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Form **990-PF**

Department of the Treasury  
Internal Revenue Service

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

▶ **Do not enter Social Security numbers on this form as it may be made public. By law, the IRS cannot redact the information on the form.**

▶ **Information about Form 990-PF and its instructions is at [www.irs.gov/form990pf](http://www.irs.gov/form990pf).**

OMB No 1545-0052

**2013**

**Open to Public Inspection**

**For calendar year 2013, or tax year beginning 01-01-2013, and ending 12-31-2013**

Name of foundation THE HABE FOUNDATION		<b>A Employer identification number</b> 20-1366114	
% JANET L MULLIGAN		<b>B Telephone number (see instructions)</b> (212) 583-1100	
Number and street (or P O box number if mail is not delivered to street address) Room/suite C/O TANTON CO LLP 37 W57TH STREET 5TH FLOOR Suite		<b>C If exemption application is pending, check here</b> <input type="checkbox"/>	
City or town, state or province, country, and ZIP or foreign postal code NEW YORK, NY 10019		<b>D 1. Foreign organizations, check here</b> <input type="checkbox"/> <b>2. Foreign organizations meeting the 85% test, check here and attach computation</b> <input type="checkbox"/>	
<b>G</b> Check all that apply: <input type="checkbox"/> Initial return, <input type="checkbox"/> Initial return of a former public charity, <input type="checkbox"/> Final return, <input type="checkbox"/> Amended return, <input type="checkbox"/> Address change, <input type="checkbox"/> Name change		<b>E If private foundation status was terminated under section 507(b)(1)(A), check here</b> <input type="checkbox"/>	
<b>H</b> Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation, <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust, <input type="checkbox"/> Other taxable private foundation		<b>F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here</b> <input type="checkbox"/>	
<b>I</b> Fair market value of all assets at end of year (From Part II, col. (c), line 16) ▶ \$ 10,773,572		<b>J</b> Accounting method: <input checked="" type="checkbox"/> Cash, <input type="checkbox"/> Accrual, <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis.)	

<b>Part I Analysis of Revenue and Expenses</b> (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions) )		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
<b>Revenue</b>	<b>1</b> Contributions, gifts, grants, etc., received (attach schedule)	0			
	<b>2</b> Check <input type="checkbox"/> if the foundation is <b>not</b> required to attach Sch B				
	<b>3</b> Interest on savings and temporary cash investments				
	<b>4</b> Dividends and interest from securities	188,409	188,409		
	<b>5a</b> Gross rents				
	<b>b</b> Net rental income or (loss)				
	<b>6a</b> Net gain or (loss) from sale of assets not on line 10	139,136			
	<b>b</b> Gross sales price for all assets on line 6a 139,136				
	<b>7</b> Capital gain net income (from Part IV, line 2)		330,111		
	<b>8</b> Net short-term capital gain				
	<b>9</b> Income modifications				
	<b>10a</b> Gross sales less returns and allowances				
<b>b</b> Less Cost of goods sold					
<b>c</b> Gross profit or (loss) (attach schedule)					
<b>11</b> Other income (attach schedule)					
<b>12 Total.</b> Add lines 1 through 11	327,545	518,520			
<b>Operating and Administrative Expenses</b>	<b>13</b> Compensation of officers, directors, trustees, etc				
	<b>14</b> Other employee salaries and wages				
	<b>15</b> Pension plans, employee benefits				
	<b>16a</b> Legal fees (attach schedule)				
	<b>b</b> Accounting fees (attach schedule)	2,600	650	0	1,950
	<b>c</b> Other professional fees (attach schedule)				
	<b>17</b> Interest				
	<b>18</b> Taxes (attach schedule) (see instructions)	8,761	2,961		
	<b>19</b> Depreciation (attach schedule) and depletion				
	<b>20</b> Occupancy				
	<b>21</b> Travel, conferences, and meetings				
	<b>22</b> Printing and publications				
	<b>23</b> Other expenses (attach schedule)	44,075	43,626		449
	<b>24 Total operating and administrative expenses.</b> Add lines 13 through 23	55,436	47,237	0	2,399
	<b>25</b> Contributions, gifts, grants paid	453,000			453,000
<b>26 Total expenses and disbursements.</b> Add lines 24 and 25	508,436	47,237	0	455,399	
<b>27</b> Subtract line 26 from line 12					
<b>a Excess of revenue over expenses and disbursements</b>	-180,891				
<b>b Net investment income</b> (if negative, enter -0-)		471,283			
<b>c Adjusted net income</b> (if negative, enter -0-)					

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

<b>Part II Balance Sheets</b>		Beginning of year		End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value	
<b>Assets</b>	<b>1</b> Cash—non-interest-bearing . . . . .	255,912	234,406	234,406	
	<b>2</b> Savings and temporary cash investments . . . . .				
	<b>3</b> Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____				
	<b>4</b> Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____				
	<b>5</b> Grants receivable . . . . .				
	<b>6</b> Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions) . . . . .				
	<b>7</b> Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____				
	<b>8</b> Inventories for sale or use . . . . .				
	<b>9</b> Prepaid expenses and deferred charges . . . . .				
	<b>10a</b> Investments—U S and state government obligations (attach schedule)				
	<b>b</b> Investments—corporate stock (attach schedule) . . . . .	7,631,200	7,474,967	10,539,166	
	<b>c</b> Investments—corporate bonds (attach schedule) . . . . .				
	<b>11</b> Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____				
	<b>12</b> Investments—mortgage loans . . . . .				
	<b>13</b> Investments—other (attach schedule) . . . . .				
	<b>14</b> Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____				
<b>15</b> Other assets (describe ▶ _____)	3,152				
<b>16 Total assets</b> (to be completed by all filers—see the instructions Also, see page 1, item I)	7,890,264	7,709,373	10,773,572		
<b>Liabilities</b>	<b>17</b> Accounts payable and accrued expenses . . . . .				
	<b>18</b> Grants payable . . . . .				
	<b>19</b> Deferred revenue . . . . .				
	<b>20</b> Loans from officers, directors, trustees, and other disqualified persons				
	<b>21</b> Mortgages and other notes payable (attach schedule) . . . . .				
	<b>22</b> Other liabilities (describe ▶ _____)				
	<b>23 Total liabilities</b> (add lines 17 through 22) . . . . .		0		
<b>Net Assets or Fund Balances</b>	<b>Foundations that follow SFAS 117, check here</b> <input type="checkbox"/> <b>and complete lines 24 through 26 and lines 30 and 31.</b>				
	<b>24</b> Unrestricted . . . . .				
	<b>25</b> Temporarily restricted . . . . .				
	<b>26</b> Permanently restricted . . . . .				
	<b>Foundations that do not follow SFAS 117, check here</b> <input checked="" type="checkbox"/> <b>and complete lines 27 through 31.</b>				
	<b>27</b> Capital stock, trust principal, or current funds . . . . .	7,890,264	7,709,373		
	<b>28</b> Paid-in or capital surplus, or land, bldg, and equipment fund				
	<b>29</b> Retained earnings, accumulated income, endowment, or other funds				
<b>30 Total net assets or fund balances</b> (see page 17 of the instructions) . . . . .	7,890,264	7,709,373			
<b>31 Total liabilities and net assets/fund balances</b> (see page 17 of the instructions) . . . . .	7,890,264	7,709,373			

**Part III Analysis of Changes in Net Assets or Fund Balances**

<b>1</b>	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) . . . . .	<b>1</b>	7,890,264
<b>2</b>	Enter amount from Part I, line 27a . . . . .	<b>2</b>	-180,891
<b>3</b>	Other increases not included in line 2 (itemize) ▶ _____	<b>3</b>	
<b>4</b>	Add lines 1, 2, and 3 . . . . .	<b>4</b>	7,709,373
<b>5</b>	Decreases not included in line 2 (itemize) ▶ _____	<b>5</b>	
<b>6</b>	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 . . . . .	<b>6</b>	7,709,373

**Part IV Capital Gains and Losses for Tax on Investment Income**

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
<b>1a</b>	See Additional Data Table			
<b>b</b>				
<b>c</b>				
<b>d</b>				
<b>e</b>				
(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)	
<b>a</b>	See Additional Data Table			
<b>b</b>				
<b>c</b>				
<b>d</b>				
<b>e</b>				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))	
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any		
<b>a</b>	See Additional Data Table			
<b>b</b>				
<b>c</b>				
<b>d</b>				
<b>e</b>				
<b>2</b>	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 }	<b>2</b>	330,111
<b>3</b>	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8		<b>3</b>	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?  Yes  No  
If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

**1** Enter the appropriate amount in each column for each year, see page 18 of the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2012	460,058	8,902,311	0.051678
2011	357,238	6,540,153	0.054622
2010	425,908	2,547,268	0.167202
2009	736,862	2,352,347	0.313245
2008	550,691	3,543,257	0.155419
<b>2</b>	<b>Total</b> of line 1, column (d).		<b>2</b> 0.742166
<b>3</b>	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		<b>3</b> 0.148433
<b>4</b>	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5.		<b>4</b> 9,849,246
<b>5</b>	Multiply line 4 by line 3.		<b>5</b> 1,461,953
<b>6</b>	Enter 1% of net investment income (1% of Part I, line 27b).		<b>6</b> 4,713
<b>7</b>	Add lines 5 and 6.		<b>7</b> 1,466,666
<b>8</b>	Enter qualifying distributions from Part XII, line 4.		<b>8</b> 455,399

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 page 18 of the instructions)**

<b>1a</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 instructions)		
<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>	9,426
<b>c</b>	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
<b>2</b>	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	<b>2</b>	
<b>3</b>	Add lines 1 and 2. . . . .	<b>3</b>	9,426
<b>4</b>	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	<b>4</b>	
<b>5</b>	<b>Tax based on investment income.</b> Subtract line 4 from line 3 If zero or less, enter -0- . . . . .	<b>5</b>	9,426
<b>6</b>	Credits/Payments		
<b>a</b>	2013 estimated tax payments and 2012 overpayment credited to 2013	<b>6a</b>	7,988
<b>b</b>	Exempt foreign organizations—tax withheld at source . . . . .	<b>6b</b>	
<b>c</b>	Tax paid with application for extension of time to file (Form 8868)	<b>6c</b>	4,000
<b>d</b>	Backup withholding erroneously withheld . . . . .	<b>6d</b>	
<b>7</b>	Total credits and payments Add lines 6a through 6d. . . . .	<b>7</b>	11,988
<b>8</b>	Enter any <b>penalty</b> for underpayment of estimated tax Check here <input checked="" type="checkbox"/> if Form 2220 is attached	<b>8</b>	18
<b>9</b>	<b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b> . . . . . <input type="checkbox"/>	<b>9</b>	
<b>10</b>	<b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b> . . . <input type="checkbox"/>	<b>10</b>	2,544
<b>11</b>	Enter the amount of line 10 to be <b>Credited to 2014 estimated tax</b> <input type="checkbox"/> 2,544 <b>Refunded</b> <input type="checkbox"/>	<b>11</b>	

**Part VII-A Statements Regarding Activities**

	Yes	No
<b>1a</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?	<b>1a</b>	No
<b>b</b> Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of 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>	<b>1b</b>	No
<b>c</b> Did the foundation file <b>Form 1120-POL</b> for this year? . . . . .	<b>1c</b>	No
<b>d</b> Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year <b>(1)</b> On the foundation <input type="checkbox"/> \$ _____ <b>(2)</b> On foundation managers <input type="checkbox"/> \$ _____		
<b>e</b> Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____		
<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>	<b>2</b>	No
<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>	<b>3</b>	No
<b>4a</b> Did the foundation have unrelated business gross income of \$1,000 or more during the year? . . . . .	<b>4a</b>	No
<b>b</b> If "Yes," has it filed a tax return on <b>Form 990-T</b> for this year? . . . . .	<b>4b</b>	
<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>	<b>5</b>	No
<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? . . . . .	<b>6</b>	Yes
<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, col. (c), and Part XV.</i>	<b>7</b>	Yes
<b>8a</b> Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> DE _____		
<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>	<b>8b</b>	Yes
<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 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i> . . . . .	<b>9</b>	No
<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>	<b>10</b>	No

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

<b>11</b> 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). . . . .	<b>11</b>		<b>No</b>
<b>12</b> 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) . . . . .	<b>12</b>		<b>No</b>
<b>13</b> Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ _____	<b>13</b>	<b>Yes</b>	
<b>14</b> The books are in care of ▶ <u>JANET L MULLIGAN</u> Telephone no ▶ <u>(212) 583-1100</u> Located at ▶ <u>37 W57TH STREET 5TH FL NEW YORK NY</u> ZIP +4 ▶ <u>10019</u>			
<b>15</b> Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of <b>Form 1041</b> —Check here . . . . . ▶ <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year . . . . . ▶	<b>15</b>		
<b>16</b> At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes", enter the name of the foreign country ▶	<b>16</b>	<b>Yes</b>	<b>No</b>

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			Yes	No
<b>1a</b> During the year did the foundation (either directly or indirectly)				
<b>(1)</b> Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No				
<b>(2)</b> Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No				
<b>(3)</b> Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No				
<b>(4)</b> Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No				
<b>(5)</b> Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No				
<b>(6)</b> Agree to pay money or property to a government official? ( <b>Exception.</b> Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No				
<b>b</b> If any answer is "Yes" to 1a(1)–(6), did <b>any</b> 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 page 20 of the instructions)? . . . . . Organizations relying on a current notice regarding disaster assistance check here. . . . . ▶ <input type="checkbox"/>	<b>1b</b>			<b>No</b>
<b>c</b> 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 2013? . . . . .	<b>1c</b>			<b>No</b>
<b>2</b> 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))				
<b>a</b> At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ▶ 20____, 20____, 20____, 20____				
<b>b</b> Are there any years listed in 2a for which the foundation is <b>not</b> 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 <b>all</b> years listed, answer "No" and attach statement—see instructions). . . . .	<b>2b</b>			<b>No</b>
<b>c</b> If the provisions of section 4942(a)(2) are being applied to <b>any</b> of the years listed in 2a, list the years here ▶ 20____, 20____, 20____, 20____				
<b>3a</b> Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No				
<b>b</b> If "Yes," did it have excess business holdings in 2013 as a result of <b>(1)</b> any purchase by the foundation or disqualified persons after May 26, 1969, <b>(2)</b> 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 <b>(3)</b> the lapse of the 10-, 15-, or 20-year first phase holding period? ( <i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013.</i> ) . . . . .	<b>3b</b>			
<b>4a</b> Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	<b>4a</b>			<b>No</b>
<b>b</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 2013?	<b>4b</b>			<b>No</b>



**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
<b>Total</b> number of others receiving over \$50,000 for professional services. . . . .		▶

**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
<b>1</b>	
<b>2</b>	
<b>3</b>	
<b>4</b>	

**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	
<b>1</b>		
<b>2</b>		
All other program-related investments. See page 24 of the instructions		
<b>3</b>		
<b>Total.</b> Add lines 1 through 3. . . . .		▶

**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>1a</b>	9,612,900
<b>b</b>	Average of monthly cash balances. . . . .	<b>1b</b>	386,335
<b>c</b>	Fair market value of all other assets (see instructions). . . . .	<b>1c</b>	0
<b>d</b>	<b>Total</b> (add lines 1a, b, and c). . . . .	<b>1d</b>	9,999,235
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation). . . . .	<b>1e</b>	
<b>2</b>	Acquisition indebtedness applicable to line 1 assets. . . . .	<b>2</b>	0
<b>3</b>	Subtract line 2 from line 1d. . . . .	<b>3</b>	9,999,235
<b>4</b>	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions). . . . .	<b>4</b>	149,989
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3 Enter here and on Part V, line 4	<b>5</b>	9,849,246
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5. . . . .	<b>6</b>	492,462

**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>	492,462
<b>2a</b>	Tax on investment income for 2013 from Part VI, line 5. . . . .	<b>2a</b>	9,426
<b>b</b>	Income tax for 2013 (This does not include the tax from Part VI ). . . . .	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b. . . . .	<b>2c</b>	9,426
<b>3</b>	Distributable amount before adjustments Subtract line 2c from line 1. . . . .	<b>3</b>	483,036
<b>4</b>	Recoveries of amounts treated as qualifying distributions. . . . .	<b>4</b>	
<b>5</b>	Add lines 3 and 4. . . . .	<b>5</b>	483,036
<b>6</b>	Deduction from distributable amount (see instructions). . . . .	<b>6</b>	
<b>7</b>	<b>Distributable amount</b> as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1. . . . .	<b>7</b>	483,036

**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>1a</b>	455,399
<b>b</b>	Program-related investments—total from Part IX-B. . . . .	<b>1b</b>	0
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes. . . . .	<b>2</b>	0
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the		
<b>a</b>	Suitability test (prior IRS approval required). . . . .	<b>3a</b>	0
<b>b</b>	Cash distribution test (attach the required schedule). . . . .	<b>3b</b>	0
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	455,399
<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>	
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4. . . . .	<b>6</b>	455,399

**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 2012	(c) 2012	(d) 2013
<b>1</b> Distributable amount for 2013 from Part XI, line 7				483,036
<b>2</b> Undistributed income, if any, as of the end of 2013				
<b>a</b> Enter amount for 2012 only. . . . .			0	
<b>b</b> Total for prior years 2011, 2010, 2009		0		
<b>3</b> Excess distributions carryover, if any, to 2013				
<b>a</b> From 2008. . . . .				378,858
<b>b</b> From 2009. . . . .				623,253
<b>c</b> From 2010. . . . .				309,557
<b>d</b> From 2011. . . . .				39,577
<b>e</b> From 2012. . . . .				18,048
<b>f</b> <b>Total</b> of lines 3a through e. . . . .	1,369,293			
<b>4</b> Qualifying distributions for 2013 from Part XII, line 4 ▶ \$ <u>455,399</u>				
<b>a</b> Applied to 2012, but not more than line 2a			0	
<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 2013 distributable amount. . . . .				455,399
<b>e</b> Remaining amount distributed out of corpus	0			
<b>5</b> Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a).)	27,637			27,637
<b>6</b> <b>Enter the net total of each column as indicated below:</b>				
<b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5	1,341,656			
<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 2012 Subtract line 4a from line 2a Taxable amount—see instructions. . . . .			0	
<b>f</b> Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014. . . . .				0
<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 2008 not applied on line 5 or line 7 (see instructions). . . . .	351,221			
<b>9</b> <b>Excess distributions carryover to 2014.</b> Subtract lines 7 and 8 from line 6a. . . . .	990,435			
<b>10</b> Analysis of line 9				
<b>a</b> Excess from 2009. . . . .				623,253
<b>b</b> Excess from 2010. . . . .				309,557
<b>c</b> Excess from 2011. . . . .				39,577
<b>d</b> Excess from 2012. . . . .				18,048
<b>e</b> Excess from 2013. . . . .				

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

**1a** If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2013, enter the date of the ruling. . . . .

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

**2a** Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed . . . . .

	Tax year	Prior 3 years			<b>(e) Total</b>
	<b>(a) 2013</b>	<b>(b) 2012</b>	<b>(c) 2011</b>	<b>(d) 2010</b>	
<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 . . . . .					

**3** Complete 3a, b, or c for the alternative test relied upon

**a** "Assets" alternative test—enter

**(1)** Value of all assets . . . . .

**(2)** Value of assets qualifying under section 4942(j)(3)(B)(i)

**b** "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed. . . . .

**c** "Support" alternative test—enter

**(1)** Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties) . . . . .

**(2)** Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii). . . . .

**(3)** Largest amount of support from an exempt organization

**(4)** Gross investment income

**Part XV Supplementary Information (Complete this part only if the organization 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) )

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**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

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**a** The name, address, and telephone number 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	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i> See Additional Data Table				
<b>Total . . . . .</b>				<b>453,000</b>
<b>b</b> <i>Approved for future payment</i>				
<b>Total . . . . .</b>				<b>3b</b>





**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d**

<b>(a)</b> List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co )	<b>(b)</b> How acquired P—Purchase D—Donation	<b>(c)</b> Date acquired (mo , day, yr )	<b>(d)</b> Date sold (mo , day, yr )
BARRICK GOLD CORP (9828)			2013-04-18
CHICAGO BRIDGE & IRON (7000)			2013-04-11
EXXON MOBIL CORPORATION (1600)		2011-07-28	2013-08-05
FREEPORT MCMORAN COPPER		1986-12-17	2013-06-03
INTEL CORP (4000)			2013-04-12
MICROSOFT CORP (3500)			2013-04-12
SIEMENS A G ADR (2000)			2013-07-25
SPDR GOLD TRUST (250)		2010-09-28	2013-04-15
SPDR S&P CHINA ETF (1400)			2013-06-11
VARIAN MEDICAL SYSTEMS (2200)			2013-04-05
WISDOMTREE INDIA (8000)			2013-04-18
US T-BILL DUE 7/25/13 (750000)		2012-11-01	2013-07-25
US T-BILL DUE 100313		2013-04-25	2013-10-03

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h**

<b>(e)</b> Gross sales price	<b>(f)</b> Depreciation allowed (or allowable)	<b>(g)</b> Cost or other basis plus expense of sale	<b>(h)</b> Gain or (loss) (e) plus (f) minus (g)
175,936		282,205	-106,269
407,042		100,119	306,923
145,820		131,581	14,239
20		2	18
86,134		78,808	7,326
115,231		104,926	10,305
207,958		171,515	36,443
33,745		31,977	1,768
104,953		105,338	-385
140,756		102,801	37,955
144,661		122,873	21,788
750,000		750,000	
750,000		750,000	

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l**

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-106,269
			306,923
			14,239
			18
			7,326
			10,305
			36,443
			1,768
			-385
			37,955
			21,788

**Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
DEERFIELD ACADEMY 7 BOYDEN ROAD DEERFIELD,MA 01342			GENERAL PURPOSE	20,000
TILTON SCHOOL 30 SCHOOL STREET TILTON,NH 03276			ANNUAL FUND	5,000
REACH INSTITUTE 224 WEST 35TH STREET SUITE 1304B NEW YORK,NY 10001			GENERAL PURPOSE	10,000
LEWISBORO LIBRARY DEVELOPMENT FUND 15 MAIN STREET SOUTH SALEM,NY 10590			GENERAL PURPOSE	25,000
REAP 5 SAMUEL PURDY LANE KATONAH,NY 10000			GENERAL PURPOSE	10,000
NATURAL HISTORY MUSEUM OF THE ADIRONDACKS 45 MUSEUM DRIVE TUPPER LAKES,NY 12986			THE WILDLIFE CENTER ENDOWMENT	100,000
TRICHOTILLOMANIA LEARNING CENTER 207 MCPHERSON STREET SANTA CRUZ,CA 95060			GENERAL PURPOSE	5,000
NATURAL HISTORY MUSEUM OF THE ADIRONDACKS 45 MUSEUM DRIVE TUPPER LAKE,NY 12986			THE WILDLIFE CENTER ENDOWMENT	100,000
MISS PORTER'S SCHOOL 60 MAIN STREET FARMINGTON,CT 06032			GENERAL PURPOSE	20,000
KLINGENSTEIN 3RD GENERATON FOUNDATION 37 WEST 57TH STREET FLOOR 5 NEW YRK,NY 10019			GENERAL PURPOSE	13,000
NEW CANNAN COUNTRY SCHOOL 635 FROGTOWN ROAD NEW CANAAN,CT 06840			GENERAL PURPOSE	10,000
BELGRADE LAKES ASSOCIATION PO BOS 551 BELGRADE LAKES,ME 04918			STOP MILFOIL	2,500
DEERFIELD ACADEMY 7 BOYDEN ROAD DEERFIELD,MA 01342			GENERAL PURPOSE	20,000
HOPE'S DOOR 39 WASHINGTON AVENUE PLEASANTVILLE,NY 10570			GENERAL PURPOSE	10,000
NATURAL HISTORY MUSEUM OF THE ADIRONDACKS 45 MUSEUM DRIVE TUPPER LAKES,NY 12986			WILD WALK	100,000
<b>Total . . . . .</b>			<b>3a</b>	453,000

**Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
LITERACY LAB PO BOX 3462 WASHINGTON,DC 20010			GENERAL PURPOSE	2,500
<b>Total . . . . .</b>				<b>453,000</b>

## TY 2013 Accounting Fees Schedule

**Name:** THE HABE FOUNDATION

**EIN:** 20-1366114

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TANTON & CO	2,600	650		1,950

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

## TY 2013 Depreciation Schedule

**Name:** THE HABE FOUNDATION

**EIN:** 20-1366114

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
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## TY 2013 Investments - Land Schedule

**Name:** THE HABE FOUNDATION

**EIN:** 20-1366114

## TY 2013 Land, Etc. Schedule

**Name:** THE HABE FOUNDATION

**EIN:** 20-1366114

## TY 2013 Other Assets Schedule

**Name:** THE HABE FOUNDATION

**EIN:** 20-1366114

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
ACCRUED INCOME	3,152		

## TY 2013 Other Expenses Schedule

**Name:** THE HABE FOUNDATION

**EIN:** 20-1366114

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
MISCELLANEOUS FEES	425	425		
INVESTMENT ADVISORY FEES	43,201	43,201		
STATE FILING FEES	449			449

## TY 2013 Substantial Contributors Schedule

**Name:** THE HABE FOUNDATION

**EIN:** 20-1366114

Name	Address
NANCY SIMPKINS	C/O TANTON CO LLP 37 W 57TH STRE NEWYORK, NY 10019

# TY 2013 Taxes Schedule

**Name:** THE HABE FOUNDATION

**EIN:** 20-1366114

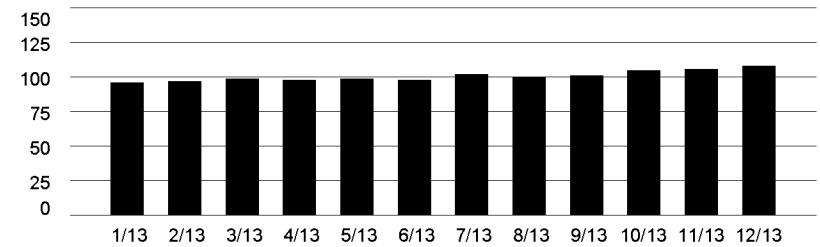
Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAX WITHHELD	2,961	2,961		
FEDERAL TAXES PAID	5,800			

**Change in Account Value**

This Period                      Year to Date

Account Value (\$) Over Last 12 Months [in Hundred Thousands]

<b>Starting Value</b>	<b>\$ 10,639,698.70</b>	<b>\$ 9,194,045.02</b>
Cash Value of Purchases & Sales	(118,823 20)	296,356 99
Investments Purchased/Sold	118,823 20	(296,356 99)
Deposits & Withdrawals	(132,500 00)	(461,848 25)
Dividends & Interest	22,944 53	187,611 21
Fees & Charges	(25 00)	(43,626 04)
Transfers	0 00	0 00
Income Reinvested	0 00	(28 43)
Change in Value of Investments	243,453 59	1,897,418 31
<b>Ending Value on 12/31/2013</b>	<b>\$ 10,773,571.82</b>	<b>\$ 10,773,571.82</b>
<i>Accrued Income<sup>d</sup></i>	<i>11,635 50</i>	
<b>Ending Value with Accrued Income<sup>d</sup></b>	<b>\$ 10,785,207.32</b>	

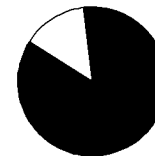


**Asset Composition**

Market Value                      % of Account Assets

Overview

Cash and Money Market Funds [Sweep]	\$ 234,405 79	2%
Fixed Income	1,499,858 25	14%
Equities	8,442,536 28	78%
Other Assets	596,771 50	6%
<b>Total Assets Long</b>	<b>\$ 10,773,571.82</b>	



- 78% Equities
- 6% Other Assets
- 14% Fixed Income
- 2% Cash, MMFs [Sweep]

**Gain or (Loss) Summary**

**Realized Gain or (Loss) This Period**

Short Term	\$0 00
Long Term	\$0 00

**Unrealized Gain or (Loss)**

All Investments                      \$4,519,785 99<sup>b</sup>

*Values may not reflect all of your gains/losses*

**Account Notes**

- Accrued Dividend is \$11,635 50



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

Income Summary	This Period		Year to Date	
	Federally Tax-Exempt	Federally Taxable	Federally Tax-Exempt	Federally Taxable
Money Funds Dividends	0 00	0 00	0 00	28 43
Cash Dividends	0 00	22,944 53	0 00	184,449 72
Treasury Bill Interest	0 00	0 00	0 00	988 80

**Investment Detail - Cash and Money Market Funds [Sweep]**

Cash	Market Value	% of Account Assets
Cash	852 50	<1%

Money Market Funds [Sweep]	Quantity	Market Price	Market Value	Current Yield	% of Account Assets
SCHWAB US TREAS MONEY FD SWUXX	233,553 2900	1 0000	233,553 29	0 00%	2%

**Investment Detail - Fixed Income**

U.S. Treasuries	Par	Market Price	Market Value	Adjusted Cost Basis	% of Account Assets	Unrealized Gain or (Loss)	Estimated Annual Income
	Units Purchased	Cost Per Unit	Cost Basis		Acquired		Yield to Maturity
<b>US TREASURY BILL14</b>	<b>750,000.0000</b>	<b>99.9988</b>	<b>749,991.00</b>	<b>749,972.50</b>	<b>7%</b>	<b>18.50<sup>b</sup></b>	<b>N/A</b>
U S T BILL DUE 01/23/14	750,000 0000	99 9696	749,772 50	749,972 50	07/24/13	18 50 <sup>b</sup>	0 06%
CUSIP 912796BV0							<b>Accrued Interest: 0.00</b>

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

**Investment Detail - Fixed Income (continued)**

	Par	Market Price	Market Value	Adjusted Cost Basis	% of Account Assets	Unrealized Gain or (Loss)	Estimated Annual Income
Units Purchased	Cost Per Unit	Cost Basis	Cost Basis	Acquired			Yield to Maturity
<b>U.S. Treasuries (continued)</b>							
US TREASURY BILL14	750,000.0000	99.9823	749,867.25	749,923.34	7%	(56.09) <sup>b</sup>	N/A
U S T BILL DUE 04/03/14	750,000 0000	99 9797	749,848 34	749,923 34	10/02/13	(56 09) <sup>b</sup>	0 04%
CUSIP 912796BA6							<b>Accrued Interest: 0.00</b>
<b>Total Accrued Interest for U.S. Treasuries: 0.00</b>							

*Accrued Interest represents the interest that would be received if the fixed income investment was sold prior to the coupon payment. Estimated Annual Income ("EAI") and Estimated Yield ("EY") calculations are for informational purposes only. The actual income and yield might be lower or higher than the estimated amounts. EY is based upon EAI and the current price of the security and will fluctuate. For certain types of securities, the calculations could include a return of principal or capital gains in which case EAI and EY would be overstated. EY and EAI are not promptly updated to reflect when an issuer has missed a regular payment or announced changes to future payments, in which case EAI and EY will continue to display at a prior rate.*

**Investment Detail - Equities**

	Quantity	Market Price	Market Value	% of Account Assets	Unrealized Gain or (Loss)	Estimated Yield	Estimated Annual Income
Units Purchased	Cost Per Share	Cost Basis	Acquired	Holding Days	Holding Period		
<b>Equities</b>							
ABB LTD ADR F	6,000.0000	26.5600	159,360.00	1%	69,982.40	0.00%	0.00
SPONSORED ADR	2,000 0000	14 8996	29,799 20	04/02/09	23,320 80	1734	Long-Term
1 ADR REP 1 REG SH	4,000 0000	14 8946	59,578 40	04/02/09	46,661 60	1734	Long-Term
SYMBOL ABB							
Cost Basis			89,377 60				

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

**Investment Detail - Equities** (continued)

Equities (continued)	Quantity	Market Price	Market Value	% of	Unrealized	Estimated	Estimated
	Units Purchased	Cost Per Share	Cost Basis	Account Assets Acquired	Gain or (Loss)	Yield	Annual Income
						Holding Days	Holding Period
<b>ABBVIE INC</b>	<b>2,400.0000</b>	<b>52.8100</b>	<b>126,744.00</b>	<b>1%</b>	<b>17,044.48</b>	<b>3.02%</b>	<b>3,840.00</b>
SYMBOL ABBV	2,400 0000	45 7081	109,699 52	10/14/13	17,044 48	78	Short-Term
<b>AMERICAN EXPRESS COMPANY</b>	<b>6,000.0000</b>	<b>90.7300</b>	<b>544,380.00</b>	<b>5%</b>	<b>406,646.02</b>	<b>1.01%</b>	<b>5,520.00</b>
SYMBOL AXP	3,600 0000	8 1127	29,205 98 <sup>t</sup>	11/09/93	297,422 02	7357	Long-Term
	2,000 0000	43 7696	87,539 20 <sup>t</sup>	07/29/04	93,920 80	3442	Long-Term
	400 0000	52 4720	20,988 80 <sup>t</sup>	12/27/05	15,303 20	2926	Long-Term
<i>Cost Basis</i>			137,733 98				
<b>ANADARKO PETROLEUM CORP</b>	<b>1,200.0000</b>	<b>79.3200</b>	<b>95,184.00</b>	<b>&lt;1%</b>	<b>440.80</b>	<b>0.90%</b>	<b>864.00</b>
SYMBOL APC	1,200 0000	78 9526	94,743 20	12/23/13	440 80	8	Short-Term
<b>BERKSHIRE HATHAWAY B NEW CLASS B</b>	<b>6,298.0000</b>	<b>118.5600</b>	<b>746,690.88</b>	<b>7%</b>	<b>671,381.13</b>	<b>0.00%</b>	<b>0.00</b>
SYMBOL BRKB	3,050 0000	0 0314	95 83 <sup>a</sup>	11/05/80	361,512 17	12109	Long-Term
	1,950 0000	10 2766	20,039 47 <sup>a</sup>	05/02/90	211,152 53	8644	Long-Term
	1,050 0000	39 8419	41,834 08 <sup>a</sup>	12/22/97	82,653 92	5853	Long-Term
	248 0000	53 7918	13,340 37 <sup>a</sup>	02/13/09	16,062 51	1782	Long-Term
<i>Cost Basis</i>			75,309 75				
<b>CHEVRON CORPORATION</b>	<b>2,000.0000</b>	<b>124.9100</b>	<b>249,820.00</b>	<b>2%</b>	<b>102,035.75</b>	<b>3.20%</b>	<b>8,000.00</b>
SYMBOL CVX	400 0000	73 8188	29,527 52	03/11/10	20,436 48	1391	Long-Term
	1,500 0000	73 9867	110,980 10	03/12/10	76,384 90	1390	Long-Term
	100 0000	72 7663	7,276 63	07/15/10	5,214 37	1265	Long-Term
<i>Cost Basis</i>			147,784 25				
<b>CISCO SYSTEMS INC</b>	<b>8,000.0000</b>	<b>22.4300</b>	<b>179,440.00</b>	<b>2%</b>	<b>20,493.30</b>	<b>3.03%</b>	<b>5,440.00</b>
SYMBOL CSCO	5,000 0000	20 8611	104,305 50 <sup>t</sup>	07/29/04	7,844 50	3442	Long-Term
	2,000 0000	18 5531	37,106 20 <sup>t</sup>	03/09/05	7,753 80	3219	Long-Term
	1,000 0000	17 5350	17,535 00 <sup>t</sup>	12/27/05	4,895 00	2926	Long-Term
<i>Cost Basis</i>			158,946 70				

**Investment Detail - Equities** (continued)

Equities (continued)	Quantity	Market Price	Market Value	% of	Unrealized	Estimated	Estimated
	Units Purchased	Cost Per Share	Cost Basis	Account Assets Acquired	Gain or (Loss)	Yield	Annual Income
						Holding Days	Holding Period
<b>COLGATE-PALMOLIVE CO</b>	<b>3,000.0000</b>	<b>65.2100</b>	<b>195,630.00</b>	<b>2%</b>	<b>104,538.50</b>	<b>2.08%</b>	<b>4,080.00</b>
SYMBOL CL	1,000 0000	30 3705	30,370 50	04/02/09	34,839 50	1734	Long-Term
	2,000 0000	30 3605	60,721 00	04/02/09	69,699 00	1734	Long-Term
<i>Cost Basis</i>			<i>91,091 50</i>				
<b>CONOCOPHILLIPS</b>	<b>1,800.0000</b>	<b>70.6500</b>	<b>127,170.00</b>	<b>1%</b>	<b>28,240.90</b>	<b>3.90%</b>	<b>4,968.00</b>
SYMBOL COP	1,800 0000	54 9606	98,929 10	08/01/12	28,240 90	517	Long-Term
<b>DEERE &amp; CO</b>	<b>1,200.0000</b>	<b>91.3300</b>	<b>109,596.00</b>	<b>1%</b>	<b>10,214.32</b>	<b>2.23%</b>	<b>2,448.00</b>
SYMBOL DE	1,200 0000	82 8180	99,381 68	07/25/13	10,214 32	159	Short-Term
<b>DISNEY WALT CO</b>	<b>5,000.0000</b>	<b>76.4000</b>	<b>382,000.00</b>	<b>4%</b>	<b>267,346.64</b>	<b>1.12%</b>	<b>4,300.00</b>
SYMBOL DIS	4,000 0000	22 6566	90,626 66 <sup>t</sup>	07/29/04	214,973 34	3442	Long-Term
	1,000 0000	24 0267	24,026 70 <sup>t</sup>	12/27/05	52,373 30	2926	Long-Term
<i>Cost Basis</i>			<i>114,653 36</i>				<b>Accrued Dividend: 4,300.00</b>
<b>E M C CORP MASS</b>	<b>5,000.0000</b>	<b>25.1500</b>	<b>125,750.00</b>	<b>1%</b>	<b>6,474.40</b>	<b>1.59%</b>	<b>2,000.00</b>
SYMBOL EMC	4,000 0000	23 7989	95,195 60	03/26/13	5,404 40	280	Short-Term
	1,000 0000	24 0800	24,080 00	12/05/13	1,070 00	26	Short-Term
<i>Cost Basis</i>			<i>119,275 60</i>				
<b>EMERSON ELECTRIC CO</b>	<b>4,000.0000</b>	<b>70.1800</b>	<b>280,720.00</b>	<b>3%</b>	<b>109,071.35</b>	<b>2.45%</b>	<b>6,880.00</b>
SYMBOL EMR	1,000 0000	42 6722	42,672 25 <sup>t</sup>	10/26/06	27,507 75	2623	Long-Term
	2,400 0000	42 6576	102,378 40 <sup>t</sup>	10/26/06	66,053 60	2623	Long-Term
	600 0000	44 3300	26,598 00 <sup>t</sup>	12/28/06	15,510 00	2560	Long-Term
<i>Cost Basis</i>			<i>171,648 65</i>				
<b>FEDEX CORPORATION</b>	<b>1,500.0000</b>	<b>143.7700</b>	<b>215,655.00</b>	<b>2%</b>	<b>81,058.16</b>	<b>0.41%</b>	<b>900.00</b>
SYMBOL FDX	1,200 0000	85 0565	102,067 84 <sup>t</sup>	07/22/05	70,456 16	3084	Long-Term
	300 0000	108 4300	32,529 00 <sup>t</sup>	12/29/06	10,602 00	2559	Long-Term
<i>Cost Basis</i>			<i>134,596 84</i>				<b>Accrued Dividend: 225.00</b>

**Investment Detail - Equities** (continued)

Equities (continued)	Quantity	Market Price	Market Value	% of	Unrealized	Estimated	Estimated
	Units Purchased	Cost Per Share	Cost Basis	Account Assets Acquired	Gain or (Loss)	Yield	Annual Income
						Holding Days	Holding Period
<b>FREPORT MCMORAN COPPER</b>	<b>6,790.0000</b>	<b>37.7400</b>	<b>256,254.60</b>	<b>2%</b>	<b>236,596.42</b>	<b>3.31%</b>	<b>8,487.50</b>
SYMBOL FCX	6,790 0000	2 8951	19,658 18 <sup>a</sup>	12/17/86	236,596 42	9876	Long-Term
<b>GENERAL ELECTRIC COMPANY</b>	<b>14,000.0000</b>	<b>28.0300</b>	<b>392,420.00</b>	<b>4%</b>	<b>353,333.03</b>	<b>2.71%</b>	<b>10,640.00</b>
SYMBOL GE	10,000 0000	2 5043	25,043 67 <sup>t</sup>	03/28/85	255,256 33	10505	Long-Term
	4,000 0000	3 5108	14,043 30 <sup>t</sup>	05/02/90	98,076 70	8644	Long-Term
<i>Cost Basis</i>			39,086 97				<b>Accrued Dividend: 3,080.00</b>
<b>GOOGLE INC CLASS A</b>	<b>280.0000</b>	<b>1,120.7100</b>	<b>313,798.80</b>	<b>3%</b>	<b>173,862.37</b>	<b>0.00%</b>	<b>0.00</b>
SYMBOL GOOG	200 0000	513 0213	102,604 26	02/08/08	121,537 74	2153	Long-Term
	80 0000	466 6521	37,332 17	08/23/10	52,324 63	1226	Long-Term
<i>Cost Basis</i>			139,936 43				
<b>HALLIBURTON CO HLDG CO</b>	<b>2,800.0000</b>	<b>50.7500</b>	<b>142,100.00</b>	<b>1%</b>	<b>35,417.24</b>	<b>1.18%</b>	<b>1,680.00</b>
SYMBOL HAL	800 0000	38 1117	30,489 36	01/10/11	10,110 64	1086	Long-Term
	2,000 0000	38 0967	76,193 40	01/10/11	25,306 60	1086	Long-Term
<i>Cost Basis</i>			106,682 76				
<b>HARTFORD FINL SVCS GRP</b>	<b>4,000.0000</b>	<b>36.2300</b>	<b>144,920.00</b>	<b>1%</b>	<b>102,847.51</b>	<b>1.65%</b>	<b>2,400.00</b>
SYMBOL HIG	2,500 0000	6 1199	15,299 99 <sup>t</sup>	12/26/95	75,275 01	6580	Long-Term
	1,500 0000	17 8483	26,772 50	11/08/11	27,572 50	784	Long-Term
<i>Cost Basis</i>			42,072 49				<b>Accrued Dividend: 600.00</b>
<b>HESS CORPORATION</b>	<b>2,250.0000</b>	<b>83.0000</b>	<b>186,750.00</b>	<b>2%</b>	<b>167,816.05</b>	<b>1.20%</b>	<b>2,250.00</b>
SYMBOL HES	2,250 0000	8 4150	18,933 95 <sup>t</sup>	05/02/90	167,816 05	8644	Long-Term
<b>HONEYWELL INTERNATIONAL</b>	<b>4,000.0000</b>	<b>91.3700</b>	<b>365,480.00</b>	<b>3%</b>	<b>224,031.30</b>	<b>1.97%</b>	<b>7,200.00</b>
SYMBOL HON	1,000 0000	29 0314	29,031 40 <sup>t</sup>	10/27/03	62,338 60	3718	Long-Term
	2,000 0000	36 9325	73,865 00 <sup>t</sup>	11/30/05	108,875 00	2953	Long-Term
	1,000 0000	38 5523	38,552 30 <sup>t</sup>	12/27/05	52,817 70	2926	Long-Term
<i>Cost Basis</i>			141,448 70				

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

**Investment Detail - Equities** (continued)

Equities (continued)	Quantity	Market Price	Market Value	% of	Unrealized	Estimated	Estimated
	Units Purchased	Cost Per Share	Cost Basis	Account Assets Acquired	Gain or (Loss)	Yield	Annual Income
						Holding Days	Holding Period
<b>ILLINOIS TOOL WORKS INC</b>	<b>2,000.0000</b>	<b>84.0800</b>	<b>168,160.00</b>	<b>2%</b>	<b>70,759.82</b>	<b>1.99%</b>	<b>3,360.00</b>
SYMBOL ITW	600 0000	48 6614	29,196 86	11/09/10	21,251 14	1148	Long-Term
	1,200 0000	48 6447	58,373 72	11/09/10	42,522 28	1148	Long-Term
	200 0000	49 1480	9,829 60	11/08/11	6,986 40	784	Long-Term
<i>Cost Basis</i>			<i>97,400 18</i>				
<b>INTL BUSINESS MACHINES</b>	<b>900.0000</b>	<b>187.5700</b>	<b>168,813.00</b>	<b>2%</b>	<b>76,569.26</b>	<b>2.02%</b>	<b>3,420.00</b>
SYMBOL IBM	300 0000	102 5152	30,754 58	05/21/09	25,516 42	1685	Long-Term
	600 0000	102 4819	61,489 16	05/21/09	51,052 84	1685	Long-Term
<i>Cost Basis</i>			<i>92,243 74</i>				
<b>JOHNSON &amp; JOHNSON</b>	<b>3,700.0000</b>	<b>91.5900</b>	<b>338,883.00</b>	<b>3%</b>	<b>159,012.00</b>	<b>2.88%</b>	<b>9,768.00</b>
SYMBOL JNJ	1,200 0000	28 9258	34,711 00 <sup>t</sup>	09/25/97	75,197 00	5941	Long-Term
	1,500 0000	55 7166	83,575 00 <sup>t</sup>	07/29/04	53,810 00	3442	Long-Term
	500 0000	62 3300	31,165 00 <sup>t</sup>	11/30/05	14,630 00	2953	Long-Term
	500 0000	60 8400	30,420 00 <sup>t</sup>	12/27/05	15,375 00	2926	Long-Term
<i>Cost Basis</i>			<i>179,871 00</i>				
<b>MEDTRONIC INC</b>	<b>3,300.0000</b>	<b>57.3900</b>	<b>189,387.00</b>	<b>2%</b>	<b>70,587.18</b>	<b>1.95%</b>	<b>3,696.00</b>
SYMBOL MDT	800 0000	39 8047	31,843 76	11/12/09	14,068 24	1510	Long-Term
	2,500 0000	34 7824	86,956 06	11/22/10	56,518 94	1135	Long-Term
<i>Cost Basis</i>			<i>118,799 82</i>				
<b>METLIFE INC</b>	<b>4,000.0000</b>	<b>53.9200</b>	<b>215,680.00</b>	<b>2%</b>	<b>61,097.81</b>	<b>2.04%</b>	<b>4,400.00</b>
SYMBOL MET	1,500 0000	40 4490	60,673 55	10/20/10	20,206 45	1168	Long-Term
	800 0000	40 9766	32,781 28	11/03/10	10,354 72	1154	Long-Term
	300 0000	45 8580	13,757 40	03/08/11	2,418 60	1029	Long-Term
	1,400 0000	33 8356	47,369 96	11/08/11	28,118 04	784	Long-Term
<i>Cost Basis</i>			<i>154,582 19</i>				

**Investment Detail - Equities** (continued)

Equities (continued)	Quantity	Market Price	Market Value	% of	Unrealized	Estimated	Estimated
	Units Purchased	Cost Per Share	Cost Basis	Account Assets Acquired	Gain or (Loss)	Yield	Annual Income
						Holding Days	Holding Period
<b>NEWMONT MINING CORP</b>	<b>4,500.0000</b>	<b>23.0300</b>	<b>103,635.00</b>	<b>&lt;1%</b>	<b>(51,088.80)</b>	<b>3.47%</b>	<b>3,600.00</b>
SYMBOL NEM	1,000 0000	22 7952	22,795 20 <sup>t</sup>	10/15/02	234 80	4095	Long-Term
	500 0000	23 7096	11,854 80 <sup>t</sup>	10/16/02	(339 80)	4094	Long-Term
	2,000 0000	39 2275	78,455 00 <sup>t</sup>	07/29/04	(32,395 00)	3442	Long-Term
	500 0000	40 9300	20,465 00	03/14/07	(8,950 00)	2484	Long-Term
	500 0000	42 3076	21,153 80	07/31/07	(9,638 80)	2345	Long-Term
<i>Cost Basis</i>			154,723 80				
<b>PEPSICO INCORPORATED</b>	<b>1,800.0000</b>	<b>82.9400</b>	<b>149,292.00</b>	<b>1%</b>	<b>60,747.08</b>	<b>2.73%</b>	<b>4,086.00</b>
SYMBOL PEP	600 0000	49 2027	29,521 64	05/04/09	20,242 36	1702	Long-Term
	1,200 0000	49 1860	59,023 28	05/04/09	40,504 72	1702	Long-Term
<i>Cost Basis</i>			88,544 92				<b>Accrued Dividend: 1,021.50</b>
<b>PROCTER &amp; GAMBLE</b>	<b>1,800.0000</b>	<b>81.4100</b>	<b>146,538.00</b>	<b>1%</b>	<b>35,075.09</b>	<b>2.95%</b>	<b>4,330.80</b>
SYMBOL PG	1,200 0000	61 7148	74,057 84	07/29/11	23,634 16	886	Long-Term
	300 0000	60 9665	18,289 97	08/04/11	6,133 03	880	Long-Term
	300 0000	63 7170	19,115 10	11/08/11	5,307 90	784	Long-Term
<i>Cost Basis</i>			111,462 91				
<b>QUALCOMM INC</b>	<b>1,500.0000</b>	<b>74.2500</b>	<b>111,375.00</b>	<b>1%</b>	<b>17,940.85</b>	<b>1.88%</b>	<b>2,100.00</b>
SYMBOL QCOM	1,500 0000	62 2894	93,434 15	04/25/13	17,940 85	250	Short-Term
<b>ROCKWELL COLLINS INC</b>	<b>2,000.0000</b>	<b>73.9200</b>	<b>147,840.00</b>	<b>1%</b>	<b>13,819.80</b>	<b>1.62%</b>	<b>2,400.00</b>
SYMBOL COL	2,000 0000	67 0101	134,020 20	01/09/08	13,819 80	2183	Long-Term
<b>ROYAL DUTCH SHELL A ADRF</b>	<b>1,800.0000</b>	<b>71.2700</b>	<b>128,286.00</b>	<b>1%</b>	<b>15,584.00</b>	<b>5.05%</b>	<b>6,480.00</b>
SPONSORED ADR	600 0000	62 6233	37,574 00	11/23/10	5,188 00	1134	Long-Term
1 ADR REPS 2 CL A ORD	1,200 0000	62 6066	75,128 00	11/23/10	10,396 00	1134	Long-Term
SYMBOL RDSA							
<i>Cost Basis</i>			112,702 00				

**Investment Detail - Equities** (continued)

Equities (continued)	Quantity	Market Price	Market Value	% of	Unrealized	Estimated	Estimated
	Units Purchased	Cost Per Share	Cost Basis	Account Assets Acquired	Gain or (Loss)	Yield	Annual Income
						Holding Days	Holding Period
<b>SCHLUMBERGER LTD F</b>	<b>2,400.0000</b>	<b>90.1100</b>	<b>216,264.00</b>	<b>2%</b>	<b>74,656.36</b>	<b>1.38%</b>	<b>3,000.00</b>
SYMBOL SLB	600 0000	58 2552	34,953 16 <sup>t</sup>	01/11/07	19,112 84	2546	Long-Term
	1,500 0000	58 2302	87,345 40 <sup>t</sup>	01/11/07	47,819 60	2546	Long-Term
	300 0000	64 3636	19,309 08	03/14/07	7,723 92	2484	Long-Term
<i>Cost Basis</i>			<i>141,607 64</i>				<b>Accrued Dividend: 750.00</b>
<b>UNION PACIFIC CORP</b>	<b>2,100.0000</b>	<b>168.0000</b>	<b>352,800.00</b>	<b>3%</b>	<b>253,251.37</b>	<b>1.88%</b>	<b>6,636.00</b>
SYMBOL UNP	500 0000	47 3758	23,687 90	12/17/08	60,312 10	1840	Long-Term
	1,500 0000	47 4544	71,181 65	12/18/08	180,818 35	1839	Long-Term
	100 0000	46 7908	4,679 08	12/26/08	12,120 92	1831	Long-Term
<i>Cost Basis</i>			<i>99,548 63</i>				<b>Accrued Dividend: 1,659.00</b>
<b>UNITED PARCEL SERVICE B</b>	<b>1,500.0000</b>	<b>105.0800</b>	<b>157,620.00</b>	<b>1%</b>	<b>50,332.64</b>	<b>2.36%</b>	<b>3,720.00</b>
CLASS B	1,200 0000	72 0495	86,459 44 <sup>t</sup>	01/31/07	39,636 56	2526	Long-Term
SYMBOL UPS	300 0000	69 4264	20,827 92	03/14/07	10,696 08	2484	Long-Term
<i>Cost Basis</i>			<i>107,287 36</i>				
<b>UNITED TECHNOLOGIES CORP</b>	<b>2,000.0000</b>	<b>113.8000</b>	<b>227,600.00</b>	<b>2%</b>	<b>116,155.66</b>	<b>2.07%</b>	<b>4,720.00</b>
SYMBOL UTX	600 0000	39 3925	23,635 54 <sup>t</sup>	10/01/03	44,644 46	3744	Long-Term
	1,000 0000	62 6488	62,648 80 <sup>t</sup>	09/21/06	51,151 20	2658	Long-Term
	400 0000	62 9000	25,160 00 <sup>t</sup>	12/29/06	20,360 00	2559	Long-Term
<i>Cost Basis</i>			<i>111,444 34</i>				

**Investment Detail - Equities** (continued)

Equities (continued)	Quantity	Market Price	Market Value	% of Account Assets	Unrealized Gain or (Loss)	Estimated Yield	Estimated Annual Income
	Units Purchased	Cost Per Share	Cost Basis	Acquired		Holding Days	Holding Period
<b>3M COMPANY</b>	<b>2,000.0000</b>	<b>140.2500</b>	<b>280,500.00</b>	<b>3%</b>	<b>125,053.46</b>	<b>1.81%</b>	<b>5,080.00</b>
SYMBOL MMM	1,200 0000	77 0452	92,454 28 <sup>t</sup>	04/19/05	75,845 72	3178	Long-Term
	300 0000	78 9560	23,686 81 <sup>t</sup>	12/27/05	18,388 19	2926	Long-Term
	500 0000	78 6109	39,305 45 <sup>t</sup>	12/28/06	30,819 55	2560	Long-Term
<i>Cost Basis</i>			155,446 54				

**Total Accrued Dividend for Equities: 11,635.50**

*Estimated Annual Income ("EAI") and Estimated Yield ("EY") calculations are for informational purposes only. The actual income and yield might be lower or higher than the estimated amounts. EY is based upon EAI and the current price of the security and will fluctuate. For certain types of securities, the calculations could include a return of principal or capital gains in which case EAI and EY would be overstated. EY and EAI are not promptly updated to reflect when an issuer has missed a regular payment or announced changes to future payments, in which case EAI and EY will continue to display at a prior rate.*

**Investment Detail - Other Assets**

Other Assets	Quantity	Market Price	Market Value	% of Account Assets	Unrealized Gain or (Loss)	Holding Days	Holding Period
	Units Purchased	Cost Per Share	Cost Basis	Acquired			
<b>AMERICAN TOWER CORP REIT</b>	<b>1,000.0000</b>	<b>79.8200</b>	<b>79,820.00</b>	<b>&lt;1%</b>	<b>50,091.30</b>		
SYMBOL AMT	1,000 0000	29 7287	29,728 70	06/18/09	50,091 30	1657	Long-Term
<b>ISHARES CHINA LARGE-CAP ETF</b>	<b>4,500.0000</b>	<b>38.3700</b>	<b>172,665.00</b>	<b>2%</b>	<b>79,778.87</b>		
SYMBOL FXI	1,500 0000	20 7502	31,125 35 <sup>t</sup>	08/23/05	26,429 65	3052	Long-Term
	1,500 0000	20 3800	30,570 00 <sup>t</sup>	11/30/05	26,985 00	2953	Long-Term
	1,500 0000	20 7938	31,190 78 <sup>t</sup>	12/13/05	26,364 22	2940	Long-Term
<i>Cost Basis</i>			92,886 13				

**Investment Detail - Other Assets** (continued)

<b>Other Assets</b> (continued)	<b>Quantity</b> Units Purchased	<b>Market Price</b> Cost Per Share	<b>Market Value</b> Cost Basis	<b>% of Account Assets</b> Acquired	<b>Unrealized Gain or (Loss)</b>	Holding Days	Holding Period
<b>ISHARES MSCI EMRG MKT FD</b>	<b>3,300.0000</b>	<b>41.7950</b>	<b>137,923.50</b>	<b>1%</b>	<b>8,258.36</b>		
EMERGING MARKETS ETF	800 0000	35 9763	28,781 04	07/31/09	4,654 96	1614	Long-Term
SYMBOL EEM	1,500 0000	39 6697	59,504 60	11/06/09	3,187 90	1516	Long-Term
<i>Cost Basis</i>	1,000 0000	41 3795	41,379 50	03/12/10	415 50	1390	Long-Term
			129,665 14				
<b>ISHARES MSCI JPN ETF</b>	<b>17,000.0000</b>	<b>12.1390</b>	<b>206,363.00</b>	<b>2%</b>	<b>43,269.40</b>		
JAPAN	3,000 0000	9 3631	28,089 40 <sup>t</sup>	05/11/04	8,327 60	3521	Long-Term
SYMBOL EWJ	4,000 0000	9 3610	37,444 20 <sup>t</sup>	05/11/04	11,111 80	3521	Long-Term
<i>Cost Basis</i>	10,000 0000	9 7560	97,560 00 <sup>t</sup>	07/29/04	23,830 00	3442	Long-Term
			163,093 60				

