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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
ASSETS	1 Cash – non-interest-bearing			
	2 Savings and temporary cash investments	-42,933.	105,249.	105,249.
	3 Accounts receivable ▶			
	Less allowance for doubtful accounts ▶	105,521.		
	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			
	10a Investments – U S and state government obligations (attach schedule)			
	b Investments – corporate stock (attach schedule) L-10b Stmt	2,459,235.	2,694,244.	4,071,696.
	c Investments – corporate bonds (attach schedule)			
	11 Investments – land, buildings, and equipment basis ▶			
Less accumulated depreciation (attach schedule) ▶				
12 Investments – mortgage loans				
13 Investments – other (attach schedule)				
14 Land, buildings, and equipment. basis ▶				
Less: accumulated depreciation (attach schedule) ▶				
15 Other assets (describe ▶ L-15 Stmt )	96.	9,147.	9,147.	
16 Total assets (to be completed by all filers – see the instructions Also, see page 1, item I)	2,521,919.	2,808,640.	4,186,092.	
LIABILITIES	17 Accounts payable and accrued expenses	55,591.		
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, & other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶ L-22 Stmt )	0.	147.	
	23 Total liabilities (add lines 17 through 22)	55,591.	147.	
NET ASSETS OR FUND BALANCES	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. <input checked="" type="checkbox"/>			
	24 Unrestricted	2,466,328.	2,808,493.	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input type="checkbox"/>			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, building, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
30 Total net assets or fund balances (see instructions)	2,466,328.	2,808,493.		
31 Total liabilities and net assets/fund balances (see instructions)	2,521,919.	2,808,640.		

Part III Analysis of Changes in Net Assets or Fund Balances			
1	Total net assets or fund balances at beginning of year – Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	2,466,328.
2	Enter amount from Part I, line 27a	2	342,165.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	2,808,493.
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 30	6	2,808,493.

**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 RIDER ATTACHED	P	Various	Various
b SEE RIDER ATTACHED	P	Various	Various
c			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 907,903.		679,476.	228,427.
b 269,977.		236,529.	33,448.
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) 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 0.	0.	0.	228,427.
b 0.	0.	0.	33,448.
c			
d			
e			

2 Capital gain net income or (net capital loss)	[ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 ]	2	261,875.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)		3	0.

**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.

(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	150,000.	3,181,848.	0.047142
2010	122,790.	3,013,830.	0.040742
2009	121,077.	2,766,293.	0.043769
2008	179,317.	2,528,889.	0.070907
2007	177,050.	3,471,419.	0.051002

2 Total of line 1, column (d)	2	0.253562
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	0.050712
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	3,795,987.
5 Multiply line 4 by line 3	5	192,502.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	2,853.
7 Add lines 5 and 6	7	195,355.
8 Enter qualifying distributions from Part XII, line 4	8	154,000.

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)**

<b>1 a</b> Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter 'N/A' on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary - see instrs)		
<b>b</b> Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b	<b>1</b>	5,705.
<b>c</b> All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, column (b)		
<b>2</b> Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	<b>2</b>	0.
<b>3</b> Add lines 1 and 2	<b>3</b>	5,705.
<b>4</b> Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	<b>4</b>	0.
<b>5</b> Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	<b>5</b>	5,705.
<b>6</b> Credits/Payments.		
<b>a</b> 2012 estimated tax pmts and 2011 overpayment credited to 2012	<b>6 a</b>	8,822.
<b>b</b> Exempt foreign organizations - tax withheld at source	<b>6 b</b>	
<b>c</b> Tax paid with application for extension of time to file (Form 8868)	<b>6 c</b>	
<b>d</b> Backup withholding erroneously withheld	<b>6 d</b>	
<b>7</b> Total credits and payments Add lines 6a through 6d	<b>7</b>	8,822.
<b>8</b> Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached	<b>8</b>	
<b>9</b> Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	<b>9</b>	
<b>10</b> Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	<b>10</b>	3,117.
<b>11</b> Enter the amount of line 10 to be Credited to 2013 estimated tax <input type="checkbox"/> Refunded	<b>11</b>	

**Part VII-A Statements Regarding Activities**

	Yes	No
<b>1 a</b> 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>b</b> Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)? <i>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</i>		X
<b>c</b> Did the foundation file Form 1120-POL for this year?		X
<b>d</b> Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation \$ _____ (2) On foundation managers \$ _____		
<b>e</b> Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$ _____		
<b>2</b> Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If 'Yes,' attach a detailed description of the activities.</i>		X
<b>3</b> 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? <i>If 'Yes,' attach a conformed copy of the changes</i>		X
<b>4 a</b> Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
<b>b</b> If 'Yes,' has it filed a tax return on Form 990-T for this year?		X
<b>5</b> Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If 'Yes,' attach the statement required by General Instruction T.</i>		X
<b>6</b> 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	
<b>7</b> Did the foundation have at least \$5,000 in assets at any time during the year? <i>If 'Yes,' complete Part II, column (c), and Part XV</i>	X	
<b>8 a</b> Enter the states to which the foundation reports or with which it is registered (see instructions) _____		
<b>b</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? <i>If 'No,' attach explanation</i>	X	
<b>9</b> 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)? <i>If 'Yes,' complete Part XIV</i>		X
<b>10</b> Did any persons become substantial contributors during the tax year? <i>If 'Yes,' attach a schedule listing their names and addresses</i>	X	

BAA

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)
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)
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address N/A
14 The books are in care of LORING MCALPIN Telephone no. (212) 598-4872 Located at 39 GREAT JONES ST., APT. #7 NEW YORK NY ZIP + 4 10012
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year 15
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? Yes No 16 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.

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
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?
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))
a At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? Yes No
If 'Yes,' list the years 20 \_\_, 20 \_\_, 20 \_\_, 20 \_\_
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer 'No' and attach statement - see instructions)
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. 20 \_\_, 20 \_\_, 20 \_\_, 20 \_\_
3 a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? Yes No
b If 'Yes,' did it have excess business holdings in 2012 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012)
4 a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?
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?

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

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

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?
- (2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?
- (3) Provide a grant to an individual for travel, study, or other similar purposes?
- (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)
- (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  
 Yes  No  
 Yes  No  
 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)?

Organizations relying on a current notice regarding disaster assistance check here

5 b		

**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?

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

Yes  No

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

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

If 'Yes' to 6b, file Form 8870

Yes  No

6 b		X
-----	--	---

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

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

Yes  No

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7 b		
-----	--	--

**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
LORING MCALPIN 39 GREAT JONES STREET NEW YORK NY 10012	PRESIDENT 1.00	0.	0.	0.
DANIEL WOLFE 280 11TH STREET BROOKLYN NY 11215	SECRETARY 1.00	0.	0.	0.
GARY SCHWARTZ 8 WEST 40TH STREET NEW YORK NY 10018	DIRECTOR 1.00	0.	0.	0.

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

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

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

None

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

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

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

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

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

	Expenses
1 -----	
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 -----	
2 -----	
All other program-related investments. See instructions.	
3 -----	
<b>Total.</b> Add lines 1 through 3	

BAA

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

<b>1</b> Fair market value of assets not used (or held for use) directly in carrying out charitable, etc, purposes		
<b>a</b> Average monthly fair market value of securities	<b>1 a</b>	3,708,279.
<b>b</b> Average of monthly cash balances	<b>1 b</b>	140,893.
<b>c</b> Fair market value of all other assets (see instructions)	<b>1 c</b>	4,622.
<b>d</b> Total (add lines 1a, b, and c)	<b>1 d</b>	3,853,794.
<b>e</b> Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1 e</b>	
<b>2</b> Acquisition indebtedness applicable to line 1 assets	<b>2</b>	
<b>3</b> Subtract line 2 from line 1d	<b>3</b>	3,853,794.
<b>4</b> Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	<b>4</b>	57,807.
<b>5</b> Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	<b>5</b>	3,795,987.
<b>6</b> Minimum investment return. Enter 5% of line 5	<b>6</b>	189,799.

**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.)

<b>1</b> Minimum investment return from Part X, line 6		<b>1</b>	189,799.
<b>2 a</b> Tax on investment income for 2012 from Part VI, line 5	<b>2 a</b>	5,705.	
<b>b</b> Income tax for 2012 (This does not include the tax from Part VI)	<b>2 b</b>		
<b>c</b> Add lines 2a and 2b	<b>2 c</b>	5,705.	
<b>3</b> Distributable amount before adjustments. Subtract line 2c from line 1	<b>3</b>	184,094.	
<b>4</b> Recoveries of amounts treated as qualifying distributions	<b>4</b>		
<b>5</b> Add lines 3 and 4	<b>5</b>	184,094.	
<b>6</b> Deduction from distributable amount (see instructions)	<b>6</b>		
<b>7</b> Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	<b>7</b>	184,094.	

**Part XII Qualifying Distributions** (see instructions)

<b>1</b> Amounts paid (including administrative expenses) to accomplish charitable, etc, purposes		
<b>a</b> Expenses, contributions, gifts, etc – total from Part I, column (d), line 26	<b>1 a</b>	154,000.
<b>b</b> Program-related investments – total from Part IX-B	<b>1 b</b>	
<b>2</b> Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc, purposes	<b>2</b>	
<b>3</b> Amounts set aside for specific charitable projects that satisfy the:		
<b>a</b> Suitability test (prior IRS approval required)	<b>3 a</b>	
<b>b</b> Cash distribution test (attach the required schedule)	<b>3 b</b>	
<b>4</b> Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	154,000.
<b>5</b> 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)	<b>5</b>	0.
<b>6</b> Adjusted qualifying distributions. Subtract line 5 from line 4	<b>6</b>	154,000.

**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
<b>1</b> Distributable amount for 2012 from Part XI, line 7				184,094.
<b>2</b> Undistributed income, if any, as of the end of 2012.				
<b>a</b> Enter amount for 2011 only			153,071.	
<b>b</b> Total for prior years 20 __, 20 __, 20 __				
<b>3</b> Excess distributions carryover, if any, to 2012.				
<b>a</b> From 2007	0.			
<b>b</b> From 2008	0.			
<b>c</b> From 2009	0.			
<b>d</b> From 2010	0.			
<b>e</b> From 2011	0.			
<b>f</b> Total of lines 3a through e	0.			
<b>4</b> Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ 154,000.				
<b>a</b> Applied to 2011, but not more than line 2a			153,071.	
<b>b</b> Applied to undistributed income of prior years (Election required – see instructions)				
<b>c</b> Treated as distributions out of corpus (Election required – see instructions)				
<b>d</b> Applied to 2012 distributable amount				929.
<b>e</b> Remaining amount distributed out of corpus	0.			
<b>5</b> Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a).)				
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
<b>b</b> Prior years' undistributed income Subtract line 4b from line 2b		0.		
<b>c</b> 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				
<b>d</b> Subtract line 6c from line 6b. Taxable amount – see instructions		0.		
<b>e</b> Undistributed income for 2011 Subtract line 4a from line 2a. Taxable amount – see instructions			0.	
<b>f</b> Undistributed income for 2012. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013				183,165.
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
<b>8</b> Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)	0.			
<b>9</b> Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	0.			
<b>10</b> Analysis of line 9				
<b>a</b> Excess from 2008	0.			
<b>b</b> Excess from 2009	0.			
<b>c</b> Excess from 2010	0.			
<b>d</b> Excess from 2011	0.			
<b>e</b> Excess from 2012	0.			

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

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

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

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

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

**1 Information Regarding Foundation Managers:**

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

LORING R. MCALPIN

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

**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

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

**c** Any submission deadlines:

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

**Part XV Supplementary Information** (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<b>a Paid during the year</b>				
SOUTHERNERS ON NEW GROUND 250 GEORGIA AVENUE ATLANTA GA 30312	N/A	PUBLIC CHARITY	GENERAL OPERATIONS	10,000.
PROTEUS FUND 15 RESEARCH DRIVE, SUITE B AMHERST MA 01002	N/A	PUBLIC CHARITY	GENERAL OPERATIONS	50,000.
NEW ORGANIZING INSTITUTE EDUCATION FUND 1133 19TH STREET NW, SUITE 850 WASHINGTON DC 20036	N/A	PUBLIC CHARITY	GENERAL OPERATIONS	10,000.
F.I.E.R.C.E. 1520 SPRUCE STREET, UNIT 1207 PHILADELPHIA PA 19102-4509	N/A	PUBLIC CHARITY	GENERAL OPERATIONS	5,000.
CORRECTIONAL ASSOCIATION OF NY 2090 ADAM CLAYTON POWELL BLVD. NEW YORK NY 10027	N/A	PUBLIC CHARITY	GENERAL OPERATIONS	25,000.
FUNDERS FOR LGBTQ ISSUES 116 EAST 16TH STREET, UNIT 7 NEW YORK NY 10003	N/A	PUBLIC CHARITY	GENERAL OPERATIONS	14,000.
URBAN JUSTICE CENTER 123 WILLIAM STREET, 16TH FLOOR NEW YORK NY 10038	N/A	PUBLIC CHARITY	PETER CICCHINO YOUTH PROJECT	25,000.
HUMAN RIGHTS WATCH 350 FIFTH AVENUE, 34TH FLOOR NEW YORK NY 10118	N/A	PUBLIC CHARITY	GENERAL OPERATIONS	5,000.
THE CHILDREN'S HEALTH FUND 215 WEST 125TH STREET, SUITE 301 NEW YORK NY 10027	N/A	PUBLIC CHARITY	MEDICAL-LEGAL PARTNERSHIP IMMIGRANT YOUTH CLINIC	10,000.
<b>Total</b>			<b>▶ 3a</b>	<b>154,000.</b>
<b>b Approved for future payment</b>				
<b>Total</b>			<b>▶ 3b</b>	





**Schedule B**  
(Form 990, 990-EZ,  
or 990-PF)

Department of the Treasury  
Internal Revenue Service

**Schedule of Contributors**

▶ Attach to Form 990, Form 990-EZ, or Form 990-PF

OMB No 1545-0047

**2012**

Name of the organization

THE CALAMUS FOUNDATION

Employer identification number

13-3922034

Organization type (check one):

**Filers of:**

Form 990 or 990-EZ

**Section:**

- 501(c)(\_\_\_\_) (enter number) organization  
 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation  
 527 political organization

Form 990-PF

- 501(c)(3) exempt private foundation  
 4947(a)(1) nonexempt charitable trust treated as a private foundation  
 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**

**Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions

**General Rule**

For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor (Complete Parts I and II)

**Special Rules**

For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33-1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h or (ii) Form 990-EZ, line 1 Complete Parts I and II.

For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals Complete Parts I, II, and III

For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc, purposes, but these contributions did not total to more than \$1,000 If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc, purpose Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc, contributions of \$5,000 or more during the year ▶ \$ \_\_\_\_\_

**Caution:** An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF) but it **must** answer 'No' on Part IV, line 2, of its Form 990, or check the box on line H of its Form 990-EZ or on Part I, line 2, of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF)

**BAA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990EZ,**

Schedule B (Form 990, 990-EZ, or 990-PF) (2012)

or 990-PF.

Name of organization

Employer identification number

THE CALAMUS FOUNDATION

13-3922034

**Part I Contributors** (see instructions) Use duplicate copies of Part I if additional space is needed

(a) Number	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	JOAN R. MCALPIN 5/22/90 CHARITABLE LEAD TRUST c/o DAVID M. MCALPIN, 920 BROADWAY, SUITE 904 NEW YORK NY 10010	\$ 18,500.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
2	LORING R. MCALPIN c/o MYER, GREENE & DEGGE, P.O. BOX 930 PEARL RIVER NY 10965	\$ 161,883.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution)
3	DAVID H. MCALPIN, JR. c/o MYER, GREENE & DEGGE, P.O. BOX 930 PEARL RIVER NY 10965	\$ 26,595.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)

Name of organization

Employer identification number

THE CALAMUS FOUNDATION

13-3922034

**Part II** Noncash Property (see instructions) Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
2	1,920 UNITS KINDER MORGAN ENERGY PARTNERS, L.P. (INCLUDING SUSPENDED LOSSES)	\$ 161,883.	12/21/12
3	1,000 SHARES MICROSOFT CORPORATION, COMMON STOCK	\$ 26,595.	12/11/12
		\$	
		\$	
		\$	
		\$	

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

**Line 11 Stmt**

Other income:	Rev/Exp Book	Net Inv Inc	Adj Net Inc
PAROCK LIMITED PARTNERSHIP	4,820.	898.	
OTHER INVESTMENT INCOME	2,342.	2,342.	
<b>Total</b>	<b>7,162.</b>	<b>3,240.</b>	

Form 990-PF, Page 1, Part I, Line 18

**Line 18 Stmt**

Taxes	Rev/Exp Book	Net Inv Inc	Adj Net Inc	Charity Disb
FEDERAL EXCISE TAX	0.	0.		
FOREIGN EXCHANGE TRANSACTIONS	20.	20.		
FOREIGN TAX WITHHELD	6,146.	6,146.		
<b>Total</b>	<b>6,166.</b>	<b>6,166.</b>		

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

**Line 23 Stmt**

Other expenses:	Rev/Exp Book	Net Inv Inc	Adj Net Inc	Charity Disb
ADR DEPOSITORY FEES	148.	148.		
FRANCHISE AND FILING FEES	460.	460.		
INVESTMENT MANAGEMENT FEES	40,747.	40,747.		
<b>Total</b>	<b>41,355.</b>	<b>41,355.</b>		

Form 990-PF, Page 1, Part I

**Line 16b - Accounting Fees**

Name of Provider	Type of Service Provided	Amount Paid Per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
MYER, GREENE & DEGGE	ACCOUNTING AND TAXES	9,770.	9,770.		
<b>Total</b>		<b>9,770.</b>	<b>9,770.</b>		

Form 990-PF, Page 2, Part II, Line 10b

**L-10b Stmt**

Line 10b - Investments - Corporate Stock:	End of Year	
	Book Value	Fair Market Value
SEE RIDER ATTACHED (CF-001)	2,694,244.	4,071,696.
<b>Total</b>	<b>2,694,244.</b>	<b>4,071,696.</b>

Form 990-PF, Page 2, Part II, Line 15

**Other Assets Stmt**

Line 15 - Other Assets:	Beginning Year Book Value	End of Year	
		Book Value	Fair Market Value
KINDER MORGAN SUSPENDED LOSS	0.	9,147.	9,147.
PAROCK LIMITED PARTNERSHIP	96.	0.	0.
Total	<u>96.</u>	<u>9,147.</u>	<u>9,147.</u>

Form 990-PF, Page 2, Part II, Line 22

**Other Liab Stmt**

Line 22 - Other Liabilities:	Beginning Year Book Value	Ending Year Book Value
Total	<u>0.</u>	<u>147.</u>

# The Calamus Foundation (CF-001)

Foundation  
 HSBC Bank USA, N A / JPMorgan Chase Bank, N A  
 134-\*\*\*\*-3 / Q06489001  
 13-3922034

<i>Quantity</i>	<i>Security</i>	<i>Date Acquired</i>	<i>Date Sold</i>	<i>Sale Price</i>	<i>Cost Basis</i>	<i>Gain or (Loss)</i>
1,000 0000	China Agn-Industnes Holdings Limited, Common	May 04, 2010	Dec 03, 2012	548 75	1,333 57	(784 82)
128 0000	Chunghwa Telecom Company Limited Sponsored ADR	Apr 20, 2010	Dec 03, 2012	4,094 84	3,136 22	958 62
176 0000	Chunghwa Telecom Company Limited Sponsored ADR	Apr 21, 2010	Dec 03, 2012	5,630 41	4,276 10	1,354 31
46 0000	Chunghwa Telecom Company Limited Sponsored ADR	Apr 22, 2010	Dec 03, 2012	1,471 59	1,127 60	343 99
10 0000	Fresenius Se & Company, Common	Mar 28, 2008	Dec 03, 2012	1,158 69	848 10	310 59
380 0000	GlaxoSmithKline PLC Ordinary Shares	Feb 03, 2006	Dec 03, 2012	8,175 01	9,698 01	(1,523 00)
36 0000	Intercontinental Hotels Group PLC Ordinary	May 08, 2009	Dec 03, 2012	965 12	391 94	573 18
44 0000	Intercontinental Hotels Group PLC Ordinary	May 12, 2009	Dec 03, 2012	1,179 60	494 85	684 75
30 0000	Intertek Group PLC Ordinary Shares	Dec 21, 2009	Dec 03, 2012	1,487 04	580 34	906 70
40 0000	Johnson Matthey PLC Ordinary	Nov 08, 2006	Dec 03, 2012	1,541 68	1,151 34	390 34
40 0000	LG Electronics Incorporated , Common	Mar 09, 2011	Dec 03, 2012	767 84	1,490 56	(722 72)
110 0000	Smiths Group PLC Ordinary	Jan 13, 2010	Dec 03, 2012	1,935 94	1,815 63	120 31
186 0000	Chunghwa Telecom Company Limited Sponsored ADR	Apr 22, 2010	Dec 04, 2012	5,938 18	4,559 44	1,378 74
78 0000	Chunghwa Telecom Company Limited Sponsored ADR	Apr 26, 2010	Dec 04, 2012	2,490 20	1,922 31	567 89
100 0000	Advance Auto Parts Incorporated, Common	Nov 03, 2009	Dec 13, 2012	7,032 50	3,829 83	3,202 67
50 0000	Advance Auto Parts Incorporated, Common	Nov 04, 2009	Dec 13, 2012	3,516 25	1,916 28	1,599 97
360 0000	Comcast Corporation (New), Class A Common	Dec 10, 2007	Dec 13, 2012	13,355 34	6,637 57	6,717 77
360 0000	Comcast Corporation (New), Class A Common	Jan 13, 2010	Dec 13, 2012	13,355 34	6,025 43	7,329 91
170 0000	NYSE Euronext, Common	Dec 18, 2009	Dec 13, 2012	3,929 07	4,297 87	(368 80)
320 0000	NYSE Euronext, Common	Dec 22, 2009	Dec 13, 2012	7,395 90	8,173 73	(777 83)
380 0000	NYSE Euronext, Common	Dec 23, 2009	Dec 13, 2012	8,782 63	9,797 96	(1,015 33)
70 0000	NYSE Euronext, Common	Jan 13, 2010	Dec 13, 2012	1,617 85	1,828 74	(210 89)
70 0000	Regeneron Pharmaceuticals Inc , Common	Dec 02, 2010	Dec 13, 2012	12,468 97	2,074 62	10,394 35
100 0000	Comcast Corporation (New), Class A Common	Jan 13, 2010	Dec 21, 2012	3,719 16	1,673 73	2,045 43
40 0000	Apple Incorporated, Common	Apr 27, 2010	Dec 26, 2012	20,573 19	10,501 73	10,071 46
16 0000	Apple Incorporated, Common	Apr 27, 2010	Dec 27, 2012	8,166 66	4,200 69	3,965 97
30 0000	Apple Incorporated, Common	May 07, 2010	Dec 27, 2012	15,312 50	7,092 22	8,220 28
230 0000	Affac Incorporated, Common	Dec 06, 2011	Jan 17, 2013	11,819 60	10,271 39	1,548 21
230 0000	Quest Diagnostics Inc , Common	Mar 08, 2011	Jan 31, 2013	13,348 92	13,147 63	201 29
140 0000	Quest Diagnostics Inc , Common	Mar 08, 2011	Feb 01, 2013	8,091 50	8,002 90	88 60
120 0000	Quest Diagnostics Inc , Common	Jul 21, 2011	Feb 01, 2013	6,935 57	6,876 65	58 92
210 0000	China Mobile (Hong Kong) Limited Sponsored ADR	Dec 30, 2010	Feb 08, 2013	11,602 99	10,386 16	1,216 83
50 0000	Fresenius Se & Company, Common	Mar 28, 2008	Feb 22, 2013	5,922 72	4,240 52	1,682 20
110 0000	Fresenius Se & Company, Common	Apr 01, 2008	Feb 22, 2013	13,029 97	9,383 37	3,646 60
30 0000	Fresenius Se & Company, Common	Jan 13, 2010	Feb 22, 2013	3,553 63	1,875 76	1,677 87
400 0000	PepsiCo Incorporated, Common	Dec 17, 2008	Mar 12, 2013	30,714 55	21,802 72	8,911 83
340 0000	PepsiCo Incorporated, Common	Feb 02, 2009	Mar 12, 2013	26,107 37	16,876 31	9,231 06
50 0000	PepsiCo Incorporated, Common	Feb 02, 2009	Mar 13, 2013	3,837 37	2,481 81	1,355 56
90 0000	PepsiCo Incorporated, Common	Jan 13, 2010	Mar 13, 2013	6,907 26	5,586 72	1,320 54
130 0000	Royal Dutch Shell PLC Class A Sponsored ADR	Dec 18, 2008	Mar 15, 2013	8,589 07	7,064 15	1,524 92
100 0000	Royal Dutch Shell PLC Class A Sponsored ADR	Dec 31, 2008	Mar 15, 2013	6,606 97	5,335 52	1,271 45
100 0000	Royal Dutch Shell PLC Class A Sponsored ADR	Jan 05, 2009	Mar 15, 2013	6,606 97	5,493 54	1,113 43

# The Calamus Foundation (CF-001)

Foundation  
 HSBC Bank USA, N A / JPMorgan Chase Bank, N A  
 134-\*\*\*\*-3 / Q06489001  
 13-3922034

<i>Quantity</i>	<i>Security</i>	<i>Date Acquired</i>	<i>Date Sold</i>	<i>Sale Price</i>	<i>Cost Basis</i>	<i>Gain or (Loss)</i>
170 0000	Royal Dutch Shell PLC Class A Sponsored ADR	Feb 17, 2009	Mar 15, 2013	11,231 86	8,277 88	2,953 98
38 0000	Royal Dutch Shell PLC Class A Sponsored ADR	Jan 13, 2010	Mar 15, 2013	2,510 65	2,317 24	193 41
130 0000	Royal Dutch Shell PLC Class A Sponsored ADR	May 28, 2010	Mar 15, 2013	8,589 06	6,869 85	1,719 21
110 0000	Royal Dutch Shell PLC Class A Sponsored ADR	Nov 25, 2011	Mar 15, 2013	7,267 67	7,147 84	119 83
20 0000	Royal Dutch Shell PLC Class A Sponsored ADR	Mar 01, 2012	Mar 15, 2013	1,321 39	1,462 60	(141 21)
2,000 0000	China Agr-Industnes Holdings Limited, Common	May 05, 2010	Apr 02, 2013	1,010 20	2,613 38	(1,603 18)
660 0000	China Agr-Industnes Holdings Limited, Common	May 06, 2010	Apr 02, 2013	333 36	829 11	(495 75)
2,000 0000	China Agr-Industnes Holdings Limited, Common	May 06, 2010	Apr 03, 2013	984 84	2,512 44	(1,527 60)
340 0000	China Agr-Industnes Holdings Limited, Common	May 06, 2010	Apr 11, 2013	168 65	427 11	(258 46)
1,000 0000	China Agr-Industnes Holdings Limited, Common	May 12, 2010	Apr 11, 2013	496 03	1,267 67	(771 64)
910 0000	China Agr-Industnes Holdings Limited, Common	May 13, 2010	Apr 11, 2013	451 39	1,170 01	(718 62)
90 0000	China Agr-Industnes Holdings Limited, Common	May 13, 2010	Apr 12, 2013	43 16	115 71	(72 55)
2,000 0000	China Agr-Industnes Holdings Limited, Common	May 14, 2010	Apr 12, 2013	959 17	2,585 87	(1,626 70)
560 0000	China Agr-Industnes Holdings Limited, Common	May 17, 2010	Apr 12, 2013	268 57	703 63	(435 06)
440 0000	China Agr-Industnes Holdings Limited, Common	May 17, 2010	Apr 15, 2013	206 87	552 86	(345 99)
880 0000	China Agr-Industnes Holdings Limited, Common	Nov 24, 2010	Apr 15, 2013	413 73	1,107 79	(694 06)
60 0000	Advance Auto Parts Incorporated, Common	Nov 04, 2009	Apr 16, 2013	4,812 39	2,299 54	2,512 85
1,120 0000	China Agr-Industnes Holdings Limited, Common	Nov 24, 2010	Apr 17, 2013	517 07	1,409 91	(892 84)
890 0000	China Agr-Industnes Holdings Limited, Common	Nov 26, 2010	Apr 17, 2013	410 88	1,081 96	(671 08)
1,110 0000	China Agr-Industnes Holdings Limited, Common	Nov 26, 2010	Apr 18, 2013	503 38	1,349 41	(846 03)
1,000 0000	China Agr-Industnes Holdings Limited, Common	Nov 29, 2010	Apr 18, 2013	453 50	1,224 73	(771 23)
50 0000	Advance Auto Parts Incorporated, Common	Nov 04, 2009	Apr 19, 2013	3,909 41	1,916 29	1,993 12
50 0000	Advance Auto Parts Incorporated, Common	Nov 04, 2009	Apr 22, 2013	3,956 28	1,916 29	2,039 99
50 0000	Advance Auto Parts Incorporated, Common	Nov 04, 2009	Apr 23, 2013	4,009 74	1,916 28	2,093 46
70 0000	Advance Auto Parts Incorporated, Common	Nov 04, 2009	Apr 25, 2013	5,817 75	2,682 80	3,134 95
40 0000	Advance Auto Parts Incorporated, Common	Jan 13, 2010	Apr 25, 2013	3,324 43	1,592 80	1,731 63
130 0000	Svenska Handelsbanken, Class A	Dec 06, 2011	May 03, 2013	5,902 51	3,489 73	2,412 78
70 0000	Svenska Handelsbanken, Class A	Dec 06, 2011	May 03, 2013	3,133 03	1,879 09	1,253 94
60 0000	Svenska Handelsbanken, Class A	Dec 07, 2011	May 03, 2013	2,685 46	1,638 08	1,047 38
310 0000	Svenska Handelsbanken, Class A	Dec 07, 2011	May 07, 2013	14,048 42	8,463 41	5,585 01
170 0000	Svenska Handelsbanken, Class A	Dec 08, 2011	May 10, 2013	7,557 69	4,656 66	2,901 03
150 0000	Svenska Handelsbanken, Class A	Dec 08, 2011	May 13, 2013	6,680 94	4,108 81	2,572 13
270 0000	Svenska Handelsbanken, Class A	Dec 08, 2011	May 13, 2013	11,838 88	7,395 87	4,443 01
80 0000	Svenska Handelsbanken, Class A	Mar 01, 2012	May 13, 2013	3,507 81	2,673 13	834 68
160 0000	Ophir Energy PLC	May 04, 2012	May 24, 2013	962 36	1,434 20	(471 84)
140 0000	Ophir Energy PLC	May 04, 2012	May 28, 2013	857 30	1,254 92	(397 62)
40 0000	Aflac Incorporated, Common	Oct 12, 2011	Jun 11, 2013	2,261 51	1,649 26	612 25
70 0000	Aflac Incorporated, Common	Dec 06, 2011	Jun 11, 2013	3,957 63	3,126 07	831 56
160 0000	Aflac Incorporated, Common	Oct 12, 2011	Jun 12, 2013	8,994 80	6,597 02	2,397 78
90 0000	MSCI Incorporated, Class A Common	Dec 07, 2010	Jul 08, 2013	3,109 31	3,324 20	(214 89)
60 0000	MSCI Incorporated, Class A Common	Dec 07, 2010	Jul 09, 2013	2,045 99	2,216 12	(170 13)
20 0000	MSCI Incorporated, Class A Common	Dec 08, 2010	Jul 09, 2013	681 99	741 54	(59 55)
30 0000	MSCI Incorporated, Class A Common	Dec 08, 2010	Jul 10, 2013	1,018 20	1,112 31	(94 11)
90 0000	MSCI Incorporated, Class A Common	Dec 09, 2010	Jul 10, 2013	3,054 58	3,309 79	(255 21)
50 0000	MSCI Incorporated, Class A Common	Dec 09, 2010	Jul 11, 2013	1,720 56	1,838 77	(118 21)
70 0000	MSCI Incorporated, Class A Common	Dec 10, 2010	Jul 11, 2013	2,408 78	2,563 68	(154 90)
40 0000	MSCI Incorporated, Class A Common	Dec 10, 2010	Jul 12, 2013	1,380 75	1,464 96	(84 21)
40 0000	MSCI Incorporated, Class A Common	Dec 13, 2010	Jul 12, 2013	1,380 75	1,465 58	(84 83)
30 0000	MSCI Incorporated, Class A Common	Mar 01, 2012	Jul 12, 2013	1,035 55	1,064 70	(29 15)
250 0000	Thermo Fisher Scientific Incorporated, Common	Aug 27, 2010	Jul 12, 2013	22,008 42	10,763 00	11,245 42
420 0000	Thermo Fisher Scientific Incorporated, Common	Aug 27, 2010	Jul 15, 2013	36,986 62	18,081 84	18,904 78
10 0000	Thermo Fisher Scientific Incorporated, Common	Mar 01, 2012	Jul 15, 2013	880 63	571 10	309 53

# The Calamus Foundation (CF-001)

Foundation  
 HSBC Bank USA, N A / JPMorgan Chase Bank, N A  
 134-\*\*\*\*-3 / Q06489001  
 13-3922034

<i>Quantity</i>	<i>Security</i>	<i>Date Acquired</i>	<i>Date Sold</i>	<i>Sale Price</i>	<i>Cost Basis</i>	<i>Gain or (Loss)</i>
60 0000	Hewlett Packard Company, Common	Sep 27, 2010	Aug 08, 2013	1,602 99	2,491 68	(888 69)
240 0000	Hewlett Packard Company, Common	Feb 24, 2011	Aug 08, 2013	6,411 94	10,330 85	(3,918 91)
540 0000	Hewlett Packard Company, Common	Sep 27, 2010	Aug 09, 2013	14,527 58	22,425 12	(7,897 54)
380 0000	Hewlett Packard Company, Common	Sep 27, 2010	Aug 12, 2013	10,141 49	15,780 64	(5,639 15)
500 0000	Hewlett Packard Company, Common	Aug 22, 2011	Aug 12, 2013	13,344 07	12,295 00	1,049 07
160 0000	Hewlett Packard Company, Common	Mar 01, 2012	Aug 12, 2013	4,270 10	4,086 40	183 70
20 0000	Qualcomm Incorporated, Common	Mar 01, 2012	Aug 15, 2013	1,332 72	1,247 64	85 08
90 0000	Qualcomm Incorporated, Common	Feb 09, 2010	Aug 19, 2013	6,048 17	3,413 56	2,634 61
410 0000	Santos Limited, Common	Mar 09, 2011	Aug 22, 2013	5,270 01	6,142 00	(871 99)
50 0000	Santos Limited, Common	Mar 01, 2012	Aug 22, 2013	642 68	769 96	(127 28)
10 0000	LG Electronics Incorporated, Common	Mar 09, 2011	Aug 23, 2013	260 41	372 64	(112 23)
530 0000	Santos Limited, Common	Mar 09, 2011	Aug 23, 2013	6,964 58	7,939 66	(975 08)
240 0000	Santos Limited, Common	Mar 10, 2011	Aug 23, 2013	3,153 77	3,517 85	(364 08)
20 0000	LG Electronics Incorporated, Common	Mar 09, 2011	Aug 26, 2013	520 43	745 28	(224 85)
790 0000	Santos Limited, Common	Mar 10, 2011	Aug 26, 2013	10,498 13	11,579 58	(1,081 45)
20 0000	LG Electronics Incorporated, Common	Mar 09, 2011	Aug 29, 2013	510 90	745 28	(234 38)
20 0000	LG Electronics Incorporated, Common	Mar 09, 2011	Aug 30, 2013	515 36	745 28	(229 92)
20 0000	LG Electronics Incorporated, Common	Mar 09, 2011	Sep 04, 2013	519 84	745 28	(225 44)
20 0000	LG Electronics Incorporated, Common	Mar 09, 2011	Sep 05, 2013	513 58	745 28	(231 70)
10 0000	LG Electronics Incorporated, Common	Mar 09, 2011	Sep 06, 2013	255 96	372 64	(116 68)
30 0000	LG Electronics Incorporated, Common	Mar 09, 2011	Sep 09, 2013	758 92	1,117 92	(359 00)
30 0000	LG Electronics Incorporated, Common	Mar 09, 2011	Sep 10, 2013	751 24	1,117 92	(366 68)
20 0000	LG Electronics Incorporated, Common	Mar 09, 2011	Sep 11, 2013	498 71	745 28	(246 57)
20 0000	LG Electronics Incorporated, Common	Mar 09, 2011	Sep 12, 2013	489 60	745 28	(255 68)
30 0000	LG Electronics Incorporated, Common	Mar 09, 2011	Sep 13, 2013	724 91	1,117 93	(393 02)
10 0000	LG Electronics Incorporated, Common	Mar 09, 2011	Sep 16, 2013	244 54	372 64	(128 10)
10 0000	LG Electronics Incorporated, Common	Mar 15, 2011	Sep 16, 2013	244 54	341 25	(96 71)
30 0000	LG Electronics Incorporated, Common	Mar 15, 2011	Sep 17, 2013	725 02	1,023 74	(298 72)
20 0000	LG Electronics Incorporated, Common	Mar 15, 2011	Sep 23, 2013	479 22	682 49	(203 27)
20 0000	LG Electronics Incorporated, Common	Mar 15, 2011	Sep 24, 2013	479 34	682 49	(203 15)
140 0000	Covidien PLC, Common	Nov 25, 2008	Oct 03, 2013	8,496 56	4,717 36	3,779 20
60 0000	Covidien PLC, Common	Jan 13, 2010	Oct 03, 2013	3,641 39	2,678 77	962 62
70 0000	Vodafone Group PLC (New), Sponsored ADR	Jan 13, 2010	Oct 03, 2013	2,485 07	1,578 31	906 76
250 0000	Vodafone Group PLC (New), Sponsored ADR	May 10, 2010	Oct 03, 2013	8,875 24	5,236 10	3,639 14
90 0000	Vodafone Group PLC (New), Sponsored ADR	Mar 01, 2012	Oct 03, 2013	3,195 09	2,474 10	720 99
210 0000	Covidien PLC, Common	Nov 25, 2008	Oct 04, 2013	12,672 49	7,076 03	5,596 46
100 0000	Covidien PLC, Common	Nov 26, 2008	Oct 04, 2013	6,034 51	3,345 88	2,688 63
100 0000	Covidien PLC, Common	Nov 28, 2008	Oct 04, 2013	6,034 51	3,330 36	2,704 15
10 0000	Covidien PLC, Common	Mar 13, 2009	Oct 04, 2013	603 45	287 10	316 35
160 0000	Covidien PLC, Common	Mar 13, 2009	Oct 07, 2013	9,593 58	4,593 55	5,000 03
16 0000	Google Incorporated, Common	Nov 05, 2007	Oct 28, 2013	16,246 10	11,477 47	4,768 63
4 0000	Google Incorporated, Common	Nov 20, 2007	Oct 28, 2013	4,061 53	2,570 98	1,490 55
11 0000	Google Incorporated, Common	Nov 20, 2007	Oct 29, 2013	11,191 57	7,070 18	4,121 39
5 0000	Google Incorporated, Common	Oct 19, 2012	Oct 29, 2013	5,087 07	3,462 10	1,624 97
220 0000	United Parcel Service Incorporated, Class B Common	Sep 21, 2012	Oct 31, 2013	21,576 52	15,797 96	5,778 56
50 0000	Alexion Pharmaceuticals Incorporated, Common	Oct 15, 2009	Nov 04, 2013	6,159 93	1,143 74	5,016 19
40 0000	Alexion Pharmaceuticals Incorporated, Common	Oct 16, 2009	Nov 04, 2013	4,927 94	920 07	4,007 87
40 0000	Kinder Morgan Energy Partners, L P	Jun 19, 2006	Nov 04, 2013	3,240 88	3,025 60	215 28
920 0000	Kinder Morgan Energy Partners, L P	Aug 16, 2007	Nov 04, 2013	74,540 32	69,588 80	4,951 52
70 0000	Regeneron Pharmaceuticals Inc, Common	Dec 02, 2010	Nov 04, 2013	19,860 59	2,074 62	17,785 97

# The Calamus Foundation (CF-001)

Foundation  
 HSBC Bank USA, N A / JPMorgan Chase Bank, N A  
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 --- 13-3922034

<i>Quantity</i>	<i>Security</i>	<i>Date Acquired</i>	<i>Date Sold</i>	<i>Sale Price</i>	<i>Cost Basis</i>	<i>Gain or (Loss)</i>
20 0000	Alexion Pharmaceuticals Incorporated, Common	Oct 15, 2009	Nov 05, 2013	2,415 44	457 50	1,957 94
20 0000	Regeneron Pharmaceuticals Inc , Common	Dec 02, 2010	Nov 05, 2013	5,881 20	592 75	5,288 45
80 0000	United Parcel Service Incorporated, Class B Common	Sep 21, 2012	Nov 08, 2013	7,953 46	5,744 71	2,208 75
180 0000	United Parcel Service Incorporated, Class B Common	Sep 21, 2012	Nov 11, 2013	17,850 67	12,925 61	4,925 06
1 0000	Samsung Electronics Company Limited	Aug 29, 2012	Nov 15, 2013	939 67	638 86	300 81
6 0000	Samsung Electronics Company Limited	Aug 29, 2012	Nov 18, 2013	5,811 82	3,833 13	1,978 69
300 0000	Comcast Corporation (New), Class A Common	Oct 28, 2008	Dec 21, 2013	11,157 47	4,199 70	6,957 77
20 8300	Beaver Valley Two Pi Incorporated, Common	Mar 04, 1996	Dec 24, 2013	311 93	259 92	52 01
<b>Total Long-Term Sales</b>				<b>\$907,903.36</b>	<b>\$679,476.22</b>	<b>\$228,427.14</b>
110 0000	Alfa Laval AB, Common	Mar 01, 2012	Dec 03, 2012	2,165 54	2,263 29	(97 75)
100 0000	Natura Cosmetics SA, Common	Mar 01, 2012	Dec 03, 2012	2,653 41	2,375 05	278 36
10 0000	Outotec OYJ, Common	Mar 01, 2012	Dec 03, 2012	529 42	612 44	(83 02)
1,240 0000	PICC Property and Casualty Company Ltd	Nov 05, 2012	Dec 03, 2012	1,583 95	1,688 45	(104 50)
90 0000	Prudential Corporation PLC Ordinary	Mar 01, 2012	Dec 03, 2012	1,309 11	1,025 27	283 84
10 0000	Roche Holdings Limited Sponsored ADR	Apr 12, 2012	Dec 03, 2012	1,963 77	1,721 80	241 97
50 0000	Santos Limited, Common	Mar 01, 2012	Dec 03, 2012	581 46	769 96	(188 50)
70 0000	Sberbank ADR	Apr 25, 2012	Dec 03, 2012	824 76	902 96	(78 20)
20 0000	Sberbank ADR	Apr 27, 2012	Dec 03, 2012	235 65	257 43	(21 78)
40 0000	Svenska Handelsbanken, Class A	Dec 06, 2011	Dec 03, 2012	1,425 64	1,073 77	351 87
50 0000	SwedBank AB, Common	Mar 01, 2012	Dec 03, 2012	925 64	852 38	73 26
10 0000	Tullow Oil PLC Ordinary	Mar 01, 2012	Dec 03, 2012	225 02	237 32	(12 30)
20 0000	Umicore, Common	Mar 01, 2012	Dec 03, 2012	1,041 12	1,041 19	(0 07)
60 0000	Comcast Corporation (New), Class A Common	Mar 01, 2012	Dec 13, 2012	2,225 89	1,767 60	458 29
290 0000	Kohl's Corporation, Common	Sep 14, 2012	Dec 13, 2012	12,578 12	15,551 07	(2,972 95)
10 0000	NYSE Euronext, Common	Mar 01, 2012	Dec 13, 2012	231 12	297 40	(66 28)
20 0000	China Mobile (Hong Kong) Limited Sponsored ADR	Mar 01, 2012	Dec 21, 2012	1,156 36	1,058 60	97 76
100 0000	China Mobile (Hong Kong) Limited Sponsored ADR	Aug 21, 2012	Dec 21, 2012	5,781 79	5,330 42	451 37
110 0000	Kohl's Corporation, Common	Sep 14, 2012	Dec 24, 2012	4,779 54	5,898 68	(1,119 14)
160 0000	Kohl's Corporation, Common	Sep 14, 2012	Dec 27, 2012	6,793 22	8,579 91	(1,786 69)
20 0000	Aflac Incorporated, Common	Mar 01, 2012	Jan 15, 2013	1,042 89	950 49	92 40
20 0000	Aflac Incorporated, Common	Apr 26, 2012	Jan 15, 2013	1,042 88	898 58	144 30
10 0000	Aflac Incorporated, Common	Apr 27, 2012	Jan 15, 2013	521 44	449 23	72 21
150 0000	Aflac Incorporated, Common	Aug 21, 2012	Jan 15, 2013	7,821 64	7,006 53	815 11
140 0000	Aflac Incorporated, Common	Apr 27, 2012	Jan 16, 2013	7,303 17	6,289 19	1,013 98
90 0000	China Mobile (Hong Kong) Limited Sponsored ADR	Mar 01, 2012	Feb 08, 2013	4,972 72	4,763 70	209 02
90 0000	Pharmacyclics Incorporated, Common	Jun 18, 2012	Mar 12, 2013	8,218 76	3,725 44	4,493 32
80 0000	Pharmacyclics Incorporated, Common	Jun 19, 2012	Mar 12, 2013	7,305 56	3,412 54	3,893 02
120 0000	Advance Auto Parts Incorporated, Common	Aug 28, 2012	Apr 25, 2013	9,973 27	8,660 29	1,312 98
130 0000	Advance Auto Parts Incorporated, Common	Aug 29, 2012	Apr 26, 2013	10,773 24	9,360 70	1,412 54
250 0000	Ophir Energy PLC	Dec 03, 2012	May 28, 2013	1,530 88	2,027 19	(496 31)
630 0000	Virgin Media Incorporated, Common	Dec 13, 2012	Jun 10, 2013	31,526 02	22,394 67	9,131 35
162 0000	Liberty Global PLC, Class A	Dec 13, 2012	Jun 14, 2013	11,852 20	12,017 20	(165 00)
121 0000	Liberty Global PLC, Class C	Dec 13, 2012	Jun 14, 2013	8,316 50	8,401 49	(84 99)
0 6700	Liberty Global PLC, Class A	Dec 13, 2012	Jul 03, 2013	48 66	49 70	(1 04)
0 4700	Liberty Global PLC, Class C	Dec 13, 2012	Jul 05, 2013	31 55	32 63	(1 08)
10 0000	MSCI Incorporated, Class A Common	Oct 02, 2012	Jul 12, 2013	345 18	262 53	82 65

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Foundation  
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<i>Quantity</i>	<i>Security</i>	<i>Date Acquired</i>	<i>Date Sold</i>	<i>Sale Price</i>	<i>Cost Basis</i>	<i>Gain or (Loss)</i>
150 0000	MSCI Incorporated, Class A Common	Oct 02, 2012	Jul 15, 2013	5,187 48	3,937 91	1,249 57
3,040 0000	Singapore Telecommunications Limited	Nov 30, 2012	Jul 15, 2013	9,196 74	8,229 55	967 19
130 0000	MSCI Incorporated, Class A Common	Oct 02, 2012	Jul 16, 2013	4,475 11	3,412 85	1,062 26
3,000 0000	Singapore Telecommunications Limited	Nov 30, 2012	Jul 16, 2013	9,054 45	8,121 27	933 18
120 0000	MSCI Incorporated, Class A Common	Oct 02, 2012	Jul 17, 2013	4,144 70	3,150 32	994 38
2,000 0000	Singapore Telecommunications Limited	Nov 30, 2012	Jul 17, 2013	6,008 58	5,414 18	594 40
130 0000	MSCI Incorporated, Class A Common	Oct 02, 2012	Jul 18, 2013	4,516 98	3,412 85	1,104 13
3,000 0000	Singapore Telecommunications Limited	Nov 30, 2012	Jul 18, 2013	8,961 54	8,121 27	840 27
50 0000	MSCI Incorporated, Class A Common	Oct 02, 2012	Jul 19, 2013	1,735 03	1,312 63	422 40
20 0000	MSCI Incorporated, Class A Common	Oct 03, 2012	Jul 19, 2013	694 00	530 89	163 11
2,000 0000	Singapore Telecommunications Limited	Nov 30, 2012	Jul 19, 2013	5,972 30	5,414 18	558 12
2,000 0000	Singapore Telecommunications Limited	Nov 30, 2012	Jul 22, 2013	6,075 29	5,414 18	661 11
1,960 0000	Singapore Telecommunications Limited	Nov 30, 2012	Jul 23, 2013	6,031 11	5,305 88	725 23
0 5000	Mallinckrodt PLC, Common	Jun 17, 2013	Jul 29, 2013	21 78	22 58	(0 80)
40 0000	Qualcomm Incorporated, Common	Apr 25, 2013	Aug 15, 2013	2,665 44	2,489 48	175 96
100 0000	Qualcomm Incorporated, Common	Apr 25, 2013	Aug 19, 2013	6,720 18	6,223 70	496 48
260 0000	Vodafone Group PLC (New), Sponsored ADR	Mar 12, 2013	Oct 03, 2013	9,230 26	7,190 53	2,039 73
1 0000	Samsung Electronics Company Limited	Aug 19, 2013	Nov 13, 2013	919 20	776 13	143 07
9 0000	Samsung Electronics Company Limited	Aug 26, 2013	Nov 13, 2013	8,272 85	7,056 64	1,216 21
9 0000	Samsung Electronics Company Limited	Aug 19, 2013	Nov 15, 2013	8,457 06	6,985 13	1,471 93
<b>Total Short-Term Sales</b>				<b>\$269,977.17</b>	<b>\$236,529.24</b>	<b>\$33,447.93</b>

Additional Information For Tax Return

THE CALAMUS FOUNDATION

13-3922034

Form 990-PF, p4: Line 10 Yes

LORING R. MCALPIN  
c/o MYER, GREENE & DEGGE  
P.O. BOX 930  
PEARL RIVER, NY 10965

JOAN R. MCALPIN 5/22/90 CHARITABLE LEAD TRUST  
DAVID M. MCALPIN, TRUSTEE  
920 BROADWAY, SUITE 904  
NEW YORK, NY 10010

DAVID H. MCALPIN, JR.  
MANOR BROOK FARM  
62 OPPOSSUM ROAD  
SKILLMAN, NJ 08558

**THE CALAMUS FOUNDATION**  
**#13-3922034**

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**Rider attached to 11/30/13 Form 990-PF**

<u>Date</u>	<u>Description</u>	<u>Amount</u>
	Joan R. McAlpin 5/22/90 Charitable Lead Trust David M. McAlpin, Trustee 920 Broadway, Suite 904 New York, NY 10010	
12/5/12	Cash	\$ 14,000
7/9/13	Cash	4,500
	Loring R. McAlpin 39 Great Jones Street Apt. 7 New York, New York 10012	
12/21/12	Market value of securities	161,883
	David H. McAlpin, Jr. Manor Brook Farm 62 Opossum Road Skillman, NJ 08558	
12/11/12	Market value of securities	<u>26,595</u>
		\$206,978
		=====

Name THE CALAMUS FOUNDATION Employer Identification Number 13-3922034

Asset Information:

Description of Property: SEE RIDER ATTACHED  
Date Acquired: Various How Acquired: Purchased  
Date Sold: Various Name of Buyer:  
Sales Price: 907,903. Cost or other basis (do not reduce by depreciation) 679,476.  
Sales Expense: Valuation Method:  
Total Gain (Loss): 228,427. Accumulation Depreciation:

Description of Property: SEE RIDER ATTACHED  
Date Acquired: Various How Acquired: Purchased  
Date Sold: Various Name of Buyer:  
Sales Price: 269,977. Cost or other basis (do not reduce by depreciation) 236,529.  
Sales Expense: Valuation Method:  
Total Gain (Loss): 33,448. Accumulation Depreciation:

Description of Property:  
Date Acquired: How Acquired:  
Date Sold: Name of Buyer:  
Sales Price: Cost or other basis (do not reduce by depreciation)  
Sales Expense: Valuation Method:  
Total Gain (Loss): Accumulation Depreciation

Description of Property:  
Date Acquired: How Acquired:  
Date Sold: Name of Buyer:  
Sales Price: Cost or other basis (do not reduce by depreciation)  
Sales Expense: Valuation Method:  
Total Gain (Loss): Accumulation Depreciation

Description of Property:  
Date Acquired: How Acquired:  
Date Sold: Name of Buyer:  
Sales Price: Cost or other basis (do not reduce by depreciation)  
Sales Expense: Valuation Method:  
Total Gain (Loss): Accumulation Depreciation

Description of Property:  
Date Acquired: How Acquired:  
Date Sold: Name of Buyer:  
Sales Price: Cost or other basis (do not reduce by depreciation)  
Sales Expense: Valuation Method:  
Total Gain (Loss): Accumulation Depreciation

Description of Property:  
Date Acquired: How Acquired:  
Date Sold: Name of Buyer:  
Sales Price: Cost or other basis (do not reduce by depreciation)  
Sales Expense: Valuation Method:  
Total Gain (Loss): Accumulation Depreciation

Description of Property:  
Date Acquired: How Acquired:  
Date Sold: Name of Buyer:  
Sales Price: Cost or other basis (do not reduce by depreciation)  
Sales Expense: Valuation Method:  
Total Gain (Loss): Accumulation Depreciation

The Calamus Foundation (CF-001)  
Foundation  
HSBC Bank USA, N.A. / JPMorgan Chase Bank, N.A.  
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**Foreign Obligations**

<i>Svenska Handelsbanken, Class A</i>	2,045.67
<b>Total for Foreign Obligations</b>	<b>\$2,045.67</b>

**Commercial Obligations**

<i>Deposit Sweep - Premier</i>	0.02
<b>Total for Commercial Obligations</b>	<b>\$0.02</b>

**Domestic Qualifying Dividends**

<i>Advance Auto Parts Incorporated, Common</i>	77.40
<i>Aflac Incorporated, Common</i>	1,813.00
<i>Anadarko Petroleum Corporation, Common</i>	450.00
<i>Apache Corporation, Common</i>	745.60
<i>Beaver Valley Two Sigma Incorporated, Common</i>	86.65
<i>Capital One Financial Corporation, Common</i>	549.00
<i>Coach Incorporated, Common</i>	340.88
<i>Comcast Corporation (New), Class A Common</i>	612.95
<i>Comerica Incorporated, Common</i>	462.00
<i>Copa Holdings SA</i>	189.80
<i>Dover Corporation, Common</i>	705.25
<i>Expedia Incorporated, Common</i>	114.00
<i>Exxon Mobil Corporation, Common</i>	4,137.60
<i>Ford Motor Company, Common</i>	804.00
<i>Goldman Sachs Group Incorporated, Common</i>	485.00
<i>Hewlett Packard Company, Common</i>	769.30
<i>JPMorgan Chase &amp; Company, Common</i>	2,461.60
<i>Kalbe Farma</i>	214.35
<i>Kohl's Corporation, Common</i>	179.20
<i>LG Electronics Incorporated, Common</i>	75.28
<i>Macy's Incorporated, Common</i>	729.00
<i>Mastercard Incorporated, Class A Common</i>	199.50

The Calamus Foundation (CF-001)  
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HSBC Bank USA, N.A / JPMorgan Chase Bank, N.A.  
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**Domestic Qualifying Dividends**

<i>Merck &amp; Company Inc. (New), Common</i>	1,857.60
<i>Microsoft Corporation, Common</i>	3,523.60
<i>NYSE Euronext, Common</i>	285.00
<i>National Oilwell Varco Incorporated, Common</i>	400.40
<i>Netapp Incorporated, Common</i>	285.00
<i>Noble Energy Incorporated, Common</i>	466.40
<i>Oceaneering International Incorporated, Common</i>	345.80
<i>Oracle Corporation, Common</i>	520.80
<i>PVH Corporation, Common</i>	23.24
<i>PepsiCo Incorporated, Common</i>	946.00
<i>Perry One Beta Incorporated, Common</i>	86.65
<i>Perry One Gamma Incorporated, Common</i>	190.62
<i>Praxair Incorporated, Common</i>	705.00
<i>Qualcomm Incorporated, Common</i>	1,126.50
<i>Quest Diagnostics Inc., Common</i>	147.00
<i>Reinsurance Group of America Incorporated</i>	579.00
<i>Roper Industries Incorporated (New), Common</i>	283.80
<i>Thermo Fisher Scientific Incorporated, Common</i>	306.00
<i>Tiffany &amp; Company (New), Common</i>	356.40
<i>United Parcel Service Incorporated, Class B Common</i>	2,724.00
<i>Unitedhealth Group Inc., Common</i>	748.60
<i>Virgin Media Incorporated, Common</i>	50.40
<i>Wells Fargo &amp; Company, Common</i>	1,969.10
<i>Yum! Brands Incorporated, Common</i>	698.40
<b>Total for Domestic Qualifying Dividends</b>	<b>\$34,826.67</b>

**Foreign Qualifying Dividends**

<i>Amada Co. Ltd.</i>	201.43
<i>Arcos Dorados Holdings Incorporated</i>	220.05
<i>BG Group PLC ADS</i>	560.14

The Calamus Foundation (CF-001)  
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**Foreign Qualifying Dividends**

<i>China Mobile (Hong Kong) Limited Sponsored ADR</i>	3,483.94
<i>Covidien PLC, Common</i>	608.40
<i>Delphi Automotive PLC</i>	795.60
<i>GlaxoSmithKline PLC Ordinary Shares</i>	122.63
<i>Intertek Group PLC Ordinary Shares</i>	239.69
<i>Murata Manufacturing Company Ltd., Common</i>	503.35
<i>Natura Cosméticos SA, Common</i>	654.38
<i>Novartis AG Sponsored ADR</i>	2,984.56
<i>NGK Insulators Limited, Common</i>	242.52
<i>NGK Spark Plug Company Ltd.</i>	239.72
<i>Outotec OYJ, Common</i>	281.27
<i>PICC Property and Casualty Company Ltd.</i>	1,508.35
<i>PT Semen Gresik Persero TBK, Common</i>	502.81
<i>Prudential Corporation PLC Ordinary</i>	1,374.76
<i>Roche Holdings Limited Sponsored ADR</i>	2,015.68
<i>Royal Dutch Shell PLC Class A Sponsored ADR</i>	1,389.76
<i>Santos Limited, Common</i>	598.60
<i>SMC Corporation</i>	80.54
<i>Samsung Electronics Company Limited</i>	535.00
<i>Sberbank ADR</i>	814.40
<i>Smiths Group PLC Ordinary</i>	2,741.34
<i>SwedBank AB, Common</i>	2,947.42
<i>Toronto Dominion Bank, Common</i>	1,554.74
<i>Tullow Oil PLC Ordinary</i>	161.18
<i>Umicore, Common</i>	1,129.29
<i>Vodafone Group PLC (New), Sponsored ADR</i>	4,701.35
<b>Total for Foreign Qualifying Dividends</b>	<b>\$33,192.90</b>

**Foreign Non-Qualifying Dividends**

<i>Alfa Laval AB, Common</i>	1,556.78
<i>Intercontinental Hotels Group PLC Ordinary</i>	3,060.39
<i>Johnson Matthey PLC Ordinary</i>	801.28
<i>Schneider Electric SA, Common</i>	1,002.14

The Calamus Foundation (CF-001)  
Foundation  
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**Foreign Non-Qualifying Dividends**

*Singapore Telecommunications Limited* 944.64

**Total for Foreign Non-Qualifying Dividends** \$7,365.23

**United States Obligation Dividends**

*JPMorgan U.S. Government Money Market* 10.71

*Fund #3915*

**Total for United States Obligation Dividends** \$10.71

# The Calamus Foundation (CF-001)

Foundation

HSBC Bank USA, N.A. / JPMorgan Chase Bank, N.A.

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<i>Par Value or Shares</i>	<i>Security</i>	<i>Date Acquired</i>	<i>Average Cost</i>	<i>Inventory Value</i>	<i>Market Value</i>
930.0000	Aflac Incorporated, Common	Oct 12, 2011	41 2314	38,345 21	61,724 10
140.0000	Alexion Pharmaceuticals Incorporated, Common	Oct 14, 2009	22.3405	3,127.67	17,430.00
50.0000	Alexion Pharmaceuticals Incorporated, Common	Oct 15, 2009	22.8748	1,143 74	6,225 00
190.0000	TOTAL FOR THIS SECURITY		22.4811	4,271 41	23,655.00
2,640 0000	Alfa Laval AB, Common	Oct 26, 2005	4 6349	12,236.21	62,809.56
190 0000	Alfa Laval AB, Common	Oct 28, 2005	4 6633	886.02	4,520.39
80 0000	Alfa Laval AB, Common	Mar 01, 2012	20.5754	1,646.03	1,903.32
2,910 0000	TOTAL FOR THIS SECURITY		5 0750	14,768.26	69,233.27
1,000.0000	Amada Co. Ltd.	Jan 07, 2013	6.7142	6,714 18	8,860 00
1,000 0000	Amada Co Ltd.	Jan 08, 2013	6 3570	6,357 02	8,860 00
1,000 0000	Amada Co Ltd.	Jan 09, 2013	6 2816	6,281.64	8,860 00
1,000.0000	Amada Co Ltd	Jan 15, 2013	6 6099	6,609 92	8,860.00
1,000.0000	Amada Co. Ltd.	Jan 16, 2013	6 5475	6,547.47	8,860.00
5,000.0000	TOTAL FOR THIS SECURITY		6.5020	32,510 23	44,300.00
250 0000	Anadarko Petroleum Corporation, Common	Oct 15, 2009	66 2779	16,569 48	22,205 00
150.0000	Anadarko Petroleum Corporation, Common	Oct 16, 2009	66.5453	9,981 79	13,323 00
60.0000	Anadarko Petroleum Corporation, Common	Jan 13, 2010	64 6600	3,879.60	5,329 20
140 0000	Anadarko Petroleum Corporation, Common	May 03, 2010	63 5070	8,890 98	12,434 80
400.0000	Anadarko Petroleum Corporation, Common	May 27, 2010	55 3382	22,135 28	35,528 00
1,000.0000	TOTAL FOR THIS SECURITY		61.4571	61,457 13	88,820.00
220.0000	Apache Corporation, Common	Aug 04, 2003	30 5669	6,724.72	20,127 80
160.0000	Apache Corporation, Common	Nov 01, 2005	64.4140	10,306 24	14,638 40
220 0000	Apache Corporation, Common	Apr 19, 2007	74.9678	16,492.91	20,127.80
30.0000	Apache Corporation, Common	Jun 04, 2010	90 0320	2,700.96	2,744 70
40.0000	Apache Corporation, Common	Jun 17, 2010	97 0363	3,881 45	3,659 60
30 0000	Apache Corporation, Common	Jun 23, 2010	92 0820	2,762 46	2,744.70
10 0000	Apache Corporation, Common	Mar 01, 2012	108.6100	1,086.10	914.90
170.0000	Apache Corporation, Common	Sep 13, 2012	92 5194	15,728.30	15,553 30

<i>Par Value or Shares</i>	<i>Security</i>	<i>Date Acquired</i>	<i>Average Cost</i>	<i>Inventory Value</i>	<i>Market Value</i>
70 0000	Apache Corporation, Common	Aug 22, 2013	78.1569	5,470.98	6,404.30
130 0000	Apache Corporation, Common	Aug 23, 2013	78 8847	10,255 01	11,893 70
140.0000	Apache Corporation, Common	Aug 26, 2013	80 5999	11,283 99	12,808 60
1,220.0000	TOTAL FOR THIS SECURITY		71.0599	86,693 12	111,617 80
220.0000	Arcos Dorados Holdings Incorporated	Dec 26, 2012	11 9659	2,632 50	2,684 00
40 0000	Arcos Dorados Holdings Incorporated	Dec 27, 2012	11 9425	477.70	488 00
70 0000	Arcos Dorados Holdings Incorporated	Dec 28, 2012	11.9093	833 65	854.00
420 0000	Arcos Dorados Holdings Incorporated	Dec 31, 2012	11 8480	4,976 16	5,124.00
140 0000	Arcos Dorados Holdings Incorporated	Jan 07, 2013	13.9639	1,954.95	1,708.00
220 0000	Arcos Dorados Holdings Incorporated	Jan 08, 2013	13 5026	2,970 57	2,684 00
120 0000	Arcos Dorados Holdings Incorporated	Jan 09, 2013	13 7616	1,651 39	1,464 00
1,230.0000	TOTAL FOR THIS SECURITY		12 5991	15,496.92	15,006.00
1,870 0000	BG Group PLC ADS	Mar 18, 2013	17.9375	33,543 21	38,243.37
20.8300	Beaver Valley Two Sigma Incorporated, Common	Mar 04, 1996	13 5982	283.25	283 25
470 0000	BioMarin Pharmaceutical Incorporated, Common	Feb 22, 2013	55.4334	26,053 70	33,101.16
480 0000	Capital One Financial Corporation, Common	Mar 12, 2013	54 7612	26,285 38	34,382 40
130 0000	Capital One Financial Corporation, Common	Mar 13, 2013	54 9082	7,138 07	9,311.90
610.0000	TOTAL FOR THIS SECURITY		54.7925	33,423.45	43,694 30
550 0000	CareFusion Corporation, Common	Aug 21, 2009	17.9393	9,866.61	21,917.50
30.0000	CareFusion Corporation, Common	Aug 24, 2009	18 0200	540 60	1,195 50
100 0000	CareFusion Corporation, Common	Aug 25, 2009	17.7252	1,772.52	3,985 00
20.0000	CareFusion Corporation, Common	Aug 26, 2009	17 8935	357 87	797 00
100 0000	CareFusion Corporation, Common	Sep 02, 2009	18.6190	1,861 90	3,985.00
30 0000	CareFusion Corporation, Common	Sep 03, 2009	18.6750	560.25	1,195 50
20.0000	CareFusion Corporation, Common	Sep 04, 2009	18 6185	372 37	797 00
90.0000	CareFusion Corporation, Common	Jul 01, 2010	22 1824	1,996 42	3,586.50
100 0000	CareFusion Corporation, Common	Jul 02, 2010	22 5507	2,255 07	3,985 00
110 0000	CareFusion Corporation, Common	Jul 06, 2010	23.1038	2,541.42	4,383 50
300.0000	CareFusion Corporation, Common	Nov 03, 2010	23.6144	7,084.32	11,955 00
250 0000	CareFusion Corporation, Common	Nov 04, 2010	24 3771	6,094.27	9,962 50
60 0000	CareFusion Corporation, Common	Mar 01, 2012	25 8300	1,549 80	2,391.00
1,760 0000	TOTAL FOR THIS SECURITY		20 9394	36,853 42	70,136.00
470.0000	China Mobile (Hong Kong) Limited Sponsored ADR	Oct 29, 2008	40 7623	19,158 28	25,492 80
40 0000	China Mobile (Hong Kong) Limited Sponsored ADR	Nov 13, 2008	43.3095	1,732.38	2,169.60

<i>Par Value or Shares</i>	<i>Security</i>	<i>Date Acquired</i>	<i>Average Cost</i>	<i>Inventory Value</i>	<i>Market Value</i>
210 0000	China Mobile (Hong Kong) Limited Sponsored ADR	Dec 30, 2010	49 4579	10,386.16	11,390.40
250 0000	China Mobile (Hong Kong) Limited Sponsored ADR	Dec 19, 2011	46 7271	11,681.77	13,560.00
250 0000	China Mobile (Hong Kong) Limited Sponsored ADR	Dec 20, 2011	47 3029	11,825.73	13,560.00
160 0000	China Mobile (Hong Kong) Limited Sponsored ADR	Dec 21, 2011	46 8979	7,503.66	8,678.40
250 0000	China Mobile (Hong Kong) Limited Sponsored ADR	Jun 14, 2013	49 2874	12,321.85	13,560.00
110 0000	China Mobile (Hong Kong) Limited Sponsored ADR	Jun 17, 2013	50 1337	5,514.71	5,966.40
1,740 0000	TOTAL FOR THIS SECURITY		46 0486	80,124.54	94,377.60
1,010 0000	Coach Incorporated, Common	Aug 08, 2013	54 0364	54,576.76	58,479.00
600 0000	Comcast Corporation (New), Class A Common	Mar 13, 2009	12 9776	7,786.56	29,922.00
220 0000	Comcast Corporation (New), Class A Common	Mar 16, 2009	13 0615	2,873.53	10,971.40
820 0000	TOTAL FOR THIS SECURITY		13 0001	10,660.09	40,893.40
400 0000	Comerica Incorporated, Common	Mar 15, 2010	37 1919	14,876.76	18,140.00
270 0000	Comerica Incorporated, Common	Mar 16, 2010	37 9277	10,240.48	12,244.50
30 0000	Comerica Incorporated, Common	Mar 01, 2012	30 0400	901.20	1,360.50
700 0000	TOTAL FOR THIS SECURITY		37 1692	26,018.44	31,745.00
10 0000	Copa Holdings SA	Jul 15, 2013	135.7480	1,357.48	1,514.20
80 0000	Copa Holdings SA	Jul 16, 2013	138 0393	11,043.14	12,113.60
40 0000	Copa Holdings SA	Jul 17, 2013	138 0435	5,521.74	6,056.80
30 0000	Copa Holdings SA	Jul 18, 2013	139 3010	4,179.03	4,542.60
10 0000	Copa Holdings SA	Jul 19, 2013	140 6360	1,406.36	1,514.20
30 0000	Copa Holdings SA	Jul 22, 2013	141 8593	4,255.78	4,542.60
60 0000	Copa Holdings SA	Jul 23, 2013	141 3298	8,479.79	9,085.20
260 0000	TOTAL FOR THIS SECURITY		139 3974	36,243.32	39,369.20
240 0000	DNB ASA	May 06, 2013	16 3665	3,927.95	4,253.78
530 0000	DNB ASA	May 07, 2013	16 6162	8,806.61	9,393.77
240 0000	DNB ASA	May 08, 2013	16 8287	4,038.88	4,253.78
410 0000	DNB ASA	May 10, 2013	16 4287	6,735.77	7,266.88
350 0000	DNB ASA	May 13, 2013	16 4440	5,755.39	6,203.44
320 0000	DNB ASA	May 14, 2013	16 4066	5,250.10	5,671.71
320 0000	DNB ASA	Oct 29, 2013	18 1270	5,800.65	5,671.71
280 0000	DNB ASA	Oct 30, 2013	18 2305	5,104.55	4,982.75

<i>Par Value or Shares</i>	<i>Security</i>	<i>Date Acquired</i>	<i>Average Cost</i>	<i>Inventory Value</i>	<i>Market Value</i>
2,690,000	TOTAL FOR THIS SECURITY		16.8847	45,419.90	47,677.83
390,000	Delphi Automotive PLC	Nov 01, 2012	32.0142	12,485.54	22,834.50
140,000	Delphi Automotive PLC	Nov 02, 2012	33.4864	4,688.10	8,197.00
140,000	Delphi Automotive PLC	Nov 06, 2012	32.7502	4,585.03	8,197.00
70,000	Delphi Automotive PLC	Nov 07, 2012	32.2061	2,254.43	4,098.50
210,000	Delphi Automotive PLC	Nov 08, 2012	32.1829	6,758.41	12,295.50
220,000	Delphi Automotive PLC	Nov 19, 2012	32.9982	7,259.60	12,881.00
1,170,000	TOTAL FOR THIS SECURITY		32.5052	38,031.11	68,503.50
90,000	Dover Corporation, Common	Nov 09, 2012	61.4418	5,529.76	8,166.60
100,000	Dover Corporation, Common	Nov 12, 2012	60.5862	6,058.62	9,074.00
60,000	Dover Corporation, Common	Nov 14, 2012	61.5702	3,694.21	5,444.40
130,000	Dover Corporation, Common	Nov 16, 2012	60.6475	7,884.18	11,796.20
110,000	Dover Corporation, Common	Nov 19, 2012	62.6303	6,889.33	9,981.40
490,000	TOTAL FOR THIS SECURITY		61.3390	30,056.10	44,462.60
100,000	Expedia Incorporated, Common	Jul 15, 2013	64.3288	6,432.88	6,369.00
180,000	Expedia Incorporated, Common	Jul 16, 2013	65.1015	11,718.27	11,464.20
150,000	Expedia Incorporated, Common	Jul 17, 2013	64.9417	9,741.26	9,553.50
100,000	Expedia Incorporated, Common	Jul 18, 2013	65.4194	6,541.94	6,369.00
40,000	Expedia Incorporated, Common	Jul 19, 2013	65.1785	2,607.14	2,547.60
40,000	Expedia Incorporated, Common	Aug 02, 2013	48.0293	1,921.17	2,547.60
150,000	Expedia Incorporated, Common	Aug 05, 2013	49.3099	7,396.49	9,553.50
760,000	TOTAL FOR THIS SECURITY		60.9989	46,359.15	48,404.40
1,724,000	Exxon Mobil Corporation, Common	Aug 26, 1981	62.7556	108,190.68	161,159.52
2,680,000	Ford Motor Company, Common	Nov 19, 2012	10.8382	29,046.38	45,774.40
155,000	Goldman Sachs Group Incorporated, Common	Mar 13, 2009	97.7060	15,144.43	26,185.70
10,000	Goldman Sachs Group Incorporated, Common	Mar 01, 2012	116.8800	1,168.80	1,689.40
75,000	Goldman Sachs Group Incorporated, Common	Oct 16, 2012	123.3581	9,251.86	12,670.50

<i>Par Value or Shares</i>	<i>Security</i>	<i>Date Acquired</i>	<i>Average Cost</i>	<i>Inventory Value</i>	<i>Market Value</i>
240.0000	TOTAL FOR THIS SECURITY		106.5212	25,565.09	40,545.60
5.0000	Google Incorporated, Common	Nov 20, 2007	642.7440	3,213.72	5,297.95
6.0000	Google Incorporated, Common	Nov 21, 2007	663.6433	3,981.86	6,357.54
25.0000	Google Incorporated, Common	Jul 18, 2008	484.4908	12,112.27	26,489.75
10.0000	Google Incorporated, Common	Jun 18, 2009	415.9200	4,159.20	10,595.90
10.0000	Google Incorporated, Common	Jan 13, 2010	582.5500	5,825.50	10,595.90
10.0000	Google Incorporated, Common	May 10, 2010	517.4800	5,174.80	10,595.90
20.0000	Google Incorporated, Common	Apr 15, 2011	534.1000	10,682.00	21,191.80
20.0000	Google Incorporated, Common	Apr 18, 2011	523.1945	10,463.89	21,191.80
10.0000	Google Incorporated, Common	Mar 01, 2012	618.6000	6,186.00	10,595.90
14.0000	Google Incorporated, Common	Oct 10, 2013	863.4450	12,088.23	14,834.26
130.0000	TOTAL FOR THIS SECURITY		568.3652	73,887.47	137,746.70
240.0000	Incyle Corporation, Common	Nov 04, 2013	40.5739	9,737.74	11,184.00
330.0000	Incyle Corporation, Common	Nov 05, 2013	40.4212	13,339.00	15,378.00
570.0000	TOTAL FOR THIS SECURITY		40.4855	23,076.74	26,562.00
2,740.0000	ING Groep NV, Common	Dec 13, 2012	9.4652	25,934.55	35,657.54
1,330.0000	ING Groep NV, Common	Dec 14, 2012	9.5199	12,661.43	17,308.22
280.0000	ING Groep NV, Common	Mar 12, 2013	8.4758	2,373.21	3,643.84
530.0000	ING Groep NV, Common	Mar 13, 2013	8.3321	4,416.03	6,897.26
270.0000	ING Groep NV, Common	Aug 19, 2013	11.2551	3,038.89	3,513.70
270.0000	ING Groep NV, Common	Aug 20, 2013	11.0332	2,978.96	3,513.70
400.0000	ING Groep NV, Common	Aug 22, 2013	11.4135	4,565.40	5,205.48
550.0000	ING Groep NV, Common	Aug 26, 2013	11.5653	6,360.92	7,157.54
6,370.0000	TOTAL FOR THIS SECURITY		9.7848	62,329.39	82,897.27
1,046.6667	Intercontinental Hotels Group PLC Ordinary	May 08, 2009	10.8872	11,395.24	32,626.80
289.3333	Intercontinental Hotels Group PLC Ordinary	May 11, 2009	10.5203	3,043.86	9,019.13
1,336.0000	TOTAL FOR THIS SECURITY		10.8077	14,439.10	41,645.93
250.0000	Intertek Group PLC Ordinary Shares	Dec 18, 2009	19.1367	4,784.18	12,436.90
70.0000	Intertek Group PLC Ordinary Shares	Dec 21, 2009	19.3449	1,354.14	3,482.33
320.0000	TOTAL FOR THIS SECURITY		19.1823	6,138.32	15,919.23
30.0000	JPMorgan Chase & Company, Common	May 23, 2012	33.5587	1,006.76	1,716.60
140.0000	JPMorgan Chase & Company, Common	May 24, 2012	34.0945	4,773.23	8,010.80
130.0000	JPMorgan Chase & Company, Common	May 25, 2012	33.8314	4,398.08	7,438.60

<i>Par Value or Shares</i>	<i>Security</i>	<i>Date Acquired</i>	<i>Average Cost</i>	<i>Inventory Value</i>	<i>Market Value</i>
50,0000	JPMorgan Chase & Company, Common	May 29, 2012	33.7764	1,688.82	2,861.00
390 0000	JPMorgan Chase & Company, Common	May 30, 2012	33 2237	12,957 24	22,315 80
50 0000	JPMorgan Chase & Company, Common	May 31, 2012	33 0716	1,653 58	2,861 00
220.0000	JPMorgan Chase & Company, Common	Jun 04, 2012	31.3095	6,888 09	12,588.40
470 0000	JPMorgan Chase & Company, Common	Jun 06, 2012	32 7223	15,379 48	26,893.40
330.0000	JPMorgan Chase & Company, Common	Aug 21, 2012	38 6100	12,741.30	18,882.60
1,810 0000	TOTAL FOR THIS SECURITY		33 9705	61,486 58	103,568 20
109.7700	Johnson Matthey PLC Ordinary	Nov 02, 2006	28.3986	3,117.31	5,699.94
143.1800	Johnson Matthey PLC Ordinary	Nov 03, 2006	28 7594	4,117 77	7,434 79
50.1300	Johnson Matthey PLC Ordinary	Nov 08, 2006	28 7838	1,442 93	2,603.06
85.9100	Johnson Matthey PLC Ordinary	Sep 23, 2008	28 0900	2,413 21	4,460.98
114 5500	Johnson Matthey PLC Ordinary	Sep 24, 2008	27 7589	3,179.78	5,948.15
219 5500	Johnson Matthey PLC Ordinary	Sep 25, 2008	28 2882	6,210.67	11,400.40
85 9100	Johnson Matthey PLC Ordinary	Sep 26, 2008	27.6366	2,374.26	4,460.98
809 0000	TOTAL FOR THIS SECURITY		28.2521	22,855.93	42,008 30
20,000.0000	Kalbe Farma	May 21, 2013	0.1585	3,170.89	2,039 80
20,000 0000	Kalbe Farma	May 22, 2013	0 1557	3,114 13	2,039.80
13,500.0000	Kalbe Farma	May 23, 2013	0 1536	2,074 01	1,376 87
13,500.0000	Kalbe Farma	May 24, 2013	0.1519	2,050 94	1,376 87
13,500.0000	Kalbe Farma	May 29, 2013	0.1547	2,088.23	1,376 87
500.0000	Kalbe Farma	Jun 05, 2013	0.1418	70.88	51 00
19,500.0000	Kalbe Farma	Jun 07, 2013	0.1403	2,735 52	1,988.81
11,500.0000	Kalbe Farma	Jun 10, 2013	0 1390	1,599 04	1,172.89
112,000 0000	TOTAL FOR THIS SECURITY		0.1509	16,903.64	11,422 88
960.0000	Kinder Morgan Energy Partners, L.P.	Jun 19, 2006	72 9400	70,022 40	78,691 20
810 0000	Macy's Incorporated, Common	Sep 28, 2012	37 6119	30,465 64	43,140 60
43 7500	Mallinckrodt PLC, Common	Nov 25, 2008	26.7600	1,170 75	2,273 25
12.5000	Mallinckrodt PLC, Common	Nov 26, 2008	26 5728	332 16	649 50
12.5000	Mallinckrodt PLC, Common	Nov 28, 2008	26 4496	330.62	649.50
21 2500	Mallinckrodt PLC, Common	Mar 13, 2009	22.8009	484 52	1,104 15
7.5000	Mallinckrodt PLC, Common	Jan 13, 2010	34 2187	256.64	389.70
39.5000	Mallinckrodt PLC, Common	Jun 17, 2013	45 1646	1,784.00	2,052.42
130.0000	Mallinckrodt PLC, Common	Jun 18, 2013	44.1312	5,737 06	6,754 80

<i>Par Value or Shares</i>	<i>Security</i>	<i>Date Acquired</i>	<i>Average Cost</i>	<i>Inventory Value</i>	<i>Market Value</i>
70 0000	Mallinckrodt PLC, Common	Jun 19, 2013	43.7337	3,061.36	3,637.20
60 0000	Mallinckrodt PLC, Common	Jun 20, 2013	43 1613	2,589 68	3,117 60
70 0000	Mallinckrodt PLC, Common	Jun 21, 2013	43.1800	3,022.60	3,637.20
40 0000	Mallinckrodt PLC, Common	Jun 25, 2013	43 5173	1,740 69	2,078 40
20 0000	Mallinckrodt PLC, Common	Jun 26, 2013	43 8310	876.62	1,039 20
70 0000	Mallinckrodt PLC, Common	Jun 27, 2013	44 9169	3,144 18	3,637 20
20 0000	Mallinckrodt PLC, Common	Jun 28, 2013	45 0525	901 05	1,039.20
90 0000	Mallinckrodt PLC, Common	Jul 03, 2013	42.3383	3,810.45	4,676.40
707 0000	TOTAL FOR THIS SECURITY		41.3612	29,242.38	36,735 72
55 0000	Mastercard Incorporated, Class A Common	Sep 30, 2008	181 3309	9,973 20	41,844.55
40 0000	Mastercard Incorporated, Class A Common	Oct 13, 2008	161 0398	6,441 59	30,432.40
95 0000	TOTAL FOR THIS SECURITY		172.7873	16,414.79	72,276 95
1,000,0000	Merck & Company Inc. (New), Common	Jan 05, 2012	38 7348	38,734.80	49,830 00
80 0000	Merck & Company Inc (New), Common	Mar 01, 2012	38 1200	3,049 60	3,986 40
250 0000	Merck & Company Inc. (New), Common	Oct 03, 2013	48.5740	12,143 50	12,457.50
1,330 0000	TOTAL FOR THIS SECURITY		40 5473	53,927 90	66,273.90
2,230,0000	Microsoft Corporation, Common	Nov 08, 1990	24 4632	54,552 90	85,029.90
310 0000	Microsoft Corporation, Common	Aug 07, 2007	29 4731	9,136.66	11,820 30
170 0000	Microsoft Corporation, Common	Aug 08, 2007	29.6586	5,041.96	6,482 10
160 0000	Microsoft Corporation, Common	Aug 09, 2007	29 6031	4,736 50	6,100 80
150 0000	Microsoft Corporation, Common	Feb 05, 2008	29 5060	4,425.90	5,719 50
20 0000	Microsoft Corporation, Common	Feb 06, 2008	29.0815	581.63	762 60
100 0000	Microsoft Corporation, Common	Jun 18, 2009	23 5851	2,358 51	3,813.00
120 0000	Microsoft Corporation, Common	Jun 11, 2010	25 4432	3,053 18	4,575 60
460 0000	Microsoft Corporation, Common	Jun 14, 2010	25 7592	11,849.23	17,539.80
20 0000	Microsoft Corporation, Common	Mar 01, 2012	31 9980	639 96	762.60
60 0000	Microsoft Corporation, Common	Nov 06, 2012	29 8222	1,789 33	2,287.80

<i>Par Value or Shares</i>	<i>Security</i>	<i>Date Acquired</i>	<i>Average Cost</i>	<i>Inventory Value</i>	<i>Market Value</i>
60 0000	Microsoft Corporation, Common	Nov 07, 2012	29.7180	1,783.08	2,287.80
180 0000	Microsoft Corporation, Common	Nov 08, 2012	29.2462	5,264.32	6,863.40
4,040.0000	TOTAL FOR THIS SECURITY		26 0429	105,213 16	154,045 20
500 0000	Murata Manufacturing Company Ltd., Common	Dec 21, 2012	57 5709	28,785 43	43,032 30
100 0000	Murata Manufacturing Company Ltd., Common	Dec 27, 2012	57.2026	5,720 26	8,606.46
200.0000	Murata Manufacturing Company Ltd., Common	Feb 04, 2013	61 4386	12,287 72	17,212 92
100.0000	Murata Manufacturing Company Ltd., Common	Feb 05, 2013	61 6575	6,165 75	8,606 46
100.0000	Murata Manufacturing Company Ltd., Common	Feb 06, 2013	64 0126	6,401.26	8,606 46
1,000.0000	TOTAL FOR THIS SECURITY		59.3604	59,360.42	86,064.60
450.0000	National Oilwell Varco Incorporated, Common	Nov 25, 2011	64 5900	29,065 50	36,675.00
20 0000	National Oilwell Varco Incorporated, Common	Mar 01, 2012	83 0200	1,660.40	1,630.00
30.0000	National Oilwell Varco Incorporated, Common	Jul 10, 2013	72.7100	2,181.30	2,445 00
30.0000	National Oilwell Varco Incorporated, Common	Jul 11, 2013	73 3723	2,201.17	2,445.00
33.0000	National Oilwell Varco Incorporated, Common	Jul 12, 2013	72 7452	2,400 59	2,689.50
37 0000	National Oilwell Varco Incorporated, Common	Jul 15, 2013	73 1443	2,706 34	3,015.50
600 0000	TOTAL FOR THIS SECURITY		67.0255	40,215.30	48,900 00
300 0000	Natura Cosmetics SA, Common	Feb 23, 2010	19 3677	5,810.31	5,554 47
400.0000	Natura Cosmetics SA, Common	Oct 06, 2011	18 2765	7,310 60	7,405.96
700 0000	TOTAL FOR THIS SECURITY		18 7442	13,120 91	12,960 43
480 0000	Netapp Incorporated, Common	Sep 07, 2011	36.0781	17,317.49	19,800 00
210 0000	Netapp Incorporated, Common	Sep 08, 2011	36.4381	7,652.00	8,662.50
260.0000	Netapp Incorporated, Common	May 25, 2012	28 7478	7,474 43	10,725.00
950 0000	TOTAL FOR THIS SECURITY		34 1515	32,443 92	39,187.50
640 0000	Noble Energy Incorporated, Common	Sep 11, 2012	46.9963	30,077.60	44,953.60
280.0000	Noble Energy Incorporated, Common	Mar 15, 2013	58.0930	16,266 04	19,667.20
920 0000	TOTAL FOR THIS SECURITY		50.3735	46,343.64	64,620 80
360.0000	Novartis AG Sponsored ADR	Jan 30, 2006	54 6077	19,658 77	28,483.20
120 0000	Novartis AG Sponsored ADR	Jan 31, 2006	55 0166	6,601 99	9,494 40
270.0000	Novartis AG Sponsored ADR	Feb 01, 2006	55.6293	15,019.91	21,362 40
80 0000	Novartis AG Sponsored ADR	Aug 07, 2007	55.0686	4,405 49	6,329 60

<i>Par Value or Shares</i>	<i>Security</i>	<i>Date Acquired</i>	<i>Average Cost</i>	<i>Inventory Value</i>	<i>Market Value</i>
180 0000	Novartis AG Sponsored ADR	Aug 09, 2007	55 3333	9,959 99	14,241 60
180 0000	Novartis AG Sponsored ADR	Jan 13, 2010	53 1400	9,565.20	14,241 60
40 0000	Novartis AG Sponsored ADR	Mar 01, 2012	54 5595	2,182 38	3,164 80
1,230 0000	TOTAL FOR THIS SECURITY		54.7917	67,393.73	97,317 60
1,000.0000	NGK Spark Plug Company Ltd.	Dec 27, 2012	13 2774	13,277 41	23,230.00
420 0000	Oceaneering International Incorporated, Common	May 18, 2010	28 4395	11,944 59	32,419.80
10 0000	Oceaneering International Incorporated, Common	Mar 01, 2012	54 8390	548.39	771.90
430 0000	TOTAL FOR THIS SECURITY		29.0534	12,492 98	33,191.70
1,200.0000	Oracle Corporation, Common	Jan 24, 2012	28.5797	34,295.64	42,348.00
40 0000	Oracle Corporation, Common	Mar 01, 2012	29.3100	1,172 40	1,411.60
1,240.0000	TOTAL FOR THIS SECURITY		28 6033	35,468.04	43,759 60
720 0000	Outotec OYJ, Common	Feb 12, 2010	7 4116	5,336 38	7,351 20
2,210.0000	PICC Property and Casualty Company Ltd	Nov 05, 2012	1 3617	3,009.25	3,665 95
2,390.0000	PICC Property and Casualty Company Ltd	Nov 06, 2012	1.3581	3,245 92	3,964.53
3,630.0000	PICC Property and Casualty Company Ltd	Nov 12, 2012	1.2971	4,708 33	6,021 44
4,220 0000	PICC Property and Casualty Company Ltd.	Nov 13, 2012	1.2734	5,373.79	7,000.14
2,110 0000	PICC Property and Casualty Company Ltd.	Nov 15, 2012	1 2609	2,660.46	3,500.07
1,830 0000	PICC Property and Casualty Company Ltd.	Nov 16, 2012	1.2665	2,317.66	3,035 60
2,820 0000	PICC Property and Casualty Company Ltd.	Nov 19, 2012	1 2741	3,592.89	4,677 82
3,070 0000	PICC Property and Casualty Company Ltd	Nov 27, 2012	1.3084	4,016 65	5,092.52
4,000.0000	PICC Property and Casualty Company Ltd	Feb 04, 2013	1 5442	6,176.98	6,635.20
2,000.0000	PICC Property and Casualty Company Ltd.	Feb 05, 2013	1 5086	3,017 17	3,317 60
2,000.0000	PICC Property and Casualty Company Ltd	Feb 06, 2013	1 5186	3,037.10	3,317 60
4,000 0000	PICC Property and Casualty Company Ltd	Jun 11, 2013	1 1321	4,528.47	6,635 20
4,000 0000	PICC Property and Casualty Company Ltd	Jun 13, 2013	1 0954	4,381.55	6,635.20
38,280.0000	TOTAL FOR THIS SECURITY		1.3079	50,066 22	63,498 86
155.0000	PVH Corporation, Common	Oct 06, 2011	60 9455	9,446 56	20,757 60
4,500 0000	PT Semen Gresik Persero TBK, Common	Mar 23, 2011	1.0282	4,626 84	4,815.00
4,500.0000	PT Semen Gresik Persero TBK, Common	Mar 24, 2011	1 0604	4,771.64	4,815.00
1,000 0000	PT Semen Gresik Persero TBK, Common	Mar 28, 2011	1 0488	1,048 83	1,070 00
2,000.0000	PT Semen Gresik Persero TBK, Common	Mar 30, 2011	1 0496	2,099 29	2,140.00
1,000.0000	PT Semen Gresik Persero TBK, Common	Mar 31, 2011	1 0688	1,068.81	1,070 00
500.0000	PT Semen Gresik Persero TBK, Common	Mar 01, 2012	1 2367	618 35	535 00
13,500 0000	TOTAL FOR THIS SECURITY		1 0544	14,233 76	14,445 00

<i>Par Value or Shares</i>	<i>Security</i>	<i>Date Acquired</i>	<i>Average Cost</i>	<i>Inventory Value</i>	<i>Market Value</i>
20 8300	Perry One Beta Incorporated, Common	Mar 04, 1996	13 1983	274.92	274 91
20 8300	Perry One Delta Incorporated, Common	Mar 04, 1996	74 0600	1,542.67	1,542 67
20 8300	Perry One Gamma Incorporated, Common	Mar 04, 1996	41 1906	858 00	857 99
300.0000	Praxair Incorporated, Common	Jun 26, 2003	29.9030	8,970 90	37,878 00
1,060 0000	Prudential Corporation PLC Ordinary	Nov 08, 2011	10 3956	11,019 33	22,693 86
1,500 0000	Prudential Corporation PLC Ordinary	Nov 09, 2011	9 8312	14,746.82	32,113 95
70 0000	Prudential Corporation PLC Ordinary	Mar 01, 2012	11.3920	797.44	1,498.65
2,630.0000	TOTAL FOR THIS SECURITY		10 1002	26,563 59	56,306.46
590 0000	Qualcomm Incorporated, Common	Feb 09, 2010	37 9284	22,377.75	43,412.20
70 0000	Qualcomm Incorporated, Common	Feb 10, 2010	37 4557	2,621 90	5,150.60
160 0000	Qualcomm Incorporated, Common	Feb 11, 2010	37 2109	5,953 74	11,772 80
820 0000	TOTAL FOR THIS SECURITY		37 7480	30,953.39	60,335 60
80 0000	Regeneron Pharmaceuticals Inc., Common	Dec 02, 2010	29 6374	2,370.99	23,508 80
90 0000	Reinsurance Group of America Incorporated	Jul 25, 2012	56 3022	5,067 20	6,748 20
70 0000	Reinsurance Group of America Incorporated	Jul 26, 2012	56.6967	3,968 77	5,248.60
130 0000	Reinsurance Group of America Incorporated	Jul 27, 2012	55 8325	7,258 22	9,747.40
85 0000	Reinsurance Group of America Incorporated	Jul 30, 2012	56 2246	4,779.09	6,373 30
70 0000	Reinsurance Group of America Incorporated	Jun 11, 2013	66.8194	4,677.36	5,248.60
80 0000	Reinsurance Group of America Incorporated	Jun 12, 2013	66 3118	5,304 94	5,998.40
140 0000	Reinsurance Group of America Incorporated	Oct 29, 2013	72.3069	10,122 97	10,497 20
140 0000	Reinsurance Group of America Incorporated	Oct 30, 2013	72 2803	10,119 24	10,497 20
805 0000	TOTAL FOR THIS SECURITY		63 7240	51,297.79	60,358.90
110 0000	Roche Holdings Limited Sponsored ADR	Apr 12, 2012	172.1799	18,939.79	30,760 80
150 0000	Roche Holdings Limited Sponsored ADR	Apr 13, 2012	171.1459	25,671.89	41,946 54
260 0000	TOTAL FOR THIS SECURITY		171 5834	44,611 68	72,707.34
200.0000	Roper Industries Incorporated (New), Common	Apr 16, 1997	35.0275	7,005 50	25,940 00
150 0000	Roper Industries Incorporated (New), Common	Dec 28, 2005	39 2747	5,891 21	19,455.00
50 0000	Roper Industries Incorporated (New), Common	Jun 18, 2009	45 3400	2,267 00	6,485 00
20 0000	Roper Industries Incorporated (New), Common	Jan 13, 2010	52 0000	1,040 00	2,594 00
10 0000	Roper Industries Incorporated (New), Common	Mar 01, 2012	92.4600	924 60	1,297.00
430 0000	TOTAL FOR THIS SECURITY		39 8333	17,128 31	55,771 00
100 0000	SMC Corporation	Dec 21, 2012	183.7918	18,379 18	24,090 00
270 0000	St. Jude Medical Incorporated, Common	Oct 03, 2013	55 0084	14,852.27	15,773 40
370 0000	St. Jude Medical Incorporated, Common	Oct 04, 2013	56 4959	20,903.48	21,615.40
210 0000	St. Jude Medical Incorporated, Common	Oct 07, 2013	56 3405	11,831.51	12,268 20

<i>Par Value or Shares</i>	<i>Security</i>	<i>Date Acquired</i>	<i>Average Cost</i>	<i>Inventory Value</i>	<i>Market Value</i>
850.0000	TOTAL FOR THIS SECURITY		55.9850	47,587.26	49,657.00
68.0000	Samsung Electronics Company Limited	Aug 29, 2012	638.8554	43,442.17	64,447.00
740.0000	Sberbank ADR	Apr 24, 2012	12.6724	9,377.57	9,220.40
370.0000	Sberbank ADR	Apr 26, 2012	12.7332	4,711.29	4,610.20
260.0000	Sberbank ADR	Apr 27, 2012	12.8713	3,346.53	3,239.60
640.0000	Sberbank ADR	Jun 08, 2012	10.0295	6,418.88	7,974.40
330.0000	Sberbank ADR	Mar 12, 2013	13.9266	4,595.78	4,111.80
290.0000	Sberbank ADR	Apr 03, 2013	12.6109	3,657.15	3,613.40
140.0000	Sberbank ADR	Apr 09, 2013	12.9171	1,808.39	1,744.40
140.0000	Sberbank ADR	Apr 10, 2013	13.1048	1,834.67	1,744.40
140.0000	Sberbank ADR	Apr 11, 2013	13.0728	1,830.19	1,744.40
70.0000	Sberbank ADR	Apr 22, 2013	12.0961	846.73	872.20
80.0000	Sberbank ADR	Apr 25, 2013	12.7228	1,017.82	996.80
70.0000	Sberbank ADR	Apr 26, 2013	12.4160	869.12	872.20
3,270.0000	TOTAL FOR THIS SECURITY		12.3285	40,314.12	40,744.20
410.0000	Schneider Electric SA, Common	Oct 15, 2002	21.1704	8,679.87	34,784.40
170.0000	Seattle Genetics Incorporated, Common	Jan 15, 2013	28.0683	4,771.61	6,985.30
210.0000	Seattle Genetics Incorporated, Common	Jan 17, 2013	29.1676	6,125.20	8,628.90
70.0000	Seattle Genetics Incorporated, Common	Jan 18, 2013	29.0199	2,031.39	2,876.30
140.0000	Seattle Genetics Incorporated, Common	Jan 22, 2013	29.5464	4,136.50	5,752.60
590.0000	TOTAL FOR THIS SECURITY		28.9232	17,064.70	24,243.10
2,110.0000	Smiths Group PLC Ordinary	Jun 09, 2009	11.7427	24,777.11	47,489.35
100.0000	Smiths Group PLC Ordinary	Jan 13, 2010	16.5058	1,650.58	2,250.68
2,210.0000	TOTAL FOR THIS SECURITY		11.9582	26,427.69	49,740.03
380.0000	Subsea 7 SA	Jul 10, 2013	17.8002	6,764.07	7,412.43
300.0000	Subsea 7 SA	Jul 12, 2013	18.4321	5,529.64	5,851.92
330.0000	Subsea 7 SA	Jul 15, 2013	18.4897	6,101.59	6,437.11
450.0000	Subsea 7 SA	Jul 16, 2013	18.6368	8,386.57	8,777.88
450.0000	Subsea 7 SA	Jul 17, 2013	18.7101	8,419.54	8,777.88
110.0000	Subsea 7 SA	Jul 18, 2013	18.6498	2,051.48	2,145.70
2,020.0000	TOTAL FOR THIS SECURITY		18.4420	37,252.89	39,402.93
570.0000	SwedBank AB, Common	Dec 02, 2009	10.2196	5,825.19	14,607.68
760.0000	SwedBank AB, Common	Dec 03, 2009	10.5896	8,048.07	19,476.90
340.0000	SwedBank AB, Common	Dec 04, 2009	10.4361	3,548.29	8,713.35
260.0000	SwedBank AB, Common	Jan 13, 2010	10.1998	2,651.95	6,663.15

<i>Par Value or Shares</i>	<i>Security</i>	<i>Date Acquired</i>	<i>Average Cost</i>	<i>Inventory Value</i>	<i>Market Value</i>
10 0000	SwedBank AB, Common	Mar 01, 2012	17.0480	170 48	256.28
1,940.0000	TOTAL FOR THIS SECURITY		10.4350	20,243 98	49,717.35
160.0000	Tiffany & Company (New), Common	Jul 17, 2012	53 0223	8,483 57	14,262.40
110 0000	Tiffany & Company (New), Common	Jul 26, 2012	55 7661	6,134 27	9,805 40
270 0000	TOTAL FOR THIS SECURITY		54 1401	14,617.84	24,067 80
250 0000	Toronto Dominion Bank, Common	Dec 01, 2009	64.2621	16,065.52	22,852 50
170 0000	Toronto Dominion Bank, Common	Dec 02, 2009	64.4917	10,963.59	15,539 70
60 0000	Toronto Dominion Bank, Common	Jan 13, 2010	62 1000	3,726.00	5,484 60
10.0000	Toronto Dominion Bank, Common	Mar 01, 2012	82 9800	829.80	914 10
120 0000	Toronto Dominion Bank, Common	Oct 29, 2013	91.1899	10,942.79	10,969 20
80 0000	Toronto Dominion Bank, Common	Oct 30, 2013	91.1238	7,289.90	7,312 80
40 0000	Toronto Dominion Bank, Common	Oct 31, 2013	92.3710	3,694 84	3,656.40
730 0000	TOTAL FOR THIS SECURITY		73.3047	53,512 44	66,729.30
190 0000	Tullow Oil PLC Ordinary	Oct 15, 2009	19 9812	3,796 43	2,706.13
360 0000	Tullow Oil PLC Ordinary	Oct 16, 2009	20.4604	7,365 76	5,127.41
50 0000	Tullow Oil PLC Ordinary	Jan 13, 2010	21 3140	1,065.70	712.14
10.0000	Tullow Oil PLC Ordinary	Mar 01, 2012	23.7320	237 32	142 43
140.0000	Tullow Oil PLC Ordinary	Jul 10, 2013	16.1637	2,262 92	1,993 99
270 0000	Tullow Oil PLC Ordinary	Jul 11, 2013	16.9594	4,579 03	3,845 56
70.0000	Tullow Oil PLC Ordinary	Jul 12, 2013	16 8113	1,176.79	997 00
1,090.0000	TOTAL FOR THIS SECURITY		18 7926	20,483.95	15,524 65
370 0000	Umicore, Common	Feb 18, 2010	31.2340	11,556.59	16,576.67
190 0000	Umicore, Common	Feb 19, 2010	31 2586	5,939 13	8,512.34
250 0000	Umicore, Common	Oct 07, 2011	37 5213	9,380.32	11,200.45
50 0000	Umicore, Common	Mar 01, 2012	52.0596	2,602.98	2,240 09
860.0000	TOTAL FOR THIS SECURITY		34 2779	29,479.02	38,529.55
530 0000	United Continental Holdings Incorporated, Common	Nov 08, 2013	35 0738	18,589.11	20,802.50
570.0000	United Continental Holdings Incorporated, Common	Nov 11, 2013	35 2711	20,104.53	22,372.50
1,100.0000	TOTAL FOR THIS SECURITY		35.1760	38,693 64	43,175.00
60.0000	United Parcel Service Incorporated, Class B Common	Apr 22, 2009	55 3020	3,318 12	6,142 80
160 0000	United Parcel Service Incorporated, Class B Common	Apr 23, 2009	51.9672	8,314 75	16,380.80
10.0000	United Parcel Service Incorporated, Class B Common	Jan 13, 2010	62.9500	629 50	1,023 80

<i>Par Value or Shares</i>	<i>Security</i>	<i>Date Acquired</i>	<i>Average Cost</i>	<i>Inventory Value</i>	<i>Market Value</i>
110 0000	United Parcel Service Incorporated, Class B Common	Feb 09, 2010	57.7636	6,354.00	11,261.80
110 0000	United Parcel Service Incorporated, Class B Common	Nov 25, 2011	66 6905	7,335.95	11,261 80
130 0000	United Parcel Service Incorporated, Class B Common	Sep 21, 2012	71.8089	9,335.16	13,309 40
580 0000	TOTAL FOR THIS SECURITY		60.8405	35,287.48	59,380 40
760 0000	Unitedhealth Group Inc , Common	Jul 18, 2012	56 2362	42,739.51	56,604 80
150.0000	Unitedhealth Group Inc , Common	Nov 04, 2013	68.9860	10,347.90	11,172 00
60 0000	Unitedhealth Group Inc., Common	Nov 05, 2013	68 5192	4,111.15	4,468 80
970.0000	TOTAL FOR THIS SECURITY		58.9676	57,198 56	72,245 60
960 0000	Vodafone Group PLC (New), Sponsored ADR	Apr 29, 2009	18 6043	17,860.13	35,606.40
450.0000	Vodafone Group PLC (New), Sponsored ADR	Apr 30, 2009	18.5969	8,368 61	16,690 50
140 0000	Vodafone Group PLC (New), Sponsored ADR	May 07, 2010	20 0065	2,800.91	5,192.60
810.0000	Vodafone Group PLC (New), Sponsored ADR	May 10, 2010	20.9444	16,964 96	30,042 90
2,360.0000	TOTAL FOR THIS SECURITY		19 4892	45,994 61	87,532.40
1,190 0000	Wells Fargo & Company, Common	Mar 13, 2009	14 0732	16,747.11	52,383.80
60 0000	Wells Fargo & Company, Common	Mar 16, 2009	14 6313	877.88	2,641.20
90.0000	Wells Fargo & Company, Common	Mar 20, 2009	14.2934	1,286.41	3,961.80
170.0000	Wells Fargo & Company, Common	Aug 09, 2011	24.1583	4,106 91	7,483.40
260.0000	Wells Fargo & Company, Common	Aug 10, 2011	23 3113	6,060 94	11,445 20
60 0000	Wells Fargo & Company, Common	Mar 01, 2012	31 6700	1,900.20	2,641.20
1,830.0000	TOTAL FOR THIS SECURITY		16.9287	30,979 45	80,556.60
170 0000	Yum! Brands Incorporated, Common	Feb 13, 2006	25.0098	4,251.67	13,205.60
220 0000	Yum! Brands Incorporated, Common	Mar 16, 2006	24.3461	5,356 15	17,089.60
60 0000	Yum! Brands Incorporated, Common	Apr 19, 2013	65 1553	3,909.32	4,660.80
60.0000	Yum! Brands Incorporated, Common	Apr 22, 2013	65 3507	3,921 04	4,660 80
110 0000	Yum! Brands Incorporated, Common	Apr 23, 2013	63 6426	7,000.69	8,544 80
620 0000	TOTAL FOR THIS SECURITY		39.4175	24,438 87	48,161.60
	<b>TOTAL STOCKS</b>			<b>\$2,694,243.54</b>	<b>\$4,071,695.83</b>
	Kinder Morgan Energy Partners, L.P Suspended loss			9,146 70	9,146 70

<i>Par Value or Shares</i>	<i>Security</i>	<i>Date Acquired</i>	<i>Average Cost</i>	<i>Inventory Value</i>	<i>Market Value</i>
	Parock Limited Partnership		(167.88)		(\$167.88)
	Cash & Cash Equivalents		89,535.47	89,535.47	89,535.47
	Cash & Cash Equivalents		15,713.76	15,713.76	15,713.76
	HSBC Bank USA, N A				
	Memo Reduced Cash for Outstanding				
	Checks of \$75,000				
	<b>TOTAL CASH, CASH EQUIVALENTS AND OTHER</b>			<b>\$114,228.05</b>	<b>\$114,228.05</b>
	<b>TOTAL ACCOUNT</b>			<b>\$2,808,471.59</b>	<b>\$4,185,923.88</b>