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Return of Private Foundation

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

2013

Department of the Treasury
Internal Revenue Service

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

Open to Public Inspection

For calendar year 2013 or tax year beginning , and ending

Name of foundation THE CANSECO FOUNDATION		A Employer identification number 74-2802328
Number and street (or P O box number if mail is not delivered to street address) C/O JORGE CANSECO 601 ELIZABETH ROAD	Room/suite	B Telephone number 210-829-8359
City or town, state or province, country, and ZIP or foreign postal code SAN ANTONIO, TX 78209-6134		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 1,847,675.	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses <small>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))</small>		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received				N/A	
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments		86.	86.		STATEMENT 1
4 Dividends and interest from securities		44,858.	44,858.		STATEMENT 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		38,814.			
b Gross sales price for all assets on line 6a 219,614.					
7 Capital gain net income (from Part IV, line 2)			38,814.		
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)					
11 Other income					
12 Total. Add lines 1 through 11		83,758.	83,758.		
13 Compensation of officers, directors, trustees, etc		0.	0.		0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees		2,320.	1,820.		500.
c Other professional fees		14,073.	14,073.		0.
17 Interest		17.	17.		0.
18 Taxes		457.	708.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses		324.	324.		0.
24 Total operating and administrative expenses. Add lines 13 through 23		17,191.	16,942.		500.
25 Contributions, gifts, grants paid		100,000.			100,000.
26 Total expenses and disbursements. Add lines 24 and 25		117,191.	16,942.		100,500.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		-33,433.			
b Net investment income (if negative, enter -0-)			66,816.		
c Adjusted net income (if negative, enter -0-)				N/A	

CANNED JUL Operating and Administrative Expenses

STMT 3
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 STMT 5
 OGDEN, UT
 STMT 6

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		
		Beginning of year (a) Book Value	End of year (b) Book Value (c) Fair Market Value	
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	55,601.	68,477.	68,477.
	3 Accounts receivable ▶ 495.			
	Less: allowance for doubtful accounts ▶	1,946.	495.	
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock STMT 7	735,144.	719,646.	871,548.
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment basis ▶			
Less accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other STMT 8	904,935.	875,575.	907,650.	
14 Land, buildings, and equipment: basis ▶				
Less accumulated depreciation ▶				
15 Other assets (describe ▶)				
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item 1)	1,697,626.	1,664,193.	1,847,675.	
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			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>			
	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 ▶ <input checked="" type="checkbox"/>			
	and complete lines 27 through 31			
	27 Capital stock, trust principal, or current funds	1,584,512.	1,584,512.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
29 Retained earnings, accumulated income, endowment, or other funds	113,114.	79,681.		
30 Total net assets or fund balances	1,697,626.	1,664,193.		
31 Total liabilities and net assets/fund balances	1,697,626.	1,664,193.		

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	1,697,626.
2 Enter amount from Part I, line 27a	2	-33,433.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	1,664,193.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	1,664,193.

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 THRU RBC CAPITAL MKTS #313-52470 - ST	P		
b THRU RBC CAPITAL MKTS #313-52470 - LT	P		
c CAPITAL GAINS DIVIDENDS			
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 15,500.		13,725.	1,775.
b 190,259.		167,075.	23,184.
c 13,855.			13,855.
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			1,775.
b			23,184.
c			13,855.
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	38,814.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6); If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8	3	N/A

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	100,082.	1,707,127.	.058626
2011	100,127.	1,699,302.	.058922
2010	90,099.	1,732,227.	.052013
2009	93,045.	1,570,001.	.059264
2008	105,903.	1,876,340.	.056441

2 Total of line 1, column (d)	2	.285266
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	.057053
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	1,782,146.
5 Multiply line 4 by line 3	5	101,677.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	668.
7 Add lines 5 and 6	7	102,345.
8 Enter qualifying distributions from Part XII, line 4	8	100,500.

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 <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b		1	1,336.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	1,336.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 Tax based on investment income Subtract line 4 from line 3. If zero or less, enter -0-		5	1,336.
6 Credits/Payments:			
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a		
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c	1,345.	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	1,345.	
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	9.	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	0.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		
11 Enter the amount of line 10 to be: Credited to 2014 estimated tax <input type="checkbox"/> Refunded <input checked="" type="checkbox"/>	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?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. $\$$ 0. (2) On foundation managers. $\$$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. $\$$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities	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) <u>TX</u>		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	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

N/A

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ <u>N/A</u>	13	X	
14	The books are in care of ▶ <u>JORGE E. CANSECO</u> Telephone no. ▶ <u>210-829-8359</u> Located at ▶ <u>601 ELIZABETH ROAD, SAN ANTONIO, TX</u> ZIP+4 ▶ <u>78209-6134</u>			
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 <u>N/A</u>			
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ▶	16	Yes	No X

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.		Yes	No
1a	During the year did the foundation (either directly or indirectly):		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here <u>N/A</u> ▶ <input type="checkbox"/>	1b	
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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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.) <u>N/A</u>	2b	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ▶ _____, _____, _____, _____		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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) <u>N/A</u>	3b	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?	4b	X

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

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

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

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? Yes No
 Organizations relying on a current notice regarding disaster assistance check here N/A

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? Yes No
 If "Yes," attach the statement required by Regulations section 53.4945-5(d). N/A

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? Yes No
 If "Yes" to 6b, file Form 8870 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? Yes No
 7b N/A

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

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

(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 9		0.	0.	0.

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

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

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

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

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

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

Total number of others receiving over \$50,000 for professional services ▶ 0

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	

Total. Add lines 1 through 3 ▶ 0.

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

1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:			
a	Average monthly fair market value of securities	1a	1,744,936.
b	Average of monthly cash balances	1b	64,349.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	1,809,285.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	1,809,285.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	27,139.
5	Net value of noncharitable-use assets Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,782,146.
6	Minimum investment return Enter 5% of line 5	6	89,107.

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	89,107.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	1,336.
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	1,336.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	87,771.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	87,771.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	87,771.

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	100,500.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3 Amounts set aside for specific charitable projects that satisfy the:			
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	100,500.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	100,500.

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

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				87,771.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			41,045.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2013:				
a From 2008				
b From 2009				
c From 2010				
d From 2011				
e From 2012				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2013 from Part XII, line 4: ▶ \$ 100,500.				
a Applied to 2012, but not more than line 2a			41,045.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2013 distributable amount				59,455.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:	0.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
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		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2012. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				28,316.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2009				
b Excess from 2010				
c Excess from 2011				
d Excess from 2012				
e Excess from 2013				

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

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

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

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

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

1 Information Regarding Foundation Managers:
a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000). (See section 507(d)(2).)
NONE

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest.
NONE

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

a The name, address, and telephone number or e-mail address of the person to whom applications should be addressed:
JORGE E. CANSECO, 210-829-8359
601 ELIZABETH RD, SAN ANTONIO, TX 78209-6134

b The form in which applications should be submitted and information and materials they should include:
SEE "GRANT APPLICATION FORM" ATTACHED

c Any submission deadlines:
THE DEADLINE FOR APPLICATION IS APRIL 30TH OF EACH YEAR

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors:
PRIMARILY FOCUSED ON EDUCATION PROGRAMS LOCATED IN THE LAREDO, WEBB COUNTY, TEXAS AREA (SEE "GRANT GUIDELINES" ATTACHED)

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
MERCY MINISTRIES - CASA DE MISERICORDIA P.O. BOX 430175 LAREDO, TX 78043	N/A	PUBLIC	CHILDREN'S ADVOCATE	25,000.
MERCY MINISTRIES OF LAREDO P.O. BOX 430169 LAREDO, TX 78043	N/A	PUBLIC	SPECIALTY CARE AND SURGICAL ASSISTANCE	25,000.
TEXAS A&M INTNL UNIVERSITY 5201 UNIVERSITY BLVD LAREDO, TX 78041	N/A	PUBLIC	CANSECO MEMORIAL NURSING SCHOLARSHIP FUND	25,000.
UNIVERSITY OF TEXAS HEALTH SCIENCE CENTER 7703 FLOYD CURL DRIVE SAN ANTONIO, TX 78229	N/A	PUBLIC	PRESIDENT'S ENDOWED SCHOLARSHIP IN ORAL HEALTH	25,000.
Total				100,000.
b Approved for future payment				
NONE				
Total				0.

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

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
FROST NATIONAL BANK	3.	3.	
RBC CAPITAL MARKETS, LLC	5.	5.	
RBC CAPITAL MARKETS, LLC	78.	78.	
TOTAL TO PART I, LINE 3	86.	86.	

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
RBC CAPITAL MARKETS, LLC	58,713.	13,855.	44,858.	44,858.	
TO PART I, LINE 4	58,713.	13,855.	44,858.	44,858.	

FORM 990-PF ACCOUNTING FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LANGE, POTEET & CO FOR PREPARATION OF FORM 990-PF	500.	0.		500.
LANGE, POTEET & CO FOR BOOKKEEPING SERVICES	1,820.	1,820.		0.
TO FORM 990-PF, PG 1, LN 16B	2,320.	1,820.		500.

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT 4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
RBC CAPITAL MKTS, LLC FOR CONSULTING RE:INVESTMENTS	14,073.	14,073.		0.
TO FORM 990-PF, PG 1, LN 16C	14,073.	14,073.		0.

FORM 990-PF	TAXES			STATEMENT 5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES WITHHELD ON DIVIDENDS	708.	708.		0.
2012 EXCISE TAX PAID WITH FORM 990-PF	18.	0.		0.
2010 EXCISE TAX REFUND FORM 990-PF	-269.	0.		0.
TO FORM 990-PF, PG 1, LN 18	457.	708.		0.

FORM 990-PF	OTHER EXPENSES			STATEMENT 6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BANK CHARGES	88.	88.		0.
INVESTMENT EXPENSES	236.	236.		0.
TO FORM 990-PF, PG 1, LN 23	324.	324.		0.

FORM 990-PF	CORPORATE STOCK	STATEMENT 7	
DESCRIPTION		BOOK VALUE	FAIR MARKET VALUE
US EQUITIES - SEE DETAIL		456,165.	596,279.
INTERNATIONAL EQUITIES - SEE DETAIL		263,481.	275,269.
TOTAL TO FORM 990-PF, PART II, LINE 10B		719,646.	871,548.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT 8	
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
TAXABLE FIXED INCOME - SEE DETAIL	COST	458,142.	459,607.
MIXED ASSETS - SEE DETAIL	COST	282,445.	305,109.
OTHER ASSETS - SEE DETAIL	COST	134,988.	142,934.
TOTAL TO FORM 990-PF, PART II, LINE 13		875,575.	907,650.

FORM 990-PF

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

STATEMENT 9

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
PATRICIA CANSECO BRUCE 820 HUNTINGTON CIRCLE PASADENA, CA 91106	PRESIDENT/DIRECTOR 0.10	0.	0.	0.
CARLOS M. CANSECO P.O. BOX 881480 STEAMBOAT SPRINGS, CO 80488	VICE-PRESIDENT/DIR. 0.10	0.	0.	0.
FRANCISCO R. CANSECO 19 JACKSON COURT SAN ANTONIO, TX 78230	SECRETARY/DIRECTOR 0.10	0.	0.	0.
JORGE E. CANSECO 601 ELIZABETH ROAD SAN ANTONIO, TX 78209	TREASURER/DIRECTOR 0.10	0.	0.	0.
CONSUELO CANSECO MEEHAN 315 MILLWOOD ROAD CHAPPAQUA, NY 10514	DIRECTOR 0.10	0.	0.	0.
CECILIA CANSECO KECK 303 STRATFORD LANE LAREDO, TX 78041	DIRECTOR 0.10	0.	0.	0.
MARGARITA CANSECO KONITNY 6707 EAST FREMONT PLACE ENGLEWOOD, CO 80112	DIRECTOR 0.10	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.

Application for Extension of Time To File an Exempt Organization Return

Department of the Treasury
Internal Revenue Service

▶ File a separate application for each return.
▶ Information about Form 8868 and its instructions is at www.irs.gov/form8868.

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box
- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form).

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868

Electronic filing (e-file). You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit www.irs.gov/efile and click on *e-file for Charities & Nonprofits*

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete Part I only

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

	Name of exempt organization or other filer, see instructions	Enter filer's identifying number
Type or print	THE CANSECO FOUNDATION	Employer identification number (EIN) or 74-2802328
File by the due date for filing your return. See instructions	Number, street, and room or suite no. If a P.O. box, see instructions C/O JORGE CANSECO 601 ELIZABETH ROAD	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. SAN ANTONIO, TX 78209-6134	

Enter the Return code for the return that this application is for (file a separate application for each return)

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720 (other than individual)	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

COPY

JORGE E. CANSECO

- The books are in the care of ▶ **601 ELIZABETH ROAD - SAN ANTONIO, TX 78209-6134**
Telephone No ▶ **210-829-8359** Fax No ▶ _____

- If the organization does not have an office or place of business in the United States, check this box
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____. If this is for the whole group, check this box . If it is for part of the group, check this box and attach a list with the names and EINs of all members the extension is for.

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until **AUGUST 15, 2014** to file the exempt organization return for the organization named above. The extension is for the organization's return for:
▶ calendar year **2013** or
▶ tax year beginning _____, and ending _____

2 If the tax year entered in line 1 is for less than 12 months, check reason: Initial return Final return
 Change in accounting period

3a If this application is for Forms 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	\$	1,345.
b If this application is for Forms 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit	3b	\$	0.
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	\$	1,345.

Caution. If you are going to make an electronic funds withdrawal (direct debit) with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.

ASSET DETAIL

The Estimated Annualized Income ("EAI") for certain securities could include a return of principal or capital gains, in which case EAI depicted on this account statement would be overstated. EAI is only an estimate of income generated by the investment and the actual income may be higher or lower. In the event the investment matures, is sold or called, the full EAI may not be realized.

* The Unrealized Gain/Loss may not reflect your investments' total return. Specifically, the net cost may include dividend and capital gains distributions which have been reinvested. Additionally, the information that appears in these columns may be based on information provided by you or at your direction. RBC has not verified such data. Please see "About Your Statement" on page 2 for further information.

Your Financial Advisor has elected to display Asset Detail with the following options: asset purchases (tax lots) consolidated

RBC-BANK DEPOSIT PROGRAM

Deposits in the RBC Bank Deposit Program, with the exception of amounts classified as "Pending Deposits," are held by the Program Banks, not RBC Capital Markets. They are not covered by SIPC. Balances classified as "Pending Deposits" are scheduled to be deposited in the Program Banks on the business day following the statement date and thus, these deposits are covered by SIPC until such time as they are deposited in the Program Banks. Deposit information is included on this statement solely as a service to our clients. All balance and transaction information is provided by the Program Banks. RBC Capital Markets is not responsible for the accuracy of this information. Deposits are insured by the Federal Deposit Insurance Corporation (FDIC) up to \$250,000 per depositor at each bank subject to certain limitations. This means that your funds in excess of \$250,000 in the same insurable capacity at any single Program Bank are not insured. FDIC insurance coverage amounts are subject to the combined total of all deposits at a specific Program Bank including deposits held by the Program Bank outside of this account. Please refer to the RBC Bank Deposit Program Disclosure Statement and our website at www.rbcwmconnect.com for more details, including the current aggregate FDIC deposit insurance amount available through the Program. For questions concerning bank balances, please contact your Financial Advisor.

DESCRIPTION	BANK BALANCE	CURRENT BALANCE	PREVIOUS YEAR-END STATEMENT BALANCE	YTD INCOME
RBC BANK DEPOSIT PROGRAM NOT SIPC COVERED		\$59,306.58	\$52,361.82	\$5.41

DEPOSITS ARE HELD AT
Citizens Bank Providence, RI

TOTAL RBC BANK DEPOSIT PROGRAM \$59,306.58 \$5,41

CASH AND MONEY MARKET

DESCRIPTION	SYMBOL/CUSIP	QUANTITY	MARKET PRICE	CURRENT MARKET VALUE	PREVIOUS YEAR-END STATEMENT MARKET VALUE
CASH				\$1,594.95	
TOTAL CASH AND MONEY MARKET				\$1,594.95	

US EQUITIES

DESCRIPTION	SYMBOL/CUSIP	QUANTITY	MARKET PRICE	MARKET VALUE	NET COST *	UNREALIZED GAIN/LOSS *	ESTIMATED ANNUALIZED INCOME
ABBOTT LABORATORIES	ABT	99,000	\$38.330	\$3,794.67	\$3,796.64	-\$1.97	\$87.12
ADVISORS INNER CIRCLE CHAMPLAIN SMALL CO FD	CIPSX	5,077.570	\$16.810	\$85,353.95	\$79,556.44	\$5,797.51	-
AGILENT TECHNOLOGIES INC	A	64,000	\$57.190	\$3,660.16	\$2,462.68	\$1,197.48	\$33.79
ALCOA INC	AA	343,000	\$10.630	\$3,646.09	\$3,080.40	\$565.69	\$41.15
ALLSTATE CORP	ALL	72,000	\$54.540	\$3,926.88	\$2,226.34	\$1,700.54	\$72.00
AMERICAN EXPRESS COMPANY	AXP	128,000	\$90.730	\$11,613.44	\$6,925.01	\$4,688.43	\$117.76



Account number:
313-52470
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**RBC TOTAL PORTFOLIO
ACCOUNT STATEMENT
2013 ANNUAL STATEMENT
DUPLICATE COPY**

RBC Wealth Management



A division of RBC Capital Markets, LLC, Member NYSE/FINRA/SIPC.

**US EQUITIES
(continued)**

DESCRIPTION	SYMBOL/CUSIP	QUANTITY	MARKET PRICE	MARKET VALUE	NET COST *	UNREALIZED GAIN/LOSS *	ESTIMATED ANNUALIZED INCOME
AMERICAN INTERNATIONAL GROUP INC	AIG	83.000	\$51.050	\$4,237.15	\$3,290.83	\$946.32	\$33.20
AMERISOURCEBERGEN CORP	ABC	108.000	\$70.310	\$7,593.48	\$4,518.92	\$3,074.56	\$101.52
ANALOG DEVICES INC	ADI	46.000	\$50.930	\$2,342.78	\$1,843.22	\$499.56	\$62.56
APACHE CORP	APA	45.000	\$85.940	\$3,867.30	\$5,569.65	-\$1,702.35	\$36.00
APPLE INC	AAPL	42.000	\$561.020	\$23,562.84	\$16,210.38	\$7,352.46	\$512.40
APPLIED MATERIALS INC	AMAT	96.000	\$17.680	\$1,697.28	\$1,535.00	\$162.28	\$38.40
AT&T INC	T	101.000	\$35.160	\$3,551.16	\$3,213.80	\$337.36	\$185.84
AVERY DENNISON CORP	AVY	42.000	\$50.190	\$2,107.98	\$1,651.59	\$456.39	\$48.72
BABCOCK & WILCOX CO	BWC	85.000	\$34.190	\$2,906.15	\$2,360.23	\$545.92	\$34.00
BANK NEW YORK MELLON CORP	BK	116.000	\$34.940	\$4,053.04	\$4,241.06	-\$188.02	\$69.60
BAXTER INTERNATIONAL INC	BAX	72.000	\$69.550	\$5,007.60	\$4,306.22	\$701.38	\$141.12
BERKSHIRE HATHAWAY INC DEL CL B	BRKB	114.000	\$118.560	\$13,515.84	\$8,964.88	\$4,550.96	\$37.00
BORG WARNER AUTOMOTIVE INC	BWA	74.000	\$55.910	\$4,137.34	\$2,310.70	\$1,826.64	\$37.00
BOSTON SCIENTIFIC CORP	BSX	292.000	\$12.020	\$3,509.84	\$1,893.60	\$1,616.24	\$93.24
BROADRIDGE FINANCIAL SOLUTIONS INC	BR	111.000	\$39.520	\$4,386.72	\$2,799.02	\$1,587.70	\$33.60
CABLEVISION SYSTEMS CORP-CL A CABLEVISION NY GROUP COM	CVC	56.000	\$17.930	\$1,004.08	\$1,122.09	-\$118.01	\$33.12
CBS CORP CLASS B	CBS	69.000	\$63.740	\$4,398.06	\$2,252.78	\$2,145.28	\$236.00
CHEVRON CORPORATION	CVX	59.000	\$124.910	\$7,369.69	\$6,129.51	\$1,240.18	\$66.88
CHUBB CORP	CB	38.000	\$96.630	\$3,671.94	\$2,389.82	\$1,282.12	\$71.00
CINEMARK HLDGS INC	CNK	71.000	\$33.330	\$2,366.43	\$2,100.13	\$266.30	\$102.68
CISCO SYSTEMS INC	CSCO	151.000	\$22.430	\$3,386.93	\$3,797.65	-\$410.72	\$72.00
CLOROX CO	CLX	25.000	\$92.760	\$2,319.00	\$1,704.50	\$614.50	\$199.80
COACH INC	COH	148.000	\$56.130	\$8,307.24	\$8,094.35	\$212.89	\$5,661.00
COGNIZANT TECHNOLOGY SOLUTIONS CORP-CL A	CTSH	142.000	\$100.980	\$14,339.16	\$8,678.16	\$5,661.00	\$157.32
CONOCOPHILLIPS	COP	57.000	\$70.650	\$4,027.05	\$3,328.11	\$698.94	\$172.50
CUMMINS INC	CMI	69.000	\$140.970	\$9,726.93	\$6,682.53	\$3,044.40	\$87.72
DEERE & CO	DE	43.000	\$91.330	\$3,927.19	\$3,218.51	\$708.68	

US EQUITIES
(continued)

DESCRIPTION	SYMBOL/CUSIP	QUANTITY	MARKET PRICE	MARKET VALUE	NET COST *	UNREALIZED GAIN/LOSS *	ESTIMATED ANNUALIZED INCOME
DIEBOLD INC	DBD	48,000	\$33.010	\$1,584.48	\$1,468.91	\$115.57	\$55.20
DOVER CORP	DOV	67,000	\$96.540	\$6,468.18	\$4,633.72	\$1,834.46	\$100.50
DUKE ENERGY CORPORATION HOLDING COMPANY	DUK	33,000	\$69.010	\$2,277.33	\$1,839.04	\$438.29	\$102.96
EBAY, INC.	EBAY	78,000	\$54.865	\$4,279.47	\$2,571.47	\$1,708.00	
EMC CORP-MASS	EMC	605,000	\$25.150	\$15,215.75	\$14,814.76	\$400.99	\$242.00
ENERGY CORP NEW	ETR	21,000	\$63.270	\$1,328.67	\$1,434.72	-\$106.05	\$69.72
EXELON CORPORATION	EXC	1,000	\$27.390	\$27.39	\$42.32	-\$14.93	\$1.24
EXPRESS SCRIPTS HOLDING COMPANY	ESRX	221,000	\$70.240	\$15,523.04	\$10,431.66	\$5,091.38	
FIRST AMERICAN FINANCIAL CORPORATION	FAF	131,000	\$28.200	\$3,694.20	\$2,309.17	\$1,385.03	\$62.88
FREEMONT MCMORAN COPPER & GOLD INC	FCX	127,000	\$37.740	\$4,792.98	\$5,693.67	-\$900.69	\$158.75
GENERAL ELECTRIC CO	GE	328,000	\$28.030	\$9,193.84	\$9,966.31	-\$772.47	\$288.64
GENUINE PARTS CO	GPC	36,000	\$83.190	\$2,994.84	\$1,993.32	\$1,001.52	\$77.40
GILEAD SCIENCES INC	GILD	93,000	\$75.100	\$6,984.30	\$1,946.44	\$5,037.86	
GOLDMAN SACHS GROUP INC	GS	24,000	\$177.260	\$4,254.24	\$3,137.52	\$1,116.72	\$52.80
GOOGLE INC CL A	GOOG	10,000	\$1,120.710	\$11,207.10	\$5,552.63	\$5,654.47	
HAEMONETICS CORP-MASS	HAE	50,000	\$42.130	\$2,106.50	\$1,639.00	\$467.50	
HALLIBURTON COMPANY	HAL	85,000	\$50.750	\$4,313.75	\$2,972.94	\$1,340.81	\$51.00
HASBRO INC	HAS	48,000	\$55.010	\$2,640.48	\$2,165.28	\$475.20	\$76.80
HESS CORPORATION	HES	73,000	\$83.000	\$6,059.00	\$3,980.46	\$2,078.54	\$73.00
HONEYWELL INTL INC	HON	58,000	\$91.370	\$5,299.46	\$3,493.92	\$1,805.54	\$104.40
INTEL CORP	INTC	195,000	\$25.955	\$5,061.23	\$4,423.01	\$638.22	\$175.50
ITC HOLDINGS CORP	ITC	17,000	\$95.820	\$1,628.94	\$1,311.95	\$316.99	\$28.90
JANUS CAPITAL GROUP INC	JNS	159,000	\$12.370	\$1,966.83	\$1,452.68	\$514.15	\$44.52
JPMORGAN CHASE & CO	JPM	147,000	\$58.480	\$8,596.56	\$7,175.26	\$1,421.30	\$223.44
KOHL'S CORP	KSS	100,000	\$56.750	\$5,675.00	\$4,954.45	\$720.55	\$140.00
LEIDOS HOLDINGS INC COM	LDOS	43,000	\$46.490	\$1,999.07	\$1,645.13	\$353.94	\$55.04
M & T BANK CORP	MTB	124,000	\$116.420	\$14,436.08	\$13,218.82	\$1,217.26	\$347.20



Account number:
313-52470
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**RBC TOTAL PORTFOLIO
ACCOUNT STATEMENT
2013 ANNUAL STATEMENT
DUPLICATE COPY**

RBC Wealth Management



A Division of RBC Capital Markets, LLC, Member NYSE/FINRA/SIPC.

**US EQUITIES
(continued)**

DESCRIPTION	SYMBOL/CUSIP	QUANTITY	MARKET PRICE	MARKET VALUE	NET COST *	UNREALIZED GAIN/LOSS *	ESTIMATED ANNUALIZED INCOME
MATTEL INC	MAT	90.000	\$47.580	\$4,282.20	\$2,518.11	\$1,764.09	\$129.60
MCKESSON CORP	MCK	29.000	\$161.400	\$4,680.60	\$2,444.12	\$2,236.48	\$27.84
MICROSOFT CORP	MSFT	104.000	\$37.410	\$3,890.64	\$2,691.95	\$1,198.69	\$116.48
MONSTER BEVERAGE CORP	MNST	75.000	\$67.770	\$5,082.75	\$3,466.79	\$1,615.96	
NATIONAL FUEL GAS CO	NFG	47.000	\$71.400	\$3,355.80	\$2,688.34	\$667.46	\$70.50
NATIONAL-OILWELL VARCO INC	NOV	62.000	\$79.530	\$4,930.86	\$3,635.02	\$1,295.84	\$64.48
NEW YORK COMMUNITY BANCORP INC	NYCB	179.000	\$16.850	\$3,016.15	\$2,587.04	\$429.11	\$179.00
NEXTERA ENERGY INC	NEE	55.000	\$85.620	\$4,709.10	\$3,202.53	\$1,506.57	\$145.20
NISOURCE INC COM	NI	74.000	\$32.880	\$2,433.12	\$1,519.76	\$913.36	\$74.00
OCCIDENTAL PETE CORP	OXY	52.000	\$95.100	\$4,945.20	\$4,323.56	\$621.64	\$133.12
OLD REPUBLIC INTL CORP	ORI	199.000	\$17.270	\$3,436.73	\$2,071.09	\$1,365.64	\$143.28
OMNICO GROUP INC	OMC	35.000	\$74.370	\$2,602.95	\$1,585.93	\$1,017.02	\$56.00
ORACLE CORPORATION	ORCL	92.000	\$38.260	\$3,519.92	\$2,930.81	\$589.11	\$44.16
PEABODY ENERGY CORPORATION	BTU	78.000	\$19.530	\$1,523.34	\$1,444.04	\$79.30	\$26.52
PHILIP MORRIS INTERNATIONAL INC	PM	36.000	\$87.130	\$3,136.68	\$2,403.00	\$733.68	\$135.36
PRICELINE COM INC COM NEW	PCLN	5.000	\$1,162.400	\$5,812.00	\$2,976.99	\$2,835.01	
PROCTER & GAMBLE CO	PG	45.000	\$81.410	\$3,663.45	\$2,829.60	\$833.85	\$108.27
PUBLIC SERVICE ENTERPRISE GROUP INC	PEG	105.000	\$32.040	\$3,364.20	\$3,435.70	-\$71.50	\$151.20
QUALCOMM INC	QCOM	173.000	\$74.250	\$12,845.25	\$8,053.90	\$4,791.35	\$242.20
QUEST DIAGNOSTICS INC	DGX	24.000	\$53.540	\$1,284.96	\$1,501.77	-\$216.81	\$28.80
REGAL ENTERTAINMENT GROUP CL A	RGC	118.000	\$19.450	\$2,295.10	\$1,788.32	\$506.78	\$99.12
ROCKWELL COLLINS INC	COL	41.000	\$73.920	\$3,030.72	\$2,557.98	\$472.74	\$49.20
SANDISK CORP	SNDK	38.000	\$70.540	\$2,680.52	\$1,614.73	\$1,065.79	\$34.20
SCIENCE APPLICATIONS INTERNATIONAL CORPORATION	SAIC	22.000	\$33.070	\$727.54	\$631.41	\$96.13	\$24.64
SEMPRA ENERGY	SRE	37.000	\$89.760	\$3,321.12	\$1,974.32	\$1,346.80	\$93.24
SONOCO PRODUCTS CO	SON	56.000	\$41.720	\$2,336.32	\$1,663.16	\$673.16	\$69.44
ST JUDE MEDICAL INC	STJ	63.000	\$61.950	\$3,902.85	\$3,045.42	\$857.43	\$63.00
STAPLES INC	SPLS	143.000	\$15.890	\$2,272.27	\$1,994.66	\$277.61	\$68.64

POTEET & CO
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US EQUITIES
(continued)

DESCRIPTION	SYMBOL/CUSIP	QUANTITY	MARKET PRICE	MARKET VALUE	NET COST *	UNREALIZED GAIN/LOSS *	ESTIMATED ANNUALIZED INCOME
STERICYCLE INC	SRCL	62,000	\$116.170	\$7,202.54	\$6,200.50	\$1,002.04	
SUNTRUST BANKS INC	STI	100,000	\$36.810	\$3,681.00	\$1,919.10	\$1,761.90	\$40.00
SYSCO CORP	SYI	81,000	\$36.100	\$2,924.10	\$2,524.89	\$399.21	\$93.96
TECO ENERGY INC	TE	115,000	\$17.240	\$1,982.60	\$2,015.57	-\$32.97	\$101.20
TELEPHONE & DATA SYSTEM INC	TDS	58,000	\$25.780	\$1,495.24	\$1,596.74	-\$101.50	\$29.58
TIME WARNER CABLE INC	TWC	37,000	\$135.500	\$5,013.50	\$2,935.58	\$2,077.92	\$96.20
UNITED TECHNOLOGIES CORP	UTX	45,000	\$113.800	\$5,121.00	\$2,956.13	\$2,164.87	\$106.20
US BANCORP DEL COM	USB	84,000	\$40.400	\$3,393.60	\$2,202.57	\$1,191.03	\$77.28
VARIAN MEDICAL SYSTEMS INC	VAR	105,000	\$77.690	\$8,157.45	\$7,148.56	\$1,008.89	
VERIFONE SYSTEMS INC	PAY	36,000	\$26.820	\$965.52	\$689.77	\$275.75	
VERISK ANALYTICS INC	VRSK	111,000	\$65.720	\$7,294.92	\$3,759.76	\$3,535.16	
VISA INC	V	41,000	\$222.680	\$9,129.88	\$3,611.70	\$5,518.18	\$65.60
W R GRACE & CO-DEL NEW	GRA	26,000	\$98.870	\$2,570.62	\$1,098.74	\$1,471.88	
WAL-MART STORES INC	WMT	75,000	\$78.690	\$5,901.75	\$3,937.23	\$1,964.52	\$141.00
WELLS FARGO & CO	WFC	183,000	\$45.400	\$8,308.20	\$5,257.59	\$3,050.61	\$219.60
XCEL ENERGY INC	XEL	49,000	\$27.940	\$1,369.06	\$1,205.40	\$163.66	\$54.88
XEROX CORP	XRK	236,000	\$12.170	\$2,872.12	\$2,518.12	\$354.00	\$54.28
ZIMMER HOLDINGS INC	ZMH	31,000	\$93.190	\$2,888.89	\$2,483.20	\$405.69	\$24.80
TOTAL US EQUITIES				\$596,278.43	\$456,164.51	\$140,113.92	\$8,991.01

INTERNATIONAL EQUITIES

DESCRIPTION	SYMBOL/CUSIP	QUANTITY	MARKET PRICE	MARKET VALUE	NET COST *	UNREALIZED GAIN/LOSS *	ESTIMATED ANNUALIZED INCOME
ACTAVIS PLC	ACT	25,000	\$168.000	\$4,200.00	\$3,188.08	\$1,011.92	
AMDOCS LIMITED	DOX	31,000	\$41.240	\$1,278.44	\$1,252.09	\$26.35	\$16.12
ENDURANCE SPECIALTY HOLDINGS LTD	ENH	52,000	\$58.670	\$3,050.84	\$2,156.96	\$893.88	\$66.56
INVESCO LTD	IVZ	115,000	\$36.400	\$4,186.00	\$3,071.82	\$1,114.18	\$103.50
IVY GLOBAL NATURAL RESOURCES	IGNIX	3,906,447	\$18.840	\$73,597.46	\$77,508.23	-\$3,910.77	



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**RBC TOTAL PORTFOLIO
ACCOUNT STATEMENT
2013 ANNUAL STATEMENT
DUPLICATE COPY**

RBC Wealth Management



A division of RBC Capital Markets, LLC, Member NYSE/FINRA/SIPC.

DESCRIPTION	SYMBOL/CUSIP	QUANTITY	MARKET PRICE	MARKET VALUE	NET COST *	UNREALIZED GAIN/LOSS *	ESTIMATED ANNUALIZED INCOME
INTERNATIONAL EQUITIES (continued)							
OPPENHEIMER DEVELOPING MKTS FDS CL Y	ODVYX	1,965.060	\$37.560	\$73,807.65	\$69,015.83	\$4,791.82	\$320.30
PERRIGO COMPANY PLC	PRGO	63.000	\$153.460	\$9,667.98	\$9,521.82	\$146.16	
SCHLUMBERGER LTD	SLB	83.000	\$90.110	\$7,479.13	\$5,120.30	\$2,358.83	\$103.75
THORNBURG INTL VALUE FUND CL I	TGVIX	3,011.575	\$32.060	\$96,551.09	\$91,076.41	\$5,474.68	\$1,234.75
ULTRA PETROLEUM CORP	UPL	67.000	\$21.650	\$1,450.55	\$1,569.67	-\$119.12	
TOTAL INTERNATIONAL EQUITIES				\$275,269.14	\$263,481.21	\$11,787.93	\$1,844.98
TAXABLE FIXED INCOME							
DESCRIPTION	SYMBOL/CUSIP	QUANTITY	MARKET PRICE	MARKET VALUE/ ACCRUED INTEREST	NET COST *	UNREALIZED GAIN/LOSS *	ESTIMATED ANNUALIZED INCOME
DODGE & COX INCOME FUND	DODIX	16,591.374	\$13.530	\$224,481.29	\$222,077.58	\$2,403.71	\$6,885.42
FRANKLIN STRATEGIC SER INCOME FD ADVISOR CL	FKSAX	14,879.214	\$10.470	\$155,785.37	\$157,520.22	-\$1,734.85	\$7,201.54
OPPENHEIMER SENIOR FLOATING RATE FUND CL Y	OOSYX	9,434.071	\$8.410	\$79,340.54	\$78,544.65	\$795.89	\$3,943.44
TOTAL TAXABLE FIXED INCOME		40,904.659		\$459,607.20	\$458,142.45	\$1,464.75	\$18,030.40
MIXED ASSETS							
DESCRIPTION	SYMBOL/CUSIP	QUANTITY	MARKET PRICE	MARKET VALUE	NET COST *	UNREALIZED GAIN/LOSS *	ESTIMATED ANNUALIZED INCOME
BLACKROCK GLOBAL ALLOCATION FD INC INSTL CL	MALOX	8,479.473	\$21.430	\$181,715.11	\$170,357.79	\$11,357.32	\$2,781.27
THORNBURG INVT TR INVT INCOME BUILDER FD CL I	TIBIX	5,864.701	\$21.040	\$123,393.31	\$112,086.97	\$11,306.34	\$6,069.97
TOTAL MIXED ASSETS				\$305,108.42	\$282,444.76	\$22,663.66	\$8,851.24
OTHER ASSETS							
DESCRIPTION	SYMBOL/CUSIP	QUANTITY	MARKET PRICE	MARKET VALUE	NET COST *	UNREALIZED GAIN/LOSS *	
AMERICAN CAPITAL AGENCY CORP COMMON STOCK	ACNC	78.000	\$19.290	\$1,504.62	\$2,313.83	-\$809.21	
BRANDYWINE REALTY TRUST-SBI	BDN	85.000	\$14.090	\$1,197.65	\$962.50	\$235.15	
HATTERAS ALPHA HEDGED STRATEGIES FUND	ALPHX	5,567.645	\$11.540	\$64,250.62	\$60,168.26	\$4,082.36	

OTHER ASSETS
(continued)

DESCRIPTION	SYMBOL/CUSIP	QUANTITY	MARKET PRICE	MARKET VALUE	NET COST *	UNREALIZED GAIN/LOSS *
HCP INC	HCP	59,000	\$36.320	\$2,142.88	\$2,144.44	-\$1.56
HEALTH CARE REIT INC	HCN	45,000	\$53.570	\$2,410.65	\$2,338.70	\$71.95
ING GLOBAL REAL ESTATE FD CL W	IRGWX	3,757,737	\$18.350	\$68,954.47	\$64,711.10	\$4,243.37
SUN COMMUNITIES INC	SUI	58,000	\$42.640	\$2,473.12	\$2,349.13	\$123.99
TOTAL OTHER ASSETS				\$142,934.01	\$134,987.96	\$7,946.05

ACTIVITY DETAIL

Realized gain/loss column includes fees and commissions. It does not include accrued interest.

Purchases, sales and other activity all represent an exchange of cash and/or money market funds for securities and, as such, do not represent deposits to or withdrawals from your account. Account value changes due to commissions, mark ups, mark downs and accrued interest are shown in the "Change in value of priced securities" line of the Account Value Summary.

* Information that appears in these columns may be based on information provided by you or at your direction. REC has not verified such data. Please see "About Your Statement" on page 2 for further information.

** REC makes every effort to ensure accurate reporting of realized gains and losses on this statement. For those items marked as N/A, please refer to the Schedule of Realized Gains and Losses at the end of this statement for more detailed gain/loss information. If you have any questions, please contact your Financial Advisor.

PURCHASES

Regular Purchases

DATE	DESCRIPTION	QUANTITY	PRICE	ACCRUED INTEREST	NET COST/ NET COST/ INTEREST	COMMENTS
01/04/13	FRANKLIN STRATEGIC SER INCOME FD ADVISOR CL SOLICITED	258,000	\$10.730		-\$2,768.34	
01/04/13	ING GLOBAL REAL ESTATE FD CL W SOLICITED	119,868	\$18.210		-\$2,182.80	
01/04/13	OPPENHEIMER SENIOR FLOATING RATE FUND CL Y SOLICITED	108,000	\$8.290		-\$895.32	
01/17/13	REGAL ENTERTAINMENT GROUP CL A SOLICITED WE MAKE A MKT IN THIS SECURITY	47,000	\$14.627		-\$687.49	

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Schedule of Realized Gains and Losses

This section includes a summary of the short-term or long-term gain or loss from the sale of selected securities in this account. "Short-term" refers to securities held for one year or less, "long-term" refers to securities held more than one year. RBC provides the following Schedule of Realized Gains and Losses as a service to its clients; the information may not be accurate for tax reporting or other purposes and may rely on information, such as the original cost basis for a security, that you or another source at your direction provided to RBC. Cost basis information may reflect a change in the value of certain fixed income and other securities that return or amortize principal over time. In the case of bonds purchased at a premium, cost basis information may be amortized. In addition, cost basis information may reflect accretion for zero coupon and OID bonds. Please refer to IRS Publications 1212 and 550 or consult your tax advisor for additional information.

Please see Form 1099-B for information reported to the IRS

Short-Term							
QUANTITY	DESCRIPTION	NON-COVERED	OPEN DATE	CLOSE DATE	NET PROCEEDS	NET COST	REALIZED GAIN/LOSS
2.000	ACTAVIS INC CUSIP 00507K103	<input type="checkbox"/>	06/26/12	05/21/13	260.19	142.50	117.69
0.120	ACTAVIS PLC SYMBOL ACT, CUSIP G0083B108	<input type="checkbox"/>	05/21/13	10/02/13	17.40	15.30	2.10
1.000	APPLE INC SYMBOL AAPL, CUSIP 037833100	<input type="checkbox"/>	04/19/13	10/16/13	501.39	392.53	108.86
11.000	DIEBOLD INC SYMBOL DBD, CUSIP 253651103	<input type="checkbox"/>	05/09/13	10/16/13	320.78	336.63	-15.85
14.000	H J HEINZ CO CUSIP 423074103	<input type="checkbox"/>	06/26/12	06/10/13	1,015.00	743.24	271.76
1.000	ITC HOLDINGS CORP SYMBOL ITC, CUSIP 465685105	<input type="checkbox"/>	12/14/12	10/16/13	95.54	77.73	17.81
8.000	JANUS CAPITAL GROUP INC SYMBOL JNS, CUSIP 47102X105	<input type="checkbox"/>	07/29/13	10/16/13	72.95	74.34	-1.39
29.000	KOHL'S CORP SYMBOL KSS, CUSIP 500255104	<input type="checkbox"/>	02/06/13	06/10/13	1,503.33	1,338.45	164.88
3.000	KOHL'S CORP SYMBOL KSS, CUSIP 500255104	<input type="checkbox"/>	02/06/13	10/16/13	159.02	138.46	20.56
0.500	LEIDOS HOLDINGS INC COM SYMBOL LDOS, CUSIP 525327102	<input type="checkbox"/>	01/30/13	10/02/13	23.47	16.88	6.59
2.000	M & T BANK CORP SYMBOL MTB, CUSIP 55261F104	<input type="checkbox"/>	07/18/13	10/16/13	231.43	238.12	-6.69
13.000	MONSTER BEVERAGE CORP SYMBOL MNST, CUSIP 611740101	<input type="checkbox"/>	10/26/12	10/16/13	732.14	600.91	131.23
2.000	NATIONAL FUEL GAS CO SYMBOL NFG, CUSIP 636180101	<input type="checkbox"/>	12/17/12	10/16/13	133.27	106.50	26.77
21.000	PERRIGO CO CUSIP 714290103	<input type="checkbox"/>	09/06/13	12/19/13	3,262.34	2,610.39	651.95
3.000	PRICELINE COM INC COM NEW SYMBOL PCLN, CUSIP 741503403	<input type="checkbox"/>	10/15/12	10/11/13	3,041.79	1,786.19	1,255.60
18.000	QUEST DIAGNOSTICS INC SYMBOL DGX, CUSIP 74834L100	<input type="checkbox"/>	10/02/13	10/16/13	1,053.34	1,126.33	-72.99

Schedule of Realized Gains and Losses (con't)

Short-Term (con't)

QUANTITY	DESCRIPTION	NON-COVERED	OPEN DATE	CLOSE DATE	NET PROCEEDS	NET COST	REALIZED GAIN/LOSS
48.000	REGAL ENTERTAINMENT GROUP CLA SYMBOL RGC, CUSIP 758766109	<input type="checkbox"/>	12/19/12	06/17/13	851 02	666 82	184 21
0 286	SCIENCE APPLICATIONS INTERNATIONAL CORPORATION SYMBOL SAIC, CUSIP 808625107	<input type="checkbox"/>	01/30/13	09/27/13	9 48	7 70	1 78
17 000	ULTRA PETROLEUM CORP SYMBOL UPL, CUSIP 903914109	<input type="checkbox"/>	05/20/13	10/16/13	366.85	398 27	-31 42
60.000	VERIFONE SYSTEMS INC SYMBOL PAY, CUSIP 92342Y109	<input type="checkbox"/>	01/25/13	03/01/13	1,142 97	2,159 97	-1,017 00
39.000	VERIFONE SYSTEMS INC SYMBOL PAY, CUSIP 92342Y109	<input type="checkbox"/>	04/19/13	07/09/13	706 03	747 26	-41 23
Short-Term Subtotal					15,499.73		1,775.22

Long-Term

QUANTITY	DESCRIPTION	NON-COVERED	OPEN DATE	CLOSE DATE	NET PROCEEDS	NET COST	REALIZED GAIN/LOSS
19.000	ACTAVIS INC CUSIP 00507K103	<input type="checkbox"/>	07/01/11	05/14/13	2,313.38	1,322 78	990 60
21.000	ACTAVIS INC CUSIP 00507K103	<input type="checkbox"/>	07/01/11	05/21/13	2,732.03	1,462 02	1,270 01
285.196	ADVISORS INNER CIRCLE CHAMPLAIN SMALL CO FD SYMBOL CIPX, CUSIP 00764Q405	<input checked="" type="checkbox"/>	07/01/11	10/16/13	5,025.15	4,580.25	444 90
8 000	AGILENT TECHNOLOGIES INC SYMBOL A, CUSIP 00846U101	<input type="checkbox"/>	09/28/12	10/16/13	411 83	307 84	103 99
4 000	ALLSTATE CORP SYMBOL ALL, CUSIP 020002101	<input type="checkbox"/>	07/01/11	10/16/13	213 99	123 35	90 64
37.000	AMERICAN CAPITAL AGENCY CORP COMMON STOCK SYMBOL AGNC, CUSIP 02503X105	<input type="checkbox"/>	07/01/11	09/19/13	881 02	1,091 09	-210 07
27 000	AMERICAN EXPRESS COMPANY SYMBOL AXP, CUSIP 025816109	<input checked="" type="checkbox"/>	11/06/06	01/11/13	1,652.38	1,569 39	82 99
22.000	AMERICAN EXPRESS COMPANY SYMBOL AXP, CUSIP 025816109	<input checked="" type="checkbox"/>	11/06/06	05/22/13	1,652 26	1,278 76	373 50
5.000	AMERICAN EXPRESS COMPANY SYMBOL AXP, CUSIP 025816109	<input checked="" type="checkbox"/>	11/06/06	10/16/13	380.84	290 63	90 21
7.000	AMERISOURCEBERGEN CORP SYMBOL ABC, CUSIP 03073E105	<input type="checkbox"/>	07/01/11	10/16/13	445.90	293 99	151 91
20 000	ANALOG DEVICES INC SYMBOL ADI, CUSIP 032654105	<input type="checkbox"/>	07/01/11	03/11/13	926 77	801 40	125.37

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Schedule of Realized Gains and Losses (con't)

Long-Term (con't)

QUANTITY	DESCRIPTION	NON-COVERED	OPEN DATE	CLOSE DATE	NET PROCEEDS	NET COST	REALIZED GAIN/LOSS
1 000	ANALOG DEVICES INC SYMBOL ADI, CUSIP 032654105	<input type="checkbox"/>	07/01/11	10/16/13	47 22	40.07	7.15
56 000	ANNALY CAPITAL MANAGEMENT INC SYMBOL NLY, CUSIP 035710409	<input type="checkbox"/>	07/01/11	10/09/13	644.54	1,020.24	-375 70
6 000	ANNALY CAPITAL MANAGEMENT INC SYMBOL NLY, CUSIP 035710409	<input type="checkbox"/>	07/01/11	10/16/13	70 49	109 31	-38 82
63.000	ANNALY CAPITAL MANAGEMENT INC SYMBOL NLY, CUSIP 035710409	<input type="checkbox"/>	07/01/11	12/11/13	631 30	1,147 77	-516.47
66 000	ANNALY CAPITAL MANAGEMENT INC SYMBOL NLY, CUSIP 035710409	<input type="checkbox"/>	08/07/12	12/11/13	661 36	1,098 24	-436.88
3 000	APACHE CORP SYMBOL APA, CUSIP 037411105	<input type="checkbox"/>	07/01/11	10/16/13	271 01	371 31	-100.30
72.000	AT&T INC SYMBOL T, CUSIP 00206R102	<input type="checkbox"/>	07/01/11	07/09/13	2,560 33	2,278 80	281 53
3.000	AVERY DENNISON CORP SYMBOL AVY, CUSIP 053611109	<input type="checkbox"/>	07/01/11	10/16/13	129.29	117.18	12 11
5 000	BABCOCK & WILCOX CO SYMBOL BWC, CUSIP 05615F102	<input type="checkbox"/>	07/01/11	10/16/13	165 49	138 84	26 65
8 000	BANK NEW YORK MELLON CORP SYMBOL BK, CUSIP 064058100	<input checked="" type="checkbox"/>	11/06/06	10/16/13	244.47	292 49	-48.02
4 000	BAXTER INTERNATIONAL INC SYMBOL BAX, CUSIP 071813109	<input type="checkbox"/>	07/01/11	10/16/13	268.23	240.20	28 03
1.000	BEAM INC SYMBOL BEAM, CUSIP 073730103	<input type="checkbox"/>	06/26/12	10/02/13	66.49	61.92	4 57
44 000	BEAM INC SYMBOL BEAM, CUSIP 073730103	<input type="checkbox"/>	07/01/11	10/02/13	2,925 95	2,227 09	698 86
48 000	BERKSHIRE HATHAWAY INC DEL CL B SYMBOL BRK B, CUSIP 084670702	<input type="checkbox"/>	07/01/11	02/21/13	4,803 75	3,739 61	1,064 14
5.000	BERKSHIRE HATHAWAY INC DEL CL B SYMBOL BRK B, CUSIP 084670702	<input type="checkbox"/>	07/01/11	10/16/13	581.73	389 54	192 19
436 525	BLACKROCK GLOBAL ALLOCATION FD INC INSTL CL SYMBOL MALOX, CUSIP 09251T509	<input checked="" type="checkbox"/>	07/01/11	10/16/13	9,485.68	8,878 92	606 76
3 000	BORG WARNER AUTOMOTIVE INC SYMBOL BWA, CUSIP 099724106	<input type="checkbox"/>	12/16/11	10/16/13	312.08	186 87	125.21
19 000	BOSTON SCIENTIFIC CORP SYMBOL: BSX, CUSIP 101137107	<input type="checkbox"/>	07/01/11	10/16/13	234 45	135 09	99.36
5 000	BRANDYWINE REALTY TRUST-SBI SYMBOL BDN, CUSIP 105368203	<input type="checkbox"/>	07/01/11	10/16/13	67.59	56 22	11.37

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Schedule of Realized Gains and Losses (con't)

Long-Term (con't)

QUANTITY	DESCRIPTION	NON- COVERED	OPEN DATE	CLOSE DATE	NET PROCEEDS	NET COST	REALIZED GAIN/LOSS
23 000	BROADRIDGE FINANCIAL SOLUTIONS INC SYMBOL BR, CUSIP 11133T103	<input type="checkbox"/>	07/01/11	10/16/13	753 46	560 74	192 72
79 000	CABLEVISION SYSTEMS CORP-CLA CABLEVISION NY GROUP COM SYMBOL CVC, CUSIP 12686C109	<input type="checkbox"/>	07/13/11	07/11/13	1,500.97	2,079 95	-578.98
5 000	CBS CORP CLASS B SYMBOL CBS, CUSIP 124857202	<input type="checkbox"/>	06/29/12	10/16/13	286 34	163 24	123 10
188.000	CHARLES SCHWAB CORP NEW SYMBOL SCHW, CUSIP 808513105	<input type="checkbox"/>	01/06/12	02/14/13	3,175.25	2,271 42	903 83
143.000	CHARLES SCHWAB CORP NEW SYMBOL SCHW, CUSIP 808513105	<input type="checkbox"/>	01/06/12	07/18/13	3,064 70	1,727.73	1,336.97
2.000	CHARLES SCHWAB CORP NEW SYMBOL SCHW, CUSIP 808513105	<input type="checkbox"/>	01/06/12	10/16/13	46 87	24 16	22 71
228.000	CHARLES SCHWAB CORP NEW SYMBOL SCHW, CUSIP 808513105	<input type="checkbox"/>	01/20/12	11/01/13	5,259 98	2,925 15	2,334 83
4 000	CHEVRON CORPORATION SYMBOL CVX, CUSIP 166764100	<input type="checkbox"/>	07/01/11	10/16/13	475 15	415 56	59.59
2.000	CHUBB CORP SYMBOL CB, CUSIP 171232101	<input type="checkbox"/>	07/01/11	10/16/13	182 09	125 78	56.31
1 000	CLOROX CO SYMBOL CLX, CUSIP 189054109	<input type="checkbox"/>	07/01/11	10/16/13	85 35	68.18	17.17
7 000	COACH INC SYMBOL COH, CUSIP 189754104	<input type="checkbox"/>	07/17/12	10/16/13	376 87	395.77	-18.90
3.000	COGNIZANT TECHNOLOGY SOLUTIONS CORP-CLA SYMBOL CTSH, CUSIP 192446102	<input type="checkbox"/>	08/18/11	09/06/13	232 49	162 01	70.48
42.000	COGNIZANT TECHNOLOGY SOLUTIONS CORP-CLA SYMBOL CTSH, CUSIP 192446102	<input type="checkbox"/>	07/01/11	09/06/13	3,254 98	3,137 36	117 62
8.000	COGNIZANT TECHNOLOGY SOLUTIONS CORP-CLA SYMBOL CTSH, CUSIP 192446102	<input type="checkbox"/>	08/18/11	10/16/13	671.42	432 03	239 39
4.000	CONOCOPHILLIPS SYMBOL COP, CUSIP 20825C104	<input type="checkbox"/>	07/01/11	10/16/13	290.87	233 55	57 32
29.000	CUMMINS INC SYMBOL CMI, CUSIP 231021106	<input type="checkbox"/>	07/01/11	01/11/13	3,213 86	3,109 63	104 23
3 000	CUMMINS INC SYMBOL CMI, CUSIP 231021106	<input type="checkbox"/>	07/01/11	10/16/13	398 60	321 69	76 91
3.000	DEERE & CO SYMBOL DE, CUSIP 244199105	<input type="checkbox"/>	09/05/12	10/16/13	248 60	224 55	24 05

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QUANTITY	DESCRIPTION	NON-COVERED	OPEN DATE	CLOSE DATE	NET PROCEEDS	NET COST	REALIZED GAIN/LOSS
978 239	DODGE & COX INCOME FUND SYMBOL DODIX, CUSIP 256210105	<input checked="" type="checkbox"/>	07/01/11	10/16/13	13,245.36	13,079.06	166 30
5.000	DOVER CORP SYMBOL DOV, CUSIP 260003108	<input type="checkbox"/>	07/01/11	10/16/13	441 14	345 80	95 34
16.000	DUKE ENERGY CORPORATION HOLDING COMPANY SYMBOL DUK, CUSIP 26441C204	<input type="checkbox"/>	07/01/11	10/16/13	1,098.86	891 66	207.20
6.000	EBAY INC SYMBOL EBAY, CUSIP 278642103	<input type="checkbox"/>	07/01/11	10/16/13	320 04	196 25	123.79
50 000	EMC CORP-MASS SYMBOL EMC, CUSIP 268648102	<input type="checkbox"/>	07/01/11	10/16/13	1,234.47	1,393 93	-159 46
8.000	EMC CORP-MASS SYMBOL EMC, CUSIP 268648102	<input type="checkbox"/>	08/25/11	10/16/13	197.51	170 23	27 28
3.000	ENDURANCE SPECIALTY HOLDINGS LTD SYMBOL ENH, CUSIP G30397106	<input type="checkbox"/>	07/01/11	10/16/13	161.96	124.44	37.52
41 000	EXELON CORPORATION SYMBOL EXC, CUSIP 30161N101	<input type="checkbox"/>	10/10/11	08/21/13	1,225.46	1,667 19	-441.73
13 000	EXELON CORPORATION SYMBOL EXC, CUSIP: 30161N101	<input type="checkbox"/>	11/21/11	08/21/13	388 56	551 30	-162.74
9.000	EXELON CORPORATION SYMBOL EXC, CUSIP 30161N101	<input type="checkbox"/>	06/26/12	08/21/13	269 00	329.67	-60 67
114.000	EXPEDITORS INTERNATIONAL OF WASHINGTON INC SYMBOL EXPD, CUSIP 302130109	<input type="checkbox"/>	04/30/12	05/02/13	4,231.44	4,561 40	-329.96
59.000	EXPEDITORS INTERNATIONAL OF WASHINGTON INC SYMBOL EXPD, CUSIP 302130109	<input type="checkbox"/>	08/18/11	05/02/13	2,189 96	2,421 13	-231.17
2.000	EXPRESS SCRIPTS HOLDING COMPANY SYMBOL ESRX, CUSIP 30219G108	<input type="checkbox"/>	01/26/12	10/16/13	127.59	110 86	16.73
10 000	EXPRESS SCRIPTS HOLDING COMPANY SYMBOL ESRX, CUSIP 30219G108	<input type="checkbox"/>	07/01/11	10/16/13	637 98	540 09	97 89
814.145	FRANKLIN STRATEGIC SER INCOME FD ADVISOR CL SYMBOL FKSAX, CUSIP 354713737	<input checked="" type="checkbox"/>	07/01/11	10/16/13	8,597 37	8,629 94	-32 57
9 000	FREEMPORT MCMORAN COPPER & GOLD INC SYMBOL FCX, CUSIP 35671D857	<input type="checkbox"/>	07/01/11	10/16/13	306.35	479 70	-173 35
22.000	GENERAL ELECTRIC CO SYMBOL GE, CUSIP. 369604103	<input checked="" type="checkbox"/>	11/06/06	10/16/13	533 93	784 14	-250 21

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QUANTITY	DESCRIPTION	NON-COVERED	OPEN DATE	CLOSE DATE	NET PROCEEDS	NET COST	REALIZED GAIN/LOSS
2 000	GENUINE PARTS CO SYMBOL GPC, CUSIP 372460105	<input type="checkbox"/>	07/01/11	10/16/13	159 50	110 74	48 76
28.000	GILEAD SCIENCES INC SYMBOL GILD, CUSIP 375558103	<input type="checkbox"/>	07/01/11	01/11/13	2,181.81	1,172 05	1,009 76
6 000	GILEAD SCIENCES INC SYMBOL. GILD, CUSIP 375558103	<input type="checkbox"/>	07/01/11	10/16/13	391.61	125 58	266 03
41.000	GILEAD SCIENCES INC SYMBOL GILD, CUSIP. 375558103	<input type="checkbox"/>	07/01/11	11/11/13	2,770 45	858 11	1,912 34
1 000	GOLDMAN SACHS GROUP INC SYMBOL: GS, CUSIP 38141G104	<input type="checkbox"/>	07/12/11	10/16/13	161 84	130 94	30 90
3 000	GOOGLE INC CLA SYMBOL GOOG, CUSIP 38259P508	<input type="checkbox"/>	07/01/11	05/16/13	2,715 52	1,558.14	1,157.38
1.000	GOOGLE INC CLA SYMBOL GOOG, CUSIP 38259P508	<input type="checkbox"/>	07/01/11	10/16/13	895 47	519.38	376.09
46 000	H J HEINZ CO CUSIP 423074103	<input type="checkbox"/>	07/01/11	06/10/13	3,335.00	2,465 60	869.40
8 000	HAEMONETICS CORP-MASS SYMBOL HAE, CUSIP 405024100	<input type="checkbox"/>	07/01/11	02/06/13	333.59	262 24	71 35
6 000	HALLIBURTON COMPANY SYMBOL HAL, CUSIP 406216101	<input type="checkbox"/>	09/28/11	10/16/13	310 45	199 68	110 77
3 000	HASBRO INC SYMBOL HAS, CUSIP 418056107	<input type="checkbox"/>	07/01/11	10/16/13	137 51	135 33	2 18
347.924	HATTERAS ALPHA HEDGED STRATEGIES FUND SYMBOL ALPHX, CUSIP 41902V401	<input checked="" type="checkbox"/>	07/01/11	10/16/13	3,914 14	3,761 06	153.08
4 000	HCP INC SYMBOL HCP, CUSIP 40414L109	<input type="checkbox"/>	07/01/11	10/16/13	167.99	144 97	23 02
2.000	HEALTH CARE REIT INC SYMBOL HCN, CUSIP 42217K106	<input type="checkbox"/>	07/01/11	10/16/13	128 73	98 92	29.81
5 000	HESS CORPORATION SYMBOL HES, CUSIP 42809H107	<input type="checkbox"/>	07/18/11	10/16/13	410 29	360 85	49 44
3 000	HONEYWELL INTL INC SYMBOL HON, CUSIP 438516106	<input type="checkbox"/>	07/01/11	10/16/13	256.28	180 72	75.56
141.000	HUDSON CITY BANCORP INC SYMBOL HCBK, CUSIP 443683107	<input type="checkbox"/>	07/01/11	06/17/13	1,177 32	1,165 93	11 39
218.546	ING GLOBAL REAL ESTATE FD CL W SYMBOL IRGWX, CUSIP 44980Q179	<input checked="" type="checkbox"/>	07/01/11	10/16/13	4,119 59	3,760 48	359 11
6 000	INVESCO LTD SYMBOL IVZ, CUSIP. G491BT108	<input type="checkbox"/>	07/01/11	10/16/13	191.03	141 00	50.03

Schedule of Realized Gains and Losses (con't)

Long-Term (con't)

QUANTITY	DESCRIPTION	NON-COVERED	OPEN DATE	CLOSE DATE	NET PROCEEDS	NET COST	REALIZED GAIN/LOSS
243.143	IVY GLOBAL NATURAL RESOURCES SYMBOL IGNIX, CUSIP 465899508	<input checked="" type="checkbox"/>	07/01/11	10/16/13	4,646.47	5,458.56	-812.09
6.000	JPMORGAN CHASE & CO SYMBOL JPM, CUSIP. 46625H100	<input checked="" type="checkbox"/>	11/06/06	10/16/13	323.21	287.79	35.42
3.000	KOHL'S CORP SYMBOL KSS, CUSIP 500255104	<input type="checkbox"/>	07/01/11	10/16/13	159.02	155.01	4.01
1.000	LABORATORY CORP AMER HLDGS SYMBOL LH, CUSIP 50540R409	<input type="checkbox"/>	07/01/11	10/16/13	100.84	98.25	2.59
29.000	LABORATORY CORP AMER HLDGS SYMBOL LH, CUSIP 50540R409	<input type="checkbox"/>	07/01/11	11/29/13	2,952.74	2,849.25	103.49
1.000	M & T BANK CORP SYMBOL MTB, CUSIP 55261F104	<input type="checkbox"/>	10/13/11	10/16/13	115.71	76.20	39.51
5.000	MATTEL INC SYMBOL MAT, CUSIP 577081102	<input type="checkbox"/>	07/01/11	10/16/13	210.49	139.90	70.59
2.000	MCKESSON CORP SYMBOL MCK, CUSIP. 58155Q103	<input type="checkbox"/>	07/01/11	10/16/13	281.13	168.56	112.57
7.000	MICROSOFT CORP SYMBOL MSFT, CUSIP 594918104	<input checked="" type="checkbox"/>	03/17/05	10/16/13	242.75	173.92	68.83
45.000	MOSAIC COMPANY SYMBOL MOS, CUSIP 61945C103	<input type="checkbox"/>	09/05/12	09/30/13	1,935.66	2,645.93	-710.27
5.000	NATIONAL-OILWELL VARCO INC SYMBOL NOV, CUSIP 637071101	<input type="checkbox"/>	09/23/11	10/16/13	404.54	267.26	137.28
11.000	NEW YORK COMMUNITY BANCORP INC SYMBOL NYCB, CUSIP 649445103	<input type="checkbox"/>	07/01/11	10/16/13	173.02	170.48	2.54
27.000	NEXEN INC CUSIP 65334H102	<input type="checkbox"/>	08/12/11	03/01/13	742.50	558.50	184.00
33.000	NEXEN INC CUSIP 65334H102	<input type="checkbox"/>	02/21/12	03/01/13	907.50	675.14	232.36
37.000	NEXEN INC CUSIP 65334H102	<input type="checkbox"/>	08/19/11	03/01/13	1,017.50	737.74	279.76
4.000	NEXTERA ENERGY INC SYMBOL NEE, CUSIP 65339F101	<input type="checkbox"/>	07/01/11	10/16/13	322.91	232.24	90.67
18.000	NISOURCE INC COM SYMBOL NI, CUSIP 65473P105	<input type="checkbox"/>	07/01/11	10/16/13	553.49	369.67	183.82
3.000	OCCIDENTAL PETE CORP SYMBOL OXY, CUSIP 674599105	<input type="checkbox"/>	08/24/12	10/16/13	288.92	262.94	25.98
32.000	OMNICOM GROUP INC SYMBOL OMC, CUSIP 681919106	<input type="checkbox"/>	07/01/11	07/30/13	2,030.07	1,559.68	470.39
1.000	OMNICOM GROUP INC SYMBOL OMC, CUSIP 681919106	<input type="checkbox"/>	07/01/11	10/16/13	64.72	48.74	15.98

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QUANTITY	DESCRIPTION	NON-COVERED	OPEN DATE	CLOSE DATE	NET PROCEEDS	NET COST	REALIZED GAIN/LOSS
123.325	OPPENHEIMER DEVELOPING MKTS FDS CL Y SYMBOL ODVYX, CUSIP 683974505	<input checked="" type="checkbox"/>	07/01/11	10/16/13	4,650.59	4,449.57	201.02
515.846	OPPENHEIMER SENIOR FLOATING RATE FUND CL Y SYMBOL OOSYX, CUSIP 68381K408	<input checked="" type="checkbox"/>	07/01/11	10/16/13	4,307.31	4,297.00	10.31
6.000	ORACLE CORPORATION SYMBOL ORCL, CUSIP 68389X105	<input type="checkbox"/>	07/15/11	10/16/13	197.94	191.93	6.01
4.000	PERRIGO CO CUSIP 714290103	<input type="checkbox"/>	07/01/11	10/16/13	524.95	355.49	169.46
10.000	PERRIGO CO CUSIP 714290103	<input type="checkbox"/>	09/23/11	12/19/13	1,553.50	948.31	605.19
32.000	PERRIGO CO CUSIP 714290103	<input type="checkbox"/>	07/01/11	12/19/13	4,971.19	2,843.91	2,127.28
2.000	PHILIP MORRIS INTERNATIONAL INC SYMBOL PM, CUSIP 718172109	<input type="checkbox"/>	07/01/11	10/16/13	172.07	133.50	38.57
1.000	PRICELINE COM INC COM NEW SYMBOL PCLN, CUSIP: 741503403	<input type="checkbox"/>	10/15/12	10/16/13	1,031.92	595.40	436.52
3.000	PROCTER & GAMBLE CO SYMBOL PG, CUSIP: 742718109	<input type="checkbox"/>	11/01/11	10/16/13	234.35	188.64	45.71
7.000	PUBLIC SERVICE ENTERPRISE GROUP INC SYMBOL PEG, CUSIP 744573106	<input type="checkbox"/>	07/01/11	10/16/13	230.92	229.52	1.40
31.000	QUEST DIAGNOSTICS INC SYMBOL DGX, CUSIP 74834L100	<input type="checkbox"/>	07/01/11	02/04/13	1,790.36	1,849.15	-58.79
7.000	ROCKWELL COLLINS INC SYMBOL COL, CUSIP 774341101	<input type="checkbox"/>	07/01/11	10/16/13	481.94	438.48	43.46
26.000	SANDISK CORP SYMBOL SNDK, CUSIP 80004C101	<input type="checkbox"/>	07/01/11	07/09/13	1,557.38	1,109.16	448.22
2.000	SANDISK CORP SYMBOL SNDK, CUSIP 80004C101	<input type="checkbox"/>	07/01/11	10/16/13	125.93	85.32	40.61
23.000	SCANA CORPORATION NEW SYMBOL SCG, CUSIP 80589M102	<input type="checkbox"/>	07/01/11	10/16/13	1,038.66	913.79	124.87
31.000	SCANA CORPORATION NEW SYMBOL SCG, CUSIP 80589M102	<input type="checkbox"/>	07/01/11	10/21/13	1,432.17	1,231.63	200.54
5.000	SCHLUMBERGER LTD SYMBOL SLB, CUSIP 806857108	<input type="checkbox"/>	09/23/11	10/16/13	460.04	306.81	153.23
8.000	SEMPRA ENERGY SYMBOL SRE, CUSIP 816851109	<input type="checkbox"/>	07/01/11	10/16/13	697.18	426.88	270.30
2.000	SONOCO PRODUCTS CO SYMBOL SON, CUSIP 835495102	<input type="checkbox"/>	08/26/11	10/16/13	77.59	58.65	18.94

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20.000	SPDR GOLD TR GOLD SHS SYMBOL: GLD, CUSIP 78463V107	<input checked="" type="checkbox"/>	07/01/11	01/04/13	3,208.12	2,896.20	311.92
15.000	SPDR GOLD TR GOLD SHS SYMBOL: GLD, CUSIP 78463V107	<input checked="" type="checkbox"/>	07/01/11	06/21/13	1,878.15	2,172.15	-294.00
5.000	ST JUDE MEDICAL INC SYMBOL: STJ, CUSIP 790849103	<input type="checkbox"/>	07/01/11	10/16/13	278.89	241.70	37.19
13.000	STERICYCLE INC SYMBOL: SRCL, CUSIP 858912108	<input type="checkbox"/>	07/01/11	10/16/13	1,537.61	1,184.51	353.10
7.000	SUN COMMUNITIES INC SYMBOL: SUI, CUSIP 866674104	<input type="checkbox"/>	01/12/12	10/16/13	303.79	239.96	63.83
1.000	SUNTRUST BANKS INC SYMBOL: STI, CUSIP 867914103	<input type="checkbox"/>	10/20/11	10/16/13	33.70	19.17	14.53
5.000	SYSCO CORP SYMBOL: SYY, CUSIP 871829107	<input type="checkbox"/>	09/28/12	10/16/13	160.04	156.49	3.55
4.000	TELEPHONE & DATA SYSTEM INC SYMBOL: TDS, CUSIP 879433829	<input type="checkbox"/>	07/01/11	10/16/13	117.95	110.12	7.83
179.808	THORNBURG INTL VALUE FUND CL I SYMBOL: TGVIX, CUSIP 885215566	<input checked="" type="checkbox"/>	07/01/11	10/16/13	5,538.09	5,439.19	98.90
342.364	THORNBURG INVT TR INVT INCOME BUILDER FD CL I SYMBOL: TIBIX, CUSIP 885215467	<input checked="" type="checkbox"/>	07/01/11	10/16/13	7,090.36	6,771.96	318.40
2.000	TIME WARNER CABLE INC SYMBOL: TWC, CUSIP 88732J207	<input type="checkbox"/>	07/01/11	10/16/13	233.83	158.68	75.15
2.000	UNITED TECHNOLOGIES CORP SYMBOL: UTX, CUSIP 913017109	<input checked="" type="checkbox"/>	11/06/06	10/16/13	212.39	131.02	81.37
6.000	US BANCORP DEL COM SYMBOL: USB, CUSIP 902973304	<input type="checkbox"/>	07/01/11	10/16/13	223.15	156.95	66.20
6.000	VARIAN MEDICAL SYSTEMS INC SYMBOL: VAR, CUSIP 92220P105	<input type="checkbox"/>	07/01/11	10/16/13	471.29	424.50	46.79
5.000	VERISK ANALYTICS INC CL A SYMBOL: VRSK, CUSIP 92345Y106	<input type="checkbox"/>	08/23/11	10/16/13	338.44	169.36	169.08
1.000	VISA INC CL A COMMON STOCK SYMBOL: V, CUSIP 92826C839	<input type="checkbox"/>	07/01/11	10/16/13	195.47	88.09	107.38
2.000	W R GRACE & CO-DEL NEW SYMBOL: GRA, CUSIP 38388F108	<input type="checkbox"/>	12/12/11	10/16/13	180.15	84.52	95.63
5.000	WAL-MART STORES INC SYMBOL: WMT, CUSIP 931142103	<input checked="" type="checkbox"/>	03/17/05	10/16/13	377.09	262.48	114.61

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QUANTITY	DESCRIPTION	NON- COVERED	OPEN DATE	CLOSE DATE	NET PROCEEDS	NET COST	REALIZED GAIN/LOSS
13 000	WELLS FARGO & CO SYMBOL WFC, CUSIP 949746101	<input type="checkbox"/>	07/01/11	10/16/13	546.64	373 49	173.15
32 000	XCEL ENERGY INC SYMBOL XEL, CUSIP 98389B100	<input type="checkbox"/>	07/01/11	01/22/13	874 59	787 20	87 39
15 000	XEROX CORP SYMBOL .XRX, CUSIP 984121103	<input type="checkbox"/>	07/01/11	10/16/13	159.89	160 05	-0 16
Long-Term Subtotal					190,258.76		23,183.85
Total Gains and Losses					205,758.49		24,959.07
Short-Term							1,775.22
Long-Term							23,183.85
Term Unknown							0.00

THE CANSECO FOUNDATION

GRANT GUIDELINES

The Canseco Foundation is a small, private family grantmaker concerned with making an impact on the cultural, scientific and general education of persons from, in and around the Laredo, Texas area. The Canseco Foundation focuses its grantmaking and other charitable activities on positive educational and social change for the Laredo area.

In 1996, Consuelo S. Canseco established The Canseco Foundation in order to give back to the community where she and her late husband Dr. Francisco M. Canseco lived and raised their children. Her purpose in the foundation was to foster and support positive educational experiences for people in the Laredo area as well as organizations dedicated to the betterment and assistance of those less fortunate. In addition to certain specific entities designated by the donor, local Laredo educational institutions and charitable organizations have been the target grantees.

The Canseco Foundation grant making process is conducted by the Board of directors in an impartial manner based upon an evaluation of each project request. Solicitation of individual members of The Canseco Foundation Board of Directors by potential recipients for specific Foundation grant requests is discouraged.

Priorities for funding will vary from time to time. Even though a project meets established criteria, it may not be adopted because of limited funds or other priorities. The Foundation wishes to encourage projects that are well informed, have clearly defined objectives, demonstrate strong community ties, and promote positive values.

The Canseco Foundation grants do not merely provide funds to an existing project, however worthy. To be eligible for consideration, projects must be efforts involving a not for profit tax exempt 501(c)(3) organization or association as sponsor. They must be designed to provide the most impact for the least amount of dollars. Projects must have the support of appropriate organizations and/or governmental units in the community where the project is to be carried out. The following criteria have been established by the Board of Directors of the Canseco Foundation.

The grant/project must:

1. Be located in the Laredo, Webb County, Texas area or impact or be "linked" to the Laredo, Webb County, Texas area or other areas as designated by the original donor.
2. Be applicable to one of the following categories:
Education; Healthcare; Cultural Development
3. Reasonably ensure continued support after involvement by The Canseco Foundation is discontinued.
4. Demonstrably benefit others beyond the individual organization recipient of the grant.
5. Not involve the payment of general administration costs for the sponsoring organization.
6. The Foundation will not provide funds to lobby legislation or influence public elections.
7. Funding commitments are generally made on a year to year basis.
8. The foundation welcomes collaboration with other grantmakers and favors grantseekers with multiple sources of support.

Additional Grant Making Policies and Guidelines:

If your grant request includes new equipment, please investigate whether reconditioned and/or used equipment can be substituted.

How to Apply for a Grant

Grant seekers should first study this document to determine whether or not their approach and funding needs are consistent with The Foundation's interests. Organizations that believe their current or proposed activities are responsive, should thoroughly prepare the attached grant application and include all requested supplemental documentation. **The deadline for application is April 30th of each year.** The Board will subsequently review the grant applications and decide whether or not to grant support. Grants are announced in October and distributed by early December. It is requested that all grant recipients follow-up with a report or summary regarding how the grant was used and the success or failure of the subject project.

Please submit all grant applications together with supplemental materials via email per the application's instructions.

THE CANSECO FOUNDATION

GRANT APPLICATION FORM

THE CANSECO FOUNDATION

601 Elizabeth Road
San Antonio, Texas 78209-6134
Tel: 210-829-8359 Fax: 210-829-5630
jecansec@sbglobal.net

GRANT APPLICATION

Organization Name _____

Address _____

Primary Contact/Title _____

Telephone _____ Fax _____

Description of Project or Program for which funds are needed:

Amount Requested from the Foundation \$ _____

Total Project Cost/Budget \$ _____

Funds Available for the Proposed Project

Board Members & Staff \$ _____
Individuals \$ _____
Corporations \$ _____
Foundations \$ _____
Other _____ \$ _____

Have you applied for funding from other Foundation Sources for this Project?

Yes ____ No ____

If Yes, from whom?

Have you received a grant from this foundation in the past?

If yes, how much have you been awarded?

Organization's Mission Statement:

Demographics:

Number of people directly served: _____

Geographical area served: _____

How will the project be evaluated?

If awarded, when would this grant be used?

Classification of the Project/Program: (Please Circle)

- | | |
|-------------------------|------------------------------|
| A. Education | E. Youth |
| B. Arts & Culture | F. Conservation/Preservation |
| C. Medical/Science | G. Religious |
| D. Social/Human Service | H. Other _____ |

Legal Name of Organization _____

IRS Tax Identification Number _____

Year Organization Established _____

Has the organization received and attached a favorable IRS Tax Exemption Ruling Letter for 501(c)(3) Status? Yes ____ No ____

Financial recapitulation as of Fiscal Year Ended _____

Total Assets	\$	_____
Total Debt	\$	_____
Total Income	\$	_____
Total Expenses	\$	_____
Total Endowment	\$	_____

Sources of Revenue

Board Members	\$	_____
% Who gave _____		
Private Contributions	\$	_____
United Way	\$	_____
Corporations/Business	\$	_____
Foundation Grants	\$	_____
Special Events/Fund-raisers	\$	_____
Other	\$	_____

Name of Auditors/Accountants _____

Name of Primary Financial Institution _____

Name of Investment Adviser _____

List of Officers and Board of Directors:

This information in this application has been completed to the best of our knowledge and is accurate on behalf of the organization as represented. The funds, if awarded, shall be used in accordance with the terms of this application.

SIGNED: _____

TITLE: _____

DATE: _____

PLEASE INCLUDE THE FOLLOWING WITH THE COMPLETED APPLICATION:

- A. Original Application.
- B. Your cover letter signed by your Executive Director, Chairman or authorized officer of your organization.
- C. One copy of your most recent audited Annual Financial Statement.
- D. One copy of your IRS Ruling Letter.

PLEASE DO NOT INCLUDE VIDEO OR SLIDES.

**YOUR ORGANIZATION WILL BE NOTIFIED IN WRITING OF THE
DECISION OF THE BOARD OF DIRECTORS.**

**IF YOU HAVE ANY QUESTIONS REGARDING THE PREPARATION AND
COMPLETION OF THIS APPLICATION, PLEASE CONTACT JORGE
CANSECO AT 210-581-1050 OR VIA EMAIL JECANSECO@SBCGLOBAL.NET.**

APPLICATIONS ARE DUE BY APRIL 30TH

**PLEASE SCAN THE COMPLETED APPLICATION AND ITS
ATTACHMENTS IN PDF FORMAT AND SEND VIA EMAIL TO:
JECANSECO@SBCGLOBAL.NET**

PLEASE DO NOT SEND A HARD COPY