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Form **990-PF****Return of Private Foundation**

OMB No 1545-0052

2013

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

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.
▶ Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.

For calendar year 2013 or tax year beginning

, 2013, and ending

, 20

Name of foundation THE TIMOTHY AND SUSANNE SULLIVAN FAMILY FOUNDATION		A Employer identification number 20-3367664
Number and street (or P O box number if mail is not delivered to street address)	Room/suite	B Telephone number (see instructions) (800) 839-1754
FOUNDATION SOURCE 501 SILVERSIDE RD 123		
City or town, state or province, country, and ZIP or foreign postal code WILMINGTON, DE 19809-1377		
G Check all that apply ☐ Initial return ☐ Final return ☐ Address change ☐ Initial return of a former public charity ☐ Amended return ☐ Name change		
H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		
I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ 1,349,082.		
J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) _____ (Part I, column (d) must be on cash basis)		
C If exemption application is pending, check here ☐		
D 1 Foreign organizations, check here ☐ 2 Foreign organizations meeting the 85% test, check here and attach computation ☐		
E If private foundation status was terminated under section 507(b)(1)(A), check here ☐		
F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐		

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)	522,367.			
	2 Check ☐ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	13.	13.		
	4 Dividends and interest from securities	20,237.	20,237.		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	11,956.			
	b Gross sales price for all assets on line 6a 21,112.				
	7 Capital gain net income (from Part IV, line 2)		19,241.		
	8 Net short-term capital gain				
	9 Income modifications				
	10 a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)					
12 Total. Add lines 1 through 11	554,573.	39,491.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	0			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule)	3,435.	3,435.		
	17 Interest				
	18 Taxes (attach schedule) (see instructions) ATCH 2	979.			
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule) ATCH 3	10,230.			10,230.
	24 Total operating and administrative expenses. Add lines 13 through 23	14,644.	3,435.		10,230.
	25 Contributions, gifts, grants paid	3,717,362.			3,717,362.
26 Total expenses and disbursements Add lines 24 and 25	3,732,006.	3,435.		3,727,592.	
27 Subtract line 26 from line 12	-3,177,433.				
a Excess of revenue over expenses and disbursements					
b Net investment income (if negative, enter -0-)		36,056.			
c Adjusted net income (if negative, enter -0-)					

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	163,737.	122,495.	122,495.	
	3	Accounts receivable ▶				
		Less allowance for doubtful accounts ▶				
	4	Pledges receivable ▶				
		Less allowance for doubtful accounts ▶				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)				
	7	Other notes and loans receivable (attach schedule) ▶				
		Less allowance for doubtful accounts ▶				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10 a	Investments - U.S. and state government obligations (attach schedule)				
	b	Investments - corporate stock (attach schedule) ATCH 4	3,633,428.	933,905.	1,226,587.	
	c	Investments - corporate bonds (attach schedule)				
	Liabilities	11	Investments - land, buildings, and equipment basis			
		Less accumulated depreciation (attach schedule) ▶				
12		Investments - mortgage loans				
13		Investments - other (attach schedule)				
14		Land, buildings, and equipment basis				
		Less accumulated depreciation (attach schedule) ▶				
15		Other assets (describe ▶)				
16		Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	3,797,165.	1,056,400.	1,349,082.	
17		Accounts payable and accrued expenses				
18		Grants payable				
Net Assets or Fund Balances	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable (attach schedule)				
	22	Other liabilities (describe ▶)				
23	Total liabilities (add lines 17 through 22)	0	0			
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.					
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, . . . ▶ ☒ check here and complete lines 27 through 31.					
	27	Capital stock, trust principal, or current funds				
	28	Paid-in or capital surplus, or land, bldg., and equipment fund				
	29	Retained earnings, accumulated income, endowment, or other funds	3,797,165.	1,056,400.		
	30	Total net assets or fund balances (see instructions)	3,797,165.	1,056,400.		
	31	Total liabilities and net assets/fund balances (see instructions)	3,797,165.	1,056,400.		

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	3,797,165.
2	Enter amount from Part I, line 27a	2	-3,177,433.
3	Other increases not included in line 2 (itemize) ▶ ATCH 5	3	436,668.
4	Add lines 1, 2, and 3	4	1,056,400.
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	1,056,400.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)			(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a SEE PART IV SCHEDULE					
b					
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					
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69					
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))		
a					
b					
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	19,241.	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8			3	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.

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2012	7,020.	800,036.	0.008775
2011	230,997.	490,293.	0.471141
2010	335,634.	776,492.	0.432244
2009	144,569.	845,875.	0.170911
2008	15,944.	1,007,954.	0.015818
2 Total of line 1, column (d)			1.098889
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			0.219778
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5			1,259,676.
5 Multiply line 4 by line 3			276,849.
6 Enter 1% of net investment income (1% of Part I, line 27b)			361.
7 Add lines 5 and 6			277,210.
8 Enter qualifying distributions from Part XII, line 4 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			3,727,592.

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

1 a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1		1	361.
Date of ruling or determination letter _____ (attach copy of letter if necessary - see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b			
c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		2	361.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			
3 Add lines 1 and 2			
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	0
5 Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-		5	361.
6 Credits/Payments		6a	638.
a 2013 estimated tax payments and 2012 overpayment credited to 2013			
b Exempt foreign organizations - tax withheld at source			
c Tax paid with application for extension of time to file (Form 8868)			
d Backup withholding erroneously withheld			
7 Total credits and payments Add lines 6a through 6d		7	638.
8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached		8	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed		9	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid		10	277.
11 Enter the amount of line 10 to be Credited to 2014 estimated tax ☒ 277. Refunded ☐		11	

Part VII-A Statements Regarding Activities

	Yes	No
1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?		X
If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ☒ \$ _____ (2) On foundation managers ☒ \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ☒ \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS?		X
If "Yes," attach a detailed description of the activities		
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? ☒ ATCH 6	X	
If "Yes," attach the statement required by General Instruction T		
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8 a Enter the states to which the foundation reports or with which it is registered (see instructions) ☒ DE, _____		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation.	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? If "Yes," complete Part XIV.		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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

Part III		
Section 4947(a)(1) Nonexempt Charitable Trusts Filing Form 990-PF in Lieu of Form 1041 - Check here		
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).	X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions).	X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	X
Website address: N/A		
14	The books are in care of: FOUNDATION SOURCE	Telephone no: 800-839-1754
Located at: 501 SILVERSIDE ROAD, SUITE 123 WILMINGTON, DE		ZIP+4: 19809-1377
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 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?	Yes No
See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country.		

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

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

1a During the year did the foundation (either directly or indirectly) (1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ 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)? ☐ Yes ☒ No 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 2013? ☐ Yes ☒ No		1b		
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 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? ☐ Yes ☒ No If "Yes," list the years ☐ b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions) ☐ Yes ☒ No c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ☐		1c		X
3a 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 2013 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 2013) ☐ Yes ☒ No		2b		
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? ☐ Yes ☒ No 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? ☐ Yes ☒ No		3b		
		4a		X
		4b		X

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Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No
- (2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☐ Yes ☒ No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?Organizations relying on a current notice regarding disaster assistance check here ☐**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ Yes ☒ No

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No**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
ATCH 7		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 ☐

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."

[illegible]

Total 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

1	N/A	
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	NONE	
2		
All other program-related investments See instructions		
3	NONE	

Total. Add lines 1 through 3

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	1,139,333.
b	Average of monthly cash balances	1b	139,526.
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	1,278,859.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	1,278,859.
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	19,183.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,259,676.
6	Minimum investment return. Enter 5% of line 5	6	62,984.

Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ☐ and do not complete this part)

1	Minimum investment return from Part X, line 6	1	62,984.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	361.
b	Income tax for 2013 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	361.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	62,623.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	62,623.
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	7	62,623.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	3,727,592.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	3,727,592.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	361.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	3,727,231.

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
1 Distributable amount for 2013 from Part XI, line 7				62,623.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only				
b Total for prior years 20 <u>11</u> , 20 <u>10</u> , 20 <u>09</u>				
3 Excess distributions carryover, if any, to 2013				
a From 2008				
b From 2009				69,826.
c From 2010				297,071.
d From 2011				208,776.
e From 2012				
f Total of lines 3a through e	575,673.			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ \$ <u>3,727,592.</u>				
a Applied to 2012, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see instructions).				
c Treated as distributions out of corpus (Election required - see instructions)				
d Applied to 2013 distributable amount				62,623.
e Remaining amount distributed out of corpus	3,664,969.			
5 Excess distributions carryover applied to 2013. (If an amount appears in column (d), the same amount must be shown in column (a).)				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	4,240,642.			
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount - see instructions				
e Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount - see instructions				
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014				
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	4,240,642.			
10 Analysis of line 9				
a Excess from 2009				69,826.
b Excess from 2010				297,071.
c Excess from 2011				208,776.
d Excess from 2012				
e Excess from 2013				3,664,969.

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

NOT APPLICABLE

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 foundation 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				(e) Total
	(a) 2013	(b) 2012	(c) 2011	(d) 2010	
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test - enter					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year - see instructions.)**1 Information Regarding Foundation Managers:**

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

ATTACHMENT 8

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

N/A

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

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

a The name, address, and telephone number or e-mail address 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
a Paid during the year				
ATCH 9				
Total			3a	3,717,362.
b Approved for future payment				
Total			3b	

Enter gross amounts unless otherwise indicated

Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes

Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions)

[illegible]

Schedule B(Form 990, 990-EZ,
or 990-PF)
Department of the Treasury
Internal Revenue Service**Schedule of Contributors**

OMB No 1545-0047

2013▶ **Attach to Form 990, Form 990-EZ, or Form 990-PF.**▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at www.irs.gov/form990.**Name of the organization**THE TIMOTHY AND SUSANNE SULLIVAN FAMILY
FOUNDATION**Employer identification number**

20-3367664

Organization type (check one)**Filers of:****Section:**

Form 990 or 990-EZ

☐ 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 foundationCheck 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 its Form 990-PF, Part I, line 2, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

Name of organization THE TIMOTHY AND SUSANNE SULLIVAN FAMILY
FOUNDATION

Employer identification number
20-3367664

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

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	SULLIVAN, TIMOTHY P. 1049 LOCUST ROAD WILMETTE, IL 60091	\$ 9,167.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
2	TIMOTHY P SULLIVAN REV TRUST UAD 3/18/98 1049 LOCUST ROAD WILMETTE, IL 60091	\$ 513,200.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

Employer identification number
20-3367664

Part II

[illegible]

Name of organization THE TIMOTHY AND SUSANNE SULLIVAN FAMILY
FOUNDATION

Employer identification number
20-3367664

Part III Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than \$1,000 for the year. Complete columns (a) through (e) and the following line entry

For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year (Enter this information once See instructions.) ► \$ _____

Use duplicate copies of Part III if additional space is needed

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
-----	----- ----- -----	----- ----- -----	----- ----- -----
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	----- ----- -----	----- ----- -----	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
-----	----- ----- -----	----- ----- -----	----- ----- -----
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	----- ----- -----	----- ----- -----	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
-----	----- ----- -----	----- ----- -----	----- ----- -----
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	----- ----- -----	----- ----- -----	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
-----	----- ----- -----	----- ----- -----	----- ----- -----
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	----- ----- -----	----- ----- -----	

ATTACHMENT 1FORM 990PF, PART I - OTHER PROFESSIONAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
INVESTMENT MANAGEMENT SERVICES	3,435.	3,435.
TOTALS	<u>3,435.</u>	<u>3,435.</u>

ATTACHMENT 2FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>
990-PF ESTIMATED TAX FOR 2013	600.
990-PF EXTENSION FOR 2012	379.
TOTALS	<u>979.</u>

ATTACHMENT 3

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	CHARITABLE PURPOSES
ADMINISTRATIVE FEES	10,205.	10,205.
STATE OR LOCAL FILING FEES	25.	25.
TOTALS	<u>10,230.</u>	<u>10,230.</u>

ATTACHMENT 4FORM 990PF, PART II - CORPORATE STOCK

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
COLUMBIA ACORN FUND	195,249.	244,112.
ISHARES S&P MIDCAP 400 BARRA	45,252.	69,273.
ISHARES S&P MIDCAP 400 GROWTH	47,059.	91,616.
ISHARES TRUST MSCI EAFE INDEX	85,180.	83,405.
SPDR S&P 500 ETF TRUST	47,966.	65,380.
T-MOBILE US INC	513,199.	672,801.
TOTALS	<u>933,905.</u>	<u>1,226,587.</u>

ATTACHMENT 5FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES

<u>DESCRIPTION</u>	<u>AMOUNT</u>
GRANT OF PUBLICLY TRADED SECURITIES	436,668.
TOTAL	<u>436,668.</u>

FORM 990-PF - PART IV**CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME**

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
21,112.		PUBLICLY-TRADED SECURITIES 1,871.					19,241.	
TOTAL GAIN (LOSS)							<u>19,241.</u>	

ATTACHMENT 6FORM 990PF, PART VII-A - LIQUIDATION, TERMINATION, ETC. STATEMENT

THIS STATEMENT IS SUBMITTED TO REPORT THE DISTRIBUTION OF CERTAIN ASSETS DURING THE ABOVE-REFERENCED YEAR. THE DISTRIBUTIONS RESULTED IN A SUBSTANTIAL CONTRACTION OF ASSETS. THE FOLLOWING INFORMATION IS SUBMITTED IN ACCORDANCE WITH TREASURY REGULATION SECTION 1.6043-3(A)(1) AND THE FORM 990-PF INSTRUCTIONS: DURING THE TAXABLE YEAR ENDING DECEMBER 31, 2013, THE FOUNDATION MADE DISTRIBUTIONS FROM ASSETS FROM SOURCES OTHER THAN CURRENT INCOME. COLLECTIVELY, THE DISTRIBUTIONS IN EXCESS OF CURRENT INCOME TOTALED \$3,717,362. THIS AMOUNT REPRESENTS OVER 25% OF THE FOUNDATION'S NET ASSETS OF \$3,867,203 (AS MEASURED BY FAIR MARKET VALUE) AT THE BEGINNING OF THE FOUNDATION'S TAXABLE YEAR ENDING DECEMBER 31, 2013. ALTHOUGH THE FOUNDATION TECHNICALLY EXPERIENCED A "SUBSTANTIAL CONTRACTION", IT WILL CONTINUE IN EXISTENCE AND HAS NO PLANS FOR DISSOLUTION. THE FOUNDATION MADE DISTRIBUTIONS OF CASH TO THE GRANTEEES LISTED IN THE ATTACHMENT TO PART XV, LINE 3A; EACH SUCH GRANT WAS MADE SOLELY FOR THE CHARITABLE PURPOSE SPECIFIED THEREIN.

FORM 990PF, PART VII-A -DISTRIBUTION TO A DONOR ADVISE

DURING THE TAXABLE YEAR ENDING 12/31/2013, THE TIMOTHY AND SUSSANE SULLIVAN FAMILY FOUNDATION (THE "FOUNDATION") TREATED A DISTRIBUTION TO A DONOR ADVISED FUND OVER WHICH THE FOUNDATION (OR DISQUALIFIED PERSON) HAD ADVISORY PRIVILEGES AS A QUALIFYING DISTRIBUTION. DONOR ADVISED FUNDS ARE EXEMPT UNDER INTERNAL REVENUE CODE ("CODE") SECTION 501(C)(3), MUST BE ORGANIZED AND OPERATED EXCLUSIVELY FOR ONE OR MORE OF THE CHARITABLE PURPOSES DESCRIBED IN CODE SECTION 170(C)(2)(B), AND HAVE SOLE DISCRETION OVER THE FUNDS DISTRIBUTED TO THEM. CONSEQUENTLY, THE FOUNDATION IS NOT IN A POSITION TO EXPLAIN PRECISELY HOW THE FUNDS WILL BE EXPENDED FOR CHARITABLE PURPOSES. FOR CHARITABLE PURPOSES.

THE TIMOTHY AND SUSANNE SULLIVAN FAMILY

20-3367664

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

ATTACHMENT 8

TITLE AND AVERAGE HOURS PER
WEEK DEVOTED TO POSITION

NAME AND ADDRESS

SUSANNE SULLIVAN VP / DIR 1.00
FOUNDATION SOURCE 501 SILVERSIDE RD

123
WILMINGTON, DE 19809-1377

TIMOTHY P SULLIVAN PRES / DIR / SEC 1.00
FOUNDATION SOURCE 501 SILVERSIDE RD

123
WILMINGTON, DE 19809-1377

FORM 990PF, PART XV - INFORMATION REGARDING FOUNDATION MANAGERS

SUSANNE SULLIVAN
TIMOTHY P SULLIVAN

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 10

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
FIDELITY INVESTMENTS CHARITABLE GIFT FUND P.O BOX 770001 CINCINNATI, OH 45277	N/A PC	THE TIMOTHY AND SUSANNE SULLIVAN FAMILY FUND	3,677,445
FIDELITY INVESTMENTS CHARITABLE GIFT FUND PO BOX 770001 CINCINNATI, OH 45277	N/A PC	THE TIMOTHY AND SUSANNE SULLIVAN FAMILY FUND	39,917
			TOTAL CONTRIBUTIONS PAID
			<u>3,717,362</u>

Part XV (Form 990-PF) - Distributions of Property Value at Fair Market Value at Date of Distribution

Method for Determining Fair Market Value of Securities:
Method for Determining Book Value of Securities:

Average of high/low on date granted to charity
Cost or average of high/low on date contributed to foundation

Description of Property	Date of Distribution	Grant Recipient	Fair Market Value of Property	Book Value of Property	Value of Cash Portion of Grant	Total Amount of Grant
CHICOS FAS INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$ 6,692	\$ 6,641		\$ 6,692
RENT A CTR INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$ 2,438	\$ 2,225		\$ 2,438
STEEL DYNAMICS INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$ 15,856	\$ 13,893		\$ 15,856
WESTAR ENERGY INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$ 4,973	\$ 4,407		\$ 4,973
SPX CORP	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$ 6,473	\$ 5,436		\$ 6,473
REGIS CORP MINN	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$ 5,721	\$ 5,203		\$ 5,721
BARNES GROUP INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$ 1,709	\$ 1,322		\$ 1,709
HILSHIRE BRANDS CO	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$ 2,593	\$ 2,132		\$ 2,593
TELEPHONE & DATA SYS INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$ 12,170	\$ 12,496		\$ 12,170
ABM INDS INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$ 2,638	\$ 2,378		\$ 2,638
SWIFT ENERGY CO	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$ 1,982	\$ 1,845		\$ 1,982
ASTORIA FINL CORP COM	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$ 4,827	\$ 4,559		\$ 4,827
FEDERAL RLTY INVT TR	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$ 7,947	\$ 7,951		\$ 7,947
IDEXX CORP	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$ 10,086	\$ 10,184		\$ 10,086
DIEBOLD INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$ 1,724	\$ 1,816		\$ 1,724
ALLIANT CORP	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$ 9,474	\$ 8,541		\$ 9,474
CORELOGIC INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$ 3,730	\$ 3,774		\$ 3,730
OLD REP INTL CORP	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$ 17,566	\$ 14,872		\$ 17,566
DST SYS INC COM	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$ 4,862	\$ 4,215		\$ 4,862
MANPOWER INC WIS	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$ 13,112	\$ 9,780		\$ 13,112
BRINKER INTL INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$ 7,412	\$ 6,406		\$ 7,412
DOLLAR TREE INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$ 20,555	\$ 18,347		\$ 20,555
LAMAR ADVERTISING CO CL A	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$ 7,559	\$ 6,150		\$ 7,559
WILLIAMS SONOMA INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$ 7,929	\$ 7,473		\$ 7,929
FIDELITY NATIONAL FINANCIAL INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$ 14,351	\$ 14,155		\$ 14,351
NEW YORK COMNTY BANCORP INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$ 28,927	\$ 26,398		\$ 28,927
TCF FINANCIAL	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$ 10,753	\$ 8,847		\$ 10,753
INTERSIL CORPORATION	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$ 4,395	\$ 4,064		\$ 4,395
METTLER-TOLEDO INTL	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$ 13,089	\$ 11,435		\$ 13,089
SCRIPPS E W CO OHIO CL A	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$ 689	\$ 623		\$ 689
NEW YORK TIMES CO CL A	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$ 6,744	\$ 5,691		\$ 6,744
MARTIN MARIETTA MATLS INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$ 7,272	\$ 6,589		\$ 7,272
SCOTTS CO CLASS A	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$ 3,150	\$ 3,059		\$ 3,150
ACTUANT CORP CL A	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$ 4,432	\$ 3,854		\$ 4,432
AMETEK INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$ 17,658	\$ 15,409		\$ 17,658
CROSS CTRY HEALTHCARE INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$ 1,050	\$ 810		\$ 1,050
ESTERLINE CORP	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$ 4,929	\$ 4,122		\$ 4,929
MILLER HERMAN INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$ 2,759	\$ 2,301		\$ 2,759
UNITED STATIONERS INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$ 5,928	\$ 4,795		\$ 5,928
WATSON WYATT & CO HOLDINGS	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$ 1,345	\$ 1,142		\$ 1,345

AMERICAN EAGLES OUTFITTERS INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	3,543	\$	3,424	\$	3,543
BORG WARNER INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	12,869	\$	11,542	\$	12,869
CALLAWAY GOLF CO	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	2,469	\$	2,317	\$	2,469
CRACKER BARREL OLD COUNTRY STORE INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	3,594	\$	2,842	\$	3,594
HARTE-HANKS COMMUNICATIONS INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	634	\$	465	\$	634
UNIVERSAL ELECTRONICS	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	1,854	\$	1,479	\$	1,854
TRUEBLUE, INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	1,889	\$	1,389	\$	1,889
FOREST OIL CORP	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	4,009	\$	4,224	\$	4,009
INPUT/OUTPUT INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	1,833	\$	1,626	\$	1,833
HCC INS HLDGS INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	17,811	\$	16,062	\$	17,811
WEBSTER FINL CORP	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	6,817	\$	5,727	\$	6,817
FORRESTER RESEARCH INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	1,035	\$	926	\$	1,035
INTERNATIONAL RECTIFIER CORP	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	7,951	\$	6,691	\$	7,951
PLANTRONICS INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	4,083	\$	3,456	\$	4,083
TRIMBLE NAV LTD	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	6,587	\$	6,466	\$	6,587
ULTRATECH STEPPER INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	1,614	\$	1,401	\$	1,614
CLECO CORP NEW COM	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	4,025	\$	3,596	\$	4,025
FULTON FIN CORP	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	12,223	\$	10,126	\$	12,223
ARCH COAL INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	6,809	\$	8,394	\$	6,809
STONE ENERGY CORP COM	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	2,261	\$	2,015	\$	2,261
TIDEWATER INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	1,918	\$	1,771	\$	1,918
VALSPAR CORP	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	12,796	\$	12,291	\$	12,796
CSG SYST INTL INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	1,767	\$	1,637	\$	1,767
DONALDSON CO INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	11,752	\$	10,459	\$	11,752
FACTSET RESH SYST INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	1,979	\$	1,749	\$	1,979
COPART INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	3,025	\$	2,594	\$	3,025
BROWN & BROWN INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	4,626	\$	3,817	\$	4,626
EATON VANCE CORP COM	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	4,044	\$	3,199	\$	4,044
REINSURANCE GROUP AMER INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	19,422	\$	17,127	\$	19,422
WASHINGTON FED INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	5,079	\$	4,788	\$	5,079
FAIR ISSAC & CO INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	4,786	\$	4,375	\$	4,786
ZEBRA TECHNOLOGIES CORP	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	3,920	\$	3,320	\$	3,920
FIRSTMERIT CORPORATION	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	3,717	\$	3,251	\$	3,717
R F MICRO DEVICES INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	2,611	\$	2,314	\$	2,611
TIMKEN CO COM	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	6,586	\$	5,335	\$	6,586
HOME PPTYS INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	3,513	\$	3,363	\$	3,513
UNISOURCE ENERGY CRPHLD CO	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	4,268	\$	3,868	\$	4,268
HEADWATERS INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	2,287	\$	1,781	\$	2,287
STANCORP FINANCIAL GROUP INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	10,065	\$	8,787	\$	10,065
AVNET INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	8,123	\$	6,848	\$	8,123
TECH DATA CORP	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	4,966	\$	4,499	\$	4,966
LIBERTY PROPERTY TRUST SBI	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	7,516	\$	6,847	\$	7,516
PROLOGIS	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	6,542	\$	6,117	\$	6,542
REGENCY CENTERS CORP	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	6,043	\$	5,354	\$	6,043
LEXMARK INTL INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	9,602	\$	8,984	\$	9,602
JANUS CAPITAL GROUP INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	10,373	\$	9,034	\$	10,373
KANSAS CITY SOUTHERN	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	18,329	\$	13,969	\$	18,329
OMNICARE INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	6,904	\$	6,415	\$	6,904
PENTAIR INC COM	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	3,942	\$	3,614	\$	3,942

EMCOR GROUP INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	6,101	\$	5,141	\$	6,101
CYPRESS SEMICONDUCTR	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	5,674	\$	5,434	\$	5,674
PETSMART INC COM	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	12,781	\$	13,846	\$	12,781
ARROW ELECTRONICS INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	10,234	\$	9,428	\$	10,234
MOHAWK INDS INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	17,086	\$	13,479	\$	17,086
SL GREEN RLTY CORP	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	13,670	\$	12,167	\$	13,670
CAMDEN PPTY TR	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	7,017	\$	6,783	\$	7,017
COUSINS PPTY'S INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	6,251	\$	5,018	\$	6,251
MACERICH CO	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	13,701	\$	12,777	\$	13,701
RYLAND GROUP INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	5,264	\$	4,653	\$	5,264
UIL HOLDINGS CORP	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	1,927	\$	1,783	\$	1,927
DELUXE CORPORATION	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	4,431	\$	3,515	\$	4,431
PIPER JAFFRAY COS	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	3,272	\$	2,619	\$	3,272
ESSEX PRTY TR INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	9,086	\$	8,844	\$	9,086
MACK CALI RLTY CORP	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	9,423	\$	8,501	\$	9,423
DUKE REALTY CORPORATION	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	17,845	\$	14,607	\$	17,845
SONOCO PRODUCTS COMPANY	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	5,089	\$	4,449	\$	5,089
WORTHINGTON INDUSTRIES INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	3,478	\$	3,022	\$	3,478
RPM INTERNATIONAL INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	7,007	\$	6,379	\$	7,007
GALLAGHER ARTHUR J & CO	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	7,101	\$	6,242	\$	7,101
HUBBELL CLASS B	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	12,032	\$	10,426	\$	12,032
LINCOLN ELECTRIC HOLDING INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	7,355	\$	6,232	\$	7,355
LANCASTER COLONY CORPORATION	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	2,219	\$	2,027	\$	2,219
SEI INVESTMENTS	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	6,760	\$	5,487	\$	6,760
SENSIENT TECHNOLOGIES	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	3,633	\$	3,411	\$	3,633
CHEESECAKE FACTORY INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	4,514	\$	4,100	\$	4,514
SENIOR HOUSING PPTY'S TR REIT	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	2,940	\$	2,705	\$	2,940
UDR INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	7,235	\$	6,981	\$	7,235
HEALTH MGMT ASSOC INC CL A	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	7,632	\$	5,611	\$	7,632
AFFILIATED MANAGERS GROUP	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	12,260	\$	10,281	\$	12,260
TUPPERWARE COPR	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	8,873	\$	7,189	\$	8,873
EVEREST RE GROUP LTD	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	17,710	\$	15,053	\$	17,710
PS BUSINESS PARKS, INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	2,269	\$	1,950	\$	2,269
ANSYS INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	11,048	\$	9,321	\$	11,048
AMER GREETINGS CL A	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	3,813	\$	3,935	\$	3,813
ASHLAND INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	10,811	\$	10,685	\$	10,811
ENERGIZER HOLDINGS INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	1,401	\$	1,191	\$	1,401
CONVERGY'S CP	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	2,896	\$	2,752	\$	2,896
DRIL QUIP INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	4,634	\$	3,889	\$	4,634
VECTREN CORP	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	9,479	\$	8,026	\$	9,479
BRINKS CO	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	2,798	\$	2,819	\$	2,798
HENRY SCHEIN INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	4,527	\$	4,016	\$	4,527
EAGLE MATERIALS INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	6,307	\$	5,106	\$	6,307
LAM RESEARCH CORP	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	4,935	\$	4,319	\$	4,935
CULLEN FROST BANKERS INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	5,154	\$	4,593	\$	5,154
ITRON INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	2,531	\$	2,424	\$	2,531
INGRAM MICRO INC - CL A	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	15,039	\$	12,618	\$	15,039
WORLD ACCEPTANCE CORP	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	2,751	\$	2,534	\$	2,751
STEWART INFORMATION SVCS CORP	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	2,567	\$	2,767	\$	2,567

SYNAPTICS INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	2,298	\$	1,792	\$	2,298
STANDARD PACIFIC CORP	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	5,031	\$	4,142	\$	5,031
SANDERSON FARMS INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	1,344	\$	1,225	\$	1,344
OM GROUP INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	4,508	\$	3,960	\$	4,508
MI HOMES, INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	2,710	\$	2,608	\$	2,710
INTEGRATED DEVICE TECHNOLOGY INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	1,073	\$	1,068	\$	1,073
AVISTA CORP	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	5,864	\$	5,248	\$	5,864
BLYTH INC S2	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	401	\$	351	\$	401
CACI INTL INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	2,220	\$	2,150	\$	2,220
TORO CO	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	5,696	\$	4,993	\$	5,696
GRIFFON CORP	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	2,975	\$	2,711	\$	2,975
CASTLE	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	1,564	\$	1,296	\$	1,564
NEW MARKET CORP	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	6,545	\$	6,555	\$	6,545
SONIC AUTOMOTIVE INC CL A	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	1,619	\$	1,420	\$	1,619
MANHATTAN ASSOCIATES INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	3,666	\$	2,954	\$	3,666
TEREX CORP	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	16,735	\$	12,860	\$	16,735
AGL RESOURCES INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	2,046	\$	1,992	\$	2,046
OGE ENERGY CORP	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	12,856	\$	10,540	\$	12,856
KITE RLTY GROUP TRUST	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	2,424	\$	1,993	\$	2,424
RAYONIER INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	13,310	\$	11,824	\$	13,310
ALEXANDRIA REAL ESTATE EQUITIES INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	6,404	\$	6,168	\$	6,404
CEDAR SHOPPING CENTERS INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	1,851	\$	1,675	\$	1,851
EASTGROUP PROPERTIES INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	3,434	\$	3,226	\$	3,434
HOSPITALITY PROPERTIES TRUST	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	13,743	\$	11,673	\$	13,743
LTC PROPERTIES INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	2,173	\$	1,916	\$	2,173
LEXINGTON REALTY TRUST	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	9,153	\$	7,921	\$	9,153
POST PROPERTIES INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	3,878	\$	3,973	\$	3,878
REALTY INCOME CORP	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	8,000	\$	7,292	\$	8,000
VENTAS INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	1,685	\$	1,539	\$	1,685
WEINGARTEN REALTY INVESTORS SBI	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	6,283	\$	5,481	\$	6,283
ATMEL CORPORATION	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	5,039	\$	4,562	\$	5,039
OIL STATES INTL INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	8,121	\$	6,980	\$	8,121
WATSCO INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	4,568	\$	4,073	\$	4,568
COOPER COMPANIES INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	9,839	\$	8,757	\$	9,839
EPR PROPERTIES	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	4,855	\$	4,348	\$	4,855
FRED'S INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	1,542	\$	1,456	\$	1,542
KELLY SERVICES INC CL A	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	2,870	\$	2,410	\$	2,870
MERITAGE CORPORATION	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	3,456	\$	2,716	\$	3,456
MOOG INC CL A	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	2,310	\$	2,008	\$	2,310
PNM RESOURCES INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	3,796	\$	3,382	\$	3,796
PVH CORP	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	12,610	\$	11,432	\$	12,610
PROTECTIVE LIFE CORPORATION	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	16,547	\$	13,509	\$	16,547
RAYMOND JAMES FINANCIAL INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	9,459	\$	7,651	\$	9,459
SCHOLASTIC CORPORATION	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	867	\$	867	\$	921
WMS INDUSTRIES INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	2,709	\$	1,828	\$	2,709
WINNEBAGO INDUSTRIES INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	3,534	\$	2,751	\$	3,534
AGCO CP	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	10,320	\$	9,225	\$	10,320
LOUISIANA PACIFIC CP	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	9,819	\$	8,443	\$	9,819
UNITED ONLINE INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	3,031	\$	2,866	\$	3,031

BERKLEY W R CP	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	7,938	\$	6,984	\$	7,938
RELANCE STL & ALMN	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	8,243	\$	7,360	\$	8,243
CAREER EDUCATION CORPORATION	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	782	\$	940	\$	782
IDACORP INC HLDG CO	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	4,284	\$	3,863	\$	4,284
COMERICA INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	1,739	\$	1,442	\$	1,739
LA Z BOY INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	1,714	\$	1,235	\$	1,714
RESMED INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	4,336	\$	4,106	\$	4,336
VALMONT INDUSTRIES INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	4,851	\$	4,022	\$	4,851
GENTEX CORPORATION	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	3,499	\$	3,269	\$	3,499
HELEN OF TROY LIMITED	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	2,234	\$	1,954	\$	2,234
MENTOR GRAPHICS CORP	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	3,366	\$	3,274	\$	3,366
TEXAS INDUSTRIES	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	10,519	\$	7,980	\$	10,519
NV ENERGY INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	9,221	\$	8,349	\$	9,221
CHECKPOINT SYSTEMS SC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	3,011	\$	2,284	\$	3,011
NEENAH PAPER INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	913	\$	842	\$	913
GREAT PLAINS ENERGY	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	9,066	\$	8,008	\$	9,066
COMSTOCK RES INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	4,833	\$	4,057	\$	4,833
FEDERAL SIGNAL CORP	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	2,743	\$	2,679	\$	2,743
KAYDON CORP	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	2,804	\$	2,583	\$	2,804
STAGE STORES INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	1,931	\$	1,770	\$	1,931
URS CORP	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	19,299	\$	16,499	\$	19,299
INTERMEC INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	2,869	\$	2,865	\$	2,869
VIAD CORP	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	3,019	\$	3,110	\$	3,019
STEIN MART, INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	1,335	\$	1,102	\$	1,335
N V R INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	10,415	\$	9,291	\$	10,415
CINCINNATI BELL INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	1,551	\$	2,460	\$	1,551
SCHULMAN A INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	5,045	\$	4,540	\$	5,045
SYNOPSYS, INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	1,747	\$	1,580	\$	1,747
LENNOX INTL INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	5,058	\$	4,114	\$	5,058
CURTISS WRIGHT CP	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	3,196	\$	2,903	\$	3,196
CARPENTER TECH	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	4,378	\$	4,570	\$	4,378
ALLIANT TECH SYS INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	6,230	\$	5,505	\$	6,230
WELLCARE HEALTH PLANS INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	4,597	\$	3,902	\$	4,597
HEALTHWAYS, INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	2,464	\$	2,036	\$	2,464
U G I CP	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	12,033	\$	10,515	\$	12,033
TIBCO SOFTWARE	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	7,544	\$	6,952	\$	7,544
CORINTHIAN COLLEGES	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	979	\$	1,128	\$	979
RUBY TUESDAY INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	2,571	\$	2,751	\$	2,571
BRIGGS & STRATTON CORP	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	2,093	\$	1,794	\$	2,093
HARSCO CORP	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	10,717	\$	10,006	\$	10,717
BIOMED RLTY TR INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	3,607	\$	3,150	\$	3,607
MENS WEARHOUSE	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	3,534	\$	3,156	\$	3,534
UMPQUA HOLDINGS CORPORATION	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	8,192	\$	7,177	\$	8,192
MEMC ELECTRONICS MATERIALS INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	5,519	\$	3,903	\$	5,519
ADVANCE AUTO PARTS INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	2,397	\$	2,124	\$	2,397
PACKAGING CORP AMER	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	6,838	\$	6,118	\$	6,838
DELTIC TIMBER CP	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	1,790	\$	1,761	\$	1,790
CIMAREX ENERGY CO	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	11,332	\$	8,197	\$	11,332
PENN REAL ESTATE INV TRUST	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	6,102	\$	5,608	\$	6,102

FULLER H B CO	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	2,287	\$	1,862	\$	2,287	\$	1,862	\$	2,287
ALBEMARLE CP	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	9,054	\$	8,907	\$	9,054	\$	8,907	\$	9,054
ETHAN ALLEN INTERIOR	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	1,701	\$	1,381	\$	1,701	\$	1,381	\$	1,701
DAKTRONICS, INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	2,171	\$	2,138	\$	2,171	\$	2,138	\$	2,171
CABOT CP	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	4,726	\$	5,292	\$	4,726	\$	5,292	\$	4,726
M D C HLDGS	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	8,170	\$	7,559	\$	8,170	\$	7,559	\$	8,170
MSC INDUSTRIAL DRCT	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	3,046	\$	2,602	\$	3,046	\$	2,602	\$	3,046
ENDO PHARMACEUTICALS HOLDINGS INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	6,264	\$	5,316	\$	6,264	\$	5,316	\$	6,264
NETGEAR INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	2,417	\$	2,692	\$	2,417	\$	2,692	\$	2,417
IDEX CP	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	8,687	\$	7,596	\$	8,687	\$	7,596	\$	8,687
CHURCH & DWIGHT	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	12,237	\$	10,725	\$	12,237	\$	10,725	\$	12,237
QUICKSILVER RES INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	1,827	\$	2,007	\$	1,827	\$	2,007	\$	1,827
OFFICE DEPOT INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	6,327	\$	5,029	\$	6,327	\$	5,029	\$	6,327
BENCHMARK ELECTRS INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	4,942	\$	4,446	\$	4,942	\$	4,446	\$	4,942
CITY NATL CP	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	4,941	\$	4,198	\$	4,941	\$	4,198	\$	4,941
MDU RESOURCES GROUP	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	5,804	\$	4,998	\$	5,804	\$	4,998	\$	5,804
A K STEEL HLDG CORP	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	2,148	\$	2,676	\$	2,148	\$	2,676	\$	2,148
CHILDREN'S PLACE	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	1,914	\$	1,729	\$	1,914	\$	1,729	\$	1,914
PEP BOYS MANNY MOE & JACK	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	1,017	\$	816	\$	1,017	\$	816	\$	1,017
BRUNSWICK CORPORATION	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	6,097	\$	4,917	\$	6,097	\$	4,917	\$	6,097
DICK'S SPORTING GDS	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	6,146	\$	5,831	\$	6,146	\$	5,831	\$	6,146
HIGHWOODS PRPTY INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	4,255	\$	3,673	\$	4,255	\$	3,673	\$	4,255
CARLISLE COS INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	6,633	\$	5,474	\$	6,633	\$	5,474	\$	6,633
CONMED CORPORATION	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	1,909	\$	1,652	\$	1,909	\$	1,652	\$	1,909
MINE SAFETY APPL	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	2,446	\$	2,086	\$	2,446	\$	2,086	\$	2,446
ARKANSAS BEST CORPORATION	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	1,632	\$	1,226	\$	1,632	\$	1,226	\$	1,632
HELIX ENERGY SOLUTIONS GROUP INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	4,781	\$	4,127	\$	4,781	\$	4,127	\$	4,781
DECKERS OUTDOOR CORPORATION	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	2,952	\$	2,208	\$	2,952	\$	2,208	\$	2,952
DIGITAL RIVER, INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	2,853	\$	2,749	\$	2,853	\$	2,749	\$	2,853
GRANITE CONSTRUC INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	5,835	\$	6,280	\$	5,835	\$	6,280	\$	5,835
LIFEPOINT HOSPITALS, INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	8,425	\$	6,715	\$	8,425	\$	6,715	\$	8,425
MICROS SYSTEMS, INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	912	\$	840	\$	912	\$	840	\$	912
PORTFOLIO RECOVERY ASSOCIATES, INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	2,514	\$	2,064	\$	2,514	\$	2,064	\$	2,514
ROFIN-SINAR TECHNOLOGIES, INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	2,194	\$	1,704	\$	2,194	\$	1,704	\$	2,194
POOL CORPORATION	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	4,410	\$	3,950	\$	4,410	\$	3,950	\$	4,410
WOLVERINE WORLDWIDE	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	3,087	\$	2,807	\$	3,087	\$	2,807	\$	3,087
JONES LANG LASALLE	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	8,336	\$	7,064	\$	8,336	\$	7,064	\$	8,336
GRACO INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	7,366	\$	6,466	\$	7,366	\$	6,466	\$	7,366
ALLETE INC COM	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	2,169	\$	1,824	\$	2,169	\$	1,824	\$	2,169
KB HOME	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	8,408	\$	6,298	\$	8,408	\$	6,298	\$	8,408
CHICAGO BRIDGE & IRON	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	744	\$	683	\$	744	\$	683	\$	744
PATTERSON-UTI ENERGY INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	15,025	\$	10,955	\$	15,025	\$	10,955	\$	15,025
RED ROBIN GOURMET BURGERS, INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	1,372	\$	1,038	\$	1,372	\$	1,038	\$	1,372
UNIT CP	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	4,541	\$	4,213	\$	4,541	\$	4,213	\$	4,541
UNITED NATURAL FOODS, INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	4,189	\$	4,552	\$	4,189	\$	4,552	\$	4,189
ALPHA NATURAL RES	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	9,282	\$	9,972	\$	9,282	\$	9,972	\$	9,282
TRINITY INDUSTRIES, INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	8,868	\$	6,983	\$	8,868	\$	6,983	\$	8,868
LINDSAY CORP	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	1,847	\$	1,535	\$	1,847	\$	1,535	\$	1,847
DOMTAR LTD	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	5,695	\$	6,163	\$	5,695	\$	6,163	\$	5,695

CABELA'S INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	5,148	\$	3,423	\$	5,148
COLONIAL PPTYS TR SH BEN INT	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	7,935	\$	7,489	\$	7,935
MINERAL TECH INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	2,539	\$	2,361	\$	2,539
RADIOHACK CORP	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	1,978	\$	1,178	\$	1,978
BELDEN INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	4,956	\$	4,162	\$	4,956
COMMERCIAL METALS	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	10,251	\$	9,364	\$	10,251
KORN FERRY INTL	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	4,703	\$	4,072	\$	4,703
SILGAN HOLDINGS, INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	1,698	\$	1,491	\$	1,698
TOLL BROTHERS INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	9,861	\$	9,044	\$	9,861
SMITHFIELD FOODS	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	12,679	\$	10,035	\$	12,679
UNITED RENTALS INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	6,553	\$	5,434	\$	6,553
QUANEX CP	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	3,613	\$	4,158	\$	3,613
K-SWISS INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	732	\$	526	\$	732
OSI SYSTEMS, INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	2,250	\$	2,210	\$	2,250
BLACKBAUD INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	1,681	\$	1,232	\$	1,681
OMEGA HEALTHCARE INV	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	4,562	\$	3,793	\$	4,562
POLARIS INDUSTRIES	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	9,699	\$	9,046	\$	9,699
WABTEC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	7,445	\$	6,512	\$	7,445
USA MOBILITY INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	1,504	\$	1,343	\$	1,504
PINNACLE ENTERTAINMENT INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	5,036	\$	5,397	\$	5,036
SERVICE CP INTL	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	8,497	\$	7,295	\$	8,497
ALLEGHANY CP	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	3,483	\$	2,979	\$	3,483
KINDRED HEALTHCARE, INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	2,915	\$	2,798	\$	2,915
BUCKEYE TECH INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	2,342	\$	2,275	\$	2,342
PARKWAY PROP INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	2,216	\$	1,721	\$	2,216
KILROY REALTY CP	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	4,522	\$	3,978	\$	4,522
BRE PPTY'S INC CL A	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	5,455	\$	5,515	\$	5,455
LINCOLN EDUCATIONAL SERVICES CORP	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	746	\$	728	\$	746
CENTENE CORPORATION	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	4,797	\$	4,217	\$	4,797
UNITED FIRE GROUP	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	2,979	\$	2,479	\$	2,979
THE WENDY'S CO	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	1,424	\$	1,227	\$	1,424
VISHAY INTERTECH	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	4,907	\$	3,705	\$	4,907
NORTHEAST UTIL	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	2,207	\$	2,011	\$	2,207
CYMER INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	5,887	\$	5,303	\$	5,887
CIBER INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	1,757	\$	1,205	\$	1,757
BROOKS AUTOMATION, INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	1,307	\$	1,082	\$	1,307
MOBILE MINI, INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	5,638	\$	3,988	\$	5,638
TETRA TECHNOLOGIES	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	4,243	\$	3,175	\$	4,243
BRISTOW GROUP	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	4,917	\$	4,258	\$	4,917
MANTECH INTERNATIONAL CORPORATION	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	1,556	\$	1,516	\$	1,556
OCEANERING INTL INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	12,140	\$	10,070	\$	12,140
INFORMATICA CORPORATION	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	5,712	\$	4,705	\$	5,712
DIAMOND FOODS, INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	782	\$	665	\$	782
WADDELL&REED FIN INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	7,512	\$	6,094	\$	7,512
TELLABS, INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	1,299	\$	1,441	\$	1,299
TREEHOUSE FOODS INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	3,674	\$	3,087	\$	3,674
SUPERVALU INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	5,052	\$	2,907	\$	5,052
UNIVL CORP	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	6,755	\$	5,945	\$	6,755
ST MARY LD & EXPL CO	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	7,613	\$	6,716	\$	7,613

PLAINS EXPL AND PRODCTN	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	13,524	\$	13,379	\$	13,524
ANN INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	2,939	\$	3,028	\$	2,939
MERCURY GENL CORP	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	7,176	\$	7,871	\$	7,176
EQUITY ONE REIT	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	1,657	\$	1,470	\$	1,657
INVACARE CORP	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	2,343	\$	2,595	\$	2,343
PROVIDENT FINL SVCS INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	4,720	\$	4,569	\$	4,720
SAKS INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	3,413	\$	2,926	\$	3,413
PERRIGO CO	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	16,269	\$	14,474	\$	16,269
HUNT J B	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	11,433	\$	9,067	\$	11,433
SKECHERS U S A INC CL A	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	4,454	\$	3,699	\$	4,454
MICROSEMI CORP	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	3,628	\$	3,384	\$	3,628
COMTECH TELECMNS CRP	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	2,428	\$	2,512	\$	2,428
ENERGEN CRP COM	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	2,476	\$	2,191	\$	2,476
SMITH A O CORP DEL COM	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	4,392	\$	3,692	\$	4,392
FIRST BANCORP P R	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	2,363	\$	1,688	\$	2,363
WEBSENSE INC COM	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	468	\$	453	\$	468
GUESS INC COM	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	3,121	\$	2,799	\$	3,121
TANGER FACTORY OUTLT CNREIT	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	3,881	\$	3,756	\$	3,881
TELEDYNE TECH INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	5,430	\$	4,487	\$	5,430
CONS GRAPHICS INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	1,025	\$	824	\$	1,025
CORPORATE EXEC BOARD CO	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	4,201	\$	3,460	\$	4,201
POTLATCH CORP	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	3,107	\$	2,705	\$	3,107
COLDWATER CREEK INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	403	\$	605	\$	403
UNITED THERAPEUTICS CORP	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	3,688	\$	3,146	\$	3,688
FIRST MIDWEST BANCORP, INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	5,690	\$	5,455	\$	5,690
BOSTON PRIVATE FINANCIAL HOLDINGS, INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	1,334	\$	1,207	\$	1,334
ORBITAL SCIENCES CORP	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	5,166	\$	4,286	\$	5,166
THE HAIN CELESTIAL GROUP, INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	2,295	\$	2,127	\$	2,295
HAWAIIAN ELEC INDS	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	5,069	\$	4,629	\$	5,069
BLACK HILLS CORP	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	3,440	\$	2,870	\$	3,440
CALAMOS ASSET MANAGEMENT A	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	1,267	\$	1,137	\$	1,267
INGREDION INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	10,509	\$	10,019	\$	10,509
JETBLUE AIRWAYS CORPORATION	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	2,115	\$	1,782	\$	2,115
AMEDISYS INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	2,041	\$	1,958	\$	2,041
ARRIS GROUP INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	2,302	\$	1,980	\$	2,302
CASEY'S GENERAL STORES, INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	3,980	\$	3,632	\$	3,980
CADENCE DESIGN SYSTEMS INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	6,536	\$	6,640	\$	6,536
HEIDRICK&STRUGGLES INTL	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	1,343	\$	1,385	\$	1,343
INLAND REAL ESTATE CORP	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	3,058	\$	2,582	\$	3,058
VALLEY NATL BANCORP	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	11,046	\$	10,042	\$	11,046
ALLIANCE DATA SYSTEM CORP	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	14,940	\$	13,671	\$	14,940
UNIVERSAL TECH INST	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	564	\$	457	\$	564
ATMI INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	1,581	\$	1,432	\$	1,581
INVESTMENT TEC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	2,667	\$	1,988	\$	2,667
LASALLE HOTEL PROP	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	7,768	\$	7,507	\$	7,768
GREENHILL & COMPANY INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	3,533	\$	3,103	\$	3,533
GATX CORP	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	5,124	\$	4,286	\$	5,124
NATL FUEL GAS CO	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	9,813	\$	8,328	\$	9,813
CATO CORP CL A	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	2,050	\$	2,099	\$	2,050

DIODES	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	1,477	\$	1,226	\$	1,477
OLD DOMINION FREIGHT LINES	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	3,362	\$	3,070	\$	3,362
OXFORD INDUSTRIES	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	1,380	\$	1,129	\$	1,380
PROGRESS SOFTWARE CORP	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	2,829	\$	2,500	\$	2,829
QUICKSILVER INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	4,384	\$	2,703	\$	4,384
SELECTIVE INS GROUP INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	7,041	\$	5,856	\$	7,041
KAMAN CORPORATION	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	1,404	\$	1,447	\$	1,404
GEN CABLE CP	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	9,554	\$	7,969	\$	9,554
PLEXUS CORPORATION INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	1,683	\$	1,754	\$	1,683
SELECT COMFORT CORPORATION	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	2,348	\$	2,960	\$	2,348
BE AEROSPACE, INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	12,105	\$	10,008	\$	12,105
VCA ANTECH, INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	4,182	\$	3,742	\$	4,182
WINTRUST FINANCIAL CORPORATION	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	7,873	\$	7,862	\$	7,873
SYNOVUS FINL CP	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	12,740	\$	11,170	\$	12,740
MONSTER WORLDWIDE, INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	2,013	\$	2,147	\$	2,013
TRACTOR SUPPLY CO COM	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	10,068	\$	8,725	\$	10,068
FIRST CASH FINL SERVICES INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	3,496	\$	3,123	\$	3,496
FORWARD AIR CORP	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	2,277	\$	2,058	\$	2,277
CONCUR TECHNOLOGIES	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	2,832	\$	2,712	\$	2,832
GARDNER DENVER INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	6,365	\$	5,783	\$	6,365
TUESDAY MORNING CORP	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	1,915	\$	1,417	\$	1,915
CARTER'S INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	6,669	\$	6,177	\$	6,669
NEUSTAR, INC CL A	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	5,842	\$	5,340	\$	5,842
CREE, INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	8,714	\$	5,524	\$	8,714
CHEMED CORP	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	3,123	\$	2,697	\$	3,123
DIGI INTERNATIONAL INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	1,427	\$	1,341	\$	1,427
G&K SERVICES, INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	4,571	\$	3,467	\$	4,571
MAXIMUS INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	4,588	\$	3,711	\$	4,588
NEOGEN CORPORATION	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	2,164	\$	2,061	\$	2,164
ROLLINS INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	2,171	\$	1,978	\$	2,171
SEMTECH CORPORATION	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	3,615	\$	3,116	\$	3,615
MEDICINES COMPANY	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	3,477	\$	2,638	\$	3,477
THOR INDS INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	1,891	\$	1,868	\$	1,891
ICU MEDICAL, INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	1,471	\$	1,531	\$	1,471
CHIPOLTE MEX GRILL	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	9,587	\$	8,789	\$	9,587
POLYCOM, INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	2,575	\$	2,532	\$	2,575
NTELOS HOLDINGS CORP	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	1,086	\$	1,075	\$	1,086
TRUE RELIGION APPAREL INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	964	\$	866	\$	964
FOOT LOCKER INC N Y COM	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	10,470	\$	10,270	\$	10,470
DREAMWORKS ANIMATION	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	2,428	\$	2,158	\$	2,428
BANCORPSOUTH INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	7,478	\$	6,705	\$	7,478
KENNAMETAL INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	6,565	\$	6,306	\$	6,565
OWENS AND MINOR INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	2,728	\$	2,450	\$	2,728
SUSQUEHANNA BANCSHARES, INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	12,957	\$	10,962	\$	12,957
WD-40 COMPANY	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	1,590	\$	1,382	\$	1,590
CHRISTOPHER & BANKS	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	1,273	\$	1,018	\$	1,273
HEALTH NET INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	7,698	\$	6,673	\$	7,698
ANIXTER INTL INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	4,559	\$	4,080	\$	4,559
LIVE NATION INC COM	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	3,303	\$	2,517	\$	3,303

SKYWEST, INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	4,342	\$	3,450	\$	4,342
KIRBY CORPORATION	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	1,830	\$	1,469	\$	1,830
RUDOLPH TECHNOLOGIES INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	668	\$	788	\$	668
TETRA TECH INC NEW	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	2,748	\$	2,360	\$	2,748
ASPEN INSURANCE HLDG	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	15,070	\$	12,611	\$	15,070
NATIONAL FINL PARTNERS CORP	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	5,110	\$	3,877	\$	5,110
VERTEX PHARMCTLS INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	9,539	\$	7,697	\$	9,539
ENCORE WIRE CORP	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	1,360	\$	1,213	\$	1,360
PANERA BREAD CO CL A	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	10,440	\$	10,149	\$	10,440
BIO RAD LABS INC CL A	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	1,219	\$	1,049	\$	1,219
COMMUNITY HEALTH	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	23,168	\$	15,771	\$	23,168
RESOURCES CONNECTION, INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	1,160	\$	1,012	\$	1,160
INTEVAC INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	629	\$	599	\$	629
EXZCORP INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	2,138	\$	1,972	\$	2,138
INTERFACE INC CL A	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	2,322	\$	1,895	\$	2,322
AAR CORP	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	3,969	\$	4,003	\$	3,969
GROUP 1 AUTOMOTIVE INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	3,105	\$	2,990	\$	3,105
MONSTER BEVERAGE CORP	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	3,927	\$	4,277	\$	3,927
LITHIA MOTORS INC CL A	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	2,031	\$	1,607	\$	2,031
CRANE CO	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	5,612	\$	4,582	\$	5,612
INSIGHT ENTERPRISES, INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	1,954	\$	1,644	\$	1,954
WAUSAU PAPER CORP	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	1,053	\$	861	\$	1,053
GIBALTAR INDS INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	3,034	\$	2,556	\$	3,034
FOSSIL INC COM	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	9,766	\$	8,531	\$	9,766
SAUL CENTERS, INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	895	\$	871	\$	895
SALIX PHARMACEUTICALS	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	3,676	\$	3,047	\$	3,676
CON-WAY INC COM	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	3,182	\$	2,389	\$	3,182
BRADY CP CL A	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	3,753	\$	3,627	\$	3,753
AARON'S INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	4,300	\$	4,362	\$	4,300
ON ASSIGNMENT, INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	1,819	\$	1,461	\$	1,819
BANK MUTUAL CORPORATION	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	1,547	\$	1,137	\$	1,547
SUPERIOR IND INTL	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	2,470	\$	2,486	\$	2,470
CIRCOR INTL INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	1,512	\$	1,346	\$	1,512
KEMPER CORP	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	9,533	\$	8,762	\$	9,533
ATWOOD OCEANICS INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	5,597	\$	4,912	\$	5,597
OSHKOSH CORP	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	16,686	\$	11,905	\$	16,686
LIFE TIME FITNESS	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	3,288	\$	3,592	\$	3,288
PARAMETRIC TECHNOLOGY CORP	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	1,565	\$	1,388	\$	1,565
ANALOGIC CORPORATION	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	2,339	\$	2,201	\$	2,339
COWEN GROUP INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	301	\$	249	\$	301
SAFETY INSURANCE GROUP INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	4,128	\$	3,884	\$	4,128
STRATASYS, INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	2,746	\$	3,041	\$	2,746
BOYD GAMING CORP	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	3,647	\$	3,286	\$	3,647
MAGELLAN HEALTH SERVICES, INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	2,152	\$	1,971	\$	2,152
UNIVERSAL HLTH SVC B	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	3,747	\$	3,633	\$	3,747
ALLSCRIPTS HEALTHCARE SOLUTIONS	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	9,874	\$	7,682	\$	9,874
CARBO CERAMICS INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	1,893	\$	1,259	\$	1,893
MEDICAL PROPERTIES TRUST, INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	2,874	\$	2,313	\$	2,874
			\$	11,693	\$	8,981	\$	11,693

PALOMAR MEDICAL TECHNOLOGIES	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	1,301	\$	883	\$	1,301
ACADIA RLTY TR	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	2,253	\$	2,008	\$	2,253
SOTHEBYS	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	5,152	\$	4,392	\$	5,152
CLARCOR INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	1,066	\$	946	\$	1,066
WORLD FUEL SVCS CP	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	4,310	\$	4,518	\$	4,310
HANOVER INS GROUP	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	11,905	\$	10,116	\$	11,905
JOS A BANK CLOTHIERS, INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	1,908	\$	1,883	\$	1,908
OLYMPIC STEEL INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	1,186	\$	1,048	\$	1,186
AMER FIN GRP HLD	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	6,742	\$	5,704	\$	6,742
SOUTHWEST GAS CP	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	4,271	\$	3,772	\$	4,271
ANDERSONS, INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	2,044	\$	1,742	\$	2,044
MARCUS CP	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	1,327	\$	1,332	\$	1,327
UMB FINANCIAL CORPORATION	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	2,867	\$	2,586	\$	2,867
BOB EVANS FARMS, INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	2,006	\$	1,998	\$	2,006
CORP OFFICE PTY TR	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	10,499	\$	9,597	\$	10,499
MKS INSTRUMENTS, INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	2,798	\$	2,675	\$	2,798
ALIGN TECHNOLOGY, INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	3,913	\$	3,268	\$	3,913
ZALE CP	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	618	\$	573	\$	618
MICREL INCORPORATED	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	1,557	\$	1,426	\$	1,557
HANESBRANDS INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	6,805	\$	5,806	\$	6,805
MID AMER APT COM	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	2,809	\$	2,581	\$	2,809
NCR CP	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	8,664	\$	8,085	\$	8,664
CBeyond, INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	1,289	\$	1,536	\$	1,289
DEALERTRACK HOLDINGS INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	2,089	\$	1,973	\$	2,089
FEI CO	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	4,918	\$	4,356	\$	4,918
ASTEC INDUSTRIES, INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	4,221	\$	3,724	\$	4,221
DIAMONDROCK HOSP CO	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	10,008	\$	9,675	\$	10,008
VIOPHARMA INCORPORATED	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	3,631	\$	3,284	\$	3,631
ROCK-TENN CO	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	6,705	\$	5,204	\$	6,705
MATERION CORP	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	3,161	\$	2,803	\$	3,161
II VI INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	1,404	\$	1,448	\$	1,404
GARTNER INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	5,792	\$	4,935	\$	5,792
STANDARD MOTOR PRODS	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	967	\$	760	\$	967
JAKKS PACIFIC, INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	1,379	\$	1,536	\$	1,379
EHEALTH INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	910	\$	1,386	\$	910
BANK OF HAWAII CORP	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	4,957	\$	4,430	\$	4,957
SEACOR HOLDINGS INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	2,854	\$	2,770	\$	2,854
ACUITY BRANDS INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	4,253	\$	3,943	\$	4,253
MATRIX SERVICE CO	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	2,194	\$	1,605	\$	2,194
PRIVATEBANCORP, INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	2,381	\$	1,952	\$	2,381
MATTHEWS INTERNATIONAL CORPORATION	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	2,588	\$	2,383	\$	2,588
DINEEQUITY INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	2,472	\$	2,365	\$	2,472
CORVEL CORP	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	974	\$	882	\$	974
APTAR GROUP INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	6,669	\$	5,708	\$	6,669
EXTRA SPACE STORAGE	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	6,866	\$	6,478	\$	6,866
BUFFALO WILD WINGS, INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	1,690	\$	1,419	\$	1,690
GREIF INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	3,649	\$	3,138	\$	3,649
ASSOCIATED BANC-CORP	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	15,231	\$	13,241	\$	15,231
COMMERCE BANCSHARES, INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	5,523	\$	4,908	\$	5,523

NEWPORT CORPORATION	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	3,420	\$	2,695	\$	3,420
KBR INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	22,525	\$	20,910	\$	22,525
CYTEC IND INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	7,685	\$	6,917	\$	7,685
ATMOS ENERGY CORP	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	3,485	\$	2,957	\$	3,485
CROCS INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	2,771	\$	2,375	\$	2,771
TEXAS CAPITAL BANCSHARES, INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	2,935	\$	3,105	\$	2,935
FINISH LINE, INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	2,515	\$	2,503	\$	2,515
MYERS INDS INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	819	\$	790	\$	819
VEECO INSTRUMENTS INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	2,090	\$	1,743	\$	2,090
FLOWERS FOODS INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	4,630	\$	3,718	\$	4,630
CAMBREX CP	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	853	\$	781	\$	853
CUBIC CP	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	891	\$	955	\$	891
MERCURY COMPUTER SYSTEMS	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	259	\$	312	\$	259
SKYWORKS SOLUTIONS, INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	6,196	\$	5,751	\$	6,196
OFFICEMAX INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	5,839	\$	4,539	\$	5,839
TRUSTMARK CORPORATION	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	2,683	\$	2,443	\$	2,683
LKQ CORPORATION	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	11,027	\$	11,130	\$	11,027
ELECTRO SCIENTIFIC INDUSTRIES, INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	604	\$	539	\$	604
APOLLO INVESTMENT CORP	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	9,939	\$	9,549	\$	9,939
CENTRAL GARDEN AND PET CO	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	1,060	\$	1,250	\$	1,060
REGAL BELOITE CP	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	5,011	\$	4,156	\$	5,011
HOLOGIC, INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	1,459	\$	1,326	\$	1,459
TEXAS ROADHOUSE, INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	1,946	\$	1,658	\$	1,946
HIBBETT SPORTS, INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	3,036	\$	2,818	\$	3,036
COGNEX CORPORATION	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	2,871	\$	2,524	\$	2,871
UNIVERSAL FOREST PRODUCTS, INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	1,634	\$	1,503	\$	1,634
GULF ISLAND FABRICATION, INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	663	\$	688	\$	663
NOVATEL WIRELESS, INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	362	\$	239	\$	362
AMN HEALTHCARE SVCS	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	3,573	\$	2,684	\$	3,573
WGL HOLDINGS INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	6,164	\$	5,478	\$	6,164
EL PASO ELECTRIC CO	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	3,208	\$	2,980	\$	3,208
SUPERIOR ENERGY SV	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	4,230	\$	3,264	\$	4,230
J & J SNACK FOODS CORP	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	2,870	\$	2,487	\$	2,870
LHC GROUP	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	1,060	\$	1,035	\$	1,060
MAIDENFORM BRANDS	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	616	\$	656	\$	616
SUPER MICRO COMPUTER INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	1,670	\$	1,411	\$	1,670
GENTIVA HEALTH SERVICES, INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	2,246	\$	1,768	\$	2,246
HORACE MANN EDUCATOR	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	4,829	\$	4,541	\$	4,829
INDEPENDENT BANK CORP	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	1,604	\$	1,441	\$	1,604
LITTELFUSE, INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	3,059	\$	2,687	\$	3,059
MARINEMAX INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	467	\$	297	\$	467
METHODE ELECTRONICS, INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	2,693	\$	1,968	\$	2,693
MONRO MUFFLER BRAKE, INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	2,113	\$	1,741	\$	2,113
PROSPERITY BANC SHARES, INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	4,201	\$	3,762	\$	4,201
ROCHE HOLDING AG GENUSSCHEIN	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	1,694	\$	1,694	\$	1,694
OLIN CP	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	3,469	\$	2,988	\$	3,469
PAREXEL INTERNATIONAL CORPORATION	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	3,670	\$	2,762	\$	3,670
REGENERON PHARMACEUTICALS, INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	4,937	\$	4,882	\$	4,937
SIGNATURE BANK	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	5,781	\$	5,291	\$	5,781

AMERISAFE INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	1,392	\$	1,056	\$	1,392
SWS GROUP INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	1,012	\$	815	\$	1,012
DYCOM INDS INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	3,879	\$	3,624	\$	3,879
EAST WEST BANCORP, INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	7,681	\$	6,501	\$	7,681
WASTE CONNECTIONS	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	7,226	\$	6,735	\$	7,226
GEO GROUP INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	14,077	\$	9,181	\$	14,077
RTI INTL METALS INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	1,865	\$	1,606	\$	1,865
GETTY RLTY HLDG CO	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	3,204	\$	2,699	\$	3,204
CITY HOLDING COMPANY	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	1,367	\$	1,194	\$	1,367
HORNBECK OFFSHR SRVS	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	1,973	\$	1,544	\$	1,973
AECOM TECHNOLOGY CORPORATION	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	19,717	\$	14,742	\$	19,717
NASH-FINCH COMPANY	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	1,349	\$	1,436	\$	1,349
OMNICELL, INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	1,091	\$	902	\$	1,091
B&G FOODS INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	2,407	\$	2,250	\$	2,407
DREW INDUSTRIES INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	1,493	\$	1,287	\$	1,493
SVB FINANCIAL GROUP	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	5,828	\$	4,747	\$	5,828
VALUECLICK INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	4,700	\$	3,097	\$	4,700
CATHAY GENERAL BANCORP	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	4,496	\$	4,232	\$	4,496
TRIUMPH GROUP INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	4,702	\$	3,851	\$	4,702
ARBITRON INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	2,578	\$	2,561	\$	2,578
OLD NATIONAL BANCORP	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	2,500	\$	2,117	\$	2,500
INTERACTIVE INTELLIGENCE, INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	1,311	\$	1,000	\$	1,311
NCJ BLDG SYS INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	495	\$	406	\$	495
C T S CP	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	740	\$	705	\$	740
STURM RUGER AND CO	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	1,894	\$	1,511	\$	1,894
PHARMERICA CORP	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	2,322	\$	2,243	\$	2,322
SPARTAN MOTORS, INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	351	\$	335	\$	351
ABAXIS, INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	917	\$	730	\$	917
SHUFFLE MASTER, INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	2,287	\$	1,889	\$	2,287
FARO TECHNOLOGIES, INC.	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	1,507	\$	1,212	\$	1,507
DARLING INTERNATIONAL INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	3,142	\$	2,649	\$	3,142
SYMMETRICOM, INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	659	\$	790	\$	659
MUELLER IND INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	1,626	\$	1,476	\$	1,626
EXTERRAN HOLDINGS INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	9,815	\$	7,729	\$	9,815
SOVRAN STORAGE	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	3,092	\$	3,078	\$	3,092
APOGEE ENTERPRISES, INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	4,593	\$	3,649	\$	4,593
NATUS MEDICAL INCORPORATED	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	728	\$	581	\$	728
AIR METHODS CORPORATION	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	3,641	\$	2,772	\$	3,641
NAVIGATORS GROUP, INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	1,421	\$	1,253	\$	1,421
SIGMA DESIGNS, INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	888	\$	940	\$	888
EXPONENT, INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	1,596	\$	1,585	\$	1,596
HEARTLAND PYMT SYS	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	1,692	\$	1,607	\$	1,692
UNITED BANKSHARES, INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	6,662	\$	6,067	\$	6,662
SUNCOKE ENERGY INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	4,443	\$	4,254	\$	4,443
LUMBER LIQUIDATORS	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	3,312	\$	2,534	\$	3,312
PETROQUEST ENERGY	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	1,515	\$	1,568	\$	1,515
UNDER ARMOUR INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	7,023	\$	6,691	\$	7,023
KULICKE AND SOFFA INDUSTRIES, INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	328	\$	349	\$	328
AMSURG CORP	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	329	\$	298	\$	329

ALASKA AIR GROUP INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	8,918	\$	6,500	\$	8,918
HUB GROUP, INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	1,010	\$	824	\$	1,010
KAISER ALUMINUM CORPORATION	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	5,693	\$	5,390	\$	5,693
KOPPERS HOLDINGS INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	1,720	\$	1,507	\$	1,720
LUFKIN INDUSTRIES, INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	3,203	\$	2,791	\$	3,203
PROASSURANCE CORP	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	5,224	\$	4,636	\$	5,224
FORESTAR REAL ESTATE GROUP INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	4,152	\$	3,222	\$	4,152
CAL-MAINE FOODS, INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	1,061	\$	1,139	\$	1,061
GENCORP INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	1,340	\$	936	\$	1,340
CORR CP OF AM	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	7,432	\$	6,737	\$	7,432
TREDEGAR CORP	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	3,592	\$	2,508	\$	3,592
AZZ INCORPORATED	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	2,834	\$	2,134	\$	2,834
BROWN SHOE CO INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	4,234	\$	4,276	\$	4,234
MEADOWBROOK INS GRP	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	1,913	\$	1,576	\$	1,913
CUBIST PHARMACEUTICALS, INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	2,807	\$	2,532	\$	2,807
ORION MARINE GROUP INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	1,121	\$	1,121	\$	1,555
ENPRO INDUSTRIES INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	1,949	\$	1,601	\$	1,949
UNITED COMMUNITY BANKS, INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	2,844	\$	2,372	\$	2,844
MOLINA HEALTHCARE	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	1,216	\$	1,002	\$	1,216
APPLIED IDNS TECH	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	3,585	\$	3,287	\$	3,585
COMMUNITY BK SYS INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	1,919	\$	1,747	\$	1,919
NATIONAL PENN BANCSHARES, INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	4,645	\$	4,005	\$	4,645
PACWEST BANCORP	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	3,660	\$	3,210	\$	3,660
FIRST NIAGARA FINANCIAL GROUP INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	16,528	\$	15,290	\$	16,528
BUCKLE INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	2,168	\$	1,933	\$	2,168
BOSTON BEER CO INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	3,179	\$	2,711	\$	3,179
HANCOCK HOLDING COMPANY	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	2,539	\$	2,570	\$	2,539
QUAKER CHEM CP	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	1,248	\$	1,055	\$	1,248
CLEAN HARBORS, INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	2,821	\$	2,602	\$	2,821
UNIFIRST CP	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	871	\$	731	\$	871
PENN VIRGINIA CORP	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	1,208	\$	1,148	\$	1,208
GENESCO INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	2,469	\$	2,106	\$	2,469
HNI CORP	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	2,543	\$	2,211	\$	2,543
SYNNEX CORP	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	1,387	\$	1,184	\$	1,387
WOODWARD INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	2,570	\$	2,439	\$	2,570
NETSCOUT SYSTEMS, INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	1,654	\$	1,631	\$	1,654
BALCHEM CORP	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	2,206	\$	1,912	\$	2,206
JOHN BEAN TECH CORP	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	853	\$	721	\$	853
COMMAVAULT SYSTEMS, INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	7,520	\$	6,170	\$	7,520
BASIC ENERGY SERVICES INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	1,582	\$	1,185	\$	1,582
MEREDITH CORP	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	7,547	\$	6,932	\$	7,547
HSN, INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	4,373	\$	4,308	\$	4,373
INTERVAL LEISURE GROUP, INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	1,855	\$	1,637	\$	1,855
WATTS WATER TECHNOLOGIES INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	2,440	\$	2,121	\$	2,440
SOUTH JERSEY INDS INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	3,284	\$	2,989	\$	3,284
BIG 5 SPORTING GOODS CORPORATION	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	2,019	\$	1,619	\$	2,019
ALMOST FAMILY INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	725	\$	688	\$	725
HANGER INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	1,715	\$	1,481	\$	1,715
NATIONAL PRESTO INDUSTRIES, INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	394	\$	342	\$	394

GREEN MOUNTAIN COFFEE ROASTERS, INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	8,459	\$	6,487	\$	8,459
SPARTAN STORES, INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	2,149	\$	1,878	\$	2,149
HILL-ROM HOLDINGS, INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	4,469	\$	3,713	\$	4,469
NORDSON CP	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	8,126	\$	7,463	\$	8,126
URSTADT BIDDLE PROPERTIES INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	862	\$	768	\$	862
FIRST COMMONWEALTH FINANCIAL CORP	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	4,660	\$	4,053	\$	4,660
CLEARWATER PAPER CP	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	2,509	\$	1,962	\$	2,509
BANK OF THE OZARKS	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	2,522	\$	2,016	\$	2,522
HOT TOPIC, INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	1,731	\$	1,173	\$	1,731
CH ENERGY GROUP, INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	2,942	\$	2,930	\$	2,942
MEDNAX, INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	2,159	\$	2,005	\$	2,159
ACI WORLDWIDE INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	3,352	\$	3,006	\$	3,352
ACIOM CORPORATION	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	3,191	\$	2,835	\$	3,191
NATIONAL RETAIL PROPERTIES INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	5,066	\$	4,532	\$	5,066
HITTITE MICROWAVE CORPORATION	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	2,139	\$	2,143	\$	2,139
INFINITY PROPERTY AND CASUALTY CORP	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	1,719	\$	1,716	\$	1,719
CYBERONICS, INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	2,774	\$	3,089	\$	2,774
HMS HOLDINGS CORP	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	3,537	\$	3,056	\$	3,537
LACLEDE GROUP INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	4,973	\$	4,598	\$	4,973
FRANKLIN STREET PROPERTIES CORP	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	5,962	\$	5,101	\$	5,962
BIO-REFERENCE LABORATORIES, INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	1,344	\$	1,443	\$	1,344
BLACK BOX CORPORATION	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	2,252	\$	2,290	\$	2,252
SCHWEITZER MAUDIT	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	2,300	\$	2,332	\$	2,300
EBIX INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	921	\$	963	\$	921
DIGITAL GENERATION INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	1,138	\$	1,645	\$	1,138
S&T BANCORP, INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	2,913	\$	2,797	\$	2,913
COMFORT SYSTEMS USA INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	2,790	\$	2,426	\$	2,790
FIRST FINANCIAL BANCORP	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	1,436	\$	1,297	\$	1,436
STERLING BANCORP (N Y)	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	1,808	\$	1,596	\$	1,808
SENECA FOODS CORP	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	314	\$	293	\$	314
INTELIQUENT	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	163	\$	125	\$	163
POLYONE CORP	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	4,613	\$	3,677	\$	4,613
VIASAT, INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	2,568	\$	2,099	\$	2,568
INTERNATIONAL BANCSHARES CORPORATION	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	6,174	\$	5,427	\$	6,174
AMCOL INTERNATIONAL CORP	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	1,219	\$	1,218	\$	1,219
AOL INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	8,340	\$	7,272	\$	8,340
PROSPECT CAPITAL CORPORATION	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	7,088	\$	6,747	\$	7,088
COLUMBIA BANKING SYSTEM, INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	4,578	\$	3,875	\$	4,578
HI-TECH PHARMACAL CO INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	688	\$	695	\$	688
NORTHWEST BANCSHARES INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	6,705	\$	6,388	\$	6,705
MWI VETERINARY SUPPLY, INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	2,633	\$	2,175	\$	2,633
PINNACLE FINANCIAL PARTNERS INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	1,385	\$	1,115	\$	1,385
CIRRUS LOGIC INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	2,683	\$	3,181	\$	2,683
FIRST AMERICAN CORP	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	15,347	\$	14,597	\$	15,347
AAON, INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	1,182	\$	898	\$	1,182
MATSON INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	8,305	\$	6,662	\$	8,305
DIME COMMUNITY BANCSHARES INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	2,283	\$	2,169	\$	2,283
LIQUIDITY SERVICES INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	1,189	\$	1,569	\$	1,189
WILSHIRE BANCORP INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	2,246	\$	1,977	\$	2,246

CANTEL MEDICAL CORPORATION	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	881	\$	870	\$	881
HILLENBRAND, INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	1,249	\$	1,116	\$	1,249
VICOR CORP	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	251	\$	274	\$	251
PERFICIENT INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	823	\$	798	\$	823
MEDCATH CORP	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	50	\$	272	\$	50
EMPLOYERS HOLDINGS, INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	2,232	\$	2,055	\$	2,232
GLACIER BANCORP INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	7,795	\$	6,098	\$	7,795
GEOSPACE TECHNOLOGIES CORP	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	2,133	\$	1,675	\$	2,133
ASCENA RETAIL GROUP, INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	3,786	\$	3,537	\$	3,786
CLOUD PEAK ENERGY INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	4,987	\$	4,990	\$	4,987
NORTHWEST NAT GAS CO	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	2,621	\$	2,610	\$	2,621
COHU INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	1,260	\$	1,385	\$	1,260
LSB INDUSTRIES INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	1,362	\$	1,190	\$	1,362
INSPIRITY INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	1,563	\$	1,769	\$	1,563
HUNTINGTON INGALLS INDUSTRIES	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	5,358	\$	4,266	\$	5,358
SYMMETRY MEDICAL INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	2,250	\$	2,158	\$	2,250
CALAVO GROWERS, INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	717	\$	602	\$	717
F N B CORPORATION	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	3,284	\$	2,969	\$	3,284
MOVADA GROUP INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	1,288	\$	1,013	\$	1,288
ALBANY INTERNATIONAL CORP	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	4,537	\$	3,391	\$	4,537
CASCADE CORP	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	1,294	\$	1,287	\$	1,294
HOLLYFRONTIER CORP	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	30,259	\$	26,115	\$	30,259
QUINSTREET, INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	336	\$	320	\$	336
AMC NETWORKS INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	3,668	\$	2,952	\$	3,668
FORTUNE BRANDS HOME & SECURITY, INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	11,565	\$	9,240	\$	11,565
MARriott VACATIONS WORLDWIDE CORP	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	6,567	\$	6,177	\$	6,567
MTS SYSTEMS CORPORATION	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	1,658	\$	1,509	\$	1,658
EXELIS, INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	9,391	\$	9,627	\$	9,391
VIRTUSA CORPORATION	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	474	\$	321	\$	474
CDI CORP	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	1,281	\$	1,285	\$	1,281
BJ'S RESTAURANTS INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	1,410	\$	1,531	\$	1,410
HANNI FINANCIAL CORP	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	1,895	\$	1,607	\$	1,895
BBCN BANCORP INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	608	\$	518	\$	608
FIFTH AND PACIFIC COMPANIES INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	3,700	\$	2,360	\$	3,700
ALEXANDER AND BALDWIN HOLDINGS INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	2,182	\$	2,100	\$	2,182
AEGION CORPORATION	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	1,903	\$	1,602	\$	1,903
ENGILITY HOLDING INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	1,033	\$	815	\$	1,033
STEPAN CO	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	1,272	\$	1,093	\$	1,272
BLUCORA, INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	1,246	\$	1,219	\$	1,246
TRUSTCO BK CORP NY	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	2,748	\$	2,634	\$	2,748
PERICOM SEMICONDUCTOR CORP	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	837	\$	914	\$	837
ESC GERBER SCIENTIFIC INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	0.01	\$	-	\$	0
ALLIANCE ONE INTERNATIONAL INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	2,045	\$	1,793	\$	2,045
APPROACH RESOURCES INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	1,336	\$	1,212	\$	1,336
AMERICAN VANGUARD CORPORATION	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	1,450	\$	1,384	\$	1,450
BIGLARI HOLDINGS INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	775	\$	769	\$	775
ERA GROUP INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	813	\$	530	\$	813
ENZO BIOCHEM INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	288	\$	281	\$	288
GENERAL COMMUNICATION INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	836	\$	886	\$	836

HOME BANCSHARES INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	1,207	\$	1,081	\$	1,207
FRAC RAYONIER INC RT	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	0 01	\$	-	\$	0
HAWERTY FURNITURE COMPANIES INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	778	\$	623	\$	778
HAWKINS INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	392	\$	381	\$	392
KAPSTONE PAPER AND PACKAGING CORP	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	2,470	\$	1,943	\$	2,470
LYDALL INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	626	\$	562	\$	626
LUMOS NETWORKS CORPORATION	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	1,048	\$	798	\$	1,048
MONARCH CASINO AND RESORT INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	609	\$	695	\$	609
NBT BANCORP	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	3,963	\$	3,591	\$	3,963
NCI INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	212	\$	229	\$	212
PC TEL INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	674	\$	697	\$	674
PDC ENERGY INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	5,108	\$	3,197	\$	5,108
PERRY ELLIS INTERNATIONAL INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	1,180	\$	1,319	\$	1,180
PIONEER ENERGY SERVICES CORP	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	866	\$	708	\$	866
RADISYS CORP	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	548	\$	341	\$	548
SIMMONS FIRST NATIONAL CORP	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	2,483	\$	2,439	\$	2,483
STANDEX INTERNATIONAL CORP	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	1,378	\$	1,217	\$	1,378
VOXX INTERNATIONAL CORPORATION	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	1,031	\$	666	\$	1,031
WEX, INC	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	5,792	\$	5,537	\$	5,792
CENTURY ALUMINUM CO	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	2,450	\$	2,450	\$	-
FAIRCHILD SEMICONDUCTOR INTERNATIONAL	03/18/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	3,596	\$	3,596	\$	-
LEUCADIA NATL CORP	04/17/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	19,142	\$	15,140	\$	19,142
TOWER GROUP INC	04/17/2013	FIDELITY INVESTMENTS CHARITABLE GIFT FUND	\$	3,878	\$	3,428	\$	3,878
Total			\$	3,654,850	\$	3,218,182		

Form 990-PF, Part III, Line 3 - Other Increases: \$ 436,668