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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

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▶ 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 , 2013, and ending , 20

Name of foundation THE GORDON A. CAIN FOUNDATION		A Employer identification number 20-8483773
Number and street (or P O box number if mail is not delivered to street address)	Room/suite	B Telephone number (see instructions) (713) 840-7896
8 GREENWAY PLAZA	606	
City or town, state or province, country, and ZIP or foreign postal code HOUSTON, TX 77046		C If exemption application is pending, check here ☐
G Check all that apply	Initial return ☐ Final return ☐ Address change ☐	D 1 Foreign organizations, check here ☐ 2 Foreign organizations meeting the 85% test check here and attach computation ☐
Initial return of a former public charity ☐ Amended return ☐ Name change ☐		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐
I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ 16,355,951.	J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) _____	
(Part I, column (d) must be on cash basis)		

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1	Contributions, gifts, grants, etc., received (attach schedule)				
2	Check ☐ if the foundation is not required to attach Sch B				
3	Interest on savings and temporary cash investments				
4	Dividends and interest from securities	546,383.	545,272.		ATCH 1
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	1,081,945.			
b	Gross sales price for all assets on line 6a				
7	Capital gain net income (from Part IV, line 2)		1,081,945.		
8	Net short-term capital gain				
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less: Cost of goods sold				
c	Gross profit or (loss) (attach schedule)				
11	Other income (attach schedule) ATCH 2	69,354.	44,206.		
12	Total Add lines 1 through 11	1,697,682.	1,671,423.		0
13	Compensation of officers, directors, trustees, etc.	0			
14	Other employee salaries and wages	9,689.	9,689.		
15	Pension plans, employee benefits				
16a	Legal fees (attach schedule)				
b	Accounting fees (attach schedule)				
c	Other professional fees (attach schedule) *	19,237.	19,237.		
17	Interest ATCH 4	566.	566.		
18	Taxes (attach schedule) (see instructions) ATCH 5	13,222.	2,253.		
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses (attach schedule) ATCH 6	86,285.	86,080.		
24	Total operating and administrative expenses. Add lines 13 through 23	128,999.	117,825.		
25	Contributions, gifts, grants paid	665,500.			665,500.
26	Total expenses and disbursements Add lines 24 and 25	794,499.	117,825.		665,500.
27	Subtract line 26 from line 12				
a	Excess of revenue over expenses and disbursements	903,183.			
b	Net investment income (if negative, enter -0-)		1,553,598.		
c	Adjusted net income (if negative, enter -0-)				0

SCANNED MAY 28 2014

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing			130,788.	130,788.
	2	Savings and temporary cash investments		285,284.	288,616.	288,616.
	3	Accounts receivable ▶ 11,877.				
		Less allowance for doubtful accounts ▶		2,444.	11,877.	11,877.
	4	Pledges receivable ▶				
		Less allowance for doubtful accounts ▶				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)				
	7	Other notes and loans receivable (attach schedule) ▶				
		Less allowance for doubtful accounts ▶				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges ATCH 7		5,600.	11,000.	11,000.
	10 a	Investments - U.S. and state government obligations (attach schedule), * *		951,568.	1,013,985.	1,017,665.
	b	Investments - corporate stock (attach schedule) ATCH 9		9,929,078.	10,134,880.	13,126,502.
	c	Investments - corporate bonds (attach schedule) ATCH 10		853,988.	1,191,295.	1,226,422.
	11	Investments - land, buildings, and equipment - basis				
	Less accumulated depreciation (attach schedule) ▶					
12	Investments - mortgage loans					
13	Investments - other (attach schedule) ATCH 11		298,595.	447,350.	543,081.	
14	Land, buildings, and equipment - basis		750.			
	Less accumulated depreciation (attach schedule) ▶		750.			
15	Other assets (describe ▶)					
16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)		12,326,557.	13,229,791.	16,355,951.	
Liabilities	17	Accounts payable and accrued expenses				
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable (attach schedule)				
	22	Other liabilities (describe ▶ ATCH 12)		308.	359.	
23	Total liabilities (add lines 17 through 22)		308.	359.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here. ▶ ☐					
	and complete lines 24 through 26 and lines 30 and 31.					
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, . . . ▶ ☒					
	check here and complete lines 27 through 31.					
	27	Capital stock, trust principal, or current funds		11,922,824.	11,922,824.	
	28	Paid-in or capital surplus, or land, bldg., and equipment fund				
	29	Retained earnings, accumulated income, endowment, or other funds		403,425.	1,306,608.	
30	Total net assets or fund balances (see instructions)		12,326,249.	13,229,432.		
31	Total liabilities and net assets/fund balances (see instructions)		12,326,557.	13,229,791.		

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	12,326,249.
2	Enter amount from Part I, line 27a	2	903,183.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	13,229,432.
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	13,229,432.

**ATCH 8

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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 SEE PART IV SCHEDULE					
b					
c					
d					
e					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
a					
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69					
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))		
a					
b					
c					
d					
e					
2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }			2	1,081,945.	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8			3	0	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2012	582,500.	14,120,209.	0.041253
2011	552,000.	13,353,708.	0.041337
2010	543,000.	12,201,710.	0.044502
2009	605,333.	10,636,471.	0.056911
2008	633,333.	13,497,861.	0.046921
2 Total of line 1, column (d)			2 0.230924
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years			3 0.046185
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5			4 15,504,237.
5 Multiply line 4 by line 3			5 716,063.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 15,536.
7 Add lines 5 and 6			7 731,599.
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions			8 665,500.

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

1 a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1 Date of ruling or determination letter: _____ (attach copy of letter if necessary - see instructions)		1	31,072.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b			
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	
3 Add lines 1 and 2		3	31,072.
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	31,072.
6 Credits/Payments			
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a	11,000.	
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	11,000.	
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	20,072.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		
11 Enter the amount of line 10 to be Credited to 2014 estimated tax ☐ Refunded ☐	11		

Part VII-A Statements Regarding Activities

	Yes	No
1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? 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
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?	N/A	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8 a Enter the states to which the foundation reports or with which it is registered (see instructions) ☐ TX, _____		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation.	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 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 N/A				
14	The books are in care of CAIN FAMILY OFFICE Telephone no 713-840-7896			
	Located at 8 GREENWAY PLAZA, SUITE 606 HOUSTON, TX ZIP+4 77046			
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 N/A	15		
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country N/A	16	Yes	No
				X

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

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

		Yes	No
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	N/A
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 N/A		
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.)	2b	N/A
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here N/A		
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.)	3b	N/A
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

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Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☐ Yes ☒ No(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No**b** If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? ☐ Yes ☒ NoOrganizations relying on a current notice regarding disaster assistance check here ☐ **5b** N/A**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☒ No

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ Yes ☒ No **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? ☐ Yes ☒ No **7b** N/A**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1** List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ATCH 13		0	0	0

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE		0	0	0

Total number of other employees paid over \$50,000 ☐ 0

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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** (see instructions). If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		0

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 N/A	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3 NONE	
Total. Add lines 1 through 3	

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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	15,341,730.
b	Average of monthly cash balances	1b	388,540.
c	Fair market value of all other assets (see instructions)	1c	10,072.
d	Total (add lines 1a, b, and c)	1d	15,740,342.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	15,740,342.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	236,105.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	15,504,237.
6	Minimum investment return. Enter 5% of line 5	6	775,212.

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	775,212.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	31,072.
b	Income tax for 2013 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	31,072.
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	744,140.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	744,140.
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	744,140.

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	665,500.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4.	4	665,500.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions).	5	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	665,500.

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.

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Page **9****Part XIII Undistributed Income** (see instructions)

	(a) Corpus	(b) Years prior to 2012	(c) 2012	(d) 2013
1 Distributable amount for 2013 from Part XI, line 7				744,140.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only				
b Total for prior years 20 <u>11</u> , 20 <u>10</u> , 20 <u>09</u>				
3 Excess distributions carryover, if any, to 2013				
a From 2008				
b From 2009 78,250.				
c From 2010				
d From 2011				
e From 2012				
f Total of lines 3a through e	78,250.			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ \$ <u>665,500.</u>				
a Applied to 2012, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see instructions).				
c Treated as distributions out of corpus (Election required - see instructions)				
d Applied to 2013 distributable amount				665,500.
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).)	78,250.			78,250.
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 instructions				
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014				390.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	0			
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				

Form **990-PF** (2013)

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

NOT APPLICABLE

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

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

4942(j)(3) or

4942(j)(5)

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

ATCH 14

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

SEE ATTACHMENT 16

c Any submission deadlines

SEE ATTACHMENT 16

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

SEE ATTACHMENT 16

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year ATCH 15				
Total			▶ 3a	665,500.
b Approved for future payment				
Total			▶ 3b	NONE

Form 990-PF (2013)

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount		
1 Program service revenue						
a _____						
b _____						
c _____						
d _____						
e _____						
f _____						
g Fees and contracts from government agencies						
2 Membership dues and assessments						
3 Interest on savings and temporary cash investments						
4 Dividends and interest from securities			14	546,383.		
5 Net rental income or (loss) from real estate						
a Debt-financed property						
b Not debt-financed property						
6 Net rental income or (loss) from personal property .						
7 Other investment income						
8 Gain or (loss) from sales of assets other than inventory			18	1,081,945.		
9 Net income or (loss) from special events						
10 Gross profit or (loss) from sales of inventory . .						
11 Other revenue a <u>FROM FLOW THROUGH</u>			01	69,354.		
b _____						
c _____						
d _____						
e _____						
12 Subtotal Add columns (b), (d), and (e)				1,697,682.		
13 Total Add line 12, columns (b), (d), and (e)					13	1,697,682.

(See worksheet in line 13 instructions to verify calculations)

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

[illegible]

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		TOTAL LONG-TERM COMMON TRUST FUND AND PARTNERSHIP, S CORPORATION, AND OTHER ESTATES OR TRUST GAIN OR LOSS					489.	
		TOTAL CAPITAL GAIN DISTRIBUTIONS					8,176.	
281,613.		NORTHERN TRUST - SEE ATTACHED STATEMENT PROPERTY TYPE: SECURITIES 254,727.				P	VARIOUS	VARIOUS
							26,886.	
1,337,914.		NORTHERN TRUST - SEE ATTACHED STATEMENT PROPERTY TYPE: SECURITIES 857,277.				P	VARIOUS	VARIOUS
							480,637.	
90,706.		DISPOSITION OF PTP: ENTERPRISE PRODUCTS, PROPERTY TYPE: SECURITIES 41,872.				P	VARIOUS	VARIOUS
							48,834.	
42,891.		DISPOSITION OF PTP: KINDER MORGAN ENERGY PROPERTY TYPE: SECURITIES 25,272.				P	VARIOUS	VARIOUS
							17,619.	
21,496.		DISPOSITION OF PTP: ONEOK PARTNERS, LP PROPERTY TYPE: SECURITIES 13,108.				P	VARIOUS	VARIOUS
							8,388.	
76,395.		DISPOSITION OF PTP: PLAINS ALL AMERICAN PROPERTY TYPE: SECURITIES 45,381.				P	VARIOUS	VARIOUS
							31,014.	
2,132.		DISPOSITION OF PTP: LINN ENERGY, LLC PROPERTY TYPE: SECURITIES				P	VARIOUS	VARIOUS
							2,132.	
5,078,406.		NORTHERN TRUST - SEE ATTACHED STATEMENT PROPERTY TYPE: SECURITIES 5,105,776.				P	VARIOUS	VARIOUS
							-27,370.	
470,416.		NORTHERN TRUST - SEE ATTACHED STATEMENT PROPERTY TYPE: SECURITIES 464,121.				P	VARIOUS	VARIOUS
							6,295.	
616,496.		NORTHERN TRUST - SEE ATTACHED STATEMENT PROPERTY TYPE: SECURITIES 589,069.				P	VARIOUS	VARIOUS
							27,427.	
		NORTHERN TRUST - SEE ATTACHED STATEMENT				P	VARIOUS	VARIOUS

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
2,154,253.		PROPERTY TYPE: SECURITIES 1,721,391.					432,862.	
		UBS - SEE ATTACHED STATEMENT				P	VARIOUS	VARIOUS
115,031.		PROPERTY TYPE: SECURITIES 95,660.					19,371.	
		UBS - SEE ATTACHED STATEMENT				P	VARIOUS	VARIOUS
243,105.		PROPERTY TYPE: SECURITIES 249,950.					-6,845.	
		LITIGATION PROCEEDS				P	VARIOUS	VARIOUS
5,503.		PROPERTY TYPE: SECURITIES					5,503.	
		DISTRIBUTION IN EXCESS OF BASIS				P	VARIOUS	VARIOUS
527		PROPERTY TYPE: SECURITIES					527.	
TOTAL GAIN(LOSS)							<u>1,081,945.</u>	

ATTACHMENT 1FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
NORTHERN TRUST - CYPRESS 26-93892	9,309.	9,309.
NORTHERN TRUST - US TRUST FIXED 26-93890	74,864.	73,753.
UBS FINANCIAL SERVICES	48,685.	48,685.
NORTHERN TRUST - AVALON 26-95403	412,083.	412,083.
ENERGY TRANSFER EQUITY, LP	1,415.	1,415.
KINDER MORGAN ENERGY PARTNERS LP	24.	24.
PLAINS ALL AMERICAN PIPELINE, LP	2.	2.
LINN ENERGY, LLC	1.	1.
TOTAL	<u>546,383.</u>	<u>545,272.</u>

RENT AND ROYALTY INCOME

Taxpayer's Name THE GORDON A. CAIN FOUNDATION	Identifying Number 20-8483773
---	---

DESCRIPTION OF PROPERTY

THRU K-1: KINDER MORGAN ENERGY PARTNERS

	Yes	No	Did you actively participate in the operation of the activity during the tax year?
--	-----	----	--

TYPE OF PROPERTY.

OTHER INCOME:		
KINDER MORGAN ENERGY PARTNERS	10.	

TOTAL GROSS INCOME	10.
-------------------------------------	------------

OTHER EXPENSES:

[illegible]

DEPRECIATION (SHOWN BELOW)

LESS Beneficiary's Portion

AMORTIZATION

LESS. Beneficiary's Portion

DEPLETION

LESS: Beneficiary's Portion

TOTAL EXPENSES

TOTAL RENT OR ROYALTY INCOME (LOSS)	10.
--	------------

Less Amount to

Rent or Royalty _____

Depreciation _____

Depletion

Investment Interest Expense _____

Other Expenses _____

Net Income (Loss) to Others

Net Rent or Royalty Income (Loss) 10.

Deductible Rental Loss (if Applicable)

SCHEDULE FOR DEPRECIATION CLAIMED

[illegible]

THE GORDON A. CAIN FOUNDATION

20-8483773

SUPPLEMENT TO RENT AND ROYALTY SCHEDULE

OTHER INCOME

KINDER MORGAN ENERGY PARTNERS

10.

10.

RENT AND ROYALTY SUMMARY

<u>PROPERTY</u>	<u>TOTAL INCOME</u>	<u>DEPLETION/ DEPRECIATION</u>	<u>OTHER EXPENSES</u>	<u>ALLOWABLE NET INCOME</u>
THRU K-1: KINDER MOR	10.			10.
TOTALS	<u>10.</u>			<u>10.</u>

ATTACHMENT 2FORM 990PF, PART I - OTHER INCOME

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>
ROYALTY INCOME	10.	10.	10.
ORDINARY INCOME - ENERGY TRANSFER EQUITY	-668.		
ORDINARY INCOME - ENTERPRISE PRODUCTS	-63.		
ORDINARY INCOME - KINDER MORGAN ENERGY	231.	231.	
ORDINARY INCOME - ONEOK PARTNERS	-68.		
ORDINARY INCOME - PLAINS ALL AMERICAN	94.	94.	
ORDINARY INCOME - LINN ENERGY	128.	128.	
OTHER INCOME - PLAINS ALL AMERICAN	-22.		
OTHER INCOME - ENTERPRISE PRODUCTS	39.		
ORDINARY GAIN - ENERGY TRANSFER EQUITY	20.		
ORDINARY GAIN - ENTERPRISE PRODUCTS	24,446.	15,305.	
ORDINARY GAIN - KINDER MORGAN ENERGY	25,240.	15,832.	
ORDINARY GAIN - ONEOK PARTNERS, LP	7,717.	3,932.	
ORDINARY GAIN - PLAINS ALL AMERICAN	7,925.	6,736.	
ORDINARY GAIN - LINN ENERGY, LLC	4,325.	1,938.	
TOTALS	<u>69,354.</u>	<u>44,206.</u>	<u>10.</u>

ATTACHMENT 3

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
ACCOUNTING SERVICES	19,237.	19,237.
TOTALS	<u>19,237.</u>	<u>19,237.</u>

ATTACHMENT 4

FORM 990PF, PART I - INTEREST EXPENSE

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
INTEREST EXPENSE - FLOW THRU	566.	566.
TOTALS	<u>566.</u>	<u>566.</u>

ATTACHMENT 5

FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
PAYROLL TAX EXPENSE	733.	733.
FOREIGN TAX WITHHOLDING	1,520.	1,520.
EXCISE TAX	10,969.	
TOTALS	<u>13,222.</u>	<u>2,253.</u>

ATTACHMENT 6FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
INVESTMENT FEES - NT AGENCY	1,000.	1,000.
INVESTMENT FEES - CYPRESS	6,502.	6,502.
INVESTMENT FEES - NT US TRUST	104.	104.
INVESTMENT FEES - NT UST FIXED	13,452.	13,452.
INVESTMENT FEES - UBS	64.	64.
INVESTMENT FEES - AVALON	64,626.	64,626.
SECTION 59(E)(2)-KINDER MORGAN	104.	104.
SECTION 59(E)(2)-LINN ENERGY	114.	114.
DEPLETION - LINN ENERGY	135.	
NDE - ENERGY TRANSFER EQUITY	66.	
NDE - KINDER MORGAN	1.	
NDE - ONEOK PARTNERS	1.	
NDE - PLAINS ALL AMERICAN	2.	
OFFICE EXPENSE	114.	114.
TOTALS	<u>86,285.</u>	<u>86,080.</u>

ATTACHMENT 7

FORM 990PF, PART II - PREPAID EXPENSES AND DEFERRED CHARGES

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
PREPAID EXCISE TAX	11,000.	11,000.
TOTALS	<u>11,000.</u>	<u>11,000.</u>

FORM 990PF, PART II - U.S. AND STATE OBLIGATIONS

ATTACHMENT 8

<u>DESCRIPTION</u>	<u>ENDING</u>	<u>ENDING</u>
	<u>BOOK VALUE</u>	<u>FMV</u>
GOVERNMENT OBLIGATIONS - SEE ATTACHMENT	1,013,985.	1,017,665.
US OBLIGATIONS TOTAL	<u>1,013,985.</u>	<u>1,017,665.</u>

ATTACHMENT 9

FORM 990PF, PART II - CORPORATE STOCK

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
CORPORATE STOCK - SEE ATTACHMENT	10,134,880.	13,126,502.
TOTALS	<u>10,134,880.</u>	<u>13,126,502.</u>

ATTACHMENT 10FORM 990PF, PART II - CORPORATE BONDS

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
CORPORATE BONDS - SEE ATTACHMENT	1,191,295.	1,226,422.
TOTALS	<u>1,191,295.</u>	<u>1,226,422.</u>

FORM 990PF, PART II - OTHER INVESTMENTS

ATTACHMENT 11

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
ASSET BACKED SECURITIES - SEE ATTACHMENT	166,286.	162,403.
COMMERCIAL MORTGAGE BACKED SECURITIES - SEE ATTACHMENT	282,965.	283,653.
1,187 UNITS ENERGY TRANSFER EQUITY LP	-1,901.	97,025.
TOTALS	<u>447,350.</u>	<u>543,081.</u>

THE GORDON A. CAIN FOUNDATION

20-8483773

ATTACHMENT 12FORM 990PF, PART II - OTHER LIABILITIES

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>
PAYROLL TAX PAYABLE	359.
TOTALS	<u>359.</u>

THE GORDON A. CAIN FOUNDATION

20-8483773

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

ATTACHMENT 13

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u>
JAMES D. WEAVER 8 GREENWAY PLAZA, SUITE 606 HOUSTON, TX 77046	CHAIRMAN, PRESIDENT, DIRECTOR 20.00
SHARYN A. WEAVER 8 GREENWAY PLAZA, SUITE 606 HOUSTON, TX 77046	DIRECTOR 10.00
ALYSON A. NICHOLAS 8 GREENWAY PLAZA, SUITE 606 HOUSTON, TX 77046	DIRECTOR
JAMES K. WEAVER 8 GREENWAY PLAZA, SUITE 606 HOUSTON, TX 77046	DIRECTOR
JOHN M. SULLIVAN 8 GREENWAY PLAZA, SUITE 606 HOUSTON, TX 77046	SECRETARY, TREASURER, DIRECTOR 5.00

ATTACHMENT 14

FORM 990PF, PART XV - NAME, ADDRESS AND PHONE FOR APPLICATIONS

JAMES D. WEAVER
8 GREENWAY PLAZA, SUITE 606
HOUSTON, TX 77046
713-840-7896

THE GORDON A CAIN FOUNDATION

20-8483773

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

ATTACHMENT 15

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
HOUSTON MUSEUM OF NATURAL SCIENCE ONE HERMANN CIRCLE DR HOUSTON, TX 77030	NONE PUBLIC	UNRESTRICTED	68,000
CITIZENS AGAINST GOVERNMENT WASTE 1301 CONNECTICUT AVE NW STE 400 WASHINGTON, DC 20036	NONE PUBLIC	UNRESTRICTED	25,000
CENTER FOR HEARING AND SPEECH 3636 W DALLAS HOUSTON, TX 77019	NONE PUBLIC	UNRESTRICTED	10,000
DEPRESSION & BIPOLAR SUPPORT ALLIANCE 3800 BUFFALO SPEEDWAY STE 300 HOUSTON, TX 77089	NONE PUBLIC	UNRESTRICTED	20,000
MHA OF GREATER HOUSTON FOUNDATION INC 2211 NORFOLK ST STE 810 C/O MARC E GROSSBERG HOUSTON, TX 77098	NONE PUBLIC	UNRESTRICTED	10,000
PROJECT GRAD HOUSTON PO BOX 1558 HOUSTON, TX 77220-5568	NONE PUBLIC	UNRESTRICTED	10,000

ATTACHMENT 15

THE GORDON A CAIN FOUNDATION

20-8483773

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

ATTACHMENT 15 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
THEATRE UNDER THE STARS, INC 800 BAGBY, STE 200 HOUSTON, TX 77002	NONE PUBLIC	UNRESTRICTED	5,000
GOOD SAMARITAN FOUNDATION OF TEXAS INC 5615 KIRBY DR STE 610 HOUSTON, TX 77005-2462	NONE PUBLIC	UNRESTRICTED	50,000
NATIONAL RIFLE ASSOCIATION OF AMERICA 11250 WAPLES MILL ROAD FAIRFAX, VA 22030	NONE PUBLIC	UNRESTRICTED	25,000
MEDIA RESEARCH CENTER, INC 325 S PATRICK ST ALEXANDRIA, VA 22314	NONE PUBLIC	UNRESTRICTED	35,000
BUFFALO BAYOU PARTNERSHIP 1113 VINE ST, STE 200 HOUSTON, TX 77002	NONE PUBLIC	UNRESTRICTED	10,000
CHILD ADVOCATES, INC 2401 PORTSMOUTH, STE 210 HOUSTON, TX 77098	NONE PUBLIC	UNRESTRICTED	15,000

ATTACHMENT 15

THE GORDON A CAIN FOUNDATION

20-8483773

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

ATTACHMENT 15 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
TREES FOR HOUSTON P O BOX 130096 HOUSTON, TX 77219	NONE PUBLIC	UNRESTRICTED	5,000
ST MARTIN'S EPISCOPAL CHURCH 717 SAGE RD HOUSTON, TX 77056	NONE PUBLIC	UNRESTRICTED	5,000
NATIONAL CENTER FOR PUBLIC POLICY RESEARCH 501 CAPITAL COURT, N E STE WASHINGTON, DC 20002	NONE PUBLIC	UNRESTRICTED	15,000
MENNINGER CLINIC 2801 GESSNER DRIVE HOUSTON, TX 77080	NONE PUBLIC	UNRESTRICTED	30,000
CASA DE ESPERANZA P O BOX 66581 HOUSTON, TX 77266	NONE PUBLIC	UNRESTRICTED	7,500
AMERICAN HERITAGE EDUCATION FOUNDATION 3501 W ALABAMA, SUITE 20 HOUSTON, TX 77027	NONE PUBLIC	UNRESTRICTED	10,000

ATTACHMENT 15

THE GORDON A CAIN FOUNDATION

20-8483773

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

ATTACHMENT 15 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
OPEN DOOR MISSION P O BOX 9356 HOUSTON, TX 77261	NONE PUBLIC	UNRESTRICTED	5,000
SAN JACINTO MUSEUM OF HISTORY ONE MONUMENT CIRCLE LA PORTE, TX 77571-9385	NONE PUBLIC	UNRESTRICTED	10,000
THE BILL OF RIGHTS INSTITUTE 200 NORTH GLEBE ROAD ARLINGTON, VA 22203	NONE PUBLIC	UNRESTRICTED	5,000
EYE CARE FOR KIDS FOUNDATION 9660 HILLCROFT, SUITE 325 HOUSTON, TX 77096	NONE PUBLIC	UNRESTRICTED	5,000
MUSEUM OF FINE ARTS HOUSTON P O BOX 6826 HOUSTON, TX 77265-6826	NONE PUBLIC	UNRESTRICTED	30,000
PHILANTHROPY ROUNDTABLE 1150 17TH STREET, NW, SUITE 503 WASHINGTON, DC 20036	NONE PUBLIC	UNRESTRICTED	1,000

ATTACHMENT 15

THE GORDON A CAIN FOUNDATION

20-8483773

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

ATTACHMENT 15 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
HOUSTON FOOD BANK 535 PORTWALL ST HOUSTON, TX 77029	NONE PUBLIC	UNRESTRICTED	10,000
NATIONAL CENTER FOR POLICY ANALYSIS 12770 COIT ROAD, SUITE 800 DALLAS, TX 75251	NONE PUBLIC	UNRESTRICTED	30,000
NATIONAL INFANTRY FOUNDATION 1775 LEGACY WAY, SUITE 220 COLUMBUS, GA 31903	NONE PUBLIC	UNRESTRICTED	50,000
ALLEY THEATRE 615 TEXAS AVENUE HOUSTON, TX 77002	NONE PUBLIC	UNRESTRICTED	25,000
THE INDEPENDENT INSTITUTE 100 SWAN WAY OAKLAND, CA 94621-1428	NONE PUBLIC	UNRESTRICTED	5,000
ADMIRAL NIMITZ FOUNDATION 328 E MAIN STREET FREDERICKSBURG, TX 78624	NONE PUBLIC	UNRESTRICTED	10,000

THE GORDON A CAIN FOUNDATION

20-8483773

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

ATTACHMENT 15 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
HELPING A HERO ORG P O BOX 19310 HOUSTON, TX 77024	NONE PUBLIC	UNRESTRICTED	10,000
NATIONAL LEGAL AND POLICY CENTER 107 PARK WASHINGTON COURT FALLS CHURCH, VA 22046	NONE PUBLIC	UNRESTRICTED	15,000
SIGHT INTO SOUND 3935 ESSEX LANE HOUSTON, TX 77027	NONE PUBLIC	UNRESTRICTED	7,500
UNITED SERVICE ORGANIZATION - HOUSTON 2111 WILSON BLVD, SUITE 12 ARLINGTON, VA 22201	NONE PUBLIC	UNRESTRICTED	25,000
RONALD McDONALD HOUSE HOUSTON 1907 HOLCOMBE BLVD HOUSTON, TX 77030	NONE PUBLIC	UNRESTRICTED	1,000
HOUSTON AREA WOMEN'S CENTER 1010 WAUGH DR HOUSTON, TX 77019	NONE PUBLIC	UNRESTRICTED	10,000

ATTACHMENT 15

THE GORDON A CAIN FOUNDATION

20-8483773

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

ATTACHMENT 15 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
	FOUNDATION STATUS OF RECIPIENT			
LANDMARK LEGAL FOUNDATION 19415 DEERFIELD AVE, SUITE 312 LEESBURG, VA 20176	NONE PUBLIC		UNRESTRICTED	5,000
THE GARDEN CLUB OF HOUSTON 4212 SAN FELIPE PMB 486 HOUSTON, TX 77027	NONE PUBLIC		UNRESTRICTED	5,000
LORD OF THE STREETS EPISCOPAL CHURCH 3401 FANNIN ST HOUSTON, TX 77004	NONE PUBLIC		UNRESTRICTED	5,000
BAYOU BEND COLLECTION P.O BOX 6826 HOUSTON, TX 77265	NONE PUBLIC		UNRESTRICTED	500
ESCAPE FAMILY RESOURCE CENTER 1721 PECH ROAD, 3RD FLOOR HOUSTON, TX 77055	NONE PUBLIC		UNRESTRICTED	10,000
YOUNG AUDIENCES OF HOUSTON 4550 POST OAK PLACE HOUSTON, TX 77027	NONE PUBLIC		UNRESTRICTED	10,000

ATTACHMENT 15

THE GORDON A CAIN FOUNDATION

20-8483773

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

ATTACHMENT 15 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
TARGET HUNGER 2814 QUITMAN ST HOUSTON, TX 77026	NONE		UNRESTRICTED	10,000
EL CAMPO LITTLE LEAGUE EL CAMPO, TX 77437	NONE		UNRESTRICTED	10,000
TOTAL CONTRIBUTIONS PAID				<u>665,500</u>

ATTACHMENT 15

The Gordon A. Cain Foundation
Investment Asset Detail
12/31/2013

20-8483773

	U.S. and state government obligations	Corporate Stock	Corporate Bonds	Other	Total
<u>Book Value (Cost):</u>					
<u>Northern Trust - UST Fixed</u>			662,918 85		662,918 85
Government Bonds	333,842 58				333,842 58
Government Agencies	13,212 35				13,212 35
Municipal/Provincial Bonds	23,652 46				23,652 46
Government Mortgage Backed Securities	632,112 56				632,112 56
Commercial Mortgage Backed Securities	11,164 82			282,965 54	294,130 36
Asset Backed Securities				166,285 81	166,285 81
Total Northern Trust - UST Fixed	1,013,984 77	-	662,918 85	449,251 35	2,126,154 97
<u>UBS Financial Services</u>					
Common Stock		1,566,208 94			1,566,208 94
Closed End Mutual Funds		84,144 35			84,144 35
Mutual Funds		173,371 89			173,371 89
Total UBS Financial Services	-	1,823,725 18	-	-	1,823,725 18
1,187 Units Energy Transfer Equity LP				(1,901 02)	(1,901 02)
Northern Trust - Avalon Equity		8,311,154 98	528,376 55		8,839,531 53
Total	1,013,984 77	10,134,880 16	1,191,295 40	447,350 33	12,787,510 66

Fair Market Value:

<u>Northern Trust - UST Fixed</u>			679,035 13		679,035 13
Government Bonds	331,222 17				331,222 17
Government Agencies	13,024 72				13,024 72
Municipal/Provincial Bonds	26,450 24				26,450 24
Government Mortgage Backed Securities	635,834 92				635,834 92
Commercial Mortgage Backed Securities	11,132 67			283,652 74	294,785 41
Asset Backed Securities				162,402 97	162,402 97
Total Northern Trust - UST Fixed	1,017,664 72	-	679,035 13	446,055 71	2,142,755 56
<u>UBS Financial Services</u>					
Common Stock		2,021,481 50			2,021,481 50
Closed End Mutual Funds		66,897 75			66,897 75
Mutual Funds		297,880 05			297,880 05
Total UBS Financial Services	-	2,386,259 30	-	-	2,386,259 30
1,187 Units Energy Transfer Equity LP				97,025 38	97,025 38
Northern Trust - Avalon Equity		10,740,242 55	547,386 52		11,287,629 07
Total	1,017,664 72	13,126,501 85	1,226,421 65	543,081 09	15,913,669 31

The Gordon A. Cain Foundation
Net Partnership Income
12/31/2013

	Sale										Long Term Capital Gain	Investment Interest Expense	Nondeduct Expense	Total Column A
	Net													
	Ordinary Business Income	Other Income/ Loss	Section 1231 Gain/Loss	Intangible Drilling Costs	Depletion	Subtotal- Ordinary Income	Capital Gain/Loss	Ordinary Gain/Loss	Interest Income	Dividend Income				
K1	(668)		20			(648)	48,834	24,438	489	379	1,036	(557)	(66)	633
K2	(63)	39	8			(16)	105	17,619		11	13	(9)	(1)	73,256
K3	231	10	(32)	(104)		(8)	8,388	7,717					(1)	43,009
K4	(68)					(68)	31,014	7,925	1	1			(1)	16,036
K5	94	(22)				72	2,132	4,325					(2)	38,934
K6	128			(114)	(135)	(121)	2,132	4,325	1	1			(77)	6,337

	Sale										Carryover to 2014- Disallowed Loss	Investment Interest Expense	Foreign Tax	Total Allowable- Column B			
	Net					PY											
	Ordinary Business Income	Other Income/ Loss	Section 1231 Gain/Loss	Intangible Drilling Costs	Depletion	Disallowed Ordinary Loss	Subtotal- Income	Capital Gain/Loss	Ordinary Gain/ Loss	Long Term Capital Gain					Allowable Ordinary Income/ Loss	Interest Income	Dividend Income
Energy Transfer Equity LP	K1	(668)	-	20	-	(6,368)	(7,016)	-	-	489	-	(7,016)	379	1,036	(557)	-	1,347
Enterprise Products Partners LP	K2	(63)	39	8	-	(9,117)	(9,133)	48,834	24,438	-	(9,133)	-	-	-	-	-	64,139
Kinder Morgan Energy Partners LP	K3	231	10	(32)	(104)	(9,545)	(9,440)	17,619	25,272	-	(9,440)	-	11	13	(9)	(1)	33,465
Oneok Partners, LP	K4	(68)	-	-	-	(3,717)	(3,785)	8,388	7,717	-	(3,785)	-	-	-	-	-	12,320
Plains All American Pipeline, L P	K5	94	(22)	-	-	(1,261)	(1,189)	31,014	7,925	-	(1,189)	-	1	1	-	(77)	37,675
Linn Energy, LLC	K6	128	-	-	(114)	(135)	(2,387)	2,132	4,325	-	(2,387)	-	1	-	-	-	4,071
Total		(346)	27	(4)	(218)	(135)	(32,274)	107,987	69,677	489	(25,934)	(7,016)	392	1,050	(566)	(78)	153,017

	UBIT
Energy Transfer Equity LP	K 1 (87)
Enterprise Products Partners LP	K 2 (63)
Kinder Morgan Energy Partners LP	K 3 129
Oneok Partners LP	K 4 (68)
Plains All American Pipeline, L P	K 5 71
Linn Energy, LLC	K 6 (121)
Total	(139)

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Recipient's Name and Address:
THE GORDON A CAIN FOUNDATION
8 GREENWAY PLZ STE 606
HOUSTON, TX 77046-0892

THE NORTHERN TRUST COMPANY
P.O. BOX 803878
CHICAGO, IL 60680

2013 Proceeds from Broker and Barter Exchange Transactions

Sales are listed at Gross Proceeds less commissions and option premiums.

Cusip	Description	Stock or Other Symbol	Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
Short Term Sales							
009158106	AIR PRODUCTS & CHEMICALS INC COM	APD					
50.0000	03/06/2013 03/28/2012	4,344.40	4,545.50	0.00	-201.10	0.00	0.00
110122108	BRISTOL MYERS SQUIBB CO	BMJ					
50.0000	03/06/2013 08/17/2012	1,879.46	1,581.00	0.00	298.46	0.00	0.00
191216100	COCA COLA CO	KO					
100.0000	03/06/2013 06/20/2012	3,876.91	3,769.38	0.00	107.53	0.00	0.00
263534109	E I DU PONT DE NEMOURS & CO	DD					
500.0000	03/06/2013 Various	24,414.45	25,637.44	0.00	-1,222.99	0.00	0.00
369604103	GENERAL ELECTRIC CO	GE					
200.0000	03/06/2013 03/28/2012	4,731.89	4,009.68	0.00	722.21	0.00	0.00
50076Q106	KRAFT FOODS GROUP INC COM	KRFT					
200.0000	03/06/2013 Various	9,861.77	8,069.09	0.00	1,792.68	0.00	0.00
609207105	MONDELEZ INTL INC COM	MDLZ					
750.0000	03/06/2013 Various	21,352.02	18,922.33	0.00	2,429.69	0.00	0.00
641069406	NESTLE S A SPONSORED ADR REPSTG REG SH	NSRGY					
100.0000	03/06/2013 06/11/2012	6,987.84	5,713.00	0.00	1,274.84	0.00	0.00
717081103	PFIZER INC	PFE					
800.0000	03/06/2013 01/04/2013	22,399.49	20,791.60	0.00	1,607.89	0.00	0.00

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THE NORTHERN TRUST COMPANY
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CHICAGO, IL 60680

Sales are listed at Gross Proceeds less commissions and option premiums.

Cusip	Description	Stock or Other Symbol	Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
Quantity Sold	Date of Sale or Exchange	Date of Acquisition	Stocks Bonds, etc.				
751212101	RALPH LAUREN CORP CL A CL A		RL				
125.0000	03/06/2013	01/04/2013	22,199.50	0.00	2,447.64	0.00	0.00
80105N105	SANOFI-AVENTIS SPONSORED ADR		SNY				
325.0000	03/06/2013	Various	15,658.14	0.00	3,451.89	0.00	0.00
87612E106	TARGET CORP		TGT				
250.0000	03/06/2013	01/04/2013	16,607.12	0.00	1,528.64	0.00	0.00
904784709	UNILEVER NV		UN				
200.0000	03/06/2013	06/11/2012	7,963.82	0.00	1,684.82	0.00	0.00
907818108	UNION PAC CORP COM		UNP				
200.0000	03/06/2013	Various	28,057.36	0.00	3,869.86	0.00	0.00
92343V104	VERIZON COMMUNICATIONS		VZ				
450.0000	03/06/2013	Various	21,208.02	0.00	857.02	0.00	0.00
949746101	WELLS FARGO & CO NEW		WFC				
700.0000	03/06/2013	Various	25,129.43	0.00	1,195.54	0.00	0.00
969457100	WILLIAMS COS INC		WMB				
500.0000	03/06/2013	08/27/2012	16,834.62	0.00	584.12	0.00	0.00
G29183103	EATON CORP PLC COM USD0.50		ETN				
450.0000	03/06/2013	Various	28,106.36	0.00	4,456.86	0.00	0.00

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CHICAGO, IL 60680

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Cusip	Description	Date of Sale or Exchange	Date of Acquisition	Stocks or Other Symbol	Stocks Bonds, etc.	Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
Total Short Term Sales										
					281,612.60	254,727.00	0.00	26,885.60	0.00	0.00
Long Term Sales										
25179M103	DEVON ENERGY CORP NEW			DVN						
300.0000	01/04/2013 Various			16,278.47	8,518.01	0.00	0.00	7,760.46	0.00	0.00
037411105	APACHE CORP			APA						
50.0000	02/11/2013 08/15/2007			4,184.40	3,954.80	0.00	0.00	229.60	0.00	0.00
231021106	CUMMINS ENGINE INC			CMI						
100.0000	02/11/2013 03/23/2011			11,913.73	10,202.50	0.00	0.00	1,711.23	0.00	0.00
009158106	AIR PRODUCTS & CHEMICALS INC COM			APD						
150.0000	03/06/2013 Various			13,033.21	11,947.10	0.00	0.00	1,086.10	0.00	0.00
023135106	AMAZON COM INC			AMZN						
300.0000	03/06/2013 Various			82,504.15	10,967.50	0.00	0.00	71,536.65	0.00	0.00
032511107	ANADARKO PETROLEUM CORP			APC						
250.0000	03/06/2013 Various			20,679.53	18,752.86	0.00	0.00	1,926.67	0.00	0.00
032654105	ANALOG DEVICES INC			ADI						
600.0000	03/06/2013 Various			27,597.33	14,837.38	0.00	0.00	12,759.95	0.00	0.00
037411105	APACHE CORP			APA						
100.0000	03/06/2013 Various			7,298.83	7,612.20	0.00	0.00	-313.37	0.00	0.00

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Cusip	Description	Date of Sale or Exchange	Date of Acquisition	Stock or Other Symbol	Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
037833100	APPLE COMPUTER INC	03/06/2013	12/23/2009	AAPL	20,228.77	0.00	22,482.27	0.00	0.00
100.0000				42,711.04					
067901108	BARRICK GOLD CORP	03/06/2013	Various	ABX	20,097.20	0.00	-315.65	0.00	0.00
700.0000				19,781.55					
110122108	BRISTOL MYERS SQUIBB CO	03/06/2013	11/10/2008	BMJ	8,227.68	0.00	6,807.98	0.00	0.00
400.0000				15,035.66					
110122108	BRISTOL MYERS SQUIBB CO	03/06/2013	02/07/2012	BMJ	4,834.07	0.00	804.30	0.00	0.00
150.0000				5,638.37					
135375102	CANADIAN NATL RY CO COM	03/06/2013	Various	CNI	20,022.99	0.00	20,716.09	0.00	0.00
400.0000				40,739.09					
149123101	CATERPILLAR INC	03/06/2013	Various	CAT	17,934.35	0.00	4,675.14	0.00	0.00
250.0000				22,609.50					
166764100	CHEVRONTEXACO CORP COM	03/06/2013	Various	CVX	15,313.42	0.00	32,057.51	0.00	0.00
400.0000				47,370.93					
191216100	COCA COLA CO	03/06/2013	Various	KO	34,281.21	0.00	4,487.92	0.00	0.00
1000.0000				38,769.13					
212015101	CONTINENTAL RES INC COM	03/06/2013	03/10/2011	CLR	12,429.60	0.00	4,937.87	0.00	0.00
200.0000				17,367.47					

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Cusip	Description	Stock or Other Symbol		Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
Quantity Sold	Date of Sale or Exchange	Date of Acquisition	Stocks Bonds, etc.					
244199105	DEERE & CO		DE	35,334.56	0.00	5,317.53	0.00	0.00
450.0000	03/06/2013	Various	40,652.09					
244199105	DEERE & CO		DE	2,275.00	0.00	-16.55	0.00	0.00
25.0000	03/06/2013	03/23/2011	2,258.45					
25243Q205	ADR DIAGEO PLC SPONSORED ADR NEW		DEO	21,464.40	0.00	26,818.49	0.00	0.00
400.0000	03/06/2013	Various	48,282.89					
26875P101	EOG RES INC		EOG	19,031.60	0.00	5,925.84	0.00	0.00
200.0000	03/06/2013	05/25/2010	24,957.44					
291011104	EMERSON ELECTRIC CO		EMR	21,903.02	0.00	17,730.10	0.00	0.00
700.0000	03/06/2013	Various	39,633.12					
30231G102	EXXON MOBIL CORP		XOM	16,032.89	0.00	19,774.28	0.00	0.00
400.0000	03/06/2013	Various	35,807.17					
30231G102	EXXON MOBIL CORP		XOM	3,620.17	0.00	855.73	0.00	0.00
50.0000	03/06/2013	09/02/2011	4,475.90					
35671D857	FREEMPORT MCMORAN C & G CL B COM STK		FCX	16,290.55	0.00	-3,294.85	0.00	0.00
400.0000	03/06/2013	Various	12,995.70					
369604103	GENERAL ELECTRIC CO		GE	47,729.40	0.00	-12,240.21	0.00	0.00
1500.0000	03/06/2013	Various	35,489.19					

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Cusip	Description	Date of Sale or Exchange	Date of Acquisition	Stock or Other Symbol	Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
438516106	HONEYWELL INTL INC	03/06/2013	Various	HON	27,622.89	0.00	22,138.98	0.00	0.00
700.0000				49,761.88					
458140100	INTEL CORP COM	03/06/2013	Various	INTC	35,505.57	0.00	1,196.60	0.00	0.00
1700.0000				36,702.17					
46625H100	J P MORGAN CHASE & CO	03/06/2013	Various	JPM	15,134.88	0.00	4,768.66	0.00	0.00
400.0000				19,903.54					
478160104	JOHNSON & JOHNSON	03/06/2013	Various	JNJ	16,197.33	0.00	18,586.90	0.00	0.00
450.0000				34,784.23					
580135101	MCDONALDS CORP	03/06/2013	07/21/2009	MCD	17,499.00	0.00	11,420.35	0.00	0.00
300.0000				28,919.35					
637071101	NATIONAL-OILWELL INC	03/06/2013	Various	NOV	17,495.82	0.00	-743.69	0.00	0.00
250.0000				16,752.13					
641069406	NESTLE S A SPONSORED ADR REPSTG REG SH	03/06/2013	Various	NSRGY	23,374.50	0.00	18,552.55	0.00	0.00
600.0000				41,927.05					
655844108	NORFOLK SOUTHN CORP COM	03/06/2013	Various	NSC	10,544.50	0.00	4,509.15	0.00	0.00
200.0000				15,053.65					
674599105	OCCIDENTAL PETROLEUM CORP	03/06/2013	Various	OXY	18,989.06	0.00	1,545.48	0.00	0.00
250.0000				20,534.54					

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Cusip	Description	Date of Sale or Exchange	Date of Acquisition	Stock or Other Symbol	Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
674599105	OCCIDENTAL PETROLEUM CORP	03/06/2013	09/02/2011	OXY	4,106.91	0.00	-77.59	0.00	0.00
50.0000					4,184.50	0.00			
693475105	PNC BANK CORP	03/06/2013	Various	PNC	15,864.64	0.00	4,566.87	0.00	0.00
250.0000					11,297.77	0.00			
713448108	PEPSICO INC	03/06/2013	Various	PEP	48,086.44	0.00	26,967.23	0.00	0.00
625.0000					21,119.21	0.00			
718172109	PHILIP MORRIS INTERNATIONAL	03/06/2013	Various	PM	64,174.55	0.00	33,871.80	0.00	0.00
700.0000					30,302.75	0.00			
742718109	PROCTER & GAMBLE CO	03/06/2013	Various	PG	32,783.76	0.00	19,941.19	0.00	0.00
425.0000					12,842.57	0.00			
747525103	QUALCOMM INC	03/06/2013	Various	QCOM	39,875.10	0.00	19,010.35	0.00	0.00
600.0000					20,864.76	0.00			
806857108	SCHLUMBERGER LTD ISIN #AN8068571086	03/06/2013	Various	SLB	34,793.20	0.00	12,881.82	0.00	0.00
450.0000					21,911.38	0.00			
85771P102	STATOIL ASA SPONSORED ADR	03/06/2013	09/02/2011	STO	17,317.61	0.00	860.19	0.00	0.00
700.0000					16,457.42	0.00			
881624209	TEVA PHARMACEUTICALS INDS LTD ADR	03/06/2013	04/05/2010	TEVA	7,709.82	0.00	-5,036.18	0.00	0.00
200.0000					12,746.00	0.00			

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Sales are listed at Gross Proceeds less commissions and option premiums.

Cusip	Description	Date of Sale or Exchange	Date of Acquisition	Stock or Other Symbol	Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
904784709	UNILEVER N V			UN					
500.0000	03/06/2013 Various			19,909.55	12,656.90	0.00	7,252.65	0.00	0.00
9111312106	UNITED PARCEL SERVICE INC CL B			UPS					
375.0000	03/06/2013 Various			31,675.53	27,803.11	0.00	3,872.41	0.00	0.00
913017109	UNITED TECHNOLOGIES CORP			UTX					
200.0000	03/06/2013 02/29/2008			18,339.58	14,224.00	0.00	4,115.58	0.00	0.00
92220P105	VARIAN MED SYS INC			VAR					
350.0000	03/06/2013 Various			25,402.44	15,899.36	0.00	9,503.08	0.00	0.00
988498101	YUM BRANDS INC			YUM					
150.0000	03/06/2013 09/21/2010			10,063.27	7,030.14	0.00	3,033.13	0.00	0.00
988498101	YUM BRANDS INC			YUM					
100.0000	03/06/2013 Various			6,708.84	5,731.55	0.00	977.29	0.00	0.00
G7945E105	SEADRILL LTD COM STK			SDRL					
500.0000	03/06/2013 09/02/2011			18,699.58	15,998.65	0.00	2,700.93	0.00	0.00
Total Long Term Sales				1,337,913.70	857,276.85	0.00	480,636.81	0.00	0.00

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2013 Proceeds from Broker and Barter Exchange Transactions

Sales are listed at Gross Proceeds less commissions and option premiums.

Cusip	Description	Stock or Other Symbol	Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
Short Term Sales							
01F030611	FNMA SINGLE FAMILY MTG 3 30 YEARS SETTLES JAN	FNMA					
25000.0000	01/08/2013 12/07/2012	26,089.84	26,202.15	0.00	-112.31	0.00	0.00
01F032617	FNMA SINGLE FAMILY MORTGAGE 3.5% 30 YEARS SETTLES JANUARY	FNMA					
20000.0000	01/08/2013 12/07/2012	21,243.75	21,295.31	0.00	-51.56	0.00	0.00
02R052610	FHLMC GOLD SINGLE FAMILY 5.5% 30 YEARS SETTLES JANUARY	FHLMC					
31000.0000	01/08/2013 12/07/2012	33,499.38	33,392.81	0.00	106.57	0.00	0.00
912828TY6	UNITED STATES TREAS NTS DTD 11/15/2012 1.625% DUE 11-15-2022 REG						
10000.0000	01/09/2013 Various	9,784.77	9,918.33	0.00	-133.56	0.00	0.00
01F022410	FNMA SINGLE FAMILY MORTGAGE 2.5% 15 YEARS SETTLES JANUARY	FNMA					
30000.0000	01/11/2013 12/13/2012	31,273.83	31,307.81	0.00	-33.98	0.00	0.00
01F022428	FNMA SINGLE FAMILY MORTGAGE 2.5% 15 YEARS SETTLES FEBRUARY	FNMA					
30000.0000	01/11/2013 01/11/2013	31,218.75	31,218.75	0.00	0.00	0.00	0.00
156700AR7	CENTURYLINK INC 6.45% DUE 06-15-2021						
5000.0000	01/15/2013 03/28/2012	5,468.40	5,182.55	0.00	285.85	0.00	0.00
29078EAA3	EMBARQ CORP 7 995% DUE 06-01-2036						
5000.0000	01/15/2013 03/29/2012	5,473.40	5,119.90	0.00	353.50	0.00	0.00
534187AU3	LINCOLN NATL CORP IND LINCOLN NATL CORP IND 6.050 2.605% DUE 04-20-2017	MTN1					
2000.0000	01/17/2013 03/28/2012	2,040.00	1,870.00	0.00	170.00	0.00	0.00

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THE GORDON A CAIN FOUNDATION
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THE NORTHERN TRUST COMPANY
P.O. BOX 803878
CHICAGO, IL 60680

Sales are listed at Gross Proceeds less commissions and option premiums.

Cusip	Description	Date of Sale or Exchange	Date of Acquisition	Stock or Other Symbol	Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
534187AU3	LINCOLN NATL CORP IND LINCOLN NATL CORP IND 6.050	01/25/2013	03/28/2012	MTN1	1,870.00	0.00	172.50	0.00	0.00
2000.0000	2.605% DUE 04-20-2017	01/25/2013	03/28/2012	2,042.50	1,870.00	0.00	172.50	0.00	0.00
912828TY6	UNITED STATES TREAS NTS DTD 11/15/2012 1.625% DUE	02/05/2013	12/31/2012	4,832.03	4,941.80	0.00	-109.77	0.00	0.00
5000.0000	11-15-2022 REG	02/05/2013	12/31/2012	4,832.03	4,941.80	0.00	-109.77	0.00	0.00
01F030629	FNMA SINGLE FAMILY MORTGAGE 3% 30 YEARS	02/06/2013	01/08/2013	FNMA	26,030.27	0.00	-166.99	0.00	0.00
25000.0000	SETTLES FEBRUARY	02/06/2013	01/08/2013	25,863.28	26,030.27	0.00	-166.99	0.00	0.00
01F030637	FNMA SINGLE FAMILY MORTGAGE 3% 30 YEARS	02/06/2013	02/06/2013	FNMA	25,793.95	0.00	0.00	0.00	0.00
25000.0000	SETTLES MARCH	02/06/2013	02/06/2013	25,793.95	25,793.95	0.00	0.00	0.00	0.00
01F032625	FNMA SINGLE FAMILY MORTGAGE 3 5% 30 YEARS	02/06/2013	01/08/2013	FNMA	21,205.47	0.00	-67.97	0.00	0.00
20000.0000	SETTLES FEBRUARY	02/06/2013	01/08/2013	21,137.50	21,205.47	0.00	-67.97	0.00	0.00
02R052628	FHLMC 30 YEAR GOLD PARTICIPATION CTF (PC) 5.5 30	02/06/2013	01/08/2013	FHLMC	33,493.32	0.00	46.02	0.00	0.00
31000.0000	YEARS SETTLES FEB	02/06/2013	01/08/2013	33,539.34	33,493.32	0.00	46.02	0.00	0.00
02R052636	FHLMC GOLD TBA POOL #9999999 5.5 DUE 03-15-2030 REG	02/06/2013	02/06/2013	FHLMC	33,550.23	0.00	0.00	0.00	0.00
31000.0000	02/06/2013	02/06/2013	02/06/2013	33,550.23	33,550.23	0.00	0.00	0.00	0.00
912828TY6	UNITED STATES TREAS NTS DTD 11/15/2012 1.625% DUE	02/06/2013	12/31/2012	4,849.02	4,941.80	0.00	-92.78	0.00	0.00
5000.0000	11-15-2022 REG	02/06/2013	12/31/2012	4,849.02	4,941.80	0.00	-92.78	0.00	0.00
01F022428	FNMA SINGLE FAMILY MORTGAGE 2.5% 15 YEARS	02/12/2013	02/12/2013	FNMA	31,113.28	0.00	0.00	0.00	0.00
30000.0000	SETTLES FEBRUARY	02/12/2013	02/12/2013	31,113.28	31,113.28	0.00	0.00	0.00	0.00

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CHICAGO, IL 60680

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Cusip	Description	Date of Sale or Exchange	Date of Acquisition	Stock or Other Symbol	Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
31417FQG6	FNMA POOL #A88554 2.5% 11-01-2027 BEO	02/12/2013	01/11/2013	FNMA	31,218.75	0.00	-105.47	0.00	0.00
30000.0000									
05573WAC9	BMW VEH OWNER TR. 759999999046% DUE 08-25-2015	02/25/2013	09/28/2012	SPCL1	366.28	0.00	-1.59	0.00	0.00
366.2800									
912828TY6	UNITED STATES TREAS NTS DTD 11/15/2012 1.625% DUE 11-15-2022 REG	02/28/2013	Various		7,441.17	0.00	-42.62	0.00	0.00
7600.0000									
912810QX9	UNITED STATES OF AMER TREAS BONDS 2.75 BDS DUE 08-15-2042 USD 100' BONDS 08/42'	03/05/2013	11/30/2012		4,959.18	0.00	-306.25	0.00	0.00
5000.0000									
01F030637	FNMA SINGLE FAMILY MORTGAGE 3% 30 YEARS SETTLES MARCH	03/06/2013	03/06/2013	FNMA	25,792.97	0.00	0.00	0.00	0.00
25000.0000									
01F032633	FNMA SINGLE FAMILY MORTGAGE 3 5% 30 YEARS SETTLES MARCH	03/06/2013	02/06/2013	FNMA	21,087.50	0.00	18.75	0.00	0.00
20000.0000									
02R052636	FHLMC GOLD TBA POOL #99999999 5.5 DUE 03-15-2030 REG	03/06/2013	03/06/2013	FHLMC	33,572.03	0.00	0.00	0.00	0.00
31000.0000									
3128M6NC8	FEDERAL HOME LN MTG CORP POOL #G04587 5.5% 08-01-2038 BEO	03/06/2013	02/06/2013	GOLD1	33,550.19	0.00	21.80	0.00	0.00
30999.9600									
3138W5YM4	FNMA AR7915 3 DUE 03-01-2043	03/06/2013	02/06/2013	FNMA	25,793.27	0.00	-0.97	0.00	0.00
25000.2800									

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Cusip	Description	Date of Sale or Exchange	Date of Acquisition	Stock or Other Symbol	Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
01F022436	FNMA 2.5 15 YEARS SETTLES MAR			FNMA					
30000.0000	03/08/2013 02/12/2013			31,026.56	31,051.17	0.00	-24.61	0.00	0.00
534187AU3	LINCOLN NATL CORP IND LINCOLN NATL CORP IND 6.050			MTN1					
1000.0000	2.605% DUE 04-20-2017 03/08/2013 03/28/2012			1,012.50	935.00	0.00	77.50	0.00	0.00
912810QX9	UNITED STATES OF AMER TREAS BONDS 2.75 BDS DUE								
5000.0000	08-15-2042 USD 100' BONDS 08/42 03/12/2013 11/30/2012			4,549.41	4,959.18	0.00	-409.77	0.00	0.00
912828UN8	UNITED STATES TREAS NTS DTD 02/15/2013 2% DUE								
10000.0000	02-15-2023 REG 03/12/2013 02/28/2013			9,983.59	10,099.22	0.00	-115.63	0.00	0.00
05573WAC9	BMW VEH OWNER TR .75999999046% DUE 08-25-2015			SPCL1					
1004.0300	03/25/2013 09/28/2012			1,004.03	1,008.38	0.00	-4.35	0.00	0.00
912828UN8	UNITED STATES TREAS NTS DTD 02/15/2013 2% DUE								
60000.0000	02-15-2023 REG 03/26/2013 Various			60,510.95	60,401.96	0.00	108.99	0.00	0.00
01F030645	FNMA SINGLE FAMILY MORTGAGE 3% 30 YEARS			FNMA					
70000.0000	SETTLES APRIL 04/08/2013 Various			72,865.63	71,716.80	0.00	1,148.83	0.00	0.00
01F032641	FNMA SINGLE FAMILY MORTGAGE 3.5% 30 YEARS			FNMA					
95000.0000	SETTLES APRIL 04/08/2013 Various			100,892.97	99,744.53	0.00	1,148.44	0.00	0.00
02R052644	FHLMC GOLD 5.5 TBA POOL 30YR APRIL 47209-2029 REG			FHLMC					
31000.0000	04/08/2013 03/06/2013			33,557.50	33,580.51	0.00	-23.01	0.00	0.00

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Cusip	Description	Date of Sale or Exchange	Date of Acquisition	Stock or Other Symbol	Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
02R052651	FHLMC GOLD TBA POOL #99999999 5.5 05-01-2029	04/08/2013	04/08/2013	FHLMC	33,570.82	0.00	0.00	0.00	0.00
31000.0000									
01F022444	FNMA SINGLE FAMILY MORTGAGE 2.5% 15 YEARS SETTLES APRIL	04/11/2013	03/08/2013	FNMA	30,965.63	0.00	300.00	0.00	0.00
30000.0000									
912828UN8	UNITED STATES TREAS NTS DTD 02/15/2013 2% DUE 02-15-2023 REG	04/11/2013	Various	35,654.87	35,221.49	0.00	433.38	0.00	0.00
35000.0000									
12619SAC0	CNH EQUIP TR 1.17% DUE 05-15-2015	04/15/2013	03/21/2013	SPCL1	836.78	0.00	-2.03	0.00	0.00
836.7800									
172967FT3	CITIGROUP INC 4.5% DUE 01-14-2022	04/15/2013	03/14/2013	16,887.15	16,687.35	0.00	199.80	0.00	0.00
15000.0000									
52109RBM2	CMO LB UBS COML MTG TR 2007 C7 VAR RT MTG PASS THRU CTF CL A-3 09-15-2045 REG	04/17/2013	10/23/2012	CMO1	446.59	0.00	-75.11	0.00	0.00
371.4800									
9297667G2	CMO WACHOVIA BK COML MTG TR SER 2005-C2 1CL A4 FLT RT DUE 10-15-2044 BEO	04/17/2013	03/14/2013	CMO1	41.11	0.00	-3.42	0.00	0.00
37.6900									
05573WAC9	BMW VEH OWNER TR .75999999046% DUE 08-25-2015	04/25/2013	09/28/2012	SPCL1	1,090.46	0.00	-4.71	0.00	0.00
1085.7500									
3138A2BM0	FEDERAL NATL MTG ASSN GTD MTG POOL #AH0943 4% 12-01-2040 BEO	04/25/2013	03/26/2013	FNMA	836.21	0.00	-62.17	0.00	0.00
774.0400									

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Cusip	Quantity Sold	Description	Date of Sale or Exchange	Date of Acquisition	Stock or Other Symbol		Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
					Stocks Bonds, etc.						
31417UNH4		FNMA POOL #AC7591 4.5% 11-01-2039 BEO			FNMA						
969.5200		04/25/2013 03/26/2013			969.52		1,050.41	0.00	-80.89	0.00	0.00
31418UWC4		FNMA POOL #AD6942 5% 06-01-2040 BEO			FNMA						
455.3200		04/25/2013 03/26/2013			455.32		501.42	0.00	-46.10	0.00	0.00
92978PAE9		CMO WACHOVIA BK PASS-TH MTG PASSTHRU CTFCL A-4			CMO1						
15000.0000		5.315 DUE 11-15-2048 05/02/2013 06/06/2012			17,036.72		16,805.27	0.00	231.45	0.00	0.00
01F030652		FNMA SINGLE FAMILY MORTGAGE 3% 30 YEARS SETTLES MAY			FNMA						
75000.0000		05/09/2013 Various			77,976.62		77,844.73	0.00	131.89	0.00	0.00
01F032658		FNMA SINGLE FAMILY MORTGAGE 3 5% 30 YEARS SETTLES MAY			FNMA						
95000.0000		05/09/2013 04/08/2013			100,878.13		100,651.76	0.00	226.37	0.00	0.00
02R052651		FHLMC GOLD TBA POOL #9999999 5.5 05-01-2029			FHLMC						
31000.0000		05/09/2013 05/09/2013			33,419.45		33,419.45	0.00	0.00	0.00	0.00
3128KUXE2		FEDERAL HOME LN MTG CORP POOL #A64277 5.5% 08-01-2037 BEO			GOLD1						
31000.0000		05/09/2013 04/08/2013			33,419.46		33,570.82	0.00	-151.36	0.00	0.00
3138WRPC8		FNMA POOL #AT4018 3% DUE 05-01-2043 REG			FNMA						
34999.5800		05/09/2013 05/08/2013			36,388.63		36,420.08	0.00	-31.45	0.00	0.00
01F022451		FNMA SINGLE FAMILY MORTGAGE 2 5% 15 YEARS SETTLES MAY			FNMA						
30000.0000		05/10/2013 04/11/2013			31,204.69		31,200.00	0.00	4.69	0.00	0.00

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Quantity Sold	Date of Sale or Exchange	Date of Acquisition	Stocks Bonds, etc.				
01F022469	FNMA SINGLE FAMILY MORTGAGE 2.5% 15 YEARS SETTLES JUNE 05/10/2013	05/10/2013	FNMA 31,143.75	0.00	0.00	0.00	0.00
30000.0000							
912803DU4	UNITED STATES TREAS 8D STRIPPED PRIN PMT 11-15-2041 REG 05/13/2013	Various	STRIP1 16,288.44	0.00	-1,514.73	0.00	0.00
42000.0000							
912810QX9	UNITED STATES OF AMER TREAS BONDS 2.75 BDS DUE 08-15-2042 USD 100' BONDS 08/42' 05/13/2013	Various	20,422.19	0.00	-1,032.11	0.00	0.00
22000.0000							
912828TD2	US TREAS NTS .25 DUE 07-15-2015 REG 07-15-2015		24,993.16	0.00	18.55	0.00	0.00
25000.0000							
912828TZ3	UTD STATES TREAS .25% DUE 11-30-2014		50,037.11	0.00	25.39	0.00	0.00
50000.0000							
912828UN8	UNITED STATES TREAS NTS DTD 02/15/2013 2% DUE 02-15-2023 REG 05/13/2013	Various	25,274.41	0.00	-422.66	0.00	0.00
25000.0000							
12619SAC0	CNH EQUIP TR 1.17% DUE 05-15-2015		SPCL1 744.67	0.00	-1.80	0.00	0.00
742.8700							
31417UNH4	FNMA POOL #AC7591 4.5% 11-01-2039 BEO		FNMA 19,825.07	0.00	-54.48	0.00	0.00
18348.5800							
912828UN8	UNITED STATES TREAS NTS DTD 02/15/2013 2% DUE 02-15-2023 REG 05/16/2013	Various	15,175.78	0.00	-197.26	0.00	0.00
15000.0000							

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				Stocks Bonds, etc.						
52108HYK4	CMO LB-UBS COM1 MTG TR SERIES 2004-C1 CL-A4 4.568% DUE 01-15-2031 REG 05/17/2013 04/30/2013			CMO1	46.59	47.70	0.00	-1.11	0.00	0.00
52109RBM2	CMO LB-UBS COM1 MTG TR 2007 C7 VAR RT MTG PASS THRU CTF CL A-3 09-15-2045 REG 05/17/2013 10/23/2012			CMO1	22.28	26.78	0.00	-4.50	0.00	0.00
9297667G2	CMO WACHOVIA BK COM1 MTG TR SER 2005-C21CL A4 FLT RT DUE 10-15-2044 BEO 05/17/2013 03/14/2013			CMO1	41.69	45.47	0.00	-3.78	0.00	0.00
94974BFJ4	WELLS FARGO & CO TRANCHE # SR 00129 3.45DUE 02-13-2023 05/22/2013 Various				14,927.10	15,077.45	0.00	-150.35	0.00	0.00
15000.0000	UNITED STATES TREAS NTS DTD 02/15/2013 2% DUE 02-15-2023 REG 05/24/2013 04/16/2013				5,020.90	5,122.85	0.00	-101.95	0.00	0.00
05573WAC9	BMW VEH OWNER TR .75999999046% DUE 08-25-2015			SPCL1						
1032.1900	05/28/2013 09/28/2012				1,032.19	1,036.67	0.00	-4.48	0.00	0.00
3138A2BM0	FEDERAL NATL MTG ASSN GTD MTG POOL #AH0943 4% 12-01-2040 BEO 05/28/2013 03/26/2013			FNMA	942.59	1,018.29	0.00	-75.70	0.00	0.00
942.5900	FNMA POOL #AC7591 4.5% 11-01-2039 BEO			FNMA						
31417UNH4	05/28/2013 03/26/2013				1,062.01	1,150.62	0.00	-88.61	0.00	0.00
1062.0100	FNMA POOL #AD6942 5% 06-01-2040 BEO			FNMA						
31418UWC4	05/28/2013 03/26/2013				474.64	522.70	0.00	-48.06	0.00	0.00
474.6400										

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Quantity Sold	Date of Sale or Exchange	Date of Acquisition	Stocks Bonds, etc.					
912828UN8	UNITED STATES TREAS NTS DTD 02/15/2013 2% DUE 02-15-2023 REG 05/31/2013 Various		34,677.34	35,239.85	0.00	-562.51	0.00	0.00
01F030660	FNMA SINGLE FAMILY MORTGAGE 3% 30 YEARS SETTLES JUNE 06/07/2013 05/09/2013		FNMA 110,433.98	114,125.00	0.00	-3,691.02	0.00	0.00
01F032666	FNMA SINGLE FAMILY MORTGAGE 3.5% 30 YEARS SETTLES JUNE 06/07/2013 05/09/2013		FNMA 98,132.03	100,644.34	0.00	-2,512.31	0.00	0.00
01F032674	FNMA SINGLE FAMILY MORTGAGE 3.5% 30 YEARS SETTLES JULY 06/07/2013 06/07/2013		FNMA 97,872.27	97,872.27	0.00	0.00	0.00	0.00
02R052669	FHLMC 30 YEAR GOLD PARTICIPATION CTF (PC) 5.5 30 YEARS SETTLES JUN 06/07/2013 05/09/2013		FHLMC 33,288.67	33,450.94	0.00	-162.27	0.00	0.00
02R052677	FHLMC GOLD SINGLE FAMILY 5 5 30 YEARS SETTLES JUL 06/07/2013 06/07/2013		FHLMC 33,303.20	33,303.20	0.00	0.00	0.00	0.00
01F022469	FNMA SINGLE FAMILY MORTGAGE 2.5% 15 YEARS SETTLES JUNE 06/13/2013 06/13/2013		FNMA 30,628.13	30,628.13	0.00	0.00	0.00	0.00
3138MPCV5	FNMA POOL #A07283 2.5% 12-01-2027 BE0 06/13/2013 05/10/2013		FNMA 30,627.71	31,143.33	0.00	-515.62	0.00	0.00
29999.5900	UNITED STATES TREAS NTS DTD 05/15/2013 1.75% DUE 05-15-2023 REG 06/13/2013 05/31/2013			24,104.44	0.00	1.03	0.00	0.00

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8 GREENWAY PLZ STE 606
HOUSTON, TX 77046-0892

THE NORTHERN TRUST COMPANY
P.O. BOX 803878
CHICAGO, IL 60680

Sales are listed at Gross Proceeds less commissions and option premiums.

Cusip	Description	Date of Sale or Exchange	Date of Acquisition	Stock or Other Symbol	Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
12619SAC0	CNH EQUIP TR 1.17% DUE 05-15-2015			SPCL1					
523.0600	06/17/2013 03/21/2013			523.06	524.33	0.00	-1.27	0.00	0.00
52108HYK4	CMO LB-UBS COML MTG TR SERIES 2004-C1 CL-A4 4.568% DUE 01-15-2031 REG			CMO1					
41.5200	06/17/2013 04/30/2013			41.52	42.51	0.00	-0.99	0.00	0.00
52109RBM2	CMO LB-UBS COML MTG TR 2007 C7 VAR RT MTG PASS THRU CTF CL A-3 09-15-2045 REG			CMO1					
4.5900	06/17/2013 10/23/2012			4.59	5.52	0.00	-0.93	0.00	0.00
9297667G2	CMO WACHOVIA BK COML MTG TR SER 2005-C21CL A4 FLT RT DUE 10-15-2044 BEO			CMO1					
38.4800	06/17/2013 03/14/2013			38.48	41.97	0.00	-3.49	0.00	0.00
05573WAC9	BMW VEH OWNER TR .75999999046% DUE 08-25-2015			SPCL1					
1029.5800	06/25/2013 09/28/2012			1,029.58	1,034.04	0.00	-4.46	0.00	0.00
3138A2BM0	FEDERAL NATL MTG ASSN GTD MTG POOL #AH0943 4% 12-01-2040 BEO			FNMA					
1313.1200	06/25/2013 03/26/2013			1,313.12	1,418.58	0.00	-105.46	0.00	0.00
31418UWC4	FNMA POOL #AD6942 5% 06-01-2040 BEO			FNMA					
484.9400	06/25/2013 03/26/2013			484.94	534.04	0.00	-49.10	0.00	0.00
912803DU4	UNITED STATES TREAS BD STRIPPED PRIN PMT 11-15-2041 REG			STRIP1					
20000.0000	06/25/2013 03/15/2013			6,839.60	7,573.96	0.00	-734.36	0.00	0.00
01F030678	FNMA SINGLE FAMILY MORTGAGE 3% 30 YEARS SETTLES JULY			FNMA					
110000.0000	07/05/2013 06/07/2013			105,153.13	110,141.80	0.00	-4,988.67	0.00	0.00

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Recipient's Name and Address:

THE GORDON A CAIN FOUNDATION
8 GREENWAY PLZ STE 606
HOUSTON, TX 77046-0892

THE NORTHERN TRUST COMPANY
P.O. BOX 803878
CHICAGO, IL 60680

Ref: WXT

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Cusip	Description	Date of Sale or Exchange	Date of Acquisition	Stock or Other Symbol	Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
01F032674	FNMA SINGLE FAMILY MORTGAGE 3.5% 30 YEARS SETTLES JULY	07/05/2013	07/05/2013	FNMA	94,588.09	0.00	0.00	0.00	0.00
95000.0000				94,588.09					
01F032682	FNMA SINGLE FAMILY MORTGAGE 3 5% 30 YEARS SETTLES AUGUST	07/05/2013	07/05/2013	FNMA	94,328.32	0.00	0.00	0.00	0.00
95000.0000				94,328.32					
02R052677	FHLMC GOLD SINGLE FAMILY 5.5 30 YEARS SETTLES JUL			FHLMC					
31000.0000		07/05/2013	07/05/2013	33,248.71	33,248.71	0.00	0.00	0.00	0.00
02R052685	FHLMC 30 YEAR GOLD PARTICIPATION CTF (PC) 5.5 30 YEARS SETTLES AUG	07/05/2013	07/05/2013	FHLMC	33,231.76	0.00	0.00	0.00	0.00
31000.0000				33,231.76					
3128M6F29	FEDERAL HOME LN MTG CORP POOL #G0-4385 5.5% 07-01-2038 BEO	07/05/2013	06/07/2013	GOLD1	33,303.23	0.00	-54.49	0.00	0.00
31000.0700				33,303.23					
3138EKSLO	FEDERAL NATL MTG ASSN GTD MTG POOL #AL3222 3.5% 02-01-2043 BEO	07/05/2013	06/07/2013	FNMA	97,871.79	0.00	-3,284.17	0.00	0.00
94999.5300				94,587.62					
01F032682	FNMA SINGLE FAMILY MORTGAGE 3.5% 30 YEARS SETTLES AUGUST	07/10/2013	07/10/2013	FNMA	19,950.00	0.00	0.00	0.00	0.00
20000.0000				19,950.00					
3138W9KY5	FNMA POOL AS0310 3.5 DUE 08-01-2043 REG	07/10/2013	07/05/2013	FNMA	19,858.08	0.00	91.41	0.00	0.00
19999.4800				19,949.49					
01F022477	FNMA SINGLE FAMILY MORTGAGE 2.5% 15 YEARS SETTLES JULY	07/15/2013	06/13/2013	FNMA	30,557.81	0.00	-646.87	0.00	0.00
30000.0000				29,910.94					

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THE GORDON A CAIN FOUNDATION
8 GREENWAY PLZ STE 606
HOUSTON, TX 77046-0892

THE NORTHERN TRUST COMPANY
P.O. BOX 803878
CHICAGO, IL 60680

Sales are listed at Gross Proceeds less commissions and option premiums.

Cusip	Description	Date of Sale or Exchange	Date of Acquisition	Stock or Other Symbol	Stocks Bonds, etc.	Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
01F022485	FNMA SINGLE FAMILY MORTGAGE 2.5% 15 YEARS SETTLES AUGUST	07/15/2013	07/15/2013	FNMA	29,852.34	29,852.34	0.00	0.00	0.00	0.00
30000.0000										
12619SAC0	CNH EQUIP TR 1.17% DUE 05-15-2015			SPCL1						
927.3500		07/15/2013	03/21/2013		927.35	929.59	0.00	-2.24	0.00	0.00
52108HYK4	CMO LB-UBS COML MTG TR SERIES 2004-C1 CL-A4			CMO1						
47.9100		07/17/2013	04/30/2013		47.91	49.05	0.00	-1.14	0.00	0.00
52109RBM2	CMO LB-UBS COML MTG TR 2007 C7 VAR RT MTG PASS			CMO1						
5.2000		07/17/2013	10/23/2012		5.20	6.25	0.00	-1.05	0.00	0.00
912828VB3	UNITED STATES TREAS NTS DTD 05/15/2013 1.75% DUE									
10000.0000		05-15-2023 REG								
		07/17/2013	05/31/2013		9,362.50	9,640.63	0.00	-278.13	0.00	0.00
9297667G2	CMO WACHOVIA BK COML MTG TR SER 2005-C21CL A4			CMO1						
41.4600		07/17/2013	03/14/2013		41.46	45.22	0.00	-3.76	0.00	0.00
05573WAC9	BMW VEH OWNER TR .75999999046% DUE 08-25-2015			SPCL1						
976.5900		07/25/2013	09/28/2012		976.59	980.82	0.00	-4.23	0.00	0.00
3138A2BM0	FEDERAL NATL MTG ASSN GTD MTG POOL #AH0943 4%			FNMA						
810.8900		07/25/2013	03/26/2013		810.89	876.01	0.00	-65.12	0.00	0.00
31418UWC4	FNMA POOL #AD6942 5% 06-01-2040 BEO			FNMA						
978.7100		07/25/2013	03/26/2013		978.71	1,077.80	0.00	-99.09	0.00	0.00

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THE GORDON A CAIN FOUNDATION
8 GREENWAY PLZ STE 606
HOUSTON, TX 77046-0892

Ref: WXT

THE NORTHERN TRUST COMPANY
P.O. BOX 803878
CHICAGO, IL 60680

Sales are listed at Gross Proceeds less commissions and option premiums.

Cusip	Description	Stock or Other Symbol		Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
Quantity Sold	Date of Sale or Exchange	Date of Acquisition	Stocks Bonds, etc.					
01F030686	FNMA SINGLE FAMILY MORTGAGE 3% 30 YEARS SETTLES AUGUST	08/06/2013	07/05/2013	FNMA	106,339.06	104,962.16	0.00	0.00
110000.0000						1,376.90	0.00	0.00
01F030694	FNMA SINGLE FAMILY MORTGAGE 3% 30 YEARS SETTLES SEPTEMBER	08/06/2013	08/06/2013	FNMA	9,641.80	9,641.80	0.00	0.00
10000.0000						0.00	0.00	0.00
01F032682	FNMA SINGLE FAMILY MORTGAGE 3.5% 30 YEARS SETTLES AUGUST	08/06/2013	08/06/2013	FNMA	75,445.31	75,445.31	0.00	0.00
75000.0000						0.00	0.00	0.00
02R052685	FHLMC 30 YEAR GOLD PARTICIPATION CTF (PC) 5.5 30 YEARS SETTLES AUG	08/06/2013	08/06/2013	FHLMC	33,524.80	33,524.80	0.00	0.00
31000.0000						0.00	0.00	0.00
3128M6DY1	FEDERAL HOME LN MTG CORP POOL #G04319 5.5% 04-01-2038 BEO	08/06/2013	07/05/2013	GOLD1	33,231.74	33,231.74	293.05	0.00
30999.9800						0.00	0.00	0.00
3138W9KY5	FNMA POOL AS0310 3 5 DUE 08-01-2043 REG	08/06/2013	07/05/2013	FNMA	74,469.80	74,469.80	975.59	0.00
75000.0700						0.00	0.00	0.00
01F030694	FNMA SINGLE FAMILY MORTGAGE 3% 30 YEARS SETTLES SEPTEMBER	08/07/2013	08/07/2013	FNMA	9,673.44	9,673.44	0.00	0.00
10000.0000						0.00	0.00	0.00
01N030695	GNMA I SINGLE FAMILY MORTGAGE 3 30 YEARS SETTLES SEPTEMBER	08/07/2013	08/07/2013	GNMA	14,674.22	14,674.22	0.00	0.00
15000.0000						0.00	0.00	0.00
3138X5YC5	FNMA POOL #AU6106 3% 09-01-2043 BEO	08/07/2013	08/06/2013	FNMA	9,642.06	9,642.06	31.65	0.00
10000.2700						0.00	0.00	0.00

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P.O. BOX 803878
CHICAGO, IL 60680

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Recipient's Name and Address:
THE GORDON A CAIN FOUNDATION
8 GREENWAY PLZ STE 606
HOUSTON, TX 77046-0892

Sales are listed at Gross Proceeds less commissions and option premiums.

Cusip	Description	Date of Sale or Exchange	Date of Acquisition	Stock or Other Symbol	Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
01F022485	FNMA SINGLE FAMILY MORTGAGE 2.5% 15 YEARS SETTLES AUGUST 08/12/2013	08/12/2013	08/12/2013	FNMA	30,089.06	0.00	0.00	0.00	0.00
30000.0000									
3138W5HL5	FNMA POOL #AR7434 2.5% DUE 07-01-2028 REG	08/12/2013	07/15/2013	FNMA	30,086.26	0.00	236.70	0.00	0.00
29997.2000									
3138W9KY5	FNMA POOL AS0310 3.5 DUE 08-01-2043 REG	08/14/2013	07/05/2013	FNMA	0.01	0.00	0.00	0.00	0.00
0100									
12619SAC0	CNH EQUIP TR 1.17% DUE 05-15-2015	08/15/2013	03/21/2013	SPCL1	1,634.68	0.00	-3.95	0.00	0.00
1630.7300									
01N032683	GNMA SINGLE FAMILY MORTGAGE 3.5% 30 YEARS SETTLES AUGUST 08/16/2013	08/16/2013	07/10/2013	GNMA	25,171.88	0.00	27.34	0.00	0.00
25000.0000									
01N032691	GNMA SINGLE FAMILY MORTGAGE 3.5% 30 YEARS SETTLES SEPTEMBER 08/16/2013	08/16/2013	08/16/2013	GNMA	25,132.81	0.00	0.00	0.00	0.00
25000.0000									
52108HYK4	CMO LB-JBS COMML MTG TR SERIES 2004-C1 CL-A4 4.568% DUE 01-15-2031 REG	08/16/2013	04/30/2013	CMO1	5,536.65	0.00	-128.45	0.00	0.00
5408.2000									
52109RBM2	CMO LB UBS COMML MTG TR 2007 C7 VAR RT MTG PASS THRU CTE CL A-3 09-15-2045 REG	08/16/2013	10/23/2012	CMO1	9.12	0.00	-1.53	0.00	0.00
7.5900									
9297667G2	CMO WACHOVIA BK COMML MTG TR SER 2005-C21CL A4 FLT RT DUE 10-15-2044 BEO	08/16/2013	03/14/2013	CMO1	41.91	0.00	-3.48	0.00	0.00
38.4300									

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8 GREENWAY PLZ STE 606
HOUSTON, TX 77046-0892

THE NORTHERN TRUST COMPANY
P.O. BOX 803878
CHICAGO, IL 60680

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Cusip	Description	Stock or Other Symbol	Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
Quantity Sold	Date of Sale or Exchange	Date of Acquisition	Stocks, Bonds, etc.				
05573WAC9	BMW VEH OWNER TR. 75999999046% DUE 08-25-2015		SPCL1				
969.4000	08/26/2013 09/28/2012		969.40	0.00	-4.20	0.00	0.00
3138A2BM0	FEDERAL NATL MTG ASSN GTD MTG POOL #AH0943 4% 12-01-2040 BEQ		FNMA				
801.9300	08/26/2013 03/26/2013		801.93	0.00	-64.41	0.00	0.00
31418UWC4	FNMA POOL #AD6942 5% 06-01-2040 BEQ		FNMA				
776.6400	08/26/2013 03/26/2013		776.64	0.00	-78.63	0.00	0.00
01F032690	FNMA SINGLE FAMILY MORTGAGE 3.5% 30 YEARS SETTLES SEPTEMBER		FNMA				
75000.0000	08/29/2013 08/06/2013		75,237.30	0.00	-307.61	0.00	0.00
912828VB3	UNITED STATES TREAS NTS DTD 05/15/2013 1.75% DUE 05-15-2023 REG						
45000.0000	08/30/2013 Various		41,101.17	0.00	-1,802.93	0.00	0.00
01F030694	FNMA SINGLE FAMILY MORTGAGE 3% 30 YEARS SETTLES SEPTEMBER		FNMA				
100000.0000	09/05/2013 08/06/2013		96,417.97	0.00	-2,714.84	0.00	0.00
02R052693	FHLMC GOLD SINGLE FAMILY 5.5 30 YEARS SETTLES SEP		GOLD1				
31000.0000	09/05/2013 08/06/2013		33,305.63	0.00	-225.23	0.00	0.00
02R0526A0	FHLMC 30 YR GOLD PARTN CTF (PC) 5.5 30 YEARS SETTLES OCT		FHLMC				
31000.0000	09/05/2013 09/05/2013		33,329.84	0.00	0.00	0.00	0.00
83162CVK6	SMALL BUSINESS ADMIN GTD DEV PARTN CTF SER 2013-20C CL 1 2.22 03-01-2033 REG		SBA1				
517.8200	09/10/2013 03/07/2013		517.82	0.00	0.00	0.00	0.00

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Cusip	Quantity Sold	Description	Date of		Stock or Other Symbol	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
			Sale or Exchange	Acquisition					
01F022493		FNMA SINGLE FAMILY MTG 2.5 15 YEARS SETTLES SEP							
30000.0000		09/12/2013 08/12/2013			29,517.19	0.00	-502.73	0.00	0.00
912810RA8		UNITED STATES OF AMER TREAS BONDS 0.625%TIPS							
10000.0000		02-15-2043 USD1000 09/12/2013 06/25/2013			8,205.29	0.00	-198.01	0.00	0.00
912803DU4		UNITED STATES TREAS BD STRIPPED PRIN							
10000.0000		PM11-15-2041 REG 09/13/2013 03/15/2013			3,202.70	0.00	-612.58	0.00	0.00
912810QX9		UNITED STATES OF AMER TREAS BONDS 2.75 BDS DUE							
15000.0000		08-15-2042 USD100 BONDS 08/42 09/13/2013 Various			12,058.01	0.00	-1,588.71	0.00	0.00
912828TD2		US TREAS NTS .25 DUE 07-15-2015 REG 07-15-2015							
45000.0000		09/13/2013 Various			44,871.68	0.00	-81.44	0.00	0.00
912828TZ3		UTD STATES TREAS .25% DUE 11-30-2014							
65000.0000		09/13/2013 03/26/2013			65,035.55	0.00	20.31	0.00	0.00
912828UZ1		UNITED STATES TREAS NTS DTD 04/30/2013 .625% DUE							
5000.0000		04-30-2018 REG 09/13/2013 05/02/2013			4,994.92	0.00	-210.94	0.00	0.00
912828VS6		UNITED STATES TREAS NTS DTD 08/15/2013 2.5% DUE							
25000.0000		08-15-2023 REG 09/13/2013 08/30/2013			24,432.62	0.00	-282.23	0.00	0.00
01N030695		GNMA I SINGLE FAMILY MORTGAGE 3 30 YEARS							
15000.0000		SETTLES SEPTEMBER 09/16/2013 09/16/2013			14,477.34	0.00	0.00	0.00	0.00

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Quantity Sold	Date of Sale or Exchange	Date of Acquisition	Stocks Bonds, etc.				
01N032691	GNMA 1 SINGLE FAMILY MORTGAGE 3.5% 30 YEARS SETTLES SEPTEMBER 09/16/2013	09/16/2013	GNMA	25,264.65	0.00	0.00	0.00
25000.0000			25,264.65				
36178DPF2	GNMA POOL #AA5822 3 DUE 11-15-2042 REG	09/16/2013	GNMA	14,674.36	0.00	0.00	0.00
15000.1400		08/07/2013	14,477.49				
36178WGU7	GNMA POOL #A89211 SER 2042 3.5% DUE 11-15-2042 REG	09/16/2013	GNMA	25,133.09	0.00	0.00	0.00
25000.2700		08/16/2013	25,264.93				
52108HYK4	CMO LB-UBS COML MTG TR SERIES 2004-C1 CL-A4 4.568% DUE 01-15-2031 REG	09/17/2013	CMO1	1,171.49	0.00	0.00	0.00
1171.4900		04/30/2013	1,199.31				
52109RBM2	CMO LB-UBS COML MTG TR 2007 C7 VAR RT MTG PASS THRU CTF CL A-3 09-15-2045 REG	09/17/2013	CMO1	2,393.69	0.00	0.00	0.00
1991.1100		10/23/2012	1,991.11				
9297667G2	CMO WACHOVIA BK COML MTG TR SER 2005-C21CL A4 FLT RT DUE 10-15-2044 BEO	09/17/2013	CMO1	42.10	0.00	0.00	0.00
38.6000		03/14/2013	38.60				
3138W9MB3	FNMA POOL #AS0353 3.5% 09-01-2043 BEO	09/24/2013	FNMA	24,925.12	0.00	0.00	0.00
24911.5000		08/29/2013	25,289.07				
05573WAC9	BMW VEH OWNER TR .75999999046% DUE 08-25-2015	09/25/2013	SPCL1	933.55	0.00	0.00	0.00
929.5200		09/28/2012	929.52				
3138A2BM0	FEDERAL NATL MTG ASSN GTD MTG POOL #AH0943 4% 12-01-2040 BEO	09/25/2013	FNMA	785.77	0.00	0.00	0.00
727.3500		03/26/2013	727.35				

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THE GORDON A CAIN FOUNDATION

8 GREENWAY PLZ STE 606

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P.O. BOX 803878

CHICAGO, IL 60680

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Cusip	Quantity Sold	Description	Date of Sale or Exchange	Date of Acquisition	Stock or Other Symbol		Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
					Bonds, etc.						
31418UWC4		FNMA POOL #AD6942 5% 06-01-2040 BEO			FNMA						
333.4700		09/25/2013 03/26/2013			333.47		367.23	0.00	-33.76	0.00	0.00
01F0306A1		FNMA SINGLE FAMILY MORTGAGE 3% 30 YEARS SETTLES OCTOBER			FNMA						
100000.0000		10/03/2013 09/05/2013			97,925.78		93,499.53	0.00	4,426.25	0.00	0.00
02R0526A0		FHLMC 30 YR GOLD PARTN CTF (PC) 5.5 30 YEARS SETTLES OCT			FHLMC						
31000.0000		10/03/2013 10/03/2013			33,547.81		33,547.81	0.00	0.00	0.00	0.00
3128KAYY1		FEDERAL HOME LN MTG CORP POOL #A4-9727 5.5% 06-01-2036 BEO			GOLD1						
30999.9800		10/03/2013 09/05/2013			33,547.79		33,329.82	0.00	217.97	0.00	0.00
01F0224A0		FNMA SINGLE FAMILY MORTGAGE 2 5 15 YEARS SETTLES OCTOBER			FNMA						
30000.0000		10/08/2013 09/12/2013			30,060.94		29,464.85	0.00	596.09	0.00	0.00
83162CVL4		SMALL BUSINESS ADMIN SER 2013-20D CL 1 2.08 04-01-2033 REG			SBA1						
786.2400		10/09/2013 04/11/2013			786.24		786.24	0.00	0.00	0.00	0.00
87927VAR9		TELECOM ITALIA CAP 7.2% DUE 07-18-2036 07-18-2036 BEO									
10000.0000		10/09/2013 03/14/2013			9,047.50		10,208.40	0.00	-1,160.90	0.00	0.00
912828VS6		UNITED STATES TREAS NTS DTD 08/15/2013 2 5% DUE 08-15-2023 REG									
10000.0000		10/10/2013 08/30/2013			9,831.64		9,773.05	0.00	58.59	0.00	0.00
01N0306A2		GNMA I SINGLE FAMILY MORTGAGE 3% 30 YEARS SETTLES OCTOBER			GNMA						
15000.0000		10/11/2013 09/16/2013			14,739.84		14,442.51	0.00	297.33	0.00	0.00

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THE GORDON A CAIN FOUNDATION
8 GREENWAY PLZ STE 606
HOUSTON, TX 77046-0892

Sales are listed at Gross Proceeds less commissions and option premiums.

Cusip	Description	Stock or Other Symbol			Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
		Quantity Sold	Date of Sale or Exchange	Date of Acquisition	Stocks Bonds, etc.	Cost or Other Basis		
01N0326A8	GNMA I SINGLE FAMILY MORTGAGE 3.5% 30 YEARS SETTLES OCTOBER 10/11/2013 09/16/2013	25000.0000			GNMA 25,640.63	25,191.41	0.00	0.00
52108HYK4	CMO LB-UBS COM1 MTG TR SERIES 2004-C1 CL-A4 4.568% DUE 01-15-2031 REG 10/18/2013 04/30/2013	2480.5000			CMO1 2,480.50	2,539.41	0.00	0.00
52109RBM2	CMO LB-UBS COM1 MTG TR 2007 C7 VAR RT MTG PASS THRU CTF CL A-3 09-15-2045 REG 10/18/2013 10/23/2012	5.3200			CMO1 5.32	6.40	0.00	0.00
9297667G2	CMO WACHOVIA BK COM1 MTG TR SER 2005-C21CL A4 FLT RT DUE 10-15-2044 BEO 10/18/2013 03/14/2013	41.9400			CMO1 41.94	45.74	0.00	0.00
3138A2BM0	FEDERAL NATL MTG ASSN GTD MTG POOL #AH0943 4% 12-01-2040 BEO 10/25/2013 03/26/2013	795.8800			FNMA 795.88	859.80	0.00	0.00
3138W9MB3	FNMA POOL #AS0353 3.5% 09-01-2043 BEO 10/25/2013 08/29/2013	81.1400			FNMA 81.14	81.18	0.00	0.00
31418UWC4	FNMA POOL #AD6942 5% 06-01-2040 BEO 10/25/2013 03/26/2013	728.3900			FNMA 728.39	802.14	0.00	0.00
01N0326B6	GNMA I SINGLE FAMILY MORTGAGE 3.5% 30 YEARS SETTLES NOVEMBER 10/31/2013 10/31/2013	20000.0000			GNMA 20,727.34	20,727.34	0.00	0.00
02R0526B8	FHLMC 30 YEAR GOLD PARTICIPATION CERTIFICATE (PC) 0 30 YEARS SETTLES NOV 11/05/2013 10/03/2013	31000.0000			FHLMC 33,523.59	33,523.59	0.00	0.00

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CHICAGO, IL 60680

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Cusip	Description	Date of Sale or Exchange	Date of Acquisition	Stock or Other Symbol	Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
02R0526C6	FHLMC 30 YEAR GOLD PARTICIPATION CTF (PC) 5.5 30 YEARS SETTLES DEC 11/05/2013	11/05/2013	11/05/2013	FGLMC	33,542.97	0.00	0.00	0.00	0.00
01F0306B9	FNMA SINGLE FAMILY MORTGAGE 3% 30 YEARS SETTLES NOVEMBER 11/06/2013	11/06/2013	10/03/2013	FNMA	97,656.25	0.00	0.00	0.00	0.00
01F0306C7	FNMA SINGLE FAMILY MORTGAGE 3% 30 YEARS SETTLES DECEMBER 11/12/2013	11/12/2013	11/06/2013	FNMA	14,432.81	0.00	-181.64	0.00	0.00
01F0224B8	FNMA SINGLE FAMILY MORTGAGE 2 5% 15 YEARS SETTLES NOVEMBER 11/13/2013	10/08/2013	11/13/2013	FNMA	30,023.44	0.00	22.27	0.00	0.00
01N0306B0	GNMA I SINGLE FAMILY MORTGAGE 3% 30 YEARS SETTLES NOVEMBER 11/15/2013	10/11/2013	11/15/2013	GNMA	14,767.38	0.00	64.45	0.00	0.00
01N0306C8	GNMA I SINGLE FAMILY MORTGAGE 3% 30 YEARS SETTLES DECEMBER 11/15/2013	11/15/2013	11/15/2013	GNMA	14,732.23	0.00	0.00	0.00	0.00
01N0326B6	GNMA I SINGLE FAMILY MORTGAGE 3.5% 30 YEARS SETTLES NOVEMBER 11/15/2013	Various	11/15/2013	GNMA	46,195.31	0.00	88.86	0.00	0.00
36178FZ41	GNMA POOL #AA7963 3.5 DUE 08-15-2042 REG			GNMA	20,531.26	0.00	-196.09	0.00	0.00
20000.0000	CMO LB-UBS COML MTG TR SERIES 2004-C1 CL-A4 4.568% DUE 01-15-2031 REG	11/15/2013	10/31/2013	CMO1	2,140.88	0.00	-49.67	0.00	0.00
52108HYK4	CMO LB-UBS COML MTG TR SERIES 2004-C1 CL-A4 4.568% DUE 01-15-2031 REG	11/18/2013	04/30/2013	CMO1	2,091.21	0.00	-49.67	0.00	0.00
2091.2100									

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Quantity Sold	Date of Sale or Exchange	Date of Acquisition	Stocks Bonds, etc.				
9297667G2	CMO WACHOVIA BK COML MTG TR SER 2005-C21CL A4 FLT RT DUE 10-15-2044 BEO 11/18/2013 03/14/2013	CMO1	38.99	0.00	-3.53	0.00	0.00
01F0306C7	FNMA SINGLE FAMILY MORTGAGE 3% 30 YEARS SETTLES DECEMBER 11/19/2013 11/06/2013	FNMA	14,601.56	0.00	-12.89	0.00	0.00
15000.0000							
3138A28M0	FEDERAL NATL MTG ASSN GTD MTG POOL #AH0943 4% 12-01-2040 BEO 11/25/2013 03/26/2013	FNMA	313.45	0.00	-25.17	0.00	0.00
3138W9MB3	FNMA POOL #AS0353 3.5% 09-01-2043 BEO 11/25/2013 08/29/2013	FNMA	80.36	0.00	-0.04	0.00	0.00
3138X6DW2	FNMA POOL #AU6416 3% 09-01-2028 BEO 11/25/2013 09/24/2013	FNMA	144.31	0.00	-4.50	0.00	0.00
31418UWC4	FNMA POOL #AD6942 5% 06-01-2040 BEO 11/25/2013 03/26/2013	FNMA	756.06	0.00	-76.55	0.00	0.00
912828TZ3	UTD STATES TREAS .25% DUE 11-30-2014 11/29/2013 Various		107,509.08	0.00	92.10	0.00	0.00
107400.0000							
912828V56	UNITED STATES TREAS NTS DTD 08/15/2013 2.5% DUE 08-15-2023 REG 11/29/2013 08/30/2013		24,498.05	0.00	65.44	0.00	0.00
25000.0000							
00206RAS1	AT&T INC GLOBAL NT 6.55 DUE 02-15-2039 REG 12/05/2013 03/14/2013		5,566.30	0.00	-658.05	0.00	0.00
5000.0000							

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Cusip	Quantity Sold	Description	Date of Sale or Exchange	Date of Acquisition	Stock or Other Symbol		Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld		State Tax Withheld
					Stocks Bonds, etc.					Tax		
01F040610	20000.0000	FNMA SINGLE FAMILY MORTGAGE 4% 30 YEARS SETTLES JANUARY 12/06/2013	12/06/2013	12/06/2013	FNMA	20,625.78	20,625.78	0.00	0.00	0.00	0.00	0.00
01F0406C6	20000.0000	FNMA SINGLE FAMILY MORTGAGE 4% 30 YEARS SETTLES DECEMBER 12/06/2013	12/06/2013	11/20/2013	FNMA	20,690.63	20,917.19	0.00	-226.56	0.00	0.00	0.00
12513YAF7	15000.0000	CMO CD 2007-CD4 COML MTG TR MTG PASSTHRUCTF CL A-4 VAR 12-11-2049 BEO 12/06/2013	03/14/2013	03/14/2013	CMO1	16,568.55	17,057.81	0.00	-489.26	0.00	0.00	0.00
01F0306C7	70000.0000	FNMA SINGLE FAMILY MORTGAGE 3% 30 YEARS SETTLES DECEMBER 12/09/2013	11/06/2013	11/06/2013	FNMA	67,025.00	68,200.79	0.00	-1,175.79	0.00	0.00	0.00
02R0526C6	31000.0000	FHLMC 30 YEAR GOLD PARTICIPATION CTF (PC) 5.5 30 YEARS SETTLES DEC 12/09/2013	12/09/2013	12/09/2013	FGLMC	33,823.91	33,823.91	0.00	0.00	0.00	0.00	0.00
3128M7KW5	31000.0300	FEDERAL HOME LN MTG CORP POOL #G0-5409 5.5% 03-01-2039 BEO 12/09/2013	11/05/2013	11/05/2013	GOLD1	33,823.95	33,543.01	0.00	280.94	0.00	0.00	0.00
01F030611	25000.0000	FNMA SINGLE FAMILY MTG 3 30 YEARS SETTLES JAN 12/10/2013	12/09/2013	12/09/2013	FNMA	23,969.73	23,872.57	0.00	97.16	0.00	0.00	0.00
55616XAH0	5000.0000	MACYS RETAIL HLDGS 2.875 DUE 02-15-2023	12/10/2013	02/28/2013		4,583.05	4,820.20	0.00	-237.15	0.00	0.00	0.00
01F0224C6	30000.0000	FNMA SINGLE FAMILY MORTGAGE 2.5% 15 YEARS SETTLES DECEMBER 12/11/2013	11/13/2013	11/13/2013	FNMA	29,910.94	29,966.02	0.00	-55.08	0.00	0.00	0.00

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THE NORTHERN TRUST COMPANY
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CHICAGO, IL 60680

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Cusip	Description	Stock or Other Symbol	Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
Quantity Sold	Date of Sale or Exchange	Date of Acquisition	Stocks Bonds, etc.				
01N030612	GNMA I SINGLE FAMILY MORTGAGE 3% 30 YEARS		GNMA				
50000.0000	12/13/2013	12/13/2013	48,322.27	0.00	0.00	0.00	0.00
01N0306C8	GNMA I SINGLE FAMILY MORTGAGE 3% 30 YEARS		GNMA				
50000.0000	SETTLES DECEMBER 12/13/2013	Various	48,741.01	0.00	-280.07	0.00	0.00
01N0326C4	GNMA I SINGLE FAMILY MORTGAGE 3.5% 30 YEARS		GNMA				
45000.0000	SETTLES DECEMBER 12/13/2013	11/15/2013	46,086.33	0.00	-499.22	0.00	0.00
01N0406C7	GNMA I SINGLE FAMILY MORTGAGE 4% 30 YEARS		GNMA				
20000.0000	SETTLES DECEMBER 12/13/2013	11/20/2013	21,118.75	0.00	-225.00	0.00	0.00
36180NKP9	GNMA POOL #AD9302 3 DUE 06-15-2043 BEO						
15000.3100	12/13/2013	11/15/2013	14,538.59	0.00	-193.95	0.00	0.00
01F040610	FNMA SINGLE FAMILY MORTGAGE 4% 30 YEARS		FNMA				
20000.0000	SETTLES JANUARY 12/16/2013	12/16/2013	20,696.88	0.00	0.00	0.00	0.00
31418SZ25	FNMA POOL #AD5259 4% 08-01-2040 BEO		FNMA				
20000.0800	12/16/2013	12/06/2013	20,696.97	0.00	71.10	0.00	0.00
4945508D7	KINDER MORGAN 6.5% DUE 09-01-2039						
5000.0000	12/16/2013	03/21/2013	5,516.90	0.00	-549.35	0.00	0.00
72650RAY8	PLAINS ALL AMERN 5% DUE 02-01-2021						
10000.0000	12/16/2013	03/14/2013	11,501.80	0.00	-489.30	0.00	0.00

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Quantity Sold	Date of Sale or Exchange	Date of Acquisition	Stocks Bonds, etc.				
74432QBP9	PRUDENTIAL FINL INC MEDIUM TERM NTS BOOK# TR 00038 4.5 DUE 11-15-2020 12/16/2013 03/14/2013	MTN1	5,421.35	0.00	-160.90	0.00	0.00
5000.0000							
912803DU4	UNITED STATES TREAS BD STRIPPED PRIN PMT 11-15-2041 REG 12/16/2013 03/15/2013	STRIP1	3,231.00	0.00	-617.90	0.00	0.00
10000.0000							
912803EE9	UNITED STATES TREAS BD STRIPPED PRIN PMTZCP 11-15-2043 REG 12/16/2013 12/10/2013	STRIP1	1,468.00	0.00	-5.96	0.00	0.00
5000.0000							
912810QX9	UNITED STATES OF AMER TREAS BONDS 2.75 BDS DUE 08-15-2042 USD 100 BONDS 08/42 12/16/2013 Various		4,409.77	0.00	-383.79	0.00	0.00
5000.0000							
912828A26	UNITED STATES TREAS NTS DTD 11/30/2013 .25% DUE 11-30-2015 REG 12/16/2013 11/29/2013		24,961.91	0.00	-20.51	0.00	0.00
25000.0000							
912828A34	UNITED STATES TREAS NTS 1.25 DUE 11-30-2018 REG 12/16/2013 12/10/2013		14,845.31	0.00	-35.74	0.00	0.00
15000.0000							
912828WF3	UTD STATES TREAS .625% DUE 11-15-2016 12/16/2013 11/29/2013		10,021.09	0.00	-25.39	0.00	0.00
10000.0000							
91324PBO4	UNITEDHEALTH GROUP 5.95% DUE 02-15-2041 12/16/2013 03/14/2013		6,046.10	0.00	-407.10	0.00	0.00
5000.0000							
01F030611	FNMA SINGLE FAMILY MTG 3 30 YEARS SETTLES JAN 12/17/2013 12/09/2013	FNMA	14,324.59	0.00	36.74	0.00	0.00
15000.0000							

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Cusip	Description	Stock or Other Symbol			Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld		State Tax Withheld
		Quantity Sold	Date of Sale or Exchange	Date of Acquisition	Cost or Other Basis	Stocks Bonds, etc.	Cost or Other Basis	Net Gain or Loss	
3138A2BM0	FEDERAL NATL MTG ASSN GTD MTG POOL #AH0943 4% 12-01-2040 BEO	18073.1100	12/17/2013	03/26/2013	19,524.61	18,742.39	19,524.61	-782.22	0.00
52108HYK4	CMO LB-UBS COML MTG TR SERIES 2004-C1 CL-A4 4.568% DUE 01-15-2031 REG	1320.3300	12/17/2013	04/30/2013	1,351.69	1,320.33	1,351.69	-31.36	0.00
9297667G2	CMO WACHOVIA BK COML MTG TR SER 2005-C21CL A4 FLT RT DUE 10-15-2044 BEO	42.3300	12/17/2013	03/14/2013	46.17	42.33	46.17	-3.84	0.00
037411AZ8	APACHE CORP 3.25 DUE 04-15-2022 REG	4000.0000	12/20/2013	03/20/2013	4,130.48	3,967.44	4,130.48	-163.04	0.00
3138A2BM0	FEDERAL NATL MTG ASSN GTD MTG POOL #AH0943 4% 12-01-2040 BEO	326.5200	12/26/2013	03/26/2013	352.74	326.52	352.74	-26.22	0.00
3138W9MB3	FNMA POOL #AS0353 3.5% 09-01-2043 BEO	210.9600	12/26/2013	08/29/2013	211.08	210.96	211.08	-0.12	0.00
3138X6DW2	FNMA POOL #AU6416 3% 09-01-2028 BEO	133.4300	12/26/2013	09/24/2013	137.72	133.43	137.72	-4.29	0.00
31418UWC4	FNMA POOL #AD6942 5% 06-01-2040 BEO	302.2400	12/26/2013	03/26/2013	332.84	302.24	332.84	-30.60	0.00
01F030611	FNMA SINGLE FAMILY MTG 3 30 YEARS SETTLES JAN	15000.0000	12/27/2013	12/09/2013	14,323.25	14,271.09	14,323.25	-52.16	0.00

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CUSIP	Description	Date of Sale or Exchange	Date of Acquisition	Stock or Other Symbol		Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
				Stocks Bonds, etc.						
01N030612	GNMA I SINGLE FAMILY MORTGAGE 3% 30 YEARS SETTLES JANUARY	12/27/2013	12/27/2013	GNMA	14,500.78	14,500.78	0.00	0.00	0.00	0.00
15000.0000										
36180NKT1	GNMA POOL #AD9306 SER 2043 3% DUE 06-15-2043 REG	12/27/2013	12/13/2013	GNMA	14,501.21	14,499.40	0.00	1.81	0.00	0.00
15000.4400										
Total Short Term Sales						5,105,775.88	0.00	-27,369.68	0.00	0.00

Long Term Sales

36828QAD8	CMO GE COML MTG CORP 2003-C1 COML MTG PASSTHRU CTF CLA 4.727 01-10-2038 BEO	01/10/2013	09/14/2009	CMO1	2,372.69	2,410.13	0.00	-37.44	0.00	0.00
2372.6900										
396789FT1	CMO GREENWICH CAP COML FDG CORP SER 2004-GG1 CLA7 VAR RT DUE 06-10-2036 REG	01/11/2013	09/10/2009	CMO1	122.45	124.66	0.00	-2.21	0.00	0.00
122.4500										
46627QBB3	CMO J P MORGAN CHASE COML MTG SECS TR 2006-C CLASB 5.79 DUE 06-12-2043 REG	01/14/2013	01/11/2010	CMO1	593.00	622.84	0.00	-29.84	0.00	0.00
593.0000										
12619SAC0	CNH EQUIP TR 1 17% DUE 05-15-2015			SPCL1						
360.8100										
3128M8A87	FEDERAL HOME LN MTG CORP POOL #GO-6031 5.5% 03-01-2040 BEO	01/15/2013	04/11/2011	GOLD1	1,711.99	1,820.06	0.00	-108.07	0.00	0.00
1711.9900										
3128M8G73	FEDERAL HOME LN MTG CORP POOL #GO-6222 4% 01-01-2041 BEO	01/15/2013	02/23/2011	GOLD1	506.84	502.18	0.00	4.66	0.00	0.00
506.8400										

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Quantity Sold	Date of Sale or Exchange	Date of Acquisition	Stocks Bonds, etc.				
312943DJ9	FEDERAL HOME LN MTG CORP POOL #A9-4605 4% 10-01-2040 BEO	01/15/2013 09/13/2010	GOLD1				
899.0100			899.01	0.00	-22.48	0.00	0.00
3620AJC31	GNMA POOL #730990 4.5% 01-15-2040 BEO		GNMA				
1274.9900		01/15/2013 02/23/2011	1,274.99	0.00	-36.06	0.00	0.00
3620AR4A6	GNMA POOL #738017 4% 02-15-2041 BEO		GNMA				
472.1000		01/15/2013 08/08/2011	472.10	0.00	-22.20	0.00	0.00
36241LT97	GNMA POOL #783276 4.5% 03-15-2041 BEO		GNMA				
93.8000		01/15/2013 06/27/2011	93.80	0.00	-5.89	0.00	0.00
61745MUD3	CMO MORGAN STANLEY CAP I INC 2003-IQ6 CLA-4 4.97% DUE 12-15-2041/11-15-2013 REG	01/15/2013 10/27/2009	CMO1				
70.8900			70.89	0.00	-0.34	0.00	0.00
61746WHF0	CMO MSPW CAP I TR 2001-TOP3 COML MTG CL A-4 6.39 EXP 6-15-11 FINAL 7-15-33 BEO	01/15/2013 09/24/2009	CMO1				
4.4600			4.46	0.00	-0.20	0.00	0.00
61746WXN5	CMO MORGAN STANLEY DEAN WITTER CAP I TR 2002-IQ3 CL A-4 5.08% DUE 09-15-2037 BEO	01/15/2013 05/08/2009	CMO1				
2154.3000			2,154.30	0.00	71.54	0.00	0.00
65475GAC7	NISSAN AUTO LEASE 1.12% DUE 12-15-2013		SPCL1				
842.8900		01/15/2013 11/10/2010	842.89	0.00	0.06	0.00	0.00
929766C27	CMO WACHOVIA BK COML MTG TR SER 2005-C17CL APB 5.037 DUE 03-15-2042 REG	01/17/2013 03/25/2009	CMO1				
437.7200			437.72	0.00	48.77	0.00	0.00

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Cusip	Description	Date of Sale or Exchange	Date of Acquisition	Stocks or Other Symbol	Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
76116FAB3	RESOLUTION FDG CORP FED BOOK ENTRY PRIN STRIPS			STRIP1					
25000.0000	GENERIC PRIN PMT 01-15-2030	01/24/2013	03/25/2010	14,831.73	10,451.38	0.00	4,380.35	0.00	0.00
31381KR27	FNMA POOL #463205 4.6% 09-01-2019 BEO			FNMA					
9.0100	01/25/2013 07/27/2009			9.01	8.97	0.00	0.04	0.00	0.00
3138A2KC2	FEDERAL NATL MTG ASSN GTD MTG POOL #AH1190 4%			FNMA					
545.9300	01-01-2041 BEO	01/25/2013	04/04/2011	545.93	542.35	0.00	3.58	0.00	0.00
3138AFV23	FEDERAL NATL MTG ASSN GTD MTG POOL #AI2432 4.5%			FNMA					
689.0300	05-01-2041 BEO	01/25/2013	06/09/2011	689.03	721.01	0.00	-31.98	0.00	0.00
3138AKF79	FEDERAL NATL MTG ASSN GTD MTG POOL #AI5589 4.5%			FNMA					
783.1700	07-01-2041 BEO	01/25/2013	08/08/2011	783.17	829.67	0.00	-46.50	0.00	0.00
3138EGHU1	FEDERAL NATL MTG ASSN GTD MTG POOL #AL0242 4.5%			FNMA					
386.5700	04-01-2041 BEO	01/25/2013	06/08/2011	386.57	405.72	0.00	-19.15	0.00	0.00
31410KNG5	FNMA POOL #889691 6% 07-01-2038 BEO			FNMA					
913.3500	01/25/2013 11/19/2010			913.35	996.98	0.00	-83.63	0.00	0.00
31412QW54	FNMA POOL #932268 5.5% 11-01-2039 BEO			FNMA					
2061.9900	01/25/2013 06/09/2010			2,061.99	2,217.93	0.00	-155.94	0.00	0.00
31415LML8	FNMA POOL #983363 6% 08-01-2038 BEO			FNMA					
1237.0800	01/25/2013 06/09/2010			1,237.08	1,338.37	0.00	-101.29	0.00	0.00

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Sales are listed at Gross Proceeds less commissions and option premiums.

Cusip	Description	Stock or Other Symbol	Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
Quantity Sold	Date of Sale or Exchange	Date of Acquisition	Stocks Bonds, etc.				
31416XAF7	FNMA POOL #AB1805 4% 11-01-2040 BEO		FNMA				
72.4800	01/25/2013	02/23/2011	72.48	0.00	0.57	0.00	0.00
31416XQY9	FNMA POOL #AB2270 4% 02-01-2041 BEO		FNMA				
2340.2000	01/25/2013	08/08/2011	2,340.20	0.00	-73.13	0.00	0.00
31418RY70	FNMA POOL #AD4333 5% 03-01-2040 BEO		FNMA				
201.2500	01/25/2013	04/04/2011	201.25	0.00	-9.59	0.00	0.00
31418SX80	FNMA POOL #AD5173 4% 09-01-2040 BEO		FNMA				
838.1900	01/25/2013	09/24/2010	838.19	0.00	-21.54	0.00	0.00
31418VWV0	FNMA POOL #AD7859 5% 06-01-2040 BEO		FNMA				
1579.0000	01/25/2013	06/09/2010	1,579.00	0.00	-90.79	0.00	0.00
31419BCT0	FNMA POOL #AE0981 3.5% DUE 03-01-2041 BEO		FNMA				
696.2000	01/25/2013	08/10/2011	696.20	0.00	-13.05	0.00	0.00
31419BXT7	FNMA POOL #AE1589 4.5% 10-01-2040 BEO		FNMA				
41.1200	01/25/2013	04/04/2011	41.12	0.00	-0.80	0.00	0.00
396789FT1	CMO GREENWICH CAP COM1 FDG CORP SER 2004-GG1		CMO1				
123.0400	CL A7 VAR RT DUE 06-10-2036 REG						
	02/12/2013 09/10/2009		123.04	0.00	-2.22	0.00	0.00
46627QBB3	CMO J P MORGAN CHASE COM1 MTG SECS TR 2006-C		CMO1				
473.6100	CL ASB 5.79 DUE 06-12-2043 REG						
	02/12/2013 01/11/2010		473.61	0.00	-23.83	0.00	0.00

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		Quantity Sold	Date of Sale or Exchange Acquisition	Cost or Other Basis	Stocks Bonds, etc.		
00206RAS1	AT&T INC GLOBAL NT 6.55 DUE 02-15-2039 REG						
5000.0000	02/13/2013 11/04/2011			6,299.90	6,229.15	-70.75	0.00
12619SAC0	CNH EQUIP TR 1.17% DUE 05-15-2015				SPCL1		
356.8500	02/15/2013 11/10/2010			356.83	356.85	0.02	0.00
3128M8A87	FEDERAL HOME LN MTG CORP POOL #G0-6031 5.5%				GOLD1		
1960.6500	02/15/2013 04/11/2011			2,084.42	1,960.65	-123.77	0.00
3128M8G73	FEDERAL HOME LN MTG CORP POOL #G0-6222 4%				GOLD1		
402.2600	01-01-2041 BEO 02/15/2013 02/23/2011			398.47	402.26	3.79	0.00
312943DJ9	FEDERAL HOME LN MTG CORP POOL #A9-4605 4%				GOLD1		
835.6800	10-01-2040 BEO 02/15/2013 09/13/2010			856.57	835.68	-20.89	0.00
3620AJC31	GNMA POOL #730990 4.5% 01-15-2040 BEO				GNMA		
1282.4500	02/15/2013 02/23/2011			1,318.72	1,282.45	-36.27	0.00
3620AR4A6	GNMA POOL #738017 4% 02-15-2041 BEO				GNMA		
513.3600	02/15/2013 08/08/2011			537.50	513.36	-24.14	0.00
36241LT97	GNMA POOL #783276 4.5% 03-15-2041 BEO				GNMA		
76.7400	02/15/2013 06/27/2011			81.56	76.74	-4.82	0.00
61745MUD3	CMO MORGAN STANLEY CAP I INC 2003-IQ6 CLA-4 4.97%				CMO1		
49.3100	DUE 12-15-2041/11-15-2013 REG 02/15/2013 10/27/2009			49.55	49.31	-0.24	0.00

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61746WHF0	CMO MSDW CAP I TR 2001-TOP3 COML MTG CL A-4 6.39	EXP 6-15-11 FINAL 7-15-33 BEO	09/24/2009	CMO1	3.78	3.95	0.00	-0.17	0.00	0.00
3.7800										
61746WXN5	CMO MORGAN STANLEY DEAN WITTER CAP I TR	2002-1Q3 CL A-4 5.08% DUE 09-15-2037 BEO	05/08/2009	CMO1	4,690.80	4,535.28	0.00	155.52	0.00	0.00
4690.8000										
65475GAC7	NISSAN AUTO LEASE 1.12% DUE 12-15-2013			SPCL1						
1188.1200		02/15/2013	11/10/2010		1,188.12	1,188.04	0.00	0.08	0.00	0.00
929766C27	CMO WACHOVIA BK COML MTG TR SER 2005-C17CL APB	5.037 DUE 03-15-2042 REG	03/25/2009	CMO1	439.78	390.83	0.00	48.95	0.00	0.00
439.7800										
31381KR27	FNMA POOL #463205 4.6% 09-01-2019 BEO			FNMA						
9.0600		02/25/2013	07/27/2009		9.06	9.02	0.00	0.04	0.00	0.00
3138A2KC2	FEDERAL NATL MTG ASSN GTD MTG POOL #AH1190 4%	01-01-2041 BEO	04/04/2011	FNMA	447.49	444.48	0.00	3.01	0.00	0.00
447.4900										
3138AFV23	FEDERAL NATL MTG ASSN GTD MTG POOL #AI2432 4.5%	05-01-2041 BEO	06/09/2011	FNMA	1,117.72	1,169.59	0.00	-51.87	0.00	0.00
1117.7200										
3138AKF79	FEDERAL NATL MTG ASSN GTD MTG POOL #AI5589 4.5%	07-01-2041 BEO	08/08/2011	FNMA	813.80	862.12	0.00	-48.32	0.00	0.00
813.8000										
3138EGHU1	FEDERAL NATL MTG ASSN GTD MTG POOL #AL0242 4.5%	04-01-2041 BEO	06/08/2011	FNMA	1,085.06	1,138.80	0.00	-53.74	0.00	0.00
1085.0600										

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31410KNG5	FNMA POOL #889691 6% 07-01-2038 BEO	02/25/2013	11/19/2010	FNMA	857.47	935.98	0.00	-78.51	0.00	0.00
857.4700										
31412QW54	FNMA POOL #932268 5.5% 11-01-2039 BEO	02/25/2013	06/09/2010	FNMA	3,225.89	3,469.85	0.00	-243.96	0.00	0.00
3225.8900										
31415LML8	FNMA POOL #983363 6% 08-01-2038 BEO	02/25/2013	06/09/2010	FNMA	1,195.69	1,293.59	0.00	-97.90	0.00	0.00
1195.6900										
31416XAF7	FNMA POOL #AB1805 4% 11-01-2040 BEO	02/25/2013	02/23/2011	FNMA	7.18	7.12	0.00	0.06	0.00	0.00
7.1800										
31416XQY9	FNMA POOL #AB2270 4% 02-01-2041 BEO	02/25/2013	08/08/2011	FNMA	393.69	405.99	0.00	-12.30	0.00	0.00
393.6900										
31418RY70	FNMA POOL #AD4333 5% 03-01-2040 BEO	02/25/2013	04/04/2011	FNMA	246.60	258.35	0.00	-11.75	0.00	0.00
246.6000										
31418SX80	FNMA POOL #AD5173 4% 09-01-2040 BEO	02/25/2013	09/24/2010	FNMA	1,557.20	1,597.22	0.00	-40.02	0.00	0.00
1557.2000										
31418VWV0	FNMA POOL #AD7859 5% 06-01-2040 BEO	02/25/2013	06/09/2010	FNMA	1,391.84	1,471.87	0.00	-80.03	0.00	0.00
1391.8400										
31419BCT0	FNMA POOL #AE0981 3.5% DUE 03-01-2041 BEO	02/25/2013	08/10/2011	FNMA	583.77	594.72	0.00	-10.95	0.00	0.00
583.7700										

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Quantity Sold	Date of Sale or Exchange	Date of Acquisition	Stocks Bonds, etc.					
31419BXT7	FNMA POOL #AE1589 4.5% 10-01-2040 BEO		FNMA					
66.9900	02/25/2013	04/04/2011	66.99	68.29	0.00	-1.30	0.00	0.00
396789FT1	CMO GREENWICH CAP COM1 FDG CORP SER 2004-GG1 CL-A7 VAR RT DUE 06-10-2036 REG		CMO1					
258.5700	03/12/2013	09/10/2009	258.57	263.23	0.00	-4.66	0.00	0.00
46627QBB3	CMO J P MORGAN CHASE COM1 MTG SECS TR 2006-C CL ASB 5.79 DUE 06-12-2043 REG		CMO1					
585.8800	03/12/2013	01/11/2010	585.88	615.36	0.00	-29.48	0.00	0.00
12619SAC0	CNH EQUIP TR 1.17% DUE 05-15-2015		SPCL1					
234.3300	03/15/2013	11/10/2010	234.33	234.32	0.00	0.01	0.00	0.00
3128M8A87	FEDERAL HOME LN MTG CORP POOL #GO-6031 5.5%		GOLD1					
1814.4900	03/15/2013	04/11/2011	1,814.49	1,929.03	0.00	-114.54	0.00	0.00
3128M8G73	FEDERAL HOME LN MTG CORP POOL #GO-6222 4%		GOLD1					
392.3500	03/15/2013	02/23/2011	392.35	388.73	0.00	3.62	0.00	0.00
312943DJ9	FEDERAL HOME LN MTG CORP POOL #A9-4605 4%		GOLD1					
711.5000	03/15/2013	09/13/2010	711.50	729.29	0.00	-17.79	0.00	0.00
3620AJC31	GNMA POOL #730990 4.5% 01-15-2040 BEO		GNMA					
895.4500	03/15/2013	02/23/2011	895.45	920.77	0.00	-25.32	0.00	0.00
3620AR4A6	GNMA POOL #738017 4% 02-15-2041 BEO		GNMA					
517.5800	03/15/2013	08/08/2011	517.58	541.92	0.00	-24.34	0.00	0.00

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				Stocks	Bonds, etc.					
36241LT97	GNMA POOL #783276 4.5% 03-15-2041 BEO				GNMA					
88.6700	03/15/2013 06/27/2011			88.67		94.24	0.00	-5.57	0.00	0.00
61745MUD3	CMO MORGAN STANLEY CAP I INC 2003-106 CLA-4 4.97% DUE 12-15-2041/11-15-2013 REG				CMO1					
81.8800	03/15/2013 10/27/2009			81.88		82.28	0.00	-0.40	0.00	0.00
61746WHF0	CMO MSDW CAP I TR 2001-TOP3 COML MTG CL A-4 6.39 EXP 6-15-11 FINAL 7-15-33 BEO				CMO1					
4.1300	03/15/2013 09/24/2009			4.13		4.31	0.00	-0.18	0.00	0.00
65475GAC7	NISSAN AUTO LEASE 1.12% DUE 12-15-2013				SPCL1					
467.7600	03/15/2013 11/10/2010			467.76		467.73	0.00	0.03	0.00	0.00
929766C27	CMO WACHOVIA BK COML MTG TR SER 2005-C17CL APB				CMO1					
538.5300	5.037 DUE 03-15-2042 REG 03/15/2013 03/25/2009			538.53		478.65	0.00	59.88	0.00	0.00
46625HJ87	JPMORGAN CHASE & 5.6% DUE 07-15-2041									
5000.0000	03/18/2013 07/14/2011			5,970.25		4,978.45	0.00	991.80	0.00	0.00
31381KR27	FNMA POOL #463205 4.6% 09-01-2019 BEO				FNMA					
13.8600	03/25/2013 07/27/2009			13.86		13.80	0.00	0.06	0.00	0.00
3138A2KC2	FEDERAL NATL MTG ASSN GTD MTG POOL #AH1190 4% 01-01-2041 BEO				FNMA					
348.3600	03/25/2013 04/04/2011			348.36		346.07	0.00	2.29	0.00	0.00
3138AFV23	FEDERAL NATL MTG ASSN GTD MTG POOL #AI2432 4.5% 05-01-2041 BEO				FNMA					
1392.9300	03/25/2013 06/09/2011			1,392.93		1,457.57	0.00	-64.64	0.00	0.00

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		Quantity Sold	Date of Sale or Exchange	Date of Acquisition	Stocks Bonds, etc.					
3138AKF79	FEDERAL NATL MTG ASSN GTD MTG POOL #AI5589 4.5% 07-01-2041 BEO	735.8000	03/25/2013	08/08/2011	FNMA 735.80	0.00	-43.69	0.00	0.00	0.00
3138EGHU1	FEDERAL NATL MTG ASSN GTD MTG POOL #AL0242 4.5% 04-01-2041 BEO	428.4400	03/25/2013	06/08/2011	FNMA 428.44	0.00	-21.22	0.00	0.00	0.00
31410KNG5	FNMA POOL #889691 6% 07-01-2038 BEO	730.1500	03/25/2013	11/19/2010	FNMA 730.15	0.00	-66.85	0.00	0.00	0.00
31412QW54	FNMA POOL #932268 5.5% 11-01-2039 BEO	36.7400	03/25/2013	06/09/2010	FNMA 36.74	0.00	-2.78	0.00	0.00	0.00
31415LML8	FNMA POOL #983363 6% 08-01-2038 BEO	845.2500	03/25/2013	06/09/2010	FNMA 845.25	0.00	-69.20	0.00	0.00	0.00
31416XAF7	FNMA POOL #AB1805 4% 11-01-2040 BEO	7.0900	03/25/2013	02/23/2011	FNMA 7.09	0.00	0.06	0.00	0.00	0.00
31416XQY9	FNMA POOL #AB2270 4% 02-01-2041 BEO	399.7400	03/25/2013	08/08/2011	FNMA 399.74	0.00	-12.49	0.00	0.00	0.00
31418RY70	FNMA POOL #AD4333 5% 03-01-2040 BEO	14.2400	03/25/2013	04/04/2011	FNMA 14.24	0.00	-0.68	0.00	0.00	0.00
31418SX80	FNMA POOL #AD5173 4% 09-01-2040 BEO	992.5100	03/25/2013	09/24/2010	FNMA 992.51	0.00	-25.51	0.00	0.00	0.00

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31418VWV0	FNMA POOL #AD7859 5% 06-01-2040 BEO			FNMA					
1455.4900	03/25/2013 06/09/2010			1,455.49	1,539.18	0.00	-83.69	0.00	0.00
31419BCT0	FNMA POOL #AE0981 3.5% DUE 03-01-2041 BEO			FNMA					
478.4700	03/25/2013 08/10/2011			478.47	487.44	0.00	-8.97	0.00	0.00
31419BXT7	FNMA POOL #AE1589 4.5% 10-01-2040 BEO			FNMA					
40.5400	03/25/2013 04/04/2011			40.54	41.33	0.00	-0.79	0.00	0.00
491189FC5	KENTUCKY ASSET / LIABILITY COMM GEN FD REV			SPCL1					
1734.9400	3.165% 04-01-2018 BEO TAXABLE 04/01/2013 08/18/2010			1,734.94	1,734.94	0.00	0.00	0.00	0.00
396789FT1	CMO GREENWICH CAP COM L FDG CORP SER 2004-GG1			CMO1					
1564.3900	CL-A7 VAR RT DUE 06-10-2036 REG 04/12/2013 09/10/2009			1,564.39	1,592.56	0.00	-28.17	0.00	0.00
46627QBB3	CMO J P MORGAN CHASE COM L MTG SECS TR 2006-C			CMO1					
463.4300	CL ASB 5.79 DUE 06-12-2043 REG 04/12/2013 01/11/2010			463.43	486.75	0.00	-23.32	0.00	0.00
172967FS5	CITIGROUP INC 3.953% DUE 06-15-2016								
10000.0000	04/15/2013 06/08/2011			10,826.00	10,203.84	0.00	622.16	0.00	0.00
3128M8A87	FEDERAL HOME LN MTG CORP POOL #GO-6031 5.5% 03-01-2040 BEO			GOLD1					
1812.1700	04/15/2013 04/11/2011			1,812.17	1,926.56	0.00	-114.39	0.00	0.00
3128M8G73	FEDERAL HOME LN MTG CORP POOL #GO-6222 4% 01-01-2041 BEO			GOLD1					
205.8400	04/15/2013 02/23/2011			205.84	203.95	0.00	1.89	0.00	0.00

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Quantity Sold	Date of Sale or Exchange	Date of Acquisition	Stocks, Bonds, etc.				
312943DJ9	FEDERAL HOME LN MTG CORP POOL #A9-4605 4% 10-01-2040 BEO	04/15/2013 09/13/2010	GOLD1				
612.9800			612.98	0.00	-15.32	0.00	0.00
3620AJC31	GNMA POOL #730990 4.5% 01-15-2040 BEO	04/15/2013 02/23/2011	GNMA				
1268.0400			1,268.04	0.00	-35.86	0.00	0.00
3620AR4A6	GNMA POOL #738017 4% 02-15-2041 BEO	04/15/2013 08/08/2011	GNMA				
367.1800			367.18	0.00	-17.27	0.00	0.00
36241LT97	GNMA POOL #783276 4.5% 03-15-2041 BEO	04/15/2013 06/27/2011	GNMA				
76.3200			76.32	0.00	-4.79	0.00	0.00
61745MUD3	CMO MORGAN STANLEY CAP I INC 2003-IQ6 CLA-4 4 97% DUE 12-15-2041/11-15-2013 REG	04/15/2013 10/27/2009	CMO1				
741.4500			741.45	0.00	-3.59	0.00	0.00
61746WHF0	CMO MSDW CAP I TR 2001-TOP3 COML MTG CL A-4 6.39 EXP 6-15-11 FINAL 7-15-33 BEO	04/15/2013 09/24/2009	CMO1				
92.8700			92.87	0.00	-4.13	0.00	0.00
3137A8PP7	FILMC MULTICLASS FREDDIE MAC STRUCTURED	04/16/2013 04/07/2011	CMO1				
15000.0000			17,332.03	0.00	2,409.23	0.00	0.00
929766C27	CMO WACHOVIA BK COML MTG TR SER 2005-C17CL APB 5.037 DUE 03-15-2042 REG	04/17/2013 03/25/2009	CMO1				
3737.4500			3,737.45	0.00	415.08	0.00	0.00
31381KR27	FNMA POOL #463205 4.6% 09-01-2019 BEO	04/25/2013 07/27/2009	FNMA				
9.1700			9.17	0.00	0.04	0.00	0.00

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Cusip	Description	Date of Sale or Exchange	Date of Acquisition	Stock or Other Symbol	Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
3138A2KC2	FEDERAL NATL MTG ASSN GTD MTG POOL #AH1190 4% 01-01-2041 BEO	04/25/2013	04/04/2011	FNMA 316.55	314.47	0.00	2.08	0.00	0.00
3138AFV23	FEDERAL NATL MTG ASSN GTD MTG POOL #AI2432 4.5% 05-01-2041 BEO	04/25/2013	06/09/2011	FNMA 775.68	811.68	0.00	-36.00	0.00	0.00
3138AKF79	FEDERAL NATL MTG ASSN GTD MTG POOL #AI5589 4.5% 07-01-2041 BEO	04/25/2013	08/08/2011	FNMA 524.23	555.36	0.00	-31.13	0.00	0.00
524.2300									
3138EGHU1	FEDERAL NATL MTG ASSN GTD MTG POOL #AL0242 4.5% 04-01-2041 BEO	04/25/2013	06/08/2011	FNMA 1,083.20	1,136.85	0.00	-53.65	0.00	0.00
1083.2000									
31410KNG5	FNMA POOL #889691 6% 07-01-2038 BEO	04/25/2013	11/19/2010	FNMA 741.59	809.49	0.00	-67.90	0.00	0.00
741.5900									
31412QW54	FNMA POOL #932268 5.5% 11-01-2039 BEO	04/25/2013	06/09/2010	FNMA 353.53	380.27	0.00	-26.74	0.00	0.00
353.5300									
31415LML8	FNMA POOL #983363 6% 08-01-2038 BEO	04/25/2013	06/09/2010	FNMA 1,303.34	1,410.05	0.00	-106.71	0.00	0.00
1303.3400									
31416XAF7	FNMA POOL #AB1805 4% 11-01-2040 BEO	04/25/2013	02/23/2011	FNMA 7.11	7.05	0.00	0.06	0.00	0.00
7.1100									
31416XQY9	FNMA POOL #AB2270 4% 02-01-2041 BEO	04/25/2013	08/08/2011	FNMA 706.60	728.68	0.00	-22.08	0.00	0.00
706.6000									

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Quantity Sold	Date of Sale or Exchange	Date of Acquisition	Stocks Bonds, etc.						
31418RY70	FNMA POOL #AD4333 5% 03-01-2040 BEO		FNMA						
205.9500	04/25/2013	04/04/2011	205.95		215.76	0.00	-9.81	0.00	0.00
31418SX80	FNMA POOL #AD5173 4% 09-01-2040 BEO		FNMA						
236.8200	04/25/2013	09/24/2010	236.82		242.91	0.00	-6.09	0.00	0.00
31418VWV0	FNMA POOL #AD7859 5% 06-01-2040 BEO		FNMA						
1915.8200	04/25/2013	06/09/2010	1,915.82		2,025.98	0.00	-110.16	0.00	0.00
31419BCT0	FNMA POOL #AE0981 3.5% DUE 03-01-2041 BEO		FNMA						
400.2300	04/25/2013	08/10/2011	400.23		407.73	0.00	-7.50	0.00	0.00
31419BXT7	FNMA POOL #AE1589 4.5% 10-01-2040 BEO		FNMA						
39.2300	04/25/2013	04/04/2011	39.23		39.99	0.00	-0.76	0.00	0.00
3138EGHU1	FEDERAL NATL MTG ASSN GTD MTG POOL #AL0242 4.5% 04-01-2041 BEO		FNMA						
31313.5100	05/08/2013	06/08/2011	34,327.44		32,864.51	0.00	1,462.93	0.00	0.00
396789FT1	CMO GREENWICH CAP COML FDG CORP SER 2004-GG1 CL-A7 VAR RT DUE 06-10-2036 REG		CMO1						
1301.2200	05/10/2013	09/10/2009	1,301.22		1,324.65	0.00	-23.43	0.00	0.00
46627QBB3	CMO J P MORGAN CHASE COML MTG SECS TR 2006-C CL ASB 5.79 DUE 06-12-2043 REG		CMO1						
516.4700	05/13/2013	01/11/2010	516.47		542.45	0.00	-25.98	0.00	0.00
3128M8A87	FEDERAL HOME LN MTG CORP POOL #G0-6031 5.5% 03-01-2040 BEO		GOLD1						
1898.5100	05/15/2013	04/11/2011	1,898.51		2,018.35	0.00	-119.84	0.00	0.00

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		Quantity Sold	Date of Sale or Exchange Acquisition	Stocks Bonds, etc.				
3128M8G73	FEDERAL HOME LN MTG CORP POOL #G0-6222 4% 01-01-2041 BEO	472.1800	05/15/2013 02/23/2011	GOLD1 472.18	0.00	5.90	0.00	0.00
312943DJ9	FEDERAL HOME LN MTG CORP POOL #A9-4605 4% 10-01-2040 BEO	671.2000	05/15/2013 09/13/2010	GOLD1 671.20	0.00	-16.78	0.00	0.00
3620AJC31	GNMA POOL #730990 4.5% 01-15-2040 BEO	3385.5800	05/15/2013 02/23/2011	GNMA 3,385.58	0.00	-95.75	0.00	0.00
3620AR4A6	GNMA POOL #738017 4% 02-15-2041 BEO	642.9700	05/15/2013 08/08/2011	GNMA 642.97	0.00	-30.24	0.00	0.00
36241LT97	GNMA POOL #783276 4.5% 03-15-2041 BEO	68.4600	05/15/2013 06/27/2011	GNMA 68.46	0.00	-4.30	0.00	0.00
61745MUD3	CMO MORGAN STANLEY CAP I INC 2003-IQ6 CLA-4 4 97% DUE 12-15-2041/11-15-2013 REG	205.0700	05/15/2013 10/27/2009	CMO1 205.07	0.00	-0.99	0.00	0.00
929766C27	CMO WACHOVIA BK COML MTG TR SER 2005-C17CL APB 5 037 DUE 03-15-2042 REG	635.2200	05/17/2013 03/25/2009	CMO1 635.22	0.00	70.46	0.00	0.00
31381KR27	FNMA POOL #463205 4.6% 09-01-2019 BEO	10.8000	05/28/2013 07/27/2009	FNMA 10.80	0.00	0.05	0.00	0.00
3138A2KC2	FEDERAL NATL MTG ASSN GTD MTG POOL #AH1190 4% 01-01-2041 BEO	330.2400	05/28/2013 04/04/2011	FNMA 330.24	0.00	3.04	0.00	0.00

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		Quantity Sold	Date of Sale or Exchange Acquisition	Cost or Other Basis	Stocks Bonds, etc.	Federal Income Tax Withheld	State Tax Withheld
3138AFV23	FEDERAL NATL MTG ASSN GTD MTG POOL #A12432 4.5% 05-01-2041 BEO 05/28/2013 06/09/2011	642.2100		672.01	FNMA 642.21	0.00	0.00
3138AKF79	FEDERAL NATL MTG ASSN GTD MTG POOL #A15589 4.5% 07-01-2041 BEO 05/28/2013 08/08/2011	893.6800		946.74	FNMA 893.68	0.00	0.00
3138EGHU1	FEDERAL NATL MTG ASSN GTD MTG POOL #AL0242 4.5% 04-01-2041 BEO 05/28/2013 06/08/2011	811.5200		851.72	FNMA 811.52	0.00	0.00
31410KNG5	FNMA POOL #889691 6% 07-01-2038 BEO 05/28/2013 11/19/2010	761.8600		831.62	FNMA 761.86	0.00	0.00
31412QW54	FNMA POOL #932268 5.5% 11-01-2039 BEO 05/28/2013 06/09/2010	38.7500		41.68	FNMA 38.75	0.00	0.00
31415LML8	FNMA POOL #983363 6% 08-01-2038 BEO 05/28/2013 06/09/2010	1377.4100		1,490.18	FNMA 1,377.41	0.00	0.00
31416XAF7	FNMA POOL #AB1805 4% 11-01-2040 BEO 05/28/2013 02/23/2011	106.5700		105.35	FNMA 106.57	0.00	0.00
31416XQY9	FNMA POOL #AB2270 4% 02-01-2041 BEO 05/28/2013 08/08/2011	1353.9200		1,396.23	FNMA 1,353.92	0.00	0.00
31418RY70	FNMA POOL #AD4333 5% 03-01-2040 BEO 05/28/2013 04/04/2011	314.6500		329.64	FNMA 314.65	0.00	0.00

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31418SXB0	FNMA POOL #AD5173 4% 09-01-2040 BEO		FNMA					
781.9200	05/28/2013	09/24/2010	781.92	802.02	0.00	-20.10	0.00	0.00
31418VVW0	FNMA POOL #AD7859 5% 06-01-2040 BEO		FNMA					
1469.5200	05/28/2013	06/09/2010	1,469.52	1,554.02	0.00	-84.50	0.00	0.00
31419BCT0	FNMA POOL #AE0981 3.5% DUE 03-01-2041 BEO		FNMA					
327.5300	05/28/2013	08/10/2011	327.53	333.67	0.00	-6.14	0.00	0.00
31419BXT7	FNMA POOL #AE1589 4.5% 10-01-2040 BEO		FNMA					
48.7200	05/28/2013	04/04/2011	48.72	49.66	0.00	-0.94	0.00	0.00
396789FT1	CMO GREENWICH CAP COM1 FDG CORP SER 2004-GG1		CMO1					
286.3200	CL-A7 VAR RT DUE 06-10-2036 REG		286.32	291.48	0.00	-5.16	0.00	0.00
46627QBB3	CMO J.P. MORGAN CHASE COM1 MTG SECS TR 2006-C		CMO1					
892.1000	CL ASB 5.79 DUE 06-12-2043 REG		892.10	936.98	0.00	-44.88	0.00	0.00
3128M8A87	FEDERAL HOME LN MTG CORP POOL #GO-6031 5 5%		GOLD1					
1511.8900	03-01-2040 BEO		1,511.89	1,607.33	0.00	-95.44	0.00	0.00
3128M8G73	FEDERAL HOME LN MTG CORP POOL #GO-6222 4%		GOLD1					
405.3100	01-01-2041 BEO		405.31	399.80	0.00	5.51	0.00	0.00
312943DJ9	FEDERAL HOME LN MTG CORP POOL #A9-4605 4%		GOLD1					
627.9900	10-01-2040 BEO		627.99	643.69	0.00	-15.70	0.00	0.00

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Quantity Sold	Date of Sale or Exchange	Date of Acquisition	Stocks Bonds, etc.				
3620AJC31	GNMA POOL #730990 4.5% 01-15-2040 BEO		GNMA				
1892.4000	06/17/2013 02/23/2011		1,892.40	0.00	-53.52	0.00	0.00
3620AR4A6	GNMA POOL #738017 4% 02-15-2041 BEO		GNMA				
426.9500	06/17/2013 08/08/2011		426.95	0.00	-20.08	0.00	0.00
36241LT97	GNMA POOL #783276 4.5% 03-15-2041 BEO		GNMA				
111.5500	06/17/2013 06/27/2011		111.55	0.00	-7.01	0.00	0.00
61745MUD3	CMO MORGAN STANLEY CAP I INC 2003-IQ6 CLA-4 4.97% DUE 12-15-2041/11-15-2013 REG		CMO1				
38.3700	06/17/2013 10/27/2009		38.37	0.00	-0.19	0.00	0.00
929766C27	CMO WACHOVIA BK COML MTG TR SER 2005-C17CL APB 5.037 DUE 03-15-2042 REG		CMO1				
1347.9500	06/17/2013 03/25/2009		1,347.95	0.00	149.37	0.00	0.00
31381KR27	FNMA POOL #463205 4.6% 09-01-2019 BEO		FNMA				
9.2700	06/25/2013 07/27/2009		9.27	0.00	0.04	0.00	0.00
3138A2KC2	FEDERAL NATL MTG ASSN GTD MTG POOL #AH1190 4% 01-01-2041 BEO		FNMA				
348.6400	06/25/2013 04/04/2011		348.64	0.00	4.96	0.00	0.00
3138AFV23	FEDERAL NATL MTG ASSN GTD MTG POOL #AI2432 4.5% 05-01-2041 BEO		FNMA				
1015.4200	06/25/2013 06/09/2011		1,015.42	0.00	-47.12	0.00	0.00
3138AKF79	FEDERAL NATL MTG ASSN GTD MTG POOL #AI5589 4.5% 07-01-2041 BEO		FNMA				
1036.5800	06/25/2013 08/08/2011		1,036.58	0.00	-61.55	0.00	0.00

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31410KNG5	FNMA POOL #889691 6% 07-01-2038 BEO		FNMA					
779.3400	06/25/2013	11/19/2010	779.34	850.70	0.00	-71.36	0.00	0.00
31412QW54	FNMA POOL #932268 5.5% 11-01-2039 BEO		FNMA					
2740.8200	06/25/2013	06/09/2010	2,740.82	2,948.09	0.00	-207.27	0.00	0.00
31415LML8	FNMA POOL #983363 6% 08-01-2038 BEO		FNMA					
1143.6200	06/25/2013	06/09/2010	1,143.62	1,237.25	0.00	-93.63	0.00	0.00
31416XAF7	FNMA POOL #AB1805 4% 11-01-2040 BEO		FNMA					
68.5000	06/25/2013	02/23/2011	68.50	67.64	0.00	0.86	0.00	0.00
31416XQY9	FNMA POOL #AB2270 4% 02-01-2041 BEO		FNMA					
839.2700	06/25/2013	08/08/2011	839.27	865.50	0.00	-26.23	0.00	0.00
31418RY70	FNMA POOL #AD4333 5% 03-01-2040 BEO		FNMA					
76.1500	06/25/2013	04/04/2011	76.15	79.78	0.00	-3.63	0.00	0.00
31418SX80	FNMA POOL #AD5173 4% 09-01-2040 BEO		FNMA					
945.4700	06/25/2013	09/24/2010	945.47	969.77	0.00	-24.30	0.00	0.00
31418VWV0	FNMA POOL #AD7859 5% 06-01-2040 BEO		FNMA					
1339.8200	06/25/2013	06/09/2010	1,339.82	1,416.86	0.00	-77.04	0.00	0.00
31419BCT0	FNMA POOL #AE0981 3.5% DUE 03-01-2041 BEO		FNMA					
425.6400	06/25/2013	08/10/2011	425.64	433.62	0.00	-7.98	0.00	0.00

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Quantity Sold	Date of Sale or Exchange	Date of Acquisition	Stocks Bonds, etc.				
31419BX77	FNMA POOL #AE1589 4.5% 10-01-2040 BEO		FNMA				
14.5600	06/25/2013	04/04/2011	14.56	0.00	-0.28	0.00	0.00
396789FT1	CMO GREENWICH CAP COML FDG CORP SER 2004-GG1		CMO1				
3187.1200	CL-A7 VAR RT DUE 06-10-2036 REG	07/12/2013	3,187.12	0.00	-57.39	0.00	0.00
46627QBB3	CMO J P MORGAN CHASE COML MTG SECS TR 2006-C		CMO1				
583.0900	CL ASB 5.79 DUE 06-12-2043 REG	07/12/2013	583.09	0.00	-29.34	0.00	0.00
3128M8A87	FEDERAL HOME LN MTG CORP POOL #GO-6031 5.5%		GOLD1				
1361.5600	03-01-2040 BEO	07/15/2013	1,361.56	0.00	-85.95	0.00	0.00
3128M8G73	FEDERAL HOME LN MTG CORP POOL #GO-6222 4%		GOLD1				
222.1900	01-01-2041 BEO	07/15/2013	222.19	0.00	3.13	0.00	0.00
312943DJ9	FEDERAL HOME LN MTG CORP POOL #A9-4605 4%		GOLD1				
518.6700	10-01-2040 BEO	07/15/2013	518.67	0.00	-12.97	0.00	0.00
3620AJC31	GNMA POOL #730990 4.5% 01-15-2040 BEO		GNMA				
1690.0200	07/15/2013	02/23/2011	1,690.02	0.00	-47.80	0.00	0.00
3620AR4A6	GNMA POOL #738017 4% 02-15-2041 BEO		GNMA				
408.2000	07/15/2013	08/08/2011	408.20	0.00	-19.20	0.00	0.00
36241LT97	GNMA POOL #783276 4.5% 03-15-2041 BEO		GNMA				
73.5000	07/15/2013	06/27/2011	73.50	0.00	-4.62	0.00	0.00

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61745MUD3	CMO MORGAN STANLEY CAP I INC 2003-IQ6 CLA-4 4 97% DUE 12-15-2041/11-15-2013 REG	07/15/2013	10/27/2009	CMO1	1,327.08	0.00	-6.40	0.00	0.00
1320.6800				1,320.68					
312943DJ9	FEDERAL HOME LN MTG CORP POOL #A9-4605 4% 10-01-2040 BEO	07/16/2013	09/13/2010	GOLD1	15,606.03	0.00	202.22	0.00	0.00
15225.4000				15,808.25					
31418SXB0	FNMA POOL #AD5173 4% 09-01-2040 BEO			FNMA	32,529.89	0.00	433.61	0.00	0.00
31714.7300		07/16/2013	09/24/2010	32,963.50					
929766C27	CMO WACHOVIA BK COML MTG TR SER 2005-C17CL APB 5.037 DUE 03-15-2042 REG	07/17/2013	03/25/2009	CMO1	173.86	0.00	21.64	0.00	0.00
195.5000				195.50					
312943DJ9	FEDERAL HOME LN MTG CORP POOL #A9-4605 4% 10-01-2040 BEO	07/22/2013	09/13/2010	GOLD1	0.01	0.00	0.00	0.00	0.00
0100				0.01					
31381KR27	FNMA POOL #463205 4.6% 09-01-2019 BEO			FNMA	10.85	0.00	0.05	0.00	0.00
10.9000		07/25/2013	07/27/2009	10.90					
3138A2KC2	FEDERAL NATL MTG ASSN GTD MTG POOL #AH1190 4% 01-01-2041 BEO	07/25/2013	04/04/2011	FNMA	261.50	0.00	3.77	0.00	0.00
265.2700				265.27					
3138AFV23	FEDERAL NATL MTG ASSN GTD MTG POOL #AI2432 4.5% 05-01-2041 BEO	07/25/2013	06/09/2011	FNMA	865.26	0.00	-38.37	0.00	0.00
826.8900				826.89					
3138AKF79	FEDERAL NATL MTG ASSN GTD MTG POOL #AI5589 4.5% 07-01-2041 BEO	07/25/2013	08/08/2011	FNMA	818.59	0.00	-45.88	0.00	0.00
772.7100				772.71					

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THE GORDON A CAIN FOUNDATION

8 GREENWAY PLZ STE 606

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P.O. BOX 803878

CHICAGO, IL 60680

Sales are listed at Gross Proceeds less commissions and option premiums.

Cusip	Description	Date of Sale or Exchange	Date of Acquisition	Stock or Other Symbol		Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
				Stocks	Bonds, etc.					
31410KNG5	FNMA POOL #889691 6% 07-01-2038 BEO			FNMA						
678.9700	07/25/2013	11/19/2010		678.97		741.14	0.00	-62.17	0.00	0.00
31412QW54	FNMA POOL #932268 5 5% 11-01-2039 BEO			FNMA						
2216.7800	07/25/2013	06/09/2010		2,216.78		2,384.42	0.00	-167.64	0.00	0.00
31415LML8	FNMA POOL #983363 6% 08-01-2038 BEO			FNMA						
1258.8800	07/25/2013	06/09/2010		1,258.88		1,361.95	0.00	-103.07	0.00	0.00
31416XAF7	FNMA POOL #AB1805 4% 11-01-2040 BEO			FNMA						
6.7500	07/25/2013	02/23/2011		6.75		6.63	0.00	0.12	0.00	0.00
31416XQY9	FNMA POOL #AB2270 4% 02-01-2041 BEO			FNMA						
1140.3300	07/25/2013	08/08/2011		1,140.33		1,175.97	0.00	-35.64	0.00	0.00
31418RY70	FNMA POOL #AD4333 5% 03-01-2040 BEO			FNMA						
13.2800	07/25/2013	04/04/2011		13.28		13.91	0.00	-0.63	0.00	0.00
31418SX80	FNMA POOL #AD5173 4% 09-01-2040 BEO			FNMA						
438.9300	07/25/2013	09/24/2010		438.93		450.21	0.00	-11.28	0.00	0.00
31418VWV0	FNMA POOL #AD7859 5% 06-01-2040 BEO			FNMA						
1045.8900	07/25/2013	06/09/2010		1,045.89		1,106.03	0.00	-60.14	0.00	0.00
31419BCT0	FNMA POOL #AE0981 3.5% DUE 03-01-2041 BEO			FNMA						
377.1700	07/25/2013	08/10/2011		377.17		384.24	0.00	-7.07	0.00	0.00

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Cusip	Description	Stock or Other Symbol		Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
Quantity Sold	Date of Sale or Exchange	Date of Acquisition	Stocks Bonds, etc.					
31419BXT7	FNMA POOL #AE1589 4.5% 10-01-2040 BEO		FNMA					
45.7300	07/25/2013	04/04/2011	45.73	46.62	0.00	-0.89	0.00	0.00
396789FT1	CMO GREENWICH CAP COM1L FDG CORP SER 2004-GG1		CMO1					
2122.0900	CL-A7 VAR RT DUE 06-10-2036 REG	08/12/2013 09/10/2009	2,122.09	2,160.30	0.00	-38.21	0.00	0.00
46627QBB3	CMO J P MORGAN CHASE COM1L MTG SECS TR 2006-C		CMO1					
437.3500	CL ASB 5.79 DUE 06-12-2043 REG	08/12/2013 01/11/2010	437.35	459.35	0.00	-22.00	0.00	0.00
12619SAC0	CNH EQUIP TR 1.17% DUE 05-15-2015		SPCL1					
134.3000	08/15/2013 11/10/2010		134.30	134.29	0.00	0.01	0.00	0.00
3128M8A87	FEDERAL HOME LN MTG CORP POOL #G0-6031 5.5%		GOLD1					
1475.3900	03-01-2040 BEO	08/15/2013 04/11/2011	1,475.39	1,568.52	0.00	-93.13	0.00	0.00
3128M8G73	FEDERAL HOME LN MTG CORP POOL #G0-6222 4%		GOLD1					
335.0300	01-01-2041 BEO	08/15/2013 02/23/2011	335.03	328.54	0.00	6.49	0.00	0.00
3620AJC31	GNMA POOL #730990 4.5% 01-15-2040 BEO		GNMA					
1623.1500	08/15/2013 02/23/2011		1,623.15	1,669.05	0.00	-45.90	0.00	0.00
3620AR4A6	GNMA POOL #738017 4% 02-15-2041 BEO		GNMA					
342.6000	08/15/2013 08/08/2011		342.60	358.71	0.00	-16.11	0.00	0.00
36241LT97	GNMA POOL #783276 4.5% 03-15-2041 BEO		GNMA					
86.9900	08/15/2013 06/27/2011		86.99	92.45	0.00	-5.46	0.00	0.00

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Cusip	Description	Stock or Other Symbol	Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
Quantity Sold	Date of Sale or Exchange	Date of Acquisition	Stocks Bonds, etc.				
61745MUD3	CMO MORGAN STANLEY CAP I INC 2003-IQ6 CLA-4 4.97% DUE 12-15-2041/11-15-2013 REG		CMO1				
4127.7200	08/15/2013 10/27/2009		4,127.72	0.00	-20.00	0.00	0.00
929766C27	CMO WACHOVIA BK COML MTG TR SER 2005-C17CL APB 5.037 DUE 03-15-2042 REG		CMO1				
430.7500	08/16/2013 03/25/2009		430.75	0.00	47.63	0.00	0.00
31381KR27	FNMA POOL #463205 4.6% 09-01-2019 BEO		FNMA				
9.3700	08/26/2013 07/27/2009		9.33	0.00	0.04	0.00	0.00
3138A2KC2	FEDERAL NATL MTG ASSN GTD MTG POOL #AH1190 4% 01-01-2041 BEO		FNMA				
209.0500	08/26/2013 04/04/2011		209.05	0.00	2.97	0.00	0.00
3138AFV23	FEDERAL NATL MTG ASSN GTD MTG POOL #A12432 4.5% 05-01-2041 BEO		FNMA				
818.4800	08/26/2013 06/09/2011		818.48	0.00	-37.98	0.00	0.00
3138AKF79	FEDERAL NATL MTG ASSN GTD MTG POOL #A15589 4.5% 07-01-2041 BEO		FNMA				
936.1100	08/26/2013 08/08/2011		936.11	0.00	-55.58	0.00	0.00
31410KNG5	FNMA POOL #889691 6% 07-01-2038 BEO		FNMA				
627.1000	08/26/2013 11/19/2010		627.10	0.00	-57.42	0.00	0.00
31412QW54	FNMA POOL #932268 5.5% 11-01-2039 BEO		FNMA				
32.2100	08/26/2013 06/09/2010		32.21	0.00	-2.44	0.00	0.00
31415LML8	FNMA POOL #983363 6% 08-01-2038 BEO		FNMA				
846.0200	08/26/2013 06/09/2010		846.02	0.00	-69.27	0.00	0.00

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Cusip	Description	Stock or Other Symbol	Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
Quantity Sold	Date of Sale or Exchange	Date of Acquisition	Stocks, Bonds, etc.				
31416XAF7	FNMA POOL #AB1805 4% 11-01-2040 BEO		FNMA				
151.4000	08/26/2013	02/23/2011	151.40	0.00	2.72	0.00	0.00
31416XQY9	FNMA POOL #AB2270 4% 02-01-2041 BEO		FNMA				
774.9500	08/26/2013	08/08/2011	774.95	0.00	-24.22	0.00	0.00
31418RY70	FNMA POOL #AD4333 5% 03-01-2040 BEO		FNMA				
13.4200	08/26/2013	04/04/2011	13.42	0.00	-0.64	0.00	0.00
31418VWV0	FNMA POOL #AD7859 5% 06-01-2040 BEO		FNMA				
1214.2200	08/26/2013	06/09/2010	1,214.22	0.00	-69.82	0.00	0.00
31419BCT0	FNMA POOL #AE0981 3.5% DUE 03-01-2041 BEO		FNMA				
271.5300	08/26/2013	08/10/2011	271.53	0.00	-5.09	0.00	0.00
31419BXT7	FNMA POOL #AE1589 4.5% 10-01-2040 BEO		FNMA				
31.0400	08/26/2013	04/04/2011	31.04	0.00	-0.60	0.00	0.00
396789FT1	CMO GREENWICH CAP COM1 FDG CORP SER 2004-GG1		CMO1				
4499.4800	CL A7 VAR RT DUE 06-10-2036 REG	09/12/2013	4,499.48	0.00	-81.02	0.00	0.00
46627QBB3	CMO J P MORGAN CHASE COM1 MTG SECS TR 2006-C		CMO1				
612.8900	CL ASB 5.79 DUE 06-12-2043 REG	09/12/2013	612.89	0.00	-30.84	0.00	0.00
12619SAC0	CNH EQUIP TR 1.17% DUE 05-15-2015		SPCL1				
1730.0300	09/16/2013	11/10/2010	1,730.03	0.00	0.07	0.00	0.00

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Cusip	Description	Stock or Other Symbol	Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
Quantity Sold	Date of Sale or Exchange	Date of Acquisition	Stocks, Bonds, etc.				
3128M8A87	FEDERAL HOME LN MTG CORP POOL #G0-6031 5.5% 03-01-2040 BEO	04/11/2011	GOLD1				
1167.7100	09/16/2013		1,167.71	0.00	-73.71	0.00	0.00
3128M8G73	FEDERAL HOME LN MTG CORP POOL #G0-6222 4% 01-01-2041 BEO	02/23/2011	GOLD1				
135.5400	09/16/2013		132.91	0.00	2.63	0.00	0.00
3620AJC31	GNMA POOL #730990 4.5% 01-15-2040 BEO		GNMA				
972.2900	09/16/2013	02/23/2011	972.29	0.00	-27.50	0.00	0.00
3620AR4A6	GNMA POOL #738017 4% 02-15-2041 BEO		GNMA				
209.5400	09/16/2013	08/08/2011	209.54	0.00	-9.86	0.00	0.00
36241LT97	GNMA POOL #783276 4.5% 03-15-2041 BEO		GNMA				
52.9300	09/16/2013	06/27/2011	52.93	0.00	-3.32	0.00	0.00
61745MUD3	CMO MORGAN STANLEY CAP L INC 2003-IQ6 CLA-4 4.97% DUE 12-15-2041/11-15-2013 REG	10/27/2009	CMO1				
1135.0500	09/16/2013		1,135.05	0.00	-5.50	0.00	0.00
929766C27	CMO WACHOVIA BK COML MTG TR SER 2005-C17CL APB 5.037 DUE 03-15-2042 REG	03/25/2009	CMO1				
4310.6000	09/17/2013		4,310.60	0.00	476.06	0.00	0.00
31381KR27	FNMA POOL #463205 4.6% 09-01-2019 BEO		FNMA				
9.4200	09/25/2013	07/27/2009	9.42	0.00	0.04	0.00	0.00
3138A2KC2	FEDERAL NATL MTG ASSN GTD MTG POOL #AH1190 4% 01-01-2041 BEO	04/04/2011	FNMA				
116.1000	09/25/2013		114.45	0.00	1.65	0.00	0.00

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Cusip	Description	Date of Sale or Exchange	Date of Acquisition	Stock or Other Symbol	Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
3138AFV23	FEDERAL NATL MTG ASSN GTD MTG POOL #A12432 4.5%	05-01-2041 BEO	06/09/2011	FNMA	564.60	0.00	-25.04	0.00	0.00
539.5600		09/25/2013		539.56					
3138AKF79	FEDERAL NATL MTG ASSN GTD MTG POOL #A15589 4.5%	07-01-2041 BEO	08/08/2011	FNMA	532.56	0.00	-29.85	0.00	0.00
502.7100		09/25/2013		502.71					
31410KNG5	FNMA POOL #889691 6% 07-01-2038 BEO			FNMA	551.79	0.00	-46.28	0.00	0.00
505.5100		09/25/2013	11/19/2010	505.51					
31412QW54	FNMA POOL #932268 5.5% 11-01-2039 BEO			FNMA	3,341.06	0.00	-234.90	0.00	0.00
3106.1600		09/25/2013	06/09/2010	3,106.16					
31415LML8	FNMA POOL #983363 6% 08-01-2038 BEO			FNMA	1,047.47	0.00	-79.27	0.00	0.00
968.2000		09/25/2013	06/09/2010	968.20					
31416XAF7	FNMA POOL #AB1805 4% 11-01-2040 BEO			FNMA	54.72	0.00	1.00	0.00	0.00
55.7200		09/25/2013	02/23/2011	55.72					
31416XQY9	FNMA POOL #AB2270 4% 02-01-2041 BEO			FNMA	1,038.10	0.00	-31.46	0.00	0.00
1006.6400		09/25/2013	08/08/2011	1,006.64					
31418RY70	FNMA POOL #AD4333 5% 03-01-2040 BEO			FNMA	17.44	0.00	-0.79	0.00	0.00
16.6500		09/25/2013	04/04/2011	16.65					
31418VWV0	FNMA POOL #AD7859 5% 06-01-2040 BEO			FNMA	2,076.50	0.00	-112.91	0.00	0.00
1963.5900		09/25/2013	06/09/2010	1,963.59					

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Quantity Sold	Date of Sale or Exchange	Date of Acquisition	Stocks Bonds, etc.				
314198CT0	FNMA POOL #AE0981 3.5% DUE 03-01-2041 BEO						
178.0500	09/25/2013	08/10/2011	FNMA 178.05	0.00	-3.34	0.00	0.00
314198XT7	FNMA POOL #AE1589 4.5% 10-01-2040 BEO						
51.4300	09/25/2013	04/04/2011	FNMA 51.43	0.00	-1.00	0.00	0.00
396789FT1	CMO GREENWICH CAP COMML FDG CORP SER 2004-GG1						
6096.8800	CL-A7 VAR RT DUE 06-10-2036 REG	10/11/2013	6,096.88	0.00	-109.79	0.00	0.00
3128M8A87	FEDERAL HOME LN MTG CORP POOL #GO-6031 5.5%						
874.9400	03-01-2040 BEO	10/15/2013	874.94	0.00	-55.23	0.00	0.00
3128M8G73	FEDERAL HOME LN MTG CORP POOL #GO-6222 4%						
281.0400	01-01-2041 BEO	10/15/2013	281.04	0.00	5.45	0.00	0.00
3620AJC31	GNMA POOL #730990 4.5% 01-15-2040 BEO						
1073.8500	10/15/2013	02/23/2011	GNMA 1,073.86	0.00	-30.37	0.00	0.00
3620AR4A6	GNMA POOL #738017 4% 02-15-2041 BEO						
274.2100	10/15/2013	08/08/2011	GNMA 274.21	0.00	-12.90	0.00	0.00
36241LT97	GNMA POOL #783276 4.5% 03-15-2041 BEO						
43.8600	10/15/2013	06/27/2011	GNMA 43.86	0.00	-2.76	0.00	0.00
46627QBB3	CMO J P MORGAN CHASE COMML MTG SECS TR 2006-C						
591.3800	CL ASB 5.79 DUE 06-12-2043 REG	10/15/2013	591.38	0.00	-29.75	0.00	0.00

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Cusip	Description	Date of Sale or Exchange	Date of Acquisition	Stock or Other Symbol	Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
61745MUD3	CMO MORGAN STANLEY CAP I INC 2003-IQ6 CLA-4 4 97% DUE 12-15-2041/11-15-2013 REG	10/15/2013	10/27/2009	CMO1	1,386.61	0.00	-6.68	0.00	0.00
1379.9300				1,379.93					
929766C27	CMO WACHOVIA BK COML MTG TR SER 2005-C17CL APB 5.037 DUE 03-15-2042 REG	10/18/2013	03/25/2009	CMO1	414.51	0.00	51.39	0.00	0.00
465.9000				465.90					
05573WAC9	BMW VEH OWNER TR .75999999046% DUE 08-25-2015			SPCL1	829.66	0.00	-3.58	0.00	0.00
826.0800				826.08					
31381KR27	FNMA POOL #463205 4.6% 09-01-2019 BEO	10/25/2013	09/28/2012	FNMA	10.99	0.00	0.05	0.00	0.00
11.0400				11.04					
3138A2KC2	FEDERAL NATL MTG ASSN GTD MTG POOL #AH1190 4% 01-01-2041 BEO	10/25/2013	04/04/2011	FNMA	95.85	0.00	1.38	0.00	0.00
97.2300				97.23					
3138AFV23	FEDERAL NATL MTG ASSN GTD MTG POOL #A12432 4.5% 05-01-2041 BEO	10/25/2013	06/09/2011	FNMA	793.49	0.00	-35.19	0.00	0.00
758.3000				758.30					
3138AKF79	FEDERAL NATL MTG ASSN GTD MTG POOL #A15589 4.5% 07-01-2041 BEO	10/25/2013	08/08/2011	FNMA	512.24	0.00	-28.71	0.00	0.00
483.5300				483.53					
31410KNG5	FNMA POOL #889691 6% 07-01-2038 BEO	10/25/2013	11/19/2010	FNMA	521.79	0.00	-43.77	0.00	0.00
478.0200				478.02					
31412QW54	FNMA POOL #932268 5.5% 11-01-2039 BEO	10/25/2013	06/09/2010	FNMA	1,855.99	0.00	-130.49	0.00	0.00
1725.5000				1,725.50					

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Quantity Sold	Date of Sale or Exchange	Date of Acquisition	Stocks Bonds, etc.					
31415LML8	FNMA POOL #983363 6% 08-01-2038 BEO		FNMA					
948.2700	10/25/2013	06/09/2010	948.27	1,025.91	0.00	-77.64	0.00	0.00
31416XAF7	FNMA POOL #AB1805 4% 11-01-2040 BEO		FNMA					
138.5000	10/25/2013	02/23/2011	138.50	136.01	0.00	2.49	0.00	0.00
31416XQY9	FNMA POOL #AB2270 4% 02-01-2041 BEO		FNMA					
116.7500	10/25/2013	08/08/2011	116.75	120.40	0.00	-3.65	0.00	0.00
31418RY70	FNMA POOL #AD4333 5% 03-01-2040 BEO		FNMA					
137.8400	10/25/2013	04/04/2011	137.84	144.41	0.00	-6.57	0.00	0.00
31418VWV0	FNMA POOL #AD7859 5% 06-01-2040 BEO		FNMA					
1025.0900	10/25/2013	06/09/2010	1,025.09	1,084.03	0.00	-58.94	0.00	0.00
31419BCT0	FNMA POOL #AE0981 3.5% DUE 03-01-2041 BEO		FNMA					
120.5000	10/25/2013	08/10/2011	120.50	122.76	0.00	-2.26	0.00	0.00
31419BXT7	FNMA POOL #AE1589 4.5% 10-01-2040 BEO		FNMA					
25.3100	10/25/2013	04/04/2011	25.31	25.80	0.00	-0.49	0.00	0.00
46627QBB3	CMO J P MORGAN CHASE COMML MTG SECS TR 2006-C		CMO1					
443.2300	CL ASB 5.79 DUE 06-12-2043 REG	11/12/2013	443.23	465.53	0.00	-22.30	0.00	0.00
396789FT1	CMO GREENWICH CAP COMML FDG CORP SER 2004-GG1		CMO1					
1494.4500	CL A7 VAR RT DUE 06-10-2036 REG	11/13/2013	1,494.45	1,521.36	0.00	-26.91	0.00	0.00

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Sales are listed at Gross Proceeds less commissions and option premiums.

Cusip	Description	Stock or Other Symbol	Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
Quantity Sold	Date of Sale or Exchange	Date of Acquisition	Stocks, Bonds, etc.				
3128M8A87	FEDERAL HOME LN MTG CORP POOL #G0-6031 5.5% 03-01-2040 BEO	04/11/2011	GOLD1				
1008.1500			1,008.15	0.00	-63.64	0.00	0.00
3128M8G73	FEDERAL HOME LN MTG CORP POOL #G0-6222 4% 01-01-2041 BEO	02/23/2011	GOLD1				
55.9100			55.91	0.00	1.08	0.00	0.00
3620AJC31	GNMA POOL #730990 4.5% 01-15-2040 BEO		GNMA				
982.3600		02/23/2011	982.36	0.00	-27.78	0.00	0.00
3620AR4A6	GNMA POOL #738017 4% 02-15-2041 BEO		GNMA				
98.4600		08/08/2011	98.46	0.00	-4.63	0.00	0.00
36241LT97	GNMA POOL #783276 4.5% 03-15-2041 BEO		GNMA				
47.8100		06/27/2011	47.81	0.00	-3.00	0.00	0.00
61745MUD3	CMO MORGAN STANLEY CAP I INC 2003-IQ6 CLA-4 4.97% DUE 12-15-2041/11-15-2013 REG		CMO1				
155.1500		10/27/2009	155.15	0.00	-0.75	0.00	0.00
52109RBM2	CMO LB UBS COML MTG TR 2007 C7 VAR RT MTG PASS THRU CTF CL A-3 09-15-2045 REG	10/23/2012	CMO1				
4.4600			4.46	0.00	-0.90	0.00	0.00
929766C27	CMO WACHOVIA BK COML MTG TR SER 2005-C17CL APB 5.037 DUE 03-15-2042 REG		CMO1				
437.0200		03/25/2009	437.02	0.00	48.15	0.00	0.00
3128M8G73	FEDERAL HOME LN MTG CORP POOL #G0-6222 4% 01-01-2041 BEO		GOLD1				
9078.0500		02/23/2011	9,463.88	0.00	561.72	0.00	0.00

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Sales are listed at Gross Proceeds less commissions and option premiums.

Cusip	Description	Stock or Other Symbol	Stocks Bonds, etc.	Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
Quantity Sold	Date of Sale or Exchange	Date of Acquisition						
3138A2KC2	FEDERAL NATL MTG ASSN GTD MTG POOL #AH1190 4% 01-01-2041 BEO	11/20/2013 04/04/2011	FNMA	8,561.80	0.00	530.63	0.00	0.00
8685.3100			9,092.43					
31416XAF7	FNMA POOL #AB1805 4% 11-01-2040 BEO	11/20/2013 02/23/2011	FNMA	3,587.39	0.00	236.87	0.00	0.00
3653.0200			3,824.26					
05573WAC9	BMW VEH OWNER TR 75999999046% DUE 08-25-2015	11/25/2013 09/28/2012	SPCL1	999.83	0.00	-4.32	0.00	0.00
995.5100			995.51					
31381KR27	FNMA POOL #463205 4 6% 09-01-2019 BEO	11/25/2013 07/27/2009	FNMA	9.48	0.00	0.04	0.00	0.00
9.5200			9.52					
3138A2KC2	FEDERAL NATL MTG ASSN GTD MTG POOL #AH1190 4% 01-01-2041 BEO	11/25/2013 04/04/2011	FNMA	136.64	0.00	1.97	0.00	0.00
138.6100			138.61					
3138AFV23	FEDERAL NATL MTG ASSN GTD MTG POOL #AI2432 4.5% 05-01-2041 BEO	11/25/2013 06/09/2011	FNMA	400.96	0.00	-17.78	0.00	0.00
383.1800			383.18					
3138AKF79	FEDERAL NATL MTG ASSN GTD MTG POOL #AI5589 4.5% 07-01-2041 BEO	11/25/2013 08/08/2011	FNMA	352.36	0.00	-19.75	0.00	0.00
332.6100			332.61					
31410KNG5	FNMA POOL #889691 6% 07-01-2038 BEO	11/25/2013 11/19/2010	FNMA	462.10	0.00	-38.76	0.00	0.00
423.3400			423.34					
31412QW54	FNMA POOL #932268 5.5% 11-01-2039 BEO	11/25/2013 06/09/2010	FNMA	27.08	0.00	-1.90	0.00	0.00
25.1800			25.18					

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Cusip	Description	Stock or Other Symbol	Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
Quantity Sold	Date of Sale or Exchange	Date of Acquisition	Stocks, Bonds, etc.				
31415LML8	FNMA POOL #983363 6% 08-01-2038 BEO		FNMA				
332.9900	11/25/2013	06/09/2010	332.99	0.00	-27.26	0.00	0.00
31416XAF7	FNMA POOL #AB1805 4% 11-01-2040 BEO		FNMA				
6.5500	11/25/2013	02/23/2011	6.55	0.00	0.12	0.00	0.00
31416XQY9	FNMA POOL #AB2270 4% 02-01-2041 BEO		FNMA				
1099.4300	11/25/2013	08/08/2011	1,099.43	0.00	-34.36	0.00	0.00
31418RY70	FNMA POOL #AD4333 5% 03-01-2040 BEO		FNMA				
59.5300	11/25/2013	04/04/2011	59.53	0.00	-2.84	0.00	0.00
31418VWV0	FNMA POOL #AD7859 5% 06-01-2040 BEO		FNMA				
1129.2500	11/25/2013	06/09/2010	1,129.25	0.00	-64.93	0.00	0.00
31419BCT0	FNMA POOL #AE0981 3.5% DUE 03-01-2041 BEO		FNMA				
125.0900	11/25/2013	08/10/2011	125.09	0.00	-2.35	0.00	0.00
31419BXT7	FNMA POOL #AE1589 4.5% 10-01-2040 BEO		FNMA				
19.5800	11/25/2013	04/04/2011	19.58	0.00	-0.38	0.00	0.00
36228CVU4	CMO GS MTG SECS CORP II 2005-GG4 CL A-4A4.751% DUE 07-10-2039 REG		SPCL1				
193.8900	12/12/2013	12/07/2011	193.89	0.00	-13.72	0.00	0.00
396789FT1	CMO GREENWICH CAP COM1 FDG CORP SER 2004-GG1 CL-A7 VAR RT DUE 06-10-2036 REG		CMO1				
9448.7800	12/12/2013 Various		9,448.78	0.00	-169.42	0.00	0.00

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Cusip	Description	Stock or Other Symbol	Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
Quantity Sold	Date of Sale or Exchange	Date of Acquisition	Stocks, Bonds, etc.				
46627QBB3	CMO J P MORGAN CHASE COMML MTG SECS TR 2006-C						
686.2100	12/12/2013 01/11/2010	12/12/2013 01/11/2010	CMO1 686.21	0.00	-34.52	0.00	0.00
3128M8A87	FEDERAL HOME LN MTG CORP POOL #G0-6031 5.5%						
849.6800	03-01-2040 BEO	12/16/2013 04/11/2011	GOLD1 849.68	0.00	-53.64	0.00	0.00
3128M8G73	FEDERAL HOME LN MTG CORP POOL #G0-6222 4%						
17.6300	01-01-2041 BEO	12/16/2013 02/23/2011	GOLD1 17.63	0.00	0.34	0.00	0.00
31418VWV0	FNMA POOL #AD7859 5% 06-01-2040 BEO						
48552.0400	12/16/2013 06/09/2010	12/16/2013 06/09/2010	FNMA 52,724.48	0.00	1,380.71	0.00	0.00
31419BCT0	FNMA POOL #AE0981 3.5% DUE 03-01-2041 BEO						
14288.9900	12/16/2013 08/10/2011	12/16/2013 08/10/2011	FNMA 14,289.00	0.00	-267.90	0.00	0.00
3620AJC31	GNMA POOL #730990 4.5% 01-15-2040 BEO						
563.4300	12/16/2013 02/23/2011	12/16/2013 02/23/2011	GNMA 563.43	0.00	-15.93	0.00	0.00
3620AR4A6	GNMA POOL #738017 4% 02-15-2041 BEO						
199.2300	12/16/2013 08/08/2011	12/16/2013 08/08/2011	GNMA 199.23	0.00	-9.37	0.00	0.00
36241LT97	GNMA POOL #783276 4.5% 03-15-2041 BEO						
37.1100	12/16/2013 06/27/2011	12/16/2013 06/27/2011	GNMA 37.11	0.00	-2.33	0.00	0.00
912828TD2	US TREAS NTS .25 DUE 07-15-2015 REG 07-15-2015						
15000.0000	12/16/2013 Various	12/16/2013 Various	14,996.48	0.00	15.42	0.00	0.00

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Cusip	Description	Date of Sale or Exchange	Date of Acquisition	Stock or Other Symbol	Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
52109RBM2	CMO LB UBS COM1 MTG TR 2007 C7 VAR RT MTG PASS	12/17/2013	10/23/2012	CMO1	6.20	0.00	-1.04	0.00	0.00
51600	THRU CTF CL A-3 09-15-2045 REG	12/17/2013	10/23/2012	CMO1	1,218.88	0.00	150.73	0.00	0.00
929766C27	CMO WACHOVIA BK COM1 MTG TR SER 2005-C17CL APB	5/037 DUE 03-15-2042 REG	12/17/2013	SPCL1	635.03	0.00	-4.97	0.00	0.00
1369.6100	VOLKSWAGEN AUTO .87% DUE 07-20-2015	12/20/2013	09/17/2012	SPCL1	753.48	0.00	-3.25	0.00	0.00
92867KAC8	BMW VEH OWNER TR .75999999046% DUE 08-25-2015	12/26/2013	09/28/2012	FNMA	11.09	0.00	0.05	0.00	0.00
630.0600	FNMA POOL #463205 4.6% 09-01-2019 BEO	12/26/2013	07/27/2009	FNMA	84.34	0.00	1.22	0.00	0.00
05573WAC9	FEDERAL NATL MTG ASSN GTD MTG POOL #AH1190 4%	12/26/2013	04/04/2011	FNMA	493.72	0.00	-21.90	0.00	0.00
750.2300	FEDERAL NATL MTG ASSN GTD MTG POOL #AI2432 4.5%	12/26/2013	06/09/2011	FNMA	180.35	0.00	-10.11	0.00	0.00
31381KR27	FEDERAL NATL MTG ASSN GTD MTG POOL #AI5589 4.5%	12/26/2013	08/08/2011	FNMA	381.26	0.00	-31.98	0.00	0.00
11.1400	FNMA POOL #889691 6% 07-01-2038 BEO	12/26/2013	11/19/2010						
3138A2KC2									
85.5600									
3138AFV23									
471.8200									
3138AKF79									
170.2400									
31410KNG5									
349.2800									

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Cusip	Description	Stock or Other Symbol		Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal		State	
		Quantity Sold	Date of Sale or Exchange	Date of Acquisition	Stocks Bonds, etc.		Income Tax	Withheld	Income Tax	Withheld
31412QW54	FNMA POOL #932268 5.5% 11-01-2039 BEO				FNMA					
25.1200	12/26/2013 06/09/2010				25.12	27.02	0.00	0.00	-1.90	0.00
31415LML8	FNMA POOL #983363 6% 08-01-2038 BEO				FNMA					
157.6100	12/26/2013 06/09/2010				157.61	170.51	0.00	0.00	-12.90	0.00
31416XAF7	FNMA POOL #AB1805 4% 11-01-2040 BEO				FNMA					
6.3800	12/26/2013 02/23/2011				6.38	6.27	0.00	0.00	0.11	0.00
31416XQY9	FNMA POOL #AB2270 4% 02-01-2041 BEO				FNMA					
489.5400	12/26/2013 08/08/2011				489.54	504.84	0.00	0.00	-15.30	0.00
31418RY70	FNMA POOL #AD4333 5% 03-01-2040 BEO				FNMA					
166.6100	12/26/2013 04/04/2011				166.61	174.55	0.00	0.00	-7.94	0.00
31418VWV0	FNMA POOL #AD7859 5% 06-01-2040 BEO				FNMA					
669.8200	12/26/2013 06/09/2010				669.82	708.33	0.00	0.00	-38.51	0.00
31419BCT0	FNMA POOL #AE0981 3.5% DUE 03-01-2041 BEO				FNMA					
122.7500	12/26/2013 08/10/2011				122.75	125.05	0.00	0.00	-2.30	0.00
31419BXT7	FNMA POOL #AE1589 4.5% 10-01-2040 BEO				FNMA					
18.3500	12/26/2013 04/04/2011				18.35	18.71	0.00	0.00	-0.36	0.00
3138A2KC2	FEDERAL NATL MTG ASSN GTD MTG POOL #AH1190 4% 01-01-2041 BEO				FNMA					
.0200	12/27/2013 04/04/2011				0.02	0.02	0.00	0.00	0.00	0.00
Total Long Term Sales					470,415.90	464,121.16	0.00	0.00	6,294.74	0.00

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2013 Proceeds from Broker and Barter Exchange Transactions

Sales are listed at Gross Proceeds less commissions and option premiums.

Cusip	Description	Stock or Other Symbol	Stocks Bonds, etc	Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
Short Term Sales								
423074103	H J HEINZ CO	HNZ						
363.0000	02/14/2013 05/14/2012	26,305.80	19,994.91	0.00	6,310.89	0.00	0.00	
855030102	STAPLES INC	SPLS						
3899.0000	02/19/2013 01/17/2013	56,259.36	49,851.44	0.00	6,407.92	0.00	0.00	
931422109	WALGREEN CO	WAG						
2741.0000	03/28/2013 08/29/2012	129,552.65	97,165.98	0.00	32,386.67	0.00	0.00	
00287Y109	ABBVIE INC COM USD0.01	ABBV						
32.0000	05/10/2013 02/19/2013	1,438.68	1,213.21	0.00	225.47	0.00	0.00	
136069101	CDN IMPERIAL BK COMM TORONTO ONT COM STKCOM	CM						
13.0000	05/10/2013 03/28/2013	1,018.26	1,014.98	0.00	3.28	0.00	0.00	
15189T107	CENTERPOINT ENERGY INC COM	CNP						
103.0000	05/10/2013 03/08/2013	2,483.27	2,243.45	0.00	239.82	0.00	0.00	
166764100	CHEVRONTEXACO CORP COM	CVX						
23.0000	05/10/2013 08/10/2012	2,822.72	2,594.09	0.00	228.63	0.00	0.00	
17275R102	CISCO SYS INC	CSCO						
74.0000	05/10/2013 08/30/2012	1,553.96	1,399.13	0.00	154.83	0.00	0.00	
205887102	CONAGRA INC	CAG						
35.0000	05/10/2013 10/24/2012	1,213.77	981.36	0.00	232.41	0.00	0.00	

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Cusip	Description	Stock or Other Symbol	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
Quantity Sold	Date of Sale or Exchange	Date of Acquisition	Stocks, Bonds, etc.	Cost or Other Basis	Wash Sale Loss Disallowed
260543103	DOW CHEMICAL CO		DOW		
51.0000	05/10/2013	01/07/2013	1,746.71	1,710.75	0.00
26441C204	DUKE ENERGY CORP NEW COM NEW COM NEW		DUK		
41.0000	05/10/2013	03/07/2013	2,947.01	2,857.01	0.00
30231G102	EXXON MOBIL CORP		XOM		
21.0000	05/10/2013	08/13/2012	1,888.69	1,845.10	0.00
369604103	GENERAL ELECTRIC CO		GE		
129.0000	05/10/2013	07/31/2012	2,928.23	2,692.10	0.00
418056107	HASBRO INC		HAS		
24.0000	05/10/2013	08/10/2012	1,137.09	899.75	0.00
464287242	MFC ISHARES TR IBOXX USD INVT GRADE CORPBD ETF		LQD		
21.0000	05/10/2013	03/28/2013	2,524.77	2,518.36	0.00
464288687	MFC ISHARES U.S PREFERRED STOCK ETF		PFF		
59.0000	05/10/2013	03/28/2013	2,415.40	2,390.56	0.00
46625H100	J P MORGAN CHASE & CO		JPM		
28.0000	05/10/2013	05/14/2012	1,364.40	1,015.89	0.00
478160104	JOHNSON & JOHNSON		JNJ		
12.0000	05/10/2013	02/14/2013	1,026.93	910.45	0.00

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Cusip	Description	Stock or Other Symbol	Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
Quantity Sold	Date of Sale or Exchange	Date of Acquisition	Stocks Bonds, etc.				
50076Q106	KRAFT FOODS GROUP INC COM	KRFT	1,488.47	0.00	163.21	0.00	0.00
27.0000	05/10/2013	03/07/2013					
57772K101	MAXIM INTEGRATED PRODS INC	MXIM	963.87	0.00	119.77	0.00	0.00
30.0000	05/10/2013	11/14/2012					
580135101	MCDONALDS CORP	MCD	996.62	0.00	1.45	0.00	0.00
10.0000	05/10/2013	03/28/2013					
637417106	NATIONAL RETAIL PPTYS INC COM STK	NNN	1,565.07	0.00	613.18	0.00	0.00
53.0000	05/10/2013	08/10/2012					
835495102	SONOCO PRODUCTS CO	SON	990.07	0.00	36.50	0.00	0.00
29.0000	05/10/2013	03/19/2013					
882508104	TEXAS INSTRUMENTS INC	TXN	875.75	0.00	48.72	0.00	0.00
25.0000	05/10/2013	03/08/2013					
88732J207	TIME WARNER CABLE INC COM	TWC	916.93	0.00	62.74	0.00	0.00
10.0000	05/10/2013	11/19/2012					
949746101	WELLS FARGO & CO NEW	WFC	1,302.32	0.00	-13.41	0.00	0.00
34.0000	05/10/2013	05/09/2013					
57772K101	MAXIM INTEGRATED PRODS INC	MXIM	92,879.25	0.00	530.81	0.00	0.00
3301.0000	06/17/2013	11/14/2012					

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Cusip	Description	Date of Sale or Exchange	Date of Acquisition	Stock or Other Symbol	Stocks Bonds, etc.	Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
30231G102	EXXON MOBIL CORP	07/09/2013	08/13/2012	XOM	48,941.25	46,566.86	0.00	2,374.39	0.00	0.00
530.0000										
369604103	GENERAL ELECTRIC CO	07/09/2013	07/31/2012	GE	30,273.90	26,754.06	0.00	3,519.84	0.00	0.00
1282.0000										
40414L109	HCP, INC	08/12/2013	06/06/2013	HCP	32,926.25	36,724.89	0.00	-3,798.64	0.00	0.00
784.0000										
22282E102	COVANTA HLDG CORP COM	10/30/2013	Various	CVA	86,806.65	105,173.23	0.00	-18,366.58	0.00	0.00
5082.0000										
637417106	NATIONAL RETAIL PPTYS INC COM STK	12/12/2013	06/17/2013	NNN	35,001.93	41,752.60	0.00	-6,750.67	0.00	0.00
1160.0000										
001204106	AGL RES INC	12/13/2013	11/01/2013	GAS	1,728.96	1,815.02	0.00	-86.06	0.00	0.00
38.0000										
00287Y109	ABBVIE INC COM USD0.01	12/13/2013	02/19/2013	ABBV	1,202.87	871.99	0.00	330.88	0.00	0.00
23.0000										
134429109	CAMPBELL SOUP CO	12/13/2013	12/12/2013	CPB	40.48	40.65	0.00	-0.17	0.00	0.00
1.0000										
136069101	CDN IMPERIAL BK COMM TORONTO ONT COM STKCOM	12/13/2013	03/28/2013	CM	1,007.14	936.90	0.00	70.24	0.00	0.00
12.0000										

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Cusip	Description	Stock or Other Symbol	Quantity Sold	Date of Sale or Exchange	Date of Acquisition	Stocks Bonds, etc.	Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
15189T107	CENTERPOINT ENERGY INC COM	CNP									
91.0000	12/13/2013 03/08/2013	2,060.20	1,982.08	0.00			78.12	0.00	0.00	0.00	0.00
25746U109	DOMINION RES INC VA NEW	D									
25.0000	12/13/2013 06/17/2013	1,589.22	1,416.22	0.00			173.00	0.00	0.00	0.00	0.00
260543103	DOW CHEMICAL CO	DOW									
38.0000	12/13/2013 01/07/2013	1,574.31	1,274.68	0.00			299.63	0.00	0.00	0.00	0.00
26441C204	DUKE ENERGY CORP NEW COM NEW	DUK									
37.0000	12/13/2013 03/07/2013	2,519.28	2,578.28	0.00			-59.00	0.00	0.00	0.00	0.00
460146103	INTERNATIONAL PAPER CO	IP									
29.0000	12/13/2013 10/17/2013	1,392.26	1,312.02	0.00			80.24	0.00	0.00	0.00	0.00
464287242	MFC ISHARES TR IBOX USD INVT GRADE CORPBD ETF	LQD									
24.0000	12/13/2013 03/28/2013	2,735.95	2,878.12	0.00			-142.17	0.00	0.00	0.00	0.00
464288687	MFC ISHARES U.S PREFERRED STOCK ETF	PFF									
55.0000	12/13/2013 03/28/2013	2,055.31	2,228.49	0.00			-173.18	0.00	0.00	0.00	0.00
478160104	JOHNSON & JOHNSON	JNJ									
11.0000	12/13/2013 02/14/2013	1,003.29	834.58	0.00			168.71	0.00	0.00	0.00	0.00
50076Q106	KRAFT FOODS GROUP INC COM	KRFT									
23.0000	12/13/2013 03/07/2013	1,206.32	1,128.92	0.00			77.40	0.00	0.00	0.00	0.00

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Cusip	Description	Date of Sale or Exchange	Date of Acquisition	Stock or Other Symbol		Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
				Stocks Bonds, etc.						
544147101	LORILLARD INC COM STK	12/13/2013	10/17/2013	LO		1,354.83	0.00	72.42	0.00	0.00
27.0000						1,282.41				
580135101	MCDONALDS CORP	12/13/2013	03/28/2013	MCD		1,509.73	0.00	-84.86	0.00	0.00
16.0000						1,594.59				
58933Y105	MERCK & CO INC	12/13/2013	06/17/2013	MRK		1,404.44	0.00	18.60	0.00	0.00
29.0000						1,385.84				
712704105	PEOPLES UTD FINL INC COM	12/13/2013	11/21/2013	PBCT		887.53	0.00	-19.09	0.00	0.00
61.0000						906.62				
742718109	PROCTER & GAMBLE CO	12/13/2013	11/01/2013	PG		2,054.71	0.00	28.49	0.00	0.00
25.0000						2,026.22				
760759100	REPUBLIC SVCS INC	12/13/2013	11/07/2013	RSG		992.28	0.00	-11.81	0.00	0.00
29.0000						980.47				
835495102	SONOCO PRODUCTS CO	12/13/2013	03/19/2013	SON		1,050.64	0.00	162.99	0.00	0.00
26.0000						887.65				
882508104	TEXAS INSTRUMENTS INC	12/13/2013	03/08/2013	TXN		1,089.90	0.00	179.11	0.00	0.00
26.0000						910.79				
911312106	UNITED PARCEL SERVICE INC CL B	12/13/2013	08/12/2013	UPS		1,116.81	0.00	151.17	0.00	0.00
11.0000						965.64				

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Cusp	Quantity Sold	Description	Date of Sale or Exchange	Date of Acquisition	Stock or Other Symbol		Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
					Stocks Bonds, etc.	Cost or Other Basis				
931142103		WAL MART STORES INC			WMT					
34.0000		12/13/2013	08/16/2013		2,650.93	2,522.00	0.00	128.93	0.00	0.00
94106L109		WASTE MGMT INC DEL			WM					
24.0000		12/13/2013	06/17/2013		1,046.14	973.19	0.00	72.95	0.00	0.00
949746101		WELLS FARGO & CO NEW			WFC					
32.0000		12/13/2013	05/09/2013		1,399.01	1,225.72	0.00	173.29	0.00	0.00
969457100		WILLIAMS COS INC			WMB					
28.0000		12/13/2013	07/09/2013		957.58	939.13	0.00	18.45	0.00	0.00
G7945E105		SEADRILL LTD COM STK			SDRL					
26.0000		12/13/2013	08/29/2013		1,042.06	1,193.86	0.00	-151.80	0.00	0.00
Total Short Term Sales					616,496.39	589,069.42	0.00	27,426.97	0.00	0.00
Long Term Sales										
209115104		CONSOLIDATED EDISON INC COM			ED					
835.0000		01/07/2013	Various		47,039.17	40,865.17	0.00	6,174.00	0.00	0.00
209115104		CONSOLIDATED EDISON INC COM			ED					
887.0000		01/07/2013	Various		49,968.56	45,305.46	0.00	4,663.10	0.00	0.00
80589M102		SCANA CORP.			SCG					
496.0000		01/07/2013	Various		22,823.77	19,992.08	0.00	2,831.69	0.00	0.00

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80589M102	SCANA CORP			SCG						
1271.0000	01/07/2013 Various			58,485.92	50,847.11	0.00	7,638.81	0.00	0.00	0.00
423074103	H J HEINZ CO			HNZ						
835.0000	02/14/2013 Various			60,510.59	41,655.42	0.00	18,855.17	0.00	0.00	0.00
423074103	H J HEINZ CO			HNZ						
2136.0000	02/14/2013 Various			154,791.17	109,674.27	0.00	45,116.90	0.00	0.00	0.00
609207105	MONDELEZ INTL INC COM			MDLZ						
1301.0000	03/08/2013 Various			37,063.75	26,100.13	0.00	10,963.62	0.00	0.00	0.00
609207105	MONDELEZ INTL INC COM			MDLZ						
3330.0000	03/08/2013 Various			94,867.24	73,471.18	0.00	21,396.06	0.00	0.00	0.00
565849106	MARATHON OIL CORP			MRO						
2568.0000	03/19/2013 Various			87,886.01	75,155.86	0.00	12,730.15	0.00	0.00	0.00
571748102	MARSH & MCLENNAN COS INC			MMC						
835.0000	05/09/2013 Various			32,880.14	22,488.72	0.00	10,391.42	0.00	0.00	0.00
571748102	MARSH & MCLENNAN COS INC			MMC						
2136.0000	05/09/2013 Various			84,110.14	63,311.59	0.00	20,798.55	0.00	0.00	0.00
00206R102	AT&T INC			T						
87.0000	05/10/2013 04/01/2011			3,231.97	2,663.07	0.00	568.90	0.00	0.00	0.00

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02209S103	ALTRIA GROUP INC	05/10/2013	12/12/2011	MO	3,628.80	0.00	978.91	0.00	0.00
126.0000				4,607.71					
110122108	BRISTOL MYERS SQUIBB CO	05/10/2013	12/12/2011	BMJ	1,093.29	0.00	236.91	0.00	0.00
33.0000				1,330.20					
17243V102	CINEMARK HLDGS INC COM	05/10/2013	04/24/2012	CNK	718.85	0.00	239.84	0.00	0.00
32.0000				958.69					
191216100	COCA COLA CO	05/10/2013	12/12/2011	KO	966.14	0.00	250.38	0.00	0.00
29.0000				1,216.52					
20825C104	CONOCOPHILLIPS	05/10/2013	04/01/2011	COP	2,417.97	0.00	63.57	0.00	0.00
40.0000				2,481.54					
25746U109	DOMINION RES INC VA NEW	05/10/2013	12/12/2011	D	1,002.80	0.00	187.17	0.00	0.00
20.0000				1,189.97					
26138E109	DR PEPPER SNAPPLE GROUP INC COM STK	05/10/2013	05/09/2012	DPS	737.71	0.00	139.23	0.00	0.00
18.0000				876.94					
263534109	E I DU PONT DE NEMOURS & CO	05/10/2013	04/01/2011	DD	1,430.52	0.00	8.02	0.00	0.00
26.0000				1,438.54					
372460105	GENUINE PARTS CO	05/10/2013	12/12/2011	GPC	699.18	0.00	233.91	0.00	0.00
12.0000				933.09					

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37733W105	GLAXO PLC	05/10/2013	12/12/2011	GSK 1,238.37	1,069.92	0.00	168.45	0.00	0.00
40414L109	HCP, INC	05/10/2013	12/12/2011	HCP 2,019.37	1,465.00	0.00	554.37	0.00	0.00
458140100	INTEL CORP COM	05/10/2013	12/12/2011	INTC 1,487.14	1,459.12	0.00	28.02	0.00	0.00
460146103	INTERNATIONAL PAPER CO	05/10/2013	04/08/2011	IP 972.48	636.97	0.00	335.51	0.00	0.00
464288513	MFC ISHARES IBOX \$ HIGH YIELD CORPORATEBOND ETF	05/10/2013	03/08/2011	HYG 2,290.74	2,208.24	0.00	82.50	0.00	0.00
494368103	KIMBERLY CLARK CORP	05/10/2013	12/12/2011	KMB 1,340.00	906.62	0.00	433.38	0.00	0.00
532457108	ELI LILLY & CO	05/10/2013	12/12/2011	LLY 1,693.18	1,204.66	0.00	488.52	0.00	0.00
539830109	LOCKHEED MARTIN CORP	05/10/2013	04/01/2011	LMT 1,319.21	1,053.26	0.00	265.95	0.00	0.00
583334107	MEADWESTVACO CORP	05/10/2013	07/19/2011	MWV 808.20	669.94	0.00	138.26	0.00	0.00

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				Stocks Bonds, etc.						
58933Y105	MERCK & CO INC	05/10/2013	12/10/2010	MRK		860.90	0.00	239.95	0.00	0.00
594918104	MICROSOFT CORP COM	05/10/2013	07/19/2011	MSFT		1,048.80	0.00	188.07	0.00	0.00
717081103	PFIZER INC	05/10/2013	04/01/2011	PFE		1,486.28	0.00	602.20	0.00	0.00
718172109	PHILIP MORRIS INTERNATIONAL	05/10/2013	12/12/2011	PM		2,475.66	0.00	594.26	0.00	0.00
723484101	PINNACLE WEST CAPITAL CORP	05/10/2013	12/12/2011	PNW		689.85	0.00	197.83	0.00	0.00
742718109	PROCTER & GAMBLE CO	05/10/2013	07/19/2011	PG		1,164.06	0.00	248.72	0.00	0.00
761713106	REYNOLDS AMERICAN INC COM	05/10/2013	12/12/2011	RAI		3,052.16	0.00	564.59	0.00	0.00
780259107	ADR ROYAL DUTCH SHELL PLC SPONSORED ADR REPSTG B SHS	05/10/2013	04/01/2011	RDS/B		2,800.22	0.00	-93.55	0.00	0.00
842587107	SOUTHERN CO	05/10/2013	12/12/2011	SO		1,321.62	0.00	55.64	0.00	0.00

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871829107	SYSCO CORP	05/10/2013	07/19/2011	SY	1,059.24	0.00	94.21	0.00	0.00
92276F100	VENTAS INC COM	05/10/2013	04/01/2011	VTR	1,343.64	0.00	426.15	0.00	0.00
92343V104	VERIZON COMMUNICATIONS	05/10/2013	04/01/2011	VZ	3,735.22	0.00	1,008.83	0.00	0.00
92857W209	VODAFONE GROUP PLC SPONSORED ADR	05/10/2013	03/08/2011	VOD	991.29	0.00	19.85	0.00	0.00
948741103	WEINGARTEN RLTY INVS COM	05/10/2013	07/19/2011	WRI	694.71	0.00	262.68	0.00	0.00
460146103	INTERNATIONAL PAPER CO	06/17/2013	Various	IP	122,890.84	0.00	44,659.36	0.00	0.00
2664.0000	EXXON MOBIL CORP	07/09/2013	05/09/2012	XOM	23,177.84	0.00	2,183.90	0.00	0.00
30231G102	HCP, INC	08/12/2013	12/12/2011	HCP	13,355.29	0.00	1,420.71	0.00	0.00
251.0000	LOCKHEED MARTIN CORP	08/12/2013	Various	LMT	34,236.13	0.00	12,130.53	0.00	0.00
40414L109									
318.0000									
539830109									
277.0000									

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92276F100	VENTAS INC COM			Stocks Bonds, etc. VTR	18,047.83	0.00	3,539.66	0.00	0.00
335.0000	08/12/2013 Various			21,587.49					
92276F100	VENTAS INC COM			VTR	29,034.09	0.00	5,602.18	0.00	0.00
579.0000	08/16/2013 Various			34,636.27					
92276F100	VENTAS INC COM			VTR	59,407.13	0.00	8,190.44	0.00	0.00
1130.0000	08/16/2013 Various			67,597.57					
40414L109	HCP, INC			HCP	24,016.82	0.00	2,572.78	0.00	0.00
654.0000	08/29/2013 Various			26,589.60					
723484101	PINNACLE WEST CAPITAL CORP			PNW	20,272.15	0.00	6,507.61	0.00	0.00
496.0000	08/29/2013 Various			26,779.76					
723484101	PINNACLE WEST CAPITAL CORP			PNW	55,014.74	0.00	12,798.52	0.00	0.00
1256.0000	08/29/2013 Various			67,813.26					
92857W209	VODAFONE GROUP PLC SPONSORED ADR			VOD	22,198.50	0.00	6,152.83	0.00	0.00
842.0000	09/18/2013 Various			28,351.33					
92857W209	VODAFONE GROUP PLC SPONSORED ADR			VOD	85,759.26	0.00	20,272.03	0.00	0.00
3149.0000	09/18/2013 Various			106,031.29					
40414L109	HCP, INC			HCP	43,362.23	0.00	12,303.10	0.00	0.00
1383.0000	10/03/2013 Various			55,665.33					

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Quantity Sold	Date of Sale or Exchange	Date of Acquisition	Stocks Bonds, etc.	Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
40414L109	HCP, INC		HCP					
2531.0000	10/03/2013	Various	101,871.99	91,011.11	0.00	10,860.88	0.00	0.00
842587107	SOUTHERN CO		SO					
1060.0000	10/17/2013	Various	43,736.32	40,150.96	0.00	3,585.36	0.00	0.00
842587107	SOUTHERN CO		SO					
2684.0000	10/17/2013	Various	110,743.67	108,273.79	0.00	2,469.88	0.00	0.00
17243V102	CINEMARK HLDGS INC COM		CNK					
1557.0000	11/07/2013	04/24/2012	50,973.89	34,976.76	0.00	15,997.13	0.00	0.00
17243V102	CINEMARK HLDGS INC COM		CNK					
2272.0000	11/08/2013	04/24/2012	73,078.73	51,038.67	0.00	22,040.06	0.00	0.00
17243V102	CINEMARK HLDGS INC COM		CNK					
217.0000	11/11/2013	04/24/2012	6,991.39	4,874.73	0.00	2,116.66	0.00	0.00
539830109	LOCKHEED MARTIN CORP		LMT					
427.0000	11/21/2013	Various	59,183.29	32,713.86	0.00	26,469.43	0.00	0.00
637417106	NATIONAL RETAIL PPTYS INC COM STK		NNN					
4348.0000	12/12/2013	Various	131,196.87	116,559.64	0.00	14,637.23	0.00	0.00
948741103	WEINGARTEN RLTY INVS COM		WRI					
955.0000	12/12/2013	Various	26,418.19	22,525.60	0.00	3,892.59	0.00	0.00

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THE NORTHERN TRUST COMPANY
P.O. BOX 803878
CHICAGO, IL 60680

Recipient's Name and Address:
THE GORDON A CAIN FOUNDATION
8 GREENWAY PLZ STE 606
HOUSTON, TX 77046-0892

Sales are listed at Gross Proceeds less commissions and option premiums.

Cusip	Description	Date of Sale or Exchange	Date of Acquisition	Stock or Other Symbol	Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
948741103	WEINGARTEN RLTY INVS COM	12/12/2013	Various	WRI	57,968.51	0.00	8,893.00	0.00	0.00
2417.0000									
00206R102	AT&T INC	12/13/2013	04/01/2011	T	2,785.51	0.00	294.78	0.00	0.00
91.0000									
02209S103	ALTRIA GROUP INC	12/13/2013	12/12/2011	MO	3,830.40	0.00	1,090.51	0.00	0.00
133.0000									
110122108	BRISTOL MYERS SQUIBB CO	12/13/2013	12/12/2011	BMJ	1,126.42	0.00	592.93	0.00	0.00
34.0000									
17275R102	CISCO SYS INC	12/13/2013	08/30/2012	CSCO	813.01	0.00	56.43	0.00	0.00
43.0000									
191216100	COCA COLA CO	12/13/2013	12/12/2011	KO	932.82	0.00	167.56	0.00	0.00
28.0000									
205887102	CONAGRA INC	12/13/2013	10/24/2012	CAG	813.13	0.00	104.41	0.00	0.00
29.0000									
26138E109	DR PEPPER SNAPPLE GROUP INC COM STK	12/13/2013	05/09/2012	DPS	778.70	0.00	125.68	0.00	0.00
19.0000									
263534109	E I DU PONT DE NEMOURS & CO	12/13/2013	04/01/2011	DD	990.36	0.00	93.04	0.00	0.00
18.0000									

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2013 Tax Information Statement

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8 GREENWAY PLZ STE 606
HOUSTON, TX 77046-0892

Sales are listed at Gross Proceeds less commissions and option premiums.

Cusip	Description	Date of Sale or Exchange	Date of Acquisition	Stock or Other Symbol	Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
30231G102	EXXON MOBIL CORP	12/13/2013	05/09/2012	XOM	1,087.34	0.00	148.41	0.00	0.00
13.0000									
369604103	GENERAL ELECTRIC CO	12/13/2013	07/31/2012	GE	1,815.60	0.00	505.51	0.00	0.00
87.0000									
372460105	GENUINE PARTS CO	12/13/2013	12/12/2011	GPC	815.71	0.00	320.37	0.00	0.00
14.0000									
37733W105	GLAXO PLC	12/13/2013	12/12/2011	GSK	1,159.08	0.00	172.87	0.00	0.00
26.0000									
418056107	HASBRO INC	12/13/2013	08/10/2012	HAS	824.77	0.00	310.85	0.00	0.00
22.0000									
458140100	INTEL CORP COM	12/13/2013	12/12/2011	INTC	1,554.80	0.00	20.77	0.00	0.00
65.0000									
464288513	MFC ISHARES IBOXX \$ HIGH YIELD CORPORATEBOND ETF	12/13/2013	03/08/2011	HYG	2,392.26	0.00	21.01	0.00	0.00
26.0000									
46625H100	J P MORGAN CHASE & CO	12/13/2013	05/14/2012	JPM	943.33	0.00	519.40	0.00	0.00
26.0000									
494368103	KIMBERLY CLARK CORP	12/13/2013	12/12/2011	KMB	976.36	0.00	479.47	0.00	0.00
14.0000									

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CHICAGO, IL 60680

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Cusip	Description	Stock or Other Symbol		Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
		Quantity Sold	Date of Sale or Exchange Acquisition	Stocks Bonds, etc.				
532457108	ELI LILLY & CO			LLY				
32.0000	12/13/2013 12/12/2011			1,581.09	0.00	337.57	0.00	0.00
539830109	LOCKHEED MARTIN CORP			LMT				
8.0000	12/13/2013 09/27/2011			1,110.14	0.00	514.66	0.00	0.00
583334107	MEADWESTVACO CORP			MWV				
29.0000	12/13/2013 07/19/2011			1,017.59	0.00	172.88	0.00	0.00
594918104	MICROSOFT CORP COM			MSFT				
40.0000	12/13/2013 07/19/2011			1,466.77	0.00	362.77	0.00	0.00
637417106	NATIONAL RETAIL PPTYS INC COM STK			NNN				
528.0000	12/13/2013 Various			15,927.42	0.00	2,871.49	0.00	0.00
717081103	PFIZER INC			PFE				
78.0000	12/13/2013 04/01/2011			2,355.55	0.00	767.47	0.00	0.00
718172109	PHILIP MORRIS INTERNATIONAL			PM				
34.0000	12/13/2013 12/12/2011			2,900.48	0.00	349.80	0.00	0.00
761713106	REYNOLDS AMERICAN INC COM			RAI				
81.0000	12/13/2013 12/12/2011			3,970.55	0.00	717.59	0.00	0.00
780259107	ADR ROYAL DUTCH SHELL PLC SPONSORED ADR REPSTG B SHS			RDS/B				
33.0000	12/13/2013 04/01/2011			2,307.64	0.00	-124.13	0.00	0.00

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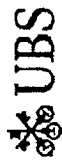
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Cusip	Description	Date of Sale or Exchange	Date of Acquisition	Stock or Other Symbol		Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
				Stocks Bonds, etc.	Cost or Other Basis				
871829107	SYSCO CORP	12/13/2013	07/19/2011	SY	871.64	0.00	144.18	0.00	0.00
28.0000				1,015.82					
88732J207	TIME WARNER CABLE INC COM	12/13/2013	11/19/2012	TWC	825.23	0.00	355.81	0.00	0.00
9.0000				1,181.04					
92343V104	VERIZON COMMUNICATIONS	12/13/2013	04/01/2011	VZ	2,841.59	0.00	701.46	0.00	0.00
74.0000				3,543.05					
Total Long Term Sales				2,154,252.95	1,721,390.83	0.00	432,862.12	0.00	0.00

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2013 Realized Gain/Loss Summary for (PJ 07364) GAC Foundation

	Gain	Loss
Short Term	\$19,371 65	\$0 00
Long Term	\$70,331 70	\$-77,177 40
Term Not Applicable	\$0 00	\$0 00
Portfolio Total*	\$89,703.35	\$-77,177.40

2013 Realized Gain/Loss Summary for (PJ 07364) GAC Foundation

Description	Ticker/Cusip	Quantity	Purchase Amount	Sale Amount	Realized Gain/Loss
ACTIVISION BLIZZARD INC	ATVI	2,000 000	\$23,962 75	\$27,749 17	\$3,786 42
CHINA MOBILE LTD SPON	CHL	325 000	\$5,458 65	\$16,844 88	\$11,386 23
HEWLETT PACKARD CO	HPQ	1,050 000	\$38,752 84	\$24,060 92	\$-14,691 92
MEMC ELECTR MATERIALS	552715104	1,000 000	\$46,901.35	\$4,253 74	\$-42,647 61
OCEANEERING INTL INC	OII	1,500 000	\$48,695 40	\$93,767 06	\$45,071 66
OIL STATES INTL INC	OIS	1,200 000	\$95,659 66	\$115,031 31	\$19,371 65
THOMPSON CREEK METALS CO	TC	2,000 000	\$27,145 15	\$7,307 28	\$-19,837 87
VODAFONE GROUP PLC NEW	92857W209	2,118 000	\$59,034 32	\$69,121 71	\$10,087 39
Portfolio Totals*			\$345,610.12	\$358,136.07	\$12,525.95