Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

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

OMB No. 1545-0052

2013

Open to Public Inspection

For calendar year 2013 or tax year beginning , 2013, and ending , 20

Name of foundation: THE CARLOS & MARGUERITE MASON FDN

A Employer identification number: 58-1996431

Number and street (or P O. box number if mail is not delivered to street address): 1525 W W.T. HARRIS BLVD. D1114-044

Room/suite:

B Telephone number (see instructions): 336-747-8185

City or town, state or province, country, and ZIP or foreign postal code: CHARLOTTE, NC 28262

C If exemption application is pending, check here ▶ ☐

G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change

D 1 Foreign organizations, check here ▶ ☐

2 Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

H Check type of organization: ☒ Section 501(c)(3) exempt private foundation

☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ $ 98,218,880.

J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) (Part I, column (d) must be on cash basis.)

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

Part I Analysis of Revenue and Expenses *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions).)*

	Line	Description	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc., received (attach schedule)				
	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	1,974,175.	1,944,263.		STMT 1
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	6,083,779.			
	b	Gross sales price for all assets on line 6a 77,424,053.				
	7	Capital gain net income (from Part IV, line 2)		6,083,779.		
	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)	282,692.	1,918,142.		STMT 22
	12	**Total.** Add lines 1 through 11	8,340,646.	9,946,184.		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	593,381.	418,786.		174,595.
	14	Other employee salaries and wages		NONE	NONE	
	15	Pension plans, employee benefits		NONE	NONE	
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule) STMT 23	4,595.	2,595.	NONE	2,000.
	c	Other professional fees (attach schedule) STMT 24	78,526.	78,526.		
	17	Interest				
	18	Taxes (attach schedule) (see instructions) STMT 25	151,361.	32,783.		
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings		NONE	NONE	
	22	Printing and publications		NONE	NONE	
	23	Other expenses (attach schedule) STMT 26	78,883.	41,166.		37,717.
	24	**Total operating and administrative expenses.** Add lines 13 through 23	906,746.	573,856.	NONE	214,312.
	25	Contributions, gifts, grants paid	4,316,578.			4,316,578.
	26	**Total expenses and disbursements.** Add lines 24 and 25	5,223,324.	573,856.	NONE	4,530,890.
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	3,117,322.			
	b	**Net investment income** (if negative, enter -0-)		9,372,328.		
	c	**Adjusted net income** (if negative, enter -0-)				

ENVELOPE POSTMARK DATE NOV 14 2014

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Part II Balance Sheets	Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets				
1	Cash - non-interest-bearing	98,262.	10,303.	10,303.
2	Savings and temporary cash investments	5,886,211.	2,849,535.	2,849,535.
3	Accounts receivable ▶			
	Less allowance for doubtful accounts ▶			
4	Pledges receivable ▶			
	Less allowance for doubtful accounts ▶			
5	Grants receivable			
6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
7	Other notes and loans receivable (attach schedule) ▶			
	Less allowance for doubtful accounts ▶ NONE			
8	Inventories for sale or use			
9	Prepaid expenses and deferred charges			
10 a	Investments - U S and state government obligations (attach schedule) STMT 27	4,827,790.	1,525,392.	1,535,406.
b	Investments - corporate stock (attach schedule) STMT 30	43,598,029.	49,172,334.	54,922,381.
c	Investments - corporate bonds (attach schedule) STMT 53	6,691,406.	17,606,065.	17,192,707.
11	Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
12	Investments - mortgage loans			
13	Investments - other (attach schedule) STMT 59	28,097,230.	21,048,639.	21,708,548.
14	Land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
15	Other assets (describe ▶ STMT 61)	333,002.		
16	**Total assets** (to be completed by all filers - see the instructions. Also, see page 1, item I)	89,531,930.	92,212,268.	98,218,880.
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 ▶)			
23	**Total liabilities** (add lines 17 through 22)		NONE	
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	89,531,930.	92,212,268.	
28	Paid-in or capital surplus, or land, bldg, and equipment fund			
29	Retained earnings, accumulated income, endowment, or other funds			
30	**Total net assets or fund balances** (see instructions)	89,531,930.	92,212,268.	
31	**Total liabilities and net assets/fund balances** (see instructions)	89,531,930.	92,212,268.	

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	89,531,930.
2	Enter amount from Part I, line 27a	2	3,117,322.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 62	3	482,616.
4	Add lines 1, 2, and 3	4	93,131,868.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 63	5	919,600.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	92,212,268.

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	PUBLICLY TRADED SECURITIES			
b	OTHER GAINS AND LOSSES			
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	77,357,960.		71,340,274.	6,017,686.
b	66,093.			66,093.
c				
d				
e				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a				6,017,686.
b				66,093.
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 — 6,083,779.

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

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	4,257,830.	91,228,848.	0.046672
2011	4,495,187.	92,975,979.	0.048348
2010	3,854,626.	87,322,073.	0.044143
2009	4,853,508.	79,558,808.	0.061005
2008	5,644,601.	100,788,720.	0.056004

2	**Total** of line 1, column (d)	2	0.256172
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	0.051234
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	95,187,844.
5	Multiply line 4 by line 3	5	4,876,854.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	93,723.
7	Add lines 5 and 6	7	4,970,577.
8	Enter qualifying distributions from Part XII, line 4	8	4,530,890.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ [ ] and enter "N/A" on line 1. Date of ruling or determination letter ________ (attach copy of letter if necessary - see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ [ ] and enter 1% of Part I, line 27b	1	187,447.
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	187,447.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	NONE
5	**Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-	5	187,447.
6	Credits/Payments		
a	2013 estimated tax payments and 2012 overpayment credited to 2013 — 6a: 132,650.		
b	Exempt foreign organizations - tax withheld at source — 6b: NONE		
c	Tax paid with application for extension of time to file (Form 8868) — 6c: 67,515.		
d	Backup withholding erroneously withheld — 6d:		
7	Total credits and payments Add lines 6a through 6d	7	200,165.
8	Enter any **penalty** for underpayment of estimated tax Check here [X] if Form 2220 is attached	8	8.
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	12,710.
11	Enter the amount of line 10 to be **Credited to 2014 estimated tax** ▶ 12,710. **Refunded** ▶	11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?	1b		X
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ▶ $ ________ (2) On foundation managers. ▶ $ ________			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ ________			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	2		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*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		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?	6	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*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ GA			
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.*	8b	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.*	9		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		X

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

			Yes	No
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 ▶ WELLS FARGO BANK NA Telephone no. ▶ (336) 747-8185

Located at ▶ 1 W 4TH STREET D4000-062, WINSTON-SALEM, NC ZIP+4 ▶ 27101

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here ▶ ☐
and enter the amount of tax-exempt interest received or accrued during the year ▶ 15

			Yes	No
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?	16		X
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ▶			

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

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

			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)?	1b		X
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?	1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? ☐ Yes ☒ No			
	If "Yes," list the years ▶			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions.)	2b		X
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2013 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013.)*	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?	4b		X

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

			Yes	No
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)?	5b		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ 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? *If "Yes" to 6b, file Form 8870*	6b		X
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?	7b		

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

1 List all officers, directors, trustees, foundation managers and their compensation (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
SEE STATEMENT 65		593,381.		

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		NONE	NONE	NONE

Total number of other employees paid over $50,000 ▶ NONE

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

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

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

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 NONE	
2	
3	
4	

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

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	90,956,535.
b	Average of monthly cash balances	1b	5,680,870.
c	Fair market value of all other assets (see instructions)	1c	NONE
d	**Total** (add lines 1a, b, and c)	1d	96,637,405.
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	NONE
3	Subtract line 2 from line 1d	3	96,637,405.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	1,449,561.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	95,187,844.
6	**Minimum investment return.** Enter 5% of line 5	6	4,759,392.

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	4,759,392.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	187,447.		
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	187,447.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	4,571,945.
4	Recoveries of amounts treated as qualifying distributions			4	332.
5	Add lines 3 and 4			5	4,572,277.
6	Deduction from distributable amount (see instructions)			6	NONE
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1			7	4,572,277.

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	4,530,890.
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	NONE
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	4,530,890.
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	N/A
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	4,530,890.

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

Part XIII Undistributed Income (see instructions)

		(a) Corpus	(b) Years prior to 2012	(c) 2012	(d) 2013
1	Distributable amount for 2013 from Part XI, line 7				4,572,277.
2	Undistributed income, if any, as of the end of 2013				
a	Enter amount for 2012 only			4,289,591.	
b	Total for prior years 20 11 ,20 ,20		NONE		
3	Excess distributions carryover, if any, to 2013				
a	From 2008 NONE				
b	From 2009 NONE				
c	From 2010 NONE				
d	From 2011 NONE				
e	From 2012 NONE				
f	Total of lines 3a through e	NONE			
4	Qualifying distributions for 2013 from Part XII, line 4 ▶ $ 4,530,890.				
a	Applied to 2012, but not more than line 2a			4,289,591.	
b	Applied to undistributed income of prior years (Election required - see instructions)		NONE		
c	Treated as distributions out of corpus (Election required - see instructions)	NONE			
d	Applied to 2013 distributable amount				241,299.
e	Remaining amount distributed out of corpus	NONE			
5	Excess distributions carryover applied to 2013 *(If an amount appears in column (d), the same amount must be shown in column (a).)*	NONE			NONE
6	**Enter the net total of each column as indicated below:**				
a	Corpus. Add lines 3f, 4c, and 4e Subtract line 5	NONE			
b	Prior years' undistributed income. Subtract line 4b from line 2b		NONE		
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		NONE		
d	Subtract line 6c from line 6b Taxable amount - see instructions		NONE		
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				4,330,978.
7	Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	NONE			
8	Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions)	NONE			
9	**Excess distributions carryover to 2014.** Subtract lines 7 and 8 from line 6a	NONE			
10	Analysis of line 9				
a	Excess from 2009 NONE				
b	Excess from 2010 NONE				
c	Excess from 2011 NONE				
d	Excess from 2012 NONE				
e	Excess from 2013 NONE				

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9) NOT APPLICABLE

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

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

	Tax year	Prior 3 years			(e) Total
	(a) 2013	(b) 2012	(c) 2011	(d) 2010	
2a 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))

N/A

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

N/A

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

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

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

SEE STATEMENT 67

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

SEE ATTACHED STATEMENT FOR LINE 2

c Any submission deadlines:

SEE ATTACHED STATEMENT FOR LINE 2

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

SEE ATTACHED STATEMENT FOR LINE 2

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				
GEORGIA HEALTH SCIENCES UNIVERSITY FOUNDATION 1120 15TH STREET AUGUST GA 30912	NONE	PC	HLA-G AND IDO RESEARCH	280,000.
PIEDMONT HOSPITAL 1968 PEACHTREE ROAD ATLANTA GA 30309	NONE	PC	IMPROVING ACCESS TO LIVING KIDNEY DONATION	148,605.
EMORY UNIVERSITY 1440 CLIFTON ROAD, NE ATLANTA GA 30322	NONE	PC	TRANSPLANT EDUCATION INITIATIVE	508,000.
ATLANTA RONALD MCDONALD HOUSE CHARITIES, INC. 795 GATEWOOD ROAD NORTHEAST ATLANTA GA 30329	NONE	PC	ADOPT-A-FAMILY PROGRAM	25,000.
UNIVERSITY OF GEORGIA RESEARCH FDN 324 BUSINESS SERVICES 456 EAST ATHENS GA 306	NONE	PC	MEDICATION ACCESS PROGRAM	796,852.
ANGEL FLIGHT OF GEORGIA 2000 AIRPORT RD #227 CHAMBLEE GA 30341	NONE	PC	FLIGHTS FOR TRANSPLANT PATIENT PROGRAM	60,545.
CHILDREN'S HEALTHCARE OF ATLANTA 1687 TULLIE CIRCLE NE ATLANTA GA 30329	NONE	PC	PSYCHOLOGICAL CARE/OBESITY	241,576.
GEORGIA TRANSPLANT FOUNDATION 6600 PEACHTREE DUNWOODY ROAD ATLANTA GA 3032	NONE	PC	TRANSPLANT ASSISTANCE	2,256,000.
Total . . . . . ▶ 3a				4,316,578.
b Approved for future payment				
Total . . . . . ▶ 3b				

Part XVI-A Analysis of Income-Producing Activities

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	1,974,175.	
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	6,083,779.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b SEE STATEMENT 68				282,692.	
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)				8,340,646.	

13 **Total.** Add line 12, columns (b), (d), and (e) . . . 13 8,340,646.

(See worksheet in line 13 instructions to verify calculations.)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes). (See instructions.)
	NOT APPLICABLE

Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of:			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions:			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship

Sign Here

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge

SVP

Wells Fargo Bank, N A | 11/12/2014 | Trustee

Signature of officer or trustee | Date | Title

May the IRS discuss this return with the preparer shown below (see instructions)? ☐ Yes ☐ No

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
Firm's name ▶			Firm's EIN ▶	
Firm's address ▶			Phone no	

PENALTY COMPUTATION DETAIL - FORM 2220

DATE PD	UNDERPAYMENT	BEG.DATE	END DATE	DAYS	%	PENALTY
Quarter 3, Rate Period 1 (09/16/2013 - 05/15/2014)						
12/11/2013	1,141.	09/15/2013	12/11/2013	87	3	8.
TOTAL FOR QUARTER 3, RATE PERIOD 1						8.

TOTAL UNDERPAYMENT PENALTY 8.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
ACCO BRANDS CORP 6.750% 4/30/20	214.	214.
ADT CORP/THE	298.	
ADT CORP 2.250% 7/15/17	142.	142.
AFLAC INC COM	753.	753.
AFLAC INC 4.000% 2/15/22	5,067.	5,067.
AGL RES INC COM	186.	186.
AES CORPORATION 8.000% 6/01/20	2,560.	2,560.
AES CORPORATION 7.375% 7/01/21	489.	489.
AES CORPORATION 4.875% 5/15/23	46.	46.
AIA GROUP LTD-SP ADR	1,178.	1,178.
AMC NETWORKS INC 4.750% 12/15/22	664.	664.
AT&T INC	1,824.	1,824.
ABBVIE INC	298.	298.
ABERDEEN EMERG MARKETS-INST #5840	16,420.	16,420.
ACCESS MIDSTREAM PAR 4.875% 5/15/23	955.	955.
ADIDAS-AG ADR	688.	688.
ADVENT SOFTWARE INC COM	12,015.	2,701.
AETNA INC-NEW COM	155.	155.
AGILENT TECHNOLOGIES INC COM	59.	59.
AIR LIQUIDE ADR FRANCE ADR	1,926.	1,926.
AIR PRODS & CHEMICALS INC COM W/ RTS TO	486.	486.
AIRCASTLE LTD 6.750% 4/15/17	320.	320.
AIRCASTLE LTD 7.625% 4/15/20	1,913.	1,913.
AIRGAS INC COM	717.	717.
ALBEMARLE CORP COM	1,522.	1,522.
ALCOA INC COM	11.	11.
ALEXANDER & BALDWIN INC	96.	96.
ALEXANDRIA REAL ESTATE EQUITIES INC COM	167.	147.
ALLBRITTON COMMUNICA 8.000% 5/15/18	2,254.	2,254.
ALLERGAN INC COM W/RIGHTS ATTACHED EXP 2	36.	36.
ALLIANT ENERGY CORP COM	39.	39.
ALLIANT TECHSYSTEMS INC COM W/RTS ATTACH	367.	367.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
ALLIANZ AG-ADR COM	2,479.	2,479.
ALLSTATE CORP COM W/RIGHTS ATTACHED EXP	175.	175.
ALLY FINANCIAL INC 5.500% 2/15/17	1,623.	1,623.
ALLY FINANCIAL INC 4.750% 9/10/18	61.	61.
ALTERA CORP COM	117.	117.
ALTRIA GROUP INC	1,073.	1,073.
AMADEUS IT HOLDING-UNSP ADR	177.	177.
AMERICAN AXLE & MFG 7.750% 11/15/19	150.	150.
AMERICAN AXLE & MFG 6.625% 10/15/22	3,202.	3,202.
AMERICAN CAMPUS CMNTYS INC	144.	129.
AMERICAN ELEC PWR CO INC COM	244.	244.
AMERICAN EAGLE OUTFITTERS INC NEW COM	613.	613.
AMERICAN EXPRESS CO COM	192.	192.
AMERICAN TOWER CORP	781.	781.
AMERISTAR CASINOS IN 7.500% 4/15/21	1,042.	1,042.
AMERIPRISE FINANCIAL INC	383.	383.
AMERIGAS FINANCE LLC 7.000% 5/20/22	1,345.	1,345.
AMPHENOL CORP NEW CL A	174.	174.
ANADARKO PETE CORP COM W/RIGHTS ATTACHED	21.	21.
ANALOG DEVICES INC COM W/ RTS TO PURCHAS	205.	205.
ANHEUSER-BUSCH INBEV 2.875% 2/15/16	1,115.	1,115.
ANHEUSER-BUSCH INBEV SPN ADR	1,706.	1,706.
ANIXTER INC 5.625% 5/01/19	1,233.	1,233.
APACHE CORP COM RTS EXP 01/31/2006	290.	290.
APARTMENT INVT & MGMT CO CL A	114.	114.
APPLE COMPUTER INC COM	1,662.	1,662.
APPLIED MATERIALS INC COM W/RIGHTS ATTAC	194.	194.
ARAMARK SERVICES INC 8.500% 2/01/15	503.	503.
ARCELORMITTAL 6.125% 6/01/18	1,262.	1,262.
ARM HLDGS PLC SPONSORED ADR	588.	588.
ARTISAN MID CAP VALUE FUND #1464	24,000.	24,000.
ASBURY AUTOMOTIVE GR 7.625% 3/15/17	1,795.	1,795.
ASBURY AUTOMOTIVE GR 8.375% 11/15/20	1,113.	1,113.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
ASHLAND INC NEW COM	409.	409.
ASHMORE EMERG MKTS CR DB-INS	49,767.	48,960.
ASSA ABLOY AB-UNSP ADR	790.	790.
ASTRAZENECA PLC SPONSORED ADR	1,759.	1,759.
ATLAS COPCO AB ADR	1,125.	1,125.
AVALONBAY CMNTYS INC COM	636.	636.
AVERY DENNISON CORP COM	361.	361.
AVIS BUDGET CAR RENT 9.625% 3/15/18	2,994.	2,994.
AVIS BUDGET CAR/FINA 4.875% 11/15/17	213.	213.
AVON PRODS INC COM W/RTS ATTACHED	69.	69.
AXIALL CORP	47.	47.
B&G FOODS INC 4.625% 6/01/21	273.	273.
BAE SYS PLC SPONSORED ADR	730.	730.
BCE INC	780.	780.
BG GROUP PLC- SPON ADR ISIN US0554342032	570.	570.
BHP BILLITON PLC - ADR	738.	738.
BP PLC SPONSORED ADR	763.	763.
BRE PPTYS INC CL A	170.	170.
BABCOCK & WILCOX CO	92.	92.
BANCO BILBAO VIZCAYA ARGENTARIA S A SPON	1,575.	1,575.
BANK OF AMERICA NA 5.650% 5/01/18	8,485.	8,485.
BANK OF HAWAII CORP	197.	197.
BANK MONTREAL QUE COM	631.	631.
BANK OF NOVA SCOTIA	572.	572.
C R BARD INC COM W/RTS EXP 10/23/2005	281.	281.
BAXTER INTL INC COM W/RIGHTS ATTACHED EX	688.	688.
BAYERISCHE MOTOREN WERKE (BMW) ADR	800.	800.
BEAM INC	434.	434.
BECTON DICKINSON & CO COM	772.	772.
BELDEN INC	57.	57.
BHP LIMITED SPONS ADR COM	531.	531.
BLACKROCK INC	260.	260.
BOEING CO COM	592.	592.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
BORG WARNER INC COM	57.	57.
BOSTON PPTYS INC COM	1,536.	1,536.
PEPSI BOTTLING GROUP 6.950% 3/15/14	5,908.	5,908.
BRISTOL-MYERS SQUIBB CO COM	1,300.	1,300.
BROOKFIELD ASSET MANAGE-CL A	5,906.	5,906.
BROWN & BROWN INC COM	543.	543.
BROWN-FORMAN CORP CL B COM	505.	505.
BURBERRY GROUP PLC-SPON ADR	471.	471.
BURGER KING WORLDWIDE INC	429.	
CHAMBERS STREET PROPERTIES	16,304.	16,304.
CCO HLDGS LLC/CAP CO 7.250% 10/30/17	211.	211.
CCO HLDGS LLC/CAP CO 7.000% 1/15/19	1,686.	1,686.
CCO HLDGS LLC/CAP CO 6.500% 4/30/21	135.	135.
CCO HLDGS LLC/CAP CO 5.250% 9/30/22	2,152.	2,152.
CCO HLDGS LLC/CAP CO 5.125% 2/15/23	598.	598.
CBRE SERVICES INC 5.000% 3/15/23	416.	416.
CHS/COMMUNITY HEALTH 8.000% 11/15/19	2,643.	2,643.
CHS/COMMUNITY HEALTH 5.125% 8/15/18	472.	472.
CME GROUP INC	1,314.	1,314.
CNOOC LTD SPONSORED ADR	541.	541.
CSL LIMITED - ADR	321.	321.
CSX CORP COM W/RTS EXP 6/8/2008	108.	108.
CVS CORP COM	529.	529.
CA INC	162.	162.
CABLEVISION SYSTEMS 5.875% 9/15/22	2,132.	2,132.
CAMDEN PROPERTY TRUST	642.	642.
CAMPUS CREST COMMUNITIES INC	257.	42.
CANADIAN NATL RY CO COM	919.	919.
CANADIAN PACIFIC RAILWAY LTD COM	462.	462.
CAPITAL ONE FINL CORP COM RTS EXP 11/29/	539.	539.
CARBO CERAMICS INC COM	24.	24.
CORE EQUITY FUND	25,790.	25,790.
CARNIVAL CORP PAIRED CTF 1 COM	857.	857.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
PROGRESS ENERGY CARO 3.000% 9/15/21	3,450.	3,450.
CATERPILLAR INC 5.700% 8/15/16	7,068.	7,068.
CELANESE CORP	333.	333.
CENTRAL GARDEN & PET 8.250% 3/01/18	1,914.	1,914.
CENTURYTEL INC COM	269.	269.
CENTURYLINK INC 5.800% 3/15/22	2,409.	2,409.
CENTURYLINK INC 5.625% 4/01/20	302.	302.
CHAMBERS STREET PROPERTIES	19,294.	8,596.
CHESAPEAKE ENERGY CO 6.775% 3/15/19	442.	442.
CHEVRONTEXACO CORP COM	2,471.	2,471.
CHICOS FAS INC COM	56.	56.
CHINA MOBILE HK LTD -SP ADR	484.	484.
CHOICE HOTELS INTL 5.700% 8/28/20	2,293.	2,293.
CHRYSLER GP/CG CO-IS 8.250% 6/15/21	3,570.	3,570.
CIMAREX ENERGY CO	165.	165.
CISCO SYS INC COM W/RIGHTS ATTACHED EXPI	1,063.	1,063.
CINTAS CORP COM	1,987.	1,987.
CITIZENS COMMUNICATI 9.000% 8/15/31	860.	860.
CLEAN HARBORS INC 5.250% 8/01/20	157.	157.
CLOROX CO COM	155.	155.
COACH INC COM W/RTS ATTACHED EXP 5/2/201	701.	701.
COCA-COLA CO COM	79.	79.
COCHLEAR LTD-UNSPON ADR	948.	948.
COLUMBIA SPORTSWAER CO COM	520.	520.
COMCAST CORP NEW CL A	605.	605.
COMERICA INC COM RT EXPS 07/01/2006	54.	54.
COMMERCIAL METALS CO 4.875% 5/15/23	466.	466.
COMPASS GROUP PLC - ADR	612.	612.
COMPUTER SCIENCES CORP COM	468.	468.
CONOCOPHILLIPS COM	894.	894.
CONOCOPHILLIPS 4.750% 2/01/14	1,540.	1,540.
CONSOL ENERGY INC 8.000% 4/01/17	502.	502.
COOPER COS INC COM NEW	14.	14.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
CORRECTIONS CORP OF AMERICA COM	17,072.	15,641.
COSTCO WHOLESALE CORP COM	164.	164.
COTT BEVERAGES INC 8.375% 11/15/17	2,136.	2,136.
COVANTA HOLDING CORP 6.375% 10/01/22	366.	366.
CRICKET COMMUNICATIO 7.750% 5/15/16	1,163.	1,163.
CUBESMART	123.	123.
CULLEN FROST BANKERS INC COM W/RIGHTS AT	160.	160.
CUMMINS INC COM	388.	388.
DBS GRP HLDGS SPONSORED ADR	1,155.	1,155.
DDR CORP	452.	14.
DANA HOLDING CORP 5.375% 9/15/21	91.	91.
DARDEN RESTAURANTS INC COM	285.	285.
DASSAULT SYSTEMES S.A. SPA ADR	1,060.	1,060.
DEERE & CO COM	139.	139.
JOHN DEERE CAPITAL 2.250% 6/07/16	2,588.	2,588.
DEL MONTE CORP 7.625% 2/15/19	701.	701.
DELPHI CORP 5.000% 2/15/23	42.	42.
DENTSPLY INTL INC NEW COM	218.	218.
DEVON ENERGY CORP NEW COM	54.	54.
DIAGEO PLC SPONSORED ADR NEW	710.	710.
DIAMONDROCK HOSPITALITY CO	199.	199.
DIEBOLD INC COM W/RIGHTS ATTACHED EXP 2/	310.	310.
DIGITAL RLTY TR INC	269.	269.
DINEEQUITY INC 9.500% 10/30/18	3,076.	3,076.
WALT DISNEY COMPANY 5.625% 9/15/16	7,039.	7,039.
DISCOVER FINANCIAL SERVICES	751.	751.
DISH DBS CORP 6.750% 6/01/21	694.	694.
DISH DBS CORP 4.625% 7/15/17	126.	126.
DISH DBS CORP 5.875% 7/15/22	827.	827.
DOMINION RES INC VA NEW COM	978.	978.
DR PEPPER SNAPPLE GROUP INC	55.	55.
DUKE RLTY INVTS INC COM NEW	215.	198.
DUKE ENERGY HOLDING CORP. COM	1,481.	1,481.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
DUPONT FABROS TECHNOLOGY INC	215.	184.
DUPONT FABROS TECH 8.500% 12/15/17	475.	475.
EII INTERNATIONAL PROPERTY-I #30	77,265.	77,265.
E M C CORP MASS COM	289.	289.
ENI S P A ADR	1,963.	1,963.
EOG RES INC COM	162.	162.
EQT CORPORATION	4.	4.
EPR PROPERTIES	802.	572.
EATON VANCE FLOATING RATE FD-I #924	49,131.	49,131.
EATON VANCE CORP COM NON VTG	1,908.	1,908.
ECOLAB INC COM	187.	187.
EL PASO CORPORATION 7.000% 6/15/17	68.	68.
EL PASO CORP 6.500% 9/15/20	269.	269.
ELEKTA AB-B SHS-UNSPON ADR	522.	522.
ELIZABETH ARDEN INC 7.375% 3/15/21	135.	135.
EMBRAER SA ADR	465.	465.
EMERSON ELECTRIC 4.500% 5/01/13	6,429.	6,429.
ENERGEN CORP COM W/RTS	94.	94.
ENERGIZER HLDGS INC COM	1,185.	1,185.
ENTERGY CORP NEW COM	259.	259.
ENTRAVISION COMMUNIC 8.750% 8/01/17	1,141.	1,141.
EQUIFAX INC COM	87.	87.
EQUINIX INC 7.000% 7/15/21	933.	933.
EQUINIX INC 4.875% 4/01/20	282.	282.
EQUINIX INC 5.375% 4/01/23	1,088.	1,088.
EQUITY LIFESTYLE PPTYS INC	93.	93.
EQUITY ONE INC COM	472.	321.
EQUITY RESIDENTIAL PPTYS TR SH BEN INT	565.	565.
ESSEX PPTY TR INC COM W/RTS ATTACHED 11/	448.	448.
EXELON CORP COM	443.	443.
EXPEDIA INC	61.	61.
EXPEDITORS INTL WASH INC COM	185.	185.
EXTRA SPACE STORAGE INC	931.	730.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
EXXON MOBIL CORP COM	396.	396.
FEI CO COM	121.	121.
FMC CORP COM NEW W/RTS EXP 03/01/2006	5.	5.
FACTSET RESEARCH SYSTEMS INC COM	203.	203.
FANUC CORPORATION ADR	663.	663.
FASTENAL CO COM	683.	683.
FHLMC POOL #G02307 5.000% 8/01/36	2,465.	2,465.
FHLMC POOL #J01366 5.500% 4/01/21	1,084.	1,084.
FED HOME LN BK 4.500% 9/16/13	4,560.	4,560.
FED HOME LN BK 5.770% 3/23/18	12,776.	12,776.
FED HOME LN BK 5.500% 8/13/14	6,178.	6,178.
FED HOME LN BK 1.875% 6/21/13	2,344.	2,344.
FED HOME LN MTG CORP 4.875% 11/15/13	7,199.	7,199.
FED HOME LN MTG CORP 4.500% 1/15/14	11,625.	11,625.
FED NATL MTG ASSN 1.250% 9/28/16	681.	681.
FED NATL MTG ASSN 0.500% 9/28/15	408.	408.
FEDERAL RLTY INVT TR SH BEN INT NEW W/RI	372.	372.
FED HOME LN MTG CORP 3.750% 3/27/19	5,391.	5,391.
FED HOME LN MTG CORP 2.375% 1/13/22	3,143.	3,143.
FED HOME LN MTG CORP 1.000% 3/08/17	838.	838.
FED NATL MTG ASSN 5.375% 6/12/17	5,890.	5,890.
FNMA POOL #836631 5.000% 10/01/20	713.	713.
FNMA POOL #889311 6.000% 11/01/37	8,587.	8,587.
FNMA POOL #900999 5.500% 9/01/21	468.	468.
FELCOR LODGING LP 6.750% 6/01/19	2,958.	2,958.
FID ADV EMER MKTS INC- CL I #607	41,568.	41,568.
FIDELITY NATL INFORMATION SVCS INC	880.	880.
FIDELITY NATIONAL FINANCIAL INC.	314.	314.
FIFTH THIRD BANCORP COM	350.	350.
FIRST DATA CORPORATI 9.875% 9/24/15	4,047.	4,047.
FIRST DATA CORPORAT 10.550% 9/24/15	76.	76.
FIRST DATA CORPORAT 12.625% 1/15/21	74.	74.
FIRST INDL RLTY TR INC COM	1,486.	1,486.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FIRST NIAGARA FINL GROUP INC NEW	76.	76.
FIRST REPUBLIC BANK/SAN FRANCI	112.	112.
FOOT LOCKER INC COM	105.	105.
FRANCO NEV CORP NPV	535.	535.
FREEPORT MCMORAN COPPER & GOLD CL B W/RT	124.	124.
FRESENIUS MED CARE AKTIENGESELLSCHAFT SP	1,239.	1,239.
FRONTIER COMMUNICATI 7.125% 1/15/23	817.	817.
FULTON FINL PA COM	143.	143.
GCI INC 6.750% 6/01/21	1,697.	1,697.
GEO GROUP INC/THE 7.750% 10/15/17	1,873.	1,873.
GEO GROUP INC/THE 6.625% 2/15/21	317.	317.
GNC HOLDINGS INC	203.	203.
ARTHUR J. GALLAGER COM	201.	201.
GAZPROM O A O SPONSORED ADR	854.	854.
GENERAL DYNAMICS CORP COM	290.	290.
GENERAL DYNAMICS COR 1.000% 11/15/17	1,044.	1,044.
GENERAL ELEC CAP COR 5.625% 9/15/17	7,719.	7,719.
GENERAL GROWTH PROPERTIE-W/I	1,058.	1,058.
GENERAL MILLS INC COM W/RTS EXP 02/01/20	70.	70.
GENTEX CORP COM	877.	877.
GENUINE PARTS CO COM W/RIGHTS ATTACHED E	475.	475.
GEORGIA POWER COMPAN 4.250% 12/01/19	4,120.	4,120.
GLAXO SMITHKLINE SPONSORED PLC ADR	1,604.	1,604.
GLAXOSMITHKLINE CAPI 1.500% 5/08/17	2,825.	2,825.
GLOBAL PMTS INC COM W/RIGHTS ATTACHED EX	10.	10.
GOLDCORP INC NEW COM	178.	178.
GOLDMAN SACHS GRP INC COM	472.	472.
GOLDMAN SACHS GROUP 6.150% 4/01/18	7,559.	7,559.
W W GRAINGER INC COM W/RIGHTS ATTACHED E	767.	767.
GRAPHIC PACKAGING IN 4.750% 4/15/21	4.	4.
HCA INC 6.500% 2/15/20	307.	307.
HCA INC 5.875% 3/15/22	2,252.	2,252.
HCA INC 5.875% 5/01/23	1,222.	1,222.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
HCP INC	1,027.	956.
HD SUPPLY INC 10.500% 1/15/21	296.	296.
HSBC HLDGS PLC SPONSORED ADR NEW	3,930.	3,930.
HANG LUNG PPTYS LTD ADR	628.	628.
HARBOR FD INTL FD	112,868.	112,868.
HARLEY DAVIDSON INC COM W/RIGHTS ATTACHE	210.	210.
HARMAN INTL INDS INC NEW COM W/RIGHTS AT	48.	48.
OAKMARK INTERNATIONAL FD CL I	52,630.	52,630.
HARRIS CORP DEL COM	521.	521.
HASBRO INC COM	644.	644.
HATTERAS FINANCIAL CORP	3,147.	3,147.
HEALTH CARE REIT INC COM	1,116.	572.
HELMERICH & PAYNE INC COM W/RTS EXP 01/3	186.	186.
HENNES & MAURITZ AB ADR	1,710.	1,710.
HERSHEY FOODS CORP COM W/RTS ATTACHED EX	643.	643.
HERTZ CORP 5.875% 10/15/20	206.	206.
HESS CORP	251.	251.
HEWLETT-PACKARD CO 4.500% 3/01/13	1,575.	1,575.
HILL ROM HLDGS	75.	75.
HOME PPTYS NY INC COM	60.	60.
HONG KONG EXCH & CLEARING LTD -ADR	1,049.	1,049.
HOST MARRIOTT CORP NEW COM	1,377.	1,377.
HOST HOTELS & RESORT 4.750% 3/01/23	602.	602.
IAC/INTERACTIVECORP	556.	556.
ICICI BK LTD SPON ADR SPONSORED ADR	832.	832.
IMPERIAL OIL LTD COM NEW	256.	256.
INDUST AND COMM BK OF CHINA - ADR	2,105.	2,105.
INFOR US INC 9.375% 4/01/19	276.	276.
INGLES MARKETS INC 8.875% 5/15/17	1,021.	1,021.
INTELSAT JACKSON HLD 7.250% 4/01/19	236.	236.
INTELSAT JACKSON HLD 7.500% 4/01/21	2,953.	2,953.
INTL BUSINESS MACHINES CORP COM	489.	489.
INTL LEASE FINANCE 6.250% 5/15/19	4,028.	4,028.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
INTUIT COM W/RTS EXP 5/1/2008	439.	439.
IRON MTN INC PA COM	683.	683.
ISHARES S&P 500 INDEX FUND	156,488.	156,488.
ITAU UNIBANCO BANCO HOLDING S.A. ADR	11,231.	11,231.
ITOCHU CORP-UNSPONSORED ADR	571.	571.
JGC CORP-UNSPONSORED ADR	496.	496.
JP MORGAN CHASE & CO COM	1,319.	1,319.
JPMORGAN CHASE & CO 4.250% 10/15/20	6,736.	6,736.
JARDEN CORP 7.500% 5/01/17	116.	116.
JARDEN CORP 7.500% 1/15/20	921.	921.
JOHNSON & JOHNSON COM	1,595.	1,595.
JOHNSON CTLS INC COM W/RTS ATTACHED EXP	820.	820.
JONES LANG LASALLE INC COM	57.	57.
J2 GLOBAL COMMUNICAT 8.000% 8/01/20	1,037.	1,037.
JPMORGAN U.S. L/C CORE PLUS-S #1002	29,991.	29,991.
JPMORGAN HIGH YIELD FUND SS #3580	56,540.	56,540.
KAR AUCTION SERVICES INC	747.	747.
KBR INC	74.	74.
KAMAN CORP CL A	706.	706.
KANSAS CITY SOUTHN INDS INC COM	159.	159.
KAYDON CORP COM W/RIGHTS EXP 5/4/2010	32.	32.
KENNAMETAL INC COM W/RIGHTS ATTACHED EXP	66.	66.
KENNEDY-WILSON INC 8.750% 4/01/19	1,014.	1,014.
KEPPEL LTD ADR	301.	301.
KEY ENERGY SERVICES 6.750% 3/01/21	683.	683.
KILROY RLTY CORP COM W/RTS ATTACHED EXP	157.	86.
KIMBERLY-CLARK CORP COM	636.	636.
KINDER MORGAN INC/DELAWARE	2,098.	2,098.
KINGFISHER PLC - ADR	950.	950.
KOHLS CORP COM	158.	158.
KOMATSU LTD SPONSORED ADR NEW	907.	907.
KRAFT FOODS GROUP INC	680.	680.
KROGER CO COM	164.	164.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
KUBOTA LTD COM	168.	168.
L'OREAL - ADR	1,027.	1,027.
LPL FINANCIAL HOLDINGS INC	513.	513.
LUMH MOET HENNESSY LOUIS VUITTON	1,019.	1,019.
LAS VEGAS SANDS CORP	1,191.	632.
LASALLE HOTEL PPTYS COM SH BEN INT	128.	128.
LEAR CORP	74.	74.
LENNAR CORP COM	119.	119.
LENNAR CORP 4.750% 12/15/17	237.	237.
LEUCADIA NATL CORP COM	489.	489.
LEVI STRAUSS & CO 7.625% 5/15/20	2,021.	2,021.
LEVI STRAUSS & CO 6.875% 5/01/22	243.	243.
LIBBEY GLASS INC 6.875% 5/15/20	101.	101.
LILLY ELI & CO COM W/RTS EXP 7/28/2008	1,614.	1,614.
LINEAR TECHNOLOGY CORP COM	221.	221.
LOCKHEED MARTIN CORP COM	805.	805.
LOEWS CORP COM	431.	431.
LONZA GROUP AG ADR	1,161.	1,161.
LORILLARD INC	1,124.	1,124.
LOWE'S COMPANIES INC 3.120% 4/15/22	3,692.	3,692.
M & T BK CORP COM	2,197.	2,197.
MGM MIRAGE INC 6.875% 4/01/16	2,724.	2,724.
MGM MIRAGE INC 7.625% 1/15/17	1,125.	1,125.
MGM RESORTS INTL 6.625% 12/15/21	1,043.	1,043.
MACY'S INC	92.	92.
MARATHON PETROLEUM CORP	222.	222.
MARSH & MCLENNAN COS INC COM	1,037.	1,037.
MARTIN MARIETTA MATLS INC COM W/RTS EXP	842.	842.
MASTEC INC 4.875% 3/15/23	54.	54.
MATSON INC.	1,408.	1,408.
MCDONALDS CORP COM	550.	550.
MCKESSON HBOC INC COM	299.	299.
MEAD JOHNSON NUTRITION CO	776.	776.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
MEADWESTVACO CORP COM W/RTS EXP 1/29/200	827.	827.
MEDICAL PPTYS TR INC	282.	224.
MENS WEARHOUSE INC COM	59.	59.
MERCADOLIBRE INC	108.	108.
MERCK & CO INC 4.000% 6/30/15	6,350.	6,350.
MERCK & CO INC NEW	1,449.	1,449.
MERITAGE HOMES CORP 7.150% 4/15/20	435.	435.
MERITAGE HOMES CORP 4.500% 3/01/18	593.	593.
MERRILL LYNCH & CO 5.000% 1/15/15	3,785.	3,785.
METROPCS WIRELESS IN 7.875% 9/01/18	1,726.	1,726.
METROPCS WIRELESS IN 6.625% 11/15/20	1,112.	1,112.
MICHELIN (CGDE) ADR	924.	924.
MICREL INC COM	481.	481.
MICROSOFT CORP COM	1,780.	1,780.
MICROSOFT CORP 2.950% 6/01/14	3,488.	3,488.
MICROCHIP TECHNOLOGY INC COM W/RTS ATTAC	1,722.	
MID-AMER APT CMNTYS INC COM	114.	114.
MITSUBISHI UFJ FINANCIAL GROUP INC ADR	887.	887.
MOLSON COORS BREWING CO CL B	656.	656.
MOODY'S CORPORATION COM	932.	932.
MORGAN STANLEY 5.375% 10/15/15	8,363.	8,363.
MORGAN STANLEY DEAN 5.080% 9/15/37	160.	160.
MOSAIC CO/THE	169.	169.
MOTOROLA SOLUTIONS, INC.	1,287.	1,287.
MTN GROUP LTD ADR	575.	575.
NRG ENERGY INC 7.625% 1/15/18	3,616.	3,616.
NTT DOCOMO INC SPONSORED ADR	586.	586.
NATIONAL FUEL GAS CO NJ COM W/RTS ATTACH	202.	202.
NATIONAL GRID PLC ADR	924.	924.
NATIONAL MONEY MART 10.375% 12/15/16	2,693.	2,693.
NATIONAL OILWELL INC COM	781.	781.
NATIONAL RURAL UTIL 3.050% 2/15/22	4,651.	4,651.
NAVISTAR INTL CORP 8.250% 11/01/21	941.	941.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
NESTLE S A SPONSORED ADR REPSTG REG SH	3,773.	3,773.
NEWELL RUBBERMAID INC COM	556.	556.
NEWMARKET CORP	1,164.	1,164.
NISSAN MTR LTD SPONSORED ADR	468.	468.
NOBLE ENERGY INC COM	140.	140.
NOKIAN TYRES OYJ-UNSPON ADR	1,374.	1,374.
NORDSTROM INC COM	79.	79.
NORFOLK SOUTHN CORP COM W/RIGHTS ATTACHE	727.	727.
NOVARTIS AG SPONSORED ADR	1,541.	1,541.
NOVO-NORDIST A S ADR	937.	937.
NU SKIN ENTERPRISES INC CL A	1,380.	1,380.
NUSTAR LOGISTICS LP 6.750% 2/01/21	223.	223.
OCCIDENTAL PETROLEUM 2.500% 2/01/16	2,494.	2,494.
OCEANEERING INTL INC COMMON	501.	501.
OMNICOM GRP INC COM	224.	224.
ORACLE CORP COM	401.	401.
OPPENHEIMER DEVELOPING MKT-Y #788	24,754.	24,754.
PIMCO FDS PAC INVT MGMT SER TOTAL RETURN	8,318.	8,318.
PIMCO FDS PAC INVT MGMT SER PIMCO LOW DU	13,202.	13,202.
PIMCO FDS PAC INVT MGMT SER HIGH YLD FD	11,292.	11,292.
PIMCO FOREIGN BOND FUND-INST	40,768.	40,768.
PIMCO FDS PAC INVT MGMT REAL RETURN BD F	9,940.	9,940.
PIMCO EMERG MKTS BD-INST #137	37,000.	37,000.
PNC FINL SVCS GROUP INC COM W/RIGHTS ATT	294.	294.
PNC FINANCIAL SERVIC 2.854% 11/09/22	4,178.	4,178.
PPG INDS INC COM W/RTS ATTACHED EXP 04/3	111.	111.
PPL CORP COM	1,934.	1,934.
PVH CORP 4.500% 12/15/22	690.	690.
BANK MANDIRI TBK UNSPON ADR	165.	165.
PACIFIC RUBIALES ENERGY CORP	457.	457.
PATTERSON COS INC	131.	131.
PAYCHEX INC COM	926.	926.
PEABODY ENERGY CORP 6.500% 9/15/20	967.	967.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
PEARSON PLC SPONSORED ADR	1,043.	1,043.
PEBBLEBROOK HOTEL TRUST	265.	265.
PENN VIRGINIA CORP 7.250% 4/15/19	841.	841.
PENN VIRGINIA RESOUR 8.375% 6/01/20	641.	641.
PENNSYLVANIA REAL ESTATE INVT TR SH BEN	201.	
PEPSICO INC COM	454.	454.
PERKINELMER INC COM	117.	117.
PETROLEO BRASILEIRO SA PETROBRAS ADR	256.	256.
PETSMART INC COM W/RTS ATTACHED EXP 08/2	56.	56.
PFIZER INC COM W/RTS ATTACHED EXP 10/15/	748.	748.
PFIZER INC 5.350% 3/15/15	5,922.	5,922.
PHILIP MORRIS INTERNATIONAL IN	1,249.	1,249.
PIMCO FOREIGN BOND (UNHEDGED) #1853	17,926.	17,926.
PIMCO EMERGING LOCAL BOND IS #332	4,199.	4,199.
PIONEER NAT RES CO COM W/RIGHTS ATTACHED	13.	13.
PITNEY-BOWES INC COM W/RTS ATTACHED EXP	718.	718.
PLAINS EXPLORATION 6.125% 6/15/19	429.	429.
PLAINS EXPLORATION 6.500% 11/15/20	1,321.	1,321.
POTASH CORP SASK INC COM W/RTS ATTACHED	1,334.	1,334.
PRAXAIR INC COM	745.	745.
PRAXAIR INC 3.250% 9/15/15	3,859.	3,859.
PRECISION CASTPARTS CORP COM W/RIGHTS AT	25.	25.
T ROWE PRICE GRP INC COM	167.	167.
PRICESMART INC COM	274.	274.
PRINCIPAL PREFERRED SEC-INS #4929	84,181.	84,181.
PROCTER & GAMBLE CO COM	1,194.	1,194.
PROCTER & GAMBLE CO/ 3.150% 9/01/15	4,361.	4,361.
PROGRESSIVE CORP OHIO COM	529.	529.
PUBLIC SVC ENTERPRISE GRP INC COM	801.	801.
PUBLIC STORAGE INC COM	1,622.	1,622.
PUBLICIS S A NEW SPONSORED ADR	867.	867.
QEP RESOURCES INC	26.	26.
QUALCOMM INC COM W/RTS ATTACHED	1,367.	1,367.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
QUEBECOR MEDIA INC 5.750% 1/15/23	602.	602.
QUEST DIAGNOSTICS INC COM	425.	425.
RAMCO-GERSHENSON PPTYS TR COM	164.	144.
RAYMOND JAMES FINL INC COM	148.	148.
RAYONIER INC COM	120.	120.
RECKITT BENCKIS/S ADR	1,409.	1,409.
REDWOOD TR INC COM	166.	148.
REGAL ENTERTAINMENT 5.750% 2/01/25	620.	620.
REGENCY ENERGY PARTN 9.375% 6/01/16	1,422.	1,422.
REGENCY ENERGY PARTN 5.500% 4/15/23	1,141.	1,141.
REINSURANCE GROUP AMER CLASS A NEW	177.	177.
REPUBLIC SVCS INC COM	326.	326.
RETAIL PROPERTIES OF AME-A	79.	33.
REYNOLDS AMERICAN INC	1,035.	1,035.
RITCHIE BROS AUCTIONEERS INC COM	682.	682.
ROBERT HALF INTL INC COM	212.	212.
ROCHE HLDG LTD SPONSORED ADR	2,051.	2,051.
ROCKWELL COLLINS-WI COM	142.	142.
ROWE T PRICE REAL ESTATE FD COM	41,487.	41,487.
ROYAL CARIBBEAN CRUI 5.250% 11/15/22	1,159.	1,159.
ROYAL DUTCH SHELL PLC ADR	1,109.	1,109.
ROYAL DUTCH SHELL PLC SPONSORED	1,035.	1,035.
RSC EQUIP RENT/RSC 8.250% 2/01/21	4,136.	4,136.
RYLAND GROUP 5.375% 10/01/22	1,510.	1,510.
SBC COMMUNICATIONS 5.625% 6/15/16	6,469.	6,469.
SBA TELECOMMUNICATIO 8.250% 8/15/19	533.	533.
SBA TELECOMMUNICATIO 5.750% 7/15/20	279.	279.
SL GREEN RLTY CORP COM W/RIGHTS ATTACHED	838.	838.
STUDENT LN MKTG ASSN 5.000% 6/15/18	1,071.	1,071.
SLM CORP 7.250% 1/25/22	1,635.	1,635.
SLM CORP COM	446.	446.
SABINE PASS LNG LP 7.500% 11/30/16	1,897.	1,897.
SABMILLER PLC - ADR	411.	411.

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DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
ST JUDE MED INC COM W/RTS ATTACHED EXP 0	33.	33.
SANDRIDGE ENERGY INC 7.500% 2/15/23	1,124.	1,124.
SAP AG SPONSORED ADR	2,143.	2,143.
SASOL LTD (SOUTH AFRICA) SPONSORED ADR	253.	253.
SAUL CTRS INC COM	221.	148.
SCHLUMBERGER LTD COM	2,460.	2,460.
SCHNEIDER ELECTRIC SE - ADR	1,597.	1,597.
SCHWAB CHARLES CORP NEW COM	707.	707.
CHARLES SCHWAB CORP 4.450% 7/22/20	8,789.	8,789.
SEALED AIR CORP NEW COM	304.	304.
SENIOR HSG PPTYS TR SH BEN INT	637.	482.
SERVICE CORP INTL COM	1,626.	1,626.
SERVICEMASTER COMPAN 8.000% 2/15/20	442.	442.
SIEMENS A G SPONSORED ADR	1,039.	1,039.
SILVER WHEATON CORP	180.	180.
SIMON PPTY GRP INC NEW COM	2,270.	2,270.
SINCLAIR TELEVISION 5.375% 4/01/21	121.	121.
SONOVA HOLDIN-UNSPON ADR	327.	327.
SOUTHERN CO COM	899.	899.
SOUTHERN COPPER CORP	268.	268.
SOUTHWEST AIRLINES CO COM	129.	129.
SPIRIT AEROSYSTEMS 7.500% 10/01/17	113.	113.
SPIRIT AEROSYSTEMS 6.750% 12/15/20	1,718.	1,718.
SPRINT CAP CORP NT DTD 5/6/99 6.9% 05/01	3,623.	3,623.
SPRINT NEXTEL CORP 6.000% 12/01/16	205.	205.
SPRINT NEXTEL CORP 7.000% 8/15/20	943.	943.
SPRINT NEXTEL CORP 6.000% 11/15/22	258.	258.
STANDARD PACIFIC COR 8.375% 1/15/21	2,387.	2,387.
STANLEY BLACK & DECKER,INC.	194.	194.
STAPLES INC COM W/INVISIBLE RTS TO PUR S	293.	293.
STARBUCKS CORP COM	348.	348.
STATE STR CORP COM	193.	193.
STATER BROTHERS HLDG 7.750% 4/15/15	2,144.	2,144.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
STATER BROS HOLDINGS 7.375% 11/15/18	94.	94.
STERIS CORP COM	75.	75.
STRYKER CORP COM	491.	491.
STURM RUGER & CO INC COM	1,317.	1,317.
SUBURBAN PROPANE PAR 7.375% 3/15/20	1,782.	1,782.
SUBURBAN PROPANE PAR 7.375% 8/01/21	210.	210.
SUMITOMO TRUST AND BANKING ADR	613.	613.
SUMITOMO MITSUI TR-SPON ADR	394.	394.
SUNSTONE HOTEL INVS INC NEW	215.	215.
SUNTRUST BKS INC COM	54.	54.
SVENSKA HANDELSB-A-UNSP ADR	860.	860.
SWATCH GROUP AG/THE-UNSP ADR	811.	811.
SYMANTEC CORP COM W/RTS EXP 8/12/2008	468.	468.
SYNGENTA AG SPONSORED ADR	673.	673.
SYSCO CORP COM RTS EXP 05/31/2006	256.	256.
SYSMEX CORP-UNSPON ADR	158.	158.
TD AMERITRADE HLDG CORP	453.	453.
TJX COS INC NEW COM	1,151.	1,151.
TAIWAN SEMICONDUCTOR MFG CO LTD SPONSORE	1,996.	1,996.
TALISMAN ENERGY INC-COM	131.	131.
TARGA RESOURCES PART 7.875% 10/15/18	563.	563.
TARGET CORP COM	1,405.	1,405.
TARGET CORP 3.875% 7/15/20	4,860.	4,860.
TATA MTRS LTD ADR	140.	140.
TAUBMAN CTRS INC COM	701.	608.
TECK RESOURCES LIMITED	262.	262.
TENCENT HOLDINGS LTD-UNS ADR	158.	158.
TENET HEALTHCARE COR 4.750% 6/01/20	351.	351.
TEREX CORP 6.000% 5/15/21	1,023.	1,023.
TESCO PLC SPONSORED ADR	695.	695.
TEVA PHARMACEUTICAL INDS LTD ADR	1,321.	1,321.
TEXAS INSTRS INC COM	490.	490.
THERMO ELECTRON CORP COM W/RTS ATTACHED	280.	280.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
3M COMPANY 4.375% 8/15/13	4,156.	4,156.
3M CO COM	775.	775.
TIDEWATER INC COM W/RTS ATTACHED EXP 11/	79.	79.
TIFFANY & CO NEW COM W/RIGHTS ATTACHED E	546.	546.
TORCHMARK CORP COM	97.	97.
TOTAL FINA ELF S A SPONSORED ADR	3,480.	3,480.
TOTAL CAPITAL INTL 1.550% 6/28/17	1,338.	1,338.
TOUCHSTONE SMALL CAP CORE-IN #555	36,593.	36,593.
TOYOTA MTR CORP COM (ADR 2)	1,319.	1,319.
TRAVELERS COMPANIES, INC	93.	93.
TREDEGAR CORPORATION COM W/RIGHTS ATTACH	423.	423.
TRIUMPH GROUP INC 8.000% 11/15/17	1,820.	1,820.
TRIUMPH GROUP INC 8.625% 7/15/18	1,854.	1,854.
TULLOW OIL PLC ADR	213.	213.
TURKIYE GARANTI BANKSASI-ADR	714.	714.
TWO HARBORS INVESTMENT CORP	2,802.	1,543.
US BANCORP DEL COM NEW W/RIGHTS ATTACHED	685.	685.
URS CORP NEW COM	32.	32.
UNI CHARM CORPORATION	151.	151.
UNILEVER PLC SPONSORED ADR NEW	1,044.	1,044.
UNILEVER N V NEW YORK SHS NEW	631.	631.
UNION PAC CORP COM	801.	801.
UNITED PARCEL SERVICE CL B COM	1,190.	1,190.
UNITED RENTALS NORTH 7.625% 4/15/22	487.	487.
U S TREASURY NOTES 4.750% 5/15/14	4,750.	4,750.
U S TREASURY NOTES 5.125% 5/15/16	13,760.	13,760.
U S TREASURY NOTES 4.625% 2/15/17	2,081.	2,081.
US TREASURY NOTE 4.750% 8/15/17	11,947.	11,947.
US TREASURY NOTE 3.500% 2/15/18	4,855.	4,855.
US TREASURY NOTE 4.000% 8/15/18	7,396.	7,396.
US TREASURY NOTE 2.000% 11/30/13	5,795.	5,795.
US TREASURY NOTE 2.750% 2/15/19	6,642.	6,642.
US TREASURY NOTE 3.250% 7/31/16	10,322.	10,322.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
US TREASURY NOTE 3.625% 8/15/19	5,579.	5,579.
US TREASURY NOTE 3.375% 11/15/19	7,170.	7,170.
US TREASURY NOTE 3.625% 2/15/20	9,299.	9,299.
US TREASURY NOTE 3.500% 5/15/20	9,298.	9,298.
US TREASURY NOTE 3.125% 5/15/21	6,590.	6,590.
UNITED TECHNOLOGIES CORP COM	364.	364.
UNITED TECHNOLOGIES 4.500% 4/15/20	5,490.	5,490.
UNITEDHEALTH GRP INC COM	1,044.	1,044.
V F CORP COM W/RTS ATTACHED EXP 01/25/20	98.	98.
VENTAS INC-COM	1,446.	1,446.
VERIZON COMMUNICATIONS COM	1,694.	1,694.
VISA INC-CLASS A SHRS	179.	179.
VODAFONE GROUP PLC SPONSORED ADR	2,128.	2,128.
VORNADO RLTY TR COM	850.	850.
VULCAN MATERIALS CO COM W/RIGHTS ATTACHE	32.	32.
WPP PLC NEW ADR	1,199.	1,199.
WADDELL & REED FINL INC CL A W/RIGHTS AT	39.	39.
WAL MART STORES INC 5.375% 4/05/17	4,755.	4,755.
WAL-MART DE MEXICO S A DE C V SPONSORED	430.	430.
WALGREEN CO COM W/RTS ATTACHED EXP 08/21	424.	424.
WASHINGTON FED INC COM	78.	78.
WELLPOINT INC	109.	109.
WESTERN UNION CO/THE	195.	195.
WESTLAKE CHEM CORP	92.	92.
WESTPAC BANKING CORP 4.875% 11/19/19	4,333.	4,333.
WHIRLPOOL CORP COM W/RTS ATTACHED EXP 05	836.	836.
WIDEOPENWEST FIN/CA 10.250% 7/15/19	794.	794.
WILLIAMS COS INC COM W/RTS ATTACHED	2,979.	2,979.
WILLIAMS COMPANIES 3.700% 1/15/23	154.	154.
WINDSTREAM CORP	397.	194.
WINDSTREAM CORP 7.500% 4/01/23	1,700.	1,700.
WORLD FUEL SVCS CORP	175.	175.
WYNN RESORTS LTD	661.	661.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
XINYI GLASS HOLDI-UNSP ADR	744.	744.
YUM! BRANDS INC COM	458.	458.
ZAYO GROUP LLC/ZAYO 8.125% 1/01/20	116.	116.
ZIMMER HLDGS INC COM	86.	86.
ZIONS BANCORP COM	13.	13.
DEUTSCHE BANK AG-REG COM	719.	719.
AON PLC	544.	544.
ACCENTURE PLC	322.	322.
BUNGE LIMITED COM	438.	438.
DELPHI AUTOMOTIVE PLC	62.	62.
EATON CORP PLC	1,235.	711.
ENSCO PLC-CL A	284.	284.
EVEREST REINSURANCE GROUP LTD SHS	99.	99.
INVESCO LIMITED	694.	694.
MONTPELIER RE HOLDINGS LTD	950.	950.
NABORS INDUSTRIES LTD COM	110.	110.
PARTNERRE LTD COM	410.	410.
WHITE MTNS INS GROUP INC COM	153.	153.
WILLIS GROUP HOLDINGS PLC	418.	418.
ASGI AGILITY INCOME FUND	82,942.	82,942.
ACE LIMITED	752.	752.
GARMIN LTD	179.	179.
PENTAIR, LTD.	448.	448.
TYCO INTERNATIONAL LTD NEW	832.	832.
ASML HOLDING NV-NY REG SHS	249.	249.
FEDERATED TREAS OBL FD 68	519.	519.
TOTAL	1,974,175.	1,944,263.

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
GRAHAM ALT INV II 20-4973028		9,787.
GRESHAM COMMO II ASP 20-4973070		10,902.
RICI LINKED PAM 38-3743129		-495.
PINEHURST INSTL 20-4095445		297,652.
GRE II ASP 20-4973177	66,450.	10,996.
BLUETREND ASP 26-2661499		-17,650.
DORECHESTER CAP 20-4095525		1,011,969.
MESIROW 20-4095228		421,055.
SIGULER GUFF 26-0540516	161,100.	115,789.
PARTNERS GROUP 80-0524756		26,558.
MUTUAL FUND INCOME	48,276.	48,276.
FOREIGN TAX RECLAIM	27.	27.
PARTNERSHIP FEE REBATES	6,507.	6,507.
2012 GRANT RECOVERY	332.	
SELECTINVEST 20-5878828		-23,231.
TOTALS	282,692.	1,918,142.

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
TAX PREPARATION FEE (NON-ALLOC	2,000.			2,000.
OTHER ALLOCABLE EXPENSES - 2%	2,595.	2,595.		
TOTALS	4,595.	2,595.	NONE	2,000.

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
INVESTMENT MGMT FEES-SUBJECT T	78,526.	78,526.
TOTALS	78,526.	78,526.

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN TAXES	13,627.	13,627.
FEDERAL ESTIMATES - PRINCIPAL	118,578.	
FOREIGN TAXES ON QUALIFIED FOR	9,760.	9,760.
FOREIGN TAXES ON NONQUALIFIED	9,396.	9,396.
TOTALS	151,361.	32,783.

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
OTHER NON-ALLOCABLE EXPENSE -	37,717.		37,717.
OTHER NON-ALLOCABLE EXPENSE -	37,717.	37,717.	
OTHER NONALLOCABLE EXPENSES -	3,449.	3,449.	
TOTALS	78,883.	41,166.	37,717.

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

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
3133XYWB7 FED HOME LN BK		
3133XLJP9 FED HOME LN BK	50,224.	51,665.
3133X1BV8 FED HOME LN BK		
3133MNVV0 FED HOME LN BK		
3133MTZL5 FED HOME LN BK		
3134A4UM4 FED HOME LN MTG CORP	33,032.	35,055.
3134A4UK8 FED HOME LN MTG CORP		
3128LXR44 FHLMC POOL #G02307	34,503.	37,692.
3128PCQT2 FHLMC POOL #J01366	16,352.	17,843.
31398ADM1 FED NATL MTG ASSN	62,142.	68,611.
31407PPQ5 FNMA POOL #836631	11,114.	12,019.
31410X7L4 FNMA POOL #900999	6,332.	6,938.
912828CJ7 U S TREASURY NOTES	113,075.	101,695.
912828FF2 U S TREASURY NOTES	75,482.	72,033.
#912828FU9 US TREASURY NOTES		
912828GH7 U S TREASURY NOTES	44,278.	50,189.
912828HR4 US TREASURY NOTE	24,190.	27,141.
912828KD1 US TREASURY NOTE	34,112.	36,673.
912828MP2 US TREASURY NOTE	52,672.	54,422.
912828ND8 US TREASURY NOTE	80,213.	75,518.
#912828LG3 US TREASURY NOTE		
912828HA1 US TREASURY NOTE	51,019.	50,840.
912828JH4 US TREASURY NOTE	30,863.	33,274.
912828LJ7 US TREASURY NOTE	30,080.	32,688.
912828LY4 US TREASURY NOTE		
912828JT8 US TREASURY NOTE		
912828GM6 US TREASURY NOTES		
#002824AWO ABBOTT LABORATORIES		
#001055AC6 AFLAC INC		

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

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
#06051GDX4 BANK OF AMERICA		
#06406HBE8 BANK OF NEW YORK		
#14912BM2 CATERPILLAR INC		
#808513AD7 CHARLES SCHWAB CORP		
#20825CAS3 CONCOPHILLIPS		
#291011AT1 EMERSON ELECTRIC		
#369550AK4 GENERAL DYNAMICS		
#36962G3H5 GENERAL ELEC CAP		
#373334JP7 GEORGIA POWER CO.		
#38141GFM1 GOLDMAN SACHS GROUP		
#428236AQ6 HEWLETT PACKARD CO		
#459200BA8 IBM CORPORATION		
#244217BG9 JOHN DEER CAPITAL		
#46625HBV1 JP MORGAN CHASE		
#49328CAA3 KEY BANK NA		
#589331AP2 MERCK & CO INC		
#59018YUW9 MERRILL LYNCH & CO		
#594918B0 MICROSOFT CORP		
#61746SBR9 MORGAN STANLEY		
#637432CU7 NATIONAL RURAL UTIL		
#674599BW4 OCCIDENTAL PETRO.		
#10138MAH8 PEPSI BOTTLING		
#717081DA8 PFIZER INC		
#74005PAV6 PRAXAIR INC		
#742718DQ9 PROCTOR & GAMBLE		
#7591EAAB9 REGIONS BANK		
#78387GAL7 SBC COMMUNICATIONS		
#22546QAC1 SUISSE NEW YORK		
#87612EAH9 TARGET CORP		

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

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
#913017BR9 UNITED TECHNOLOGIES		
#931142CG6 WALMART STORES INC		
#25468PCE4 WALT DISNEY CO.		
#88579EAE5 3M COMPANY MED TERM		
#61746WXN5 MORGAN STANLEY DEAN		
3137EACA5 FED HOME LN MTG CORP	85,095.	81,748.
912828LD0 US TREASURY NOTE	62,585.	64,073.
912828QN3 US TREASURY NOTE	70,621.	72,969.
3133XXYX9 FED HOME LN BK		
3135G0NV1 FED NATL MTG ASSN	40,117.	40,071.
3137EADB2 FED HOME LN MTG CORP	65,475.	62,137.
3137EADC0 FED HOME LN MTG CORP	44,551.	45,073.
31410KAL8 FNMA POOL #889311	126,899.	125,978.
313383V81 FED HOME LN BK	34,973.	35,022.
3135G0CM3 FED NATL MTG ASSN	126,503.	126,785.
912828SU5 US TREASURY NOTE	50,027.	50,032.
912828VS6 US TREASURY NOTE	68,863.	67,222.
TOTALS	1,525,392.	1,535,406.

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
30231G102 EXXON MOBIL CORPORAT		
#369604103 GENERAL ELECTRIC CO		
74005P104 PRAXAIR INC COM		
806857108 SCHLUMBERGER LTD	89,162.	99,121.
001204106 AGL RES INC COM		
00687A107 ADIDAS-AG ADR		
00724F101 ADOBE SYS INC		
009126202 AIR LIQUIDE - ADR		
009363102 AIRGAS INC COM		
00971T101 AKAMAI TECHNOLOGIES		
012653101 ALBEMARLE CORP COM	198,273.	199,171.
013817101 ALCOA INC		
015271109 ALEXANDRIA REAL ESTA		
015351109 ALEXION PHARMACEUTIC		
018581108 ALLIANCE DATA SYS CO		
018805101 ALLIANZ SE ADR		
020002101 ALLSTATE CORP		
021441100 ALTERA CORP		
02364W105 AMERICA MOVIL S.A.B.		
02553E106 AMERICAN EAGLE OUTFI	29,421.	23,530.
029912201 AMERICAN TOWER SYSTE		
03076C106 AMERIPRISE FINL INC		
032511107 ANADARKO PETROLEUM C		
032654105 ANALOG DEVICES INC		
035710409 ANNALY CAPITAL MANAG		
037389103 AON CORP		
037604105 APOLLO GROUP INC CL		
038222105 APPLIED MATERIALS IN		
042068106 ARM HOLDINGS PLC - A		

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
04315J837 ARTIO INTERNATIONAL		
045387107 ASSA ABLOY AB-UNSP A		
049255706 ATLAS COPCO AB ADR		
053332102 AUTOZONE INC		
053484101 AVALONBAY CMNTYS INC	74,784.	70,229.
055434203 BG GROUP PLC - ADR		
05564E106 BRE PPTYS INC CL A 1	36,856.	40,102.
05615F102 BABCOCK & WILCOX CO		
067383109 BARD C R INC		
06846N104 BARRETT BILL CORP		
073302101 BE AEROSPACE INC COM		
073730103 BEAM INC		
075887109 BECTON DICKINSON & C		
084670702 BERKSHIRE HATHAWAY I	124,386.	132,194.
086516101 BEST BUY INC		
089302103 BIG LOTS INC		
09247X101 BLACKROCK INC		
101121101 BOSTON PROPERTIES IN	99,823.	97,058.
11133T103 BROADRIDGE FINANCIAL		
112585104 BROOKFIELD ASSET MAN		
115236101 BROWN & BROWN INC		
125581801 CIT GROUP INC.		
12572Q105 CME GROUP INC	84,146.	97,290.
126132109 CNOOC - CHINA NATION		
12637N105 CSL LIMITED - ADR		
126408103 CSX CORP		
126650100 CVS/CAREMARK CORPORA	81,985.	100,198.
127097103 CABOT OIL & GAS CORP		
131347304 CALPINE CORP/NEW		

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
136375102 CANADIAN NATL RR CO		
136385101 CANADIAN NAT RES LTD		
138006309 CANON INC - ADR		
140995127 CORE EQUITY FUND		
143658300 CARNIVAL CORP		
144285103 CARPENTER TECHNOLOGY		
14964U108 CAVIUM INC		
156700106 CENTURYLINK, INC		
159864107 CHARLES RIVER LABORA		
167250109 CHICAGO BRIDGE & IRO		
16940R109 CHINA RESOURCES ENTE		
171798101 CIMAREX ENERGY CO		
17275R102 CISCO SYSTEMS INC	108,303.	103,178.
172908105 CINTAS CORP	127,478.	153,742.
177376100 CITRIX SYS INC COM		
189054109 CLOROX CO		
191459205 COCHLEAR LTD-UNSPON		
20030N101 COMCAST CORP CLASS A	98,193.	118,740.
204166102 COMMVAULT SYSTEMS IN		
20605P101 CONCHO RESOURCES INC		
216648402 COOPER COS INC COM N		
217204106 COPART INC COM		
22002T108 CORPORATE OFFICE PRO		
22282E102 COVANTA HLDG CORP		
222862104 COVENTRY HEALTH CARE		
225401108 CREDIT SUISSE GROUP		
23304Y100 DBS GROUP HOLDINGS L	340.	380.
237545108 DASSAULT SYSTEMES S.		
243537107 DECKERS OUTDOOR CORP	178,055.	242,991.

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
244199105 DEERE & CO		
249030107 DENTSPLY INTL INC CO		
25179M103 DEVON ENERGY CORPORA		
253651103 DIEBOLD INC		
254709108 DISCOVER FINANCIAL S		
25470F302 DISCOVERY COMMUNICAT		
25659T107 DOLBY LABORATORIES I		
256677105 DOLLAR GENERAL CORP		
26203E836 DREYFUS/THE BOSTON C		
26483E100 DUN & BRADSTREET COR		
26875P101 EOG RESOURCES, INC		
26884L109 EQT CORPORATION		
269279402 EXCO RES INC		
278768106 ECHOSTAR CORPORATION		
28176E108 EDWARDS LIFESCIENCES		
284902103 ELDORADO GOLD CORP N		
285512109 ELECTRONIC ARTS INC		
29082A107 EMBRAER SA ADR		
29358Q109 ENSCO INTERNATIONAL		
29364G103 ENTERGY CORP NEW COM		
296036304 ERSTE GROUP BANK AG-		
30161N101 EXELON CORPORATION		
30212P303 EXPEDIA INC		
30241L109 FEI CO COM		
302491303 FMC CORP COM NEW		
30249U101 FMC TECHNOLOGIES INC		
307305102 FANUC CORPORATION AD		
31620M106 FIDELITY NATL INFORM		
316773100 FIFTH THIRD BANCORP		

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
33582V108 FIRST NIAGARA FINL G		
343793105 FLSMIDTH & CO A/S AD		
344849104 FOOT LOCKER INC		
345550107 FOREST CITY ENTERPRI		
345838106 FOREST LABS INC		
346091705 FOREST OIL CORP		
349882100 FOSSIL INC COM		
351858105 FRANCO NEV CORP NPV		
354613101 FRANKLIN RESOURCES I		
35671D857 FREEPORT-MCMORAN COP		
358029106 FRESENIUS MEDICAL CA		
36191G107 GNC HOLDINGS INC		
365558105 GARDNER DENVER INC C		
366651107 GARTNER INC		
368287207 0A0 GAZPROM LEVEL 1		
369550108 GENERAL DYNAMICS COR		
370023103 GENERAL GROWTH PROPE	89,870.	93,928.
370334104 GENERAL MILLS INC		
371532102 GENESCO INC COM		
371901109 GENTEX CORP		
37940X102 GLOBAL PMTS INC W/I		
380956409 GOLDCORP INC NEW		
401617105 GUESS INC		
404280406 HSBC - ADR	156,650.	158,333.
41043M104 HANG LUNG PPTYS LTD		
411511306 HARBOR INTERNATION F	3,789,598.	5,082,508.
42222G108 HEALTH NET INC		
425883105 HENNES & MAURITZ AB		
42809H107 HESS CORP		

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
436440101 HOLOGIC INC COM		
43858F109 HONG KONG EXCH & CLE		
44107P104 HOST HOTELS & RESORT	95,533.	107,076.
443251103 HOYA CORP ADR		
444859102 HUMANA INC		
445658107 HUNT J B TRANS SVCS		
44919P508 IAC/INTERACTIVECORP		
45104G104 ICICI BANK LTD. - AD		
452308109 ILLINOIS TOOL WORKS		
453038408 IMPERIAL OIL LTD COM		
455807107 INDUST AND COMM BK O		
456837103 ING GROEP N.V. - ADR		
459902102 INTERNATIONAL GAME T		
461202103 INTUIT COM		
462846106 IRON MOUNTAIN INC		
464287200 ISHARES CORE S & P 5	3,575,613.	5,159,585.
465562106 ITAU UNIBANCO BANCO		
466140100 JGC CORP-UNSPONSORED		
469814107 JACOBS ENGR GROUP IN		
4812A2207 JPMORGAN INTREPID GR		
48206M102 JUPITER TELECOM-UNSP		
48242W106 KBR INC		
485170302 KANSAS CITY SOUTHERN		
486587108 KAYDON CORP		
48667L106 KDDI CORP-UNSPONSORE		
489170100 KENNAMETAL INC		
495724403 KINGFISHER PLC - ADR		
497266106 KIRBY CORP		
500255104 KOHLS CORP		

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
500458401 KOMATSU LIMITED - AD		
501044101 KROGER CO		
501897102 LI & FUNG LTD ADR		
502117203 L'OREAL - ADR		
502441306 LVMH MOET HENNESSY U		
50540R409 LABORATORY CRP OF AM		
512815101 LAMAR ADVERTISING CO		
517834107 LAS VEGAS SANDS CORP	45,140.	62,307.
518439104 ESTEE LAUDER COMPANI		
527288104 LEUCADIA NATL CORP C		
530322106 LIBERTY MEDIA CORP -		
530555101 LIBERTY GLOBAL INC-A		
53071M104 LIBERTY INTERACTIVE		
531172104 LIBERTY PPTY TR SH B		
53217V109 LIFE TECHNOLOGIES CO		
532791100 LINCARE HLDGS INC CO		
540424108 LOEWS CORP		
54222A106 LONE PINE RESOURCES		
54338V101 LONZA GROUP AG ADR		
55261F104 M & T BANK CORPORATI	122,590.	125,268.
552676108 M D C HLDGS INC COM		
554489104 MACK CALI RLTY CORP		
55616P104 MACY'S INC		
570535104 MARKEL HOLDINGS		
571748102 MARSH & MCLENNAN COS		
573284106 MARTIN MARIETTA MATL	24,077.	30,082.
577081102 MATTEL INC		
58155Q103 MCKESSON CORP	70,150.	92,644.
582839106 MEAD JOHNSON NUTRITI		

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
58733R102 MERCADOLIBRE INC		
594918104 MICROSOFT CORP	111,225.	127,942.
595017104 MICROCHIP TECHNOLOGY		
59522J103 MID AMERICA APARTMEN		
606822104 MITSUBISHI UFJ FINL		
608190104 MOHAWK INDS INC COM		
60871R209 MOLSON COORS BREWING		
61744J317 MORGAN STANLEY INS I		
61945C103 MOSAIC CO/THE		
620076307 MOTOROLA SOLUTIONS,		
62474M108 MTN GROUP LTD ADR		
62855J104 MYRIAD GENETICS INC		
636180101 NATIONAL FUEL GAS CO		
637071101 NATIONAL OILWELL INC	72,620.	78,576.
641069406 NESTLE S.A. REGISTER	142,335.	164,915.
64110D104 NETAPP INC		
651639106 NEWMONT MINING CORP		
655044105 NOBLE ENERGY INC		
66987V109 NOVARTIS AG - ADR	54,160.	59,481.
670100205 NOVO NORDISK A/S - A		
67020Y100 NUANCE COMMUNICATION		
67103H107 O'REILLY AUTOMOTIVE		
680223104 OLD REP INTL CORP		
683974505 OPPENHEIMER DEVELOPI	4,527,245.	5,069,098.
69331C108 PG&E CORP COM		
693475105 PNC FINANCIAL SERVIC		
69351T106 PPL CORPORATION	45,616.	44,533.
695156109 PACKAGING CORP OF AM		
696429307 PALL CORP		

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
69840W108 PANERA BREAD COMPANY		
703395103 PATTERSON COS INC		
703481101 PATTERSON-UTI ENERGY		
708160106 PENNEY J C INC		
712704105 PEOPLE'S UNITED FINA		
714046109 PERKINELMER, INC		
714290103 PERRIGO CO		
71654V101 PETROLEO BRASILEIRO		
723787107 PIONEER NAT RES CO C		
726505100 PLAINS EXPL & PRODTN		
731068102 POLARIS INDS INC COM		
73172K104 POLYCOM INC COM		
73755L107 POTASH CORP SASK		
737630103 POTLATCH HLDGS INC		
743312100 PROGRESS SOFTWARE CO		
743315103 PROGRESSIVE CORP OHI		
74340W103 PROLOGIS INC	134,410.	139,117.
74460D109 PUBLIC STORAGE INC C	86,518.	84,893.
74463M106 PUBLICIS GROUPE S.A.		
747277101 QLOGIC CORP COM		
74733V100 QUESTAR MARKET RESOU		
747525103 QUALCOMM INC		
74834L100 QUEST DIAGNOSTICS IN		
748356102 QUESTAR CORP		
750438103 RADIOSHACK CORP		
75281A109 RANGE RES CORP		
754730109 RAYMOND JAMES FINL I		
754907103 RAYONIER INC COM		
755111507 RAYTHEON CO		

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
756255105 RECKITT BENCKISER GR		
756577102 RED HAT INC		
758075402 REDWOOD TR INC COM		
758204200 REED ELSEVIER N V AD		
759351604 REINSURANCE GROUP AM		
760759100 REPUBLIC SERVICES IN		
771195104 ROCHE HOLDINGS LTD -	53,332.	80,941.
774341101 ROCKWELL COLLINS		
776696106 ROPER INDS INC NEW C		
779919109 T ROWE PRICE REAL ES		
780905451 ROYCE PREMIER FUND W		
78388J106 SBA COMMUNICATIONS C		
78390X101 SAIC INC		
78454L100 SM ENERGY CO		
784924425 SSGA EMERGING MARKET		
78572M105 SABMILLER PLC - ADR		
786514208 SAFEWAY INC NEW		
790849103 ST JUDE MED INC		
79466L302 SALESFORCE COM INC		
80004C101 SANDISK CORP COM		
803054204 SAP AG - ADR		
803111103 SARA LEE CORP		
803866300 SASOL LIMITED - ADR		
80585Y308 SBERBANK-SPONSORED A		
80687P106 SCHNEIDER ELECTRIC S		
808513105 SCHWAB CHARLES CORP		
816850101 SEMTECH CORP COM		
82481R106 SHIRE PLC ADR		
826197501 SIEMENS AG - ADR	47,197.	51,110.

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
833034101 SNAP ON INC		
83569C102 SONOVA HOLDIN-UNSPON		
84265V105 SOUTHERN COPPER CORP		
845467109 SOUTHWESTERN ENERGY		
854502101 STANLEY BLACK & DECK		
855030102 STAPLES INC		
857477103 STATE STREET CORP		
858912108 STERICYCLE INC COM		
859152100 STERIS CORP COM		
867914103 SUNTRUST BANKS INC		
870123106 SWATCH GROUP AG/THE-		
871503108 SYMANTEC CORP		
871829107 SYSCO CORP		
872275102 TCF FINANCIAL		
87236Y108 TD AMERITRADE HLDG C		
872540109 TJX COS INC NEW	75,399.	91,134.
874039100 TAIWAN SEMICONDUCTOR		
876664103 TAUBMAN CTRS INC COM	42,596.	39,503.
878237106 TECH DATA CORP		
878742204 TECK RESOURCES LIMIT		
879382208 TELEFONICA SA - ADR		
879433860 TELEPHONE & DATA SYS		
88023U101 TEMPUR SEALY INTERNA	143,757.	184,975.
88032Q109 TENCENT HOLDINGS LTD		
88076W103 TERADATA CORP		
881575302 TESCO PLC - ADR		
881624209 TEVA PHARMACEUTICAL		
883556102 THERMO FISHER SCIENT	57,943.	72,712.
884315102 THOMAS & BETTS CORP		

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
886423102 TIDEWATER INC		
892331307 TOYOTA MOTOR CORPORA		
896945201 TRIPADVISOR INC		
900148701 TURKIYE GARANTI BANK		
903236107 URS CORP NEW		
90384S303 ULTA SALON COSMETICS		
904311107 UNDER ARMOUR INC		
90460M105 UNICHARM CORP-UNSP A		
904767704 UNILEVER PLC - ADR		
907818108 UNION PACIFIC CORP	104,392.	111,888.
91911K102 VALEANT PHARMACEUTIC		
92342Y109 VERIFONE SYSTEMS, IN		
92343E102 VERISIGN INC COM		
92553P201 VIACOM INC NEW		
92857W209 VODAFONE GROUP PLC N		
928662402 VOLKSWAGEN AG-SPONS		
929297109 WMS INDS INC		
92933H101 WPP GRP PLC AMER DEP		
931142103 WAL MART STORES INC		
93114W107 WAL-MART DE MEXICO-S		
931422109 WALGREEN CO		
934390402 WARNACO GROUP INC		
938824109 WASHINGTON FEDERAL I		
959802109 WESTERN UNION CO/THE		
962166104 WEYERHAEUSER CO		
966387102 WHITING PETE CORP NE		
966837106 WHOLE FOODS MKT INC		
969457100 WILLIAMS COS INC		
988498101 YUM BRANDS INC		

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
98956P102 ZIMMER HOLDINGS INC		
G0450A105 ARCH CAPITAL GROUP L		
G0457F107 ARCOS DORADOS HOLDIN		
G16962105 BUNGE LIMITED		
G2554F113 COVIDIEN PLC		
G3223R108 EVEREST RE GROUP LTD		
G491BT108 INVESCO LIMITED		
G6359F103 NABORS INDUSTRIES LT		
G6852T105 PARTNERRE LTD COM		
G9618E107 WHITE MTNS INS GROUP	135,915.	149,564.
G96666105 WILLIS GROUP HOLDING		
H2906T109 GARMIN LTD		
H89128104 TYCO INTERNATIONAL L		
M22465104 CHECK POINT SOFTWARE		
N72482107 QIAGEN N.V.		
N7902X106 SENSATA TECHNOLOGIES		
N97284108 YANDEX NV-A		
00101J106 ADT CORP/THE		
001317205 AIA GROUP LTD-SP ADR		
003021714 ABERDEEN EMERG MARKE		
007865108 AEROPOSTALE		
00817Y108 AETNA INC-NEW		
00846U101 AGILENT TECHNOLOGIES		
008474108 AGNICO EAGLE MINES L		
017175100 ALLEGHANY CORP DEL N	58,646.	58,794.
024835100 AMERICAN CAMPUS CMNT		
03524A108 ANHEUSER-BUSCH INBEV	82,446.	91,023.
043176106 ARUBA NETWORKS INC		
056752108 BAIDU INC ADR		

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FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
062540109 BANK HAWAII CORP		
077454106 BELDEN INC		
12082W204 BURBERRY GROUP PLC-S		
121220107 BURGER KING WORLDWID		
12504L109 CBRE GROUP INC		
13645T100 CANADIAN PAC RY LTD		
140781105 CARBO CERAMICS INC		
143130102 CARMAX INC	112,515.	110,121.
148887102 CATAMARAN CORP		
168615102 CHICOS FAS INC COM		
19075F106 COBALT INTERNATIONAL		
20449X203 COMPASS GROUP PLC -		
205363104 COMPUTER SCIENCES CO		
222816100 COVANCE INC COM		
225447101 CREE, INC		
228227104 CROWN CASTLE INTL CO		
229899109 CULLEN FROST BANKERS		
23331A109 D R HORTON INC COM		
252784301 DIAMONDROCK HOSPITAL		
26138E109 DR PEPPER SNAPPLE GR		
278865100 ECOLAB INC		
28617Y101 ELEKTA AB-B SHS-UNSP		
294429105 EQUIFAX INC		
29472R108 EQUITY LIFESTYLE PPT		
302130109 EXPEDITORS INTL WASH		
303075105 FACTSET RESH SYS INC		
311900104 FASTENAL CO		
31847R102 FIRST AMERICAN FINAN		
360271100 FULTON FIN CORP		

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
373200302 GEORGIA GULF CORP		
384802104 GRAINGER W W INC		
412822108 HARLEY DAVIDSON INC		
427866108 THE HERSHEY COMPANY	85,830.	90,716.
42805T105 HERTZ GLOBAL HOLDING		
431475102 HILL ROM HLDGS		
46120E602 INTUITIVE SURGICAL I		
46625H365 JP MORGAN ALERIAN ML		
478366107 JOHNSON CONTROLS INC	69,602.	91,622.
49456B101 KINDER MORGAN INC/DE		
50212V100 LPL FINANCIAL HOLDIN		
521865204 LEAR CORP		
526057104 LENNAR CORPORATION C		
53071M880 LIBERTY VENTURES - S		
53578A108 LINKEDIN CORP		
56585A102 MARATHON PETROLEUM C		
58501N101 MEDIVATION INC		
587118100 MENS WEARHOUSE INC C		
59410T106 MICHELIN (CGDE) ADR	34,786.	37,896.
615369105 MOODYS CORP		
651229106 NEWELL RUBBERMAID IN		
65528V107 NOKIAN TYRES OYJ-UNS		
655844108 NORFOLK SOUTHERN COR		
705015105 PEARSON PLC - ADR		
71654V408 PETROLEO BRASILEIRO		
74762E102 QUANTA SVCS INC COM		
75605Y106 REALOGY HOLDINGS COR		
756255204 RECKITT BENCKIS/S AD	62,128.	72,807.
75886F107 REGENERON PHARMACEUT		

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
770323103 ROBERT HALF INTL INC		
780097689 ROYAL BANK OF SCOTLA		
78442P106 SLM CORP		
81762P102 SERVICENOW INC		
852061100 SPRINT NEXTEL CORP		
863667101 STRYKER CORP		
86959C103 SVENSKA HANDELSB-A-U		
87160A100 SYNGENTA AG - ADR		
87184P109 SYSMEX CORP-UNSPON A		
87264S106 TRW AUTOMOTIVE HLDGS		
87425E103 TALISMAN ENERGY INC		
886547108 TIFFANY & CO NEW		
889478103 TOLL BROS INC		
89417E109 TRAVELERS COMPANIES,		
896239100 TRIMBLE NAV LTD		
899415202 TULLOW OIL PLC ADR		
90187B101 TWO HARBORS INVESTME		
903293405 USG CORP COM NEW		
90460M204 UNI CHARM CORPORATIO		
917047102 URBAN OUTFITTERS INC		
929160109 VULCAN MATERIALS COM	59,567.	70,175.
930059100 WADDELL & REED FINAN		
942683103 WATSON PHARMACEUTICA		
94973V107 WELLPOINT INC		
960413102 WESTLAKE CHEM CORP		
963320106 WHIRLPOOL CORP	85,547.	106,665.
98212B103 WPX ENERGY INC		
983134107 WYNN RESORTS LTD		
98418R100 XINYI GLASS HOLDI-UN		

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
D18190898 DEUTSCHE BANK AG REG		
G0408V102 AON PLC		
G1151C101 ACCENTURE PLC		
G60754101 MICHAEL KORS HOLDING		
H6169Q108 PENTAIR, LTD.		
N07059210 DEEMED REDEEMED ASML		
N6596X109 NXP SEMICONDUCTORS N		
00206R102 AT & T INC		
007974108 ADVENT SOFTWARE INC	34,873.	46,661.
009158106 AIR PRODS & CHEMS IN		
014491104 ALEXANDER & BALDWIN	73,778.	99,818.
02209S103 ALTRIA GROUP INC		
025537101 AMERICAN ELECTRIC PO		
025816109 AMERICAN EXPRESS CO		
046353108 ASTRAZENECA PLC ADR	59,450.	71,244.
050095108 ATWOOD OCEANICS INC	191,985.	200,373.
05534B760 BCE INC		
071813109 BAXTER INTL INC	82,538.	83,738.
110122108 BRISTOL MYERS SQUIBB	66,007.	83,711.
126804301 CABELAS INC	157,182.	211,912.
166764100 CHEVRON CORP	165,143.	172,376.
191216100 COCA COLA CO		
198516106 COLUMBIA SPORTSWEAR	28,327.	44,966.
20825C104 CONOCOPHILLIPS		
22025Y407 CORRECTIONS CORP OF	110,831.	118,210.
237194105 DARDEN RESTAURANTS I		
25746U109 DOMINION RES INC VA	44,306.	49,164.
26441C204 DUKE ENERGY HOLDING	48,533.	51,067.
278265103 EATON VANCE CORP COM	127,032.	170,219.

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
29265N108 ENERGEN CORP		
29266R108 ENERGIZER HOLDINGS I	108,870.	123,177.
32054K103 FIRST INDL RLTY TR I	111,369.	134,313.
372460105 GENUINE PARTS CO		
37733W105 GLAXOSMITHKLINE PLC	58,419.	60,331.
397624107 GREIF INC-CL A		
40414L109 HCP INC	50,423.	44,092.
41902R103 HATTERAS FINANCIAL C		
42217K106 HEALTH CARE REIT INC	53,401.	46,659.
423074103 HEINZ H J CO		
423452101 HELMERICH & PAYNE IN		
478160104 JOHNSON & JOHNSON	70,231.	74,188.
483548103 KAMAN CORPCOMMON	26,873.	30,989.
494368103 KIMBERLY CLARK CORP	31,107.	34,994.
49455U100 KINDER MORGAN MGMT L	28,155.	27,389.
50076Q106 KRAFT FOODS GROUP IN		
50077C106 KRATON PERFORMANCE P		
532457108 ELI LILLY & CO COM	65,667.	65,025.
535678106 LINEAR TECHNOLOGY CO		
544147101 LORILLARD INC	70,266.	82,608.
55262C100 MBIA INC	140,054.	155,471.
57686G105 MATSON INC.	65,902.	66,189.
580135101 MCDONALDS CORP	38,902.	39,782.
58933Y105 MERCK & CO INC NEW		
594793101 MICREL INC COM	22,469.	21,388.
636274300 NATIONAL GRID PLC AD	41,908.	47,357.
651587107 NEWMARKET CORP	177,028.	246,269.
67018T105 NU SKIN ENTERPRISES	55,797.	86,802.
679580100 OLD DOMINION FREIGHT	136,512.	201,052.

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DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
681919106 OMNICOM GROUP		
704326107 PAYCHEX INC	103,364.	120,472.
713448108 PEPSICO INC		
718172109 PHILIP MORRIS INTERN	82,310.	85,387.
74144T108 T ROWE PRICE GROUP I		
741511109 PRICESMART INC	115,965.	172,501.
742718109 PROCTER & GAMBLE CO	63,968.	67,163.
761713106 REYNOLDS AMERICAN IN		
767744105 RITCHIE BROS AUCTION	20,263.	23,297.
780259107 ROYAL DUTCH SHELL PL		
817565104 SERVICE CORP INTL	104,563.	135,739.
842587107 SOUTHERN CO		
864159108 STURM RUGER & CO INC	47,976.	66,877.
87612E106 TARGET CORP	99,126.	99,081.
879080109 TEJON RANCH CO	34,876.	45,031.
88033G407 TENET HEALTHCARE COR	134,556.	177,957.
882508104 TEXAS INSTRUMENTS IN		
89151E109 TOTAL S.A. - ADR	125,476.	141,840.
894650100 TREDEGAR CORPORATION	29,698.	45,145.
911312106 UNITED PARCEL SERVIC	61,614.	76,183.
92046N102 VALUECLICK INC	26,980.	31,269.
92343V104 VERIZON COMMUNICATIO	61,626.	63,882.
97381W104 WINDSTREAM CORP		
981475106 WORLD FUEL SERVICES	30,491.	31,636.
G3157S106 ENSCO PLC-CL A		
G62185106 MONTPELIER RE HOLDIN	29,529.	42,835.
H0023R105 ACE LIMITED		
001055102 AFLAC INC	71,176.	82,832.
008252108 AFFILIATED MANAGERS	76,680.	98,680.

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
018804104 ALLIANT TECHSYSTEMS	99,283.	123,262.
032095101 AMPHENOL CORP CL A	101,533.	118,431.
037411105 APACHE CORP	71,873.	74,338.
03748R101 APARTMENT INVT & MGM	65,062.	60,811.
037833100 APPLE INC	148,774.	182,332.
04314H709 ARTISAN MID CAP VALU	2,800,000.	2,842,105.
05523R107 BAE SYSTEMS PLC - AD	38,299.	40,860.
055262505 BASF AKTIENGESELLSCH	79,237.	97,011.
05545E209 BHP BILLITON PLC ADR	47,671.	50,938.
05946K101 BANCO BILBAO VIZCAYA	37,554.	47,417.
063671101 BANK MONTREAL QUE CO	57,091.	59,994.
064149107 BANK N S HALIFAX	53,546.	60,361.
088606108 BHP BILLITON LIMITED	43,964.	45,012.
097023105 BOEING CO	76,497.	98,955.
110448107 BRITISH AMERICAN TOB	80,413.	84,862.
112463104 BROOKDALE SR LIVING	23,616.	24,489.
115637209 BROWN FORMAN CORP CL	75,584.	83,505.
133131102 CAMDEN PPTY TR SH BE	56,263.	52,216.
14040H105 CAPITAL ONE FINANCIA	68,378.	81,973.
150870103 CELANESE CORP	55,444.	60,841.
189754104 COACH INC	72,531.	72,127.
229663109 CUBESMART	33,071.	31,912.
231021106 CUMMINS INC.	57,459.	61,322.
23317H102 DDR CORP	52,039.	51,490.
251542106 DEUTSCHE BOERSE AG A	34,133.	40,301.
25243Q205 DIAGEO PLC - ADR	101,483.	108,584.
254687106 WALT DISNEY CO	112,714.	132,936.
256746108 DOLLAR TREE INC	77,866.	74,869.
264411505 DUKE REALTY CORPORAT	32,395.	33,329.

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
26613Q106 DUPONT FABROS TECHNO	19,502.	21,275.
26852M105 EII INTERNATIONAL PR	2,469,699.	2,295,678.
268648102 E M C CORP MASS	51,752.	53,444.
26874R108 ENI SPA - ADR	61,033.	64,007.
26884U109 EPR PROPERTIES	49,595.	49,897.
294752100 EQUITY ONE INC	23,184.	24,684.
29476L107 EQUITY RESIDENTIAL P	72,900.	72,618.
297178105 ESSEX PPTY TR COM	68,885.	68,741.
30225T102 EXTRA SPACE STORAGE	47,721.	49,418.
313747206 FEDERAL RLTY INVT TR	41,193.	42,694.
375558103 GILEAD SCIENCES INC	71,256.	91,322.
38141G104 GOLDMAN SACHS GROUP	61,153.	68,245.
38259P508 GOOGLE INC	97,439.	123,278.
413838202 OAKMARK INTERNATIONA	3,000,000.	3,049,826.
413875105 HARRIS CORP DEL	35,282.	43,282.
418056107 HASBRO INC	70,428.	83,230.
459200101 INTERNATIONAL BUSINE	60,557.	57,209.
465717106 ITOCHU CORP-UNSPONSO	32,703.	34,930.
46625H100 JPMORGAN CHASE & CO	109,619.	121,054.
48020Q107 JONES LANG LASALLE I	21,809.	26,621.
4812A2389 JPMORGAN U.S. L/C CO	4,800,000.	4,890,139.
492051305 KEPPEL LTD ADR	29,847.	33,604.
49427F108 KILROY REALTY CORP C	35,409.	35,277.
500472303 PHILIPS ELECTRONICS	48,677.	50,723.
517942108 LASALLE HOTEL PROPER	17,438.	17,189.
539830109 LOCKHEED MARTIN CORP	74,273.	89,939.
55345K103 MRC GLOBAL INC	75,133.	76,230.
583334107 MEADWESTVACO CORP	122,564.	122,128.
58463J304 MEDICAL PPTYS TR INC	13,242.	13,882.

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DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
611740101 MONSTER BEVERAGE COR	52,362.	64,720.
654744408 NISSAN MOTOR CO., LT	32,111.	26,628.
680665205 OLIN CORP 1 COM & 1	78,549.	82,424.
68389X105 ORACLE CORPORATION	67,430.	76,137.
70509V100 PEBBLEBROOK HOTEL TR	49,357.	57,521.
709102107 PENNSYLVANIA REAL ES	18,649.	19,037.
717081103 PFIZER INC	87,815.	95,412.
74435K204 PRUDENTIAL PLC - ADR	60,174.	78,975.
744573106 PUBLIC SVC ENTERPRIS	40,671.	40,370.
751452202 RAMCO-GERSHENSON PPT	6,284.	6,878.
76131V202 RETAIL PROPERTIES OF	6,519.	6,093.
77954Q106 T ROWE PRICE BLUE CH	3,900,000.	4,358,952.
780259206 ROYAL DUTCH SHELL PL	75,019.	81,961.
78440X101 SL GREEN REALTY CORP	95,684.	101,618.
80105N105 SANOFI-ADR	33,469.	36,737.
804395101 SAUL CTRS INC COM	26,806.	29,258.
81721M109 SENIOR HOUSING PROP	22,935.	22,586.
828806109 SIMON PROPERTY GROUP	281,785.	295,038.
82929R304 SINGAPORE TELECOMMUN	42,687.	45,309.
86272T106 STRATEGIC HOTELS & R	30,986.	35,078.
86562M209 SUMITOMO TRUST AND B	52,462.	60,370.
867892101 SUNSTONE HOTEL INVS	31,973.	33,647.
87944W105 TELENOR ASA - ADR	36,779.	41,511.
87960M205 TELIASONERA AB-UNSPO	57,628.	66,386.
87969N204 TELSTRA CORP-ADR	37,226.	40,200.
88579Y101 3M CO	82,017.	101,681.
89155H256 TOUCHSTONE SMALL CAP	1,843,271.	2,040,661.
902641646 E-TRACS ALERIAN MLP	1,883,449.	1,941,573.
902973304 US BANCORP DEL NEW	78,594.	88,678.

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
904784709 UNILEVER N.V. - ADR	64,793.	68,994.
91324P102 UNITEDHEALTH GROUP I	103,638.	118,974.
92276F100 VENTAS INC COM	76,035.	71,371.
929042109 VORNADO REALTY TRUST	85,471.	92,963.
936793884 WASATCH EMERGING MKT	3,550,000.	3,433,075.
989825104 ZURICH INSURANCE GRO	48,494.	57,757.
G29183103 EATON CORP PLC	145,418.	167,464.
TOTALS	49,172,334.	54,922,381.

FORM 990PF, PART II - CORPORATE BONDS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
693390841 PIMCO HIGH YIELD		
693391104 PIMCO REAL RETURN		
693390551 PIMCO TOTAL RETURN		
94985D582 WELLS FARGO ADV INTL		
693315559 PIMCO EMERGING MRKT		
92934R769 CRM MID CAP VALUE		
26203E836 DREYFUS/THE BOSTON		
464287200 ISHARES S & P 500		
812A2207 JP MORGAN INTREPID		
589619105 MERIDIAN GROWTH		
626124242 MUNDER MIDCAP CORE		
780905451 ROYCE PREMIER FUND		
784924425 SSGA EMERGING MRTK		
04315J837 ARTIO INTERNATIONAL		
411511306 HARBOR INTERNATIONA		
CP RICHARD ELLIS REALTY TRUST		
61744J317 MORGAN STANLEY		
779919109 T ROWE PRICE REAL		
002824AW0 ABBOTT LABORATORIES		
06051GDX4 BANK OF AMERICA NA	51,608.	62,605.
06406HBE8 BANK OF NEW YORK MEL		
10138MAH8 PEPSI BOTTLING GROUP	84,824.	86,105.
144141DA3 PROGRESS ENERGY CARO	114,802.	112,623.
149123BM2 CATERPILLAR INC		
20825CAS3 CONOCOPHILLIPS	31,989.	32,108.
22546QAC1 SUISSE NEW YORK		
24422ERC5 JOHN DEERE CAPITAL	118,858.	118,706.
25468PCE4 WALT DISNEY COMPANY		
291011AT1 EMERSON ELECTRIC		

FORM 990PF, PART II - CORPORATE BONDS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
369550AK4 GENERAL DYNAMICS COR		
36962G3H5 GENERAL ELEC CAP COR	30,240.	34,128.
373334JP7 GEORGIA POWER COMPAN	59,846.	65,267.
38141GFM1 GOLDMAN SACHS GROUP	58,499.	63,067.
428236AQ6 HEWLETT-PACKARD CO		
459200BA8 IBM CORPORATION		
46625HHU7 JPMORGAN CHASE & CO	72,016.	79,503.
49328CAA3 KEY BANK NA		
589331AP2 MERCK & CO INC	63,017.	63,040.
59018YUW9 MERRILL LYNCH & CO		
594918AB0 MICROSOFT CORP		
61746SBR9 MORGAN STANLEY		
637432CU7 NATIONAL RURAL UTILS		
674599BZ7 OCCIDENTAL PETROLEUM		
717081DA8 PFIZER INC	49,938.	52,833.
74005PAV6 PRAXAIR INC		
742718DQ9 PROCTER & GAMBLE CO/		
78387GAL7 SBC COMMUNICATIONS	79,098.	88,286.
808513AD7 CHARLES SCHWAB CORP		
87612EAV8 TARGET CORP		
88579EAE5 3M COMPANY		
913017BR9 UNITED TECHNOLOGIES	73,270.	76,154.
931142CG6 WAL MART STORES INC	31,187.	33,734.
961214BK8 WESTPAC BANKING CORP	52,130.	55,482.
001055AJ1 AFLAC INC	78,772.	75,485.
369550AV0 GENERAL DYNAMICS COR	75,075.	72,669.
377373AC9 GLAXOSMITHKLINE CAPI	100,574.	100,045.
548661CW5 LOWE'S COMPANIES INC	76,085.	72,723.
637432MQ5 NATIONAL RURAL UTIL	75,659.	72,860.

FORM 990PF, PART II - CORPORATE BONDS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
693475AL9 PNC FINANCIAL SERVIC	76,259.	69,653.
89153VAC3 TOTAL CAPITAL INTL		
00130HBN4 AES CORPORATION		
00164VAC7 AMC NETWORKS INC		
00434NAA3 ACCESS MIDSTREAM PAR		
00928QAG6 AIRCASTLE LTD		
016745AL5 ALLBRITTON COMMUNICA		
02005NAL4 ALLY FINANCIAL INC		
02406PAL4 AMERICAN AXLE & MFG		
03070QAN1 AMERISTAR CASINOS IN		
038521AD2 ARAMARK SERVICES INC		
03938LAF1 ARCELORMITTAL		
043436AH7 ASBURY AUTOMOTIVE GR		
043436AK0 ASBURY AUTOMOTIVE GR		
053773AL1 AVIS BUDGET CAR RENT		
1248EPAS2 CCO HLDGS LLC/CAP CO		
1248EPAY9 CCO HLDGS LLC/CAP CO		
12543DAL4 CHS/COMMUNITY HEALTH		
12686CBB4 CABLEVISION SYSTEMS		
153527AG1 CENTRAL GARDEN & PET		
156700AS5 CENTURYLINK INC		
169905AD8 CHOICE HOTELS INTL		
17121EAD9 CHRYSLER GP/CG CO-IS		
221643AD1 COTT BEVERAGES INC		
226566AK3 CRICKET COMMUNICATIO		
254423AB2 DINEEQUITY INC		
25470XAE5 DISH DBS CORP		
25470XAJ4 DISH DBS CORP		
29382RAD9 ENTRAVISION COMMUNIC		

FORM 990PF, PART II - CORPORATE BONDS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
29444UAK2 EQUINIX INC		
31430QBB2 FELCOR LODGING LP		
319963AP9 FIRST DATA CORPORATI		
35906AAM0 FRONTIER COMMUNICATI		
36155WAH9 GCI INC		
36159RAC7 GEO GROUP INC/THE		
404121AE5 HCA INC		
404121AG0 HCA INC		
44107TAT3 HOST HOTELS & RESORT		
457030AG9 INGLES MARKETS INC		
45824TAG0 INTELSAT JACKSON HLD		
459745GH2 INTL LEASE FINANCE		
471109AD0 JARDEN CORP		
492914AS5 KEY ENERGY SERVICES		
52736RBB7 LEVI STRAUSS & CO		
552953AY7 MGM MIRAGE INC		
552953BB6 MGM MIRAGE INC		
552953CA7 MGM RESORTS INTL		
629377BN1 NRG ENERGY INC		
637004AC6 NATIONAL MONEY MART		
693656AA8 PVH CORP		
704549AH7 PEABODY ENERGY CORP		
726505AN0 PLAINS EXPLORATION		
75886AAD0 REGENCY ENERGY PARTN		
75886AAG3 REGENCY ENERGY PARTN		
780153AU6 ROYAL CARIBBEAN CRUI		
78108AAE4 RSC EQUIP RENT/RSC		
783764AR4 RYLAND GROUP		
78442FEL8 SLM CORP		

FORM 990PF, PART II - CORPORATE BONDS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
785583AF2 SABINE PASS LNG LP		
85205TAD2 SPIRIT AEROSYSTEMS		
852060AG7 SPRINT CAP CORP		
852061AS9 SPRINT NEXTEL CORP		
85375CBB6 STANDARD PACIFIC COR		
857555AP1 STATER BROTHERS HLDG		
864486AC9 SUBURBAN PROPANE PAR		
880779AY9 TEREX CORP		
896818AD3 TRIUMPH GROUP INC		
969457BU3 WILLIAMS COMPANIES		
97381WAU8 WINDSTREAM CORP		
03523TBA5 ANHEUSER-BUSCH INBEV	90,273.	88,485.
044820504 ASHMORE EMERG MKTS C	2,150,000.	2,123,089.
053807AP8 AVNET INC	76,089.	75,768.
084670BB3 BERKSHIRE HATHAWAY	103,528.	103,290.
172967GL9 CITIGROUP INC	47,862.	47,526.
205887BR2 CONAGRA FOODS INC	46,879.	46,422.
277911491 EATON VANCE FLOATING	3,475,000.	3,486,691.
315920702 FID ADV EMER MKTS IN	1,800,000.	1,658,988.
4812C0803 JPMORGAN HIGH YIELD	3,100,000.	3,045,041.
50076QAY2 KRAFT FOODS GROUP IN	51,370.	50,629.
565849AK2 MARATHON OIL CORP	46,579.	46,081.
61747WAF6 MORGAN STANLEY	56,826.	56,563.
61945CAC7 MOSAIC CO	50,011.	49,380.
693390791 PIMCO LOW DURATION I	1,915,000.	1,914,292.
693390882 PIMCO FOREIGN BD FD	992,507.	954,403.
74253Q416 PRINCIPAL PREFERRED	2,097,053.	1,905,298.
92343VBR4 VERIZON COMMUNICATIO	53,342.	53,685.

FORM 990PF, PART II - CORPORATE BONDS

DESCRIPTION		ENDING BOOK VALUE	ENDING FMV
	TOTALS	17,606,065.	17,192,707.

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	COST/ FMV C OR F	ENDING BOOK VALUE	ENDING FMV
BLUE TREND ASP FUND	C		
DORCHESTER CAPITAL INTERN;	C		
GRAHAM ALTERNATIVE INVESTMENT	C		
GRE II ASP FUND (TAXABLE)	C		
GRESHAM COMMODITIES II	C		
K2 OVERSEAS LONG SHORT ASP	C		
MESIROW INSTITUTIONAL MULTI	C		
PINEHURST INSTITUTIONAL	C		
RICI LINKED PAM TOTAL INDEX	C		
SELECTINVEST INSTITUTIONAL ARV	C		
SIGULER GUFF BRIC OPPOR.	C		
SIGULER GUFF BRIC OPPOR.	C		
123998007 CHAMBERS STREET PROP	C		
693390551 PIMCO TOTAL RETN FD	C		
693390841 PIMCO HIGH YIELD FD-	C		
693391104 PIMCO REAL RETURN FU	C		
693391559 PIMCO EMERG MKTS BD-	C		
70299RF16 PARTNERS GROUP PRIV	C	800,000.	999,537.
BLT991225 BLUE TREND ASP FUND	C		
DCI992405 DORCHESTER CAP INTL	C		
GAI992208 GRAHAM ALT INVEST II	C		
GRE992304 GRE II ASP (TAXABLE)	C		
GSH996227 GRESHAM COMMODITIES	C		
GTY995004 ASGI AGILITY INCOME	C	4,539,734.	4,576,278.
K2O992204 K2 OVRSEAS LNG SHORT	C		
MIM992019 MESIROW INST MLT-STR	C		
RCI991006 RICI LINKED PAM TOTA	C		
RTO992224 PINEHURST INST TRANS	C		
SGL993313 SIGULER GUFF BRIC OP	C		

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	COST/ FMV C OR F	ENDING BOOK VALUE	ENDING FMV
SGL999WH3 SIGULER GUF BRIC OPP	C		
SLI994108 SELECTINVEST INST AR	C		
277911491 EATON VANCE FLOATING	C		
693390882 PIMCO FOREIGN BD FD	C		
722005220 PIMCO FOREIGN BOND (	C		
72201F516 PIMCO EMERGING LOCAL	C		
74253Q416 PRINCIPAL PREFERRED	C		
3133XEX79 FED HOME LN BK	C	178,557.	176,838.
879080133 TEJON RANCH CO	C		994.
DCI993007 DORCHESTER CAP INTL	C	3,142,738.	3,861,887.
GRE992312 GRE II ASP FUND CLAS	C	3,300,000.	2,696,240.
MIM992209 MESIROW INST MLT-STR	C	2,238,237.	2,524,048.
RTO993339 PINEHURST INST TRANS	C	3,232,772.	3,291,831.
SGL994444 SIGULER GUFF BRIC OP	C	2,616,601.	2,535,027.
SKY990RF9 SKYBRIDGE MULTI-ADVI	C	1,000,000.	1,045,868.
TOTALS		21,048,639.	21,708,548.

THE CARLOS & MARGUERITE MASON FDN 58-1996431

FORM 990PF, PART II - OTHER ASSETS

DESCRIPTION
61746WXN5 MORGAN STANLEY DEAN
3133XEX79 FED HOME LN BK
TOTALS

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

DESCRIPTION	AMOUNT
MUTUAL FUND TAX EFFECTIVE DATE BEFORE TYE	23,901.
MUTUAL FUND DEFERRED INCOME	2,598.
ACCD INTEREST POSTING PRIOR YEAR EFFECTIVE CURRENT YEAR	13,511.
SALES WITH GAIN POSTING CURRENT YEAR EFFECTIVE PRIOR YR	1,220.
COMMON TRUST FUND ADJUSTMENT	64,685.
ROUNDING	52.
COST ADJUSTMENTS ON SALE OF PARTNERSHIPS	376,649.
TOTAL	482,616.

FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES

DESCRIPTION	AMOUNT
MUTUAL FUND TAX EFFECTIVE DATE AFTER TYE	51,099.
ROC/OTHER TAX COST ADJUSTMENTS	31,934.
WASH SALES DISALLOWED	795.
ACCD INTEREST PAID CURRENT YEAR EFFECTIVE NEXT YEAR	4,056.
SALES WITH GAIN POSTING NEXT YEAR EFFECTIVE CURRENT YR	831,526.
SALES WITH LOSS POSTING CURRENT YEAR EFFECTIVE PRIOR YR	190.
TOTAL	919,600.

GAINS AND LOSSES FROM PASS-THRU ENTITIES

NET SHORT-TERM GAIN (LOSS) FROM PARTNERSHIPS, S CORPORATIONS AND OTHER FIDUCIARIES

COMMON TRUST FUNDS	-100,156.00	
TOTAL NET SHORT-TERM GAIN OR LOSS (ROUNDED)		-100,156.00

NET LONG-TERM GAIN (LOSS) FROM PARTNERSHIPS, S CORPORATIONS AND OTHER FIDUCIARIES

COMMON TRUST FUNDS	166,249.00	
TOTAL NET LONG-TERM GAIN OR LOSS (ROUNDED)		166,249.00

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

OFFICER NAME:
WELLS FARGO BANK NA
ADDRESS:
1525 WEST WT HARRIS BLVD
CHARLOTTE, NC 28288-1114
TITLE:
Trustee
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 40
COMPENSATION .... 558,381.

OFFICER NAME:
George W P Atkins
ADDRESS:
c/o Wells Fargo Bank
Atlanta, GA 30303
TITLE:
Chairman/Adv Comm
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 40
COMPENSATION .... 35,000.

OFFICER NAME:
Alice Sheets
ADDRESS:
c/o Wells Fargo Bank
Atlanta, GA 30303
TITLE:
Advisory Committee
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 40

OFFICER NAME:
John Libby
ADDRESS:
c/o Wells Fargo Bank
Atlanta, GA 30303
TITLE:
Advisory Committee
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 4

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

OFFICER NAME:
Joyce Yamaato
ADDRESS:
c/o Wells Fargo Bank
Atlanta, GA 30303
TITLE:
Advisory Committee
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 40

OFFICER NAME:
Carol Hoffman
ADDRESS:
c/o Wells Fargo Bank
Atlanta, GA 30303
TITLE:
Advisory Committee
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 40

TOTAL COMPENSATION: 593,381.

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RECIPIENT NAME:
C/O WELLS FARGO PHILANTHROPIC SERVICES
ADDRESS:
1 W 4TH STREET D4000-062
WINSTON-SALEM, NC 27101
RECIPIENT'S PHONE NUMBER: 888-234-1999
FORM, INFORMATION AND MATERIALS:
INFORMATION AT WWW.WELLSFARGO.COM/PRIVATEFOUNDATIONGRANTS/MASON.
THE TRUSTEE DOES NOT REQUIRE A FORMAL APPLICATION, BUT REQUESTS
SUBMITTING A PROPOSAL DETAILING THE PROJECT OR PROGRAM.
SUBMISSION DEADLINES:
APPLICATIONS MUST BE POSTMARKED OR HAND
DELIVERED TOT THE TRUSTEE'S OFFICE BY JUNE 1.
RESTRICTIONS OR LIMITATIONS ON AWARDS:
FINANCIAL SUPPORT TO PERSONS OR ORGANIZATIONS
IN GEORGIA ASSOCIATED WITH TRANSPLANTATION OF
EYES, KIDNEYS, HEARTS, AND OTHER HUMAN ORGANS.

THE CARLOS & MARGUERITE MASON FDN 58-1996431

FORM 990-PF, PART XVI-A - ANALYSIS OF OTHER REVENUE

DESCRIPTION		AMOUNT	RELATED OR EXEMPT FUNCTION INCOME
PRTNRSHIP RCPTS	1	227,550.	
MUTUAL FUND INCOME	14	48,276.	
FORGN TAX RECLAIM	1	27.	
PNRSHIP FEE REBATE	1	6,507.	
2012 GRANT RECOVER	1	332.	

Cert Mail Num - Fed	Account	Name	Tax ID	Tax Due - 990PF	Tax Due	Over Payment	Tax Due - 990T	Prep Code
7006 2760 0002 3331 9988	3013000475	THE CARLOS & MARGUERITE MASON FDN	58-1996431	0 00	0 00	12710 00	0 00	485
7006 2760 0002 3331 9988	66757900	WHEELER FOUNDATION - AGY - MAIN	87-0503163	0 00	0 00	7857 00	0 00	501