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Form **990-PF**Department of the Treasury
Internal Revenue Service**Return of Private Foundation**

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

Do not enter Social Security numbers on this form as it may be made public.

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

OMB No 1545-0052

2013

Open to Public Inspection

For calendar year 2013 or tax year beginning

, and ending

Name of foundation

**HAPPY DANCING TURTLE
DBA RESILIENT LIVING COUNCIL**

A Employer identification number

20-4188279

Number and street (or P O box number if mail is not delivered to street address)

2331 DANCING WIND ROAD SW

Room/suite

1

B Telephone number

(218) 587-2303

City or town, state or province, country, and ZIP or foreign postal code

PINE RIVER, MN 56474C If exemption application is pending, check here ☐

G Check all that apply:

☐ Initial return☐ Initial return of a former public charity☐ Final return☐ Amended return☐ Address change☐ Name changeD 1. Foreign organizations, check here ☐2. Foreign organizations meeting the 85% test, check here and attach computation ☐

H Check type of organization:

☒ Section 501(c)(3) exempt private foundation☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundationE If private foundation status was terminated under section 507(b)(1)(A), check here ☐

I Fair market value of all assets at end of year

(from Part II, col. (c), line 16)

\$ 9,171,116. (Part I, column (d) must be on cash basis.)J Accounting method: ☐ Cash ☒ Accrual☐ Other (specify) _____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).)

(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	65,096.			
	2	Check ☐ if the foundation is not required to attach Sch. B				
	3	Interest on savings and temporary cash investments	118.	118.	118.	STATEMENT 1
	4	Dividends and interest from securities	262,213.	262,213.	262,213.	STATEMENT 2
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	46,833.			
	b	Gross sales price for all assets on line 6a	2,209,305.			
	7	Capital gain net income (from Part IV, line 2)		46,833.		
	8	Net short-term capital gain			346,833.	
	9	Income modifications				
	10a	Gross sales less returns and allowances				
Operating and Administrative Expenses	b	Less: Cost of goods sold				
	c	Gross profit or (loss)				
	11	Other income	23,755.	0.	23,755.	STATEMENT 3
	12	Total. Add lines 1 through 11	398,015.	309,164.	632,919.	
	13	Compensation of officers, directors, trustees, etc.	25,469.	0.	0.	25,469.
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees				
	b	Accounting fees	STMT 4	7,695.	0.	7,695.
	c	Other professional fees	STMT 5	43,043.	43,043.	0.
	17	Interest				
	18	Taxes	STMT 6	4,369.	0.	0.
	19	Depreciation and depletion		8,174.	0.	0.
	20	Occupancy		1,564.	0.	1,564.
	21	Travel, conferences, and meetings		17,639.	0.	17,639.
	22	Printing and publications				
	23	Other expenses	STMT 7	459,845.	0.	483,124.
	24	Total operating and administrative expenses. Add lines 13 through 23		567,798.	43,043.	535,491.
	25	Contributions, gifts, grants paid		9,165.		9,165.
	26	Total expenses and disbursements. Add lines 24 and 25		576,963.	43,043.	544,656.
	27	Subtract line 26 from line 12:				
	a	Excess of revenue over expenses and disbursements	-178,948.			
	b	Net investment income (if negative, enter -0-)		266,121.		
	c	Adjusted net income (if negative, enter -0-)			632,919.	

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HAPPY DANCING TURTLE
DBA RESILIENT LIVING COUNCIL
Part II Balance Sheets

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

			Beginning of year		End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value	
Assets	1	Cash - non-interest-bearing	41,054.	16,727.	16,727.	
	2	Savings and temporary cash investments	424,488.	487,070.	487,070.	
	3	Accounts receivable ▶				
		Less: allowance for doubtful accounts ▶				
	4	Pledges receivable ▶				
		Less: allowance for doubtful accounts ▶				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons				
	7	Other notes and loans receivable ▶				
		Less: allowance for doubtful accounts ▶				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges		4,840.	4,840.	
	10a	Investments - U.S. and state government obligations STMT 9	2,590,914.	2,456,482.	2,456,482.	
	b	Investments - corporate stock STMT 10	4,759,168.	5,289,633.	5,289,633.	
	c	Investments - corporate bonds STMT 11	550,000.	250,000.	250,000.	
Liabilities	11	Investments - land, buildings, and equipment basis ▶				
		Less accumulated depreciation ▶				
	12	Investments - mortgage loans				
	13	Investments - other STMT 12	516,825.	628,044.	628,044.	
	14	Land, buildings, and equipment basis ▶ 67,769.				
		Less accumulated depreciation STMT 13 ▶ 29,449.	39,800.	38,320.	38,320.	
	15	Other assets (describe ▶)				
	16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item 1)	8,922,249.	9,171,116.	9,171,116.	
	17	Accounts payable and accrued expenses	22,883.	2,028.		
	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				
	22	Other liabilities (describe ▶)				
	23	Total liabilities (add lines 17 through 22)	22,883.	2,028.		
		Foundations that follow SFAS 117, check here ▶ ☒ and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted	8,899,366.	9,169,088.		
	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				
	30	Total net assets or fund balances	8,899,366.	9,169,088.		
	31	Total liabilities and net assets/fund balances	8,922,249.	9,171,116.		

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	8,899,366.
2	Enter amount from Part I, line 27a	2	-178,948.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 8	3	448,670.
4	Add lines 1, 2, and 3	4	9,169,088.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	9,169,088.

HAPPY DANCING TURTLE
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Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a PUBLICLY TRADED SECURITIES				
b SILENT POWER		P	07/01/09	12/31/13
c FIXED ASSETS		P		
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 2,207,383.		1,862,472.	344,911.
b		300,000.	-300,000.
c 1,922.			1,922.
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) 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	
a			344,911.
b			-300,000.
c			1,922.
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	46,833.
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). If (loss), enter -0- in Part I, line 8		3	346,833.

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	535,170.	7,988,699.	.066991
2011	439,727.	8,389,426.	.052414
2010	380,889.	8,590,868.	.044336
2009	275,637.	7,981,719.	.034534
2008	334,723.	8,370,121.	.039990

2 Total of line 1, column (d)	2	.238265
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	.047653
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	8,476,125.
5 Multiply line 4 by line 3	5	403,913.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	2,661.
7 Add lines 5 and 6	7	406,574.
8 Enter qualifying distributions from Part XII, line 4	8	544,656.

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.

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

1a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b		1	2,661.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	2,661.
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	2,661.
6 Credits/Payments:			
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a	6,080.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	6,080.	
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	3,419.	
11 Enter the amount of line 10 to be: Credited to 2014 estimated tax ☒ 3,419. Refunded ☐	11	0.	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. \$ 0. (2) On foundation managers. \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	X	
b If "Yes," has it filed a tax return on Form 990-T for this year?	X	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <u>MN</u>		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 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

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ► WWW.HAPPYDANCINGTURTLE.ORG

14 The books are in care of ► DONNA SONENSTAHL Telephone no. ► (218) 838-1706
 Located at ► 2331 DANCING WIND ROAD SW, STE 1, PINE RIVER, MN ZIP+4 ► 56474

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 N/A

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 16 X

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

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

		Yes	No
1a	During the year did the foundation (either directly or indirectly):		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No		
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No		
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ► ☐	1b	X
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?	1c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a	At the end of tax year 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.) N/A	2b	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► _____		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ 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.) N/A	3b	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?	4b	X

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

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

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

☒

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

N/A

☐ Yes ☐ No

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

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

☐ Yes ☒ No

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

6b

X

If "Yes" to 6b, file Form 8870.

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

☐ Yes ☒ No

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

N/A

7b

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

1 List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 14		25,469.	6,244.	0.

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
HARVEY CHAMBERLIN - 2331 DANCING WIND ROAD SW, STE 1, PINE RIVER, MN	FOOD & WATER	SECURITY	COORDINATOR	
	40.00	39,181.	16,166.	0.
BARB WAGNER - 2331 DANCING WIND ROAD SW, STE 1, PINE RIVER, MN 56474	GARDEN & GREENHOUSE	COORDINATOR		
	40.00	40,068.	13,537.	0.

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

0

HAPPY DANCING TURTLE

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

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

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

0

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1	
SEE STATEMENT 15	390,361.
2	
3	
4	

Part IX-B Summary of Program-Related Investments

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

	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3	0.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	7,522,051.
b	Average of monthly cash balances	1b	484,670.
c	Fair market value of all other assets	1c	598,482.
d	Total (add lines 1a, b, and c)	1d	8,605,203.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	8,605,203.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	129,078.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	8,476,125.
6	Minimum investment return. Enter 5% of line 5	6	423,806.

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	
2a	Tax on investment income for 2013 from Part VI, line 5	2a	
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	
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	

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	544,656.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	544,656.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	2,661.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	541,995.

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)

N/A

	(a) Corpus	(b) Years prior to 2012	(c) 2012	(d) 2013
1 Distributable amount for 2013 from Part XI, line 7				
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only				
b Total for prior years:				
3 Excess distributions carryover, if any, to 2013:				
a From 2008				
b From 2009				
c From 2010				
d From 2011				
e From 2012				
f Total of lines 3a through e				
4 Qualifying distributions for 2013 from Part XII, line 4: ► \$				
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				
e Remaining amount distributed out of corpus				
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				
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 instr.				
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)				
8 Excess distributions carryover from 2008 not applied on line 5 or line 7				
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9:				
a Excess from 2009				
b Excess from 2010				
c Excess from 2011				
d Excess from 2012				
e Excess from 2013				

HAPPY DANCING TURTLE

Form 990-PF (2013)

DBA RESILIENT LIVING COUNCIL

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

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

01/19/06

- b Check box to indicate whether the foundation is a private operating foundation described in section

☒ 4942(j)(3) or ☐ 4942(j)(5)

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

Tax year	Prior 3 years			(e) Total
(a) 2013	(b) 2012	(c) 2011	(d) 2010	
423,806.	399,435.	267,585.	346,072.	1,436,898.
360,235.	339,520.	227,447.	294,161.	1,221,363.
544,656.	541,227.	442,304.	384,225.	1,912,412.
0.	0.	0.	0.	0.
544,656.	541,227.	442,304.	384,225.	1,912,412.
				0.
				0.
282,537.	266,290.	279,647.	286,362.	1,114,836.
				0.
				0.
				0.
				0.

- 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).)

NONE

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

NONE

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

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

- a The name, address, and telephone number or e-mail address of the person to whom applications should be addressed:

SEE STATEMENT 16

- 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:

HAPPY DANCING TURTLE

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DBA RESILIENT LIVING COUNCIL

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
BRAINERD LAKES AREA CHAMBER OF COMMERCE 124 N 6TH ST BRAINERD, MN 56401	N/A	NC	SPONSORSHIP	150.
BRAINERD LAKES AREA COMMUNITY FOUNDATION 101 7TH AV S. #100 ST. CLOUD, MN 56301	N/A	PC	BLACF ANNUAL DINNER CORPORATE SPONSORSHIP	500.
CASS COUNTY AG ASSOCIATION PO BOX 428 PINE RIVER, MN 56474	N/A	NC	CASS COUNTY FAIR 2013 - SPONSORSHIP	1,000.
CASS COUNTY FARM BUREAU 8453 COUNTY 20 SW SEBEKA, MN 56477	N/A	NC	DONATION FOR MEDIA CENTER	200.
INITIATIVE FOUNDATION 405 FIRST ST SE LITTLE FALLS, MN 56345	N/A	PC	VISTA HOST SITE	1,000.
Total	SEE CONTINUATION SHEET(S)			9,165.
b Approved for future payment				
NONE				
Total				0.

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

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

▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and
its instructions is at www.irs.gov/form990.

OMB No 1545-0047

2013

Name of the organization

HAPPY DANCING TURTLE
DBA RESILIENT LIVING COUNCIL

Employer identification number

20-4188279

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).

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2013)

Name of organization HAPPY DANCING TURTLE DBA RESILIENT LIVING COUNCIL	Employer identification number 20-4188279
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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	UNIVERSITY OF MINNESOTA, CASS COUNTY EXTENSION 330 BARCLAY AVENUE W, P.O. BOX 709 PINE RIVER, MN 56474-0709	\$ 5,000.	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.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)

Employer identification number

20-4188279

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

[illegible]

Name of organization

Employer identification number

HAPPY DANCING TURTLE
DBA RESILIENT LIVING COUNCIL

20-4188279

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) ▶ \$ _____
 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
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

**HAPPY DANCING TURTLE
DBA RESILIENT LIVING COUNCIL**

20-4188279

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
KIDS AGAINST HUNGER 24489 HAZELWOOD DR NISSWA, MN 56468	N/A	PC	GENERAL OPERATIONS	1,000.
KINSHIP PARTNERS, INC. PO BOX 642 BRAINERD, MN 56401	N/A	PC	INNER CIRCLE OF FRIENDS TABLE SPONSOR	1,250.
LAKES AREA HABITAT FOR HUMANITY 1110 WRIGHT ST BRAINERD, MN 56401	N/A	PC	ANNUAL DINNER & AUCTION SPONSORSHIP	1,500.
NORTHLAND ARBORETUM 14250 CONSERVATION DR BRAINERD, MN 56425	N/A	PC	DRAGONFLY WORKSHOP	445.
PINE RIVER AREA FOUNDATION PO BOX 187 PINE RIVER, MN 56474	N/A	PC	LAKES BLUEGRASS FESTIVAL 2013	500.
PINE RIVER BACKUS SCHOOLS PO BOX 610 PINE RIVER, MN 56474	N/A	PC	GRAD BLAST 2013	225.
PINE RIVER CHAMBER OF COMMERCE PO BOX 131 PINE RIVER, MN 56474	N/A	NC	GO PR	620.
PINE RIVER FIRE DEPARTMENT 200 FRONT ST PINE RIVER, MN 56474	N/A	NC	JUNIOR EXPLORER PROGRAM	250.
PINE RIVER MARKET SQUARE PO BOX 314 PINE RIVER, MN 56474	N/A	PC	SPONSORSHIP	125.
PINE RIVER WATERSHED ALLIANCE PO BOX 822 CROSSLAKE, MN 56442	N/A	PC	SPONSORSHIP	100.
Total from continuation sheets				6,315.

**HAPPY DANCING TURTLE
DBA RESILIENT LIVING COUNCIL**

20-4188279

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)				
Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
PINE RIVER-BACKUS FAMILY CENTER PO BOX 1 PINE RIVER, MN 56474	N/A	PC	SPONSORSHIP-WEEK OF THE YOUNG CHILD	100.
PINE RIVER-BACKUS PTO PO BOX 610 PINE RIVER, MN 56474	N/A	PC	FAMILY FUN NIGHT	100.
UNIVERSITY OF MINNESOTA DULUTH 1049 UNIVERSITY DR DULUTH, MN 55812	N/A	NC	SPONSORSHIP	100.
Total from continuation sheets				

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

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
INTEREST INCOME	118.	118.	118.
TOTAL TO PART I, LINE 3	118.	118.	118.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
DIVIDENDS	262,213.	0.	262,213.	262,213.	262,213.
TO PART I, LINE 4	262,213.	0.	262,213.	262,213.	262,213.

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
PARTNERSHIP UBI	9,416.	0.	9,416.
CLASSES AND EDUCATIONAL EVENTS	13,489.	0.	13,489.
OTHER INCOME	850.	0.	850.
TOTAL TO FORM 990-PF, PART I, LINE 11	23,755.	0.	23,755.

FORM 990-PF ACCOUNTING FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	7,695.	0.	0.	7,695.
TO FORM 990-PF, PG 1, LN 16B	7,695.	0.	0.	7,695.

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
INVESTMENT FEES	43,043.	43,043.	0.	0.	
TO FORM 990-PF, PG 1, LN 16C	43,043.	43,043.	0.	0.	

FORM 990-PF	TAXES			STATEMENT	6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
TAXES - OTHER	4,369.	0.	0.	0.	
TO FORM 990-PF, PG 1, LN 18	4,369.	0.	0.	0.	

FORM 990-PF	OTHER EXPENSES			STATEMENT	7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
CONTRACTED LABOR	124,819.	0.	0.	124,819.	
ADVERTISING	69,035.	0.	0.	69,035.	
SUPPLIES	1,195.	0.	0.	1,195.	
PROGRAM EXPENSES	245,507.	0.	0.	268,786.	
TELEPHONE	2,374.	0.	0.	2,374.	
POSTAGE AND SHIPPING	175.	0.	0.	175.	
REPAIRS AND MAINTENANCE	1,670.	0.	0.	1,670.	
DUES	1,610.	0.	0.	1,610.	
INSURANCE	3,373.	0.	0.	3,373.	
SUBSCRIPTIONS	92.	0.	0.	92.	
MISCELLANEOUS	9,995.	0.	0.	9,995.	
TO FORM 990-PF, PG 1, LN 23	459,845.	0.	0.	483,124.	

FORM 990-PF OTHER INCREASES IN NET ASSETS OR FUND BALANCES STATEMENT 8

DESCRIPTION	AMOUNT
NET UNREALIZED GAIN ON INVESTMENTS	446,254.
RECLASSIFICATION FROM PRIOR PERIOD	2,416.
TOTAL TO FORM 990-PF, PART III, LINE 3	448,670.

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

DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
U.S. GOVERNMENT FIXED INCOME	X		2,456,482.	2,456,482.
TOTAL U.S. GOVERNMENT OBLIGATIONS			2,456,482.	2,456,482.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			2,456,482.	2,456,482.

FORM 990-PF CORPORATE STOCK STATEMENT 10

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
EQUITIES	5,289,633.	5,289,633.
TOTAL TO FORM 990-PF, PART II, LINE 10B	5,289,633.	5,289,633.

FORM 990-PF CORPORATE BONDS STATEMENT 11

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
FIXED INCOME	250,000.	250,000.
TOTAL TO FORM 990-PF, PART II, LINE 10C	250,000.	250,000.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT 12
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
ALTERNATIVE INVESTMENTS	FMV	108,066.	108,066.
MUTUAL FUNDS	FMV	519,978.	519,978.
TOTAL TO FORM 990-PF, PART II, LINE 13		628,044.	628,044.

FORM 990-PF	DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT	STATEMENT 13
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DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
FURNITURE AND EQUIPMENT	40,258.	19,362.	20,896.
LEASEHOLD IMPROVEMENTS	27,511.	10,087.	17,424.
TOTAL TO FM 990-PF, PART II, LN 14	67,769.	29,449.	38,320.

FORM 990-PF

PART VIII - LIST OF OFFICERS, DIRECTORS
TRUSTEES AND FOUNDATION MANAGERS

STATEMENT 14

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
ROBERT MCLEAN 2331 DANCING WIND ROAD SW, STE 1 PINE RIVER, MN 56474	EXECUTIVE DIRECTOR, EX-OFFICIO 20.00	25,469.	6,244.	0.
LYNN HUNT 2331 DANCING WIND ROAD SW, STE 1 PINE RIVER, MN 56474	CHAIR 20.00	0.	0.	0.
PAUL HUNT 2331 DANCING WIND ROAD SW, STE 1 PINE RIVER, MN 56474	VICE CHAIR 10.00	0.	0.	0.
RUTH ANN GMEINDER 2331 DANCING WIND ROAD SW, STE 1 PINE RIVER, MN 56474	SECRETARY/TREASURER 10.00	0.	0.	0.
CHIP BORKENHAGEN 2331 DANCING WIND ROAD SW, STE 1 PINE RIVER, MN 56474	MEMBER 0.50	0.	0.	0.
RYAN HUNT 2331 DANCING WIND ROAD SW, STE 1 PINE RIVER, MN 56474	MEMBER 0.50	0.	0.	0.
CHERYAL LEE HILLS 2331 DANCING WIND ROAD SW, STE 1 PINE RIVER, MN 56474	MEMBER 0.50	0.	0.	0.
AMY MCLAIN 2331 DANCING WIND ROAD SW, STE 1 PINE RIVER, MN 56474	MEMBER 0.50	0.	0.	0.
BERNIE ROBERTS 2331 DANCING WIND ROAD SW, STE 1 PINE RIVER, MN 56474	MEMBER 0.50	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		25,469.	6,244.	0.

FORM 990-PF

SUMMARY OF DIRECT CHARITABLE ACTIVITIES

STATEMENT 15

ACTIVITY ONE

PROVIDE AWARENESS AND UNDERSTANDING OF SUSTAINABLE LIVING BY
FOSTERING ECOLOGICAL STEWARDSHIP AND RELATED ECONOMIC
DEVELOPMENT THROUGH EDUCATION, DEMONSTRATIONS, LITERARY
WORKS, TRAINING, WORKSHOPS, RESEARCH, AND BUSINESS
INCUBATION.

EXPENSES

TO FORM 990-PF, PART IX-A, LINE 1

390,361.

FORM 990-PF

GRANT APPLICATION SUBMISSION INFORMATION
PART XV, LINES 2A THROUGH 2D

STATEMENT 16

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

LYNN HUNT (CHAIR AND PRINCIPLE EXECUTIVE OFFICER)
2331 DANCING WIND ROAD SW, STE 1
PINE RIVER, MN 56474

TELEPHONE NUMBER

(218) 587-2303

FORM AND CONTENT OF APPLICATIONS

REQUESTS MUST BE SUBMITTED IN WRITTEN FORM (EMAIL IS ACCEPTABLE) INCLUDING:
CONTACT INFORMATION, PURPOSE AS RELATED TO THE MISSION OF HDT, DOLLAR
AMOUNT REQUESTED, HOW SUPPORT WILL BE RECOGNIZED, AND POPULATION AND/OR
GEOGRAPHIC AREA TO BE SERVED

ANY SUBMISSION DEADLINES

NO SET DEADLINES; APPLICATIONS ACCEPTED ON A ROLLING BASIS

RESTRICTIONS AND LIMITATIONS ON AWARDS

SPONSORSHIPS & SUPPORT MUST BE ALIGNED WITH THE HAPPY DANCING TURTLE (HDT)
MISSION OF PROMOTING SUSTAINABLE LIVING. HDT IS PRIMARILY FOCUSED ON
DIRECT PROGRAMMING, AND COLLABORATIONS WITH OTHERS DOING WORK IN AREAS OF
SUSTAINABLE LIVING. GIVING/SUPPORT IS GEOGRAPHICALLY FOCUSED IN THE AREA
SURROUNDING PINE RIVER, MN.

ASSET DETAILS

This section shows the cash equivalents and/or securities in your account. Prices obtained from outside sources are considered reliable but are not guaranteed by Stifel. Actual prices may vary, and upon sale, you may receive more or less than your original purchase price. Contact your Financial Advisor for current price quotes. Gain/Loss is provided for informational purposes only. Cost basis may be adjusted for, but not limited to, amortization, accretion, principal paydowns, capital changes, listed option premiums, gifting rules, inheritance step-up, or wash sales. The Gain/Loss information should not be used for tax preparation without the assistance of your tax advisor.

NET CASH EQUIVALENTS

	Current value	Cost Basis	Estimated Annualized Income	Estimated Yield %
INSURED BANK PROGRAM	8,450.59	8,450.59	2.54	0.03%
Total Net Cash Equivalents	\$8,450.59	\$8,450.59	\$2.54	0.03%

PORTFOLIO ASSETS - HELD AT STIFEL

Equities	Symbol/ Type	Quantity	Current Price/ Current Value	Average Unit Cost/ Cost Basis	Unrealized Gain/(-)Loss*	Estimated Annualized Income	Estimated Yield %
AT&T INC CUSIP 00206R102	T Cash	29	35.1600 1,019.64	32.0762 930.21	89.43	53.36	5.23%
ABBOTT LABORATORIES CUSIP 002824100	ABT Cash	17	38.3300 651.61	26.1206 444.05	207.56	14.96	2.30%
ABBVIE INC CUSIP 00287Y109	ABBV Cash	17	52.8100 897.77	31.9318 542.84	354.93	27.20	3.03%
ALEXION PHARMACEUTICALS INC CUSIP 015351109	ALXN Cash	7	132.8840 930.18	96.4329 675.03	255.15	N/A	N/A
ALTRIA GROUP INC CUSIP 02209S103	MO Cash	24	38.3900 921.36	21.6567 519.76	401.60	46.08	5.00%
AMERICAN ELECTRIC POWER COMPANY INC CUSIP 025537101	AEP Cash	9	46.7400 420.66	39.7500 357.75	62.91	18.00	4.28%

ASSET DETAILS (continued)

PORTFOLIO ASSETS - HELD AT STIFEL (continued)

Equities	Symbol/ Type	Quantity	Current Prcel/ Current Value	Average Unit Cost/ Cost Basis	Unrealized Gain/(-)Loss*	Estimated Annualized Income	Estimated Yield %
AMERICAN INTL GROUP INC NEW CUSIP: 026874784	AIG Cash	36	51.0500 1,837.80	41.7614 1,503.41	334.39	14.40	0.78%
AMERISOURCEBERGEN CORP CUSIP: 03073E105	ABC Cash	31	70.3100 2,179.61	27.6703 857.78	1,321.83	29.14	1.34%
AMETEK INC NEW CUSIP: 031100100	AME Cash	22.500	52.6700 1,185.07	28.8156 648.35	536.72	5.40	0.46%
APPLE INC CUSIP: 037833100	AAPL Cash	7	561.0200 3,927.14	531.7657 3,722.36	204.78	85.40	2.17%
ARM HOLDINGS PLC SPONSORED ADR CUSIP: 042068106	ARMH Cash	18	54.7310 985.15	41.2989 743.38	241.77	4.12	0.42%
BB&T CORP CUSIP: 054937107	BBT Cash	32	37.3200 1,194.24	27.3375 874.80	319.44	29.44	2.47%
BP PLC SPONSORED ADR CUSIP: 055622104	BP Cash	22	48.6100 1,069.42	44.8895 987.57	81.85	48.18	4.51%
BANK AMERICA CORP CUSIP: 060505104	BAC Cash	105	15.5700 1,634.85	9.9920 1,049.16	585.69	4.20	0.26%
BERKSHIRE HATHAWAY INC DE CL B NEW CUSIP: 084670702	BRK/B Cash	14	118.5600 1,659.84	115.0800 1,611.12	48.72	N/A	N/A
BIOMERIE INC CUSIP: 09062X103	BIB Cash	3	279.5720 838.71	183.0400 549.12	289.59	N/A	N/A
BLACKROCK INC CUSIP: 09247X101	BLK Cash	3	316.4700 949.41	174.4767 523.43	425.98	20.16	2.12%
CSX CORP CUSIP: 126408103	CSX Cash	41	28.7700 1,179.57	21.1093 865.48	314.09	24.60	2.09%
CVS CAREMARK CORP CUSIP: 126650100	CVS Cash	12	71.5700 858.84	44.7100 536.52	322.32	13.20	1.54%
CELGENE CORP CUSIP: 151020104	CELG Cash	10	168.9680 1,689.68	81.0740 810.74	878.93	N/A	N/A

ASSET DETAILS (continued)**PORTFOLIO ASSETS - HELD AT STIFEL (continued)**

Equities	Symbol/ Type	Quantity	Current Price/ Current Value	Average Unit Cost/ Cost Basis	Unrealized Gain/(-)Loss*	Estimated Annualized Income	Estimated Yield %
CERNER CORP CUSIP: 156782104	CERN Cash	26	55.7400 1,449.24	36.0273 936.71	512.53	N/A	N/A
CHEVRON CORP CUSIP: 166764100	CVX Cash	14	124.9100 1,748.74	107.4550 1,504.37	244.37	56.00	3.20%
COGNIZANT TECHNOLOGY SOLUTIONS CORP CL A CUSIP: 192446102	CTSH Cash	21	100.9800 2,120.58	66.6195 1,399.01	721.57	N/A	N/A
CONOCOPHILLIPS CUSIP: 20825C104	COP Cash	13	70.6500 918.45	50.3492 654.54	263.91	35.88	3.91%
CORNING INC CUSIP: 219350105	GLW Cash	25	17.8200 445.50	14.4084 360.21	85.29	10.00	2.24%
COSTCO WHOLESALE CORP CUSIP: 22160K105	COST Cash	6	119.0200 714.12	97.9217 587.53	126.59	7.44	1.04%
DANA HOLDING CORP CUSIP: 235825205	DAN Cash	47	19.6200 922.14	15.6940 737.62	184.52	9.40	1.02%
DANAHER CORP CUSIP: 235851102	DHR Cash	11	77.2000 849.20	51.2782 564.06	285.14	1.10	0.13%
DIAGEO PLC NEW SPONSORED ADR CUSIP: 25243Q205	DEO Cash	6	132.4200 794.52	85.8383 515.03	279.49	17.99	2.26%
DOMINION RESOURCES INC VA NEW CUSIP: 25746U109	D Cash	6	64.6900 388.14	34.8100 208.86	179.28	13.50	3.48%
E M C CORP MASS CUSIP: 268648102	EMC Cash	28	25.1500 704.20	24.3336 681.34	22.86	11.20	1.59%
EBAY INC CUSIP: 278642103	EBAY Cash	12	54.8650 658.38	52.3767 628.52	29.86	N/A	N/A
EMERSON ELECTRIC COMPANY CUSIP: 291011104	EMR Cash	18	70.1800 1,263.24	48.5272 873.49	389.75	30.96	2.45%
EXXON MOBIL CORP CUSIP: 30231G102	XOM Cash	12	101.2000 1,214.40	75.9317 911.18	303.22	30.24	2.49%

ASSET DETAILS (continued)

PORTFOLIO ASSETS - HELD AT STIFEL (continued)

Equities	Symbol/ Type	Quantity	Current Price/ Current Value	Average Unit Cost/ Cost Basis	Unrealized Gain/(-) Loss*	Estimated Annualized Income	Estimated Yield %
FOOT LOCKER INC CUSIP: 344849104	FL Cash	18	41.4400 745.92	24.2572 436.63	309.29	14.40	1.93%
FREEMONT MCMORAN COPPER & GOLD CUSIP: 35671D857	FCX Cash	27	37.7400 1,018.98	42.9893 1,160.71	-141.73	33.75	3.31%
GARTNER INC CUSIP: 366651107	IT Cash	8	71.0500 568.40	51.4838 411.87	156.53	N/A	N/A
GENERAL ELECTRIC COMPANY CUSIP: 369604103	GE Cash	74	28.0300 2,074.22	16.9628 1,255.25	818.97	65.12	3.14%
GILEAD SCIENCES INC CUSIP: 375558103	GILD Cash	10	75.1000 751.00	63.7740 637.74	113.26	N/A	N/A
GOOGLE INC CL A CUSIP: 38259P508	GOOG Cash	3	1,120.7100 3,362.13	709.8300 2,129.49	1,232.84	N/A	N/A
HERSHEY COMPANY CUSIP: 427866108	HSY Cash	9	97.2300 875.07	70.3500 633.15	241.92	17.46	2.00%
HESS CORP CUSIP: 42809H107	HES Cash	17	83.0000 1,411.00	74.7547 1,270.83	140.17	17.00	1.20%
HEWLETT-PACKARD COMPANY CUSIP: 428236103	HPQ Cash	27	27.9800 755.46	17.0900 461.43	294.03	15.68	2.08%
HOME DEPOT INC CUSIP: 437076102	HD Cash	13	82.3400 1,070.42	51.9815 675.76	394.66	20.28	1.89%
HUMANA INC CUSIP: 444859102	HUM Cash	16	103.2200 1,651.52	72.5581 1,160.93	490.59	17.28	1.05%
INTEL CORP CUSIP: 458140100	INTC Cash	66	25.9550 1,713.03	22.9895 1,517.31	195.71	59.40	3.47%
INTUIT INC CUSIP: 461202103	INTU Cash	8	76.3200 610.56	64.0100 512.08	98.48	6.08	1.00%
INTUITIVE SURGICAL INC NEW CUSIP: 46120E602	ISRG Cash	1	384.0800 384.08	427.0000 427.00	-42.92	N/A	N/A

ASSET DETAILS (continued)

PORTFOLIO ASSETS - HELD AT STIFEL (continued)

Equities	Symbol/ Type	Quantity	Current Price/ Current Value	Average Unit Cost/ Cost Basis	Unrealized Gain/(-)Loss*	Estimated Annualized Income	Estimated Yield %
JPMORGAN CHASE & COMPANY CUSIP: 46625H100	JPM Cash	32	58.4800 1,871.36	46.4309 1,485.79	385.57	48.64	2.60%
L3 COMMUNICATIONS HLDGS INC CUSIP: 502424104	LLL Cash	12	106.8600 1,282.32	68.5125 822.15	460.17	26.40	2.06%
ESTEE LAUDER COMPANY INC CUSIP: 518439104	EL Cash	10	75.3200 753.20	55.3400 553.40	199.80	8.00	1.06%
M&T BANK CORP CUSIP: 55261F104	MTB Cash	14	116.4200 1,629.88	112.2421 1,571.39	58.49	39.20	2.41%
MACYS INC CUSIP: 55616P104	M Cash	21	53.4000 1,121.40	36.9848 776.68	344.72	21.00	1.87%
MASTERCARD INC CLASS A CUSIP: 57636Q104	MA Cash	2	835.4600 1,670.92	348.6000 697.20	973.72	8.80	0.53%
MERCK & COMPANY INC NEW CUSIP: 58933Y105	MRK Cash	20	50.0500 1,001.00	35.0745 701.49	299.51	35.20	3.52%
METLIFE INC CUSIP: 59156R108	MET Cash	28	53.9200 1,509.76	36.4750 1,021.30	488.46	30.80	2.04%
MICROSOFT CORP CUSIP: 594918104	MSFT Cash	96	37.4100 3,591.36	28.8689 2,771.41	819.95	107.52	2.99%
MICRON TECHNOLOGY INC CUSIP: 595112103	MU Cash	17	21.7500 369.75	18.5500 315.35	54.40	N/A	N/A
NATIONAL OILWELL VARCO INC CUSIP: 637071101	NOV Cash	10	79.5300 795.30	75.0210 750.21	45.09	10.40	1.31%
NORDSTROM INC CUSIP: 655664100	JWN Cash	12	61.8000 741.60	44.6467 535.76	205.84	14.40	1.94%
OCCIDENTAL PETROLEUM CORP CUSIP: 674599105	OXY Cash	5	95.1000 475.50	96.3100 481.55	-6.05	12.80	2.69%
OIL STATES INTL INC CUSIP: 678026105	OIS Cash	8	101.7200 813.76	61.7612 494.09	319.67	N/A	N/A

ASSET DETAILS (continued)**PORTFOLIO ASSETS - HELD AT STIFEL (continued)**

Equities	Symbol/ Type	Quantity	Current Price/ Current Value	Average Unit Cost/ Cost Basis	Unrealized Gain/(-)Loss*	Estimated Annualized Income	Estimated Yield %
ONEOK INC NEW CUSIP: 682680103	OKE Cash	10	62.1800 621.80	43.9400 439.40	182.40	15.20	2.44%
ORACLE CORP CUSIP: 68389X105	ORCL Cash	25	38.2600 956.50	25.8980 647.45	309.05	12.00	1.25%
PNC FINANCIAL SERVICES GROUP INC CUSIP: 693475105	PNC Cash	23	77.5800 1,784.34	50.1087 1,152.50	631.84	40.48	2.27%
PEPSICO INC CUSIP: 713448108	PEP Cash	16	82.9400 1,327.04	65.5706 1,049.13	277.91	36.32	2.74%
PFIZER INC CUSIP: 717081103	PFE Cash	55	30.6300 1,684.65	16.4273 903.50	781.15	57.20	3.40%
PHILIP MORRIS INTL INC CUSIP: 718172109	PM Cash	6	87.1300 522.78	84.8100 508.86	13.92	22.56	4.32%
PHILLIPS 66 CUSIP: 718546104	PSX Cash	5	77.1300 385.65	28.5000 142.50	243.15	7.80	2.02%
PRICE T ROWE GRP INC CUSIP: 74144T108	TROW Cash	10	83.7700 837.70	73.6070 736.07	101.63	15.20	1.81%
PRICELINE.COM INC NEW CUSIP: 741503403	PCLN Cash	1	1,162.4000 1,162.40	718.8700 718.87	443.53	N/A	N/A
PRUDENTIAL FINANCIAL INC CUSIP: 744320102	PRU Cash	18	92.2200 1,659.96	68.8894 1,240.01	419.95	38.16	2.30%
PUBLIC SERVICE ENTERPRISE GROUP INC CUSIP: 744573106	PEG Cash	11	32.0400 352.44	29.8282 328.11	24.33	15.84	4.49%
QUALCOMM INC CUSIP: 747525103	QCOM Cash	20	74.2500 1,485.00	54.5130 1,090.26	394.74	28.00	1.89%
ROBERT HALF INTL INC CUSIP: 770323103	RHI Cash	28	41.9900 1,175.72	23.4350 656.18	519.54	17.92	1.52%
ROSS STORES INC CUSIP: 778296103	ROST Cash	15	74.9300 1,123.95	65.7487 986.23	137.72	10.20	0.91%

ASSET DETAILS (continued)**PORTFOLIO ASSETS - HELD AT STIFEL (continued)**

Equities	Symbol/ Type	Quantity	Current Price/ Current Value	Average Unit Cost/ Cost Basis	Unrealized Gain/(-)Loss*	Estimated Annualized Income	Estimated Yield %
SALLY BEAUTY HOLDINGS INC CUSIP: 79546E104	SBH Cash	25	30.2300 755.75	19.3040 482.60	273.15	N/A	N/A
SANDISK CORP CUSIP: 80004C101	SNK Cash	4	70.5400 282.16	69.4875 277.95	4.21	3.60	1.28%
SCHLUMBERGER LTD CUSIP: 806857108	SLB Cash	9	90.1100 810.99	71.8322 646.49	184.50	11.25	1.39%
SIMON PROPERTY GROUP INC NEW CUSIP: 828806109	SPG Cash	5	152.1600 760.80	157.8280 789.14	-28.34	24.00	3.15%
STARBUCKS CORP CUSIP: 855244109	SBUX Cash	21	78.3900 1,646.19	57.1919 1,201.03	445.16	21.84	1.33%
SYSO CORP CUSIP: 871829107	SY Cash	33	36.1000 1,191.30	31.2788 1,032.20	159.10	38.28	3.21%
TIME WARNER CABLE INC CUSIP: 88732J207	TWC Cash	5	135.5000 677.50	71.8760 359.38	318.12	13.00	1.92%
TRANSDIGM GROUP INC CUSIP: 893641100	TDG Cash	4	161.0200 644.08	127.4300 509.72	134.36	N/A	N/A
TRINITY INDUSTRIES INC CUSIP: 896522109	TRN Cash	10	54.5200 545.20	53.2700 532.70	12.50	6.00	1.10%
U S BANCORP DE NEW CUSIP: 902973304	USB Cash	48	40.4000 1,939.20	24.5300 1,177.44	761.76	44.16	2.28%
VISA INC CLASS A CUSIP: 92826C839	V Cash	4	222.6800 890.72	128.6800 514.72	376.00	6.40	0.72%
WALGREEN COMPANY CUSIP: 931422109	WAG Cash	9	57.4400 516.96	59.5689 536.12	-19.16	11.34	2.19%
WELLS FARGO & CO NEW CUSIP: 949746101	WFC Cash	57	45.4000 2,587.80	26.8795 1,532.13	1,055.67	68.40	2.64%
WHOLE FOODS MARKET INC CUSIP: 966837106	WFM Cash	14	57.8300 809.62	37.6086 526.52	283.10	6.72	0.83%

ASSET DETAILS (continued)**PORTFOLIO ASSETS - HELD AT STIFEL (continued)**

Equities		Symbol/ Type	Quantity	Current Price/ Current Value	Average Unit Cost/ Cost Basis	Unrealized Gain/(-)Loss*	Estimated Annualized Income	Estimated Yield %	
WYNDHAM WORLDWIDE CORP CUSIP: 98310W108		WYN Cash	16	73.6900 1,179.04	52.8138 845.02	334.02	18.56	1.57%	
ACCENTURE PLC IRELAND CLASS A NEW CUSIP: G1151C101		ACN Cash	18	82.2200 1,479.96	64.7533 1,165.56	314.40	33.48	2.26%	
ENSCO PLC CL A CUSIP: G3157S106		ESV Cash	18	57.1800 1,029.24	59.6411 1,073.54	-44.30	54.00	5.25%	
MICHAEL KORS HLDGS LTD CUSIP: G60754101		KORS Cash	9	81.1900 730.71	56.5422 508.88	221.83	N/A	N/A	
ACE LTD CUSIP: H0023R105		ACE Cash	8	103.5300 828.24	89.5400 716.32	111.92	20.16	2.43%	
WEATHERFORD INTL LTD REG CUSIP: H27013103		WFT Cash	27	15.4900 418.23	20.1441 543.89	-125.66	N/A	N/A	
Total Equities				\$109,643.92	\$80,553.70	\$29,090.20	\$1,989.23	1.81%	
Corporate/Government Bonds		Symbol/ Bond Rating/ Type	Quantity	Current Price/ Current Value	Average Unit Cost/ Cost Basis	Accrued Income	Unrealized Gain/(-)Loss*	Estimated Annualized Income	Estimated Yield %
ISHARES IBOXX \$INVESTMENT GRADE CORP BOND ETF CUSIP: 464287242		LQD Cash	569	114.1880 64,972.97	104.5699 59,500.26	N/A	5,472.71	2,490.00	3.83%
ISHARES 3-7YR TREASURY BOND ETF CUSIP: 464288661		IEI Cash	618	120.0300 74,178.54	123.0091 76,019.61	N/A	-1,841.07	573.68	0.77%
Total Corporate/Government Bonds			1,187	\$139,151.51	\$135,519.87	\$0.00	\$3,631.64	\$3,063.68	2.20%

ASSET DETAILS (continued)

PORTFOLIO ASSETS - HELD AT STIFEL (continued)

Mutual Funds	Symbol/ Type	Quantity	Current Price/ Current Value	Average Unit Cost/ Cost Basis	Original Investment ¹ / Cumulative Return ²	Unrealized Gain/(-)Loss*	Estimated Annualized Income	Estimated Yield %
Open-End Funds								
DODGE & COX INTL STOCK CUSIP: 256206103 <i>Dividend Option: Reinvest</i>	DODFX Cash	412.611	43.0400 17,758.77	32.1257 13,255.40	11,175.90 6,582.87	4,503.33	308.22	1.74%
HEARTLAND VALUE PLUS INSTL CL CUSIP: 422352849 <i>Dividend Option: Reinvest</i>	HNPIX Cash	506.924	35.7500 18,122.53	30.5519 15,487.49	12,816.46 5,306.07	2,635.01	229.12	1.26%
MFS INTL GROWTH CL I CUSIP: 55273E848 <i>Dividend Option: Reinvest</i>	MQGIX Cash	552.339	31.0300 17,139.07	23.2264 12,828.87	11,571.53 5,567.54	4,310.16	158.52	0.92%
PIMCO HIGH YIELD CL P CUSIP: 72201M735 <i>Dividend Option: Reinvest</i>	PHLPX Cash	1,706.533	9.6100 16,399.78	8.8795 15,153.21	8,173.83 8,225.95	1,246.29	969.31	5.91%
PIONEER OAK RIDGE SM CAP GROWTH CL Y CUSIP: 72387T785 <i>Dividend Option: Reinvest</i>	ORIYX Cash	455.848	39.9900 18,229.36	23.8222 10,859.28	8,621.33 9,608.03	7,370.06	N/A	N/A
Total Mutual Funds			\$87,649.51	\$67,584.25		\$20,064.85	\$1,665.17	1.90%
Total Portfolio Assets - Held at Stifel			\$336,444.94	\$283,657.82		\$52,786.69	\$6,718.08	2.00%
Total Net Portfolio Value			\$344,895.53	\$292,108.41		\$52,786.69	\$6,720.62	1.95%

ASSET DETAILS

This section shows the cash equivalents and/or securities in your account. Prices obtained from outside sources are considered reliable but are not guaranteed by Stifel. Actual prices may vary, and upon sale, you may receive more or less than your original purchase price. Contact your Financial Advisor for current price quotes. Gain/Loss is provided for informational purposes only. Cost basis may be adjusted for, but not limited to, amortization, accretion, principal paydowns, capital changes, listed option premiums, gifting rules, inheritance step-up, or wash sales. The Gain/Loss information should not be used for tax preparation without the assistance of your tax advisor.

NET CASH EQUIVALENTS

	Current value	Cost Basis	Estimated Annualized Income	Estimated Yield %
GENERAL MONEY MARKET	1,269.81	1,269.81	0.13	0.01%
Total Net Cash Equivalents	\$1,269.81	\$1,269.81	\$0.13	0.01%

PORTFOLIO ASSETS - HELD AT STIFEL

Corporate/Government Bonds	Symbol/ Bond Rating/ Type	Quantity	Current Price/ Current Value	Average Unit Cost/ Cost Basis	Accrued Income	Unrealized Gain/(-)Loss*	Estimated Annualized Income	Estimated Yield %
SOUTHWEST BK OF ST LOUIS ST LOUIS MO CD FDIC SEMI CPN 4.000% DUE 02/09/15 DTD 02/08/08 FC 08/08/08 CUSIP: 844776DQ4	Cash	45,000	103.5630" 46,603.35	100.0000 45,000.00	720.00	1,603.35	1,800.00	3.86%
Total Corporate/Government Bonds		45,000	\$46,603.35	\$45,000.00	\$720.00	\$1,603.35	\$1,800.00	3.86%
Principal Protected Notes are subject to the credit risk of the issuer. Principal Protected Market Linked CDs are subject to applicable limits.								
Total Portfolio Assets - Held at Stifel			\$46,603.35	\$45,000.00		\$1,603.35	\$1,800.00	3.86%
Total Net Portfolio Value			\$47,873.16	\$46,269.81		\$1,603.35	\$1,800.13	3.76%

ASSET DETAILS

This section shows the cash equivalents and/or securities in your account. Prices obtained from outside sources are considered reliable but are not guaranteed by Stifel. Actual prices may vary, and upon sale, you may receive more or less than your original purchase price. Contact your Financial Advisor for current price quotes. Gain/Loss is provided for informational purposes only. Cost basis may be adjusted for, but not limited to, amortization, accretion, principal paydowns, capital changes, gifting rules, inheritance step-up, or wash sales. The Gain/Loss information should not be used for tax preparation without the assistance of your tax advisor.

NET CASH EQUIVALENTS

	Current value	Cost Basis	Estimated Annualized Income	Estimated Yield %
CASH	30.80	30.80		
INSURED BANK PROGRAM	11,338.69	11,338.69	3.40	0.03%
Total Net Cash Equivalents	\$11,369.49	\$11,369.49	\$3.40	0.03%

PORTFOLIO ASSETS - HELD AT STIFEL

Equities	Symbol/ Type	Quantity	Current Price/ Current Value	Average Unit Cost/ Cost Basis	Unrealized Gain/(-)Loss*	Estimated Annualized Income	Estimated Yield %
ABB LIMITED SPONSORED ADR CUSIP: 000375204	ABB Cash	95	26.5600 2,523.20	23.4423 2,227.02	296.18	66.88	2.65%
ADIDAS AG SPONSORED ADR CUSIP: 00687A107	ADDY Cash	39	84.2300 2,504.97	26.2400 1,023.36	1,481.61	34.12	1.36%
ALLIANZ SE SPONSORED ADR REPSTG 1/10 SH CUSIP: 018805101	AZSEY Cash	114	18.1300 2,066.82	14.4421 1,645.40	420.42	67.40	3.26%
AMADEUS IT HLDG S A ADS CUSIP: 02263T104	AMADY Cash	59	42.7500 2,522.25	17.8419 1,052.67	1,469.58	39.45	1.56%
AMCOR LIMITED ADR NEW CUSIP: 02341R302	AMCRY Cash	36	43.7000 1,573.20	41.0389 1,477.40	95.80	58.75	3.61%

ASSET DETAILS (continued)

PORTFOLIO ASSETS - HELD AT STIFEL (continued)

Equities	Symbol/ Type	Quantity	Current Price/ Current Value	Average Unit Cost/ Cost Basis	Unrealized Gain/(-)Loss*	Estimated Annualized Income	Estimated Yield %
BAIDU INC SPONSORED ADR REPSTG ORD SHARES CLASS A CUSIP: 056752108	BIDU Cash	15	177.8800 2,668.20	100.3820 1,505.73	1,162.47	N/A	N/A
BANCO BRADESCO S A SPONSORED ADR REPSTG PFD SHS NEW 2004 CUSIP: 059460303 Original Cost: 2,737.83	BBD Cash	178	12.5300 2,230.34	15.3392 2,730.37	-500.05	44.92	2.01%
BELLE INTL HLDGS LTD ADR CUSIP: 078454105	BELLY Cash	84	11.5300 968.52	16.1510 1,356.88	-388.16	21.68	2.24%
BRAMBLES LTD CUSIP: 105105100	BMBLY Cash	102	17.6400 1,799.28	13.4965 1,376.64	422.64	82.04	4.56%
BRITISH AMERN TOBACCO PLC SPONS ADR 25P CUSIP: 110448107	BTI Cash	30	107.4200 3,222.60	83.0417 2,491.25	731.35	130.07	4.04%
BRITISH SKY BROADCASTING GROUP SPONSORED ADR CUSIP: 111013108	BSYBY Cash	49	56.2300 2,755.27	48.0957 2,356.69	398.58	93.69	3.40%
BUNZL PLC SPONSORED ADR NEW CUSIP: 120738406	BZLFY Cash	120	24.0600 2,887.20	N/A Incomplete	N/A	271.11	9.39%
CNOOC LTD SPONS ADR CUSIP: 126132109	CEO Cash	14	187.6600 2,627.24	157.5179 2,205.25	421.99	102.90	3.92%
CANADIAN NATIONAL RAILWAY COMPANY CUSIP: 136375102	CNI Cash	30	57.0200 1,710.60	N/A Incomplete	N/A	11.84	0.69%
CARLSBERG AS SPONSORED ADR CUSIP: 142795202	CABGY Cash	107	22.1000 2,364.70	21.1777 2,266.01	98.69	21.99	0.93%
CENOVUS ENERGY INC CUSIP: 15135U109	CVE Cash	38	28.6500 1,088.70	27.8008 1,056.43	32.27	34.74	3.19%

ASSET DETAILS (continued)

PORTFOLIO ASSETS - FIELD AT STIFEL (continued)

Equities	Symbol/ Type	Quantity	Current Price/ Current Value	Average Unit Cost/ Cost Basis	Unrealized Gain/(-)Loss	Estimated Annualized Income	Estimated Yield %
CENTRICA PLC SPONSORED ADR NEW CUSIP: 15639K300	CPYY Cash	89	23.1800 2,063.02	18.4843 1,645.10	417.92	93.43	4.53%
CHEUNG KONG HOLDINGS ADR CUSIP: 166744201	CHEUY Cash	122	15.8100 1,928.82	12.3000 1,500.60	428.22	50.44	2.62%
CHINA MOBILE LIMITED SPONSORED ADRS CUSIP: 16941M109	CHL Cash	20	52.2800 1,045.80	47.6180 952.36	93.44	44.78	4.28%
CIELO S A SPONSORED ADR CUSIP: 171778202	CIOXY Cash	40	28.0000 1,120.00	N/A Incomplete	N/A	40.61	3.63%
COCA COLA AMATIL LTD SPONSORED ADR CUSIP: 191085208	CCLAY Cash	46	21.4000 984.40	20.9596 964.14	20.26	56.82	5.77%
COMPASS GROUP PLC NEW SPONS ADR CUSIP: 20449X203	CMPGY Cash	226	16.1290 3,645.15	7.3000 1,649.80	1,995.35	86.89	2.38%
DENSO CORP ADR CUSIP: 24872B100	DNZOY Cash	61	26.4500 1,613.45	16.8425 1,027.39	586.06	25.58	1.59%
DEUTSCHE BOERSE ADR CUSIP: 251542106	DBOEY Cash	170	8.2500 1,402.50	5.2601 894.21	508.29	46.10	3.29%
DEUTSCHE TELEKOM AG SPON ADR CUSIP: 251566105	DTEGY Cash	107	17.2600 1,846.82	13.1867 1,410.98	435.84	99.10	5.37%
DEUTSCHE POST AG SPONSORED ADR CUSIP: 25157Y202	DPSGY Cash	44	36.7000 1,614.80	24.7502 1,089.01	525.79	39.89	2.47%
ENCANA CORP CUSIP: 292505104	ECA Cash	59	18.0500 1,054.95	19.1800 1,131.62	-66.67	16.52	1.55%
ERICSSON TELEPHONE NEW CL B ADR CUSIP: 294821608	ERIC Cash	121	12.2400 1,481.04	12.2106 1,477.48	3.56	50.84	3.43%

ASSET DETAILS (continued)

PORTFOLIO ASSETS - HELD AT STIFEL (continued)

Equities	Symbol/ Type	Quantity	Current Price/ Current Value	Average Unit Cost/ Cost Basis	Unrealized Gain/(-)Loss*	Estimated Annualized Income	Estimated Yield %
FANUC CORP ADR CUSIP: 307305102	FANUY Cash	85	30.7100 2,610.35	24.7091 2,100.27	510.08	22.29	0.85%
FOMENTO ECON MEX S A B SPONS ADR REP UNIT 1 SER B & 2 SER DB & 2 SER DL CUSIP: 344419106	FMX Cash	12	97.8700 1,174.44	59.8633 718.36	456.08	37.40	3.19%
GALAXY ENTERTAINMENT GROUP LIMITED SPON ADR CUSIP: 36318L104	GXYEY Cash	24	90.3700 2,168.88	30.9808 743.54	1,425.34	N/A	N/A
GROUPE CGI INC CLASS A SUB VOTING CUSIP: 39945C109	GIB Cash	62	33.4600 2,074.52	24.2045 1,500.68	573.84	N/A	N/A
GRUPO TELEVISION SA DE CV GDR REPTSG ORDINARY PART CTF CUSIP: 40049J206	TV Cash	84	30.2600 2,541.84	20.6126 1,731.46	810.38	22.73	0.89%
HUTCHISON WHAMPOA LTD ADR CUSIP: 448415208	HUWHY Cash	85	27.2000 2,312.00	14.6788 1,247.70	1,064.30	46.66	2.02%
IMPERIAL TOBACCO GRP PLC-SPONS ADR CUSIP: 453142101	ITYBY Cash	29	77.7800 2,255.62	64.5324 1,871.44	384.18	106.71	4.73%
INDUSTRIAL & COMMERCIAL BK OF CHINA ASIA ADR CUSIP: 455807107 Original Cost: 2,125.15	IDCBY Cash	149	13.5800 2,023.42	14.0187 2,088.78	-65.36	115.63	5.72%
JULIUS BAER GROUP LTD CUSIP: 48137C108	JBAXY Cash	192	9.6500 1,852.80	6.3729 1,223.59	629.21	24.67	1.33%
KEPPEL LTD SPONS ADR CUSIP: 492051305 Original Cost: 1,123.16	KPELY Cash	105	17.7800 1,866.90	10.2073 1,071.77	795.13	62.58	3.35%
KINGFISHER PLC SPONSORED ADR PAR 15 5/7 PENCE CUSIP: 495724403	KGFHY Cash	117	12.8400 1,502.28	7.6598 896.20	606.08	35.18	2.34%

ASSET DETAILS (continued)

PORTFOLIO ASSETS - HIELD AT STIFEL (continued)

Equities	Symbol/ Type	Quantity	Current Price/ Current Value	Average Unit Cost/ Cost Basis	Unrealized Gain/(-)Loss*	Estimated Annualized Income	Estimated Yield %
KOMATSU LTD SPONS ADR NEW CUSIP: 500458401	KMTUY Cash	68	20.5800 1,399.44	20.8696 1,405.53	-6.09	35.89	2.56%
NESTLE S A SPNSD ADR REPSTING REG SHS CUSIP: 641069406	NSRGY Cash	27	73.5900 1,988.93	48.7200 1,315.44	671.49	58.41	2.94%
NOVARTIS AG SPONSORED ADR CUSIP: 66987V109	NVS Cash	23	80.3800 1,848.74	48.5743 1,117.21	731.53	55.80	3.02%
NOVO NORDISK AS ADR CUSIP: 670100205	NVO Cash	8	184.7600 1,478.08	65.0200 520.16	957.92	25.47	1.72%
PT BANK MANDIRI PERSERO TBK CUSIP: 69367U105	PPERY Cash	225	6.4600 1,453.50	5.8954 1,326.46	127.04	70.53	4.85%
PUBLICIS SA NEW SPONSORED ADR CUSIP: 74463M106	PUBGY Cash	150	22.9700 3,445.50	13.1309 1,989.83	1,475.87	43.29	1.26%
REED ELSEVIER PLC SPONSORED ADR NEW CUSIP: 758205207	RUK Cash	74	60.0500 4,443.70	32.6673 2,417.38	2,026.32	106.17	2.39%
ROCHE HOLDING LIMITED SPONSORED ADR CUSIP: 771195104	RHHBY Cash	56	70.2000 3,931.20	44.7448 2,505.71	1,425.49	108.57	2.76%
ROYAL DUTCH SHELL PLC SPONSORED ADR REPSTG B SHARES CUSIP: 780259107	RDSB Cash	35	75.1100 2,628.85	64.0843 2,242.95	385.90	126.00	4.79%
SAP AG SPONS ADR REPRESENTING 1 COMMON SHARE CUSIP: 803054204	SAP Cash	45	87.1400 3,921.30	54.5771 2,455.97	1,465.33	49.98	1.27%
SCHNEIDER ELECTRIC SA ADR CUSIP: 80687P106	SBSGY Cash	128	17.5500 2,246.40	13.0908 1,675.62	570.78	62.64	2.79%

ASSET DETAILS (continued)

PORTFOLIO ASSETS - HELD AT STIFEL (continued)

Equities	Symbol/ Type	Quantity	Current Price/ Current Value	Average Unit Cost/ Cost Basis	Unrealized Gain/(-)Loss*	Estimated Annualized Income	Estimated Yield %
SHIRE PLC CUSIP: 82481R106	SHPG Cash	18	141.2900 2,543.22	71.4344 1,285.82	1,257.40	9.50	0.37%
SMITH & NEPHEW PLC NEW SPONS ADR CUSIP: 83175M205	SNN Cash	33	71.7400 2,367.42	57.3015 1,890.95	476.46	43.89	1.85%
SUNCOR ENERGY INC NEW CUSIP: 867224107	SU Cash	69	35.0500 2,418.45	34.3368 2,369.24	49.21	52.13	2.16%
SWEDBANK AB SPONSORED ADR CUSIP: 870195104	SWDBY Cash	63	28.3100 1,783.53	16.2975 1,026.74	756.79	95.47	5.35%
SYNGENTA AG SPONSORED ADR CUSIP: 87160A100 Original Cost: 1,363.75	SYT Cash	26	79.9400 2,078.44	51.4800 1,338.48	739.96	52.69	2.54%
TAIWAN SEMICONDUCTOR MANUFACTURING COMPANY LTD SPONS ADR CUSIP: 874039100	TSM Cash	129	17.4400 2,249.76	12.8847 1,636.32	613.44	64.64	2.87%
TEVA PHARMACEUTICAL INDS LTD ADR CUSIP: 881624209	TEVA Cash	71	40.0800 2,845.68	51.0900 3,627.39	-781.71	90.46	3.18%
TOTAL S A SPONSORED ADR CUSIP: 89151E109	TOT Cash	46	61.2700 2,818.42	51.4043 2,364.60	453.82	120.79	4.29%
TOYOTA MOTOR CORP SPONSORED ADR CUSIP: 892331307	TM Cash	18	121.9200 2,194.56	84.6711 1,524.08	670.48	45.64	2.08%
TRANSCANADA CORP CUSIP: 89353D107	TRP Cash	40	45.6600 1,826.40	33.7840 1,351.36	475.03	69.51	3.81%
UNILEVER N V NEW YORK SHARES NEW CUSIP: 904784709	UN Cash	43	40.2300 1,729.89	31.6565 1,361.23	368.66	60.00	3.47%

ASSET DETAILS (continued)

PORTFOLIO ASSETS - HELD AT STIFEL (continued)

Equities	Symbol/ Type	Quantity	Current Price/ Current Value	Average Unit Cost/ Cost Basis	Unrealized Gain/(-)Loss*	Estimated Annualized Income	Estimated Yield %
VOLKSWAGEN A G SPONSORED ADR REPRESENTING PREF SH CUSIP: 928662402	VLKPY Cash	31	56.4400 1,749.64	31.3413 971.58	778.06	28.68	1.64%
WPP PLC NEW ADR CUSIP: 92937A102	WPPGY Cash	34	114.8600 3,905.24	53.5044 1,819.15	2,086.09	78.31	2.01%
UBS AG NEW CUSIP: H89231338	UBS Cash	67	19.2500 1,289.75	18.5555 1,243.22	46.53	10.72	0.83%
AVAGO TECHNOLOGIES LIMITED CUSIP: Y0486S104	AVGO Cash	59	52.6790 3,119.86	33.6883 1,987.81	1,132.19	59.00	1.89%
Total Equities			\$141,410.79	\$98,458.21	\$37,234.68	\$3,828.61	2.71%
Total Portfolio Assets - Held at Stifel			\$141,410.79	\$98,458.21	\$37,234.68	\$3,828.61	2.71%
Total Net Portfolio Value			\$152,780.28	\$109,827.70	\$37,234.68	\$3,832.01	2.51%

ASSET DETAILS

This section shows the cash equivalents and/or securities in your account. Prices obtained from outside sources are considered reliable but are not guaranteed by Stifel. Actual prices may vary, and upon sale, you may receive more or less than your original purchase price. Contact your Financial Advisor for current price quotes. Gain/Loss is provided for informational purposes only. Cost basis may be adjusted for, but not limited to, amortization, accretion, principal paydowns, capital changes, listed option premiums, gifting rules, inheritance step-up, or wash sales. The Gain/Loss information should not be used for tax preparation without the assistance of your tax advisor.

NET CASH EQUIVALENTS

	Current value	Cost Basis	Estimated Annualized Income	Estimated Yield %
CASH	15.12	15.12		
INSURED BANK PROGRAM	4,827.36	4,827.36	1.45	0.03%
Total Net Cash Equivalents	\$4,842.48	\$4,842.48	\$1.45	0.03%

PORTFOLIO ASSETS - HELD AT STIFEL

Equities	Symbol/ Type	Quantity	Current Price/ Current Value	Average Unit Cost/ Cost Basis	Unrealized Gain/(-)Loss*	Estimated Annualized Income	Estimated Yield %
AOL INC CUSIP: 00184X105	AOL Cash	75	46.6200 3,496.50	37.3011 2,797.58	698.92	N/A	N/A
AFFILIATED MANAGERS GROUP INC CUSIP: 008252108	AMG Cash	18	216.8800 3,903.84	86.7306 1,561.15	2,342.69	N/A	N/A
AKORN INC CUSIP: 009728108	AKRX Cash	90	24.6200 2,215.80	24.3044 2,187.40	28.40	N/A	N/A
ALBEMARLE CORP CUSIP: 012653101	ALB Cash	34	63.3900 2,155.26	59.2459 2,014.36	140.90	32.84	1.51%
ALLIANCE DATA SYSTEMS CORP CUSIP: 018581108	ADS Cash	23	262.9300 6,047.39	123.2926 2,835.73	3,211.66	N/A	N/A

ASSET DETAILS (continued)

PORTFOLIO ASSETS - HELD AT STIFEL (continued)

Equities	Symbol/ Type	Quantity	Current Price/ Current Value	Average Unit Cost/ Cost Basis	Unrealized Gain/(-)Loss*	Estimated Annualized Income	Estimated Yield %
AUTOLIV INC CUSIP: 052800109	ALV Cash	48	91.8000 4,406.40	69.2750 3,325.20	1,081.20	99.84	2.27%
AUTONATION INC CUSIP: 05329W102	AN Cash	57	49.6900 2,832.33	21.0693 1,200.95	1,631.38	N/A	N/A
BE AEROSPACE INC CUSIP: 073302101	BEAV Cash	37	87.0300 3,220.11	67.3619 2,492.39	727.72	N/A	N/A
CBRE GROUP INC CL A CUSIP: 12504L109	CBG Cash	152	26.3000 3,997.60	16.5594 2,365.03	1,632.57	N/A	N/A
CARRIZO OIL & GAS INC CUSIP: 144577103	CRZO Cash	68	44.7700 3,044.36	40.0916 2,726.23	318.13	N/A	N/A
CIENA CORP NEW CUSIP: 171779309	CIEN Cash	77	23.9300 1,842.61	21.4656 1,652.85	189.76	N/A	N/A
CULLEN FROST BANKERS INC CUSIP: 229899109	CFR Cash	39	74.4300 2,902.77	59.7056 2,328.52	574.25	78.00	2.69%
DANA HOLDING CORP CUSIP: 235825205	DAN Cash	117	19.6200 2,295.54	22.9276 2,682.53	-386.99	23.40	1.02%
DILLARDS INC CL A CUSIP: 254067101	DDS Cash	22	97.2100 2,138.62	75.4286 1,659.43	479.19	5.28	0.25%
DOLBY LABORATORIES INC CUSIP: 25659T107	DLB Cash	60	38.5800 2,313.60	36.1720 2,170.32	143.28	N/A	N/A
ENERSYS CUSIP: 29275Y102	ENS Cash	32	70.0900 2,242.88	33.4328 1,069.85	1,173.03	16.00	0.71%
ENTEGRIS INC CUSIP: 29362U104	ENTG Cash	181	11.5900 2,097.79	8.5385 1,545.47	552.32	N/A	N/A
EVERCORE PARTNERS INC CLASS A CUSIP: 29977A105	EVR Cash	42	59.7800 2,510.76	42.9398 1,803.47	707.29	42.00	1.67%
EXPEDIA INC NEW CUSIP: 30212P303	EXPE Cash	79	69.6600 5,503.14	29.3311 2,317.16	3,185.97	47.40	0.86%
FEI COMPANY CUSIP: 30241L109	FEIC Cash	33	89.3600 2,948.88	43.4030 1,432.30	1,516.58	15.84	0.54%

ASSET DETAILS (continued)

PORTFOLIO ASSETS - IIFIELD AT STIFEL (continued)

Equities	Symbol/ Type	Quantity	Current Price/ Current Value	Average Unit Cost/ Cost Basis	Unrealized Gain/(-) Loss*	Estimated Annualized Income	Estimated Yield %
F5 NETWORKS INC CUSIP: 315616102	FFIV Cash	27	90.8600 2,453.22	82.1615 2,218.36	234.86	N/A	N/A
FINISAR CORP NEW CUSIP: 31787A507	FNSR Cash	74	23.9200 1,770.08	22.2759 1,648.42	121.66	N/A	N/A
FIRST REPUBLIC BANK SAN FRANCISCO CA NEW CUSIP: 33616C100	FRC Cash	74	52.3500 3,873.90	40.0789 2,965.84	908.06	35.52	0.92%
FLEETCOR TECHNOLOGIES INC CUSIP: 339041105	FLT Cash	39	117.1700 4,569.63	38.2564 1,492.00	3,077.63	N/A	N/A
GNC HOLDINGS INC CL A CUSIP: 36191G107	GNC Cash	66	58.4500 3,857.70	56.9956 3,761.71	95.99	39.60	1.03%
GARTNER INC CUSIP: 366651107	IT Cash	59	71.0500 4,191.95	43.7198 2,579.47	1,612.48	N/A	N/A
GENTEX CORP CUSIP: 371901109	GNTX Cash	74	32.9800 2,440.52	29.9178 2,213.92	226.60	41.44	1.70%
GENOMIC HEALTH INC CUSIP: 37244C101	GHDX Cash	43	29.2700 1,258.61	31.1312 1,338.64	-80.03	N/A	N/A
HANGER INC CUSIP: 41043F208	HGR Cash	31	39.3400 1,219.54	24.1200 747.72	471.82	N/A	N/A
HEARTLAND PAYMENT SYSTEM INC CUSIP: 42235N108	HPY Cash	67	49.8400 3,339.28	20.9213 1,401.73	1,937.55	18.76	0.56%
HELMERICH & PAYNE INC CUSIP: 423452101	HP Cash	38	84.0800 3,195.04	42.5400 1,616.52	1,578.52	95.00	2.97%
IAC / INTERACTIVECORP PAR \$.001 CUSIP: 44919P508	IACI Cash	82	68.6510 5,629.38	39.8065 3,264.13	2,365.24	78.72	1.40%
IXIA CUSIP: 45071R109	XXIA Cash	113	13.3100 1,504.03	17.4950 1,976.93	-472.90	N/A	N/A
INCYTE CORP CUSIP: 45337C102	INCY Cash	23	50.6300 1,164.49	14.7700 339.71	824.78	N/A	N/A

ASSET DETAILS (continued)

PORTFOLIO ASSETS - HELD AT STIFEL (continued)

Equities	Symbol/ Type	Quantity	Current Price/ Current Value	Average Unit Cost/ Cost Basis	Unrealized Gain/(-) Loss *	Estimated Annualized Income	Estimated Yield %
INFORMATICA CORP CUSIP: 45666Q102	INFA Cash	54	41.5000 2,241.00	28.7865 1,554.47	686.53	N/A	N/A
INTERACTIVE BROKERS GRP INC CUSIP: 45841N107	IBKR Cash	46	24.3400 1,119.64	23.3100 1,072.26	47.38	18.40	1.64%
INTL GAME TECHNOLOGY CUSIP: 459902102	IGT Cash	164	18.1600 2,978.24	17.3740 2,849.34	128.90	72.16	2.42%
JANUS CAP GROUP INC CUSIP: 47102X105	JNS Cash	182	12.3700 2,251.34	8.5792 1,561.41	689.93	50.96	2.26%
KAPSTONE PAPER & PACKAGING CORP CUSIP: 48562P103	KS Cash	56	55.8600 3,128.16	19.5225 1,093.26	2,034.90	N/A	N/A
KERYX BIOPHARM INC CUSIP: 492515101	KERX Cash	86	12.9500 1,113.70	12.7699 1,098.21	15.49	N/A	N/A
MANHATTAN ASSOCIATES INC CUSIP: 562750109	MANH Cash	10	117.4800 1,174.80	111.1940 1,111.94	62.86	N/A	N/A
MARKETAXESS HOLDINGS INC CUSIP: 57060D108	MKTX Cash	16	66.9280 1,070.84	66.7912 1,068.66	2.18	8.32	0.78%
MEDIVATION INC CUSIP: 58501N101	MDVN Cash	26	63.8200 1,659.32	64.1135 1,666.95	-7.63	N/A	N/A
MERCADOLIBRE INC CUSIP: 58733R102	MELI Cash	39	107.7900 4,203.81	64.0931 2,499.63	1,704.18	22.30	0.53%
MOMENTA PHARMACEUTICALS INC CUSIP: 60877T100	MNTA Cash	63	17.6800 1,113.84	17.4232 1,097.66	16.18	N/A	N/A
NEUSTAR INC CUSIP: 64126X201	NSR Cash	45	49.8600 2,243.70	47.9391 2,157.26	86.44	N/A	N/A
NORDSON CORP CUSIP: 655663102	NDSN Cash	42	74.3000 3,120.60	52.4805 2,204.18	916.42	30.24	0.97%

ASSET DETAILS (continued)

PORTFOLIO ASSETS - HELD AT STIFEL (continued)

Equities	Symbol/ Type	Quantity	Current Price/ Current Value	Average Unit Cost/ Cost Basis	Unrealized Gain/(-)Loss*	Estimated Annualized Income	Estimated Yield %
OLD DOMINION FREIGHT LINES INC CUSIP: 679580100	ODFL Cash	43	53.0200 2,279.86	49.6200 2,133.66	146.20	N/A	N/A
PAREXEL INTL CORP CUSIP: 699462107	PRXL Cash	84	45.1800 3,795.12	29.5811 2,484.81	1,310.31	N/A	N/A
PETSMART INC CUSIP: 716768106	PETM Cash	57	72.7500 4,146.75	31.9900 1,823.43	2,323.32	44.46	1.07%
POLARIS INDUSTRIES INC CUSIP: 731068102	PLI Cash	34	145.6400 4,951.76	66.7950 2,271.03	2,680.73	57.12	1.15%
ROBERT HALF INTL INC CUSIP: 770323103	RHI Cash	111	41.9900 4,660.89	32.1638 3,570.18	1,090.71	71.04	1.52%
ROVI CORP CUSIP: 779376102	ROVI Cash	78	19.6900 1,535.82	25.1147 1,958.95	-423.13	N/A	N/A
SALIX PHARMACEUTICALS LIMITED CUSIP: 795435106	SLXP Cash	29	89.9400 2,608.26	88.9248 1,998.82	809.44	N/A	N/A
SALLY BEAUTY HOLDINGS INC CUSIP: 79546E104	SBH Cash	42	30.2300 1,269.66	26.4529 1,111.02	158.64	N/A	N/A
SILGAN HLDGS INC CUSIP: 827048109	SLGN Cash	62	48.0200 2,977.24	29.4400 1,825.28	1,151.96	34.72	1.17%
TIBCO SOFTWARE INC CUSIP: 88632Q103	TIBX Cash	130	22.4800 2,922.40	24.1198 3,135.58	-213.18	N/A	N/A
TOWER WATSON & COMPANY CL A CUSIP: 891894107	TW Cash	35	127.6100 4,466.35	56.4200 1,974.70	2,491.65	19.60	0.44%
TOTAL SYSTEMS SERVICES INC CUSIP: 891906109	TSS Cash	142	33.2800 4,725.76	23.5442 3,343.27	1,382.49	56.80	1.20%
UNITED RENTALS INC CUSIP: 911363109	URI Cash	75	77.9500 5,846.25	12.4797 935.98	4,910.27	N/A	N/A

ASSET DETAILS (continued)

PORTFOLIO ASSETS - HELD AT STIFEL (continued)

Equities	Symbol/ Type	Quantity	Current Price/ Current Value	Average Unit Cost/ Cost Basis	Unrealized Gain/(-)Loss*	Estimated Annualized Income	Estimated Yield %
UNITED THERAPEUTICS CORP CUSIP: 91307C102	UTHR Cash	14	113.0800 1,583.12	58.0000 812.00	771.12	N/A	N/A
UNIVERSAL HEALTH SERVICES CL B CUSIP: 913903100	UHS Cash	57	81.2600 4,631.82	38.5298 2,196.20	2,435.62	11.40	0.25%
VALMONT INDUSTRIES INC CUSIP: 920253101	VMI Cash	20	149.1200 2,982.40	123.2605 2,465.21	517.19	20.00	0.67%
VISTEON CORP NEW CUSIP: 92839U206	VC Cash	45	81.8900 3,685.05	74.4453 3,350.04	335.01	N/A	N/A
WUXI PHARMATECH CAYMAN INC SPONSORED ADR REP ORDINARY SHARES CUSIP: 929352102	WX Cash	77	38.3800 2,955.26	31.1690 2,400.01	555.25	N/A	N/A
WABTEC CUSIP: 929740108	WAB Cash	64	74.2700 4,753.28	26.8570 1,718.85	3,034.43	10.24	0.22%
WHITING PETROLEUM CORP NEW CUSIP: 966387102	WLL Cash	56	61.8700 3,464.72	49.0529 2,746.96	717.76	N/A	N/A
WILLIAMS SONOMA INC CUSIP: 969904101	WSM Cash	60	58.2800 3,496.80	44.1262 2,647.57	849.23	74.40	2.13%
WISDOMTREE INVESTMENTS INC CUSIP: 97717P104	WETF Cash	145	17.7100 2,567.95	17.6376 2,557.45	10.50	N/A	N/A
WYNDHAM WORLDWIDE CORP CUSIP: 98310W108	WYN Cash	46	73.6900 3,389.74	31.5459 1,451.11	1,938.83	53.36	1.57%
JAZZ PHARMACEUTICALS PLC SHS USD CUSIP: G50871105	JAZZ Cash	27	126.5600 3,417.12	70.7363 1,909.88	1,507.24	N/A	N/A
SIGNET JEWELERS LTD CUSIP: G81276100	SIG Cash	69	78.7000 5,430.30	36.4249 2,513.32	2,916.98	41.40	0.76%
XL GROUP PLC CUSIP: G98290102	XL Cash	108	31.8400 3,438.72	18.7376 2,131.66	1,307.06	60.48	1.76%

ASSET DETAILS (continued)

PORTFOLIO ASSETS - HELD AT STIFEL (continued)

Equities	Symbol/ Type	Quantity	Current Price/ Current Value	Average Unit Cost/ Cost Basis	Unrealized Gain/(-)Loss*	Estimated Annualized Income	Estimated Yield %
INTERXION HOLDING NV CUSIP: N47279109	INXN Cash	58	23.6100 1,369.38	22.5186 1,306.08	63.30	N/A	N/A
NXP SEMICONDUCTORS N V CUSIP: N6596X109	NXPI Cash	73	45.9300 3,352.89	30.9986 2,262.90	1,089.99	N/A	N/A
Total Equities			\$226,707.21	\$151,804.20	\$74,902.99	\$1,426.84	0.63%
Total Portfolio Assets - Held at Stifel			\$226,707.21	\$151,804.20	\$74,902.99	\$1,426.84	0.63%
Total Net Portfolio Value			\$231,549.69	\$156,646.68	\$74,902.99	\$1,428.29	0.62%

ASSET DETAILS

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NET CASH EQUIVALENTS

	Current value	Cost Basis	Estimated Annualized Income	Estimated Yield %
INSURED BANK PROGRAM	1,345.46	1,345.46	0.40	0.03%
Total Net Cash Equivalents	\$1,345.46	\$1,345.46	\$0.40	0.03%

PORTFOLIO ASSETS - HELD AT STIFEL

Equities	Symbol/ Type	Quantity	Current Price/ Current Value	Average Unit Cost/ Cost Basis	Unrealized Gain/(-)Loss*	Estimated Annualized Income	Estimated Yield %
FIRST TRUST LARGE CAP CORE ALPHADEX ETF CUSIP: 33734K109 <i>Dividend Option: Reinvest</i>	FEX Cash	368.075	41.2000 15,164.68	37,3127 13,733.89	1,430.79	155.21	1.02%
FIRST TRUST SMALL CAP CORE ALPHADEX ETF CUSIP: 33734Y109 <i>Dividend Option: Reinvest</i>	FYX Cash	198.391	48.6600 9,556.38	42.1969 8,287.09	1,269.29	33.54	0.35%
FIRST TRUST MID CAP CORE ALPHADEX ETF CUSIP: 33735B108 <i>Dividend Option: Reinvest</i>	FNX Cash	186.810	50.4600 9,426.42	44.5110 8,315.10	1,111.32	65.06	0.69%
ISHARES MSCI EAFE ETF CUSIP: 464287465 <i>Dividend Option: Reinvest</i>	EFA Cash	68.934	67.0950 4,625.12	54.4633 3,754.37	870.71	117.40	2.54%

ASSET DETAILS (continued)

PORTFOLIO ASSETS - HELD AT STIFEL (continued)

Equities		Symbol/ Type	Quantity	Current Price/ Current Value	Average Unit Cost/ Cost Basis	Unrealized Gain/(-)Loss*	Estimated Annualized Income	Estimated Yield %	
VANGUARD FTSE EMERGING MARKETS ETF CUSIP: 922042858 Dividend Option: Reinvest		VWO Cash	110,240	41,1400 4,535.27	41,9273 4,622.07	-86.82	149.81	3.30%	
Total Equities				\$43,307.87	\$38,712.52	\$4,595.29	\$521.02	1.20%	
Mutual Funds		Symbol/ Type	Quantity	Current Price/ Current Value	Average Unit Cost/ Cost Basis	Original Investment 1/ Cumulative Return ²	Unrealized Gain/(-)Loss*	Estimated Annualized Income	Estimated Yield %
Open-End Funds									
ALLIANZGI NFJ INTL VALUE CL P CUSIP: 018922849 Dividend Option: Reinvest		AFVPX Cash	484,129	23,2200 11,241.47	21,2886 10,306.44	9,985.10 1,256.37	934.97	223.18	1.99%
FIDELITY ADVISOR FLOATING RATE HIGH INCOME INSTL CL CUSIP: 315807552 Dividend Option: Reinvest		FFRIX Cash	842,685	9,9600 8,383.14	9,9303 8,368.10	8,270.09 123.05	25.01	280.95	3.35%
FIDELITY ADVISOR NEW INSIGHTS INSTL CL CUSIP: 316071604 Dividend Option: Reinvest		FINSX Cash	568,188	26,7600 15,204.71	25,7499 14,630.78	12,784.52 2,420.19	573.89	N/A	N/A
FIDELITY ADVISOR REAL ESTATE INCOME INSTL CL CUSIP: 316389444 Dividend Option: Reinvest		FRIRX Cash	384,515	11,0600 4,252.73	11,3321 4,357.37	4,135.77 116.96	-104.66	217.25	5.11%
MFS EMERGING MARKETS DEBT CL I CUSIP: 55273E640 Dividend Option: Reinvest		MEDIX Cash	292,800	14,5200 4,251.45	14,3748 4,208.95	4,135.33 116.12	42.47	223.40	5.25%
MFS VALUE CL I CUSIP: 552983694 Dividend Option: Reinvest		MEIX Cash	453,433	33,3600 15,126.52	30,4855 13,823.11	13,437.59 1,688.93	1,303.39	252.10	1.67%

ASSET DETAILS (continued)

PORTFOLIO ASSETS - YIELD AT STIFEL (continued)

Mutual Funds	Symbol/ Type	Quantity	Current Price/ Current Value	Average Unit Cost/ Cost Basis	Original Investment ^{1/} Cumulative Return ²	Unrealized Gain/(-)Loss*	Estimated Annualized Income	Estimated Yield %
Open-End Funds								
MFS UTILITIES CL I CUSIP: 552986879 Dividend Option: Reinvest	MMUX Cash	213.833	20.9100 4,471.24	20.4151 4,365.43	4,135.33 335.91	105.78	133.21	2.98%
NEUBERGER BERMAN GENESIS INSTL CL CUSIP: 641233200 Dividend Option: Reinvest	NBGX Cash	151.850	61.9000 9,399.51	56.9800 8,652.41	7,846.70 1,552.81	747.06	38.41	0.41%
OPPENHEIMER INTL GROWTH CL Y CUSIP: 68380L407 Dividend Option: Reinvest	OIGYX Cash	297.519	38.1600 11,353.32	35.0952 10,441.49	10,337.22 1,016.10	911.82	132.09	1.16%
OPPENHEIMER DEVELOPING MARKETS CL Y CUSIP: 683974505 Dividend Option: Reinvest	ODVYX Cash	123.075	37.5600 4,622.69	31.6660 3,897.29	3,759.68 883.01	725.38	30.64	0.66%
PIMCO DIVERSIFIED INCOME CL P CUSIP: 72201M826 Dividend Option: Reinvest	PDVPX Cash	655.037	11.4900 7,526.37	12.2328 8,012.95	6,887.62 638.75	-486.66	361.58	4.80%
PRINCIPAL HIGH YIELD CL P CUSIP: 74255L845 Dividend Option: Reinvest	PYHPX Cash	1,659.858	7.7600 12,880.49	7.7523 12,867.71	12,403.96 476.53	12.75	878.06	6.82%
PRINCIPAL GLOBAL DIVERSIFIED INCM CL P CUSIP: 74255L860 Dividend Option: Reinvest	PGDPX Cash	307.645	14.0800 4,325.48	13.1748 4,053.10	2,415.00 1,910.48	272.17	210.73	4.87%

ASSET DETAILS (continued)

PORTFOLIO ASSETS - HELD AT STIFEL (continued)

Mutual Funds	Symbol/ Type	Quantity	Current Price/ Current Value	Average Unit Cost/ Cost Basis	Original Investment ^{1/} Cumulative Return ²	Unrealized Gain/(-)Loss *	Estimated Annualized Income	Estimated Yield %
Open-End Funds								
PRUDENTIAL GLOBAL REAL ESTATE CLZ CUSIP: 7443336504 Dividend Option: Reinvest	PURZX Cash	194.371	22.0200 4,280.04	18.7172 3,638.09	3,361.27 918.77	641.87	45.67	1.07%
STEELPATH OPPENHEIMER MLP-INCOME CL Y CUSIP: 858268709 Dividend Option: Reinvest	MLPZX Cash	576.263	11.1800 6,442.62	11.0179 6,349.22	6,202.48 240.14	93.37	446.60	6.93%
TEMPLETON GLOBAL TOTAL RETURN ADVISOR CL CUSIP: 880208855 Dividend Option: Reinvest	TRZX Cash	1,618.774	13.4900 21,837.26	12.6377 20,457.57	17,089.75 4,747.51	1,379.45	1,416.42	6.49%
TRANSAMERICA MULTI-MANAGER ALTERNATIVES STRAT CL I CUSIP: 893962241 Dividend Option: Reinvest	TASIX Cash	1,052.260	10.2000 10,733.05	9.9124 10,430.37	10,336.81 396.24	302.67	240.96	2.25%
VANGUARD SHORT TERM FEDERAL ADMIRAL CL CUSIP: 922031844 Dividend Option: Reinvest	VSGDX Cash	1,943.888	10.7000 20,799.60	10.7897 20,973.91	20,848.12 -48.52	-174.36	128.29	0.62%
Total Mutual Funds			\$177,141.69	\$169,834.29		\$7,306.37	\$5,259.54	2.97%
Total Portfolio Assets - Held at Stifel			\$220,449.56	\$208,546.81		\$11,901.66	\$5,780.56	2.62%
Total Net Portfolio Value			\$221,795.02	\$209,892.27		\$11,901.66	\$5,780.96	2.61%

ASSET DETAILS

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NET CASH EQUIVALENTS

	Current value	Cost Basis	Estimated Annualized Income	Estimated Yield %
CASH	61.88	61.88	2.54	0.03%
INSURED BANK PROGRAM	8,468.90	8,468.90		
Total Net Cash Equivalents	\$8,530.78	\$8,530.78	\$2.54	0.03%

PORTFOLIO ASSETS - HELD AT STIFEL

Corporate/Government Bonds	Symbol/ Bond Rating/ Type	Quantity	Current Price/ Current Value	Average Unit Cost/ Cost Basis	Accrued Income	Unrealized Gain/(-)Loss*	Estimated Annualized Income	Estimated Yield %
U S TREASURY NOTE CPN 0.750% DUE 10/31/17 DTD 10/31/12 FC 04/30/13 CUSIP: 912828TW0 Original Cost: 18,012.84	Moody: Aaa Cash	18,000	98.1880 17,673.84	100.0155 18,002.79	23.12	-328.95	135.00	0.76%
U S TREASURY NOTE CPN 1.125% DUE 12/31/19 DTD 12/31/12 FC 06/30/13 CUSIP: 912828UF5 Original Cost: 10,821.09	Moody: Aaa Cash	11,000	94.4450 10,388.95	98.4736 10,832.10	0.34	-443.15	123.75	1.19%
U S TREASURY NOTE CPN 2.000% DUE 11/15/21 DTD 11/15/11 FC 05/15/12 CUSIP: 912828RR3 Original Cost: 9,139.29	Moody: Aaa Cash	9,000	95.4450 8,590.05	101.3914 9,125.23	23.37	-535.18	180.00	2.10%

ASSET DETAILS (continued)

PORTFOLIO ASSETS - HELD AT STIFEL (continued)

Corporate/Government Bonds	Symbol/ Bond Rating/ Type	Quantity	Current Price/ Current Value	Average Unit Cost/ Cost Basis	Accrued Income	Unrealized Gain/(-) Loss *	Estimated Annualized Income	Estimated Yield %
U S TREASURY NOTE INFLATION INDEX NOTE CPN 0.125% DUE 07/15/22 DTD 07/15/12 FC 01/15/13 CUSIP: 912828TE0 Remaining Balance: \$23,360.41 Original Cost: 25,344.45	Moody: Aaa Cash	23,000	95.7890 22,376.70	109.5511 25,591.59	13.49	-3,214.89	29.09	0.13%
U S TREASURY NOTE CPN 2.000% DUE 02/15/23 DTD 02/15/13 FC 08/15/13 CUSIP: 912828JN8 Original Cost: 7,965.36	Moody: Aaa Cash	8,000	92.7660 7,421.28	99.5392 7,963.14	60.44	-541.86	160.00	2.16%
U S TREASURY INFLATION INDEX NOTE CPN 2.375% DUE 01/15/25 DTD 07/15/04 FC 01/15/05 CUSIP: 912810FR4 Remaining Balance: \$3,717.30 Original Cost: 4,450.94	Moody: Aaa Cash	3,000	114.9450 4,272.85	119.6080 4,446.19	40.78	-173.35	87.96	2.07%
FEDL NATL MTG ASSN POOL #745580 CPN 5.000% DUE 06/01/36 DTD 05/01/06 FC 06/25/06 CUSIP: 31403DJZ3 Remaining Balance: \$127.74 Original Cost: 151.20	Cash	1,000	108.5323 138.64	109.0561 139.31	0.53	-0.67	6.38	4.61%
FEDL NATL MTG ASSN POOL #AL0527 CPN 5.000% DUE 02/01/38 DTD 07/01/11 FC 08/25/11 CUSIP: 3138EGSR6 Remaining Balance: \$1,590.04 Original Cost: 2,548.07	Cash	5,000	108.5223 1,726.55	112.3516 1,786.44	6.63	-60.89	79.50	4.61%

ASSET DETAILS (continued)

PORTFOLIO ASSETS - HELD AT STIFEL (continued)

Corporate/Government Bonds	Symbol/ Bond Rating/ Type	Quantity	Current Price/ Current Value	Average Unit Cost/ Cost Basis	Accrued Income	Unrealized Gain/(Loss)*	Estimated Annualized Income	Estimated Yield %
FEDL NATL MTG ASSN POOL #995069 CPN 6.000% DUE 10/01/38 DTD 11/01/08 FC 12/25/08 CUSIP: 31416BMS4 Remaining Balance: \$1,677.55 Original Cost: 12,209.52	Cash	12,000	111.3165 1,867.38	112.4897 1,887.07	8.39	-19.69	100.65	5.39%
FEDL HOME LOAN MTG CORP POOL #G08323 GOLD CPN 5.000% DUE 02/01/39 DTD 02/01/09 FC 03/15/09 CUSIP: 3128MJLD0 Remaining Balance: \$170.71 Original Cost: 198.13	Cash	1,000	107.6843 183.82	108.8513 185.82	0.71	-2.00	8.53	4.64%
FEDL NATL MTG ASSN POOL #AB1389 CPN 4.500% DUE 08/01/40 DTD 07/01/10 FC 08/25/10 CUSIP: 31416WRK0 Remaining Balance: \$602.69 Original Cost: 1,785.79	Cash	2,000	105.9945 638.82	104.7600 631.38	2.26	7.44	27.12	4.25%
FEDL NATL MTG ASSN POOL #AD8033 CPN 4.000% DUE 08/01/40 DTD 07/01/10 FC 08/25/10 CUSIP: 31418V4T6 Remaining Balance: \$1,626.82 Original Cost: 2,879.62	Cash	4,000	102.9875 1,675.41	111.6524 1,816.38	5.42	-140.97	65.07	3.88%
FEDL HOME LOAN MTG CORP POOL #A97047 GOLD CPN 4.500% DUE 02/01/41 DTD 02/01/11 FC 03/15/11 CUSIP: 312945ZL5 Remaining Balance: \$5,041.85 Original Cost: 11,072.62	Cash	11,000	105.9719 5,342.94	101.4405 5,114.48	18.91	228.48	226.88	4.25%

ASSET DETAILS (continued)

PORTFOLIO ASSETS - HELD AT STIFEL (continued)

Corporate/Government Bonds	Symbol/ Bond Rating/ Type	Quantity	Current Price/ Current Value	Average Unit Cost/ Cost Basis	Accrued Income	Unrealized Gain/(-)Loss*	Estimated Annualized Income	Estimated Yield %
FEDL NATL MTG ASSN POOL #AL0160 CPN 4.500% DUE 05/01/41 DTD 04/01/11 FC 05/25/11 CUSIP: 3138EGFA7 Remaining Balance: \$470.44 Original Cost: 633.65	Cash	1,000	106.3069 500.11	109.9433 517.22	1.76	-17.11	21.16	4.23%
FEDL NATL MTG ASSN POOL #AL1700 CPN 4.000% DUE 09/01/41 DTD 04/01/12 FC 05/25/12 CUSIP: 3138EH3J9 Remaining Balance: \$628.25 Original Cost: 797.70	Cash	1,000	103.0017 647.10	108.3684 680.82	2.09	-33.72	25.12	3.88%
FEDL NATL MTG ASSN POOL #AB4115 CPN 4.000% DUE 12/01/41 DTD 11/01/11 FC 12/25/11 CUSIP: 31417ASD2 Remaining Balance: \$8,314.35 Original Cost: 16,947.11	Cash	17,000	103.0077 8,564.42	111.0259 9,231.09	27.72	-666.67	332.57	3.88%
FEDL NATL MTG ASSN POOL #AK9445 CPN 4.000% DUE 03/01/42 DTD 03/01/12 FC 04/25/12 CUSIP: 3138EEP78 Remaining Balance: \$654.68 Original Cost: 826.90	Cash	1,000	103.0169 674.42	107.5706 704.24	2.18	-29.82	26.18	3.88%
FEDL NATL MTG ASSN POOL #AP3667 CPN 3.500% DUE 10/01/42 DTD 09/01/12 FC 10/25/12 CUSIP: 3138M7CD5 Remaining Balance: \$9,089.01 Original Cost: 10,712.65	Cash	10,000	99.4710 9,040.92	107.9995 9,816.08	26.51	-775.16	318.11	3.52%

ASSET DETAILS (continued)

PORTFOLIO ASSETS - IIFED AT STIFEL (continued)

Corporate/Government Bonds	Symbol/ Bond Rating/ Type	Quantity	Current Price/ Current Value	Average Unit Cost/ Cost Basis	Accrued Income	Unrealized Gain/(-)Loss*	Estimated Annualized Income	Estimated Yield %
FEDL NATL MTG ASSN POOL #AB7079 CPN 3.000% DUE 11/01/42 DTD 11/01/12 FC 12/25/12 CUSIP: 31417D2M4 Remaining Balance: \$6,642.74 Original Cost: 7,377.89	Cash	7,000	95.0394 6,313.21	105.6888 7,020.63	16.61	-707.42	199.28	3.16%
FEDL HOME LOAN MTG CORP POOL #Q16644 GOLD CPN 3.500% DUE 03/01/43 DTD 03/01/13 FC 04/15/13 CUSIP: 3132J7ZJ4 Remaining Balance: \$962.89 Original Cost: 983.63	Cash	1,000	99.3346 956.48	99.3308 956.45	2.81	0.03	33.70	3.52%
FEDL NATL MTG ASSN POOL #AT0181 CPN 3.000% DUE 03/01/43 DTD 03/01/13 FC 04/25/13 CUSIP: 3138WMFX4 Remaining Balance: \$970.16	Cash	1,000	95.0689 922.31	95.6641 928.09	2.43	-5.78	29.10	3.16%
FEDL NATL MTG ASSN POOL #AT3066 CPN 3.500% DUE 04/01/43 DTD 04/01/13 FC 05/25/13 CUSIP: 3138WQMQ2 Remaining Balance: \$975.26	Cash	1,000	99.4406 969.80	99.9452 974.73	2.85	-4.93	34.13	3.52%
FEDL NATL MTG ASSN POOL #AT6306 CPN 4.000% DUE 06/01/43 DTD 05/01/13 FC 06/25/13 CUSIP: 3138WUAG8 Remaining Balance: \$987.05	Cash	1,000	103.2546 1,019.17	103.7272 1,023.84	3.29	-4.67	39.48	3.87%

ASSET DETAILS (continued)**PORTFOLIO ASSETS - HELD AT STIFEL (continued)**

Corporate/Government Bonds	Symbol/ Bond Rating/ Type	Quantity	Current Price/ Current Value	Average Unit Cost/ Cost Basis	Accrued Income	Unrealized Gain/(-) Loss*	Estimated Annualized Income	Estimated Yield %
FEDL NATL MTG ASSN POOL #AU7305 CPN 4.000% DUE 08/01/43 DTD 08/01/13 FC 09/25/13 CUSIP: 3138X7DK6 Remaining Balance: \$993.51 Original Cost: 1,033.13	Cash	1,000	103.0727 1,024.04	103.3353 1,026.65	3.31	-2.61	39.74	3.88%
FEDL NATL MTG ASSN POOL #AS0415 CPN 4.000% DUE 09/01/43 DTD 08/01/13 FC 09/25/13 CUSIP: 3138W9N97 Remaining Balance: \$979.45 Original Cost: 1,037.97	Cash	1,000	103.0316 1,009.14	104.0080 1,018.71	3.27	-9.57	39.17	3.88%
Total Corporate/Government Bonds		151,000	\$113,937.35	\$121,420.47	\$299.22	-\$7,483.13	\$2,367.67	2.08%

Mutual Funds	Symbol/ Type	Quantity	Current Price/ Current Value	Average Unit Cost/ Cost Basis	Original Investment 1/ Cumulative Return²	Unrealized Gain/(-) Loss*	Estimated Annualized Income	Estimated Yield %
Open-End Funds								
ALLIANZ FIXED INCOME SHARES CL C CUSIP: 01882B205	FXICX Cash	4,085	12.1900 49,796.15	12.0173 49,090.74	49,090.74 705.41	705.41	2,250.83	4.52%
FIXED INCOME SHARES CL M CUSIP: 01882B304	FXIMX Cash	4,540	10.5800 48,033.20	10.0094 45,442.83	45,442.83 2,590.37	2,590.37	1,466.42	3.05%
Total Mutual Funds			\$97,829.35	\$94,533.57		\$3,295.78	\$3,717.25	3.80%
Total Portfolio Assets - Held at Stifel			\$211,766.70	\$215,954.04		-\$4,187.35	\$6,084.92	2.87%
Total Net Portfolio Value			\$220,297.48	\$224,484.82		-\$4,187.35	\$6,087.46	2.76%

ASSET DETAILS

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NET CASH EQUIVALENTS

	Current value	Cost Basis	Estimated Annualized Income	Estimated Yield %
CASH	1,727.76	1,727.76		
INSURED BANK PROGRAM	7,122.95	7,122.95	2.14	0.03%
Total Net Cash Equivalents	\$8,850.71	\$8,850.71	\$2.14	0.02%

PORTFOLIO ASSETS - HELD AT STIFEL

Equities	Symbol/ Type	Quantity	Current Price/ Current Value	Average Unit Cost/ Cost Basis	Unrealized Gain/(-)Loss*	Estimated Annualized Income	Estimated Yield %
ASTRAZENECA PLC SPONSORED ADR CUSIP: 046353108	AZN Cash	73	59.3700 4,334.01	44.2434 3,229.77	1,104.24	204.40	4.72%
AUSTRALIA & NEW ZEALAND BANKING GROUP LIMITED SPONSORED ADR CUSIP: 052528304	ANZBY Cash	86	28.8500 2,481.10	22.2500 1,913.50	567.60	127.03	5.12%
BAE SYSTEMS PLC SPONSORED ADR CUSIP: 05523R107	BAESY Cash	87	29.2900 2,548.23	20.8324 1,812.42	735.81	107.54	4.22%

ASSET DETAILS (continued)

PORTFOLIO ASSETS - HELD AT STIFEL (continued)

Equities	Symbol/ Type	Quantity	Current Price/ Current Value	Average Unit Cost/ Cost Basis	Unrealized Gain/(-)Loss*	Estimated Annualized Income	Estimated Yield %
BANCO BRADESCO SA SPONSORED ADR REPSTG PFD SHS NEW 2004 CUSIP: 059460303 Original Cost 2,785.81	BBD Cash	193	12.5300 2,418.29	14.4017 2,779.53	-361.25	48.71	2.01%
BARCLAYS PLC ADR CUSIP: 06738E204	BCS Cash	76	18.1300 1,377.88	14.2762 1,084.99	292.89	28.14	2.04%
BOC HONG KONG HOLDINGS LTD SPON ADR CUSIP: 098813209	BHKLY Cash	37	64.5200 2,387.24	67.8232 2,509.46	-122.22	118.05	4.95%
CAP GEMINI SA ADR CUSIP: 139098107	CGEMY Cash	47	33.8700 1,591.89	19.3483 909.37	682.52	30.57	1.92%
CARLSBERG AS SPONSORED ADR CUSIP: 142795202	CABGY Cash	109	22.1000 2,408.90	17.0312 1,856.40	552.50	22.41	0.93%
CENTRICA PLC SPONSORED ADR NEW CUSIP: 15639K300	CPYYY Cash	30	23.1800 695.40	22.6297 678.89	16.51	31.49	4.53%
CHINA CONSTRUCTION BANK CORP ADR CUSIP: 168919108	CICHY Cash	159	15.1800 2,413.62	14.8764 2,365.34	48.28	138.05	5.72%
CHINA MOBILE LIMITED SPONSORED ADRS CUSIP: 16941M109	CHL Cash	48	52.2900 2,509.92	52.4071 2,515.54	-5.62	107.48	4.28%
CHINA PETROLEUM & CHEM CORP SPONSORED ADR REPRESENTING H SHARES CUSIP: 16941R108	SNP Cash	26	82.1700 2,136.42	74.8454 1,945.98	190.43	110.16	5.16%
COMPANHIA DE SANEAMENTO BASICO DO ESTADO DE SAO PAULO SABESP SPONS ADR CUSIP: 20441A102	SBS Cash	237	11.3400 2,687.58	6.4086 1,518.84	1,168.74	178.88	6.66%

ASSET DETAILS (continued)

PORTFOLIO ASSETS - HELD AT STIFEL (continued)

Equities	Symbol/ Type	Quantity	Current Price/ Current Value	Average Unit Cost/ Cost Basis	Unrealized Gain/(-)Loss*	Estimated Annualized Income	Estimated Yield %
COMPANHIA PARANAENSE DE ENERGIA-COPEL SPONS ADR REPSTG PFD CL B CUSIP: 20441B407	ELP Cash	144	13.1400 1,892.16	18.8719 2,717.55	-825.39	115.11	6.08%
DEUTSCHE BOERSE ADR CUSIP: 251542106	DBOEY Cash	164	8.2500 1,353.00	4.8286 791.89	561.11	44.47	3.29%
DIAGEO PLC NEW SPONSORED ADR CUSIP: 25243Q205	DEO Cash	10	132.4200 1,324.20	62.2960 622.96	701.24	29.98	2.26%
GOLDEN AGRI RESOURCES LTD ADR CUSIP: 380787200	GARYP Cash	45	43.2800 1,947.60	51.5616 2,320.27	-372.67	42.32	2.17%
HSBC HOLDINGS PLC SPONSORED ADR NEW CUSIP: 404280406	HSBC Cash	42	55.1300 2,315.46	45.1000 1,894.20	421.28	100.80	4.35%
HITACHI LTD ADR 10 COM CUSIP: 433578507	HTIY Cash	40	76.4100 3,056.40	53.3362 2,133.45	922.95	39.19	1.28%
IMPERIAL TOBACCO GRP PLC SPONS ADR CUSIP: 453142101	ITYBY Cash	32	77.7800 2,488.96	71.5400 2,289.28	199.68	117.75	4.73%
ISRAEL CHEMICALS LTD ADR CUSIP: 465036200	ISCHY Cash	87	8.4000 730.80	10.1662 884.46	-153.66	44.13	6.04%
ISUZU MOTORS LTD ADR CUSIP: 465254209	ISUZY Cash	39	62.3500 2,431.65	61.4162 2,395.23	36.42	45.88	1.89%
KDDI CORP ADR CUSIP: 48667L106	KDDIY Cash	57	15.4400 880.08	N/A Incomplete	N/A	16.79	1.91%
KOC HOLDING ADR CUSIP: 49989A109	KHOLY Cash	44	20.6100 906.84	N/A Incomplete	N/A	18.12	2.00%
KOMATSU LTD SPONS ADR NEW CUSIP: 500458401	KMTUY Cash	43	20.5800 884.94	24.5408 1,055.64	-170.70	22.69	2.56%

ASSET DETAILS (continued)

PORTFOLIO ASSETS - HELD AT STIFEL (continued)

Equities	Symbol/ Type	Quantity	Current Price/ Current Value	Average Unit Cost/ Cost Basis	Unrealized Gain/(Loss)*	Estimated Annualized Income	Estimated Yield %
MAGNA INTERNATIONAL INC CLASS A CUSIP: 559222401	MGA Cash	22	82.0500 1,805.32	37.1845 818.06	987.26	28.16	1.56%
MANULIFE FINANCIAL CORP CUSIP: 56501R106	MFC Cash	164	19.7300 3,235.72	14.4520 2,370.12	865.60	80.54	2.49%
MARKS & SPENCER GRP PLC SPONSORED ADR CUSIP: 570912105	MAKSY Cash	100	14.3340 1,433.40	11.1200 1,112.00	321.40	52.40	3.66%
MITSUI & COMPANY LTD ADR CUSIP: 606827202	MITSY Cash	8	280.0500 2,240.48	272.2138 2,177.71	62.77	72.87	3.25%
MIZUHO FINANCIAL GRP INC SPONSORED ADR CUSIP: 60687Y109	MFG Cash	596	4.3600 2,598.56	3.3472 1,994.95	603.61	70.26	2.70%
MOBILE TELESYSTEM OJSC SPONS ADR CUSIP: 607409109	MBT Cash	57	21.6300 1,232.91	21.3000 1,214.10	18.81	70.08	5.68%
NITTO DENKO CORP ADR CUSIP: 654802206	NDEKY Cash	81	21.3300 1,727.73	18.7757 1,520.83	206.90	40.31	2.33%
OIL COMPANY LUKOIL SPONS ADR CUSIP: 677862104	LUKOY Cash	42	63.1200 2,651.04	60.6581 2,547.64	103.40	128.82	4.86%
ORANGE SPONS ADR CUSIP: 684060106	ORAN Cash	112	12.3500 1,383.20	16.5015 1,848.17	-464.97	75.84	5.48%
RIO TINTO PLC SPONSORED ADR CUSIP: 767204100	RIO Cash	42	56.4300 2,370.06	57.1748 2,401.34	-31.28	74.01	3.12%
ROYAL DUTCH SHELL PLC SPONSORED ADR REPSTG A SHARES CUSIP: 780259206	RDSA Cash	51	71.2700 3,634.77	68.9649 3,517.21	117.58	156.06	4.29%
SAGE GROUP PLC ADR NEW CUSIP: 78663S201	SGPY Cash	53	26.7100 1,415.63	15.2532 808.42	607.21	31.58	2.23%

ASSET DETAILS (continued)

PORTFOLIO ASSETS - HELD AT STIFEL (continued)

Equities	Symbol/ Type	Quantity	Current Price/ Current Value	Average Unit Cost/ Cost Basis	Unrealized Gain/(-)Loss*	Estimated Annualized Income	Estimated Yield %
SANOFI SPON ADR CUSIP: 80105N105	SNY Cash	49	53.6300 2,627.87	35.8986 1,759.03	868.84	87.83	3.34%
SASOL LIMITED SPONSORED ADR CUSIP: 803866300	SSL Cash	82	49.4500 4,054.90	41.1368 3,373.22	681.68	136.20	3.36%
SBERBANK RUSSIA SPON ADR CUSIP: 80585Y308	SBRXY Cash	97	12.5700 1,219.29	11.4185 1,107.59	111.70	30.04	2.46%
SEGA SAMMY HOLDINGS INC SPONSORED ADR REPSTG COM SEGA SAMMY HLDGS INC CUSIP: 815794102	SGAMY Cash	241	6.3700 1,535.17	5.2945 1,275.97	259.20	21.20	1.38%
SERCO GROUP PLC ADR CUSIP: 81748L100	SECCY Cash	15	8.3800 125.70	8.1080 121.62	4.08	2.43	1.94%
SIEMENS A G SPONS ADR CUSIP: 826197501	SI Cash	22	138.5100 3,047.22	77.6991 1,709.38	1,337.84	89.50	2.94%
STATOIL ASA SPONSORED ADR CUSIP: 85771P102	STO Cash	89	24.1300 2,147.57	22.9751 2,044.78	102.79	101.90	4.75%
SVENSKA CELLULOSA AKTIEBOLAGET SCA SPONSORED ADR CUSIP: 869587402	SVCBY Cash	48	30.8800 1,482.24	11.5100 552.48	929.76	33.04	2.23%
TAIWAN SEMICONDUCTOR MANUFACTURING COMPANY LTD SPONS ADR CUSIP: 874039100	TSM Cash	65	17.4400 1,133.60	11.1492 724.70	408.90	32.57	2.87%
TATA MOTORS LTD SPONS ADR CUSIP: 876568502	TTM Cash	42	30.8000 1,293.60	15.6993 659.37	634.23	6.44	0.50%
TELENOR ASA SPONSORED ADR CUSIP: 87944W105	TELNY Cash	17	71.5700 1,216.69	67.3329 1,144.66	72.03	52.22	4.29%

ASSET DETAILS (continued)

PORTFOLIO ASSETS - HELD AT STIFEL (continued)

Equities	Symbol/ Type	Quantity	Current Price/ Current Value	Average Unit Cost/ Cost Basis	Unrealized Gain/(-)Loss*	Estimated Annualized Income	Estimated Yield %
TESCO PLC SPONSORED ADR CUSIP: 881575302	TSCDY Cash	139	16.8400 2,340.76	17.5562 2,440.31	-99.55	94.79	4.05%
TEVA PHARMACEUTICAL INDS LTD ADR CUSIP: 881624209	TEVA Cash	64	40.0800 2,565.12	44.6231 2,855.88	-290.76	81.54	3.18%
TORONTO DOMINION BANK NEW CUSIP: 891160509	TD Cash	28	94.2400 2,638.72	62.7818 1,757.89	880.83	89.91	3.41%
UNITED OVERSEAS BK LTD SPONS ADR CUSIP: 911271302	UOVEY Cash	80	33.6200 2,689.60	28.5300 2,282.40	407.20	88.62	3.30%
VALE S A ADR CUSIP: 91912E105	VALE Cash	160	15.2500 2,440.00	20.7352 3,317.63	-877.63	137.08	5.62%
VOLKSWAGEN A G SPONSORED ADR REPRESENTING PREF SH CUSIP: 928662402	VLKPY Cash	59	58.4400 3,329.96	40.1056 2,366.23	963.73	54.59	1.64%
YAMANA GOLD INC CUSIP: 98462Y100	AUY Cash	200	8.6200 1,724.00	9.4266 1,885.31	-161.31	52.00	3.02%
ZURICH INSURANCE GRP LTD CUSIP: 989825104 Original Cost: 2,650.39	ZURVY Cash	125	29.1700 3,646.25	17.5510 2,193.87	1,452.38	227.76	6.25%
AXIS CAPITAL HOLDINGS LIMITED CUSIP: G0692U109	AXS Cash	48	47.5700 2,283.36	31.0446 1,490.14	793.22	51.84	2.27%
ENSCO PLC CL A CUSIP: G3157S108	ESV Cash	18	57.1800 1,029.24	63.9000 1,150.20	-120.96	54.00	5.25%

ASSET DETAILS (continued)

PORTFOLIO ASSETS - HELD AT STIFEL (continued)

Equities	Symbol/ Type	Quantity	Current Price/ Current Value	Average Unit Cost/ Cost Basis	Unrealized Gain/(-) Loss *	Estimated Annualized Income	Estimated Yield %
RENAISSANCE HOLDINGS LIMITED CUSIP: G7496G103	RNR Cash	14	97.3400 1,362.76	56.0871 785.22	577.54	15.68	1.15%
Total Equities			\$121,865.01	\$101,553.39	\$18,524.68	\$4,312.25	3.54%
Total Portfolio Assets - Held at Stifel			\$121,865.01	\$101,553.39	\$18,524.68	\$4,312.25	3.54%
Total Net Portfolio Value			\$130,715.72	\$110,404.10	\$18,524.68	\$4,314.39	3.30%

ASSET DETAILS

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NET CASH EQUIVALENTS

	Current value	Cost Basis	Estimated Annualized Income	Estimated Yield %
INSURED BANK PROGRAM	1,653.62	1,653.62	0.50	0.03%
Total Net Cash Equivalents	\$1,653.62	\$1,653.62	\$0.50	0.03%

PORTFOLIO ASSETS - HELD AT STIFEL

Equities	Symbol/ Type	Quantity	Current Price/ Current Value	Average Unit Cost/ Cost Basis	Unrealized Gain/(-)Loss*	Estimated Annualized Income	Estimated Yield %
FIRST TRUST LARGE CAP CORE ALPHADEX ETF CUSIP: 33734K109 Dividend Option: Reinvest	FEX Cash	231.304	41.2000 9,529.72	36.7089 8,490.92	1,038.80	97.54	1.02%
FIRST TRUST SMALL CAP CORE ALPHADEX ETF CUSIP: 33734Y109 Dividend Option: Reinvest	FYX Cash	226.451	48.6600 11,019.09	42.1575 9,546.61	1,472.48	38.67	0.35%
FIRST TRUST MID CAP CORE ALPHADEX ETF CUSIP: 33735B108 Dividend Option: Reinvest	FNX Cash	286.241	50.4600 14,443.71	44.4909 12,735.13	1,708.58	99.69	0.69%
ISHARES MSCI EAFE ETF CUSIP: 464287465 Dividend Option: Reinvest	EFA Cash	122.742	67.0950 8,235.37	54.8938 6,737.78	1,497.57	209.05	2.54%

ASSET DETAILS (continued)**PORTFOLIO ASSETS - HELD AT STIFEL (continued)**

Equities		Symbol/ Type	Quantity	Current Price/ Current Value	Average Unit Cost/ Cost Basis	Unrealized Gain/(-)Loss*	Estimated Annualized Income	Estimated Yield %	
VANGUARD FTSE EMERGING MARKETS ETF CUSIP: 922042858 Dividend Option: Reinvest		VWO Cash	140.051	41.1400 5,761.69	41.9454 5,874.50	-112.83	190.32	3.30%	
Total Equities				\$48,989.58	\$43,384.94	\$5,604.60	\$635.27	1.30%	
Mutual Funds		Symbol/ Type	Quantity	Current Price/ Current Value	Average Unit Cost/ Cost Basis	Original Investment %/ Cumulative Return ²	Unrealized Gain/(-)Loss*	Estimated Annualized Income	Estimated Yield %
Open-End Funds									
ALLIANZGI NFJ INTL VALUE CL P CUSIP: 018922849 Dividend Option: Reinvest		AFVPX Cash	739.885	23.2200 17,180.12	21.6529 16,020.64	15,825.96 1,354.16	1,159.47	341.08	1.99%
FIDELITY ADVISOR FLOATING RATE HIGH INCOME INSTL CL CUSIP: 315807552 Dividend Option: Reinvest		FFRIX Cash	430.175	9.9600 4,284.54	9.9303 4,271.76	4,221.73 62.81	12.75	143.42	3.35%
FIDELITY ADVISOR NEW INSIGHTS INSTL CL CUSIP: 316071604 Dividend Option: Reinvest		FINSX Cash	580.926	26.7600 15,545.57	23.8521 13,856.33	11,936.89 3,608.68	1,689.19	N/A	N/A
MFS EMERGING MARKETS DEBT CL I CUSIP: 55273E640 Dividend Option: Reinvest		MEDIX Cash	298.837	14.5200 4,339.11	14.3749 4,295.75	4,220.73 118.38	43.34	228.01	5.25%
MFS VALUE CL I CUSIP: 552983694 Dividend Option: Reinvest		MEIIX Cash	462.832	33.3600 15,440.07	30.4854 14,109.61	13,716.10 1,723.97	1,330.44	257.33	1.67%
NEUBERGER BERMAN GENESIS INSTL CL CUSIP: 641233200 Dividend Option: Reinvest		NBGIX Cash	155.477	61.9000 9,624.02	54.7258 8,508.60	7,555.45 2,068.57	1,115.37	39.33	0.41%

ASSET DETAILS (continued)

PORTFOLIO ASSETS - HELD AT STIPEL (continued)

Mutual Funds	Symbol/ Type	Quantity	Current Price/ Current Value	Average Unit Cost/ Cost Basis	Original Investment ¹ / Cumulative Return ²	Unrealized Gain/(-) Loss [*]	Estimated Annualized Income	Estimated Yield %
Open-End Funds								
OPPENHEIMER INTL GROWTH CL Y CUSIP: 68380L407 Dividend Option: Reinvest	OIGYX Cash	455.491	38.1600 17,381.53	35.0952 15,985.57	15,825.93 1,555.60	1,395.96	202.23	1.16%
OPPENHEIMER DEVELOPING MARKETS CL Y CUSIP: 683974505 Dividend Option: Reinvest	ODVYX Cash	313.787	37.5600 11,785.83	31.9245 10,017.50	9,757.05 2,028.78	1,768.32	78.13	0.66%
PIMCO DIVERSIFIED INCOME CL P CUSIP: 72201M826 Dividend Option: Reinvest	PDVPX Cash	381.723	11.4900 4,385.99	12.2358 4,670.70	4,091.99 294.00	-284.78	210.71	4.80%
PRINCIPAL HIGH YIELD CL P CUSIP: 74255L845 Dividend Option: Reinvest	PYHPX Cash	1,411.811	7.7600 10,955.65	7.7523 10,944.77	10,550.30 405.35	10.85	746.84	6.82%
PRINCIPAL GLOBAL DIVERSIFIED INCM CL P CUSIP: 74255L860 Dividend Option: Reinvest	PGDPX Cash	549.379	14.0600 7,724.26	13.9177 7,646.09	6,240.25 1,484.01	78.01	376.32	4.87%
PRUDENTIAL GLOBAL REAL ESTATE CL Z CUSIP: 744336504 Dividend Option: Reinvest	PURZX Cash	195.893	22.0200 4,313.56	16.2449 3,182.27	2,805.92 1,507.64	1,131.23	46.03	1.07%
STEELPATH OPPENHEIMER MLP INCOME CL Y CUSIP: 858268709 Dividend Option: Reinvest	MLPZX Cash	588.165	11.1800 6,575.68	11.0179 6,480.34	6,330.58 245.10	95.32	455.82	6.93%

ASSET DETAILS (continued)

PORTFOLIO ASSETS - HELD AT STIFEL (continued)

Mutual Funds	Symbol/ Type	Quantity	Current Price/ Current Value	Average Unit Cost/ Cost Basis	Original Investment ¹ / Cumulative Return ²	Unrealized Gain/(-)Loss*	Estimated Annualized Income	Estimated Yield %
Open-End Funds								
TEMPLETON GLOBAL TOTAL RETURN ADVISOR CL CUSIP: 880208855 Dividend Option: Reinvest	TTRX Cash	1,322.015	13.4900 17,833.98	12.8814 17,029.46	15,088.51 2,745.47	804.24	1,156.76	6.49%
TRANSAMERICA MULTI MANAGER ALTERNATIVES STRAT CL I CUSIP: 893962241 Dividend Option: Reinvest	TASX Cash	859.215	10.2000 8,763.99	9.9124 8,516.85	8,440.45 323.54	247.14	196.78	2.25%
VANGUARD SHORT TERM FEDERAL ADMIRAL CL CUSIP: 922031844 Dividend Option: Reinvest	VSGDX Cash	114.331	10.7000 1,223.34	10.6509 1,217.73	1,194.21 29.13	5.59	7.54	0.62%
Total Mutual Funds			\$157,357.24	\$146,753.97		\$10,602.44	\$4,486.31	2.85%
Total Portfolio Assets - Held at Stifel			\$206,346.82	\$190,138.91		\$16,207.04	\$5,121.58	2.48%
Total Net Portfolio Value			\$208,000.44	\$191,792.53		\$16,207.04	\$5,122.08	2.46%

ASSET DETAILS

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NET CASH EQUIVALENTS

	Current value	Cost Basis	Estimated Annualized Income	Estimated Yield %
INSURED BANK PROGRAM	1,435.59	1,435.59	0.43	0.03%
Total Net Cash Equivalents	\$1,435.59	\$1,435.59	\$0.43	0.03%

PORTFOLIO ASSETS - HELD AT STIFEL

Corporate/Government Bonds	Symbol/ Bond Rating/ Type	Quantity	Current Price/ Current Value	Average Unit Cost/ Cost Basis	Accrued Income	Unrealized Gain/(-) Loss*	Estimated Annualized Income	Estimated Yield %
U S TREASURY NOTE CPN 1.750% DUE 01/31/14 DTD 01/31/09 FC 07/31/09 CUSIP: 912828JZ4 Original Cost: 17,334.02	Moody: Aaa Cash	17,000	100.1330 17,022.61	100.1281 17,021.78	124.50	0.83	297.50	1.75%
FEDL HOME LOAN MTG CORP MEDIUM TERM NOTE CPN 1.375% DUE 02/25/14 DTD 01/06/11 FC 08/25/11 CUSIP: 3137EACR8	S&P: AA+ Moody: Aaa Cash	2,000	100.1830 2,003.66	99.4190 1,988.38	9.83	15.28	27.50	1.37%
FEDL NATL MTG ASSN NOTE CPN 2.625% DUE 11/20/14 DTD 10/26/09 FC 11/20/09 CUSIP: 31398AZV7 Original Cost: 22,111.57	S&P: AA+ Moody: Aaa Cash	22,000	102.1870 22,481.14	100.0990 22,021.78	65.77	459.36	577.50	2.57%

ASSET DETAILS (continued)**PORTFOLIO ASSETS - HELD AT STIFEL (continued)**

Corporate/Government Bonds	Symbol/ Bond Rating/ Type	Quantity	Current Price/ Current Value	Average Unit Cost/ Cost Basis	Accrued Income	Unrealized Gain/(-) Loss*	Estimated Annualized Income	Estimated Yield %
U S TREASURY NOTE CPN 4.250% DUE 08/15/15 DTD 08/15/05 FC 02/15/06 CUSIP: 912828EE6 Original Cost: 16,466.00	Moody: Aaa Cash	15,000	106.3870 15,958.05	103.1669 15,475.03	240.79	483.02	637.50	3.99%
U S TREASURY NOTE CPN 1.250% DUE 09/30/15 DTD 09/30/10 FC: 03/31/11 CUSIP: 912828N29 Original Cost: 3,858.75	Moody: Aaa Cash	4,000	101.6210 4,064.84	90.6588 3,946.27	12.78	118.57	50.00	1.23%
FEDL NATL MTG ASSN NOTE CPN 1.625% DUE 10/26/15 DTD 09/27/10 FC 10/26/10 CUSIP: 31398A4M1 Original Cost: 12,186.30	S&P: AA+ Moody: Aaa Cash	12,000	102.1850 12,262.20	101.3445 12,161.34	35.21	100.86	195.00	1.59%
U S TREASURY NOTE CPN 4.500% DUE 02/15/16 DTD 02/15/06 FC 08/15/06 CUSIP: 912828EW6 Original Cost: 34,494.75	Moody: Aaa Cash	31,000	108.6480 33,680.88	104.8232 32,495.19	526.92	1,185.69	1,395.00	4.14%
U S TREASURY NOTE CPN 2.625% DUE 02/29/16 DTD 02/28/09 FC 08/31/09 CUSIP: 912828KS8 Original Cost: 4,272.03	Moody: Aaa Cash	4,000	104.7500 4,190.00	102.8172 4,112.69	35.68	77.31	105.00	2.51%
FEDL HOME LOAN MTG CORP MEDIUM TERM NOTE CPN 2.500% DUE 05/27/16 DTD 04/08/11 FC 11/27/11 CUSIP: 3137EACT4 Original Cost: 9,295.47	S&P: AA+ Moody: Aaa Cash	9,000	104.6590 9,419.31	101.6273 9,146.46	21.25	272.85	225.00	2.39%
FEDL NATL MTG ASSN NOTE CPN 1.250% DUE 09/28/16 DTD 08/19/11 FC 09/28/11 CUSIP: 3135G0CM3	S&P: AA+ Moody: Aaa Cash	3,000	101.4280 3,042.84	99.5193 2,985.58	9.69	57.26	37.50	1.23%

ASSET DETAILS (continued)

PORTFOLIO ASSETS - HELD AT STIFEL (continued)

Corporate/Government Bonds	Symbol/ Bond Rating/ Type	Quantity	Current Price/ Current Value	Average Unit Cost/ Cost Basis	Accrued Income	Unrealized Gain/(-)Loss*	Estimated Annualized Income	Estimated Yield %
U S TREASURY NOTE CPN 0.875% DUE 11/30/16 DTD 11/30/11 FC 05/31/12 CUSIP: 912828RU6 Original Cost: 9,022.03	Moody: Aaa Cash	9,000	100.3200 9,028.80	100.1471 9,013.24	6.93	15.56	78.75	0.87%
U S TREASURY NOTE CPN 0.875% DUE 01/31/17 DTD 01/31/12 FC 07/31/12 CUSIP: 912828SC5 Original Cost: 15,041.25	Moody: Aaa Cash	15,000	100.0940 15,014.10	100.1719 15,025.78	54.93	-11.68	131.25	0.87%
FEDL NATL MTG ASSN NOTE CPN 0.875% DUE 10/26/17 DTD 09/24/12 FC 10/26/12 CUSIP: 3135G0PQ0 Original Cost: 10,037.40	S&P: AA+ Moody: Aaa Cash	10,000	98.2990 9,829.90	100.2854 10,028.54	15.80	-198.64	87.50	0.89%
FEDL HOME LOAN MTG CORP MEDIUM TERM NOTE CPN 0.875% DUE 03/07/18 DTD 01/17/13 FC 03/07/13 CUSIP: 3137EADP1	S&P: AA+ Moody: Aaa Cash	4,000	97.1390 3,885.56	99.0330 3,961.32	11.08	-75.76	35.00	0.90%
FEDL NATL MTG ASSN NOTE CPN 0.875% DUE 05/21/18 DTD 04/15/13 FC 05/21/13 CUSIP: 3135G0WJ8 Original Cost: 7,763.12	S&P: AA+ Moody: Aaa Cash	8,000	96.7310 7,738.48	97.3058 7,784.46	7.78	-45.98	70.00	0.90%
U S TREASURY NOTE CPN 3.125% DUE 05/15/19 DTD 05/15/09 FC 11/15/09 CUSIP: 912828KQ2 Original Cost: 23,163.48	Moody: Aaa Cash	21,000	106.5630 22,378.23	108.0851 22,697.88	85.20	-319.65	656.25	2.93%

ASSET DETAILS (continued)

PORTFOLIO ASSETS - HELD AT STIFEL (continued)

Corporate/Government Bonds	Symbol/ Bond Rating/ Type	Quantity	Current Price/ Current Value	Average Unit Cost/ Cost Basis	Accrued Income	Unrealized Gain/(-)Loss*	Estimated Annualized Income	Estimated Yield %
FEDL HOME LOAN MTG CORP MEDIUM TERM NOTE CPN 1.750% DUE 05/30/19 DTD 04/16/12 FC 05/30/12 CUSIP: 3137EADG1 Original Cost: 5,023.24	S&P: AA+ Moody: Aaa Cash	5,000	98.2300 4,911.50	100.3592 5,017.96	7.54	-106.46	87.50	1.78%
U S TREASURY NOTE CPN 3.625% DUE 02/15/20 DTD 02/15/10 FC 08/15/10 CUSIP: 912828MP2 Original Cost: 6,941.71	Moody: Aaa Cash	6,000	108.8440 6,530.64	113.6485 6,818.91	82.15	-288.27	217.50	3.33%
FEDL HOME LOAN MTG CORP MEDIUM TERM NOTE CPN 1.375% DUE 05/01/20 DTD 04/04/13 FC 11/01/13 CUSIP: 3137EADR7	S&P: AA+ Moody: Aaa Cash	13,000	93.7510 12,187.03	99.7608 12,970.07	29.79	-782.44	178.75	1.47%
U S TREASURY NOTE CPN 2.625% DUE 11/15/20 DTD 11/15/10 FC 05/15/11 CUSIP: 912828PC8 Original Cost: 1,878.12	Moody: Aaa Cash	2,000	101.6250 2,032.50	95.5390 1,910.78	6.82	121.72	52.50	2.58%
U S TREASURY BOND CPN 7.875% DUE 02/15/21 DTD 02/15/01 FC 08/15/91 CUSIP: 912810EH7 Original Cost: 7,076.56	Moody: Aaa Cash	5,000	136.0630 6,803.15	139.2984 6,964.92	148.73	-161.77	393.75	5.79%
U S TREASURY NOTE CPN 3.625% DUE 02/15/21 DTD 02/15/11 FC 08/15/11 CUSIP: 912828PX2 Original Cost: 2,108.01	Moody: Aaa Cash	2,000	107.9140 2,158.28	104.1185 2,082.37	27.39	75.91	72.50	3.36%
U S TREASURY NOTE CPN 3.125% DUE 05/15/21 DTD 05/15/11 FC 11/15/11 CUSIP: 912828QN3 Original Cost: 2,192.81	Moody: Aaa Cash	2,000	104.2420 2,084.84	107.6700 2,153.40	8.11	-68.56	62.50	3.00%

ASSET DETAILS (continued)

PORTFOLIO ASSETS - HELD AT STITFEL (continued)

Corporate/Government Bonds	Symbol/ Bond Rating/ Type	Quantity	Current Price/ Current Value	Average Unit Cost/ Cost Basis	Accrued Income	Unrealized Gain/(-)Loss*	Estimated Annualized Income	Estimated Yield %
FEDL HOME LOAN MTG CORP MEDIUM TERM NOTE CPN 2.375% DUE 01/13/22 DTD 01/13/12 FC 07/13/12 CUSIP: 3137EADB2	S&P: AA+ Moody: Aaa Cash	3,000	95.5960 2,867.88	98.7853 2,963.56	33.25	-95.68	71.25	2.48%
U S TREASURY NOTE CPN 1.750% DUE 05/15/22 DTD 05/15/12 FC 11/15/12 CUSIP: 912828SV3 Original Cost: 3,022.50	Moody: Aaa Cash	3,000	92.4690 2,774.07	100.6427 3,019.28	6.82	-245.21	52.50	1.89%
U S TREASURY NOTE CPN 2.000% DUE 02/15/23 DTD 02/15/13 FC 08/15/13 CUSIP: 912828UN8 Original Cost: 11,027.50	Moody: Aaa Cash	11,000	92.7660 10,204.26	100.2370 11,026.07	83.10	-821.81	220.00	2.16%
U S TREASURY NOTE CPN 2.500% DUE 08/15/23 DTD 08/15/13 FC 02/15/14 CUSIP: 912828VSG Original Cost: 11,677.97	Moody: Aaa Cash	12,000	96.0310 11,523.72	97.3563 11,682.76	113.32	-159.04	300.00	2.60%
Total Corporate/Government Bonds		250,000	\$256,079.07	\$256,475.80	\$1,810.96	-\$396.73	\$6,315.00	2.47%
Total Portfolio Assets - Held at Stifel			\$256,079.07	\$256,475.80		-\$396.73	\$6,315.00	2.47%
Total Net Portfolio Value			\$257,514.66	\$257,911.39		-\$396.73	\$6,315.43	2.45%

ASSET DETAILS

This section shows the cash equivalents and/or securities in your account. Prices obtained from outside sources are considered reliable but are not guaranteed by Siftel. Actual prices may vary, and upon sale, you may receive more or less than your original purchase price. Contact your Financial Advisor for current price quotes. Gain/Loss is provided for informational purposes only. Cost basis may be adjusted for, but not limited to, amortization, accretion, principal paydowns, capital changes, gifting rules, inheritance step-up, or wash sales. The Gain/Loss information should not be used for tax preparation without the assistance of your tax advisor.

NET CASH EQUIVALENTS

	Current value	Cost Basis	Estimated Annualized Income	Estimated Yield %
INSURED BANK PROGRAM	4,156.24	4,156.24	1.25	0.03%
Total Net Cash Equivalents	\$4,156.24	\$4,156.24	\$1.25	0.03%

PORTFOLIO ASSETS - HELD AT SIFTEL

Equities	Symbol/ Type	Quantity	Current Price/ Current Value	Average Unit Cost/ Cost Basis	Unrealized Gain/(-)Loss *	Estimated Annualized Income	Estimated Yield %
ALLSTATE CORP CUSIP: 020002101	ALL Cash	101	54.5400 5,508.54	47.6029 4,807.89	700.65	101.00	1.83%
AMAZON.COM INC CUSIP: 023135106	AMZN Cash	13	398.7900 5,184.27	273.5154 3,555.70	1,628.57	N/A	N/A
AMERICAN EXPRESS COMPANY CUSIP: 025816109	AXP Cash	49	90.7300 4,445.77	49.5865 2,429.74	2,016.03	45.08	1.01%
AMERICAN INTL GROUP INC NEW CUSIP: 026874784	AIG Cash	69	51.0500 3,522.45	39.9630 2,757.45	765.00	27.60	0.78%
AMERICAN TOWER CORP NEW CUSIP: 03027X100	AMT Cash	30	79.8200 2,394.60	47.9247 1,437.74	956.86	34.80	1.45%
APPLE INC CUSIP: 037833100	AAPL Cash	6	561.0200 3,366.12	525.7167 3,154.30	211.82	73.20	2.17%

ASSET DETAILS (continued)

PORTFOLIO ASSETS - HELD AT STIFEL (continued)

Equities	Symbol/ Type	Quantity	Current Price/ Current Value	Average Unit Cost/ Cost Basis	Unrealized Gain/(-)Loss*	Estimated Annualized Income	Estimated Yield %
BANK AMERICA CORP CUSIP: 060505104	BAC Cash	269	15,5700 4,188.33	12.3395 3,319.33	869.00	10.76	0.26%
BIOMEN IDEC INC CUSIP: 09062X103	BIB Cash	15	279.5720 4,193.58	183.7520 2,756.28	1,437.29	N/A	N/A
BOEING COMPANY CUSIP: 097023105	BA Cash	85	136.4900 11,801.65	92.3189 7,847.11	3,754.54	248.20	2.14%
BRISTOL MYERS SQUIBB COMPANY CUSIP: 110122108	BMJ Cash	34	53.1500 1,807.10	51.8421 1,762.63	44.47	48.96	2.71%
CME GROUP INC CLASS A CUSIP: 12572Q105	CME Cash	25	78.4600 1,961.50	76.2580 1,906.45	55.05	45.00	2.29%
CVS CAREMARK CORP CUSIP: 126650100	CVS Cash	72	71.5700 5,153.04	45.7315 3,292.67	1,860.37	79.20	1.54%
CANADIAN PACIFIC RAILWAY LIMITED CUSIP: 13645T100	CP Cash	45	151.3200 6,809.40	129.3171 5,819.27	990.13	29.26	0.43%
CELGENE CORP CUSIP: 151020104	CELG Cash	45	168.9880 7,603.56	110.4838 4,971.77	2,631.77	N/A	N/A
CHEVRON CORP CUSIP: 166764100	CVX Cash	27	124.9100 3,372.57	113.1667 3,055.50	317.07	108.00	3.20%
CITIGROUP INC NEW CUSIP: 172967424	C Cash	167	52.1100 8,702.37	37.8675 6,323.87	2,378.50	6.68	0.08%
COMCAST CORP CL A NEW CUSIP: 20030N101	CMCSA Cash	85	51.9650 4,417.02	34.1591 2,903.52	1,513.49	66.30	1.50%
DISNEY WALT COMPANY CUSIP: 254667106	DIS Cash	73	76.4000 5,577.20	42.5311 3,104.77	2,472.43	62.78	1.13%
EBAY INC CUSIP: 278642103	EBAY Cash	42	54.8650 2,304.33	43.0290 1,807.22	497.10	N/A	N/A
EXPRESS SCRIPTS HLDG COMPANY CUSIP: 30219G108	ESRX Cash	36	70.2400 2,528.64	51.7225 1,862.01	666.63	N/A	N/A

ASSET DETAILS (continued)

PORTFOLIO ASSETS - HELD AT STIFEL (continued)

Equities:	Symbol/ Type	Quantity	Current Price/ Current Value	Average Unit Cost/ Cost Basis	Unrealized Gain/(-)Loss*	Estimated Annualized Income	Estimated Yield %
GENERAL ELECTRIC COMPANY CUSIP: 369604103	GE Cash	164	28.0300 4,596.92	19.6318 3,219.61	1,377.31	144.32	3.14%
GENERAL MOTORS COMPANY CUSIP: 37045V100	GM Cash	156	40.8700 6,375.72	28.3598 4,424.13	1,951.59	N/A	N/A
GILEAD SCIENCES INC CUSIP: 375558103	GILD Cash	87	75.1000 6,533.70	25.8169 2,246.07	4,287.63	N/A	N/A
GOLDMAN SACHS GROUP INC CUSIP: 38141G104	GS Cash	24	177.2600 4,254.24	139.0783 3,337.88	916.36	52.80	1.24%
GOOGLE INC CL A CUSIP: 38259P508	GOOG Cash	10	1,120.7100 11,207.10	624.4920 6,244.92	4,962.16	N/A	N/A
HALLIBURTON COMPANY CUSIP: 406216101	HAL Cash	121	50.7500 6,140.75	38.9393 4,711.65	1,429.10	72.60	1.18%
HOME DEPOT INC CUSIP: 437076102	HD Cash	58	82.3400 4,775.72	36.2486 2,102.42	2,673.30	90.48	1.89%
HONEYWELL INTL INC CUSIP: 438516106	HON Cash	46	91.3700 4,203.02	85.4043 3,928.60	274.42	82.80	1.97%
JPMORGAN CHASE & COMPANY CUSIP: 46625H100	JPM Cash	123	58.4800 7,193.04	40.9376 5,035.32	2,157.72	186.96	2.60%
JOHNSON & JOHNSON CUSIP: 478160104	JNJ Cash	47	91.5900 4,304.73	81.3738 3,824.57	480.16	124.08	2.88%
LAS VEGAS SANDS CORP CUSIP: 517834107	LVS Cash	60	78.8700 4,732.20	52.8448 3,170.69	1,561.51	84.00	1.78%
LINKEDIN CORP CL A CUSIP: 53578A108	LNKD Cash	5	216.8300 1,084.15	226.3460 1,131.73	-47.58	N/A	N/A
LOWES COMPANIES INC CUSIP: 548661107	LOW Cash	49	49.5500 2,427.95	38.6535 1,894.02	533.93	35.28	1.45%
MARSH & MCLENNAN COS INC CUSIP: 571748102	MMC Cash	49	48.3600 2,369.64	33.6951 1,651.06	718.58	49.00	2.07%
MASTERCARD INC CLASS A CUSIP: 57636Q104	MA Cash	6	835.4600 5,012.76	345.1617 2,070.97	2,941.79	26.40	0.53%

ASSET DETAILS (continued)

PORTFOLIO ASSETS - HELD AT STIFEL (continued)

Equities	Symbol/ Type	Quantity	Current Price/ Current Value	Average Unit Cost/ Cost Basis	Unrealized Gain/(-)Loss*	Estimated Annualized Income	Estimated Yield %
NEWS CORP NEW CL A CUSIP: 65249B109	NWSA Cash	132	18.0200 2,378.64	13.1967 1,741.98	636.68	N/A	N/A
PFIZER INC CUSIP: 717081103	PFE Cash	172	30.6300 5,268.36	21.9180 3,769.90	1,498.46	178.88	3.40%
PRECISION CASTPARTS CORP CUSIP: 740189105	PCP Cash	18	269.3000 4,847.40	166.4122 2,995.42	1,851.98	2.16	0.04%
REGENERON PHARMACEUTICALS INC CUSIP: 75886F107	REGN Cash	4	275.2400 1,100.96	291.0075 1,164.03	-63.07	N/A	N/A
SALESFORCE.COM INC CUSIP: 79466L302	CRM Cash	20	55.1900 1,103.80	51.2460 1,024.92	78.88	N/A	N/A
SCHLUMBERGER LTD CUSIP: 806857108	SLB Cash	50	90.1100 4,505.50	80.7576 4,037.88	467.62	62.50	1.39%
SCHWAB CHARLES CORP NEW CUSIP: 808513105	SCHW Cash	118	26.0000 3,068.00	13.9947 1,851.38	1,416.62	28.32	0.92%
STARWOOD HOTELS & RESORTS WORLDWIDE INC CUSIP: 85590A401	HOT Cash	38	79.4500 3,019.10	77.1995 2,933.58	85.52	51.30	1.70%
TEXAS INSTRUMENTS INC CUSIP: 882508104	TXN Cash	52	43.9100 2,283.32	39.5392 2,056.04	227.28	62.40	2.73%
TWENTY FIRST CENTURY FOX INC CL A CUSIP: 90130A101	FOXA Cash	182	35.1700 6,400.94	16.3388 2,973.67	3,427.27	45.50	0.71%
UNION PACIFIC CORP CUSIP: 907818108	UNP Cash	20	168.0000 3,360.00	60.7000 1,214.00	2,146.00	63.20	1.88%
UNITED TECHNOLOGIES CORP CUSIP: 913017109	UTX Cash	57	113.8000 6,486.60	81.5481 4,648.24	1,838.36	134.52	2.07%
VERIZON COMMUNICATIONS INC CUSIP: 92343V104	VZ Cash	63	49.1400 3,095.82	50.9400 3,209.22	-113.40	133.56	4.31%
YAHOO INC CUSIP: 984332106	YHOO Cash	58	40.4400 2,345.52	37.8186 2,193.48	152.04	N/A	N/A

ASSET DETAILS (continued)

PORTFOLIO ASSETS - HELD AT STIFEL (continued)

Equities	Symbol/ Type	Quantity	Current Price/ Current Value	Average Unit Cost/ Cost Basis	Unrealized Gain/(Loss)	Estimated Annualized Income	Estimated Yield %
LIBERTY GLOBAL PLC CL A CUSIP: G5480U104	LBTA Cash	28	89.0000 2,492.00	67.7032 1,895.69	596.31	N/A	N/A
ACE LTD CUSIP: H0023R105	ACE Cash	23	103.5300 2,381.19	89.8087 2,065.60	315.59	57.96	2.43%
TE CONNECTIVITY LTD CUSIP: H84989104	TEL Cash	61	55.1100 3,361.71	52.3056 3,190.64	171.07	61.00	1.81%
Total Equities			\$227,352.54	\$160,634.51	\$66,717.98	\$2,816.84	1.24%
Total Portfolio Assets - Held at Stifel			\$227,352.54	\$160,634.51	\$66,717.98	\$2,816.84	1.24%
Total Net Portfolio Value			\$231,508.78	\$164,790.75	\$66,717.98	\$2,818.09	1.22%

2013 FORM 990-PF FOR YEAR ENDED
DECEMBER 31, 2013
HAPPY DANCING TURTLE
EIN: 20-4188279

Period Ended December 31, 2013

PUBLIC EQUITY**US EQUITY****GSAM LARGE CAP CORE (US RESPONSIBLE EQUITY)**

	Quantity	Market Price	Market Value / Accrued Income	Unit Cost	Adjusted Cost / Original Cost	Unrealized Gain (Loss)	Yield to Maturity / Current Yield	Estimated Annual Income
U S DOLLAR	12.88	1.0000	12.88		12.88			
GOLDMAN SACHS BANK DEPOSIT (BDA) (*BDANOW)14	2,619.84	1.0000	2,619.84	1.0000	2,619.84		0.0056	0.15
ABBOTT LABORATORIES CMN (ABT)	58.00	38.3300	2,223.14	30.7000	1,780.60	442.54	2.2959	51.04
ADOBE SYSTEMS INC CMN (ADBE)	15.00	59.8790	898.19	31.9867	479.80	418.38		
AGILENT TECHNOLOGIES, INC CMN (A)	39.00	57.1900	2,230.41	45.8787	1,789.27	441.14	0.9232	20.59
			5.15					
ALTERA CORP CMN (ALTR)	32.00	32.5110	1,040.35	33.2706	1,064.66	(24.31)	1.8455	19.20
AMERICAN INTL GROUP, INC. CMN (AIG)	34.00	51.0500	1,735.70	37.4271	1,272.52	463.18	0.7835	13.60
AMGEN INC. CMN (AMGN)	14.00	114.0800	1,597.12	105.5079	1,477.11	120.01	2.1388	34.16
APPLE, INC. CMN (AAPL)	8.00	561.0200	4,488.16	391.1838	3,129.47	1,358.69	2.1746	97.60
APPLIED MATERIALS INC CMN (AMAT)	49.00	17.6800	866.32	17.6067	862.73	3.59	2.2624	19.60
BANK OF AMERICA CORP CMN (BAC)	177.00	15.5700	2,755.89	13.9417	2,467.68	288.21	0.2569	7.08
BOEING COMPANY CMN (BA)	19.00	136.4900	2,593.31	65.7127	1,248.54	1,344.77	2.1394	55.48
CAMERON INTERNATIONAL CORP CMN (CAM)	22.00	59.5300	1,309.66	57.3386	1,261.45	48.21		
CAPITAL ONE FINANCIAL CORP CMN (COF)	21.00	76.6100	1,608.81	68.1238	1,430.60	178.21	1.5664	25.20
CBRE GROUP INC CMN (CBG)	91.00	26.3000	2,393.30	20.3346	1,850.45	542.85		
CBS CORPORATION CMN CLASS B (CBS)	22.00	63.7400	1,402.28	47.4223	1,043.29	358.99	0.7531	10.56
			2.64					
CHURCH & DWIGHT CO., INC. CMN (CHD)	16.00	66.2800	1,060.48	52.1444	834.31	226.17	1.6898	17.92
CITIGROUP INC. CMN (C)	64.00	52.1100	3,335.04	43.6928	2,796.34	538.70		
COCA-COLA COMPANY (THE) CMN (KO)	42.00	41.3100	1,735.02	37.1502	1,560.31	174.71	2.7112	47.04
COLGATE-PALMOLIVE CO CMN (CL)	19.00	65.2100	1,238.99	59.8695	1,137.52	101.47	2.0856	25.84

2013 FORM 990-PF FOR YEAR ENDED
DECEMBER 31, 2013
HAPPY DANCING TURTLE
EIN: 20-4188279

Period Ended December 31, 2013

PUBLIC EQUITY (Continued)

	Quantity	Market Price	Market Value / Accrued Income	Unit Cost	Cost Basis	Unrealized Gain (Loss)	Dividend Yield	Estimated Annual Income
US EQUITY								
GSAM LARGE CAP CORE (US RESPONSIBLE EQUITY)								
COMERICA INCORPORATED CMN (CMA)	0 00	47.5400	0.00 3.40				1 4304	
CONOCOPHILLIPS CMN (COP)	22.00	70 6500	1,554.30	62.7091	1,379.60	174.70	3 9066	60.72
COSTCO WHOLESALE CORPORATION CMN (COST)	20 00	119.0200	2,380.40	92 3205	1,846 41	533 99	1.0418	24.80
DELPHI AUTOMOTIVE PLC CMN (DLPH)	15.00	60 1300	901 95	54.6073	819.11	82 84	1.1309	10.20
DEVON ENERGY CORPORATION (NEW) CMN (DVN)	32 00	61 8700	1,979 84	57.7481	1,847 94	131.90	1.4223	28.16
EBAY INC. CMN (EBAY)	43.00	54.8650	2,359 20	54.0356	2,323 53	35.66		
ELI LILLY & CO CMN (LLY)	38.00	51.0000	1,938 00	50.5518	1,920 97	17.03	3.8431	74.48
EMC CORPORATION MASS CMN (EMC)	114.00	25.1500	2,867 10	21.1650	2,412 81	454.29	1.5905	45.60
ESTEE LAUDER COS INC CL-A CMN CLASS A (EL)	15.00	75 3200	1,129.80	73 4820	1,102.23	27.57	1.0621	12.00
EXXON MOBIL CORPORATION CMN (XOM)	18.00	101 2000	1,821.60	99.5644	1,792.16	29.44	2.4901	45.36
FEDEX CORP CMN (FDX)	16 00	143 7700	2,300.32	100.0919	1,601.47	698.85	0.4173	9.60
			2 40					
GAP INC CMN (GPS)	33 00	39.0800	1,289.64	41.7948	1,379 23	(89.59)	2 0471	26.40
GENERAL ELECTRIC CO CMN (GE)	191 00	28 0300	5,353.73	19.7765	3,777 31	1,576.42	3.1395	168.08
			42.02					
GILEAD SCIENCES CMN (GILD)	12 00	75.1000	901.20	71.5825	858 99	42.21		
GOOGLE, INC. CMN CLASS A (GOOG)	3 00	1,120 7100	3,362.13	940 0267	2,820.08	542.05		
HAIN CELESTIAL GROUP INC CMN (HAIN)	11 00	90 7800	998.58	84 8764	933 64	64 94		
HUBBELL INCORPORATED CLASS B CMN CLASS B (HUBB)	11.00	108.9000	1,197.90	94 9327	1,044 26	153.64	1 8365	22 00
ING AMERICA INSURANCE HOLDINGS CMN (VOYA)	28.00	35 1500	984 20	27.0832	758 33	225.87	0 1138	1 12
INTL FLAVORS & FRAGRANCE CMN (IFF)	17.00	85 9800	1,461.66	80 4041	1,366 87	94 79	1.8144	26 52
			6.63					
LIBERTY GLOBAL, PLC CMN CLASS A (LBTYA)	20 00	89.0000	1,780.00	73 1370	1,462.74	317.26		
MERCK & CO, INC CMN (MRK)	66.00	50.0500	3,303.30	45.9052	3,029.74	273.56	3.5165	116.16
			25.96					
METLIFE, INC CMN (MET)	17 00	53 9200	916.64	53 4124	908.01	8.63	2.0401	18.70
MICROSOFT CORPORATION CMN (MSFT)	118.00	37.4100	4,414 38	32 2578	3,806 42	607 96	2 9939	132 16
MORGAN STANLEY CMN (MS)	32.00	31 3600	1,003.52	26.1706	837 46	166 06	0 6378	6 40
MSCI INC. CMN (MSCI)	43 00	43.7200	1,879.96	40 3358	1,734.44	145.52		

Period Ended December 31, 2013

PUBLIC EQUITY (Continued)

	Quantity	Market Price	Market Value / Accrued Income	Unit Cost	Cost Basis	Unrealized Gain (Loss)	Dividend Yield	Estimated Annual Income
US EQUITY								
GSAM LARGE CAP CORE (US RESPONSIBLE EQUITY)								
NEXTERA ENERGY, INC. CMN (NEE)	17.00	85.6200	1,455.54	85.6424	1,455.92	(0.38)	3.0834	44.88
NIKE CLASS-B CMN CLASS B (NKE)	25.00	78.6400	1,966.00	42.3497	1,058.74	907.26	1.2208	24.00
			6.00					
NORTHERN TRUST CORP CMN (NTRS)	0.00	61.8900	0.00				2.0036	
			5.89					
PEPSICO INC CMN (PEP)	13.00	82.9400	1,078.22	86.0462	1,118.60	(40.38)	2.7369	29.51
			7.38					
PFIZER INC. CMN (PFE)	60.00	30.6300	1,837.80	23.1945	1,391.67	446.13	3.3954	62.40
PIONEER NATURAL RESOURCES CO CMN (PXD)	4.00	184.0700	736.28	120.3100	481.24	255.04	0.0435	0.32
PRUDENTIAL FINANCIAL INC CMN (PRU)	9.00	92.2200	829.98	51.4622	463.16	366.82	2.2989	19.08
PVH CORP CMN (PVH)	14.00	136.0200	1,904.28	109.2707	1,529.79	374.49	0.1103	2.10
QUALCOMM INC CMN (QCOM)	38.00	74.2500	2,821.50	58.3746	2,218.24	603.26	1.8855	53.20
RANGE RESOURCES CORPORATION CMN (RRC)	26.00	84.3100	2,192.06	72.9608	1,896.98	295.08	0.1898	4.16
REGENERON PHARMACEUTICAL INC CMN (REGN)	3.00	275.2400	825.72	280.4233	841.27	(15.55)		
SBA COMMUNICATIONS CORP CMN (SBAC)	8.00	89.8400	718.72	59.6738	477.39	241.33		
SEMPRA ENERGY CMN (SRE)	8.00	89.7600	718.08	82.9588	663.67	54.41	2.8075	20.16
			5.04					
SOUTHWESTERN ENERGY CO CMN (SWN)	54.00	39.3300	2,123.82	35.9722	1,942.50	181.32		
STARBUCKS CORP CMN (SBUX)	30.00	78.9900	2,351.70	70.3517	2,110.55	241.15	1.3267	31.20
SUNTRUST BANKS INC \$1.00 PAR CMN (STI)	33.00	36.8100	1,214.73	29.8815	986.09	228.64	1.0867	13.20
UNITEDHEALTH GROUP INCORPORATE CMN (UNH)	32.00	75.3000	2,409.60	59.0859	1,890.75	518.85	1.4874	35.84
VIACOM INC CMN CLASS B (VIA)	16.00	87.3400	1,397.44	50.3875	806.20	591.24	1.3739	19.20
WASTE MANAGEMENT INC CMN (WM)	28.00	44.8700	1,256.36	39.7068	1,111.79	144.57	3.2538	40.88
WHOLE FOODS MARKET INC CMN (WFM)	34.00	57.8300	1,966.22	55.5494	1,868.68	77.54	0.8300	16.32
XILINX INCORPORATED CMN (XLNX)	27.00	45.9200	1,239.84	35.5885	960.89	278.95	2.1777	27.00
THE HOME DEPOT, INC. CMN (HD)	17.00	82.3400	1,399.78	80.0494	1,360.84	38.94	1.8946	26.52

Period Ended December 31, 2013

PUBLIC EQUITY (Continued)

	Quantity	Market Price	Market Value / Accrued Income	Unit Cost	Cost Basis	Unrealized Gain (Loss)	Dividend Yield	Estimated Annual Income
US EQUITY								
GSAM LARGE CAP CORE (US RESPONSIBLE EQUITY)								
AVALONBAY COMMUNITIES INC CMN (AVB)	16.00	118.2300	1,891.68 17.12	129.9000	2,078.40	(186.72)	3.6201	68.48
STARWOOD HOTELS & RESORTS CMN (HOT)								
	16.00	79.4500	1,271.20	64.0581	1,024.93	246.27	1.6992	21.60
COVIDIEN PUBLIC LIMITED COMPAN CMN (COV)								
	28.00	68.1000	1,906.80	61.3246	1,717.09	189.71		
SANOFI SPONSORED ADR CMN (SNY)								
	24.00	53.6300	1,287.12	50.1679	1,204.03	83.09	2.3396	30.11
TOTAL GSAM: LARGE CAP CORE (US RESPONSIBLE EQUITY)			124,024.71 129.63		104,562.53	19,462.16	1.8783	1,863.68
TOTAL PORTFOLIO								
			Market Value 124,154.34	Adjusted Cost / # Original Cost 104,562.53	Unrealized Gain (Loss) 19,462.16			Estimated Annual Income 1,863.68

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PUBLIC EQUITY

	Quantity	Market Price	Market Value / Accrued Income	Unit Cost	Adjusted Cost / Original Cost	Unrealized Gain (Loss)	Yield to Maturity / Current Yield	Estimated Annual Income
US EQUITY								
GSAM LARGE CAP GROWTH (STRATEGIC)								
U S DOLLAR	16.46	1.0000	16.46		16.46			
GOLDMAN SACHS BANK DEPOSIT (BDA) (*BDANOW)*4	8,563.92	1.0000	8,563.92	1.0000	8,563.92		0.0525	4.50
ABBOTT LABORATORIES CMN (ABT)	229.00	38.3300	8,777.57	30.8774	7,070.92	1,706.65	2.2959	201.52
AGILENT TECHNOLOGIES, INC. CMN (A)	168.00	57.1900	9,607.92	42.9535	7,216.19	2,391.73	0.9232	88.70
			22.18					
AIRGAS INC CMN (ARG)	56.00	111.8500	6,263.60	108.4950	6,075.72	187.88	1.7166	107.52
AMAZON COM INC CMN (AMZN)	42.00	398.7900	16,749.18	188.7807	7,928.79	8,820.39		
AMGEN INC CMN (AMGN)	55.00	114.0800	6,274.40	105.4398	5,799.19	475.21	2.1388	134.20
AMPHENOL CORP CL-A (NEW) CMN CLASS A (APH)	60.00	89.1800	5,350.80	48.7896	2,927.38	2,423.43	0.8971	48.00
			12.00					
ANADARKO PETROLEUM CORP CMN (APC)	93.00	79.3200	7,376.76	89.2166	8,297.14	(920.38)	0.9077	66.96
ANTERO RESOURCES CORPORATION CMN (AR)	58.00	63.4400	3,679.52	52.2133	3,028.37	651.15		
APPLE, INC. CMN (AAPL)	37.00	561.0200	20,757.74	471.9942	17,463.79	3,293.95	2.1746	451.40
BARD C R INC N J CMN (BCR)	61.00	133.9400	8,170.34	108.2184	6,601.32	1,569.02	0.6271	51.24
BEAM INC CMN (BEAM)	91.00	68.0600	6,193.46	67.8008	6,189.87	23.59		
BECTON DICKINSON & CO CMN (BDX)	59.00	110.4800	6,518.91	96.7214	5,706.56	812.35	1.9730	128.62
BOEING COMPANY CMN (BA)	72.00	136.4900	9,827.28	90.9744	6,550.16	3,277.12	2.1394	210.24
CAMERON INTERNATIONAL CORP CMN (CAM)	109.00	59.5300	6,488.77	60.9412	6,642.59	(153.82)		
CATERPILLAR INC (DELAWARE) CMN (CAT)	74.00	90.8100	6,719.94	90.8907	6,725.91	(5.97)	2.6429	177.60
CBRE GROUP INC CMN (CBG)	537.00	26.3000	14,123.10	20.8940	11,220.09	2,903.01		
CELGENE CORPORATION CMN (CELG)	16.00	168.9680	2,703.49	82.7169	1,323.47	1,380.02		
CHIPOTLE MEXICAN GRILL, INC CMN (CMG)	15.00	532.7800	7,991.70	341.9047	5,128.57	2,863.13		
CITIGROUP INC. CMN (C)	94.00	52.1100	4,898.34	52.6288	4,947.11	(48.77)		
COCA-COLA COMPANY (THE) CMN (KO)	125.00	41.3100	5,163.75	42.2444	5,280.55	(116.80)	2.7112	140.00
COLGATE-PALMOLIVE CO CMN (CL)	102.00	65.2100	6,651.42	59.8695	6,106.69	544.73	2.0856	138.72
COSTCO WHOLESALE CORPORATION CMN (COST)	142.00	119.0200	16,900.84	52.7414	7,489.28	9,411.56	1.0418	176.08

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PUBLIC EQUITY (Continued)

	Quantity	Market Price	Market Value / Accrued Income	Unit Cost	Cost Basis	Unrealized Gain (Loss)	Dividend Yield	Estimated Annual Income
US EQUITY								
GSAM LARGE CAP GROWTH (STRATEGIC)								
CUMMINS INC COMMON STOCK (CMI)	49.00	140.9700	6,907.53	120.1237	5,886.06	1,021.47	1.7734	122.50
DANAHER CORPORATION CMN (DHR)	159.00	77.2000	12,274.80	36.2078	5,757.04	6,517.76	0.1295	15.90
			3.98					
DISCOVERY COMMUNICATIONS, INC. CMN SERIES A (DISCA)								
	52.00	90.4200	4,701.84	38.5912	2,006.74	2,695.10		
DOLLAR GENERAL CORPORATION CMN (DG)								
	221.00	60.3200	13,330.72	49.4926	10,937.87	2,392.85		
EBAY INC CMN (EBAY)								
	221.00	54.8650	12,125.17	53.3954	11,800.39	324.78		
EMC CORPORATION MASS CMN (EMC)								
	520.00	25.1500	13,078.00	24.1272	12,546.13	531.87	1.5905	208.00
EQUINIX INC CMN (EQIX)								
	82.00	177.4500	14,550.90	157.3851	12,905.58	1,645.32		
FACEBOOK, INC CMN CLASS A (FB)								
	149.00	54.6490	8,142.70	31.0713	4,629.63	3,513.07		
FEDEX CORP CMN (FDX)								
	91.00	143.7700	13,083.07	95.0448	8,649.08	4,433.99	0.4173	54.60
			13.65					
GILEAD SCIENCES CMN (GILD)								
	152.00	75.1000	11,415.20	22.5809	3,432.30	7,982.90		
GOOGLE, INC. CMN CLASS A (GOOG)								
	27.00	1,120.7100	30,259.17	558.8048	15,087.73	15,171.44		
GREEN MNTN COFFEE ROASTERS INC CMN (GMCR)								
	94.00	75.5400	7,100.76	66.9994	6,297.94	802.82	1.3238	94.00
HAIN CELESTIAL GROUP INC CMN (HAIN)								
	74.00	90.7800	6,717.72	80.0346	5,922.56	795.16		
HONEYWELL INTL INC CMN (HON)								
	152.00	91.3700	13,888.24	59.4720	9,039.75	4,848.49	1.9700	273.60
INTRCONTINENTALEXCHANGE GP INC CMN (ICE)								
	52.00	224.9200	11,695.84	163.6858	8,511.66	3,184.18		
L BRANDS, INC. CMN (LB)								
	181.00	61.8500	11,194.85	50.2324	9,092.06	2,102.79	1.9402	217.20
MCKESSON CORPORATION CMN (MCK)								
	56.00	161.4000	9,038.40	141.6091	7,930.11	1,108.29	0.5948	53.76
			13.44					
MICROSOFT CORPORATION CMN (MSFT)								
	324.00	37.4100	12,120.84	31.8377	10,315.40	1,805.44	2.9939	362.88
MONSANTO COMPANY CMN (MON)								
	59.00	116.5500	6,876.45	103.5734	6,110.83	765.62	1.4758	101.48
NIKE CLASS-B CMN CLASS B (NKE)								
	182.00	78.6400	14,312.48	45.6093	8,300.90	6,011.58	1.2208	174.72
			47.76					
ORACLE CORPORATION CMN (ORCL)								
	344.00	38.2600	13,161.44	28.7422	9,887.33	3,274.11	1.2546	165.12

Period Ended December 31, 2013

PUBLIC EQUITY (Continued)

	Quantity	Market Price	Market Value / Accrued Income	Unit Cost	Cost Basis	Unrealized Gain (Loss)	Dividend Yield	Estimated Annual Income
US EQUITY								
GSAM LARGE CAP GROWTH (STRATEGIC)								
PEPSICO INC CMN (PEP)	97.00	82.9400	8,045.18 55.05	66.6216	6,462.30	1,582.88	2.7369	220.19
PHILIP MORRIS INTL INC CMN (PM)	69.00	87.1300	6,011.97 64.86	85.8857	5,926.11	85.86	4.3154	259.44
PRECISION CASTPARTS CORP. CMN (PCP)	41.00	269.3000	11,041.30	206.5976	8,470.50	2,570.80	0.0446	4.92
PRICE T ROWE GROUP INC CMN (TROW)	58.00	83.7700	4,858.66	52.4861	3,044.19	1,814.47	1.8145	88.16
PRICELINE.COM INC CMN (PCLN)	7.00	1,162.4000	8,136.80	619.4229	4,335.96	3,800.84		
PVH CORP CMN (PVH)	77.00	136.0200	10,473.54	65.1385	5,015.66	5,457.88	0.1103	11.55
QUALCOMM INC CMN (QCOM)	276.00	74.2500	20,493.00	46.5318	12,842.78	7,650.22	1.8855	386.40
REGENERON PHARMACEUTICAL INC CMN (REGN)	35.00	275.2400	9,633.40	252.7254	8,845.39	788.01		
SALESFORCE.COM, INC CMN (CRM)	166.00	55.1900	9,161.54	32.9009	5,461.55	3,699.99		
SBA COMMUNICATIONS CORP CMN (SBAC)	38.00	89.8400	3,413.92	79.5668	3,023.54	390.38		
SCHLUMBERGER LTD CMN (SLB)	157.00	90.1100	14,147.27 49.06	65.5563	10,292.34	3,854.93	1.3872	196.25
SERVICENOW INC CMN (NOW)	38.00	56.0100	2,128.38	51.0703	1,940.67	187.71		
SHERWIN-WILLIAMS CO CMN (SHW)	42.00	183.5000	7,707.00	181.3014	7,614.66	92.34	1.0899	84.00
STARBUCKS CORP CMN (SBUX)	129.00	78.3900	10,112.31	70.1998	9,055.78	1,056.53	1.3267	134.16
TIME WARNER CABLE INC. CMN (TWC)	30.00	135.5000	4,065.00	116.9580	3,508.74	556.26	1.9188	78.00
TWENTY-FIRST CENTURY FOX, INC. CMN CLASS A (FOXA)	332.00	35.1700	11,676.44	31.3317	10,402.13	1,274.31		
VERTEX PHARMACEUTICALS INC CMN (VRTX)	60.00	74.3000	4,458.00	58.5920	3,515.52	942.48		
WAL MART STORES INC CMN (WMT)	81.00	78.6900	6,373.89	80.5509	6,524.62	(150.73)	2.3891	152.28
WHOLE FOODS MARKET INC CMN (WFM)	181.00	57.8300	10,467.23	56.0447	10,144.09	323.14	0.8300	86.88
XILINX INCORPORATED CMN (XLNX)	234.00	45.9200	10,745.28	32.7284	7,658.44	3,086.84	2.1777	234.00
YUM BRANDS, INC. CMN (YUM)	167.00	75.6100	12,626.87	71.5608	11,950.65	676.22	1.9574	247.16
THE HOME DEPOT, INC CMN (HD)	41.00	82.3400	3,375.94	79.0702	3,241.88	134.06	1.8946	63.96
AMERICAN TOWER CORPORATION CMN (AMT)	256.00	79.8200	20,433.92	34.5535	8,845.70	11,588.22	1.4533	296.96
ROCHE HOLDING AG ADR B SHS(NOM CHF 100) VAL 224.184 (RHHBY)	62.00	70.0510	4,343.16	65.2076	4,042.87	300.29	2.3190	100.72
SANOI SPONSORED ADR CMN (SNY)	196.00	53.6300	10,511.48	43.9793	8,619.94	1,891.54	2.3396	245.93
SENSATA TECHNOLOGIES HLDG N.V CMN (ST)	137.00	38.7700	5,311.49	38.7363	5,306.87	4.62		

Period Ended December 31, 2013

PUBLIC EQUITY (Continued)

	Quantity	Market Price	Market Value / Accrued Income	Unit Cost	Cost Basis	Unrealized Gain (Loss)	Dividend Yield	Estimated Annual Income
US EQUITY								
GSAM LARGE CAP GROWTH (STRATEGIC)								
TIM HORTONS INC CMN (THI)	54.00	58.3800	3,152.52	58.2533	3,145.68	6.84	1.6800	52.96
TOTAL GSAM LARGE CAP GROWTH (STRATEGIC)			674,650.82		508,565.69	166,085.14	1.5537	6,912.98
			281.98					
TOTAL PORTFOLIO								
			674,932.80		508,565.69	166,085.14		6,912.98

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CASH, DEPOSITS & MONEY MARKET FUNDS

CASH	Quantity	Market Price	Market Value / Accrued Income	Unit Cost	Adjusted Cost / Original Cost	Unrealized Gain (Loss)	Yield to Maturity / Current Yield	Estimated Annual Income
U S DOLLAR	1,494.88	1.0000	1,494.88		1,494.88			
DEPOSITS & MONEY MARKET FUNDS								
DEPOSITS								
GOLDMAN SACHS BANK DEPOSIT (BDA) ¹⁴	58,654.36	1.0000	58,654.36	1.0000	58,654.36	0.00	0.0527	30.90
TOTAL CASH, DEPOSITS & MONEY MARKET FUNDS			60,149.24		60,149.24			30.90

FIXED INCOME

	Quantity / Current Face	Market Price	Market Value / Accrued Income	Unit Cost	Adjusted Cost / Original Cost	Unrealized / Economic Gain (Loss)	Yield to Maturity in Percentage	Estimated Annual Income
OTHER FIXED INCOME								
GS CREDIT STRATEGIES FUND								
GS CREDIT STRATEGIES FUND COMMON SHARES	7,024.348	10.4300	73,263.95	10.1394	71,222.71	2,041.24		2,929.15
						23,263.96		
GS HIGH YIELD FUND								
GS HIGH YIELD FUND INSTITUTIONAL SHARES	38,580.796	7.1400	275,466.88	6.2207	240,000.00	35,466.88		18,210.14
						101,074.68		
GS LOCAL EMERGING MARKETS DEBT FUND								
GS LOCAL EMERGING MARKETS DEBT FUND INSTITUTIONAL SHARES	22,962.289	8.4700	194,490.59	9.4766	217,604.48	(23,113.89)		10,287.11
						(7,234.82)		
TOTAL OTHER FIXED INCOME			543,221.42		528,827.19	14,394.23		31,426.39

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PUBLIC EQUITY

	Quantity	Market Price	Market Value / Accrued Income	Unit Cost	Cost Basis	Unrealized / Economic Gain (Loss)	Dividend Yield	Estimated Annual Income
US EQUITY								
GS US EQUITY DIVIDEND AND PREMIUM FUND								
GS U.S. EQUITY DIVIDEND AND PREMIUM FUND INSTITUTIONAL SHARES (GSPKX)	44,428.515	11.2400	499,376.51	10.4271	463,260.48	36,116.03 323,320.00	2.2064	11,018.27
RUSSELL 2000 INDEX FUND (ISHARES)								
ISHARES RUSSELL 2000 ETF (IWM)	2,198.00	115.3600	253,561.28	60.6227	133,248.75	120,312.53	1.2260	3,108.56
GS REAL ESTATE SECURITIES FUND								
GS REAL ESTATE SECURITIES FUND INSTITUTIONAL SHARES (GREIX)	8,561.454	15.8000	135,270.97	15.5436	133,075.42	2,195.55 5,270.96	1.8101	2,448.58
US REAL ESTATE SECURITIES (PUBLIC)								
APARTMENT INVT & MGMT CO CL-A CMN CLASS A (AIV)	2.00	25.9100	51.82	35.4400	70.88	(19.06)	3.7051	1.92
US EQUITY STRUCTURED PRODUCTS								
THE BANK OF NOVA SCOTIA LINKED TO S&P 500 INDEX UPSIDE LEVERED CAPPED W BUFFER STRUCTURED NOTE DUE 09/07/2014 (SPXL262)	200.00	1,170.0790	234,015.80	1,000.0000	200,000.00	34,015.80		
CREDIT SUISSE AG LINKED TO S&P 500 INDEX UPSIDE LEVERED CAPPED W BUFFER STRUCTURED NOTE DUE 11/24/2014 (OCSPXL3)	300,000.00	113.6700	341,010.00	100.0000	300,000.00	41,010.00		
TOTAL US EQUITY STRUCTURED PRODUCTS			575,025.80		500,000.00	75,025.80		
TOTAL US EQUITY			1,463,286.38		1,229,655.53	233,630.85	1.8663	16,577.33
NON-US EQUITY								
GS INTERNATIONAL EQUITY INSIGHTS FUND								
GS INTERNATIONAL EQUITY INSIGHTS FUND I (GCIX)	47,937.255	11.2800	540,732.24	8.7689	420,357.27	120,374.97 40,732.24	3.0408	16,442.48

Period Ended December 31, 2013

PUBLIC EQUITY (Continued)

	Quantity	Market Price	Market Value / Accrued Income	Unit Cost	Cost Basis	Unrealized Gain (Loss)	Dividend Yield	Estimated Annual Income
NON-US EQUITY								
EURO STOXX 50 INDEX FUND (SPDR)								
SPDR EURO STOXX 50 FD ETF (FEZ)	1,510.00	42.2000	63,722.00 284.15	33.0960	49,974.96	13,747.04	2.7246	1,736.20
MSCI EMERGING MARKETS INDEX FUND (ISHARES)								
ISHARES MSCI EMERGING MKTS ETF (EEM)	2,815.00	41.7950	117,652.93	37.4039	105,292.11	12,360.82	2.0538	2,416.33
GS INTERNATIONAL REAL ESTATE SECURITIES FUND								
GS INTERNATIONAL REAL ESTATE SECURITIES INSTITUTIONAL CLASS SHARES (GIRIX)	24,785.727	6.3500	157,389.37	6.0171	149,137.76	8,251.61 27,389.37	4.9764	7,832.29
NON-US EQUITY STRUCTURED PRODUCTS								
JPMORGAN CHASE & CO. LINKED TO MSCI EAFE UPSIDE LEVERED CAPPED W/ BUFFER STRUCTURED NOTE DUE 10/29/2014 (QJMXEEL6)	100,000.00	119.1100	119,110.00	100.0000	100,000.00	19,110.00		
ROYAL BANK OF CANADA LNKD TO MSCI EMERGING MKTS IND UPSIDE LEVERED CAPPED W/ BUFFER STRUCTURED NOTE DUE 11/14/2014 (OREEMEL1)	100,000.00	103.0400	103,040.00	100.0000	100,000.00	3,040.00		

Period Ended December 31, 2013

PUBLIC EQUITY (Continued)

	Quantity	Market Price	Market Value / Accrued Income	Unit Cost	Cost Basis	Unrealized Gain (Loss)	Dividend Yield	Estimated Annual Income
NON-US EQUITY								
NON-US EQUITY STRUCTURED PRODUCTS								
THE GOLDMAN SACHS GROUP, INC. LINKED TO BASKET OF INDICES UPSIDE LEVERED CAPPED W/ BUFFER STRUCTURED NOTE DUE 05/29/2015 (INTLB039)	100.00	1,220.6440	122,064.40	1,000.0000	100,000.00	22,064.40		
TOTAL NON-US EQUITY STRUCTURED PRODUCTS			344,214.40		300,000.00	44,214.40		
						Unrealized / Economic Gain (Loss)	Dividend Yield	Estimated Annual Income
TOTAL NON-US EQUITY			1,223,710.94		1,024,762.10	198,948.84	3.2322	28,427.30
			284.15					
TOTAL PUBLIC EQUITY			2,686,997.32		2,254,417.63	432,579.69	2.5459	45,004.63
			284.15					

OTHER INVESTMENTS

	Quantity	Market Price	Market Value / Accrued Income	Unit Cost	Adjusted Cost / Original Cost	Unrealized Gain (Loss)	Yield to Maturity / Current Yield	Estimated Annual Income
MISCELLANEOUS								
OTHER STRUCTURED PRODUCTS								
THE GOLDMAN SACHS GROUP, INC. LINKED TO RUSSELL 2000 INDEX CNTNGNT CPN W/ BUFFER STRUCTURED NOTE DUE 5/8/2014 (RUTDIG16)	100.00	1,080.6540	108,065.40	1,000.0000	100,000.00	8,065.40		
TOTAL PORTFOLIO			3,398,717.53		2,943,394.06	455,039.32		76,461.92

Period Ended December 31, 2013

FIXED INCOME

	Quantity	Market Price	Market Value / Accrued Income	Unit Cost	Adjusted Cost / Original Cost	Unrealized Gain (Loss)	Yield to Maturity / Current Yield	Estimated Annual Income
INVESTMENT GRADE FIXED INCOME								
GS GOVERNMENT/CORPORATE FIXED INCOME								
GOLDMAN SACHS BANK DEPOSIT (BDA) ¹⁴	22,622.91	1.0000	22,622.91	1.0000	22,622.91		0.0505	11.42
	Quantity / Current Face	Market Price	Market Value / Accrued Income	Unit Cost	Adjusted Cost / Original Cost	Unrealized Gain (Loss)	Yield to Maturity in Percentage	Estimated Annual Income
XEROX CORPORATION 8.25% 05/15/2014 SR LIEN M- W+75.00BP S&P BBB /Moody's Baa2	50,000.00	102.6800	51,340.00	102.3958	51,197.88	142.12	1.7690	4,125.00
ROYAL BANK OF CANADA MTN 2.625% 12/15/2015 USD SER D SR LIEN S&P AA- /Moody's Aa3	50,000.00	103.6740	51,837.00	102.6951	51,347.56	489.44	1.2263	1,312.50
OMNICOM GROUP INC 5.9% 04/15/2016 SR LIEN S&P BBB+ /Moody's Baa1	100,000.00	110.5420	110,542.00	106.7038	106,703.82	3,838.18	2.8520	5,900.00
JPMORGAN CHASE & CO 6.0% 01/15/2018 USD SER SR LIEN S&P A /Moody's A3	100,000.00	115.1480	115,148.00	108.2640	108,264.01	6,883.99	3.7755	6,000.00
PEPSICO, INC. 5.0% 06/01/2018 SR LIEN S&P A- /Moody's A1	50,000.00	112.1720	56,086.00	112.3930	56,196.52	(10.52)	2.0510	2,500.00
RALPH LAUREN CORPORATION 2.125% 09/26/2018 SR LIEN M-W+10.00BP Next Call Dt. 08 26 18 S&P A /Moody's A3	50,000.00	99.5020	49,751.00	99.8960	49,948.00	(197.00)	2.1470	1,062.50
CVS CAREMARK CORPORATION 6.6% 03/15/2019 M- W+50.00BP S&P BBB+ /Moody's Baa1	100,000.00	118.3390	118,339.00	113.1888	113,188.80	5,150.20	3.7838	6,600.00
AMGEN INC 3.45% 10/01/2020 SR LIEN M-W+15.00BP S&P A /Moody's Baa1	50,000.00	101.4670	50,733.50	102.9596	51,479.78	(746.28)	2.9630	1,725.00
LOWE'S COMPANIES, INC. 3.8% 11/15/2021 SR LIEN M- W+30.00BP Next Call Dt. 08 15 21 S&P A- /Moody's A3	50,000.00	103.1000	51,550.00	104.3634	52,181.72	(631.72)	3.1520	1,900.00
TIME WARNER INC 4.0% 01/15/2022 SR LIEN M-W+30.00BP S&P BBB /Moody's Baa2	50,000.00	101.2630	50,631.50	104.1972	52,098.59	(1,467.09)	3.3990	2,000.00
CBS CORPORATION 3.375% 03/01/2022 USD SR LIEN M- W+25.00BP Next Call Dt. 12 01 21 S&P BBB /Moody's Baa2	50,000.00	95.4410	47,720.50	96.9925	48,496.27	(775.77)	3.8210	1,687.50
			562.50	96.34	48,168.50	(448.00)		

Period Ended December 31, 2013

FIXED INCOME (Continued)

	Quantity / Current Face	Market Price	Market Value / Accrued Income	Unit Cost	Adjusted Cost / Original Cost	Unrealized Gain (Loss)	Yield to Maturity in Percentage	Estimated Annual Income
INVESTMENT GRADE FIXED INCOME								
GS GOVERNMENT/CORPORATE FIXED INCOME								
BURLINGTON NRTN SANTA FE LLC 3.0% 03/15/2023 SR	50,000.00	93.1260	46,563.00	100.0000	50,000.00	(3,437.00)	3.0000	1,500.00
LIEN M-W+20 008P Next Call Dt. 12 15 22 S&P BBB+ /Moody's A3			441.67					
FHLB 5 250000% 06/18/2014 JD S&P AA+ /Moody's Aaa	200,000.00	102.3540	204,708.00	100.0645	200,129.08	4,578.92	5.1074	10,500.00
			379.17	100.83	201,664.06	3,043.94		
FHLB 5 0% 11/17/2017 MN S&P AA+ /Moody's Aaa	175,000.00	114.1170	199,704.75	100.8125	176,421.95	23,282.80	4.7680	8,750.00
			1,069.44	101.83	178,204.25	21,500.50		
MANITOBA (PROVINCE OF) 1.75% 05/30/2019 USD SR LIEN S&P AA /Moody's Aa1	50,000.00	97.8360	48,918.00	99.8890	49,944.50	(1,026.50)	1.7669	875.00
			72.92					
U S TREASURY NOTE 2.000000% 02/15/2023 FA OFF THE RUN Moody's Aaa	75,000.00	92.7660	69,574.50	102.4071	76,805.32	(7,230.82)	1.7139	1,500.00
			567.12	102.58	76,933.59	(7,359.09)		
TOTAL GS GOVERNMENT/CORPORATE FIXED INCOME			1,345,769.66		1,317,026.71	28,742.95	3.4647	57,948.92
			11,718.75		1,346,920.31	(1,150.65)		
TOTAL PORTFOLIO								
			Market Value		Adjusted Cost / ^a Original Cost	Unrealized Gain (Loss)		Estimated Annual Income
			1,357,488.41		1,317,026.71	28,742.95		57,948.92
					1,346,920.31	(1,150.65)		

Period Ended December 31, 2013

PUBLIC EQUITY

	Quantity	Market Price	Market Value / Accrued Income	Unit Cost	Adjusted Cost / Original Cost	Unrealized Gain (Loss)	Yield to Maturity / Current Yield	Estimated Annual Income
US EQUITY								
GSAM LARGE CAP VALUE (STRATEGIC)								
U S DOLLAR	85.46	1.0000	85.46		85.46			
GOLDMAN SACHS BANK DEPOSIT (BDA) (*BDANOW)14	8,061.28	1.0000	8,061.28	1.0000	8,061.28		0.0495	3.99
ADOBE SYSTEMS INC CMN (ADBE)	66.00	59.8790	3,952.01	31.7683	2,096.71	1,855.31		
ALLERGAN INC CMN (AGN)	25.00	111.0800	2,777.00	98.9744	2,474.36	302.84	0.1801	5.00
ALTERA CORP CMN (ALTR)	143.00	32.5110	4,649.07	31.7271	4,536.97	112.10	1.8455	85.80
AMERICAN INTL GROUP, INC CMN (AIG)	222.00	51.0500	11,333.10	39.1554	8,892.49	2,640.61	0.7835	88.80
APACHE CORP. CMN (APA)	59.00	85.9400	5,070.46	85.2410	5,029.22	41.24	0.9309	47.20
APPLE, INC. CMN (AAPL)	14.00	561.0200	7,854.28	438.4879	6,138.83	1,715.45	2.1746	170.80
APPLIED MATERIALS INC CMN (AMAT)	147.00	17.6800	2,598.96	17.5820	2,584.55	14.41	2.2624	58.80
BANK OF AMERICA CORP CMN (BAC)	778.00	15.5700	12,113.46	9.3380	7,264.95	4,848.51	0.2569	31.12
BARD C R INC N J CMN (BCR)	30.00	133.9400	4,018.20	97.4957	2,924.87	1,093.33	0.6271	25.20
BOEING COMPANY CMN (BA)	82.00	136.4900	11,192.18	65.1444	5,341.84	5,850.34	2.1394	239.44
CAPITAL ONE FINANCIAL CORP CMN (COF)	74.00	76.6100	5,669.14	58.9991	4,365.93	1,303.21	1.5864	88.80
CATERPILLAR INC (DELAWARE) CMN (CAT)	40.00	90.8100	3,632.40	83.3850	3,335.40	297.00	2.6429	96.00
CBS CORPORATION CMN CLASS B (CBS)	48.00	63.7400	3,059.52	41.2283	1,978.96	1,080.56	0.7531	23.04
			5.76					
CITIGROUP INC CMN (C)	255.00	52.1100	13,288.05	44.8650	11,440.57	1,847.48		
COMERICA INCORPORATED CMN (CMA)	40.00	47.5400	1,901.60	36.8918	1,475.67	425.93	1.4304	27.20
			6.80					
CONAGRA INC CMN (CAG)	109.00	33.7000	3,673.30	34.4645	3,756.63	(83.33)	2.9674	109.00
DEVON ENERGY CORPORATION (NEW) CMN (DVN)	173.00	61.8700	10,703.51	71.1318	12,305.80	(1,602.29)	1.4223	152.24
EASTMAN CHEM CO CMN (EMN)	71.00	80.7000	5,729.70	58.8310	4,177.00	1,552.70	1.7348	99.40
			24.85					
EBAY INC. CMN (EBAY)	42.00	54.8650	2,304.33	51.6190	2,168.00	136.33		
ELI LILLY & CO CMN (LLY)	102.00	51.0000	5,202.00	48.4805	4,945.01	256.99	3.8431	199.92
EMC CORPORATION MASS CMN (EMC)	343.00	25.1500	8,626.45	23.1193	7,929.92	696.53	1.5905	137.20

Period Ended December 31, 2013

PUBLIC EQUITY (Continued)

	Quantity	Market Price	Market Value / Accrued Income	Unit Cost	Cost Basis	Unrealized Gain (Loss)	Dividend Yield	Estimated Annual Income
US EQUITY								
GSAM LARGE CAP VALUE (STRATEGIC)								
ESTEE LAUDER COS INC CL-A CMN CLASS A (EL)	39.00	75.3200	2,937.48	75.2046	2,932.98	4.50	1.0621	31.20
EXPEDIA, INC. CMN (EXPE)	43.00	69.6600	2,995.38	63.3351	2,723.41	271.97		
EXXON MOBIL CORPORATION CMN (XOM)	199.00	101.2000	20,138.80	80.8588	16,090.90	4,047.90	2.4901	501.48
FIRSTENERGY CORP CMN (FE)	61.00	32.9800	2,011.78	37.9028	2,312.07	(300.29)	6.6707	134.20
GAP INC CMN (GPS)	88.00	39.0800	3,439.04	41.2248	3,627.78	(188.74)	2.0471	70.40
GENERAL ELECTRIC CO CMN (GE)	687.00	28.0300	19,256.61	18.1226	12,450.20	6,806.41	3.1395	604.56
			151.14					
HALLIBURTON COMPANY CMN (HAL)	138.00	50.7500	7,003.50	31.3454	4,325.66	2,677.84	1.1823	82.80
HARTFORD FINANCIAL SVCS GROUP CMN (HIG)	137.00	36.2300	4,963.51	27.3531	3,747.37	1,216.14	1.6561	82.20
			20.55					
JPMORGAN CHASE & CO CMN (JPM)	206.00	58.4800	12,046.88	33.9252	6,988.59	5,058.29	2.5992	313.12
L BRANDS, INC. CMN (LB)	85.00	61.8500	5,257.25	50.8292	4,320.48	936.77	1.9402	102.00
LIBERTY GLOBAL, PLC CMN CLASS A (LBTYA)	58.00	89.0000	5,162.00	68.3821	3,966.16	1,195.84		
MERCK & CO, INC. CMN (MRK)	246.00	50.0500	12,312.30	42.4432	10,441.02	1,871.28	3.5165	432.96
			108.24					
MGM RESORTS INTERNATIONAL CMN (MGM)	167.00	23.5200	3,927.84	12.1318	2,026.01	1,901.83		
MICROSOFT CORPORATION CMN (MSTT)	162.00	37.4100	6,060.42	32.7934	5,312.53	747.89	2.9939	181.44
MONSTER BEVERAGE CORP CMN (MNST)	46.00	67.7700	3,117.42	53.3204	2,452.74	664.68		
MORGAN STANLEY CMN (MS)	119.00	31.3600	3,731.84	28.0970	3,343.54	388.30	0.6378	23.80
MYLAN INC CMN (MYL)	83.00	43.4000	3,602.20	28.9936	2,406.47	1,195.73		
NEXTERA ENERGY, INC. CMN (NEE)	43.00	85.6200	3,681.66	80.1028	3,444.42	237.24	3.0834	113.52
NVIDIA CORP CMN (NVDA)	134.00	16.0200	2,146.68	15.0631	2,018.45	128.23	2.1223	45.56
ORACLE CORPORATION CMN (ORCL)	103.00	38.2600	3,940.78	33.0017	3,399.17	541.61	1.2546	49.44
P G & E CORPORATION CMN (PG)	110.00	40.2800	4,430.80	44.9650	4,946.15	(515.35)	4.5184	200.20
PFIZER INC. CMN (PFE)	264.00	30.6300	8,086.32	23.2725	6,143.93	1,942.39	3.3954	274.56
PRUDENTIAL FINANCIAL INC CMN (PRU)	108.00	92.2200	9,959.76	51.2631	5,536.42	4,423.34	2.2989	228.96

Period Ended December 31, 2013

PUBLIC EQUITY (Continued)

	Quantity	Market Price	Market Value / Accrued Income	Unit Cost	Cost Basis	Unrealized Gain (Loss)	Dividend Yield	Estimated Annual Income
US EQUITY								
GSAM LARGE CAP VALUE (STRATEGIC)								
QUALCOMM INC CMN (QCOM)	49.00	74.2500	3,638.25	66.3147	3,249.42	388.83	1.8855	68.60
SLM CORPORATION CMN (SLM)	286.00	26.2800	7,516.08	17.1169	4,895.43	2,620.65	2.2831	171.60
SOUTHWESTERN ENERGY CO. CMN (SWN)	137.00	39.3300	5,388.21	34.8089	4,768.82	619.39		
SUNTRUST BANKS INC \$1.00 PAR CMN (STI)	97.00	36.8100	3,570.57	21.0186	2,038.80	1,531.77	1.0867	38.80
TEXTRON INC DEL. CMN (TXT)	122.00	36.7600	4,484.72	24.3093	2,965.74	1,518.98	0.2176	9.76
			2.44					
THE TRAVELERS COMPANIES, INC CMN (TRV)	66.00	90.5400	5,975.64	45.4139	2,997.32	2,978.32	2.2090	132.00
TOLL BROTHERS, INC. CMN (TOL)	146.00	37.0000	5,402.00	34.8495	5,088.03	313.97		
UNITEDHEALTH GROUP INCORPORATE CMN (UNH)	120.00	75.3000	9,036.00	58.4114	7,009.36	2,026.64	1.4874	134.40
VERTEX PHARMACEUTICALS INC CMN (VRTX)	41.00	74.3000	3,046.30	60.5746	2,483.56	562.74		
VIACOM INC CMN CLASS B (VIAB)	19.00	87.3400	1,659.46	59.5637	1,131.71	527.75	1.3739	22.80
WAL MART STORES INC CMN (WMT)	62.00	78.6900	4,878.78	76.1803	4,723.18	155.60	2.3891	116.56
			29.14					
WASTE MANAGEMENT INC CMN (WM)	84.00	44.8700	3,769.08	34.0926	2,863.78	905.30	3.2538	122.64
AMERICAN TOWER CORPORATION CMN (AMT)	30.00	79.8200	2,394.60	71.8480	2,155.44	239.16	1.4533	34.80
AVALONBAY COMMUNITIES INC CMN (AVB)	30.00	118.2300	3,546.90	133.6880	4,010.64	(463.74)	3.6201	128.40
			32.10					
STARWOOD HOTELS & RESORTS CMN (HOT)	48.00	79.4500	3,813.60	64.9054	3,115.46	698.14	1.6992	64.80
ANHEUSER-BUSCH INBEV S.A. SPONSORED ADR CMN (BUD)	49.00	106.4600	5,216.54	79.2880	3,885.11	1,331.43	2.3520	122.70
BP P L C SPONSORED ADR CMN (BP)	136.00	48.6100	6,610.96	42.3796	5,763.62	847.34	4.6904	310.08
COVIDIEN PUBLIC LIMITED COMPAN CMN (COV)	83.00	68.1000	5,652.30	58.6945	4,871.64	780.66		
TOTAL GSAM LARGE CAP VALUE (STRATEGIC)			373,305.70		296,083.93	77,221.78	2.1052	6,639.29
			381.02					
TOTAL PORTFOLIO								
		Market Value		Adjusted Cost / #		Unrealized		Estimated
		373,686.72		Original Cost		Gain (Loss)		Annual Income
				296,083.93		77,221.78		6,639.29