096	350,000	12-Sep-12	WESTBURY CHRISTIAN SCHOOL ATHLETIC COMPLEX	304,196		152,096	152,100
GALVESTON HISTORICAL FOUNDATION, INC 502 20TH STREET GALVESTON, TX 77550	500,000	12-Sep-12	CAPITAL CAMPAIGN FOCUSING ON ELISSA- OFFICIAL TALL SHIP OF TEXAS & BISHOP'S PLACE	250,000		125,000	125,000
TEXAS CHRISTIAN UNIVERSITY TCU BOX 297080 FORT WORTH, TX 76129	500,000	12-Sep-12	COLLEGE OF FINE ARTS FOR THE TCU MUSIC VILLAGE	400,000		200,000	200,000
YMCA OF GREATER HOUSTON AREA PO BOX 3007 HOUSTON, TX 77253-3007	500,000	12-Sep-12	CAPITAL CAMPAIGN FOR CAMP CULLEN	300,000		300,000	0
CORNERSTONE RECOVERY, INC 6898 PORTWEST DRIVE, SUITE 140 HOUSTON, TX 77024	340,000	12-Sep-12	PROGRAM EXPANSION PROJECT	226,667		113,332	113,335
SAINT AGNES ACADEMY 9000 BELLAIRE BOULEVARD HOUSTON, TX 77036-4693	100,000	12-Dec-12	ACADEMY ATHLETIC COMPLEX		\$100,000	50,000	50,000
RIVER OAKS BAPTIST SCHOOL ENDOWMENT FUND 2300 WILLOWICK HOUSTON, TX 77027	250,000	12-Dec-12	FOR CHILDREN FOREVER ENDOWMENT CAMPAIGN HONORING NANCY HEATH HIGHTOWER, ED D		250,000	62,500	187,500
ADMIRAL NIMITZ FOUNDATION 328 EAST MAIN STREET FREDERICKSBURG, TX 78624	150,000	12-Dec-12	RENOVATION AND ENHANCEMENT OF THE PACIFIC COMBAT ZONE		150,000	50,000	100,000
HOUSTON HOSPICE 1905 HOLCOMBE BOULEVARD HOUSTON, TX 77030-4123	300,000	12-Dec-12	BUILD OUT THE 3RD FLOOR OF THE MARGARET CULLEN MARSHALL HOSPICE CARE CENTER		300,000	200,000	100,000
HOUSTON COMMUNITY HEALTH CENTERS, INC 424 HAHLO STREET HOUSTON, TX 77020	300,000	12-Dec-12	INCREASE SIZE OF DENVER HARBOR FAMILY CLINIC AND AIRLINE CHILDREN'S CLINIC		300,000	100,000	200,000
HOUSTON METROPOLITAN DANCE CENTER, INC PO BOX 980457 HOUSTON, TX 77098	25,000	12-Dec-12	2808 CAROLINE BUILDING PROJECT		25,000	25,000	0
ALLEY THEATRE 615 TEXAS AVENUE HOUSTON, TX 77002	1,000,000	12-Dec-12	CAPITAL CAMPAIGN TO RENOVATE THE EXISTING BUILDING, PROVIDE ARTISTIC ENHANCEMENTS AND EXPAND ENDOWMENT		1,000,000	200,000	800,000

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THE MANNED SPACE FLIGHT EDUCATION FOUNDATION, INC 1601 NASA PARKWAY HOUSTON, TX 77058-3145	143,224	12-Dec-12	SHUTTLE CAPITAL CAMPAIGN		143,224	143,224	0
SOUTHERN METHODIST UNIVERSITY PO BOX 750281 DALLAS, TX 75275-0281	1,000,000	6-Mar-13	RENOVATIONS OF THE FONDREN LIBRARY CENTER		1,000,000	150,000	850,000
COASTAL CONSERVATION ASSOCIATION OF TEXAS 6919 PORTWEST DRIVE, SUITE 100 HOUSTON, TX 77024	100,000	6-Mar-13	CONSTRUCTION AND SURVEY COSTS FOR THE CEDAR BAYOU PROJECT		100,000	50,000	50,000
ST FRANCIS EPICOPAL DAY SCHOOL 335 PINEY POINT ROAD HOUSTON, TX 77024-6505	500,000	6-Mar-13	A TIME TO GROW CAPITAL CAMPAIGN		500,000	124,998	375,002
STAR OF HOPE MISSION 6897 ARDMORE STREET HOUSTON, TX 77054	300,000	6-Mar-13	CONSTRUCTION AND LAND PURCHASE COSTS FOR FAMILY PLACE		300,000	75,000	225,000
THE ARK GROUP, INC CONFERENCE CENTER, RM CB 127 20515 SH 249 HOUSTON, TX 77070	50,000	6-Mar-13	ALDINE-SPRING MIDDLE SCHOOL DROPOUT PREVENTION PROJECT		50,000	50,000	0
UNIVERSITY OF HOUSTON - DOWNTOWN ONE MAIN STREET, SUITE 990-S HOUSTON, TX 77002-1001	300,000	6-Mar-13	EXPANSION AND ENHANCEMENT OF THE FRESHMAN SUMMER SUCCESS PROGRAM		300,000	112,500	187,500
HOUSTON ARBORETUM & NATURE CENTER 4501 WOODWAY DRIVE HOUSTON, TX 77024	50,000	6-Mar-13	REFURBISH THE GROUNDS AND FACILITIES		50,000	50,000	0
UNIVERSITY OF HOUSTON - CLEAR LAKE 2700 BAY AREA BOULEVARD, SUITE B1604 HOUSTON, TX 77058	35,300	6-Mar-13	CENTER FOR AUTISM & DEVELOPMENTAL DISABILITIES		35,300	35,300	0
FOUNDATION FOR TEACHING ECONOMICS 260 RUSSELL BOULEVARD, SUITE B DAVIS, CA 95616	25,000	6-Mar-13	PROFESSIONAL DEVELOPMENT PROGRAM AT UT FOR TEXAS TEACHERS		25,000	25,000	0
WOODS PROJECT, INC 6 SLEEPY OAKS HOUSTON, TX 77024	50,000	6-Mar-13	OUTDOOR EDUCATIONAL/ENVIRONMENTAL AWARENESS PROGRAMS FOR LOW INCOME YOUTH		50,000	50,000	0

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HOUSTON ACADEMY OF MEDICINE 1133 JOHN FREEMAN BOULEVARD HOUSTON, TX 77030	50,000	6-Mar-13	PHASE II OF THE ARCHITECTURAL AND ENGINEERING DESIGN SERVICES OF THE JESSE H JONES LIBRARY		50,000	50,000	0
THE 100 CLUB SURVIVORS FUND 5555 SAN FELIPE, SUITE 520 HOUSTON, TX 77056	25,000	5-Jun-13	100 CLUB SURVIVORS FUND		25,000	25,000	0
ST EDWARD'S UNIVERSITY 3001 S CONGRESS AVENUE AUSTIN, TX 78704	800,000	5-Jun-13	PRESERVING AND REPAIRING THE MAIN BUILDING		800,000	80,000	720,000
NORA'S LIFE GIFT FOUNDATION INC PO BOX 8350 HOUSTON, TX 77288	25,000	5-Jun-13	PRIVATE ROOM FOR A FAMILY OF FOUR		25,000	25,000	0
ST JOHN'S SCHOOL 2401 CLAREMONT LANE HOUSTON, TX 77019-5897	2,000,000	5-Jun-13	CAMPAIGN FOR THE CENTER/GREAT HALL PROJECT AND THE TAUB LAND ACQUISITION		2,000,000	720,000	1,280,000
TEXAS STATE HISTORY MUSEUM FOUNDATION PO BOX 12456 AUSTIN, TX 78711	25,000	5-Jun-13	CONCLUSION OF LA BELLE PRESERVATION & TO TRANSFORM BULLOCK MUSEUM INTO A WORLD-CLASS EDUCATIONAL INSTITUTION		25,000	25,000	0
CHILD BUILDERS 2425 FOUNTAIN VIEW DRIVE HOUSTON, TX 77057-4823	75,000	5-Jun-13	PERSONAL SAFETY EDUCATION PROGRAM FOR PRE-K AND KINDERGARTEN STUDENTS		75,000	75,000	0
HARTE RESEARCH INSTITUTE FOR GULF OF MEXICO STUDIES 6300 OCEAN DRIVE, UNIT 5869 CORPUS CHRISTI, TX 78412-5869	50,000	5-Jun-13	ACOUSTIC MONITORING ARRAY FOR THE TEXAS COAST		50,000	50,000	0
HOUSTON ZOO 1513 CAMBRIDGE HOUSTON, TX 77030	500,000	11-Sep-13	GORILLAS OF THE AFRICAN FOREST YOUR JOURNEY CONTINUES - PHASE II OF THE CAPITAL CAMPAIGN		500,000	250,000	250,000
THE CENTER FOR TEXAS CULTURAL HERITAGE PO BOX 3404 HOUSTON, TX 77253-3404	750,000	11-Sep-13	BUILDING OF THE NAU CENTER		750,000	290,000	460,000
MAIN STREET THEATER AT AUTRY HOUSE 2540 TIMES BOULEVARD HOUSTON, TX 77005-3225	300,000	11-Sep-13	PURCHASE AND RENOVATION OF THE TIMES BOULEVARD THEATER		300,000	100,000	200,000

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TONY'S PROSTATE CANCER RESEARCH 1753 POST OAK BOULEVARD HOUSTON, TX 77056	25,000	11-Sep-13	PROSTATE CANCER RESEARCH		25,000	25,000	0
JOHN P MCGOVERN MUSEUM OF HEALTH & MEDICAL SCIENCE 1515 HERMANN DRIVE HOUSTON, TX 77004-7126	250,000	11-Sep-13	2,000 SQ FT INTERACTIVE CELL LAB SEMI-PERMANENT EXHIBIT		250,000	100,000	150,000
INTERFAITH MINISTRIES FOR GREATER HOUSTON 3217 MONTROSE BOULEVARD HOUSTON, TX 77008	300,000	11-Sep-13	FUND A NEW CAMPUS AND CAPITAL RESERVE TO CONTINUE WORK		300,000	100,000	200,000
THE NATURE DISCOVERY CENTER, INC 7112 NEWCASTLE BELLAIRE, TX 77401-5225	50,000	11-Sep-13	GATEWAY PROJECT, CAPITAL IMPROVEMENTS TO HENSHAW HOUSE, INTERFACE WITH RUSS PITMAN PARK		50,000	50,000	0
UNITED WAY OF THE TEXAS GULF COAST PO BOX 3247 HOUSTON, TX 77253-3247	200,000	11-Sep-13	BUILD A NEW HOME FOR THE 2-1-1 TEXAS/UNITED WAY HELPLINE & REPURPOSE 2-1-1 CURRENT SPACE		200,000	100,000	100,000
WESTCAVE PRESERVE CORPORATION 24814 HAMILTON POOL ROAD ROUND MOUNTAIN, TX 78663	35,000	11-Sep-13	NEW STRATEGIC & BUSINESS PLAN TO INSPIRE PEOPLE TO PROTECT & EXPLORE NATURE		35,000	35,000	0
EVELYN'S PARK CONSERVANCY PO BOX 459 BELLAIRE, TX 77402	250,000	11-Sep-13	DESIGN, DEVELOPMENT, AND TRANSFORMATION of FORMER TEAS NURSERY SITE INTO A PARK		250,000	100,000	150,000
EL CENTRO DE CORAZON PO BOX 230209 HOUSTON, TX 77223	15,000	11-Sep-13	PURCHASE SPECIALIZED EQUIPMENT & TECHNOLOGY		15,000	15,000	0
SPECIAL OLYMPICS TEXAS 7715 CHEVY CHASE DRIVE, SUITE 120 AUSTIN, TX 78752	50,000	11-Sep-13	BUILDING A PERMANENT HEADQUARTERS IN AUSTIN, TX		50,000	50,000	0
HERMANN PARK CONSERVANCY 6201-A HERMANN PARK DRIVE HOUSTON, TX 77030	500,000	11-Sep-13	RENOVATION OF THE 15 ACRE GARDEN CENTER		500,000	75,000	425,000
AIDS FOUNDATION HOUSTON, INC 3202 WESLAYAN HOUSTON, TX 77027	25,000	11-Sep-13	PURCHASE & IMPLEMENTATION OF NEW CLIENT & VOLUNTEER DATABASES		25,000	25,000	0

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AMERICAN CANCER SOCIETY, INC 8301 RICHMOND HOUSTON, TX 77057	100,000	11-Sep-13	HOPE LODGE, HOUSTON		100,000	100,000	0
PARTNERSHIP FOR THE ADVANCEMENT & IMMERSION OF REFUGEES 8440 HILLCROFT STREET HOUSTON, TX 77081	50,000	11-Sep-13	PROJECT PLAN FOR PAIR ORGANIZATIONAL DEVELOPMENT		50,000	20,000	30,000
TEEN & FAMILY SERVICES 9337B KATY FREEWAY, PMB 314 HOUSTON, TX 77024	25,000	11-Sep-13	PORTION OF NEW CLINICIAN'S SALARY & PROVIDING SCHOLARSHIPS FOR LOW SOCIOECONOMIC FAMILIES AT WOODLANDS CENTER		25,000	25,000	0
PATHWAYS FOR LITTLE FEET 8 GREENWAY PLAZA, SUITE 1000 HOUSTON, TX 77046	10,000	11-Sep-13	GENERAL OPERATIONS TO SUPPORT NO-INTEREST LOAN PROJECT FOR FAMILIES IN ADOPTION PROCESS		10,000	10,000	0
UNION GOSPEL MISSION 3211 IRVING BOULEVARD DALLAS, TX 75247	20,000	11-Sep-13	DEVELOPMENT OF NEW VOCATIONAL TRAINING CENTER		20,000	20,000	0
YOUNG AUDIENCES, INC OF HOUSTON 4550 POST OAK PLACE, SUITE 230 HOUSTON, TX 77027	10,000	11-Sep-13	PROMISE PROGRAMS SERVING AT RISK AND LOW PERFORMING STUDENTS AT 2 HOUSTON CAMPUSES		10,000	10,000	0
				<u>\$14,019,433</u>	<u>\$11,193,524</u>	<u>\$10,680,629</u>	<u>\$14,532,328</u>